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EMAS

EMAS

Investor Presentation

UBS Asia Oil, Gas & Chemicals Conference 2014 NOVEMBER 2014

Disclaimer

This release contains forward-looking statements concerning the financial condition, results of operations and businesses of Ezra. All statements other than statements of historical fact are, or may be deemed to be, forward-looking statements. Forward-looking statements are statements of future expectations that are based on management's current expectations and assumptions and involve known and unknown risks and uncertainties that could cause actual results, performance or events to differ materially from those expressed or implied in these statements. Forward-looking statements include, among other things, statements concerning the potential exposure of Ezra to market risks and statements expressing management's expectations, beliefs, estimates, forecasts, projections and assumptions. Although the Group believes that the expectations reflected in such forward-looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct. All forward looking-statements contained in this presentation are expressly qualified in their entirety by the cautionary statements contained or referred to in this section. Readers should not place undue reliance on forward-looking statement as a result of new information, future events or other information. In light of these risks, results could differ materially from those stated, implied or inferred from the forward-looking statements contained in this release.



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Company Overview

Subsea Services Division: EMAS AMC

Offshore Support & Production: EMAS Offshore

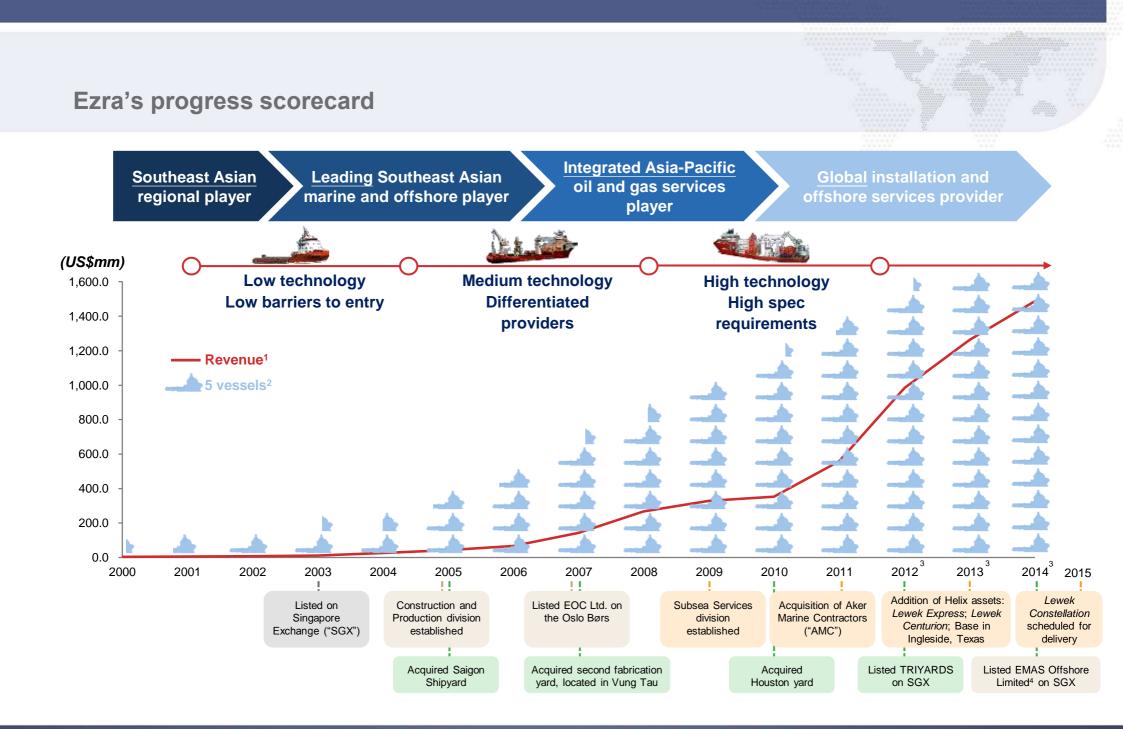
Marine Services Division: TRIYARDS

EMAS Energy

Financial Highlights

Appendix



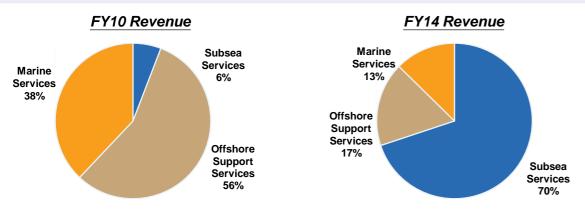


Source: FactSet



Note: Revenue and number of vessels are by fiscal year, events are by calendar year; ¹ Revenue from FY2000 to FY2006 converted to US\$ using average exchange rates of the respective financial years; ² Vessels include vessels which are managed, owned or operated (including those from its associated companies and joint ventures); ³ FY2012, FY2013 and FY2014 include vessels to be delivered; ⁴ Formerly known as EOC Ltd.

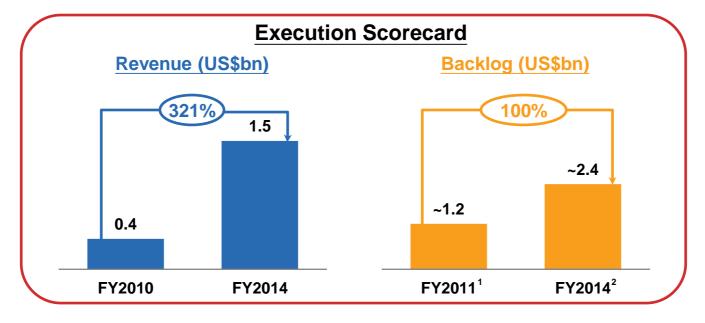
Delivering Dynamic Deepwater Installation Solutions across the Energy Value Chain



Premier offshore services provider

Ezra's Scorecard

- Revenue of c.US\$1.5 billion
- Successfully completed <u>Lewek Constellation's</u> first job in West Africa
- Consolidated EMAS Marine into EMAS
 Offshore Limited, which achieved secondary listing on the Mainboard of SGX-ST



Note: ¹ As of Oct 2011. Backlog disclosures only commenced in FY2011; ² As of Oct 2014 after the Business Combination of EMAS Marine and EMAS Offshore Limited; Group's backlog is inclusive of a backlog of US\$520 million from the two FPSOs, *Lewek EMAS* and *Perisai Kamelia* that EMAS Offshore Limited has stakes in.

Blue-Chip Client Base, focused on key leading and growing offshore basins





Ezra Holdings Limited

Key strengths





Together We Deliver

Right People



Lewek Constellation is a stellar example of how Ezra Group has managed to employ a synergistic approach to pool resources and personnel across our divisions to deliver results for our clients.



Embracing the diversity of our global workforce of 8,000 employees, Ezra integrates the multi-cultural talents to achieve the best value solutions for our clients.



Strategically located at the heart of Asia-Pacific with regional offices established across the thriving offshore industries of the North Sea and Gulf of Mexico, Ezra is poised to capture global opportunities across the major offshore oil and gas markets, spanning the Americas, to West Africa, the North Sea and in Asia.

🖉 EZRA

Segments overview EZRA 100.0% 75.2% 60.9% 100.0% **EMAS** EMAS 🖉 EMAS TRIYARDS EMAS Offshore Limite **Offshore Support & Accommodation Services Marine Services** Well Services Subsea Services **Offshore Production Services** Comprehensive offshore seabed-Separately listed on the Oslo Børs and secondary listing on SGX-ST as Separately listed on the SGX-ST Provides well services, fluid to-surface installation and EMAS Offshore Limited (formerly known as EOC Limited) as Triyards Holdings Limited pumping, pipeline & process and Market cap: US\$247mm¹ engineering services oiltools rental Market cap: US\$176mm¹ Owns / operates 51 vessels Operates 12 vessels Fabrication of high-end Market leader in Thailand with Subsea Umbilicals, Risers offshore vessels and Offshore Support & Accommodation Services project execution experience in and Flowlines ("SURF"), equipment Owns, operates and manages a young and diverse fleet of 41 Vietnam and the Philippines floater & mooring, pipeline OSVs, 5 OAVs, 2 barges and a heavy lift and pipelay vessel installation Offshore Production Services Heavy lift operation Owns or operates 2 Floating, Production, Storage and Offloading Decommissioning and ("FPSO") vessels removal Subsea tie-back contractor Strong presence in the Asia-Pacific market EMAS TRIYARDS **EMAS EMAS EMAS Production²** FY14 revenue **contribution** Energy AMC Marine² 13% 2% No revenue contribution 68% 17% FY14 Profit After Tax ("PAT") contribution to Ezra: US\$25.3mm^{2,3}

Ezra's core activities



Business concept

Business

strengths

Examples

- Provides offshore seabed-tosurface installation and engineering services
 - Subsea tie-back contractor
 - One of the top 5 players in global SURF market and a major subsea Engineering, Procurement, Construction and Installation ("EPCI") player
 - Young and modern fleet with world class capabilities
 - Project execution track record spanning over 40 years
 - Global presence and strong customer relationships
- Lewek Constellation
 - Lewek Express

Offshore Support & Production



- Owns, operates and manages offshore vessels
- Owns or operates 2 FPSOs
- Global fleet with strong presence in Asia-Pacific
- Young OSV fleet with an average age of c.6 years¹
- Diverse blue-chip client base including NOCs and IOCs

Marine Services



 Comprehensive design and fabrication services

- #1 market share in Vietnam's offshore & marine shipbuilding (by deadweight tonnes)²
- Strategic locations in Vietnam (within a major shipbuilding cluster, along South China Sea)
- Strong track record capability for technologically advanced and sophisticated vessels
- 41 OSVs: 7 AHT, 24 AHTS, 10 PSV

5 OAVs, 2 barges, 1 heavy lift &

pipelay vessel

2 FPSOs

- TDU-400 drilling rigs
- Self-Elevating Units ("SEUs")

Note: ¹Based on Infield Systems Ltd, as of Sep 19, 2014; ²Based on Infield Systems Ltd, as of Aug 31, 2012.



Ezra's macro outlook

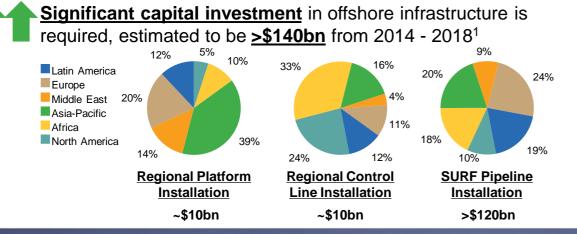
Tailwinds

Offshore capex continues to <u>move towards deeper</u> waters, while shallow water investment grows moderately

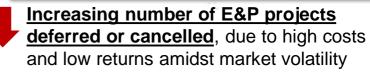
- Deepwater offshore capex expected to increase at 14.1% CAGR between 2013 and 2019, with increased investments in regions such as West Africa and Brazil
- Shallow water capex projected to increase at 4.7% CAGR between 2013 and 2019

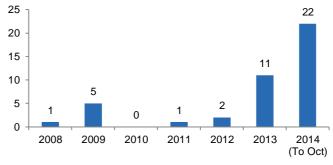
Positive fundamentals for offshore development across Ezra's key geographies

- **Gulf of Mexico**: Continued regional recovery post the Deepwater Horizon incident
- North Sea: Resurgence of a traditionally strong mature market
- Asia-Pacific: Emerging deeper water projects
- Africa: Momentum building in subsea projects
- Brazil: Large higher-end market



Headwinds





- Emergence of unconventional forms of energy (shale & tight oil) may shift attention away from offshore development
- Shale is not expected to replace offshore oil & gas in the foreseeable term; both sources will be needed to fully satisfy growing global energy demand
- Shale and offshore oil & gas are supplied in distinct geographic areas and are not expected to become perfect substitutes
- Decline rate from legacy tight oil plays has reached a new high in both percentage and level, with month-over-month legacy decline in US production of 221kbd (-5.5%) in Jan 2014, largest decline since 2007

Source: Infield Systems, EMAS AMC, Infield Services, Bernstein, Schlumberger Business Consulting Survey, EIA Note: ¹ Incorporates market assumptions with Infield data; Middle East includes Caspian Sea, Asia-Pacific includes Australia

Ezra division outlook

1 Offshore supply by depth 1970–2020 (mm boepd) Significant investment will be directed to the pipelay 70 Shallow Deep market over the next 3 - 5 years, especially for the 60 Growing deepwater SURF market 50 Subsea Services production 40 Strong industry High utilisation expected for subsea / SURF / pipelay 30 vessels growth 20 Total deepwater and ultra deepwater capex expected to 10 exceed US\$250bn from 2014 - 2017 0 1970 1975 1980 1985 1990 1995 2000 2005 2010 2015 2020 Regional fractured basins further increase need for Global rig demand forecast to 2016 (No. of rigs) intensive drilling to improve recovery and to mitigate Caspian West Africa North America declining production **Offshore Support** Mediterranean Middle East I atin America 800 Regional basins partially <u>under-explored</u>, with a **& Production** Asia-Pacific Northwest Europe 700 significant and large resource base to be developed 600 **Services** Rig demand forecast indicates improvement in all 500 Positive outlook with 400 regions (700+), with Asia-Pacific as biggest greater focus in 300 contributor (close to 200) 200 Asia-Pacific Increasing demand for <u>newer OSVs</u> with large deck 100 areas, accommodation capacity, and dynamic 0 2003 2004 2005 2006 2008 2009 2010 2011 2012 2013 2014 2002 2007 666 2001 positioning ("DP") capability 3 Geographic distribution of Platforms and SEUs Ageing jack-up fleet, with average fleet age greater 3,270 No. of Platforms No. of SEUs 300 _ **Marine Services** 240 than 20 years hence fleet renewal expected 3.265 200 Growth buoyed by 3,260 100 **Underpenetrated** SEU market outside of North 3.255 key industry trends 3,250 0 America SE Asia + M East + North America W Africa



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A Leading Global Deepwater Installation Solutions Provider

Ranks top 5 globally

- EMAS AMC is one of the top 5 players in the global SURF market and a major subsea EPCI player
 - Young and modern fleet
 - All dynamic positioning based with world-class capabilities, supported by spool bases and specialized equipment
 - Global presence
 - Engineering centers in Houston, Oslo and Singapore
 - Project execution track record spanning over 40 years
 - Strong customer relationships
 - Experienced management team

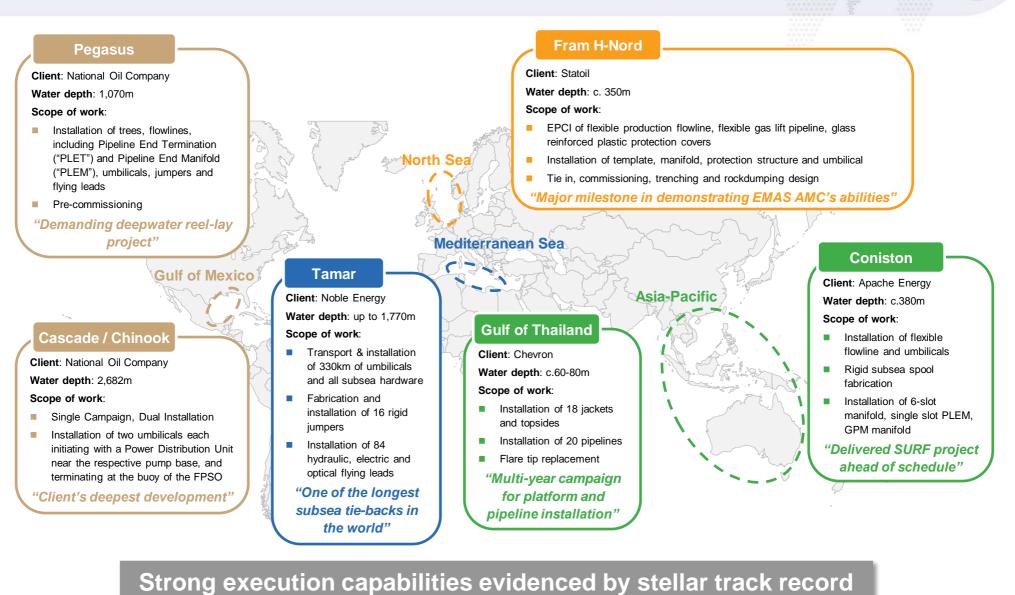
Proven track record in winning subsea projects



EMAS AMC has won an aggregate of US\$3.5bn worth of contracts since its acquisition from Aker Solutions in 2011

SURF installation	Floater, m	ooring and installation Pipelay and heavy		t Power c		able installation	
subsea infrastructure installation of FPSO Risers, umbilicals, rigid and submersibles, Single		sibles, Single Point Anchor birs ("SPARs"), Tension	 Installation of rigid pipelines (S-lay and reel-lay) Installation of large subsea structures, suction piles and steel jackets 		 Offshore installation of long length subsea power cables for electricity or oil and gas tie-backs 		
Technically advanced assets	Engineering centers in Houston, Oslo and Singapore	Experienced management team	40 years of complex and diverse project execution track record	Global j	presence	Strong customer relationships	

Project highlights



EZRA

FY2014 achievements

Achieved significant milestones

Lewek Constellation – Inaugural installation project

Successfully executed a full field installation for the VAALCO Etame Extension Project offshore Gabon worth US\$120 million, together with Lewek Express



Lewek Champion – 50 platform completion milestone

Under a multi-year contract that commenced in 2011, successfully installed 50 platforms and laid 376km of subsea pipelines for Chevron in the Gulf of Thailand



Highlights of contract wins

Africa

- Transport and installation of subsea structures
- FPSO mooring repair work

Asia-Pacific



- Installation of flowlines, associated
 Pipeline End Terminations and
 spools in water depths up to 1,400m
- Decommissioning and towage of an
 FPSO



Finalised triple contract signings with Noble Energy for subsea tie-back projects in the US Gulf of Mexico

- Combined contracts valued in excess of US\$300 mil
- Total scope includes over 130km flowlines and 100km of umbilicals in water depths up to 2,200m
- Fabrication of subsea structures and spooling of pipes in progress at the EMAS Marine Base in Ingleside, Texas

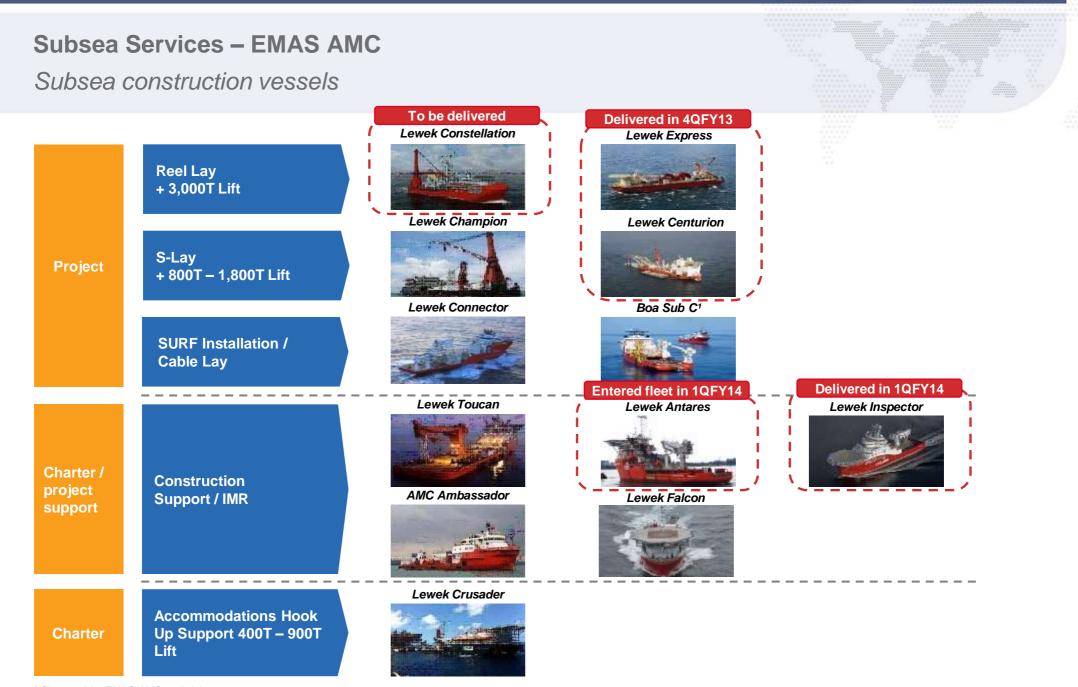




- Awarded three-year frame agreement with Apache North Sea Ltd. for construction services in the UK sector of the North Sea, with options to extend for an additional two years
- Secured project to lay one of the longest High Voltage Alternate Current cables in the world at 160km



EZRA



¹ Chartered by EMAS AMC until July 2015



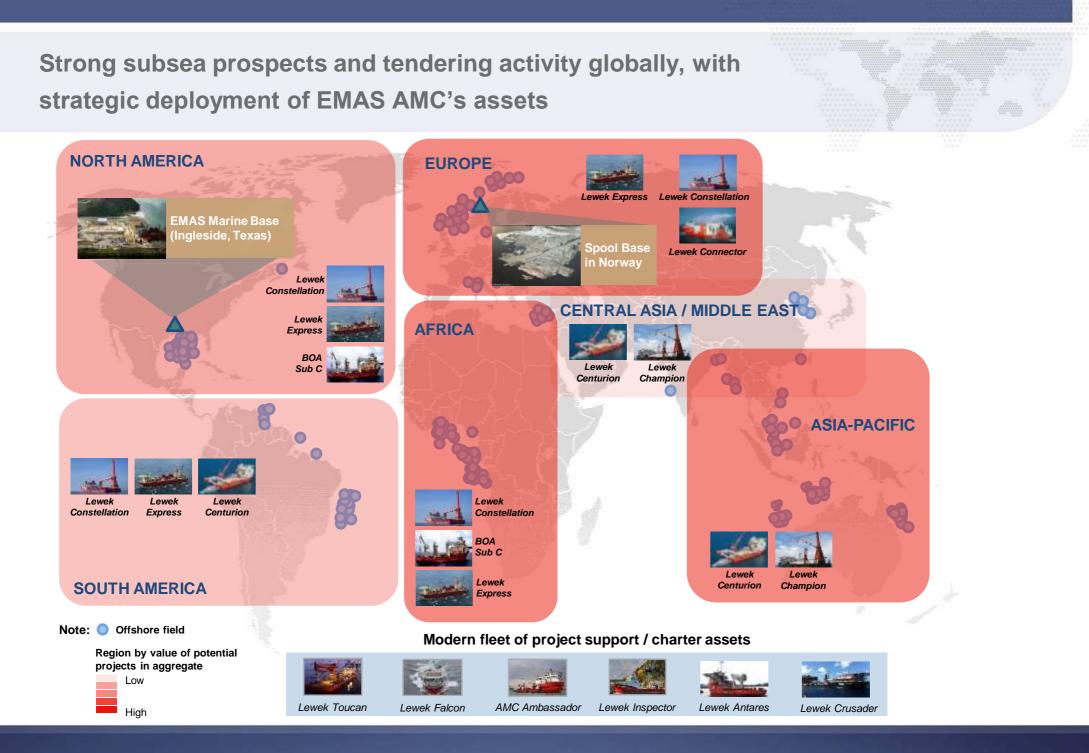
Among the most technically advanced and capable assets in the market

Vessel	Owner	L x B (m x m)	Crane (mTe)	Top tension (mTe)	No of reels	Total Payload (mTe)
Lewek Constellation	EMAS AMC	182 x 46	3,000	800	4	4,800 ¹
Lewek Express	EMAS AMC	161 x 34	400	160	2	2,950
Deep Blue	Technip	206 x 32	400	550	2	5,600
Deep Energy	Technip	194 x 31	150	450	2	5,600
Apache 2	Technip	136 x 27	100	180	2	2,650
Aegir ²	Heerema	210 x 46	4,000	800	2	4,000
Navica	Subsea 7	109 x 22	60	205	1	2,200
Seven Ocean	Subsea 7	157 x 28	400	400	1	3,500
Seven Borealis	Subsea 7	182 x 46	5,000	937	No reel-lay	2,800
North Ocean 105 / 108	McDermott	132 x 27	400	400	1	2,700
Petrofac JSD 6000	Petrofac	216 x 49	5,000	300	No reel-lay	2,000

Source: Company data; Represents vessels with capabilities to work in deepwater regions

² Aegir, while owned by Heerema, is currently used by Technip under a long term arrangement

¹ Includes payload of support barge



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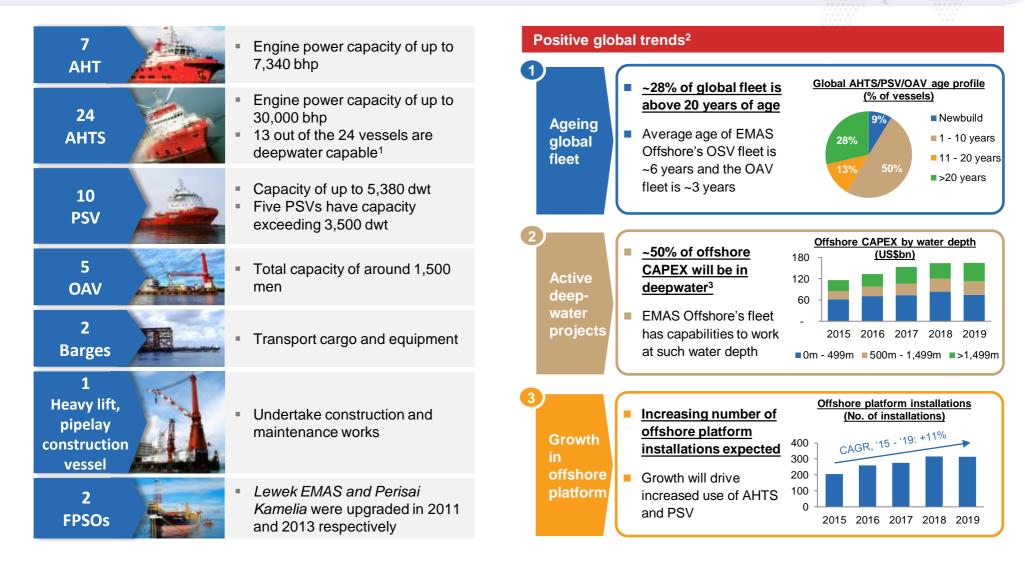
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Offshore Support & Production Services – EMAS Offshore Limited

Fleet overview and global trends



EMAS Offshore Limited

Overview of core segments

Offshore Support & Accommodation Services

Overview

- Global fleet with strong presence in the Asia-Pacific OSV market
- Diverse client base, providing ship management services for both the Group and third party vessels
- Owns, operates and manages a diverse fleet of 41 OSVs (average age of only approximately 6 years¹), 5 OAVs, 2 barges and 1 heavy lift and pipelay vessel

Latest update

- 21 May 2014: Awarded several contracts in Africa and Asia, with the deployment of 1 AHTS vessel and 2 PSVs in Africa and another 5 AHT/AHTS vessels and 1 PSV in Asia
- 6 May 2014: Secured an award worth in excess of US\$40 million including options for the Lewek Chancellor in Africa for two years, with an option to extend for an additional year

Offshore Production Services

Overview	FPSO assets					
 Provider of production vessels and services 	Lewek EMAS		<i>Perisai Kamelia</i> One of the world's largest gas FPSOs			
Expertise in project		First Oil:	Oct 2011		First Gas:	Nov 2013
management, engineering, construction, installation and		Gross tonnage:	94,647 (Suezmax- equivalent)		Gross tonnage:	63,101 (Aframax- equivalent)
operation & maintenance in		DWT (Tropical):	188,101		DWT (Tropical):	127,540
the fixed and floating	In Indiana and Indiana	Storage:	660,000 bbl		Storage:	725m bbl
production sectors	the second second	Oil:	50,000 BOPD	the second	Export Gas:	175 MMSCFD
		Gas:	89 MMSCFD			(at 2,000 PSIG)
Owns or operates 2 FPSOs		Water injection:	60,000 bbl/d		Condensate	4,000 bbl/d

50,000 bbl/d

Production:



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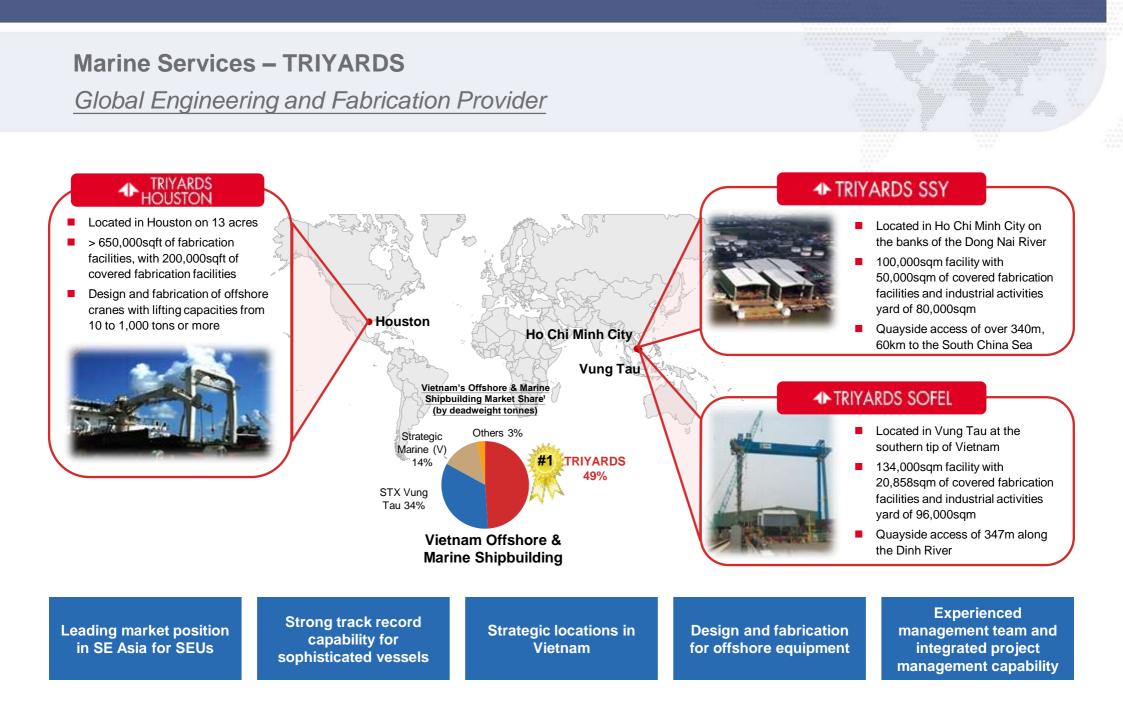
Marine Services Division: TRIYARDS

EMAS Energy

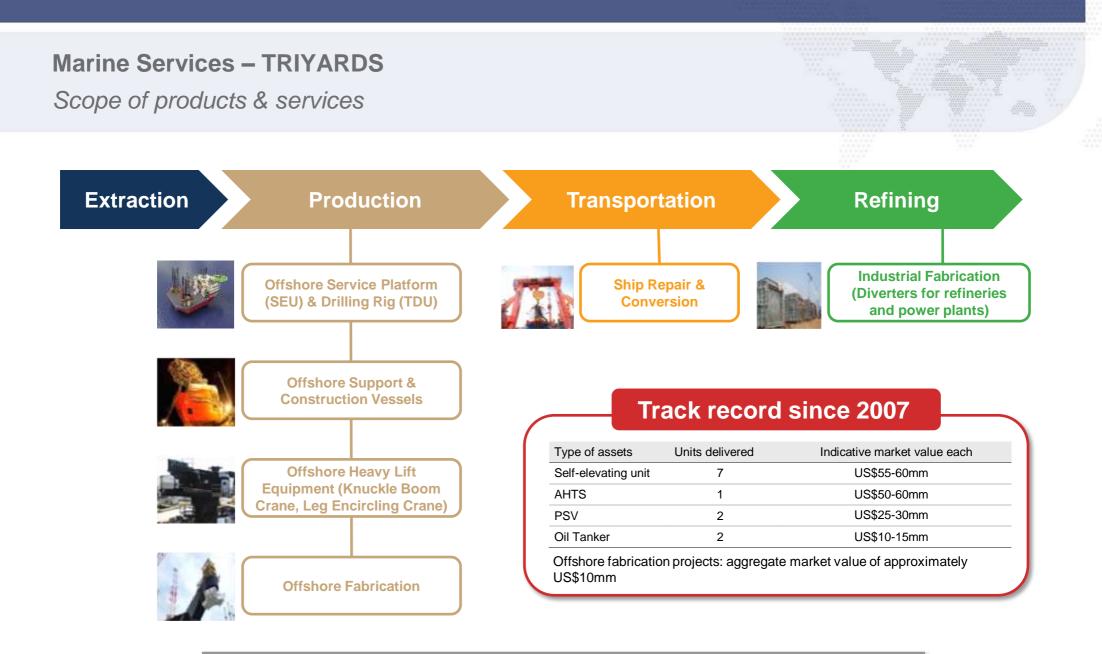
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TRIYARDS performs work for turn-key projects

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EMAS Energy

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Overview

- Leading regional service provider of niche well intervention, hydraulic workover ("HWO"), plug and abandonment ("P+A") services and pipeline and process testing and commissioning
- Focus on high-technology and cutting-edge well-intervention equipment and services, as well as a fleet of mobile P+A, workover and HWO units
- Team of experienced operators trained in a host of multi-disciplined well servicing applications
- Synergistic with EMAS AMC in pre-commissioning, commissioning and decommissioning activities

Business segments

Well services

Well services

- Well intervention / HWO
- Well stimulation
- Plugging and abandonment
- Well deepening and clean outs



Other services

Fluid pumping

- Water injection, treatment & disposal
- Stimulation
- Well pressure testing
- Bucking and pressure testing services

Pipeline and process

- Nitrogen purging / helium leak detection
- Skimming / vessel cleaning
- FPSO umbilical testing

Oiltools rental

 Drillstring subs / crossovers / spools / collars / manual tongs / mud motors / BOP equipment





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FY2014 review & FY2015 priorities

FY14: Turnaround into Sustained Profitability

- Subsea backlog growth with ~US\$1.0bn of new orders
- Operational readiness of Lewek Constellation tested through successful completion of VAALCO project
- Continued backlog momentum for Lewek Constellation with Noble Energy project wins
- Stabilised offshore fleet operations
- Continued subsea revenue growth to drive scale
- Significant turnaround in recurring profit performance
- Successful consolidation and listing of EMAS Offshore Limited to create independent funding platform

FY15: Operational Excellence & Cash flow Optimisation

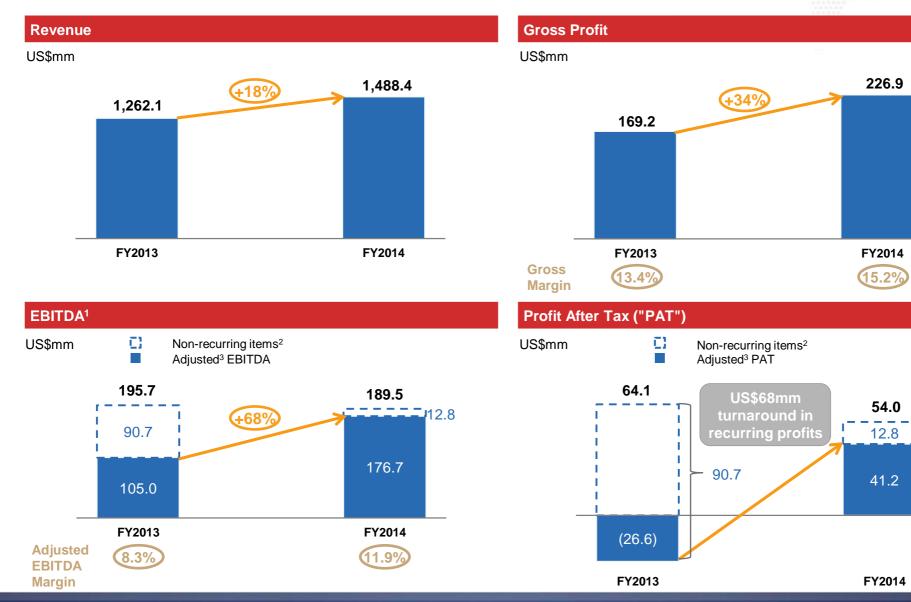
- Consolidate our subsea operational excellence through successful execution of *Lewek Constellation* projects
- Focus on building quality backlog amidst volatile macro environment
- Realise operational efficiency upside in EMAS Offshore Limited's platform
- Focus on cost efficiency to drive margin improvements
- Continued margin improvements through efficiency and scale gains
- Moderate CAPEX spending post delivery of Lewek Constellation
- Drive free cash flow positivity by end 2015
- Focus on balance sheet de-leveraging

Operational

Financial

FY2014 financial highlights

Sustained operational turnaround achieved



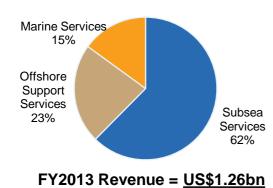
Note: ¹ EBITDA calculated as the sum of profit before tax, finance expenses, depreciation and amortisation. ² Refers to Group's gain/loss from disposal of fixed assets and assets held for sale, gain on disposal of AFS investment, write off and impairment of fixed assets and Group's share of gain from disposal of vessel by EMAS Offshore Limited; **ZRA** ³ Adjusted to exclude items listed under Note ².

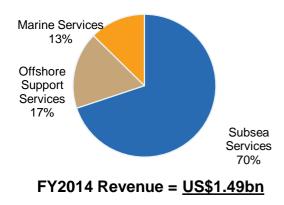
Revenue breakdown by segment

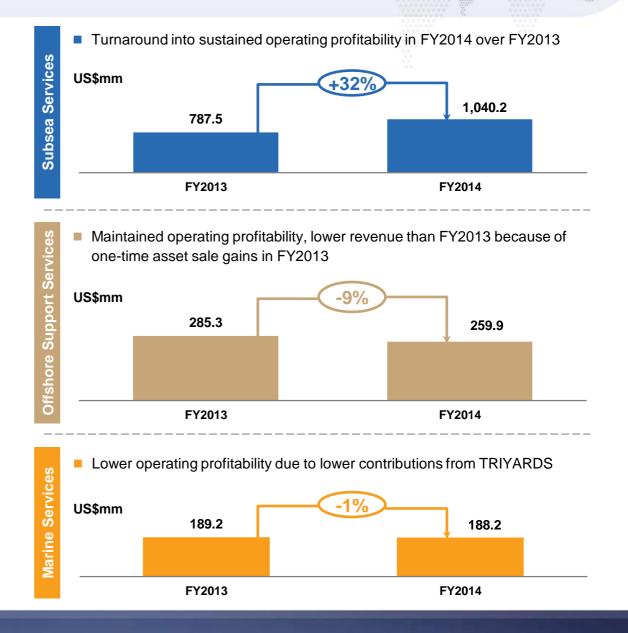
Subsea segment continues to drive growth

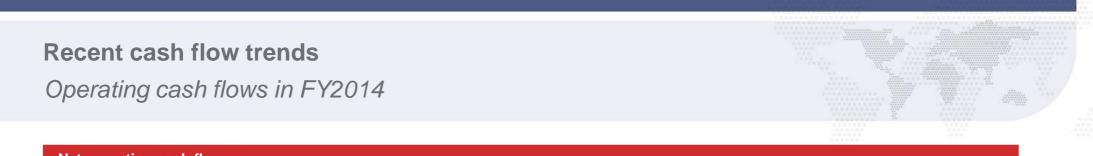
Revenue breakdown

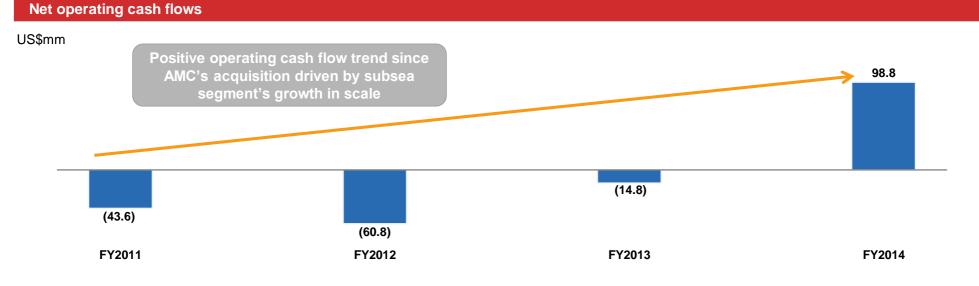
- Group's growth strategy evidenced by increased contribution from Subsea Services division
- Subsea Services division contributed about 70% of total group revenue in FY2014



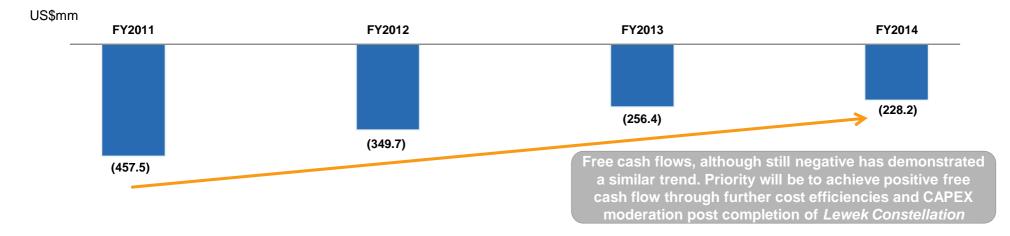








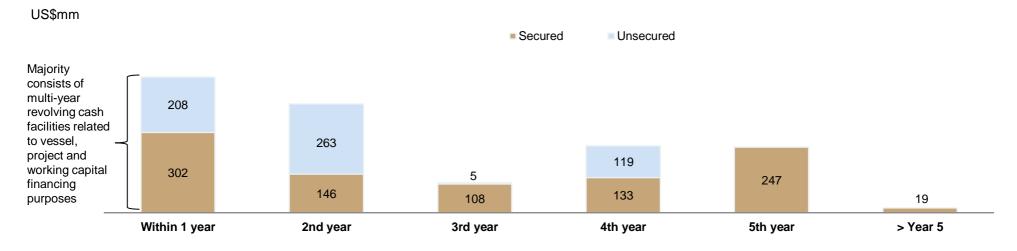
Free cash flows¹



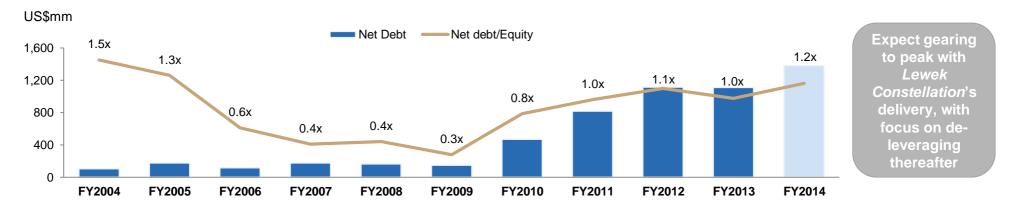


Debt maturity profile and gearing ratio

Debt maturity profile by financial year (as of Aug 31, 2014)



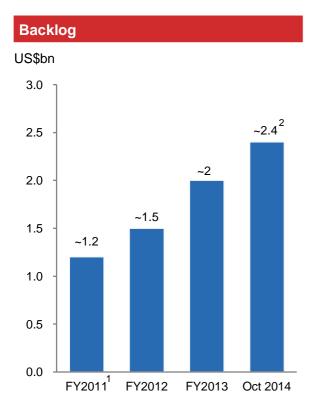
Debt and gearing ratio



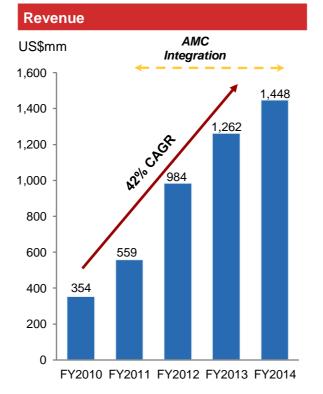
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Historical financial performance

Accelerating growth in scale

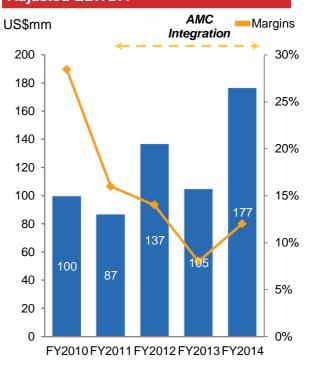


- Backlog growth driven by subsea business
- Increase in quality and value of projects – EPCI, SURF
- Increased activity in Gulf of Mexico and West Africa



- Increased scale of Subsea Services platform – more high-value projects
- Inclusion of newly-delivered assets in the Offshore Support Services and Subsea Services divisions
- Higher value from construction of SEUs in the Marine Services Division

Adjusted EBITDA³

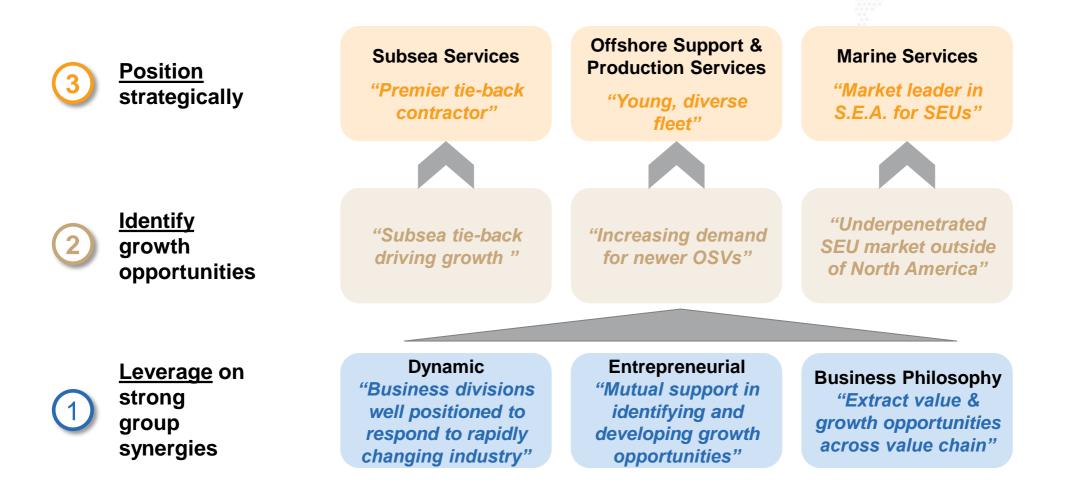


- FY2012 and FY2013 adjusted EBITDA trend reflects AMC acquisition
- FY2014 adjusted EBITDA improved as Subsea Services division sustained operational profitability

Note: ¹ As of Oct 2011. Backlog disclosures only commenced in FY2011; ² Group's backlog is inclusive of a backlog of US\$520 mil from the two FPSOs, *Lewek EMAS* and *Perisai Kamelia*, that EMAS Offshore Limited has stakes in; ³ EBITDA calculated as the sum of profit before tax, finance expenses, depreciation and amortisation, adjusted to remove non-recurring items.



A Solid Foundation to drive Sustainable Growth going forward



Delivering Dynamic Deepwater Installation Solutions across the **Energy Value Chain**

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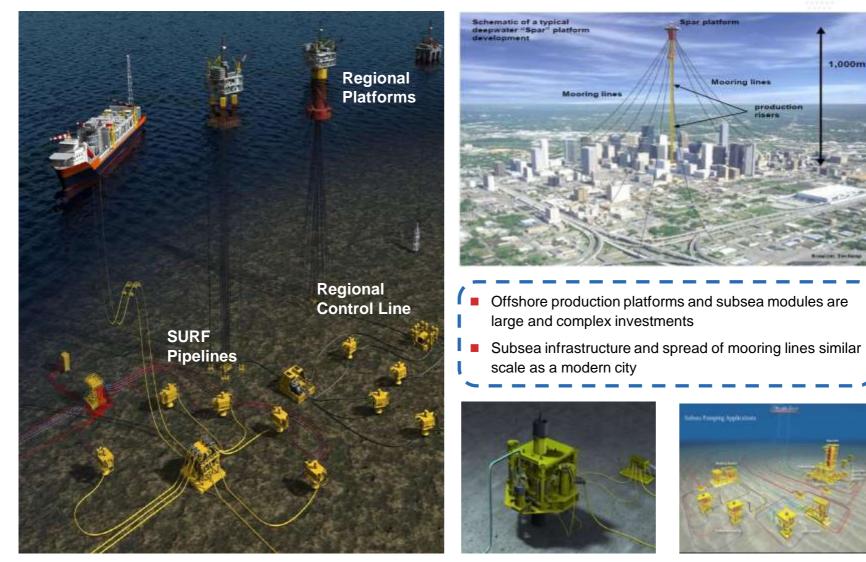


1.000m

Mooring lines

production

Large-scale subsea infrastructure developments



Source: Broker research



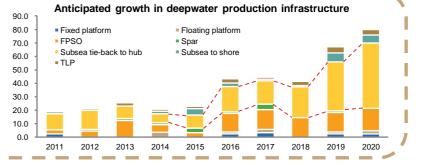
Subsea tie-back 101

What?

Why?

How?

- Subsea wells tie-back refers to project related to existing or upgraded platform / FPSO / structure ie. <u>not</u> a full initial subsea field development
 - Comprise primarily of flowlines (rigid / flexible), risers, umbilicals, power cables, PLET / SLED / subsea processing units
 - By extension, it can include mooring / jacket / processing topside modules installation
 - Subsea tie-back development is the fastest growing market segment in deepwater production infrastructure
 - Average length of tie-backs is increasing in line with the development of more remote and deeper fields

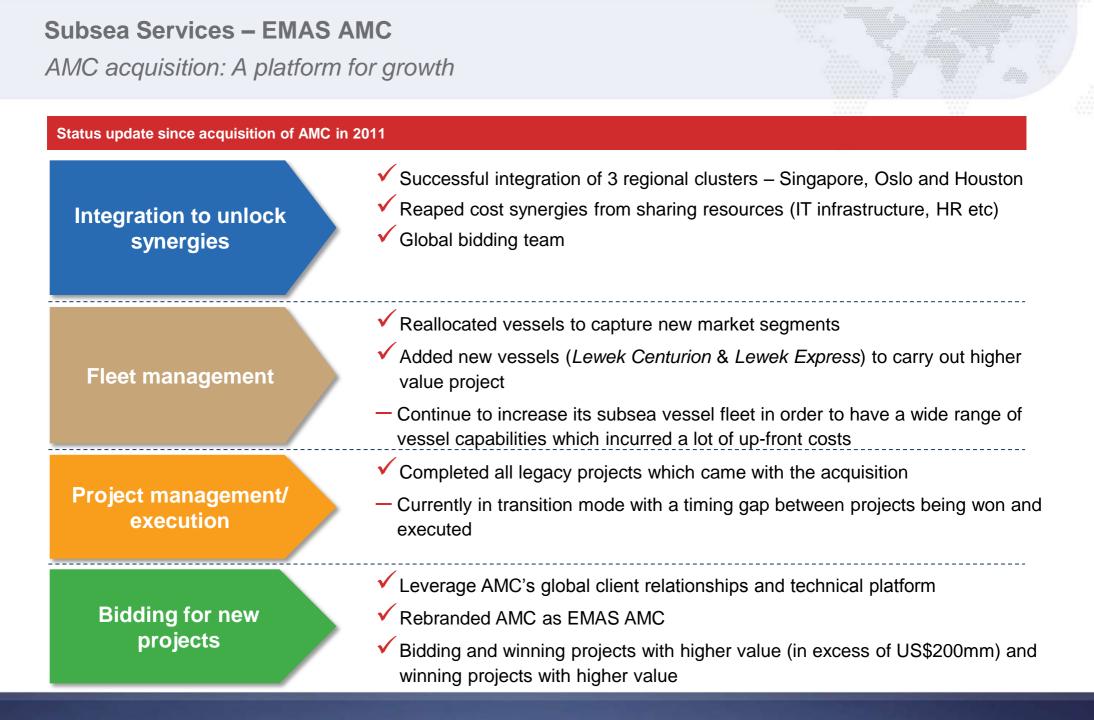


- Our fleet allows us to cover effectively all aspects of (deepwater) SURF work
- Our Reel-Lay Fleet allows us to economically install limited lengths of pipe in remote areas
- Our S-Lay Fleet complements our offering on the tie-back segment

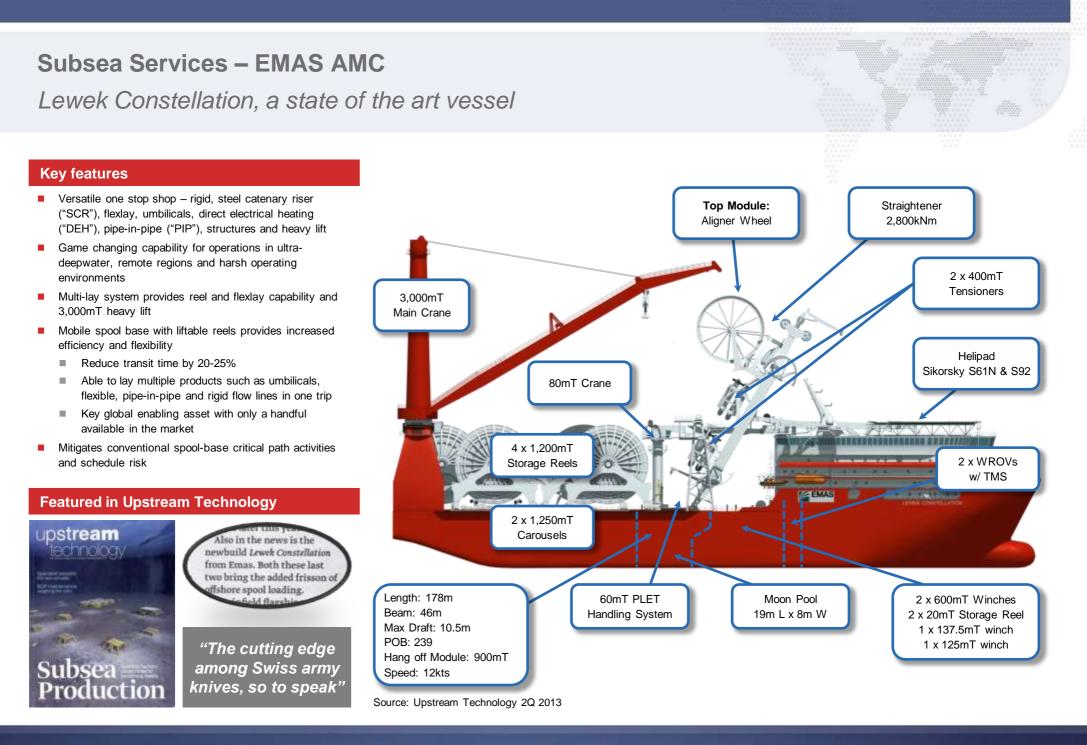
To be the Premier Subsea Tie-Back Contractor in the global SURF industry

Source: Deutsche Bank, Wood Mackenzie deepwater study 2013, Infield Systems

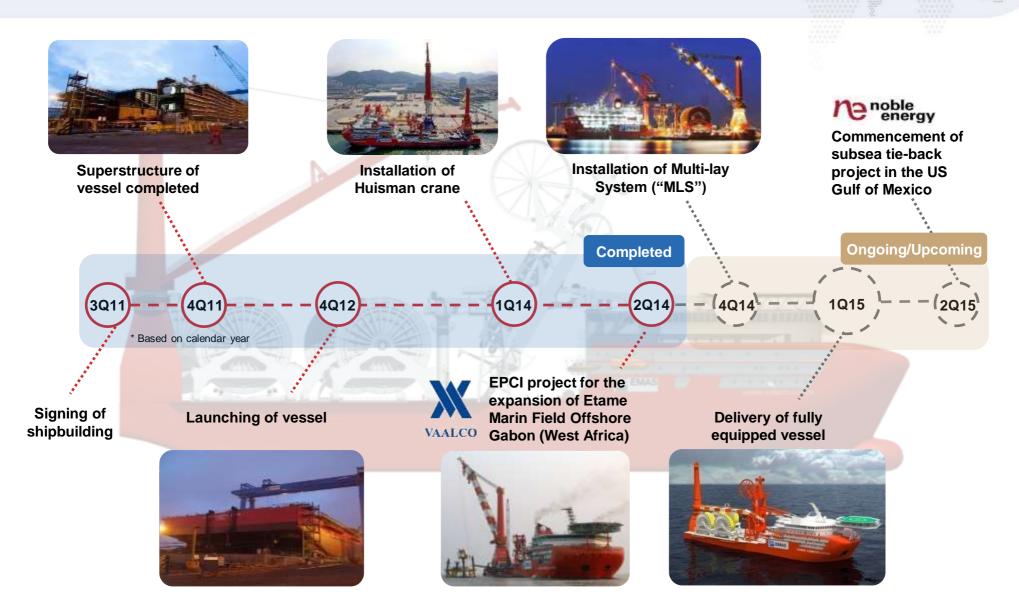




EZRA



Indicative timeline for the construction of Lewek Constellation



Experienced leadership

No No	oh Poh Tiong on-Executive and on-Independent hairman Image: Imag	Appointed as Director on October 1, 2011 More than 42 years of corporate experience in sectors ranging from food and beverages to shipping Most recently the Chief Executive Officer of the food and beverage division of Fraser and Neave	Eugene Cheng Chee Mun Group Chief Financial Officer J.P.Morgan Cft ANDUSIN	 F ii a M ii b n
G N N	ee Kian Soo Group Founder, Ion-Executive and Ion-Independent Director	Appointed as Director on August 1, 2000 More than 30 years of experience in the shipping and offshore support services industry Responsible for strategic planning, business development and marketing of Ezra Group since its inception in 1992	C. J. D'Cort Chief Executive Officer, EMAS AMC	N e s v v v
Gr Of	ee Chye Tek, onel roup Chief Executive fficer and Managing rector	Appointed as Director on March 23, 1999 Responsible for overall management and operations of the Group Led the IPO and spearheaded the Group's entry into subsea construction industry, with the acquisition of AMC in 2010	Cheryl Yap Chief Financial Officer, EMAS AMC Maxtor	 N a h n F +
	Capt. Adarash Kumar A/L Chranji Lal Marnath Group Chief Operating Officer Ind Executive Director	Appointed as Director on March 24, 2003 Assists the Group CEO and Managing Director with the day-to-day running of the Group Previously the CEO of the Group's Offshore Support Services Division, with more than 25 years of experience in the marine industry	Jon Dunstan Chief Executive Officer, EMAS Offshore	■ N cc ³ ■ J a ■ F C
	Eng Heng Nee	Appointed as Director on July 1, 2012 Spent 23 years with Jardine Cycle & Carriage Group,	Jason Goh Chief Financial Officer,	■ V a

- Lead Independent Director Jardine Cycle & Carriage
 - Also the Independent Non-Executive Chairman of
 - Frasers Centrepoint Asset Management Ltd and mDR Limited, as well as Singapore's Non-Resident High Commissioner to Canada

retired in February 2005 as Group Managing Director



- Responsible for all financial matters of the Group, including financial reporting, strategic financial planning, and treasury functions
- More than 10 years of experience in bulge-bracket investment banks where he executed a range of crossborder Mergers & Acquisitions advisory and financing mandates across Southeast Asia
- Nearly 30 years of 'on the job' experience in engineering, project management, construction and subsea marine operations (both deep and shallow water) in the upstream O&G industry throughout the world
- Previously the CEO of SapuraAcergy
- More than 15 years of experience in finance and accounting gained from various industries where she handled financial reporting and planning, cash flow management and tax planning
- Previously the Group Financial Controller of Ezra Holdings Limited
- More than 20 years of industry experience in the offshore oil & gas sector
- Joined London Marine Consultants Ltd in 1998 and appointed Managing Director in 2008
- Previously was the Chief Operation Officer and acting CEO of EOC Limited



- EMAS Offshore cíti
- STAMFORD
- Was in legal practice with Stamford Law Corporate, then an Associate Director of Investment Banking at CLSA Merchant Bankers Limited focusing on IPOs, placements and corporate advisory services
- Previously was the General Manager for Corporate Finance at Ezra Holdings Limited

Note: Company logos denote prior corporate experience







