

# PRO FORMA FINANCIAL INFORMATION STATOILHYDRO

## PRO FORMA CONSOLIDATED STATEMENTS OF INCOME - IFRS

(in NOK million)	For the three months ended 30 September		For the nine months ended 30 September		For the year ended 31 December
	2007 (unaudited)	2006 (unaudited)	2007 (unaudited)	2006 (unaudited)	2006 (unaudited)
<b>REVENUES AND OTHER INCOME</b>					
Revenues	129,200	130,585	374,947	392,953	519,639
Net income (loss) from equity accounted investments	153	140	601	489	679
Other income	147	16	261	1,193	1,843
Total revenues and other income	129,500	130,741	375,809	394,635	522,161
<b>OPERATING EXPENSES</b>					
Cost of goods sold	(66,340)	(62,763)	(191,362)	(189,972)	(249,595)
Operating expenses	(12,335)	(11,019)	(36,560)	(32,208)	(44,774)
Selling, general and administrative expenses	(2,669)	(2,660)	(7,277)	(8,493)	(11,530)
Depreciation, amortisation and impairment	(9,385)	(9,937)	(27,489)	(26,314)	(39,451)
Exploration expenses	(3,030)	(2,380)	(6,834)	(6,639)	(10,650)
Total operation expenses	(93,759)	(88,759)	(269,522)	(263,626)	(356,000)
Net operating income	35,741	41,982	106,287	131,009	166,161
<b>FINANCIAL ITEMS</b>					
Net foreign exchange gains (losses)	6,332	(4,408)	11,030	1,481	4,458
Interest income and other financial items	406	2,370	1,688	2,600	3,675
Interest and other finance expenses	(225)	(985)	(2,426)	(2,156)	(3,061)
Net financial items	6,513	(3,023)	10,292	1,925	5,072
Income before tax	42,254	38,959	116,579	132,934	171,233
Income tax	(27,791)	(28,096)	(78,225)	(96,117)	(119,390)
<b>Net income</b>	<b>14,463</b>	<b>10,863</b>	<b>38,354</b>	<b>36,817</b>	<b>51,843</b>
Attributable to:					
Equity holders of the parent company	14,374	10,644	37,883	36,180	51,113
Minority interest	89	219	471	637	730
	14,463	10,863	38,354	36,817	51,843
Earnings per share for income attributable to equity					
holders of the company - basic and diluted	4.49	3.30	11.83	11.18	15.82
Weighted average number of ordinary shares outstanding	3,198,647,653	3,228,580,175	3,201,007,684	3,237,540,920	3,230,849,707

**PRO FORMA CONSOLIDATED BALANCE SHEETS - IFRS**

	At 30 September 2007 (unaudited)	At 30 September 2006 (unaudited)	At 31 December 2006 (unaudited)
(in NOK million)			
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	276,080	264,632	272,163
Intangible assets	44,201	27,327	31,205
Equity accounted investments	8,557	9,615	8,555
Deferred tax assets	521	780	808
Pension assets	248	1,487	1,113
Financial investments	15,399	13,734	14,249
Derivative financial instruments	316	541	450
Financial receivables	3,939	4,240	4,341
Total non-current assets	349,260	322,355	332,884
<b>Current assets</b>			
Inventories	16,125	14,704	15,257
Trade and other receivables	88,332	77,844	81,048
Derivative financial instruments	20,096	17,478	21,323
Financial investments	208	25,771	1,032
Cash and cash equivalents	12,452	17,382	7,518
Total current assets	137,213	153,179	126,178
<b>TOTAL ASSETS</b>	<b>486,473</b>	<b>475,534</b>	<b>459,062</b>

**PRO FORMA CONSOLIDATED BALANCE SHEETS - IFRS**

	At 30 September 2007 (unaudited)	At 30 September 2006 (unaudited)	At 31 December 2006 (unaudited)
(in NOK million)			
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	7,972	8,022	8,022
Treasury shares	(5)	(24)	(54)
Additional paid-in capital	41,333	44,662	44,684
Additional paid-in capital related to treasury shares	(295)	(1,578)	(3,605)
Retained earnings	134,232	99,401	121,696
Other reserves	(15,415)	(204)	(3,367)
<b>Total shareholders' equity</b>	<b>167,822</b>	150,280	167,375
Minority interest	1,757	1,578	1,574
<b>Total equity</b>	<b>169,579</b>	151,858	168,949
<b>Non-current liabilities</b>			
Financial liabilities	44,647	50,831	49,215
Derivative financial instruments	28	167	66
Deferred tax liabilities	71,511	73,589	71,848
Pension liabilities	12,845	11,401	11,981
Provisions	43,079	32,113	42,172
<b>Total non-current liabilities</b>	<b>172,111</b>	168,101	175,282
<b>Current liabilities</b>			
Trade and other payables	54,204	54,548	55,572
Income taxes payable	72,429	86,193	47,149
Financial liabilities	12,246	5,879	5,557
Derivative financial instruments	5,905	8,955	6,550
<b>Total current liabilities</b>	<b>144,784</b>	155,575	114,828
<b>Total liabilities</b>	<b>316,895</b>	323,676	290,110
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>486,473</b>	475,534	459,062

## **PRO FORMA FINANCIAL INFORMATION**

The shareholders of Statoil ASA and Norsk Hydro ASA (Hydro Petroleum) approved at extraordinary General Meetings on 5 July 2007 a merger between Statoil ASA and the oil and gas activities of Norsk Hydro ASA. The merger is regulated and described in a separate merger plan between the two parties.

The unaudited pro forma financial information of StatoilHydro is provided for illustrative purposes to show the effect of the merger of Statoil and Hydro Petroleum as if the merged companies had always been combined. The closing date of the merger was 1 October 2007. Starting in the fourth quarter of 2007, Hydro Petroleum will be consolidated in the financial statements of StatoilHydro. At that time, the historical financial statements of Statoil prepared in accordance with International Financial Reporting Standards as adopted by the European Union ("IFRS") will be restated to include Hydro Petroleum for the comparative periods beginning 1 January 2006. The unaudited pro forma financial information reflects the expected impact of such a restatement on a preliminary basis and may be subject to change.

### **Basis of preparation**

The merger of Statoil and Hydro Petroleum will be accounted for as a transaction between entities under common control in StatoilHydro consolidated financial statements prepared in accordance with IFRS. Under that method of accounting, the carrying amount of the assets and liabilities of the merged company are recorded at the carrying amounts of the assets and liabilities of each of the merging companies. Financial information for prior periods is restated to represent the merged company as if the entities had always been combined. This unaudited pro forma financial information illustrates the restatement of historical information on this basis and it is not necessarily indicative of the future results of operations or financial position.

The pro forma financial information of StatoilHydro presents the financial information of Statoil and Hydro Petroleum as if they had been operating as one unit for the financial year ended 31 December 2006 and for the three and nine month periods ended 30 September 2007 and 2006.

The unaudited pro forma statements for the periods ended 30 September 2007 and 2006 are prepared based on the unaudited interim financial statements of StatoilHydro (former Statoil) and the unaudited condensed carve out financial information of Hydro Petroleum as derived from the unaudited interim financial statements of the Hydro group in Hydro's Third Quarter Report 2007. The financial information for the period ended 31 December 2006 has been derived from the Statoil document "Transition from accounting principles generally accepted in the United States (US GAAP) to International Financial Reporting Standards (IFRS)" dated 7 May 2007 (Statoil's transition document) and from the unaudited condensed carve out financial information of Hydro Petroleum as derived from the unaudited interim financial statements of the Hydro group in Hydro's Third Quarter Report 2007. This pro forma financial information should be read in conjunction with Statoil's transition document and Statoil's annual report on Form 20-F/A 2006 which was prepared on the basis of US GAAP. A detailed description of the accounting policies used under IFRS is included in Statoil's transition document which can be accessed from the Company's web site at [www.statoilhydro.com](http://www.statoilhydro.com).

The condensed carve-out financial information of Hydro Petroleum has been adjusted to conform to the accounting policies of StatoilHydro for the tax benefit of uplift in Norway, the sales method of accounting for revenues for over / underlift in the production of oil and gas, and pension accounting. The combined impact of these changes was to decrease net income by NOK 124 million and NOK 244 million for nine month periods ended 30 September 2007 and 2006, respectively, and NOK 169 million for the period ended 31 December 2006.

For the purpose of calculating earnings per share, weighted average number of ordinary shares outstanding has been set as the total of Statoil's weighted average number of ordinary shares outstanding and Hydro's weighted average number of outstanding shares multiplied by the number of Statoil ordinary shares which the Hydro shareholders received for each Hydro share in connection with the merger.

**Pro forma selected segment information****Segment net operating income (unaudited)**

The unaudited pro forma selected segment information of StatoilHydro is provided for illustrative purposes to show the effect of the merger of Statoil and Hydro Petroleum on the segment net operating income based upon the same segment structure as applied in Statoil's transition document.

(in NOK million)	Exploration and Production Norway	International Exploration and Production	Natural Gas	Manufacturing and Marketing	Other	Eliminations	Total
<b>Three months ended</b>							
<b>30 September 2007</b>							
Net operating income	31,771	3,048	1,217	178	(307)	(166)	35,741
<b>Three months ended</b>							
<b>30 September 2006</b>							
Net operating income	33,753	1,015	3,588	2,319	(540)	1 847	41,982
<b>Nine months ended</b>							
<b>30 September 2007</b>							
Net operating income	90,562	9,772	3,356	4,448	(924)	(927)	106,287
<b>Nine months ended</b>							
<b>30 September 2006</b>							
Net operating income	103,967	7,183	14,854	6,884	(1,302)	(577)	131,009
<b>Twelve months ended</b>							
<b>31 December 2006</b>							
Net operating income	136,098	3,855	20,737	7,281	(1,371)	(439)	166,161