INTERIM REPORT

Q4 2021

Fourth Quarter 2021

Operations

Haven was successfully installed and commenced the 20 + 6 months contract at Tyra mid-November. Due to challenging weather conditions Haven's commencement was slightly delayed, resulting in increased vessel OPEX in the quarter. Following installation at the Tyra field, Haven has provided 100% gangway connection and no serious incidents.

Financial

The Interim Financial Statements are prepared in accordance with IAS 34

Quarterly figures, Q4 2021
(Figures in brackets refer to the corresponding period of 2020)

The operating income for Q4 amounts to 6.5 MUSD (1.5 MUSD) of which 2.8 MUSD relates to charter hire, 3.2 MUSD relates to mob fee and services reimbursed by client and 0.5 MUSD relates to funds allocated by the Macro Offshore group in connection with the Norwegian Covid-19 compensation scheme.

Operating expenses equalled 7.6 MUSD (1.7 MUSD), of which 3.4 MUSD (0.9 MUSD) relates to vessel OPEX and 3.2 MUSD is related to reimbursable and project cost. Additional 0.9 MUSD (0.8 MUSD) relates to SG&A. This resulted in an EBITDA of -1.1 MUSD (-0.2 MUSD) and an operating loss of 4.1 MUSD (27.1 MUSD).

Interest expenses for the fourth quarter equalled 4.2 MUSD (4.4 MUSD).

Net loss for the fourth quarter amounts to 8.3 MUSD (30.8 MUSD).

YTD Figures 2021
(Figures in brackets refer to the corresponding period of 2020)

Operating income amounted to 12.4 MUSD (8.9 MUSD). Operating expenses equalled 19.3 MUSD (11.7 MUSD), of which 8.6 MUSD relate to vessel OPEX and 7.3 MUSD relates to reimbursable and project cost. Additional 3.3 MUSD relate to SG&A. This resulted in an EBITDA of -6.9 MUSD (-2.8 MUSD) and an operating loss of 18.6 MUSD (loss of 150.0 MUSD).

Accumulated interest expenses per year end equalled 16.3 MUSD (15.7 MUSD). Net loss per December of 2021 equalled 35.5 MUSD (loss of 166.0 MUSD).

Cash flow and liquidity Q4 2021
The Company generated 130 KUSD in operational cash flow during the fourth quarter. Following -3.4 MUSD from investing activities and -250 KUSD from financing activities, net cash flow in the fourth quarter totalled -3.5 MUSD.

Total cash at the end of the quarter equalled 3.1 MUSD.

Finance
Jacktel is financed through a USD 150 million Bond Loan which carries a 10% interest rate. Following consent from the bondholders the Company issued a super senior secured bond loan of 10 MUSD in April 2021 to finance the required upgrade of Haven in preparation for the Tyra contract. The super senior bond loan holds a fixed interest of 10 % p.a payable quarterly. The super senior bond loan is repayable in 5 quarterly instalments of 1 MUSD from September 2022 and remaining 5 MUSD at maturity date 4th December 2023. Following a written resolution resolved by the Bondholders on 18 November 2021 Macro Offshore Management agreed to make certain concessions to the bondholders. Amongst others it was agreed that the annual management fee will be reduced as from January 2022, as well as Macro Offshore Management granting the bond trustee a call option in respect of all the shares in Jacktel at a price of 1 USD. As disclosed in the notice to the stock exchange dated 31 March 2020, Jacktel has for a period discussed with stakeholders a solution where Jacktel strengthens the equity and creates a sustainable balance sheet with a reduced debt level. On 21 January 2022 a written resolution was resolved where the bond trustee is authorised to exercise the call option in respect of all the shares in Jacktel and implement and complete a debt conversion within 28 February 2022. A principal amount of 100 MUSD of the Senior Bonds (150 MUSD Bond Loan) plus accrued interest thereon since the interest payment date in December 2021will be converted into 100% of the outstanding equity of Jacktel, leaving Jacktel with USD 65,571,927 of outstanding Senior Bonds (plus accrued interest) and the full amount of the Super Senior Bonds. Interest on the Senior Bonds will be capitalized on each interest payment date until the Super Senior Bonds have been repaid in full, following which, cash interest payments shall resume.

Going concern
As discussed above, Jacktel has been in dialogue with the bondholders in the 150 MUSD senior secured bond since Q1 2020. On 18 November a written resolution was resolved by bondholders. The written resolution was a preparation for finding a long term and sustainable solution for the capital structure of the Company.

On 21 January 2022 a written resolution was resolved where the bond trustee is authorised to exercise the call option in respect of all the shares in Jacktel and convert 100 MUSD of the senior secured bond debt to equity. The transactions are to take place within 28 February 2022. The debt conversion includes an agreement where interest on the senior bond loan will be PIK'ed until the super senior loan has been repaid. Following the execution of the written resolution, Jacktel will have a significantly improved balance sheet. The remaining senior bond debt will only mature in December 2023.

The Company entered into a contract with TotalEnergies in March 2021. The term of the contract is 20 + 6 months for use of Haven on the Danish continental shelf. The super senior bond loan is expected to be repaid prior to expiry of this contract.

With commencement of the TotalEnergies contract mid-November 2021 and the agreement with the bondholders, where debt is substantially reduced, the Company is in a good position to continue to serve its liabilities.

Although uncertainties exist in relation to the going concern assumption, the Company believes that the recent agreement with the Bondholders, the contract entered into with TotalEnergies and, the issuing of the super senior bond loan provides a basis for the going concern assumption.

Jacktel's equity as of December 31, 2021 equaled -10.4 MUSD. Subsequent to the debt conversion of 100 MUSD plus accrued interest, the balance sheet of Jacktel will be substantially improved and the equity will be positive.

Risk
The Company is exposed to general business market risk, credit risk, currency risk and revenue risk. The currency risk exposure is mainly due to the fact that operating expenses are mainly incurred in NOK and DKK. The currency risk is monitored on a continuous basis and use of derivates to reduce the risk is considered regularly. Per end of the fourth quarter the Company does not have any derivatives. Operational issues, as well as future changes in day rates and utilization of the unit may impact the valuation of the asset further.

Future Prospects

The oil price has remained at a high level over the last quarter. Continued high and stable oil and gas prices are assumed to result in increased oil and gas investments from E&P companies post the Covid – 19 pandemic. In addition, we see increasing numbers of renewable energy projects that can create a significant demand for offshore accommodation vessels from 2024 and onwards. Further, the Company expects that maintenance activity related to aging oil fields will be intensified and lead to increased demand for additional bed capacity. Further, increased focus on gas as an environmentally friendly energy source is likely to continue and positively impact project activity. The Company expects that both oil and gas will remain important energy sources for the next few years. This has been visualised by the recent energy disruptions, which in turn resulted in historically high gas and electricity prices in Europe.

Attrition of old rigs has continued and has overall reduced supply in the market. Some demand has however been covered by modern and harsh environment drilling units. These units have limited bed capacity and is likely to migrate back to the drilling market as recovery continues.

The activity level in the accommodation market has increased over the last few months, where most competitors have increased their order back logs and have been awarded contracts at improved day rate levels.

Stavanger, 18th February 2022

Bjørn Eie Henriksen **Chairman**	**Frank Tripoli** **Board member**

Condensed Income Statement

As of December 31st, 2021

In USD 1,000'	Note	Un-audited Q4-2021	Un-audited Q4-2020	Audited 2020	Un-audited 12M- 2021
Operating income		6,461	1,504	8,894	12,354
Operating expenses		-7,565	-1,700	-11,655	-19,285
EBITDA		**-1,104**	**-196**	**-2,761**	**-6,931**
Depreciation	6	-2,981	-3,318	-14,570	-11,669
Impairment	6	-	-23,547	-132,649	-
OPERATING PROFIT/(LOSS) - EBIT		**-4,086**	**-27,061**	**-149,980**	**-18,601**
Interest income		-	6	60	-
Interest expenses		-4,240	-4,427	-15,677	-16,329
Other financial items		57	726	-363	-595
NET FINANCIAL ITEMS		**-4,183**	**-3,695**	**-15,980**	**-16,924**
PROFIT/(LOSS) BEFORE TAX		**-8,269**	**-30,756**	**-165,960**	**-35,525**
NET PROFIT (LOSS)		**-8,269**	**-30,756**	**-165,960**	**-35,525**

Statement of Comprehensive Income

In USD 1,000'	Un-audited Q4-2021	Un-audited Q4-2020	Audited 2020	Un-audited 12M- 2021
Net profit this period	-8,269	-30,756	-165,960	-35,525
COMPREHENSIVE INCOME	**-8,269**	**-30,756**	**-165,960**	**-35,525**

Statement of Financial Position

In USD 1,000'	Note	Un-audited 31.12.2021	Audited 31.12.2020
ASSETS			
Non-current assets:			
Property, plant and equipment	6	163,132	162,844
Total non-current assets		**163,132**	**162,844**
Current assets:			
Accounts receivable		2,828	893
Other current assets		724	3,141
Cash and cash equivalents		3,065	9,970
Total current assets		**6,617**	**14,004**
TOTAL ASSETS		**169,749**	**176,847**
EQUITY AND LIABILITIES			
Equity:			
Issued capital		19,740	19,740
Share premium		182,793	182,793
Retained losses		-212,908	-177,385
Total equity		**-10,375**	**25,148**
Non-current liabilities:			
Other interest-bearing debt	5	73,940	148,142
Total long-term liabilities		**73,940**	**148,142**
Current liabilities:			
Accounts payable		1,398	899
Short-term interest-bearing debt		101,366	1,250
Other current liabilities		3,420	1,408
Total current liabilities		**106,184**	**3,557**
Total liabilities		**180,124**	**151,699**
TOTAL EQUITY AND LIABILITIES		**169,749**	**176,847**

Condensed Statement of Changes in Equity

(In USD 1.000)	Share Capital	Share premium	Retained losses	Total equity
Equity as at December 31st, 2019	**19.740**	**182.793**	**-11.423**	**191.110**
Net income (loss) 2020	-	-	-165.961	-165.961
Equity as at December 31st 2020 (Audited)	**19.740**	**182.793**	**-177.384**	**25.149**
Net income (loss) 2021	-	-	-35.525	-35.525
Equity as at December 31st 2021 (Un-audited)	**19.740**	**182.793**	**-212.908**	**-10.375**

Cash Flow Statement

In USD 1,000'	Un-audited Q4-2021	Un-audited Q4-2020	Audited 2020	Un-audited 12M- 2021
Net profit(loss) before tax	-8.269	-30.757	-165.961	-35.525
Depreciation and impairment	2.981	26.866	147.220	11.669
Financial income	-57	6	-60	-57
Financial expenses	4.240	3.702	16.041	16.981
Changes in working capital	1.235	-311	11.993	2.627
Net cash from operating activities	**130**	**-494**	**9.233**	**-4.305**
Cash flow from investing activities				
Interest received	57	-	-	-
Acquisition of fixed assets	-3.471	-172	-1.794	-11.958
Net cash from investing activities	**-3.414**	**-172**	**-1.794**	**-11.958**
Cash flow from financing activities				
Interest paid	-250	-3.750	-15.000	-642
Net proceeds from bond issue	-	-	-	10.000
Net realized agio	-	-	-980	
Net cash from financing activities	**-250**	**-3.750**	**-15.980**	**9.358**
Net change in cash and cash equivalents	-3.534	-4.416	-8.542	-6.905
Cash and cash equivalents, opening balance	6.599	14.386	18.512	9.970
Cash and cash equivalents, closing balance	**3.065**	**9.970**	**9.970**	**3.065**

Notes to the interim report

1. General information

Jacktel AS is per 31 December 2021 a 100% subsidiary of Macro Offshore Management AS, of which is a part of the Macro Offshore Group, located at Skogstrøstraen 37, 4029 Stavanger, Norway. The Company, which was established in 2009, specializes in offshore accommodation and is the owner of the Haven jack up accommodation unit. In line with a written resolution resolved 21 January 2022, Macro Offshore Management AS will transfer 100% of the shares in Jacktel AS to its bondholders before 28 February 2022.

2. Basis of presentation

The interim financial statements for Q4 2021 have been prepared in accordance with International Financial Reporting Standards (IFRS) as approved by the European Union ("EU"), including IAS 34 Interim Financial Reporting.

Going concern
As discussed above, Jacktel has been in dialogue with the bondholders in the 150 MUSD senior secured bond since Q1 2020. On 18 November a written resolution was resolved by bondholders. The written resolution was a preparation for finding a long term and sustainable solution for the capital structure of the Company.

On 21 January 2022 a written resolution was resolved where the bond trustee is authorised to exercise the call option in respect of all the shares in Jacktel and convert 100 MUSD of the senior secured bond debt to equity. The transactions are to take place within 28 February 2022. The debt conversion includes an agreement where interest on the senior bond loan will be PIK'ed until the super senior loan has been repaid. Following the execution of the written resolution, Jacktel will have a significantly improved balance sheet. The remaining senior bond debt will only mature in December 2023.

The Company entered into a contract with TotalEnergies in March 2021. The term of the contract is 20 + 6 months for use of Haven on the Danish continental shelf. The super senior bond loan is expected to be repaid prior to expiry of this contract.

With commencement of the TotalEnergies contract mid-November 2021 and the agreement with the bondholders, where debt is substantially reduced, the Company is in a good position to continue to serve its liabilities.

Although uncertainties exist in relation to the going concern assumption, the Company believes that the recent agreement with the Bondholders, the contract entered into with TotalEnergies and, the issuing of the super senior bond loan provides a basis for the going concern assumption.

Jacktel's equity as of December 31, 2021 equaled -10.4 MUSD. Subsequent to the debt conversion of 100 MUSD plus accrued interest, the balance sheet of Jacktel will be substantially improved and the equity will be positive.

The European Securities and Markets Authority (ESMA) issued guidelines on Alternative Performance Measures (APM's) that came into force 3 July 2016. Peers comparable to the Company vary with regards to, interalia, capital structure and mix of leased and owned rigs. Non-IFRS financial measures can assist the stakeholders in comparing performance on a more consistent basis without regard to factors such as depreciation and amortization. Jacktel has defined and explained the purpose of the following APM's:

- *EBITDA* means earnings before financial items and tax, excluding impairment losses, depreciation and amortization
- *EBIT* means earnings before financial items and tax
- *CASH OR LIQUIDITY RESERVE.* When used means cash and bank deposits and provide information about the cash balance at the balance sheet date and the Company's ability to meet it current liabilities.

3. Significant accounting policies

The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the preparation of the Company's annual financial statements and accompanying notes for the financial year ended 31st December 2020.

4. Related party transactions

Jacktel AS has a management agreement with its parent Company, Macro Offshore Management AS, for which 2.8 MUSD (2.3 MUSD) has been paid per December 2021. In November 2021 Jacktel and Macro Offshore Management agreed to amend the management agreement between the parties, where yearly fixed fee of 24 MNOK was reduced to 20 MNOK effective from 01.01.2022. In addition, Macro Offshore Management agreed to pay Jacktel an amendment fee of 1.3 MUSD, provided that such amendment fee shall be repaid in full if the management agreement is terminated by the Jacktel for convenience prior to 31 December 2022, and if terminated for convenience by the Jacktel between 1 January and 31 December 2023, 650 000 USD shall be repaid (in both cases only if the Haven is still employed under the contract with TotalEnergies). Further, the provisions related to a repayment of the amendment fee will be equally valid if the Manager terminates the Management Agreement for cause while under contract with TotalEnergies. The 1.3 MUSD will be amortized from 01.01.2022 through December 2023.

Macro Offshore Crew AS and Macro Offshore Crew DK ApS, two wholly owned subsidiaries of Macro Offshore Management AS, have provided crew personnel to Haven, for which 3.8 MUSD has been paid as cost coverage per December 2021.

Macro Offshore AS applied for government grants under the Covid-19 support scheme on behalf of the Macro Offshore Group for the period January to October 2021, of which Jacktel AS has been allocated 3.4 MUSD (for cost incurred during January to October 2021) of the total compensation paid to the group.

5. Debt overview

31.12.2021 Long-term interest-bearing debt

(In USD 1000')		Nominal		
Description	**Lender/Trustee**	**amount USD**	**Interest rate**	**Book value USD**
150 MUSD Bond Loan including PIK Interest	Nordic Trustee ASA	65,572	10%	63,940
10 MUSD Super Senior Bond Loan	Nordic Trustee ASA	10,000	10%	10,000
Long-term interest bearing debt - USD		**75,572**		**73,940**

31.12.2020 Long-term interest-bearing debt

(In USD 1000')		Nominal		
Description	**Lender/Trustee**	**amount USD**	**Interest rate**	**Book value USD**
150 MUSD Bond Loan	Nordic Trustee ASA	150,000	10%	148,142
Long-term interest bearing debt - USD				**148,142**

In January 2022 written resolution was resolved where the bond trustee was authorised to implement and complete a debt conversion within 28 February 2022. A principal amount of 100 MUSD of the Senior Bonds (USD 150 Million Bond Loan) plus accrued interest thereon since the interest payment date in December 2021 will be converted into 100% of the outstanding equity of Jacktel, leaving Jacktel with 65 571 927 USD of outstanding Senior Bonds and the full amount of the Super Senior Bonds. Interest on the Senior Bonds will be capitalized on each interest payment date until the Super Senior Bonds have been repaid in full, following which, cash interest payments shall resume.

The principal amount of 100 MUSD of the Senior Bonds (150 MUSD Bond Loan) plus accrued interest per December 2021 amounting to 101.4 MUSD has been classified as short-term debt in the balance sheet.

For further information about debt, please see the Finance part under section Financial.

*) Book value of the Bond loans is netted with transaction costs to be expensed over the loan's lifetime and also includes accrued interest that will be paid in kind.

6. Property Plant & Equipment

(In USD 1000')	Un-audited 31.12.21	Un-audited 30.09.21	Un-audited 30.06.21	Un-audited 31.03.21	Audited 31.12.20
Opening balance	162,642	161,784	160,308	162,844	308,269
Additions	3,471	3,699	4,318	470	1,794
Depreciation	-2,981	-2,841	-2,841	-3,006	-14,570
Impairment	-	-	-		-132,649
Closing balance	**163,132**	**162,642**	**161,784**	**160,308**	**162,844**

Capitalized amounts relate entirely to the Company's accommodation rig Haven.

The Company performed impairment assessments through 2020 which concluded that impairments totalling 133 MUSD were required. Management has performed an impairment test as of end of December 2021. The impairment model is based on the terms in the awarded 20 + 6-month contract with TotalEnergies. Long term utilization for Haven is expected to be 70% in 2025 and onwards. Charter hire is assumed to be gradually improving up to 2025 and beyond, where it is assumed a more normalised daily charter hire level. Discount rate applied is 10%. Following attrition of accommodation rigs and an increased oil price, governmental tax stimulation and global recovery from Covid-19 the Company expects increasing investments by the oil and gas industry. In addition, an increasing number of projects in the renewable energy sector where offshore accommodation facilities are needed can create upwards pressure on day rates. Based on the improved underlying market assumptions no additional impairment is recorded.

See also additional information related to going concern both in the MD&A and in the accounting principles. A potential distressed sale of Haven could result in significant lower realisation value in the current challenging market, versus the value in use model applied in the impairment model. If sold in a distressed situation, there are no guarantee that the proceeds from a distressed sale will be sufficient to cover the nominal amount of the bonds.

7. Potential claims and contingencies

Final payment related to documentation (10% of contract value) under the turn-key contract with Semco has still not been paid. Jacktel has disputed several variation order requests claimed by Semco and continues to discuss and review final documentation and commercial aspects under the upgrade contract. The parties have continued its disagreements during the quarter and the parties are preparing for an arbitration process that will potentially take place in Norway.

The Company has received two letters related to the 2019 tax return where Jacktel claimed an exemption under the limitation of tax deduction of interests. Unless Jacktel wins forward in its discussions with the tax authorities, the payable tax exposure is limited to approximately 10 MNOK.
Based on advises from tax lawyers and the fact that no claim from the tax authorities have been received, Jacktel is of the opinion it should qualify for the exemption rule. Consequently, no provision for such a claim has been made in the Q4 accounts.

8. Subsequent events

On 21 January 2022 a written resolution was resolved where the bond trustee on behalf of the bondholders in the USD 150 Million senior secured bond loan is authorised to exercise the call option in respect of all the shares in Jacktel and implement and complete a debt conversion within 28 February 2022. The debt conversion includes an agreement where interest on the senior bond loan will be PIK'ed until the super senior loan has been repaid.