# Full Year 2016 Earnings Update

February 9, 2017

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# **Leading FPSO Player Worldwide**





### **Key Messages**



3 Major Projects Delivered

Performance in line with Guidance



Industry Outlook

Strategic Positioning

Client Engagement





**Macro View** 

**Company Positioning** 

**FY 2016 Financials** 

**Outlook** 





## Complex projects, delivered on time.



- On hire as of February 7, 2016
- Initial charter contract of 20 years

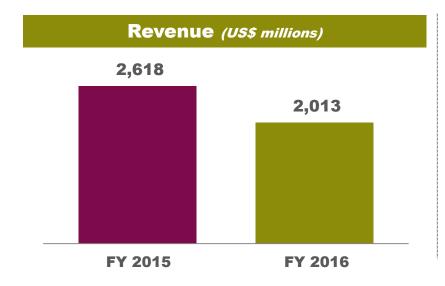
- On hire as of July 8, 2016
- Initial charter contract of 20 years

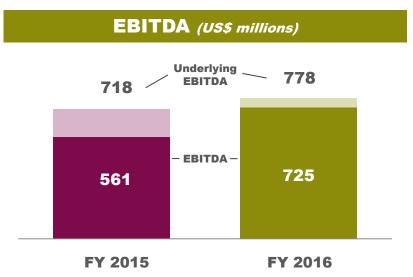
- On hire as of September 2, 2016
- Initial charter contract of 10 years, with extension options up to a total of 20 years

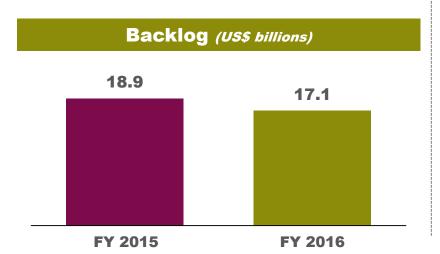


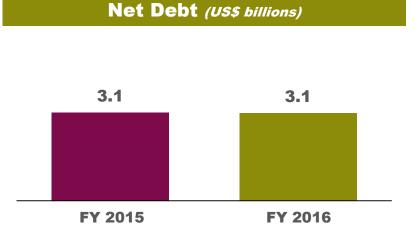
### **Total Overview**

Directional





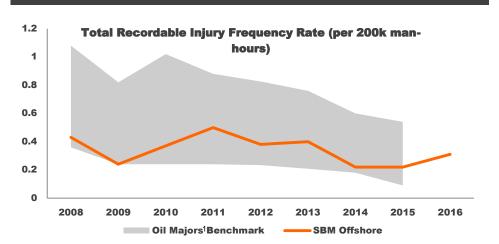






### **HSSE**

### **Health & Safety**



### **Environment**

Dow Jones
Sustainability Indices
In Collaboration with RobecoSAM (0)

Environmental performance per production 2016 vs. 2015:

• GHG emissions -13%

• Gas flared -23%

Energy consumption +3%

• Oil in produced water +5%

#### **Committed to HSSE**

# **Strengthening safety** culture





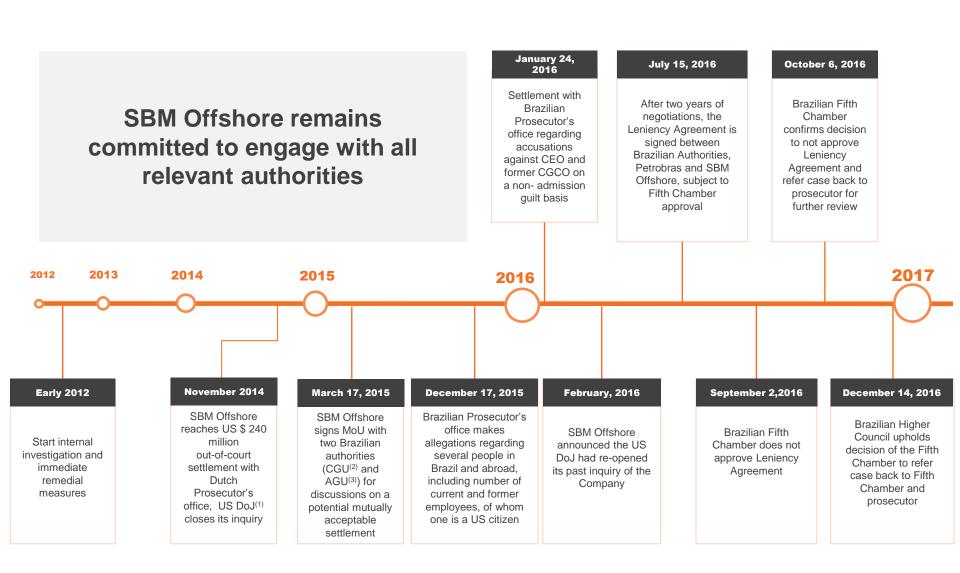
### **Lowering emissions**



**HSSE** priority



### Compliance



<sup>(1)</sup> DoJ = The United States Department of Justice

<sup>(2)</sup> CGU = Controladoria-Geral da União



FY 2016 Review



**Company Positioning** 

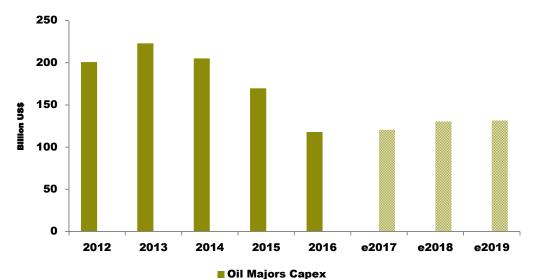
**FY 2016 Financials** 

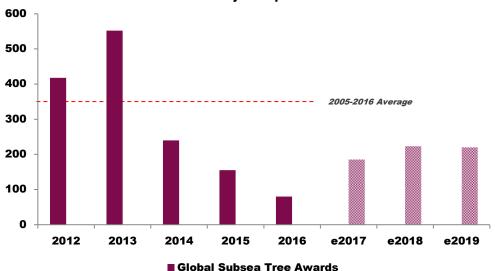
**Outlook** 





## **Oil Industry Investment**





Capex bottoming out in 2016

But slow ramp-up expected

Gradual recovery



### **New Reality**

# Break-even price per barrel of oil Johan Castberg Vito BR Libra PETROBRAS Mad Dog 2 ExonMobil Liza US\$90 US\$30

Lowered project costs

Cost savings, smaller outlay

Break-even prices decreased by ~30 to ~60 %

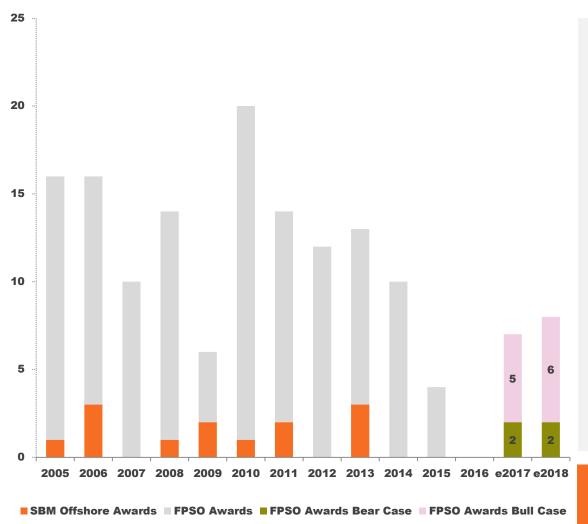
**Improving economics** 

Source: Various media quotes, company presentations, Upstream Online





### **Overall Market**



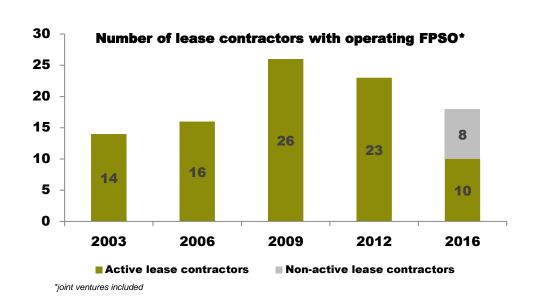
Rock bottom in 2016

Gradual recovery from 2017

Cautiously optimistic outlook



### **Changing FPSO Landscape**

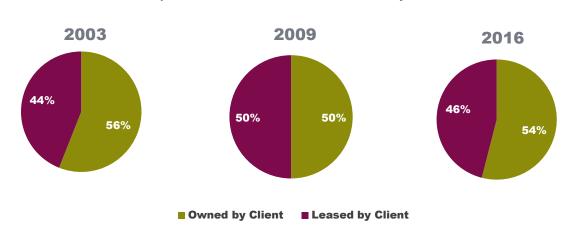


Number of FPSO contractors

decreased since 2009

Stable Lease market share

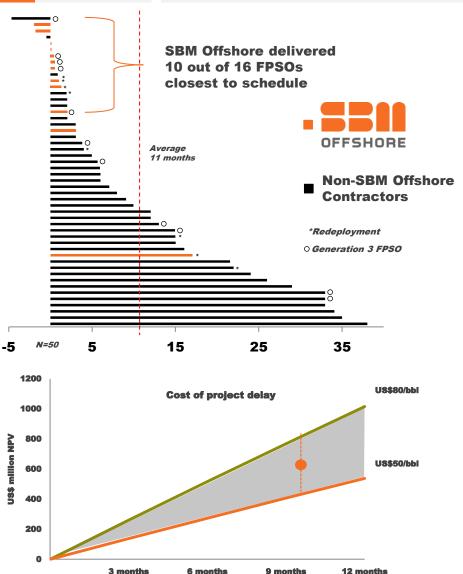
#### **Proportion of FPSOs Lease vs Turnkey**



Number of active players decreasing



### **Project Delivery**



On-time delivery a rarity

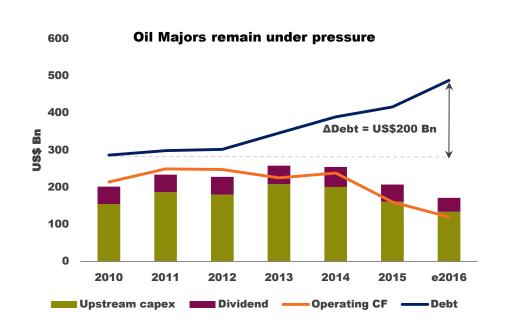
..but key in Upstream economics

11 month delay results in ~US\$600 million lower project NPV

**Experience matters** 



### **Non-delivery in Context**



Upstream project economics remain close to break-even

Project overruns have major financial consequences

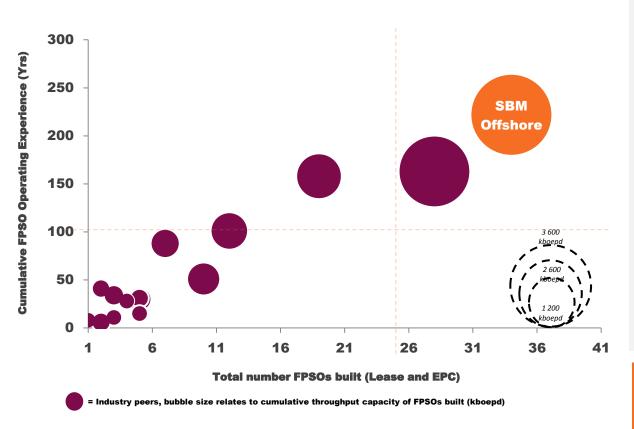
context

Estimated cash loss due to FPSO project non-delivery c. US\$25 Bn, or 12% of total debt increase of Oil Majors¹ during same period

Industry needs experienced contractors



## **Concentrated Industry Experience**



Unique track record in EPC, FPSO delivery and operations

SBM Offshore's unique experience



FY 2016 Review

**Macro View** 



**FY 2016 Financials** 

**Outlook** 





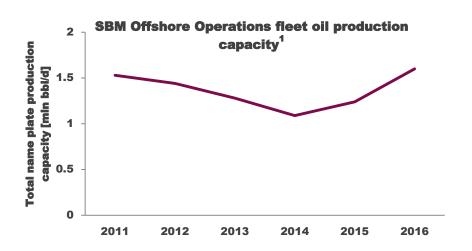
# **Floating Solution Strategy**

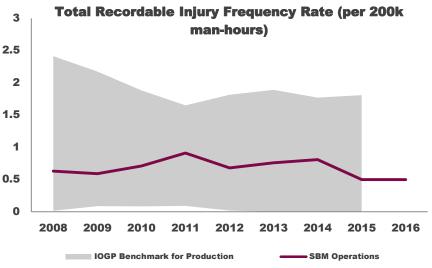


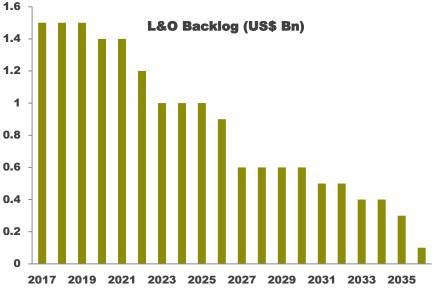


### **Lease and Operate Activity**







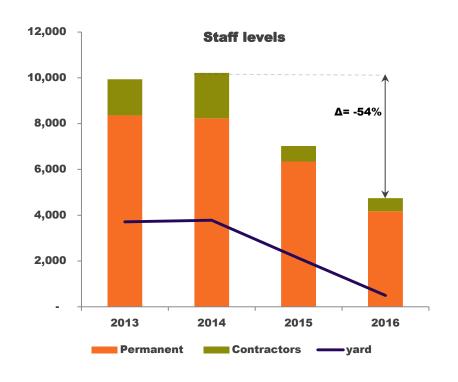


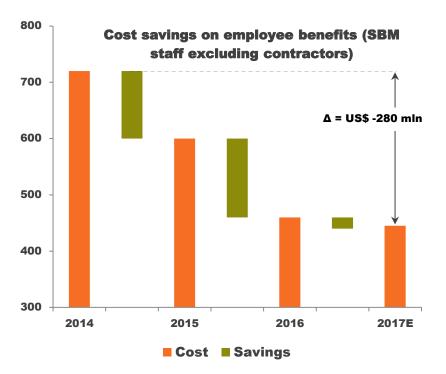
- Strong safety and operations record
- Strong backlog supports shareholder returns and growth



### **Optimize for the Future**







SBM Offshore delivered its cost savings ahead of initial target while retaining core capability and experience



### **Making Deepwater Affordable**



#### **Product range (proxy for level of complexity)**

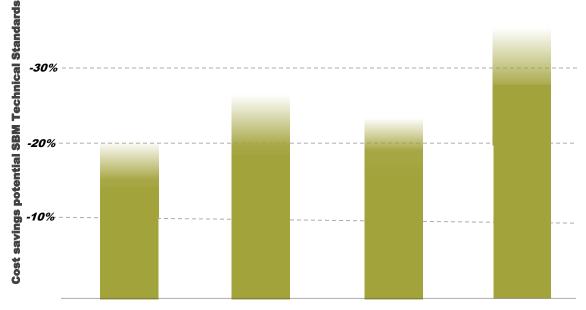
# Calm Buoy

Deepwater Calm Buoy

Turret







**Starting Point: Full Client Technical Specifications** 

Graph not to scale

Cost savings of ~20 to ~35% using SBM Offshore specifications

Cost savings based on experience



### **FAST4WARD Progress**













Hull design approval

Ready for award

**Hull & Accommodation** 



Detailed design Early EPC activity **Pre-FEED** FEED

**Topsides catalogue** 

**SBM** standards

Enhanced design

Early EPC activity

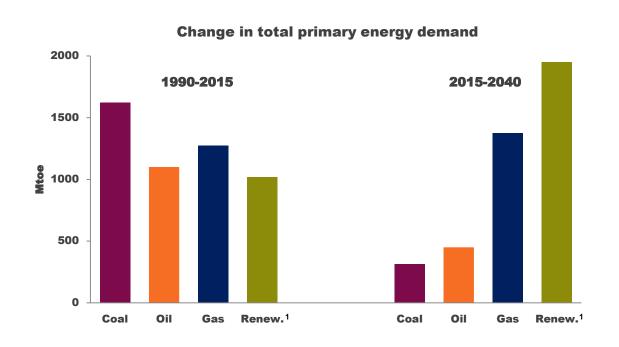
Advanced negotiations with top tier Asian yards

> **Game-changing** program

Today



### **Energy Mix Outlook**

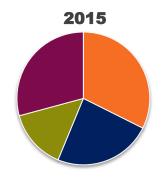


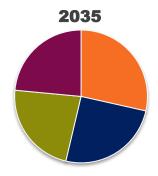
Oil remains leading

Gas gains market share

Renewables strong growth

#### Oil share in energy mix





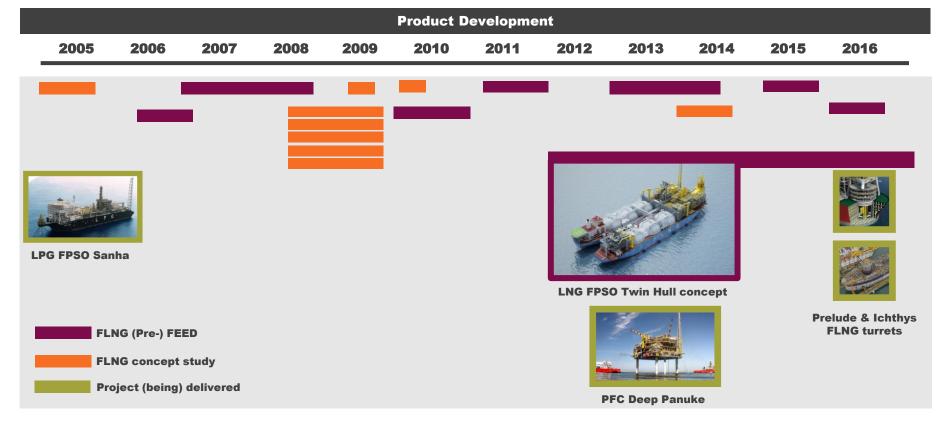
Gas main transition fuel

<sup>&</sup>lt;sup>1</sup> Includes nuclear energy Source: IEA World Energy Outlook 2016, BP Energy Outlook 2017









- Long history of delivering products and equipment in Upstream Gas
- Optimization to SBM Offshore Twin Hull FLNG concept
- Looking at overall gas value chain



# **Floating Wind**

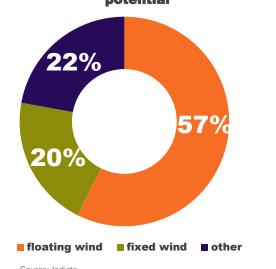


#### Strongest winds are further offshore (example offshore Europe)



Source: World Wind Energy Association

Offshore renewable energy generation potential



Source: Indicta

**SBM Offshore floating** and mooring solution



60 years SBM Offshore experience applied to renewables



FY 2016 Review

**Macro View** 

**Company Positioning** 

FY 2016 Financials

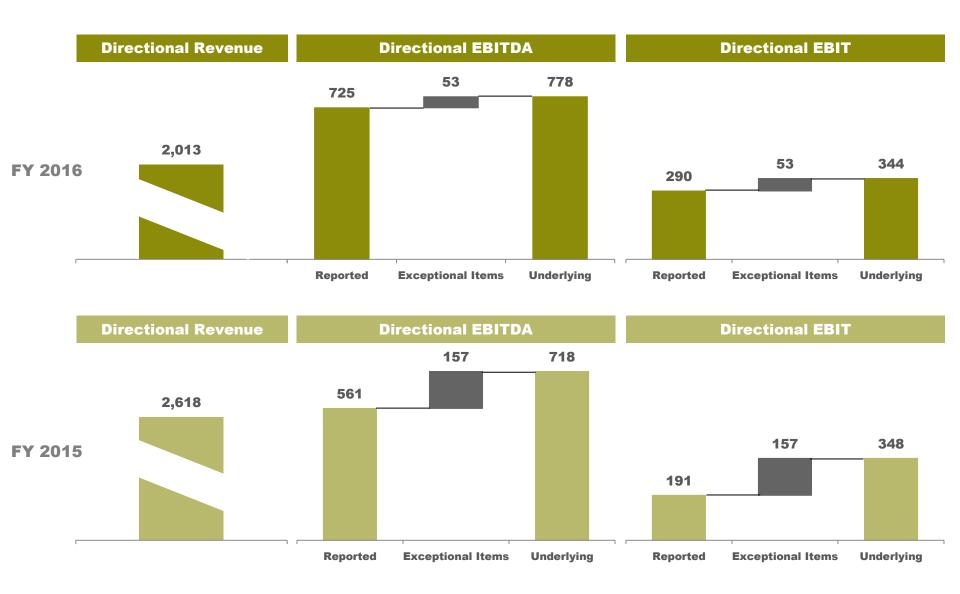
**Outlook** 





### **Underlying Directional Performance**

(US\$ millions)





# **Lease and Operate P&L**

(US\$ millions)

	Directional		
	FY 2015	FY 2016	Variance
Revenue	1,105	1,310	205
Gross Margin	342	423	81
EBIT	315	398	83
Underlying EBIT	279	398	119
Depreciation, amortization and impairment	352	425	(73)
EBITDA	667	823	156
Underlying EBITDA	631	823	192

#### **Directional Comments**

Vessels In	Cidade de Marica, Cidade de Saquarema and Turritella
Vessels Out	-
EBITDA	FY15: Net contribution of vessels joining/leaving the fleet and \$37 million release of agency fees, partially offset by US\$(9) million of restructuring costs FY16: Net contribution of vessels joining the fleet
EBITDA Margin	FY15: 60.4% / Underlying 57.1% FY16: 62.8% / Underlying 62.8%



# Turnkey P&L (US\$ millions)

	Directional		
	FY 2015	FY 2016	Variance
Revenue	1,512	702	(811)
Gross Margin	447	142	(305)
EBIT	231	(22)	(253)
Underlying EBIT	178	9	(169)
Depreciation, amortization and impairment	8	8	-
EBITDA	239	(14)	(253)
Underlying EBITDA	186	18	(168)

#### **Directional Comments**

Projects In	No significant project (total order intake of US\$110 million)
Projects Completed	Cidade de Marica, Cidade de Saquarema, Turritella, Ichthys Turret and Prelude near to completion
EBITDA	FY15: Includes impact of Turritella partial divestment in JV owning the FPSO, US\$(37) million engineering hour under recovery, US\$(31) million of restructuring costs and \$52 million release of agency fees FY16: non-cash provision for SBM Installer US\$(31) million, US\$(22) million engineering hour under recovery and US\$(40) million of restructuring costs including provision for onerous rental contract



# Group P&L (US\$ millions)

	Directional		
	FY 2015	FY 2016	Variance
Revenue	2,618	2,013	(605)
Gross Margin	789	565	(224)
Overheads	(299)	(209)	90
Other operating income / (expense)	(298)	(66)	232
EBIT	191	290	99
Underlying EBIT	348	344	(4)
Depreciation, amortization and impairment	(370)	(435)	(65)
EBITDA	561	725	164
Underlying EBITDA	718	778	60
Net financing costs	(137)	(196)	(59)
Share of profit in associates	(8)	(61)	(53)
Income tax expense	(22)	(9)	13
Net Income attributable to shareholders	24	24	-

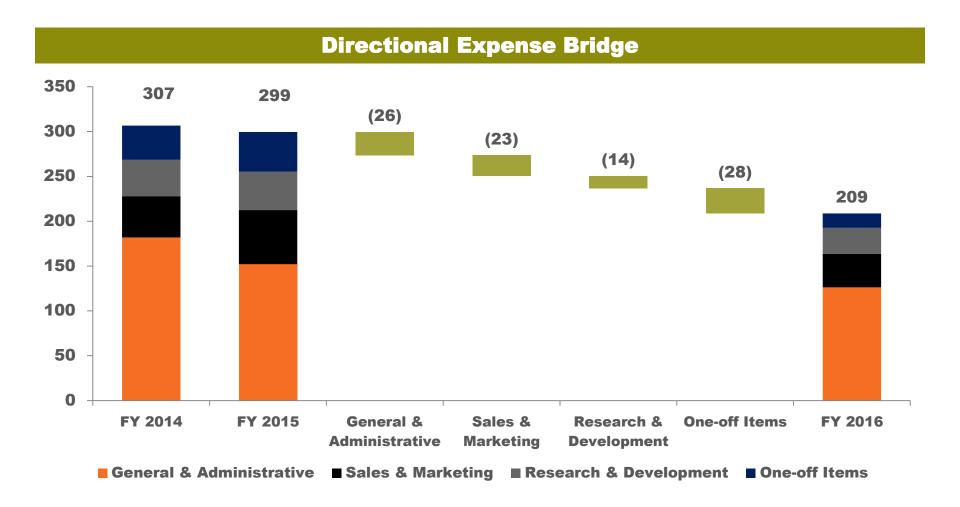
#### **Directional Comments**

Overheads	See slide 'Overheads'
Other operating expense	FY15: Provision for Brazil settlement US\$(245) million and US\$(55) million of restructuring charges FY16: Update to provision for Brazil settlement US\$(22) million and US\$(48) million of restructuring charges including provision for onerous rental contract
Net financing cost	Cidade de Marica, Cidade de Saquarema and Turritella on hire; 4.65% avg. cost of debt. Additional US\$(14) million provision regarding NPV increase of future payments related to contemplated Brazil leniency agreement
Share of profit in associates	FY16: US\$ (59) million impairment of net investment in Joint Venture owning Paenal construction yard
Tax	9.6% effective tax rate



### **Overheads**

(US\$ millions)



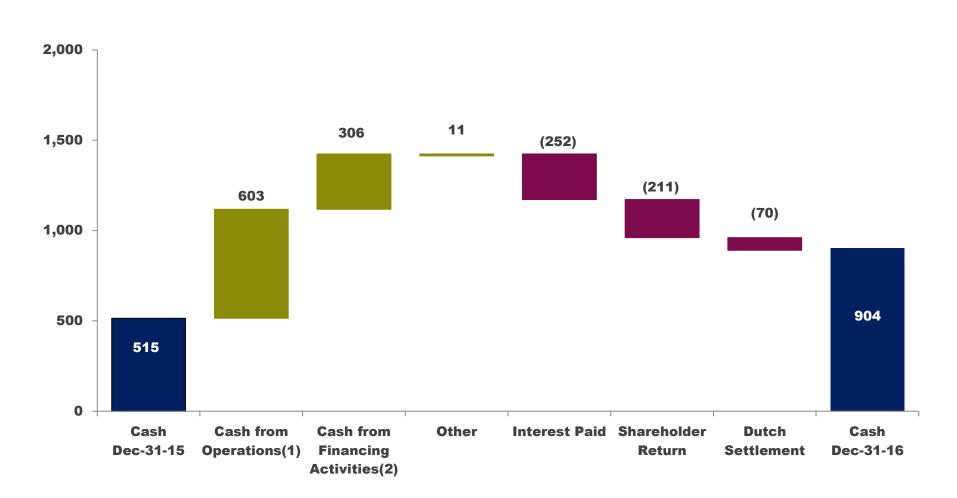
### **Reduction of overhead expenses**



### **Group Cash Position**

(US\$ millions)

### **IFRS Cash Flow**



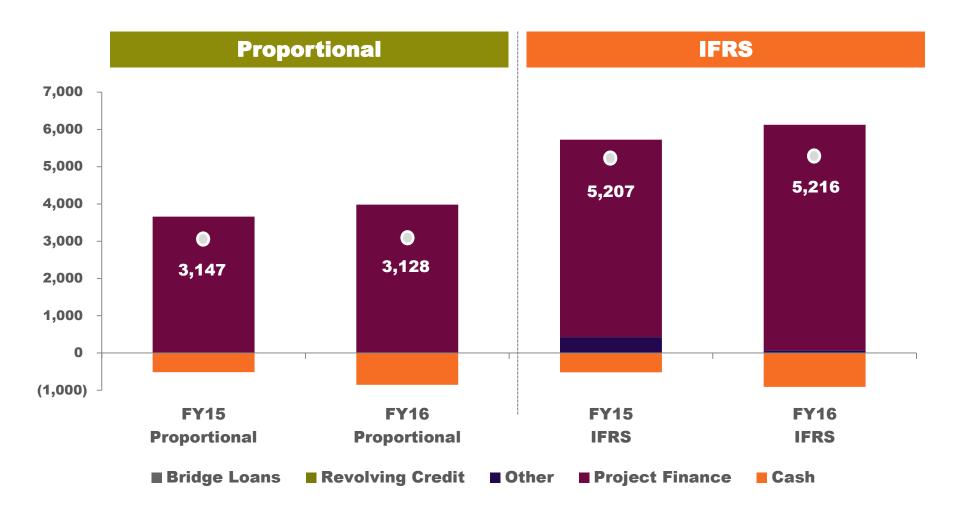
<sup>(1)</sup> Includes dividends received from JV's

<sup>(2)</sup> Net additions to borrowings and loans, net funding loans and NCI net drawdown



### **Group Net Debt**

(US\$ millions)





### **Shareholder Returns**

- US\$211 million cash returned to shareholders over 2016
  - Repurchase of 11.44 million shares for US\$166 million
  - Dividend paid US\$0.21/share; 25% of 2015 Underlying Directional Net Profit

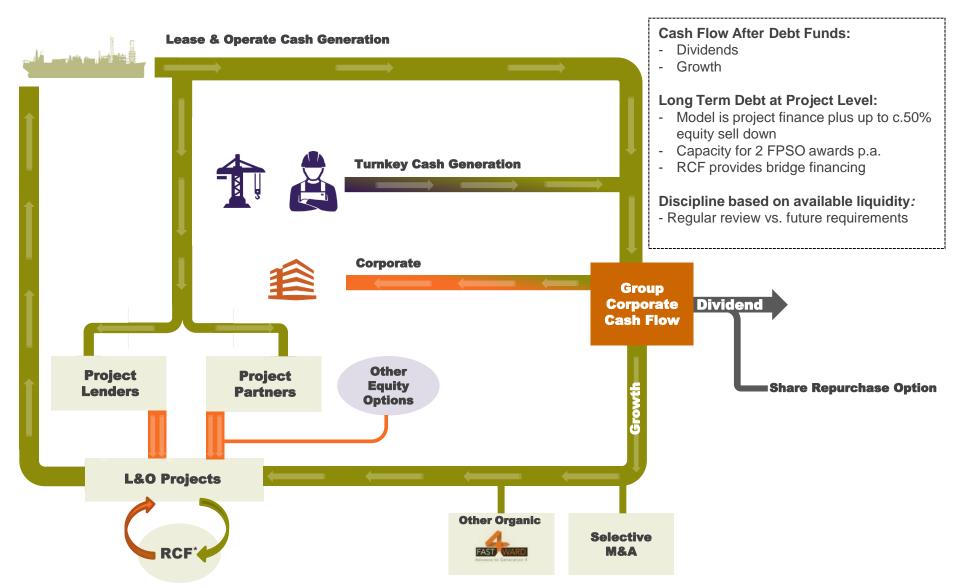
- Proposed cash dividend of US\$0.23/share
  - Growth year-on-year of +10%
  - Representing circa 30% of 2016 Underlying Directional Net Profit

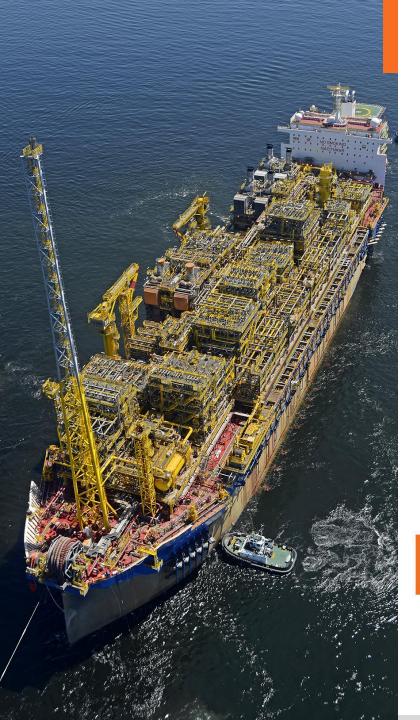
### Dividend policy

Maintain a stable dividend which grows over time. Determination of the dividend is based on the Company's assessment of the underlying cash flow position and of 'Directional net income', where a target payout ratio of between 25% and 35% of 'Directional net income' will also be considered.



### **Cashflow Model and Allocation**





FY 2016 Review

**Macro View** 

**Company Positioning** 

**FY 2016 Financials** 

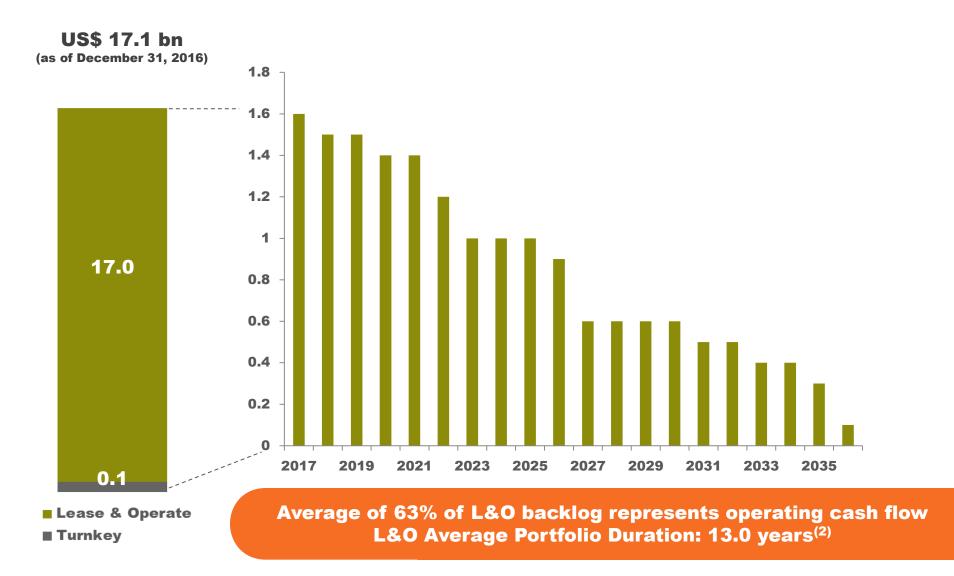
Outlook





### Directional Backlog<sup>(1)</sup>

As of December 31, 2016 (US\$ billions)



<sup>(1)</sup> Backlog is the undiscounted revenue over the confirmed portion of the contract.

<sup>(2)</sup> Does not reflect brownfield projects and FEED studies. Assumes the exercise of all lease extensions.



## 2017 Guidance and Dividend Proposal

- 2017 Directional Revenue guidance around US\$1.7 billion
  - Turnkey around US\$0.2 billion
  - Lease & Operate around US\$1.5 billion
- 2017 Directional EBITDA guidance around US\$750 million
- Proposed cash dividend of US\$0.23 per share over 2016, representing a c. 10% year-on-year increase



Guidance

### **Key Messages**

Shareholder Industry Outlook Returns 3 Major Experience Strategic **Projects** Positioning Delivered **Matters** Performance Client in line with

Engagement



# Appendix





#### IFRS 10 & 11

Joint Ventures	Lease Contract Type	SBM Share %	Directional <sup>(1)</sup>	IFRS
FPSO N'Goma FPSO	FL	50%	Proportional	Equity
FPSO Saxi Batuque	FL	50%	Proportional	Equity
FPSO Mondo	FL	50%	Proportional	Equity
FPSO Cdde de Ilhabela	FL	62.25%	Proportional	Full consolidation
FPSO Cdde de Maricá	FL	56%	Proportional	Full consolidation
FPSO Aseng	FL	60%	Proportional	Full consolidation
FPSO Cdde de Paraty	FL	50.5%	Proportional	Full consolidation
FPSO Cdde de Saquarema	FL	56%	Proportional	Full consolidation
FPSO Turritella	FL	55%	Proportional	Full consolidation
FPSO <i>Kikeh</i> <sup>(2)</sup>	FL	49%	Proportional	Equity
FPSO Capixaba	OL	80%	Proportional	Full consolidation
FPSO Espirito Santo	OL	51%	Proportional	Full consolidation
Yetagun <sup>(3)</sup>	FL	75%	Proportional	Full consolidation
N'kossa II	OL	50%	Proportional	Equity

Note: Deep Panuke, Thunder Hawk and FPSOs *Cidade de Anchieta*, and *Marlim Sul* are fully owned by SBM and are therefore fully consolidated



# **Group Loans & Borrowings**

(US\$ millions)

	Net Book Value as of December 31, 2016			
	Full Amount	IFRS	Proportional (Business Ownership)	
PROJECT FINANCE FACILITIES DRAWN				
FPSO Cidade de Paraty	\$ 714	\$ 714	\$ 360	
MOPU Deep Panuke	324	324	324	
FPSO Cidade de Anchieta	396	396	396	
FPSO Cidade de Ilhabela	1,005	1,005	626	
FPSO N'Goma FPSO	423	0	212	
Normand Installer	50	0	25	
OS Installer	95	0	24	
FPSO Cidade de Maricá	1,394	1,394	781	
FPSO Turritella	791	791	435	
US\$ GUARANTEED PROJECT FINANCE FACILITIES DRAWN				
FPSO Cidade de Saquarema	1,426	1,426	799	
REVOLVING CREDIT FACILITY				
Revolving credit facility	(3)	(3)	(3)	
OTHER				
Other long-term debt	319	73	0	
Net book value of loans and borrowings	\$ 6,934	\$ 6,120	\$ 3,978	



## **Revolving Credit Facility**

Key Characteristics				
Amount	US\$1.0 billion			
Tenor	<ul><li>6 years + one-year extension</li><li>Door-to-door maturity of 7 years</li></ul>			
Accordion Option	■ SBM may request an increase of the Facility to US\$1.25 billion			
Opening Margin	70 bps vs. 125 bps applicable in late 2014 under the previous RCF			
Financial Ratios	<ul> <li>Previous definitions kept and slightly fine tuned, in line with previous IFRS standards excluding IFRS 10 &amp; 11</li> <li>Proportional reporting remains for the calculation of the ratios</li> <li>Holiday Covenant to accommodate lower EBITDA and the leverage peak in 2015 and 1H 2016 (not used todate)</li> </ul>			
Permitted Guarantees	Completion Guarantees including debt repayment guarantees up to US\$6.0 billion			

Covenant Calculations				
Solvency	Tangible Net Worth divided by Total Tangible Assets			
Ratio		Min	1H16	FY16
		25%	32.7%	32.4%
Leverage Consolidated Net Borrowings divi			vided by	
Ratio		Max	1H16	FY16
		4.25	3.6	2.8
Interest	Adjusted EBITD Payable	A divide	d by Net	Interest
Cover Ratio	. 3., 3.2.10	Min	1H16	FY16
		4.0	6.9	6.0

#### **☑** All covenants are satisfied



#### **Revised RCF Covenant Definitions**

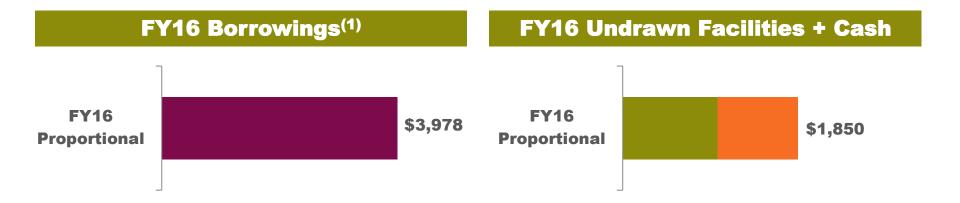
Key Financial Covenant	Definition
Solvency Ratio	■ Tangible Net Worth <sup>(1)</sup> divided by Total Tangible Assets <sup>(2)</sup> > 25%
Leverage Ratio	<ul> <li>Consolidated Net Borrowings<sup>(3)</sup> divided by Adjusted EBITDA<sup>(4)</sup></li> <li>&lt;3.75x at June 30, 2016</li> <li>&lt;4.25x at December 31, 2016</li> <li>&lt;4.50x at June 30, 2017</li> <li>&lt;4.25x at December 31, 2017</li> <li>&lt;3.75x thereafter</li> <li>At the request of the Company, the leverage ratio may be replaced by the Operating Net Leverage Ratio which is defined as Consolidated Net Operating Borrowings<sup>(5)</sup> divided by Adjusted EBITDA<sup>(4)</sup> &lt; 2.75</li> <li>This only applies to the period starting from June 30, 2015 to June 30, 2016</li> </ul>
Interest Cover Ratio	Adjusted EBITDA <sup>(4)</sup> divided by Net Interest Payable <sup>(6)</sup> > 5.0 at June 30, 2016 and > 4.0 thereafter

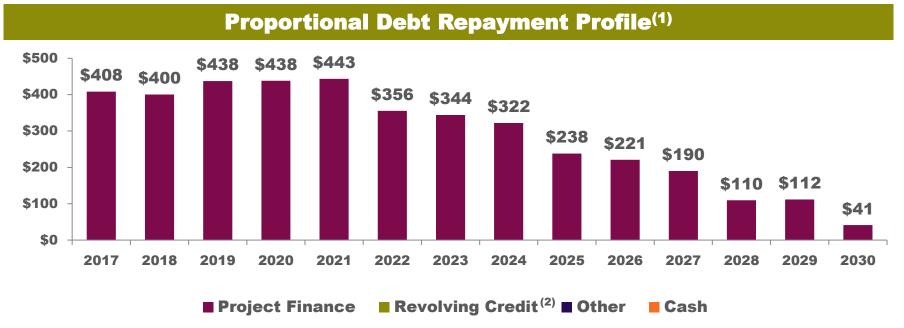
- (1) Total Equity (including non-controlling interests) of SBM Offshore N.V. in accordance with IFRS excluding the mark to market valuation of currency and interest derivatives undertaken for hedging purposes by SBM Offshore N.V. through Other Comprehensive Income.
- (2) SBM Offshore N.V's total assets (excluding intangible assets) in accordance with IFRS Consolidated Statement of Financial position less the mark to market valuation of currency and interest derivatives undertaken for hedging purposes by SBM Offshore N.V. and included as consolidated total assets in the consolidated financial statements.
- (3) Outstanding principal amount of any moneys borrowed or element of indebtedness (excluding money borrowed from partners in joint ventures) aggregated on a proportional basis for the Company's share of interest less the consolidated cash and cash equivalents available.
- (4) Consolidated earnings before interest, tax and depreciation of assets and impairments of SBM Offshore N.V. in accordance with IFRS except for all lease and operate joint ventures being then proportionally consolidated, adjusted for any exceptional or extraordinary items, and by adding back the capital portion of any finance lease received by SBM Offshore N.V. during the period.
- (5) Consolidated Net Borrowings adjusted by deducting the moneys borrowed or any element of indebtedness allocated to any project during its construction on a proportional basis for the Company's share of interest.
- (6) All interest and other financing charges paid up, payable (other than capitalised interest during a construction period and interest paid or payable between wholly owned members of SBM Offshore N.V.) by SBM Offshore N.V. less all interest and other financing charges received or receivable by SBM Offshore N.V., as per IFRS and on a proportional basis for the Company's share of interests in all lease and operate joint ventures.



### **Group Proportional Borrowings Overview**

(US\$ millions)





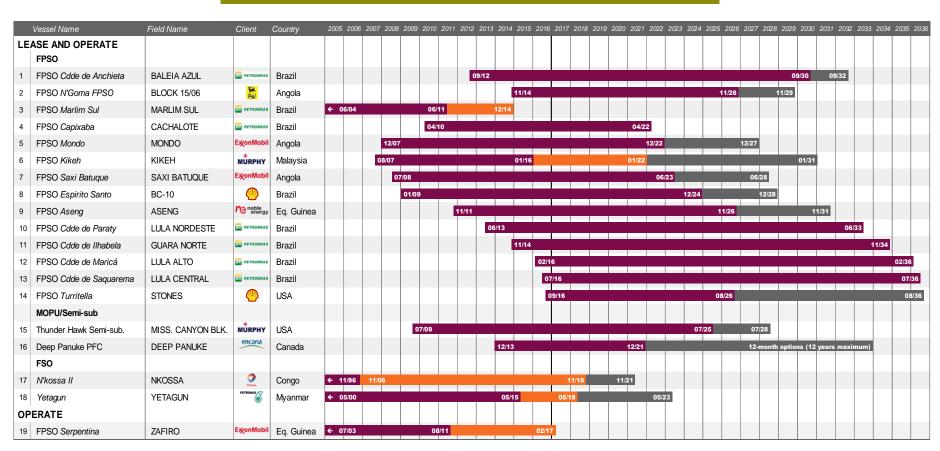
<sup>(1)</sup> The difference between current borrowings and the debt repayment profile are attributable to capitalized transaction costs.

<sup>(2)</sup> The revolving credit facility expires in 2022, but may be repaid any time prior with no penalty. As of December 31, 2016, there is nothing drawn on the facility.



### **SBM Lease and Operate Portfolio**

#### **L&O Portfolio Average Duration: 13.0 years**<sup>(1)</sup>



Initial Lease Period

Confirmed Extension

**■ Contractual Extension Option** 



# **Group Balance Sheet**

(US\$ millions)

	Dec-31-15	Dec-31-16	Variance	Comment
Property, plant and equipment	1,686	1,474	(212)	Depreciation of assets
Investments in associates and other financial assets	3,943	8,306	4,363	CDM/S and Stones 1st Oil in 2016 and net results of JVs and redemption of finance lease financial assets
Construction contracts	4,336	15	(4,321)	CDM/S Stones 1st Oil in 2016
Trade receivables and other assets	860	789	(71)	Decrease of receivables with slowdown in Turnkey activity
Cash and cash equivalents	515	904	389	Separate slide
Total Assets	11,340	11,488	148	
Total equity <sup>(1)</sup>	3,465	3,513	48	Group & NCI results; SBB and dividends; equity funding from partners in JVs (NCI)
Loans and borrowings	5,722	6,120	398	New loans for Stones and drawdowns on CDM/S; SHL repayment and amortization other loans
Provisions	541	604	63	Onerous contracts and Brazil update
Trade payables and other liabilities	1,612	1,251	(361)	Decrease of accruals and payables related to FPSOs under construction, US\$70 million second instalment for Dutch settlement
Total Equity and Liabilities	11,340	11,488	148	



## **Funding**



■ Average cost of debt: FY16 4.6% vs. FY15 4.1 %





## **Delivering the Full Product Lifecycle**

#### **Engineering**

60 years of industry firsts Leading edge technology

#### **Product Life Extension**

Leader in FPSO relocation World class after sales

#### **Operations**

Circa 300 years of experience 99% historical production uptime Largest production capacity FPSO fleet

#### **Procurement**

Integrated supply chain Global efficiencies Local sourcing

#### Construction

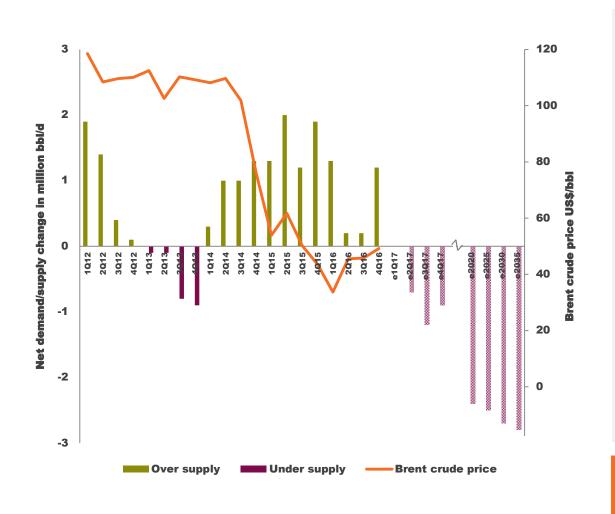
Strategic partnerships
Unrivalled project experience

#### Installation

Dedicated fleet
Unparalleled experience
Extensive project capability



## **Oil Dynamics**



Oil price stabilization?

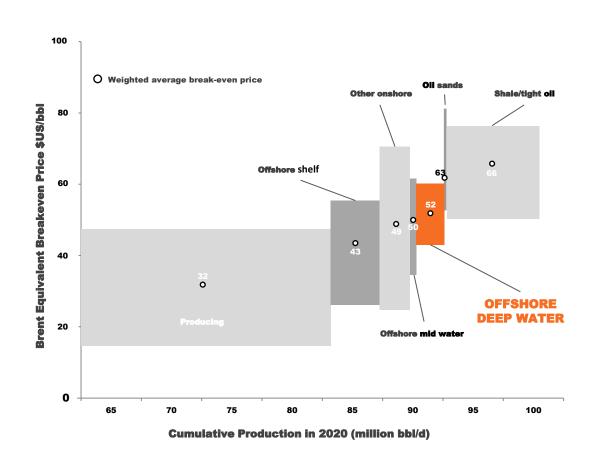
Market balancing but outlook uncertain

Supply/demand re-balancing

Source: EIA, MOR December 2106 - World Energy Outlook 2016



### **Liquids Cost Curve**



Deep water competitive

Development costs decreased across the board

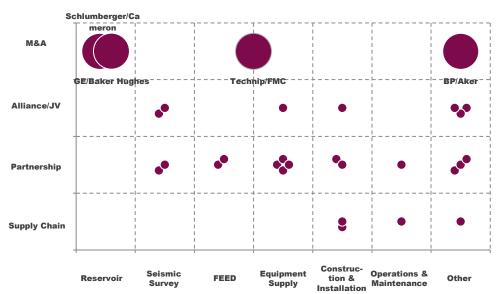
**Deep water** competitive





### **Industry Consolidation**

#### 2016 announced business combinations/alliances



- Transformational consolidations target synergies between reservoir and sub-sea scope
- Other combinations mostly relatively narrow scope driven by business and product development

SBM leverages financial strength, market scope and backlog in niche position

Disciplined review asset deals and selective alliancing

SBM optimal model 'stand-alone'



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