

8th January 2016



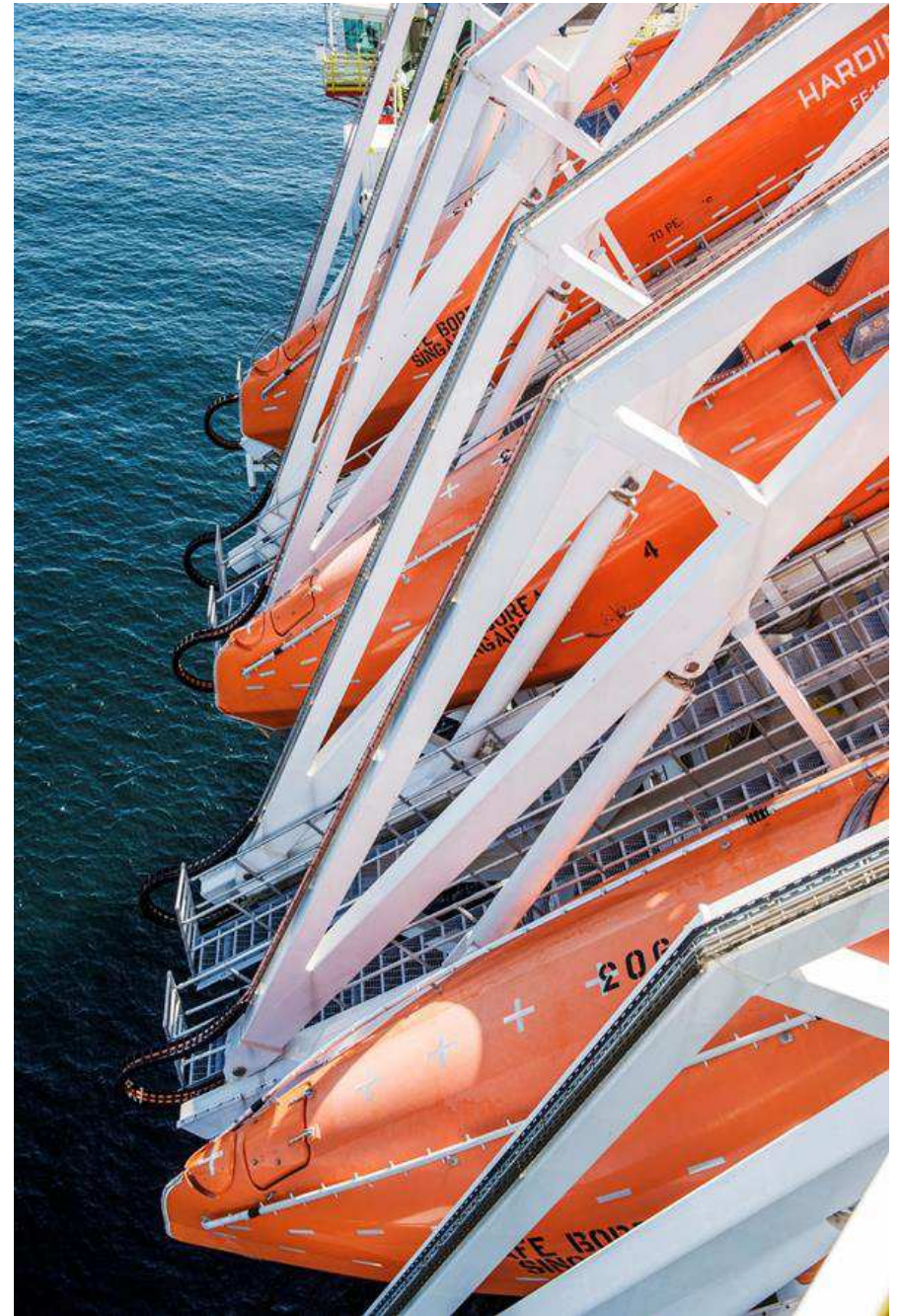
SEB Nordic Seminar 2016

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All statements in this presentation other than statements of historical fact are forward-looking statements, which are subject to a number of risks, uncertainties, and assumptions that are difficult to predict and are based upon assumptions as to future events that may not prove accurate. Certain such forward-looking statements can be identified by the use of forward-looking terminology such as “believe”, “may”, “will”, “should”, “would be”, “expect” or “anticipate” or similar expressions, or the negative thereof, or other variations thereof, or comparable terminology, or by discussions of strategy, plans or intentions. Should one or more of these risks or uncertainties materialise, or should underlying assumptions prove incorrect, actual results may vary materially from those described in this presentation as anticipated, believed or expected. Prosafe does not intend, and does not assume any obligation to update any industry information or forward-looking statements set forth in this presentation to reflect subsequent events or circumstances.

Agenda

- **Introduction**
- Status & outlook in brief
 - Industry & company
- Summary
- Appendix

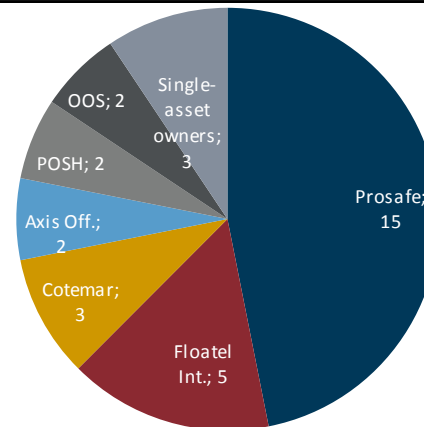


The leading high-end accommodation company globally

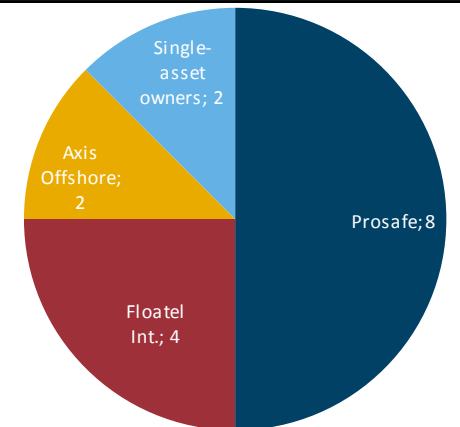
- Prosafe's strategy is to be the preferred supplier of semi-submersible accommodation vessels and to pursue profitable growth within the high end of the offshore accommodation industry
- Currently owns 12 vessels + three new builds in progress
- Three times as large as the second-largest player: 45-50% market share



2016E: Semi owners globally



2016E: Semi owners North Sea

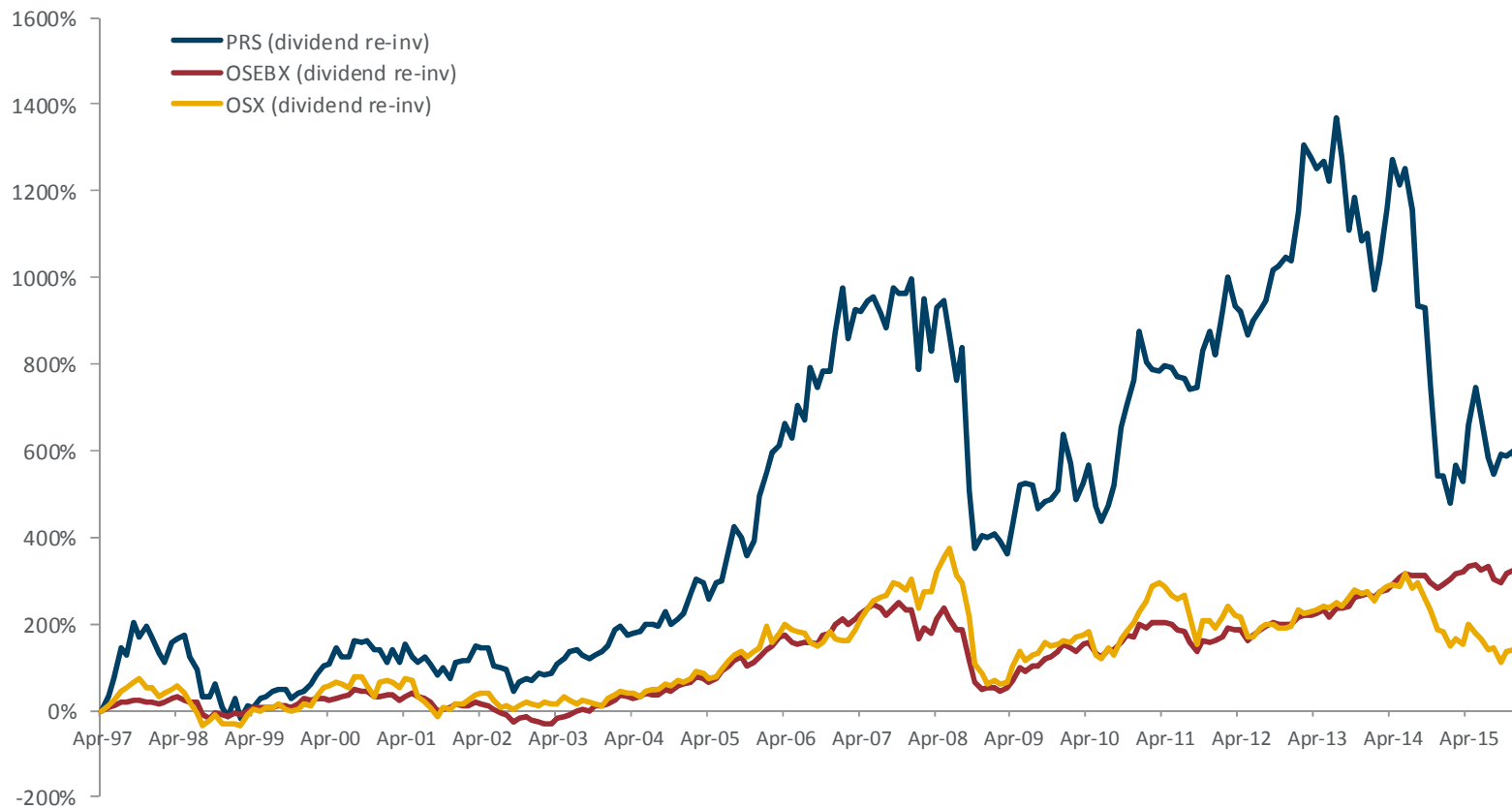


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Historically outperformed OSX and OSEBX



Annual eq. (Dec 15)

PRS 10,2 %

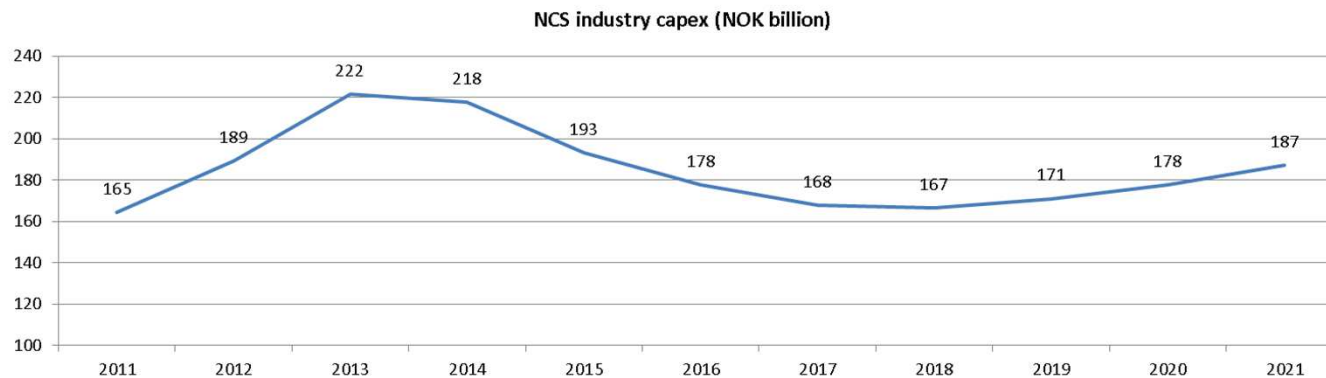
OSEBX 7,9 %

OSX 4,1 %

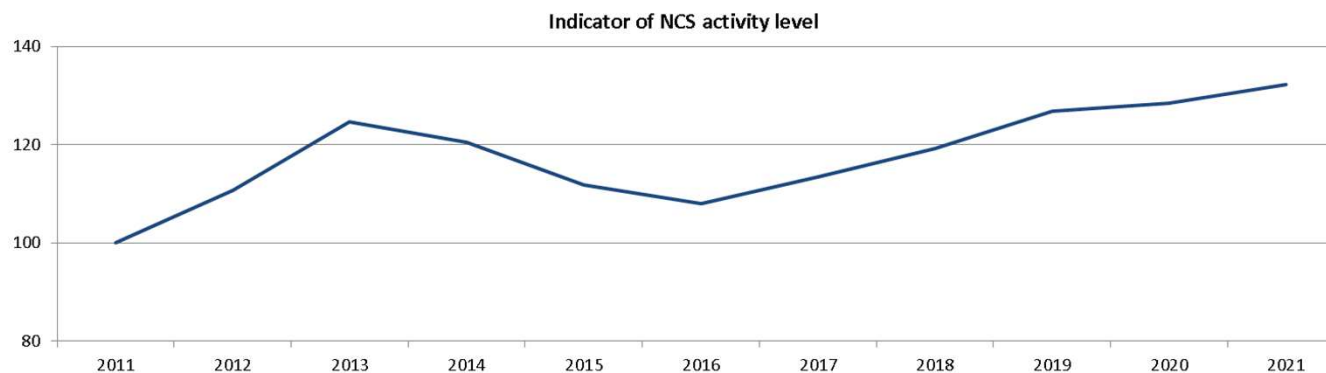
Value creation target resolved by BoD:

Prosafe shall at least double shareholder value over a 5 year period, measured as the combined value creation of increased earnings per share and capital returned to shareholders.

Activity level forecasted to rebound in 2018 when cost levels have been reduced



Source: Norwegian Ministry of Finance (October 2015)



Index based on the industry total capex and the cost level going forward

Lower cost – Higher activity (given same capex)

Peak cost level assumed in 2014
25% cost reduction assumed by 2019

2011 = 100 (activity level)

Source: Norwegian Ministry of Finance / Prosafe

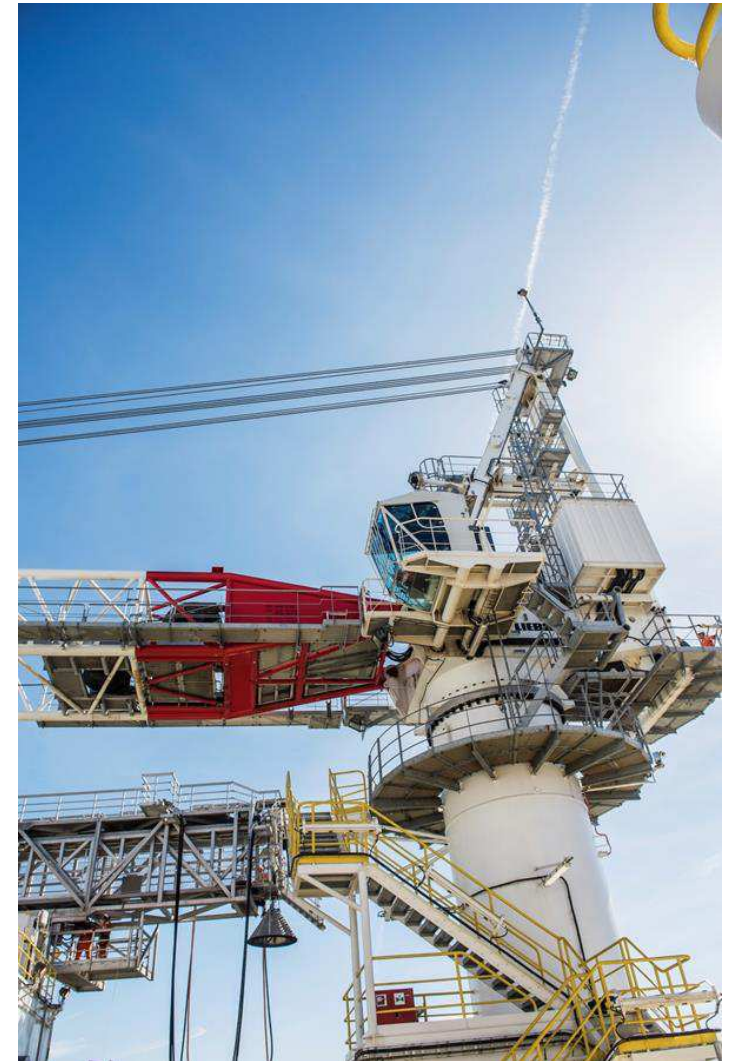
How is Prosafe placed to handle the down-turn?

- Vessels
 - ❑ Clear market leader
 - ❑ High quality vessels
 - ❑ Fleet renewal and new builds
- Operations and organisation
 - ❑ By far the largest operator in high-end offshore accommodation
 - ❑ Unmatched operational track-record from accommodation operations worldwide
 - ❑ Highly competent organisation
- Finance
 - ❑ Lower cost of capital than competitors
- Commercial
 - ❑ Robust order backlog



What is Prosafe doing to handle the down-turn?

- Vessels (capex)
 - Long-term planning of fleet investments to ensure optimal capital allocation both short and long term
- Operations and organisation (opex)
 - Substantial operating cost reduction as a consequence of activity level adjustments, natural currency hedges and cost efficiency measures
- Finance (finance cost)
 - Maintaining a good relationship with all funding sources
- Commercial (revenue)
 - Aiming for win-win agreements with clients



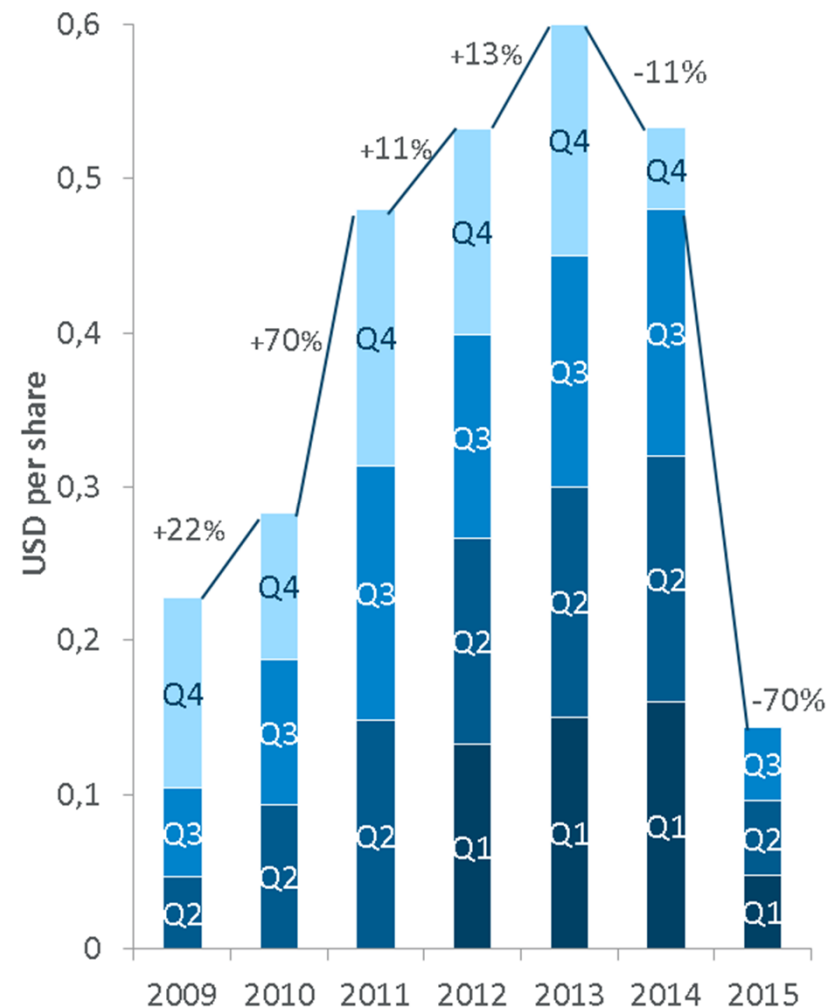
Cost efficiency measures

- Review of cost reduction potential has been ongoing and will continue in light of the industry downturn and market outlook
- The whole cost structure, both onshore and offshore, is under review
- Some measures already implemented, more to follow



Temporary suspension of dividend payments

- The company believes that this will be beneficial for the company, both from a commercial, financial and strategic perspective, and it will improve financial robustness and optionality
- The company reaffirms the long-term dividend policy as described in the Q3 2014 report



Raised NOK 590 million in private placement

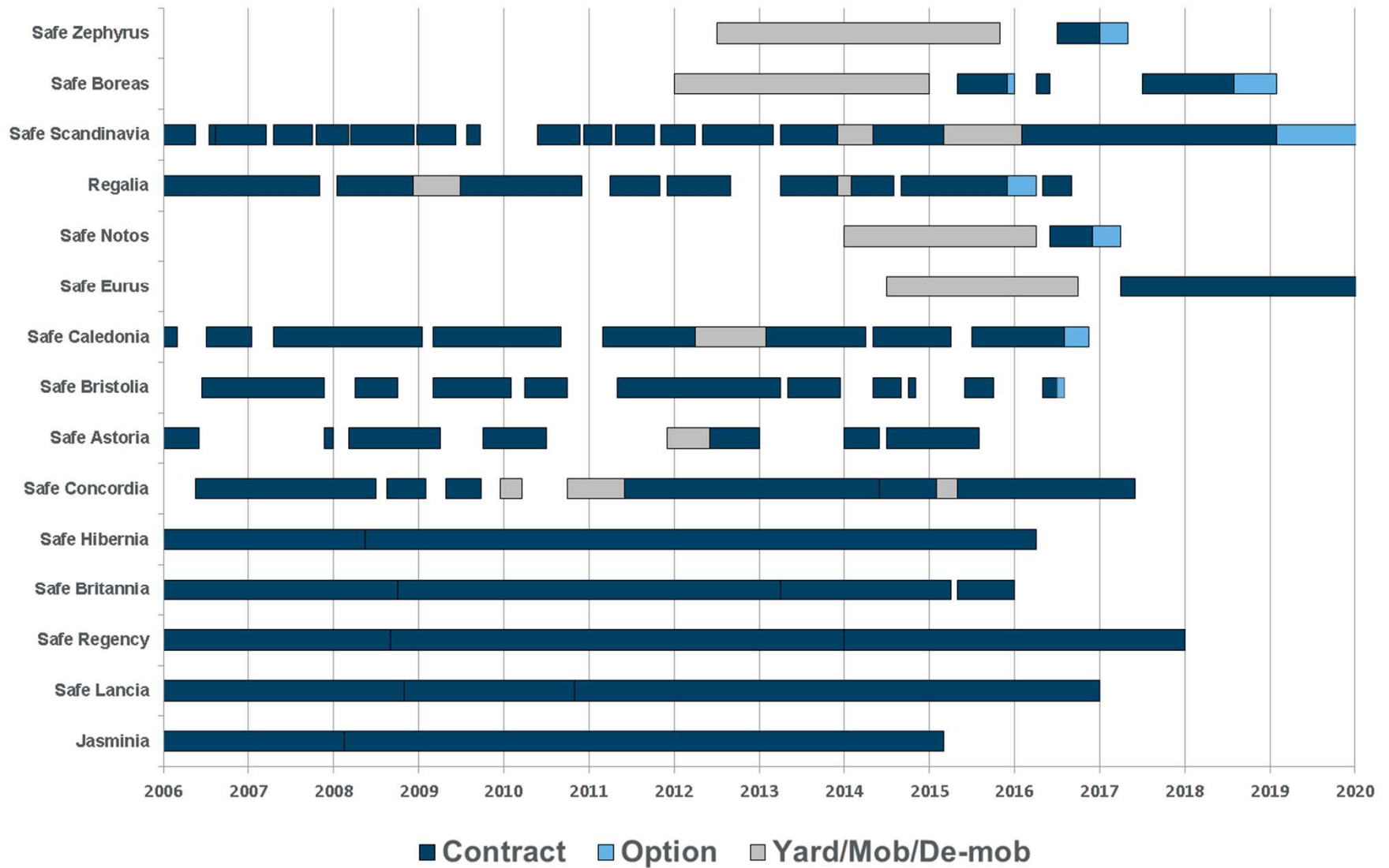
- The private placement, which represents approximately 9.99% of the previous outstanding shares, was over-subscribed at the subscription price and supported by existing and new institutional investors
 - Price was NOK 25 per share, representing a premium of 4.6% to the closing price 3 December 2015
- The proceeds will be used to strengthen the company's balance sheet and liquidity position as well as for general corporate purposes
- The proceeds will further strengthen the company's ability to work proactively with all stakeholders, and allow the company to be in a better position to execute on preferred initiatives in the near term challenging market

Recent commercial developments

- Statoil – Mariner: A win-win agreement
 - ❑ Moved from start in 2016 to start in 2017
 - ❑ Total value up by USD 55 million and duration up by 5 months
- Mexico:
 - ❑ Safe Hibernia extended until end Q1 2016
 - ❑ Safe Britannia contract ended year-end. Vessel remains in operational readiness mode in Mexico.
 - ❑ Longer term prospects remain positive
- TSV completed and commissioned. Client acceptance testing in progress with contract commencement in the very near future.

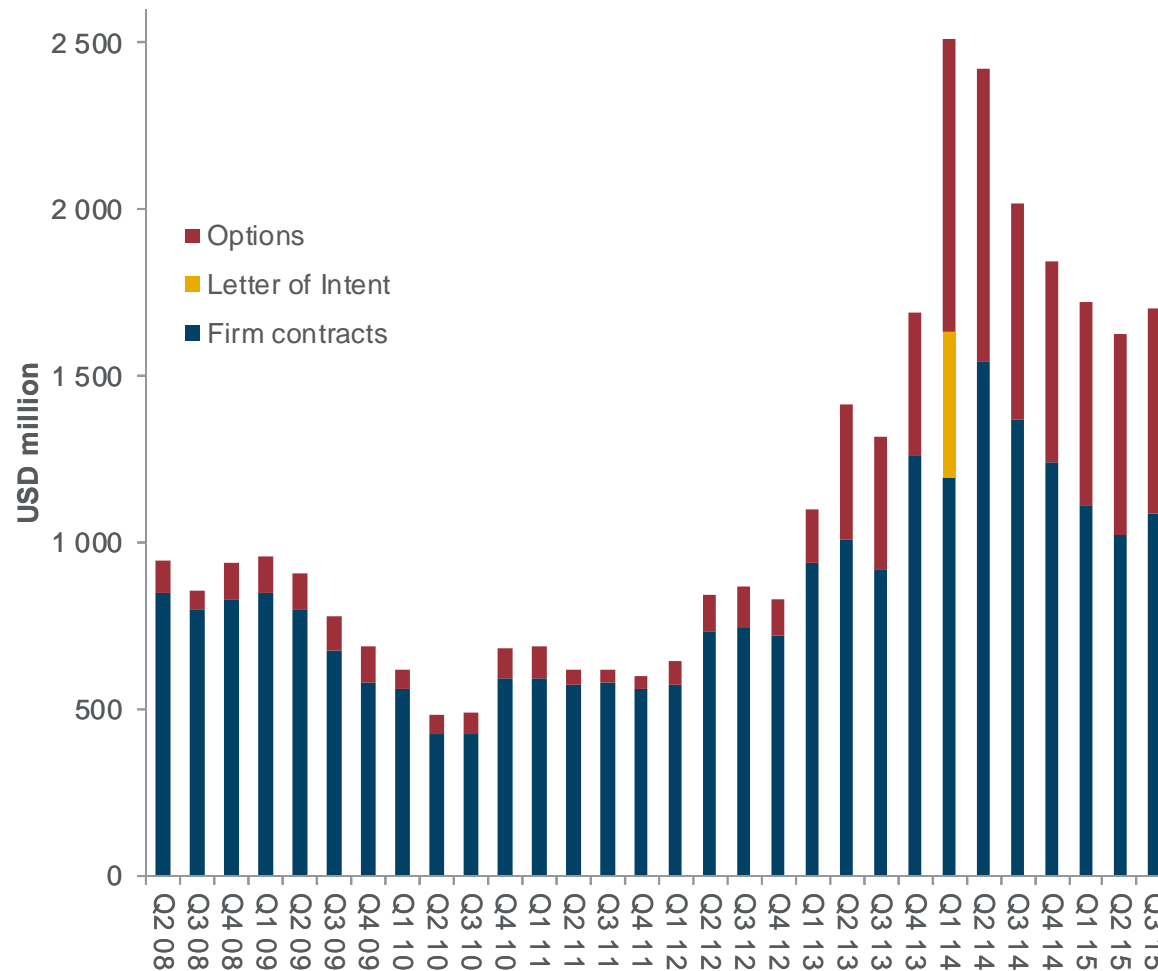


Contract coverage



Contract backlog robust per Q315

Gross value of charter contracts



Status end Q3 15

Firm contracts	USD	1084
+ Options	USD	621
= Total	USD	1705

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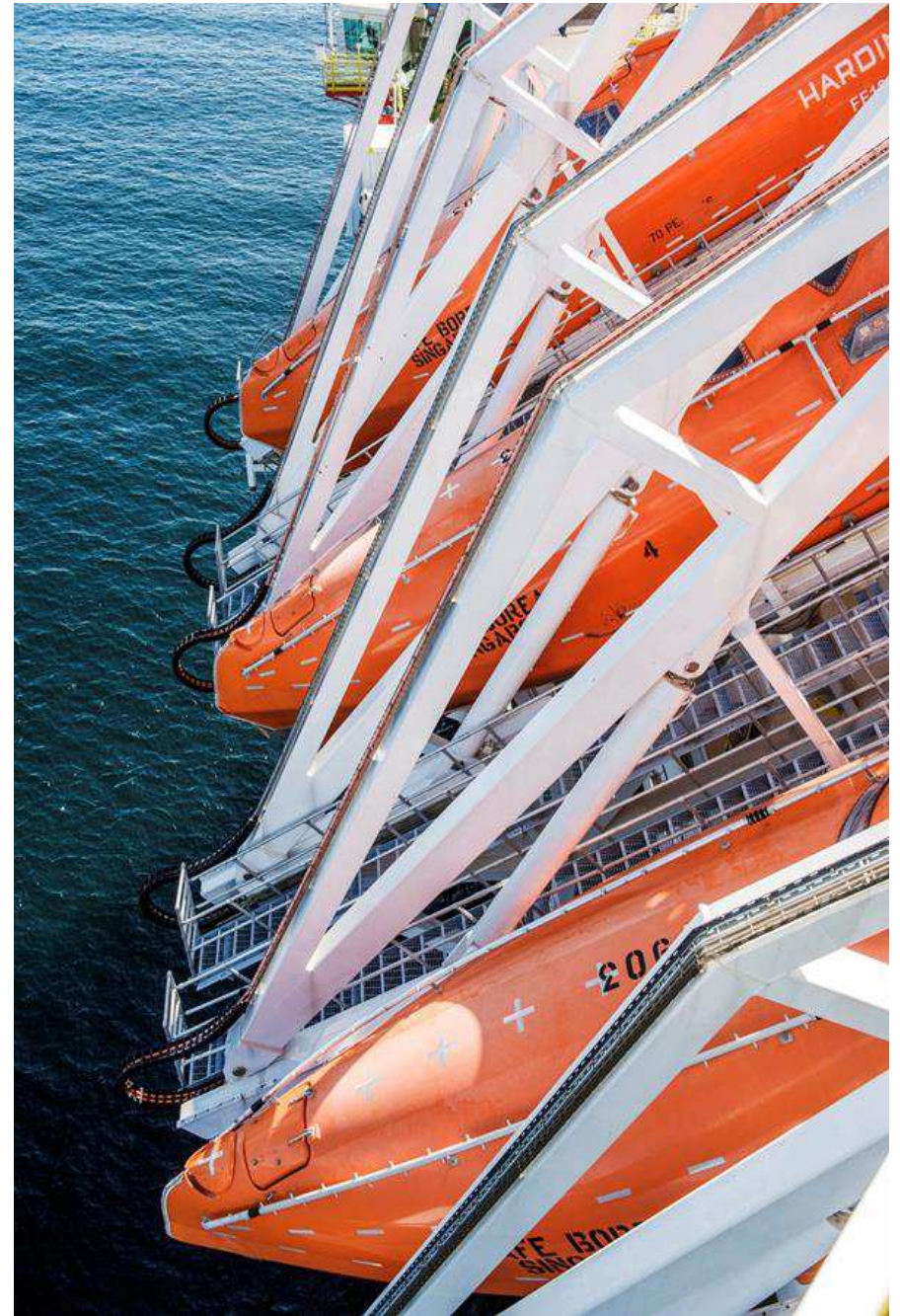
Summary

- Challenging industry conditions
- However, Prosafe is generally well positioned
- Good order backlog through 2016 and into 2017
- The clear market leader globally
- All new builds contracted
- Recent equity issue further strengthens the company's ability to work proactively with all stakeholders



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- Investment perspectives
- **Appendix**



Income statement

(Unaudited figures in USD million)	Q3 15	Q2 15	Q3 14	9M 15	9M 14	2014
Operating revenues	154.1	92.5	169.5	370.8	394.6	548.7
Operating expenses	(56.5)	(51.0)	(59.9)	(159.3)	(175.9)	(236.1)
EBITDA	97.6	41.5	109.6	211.5	218.7	312.6
Depreciation	(26.3)	(18.7)	(16.6)	(62.0)	(47.8)	(64.3)
Operating profit	71.3	22.8	93.0	149.5	170.9	248.3
Interest income	0.0	0.1	0.2	0.1	0.3	0.3
Interest expenses	(8.2)	(12.8)	(10.0)	(31.2)	(27.1)	(37.3)
Other financial items	(7.4)	5.7	(7.9)	(17.6)	(4.9)	(20.0)
Net financial items	(15.6)	(7.0)	(17.7)	(48.7)	(31.7)	(57.0)
Profit before taxes	55.7	15.8	75.3	100.8	139.2	191.3
Taxes	(2.5)	(3.6)	(7.9)	(8.4)	(11.4)	(12.5)
Net profit	53.2	12.2	67.4	92.4	127.8	178.8
 EPS	 0.23	 0.05	 0.29	 0.39	 0.55	 0.76
Diluted EPS	0.23	0.05	0.29	0.39	0.55	0.76

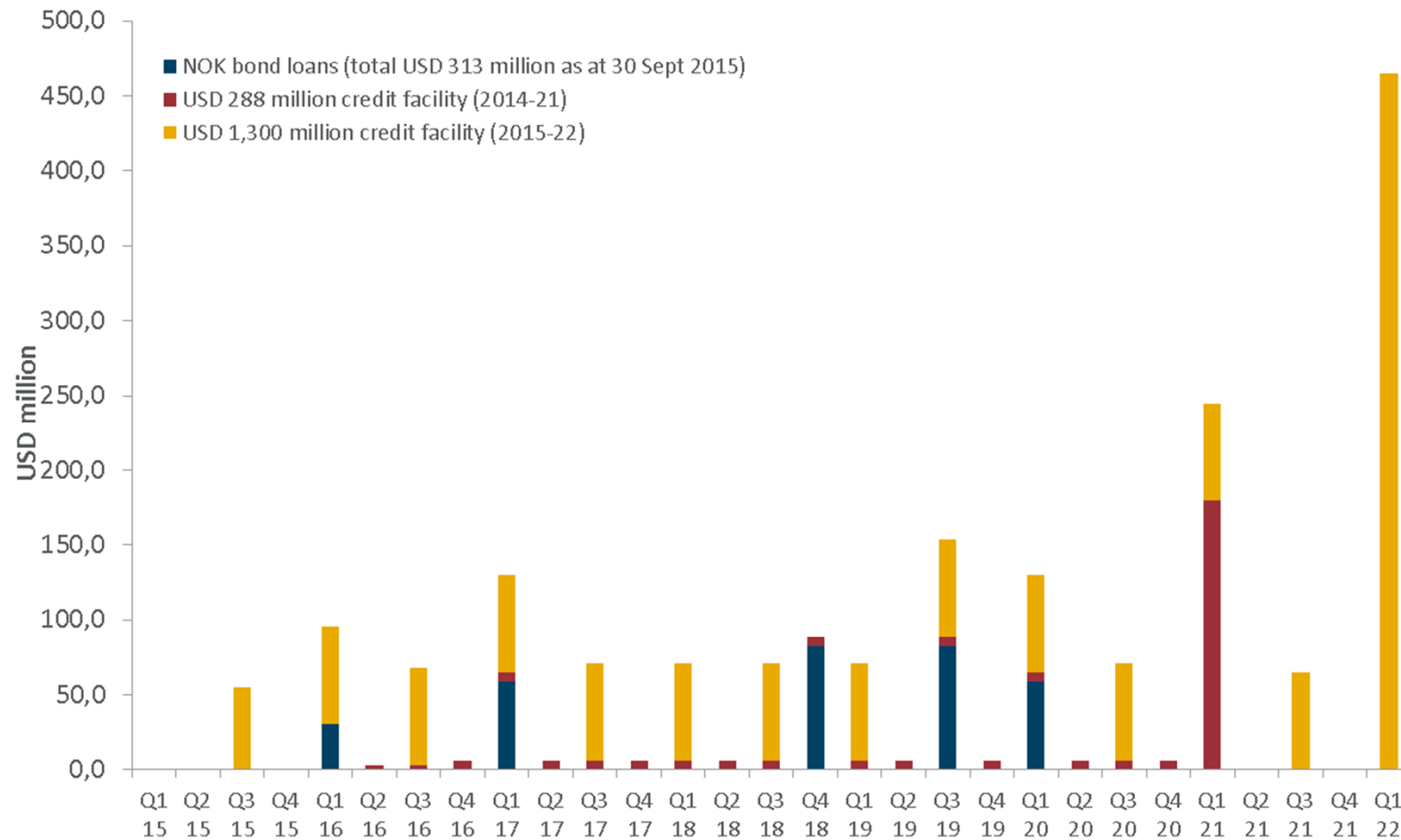
Balance sheet

(Unaudited figures in USD million)	30.09.15	30.06.15	30.09.14	31.12.14
Goodwill	226.7	226.7	226.7	226.7
Vessels	1 698.3	1 611.5	1 004.1	1 027.3
New builds	213.6	211.1	293.7	311.8
Other non-current assets	5.5	6.0	5.2	5.7
Total non-current assets	2 144.1	2 055.3	1 529.7	1 571.5
Cash and deposits	85.2	94.9	145.6	122.4
Other current assets	112.9	91.5	93.6	122.9
Total current assets	198.1	186.4	239.2	245.3
Total assets	2 342.2	2 241.7	1 768.9	1 816.8
Share capital	65.9	65.9	65.9	65.9
Other equity	711.2	694.7	660.7	682.6
Total equity	777.1	760.6	726.6	748.5
Interest-free long-term liabilities	81.9	59.4	45.2	55.9
Interest-bearing long-term debt	1 277.3	1 185.6	919.4	830.1
Total long-term liabilities	1 359.2	1 245.0	964.6	886.0
Other interest-free current liabilities	175.3	203.1	77.7	182.3
Current portion of long-term debt	30.6	33.0	0.0	0.0
Total current liabilities	205.9	236.1	77.7	182.3
Total equity and liabilities	2 342.2	2 241.7	1 768.9	1 816.8

Debt facilities

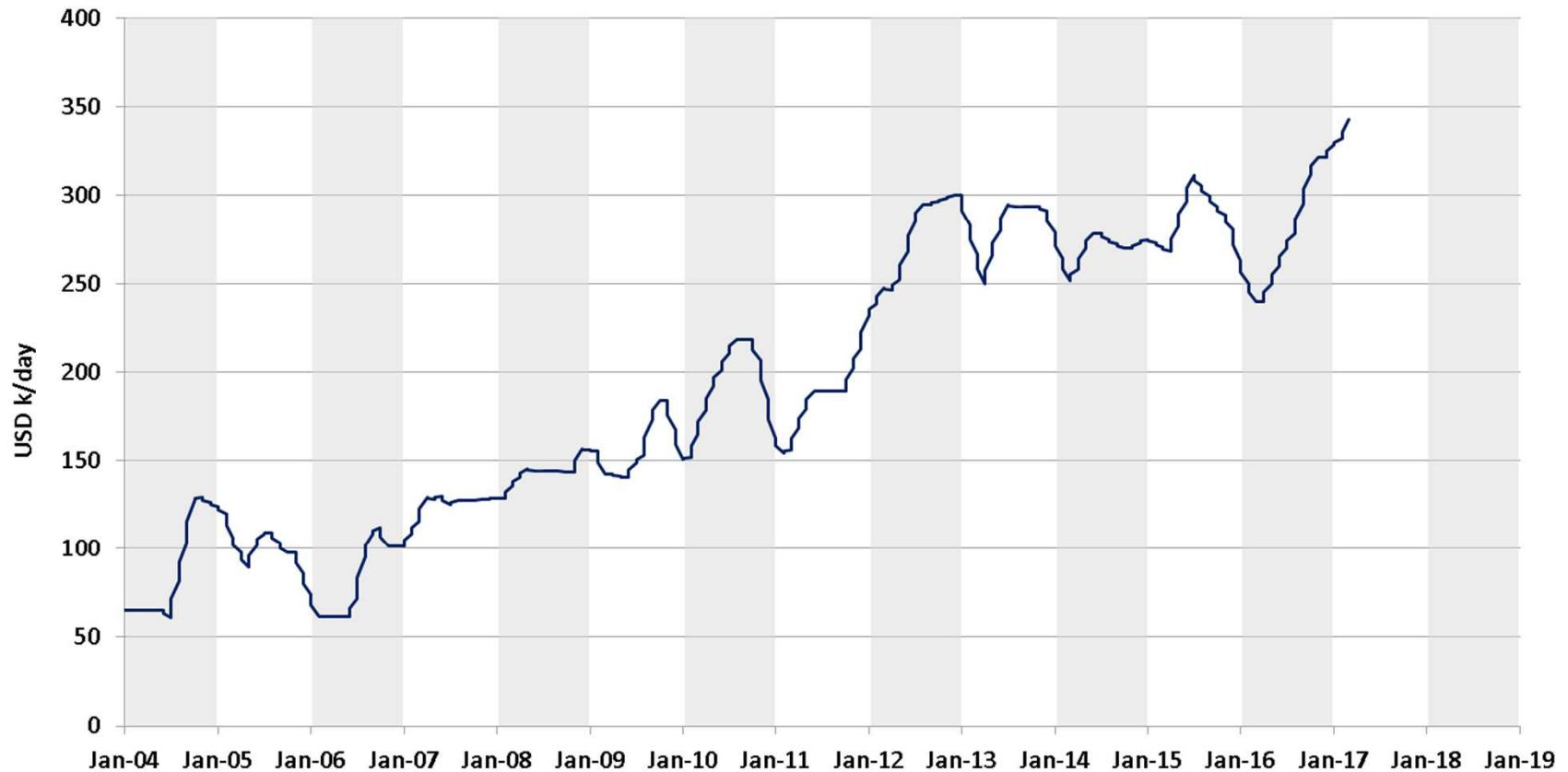
Facility	Commitment	Maturity	Margin
NOK 500 million bond (2011-16)	NOK 500 million (Bought back NOK 240 million)	Q1 2016	350 bps
NOK 500 million bond (2012-17)	NOK 500 million	Q1 2017	375 bps
NOK 700 million bond (2013-18)	NOK 700 million	Q4 2018	295 bps
NOK 700 million bond (2014-19)	NOK 700 million	Q3 2019	310 bps
NOK 500 million bond (2013-20)	NOK 500 million	Q1 2020	375 bps
USD 288 million credit facility (2014-21)	USD 288 million	Q1 2021	225 bps
USD 1,300 million credit facility (2015-22)	USD 1,300 million	Q1 2022	190 bps

Debt profile



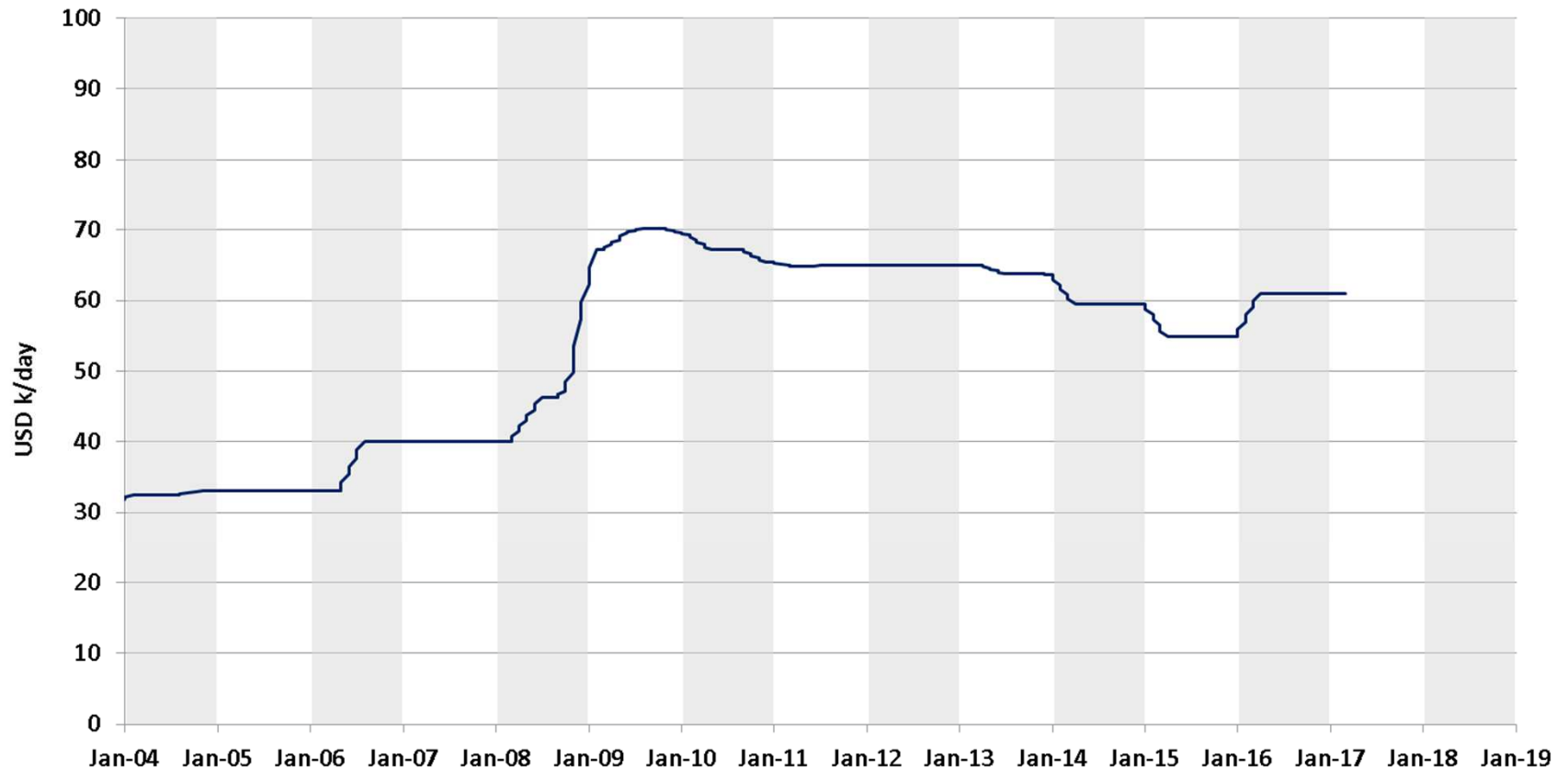
North Sea - dayrates

TC dayrate for Prosafe's North Sea vessels (3m moving average)



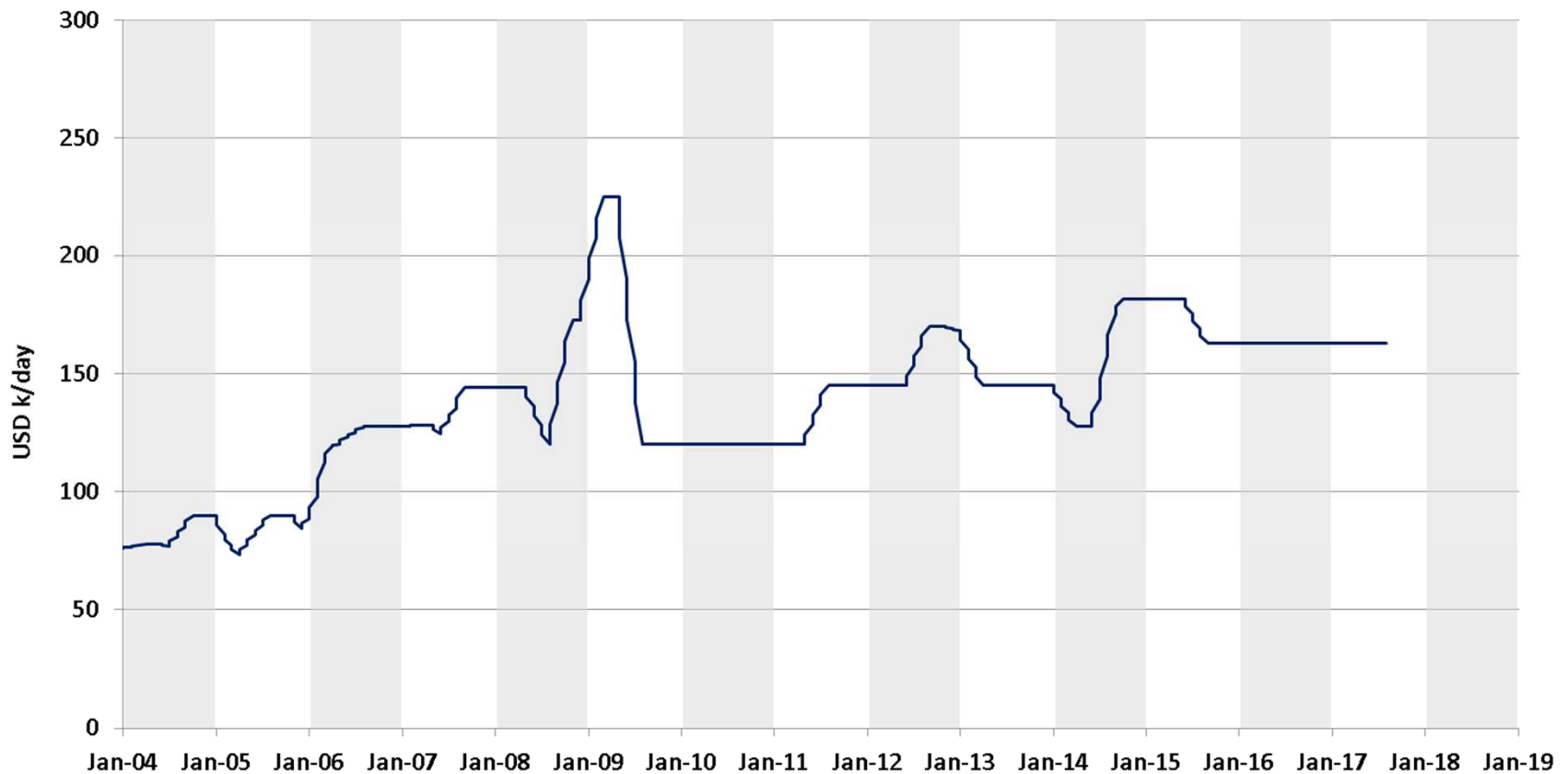
Mexico - dayrates

BB dayrate for Prosafe's Mexico vessels (3m moving average)



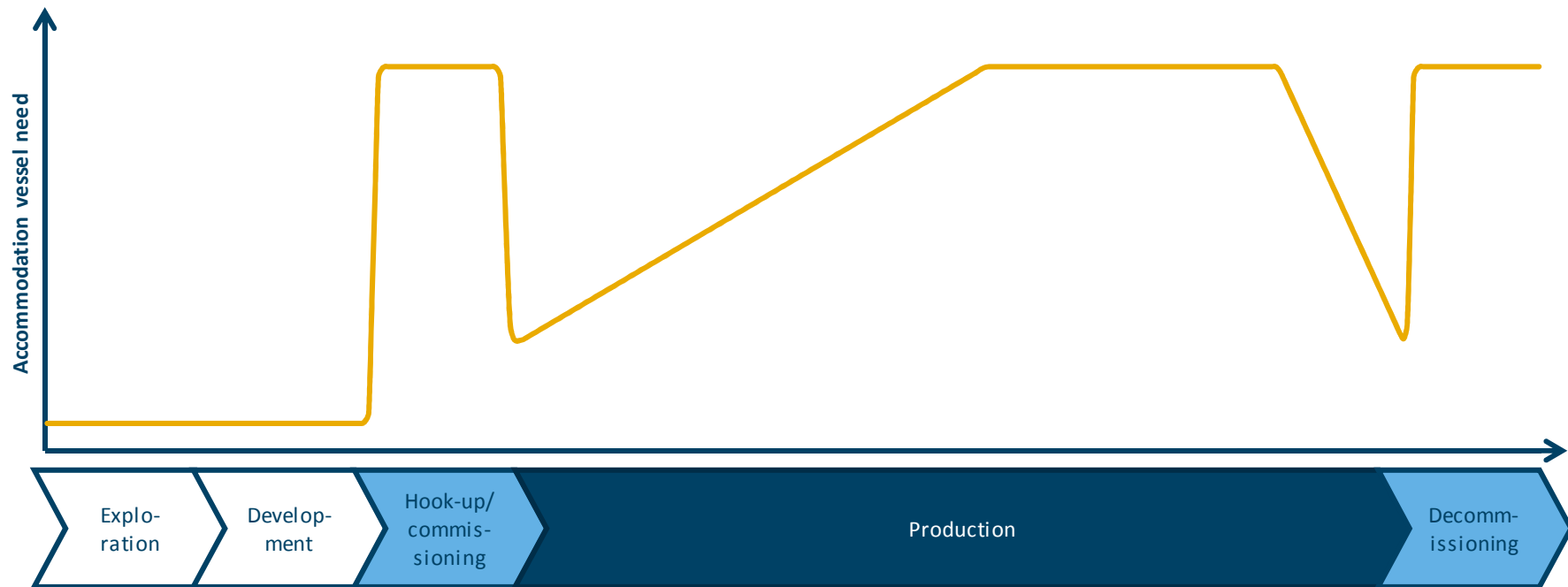
Rest of world, excl. NS - dayrates

TC dayrate for Prosafe's Rest of World vessels (3m moving average)



Offshore accommodation

«Back to normal»



- «Back to normal»: Majority of prospects currently being «traditional demand» like maintenance and modification work
 - In general lead times are shorter for modification work compared to hook-up and commissioning projects