Subsea 7 S.A. Announces Third Quarter 2026 Results

Luxembourg – 19 November 2026 – Subsea 7 S.A. (Oslo Børs: SUBC, ADR: SUBCY, ISIN: LU0075646355, the Company) announced today results of Subsea7 Group (the Group, Subsea7) for the third quarter of 2026 which ended 30 September 2026.

Highlights

- Adjusted EBITDA of $549 million in the third quarter, an increase of 35% compared with the prior year period, equating to a margin of 26.5%, up from 22.1% in the third quarter last year
- Strong performance in Subsea and Conventional, with revenue growth of 13% and an Adjusted EBITDA margin of 29%, up from 24% in the third quarter 2025. A solid performance in Renewables with revenue growth of 11% and an Adjusted EBITDA margin steady at 16%
- High-quality backlog of $12.5 billion including $6.1 billion for execution in 2027, providing high revenue visibility
- Strong cash conversion of 1.3x, resulting in net cash including lease liabilities of $734 million, up from $190 million in the second quarter 2026
- Guidance for full year 2026 revenue raised to approximately $8 billion (from $7.4 to 7.8 billion) with Adjusted EBITDA margin maintained at approximately 24%
- As of yesterday, approvals have been received from 13 of the 16 antitrust authorities whose clearance is required, including most recently in Brazil and Egypt with the proposed merger with Saipem now expected to complete in early 2027
- Sale of heavy transportation business agreed, supporting the distribution of a special dividend of €105 million, as outlined in the Common Merger Plan

	Third Quarter		Nine Months Ended	
For the period (in $ millions, except Adjusted EBITDA margin and per share data)	**Q3 2026 Unaudited**	Q3 2025 Unaudited	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Revenue	**2,072**	1,840	**5,788**	5,125
Adjusted EBITDA[(a)]	**549**	407	**1,405**	1,003
Adjusted EBITDA margin[(a)]	**27%**	22%	**24%**	20%
Net operating income	**388**	232	**914**	495
Net income	**223**	109	**575**	257
Earnings per share – in $ per share				
Basic	**0.76**	0.38	**1.96**	0.90
Diluted[(b)]	**0.75**	0.38	**1.94**	0.89

At (in $ millions)	**30 Sep 2026 Unaudited**	30 June 2026 Unaudited
Backlog[(a)]	**12,544**	13,645
Book-to-bill ratio[(a)]	**0.5x**	1.1x
Cash and cash equivalents	**1,506**	1,046
Borrowings	**(447)**	(493)
Net cash excluding lease liabilities[(a)]	**1,059**	553
Net cash including lease liabilities[(a)]	**734**	190

(a) For explanations and reconciliations of Adjusted EBITDA, Adjusted EBITDA margin, Backlog, Book-to-bill ratio and Net cash refer to the 'Alternative Performance Measures' section of the Condensed Consolidated Financial Statements.

(b) For the explanation and a reconciliation of diluted earnings per share refer to Note 7 'Earnings per share' to the Condensed Consolidated Financial Statements.

Stuart Fitzgerald, Chief Executive Officer, said:

Subsea7 achieved particularly strong results in the third quarter of 2026, delivering revenue growth of 13% alongside margin expansion to 26.5%, up from 22.1% a year ago and 24.4% in the second quarter. This strong outcome reflects the success of our long-term strategy, discipline in tendering, focus on optimising execution and the dedication and commitment of our people. While I am pleased with the progress we have made this year, we remain focused on delivering further improvements in both our operational and financial performance that will continue to strengthen our track record of predictable delivery and value creation for clients and shareholders.

Merger update

On 4 November, Subsea7 and Saipem received approval for the proposed merger from the Brazilian competition authority. The approval was conditional upon the sale of *Seven Borealis* and we have begun the process of identifying a buyer. As part of the divestment, a sale and leaseback arrangement will be in place to ensure Subsea7 can continue to execute its backlog of existing projects without interruption. These commitments currently extend into 2028. As of yesterday, approvals have been received from 13 of the 16 antitrust authorities whose clearance is required with the processes with anti-trust authorities in West Africa (Economic Community of West African States), Australia and European Commission continuing. The proposed merger is now expected to complete in early 2027.

Third quarter project review

In Subsea and Conventional, activity was high throughout the third quarter, with a vessel utilisation of 84%. *Seven Vega* was active in the Gulf of America, installing production risers at the Monument field. With a pipe wall thickness of approximately 40 millimetres, this project reaffirmed the use of reeled pipelay for ultra-high pressure ('20K') field developments. Remaining in the region, *Seven Vega* went on to lay pipe at Buckskin South and began mobilising for Trion in Mexico. *Seven Seas* also worked on Monument before moving to the Ginger field in Trinidad and Tobago. Further south, in Brazil, *Seven Oceans* and *Seven Merlin* made good progress at Mero 4 and Búzios 8 and 9. In Norway, *Seven Oceanic* installed various umbilicals and equipment at Yggdrasil, Gjøa, Fenris, Northern Lights and Fram Sør, while *Seven Pacific* was active installing flexibles, umbilicals, and jumpers at Sakarya and Mina West, in Türkiye

and Egypt, respectively. *Seven Arctic* underwent a 5-year dry dock before mobilising to Australia and *Seven Navica* also underwent planned maintenance.

In Renewables, offshore activity continued at a very high pace, achieving utilisation of 92%. *Seaway Ventus* continued installation of monopiles at East Anglia THREE in the UK before undergoing planned maintenance. *Seaway Strashnov* continued monopile installation in France before mobilising for Baltica 2 in Poland. *Seaway Aimery* installed cables at East Anglia THREE before moving to Baltyk II & III in Poland. *Seaway Alfa Lift* installed transition pieces and pin piles at Inch Cape in the UK.

Third quarter financial review

Revenue was $2.1 billion, growth of 13% when compared with the prior year period. Adjusted EBITDA was $549 million equating to a margin of 26.5%, up from 22.1% in Q3 2025. After net losses within other gains and losses of $63 million, primarily driven by non-cash losses on embedded derivatives, and taxation of $101 million, net income was $223 million.

Net cash generated from operating activities was $629 million, including a $191 million favourable movement in net working capital. Net cash used in investing activities was $56 million, of which $73 million related to purchases of property, plant and equipment. Net cash used in financing activities was $113 million including lease payments of $51 million. During the quarter, cash and cash equivalents increased by $460 million to $1,506 million and, at 30 September 2026, net cash was $734 million including lease liabilities of $325 million.

Third quarter order intake was approximately $900 million comprising new awards of approximately $400 million and escalations of approximately $500 million resulting in a book-to-bill ratio of 0.5 times. Backlog at the end of September was $12.5 billion, of which $2.1 billion is expected to be executed in the remainder of 2026, $6.1 billion in 2027 and $4.3 billion in 2028 and beyond.

Outlook

After a decade of engineering optimisation and standardisation by Subsea7 and the broader industry, deepwater developments occupy a competitive position on the resource cost curve, with oil price breakevens of around $40 per barrel or less. Supported by attractive economics and relatively low carbon intensity, driven in part by economies of scale, greenfield and brownfield deepwater developments are expected to remain an essential part of the global energy mix across a wide range of macroeconomic scenarios for the foreseeable future. Recent concerns regarding energy security and supply diversification further reinforce this view.

While the geopolitical environment remains uncertain and commodity price volatility is elevated, activity levels and bidding prospects across Subsea7's key subsea markets remain resilient. We therefore expect demand for our solutions to remain robust in the years ahead. Capital discipline among our clients, as well as by Subsea7 and its peers, supports the prospect of a prolonged upcycle, without the extreme highs and lows experienced in previous cycles.

In this environment, Subsea7's focus on quality order intake and strong project execution should continue to support further improvement in our return on capital employed. Leveraging the skills of our 2,800 experienced engineers and project managers, together with a modern, capable fleet of vessels and their crews, Subsea7 remains focused on sustaining returns at a level that creates value and opportunity for its shareholders, clients and workforce.

Guidance

In full year 2026, we anticipate revenue to be approximately $8 billion (formerly $7.4 to 7.8 billion) with Adjusted EBITDA margin maintained at approximately 24%. In full year 2027, we expect revenue to be approximately $8 billion, with an Adjusted EBITDA margin of approximately 25%.

Conference Call Information

Date: 19 November 2026
Time: 12:00 UK Time, 13:00 CET
Access the webcast at subsea7.com or https://edge.media-server.com/mmc/p/ovpm9jff/
Register for the conference call https://register-conf.media-server.com/register/BI345c5a288148431a95dc27d4a6ebddf2

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Forward-Looking Statements

This document may contain 'forward-looking statements' (within the meaning of the safe harbour provisions of the U.S. Private Securities Litigation Reform Act of 1995). These statements relate to our current expectations, beliefs, intentions, assumptions or strategies regarding the future and are subject to known and unknown risks that could cause actual results, performance or events to differ materially from those expressed or implied in these statements. Forward-looking statements may be identified by the use of words such as 'anticipate', 'believe', 'estimate', 'expect', 'future', 'goal', 'intend', 'likely', 'may', 'plan', 'project', 'seek', 'should', 'strategy', 'will', and similar expressions. The principal risks which could affect future operations of the Group are described in the 'Risk Management' section of the Group's Annual Report. Factors that may cause actual and future results and trends to differ materially from our forward-looking statements include (but are not limited to): (i) our ability to deliver fixed-price projects in accordance with client expectations and within the parameters of our bids, and to avoid cost overruns; (ii) our ability to collect receivables, negotiate variation orders and collect the related revenue; (iii) our ability to recover costs on significant projects; (iv) capital expenditure by oil and gas companies, which is affected by fluctuations in the price of, and demand for, crude oil and natural gas; (v) unanticipated delays or cancellation of projects included in our backlog; (vi) competition and price fluctuations in the markets and businesses in which we operate; (vii) the loss of, or deterioration in our relationship with, any significant clients; (viii) the outcome of legal proceedings or governmental inquiries; (ix) uncertainties inherent in operating internationally, including economic, political and social instability, boycotts or embargoes, labour unrest, changes in foreign governmental regulations, corruption and currency fluctuations; (x) the effects of a pandemic or epidemic or a natural disaster; (xi) liability to third parties for the failure of our joint venture partners to fulfil their obligations; (xii) changes in, or our failure to comply with, applicable laws and regulations (including regulatory measures addressing climate change); (xiii) operating hazards, including spills, environmental damage, personal or property damage and business interruptions caused by adverse weather; (xiv) equipment or mechanical failures, which could increase costs, impair revenue and result in penalties for failure to meet project completion requirements; (xv) the timely delivery of vessels on order and the timely completion of ship conversion programmes; (xvi) our ability to keep pace with technological changes and the impact of potential information technology, cyber security or data security breaches; (xvii) global availability at scale and commercial viability of suitable alternative vessel fuels; and, (xviii) the effectiveness of our disclosure controls and procedures and internal control over financial reporting. Many of these factors are beyond our ability to control or predict. Given these uncertainties, you should not place undue reliance on the forward-looking statements. Each forward-looking statement speaks only as of the date of this document. We undertake no obligation to update publicly or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Third Quarter 2026

Income Statement

Revenue
Revenue for the third quarter was $2.1 billion, an increase of $232 million compared to Q3 2025.

Adjusted EBITDA
Adjusted EBITDA was $549 million, an increase of $142 million or 35% compared to Q3 2025, resulting in an Adjusted EBITDA margin of 27% compared to 22% in the prior year period. The year-on-year increase reflected continued operational excellence within the Subsea and Conventional business unit.

Net operating income
Net operating income was $388 million compared to $232 million in Q3 2025. The year-on-year increase was mainly due to high activity levels in both the Subsea and Conventional and Renewables business units.

Net income
Net income was $223 million compared to $109 million in Q3 2025. The year-on-year increase of $115 million was mainly driven by:

- an increase in net operating income of $156 million

partly offset by:

- taxation of $101 million, representing an effective tax rate of 31%, compared to $73 million in Q3 2025, representing an effective tax rate of 40%; and
- net loss within other gains and losses of $63 million compared with $38 million in the prior year period, primarily driven by non-cash foreign exchange losses.

Earnings per share
Diluted earnings per share was $0.75 compared to $0.38 in Q3 2025, calculated using a weighted average number of shares of 299 million and 298 million, respectively.

Business Unit Highlights

Subsea and Conventional
Revenue for the third quarter was $1.7 billion, an increase of $192 million compared to Q3 2025.

During the quarter, work progressed on CRPO-153 (Saudi Arabia); Aseng Gas Monetisation (Equatorial Guinea); Øst Frigg, Fenris, Bestla and Lyra (formerly Kjøttkake) (Norway); Sakarya Phase 2a and Phase 3 (Türkiye); and Ginger, Monument and Trion (US).

In Brazil, there were high levels of utilisation of the PLSVs. Work progressed on Búzios 9 and Búzios 11.

Net operating income was $369 million, compared to $228 million in Q3 2025. The year-on-year increase reflected the execution of projects awarded at improved margins.

Renewables
Revenue for the third quarter was $336 million, an increase of $34 million or 11% compared to the prior year period.

During the quarter, East Anglia THREE (UK) neared completion. Work progressed on Baltyk II & Balytk III Cables (Poland); and Doggerbank C WTG, East Anglia 2 and Inch Cape (UK).

Net operating income was $23 million in Q3 2026, compared to $21 million in Q3 2025.

Corporate
Revenue, which was mainly driven by Xodus and 4Subsea, was $31 million, an increase of $6 million from the comparable prior year period. Net operating loss was $4 million compared to net operating loss of $17 million in Q3 2025.

Vessel utilisation and fleet
Vessel utilisation for the third quarter was 87%, comparable with Q3 2025. At 30 September 2026, there were 35 vessels in the Group's fleet, including 6 chartered vessels.

Cash flow

Cash flow statement
Cash and cash equivalents were $1.5 billion, an increase of $460 million in the quarter. The movement in cash and cash equivalents was mainly attributable to:

- net cash generated from operating activities of $629 million which included a favourable movement of $191 million in net working capital

partly offset by:

- net cash used in investing activities of $56 million, mainly comprising $73 million related to purchases of property, plant and equipment and intangible assets; and
- net cash used in financing activities of $113 million, which mainly related to payments made related to lease liabilities of $51 million and scheduled repayments of borrowings of $46 million.

Free cash flow
During the third quarter, the Group generated free cash flow of $556 million (Q3 2025: $236 million) which is defined as net cash generated from operating activities of $629 million (Q3 2025: $283 million) less purchases of property, plant and equipment and intangible assets of $73 million (Q3 2025: $47 million).

Nine months ended 30 September 2026

Income Statement

Revenue

Revenue was $5.8 billion, an increase of $664 million or 13% compared to the prior period. The increase was due to higher activity levels in both the Subsea and Conventional and Renewables business units with strong demand for the Group's services within the offshore oil and gas sector.

Adjusted EBITDA

Adjusted EBITDA was $1,405 million, an increase of $401 million or 40% compared to the nine months ended 30 September 2025, resulting in an Adjusted EBITDA margin of 24% compared to 20% in the prior year period. The year-on-year increase was driven by higher Adjusted EBITDA in both the Subsea and Conventional and Renewables business units reflecting strong operational excellence in project delivery.

Net operating income

Net operating income was $914 million compared to $495 million in the prior year period.

Net operating income for the nine months ended 30 September 2026 was mainly driven by:

- net operating income of $887 million in the Subsea and Conventional business unit compared to $492 million in the nine months ended 30 September 2025; and
- net operating income of $55 million in the Renewables business unit compared to net operating income of $36 million in the prior year period

partly offset by:

- net operating loss of $28 million in the Corporate business unit compared to a net operating loss of $33 million in the prior year period.

Net income

Net income was $575 million compared to $257 million in the nine months ended 30 September 2025. The year-on-year improvement of $318 million was mainly driven by:

- an increase in net operating income of $420 million; and
- finance income of $50 million, compared with finance income of $14 million in the prior year period

partly offset by:

- net losses within other gains and losses of $84 million, compared with $34 million in the nine month period ending 30 September 2025, primarily driven by non-cash foreign exchange losses; and
- taxation of $244 million, equivalent to an effective tax rate of 30%, compared to taxation of $159 million, representing an effective tax rate of 38% in the prior year period.

Earnings per share

Diluted earnings per share was $1.94 compared to diluted earnings per share of $0.89 in the prior year period, calculated using a weighted average number of shares of 299 million and 297 million, respectively.

Business Unit Highlights

Subsea and Conventional

Revenue for the nine month period ended 30 September 2026 was $4.7 billion, an increase of $538 million compared to the prior year period.

During the period, Skarv Satellites (Norway) neared completion. Work progressed on CRPO-153 (Saudi Arabia); Yggdrasil, Irpa, Fenris, Øst Frigg, Fenris, Bestla, Lyra (formerly Kjøttkake) and Fram Sør (Norway); Sakarya Phase 2a and Phase 3 (Türkiye); and Ginger, Monument and Trion (US).

In Brazil, there were high levels of utilisation of the PLSVs. Mero 3 & 4 neared completion whilst work progressed on Búzios 8, Búzios 9 and Búzios 11.

Net operating income was $887 million in the year to date compared to $492 million in prior year period. The year-on-year increase reflected strong operational execution of projects.

Renewables

Revenue for the nine months ended 30 September 2026 was $968 million, an increase of $114 million or 13% compared to the prior year period.

During the period, Hai Long (Taiwan) and East Anglia THREE (UK) neared completion. Work progressed on Baltyk II & Balytk III Cables (Poland); and Hornsea 3, Doggerbank C WTG, East Anglia 2 and Inch Cape (UK).

Net operating income was $55 million in the nine months ended 30 September 2026, compared to $36 million in the prior year period.

Corporate

Revenue, which was mainly driven by Xodus and 4Subsea, was $91 million, compared to $79 million in the prior year period. Net operating loss was $28 million compared to net operating loss of $33 million in the prior year period.

Vessel utilisation and fleet

Vessel utilisation for the nine months ended 30 September 2026 was 83%, consistent with the comparative prior year period.

Cash flow

Cash flow statement

Cash and cash equivalents were $1,506 million at 30 September 2026, an increase of $536 million compared to 31 December 2025. The movement in cash and cash equivalents was mainly attributable to:

- net cash generated from operating activities of $1,455 million, which included a favourable movement of $276 million in net working capital

partially offset by:

- net cash used in investing activities of $157 million, comprising $217 million related to purchases of property, plant and equipment and intangible assets partly offset by interest received of $38 million and $22 million dividends received from the Group's associate, OneSubsea; and
- net cash used in financing activities of $769 million, which included $414 million related to dividends paid to the shareholders of the parent company, payments related to lease liabilities of $167 million and repayments of borrowings of $137 million.

Free cash flow

The Group generated free cash flow of $1,238 million (nine months ended 30 September 2025: $457 million) which is defined as net cash generated from operating activities of $1,455 million (nine months ended 30 September 2025: $673 million) less purchases of property, plant and equipment and intangible assets of $217 million (nine months ended 30 September 2025: $216 million).

Balance Sheet

Non-current assets

Non-current assets were $4.9 billion (31 December 2025: $4.9 billion). A decrease of $55 million was largely driven by a $52 million movement in property, plant and equipment.

Non-current liabilities

Non-current liabilities were $651 million (31 December 2025: $767 million). The decrease of $117 million was largely driven by $137 million reclassified to current borrowings in line with repayment schedules.

Net current assets

Current assets were $3.6 billion (31 December 2025: $3.1 billion) and current liabilities were $3.2 billion (31 December 2025: $2.8 billion), resulting in net current assets of $431 million (31 December 2025: $302 million). The increase of $129 million in the period was largely driven by:

- increase in cash and cash equivalents of $536 million;
- increase in trade and other receivables of $119 million

partly offset by:

- increase in trade and other liabilities of $215 million;
- assets no longer included as a disposal group classified as held for sale of $165 million, including $121 million reclassified to non-current assets; and
- increase in construction contract liabilities of $157 million.

Equity

Total equity was $4.6 billion (31 December 2025: $4.4 billion). The increase of $191 million was largely driven by net income of $575 million partially offset by dividends paid to shareholders of the parent company of $414 million.

Borrowings, lease liabilities, net cash and liquidity at 30 September 2026

Borrowings

The Group's borrowings were $447 million (31 December 2025: $584 million). The decrease of $137 million was largely driven by scheduled repayments. A summary of the borrowing facilities available to the Group at 30 September 2026 was as follows:

(in $ millions)	Total facility	Drawn[a]	Undrawn	Maturity Date
Multi-currency revolving credit and guarantee facility	600.0	–	600.0	June 2029[b]
2021 UK Export Finance (UKEF 2021) facility[c]	150.0	(150.0)	–	February 2028
2023 UK Export Finance (UKEF 2023) facility[c]	233.9	(233.9)	–	July 2030
South Korean Export Credit Agency (ECA) facility[c]	67.5	(67.5)	–	January 2029[d]
Total	**1,051.4**	**(451.4)**	**600.0**	

(a) Borrowings presented in the Condensed Consolidated Balance Sheet are shown net of capitalised fees of $4.4 million, which are amortised over the period of the respective facility.
(b) The Group's multi-currency revolving credit and guarantee facility will reduce to $500 million in June 2028 until maturity in June 2029.
(c) Total facility represents the amortised balance at the reporting date.
(d) 90% of the facility is provided by an Export Credit Agency (ECA) and 10% by commercial banks. During the second quarter of 2026, the maturity of the commercial tranche was extended to January 2029 to align with the maturity of the ECA tranche.

Lease liabilities

Lease liabilities were $325 million, a reduction from the position at 31 December 2025 due to scheduled lease payments.

Net cash

At 30 September 2026:

- net cash (excluding lease liabilities) was $1,059 million compared to net cash of $386 million at 31 December 2025; and
- net cash (including lease liabilities) was $734 million, compared to net cash of $21 million at 31 December 2025.

Gearing

Gross gearing (borrowings divided by total equity) was 9.6% (31 December 2025: 13.1%).

Liquidity

The Group's liquidity represented by cash and cash equivalents and undrawn borrowing facilities was $2.1 billion (31 December 2025: $1.6 billion).

Shareholder distributions

Dividend

A dividend of NOK 13.00 per share was paid on 28 May 2026, equating to approximately $414 million, following approval by the shareholders of Subsea 7 S.A. at the Annual General Meeting on 12 May 2026.

Backlog

At 30 September 2026, backlog was $12.5 billion. During the third quarter, order intake was $0.9 billion representing a book-to-bill ratio of 0.5 times and included new awards of approximately $0.4 billion and escalations of approximately $0.5 billion.

$11.0 billion of backlog related to the Subsea and Conventional business unit (which included $1.0 billion related to long-term day-rate contracts for PLSVs in Brazil) and $1.5 billion related to the Renewables business unit. $2.1 billion of the backlog is expected to be executed in 2026, $6.1 billion in 2027 and $4.3 billion in 2028 and thereafter. Backlog related to associates and joint ventures is excluded from these amounts.

Subsea 7 S.A.

Condensed Consolidated Income Statement

(in $ millions)	Third Quarter Q3 2026 Unaudited	Third Quarter Q3 2025 Unaudited	Nine Months Ended 30 Sep 2026 Unaudited	Nine Months Ended 30 Sep 2025 Unaudited
Revenue	**2,071.5**	1,839.5	**5,788.2**	5,124.7
Operating expenses	**(1,609.0)**	(1,545.8)	**(4,633.2)**	(4,414.4)
Gross profit	**462.5**	293.7	**1,155.0**	710.3
Administrative expenses	**(86.4)**	(76.5)	**(269.5)**	(249.8)
Share of net income of associates and joint ventures	**11.4**	14.4	**28.7**	34.0
Net operating income	**387.5**	231.6	**914.2**	494.5
Finance income	**21.2**	5.5	**49.7**	13.9
Other gains and losses	**(63.2)**	(38.0)	**(84.1)**	(34.0)
Finance costs	**(21.2)**	(17.7)	**(61.7)**	(58.5)
Income before taxes	**324.3**	181.4	**818.1**	415.9
Taxation	**(100.9)**	(72.6)	**(243.6)**	(159.2)
Net income	**223.4**	108.8	**574.5**	256.7
Net income attributable to:				
Shareholders of the parent company	**225.4**	112.9	**580.0**	266.0
Non-controlling interests	**(2.0)**	(4.1)	**(5.5)**	(9.3)
	223.4	108.8	**574.5**	256.7

Earnings per share	$ **per share**	$ per share	$ **per share**	$ per share
Basic	**0.76**	0.38	**1.96**	0.90
Diluted[(a)]	**0.75**	0.38	**1.94**	0.89

(a) For the explanation and a reconciliation of diluted earnings per share refer to Note 7 'Earnings per share' to the Condensed Consolidated Financial Statements.

Subsea 7 S.A.
Condensed Consolidated Statement of Comprehensive Income

(in $ millions)	Third Quarter Q3 2026 Unaudited	Third Quarter Q3 2025 Unaudited	Nine Months Ended 30 Sep 2026 Unaudited	Nine Months Ended 30 Sep 2025 Unaudited
Net income	**223.4**	108.8	**574.5**	256.7
Items that may be reclassified to the income statement in subsequent periods:				
Net foreign currency translation gains/(losses)	**23.4**	(9.1)	**(3.7)**	93.6
Net commodity cash flow hedge gains/(losses)	**7.0**	0.4	**14.7**	(0.5)
Share of other comprehensive income of associates and joint ventures	**0.9**	2.2	**3.8**	5.6
Tax relating to components of other comprehensive income	**–**	–	**–**	(2.0)
Items that will not be reclassified to the income statement in subsequent periods:				
Remeasurement gain on other financial assets	**–**	0.1	**–**	0.1
Other comprehensive income/(loss)	**31.3**	(6.4)	**14.8**	96.8
Total comprehensive income	**254.7**	102.4	**589.3**	353.5
Total comprehensive income attributable to:				
Shareholders of the parent company	**256.8**	106.5	**595.1**	361.8
Non-controlling interests	**(2.1)**	(4.1)	**(5.8)**	(8.3)
	254.7	102.4	**589.3**	353.5

Subsea 7 S.A.

Condensed Consolidated Balance Sheet

(in $ millions)	30 Sep 2026 Unaudited	31 Dec 2025 Audited
Assets		
Non-current assets		
Goodwill	**172.9**	157.0
Intangible assets	**109.4**	111.7
Property, plant and equipment	**3,707.8**	3,760.2
Right-of-use assets	**282.4**	309.5
Interest in associates and joint ventures	**382.4**	370.2
Advances and receivables	**54.8**	57.8
Derivative financial instruments	**23.4**	22.9
Other financial assets	**1.1**	1.1
Deferred tax assets	**121.0**	119.3
	4,855.2	4,909.7
Current assets		
Inventories	**79.5**	51.8
Trade and other receivables	**955.3**	836.3
Current tax assets	**227.2**	157.4
Derivative financial instruments	**7.6**	55.6
Asset classified as held for sale	**27.4**	–
Assets included in disposal group classified as held for sale	**–**	165.2
Construction contracts – assets	**565.1**	602.1
Other accrued income and prepaid expenses	**235.5**	276.7
Restricted cash	**5.1**	6.0
Cash and cash equivalents	**1,505.6**	969.7
	3,608.3	3,120.8
Total assets	**8,463.5**	8,030.5
Equity		
Issued share capital	**599.2**	599.2
Treasury shares	**(60.0)**	(60.2)
Paid in surplus	**2,566.1**	2,551.5
Translation reserve	**(536.7)**	(533.3)
Other reserves	**10.0**	(8.5)
Retained earnings	**2,023.3**	1,857.6
Equity attributable to shareholders of the parent company	**4,601.9**	4,406.3
Non-controlling interests	**33.7**	38.5
Total equity	**4,635.6**	4,444.8
Liabilities		
Non-current liabilities		
Borrowings	**265.7**	402.4
Lease liabilities	**186.7**	184.9
Retirement benefit obligations	**14.4**	13.8
Deferred tax liabilities	**130.0**	121.5
Provisions	**19.7**	22.1
Derivative financial instruments	**33.2**	21.6
Other non-current liabilities	**0.9**	1.0
	650.6	767.3
Current liabilities		
Trade and other liabilities	**1,717.1**	1,501.9
Derivative financial instruments	**84.3**	30.1
Tax liabilities	**143.4**	113.9
Borrowings	**181.3**	181.3
Lease liabilities	**138.2**	164.9
Liabilities included in disposal group classified as held for sale	**–**	50.4
Provisions	**44.6**	55.8
Construction contracts – liabilities	**858.4**	701.5
Deferred revenue	**10.0**	18.6
	3,177.3	2,818.4
Total liabilities	**3,827.9**	3,585.7
Total equity and liabilities	**8,463.5**	8,030.5

Subsea 7 S.A.
Condensed Consolidated Statement of Changes in Equity
For the nine months ended 30 September 2026

(in $ millions)	Issued share capital	Treasury shares	Paid in surplus	Translation reserve	Other reserves	Retained earnings	Total	Non-controlling interests	Total equity
Balance at 1 January 2026	**599.2**	**(60.2)**	**2,551.5**	**(533.3)**	**(8.5)**	**1,857.6**	**4,406.3**	**38.5**	**4,444.8**
Comprehensive income									
Net income/(loss)	–	–	–	–	–	580.0	580.0	(5.5)	574.5
Net foreign currency translation losses	–	–	–	(3.4)	–	–	(3.4)	(0.3)	(3.7)
Commodity cash flow hedges	–	–	–	–	14.7	–	14.7	–	14.7
Share of other comprehensive income of associates and joint ventures	–	–	–	–	3.8	–	3.8	–	3.8
Total comprehensive income	**–**	**–**	**–**	**(3.4)**	**18.5**	**580.0**	**595.1**	**(5.8)**	**589.3**
Transactions with owners									
Share-based payments	–	–	14.6	–	–	–	14.6	–	14.6
Shares reallocated relating to share-based payments	–	0.2	–	–	–	(0.2)	–	–	–
Disposal of non-wholly-owned subsidiary	–	–	–	–	–	–	–	1.0	1.0
Dividends paid	–	–	–	–	–	(414.1)	(414.1)	–	(414.1)
Total transactions with owners	**–**	**0.2**	**14.6**	**–**	**–**	**(414.3)**	**(399.5)**	**1.0**	**(398.5)**
Balance at 30 September 2026	**599.2**	**(60.0)**	**2,566.1**	**(536.7)**	**10.0**	**2,023.3**	**4,601.9**	**33.7**	**4,635.6**

Subsea 7 S.A.
Condensed Consolidated Statement of Changes in Equity
For the nine months ended 30 September 2025

(in $ millions)	Issued share capital	Treasury shares	Paid in surplus	Translation reserve	Other reserves	Retained earnings	Total	Non-controlling interests	Total equity
Balance at 1 January 2025	**599.2**	**(69.1)**	**2,545.9**	**(632.7)**	**(17.5)**	**1,824.6**	**4,250.4**	**44.6**	**4,295.0**
Comprehensive income									
Net income/(loss)	–	–	–	–	–	266.0	266.0	(9.3)	256.7
Net foreign currency translation gains	–	–	–	92.6	–	–	92.6	1.0	93.6
Commodity cash flow hedges	–	–	–	–	(0.5)	–	(0.5)	–	(0.5)
Share of other comprehensive income of associates and joint ventures	–	–	–	–	5.6	–	5.6	–	5.6
Fair value adjustment on other financial assets	–	–	–	–	0.1	–	0.1	–	0.1
Tax relating to components of other comprehensive income	–	–	–	(2.0)	–	–	(2.0)	–	(2.0)
Total comprehensive income	**–**	**–**	**–**	**90.6**	**5.2**	**266.0**	**361.8**	**(8.3)**	**353.5**
Transactions with owners									
Share-based payments	–	–	5.7	–	–	–	5.7	–	5.7
Dividends declared	–	–	–	–	–	(367.9)	(367.9)	–	(367.9)
Reclassification on disposal of other financial assets	–	–	–	–	5.3	(5.3)	–	–	–
Total transactions with owners	**–**	**–**	**5.7**	**–**	**5.3**	**(373.2)**	**(362.2)**	**–**	**(362.2)**
Balance at 30 September 2025	**599.2**	**(69.1)**	**2,551.6**	**(542.1)**	**(7.0)**	**1,717.4**	**4,250.0**	**36.3**	**4,286.3**

Subsea 7 S.A.

Condensed Consolidated Cash Flow Statement

(in $ millions)	Nine Months Ended 30 Sep 2026 Unaudited	30 Sep 2025 Unaudited
Operating activities		
Income before taxes	**818.1**	415.9
Adjustments for non-cash items:		
Depreciation and amortisation charges	**489.9**	509.9
Movement in foreign exchange embedded derivatives	**133.2**	57.6
Adjustments for investing and financing items:		
Share of net income of associates and joint ventures	**(28.7)**	(34.0)
Net loss/(gain) on disposal of property, plant and equipment and maturity of lease liabilities	**0.5**	(1.1)
Finance income	**(49.7)**	(13.9)
Finance costs	**61.7**	58.5
Adjustments for equity items:		
Disposal of non-wholly-owned subsidiary	**1.0**	–
Share-based payments	**14.6**	5.7
	1,440.6	998.6
Changes in working capital:		
(Increase)/decrease in inventories	**(20.8)**	1.7
Increase in trade and other receivables	**(67.8)**	(388.8)
Decrease in construction contract – assets	**107.7**	146.8
Decrease/(increase) in other working capital assets	**50.0**	(94.6)
Increase in trade and other liabilities	**180.2**	125.5
Increase in construction contract – liabilities	**53.1**	43.7
Decrease in other working capital liabilities	**(26.7)**	(20.6)
Net movement in working capital	**275.7**	(186.3)
Income taxes paid	**(261.1)**	(139.0)
Net cash generated from operating activities	**1,455.2**	673.3
Cash flows used in investing activities		
Proceeds from disposal of property, plant and equipment	**1.5**	0.1
Purchases of property, plant and equipment and intangible assets	**(217.1)**	(216.0)
Interest received	**37.6**	13.9
Acquisition of business (net of cash acquired)	**–**	(2.8)
Dividends received from associates and joint ventures	**21.5**	21.5
Net cash used in investing activities	**(156.5)**	(183.3)
Cash flows used in financing activities		
Interest paid	**(50.0)**	(42.4)
Proceeds from borrowings	**–**	50.0
Repayment of borrowings	**(137.4)**	(143.6)
Payments related to lease liabilities – principal	**(152.1)**	(195.5)
Payments related to lease liabilities – interest	**(15.3)**	(19.9)
Dividends paid to shareholders of the parent company	**(414.1)**	(183.9)
Net cash used in financing activities	**(768.9)**	(535.3)
Net increase/(decrease) in cash and cash equivalents	**529.8**	(45.3)
Cash and cash equivalents at beginning of year	**969.7**	575.3
Decrease in restricted cash	**0.9**	3.7
Effect of foreign exchange rate movements on cash and cash equivalents	**5.2**	12.0
Cash and cash equivalents at end of period	**1,505.6**	545.7

1. General information

Subsea 7 S.A. is a company registered in Luxembourg whose common shares trade on the Oslo Børs and over-the-counter as American Depositary Receipts (ADRs) in the US (Oslo Børs: SUBC, ADR: SUBCY, ISIN: LU0075646355). The address of the registered office is 412F, route d'Esch, L-1471 Luxembourg. The Condensed Consolidated Financial Statements were authorised for issue by the Board of Directors on 18 November 2026.

2. Basis of preparation

The Condensed Consolidated Financial Statements for the period from 1 January 2026 to 30 September 2026 for Subsea 7 S.A. have been prepared on a going concern basis and in accordance with International Accounting Standard (IAS) 34 'Interim Financial Reporting' as issued by the International Accounting Standards Board (IASB) and as adopted by the European Union (EU).

The Condensed Consolidated Financial Statements should be read in conjunction with the audited Consolidated Financial Statements for the year ended 31 December 2025 which have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU.

The Condensed Consolidated Financial Statements are unaudited.

3. Accounting policies

Basis of accounting

The accounting policies adopted in the preparation of the Condensed Consolidated Financial Statements are consistent with the Consolidated Financial Statements for the year ended 31 December 2025.

No new International Financial Reporting Standards (IFRSs) were adopted by the Group for the financial year beginning 1 January 2026. Amendments to existing IFRSs, issued with an effective date of 1 January 2026 but not yet endorsed by the EU, will be adopted by the Group following their adoption by the EU. IFRS 18, 'Presentation and Disclosure in Financial Statements', is effective for periods commencing on or after 1 January 2027. The impact for the Group of adopting IFRS 18 is expected to be largely presentational.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies which are described in the Consolidated Financial Statements for the year ended 31 December 2025, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other assumptions that management believes to be reasonable under the circumstances. Actual results may differ from these estimates under different assumptions or conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively in the period in which the estimate is revised.

Management makes accounting judgements on the following aspects of the business as described in full in the Annual Report for the year ended 31 December 2025:

- Revenue recognition
- Goodwill carrying amount
- Property, plant and equipment
- Recognition of provisions and disclosure of contingent liabilities
- Taxation

5. Seasonality

A significant portion of the Group's revenue is generated from work performed offshore. During certain periods of the year, the Group may be affected by adverse weather conditions such as hurricanes, tropical storms and rough seas, which may cause delays. In the Northern Hemisphere seasonally adverse weather occurs typically during the period from October to March, whereas in the Southern Hemisphere it typically occurs during the period from May to September. Depending on project execution, each can affect the Group's offshore operations. Periods of adverse weather conditions usually result in low levels of activity.

6. Segment information

For management and reporting purposes, the Group is organised into three business units; Subsea and Conventional, Renewables and Corporate. These business units represent the Group's operating segments and are defined as follows:

Subsea and Conventional

The Subsea and Conventional business unit includes:

- subsea umbilicals, risers and flowlines (SURF) activities related to the engineering, procurement, installation and commissioning of highly complex subsea oil and gas systems in deep waters, including the long-term contracts for PLSVs in Brazil;
- conventional services including the fabrication, installation, extension and refurbishment of fixed and floating platforms and associated pipelines in shallow water environments;
- activities associated with the provision of inspection, repair and maintenance (IRM) services, integrity management of subsea infrastructure and remote intervention support;
- activities associated with heavy lifting operations and decommissioning of redundant offshore structures;
- activities associated with carbon capture, utilisation and storage (CCUS); and
- share of net income of the Group's associate, OneSubsea.

This segment includes costs, including depreciation, amortisation and impairment charges, related to owned and long-term leased vessels, equipment and offshore personnel deployed in Subsea and Conventional activities.

Renewables

The Renewables business unit comprises activities related to the delivery of fixed offshore wind farm projects and floating wind activities. Activities include the procurement and installation of offshore wind turbine foundations and inter-array cables as well as heavy lifting operations and heavy transportation services for renewables structures. This segment includes costs, including depreciation, amortisation and impairment charges, related to owned and long-term leased vessels, equipment and offshore personnel deployed in Renewables activities.

Corporate

The Corporate business unit includes group-wide activities, and associated costs, including captive insurance activities, operational support, corporate services and costs associated with discrete events such as restructuring. The Corporate business unit also includes the results of the Group's autonomous subsidiaries, Xodus and 4Subsea, and its activities in emerging energies such as hydrogen. A significant portion of the Corporate business unit's costs are allocated to the Subsea and Conventional and Renewables business units based on a percentage of external revenue.

Summarised financial information relating to each operating segment is as follows:

For the three months ended 30 September 2026

(in $ millions) Unaudited	Subsea and Conventional	Renewables	Corporate	Total
Revenue				
Fixed-price contracts	**1,477.3**	**335.8**	**3.3**	**1,816.4**
Day-rate contracts	**227.6**	**0.3**	**27.2**	**255.1**
	1,704.9	**336.1**	**30.5**	**2,071.5**
Net operating income/(loss)	**368.6**	**22.6**	**(3.7)**	**387.5**
Finance income				**21.2**
Other gains and losses				**(63.2)**
Finance costs				**(21.2)**
Income before taxes				**324.3**
Adjusted EBITDA[(a)]	***492.3***	***55.2***	***1.5***	***549.0***
Adjusted EBITDA margin[(a)]	***28.9%***	***16.4%***	***4.9%***	***26.5%***

For the three months ended 30 September 2025

(in $ millions) Unaudited	Subsea and Conventional	Renewables	Corporate	Total
Revenue				
Fixed-price contracts	1,288.2	301.8	4.6	1,594.6
Day-rate contracts	224.4	0.6	19.9	244.9
	1,512.6	302.4	24.5	1,839.5
Net operating income/(loss)	227.8	20.8	(17.0)	231.6
Finance income				5.5
Other gains and losses				(38.0)
Finance costs				(17.7)
Income before taxes				181.4
Adjusted EBITDA[(a)]	*368.3*	*51.8*	*(12.9)*	*407.2*
Adjusted EBITDA margin[(a)]	*24.3%*	*17.1%*	*(52.7%)*	*22.1%*

(a) Adjusted EBITDA and Adjusted EBITDA margin are non-IFRS measures. For explanations and reconciliations of Adjusted EBITDA and Adjusted EBITDA margin refer to the 'Alternative Performance Measures' section of the Condensed Consolidated Financial Statements.

6. Segment information continued

For the nine months ended 30 September 2026

(in $ millions) Unaudited	Subsea and Conventional	Renewables	Corporate	Total
Revenue				
Fixed-price contracts	**4,119.8**	**967.4**	**10.7**	**5,097.9**
Day-rate contracts	**609.3**	**0.4**	**80.6**	**690.3**
	4,729.1	**967.8**	**91.3**	**5,788.2**
Net operating income/(loss)	**887.3**	**55.2**	**(28.3)**	**914.2**
Finance income				**49.7**
Other gains and losses				**(84.1)**
Finance costs				**(61.7)**
Income before taxes				**818.1**
Adjusted EBITDA[(a)]	***1,258.2***	***159.2***	***(12.8)***	***1,404.6***
Adjusted EBITDA margin[(a)]	***26.6%***	***16.4%***	***(14.0%)***	***24.3%***

For the nine months ended 30 September 2025

(in $ millions) Unaudited	Subsea and Conventional	Renewables	Corporate	Total
Revenue				
Fixed-price contracts	3,609.6	852.7	13.1	4,475.4
Day-rate contracts	581.4	1.6	66.3	649.3
	4,191.0	854.3	79.4	5,124.7
Net operating income/(loss)	491.5	36.3	(33.3)	494.5
Finance income				13.9
Other gains and losses				(34.0)
Finance costs				(58.5)
Income before taxes				415.9
Adjusted EBITDA[(a)]	*894.2*	*129.7*	*(20.6)*	*1,003.3*
Adjusted EBITDA margin[(a)]	*21.3%*	*15.2%*	*(25.9%)*	*19.6%*

(a) Adjusted EBITDA and Adjusted EBITDA margin are non-IFRS measures. For explanations and reconciliations of Adjusted EBITDA and Adjusted EBITDA margin refer to the 'Alternative Performance Measures' section of the Condensed Consolidated Financial Statements.

7. Earnings per share

Basic and diluted earnings per share

Basic earnings per share is calculated by dividing the net income attributable to shareholders of the parent company by the weighted average number of common shares in issue during the period, excluding common shares purchased by the Group and held as treasury shares.

Diluted earnings per share is calculated by adjusting the weighted average number of common shares outstanding to assume conversion of all potentially dilutive common shares. The net income and share data used in the calculation of basic and diluted earnings per share were as follows:

	Third Quarter		Nine Months Ended	
For the period (in $ millions)	**Q3 2026 Unaudited**	Q3 2025 Unaudited	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Net income attributable to shareholders of the parent company	**225.4**	112.9	**580.0**	266.0
Earnings used in the calculation of diluted earnings per share	**225.4**	112.9	**580.0**	266.0

	Third Quarter		Nine Months Ended	
For the period (number of shares)	**Q3 2026 Unaudited**	Q3 2025 Unaudited	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Weighted average number of common shares used in the calculation of basic earnings per share	**296,147,764**	295,613,936	**296,143,393**	295,613,936
Performance shares	**2,570,067**	1,946,226	**2,509,119**	1,817,656
Weighted average number of common shares used in the calculation of diluted earnings per share	**298,717,831**	297,560,162	**298,652,512**	297,431,592

	Third Quarter		Nine Months Ended	
For the period (in $ per share)	**Q3 2026 Unaudited**	Q3 2025 Unaudited	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Basic earnings per share	**0.76**	0.38	**1.96**	0.90
Diluted earnings per share	**0.75**	0.38	**1.94**	0.89

The following shares that could potentially dilute earnings per share were excluded from the calculation of diluted earnings per share due to being anti-dilutive:

	Third Quarter		Nine Months Ended	
For the period (number of shares)	**Q3 2026 Unaudited**	Q3 2025 Unaudited	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Performance shares	**672,778**	896,539	**738,055**	1,025,108

8. Goodwill

The movement in goodwill during the period was as follows:

(in $ millions)	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
At year beginning	**157.0**	183.7
Additions	**–**	1.8
Assets included in disposal group classified as held for sale	**–**	(30.2)
Amounts reclassified from disposal group classified as held for sale	**15.4**	–
Exchange differences	**0.5**	4.5
At period end	**172.9**	159.8

During the first quarter of 2026, management concluded that the disposal group previously classified as held for sale ceased to meet the IFRS 5, 'Non-current Assets Held for Sale and Discontinued Operations', criteria. The disposal group was initially recognised in the Condensed Consolidated Financial Statements at 30 June 2025, inclusive of $30.2 million of goodwill. The disposal group goodwill allocation was reassessed at 31 December 2025 to $15.4 million, then subsequently reclassified during the first quarter of 2026 following derecognition of the disposal group.

9. Asset classified as held for sale

During the third quarter, the Group recognised *Seaway Moxie* as an asset classified as held for sale. No impairment charges were recognised in the Condensed Consolidated Income Statement as a result. The disposal completed on 13 October 2026 and effective from that date the Group entered into a sale and leaseback transaction recognising a right-of-use asset and lease liability for *Seaway Moxie*.

10. Treasury shares

At 30 September 2026, the Company directly held 3,452,236 shares (30 June 2026: 3,452,236) as treasury shares, representing 1.15% (30 June 2026: 1.15%) of the total number of issued shares. The movement in treasury shares during the period was as follows:

	30 Sep 2026 Number of shares Unaudited	**30 Sep 2026 in $ millions Unaudited**	30 Sep 2025 Number of shares Unaudited	30 Sep 2025 in $ millions Unaudited
At year beginning	**3,463,823**	**60.2**	3,986,064	69.1
Shares reallocated relating to share based payments	**(11,587)**	**(0.2)**	–	–
At period end	**3,452,236**	**60.0**	3,986,064	69.1

11. Commitments and contingent liabilities

Commitments

At 30 September 2026, the Group had contractual capital commitments totalling $68.9 million (31 December 2025: $65.4 million).

Contingent liabilities not recognised in the Consolidated Balance Sheet

The Group is subject to tax audits and receives tax assessments in a number of jurisdictions where it has, or has had, operations. The estimation of the ultimate outcome of these audits and disputed tax assessments is complex and subjective. The likely outcome of the audits and associated cash outflow, if any, may be impacted by technical uncertainty and the availability of supporting documentation.

The Group's operations in Mexico are subject to tax audits across several years. At 30 September 2026, the amount assessed by the Mexican tax authorities in relation to 2014, including penalties and interest, was MXN 3,639.3 million, equivalent to $205.8 million (31 December 2025: MXN 3,639.3 million, equivalent to $202.4 million).

At 30 September 2026, a contingent liability of MXN 589.4 million, equivalent to $33.3 million (31 December 2025: MXN 589.4 million, equivalent to $32.8 million), has been disclosed related to the 2014 assessment as the disclosure criteria within IAS 37 'Provisions, contingent liabilities and contingent assets' were met. Management and local advisors supporting in the tax audit believe that the likelihood of payment is not probable. At 30 September 2026, a tax liability in accordance with IFRIC 23 'Uncertainly over Income Tax Treatments' of MXN 283.5 million, equivalent to $16.0 million was recognised within the Condensed Consolidated Balance Sheet (31 December 2025: MXN 283.5 million, equivalent to $15.8 million).

Between 2009 and 2026, the Group's Brazilian businesses were audited and formally assessed for ICMS and federal taxes (including import duty) by the Brazilian state and federal tax authorities. The amount assessed, including penalties and interest, at 30 September 2026 amounted to BRL 999.9 million, equivalent to $192.6 million (31 December 2025: BRL 966.7 million, equivalent to $174.4 million). The Group has challenged these assessments. A contingent liability has been disclosed for the total amounts assessed as the disclosure criteria have been met however management believes that the likelihood of payment is not probable.

Between 2018 and 2026, the Group's Brazilian business received several labour claims. The amount assessed at 30 September 2026 amounted to BRL 169.2 million, equivalent to $32.6 million (31 December 2025: BRL 155.3 million, equivalent to $28.0 million). The Group has challenged these claims. A contingent liability has been disclosed for BRL 138.6 million, equivalent to $26.7 million as the disclosure criteria have been met (31 December 2025: BRL 121.4 million, equivalent to $21.9 million), however, management believes that the likelihood of payment is not probable. At 30 September 2026, a provision of BRL 30.6 million, equivalent to $5.9 million was recognised within the Condensed Consolidated Balance Sheet (31 December 2025: BRL 33.9 million, equivalent to $6.1 million), as the IAS 37 'Provisions, contingent liabilities and contingent assets' recognition criteria were met.

12. Fair value and financial instruments

The carrying values of the Group's financial assets and financial liabilities recorded at amortised cost in the Condensed Consolidated Financial Statements approximate their fair values.

Borrowings

Fair value is determined by matching the maturity profile of amounts utilised under each facility to market interest rates available to the Group for borrowings with similar security, maturity and repayment profiles. At 30 September 2026, interest charged under each facility is representative of market rates currently available to the Group and therefore the carrying amount approximates fair value.

Fair value measurements

Fair value hierarchy

The Group classifies fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

12. Fair value and financial instruments continued

Recurring and non-recurring fair value measurements

Recurring fair value measurements are those that IFRS require at the end of each reporting period and non-recurring fair value measurements are those that IFRS require or permit in particular circumstances.

Assets and liabilities which are measured at fair value in the Consolidated Balance Sheet and their level in the fair value hierarchy were as follows:

At (in $ millions)	**2026 30 Sep Level 1**	**2026 30 Sep Level 2**	**2026 30 Sep Level 3**	2025 31 Dec Level 1	2025 31 Dec Level 2	2025 31 Dec Level 3
Recurring fair value measurements						
Financial assets:						
Financial assets measured at fair value through profit and loss – embedded derivatives	**–**	**14.8**	**–**	–	75.0	–
Financial assets measured at fair value through profit and loss – derivative instruments	**–**	**–**	**–**	–	3.5	–
Financial assets measured at fair value through profit and loss – commodity derivatives	**–**	**9.4**	**–**	–	–	–
Financial assets measured at fair value through other comprehensive income – commodity derivatives	**–**	**6.8**	**–**	–	–	–
Financial liabilities:						
Financial liabilities measured at fair value through profit and loss – embedded derivatives	**–**	**(117.1)**	**–**	–	(44.1)	–
Financial liabilities measured at fair value through profit and loss – derivative instruments	**–**	**(0.4)**	**–**	–	(3.0)	–
Financial liabilities measured at fair value through profit and loss – commodity derivatives	**–**	**–**	**–**	–	(1.3)	–
Financial liabilities measured at fair value through other comprehensive income – commodity derivatives	**–**	**–**	**–**	–	(3.3)	–

During the period ended 30 September 2026 there were no transfers between levels of the fair value hierarchy. The Group accounts for transfers between levels of the fair value hierarchy from the date of the event or change in circumstance that caused the transfer.

Fair value techniques and inputs

Financial assets and liabilities mandatorily measured at fair value through profit or loss

The Group's financial assets and liabilities measured at fair value through profit or loss comprised:

- Forward foreign exchange contracts and embedded derivatives
  The fair value of outstanding forward foreign exchange contracts and embedded derivatives were calculated using quoted foreign exchange rates and yield curves derived from quoted interest rates matching maturities of the contracts.

Financial assets and liabilities measured at fair value through other comprehensive income

The Group's financial assets and liabilities measured at fair value through other comprehensive income comprised:

- Commodity derivatives in designed hedge accounting relationships
  The fair value of outstanding commodity contracts were calculated using quoted commodity rates matching maturities of the contracts.

Financial assets measured at fair value through other comprehensive income and designated as such at initial recognition

The Group's financial assets measured at fair value through other comprehensive income and designated as such at initial recognition comprised:

- Other financial assets
  Strategic financial investments in unlisted companies are disclosed as other financial assets within non-current assets on the Consolidated Balance Sheet. Management concluded that due to the nature of these investments, there are a wide range of possible fair value measurements and in some cases, there may be insufficient recent information available to enable the Group to accurately measure fair value. Management review investments annually to ensure the carrying value can be supported by expected future cash flows and have concluded cost is considered to represent the best estimate of fair value of each investment within a range of possible outcomes.

13. Events after the reporting period

Asset classified as held for sale

Seaway Moxie, classified as an asset held for sale at 30 September 2026, was disposed during the fourth quarter and a right-of-use asset and lease liability subsequently recognised, reflecting a sale and leaseback transaction entered into by the Group. Further details are disclosed within Note 9, 'Asset classified as held for sale'.

Agreement to dispose of the Group's Heavy Transportation Business

During the fourth quarter, an agreement was announced for the disposal of the Group's Heavy Transportation Business. Certain assets and liabilities will be classified as a disposal group held for sale estimated as follows:

(in $ millions)	Unaudited
Assets	
Goodwill	15.4
Property, plant and equipment	67.2
Right-of-use assets	6.0
Inventories	11.3
Trade, other receivables, and construction contract – assets	14.0
Assets included in disposal group to be classified as held for sale	**113.9**
Liabilities	
Current lease liabilities	7.9
Trade, other liabilities, and construction contract – liabilities	16.8
Liabilities included in disposal group to be classified as held for sale	**24.7**

Management expect the disposal to conclude during the first half of 2027, following regulatory clearance. The results of the disposal group are included within the Renewables business unit and do not constitute a major line of business or major geographical area of operation.

The transaction constitutes the permitted business divestment referenced in the merger agreement with Saipem S.p.A. The special cash dividend of €105 million, approved at the Extraordinary General Meeting on 25 September 2025, will be paid at the earlier of closing the permitted business divestment or immediately before the effective date of the proposed merger with Saipem S.p.A.

Proposed merger with Saipem S.p.A.

On 4 November 2026, Subsea 7 S.A. and Saipem S.p.A. received approval for the proposed merger from the Brazilian competition authority. The approval was conditional upon the sale of *Seven Borealis* and management have begun the process of identifying a buyer. As part of the divestment, a sale and leaseback arrangement will be in place to ensure the Group can continue to execute its backlog of existing projects without interruption. These commitments currently extend into 2028.

Alternative Performance Measures (APMs) - definitions

The Group uses Alternative Performance Measures (APMs) when evaluating financial performance, financial position and cash flows which are not defined or specified under International Financial Reporting Standards (IFRS), as adopted by the EU. Management considers that these non-IFRS measures, which are not a substitute for nor superior to IFRS measures, provide stakeholders with additional information to further understand the Group's financial performance, financial position and cash flows.

APM	Description	Closest equivalent IFRS measure	Adjustments to reconcile to primary financial statements	Rationale for utilising APM
Income Statement APMs				
Adjusted EBITDA and Adjusted EBITDA margin	Adjusted earnings before interest, taxation, depreciation and amortisation represents net income/(loss) before additional specific items that are considered to impact the comparison of the Group's performance either period-on-period or with other businesses. Adjusted EBITDA margin is defined as Adjusted EBITDA divided by revenue, expressed as a percentage.	Net income/(loss)	Net income/(loss) adjusted to exclude depreciation and amortisation costs, including amortisation of prepaid mobilisation expenses and amortisation of intangible assets, impairment charges or impairment reversals, gains and losses on disposal of property, plant and equipment and maturity of lease liabilities, finance income, remeasurement gains and losses on business combinations, other gains and losses (including foreign exchange gains and losses, gains on disposal of subsidiaries, gains and losses resulting from remeasurement of contingent consideration, gains on distributions and bargain purchase gains on business combinations), finance costs and taxation.	Adjusted EBITDA and Adjusted EBITDA margin are important indicators of the operational strength and the performance of the Group and provide a meaningful comparative for its business units. The presentation of Adjusted EBITDA is also useful as it is similar to measures used by companies within Subsea7's peer group. Adjusted EBITDA margin may also be a useful ratio to compare performance to the Group's competitors and is widely used by shareholders and analysts. Notwithstanding the foregoing, Adjusted EBITDA and Adjusted EBITDA margin as presented by the Group may not be comparable to similarly titled measures reported by other companies.
Effective tax rate (ETR)	The effective tax rate is expressed as a percentage, calculated as the taxation expense/(credit) divided by the income/(loss) before taxes.	Taxation	n/a	Provides a useful and relevant measure of the effectiveness of the Group's tax strategy and tax planning.
Balance Sheet APM				
Capital employed	Capital employed is defined as total assets less current liabilities.	No direct equivalent	Calculated as total assets less current liabilities.	Capital employed is a relevant metric for shareholders and analysts when evaluating the level of capital employed by the Group to generate income.
Net cash/(debt) excluding lease liabilities and net cash/(debt) including lease liabilities	Net cash/(debt) is defined as cash and cash equivalents less borrowings. The Group utilises both net cash/(debt) excluding lease liabilities and net cash/(debt) including lease liabilities as financial position measures.	No direct equivalent	Calculated as cash and cash equivalent less borrowings (current and non-current). The measure may exclude lease liabilities (current and non-current) or include them.	Net cash/(debt) provides a meaningful and reliable basis to evaluate financial strength and liquidity of the Group.

Cash flow APMs				
Cash conversion	Cash conversion is defined as net cash generated from/(used in) operating activities, add back income taxes paid, divided by Adjusted EBITDA.	No direct equivalent	Calculated as net cash generated from/(used in) operating activities in the Group's Consolidated Cash Flow Statement, add back income taxes paid and divided by Adjusted EBITDA.	Cash conversion is a financial management tool to determine the efficiency of the Group's ability to generate cash from its operating activities.
Free cash flow	Free cash flow is defined as net cash generated from/(used in) operating activities less purchases of property, plant and equipment and intangible assets.	No direct equivalent	Calculated as net cash generated from/(used in) operating activities from the Group's Consolidated Cash Flow Statement less purchases of property, plant and equipment and intangible assets.	Free cash flow is a relevant metric for shareholders and analysts when determining cash available to the Group to invest or potentially distribute.
Other APMs				
Backlog	Backlog represents expected future revenue from projects. Awards to associates and joint ventures are excluded from backlog figures, unless otherwise stated. Despite being a non-IFRS term, the Group recognises backlog in accordance with the requirements of IFRS 15, 'Revenue from Contracts with Customers', which represents revenue expected to be recognised in the future related to performance obligations which are unsatisfied, or partially unsatisfied, at the reporting date.	Transaction price allocated to the remaining performance obligations	n/a	Utilising the term backlog is in accordance with expected industry-wide terminology. It is similarly used by companies within Subsea7's peer group and is a helpful term for those evaluating companies within Subsea7's industry. Backlog may also be useful to compare performance with competitors and is widely used by shareholders and analysts. Notwithstanding this, backlog presented by the Group may not be comparable to similarly titled measures reported by other companies.
Order intake	Order intake represents new project awards plus escalations on existing projects.	No direct equivalent	n/a	Order intake is in accordance with expected industry-wide terminology and primarily enables the book-to-bill APM to be calculated.
Book-to-bill ratio	Book-to-bill ratio represents total order intake divided by revenue for the reporting period.	No direct equivalent	n/a	The book-to-bill metric is widely used in the energy sector by shareholders and analysts and is a helpful term for those evaluating companies within Subsea7's industry. Notwithstanding this, the book-to-bill ratio presented by the Group may not be comparable to similarly titled measures reported by other companies.

Alternative Performance Measures - calculations

1a. Reconciliation of net operating income to Adjusted EBITDA and Adjusted EBITDA margin

	Third Quarter		Nine Months Ended	
For the period (in $ millions)	**Q3 2026 Unaudited**	Q3 2025 Unaudited	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Net operating income	**387.5**	231.6	**914.2**	494.5
Depreciation, amortisation and mobilisation	**162.0**	175.1	**489.9**	509.9
Net (gain)/loss on disposal of property, plant and equipment and maturity of lease liabilities	**(0.5)**	0.5	**0.5**	(1.1)
Adjusted EBITDA	**549.0**	407.2	**1,404.6**	1,003.3
Revenue	**2,071.5**	1,839.5	**5,788.2**	5,124.7
Adjusted EBITDA margin	**26.5%**	22.1%	**24.3%**	19.6%

1b. Reconciliation of net income to Adjusted EBITDA and Adjusted EBITDA margin

	Third Quarter		Nine Months Ended	
For the period (in $ millions)	**Q3 2026 Unaudited**	Q3 2025 Unaudited	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Net income	**223.4**	108.8	**574.5**	256.7
Depreciation, amortisation and mobilisation	**162.0**	175.1	**489.9**	509.9
Net (gain)/loss on disposal of property, plant and equipment and maturity of lease liabilities	**(0.5)**	0.5	**0.5**	(1.1)
Finance income	**(21.2)**	(5.5)	**(49.7)**	(13.9)
Other gains and losses	**63.2**	38.0	**84.1**	34.0
Finance costs	**21.2**	17.7	**61.7**	58.5
Taxation	**100.9**	72.6	**243.6**	159.2
Adjusted EBITDA	**549.0**	407.2	**1,404.6**	1,003.3
Revenue	**2,071.5**	1,839.5	**5,788.2**	5,124.7
Adjusted EBITDA margin	**26.5%**	22.1%	**24.3%**	19.6%

2. Effective tax rate

	Third Quarter		Nine Months Ended	
For the period (in $ millions)	**Q3 2026 Unaudited**	Q3 2025 Unaudited	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Taxation	**(100.9)**	(72.6)	**(243.6)**	(159.2)
Income before taxation	**324.3**	181.4	**818.1**	415.9
Effective tax rate (percentage)	**31.1%**	40.0%	**29.8%**	38.3%

3. Capital employed

At (in $ millions)	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Total assets	**8,463.5**	8,312.8
Current liabilities[(a)]	**(3,177.3)**	(3,214.0)
Capital employed	**5,286.2**	5,098.8

(a) Current liabilities at 30 Sep 2025 exclude non-current lease liabilities of $7.9 million recognised within the disposal group classified as held for sale.

4. Net cash/(debt) excluding lease liabilities and net cash/(debt) including lease liabilities

At (in $ millions)	**30 Sep 2026 Unaudited**	30 Sep 2025 Unaudited
Cash and cash equivalents	**1,505.6**	545.7
Total borrowings	**(447.0)**	(629.0)
Net cash/(debt) excluding lease liabilities	**1,058.6**	(83.3)
Total lease liabilities[(a)]	**(324.9)**	(421.4)
Net cash/(debt) including lease liabilities	**733.7**	(504.7)

(a) Total lease liabilities at 30 Sep 2025 are inclusive of lease liabilities of $17.7 million recognised within the disposal group classified as held for sale.

5. Cash conversion

For the period (in $ millions)	Third Quarter Q3 2026 Unaudited	Third Quarter Q3 2025 Unaudited	Nine Months Ended 30 Sep 2026 Unaudited	Nine Months Ended 30 Sep 2025 Unaudited
Net cash generated from operating activities	**629.3**	283.1	**1,455.2**	673.3
Income taxes paid	**73.3**	51.2	**261.1**	139.0
	702.6	334.3	**1,716.3**	812.3
Adjusted EBITDA	**549.0**	407.2	**1,404.6**	1,003.3
Cash conversion	**1.3x**	0.8x	**1.2x**	0.8x

6. Free cash flow

For the period (in $ millions)	Third Quarter Q3 2026 Unaudited	Third Quarter Q3 2025 Unaudited	Nine Months Ended 30 Sep 2026 Unaudited	Nine Months Ended 30 Sep 2025 Unaudited
Net cash generated from operating activities	**629.3**	283.1	**1,455.2**	673.3
Purchases of property, plant and equipment and intangible assets	**(72.9)**	(47.1)	**(217.1)**	(216.0)
Free cash flow	**556.4**	236.0	**1,238.1**	457.3

7. Backlog

IFRS 15 ‘Revenue from Contracts with Customers’ disclosure in relation to remaining performance obligations is contained in the ‘Construction contracts’ note, in the Group’s 2025 Annual Report. Unless otherwise stated, backlog and remaining performance obligations, as required by IFRS 15, will be the same number. Backlog by year of execution is as follows:

At (in $ millions)	30 Sep 2026 Unaudited	30 Sep 2025 Unaudited
Total backlog	**12,543.9**	13,910.5
Expected year of execution:		
2025	**–**	1,952.4
2026	**2,124.0**	5,985.2
2027	**6,055.0**	3,803.3
2028	**3,168.5**	2,169.6
2029 and thereafter	**1,196.4**	–

7b. Backlog reconciliation

(in $ millions)	Third Quarter Q3 2026 Unaudited	Third Quarter Q3 2025 Unaudited	Nine Months Ended 30 Sep 2026 Unaudited	Nine Months Ended 30 Sep 2025 Unaudited
At period beginning	**13,645.3**	11,823.3	**13,768.9**	11,174.7
Order intake	**935.6**	3,779.4	**4,415.8**	7,152.3
Revenue	**(2,071.5)**	(1,839.5)	**(5,788.2)**	(5,124.7)
Effect of foreign exchange rate movements	**34.5**	147.3	**147.4**	708.2
At period end	**12,543.9**	13,910.5	**12,543.9**	13,910.5

8. Order intake

For the period (in $ millions)	Third Quarter Q3 2026 Unaudited	Third Quarter Q3 2025 Unaudited	Nine Months Ended 30 Sep 2026 Unaudited	Nine Months Ended 30 Sep 2025 Unaudited
New project awards	**418.5**	3,296.8	**3,120.5**	5,722.5
Escalations on existing projects	**517.1**	482.6	**1,295.3**	1,429.8
Order intake	**935.6**	3,779.4	**4,415.8**	7,152.3

9. Book-to-bill ratio

For the period (in $ millions)	Third Quarter Q3 2026 Unaudited	Third Quarter Q3 2025 Unaudited	Nine Months Ended 30 Sep 2026 Unaudited	Nine Months Ended 30 Sep 2025 Unaudited
Order intake	**935.6**	3,779.4	**4,415.8**	7,152.3
Revenue	**2,071.5**	1,839.5	**5,788.2**	5,124.7
Book-to-bill ratio	**0.5x**	2.1x	**0.8x**	1.4x