

Edgar Filing: GOLAR LNG LTD - Form 20-F/A

GOLAR LNG LTD
Form 20-F/A
April 19, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 20-F/A

(Mark One)

☐ REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g)
OF THE SECURITIES EXCHANGE ACT OF 1934

OR

☒ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2003

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from -----

Commission file number 000-50113

Golar LNG Limited

(Exact name of Registrant as specified in its charter)

Golar LNG Limited

(Translation of Registrant's name into English)

Bermuda

(Jurisdiction of incorporation or organization)

Par-la-Ville Place, 14 Par-la-Ville Road, Hamilton, HM 08, Bermuda

(Address of principal executive offices)

Securities registered or to be registered pursuant to section 12(b) of the Act.

Title of each class

Name of each exchange

Edgar Filing: GOLAR LNG LTD - Form 20-F/A

None

on which registered

Securities registered or to be registered pursuant to section 12(g) of the Act.

Common Shares, par value \$1.00

(Title of class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act.

None

(Title of class)

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report.

65,612,000 Common Shares, par value \$1.00

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes ☒ [X]

No ☐ []

Indicate by check mark which financial statement item the registrant has elected to follow.

Item 17 ☐ []

Item 18 ☒ [X]

EXPLANATORY NOTE

GOLAR LNG LIMITED is filing this Amendment to its Report on Form 20-F for its fiscal year ended December 31, 2003, to include a disclosure regarding exemptions from certain Nasdaq corporate governance rules under Item 6 of the Form 20-F. This disclosure speaks as of December 31, 2003.

ITEM 6. DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

Exemptions from certain Nasdaq corporate governance rules

At the time that quotation of Golar LNG Limited's Common Shares on the Nasdaq National Market commenced, Golar LNG Limited received an exemption from certain corporate governance requirements. Nasdaq rules permit Nasdaq to provide exemptions from the Nasdaq corporate governance standards to a foreign issuer when those standards are contrary to a law, rule or regulation of any public authority exercising jurisdiction over such issuer or contrary to generally

Edgar Filing: GOLAR LNG LTD - Form 20-F/A

accepted business practices in the issuer's country of domicile. Golar LNG Limited has received from Nasdaq an exemption from compliance with certain corporate governance standards that are contrary to the law, rules, regulations or generally accepted business practices of Bermuda. The exemption, and the practices followed by Golar LNG Limited, are described below:

- o In keeping with Bermuda law and the rules of the Oslo Stock Exchange, Golar LNG Limited is exempt from Nasdaq's requirement to maintain three independent directors and currently no member's of its board of directors independent according to Nasdaq's standards for independence.
- o In keeping with common practices among companies listed on the Oslo Stock Exchange, Golar LNG Limited is exempt from Nasdaq's requirement for an audit committee and an audit committee charter. The Company's full board of directors currently fulfills the function of an audit committee. The Company's management is responsible for the proper and timely preparation of the Company's annual reports and are audited by independent auditors.

ITEM 19. EXHIBITS.

Number	Description of Exhibits
32.1	_____ Section 1350 Certification of the Company's Chief Executive Officer.
32.2	_____ Section 1350 Certification of the Company's Chief Accounting Officer.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant certifies that it meets all of the requirements for filing on Form 20-F and has duly caused this amended annual report to be signed on its behalf by the undersigned, thereunto duly authorized.

Golar LNG Limited

(Registrant)

Date April 19, 2005

By /s/ Graham Robjohns

Graham Robjohns
Chief Accounting Officer

03849.0004 #558968