

# BONHEUR ASA

## REPORT FOR THE FIRST QUARTER 2016

### Comments to the accounts for Bonheur ASA

The unaudited group accounts for 1 quarter 2016 comprise Bonheur ASA and its subsidiaries ("The Group") and the Group's ownership of associates.

Comparable figures for the corresponding period in 2015 in brackets.

### Highlights 1Q 2016:

- Operating revenues were NOK 3 289 million (NOK 3 707 million)
- Operating result before depreciation (EBITDA) was NOK 1 286 million (NOK 1 635 million)
- Depreciation was NOK 886 million (NOK 911 million).
- Operating result (EBIT) was NOK 400 million (NOK 724 million)
- Net result after tax was NOK 211 million (NOK 614 million)
- Earnings per share were NOK 2.4 (NOK 8.8)
- Proposed dividend for 2015: NOK 2.00 per share

### Post quarter event:

- Merger between Bonheur ASA and Ganger Rolf ASA completed on 4 May 2016



# BONHEUR ASA

## Financial information

As previously announced, an Extraordinary General Meeting on 16 March 2016 approved the merger between Bonheur ASA and Ganger Rolf ASA. After the expiry of the 6 weeks creditors' notification period, the merger was notified to the Register of Business Enterprises ("Foretaksregisteret") after end of opening hours at Oslo Stock Exchange on 4 May 2016. The merger then became effective, with first trading date on Oslo Stock Exchange for Bonheur ASA alone as from Friday 6 May 2016.

For accounting purposes, for the Group and the Parent company, the merger will be carried out as if the two entities always had been one merged entity and are presented accordingly from 1 January 2015. For Bonheur ASA, the merger will be carried out with effect from 1 January 2016. The merger has no effect on the Consolidated Financial Statements of Bonheur ASA, except for changes in equity composition.

The main business segments of Bonheur ASA's Group accounts is unchanged after the merger and comprise Offshore drilling, Renewable energy, Shipping / Offshore wind, Cruise and Other investments.

Financial key figures (figures in million NOK except for earnings per share)	1Q 16	1Q 15	2015
Operating revenue	3 289	3 707	14 640
EBITDA	1 286	1 635	6 243
EBIT	400	724	-2 361
Profit / loss for the period	211	614	-2 804
Hereof attributable to shareholders of the parent company 1)	98	283	-1 262
Average number of shares outstanding 2)	40 789 308	32 345 668	32 345 668
Basic/diluted earnings per share NOK	2.4	8.8	-39.0
Interest bearing liabilities	18 759	19 526	21 012

1) The non-controlling interests mainly consist of 47.74% of Fred. Olsen Energy ASA (FOE), 44.06% of NHST Media Group AS and indirectly 49,00% of Fred. Olsen Wind Limited (UK).

2) See note 7

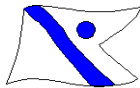
Operating revenues were impacted by higher USD, GBP and EUR against NOK compared with the corresponding quarter last year. USD was on average approximately 12% higher in 1 quarter 2016 compared to 1 quarter 2015 while GBP and EUR was 5% and 9% higher, respectively.

The Group's operating revenues amounted to NOK 3 289 million (NOK 3 707 million) in the quarter. Offshore drilling had operating revenues of NOK 2 035 million (NOK 2 207 million), Renewable energy NOK 300 million (NOK 392 million), Shipping / Offshore wind NOK 142 million (NOK 264 million), Cruise NOK 497 million (NOK 511 million) and Other investments NOK 316 million (NOK 334 million). The latter includes operating revenues in NHST Media Group of NOK 308 million (NOK 319 million).

Operating result before depreciation (EBITDA) in the quarter was NOK 1 286 million (NOK 1 635 million). Offshore drilling achieved EBITDA of NOK 1 205 million (NOK 1 224 million), Renewable energy achieved NOK 202 million (NOK 310 million), Shipping/Offshore wind had negative EBITDA of NOK - 97 million (NOK 70 million), while Cruise achieved EBITDA of NOK 30 million (NOK 49 million). Other investments had EBITDA of NOK - 55 million (NOK - 17 million) of which NHST comprise NOK - 9 million (NOK 16 million)

Depreciation in the quarter was NOK 886 million (NOK 911 million).

Operating result (EBIT) was NOK 400 million (NOK 724 million).



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Net financial items were NOK - 157 million (NOK - 63 million). Net interest expenses in the quarter were NOK 187 million (NOK 156 million) and net currency gain was NOK 26 million (NOK 167 million). Net unrealized gain related to fair value adjustment of financial instruments was NOK 26 million (NOK - 54 million). Other financial items amounted to NOK - 22 million (NOK - 30 million).

Net result in the quarter was NOK 211 million (NOK 614 million), of which NOK 98 million are attributable to the shareholders of the parent company (NOK 283 million). The non-controlling interests' share of net result in the quarter was NOK 113 million (NOK 331 million).

### Business segments

The Group's results for the individual business segments are presented in Note 4. In the following, it is referred to the Group's consolidated business segments presented on 100% basis.

#### Offshore drilling

The segment consists of 51.9% ownership of Fred. Olsen Energy ASA with subsidiaries (FOE). Figures in the first table below are presented in NOK as consolidated into Bonheur ASA. All figures below are on 100% basis.

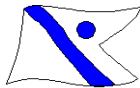
(Figures in NOK million)	1Q 16	1Q 15
Operating revenues	2 035	2 207
EBITDA	1 205	1 224
EBIT	551	517
Net result	284	547

*Below is an extract from FOE's report for 1 quarter 2016 on a 100% basis (figures in USD unless otherwise stated).*

(Figures in USD million)	1Q 16	4Q 15	1Q 15	2015
Operating revenues	235	265	284	1 116
EBITDA	139	142	157	637
EBIT	64	-103	66	-325
Net result	33	-114	70	-351

Note that FOE shows 4 quarter 2015 in brackets when comparing the quarterly results, while Bonheur ASA compares the quarterly results with the corresponding quarter last year.

For full report please refer to [www.fredolsen-energy.no](http://www.fredolsen-energy.no)



## BONHEUR ASA

### “FINANCIAL INFORMATION (4<sup>th</sup> quarter 2015 in brackets)

Operating revenues in the quarter were 235.3 million (265.2 million), a decrease of 29.9 million compared with the previous quarter. Revenues from the offshore drilling division were 230.0 million (260.0 million), a decrease of 30.0 million. The decrease in revenues within the offshore drilling division is mainly due to Bredford Dolphin coming off contract in January and Bideford Dolphin being out of service for a month due to yard stay, partly offset by higher uptime for Blackford Dolphin in the quarter compared with previous quarter. Revenues within the engineering and fabrication division were 5.7 million (5.5 million).

Operating costs were 96.0 million (123.7 million), a decrease of 27.7 million compared with previous quarter due to reduced activity and continued focus on reducing cost. Operating costs within the offshore drilling division decreased by 33.0 million to 88.4 million (121.4 million). Operating costs within the engineering and fabrication division increased with 5.4 million to 8.0 million (2.6 million).

Operating profit before depreciation (EBITDA) was 139.3 million (141.5 million). EBITDA within the offshore drilling division increased by 3.0 million to 141.6 million (138.6 million), and EBITDA within engineering and fabrication division was negative 2.3 million (2.9 million).

Depreciation and amortisation amounted to 75.4 million (86.2 million).

Operating profit after depreciation (EBIT) was 63.9 million (negative 102.7 million including a non-cash impairment charge of 158.0 million).

Net financial items were negative 25.3 million (negative 19.8 million).

Profit before tax was 38.6 million (negative 122.5 million).

Net profit, including an estimated tax charge of 5.8 million (positive 8.3 million), was 32.8 million (negative 114.2 million).

Earnings per share were 0.50 (negative 1.72).”

### Renewable energy

Renewable energy consists of 100% ownership of Fred. Olsen Renewables AS with subsidiaries (FOR). All figures below are on 100% basis.

(Figures in NOK million)	1Q 16	1Q 15
Operating revenues	299	392
EBITDA	202	310
EBIT	81	209
Net result	148	139

FOR owns and operates eight wind farms in operation, of which six wind farms in Scotland (Crystal Rig, Crystal Rig II, Rothes, Rothes II, Paul's Hill and Mid Hill), one in Norway (Lista) and one in Sweden (Fåbodliden). As of 31 March 2016 FOR reported an installed capacity of 582 MW in production, of which 212 MW relates to minority interests. Construction work for the UK wind farms Crystal Rig III (14 MW) and Windy Standard II (61.5 MW) is ongoing and completion is scheduled in 4 quarter 2016 and 3 quarter 2017, respectively. In addition FOR has a portfolio of development projects onshore in the UK, Norway and Sweden as well as offshore Ireland.



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Operating revenues in the quarter were NOK 300 million (NOK 392 million). Despite higher installed capacity, revenues decreased from the corresponding quarter last year, mainly due to lower wind conditions during 1 quarter 2016 and lower electricity prices. Revenues denominated in GBP were impacted by 5% higher GBP/NOK rates in 1 quarter 2016 compared to the same period in 2015. Generation decreased from 488 GWh in 1 quarter last year to 420 GWh in 1 quarter 2016. EBITDA were NOK 202 million (NOK 310 million).

At the end of the second quarter 2015 the UK listed infrastructure fund The Renewables Infrastructure Group Limited ("TRIG") acquired ownership of 49% of Fred. Olsen Wind Limited ("FOWL"). FOWL is the owner of the six operational wind farms in Scotland. Please see the second quarter 2015 financial report and stock exchange announcement of 24 June 2015 for further details.

Installed capacity (MW) and achieved generation (MWh) for the quarter and same period last year are shown in the tables below.

Generation (MWh)	1Q 16	1Q 15	as per	
			Capacity (MW)	1Q 2016 1Q 2015
UK (FOWL)	295 660	421 085	UK (FOWL)	432,8 432,8
Scandinavia	124 419	67 138	Scandinavia	149,3 71,3
Total	420 079	488 223	Total	582,1 504,1

### Shipping / Offshore wind

Shipping/Offshore wind consists of 100% ownership of Fred. Olsen Ocean Ltd with subsidiaries (FOO).

The segment includes Fred. Olsen Windcarrier AS, a company providing transport and installation services for the offshore wind industry and Universal Foundation Norway AS. Both companies are owned 100% by Fred. Olsen Ocean Ltd. Fred. Olsen Windcarrier AS owns 75.5 % of Global Wind Service A/S, an international supplier of qualified and skilled personnel to the global wind turbine industry. Fred. Olsen Windcarrier AS and Global Wind Service A/S each own 50% of Fred. Olsen Windcarrier A/S Denmark, which operates a fleet of crew transfer vessels. Universal Foundation Norway AS owns 82% of Universal Foundation A/S, a company offering innovative offshore wind turbine foundations.

(Figures in NOK million)	1Q 16	1Q 15
Operating revenues	142	264
EBITDA	-97	70
EBIT	-133	36
Net result	-126	-47

Operating revenues in the quarter were NOK 142 million compared with NOK 264 million in the same period in 2015. Revenues from the jack-up installation vessels "Brave Tern" and "Bold Tern" were lower during the quarter compared to the same quarter last year due to a vessel upgrade project successfully completed in February 2016 for Brave Tern while Bold Tern moved to a German yard to undertake the same upgrade from March 2016. The upgrade positions the vessels better for working on a wider range of projects in deeper waters and with larger turbines. "Bold Tern" completed successfully a blade repair



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campaign in the Netherlands in March in time for the yard stay, and “Brave Tern” did a smaller operations & maintenance (O&M) job in UK after completion of her yard stay.

EBITDA for the first quarter decreased from NOK 70 million in 2015 to NOK - 97 million in 2016. The decline in EBITDA compared to 2015 is due to the lower utilization and the jack-up vessels both undertaking yard upgrades during the quarter plus a lost arbitration for Universal Foundation Norway AS.

In March 2016, Universal Foundation Norway AS lost an arbitration in the UK regarding a met-mast EPCI project executed in the period 2011-2013. The net financial cost of approximately EUR 6.1 million (NOK 58 million) is reflected in the net result for 1Q 2016.

Fred. Olsen Windcarrier A/S Denmark operates a fleet of 8 vessels built for safe and efficient transport of goods and personnel to and from offshore wind farms. The winter period is normally challenging in the crew transfer vessel market, and only 3 of the 8 boats were on contract during the quarter.

Global Wind Service A/S (GWS) provides a wide range of installation and maintenance services of wind turbines both onshore and offshore. The company is currently employing around 520 persons worldwide. GWS works for all the major turbine manufactures and continues to see good demand for their services in Europe although as expected somewhat lower demand in the offshore market.

Universal Foundation continues the study work for clients considering the technology for their future wind farm developments in European and US waters.

### Cruise

Cruise consists of 100% indirect ownership of Fred. Olsen Cruise Lines Ltd, with subsidiaries (FOCL), located in the UK.

(Figures in NOK million)	1Q 16	1Q 15
Operating revenues	497	511
EBITDA	30	49
EBIT	-30	-7
Net result	-4	-6

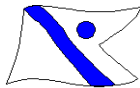
FOCL owns and operates four cruise ships, MV Black Watch, MV Braemar, MV Boudicca, and MV Balmoral.

Operating revenues in the quarter were NOK 497 million (NOK 511 million). Operating result before depreciation (EBITDA) was NOK 30 million (NOK 49 million).

The number of passenger days totaled 259 146 (259 979) for the quarter. Net ticket income per diem was 3% higher compared to the corresponding quarter last year. The average spot price of fuel oil in the quarter was 37% lower than in 1 quarter 2015.

### Other investments

Other investments mainly consists of an ownership of 54.0% of NHST Media Group AS, 12.6% of Koksa Eiendom AS as well as 100% of AS Fred. Olsen Fly- og Luftmateriell and the service companies Fred. Olsen Insurance Services AS and Fred. Olsen Travel AS.



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### NHST Media Group AS

Bonheur ASA holds 54.0% of the shares in NHST Media Group AS

NHST Media Group AS has five main business segments, DN (Dagens Næringsliv – a newspaper for business and TDN Finans), Direct Relations (MyNewsdesk, Intermedium AS), Global (Tradewinds, Upstream, Intrafish Media, Europower AS and Recharge), Nautical Charts and Other (Smartcom:tv, Morgenbladet).

NHST Media Group AS achieved gross revenues of NOK 308 million in the quarter (NOK 319 million), a decrease of 3%, mainly due to reduced advertising revenues. Subscription revenues increased with NOK 16 million compared to previous year. The growth in demand for digital products continued and increased by 21% compared to 1Q15. Revenues from digital products represent 28% of total consolidated revenues. Operating costs were up by 4% compared to 1Q 2015.

Operating result before depreciation (EBITDA) was NOK -9 million (NOK 16 million).

### Koksa Eiendom AS

Bonheur ASA holds 12.6% of the shares in Koksa Eiendom AS (KE), a company which holds commercial properties and development properties in the Fornebu area near Oslo, Norway.

### Other information

#### Capital and financing

During the first quarter of 2016 investments were NOK 232 million, hereof NOK 110 within Offshore drilling, NOK 60 million within Renewable energy and NOK 52 million within Shipping / offshore wind.

Gross interest bearing debt of the Group of companies as per end of 1Q 2016 was NOK 18 759 million, a decrease of NOK 2 254 million since year end 2015. Cash and cash equivalents amounted to NOK 7 647 million, a decrease of NOK 694 million since year end 2015. Net interest bearing debt of the Group of companies per 1 quarter 2016 was NOK 11 112 million, a decrease of NOK 1 560 million since year end 2015. As per 31 March 2015, the equity to asset ratio was 39% compared with 37% at year-end 2015.

The debt attributable to FOR fully relates to project financing within the corporate structure of its 51% owned subsidiary FOWL.

For a detailed split per segment, see the table below:

(NOK million)	Offshore Drilling	Renewable Energy	Shipping/ Offshore wind	Cruise	Other	31.03.2016 Total	31.12.2015 Total
Gross interest bearing liabilities *)	10 113	5 128	1 035	0	2 482	18 759	21 012
Cash and cash equivalents	1 630	4 006	326	373	1 311	7 647	8 340
Net interest bearing liabilities *)	8 483	1 122	710	-373	1 171	11 112	12 672

\*) Intercompany loans not included



## BONHEUR ASA

### **Subsequent event**

On 8 February 2016, the boards of directors of Bonheur ASA and Ganger Rolf ASA, respectively, constituted by their competent board members, announced that they had resolved to propose a merger of the two companies.

On 16 March 2016 the merger between the two companies was approved in an Extraordinary General Meeting.

After the expiry of the 6 weeks creditors' notification period, the merger was notified to the Register of Business Enterprises ("Foretaksregisteret") after end of opening hours at Oslo Stock Exchange on the 4 May 2016. The merger then became effective, with first trading date on Oslo Stock Exchange for Bonheur ASA alone as from Friday 6 May 2016.

For accounting purposes, for the Group and the Parent company, the merger will be carried out as if the two entities always had been one merged entity and are presented accordingly from 1 January 2015. For Bonheur ASA, the merger will be carried out from 1 January 2016.

Following the completion of the merger between Ganger Rolf ASA and Bonheur ASA, the new share capital of Bonheur ASA is NOK 53 164 866.25 divided on 42 531 893 shares each with a nominal value of NOK 1.25.

### **Annual General Meeting / Dividend**

With regard to the Annual General Meeting in 2016, the board has proposed a dividend of NOK 2.00 per share for the merged company.

The Annual General Meeting is scheduled for Thursday 26 May 2016.





# BONHEUR ASA

## Condensed consolidated financial statements in accordance with IFRS

### Income statement - Group

(NOK million) - unaudited

	Note	Jan-Mar 2016	Jan-Mar 2015	Jan-Dec 2015
Revenues	4	3 288,7	3 707,2	14 640,4
Operating costs		-2 002,8	-2 071,9	-8 397,1
<b>Operating result before depreciation / impairment losses (EBITDA)</b>	4	<b>1 285,9</b>	<b>1 635,3</b>	<b>6 243,3</b>
Depreciation / Impairment losses		-886,1	-911,0	-8 604,6
<b>Operating result (EBIT)</b>	4	<b>399,9</b>	<b>724,3</b>	<b>-2 361,3</b>
Share of result from associates		0,1	-0,1	-2,1
Result before finance		400,0	724,2	-2 363,3
Financial income		390,2	378,7	1 071,7
Financial expenses		-547,2	-441,8	-1 607,1
Net finance income / expense (-)		-157,0	-63,1	-535,5
<b>Result before tax (EBT)</b>		<b>243,0</b>	<b>661,1</b>	<b>-2 898,8</b>
Estimated tax cost	6	-32,3	-46,7	94,9
<b>Net result</b>		<b>210,7</b>	<b>614,4</b>	<b>-2 803,9</b>
Hereof attributable to non-controlling interests 1)		112,5	331,3	-1 542,4
Hereof attributable to shareholders of the parent company		98,2	283,0	-1 261,5
Basic earnings / Diluted earnings per share (NOK)		2,4	8,8	-39,0

1) The non-controlling interests mainly consist of 47.74% of Fred. Olsen Energy ASA, , 44.06% of NHST Media Group AS and indirectly 49.00% of Fred. Olsen Wind Limited (UK).



## BONHEUR ASA

### Statement of comprehensive income - Group

(NOK million) - unaudited

	Jan-Mar 2016	Jan-Mar 2015
<b>Profit for the period</b>	210,7	614,4
<b>Other comprehensive income:</b>		
<b>Items that will not be reclassified to profit or loss</b>		
Other comprehensive income for the period	8,6	-1,9
<b>Total items that will not be reclassified to profit or loss</b>	8,6	-1,9
<b>Items that may be reclassified subsequently to profit or loss</b>		
Foreign exchange translation effects:		
- Foreign currency translation differences for foreign operations	-935,2	934,5
- Foreign currency translation differences for foreign operations transferred to profit and loss	0,0	0,0
Hedging effects:		
- Effective portion of changes in fair value of interest hedges	0,6	0,6
- Effective portion of changes in fair value of interest hedges transferred to profit or loss	-0,6	0,0
Fair value effects related to financial instruments:		
- Net change in fair value of available-for-sale financial assets	19,3	-9,1
- Net change in fair value of available-for-sale financial assets transferred to profit or loss	0,0	0,0
Other comprehensive income from associates	0,0	0,0
Income tax on other comprehensive income	-0,3	0,3
<b>Total items that may be reclassified subsequently to profit or loss</b>	-916,2	926,3
<b>Other comprehensive income for the period, net of income tax</b>	-907,6	924,4
<b>Total comprehensive income for the period</b>	-696,9	1 538,7
<b>Attributable to:</b>		
Equity holders of the parent	-563,8	644,2
Non-controlling interests 1)	-133,1	894,5
<b>Total comprehensive income for the period</b>	-696,9	1 538,7

1) As at 31 March 2016 the non-controlling interests consist of 47.74% of Fred. Olsen Energy ASA, 44.06% of NHST Media Group AS and indirectly 49.00% of Fred. Olsen Wind Limited (UK).



# BONHEUR ASA

## Statement of financial position - Group

(NOK million) - unaudited

	31.03.2016	31.03.2015	31.12.2015
Intangible fixed assets	1 078,2	1 077,7	1 100,3
Deferred tax asset	367,6	291,8	378,5
Property, plant and equipment	23 789,5	32 637,6	26 084,8
Investments in associates	11,5	5,9	6,2
Other financial fixed assets	687,9	719,3	650,4
<b>Non-current assets</b>	<b>25 934,7</b>	<b>34 732,3</b>	<b>28 220,1</b>
Inventories and consumable spare parts	1 070,5	1 152,1	1 180,0
Trade and other receivables	3 611,4	2 720,9	4 065,8
Cash and cash equivalents	7 646,7	5 500,6	8 340,3
<b>Current assets</b>	<b>12 328,6</b>	<b>9 373,6</b>	<b>13 586,0</b>
<b>Total assets</b>	<b>38 263,3</b>	<b>44 105,9</b>	<b>41 806,2</b>
Share capital	51,0	51,0	51,0
Share premium reserve	25,9	25,9	25,9
Retained earnings	10 511,4	8 497,5	9 023,9
Equity owned by the shareholders in the parent company	10 588,3	8 574,4	9 100,8
Non-controlling interests 1)	4 159,6	7 498,1	6 344,2
<b>Equity</b>	<b>14 748,0</b>	<b>16 072,5</b>	<b>15 444,9</b>
Non-current interest bearing liabilities	15 040,3	17 531,3	17 581,2
Other non-current liabilities	1 756,9	1 951,4	1 795,9
<b>Non-current liabilities</b>	<b>16 797,2</b>	<b>19 482,8</b>	<b>19 377,1</b>
Current interest bearing liabilities	3 718,4	1 994,7	3 431,2
Other current liabilities	2 999,6	6 556,0	3 553,0
<b>Current liabilities</b>	<b>6 718,0</b>	<b>8 550,7</b>	<b>6 984,2</b>
<b>Total equity and liabilities</b>	<b>38 263,3</b>	<b>44 105,9</b>	<b>41 806,2</b>

Oslo, 12 May 2016

Bonheur ASA - the Board of Directors

Fred. Olsen  
Chairman

Carol Bell  
Director

Nick Emery  
Director

Helen Mahy  
Director

Andreas Mellbye  
Director

Anette S. Olsen  
Managing Director

1) The non-controlling interests mainly consist of 47.74% of Fred. Olsen Energy ASA, 44.06% of NHST Media Group AS and indirectly 49.00% of Fred. Olsen Wind Limited (UK).



# BONHEUR ASA

## Statement of changes in equity - Group

(NOK million) - unaudited

	Share Capital	Share premium	Translation reserve	Hedging reserve	Fair value reserve	Own shares 1)	Retained earnings	Total	Non- controlling interests	Total equity
Balance at 1 January 2015	51,0	25,9	774,3	-1,0	161,8	-113,3	7 031,5	7 930,2	6 603,6	14 533,7
Total comprehensive income for the period	0,0	0,0	520,0	0,6	-8,8	0,0	132,4	644,2	894,5	1 538,7
<b>Balance at 31 March 2015</b>	<b>51,0</b>	<b>25,9</b>	<b>1 294,4</b>	<b>-0,4</b>	<b>152,9</b>	<b>-113,3</b>	<b>7 163,8</b>	<b>8 574,4</b>	<b>7 498,1</b>	<b>16 072,5</b>
Balance at 1 January 2016	51,0	25,9	2 110,0	-0,6	151,6	-113,3	6 876,2	9 100,8	6 344,2	15 444,9
Total comprehensive income for the period	0,0	0,0	-688,4	0,6	19,0	0,0	104,9	-563,8	-133,1	-696,9
Effects from merger with Ganger Rolf ASA	0,0	0,0	0,0	0,0	0,0	113,3	1 938,1	2 051,4	-2 051,4	0,0
<b>Balance at 31 March 2016</b>	<b>51,0</b>	<b>25,9</b>	<b>1 421,6</b>	<b>0,0</b>	<b>170,6</b>	<b>0,0</b>	<b>8 919,2</b>	<b>10 588,4</b>	<b>4 159,6</b>	<b>14 748,0</b>

### Share capital and share premium

Par value per share	NOK 1.25
Number of shares issued	40 789 308

### Translation reserve

The reserve represents exchange differences resulting from the consolidation of subsidiaries and associated companies having other functional currencies than NOK.

### Hedging reserve

The reserve comprises the effective portion of cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred.

### Fair value reserve

The reserve includes the cumulative net change in the fair value of available-for-sale investments until the investment is derecognised.

### Non-controlling interests

As at 31 March 2016 the non-controlling interests consist of 47.74% of Fred. Olsen Energy ASA, 44.06% of NHST Media Group AS and indirectly 49.00% of Fred. Olsen Wind Limited (UK).

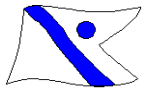
1) Own shares are the Bonheur shares that were owned by Ganger Rolf.



# BONHEUR ASA

## Consolidated statement of cash flow - Group

<i>(NOK million) - unaudited</i>	<b>Jan-Mar 2016</b>	<b>Jan-Mar 2015</b>
<b>Cash flow from operating activities</b>		
Net result	210,7	614,4
<i>Adjustments for:</i>		
Depreciation, impairment losses	886,1	911,0
Net of investment income, interest expenses and net unrealized foreign exchange gains	318,7	60,5
Share of result from associates	-0,1	0,1
Net gain (-) / loss on sale of property, plant and equipment and other investments	-0,7	-1,2
Tax expense	32,3	46,7
Cash generated before changes in working capital and provisions	1 446,9	1 631,4
Increase (-) / decrease in trade and other receivables	283,2	-193,0
Increase / decrease (-) in current liabilities	-388,1	-110,9
Cash generated from operations	1 342,0	1 327,6
Interest paid	-228,6	-206,7
Tax paid	53,5	-43,9
<b>Net cash from operating activities</b>	<b>1 166,9</b>	<b>1 077,0</b>
<b>Cash flow from investing activities</b>		
Proceeds from sale of property, plant and equipment and other investments	57,5	41,5
Interest and dividends received	19,1	24,3
Acquisitions of property, plant and equipment and changes in other investments	-290,6	-1 305,1
<b>Net cash from investing activities</b>	<b>-214,0</b>	<b>-1 239,2</b>
<b>Cash flow from financing activities</b>		
Increase in borrowings	346,8	24,1
Repayment of borrowings	-1 471,6	-151,4
<b>Net cash from financing activities</b>	<b>-1 124,9</b>	<b>-127,2</b>
Net increase in cash and cash equivalents	-171,9	-289,4
Cash and cash equivalents at 1 January	8 340,3	5 673,2
Effect of exchange rate fluctuations on cash held	-521,8	116,8
<b>Cash and cash equivalents at 31 March</b>	<b>7 646,7</b>	<b>5 500,6</b>



# BONHEUR ASA

## Notes

### Note 1 – Basis of presentation

#### Introduction

The consolidated accounts for the first quarter 2016 comprise Bonheur ASA and its subsidiaries (“The Group”) and the shares in associates. The quarterly accounts of 2015 and the Group’s accounts for 2015 may be obtained by contacting Fred. Olsen & Co., Oslo, or at [www.bonheur.net](http://www.bonheur.net).

#### Financial framework and accounting principles

The interim accounts have been prepared in accordance with IAS 34 as adopted by EU and the Securities and Trading Act. The accounts do not include all information required for annual accounts and should be read in conjunction with the Group’s annual accounts for 2015 and the previous interim reports issued in 2015. The interim financial report for the first quarter 2016 was approved by the Company’s board on 12 May 2016.

The accounting principles applied by the Group in these condensed interim financial statements are the same as those applied by the Group in its consolidated financial statements as at and for the year ended 31 December 2015.

#### Estimates

The preparation of interim accounts involves the use of appraisals, estimates and assumptions influencing the amounts stated for assets and obligations, revenues and costs. Actual results may differ from these estimates.

The most important appraisals when applying the Group accounting principles and the primary sources of estimate uncertainties are the same for the preparation of interim accounts as for the 2015 Group accounts.

### Note 2 – Property, plant and equipment – investments and disposals

In 2015, indirect owned subsidiaries of Fred. Olsen Renewables AS, commenced construction of two wind farms in Scotland, Windy Standard II and Crystal Rig III, with expected completion in 3 quarter 2017 and 4 quarter 2016, respectively. Per 31 March 2016 total capitalized construction cost for Windy Standard II and Crystal Rig III are GBP 22 million and GBP 2 million respectively.



## BONHEUR ASA

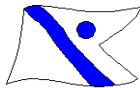
(NOK million)	Rigs and drillships	Vessels	Windfarms	Other	Total
<b>Cost</b>					
Balance at 1 January 2016	36 369,9	8 198,9	7 796,8	1 532,0	53 897,6
Acquisitions	29,3	48,6	49,1	8,7	135,7
Disposals	-24,4			-2,8	-27,2
Movements and foreign currency	-2 228,7	-552,9	-594,7	-90,0	-3 466,4
<b>Balance at 31 March 2016</b>	<b>34 146,1</b>	<b>7 694,6</b>	<b>7 251,1</b>	<b>1 447,9</b>	<b>50 539,7</b>
<b>Depreciation</b>					
Balance at 1 January 2016	20 239,8	4 094,7	2 455,5	1 022,8	27 812,8
Depreciation	654,6	88,8	121,7	20,9	885,9
Disposals	-24,3			-1,1	-25,5
Movements and foreign currency	-1 284,3	-348,7	-215,3	-74,7	-1 923,0
<b>Balance at 31 March 2016</b>	<b>19 585,7</b>	<b>3 834,7</b>	<b>2 361,9</b>	<b>967,9</b>	<b>26 750,2</b>
<b>Carrying amounts</b>					
At 1 January 2016	16 130,1	4 104,3	5 341,2	509,2	26 084,8
<b>At 31 March 2016</b>	<b>14 560,3</b>	<b>3 859,9</b>	<b>4 889,2</b>	<b>480,0</b>	<b>23 789,5</b>

### Note 3 – Intangible assets – investments

As per 31 March 2016 the Bonheur Group had intangible assets of NOK 1.078 million. NOK 573 million is the net book value of the intangible assets from NHST. In addition FOR has intangible assets of NOK 383 million, which is development costs related to wind farms. FOE has intangible assets of NOK 99 million which is goodwill.

### Note 4– Segment information

1. quarter	Offshore drilling		Renewable energy		Shipping/Offsh. wind		Cruise		Other investments		Total fully consolidated companies	
	1Q.16	1Q.15	1Q.16	1Q.15	1Q.16	1Q.15	1Q.16	1Q.15	1Q.16	1Q.15	1Q.16	1Q.15
Fully consolidated companies												
Revenues	2 034	2 207	300	392	142	264	497	511	316	334	3 289	3 707
Operating costs	-829	-983	-97	-82	-238	-194	-467	-462	-371	-351	-2 003	-2 072
Oper. result before depr. (EBITDA)	1 205	1 224	202	310	-97	70	30	49	-55	-17	1 286	1 635
Depreciation	-655	-708	-122	-101	-36	-34	-60	-56	-14	-13	-886	-911
Operating result (EBIT)	551	517	81	209	-133	36	-30	-7	-69	-30	400	724
Net result (EAT)	284	547	148	139	-126	-47	-4	-6	-90	-19	211	614
Total assets	20 478	28 444	9 751	6 611	3 157	3 099	1 961	1 899	2 915	4 053	38 263	44 106
Total liabilities	12 206	17 309	5 923	5 149	1 758	1 581	820	822	2 808	3 172	23 515	28 033



## BONHEUR ASA

### Companies fully consolidated in the accounts

#### **Offshore Drilling**

Fred. Olsen Energy ASA.

#### **Renewable energy**

Fred. Olsen Renewables AS.

#### **Cruise**

Fred Olsen Cruise Lines Ltd and First Olsen Holding AS.

#### **Shipping / Offshore wind**

*Shipping activities: Fred. Olsen Ocean Ltd. and Oceanlink Ltd.*

*Offshore wind: Fred. Olsen Windcarrier AS, Universal Foundation Norway AS and Fred. Olsen Ocean Ltd.*

#### **Other investments**

NHST Media Group AS, Fred. Olsen Travel AS, Fred. Olsen Insurance Services AS, Fred. Olsen Fly- og Luftmaterieil AS, Stavnes Byggeselskap AS, Fred. Olsen Cruise Lines Pte. Ltd., FO Capital Ltd, Bonheur og Ganger Rolf ANS, Bonheur ASA, Ganger Rolf ASA (2015), Laksa AS, Laksa II AS and Fred. Olsens Spedisjon AS (from 2016).

### **Note 5 – Interest bearing loans**

As per March 2016 FOE has repaid USD 135 million and drawn USD 40 million of the fleet facility during the quarter. Available lines under the long-term fleet facility were USD 270 million as per 31 March 2016. FOE has purchased NOK 184 million in its bond loan FOE04. The net outstanding after the purchases is NOK 1 003 million as per 31 March 2016.

FOR has secured bank loans of GBP 313 million, two shareholder loans of a total of GBP 91 million to The Renewables Infrastructure Group Limited, finance lease liabilities of GBP 25 million and other interest bearing loans of GBP 2 million as per 31 March 2016.

FOO has bank loans of equivalent to EUR 110 million outstanding as per 31 March 2016.

NHST has bank loans of NOK 53 million outstanding as per 31 March 2016.

In January 2012, Bonheur ASA completed a NOK 700 million 5 years unsecured bond issue with maturity in 2017 and a NOK 300 million 7 years bond issue with maturity in 2019.

In June 2014, Bonheur ASA completed a NOK 900 million senior unsecured bond issue with maturity in 2019 and a NOK 600 million senior unsecured bond issue with maturity in 2021.

### **Note 6 – Taxes**

There are ongoing tax disputes between subsidiaries within the Group and the Norwegian tax authorities. For further information, please refer to Note 28 in the Annual Report for 2015.

In 2013 a subsidiary, Mopu AS, was notified by the tax authorities of a possible change in the taxable income for 2005-2006. In February 2015 the company received a draft decision, whereby the possible payable tax was estimated to NOK 102 million. The amount was reflected in the recognized income tax expenses for 2014. The tax claim was challenged by the subsidiary, but in June 2015 the company received a final decision from the tax authorities leading to a payable tax, including interest, of NOK 126 million. The company challenged the decision to the tax appeal institute (skatteklagenemda), but in April





## BONHEUR ASA

2016 the appeal institute rejected the challenge. The company has decided not to challenge the decision further.

In 3 quarter 2015, Mopu AS received a draft decision regarding penalty tax on the same case. The penalty tax rate was not reflected in the draft, but may be between 30% and 60% of the original paid tax. The company has challenged the draft decision.

On 4 November 2013 a subsidiary, Fred. Olsen Ocean Ltd. was notified by the tax authorities of a possible change in the taxable income for 2005 – 2009. The company received a draft decision in December 2015 claiming additional tax for the period. The subsidiary has challenged the claim. The possible payable tax is estimated to NOK 67 million including penalty tax of 30%. The subsidiary has not yet received a final claim and has not accrued for any payable tax related to this issue in the accounts as per 1 quarter 2016.

### **Note 7 - Subsequent event**

On 8 February 2016, the boards of directors of Bonheur ASA and Ganger Rolf ASA, respectively, constituted by their competent board members, announced that they had resolved to propose a merger of the two companies.

On 16 March 2016 the merger between the two companies was approved in an Extraordinary General Meeting.

After the expiry of the 6 weeks creditors' notification period, the merger was notified to the Register of Business Enterprises ("Foretaksregisteret") after end of opening hours at Oslo Stock Exchange on the 4 May 2016. The merger then became effective, with first trading date on Oslo Stock Exchange for Bonheur ASA alone as from Friday 6 May 2016.

For accounting purposes, for the Group and the Parent company, the merger will be carried out as if the two entities always had been one merged entity and are presented accordingly from 1 January 2015. For Bonheur ASA, the merger will be carried out with effect from 1 January 2016.

Following the completion of the merger between Ganger Rolf ASA and Bonheur ASA, the new share capital of Bonheur ASA is NOK 53 164 866.25 divided on 42 531 893 shares each with a nominal value of NOK 1.25.



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### Note 8 – Bonheur ASA (Parent company – NGAAP)

4 May 2016 the parent company Bonheur ASA was merged with Ganger Rolf ASA with accounting effect as from 1 January 2016. The figures for 2015 has been restated to reflect the consummation of the merger with Ganger Rolf.

(NOK million) - unaudited

#### CONDENSED INCOME STATEMENT (NGAAP)

	Jan-Mar 2016	Jan-Mar 2015	Jan-Dec 2015
Revenues	0,0	0,3	0,6
Operating costs	-35,3	-31,4	-130,8
<b>Operating result before depreciation (EBITDA)</b>	<b>-35,2</b>	<b>-31,1</b>	<b>-130,2</b>
Depreciation	-0,8	-0,8	-3,3
<b>Operating result (EBIT)</b>	<b>-36,0</b>	<b>-31,9</b>	<b>-133,5</b>
Financial revenues	12,0	37,9	197,0
Financial costs	-35,0	-35,2	-1 847,8
Net financial items	-23,0	2,8	-1 650,8
<b>Result before tax (EBT)</b>	<b>-59,0</b>	<b>-29,1</b>	<b>-1 784,2</b>
Estimated tax cost	0,0	11,4	117,4
<b>Net result after estimated tax</b>	<b>-59,0</b>	<b>-17,7</b>	<b>-1 666,9</b>

#### CONDENSED BALANCE SHEET (NGAAP)

	31.03.2016	31.03.2015	31.12.2015
Deferred tax asset	0,0	0,0	0,0
Property, plant and equipment	58,6	61,7	59,4
Investments in subsidiaries	8 212,9	9 364,7	8 212,3
Investments in associates	0,0	0,0	0,0
Other financial fixed assets	1 194,8	909,2	837,6
<b>Non-current assets</b>	<b>9 466,4</b>	<b>10 335,5</b>	<b>9 109,3</b>
Trade and other receivables	3,7	49,0	230,1
Cash and cash equivalents	1 044,4	2 050,7	1 213,3
<b>Current assets</b>	<b>1 048,1</b>	<b>2 099,8</b>	<b>1 443,5</b>
<b>Total assets</b>	<b>10 514,5</b>	<b>12 435,3</b>	<b>10 552,8</b>
Share capital	51,0	51,0	51,0
Share premium	25,9	25,9	25,9
Retained earnings	4 717,0	6 492,0	4 776,1
<b>Equity</b>	<b>4 793,9</b>	<b>6 568,9</b>	<b>4 853,0</b>
Non-current interest bearing liabilities	1 791,2	2 485,6	2 488,7
Other non-current liabilities	320,9	323,9	319,1
<b>Non-current liabilities</b>	<b>2 112,1</b>	<b>2 809,5</b>	<b>2 807,8</b>
Current interest bearing liabilities	698,5	0,0	0,0
Other current liabilities	2 910,0	3 057,0	2 892,0
<b>Current liabilities</b>	<b>3 608,5</b>	<b>3 057,0</b>	<b>2 892,0</b>
<b>Total equity and liabilities</b>	<b>10 514,5</b>	<b>12 435,3</b>	<b>10 552,8</b>



## BONHEUR ASA

<i>(NOK million) - unaudited</i>	<b>Jan-Mar 2016</b>	<b>Jan-Mar 2015</b>
<b>Cash flow from operating activities</b>		
Net result after tax	-59,0	-17,7
<i>Adjustments for:</i>		
Depreciation	0,8	0,8
Net of investment income, interest expenses and net unrealized foreign exchange gains	27,6	7,7
Net gain on sale of property, plant and equipment and other investments	0,1	-0,2
Tax expense	0,0	-11,4
Cash generated before changes in working capital and provisions	-30,6	-20,8
Increase (-) / decrease in trade and other receivables	-1,1	1,4
Increase / decrease (-) in current liabilities	15,6	-28,6
Cash generated from operations	-16,1	-48,0
Interest paid	-31,9	-34,8
Tax paid	0,0	11,4
<b>Net cash from operating activities</b>	<b>-47,9</b>	<b>-71,4</b>
<b>Cash flow from investing activities</b>		
Proceeds from sale of property, plant and equipment and other investments	56,0	25,8
Interest and dividends received	12,5	23,5
Acquisitions of property, plant and equipment and other investments	-190,5	-44,5
<b>Net cash from investing activities</b>	<b>-122,0</b>	<b>4,9</b>
<b>Cash flow from financing activities</b>		
Increase in borrowings	1,0	1,0
Repayment of borrowings	0,0	0,0
Dividends paid	0,0	0,0
<b>Net cash from financing activities</b>	<b>1,0</b>	<b>1,0</b>
Net increase in cash and cash equivalents	-168,9	-65,5
Cash and cash equivalents at 1 January	1 213,3	2 116,2
<b>Cash and cash equivalents at 31 March</b>	<b>1 044,4</b>	<b>2 050,7</b>