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#### ANNOUNCEMENT BY FLOATEL INTERNATIONAL LTD

Keppel Corporation Limited (the "Company" or "KCL") refers to:

- (a) the Company's announcement on 23 February 2020 in respect of the consolidated financial statements of its associated company, Floatel International Ltd ("Floatel") for the fourth quarter of the financial year ended 31 December 2019 ("Floatel 4Q Results"), where it was reported that Floatel's financial situation was unsustainable as liquidity was under pressure and there was a material uncertainty as to whether Floatel and its subsidiaries would be able to service their secured financial liabilities and net working capital requirements for the next 12 months from the date of the Floatel 4Q Results ("23 February Announcement"); and
- (b) Floatel's announcement dated 14 April 2020 regarding standstill and discussions with secured financial creditors, a copy of which is annexed to this announcement.

As stated in the 23 February Announcement, the Company's carrying value of its investments in Floatel was approximately S\$477 million as at the end of the financial year ended 31 December 2019.

Based on the information currently available, the Company has assessed that no impairment is required. The Company will continue to monitor developments and make the necessary disclosures as appropriate.

15 April 2020



## PRESS RELEASE

Bermuda, 14-April-2020

#### FLOATEL INTERNATIONAL:

UPDATE REGARDING STANDSTILL AND DISCUSSIONS WITH SECURED FINANCIAL CREDITORS

The Company is the Issuer under the 9 % senior secured USD 400,000,000 1st Lien bonds 2018/2024 with ISIN NO001 0833775 (the "1L Bonds") and the 12.75 % USD75,000,000 2nd Lien bonds 2018/2024 with ISIN NO001 0833783 (the "2L Bonds" and together with the 1L Bonds, the "Bonds"). The Company is also the borrower under a USD 150,000,000 term loan facility (the "Bank Vessel Facility") and under revolving credit facilities for an undrawn total amount of USD 100,000,000 (the "RCFs", together with the Bonds and the Bank Vessel Facility, the "Finance Documents").

The Company is in constructive negotiations with all lenders under the Bank Vessel Facility and the RCFs (the "Lenders") and an ad hoc committee of holders of the 1L Bonds holding in aggregate over 56% of the outstanding amount of 1L Bonds (the "AHC"). Today the Company entered into a forbearance and deferral agreement with the AHC ("Forbearance Agreement") for thirty-five days (subject to the satisfaction of standard conditions) in relation to payments of (i) amortisation, interest and commitment fees due under the Bank Vessel Facility and RCFs in the aggregate amount of USD 17,028,102 and (ii) coupon payments due under the Bonds in the amount of USD 22,781,250 (together, the "Relevant Payments"). Negotiations are ongoing with the Lenders to finalise the terms of a deferral agreement in respect of the Bank Vessel Facility and the RCFs (conclusion of which is a condition to ongoing forbearance by the AHC under the Forbearance Agreement) and the Lenders have confirmed in writing that they remain supportive of the Group and do not intend to take any further action at this time.

The Company will not make the Relevant Payments at the present time and the Forbearance Agreement and deferral agreement (to be finalised with the Lenders) will provide all parties with sufficient time to negotiate terms with its stakeholders for a longer-term solution for the Company.

As part of the discussions with the Lenders under the Bank Vessel Facility, the Lenders have blocked certain earnings accounts related to Floatel Endurance (the "Blocked Accounts"). However, the Group's vessels and business continue to operate as normal

Attached is a presentation with an update from the Company.

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#### INFORMATION ABOUT FLOATEL INTERNATIONAL LTD

Floatel International Ltd was established in 2006 to satisfy market demand for a new generation of offshore flotels. The vision of the Company is to own and operate the most modern, safe and reliable flotel fleet in the world.

Floatel International owns and operates five semisubmersible accommodation vessels, all vessel where delivered within the period 2010 to 2016. Two vessels, Floatel Superior and Floatel Endurance are approved to operate in the Norwegian sector and four vessels are approved for the UK sector.

All vessels are equipped with a dynamic positioning system and are built according to the latest HSE requirements providing quality and comfort for the guests onboard. The accommodation capacity of the Floatel fleet range from 440 beds to 550 beds. All vessels are furthermore equipped with large deck areas, workshops and crane support able to assist complicated offshore hookup projects and maintenance and modifications of existing offshore facilities.

Floatel has two bond issuances listed on Oslo ABM with ticker code FLOAT02 and FLOAT03.

Floatel International AB is a management company responsible for operational management and construction supervision for and on behalf of the Owner, Floatel International Ltd.

For further information about Floatel International Group, please visit our website: <u>www.floatel.bm</u>

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www.floatel.bm





# Disclaimer

#### Important information

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# Young, high-end fleet of accommodation vessels Fleet overview (1/3)

### **FLOATEL SUPERIOR**

- Delivered March 2010
- Broker value: USD 244m\*)
- Operating displacement 29' MT
- DP 3 positioning system
- Eight-point mooring

- 440 bed accommodation (single cabins)
- Deck area 1,500 m2
- Payload 2,400 metric tons
- Main crane 100 MT lifting capacity
- Telescopic gangway 38.0m, ±7.5m

Designed for harsh environment and is approved for work in UK and Norwegian sector on a year-round basis. Has previously worked in Australia.

SPS ongoing, complete end May 2020.



### **FLOATEL RELIANCE**

- Delivered October 2010
- Broker value: USD 139m\*)
- Operating displacement 16' MT
- DP 2 positioning systems

- 500 bed accommodation capacity
- Deck area 1,100m2
- Payload 1,800 metric tons
- Main crane 120 MT lifting capacity
- Telescopic gangway 36.0m ±6.5m

Designed for harsh environment and has previously worked in Brazil 2011-2016

Presently in lay-up and is actively marketed for new work. Estimated time for reactivation is 14-17 weeks.





# Young, high-end fleet of accommodation vessels Fleet overview (2/3)

### **FLOATEL VICTORY**

- Delivered November 2013
- Broker value: USD 203m\*)
- Operating displacement 26' MT
- DP 3 positioning systems
- Ten-point chain mooring system

- 560 bed accommodation capacity
- Deck area 1,100m2
- Payload 2,400 metric tons
- Main crane 120 MT lifting capacity
- Telescopic gangway 38m ±7.5m

Designed for harsh environment and is approved for work in UK sector on a year-round basis. Has previously worked in US Gulf of Mexico.

Next SPS is due Q2 2023



### **FLOATEL TRIUMPH**

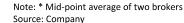
- Delivered: September 2016
- Broker value: USD 226m\*)
- Operating displacement 26' MT
- DP 3 positioning systems
- Ten-point chain mooring system

- 500 bed accommodation capacity
- Deck area 1,100m2
- Payload 1,500 metric tons
- Main crane 120 MT lifting capacity
- Telescopic gangway 38.0m, ±7.5m

Designed for harsh environment operations in UK sector on a year-round basis. Has a valid safety case for operations in Australia, both for cold and live installations.

Next SPS is due Q4 2021





# Young, high-end fleet of accommodation vessels Fleet overview (3/3)

## **FLOATEL ENDURANCE**

- Delivered April 2015
- Broker value: USD 283m\*)
- Operating displacement 32' MT
- DP 3 positioning systems
- Ten-point mooring system

- 440 bed accommodation (single cabins)
- Deck area 1,100m2
- Payload 2,000 metric tons
- Offshore crane support, 100 MT
- Telescopic gangway 38m ±7.5m

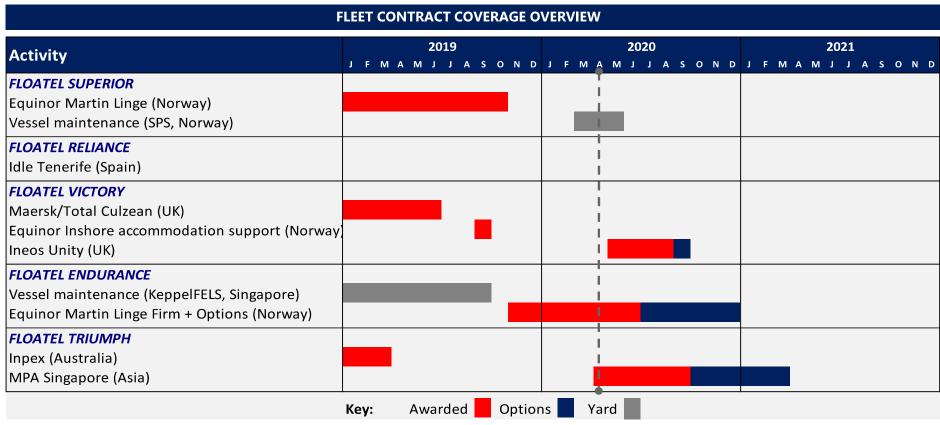
Designed for harsh environment and is approved for work in UK and Norwegian sector on a year-round basis. Has previously worked in Australia.

Next SPS is due 2024





# Present fleet commitment



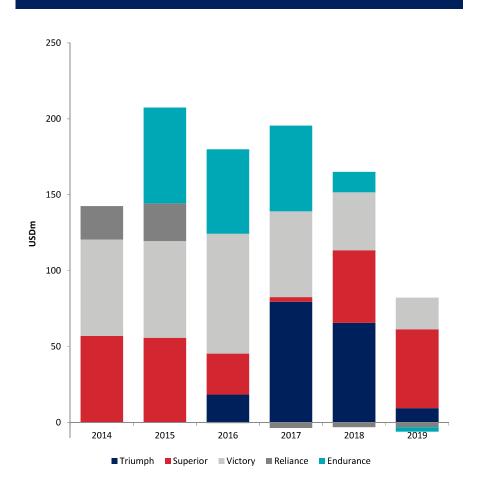
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# EBITDA and backlog development

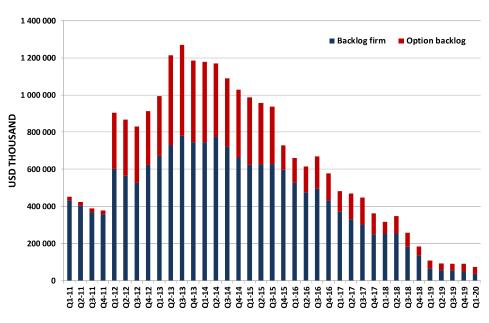
## **HISTORICAL EBITDA GENERATION PER UNIT**



## **BACKLOG AS PER 1 APR 2020**

## Firm order book \$36 million, option work \$36 million

- ~89% of all options has historically been exercised, some projects extended beyond all options
- Total contractual days have on average been ~38% longer than original contracted periods (firm period + all options)
- Backlog including options equates to approx. USD 45m in EBITDA









# Established track record in all main markets

#### MAIN REGIONS OF OPERATION

#### **North Sea**

#### Harsh

- Stringent regulatory and harsh environment requirements pushing day-rates higher
- Due to the harsh environment a true semi-submersible area with an active spot market
- Reduced activity expected 2020-2021, expected recovery 2022.
- Active fleet size expected to be reduced to 5-7 units

#### **Gulf of Mexico**

#### Semi-harsh

- Increased deep-water exploration and development activity to support demand for installation accommodation
- Mexican side dominated by long-term contracts, aging infrastructure and deferred maintenance
- Day-rate discount to the North Sea, mainly due to lower capabilities of operating rigs, but US operators showing increasing preference for higher specifications

#### **Brazil**

#### Semi-harsh

- Brazil's is a highly competitive market with 7 units in operations presently whereof 2 units under longer term contracts.
- Further bids expected and operating fleet going forward is expected to be 4-5 units
- Rates in region under pressure due to present overcapacity

## REGIONAL OPERATIVE ENVIRONMENT



North Sea (NO, UK), Australia, Brazil, Canada, Mexico and USA represent the key regions for high-end offshore accommodation



# Floatel delivers services throughout a project lifecycle Attractively positioned for support and accommodation services

## **Installation / Hook-Up**

#### ~30-50% of North Sea demand



Support producers during the installation, construction, hook-up and commissioning of new production facilities

# Production Maintenance and Modification

#### ~50-70% of North Sea demand



Capacity during upgrade, modification, repair or maintenance of existing installations, the hook-up of satellite fields to existing infrastructure, or to address regulatory requirements or emergency and safety related issues of existing installations

### **Decommisioning**

#### **Additional Potential**



Extra capacity during decommissioning or removal of offshore installations

# **Key drivers for accommodation services**

### **Activity in Field Development**

Oil Price and E&P spending

## **MMO** spending

Driven by subsea tie-ins, life extension work, maintenance and shut down pending age of platforms

## **P&A** and decommissioning activity

Field economics, regulations and age profile of fields

#### FLOATEL INTERNATIONAL DELIVERS SERVICES THOUGHOUT THE PROJECT LIFECYCLE IN OFFSHORE PROJECTS



# Market commentary reflecting present situation

# **Market commentary in light of COVID-19**

- The following slides showing predicted supply/demand in the North Sea region and Globally and has been prepared taking the present situation with C-19 and the substantial fall of the oil price into account. The consequences are:
  - Postponement of several of present project due to pandemic, North Sea Operators are discussing suspension of planned projects 2020 where accommodation vessels are required, work will most likely be suspended to 2021.
  - Petrobras have suspended all charters by 120 days, maybe longer, without payments.
  - Most Operators have made announcement of reduced CAPEX following todays situation, this will have an impact although most Operators have not communicated detailed plans and how this will affect previous identified projects. Assumption is reduced activity near term (2020-2021) with most previous identified projects pushed to the right, some projects assumed cancelled.
- o It is believed that the current situation will "accelerate" scrapping decision of older vessels
- Recovery of market will be pushed further to the right. On the balance estimates has been based on no material changes in demand from 2022



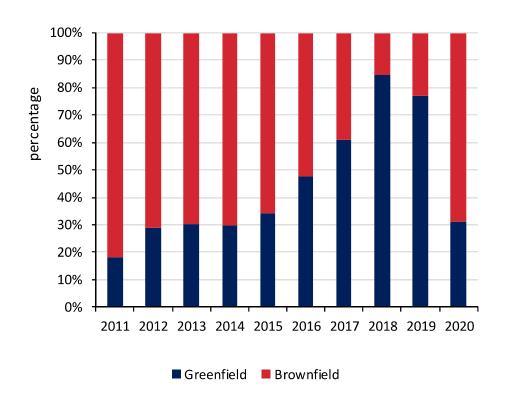
# North Sea demand recently dominated by Hook-Up work Deferred maintenance and ageing installed base will lead to return of maintenance work

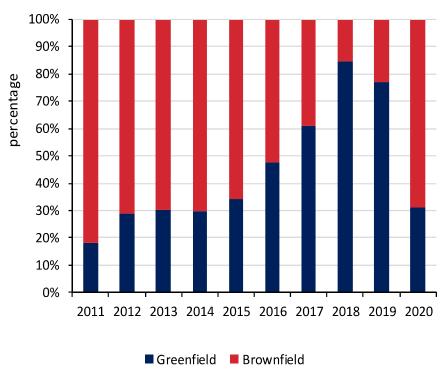
## **NORTH SEA AWARDED WORK**

Awarded work - North Sea Hook up (Greenfield) and Maintenance (Brownfield)

#### **WORLD WIDE AWARDED WORK**

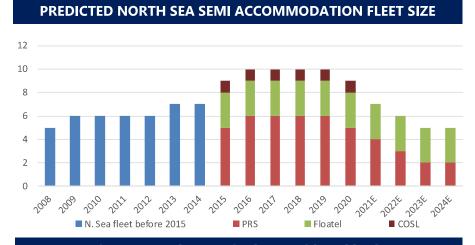
Awarded work - North Sea Hook up (Greenfield) and Maintenance (Brownfield)







# Floatel stands out with modern, high specification rigs Supply Situation – ageing fleet of accommodation vessels





SEMI-SUBMERSIBLE ACCOMMODATION VESSELS				
Vessel name	Operator	Status	DP	Delivery year
Safe Nova	Prosafe	Suspended delivery	DP3	2022/23**
Safe Vega	Prosafe	Suspended delivery	DP3	2022/23**
Safe Eurus	Prosafe	In Service	DP3	2019
OOS Tiradentes	OOS Int.	In Service	DP3	2018
Floatel Triumph	Floatel	Lay up	DP3	2016
Safe Notos	Prosafe	In Service	DP3	2016
POSH Arcadia	POSH	Layup	DP3	2016
Floatel Endurance	Floatel	In Service	DP3	2015
Safe Boreas	Prosafe	Layup	DP3	2015
Safe Zephyrus	Prosafe	In Service	DP3	2015
Atlantis	Cotemar	In Service	DP3	2015
Neptuno	Cotemar	In Service	DP3	2015
Posh Xanadu	POSH	In Service	DP3	2014
Floatel Victory	Floatel	In Service	DP3	2013
Floatel Reliance	Floatel	Lay up	DP2	2010
Floatel Superior	Floatel	Lay up	DP3	2010
Safe Concordia	Prosafe	In Service	DP2	2005
Semi 1	MMM	Lay up	DP2	1987
Semi 2	MMM	Lay up	DP3	1987
Regalia	Prosafe	Lay up	DP2	1985
Safe Scandinavia	Prosafe	Lay up	No DP	1984
Safe Bristolia	Prosafe	To be scrapped	No DP	1983
Safe Astoria	Prosafe	Scrapped	No DP	1983
Chemul	PEMEX	To be scrapped?	DP2	1983
Safe Caledonia	Prosafe	In Service	DP2	1982
Iolair	Cotemar	In Service	DP2	1982
Jasper Cosmop.	Yulian	To be scrapped?	No DP	1977
COSLRival	COSL	To be scrapped?	No DP	1976

Scrapping candidates

Lay up = vessel laid up with no future contracts



# Accommodation market - North Sea

## **ESTIMATED NORTH SEA MARKET BALANCE FOR SEMI-SUBMERSIBLE ACC. VESSELS**

North Sea Supply/Demand - Executed contracts and predicted new work/fleet size

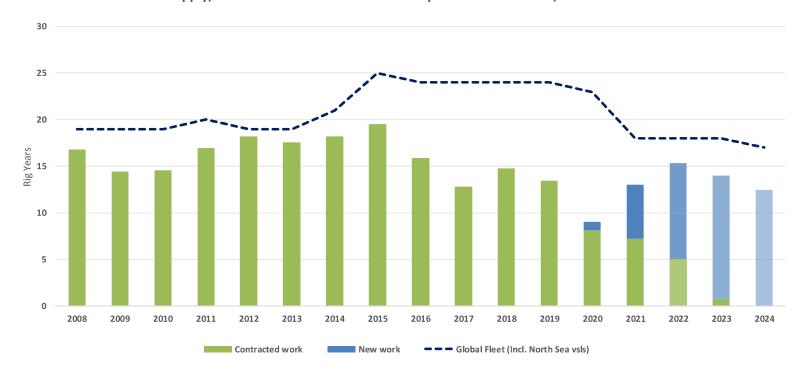




# Accommodation market – Rest of the world (incl. North S)

### ESTIMATED WORLD WIDE MARKET BALANCE FOR SEMI-SUBMERSIBLE ACC. VESSELS

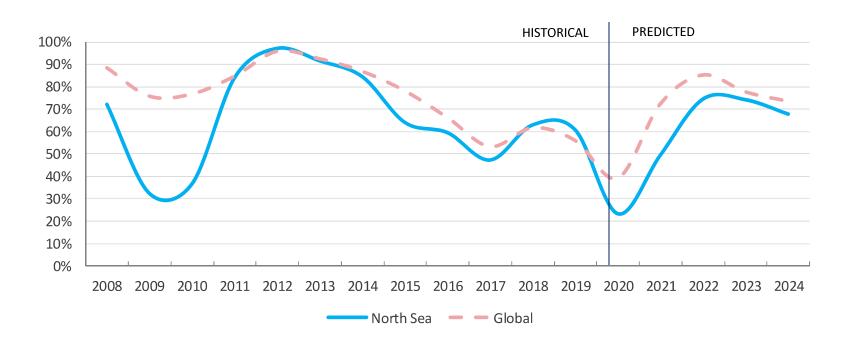
Global Supply/Demand- Executed contracts and predicted new work/fleet size





# Fleet utilisation

# HISTORICAL AND PREDICTED SEMI-SUB ACCOMMODATION FLEET UTILISATION - NORTH SEA AND WORLD FLEET



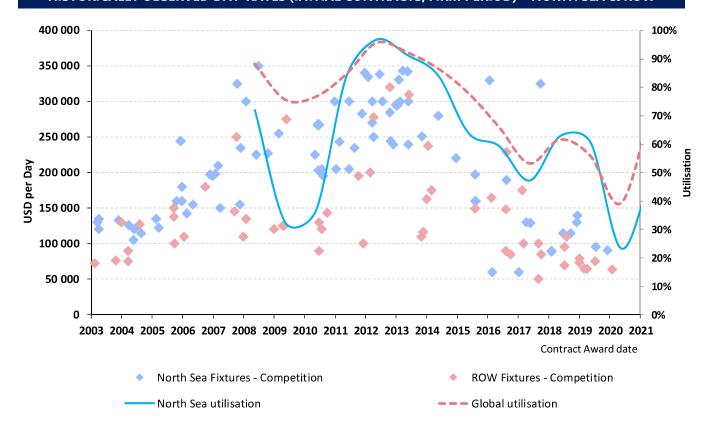


# Day-rate development - North Sea and RoW

### **COMMENT**

- North Sea market generally has the highest day rates due to market barriers related to stringent regulatory requirements and harsh environments
- Modern Semi-submersibles dominate North Sea demand as they can operate more seamlessly in the difficult conditions due to positioning capabilities
- Further, supply is expected to continue to be constrained in the future due to the aging of the global fleet
- High Specification vessels also tend to receive longer lead time before contract start up
- Floatel has five modern accommodation units (of which four DP3) and is expected to be strongly positioned in a solid North Sea market

## HISTORICALLY OBSERVED DAY-RATES (INITIAL CONTRACTS, FIRM PERIOD) - NORTH SEA & ROW









# Group Financials – Income Statement

## **COMMENTS**

- 2017-2019 financials are audited/reviewed
- 2020FC is the management budget adjusted for estimated COVID-19 impact based on
  - known contracted days with assumptions on options exercise and new awards equaling in total fleet utilization of 35% incl. Reliance
  - estimated opex, G&A, depreciation and tax cost built bottom-up
  - Financing and balance sheet including effect on cash flow and cash balance are based on the proposal
- o OPEX stable between various contracts but varies between countries due to crew salaries and "rota"
- EBITDA margin ~50%+ in normal years capital intense revenue driven business model
- Depreciation and amortization include impairments in 2017 and 2019

USD M	2017	2018	2019	2020 FC*
Total Revenues	311	303	159	91
Expenses	-139	-138	-90	-77
EBITDA	172	166	69	14
EBITDA Margin	55%	55%	43%	15%
Depreciation and amortization	-83	-61	-92	-63
Operating result (EBIT)	89	104	-23	-50
Net Finanacial items	-52	-68	-58	-67
Result before taxes (EBT)	37	37	-81	-116
Taxes	-10	-10	-8	-6
Net Result	27	27	-89	-122



# Group Financials – Balance Sheet

## **COMMENTS**

- 2020FC; See income statement regarding assumptions
- Main net working capital driver is trade receivables and accrued income (other current receivables) – in aggregate 2 months of revenue outstanding
- Outstanding cash balance 31 March was \$50m
- Outstanding interest-bearing debt 31 March excluding accrued cash interest

•	Bank term loan	\$109m
•	RCF	Undrawn
•	1L Bonds	\$400m
•	2L Bonds	\$75m
•	Shareholder loan	\$242m

Current Average broker values see rig specifications

USD M	2017	2018	2019	2020 FC*
Property, plant and equipment	1 343	1 288	1 206	1 150
Deferred tax asset	0	1	0	0
Total non-current assets	1 343	1 289	1 206	1 150
Inventory	18	24	24	24
Trade receivables	28	24	7	15
Tax receivables		-	2	0
Other current receivables	29	43	19	5
Cash and cash equivalents	177	77	54	39
Total current assets	252	167	106	83
Total assets	1 595	1 456	1 312	1 232
Total shareholder's equity	524	547	455	325
Interest-bearing debt	1 008	810	787	883
Total non-current liabilities	1 008	810	788	883
Trade payables	9	11	10	6
Current portion of interest-bearing debt	27	41	26	0
Income tax liabilities	5	4	6	4
Other current liabilities	22	43	27	15
Total current liabilities	63	99	69	24
Total equity and liabilities	1 595	1 456	1 312	1 232



# Group Financials – Cash Flow Statement

## COMMENTS

- 2020FC; See income statement regarding assumptions
- Capex figures 2019 is mainly Endurance SPS and 2020 Superior SPS
- Other financial items are estimated fees for the Proposal

USD M	2017	2018	2019	2020 FC*
Operating result	89	104	-23	-50
Income tax paid	-11	-11	-7	-6
Adjustment for depreciation and impairment	84	61	92	63
Adjustments for other non-cash related items	1	-7	2	0
Total cash flow from operations before	162	1.40	63	
changes in working capital	162	148	63	8
Changes in net working capital	23	0	23	3
Cash flow from operating activities	185	105	34	10
Payments for property, plant and equipment	-9	-7	-9	-8
Net cash flow from investing activities	-9	-7	-9	-8
Net interest paid	-47	-42	-52	-2
Repayment of debt	-40	-806	-41	0
Proceeds from debt		625	-	
Other financial items paid	0	-17	-2	-15
Merger Expenses	0	0	-3	-1
Net cash flow from financing activities	-86	-239	-98	-18
Cash flow for the period	90	-99	-21	-15
Cash and equivalents, beginning of period	87	177	77	54
Currency effect on cash	0	-2	-2	0
Cash and equivalents, end of period	177	77	54	39



# **Deferral Proposal**

	Status quo	Deferral proposal			
General					
Deferral period	• None	Now through the end of Q4'2022			
Bonds					
Covenants	Minimum liquidity, book equity ratio	<ul> <li>Covenants waived during deferral period</li> <li>Profile post deferral period TBD</li> </ul>			
1L interest	• Cash (9.00%)	<ul> <li>10.00% PIK during deferral period</li> <li>9.00% cash post deferral period</li> </ul>			
2L interest	• Cash (12.75%)	<ul> <li>13.75% PIK during deferral period</li> <li>12.75% cash post deferral period</li> </ul>			
PIK consent fees	• None	• 25bps			
	Banks				
Covenants	Minimum liquidity, book equity ratio and asset coverage ratio	<ul> <li>Covenants waived during deferral period</li> <li>Profile post deferral period TBD</li> </ul>			
Amortization (BVF)	<ul><li>\$10.25m until Q1'2020</li><li>\$5.25m thereafter</li></ul>	None through deferral period			
Interest	<ul> <li>RCF: Cash (L + 2.25%¹)</li> <li>BVF: Cash (L + 3.25%)</li> </ul>	<ul><li>RCF: no change</li><li>BVF: PIK (L+4.25%)</li></ul>			
PIK consent fees	• None	• 25bps			



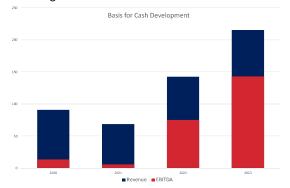
# **Cash Development**

## **COMMENTS**

 Based on operational case including new awards with the following fleet utilization including Floatel Reliance

2020 35%
2021 33%
2022 52%
2023 72%

Resulting Revenues and EBITDA



- USD 11 million in annual capex 2020-2023 including activation of Floatel Reliance
- Amortization holiday and PIK interest 2020-2022 as per Deferral Proposal
- Estimated fees are included
- o RCFs undrawn throughout the period
- o Bank term loan (BVF) outstanding at maturity is USD 115m

## **CASH DEVELOPMENT**

