



**Atlantica Tender Drilling Ltd. &
Subsidiaries**

Consolidated Financial Statements

As of and for the Years Ended
December 31, 2020 and 2019



From the Board of Directors:

Atlantica Tender Drilling Ltd. (“Atlantica” or the “Company”) was incorporated in Bermuda in 2008. The Company owns and operates tender assist drilling rigs (the “Unit(s)”) for the provision of services to major international independent and national oil and gas companies worldwide.

The Company is headquartered in Houston, Texas. The Company’s primary assets are the Units *Bassdrill Beta* (“Beta”) and *Atlantica Delta* (“Delta”), sister vessels designed to work in more challenging, metocean conditions compared to the existing semi-submersible tender fleet.

Operations

Beta Unit. Delivered by Dalian Shipyard Industry Offshore Co. Inc. (“DSIOC”) in November 2013, *Beta* incorporates all the latest operational, safety and environmental features and was the first of its kind working alongside a Tension Leg Platform (“TLP”) offshore Brazil. Since March 2014 *Beta* has been under contract to Petróleo Brasileiro S.A. (“Petrobras”). The original 1,500-day contract has been extended several times and in December 2020 Petrobras notified the company that it would not extend the contract beyond its current period. The Company has begun preparation for demobilization which is expected in Q3 2021. The Company is considering its options for the *Beta* after the demobilization, including stacking in preparation for future work or selling the rig.

Delta Unit. *Delta* commenced a contract with Total E&P Congo (“Total”) in January 2016, shortly following delivery in China. The contract was for a 17 well development program on the Moho Nord field offshore the Republic of Congo, Brazzaville, and ended in Q3 2020. By October 2020, the rig was warm stacked in Las Palmas, the Canary Islands, Spain pending future work or disposal of the rig.

Financing

In 2014 the Company established a fleet debt structure comprised of senior secured bank debt (“Term Loan”) and a second lien bond loan, and as amended in 2020, is to mature in Q3 2021. In December 2020, post the decision by Petrobras to demobilize the *Beta*, the Company stopped all payments to financial creditors and entered discussions regarding a financial restructuring of the Group. On April 9, 2021, the Company was issued with a notice of default under the Term Loan and a notice of protective cash sweep under the finance documents. The security agent on behalf of the lenders has executed a sweep of funds from the Company to an account held by the security agent in the amount of USD 28 million. Post the cash sweep, ATDL expects to have approximately USD 7 million in liquidity. Subsequently on April 13, 2021, the senior lenders notified the Bond Trustee of their intention to enforce on one or more of the security documents thereby triggering a 90 day standstill period during which the bondholders have the right to settle the outstanding Term Loan. Despite these actions, the Company remains in dialogue with its financial creditors regarding the way forward.

The Company’s cash generating assets are not under long-term contracts, and the Company’s existing liquid assets do not meet the needs for the debt repayment obligation. The situation raises substantial doubt about the Company’s ability to continue as a going concern.

The prospective restructuring of the Group involves risks and uncertainties. The attached audited consolidated financial statements were prepared under a going concern assumption, and as such the values presented for the Company’s assets may not be indicative of the amounts the Company could realize under certain restructuring scenarios.

The Company’s total number of shares outstanding at December 31, 2020 is 302,199,264 (par value \$0.10 per share). The Company’s largest shareholder is HitecVision Asset Solutions LP, through its fund, HVAS Invest Zeta AS, owning 69.2% of the outstanding shares.



Please refer to the attached audited Consolidated Financial Statements and accompanying Notes to Consolidated Financial Statements for the years ended December 31, 2020 and 2019 for more information.

Market Outlook

The COVID-19 pandemic continues to impact the global markets. During 2020, travel bans, quarantines, and entry restrictions caused demand for oil and gas to significantly decline. Furthermore, oil prices were volatile dropping to unprecedented levels in 2020. While the global economy currently shows signs of recovering, the volatility and uncertainty around oil and gas demand and oil prices remains. As such, oil and gas producers are hesitant to commit to significant drilling programs, thus leading to limited drilling opportunities for the Company's primary assets.

For the immediate future, Atlantica will focus on safely demobilizing the *Beta* and concluding operations in Brazil with a 6-year period of no Lost Time Incidents and effectively preserving the rigs while awaiting new drilling opportunities. The Company will identify cost reduction and efficiency opportunities, and work with its creditors to find an optimized cost and corporate structure which may involve the disposal of the Company's assets. The Company's young and advanced fleet, proven operating performance, and safety record are competitive strengths that will hopefully encourage a successful restructuring of the Group.

Hamilton, Bermuda April 30, 2021

The Board of Directors of Atlantica Tender Drilling Ltd.

- Erling Lind, Chairman
- Pål Reiulf Olsen, Deputy Chairman
- Alf Thorkildsen
- Kristan Bodden

Atlantica Tender Drilling Ltd. & Subsidiaries

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Independent Auditor's Report

Board of Directors
Atlantica Tender Drilling Ltd. & Subsidiaries

Opinion

We have audited the consolidated financial statements of Atlantica Tender Drilling Ltd. & Subsidiaries (the "Company"), which comprise the consolidated balance sheets as of December 31, 2020 and 2019, and the related consolidated statements of operations, stockholders' equity and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2020 and 2019, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter Regarding Going Concern Uncertainty

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. As described in Note 2 to the consolidated financial statements, the Company has significant obligations and commitments coming due in the near term that raises substantial doubt about its ability to continue as a going concern. Management's plans with regard to these matters are also described in Note 2 to the consolidated financial statements. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the consolidated financial statements are issued or available to be issued.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

BDO USA, LLP

April 30, 2021

Consolidated Financial Statements

Atlantica Tender Drilling Ltd. & Subsidiaries

Consolidated Balance Sheets

<i>December 31,</i>	2020	2019
Assets		
Current Assets		
Cash and cash equivalents	\$ 26,284,327	\$ 22,617,723
Restricted cash	-	12,735,683
Accounts receivable	7,203,360	21,266,038
Derivative instruments - interest swaps	-	278,634
Derivative instruments - foreign currency	-	153,133
Inventory	10,219,094	19,776,428
Prepaid and other current assets	1,592,437	1,987,781
Total Current Assets	45,299,218	78,815,420
Property and Equipment, Net	181,925,788	208,637,045
Derivative Instruments - Interest Swaps	-	346,984
Other Assets	897,543	1,100,061
Total Assets	\$ 228,122,549	\$ 288,899,510
Liabilities and Stockholders' Equity		
Current Liabilities		
Accounts payable	\$ 1,109,123	\$ 3,267,237
Accounts payable - related parties	25,496	72,095
Accrued liabilities	5,565,033	8,006,667
Current portion of long-term debt	190,933,099	226,960,912
Deferred revenue - current	-	740,210
Total Current Liabilities	197,632,751	239,047,121
Commitments and Contingencies (Note 10)		
Stockholders' Equity		
Common stock, \$0.10 par value, 310,000,000 shares authorized at December 31, 2020 and 2019; 302,199,264 shares issued and outstanding at December 31, 2020 and 2019	30,219,926	30,219,926
Additional paid-in capital	213,206,053	213,206,053
Subscription receivable	-	(1,500)
Accumulated deficit	(212,936,181)	(193,572,090)
Total Stockholders' Equity	30,489,798	49,852,389
Total Liabilities and Stockholders' Equity	\$ 228,122,549	\$ 288,899,510

See notes to consolidated financial statements.

Atlantica Tender Drilling Ltd. & Subsidiaries

Consolidated Statements of Operations

<i>Year Ended December 31,</i>	2020	2019
Revenues		
Contract drilling	\$ 109,875,916	\$ 150,504,038
Mobilization and demobilization revenue	761,043	8,965,381
Total Revenues	110,636,959	159,469,419
Operating Expenses		
Operating	69,620,542	75,483,167
Depreciation and amortization	26,231,840	65,396,838
Impairment of long-lived assets	-	215,045,094
Loss on disposal of assets	633,518	2,072,319
Total Operating Expenses	96,485,900	357,997,418
Income (Loss) from Operations	14,151,059	(198,527,999)
Other Expense		
Interest expense, net	(27,752,087)	(25,398,682)
Foreign currency loss	(1,037,779)	(1,062,946)
Other	(11,067)	(16,357)
Total Other Expense	(28,800,933)	(26,477,985)
Loss Before Income Tax Expense	(14,649,874)	(225,005,984)
Income Tax Expense	(4,714,217)	(7,381,163)
Net Loss	\$ (19,364,091)	\$ (232,387,147)
Net Loss Per Share		
Basic and diluted	\$ (0.06)	\$ (0.89)
Weighted Average Common Shares Outstanding		
Basic and diluted	302,199,264	260,418,442

See notes to consolidated financial statements.

Atlantica Tender Drilling Ltd. & Subsidiaries

Consolidated Statements of Stockholders' Equity

	Common Stock		Additional Paid-in Capital	Treasury Stock	Subscription Receivable	Retained Earnings (Accumulated Deficit)	Total Stockholders' Equity
	Shares Outstanding	Amount					
Balance at January 1, 2019	252,199,264	\$ 26,132,331	\$ 213,306,053	\$ (2,297,539)	\$ (1,500)	\$ 40,200,191	\$ 277,339,536
Common stock issued	50,000,000	4,087,595	-	2,297,539	-	(1,385,134)	5,000,000
Stock issuance costs	-	-	(100,000)	-	-	-	(100,000)
Net loss	-	-	-	-	-	(232,387,147)	(232,387,147)
Balance at December 31, 2019	302,199,264	30,219,926	213,206,053	-	(1,500)	(193,572,090)	49,852,389
Uncollectable write-off	-	-	-	-	1,500	-	1,500
Net loss	-	-	-	-	-	(19,364,091)	(19,364,091)
Balance at December 31, 2020	302,199,264	\$ 30,219,926	\$ 213,206,053	\$ -	\$ -	\$ (212,936,181)	\$ 30,489,798

See notes to consolidated financial statements.

Atlantica Tender Drilling Ltd. & Subsidiaries

Consolidated Statements of Cash Flows

<i>Year Ended December 31,</i>	2020	2019
Cash Flows From Operating Activities		
Net loss	\$ (19,364,091)	\$ (232,387,147)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Impairment on long-lived assets	-	215,045,094
Depreciation and amortization	26,231,840	65,396,838
Loss on disposal of assets	633,518	2,072,319
Noncash interest expense, net	8,026,244	7,233,691
Noncash mobilization and demobilization revenue	(761,043)	(8,965,381)
Deferred income tax expense	-	(3,955,794)
Inventory obsolescence	10,119,932	1,271,859
Other non-cash items	154,633	(655,546)
Changes in operating assets and liabilities:		
Accounts receivable	14,062,678	(2,375,936)
Accounts and note receivable - related parties	-	70,965
Prepaid expenses and other assets	76,124	4,251,947
Accounts payable	(2,158,114)	(28,647)
Accounts payable - related parties	(46,599)	32,932
Accrued liabilities	(2,441,634)	(297,009)
Net Cash Provided By Operating Activities	34,533,488	46,710,185
Cash Flows From Investing Activities		
Capital expenditures for drilling rig, equipment and capital spares	(174,128)	(6,437,211)
Settlement of Super Senior Bonds	-	714,315
Net Cash Used In Investing Activities	(174,128)	(5,722,896)
Cash Flows from Financing Activities		
Payments on long term debt	(43,354,448)	(52,211,115)
Issuance of common stock, net	-	4,900,000
Debt issuance costs	(73,991)	(4,357,437)
Net Cash Used In Financing Activities	(43,428,439)	(51,668,552)
Net Decrease In Cash and Cash Equivalents	(9,069,079)	(10,681,263)
Unrestricted and Restricted Cash and Cash Equivalents - Beginning of Year	35,353,406	46,034,669
Unrestricted and Restricted Cash and Cash Equivalents - End of Year	\$ 26,284,327	\$ 35,353,406
Supplemental Cash Flow Information		
Cash paid for interest	\$ 19,744,249	\$ 19,095,542
Cash paid for income taxes	6,124,822	11,424,370
Supplemental Non-Cash Information		
Paid-in-kind interest	\$ 2,075,547	\$ -

See notes to consolidated financial statements.

Atlantica Tender Drilling Ltd. & Subsidiaries

Notes to Consolidated Financial Statements

1. Organization and Nature of Operations

Atlantica Tender Drilling Ltd. (“Atlantica” or the “Company”) was incorporated in Bermuda in September 2008 and in April 2011 became registered on the Norwegian OTC-list under the symbol “ATDL.” Atlantica is in the business of providing contract drilling services for oil and gas wells for the offshore tender assist market and related offshore oilfield services.

The following entities are wholly-owned subsidiaries of the Company:

- Atlantica Management (USA) Inc. (“AM”), incorporated in the state of Texas
- Atlantica International Ltd. (“AI”), a Bermuda-based entity (liquidated in 2020)
- BassDrill Beta Ltd. (“BDB”), a Malta-based entity
- BassDrill Beta B.V. (“BDB-BV”), a Holland-based entity
- BassDrill Brasil Servicos de Petroleo Ltda. (“BBB”), a Brazil-based entity
- Atlantica International B.V. (“AI-BV”), a Holland-based entity
- Atlantica (Malta) Holding Ltd. (“AMH”), a Malta-based entity
- Atlantica Gamma Ltd. (“AG”), a Malta-based entity (in the process of liquidation)
- Atlantica Delta Ltd. (“AD”), a Malta-based entity
- Atlantica BDA Ltd. (“ABDA”), a Malta-based entity (in the process of liquidation)
- Atlantica (Holding) B.V. (“ABV”), a Holland-based entity
- Atlantica Financing B.V. (“AF-BV”), a Holland-based entity (in the process of liquidation)

The Company’s primary assets and liabilities currently pertain to *Beta*, owned by BDB, which the Company took delivery of in November 2013 and placed into service under a drilling contract with Petróleo Brasileiro S.A. (“Petrobras”) in March 2014 and is expected to demobilize in late Q3 2021; *Delta*, owned by AD, which the Company took delivery of in December of 2015, placed into service under a drilling contract with Total Congo E&P (“Total”) in January 2016 and has been warm-stacked in the Canary Islands since the latter part of 2020; and AM.

As used herein, and unless otherwise required by the context, the term “Atlantica” refers to Atlantica Tender Drilling Ltd., and the terms “Company,” “we,” “our,” and words of similar import refer to Atlantica and its subsidiaries. The use herein of such terms as “we,” “us,” “our” and “its,” or references to specific entities, is not intended to be a precise description of corporate relationships.

2. Liquidity

These consolidated financial statements have been prepared in accordance with the applicability of a going concern assumption, which contemplates the realization of assets and the satisfaction of liabilities and commitments in the normal course of business for an extended period of time. The Company’s cash generating assets are not under long-term contracts and the Company’s existing debt agreements, as amended and extended in October 2020 (see Note 6), mature in the third and fourth quarters of 2021. The Company’s existing liquid assets do not meet the needs for the debt repayment obligation. The situation raises substantial doubt about the Company’s ability to continue as a going concern within one year after the date the accompanying consolidated financial statements are available to be issued.

Atlantica Tender Drilling Ltd. & Subsidiaries

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Management's belief is that a future restructuring will be successful and that such financing, together with forecasted operating cash flow from Beta through demobilization operations, will be sufficient to enable the Company to meet its obligations as they become due in the ordinary course of business for 12 months following the date these financial statements are issued. This assumes, among other things, that the Company will be successful in implementing a restructuring, its business strategy and that there will be no further material adverse developments in its business, liquidity or capital requirements. If one or more of these factors do not occur as expected, it could lead to potential insolvency proceedings in Bermuda and/or the filing for bankruptcy protection in the U.S.

Upon notification from Petrobras that it would not extend the *Beta* contract beyond the current 2021 term, the Company suspended bond coupon payments and the payments of interest and amortization under the senior bank facility. On April 9, 2021, the Company was issued with a notice of default under the Term Loan and a notice of protective cash sweep under the finance documents. The security agent on behalf of the lenders has executed a sweep of funds from ATDL to an account held by the security agent in the amount of USD 28 million. Post the cash sweep, ATDL expects to have approximately USD 7 million in liquidity. Subsequently on April 13, 2021, the senior lenders notified the Bond Trustee of their intention to enforce on one or more of the security documents thereby triggering a 90 day standstill period during which the bondholders have the right to settle the outstanding Term Loan. Despite these actions, the Company remains in dialogue with its financial creditors regarding the way forward.

The consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts of and classification of liabilities that might be necessary in the event the Company cannot continue in existence.

3. Summary of Significant Accounting Policies

Principles of Consolidation

The consolidated financial statements include the assets and liabilities of Atlantica and its subsidiaries (as described in Note 1). All intercompany balances and transactions have been eliminated in consolidation.

Reclassification

Certain previously reported amounts have been reclassified to conform to the current year presentation. Such reclassifications had no effect on the consolidated net income or cash flows.

Use of Estimates

The preparation of the consolidated financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and requires management to disclose contingent assets and liabilities at the date of the consolidated financial statements. While management believes current estimates are reasonable and appropriate, actual results could differ from those estimates.

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Notes to Consolidated Financial Statements

Fair Value of Financial Instruments

Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) Topic 820, *Fair Value Measurements*, establishes a common definition for fair value to be applied to existing GAAP that require the use of fair value measurements, establishes a framework for measuring fair value and expands disclosure about such fair value measurements. GAAP defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date and establishes a three-level valuation hierarchy for disclosure of fair value measurements. The valuation hierarchy categorizes assets and liabilities measured at fair value into one of three different levels depending on the observability of the inputs employed in the measurement. The three levels are defined as follows:

Level 1 - Observable inputs such as quoted prices in active markets at the measurement date for identical, unrestricted assets or liabilities.

Level 2 - Other inputs that are observable directly or indirectly such as quoted prices in markets that are not active, or inputs which are observable, either directly or indirectly, for substantially the full term of the asset or liability.

Level 3 - Unobservable inputs for which there is little or no market data and which the Company makes its own assumptions about how market participants would price the assets and liabilities.

The Company’s fair value of financial instruments disclosure is based upon information available to management as December 31, 2020 and 2019. Considerable judgment is necessary to interpret market data and develop estimated fair value. Accordingly, the estimates presented herein are not necessarily indicative of the amounts the Company could realize on disposition of the financial instruments. The use of different market assumptions and/or estimation methodologies may have a material effect on the estimated fair value amounts.

The Company’s financial instruments consist mainly of cash and cash equivalents, restricted cash, accounts receivable, accounts payable, accrued liabilities, interest rate swaps, foreign currency exchange rate swaps and long-term debt. The carrying values for cash and cash equivalents, restricted cash, accounts receivable, accounts payable and accrued liabilities approximate their fair value, principally due to the short-term nature of these instruments. The carrying value of the Senior Secured Term Loan approximates fair value as the interest rate is re-determined regularly based on current interest rates. The fair value of the Senior Secured Bonds at December 31, 2020 and 2019 was approximately \$24 million and \$119.3 million, respectively, based on quoted market prices, Level 1 in the fair value hierarchy. The fair value of the interest rate swaps and foreign currency exchange rate swaps were recorded at fair value at each reporting period based on indirect market prices, Level 2 in the fair value hierarchy (see Note 13).

In 2019, the Company impaired its rigs to fair value. The Company relied on various valuation techniques, including discounted cash flows, industry analysis and third party appraisals. Each of these methodologies include assumptions and input that are indirectly observable and are considered a Level 3.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Atlantica Tender Drilling Ltd. & Subsidiaries

Notes to Consolidated Financial Statements

Restricted Cash

The Senior Secured Term Loan and Senior Secured Bonds required the Company to maintain a debt service account, into which one-third of the next quarterly interest and installment payments are to be paid each month. As discussed in Note 6, the Term Loan and Senior Secured Bonds were amended in October 2020 to remove the requirement for the Company to maintain a debt service account.

Concentrations of Credit Risk

The Company's customer concentration may impact its overall credit risk, either positively or negatively, in that customers may be similarly and concurrently affected by changes in economic or other conditions affecting the drilling industry. The Company's percent of revenue by major customer is as follows:

<u>Year Ended December 31,</u>	<u>2020</u>	<u>2019</u>
Total	39%	60%
Petrobras	61%	40%

The Company is subject to concentrations of credit risk with respect to cash and cash equivalents, which the Company attempts to minimize by maintaining cash and cash equivalents with major, high-credit quality financial institutions. At times cash and cash equivalents balances may exceed limits federally insured by the United States Federal Deposit Insurance Corporation or other similar government institutions in other countries. Additionally, certain of the Company's cash and cash equivalents balances are maintained in foreign banks, which are not covered by deposit insurance. The Company has not experienced any losses on its cash and cash equivalents.

Foreign Exchange Transactions

The Company's functional currency is the United States (USD) dollar as the Company primarily contracts with contractors, finances capital, and purchases equipment and services using the U.S. dollar. Transactions that are completed in a foreign currency are re-measured into U.S. dollars, and any gain or loss is recorded in the consolidated statements of operations.

Inventory

Inventory is valued at the lower of cost or net realizable value and is carried at the weighted average purchase price less an allowance for obsolescence. The allowance for obsolescence is based on historical experience and expectations for future use of inventory. At December 31, 2020 and 2019, the allowance for obsolescence was \$15.6 million and \$5.5 million, respectively.

Property and Equipment

Property and equipment is carried at cost less accumulated depreciation and amortization. The Company capitalizes expenditures for renewals, replacements and improvements, and expenses costs of maintenance and repairs as incurred. Depreciation on property and equipment is calculated on the straight-line method over the estimated useful lives of the assets. Depreciation and amortization expense was \$26.2 million and \$65.4 million for the years ended December 31, 2020 and 2019, respectively.

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Notes to Consolidated Financial Statements

The estimated useful lives are defined below:

Drilling rigs and equipment:	
Barge and related marine equipment	30 years
Mast equipment package	5 - 7 years
Other (drill string, engine overhauls, etc.)	2 - 5 years
Leasehold improvements	Remaining life of lease
Furniture and office equipment	3 - 5 years
Computer hardware and software	3 years
Vehicles	5 years

Capital Spares

Capital spares are not subject to depreciation until put into use on the rigs.

Rig Certifications

The Company is required to obtain certificates from various regulatory bodies in order to operate its drilling rigs. The costs incurred to obtain and maintain these certifications (inspections, tests, surveys, etc.) are capitalized in other assets and amortized over the corresponding certification period with amortization recorded as a component of operating expense.

Impairment of Long-lived Assets

Long-lived assets, such as property, plant, and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If circumstances require a long-lived asset to be tested for possible impairment, the Company first compares undiscounted cash flows expected to be generated by an asset to the carrying value of the asset in accordance with ASC 360, Property, Plant and Equipment. If the carrying value of the long-lived asset is not recoverable on an undiscounted cash flow basis, impairment is recognized to the extent that the carrying value exceeds its fair value. Fair value is determined through various valuation techniques, including discounted cash flow models, quoted market values and third party appraisals, as considered necessary.

Income Taxes

The Company is a Bermuda limited liability company. Bermuda does not impose corporate income taxes unless activities are carried out in Bermuda. No activities were carried out in Bermuda during the years ended December 31, 2020 and 2019. Consequently, the Company has provided for income taxes based on the laws and rates in effect in the countries in which operations are conducted, or in which the Company and/or its subsidiaries are considered resident for income tax purposes. The Company and/or its subsidiaries operate in multiple countries under different legal forms. As a result, the Company is subject to the jurisdiction of numerous domestic and foreign tax authorities (Malta, Norway, Brazil, US and Netherlands), as well as to tax agreements and treaties among these governments. The Company's operations in these different jurisdictions are taxed on various bases including, actual income before taxes, deemed profits (which are generally determined by applying a tax rate to revenues rather than profits) and withholding taxes based on revenue. Determination of taxable income in any jurisdiction requires the interpretation of the related tax laws and regulations and the use of estimates and assumptions regarding significant future events, such as the amount, timing and character of deductions, permissible revenue recognition methods under

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Notes to Consolidated Financial Statements

the tax law and the sources and character of income and tax credits. Changes in tax laws, regulations, agreements and treaties, foreign currency exchange restrictions or the Company's level of operations or profitability in each tax jurisdiction could have an impact upon the amount of income taxes that the Company provides during any given year.

Below are the components of the Company's income tax expense for the years ended December 31, 2020 and 2019:

<i>Year Ended December 31,</i>	2020	2019
Current income tax expense	\$ 4,714,217	\$ 11,336,957
Deferred income tax expense	-	(3,955,794)
Income tax expense	\$ 4,714,217	\$ 7,381,163

The Company accounts for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences. Deferred tax assets and liabilities are based on temporary differences that arise between the carrying value of the financial statements and tax bases of assets and liabilities. At December 31, 2020 and 2019, the Company recorded a \$0.7 million and \$1.3 million deferred tax asset, respectively, with a full valuation allowance for a net \$-0- million deferred tax position. The Company recorded a full valuation allowance due to the Company's inability to realize the asset under a going concern (see Note 2). The deferred tax position represents the tax effect of the temporary difference related to assets owned by subsidiaries in Malta based on tax rates due on distributable earnings.

The Company follows guidance issued by the FASB which clarifies accounting for uncertainty in income taxes by prescribing the minimum recognition threshold an income tax position is required to meet before being recognized in the consolidated financial statements and applies to all income tax positions. Each income tax position is assessed using a two-step process. A determination is first made as to whether it is more likely than not that the income tax position will be sustained, based upon technical merits, upon examination by the taxing authorities. If the income tax position is expected to meet the more likely than not criteria, the benefit recorded in the financial statements equals the largest amount that is greater than 50% likely to be realized upon its ultimate settlement.

The Company believes that it has no uncertain income tax positions and that there are no tax positions taken or expected to be taken that would significantly increase or decrease unrecognized tax benefits within the next twelve months.

In accordance with this guidance, the Company will record income tax related interest and penalties, if applicable, as a component of the provision for income tax expense. However, there were no amounts recognized for income tax related interest and penalties in the consolidated statements of operations for the years ended December 31, 2020 and 2019.

Earnings (Loss) Per Share

Basic earnings (loss) per share ("EPS") is calculated based on the income (loss) for the period available to common stockholders divided by the weighted average number of shares outstanding for basic EPS for the period. Diluted EPS includes the effect of the assumed conversion of potentially dilutive instruments. The determination of dilutive earnings per share requires the Company to potentially make certain adjustments to the weighted average shares outstanding used to compute basic earnings per share unless anti-dilutive.

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Recently Issued Accounting Standard

In February 2016, the FASB issued ASU 2016-02, *Leases* (“ASC 842”), to increase transparency and comparability among organizations by recognizing lease assets and liabilities on the balance sheet and disclosing key information about leasing arrangements. ASU No. 2016-02 is effective for financial statements issued for fiscal years beginning after December 15, 2021, and early adoption is permitted. The Company is evaluating the impacts of this ASU on its consolidated financial statements.

4. Property and Equipment

Property and equipment consisted of the following:

December 31, 2020	Beta Rig	Delta Rig	Other	Total
Gross Costs	\$ 298,314,026	\$ 283,914,304	\$ 1,759,759	\$ 583,988,089
Less: Accumulated depreciation	(97,039,263)	(95,755,820)	(1,203,564)	(193,998,647)
Less: Accumulated impairments	(107,513,414)	(106,885,995)	-	(214,399,409)
	93,761,349	81,272,489	556,195	175,590,033
Inventory - Capital Spares	2,475,811	1,162,980	2,696,964	6,335,755
Property and equipment, net	\$ 96,237,160	\$ 82,435,469	\$ 3,253,159	\$ 181,925,788

December 31, 2019	Beta Rig	Delta Rig	Other	Total
Gross Costs	\$ 298,125,062	\$ 283,854,679	\$ 1,659,599	\$ 583,639,340
Less: Accumulated depreciation	(84,965,962)	(81,968,684)	(1,210,667)	(168,145,313)
Less: Accumulated impairments	(108,159,100)	(106,885,994)	-	(215,045,094)
	105,000,000	95,000,001	448,932	200,448,933
Inventory - Capital Spares	4,051,532	1,439,616	2,696,964	8,188,112
Property and equipment, net	\$ 109,051,532	\$ 96,439,617	\$ 3,145,896	\$ 208,637,045

In December 2019, the Company recorded an impairment of \$215.0 million associated with its drilling rigs.

5. Investments

In June 2017, the Company subscribed to \$2.5 million of Super Senior Bonds in BassDrill Alpha Ltd. (“BDA”) (see Note 12). Upon the settlement of the liquidation of BDA in 2019, the Company received \$0.7 million of its investment in BDA’s Super Senior Bonds.

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Notes to Consolidated Financial Statements

6. Long-Term Debt

Long-term debt consisted of the following:

<u>December 31,</u>	<u>2020</u>	<u>2019</u>
Senior Secured Term Loan	\$ 53,483,122	\$ 93,900,000
Senior Secured Bonds	134,737,977	135,600,000
Debt Issuance Costs, Net	-	(3,313,945)
Bond Premium	2,712,000	774,857
Total Long-Term Debt	190,933,099	226,960,912
Less: Current Portion	(190,933,099)	(226,960,912)
Long-Term Debt, Net	\$ -	\$ -

In December 2020 the Company received notification from Petrobras to terminate the Beta contract in 2021. Due to uncertainties of future cash inflows, the Company took measures to preserve its liquidity position and ceased payments on its debt obligations. On April 9, 2021, the Company was issued with a notice of default under the Term Loan and a notice of protective cash sweep under the finance documents. The security agent on behalf of the lenders has executed a sweep of funds from ATDL to an account held by the security agent in the amount of USD 28 million. Post the cash sweep, ATDL had approximately USD 7 million in liquidity. Subsequently on April 13, 2021, the senior lenders notified the Bond Trustee of their intention to enforce on one or more of the security documents thereby triggering a 90 day standstill period during which the bondholders have the right to settle the outstanding Term Loan. Despite these actions, the Company remains in dialogue with its financial creditors regarding the way forward.

At December 31, 2020, the Company included accrued interest of \$0.3 million for the Senior Secured Term Loan and \$0.8 million for the Senior Secured Bonds in Accrued liabilities.

Senior Secured Term Loan

In October 2014, the Company entered into a Senior Secured Term Loan (“Term Loan”), originally maturing in August 2019. In September 2019, the Term Loan was amended and extended to mature in September 2020 and (effective September 19, 2019) bore interest at 4.75% plus LIBOR and then increased to 5.25% plus LIBOR in March 2020. In October 2020, the Term Loan was amended to, among other things, extend the maturity date to September 2021 and allocate interest between cash interest of LIBOR plus 3.5% and paid-in-kind (“PIK”) interest of 1.75% (effective October 30, 2020). The Company incurred \$0.2 million of PIK interest for the year ended December 31, 2020. At December 31, 2020, the interest rate on the Term Loan was approximately 5.4%.

The Term Loan is collateralized by a first lien mortgage on Beta and Delta; the shares of BDB, BDB-BV, BBB AD, AMH, and ABV; the AM management agreements; and all credit rights arising from the Company’s drilling contracts.

The Term Loan required quarterly principal payments of \$7.5 million that commenced October 2019. As amended in October 2020, the Term Loan requires quarterly principal payments of \$1.0 million beginning December 31, 2020 with a balloon payment due at final maturity.

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Notes to Consolidated Financial Statements

The Term Loan requires sweep repayments monthly, effective March 31, 2021, if the Company's free and unencumbered cash balance exceeds \$12.5 million, provided that (i) the Beta is engaged under the Petrobras contract and (ii) no new contract for the Delta is secured. Cumulative repayments under the sweep mechanism shall not exceed \$10 million.

Through October 30, 2020, the Company entered into interest rate swaps to effectively obtain a fixed rate on a portion of the Term Loan. These interest rate swaps were terminated in October 2020 in conjunction with the October 2020 amendment of the Term Loan.

As part of the October 2020 amendment, the Company made an immediate principal payment of \$27.5 million and a repayment for interest through October 30, 2020 of \$4.5 million. The Company also made a \$5.6 million principal repayment from the proceeds received from Petrobras for the rate adjustment associated with the withholding income tax change (see Note 10). In connection with the amendment of the Term Loan, the Company made a final payment of \$0.8 million to settle its interest rate swap agreements.

At December 31, 2020, the Term Loan further required the Company to comply with certain financial covenants as noted below. These covenants are required to be tested and reported quarterly (except as noted):

- Interest coverage ratio of not less than 1.0 : 1.0
- Debt service coverage ratio of not less than 1.0 : 1.0
- Book equity minimum of \$10.0 million
- Liquidity, measured as freely available and unencumbered cash, of \$12.5 million
- Positive working capital, excluding the minimum liquidity requirement discussed above
- The combined market value of the vessels is at least 200% of the aggregated outstanding amount of the Term Loan (reporting required semi-annually).

At December 31, 2020, the Company was in compliance with all financial covenants but was not in compliance with the interest and amortization payments required under the Term Loan. As fully discussed above, the Company is in default under the debt agreements but is in dialogue with the creditors to restructure the Term Loan and Bonds.

Senior Secured Bonds

In April 2013, the Company issued \$75.0 million of Senior Secured Bonds ("Original Bonds"), originally maturing in April 2018 and collateralized by Beta.

On September 23, 2014, the Company issued an additional \$75.0 million of Senior Secured Bonds ("New Bonds"), originally maturing in September 2019. Concurrent with the issuance of these New Bonds, the holders of the Original Bonds agreed to amend and restate the bond agreement to be consistent with the bond agreement of the New Bonds. The Original Bonds and New Bonds, (together the "Bonds") bore interest at 8.0%.

In September 2019, the Bonds were amended and extended to mature in October 2020 and (effective September 24, 2019) to bear interest at 12%, with quarterly interest payments. In October 2020, the Bonds' maturity date was extended to October 2021 and interest was amended for cash interest of 3.5% and PIK interest of 8.5%. For the year ended December 31, 2020, the Company incurred \$1.9 million of PIK interest.

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Notes to Consolidated Financial Statements

The Bonds require repayment at 102% of par value upon maturity. The Bonds are collateralized by *Beta* and *Delta*; the shares of BDB, BDB-BV, BBB AD, AMH, and ABV; the AM management agreements; and all credit rights arising from the Company's drilling contracts. The Bonds are subordinated to the Term Loan.

In conjunction with the October 2020 amendment, the Company made an immediate payment for interest through October 30, 2020 of \$13.9 million and used a portion of the proceeds from the settlement from Petrobras for the rate adjustment associated with the withholding income tax change (see Note 10) to paydown \$2.8 million on the Bonds.

At December 31, 2020, the Bonds further required the Company to comply with certain financial covenants as noted below. These covenants, are required to be tested and reported quarterly (except as noted):

- Interest coverage ratio of not less than 1.0 : 1.0
- Debt service coverage ratio of not less than 1.0 : 1.0
- Book equity minimum of \$10.0 million
- Liquidity, measured as freely available and unencumbered cash, of \$12.5 million
- Positive working capital, excluding the minimum liquidity requirement discussed above

At December 31, 2020, the Company was in compliance with all financial covenants but was not in compliance with the interest payments required under the Bond agreement. As fully discussed above, the Company is in default under the debt agreements but is in dialogue with the creditors to restructure the Term Loan and Bonds.

Deferred Financing Costs

In relation to the 2019 debt refinancing, the Company paid \$4.4 million of financing costs for the year ended December 31, 2019; all such costs were recorded as debt issuance costs. Amortization of debt issuance costs and other related financing costs, included within interest expense, totaled \$3.4 million and \$3.8 million for the years ended December 31, 2020 and 2019, respectively.

Accretion of Bond Premium

As discussed above, the Bonds will be settled at a premium under the terms of the September 2019 bond amendment. The Company recorded additional interest expense of \$1.9 million and \$0.8 million for the years ended December 31, 2020 and 2019, respectively, associated with this premium.

7. Stockholders' Equity

As a condition of the September 2019 Bond amendment and extension (see Note 6), the Company completed an equity raise of \$4.9 million, net in October 2019. The proceeds were used to fund a Senior Secured Bond interest escrow account to cover additional interest expense on the bonds through June 2020 and for general corporate purposes. In conjunction with the October 2020 Bond amendment (see Note 6), the Senior Secured Bond interest escrow account was closed and proceeds in the account were used to pay bondholder interest.

Atlantica Tender Drilling Ltd. & Subsidiaries

Notes to Consolidated Financial Statements

8. Revenue from Contracts with Customers

The Company's revenue derives from drilling contract activities that include (i) providing and operating tender assist drilling rig, (ii) moving the rig to (mobilization) and off (demobilization) location and (iii) reimbursement of certain supplies, equipment and personnel services requested by the customer. These services are deemed to be a single performance obligation under the contract and satisfied over a series of service periods.

Contract Drilling

Contract drilling revenue is based on contracted day-rates and the number of operating days during the period. As part of the single performance obligation of the contract, this day-rate consideration is recognized as services are performed.

The Company receives reimbursement from customers for the purchase of supplies, equipment, personnel services and other services requested by the customer. The Company is considered a principal in these transactions and records revenues and the corresponding costs as goods and services are rendered.

Mobilization and Demobilization Revenue

In connection with a customer contract, the Company may receive lump-sum fees for the mobilization of equipment offset by any liquidated damages incurred due to late delivery of the rig. This performance obligation is part of the single performance obligation identified in the contract and is allocated to the overall single performance obligation. Accordingly, mobilization fees and costs incurred to mobilize a rig from one geographic market to another are deferred and recognized on a straight-line basis over the initial term of such contract, excluding any option periods.

The Company may also receive lump-sum fees for demobilization of equipment and personnel upon completion or termination of the contract. This performance obligation is part of the single performance obligation identified in the contract and is allocated to the overall single performance obligation. Demobilization fees are recorded as revenue over the initial term of the contract.

The Company recognized amortization of mobilization and demobilization revenue related to *Atlantica Delta* of \$0.8 million and \$9.0 million for the years ended December 31, 2020 and 2019, respectively.

As of December 31, 2020 and 2019, the Company had a total deferred revenue liability of \$-0- million and \$0.7 million, respectively, for collected fees associated with mobilization. At December 31, 2019, the Company had an asset of \$1.0 million in other current assets related to the amortization of demobilization revenue and in 2020 collected the \$1.0 million demobilization fee associated with the *Delta* contract.

Accounts Receivable

The Company's receivables are generated from services to international oil companies and government-owned or government-controlled companies. The Company does not require collateral or other security to support customer receivables.

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The Company's customers include a large international oil and gas operator and a national oil company. The Company's drilling contracts provide for monthly billings, and payment is usually made within 30 - 60 days. The Company establishes an allowance for doubtful accounts on a specific identification method, considering changes in the financial position of a customer, when the Company believes the payment of a receivable is unlikely to occur. There was no allowance for doubtful accounts at December 31, 2020 and 2019.

Accounts receivable also include estimates of the Company's contract drilling revenue earned during the period, but unbilled at the end of the period. At December 31, 2020 and 2019, accounts receivable included \$6.6 million and \$7.5 million of accrued revenues, respectively.

9. Loss Per Share

The components of the numerator and denominator for the calculation of basic and diluted loss per share are as follows for the years ended December 31, 2020 and 2019:

<i>Year Ended December 31,</i>	2020	2019
Numerator:		
Net loss	\$ (19,364,091)	\$ (232,387,147)
Denominator:		
Weighted-average shares outstanding - basic and diluted	302,199,264	260,418,442
Loss per share - basic and diluted	\$ (0.06)	\$ (0.89)

10. Commitments and Contingencies

Petrobras Rate Adjustment for Tax Law Changes

In September 2010, the Company entered into the Petrobras contract in which the payments made by Petrobras to the Company were subject to withholding income tax ("WHT") at a zero rate. Subsequently, the Brazil tax regime changed such that 15% of Petrobras payments are now subject to WHT. The Petrobras contract includes a clause that states if a change in taxes causes an increase in the burden of the Company, then the original contract rate shall be increased proportionally to cover the additional tax burden. The Company has demonstrated the increased burden. As required by the contract, the Company sent a notice of dispute to Petrobras in February 2019 informing Petrobras that it would submit the dispute to arbitration in order to recover the sum of approximately \$6.0 million. The Company subsequently filed for arbitration in April 2019. The WHT settlement of \$8.4 million was recorded in Accounts Receivable at December 31, 2019. In 2020, Petrobras agreed to a settlement of \$8.4 million related to the WHT and final payment was received in September 2020.

Construction Obligations

In October 2012, AG entered into a turn-key construction contract with Dalian Shipyard Building Industry Co. and Dalian Shipbuilding Industry Offshore Co. Ltd (together "DSIC") for a tender support barge (*Atlantica Gamma*). AG made a refundable 15% installment payment of \$18.6 million in October 2012. *Atlantica Gamma* was to be delivered on or before July 15, 2015 (the "Delivery Date"), and if the delivery was delayed beyond 180 days from the Delivery Date, absent any permissible delays as defined in the construction contract, AG was *inter alia* entitled to terminate the contract.

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In January 2016, AG cancelled the contract and submitted a claim for the refund of the \$18.6 million down payment made to the shipyard in 2012. DSIC refuted AG's cancellation of the contract and in March 2016 cancelled the construction contract citing breach of contract by the Company. As required by the construction contract terms, the dispute was heard by an arbitration tribunal in London (UK) in February/March of 2018. In May 2018, the arbitration tribunal's award fell in favor of DSIC, ruling that AG did not have the right to cancel the construction contract and was not entitled to the refund of the \$18.6 million down payment.

In the fourth quarter of 2018, DSIC filed an additional claim in arbitration against AG for an additional \$82.7 million related to the cancelled *Atlantica Gamma* construction contract. AG is a special purpose entity that is in the process of being voluntarily liquidated and has no significant assets to pay any such claim. Neither the Company or any of its subsidiaries have issued any guarantee to DSIC or any other company in relation to the AG construction contract, and as a result, the Company, based upon the advice of legal counsel, does not believe that this claim will have a material adverse effect on the financial condition or results of operations of the Company.

Lease Obligations

The Company has non-cancellable lease obligations, principally office space in Houston, Texas. The lease obligations originally ranged from one to five years and expire at various dates between 2021 and 2023. Rent expense, including leases with terms of less than one year, was approximately \$1.5 million and \$2.2 million for the years ended December 31, 2020 and 2019, respectively.

Future minimum non-cancellable lease payments are as follows:

<i>Years Ending December 31,</i>	
2021	\$ 259,285
2022	263,389
2023	166,862
	<hr/>
	\$ 689,536

Contingencies

The Company may in the future be party to various legal proceedings that are incidental to the ordinary course of business. The Company regularly analyzes current information and, as necessary, provides accruals for probable liabilities on the eventual disposition of these matters. As of December 31, 2020, there were no threatened or pending legal matters that would have a material impact on the Company's consolidated financial statements.

11. Defined Contribution Retirement Plan

The Company maintains a defined contribution plan for all employees based in the United States. Under the plan, the Company contributes to the employee's retirement plan amounts ranging between one and six percent of the employee's annual salary. Such contributions were \$0.2 million for each of the years ended December 31, 2020 and 2019.

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Notes to Consolidated Financial Statements

12. Related Party Transactions

The Company transacted business with the following related parties:

- Offshore Merchant Partners (“OMP”)
- Bassoe Offshore AS/Bassoe Offshore USA (“Bassoe”) (related party through September 30, 2019)

Consulting Fees

During 2020 the Company received consulting services primarily related to the refinancing from OMP, a firm managed by the same group as the Company’s main shareholder. For the year ended December 31, 2020, the Company incurred \$50,000 in professional fees from OMP.

Commission Fees

The Company paid a commission of 1.25% of the revenue received from Petrobras to Bassoe. In June 2019, the Company and Bassoe terminated the commission fee arrangement for a lump sum payment of \$750,000.

Super Senior Bonds

In June 2017, the Company subscribed to \$2.5 million of BDA’s Super Senior Bonds as required by the November 2016 BDA restructure agreement. In 2019, BDA finalized liquidation proceedings and the Company received \$0.7 million for the settlement of the Super Senior Bonds.

Accounts Payable

The Company had the following payable balances with related parties:

<i>December 31,</i>	2020	2019
HitecVision	\$ -	\$ 64,479
OMP	25,000	-
Other	496	7,616
Accounts payable - related parties	\$ 25,496	\$ 72,095

13. Risk Management and Financial Instruments

The majority of the Company’s revenue transactions, assets and liabilities are denominated in U.S. dollars, the functional currency of the Company. However, the Company has operations and assets in a number of countries worldwide and incurs expenditures in other currencies, causing its results from operations to be affected by fluctuations in currency exchange rates, primarily relative to the U.S. dollar. The Company is also exposed to changes in interest rates on floating interest rate debt. There is, thus, a risk that currency and interest rate fluctuations will have a negative effect on the value of the Company’s cash flows.

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Interest Rate Risk Management

The Company's exposure to interest rate risk relates mainly to its floating interest rate debt and balances of surplus funds placed with financial institutions. The Company's intention is to obtain the most favorable interest rate available. Surplus funds are generally placed in deposits in banks. Such deposits are available daily in order to provide the Company with flexibility to meet all requirements for working capital and capital investments. The extent to which the Company plans to utilize interest rate swaps and other derivatives to manage its interest rate risk will be determined by the net debt exposure and its views on future interest rates.

Up through October 30, 2020, the Company utilized interest rate swaps to manage interest rate risk exposure on the variable interest of the Term Loan debt arrangement (see Note 6). The interest rate swap agreements effectively modified the Company's exposure to interest rate risk by converting a portion of the variable-rate debt to a fixed rate, thus reducing the impact of the interest rate changes on future interest expense. The Company did not designate these interest rate swaps as hedges and did not apply hedge accounting to its interest rate derivative instruments. At December 31, 2019, the Company had interest rate swaps with total notional amounts of \$70.4 million that fixed the variable rate on the Term Loan between 1.11% and 1.31%.

At December 31, 2019, the Company valued the interest rate swaps as a net asset of \$0.6 million. The Company determined the fair value of the interest rate swaps based on indirect market prices and accordingly classified such fair value measurement as Level 2. For the years ended December 31, 2020 and 2019, the Company recognized \$1.3 million and \$3.2 million of interest expense, respectively, associated with the mark to market on its interest rate derivatives.

In conjunction with the October 2020 Term Loan amendment discussed in Note 6, the Company made a final payment of \$0.8 million to settle its interest rate swap agreements in October 2020.

Foreign Currency Rate Risk Management

The Company entered into foreign currency exchange rate hedges to manage foreign currency rate risk exposure on its transactions incurred in Brazilian Reals and the Euro. In December 2019, the Company entered into a one year put agreement to effectively limit the Brazilian Reals exchange rate to BRL3.90 per USD1.00 on BRL4.0 million per month. In October 2018, the Company entered into a one-year foreign currency exchange rate swaps that effectively locked in the foreign exchange rate of BRL 5,000,000 each month through mid-September 2019 at an average exchange rate of BRL3.76 per USD1.00. In February 2020, the Company entered into an eight-month put agreement to effectively limit the Euro to USD\$0.87 per EUR1.00 which expired in September 2020. At December 31, 2019, the Company valued the foreign currency hedges as a current asset of \$0.2 million. In the third quarter of 2020, the Company exercised its options on the Euro and realized \$0.1 million in foreign exchange gains. For the years ended December 31, 2020 and 2019, the Company recognized \$0.2 million of foreign currency losses and \$0.4 million of foreign currency gains, respectively, associated with the mark to market on its foreign currency exchange rate hedges. The Company determined the fair value of the foreign currency exchange rate swaps based on indirect market prices and, accordingly, classified such fair value measurement as Level 2.

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14. Risks and Uncertainties

In March 2020, the World Health Organization (“WHO”) classified the COVID-19 outbreak as a pandemic based on the rapid increase in exposure globally and the risks posed to the international community. In response, governments around the world imposed travel restrictions and stay at home orders to mitigate the risks of the pandemic. Government action to impose travel bans, quarantines and entry restrictions have caused difficulties getting personnel to and from the rigs.

The duration of the COVID-19 pandemic and its impact to the global economy cannot be predicted. Therefore, the Company can give no assurances that the spread of COVID-19 will not have a material adverse effect on its financial position or results of operations in 2021 and beyond.

15. Subsequent Events

The Company has evaluated events subsequent at December 31, 2020 through April 30, 2021, the date these consolidated financial statement were available for issuance, and identified no events to be recognized or disclosed in the accompanying consolidated financial statements other than those disclosed herein.