



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer: 915 594 786  
Organisasjonsform: Norskreg. utenlandsk foretak  
Foretaksnavn: PROSAFE RIGS PTE LTD NUF  
Forretningsadresse: Ruseløkkveien 30  
0251 OSLO

### Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

### Konsern

Morselskap i konsern: Nei

### Regnskapsregler

Regler for små foretak benyttet: Nei  
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: IFRS

### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Bård Haugan  
Dato for fastsettelse av årsregnskapet: 08.07.2024

### Grunnlag for avgivelse

År 2023: Årsregnskapet er elektronisk innlevert  
År 2022: Tall er hentet fra elektronisk innlevert årsregnskap fra 2023

*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, 13.08.2025



### Resultatregnskap

Beløp i: USD	Note	2023	2022
<b>RESULTATREGNSKAP</b>			
<b>Inntekter</b>			
Revenue	12	8 258 741	58 762 416
<b>Sum inntekter</b>		<b>8 258 741</b>	<b>58 762 416</b>
<b>Kostnader</b>			
Vessel operating cost		25 199 957	26 583 146
Depreciation		23 441 677	21 252 423
Loss on disposal of fixed assets		0	521 088
Other operating expenses		358 516	129 634
<b>Sum kostnader</b>		<b>49 000 150</b>	<b>48 486 291</b>
<b>Driftsresultat</b>		<b>-40 741 409</b>	<b>10 276 125</b>
<b>Finansinntekter og finanskostnader</b>			
Dividend income		3 992 845	4 980 061
Finance income	13	225 665	171 185
<b>Sum finansinntekter</b>		<b>4 218 510</b>	<b>5 151 246</b>
Impairment of investment in subsidiary	5	865 274	0
Finance costs		36 167	36 360
<b>Sum finanskostnader</b>		<b>901 441</b>	<b>36 360</b>
<b>Netto finans</b>		<b>3 317 069</b>	<b>5 114 886</b>
<b>Ordinært resultat før skattekostnad</b>	14	<b>-37 424 340</b>	<b>15 391 011</b>
Tsx credit/expense	15	-544 185	5 125 000
<b>Ordinært resultat etter skattekostnad</b>		<b>-36 880 155</b>	<b>10 266 011</b>
<b>Årsresultat</b>		<b>-36 880 155</b>	<b>10 266 011</b>



## Balanse

Beløp i: USD	Note	2023	2022
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
<b>Varige driftsmidler</b>			
Plant and equipment	4	277 240 956	274 340 908
<b>Sum varige driftsmidler</b>		<b>277 240 956</b>	<b>274 340 908</b>
<b>Finansielle anleggsmidler</b>			
Investering i datterselskap	5	330 000	3 195 274
<b>Sum finansielle anleggsmidler</b>		<b>330 000</b>	<b>3 195 274</b>
<b>Sum anleggsmidler</b>		<b>277 570 956</b>	<b>277 536 182</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
Inventories	6	1 096 377	1 848 354
<b>Sum varer</b>		<b>1 096 377</b>	<b>1 848 354</b>
<b>Fordringer</b>			
Trade and other receivables	7	1 959 009	8 679 028
Prepayments		225 765	577 787
<b>Sum fordringer</b>		<b>2 184 774</b>	<b>9 256 815</b>
<b>Bankinnskudd, kontanter og lignende</b>			
Cash and cash equivalents	8	3 544 129	24 139 948
<b>Sum bankinnskudd, kontanter og lignende</b>		<b>3 544 129</b>	<b>24 139 948</b>
<b>Sum omløpsmidler</b>		<b>6 825 280</b>	<b>35 245 117</b>
<b>SUM EIENDELER</b>		<b>284 396 236</b>	<b>312 781 299</b>

## BALANSE - EGENKAPITAL OG GJELD

### Egenkapital



## Balanse

Beløp i: USD	Note	2023	2022
<b>Innskutt egenkapital</b>			
Share capital	9	2 821 040 000	2 821 040 000
<b>Sum innskutt egenkapital</b>		<b>2 821 040 000</b>	<b>2 821 040 000</b>
<b>Opptjent egenkapital</b>			
Merger reserve	10	-1 621 831 651	-1 621 831 651
Udekket tap		937 592 023	900 711 868
<b>Sum opptjent egenkapital</b>		<b>-2 559 423 674</b>	<b>-2 522 543 519</b>
<b>Sum egenkapital</b>		<b>261 616 326</b>	<b>298 496 481</b>
<b>Sum langsiktig gjeld</b>		<b>0</b>	<b>0</b>
<b>Kortsiktig gjeld</b>			
Leverandørgjeld	11	15 729 495	4 007 832
Accruals		1 916 415	4 101 986
Provisions for taxation		5 134 000	6 175 000
<b>Sum kortsiktig gjeld</b>		<b>22 779 910</b>	<b>14 284 818</b>
<b>Sum gjeld</b>		<b>22 779 910</b>	<b>14 284 818</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>284 396 236</b>	<b>312 781 299</b>



**Prosafe Rigs Pte. Ltd.**  
**Registration Number: 200721493C**

Annual Report  
Year ended 31 December 2023



*Prosafe Rigs Pte. Ltd.*  
*Directors' statement*  
*Year ended 31 December 2023*

## Directors' statement

We are pleased to submit this annual report to the member of the Company together with the audited financial statements for the financial year ended 31 December 2023.

In our opinion:

- (a) the financial statements set out on pages FS1 to FS28 are drawn up so as to give a true and fair view of the financial position of the Company as at 31 December 2023 and the financial performance, changes in equity and cash flows of the Company for the financial year ended on that date, in accordance with the provisions of the Companies Act 1967 and Financial Reporting Standards in Singapore; and
- (b) at the date of this statement, taking into account of the assessment in Note 2, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

The Board of Directors has, on the date of this statement, authorised these financial statements for issue.

## Directors

The directors in office at the date of this statement are as follows:

Bard Haugan (Appointed on 1 June 2023)  
Karine Betty Cosemans  
Chang Chin Fen  
Reese Worth Mc Neel

## Directors' interests

According to the register kept by the Company for the purposes of Section 164 of the Companies Act 1967, particulars of interests of directors who held office at the end of the financial year (including those held by their spouses and children) in shares and share options in the Company and in related corporations are as follows:

Name of director and corporation in which interests are held	Direct interest	
	At beginning of the year	At end of the year
<b>The holding company</b> <i>Prosafe SE</i>		
<i>Ordinary shares</i>		
Chang Chin Fen	1	1
Reese Worth Mc Neel	–	2,000
<i>Share options</i>		
Chang Chin Fen	20,000	20,000
Reese Worth Mc Neel	100,000	120,000



*Prosafe Rigs Pte. Ltd.*  
*Directors' statement*  
*Year ended 31 December 2023*

Except as disclosed in this statement, no director who held office at the end of the financial year had interests in shares, debentures, warrants or share options of the Company, or of related corporations, either at the beginning of the financial year, or date of appointment if later, or at the end of the financial year.

Neither at the end of, nor at any time during the financial year, was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

### **Share options**

During the financial year, there were:

- (i) no options granted by the Company to any person to take up unissued shares in the Company; and
- (ii) no shares issued by virtue of any exercise of options to take up unissued shares of the Company.

As at the end of the financial year, there were no unissued shares of the Company under options.

### **Auditors**

The auditors, KPMG LLP, have indicated their willingness to accept re-appointment.

On behalf of the Board of Directors

**Reese Worth Mc Neel**  
*Director*

**Karine Betty Cosemans**  
*Director*

30 April 2024



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## Independent auditors' report

Member of the Company  
Prosafe Rigs Pte. Ltd.

### Report on the audit of the financial statements

#### *Opinion*

We have audited the financial statements of Prosafe Rigs Pte. Ltd. ('the Company'), which comprise the statement of financial position as at 31 December 2023, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages FS1 to FS28.

In our opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act 1967 ('the Act') and Financial Reporting Standards in Singapore ('FRSs') so as to give a true and fair view of the financial position of the Company as at 31 December 2023 and of the financial performance, changes in equity and cash flows of the Company for the year ended on that date.

#### *Basis for opinion*

We conducted our audit in accordance with Singapore Standards on Auditing ('SSAs'). Our responsibilities under those standards are further described in the '*Auditors' responsibilities for the audit of the financial statements*' section of our report. We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ('ACRA Code') together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. 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 contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon.

We have obtained all other information prior to the date of this auditors' report.

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

KPMG LLP (Registration No. T08LL1267L), an accounting limited liability partnership registered in Singapore under the Limited Liability Partnerships Act 2005 and a member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee.



*Prosafe Rigs Pte. Ltd.  
Independent auditors' report  
Year ended 31 December 2023*

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.

*Responsibilities of management and directors for the financial statements*

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

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.

The directors' responsibilities include overseeing the Company's financial reporting process.

*Auditors' 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 auditors' 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 SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the 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 SSAs, we exercise professional judgement 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, 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 controls.
- Obtain an understanding of internal controls 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 controls.



*Prosafe Rigs Pte. Ltd.*  
*Independent auditors' report*  
*Year ended 31 December 2023*

- 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 auditors' 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 auditors' 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 fair presentation.

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

#### **Report on other legal and regulatory requirements**

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

**KPMG LLP**  
*Public Accountants and*  
*Chartered Accountants*

**Singapore**  
30 April 2024



*Prosafe Rigs Pte. Ltd.*  
*Financial statements*  
*Year ended 31 December 2023*

**Statement of financial position**  
**As at 31 December 2023**

	Note	2023 US\$	2022 US\$
<b>Non-current assets</b>			
Plant and equipment	4	277,240,956	274,340,908
Investments in subsidiaries	5	330,000	3,195,274
		<u>277,570,956</u>	<u>277,536,182</u>
<b>Current assets</b>			
Inventories	6	1,096,377	1,848,354
Trade and other receivables	7	1,959,009	8,679,028
Prepayments		225,765	577,787
Cash and cash equivalents	8	3,544,129	24,139,948
		<u>6,825,280</u>	<u>35,245,117</u>
<b>Total assets</b>		<u>284,396,236</u>	<u>312,781,299</u>
<b>Equity</b>			
Share capital	9	2,821,040,000	2,821,040,000
Merger reserve	10	(1,621,831,651)	(1,621,831,651)
Accumulated losses		(937,592,023)	(900,711,868)
<b>Total equity</b>		<u>261,616,326</u>	<u>298,496,481</u>
<b>Current liabilities</b>			
Trade and other payables	11	15,729,495	4,007,832
Accruals		1,916,415	4,101,986
Provision for taxation		5,134,000	6,175,000
		<u>22,779,910</u>	<u>14,284,818</u>
<b>Total liabilities</b>		<u>22,779,910</u>	<u>14,284,818</u>
<b>Total equity and liabilities</b>		<u>284,396,236</u>	<u>312,781,299</u>

The accompanying notes form an integral part of these financial statements.

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*Prosafe Rigs Pte. Ltd.*  
*Financial statements*  
*Year ended 31 December 2023*

**Statement of comprehensive income**  
**Year ended 31 December 2023**

	Note	2023 US\$	2022 US\$
<b>Revenue</b>	12	8,258,741	58,762,416
<b>Costs and expenses</b>			
Direct costs:			
Vessel operating costs		(25,199,957)	(26,583,146)
Depreciation of plant and equipment		(23,441,677)	(21,252,423)
<b>Gross (loss)/profit</b>		(40,382,893)	10,926,847
Impairment of investment in subsidiary	5	(865,274)	–
Loss on disposal of plant and equipment		–	(521,088)
Other operating expenses		(358,516)	(129,634)
<b>Results from operating activities</b>		(41,606,683)	10,276,125
Dividend income		3,992,845	4,980,061
Finance income	13	225,665	171,185
Finance costs		(36,167)	(36,360)
<b>(Loss)/profit before tax</b>	14	(37,424,340)	15,391,011
Tax credit/(expense)	15	544,185	(5,125,000)
<b>(Loss)/profit for the year, representing total comprehensive (loss)/income for the year</b>		(36,880,155)	10,266,011

The accompanying notes form an integral part of these financial statements.

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*Prosafe Rigs Pte. Ltd.*  
*Financial statements*  
*Year ended 31 December 2023*

**Statement of changes in equity**  
**Year ended 31 December 2023**

	Note	Share capital US\$	Merger reserve US\$	Accumulated losses US\$	Total US\$
At 1 January 2022		2,781,040,000	(1,621,831,651)	(900,977,879)	258,230,470
<b>Total comprehensive income for the year:</b>					
Profit for the year, representing total comprehensive income for the year		–	–	10,266,011	10,266,011
<b>Transactions with owner:</b>					
Issuance of new shares	9	40,000,000	–	–	40,000,000
Dividend distributed*		–	–	(10,000,000)	(10,000,000)
At 31 December 2022		<u>2,821,040,000</u>	<u>(1,621,831,651)</u>	<u>(900,711,868)</u>	<u>298,496,481</u>
At 1 January 2023		2,821,040,000	(1,621,831,651)	(900,711,868)	298,496,481
<b>Total comprehensive loss for the year:</b>					
Loss for the year, representing total comprehensive loss for the year		–	–	(36,880,155)	(36,880,155)
At 31 December 2023		<u>2,821,040,000</u>	<u>(1,621,831,651)</u>	<u>(937,592,023)</u>	<u>261,616,326</u>

\* In 2022, an interim exempt (one-tier) dividend of US\$0.0035 per ordinary share on the 2,821,040,000 fully paid issued shares amounted to US\$10,000,000 was declared and paid by the Company.

The accompanying notes form an integral part of these financial statements.

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*Prosafe Rigs Pte. Ltd.*  
*Financial statements*  
*Year ended 31 December 2023*

**Statement of cash flows**  
**Year ended 31 December 2023**

	Note	2023 US\$	2022 US\$
<b>Cash flows from operating activities</b>			
(Loss)/profit before tax		(37,424,340)	15,391,011
Adjustments for:			
Depreciation of plant and equipment	4	23,441,677	21,252,423
Loss on disposal of plant and equipment		–	521,088
Finance income	13	(225,665)	(171,185)
Finance costs		36,167	36,360
Impairment in investment in subsidiary	5	865,274	–
Dividend income		(3,992,845)	(4,980,061)
Operating cash flows before working capital changes		(17,299,732)	32,049,636
Changes in working capital:			
Inventories		751,977	(1,152,700)
Trade and other receivables		6,700,127	(2,736,718)
Prepayments		352,022	(68,123)
Trade and other payables*		(1,278,337)	(1,987,546)
Accruals		(2,185,571)	(642,958)
<b>Cash (used in)/generated from operations</b>		(12,959,514)	25,461,591
Tax paid		(496,815)	–
Interest received		245,557	139,624
Interest paid		(36,167)	(36,360)
<b>Net cash (used in)/generated from operating activities</b>		(13,246,939)	25,564,855
<b>Cash flows from investing activities</b>			
Purchase of plant and equipment		(26,341,725)	(7,943,492)
Proceed from disposal of plant and equipment		–	(47,421)
Proceed from reduction of investment in subsidiary	5	2,000,000	–
Dividend received from a subsidiary		3,992,845	4,980,061
<b>Net cash used in investing activities</b>		(20,348,880)	(3,010,852)
<b>Cash flows from financing activities</b>			
Dividend paid		–	(10,000,000)
Advance from holding company		13,000,000	–
<b>Net cash from/(used in) financing activities</b>		13,000,000	(10,000,000)
<b>Net (decrease)/increase in cash and cash equivalents</b>		(20,595,819)	12,554,003
Cash and cash equivalents at beginning of year		24,139,948	11,585,945
<b>Cash and cash equivalents at end of year</b>	8	3,544,129	24,139,948

**Significant non-cash transaction**

\* In 2022, the amounts due to the holding company of US\$41,351,669 was partially transferred to the share capital as issuance of shares of US\$40,000,000.

The accompanying notes form an integral part of these financial statements.

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*Prosafe Rigs Pte. Ltd.  
Financial statements  
Year ended 31 December 2023*

## Notes to the financial statements

These notes form an integral part of the financial statements.

The financial statements were authorised for issue by the Board of Directors on 30 April 2024.

### 1 Domicile and activities

Prosafe Rigs Pte. Ltd. ('the Company') is incorporated in Singapore. The address of the Company's registered office is 1 International Business Park, The Synergy, #09-03, Singapore 609917.

The principal activity of the Company is that of owner and operator of offshore accommodation units.

The Company is wholly owned by Prosafe SE, incorporated in Norway, and listed on the Oslo Stock Exchange with ticket code 'PRS'. The holding company and ultimate controlling party is Prosafe SE.

### 2 Basis of preparation

#### 2.1 Going concern basis of accounting

The Company has incurred a loss for the year ended 31 December 2023 of US\$36,880,155 and as at that date, the Company is in a net current liabilities position of US\$15,954,630.

The financial statements have been prepared on a going concern basis as the holding company, Prosafe SE, has undertaken to provide the necessary financial support, within the next 12 months from the date of these financial statements, so that the Company is able to meet its liabilities as and when they fall due.

#### 2.2 Statement of compliance

The financial statements have been prepared in accordance with Financial Reporting Standards in Singapore ('FRSs'). The changes in material accounting policies are described in note 2.6.

#### 2.3 Basis of measurement

The financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

#### 2.4 Functional and presentation currency

These financial statements are presented in United States dollars ('US\$'), which is the Company's functional currency.

#### 2.5 Use of estimates and judgements

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

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*Prosafe Rigs Pte. Ltd.*  
*Financial statements*  
*Year ended 31 December 2023*

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described below:

a) Impairment/reversal of impairment of non-financial assets

Management monitors the performance indicators on an ongoing basis. Every vessel is seen as an individual cash generating unit (CGU) as they generate cash inflows that are largely independent of those from other assets or groups of assets. At each reporting date, management reviews and determines whether there is any indication of impairment or impairment reversal of the CGU. If any such indication exists, or when annual impairment testing for an asset is required, the asset's recoverable amount is estimated. Changes in the circumstances or expectations of future performance of an individual asset may be an indicator that the asset is impaired, requiring the carrying amount to be written down to its recoverable amount.

## 2.6 Changes in material accounting policies

### New accounting standards and amendments

The Company has applied the following FRSs, amendments to and interpretations of FRSs for the first time for the annual period beginning on 1 January 2023.

- FRS 117: *Insurance Contracts*
- Amendments to FRS 12: *Deferred tax related to Assets and Liabilities arising from a Single Transaction*
- Amendments to FRS 12: *International Tax Reform – Pillar Two Model Rules*
- Amendments to FRS 1 and FRS Practice Statement 2: *Disclosure of Accounting Policies*
- Amendments to FRS 8: *Definition of Accounting Estimates*

Other than the below, the application of these amendments to accounting standards and interpretations does not have a material effect on the financial statements.

### Material accounting policy information

The Company adopted the Amendments to FRS 1 and FRS Practice Statement 2: *Disclosure of Accounting Policies* for the first time in 2023. Although the amendments did not result in any changes to the accounting policies themselves, they impacted the accounting policy information disclosed in the financial statements.

The amendments require the disclosure of 'material', rather than 'significant', accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

Management reviewed the accounting policies and made updates to the information disclosed in note 3 – Material accounting policies (2022: Significant accounting policies) in certain instances in line with the amendments.

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*Prosafe Rigs Pte. Ltd.*  
*Financial statements*  
*Year ended 31 December 2023*

## **3 Material accounting policies**

The accounting policies set out below have been applied consistently to all periods presented in these financial statements and have been applied consistently by the Company.

### **3.1 Subsidiaries**

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Investments in subsidiaries are stated in the Company's statement of financial position at cost less accumulated impairment losses.

In accordance with FRS 110 *Consolidated Financial Statements*, the Company applies the exemption under the guidance to not prepare a set of consolidated financial statement as the Company itself is a wholly owned subsidiary of Prosafe SE, which prepares consolidated financial statements. A set of consolidated financial statements is prepared by the Company's holding company, Prosafe SE, that are available for public use whose registered address and principal place of business is at Forusparken 2, 4031 Stavanger, Norway.

### **3.2 Foreign currency**

Transactions in foreign currencies are translated to the functional currency of the Company at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction. Foreign currency differences arising on translation are generally recognised in profit or loss.

### **3.3 Plant and equipment**

#### ***Recognition and measurement***

Items of plant and equipment are measured at cost, less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use, and when the Company has an obligation to remove the asset or restore the site, an estimate of the costs of dismantling and removing the items and restoring the site on which they are located.

If significant parts of an item of plant and equipment have different useful lives, they are accounted for as separate items (major components) of plant and equipment.

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Construction-in-progress is stated at cost. Expenditure relating to construction-in-progress are capitalised when incurred. Cost components include payments for works enhancing the vessels, equipment, spare parts, specific periodic surveys, etc.

The gain or loss on disposal of an item of plant and equipment is recognised in profit or loss.

Subsequent costs

The cost of replacing a component of an item of plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised. The costs of the day-to-day servicing of plant and equipment are recognised in profit or loss as incurred.

### ***Depreciation***

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately.

Depreciation is recognised as an expense in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of plant and equipment, unless it is included in the carrying amount of another asset.

Depreciation is recognised from the date that the plant and equipment are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use.

The estimated useful lives for the current and comparative periods are as follows:

Accommodation rigs

- Superstructure: 35 years or less
- Living quarters and other equipment: 5 to 35 years
- Periodic maintenance: 5 years

Construction in-progress included in plant and equipment are not depreciated as these assets are not yet available for use.

Depreciation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

## **3.4 Financial instruments**

### **(i) Recognition and initial measurement**

#### **Non-derivative financial assets and financial liabilities**

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

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A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit or loss ('FVTPL'), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

**(ii) Classification and subsequent measurement**

**Non-derivative financial assets**

On initial recognition, a financial asset is classified as measured at amortised cost.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

***Financial assets at amortised cost***

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**Financial assets: Business model assessment**

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed, and the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

**Non-derivative financial assets: Assessment whether contractual cash flows are solely payments of principal and interest**

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

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In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers contingent events that would change the amount or timing of cash flows, and terms that may adjust the contractual coupon rate, including variable rate features.

**Non-derivative financial assets: Subsequent measurement and gains and losses**

***Financial assets at amortised cost***

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

**Non-derivative financial liabilities: Classification, subsequent measurement and gains and losses**

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Directly attributable transaction costs are recognised in profit or loss as incurred.

Other financial liabilities are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. These financial liabilities comprised trade and other payables and accruals.

**(iii) Derecognition**

**Financial assets**

The Company derecognises a financial asset when:

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either
  - substantially all of the risks and rewards of ownership of the financial asset are transferred;
  - or
  - the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

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## **Financial liabilities**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

### **(iv) Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### **(v) Cash and cash equivalents**

Cash and cash equivalents comprise cash balances.

### **(vi) Share capital**

#### ***Ordinary shares***

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with FRS 12.

### **(vii) Intra-group financial guarantees**

Intra-group financial guarantee contracts are accounted for as insurance contracts. A provision is recognised based on the Company's estimate of the ultimate cost of settling all claims incurred but unpaid at the reporting date. The provision is assessed by reviewing individual claims and tested for adequacy by comparing the amount recognised and the amount that would be required to settle the guarantee contract.

## **3.5 Impairment**

### **(i) Non-derivative financial assets and contract assets**

The Company recognises loss allowances for expected credit losses ('ECLs') on financial assets measured at amortised costs and contract asset.

Loss allowances of the Company are measured on either of the following bases:

- 12-month ECLs: these are ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument or contract asset.

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### ***Simplified approach***

The Company applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

### ***General approach***

The Company applies the general approach to provide for ECLs on all other financial instruments. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECLs at initial recognition.

At each reporting date, the Company assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and includes forward-looking information.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

The Company considers a contract asset to be in default when the customer is unlikely to pay its contractual obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

### ***Measurement of ECLs***

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

### ***Credit-impaired financial assets***

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

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Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

### ***Presentation of allowance for ECLs in the statement of financial position***

Loss allowances for financial assets measured at amortised cost and contract assets are deducted from the gross carrying amount of these assets.

### ***Write-off***

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

## **(ii) Non-financial assets**

The carrying amounts of the Company's non-financial assets, other than inventories, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit ('CGU') exceeds its estimated recoverable amount.

The recoverable amount of an asset or CGU is the greater of its fair value less costs of disposal and its value in use and is determined 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. Every rig is seen as an individual cash generating unit CGU. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples.

Impairment losses are recognised in profit or loss.

In respect of other assets, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a significant change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

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### 3.6 Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle, and include expenditure incurred in acquiring the inventories, production or conversion costs, and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated costs necessary to make the sale.

### 3.7 Employee benefits

#### *Defined contribution plans*

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which related services are rendered by employees.

#### *Short-term employee benefits*

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

### 3.8 Revenue

#### *Rendering of services and charter revenue*

Revenue from rendering of services and chartering of vessel in the ordinary course of business are recognised when the Company satisfies a performance obligation ('PO') by transferring control of a promised service to the customer. The amount of revenue recognised is the amount of the transaction price allocated to the satisfied PO.

The transaction price is allocated to each PO in the contract on the basis of the relative stand-alone selling prices of the promised services. The individual standalone selling price of a service that has not previously been sold on a stand-alone basis, or has a highly variable selling price, is determined based on the residual portion of the transaction price after allocating the transaction price to services with observable stand-alone selling prices. A discount or variable consideration is allocated to one or more, but not all, of the performance obligations if it relates specifically to those POs.

The transaction price is the amount of consideration in the contract to which the Company expects to be entitled in exchange for transferring the promised services. The transaction price may be fixed or variable and is adjusted for time value of money if the contract includes a significant financing component. Consideration payable to a customer is deducted from the transaction price if the Company does not receive a separate identifiable benefit from the customer. When consideration is variable, the estimated amount is included in the transaction price to the extent that it is highly probable that a significant reversal of the cumulative revenue will not occur when the uncertainty associated with the variable consideration is resolved.



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Revenue may be recognised at a point in time or over time following the timing of satisfaction of the PO. If a PO is satisfied over time, revenue is recognised based on the percentage of completion reflecting the progress towards complete satisfaction of that PO.

### **Interest income**

Interest income is recognised using the effective interest method.

### **Dividend income**

Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established.

## **3.9 Finance costs**

The Company's finance costs include interest expense on financial assets and financial liabilities.

Interest expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments through the expected life of the financial instrument to the amortised cost of the financial liability. In calculating interest expense, the effective interest rate is applied to the amortised cost of the liability.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

## **3.10 Tax**

Tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, measured using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax is recognised 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 not recognised for temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss.

The measurement of deferred taxes reflects the tax consequences that would follow the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date and reflects uncertainty related to income taxes, if any.

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Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans of the Company. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

In determining the amount of current and deferred tax, the Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Company believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Company to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

### **3.11 New standards and interpretations not yet adopted**

A number of new accounting standards and amendments to standards are effective for annual periods beginning after 1 January 2023 and earlier application is permitted. However, the Company has not early adopted the new or amended accounting standards in preparing these financial statements.

The following new FRSs, interpretations and amendments to FRSs are not expected to have a significant impact on the Company's financial statements.

- Amendments to FRS 1: *Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants*
- Amendments to FRS 7 and FRS 107: *Supplier Financing Arrangements*
- Amendments to FRS 110 and FRS 28: *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*
- Amendments to FRS 116: *Lease Liability in a Sale and Leaseback*
- Amendments to FRS 21: *Lack of Exchangeability*



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#### 4 Plant and equipment

	Accommodation rigs US\$	Construction- in-progress (‘CIP’) US\$	Total US\$
<b>Cost</b>			
At 1 January 2022	1,638,058,261	5,934,048	1,643,992,309
Additions	–	7,943,492	7,943,492
Disposals	(14,367,651)	–	(14,367,651)
Transfer from CIP	9,451,664	(9,451,664)	–
At 31 December 2022	1,633,142,274	4,425,876	1,637,568,150
Additions	–	26,341,725	26,341,725
Transfer from CIP	25,770,986	(25,770,986)	–
At 31 December 2023	1,658,913,260	4,996,615	1,663,909,875
<b>Accumulated depreciation</b>			
At 1 January 2022	323,309,840	–	323,309,840
Depreciation charge for the year	21,252,423	–	21,252,423
Disposals	(5,421,419)	–	(5,421,419)
At 31 December 2022	339,140,844	–	339,140,844
Depreciation charge for the year	23,441,677	–	23,441,677
At 31 December 2023	362,582,521	–	362,582,521
<b>Accumulated impairment</b>			
At 1 January 2022	1,032,558,963	–	1,032,558,963
Disposals	(8,472,565)	–	(8,472,565)
At 31 December 2022 and 31 December 2023	1,024,086,398	–	1,024,086,398
<b>Carrying amounts</b>			
At 1 January 2022	282,189,458	5,934,048	288,123,506
At 31 December 2022	269,915,032	4,425,876	274,340,908
At 31 December 2023	272,244,341	4,996,615	277,240,956

The Company’s accommodation rigs and construction-in-progress are mortgaged for the holding company’s bank borrowings. See Note 16 for the intra-group financial guarantees.

#### **Impairment assessment**

The management has performed an impairment assessment of the accommodation rigs and related construction-in-progress. Management has not identified any impairment indicators, nor any indicators for reversal of impairment as at 31 December 2022 and 31 December 2023 and hence no value-in-use calculation was performed.

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The key indicator assessment as at 31 December 2023 is based on the development in the market environment for offshore accommodation vessels. The demand during the year was low as anticipated, with only one accommodation unit working on the Norwegian Continental Shelf. For 2024, the Company sees a continuing slow North Sea market, while it sees 2025 and beyond as years with good opportunities as the capacity, especially in the North Sea is very limited. From 2024, the Company will have three vessels on contract, and one of them continuing through 2025. Management is confident that the vessel coming off contract in Brazil in early 2025 will either be re-contracted in Brazil or in the North Sea. Assuming a re-contracting in Brazil, the Safe Boreas will be the only available accommodation vessel capable of operating on the Norwegian Continental Shelf in 2025 during the summer season. As management has seen signs of improvement during the year, both in number of awarded contracts and higher day-rates, they are still not significantly higher than those used in the management's historical value-in-use calculation. Other external sources also include broker valuations of the accommodation vessels, which is higher than the carrying amounts of respective accommodation vessels and the valuations have not changed significantly from prior years. On this basis, the management has not identified indicators of impairment nor impairment reversal.

**Key source of estimation uncertainty**

The Company determines whether plant and equipment are impaired whenever indicators of impairment are identified. This requires an estimation of the fair value or value in use of the Company's individual assets. The Company obtained valuation reports from independent brokers to assess whether the fair value of accommodation rigs as per valuation reports exceed the carrying amounts. As the fair value of the Company's accommodation rigs exceed its carrying amount, the Company concluded that there was no indicator of impairment as at each reporting date.

**5 Investments in subsidiaries**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Unquoted equity shares, at cost	1,195,274	3,195,274
Impairment loss recognised during the year	(865,274)	–
	<u>330,000</u>	<u>3,195,274</u>

Name	Principal activities	Country of incorporation	Effective equity held by the Company	
			2023	2022
			%	%
Prosafe Servicos Maritimos LTDA	Secondment of personnel and management support	Brazil	100	100
Prosafe Offshore B.V.*	Operating offshore accommodation and support service rigs	Netherlands	100	100

\* On 12 July 2023, the subsidiary, Prosafe Offshore B.V. undertaken a share premium distribution of US\$2,000,000, pursuant to article 2:216 of the Dutch Civil Code.



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## ***Impairment losses on investments in subsidiaries***

The carrying amounts of the Company's investments in subsidiaries are reviewed at each reporting date to determine whether there is any indication of impairment. Management judgement is required in assessing whether events or changes in circumstances have occurred that may indicate that the carrying value of investments in subsidiaries may no longer be recoverable. If any such indicator exists, the assets' recoverable amounts were determined based on the value in use, which approximated the net assets value of the subsidiary.

At current reporting date, the Company identified indicators of impairment on certain of its investments in subsidiaries. Based on management's assessment, the recoverable amounts of the investments in subsidiaries were less than the investment carrying value of the subsidiaries. Hence, the Company recognised an impairment loss of US\$865,274 (2022: nil) during the year.

## **6 Inventories**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Bunker fuel	<u>1,096,377</u>	<u>1,848,354</u>

The Company's inventories are bunker fuel belonging to the Company, which will be transferred to an external party upon the start of vessel charter contract.

## **7 Trade and other receivables**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
<b><i>Current</i></b>		
Amounts due from related companies (trade)	1,837,068	8,307,480
Other receivables	<u>121,941</u>	<u>371,548</u>
	<u>1,959,009</u>	<u>8,679,028</u>

Amounts due from related companies are unsecured, interest-free and repayable on demand.

The Company's exposure to credit and currency risks related to trade and other receivables is disclosed in Note 17.

## **8 Cash and cash equivalents**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Cash at banks	<u>3,544,129</u>	<u>24,139,948</u>

Cash at banks of the Company is pledged under the credit facilities of the holding company and might be called upon by the Lenders, when requested, in the event of default.

The Company's exposure to credit and currency risks related to cash and cash equivalents is disclosed in Note 17.

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## 9 Share capital

	<b>2023</b>	<b>2022</b>
	<b>No. of</b>	<b>No. of</b>
	<b>shares</b>	<b>shares</b>
<b>Fully paid ordinary shares, with no par value:</b>		
At 1 January	2,821,040,000	2,781,040,000
Issuance of shares	–	40,000,000
At 31 December	<u>2,821,040,000</u>	<u>2,821,040,000</u>

The holder of ordinary shares is entitled to receive dividends as declared from time to time, and is entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with one another with regards to the Company's residual assets.

In 2022, the Company issued 40,000,000 ordinary shares to its holding company, Prosafe SE, for a total consideration of US\$40,000,000 by way of offsetting against part of the amounts owed to Prosafe SE by the Company. Following the aforesaid allotment exercise, the Company's ordinary shares increased from 2,781,040,000 to 2,821,040,000.

## 10 Merger reserve

The merger reserve arose due to a corporate group restructuring involving the transfer of accommodation rigs business from a fellow subsidiary in the financial year 2007. The Company has adopted the "pooling of interests" method to account for this transaction.

## 11 Trade and other payables

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Trade payables	577,545	63,207
Amount due to the holding company (non-trade)	12,957,760	–
Amounts due to related companies (trade)	1,604,020	3,595,769
Amounts due to subsidiaries (trade)	590,170	348,856
	<u>15,729,495</u>	<u>4,007,832</u>

Amount due to the holding company is unsecured, interest-free advance and repayable on demand. In 2022, the amount due to the holding company of US\$41,351,669 was partially transferred to the share capital as issuance of shares of US\$40,000,000 (see Note 9).

Amounts due to related companies and subsidiaries are unsecured, interest-free and repayable on demand.

The Company's exposure to liquidity and currency risks related to trade and other payables is disclosed in Note 17.

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## 12 Revenue

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Charter revenue	8,258,741	58,704,217
Management, crew services, catering and other related income	–	58,199
	<u>8,258,741</u>	<u>58,762,416</u>

Charter revenue includes mobilisation/demobilisation income and are considered as a single performance obligation. The revenue is recognised over the charter period.

Management, crew services, catering and other related income are recognised over time as the services are provided. The related costs are recognised in profit or loss when they are incurred.

The Company applies the practical expedient in paragraph 121 of FRS 115 and does not disclose information about its remaining performance obligations if:

- The performance obligation is part of a contract that has an original expected duration of one year or less; or
- The Company has a right to invoice a customer in an amount that corresponds directly with its performance to date, then it recognises revenue in that amount.

## 13 Finance income

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Interest income from cash at banks	<u>225,665</u>	<u>171,185</u>

## 14 (Loss)/profit before tax

The following items have been (credited)/charged in arriving at (loss)/profit before tax:

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Personnel costs		
- salaries, bonuses and related cost	4,950,857	7,477,195
- defined contribution plan	365,710	443,593
- other short-term benefits	493,321	1,164,135
Net foreign exchange loss	<u>258,847</u>	<u>71,037</u>

## 15 Tax (credit)/expense

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
<b>Current income tax</b>		
Current year	–	4,985,000
(Over)/under provision in prior years	<u>(544,185)</u>	<u>140,000</u>
	<u>(544,185)</u>	<u>5,125,000</u>

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	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
<b><i>Reconciliation of effective tax rate</i></b>		
(Loss)/profit before tax	(37,424,340)	15,391,011
Tax using the Singapore tax rate of 17% (2022: 17%)	(6,362,138)	2,616,472
Tax exempt income	(697,167)	(860,098)
Non-deductible expenses	5,304,266	4,791,021
Differential in domestic rates applicable to loss in the countries where the Company operates	(2,038,879)	2,033,840
Utilisation of deferred tax assets not recognised	(19,979)	(3,596,235)
Current-year losses for which no deferred tax asset is recognised	3,813,897	–
(Over)/under provision in prior years	(544,185)	140,000
	<u>(544,185)</u>	<u>5,125,000</u>

#### **Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items:

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Unutilised capital allowances	1,718,919,000	1,680,946,000
Unutilised tax losses	470,826,000	408,228,000
	<u>2,189,745,000</u>	<u>2,089,174,000</u>

The unutilised capital allowances and tax losses were subject to agreement by the tax authority and compliance with respective tax regulations in Singapore, Norway and Trinidad and Tobago. These amounts are currently not yet expired under respective tax legislations.

Deferred tax asset has not been recognised in respect of the deductible temporary differences because it was not probable that future taxable profits would be available against which the Company could utilise the benefits.

During the year, the Norwegian tax authorities initiated a review of the basis for a portion of the deferred tax losses. This review may lead to a reduction in the unrecognised deferred tax asset base. It is not expected to have any material impact on the Company's financial position irrespective of the outcome of this review.

## **16 Related parties**

#### ***Transactions with key management personnel***

Key management personnel of the Company are those persons having the authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. The directors of the Company are considered as key management personnel of the Company.

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The directors are either directors and/or employees of related companies, and no consideration is paid to these companies for the services rendered by these directors.

### ***Other related party transactions***

The holding company, Prosafe SE, entered into a framework agreement with Global Maritime. Under the framework agreement, the Group has engaged Global Maritime to undertake projects for the Group's vessels. Global Maritime is majority-owned by HitecVision, which through one or more entities is a major shareholder of Prosafe SE. The Global Maritime projects value is about US\$1.7 million and the total transacted amount as of 31 December 2023 is US\$1.2 million. In 2023, the transacted amount was below US\$50,000 (2022: US\$0.5 million) and there is no outstanding balance as of 31 December 2023 and 31 December 2022.

As Alf Thorkildsen resigned from the Board of Directors of the holding company in 2023, HitecVision will not be considered a related party from 1 January 2024.

Other than those disclosed elsewhere in the financial statements, significant transactions carried out in the normal course of business on terms agreed with the related parties are as follows:

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
<b>Related corporations</b>		
Charter revenue received from related companies	8,204,754	51,661,543
Charter revenue received from a subsidiary	53,987	6,498,414
Management fees paid to subsidiaries	(1,586,144)	(898,043)
Management fees paid to related companies	(4,633,132)	(4,431,614)
Dividend income received from a subsidiary	3,992,845	4,980,061
Dividend paid to holding company	–	(10,000,000)

### ***Intra-group financial guarantees***

The Company is one of the guarantors of the credit facilities ('the Facilities') granted by banks to the holding company, Prosafe SE.

As at 31 December 2023, the carrying amount of interest bearing debt under the Facilities mentioned above was US\$343,200,000 (2022: US\$344,200,000). The amount is co-guaranteed by another related company.

The Company does not consider it probable that a claim will be made against the Company under the guarantees.

## **17 Financial risk management**

### **Overview**

The Company has exposure to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

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This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

## **Risk management framework**

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. Management is responsible for developing and monitoring the Company's risk management policies. Management reports regularly to the Board of Directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

## ***Credit risk***

Credit risk is the risk of financial loss to the Company if a customer or a counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's cash and cash equivalents and trade and other receivables.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

At the end of the reporting period, the Company's maximum exposure to credit risk is represented by the carrying amount of those assets as indicated in the statement of financial position, and is generally limited to the amounts, if any, by which the counter-party's obligations exceed the obligations of the Company.

## ***Trade receivables***

Trade receivables arises from related companies. None of these balances are credit-impaired or have been written off at the reporting date.

## ***Expected credit loss assessment for trade receivables***

The Company applies the simplified method of credit reserves, i.e. the reserve will correspond to the expected loss over the whole life of the trade receivable. In order to measure the credit losses, trade receivables are grouped based on credit risk characteristics of its customers. The Company applies forward-looking variables for expected credit losses. As at 31 December 2023, no credit reserve has been recorded as the Company's receivables arise from related companies that have good records with the Company. The receivables have been fully received as of the date of financial statements. The expected credit loss is not material.

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The following table provides information about the exposure to credit risk for trade receivables due from related companies:

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Current	1,837,068	2,820,556
1 – 30 days past due	–	804,407
31 – 60 days past due	–	1,149,368
61 – 90 days past due	–	237,286
More than 90 days past due	–	3,295,863
	<u>1,837,068</u>	<u>8,307,480</u>

#### *Other receivables*

Impairment on these balances has been measured on the 12-month expected loss basis which reflects the low credit risk of the exposures. The amount of the allowance on these balances is insignificant.

#### *Cash and cash equivalents*

The cash and cash equivalents are held with banks which are reputable. The Company considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the bank. The amount of the allowance on cash and cash equivalents was negligible.

#### *Liquidity risk*

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's operations and to mitigate the effects of fluctuations in cash flows. At the end of the reporting period, the Company does not have any borrowings or significant contractual commitments. Funding will be obtained from its holding company when necessary.

The Company is one of the guarantors of the credit facilities ('the Facilities') granted by banks to the holding company, Prosafe SE (Note 16). As at 31 December 2023, the carrying amount of interest bearing debt under the Facilities was US\$343,200,000 (2022: US\$344,200,000).

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*Exposure to liquidity risk*

The following are the remaining contractual maturities of financial liabilities. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements:

	-----Cash flows-----		
	Carrying amount US\$	Contractual cash flows US\$	Within 1 year US\$
<b>Non-derivative financial liabilities</b>			
<b>31 December 2023</b>			
Trade and other payables	15,729,495	(15,729,495)	(15,729,495)
Accruals	1,916,415	(1,916,415)	(1,916,415)
	17,645,910	(17,645,910)	(17,645,910)
<b>31 December 2022</b>			
Trade and other payables	4,007,832	(4,007,832)	(4,007,832)
Accruals	4,101,986	(4,101,986)	(4,101,986)
	8,109,818	(8,109,818)	(8,109,818)

*Market risk*

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

*Currency risk*

The Company is exposed to currency risk on sales and purchases that are denominated in a currency other than the functional currency of the Company. The currencies in which these transactions primarily are denominated are the Singapore dollar ('SGD'), Great British pound ('GBP'), Norwegian Kroner ('NOK') and European dollar ('EUR').

The Company's exposures to foreign currency risk are as follows:

	SGD US\$	GBP US\$	NOK US\$	EUR US\$
<b>2023</b>				
Trade and other receivables	512	28,514	61,502	-
Cash and cash equivalents	17,457	14,403	-	27,599
Trade and other payables	(11,070)	(967,248)	(21,913)	(80,516)
	6,899	(924,331)	39,589	(52,917)
<b>2022</b>				
Trade and other receivables	8	18,443	51,885	-
Cash and cash equivalents	45,028	1,263,882	-	97,061
Trade and other payables	-	(2,371,405)	(28,187)	(35,048)
	45,036	(1,089,080)	23,698	62,013

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## *Sensitivity analysis*

A 5% strengthening of the foreign currencies against United States dollars at 31 December would have increased/(decreased) profit or loss before tax by amounts shown below. This analysis is based on foreign currency exchange rate variances that the Company considered to be reasonably possible at the end of the reporting date. The analysis assumes that all other variables, in particular interest rates, remain constant:

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
SGD	345	2,252
GBP	(46,217)	(54,454)
NOK	1,979	1,185
EUR	(2,646)	3,101

A 5% weakening of the above currencies against United States dollars at 31 December would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

## *Capital management*

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholder value.

The Company defines "capital" as its total shareholder's equity. The Company manages its capital structure and makes adjustment to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, issue new shares or obtain new borrowings. There was no change to the Company's approach to capital management during the year.

## **Accounting classifications and fair values**

The table below set out below is a comparison by category of the carrying amounts of all the Company's financial instruments that are carried in the financial statements.

	<b>Note</b>	<b>Amortised cost US\$</b>	<b>Other financial liabilities US\$</b>	<b>Total carrying amount US\$</b>
<b>31 December 2023</b>				
Trade and other receivables	7	1,959,009	–	1,959,009
Cash and cash equivalents	8	3,544,129	–	3,544,129
		<u>5,503,138</u>	<u>–</u>	<u>5,503,138</u>
Trade and other payables	11	–	(15,729,495)	(15,729,495)
Accruals		–	(1,916,415)	(1,916,415)
		<u>–</u>	<u>(17,645,910)</u>	<u>(17,645,910)</u>

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	Note	Amortised cost US\$	Other financial liabilities US\$	Total carrying amount US\$
<b>31 December 2022</b>				
Trade and other receivables	7	8,679,028	–	8,679,028
Cash and cash equivalents	8	24,139,948	–	24,139,948
		<u>32,818,976</u>	<u>–</u>	<u>32,818,976</u>
Trade and other payables	11	–	(4,007,832)	(4,007,832)
Accruals		–	(4,101,986)	(4,101,986)
		<u>–</u>	<u>(8,109,818)</u>	<u>(8,109,818)</u>

### *Estimation of fair values*

The carrying amounts of financial assets and liabilities with a maturity of less than one year (including trade and other receivables, cash and cash equivalents, accruals, and trade and other payables) are assumed to approximate their fair values because of the short period to maturity.