



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 923 414 045
Organisasjonsform: Aksjeselskap
Foretaksnavn: SHEARWATER GEOSERVICES CHARTERCO AS
Forretningsadresse: Damsgårdsveien 135
5160 LAKSEVÅG

Regnskapsår

Årsregnskapets periode: 05.09.2019 - 31.12.2020

Konsern

Morselskap i konsern: Nei

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: Hilde Marie Bjerga
Dato for fastsettelse av årsregnskapet: 26.08.2021

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, 27.07.2022



Resultatregnskap

Beløp i: USD	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
Bareboat charter hire	2, 8	57 280 000	
Other income	2, 8	31 590	
Sum inntekter		57 311 590	
Kostnader			
Cost of sales	3, 8	55 971 604	
Administration expenses	8	87 314	
Sum kostnader		56 058 918	
Driftsresultat		1 252 672	
Other financial expenses		16	
Exchange loss (-) /gain (+)		-73 634	
Sum finanskostnader		-73 618	
Netto finans		73 618	
Ordinært resultat før skattekostnad		1 326 290	0
Tax expenses	7	291 218	
Ordinært resultat etter skattekostnad		1 035 072	0
Årsresultat		1 035 072	0
Årsresultat etter minoritetsinteresser		1 035 072	
Totalresultat		1 035 072	
Overføringer og disponeringer			
Konsernbidrag		1 032 502	
To other equity	4	2 570	
Sum overføringer og disponeringer		1 035 072	



Balanse

Beløp i: USD	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Sum anleggsmidler		0	0
Omløpsmidler			
Varer			
Fordringer			
Other short-term receivables		423	
Sum fordringer		423	
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents	6	6 234 293	
Sum bankinnskudd, kontanter og lignende		6 234 293	
Sum omløpsmidler		6 234 716	0
SUM EIENDELER		6 234 716	0
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	4, 5	3 340	
Overkurs	4	1 105	
Sum innskutt egenkapital		4 445	
Opptjent egenkapital			
Retained earnings	4	2 570	
Sum opptjent egenkapital		2 570	
Sum egenkapital		7 015	0



Balanse

Beløp i: USD	Note	2020	2019
Sum langsiktig gjeld		0	0
Kortsiktig gjeld			
Liabilities to group companies	8	6 227 700	
Sum kortsiktig gjeld		6 227 700	
Sum gjeld		6 227 700	0
SUM EGENKAPITAL OG GJELD		6 234 716	0



To the General Meeting of Shearwater Geoservices Charterco AS

Independent Auditor's Report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Shearwater Geoservices Charterco AS, which comprise the statement of financial position as at 31 December 2020, the profit and loss account 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.

*PricewaterhouseCoopers AS, Sandviksbodene 2A, Postboks 3984 - Sandviken, NO-5835 Bergen
T: 02316, org. no.: 987 009 713 VAT, www.pwc.no
State authorised public accountants, members of The Norwegian Institute of Public Accountants, and
authorised accounting firm*



Independent Auditor's Report - Shearwater Geoservices Charterco AS



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.

For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to <https://revisorforeningen.no/revisjonsberetninger>

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, the going concern assumption and the proposed allocation of the result 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.

(2)



Independent Auditor's Report - Shearwater Geoservices Charterco AS



Bergen, 26 August 2021
PricewaterhouseCoopers AS

Jon Haugervåg
State Authorised Public Accountant

(This document is signed electronically)



 Securely signed with Brevio

Revisjonsberetning

Signers:

Name	Method	Date
Haugervåg, Jon	BANKID_MOBILE	2021-08-26 21:40

This document package contains:

- Closing page (this page)
- The original document(s)
- The electronic signatures. These are not visible in the document, but are electronically integrated.



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of the document.



ANNUAL REPORT 2020

Shearwater Geoservices Charterco AS

Damsgårdsveien 135
5160 Laksevåg

Business reg. no 923 414 045 MVA

Contents:

Report of the Board of directors
Financial Statement
Auditor's report



Shearwater Geoservices Charterco AS Board of Directors' Report 2020

Shearwater Geoservices Charterco AS is a Norwegian registered company with corporate office in Bergen. The company's main focus is to provide seismic vessels to companies within the Shearwater group.

The company was incorporated 17. September 2019 and is part of the Shearwater GeoServices group. The financial year 2020 is the first year the company prepares annual financial statements. The group's consolidated financial statement is available at the corporate head office in Damsgårdsveien 135, Bergen.

Future prospects

The company's operation is exposed to the development in the markets for oil and gas exploration and - production (E&P). Business activity in the Shearwater group in the first half of 2020 reflected improved market rates as demand for seismic data rebounded in 2019 after several years depressed E&P activity following the oil price collapse in 2014. The positive trend was however disrupted by the Covid-19 pandemic and as OPEC and Russia failed to agree on oil production quotas. The corresponding negative impact on commodity markets and subsequent reductions in E&P investments is expected to lead to a significant decline in demand for seismic services in the second half of the year.

Despite the challenging market conditions, Shearwater group continued to secure new contracts with E&P clients to a large extent prioritising production related seismic over exploration surveys. Going into 2021, this trend has continued, and market activity has started to recover amid and the roll-out of vaccination programs and rebounding oil prices.

Longer-term, the global economic activity will recover from Covid-19 and drive increased demand for oil and gas which together with more focus on enhanced oil recovery will require the E&P sector to resume and increase exploration and development investments. This provides a positive outlook for the seismic market. Still, the seismic market recovery is from historically low levels reflecting years of reduced exploration across the E&P industry.

We would like to emphasise the inherent uncertainty that exists when it comes to predicting future events and conditions.

Aspects of 2020

Early January the Shearwater group acquired seven vessels from CGG and entered into a strategic partnership with CGG where CGG committed to utilise vessel capacity corresponding to two vessel years per year over a five year period. The vessel owning companies are Geo Vessel AS and Oceanic Seismic Vessel AS, which Shearwater GeoServices CharterCo AS has entered into five-year bareboat contracts for five of the vessels. These were hired on bareboat contracts to another group company, Shearwater GeoServices Assets V AS.

As the group had a relatively good backlog going into 2020 and most contracts were followed through, the company managed to keep a good vessel utilisation throughout most of the year. The covid-19 outbreak did however affect the seismic market with a reduction of available contracts which could be seen with lower utilisation particularly in the fourth quarter.

Profit before tax in 2020 is USD 1.3 mill. Net operating income in 2020 totals to USD 1.3 mill. In 2020 financial items are positive by USD 0.1 mill.

The company's liquidity is USD 6,2 mill. as at 31.12.2020. Cash flow from operating activities in 2020 was positive USD 1,3 mill. Cash flow from investment activities was USD 0 mill. Net cash flow from financing activities was positive USD 4,9 mill.

**Financial risk**

The majority of the company's revenue is in USD. The company's expenses are mainly in USD. The company will attempt to minimise risks by implementing hedging arrangements when appropriate, but will not be able to fully avoid these risks.

Credit risks: The company's hired vessels have in 2020 been let to a group company. The company regards the counterparty risk satisfactory.

As the company has no long term loan, and all interest bearing transactions with group companies are short term, interest rate risk is assumed low.

The company has bank deposits in NOK and USD. The company considers liquidity risk as limited.

The company has not participated in research and development activities in 2020.

Based on the above report of profit and loss for the company, the Board of Directors confirms that the financial statements for 2020 are prepared on the principle of going concern and that there is basis for adopting this principle in accordance with section 3-3 of the Norwegian Accountancy Act.

Employees

The company has no employees. The administration of the company is taken care of by Shearwater GeoServices Norway AS which is a company in the Shearwater GeoServices group.

Environment

The company is part of the Shearwater group and hence included in the 'Focus on Zero' initiative. The "safe" component in the Focus initiative is: to "focus our intentions and behaviours on consistently striving towards Zero Harm, Zero Loss and Zero Rework." This includes, but is not limited to, focus on zero uncontrolled release of harmful substances to the natural environment.

Together with the maritime ship managers, Reflection Marine UK limited, targets are established and monitored in order to minimise the vessel fuel consumption and environmental footprint.

During 2020 operations were accomplished with limited technical downtime.

Allocation of net income

The financial statement shows a positive net income of USD 1,035,072,- which is proposed transferred to retained earnings.

Bergen, 26.08.2021

Board of Directors in Shearwater Geoservices Charterco AS

Andreas Hveding Aubert
member of the board

Irene Waage Basili
chairman of the board

Peter Hooper
general manager



Shearwater Geoservices Charterco AS Profit and Loss Account

OPERATING REVENUE AND EXPENSES (USD)	NOTE	17/09/2019 - 31/12/2020
Bareboat charter hire	2, 8	57,280,000
Other income	2, 8	31,590
Total operating income		57,311,590
Cost of sales	3, 8	55,971,604
Administration expenses	8	87,314
Total operating expenses		56,058,918
Net operating income		1,252,672
FINANCIAL ITEMS		
Other financial expenses		16
Exchange loss (-) /gain (+)		-73,634
Net financial income and expenses		73,618
Operating result before tax		1,326,290
Tax expenses	7	291,218
Net income		1,035,072
ALLOCATION OF NET INCOME		
Group contribution (after tax)		1,032,502
To other equity	4	2,570
Total allocation		1,035,072



Shearwater Geoservices Charterco AS Statement of Financial Position

ASSETS	NOTE	31/12/2020
CURRENT ASSETS		
Other short-term receivables		423
Total receivables		423
Cash and cash equivalents	6	6,234,293
Total current assets		6,234,716
Total assets		6,234,716
EQUITY AND LIABILITIES		
PAID-UP EQUITY		
Share capital	4, 5	3,340
Share premium reserve	4	1,105
Total paid-up equity		4,445
RETAINED EARNINGS		
Retained earnings	4	2,570
Total retained earnings		2,570
Total equity		7,015
CURRENT DEBT		
Liabilities to group companies	8	6,227,700
Total current debt		6,227,700
Total liabilities		6,227,700
Total equity and liabilities		6,234,716

Bergen, 26.08.2021

Andreas Hveding Aubert
member of the board

Irene Waage Basili
chairman of the board

Peter Allan Hooper
general Manager



SHEARWATER GEOSERVICES CHARTERCO AS CASH FLOW 2020

CASH FLOW STATEMENT

USD		17/09/2019 - 31/12/2020
Cash flow from operating activities:		
Profit before tax		1,326,290
Change in other current assets / liabilities		-423
Net cash flow from operating activities		1,325,867
Cash flow from investing activities:		
		0
Net cash flow from investing activities		0
Cash flow from financing activities		
Incorporation	4	4,445
Change in current IC assets / liabilities		4,903,980
Net cash flow from financing activities		4,908,426
Net change in cash and cash equivalents		6,234,293
Cash and cash equivalents at opening		0
Cash and cash equivalents at 31.12.		6,234,293



Note 1 Accounting principles

Shearwater Geoservices Charterco AS is a Norwegian registered company with corporate office in Bergen. The company's main focus is to provide seismic vessels to companies within the Shearwater group.

The company is part of the Shearwater GeoServices group since 17. September 2019. The consolidated accounts of Shearwater GeoServices Holding AS can be located at the group's corporate office at Damsgårdsveien 135, Bergen.

The company was incorporated 17. September 2019. The financial year 2020 is the first year the company prepares annual financial statements.

The financial statements are prepared in accordance with the Norwegian Generally Accepted Accounting Principles (NGAAP) as set out in the Norwegian Accounting Act of 1998. The accounting principles are described below.

Use of functional currency

The company is presenting its financial statements in USD, as this is defined as the presentation and functional currency. Transactions in foreign currencies are initially recorded at the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to profit or loss. Non-monetary assets items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

Policies for revenue recognition

Revenue is recognised when it is probable that the economic benefit from a transaction will flow to the Group and revenue can be reliably measured. The revenue is measured at fair value of the consideration received, net of discounts and sale taxes and duty.

Classification of assets and liabilities in the financial statement

Assets intended for permanent ownership or use and receivables due later than one year after the balance sheet date are classified as fixed assets. Other assets are classified as current assets. Liabilities due later than one year after the balance sheet date are classified as long-term debt. Other liabilities are classified as short-term debt.

Receivables and liabilities in foreign currency

Receivables and liabilities in a foreign currency are translated into USD using the exchange rate at the balance sheet date. Realised and unrealised gains and losses are classified as financial items.

Receivables

Receivables are valued at the lower of the nominal value and fair value.

Cash

Cash and bank deposits, etc. include bank deposits, cash in hand and short-term bank deposits with an original maturity of three months or less.

Taxes

Taxes are expensed when incurred, which means the tax expense is related to the financial statements profit/loss before tax. Tax expenses consist of tax payable (tax on the financial years taxable income) and change in net deferred tax. The tax expense is distributed between ordinary profit/loss and extraordinary profit/loss according to the tax basis. Deferred tax and deferred tax asset is presented net in the balance sheet.

Contingencies

Contingent losses are recognized as expense if they are probable and can be reliably measured. Contingent gains that are probable and contingent losses that are less probable are not recognized but disclosed in the annual report or in the accompanying notes.



Cash flow statement

The company's cash flow statement shows the company's consolidated cash flows distributed between operating activities, investment activities and financing activities. The statement shows the impact of the different activities on the company's cash and cash equivalents. The cash flow is presented based on the indirect method.

Note 2 Operating income

All of the revenue in 2020 is related to the geographical segment EAME - Europe, Africa and Middle East and all hires were to the group company Shearwater Geoservices Assets V AS.

Note 3 Salary and personell expense

The company has no employees and therefore no legal or constructive obligations to hold a pension scheme as defined in the Norwegian pension law. There has been no remuneration to general manager or directors of the board.

Auditor's fee in 2020 is related to statutory audit USD1,691, and USD 0 for other services. The amount is excluding VAT.

Note 4 Equity

	Share capital	Share premium reserve	Retained earnings	Total equity
Incorporation 17.09.2019	3,340	1,105	0	4,445
Profit for the year			1,035,072	1,035,072
Group contribution (after tax)			-1,032,502	-1,032,502
Equity as at 31.12.2020	3,340	1,105	2,570	7,015

Note 5 Share capital

The company's share capital consists of 30 shares at NOK 1 000, total NOK 30 000. Booked value is USD 3,340

Shearwater GeoServices AS owns 100% of the shares.

Note 6 Cash and cash equivalents

The company has no restricted tax withholdings or restricted cash.



Shearwater Geoservices Charterco AS

Noters to the financial statement 2020

Note 7 Taxes

Taxes in profit and loss:	2020
Tax payable	291,218
Change in deferred tax	0
Tax expenses	291,218
Taxable income:	
Net income before tax	1,326,290
Change in temporary differences	0
Losses carried forward	-2,570
Group contribution	-1,323,720
Net taxable income	0
Tax payable:	
Tax payable	291,218
Tax payable on group contribution	-291,218
Tax payable	0
Deferred tax assets	0
Tax rate for tax payable	22%
Tax rate deferred tax 2020	22%
Tax rate deferred tax 2021	22%

The company's functional currency is USD but for tax purposes the company holds a dual accounting in NOK. The dual accounting is the basis for the income tax return and also figures in the tax note. The amounts have all been translated with the exchange rate at the balance sheet date NOK/USD 0,11719 in 2020 (2019: NOK/USD 0,11389).

Note 8 Transactions with related parties

The company bareboat chartered vessels to Shearwater Geoservices Assets V AS throughout 2020. Charter hire totals to USD 57,311,590 in 2020. The company hired the vessels on bareboat charter from the group companies Geo Vessels AS in total USD 32,220,000 and Oceanic Seismic Vessels AS in total USD 21,480,000.

The company purchased ship management services from Reflection Marine UK Ltd in 2020 total USD 1,956,989. Accounting and other administrative services is purchased from Shearwater GeoServices AS, a total of USD 87,314 in 2020.

Short term liabilities to group companies totals USD 6,227,700. Of short term liabilities in 2020 USD 1,490,387 is related to group contribution to Reflection Marine Norge AS. The remaining amount consists of ordinary trade payables.



Note 9 Subsequent events

The Covid-19 pandemic continued to affect the Shearwater group throughout 2020. However, the uncertainty the group saw in the first half of 2020 has subsided and been replaced by improved visibility and modest optimism, and more specifically for the industry, oil prices are back at levels motivating customers to resume E&P activities and demand more seismic data. The company still expects the current market situation to prevail for the remainder of 2021.



Skatteetaten

Vår dato 17.12.2020	Din/Deres dato 15.11.2020	Saksbehandler Nazish Fatima Mohammad
800 80 000 Skatteetaten.no	Din/Deres referanse	Telefon 901 51 930
Org.nr 974761076	Vår referanse 2020/6150709	Postadresse Postboks 9200 Grønland 0134 OSLO

U.off. offl. § 13, sktfvl. § 3-1

Shearwater GoServices AS
Damsgårdsveien 135
5160 Laksevåg
v/ Hilde Marie Bjerga

Dispensasjon fra kravet om å utarbeide årsregnskap på norsk

Vi viser til deres søknad om dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk, på vegne av Shearwater GoServices CharterCo AS, org.nr. 923 414 045.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering selskapet dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at engelsk språk benyttes i stedet ved utarbeidelsen, og at øvrige opplysninger som vedtaket baserer seg på, heller ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn

Fra søknaden siteres:

"Shearwater GeoServices Holding AS, med datterselskaper tilbyr tjenester innen Seismikkvirksomhet internasjonalt. Konsernet operer hvor engelsk klart er det dominerende arbeidspråket. All kommunikasjon med konsernets primære kunder og kreditorer foregår på engelsk. Alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk. Konsernets arbeidsspråk er også engelsk. For mer informasjon om vår bransje/ virksomhet henvises til selskapets internettside: www.shearwatergeo.com.

Det er heller ingen forhold rundt konsernets finansiering som skulle tilsi behov for regnskap på norsk (bankforbindelser etterspør kun informasjon på engelsk).

Selskapets eiere er RASMUSSENGRUPPEN AS, GC Rieber Shipping ASA, Schlumberger and Eidesvik Offshore. RASMUSSENGRUPPEN AS er et profesjonelt investeringsselskap som arbeider mot både det norske og internasjonale markedet. GC Rieber Shipping ASA og Eidesvik Offshore er veletablerte rederi med fokus på internasjonale markeder. Schlumberger er et stort internasjonalt konsern. Det foreligger derfor ingen behov blandt eierne å utarbeide regnskapet på norsk"



Skattekontorets vurdering

Etter regnskapsloven § 3-4 tredje ledd skal *"årsregnskapet og årsberetningen ... være på norsk. Departementet kan ved ... enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk."*

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap mv., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til *"informative regnskaper for ulike grupper av regnskapsbrukere"*. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte, kunder og lokalsamfunnet.

Det er etter skattekontorets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Som nevnt ovenfor er det særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I søknaden informeres det om at all kommunikasjon med konsernets primære kunder og kreditorer foregår på engelsk. Alle sentrale aktører og samarbeidspartnere innen bransjen behersker og benytter engelsk. Konsernets arbeidsspråk er også engelsk. Skattekontoret finner at disse forholdene samlet tilsier at dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk kan gis.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Inger Mette Dahler
underdirektør
Innsats, storbedrift
Skatteetaten

Side 2 / 3



Nazish Fatima Mohammad

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.



ANNUAL REPORT 2020

Shearwater Geoservices Charterco AS

Damsgårdsveien 135
5160 Laksevåg

Business reg. no 923 414 045 MVA

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The company was incorporated 17. September 2019 and is part of the Shearwater GeoServices group. The financial year 2020 is the first year the company prepares annual financial statements. The group's consolidated financial statement is available at the corporate head office in Damsgårdsveien 135, Bergen.

Future prospects

The company's operation is exposed to the development in the markets for oil and gas exploration and - production (E&P). Business activity in the Shearwater group in the first half of 2020 reflected improved market rates as demand for seismic data rebounded in 2019 after several years depressed E&P activity following the oil price collapse in 2014. The positive trend was however disrupted by the Covid-19 pandemic and as OPEC and Russia failed to agree on oil production quotas. The corresponding negative impact on commodity markets and subsequent reductions in E&P investments is expected to lead to a significant decline in demand for seismic services in the second half of the year.

Despite the challenging market conditions, Shearwater group continued to secure new contracts with E&P clients to a large extent prioritising production related seismic over exploration surveys. Going into 2021, this trend has continued, and market activity has started to recover amid and the roll-out of vaccination programs and rebounding oil prices.

Longer-term, the global economic activity will recover from Covid-19 and drive increased demand for oil and gas which together with more focus on enhanced oil recovery will require the E&P sector to resume and increase exploration and development investments. This provides a positive outlook for the seismic market. Still, the seismic market recovery is from historically low levels reflecting years of reduced exploration across the E&P industry.

We would like to emphasise the inherent uncertainty that exists when it comes to predicting future events and conditions.

Aspects of 2020

Early January the Shearwater group acquired seven vessels from CGG and entered into a strategic partnership with CGG where CGG committed to utilise vessel capacity corresponding to two vessel years per year over a five year period. The vessel owning companies are Geo Vessel AS and Oceanic Seismic Vessel AS, which Shearwater GeoServices CharterCo AS has entered into five-year bareboat contracts for five of the vessels. These were hired on bareboat contracts to another group company, Shearwater GeoServices Assets V AS.

As the group had a relatively good backlog going into 2020 and most contracts were followed through, the company managed to keep a good vessel utilisation throughout most of the year. The covid-19 outbreak did however affect the seismic market with a reduction of available contracts which could be seen with lower utilisation particularly in the fourth quarter.

Profit before tax in 2020 is USD 1.3 mill. Net operating income in 2020 totals to USD 1.3 mill. In 2020 financial items are positive by USD 0.1 mill.

The company's liquidity is USD 6,2 mill. as at 31.12.2020. Cash flow from operating activities in 2020 was positive USD 1,3 mill. Cash flow from investment activities was USD 0 mill. Net cash flow from financing activities was positive USD 4,9 mill.



Financial risk

The majority of the company's revenue is in USD. The company's expenses are mainly in USD. The company will attempt to minimise risks by implementing hedging arrangements when appropriate, but will not be able to fully avoid these risks.

Credit risks: The company's hired vessels have in 2020 been let to a group company. The company regards the counterparty risk satisfactory.

As the company has no long term loan, and all interest bearing transactions with group companies are short term, interest rate risk is assumed low.

The company has bank deposits in NOK and USD. The company considers liquidity risk as limited.

The company has not participated in research and development activities in 2020.

Based on the above report of profit and loss for the company, the Board of Directors confirms that the financial statements for 2020 are prepared on the principle of going concern and that there is basis for adopting this principle in accordance with section 3-3 of the Norwegian Accountancy Act.

Employees

The company has no employees. The administration of the company is taken care of by Shearwater GeoServices Norway AS which is a company in the Shearwater GeoServices group.

Environment

The company is part of the Shearwater group and hence included in the 'Focus on Zero' initiative. The "safe" component in the Focus initiative is: to "focus our intentions and behaviours on consistently striving towards Zero Harm, Zero Loss and Zero Rework." This includes, but is not limited to, focus on zero uncontrolled release of harmful substances to the natural environment.

Together with the maritime ship managers, Reflection Marine UK limited, targets are established and monitored in order to minimise the vessel fuel consumption and environmental footprint.

During 2020 operations were accomplished with limited technical downtime.

Allocation of net income

The financial statement shows a positive net income of USD 1,035,072,- which is proposed transferred to retained earnings.

Bergen, 26.08.2021

Board of Directors in Shearwater Geoservices Charterco AS

Andreas Hveding Aubert
member of the board

Irene Waage Basili
chairman of the board

Peter Hooper
general manager



Shearwater Geoservices Charterco AS Profit and Loss Account


OPERATING REVENUE AND EXPENSES (USD)	NOTE	17/09/2019 - 31/12/2020
Bareboat charter hire	2, 8	57,280,000
Other income	2, 8	31,590
Total operating income		57,311,590
Cost of sales	3, 8	55,971,604
Administration expenses	8	87,314
Total operating expenses		56,058,918
Net operating income		1,252,672
FINANCIAL ITEMS		
Other financial expenses		16
Exchange loss (-) /gain (+)		-73,634
Net financial income and expenses		73,618
Operating result before tax		1,326,290
Tax expenses	7	291,218
Net income		1,035,072
ALLOCATION OF NET INCOME		
Group contribution (after tax)		1,032,502
To other equity	4	2,570
Total allocation		1,035,072




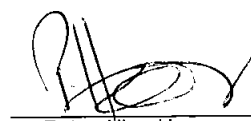
Shearwater Geoservices Charterco AS Statement of Financial Position

ASSETS	NOTE	31/12/2020
CURRENT ASSETS		
Other short-term receivables		423
Total receivables		423
Cash and cash equivalents	6	6,234,293
Total current assets		6,234,716
Total assets		6,234,716
EQUITY AND LIABILITIES		
PAID-UP EQUITY		
Share capital	4, 5	3,340
Share premium reserve	4	1,105
Total paid-up equity		4,445
RETAINED EARNINGS		
Retained earnings	4	2,570
Total retained earnings		2,570
Total equity		7,015
CURRENT DEBT		
Liabilities to group companies	8	6,227,700
Total current debt		6,227,700
Total liabilities		6,227,700
Total equity and liabilities		6,234,716

Bergen, 26.08.2021


Andreas Hveding Aubert
member of the board


Irene Waage Basili
chairman of the board


Peter Allan Hooper
general Manager



SHEARWATER GEOSERVICES CHARTERCO AS CASH FLOW 2020

CASH FLOW STATEMENT

USD	17/09/2019 - 31/12/2020
Cash flow from operating activities:	
Profit before tax	1,326,290
Change in other current assets / liabilities	-423
Net cash flow from operating activities	1,325,867
Cash flow from investing activities:	
	0
Net cash flow from investing activities	0
Cash flow from financing activities	
Incorporation	4 4,445
Change in current IC assets / liabilities	4,903,980
Net cash flow from financing activities	4,908,426
Net change in cash and cash equivalents	6,234,293
Cash and cash equivalents at opening	0
Cash and cash equivalents at 31.12.	6,234,293



Note 1 Accounting principles

Shearwater Geoservices Charterco AS is a Norwegian registered company with corporate office in Bergen. The company's main focus is to provide seismic vessels to companies within the Shearwater group.

The company is part of the Shearwater GeoServices group since 17. September 2019. The consolidated accounts of Shearwater GeoServices Holding AS can be located at the group's corporate office at Damsgårdsveien 135, Bergen.

The company was incorporated 17. September 2019. The financial year 2020 is the first year the company prepares annual financial statements.

The financial statements are prepared in accordance with the Norwegian Generally Accepted Accounting Principles (NGAAP) as set out in the Norwegian Accounting Act of 1998. The accounting principles are described below.

Use of functional currency

The company is presenting its financial statements in USD, as this is defined as the presentation and functional currency. Transactions in foreign currencies are initially recorded at the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to profit or loss. Non-monetary assets items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

Policies for revenue recognition

Revenue is recognised when it is probable that the economic benefit from a transaction will flow to the Group and revenue can be reliably measured. The revenue is measured at fair value of the consideration received, net of discounts and sale taxes and duty.

Classification of assets and liabilities in the financial statement

Assets intended for permanent ownership or use and receivables due later than one year after the balance sheet date are classified as fixed assets. Other assets are classified as current assets. Liabilities due later than one year after the balance sheet date are classified as long-term debt. Other liabilities are classified as short-term debt.

Receivables and liabilities in foreign currency

Receivables and liabilities in a foreign currency are translated into USD using the exchange rate at the balance sheet date. Realised and unrealised gains and losses are classified as financial items.

Receivables

Receivables are valued at the lower of the nominal value and fair value.

Cash

Cash and bank deposits, etc. include bank deposits, cash in hand and short-term bank deposits with an original maturity of three months or less.

Taxes

Taxes are expensed when incurred, which means the tax expense is related to the financial statements profit/loss before tax. Tax expenses consist of tax payable (tax on the financial years taxable income) and change in net deferred tax. The tax expense is distributed between ordinary profit/loss and extraordinary profit/loss according to the tax basis. Deferred tax and deferred tax asset is presented net in the balance sheet.

Contingencies

Contingent losses are recognized as expense if they are probable and can be reliably measured. Contingent gains that are probable and contingent losses that are less probable are not recognized but disclosed in the annual report or in the accompanying notes.



Cash flow statement

The company's cash flow statement shows the company's consolidated cash flows distributed between operating activities, investment activities and financing activities. The statement shows the impact of the different activities on the company's cash and cash equivalents. The cash flow is presented based on the indirect method.

Note 2 Operating income

All of the revenue in 2020 is related to the geographical segment EAME - Europe, Africa and Middle East and all hires were to the group company Shearwater Geoservices Assets V AS.

Note 3 Salary and personell expense

The company has no employees and therefore no legal or constructive obligations to hold a pension scheme as defined in the Norwegian pension law. There has been no remuneration to general manager or directors of the board.

Auditor's fee in 2020 is related to statutory audit USD1,691, and USD 0 for other services. The amount is excluding VAT.

Note 4 Equity

	Share capital	Share premium reserve	Retained earnings	Total equity
Incorporation 17.09.2019	3,340	1,105	0	4,445
Profit for the year			1,035,072	1,035,072
Group contribution (after tax)			-1,032,502	-1,032,502
Equity as at 31.12.2020	3,340	1,105	2,570	7,015

Note 5 Share capital

The company's share capital consists of 30 shares at NOK 1 000, total NOK 30 000. Booked value is USD 3,340

Shearwater GeoServices AS owns 100% of the shares.

Note 6 Cash and cash equivalents

The company has no restricted tax withholdings or restricted cash.

**Note 7 Taxes**

Taxes in profit and loss:	2020
Tax payable	291,218
Change in deferred tax	0
Tax expenses	291,218
Taxable income:	
Net income before tax	1,326,290
Change in temporary differences	0
Losses carried forward	-2,570
Group contribution	-1,323,720
Net taxable income	0
Tax payable:	
Tax payable	291,218
Tax payable on group contribution	-291,218
Tax payable	0
Deferred tax assets	0
Tax rate for tax payable	22%
Tax rate deferred tax 2020	22%
Tax rate deferred tax 2021	22%

The company's functional currency is USD but for tax purposes the company holds a dual accounting in NOK. The dual accounting is the basis for the income tax return and also figures in the tax note. The amounts have all been translated with the exchange rate at the balance sheet date NOK/USD 0,11719 in 2020 (2019: NOK/USD 0,11389).

Note 8 Transactions with related parties

The company bareboat chartered vessels to Shearwater Geoservices Assets V AS throughout 2020. Charter hire totals to USD 57,311,590 in 2020. The company hired the vessels on bareboat charter from the group companies Geo Vessels AS in total USD 32,220,000 and Oceanic Seismic Vessels AS in total USD 21,480,000.

The company purchased ship management services from Reflection Marine UK Ltd in 2020 total USD 1,956,989. Accounting and other administrative services is purchased from Shearwater GeoServices AS, a total of USD 87,314 in 2020.

Short term liabilities to group companies totals USD 6,227,700. Of short term liabilities in 2020 USD 1,490,387 is related to group contribution to Reflection Marine Norge AS. The remaining amount consists of ordinary trade payables.



Note 9 Subsequent events

The Covid-19 pandemic continued to affect the Shearwater group throughout 2020. However, the uncertainty the group saw in the first half of 2020 has subsided and been replaced by improved visibility and modest optimism, and more specifically for the industry, oil prices are back at levels motivating customers to resume E&P activities and demand more seismic data. The company still expects the current market situation to prevail for the remainder of 2021.