



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	998 167 000
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	PGS TITANS AS
Forretningsadresse:	Lilleakerveien 4C 0283 OSLO

Regnskapsår

Årsregnskapets periode:	01.01.2024 - 31.12.2024
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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:	Forenklet IFRS

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Kpmg AS
Dato for fastsettelse av årsregnskapet:	30.06.2025

Grunnlag for avgivelse

År 2024: Årsregnskapet er elektronisk innlevert
År 2023: Tall er hentet fra elektronisk innlevert årsregnskap fra 2024

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, 10.07.2025



Resultatregnskap

Beløp i: NOK	Note	2024	2023
RESULTATREGNSKAP			
Inntekter			
Operating revenues	7	899 000 000	885 000 000
Sum inntekter		899 000 000	885 000 000
Kostnader			
Employee benefits expense	3		
Depreciation and amortisation expenses	8	293 000 000	288 000 000
Nedskrivning av varige driftsmidler og immaterielle eiendeler	8		2 000 000
Other operating expenses	3, 7	3 000 000	3 000 000
Sum kostnader		296 000 000	294 000 000
Driftsresultat		603 000 000	591 000 000
Finansinntekter og finanskostnader			
Currency exchange gain (loss)		-184 000 000	-86 000 000
Other financial income (expense)	7	-13 000 000	-22 000 000
Sum finansinntekter		-197 000 000	-108 000 000
Rentekostnad til foretak i samme konsern	7	95 000 000	104 000 000
Annen rentekostnad		32 000 000	51 000 000
Sum finanskostnader		128 000 000	155 000 000
Netto finans		-325 000 000	-263 000 000
Resultat før skattekostnad		278 000 000	328 000 000
Income tax expense	5		
Årsresultat		278 000 000	328 000 000
Årsresultat etter minoritetsinteresser		278 000 000	328 000 000
Totalresultat		278 000 000	328 000 000
Overføringer og disponeringer			
Other equity		278 000 000	328 000 000



Resultatregnskap

Beløp i: NOK	Note	2024	2023
Sum overføringer og disponeringer		278 000 000	328 000 000



Balanse

Beløp i: NOK	Note	2024	2023
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Varige driftsmidler			
Vessels and seismic equipment		3 364 000 000	3 499 000 000
Equipment and other movables	8		
Sum varige driftsmidler	8	3 364 000 000	3 499 000 000
Finansielle anleggsmidler			
Restricted cash	4	297 000 000	311 000 000
Sum finansielle anleggsmidler		297 000 000	311 000 000
Sum anleggsmidler		3 661 000 000	3 810 000 000
Omløpsmidler			
Varer			
Fordringer			
Other short-term receivables			
Konsernfordringer	7	81 000 000	73 000 000
Sum fordringer		81 000 000	73 000 000
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents		10 000 000	17 000 000
Restricted cash	4	74 000 000	22 000 000
Sum bankinnskudd, kontanter og lignende		84 000 000	39 000 000
Sum omløpsmidler		165 000 000	112 000 000
SUM EIENDELER		3 826 000 000	3 922 000 000

BALANSE - EGENKAPITAL OG GJELD

Egenkapital



Balanse

Beløp i: NOK	Note	2024	2023
Innskutt egenkapital			
Share capital	2	690 000 000	690 000 000
Overkurs		494 000 000	494 000 000
Sum innskutt egenkapital		1 184 000 000	1 184 000 000
Opptjent egenkapital			
Other equity		679 000 000	401 000 000
Sum opptjent egenkapital		679 000 000	401 000 000
Sum egenkapital		1 863 000 000	1 585 000 000
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner			850 000 000
Langsiktig konserngjeld	7	996 000 000	999 000 000
Sum annen langsiktig gjeld		996 000 000	1 849 000 000
Sum langsiktig gjeld		996 000 000	1 849 000 000
Kortsiktig gjeld			
Liabilities to financial institutions		962 000 000	481 000 000
Tax payable			
Kortsiktig konserngjeld	7		
Other current liabilities	10	5 000 000	6 000 000
Sum kortsiktig gjeld		966 000 000	487 000 000
Sum gjeld		1 963 000 000	2 336 000 000
SUM EGENKAPITAL OG GJELD		3 826 000 000	3 922 000 000



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To the General Meeting of PGS Titans AS

Independent Auditor's Report

Opinion

We have audited the financial statements of PGS Titans AS (the Company), which comprise the balance sheet as at 31 December 2024, the income statement, statement of comprehensive income, statement of changes in shareholders' equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion

- the financial statements comply with applicable statutory requirements, and
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and its financial performance and its cash flows for the year then ended in accordance with simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act.

Basis for Opinion

We conducted our audit in accordance with 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 relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), 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

The Board of Directors and the Managing Director (management) are responsible for the information in the Board of Directors' report and the other information accompanying the financial statements. The other information comprises information in the annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report nor the other information accompanying the financial statements.

In connection with our audit of the financial statements, our responsibility is to read the Board of Directors' report and the other information accompanying the financial statements. The purpose is to consider if there is material inconsistency between the Board of Directors' report and the other information accompanying the financial statements and the financial statements or our knowledge obtained in the audit, or whether the Board of Directors' report and the other information accompanying the financial statements otherwise appear to be materially misstated. We are required to report if there is a material misstatement in the Board of Directors' report or the other information

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Statsautoriserte revisorer - medlemmer av Den norske Revisorforening

Oslo	Elverum	Mo i Rana	Tromsø
Alta	Finnsnes	Molde	Trondheim
Arendal	Hamar	Sandefjord	Tynset
Bergen	Haugesund	Stavanger	Ulsteinvik
Bode	Knarvik	Stord	Ålesund
Drammen	Kristiansand	Straume	

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accompanying the financial statements. We have nothing to report in this regard.

Based on our knowledge obtained in the audit, it is our opinion that the Board of Directors' report

- is consistent with the financial statements and
- contains the information required by applicable statutory requirements.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with simplified application of International Accounting Standards according to the Norwegian Accounting Act section 3-9, 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 and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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 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 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.

Oslo, July 1, 2025

KPMG AS

Taimoor Ali Tariq Sindhu
State Authorised Public Accountant
(This document is signed electronically)

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The signatures in this document are legally binding. The document is signed using Penneo™ secure digital signature. The identity of the signers has been recorded, and are listed below.

"By my signature I confirm all dates and content in this document."

Sindhu, Taimoor Ali Tariq

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Board of Directors report 2024 for PGS Titans AS

Nature of the Business

PGS Titans AS ("Company") is a wholly owned subsidiary of Petroleum Geo-Services AS, and part of the TGS ASA Group ("TGS" or "TGS Group"). PGS Titans AS headquarters are located at Lilleaker in Oslo.

The Company was established on 22 March 2012, and owns four seismic vessels which are leased to PGS Falcon AS, a subsidiary of Petroleum Geo-Services AS.

Going Concern

Pursuant to section 3-3a of the Norwegian Accounting Act, the Board confirms that the 2024 financial statements have been prepared based on the assumption of a going concern and that it believes that this assumption is appropriate.

Statement on the Annual Financial Statements

The Company's annual report covers the financial year 2024.

The revenues were NOK 898.9 million in 2024 compared to NOK 885.3 million in 2023.

The operating result was NOK 602.6 million in 2024 compared NOK 591.5 million in 2023.

In 2024, PGS Titans AS invested NOK 158.0 million in property and equipment compared to NOK 99.7 million in 2023.

PGS Titans AS cash flow from operating activities was positive with NOK 926.7 million in 2024 compared to NOK 892.5 million in 2023.

In the opinion of the Board, the presented results, balance sheet, cash flow statement, and notes provide an accurate representation of the Company's position and operations at the end of the year.

Financial Risk

The Company is primarily exposed to currency risk, credit risk, liquidity risk and interest rate risk.

Currency risk: The Company predominantly sells products and services in US dollars, and to a limited extent in other currencies. In addition to USD, a significant proportion of TGS' operating expenses are incurred in NOK and GBP. Less substantial amounts are incurred in various other currencies. Thus, regarding expenses and revenues in currencies other than US dollars, such expenses will typically exceed revenues. TGS did not have any open foreign currency forward contracts as of December 31 in 2024 or 2023. All interest-bearing debt is denominated in US dollars.

Credit risk is managed through credit assessments of the Company's customers.

Interest Rate Risk: TGS has a mixture of fixed and floating interest rate debt to manage the impact of interest rate fluctuations.



Liquidity risk relates to the lack of correlation between cash flow from operating activities and payments for investments in multi-client projects and repayment of interest-bearing debt. Reference is made to TGS ASA's 2024 Annual Report, available at www.tgs.com, for further descriptions of risks.

Working Environment, Equality and Non-Discrimination

The Board considers the working environment within the Company to be good. The Company follows TGS ASA's strategy on inclusion, equality, and anti-discrimination. For further details, reference is made to TGS ASA's 2024 Annual Report.

At year-end, the Company had no employees.

The Company's Board of Directors consists of three members, of whom one is a woman.

Environmental Reporting

The Company impacts the external environment through the acquisition of seismic data using vessels. The Company actively works on measures to reduce environmental impact and ensure a safe and sound working environment for contractors through the active implementation of comprehensive procedures.

Directors' and CEO liability insurance

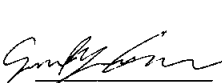
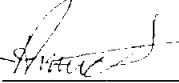

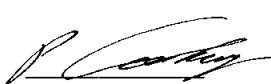
Liability insurance has been taken out for the members of the Board of Directors to cover potential liability towards the Company and third parties. The insurance is arranged centrally by the TGS group, with a coverage amounting to NOK 10,000 per year.

Net Profit and Allocation

In 2024, the Company recorded a net gain after tax of NOK 277.7 million, which is proposed to be allocated to other equity.

Oslo, 30.06.2025

The Board of Directors of **PGS Titans AS**

			
Sven Børre Larsen Chairman	Amund Søia Board member	Katrine Salveson Board member	Paul Matthew Courtenay General Manager



PGS Titans AS
Financial statement
31.12.2024



Org. no 998 167 000



Income statement

Pgs Titans AS

Values in mill. NOK		2024	2023
Operating income and operating expenses			
Operating revenues	7	898,9	885,3
Total income		898,9	885,3
Depreciation and amortisation expenses	8	(293,1)	(288,3)
Impairment loss	8	-	(2,0)
Other operating expenses	3, 7	(3,1)	(3,5)
Total expenses		(296,3)	(293,8)
Operating profit (loss)		602,6	591,5
Financial income and expenses			
Currency exchange gain (loss)		(184,3)	(86,0)
Other financial income (expense)	7	(13,0)	(22,1)
Intercompany interest income (expense)	7	(95,4)	(104,4)
Other interest income (expense)		(32,3)	(50,6)
Net financial items		(325,0)	(263,1)
Net profit before tax		277,7	328,4
Income tax expense	5	-	-
Net profit after tax		277,7	328,4
Net profit or loss		277,7	328,4
Other comprehensive income			
Items that will not be classified to profit and loss		-	-
Items that may be subsequently reclassified to profit and loss		-	-
Total other comprehensive income		-	-
Total comprehensive income		277,7	328,4
Attributable to			
Other equity		277,7	328,4
Total		277,7	328,4

Pgs Titans AS

Side 1



Balance sheet

Pgs Titans AS

Values in mill. NOK		31.12.2024	31.12.2023
Assets			
Non-current assets			
Property, plant and equipment			
Vessels and seismic equipment		3 363,9	3 499,0
Total property, plant and equipment	8	3 363,9	3 499,0
Non-current financial assets			
Restricted cash	4	296,9	310,8
Total non-current financial assets		296,9	310,8
Total non-current assets		3 660,8	3 809,8
Current assets			
Debtors			
Other short-term receivables		-	0,4
Receivables from group companies	7	80,9	72,6
Total receivables		80,9	73,1
Cash and cash equivalents		10,1	16,7
Restricted cash	4	74,0	22,2
Total current assets		165,0	112,0
Total assets		3 825,8	3 921,8

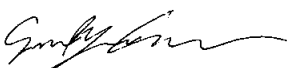


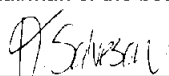
Balance sheet


Pgs Titans AS

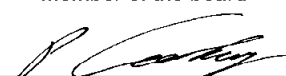
Values in mill. NOK		31.12.2024	31.12.2023
Equity and liabilities			
Equity			
Paid-in capital			
Share capital	2	690,1	690,1
Share premium reserve		494,4	494,4
Total paid-in equity		1 184,4	1 184,4
Other equity		678,5	400,9
Total shareholders' equity		1 863,0	1 585,3
Liabilities			
Other non-current liabilities			
Liabilities to financial institutions		-	850,0
Non-current liabilities to group companies	7	996,3	999,2
Total non-current liabilities		996,3	1 849,2
Current liabilities			
Liabilities to financial institutions		961,5	481,0
Trade payables		0,2	-
Tax payable		0,2	0,2
Other current liabilities	10	4,5	6,1
Total current liabilities		966,5	487,3
Total liabilities		1 962,8	2 336,5
Total equity and liabilities		3 825,8	3 921,8

Oslo, 30.06.2025
The board of Pgs Titans AS


Sven Børre Larsen
Chairman of the board


Katrine Salvesson
Member of the board


Amund Søia
Member of the board


Paul Matthew Courtenay
General Manager



PGS Titans AS
Statements of Changes in Shareholders' Equity

(all figures in millions of NOK)	Share capital	Share premium	Other equity	Total equity
Equity as of 1 January, 2023	690.1	494.4	72.5	1,257.0
Profit (loss) for the year	-	-	328.4	328.4
Equity as of 31 December, 2023	690.1	494.4	400.9	1,585.3
Profit (loss) for the year	-	-	277.7	277.7
Equity as of 31.12.2024	690.1	494.4	678.5	1,863.0



Statement of cash flows 01.01 - 31.12

PGS Titans AS

(all figures in millions of NOK)	Note	2024	2023
Cash flow from operating activities			
Profit (loss) for the year		277.7	328.4
Depreciation and amortization	8	293.1	288.3
Impairment	8	-	2.0
Interest expense		136.1	164.5
Interest income		(19.7)	(21.6)
Amortization of deferred loan costs		11.3	12.1
Unrealized foreign exchange loss (gain)		115.4	127.7
Change in other accruals		120.8	(7.0)
Net change current intercompany balances		(8.0)	(1.9)
Net cash flow from operating activities		926.7	892.5
Cash flow from investing activities			
Investment in property and equipment	8	(158.0)	(99.7)
Net cash flow from investing activities		(158.0)	(99.7)
Cash flow from financing activities			
Net change non-current intercompany balances		(200.3)	541.9
Payment of debt to financial institutions		(503.0)	(505.4)
Interest paid on interest bearing debt		(40.7)	(888.8)
Decrease (increase) in restricted cash related to debt service		(31.2)	68.6
Net cash flow from financing activities		(775.2)	(783.7)
Net increase (decrease) in cash and cash equivalent		(6.6)	9.1
Effect of exchange rate changes on cash and cash equivalents		-	-
Cash and bank deposits at beginning of period		16.7	7.6
Cash and bank deposits as of 31 December		10.1	16.7



Notes to the Financial Statements 2024

Pgs Titans AS

Note 1 Accounting principles

General

The financial statements of PGS Titans AS ("the Company") are included in the TGS ASA consolidated financial statements, references herein to the "Group" and "TGS" refer to TGS ASA and its subsidiaries.

Basis of presentation

PGS Titans AS' financial statements have been prepared and presented in accordance with the regulations on simplified application of the International Financial Reporting Standards (IFRS) (FOR-2014-11-03-1415), ref. the Norwegian Accounting Act § 3.9 5th paragraph, with comparative figures for prior year.

Going concern

Pursuant to section 3-3a of the Norwegian Accounting Act, the Board confirms that the 2024 financial statements have been prepared based on the assumption of a going concern and that it believes that this assumption is appropriate.

Summary of significant accounting policies:

Main principles for assessing and classifying assets and liabilities

Assets determined for lasting ownership or use are classified as non-current assets. Other assets are classified as current assets. Receivables to be paid within one year are classified as current assets. The same criteria are applied in the classification of liabilities.

Non-current assets are valued at cost, but written down to the recoverable amount when the impairment is not expected to be temporary. Non-current assets with a limited economic lifetime are depreciated on a straight line basis. Long-term debt is recognized at its nominal value when incurred.

Current assets are valued at the lower of cost and fair value. Current liabilities are recognized at nominal value when incurred. Pursuant to the Accounting Act, some items are assessed in accordance with specific valuation guidelines which are summarized below.

Proposed dividend to shareholders for the year is recognized as a liability at year end because it is considered more likely than not that the dividend will be approved by the General Assembly the following year.

Cash and cash equivalents and restricted cash

Cash and cash equivalents include demand deposits and all highly liquid financial instruments purchased with original maturities of three months or less.

The Company's bank accounts are included in the TGS Group's cash pool and are settled against intercompany balances on a current basis.

Foreign currency translation and transactions

Exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation of realized and unrealized monetary assets and liabilities denominated in foreign currencies are recognized in the statements of profit and loss.



Notes to the Financial Statements 2024

Pgs Titans AS

Property and equipment

Property and equipment are stated at cost, excluding the costs of the day-to-day servicing, less accumulated depreciation and impairment. Depreciation is calculated on a straight-line basis over the useful life of the assets based on cost less estimated residual values. The estimated useful lives for property and equipment are as follows:

	Years
Seismic vessels	25 - 30
Seismic equipment including computers	3 - 15
Major overhauls	3 - 7.5

Subsequent expenditures and major inspections/overhauls are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of replaced asset components are derecognized. All other repairs and maintenance are charged to the statements of profit and loss during the period in which they are incurred.

The assets' residual values, useful lives and method of depreciation are reviewed, and adjusted if appropriate, at least at each year-end.

Assets under construction are carried at cost, less accumulated impairment. Cost includes borrowing costs incurred during construction in accordance with the Company's accounting policy as stated below. Depreciation commences when the asset is ready for its intended use.

A component of property and equipment is derecognized upon disposal or when no future economic benefit is expected from its use or disposal. Gains and losses arising on de-recognition of assets (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statements of profit and loss in the year derecognized.

Significant spare parts are capitalized along with the assets to which they relate. Other spare parts, consumables and bunker inventory are classified as other current assets and stated at cost.

Impairment of property, equipment and intangibles

Tangible and intangible assets are reviewed to determine whether there is any indication of impairment. If such indication exists, or when annual impairment testing for an asset is required, the recoverable amount of the asset is estimated to determine the extent of the impairment, if any. An asset's recoverable amount is the higher of (i) its fair value less cost to sell and (ii) its value in use. This determination is made for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. In assessing value in use, the estimated future cash flows are discounted to their present value using a rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the carrying amount of an asset (or cash generating unit) exceeds its recoverable amount, the carrying amount is reduced to its recoverable amount and the impairment is recognized immediately.

Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.



Notes to the Financial Statements 2024

Pgs Titans AS

Reversal of an impairment is recognized if the circumstances that gave rise to the impairment no longer exist. The carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount. The increased carrying amount may not exceed the carrying amount that would have existed had no impairment been recognized for the asset (cash-generating unit).

Leases

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature.

Income taxes

The Company is taxed under the Norwegian Tonnage Tax regime ("NTT") of which the Company is liable to tax of 22% on net financial income, pursuant to a specific calculation method. Negative net financial income can be carried forward. Deferred tax is calculated on the basis of temporary differences on financial items. The Company does not recognize deferred tax benefits within the NTT in the balance sheet.

Statements of cash flow

The Company apply the indirect method in the presentation of cash flows.

Changes in accounting policies and disclosures

Several amendments and interpretations apply for the first time in 2024, but do not have an impact on the financial statements of the Company. The Company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

Note 2 Share capital, shareholders and parent company information

The Company was established on 22 March 2012.
The Company's address is Lilleakerveien 4C, 0216 Oslo.

The share capital in Pgs Titans AS as of 31/12/2024 consists of:

	Total	Face value	Entered
Ordinary shares	13 801	50 000	690 050 000
Total	13 801	50 000	690 050 000

Ownership structure

	Total	Owner interest	Share of votes
Petroleum Geo-Services AS	13 801	100,00	100,00
Total number of shares	13 801	100,00	100,00

PGS Titans AS is included in the consolidated financial statements of TGS ASA. The consolidated financial statements can be downloaded from www.tgs.com.



Notes to the Financial Statements 2024

Pgs Titans AS

Note 3 Salary related expense and remuneration to the CEO, Board and auditor

Pgs Titans AS hasn't had any salary costs or benefits in 2024 and there are no such obligations. The Company has no employees at the end of the year and is not obliged to have an employee pension scheme.

No fees have been paid to the general manager. The Company's general manager is employed by PGS Geophysical AS.

As of 31 December 2024, the Company has no loans or guarantees to executives, board members etc.

Auditor

Ordinary audit fees for the 2024 statutory audit amount to NOK 133 076 excl. of VAT.

Note 4 Restricted cash

Restricted cash are held in debt service reserve accounts related to the export credit financing of the vessels Ramform Titan, Ramform Atlas, Ramform Tethys and Ramform Hyperion. See note 9 for further details.

Note 5 Income tax

The Company entered the Norwegian Tonnage Tax regime with effect from 2012, whereby the Company's operational activities are exempt from the ordinary tax regime.

(values in mill. NOK)

	2024	2023
Specification of tax expense:		
Current tax	-	-
Income tax expense for the year	-	-

Note 6 Leases

The Company as a lessor

The Company leases its vessels to PGS Falcon AS on long-term bareboat charter agreements. The charterhire agreements for Ramform Titan and Ramform Atlas are, starting 2012, for 12 years with a daily rate of USD 55,000 per vessel. The charterhire agreements for Ramform Tethys and Ramform Hyperion are for 12 years, from 2016 and 2017 respectively, with a daily rate of USD 60,000 per vessel. All the charter agreements are accounted for as operating leases.

Future minimum rentals receivable under non-cancellable operating leases as at 31 December are as follows:

(values in mill. NOK)

	2024	2023
Within one year	856,1	857,6
After one year but not more than five years	1 506,6	2 050,5
More than five years	-	-
Total	2 362,7	2 908,1



Notes to the Financial Statements 2024

Pgs Titans AS

Note 7 Related party transactions

The Company is part of the PGS Group and has significant intercompany transactions with other companies within the PGS group.

(values in mill. NOK)

	2024	2023
Operating income		
Group companies	898,9	885,3
<u>Operating income related parties</u>	<u>898,9</u>	<u>885,3</u>

The Company leases its vessels to PGS Falcon AS on long-term bareboat charter agreements. The charterhire agreements for Ramform Titan and Ramform Atlas are, starting 2012, for 12 years with a daily rate of USD 55,000 per vessel totaling minimum USD 40.15 million per year. The charterhire agreements for Ramform Tethys and Ramform Hyperion are for 12 years, from 2016 and 2017 respectively, with a daily rate of USD 60,000 per vessel totaling minimum USD 43.80 million per year. All the charter agreements are accounted for as operating leases.

	2024	2023
Operating expenses		
Group companies	0,4	0,4
<u>Operating expenses related parties</u>	<u>0,4</u>	<u>0,4</u>

	2024	2023
Other income and expenses (incl. financial income and expenses)		
Guarantee fee	(12,1)	(21,2)
Net interest income (expenses)	(95,4)	(104,4)
<u>Other income and expenses related parties</u>	<u>(107,5)</u>	<u>(125,5)</u>

	2024	2023
Related party balances as of 31 December:		
Short-term group receivable	80,9	72,6
Long-term group debt	(996,3)	(999,2)
<u>Net intercompany balances</u>	<u>(915,4)</u>	<u>(926,6)</u>

The Company's long-term intercompany debt is entirely towards the parent company Petroleum Geo-Services AS. Current IC receivables and payables towards other group companies are offset against the parent Petroleum Geo-Services AS on a monthly basis. Non-current IC receivables and liabilities are entirely towards the parent company Petroleum Geo-Services AS, and are offset continuously with no fixed due date. Non-current IC amounts owned by Petroleum Geo-Services AS to PGS Titans AS carry interest of 3 month SOFR + 0.5 % margin. Non-current IC amounts owned by PGS Titans AS to Petroleum Geo-Services AS carry interest of 3 month SOFR + 6.8 % margin.

The Company has no significant long-term debt or receivables balances towards other related parties as of December 31, 2024 and 2023. Most of the intercompany debt/receivables are denominated in USD, and fluctuations in USD/NOK rate result in currency gains/losses.



Notes to the Financial Statements 2024

Pgs Titans AS

Note 8 Fixed assets

(values in mill. NOK)

	Seismic vessels and equipment
Cost as of 01.01.2023	5 970,9
Additions	99,7
Disposals	-
Adjustment	-
Cost as of 31.12.2023	6 070,6
Additions	158,0
Disposals	-
Adjustment	-
Cost as of 31.12.2024	6 228,6
Accumulated depreciation and impairment as of 01.01.2023	2 281,3
Depreciation	288
Impairment	2,0
Disposals	-
Accumulated depreciation and impairments as of 31.12.2023	2 571,6
Depreciation	293,1
Impairment	-
Disposals	-
Accumulated depreciation and impairments as of 31.12.2024	2 864,7
Balance as of 31.12.2023	3 499,0
Balance as of 31.12.2024	3 363,9

The Company's fixed assets consist of the seismic vessels "Ramform Titan", "Ramform Atlas", "Ramform Tethys", and "Ramform Hyperion", including equipment as of December 31, 2024 and 2023. The Company leases its vessels to PGS Falcon AS on operating lease agreements. See note 6 for more information.

The seismic vessels are depreciated over 25 years from the time they are delivered and set in operation. Seismic equipment is depreciated over 3-15 years. Major overhauls are capitalized and depreciated over the period until next estimated major overhaul.

Impairment tests are performed when triggers are identified. Per December 31, 2024, the Company has performed impairment tests for all seismic acquisition vessels and equipment. No impairment charges recorded in 2024 or 2023. Refer to note 3 in the consolidated financial statements for the group for further details.

The seismic market is recovering, but the recoverable values of seismic vessels and other Company assets are sensitive to the assumed margins and cycles of the seismic industry as well as changes to operational plans. As a result, impairments may arise in future periods.



Notes to the Financial Statements 2024

Pgs Titans AS

Note 9 Lease agreements

The company has no material leases as lessee. For intercompany lessor see note 7 .

Note 10 Other short-term debt

(values in mill. NOK)

	2024	2023
Other short-term debt as of 31.12:		
Accrued interest expense	(4,8)	(6,1)
<u>Total</u>	<u>(4,8)</u>	<u>(6,1)</u>



Skattedirektoratet

Saksbehandler Geir Johannessen	Deres dato 14.11.2014	Vår dato 27.11.2014
Telefon 22 66 11 14	Deres referanse Linda Pedersen	Vår referanse 2014/850846

PGS TITANS AS
Postboks 251 Lilleaker
0216 OSLO

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk for PGS Titans AS, org.nr. 998 167 000

— Vi viser til deres brev av 14. november 2014 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for PGS Titans AS.

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering PGS Titans AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at opplysningene som vedtaket baserer seg på 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

PGS Titans AS er et heleid datterselskap av Petroleum Geo-Services ASA. Skattedirektoratet ga morselskapet dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk 4. januar 2011. Konsernet er en teknologisk tjenesteleverandør innenfor oljebransjen som i hovedsak leverer tjenester innen geofysikk på verdensmarkedet. Konsernet opererer i sektorer der engelsk er det klart dominerende språket. Flertallet av morselskapets aksjonærer er profesjonelle investorer og større selskaper, herav ca 55-60 % er utenlandske. All intern rapportering skjer på engelsk og konsernets arbeidsspråk er generelt engelsk. Både i styre og konsernledelse er det ikke norsk språklige representanter. Selskapets kontraktsparter er i all hovedsak store og internasjonale aktører. All vesentlig kommunikasjon med disse foregår derfor på engelsk. Det er en engelskspråklig versjon av årsregnskap og årsberetning som utarbeides og benyttes for alle praktiske formål både internt og eksternt, mens den norske oversettelsen kun utarbeides for å tilfredsstille regnskapslovens krav. Nyttan i forhold til kostnaden ved å utarbeide et norsk årsregnskap og årsberetning, vurderes derfor som liten.

Skattedirektoratets 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.”*

Postadresse
Postboks 9200 Grønland
0134 Oslo

Besøksadresse: Sentralbord
Se www.skatteetaten.no 800 80 000
Org.nr: 996250318 Telefaks
E-post: skatteetaten.no/sendepost 22 17 08 60



I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap m.v., 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 og lokalsamfunnet.

Det er etter Skattedirektoratets 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.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt særlig vekt på at selskapet er et heleid datterselskap, der morselskapet har vesentlige utenlandske eierinteresser. Videre er det vektlagt at arbeidsspråket er engelsk og at selskapet driver virksomhet i en internasjonal bransje der alle vesentlige aktører behersker og benytter engelsk språk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Rune Tystad
Seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Geir Johannessen

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer