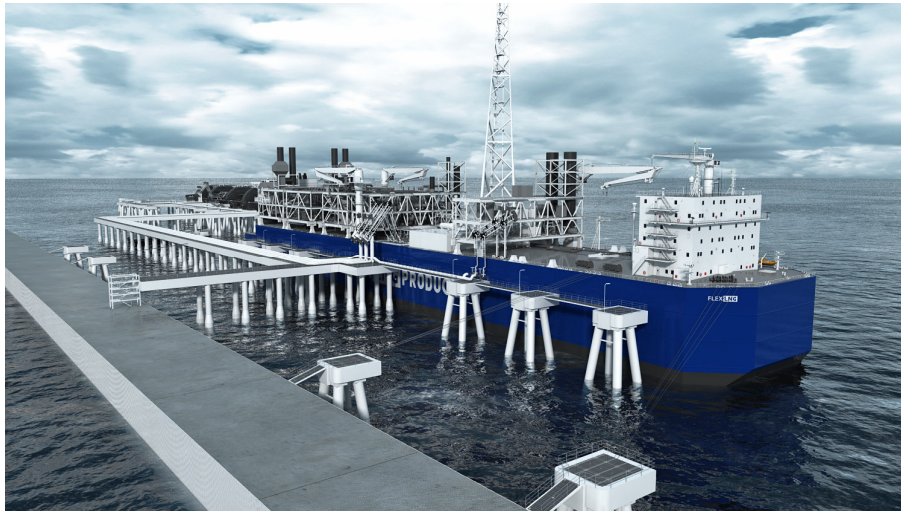


FLEX LNG GROUP



Q3 2011

BOARD REPORT

Financials, Third Quarter and Year to Date 2011

(Figures in brackets refer to the corresponding period of 2010)

During the third quarter of 2011 the FLEX LNG group of companies ("the Group") has continued to develop what it expects could be amongst the world's first floating LNG producers (LNG Producer). In the quarter costs of \$10.5m (\$2.1m, four units) were capitalised onto the first unit ("the IOC unit") and year to date \$12.4m (\$10.9m, four units). The capitalised costs in the current quarter reflect the front-end engineering and design (FEED) work on the Gulf LNG project in Papua New Guinea ("PNG") for the IOC unit.

The cash balances at 30 September were \$16.9m (\$13.1m) with \$2.2m net inflow (\$3.7m net outflow) in the quarter and \$7.0m net inflow (\$12.5m net outflow) year to date. In the nine months in 2011 the operating cash inflow was \$0.6m (principally the operating loss, working capital movements and a short term loan of \$8.0m, repayable in Q1 2012); investing activities outflow \$(12.5)m (capitalised asset costs); and financing activities inflow \$18.9m (proceeds from a share purchase by InterOil Corporation (IOC) and Pacific LNG Operations (PACLNG), and deferred payments on the FEED costs).

The loss before tax was \$3.6m (\$3.7m) in the quarter and \$19.0m (\$8.5m) year to date, with a year to date retained net loss of \$19.0m (\$8.6m). Q3 2011 has been impacted by the reduction in the strike price and the amended vesting dates for the staff option awards from 2008, following the amendment approved at the 2011 annual shareholders meeting (ASM). The additional cost was \$1.0m when compared to the same quarter in 2010. In the year there have also been additional IOC project related costs and FX revaluation losses on non USD denominated liabilities. Additionally Q2 2011 includes a financing charge (\$7.8m) from the valuation of the share purchase option provided to IOC and PACLNG. Under the option the two parties were able to subscribe for 11,315,080 shares at an average price of NOK 4.59, against a share price of NOK 8.22 at the time of grant.

Outlook

The Group continues to focus on securing employment for the LNG Producers and is investigating alternative commercial arrangements for the employment, such as integrated projects consisting of gas supply contracts with oil and gas companies, product handling agreements for the services of the LNG Producers, and LNG sales and purchase contracts with LNG off-takers as well as more traditional charter arrangements, as well as other commercial opportunities.

In April 2011 the Group was pleased to announce that it had signed preliminary agreements with IOC, PACLNG and Samsung Heavy Industries (Samsung) for a floating liquefaction (FLNG) Project in PNG with targeted start of operations in 2014. The FLNG project will liquefy gas from the Elk and Antelope gas fields in the Gulf Province in PNG. Project specific FEED started in May 2011 and the parties are working towards reaching a Final Investment Decision (FID).

In April 2011 Samsung agreed to restructure the commercial relationship between the two parties whereby, upon achieving FID, the intention is to transfer a substantial share of all previous instalments paid to Samsung under the existing four shipbuilding contracts to the single FLNG unit that is destined for the PNG project. FLEX LNG would remain able to order additional FLNG units at Samsung.

BOARD REPORT (continued)

Outlook (continued)

In May 2011 the Group announced that field specific FEED for the FLNG project with IOC, PACLNG, Liquid Niugini Gas Ltd and Samsung had started. Samsung is carrying out the FEED work for the hull portion of the FLNG unit, whilst a Worley Parsons led JV is carrying out the FEED work for the topside. The FEED is intended to be completed in time for the project to reach a FID before the end of 2011. In August 2011 IOC and PACLNG signed a heads of agreement with Nobel Clean Fuels Ltd for the supply of one mtpa of LNG from its PNG project.

FLEX LNG and its partners continue to work to achieve FID at the earliest opportunity for the Gulf LNG project, with a timeline that would see the production unit delivered in 2014 and LNG produced in 2015. It is unlikely that FID can be achieved on or before 15 December, the date set with Samsung in the 2011 Preliminary Agreement. This delay will require an extension from Samsung to allow for the principles under the Preliminary Agreement to continue being applicable. The Company is currently working with project stake holders to achieve a better understanding of the expected FID date and will provide an update to the market when this is clear.

On 25 August the shareholders elected three new Directors, Mr. D McManus, Mr. C Pittinger and Mr. E Wakiwaka and re-elected the directors Mr. P Fjeld, Mr. I Beveridge, Mr. S Pearl and Mr. A Hironmichi. Subsequently Mr. McManus was elected as Chairman by the Board.

Financing and Risks

In April 2011 the Group signed agreements with Samsung, which has agreed to restructure the commercial relationship between the two parties whereby, upon achieving FID, the intention is for a substantial share of all previous instalments paid to Samsung under the existing four shipbuilding contracts to be transferred to the single FLNG unit that is destined for the PNG project, subject to the satisfactory resolution of the commercial position with Samsung. Accordingly under this agreement (the "Preliminary Agreement") the equity already paid in by FLEX LNG to Samsung would satisfy the Company's instalment payment obligations to Samsung until delivery of the FLNG unit, when one final instalment would be due. The Company does not anticipate requiring any additional working capital from its shareholders in 2011 and no further payments are expected to Samsung in 2011. Upon a positive FID it will be necessary to raise additional funds to cover general working capital and project management costs up until delivery of the first FLNG unit. Prior to the delivery of the unit the Company would also need to arrange for the payment of the final instalment due to Samsung. This is expected to be covered by project finance, but could require the raising of additional capital. Additionally, it is contemplated in the preliminary agreements with IOC and PACLNG that, subject to FID, IOC and PACLNG would provide Samsung with a conditional financing package, for the final instalment, in the event that third party finance is not obtained by the Group.

In case the FID is not reached by December 15, 2011, the Company will need to consider the timing for raising additional working capital; and for the principles under the Preliminary Agreement to continue being applicable, the Company will require a waiver from or renegotiation with Samsung. In the absence of such waiver or negotiated

BOARD REPORT (continued)

Financing and Risks (continued)

agreement, the terms of the 2011 Preliminary Agreement will lapse and the 2009 Principle Agreement will be reinstated with the instalment terms as before. In May 2011 the Company issued 11,315,080 shares to IOC and PACLNG at an average price of NOK 4.59 and thereby raised \$9.3m of additional capital.

In the envisaged IOC/PACLNG agreements there are a number of commercial terms that need to be agreed over the FEED period to allow a positive FID to be taken and there can be no assurance that these agreements will be reached or that they will be reached in a manner that is favourable for the Company. In relation to the Preliminary Agreement with Samsung the Company has yet to fix the level of instalments that will be available for transfer to the unit assigned to the IOC/PACLNG contract; in accordance with the terms of the Preliminary Agreement, this is to be agreed prior to FID. The agreement on the level of equity to transfer will depend on a number of factors that are not directly under the control of the Group (exchange rates and restructuring costs). As noted previously, in the absence of a waiver or negotiated agreement, the replacement of the 2009 Principle Agreement with Samsung is dependent on achieving a positive FID by 15 December 2011. Following FID there will be additional operational risks associated with the IOC/PACLNG project in PNG. Subsequent to IOC and PACLNG electing to exercise their share options and being issued with shares earlier this year these companies are shareholders in addition to commercial counterparties. The Company will look to introduce further procedures to manage this as needed.

The Board believes the going concern position and risks remain as described in the 2010 statutory accounts and as updated by the Q3 2011 financial report, note 2.

Unaudited Interim Financial Report

Condensed Consolidated Income Statement

(Unaudited figures in USD,000)

For the quarter ended 30 September 2011	Unaudited				
	Q3 11	Q3 10	YTD 11	YTD 10	2010
Operating revenues	0	0	0	0	0
Total revenue	0	0	0	0	0
Administrative expenses	3,589	3,731	18,891	8,507	10,003
Impairment write down	0	0	0	0	98,689
Operating loss before depreciation	(3,589)	(3,731)	(18,891)	(8,507)	(108,692)
Depreciation	40	55	116	168	211
Operating loss	(3,629)	(3,786)	(19,007)	(8,675)	(108,903)
Finance income	31	52	47	202	222
Loss before tax	(3,598)	(3,734)	(18,960)	(8,473)	(108,681)
Income tax expense	25	30	66	102	173
Net loss	(3,623)	(3,764)	(19,026)	(8,575)	(108,854)
Attributable to:					
Equity holders of the parent	(3,623)	(3,764)	(19,026)	(8,380)	(108,659)
Non-controlling interests	0	0	0	(195)	(195)
Earnings per share:					
Basic	(0.03)	(0.03)	(0.16)	(0.07)	(0.96)
Diluted	(0.03)	(0.03)	(0.16)	(0.07)	(0.96)

Condensed Consolidated Statement of Comprehensive Income

(Unaudited figures in USD,000)

For the quarter ended 30 September 2011	Unaudited				
	Q3 11	Q3 10	YTD 11	YTD 10	2010
Loss for the period	(3,623)	(3,746)	(19,026)	(8,575)	(108,854)
Exchange differences on translation	(49)	36	(1)	(8)	(9)
Other comprehensive (loss) / profit	(49)	36	(1)	(8)	(9)
Total comprehensive income for the period	(3,672)	(3,728)	(19,027)	(8,583)	(108,863)
Attributable to:					
Equity holders of the parent	(3,672)	(3,728)	(19,027)	(8,388)	(108,668)
Non-controlling interests	0	0	0	(195)	(195)

Condensed Consolidated Statement of Financial Position

(Unaudited figures in USD,000)

For the period ended 30 September 2011	Unaudited			
	Note	YTD 2011	YTD 2010	2010
New building contracts	4	443,624	527,303	431,232
Plant and equipment		210	305	267
Investment – unquoted shares	5	875	0	875
Intangible assets		0	35,897	0
Total non-current assets		444,709	563,505	432,374
Other current assets		942	834	836
Loan	5	1,532	0	1,532
Cash and cash equivalents	6	16,909	13,143	9,889
Total current assets		19,383	13,977	12,257
TOTAL ASSETS		464,092	577,482	444,631
Share capital		1,245	1,130	1,130
Share premium		561,771	552,490	552,490
Other equity		(130,445)	(22,555)	(123,125)
Equity attributable to equity holders of the parent		432,571	531,065	430,495
Non-controlling interests		0	32,641	0
Total equity		432,571	563,706	430,495
Other financial liabilities	7	20,456	10,791	10,937
Total non-current liabilities		20,456	10,791	10,937
Current liabilities	7	11,065	2,985	3,199
Total current liabilities		11,065	2,985	3,199
Total liabilities		31,521	13,776	14,136
TOTAL EQUITY AND LIABILITIES		464,092	577,482	444,631



Condensed Consolidated Statement of Changes in Equity

(Unaudited figures in USD,000)

For the period ended 30 September 2011	Share capital	Share premium reserve	P&L reserve	Exchange translation reserve	Option, warrant and shares	To equity holders	Non controlling interests	Total equity
At 01.01.11	1,130	552,490	(132,916)	(300)	10,091	430,495	0	430,495
Loss for the period			(19,026)			(19,026)		(19,026)
Other comprehensive income				(1)		(1)		(1)
Total comprehensive income			(19,026)	(1)		(19,027)		(19,027)
Expenses related to share issue		(43)				(43)		(43)
Cost of share-based payment (options / warrants)					3,597	3,597		3,597
Shares issued	115	9,324			7,722	17,161		17,161
Cost of share-based payment (shares)					388	388		388
At 30.09.11	1,245	561,771	(151,942)	(301)	21,798	432,571	0	432,571

For the period ended 30 September 2010	Share capital	Share premium reserve	P&L reserve	Exchange translation reserve	Option, warrant and shares	To equity holders	Non controlling interests	Total equity
At 01.01.10	1,127	552,243	(24,257)	(291)	7,819	536,641	33,147	569,788
Loss for the period			(8,380)			(8,380)	(195)	(8,575)
Other comprehensive income				(8)		(8)		(8)
Total comprehensive income			(8,380)	(8)		(8,388)	(195)	(8,583)
Shares issued	3	282			(285)	0		0
Expenses related to share issue		(35)				(35)		(35)
Exchange adjustments						0	(311)	(311)
Cost of share-based payment (options / warrants)					2,704	2,704		2,704
Cost of share-based payment (shares)					143	143		143
At 30.09.10	1,130	552,490	(32,637)	(299)	10,381	531,065	32,641	563,706

Condensed Consolidated Statement of Cash Flows

(Unaudited figures in USD,000)

For the period ended 30 September 2011	Unaudited		
	YTD 11	YTD 10	2010
Net cash flow from operating activities ¹	557	(5,909)	(7,556)
Net cash flow used in investing activities	(12,451)	(10,961)	(12,714)
Net cash flow from financing activities	18,915	4,342	4,489
Net cash flow	7,021	(12,528)	(15,781)
Net translation effect	(1)	(8)	(9)
Cash balance at beginning of period	9,889	25,679	25,679
Cash balance at end of period	16,909	13,143	9,889

Note¹ – includes an \$8.0m short term loan, repayable in Q1 2012.

Notes to the Interim Consolidated Accounts

Note 1: General information

FLEX LNG Ltd is a limited liability company, incorporated in the British Virgin Islands. The Group includes eight 100% owned active subsidiaries. The Group's activities are focused on developing production and storage of liquefied natural gas.

The interim condensed consolidated financial statements of the Group for the nine months and quarter ended 30 September 2011 were authorised for issue by the board of directors on 24 November 2011.

Note 2: Accounting principles

Basis of preparation

The interim condensed consolidated financial statements for the nine months and quarter ended 30 September 2011 have been prepared in accordance with IAS 34 Interim Financial Reporting. The interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2010.

The preparation of interim accounts involves the use of appraisals, estimates and assumptions influencing the application of accounting principles and recognised amounts for assets, obligations and costs. Actual results may differ from these estimates. The uncertainties and risks include those noted in the 2010 accounts and as updated by the quarterly report. These include the settlement of the contract restructure with Samsung, achieving FID by 15 December, the contractual consequences if this does not occur by 15 December, the political situation in PNG, the IOC/PACLNG contractual arrangements remaining at economically viable terms, and being able to secure finance at reasonable terms.

The Group is operating in only one segment with respect to products and services. Segment reporting is thus not relevant.

Significant accounting policies

The accounting policies adopted in the preparation of the interim financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2010, except for the adoption of new Standards and Interpretation as of 1 January 2011, as noted below;

Note 2: Accounting principles (continued)

Significant accounting policies (continued)

IAS 24 Related Party Disclosures (Amendment); IAS 32 Financial Instruments: Presentation – Classification of Rights Issues (Amendment); IFRIC 14 Prepayments of a minimum funding requirement (Amendment); IFRIC 19 Extinguishing Financial Liabilities with Equity Instruments; IFRS 1 Adoption of IFRS; IFRS 3 Business Combinations; IFRS 7 Financial Instruments – Disclosures; IAS 1 Presentation of Financial Statements; IAS 27 Consolidated and Separate Financial Statements; IAS 34 Interim Financial Reporting; and IFRIC 13 Customer Loyalty Programmes. The adoption of these amendments has had no material impact on the financial position or performance of the Group.

At the end of Q3 2011, some new standards, changes in existing standards and interpretations have been issued, but not yet become effective:

IFRS 9 Financial Instruments: Classification and Measurement; Amendments to IFRS 7 Financial Instruments – Disclosures; Amendments to IFRS 1 Adoption of IFRS; IFRS 10 Consolidated Financial Statements; IFRS 11 Joint Arrangements, IFRS 12 Disclosure of Interests in Other Entities; IFRS 13 Fair Value Measurement; Amendments to IAS 12 Income Taxes; IAS 27 Revised: Separate Financial Statements; IAS 28 revised: Investment in Associates and Joint Ventures; IAS 1 Amendment: Presentation of Items of Other Comprehensive Income; IAS 19 Amendment: Employee Benefits; and Annual improvements project 2010.

The Group intends to adopt those standards when they become effective. Currently the Group estimates that the implementation will have no impact, or are unable to determine the impact.

Note 3: Option, warrant and salary costs

In Q1 and Q2 2011 the Company issued no new options to staff, in Q3 200,000 options were granted. At the 2011 ASM the options granted in 2008 were modified with the exercise price being amended from NOK 37 to NOK 20, additionally the vesting dates have been accelerated. The staff bonus scheme introduced in 2010 continues, which is linked to key commercial goals for the Group. In the year an element of the bonus linked to the achievement of commencing FEED was paid out. The P&L cost for all outstanding options and warrants for the quarter was \$2.0m (\$1.0m) and \$3.6m (\$2.7m) year to date.

Note 4: New building contracts

In the nine months ended 30 September 2011 the Group has capitalised costs of \$9.7m (\$7.4m) from Samsung, split \$0.4m, \$0.2m and \$9.1m between Q1, Q2 and Q3. In addition \$2.7m (\$3.5m) of costs incurred directly by the Group have been capitalised in 2011, split \$0.6m, \$0.7m and \$1.4m between Q1, Q2 and Q3. The carrying value of the contractual payments and the capitalised costs are dependent on the IOC/PACLNG contractual arrangements remaining at economically viable terms, finance being secured at reasonable terms, and the restructuring of the contracts with Samsung at the IOC/PACLNG project FID (exchange rates and restructuring costs). Capitalised finance costs of \$0.6m (\$0.9m) are included for the nine months within capitalised costs.

Note 5: Investment and loan

At 30 September 2011 the Group remains with a holding of 5% in the share capital of Minza Limited (Minza), which has a carrying value of \$875k. The Group has also loaned Minza \$1,532k. The terms of the loan provided that if the loan was not repaid by Minza by 31 October 2011 the loan would convert into 13.75% of the shares in Minza. The loan bore interest at LIBOR plus 1%. Additional details in note 10.

Note 6: Cash and cash equivalents

For the purpose of the consolidated cash flow statements, cash and cash equivalents comprise the following;

<i>(Unaudited figures in USD,000)</i>	Unaudited		
	Q3 11	Q3 10	2010
Cash at bank and in hand	16,909	13,143	9,889

\$1.0m is held in deposits of greater than 3 months and is shown as cash and cash equivalents, this amount can be immediately called upon subject to interest penalties.

Note 7: Other financial liabilities and current liabilities

In 2009 the Group entered into an agreement (Principle Agreement) with Samsung covering the revised payment profile during the slow down phase. Under the agreement, in addition to the agreed instalments, the Group had the opportunity to defer up to \$4m of expenditure in 2009. The amount deferred will be repayable with the first milestone billing after the slow down phase and bears interest at 7% per annum. At 30 September 2011 \$4.3m (\$3.9m) had been deferred, including interest. In addition certain vendor costs and obligations to Samsung under the EPCIC contract are covered by Samsung. These amounts become payable by the Group not earlier than seven months after the resumption date, under the Principle Agreement. At 30 September 2011 it is estimated that \$7.1m (\$6.7m) in obligations have been incurred by Samsung on behalf of the Group and a provision has been made for this cost. Per the Preliminary Agreement with Samsung, the intent is that on FID these amounts and the timing of payment would be restructured. The Preliminary Agreement also covers the FEED related costs for the Gulf PNG project and costs of \$9.0m have been estimated as being incurred by Samsung. In addition a \$0.1m (\$0.2m) provision for the property lease liabilities is included, based on a fair value allocation on the FLEX LNG Management Limited acquisition. Current liabilities include an \$8.0m short term loan repayable in Q1 2012.

Note 8: Capital commitments

At 30 September 2011, the Group had capital payment commitments of \$2,500m (Hulls - \$1,776m units 1-4, Topside - \$724m unit 1, with Samsung. The payment profile, based on a 30 June 2010 resumption date, the Samsung 2009 Principle Agreement and expected design and commissioning would have been: 2010 \$143m; 2011 \$411m; 2012 \$837m; 2013 \$404m; and 2014 \$705m. Under the 2011 Preliminary Agreement with Samsung, the parties have agreed that no payments, including those payable in 2010 and 2011 are due in the current FEED phase and that the intent is to restructure the contracts once FID is taken in relation to the IOC/PACLNG project and the Principle Agreement will then become null and void. At 15 December 2011, if a positive FID is not taken or a waiver or renegotiated agreement does not occur, the terms of the Principle Agreement will be reinstated (additional details in the 2009 statutory accounts).

Note 9: Going concern

The interim financial statements have been prepared based on the going concern assumption, which contemplates the realisation of assets and liabilities as part of the normal business course.

In April 2011 the Group signed agreements with Samsung, which has agreed to restructure the commercial relationship between the two parties whereby, upon achieving FID by December 15, 2011, the intention is for a substantial share of all previous instalments paid to Samsung under the existing four shipbuilding contracts to be transferred to the single FLNG unit that is destined for the PNG project, subject to the

Note 9: Going concern (continued)

satisfactory resolution of the commercial position with Samsung. Accordingly under this agreement the equity already paid in by FLEX LNG to Samsung would satisfy the Company's instalment payment obligations to Samsung until delivery of the FLNG unit, when one final instalment would be due. The Company does not anticipate requiring any additional working capital from its shareholders in 2011 and no further payments are expected to Samsung in 2011. Upon a positive FID it will be necessary to raise additional funds to cover general working capital and project management costs up until delivery of the first FLNG unit. Prior to the delivery of the unit the Company would also need to arrange for the payment of the final instalment due to Samsung. This is expected to be covered by project finance, but could require the raising of additional capital. Additionally, it is contemplated in the preliminary agreements with IOC and PACLNG that, subject to FID, IOC and PACLNG would provide Samsung with a conditional financing package, for the final instalment, in the event that third party finance is not obtained by the Group.

In case the FID is not reached by December 15, 2011, the Company will need to consider the timing for raising additional working capital; and for the principles under the Preliminary Agreement to continue being applicable, the Company will require a waiver from or renegotiation with Samsung. In the absence of such waiver or negotiated agreement, the terms of the 2011 Preliminary Agreement will lapse and the 2009 Principle Agreement will be reinstated with the instalment terms as before.

Considering the above the Board believes that the going concern assumption remains appropriate for the Group.

The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of the uncertainties detailed in the report.

Note 10: Events after the balance sheet date

Minza

On 31 October the loan to Minza of \$1,532k was not repaid and contractually is due to be converted into 13.75% of the shares in Minza, this would give the Group a combined holding of 18.06%. At present the conversion is pending, while tax and other issues are investigated.

Note 11: Additional Option and Share Issuance

In case of a positive FID it is contemplated in the preliminary agreements that, IOC and PACLNG would provide a conditional financing package to ensure payment of the final Samsung instalment once construction of the FLNG unit has been completed and certain additional credit enhancement facilities to facilitate obtaining project finance ("the financial support package"). In return FLEX LNG has agreed to grant further equity to IOC and PACLNG at par value. Upon the project achieving a positive FID, IOC and PACLNG would receive shares equivalent to 5% of FLEX LNG. An additional amount of shares equalling up to 15% ownership in FLEX LNG may be issued to IOC and PACLNG in three 5% tranches during the period from FID until 9 months after FID. The additional 15% share compensation is dependent on FLEX LNG utilising the IOC/PACLNG financial support package and reduces as provided in the agreements, if alternatives are obtained.

Note 12: Key Figures

	Q3 11	Q3 10	2010
No. of shares outstanding	124,477,202	113,043,243	113,043,243
No. of shares fully diluted	135,058,157	123,767,198	123,759,698
Average no. of outstanding shares	118,786,746	112,915,135	112,947,425
Share price (NOK)	3.70	3.95	4.25
Market capitalisation (NOK'm)	461	447	480

Shareholders

The 10 main shareholders at 30.09.11 are:

Share holder:	Number of shares:	Ownership interest:
KAWASAKI KISEN KAISHA LTD	16,973,058	13.7%
JP MORGAN CLEARING CORP. ¹	16,240,948	13.0%
STATE STREET BANK AND TRUST CO. ¹	13,486,167	10.8%
INTEROIL FINANCE INC.	8,938,913	7.2%
SIX SIS AG ¹	6,765,874	5.4%
B SCHULTE INVESTMENT HOLDING	5,981,661	4.8%
JP MORGAN CHASE BANK ¹	5,617,732	4.5%
JP MORGAN SECURITIES LIMITED	4,649,700	3.8%
INVESCO PERP EUR SMALL COMP FD	4,516,727	3.6%
GOLDMAN SACHS & CO - EQUITY ¹	3,997,235	3.2%
OTHER	37,309,187	30.0%
Per VPS register	124,477,202	100.0%

Note¹ - Nominee account.