



Schlumberger, Aker Solutions and Subsea 7 Create Joint Venture FAQS

Why is this the right time for the companies to do this transaction?

As demand grows for cost-effective, efficient, and sustainable energy, a large portion of the corresponding supply increase will come from offshore developments resulting in strong deepwater activity and project sanctioning outlook, and the need for innovative subsea solutions.

The proposed joint venture establishes a subsea technology provider with comprehensive integration benefits that spans deep reservoir domain and engineering design expertise, extensive field-proven technology applications, broad manufacturing options and a comprehensive suite of life-of-field solutions to support customer projects globally.

The joint venture will work together with the Subsea Integration Alliance (SIA)—a strategic alliance between Schlumberger and Subsea 7—to design, develop and deliver integrated subsea development solutions, which include subsea production systems (SPS), subsea processing systems, and subsea umbilicals, risers and flowlines systems (SURF) as well as a suite of optimized life-of-field services.

These actions accelerate subsea and digital technology advancement and fully leverage offshore activity growth. As investment in the offshore market continues to increase, customers will benefit from these enhancements to drive improved subsea asset performance while increasing energy access and reducing CO₂ emissions.

What are the financial details of the transaction?

The proposed joint venture will combine Schlumberger's and Aker Solutions' subsea businesses. In addition to contributing its subsea business to the joint venture, at closing Schlumberger will issue to Aker Solutions shares of Schlumberger common stock valued at USD 306.5 million in a private placement. These shares will be subject to a 180-day lock-up period after closing and to registration rights. Concurrently, Subsea 7 will purchase its 10% interest in exchange for USD 306.5 million in cash to Aker Solutions. The joint venture also will issue a promissory note to Aker Solutions for USD 87.5 million. Upon closing of the transaction, Schlumberger will own 70% of the joint venture, with Aker Solutions owning 20% and Subsea 7 owning 10%.

What is the size of the Aker Solutions Subsea business and where would the joint venture revenue be consolidated in Schlumberger?

Please refer to the most recent financial disclosures for Aker Solutions' Subsea business, available on Aker Solutions' investors website. The joint venture revenue will be consolidated in Schlumberger's Production Systems Division.

How will the joint venture be managed?

The board of directors of the JV will consist of three representatives from Schlumberger, two from Aker Solutions and one from Subsea 7. One of the representative directors from Schlumberger will be appointed as the Chairman and will have a casting vote. A CEO and CFO for the JV will be named after closing by Schlumberger.

What synergies are anticipated through this joint venture?

We expect net synergies of more than \$100 million per year starting year three after closing.

How does this transaction benefit customers?

The proposed joint venture will deliver a significant improvement in subsea production economics by helping customers unlock reserves, reduce time to first oil, and lower overall development costs. Customers will benefit from the combination of deep reservoir domain expertise, broad front-end and system design knowledge, an extensive field-proven subsea production and processing technology portfolio, world-class manufacturing scale and capabilities, and a comprehensive suite of life-of-field solutions.

In addition, the combined technology portfolio will be one of the most comprehensive in the industry and will include leading processing technology as well as production systems and umbilicals, which will allow further innovation of comprehensive, integrated solutions. The geographic operations of the businesses are also complementary enabling further dimensions for customer efficiency.

How does this transaction benefit Schlumberger?

The proposed joint venture is a strategic move that strengthens our core portfolio and offshore technology leadership by leveraging a more comprehensive suite of products on which to develop integrated solutions and enhanced digital life-of-field services. This strategic action also reinforces the resilience of our core business.

Through the complementary nature of the combined technology portfolios and market positions of the parties, the joint venture will accelerate technology innovation building leadership in subsea gas compression, all-electric subsea production systems and other electrification capabilities to help customers improve offshore production, lower development costs and meet their decarbonization goals—all significant growth opportunities for Schlumberger.