

DOF ASA FINANCIAL REPORT

Q1 2015



DOF

DOF ASA

Alfabygget

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NORWAY

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Index

Financial report Q1 2015	4
Accounts Q1 2015 - management reporting	10
Condensed consolidated income statement and balance	10
Condensed statement of comprehensive income	10
Condensed consolidated statement of financial position	11
Accounts Q1 2015	12
Condensed consolidated income statement	12
Condensed statement of comprehensive income	12
Condensed consolidated statement of financial position	13
Condensed consolidated statement of equity	14
Key figures	14
Condensed statement of cash flow	15
Notes to the Accounts	16
Note 1 General	16
Note 2 Impact implementations IFRS 11	17
Note 3 Segment information - management reporting	18
Note 4 Hedges	18
Note 5 Tangible assets	19
Note 6 Investment in associated and joint ventures	20
Note 7 Cash and cash equivalent	20
Note 8 Interest bearing liabilities	21
Note 9 Events after balance date	22
Note 10 Transaction with related parties	22
Note 11 Taxes	22
Note 12 Share capital and shareholders	22

Financial report Q1 2015

Group operating income for Q1 based on management reporting totals NOK 2,521 million (NOK 2,240 million) and operating profit before depreciation and amortisation (EBITDA) totals NOK 767 million (NOK 756 million). EBITDA including gain from sale of assets totals NOK 992 million (NOK 960 million). Operating profit is NOK 723 million (NOK 728 million).

The Q1 operational result per segment is as follows:

Amounts in NOK mill	PSV	AHTS	CSV	Total
Operating income	299	389	1 833	2 521
Operating result before depreciation and impairment (EBITDA)	132	172	688	992
Operating result (EBIT)	81	118	524	723
EBITDA margin	44 %	44 %	38 %	39 %
EBIT margin	27 %	30 %	29 %	29 %

*) EBITDA og EBIT includes gain on sale for tangible assets of NOK 205 million in CSV segment and NOK 20 million in the PSV segment.

The average utilisation of the Group's fleet during Q1 was 85%. The utilisation of the Subsea fleet was 81%, the AHTS fleet 80% and the PSV fleet 93%. The Group had during Q1 one AHTS and one PSV in the North Sea spot market, where utilisation and revenues have been low.

DOF Subsea had globally in the period 10 vessels in the subsea project market, with a utilisation of 57%. Four of the vessels are chartered from external owners.

The Group has sold and delivered 3 vessels during Q1; Skandi Aker was sold to Aker Oilfield Services in February, and in March Skandi Stolmen and Skandi Yare were delivered to Mare & Mantiq. The last mentioned sale is the first step of an agreement to sell five vessels in Brazil. The last three vessels were delivered to the new owner in April. In addition to the above mentioned, the Group has sold Skandi Falcon end of April.

The Company's contract backlog is high for 2015. DOF Subsea has during Q1 secured two firm contracts in Asia, one 7+3 year contract for Skandi Hawk in the Philippines and one 3-year Master Services Agreement for Skandi Protector in Australia. Several vessels have entered into new contracts during the period and mobilised for contracts with start-up during Q1. The contract coverage for 2015 for the combined fleet is 81%; 92%

for the PSV fleet, 77% for the AHTS fleet, and 76% for the Subsea fleet.

The refinancing of balloon payments on secured debt with maturity in 2015 and 2016 is on-going, and the Group has year to date secured refinancing in the total amount of NOK 1,800 million. In addition to this, debt totalling approximately NOK 1,750 million is repaid in connection with sale of assets and general instalments.

The new-building Skandi Africa was delivered from the yard in March, and thereafter sailed to the Netherlands for final outfit and completion. Skandi Angra was delivered in the beginning of May, and is now on-hire on an 8-year contract with Petrobras.

DOF ASA is an international Group of companies owning and operating a fleet of PSV, AHTS and Subsea vessels in addition to engineering companies offering services to the subsea market. As of May 2015 the fleet comprise 71 vessels (wholly and partly owned), of which six vessels are new-buildings due for delivery in the period 2015-2017. The fleet includes 20 AHTS, 20 PSV and 31 Subsea vessels. Further, the Group owns a fleet of 58 ROV, in addition to 9 ROV under construction.

DOF ASA operates the majority of its fleet on long-term contracts. As of 31 March 2015 the nominal value of these contracts totals approx. NOK 30,203 million excluding options and approx. NOK 64,161 million including options.

Q1 Operations

The main part of the Group's PSV and AHTS fleet operates on term contracts, while the Subsea fleet partly operates on firm-charter contracts and partly in the Subsea project market. In the project market the utilisation is affected by the market and seasonal fluctuations. The project revenues contributed 44% of the Group's total revenues for the period.

PSV

The PSV fleet included in Q1 25 vessels, out of which one vessel is partly owned. 19 vessels operated in the North Sea and nearby areas, four vessels operated on fixed contracts in Brazil and two vessels were laid up. One of the vessels in lay-up, Skandi Falcon, has been sold in April. The main part of the fleet has been on fixed contracts during the period, hence high utilisation is secured during the period. One vessel, Skandi Flora has operated in the spot market during the period, where utilisation and revenues have been low. In Brazil and in accordance with the sales contract, four PSV have been delivered to new owner in February and March. One of the

vessels, Skandi Yare, finalised refitting in February and started thereafter on a 4-year contract for Petrobras.

AHTS

The AHTS fleet included 18 vessels in operation, of which 11 vessels operated in South America, three vessels in the North Sea/Mediterranean and four vessels in Asia. Five of the vessels are 50% owned through DOF Deepwater AS, and one vessel is owned through a minority share in DOF Iceman AS. All Brazilian operated vessels are Brazilian flagged vessels and have been on firm contracts during the period. One of these vessels, Skandi Copacabana, is agreed to be sold in February. The utilisation of the AHTS fleet is acceptable. Two vessels have operated on firm contracts in Argentina.

The activity in Asia for this segment has increased during the period. Two vessels, Skandi Giant and Skandi Atlantic commenced their firm contracts with Origin during the period. Skandi Emerald and Skandi Pacific ended in February their contracts with OMV in New Zealand. Skandi Pacific commenced a 2-month contract, while Skandi Emerald was awarded a 7-month contract for Chevron in March with start-up in April.

Two vessels, Skandi Admiral and partly owned Skandi Iceman have operated in the North Sea spot market.

SUBSEA

The Subsea fleet comprised at the end of March 26 vessels in operation, after sale of Skandi Aker in February of which 22 vessels are owned by the DOF Subsea Group. The revenues from the subsea operation include revenues from both project contracts and firm contracts, split as follows: NOK 1,114 million from the project contracts and NOK 537 million from the period contracts. DOF Subsea operated during the period 10 vessels fully or partly in the project market, of which four vessels were chartered in from external owners.

The Group's project activity is operated by the regions Atlantic, Asia Pacific, North America and Brazil. The activity has been variable and characterised by low season in some regions. The project activity in Atlantic region comprises three vessels. The utilisation of Skandi Skansen and Normand Reach was low, while Geosund had a utilisation of approximately 100% and was operated on a firm master agreement for the entire period. The activity level in Asia Pacific was low at the beginning of the period as both Skandi Hawk and Skandi Protector completed conversions and dry-dockings in January and February. Both vessels have started their new contracts. The two other vessels in this region have operated on various projects and at acceptable utilisation during the period. The

activity in the North America region was influenced by several project contracts and mobilisation between contracts, and the fleet's average utilisation was acceptable. The utilisation in Q1 for the total project fleet was on average 57%, with 53% in January, 65% in February and 60% in March.

The entire subsea activity in Brazil is based on firm contracts and includes hire of vessels and ROV. The Group owns and operates nine Subsea vessels in the region, including five RSV vessels, two construction vessels and two pipe-laying vessels. The two pipe-laying vessels carry the Brazilian flag and are owned and operated in a joint venture company together with Technip. Two ROV contracts with Petrobras have started up during the period.

The Group's Subsea vessels on firm contracts experienced steady operation during the period with average utilisation of 98%; 98% in January, 100% in February and 94% in March. The utilisation for this part of the fleet has been high with few disruptions of operation.

Main Items Interim Accounts Q1 - Management Reporting (proportional consolidation)

- Operating income totals NOK 2,521 million (NOK 2,240 million).
- Operating profit before depreciation (EBITDA) totals NOK 992 million (NOK 960 million).
- Gain from sale of assets totals NOK 225 million (NOK 204 million)
- Operating profit (EBIT) totals NOK 723 million (NOK 728 million).
- Net financial expenses before unrealised gain/loss on foreign exchange and change in fair value of financial instruments totals NOK -423 million (NOK -374 million).
- Unrealised gain/loss on foreign exchange and change in fair value of financial instruments totals NOK -387 million (NOK 83 million).
- Pre-tax profit excl. unrealised gain/loss on foreign exchange and change in fair value of financial instruments totals NOK 301 million (NOK 352 million).
- Pre-tax profit totals NOK -86 million (NOK 435 million).
- Net interest bearing debt as of 31 March totals NOK 24,016 million (NOK 21,350 million).
- Book equity including minority interests as of 31 March is NOK 6,239 million (NOK 6,891 million).

Main Items Interim Accounts Q1 - Financial Reporting (equity method for joint ventures)

The Group has from 1 January 2014 and in accordance with IFRS 11 changed the principles for consolidation of joint

6 | ventures. Historically, joint ventures have been consolidated proportionally, but from 1 January 2014, investments in joint ventures are consolidated in accordance with the equity method. In the opinion of the board of directors and management the proportional consolidation method gives a better comprehension of the Group's historical earnings and risk exposure compared to the equity method. DOF's internal reporting (management reporting) is therefore based on proportional consolidation. The same principle is used for the segment reporting.

- Operating income totals NOK 2,388 million (NOK 2,128 million).
- Operating profit before depreciation (EBITDA) totals NOK 859 million (NOK 913 million).
- Gain on sale of assets totals NOK 225 million (NOK 204 million).
- Operating profit (EBIT) totals NOK 612 million (NOK 700 million).
- Net financial expenses before unrealised gain/loss on foreign exchange and change in fair value of financial instruments totals NOK -399 million (NOK -356 million).
- Unrealised gain/loss on foreign exchange and net changes in fair value of financial instruments totals NOK -298 million (NOK 78 million).
- Pre-tax result excl. unrealised changes in foreign exchange and financial instruments totals NOK 214 million (NOK 344 million).
- Pre-tax profit totals NOK -84 million (NOK 422 million).
- Net interest bearing debt as of 31 March is NOK 21,814 million (NOK 19,564 million).
- Book equity including minority interest as of 31 March is NOK 6,239 million (NOK 6,891 million).

The Group has implemented hedge accounting for parts of the revenues related to the Brazil operation. This operation is based on long-term charter contracts in USD secured with debt in corresponding currency.

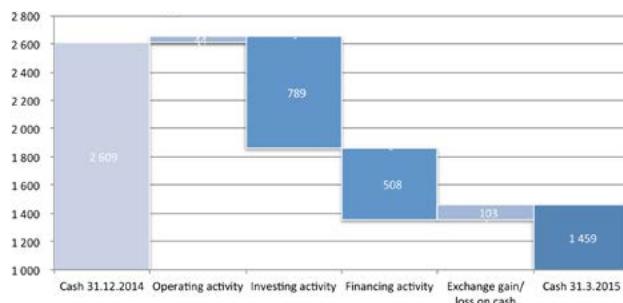
Tax expense is based on best estimate.

Total balance as of 31 March is NOK 31,626 million (NOK 30,306 million), of which vessels, new-buildings and subsea equipment amounts to NOK 23,048 million (NOK 23,535 million). Capital not employed mainly relates to prepaid instalments on seven new-buildings totalling NOK 2,190 million (NOK 641 million).

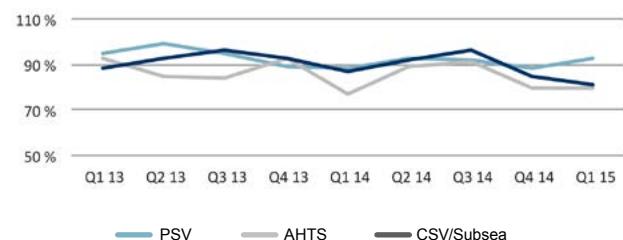
Net cash flow from operational activity including interest cost is NOK 44 million (NOK 217 million) in Q1. Net cash flow from investing activities is NOK -789 million (NOK 352

million). One new-build is delivered year to date and three vessels are sold. Cash flow from financing activities totals NOK -508 million (NOK -720 million).

Cash flow Q1 2015



Utilisation



Financing and Capital Structure

The Group's remaining commitment for the seven vessels under construction totals as per 31 March approx. USD 850 million. All the new-buildings are secured on long-term charter contracts and have scheduled delivery from the yard in the period from 2015 to 2017. One vessel, Skandi Africa, was delivered from yard in March and sailed to Netherlands for installation of cranes and pipe-laying tower. The vessel is still classified as a new-building and is planned completed and on-hire in Q3 2015. Long-term financing is secured for the remaining two new-buildings (AHTS), one delivered in May, and one is planned delivered in Q1 2016. Four of the new-buildings are owned via a 50/50 joint venture company owned by DOF Subsea and Technip, of which two are under construction in Norway and two in Brazil. The planned financing of the vessels is mainly via Norwegian and Brazilian export credits and commercial banks. The long-term financing with BNDES is secured for the vessels under construction in Brazil.

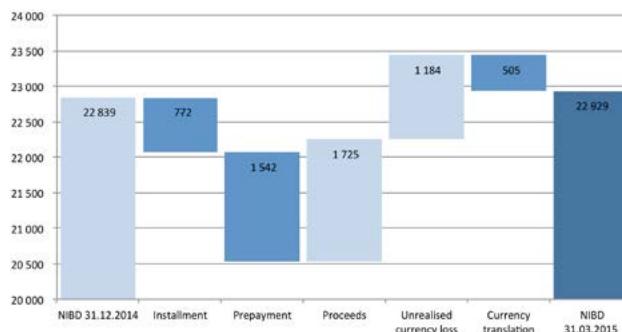
Remaining newbuilding program

Vessel	Yard	Delivery	Type	Contract	Financing
Skandi Angra	Vard Brazil	May 2015	AHTS	8 yrs Petrobras	Loan drawn on delivery in May
Skandi Paraty	Vard Brazil	4Q 2015	AHTS	4 yrs Petrobras	Signed loan agreement
Skandi Africa	Vard Norway	Q1/Q3 2015	CSV	5 yrs Technip	Loan drawn on 1st delivery in March
Skandi TBN Vard 823	Vard Norway	2016	PLSV	8 yrs Petrobras	
Skandi TBN Vard 824	Vard Norway	2016	PLSV	8 yrs Petrobras	
Skandi TBN PSLV1	Vard Brazil	2016	PLSV	8 yrs Petrobras	Loan agreement signed with BNDES
Skandi TBN PSLV2	Vard Brazil	2017	PLSV	8 yrs Petrobras	Loan agreement signed with BNDES

The Group has taken delivery of one new-building and sold three vessels during Q1. Net increase in interest bearing debt is approximately NOK 90 million from year end and includes approximately NOK 680 million in net unrealised currency differences.

The portion of long-term debt secured with fixed rate of interest is approx. 63% of total debt and includes debt with fixed interest in BNDES.

Interest bearing debt 01.01. - 31.03.15



Based on current exchange rates a large part of the unrealised losses on foreign exchange will be reversed.

Vessels and equipment constitute approximately 77% of total assets. Based on broker estimates per March 2015, the market values of the Group's vessels are slightly down compared to the estimates received at year-end 2014. The reduction in market values is partly offset by a further strengthening of the USD in the period.

The Group's main financial covenants in existing loan agreements are based on minimum value adjusted equity ratio of 30% or

minimum 20% if the Group's contract coverage exceeds 70%, and a minimum cash covenant of NOK 500 million. The Group reports book equity ratio (public accounts) of 20% of total assets and a value adjusted equity ratio of 34%. The Group's free liquidity as of 31 March is NOK 887 million (NOK 950 million based on proportional consolidation) and the Group's contract coverage for the next 12 months period is 75%. The Group is thus in compliance with its financial covenants as of 31 March 2015.

The Group's short term portion of long-term debt as per March totals NOK 5,696 million and includes NOK 700 million in unsecured bond loans and NOK 2,880 in balloon payments maturing within March 2016. Remaining bond loan in DOF Subsea (DOFSUB06) is planned to be redeemed in October 2015. Included in the balloon payments is NOK 1,637 million in DOF ASA with maturity within March 2016. The refinancing of these loans is on-going and planned to be completed in 1H 2015. DOF ASA has besides this one facility with maturity in 2016 in the amount of NOK 120 million. DOF Subsea is working with the refinancing of loans with maturity within the next 12 months. DOF Subsea has sufficient refinancing capacity and has during Q1 fully repaid secured debt on two of the Company's vessels in operation.

From year-end 2014 to May 2015 the Group has sold 7 vessels which all together have reduced aggregate net interest bearing debt with approximately NOK 1,850 million.

Shareholders

There were no significant changes in the shareholders structure during the period. As of 31 March the company had 3,186 shareholders. The share price per 31 March was NOK 8.30 per share. There has been a considerably weakening of the share price during the period due to the weak oil price; this has negatively influenced the share price of all the OSV companies on the Oslo Stock Exchange.

Employees

The Group employed 5,184 people as of 31 March included hired staff. The offshore marine personnel counts 3,024 people, while 1,045 people are employed within the offshore subsea operation and 1,115 are employed in positions onshore within the ship management organisation and the subsea organisation. In regions affected by the weakening market, the Group has started a process to; reduce the workforce, sale of vessels and lower activity in general.

Quality, health and safety

On the 21st of February, a member of the marine crew suffered

a fatal injury on board Skandi Skansen when the vessel was alongside quay in Stavanger. As an organisation guided by our values, we have extended our support to his family. We are working closely with the leading industry body, IMCA and will strive to ensure that incidents like this are never repeated on any of our vessels or at any of our worksites.

Fleet

As per May the Group owns a total fleet of 71 vessels (wholly/partly owned), which is a reduction of seven vessels compared to year-end 2014, and includes currently six new-buildings. The vessels under construction are two AHTS and 5 Subsea vessels, where one is a construction support vessel and four are pipe-laying vessels (owned 50% with Technip). In addition, DOF Subsea owns 58 ROV and has another 9 ROV on order.

DOF Subsea has one construction vessel, Skandi Africa, on order. The vessel has a LOA of 161m and a beam of 32m and will be equipped with a 900 ton crane and VLS tower. The vessel will enter into a five-year contract with Technip upon delivery. Skandi Africa was delivered from the yard in March in Norway and sailed to the Netherlands to install crane and VLS tower. Final completion is scheduled in Q3 2015.

A joint venture company owned by DOF Subsea and Technip has ordered four PLSVs, of which two are built in Norway and two in Brazil. All four vessels have entered into 8+8 year contracts with Petrobras and will be equipped to operate in ultra-deep water. The vessels built in Norway will be equipped with 650 ton VLS tower and the Brazilian built vessels will be equipped with 350 ton towers. The vessels are scheduled delivered in the period from 2016 to 2017. The new-builds are planned financed via Norwegian and Brazilian export financing and commercial banks of which the financing (BNDES) of the Brazilian vessels has been signed in Q2.

Norskan has as per May one AHTS in a series of three vessels under construction at Vard, Brazil. The first vessel was delivered last year and the second vessel, Skandi Angra, was delivered in May. The vessel is from 18 May on-hire on an 8-year contract with Petrobras.

Norskan secured during the period an agreement with a Brazilian equity fund to sell five vessels, of which Skandi Yare and Skandi Stolmen were delivered in Q1 while Skandi Copacabana, Skandi Leblon and Skandi Flamengo were delivered in April.

DOF Subsea has hired in four external vessels on TC contracts. Harvey Deep-Sea is hired for a period of four years from mid-2013, and Chloe Candies and Ross Candies for periods

up until September 2015 and March 2016 respectively. The vessels are Jones Act vessels and are utilised for the DOF Subsea project activity in the Gulf of Mexico. DOF Subsea has hired in Normand Reach for a period of 2+2x1 year from June 2014. The vessel is utilised for the project activity in the Atlantic region.

Skandi Aker was in February sold to Aker Oilfield Services.

Skandi Falcon was sold to new owner in April. The vessel was laid up until delivery.

New contracts

The Group's fleet operates world-wide, with the most important operational areas being the North Sea, Africa, Brazil and Asia/Australia.

DOF Subsea has during Q1 been awarded several shorter project contracts in Asia and USA, and has secured good back-log in Q2 for the vessels in these regions. DOF Subsea Asia has signed a 7+3 year IRM contract with Shell on the Philippines. This contract includes utilisation of Skandi Hawk, in addition to subsea project management, ROV and diving support services. Based on this contract, DOF Subsea has acquired Skandi Hawk from its sister-company DOF Rederi AS. Further to this, DOF Subsea has signed a 3-year master frame agreement for Skandi Protector with Chevron in Australia.

The Group has secured good back-log for the PSV fleet in the North Sea. During Q1, Maersk extended the contract for Skandi Caledonia with 6 months from October 2015. Statoil has declared a one-year option for Skandi Gamma commencing in February 2015, and Skandi Waveney is secured a one-year extension with Peterson from March 2015. For the AHTS fleet, Skandi Vega is secured one-year extension with Statoil from May 2015 and Skandi Emerald a 7-month contract in Australia with start up in April.

The Market

The North Sea spot market was in the period influenced by the low season and a historically weak spot market. Very few contracts were awarded during the period. The expectations for the market going forward are negative and the rates offered for firm contracts are under strong pressure. The low oil price and increased focus on cost-cutting in the oil companies have led to several projects being put on hold and lower activity in general. Average rates and utilisation for the North Sea AHTS fleet were weak during the period with rates as low as GBP 8,000/day, and for the PSV fleet as low as GBP 3,000/day. Several ship owners have had vessels laid up during the

quarter to better balance the market. As per the end of March, 311 vessels operated in the North Sea market, of which 117 vessels operated in the spot market.

The Brazilian market is also influenced by strong competition and correspondingly there has been a downward trend in rates. The corruption scandal in Petrobras has to an extent caused a vacuum in the decision-making processes, which has led to some uncertainty around entering into new contracts in Brazil.

Most oil companies have given signals of considerable cost cuts, leading to reductions in exploration activities and postponement of planned projects and development of fields. In addition to a reduced need of tonnage, this has also led to decision making processes being longer when new contracts and extension of contracts is to be awarded.

Outlook

The Group has secured good utilisation for the fleet throughout this year. However, the market development during second half of 2014 and into 2015 has led to considerably higher risk of lower employment for the fleet upon expiry of the vessels' contracts.

After the completion of sale of vessels year to date, the Group currently owns (wholly and partly owned) a fleet of 71 vessels, out of which 64 are in operation. The main part of the fleet, including new-buildings, operates of firm contracts.

The Group maintains its strategy to have the majority of the fleet committed on term contracts, and is actively working on securing firm contracts for additional number of vessels. The number of DOF Subsea vessels on fixed-term contracts compared to project contracts is expected to stay steady throughout 2015.

A considerable weakening of the oil price has increased the focus on cost cuts and capital rationing from the oil companies, hence the Board of Directors expects a lower activity along with rates under pressure and increased uncertainties regarding future markets.

Based on the Group's back-log the Board of Directors at present expects an operational EBITDA for Q2, which is in line with or somewhat higher than in Q1.

Board of Directors DOF ASA, 19 may 2015



Helge Møgster
Styrets leder



Helge Singelstad



Oddvar Stangeland



Wenche Kjølås



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Accounts Q1 2015 - management reporting

Condensed consolidated income statement and balance

(MNOK)	Q1 2015	Q1 2014	2014
Operating income	2 521	2 240	10 681
Operating expenses	-1 752	-1 486	-7 350
Net profit from associated and joint ventures	-1	2	-9
Net gain on sale of tangible assets	225	204	468
Operating profit before depreciation EBITDA	993	960	3 790
Depreciation and impairment	-270	-232	-1 127
Operating profit - EBIT	723	728	2 663
Financial income	18	25	77
Financial costs	-338	-370	-1 420
Net realised gain/loss on currencies	-103	-29	-212
Net unrealised gain/loss on currencies	-517	60	-441
Net changes in fair value of financial instruments	130	23	-218
Net financial costs	-809	-293	-2 213
10 Profit (loss) before taxes	-86	435	450
Taxes	82	-30	50
Profit	-4	405	500
Profit attributable to			
Non-controlling interest	72	206	419
Controlling interest	-76	200	81
Profit and diluted profit per share ex non-controlling interest	-0,69	1,80	0,73

Condensed statement of comprehensive income

(MNOK)	Q1 2015	Q1 2014	2014
Profit (loss) for the period	-4	405	500
Items that will be subsequently reclassified to profit or loss			
Currency translation differences (CTA)	23	37	381
Hedges	-480	79	-332
Share of other comprehensive income of joint ventures	-162	26	-21
Items that not will be reclassified to profit or loss			
Defined benefit plan actuarial gain (loss)	-	-	-2
Other comprehensive income/loss net of tax	-620	142	27
Total comprehensive income/loss	-625	547	527
Total comprehensive income/loss net attributable to			
Non-controlling interest	-14	227	495
Controlling interest	-610	320	31

Condensed consolidated statement of financial position

(MNOK)	31.03.2015	31.03.2014	31.12.2014
ASSETS			
Deferred tax assets	1 037	342	671
Goodwill	438	417	432
Intangible assets	1 475	758	1 103
Vessel	22 999	24 358	24 660
ROV	972	814	1 049
Newbuildings	2 825	954	1 075
Operating equipment	560	511	495
Tangible assets	27 356	26 637	27 280
Investment in associated and joint ventures	127	141	127
Other non-current receivables	271	143	238
Non-current financial assets	399	284	365
Total non-current assets	29 230	27 679	28 747
Trade receivables	2 295	1 614	2 338
Other receivables	898	839	767
Current receivables	3 193	2 454	3 105
Restricted deposits	572	681	639
Cash and cash equivalents	950	1 445	2 057
Cash and cash equivalents incl. restricted deposits	1 523	2 126	2 696
Total current assets	4 715	4 580	5 800
Total assets	33 945	32 258	34 547
EQUITY AND LIABILITIES			
Paid in equity	1 452	1 452	1 452
Other equity	1 345	2 250	1 958
Non-controlling interests	3 442	3 190	3 456
Total equity	6 239	6 891	6 866
Deferred taxes	77	108	80
Other provisions	53	50	53
Non-current provisions and commitments	130	158	133
Bond loan	4 126	5 157	4 124
Debt to credit institutions	15 342	14 634	15 057
Derivatives	347	339	386
Other non-current liabilities	34	67	32
Non-current liabilities	19 849	20 196	19 599
Current part of interest bearing debt	5 912	3 553	6 049
Accounts payable	1 070	943	1 194
Other current liabilities	745	518	706
Current liabilities	7 728	5 014	7 949
Total liabilities	27 706	25 368	27 681
Total equity and liabilities	33 945	32 258	34 547

Accounts Q1 2015

Condensed consolidated income statement

(MNOK)	Note	Q1 2015	Q1 2014	2014
Operating income		2 388	2 128	10 196
Operating expenses		-1 728	-1 456	-7 247
Net profit from associated and joint ventures	6	-26	37	77
Net gain on sale of tangible assets		225	204	468
Operating profit before depreciation EBITDA		859	913	3 495
Depreciation and impairment	5	-247	-213	-1 045
Operating profit - EBIT		612	700	2 450
Financial income		21	24	82
Financial costs		-320	-352	-1 355
Net realised gain/loss on currencies		-100	-28	-203
Net unrealised gain/loss on currencies		-429	56	-336
Net changes in fair value of financial instruments		131	22	-217
Net financial costs		-696	-278	-2 028
12 Profit (loss) before taxes		-84	422	422
Taxes	11	80	-17	78
Profit (loss) for the period		-4	405	500
Profit attributable to				
Non-controlling interest		72	206	419
Controlling interest		-76	199	81
Profit and diluted profit per share ex non-controlling interest		-0,69	1,80	0,73

Condensed statement of comprehensive income

(MNOK)	Note	Q1 2015	1. kv 2014	2014
Profit (loss) for the period		-4	405	500
Items that will be subsequently reclassified to profit or loss				
Currency translation differences (CTA)		23	37	381
Hedges	4	-480	79	-332
Share of other comprehensive income of joint ventures	5	-162	26	-21
Items that not will be reclassified to profit or loss				
Defined benefit plan actuarial gain (loss)		-	-	-2
Other comprehensive income/loss net of tax		-620	142	27
Total comprehensive income/loss		-625	547	527
Total comprehensive income/loss net attributable to				
Non-controlling interest		-14	227	495
Controlling interest		-610	320	31

Condensed consolidated statement of financial position

(MNOK)	Note	31.03.2015	31.03.2014	31.12.2014
ASSETS				
Deferred tax assets		935	324	638
Goodwill		424	401	418
Intangible assets		1 359	724	1 056
Vessel and equipments	5	20 368	21 621	21 887
ROV	5	932	765	1 002
Newbuildings	5	2 190	641	483
Operating equipment	5	559	508	494
Tangible assets	5	24 048	23 535	23 866
Investment in associated and joint ventures	6	1 057	1 262	1 246
Other non-current receivables		585	325	512
Non-current financial assets		1 642	1 587	1 759
Total non-current assets		27 049	25 847	26 681
Trade receivables		2 212	1 584	2 331
Other receivables		905	813	710
Current receivables		3 118	2 397	3 041
Restricted deposits		572	680	639
Cash and cash equivalents		887	1 382	1 971
Cash and cash equivalents incl. restricted deposits	7	1 459	2 062	2 609
Total current assets		4 577	4 459	5 650
Total assets		31 626	30 306	32 331
EQUITY AND LIABILITIES				
Paid in equity		1 452	1 452	1 452
Other equity		1 345	2 250	1 957
Non-controlling interests		3 442	3 190	3 458
Total equity		6 239	6 891	6 866
Deferred taxes		49	79	49
Other provisions		53	50	53
Non-current provisions and commitments		102	129	103
Bond loan	8	4 126	5 157	4 124
Debt to credit institutions	4, 8	13 287	13 000	13 091
Derivatives	8	345	336	384
Other non-current liabilities		34	39	32
Non-current liabilities		17 791	18 532	17 631
Current part of interest bearing debt	8	5 696	3 328	5 840
Accounts payable		1 067	915	1 192
Other current liabilities		731	510	700
Current liabilities		7 493	4 754	7 732
Total liabilities		25 387	23 415	25 465
Total equity and liabilities		31 626	30 306	32 331

Condensed consolidated statement of equity

(MNOK)	Paid-in capital	Retained earnings	Currency translation differences	Total	Non-controlling interest	Total equity
Balance at 01.01.2015	1 452	1 774	182	1 956	3 458	6 866
Total comprehensive income/loss		-634	23	-611	-14	-625
Transaction with non-controlling interests	-			-	-2	-2
Balance at 31.03.2015	1 452	1 140	205	1 345	3 442	6 239
Balance at 01.01.2014	1 452	2 196	-267	1 929	2 965	6 346
Total comprehensive income/loss	-	284	37	321	227	548
Transaction with non-controlling interests	-	-	-	-	-3	-3
Balance at 31.03.2014	1 452	2 480	-230	2 250	3 190	6 891

Key figures

14

		Q1 2015	Q1 2014	2014
EBITDA margin ex net gain on sale of vessel	1)	27 %	33 %	30 %
EBITDA margin	2)	36 %	43 %	34 %
EBIT margin	3)	26 %	33 %	24 %
Cashflow per share (controlling interest)	4)	2,49	2,79	10,17
Result per share (controlling interest) *	5)	-0,69	1,80	0,73
Result per share ex. unrealised gain/loss on currencies and changes fair value of financial instruments (controlling interest)	6)	0,89	1,32	4,05
Return on net capital	7)	0 %	6 %	7 %
Equity ratio	8)	20 %	23 %	21 %
Value adjusted equity	9)	34 %	37 %	34 %
Net interest bearing debt		21 814	19 564	20 609
Net interest bearing debt ex. unemployed capital		19 624	18 923	20 126
No. of shares		111 051 348	111 051 348	111 051 348
Outstanding number of shares		111 051 348	111 051 348	111 051 348

*) Diluted number of share is the same as number of shares.

1) Operating profit before net gain on sale of vessel and depreciation in percent of operating income.

2) Operating profit before depreciation in percent of operating income.

3) Operating profit in percent of operating income.

4) Pre-tax result + depreciation and write downs +/- unrealised gain/loss on currencies +/- net changes in fair value of financial instruments/average no of shares.

5) Result/average no. of shares.

6) Result + net unrealised currency gain/loss + net changes fair value of financial instruments/average no of shares.

7) Result incl non-controlling interest/total equity.

8) Total equity/Total balance.

9) Equity adjusted for excess values from broker valuation/Total assets adjusted for excess values from brokers valuation.

Condensed statement of cash flow

(MNOK)	Q1 2015	Q1 2014	2014
Operating result	612	701	2 450
Depreciation and impairment	247	213	1 045
Gain/loss on disposal of tangible assets	-225	-204	-468
Share of profit/loss from associates	26	-37	-78
Changes in accounts receivables	21	248	-499
Changes in accounts payable	-114	-125	151
Changes in other working capital	-70	-191	-108
Foreign exchange gain/loss on operating activities	-38	-33	50
Cash from operating activities	459	571	2 544
Interest received	13	18	63
Interest paid	-346	-364	-1 346
Taxes paid	-82	-8	-6
Net cash from operating activities	44	217	1 255
Payments received for sale of tangible assets	1 261	927	2 082
Purchase of tangible assets	-1 978	-538	-2 001
Purchase of shares	-	-	-6
Received dividend	3	-	-
Other investments	-75	-37	-156
Net cash from investing activities	-789	352	-81
Proceeds from borrowings	1 726	835	4 036
Repayment of borrowings	-2 234	-1 551	-4 895
Payments from non-controlling interests	-	-3	-7
Net cash from financing activities	-508	-720	-866
Net changes in cash and cash equivalents	-1 253	-151	307
Cash and cash equivalents at the start of the period	2 609	2 219	2 219
Exchange gain/loss on cash and cash equivalents	103	-6	83
Cash and cash equivalents at the end of the period	1 459	2 062	2 609

Notes to the Accounts

Note 1 General

DOF ASA (the "Company") and its subsidiaries (together, the "Group") own and operate a fleet of PSV, AHTS, Subsea vessels and service companies offering services to the subsea market worldwide.

The Company is a public limited company, which is listed on the Oslo Stock Exchange and incorporated and domiciled in Norway. The head office is located at Storebø in the municipality of Austevoll, Norway.

These condensed interim financial statements were approved for issue on 19 May 2015. These condensed interim financial statements have not been audited.

Basis of preparation

These condensed interim financial statements have been prepared in accordance with IAS 34, 'Interim financial reporting'. The condensed interim financial statements should be read in conjunction with the annual financial statements for the year ended 31 December 2014, which have been prepared in accordance with IFRS.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual profit or loss.

Estimates

16 |

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

In preparing these condensed interim financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2014, with the exception of changes in estimates that are required in determining the provision for income taxes.

Note 2 Impact implementations IFRS 11

(MNOK)	RESULT		Q1 2015		Q1 2014	
	Management reporting	IFRS Impact	Q1 2015	Management reporting	IFRS Impact	Q1 2014
Operating income	2 521	-133	2 388	2 240	-112	2 128
Operating expenses	-1 752	25	-1 728	-1 486	31	-1 456
Net profit from associated and joint ventures	-1	-25	-26	2	35	37
Net gain on sale of tangible assets	225	-	225	204	-	204
Operating profit before depreciation EBITDA	993	-133	859	960	-47	913
Depreciation and impairment	-270	22	-247	-232	19	-213
Operating profit - EBIT	723	-111	612	728	-28	700
Financial income	18	3	21	25	-	24
Financial costs	-338	18	-320	-370	18	-352
Net realised gain/loss on currencies	-103	3	-100	-29	1	-28
Net unrealised gain/loss on currencies	-517	89	-429	60	-4	56
Net changes in fair value of financial instruments	130	1	131	23	-	22
Net financial costs	-809	113	-696	-293	14	-278
Profit (loss) before taxes	-86	2	-84	435	-13	422
Taxes	82	-2	80	-30	13	-17
Profit (loss)	-4	-	-4	405	-	405

17

(MNOK)	BALANCE			31.03.2015			31.03.2014		
	Management reporting	IFRS Impact	31.03.2015	Management reporting	IFRS Impact	31.03.2014			
ASSETS									
Intangible assets	1 475	-116	1 359	758	-34	724			
Tangible assets	27 356	-3 308	24 048	26 637	-3 101	23 535			
Non-current financial assets	399	1 243	1 642	284	1 303	1 587			
Total non-current assets	29 230	-2 181	27 049	27 679	-1 832	25 847			
Receivables	3 193	-75	3 118	2 454	-57	2 397			
Cash and cash equivalents	1 523	-63	1 459	2 126	-64	2 062			
Total current assets	4 715	-138	4 577	4 580	-121	4 459			
Total assets	33 945	-2 319	31 626	32 258	-1 953	30 306			
EQUITY AND LIABILITIES									
Equity	6 239	-	6 239	6 891	-	6 891			
Non-current provisions and commitments	130	-27	102	158	-29	129			
Non-current liabilities	19 849	-2 057	17 791	20 196	-1 664	18 532			
Current liabilities	7 728	-234	7 493	5 014	-260	4 754			
Total liabilities	27 706	-2 319	25 387	25 368	-1 953	23 415			
Total equity and liabilities	33 945	-2 319	31 626	32 258	-1 953	30 306			
Net interest bearing liabilities	24 016	-2 203	21 814	21 350	-1 786	19 564			

Note 3 Segment information - management reporting

Operating income, EBITDA and EBIT per segment

	Q1 2015	Q1 2014	2014
Operating Income			
PSV	299	296	1 205
AHTS	389	266	1 459
CSV	1 833	1 678	8 017
Total	2 521	2 240	10 681
EBITDA *)			
PSV	132	105	452
AHTS	172	117	686
CSV	688	738	2 652
Total	992	960	3 790
EBIT *)			
PSV	81	69	245
AHTS	118	70	466
CSV	524	589	1 952
Total	723	728	2 663

18

*) EBITDA and EBIT in 1st quarter 2015 includes gain on sale of vessel in the CSV segment NOK 205 million and in the PSV segment NOK 20 million (CSV segment NOK 204 million in 1st quarter 2014).

Note 4 Hedges

The Group applies cash flow hedge accounting related to foreign exchange rate risk on expected highly probable income in USD, using a non-derivative financial hedging instrument. This hedging relationship is described below.

Cash flow hedge involving future highly probable income

The Group applies hedge accounting related to the cash flow hedging of expected highly probable income in USD, from its operations in Brazil.

The cash flow hedges hedge a portion of the foreign currency risk arising from highly probable income in USD relating to time charter contracts on vessels owned by the companies DOF Navagacao Ltda, Norskan Offshore Ltda and DOF Subsea Navagacao Ltda.

The hedging instruments are portions of the companies' long term debt denominated in USD. The risk being hedged in each hedging relationship is the spot element of the forward currency rate of USD/BRL. The future highly probable income has a significant exposure to the spot element as the spot element is the main part of the forward rate. The long term debt is translated from USD to BRL at spot rate on the balance sheet date every reporting period.

The effective portion of changes in fair value of the instruments that are designated and qualify as cash flow hedges is recognised in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in the income statement.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the expected income is recognised.

Note 5 Tangible assets

2015	Vessel and periodical maintenance	ROV	Newbuilds	Operating equipment	Total
Book value at 01.01.2015	21 887	1 002	483	494	23 866
Addition	159	-	1 714	105	1 978
Disposal	-1 019	-	-	-17	-1 036
Reclassification	-	-19	19	-	-
Depreciation	-180	-40	-	-27	-247
Currency translation differences	-479	-11	-26	4	-512
Book value at 31.03.2015	20 368	932	2 190	559	24 048

2014	Vessel and periodical maintenance	ROV	Newbuilds	Operating equipment	Total
Book value at 01.01.2014	22 187	817	406	478	23 888
Addition	217	18	227	75	537
Disposal	-661	-45	-	-28	-734
Depreciation	-169	-27	-	-17	-213
Currency translation differences	47	2	8	-	57
Book value at 31.03.2014	21 621	765	641	508	23 535

Note 6 Investment in associated and joint ventures

The Company's investment in associated and joint ventures as of 31.03.2015;

Joint ventures	Ownership
DOFTech DA	50 %
DOFCON Brasil AS med datterselskaper	50 %
DOF Deepwater AS	50 %
DOF Iceman AS	50 %
<hr/>	
Associated companies	
Master & Commander	20 %
PSV Invest II AS (Skandi Aukra)	15 %
Iceman AS (Skandi Iceman)	20 %
DOF OSM Services AS	50 %
<hr/>	
Effect of application of IFRS 11 on investments in joint ventures	31.03.2015
Opening balance	1 246
Addition	-
Profit (loss)	-26
Profit (loss) through OCI	-162
Other	-1
Closing balance	1 057

20 |

See Note 2 regarding the presentation of the implementation of IFRS 11

Note 7 Cash and cash equivalent

	31.03.2015	31.03.2014	31.12.2014
Restricted cash *)	572	680	639
Cash and cash equivalents	887	1 382	1 971
Total cash and cash equivalents	1 459	2 062	2 609

*) Including restricted cash related to non-current loan from Eksportfinans.

Note 8 Interest bearing liabilities

	31.03.2015	31.03.2014	31.12.2014
Non-current interest bearing liabilities			
Bond loan	4 126	5 157	4 124
Debt to credit institutions	13 287	13 000	13 091
Total non-current interest bearing liabilities	17 413	18 157	17 215
Current interest bearing liabilities			
Bond loan	700	454	1 039
Debt to credit institutions	4 326	2 291	4 131
Utilised credit facilities	491	368	455
Total current interest bearing liabilities	5 517	3 113	5 625
Total interest bearing liabilities	22 929	21 270	22 839
Net interest bearing liabilities			
Cash and cash equivalents *)	1 459	2 062	2 609
Net derivatives	-344	-356	-379
Non-current receivables	-	-	-
Total net interest bearing liabilities	21 814	19 564	20 609

*) A non-current loan has been provided by Eksportfinans and is invested as a restricted deposit in DNB. The loan is fully repaid in 2021. The cash deposit is included in restricted deposits.

21

Out of current debt to credit institutions of NOK 4,326 million, the balloon payments amounts to NOK 2,880 million. Included in the balloon payments is NOK 1,637 million in DOF ASA. The refinancing of these loans is on-going and planned to be completed in 1 half 2015. The Group has a bond loan with maturity in October and is planned to be redeemed in October 2015.

Installment- and balloon profile	Remaining 2015	2016	2017	2018	2019	Subsequent	Total
Bond	700	736	693	1 997	700	-	4 826
Debt to credit institutions	2 573	3 323	1 734	1 395	2 751	5 836	17 612
Overdraft facilities	491	-	-	-	-	-	491
Total	3 764	4 059	2 427	3 392	3 451	5 836	22 929

Loan divided on currency and fixed interest	Share fixed interest	Balance 31.03.2015
NOK	51 %	12 701
USD	87 %	9 674
GBP	28 %	554
Total	63 %	22 929

Covenants regarding non-current liabilities to credit institutions:

- The Group net asset value should be higher than 30% or higher than 20% if the contract coverage for the fleet is greater than 70%.
- The Group shall have available cash of least NOK 500 million at all times.

Per 31 March 2015 the value adjusted equity ratio is 34%, free liquidity is NOK 887 million and contract coverage is 75% the next 12 months. The Group is in compliance with its financial covenants as of 31 March 2015.

Note 9 Events after balance date

DOF's subsidiary, DOF Rederi AS, has sold its vessel Skandi Falcon to a foreign new owner. Skandi Falcon is a PSV (UT 705) built in 1990. The ship was delivered to new owner ultimo April.

The newbuild Skandi Angra was delivered to DOF ASA's subsidiary, Norskan Offshore Ltda in May, and is now on-hire with Petrobras on a 8-years contract.

Note 10 Transaction with related parties

Transactions with related parties are governed by market terms and conditions in accordance with the "arm's length principle". The transactions are described in the Annual report for 2014. There are no major changes in the type of transactions between related parties.

Note 11 Taxes

Taxes per 31 March 2015 are a preliminary estimate.

22 | Note 12 Share capital and shareholders

Largest shareholders as of 31.03.2015

Name	No. shares	Shareholding	Voting shares
MØGSTER OFFSHORE AS	56 876 050	51.22 %	51.22 %
SKAGEN VEKST	5 762 213	5.19 %	5.19 %
PARETO AKSJE NORGE	5 092 969	4.59 %	4.59 %
PARETO AKTIV	2 799 738	2.52 %	2.52 %
ODIN OFFSHORE	2 750 000	2.48 %	2.48 %
MP PENSJON PK	1 985 503	1.79 %	1.79 %
PARETO VERDI	1 328 664	1.20 %	1.20 %
MOCO AS	1 094 184	0.99 %	0.99 %
VESTERFJORD AS	1 027 650	0.93 %	0.93 %
KANABUS AS	1 004 684	0.90 %	0.90 %
PARETO AS	994 000	0.90 %	0.90 %
FORSVARETS PERSONELLSERVICE	812 800	0.73 %	0.73 %
THE NORTHERN TRUST CO.	809 814	0.73 %	0.73 %
VERDIPAPIRFONDET EIKA NORGE	668 612	0.60 %	0.60 %
VERDIPAPIRFONDET ALFRED BERG NORGE	613 758	0.55 %	0.55 %
BCEE LUX - SICAV LUX	582 899	0.52 %	0.52 %
CITIBANK, N.A.	530 092	0.48 %	0.48 %
MOMENTUM INVESTMENTS INC	500 000	0.45 %	0.45 %
BKK PENSJONSKASSE	478 000	0.43 %	0.43 %
FLU AS	446 995	0.40 %	0.40 %
 Total	86 158 625	77.58 %	77.58 %
Total other shareholders	24 892 723	22.42 %	22.42 %
 Total no. of shares	111 051 348	100 %	100 %

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