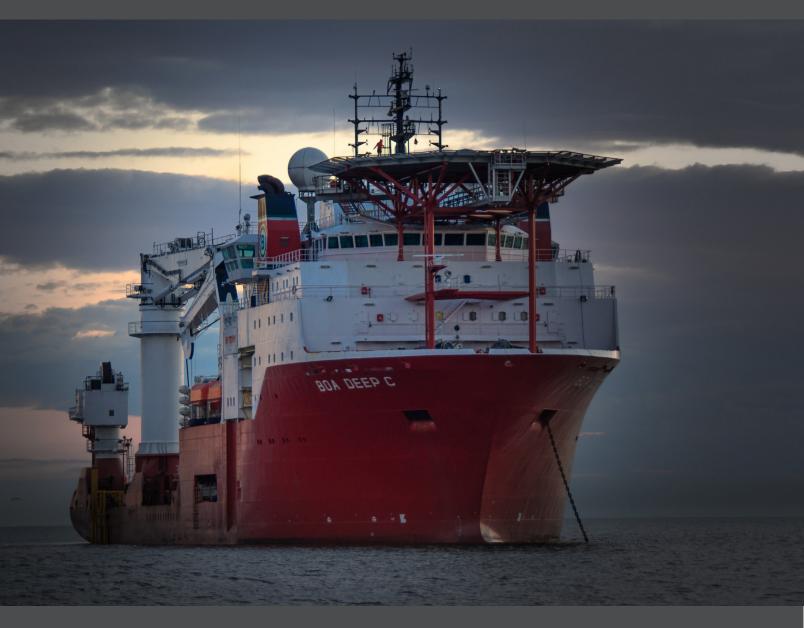
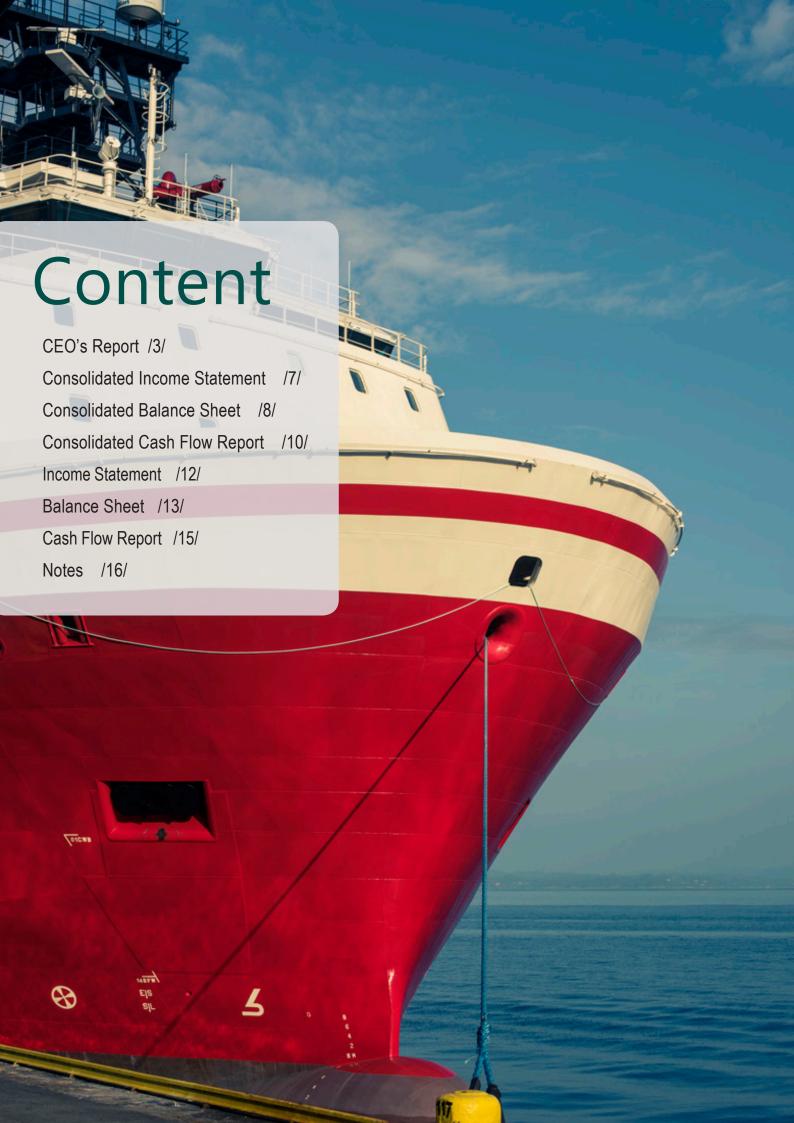


BOA OFFSHORE AS



SECOND QUARTER

2022



CEO's Report

GENERAL INFORMATION

The unaudited interim report is prepared in accordance with NGAAP.

NATURE AND LOCATION OF ACTIVITIES

Boa Offshore AS is the parent company of the Boa Offshore Group ("Group"). The company invests in shipping and offshore related companies. The Group is comprised of several ship owning companies within the following segments: tugboats, barges, and offshore vessels. The tugboat activity, including salvaging, operates along the Norwegian coast and the North Sea. The barge fleet consists of larger barges operated internationally, and the offshore department manages offshore support vessels within construction, operating worldwide. The management is located in Trondheim.

REVIEW OF SECOND QUARTER 2022 ACCOUNTS

Operating income in the period was mNOK 237,8 (mNOK 227,8 in the same period 2021).

EBITDA for the period was mNOK 83,0 (mNOK 57,9). Operating expenses were mNOK 190,7 (mNOK 208,9). Operating Profit/EBIT was mNOK 47,2 (mNOK 18,9). Net financial items were mNOK -43,8 (mNOK -18,8). Profit before tax was mNOK 3,4 (mNOK 0,1).

CASH FLOW IN THE PERIOD

Net cash flow from operating activities was mNOK 56,6 (mNOK 37,1).

Net cash flow from investing activities was mNOK -2,2 (mNOK -49,7).

Net cash flow from financing activities was mNOK -37,0 (mNOK -24,6).

Net change in cash was mNOK 17,4 (mNOK -37,2).

BALANCE SHEET 30.06.2022

Total assets per 30.06.2022 were mNOK 2 527 (mNOK 2 528 per 30.06.2021). Interest bearing debt was mNOK 2 559 (mNOK 2 592), and the equity mNOK -335 (mNOK -321).

Cash and Cash equivalents per 30.06.2022 were mNOK 402 (mNOK 400 per 30.06.2021).

The booked value of equity for the Group is negative, however, the financial restructuring in 2020 gives the fundament for continued operations. The NIBD/EBITDA ratio was 9,02 (EBITDA last 12 months).

FINANCIAL RISK

Interest risk

The Group companies are exposed to interest rate fluctuations on long-term debt. By 30.06.2022 the total of the group's interest-bearing debt was mNOK 2 559 where of 1 584 is fixed with non-cash PIK interest and another mNOK 414 is secured by fixed rates.

Currency risk

The Group companies are exposed to currency risk as revenues and costs are denominated in various currencies. Substantial parts of the earnings in the Group are in USD and EUR.

However, this currency risk is to a certain degree reduced by the companies also having certain operating costs denominated in USD and EUR. The Group companies continuously monitor the currency markets and reduce currency exposure when appropriate by entering into forward agreements or other financial contracts to reduce currency risk.

Liquidity risk

The Groups liquidity position as per 30.06.2022 is mNOK 402. The parent company has a bond of mNOK 396 and a subordinated bond of mNOK 15 outstanding, both listed at Oslo Stock Exchange Nordic ABN. The total of outstanding bonds for the company was mNOK 411 of which mNOK 120 is interest bearing with non-cash PIK interest. The parent company has also a liability to former subsidiary SBL Recovery AS of mNOK 24. The total of outstanding bonds for the group as of 30.06.2022 was mNOK 1 659 whereof mNOK 1 368 is interest bearing (all with non-cash PIK interest). The group has in addition loan to financial institutions of mNOK 1 239 with various maturities between 2024 and 2025.

Credit risk

The Group companies are exposed to the risk that the contracting parties will not have the financial means to meet their obligations. No agreements have been entered into or other financial means established to minimize the Group companies credit risk.

EVENTS IN THE PERIOD

Boa Tugs AS, a 100 % owned subsidiary in the Group, has sold the tug Boa Odin with a positive effect on EBITDA with mNOK 12.3.

EVENTS AFTER THE BALANCE SHEET DATE

Nordic Trustee has exercised the Stock Accession Option on behalf of the bondholders of Boa OCV AS. Consequently, the Bond Trustee has taken possession of the shares in Boa OCV AS and transferred ownership to NT Refectio 24 AS, ultimately owned by Stiftelsen NT Refectio.

Boa Management continues the management agreement with Boa OCV AS.

FUTURE DEVELOPMENT

Russia's invasion of Ukraina sent the oil and gas prices to historic highs as the conflict resulted in volatility and sanctions on Russian oil, creating instability in the market. Since then, the turbulence in oil prices has shifted to the downside since reaching the highs of USD 120 per barrel in early June down to approx. USD 95 per barrel as per today. The rising oil supplies and escalating concerns over deteriorating economic outlook have resulted in a reduction of approx. 30% from the peak in June. Notwithstanding, Rystad estimated an average brent oil price around USD 105 per barrel in 2022 including more supply, predominantly from Russia, while downside demand risks are mounting. There are still market uncertainties as the oil price has seen intensified bouts of volatility not only in relation to the risk premium associated with the loss of Russian oil barrels from the market, but also downswings due to Covid-19 shutdowns, as well as fear over the execution of monetary tightening and financial markets sell-offs.

Although there are uncertainties surrounding the oil and gas supply, upstream spending is expected to stay strong in the coming years. E&P companies are on track to break previous record profit this year as high oil and gas prices and surging demand drive financial success. With oil prices above the levels required for the oil and gas industry to turn profits from operations, the market outlook has become increasingly favorable and are experiencing a substantial increase in both rates and contracts awards. As new deals are signed and vessel capacities removed from the market, upwards pressure on supply will intensify in the months and years to come, as a limited number of new vessels are entering the market. Upstream oil and gas spending is projected to grow 15% compared to last year increase of 3%.

European countries are trying to shift away from Russian gas and coal and the renewable energy market is expected to continue its growth in the coming years and an acceleration of offshore wind permitting processes in Europe is expected. The market gives opportunities for alternative work outside the traditional O&G market and tenfolds of traditional offshore vessels have found work in this market. The global installed based capacity is forecasted to grow 21% annually from 2022 to 2027. This is mainly driven by Europe and China in the short term and further by increased activity in Asia and US towards 2027.

Boa Sub C has been working on UK sector since early May. The charter will most likely end in fourth quarter 2022. In first quarter 2023 Boa Sub C will commence a 1 year charter with SS7 with further 1 year option. Boa Deep C will finalize the project in India early September 2022, where she will transit to Singapore to finalize her delivery to new owners.

Boa Offshore's Barge and Tug segments are exposed to more industries and demand drivers than oil and gas and remain relatively stable and robust. Boa Barges has a decent backlog for 2022 and activity for 2023 and beyond is starting to pick up, especially in the offshore wind market. BOA Tugs experienced a strong first half and expect Q3 also to be driven by reasonable activity. The Tug and Barge segment has due to the war in Ukraine decided to cancel projects/transactions to Russian counterparts, giving a modest negative impact on the business of first half.

STATEMENT FROM THE CEO

I hereby declare that to the best of my knowledge the interim accounts for the second quarter of 2022 are prepared in accordance with NGAAP – Interim financial reporting, and that the information in the financial statements portrays a true picture of the company's assets, liabilities, financial position and result as a whole, as well as the more important risk and uncertainty factors to which the company might be exposed in the next financial period.

Trondheim, 29. August 2022

ige Kvalvik

CEC



Consolidated Income Statement

(Figures in 1 000 NOK)

	Note	2Q 2022	YTD 2022	2Q 2021	YTD 2021
Operating income and operating expenses		007.000	400.070	007.000	455.000
Operating income	2	237 838	428 376	227 803	455 396
Operating cost chins		78 793	141 553	114 211	217 378
Operating cost ships		57 249	113 248	43 273	95 357
Payroll expenses	2				
Depreciation	3	35 849	72 401	36 094	71 973
Write down on tangible assets	3	0	-4 564	2 898	2 898
Other operating expenses		18 772	38 709	12 455	22 874
Total operating expenses		190 663	361 347	208 931	410 480
Operating profit		47 175	67 029	18 872	44 916
Financial income and expenses					
Other interest income		397	709	178	396
Other financial income		9 863	12 675	5 061	7 446
Write down of other financial fixed assets		0	-278	0	0
Other interest expenses		20 541	40 791	20 200	40 501
Other financial expenses		33 542	37 556	3 826	3 610
Net financial income and expenses		-43 822	-64 685	-18 787	-36 269
Net illiancial illcome and expenses		-43 022	-04 003	-10 101	-30 203
Operating result before tax		3 353	2 344	85	8 647
Tax on ordinary result		4	9	3	3
Operating result		3 348	2 335	83	8 644
. •					

Consolidated Balance Sheet

	Note	30.06.2022	30.06.2021	31.12.2021
(Figures in NOK 1 000)				
Assets Tangible fixed assets Ships Equipment and other movables Newbuilding Total tangible fixed assets	3 3 3	1 768 685 4 865 121 315 1 894 866	1 911 928 5 092 0 1 917 020	1 847 531 5 326 79 506 1 932 363
Financial fixed assets Investments in shares Other receivables Total financial fixed assets		1 800 26 198 27 998	1 522 26 623 28 144	1 522 25 538 27 059
Total fixed assets		1 922 863	1 945 164	1 959 423
Current assets				
Inventories		2 973	2 704	1 785
Debtors Accounts receivables Other receivables Total debtors		143 376 55 301 198 676	125 388 54 954 180 343	104 354 36 965 141 319
Cash and bank deposits		402 250	399 771	419 175
Total current assets		603 899	582 818	562 280
Total assets		2 526 762	2 527 983	2 521 702

Consolidated Balance Sheet

	Note	30.06.2022	30.06.2021	31.12.2021
(Figures in NOK 1 000)				
Equity and liabilities				
Restricted equity Share capital Share premium Other restricted equity	4 4 4	2 501 74 447 3 106	2 501 74 447 3 106	2 501 74 447 3 106
Total restricted equity	7	80 054	80 054	80 054
Retained earnings				
Other equity Total retained earnings	4	-415 189 -415 189	-400 587 -400 587	-414 778 -414 778
T 4 1 - 24		005 405	000 500	204 704
Total equity		-335 135	-320 533	-334 724
Liabilities Provisions				
Deferred tax		2 816	1 460	2 816
Total provisions		2 816	1 460	2 816
Other long-term liabilities	_			
Bonds Liabilities to financial institutions	5 5	1 403 444 1 238 572	1 381 235 1 292 154	1 393 462 1 292 880
Other long term liabilities	3	24 041	25 040	24 996
Total of other long term liabilities		2 666 057	2 698 429	2 711 338
Current liabilities				
Trade creditors		62 903	65 384	45 917
Tax payable		0	-52	390
Public duties payable Other short term liabilities		4 362	5 040	11 422
Total short term liabilities		125 760 193 024	78 255 148 627	84 543 142 272
		30000		
Total liabilities		2 861 897	2 848 516	2 856 426
Total equity and liabilities		2 526 762	2 527 983	2 521 702

Consolidated Cash Flow Statement

Figures in 1 000 NOK

Figures in 1 000 NOK					
		2Q 2022	YTD 2022	2Q 2021	YTD 2021
Cash flow from operating activities					
Drafit hafara incoma tayan		2.252	0.244	0.5	0.647
Profit before income taxes		3 353	2 344	85	8 647
Payment in kind bonds (PIK-bonds)		6 547	13 065	6 547	13 062
Income tax paid		0	-432	3	487
Depreciation and write-down		35 849	67 837	38 992	74 871
Gain on sale of tangible fixed assets		-12 262	-12 262	0	0
Write-down of financial fixed assets		0	-278	0	0
Currency gain/-loss		5 407	5 190	-1 095	-1 281
Changes in inventories		741	-1 188	-455	9 719
Changes in trade receivables		-50 362	-39 022	-8 171	-26 897
Changes in other receivables		4 165	-19 290	35 891	61 754
Changes in trade creditors		30 741	16 986	34 643	27 145
Changes in receivables from group companies		0	0	0	-24
Changes in other short-term liabilities		32 405	34 254	-69 338	-87 748
Net cash flow from operating activities	A	56 584	67 202	37 103	79 735
Cook flow from investion and initial					
Cash flow from investing activities		50.440	50.440	0	0
Sale of tangible fixed assets		50 119	50 119	0	0
Purchase of tangible fixed assets		-52 270	-68 196	-49 685	-64 710
Net cash flow from investing activities	В	-2 151	-18 077	-49 685	-64 710
Cash flow from financing activities					
Raised long term liabilities		23 826	23 826	0	0
Paid in long term liabilities		-60 842	-89 545	-24 621	-64 232
Changes in other accruals and liabilities		0	-332	0	0
Net cash flow from financing activities	С	-37 017	-66 052	-24 621	-64 232
	-		37 77-		3.242
Net changes in cash and cash equivalents	A+B+C	17 416	-16 926	-37 204	-49 207
Cash and cash equivalent start at period		384 833	419 175	436 975	448 979
•					
Cash and cash equivalents at end of period		402 250	402 250	399 771	399 771



Income Statement

(Figures in 1 000 NOK)

	Note	2Q 2022	YTD 2022	2Q 2021	YTD 2021
Operating income and operating expenses					
Operating income	2	0	0	0	0
Payroll expenses		1 479	1 479	0	1 122
Other operating expenses		389	1 083	334	1 024
Total operating expenses		1 868	2 561	334	2 146
		4.000	0.504	201	0.110
Operating profit		-1 868	-2 561	-334	-2 146
Financial income and expenses					
Interest income from group companies		0	0	29	4 348
Other interest income		132	264	116	232
Other financial income		8	8	18	20
		449	899	464	927
Interest expense to group companies					
Other interest expenses		543	1 087	562	1 119
Other financial expenses		211	480	133	292
Net financial income and expenses		-1 063	-2 195	-996	2 261
Operating result before tax		-2 930	-4 756	-1 330	115
Tax on ordinary result		0	0	0	0
Operating result		-2 930	-4 756	-1 330	115

Balance Sheet

	Note	30.06.2022	30.06.2021	31.12.2021
(Figures in NOK 1 000)				
Assets				
Financial fixed assets		400.000	400.000	400.000
Investments in subsidiaries Loans to group companies		406 206	406 206 2 224	406 206 0
Other receivables		856	0	750
Total financial fixed assets		407 061	408 429	406 956
Total fixed assets		407 061	408 429	406 956
Current assets				
Receivables				
Trade receivables		16	598	123
Loans to group companies		6 979	4 022	5 014
Other receivables		151	35	485
Total receivables		7 146	4 655	5 622
Cash and bank deposits		120 631	128 072	132 086
Total current assets		127 777	132 727	137 707
Total assets		534 838	541 156	544 663

Balance Sheet

	Note	30.06.2022	30.06.2021	31.12.2021
(Figures in NOK 1 000)				
Equity and liabilities				
Restricted equity Share capital Share premium Other restricted equity Total restricted equity	4 4 4	2 501 74 447 3 106 80 054	2 501 74 447 3 106 80 054	2 501 74 447 3 106 80 054
Retained earnings Other equity Total retained earnings	4	-35 160 -35 160	-33 367 -33 367	-30 072 -30 072
Total equity		44 893	46 687	49 981
Liabilities				
Other long term liabilities Bonds Liabilities to subsidiaries Other long term liabilities Total other long term liabilities	5	227 456 229 565 24 201 481 222	229 890 233 730 25 040 488 661	229 857 233 509 24 996 488 361
Current liabilities Trade creditors Liabilities to group companies Other short term liabilities Total short term liabilities		2 8 665 56 8 724	1 5 656 152 5 809	78 6 013 230 6 320
Total liabilities		489 945	494 469	494 682
Total liabilities and equity		534 838	541 156	544 663

Cash Flow Statement

	(Figures	in	1	000	NOK)
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(Figures in 1 000 NOK)					
		2Q 2022	YTD 2022	2Q 2021	YTD 2021
Cash flow from operating activities					
Profit before income taxes		-2 930	-4 756	-1 330	115
Payment in kind bonds (PIK-bonds)		340	682	463	924
Income tax paid		0	0	0	0
Changes in trade receivables		107	107	0	81
Changes in other receivables		101	228	116	563
Changes in trade creditors		-302	-75	-56	1
Changes in receivables from group companies		1 582	-3 257	402	-3 916
Changes in other short-term liabilities		-55	-83	-510	762
Net cash flow from operating activities	Α	-1 156	-7 155	-916	-1 472
Cash flow from investing activities		0	0	0	0
Sale of financial fixed assets Purchase of financial fixed assets		0	0	0	0
Fulctionse of illidition liked assets		U _j	U	U	U
Net cash flow from investing activities	В	0	0	0	0
Ocal flow from financian catinities					
Cash flow from financing activities Paid in long term liabilities		0	-3 968	0	0
Changes in other accruals and liabilities		0	-332	0	0
Capital contribution		0	0	0	0
ouplai continuation		Ŭ	· ·	· ·	· ·
Net cash flow from financing activities	С	0	-4 300	0	0
Not changes in each and each equivalents	A.D.O	4.450	11 155	046	-1 472
Net changes in cash and cash equivalents	A+B+C	-1 156 121 787	-11 455 132 086	-916 128 988	-1 472 129 544
Cash and cash equivalent start at period		121 /0/	132 000	120 300	129 344
Cash and cash equivalents at end of period		120 631	120 631	128 072	128 072

Notes

Note 1 Accounting principles / general information

The quarterly report is unaudited and is prepared in compliance with NGAAP using the same principles as in the last financial year.

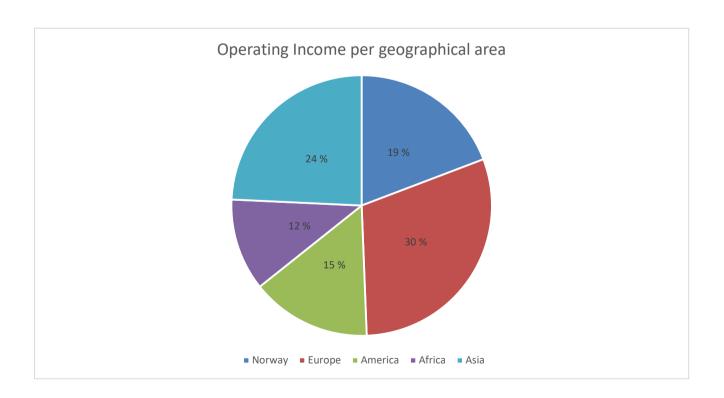
<u>Miscellaneous</u>

All figures in the notes are quoted in NOK 1 000.

Note 2 Spesification companies and segments

Consolidated - YTD 2Q 2022

Company	Segment	Operating income	EBITDA	Cash 30.06.
Boa OCV AS	OCV	179 226	49 854	90 341
Boa Barges AS	Barges	110 415	30 139	31 047
Boa Barges LLC	Barges	21 604	-6 418	19 383
Boa Tugs AS	Tugs	134 871	31 633	35 141
Boa AHTS Holding AS	AHTS	0	-25	14
Boa AHTS AS	AHTS	26 716	26 583	12 433
Boa Offshore AS	Other	0	-2 561	120 631
Boa Management AS	Other	44 241	5 750	64 596
Other / elimination	Other	-88 697	-89	28 663
Total		428 376	134 865	402 250



Note 3 Fixed assets - consolidated

	Vessels	Newbuilding	Periodic maintenance	Equipment	Sum
Acquisition cost 01.01.	3 896 116	84 070	450 128	25 785	4 457 996
Additions	18 969	37 245	11 982	0	68 196
Disposals	-54 301	0	-8 091	0	-62 393
Acquisition cost 30.06.	3 860 784	121 315	454 018	25 785	4 463 800
Accumulated depr. 01.01.	2 211 277	4 564	287 435	20 459	2 525 632
Disposals	-21 562	0	-2 974	0	-24 536
Write-down this period	0	-4 564	0	0	-4 564
Depreciation this period	50 681	0	21 260	461	72 401
Accum. depr. 30.06.	2 240 395	0	305 721	20 920	2 568 933
Book value 30.06.	1 620 389	121 315	148 297	4 865	1 894 866
Economic life Depreciation schedule	27-30 years Linear		2,5-10 years Linear	5 years Linear	
Lease amount on fixed assets, not include	ded in the balance sheet, yea	r to date:			45 582

Note 4 Shareholder's equity

Parent company

	Other restricted					
	Share capital	Share premium	equity	Other equity	Total	
Equity 01.01.	2 501	74 447	3 106	-30 072	49 981	
Profit of the year	0	0	0	-4 756	-4 756	
Other changes	0	0	0	-332	-332	
Equity 30.06.	2 501	74 447	3 106	-35 160	44 893	

Consolidated

	Other restricted				
	Share capital	Share premium	equity	Other equity	Total
Equity 01.01.	2 501	74 447	3 106	-414 778	-334 724
Profit of the year	0	0	0	2 335	2 335
Capital contribution	0	0	0	0	0
Dividends	0	0	0	0	0
Other changes	0	0	0	-2 746	-2 746
Equity 30.06.	2 501	74 447	3 106	-415 189	-335 135

Note 5 Long term liabilities

Parent company

Value adjusted equity ratio

Instalments of debt falling due more than 5 years from the balance date:

	2022	2023	2024	2025	\rightarrow
Instalments	0	0	0	0	251 657
Consolidated Instalments of debt falling due me	ore than 5 years from the balance date:	2023	2024	2025 →	

Note 6 Consolidated income statement - summary

	2Q 2022	YTD 2022	2Q 2021	YTD 2021
Operating income	237 838	428 376	227 803	455 396
Operating expences	154 814	293 510	169 938	634 740
EBITDA	83 024	134 865	57 865	119 787
EBITDA %	35 %	31 %	25 %	26 %
Depreciation and write-down	35 849	67 837	38 992	74 871
EBIT	47 175	67 029	18 872	44 916
Net finance	-43 822	-64 685	-18 787	-36 269
Pre tax profit	3 353	2 344	85	8 647
Tax	4	9	3	3
Net profit	3 348	2 335	83	8 644

Note 7 Interest bearing debt / equity			
Key figures	30.06.22	30.06.21	31.12.21
Interest bearing debt Cash and cash equivalents Net Interest Bearing Debt (NIBD) NIBD / EBITDA * * Last four quarters	2 559 158 402 250 2 156 909 9,02	2 592 389 399 771 2 192 618 9,73	2 605 244 419 175 2 186 068 9,76
Booked equity ratio	-13,3 %	-12,7 %	-13,3 %

17,2 %

13,4 %

13,9 %





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