2023 ANNUAL REPORT

SBM OFFSHORE

Rules of conduct with regard to inside information are in place to ensure compliance with the Act on Financial Supervision. For example, these rules forbid the exercise of options or other financial instruments during certain periods, more specifically when an employee is in possession of price-sensitive information.

The movement in the outstanding number of shares which could potentially vest at a point in time under the Company share-based payment plans is illustrated in the following table.

in number of shares	2023	2022
Outstanding at 1 January	**3,064,079**	**2,910,725**
Granted	1,686,474	1,629,422
Vested	(1,064,211)	(1,125,632)
True-up at vesting	-	-
Cancelled or forfeited	(350,106)	(350,436)
Total movements	**272,157**	**153,354**
Outstanding at 31 December	**3,336,236**	**3,064,079**

REMUNERATION OF THE SUPERVISORY BOARD

The remuneration of the Supervisory Board amounted to EUR601 thousand (2022: EUR658 thousand) and can be specified as follows:

	2023			2022		
in thousands of EUR	Basic remuneration	Committees	Total	Basic remuneration	Committees	Total
Total	**521**	**78**	**599**	**580**	**78**	**658**

There are no share-based incentives granted to the members of the Supervisory Board. Nor are there any loans outstanding to the members of the Supervisory Board or guarantees given on behalf of members of the Supervisory Board. In 2023, the number of Supervisory Board members decreased from 7 to 6.

NUMBER OF EMPLOYEES

Number of employees (by operating segment)

	2023		2022	
By operating segment:	Average	Year-end	Average	Year-end
Lease and Operate	2,420	2,667	2,072	2,172
Turnkey	2,129	2,036	2,110	2,221
Other	639	701	549	576
Total excluding employees working for JVs and associates	**5,187**	**5,404**	**4,731**	**4,969**
Employees working for JVs and associates	531	531	529	530
Total	**5,717**	**5,935**	**5,259**	**5,499**

Number of employees (by geographical area)

	2023		2022	
By geographical area:	Average	Year-end	Average	Year-end
the Netherlands	507	496	471	518
Worldwide	4,680	4,908	4,260	4,451
Total excluding employees working for JVs and associates	**5,187**	**5,404**	**4,731**	**4,969**
Employees working for JVs and associates	531	531	529	530
Total	**5,717**	**5,935**	**5,259**	**5,499**

The figures exclude fleet personnel hired through crewing agencies as well as other agency and freelance staff for whom expenses are included within 'other employee benefits'. The increase of Lease and Operate average headcount is primarily due to FPSO *Prosperity* joining the fleet during the current year and full ramp up on *FPSO Sepetiba* before producing and on hire on January 2nd, 2024, resulting as well in the reduction of the Turnkey segment at year end. The increase in 'Other' is mainly due to temporary headcount transition following the implementation of an optimization plan related to the Company's support functions' activities and a continuing investment in the Company's digital initiatives.

4.3.7 RESEARCH AND DEVELOPMENT EXPENSES

Research and development expenses amounted to US$37 million (2022: US$35 million) and mainly relate to the internal projects for Renewables development costs and energy transition costs related to emissionZERO® and 'Digital FPSO'.

The amortization of development costs recognized in the statement of financial position is allocated to cost of sales when the developed technology is used through one or several projects. Otherwise, it is allocated to research and development expenses.

4.3.8 NET IMPAIRMENT GAINS/(LOSSES) ON FINANCIAL AND CONTRACT ASSETS

In the context of the current economic and geopolitical environment, during 2023, the Company anticipated a range of possible impacts that could arise from the general economic downturn, the pressure on price inflation, the energy market pressure, increasing interest rates and other governmental actions as a consequence of the geopolitical environment. In response to these effects, the Company (i) reassessed whether there is a significant increase in credit risk related to its financial assets as of December 31, 2023, and (ii) updated estimates in terms of 'probability of default' and 'loss given default' in order to determine the expected credit losses.

Finance Lease Receivables

There was no payment default on any finance lease contract over the period. In addition, despite the overall economic downturn, the Company concluded that the counterparties of the finance lease receivables still have a strong capacity to meet their contractual cash flow obligations, based on existing contractual arrangements, which include parent company guarantees. Based on the available forward-looking information related to the oil price, it is also assumed that none of the assets leased under the Company's finance lease contracts would become uneconomical to operate for clients.

Therefore, the Company concludes that (i) the credit risk has not increased significantly since the initial recognition of the finance lease receivable, and (ii) the finance lease receivables still have a low credit risk as of December 31, 2023. As a result, the Company recognizes a 12-month expected credit loss.

Contract assets and Trade Receivables

As for the finance leases, there was no payment default (including overdue of more than 90 days) on any significant trade receivables over the period. The Company performed, as usual, a detailed analysis of the credit risks associated with significant trade receivables balances as at the reporting date. This did not result in any specific significant increase in credit risks related to its outstanding contract assets and trade receivables.

Other Financial Assets

Overall, the reassessment of the expected credit losses of other financial assets resulted in a limited impact.

During the year, the following gains/(losses) related to credit risks were recognized:

	2023	2022
Impairment losses		
- Movement in loss allowance for trade receivables	(1)	1
- Movement in loss allowance for contract assets	0	0
- Movement in loss allowance for finance lease receivables	0	(0)
(Impairment)/impairment reversal losses on financial lease receivables	-	-
(Impairment)/impairment reversal losses on other financial assets	(20)	14
Net impairment gains/(losses) on financial and contract assets	**(21)**	**15**

During the year 2023, the Company recognized a US$(21) million net impairment loss on financial and contract assets (December 31, 2022: gain of US$15 million attributable to the reversal of an impairment which was previously recognized for a funding loan provided to an equity accounted entity).