



Odfjell Rig III Ltd

Report for the 1<sup>st</sup> quarter of 2025



# Key figures for the Odfjell Rig III Group

<i>All figures in USD million</i>	Q1 25	Q1 24	FY 24
Operating revenue	80	78	313
EBITDA	44	42	174
EBIT	20	17	66
Net profit	7	7	27
EBITDA margin	54%	54%	55%
Total assets	1,058	1,069	1,040
Net interest bearing debt	312	324	296
Equity	635	614	624
Equity ratio	60%	57%	60%

*(Comparable figures for same period in prior year in brackets)*

## Profit Q1 2025

Operating revenue for Q1 2025 was USD 80 million (USD 78 million), an increase of USD 2 million. There is an increase in revenue for both rigs mainly driven by rate uplift.

EBITDA in Q1 2025 was USD 44 million (USD 42 million), an increase of USD 2 million. There is an increase in EBITDA for both rigs. The EBITDA margin in Q1 2025 was 54% (54%).

Depreciation, amortisation and impairment cost in Q1 2025 was USD 23 million (USD 25 million).

Net financial expenses in Q1 2025 amounted to USD 12 million (USD 9

million), an increase of USD 3 million mainly due to a negative variance in net currency losses.

Net profit in Q1 2025 was USD 7 million (USD 7 million).

## Cash flow Q1 2025

Net cash flow from operating activities in Q1 2025 was USD 8 million (USD 16 million). This includes paid net interest of

USD 1 million (USD 0.2 million) and paid income taxes of USD 1 million (USD 2 million).

Net cash outflow from investing activities in Q1 2025 was USD 16 million (USD 22 million) related to purchases of fixed assets.

Net cash outflow from financing activities in Q1 2025 was USD 2 million (USD 3 million) related to instalment on leases.

Balance sheet

Total assets as at 31 March 2025 amounted to USD 1,058 million (USD 1,040 million as at 31 December 2024), an increase of USD 18 million.

Total equity as at 31 March 2025 amounted to USD 635 million, and the equity ratio was 60% (USD 624 million and an equity ratio on 60% at 31 December 2024).

Net interest bearing debt as at 31 March 2025 amounted to USD 312 million (USD 296 million as at 31 December 2024), an increase of USD 16 million.

At 31 March 2025, cash amounted to USD 24 million, (USD 33 million as at 31 December 2024), a decrease of USD 9 million.

St. Julian's, Malta

15 May 2025

Board of Directors of Odfjell Rig III Ltd.

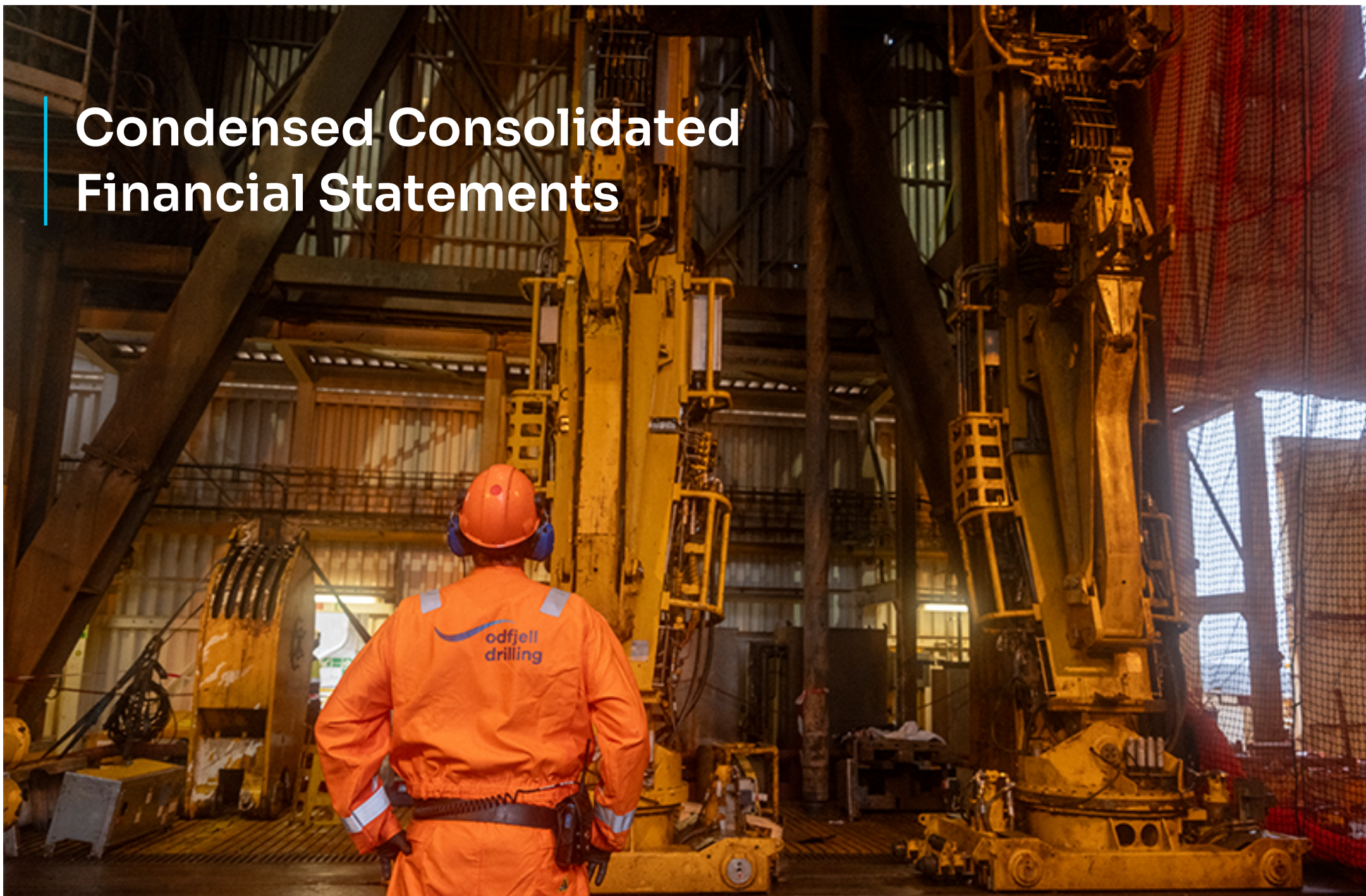
John Carbone, Director

Erik Askvik, Director

Øivind Haraldsen, Director



# Condensed Consolidated Financial Statements



## Condensed Consolidated Income Statement

USD million	Note	Q1 25	Q1 24	FY 24
<b>OPERATING REVENUE</b>	<b>3</b>	<b>80.1</b>	<b>77.8</b>	<b>313.1</b>
Other gains and losses		-	0.8	0.6
Personnel expenses		(19.3)	(18.6)	(72.7)
Other operating expenses		(17.2)	(18.2)	(67.3)
<b>EBITDA</b>		<b>43.7</b>	<b>41.8</b>	<b>173.6</b>
Depreciation, amortisation and impairment	5	(23.5)	(25.1)	(107.3)
<b>OPERATING PROFIT (EBIT)</b>		<b>20.2</b>	<b>16.7</b>	<b>66.4</b>
Net financial expenses	4	(12.1)	(8.9)	(36.1)
<b>Profit before income tax</b>		<b>8.1</b>	<b>7.8</b>	<b>30.2</b>
Income tax expense		(1.5)	(0.9)	(3.2)
<b>NET PROFIT</b>		<b>6.6</b>	<b>6.9</b>	<b>27.0</b>
<b>Profit attributable to:</b>				
Owners of the parent		6.6	6.9	27.0

## Condensed Consolidated Statement of Comprehensive Income

USD million	Q1 25	Q1 24	FY 24
Net profit	6.6	6.9	27.0
<b>Items that are or may be reclassified to profit or loss:</b>			
Cash flow hedges, net of tax	1.9	(1.6)	(3.4)
Currency translation differences	2.1	(1.7)	(3.6)
<b>OTHER COMPREHENSIVE INCOME, NET OF TAX</b>	<b>3.9</b>	<b>(3.2)</b>	<b>(7.0)</b>
<b>TOTAL COMPREHENSIVE INCOME</b>	<b>10.5</b>	<b>3.7</b>	<b>20.0</b>
<b>Total comprehensive income attributable to:</b>			
Owners of the parent	10.5	3.7	20.0

## Condensed Consolidated Statement of Financial Position

USD million	Note	31.03.2025	31.03.2024	31.12.2024
<b>ASSETS</b>				
Property, plant and equipment	5	957.7	968.8	971.9
Deferred tax asset		1.4	4.0	3.3
<b>TOTAL NON-CURRENT ASSETS</b>		<b>959.1</b>	<b>972.9</b>	<b>975.2</b>
Trade receivables		33.5	36.1	30.2
Other current assets		41.5	7.8	1.6
Cash and cash equivalents		24.2	51.7	33.0
<b>TOTAL CURRENT ASSETS</b>		<b>99.3</b>	<b>95.6</b>	<b>64.7</b>
<b>TOTAL ASSETS</b>		<b>1,058.4</b>	<b>1,068.5</b>	<b>1,039.9</b>

USD million	Note	31.03.2025	31.03.2024	31.12.2024
<b>EQUITY AND LIABILITIES</b>				
Paid-in capital		283.8	290.0	283.8
Other equity		351.1	324.3	340.6
<b>TOTAL EQUITY</b>		<b>635.0</b>	<b>614.3</b>	<b>624.4</b>
Non-current interest-bearing borrowings	6	286.1	324.7	285.8
Non-current lease liabilities	7	3.0	3.7	3.6
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>289.1</b>	<b>328.4</b>	<b>289.3</b>
Current interest-bearing borrowings	6	50.1	51.4	42.7
Current lease liabilities	7	6.9	11.5	7.5
Trade payables		23.0	24.4	27.2
Other current liabilities		54.3	38.6	48.7
<b>TOTAL CURRENT LIABILITIES</b>		<b>134.3</b>	<b>125.9</b>	<b>126.1</b>
<b>TOTAL LIABILITIES</b>		<b>423.4</b>	<b>454.2</b>	<b>415.4</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,058.4</b>	<b>1,068.5</b>	<b>1,039.9</b>

## Condensed Consolidated Statement of Changes in Equity

<i>USD million</i>	Note	Paid-in capital	Other equity	Total equity
<b>Balance at 1 January 2024</b>		<b>290.0</b>	<b>320.6</b>	<b>610.6</b>
Profit for the period		-	6.9	6.9
Other comprehensive income for the period		-	(3.2)	(3.2)
<b>Total comprehensive income for the period</b>		<b>-</b>	<b>3.7</b>	<b>3.7</b>
Transactions with owners		-	-	-
<b>BALANCE AT 31 MARCH 2024</b>		<b>290.0</b>	<b>324.3</b>	<b>614.3</b>
Total comprehensive income for the period Q2-Q4		-	16.3	16.3
Transactions with owners for the period Q2-Q4		(6.2)	-	(6.2)
<b>BALANCE AT 31 DECEMBER 2024</b>		<b>283.8</b>	<b>340.6</b>	<b>624.4</b>
Profit for the period		-	6.6	6.6
Other comprehensive income for the period		-	3.9	3.9
<b>Total comprehensive income for the period</b>		<b>-</b>	<b>10.5</b>	<b>10.5</b>
Transactions with owners		-	-	-
<b>BALANCE AT 31 MARCH 2025</b>		<b>283.8</b>	<b>351.1</b>	<b>635.0</b>

## Condensed Consolidated Statement of Cash Flows

<i>USD million</i>	Note	Q1 25	Q1 24	FY 24
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>				
Profit before tax		8.1	7.8	30.2
Adjustment for interest, provisions and non-cash elements		33.0	33.0	140.9
Changes in working capital		(31.8)	(23.2)	1.4
<b>Cash generated from operations</b>		<b>9.3</b>	<b>17.6</b>	<b>172.5</b>
Net interest paid		(0.7)	(0.2)	(34.9)
Net income tax paid		(1.0)	(1.7)	(2.7)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>		<b>7.6</b>	<b>15.7</b>	<b>134.9</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>				
Purchase of property, plant and equipment		(15.6)	(22.0)	(106.2)
<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>		<b>(15.6)</b>	<b>(22.0)</b>	<b>(106.2)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>				
Repayment of borrowings external		-	-	(40.0)
Repayment of lease liabilities	7	(1.7)	(3.4)	(10.7)
Dividends paid to shareholders		-	-	(6.2)
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>		<b>(1.7)</b>	<b>(3.4)</b>	<b>(56.8)</b>
Effects of exchange rate changes on cash and cash equivalents		0.9	(1.4)	(1.7)
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>		<b>(8.8)</b>	<b>(11.1)</b>	<b>(29.8)</b>
Cash and cash equivalents at beginning of period		33.0	62.8	62.8
<b>CASH AND CASH EQUIVALENTS AT PERIOD END</b>		<b>24.2</b>	<b>51.7</b>	<b>33.0</b>



## | Note 1 Accounting Principles

### General information

Odfjell Rig III Ltd ('the Company') is incorporated in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda. The Company is tax resident in Malta with its head office at 132, Portomaso Business Centre, Portomaso Avenue, St. Julian's STJ 4011, Malta.

Odfjell Rig III Ltd and its subsidiaries (together 'the OR III group') owns and operates two high quality harsh environment mobile offshore drilling units.

The ultimate parent company Odfjell Drilling Ltd ('ODL') is listed on the Oslo Stock Exchange.

These condensed interim financial statements were approved by the Board of Directors on 15 May 2025 and have not been audited.

### Basis for preparation

These condensed interim financial statements for the three months period ended 31 March 2025 have been prepared in accordance with IAS 34, 'Interim financial reporting'. These condensed consolidated interim financial statements do not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the [Annual report](#) for the year ended 31 December 2024.

### Accounting principles

The accounting principles adopted are consistent with those of the previous financial year.

### Use of estimates

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The OR III group makes estimates and assumptions concerning the future. These estimates are based on the actual underlying business, its present and forecast profitability over time, and

expectations about external factors such as interest rates, foreign exchange rates and other factors which are outside the group's control. The resulting estimates will, by definition, seldom equal the related actual results.

In preparing these interim financial statements, the significant judgements made by management in applying the OR III group's accounting policies and the key sources of estimation were the same as those that applied to the consolidated financial statements for the year ended 31 December 2024.

There will always be uncertainty related to judgement and assumptions related to accounting estimates.

## Note 2 Segment summary

The OR III group receives strategic direction from its ultimate parent company, Odfjell Drilling Ltd. The internal management reporting to the Board is integrated with the Odfjell Drilling Ltd group reporting.

The OR III group provides drilling and related services to oil and gas companies. The OR III group own two mobile offshore drilling units with similar services, revenues, customers and production processes. Own drilling units (Own Fleet) is therefore assessed as one reporting segment.

## Note 3 Revenue

USD million	Q1 25	Q1 24	FY 24
Revenue from contracts with customers	38.6	41.6	154.9
Lease component in drilling contracts	41.5	36.2	158.2
<b>OPERATING REVENUE</b>	<b>80.1</b>	<b>77.8</b>	<b>313.1</b>

### Disaggregation of revenue - Primary geographical markets

All revenue is related to operations on the Norwegian Continental shelf and is therefore allocated to Norway.

## Note 4 Net financial expenses

USD million	Note	Q1 25	Q1 24	FY 24
Interest income		0.3	1.0	2.1
Interest expense lease liabilities	7	(0.2)	(0.5)	(1.3)
Other interest expenses		(8.1)	(9.3)	(33.4)
Other borrowing expenses		(0.3)	(0.4)	(1.4)
Net currency gain/(loss)		(3.7)	0.2	1.9
Other financial items		(0.0)	(0.0)	(4.0)
<b>NET FINANCIAL EXPENSES</b>		<b>(12.1)</b>	<b>(8.9)</b>	<b>(36.1)</b>

## Note 5 Property, plant and equipment

### Specification and movements

USD million	Mobile drilling units	Periodic maintenance	Right-of-use assets	Total fixed assets
Net book value as at 1 January 2025	886.1	74.8	11.0	971.9
Additions	2.9	6.2	-	9.1
Disposals	-	-	-	-
Depreciation	(15.5)	(6.3)	(1.7)	(23.5)
Currency translation differences	-	-	0.2	0.2
<b>NET BOOK VALUE AS AT 31 MARCH 2025</b>	<b>873.4</b>	<b>74.8</b>	<b>9.5</b>	<b>957.7</b>

The right-of-use assets are mooring and drilling equipment leased from companies in the Odfjell Technology group (related to the main shareholder).

### Impairment of property, plant and equipment

Assets are assessed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset exceeds the recoverable amount.

Odfjell Rig III has not identified any impairment indicators as at 31 March 2025.



## Note 6 Interest-bearing borrowings

### Interest-bearing borrowings specification

USD million	Note	31.03.2025	31.03.2024	31.12.2024
Non-current interest-bearing borrowings external		286.1	324.7	285.8
Current interest-bearing borrowings		50.1	51.4	42.7
<b>TOTAL</b>		<b>336.2</b>	<b>376.1</b>	<b>328.5</b>

### Movements in the interest-bearing borrowings are analysed as follows:

USD million	Non-current	Current	Total
Carrying amount as at 1 January 2025	285.8	42.7	328.5
<b>CASH FLOWS:</b>			
Repayment of borrowings	-	-	-
<b>NON-CASH FLOWS:</b>			
Change in transaction cost, unamortised	0.3	-	0.3
Change in accrued interest cost	-	7.4	7.4
<b>CARRYING AMOUNT AS AT 31 MARCH 2025</b>	<b>286.1</b>	<b>50.1</b>	<b>336.2</b>

### Available drawing facilities

The OR III group has a frame loan with the parent company with undrawn amount of USD 400 million, refer to Note 11.

### Covenants

The OR III group is compliant with all financial covenants as at 31 March 2025, and Odfjell Drilling group is compliant as a 31 March 2025 with all financial covenants that could impact the OR III group through cross default clauses.

## Note 7 Leases

The OR III group leases mooring and drilling equipment from companies in the Odfjell Technology group (related to the main shareholder).

The Right-of-use assets are included in the line item "Property, plant and equipment" in the balance sheet, refer to Note 5.

### Lease liabilities:

USD million	31.03.2025	31.03.2024	31.12.2024
Non-current	3.0	3.7	3.6
Current	6.9	11.5	7.5
<b>TOTAL</b>	<b>9.9</b>	<b>15.1</b>	<b>11.1</b>

### Movements in lease liabilities are analysed as follows:

USD million	Non-current	Current	Total
Carrying amount as at 1 January 2025	3.6	7.5	11.1
<b>CASH FLOWS:</b>			
Payments for the principal portion of the lease liability	-	(1.7)	(1.7)
Payments for the interest portion of the lease liability	-	(0.2)	(0.2)
<b>NON-CASH FLOWS:</b>			
Interest expense on lease liabilities	0.2	-	0.2
Reclassified to current portion of lease liabilities	(1.0)	1.0	-
Currency exchange differences	0.3	0.2	0.5
<b>CARRYING AMOUNT AS AT 31 MARCH 2025</b>	<b>3.0</b>	<b>6.9</b>	<b>9.9</b>

## Note 8 Financial assets and liabilities

### Valuation techniques used to derive Level 2 fair values

Level 2 derivatives held at fair value through profit or loss and hedging derivatives, comprise foreign exchange agreements. Foreign exchange agreements are fair valued using forward rates extracted from observable yield curves. Foreign exchange agreements are recognised according to mark-to-market reports from external financial institutions.

The Odfjell Rig III group had the following financial instruments at each reporting period

USD million	Level	31.03.2025	31.03.2024	31.12.2024
<b>FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS</b>				
<b>Derivatives designated as hedging instruments</b>				
Foreign exchange forward contracts (Current assets)	2	0.8	-	-
<b>OTHER FINANCIAL ASSETS</b>				
Trade and other current receivables		71.3	43.3	30.2
Cash and cash equivalents		24.2	51.7	33.0
<b>TOTAL FINANCIAL ASSETS</b>		<b>96.3</b>	<b>95.1</b>	<b>63.2</b>
USD million	Level	31.03.2025	31.03.2024	31.12.2024
<b>FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS</b>				
<b>Derivatives designated as hedging instruments</b>				
Foreign exchange forward contracts (Current liabilities)	2	2.2	1.5	3.4
<b>OTHER FINANCIAL LIABILITIES</b>				
Non-current interest-bearing borrowings		286.1	324.7	285.8
Non-current lease liabilities		3.0	3.7	3.6
Current interest-bearing borrowings		50.1	51.4	42.7
Current lease liabilities		6.9	11.5	7.5
Trade and other payables		27.3	33.4	34.9
<b>TOTAL FINANCIAL LIABILITIES</b>		<b>375.6</b>	<b>426.1</b>	<b>377.9</b>

The fair value of financial assets and liabilities at amortised cost is not materially different from their carrying amount.

## Note 9 Commitments

Capital expenditure contracted for at the end of the reporting period but not yet incurred is as follows:

USD million	31.03.2025	31.12.2024
Rig investments	16.1	15.1
<b>TOTAL</b>	<b>16.1</b>	<b>15.1</b>

The major part of committed capital expenditure is expected to be paid within the next 12 months.

## Note 10 Share information and dividend

The shares in the Company are owned by Odfjell Rig Owning Ltd, which is a subsidiary of the ultimate parent company Odfjell Drilling Ltd.

The issued share capital consists of 10,000 shares with a nominal value of USD 1 each and all shares are fully paid up.

## Note 11 Related-party transactions

The company's ultimate parent company is Odfjell Drilling Ltd, and all companies in the Odfjell Drilling group is defined as a 'Group company' in the tables below. The main shareholder of Odfjell Drilling Ltd is also the main shareholder of Odfjell Technology Ltd. All companies in the Odfjell Technology group is therefore defined as 'Related to the main shareholder' in the tables below.

### The OR III group had the following material transactions with related parties:

USD million	Relation	Q1 25	Q1 24	FY 24
Companies within the Odfjell Drilling group	Group company	0.1	0.1	0.3
<b>TOTAL SALES OF SERVICES TO RELATED PARTIES</b>		<b>0.1</b>	<b>0.1</b>	<b>0.3</b>

Sales of services include administration services and personnel hire.

USD million	Relation	Q1 25	Q1 24	FY 24
Companies within the Odfjell Drilling group	Group company	23.2	22.8	96.2
Companies within the Odfjell Technology group	Related to main shareholder	4.6	5.9	27.1
<b>TOTAL PURCHASES FROM RELATED PARTIES</b>		<b>27.8</b>	<b>28.7</b>	<b>123.2</b>

Purchases consist of hired personnel (mainly offshore), services and rentals, as well as global business services. All transactions have been carried out as part of the ordinary operations. Amounts listed in the table above do not include payment for rentals considered as leases, see table below.

### Non-current interest-bearing fram loan agreement

The Company has a frame loan agreement up to USD 400 million with parent company Odfjell Rig Owning Ltd. The loan is undrawn as at 31 March 2025.

As at 31 March 2025 the Company does not have any related party non-current interest-bearing borrowings.

### Current receivables and liabilities related parties

As a part of the day-to-day running of the business, the OR III group have the following current receivables and liabilities towards companies in the Odfjell Drilling Ltd group and Odfjell Technology Ltd. group. All receivables and liabilities have less than one year maturity.

USD million	31.03.2025	31.03.2024	31.12.2024
Other current receivables	36.3	5.4	4.1
Trade payables	(9.0)	(4.8)	(10.9)
Other current payables	(2.3)	(5.6)	(5.2)
<b>NET CURRENT PAYABLES RELATED PARTIES</b>	<b>25.0</b>	<b>(5.0)</b>	<b>(12.0)</b>

### Lease liability related parties

The OR III group have lease agreements regarding mooring and drilling equipment with companies in the Odfjell Technology group (related to the main shareholder).

USD million	31.03.2025	31.03.2024	31.12.2024
Mooring and drilling equipment	9.9	15.1	11.1
<b>TOTAL LEASE LIABILITY</b>	<b>9.9</b>	<b>15.1</b>	<b>11.1</b>

### Lease payments related parties

USD million	Q1 25	Q1 24	FY 24
Mooring and drilling equipment	1.9	3.9	11.9
<b>TOTAL LEASE PAYMENTS (BOTH INTEREST AND INSTALMENTS)</b>	<b>1.9</b>	<b>3.9</b>	<b>11.9</b>

## Note 12 Events after the reporting period

There have been no events after the balance sheet date with material effect on the interim financial statements ended 31 March 2025.

## | Appendix 1: Definitions of alternative performance measures

### **EBIT**

Earnings before taxes, interest and other financial items. Equal to Operating profit.

### **EBIT margin**

EBIT/Operating revenue.

### **EBITDA**

Earnings before depreciation, amortisation and impairment, taxes, interest and other financial items.

### **EBITDA margin**

EBITDA/Operating revenue.

### **Equity ratio**

Total equity/total equity and liabilities.

### **Net interest-bearing debt**

Non-current interest-bearing borrowings plus current interest-bearing borrowings less cash and cash equivalents. Interest-bearing borrowings do not include lease liabilities.

### **Net profit (loss)**

Equal to profit (loss) for the period after taxes.



For more information visit [odfjelldrilling.com](http://odfjelldrilling.com)

