OCEANTEAM ASA ANNUAL REPORT 2021

OCEANTEAM

CONTENT

1. KEY EVENTS AND FINANCIAL PERFORMANCE

In this report Oceanteam ASA is further referred to as "Oceanteam" or "Company". Oceanteam Group consists of Oceanteam ASA and its subsidiaries.

KEY EVENTS in 2021

Vessel activities:

- CSV Southern Ocean was sold and delivered to the new owner on 27 April 2021.
- In May 2021, an agreement was reached to sell CSV Bourbon Oceanteam 101 (CSV BO 101) following which the delivery to the new owner took place on 19 July 2021.
- Proceeds from the sales were used to fully repay the loans from the banking consortium.

Oceanteam Solutions activities:

- In January 2021, Oceanteam extended a storage contract of 100+ kilometres subsea cable with one of Europe's biggest cable manufacturers.
- In May 2021, Oceanteam was awarded a contract for the provision of a cable transport spread for a project in the German Baltic area which commenced in May 2021 and was completed in September 2021.
- In December 2021 the storage contract of 100+ kilometres subsea cable was extended by 2 years until December 2023.
- In 2021, utilisation of the Oceanteam Solutions carousels and tensioners was 36% and 28% respectively. The carousels are much more valuable than the tensioners and earn significantly higher day rates.

Corporate events:

- Henk Hazenoot succeeded Henk van den IJssel as CEO on 1 August 2021.
- Hans Reinigert succeeded Henk Hazenoot as CEO on 1 November 2021.

KEY FINANCIAL FIGURES OF THE OCEANTEAM GROUP

Amounts in US Dollar million

From the income statement	2021	2020	Variance
Operating income	5.8	5.9	(0.1)
Operating expenses	(3.3)	(3.4)	0.1
Personnel costs	(1.7)	(1.3)	(0.4)
General & administration	(0.8)	(0.6)	(0.2)
Operating profit / (loss)	**(1.2)**	**(0.4)**	**(0.8)**
Net finance costs	(0.3)	(0.1)	(0.2)
Profit / (loss) from continuing operations	**(1.5)**	**(0.5)**	**(1.0)**
Tax income / (expense)	(0.1)	(0.8)	0.7
Profit / (loss) from discontinued operations	(1.6)	(71.9)	70.3
Profit / (loss) for the year	**(3.1)**	**(73.2)**	**70.1**

Amounts in US Dollar million

From the finance position	2021	2020
Non-current assets	13.2	44.8
Current assets	5.4	8.0
Cash	2.8	3.2
Total assets	**18.5**	**52.8**
Interest bearing debt	3.0	25.2
Equity	**13.1**	**16.3**

Key Figures	2021	2020
EBITDA*	0.1	0.7
Current ratio*	2.2	0.2
Equity ratio*	71%	31%
Capital Expenditures*	(0.0)	(0.1)
Operating margin*	2%	12%

*See note 27 – Alternative Performance Measures

Number of outstanding shares on 31 December 2021/ 2020	34.338.833	34.338.833

2. MESSAGE FROM THE CEO

Following the divestment of our shipping assets, the financials of 2020 have been reclassified for comparison reasons. Oceanteam ASA has been reclassified from the Shipping to the Solutions segment as our corporate costs are now in the interest of financing and supporting the Solutions activities. This reclassification has been applied retrospectively.

On a standalone basis, revenue of the Solutions division has decreased slightly from USD 5.6 million in 2020 to USD 5.4 million in 2021, with a similar EBITDA of USD 1.7 million. Net income in 2021 was USD 0.4 million vs. USD 0.7 million in 2020 due to lower margins on projects.

2021 has been another global COVID vested year with multiple challenges for the energy supply, marine and offshore industry. Oceanteam has weathered this "storm of challenges" in the best possible way. The Shipping segment, with its substantial and pressing liabilities, has been divested cashflow positively and cost reductions have been executed simultaneously.

This has resulted in a lean and, aside from the shareholder loans, debt free company. It also has set the foundation for a future beyond "the storm" whereby Oceanteam is committed to broaden its horizon and capitalize on opportunities the global energy transition is offering.

Our first attempt to revitalize Oceanteam was the potential transaction with the Passer Group.

The Passer transaction was considered an important first step towards a consolidation play in the offshore wind cable services segment, in which Oceanteam Solutions division is also active. The outcome of the prolonged due diligence process led Oceanteam to conclude that a merger/acquisition would not create the desired value for Oceanteam and its shareholders.

Negotiations were discontinued in October 2021 and Board and management are firmly of the opinion this was the right decision to make.

Despite the disappointing outcome of the Passer transaction, Oceanteam remains committed to finding an M&A opportunity that has the right value proposition.

Criteria that play a role in the search for the right opportunity are predictability of cashflow at an acceptable level of market risk thereby giving return to both existing and potential new shareholders.

This search has commenced end Q4 2021 and at the time of writing multiple targets are being evaluated with any material developments to be reported in due course.

I would like to take this opportunity to thank all stakeholders and employees for their positive contributions in another challenging year for the company.

At the same time, I very much look forward to re-energizing Oceanteam ASA and am positive that in 2022 we will succeed in following through on the new course for the company. Our team is more than ready for it!

Hans Reinigert
CEO of Oceanteam ASA

3. CORPORATE IDENTITY, VISION AND MISSION

Oceanteam is a Norwegian listed subsea and offshore services company, with a head office in Bærum, Norway and a regional office in Velsen-Noord, the Netherlands. The Company will be comprised of only Oceanteam Solutions after the divestment of Oceanteam Shipping.

Oceanteam Solutions has been active in the transportation, storage and handling of electric power cables for the offshore wind industry since 2007. Oceanteam Solutions has equipment and project experience to manage projects that involve operational complexity both in the mature North Sea market as well as in new emerging offshore wind markets in North America and in the Far East. The company currently owns 6 carousels and ancillary equipment and has its deep-water port and offshore base in Velsen-Noord, the Netherlands. The Solutions division is generally performing the following activities: cable storage at its offshore base in Velsen-Noord, the rental of carousels and other ancillary equipment, and the execution of large electric power cable transport and logistics projects, using Oceanteam's own equipment and/or third-party owned equipment.

At this stage of the energy transition, we believe we must further focus on the globally growing offshore wind industry which offers good opportunities for a cleaner future.

For more information about the Company: www.oceanteam.no
The Company ticker on the Oslo Stock Exchange is "OTS" (www.ose.no).

4. MARKET OUTLOOK

OFFSHORE WIND

The global wind electricity market is expected to grow from \$90 billion in 2021 to \$104 billion in 2022 (a growth percentage of 16%). The growth is mainly due to companies rearranging their operations and recovering from the impact of COVID-19, which had earlier led to restrictive containment measures involving social distancing, remote working, and the closure of commercial activities that resulted in operational challenges. The market is expected to reach \$185 billion in 2026 which means a yearly growth of 15%.

Partly due to the conflict in Ukraine and the enormously increased prices for oil and gas, investment in alternative energy will be increased to be less dependent on oil and gas.

Europe

Europe installed 17 Gigawatts of new wind capacity in 2021. This is not even half of what Europe should be building to be on track to deliver its 2030 Climate and Energy goals.

19% of the new wind installation in Europe last year was offshore wind (81% onshore). Sweden, Germany, and Turkey built the most onshore wind. The UK had the highest total new wind installations. Europe now has 236 Gigawatts of wind capacity.

We expect Europe will have to build 116 Gigawatts of new wind farms over the period from 2022-2026. 25% of these new capacity additions will be offshore wind. We expect Europe to build on average 18 Gigawatts of new wind farms per year between 2022-26. They should build 32 Gigawatts a year in order to meet the various European governments' targets.

Germany will be Europe's largest wind market thanks to the expected strong performance of its onshore market over the next five years and rising offshore installations, followed by the United Kingdom, France, Spain and Sweden.

Asia

China built more offshore wind capacity, in 2021 alone, than the rest of the world in the last 5 years put together.

Taiwan is expected to become the second-largest offshore wind market in Asia after Mainland China in new installations in the period leading up to 2030. To reduce its independence from foreign energy sources, Taiwan is committed to having 20% of its power from renewables by 2025.

China dominates the market for installation of wind farms in Asia. It is difficult for European companies to infiltrate this market, especially in recent years with all the COVID-19 restrictions.

United States

Petroleum and natural gas are expected to remain the most consumed sources of energy in the United States through to 2050, but renewable energy will grow more quickly than any other energy source.

Despite having more onshore wind farms than any country bar China, the US has lagged in offshore wind farms with only 42 Megawatts. However, development opportunities are now blossoming, promising a new multi-billion-dollar, job-rich sector for the US's green economy, one likely to eventually overtake in size even the most successful offshore wind sectors in Europe.

US states on the East Coast have taken the lead in creating offshore wind opportunities. In 2019, their procurement goals were already 23,698 Megawatts by 2035, but by this year they had grown to 39,298 Megawatts by 2040.

Overall, in 2022 the market will remain challenging, partly because the new installation areas have been allocated but construction has yet to start, but there will be great momentum in the years to come. Suppliers are expected to come up with total solutions, including equipment rental, handling, transportation, storage etc., so that the installer is unburdened.

Oceanteam Solutions targets wind farm owners, contractors and suppliers in the offshore wind industry and develops and offers a range of services, starting from a simple rental of equipment to a complex tailored logistics service package including rental of equipment, cable transportation, cable storage and handling services with the aim to participate in the market growth and position itself as the preferred offshore wind subcontractor.

5. BOARD OF DIRECTORS AND MANAGEMENT TEAM

Board of Directors

Keesjan Cordia

Chairman of the Board of Oceanteam ASA since April 2018
Year of birth: 1974, Dutch national
Current positions: Director Invaco Management B.V. and Corinvest B.V., Board member / director Ship Finance International (NYSE), Board member / Director Northern Drilling (OSE), Board member Combifloat B.V., Board member Kerrco Petroleum
Former positions: Owner/director of Sea Accommodation Resorts Limited (SeafoxGroup) B.V
Education: Academic degree in Business Economics

Karin Govaert

Member of the Board of Oceanteam ASA since April 2018
Year of birth: 1968, Dutch national
Current position: Founder and director of Rivermaas B.V. (Investments in Coastal Shipping)
Former positions: Maritime Consultant, Investment Manager Rotterdam Port Fund
Education: Academic degree in Economics at the Erasmus University in Rotterdam and a master's in finance at the Tias Business School in Tilburg

Jacob Johannes van Heijst

Member of the Board of Oceanteam ASA since April 2022
Year of birth: 1968, Dutch national
Current positions: Director of Stichting ValuePartners Family Office, Non-Executive Director of Arcona Property Fund NV
Former positions: Derivatives trader in Amsterdam and New York, Head of Research at Optiver
Education: PhD in Medical Physics

Management Team:

Hans Reinigert,
CEO of Oceanteam ASA since November 2021

Ben de Jong,
CFO of Oceanteam ASA since August 2021

6. REPORT OF THE BOARD OF DIRECTORS

a. CORPORATE STRUCTURE

Oceanteam ASA is the parent company of a group of companies (together the "Oceanteam Group"). After the divestment of the Shipping segment, the remaining subsidiary companies will consist of those which are grouped under Oceanteam Solutions. Oceanteam plans to liquidate the two remaining companies falling within the shipping segment in 2022.

Oceanteam Solutions comprises of Oceanteam companies active as a service provider to the renewables offshore wind energy business with the supply of rental equipment for the transportation, storage, and handling of subsea cables.

The majority of the subsidiary companies are incorporated in Norway and in the Netherlands.

b. BUSINESS ACTIVITY OCEANTEAM SOLUTIONS

Oceanteam Solutions delivers high specification assets and unique services to the renewables offshore wind energy business and provides a complete set of high-quality rental equipment (demountable carousels, tensioners and other cable handling equipment) and tailored solutions for the transportation, storage and handling of subsea cables.

Oceanteam Solutions has a long track record as a service provider to the renewables and oil and gas industries. It has a pool of experienced staff that, combined with Oceanteam's owned equipment, has the ability to provide a complete range of Lloyd's ISO certified solutions to its customers. Multiple cable storage projects, cable transportation and handling activities and rental of equipment were ongoing in 2021 and beyond.

c. BACKLOG

Oceanteam Solutions has one long term rental agreement for a carousel which ends mid-December 2023. The other long term rental agreement has been cancelled in January 2022 and all cancellation fees have been received. A cable transportation agreement is finalized and will start in February 2022.

d. COMMENTS RELATED TO THE FINANCIAL STATEMENTS

INCOME STATEMENT

The financials have been adjusted for comparison reasons because of the divestment of the shipping segment. The continuing operations only represent the Solutions segment. Oceanteam ASA has been reclassified from the Shipping Segment to the Solutions segment as these corporate related costs are now in the interest of financing and growing the Solutions segment. This reclassification has been made retrospectively.

The net result following the divestment from the shipping segment is presented as net result from discontinuing operations. On 31 December 2020, both vessels were impaired down to their expected selling prices, less costs to sell, therefore the sale of CSV Southern Ocean in 2021 had minimal impact on the 2021 result. The credit loss provision which Oceanteam Bourbon 4 AS has in respect of Oceanteam Bourbon 101 AS's inability to settle its debts has been increased by USD 1.85 million in 2021. The expense has been classified under discontinued operations. See note 14 and 28 for further details.

The total operating loss of the Oceanteam Group increased to USD 1.2 million in 2021 compared to USD 0.4 million in 2020.

During 2021 the revenue consists of equipment rental, cable storage income, transport, handling services and management fee income. In 2021 Oceanteam successfully finalised a project for a client in Northern Europe, which commenced in May 2021. During 2021 Oceanteam's Solutions business continued to service its existing long-term contracts.

EBITDA from the Solutions segment has decreased by USD 0.6 million from USD 0.7 million in 2020 to USD 0.1 million in 2021.

The total operational expenses of the Solutions division for the reporting period are USD 6.9 million compared to USD 6.4 million during the same period in 2020. This is primarily due to non-recurring personnel related costs. The fixed costs related to the overall equipment base remained unaltered.

The Group made a net loss from continuing operations of USD 1.6 million in 2021 compared to a net loss of USD 1.3 million in 2020. In 2021 there was a loss from discontinued operations of USD 1.6 million whereas in 2020 there was a loss from discontinued operations of USD 71.9 million.

The above factors resulted in a enormous decrease in the net loss for the period with a loss of USD 3.1 million in 2021 compared to a net loss of USD 73.2 million in 2020.

BALANCE SHEET AND CAPITAL STRUCTURE

Total assets at the end of the reporting period amounted to USD 18.5 million, compared to USD 52.8 million as of 31 December 2020. Equity as a percentage of total assets was 71 percent per 31 December 2021, compared to 31 percent per 31 December 2020.

Oceanteam has diversified capital sources consisting of equity and shareholders' loans. The equity (share capital of the Company) is divided into 34,338,833 shares with a nominal value of NOK 5.75 each. The loans from the consortium of banks was fully repaid during 2021 with the proceeds from the sale of the vessels.

Before the sale of both vessels, the shipping division used to charter and manage two deep water construction support vessels, owned by two vessel owning companies, of which 50 percent of the shares are owned by Oceanteam. The shipping company, Oceanteam Bourbon 4 AS, which owned the CSV Southern Ocean, has been fully consolidated. The shipping company, Oceanteam Bourbon 101 AS, which owned the CSV BO 101, is accounted for according to the equity method.

As at 31 December 2021, the carrying value of the equipment was 13.0 million. As at 31 December 2020, the carrying value of the equipment and CSV Southern Ocean was USD 44.1 million.

As both the vessels have now been sold, Oceanteam is in the process of winding down both shipping companies. Interim distribution of remaining funds has taken place in the fourth quarter of 2021 through intercompany loans. Final distribution will take place when the entities are liquidated in 2022.

VESSELS AND EQUIPMENT, INVESTMENT IN ASSOCIATES AND JOINT VENTURES

The net book value of Solutions equipment was USD 13.0 million on 31 December 2021. The same line item of USD 44.1 million as at 31 December 2020 included both Solutions equipment and CSV Southern Ocean.

The Investment in associates and joint ventures was nil on 31 December 2021 (31 December 2020: USD nil). This is primarily the investment in Oceanteam Bourbon 101 AS, the company being accounted for according to the equity method.

The Total Non-current assets of USD 13.2 million represents 71 percent of the total assets (31 December 2020: 85 percent). For clarity, only the CSV Southern Ocean was accounted for as fixed asset on the statement of financial position as at 31 December 2020.

CASH FLOW AND LIQUIDITY

During 2021 the Group's overall cash position decreased from USD 3.2 million to USD 2.8 million.

Net cash flow from operating activities amounted to USD 2.6 million in 2021 compared to negative USD 1.4 million in 2020. The net decrease in cash from discontinued operations amounted to USD 2.9 million in 2021 compared to USD 0.2 million in 2020.

Following the repayment of the loans from the banking consortium, cash within Oceanteam Bourbon 4 AS is no longer considered restricted.

e. GOING CONCERN

In accordance with the Accounting Act § 3-3a Oceanteam ASA confirms that the financial statements have been prepared under the assumption of going concern. This assumption is based on income forecasts for the years 2022 – 2023 and the Group's long-term strategic forecasts. After the divestment of the Shipping division the cash flow position has improved and has a positive impact on the performance and liquidity of the Group. Liquidity forecasts going forward are for modest but positive cash flows. The Directors have considered all available information about the future when concluding whether the Company is a going concern at the date, they approve the financial statements. The review covers a period of at least twelve months from the date of approval of the annual report.

Detailed information on future cash flows for the 12 months (April 2022 until April 2023) with underlying key assumptions are available in the 2021 annual report within Financial Statement disclosure Note 3.

There is inherent risk in cash flow estimates for the Company's ability to secure new contracts within its business segment. However, the Company has plans to mitigate this constraint through various actions. Reference is made to the detailed disclosure information regarding various risks in the 2021 annual report and how the Company is mitigating these.

The Solutions segment has a good forward contract position and can focus on utilisation. The spot offshore wind market offers opportunities where service and handling are more important than price. Within this segment the maritime asset rental business is doing better based upon an asset cost base which is written off. An uptick in interest/demand will improve cash yield of this service in the course of 2022 and 2023.

f. RISKS

Based on the Group's activities and strategic objectives, the Company has identified the main risks associated with its activities and strategy. The Group is exposed to technical, economical, commercial, operational and political (TECOP) risks, including financial, liquidity, and health, safety and environmental risks. Those risk factors may positively or adversely affect Oceanteam in the future. Please note that the risks below are not the only risks that may affect Oceanteam's business or the value of the shares. Additional risks not presently known to the Board of Directors or considered immaterial may also affect its business operations and projects. Development of the business and changes in market conditions can also lead to new risk areas that previously were not applicable. If any of the risks described below materialise, individually or together with other circumstances, they may have a material adverse effect on the Group's business, financial condition, results of operations and cash flow and / or prospects. The order in which the risks are presented below is not intended to provide an indication of the likelihood of their occurrence nor of their severity or significance. The risks mentioned herein could materialise individually or cumulatively.

The appetite for risks is extensively discussed and tested for every major individual event, such as entering into a contract, making an acquisition or divestment, deciding to make an (capex) investment, or hiring new management.

All management in Oceanteam must identify and evaluate the risks to the achievement of any project and rental contract objectives, set boundaries for risk acceptance, and apply fit-for-purpose responses. Management must actively manage their project and rental contract risks and accurately inform decision authorities and Management of the Group. Risk management is primarily about adopting a structured way of working that ensures risks are identified, understood, agreed, communicated and acted upon in a timely and consistent manner. An unambiguous organizational framework is a pre-requisite. Risk management is an integrated part of and is actively used to support the decision-making process.

The Company has two explicit "zero tolerance" criteria:

1) In relation to HSE: Oceanteam has zero tolerance for harm to people or for damage to the environment or to its assets in the execution of its activities.

2) In relation to Compliance: Oceanteam has zero tolerance for non-compliance with the Oceanteam's Code of Ethics and any related applicable laws and regulations.

In the Solutions segment, the Group is willing to consider risk to a certain extent as long as the amounts involved are acceptable and within limits of the Company's financial position and capabilities. Oceanteam has limited appetite to engage with joint venture parties and vendors which rate unsatisfactorily on the Company's set criteria.

Risk breakdown structures are excellent tools for both risk identification as well as classifying, evaluating and managing risks to assist with managing sub sections of the risk register. Active risk management must help in achieving the Companies' strategic goals and objectives. The most commonly used project risk breakdown structure in Oceanteam is TECOP.

TECHNICAL RISKS

The Company is active in the offshore wind business. The assets are employed worldwide, including in deep water and hostile environments. The assets suffer from wear and tear and require regular maintenance and planned and unplanned repair. Oceanteam enters into contracts with its customers where Oceanteam is accepting certain project execution risks in line with industry practice. Such construction risks are generally limited in nature and absorbed by the customer and or his end-client.

Key subsections of Technical Risks are Health, Safety, Environmental and Security risks, Integrity risks (of equipment and systems), Availability risks, Operability risks, Technology risks, and Maintenance risks. Oceanteam only accepts industry standard and limited project-related risks where it believes it can manage and absorb such risk adequately or can transfer this risk to third parties.

Oceanteam is committed to pioneering new technologies that improves the safety and the efficiency of the operations and has a risk appetite to explore with its customers on better ways to design and execute its subsea and solutions activities. Oceanteam sees advantages of utilising digital technologies and is supportive to make investments in such technologies in cooperation with its customers. The Group devotes considerable resources to ensure its assets are performing safely and to high quality standards. Oceanteam promotes adequate day rates to allow making such investments. Control and maintenance of all equipment are vital to daily activities on board and at the sites. Equipment performance is continuously measured.

COMMERCIAL RISKS

The Group is exposed to market fluctuations which may result in lower utilisation and reduced rental rates for future contracts (existing rental contracts are firm) and thus earnings for the Group's equipment and services. Attempts are made to reduce this risk by entering into contracts that secure long-term rental contracts for the main portion of the carousels in the Oceanteam Solutions business.

Oceanteam is currently active in one stream of business, the offshore wind business through its Solutions division. Oceanteam will contribute to the energy transition and offer its capabilities to make such a transition happen.

Risks in this sub-category could be grouped along Market and competition, Contracting and procurement, Financing (Credit) and Liquidity, Business controls, Legal, Terms and conditions, and Liabilities and Compliance.

In the Solutions segment Oceanteam enters into a variety of contract structures, from lump-sum fixed price contracts to rental contracts, cost-plus contracts and performance-driven type of contracts. Oceanteam is working under long-term contracts and short-term and spot market contracts.

FINANCIAL RISKS

The Company is exposed to financial risk in different areas. Financial risks include interest rate and currency fluctuations and investment, credit and liquidity risks in general.

The Company has sales revenues and liabilities in foreign currencies and is exposed to currency risks: 11 percent of the revenue is in USD, 57 percent is in Euro and the remaining 32 percent in GBP. Since the functional currency is in USD the foreign exposure is for liabilities in the EUR and its fluctuations with USD. Some of the local costs for Oceanteam are in NOK. The overall strategy to reduce currency risk is largely based on natural hedging with incoming and outgoing cash flows been made in the same currency.

Today's Group's customers are primarily large companies with high credit rating. Credit risk is the risk of financial loss to the Group if a customer or other counterpart to a financial instrument or invoice fails to meet its contractual obligations and such loss would arise principally from the Group's trade receivables and its customers. At year-end, trade receivables from the Solutions segment represented 100 percent of the Group's total trade receivables. These receivables were all related to rental contracts.

The exposure to credit risk depends on the individual characteristics of each customer. Before projects are in tendering phase and awarded, the Group performs full credit assessments on its existing and future customers.

CREDIT RISK

The Group's customers and partners are preferably and primarily large companies with high credit rating. Credit risk is the risk of financial loss to the Group if a customer or other counterpart to a financial instrument or invoice fails to meet its contractual obligations and such loss would arise principally from the Group's trade receivables and its clients and customers.

Solutions segment

At year-end, trade receivables from the Solutions segment represented 100 percent of the Group's total trade receivables. The exposure to credit risk depends on the individual characteristics of each customer. Before projects are in tendering phase and awarded, the Group performs full credit assessments on its existing and future clients. Geographically the credit risk for the Solutions segment can be divided into activities in European countries and with an approximate number of 15 clients. Clients within the Solutions segment are in the offshore wind industry. In the Solutions segment, almost all the outstanding trade receivables per year end have already been received in 2022. No allowance for expected credit losses is considered necessary.

Oceanteam Group

As at 31 December 2021, Oceanteam Bourbon 101 AS had negative equity of USD 7.9 million. Oceanteam Bourbon 4 AS has reflected this by increasing its provision for lifetime expected credit losses by USD 1.85 million from USD 6.15 million to USD 8 million.

The need for bank guarantees, parent company guarantees, and pre-payments are considered on an individual basis project by project.

LIQUIDITY RISK

Liquidity risk relates to the ability to meet financial obligations as they fall due.

Oceanteam has financial obligations due to both, major shareholders in respect of loans provided and to vendors. At the end of 2021, the balance of secured debt is USD 3 million. There is USD 0.5 million in trade payables and USD 2 million in other liabilities.

The loans from the banking consortium to Oceanteam Bourbon 101 AS and Oceanteam Bourbon 4 AS were fully repaid during 2021.

Obligations to vendors are mostly smaller in size and across a larger number of vendors.

The liquidity risk can be divided into short-term, medium-term, and long-term risks. The short-term risks relate to certain specific small vendors requiring immediate payment compared to incoming cash flows. This risk is managed through the incoming cash flow which the Group has from the Solutions division.

The medium-term risks relate to aggregation of smaller vendors. Due to increased solutions activity, cash flow fluctuation in medium term should remain covered by the cash flow from the performance of contracts in the Solutions segment. This medium-term risk is being managed by attempting to have contracts for a longer period in the Solutions division.

Long term risks relate to the repayment of the shareholder loans which has been managed by requesting deferral of the repayment of instalments and through the divestment of the shipping segment.

The operations of the Mexican office have been closed. Both the Tiburon II and Mantarraya II are laid up in Venezuela and subject to charges due to vendor claims.

The development of the offshore wind industry is expected to strengthen the income of the Solutions division and the effect of cost reduction objectives for operational expenditures and corporate expenses will carry on in 2022. The results and cash flow of the Solutions division will be key to maintain a stable cash flow.

Within Oceanteam Bourbon 4 AS, which is fully consolidated, as at 31 December 2021, there was cash of USD 0.3 million and no loan debt.
At the balance sheet date, the Group had a cash position of USD 2.8 million. The 100% owned subsidiary, Oceanteam Shipping B.V, had an overdraft facility of EUR 0.8 million which was not in use.

MARKET RISK

Market risk includes risk due to political, economic risk and other uncertainties, increased competition and risk of war, other armed conflicts and terrorist attacks. The deteriorated financial climate has an impact on projects in the renewable energy industries. Oceanteam expects the demand for Oceanteam Solutions' services may be affected by economic climate and global supply chain trends.

ORGANISATIONAL RISKS

Key subsections of Organizational Risks are risks related to the Corporate structure, Resources, Competencies, Procedures, Project Controls, Knowledge management, Systems and IT, -Interfaces, Reporting, Partners and Governance.

Oceanteam has gone through a major restructuring during the last three years. The Management and the Board of Directors have initiated a series of initiatives to improve the organization, including its procedures, systems, resources, controls and reporting. Improving the internal organisation is an on-going process. For 2022, further focus will be put on resources, competencies, and project and risk management controls. The Group is committed to continuously improve its organisational capabilities, processes and systems.

The Group's risk management and internal control are based on principles in the Norwegian Code of Practise for Corporate Governance. The Board of Directors' view is that continuous improvement of the Group's operations in a systemic manner is a necessity in order to manage risks and realise opportunities to ensure efficient and effective operations in line with stakeholders' expectations.

The Group has established routines for weekly, monthly and quarterly reporting regarding commercial, operations, liquidity, financing, investments, HSE, HR, and legal performance. As part of the monthly reporting, Management presents detailed budgets and forecast on a 12-month rolling-basis, and up to final maturity date of the outstanding loans. The Board of Directors considers the Group's reporting procedures to be satisfactory and in compliance with the requirements on risk management and internal control.

Liability insurance has been taken out for the Directors and Officers for their possible liability to the company and third parties.

POLITICAL RISKS

Key subsections of political risks are risks related to government, stakeholders, regulations, compliance, reputation, export controls, local requirements, community and license to operate.

The Group has the ambition to be an incident free organisation, onshore and offshore. The Group strives to improve safety and environmental performance across all worksites, globally.

Oceanteam's activities are carried out in compliance with laws and regulations valid in the relevant territory, including international protocols and conventions, which apply to the specific segments of operation. Changes to such regulatory frameworks, if not properly identified and implemented, may expose the Company to fines, sanctions or penalties. Compliance is enforced across both segments within the Group.

g. EVENTS AFTER THE BALANCE SHEET DATE

In April 2022, Mr Jacob Johannes van Heijst was elected as a member of the board.

h. SHAREHOLDER INFORMATION

SHAREHOLDER INFORMATION

Shares in Oceanteam ASA are publicly traded at the Oslo Stock Exchange. Per 31 December 2021 the Company had 34,338,833 shares traded under the ticker code ''OTS''. All shares are given equal voting rights. Shares are identified by the name of its owner or its owner's nominee account. As reflected in the Company's Articles of Association there are no restrictions relating to voting or transfer of ownership of the shares, nor are there mechanisms aimed at preventing takeovers. There are no specific representations, individual or in total, for shares owned by the employees.

MARKET VALUE OF THE SHARES

The shares on the Oslo Børs Stock Exchange were traded around NOK 2,35 per year end 2021 which gives a market valuation of the Company of approximately NOK 80.7 million on 31 December 2021 (in USD approximately USD 9.2 million at the conversion rate of 8.82), taking into account the share volume of 34.338.833 shares of the Company. The Company holds 0.37 percent treasury shares (127,573 shares). There are no restrictions in the Company's articles of association for trading the shares.

PARENT COMPANY

The parent company, Oceanteam ASA, showed a loss of USD 1.7 million standalone. The negative result was attributable to a lack of dividends from equity accounted investments and subsidiaries, with none being received in 2021, and to significant impairments recognised. The year-end impairment review of the company's investment in Oceanteam Bourbon 4 AS resulted in a write-off of USD 0.84 million.

The parent company's share capital per year-end 2021 amounted to USD 25.4 million (2020: USD 25.4 million) with a total equity of USD 10.8 million (2020: USD 12.4 million). The equity changes in the parent company are explained in detail in note 11 of the parent company. Net change in cash amounted to positive USD 1.5 million. The parent company is reporting its financial statements in USD as this is its functional currency and is in line with the Group reports.

RESULT AND EQUITY

The consolidated accounts show a loss for the period of USD 3.1 million. The consolidated total equity is USD 13.1 million as of 31 December 2021. The equity ratio as a percentage of the total assets is 71 percent.

ALLOCATION OF NET INCOME

The Company's financial statement has returned a loss of USD 1.7 million. The Board of Directors proposes to allocate this figure against uncovered losses.

The Group's consolidated financial statements have returned a loss of USD 3.1 million and no other comprehensive income. The Board of Directors proposes to allocate this figure against uncovered losses.

7. CONFIRMATION FROM THE BOARD OF DIRECTORS AND CEO

We confirm to the best of our knowledge that the financial statements for the period 1 January to 31 December 2021 have been prepared in accordance with current applicable accounting standards and give a true and fair view of the assets, liabilities, financial position and result for the period of the Company and the Group taken as a whole. We also confirm that the Board of Director's Report includes a true and fair review of the development and performance of the business and the position of the entity and the Group, together with a description of the principal risks and uncertainties facing the Company and the Group.

The Board recommends that Annual General Meeting of Shareholders adopts the Financial Statements for the year 2021.

Baerum / Norway, 13 April 2022

The Board of Directors and CEO of Oceanteam ASA

Keesjan Cordia	Karin Govaert	Jacob Johannes van Heijst	Hans Reinigert
Chairman	Director	Director	CEO

8. CORPORATE GOVERNANCE AND CSR

a) CORPORATE SOCIAL RESPONSIBILITY (CSR)

Corporate Responsibility (CR) at Oceanteam is a matter of making good and sustainable business decisions. The Company considers Corporate Responsibility a strategic benefit that adds value to the Company, its stakeholders and society. The goals of the Company regarding corporate responsibility are to increase the positive effects and reduce potential negative consequences of its operations.

As part of its responsibilities towards internal and external stakeholders, the Company has a number of policies expressing its position on governance matters that include safety, environment, business ethics and integrity. The Board of Directors is ultimately responsible for CR and governance activities. Development and oversight of the Corporate Responsibility as well as performance and reporting is delegated to the Management.

The Solutions business of Oceanteam holds Lloyds certificates for ISO 9001:2015, standards for quality, environmental and health and safety management.

WORKING ENVIRONMENT

At the end of 2021, the Company employed 7 people - contractors and marine crew not included - with various background and roots from all over the world, bringing together a broad mix of cultures. The people within Oceanteam are a crucial factor in the entire process of creating value for our customers.

For the future Oceanteam intends applying a systematic approach to the performance and achievements of the employees. The aim is to encourage, acknowledge and continuously motivate employees. Uniform job profiles for the Group have been implemented throughout the Company, which helps ensure our workforce is performing at its best for Oceanteam and its customers.

The percentage sick leave for 2021 was 18 percent. The Company has procedures in place to ensure employees have a good working environment.

PROFESSIONAL STANDARD, BUSINESS ETHICS AND ANTI-CORRUPTION

In December 2019 the Board of Directors of Oceanteam approved an updated code of ethics (“Code of Ethics”).

All permanent employees and managers, contractors, suppliers, subcontractors, representatives and other contracting parties of Oceanteam are required to act in accordance with the principles set forth in the Code of Ethics and to confirm in writing adherence to Oceanteam’s ethical standards.

EQUAL OPPORTUNITY

Oceanteam is fully committed to meeting its obligation to provide equal employment opportunities to all employees and applicants without regard to race, colour, religion, gender, national origin/ancestry, citizenship, age, sexual orientation, disability or other protected status. Most of Oceanteam’s employees work in the Netherlands, however a number of the staff represents other nationalities, backgrounds and cultures than those of the Netherlands and Norway.

The anti- discrimination laws’ objective is to promote gender equality, ensure equal opportunities and rights and to prevent discrimination due to ethnicity, national origin, descent, skin colour, language, religion and faith.

Oceanteam is actively and systematically working to comply with the anti-discrimination laws and actively to avoid discrimination in the fields of recruiting, salary and working conditions, promotion, development, opportunities and protection against harassment.

SAFETY

At times the Company engages in work under challenging conditions, making it imperative to maintain the safety of employees and customers, subcontractors, consultants and other parties. The foundation for this continuous diligence is the Company’s QHSE management system and the Integrated Management System (IMS) as well as regular risk assessments.

The Company’s QHSE policy is instrumental to the development of our employees to ensure that they are safe and comply with all relevant QHSE legislation. This is done through involvement in our introduction process and attendance at various mandatory training courses. Oceanteam requires all employees to adhere strictly to its policies and procedures. The Company rigorously enforces its obligation to ensure both the appropriate training and competences for the task in hand and the awareness of each employee of their rights and obligations in maintaining a healthy and safe workplace.

In 2021, no large-scale accidents or incidents were recorded in the Oceanteam group. Nor were any personal injuries reported in any Oceanteam company in 2021. Any and all reported incidents and accidents are always followed up with an investigation that is recorded and filed. The cause and solution of the investigation are recorded in a database.

NATURAL ENVIRONMENT

The desire to minimise harm to the natural environment continues to be a prime objective. Oceanteam Solutions’ Lloyds certification for ISO 9001:2015 and the Integrated Management System ensure a systematic approach to environmental management and continuous improvement throughout the Group.

The identified main aspects and potential negative impact from Oceanteam operations and locations are the use and transfer of oil, general waste production and pollution from waste oil and waste cooling fluids. Mitigating activities to reduce impacts and potential negative impacts include spill kits available on-site, work instructions for waste reduction and sorting and waste transfer notes kept on site. Oceanteam Solutions require smaller amounts of oil-use in their operations and use only biodegradable oil to ensure minimum environmental risk. The results of the environmental risk mitigation work in 2021 are deemed to be satisfactory, with zero reported leakage or spillage incidents.

b) CORPORATE GOVERNANCE POLICY

Adopted by the board of Directors on 3 April 2020

1 INTRODUCTION

1.1 Background

Oceanteam ASA ("**Oceanteam**" or the "**Company**") is a listed company, established and registered in Norway in accordance with Norwegian law. The Company and its subsidiaries (the "Group") make every effort to comply with all applicable laws and regulations, as well as with the Norwegian Code of Practice for Corporate Governance (Nw: "Norsk anbefaling for eierstyring og selskapsledelse") issued by the Norwegian Corporate Governance Board on 14 October 2021 (the "Code") and published at www.nues.no.

The Board of Directors (the "**Board**") adopted this Corporate Governance Policy (the "**Policy**") on 3 April 2020 to reflect and underline the Company's commitment to good corporate governance and to reflect the amendments to the Code on 17 October 2018. The Policy is intended both as a guiding instrument for the Board and the executive management and as a device to maintain good relations and trust with the various stakeholders of the Company and Group. In further implementation of this goal, the Board has also adopted an Insider Trading Policy and a Code of Ethics, applicable throughout the whole Group.

1.2 Purpose

This Policy includes measures implemented for the purpose of clarifying the division of roles between the shareholders, the Board and the executive management, consisting of the Chief Executive Officer ("**CEO**") and Chief Financial Officer ("**CFO**") more comprehensively and for ensuring an efficient management of and control over the Company's operations. The main goal is to have systems for communication, monitoring, accountability and incentives that enhance and maximise the corporate profit, the long-term health and overall success of the business, and the shareholders' return on their investment. The development of and improvements on the Company's corporate governance is a continuous process, to which the Board and the executive management devote a strong focus.

1.3 Regulatory framework

The Company is a Norwegian public limited liability company (ASA) listed on Oslo Børs (the Oslo Stock Exchange).

The Company is subject to the corporate governance requirements set out in the Norwegian Public Limited Liability Companies Act 1997 (the "**NCA**"), the Norwegian Securities Trading Act of 2007 as amended in 2014 (the "**STA**") and the Norwegian Stock Exchange Regulations (the "**SER**").

Any deviations from the guidelines provided in the Code will be explained in accordance with the "comply or explain" principle of the guidelines. The status of compliance in respect of each recommendation provided in the Code will also be set out in the Company's annual report in accordance with the requirements of section 3-3b of the Norwegian Accounting Act.

1.4 Management and Control of the Company

The management and control of the Company is shared between the shareholders, represented in the general meeting of shareholders of Oceanteam (the "**General Meeting**"), the Board and the CEO according to applicable company law. The Company has an external independent auditor elected by the General Meeting.

1.5 Corporate values and ethics

The Company is an offshore services and shipping company. In addition to owning, chartering and managing deep-water offshore construction service vessels, the Company also offers rental of equipment and integrated cable transport- and handling solutions.

The Board sets the core values and guides the affairs of the Group. This includes the Group's commitment to achieving its health and safety vision and the Group's adherence to the highest ethical standards in all of its operations. The Board integrates environmental improvement into its business plans and strategies, and seeks to embed sustainability into the Group's business processes. The Board monitors the Group's performance in these areas.

The Company holds certificates to the ISO 9001 standards for quality, environmental and health & safety management.

The Company further strives to maintain a high ethical standard. All employees are appropriately trained and confirm adherence with the Group ethical principles set forth in the Group Code of Ethics.

2 BUSINESS

The operations of the Company shall be in compliance with the business objective set forth in its Articles of Association.

The Company's business purpose reads as follows:

"The objective of the company is sale, purchase, contracting, acquiring, lease and operation of vessels and equipment with associated services directly through wholly or partly owned subsidiaries. The company may sell assets, including shares in subsidiaries, and invest and participate in other companies".

3 THE BOARD OF DIRECTORS

3.1 Role

Oceanteam shall be directed by an efficient Board with collective responsibility for the success of the Company. The Board represents, and is accountable, to the shareholders of the Company. The Board shall define clear objectives, strategies and risk profiles for the Company's business, such that the Company creates value for the shareholders.

The Board has both managerial and supervisory duties and sets clear objectives and strategically guides the Company by effectively monitoring the executive and senior management, the financial situation of the Company and the Company's accountability towards- and communication to its shareholders. The Board has overall responsibility for the operational and financial performance of the Group and will review this on a regular basis.

The Board shall approve major capital projects and related capital expenditures, as well as significant investments and disposals, acquisitions, mergers and divestments. The board shall approve loans and other financing for the Group.

The Board could take board positions in Joint ventures. The Board delegates to the executive management the implementation of the strategy and business plan. The Board ensures that the Company is efficiently organised and that its operations are carried out in accordance with all applicable laws and regulations, in accordance with the objectives of the Company and its purpose pursuant to its Articles of Association, and within the guidelines given by the shareholders through resolutions in General Meetings from time to time.

In order to ensure efficient and thorough working procedures, the Board may appoint one or more working committees to prepare matters for final decision by the Board. The appointment, composition and mandate of such committees shall be made in due consideration of issues such as the nature of the envisaged project and the particular skills required and may include board members.

The Board shall ensure that members of the Board and executive personnel make the Company aware of any material interests that they may have in matters to be considered by the Board.

The Board shall initiate activities, processes and investigations as it deems necessary in order to carry out its responsibilities as may be required from time to time by one or more Board members, employees or relevant external parties.

3.2 Financial control, risk management and internal control

3.2.1 Supervision

The Board shall at all times ensure that it has a clear view on the financial situation of the Company and has a duty to ensure that the Company's operations, accounting and asset management are subject to satisfactory control. The members of the Board have full and free access to officers, employees and the books and records of the Company and specifically to the key executive functions stipulated under sections 4 and 5 hereof. The Board shall ensure that the CEO reports monthly to the Board on the Company´s activities, position and financial situation.

3.2.2 Adequate capitalisation

The Board shall evaluate whether the Company's capital and liquidity are adequate in relation to the risks and the scope of the Company's operations at all times and whether it fulfils the minimum requirements established by law. The Board shall immediately take adequate measures should it be apparent at any time that the Company's capital or liquidity is less than adequate.

If the Board requests the General Meeting to grant authority to the Board to increase the share capital, the Board will ensure that the increase is designated for a specific purpose. If several purposes are of relevance, each purpose should be dealt with separately in the General Meeting.

3.2.3 Risk management and internal control

The Board shall ensure that the company has sound internal control and systems for risk management that are appropriate in relation to the extent and nature of the Company's activities and shall be regularly briefed by the Chief Financial Officer ("CFO") thereon. Internal control and the systems shall encompass the Company's corporate values and guidelines for ethical and corporate social responsibility. The Board will carry out an annual review of the Company's most important areas of exposure to risk and its internal control arrangements. In compliance with section 3-3b of the Norwegian Accounting Act, the Board will provide an account in the annual report of the main features of the Company's internal control and risk management systems as they relate to the Company's financial reporting.

3.3 Composition

3.3.1 Number of directors

The Board shall be elected by the General Meeting.
The Company currently has no employee representatives on its Board.

3.3.2 Independent directors

The Company shall have a majority of directors that are independent from its executive management and main business partners, and no representatives of the executive management shall be a member of the Board. Further, the Board shall include at least two directors that are independent of the Company's major shareholders, i.e. shareholders holding more than 10 % of the Company's shares.

Independence shall for these purposes mean that there are no circumstances or relationships that are likely to affect or could appear to affect the director's independent judgement. The evaluation of whether a director is independent shall be based on the criteria set out in section 8 of the Code.

The Company may be in need of in-depth support to the executive management for the day-to-day business of the Company by experienced senior professionals with profound knowledge of the Company. To the extent that the CEO considers that there is such need of expertise and one or more of the directors fulfil these criteria, the CEO shall indicate to the Board that it is deemed beneficial for the Company that a director provides the required support. Such support can be provided through specific project agreements. In order to ensure transparency about such project agreements, any agreements for additional services provided by directors shall be approved by the Board and submitted to the General Meeting for approval.

The members of the Board are encouraged to hold shares in the Company.

3.4 Appointment and termination – Nomination and Remuneration Committee

The Board or any shareholders may recommend candidates for the Board, whereas any recommendation shall be supported by justification including information on each candidate's competence, capacity and independence with the aim to attract reputable and experienced professionals with relevant knowledge and skills for the Company. The members of the Board are appointed by the shareholders in a General Meeting for a period of two years. The Board elects the Chairman of the Board. The shareholders in a General Meeting can resolve to remove directors.

The Company's size entails that the Company views it as an unnecessary costly arrangement to have a separate Nomination and Remuneration Committee and has therefore chosen to deviate from section 7 of the Code.

3.5 Proceedings

The Board shall adopt guidelines on the division of responsibilities between the executive management and the Board. The Board will hold board meetings as often as required, whereas such meetings may be conducted by a conference call.

3.6 Annual evaluation

The Board will annually evaluate its performance in the previous year and the performance of the CEO.

4 THE EXECUTIVE MANAGEMENT

4.1 THE CEO

4.1.1 Appointment

The Board appoints and removes the CEO.

4.1.2 The Tasks and Procedures applicable to the CEO

The CEO is in charge of the day-to-day management of the Company's business and shall comply with the guidelines and instructions issued by the Board and in accordance with applicable laws and regulations.

4.1.3 The CEO's Duties to the Board of Directors

The CEO shall at least each month at a meeting or in writing, provide the Board with information of the Company's business, position and financial situation. The CEO shall ensure that the Board receives accurate, relevant and timely information that is sufficient to allow the Board to carry out its duties.

4.2 The CFO

The Board appoints and removes the CFO. The CFO reports to the CEO. The CFO is authorised to participate in the meetings of the Board as required and shall have primary responsibility for managing the company's finances, including treasury, financial planning, management of financial risks, record-keeping and financial reporting.

5 OTHER EXECUTIVE FUNCTIONS

5.1 The Corporate Counsel

The Corporate Counsel shall give solicited and unsolicited advice on matters relating to governance, ethics, risk assessment, agreements and arrangements that bind the Company and any matters that have legal implications and is responsible to regularly report thereon to the CEO. The Board may invite the Corporate Counsel to participate in meetings of the Board and the Corporate Counsel may interact directly with the Board on any matters with corporate governance- and legal implication.

6 REMUNERATION OF DIRECTORS AND CEO

6.1 Remuneration of Directors

The remuneration of the directors shall be determined by the shareholders in a General Meeting and be disclosed in the annual accounts of the Company. Additional remuneration may be granted to members of the Board who are appointed to board committees. Any remuneration in addition to normal director's fee shall be approved as stated in section 3.3.2 hereof and shall be specifically identified in the annual report of the Company.

The Company deems it beneficial that the directors have aligned interests with the Company's shareholders and other stakeholders. Therefore, the Company may choose to remunerate Board members through performance-based remuneration schemes such as options. The Company has therefore chosen to deviate from section 11 of the Code.

Directors shall be encouraged to invest part of their remuneration in shares in the Company at market price.

6.2 Remuneration of CEO

The Board shall adopt a statement with guidelines in respect of the remuneration of the CEO that is to be considered by the General Meeting. The statement should be produced as a separate appendix to the notice for the annual General Meeting. The guidelines for remuneration of executive personnel should clearly state which aspects of the guidelines are advisory and which, if any, are binding 6 (equity-based remuneration). Based on this division, separate votes should be held on these aspects of the guidelines at the General Meeting.

Remuneration including any performance related incentive to the CEO shall be determined by the Board in meeting. All elements of remuneration to the CEO, and the total remuneration for the CEO shall appear from the annual report.

The Board may at its sole discretion, grant performance related incentive to employees. The incentive cannot exceed one year's annual salary, unless the Board decides otherwise and substantiates such decision. The Board may develop incentive schemes for the Group in order to align the motivation goals of personnel with that of the Company and enhance the value creation capacity for the shareholders.

6.3 Severance payments

No employees of the Group shall have employment contracts granting notice periods of more than 12 months.

7 DISCLOSURE AND TRANSPARENCY

7.1 General

The Company shall at all times provide its shareholders, the stock market (Oslo Børs) and the financial markets generally (through Oslo Børs' information system) with timely and accurate information. Such information will take the form of annual reports, semi-annual interim reports, press releases, stock exchange notifications and investor presentations, as applicable. The Company shall seek to clarify its long-term potential, including its strategy, value drivers and risk factors. The Company shall maintain an open and proactive investor relations policy, a best-practice website and may give presentations as the Board deems fit in connection with annual and interim results.

The Company shall disclose insider information in accordance with prevailing applicable laws. The Company will disclose relevant events including, without limitation, board and shareholder resolutions regarding dividends, mergers/de-mergers or changes in share capital, issue of warrants, convertible loans and all agreements of material importance that are entered into between group companies or related parties.

7.2 Communication with Shareholders

The Board shall make itself available for discussions with the major shareholders to develop a balanced understanding of the issues and concerns of such shareholders, subject always to the provisions of the NCA, the STA, the SER and the principle of fair treatment of shareholders stipulated under section 8 hereof. The Chairman shall ensure that the views of shareholders are communicated to the entire Board.

Information given to the Company's shareholders shall simultaneously be made available on the Company's website.

8 FAIR TREATMENT OF SHAREHOLDERS

8.1 General

The Board shall take into account the interest of all shareholders of the Company and treat all shareholders fairly. There is and will remain to be only one class of shares and all shares are and will remain freely transferrable. If and when applicable, the reason for any proposed deviation from the pre-emptive rights of shareholders to participate in new share capital increases will be explained and included in notifications to the market.

8.2 Approval of agreements with shareholders and other related parties

All transactions that are not immaterial between the Company and a shareholder of the Company (or related parties thereto) will be subject to a valuation from an independent third party and shall be approved by the Board. If the consideration exceeds 5 % of the Company's share capital such transactions shall be approved by the shareholders in a General Meeting, to the extent required by the NCA Section 3-8.

The directors and the executive and senior management shall notify the Board if they have any material direct or indirect interest in any transaction entered into by the Group.

9 AUDIT

Under Norwegian law, the Company's auditor is elected by the shareholders in a General Meeting.

The Board shall make recommendations to the General Meeting on the auditor's appointment, removal and remuneration and shall also monitor the auditor's independence, including the performance by the auditor of any non-audit work.

The Board will inform the shareholders in the Annual General Meeting (the "**AGM**") on the auditor's fees specified on audit and non-audit work respectively.

The Company shall have an audit committee (the "**Audit Committee**") that consists of two or more Board members that have the required qualifications. The Audit committee may involve specialists and nominate advisors to support the work of the Audit Committee. The Audit Committee may request the CFO to directly provide to the Audit Committee information related to financial reporting, financial risks, internal controls over financial reporting and corresponding compliance aspects.

The auditor shall annually present a plan for the auditing work to the Audit Committee or to the Board and have at least one annual meeting with the Audit Committee or the Board to go through the Company's internal control systems and to identify possible weaknesses and potential areas of improvement.

10 DIVIDEND POLICY

The Company's objective is to yield a competitive return on invested capital to the shareholders through a combination of distribution of dividends and increase in share value. In evaluating the amount of dividend, the Board of Directors shall place emphasis on certainty, foreseeability and stable development, the Company's dividend capacity, the requirements for sound and optimal equity capital as well as for adequate financial resources to enable future growth and investments, and the ambition to minimise the cost of capital.

The AGM can resolve to grant a mandate to the board of directors to approve the distribution of dividends on the basis of the approved annual accounts. Such a mandate should be based on the existing dividend policy. The explanation for the proposal to grant a mandate should state, inter alia, how the mandate reflects the Company's dividend policy.

11 SHAREHOLDER MEETINGS

The shareholders represent the ultimate decision-making body of Oceanteam through the General Meetings.

The AGM of the Company will be held each year before the end of June. The AGM shall approve the annual accounts and report and the distribution of dividend, as well as make such resolutions as required under applicable laws and regulations.

The Board may convene an extraordinary general meeting (**"EGM"**) whenever deemed appropriate or when such meetings are required by applicable laws or regulations. The Company's auditor and any shareholder or group of shareholders representing more than 5 % of the current issued and outstanding share capital of the Company may require that the Board convene an EGM.

The Board will make arrangements to ensure that as many shareholders as possible are enabled to exercise their shareholders' rights by attending the General Meetings, and that the General Meetings become an active arena for meetings between the Board and the shareholders by inter alia:

- Ensuring that at all times a member of the Board attends the General Meetings.
- Posing the summons together with the agenda and all documents pertaining to each matter on the agenda on the Company's website not later than 21 days prior to the date of the meeting (except when otherwise decided by the General Meeting, cf NCA section 5-11b) irrespective of whether the Company also resolves to summon the meeting by way of other forms of communication ref § 7 in the Company's articles of association.
- Posing in the same manner on the website information and any forms required to be used in order to vote by proxy or by letter, unless such forms have been submitted directly to each shareholder.
- Ensuring that the shareholders are adequately informed about their right to vote by proxy and of the procedures to be observed in doing so.
- Ensuring that the summons, the documents and any further supporting material are sufficiently detailed and comprehensive in order for the shareholders to understand and form an opinion on the matters at hand.
- Ensuring that the summons specify that any shareholder wishing to attend the General Meeting must notify the Company within a certain time limit stated in the notice, which must not expire earlier than five days before the General Meeting, ref § 8 in the Company's articles of association. Shareholders failing to notify the company within the specified time limit may be denied access to the General Meeting.

The Company will publish the minutes from General Meetings as an Oslo Stock Exchange notice and on its website immediately or as soon as possible after the meeting and will also keep them available for inspection at the Company's offices.

The Board will not make contact with shareholders of the Company outside the General Meeting in a way that may unfairly discriminate between the shareholders or infringe on any applicable laws or regulations.

12 CHANGE OF CONTROL, TAKEOVERS

12.1 General

The shares in Oceanteam are freely transferable, and the Company shall not establish any mechanisms that may hinder a takeover or deter takeover-bids, unless this has been resolved in a General Meeting by a two-third majority of votes cast and share capital represented. However, the Board may, in the case of a takeover-bid, take such actions that evidently are in the best interest of the shareholders, such as, inter alia, advising the shareholders in the assessment of the bid and, if appropriate, seeking to find a competing bidder ("white knight"), always provided that the Board should not hinder or obstruct any take-over bids for the Company's activities or shares.

In the event of a take-over bid for the Company's activities or shares, the Board has a particular responsibility to ensure that shareholders are given sufficient information and time to form a view on the offer. The Company's Board shall issue a statement including a recommendation as to whether shareholders should accept the offer. If the Board finds itself unable to give a recommendation to shareholders, it shall explain the background for not making such a recommendation. The Board's statement on a bid shall make it clear whether the views expressed are unanimous, and if this is not the case it shall explain the basis on which specific members of the Board have excluded themselves from the Board's statement. The Board shall arrange a valuation from an independent expert. The valuation shall be published and explained at the latest at the same time as the Board's statement.

12.2 Overview of Norwegian statutory provisions on takeovers

12.2.1 Voluntary offer

An offer to acquire shares in Oceanteam which, if accepted, triggers an obligation to put forward a mandatory offer must be made in an offer document and according to the requirements for voluntary offers set forth in the STA.

12.2.2 Mandatory offer

Subject to certain exceptions, a mandatory offer has to be made in the event an acquirer (together with any concert parties) acquires more than 33 %, 40% or 50% of the voting shares in the Company.

The requirement to make a mandatory offer is triggered when a purchaser becomes the owner of such percentage of the shares. A mandatory offer must be made within four weeks after the threshold was passed. The only alternative to a mandatory offer at such stage is to sell a sufficient number of shares to fall below the relevant threshold.

All shareholders must be treated equally and the price to be paid is the higher of (i) the highest price paid by the purchaser during the last six months, and (ii) the market price when the obligation to make the mandatory offer was triggered. The offer must be made in cash or contain a cash alternative at least equal in value to any non-cash offer.

12.2.3 Compulsory Acquisition (“Squeeze out”)

Compulsory acquisition of the remaining shares may be initiated by a shareholder who holds more than 90 % of the shares and voting rights. The acquisition is initiated through a Board decision of the shareholder and payment of the price offered. Failing agreement between the parties, the price shall be determined through a valuation by the court, but the acquirer will obtain title to the shares immediately.

C. CORPORATE GOVERNANCE DEVIATIONS

Oceanteam ASA (“Oceanteam” or the “Company”) adopted an updated Corporate Governance Policy in 2020 (the “Policy”) which outlines the Company’s governing principles in accordance with applicable laws and regulations, as well as the Norwegian Code of Practice for Corporate Governance dated 17 October 2018 (the “Code”).

The Company has assessed its Policy for compliance with the Code which resulted in the amended Policy adopted on 3 April 2020. Oceanteam’s board of directors actively adheres to good corporate governance standards and ensures at all times that the Company complies with the applicable corporate governance principles or explains possible deviations therefrom.

In relation to the above, the Company’s corporate governance principles comply with the Code, with the following exceptions:

- Nomination Committee (Section 7 of the Code and Section 3.4 of the Policy)

  The Company has not appointed a nomination committee, as in the Company’s opinion, it is a costly arrangement, considering the size of the Company, therefore the Company has chosen to deviate from the Code, acting in accordance with section 3.4 of the Policy.

- Remuneration of Directors and Management (Section 11 of the Code and Section 4 of the Policy).

  The Policy contains deviating arrangement from Section 11 of the Code the Company may enter into an agreement with a member of the board which is subject to approval of the General Meeting.

- Equal Treatment of Shareholders and transactions with close associates (Section 4 of the Code and Section 6.2 of the Policy)

  The Company has implemented appropriate measures to identify and record such transactions with related parties with the aim to ensure that all material related party transactions have been disclosed to all shareholders through shareholder meetings and in the annual accounts, and that all such transactions have been made at arm’s length. All employees are required to annually disclose their related parties. In addition, all employees and contractors are required to attend training and confirm their adherence with the Company’s Code of Ethics, which is also applicable for Company’s associates, contractors and agents.

  Remuneration of Directors

  The Company deems it beneficial that the directors have aligned interests with the Company’s shareholders and other stakeholders. Therefore, the Company may choose to remunerate Board members through performance-based remuneration schemes such as options. The Company has therefore chosen to deviate from section 11 of the Code as stipulated in Section 4.1 of the Policy, however, as per the date of this financial report no such schemes have been implemented.

- Board of directors composition and independence (Section 8 of the code and 3.3.2 of the policy)

  As of April 2022, the company deviates from section 8 of the code and 3.3.2 of the policy as only one of the members of the board elected by shareholders is independent of the company’s major shareholders. The board of directors of the Company consider the direct involvement and alignment of major shareholders as crucial during the transitional phase the company is currently in.

9. FINANCIAL STATEMENTS GROUP

Consolidated statement of profit or loss and other comprehensive income

GROUP

USD '000

	Notes	2021	2020
Revenue	5, 6	5.747	5.936
Net income from associates and joint ventures	5, 26	-	-
Total operating income		**5.747**	**5.936**
Operating costs	5	(3.249)	(3.393)
Personnel costs	5, 8	(1.652)	(1.298)
General & administration	5, 9	(748)	(562)
Depreciation and amortisation	5, 11, 12	(1.129)	(1.100)
Write off / Impairment	5, 12	(165)	-
Total operating expenses		**(6.943)**	**(6.353)**
Operating profit profit / (loss)		**(1.196)**	**(417)**
Financial income		-	19
Financial expense	18	(231)	(258)
Provision for expected credit loss guarantee	14	-	-
Foreign exchange gain / (loss)		(75)	148
Net finance		**(306)**	**(91)**
Ordinary profit / (loss) before taxes		**(1.502)**	**(508)**
Tax expense	5, 13	(50)	(750)
Profit / (loss) from continuing operations		**(1.552)**	**(1.258)**
Profit / (loss) from discountinued operation	5, 28	(1.574)	(71.930)
Profit / (loss) for the period		**(3.126)**	**(73.188)**
Other comprehensive income/cost		-	-
Total comprehensive income for the period		**(3.126)**	**(73.188)**

Consolidated statement of profit or loss and other comprehensive income

GROUP

USD '000

	2021	2020
Profit / (loss) attributable to:		
Owners of the company	(2.326)	(45.714)
Non controlling interests	(800)	(27.473)
Profit / (loss)	**(3.126)**	**(73.188)**
Total comprehensive income attributable to:		
Owners of the company	(2.326)	(45.714)
Non controlling interests	(800)	(27.473)
Total comprehensive income / (loss) for the period	**(3.126)**	**(73.188)**
Earnings per share (in USD)		
Basic earnings per share (in USD)	(0,09)	(2,14)
Dilutive earning per share (in USD)	(0,09)	(2,14)
Weighted average of shares during the period ('000)	34.211	34.211

Consolidated statement of financial position

GROUP

USD '000

	Notes	31-12-2021	31-12-2020
Non-current Assets			
Investment in associates and joint ventures	26	-	-
Vessels and equipment	12	12.976	44.060
Deferred tax assets	13	200	250
Right of use assets	11	-	481
Total non-current assets		**13.176**	**44.791**
Current Assets			
Trade receivables	14	974	2.481
Other receivables	14	1.637	2.294
Total receivables		**2.611**	**4.774**
Cash and cash equivalents	**15**	**2.751**	**3.191**
Total current assets		**5.362**	**7.965**
Total assets		**18.538**	**52.756**

Consolidated statement of financial position

GROUP

USD '000

	Notes	31-12-2021	31-12-2020
Equity and liabilities			
Share capital	17	25.403	25.403
Treasury shares		(128)	(128)
Share premium		1.304	1.304
Uncovered loss		(14.671)	(12.345)
Equity attributable to owners of the Company		**11.909**	**14.235**
Non-controlling interests	16	1.219	2.019
Total non-controlling interests		**1.219**	**2.019**
Total equity		**13.128**	**16.254**
Loans and borrowings	18	3.000	3.000
Lease liabilities	11	-	405
Total non current liabilities		**3.000**	**3.405**
First year installments	18	-	22.164
Lease liabilities	11	-	107
Trade payables	19	452	1.674
Tax payable	13	-	2
Public charges		36	58
Provisions	19	543	543
Other current liabilities	19	1.380	8.549
Total current liabilities		**2.410**	**33.097**
Total liabilities		**5.410**	**36.502**
Total equity and liabilities		**18.538**	**52.756**

Baerum / Norway, 13 April 2022

The Board of Directors and CEO of Oceanteam ASA

Keesjan Cordia	Karin Govaert	Jacob Johannes van Heijst	Hans Reinigert
Chairman	Director	Director	CEO

Consolidated statement of changes in equity

GROUP

USD '000

	Share capital	Treasury shares	Share premium	Uncovered loss	Non controlling interests	Total equity
Equity at 1 January 2021	25.403	(128)	1.304	(12.344)	2.019	16.254
Profit / (loss)				(2.326)	(800)	(3.126)
Total comprehensive income	**-**	**-**	**-**	**(2.326)**	**(800)**	**(3.126)**
Equity per 31 December 2021	**25.403**	**(128)**	**1.304**	**(14.671)**	**1.219**	**13.128**

	Share capital	Treasury shares	Share premium	Uncovered loss	Non controlling interests	Total equity
Equity at 1 January 2020	25.403	(128)	1.304	33.371	29.492	89.442
Profit / (loss)				(45.714)	(27.473)	(73.188)
Total comprehensive income	**-**	**-**	**-**	**(45.714)**	**(27.473)**	**(73.188)**
Equity per 31 December 2020	**25.403**	**(128)**	**1.304**	**(12.344)**	**2.019**	**16.254**

Consolidated cash flow statement

GROUP

USD ‘000

	Notes	2021	2020
Ordinary profit / (loss) before taxes		**(1.502)**	**(508)**
Net finance costs		306	91
Interest received		-	19
Interest paid		(263)	(225)
Depreciation and amortisation	5, 11, 12	1.129	1.100
Provision for loan guarantee expense	14	-	-
Tax paid	13	-	-
Net income of associates	26	-	-
Write off assets	5 ,12	165	-
Change in trade receivables	14	255	(728)
Change in other receivables	14	1.939	(535)
Change in trade payables	19	(877)	594
Change in other accruals	19	1.415	(1.170)
Other changes		2	(26)
Net cash flow from operating activities		**2.568**	**(1.387)**
Cash out due to investments	12	(16)	(132)
Cash in due to disposals		2	-
Net cash flow from investing activities		**(14)**	**(132)**
Increase / (decrease) in overdraft facility	18	(81)	82
Repayment of lease liability principle	11	(54)	(50)
Net cash flow from financing activities		**(135)**	**32**
Cash flows from discontinued operations			
Net cash outflow from operating activities	28	(10.048)	3.008
Net cash outflow from financing activities	28	(22.298)	(49)
Net cash inflow from investing activities	28	29.488	(3.108)
Net increase / (decrease) in cash from discontinued operations		**(2.858)**	**(149)**
Net change in cash and equivalents		**(440)**	**(1.636)**
Cash and equivalents at start of period		**3.191**	**4.827**
Cash and equivalents at end of period		**2.751**	**3.191**

9. NOTES FINANCIAL STATEMENTS GROUP

Note 1 - Corporate information

Oceanteam is an investment platform for marine and offshore assets with particular focus on the energy transition.

Oceanteam Solutions is an independent offshore cable-services provider. With an asset-base of carousels, loading towers, tensioners and other ancillary equipment as well as a large team of competent cable handling crew, Oceanteam Solutions supports the marine cable industry with a variety of services such as short- and long-haul cable transport, cable storage and handling on a global basis.

Oceanteam Shipping consisted of its fleet of large and advanced offshore vessels.

Oceanteam is Lloyd's ISO certified.

Oceanteam has an office in Velsen-Noord, the Netherlands. The corporate headquarters is in Baerum, Norway.

The Company is a public limited company incorporated and domiciled in Norway. The address of its registered office is Strandveien 15, 1366 Lysaker, Baerum, Norway.

The Company is listed on the Oslo Stock Exchange and is traded under the ticker code "OTS". The consolidated financial statements were authorised for issue by the Board of Directors on 13 April 2022 and are based on the assumption of going concern. The Group annual accounts consist of the Parent company Oceanteam ASA with its subsidiaries, joint venture companies and associated companies.

Note 2 - Summary of significant accounting policies

2.1 Basis of preparation

The group accounts for Oceanteam ASA are prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU and the Norwegian Accounting Act § 3-9.

The Group's financial statements are based on the principle of historical cost of acquisitions, construction or production. The financial year follows the calendar year. The group was established on 5 October 2005.

The preparation of the financial statements, which are in conformity with IFRS, require the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are disclosed in Note 4.

IFRSs and IFRICs effective for annual periods beginning on 1 January 2021

Oceanteam ASA has not implemented any new standards with effect from 1 January 2021.

IFRSs and IFRICs issued but not yet effective

The following standards, interpretations and amendments were issued before the issuance of the company's financial statements.

- IFRS 16 amendments, regarding Covid-19-related rent concessions - Effective date 1 April 2021

- IFRS 3 amendments, updating reference to the Conceptual Framework - Effective date 1 January 2022
- IAS 37 amendments, regarding onerous contracts - Effective date 1 January 2022
- IAS 16 amendments, regarding proceeds before intended use - Effective date 1 January 2022

- IFRS 17 and IFRS 17 amendments, regarding Insurance contracts - Effective date 1 January 2023
- IAS 8 amendments, regarding accounting estimates - Effective date 1 January 2023
- IAS 12 amendments, regarding how companies account for deferred tax - Effective date 1 January 2023
- IAS 1 amendments, regarding classification of current and non-current liabilities and disclosure of accounting policies - Effective date 1 January 2023

These are not expected to have a significant impact on the Group's consolidated financial statements.

2.2 Basis of consolidation

A) Business combinations

The Group accounts for business combinations using the acquisition method when control is transferred to the Group. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in the Consolidated statement of profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities. Contingent consideration is measured at net present value and regulated quarterly using a discount rate similar to WACC.

B) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group 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. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

C) Non-controlling interests

NCI and related goodwill is measured at their share of fair value. Changes in the Group's interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions. NCI Investments and related goodwill are assessed for impairments quarterly and tested for impairment annually.

D) Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in the Consolidated statement of profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

E) Interests in equity-accounted investees

The Group's interests in equity-accounted investees comprise interests in associates and joint ventures. Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. Joint ventures are those arrangements in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates and joint ventures are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and OCI of equity-accounted investees, until the date on which significant influence or joint control ceases.

F) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

2.3 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Group's Board of Directors to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

Segment results that are reported to the Board of Directors include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly group administrative expenses, head office expenses, and income tax assets and liabilities.

The offshore shipping operations and solutions driven services, including equipment rental, are reported in two different segments. For more information, please refer to note 5.

2.4 Foreign currency translation

(a) Functional and reporting currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in USD, which is the functional currency of the parent company.

(b) Transactions and balances

Transactions in foreign currencies are translated into the respective functional currencies of Group companies.
Transactions are recognized at the transaction date exchange rate. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate on the reporting date. Foreign currency differences are generally recognised in profit or loss.

Non-monetary items at historical cost are translated, but at the rate at the date of the transaction (they are not re-translated)

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyper inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(a) Assets and liabilities are translated at the closing rate at the date of that statement of financial position.

(b) Income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions).

(c) All resulting exchange differences are recognised as a separate component of other comprehensive income.

Translation differences that are related to NCI are allocated to NCI. On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings and other currency instruments designated as hedges of such investments, are taken to shareholders equity. When a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are recognised in the income statement as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. These consolidated financial statements are presented in USD. All financial information presented in USD has been rounded to the nearest thousand.

2.5 Non-current assets – Property Plant and Equipment

A) Recognition and Measurement

Construction Support Vessels (CSVs) and Machinery – Principles applied

The CSV's and machinery are accounted for under the cost model. They are initially recognised at cost, including all costs necessary to bring the assets to their working condition for intended use. Under the cost model the assets are carried at cost less accumulated depreciation and impairment.

On a recurring basis, the CSV's and machinery are investigated for indications of impairment, and at a minimum every year an impairment test is performed, comparing the carrying amount with the recoverable amount (higher of fair value less costs of disposal and value in use).

Other Tangible Fixed Assets – Principles applied

All other tangible fixed assets are initially recognised at acquisition cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

Components of cost

Cost includes expenditures that are 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. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

B) Subsequent Expenditure

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

C) Depreciation

Depreciation is calculated using the straight line method to allocate their cost, less their residual values, over their estimated useful lives, as follows:

- CSV vessels 25 years
- CSV vessels dry dock additions 5 years
- Fast Support Vessels 15 years
- Machinery and equipment 10–15 years
- Furniture, fittings and equipment 3–8 years

The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

D) Disposal

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized within other (losses)/gains – net, in the income statement.

E) Component accounting

When an item of vessel, plant and equipment comprises individual components for which different depreciation methods or rates are appropriate, each component is depreciated separately. A separate component may be either a physical component, or a non-physical component that represents a major inspection or overhaul. An item of vessel, plant and equipment will be separated into parts ("components") when those parts are significant in relation on the total cost of the item.

F) Impairment

Non-financial assets that are subject to depreciation are tested for impairment according to IAS 36 whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

The recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value-in-use. The recoverable amount is determined for an individual asset if it generates cash inflows that are largely independent of those from other assets or group of assets. An impairment loss is recognized for the amount by which the assets or CGU's carrying amount value (net book value) exceeds its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money, and risks specific to the asset.

2.6 Trade and other receivables

Trade receivables are initially measured at their transaction price (as defined in IFRS 15). Other receivables are initially recognised at fair value plus any directly attributable transaction costs.

Subsequent to initial recognition, both trade receivables and other receivables are measured at amortized cost.

IFRS 9 'Financial Instruments' requires the use of an expected credit loss impairment model and requires the Group to record allowances for expected credit losses.

For trade receivables (with no significant financing component) expected credit losses are measured at an amount equal to the lifetime expected credit losses. For lease receivables, in scope of IFRS 16, Oceanteam has chosen to measure expected credit losses equal to the lifetime expected credit losses.

2.7 Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

2.8 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Where any group company purchases the Company's equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes), is deducted from equity attributable to the Company's equity holders until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received (net of any directly attributable incremental transaction costs and the related income tax effects) is included in equity attributable to the Company's equity holders.

2.9 Trade payables

Trade payables are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost using the effective interest method.

2.10 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the date of statement of financial position.

Borrowing costs are capitalised to the extent that they are directly attributable to the purchase, construction or production of a non-current asset. Borrowing costs are capitalised when the interest costs are incurred during the noncurrent asset's construction period. The borrowing costs are capitalised until the date when the non-current asset is ready for use. If the cost price exceeds the recoverable amount, an impairment loss is recognised. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.11 Tax

(a) Taxes

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the balance sheet method, providing for 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 the following temporary differences:

- the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit
- differences relating to investments in subsidiaries and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. 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 income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognised to the extent that it is more likely than not that future taxable profit will be available against which the temporary difference can be utilised. 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.

When an entity has a history of recent losses, the entity recognises a deferred tax asset arising from unused tax losses or tax credits only to the extent that the entity has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised by the entity.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend is recognised.

(b) Shipping activities

The shipping activities have operated in several countries and under different tax schemes, including the ordinary tax system in Norway and the Norwegian tonnage tax system. In addition, we operate under local tax systems in various countries. Our onshore activities are generally subject to the ordinary corporate tax rates within the country in which the activities are located. The variation in the tax systems and rates may cause tax costs to vary significantly depending on the country in which profits are accumulated and taxed. The Group's taxes include taxes of Group companies based on taxable profit for the financial period, together with tax adjustments for previous periods and the change in deferred taxes. Tax credits arising from subsidiaries' distribution of dividends are deducted from tax expenses.

Companies taxed under special tax shipping tax systems will generally not be taxed on their net operating profit from the approved shipping activities. A portion of net financial income and other non-shipping activities are normally taxed at the ordinary applicable tax rate. Taxation under shipping tax regimes requires compliance to certain requirements, and breach of these requirements could lead to forced exit of the regime. A forced exit of the Norwegian shipping tax system can lead to accelerated tax payments. Tax payable and deferred taxes are recognised directly in equity to the extent that they relate to factors that are recognised directly in equity.

2.12 Employee benefits

Pension obligations

The Group has a defined contribution plan. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The obligations for contributions to defined contribution plans are expensed as the related service is provided. The defined contribution plan complies with the applicable requirements.

2.13 Provisions

Provisions for environmental restoration, restructuring costs and legal claims are recognised when: the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Restructuring provisions comprise lease termination penalties and employee termination payments. Provisions are not recognised for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

2.14 Revenue recognition

Oceanteam's business is engineering services consisting of both engineering and design services and equipment rental to support our clients (Solutions Segment). Oceanteam owned, chartered and managed deep-water offshore construction support vessel (Shipping Segment) which has been discontinued.

Project revenue is based on operations where Oceanteam utilises its vessels, equipment and personnel to perform services for our clients.

Under IFRS 15 'Revenue from Contracts with Customers' revenue is recognised when separate performance obligations are satisfied. When performance obligations are satisfied at a future point in time, costs incurred relating to the performance obligations are deferred and recognised as assets in the consolidated statement of financial position. The costs incurred are expensed in line with the satisfaction of the performance obligation.

The Groups' revenue streams have been categorised into the following types: Hire income, Crewing, Mobilisation fee income and Management fee income.

a) Shipping revenues

Time charter agreements are considered to contain both a service component and a lease component. The service component covering crew and operational costs. The lease component, being the hire of the vessel on a bareboat basis. The service component is within the scope of IFRS 15, while the bareboat component is within the scope of IFRS 16 'Leases'.

The service components of the agreements are reviewed to identify the performance obligations within the contract. If there is more than one performance obligation, the contract price is disaggregated. Separate transaction prices determined and allocated to the separate performance obligations. Revenue is recognised when separate performance obligations are satisfied.

The performance obligation of manning and operating the vessels on a continues basis leads to the satisfying of the performance obligation over time as the provision of the service by Oceanteam is received and consumed by the customer simultaneously. The service component is recognised as revenue on a straight-line basis.

The performance obligation of mobilisation of vessels is recognised at a point in time. This performance obligation is considered satisfied when the vessel is delivered to the designated location and ready to begin operations.

Bareboat charter agreements, which meet the definition of leases per IFRS 16, are considered to fall in their entirety under IFRS 16. (see note 2.16)

b) Solutions revenues

Oceanteam's solutions contracts with customers consist of equipment lease contracts, service contracts and contracts which contain elements of both leasing arrangements and provision of services. Standalone service contracts and the component of contracts which relate to services are within the scope of IFRS 15.

The service contracts and service component of contracts are reviewed to identify the performance obligations within the contract. If there is more than one performance obligation, the contract price is disaggregated. Separate transaction prices determined and allocated to the separate performance obligations. Revenue is recognised when separate performance obligations are satisfied.

The performance obligation of manning and operating the equipment on a continues basis leads to the satisfying of the performance obligation over time as the provision of the service by Oceanteam is received and consumed by the customer simultaneously. The service component is recognised as revenue on a straight line basis.

The performance obligation of mobilisation / demobilisation of equipment is recognised at a point in time. This performance obligation is considered satisfied when the equipment is delivered to the designated location and ready to begin operations.

Standalone lease contracts and components of contracts which relate to leases, and meet the definition of leases per IFRS 16 are within the scope of IFRS 16. (see note 2.16)

2.15 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders. Financial covenants may restrict the possibility to distribute dividends.

2.16 Financial and operating leasing

(i) The Group as a lessee

All leases are recognised in the statement of financial position as a 'right of use' asset and a financial liability.

There are exceptions to this recognition principle for leases where the underlying asset is of low value and for leases classified as short-term in nature (less than one year). For leases falling under these exemptions, lease payments are expensed on a straight-line basis.

(ii) The Group as a lessor

Lessors account for leases as either operating or finance leases depending on whether the lease transfers substantially all the risks and rewards incidental to ownership of the underlying asset.

Finance leases

Assets leased to others are presented as receivables equal to the net investment in the leases. The Group's financial income is determined such that a constant rate of return is achieved on outstanding receivables during the contract period. Direct costs incurred in connection with establishing the lease are included in the receivable.

Oceanteam is not the lessor to any finance leases.

Operating leases

Oceanteam presents assets it has leased to others as non-current assets in the statement of financial position. The rental income is recognised as revenue on a straight line basis over the term of the lease. Direct costs incurred in establishing the operating lease are included in the leased asset's carrying amount and are expensed over the term of the lease on the same basis as the rental income.

The hire of Oceanteam's vessels on a bareboat basis and the hire of Oceanteam's equipment are treated as operating leases.

2.17 Financial instruments

Under IFRS 9 financial instruments are classified under one of three different measurement models. These being amortised cost, fair value through profit and loss and fair value through other comprehensive income.

Classification and measurement of financial assets is determined based on both:

- the entity's business model for managing the financial assets
- the contractual cash flow characteristics of the financial asset.

Financial liabilities are classified and measured at fair value through profit and loss when they meet the definition of held for trading or when they are designated as such on initial recognition. Otherwise, financial liabilities are measured at amortised cost.

All financial assets and liabilities are initially measured at fair value net of transaction costs, with the exception of those classified as fair value through profit or loss and trade receivables which are measured at their transaction price (as defined in IFRS 15).

Oceanteam's financial assets include cash, trade receivables and other receivables. Oceanteam's financial liabilities include borrowings, trade payables and other current liabilities. These are all measured at amortised cost.

2.18 Discontinued Operations

A discontinued operation is a component of the consolidated entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

Note 3 - Financial risk management

During 2021 the following key events affected the financial risk of Oceanteam:

Oceanteam Bourbon 4 AS's main asset, CSV Southern Ocean, was sold in April 2021. In May 2021, an agreement was reached to sell Oceanteam Bourbon 101 AS's main asset, CSV Bourbon Oceanteam 101. The vessel was delivered to the new owner in July 2021.

As at 31 December 2020, the carrying values of both vessels were impaired down to their fair value, less costs to sell, therefore the sales have had little impact on the result for 2021. The loans from the banking consortium were fully repaid shortly after the sale of the vessels. All corporate guarantees given to the banking consortium have been released. See notes 12 and 18 for further information.

As Oceanteam Bourbon 101 AS was unable to settle its share of the loan from the banking consortium to Oceanteam Bourbon 101 AS and Oceanteam Bourbon 4 AS, In June 2021, Oceanteam Bourbon 4 AS provided a loan to Oceanteam Bourbon 101 AS for USD 11.7 million. Following partial repayments made and interest accrued, the balance of the loan as at 31 December 2021 is USD 9.2 million.

The provision for expected credit losses in respect of this loan was increased by USD 1.85 million from USD 6.15 million as at 31 December 2020 to USD 8 million as at 31 December 2021. The credit loss expense is classified under discontinuing operations. The net amount receivable, as at 31 December 2021, stands at USD 1.2 million. As the vessel, CSV Bourbon Oceanteam 101, has been sold and the insurance claims settled, there is less uncertainty regarding the estimated provision for expected credit losses. See note 14 and note 28 for further information.

During 2022 the following key events affected the financial risk of Oceanteam:

There have not been any key events that affected the financial risk of Oceanteam in 2022.

(A) CREDIT RISK

Credit risk is the risk of financial loss to the Group if a customer or other counterpart to a financial instrument fails to meet its contractual obligations. Such loss would arise principally from the Group's trade receivables with its clients and through financial guarantees provided. The Group's customers are primarily large companies with high credit ratings.

The Group has sales revenues and liabilities in foreign currencies and is exposed to currency risks. In 2021, from continuing operations, 11% of the revenue is in USD, 57% is in EUR and 32% is in GBP. Since the functional currency is in USD, the foreign currency exposure is for liabilities in EUR and its fluctuations with USD. Some of the local costs for Oceanteam ASA are in NOK. The overall strategy to reduce currency risk is largely based on natural hedging with incoming and outgoing cash flows being in the same currency.

Shipping segment (Discontinued Operations)

At the year-end, there were no trade receivables within the Shipping segment.

The loan from Oceanteam Bourbon 4 AS to Oceanteam Bourbon 101 AS had a carrying value, after deducting the provision for expected credit losses, of USD 1.2 million. This amount will be repaid when the companies are liquidated which is expected to take place in the second half of 2022.

As at 31 December 2021, Oceanteam Bourbon 101 AS has negative equity of USD 7.9 million. Oceanteam Bourbon 4 AS has reflected this by recognising the USD 8 million provision for expected credit losses.

As at 31 December 2021, Oceanteam Bourbon 4 AS has positive equity of USD 2.5 million. The liquidation of the two companies is expected to result in a significant liquidation dividend.

Oceanteam Mexico SA de CV still owns two Fast Support Vessels (FSVs), Tiburon II and Mantarraya II, which are on a long- term bareboat charter to a charterer however are laid up in Venezuela. In 2017 Oceanteam unsuccessfully attempted to regain possession of the vessels through legal proceedings. No attempts to regain the vessels has been initiated in 2021. Due to the uncertain political situation and the unreliability of the judicial process, the total value of the assets was written off in previous years. Oceanteam's management is considering all options for recovery of the vessels.

Solutions segment (Continuing Operations)

At the year-end, trade receivables from the Solutions segment represented 100 percent of the Group's total trade receivables. The exposure to credit risk depends on the individual characteristics of each customer. Before projects are in tendering phase and awarded, the Group performs full credit assessments on its existing and future customers.

Geographically the credit risk for the Solutions segment can be divided into activities in European countries and with an approximate number of 15 customers. Customers within the Solutions segment are in the renewable offshore industry. For the Solutions segment, the vast majority of outstanding trade receivables per year end of USD 1 million have already been received in 2022.

The need for bank guarantees, parent company guarantees, and pre-payments are considered on an individual basis project by project. As at 31 December 2021, no provisions for expected credit losses have been made.

Oceanteam

The Group's allowance for expected credit losses is determined based on lifetime expected credit losses.

(B) LIQUIDITY RISK

Liquidity risk relates to the ability to meet financial obligations as they fall due.

Oceanteam has financial obligations due to both, major shareholders in respect of loans provided and to vendors. At the end of 2021, the balance of secured debt is USD 3 million. There is USD 0.5 million in trade payables and USD 2 million in other liabilities.

The loans from the banking consortium to Oceanteam Bourbon 101 AS and Oceanteam Bourbon 4 AS were fully repaid during 2021.

Obligations to vendors are mostly smaller in size and across a larger number of vendors.

The liquidity risk can be divided into short-term, medium-term, and long-term risks. The short-term risks relate to certain specific small vendors requiring immediate payment compared to incoming cash flows. This risk is managed through the incoming cash flow which the Group has from the Solutions division.

The medium-term risks relate to aggregation of smaller vendors. Due to increased solutions activity, cash flow fluctuation in medium term should remain covered by the cash flow from the performance of contracts in the Solutions segment. This medium-term risk is being managed by attempting to have contracts for a longer period in the Solutions division.

Long term risks relate to the repayment of the shareholder loans which has been managed by requesting deferral of the repayment of instalments and through the divestment of the shipping segment.

The operations of the Mexican office have been closed. Both the Tiburon II and Mantarraya II are laid up in Venezuela and subject to charges due to vendor claims.

The development of the offshore wind industry is expected to strengthen the income of the Solutions division and the effect of cost reduction objectives for operational expenditures and corporate expenses will carry on in 2022. The results and cash flow of the Solutions division will be key to maintain a stable cash flow.

Within Oceanteam Bourbon 4 AS, which is fully consolidated, as at 31 December 2021, there was cash of USD 0.3 million and no loan debt.

At the balance sheet date, the Group had a cash position of USD 2.8 million. The 100% owned subsidiary, Oceanteam Shipping B.V, had an overdraft facility of EUR 0.8 million which was not in use.

Future cash flows and going concern

Oceanteam prepares and reviews detailed future cash flow forecasts for the group on a constant rolling basis. The 12-month forecast from April 2022 to April 2023 has been reviewed and the underlying key assumptions evaluated in determining that the group is a going concern.

There is inherent risk in cash flow estimates depending on the Company's ability to secure new contracts within its solutions segment. There are certain key assumptions which are pivotal to the going concern assertion during 2022 and 2023. The key events assumed in the cash flow forecast, of the Oceanteam fully controlled group, for the 12 months from April 2022 to April 2023, are summarised below.

Cash inflows

- The Solutions division of the business is expected to decrease its revenue volumes compared with 2021 levels.
- Divestment of the shipping segment is expected to result in positive net proceeds

Cash outflows

- General and Administrative costs are expected to decrease further during 2022. Cost saving programs continue to be in place.
- Operating expenditure within the Solutions division is expected to decrease in line with a decrease in revenue
- Payment of the Stichting Value Partners Family Office loan interest and Corinvest B.V loan interest.

It is assumed that the repayment date of the Stichting Value Partners Family Office and Corinvest B.V loans will be extended from 23 April 2023 until a later point in time.

(C) MARKET RISK

Market risk includes risk due to fluctuations in oil prices, energy prices, political, economic risk and other uncertainties, increased competition and risk of war, other armed conflicts, and terrorist attacks.
The financial climate has an impact on projects in both the oil and gas and renewable energy industries. The demand for Oceanteam Solutions' services may be affected by economic climate and global supply chain trends.

Note 4 - Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience, market values and other factors, including expectations of future events and market developments that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

4.1 Critical accounting estimates and assumptions

(A) Impairment testing

The value in use and fair value estimates of the Machinery may fluctuate due to changes in hire rates, OPEX, WACC (weighted average cost of capital), market conditions and operational risks of operating the machinery.

Refer to note 12 for more information.

(B) Going Concern

Oceanteam prepares and reviews detailed future cash flow forecasts for the group on a constant rolling basis. The 12-month forecast from April 2022 to April 2023 has been reviewed and the underlying key assumptions evaluated in determining that the group is a going concern. There is inherent risk in cash flow estimates for the Company's ability to secure new contracts. There are certain key assumptions which are pivotal to the going concern assertion during 2023. Refer to note 3 for more information.

Note 5 - Operating segments

The Group has two segments, Oceanteam Shipping and Oceanteam Solutions. Following the sale of both vessels and the liquidation of the three companies falling within the shipping segment, there will only be one segment, Oceanteam Solutions. The three companies falling within the shipping segment are classified under discontinued operations. See note 28 for further details.

Oceanteam ASA has been reclassified from the shipping segment to the solutions segment as these corporate related costs are now in the interest of financing and growing the solutions segment. This reclassification has been applied retrospectively.

Oceanteam Solutions consists of rental equipment and tailored solutions for installation, transportation, storage and handling of subsea cables. Administration expenses in Oceanteam Shipping BV are allocated to the Solutions segment.

The Shipping segment consisted of two CSV vessels which were sold (CSV Southern Ocean in April 2021 and CSV BO 101 in July 2021). CSV BO 101 was accounted for according to equity method, while the other CSV vessel, CSV Southern Ocean, was fully consolidated prior to its sale.

There is no difference between the accounting policies of the reportable segments or between the reporting segments and the group.

The following summary describes the operations in each of the Group's reportable segments:

	Oceanteam Shipping		**Oceanteam Solutions**		**TOTAL**	
USD '000	2021	2020	2021	2020	2021	2020
Revenue	-	-	5.747	5.936	5.747	5.936
Net income from associates/joint ventures	-	-	-	-	-	-
Operating cost	-	-	(3.249)	(3.393)	(3.249)	(3.393)
Personnel costs	-	-	(1.652)	(1.298)	(1.652)	(1.298)
General & administration	-	-	(748)	(562)	(748)	(562)
EBITDA	**-**	**-**	**97**	**684**	**97**	**684**
Depreciation and Amortisation	-	-	(1.129)	(1.100)	(1.129)	(1.100)
Write off / Reversal of impairment	-	-	(165)	-	(165)	-
Reportable segment operating profit / (loss)	**-**	**-**	**(1.196)**	**(417)**	**(1.196)**	**(417)**
Financial income		-	(0)	19	(0)	19
Financial expense	-	-	(231)	(258)	(231)	(258)
Provision for loan guarantee expense	-	-	-	-	-	-
Foreign exchange effects	-	-	(75)	148	(75)	148
Net finance	**-**	**-**	**(306)**	**(91)**	**(306)**	**(91)**
Pre-tax profit / (loss)	**-**	**-**	**(1.502)**	**(508)**	**(1.502)**	**(508)**
Tax expense	-	-	(50)	(750)	(50)	(750)
Net result from continuing operations	**-**	**-**	**(1.552)**	**(1.258)**	**(1.552)**	**(1.258)**
Net result from discontinuing operations	**(1.574)**	**(71.930)**	**-**	**-**	**(1.574)**	**(71.930)**
Net result for the period	**(1.574)**	**(71.930)**	**(1.552)**	**(1.258)**	**(3.126)**	**(73.188)**

Information on the reportable assets and liabilities is not reviewed by the Group's CEO (the chief operating decision maker). On this basis and given this disclosure information is not considered material, this information has not been disclosed.

Geographical segments USD '000

In presenting the following information, segment revenue has been based on the geographic location of customers.

Revenue	2021	2020
Europe	5.747	5.936
Total	**5.747**	**5.936**

Refer to note 6 for a breakdown of segment revenues by the type of services provided.

Major customers

Segment	Major Customer	2021	Percentage of Group's revenue	2020	Percentage of Group's revenue
Solutions	Customer 1	893	16%	3.405	57%
	Customer 2	1.700	30%	1.192	20%
	Customer 3	1.476	26%		
	Customer 4	673	12%		

There were no other customers (more than 10 percent of Group revenue) as per definition of IFRS 8.34.

Note 6 - Revenue

US'000

Revenue comprises:	2021	2020	Change in %
Solutions	5.747	5.936	-3%
Total revenue	**5.747**	**5.936**	**-3%**

Oceanteam derives its revenue from the transfer of goods and services over time and at a point in time from the following sources.

Solutions revenue comprises:	2021	2020	Change in %
Hire income	3.434	3.096	11%
Crewing	1.381	2.039	-32%
Mobilization / Demobilization fee income	606	451	34%
Management fee income*	326	350	-7%
Total revenue	**5.747**	**5.936**	**-3%**

*The management fee income consists of fees Oceanteam ASA and Oceanteam Shipping B.V have charged the equity accounted associate, Oceanteam Bourbon 101 AS.

Hire income is recognized on a straight line basis over the term of the leases.

Crewing income is recognized as revenue over time on a straight line basis as provision of the services by Oceanteam is received and consumed by the customer simultaneously. The performance obligations are satisfied on a continues basis.

Mobilization fee income is recognized at a point in time when the performance obligation is satisfied (the equipment is delivered to the designated location and ready to begin operations). There were no performance obligations that are unsatisfied (or partially unsatisfied) as at the end of the reporting period.

Typically, invoices are sent immediately upon performance obligations being satisfied at a point in time. Performance obligations that are satisfied over time are normally invoiced on a monthly basis. Payment terms are generally 30-45 days. Oceanteam sometimes experiences delays in receiving payment from some clients which can lead to short-term fluctuations in trade receivables.

Refer to note 14 for further information on contract receivables from contracts with customers and note 19 for further information on contract liabilities from contracts with customers.

Solutions Contract Backlog

The level of secured work is limited however tenders out are at a satisfactory level. Seasonal effects remain and projects tend to have durations of weeks and months instead of years. Activity in the Oil & Gas segment is low but is being compensated by the offshore renewable segment and other projects.

Note 7 - Leasing

Future contracted revenue from lease contracts

The Solutions segment leases out its equipment pool on its own contracts. The future minimum lease payments under non-cancellable leases are as follows:

USD '000	2021	2020
Less than one year:	879	1.209
Between one and five years:	356	-
More than five years:	-	-
Total	**1.235**	**1.209**

Future contracted expenses from lease contracts

Future contracted expenses include office spaces, a work area and a barge rental agreement. These leases are short-term (operating) leases. These expenses are recognised under Operating costs. The cash outflows are approximately equivalent to the lease expenses.

Lease expense recognised:

USD '000	2021	2020
Oslo office	16	15
Velsen base	114	132
Velsen office	17	16
Barge for project	296	374
Amsterdam office*	64	-
Total	**507**	**537**

The non-cancellable lease payments are as follows:

USD '000	2021	2020
Less than one year:	139	156
Between one and five years:	15	4
More than five years:	-	-
Total	**154**	**160**

*As at 31 December 2020, the Amsterdam office had been accounted for as a right of use asset. As at 31 December 2021, this is accounted for as an operating lease. Oceanteam vacated the Amsterdam office in Q1 2022.

Note 8 - Personnel cost

USD ‘000

Personnel cost	2021	2020
Salary	1.173	1.107
Pensions	101	114
Social security cost	110	83
Insurance	70	106
Directors fees	119	112
Contractors fees	388	239
Other costs	33	23
Total	**1.992**	**1.784**

Relating to:	2021	2020
Continuing operations	1.652	1.298
Discontinued Operations	341	486
Total	**1.992**	**1.784**

Number of man-years employed over the financial year	9	11

Contractor fees are related to external consultants and temporary employees supporting the Group’s operations.

USD ‘000

Management remuneration 2021	Position	Board fees	Wages / Fees	Pension premiums	Other remuneration	Total
Henk van den IJssel	CEO (until July 2021)		397	14		411
Kornelis Jan Willem Cordia	Chairman	47				47
Karin Antoinette Yvonne Govaert	Director	39	96			135
Hans Reinigert	Director (until Nov 2021), CEO	33	126			159
Hendrik Hazenoot	Interim CFO / CEO (Until Nov 2021)		144			144
Ben de Jong	CFO (from Aug 2021)		190	31		220
Total		**119**	**952**	**45**	**-**	**1.115**

Management remuneration 2020	Position	Board fees	Wages / Fees	Pension premiums	Other remuneration	Total
Leidus Bosman	CEO (until Feb 2020)		38	2		41
Henk van den IJssel	CEO (from Feb 2020)		240	20		260
Kornelis Jan Willem Cordia	Chairman	43				43
Karin Antoinette Yvonne Govaert	Director	36				36
Hendrik Johannes Jesse	Director (until Aug 2020)	22	7			30
Hans Reinigert	Director (from Sept 2020)	10				10
Hendrik Hazenoot	Interim CFO		135			135
Diederik Legger	Advisor to the board		44			44
Hendrik ten Hoeve	Interim CEO Solutions (until May 2020)		52			52
Total		**112**	**518**	**22**	**-**	**652**

Henk van den IJssel resigned as CEO effective 1 August 2021. He received an annual salary of EUR 198.000, which attracted a holiday allowance at 8%, and an annual travel allowance of EUR 16.140. During the period 1 January 2021 to 31 July 2021 he received EUR 115.500 (USD 138.666) in salary, EUR 198.000 (USD 235.442) in severance payment, EUR 9.240 (USD 11.549) in holiday allowance and EUR 9.415 (USD 11.303) as a travel allowance all which have been classified under wages/fees.

For the year 2021, the agreed annual fee for the chairman of the board is NOK 400.000 and NOK 337.500 for the other members of the board (including NOK 37.500 for audit committee fees).

Kornelis Jan Willem Cordia, chairman of the board, received board fees of NOK 400.000 (USD 46.506) in 2021. Director, Karin Antoinette Yvonne Govaert received board fees of NOK 337.500 (USD 39.240) and an additional fee for advisory services of NOK 765.000 (USD 87.142) which attracted non-deductible VAT of NOK 77.245 (USD 8.799).

During the period from 1 January 2021 to 31 October 2021, former director, Hans Reinigert received board fees of NOK 281.250 (USD 32.942) and an additional fee for advisory services of NOK 765.000 (USD 87.128) which attracted non-deductible VAT of NOK 16.175 (USD 1.842). Hans Renigert resigned as director and was appointed as CEO effective 1 November 2021. For his CEO services he has a service agreement through Merlion Nederland B.V. The service fee is EUR 16.000 per month. In 2021, fees of EUR 32.000 (USD 36.303), which attracted non-deductible VAT of EUR 313 (USD 354), have been charged in respect of his CEO services.

As at 31 December 2021, Oceanteam had no obligation to pay special compensation upon termination of, or change to, the CEO's employment. As at 31 December 2021, Oceanteam had not recognized any liabilities in respect of severance pay or bonuses to the CEO.

As at 31 December 2021, Oceanteam had no obligation to pay special compensation upon termination of, or change to, the chairman's appointment. As at 31 December 2021, there were no agreements between Oceanteam and the chairman providing for bonuses, profit sharing, options or similar benefits. No expenses or liabilities have been recognized in 2021.

Hendrik Hazenoot, Interim CFO until 2 August 2021 and Interim CEO from 2 August 2021 until 1 November 2021, had a service agreement through DTN Noordwijk B.V. which was cancelled effective January 2022 (three-month notice period). In 2021, fees of EUR 121.508 (USD 143.547), including non-deductible VAT of EUR 16.102 (USD 19.050), have been charged in respect of his services.

Ben de Jong was appointed as CFO on 2 August 2021. He receives an annual salary of EUR 138.000, which attracts a holiday allowance at 8%. During the year he received EUR 138.000 (USD 163.055) in salary, EUR 11.040 (USD 13.065) in holiday allowance and an incentive of EUR 11.500 (USD 13.392).

Refer to note 20 for the year-end balances of related parties.

The incentive scheme throughout the group is given at the discretion of the board and CEO. The CEO makes a proposal to the board for different incentives for the employees of the company. There is no share incentive program.

There have not been given any loans, advance payments and security by the Company or other companies in the group to the individual senior executives or the individual members of the board of directors, audit committee or other elected corporate bodies.

Other than mentioned above, there has not been any remuneration, pension's plans or other benefits to members of the audit committee or other elected corporate bodies.

Liability insurance has been taken out for the Directors and Officers for their possible liability to the company and third parties.

The main principles for the Company's executive management salary policy is that executive management shall be offered terms that are competitive when salary, payment in kind, bonus, share options and pension scheme are considered as a whole. The Board may at its sole discretion, grant performance related incentive to employees. The incentive cannot exceed one year's annual salary unless the Board decides otherwise and substantiates such decision. The Board may develop incentive schemes for the Group in order to align the motivation goals of personnel with that of the Company and enhance the value creation capacity for the shareholders by enhancing the Company's ability to attract, retain and motivate employees who are expected to make important contributions to the Company. By providing such persons with performance-based incentives, the Company aligns the interests of such persons with those of the Company's shareholders.

Note 9 - Auditor's fee

Auditor's fee consists of the following:

USD '000	2021	2020
Statutory audit	181	174
Other assurance services	4	2
Tax advisory	2	18
Other	-	-
Total	**186**	**194**

Relating to:	2021	2020
Continuing operations	163	179
Discontinued Operations	23	16
Total	**186**	**194**

Claimable VAT is not included in the auditor's fee.

Note 10 - Financial income and financial expenses

USD '000	2021	2020
Bank Interest income	(0)	19
Foreign exchange gain/loss	(75)	148
Interest expense	(229)	(176)
Other financial expense	(3)	(82)
Net finance	**(306)**	**(91)**

Note 11 - Right of use assets and lease liabilities

USD '000

Right of use assets - 2021	Crane	Amsterdam office	Total
Historical Cost 1 January 2021	532	153	686
Disposals	(532)	(153)	(686)
Historical Cost 31 December 2021	**-**	**-**	**-**
Accumulated depreciation 1 January 2021	107	97	204
Depreciation	15	47	63
Disposals	(123)	(144)	(267)
Accumulated depreciation 31 December 2021	**-**	**-**	**-**
Total carrying amount per 31 December 2021	**-**	**-**	**-**

Right of use assets - 2020	Crane	Amsterdam office	Total
Historical Cost 1 January 2020	532	153	686
Additions	-	-	-
Historical Cost 31 December 2020	**532**	**153**	**686**
Accumulated depreciation 1 January 2020	46	48	94
Depreciation	61	48	110
Accumulated depreciation 31 December 2020	**107**	**97**	**204**
Total carrying amount per 31 December 2020	**425**	**56**	**481**

Lease liabilities as at 31 December 2021	Crane	Amsterdam office	Total
Non-current	-	-	-
Current	-	-	-
Total discounted lease liabilities	**-**	**-**	**-**
Effect of not discounting	-	-	-
Total undiscounted lease liabilities	**-**	**-**	**-**

Lease liabilities as at 31 December 2020	Crane	Amsterdam office	Total
Non-current	395	9	405
Current	53	54	107
Total discounted lease liabilities	**448**	**63**	**511**
Effect of not discounting	133	5	138
Total undiscounted lease liabilities	**581**	**68**	**649**

Lease liabilities maturity analysis - contractual undiscounted cash flows	2021	2020
Less than one year:	-	142
Between one and five years:	-	346
More than five years:	-	161
Total	**-**	**649**

During Q1 2021, the ship crane mounted on the vessel CSV Southern Ocean was leased by the fully consolidated company, Oceanteam Bourbon 4 AS, from the associated company Oceanteam Bourbon Investments AS. At the end of Q1 2021, Oceanteam Bourbon 4 AS purchased the crane which it then sold along with CSV Southern Ocean. See note 7 for further details.

The fully consolidated company, Oceanteam Shipping B.V, rented an office space from an entity external to Oceanteam Group. As at 31 December 2021, this is accounted for as an operating lease. Oceanteam vacated the Amsterdam office in Q1 2022. The total rental cost incurred in 2022 relating to the Amsterdam Office lease is USD 5.000.

For the period 1 January - 31 December 2021	Crane	Amsterdam office	Total
Lease liabilities interest expense	8	4	12
Cash outflow	21	58	79

Note 12 - Tangible assets

USD'000

Carrying values	Fast Support Vessels	Southern Ocean	Equipment & other	Total
Carrying values per 1 January 2021	-	29.812	14.248	44.060
Additions	-	233	16	249
Disposals historical cost	-	(174.474)	(5)	(174.479)
Disposals depreciation	-	32.079	3	32.082
Depreciation tangible asset	-	(324)	(1.081)	(1.405)
Disposals accumulated Impairment	-	112.674	(205)	112.469
Carrying values per 31 December 2021	**-**	**-**	**12.976**	**12.976**

Vessel and Equipment	Fast Support Vessels	Southern Ocean	Equipment & other	Total
Historical Cost 1 January 2021	8.725	174.241	41.784	224.751
Additions		233	16	249
Disposals		(174.474)	(5)	(174.479)
Historical Cost 31 December 2021	**8.725**	**-**	**41.795**	**50.521**
Accumulated depreciation 1 January 2021	(8.725)	(31.755)	(15.108)	(55.590)
Depreciation		(324)	(1.081)	(1.405)
Disposals depreciation		32.079	3	32.082
Accumulated depreciation 31 December 2021	**(8.725)**	**-**	**(16.186)**	**(24.913)**
Accumulated impairments 1 January 2021	-	(112.674)	(12.426)	(125.101)
Impairments/reversals			(205)	(205)
Disposals		112.674		112.674
Accumulated impairments 31 December 2021	**-**	**-**	**(12.631)**	**(12.632)**
Total carrying amount per 31 December 2021	**-**	**-**	**12.976**	**12.976**

Vessel and Equipment	Fast Support Vessels	Southern Ocean	Equipment & other	Total
Historical Cost 1 January 2020	8.725	171.134	41.652	221.511
Additions		3.108	132	3.240
Disposals				-
Historical Cost 31 December 2020	**8.725**	**174.241**	**41.784**	**224.751**
Accumulated depreciation 1 January 2020	(8.725)	(27.049)	(14.057)	(49.832)
Depreciation		(4.707)	(1.052)	(5.759)
Disposals depreciation				-
Accumulated depreciation 31 December 2020	**(8.725)**	**(31.755)**	**(15.108)**	**(55.590)**
Accumulated impairments 1 January 2020		(66.576)	(12.426)	(79.002)
Impairments/reversals		(46.099)		(46.099)
Accumulated impairments 31 December 2020	**-**	**(112.674)**	**(12.426)**	**(125.101)**
Total carrying amount per 31 December 2020	**-**	**29.812**	**14.248**	**44.060**

Depreciation rates	5-10 years	5-25 years	3-25 years	
Depreciation method	linear	linear	linear	

When internal resources are used to engineer and construct a fixed asset, the relevant costs are added to the historical cost. All construction financing costs are capitalized. There have not been costs related to own development and borrowing cost in 2021. Following the sale of Southern Ocean in April 2021 and BO 101 in July 2021, the loans related to these vessels were fully repaid. The Fast Support Vessels (FSV's) are financed and held for security. In May 2020, Oceanteam agreed to non-possessory pledges being placed on 2 of the 6 carousels classified under 'Machinery and other'. See note 18, loans and borrowings, for further information.

Equipment Impairment Testing

On a recurring basis, the main items of equipment are investigated for indications of impairment, and at a minimum, every year an impairment test is performed, comparing the carrying amounts with the recoverable amounts (higher of fair value less costs of disposal and value in use).

Oceanteam has applied a WACC of 9.1 percent when testing the Equipment.

The calculated WACC has the following assumptions:

a) Risk free rate of -0.03%
b) 78 / 22 ratio of equity /debt
c) 1.19 Equity Beta
d) Market risk premium 5%

Assumptions made in determining the recoverable amount of Equipment:

a) Equipment utilization between 30% and 70% determined on and asset by asset basis
b) Increases in the hire rates of 2% year on year
c) Increases to operating costs of 2% year on year
d) Maintenance costs amounting to 4% of the machines' historic costs to be incurred every other year
e) Residual values of 10% of the equipment's' historic costs

The impairment tests of the equipment resulted in an impairment of USD 0.2 million in 2021 relating to three of the six carousels.

The two Fast Support Vessels, Mantarraya and Tiburon, were written down to nil in previous years and continue to have a carrying value of nil. It is highly doubtful that Oceanteam can recover the vessels from Venezuela.

Note 13 - Income taxes

The Group is subject to income taxes in numerous jurisdictions. Significant judgement is required in determining the worldwide provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Information for Oceanteam Bourbon 4 AS, classified under discontinued operations, is not included in this note. See note 28 for more information.

USD'000

Tax income / (expense) comprises:	2021	2020
Tax charge on profit / loss for the year	-	-
Withholding taxes	-	-
Changes in deferred tax	(50)	(750)
Other changes	-	-
Deferred tax from equity transactions	-	-
Total income tax expense	**(50)**	**(750)**
Reconciliation of nominal and effective tax rate		
Ordinary profit / (loss) before income tax	(1.502)	(508)
Weighted average income tax rate*	23%	22%
Tax expected based on weighted average tax rate	344	114
Tax effect of:		
Expenses not deductible for tax purposes	(29)	(733)
Changes in temporary differences	22	206
Translation differences	(43)	20
Correction from previous periods	-	-
Utilization of losses	-	-
Losses generated and not utilized	(344)	(357)
Income tax expense	**(50)**	**(750)**
Effective tax rate in %	-3,3%	-147,7%
Temporary differences:		
Fixed assets	(1.038)	(1.148)
Profit and Loss account	38	49
Total temporary differences	**(1.000)**	**(1.098)**
Losses carry forward	(191.450)	(208.964)
Total temporary differences and losses carried forward	**(192.450)**	**(210.063)**
Not Included in basis for tax calculation of deferred tax asset	190.650	209.063
Included in basis for tax calculation of deferred tax asset	800	1.000
Total temporary differences and losses carried forward	**191.450**	**210.063**
Deferred tax asset recognized (2021: 25%, 2020: 25%)**	200	250

Tax losses and temporary differences for which no deferred tax asset was recognized expire as follows:

USD'000	2021	Expiry date	2020	Expiry date
Expire (the Netherlands)	10.556	2022-2027	23.622	2021 - 2026
Never expire (Norway)	180.094	n/a	185.441	n/a
Total	**190.650**		**209.063**	

*Domestic tax rates applicable to the Group vary from country to country. The weighted average income tax rate has been calculated by weighting the profit/(loss) before income tax made be each company in relation to the applicable domestic corporation tax rate.

"**Oceanteam has recognized USD 0.2 million as a deferred tax asset relating to carry forward taxable losses for the operations in the Netherlands where the corporation tax rate is 25%.

The deferred tax asset relates to the equipment business, and is based on latest forecast for this business segment. Plans indicate that there will be sufficient taxable profit to offset some of the tax loss carry forward during the period 2022-2024.

Contracts and budgeted revenue with customers gives convincing evidence to support the conclusion that the deferred tax asset can be recognized in the accounts. Foreign deferred tax assets are only recorded in tax note if it is expected that they can be utilized within the statute of limitations in their local jurisdiction.

Parent company Oceanteam ASA and other Norwegian entities in the group have suffered large tax losses. The basis for potential deferred tax loss is estimated to amount to NOK 1 579 million (USD 179 million) as at 31 December 2021 for the Norwegian entities. Confirmation from the tax authorities for a cumulative carry forward tax loss of NOK 1 572 million (USD 178 million) for the year 2020 was received in September 2021. The deferred tax losses are not recognized in the balance sheet as there is uncertainty to what extent the losses can be offset against future profits. Carry-forward taxable losses do not have a statute of limitation under current Norwegian tax regimes.

Deferred income tax liabilities are offset when there is an enforceable right to offset deferred tax assets against deferred tax liabilities and when the deferred income tax relate to the same fiscal authority.

Note 14 - Receivables

USD '000	2021	2020
Trade receivables at nominal value	974	2.481
Less: allowance for expected credit losses	-	-
Net trade receivables	**974**	**2.481**

Movements in the group allowance for expected credit losses of trade receivables are as follows:	2021	2020
At 1 January	-	-
Allowance for expected credit losses movement	-	-
At 31 December	**-**	**-**

Trade receivables - Ageing	**Due 1-30 days**	**Due 31- 60 days**	**Due 61- 90 days**	**Due > 90 days**	**Total**
Shipping	-	-	-	-	-
Solutions	963	16	-	(5)	974
Total trade receivables	**963**	**16**	**-**	**(5)**	**974**

The trade receivables allowance for expected credit losses was assessed under the requirements of IFRS 9. Management concluded that no adjustment was required. Trade receivables as at 31 December 2021 does not include transactions with parties in respect of which there has historically been allowances for expected credit losses.

Other receivables	2021	2020
Prepayments	45	53
Accrued Revenue	-	907
Receivable from the sale of KCI the Engineers B.V	-	149
Receivables from JV's and associates	-	128
Loan to Oceanteam Bourbon 101 AS*	1.237	-
Other short term receivables	355	1.057
Other current receivables	**1.637**	**2.294**

*On 28 June 2021, the fully consolidated subsidiary, Oceanteam Bourbon 4 AS (lender) entered into a loan agreement with the equity accounted associate, Oceanteam Bourbon 101 AS (borrower). The loan amount was USD 11.7 million. The loan has an annual interest rate of 4%. The loan amount and interest must be repaid immediately upon the settlement of all other liabilities by Oceanteam Bourbon 101 AS. The loan agreement contains provisions whereby amounts may be waived but this is at the discretion of Oceanteam Bourbon 4 AS.

Loan to Oceanteam Bourbon 101 AS	**2021**	**2020**
Loan amount provided	11.680	-
Accrued interest	268	-
Repayments made	(2.711)	-
Closing loan balance	**9.237**	**-**
Opening provision for expected credit losses**	(6.150)	-
Movement in the period	(1.850)	-
Closing provision for expected credit losses	**(8.000)**	**-**
Net loan amount receivable	**1.237**	**-**

**As at 31 December 2020, the fully consolidated subsidiary, Oceanteam Bourbon 4 AS, was jointly and severally liable for the loan from the banking consortium to Oceanteam Bourbon 101 AS and Oceanteam Bourbon 4 AS. Oceanteam Bourbon 4 AS was considered to have a financial guarantee contract in respect of this arrangement and therefore recognized a provision for lifetime expected credit losses. This provision has been reclassified in 2021 from other current liabilities to other receivables as the loan from the banking consortium was fully repaid in 2021.

The expected credit loss is based on a forward looking probability weighted calculation that reflects the possibility of a loss occurring. This forward looking information includes assumptions and estimates regarding residual costs within the company and when it will be liquidated. The actual results may differ from the estimates made. Oceanteam Bourbon 4 AS's result is presented within discontinued operations. See note 28 for more details.

Contract Receivables

The below tables includes assets relating to contracts with customers recognized under IFRS 15 'Revenue from Contracts with Customers'. Oceanteam ASA has been reclassified from the shipping segment to the solutions segment. This reclassification has been applied retrospectively resulting in the comparative figures being restated.

		Trade receivables		Accrued Revenue		Total	
USD '000	Segment	2021	2020	2021	2020	2021	2020
Mobilisation fees	Shipping	-	20	-	-	-	20
Crewing	Shipping	-	138	-	-	-	138
Management fees	Shipping		-	-	-	-	-
Total shipping receivables		**-**	**158**	**-**	**-**	**-**	**158**
Crewing	Solutions	-	263	-	-	-	263
Management fees	Solutions	116	151				
Total Solutions receivables		**116**	**414**	**-**	**-**	**-**	**263**
Total contract receivables		**116**	**572**	**-**	**-**	**-**	**421**

Lease receivables

The below table includes assets relating to lease agreements recognised under IFRS 16 'Leases'.

		Trade receivables		Accrued Revenue		Total	
USD '000	Segment	2021	2020	2021	2020	2021	2020
Vessel hire	Shipping	-	1.075	-	907	-	1.982
Equipment hire	Solutions	842	798	-	-	842	798
Total lease receivables		**842**	**1.873**	**-**	**907**	**842**	**2.780**

Note 15 - Cash and cash equivalents

USD '000	2021	2020
Cash	2.751	3.191
Cash and cash equivalents	**2.751**	**3.191**

Of which is restricted deposits*	**-**	**3.139**

* Restricted deposits	2021	2020
Amounts within Oceanteam Bourbon 4 AS**	-	3.113
Tax deducted from employees, deposited in a separate bank account	16	26
amounts to NOK 142.790 (2020: NOK 208.276)		
Total	**16**	**3.139**

**Payment of dividends and other distributions that may be considered dividends from Oceanteam Bourbon 4 AS were subject to the prior approval of SpareBank 1 SMN in accordance with the loan agreement. The loan was fully repaid during 2021 therefore this restriction, as at 31 December 2021, no longer applies.

The bank accounts within Oceanteam Bourbon 4 AS are jointly controlled by Oceanteam ASA and Bourbon Offshore Norway AS. Any payments have to be agreed upon by both JV partners. The cash within Oceanteam Bourbon 4 AS is not considered restricted.

Note 16 – Investments in Subsidiaries and other consolidated entities

USD '000

Overview subsidiaries:	Profit / (Loss) 2021	Equity / (Negative Equity)	Ownership percentage	Voting share	Head Office / Country of registration
Subsidiary companies:					
Oceanteam II B.V.	(62)	4.410	100%	100%	Amsterdam, Netherlands
RentOcean B.V	(230)	2.400	100%	100%	Amsterdam, Netherlands
North Ocean 309 AS	-	(945)	100%	100%	Baerum, Norway
Oceanteam Bourbon 4 AS*****	(1.601)	2.462	50%	60%	Baerum, Norway
2nd level Subsidiaries					
Oceanteam Shipping B.V.*	(471)	5.406	100%	100%	Amsterdam, Netherlands
Kingfisher Enterprise B.V	(7)	(85)	100%	100%	Amsterdam, Netherlands
Oceanteam Shipping GmbH*	(0)	0	100%	100%	Wilhelmshaven, Germany
Oceanteam Mexico B.V.*	-	(1)	100%	100%	Amsterdam, Netherlands
3rd level Subsidiaries					
Oceanteam Mexico S.A. de C.V.****	-	(120)	90%	49%	Cd, del Carmen, Mexico
Oceanteam Solutions B.V.**	(5)	(4)	100%	100%	Amsterdam, Netherlands
Oceanteam GmbH**	-	-	100%	100%	Wilhelmshaven, Germany
4th level Subsidiary					
Oceanteam Power & Umbilical GmbH***	-	-	100%	100%	Wilhelmshaven, Germany

* The shares are directly owned by Oceanteam II B.V. a subsidiary of Oceanteam ASA

** The shares are directly owned by Oceanteam Shipping B.V. a subsidiary of Oceanteam II B.V.

*** The shares are directly owned by Oceanteam GmbH, a subsidiary of Oceanteam Shipping B.V.

**** Oceanteam Mexico B.V, a subsidiary of Oceanteam II B.V, holds 49% of the ordinary shares in Oceanteam Mexico S.A. de C.V. however, between its ordinary shares and class N shares it holds 90% of the equity in the company. The class N shares don't give the same voting rights as ordinary shares but do give voting rights on matters including; amendments to the purpose of the company, dissolution of the company and mergers. Additionally, Oceanteam ASA provides the funding to this company and sets the policies and strategy. On this basis Oceanteam ASA is considered to have control of Oceanteam Mexico S.A. de C.V.

***** Oceanteam Bourbon 4 AS has a material non-controlling interest of 50% illustrated in table below.

USD '000

	Oceanteam Bourbon 4 AS
Operating segment	Shipping
Principal place of business	Baerum, Norway
Ownership interest held by non-controlling interests	50%
Voting rights held by non-controlling interests*	40%

The following is summarised financial information for Oceanteam Bourbon 4 AS based on the company's financial statements prepared according to Norwegian GAAP. The information is before intercompany eliminations with other companies in the Group.

USD '000	Oceanteam Bourbon 4 AS 2021	2020
Operating income	3.500	7.625
Operating expenses	(3.240)	(8.843)
Net finance costs	(211)	(1.254)
Tax on ordinary result	200	(2)
Write off / Impairment	(1.850)	(36.454)
Net profit / (loss) for the year	**(1.601)**	**(38.928)**
Adjustments made at group level:	-	(16.019)
Net profit / (loss) for the year	**(1.601)**	**(54.946)**
Other comprehensive income	-	-
Total comprehensive income	**(1.601)**	**(54.946)**
Profit / (loss) attributable to non-controlling interests	**(800)**	**(27.473)**
Current assets	2.805	5.632
Non-current assets	-	29.812
Current liabilities	(343)	(31.381)
Non-current liabilities	-	-
Net assets	**2.462**	**4.063**
Adjustment made at group level:	-	-
Net assets	**2.462**	**4.063**
Net assets attributable to non-controlling interests	**1.231**	**2.031**

*Oceanteam ASA controls the day to day operations of Oceanteam Bourbon 4 AS however any decisions including the transfer of assets, cash or declaration of dividends, has to be jointly decided upon by both JV partners, Oceanteam ASA and Bourbon Offshore Norway AS. Oceanteam Bourbon 4 AS has repaid the credit and guarantee facility in full.

The consolidated group's total cash consists of USD 2.75 million out of which USD 0.25 million belongs to Oceanteam Bourbon 4 AS.

See notes 15 and 18 for further details.

In December 2014 the shareholders' agreements between Oceanteam ASA and Bourbon Offshore Norway AS regarding the companies Oceanteam Bourbon 4 AS and Oceanteam Bourbon 101 AS were amended. The result of the amendment was that Bourbon Offshore Norway AS acquired control over Oceanteam Bourbon 101 AS, and that Oceanteam ASA acquired control over Oceanteam Bourbon 4 AS. The change became effective from 1 January 2014. (agreements are dated 15 May 2014)

After the amendment equity interest still remained 50 percent, voting rights on shareholders level are equal, voting rights in the board are 2/5 Bourbon Offshore Norway AS and 3/5 Oceanteam ASA. The control is currently also affirmed by Oceanteam ASA being represented by three of a total of five directors on the company's board. However the owner companies, Bourbon Offshore Norway AS and Oceanteam ASA have equal voting shares in general meetings.

Oceanteam Bourbon 4 AS operated the vessel CSV Southern Ocean that was sold in April 2021.

Note 17 - Share capital and shareholder information

Share capital Per 31.12.2021

As per 31.12.2021, the share capital of the Company is NOK 197.448.290 (USD 25.403.333) divided into 34.338.833 shares with a nominal value of NOK 5,75 (USD 0,74). All shares have equal voting rights.

Oceanteam owns a total of 127.573 own shares representing 0,4% of the shares in the Company. The calculations are made on the basis of 34.338.833 shares in the Company.

Shareholders	Notes	Number of shares	Percentage of total
BNP Paribas Securities Services		12.459.966	36,3%
UBS Switzerland AG	1	6.690.948	19,5%
Euroclear Bank S.A./N.V.		3.798.796	11,1%
State Street Bank and Trust Comp		1.826.012	5,3%
SIX SIS AG		1.481.374	4,3%
HESSEL HALBESMA DØDSBO		756.307	2,2%
Banque Pictet & Cie SA		457.772	1,3%
STEINAR GRØNLAND		285.000	0,8%
Citibank Europe plc		281.063	0,8%
CLEARSTREAM BANKING S.A.		276.883	0,8%
STIG EEG AUNE		260.000	0,8%
Geir Bjørndalen		197.824	0,6%
Nordnet Bank AB		195.445	0,6%
CACEIS Bank		181.713	0,5%
FRANK ROBERT SUNDE		171.417	0,5%
U-TURN VENTURES AS		162.707	0,5%
OCEANTEAM ASA		127.573	0,4%
VESLIK AS		110.000	0,3%
MOMO INVEST AS		102.254	0,3%
ERIK SMITH JAGLAND		100.000	0,3%
Subtotal 20 largest		**29.923.054**	**87,1 %**
Others		4.415.779	12,9%
Total		**34.338.833**	**100,0 %**

Shareholders	Notes	Number of shares	Percentage of total
Board:			
Kornelis Jan Willem Cordia (Chairman)	1	6.590.517	19,2 %
Jacob Johannes van Heijst (Board member)		87.987	0,3 %
Total		**6.678.504**	**19,4 %**

1. Through UBS Switzerland AG, Kornelis Jan Willem Cordia, Chairman of Oceanteam ASA, owns 6.590.517 shares.

For more information, please refer to related party transactions in note 20.

Note 18 - Loans and Borrowings

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual cash flows representing nominal value at payment date. There are no net-settled derivative financial liabilities.

USD ´000

At 31 December 2021	0 to 1 years	1 to 2 years	2 to 5 years	over 5 years	Total
Total outstanding on loans	-	3.000	-	-	3.000
Total outstanding on loans	**-**	**3.000**	**-**	**-**	**3.000**

At 31 December 2020	0 to 1 years	1 to 2 years	2 to 5 years	over 5 years	Total
Total outstanding on loans	22.164	-	3.000	-	25.164
Total outstanding on loans	**22.164**	**-**	**3.000**	**-**	**25.164**

Loans/ Currency of loans		True rate of interes	Description	31-12-2021	31-12-2020
Oceanteam ASA (USD)	Secured*	Interest 7%	Stichting Value Partners Family Office	1.500	1.500
Oceanteam ASA (USD)	Secured*	Interest 7%	Corinvest B.V.	1.500	1.500
Total short-term debt				**3.000**	**3.000**
CSV Southern Ocean (USD)	Secured**	LIBOR + margin	SpareBank 1 SMN Bank USD 81 million	-	22.275
Oceanteam Shipping B.V (EUR)	Secured***	EURIBOR + margin	Overdraft facility with Rabobank	-	82
Borrowing costs				-	(193)
Total short-term debt				**-**	**22.164**

*On 25 May 2020, a non-possessory pledge on one carousel each was provided to Stichting Value Partners Family Office and Corinvest B.V. One of the carousels is owned by RentOcean B.V. The other is owned by Oceanteam Shipping B.V. The total carrying value of the two carousels, as at 31 December 2021, is USD 5.4 million.

**The CSV Southern Ocean and various equipment was sold in April 2021. The majority of the proceeds from the sale were used to repay the SpareBank 1 SMN bank loan.

***The Oceanteam Shipping B.V overdraft facility with Rabobank may be drawn at any time with the total facility available being EUR 0.8m. The facility may be terminated by Rabobank by providing 3 months notice with the amounts borrowed being repayable immediately after the notice period has expired. All of Oceanteam Shipping B.V's and Oceanteam Solutions B.V's equipment, cash and receivables, subject to the carousel pledged by Stichting Value Partners Family Office, are collateral. The carrying value of these assets per 31 December 2021 was USD 9.1m million.

Stichting Value Partners Family Office - USD 1.500.000 - Oceanteam ASA

Oceanteam ASA entered into a loan agreement on 23 April 2018 with Stichting Value Partners Family Office for the amount of USD 1.5 million. The loan attracts interest of 7% per annum. In May 2020, the repayment date was extended from April 2021 to April 2023. Refer to note 20 for further details.

Corinvest B.V. - USD 1.500.000 - Oceanteam ASA

Oceanteam ASA entered into a loan agreement on 21 December 2018 with Corinvest B.V. for the amount of USD 1.5 million. The loan attracts interest of 7% per annum. In May 2020, the repayment date was extended from April 2021 to April 2023. Refer to note 20 for further details.

Financial costs	2021	2020
Shareholder loans	210	210
Lease liabilities interest expense	4	8
Other	16	40
Total interest costs	**231**	**258**

Total loan facilities

As per 31 December 2021, the total interest bearing debt of the Group is USD 3 million. The Group had free cash of USD 2.8 million.

The equity ratio was 70.8 percent per balance sheet date.

Note 19 - Liabilities

USD'000

Trade payables	Current	Due 30-60 day	Due 61-90 days	Due > 120 days	Total
Shipping	141	-	-	-	141
Solutions	114	50	60	87	311
Total trade payables	**255**	**50**	**60**	**87**	**452**

The aging analysis above provides information on the overdue status of invoices for the group companies.

Provisions	2021	2020
Provisions	543	543
Total provisions	**543**	**543**

The provision relates to disputed brokers fees which are pledged by the Dutch tax authority.

Other payables	2021	2020
Accrued interest costs	106	321
Holiday and wages due	40	62
Preinvoicing	361	212
JV Partner balance	-	1.065
Provision for loan guarantee*	-	6.150
Other short term debt	873	740
Total other current liabilities	**1.380**	**8.549**

The carrying amounts of trade and other payables are considered to be the same as their fair values, due to their short-term nature.

*This provision has been reclassified in 2021 from other current liabilities to other receivables as the loan from the banking consortium was fully repaid in 2021. See note 14 for more information.

Contract Liabilities

The below tables includes liabilities relating to contracts with customers recognised under IFRS 15 'Revenue from Contracts with Customers'.

			Preinvoicing
USD '000	Segment	2021	2020
Mobilisation fees	Solutions	-	53
Total contract liabilities		**-**	**53**

Lease Liabilities

The below tables includes liabilities relating to lease agreements recognised under IFRS 16 'Leases'.

			Preinvoicing
USD '000	Segment	2021	2020
Equipment hire	Solutions	361	159
Total lease liabilities		**361**	**159**

Note 20 - Related party transactions

DTN Noordwijk B.V.

DTN Noordwijk B.V. is controlled by former Interim CEO / former interim CFO, Henrik Hazenoot. Transactions consist mostly of invoicing for monthly management and consultancy services. Travel costs have also been recharged through this company. Refer to note 8 for more details.

Maas Technical Management B.V.

Maas Technical Management B.V. is controlled by Hendrik ten Hoeve, former Managing Director of Oceanteam Solutions. Transactions include invoicing of management fees and recharges for travel expenses. Refer to note 8 for more details.

Workships Contractors B.V

Workships Contractors B.V. is 50% controlled by Kornelis Jan Willem Cordia, chairman of the board. Transactions consist of invoicing for docking budget control for both of the vessels and project management services.

Oliley B.V.

Oliley B.V. is controlled by Karin Antoinette Yvonne Govaert, director of Oceanteam ASA. Transactions consist mostly of advisory services. Travel costs have also been recharged through this company. Refer to note 8 for more details.

Josco Strategisch Advies

Josco Strategic Advies is controlled by Hendrik Johannes Jesse, former director of Oceanteam ASA. Transactions consist mainly of invoicing for strategic advisory services. Refer to note 8 for more details.

J. Hofland B.V.

Former interim CEO, Diederik Legger, provided advisory services to the board of directors of Oceanteam through J. Hofland B.V. Transactions include invoicing advisory fees. Refer to note 8 for more details.

Corinvest B.V.

Corinvest B.V. is controlled by Kornelis Jan Willem Cordia, chairman of the board. Transactions consist mainly of invoicing recharges for travel expenses.

Merlion Nederland B.V.

Merlion Nederland B.V. is controlled by Hans Reimer Reinigert, CEO of Oceanteam ASA. Transactions consists of invoicing for advisory services, CEO services and travel expenses. Refer to note 8 for more details.

USD '000

	Cost		Vendor & accrued balance		
Company	2021	2020	2021	2020	Type of transaction
DTN Noordwijk B.V.	(144)	(135)	(11)	(11)	see above
Maas Technical Management B.V.	-	(52)	-	-	see above
Workships Contractors B.V.	(42)	(57)	-	(12)	see above
Oliley B.V.	(98)	(1)	-	(1)	see above
Josco Strategisch Advies	-	(7)	-	-	see above
J. Hofland B.V	-	(44)	-	-	see above
Corinvest B.V.	-	(4)	(4)	(5)	see above
Merlion Nederland B.V.	(137)	-	(20)	-	see above

Transactions with Group companies

USD '000

	Crane Hire expense		Interest Income		Management fee income	
Company	2021	2020	2021	2020	2021	2020
Oceanteam Bourbon 101 AS*	-	-	268	-	326	350
Oceanteam Bourbon Investments AS**	(19)	(84)	-	-	15	30

Only transactions with non-consolidated companies are disclosed above. See note 16 in the parent financial statements for details of transactions between Oceanteam ASA and all group companies.

*On 28 June 2021, the fully consolidated subsidiary, Oceanteam Bourbon 4 AS entered into a loan agreement with the equity accounted associate, Oceanteam Bourbon 101 AS (borrower). See note 14 for further details.

**The equity accounted associate, Oceanteam Bourbon Investments AS, has charged the fully consolidated subsidiary, Oceanteam Bourbon 4 AS amounts in respect of crane hire. Oceanteam Bourbon 4 AS purchased the crane from Oceanteam Bourbon Investments AS in March 2021 for USD 212.000.

Stichting Value Partners Family Office

Stichting Value Partners Family Office is controlled by Mr Hendrik Marius van Heijst. During 2021, Mr Hendrik Marius van Heijst has held a shareholding in Oceanteam ASA of greater than 20% and is therefore considered to have significant influence. In April 2018 a loan was issued by Stichting Value Partners Family Office. See note 18 for further details.

Corinvest B.V.

Corinvest B.V. is controlled by Kornelis Jan Willem Cordia, chairman of the board. In December 2018 a loan for USD 1.5 million was issued by Corinvest B.V. See note 18 for further details.

USD '000

	Loans		Accrued interest on loans	
Company	2021	2020	2021	2020
Stichting Value Partners Family Office	1.500	1.500	53	70
Corinvest B.V.	1.500	1.500	53	70
Total	**3.000**	**3.000**	**106**	**140**

Note 21 - Contingent liabilities

There were no contingent liabilities as at 31 December 2021.

Note 22 - Contingent assets

There were no contingent assets as at 31 December 2021.

Note 23 - Guarantees

A parent company guarantee from Oceanteam ASA has been granted to the buyers of KCI the Engineers BV effective for a period of 60 months from January 2018 with a maximum liability of EUR 700.000.

In March 2020, Oceanteam ASA provided a guarantee to a company renting a barge to Oceanteam Shipping B.V. The minimum commitment as at 31 December 2021 was USD 19.000.

Note 24 - Events after the balance sheet date

Election of Board Member

In April 2022, Jacob Johannes van Heijst was elected as a board member of Oceanteam ASA.

Note 25 - Earnings per share

The calculation of basic earnings per share has been based on the following profit attributable to ordinary shareholders and weighted-average number of ordinary shares outstanding. Shares are stated in thousands.

USD '000	2021	2020
Net Profit / (loss)	**(3.126)**	**(73.188)**
Shares per 1 January	34.339	34.339
Holding of own shares 1 January	(128)	(128)
Issued during the year	-	-
Shares 31 December	34.339	34.339
Own shares 31 December	(128)	(128)
Weighted average of shares during the year	**34.211**	**34.211**
Earnings / (loss) per share (USD)	**(0,09)**	**(2,14)**
Earnings / (loss) per share (NOK)	**(0,79)**	**(20,15)**

Earnings / (loss) per share (USD)		
Discontinued operations	(0,05)	(2,10)
Continuing operations	(0,05)	(0,04)
Total	**(0,09)**	**(2,14)**

There is no difference between basic and diluted earnings per share.

Note 26 - Investment in joint ventures and associates

USD'000

Investments in joint ventures and associates	Investment in Oceanteam Bourbon 101 AS	Investment in Oceanteam Bourbon Investments AS	Total
Type of investment	**Associate**	**Joint venture**	
Carrying amount of investment per 31 December 2020	-	-	-
Net result from investment in 2021	-	3	3
Dividends received during the year	-	(3)	(3)
Total carrying amounts 31 December 2021	**-**	**-**	**-**

Oceanteam Bourbon Investments AS was liquidated in December 2021. See note 28 for more information.

The table above summarizes the investments of the Group. The following sections in this note describe Oceanteam Bourbon 101 AS more thoroughly.

Oceanteam Bourbon 101 AS is equity accounted for with nil value in the Oceanteam Group figures.

CSV BO 101 (Oceanteam Bourbon 101 AS's main asset) was idle from April 2020 until it was sold in July 2021. Due to the lack of revenue and the write down of the vessel value in 2020 to its sale price, less costs to sell, Oceanteam Bourbon 101 AS has negative equity of USD 8 million as at 31 December 2021. Oceanteam Group's share of accumulated unrecognized losses as at 31 December 2021 stands at USD 4 million.

The fully consolidated subsidiary, Oceanteam Bourbon 4 AS, was jointly and severally liable for the loan from the banking consortium to Oceanteam Bourbon 101 AS and Oceanteam Bourbon 4 AS. During the period from April to June 2021, Oceanteam Bourbon 4 AS lent Oceanteam Bourbon 101 AS USD 11.7 million which has been formalized in an intercompany loan agreement. Oceanteam Bourbon 4 AS's share of the loan from the banking consortium was paid in April 2021 and Oceanteam Bourbon 101 AS's share was paid in July 2021.

As at 31 December 2020 it was known that Oceanteam Bourbon 101 AS would not be able to settle its part of the bank loan in full without financial support from Oceanteam Bourbon 4 AS. Oceanteam Bourbon 4 AS was considered to have a financial guarantee contract in respect of this arrangement and therefore recognized a lifetime expected credit loss of USD 6.15 million in 2020 (classified under other current liabilities). As at 31 December 2021, this credit loss is now in respect of the intercompany loan provided (classified under other receivables) and has been increased by USD 1.85 million to USD 8 million.

The intercompany loan agreement contains a clause through which amounts that Oceanteam Bourbon 101 AS cannot afford to repay to Oceanteam Bourbon 4 AS can be waived. See note 14 for more information.

Associates

Oceanteam Bourbon 101 AS is an unlisted company in which the Group has a 50 percent ownership interest. This company was founded in June 2009 by Oceanteam ASA and Bourbon Offshore Norway AS. The Group has classified its interest in Oceanteam Bourbon 101 AS as an associate, which is equity accounted for.

	Oceanteam Bourbon 101 AS
Nature of relationship with the Group	Vessel CSV Bourbon Oceanteam 101
Principal place of business	Baerum, Norway
Ownership interest	50%
Voting rights held in board of directors	40%*

The following is summarized financial information for Oceanteam Bourbon 101 AS based on USD as the functional currency modified for any differences in the Group's accounting policies.

*In December 2014 the owning parties agreed to change the shareholders' agreement for Oceanteam Bourbon 101 AS. Oceanteam ASA have two of a total of five directors on the board, which is the basis for calculation of voting rights given above. The owner companies, Bourbon Offshore Norway AS and Oceanteam ASA have equal voting shares in general meetings. The changes were implemented from 1 January 2014.

In USD '000	Oceanteam Bourbon 101 AS	
	2021	2020
Revenue	-	1.984
Profit / (loss) before tax	(3.352)	(39.212)
Tax	(2)	(2)
Net result	**(3.353)**	**(39.214)**
Current assets	1.969	1.619
Non current assets	-	15.498
Current liabilities	(9.876)	(22.389)
Non-current liabilities	-	-
Net assets	**(7.908)**	**(5.272)**

In USD '000	Oceanteam Bourbon 101 AS	
	2021	2020
Group's interest in net assets of investee at beginning of the period	-	16.971
Total profit / loss attributable to the Group	-	(16.971)
Total other comprehensive income attributable to the Group	-	-
Dividends received during the year	-	-
Carrying amount of interest in investee at the end of the period	**-**	**-**

Note 27 - Alternative Performance Measures

Oceanteam's Group financial statements are prepared in accordance with international financial reporting standards (IFRS). Oceanteam discloses various alternative performance measures as a supplement to the financial statements. The alternative performance measures are used to provide additional insight into the operating performance, financing and prospects of the Group. Such measures are often used by various interested parties.

Definitions of these measures are as follows:

EBIT 'Earnings before interest and tax' is the same as 'Operating profit / (loss)'

EBITDA 'Earnings before interest, tax, depreciation and amortisation' is 'Operating profit / (loss)' less 'Depreciation and amortisation' and 'Write off / Impairment'

USD '000	2021	2020
Operating profit / (loss)	(1.196)	(417)
Depreciation and amortisation	1.129	1.100
Write off / Impairment	165	-
EBITDA	**97**	**684**

SG&A 'Selling, general & administration' is the sum of 'Personnel costs' and 'General & administration'

USD '000	2021	2020
Personnel costs	(1.652)	(1.298)
General & administration	(748)	(562)
SG&A	**(2.400)**	**(1.860)**

Equity ratio 'Total equity' divided by 'Total assets'

USD '000		2021
Total equity	13.128	
Total assets	18.538	= 71%

USD '000		2020
Total equity	16.254	
Total assets	52.756	= 31%

Operating margin 'EBITDA' divided by 'Total operating income'

USD '000		2021
EBITDA	97	
Total operating income	5.747	= 2%

USD '000		2020
EBITDA	684	
Total operating income	5.936	= 12%

Current ratio 'Total current assets' divided by 'Total current liabilities'

USD '000		2021
Total current assets	5.362	
Total current liabilities	2.410	= 2,22

USD '000		2020
Total current assets	7.965	
Total current liabilities	33.097	= 0,24

Utilisation (Equipment)	'The average utilisation of Oceanteam Solutions' equipment. For each item of equipment, this is calculated as proportionally the number of days in a calendar year in which the item of equipment is on contract with a customer and earning the operating day rate.
Contracted	The period for which a customer has committed to hire out one of Oceanteam's assets. This does not include options which have not yet been exercised.
Interest bearing debt	Amounts shown under 'First year instalments' and ' Loans and borrowings' all which attract interest.
Capital Expenditures	Purchased fixed assets.

Note 28 - Discontinued operations

Oceanteam Bourbon 4 AS's main asset, CSV Southern Ocean, was sold in April 2021. Oceanteam Bourbon 4 AS purchased Oceanteam Bourbon Investments AS's main asset, a crane, in March 2021 which it sold along with CSV Southern Ocean. In May 2021, an agreement was reached to sell Oceanteam Bourbon 101 AS's main asset, CSV Bourbon Oceanteam 101 (CSV BO 101). The vessel was delivered to the new owner in July 2021.

Oceanteam Bourbon Investments was liquidated in December 2021. Oceanteam and the co-owner, Bourbon Offshore Norway AS, intend on liquidating Oceanteam Bourbon 101 AS and Oceanteam Bourbon 4 AS in the second half of 2022.

Oceanteam Bourbon 4 AS is a fully consolidated subsidiary whereas Oceanteam Bourbon 101 AS and Oceanteam Bourbon Investments AS are equity accounted for. All three companies have been classified as discontinuing operations. All three companies are within and represent Oceanteam's shipping Segment.

*CSV Southern Ocean was impaired down to its sale price, less costs to sell in 2020. The sale transaction in 2021 resulted in a USD 21.000 loss on disposal which is classified within operating costs.

Oceanteam Bourbon 4 AS

In USD '000

Financial performance of discontinued operation	2021	2020
Operating income	3.500	7.625
Operating costs*	(2.900)	(8.356)
Personnel costs**	(341)	(486)
Net finance costs	(211)	(1.254)
Provision for expected credit losses expense	(1.850)	(6.150)
Write off / Impairment*	-	(30.304)
Write off / Impairment (Group level adjustment)*	-	(16.019)
Loss before tax	**(1.801)**	**(54.944)**
Tax on ordinary result	200	(2)
Loss after tax	**(1.601)**	**(54.946)**
IFRS 16 adjustment	23	(12)
Net loss	**(1.578)**	**(54.959)**

Oceanteam Bourbon 101 AS and Oceanteam Bourbon Investments AS

In USD '000

Financial performance of discontinued operation	2021	2020
Oceanteam Bourbon 101 AS	-	(16.971)
Oceanteam Bourbon Investments AS	3	-
Income from associates and joint ventures	**3**	**(16.971)**
Profit / (Loss) from discontinued operations	**(1.574)**	**(71.930)**
Profit / (loss) attributable to:		
Owners of the company	(786)	(44.451)
Non controlling interests	(789)	(27.479)
Profit / (Loss) from discontinued operations	**(1.574)**	**(71.930)**

**Oceanteam ASA and Oceanteam Shipping B.V charge management fees to all three of the companies classified under discontinuing operations. The management fees charged to Oceanteam Bourbon 4 AS, which is fully consolidated, are eliminated from the Group's revenue and the Group's costs.

The underlying personnel costs within Oceanteam ASA and Oceanteam Shipping B.V which form the basis of the management fees charged to Oceanteam Bourbon 4 AS are shown in the above table under personnel costs. See note 8 for more information.

The management fees charged to Oceanteam Bourbon 101 AS are presented within Revenue. See note 6 for more information.

10. FINANCIAL STATEMENTS PARENT

Income Statement

01.01 - 31.12

USD '000	Notes	2021	2020
Operating Income and expenses			
Management fee income	16	546	657
Personnel Costs	2, 12, 15	(1.160)	(837)
Depreciation		(1)	(1)
Other operating expenses	2	(499)	(196)
Total operating income / (expense)		**(1.113)**	**(376)**
Operating profit / (loss)		**(1.113)**	**(376)**
Financial Income and expense			
Profit on investment in joint ventures, subsidiaries and associates	3	3	-
Interest from group companies	3, 16	472	294
Foreign exchange result	3	(13)	68
Write-offs, reversal of write-offs and forgiven debt	3, 6, 7	(792)	(5.832)
Other financial expenses	3	(4)	(22)
Interest expense	3, 15	(216)	(210)
Net financial income / (cost)		**(550)**	**(5.702)**
Profit / (loss) before income tax		**(1.663)**	**(6.078)**
Tax on ordinary income	4	-	-
Net Profit / (loss)		**(1.663)**	**(6.078)**
Attributable to:			
Uncovered loss	11	(1.663)	(6.078)
Total		**(1.663)**	**(6.078)**

Statement of financial position 31 December 2021

Assets

USD '000	Notes	2021	2020
Non-current assets			
Tangible assets			
Office equipment		4	5
Total tangible assets		**4**	**5**
Financial assets			
Investments in joint ventures and subsidiaries	6	6.196	7.031
Loans to group companies	7	7.068	8.280
Investments in associates	6	-	-
Total financial assets		**13.264**	**15.311**
Total non current assets		**13.268**	**15.316**
Current assets			
Receivables			
Other receivables	8	28	522
Accounts receivable	8	250	94
Total receivables		**278**	**615**
Cash and cash equivalents	9	1.601	65
Total current assets		**1.879**	**680**
Total assets		**15.147**	**15.996**

Statement of financial position 31 December 2021

Equity and liabilities

USD '000	Note	2021	2020
Equity			
Owners equity			
Share capital	10, 11	25.403	25.403
Holdings of own shares	10, 11	(128)	(128)
Share premium reserve	11	23.526	23.526
Total owners equity		**48.801**	**48.801**
Accumulated profits / (losses)			
Uncovered loss	11	(38.037)	(36.373)
Total accumulated profits / (losses)		**(38.037)**	**(36.373)**
Total equity		**10.765**	**12.428**
Non-current liabilities			
Loans and borrowings	8, 15	4.100	3.000
Total non-current liabilities		**4.100**	**3.000**
Current liabilities			
Accounts payable	8	46	369
Public duties payable	8	20	20
Other current liabilities	8, 15	217	178
Total current liabilities		**282**	**568**
Total Liabilities		**4.382**	**3.568**
Total equity and liabilities		**15.147**	**15.996**

Baerum / Norway, 13 April 2022

The Board of Directors and CEO of Oceanteam ASA

Keesjan Cordia	Karin Govaert	Jacob Johannes van Heijst	Hans Reinigert
Chairman	Director	Director	CEO

Cash flow statement

01.01 - 31.12

USD '000	2021	2020
Cash flow from operating activities		
Profit / (loss) before income taxes	(1.663)	(6.078)
Depreciation	1	1
Write-offs, reversal of write-offs and forgiven debt	792	5.832
Change in other receivables	493	(515)
Change in accounts receivable	(156)	(23)
Change in accounts payable	(283)	249
Change in other current liabilities	38	(1.177)
Profit on sale of shares	(3)	-
Net cash flow from operating activities	**(783)**	**(1.711)**
Cash flow from investing activities		
Paid-out from purchase of fixed assets	-	-
Proceeds from sales of shares	3	-
Net cash flow from investing activities	**3**	**-**
Cash flow from financing activities		
Changes in intragroup balances	1.216	1.389
Paid-in from new loans raised	1.100	-
Net cash flow from financing activities	**2.316**	**1.389**
Net change in cash and cash equivalents	1.536	(322)
Cash and cash equivalent at 01.01	65	387
Cash and cash equivalents at 31.12	**1.601**	**65**

NOTES TO THE FINANCIAL STATEMENTS PARENT

Note 1 - Primary accounting principles

The financial statements, which have been presented in compliance with the Norwegian Public Liability Companies Act, the Norwegian Accounting Act and Norwegian generally accepted accounting principles in effect as of 31 December 2021, consist of the income statement, statement of financial position, cash flow statement and notes to the accounts.

The financial statements have been prepared based on the fundamental principles governing historical cost accounting, comparability, continued operations, congruence and prudence. Transactions are recorded at their value at the time of the transaction. The different accounting principles are further commented on below.

Assets / liabilities related to current business activities and items which fall due within one year are classified as current assets/ liabilities. Current assets / short-term debts are recorded at the lowest/ highest of acquisition cost and fair value. The definition of fair value is the estimated future sales price reduced by expected sales costs. Other assets are classified as fixed assets. Fixed assets are entered in the accounts at historical cost, with deductions for depreciation. In the event of a decline in value which is not temporary, the fixed asset will be subject to a write-down. The same principle applies to liabilities.

According to generally accepted accounting standards there are some exceptions to the basic assessment and valuation principles. Comments on these exceptions can be found in the respective notes to the accounts. When applying the basic accounting principles and disclosure of transactions and other items, the “substance over form” rule is adopted. Contingent losses which are probable and quantifiable are charged to the profit and loss account.

Accounting principles for material items

Revenue recognition

Revenue is normally recognized at the time of delivery of services. Oceanteam ASA issues management fees to companies in the same Group. Interest on intercompany receivables is charged based on an inter-group cash pooling agreement.

Other operating expenses

Other costs which are not related to day to day operations are classified as other operating expenses.

Dividends

Dividends, group contributions and other distributions are recognized in the same year as they are recognized in the subsidiary or joint venture financial statements. If dividends / group contribution exceed withheld profits after acquisition, the excess amount represents repayment of invested capital, and the distribution will be deducted from the recorded value of the acquisition in the balance sheet of the parent company.

Dividend from subsidiaries and Joint ventures will only be recognized per balance sheet date if it’s significantly more likely than not that the dividend will be approved in the relevant company.

Use of estimates

The management has used estimates and assumptions that have affected assets, liabilities, incomes, expenses and information on potential liabilities in accordance with generally accepted accounting principles in Norway.

Pensions

The Company has a pension scheme that is classified as a defined contribution plan. The 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 recognized as an employee benefit expense in profit or loss when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available.

Depreciation

Based on the historical cost of the asset, straight line depreciation is applied over the useful economic life of the fixed assets. Depreciation is classified as an operating cost. Finance leases are depreciated over the term of the lease and the liability is reduced in line with the lease payments after deducting interest.

Income tax

The tax expense consists of the tax payable and changes to deferred tax. Deferred tax / tax assets are calculated on all differences between the book value and tax value of assets and liabilities. Deferred tax is calculated as 22 percent of temporary differences and the tax effect of tax losses carried forward. Deferred tax assets are recorded in the balance sheet when it is more likely than not that the tax assets will be utilized.

Foreign currency translation

Functional and reporting currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Company's functional and reporting currency are in USD.

The USD against NOK exchange rate applied as at 31 December 2021 is 8.8191. The average exchange rate for the 2021 year applied was 8.6064.

Foreign currency transactions are translated into the functional currency using the respective month end exchange rates. Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at each month end using the month end exchange rates.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at month end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the income statement, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges.

Foreign exchange gains and losses are presented in the income statement within 'Foreign exchange result'.

Balance sheet classification

Current assets and short term liabilities consist of receivables and payables due within one year and cash and cash equivalents. Other balance sheet items are classified as fixed assets / long term liabilities.

Current assets are valued at the lower of cost and fair value. Short term liabilities are recognized at nominal value. Fixed assets are valued at cost, less depreciation and impairment losses. Long term liabilities are recognized at nominal value.

Tangible assets

Tangible assets are entered in the accounts at historical cost, with deductions for accumulated depreciation and write-downs. If the fair value of a tangible asset is lower than book value, and the decline in value is not temporary, that tangible asset will be written down to fair value.

Investment in Joint Ventures, Subsidiaries and Associates

Subsidiaries and investments in joint ventures and associates are valued at cost in the company accounts. The investment is valued at the cost of the shares, less any impairment losses. An impairment loss is recognized if the impairment is not considered temporary, in accordance with generally accepted accounting principles. Impairment losses are reversed if the reason for the impairment loss disappears in a later period.

Accounts receivable and other receivables

Accounts receivable and other current receivables are recorded in the balance sheet at nominal value less provisions for doubtful accounts. Provisions for doubtful accounts are based on an individual assessment of the different receivables. For the remaining receivables, a general provision is estimated based on expected loss.

Cash flow statement

The cash flow statement is presented using the indirect method, whereby the profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows. Cash and cash equivalents include cash, bank deposits and other short term, highly liquid investments with maturities of three months or less.

Currency

Cash, receivables and liabilities in a foreign currency are valued using the exchange rate at the year end.

Events after the balance sheet date

New information on the Company's position at the balance sheet date is taken into account in the annual financial statements.

Events after the balance sheet date that do not affect the Company's position at the balance sheet date, but which will affect the Company's position in the future, are stated if significant.

Note 2 - Employees, Board and auditor

USD '000

	2021	2020
Personnel Costs		
Employee salaries	187	168
Social security	28	24
Pension costs	12	10
Other benefits	14	5
Board and audit committee fees	119	112
Recharged salary costs*	432	331
Contractor fees**	369	187
Total	**1.160**	**837**

	2021	2020
Number of man-years employed in Oceanteam ASA over the financial year.	2	2

*2021 recharged salary costs relate to amounts recharged from Oceanteam Shipping B.V in respect of Henk van den IJssel's employment (former CEO). 2020 recharged salary costs relate to amounts recharged in respect of Leidus Bosman's employment (former CEO) and Henk van den IJssel's employment.

**Contractor fees relate to CFO / CEO services provided by Hendrik Hazenoot (former interim CFO / interim CEO) and additional services provided by Hans Reinigert (former board member) and Karin Antoinette Yvonne Govaert (board member).

Management remuneration

USD '000

2021	Position	Board fees	Wages / Fees	Pension premiums	Other remuneration	Total
Henk van den Ijssel	CEO (Until July 2021)		397	14		411
Kornelis Jan Willem Cordia	Chairman	47				47
Karin Antoinette Yvonne Govaert	Director	39	96			135
Hans Reinigert	Director (until Nov 2021), CEO	33	126			159
Hendrik Hazenoot	Interim CFO / CEO (Until Nov 2021)		144			144
Ben de Jong	CFO (from Aug 2021)		190	31		220
Total		**119**	**952**	**45**	**-**	**1.115**

2020	Position	Board fees	Wages / Fees	Pension premiums	Other remuneration	Total
Leidus Bosman	CEO (until Feb 2020)		38	2		41
Henk van den Ijssel	CEO (from Feb 2020		240	20		260
Kornelis Jan Willem Cordia	Chairman	43				43
Karin Antoinette Yvonne Govaert	Director	36				36
Hendrik Johannes Jesse	Director (until Aug 2020)	22	7			30
Hans Reinigert	Director (from Sept 2020)	10				10
Hendrik Hazenoot	Interim CFO		135			135
Diederik Legger	Advisor to the board		44			44
Total		**112**	**465**	**22**	**-**	**600**

Henk van den IJssel resigned as CEO effective 1 August 2021. He received an annual salary of EUR 198.000, which attracted a holiday allowance at 8%, and an annual travel allowance of EUR 16.140. During the period 1 January 2021 to 31 July 2021 he received EUR 115.500 (USD 138.666) in salary, EUR 198.000 (USD 235.442) in severance payment, EUR 9.240 (USD 11.549) in holiday allowance and EUR 9.415 (USD 11.303) as a travel allowance all which have been classified under wages/fees

For the year 2021, the agreed annual fee for the chairman of the board is NOK 400.000 and NOK 337.500 for the other members of the board (including NOK 37.500 for audit committee fees).

Kornelis Jan Willem Cordia, chairman of the board, received board fees of NOK 400.000 (USD 46.506) in 2021. Director, Karin Antoinette Yvonne Govaert received board fees of NOK 337.500 (USD 39.240) and an additional fee for advisory services of NOK 765.000 (USD 87.142) which attracted non-deductible VAT of NOK 77.245 (USD 8.799).

During the period from 1 January 2021 to 31 October 2021, former director, Hans Reinigert received board fees of NOK 281.250 (USD 32.942) and an additional fee for advisory services of NOK 765.000 (USD 87.128) which attracted non-deductible VAT of NOK 16.175 (USD 1.842). Hans Renigert resigned as director and was appointed as CEO effective 1 November 2021. For his CEO services he has a service agreement through Merlion Nederland B.V. The service fee is EUR 16.000 per month. In 2021, fees of EUR 32.000 (USD 36.303), which attracted non-deductible VAT of EUR 313 (USD 354), have been charged in respect of his CEO services.

As at 31 December 2021, Oceanteam had no obligation to pay special compensation upon termination of, or change to, the CEO's employment. As at 31 December 2021, Oceanteam had not recognized any liabilities in respect of severance pay or bonuses to the CEO.

As at 31 December 2021, Oceanteam had no obligation to pay special compensation upon termination of, or change to, the chairman's appointment. As at 31 December 2021, there were no agreements between Oceanteam and the chairman providing for bonuses, profit sharing, options or similar benefits. No expenses or liabilities have been recognized in 2021.

Hendrik Hazenoot, Interim CFO until 2 August 2021 and Interim CEO from 2 August 2021 until 1 November 2021, had a service agreement through DTN Noordwijk B.V. which was cancelled effective January 2022 (three-month notice period). In 2021, fees of EUR 121.508 (USD 143.547), including non-deductible VAT of EUR 16.102 (USD 19.050), have been charged in respect of his services.

Ben de Jong was appointed as CFO on 2 August 2021. He receives an annual salary of EUR 138.000, which attracts a holiday allowance at 8%. During the year he received EUR 138.000 (USD 163.055) in salary, EUR 11.040 (USD 13.065) in holiday allowance and an incentive of EUR 11.500 (USD 13.392).

Refer to note 15 for the year-end balances of related parties.

The incentive scheme throughout the group is given at the discretion of the board and CEO. The CEO makes a proposal to the board for different incentives for the employees of the company. There is no share incentive program.

There have not been given any loans, advance payments and security by the Company or other companies in the group to the individual senior executives or the individual members of the board of directors, audit committee or other elected corporate bodies.

Other than mentioned above, there has not been any remuneration, pension's plans or other benefits to members of the audit committee or other elected corporate bodies.

Liability insurance has been taken out for the Directors and Officers for their possible liability to the company and third parties.

The main principles for the Company's executive management salary policy is that executive management shall be offered terms that are competitive when salary, payment in kind, bonus, share options and pension scheme are considered as a whole. The Board may at its sole discretion, grant performance related incentive to employees. The incentive cannot exceed one year's annual salary unless the Board decides otherwise and substantiates such decision. The Board may develop incentive schemes for the Group in order to align the motivation goals of personnel with that of the Company and enhance the value creation capacity for the shareholders by enhancing the Company's ability to attract, retain and motivate employees who are expected to make important contributions to the Company. By providing such persons with performance-based incentives, the Company aligns the interests of such persons with those of the Company's shareholders.

Auditor

Auditor's fee consists of the following:

USD '000	2021	2020
Statutory audit	123	129
Other assurance services	4	2
Tax advisory	2	18
Other	-	-
Total	**128**	**149**

Claimable VAT is not included in the auditor's fee.

Note 3 - Financial income and financial expenses

USD '000	2021	2020
Finance income		
Dividend income*	3	-
Reversal of write-offs	-	-
Interest income from group companies	472	294
Other financial income (foreign exchange gains)	-	263
Total finance income	**475**	**557**
Finance costs		
Write-offs and forgiven debt	(792)	(5.832)
Interest expenses	(216)	(210)
Other financial expenses	(4)	(22)
Other financial cost (foreign exchange losses)	(13)	(195)
Total finance costs	**(1.026)**	**(6.259)**
Result financial items	**(550)**	**(5.702)**

*Oceanteam Bourbon Investments AS was liquidated in December 2021. The dividend received was a liquidation dividend.

Note 4 - Income taxes

USD '000	2021	2020
Income tax expense		
Tax payable	-	-
Tax payable previous year	-	-
Changes in deferred tax	-	-
Total income tax expense	**-**	**-**
Tax base calculation		
Profit/(loss) before income tax	(1.663)	(6.078)
Permanent differences	792	5.832
Changes in temporary differences	(98)	(914)
Corrections from previous periods	-	-
Translation differences	190	(89)
Tax base	**(779)**	**(1.249)**
Temporary differences:		
Fixed assets	(1.038)	(1.148)
Non-current receivables	-	-
Non current assets	-	-
Current assets	-	-
Profit and Loss account	38	49
Tax-deductible part of write-down	-	-
Taxable income from Subsidiaries	-	-
Effect foreign exchange on long-term liabilities	-	-
Other temporary differences	-	-
Total temporary differences	**(1.000)**	**(1.098)**

Loss carried forward	(178.172)	(183.368)
Total temporary differences and loss carried forward	**(179.172)**	**(184.467)**
Deferred tax liability / (asset) - (2021: 22%, 2020: 22%)*	(39.418)	(40.583)

Reconciliation of nominal and effective tax rate	2021	2020
Profit/(loss) before income tax	(1.663)	(6.078)
Expected income taxes 22% (2020: 22%)	(366)	(1.337)
Permanent differences	174	1.283
Changes in temporary differences	(22)	(201)
Translation differences	42	(20)
Corrections from previous periods	-	-
Losses generated and not utilized	171	275
Income tax expense	**-**	**-**
Effective tax rate in %	0,0 %	0,0 %

*Deferred tax assets are not recognized in the balance sheet as there is uncertainty regarding utilization in the foreseeable future.

Note 5 - Deferred tax

Confirmation from the tax authorities of a cumulative carry forward tax loss of NOK 1 565 million (USD 177 million) as at the 2020 year end was received on 23 September 2021.

Cumulative carry forward tax loss at year-end 2021 is estimated to NOK 1 571 million (USD 178 million). The carryforward tax loss has no statute on limitation and can be utilized against company's future losses.

Note 6 - Investment in subsidiaries, joint ventures and associates

	Year aquired / incorporated	Head Office/ Country of registration	Ownership share	Voting share
Subsidiaries directly owned				
Oceanteam II B.V.	2007	Amsterdam, Netherlands	100%	100%
RentOcean B.V.	2015	Amsterdam, Netherlands	100%	100%
North Ocean 309 AS	2011	Bærum, Norway	100%	100%
Oceanteam Bourbon 4 AS	2006	Bærum, Norway	50%	60%
Associates directly owned				
Oceanteam Bourbon 101 AS	2006	Bærum, Norway	50%	40%
Subsidiaries indirectly owned				
Oceanteam Mexico B.V.	2008	Amsterdam, Netherlands	100%	100%
Oceanteam Shipping B.V.	2011	Amsterdam, Netherlands	100%	100%
Oceanteam Solutions B.V.	2012	Amsterdam, Netherlands	100%	100%
Kingfisher Enterprise B.V.	2008	Schiedam, Netherlands	100%	100%
Oceanteam Shipping GmbH	2007	Wilhelmshaven, Germany	100%	100%
Oceanteam GmbH	2007	Wilhelmshaven, Germany	100%	100%
Oceanteam Power and Umbilical GmbH	2007	Wilhelmshaven, Germany	100%	100%
Oceanteam Mexico S.A de C.V.	2008	Cd. del Carmen, Mexico	90%	49%

Oceanteam Bourbon Investments AS was liquidated in December 2021.

Investments valued at cost (company accounts)

Subsidiaries and joint ventures

USD '000

Company name	Share capital	Number of shares issued	Write downs in 2021	Net book value of investment	The company's total equity	Net profit (loss) 2021
Oceanteam II B.V.	22	18.000	-	5.000	4.878	(64)
RentOcean B.V.	11	10.000	-	-	2.400	(230)
North Ocean 309 AS	17	100	-	-	(945)	-
Oceanteam Bourbon 4 AS*	4.215	100	835	1.196	2.462	(1.158)
Sum	**4.265**		**835**	**6.196**	**8.795**	**(1.452)**

Associates

Company name	Share capital	Number of shares issued	Write downs in 2021	Net book value of investment	The company's total equity	Net profit (loss) 2021
Oceanteam Bourbon 101 AS*	556	2.610	-	-	(7.908)	(3.353)
Sum	**556**		**-**	**-**	**(7.908)**	**(3.353)**

The above investments are only those directly owned by Oceanteam ASA.

The investments are valued at the lower of cost and net realizable value.

*During December 2013 the shareholders' agreements between Oceanteam ASA and Bourbon Offshore Norway AS regarding the companies Oceanteam Bourbon 4 AS and Oceanteam Bourbon 101 AS was amended. The result of the amendment was that Bourbon Offshore Norway AS acquired significant control over Oceanteam Bourbon 101 AS, and that Oceanteam ASA acquired significant control over Oceanteam Bourbon 4 AS. The change became effective from 1 January 2014. After the amendment equity interest still remained 50 percent, but voting shares in Oceanteam Bourbon 4 AS became 60 percent and significant control of the company came in place. The control is currently also affirmed by Oceanteam ASA being represented by three of a total of five directors at the Company's Board. But in general, the owner companies, Bourbon Offshore Norway AS and Oceanteam ASA have equal voting shares in general meetings.

Note 7 - Intercompany balances with group companies and associates

USD '000

Intercompany balances	Write downs / (reversal of write downs) in 2021	Write downs / (reversal of write downs) in 2020	Balance 2021	Balance 2020
Oceanteam Bourbon 101 AS	-	-	-	76
Oceanteam Bourbon 4 AS*	-	-	-	1.066
Oceanteam Bourbon Investments AS	-	-	-	-
Oceanteam Shipping GmbH	-	-	2	2
Oceanteam II B.V.	-	-	996	935
Oceanteam Mexico S.A de C.V.	-	-	-	-
Oceanteam Mexico B.V.	-	-	1	1
Kingfisher Enterprise B.V.	(5)	-	-	138
North Ocean 309 AS	1	-	-	1
Oceanteam Solutions B.V.	-	-	8	9
RentOcean B.V.	-	-	1.252	1.404
Oceanteam Shipping B.V.	-	-	4.808	4.650
Sum	**(4)**	**-**	**7.068**	**8.280**

*See notes 8 and 15 for details of the loan agreement entered into between Oceanteam Bourbon 4 AS and Oceanteam ASA.

Note 8 - Receivables and Liabilities

USD '000	2021	2020
Receivables		
Prepayments	28	27
Accrued Income	-	494
Accounts receivable*	250	94
Total receivables	**278**	**615**
Non-current liabilities		
Loans and borrowings	(4.100)	(3.000)
Total non-current liabilities	**(4.100)**	**(3.000)**
Current liabilities		
Accounts payable	(46)	(369)
Public duties payable	(20)	(20)
Other current liabilities	(217)	(178)
Total current liabilities	**(282)**	**(568)**

*Accounts receivable, per 31.12.2021, consists of management fees charged to Oceanteam Bourbon 4 AS of USD 134.375 and Oceanteam Bourbon 101 AS of USD 115.625

Oceanteam ASA entered into loan agreement on 23 April 2018 with Stichting Value Partners Family Office for the amount of USD 1.5 million. The loan has an interest rate of 7%.

Oceanteam ASA entered into another loan agreement on 21 December 2018 with Corinvest B.V. for the amount of USD 1.5 million. The loan has an interest rate of 7% per annum.

In May 2020, the repayment date for both the Stichting Value Partners Family Office loan and Corinvest B.V. loan was extended from April 2021 to April 2023.

In May 2020, a non-possessory pledge on one carousel each was provided to Stichting Value Partners Family Office and Corinvest B.V. One of the carousels is owned by RentOcean B.V. The other is owned by Oceanteam Shipping B.V

Oceanteam ASA entered into a loan agreement on 9 November 2021 with Oceanteam Bourbon 4 AS for the amount of USD 1.1 million. The loan has an interest rate of 4%. The loan has a repayment date of 9 November 2023. If Oceanteam ASA becomes insolvent or unable to pay its debts as they fall due, the loan amount becomes payable upon demand.

Refer to note 15 for more details.

Note 9 - Bank deposits

As at 31 December 2021, tax deducted from employees, deposited in a separate bank account amounts to NOK 142.790 (USD 16.191).

Note 10 - Share Capital and Shareholder Information

Share capital Pr 31.12.2021

As per 31.12.2021, the share capital of the Company is NOK 197.448.290 (USD 25.403.333) divided into 34.338.833 shares with a nominal value of NOK 5,75 (USD 0,74). All shares have equal voting rights.

Oceanteam owns a total of 127.573 own shares representing 0,4% of the shares in the Company. The calculations are made on the basis of 34.338.833 shares in the Company.

Shareholders	Notes	Number of shares	Percentage of total
BNP Paribas Securities Services		12.459.966	36,3%
UBS Switzerland AG	1	6.690.948	19,5%
Euroclear Bank S.A./N.V.		3.798.796	11,1%
State Street Bank and Trust Comp		1.826.012	5,3%
SIX SIS AG		1.481.374	4,3%
HESSEL HALBESMA DØDSBO		756.307	2,2%
Banque Pictet & Cie SA		457.772	1,3%
STEINAR GRØNLAND		285.000	0,8%
Citibank Europe plc		281.063	0,8%
CLEARSTREAM BANKING S.A.		276.883	0,8%
STIG EEG AUNE		260.000	0,8%
Geir Bjørndalen		197.824	0,6%
Nordnet Bank AB		195.445	0,6%
CACEIS Bank		181.713	0,5%
FRANK ROBERT SUNDE		171.417	0,5%
U-TURN VENTURES AS		162.707	0,5%
OCEANTEAM ASA		127.573	0,4%
VESLIK AS		110.000	0,3%
MOMO INVEST AS		102.254	0,3%
ERIK SMITH JAGLAND		100.000	0,3%
Subtotal 20 largest		**29.923.054**	**87,1 %**
Others		4.415.779	12,9%
Total		**34.338.833**	**100,0 %**

Shareholders	Notes	Number of shares	Percentage of total
Board:			
Kornelis Jan Willem Cordia (Chairman)	1	6.590.517	19,2 %
Jacob Johannes van Heijst (Board member)		87.987	0,3 %
Total		**6.678.504**	**19,4 %**

1. Through UBS Switzerland AG, Kornelis Jan Willem Cordia, Chairman of Oceanteam ASA, owns 6.590.517 shares.

For more information, please refer to related party transactions in note 15.

Note 11. Equity

USD '000

	Share capital	Own shares	Premium fund	Uncovered loss	Total
Equity 01.01.21	25.403	(128)	23.526	(36.373)	12.428
Net profit / (loss) for the year				(1.663)	(1.663)
Equity 31.12.21	**25.403**	**(128)**	**23.526**	**(38.037)**	**10.765**

Note 12 - Pensions

The Company is required to have an occupational pension scheme in accordance with Norwegian law ("lov om obligatorisk tjenestepensjon"). The Company's pension scheme meets the requirements of that law. The Company's pension scheme is a defined contribution plan funded through an insurance company.

All employees within Oceanteam ASA are included within the pension scheme. Refer to note 2 for the number of employees.

Note 13 - Events after the balance sheet date

Election of Board Member

In April 2022, Jacob Johannes van Heijst was elected as a board member of Oceanteam ASA.

Note 14 - Financial risk management

GOING CONCERN

In accordance with the Accounting Act § 4-5 the company confirms that the financial statements have been prepared under the assumption of going concern. This assumption is based on income forecasts for the years 2022 – 2023 and the Group's long-term strategic forecasts.

The Directors have considered all available information about the future when concluding whether the Company is a going concern at the date they approve the financial statements. The review covers a period of at least twelve months from the date of approval of annual financial statements.

(A) CREDIT RISK

The credit risk of receivables from group entities is dependent on the performance of the actual operations within the subsidiary, joint venture or associate.

(B) LIQUIDITY RISK

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity is to ensure 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 is receiving their revenue and thus cash liquidity from their subsidiaries and associates, and is consequently dependent on the liquidity in these companies.

(C) MARKET RISK

The market risk with regard to currency risk is considered low as the functional and reporting currency are in USD. The company's loans and the majority of the companies revenues, which are dividends, intercompany interest and management fees, are in USD. Other liabilities are mostly a mix of USD, EUR and NOK. Market risk is considered low.

Note 15 - Transactions with related parties

DTN Noordwijk B.V.

DTN Noordwijk B.V. is controlled by former Interim CEO / former interim CFO, Hendrik Hazenoot. Transactions consist mostly of invoicing for monthly management and consultancy services. Travel costs have also been recharged through this company. Refer to note 2 for more details.

Workships Contractors B.V

Workships Contractors B.V. is 50% controlled by Kornelis Jan Willem Cordia, chairman of the board. Transactions consist of invoicing for docking budget control for both of the vessels and project management services.

Oliley B.V.

Oliley B.V. is controlled by Karin Antoinette Yvonne Govaert, director of Oceanteam ASA. Transactions consist mostly of advisory services. Travel costs have also been recharged through this company. Refer to note 2 for more details.

Josco Strategisch Advies

Josco Strategic Advies is controlled by Hendrik Johannes Jesse, former director of Oceanteam ASA. Transactions consist mainly of invoicing for strategic advisory services. Refer to note 2 for more details.

J.Hofland B.V.

Former interim CEO, Diederik Legger, provided advisory services to the board of directors of Oceanteam through J. Hofland B.V. Transactions include invoicing advisory fees. Refer to note 2 for more details.

Corinvest B.V.

Corinvest B.V. is controlled by Kornelis Jan Willem Cordia, chairman of the board. Transactions consist mainly of invoicing recharges for travel expenses.

Merlion Nederland B.V.

Merlion Nederland B.V. is controlled by Hans Reimer Reinigert, CEO of Oceanteam ASA. Transactions consists of invoicing for advisory services, CEO services and travel expenses. Refer to note 2 for more details.

USD '000	Cost		Vendor & accrued balance		
Company	2021	2020	2021	2020	Type of transaction
DTN Noordwijk B.V.	(144)	(135)	(11)	(11)	see above
Workships Contractors B.V.	(29)	-	-	-	see above
Oliley B.V.	(96)	(1)	-	-	see above
Josco Strategisch Advies	-	(7)	-	-	see above
J. Hofland B.V	-	(44)	-	-	see above
Corinvest B.V.	-	(4)	(4)	(5)	see above
Merlion Nederland B.V.	(137)	-	(20)	-	see above

Stichting Value Partners Family Office

Stichting Value Partners Family Office is controlled by Mr Hendrik Marius van Heijst. During 2021, Mr Hendrik Marius van Heijst has held a shareholding in Oceanteam ASA of greater than 20% and is therefore considered to have significant influence. In April 2018 a loan was issued by Stichting Value Partners Family Office. See note 8 for further details.

Corinvest B.V.

Corinvest B.V. is controlled by Kornelis Jan Willem Cordia, chairman of the board. In December 2018 a loan for USD 1.5m was issued by Corinvest B.V. See note 8 for further details.

Oceanteam Bourbon 4 AS

Oceanteam ASA entered into a loan agreement on 9 November 2021 with Oceanteam Bourbon 4 AS, a subsidiary of Oceanteam ASA, for the amount of USD 1.1 million. See note 8 for further details.

USD '000	Loans		Accrued interest payable on loans		Interest expense	
Company	2021	2020	2021	2020	2021	2020
Stichting Value Partners Family Office	1.500	1.500	53	70	105	105
Corinvest B.V.	1.500	1.500	53	70	105	105
Oceanteam Bourbon 4 AS	1.100	-	6	-	6	-
Total	**4.100**	**3.000**	**112**	**140**	**216**	**210**

Note 16 - Transactions with Group companies

USD '000	Interest Income / (Expense)		Management fee income	
	2021	2020	2021	2020
Kingfisher Enterprise B.V.*	-	-	-	-
Oceanteam Shipping B.V.	310	201	7	60
Oceanteam II B.V.	62	34	-	-
Oceanteam Bourbon 101 AS	-	-	256	245
Oceanteam Bourbon 4 AS	-	-	268	319
North Ocean 309 AS*	-	-	-	1
Oceanteam Bourbon Investments AS	-	-	15	30
RentOcean B.V.	101	59	-	2
Total	**472**	**294**	**546**	**657**

*Oceanteam ASA waived 2021 interest income due from Kingfisher Enterprise B.V of USD 9.527 and North Ocean 309 AS of USD 67.644.

Internal interest is calculated on intercompany balances. An interest rate of 7% + Libor 3 months is applied to all the above company's intercompany balances subject to Oceanteam Bourbon Investments AS on which the interest is 4% per annum.

Please see note 7 for intercompany balances.

Note 17 - Guarantees

A parent company guarantee from Oceanteam ASA has been granted to the buyers of KCI the Engineers BV effective for a period of 60 months from January 2018 with a maximum liability of EUR 700.000.

In March 2020, Oceanteam ASA provided a guarantee to a company renting a barge to Oceanteam Shipping B.V. The minimum commitment as at 31 December 2021 was USD 19.000.

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To the General Meeting of Oceanteam ASA

Independent Auditor's Report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Oceanteam ASA, which comprise:

- The financial statements of the parent company Oceanteam ASA (the Company), which comprise the balance sheet as at 31 December 2021, the income statement showing a loss of USD 1 663 000 and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and
- The consolidated financial statements of Oceanteam ASA and its subsidiaries (the Group), which comprise the balance sheet as at 31 December 2021, the income statement showing a loss of USD 3 126 000, 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 a summary of significant accounting policies.

In our opinion:

- the financial statements comply with applicable statutory requirements,
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2021, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and
- the financial statements give a true and fair view of the financial position of the Group as at 31 December 2021, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU.

Our opinion is consistent with our additional report to the Audit Committee.

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 and the Group as required by laws and regulations 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.

To the best of our knowledge and belief, no prohibited non-audit services referred to in the Audit Regulation (537/2014) Article 5.1 have been provided.

We have been the auditor of the Company for 4 years from the election by the general meeting of the shareholders on 13.04.2018 for the accounting year 5.

Material Uncertainty Related to Going Concern

We draw attention to note 3 in the financial statements and the Board of Director's Report which indicates that the Group's liquidity forecast is showing a constrained cash flow and that there is inherent risk in cash flow estimates depending on the Group's ability to secure new contracts within its business segments. There are significant assumptions within the cash flow forecast which are both within and outside the control of the Group. The events and assumptions described in note 3 and in the Board of Directors' report, even though the management has taken measures to mitigate risk of uncertainty, indicate that a material uncertainty still exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matter described below to be the key audit matters to be communicated in our report.

Carrying value of Equipment

Equipment constitute a significant share of the total assets in the Group with a carrying amount of USD 12.9 million at 31 December 2021. Due to the continued difficult market conditions, management identified indications of impairment for the Group's Equipment. Consequently, they have carried out an impairment assessment and estimated recoverable amount of the assets, which is the highest of fair value less costs of disposals and value in use.

For the Equipment the impairment assessments resulted in an impairment charge of USD 0.2 million recognized in 2021 due to recoverable amount being lower than the carrying value.

Our audit addressed the Key Audit Matter by procedures including, among others:

- We obtained management's impairment models and considered whether the models contained the elements and methodology IFRS require from such models. We found the model to be in accordance with our expectations.
- We challenged management's key assumptions such as the projected utilization, hire rates, operating costs and discount rates, and compared with historical performance and management's internal forecasts. We also tested the mathematical accuracy of the valuation model and assessed the weighted average cost of capital by comparing input with external data such as risk free interest on government bonds, beta and market risk premium and assessed adjustments for company specific factors.
- We lastly evaluated the adequacy of the related disclosures including those regarding the key assumptions and sensitivities.

We refer to Notes 2 and 4 for the Group's accounting policy for impairment of non-financial assets, and Note 12 where the Board of Directors explain the valuation process for the Group's tangible assets.

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 appears 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 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 legal requirements.

Our opinion on the Board of Director's report applies correspondingly to the statements on Corporate Governance and Corporate Social Responsibility.

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 International Financial Reporting Standards as adopted by the EU, 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 and the Group'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 Group 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 or the Group'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 and the Group'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 and the Group 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.

- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Report on compliance with Regulation on European Single Electronic Format (ESEF)

Opinion
We have performed an assurance engagement to obtain reasonable assurance that the financial statements with file name 213800AVDTP5HXHL3548-2021-12-31-en have been prepared in accordance with Section 5-5 of the Norwegian Securities Trading Act (Verdipapirhandelloven) and the accompanying Regulation on European Single Electronic Format (ESEF).

In our opinion, the financial statements have been prepared, in all material respects, in accordance with the requirements of ESEF.

Management's Responsibilities
Management is responsible for preparing, tagging and publishing the financial statements in the single electronic reporting format required in ESEF. This responsibility comprises an adequate process and the internal control procedures which management determines is necessary for the preparation, tagging and publication of the financial statements.

Auditor's Responsibilities
For a description of the auditor's responsibilities when performing an assurance engagement of the ESEF reporting, see: https://revisorforeningen.no/revisjonsberetninger

Oslo, 13 April 2022
RSM Norge AS

Lars Løyning
State Authorised Public Accountant