



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer:	912 250 059
Organisasjonsform:	Norskreg. utenlandsk foretak
Foretaksnavn:	HEEREMA MARINE CONTRACTORS NEDERLAND SE
Forretningsadresse:	Vondellaan 47 2332AA Leiden

### Regnskapsår

Årsregnskapets periode:	01.01.2020 - 31.12.2020
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### Konsern

Morselskap i konsern:	Nei
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### Regnskapsregler

Regler for små foretak benyttet:	Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet:	Regnskapslovens alminnelige regler

### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Joyce Wong
Dato for fastsettelse av årsregnskapet:	01.07.2021

### Grunnlag for avgivelse

År 2020: Årsregnskapet er elektronisk innlevert  
År 2019: Tall er hentet fra elektronisk innlevert årsregnskap fra 2020

*Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.*

Brønnøysundregistrene, 16.08.2022



## Resultatregnskap

Beløp i: NOK	Note	2020	2019
<b>RESULTATREGNSKAP</b>			
<b>Inntekter</b>			
Salgsinntekt	2	309 540 642	463 793 890
<b>Sum inntekter</b>		<b>309 540 642</b>	<b>463 793 890</b>
<b>Kostnader</b>			
direct cost	3	83 836 241	54 912 260
indirect cost	4	117 107 239	210 408 108
Annen driftskostnad	5	13 154 137	39 461 184
<b>Sum kostnader</b>		<b>214 097 617</b>	<b>304 781 552</b>
<b>Driftsresultat</b>		<b>95 443 025</b>	<b>159 012 338</b>
Annen finanskostnad	6	25 740 148	5 207 587
<b>Sum finanskostnader</b>		<b>25 740 148</b>	<b>5 207 587</b>
<b>Netto finans</b>		<b>-25 740 148</b>	<b>-5 207 587</b>
<b>Ordinært resultat før skattekostnad</b>		<b>69 702 877</b>	<b>153 804 751</b>
Skattekostnad på ordinært resultat	7	15 625 773	33 550 420
<b>Ordinært resultat etter skattekostnad</b>		<b>54 077 104</b>	<b>120 254 331</b>
<b>Årsresultat</b>		<b>54 077 104</b>	<b>120 254 331</b>



### Balanse

Beløp i: NOK	Note	2020	2019
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
Utsatt skattefordel	7	0	20 790
<b>Sum immaterielle eiendeler</b>		<b>0</b>	<b>20 790</b>
<b>Sum anleggsmidler</b>		<b>0</b>	<b>20 790</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
<b>Fordringer</b>			
amounts due from clients	8	51 739 528	49 862 873
Konsernfordringer	9	34 863 080	109 946 519
<b>Sum fordringer</b>		<b>86 602 608</b>	<b>159 809 392</b>
<b>Sum omløpsmidler</b>		<b>86 602 608</b>	<b>159 809 392</b>
<b>SUM EIENDELER</b>		<b>86 602 608</b>	<b>159 830 182</b>
<b>BALANSE - EGENKAPITAL OG GJELD</b>			
<b>Egenkapital</b>			
<b>Innskutt egenkapital</b>			
<b>Opptjent egenkapital</b>			
Annen egenkapital	10	54 077 104	120 254 331
<b>Sum opptjent egenkapital</b>		<b>54 077 104</b>	<b>120 254 331</b>
<b>Sum egenkapital</b>		<b>54 077 104</b>	<b>120 254 331</b>
<b>Sum langsiktig gjeld</b>		<b>0</b>	<b>0</b>
<b>Kortsiktig gjeld</b>			
Betalbar skatt	7	15 312 363	28 628 813



## Balanse

<b>Beløp i: NOK</b>	<b>Note</b>	<b>2020</b>	<b>2019</b>
amounts due to clients	8	16 501 046	10 809 262
vat payable		712 095	137 776
<b>Sum kortsiktig gjeld</b>		<b>32 525 504</b>	<b>39 575 851</b>
<b>Sum gjeld</b>		<b>32 525 504</b>	<b>39 575 851</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>86 602 608</b>	<b>159 830 182</b>



**Heerema Marine Contractors Nederland SE**  
***Norwegian Branch***

Director's Report and Financial Statements

Organization Number 912 250 059

31 December 2020

*JMC*



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## Heerema Marine Contractors Nederland SE Norwegian Branch



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### Report of the Board of Directors

#### General

Heerema Marine Contractors Nederland SE (hereafter "HMCNL") is (indirectly) a wholly owned subsidiary of Heerema Marine Contractors Holding SE. A foreign enterprise, i.e. HMCNL carrying out business within the Norwegian tax jurisdiction is taxable under the Norwegian Tax Act, and obligated to prepare annual accounts for the Norwegian business ("Norwegian Branch").

#### Principal activities

HMCNL brings more than 50 years of specialized skills to the offshore oil and gas industry. Oil and gas companies rely on HMC for full offshore field development all around the globe. Services offered include engineering, planning, logistics, project management and project execution.

#### Accounts

The accounts are prepared on the basis of going concern and the Board of Directors confirms that the going concern assumption is valid. Furthermore, the accounts provide a true and fair view of the activities of 2020. All amounts in these statements are in Norwegian Kroner (NOK).

#### Financial results for 2020

During 2020 HMCNL has carried out transportation and installation activities offshore in the Norwegian sector in connection with the projects: the EPRD of Topside and Jacket Jotun B (I/0475). In addition, it continued its removal activities for I/0479 CAT3 project. HMC NL also carried out Transport & Installation activities of the Snorre A field expansion (I/0484) and transported and installed the Nova module onto the Gjøa semisubmersible platform (I/0493).

The work for I/0496 comprised of the transport and installation of the M14 Module for the Troll field.

#### Tax regime

The offshore services of HMCNL for the Oil & Gas industry, such as transport and installation of fixed and floating structures, decommissioning and removal of structures in Norway, constitute a Permanent Establishment ('PE') of which results are taxable in Norway. The Dutch Competent Authority and the Norwegian Competent Authority have entered into a Bilateral Advance Pricing Agreement ('APA') on the profit determination of the Norwegian PE. This APA covers the financial years 2018 up to and including 2022.

#### Safety and environmental policies

HMCNL is committed to having the best record in the industry when it comes to Quality Assurance, Safety, Health and Environment (QASHE) and has a target of zero incidents. In order to achieve this, HMCNL applies QASHE management systems to ensure that all QASHE related risks are 'as low as possible'. As a result, HMCNL ensures its operations do not jeopardize the health and safety of its people, the general public and the environment. HMCNL is constantly implementing new initiatives to achieve specific QASHE targets. Examples of such initiatives are culture surveys, associated awareness programs and tools. The aim is to establish a pro-active safety culture, thus enhancing the safety and wellbeing of people.

#### Risk Management

##### Management policies for controlling risks

HMCNL operates under risk management systems, covering QASHE as well as corporate and project specific risks. HMCNL has detailed accident and emergency response plans in place that are regularly assessed and updated when necessary. The risk management systems address categories of risk management on several levels such as reputation, strategy, area or portfolio risk, process or value chain risk and treasury risk. There is a strong emphasis on corporate governance, business ethics and creating a profitable, safe and healthy working environment.

##### Operational risks

Project specific risks like technical, budgetary, payment, schedule and execution risks are addressed and managed according to risk management procedures. HMCNL's projects are managed in accordance with these procedures to ensure that risks are identified as early as possible and mitigation plans are being developed. If necessary, the process of identification, mitigation and feedback is regularly updated for all projects. The risk management systems are in line with risk management systems operated by clients.

##### Financial risks

Under the adopted profit determination methodology a share of HMC group's finance expenses are attributed to the Norwegian branch. In relation to currency risk the group is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the functional currencies

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of group entities, primarily the EUR but also GBP, NOK, MXN, AUD, SGD, CNY and TWD. In respect of other monetary assets and liabilities denominated in foreign currencies, the group ensures that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short-term imbalances.

Furthermore, HMCNL's aim is to minimize the market risk, especially interest rate risk and liquidity risk associated with financial instruments.

**Norwegian projects 2020**

In 2020 the following projects are of relevance for the financial statements of the branch, since these projects can be regarded as Norwegian projects.

1. Huldra	I/0466
2. Jotun B	I/0475
3. Valhall	I/0478
4. CAT 3	I/0479
5. Snorre A	I/0484
6. Yme New Development	I/0490
7. Johan Sverdrup P2 Jacket	I/0491
8. Nova	I/0493
9. Johan Sverdrup P2 Topsides	I/0494
10. Troll M14	I/0496
11. Hod and Valhall Crane	I/0540
12. Tommeliten A	I/0547

**Outlook.**

Most corporate plans for the year 2020 have been radically overturned by the unforeseen speed and scale of the coronavirus outbreak. The COVID-19 pandemic continues to cast its shadow over the 2021 markets as the world awaits the effects of global vaccination. Despite COVID-19, the international climate change agenda stood its ground. As a result, the energy service industry faced strong duality in the market. Where the oil and gas industry experienced a hard stop, the renewable energy market sustained its growth trajectory.

Though hydrocarbon consumption and prices have greatly recovered from April lows, oil and gas investments are expected to remain under scrutiny. Still, HMC remains confident of the region's potential and growing fit for Heerema's specialized knowledge and assets in a few years' time. Norway's tax relief incentives have provided an important stimulus to Heerema's North Sea market for new platform installations.

July 1, 2021

Wijnand Tutuarima  
Chief Financial Officer



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Annual Report 2020

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Income Statement for the year ended 31 December 2020

(x NOK)	Note	2020	2019
Revenue	2	309,540,642	463,793,890
Direct contract costs	3	83,836,241	54,912,260
Indirect contract costs	4	<u>117,107,239</u>	<u>210,408,108</u>
<b>Gross Profit</b>		<b>108,597,162</b>	<b>198,473,522</b>
General & Administrative expenses	5	<u>13,154,137</u>	<u>39,461,184</u>
<b>Profit from operating activities</b>		<b>95,443,025</b>	<b>159,012,338</b>
Finance expense	6	<u>25,740,148</u>	<u>5,207,587</u>
<b>Net finance result</b>		<b>-25,740,148</b>	<b>-5,207,587</b>
<b>Profit before income tax</b>		<b>69,702,877</b>	<b>153,804,751</b>
Income tax expense	7	<u>15,625,773</u>	<u>33,550,420</u>
<b>Profit for the period</b>		<b>54,077,104</b>	<b>120,254,331</b>



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Statement of Financial Position for the year ended 31 December 2020

(x NOK)	Note	31 December 2020	31 December 2019
<b>Assets</b>			
Deferred tax assets	7	0	20,790
<b>Total non-current assets</b>		<b>0</b>	<b>20,790</b>
Construction contracts - amounts due from clients	8	51,739,528	49,862,873
Loans to related parties	9	34,863,080	109,946,519
<b>Total current assets</b>		<b>86,602,608</b>	<b>159,809,391</b>
<b>Total assets</b>		<b>86,602,608</b>	<b>159,830,181</b>
<b>Total equity</b>	10	<b>54,077,104</b>	<b>120,254,331</b>
Construction contracts - amounts due to clients	8	16,501,046	10,809,262
VAT payable		712,095	137,776
Current tax payable	7	15,312,363	28,628,813
<b>Total current liabilities</b>		<b>32,525,504</b>	<b>39,575,850</b>
<b>Total liabilities</b>		<b>32,525,504</b>	<b>39,575,850</b>
<b>Total equity and liabilities</b>		<b>86,602,608</b>	<b>159,830,181</b>

July 1, 2021

Wijnand Tutuarima  
Chief Financial Officer



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**Cash Flow Statement for the year ended 31 December 2020**

<i>(x NOK)</i>	2020	2019
<b>Operating activities</b>		
Profit for the period	54,077,104	120,254,331
<b>Operating cash flows before changes in working capital and provisions</b>	<b>54,077,104</b>	<b>120,254,331</b>
Change in construction contracts in progress - amounts due from clients	-1,876,655	-14,428,331
Change in construction contracts in progress - amounts due to clients	5,691,784	-39,092,713
Change in trade and other receivables due from related parties	75,083,439	169,144,765
Change in deferred tax assets and liabilities	20,790	4,921,608
Settlement in trade and other receivables due from related parties of 2019 results	-120,254,331	-208,106,006
Change in VAT receivable	0	48,073
Change in VAT payable	574,319	137,776
Current tax payable	15,604,983	28,628,813
Income tax prior years paid	-28,921,433	-61,508,316
<b>Cash generated by operations</b>	<b>0</b>	<b>0</b>
<b>Net cash from continuing operations</b>	<b>0</b>	<b>0</b>
Cash and cash equivalents at beginning of the year	0	0
<b>Cash and cash equivalents at end of the year</b>	<b>0</b>	<b>0</b>



**Heerema Marine Contractors Nederland SE  
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**Notes to the Financial Statements 2020**

**1. Basis of preparation**

The financial statements have been prepared in accordance with Norwegian General Accepted Accounting Principles (NGAAP).

A foreign enterprise, i.e. HMCNL carrying out - or participating in business within the Norwegian tax jurisdiction which is taxable under the Norwegian Tax Act, is obligated to prepare annual accounts for the Norwegian business ("Norwegian Branch").

The financial statements of HMCNL into which the Norwegian branch accounts are consolidated, are published with the Dutch Chamber of Commerce (registration number 852913163).

**Statement of compliance**

The financial statements have been drawn up with the special purpose of fulfilling all requirements of Norwegian law. The financial report has been prepared in accordance with the recognition and measurement aspects of all applicable accounting standards.

**Basis of preparation**

The financial statements are presented in Norwegian Kroner (NOK). HMCNL's functional currency is the US Dollar (USD). All amounts are translated from USD into NOK, using the applicable rates of exchange. For the income statement the annual average rate of USD 1 is NOK 9.4177 is applied. For the statement of financial position for the year ended 31 December 2020 the year-end rate of USD 1 is NOK 8.5412 is applied.

The preparation of the financial statements in conformity with NGAAP requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future period affected. The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

During 2019 a bilateral APA was signed by the Norwegian and Dutch Ministries of Finance. This APA is effective as per fiscal year 2018 and valid until fiscal year 2022. Based on the APA the profit determination is based on a split of adjusted operating profit. The adjusted operating profit for the year is the aggregated project result for the year for all Norwegian projects, on a holding level. The profit split is determined at 35%/65%, i.e. 35% of the adjusted operating profit is attributed to the Norwegian permanent establishment and subsequently subject to tax in Norway.

**Going concern basis**

The financial statements have been prepared on a going concern basis and this is considered to be appropriate.

**Construction contracts in progress**

Construction contracts in progress represent the Norwegian Branch's position in the gross unbilled amount expected to be collected from clients for contract work executed to date at HMC Nederland SE. It is measured at cost plus profit recognized to date less recognized losses and less progress billings. For the Norwegian Branch, respective balances are calculated in accordance with the 35%/65% profit split as explained above. Costs includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Group's contract activities based on normal operating capacity. For all contracts in which costs incurred plus recognized profits exceed progress billings, construction contracts in progress is presented as 'construction contracts – amounts due from clients' in the Statement of Financial Position. For all contracts in which progress billings exceeds costs incurred plus recognized profits, construction contracts in progress is presented as 'construction contracts – amounts due to clients'.

Contract revenue includes the initial amount agreed in the contract plus any variations in contracted work, claims and incentive payments to the extent that it is probable that they will result in revenue and can be measured reliably. As soon as the outcome of a construction contract can be estimated reliably, contract revenue is recognized in profit or loss in proportion to the stage of completion of the contract. Contract expenses are recognized as incurred unless they create an asset related to future contract activity.



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The stage of completion is assessed by reference to surveys of work performed. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognized only to the extent of contract costs incurred that are likely to be recoverable. An expected loss on a contract is recognized immediately in profit or loss.

**Income tax**

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the profit and loss account.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The tax payable for current year is accounted for as payable in the Norwegian Branch, but as HMCNL performs the actual payment, any amounts payable will be settled via current account with the head office.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date.



## Heerema Marine Contractors Nederland SE Norwegian Branch



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### 2. Revenue

(x NOK)	2020	2019
Billing 3rd party	306,006,860	423,799,576
Percentage of completion	3,533,782	39,994,314
Other revenue	0	0
	<u>309,540,642</u>	<u>463,793,890</u>

Segmented by geographic region, the revenue of NOK 309,540,642 proceeds from Europe.

### 3. Direct contract costs

(x NOK)	2020	2019
Personnel costs	550,985	2,438,905
Offshore material and consumables	16,700,680	17,412,591
Subcontractors	63,831,752	33,089,187
Other direct contract costs	2,752,824	1,971,577
	<u>83,836,241</u>	<u>54,912,260</u>

### 4. Indirect contract costs

(x NOK)	2020	2019
HR engineering and non-engineering	23,428,065	26,556,265
Fuel consumption	1,456,522	22,178,766
Operational modes SSCV	84,140,998	145,043,924
Tug utilization	483,303	11,982,879
Barge utilization	3,203,893	4,491,355
Simulation Center	4,394,458	154,918
	<u>117,107,239</u>	<u>210,408,108</u>

### 5. General & Administrative expenses

(x NOK)	2020	2019
General & Administrative expenses	13,154,137	39,461,184
	<u>13,154,137</u>	<u>39,461,184</u>

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## Heerema Marine Contractors Nederland SE Norwegian Branch



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### 6. Finance expenses

(x NOK)	2020	2019
Finance expenses	<u>25,740,148</u>	<u>5,207,587</u>
	<b>25,740,148</b>	<b>5,207,587</b>

### 7. Income taxes

#### Breakdown tax expense

(x NOK)	2020	2019
<b>Current tax expense</b>		
Current period	15,312,363	28,628,813
Adjustments for prior periods	<u>292,620</u>	<u>28,628,813</u>
	15,604,983	28,628,813
<b>Deferred tax expense</b>		
Origination and reversal of temporary differences	<u>20,790</u>	<u>4,921,608</u>
	20,790	4,921,608
<b>Total income tax expense</b>	<b><u>15,625,773</u></b>	<b><u>33,550,420</u></b>

#### Reconciliation of effective tax rate

(x NOK)	2020	2019	
Profit for the period	54,077,104	120,254,331	
Total income tax expense	<u>15,625,773</u>	<u>33,550,420</u>	
Profit excluding income tax	69,702,877	153,804,751	
Income tax domestic tax rate	22.0%	15,334,633	33,837,045
Prior year adjustments and other		<u>291,140</u>	<u>(286,625)</u>
<b>Total income tax expense</b>	<b><u>15,625,773</u></b>	<b><u>33,550,420</u></b>	



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**8. Construction contracts in progress**

(x NOK)	2020	2019
Construction contracts - amounts due from clients	51,739,528	49,862,873
Construction contracts - amounts due to clients	<u>16,501,046</u>	<u>10,809,262</u>
	<b><u>35,238,482</u></b>	<b><u>39,053,611</u></b>

At 31 December 2020 the aggregate costs incurred under open construction contracts and recognized profits, net of recognized losses, amounted to NOK 895,4 million (2019: NOK 1,593 million). Progress billings and advances received from customers under open construction contracts amounted to NOK 860,2 million (2019: NOK 1,554 million).

Advances for which the work has not started, and billings in excess of costs incurred and recognized profits, are included in Construction contracts - amounts due to clients and amounted to NOK 35 million at 31 December 2020 (2019: NOK 39 million).

**9. Loans to related parties**

The loans to related parties relate to an intercompany relation with the head office (HMCNL) excluding the VAT payable. The Norwegian Branch holds no own assets or bank accounts, nor does it enter into contracts with customers or suppliers. Therefore all positions with third parties are registered only in HMCNL and are not separately accounted for in the Norwegian Branch's financial statements except for the Norwegian Branch's position (according 35%/65% profit split) in the gross unbilled amount expected to be collected from clients for work executed to date at HMC Nederland SE and the current tax payable. For this reason, a receivable on (or liability to) head office is accounted for, representing the change over the years in net work in progress (WIP) position and result allocated to HMCNL.

**10. Equity**

(x NOK)	2020	2019
<b>Equity as per January 1</b>	120,254,331	208,106,006
Result for the year	54,077,104	120,254,331
Prior year's result distributed to head office	<u>-120,254,331</u>	<u>-208,106,006</u>
<b>Equity as per December 31</b>	<b><u>54,077,104</u></b>	<b><u>120,254,331</u></b>

**11. Auditors' remuneration**

(x NOK)	2020	2019
Auditors' remuneration for annual accounts	193,103	218,754
Auditors' remuneration for other services	<u>244,160</u>	<u>127,962</u>
	<b><u>437,263</u></b>	<b><u>346,716</u></b>

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**12. Other**

**Payroll and related costs**

	2020	2019
Number of employees	<u>0</u>	<u>0</u>
	<u>0</u>	<u>0</u>

Personnel working on the Norwegian projects are employed by HMCNL, by other related companies in the Heerema Group or by subcontractors. The Norwegian Branch has no personnel on payroll, although the Norwegian Branch is considered to be deemed employer during the time of execution of operations of the permanent establishment. The Norwegian Branch is responsible for the salary and tax reporting to tax authorities for the personnel working on the Norwegian projects to the extent there is a requirement to report. The Norwegian Branch is not required to have an occupational pension plan.

During 2020, 466 employees have been working on the Norwegian OCS for the duration of 17,805 man days. These employees earned a gross income of NOK 31,986,918. An amount of NOK 2,164,912 of personal income tax (PIT) was remitted to the Norwegian tax authorities.



Norwegian Directorate of Taxes

Inquiries to  
Rune Tystad

Your date  
23.06.2015

Our date  
29.06.2015

Telephone  
977 59 464

Your reference  
EAA.VCB.ARE.277705

Our reference  
2015/623119

KPMG AS  
Postboks 7000 Majorstua  
0306 OSLO

## Permission to prepare the annual accounts and directors' report in English language for HEEREMA MARINE CONTRACTORS NEDERLAND SE, org.nr. 912 250 059

With reference to your letter of 23 June 2015, you apply for permission to keep annual accounts and directors' report in English language. The application in question concerns HEEREMA MARINE CONTRACTORS NEDERLAND SE.

### Conclusion

Based on a total evaluation, the view of The Directorate of Taxes is that HEEREMA MARINE CONTRACTORS NEDERLAND SE may make the directors' report and annual accounts in English language according to the Norwegian Accounting Act § 3-4 third paragraph. The exemption requires that the information that the decision is based on, does not change significantly.

A copy of this letter must be sent to the Register of Company Accounts in Brønnøysund together with the financial statements. It is incumbent on the company to document by this letter that the permit is granted.

### Background

HEEREMA MARINE CONTRACTORS NEDERLAND SE is the Norwegian branch of a company incorporated in the Netherlands with the same name. The Dutch company is a wholly owned subsidiary of HMC Holding Nederland SE. HMC Holding SE is the head of the consolidated Dutch HMC group and shareholder of HMC Holding Nederland SE. The ultimate controlling party of the group is Heerema Holding Construction Inc. Furthermore, it is not possible for the board, or other leading individuals in the company, to make sense of a document written in Norwegian. The company is involved with transporting, installing and removing offshore facilities. This is a highly international industry, and the use of English is extensive. The Norwegian activity contributes only a small part to the total turnover of the company, and the market, for the most part, can be found outside of Norway. All communication with the Norwegian customers are done in English, and English is also the working language of the group.

### Permission to make the annual accounts and the directors' report in Norway in English language

According to the Norwegian Accounting Act § 3-4, third paragraph shall *"the directors' report and annual accounts ... be in Norwegian. The Ministry can in an individual decision decide that the directors' report and/or annual accounts may be in another language"*.

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Visiting address:  
See [www.skatteetaten.no](http://www.skatteetaten.no)  
Org.nr: 996250318  
E-mail: [skatteetaten.no/sendepost](mailto:skatteetaten.no/sendepost)

Telephone  
800 80 000  
Telefax  
22 17 08 60



Ot. prp. nr. 42 (1997-1998) About Act about annual accounts etc., says the following about the purpose of the Accounting Act, refer section 1.1:

*“The aim of the Government with respect to the Accounting Act is that it shall contribute towards providing informative accounts for different users of accounts. The users of accounts include investors and creditors which provide capital for the companies. Other groups include those who have an interest in knowing how the companies are operated, for example employees and the local community. The information to the capital market is an important basis for the correct pricing of financial instruments. The correct pricing of stocks is an important factor in securing the best possible allocation of resources in the economy. High quality accounts will also make it more difficult for market participants to obtain speculative gains as a result of non-publicly available information.”*

Hence, one of the main aims of the Accounting Act is to contribute to “informative accounts for different users of accounts”. The users of the accounts will include investors, creditors, employees and the local community.

Hence, it is the view of the Ministry that it is crucial that the question of dispensation from the general rule that the annual accounts and/or directors’ report should be prepared in Norwegian, not in any significant way deviate from the consideration of users of the accounts.

As mentioned above it is particularly the consideration of the users of the account information which has to be taken into consideration when considering the application for permission. In this assessment, the Directorate of Taxes has emphasized that the company is a Norwegian branch of a foreign company. The working language is English and the company is involved in at highly international industry, and the use of English is extensive.

Please state “our reference” (see above) in all written communication with The Norwegian Tax Authorities.

Best regards

Anette Utheim Eggesbø  
deputy assistant  
Legal Department  
Norwegian Directorate of Taxes

Rune Tystad

*This document has been electronically approved and contains therefore no handwritten signatures*



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To the General Meeting of Heerema Marine Contractors Nederland SE NUF

## Independent auditor's report

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Heerema Marine Contractors Nederland SE NUF showing a profit of NOK 54 077 104. The financial statements comprise the balance sheet as at 31 December 2020, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are prepared in accordance with law and regulations and give a true and fair view of the financial position of the Company as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

#### Basis for Opinion

We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company as required by laws and regulations, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Other information

Management is responsible for the other information. The other information comprises information in the annual report, except the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

KPMG AS, a Norwegian limited liability company and member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

Støttetjenesteelevet revisorer - medlemmer av: Den norske Revisorsammfundning

#### Offices in

Oslo	Eiverun	Moscow	St. Petersburg
Aix	Finland	Norway	Strasbourg
Amsterdam	Hawaii	Osaka	Tromsø
Berlin	Hong Kong	Santiago	Tucson
Boston	Kyiv	Sao Paulo	Tybee
Brussels	Kristiansand	Stavanger	Warsaw



Heerema Marine Contractors Nederland SE NUF

## Responsibilities of the Board of Directors and the Managing Director for the Financial Statements

The Board of Directors and the Managing Director (management) are responsible for the preparation in accordance with law and regulations, including a true and fair view of the financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

## Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error. We design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.

We communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



Heerema Marine Contractors Nederland SE NUF

## Report on Other Legal and Regulatory Requirements

### Opinion on the Board of Directors' report

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors' report concerning the financial statements and the going concern assumption is consistent with the financial statements and complies with the law and regulations.

### Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, *Assurance Engagements Other than Audits or Reviews of Historical Financial Information*, it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the Company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Stavanger, 6 July 2021  
KPMG/AS

Kurt Ove Østrem  
State Authorised Public Accountant  
(This document is signed electronically)