

NORTHERN OCEAN LTD. RESULTS FOR THE SECOND QUARTER AND SIX MONTHS ENDED JUNE 30, 2021

Highlights - Second Quarter

 On May 4, 2021, the Company received a notice of termination from Wintershall DEA Norge AS for the West Mira drilling contract following an extended downtime period after an operational incident on March 19, 2021.

Subsequent Events

- On August 8, 2021, the Company announced it had signed an amended settlement agreement with Seadrill
 Ltd and its subsidiaries. The settlement closes all outstanding balances and claims between the companies,
 provides transition services for the Company's rigs and requires bareboat lease payments on the West Bollsta
 to become payable from Seadrill to the Company, starting August 10, 2021.
- On August 11, 2021, both the Covenant Waivers and the Amortization Waiver were extended until September 3, 2021. The Amortization Amount remains in an account secured on behalf of the lenders.

Results

In the second quarter, operating revenue was \$12.5 million compared to \$26.7 million in the previous quarter. On May 4, 2021, the Company received a notice of termination from Wintershall for the West Mira drilling contract, which was being managed by a Seadrill subsidiary in Norway. The notice follows an extended downtime period after an operational incident on March 19, 2021. Contract revenue was \$10.9 million, reimbursable revenue was \$1.1 million and other revenue from the provision of management services was \$0.6 million in the quarter.

Total operating expenses were \$35.3 million compared to \$32.8 million in the previous quarter. Rig operating expenses were \$18.1 million, which is \$0.9 million lower than the previous quarter. Reimbursable expenses were \$3.2 million and depreciation was \$10.7 million. Administrative expenses were \$3.3 million, which is \$1.6 million higher than the previous quarter primarily due to increased legal lees.

Other financial expenses were \$5.3 million compared with \$5.0 million in the previous quarter. Loan interest expense and amortization of deferred charges were both the same as in the previous quarter at \$4.9 million and \$0.5 million, respectively. There was no foreign exchange gain/loss compared with a gain of \$0.4 million in the previous quarter.

The net loss in the first quarter was \$25.2 million resulting in a basic and diluted loss per share of \$0.39.

Business Update

On August 8, 2021, the Company announced it had signed an amended settlement agreement with Seadrill Ltd ("Seadrill") and its subsidiaries. The settlement closes all outstanding balances and claims between the companies, provides transition services for the Company's rigs and requires bareboat lease payments on the *West Bollsta* to become payable from Seadrill to the Company, starting August 10, 2021. The settlement is subject to several conditions, including obtaining approval by the bankruptcy court under Seadrill's Chapter 11 protection in the US, before the bareboat lease payments will be made.

The *West Mira* is now idle in a yard near Bergen with PSW Technology AS and Captar Holdings Ltd providing various services, and the rig is expected to remain stacked in a condition to return to service efficiently when new employment is secured.

As set out in the First Quarter Report dated May 28, 2021, the Company is running out of liquidity and is therefore dependent on loans and/or equity issuances and/or restructuring its net current liabilities to finance its working capital and debt service obligations, which raises substantial doubt about the Company's ability to continue as a going concern.

On August 11, 2021, both the Covenant Waivers and the Amortization Waiver were extended until September 3, 2021. The Amortization Amount remains in an account secured on behalf of the lenders.

Forward Looking Statements

The Company's activities are subject to significant risks and uncertainties that can have an adverse effect on the Company's business, financial condition, results of operations and cash flow. See Note 1 to the unaudited condensed consolidated financial statements.

This Report contains certain forward-looking statements relating to the business, financial performance and results of the Company and/or the industry in which it operates, sometimes identified by the words "believes", "expects", "intends", "plans", "estimates" and similar expressions. The forward-looking statements contained in this Report, including assumptions, opinions and views of the Company or cited from third-party sources, are solely opinions and forecasts which are subject to risks, uncertainties and other factors that may cause actual events to differ materially from any anticipated development. The Company does not provide any assurance that the assumptions underlying such forward-looking statements are free from errors, nor does the Company accept any responsibility for the future accuracy of the opinions expressed in the presentation or the actual occurrence of the forecasted developments. No obligations are assumed to update any forward-looking statements or to conform these forward-looking statements to actual results.

The Board of Directors Northern Ocean Ltd. Hamilton, Bermuda August 27, 2021

Questions should be directed to: Scott McReaken: Chief Executive Officer +1 (832) 509 7191

2020 Apr-Jun		CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS (in thousands of \$)	2021 Jan-Jun	2020 Jan-Jun	2020
23,045	10,876	Contract revenue	35,615	39,821	86,849
1,666	1,084	Reimbursable revenue	2,750	3,928	7,142
102	579	Other income	851	211	621
24,813	12,539	Total operating revenues	39,216	43,960	94,612
18,688	18,123	Rig operating expenses	37,088	37,107	77,224
1,633	3,182	Reimbursable expenses	4,811	3,790	6,996
5,628	10,658	Depreciation	21,109	13,293	29,584
1,240	3,318	Administrative expenses	5,034	2,050	4,495
27,189	35,281	Total operating expenses	68,042	56,240	118,299
(2,376)	(22,742)	Net operating loss	(28,826)	(12,280)	(23,687)
3	1	Interest income	3	159	171
(3,452)	(5,319)	Other financial expense	(10,324)	(10,000)	(14,845)
(5,825)	(28,060)	Net loss before taxes	(39,147)	(22,121)	(38,361)
67	2,899	Tax credit	2,639	1,208	1,853
(5,758)	(25,161)	Net loss	(36,508)	(20,913)	(36,508)
(0.09)	(0.39)	Basic and diluted loss per share (\$)	(0.57)	(0.33)	(0.57)

2020 Apr-Jun		CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE LOSS (in thousands of \$)	2021 Jan-Jun	2020 Jan-Jun	2020
(5,758)	(25,161)	Net loss	(36,508)	(20,913)	(36,508)
45	74	Foreign currency translation gain (loss)	1	(6)	59
45	74	Other comprehensive income (loss)	1	(6)	59
(5,713)	(25,087)	Comprehensive loss	(36,507)	(20,919)	(36,449)

CONDENSED CONSOLIDATED BALANCE SHEET		
(in thousands of \$)	Jun 2021	Dec 2020
ASSETS		
Short term		
Cash and cash equivalents	17,602	37,471
Restricted cash	10,152	157
Accounts receivable, net	2,808	7,296
Unbilled receivables	38	8,913
Related party receivables	128	696
Inventory	891	_
Other current assets	5,661	6,373
Long term		
Drilling units	1,050,229	1,070,745
Fixtures and fittings	3	1
Deferred tax	5,639	2,973
Total assets	1,093,151	1,134,625
LIABILITIES AND EQUITY		
Short term liabilities		
Current portion of long term debt	398,569	190,000
Other current liabilities	10,238	14,188
Deferred revenue	7,265	17,909
Related party payables	133,522	122,670
Related party short term debt	70,000	_
Long term liabilities		
Long term debt	_	207,552
Deferred revenue	2,989	5,231
Related party long term debt	_	70,000
Commitments and contingencies (Note 13)		
Total equity	470,568	507,075
Total liabilities and equity	1,093,151	1,134,625

2020 Apr-Jun		CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (in thousands of \$)	2021 Jan-Jun	2020 Jan-Jun	2020
(5,758)	(25,161)	NET LOSS	(36,508)	(20,913)	(36,508)
		Adjustment to reconcile net loss to net cash (used			
511	511	in) provided by operating activities: Amortization of deferred charges	1,017	1,023	2,057
(3,118)	(9,753)	Amortization of deferred charges Amortization of deferred revenue	(14,063)	(5,870)	(12,101)
5,628	10,658	Depreciation	21,109	13,293	29,584
45	82	Unrealized foreign exchange (gain) loss	(25)	(6)	59
(67)	(2,899)	Tax	(2,639)	(1,208)	(2,043)
(07)	(2,0))	Change in operating assets and liabilities;	(2,037)	(1,200)	(2,043)
(1,397)	4,058	Receivables	4,488	1,647	(82)
2,564	7,563	Unbilled receivables	8,874	(830)	6,758
5,087	520	Other current assets	(179)	5,435	5,343
17,096	(148)	Other current liabilities	(1,065)	23,959	6,871
(21,019)	8,612	Related party balances	8,071	(10,408)	5,784
1,637	1	Deferred revenue	1,177	4,290	8,773
1,209	(5,956)	Net cash (used in) provided by operating activities	(9,743)	10,412	14,495
1,20>	(0,200)	INVESTING ACTIVITIES	(>,)	10,112	1,,,,,
(3,155)	1,779	Additions to newbuildings and drilling units	(131)	(5,485)	(41,290)
(3,155)	1,779	Net cash used in investing activities	(131)	(5,485)	(41,290)
, ,		FINANCING ACTIVITIES	, ,	(, ,	, , ,
_	_	Net proceeds from share issuances	_	400	400
_	_	Proceeds from long term debt	_	50,000	50,000
(10,000)	_	Repayment of bank debt	_	(20,000)	(40,000)
(10,000)	_	Net cash provided by (used in) financing activities	_	30,400	10,400
(11,946)	(4,177)	Net change	(9,874)	35,327	(16,395)
101,296	31,931	Cash, cash equivalents and restricted cash at start of the period	37,628	54,023	54,023
89,350	27,754	Cash, cash equivalents and restricted cash at end of the period	27,754	89,350	37,628

CONSOLIDATED STATEMENT OF CHANGES IN		
EQUITY	2021	
(in thousands of \$ except number of shares)	Jan-Jun	2020
Number of shares outstanding		
Balance at beginning of period	63,802,378	63,726,692
Shares issued	_	75,686
Balance at end of period	63,802,378	63,802,378
Share capital		
Balance at beginning of period	63,803	63,727
Shares issued	_	76
Balance at end of period	63,803	63,803
Additional paid in capital		
Balance at beginning of period	488,334	488,010
Shares issued	_	324
Balance at end of period	488,334	488,334
Accumulated other comprehensive income		
Balance at beginning of period	72	13
Other comprehensive income	1	59
Balance at end of period	73	72
Retained deficit		
Balance at beginning of period	(45,134)	(8,626)
Net loss	(36,508)	(36,508)
Balance at end of period	(81,642)	(45,134)
Total equity	470,568	507,075

1. GENERAL

Northern Ocean Ltd., or the Company, was incorporated under the laws of Bermuda on March 3, 2017 with its principal executive office located in Hamilton, Bermuda, for the purpose of ownership of offshore drilling rigs. The Company is expected to be primarily engaged in offshore contract drilling for the oil and gas industry in harsh environments worldwide.

As of the date of this report, the Company owns two semi-submersible rigs, *West Mira* and *West Bollsta*, which were delivered to the Company in December 2018 and June 2019, respectively.

The West Mira commenced a drilling contract with Wintershall Norge AS ("Wintershall") on November 7, 2019. This contract is between Wintershall and a variable interest entity ("VIE") subsidiary of Seadrill Ltd ("Seadrill"), which the Company consolidates as it is deemed to be its primary beneficiary. On May 4, 2021, the Company received a notice of termination from Wintershall for the West Mira drilling contract, which was being managed by a Seadrill subsidiary in Norway. The notice follows an extended downtime period after an operational incident on March 19, 2021.

On October 6, 2020, the *West Bollsta* commenced a 10 well drilling contract in Norway with Lundin Energy Norway AS ("Lundin"). This contract is between a wholly-owned subsidiary of Seadrill, which the Company does not consolidate, and Lundin. As a consequence of this, the Unaudited Condensed Consolidated Statement of Operations for the three and six months ended June 30, 201 does not include any of the operating results of the West Bollsta drilling contract with Lundin.

The Company's activities are subject to significant risks and uncertainties that can have an adverse effect on the Company's business, financial condition, results of operations and cash flow. Such risks and uncertainties include, among others, decreasing market value of the rigs, failure to acquire future assets, developing into an operating business, securing funding for new rigs and maintaining sufficient operating liquidity. In addition, public health threats, such as the Coronavirus, influenza and other highly communicable diseases or viruses, outbreaks of which have from time to time occurred in various parts of the world in which we operate could adversely impact our operations as well as the operations of our customers. The Company also needs to comply with certain financial covenants under the terms of its existing term loan facility and failure to do so would require the outstanding loan to be repaid. Further, the success and growth of the Company's business is depending on the level of activity in the offshore oil and gas industry generally and the drilling industry specifically. Both such industries are highly competitive and are significantly impacted by the price of oil, which can be very volatile. Further, the Company has a limited number of rigs which makes it vulnerable in the event of a loss of revenue of any such rigs due to market developments, technical or regulatory matters, and should the Company not be able to obtain favorable contracts for its rigs.

2. BASIS OF ACCOUNTING

The unaudited condensed consolidated financial statements are stated in accordance with accounting principles generally accepted in the United States. The unaudited condensed consolidated financial statements do not include all of the disclosures required in annual and interim consolidated financial statements and should be read in conjunction with the Company's audited financial statements for the year ended December 31, 2020.

Going concern assumption

These consolidated financial statements are prepared under the going concern assumption. The Company is dependent on loans and/or equity issuances and/or restructuring its net current liabilities to finance its loan obligations and working capital, which raises substantial doubt about the Company's ability to continue as a going concern. On August 8, 2021, the Company announced it had signed an amended settlement agreement with Seadrill Ltd ("Seadrill") and its subsidiaries. The settlement closes all outstanding balances and claims between the companies, provides transition services for the Company's rigs and requires bareboat lease payments on the *West Bollsta* to become payable from Seadrill to the Company, starting August 10, 2021. The settlement is subject to several conditions, including obtaining approval by the bankruptcy court under Seadrill's Chapter 11 protection in the

US, before the bareboat lease payments will be made. The settlement has not yet been completed at the date of this report.

3. REVENUE FROM CONTRACTS WITH CUSTOMERS

The following table provides information about receivables and contract liabilities from our contracts with customers at June 30, 2021:

(in thousands of \$)

Accounts receivable, net	2,808
Unbilled receivables	38
Current contract liabilities (deferred revenue)	7,265
Non-current contract liabilities (deferred revenue)	2,989

The deferred revenue included above consists primarily of mobilization and upgrade revenue for both wholly and partially unsatisfied performance obligations as well as expected variable mobilization and upgrade revenue for partially unsatisfied performance obligations, which has been estimated for purposes of allocating across the entire corresponding performance obligations.

(in thousands of \$)

Total contract liabilities at December 31, 2020	23,140
Deferred revenue accruing in the period	1,177
Amortization of deferred revenue	(14,063)
Total contract liabilities at June 30, 2021	10,254
Current contract liabilities	7,265
Long term contract liabilities	2,989

4. INCOME TAXES

Bermuda

Under current Bermuda law, the Company is not required to pay taxes in Bermuda on either income or capital gains. The Company has received written assurance from the Minister of Finance in Bermuda that, in the event of any such taxes being imposed, the Company will be exempted from taxation until March 31, 2035.

Other Jurisdictions

The Company has subsidiaries, which were incorporated in the Marshall Islands and they are not subject to income tax. Certain of the Company's subsidiaries and branches in Norway and the USA are subject to income tax in their respective jurisdictions. The tax paid by subsidiaries and branches that are subject to income tax is not material.

Deferred tax

Deferred tax assets and liabilities are based on temporary differences that arise between carrying values of assets and liabilities used for financial reporting purposes and amounts used for taxation purposes and the future tax benefits of tax loss carry forwards.

The Company does not have any unrecognized tax benefits, material accrued interest or penalties relating to income taxes.

5. EARNINGS PER SHARE

The computation of basic and diluted earnings per share is based on the weighted average number of shares outstanding and net income (loss). The Company does not have any dilutive instruments. The components of the numerator and the denominator in the calculation are as follows;

2020 Apr-Jun	2021 Apr-Jun		2021 Jan-Jun	2020 Jan-Jun	2020
(5,758)	(25,161)	Net loss (in thousands of \$)	(36,508)	(20,913)	(36,508)
(3,738)	(23,101)	ivet loss (iii tilousalius of \$)	(30,308)	(20,913)	(30,308)
63,803	63,803	Weighted average number of ordinary shares (in thousands)	63,803	63,779	63,791

6. RESTRICTED CASH

Restricted cash consists of cash held in a restricted account for payroll taxes and unpaid loan payments, as agreed with the banks, of \$5.0 million that was due on March 3, 2021 for the West Mira facility and \$5.0 million that was due on March 13, 2021 for the Bollsta Facility,

7. DRILLING UNITS

Movements in the carrying value of Drilling units in the six months ended June 30, 2021 may be summarized as follows:

(in thousands of \$)	Cost	Accumulated	Net carrying
Balance at December 31, 2020	1,103,313	(32,568)	1,070,745
Additions	593	_	593
Depreciation		(21,109)	(21,109)
Balance at June 30, 2021	1,103,906	(53,677)	1,050,229

8. OTHER CURRENT ASSETS

Other current assets at June 30, 2021 may be summarized as follows:

(in thousands of \$)	
Reimbursable amounts due from customer	1,475
VAT receivable	2,971
Other	1,215
	5,661

9. OTHER CURRENT LIABILITIES

Other current liabilities at June 30, 2021 may be summarized as follows:

(in thousands of \$)	
Accounts payable	3,857
Accrued administrative expenses	3,962
Accrued newbuilding expenses	37
Other payables	700
Accrued interest expense	1,682
	10,238

10. DEBT

Debt at June 30, 2021 may be summarized as follows:

(in thousands of \$)

U.S. dollar denominated floating rate debt:	
\$200.0 million term loan facility - West Mira	170,000
\$200.0 million term loan facility - West Bollsta	180,000
\$50.0 million term loan facility - West Mira and West Bollsta	50,000
Total debt	400,000
Deferred charges	(1,431)
Short term debt	398,569
Long term debt	

The outstanding debt as of June 30, 2021 is repayable as follows:

(in thousands of \$)

Year 1	400,000
Year 2	_
Year 3	_
Year 4	_
Year 5	_
Thereafter	
	400,000

On February 26, 2021, it was agreed to extend the certain covenant waivers (the "Covenant Waivers") until April 3, 2021. It was simultaneously agreed to waive the amortization payments of \$5.0 million becoming due on March 3, 2021 for the West Mira facility and the \$5.0 million becoming due on March 13, 2021 for the Bollsta Facility, until March 30, 2021 (together the "Amortization Waiver"). The aggregate amount of \$10.0 million (the "Amortization Amount") was set aside in an account secured on behalf of the lenders.

On March 30, 2021, both the Covenant Waivers and the Amortization Waiver were extended to April 15, 2021. The Amortization Amount remains in an account secured on behalf of the lenders.

On April 15, 2021, both the Covenant Waivers and the Amortization Waiver were extended until May 15, 2021. The Amortization Amount remains in an account secured on behalf of the lenders.

On May 13, 2021, both the Covenant Waivers and the Amortization Waiver were extended until June 3, 2021. The Amortization Amount remains in an account secured on behalf of the lenders.

On June 3, 2021, both the Covenant Waivers and the Amortization Waiver were extended until July 9, 2021. The Amortization Amount remains in an account secured on behalf of the lenders.

Assets pledged

(in thousand	ds o	f \$)
--------------	------	-------

Drilling unit	1,050,229

Deferred charges

(in thousands of \$)

Debt arrangement fees	5,910
Accumulated amortization	(4,479)
	1,431

11. FAIR VALUES

The carrying value and estimated fair value of the Company's financial instruments as of June 30, 2021 are as follows:

(in thousands of \$)	Carrying Value	Fair Value
Assets:		
Cash and cash equivalents	17,602	17,602
Restricted cash	10,152	10,152
Liabilities:		
Floating rate debt	398,569	398,569
Related party short term debt	70,000	60,083

The estimated fair value of financial assets and liabilities are as follows:

(in thousands of \$)	Fair Value	Level 1	Level 2	Level 3
Assets:				
Cash and cash equivalents	17,602	17,602	_	_
Restricted cash	10,152	10,152		_
Liabilities:				
Floating rate debt	398,569	_	398,569	_
Related party short term debt	60,083			60,083

The following methods and assumptions were used to estimate the fair value of each class of financial instrument;

Cash and cash equivalents – the carrying values in the balance sheet approximate fair value.

Restricted cash – the carrying value in the balance sheet approximates fair value.

Floating rate debt (being total debt less the carrying value of deferred charges) - the fair value of floating rate debt has been determined using level 2 inputs and is considered to be equal to the carrying value since it bears variable interest rates, which are reset on a quarterly basis.

Related party short term debt - the fair value has been determined using level 3 inputs being the discounted expected cash flows of the outstanding debt.

12. RELATED PARTY TRANSACTIONS

Hemen Holding Ltd, or Hemen Holding, a Cyprus holding company, indirectly controlled by trusts established by Mr. John Fredriksen, for the benefit of his immediate family, owned 39.5% of the Company's outstanding ordinary shares at June 30, 2021. The Company transacts business with the following related parties, being companies in which Hemen Holding, or companies affiliated with Hemen Holding, has a significant interest - Seadrill Ltd, or Seadrill, Seatankers Management Co. Ltd, or Seatankers Management, Sterna Finance Ltd, or Sterna, Golden Ocean Management AS, or Golden Ocean, Frontline Management (Bermuda) Limited, or Frontline Management, and Northern Drilling Ltd or Northern Drilling.

Related party balances

Seadrill transactions

The West Mira commenced its drilling contract with Wintershall on November 7, 2019, and was charged a fixed fee for management services included in Rig Operating Expenses. The West Mira contract is between Wintershall and Seadrill Northern Operations Ltd, a subsidiary of Seadrill Ltd, and a variable interest entity which the Company consolidates as it is deemed to be

its primary beneficiary. In the six months ended June 30, 2021 the Company was charged management fees from Seadrill in the amount of \$2.6 million.

Golden Ocean, Frontline and Seatankers Management transactions

The Company and its subsidiaries receive treasury, accounting, corporate secretarial and advisory services from these entities and was charged \$0.4 million in the six months ended June 30, 2021.

NODL transactions

The Company provides management services to NODL and charged \$0.8 million in the six months ended June 30, 2021.

A summary of balances due from related parties at June 30, 2021 is as follows:

(in thousands of \$)	
Northern Drilling Ltd	128

A summary of balances claimed by related parties to be due to them at June 30, 2021 is as follows:

(in thousands of \$)	
Seadrill companies	133,439
Seatankers Management Co. Ltd	51
Frontline companies	32
	133,522

The \$70.0 million loan from Sterna is repayable on June 19, 2022.

13. COMMITMENTS AND CONTINGENCIES

As of June 30, 2021, the Company had no capital commitments.

14. SUBSEQUENT EVENTS

On July 8, 2021, both the Covenant Waivers and the Amortization Waiver were extended until August 16, 2021. The Amortization Amount remains in an account secured on behalf of the lenders.

On August 8, 2021, the Company announced it had signed an amended settlement agreement with Seadrill and its subsidiaries. The settlement closes all outstanding balances and claims between the companies, provides transition services for the Company's rigs and requires bareboat lease payments on the *West Bollsta* to become payable from Seadrill to the Company, starting August 10, 2021. The settlement is subject to several conditions, including obtaining approval by the bankruptcy court under Seadrill's Chapter 11 protection in the US, before the bareboat lease payments will be made.

The *West Mira* is now idle in a yard near Bergen with PSW Technology AS and Captar Holdings Ltd providing various services, and the rig is expected to remain stacked in a condition to return to service efficiently when new employment is secured.

As set out in the First Quarter Report dated May 28, 2021, the Company is running out of liquidity and is therefore dependent on loans and/or equity issuances and/or restructuring its net current liabilities to finance its working capital and debt service obligations, which raises substantial doubt about the Company's ability to continue as a going concern.

On August 11, 2021, both the Covenant Waivers and the Amortization Waiver were extended until September 3, 2021. The Amortization Amount remains in an account secured on behalf of the lenders.

NORTHERN OCEAN LTD. INTERIM REPORT JANUARY - JUNE 2021

Responsibility Statement

We confirm, to the best of our knowledge, that the condensed consolidated financial statements for the period January 1 to June 30, 2021 have been prepared in accordance with U.S generally accepted accounting principles, and give a true and fair view of the Company's assets, liabilities, financial position and profit or loss as a whole. We also confirm, to the best of our knowledge, that the interim management report includes a fair review of important events that have occurred during the first six months of the financial year and their impact on the condensed consolidated financial statements, a description of the principal risks and uncertainties for the remaining six months of the financial year, and major related party transactions.

The Board of Directors Northern Ocean Ltd. Hamilton, Bermuda August 27, 2021