

Dolphin Drilling

# DELIVERING SAFE AND EFFICIENT DRILLING OPERATIONS

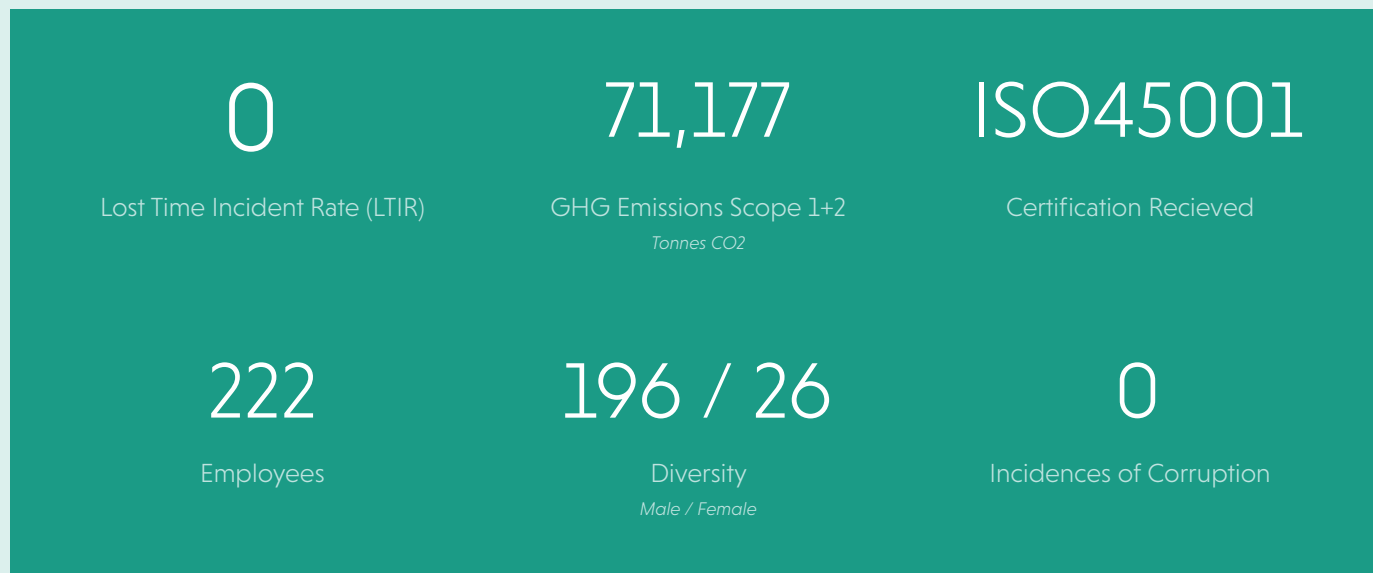


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# Highlights 2025

## Sustainability



## Financial



# Letter from the CEO



2025 was a landmark year for the Company as we celebrated our 60th anniversary. And whilst the Company has changed significantly across those 60-years, our focus on delivering safe, efficient and reliable operations, and building strong relationships with our clients, suppliers, and wider stakeholders based on Trust, remains.



With much uncertainty in the world, as geopolitical events throughout 2025 and into 2026 demonstrate, it is vital that Trust is a constant, and that is why it is the backbone of our TEAM culture – Trust. Excellence. Accountability. Momentum.

This TEAM culture is essential to Dolphin Drilling; we have a skilled and experienced workforce and a reputation for working inclusively, both on and offshore. Through the loyalty and dedication of our employees, we have navigated some very challenging times, which have only strengthened our resolve, and having finished the year strongly, leave us well placed to deliver strong results in 2026.

#### Operational Overview

First and foremost, we had an excellent year for safety with no LTI's. Safety has and always will be our priority, so this was very pleasing. We made improvements to our offshore reporting systems and strengthened our safety leadership, all contributing to a safe year.

Operationally, Blackford Dolphin was on contract for the full year operating in the Andaman Sea for Oil India Limited. Using our organisational experience, and very experienced international crew, the rig performed well throughout.

Paul B. Loyd Jr. was also on contract throughout all 2025, except for a 62-day break in Q3 to undergo the planned Special Periodic Survey, which was completed with good capital discipline. Thereafter, operations resumed with Harbour Energy in the North Sea.

Borgland Dolphin was in lay-up in Las Palmas throughout 2025 but awarded a contract with Repsol SA for a 7-well firm campaign commencing late 2026. We were delighted to secure this work and the award meant we ended the year with contractual commitments for all units moving into 2026.

### Looking Forward

We remain cautiously optimistic in the sector and see opportunities both within the North Sea, and wider. The conventionally moored rig market continues to tighten with very limited supply and reasonable demand, particularly within the UK side of the North Sea where our units are well suited to the lower cost operations, such as P&A, that has many rig years of demand.

Our focus remains on delivering safe, reliable and efficient operations, and with our extensive experience, having worked in most locations worldwide, we believe we are well placed to capitalise on the positive market sentiment that 2026 is showing.

Finally, I would like to thank our employees for their commitment and focus, as well as our clients, suppliers and shareholders for their continued trust and support. We indeed look forward to a positive and productive year.



**Michael Boyd**  
CEO, Dolphin Drilling



# This is Dolphin Drilling

Founded in 1965, Dolphin Drilling is one of the oldest and most trusted drilling contractors operating globally, with a long-standing legacy of excellence in offshore drilling. For six decades, we have been a pioneer in the industry, delivering dependable and innovative drilling operations across the globe.

Our reputation as a flexible, commercially adaptable, and solutions-oriented partner has earned us the trust of leading oil and gas companies.

Our fleet of three 4th and 5th Generation Enhanced Aker H3 and H4 semi-submersible rigs are best equipped for drilling harsh environments across the globe. The fleet can drill in maximum water depths ranging from 450m to 1829m and are operated by an experienced team with a strong operational track record. The rigs provide their robustness by having a high technical standard, broad operational track record, positive air gap, and a passive mooring system.

The Company culture, carefully built through decades, enables rapid and flexible responses to customer needs, whilst maintaining safe and efficient operations.

Dolphin Drilling AS is listed on Euronext Growth under the ticker DDRIL. We have offices in the UK, Norway and India. We are members of the Norwegian Shipowners Association (NSA), the British Rig Owners Association (BROA) and the International Association of Drilling Contractors (IADC).

# Dolphin Drilling

## WHAT WE STAND FOR

### VISION

To be the most trusted drilling services team, delivering unmatched performance, customer focus and a solutions-driven mindset.

### MISSION

We partner with our customers to drive operational excellence and deliver innovative commercial solutions, addressing industry challenges responsibly whilst safeguarding our teams, assets and the surrounding environment.

### CORE VALUES



#### Trust

Our relationships are built on trust and honesty. We are relied upon to do the 'right' thing and to do what we say we will do.



#### Excellence

We are passionate about delivering excellence in all that we do. We are relentless in our pursuit to be the best and continuously improve.



#### Accountability

We own and take full responsibility for the work that we do. We have truly open and honest conversations to ensure we deliver the best results for our clients.



#### Momentum

We act at pace; always moving forward. We are energetic and resilient in the face of adversity and solve problems as a team.

## Towards sustainable, high-value operations

Dolphin Drilling is committed to delivering an optimised, timely, and controlled flow of materials to and from rig operations—prioritising safety while reducing operational risk, cost, and environmental impact. Efficient logistics and materials management are core to ensuring that our operations remain agile, resilient, and responsible in an evolving energy landscape.

Wherever feasible, our drilling activities are structured to retain materials and equipment at their highest utility and value for as long as possible. This includes extending asset lifecycles through maintenance, refurbishment, and reuse, as well as minimising reliance on single-use components. Such practices reduce the demand for virgin resources, lower emissions

associated with manufacturing and transportation, and support our broader decarbonisation goals.

Furthermore, we recognise that sustainable operations go beyond material efficiency. Our approach considers impact on natural systems, through responsible waste handling, emissions management, and consideration of environmental factors in the supply chain. By embedding these principles into our logistics and rig operations, Dolphin Drilling aims to lead by example in moving offshore drilling towards a more circular, lowcarbon future.



### Logistics and transport

Optimised logistics through a controlled process of collection and coordination with suppliers and third-party services and route management, which will reduce transportation and energy usage.



### Warehousing

Equipment is preserved and maintained at a storage location, eliminating transportation to and from supplier facilities, and optimised space and storage requirements reducing packaging and waste.



**Services** Cloud-based support reduces the need for IT infrastructure and energy usage.



### Innovation and redesign

Through cross-industry collaboration, we standardise processes, increase automation, and enhance operational efficiency. We continue to strengthen internal practices that support the effective use and lifecycle management of materials, helping to minimise waste and improve overall resource utilisation.



### Inventory and managed returns

We have optimised our consignment stock to meet the specific requirements of our fleet, resulting in reduced waste and the need for less storage space. Additionally, we collaborate with industry companies to share consumables and reduce unnecessary duplication of resources.

# SUSTAINABILITY STATEMENT

Dolphin is committed to embedding sustainability into everything we do, which aligns seamlessly with our vision to be the most trusted drilling services team, delivering unmatched performance, customer focus, and a solutions-driven mindset. By integrating sustainable practices into our operations, we enhance trust with stakeholders, drive innovation, and address industry challenges responsibly.



# General information

## About this report

This report covers all projects where Dolphin Drilling has operational control and has been prepared in alignment with the Euronext guidelines for sustainability reporting.

The report has been reviewed and approved by Dolphin Drilling's Board of Directors. The sustainability statement has not been audited by an independent third party.

Through this integrated approach, Dolphin Drilling strengthens its commitment to responsible business practices, operational excellence, and transparent reporting, demonstrating how we balance financial performance with our broader sustainability goals.

## Interest and views of stakeholders

Having an ongoing dialogue with stakeholders strengthens our relationship with the society we operate in and allows us to detect, investigate and manage potential risks and opportunities. Regular engagement with both our internal and external stakeholders helps us meet stakeholders' expectations and determine our sustainability priorities. Communication and engagement with our stakeholders are also crucial for transparency, equal treatment and investor encouragement.

## Shareholders

Our owners are a key stakeholder group who directly affect our priorities and strategies. We engage with our shareholders to ensure transparency of financial information and our operations and communicate through financial updates, regular calls, and conferences.

## Employees

We are dependent on our employees' expertise, in addition to their understanding of sustainability, as well as the Company's objectives and targets. We strive to ensure regular employee communication and engagement through our intranet, committees, and manager updates.

## Customers

Our customers' expectations influence our sustainability priorities. We are expected to demonstrate sustainable environmental performance, safe operations, a competent workforce, and regulatory compliance. To meet these expectations, Dolphin Drilling has a comprehensive Health, Safety, Environment, Energy and Quality (HSEEQ) management system in place, invests in employee training and development, and adheres to regulatory requirements. We regularly conduct audits and report performance to interested parties in order to ensure that their needs are met.

## Governmental authorities

Our Company is subject to the regulations and legislation set by governmental and local authorities, which directly influence our operations. We strive to ensure that all our processes and resources comply with these regulations.

## Suppliers and vendors

Our vendor registration processes drive our suppliers' awareness of modern slavery, human rights, and ethical business practices through our Code of Conduct. Our aim is to partner with suppliers who prioritise sustainability and offer sustainable products and services. We hold regular meetings with our most critical suppliers to ensure thorough two-way communication with shared learnings while ensuring they are maintaining our sustainability and ethical standards.

## Local communities

Dolphin Drilling acknowledges that we have a responsibility for the effect our work has in the regions where we operate. We strive to be a socially responsible business and give back to society in the areas where we can.





## The Board and senior management

The Board has the ultimate responsibility for Dolphin Drilling's sustainability strategy, priority, and approach. The senior management bears responsibility for Dolphin Drilling's development and day-to-day activities. The senior management presents its management review and reports to the Board quarterly.

## Enterprise Risk Management

Dolphin Drilling has established a robust Enterprise Risk Management (ERM) framework that has been continuously refined and enhanced over the years. This framework enables us to identify, assess, and manage a wide range of risks, hazards, and other threats that could impact our business operations, including sustainability-related challenges, regulatory compliance, geopolitical uncertainties, and financial exposures.

Through our ERM process, we evaluate the likelihood and potential impact of identified risks and implement targeted mitigation and monitoring measures to minimise

their effects. This structured approach allows us to proactively address risks related to health, safety, and environmental (HSE) concerns, operational disruptions, market fluctuations, and technological advancements. We conduct monthly reviews of identified risks, ensuring continual monitoring and timely response. Additionally, our top risks are reviewed by the ERM Steering Committee, the Audit Committee, and the Board, reinforcing accountability and oversight at the highest levels of the organisation.

Our ERM insights play a key role in shaping our Internal Audit plan, ensuring that our risk mitigation strategies are effectively implemented and continuously improved. The external financial audit plan is reviewed and approved by the Audit Committee each year, providing an additional layer of governance and assurance.



Our ERM framework ensures our strategies remain proactive and adaptable to evolving market conditions, regulations, and technologies while maintaining operational excellence.

## Material impacts, risks and opportunities

Based on an internal materiality assessment conducted in 2022, we have defined the following topics as material, based on our Impacts, Risks and Opportunities (IROs).

Sustainability Focus Areas	Material Topics	Impacts, Risks and Opportunities (IROs)	Our ambition	Corresponding UN SDG-target
 Environment	Climate change mitigation and energy	Our operations have a significant GHG profile due to our energy-intensive offshore operations. Rigs consume a significant amount of fuel and in turn consume energy.	Developing more efficient ways to conduct our operations will minimise greenhouse gas emissions and reinforce our commitment to responsible and sustainable drilling practices. Efficient energy use will help us to reduce costs, lower emissions, and support sustainable offshore operations.	UN SDG 9.4 By 2030, upgrade infrastructure and retrofit industries to make them sustainable, with increased resource-use efficiency and greater adoption of clean and environmentally sound technologies and industrial processes, with all countries taking action in accordance with their respective capabilities.
	Pollution of Air & Water	Our operations have the potential to unintentionally generate air, water and soil pollution, including the release of substances of concern.	We aim to minimise our environmental impact by reducing waste, emissions, and spills.	UN SDG 14.1: By 2025, prevent and significantly reduce marine pollution of all kinds, in particular from land-based activities, including marine debris and nutrient pollution.
	Bio-diversity	Our operations may threaten species' wellbeing by causing contamination through accidental fluid leaks into the sea or by introducing foreign species and bacteria into marine ecosystems.	Maintaining healthy ecosystems and protecting natural habitats helps us meet regulatory requirements, supporting long-term environmental responsibility.	UN SDG 13.2: Integrate climate change measures into national policies, strategies and planning.



Sustainability Focus Areas	Material Topics	Impacts, Risks and Opportunities (IROs)	Our ambition	Corresponding UN SDG-target
 Social	Health & Safety	Maintaining high health and safety standards protects our workforce, prevents incidents, and ensures safe and efficient operations, is an essential part of our license to operate.	We aim to provide a safe and healthy working environment through prevention, continuous improvement, and innovation.	UN SDG 9.4 By 2030, substantially reduce the number of deaths and illnesses from hazardous chemicals and air, water and soil pollution and contamination.
	Working conditions	Investing in our people is key to long-term success. A skilled, engaged workforce boosts efficiency, innovation, and safety, while supporting growth and wellbeing fosters a positive culture and drives sustainability.	We aim to foster an inclusive and diverse workplace, ensuring fair labour practices, employee development, and community engagement.	UN SDG 8.8 Protect labour rights and promote safe and secure working environments for all workers, including migrant workers, in particular women migrants, and those in precarious employment.
	Diversity	By promoting equal opportunities and diverse perspectives, we enhance decision-making, improve team collaboration, and reflect the communities we serve, driving long-term success and sustainability.	We aim to ensure that all recruitment processes are fair and transparent and effective mechanisms are in place for reporting discrimination.	UN SDG 5.5: Ensure women's full and effective participation and equal opportunities for leadership at all levels of decision-making in political, economic and public life.
	Privacy	It is imperative for Dolphin Drilling to safeguard our digital infrastructure, reduce risks, prevent disruptions, and support long-term business continuity.	We maintain a cyber security and data privacy programme to assess, identify, and manage risks from cybersecurity threats.	
	Human rights	Working to uphold human rights is fundamental to the dignity and wellbeing of every person working directly or indirectly in our operations.	We work collaboratively with all stakeholders to promote respect for human rights across our value chain.	
 Governance	Corruption and bribery	Upholding anti-corruption and anti-bribery standards ensures ethical business practices, fosters trust with stakeholders, and complies with legal requirements, promoting a transparent operating environment.	We aim to ensure all personnel are trained in anti-corruption and business ethics and have a thorough due diligence process in place for our supply chain.	UN SDG 16.5 Substantially reduce corruption and bribery in all their forms.



# Environment

## Climate change mitigation

Reducing emissions is a top priority for Dolphin Drilling, given the energy intensive nature of our offshore operations. We recognise the importance of improving our energy performance and adopting best practices, exploring new technologies, and collaborating with partners to achieve our goals.

We currently measure and report our Scope 1 and 2 emissions. Our scope 1 emissions include fuel oil consumed on our rigs and natural gas used in our office premises - essentially any fuel burned on-site. We also monitor and measure refrigerant emissions (F-Gas) and electricity consumed from our onshore locations to determine emissions. Scope 2 emissions include the electricity used in our office premises.

Measuring and reporting methods are constantly being reviewed to ensure that we improve our understanding, and that the information is correct as per current industry guidelines. To accurately measure and report our greenhouse gas (GHG) emissions, Dolphin Drilling uses industry standard methodologies. For emissions from fuel consumption on each rig, we follow section 8.3 of the EEMS Atmospheric Emissions Calculations document, which is widely used in our industry. For office-based emissions from electricity and natural gas, we use the UK Government's GHG Conversion Factors for Company Reporting worksheet, based on total energy consumption.

Our GHG emissions intensity ratio is calculated based on hours worked. In 2025, our scope 1 emissions were 31,510 tons of CO<sub>2</sub>e, representing a increase from 2024. Drilling fleet and increased operational time throughout the year.

## Energy

Dolphin Drilling is committed to reducing the climate carbon footprint of our industry by combining our experience in energy-efficient operations with the latest technology. We prioritise energy efficiency through digital planning, customised operations and smart energy management, recognising that efficient energy use is crucial for combating climate change and reducing our environmental impact.

To support our energy management initiatives, we have implemented an energy management dashboard (Rig Analytic Hub) that gives an overview of the total energy used on our rigs. Our "Rig Analytic Hub" monitors fuel usage in six different modes, allowing us to measure fuel consumption by operational activity and identify opportunities for improvement.

Our Aberdeen and Stavanger offices now have an electricity supply that is generated from 100% renewable energy.



GHG emissions	Metric	2025	2024*	2023
Total Scope 1 and 2 emissions	Tons CO2e	61,601	50,698	20,960
Scope 1 Direct GHG emissions	Tons CO2e	31,510	25,759	10,591
Total Fuel Consumed (Marine Gas Oil)	Tons	11,047	9,035	3,646
Scope 2 Indirect GHG Emissions	Tons CO2e	3.2	188	451
Electricity from renewable sources	(%)	0.34%	0.44%	0.57%
CO2	Tons	30,048	24,575	9,917
CH4	Tons	1.690	1.382	0.558
N20	Tons	2.066	1.689	0.682
F-Gas (Refrigerant)	Tons CO2e	35.7	75.22	49.67
Emissions intensity	MtCO2e/contracted operating day	92.08	88.48	72.45**

**Table 1: Emissions for Dolphin Drilling.**

\* The 2024 figures have been restated due to over reporting of the Scope 1 emissions. This was highlighted when collating the 2025 figures which showed lower Scope 1 emissions despite there being more operational time for this period. On checking the 2024 figures it was noted that an incorrect conversion factor had been used to calculate the Scope 1 figures for this year, so a recalculation was carried out and the correct Scope 1 emissions were determined. This is now showing what we would expect to see in that 2025 has higher Scope 1 emissions than the 2024 period.

\*\* The reported Scope 1 emissions intensity for 2023 was lower than expected, primarily due to one of Dolphin Drilling's rigs being under contract but not conducting drilling operations during a significant portion of the reporting period. As emissions are normalised against contracted operating days, periods of reduced operational activity – with correspondingly lower fuel consumption and emissions – contributed to a lower overall intensity figure for the year.

Non-GHG emissions	Metric	2025	2024	2023
NOx	Tons	558	456	184
SO2	Tons	38	31	12
VOC	Tons	19	15	6

**Table 2: Non-GHG emissions**

## Pollution of air

Dolphin Drilling actively manages air pollution across our operations by implementing strict emissions controls and maintaining equipment to the highest standards to reduce exhaust and particulate emissions. We also monitor and manage refrigeration systems to minimise the release of ozone-depleting substances and greenhouse gases, ensuring compliance with international standards. Across all activities, we work to align with environmental regulations and industry best practices, supporting a cleaner offshore environment.

## Pollution of water

We follow the requirements of the International Convention for the Prevention of Pollution from Ships (MARPOL), and have also established our own HSEE Policy regarding this topic. The HSEE Policy is readily available to all interested parties through various means.

Dolphin Drilling has an Environmental Management System certified to ISO 14001:2015 and the International Safety Management Code (ISM Code). The system is regularly audited, both internally and externally, and is subject

to rig visits from the regulatory authorities to ensure compliance with local legislation and requirements.

As part of our commitment to digitalisation and embracing new technology, we have in place an integrated management system. This system provides us with enhanced capabilities to manage our operations effectively. Additionally, we are looking into utilising modern technology to monitor energy consumption on our rigs in real-time, allowing us to identify areas where we can optimise energy usage efficiently. Through our class-approved maintenance system that is integrated into our business management system, we ensure that all spill prevention maintenance is carried out according to the highest standards.

As stated in our HSEE Policy, prevention of spills is of the utmost importance for us. Personnel are encouraged to report any potential sources of spills or releases to the environment through our EMS. We have also established processes to prevent spills to the environment and effective response methods if an incident were to happen. Two spills occurred in 2025, a year where we operated in UK and India.

Type of fluid	Metric	2025	2024	2023
Fuel oil	Litres	0	0.1	0
Base oil	Litres	0	0	0
Hydraulic oil	Litres	0.55	2	0
Crude oil	Litres	151	0	0
Brine	Litres	0	0	0
OBM	Litres	0	39.75	0
Total	Litres	151.55	41.85	0

**Table 3: Spills from operations to sea.**

## Biodiversity

The decline in biodiversity in recent decades threatens to bring disastrous consequences to the environment and people. Our rigs are required to have environmental permits in place and to be approved by national regulators before operations can commence. Currently, we have no rigs located in protected areas or areas of high biodiversity value. By identifying where our activities pose a threat to endangered plants and animal species, we can initiate appropriate steps to avoid harm and to prevent the extinction of species.

In order to prevent the spread of invasive species, effective management of ballast water is essential. This is achieved through the implementation of ballast water management plans and the use of ballast water treatment systems, which ensure that the water is treated before it is discharged, in accordance with the regulations outlined in the Ballast Water Management Convention.

Physical or chemical impacts	Biological impacts	Socio-economic impacts	Corporate impacts
Noise	Benthic communities	Fishing	Compliance
Visual impact	Fish	Shipping	Cost
Seabed	Sea mammals	Neighbours	Reputation
Land contamination	Sea birds	Employment and Economic Opportunities	Carbon footprint
Landfill	Harm to Marine Organisms	Community Infrastructure Development	Transparency & ESG Reporting
Loss of containment to sea	Introduce non-native species, pathogens and harmful algae blooms	Population and Demographic Changes	Investor & Stakeholder Confidence
Water quality		Social Conflicts and Disruptions Revenue Generation	
Air quality		Revenue Generation	
Ozone depletion		Supply Chain Disruptions	
Resource depletion			
Vibration			
Microplastic Pollution			

**Table 4:** Direct and indirect impacts on biodiversity from Dolphin Drilling's operating rigs



# Social

## Diversity

We understand the importance of promoting diversity and equality in the workplace. We are committed to fostering a culture of inclusion where everyone feels valued, respected, and supported. We believe that promoting diversity and equality not only benefits our employees, but also contributes to our overall success as a Company.

At Dolphin Drilling, we are committed to encouraging equality, diversity, and inclusion among our workforce, and eliminating unlawful discrimination. We always strive towards a working environment that provides equality, fairness and respect for all individuals engaged by the Company.

Dolphin Drilling has a zero-tolerance policy towards discrimination. We have policies in place that prohibit discrimination and clear processes for addressing and reporting discrimination.

We provide training to all employees and ensure all personnel read and understand our Code of Conduct.

Our guidelines on equality and discrimination are covered in our HR Policy, Code of Conduct, and Modern Slavery Policy Statement, and are published in our management system.

Dolphin Drilling employs a diverse range of nationalities and encourages local crew content for all locations where we operate.

Dolphin Drilling has implemented several mechanisms to detect risks, obstacles, causes, and actions in relation to equality and discrimination. Human rights are identified as potentially high risk within our Risk Management System, particularly the engagement of personnel in international locations.

Within our Company the following nationalities are represented:



We ensure our recruitment processes are fair and transparent. In addition to regular employee surveys, Dolphin Drilling has effective reporting mechanisms in place, which include our grievance procedures and an independent whistleblowing line.

During 2025, our direct employees offshore were 99,36% men, with 1 female employee offshore. However, our catering teams, which are outsourced roles, also included women.

Employee category	No. of men	No. of women	Total
Full-time employees (onshore)	40 (69%)	18 (31%)	58
Full-time employees (offshore)	156 (99.4%)	1 (0.6%)	157
Part-time employees (onshore)	0	7 (100%)	7
Temporary employees (onshore)	0	0	0
Involuntary part-time employees	0	0	0
Parental leave	0	0	0
Organisation total (excluding the Board)	196 (88.3 %)	26 (11.7%)	222

Table 5: Breakdown of employees and parental leave in 2025

Management level and employee function	Ratio of basic salary and remuneration of women to men (based on average numbers)	No. of men	No. of women	Total
The Board	100%	3 (60%)	2 (40%)	5
Executive team <sup>2</sup>	N/A	4 (100%)	0	4
Management team <sup>3</sup>	103%	3 (50%)	3 (50%)	6
Management / supervisory level 2 <sup>4</sup>	85.66%	29 (83.9%)	6 (16.1%)	35
Advisory <sup>5</sup>	86.24%	4 (30.4%)	16 (69.6%)	20

Table 6: Payroll and breakdown of employees and members of the Board by gender

1. For the purpose of the overview, all payrolls are converted to USD, hence the numbers are affected by exchange rate fluctuations.

2. Chief Executive Officer, Chief Operating Officer, Chief Financial Officer and Chief Technical Officer .

3. The Management team has an equal number of men compared to women and consists of the department managers, excluding the executive team .

4. All managers and senior personnel. This category has a much higher percentage of men compared to women. The majority are within our technical and operations departments, with the women being assigned to HR, Finance, HSE&Q.

5. This category consists of all advisory and administration employees. This category has a higher percentage of women compared to men.

6. All employees in the operating companies.

## Training and skills development

Dolphin Drilling has a robust training and competence programme. Our goal is to ensure we always have suitably qualified, trained and competent personnel to ensure our operations are carried out in a safe and efficient manner.

Our training programme covers a wide range of topics and involves a combination of:

- **Safety critical training:** Ranging from emergency and spill response, fire and helicopter safety, survival skills, and well control.
- **Skill training:** Ensures that our staff are familiar with specific work-related hazards, risk assessment, permit to work and Company processes.
- **Equipment training:** For rig-specific equipment and the processes to be followed when handling equipment.
- **Company specific training:** Training on procedures and processes ranging from ISO, ISM, our management system, anti-bribery and business ethics and cyber security.

Our Competence Assurance Management System (DD-CAMS) is certified by both OPITO and IADC. DD-CAMS supports the training programme, by demonstrating the crew's competence in relation to their safety critical work tasks.



## Health & Safety

We are committed to ensuring the health, safety, and wellbeing of our employees. We recognise that our people are our most important asset, and we strive to ensure a safe and healthy work environment. We prioritise the safety of our employees in everything we do, from designing processes or making technical improvements, to operating our rigs with robust safety procedures and protocols. Moreover, we provide all employees with relevant training and coaching to ensure a safe working environment.

Dolphin Drilling's operations adhere to the International Safety Management Code (the "ISM Code"), and the International Ship and Port Facility Security Code (the "ISPS Code"), both created by the International Maritime Organisation (IMO). The codes provide an international standard for the safe management and operation of ships and pollution prevention, and the detection and deterrence of security threats within an international framework.

Dolphin Drilling Management System is audited by external parties on a regular basis. External audits:

- IADC Competence Assurance Audit
- OPITO Competence Assurance Audit
- Periodic ISO 9001/14001/45001/50001 & ISM audit (Performed by DNV)
- Annual audit (accounting and tax)
- FPAL Verify Audit
- Client Management System Audit

All the findings from the audits are registered, monitored and followed up via our reporting database, Synergi. No major findings were revealed from any of these audits in 2025.

The daily activities that are undertaken on our rigs are subject to specific controls to prevent harm to personnel and the environment. Dolphin Drilling follows a 'Zero Philosophy' approach with a high level goal 'Nobody Gets Hurt' as stated in the Company HSEE Policy. To accomplish this, Dolphin Drilling uses a number of risk management tools in order to eliminate or reduce risk to a level 'As Low As Reasonably Practicable' (ALARP). These include:

- Work Permit
- Isolations
- Safe Job Analysis (SJA)
- TaTo Risk Assessment
- Observation Cards
- Time Out for Safety (TOFS)
- Chemical Management
- Toolbox Talk and Drills

Personnel are trained in how to use these tools and also to foresee potential hazards, which contributes to incident free operations.

Dolphin Drilling has a 'behavioural based safety system' in place that is used to highlight any safe or unsafe acts or conditions that may be observed. Observation Cards are used to report and document work-related hazards and hazardous situations and all personnel are encouraged to participate in the system so improvements can be made to the task or operation, and to the overall management system.

All personnel travelling to our rigs are required to complete formal training and a Company induction prior to mobilising offshore. The induction course covers a range of topics related to health, safety and the environment, and is designed to ensure all personnel are aware of the risks and hazards when working offshore. Moreover, all personnel must complete the Dolphin Drilling Travelling and Living onboard course. This course provides information on what to expect prior to travelling offshore, including the logistical arrangements, pre-travel expectations and the living conditions and standards offshore.

Once onboard the rig, all personnel will undertake a safety induction and familiarisation process, which includes a tour of the unit, information on security, incident reporting, safety routines and Company policies.

## Privacy

The current geopolitical situation is still keeping the Cyber threat towards our sector high on the agenda, as Dolphin Drilling recognises the importance of maintaining effective cyber security barriers.

We are continuously improving our cyber security barriers in line with new enhancements in technology.

Supported by the 24/7 Security Operations Centre (SOC) and Incident Response Team (IRT), advanced technologies are applied to detect any anomalies in user behaviour and to protect our critical assets. In addition, our Information Security Management System (ISMS) is an integrated part of our management system and follows the security measures required by IMO for the maritime sector and NOG104 for Oil and Gas. A major barrier against any cyber incident is awareness amongst our employees. All employees and contractors are required to complete cyber security e-learning courses, and we conduct regular phishing exercises.

Dolphin Drilling meets regularly in the joint Information Security Network chaired by the Norwegian Ship Owners Association to drive common industry efforts and align on initiatives. As a member of Norma Cyber and associated member of InfraCERT, we receive regular cyber intel towards the Maritime and Energy sector.

## Human rights and transparency

Dolphin Drilling recognises that modern slavery is a crime and a violation of fundamental human rights. It can take various forms, including slavery, servitude, forced labour and human trafficking. Consistent with the UK Modern Slavery Act and the Norwegian Transparency Act, Dolphin Drilling has a zero-tolerance approach to modern slavery and other basic human rights violations and is committed to acting ethically and with integrity in our business dealings and relationships. We are committed to implementing and enforcing effective systems and controls to ensure that modern slavery is not taking place anywhere in our business or supply chain and that we ensure decent working conditions for all.

To ensure decent working conditions and to prevent modern slavery and violation of fundamental human rights, Dolphin Drilling has taken several measures, including the following:

- Implementing Company procedures such as the Code of Conduct, a third-party due diligence procedure, and a whistleblowing procedure
- Conducting a robust vendor registration and due diligence process for all vendors before accepting them onto the approved vendors' list
- Undertaking risk-based due diligence to identify and manage potential human rights and ethical risks across our supply chain base. Risk assessments consider supplier type and operating environment, informed by external benchmarks including the Transparency International Corruption Perceptions Index (CPI) and the UN Human Development Index (HDI) Requiring all business partners to comply with our Code of Conduct
- Providing all employees with annual training on anti-corruption and business ethics
- Establishing an independent whistleblowing line to report any concerns
- Perform quarterly business reviews with critical suppliers to monitor the implementation of procedures

Dolphin Drilling encourages all employees, vendors and partners to raise any concerns or suspicions about modern slavery or violation of human rights in any part of the business or supply chain. Our measures are reviewed annually to ensure their effectiveness in preventing modern slavery. Our Modern Slavery Policy and a statement on the Norwegian Transparency Act can be found on our website.



# Governance

## Corruption and bribery

At Dolphin Drilling, we believe that conducting our business with integrity and transparency is essential for achieving long-term success and sustainability. As a responsible corporate entity, we are committed to upholding the highest ethical standards in all our operations, including preventing bribery and corruption and promoting transparency.

Dolphin Drilling is committed to promoting ethical behaviour and maintaining a zero-tolerance policy against bribery and corruption. To ensure this, all employees and third-party personnel are required to complete our annual e-learning on anti-corruption and business ethics course, in addition to following the Code of Conduct. Anti-bribery and corruption are integral to our Code of Conduct, which is designed to promote ethical behaviour and provide guidance for all employees. The Code of Conduct is shared with external parties upon request as part of our commitment to transparency. This provides everyone with a clear understanding of our expectations for ethical behaviour.

As a part of our commitment to sustainability, we maintain a comprehensive risk register that evaluates any risks that could impact people, operations, or the fleet. The register considers risks beyond corruption, including financial loss due to cyber-attacks or online fraud, asset misappropriation fraud, non-compliance with governing models, and counterparty and supplier financial risk.

We have implemented vendor management policies to ensure that all third-party relationships are conducted in an ethical and responsible manner. This includes conducting a third-party integrity risk assessment to determine the extent of diligence required before establishing an operating relationship. This assessment includes a review of the Corruption Perception Index, the nature of the goods and services being offered, the compensation structure, and the type of vehicle involved.

As part of our commitment to ethical sourcing, we actively engage our suppliers in meaningful conversations around ethics, anti-corruption, and compliance during all business review meetings. These discussions provide valuable opportunities to align on expectations, address potential concerns early, and work together toward the highest standards of integrity.

Dolphin Drilling also promotes reporting of any misconduct. Employees and third parties can report through several channels, including a confidential whistleblowing hotline. In addition, employees are encouraged to report any critical concerns to the Chief HR Officer or the Chief Financial Officer. The methods for reporting are described in our Company Code of Conduct and in our dedicated Whistleblowing Procedure, which provides details on independent and confidential processes for raising concerns related to business conduct. This ensures that everyone has access to safe and secure reporting channels.

No incidents of corruption have been reported in 2025, and no legal cases relating to corruption were brought against the Company or its employees during the same period.

# Board of Directors' Report

## Financial Results

During 2025, the Dolphin Drilling AS Group, listed on Euronext Growth in Oslo, celebrated its 60-year anniversary and traces its history back to 1965. The financial performance for the year reflects a year of drilling activity from Blackford Dolphin and Paul B. Loyd Jr. (with some non-operational time related to a five-year renewal survey), and the running costs of one unit that remained stacked during the period. The operational result excluding impairment provisions or impairment reversals, demonstrates increased operating activity compared with the prior year, alongside stable administrative expenses relative to 2024.

As of 31 December 2025, the Group held cash and cash equivalents of USD 30.5 million. Cash flows from financing activities supported cash used in operating activities of USD 10.9 million and investing activities of USD 34.1 million. Investing cash outflows primarily related to the five-year renewal survey of Paul B. Loyd Jr, operational capital expenditure across all owned assets, and investment associated with the previously paused five-year renewal survey for Borgland Dolphin.

During the year, the Group completed a comprehensive refinancing. This included the par value of the Group's shares changing from NOK 1 to NOK 0.01 per share as part of a private placement of 29,764,440,000 shares issued

in July. A subsequent offering of 433,208,698 shares was completed in September and in December, the Group executed a second equity raise (private placement) of 13,774,772,727 shares. Alongside this, in respect of debt financing, the Group secured a new USD 21.5 million bond, completed a USD 7.2 million upside loan to its existing USD 65 million loan facility and amended certain terms associated with repayment and covenants. Finally, as part of the refinancing exercise the USD 15 million shareholder loan was extinguished.

No dividend was proposed.

## Business Review and Market

Dolphin Drilling AS is the parent company of the Dolphin Drilling Group. The Group owns and operates three Mobile Offshore Drilling Units (MODUs): the Blackford Dolphin, Borgland Dolphin, and Paul B. Loyd Jr., all of which are harsh-environment semi-submersible rigs.

Blackford Dolphin remained on contract throughout 2025, drilling for Oil India Limited (Oil India) following the commencement of operations in November 2024.



The rig has delivered strong operational performance and earnings during a program comprising three exploration wells. It is expected to continue this work until the second half of 2026 under agreed contract extensions or later depending on the completion schedule.

Paul B. Loyd Jr. remained on contract throughout 2025 with Harbour Energy. The rig was non-operational for two months from July 2025 to undergo its scheduled five-year survey. All associated work was completed successfully, and the rig returned to its long-term contract within the year.

The Borgland Dolphin semi-submersible drilling rig remains in lay-up in Las Palmas, Gran Canaria. A contract has been awarded by Repsol SA, a major Spanish multinational energy and petrochemical company, for a firm seven-well program spanning 220 days, with an option for an additional three wells. The contract is expected to commence in late 2026, and preparation activities are underway to ready the rig for operations.

Following the positive outcome in late 2024, in July 2025 the Group received leave to enforce the USD 105 million arbitration award previously obtained against General Hydrocarbons Limited (GHL) in Nigeria. The Group continues to pursue collection efforts in respect of this unsecured claim.

In June 2025, the UK Supreme Court issued a ruling in favour of HMRC regarding the legacy tax case. The value of the tax claim was GBP 9.9 million, plus interest and costs. The tax and interest liabilities have been recognised in the reported results and partially repaid during the year. The remaining liability to HMRC is to be settled during 2026.

## Market and Market Risks

The Group operates in various geographies around the globe. Fiscal policies in all countries continue to influence demand levels, and of project sanctioning and commencement timelines. International markets have recovered significantly whilst specifically within the UK the political volatility and government policy, in particular, Energy Profits Levy (EPL), continues to have a negative impact upon project timing and sanctioning with several operators highlighting tax as a reason for the cancellation or delay of projects.

Pricing continues to strengthen alongside tight demand for offshore rigs. The offshore drilling rig supply continues to reduce with a significant number of assets retired, re-purposed or scrapped. With only a limited number of new rigs entering the global fleet during the same period there has been a significant tightening of the market. Brent oil prices traded at an average price of USD 69 per barrel in 2025, a dip from USD 80 per barrel in 2024 as result of weak demand in key economies and

oversupply from non-OPEC (The Organization of the Petroleum Exporting Countries) production.

The Group is well-positioned to secure contracts at attractive levels, benefiting from current market, warm rigs, and an attractive positioning in the niche moored semisubmersible market. The management recognise that few rigs are generally bid into tenders and for some planned work scopes no rigs are bid at all. Consequently, oil companies are often required to adjust and amend rig tenders causing a delay to final awards. Overall, the outlook appears robust for the offshore drilling segments for the foreseeable future based on a balanced rig demand and supply situation.

## Health, Safety, Environment, Energy and Quality Management (HSEEQ)

Maintaining a safe and healthy working environment for our employees is critical to Dolphin Drilling and our stakeholders. Safe operations are at the core of our overall approach, and we continually work to ensure that employees are safe at work and that our operations don't leave an adverse impact on the environment.

To achieve these goals, Dolphin Drilling has established an integrated HSEEQ Management System, as a means of ensuring that all services provided meet specified health, safety, environmental, energy and quality requirements. The Integrated HSEEQ Management System has also been designed to assure that services provided by Dolphin Drilling's approved suppliers shall be subject to adequate control to ensure that these conform to drilling industry guidelines and legislative requirements.

All employees have access to the Integrated Management System and are encouraged to make suggestions that can improve aspects in the overall system. Documents have also been translated dependant on where current operations are globally.

Dolphin Drilling continually review the documents in the management system, which include experienced learnings, industry guidance, regulatory, client and code updates. The management system is certified to the following standards:

- ISO 9001:2015 – Quality Management Systems
- ISO 14001:2015 – Environmental Management Systems
- ISO 45001:2018 – Health & Safety Management Systems
- ISO 50001:2018 – Energy Management Systems
- ISM Code – International Safety Management Code
- ISPS Code – International Ship and Port Facility Security Code



To support and measure the performance of the management system, Dolphin Drilling has implemented an HSEEQ Program that details the Company's objectives and corresponding KPIs and EnPIs. These are reviewed during Monthly Management KPI Review Meetings to ensure that they are still valid and to confirm if implemented improvement initiatives and objectives are working effectively.

There were zero fatalities from work-related injuries in 2025, and no work-related injuries that resulted in LTI's. There were 2 restricted work cases and 9 first aid cases recorded in 2025. Dolphin Drilling have now implemented a new behavioural based safety observation system where safe and unsafe observations and conditions are recorded and then input into the digital database. The system utilises A.I. and Power BI to give a multitude of statistics and makes it easier to identify trends or areas of concern that can then be actioned.

There were 2 spills to sea recoded throughout the Dolphin Drilling fleet in 2025 resulting in 151.55 litres lost. Overall emissions from operations increased in 2025 compared to the previous year but this was due to increased operational activity, most notably a full year's operations from the Paul B. Loyd Jr. Going forward, the focus will be on energy and implementation of an 'Energy Management Dashboard' that will provide a centralised view of rig energy performance, including generator loading, fuel consumption, and emissions trends. It is intended to support improved operational awareness, data-driven decision-making, and long-term efficiency initiatives across the fleet.

## Employees

Our employees and their motivation and retention are key to the delivery of safe and efficient operations and fundamental to our success. The health, safety and wellbeing of our employees are of the highest consideration in the way in which we conduct business. We strive to ensure regular employee communication and engagement across our entire workforce.

In 2025, the Group employed 196 men and 26 women. We encourage equality, diversity, and inclusion among our workforce. We always strive towards a working environment that provides equality, fairness and respect for all individuals engaged by the Company.

The average total sickness absence for the Group was 3.2% in 2025.

## ESG / Sustainability

At Dolphin Drilling, sustainability is embedded at the highest corporate level, with our Board of Directors (the Board) overseeing our commitment to Environmental, Social, and Governance (ESG) principles. To reinforce this commitment, a dedicated Sustainability Committee has been established, operating under a specific charter and reporting directly to the Board.

The ESG Committee's primary role is to review and support our ongoing efforts in environmental responsibility, health and safety, corporate governance, social responsibility, and overall sustainability. Additionally, the committee assesses key public policy matters, including our annual ESG/sustainability report, ensuring compliance with industry guidelines and regulations.

Dolphin Drilling AS's sustainability report for the 2025 year is integrated within this annual report and a statement on the Norwegian Transparency Act is available on the [Company website](#).

## Corporate Governance

The Company seeks to comply with the applicable legal framework for companies listed on the Oslo Stock Exchange and endorses the Code of Practice for Corporate Governance issued by the Norwegian Corporate Governance Board.

Dolphin Drilling aims to achieve a high standard of Corporate Governance by ensuring the appropriate division of roles between shareholders, the Board of

Directors and Executive Management, to ensure the interests of all stakeholders are being achieved.

The Board has three appointed sub-committees with specific responsibilities concerning the areas of Audit, Executive Remuneration and Sustainability. Each committee has a charter defining roles and responsibilities.

Directors and Officers' insurance has been secured towards possible liability towards third parties. This protection provides cover-up to a limit of USD 15.0 million.

## Governance Board

Dolphin Drilling aims to achieve a high standard of Corporate Governance by ensuring the appropriate division of roles between shareholders, the Board of Directors and Executive Management, to ensure the interests of all stakeholders are being achieved.

The Board has three appointed sub-committees with specific responsibilities concerning the areas of Audit, Executive Remuneration and ESG. Each committee has a charter defining roles and responsibilities.

Directors and Officers' insurance has been secured towards possible liability towards third parties. This protection provides cover-up to a limit of USD 10.0 million for Directors and an additional USD 5.0 million for Non-Executive Directors.

## Going Concern

The Directors have undertaken an assessment of going concern and liquidity over a period of at least 12 months from the date of approval of these financial statements including performing sensitivity analyses to reflect reasonably possible downsides. The assessment is based on current backlog, considering future financial performance and liquidity including sources of future liquidity secured post year end (refer to note 28). The Directors have identified a downside risk that one of the financial covenants under the Group's financing arrangements in place at 31 December 2025 may not be met towards the end of the going concern period, in March 2027, which indicates that a material uncertainty exists in relation to the Group's ability to continue as

a going concern. The Directors have also considered the range of actions available to improve the relevant covenant inputs. These financial statements have been prepared on a going concern basis, however, there is significant uncertainty surrounding the companies ability to continue as a going concern.

The Group's cash flows are earned from drilling rig charters and management contracts. The nature of the Group's business is such that there can be considerable, unpredictable variation in agreeing customer drilling contracts and the timing of cash inflows. The Group's strategy is to maintain a disciplined approach to achieving long-term drilling contract work for all of the Group's owned rigs in the context of increased oil and gas market activity and tight moored semi-sub rig availability. The uncertainties and volatility in the market represent a risk for the Group.

## Subsequent events

Post year end, the company announced a substantial refinancing plan to secure the company and group's going concern basis (refer to note 28).

On 15 April 2026 the company announced it had successfully placed a Private Placement for gross proceeds of approximately NOK 590 million, equivalent to approximately USD 62.5 million. The net proceeds were received by the company on 7 May 2026.

In addition and linked to the above the group's external lender agreed to provide a short term bridge facility of USD 7.5 million which was drawn and subsequently repaid on 12 May 2026, defer repayment instalments in 2026, extend the maturity of the loan facilities to 31 March 2028 (subject to certain conditions) and relieve the group from testing various financial covenants in 2026.

## Disclosure of information to auditor

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each Director has taken all steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Stavanger, 28 May 2026

### Board of Directors Dolphin Drilling AS

**Ronny Bjørnådal**  
Chairman

**Tom Lileng**  
Director

**Pål Lothe Magnussen**  
Director

**Linn Katrine Høie**  
Director

**Melissa Clare**  
Director

**Michael Boyd**  
CEO

# Consolidated financial statements

as at and for the year ended 31 December 2025

## Consolidated Statement of Profit and Loss

for the year ended 31 December

<i>In thousands of USD</i>	Note	2025	2024
<b>Revenue</b>	4	<b>178,615</b>	96,860
Cost of sales		<b>(164,456)</b>	(126,165)
<b>Gross profit / (loss)</b>		<b>14,159</b>	(29,305)
Administrative expenses	5	<b>(24,319)</b>	(14,300)
Other expenses	5	<b>(2,992)</b>	(5,266)
Impairment loss on tangible assets and inventories	5	<b>(39,738)</b>	(40,824)
Impairment reversal on tangible assets and inventories	5	<b>18,848</b>	-
Other operating income		<b>18</b>	55
<b>Operating (loss)</b>		<b>(34,024)</b>	(89,640)
Interest payable and similar expenses	8	<b>(22,076)</b>	(10,413)
Interest receivable and similar income	8	<b>261</b>	1,258
<b>Loss before taxation</b>		<b>(55,839)</b>	(98,795)
Taxation	9	<b>(15,358)</b>	(1,565)
<b>Loss for the financial year</b>		<b>(71,197)</b>	(100,360)
<b>Earnings per share – basic / diluted</b>	20	<b>(1.37)</b>	(112.66)

## Consolidated Statement of Comprehensive Loss

for the year ended 31 December

<i>In thousands of USD</i>	2025	2024
<b>Loss for the year</b>	<b>(71,197)</b>	<b>(100,360)</b>
<b>Other comprehensive income</b>		
<i>Items that are or may be reclassified subsequently to profit or loss:</i>		
Exchange differences on foreign operations	5,304	(5,037)
<i>Items that will not be reclassified to profit or loss:</i>		
Remeasurement defined benefit pension plan	(71)	39
<b>Other comprehensive income / (loss) for the year, net of income tax</b>	<b>5,233</b>	<b>(4,998)</b>
<b>Total comprehensive loss for the year</b>	<b>(65,964)</b>	<b>(105,358)</b>

## Consolidated Statement of Financial Position

at 31 December

<i>In thousands of USD</i>	Note	2025	2024
<b>Non-current assets</b>			
Intangible assets	10	12,437	20,499
Tagible assets	11	90,965	68,807
		<b>103,402</b>	89,306
<b>Current assets</b>			
Inventories	12	3,122	23,716
Trade and other receivables	13	43,419	46,778
Income taxes receivable		-	2,032
Cash and cash equivalents	14	30,516	34,416
		<b>77,057</b>	106,942
<b>Total assets</b>		<b>180,459</b>	196,248
<b>Capital and reserves</b>			
	19	22,000	41,985
<b>Current liabilities</b>			
Table and other paytables	15	53,542	56,975
Contract liabilities	15	9,922	10,586
Income taxes payable		4,423	-
Financial liabilities - loans and borrowings	16	26,095	37,967
		<b>93,982</b>	105,528
<b>Non-current liabilities</b>			
Employee benefits	18	3,135	2,823
Financial liabilities – loans and borrowings	16	61,342	45,912
		<b>64,477</b>	48,735
<b>Total liabilities</b>		<b>158,459</b>	154,263
<b>Total equity and liabilities</b>		<b>180,459</b>	196,248

These financial statements were approved by the Board of Directors on 28 May 2026:

**Ronny Bjørnådal**  
Chairman

**Tom Lileng**  
Director

**Pål Lothe Magnussen**  
Director

**Linn Katrine Høie**  
Director

**Melissa Clare**  
Director

**Michael Boyd**  
CEO

## Consolidated Statement of Changes in Equity

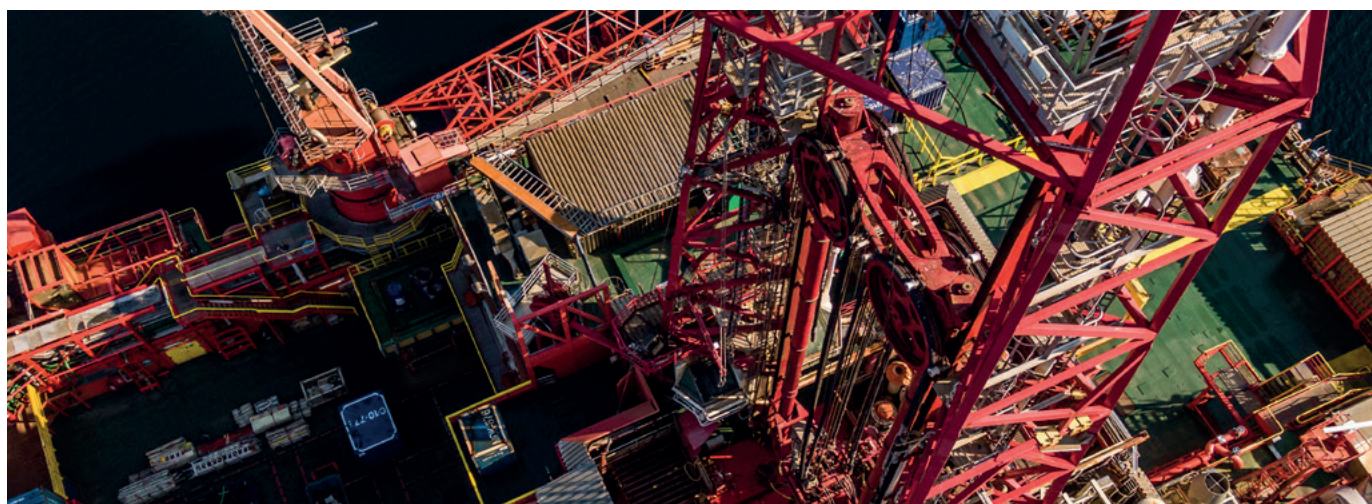
for the year ended 31 December

<i>In thousands of USD</i>	Share capital	Share premium	Foreign currency translation reserve	Retained earnings	Total equity
<b>Balance at 31 December 2023</b>	28,694	179,174	2,429	(100,926)	109,371
Share issue by Dolphin Drilling AS net of related costs	6,551	31,421	-	-	37,972
	35,245	210,595	2,429	(100,926)	147,343
<b>Total comprehensive loss for the year</b>					
Loss for the year	-	-	-	(100,360)	(100,360)
Other comprehensive (loss)	-	-	(5,037)	39	(4,998)
			(5,037)	(100,321)	(105,358)
<b>Balance at 31 December 2024</b>	<b>35,245</b>	<b>210,595</b>	<b>(2,608)</b>	<b>(201,247)</b>	<b>41,985</b>
Share issue by Dolphin Drilling AS net of related costs	18,312	27,667	-	-	45,979
	53,557	238,262	(2,608)	(201,247)	87,964
<b>Total comprehensive loss for the year</b>					
Loss for the year	-	-	-	(71,197)	(71,197)
Other comprehensive income	-	-	5,304	(71)	5,233
	-	-	5,304	(71,268)	(65,964)
<b>Balance at 31 December 2025</b>	<b>53,557</b>	<b>238,262</b>	<b>2,696</b>	<b>(272,515)</b>	<b>22,000</b>

## Consolidated Statement of Cash Flows

for the year ended 31 December

<i>In thousands of USD</i>	Note	2025	2024
<b>Cash generated from operating activities</b>			
Loss before taxation		(55,839)	(98,795)
Adjustments for:			
Depreciation and amortisation	5	20,713	20,978
Impairment of tangible assets and inventories	5	39,738	40,824
Impairment reversal of tangible assets	5	(18,848)	-
Net finance costs		21,815	9,155
Loss on disposal of fixed assets		-	1,519
Changes in working capital:			
Decrease / (Increase) in inventories		65	(1,967)
Decrease / (Increase) in trade and other receivables		3,945	(26,949)
(Decrease) / Increase in trade and other payables		(8,550)	32,264
		<b>3,039</b>	<b>(22,971)</b>
Tax paid		(13,935)	(1,455)
		<b>(10,896)</b>	<b>(24,426)</b>
<b>Cash flows from investing activities</b>			
Purchases of property, plant and equipment	11	(34,140)	(31,996)
Acquisitions through business combination		-	(37,306)
Proceeds from sale of property, plant and equipment		-	5,900
		<b>(34,140)</b>	<b>(62,402)</b>
<b>Cash flows from financing activities</b>			
Issue of new share capital net of related costs		42,390	37,973
Proceeds from third party borrowings	16	19,780	65,000
Repayment of shareholder loan	16	(15,000)	-
Payment of liabilities from long term leases		(192)	(417)
Net interest paid		(12,157)	(5,808)
		<b>34,821</b>	<b>96,748</b>
<b>Net cash generated from financing activities</b>			
		<b>(10,215)</b>	<b>8,920</b>
<b>Net change in cash and bank</b>			
Effect of changes in exchange rates		6,315	(8,463)
Cash and cash equivalents opening balance		34,416	33,959
<b>Cash and cash equivalents at 31 December</b>			
		<b>30,516</b>	<b>34,416</b>



# Notes to the financial statements

## 1 Basis of preparation

Dolphin Drilling AS is a limited liability company incorporated, domiciled and registered in Norway, registration address Vestre Svanholmen 12, N-4313 Sandnes, Norge. The company was registered on 01 April 2022.

The financial statements are for the year ended 31 December 2025.

These financial statements have been prepared in accordance with IFRS Accounting Standards and IFRS Interpretations Committee. The financial statements have been prepared under the historical cost convention with the exception of certain financial instruments and balances required to be measured at fair value.

The Group financial statements are presented in United States Dollars (USD). USD is the prevalent currency used within the oil industry and the Group has a significant level of USD cash flows, assets and liabilities. All amounts are presented to the nearest USD 1,000 (\$000) except when otherwise indicated. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all years presented in these financial statements.

The consolidated financial statements include the results, cash flows, assets and liabilities of Dolphin Drilling AS and its subsidiaries. The financial statements of subsidiaries are prepared for the same reporting year as the Group using consistent accounting policies.

A subsidiary is an entity controlled by the Group, where control is the power to direct relevant activities, exposure or rights to variable returns and the ability to use power to affect returns. The results of acquisitions are included in the Group's results from the effective date on which control is transferred to the Group. The results of a subsidiary sold during the year are included in the Group's results up to the effective date on which control is transferred out of the Group. All intragroup transactions, balances, income and expenses are eliminated on consolidation.

The preparation of the financial statements requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the year. These estimates are based on management's best knowledge of the amount, event or actions and actual results ultimately may differ from those estimates. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are addressed in note 2.

## Going concern

The Directors have undertaken an assessment of going concern and liquidity over a period of at least 12 months from the date of approval of these financial statements including performing sensitivity analyses to reflect reasonably possible downsides. The assessment is based on current backlog, considering future financial performance and liquidity including sources of future liquidity. These financial statements have been prepared on a going concern basis notwithstanding the Group's loss for the year of USD 71.2 million. Removing non-cash items for depreciation, amortisation and impairment of fixed assets and inventories of USD 41.6 million, the Group's operating profit is USD 7.6 million. At the year end, the Group had cash at bank of USD 30.6 million.

The Group's cash flows are earned from drilling rig charters and management contracts. The nature of the Group's business is such that there can be considerable, unpredictable variation in agreeing customer drilling contracts and the timing of cash inflows. The Group's strategy is to maintain a disciplined approach to achieving long-term drilling contract work for all of the Group's owned rigs in the context of increased oil and gas market activity and tightening moored semi-sub rig availability. This objective is principally subject to the risk of securing long-term drilling contracts for all rigs one of which is currently stacked and would require further investment to reactivate. The uncertainties and volatility in the market represent a risk for the Group.

Post year end, refer to note 28, an extensive refinancing plan was announced to support the going concern basis. At the date of approval of these financial statements the company has completed this exercise and net proceeds, following repayment of short term bridge financing and the remaining liability to the UK tax authorities (HMRC), available in the group amount to USD 49 million.

Cashflow projections consider the impact of ongoing debt service, debt maturity and compliance with covenants, including amendments as a result of the refinancing post year end. As a result and in connection with the cashflow projections and sensitivity analyses prepared, the Directors believe that the Group will have sufficient funds to continue to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements. The Directors have identified a downside risk that one of the financial covenants under the Group's financing arrangements in place at 31 December 2025 may not be met towards the end of the going concern assessment period, in March 2027, which indicates that a material uncertainty exists in relation to the Group's ability to continue as a going concern. In reaching this conclusion, the Directors have considered the Group's forecasts, the Group's financing position and the range of actions available to improve the relevant covenant inputs, including opportunities to improve earnings and cash generation, secure additional contract backlog, realise strategic opportunities for growth and manage the timing and level of expenditure. Having considered these matters, and the time available to address any potential covenant pressure before the relevant testing date, the Directors therefore believes that there is a material uncertainty surrounding the companies ability to continue as a going concern.

## 2 Significant accounting estimates and judgements

### 2.1 Useful lives of tangible fixed assets

Tangible fixed assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

The useful lives of drilling rigs are inherently difficult to estimate due to a variety of factors, including technological advances that impact the methods or cost of oil and natural gas exploration and development, changes in market or economic conditions and changes in laws or regulations affecting the drilling industry. Some of these factors are also relevant to climate risk. Our industry is subject to significant impact from physical, regulatory, technological, market and reputational risks all associated with climate change which ultimately present challenges and opportunities in the market and for demand. To the extent climate risk factors contribute to, positively or negatively, the burden of cost to maintain and refurbish assets and / or impact demand / charter rate pricing achievable in the market, this in turn affects the continued evaluation of economic value.

Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the depreciation period or method, as appropriate, and are treated as changes in accounting estimates.

### 2.2 Impairment indicators and recoverable amount of rigs

An impairment of an asset's carrying value exists when the carrying value of a cash generating unit exceeds its recoverable amount, which is the higher of its value in use or fair value less costs to sell. When applicable, the Group uses cash flows derived from the budget for the next five years with inflationary growth only for subsequent years.

Increased oil and gas prices, and recent evidence of steady increased demand for offshore rigs has created further volatility to the industry. Price and demand continue to also be affected by climate risk. The Group has formed an ESG committee which reviews and takes action towards a variety of concerns including climate risk. As noted at 2.1 above regulatory, reputational and market areas in the climate change realm present risk and opportunity for the oil and gas industry and the Group.

Commodity prices and the impact to charter day rates and contract activity are therefore critical considering whether an impairment trigger exists.

The recoverable amount is most sensitive to the expected future cash-inflows arising from rig utilisation and day rates, the discount rate used and the growth rate used for extrapolation purposes.

At 31 December 2024 the Group recorded an impairment charge relating to the Borgland due to contract cancellation and a lack of backlog. During 2025 following a contract award there is evidence to support partial reversal of previous year impairment provision against Borgland Dolphin.

At 31 December 2025 the Group recorded an impairment charge relating to the Blackford Dolphin due to contract expiration during 2026 and uncertain future backlog.

### 2.3 Tax positions and deferred tax assets

The Group operates in a number of territories worldwide with complex local and international tax legislation. The tax estimate is prepared prior to the tax return being filed with the relevant tax authority and significantly in advance of any position being agreed with the relevant authority. The estimation of tax liabilities and assets therefore involves both estimates and judgment, particularly in jurisdictions where the application of tax legislation is less established.

Details of contingent tax liabilities are disclosed in note 9.

Deferred tax is provided on temporary differences and tax assets to the extent it is probable that future taxable profits will be available against which the temporary difference or tax asset could be utilised. This requires management to make estimates and judgments on future profits. Deferred tax is disclosed in note 17.

### 2.4 Expected credit loss ("ECL")

Judgement is required to determine an ECL against trade receivables, accrued income and contract assets. Whilst the Group have historically a positive collection record (refer to note 22) a large impairment provision has been booked in the prior year related to one customer based on a combination of factors (refer to note 13).

## 3 Significant accounting policies

### 3.1 Foreign currency

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the statement of financial position date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the statement of profit and loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Statement of profit and loss of entities whose functional currency is not the United States Dollar are translated into United States Dollars at average rates of exchange for the year and assets and liabilities are translated into United States Dollars at the rates of exchange ruling at the consolidated statement of financial position date. Exchange differences arising on translation of net assets in such entities held at the beginning of the year, together with those differences resulting from the restatement of profits and losses from average to year end rates are recognised in other comprehensive income.

### 3.2 Segment Reporting

For management and monitoring purposes, the Group is organised into one segment; drilling services to the offshore oil and gas offshore industry.

### 3.3 Financial instruments

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

Trade receivables and debt securities issued are initially recognised when originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

#### **(ii) Classification and subsequent measurement**

##### **Financial assets**

##### **(a) Classification**

On initial recognition, a financial asset is classified as measured at:

Amortised cost;

Fair value through other comprehensive income (FVOCI);

Fair value through profit and loss (FVPL).

A financial asset is measured at amortised cost if it meets both of the following conditions:

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

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVPL. This includes all derivative financial assets.

##### **Cash and cash equivalents**

Cash and cash equivalents comprise cash balances and call deposits.

##### **(b) Subsequent measurement and gains and losses**

Financial assets at FVPL – these assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

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

##### **(iii) Impairment**

The Group recognises loss allowances for expected credit losses ("ECLs") on financial assets measured at amortised cost, debt investments measured at FVOCI and contract assets (as defined in IFRS 15).

The Group measures loss allowances at an amount equal to lifetime ECL, except for other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition which are measured as 12-month ECL.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECL.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that

is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

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

#### **Measurement of ECLs**

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

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

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

#### **Write-offs**

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.

### **3.4 Tangible and intangible fixed assets**

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Where parts of an item of tangible fixed assets have different useful lives, they are accounted for as separate items of tangible fixed assets.

Depreciation is charged to the statement of profit and loss on a straight-line basis over the estimated useful lives of each part of an item of tangible fixed assets. Land is not depreciated. The estimated useful lives are as follows:

- Fixtures and fittings 3 to 10 years
- Drilling rigs 3 to 10 years

Depreciation methods, useful lives and residual values are reviewed at each statement of financial position date.

When the group acquires a business, separately identifiable assets in relation to customer relationships are

identified and evaluated on acquisition. The useful life is assessed as finite and amortised over their estimated useful life. The amortisation period is reviewed at each reporting period. The estimated useful life is as follows:

- Customer relationships 5 years

### **3.5 Impairment excluding inventories and deferred tax assets**

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit" or "CGU").

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss.

In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

### **3.6 Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost is based on the weighted average principle and typically includes expenditure incurred in acquiring the inventories and other costs in bringing them to their existing location and condition. Inventories primarily relate to spare parts purchased for the group's own use/consumption in the provision of drilling services. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated selling expenses. Allowance is made for obsolete and slow-moving items, based upon annual usage.

### 3.7 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities. Revenue is stated net of sales taxes (such as VAT) and discounts.

Revenue recognition is based on the existence of a valid contract, the determination and allocation of performance obligations and the transaction price of the services, and the satisfaction of the performance obligations contained in the contract. Revenue is recognised when or as the performance obligations are satisfied.

#### **Revenue from rendering of services**

The rendering of services in a contract are normally assessed to meet the series guidance and accounted for as a single performance obligation for which revenue is recognised over time. The rate per hour of service is specifically allocated to the distinct hour within the series. As there is a right to bill the customer for each hour of service, which correspond directly with the value to the customer for the performance completed to date, revenue is recognised in the amount to which the entity has a right to invoice.

In connection with some contracts, the Group receives lump-sum fees or similar compensation for the mobilisation of equipment and personnel prior to the commencement of drilling services or the demobilisation of equipment and personnel upon contract completion. Fees received for the mobilisation or demobilisation of equipment and personnel are included in revenue. The costs incurred in connection with the mobilisation and demobilisation of equipment and personnel are included in contract drilling expense.

Mobilisation fees received and costs incurred are deferred and recognised on a straight-line basis over the period that the related drilling services are performed. Demobilisation fees expected to be received upon contract completion are estimated at contract inception and recognised on a straight-line basis over the contract term. Where demobilisation fees are contingent upon the occurrence or non-occurrence of a future event this may result in adjustments upon changes of estimate during the contract term. Costs associated with the mobilisation of equipment and personnel to more promising market areas without contracts are expensed as incurred.

#### **Revenue from reimbursable expenditure**

Revenue for the purchases of certain supplies, personnel services and other services provided on behalf of and at the request of customers in accordance with a contract or agreement for which the Group is principal are recognised as revenue under IFRS 15 and accounted for separately when enforceable rights and obligations arise. The list prices for these goods and services are representative of the standalone selling price.

#### **Revenue from cancellation of contract**

Consideration to the specific circumstances, contractual conditions and substance when a contract is terminated. Where a fee is earned for the termination of a contract for convenience of the customer, prior to any services being transferred and with no further performance obligations on the group, this income is recognised as revenue in the period incurred.

### 3.8 Share capital

The company has one class of ordinary shares that are classified as equity with a par value of Norwegian Kroner (NOK) 0.01.

### 3.9 Cost of Sales

Cost of sales primarily relate to the costs generated in the provision of drilling services including consumption of inventory, direct labor, rental of equipment and overhead attributable to MODU.

### 3.10 Taxation

Tax on the profit or loss for the year comprises current and deferred corporate tax. Tax is recognised in the statement of profit and loss except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the statement of financial position date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on tax assets and temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill, initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets and liabilities are not discounted.

### 3.11 Business combinations and goodwill

The group use the acquisition method of accounting to account for business combinations. The consideration transferred and the net assets acquired, including those assets separately identifiable evaluated through the purchase price allocation, are measured at fair value. Goodwill represents the excess of the cost of an acquisition over the fair value of the net assets acquired. Goodwill is carried at cost. It has an infinite useful life and is reviewed annually for impairment.

### 3.12 Disclosure of impact of future accounting standards – New and amended standards and interpretations

All new and amended standards and interpretations not yet effective are not material to the Group. IFRS 18 – Presentation and Disclosure in the Financial Statements, applicable from 01 January 2027 is yet to be evaluated.

## 4 Segmental reporting and contract balances

The Group has one segment, providing drilling services to the offshore oil and gas industry.

No split of revenue from contracts with customers and lease income has been prepared as it has an immaterial impact on income, balance sheet or disclosures. The revenue allocation is based on place of operation of the rig.

<i>In thousands of USD</i>	2025	2024
<b>Operating revenues by geographical location</b>		
United Kingdom	<b>54,939</b>	75,644
India	<b>123,591</b>	13,433
Nigeria	-	6,544
Norway	<b>80</b>	1,239
Others	<b>5</b>	-
Total operating revenues	<b>178,615</b>	96,860

<i>In thousands of USD</i>	2025	2024
<b>Operating revenues by major customers (&gt;10% of revenues)</b>		
United Kingdom	<b>53,770</b>	75,644
India	<b>123,591</b>	13,433
Nigeria	-	6,544

Segment assets were based on the geographic location of the assets

<i>In thousands of USD</i>	2025	2024
<b>Total assets by geographical location</b>		
Norway	<b>49,869</b>	53,941
UK	<b>53,533</b>	35,365

The following table provides information about receivables and contract assets from contracts with customers:

<i>In thousands of USD</i>	2025	2024
Receivables	<b>23,369</b>	22,342
Contract assets	<b>1,055</b>	10,586
Contract liabilities	<b>(9,922)</b>	(10,586)

The contract assets and liabilities relate to the mobilisation income received from customers offset by mobilisation costs of equipment and personnel prior to the commencement of drilling services.

## 5 Operating loss

<i>In thousands of USD</i>	2025	2024
<b>Operating loss is stated after charging / (crediting):</b>		
Depreciation tangible fixed assets – owned	12,244	13,445
Depreciation tangible fixed assets – leased	331	327
Amortisation of intangible assets	8,138	7,206
Loss / (Gain) on foreign exchange	6,362	(6,356)
Loss on sale of tangible and intangible assets	-	1,519
Impairment of tangible assets	17,859	31,625
Impairment reversal of tangible assets	(18,848)	-
Impairment of inventories	21,879	9,199
Cost related to short term leases and low value assets	32	44

### Cost of sales

Cost of sales are direct costs of goods or services that are directly attributable to our Mobile Offshore Drilling Units. These include costs related to personnel, repairs and maintenance, and other third party operating costs which can include hire of equipment and freight.

### Other (income)/expenses

The Group separately discloses certain items which are considered 'out of the ordinary'. These are items which, in management's judgement, need to be disclosed by virtue of their size or incidence in order to obtain a proper understanding of the financial information in the year. This disclosure is based on management internal information and is a non-IFRS disclosure. For the year ended 31 December 2025 and 2024, the following amounts were reported within loss before taxation from continuing operations which relate to strategic projects and/or non-core activity:

<i>In thousands of USD</i>	2025	2024
Legal and professional costs	2,992	4,210
Fees related to rig acquisitions	-	1,056
Impairment on tangible assets and inventories	39,738	40,824
Impairment reversal on tangible assets	(18,848)	-
	23,882	46,090

## 6 Auditor's remuneration

The following table shows Auditor's remuneration exclusive of VAT:

<i>In thousands of USD</i>	2025	2024
Audit fee, including that of subsidiary undertakings	658	511
Other advisory services	72	54
	730	565

## 7 Employee benefits and management remuneration

The average number of persons employed by the Group (including Directors) during the year was as follows:

<i>In thousands of USD</i>	2025	2024
Average number of people employed during the year	<b>228</b>	224

*The aggregate payroll costs of these persons were as follows:*

<i>In thousands of USD</i>	2025	2024
Wages and salaries	<b>38,354</b>	37,808
Social security costs	<b>4,257</b>	3,760
Retirement benefit expense	<b>2,710</b>	2,494
	<b>45,321</b>	44,062

## 8 Net finance expense

<i>In thousands of USD</i>	2025	2024
<i>Interest payable and similar expenses</i>		
Interest on loans and borrowings	<b>12,203</b>	10,346
Finance charges on lease	<b>44</b>	68
Other financial expenses	<b>9,829</b>	-
	<b>22,076</b>	10,414
<i>Interest receivable and similar income</i>		
Bank interest	<b>(256)</b>	(1,258)
Other financial income	<b>(5)</b>	-
	<b>(261)</b>	(1,258)
	<b>21,815</b>	9,156

## 9 Taxation

Recognised in the income statement

<i>In thousands of USD</i>	2025	2024
<b>Current tax:</b>		
Foreign tax on income for the year	5,514	1,619
Current year	4	-
Adjustment relating to prior year	9,840	(90)
Total current tax charge	15,358	1,529
<b>Deferred tax:</b>		
Origination and reversal of temporary differences	-	10
Adjustment relating to prior year	-	26
Total deferred income tax	-	36
Total tax expense	15,358	1,565

The standard rate of current tax for the year, based on the Norway standard rate of corporation tax, is 22% (2024: 22%).

### Factors affecting the tax expense for the year

The tax assessed for the year differs from the Norway statutory rate of corporation tax. The differences are explained below:

<i>In thousands of USD</i>	2025	2024
Loss for the year	(55,839)	(98,795)
Tax at statutory rate of corporation tax in Norway 22% (PY 22%)	(12,284)	(21,735)
<i>Effects of:</i>		
Non-deductible expenses	221	107
Difference in foreign tax rates	116	(19)
Permanent Items	1,071	1,471
Foreign tax suffered	5,514	1,619
Tax exempt losses	296	5,416
Prior year adjustment	9,840	(64)
Deferred tax asset not recognised	10,584	14,770
Total tax expense	15,358	1,565

### Uncertain tax position

The Group has a number of historic open tax inquiries which are contingent liabilities and contingent claims held in the Group's subsidiary in Brazil, Dolphin Drilling Perfuração Brasil Ltda. The Group's operations and trading in Brazil ended in 2014. Tax inquiries and appeals relating to the period 2012 to 2014 continue to be in progress. No provision has been recorded in these financial statements or in prior periods on the basis that any economic outflow is considered remote and in any case limited to the capacity of the subsidiary entity which is minimal. Dolphin Drilling Perfuração Brasil Ltda also has a number of separate claims in Brazil to recover taxes suffered in the same periods which are contingent and will not be recognised as assets unless they are received.

The outcome of the legal process with the UK Tax Authorities (HMRC) is no longer unknown. The result of the ruling has resulted in a liability for tax and estimated interest being recorded. Post year end, the liability has been extinguished (note 28).

## 10 Intangible assets

<i>In thousands of USD</i>	Customer relationships	Goodwill	ERP Solution	Total
<b>Cost</b>				
<b>Balance at 31 December 2023</b>	-	-	<b>2,721</b>	<b>2,721</b>
Acquisitions through business combination	25,673	768	-	26,441
Exchange movement	-	-	(143)	(143)
<b>Balance at 31 December 2024</b>	<b>25,673</b>	<b>768</b>	<b>2,578</b>	<b>29,019</b>
Exchange movement	-	-	96	96
<b>Balance at 31 December 2024</b>	<b>25,673</b>	<b>768</b>	<b>2,674</b>	<b>29,115</b>
<b>Depreciation and impairment</b>				
<b>Balance at 31 December 2023</b>	-	-	<b>1,342</b>	<b>1,342</b>
Amortisation charge for the year	6,700	-	506	7,206
Exchange movement	-	-	(28)	(28)
<b>Balance at 31 December 2024</b>	<b>6,700</b>	-	<b>1,820</b>	<b>8,520</b>
Amortisation charge for the year	7,619	-	519	8,138
Exchange movement	-	-	20	20
<b>Balance at 31 December 2025</b>	<b>14,319</b>	-	<b>2,359</b>	<b>16,678</b>
<b>Net book value</b>				
<b>At 31 December 2025</b>	<b>11,354</b>	<b>768</b>	<b>315</b>	<b>12,437</b>
At 31 December 2024	18,973	768	758	20,499

Customer relationships and goodwill have arisen as a result of the purchase of Paul B Loyd Jr. Intangible assets (other than goodwill) will be subject to review for impairment triggers annually and goodwill will be subject to annual impairment review.

## 11 Tangible fixed assets

<i>In thousands of USD</i>	Drilling Rigs	Machinery & Equipment	Leased Buildings	Total
<b>Cost</b>				
<b>Balance at 31 December 2023</b>	<b>173,367</b>	<b>555</b>	<b>1,866</b>	<b>175,788</b>
Additions	31,840	156	-	31,996
Acquisitions through business combination	9,865	-	-	9,865
Reclassification to asset held for sale	(1,900)	-	-	(1,900)
Exchange movement	1,022	71	(35)	1,058
<b>Balance at 31 December 2024</b>	<b>214,194</b>	<b>782</b>	<b>1,831</b>	<b>216,807</b>
Additions	34,039	101	-	34,140
Acquisitions through business combination	21	(21)	-	-
Exchange movement	(1)	4	21	24
<b>Balance at 31 December 2025</b>	<b>248,253</b>	<b>866</b>	<b>1,852</b>	<b>250,971</b>
<b>Depreciation and impairment</b>				
<b>Balance at 31 December 2023</b>	<b>101,871</b>	<b>414</b>	<b>865</b>	<b>103,150</b>
Depreciation charge for the year	13,354	91	327	13,772
Impairment reversal	31,625	-	-	31,625
Exchange movement	(538)	(1)	(8)	(547)
<b>Balance at 31 December 2024</b>	<b>146,312</b>	<b>504</b>	<b>1,184</b>	<b>148,000</b>
Depreciation charge for the year	12,166	79	330	12,575
Impairment	17,859	-	-	17,859
Impairment reversal	(18,848)	-	-	(18,848)
Exchange movement	413	1	6	420
<b>Balance at 31 December 2025</b>	<b>157,902</b>	<b>584</b>	<b>1,520</b>	<b>160,006</b>
<b>Net book value</b>				
<b>At 31 December 2025</b>	<b>90,351</b>	<b>282</b>	<b>332</b>	<b>90,965</b>
At 31 December 2024	67,882	278	647	68,807

The recoverable amount of all rigs, as assessed by the Directors, is subject to significant estimation uncertainty. Critical assumptions subject to estimation (to the extent not reflective of secured contracts) are principally charter hire day rates, rig utilisation and operating costs, which vary depending on the jurisdiction of operation. In addition, climate risk factors can impact both cost and pricing measures.

Fixed assets are assessed for impairment at least annually. The discount rate applied was 24.4% (2024: 11%). There was no impairment indicator identified for Paul B. Loyd Jr. The value in use of Paul B. Loyd Jr rig cash generating unit includes forecast revenues into 2028 which are currently contracted and those dependent on market demand in the future.

For Borgland Dolphin, at 31 December 2025, following a contract award, there is evidence to support an increase in the rig's value in use, therefore a previous year impairment charge has been partially reversed by USD 18.9 million.

The value in use for Blackford Dolphin includes forecast revenues over its remaining contract period. However, with future contract extensions uncertain and a special periodic survey due in 2027, an impairment indicator has been identified. The Group recorded an impairment charge of USD 17.9 million relating to the Blackford rig cash generating unit. As part of this review, management also assessed the recoverability of inventory associated with the Blackford Dolphin. As a result, an inventory provision of USD 21.9 million has also been recorded relating to Blackford Dolphin (note 12). This has the effect to impair the group of assets to a value of USD 18 million.

Tangible fixed assets includes right of use assets with a net book value of USD 0.3 million (2024: USD 0.6 million). These relate to land and buildings. The cash flow statement includes total cash outflows of USD 0.2 million (2024: USD 0.4 million) relating to leases.

## 12 Inventories

<i>In thousands of USD</i>	2025	2024
Spare parts	<b>34,900</b>	33,615
Less: provision for impairment	<b>(31,778)</b>	(9,899)
	<b>3,122</b>	23,716

In 2025 inventories of \$14.2 million (2024 - \$8.6 million) were recognised as an expense during the year included in the statement of profit and loss.

## 13 Trade and other receivables

<i>In thousands of USD</i>	2025	2024
<i>Operating loss is stated after charging / (crediting):</i>		
Trade debtors	<b>23,369</b>	22,342
Deposits	<b>7,222</b>	6,500
Contract assets	<b>1,055</b>	10,586
Prepayments and other receivables	<b>7,903</b>	7,187
	<b>39,549</b>	46,615
Accrued income	<b>3,870</b>	163
	<b>43,419</b>	46,778

The Group applies lifetime expected credit losses ("ECLs") to trade receivables, accrued income and contract assets by each entity within the Group assessing the need for an ECL and with the use of provision matrices. Receivables are appropriately grouped by a combination of factors, including geographical region, service offered or type of customer when possible. Given the small customer base at any one time, assessments are usually possible at an individual level. Actual credit loss experience using historical and forward-looking information is adjusted to reflect differences in economic conditions over the expected life of the receivable. Unbilled revenue has the same risk characteristics as the trade receivable customer to which it relates and therefore it has been concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for associated accrued income and contract assets.

Credit impairment in respect of all trade and other receivables at 31 December 2025 was estimated at USD Nil based on the aging and risk profile of all debtors.

The maximum exposure to credit risk is the carrying amount of each class of financial assets mentioned above (refer to note 22).

## 14 Cash and cash equivalents

<i>In thousands of USD</i>	2025	2024
Cash at bank and in hand	<b>30,516</b>	34,416

Cash at bank and in hand includes USD 4.1 million which is not immediately available for general business use.

## 15 Trade and other payables and contract liabilities

<i>In thousands of USD</i>	2025	2024
Trade creditors	<b>31,591</b>	30,302
Other taxes and social security	<b>1,236</b>	1,213
Accruals	<b>20,713</b>	24,748
VAT payable	<b>2</b>	712
	<b>53,542</b>	56,975
Contract liabilities	<b>9,922</b>	10,586
	<b>63,464</b>	67,561

## 16 Loans and borrowings

<i>In thousands of USD</i>	2025	2024
Non-current borrowings (falling due within two to five years):		
Lease liabilities	<b>214</b>	512
Loan facility	<b>61,128</b>	45,400
Current borrowings:		
Shareholder loan	-	15,000
Capitalised shareholder loan interest	-	2,667
Loan facility	<b>25,671</b>	20,000
Lease liabilities	<b>424</b>	300
	<b>87,437</b>	83,879

### a) Leases

The Group have assessed that based on the terms of the leases, there is an immaterial difference between contractual and present value of the minimum future lease payments.

### b) Loan facility

The Group has a loan facility of USD 65.0 million with interest rates at 9.75%. The loan has been secured by a first lien mortgage on the rig Paul B. Loyd Jr. A group refinancing was completed in July 2025 which included a new upside loan of the existing loan facility of USD 7.2 million with interest rates at 9.75%, and a new secured bond of USD 41.5 million with USD 21.5 million issued, secured by a first lien mortgage on the rig Blackford and Borgland Dolphin with interest rates at 12.5%.

There are various financial and non-financial covenants associated with this facility. Financial covenants are standard covering leverage requirements, debt service capacity, market capitalisation, and minimum free cash floats. During the year, certain amendments were made to the terms of both facilities including provision of amortisation relief and a waiver of certain covenants. At year end no covenant breach had been reported.

Post year end a refinancing exercise yielded short-term bridge financing, amortisation relief for 2026 capital repayments, the removal of the requirement to test financial covenants and an extension of maturity to 31 March 2028 (expected for all debt). This was received as part of a wider refinancing including a significant equity raise (refer to note 28).

### c) Shareholder loan

The loan was repaid in July 2025.

## 17 Deferred tax assets and tax liabilities

The Group has an unrecognised deferred tax asset in relation to accelerated capital allowances in the UK of USD 51.5 million (2024: USD 37.6 million), tax losses of USD 116.5 million (2024: USD 123.6 million) and interest restriction of USD 6.8 million (2024: USD 2.0 million). The impact of the purchase of the Paul B Loyd Jr in 2024 to deferred tax is considered in these figures.

The Group also has a deferred tax asset in relation to Norwegian unused tax losses of USD 118.8 million (2024: USD 114.9 million), Norwegian interest restriction of USD 2.7 million (2024: USD 2.6 million) and deductible temporary differences of USD 5.5 million asset (2024: USD 2.0 million liability). The Group has a deferred tax asset in relation to Norwegian accelerated capital allowances of USD 11.5 million (2024: USD 0.2 million liability).

These deferred tax assets have not been recognised, as the market conditions for our drilling rigs are inherently volatile and therefore future projected profits are uncertain. The majority of the assets will not expire, other than the Norwegian interest restriction that expires after 10 years.

## 18 Employee benefits

### Defined contribution plans

The Group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge for the year represents contributions payable by the Group to the fund and amounted to USD 2.5 million. There were no outstanding or prepaid contributions at the end of either financial year.

### Defined benefit plans

The Group contributes to a number of post-employment defined benefit plans in Norway. These defined benefit plans expose the Group to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk.

The Group expects to pay USD 0.2 million in contributions to its legacy defined benefit plans in 2026.

<i>In thousands of USD</i>	2025	2024
Net defined benefit liability	3,135	2,823
Total employee benefit liability	3,135	2,823

The following table shows a reconciliation from the opening balances to the closing balances for the net benefit liability:

<i>In thousands of USD</i>	Defined benefit obligation	Fair value of plan assets	Net defined benefit liability
<b>Balance at 31 December 2024</b>	2,823	-	2,823
Impact of foreign exchange rate revaluation	341	-	341
Included in the statement of profit and loss:			
Interest cost / income	119	-	119
Included in other comprehensive loss:			
Actuarial loss	71	-	71
Contributions paid by the employer			
Benefits paid	(219)	-	(219)
<b>Balance at 31 December 2025</b>	3,135	-	3,135

The following were the principal actuarial assumptions at the reporting date (expressed as averages):

<i>In thousands of USD</i>	2025	2024
Interest rate	<b>3.90%</b>	3.90%
Assumed salary growth	<b>0.00%</b>	0.00%
Discount rate	<b>3.90%</b>	3.90%
Turnover	<b>2.29%</b>	2.29%
Social security costs on future payments	<b>14.10%</b>	14.10%

## 19 Share capital and share premium

<i>In thousands of USD</i>	2025	2024
<b>Allotted, called up and fully paid of Dolphin Drilling AS</b>		
Issued: 47,772,407,492 ordinary shares of NOK 0.01 each (2024: 219,890,099 - NOK 1 each)	<b>53,556</b>	35,244
<b>Share premium of Dolphin Drilling AS</b>	<b>238,263</b>	210,597

The following table shows the issuance of share capital of the legal parent Dolphin Drilling AS from the date of its incorporation on 1 April 2022:

Date of registration	Type of change	Change in share capital (NOK)	Nominal value (NOK)	Number of shares
April 2022	Incorporation	30,000	10.00	3,000
September 2022	Issuance of new shares in a share-swap	857,342,000	10.00	85,737,200
September 2022	Issuance of new shares in a private placement	385,816,990	10.00	124,318,899
July 2023	Change in nominal value	-	1.00	124,318,899
July 2023	Issuance of new shares in a private placement	84,471,200	1.00	208,790,099
September 2023	Issuance of new shares in a private placement	11,100,000	1.00	219,890,099
May 2024	Issuance of new shares in a private placement	72,000,000	1.00	291,890,099
July 2025	Change in nominal value	-	0.01	291,890,099
July 2025	Issuance of new shares in a private placement*	319,073,792	0.01	32,199,269,249
September 2025	Issuance of new shares in a private placement**	4,332,088	0.01	32,632,477,947
December 2025	Issuance of new shares in a private placement***	151,399,294	0.01	47,772,407,492

\*Transaction costs of USD 1.8 million have been deducted from equity related to the July 2025 share issue raising gross USD 29.3 million.

\*\*Transaction costs of USD 0.1 million have been deducted from equity related to the September 2025 share issue raising gross USD 0.4 million.

\*\*\*Transaction costs of USD 0.5 million have been deducted from equity related to the December 2025 share issue raising gross USD 14.9 million.

## 20 Earnings per share

Earnings per share are calculated by dividing the net loss by the weighted average number of ordinary shares outstanding during the year. The weighted average number of shares is determined by taking the number of outstanding shares and multiplying it by the percentage of the period for which that number applies. The earnings per share is based on Dolphin Drilling AS outstanding shares following the Group reorganisation. Diluted earnings per share are calculated by dividing net loss by the weighted average number of shares after adjustment of the effects of all dilutive potential ordinary shares.

<i>In thousands of USD</i>	2025	2024
Net (loss)	<b>(71,197)</b>	(100,360)
Weighted average number of outstanding shares	<b>52,087,203</b>	890,811
Basic earnings per share	<b>(1.37)</b>	(112.66)
Weighted average number of outstanding shares	<b>52,087,203</b>	890,811
Diluted earnings per share	<b>(1.37)</b>	(112.66)

## 21 Largest shareholders as at 31 December 2025

	No of Shares	Percentage
UBS AG*	6,532,827,919	13.7 %
MORGAN STANLEY & CO. INT. PLC.*	5,985,246,293	12.5 %
SKANDINAVISKA ENSKILDA BANKEN AB*	5,963,381,198	12.5 %
GOLDMAN SACHS INTERNATIONAL*	5,943,630,452	12.4 %
B.O. STEEN SHIPPING AS	5,323,522,250	11.1 %
STARSHIP NORWAY AS	3,399,999,999	7.1 %
THE BANK OF NEW YORK MELLON SA/NV*	1,972,513,048	4.1 %
THE BANK OF NEW YORK MELLON SA/NV*	1,682,004,350	3.5 %
J.P. MORGAN SECURITIES*	1,680,160,374	3.5 %
BJØRNÅDAL INVEST AS	530,471,316	1.1 %
MP PENSJON PK	489,877,780	1.0 %
TIGERSTADEN AS	455,631,708	1.0 %
NORDNET LIVSFORSIKRING	397,887,079	0.8 %
MOSVOLD SHIPPING HOLDING LTD	377,089,252	0.8 %
TVENGE	320,264,200	0.7 %
BOFA SECURITIEC INC*	305,832,227	0.6 %
RISTORA AS	302,114,684	0.6 %
MUSDALSSÆTRA INVEST AS	216,506,719	0.5 %
FRAY LEON INTERNATIONAL S.A	200,000,000	0.4 %
HELLESUND HOLDING LIMITED	199,421,748	0.4 %
<b>Total 20 largest shareholders/groups of shareholder</b>	<b>42,278,384,596</b>	<b>88.5%</b>
<b>Total number of shares</b>	<b>47,772,407,492</b>	<b>100.0%</b>

\*= Nominee account

## 22 Financial instruments

### Market risk

Foreign exchange risk – The Group has a number of subsidiary companies whose net assets are exposed to foreign currency translation risk. Currency exposure arising from the net assets of the Group's foreign operations is managed primarily through deposits denominated in the relevant foreign currencies. The quantitative data as reported to management of the Group regarding the exposure of each subsidiary company to currency risk is based on each subsidiary companies functional currency and is summarised as follows:

<i>In thousands of</i>	US Dollar	Norwegian Kroner	Great British Pound	Indian Rupee	Nigerian Naira	Other
<b>31 December 2025</b>						
Cash and bank in hand	1,620	2,745	3,278	49,521	-	522
Trade receivables	5,988	-	2,955	-	-	1
Loans receivable	89,539	-	-	-	-	-
Trade creditors	(2,279)	(142,453)	(10,439)	(118,836)	(18,455)	(4,940)
Loans payable	(39,766)	(215,059)	-	-	-	-
Lease liabilities	-	-	(476)	-	-	-
Net statement of financial position exposure	55,102	(354,767)	(4,682)	(69,315)	(18,455)	(4,417)
<b>31 December 2024</b>						
Cash and bank in hand	606	13,069	4,250	46,695	345,310	208
Trade receivables	7,231	-	8,147	-	-	2,170
Loans receivable	84,449	-	4,102	-	-	-
Trade creditors	(7,302)	(75,633)	(14,185)	61,645	(676)	(5,455)
Loans payable	(53,544)	(127,024)	(4,102)	-	-	-
Lease liabilities	-	-	(574)	-	-	-
Net statement of financial position exposure	31,706	(189,588)	(2,362)	108,340	344,634	(3,077)

At 31 December 2025, if the USD had strengthened by 5% against NOK, post tax loss of the Group would have increased by USD 491k. At 31 December 2025, if the USD had strengthened by 1% against NOK, post tax loss of the Group would have increased by USD 98k. At 31 December 2025, if the USD had strengthened by 5% against GBP, post tax loss of the Group would have decreased by USD 3k. At 31 December 2025, if the USD had strengthened by 1% against GBP, post tax loss of the Group would have decreased by USD 1k.

Interest rate risk – The Group is exposed to interest rate risk on its interest-bearing borrowings. The Group's policy is to protect itself where against this risk where practical. This debt is denominated in USD, reflecting the magnitude of underlying cash flows of the business in this currency.

Price risk – The Group is not exposed to any significant price risk in relation to its financial instruments.

**Credit risk**

The Group's credit risk relates primarily to its trade debtors and other receivables. The Group has a number of customers who are primarily either well established international or national companies, or joint ventures thereof. An evaluation is carried out of the credit risk of each new customer, and when appropriate, suitable protections put in place through the use of trade finance instruments. In addition to this, all customers are subject periodic review based on individual current trading circumstances.

On a continual basis, management review an aged debtor analysis and focus on a variety of factors including debts which are overdue for payment. The assessment of the exposure to the Group associated with the risk of default within financial assets is disclosed in note 13. Third party receivables out with terms were USD nil million at year end (PY: USD 0.2 million). The Group's policy is to deposit cash at institutions with an acceptable credit rating. All cash held on deposit at 31 December 2025 was held with such institutions.

The maximum exposure to credit risk at the statement of financial position for financial instruments (by class) and contract assets was:

<i>In thousands of USD</i>	2025	2024
Accrued income	3,870	163
Trade debtors	23,369	22,342
Cash and bank in hand	30,516	34,416

**Liquidity risk**

The Group actively seeks to maintain a mixture of long-term and short-term committed facilities that are to ensure that the Group has sufficient available funds for operations. As part of this, the Group has an external loan facility of USD 86.4 million. The Group is exposed to short-term downside cashflow risk if its customer(s) don't pay on time and this is challenged further by a lack of diverse funding sources. Post year end a refinancing exercise yielded short-term bridge financing, amortisation relief for 2026 capital repayments and an extension of maturity to 31 March 2028 (expected for all debt). This was received as part of a wider refinancing including a significant equity raise (note 28).

The following are the contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest contractual interest payments and exclude the effect of netting agreements.

<i>In thousands of USD</i>	Carrying amount	Contractual cash flow	Less than one year**	1 to 2 years	2 to 5 years	Greater than 5 years
<b>31 December 2025</b>						
Trade payable and other payables	58,496	58,496	58,496	-	-	-
Loans	79,577	93,707	34,095	59,612	-	-
Lease liabilities	638	452	279	173	-	-
	<b>138,711</b>	<b>152,655</b>	<b>92,870</b>	<b>59,785</b>	-	-
<b>31 December 2024</b>						
Trade payable and other payables	56,975	56,975	56,975	-	-	-
Loans	75,567	88,319	45,365	23,410	19,544	-
Lease liabilities	811	671	257	257	158	-
	<b>134,353</b>	<b>145,965</b>	<b>102,597</b>	<b>23,667</b>	<b>19,702</b>	-

**Capital management**

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Group consists of debt, of which remaining borrowings and terms are disclosed in note 16, cash at bank and in hand and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings.

**Fair value of non-derivative financial assets and financial liabilities**

The fair value of short-term borrowings, trade and other payables, trade and other receivables and cash at bank and in hand approximates to the carrying amount because of the short maturity of interest rates in respect of these instruments.

The interest rate applied to borrowings will remain constant regardless of the Group's leverage performance. The fair value of the fixed rate element of the debt facility is considered to be the same as its book value. As the current interest profile of the Group has not significantly changed since the inception of the debt facilities, there is no material difference between the book value and fair value.

**Net debt**

The below is an analysis of changes in net debt from the beginning to the end of the current and prior reporting year:

<i>In thousands of USD</i>	Borrowings due within one year	Borrowings due after one year	Obligations under finance lease liabilities	Subtotal	Cash and cash equivalents	Net debt
<b>Net debt analysis</b>						
Balance at 1 January 2025	(38,067)	(38,500)	(811)	(77,378)	34,416	(42,962)
Cash flows	8,310	(13,090)	192	(4,588)	(10,215)	(14,803)
Other non-cash changes	4,086	(2,316)	(19)	1,751	-	1,751
Recognition of movements in foreign exchange	-	-	-	-	6,315	6,315
<b>Balance as at 31 December 2025</b>	<b>(25,671)</b>	<b>(53,906)</b>	<b>(638)</b>	<b>(80,215)</b>	<b>30,516</b>	<b>(49,699)</b>

## 23 Commitments

At 31 December 2025, the Group had capital commitments of USD 5.5 million (2024: USD 4.2 million).

## 24 Business combinations (prior year only)

On 22 June 2023 one of the Group's subsidiaries, Dolphin Drilling Limited ("DDL") entered into a contract to purchase the mobile offshore drilling units Paul B Loyd Jr from Transocean Drilling UK Limited ("Transocean"). The transaction completed on 15 February 2024 when DDL took title of the assets and employment contracts of employees and the remaining performance obligations related to the customer contract with Chrysaor Production (UK) Limited ("Harbour") were transferred.

The transaction was effective 15 February 2024. The acquisition represents one business in one geographical location, the UK, where the rig is located and operating. The purchase price for the transaction is USD 42,856,357, paid in cash across several tranches. The transaction was predominantly financed from an equity raise in June 2024.

### Consideration transferred

The following table summarises the acquisition of each major class of consideration transferred

<i>In thousands of USD</i>	
Cash	42,856

### Identifiable assets acquired and liabilities assumed

The following table summarises the recognised amounts of assets acquired and liabilities assumed at the date of acquisition. The measurement of fair value for the rig and inventory asset was determined using market information and comparable cost models (particularly from the Group's existing fleet). A discounted cash flow was used to assess the customer relationship asset, specifically considering the execution of the remaining contract with customer.

<i>In thousands of USD</i>	Note	
Intangibles assets	10	25,673
Tangible assets	11	15,415
Inventories	12	1,000
Total identifiable net assets		42,088

### Goodwill

Goodwill arising from the acquisition has been recognised as follows

<i>In thousands of USD</i>	Note	
Consideration transferred		42,856
Total identifiable net assets		(42,088)
Goodwill	10	768

### Acquisition-related costs

The Group incurred acquisition related costs of USD 1.4 million in legal and professional fees and other integration costs. These costs have been included in administrative expenses in 2024 and 2023.

### Deferred tax

The deferred tax impact of the purchase of the Paul B Loyd Jr in 2024 has been considered.

## 25 Related party transactions

### **Ultimate controlling party and affiliates**

The largest shareholders of Dolphin Drilling AS have changed through the financial period to 31 December 2025 and at 31 December 2025 were Svelland Capital Trading, who are represented by a number of individual funds, and B.O Steen Shipping.

The Dolphin Drilling AS Group is the largest group in which the results of the company are consolidated.

### **Related party transactions**

There were no sale of goods and services and related receivables arising from transactions with related parties in the year. Purchase of services in respect of consultancy services received by a company owned by the Chairman of the Board, incurred and paid during the year to 31 December 2025 (2024 USD nil) were as follows.

<i>In thousands of USD</i>	2025	2024
Services in respect of consultancy services: Bjørnådal Invest AS	<b>101</b>	-

The largest shareholders through the financial period to 31 December 2024 were Strategic Value Partners Global VP and S.D. Standard ETC PLC who provided a loan facility to the parent company of USD 15.0 million. Within the financial period to 31 December 2025, the owners of the facility were partially changed and subsequently the loan was repaid.

<i>In thousands of USD</i>	2025	2024
Opening / Advanced during the year – Shareholder loan	<b>17,667</b>	16,431
Interest charged	<b>1,848</b>	1,236
Amounts paid	<b>(19,515)</b>	-

### **Remuneration to executive management and board of directors**

The aggregate remuneration costs of executive personnel were as follows:

<i>In thousands of USD</i>	2025	2024
Wages and salaries	<b>1,109</b>	1,152
Social security costs	<b>277</b>	229
Retirement benefit expense	<b>100</b>	11
Other benefits	<b>979</b>	-
	<b>2,465</b>	1,392

The 2025 remuneration costs reflect all individuals who held the role of Chief Executive Officer in the period  
The aggregate remuneration costs of executive personnel were as follows:

<i>In thousands of USD</i>	2025	2024
Wages and salaries	<b>185</b>	-
Social security costs	<b>26</b>	-
	<b>211</b>	-

Shares owned/controlled by members of the board and senior management who held their position at 31 December 2025 are as follows:

<i>In thousands of USD</i>	2025	2024
CEO	22,256	22,256
CFO	25,117,210	117,210
COO	22,200,000	155,115
Chairman	530,471,316	-
Director – A Løvdal	-	265,000

## 26 Principal subsidiary undertakings

	Location	Registered address	% of ordinary shares or equity held by the Group (%)
Dolphin Drilling Fleetco Limited	Jersey	22 Grenville Street St Helier Jersey JE4 8PX	100
Dolphin Drilling Offshore AS	Norway	Vestre Svanholmen 12 Norway 4313	100
Dolphin Drilling Operations AS	Norway	Vestre Svanholmen 12 Norway 4313	100
Dolphin Drilling Limited	UK	New Kings Court Tollgate Chandlers Ford Eastleigh, Hampshire England SO53 3LG	100
Dolphin Drilling Offshore Limited	UK	New Kings Court Tollgate Chandlers Ford Eastleigh, Hampshire England SO53 3LG	100
DD Offshore West Africa Limited	Nigeria	13 Sumbo Jibowu St, Ikoyi, 101233, Lagos, Nigeria	100

Dolphin Drilling AS owns, directly or indirectly, 100% of all entities within the Group.

All subsidiaries provided drilling rig operations with the exception of Dolphin Drilling Fleetco Limited which are intermediary investment and financing companies.

## 27 Contingent liabilities

In the prior year, certain entities within the group have been awarded USD 105 million in the court of arbitration in Nigeria against a previous customer. The group are actively pursuing receipt of sums owed. No record has been made in the statement of financial position.

## 28 Subsequent events

Post year end, the company announced a substantial refinancing plan to secure the company and group's going concern basis. The key components are as follows:

- On 15 April 2026 the company announced it had successfully placed a Private Placement for gross proceeds of approximately NOK 590 million, equivalent to approximately USD 62.5 million, through the conditional allocation of 236,000,000 Offer Shares at a subscription price per share of NOK 2.50. Following the EGM on 30 April 2026, the net proceeds were received by the company on 7 May 2026. Svelland Capital Master Fund and Starship Norway AS and related accounts had pre-committed to apply for Offer Shares at the Offer Price for NOK equivalent of USD 15 million and USD 3 million respectively.
- Related to this equity issue the group's external lender agreed to:
  - provide a short term bridge facility of USD 7.5 million which was drawn and subsequently repaid following receipt of the Private Placement proceeds on 12 May 2026
  - defer repayment instalments from April 2026 to December 2026 on the loan facility and June 2026 to December 2026 on the bond, such that this means amortisation relief is prevailing throughout 2026
  - an extension to the loan facility maturity date to 31 March 2028 and an extension to the bond maturity date to 31 March 2028 if certain conditions are met
  - grant no requirement to test the financial covenants in 2026
- A portion of the proceeds of the Private Placement were used to pay the remaining liability due to the UK Tax Authorities (HMRC) (note 9) of GBP 2.5 million on 11 May 2026

On 11 May 2026, Dolphin Drilling Limited, one of the group's subsidiaries, secured a new contract with Harbour Energy for the use of Paul B. Loyd Jr. in the UK sector of the North Sea. The new agreement will commence upon expiry of the firm term of the current arrangement for the Paul B. Loyd Jr. The additional firm term runs through to 30 August 2030.

# Parent company accounts

as at and for the year ended 31 December 2025

## Company Income Statement

for the year to 31 December

<i>In thousands of NOK</i>	Note	2025	2024
Other income		26,643	7,140
Impairment of shares and subsidiaries	2	(1,053,476)	(741,636)
Administrative expenses	2	(119,496)	73,102
<b>Operating loss</b>		<b>(1,146,329)</b>	<b>(661,394)</b>
Interest receivable and similar income	4	101,479	107,893
Interest payable and similar expenses	4	(55,750)	(20,880)
<b>Loss before taxation</b>		<b>(1,100,600)</b>	<b>(574,381)</b>
Taxation	5	-	-
<b>Loss for the financial year</b>		<b>(1,100,600)</b>	<b>(574,381)</b>
<b>Allocation of net loss</b>			
To retained earnings		(1,100,600)	(574,381)
<b>Total</b>		<b>(1,100,600)</b>	<b>(574,381)</b>

## Consolidated Statement of Comprehensive Loss

for the year ended 31 December

<i>In thousands of NOK</i>	2025	2024
Loss for the year	<u>(1,100,600)</u>	<u>(574,381)</u>
Other comprehensive expense for the year, net of income tax	<u>-</u>	<u>-</u>
Total comprehensive loss for the year	<u>(1,100,600)</u>	<u>(574,381)</u>

## Company Statement of Financial Position

at 31 December

<i>In thousands of NOK</i>	Note	2025	2024
<b>Non-current assets</b>			
Investments in subsidiaries	6	200,000	1,000,000
Loan to subsidiaries	7	1,038,799	1,085,811
		<b>1,238,799</b>	<b>2,085,811</b>
<b>Current assets</b>			
Trade and other receivables	8	76,901	63,589
Cash and cash equivalents	9	12,864	9,613
		<b>89,765</b>	<b>73,202</b>
<b>Total assets</b>		<b>1,328,564</b>	<b>2,159,013</b>
<b>Capital and reserves</b>			
Called up share capital		477,724	291,890
Share premium		2,523,257	2,242,206
Reserves		(1,679,622)	(579,022)
		<b>1,321,359</b>	<b>1,955,074</b>
<b>Current liabilities</b>			
Trade and other payables	10	7,205	3,354
Financial liabilities – loans and borrowings	11	-	200,585
		<b>7,205</b>	<b>203,939</b>
<b>Total equity and liabilities</b>		<b>1,328,564</b>	<b>2,159,013</b>

These financial statements were approved by the Board of Directors on 28 May 2026:

**Ronny Bjørnådal**  
Chairman

**Tom Lileng**  
Director

**Pål Lothe Magnussen**  
Director

**Linn Katrine Høie**  
Director

**Melissa Clare**  
Director

**Michael Boyd**  
CEO

## Company Statement of Changes in Equity

for the year/period ended 31 December

<i>In thousands of NOK</i>	Share capital	Share premium	Foreign currency translation reserve	Retained earnings	Total equity
<b>Balance at 31 December 2023</b>	<b>219,890</b>	<b>1,896,842</b>	<b>-</b>	<b>(4,641)</b>	<b>2,112,091</b>
Share issue net of related costs	72,000	345,364	-	-	417,364
<b>Total comprehensive loss for the period</b>					
Loss for the year	-	-	-	(574,381)	(574,381)
	72,000	345,364	-	(574,381)	(574,381)
<b>Balance at 31 December 2024</b>	<b>291,890</b>	<b>2,242,206</b>	<b>-</b>	<b>(579,022)</b>	<b>1,955,074</b>
Share issue net of related costs	185,834	281,051	-	-	466,885
<b>Total comprehensive loss for the year</b>					
Loss for the year	-	-	-	(1,100,600)	(1,100,600)
	185,834	281,051	-	(1,100,600)	(633,715)
<b>Balance at 31 December 2025</b>	<b>477,724</b>	<b>2,523,257</b>	<b>-</b>	<b>(1,679,622)</b>	<b>1,321,359</b>

## Company Statement of Cash Flows

for the year ended 31 December

<i>In thousands of NOK</i>	31 December 2025	31 December 2024
<b>Cash generated from operating activities</b>		
Loss before taxation	(1,100,600)	(574,381)
<i>Adjustments for:</i>		
Impairment in subsidiaries	1,053,476	741,636
Net finance (income)	(45,729)	(87,013)
<i>Changes in working capital:</i>		
(Increase) in trade and other receivables	(13,311)	(18,984)
Increase in trade and other payables	45,795	114,398
	(60,369)	175,656
Tax (paid) / refund	-	-
<b>Net cash used in operating activities</b>	(60,369)	175,656
<b>Cash flows from investing activities</b>		
Decrease / (Increase) in loan to subsidiaries	47,011	(347,793)
Capital (increase) in subsidiaries	(253,476)	(400,000)
<b>Net cash used in investing activities</b>	(206,465)	(747,793)
<b>Cash flows from financing activities</b>		
Issue of new share capital	466,885	417,364
Repayment of borrowings	(151,466)	-
Net interest (paid) / received	(45,334)	5,399
<b>Net cash generated from financing activities</b>	270,085	422,763
<b>Net change in cash and bank</b>	3,251	(149,374)
Cash and cash equivalents opening balance	9,613	158,987
<b>Cash and cash equivalents at 31 December</b>	12,864	9,613

# Notes to the financial statements

## 1 Accounting policies

The financial statements are as at, and for the year ended 31 December 2025.

These financial statements have been prepared in accordance with EU-adopted International Financial Reporting Standards (IFRS). The financial statements have been prepared under the historical cost convention. The parent company financial statements should be read in conjunction with the consolidated accounts.

The Dolphin Drilling AS Group was formed in September 2022 as part of a reorganisation, information presented prior to this date is for Dolphin Drilling Holdings Limited (previous parent company) and subsidiaries.

The notes to the consolidated accounts provide additional information to the parent company's accounts which is not presented here separately. The company's functional currency is NOK and the financial statements are presented in NOK. Investments in subsidiaries are measured at historic cost, unless there is any indication of impairment. In case of impairment, an investment is written down to recoverable amount.

## 2 Operating loss

<i>In thousands of NOK</i>	2025	2024
<i>Operating loss is stated after charging / (crediting):</i>		
Impairment in subsidiaries	<b>1,053,476</b>	741,636
Effect of foreign exchange	<b>93,283</b>	(80,185)
Audit fees	<b>2,343</b>	2,468
Legal and professional fees	<b>19,320</b>	1,288

## 3 Employee benefits and management remuneration

The company has no employees and does not have a formally appointed CEO, and no remuneration has been paid by the company. The CEO is employed in a subsidiary company, and all costs have been borne by that subsidiary. All board remuneration costs are also borne by a subsidiary company within the group, and are as follows:

***The aggregate remuneration costs of board of directors were as follows:***

<i>In thousands of NOK</i>	2025	2024
Wages and salaries	<b>1,930</b>	-
Social security costs	<b>272</b>	-
	<b>2,202</b>	-

## 4 Net finance income

<i>In thousands of NOK</i>	2025	2024
<i>Interest receivable and similar income</i>		
Inter-company interest	(101,221)	(102,506)
Bank interest	(258)	(5,387)
	<b>(101,479)</b>	<b>(107,893)</b>
<i>Interest payable and similar expenses</i>		
Interest on loans and borrowings	55,750	20,880

## 5 Taxation

Recognised in the income statement

<i>In thousands of NOK</i>	2025	2024
<i>Current tax:</i>		
Adjustment relating to prior year	-	-
<i>Total current tax charge</i>	-	-
<i>Deferred tax:</i>		
Origination and reversal of temporary differences	-	-
Total deferred income tax / (credit)	-	-
Total tax expense	-	-

### **Factors affecting the tax credit for the year**

The tax assessed for the year differs from the Norwegian statutory rate of corporation tax. The differences are explained below:

<i>In thousands of NOK</i>	2025	2024
Loss for the year	(1,100,600)	(574,381)
Tax at statutory rate of corporation tax in Norway 22%	(242,132)	(126,364)
Effects of:		
Non-deductible expenses	231,765	(3,220)
Deferred tax asset not recognised	10,367	129,584
Total tax expense	-	-

## 6 Shares in subsidiaries

<i>In thousands of NOK</i>	<i>Total</i>
<i>Cost</i>	
<b>Balance at 31 December 2024</b>	1,741,636
Additions	253,476
<b>Balance at 31 December 2025</b>	<b>1,995,112</b>
<i>Provisions</i>	
<b>Balance at 31 December 2024</b>	741,636
Provided in year	1,053,476
<b>Balance at 31 December 2025</b>	<b>1,795,112</b>
<i>Net book value</i>	
<b>At 31 December 2025</b>	<b>200,000</b>
At 31 December 2024	1,000,000

Investments in subsidiaries are carried at cost and reviewed for impairment annually. A provision for impairment has been recorded as the recoverable amount of the investment (representative of fair value less costs of disposal) was lower than the carrying value.

	Location	Registered address	% of ordinary shares or equity held by the Group (%)
Dolphin Drilling Fleetco Limited	Jersey	22 Grenville Street St Helier Jersey JE4 8PX	100

## 7 Loans to subsidiaries

<i>In thousands of NOK</i>	2025	2024
Loans to subsidiaries	<b>1,038,799</b>	1,085,811

### a) Loans to subsidiaries

Loans to subsidiaries are to Dolphin Drilling Ltd for general working capital purposes. Interest is charged at the rate of SOFR + 5.5% per annum.

## 8 Trade and other receivables

<i>In thousands of NOK</i>	2025	2024
Intercompany debtors	<b>76,200</b>	63,462
Prepayments and other receivables	<b>701</b>	127
	<b>76,901</b>	63,589

## 9 Cash and cash equivalents

<i>In thousands of NOK</i>	2025	2024
Cash at bank and in hand	<b>12,864</b>	9,613

## 10 Trade and other payables

<i>In thousands of NOK</i>	2025	2024
Trade creditors	<b>3,472</b>	987
Intercompany creditors	<b>947</b>	843
Accruals and other creditors	<b>2,786</b>	1,524
	<b>7,205</b>	3,354

## 11 Loans and borrowings

<i>In thousands of NOK</i>	2025	2024
Shareholder loan	-	200,585
	-	200,585

### a) Shareholder loan

The loan was repaid in July 2025.

## 12 Share capital and share premium

<i>In thousands of NOK</i>	2025	2024
Allotted, called up and fully paid of Dolphin Drilling AS	<b>477,724</b>	291,890
Share premium of Dolphin Drilling AS	<b>2,523,257</b>	2,242,206

The following table shows the issuance of share capital of the legal parent Dolphin Drilling AS from the date of its incorporation on 1 April 2022:

Date of registration	Type of change	Change in share capital (NOK)	Nominal value (NOK)	Number of shares
April 2022	Incorporation	30,000	10.00	3,000
September 2022	Issuance of new shares in a share-swap	857,342,000	10.00	85,737,200
September 2022	Issuance of new shares in a private placement	385,816,990	10.00	124,318,899
July 2023	Change in nominal value		1.00	124,318,899
July 2023	Issuance of new shares in a private placement	84,471,200	1.00	208,790,099
September 2023	Issuance of new shares in a private placement	11,100,000	1.00	219,890,099
May 2024	Issuance of new shares in a private placement	72,000,000	1.00	291,890,099
July 2025	Change in nominal value	-	0.01	291,890,099
July 2025	Issuance of new shares in a private placement*	319,073,792	0.01	32,199,269,249
September 2025	Issuance of new shares in a private placement**	4,332,088	0.01	32,632,477,947
December 2025	Issuance of new shares in a private placement***	151,399,294	0.01	47,772,407,492

\*Transaction costs of USD 1.8 million have been deducted from equity related to the July 2025 share issue raising gross USD 29.3 million.

\*\*Transaction costs of USD 0.1 million have been deducted from equity related to the September 2025 share issue raising gross USD 0.4 million.

\*\*\*Transaction costs of USD 0.5 million have been deducted from equity related to the December 2025 share issue raising gross USD 14.9 million.

## 13 Financial instruments

### Market risk

Foreign exchange risk – The company reports net assets which are exposed to foreign currency translation risk. Currency exposure arising from the net assets of the company is managed primarily through deposits denominated in the relevant foreign currencies. The quantitative data as reported to management of the company regarding the exposure to currency risk is summarised as follows:

<i>In thousands of NOK</i>	US Dollar	Total
<b>31 December 2025</b>		
Cash and bank in hand	2	2
Trade receivables	4,290	4,290
Loans to subsidiaries	89,539	89,539
	<b>93,831</b>	<b>93,831</b>
<b>31 December 2024</b>		
Cash and bank in hand	511	511
Trade receivables	4,101	4,101
Loans to subsidiaries	84,449	84,449
Loans payable	(17,667)	(17,667)
	<b>71,394</b>	<b>71,394</b>

Interest rate risk – The company is exposed to interest rate risk on its interest-bearing borrowings. The company's policy is to protect itself where against this risk where practical. This debt is denominated in USD, reflecting the magnitude of underlying cash flows of the business in this currency.

### Credit risk

The company's credit risk relates to intercompany debtors and loans to subsidiaries. The company's policy is to deposit cash at institutions with an acceptable credit rating. All cash held on deposit at 31 December 2025 was held with such institutions.

<i>In thousands of NOK</i>	2025	2024
Cash and bank in hand	12,864	9,613
Intercompany debtors	76,200	63,462
Loans to subsidiaries	1,038,799	1,085,811

At 31 December 2025 the allowance for credit impairment in respect of all trade and other receivables was estimated at nil (2024: nil) based on the ageing and risk profile of all debtors.

**Liquidity risk**

The following are the contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted and include estimated interest contractual interest payments and exclude the effect of netting agreements.

<i>In thousands of NOK</i>	Carrying amount	Contractual cash flow	Less than one year*	1 to 2 years	2 to 5 years	Greater than 5 years
<b>31 December 2025</b>						
Trade payables and other payables	6,258	6,258	6,258	-	-	-
Intercompany creditors	947	947	947	-	-	-
	<b>7,205</b>	<b>7,205</b>	<b>7,205</b>	-	-	-
<b>31 December 2024</b>						
Trade payables and other payables	2,511	2,511	2,511	-	-	-
Intercompany creditors	843	843	843	-	-	-
Shareholder loan	200,585	226,815	226,815	-	-	-
	<b>203,939</b>	<b>230,169</b>	<b>230,169</b>	-	-	-

\*Cash contractual cash flows with a maturity date less than one year are due within 0-3 months.

**Capital risk**

The company manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance, cash at bank and in hand and equity attributable to equity holders of the parent, comprising issued capital and reserves.

**Fair value of non-derivative financial assets and financial liabilities**

The fair value of short-term borrowings, trade and other payables, trade and other receivables and cash at bank and in hand approximates to the carrying amount because of the short maturity of interest rates in respect of these instruments.

**14 Related party transactions**

<i>In thousands of NOK</i>	2025	2024
<b>Year-end current balances</b>		
Dolphin Drilling Offshore AS – receivables	1,681	4,016
Dolphin Drilling Offshore AS – loan	-	29,686
Dolphin Drilling Offshore Ltd	-	75
Dolphin Drilling Ltd - receivables	73,572	58,527
Dolphin Drilling Ltd – loan	<b>1,115,649</b>	1,056,125
<b>Revenue from related parties</b>		
Dolphin Drilling Offshore AS	2,130	861
Dolphin Drilling Ltd	24,514	6,278
Dolphin Drilling Offshore Ltd	-	1
<b>Expenses from related parties</b>		
Dolphin Drilling Offshore AS	2,563	1,082
Bjørnådal Invest AS	1,050	-

## 15 Subsequent events

Post year end., in 15 April 2026 the company announced it had successfully placed a Private Placement for gross proceeds of approximately NOK 590 million, equivalent to approximately USD 62.5 million, through the conditional allocation of 236,000,000 Offer Shares at a subscription price per share of NOK 2.50. Following the EGM on 30 April 2026, the net proceeds were received by the company on 7 May 2026. Svelland Capital Master Fund and Starship Norway AS and related accounts had pre-committed to apply for Offer Shares at the Offer Price for NOK equivalent of USD 15 million and USD 3 million respectively.



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To the General Meeting of Dolphin Drilling AS

## Independent Auditor's Report

### Opinion

We have audited the financial statements of Dolphin Drilling AS, which comprise:

- the financial statements of the parent company Dolphin Drilling AS (the Company), which comprise the statement of financial position as at 31 December 2025, the income statement, statement of comprehensive loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, and
- the consolidated financial statements of Dolphin Drilling AS and its subsidiaries (the Group), which comprise the statement of financial position as at 31 December 2025, the statement of profit and loss, statement of comprehensive loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

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 2025, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the EU, and
- the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2025, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the EU.

### 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 relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



### Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial statements and description in board of directors' report, which indicates that the Company and the group has identified a downside risk that one of the financial covenants under the Group's financing agreements may not be met towards the end of the going concern period in March 2027. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company and the group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

### Other Information

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

In connection with our audit of the financial statements, our responsibility is to read the Board of Directors' report and the other information accompanying the financial statements. The purpose is to consider if there is material inconsistency between the Board of Directors' report and the other information accompanying the financial statements and the financial statements or our knowledge obtained in the audit, or whether the Board of Directors' report and the other information accompanying the financial statements otherwise appear to be materially misstated. We are required to report if there is a material misstatement in the Board of Directors' report or the other information accompanying the financial statements. We have nothing to report in this regard.

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

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

### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting 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 skepticism 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 and 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's 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.

Stavanger, 28 May 2026

KPMG AS

Mads Hermansen  
*State Authorised Public Accountant*  
(This document is signed electronically)

# Appendix

## Abbreviations

<b>ALARP</b>	As Low As Reasonably Practicable
<b>CGU</b>	Cash Generating Unit
<b>DDCAMS</b>	Competence Assurance Management System
<b>ECL</b>	Expected Credit Loss
<b>EIR</b>	Effective Interest
<b>ERM</b>	Enterprise Risk Management
<b>FVOCI</b>	Fair Value Through Other Comprehensive Income
<b>FVPL</b>	Fair Value Profit and Loss
<b>FVTPL</b>	Fair Value Through Profit and Loss
<b>GHG</b>	Greenhouse Gas (also refers to Greenhouse Gas Protocol)
<b>GHL</b>	General Hydrocarbons Limited
<b>HMRC</b>	UK Tax Authorities
<b>HSE</b>	Health, Safety, and Environment
<b>HSEEQ</b>	Health, Safety, Environment, Energy and Quality
<b>IADC</b>	International Association of Drilling Contractors
<b>IFRS</b>	International Financial Reporting Standards
<b>IMO</b>	International Maritime Organisation
<b>IROs</b>	Impacts, Risks and Opportunities
<b>ISM Code</b>	International Safety Management Code
<b>ISMS</b>	Information Security Management System
<b>ISO</b>	International Organisation for Standardisation
<b>IRT</b>	Incident Response Team
<b>MARPOL</b>	International Convention for the Prevention of Pollution from Ships
<b>MODU</b>	Mobile Offshore Drilling Units
<b>NSA</b>	Norwegian Shipowners Association
<b>SDGs</b>	Sustainable Development Goals
<b>SJA</b>	Safe Job Analysis
<b>SOC</b>	Security Operations Centre
<b>TOFS</b>	Time Out for Safety

To be the most trusted drilling services team,  
delivering unmatched performance, customer  
focus and a solutions-driven mindset.



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