



**2023** ANNUAL REPORT

**BM**  
**OFFSHORE**



## 4 FINANCIAL INFORMATION 2023

The bank interest-bearing loans and other borrowings held by joint ventures and associates are as follows:

### Information on loans and borrowings of joint ventures and associates

| Entity name   | % Ownership | % Interest | Maturity   | Net book value at 31 December 2023 |           |              | Net book value at 31 December 2022 |            |              |
|---|-------------|------------|------------|------------------------------------|-----------|--------------|------------------------------------|------------|--------------|
|   |             |            |            | Non-current                        | Current   | Total        | Non-current                        | Current    | Total        |
| <b>US\$ Project Finance facilities drawn:</b>                             |             |            |            |                                    |           |              |                                    |            |              |
| Sonasing Xikomba Ltd  | 50.00       | 4.10%      | 15-05-2026 | 117                                | 73        | 190          | 190                                | 69         | 259          |
| Normand Installer SA  | 49.90       | 6.00%      | 15-12-2026 | 11                                 | 6         | 16           | -                                  | 22         | 22           |
| <b>Loans from subsidiaries of SBM Offshore N.V.<sup>1</sup></b>           |             |            |            | 324                                | -         | 324          | 293                                | 7          | 300          |
| <b>Loans from other shareholders of the joint ventures and associates</b> |             |            |            | 368                                | -         | 368          | 341                                | 6          | 346          |
| <b>Loans from other joint ventures<sup>2</sup></b>                        |             |            |            | 266                                | -         | 266          | 255                                | -          | 255          |
| <b>Net book value of loans and borrowings</b>                             |             |            |            | <b>1,086</b>                       | <b>79</b> | <b>1,164</b> | <b>1,079</b>                       | <b>103</b> | <b>1,182</b> |

1 Please refer to note 4.3.16 'Loans to joint-ventures and associates' for presentation of the carrying amount of these loans in the Company's Consolidated Statement of financial position.

2 Mainly loans from the joint ventures SBM Shipyard Ltd to the JV PAENAL - Porto Amboim Estaleiros Navais Ltda.

### Aggregated information on joint ventures and associates

|                    | 2023 | 2022 |
|--------------------|------|------|
| Net result at 100% | 2    | (18) |

### Reconciliation equity at 100 % with investment in associates and joint ventures

|   | 2023       | 2022       |
|---|------------|------------|
| Equity at 100%  | (72)       | (18)       |
| Partner ownership   | 193        | 141        |
| Share in negative net equity reclassification to loans to joint ventures and associates | 166        | 166        |
| <b>Investments in associates and joint ventures</b>                                     | <b>288</b> | <b>290</b> |

### 4.3.30 INFORMATION ON NON-CONTROLLING INTERESTS

The Company has several jointly owned subsidiaries:

| Entity name   | Partners  | % of ownership | Country registration | 2023 main reporting segment | Project name                 |
|---|---|----------------|----------------------|-----------------------------|------------------------------|
| Aseng Production Company Ltd.                       | GE Petrol   | 60.00          | Cayman island        | Lease & Operate             | FPSO Aseng                   |
| Gepsing Ltd.  | GE Petrol   | 60.00          | Cayman island        | Lease & Operate             | FPSO Aseng / FPSO Serpentina |
| Gepsing Ltd - Equatorial Guinea Branch              | GE Petrol   | 60.00          | Equatorial Guinea    | Lease & Operate             | FPSO Aseng / FPSO Serpentina |
| Brazilian Deepwater Production Ltd.                 | Malaysia International Shipping Corporation Behard                          | 51.00          | Bermuda              | Lease & Operate             | FPSO Espirito Santo          |
| Brazilian Deepwater Production Contractors Ltd.     | Malaysia International Shipping Corporation Behard                          | 51.00          | Bermuda              | Lease & Operate             | FPSO Espirito Santo          |
| Brazilian Deepwater Production B.V.                 | Malaysia International Shipping Corporation Behard                          | 51.00          | The Netherlands      | Lease & Operate             | FPSO Espirito Santo          |
| Operações Marítimas em Mar Profundo Brasileiro Ltda | Owned by Brazilian Deepwater Production Contractors (see information above) | 51.00          | Brazil               | Lease & Operate             | FPSO Espirito Santo          |
| Alfa Lula Alto S.à.r.l.                             | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha                       | 61.00          | Luxembourg           | Turnkey                     | FPSO Cidade de Marica        |

| Entity name                                   | Partners  | % of ownership | Country registration | 2023 main reporting segment | Project name             |
|---|---|----------------|----------------------|-----------------------------|--------------------------|
| Alfa Lula Alto Holding Ltd.                   | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 61.00          | Bermuda              | Lease & Operate             | FPSO Cidade de Marica    |
| Alfa Lula Alto Operações Marítimas Ltda.      | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 61.00          | Brazil               | Lease & Operate             | FPSO Cidade de Marica    |
| Alfa Lula Alto S.à r.l. (Brazilian branch)    | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 61.00          | Brazil               | Lease & Operate             | FPSO Cidade de Marica    |
| Beta Lula Central S.à.r.l.                    | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 61.00          | Luxembourg           | Turnkey                     | FPSO Cidade de Saquarema |
| Beta Lula Central Holding Ltd.                | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 61.00          | Bermuda              | Lease & Operate             | FPSO Cidade de Saquarema |
| Beta Lula Central Operações Marítimas Ltda.   | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 61.00          | Brazil               | Lease & Operate             | FPSO Cidade de Saquarema |
| Beta Lula Central S.à r.l. (Brazilian branch) | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 61.00          | Brazil               | Lease & Operate             | FPSO Cidade de Saquarema |
| Tupi Nordeste S.à.r.l.                        | Nippon Yusen Kabushiki Kaisha; Itochu Corporation     | 63.13          | Luxembourg           | Lease & Operate             | FPSO Cidade de Paraty    |
| Tupi Nordeste Operações Marítimas Ltda.       | Nippon Yusen Kabushiki Kaisha; Itochu Corporation     | 63.13          | Brazil               | Lease & Operate             | FPSO Cidade de Paraty    |
| Tupi Nordeste Holding Ltd.                    | Nippon Yusen Kabushiki Kaisha; Itochu Corporation     | 63.13          | Bermuda              | Lease & Operate             | FPSO Cidade de Paraty    |
| Tupi Nordeste S.à r.l. (Brazilian branch)     | Nippon Yusen Kabushiki Kaisha; Itochu Corporation     | 63.13          | Bermuda              | Lease & Operate             | FPSO Cidade de Paraty    |
| Guara Norte S.à.r.l.                          | Mitsubishi Corporation                                | 75.00          | Luxembourg           | Lease & Operate             | FPSO Cidade de Ilhabela  |
| Guara Norte Holding Ltd.                      | Mitsubishi Corporation                                | 75.00          | Bermuda              | Lease & Operate             | FPSO Cidade de Ilhabela  |
| Guara Norte Operações Marítimas Ltda.         | Mitsubishi Corporation                                | 75.00          | Brazil               | Lease & Operate             | FPSO Cidade de Ilhabela  |
| Guara Norte S.à r.l. (Brazilian branch)       | Mitsubishi Corporation                                | 75.00          | Brazil               | Lease & Operate             | FPSO Cidade de Ilhabela  |
| Mero 2 Operacoes Maritima Ltd.                | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 64.50          | Brazil               | Lease & Operate             | FPSO Sepetiba            |
| Mero 2 Operacoes Holding S.A.                 | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 64.50          | Switzerland          | Lease & Operate             | FPSO Sepetiba            |
| Mero 2 Owning B.V.                            | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 64.50          | The Netherlands      | Lease & Operate             | FPSO Sepetiba            |
| Mero 2 B.V.                                   | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 64.50          | The Netherlands      | Lease & Operate             | FPSO Sepetiba            |
| MERO 2 B.V. (Brazilian Branch)                | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 64.50          | The Netherlands      | Lease & Operate             | FPSO Sepetiba            |
| YTSM JV S.A.                                  | CB&I Nederland B.V.                                   | 70.00          | Switzerland          | Lease & Operate             | FPSO ONE GUYANA          |
| Tamandare Owning B.V.                         | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | The Netherlands      | Lease & Operate             | FPSO Almirante Tamandaré |
| Tamandare B.V.                                | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | The Netherlands      | Lease & Operate             | FPSO Almirante Tamandaré |
| Tamandare Operations Holding S.A.             | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | Switzerland          | Lease & Operate             | FPSO Almirante Tamandaré |
| Tamandaré Operações Marítimas Ltda.           | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | Brazil               | Lease & Operate             | FPSO Almirante Tamandaré |

## 4 FINANCIAL INFORMATION 2023

| Entity name                      | Partners  | % of ownership | Country registration | 2023 main reporting segment | Project name                    |
|----------------------------------|---|----------------|----------------------|-----------------------------|---------------------------------|
| MERO 4 Owning B.V.               | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | The Netherlands      | Lease & Operate             | <i>FPSO Alexandre de Gusmão</i> |
| MERO 4 B.V.                      | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | The Netherlands      | Lease & Operate             | <i>FPSO Alexandre de Gusmão</i> |
| Mero 4 Operations Holding S.A.   | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | Switzerland          | Lease & Operate             | <i>FPSO Alexandre de Gusmão</i> |
| Mero 4 Operações Marítimas Ltda. | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | Brazil               | Lease & Operate             | <i>FPSO Alexandre de Gusmão</i> |
| NOVA EAST WIND INC.              | Micantia Wind Inc - DP Global Energy Limited          | 90.00          | Canada               | Turnkey                     | Atlantic Canada                 |
| Tamandare BV (Brazilian Branch)  | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | Brazil               | Lease & Operate             | <i>FPSO Almirante Tamandaré</i> |
| MERO 4 BV (Brazilian Branch)     | Mitsubishi Corporation; Nippon Yusen Kabushiki Kaisha | 55.00          | Brazil               | Lease & Operate             | <i>FPSO Alexandre de Gusmão</i> |

### Transaction with non-controlling interests

The US\$255 million reported in 4.2.4 Consolidated Statement of Changes in Equity mainly relates to multiple equity contributions from the partners in the subsidiaries Mero 2, Mero 4 and Tamandaré, related to respectively *FPSO Sepetiba*, *FPSO Alexandre de Gusmão* and *FPSO Almirante Tamandaré*, out of which US\$235 million were cash transactions.

During 2023, the Company acquired the remaining shareholding in SBM Nauvata Private Limited. The Company already exercised control over the investees and now has full ownership over the entity. The transaction was directly booked within equity with a reattribution from non-controlling interests to equity attributable to shareholders. For more information, refer to note 4.3.25 Trade and Other Payables.

### Information on non-controlling interests (NCI)

Included in the consolidated financial statements are the following items that represent the Company's interest in the revenues, assets and loans of the partially owned subsidiaries.

Figures are presented at 100% before elimination of intercompany transactions.

## 2023

| Project name                        | Place of business | Total assets  | Non-current assets | Cash       | Loans        | Non-current liabilities | Current liabilities | Dividends to NCI | Revenue      |
|-------------------------------------|-------------------|---------------|--------------------|------------|--------------|-------------------------|---------------------|------------------|--------------|
| <i>FPSO Aseng / FPSO Serpentina</i> | Equatorial Guinea | 118           | 41                 | 23         | 0            | 0                       | 33                  | 8                | 104          |
| <i>FPSO Espirito Santo</i>          | Brazil            | 151           | 71                 | 18         | 97           | 110                     | 95                  | -                | 57           |
| <i>FPSO Cidade de Marica</i>        | Brazil            | 1,512         | 1,311              | 68         | 672          | 544                     | 185                 | 10               | 210          |
| <i>FPSO Cidade de Saquarema</i>     | Brazil            | 1,481         | 1,326              | 26         | 820          | 712                     | 150                 | 16               | 204          |
| <i>FPSO Cidade de Paraty</i>        | Brazil            | 985           | 826                | 9          | 20           | 3                       | 71                  | 26               | 168          |
| <i>FPSO Cidade de Ilhabela</i>      | Brazil            | 1,320         | 1,122              | 63         | 720          | 672                     | 120                 | 21               | 203          |
| <i>FPSO Sepetiba</i>                | Brazil            | 2,070         | 154                | 8          | 1,425        | 1,438                   | 218                 | -                | 213          |
| <i>FPSO Almirante Tamandaré</i>     | Brazil            | 1,745         | 26                 | 23         | 911          | 1,005                   | 10                  | -                | 513          |
| <i>FPSO Alexandre de Gusmão</i>     | Brazil            | 1,815         | 0                  | 27         | 1,017        | 1,134                   | 36                  | -                | 773          |
| <i>FPSO ONE GUYANA</i>              | Guyana            | 237           | 12                 | 0          | -            | 2                       | 196                 | -                | 752          |
| Non material NCI                    |                   | 18            | 4                  | 2          | 3            | 2                       | 5                   | -                | 0            |
| <b>Total 100%</b>                   |                   | <b>11,450</b> | <b>4,895</b>       | <b>268</b> | <b>5,685</b> | <b>5,622</b>            | <b>1,119</b>        | <b>81</b>        | <b>3,197</b> |

## 2022

| Project name                        | Place of business | Total assets  | Non-current assets | Cash       | Loans        | Non-current liabilities | Current liabilities | Dividends to NCI | Revenue      |
|-------------------------------------|-------------------|---------------|--------------------|------------|--------------|-------------------------|---------------------|------------------|--------------|
| <i>FPSO Aseng / FPSO Serpentina</i> | Equatorial Guinea | 124           | 57                 | 16         | 0            | 0                       | 30                  | 9                | 93           |
| <i>FPSO Espirito Santo</i>          | Brazil            | 130           | 66                 | 15         | 114          | 114                     | 76                  | 7                | 45           |
| <i>FPSO Cidade de Marica</i>        | Brazil            | 1,577         | 1,388              | 71         | 793          | 675                     | 174                 | -                | 190          |
| <i>FPSO Cidade de Saquarema</i>     | Brazil            | 1,557         | 1,405              | 39         | 922          | 820                     | 145                 | 10               | 202          |
| <i>FPSO Cidade de Paraty</i>        | Brazil            | 1,058         | 901                | 58         | 92           | 0                       | 126                 | -                | 156          |
| <i>FPSO Cidade de Ilhabela</i>      | Brazil            | 1,366         | 1,201              | 63         | 764          | 720                     | 95                  | 14               | 185          |
| <i>FPSO Sepetiba</i>                | Brazil            | 2,105         | 170                | 28         | 1,397        | 1,500                   | 151                 | -                | 219          |
| <i>FPSO Almirante Tamandaré</i>     | Brazil            | 1,296         | -                  | 41         | 632          | 56                      | 663                 | -                | 1,019        |
| <i>FPSO Alexandre de Gusmão</i>     | Brazil            | 1,002         | -                  | 15         | 618          | 62                      | 652                 | -                | 880          |
| <i>FPSO ONE GUYANA</i>              | Guyana            | 196           | 1                  | 0          | -            | 10                      | 190                 | -                | 492          |
| Non material NCI                    |                   | 18            | 4                  | 2          | 4            | 3                       | 7                   | -                | 0            |
| <b>Total 100%</b>                   |                   | <b>10,428</b> | <b>5,192</b>       | <b>347</b> | <b>5,335</b> | <b>3,959</b>            | <b>2,309</b>        | <b>40</b>        | <b>3,482</b> |

Reference is made to note 4.3.23 Borrowings and Lease Liabilities for a description of the bank interest-bearing loans and other borrowings per entity.

The risks associated with interests in subsidiaries, joint ventures and associates are described in section 4.3.27 Financial Instruments – Fair Values and Risk Management. The risks identified are deemed to be inherent to the operations of the Company as a whole and includes the risk profiles of interests in other entities.

## 4 FINANCIAL INFORMATION 2023

Included in the consolidated financial statements are the following items that represent the aggregate contribution of the partially owned subsidiaries to the Company consolidated financial statements:

### Interest in non-controlling interest (summary)

|                           | 2023  | 2022  |
|---------------------------|-------|-------|
| Net result                | 123   | 105   |
| Accumulated amount of NCI | 1,797 | 1,517 |

### Reconciliation equity at 100 % with Non-controlling interests on partially owned subsidiaries

|                                  | 2023         | 2022         |
|----------------------------------|--------------|--------------|
| Equity at 100%                   | 4,709        | 4,159        |
| Company ownership                | (2,912)      | (2,642)      |
| <b>Accumulated amount of NCI</b> | <b>1,797</b> | <b>1,517</b> |

### 4.3.31 RELATED PARTY TRANSACTIONS

During 2023, the Company made equity contributions towards investees, related to *FPSO Almirante Tamandaré*, *FPSO Sepetiba*, *FPSO Alexandre de Gusmão* and *FPSO Espírito Santo* (combined US\$321 million) projects. There were no other major related party transactions requiring additional disclosure in the consolidated financial statements.

For relations with Supervisory Board members, Management Board members and other key personnel reference is made to note 4.3.6 Employee Benefit Expenses.

The Company has transactions with joint ventures and associates which are recognized as follows in the Company's consolidated financial statements:

#### Related party transactions

|  | <i>Note</i> | 2023 | 2022 |
|--|-------------|------|------|
| Revenue                                |             | 48   | 16   |
| Cost of sales                          |             | (17) | (17) |
| Loans to joint ventures and associates | 4.3.16      | 41   | 52   |
| Trade receivables                      |             | 125  | 70   |
| Trade payables                         |             | 16   | 12   |

The Company has provided loans to joint ventures and associates such as shareholder loans and funding loans at rates comparable to the commercial rates of interest.

During the period, the Company entered into trading transactions with joint ventures and associates on terms equivalent to those that prevail in arm's-length transactions.

Additional information regarding the joint ventures and associates is available in note 4.3.29 Investment in Associates and Joint Ventures.