

Company presentation

DNB Markets Energy & Shipping Conference
March 2024



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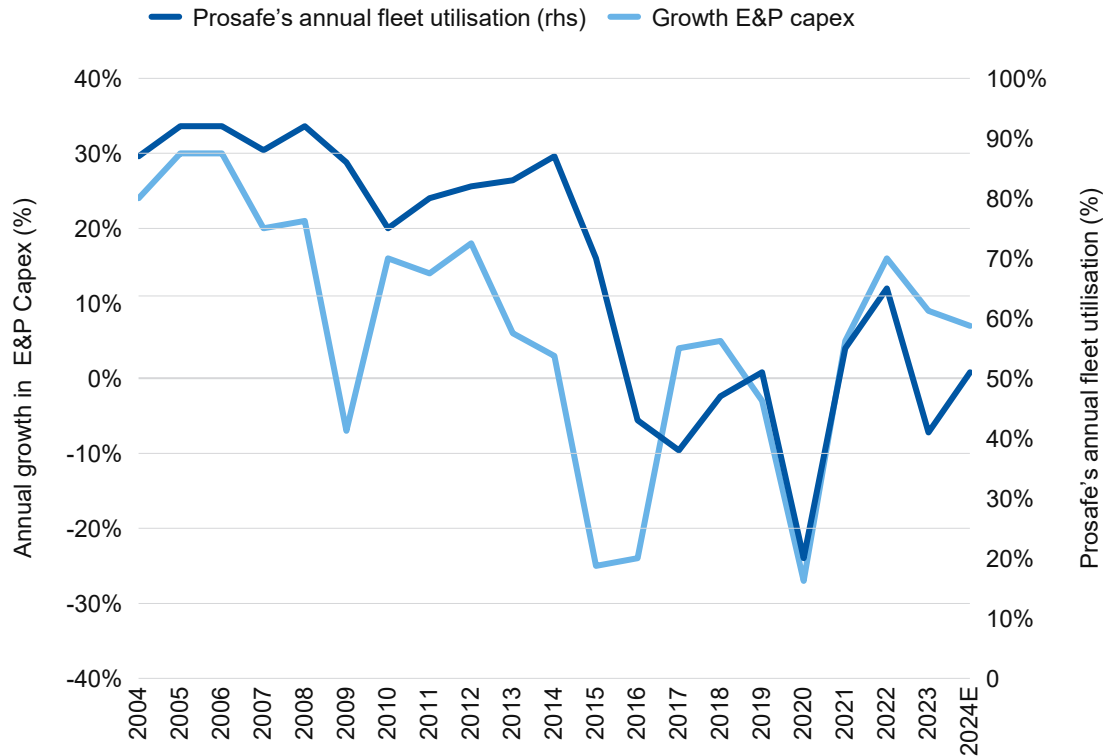
Prosafe at a glance

- Leading owner and operator of high-end accommodation vessels
- Global operations, Brazil and North Sea presence
- 4 modern vessels built for the harshest environments, 3 legacy assets
- Two additional high-end vessels at yard
- Improving market outlook across key North Sea and Brazil markets

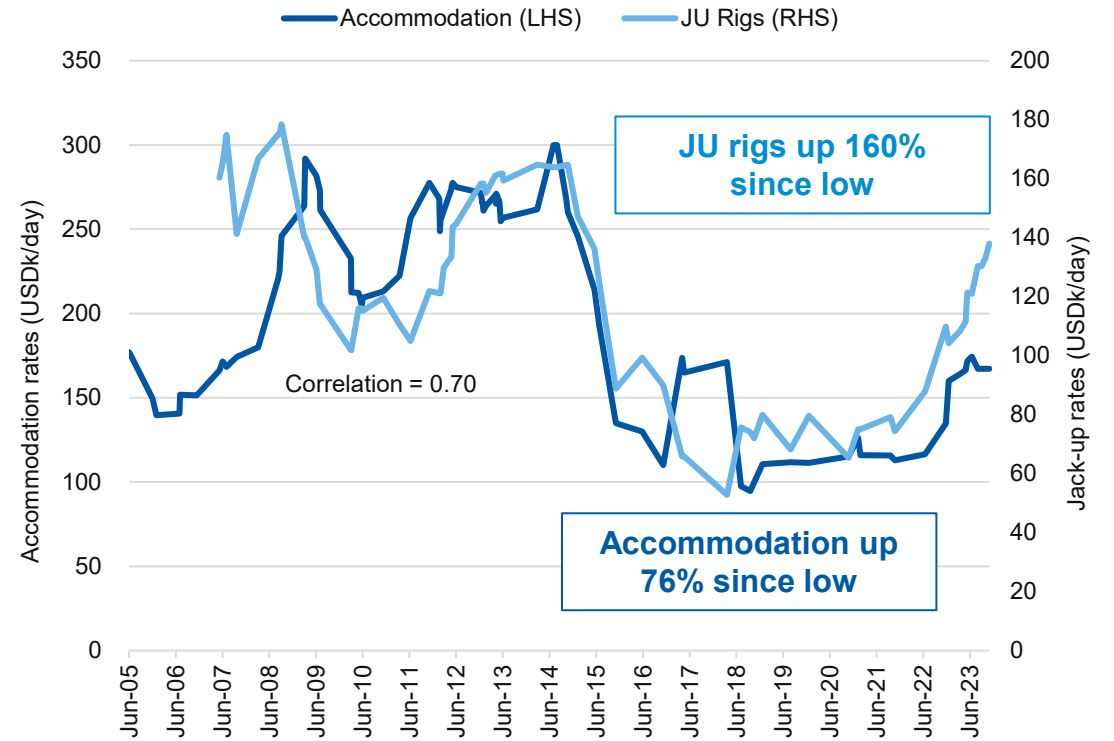


Late-cyclical market trailing E&P spending and drilling rates

Growth in E&P Capex vs. fleet utilisation

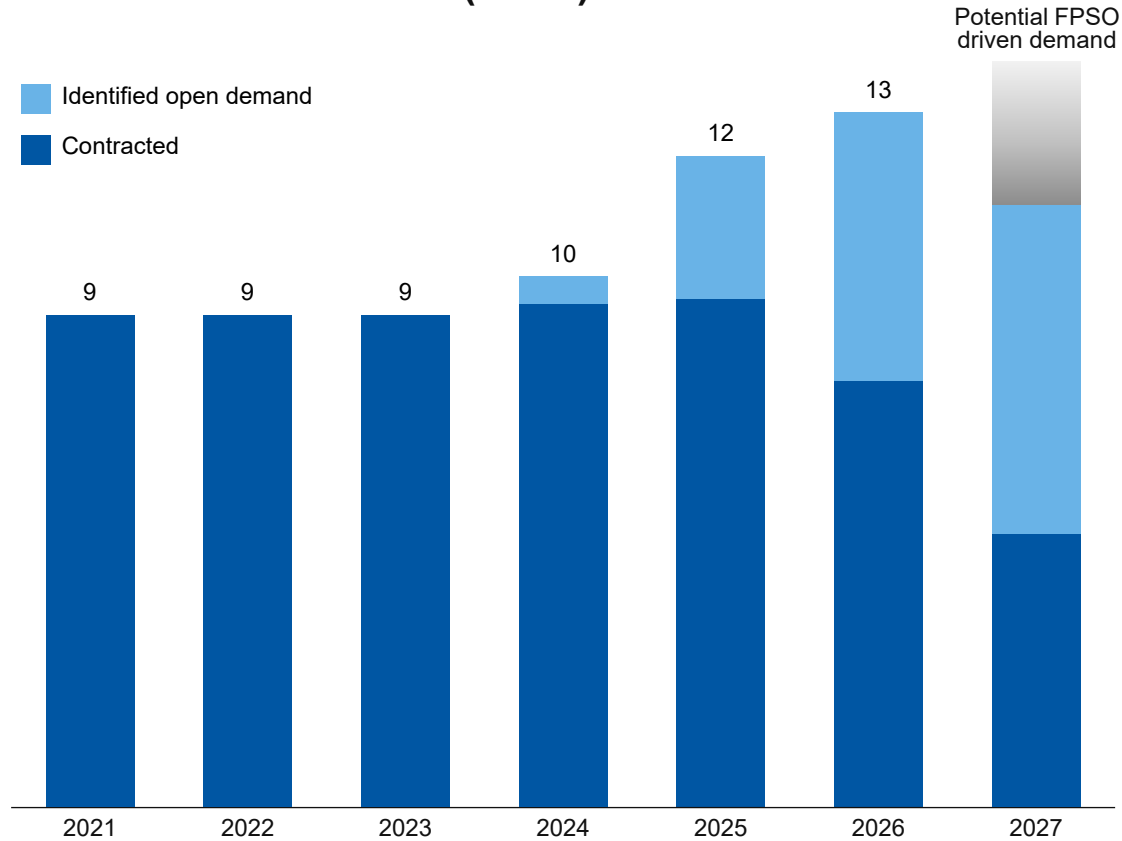


Trailing 12-month average fixture rates Jack-up vs. accommodation

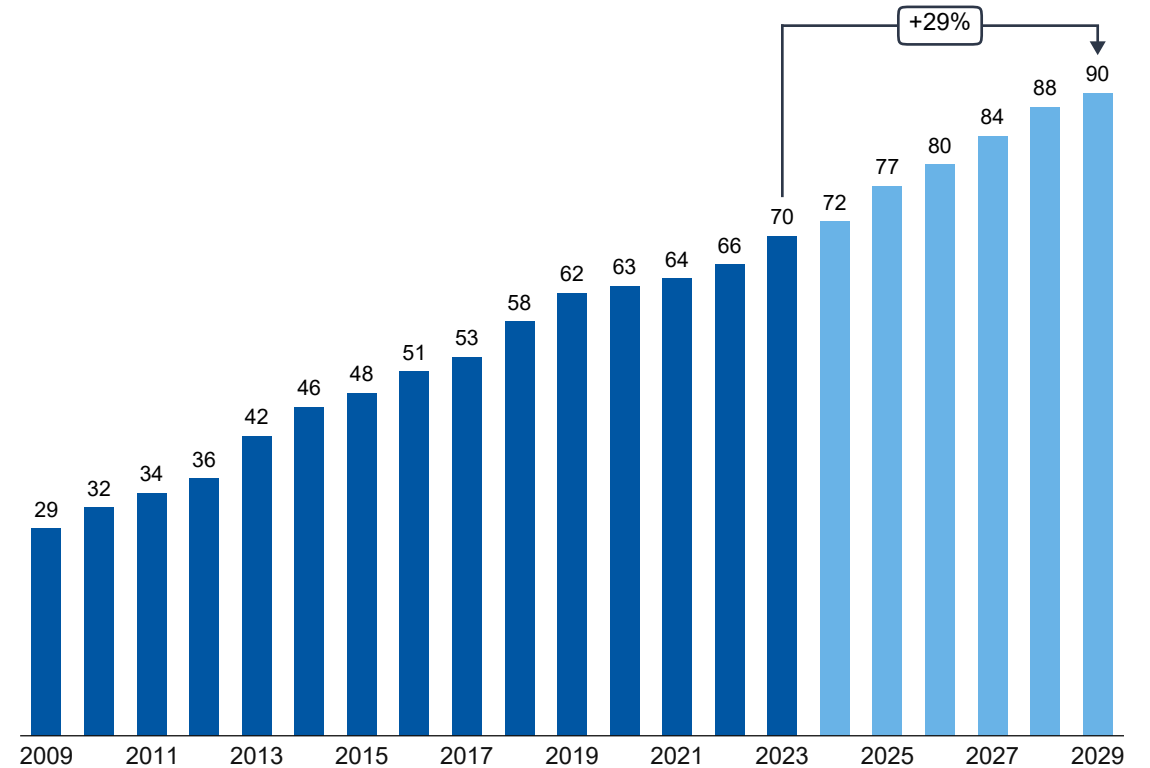


Brazil FPSO growth driving increased demand

Brazil market balance (units)¹



Floating production units in Brazil²



1) Source: Prosafe, company and market reports

2) Source: Petrobras Strategic Plan 2024-28, market reports

Tight North Sea market with Prosafe holding the available capacity

North Sea capable accommodation rigs (UK+NCS)

Vessel	2023				2024				2025				2026				2027			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Safe Boreas	Only DP3 vessel in Region (UK and NCS capable)																			
Safe Caledonia	Available for work in UK																			
Safe Zephyrus					Brazil				Available for work in Brazil/North Sea (UK and NCS)											
Floatel Endurance	Norway				Norway				North Sea				North Sea				Norway			
Floatel Superior	Nor.				UK				Norway				Norway				Norway			
Floatel Triumph	Australia				UK				Australia				Australia							
Floatel Victory	Brazil				US				Brazil											
Haven (jack-up)	Denmark				Norway				Norway				Norway							

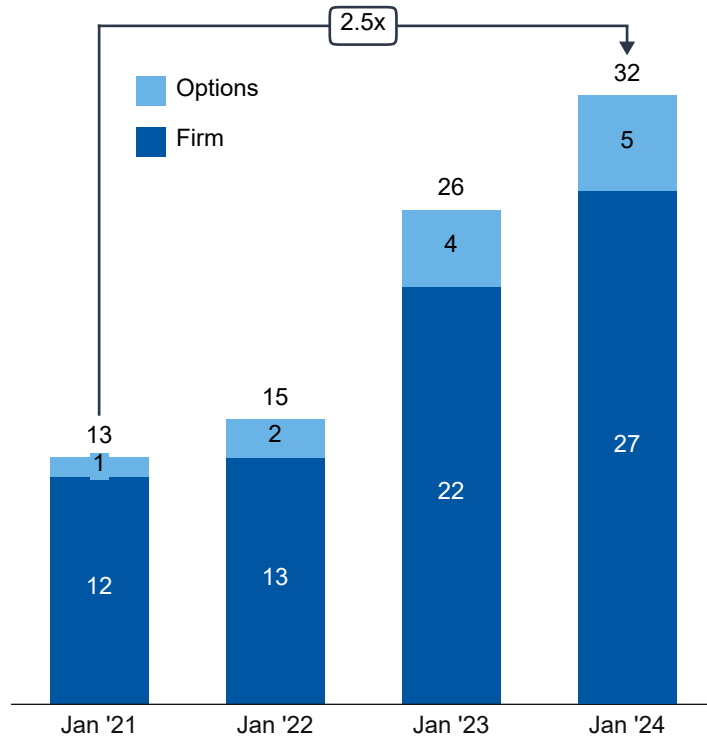
■ - Firm/option
 ■ - Actual or potential mob
 ■ - LOI

Comment

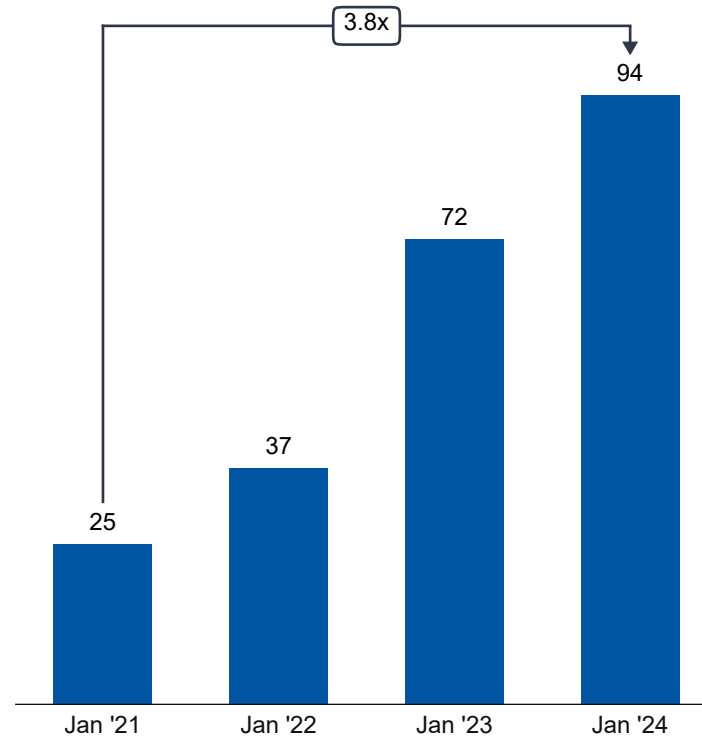
- North Sea operators planning future campaigns
- Ongoing bidding for 2025 and awards expected in H1 2024
- Safe Boreas only DP3 semi in North Sea region available for 2024 and 2025 summer work.
- Safe Caledonia available for UK work with limited competition in coming years
- Currently, limited prospects for 2024
- Controlling the open capacity in 2026 when adjusted for vessel location / mobilisation
- Upside potential in rates from last high fixture of USD 200-210k per day

Improving markets for high-end rigs¹

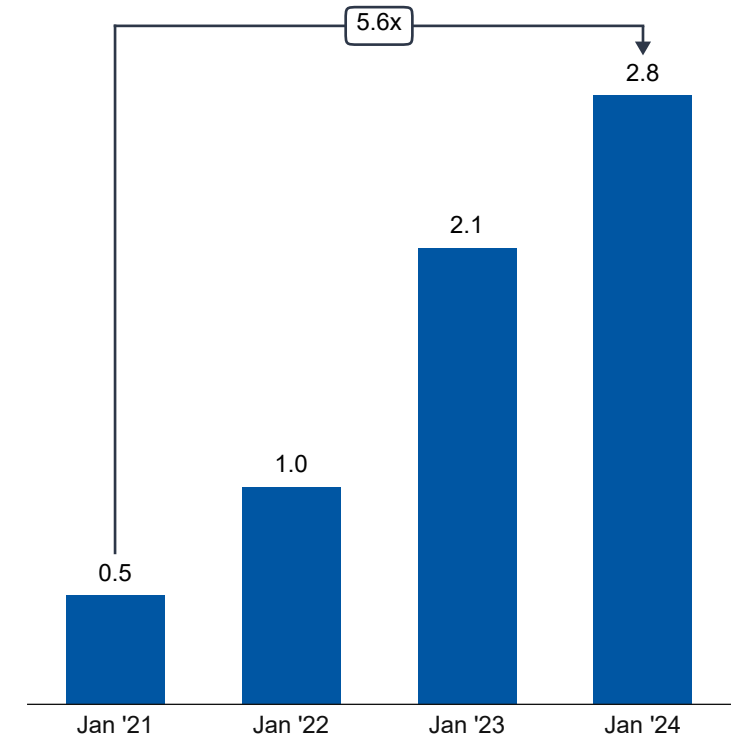
Median backlog per rig (months)



Median revenue backlog per rig (USD million)



Median fixing horizon (years to end of last contract)²

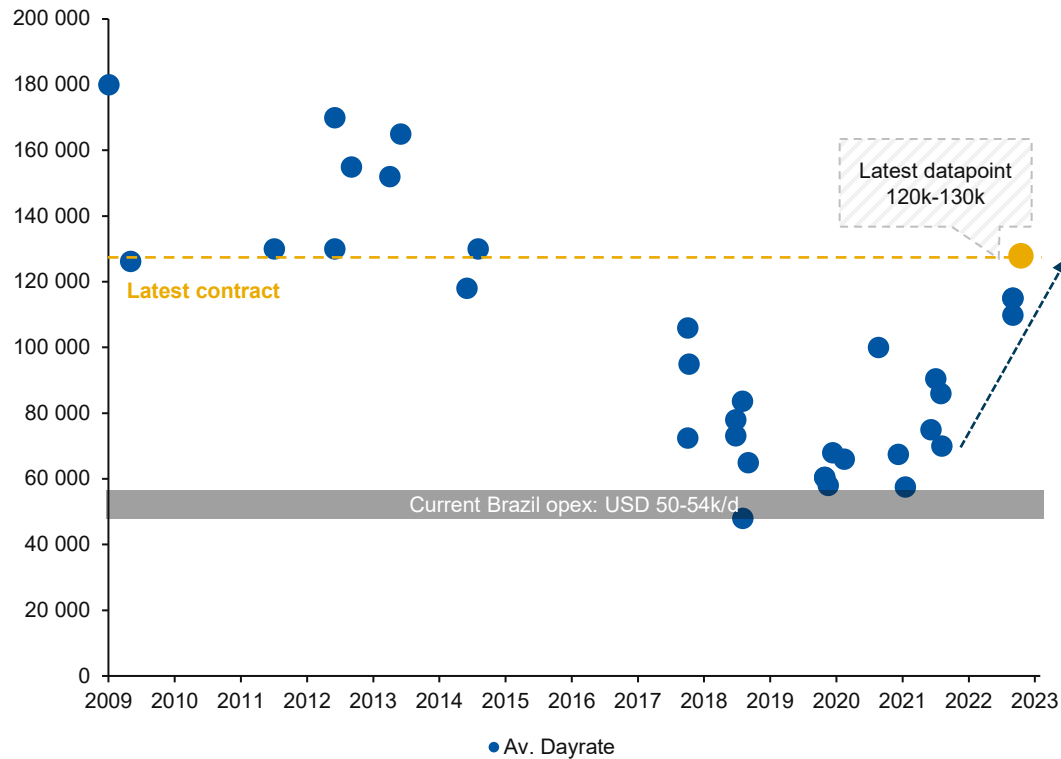


1) Includes high end (tier-1) units in North Sea, Brazil, GoM, Canada and Australia (13 units), including options

2) Time to the end of latest firm fixture (including gaps between contracts)

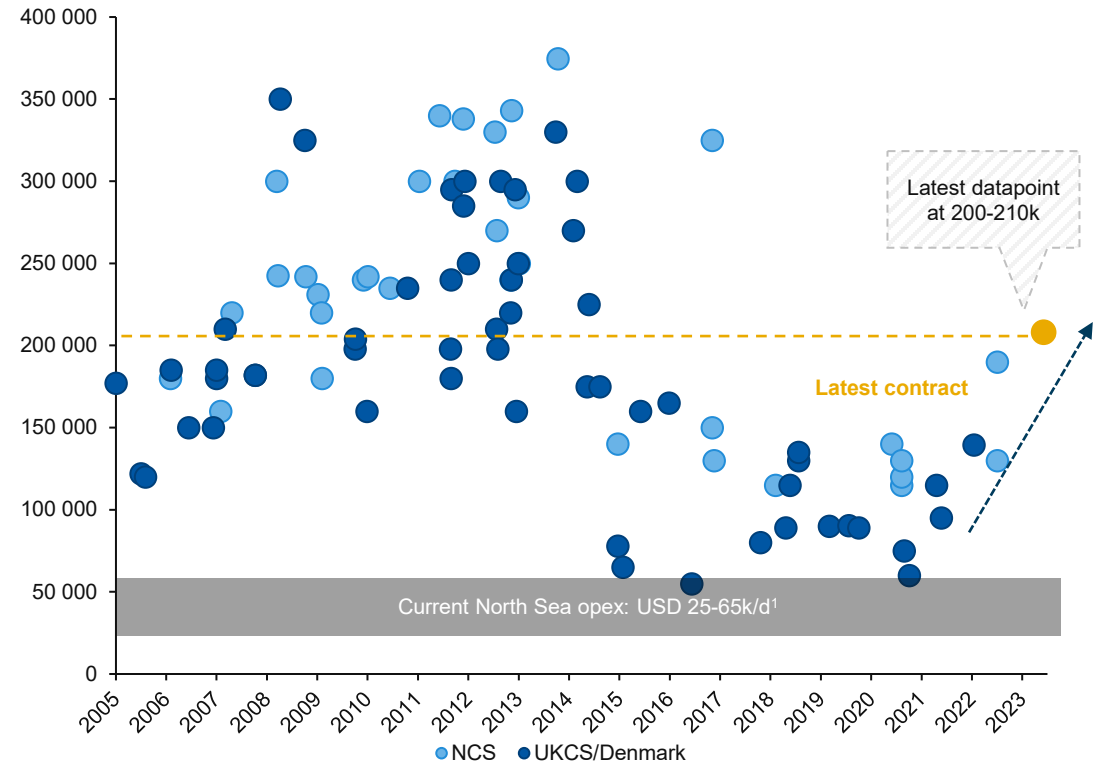
Rates in Brazil and the North Sea reaching 2015 levels

Brazil day rate development (USD/d)



Avg day rate of USD 130k/day would equate to approx. USD 30m EBITDA

North Sea day rate development (USD/d)



Avg day rate of USD 200k/day for 7 months² would equate to approx. USD 30m EBITDA

¹ Depends on region and if the vessel is moored, DP or non-DP
² Assuming only summer work in the North Sea

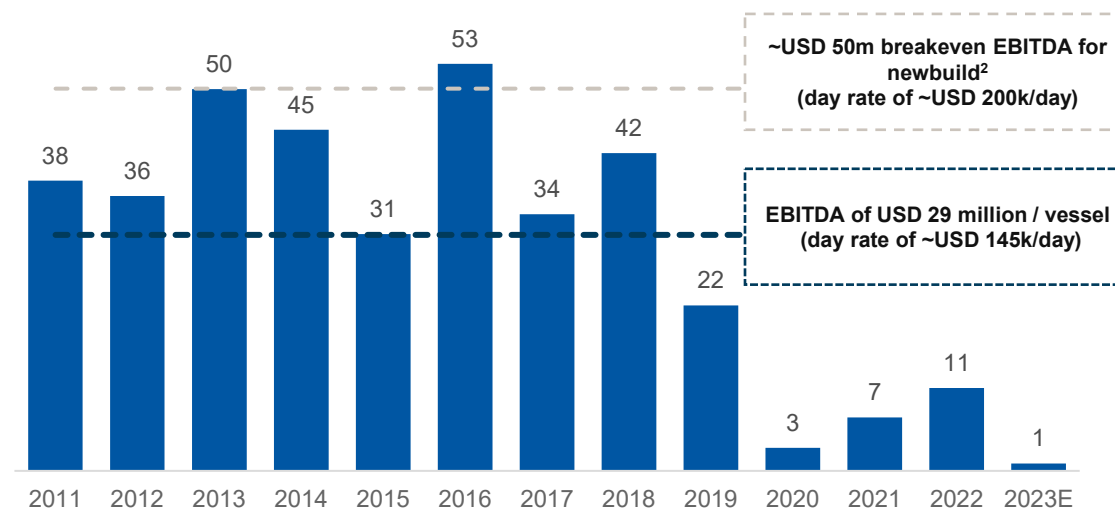
Indicative earnings potential in an improving market

Current fleet EBITDA potential

USD million	Current market ¹	Peak ² 2014-15	Growth Case ³
EBITDA/vessel North Sea	22	50	40
EBITDA/vessel Brazil/RoW	25	30	30
# vessels in North Sea	2	2	3
# vessels in Brazil/RoW	4	4	6
EBITDA	144	220	300
Selling, General & Administrative (SG&A) ⁴	(19)	(20)	(25)
Illustrative EBITDA	125	200	275
Current NIBD of USD 345m⁵ vs EBITDA potential	2.8x	1.7x	0.9x

- 1) Based on latest observable and relevant fixtures of USD 200k/day in North Sea and USD 120k/day in Brazil, excluding Safe Scandinavia
- 2) Excluding Mexico and Safe Scandinavia during TSV operation. Excludes Safe Scandinavia
- 3) Includes newbuilds Nova and Vega plus Safe Scandinavia, calculations exclude required delivery payments, mobilisation and reactivation costs
- 4) Expected underlying SG&A run rate
- 5) NIBD per Q4'23, NIBD is reduced by a USD 9.5 million fair value adjustment of which USD 2.9 million is short-term

Historic average EBITDA per vessel of USD 29 million from current fleet¹

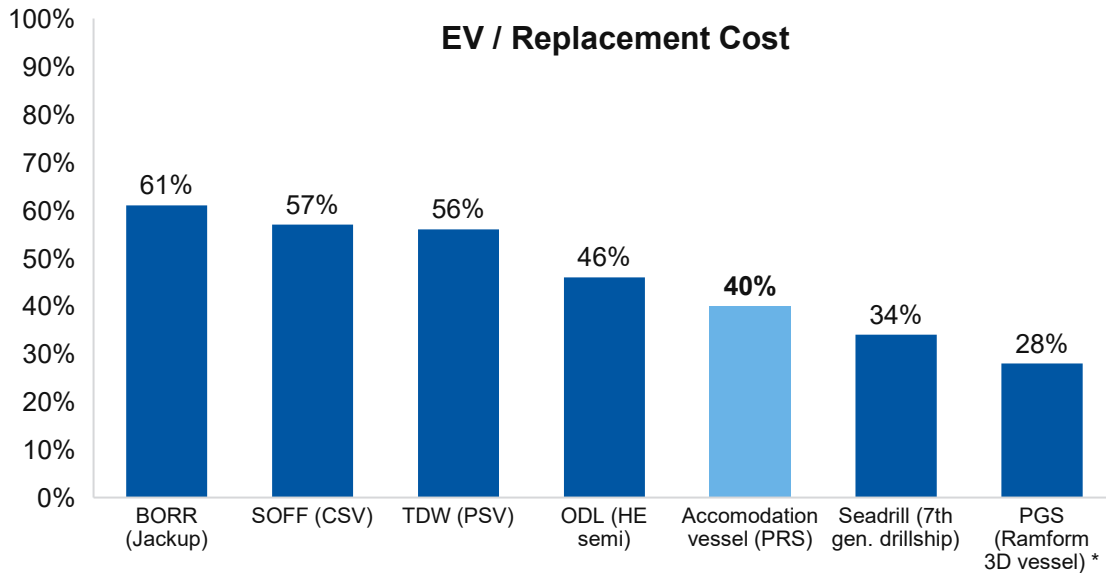


- 1) Based on historical current fleet of Safe Concordia, Safe Caledonia, Safe Eurys, Safe Notos, Safe Zephyrus, Safe Boreas and Safe Scandinavia (excluding TSV contract). Excluding SG&A
- 2) Assumes Brazil capable vessel at a total cost of USD 350m, discounted at 12.5% WACC, rig life of 30 years, USD 56k/d opex, 3% topline tax, USD 4m in capex per year (incl. SPS)

Source: Prosafe, SB1M

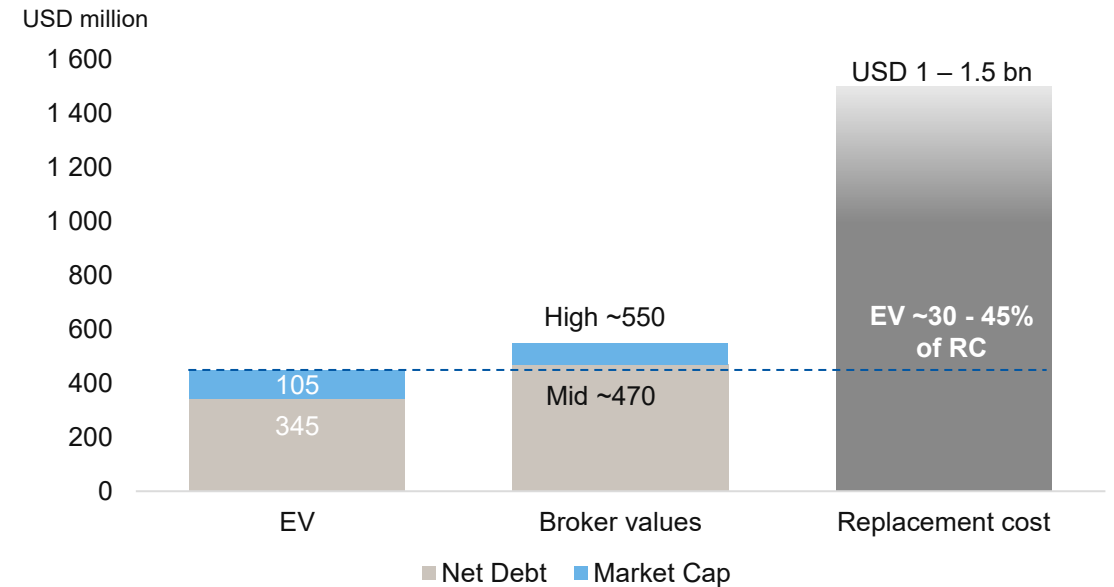
Enterprise value to replacement cost among the lowest

Accommodation vessels attractively priced compared to other assets¹



- Lower Average EV / replacement than other assets

Low Prosafe asset valuation relative to replacement cost²



- Accommodation vessels trading at 30% to 45% of historical newbuild cost
- Broker valuations confirm robust asset backing to EV



Key investment highlights

- 1 | Leader in high-end accommodation vessels
- 2 | Significant share of available capacity in a tightening market
- 3 | Positioned for long-term value creation driven by North Sea and Brazil demand
- 4 | High earnings potential and favorable replacement value
- 5 | Access to newbuild capacity at attractive lead time



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Appendix



Vessel update - Brazil

Safe Eurus

DP3 – Worldwide¹



- Contracted to Petrobras until February 2027
- 100% utilisation in 2023 excluding SPS

Safe Notos

DP3 – Worldwide¹



- Contracted to Petrobras until July 2026
- 100% utilisation in 2023 excluding hull cleaning

Safe Zephyrus

DP3 - Worldwide operations



- Contracted to Petrobras until February 2025
- 100% utilisation since contract start May 2023
- Marketed for Brazil and North Sea contracts

Vessel update – North Sea and Gulf of Mexico

Safe Concordia

DP2 – Worldwide²



- Firm contract extended to 10 November 2024 with 2x30-day options to January 2025 in US Gulf of Mexico
- 100% utilisation since contract start August 2023
- SPS due March 2025

Safe Boreas

DP3 - Worldwide



- Actively marketed, currently in Norway
- Potentially only NCS DP3-vessel available in 2025 and 2026 for work in North Sea

Safe Caledonia

TAMS - UK North Sea



- Actively marketed, currently in the UK

Safe Scandinavia

TSV/accommodation - UK / NCS



- Tender assist (“TSV”) or accommodation support
- Accommodation capacity
 - 155 beds NCS
 - ~300 beds UK / Rest of world

Two newbuilds available at yard

- Only two DP3 newbuild semis available at yard
 - 500 POB and suited for Petrobras requirements
 - Ongoing dialogue with the yard on how to facilitate delivery in expected future Petrobras tenders
 - Long-term contracts required to justify delivery
 - Typhoon in late September 2022 caused material damage that must be repaired prior to delivery
 - The yard is in the process of undertaking repairs







Agreed delivery terms with COSCO (under discussion):

- Remaining purchase price for vessels:
 - \$210m (Nova), \$212m (Vega), total \$422m, includes mobilisation costs of ~\$20m each
- Funding at favorable credit terms:
 - Sellers Credit: \$165m (Nova), \$167m (Vega), 10 year term from August 2018
 - Estimated cash/equity requirement¹: \$45m (Nova), \$45m (Vega), total for both vessels of \$90m

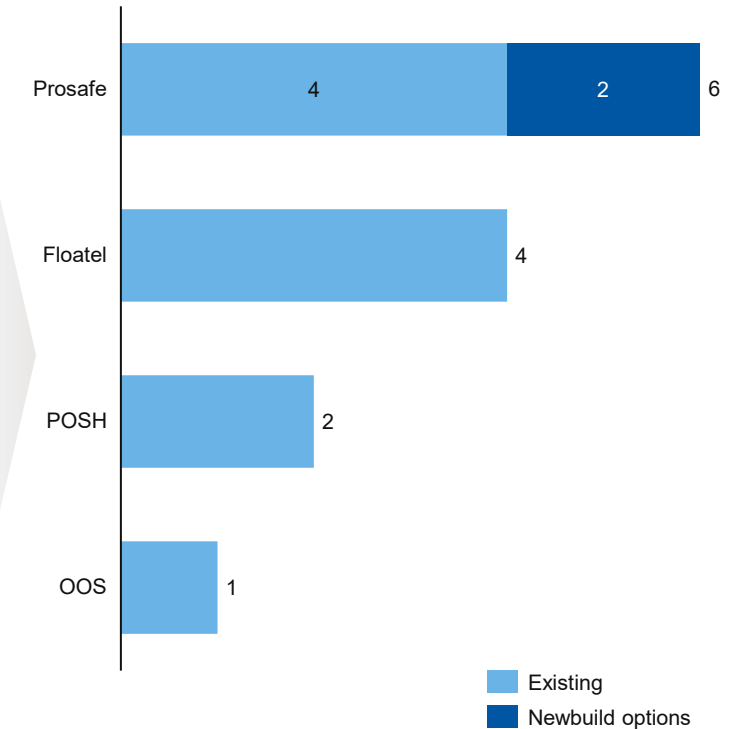
Fixed interest rate mechanism

Average day rate	Year 1-2	Year 3-5	Year 6 to maturity
< USD 99k	-	-	2 %
USD 100k - 124k	-	2 %-3%	3 %-5%
USD 125k - 149k	-	3 %-4%	5 %-8%
> USD150k	-	4 %	8 %

Leading position in the high-end accommodation segment

	Other vessel types (non competing)	Other competitive design	Prosafe operating units	
			DP3 semis	NCS DP3 semis
				
Global fleet	Variable	11	7	4 (+1) ²
# Prosafe vessels	0	3	2 + 2 newbuilds	2
Geographies	South-East Asia, Africa	South-East Asia, Africa and Americas	Global operations exc. Norway	Global operations
Capabilities	Jackups and barges suitable for accommodation	DP2, moored, compact and cylindrical semis + large monohulls + advanced jackups	DP3 tailored for global operations and all environments (Norway excluded)	DP3 tailored for global operations and all environments including Norway (AoC) ¹
When is the vessel typically used	Maintenance and modification campaigns	Maintenance, modification and hook-up projects	Maintenance, modification and hook-up projects	Maintenance, modification and hook-up projects
Water depth	Shallow and still water only	Mid-deep water, moderate environment	All water depths, including harsh environments	All water depths, including harsh environments
People onboard (POB)	50-500	200-500	400+	400+
Replacement cost	Variable	~\$100-200 million	~\$250 million	~\$350 million

Leading global DP3 operators



A trusted service provider throughout the offshore asset lifecycle



Demand drivers

- ✓ Oil and gas price
- ✓ E&P spending
- ✓ Discoveries

- ✓ Age and number of installations
- ✓ Nearby discoveries
- ✓ Geography
- ✓ Electrification

- ✓ Field economics
- ✓ Regulations

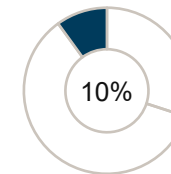
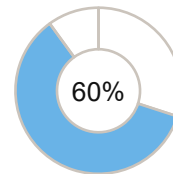
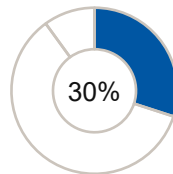
Demand triggers

- Project sanctioning
- Commissioning of new fields

- Maintenance of installations
- Subsea tie-back projects

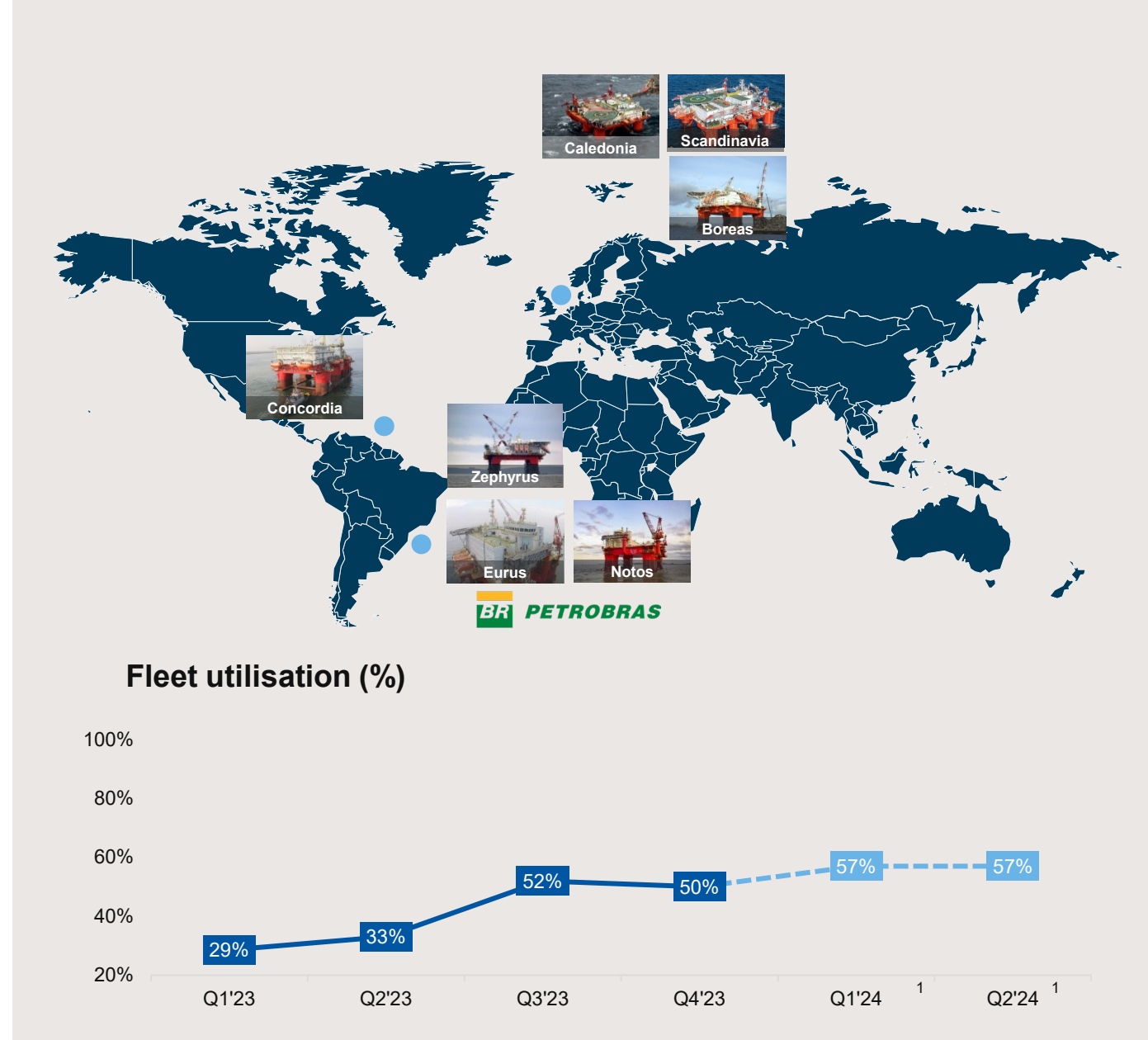
- Shutdown and removal of installations

Expected relevance 2023-2030



Good operations

- Safe Notos and Safe Zephyrus on contract with Petrobras in Brazil with 100% utilisation
- Safe Concordia on-hire in US Gulf of Mexico and extended to 09 November 2024 with additional options outstanding
- Safe Eurus was off-hire for SPS during Q4
- TSV Safe Scandinavia laid up in Norway and marketed for both tender support and accommodation work
- Safe Boreas and Safe Caledonia laid up in Norway and UK respectively and being actively tendered for 2025 work

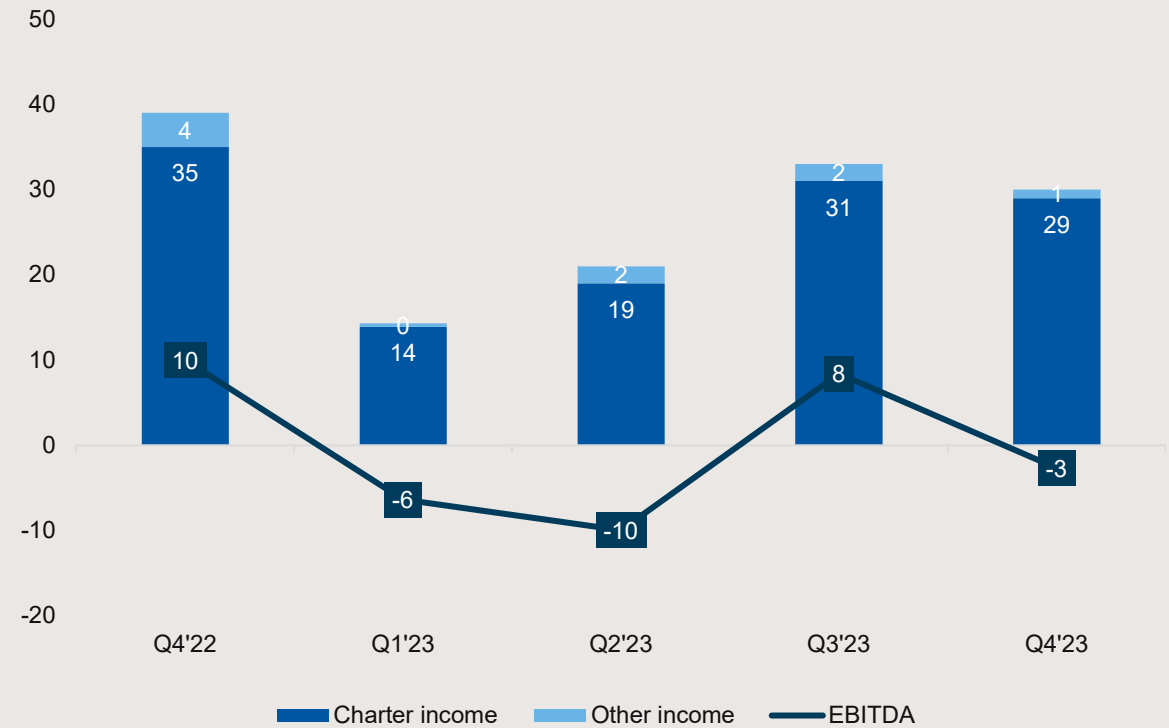


1) Expected utilisation rate based on firm contracts

Operating revenues

- Charter income of USD 29 million in Q4, with lower utilisation due to Safe Eurus SPS
 - USD 1 million other income in Q4
- EBITDA negatively impacted by off hire of Safe Eurus for SPS during the quarter

Operating revenues and EBITDA (USD million)



Income statement

- Operating result before depreciation (EBITDA) of USD (2.7) million in Q4 and USD (10.5) million for 2023
- Interest expense was USD 8.0 million in Q4 (USD 6.3 million), with interest rate of 7.6% in Q4 (5.9%). For the year, interest expense was USD 30.9 million (18.7 million), with an interest rate of 7.3% (4.4%)
- Tax income of USD 6.5 million in Q4 (USD (1.2) million) mainly due to reversal of UK tax accrual. For the year, tax income was USD 5.4 million (USD (8.3) million) mainly due to UK tax reversal and no contract in Trinidad & Tobago in 2023
- Remaining net mobilisation¹⁾ costs to be amortised are USD 3.1 million for Concordia and USD 3.0 million for Zephyrus through respective firm contract periods

(Unaudited figures in USD million)	Q4 2023	Q4 2022	12M 2023	12M2022
Operating revenues	29.6	38.9	97.7	198.9
Operating expenses	(32.3)	(29.3)	(108.2)	(137.5)
Operating results before depreciation	(2.7)	9.6	(10.5)	61.4
Depreciation	(9.9)	(7.7)	(31.1)	(29.5)
Operating profit/(loss)	(12.6)	1.9	(41.6)	31.9
Interest income	0.5	0.3	2.1	0.7
Interest expenses	(8.0)	(6.3)	(30.9)	(18.7)
Other financial items	(1.1)	(1.8)	(2.8)	(4.1)
Net financial items	(8.6)	(7.8)	(31.6)	(22.1)
(Loss)/Profit before taxes	(21.2)	(5.9)	(73.2)	9.8
Taxes	6.5	(1.2)	5.4	(8.3)
Net (loss)/profit	(14.7)	(7.1)	(67.8)	1.5
EPS	(1.01)	(0.81)	(6.00)	7
Diluted EPS	(1.01)	(0.81)	(6.00)	7

Balance sheet

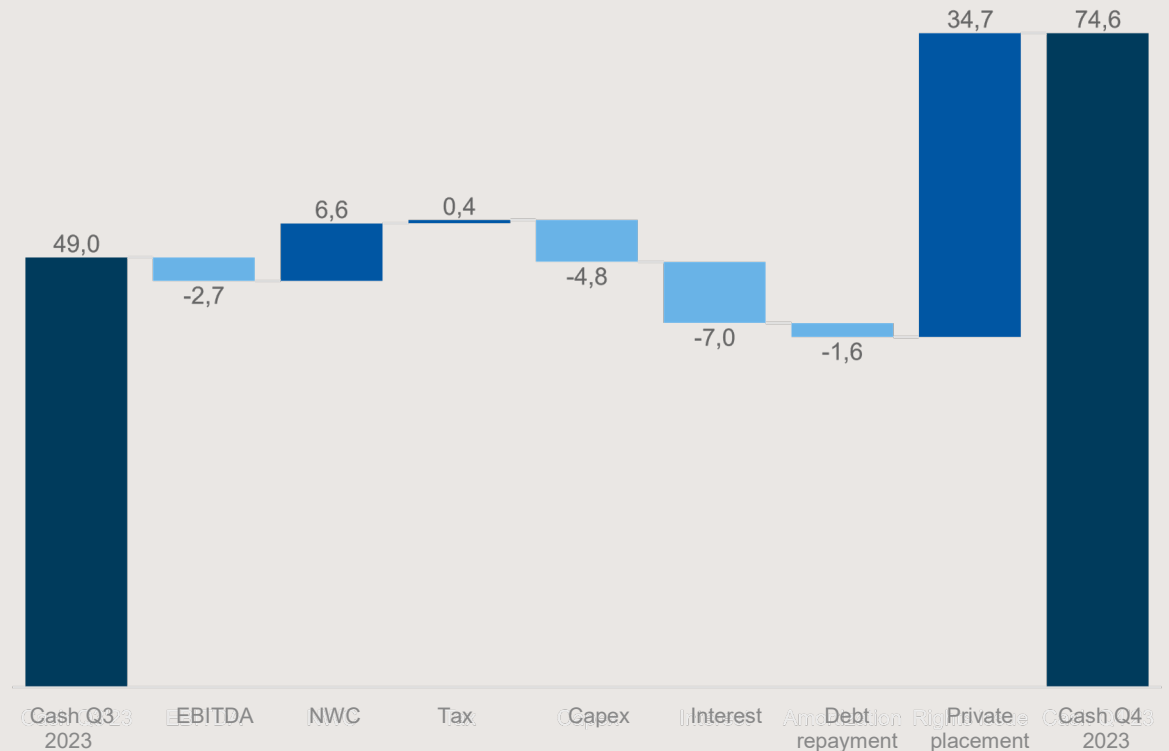
- Total assets of USD 492.7 million, reduction from last year mainly related to the reduction in cash balance
- Cash position of USD 74.6 million
- Net working capital¹ USD 5.1 million (USD 9.8 million), reduction driven by increase in accounts payable
- Equity ratio of 6.9%
- Q4 NIBD² of USD 344.9 million whereof USD 4.0 million is short-term debt

(Unaudited figures in USD million)	31.12.23	31.12.22
Vessels	383.7	376.8
New builds	0.0	0.0
Other non-current assets	1.8	1.2
Total non-current assets	385.5	378.0
Accounts and other receivables	24.9	24.1
Other current assets	7.7	6.3
Cash and deposits	74.6	91.6
Total current assets	107.2	122.0
Total assets	492.7	500.0
Share capital	24.8	12.4
Other equity	9.0	24.9
Total equity	33.8	37.3
Interest-free long-term liabilities	1.8	1.9
Interest-bearing long-term debt	415.5	418.5
Total long-term liabilities	417.3	420.4
Accounts and other payables	27.4	20.6
Tax payable	10.1	18.0
Current portion of long-term debt	4.0	3.7
Total current liabilities	41.6	42.3
Total equity and liabilities	492.7	500.0

Operating cash flow

- Operating cash flow of USD 3.8 million in Q4 and USD (11.5) million for full year
- Capex spend of USD 4.8 million in Q4 driven by Safe Eurus SPS and USD 37.7 million for full year
- Positive working capital impact due to increase in accounts payable, relating mainly to SPS of Safe Eurus
- Net proceeds from private placement and secondary offering of USD 34.7 million in Q4
- Cash position of USD 74.6 million at 31 December 2023¹

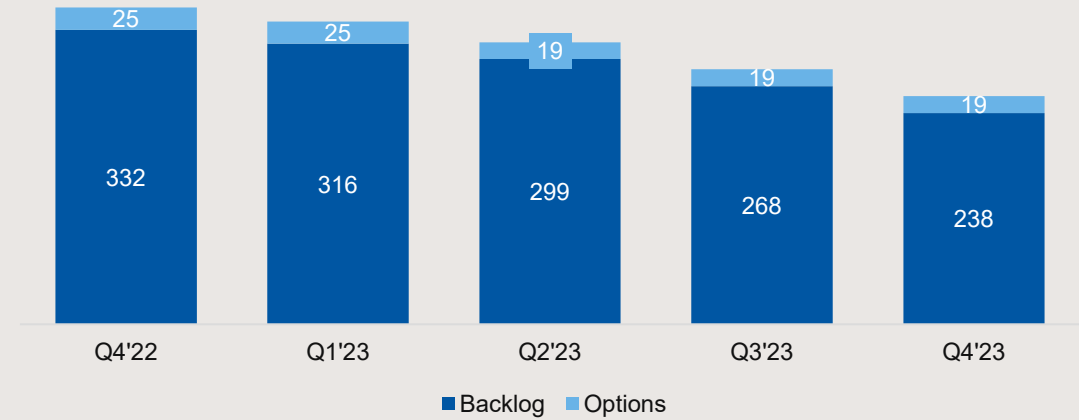
Cash flow in the quarter (USD million)



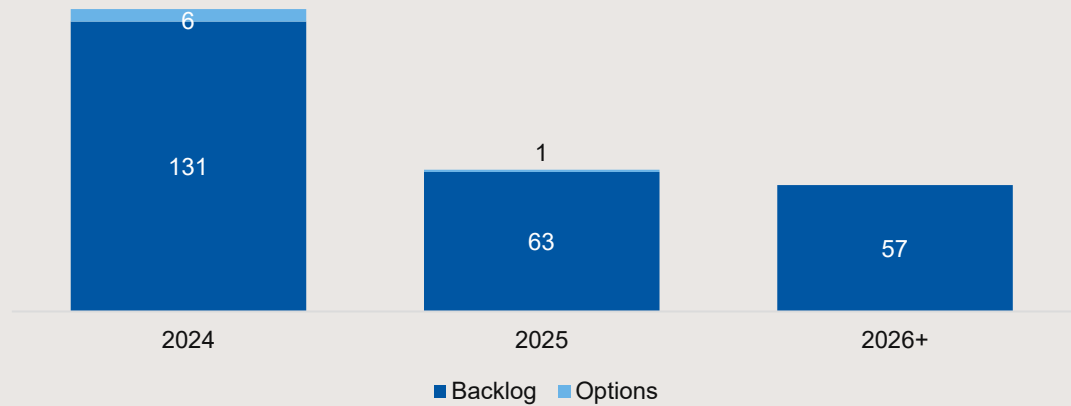
Backlog into 2027

- Year-end backlog of USD 238 million
- Safe Eurus, Safe Notos, Safe Zephyrus and Safe Concordia contracts
- Safe Concordia firm contract extended to 9 November 2024 with 2x30-day options to January 2025 thereafter

Order backlog (USD million)



Expected phasing of order backlog (USD million)

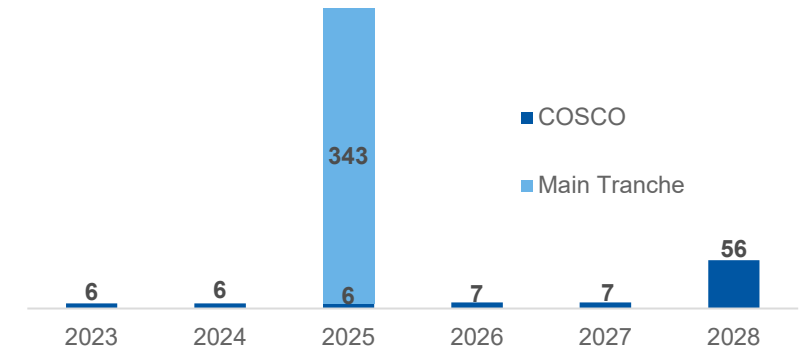


Outstanding debt

Two tranches

	Main tranche	COSCO Sellers Credit
Outstanding debt	\$343m (250m + 93m Notos)	\$93m
Pledged vessels	Boreas, Zephyrus, Caledonia, Concordia, Scandinavia, Notos	Eurus
Interest rate	SOFR + Credit Adjustment Spread* + 2.5%. Unhedged	0% (increase to 2% from year 6)
Amortizations	Cash sweep above \$67m forecasted liquidity on 12-month forward basis	50-50 EBITDA split. Minimum \$6m/year, \$7m/year from Q3 2025
Maturity	2025	~Q3 2028 or when debt reaches ~\$50m
PCG	PSE fully liable	\$60m
Financial Covenant	2022 cash > \$18 million 2023 cash > \$23 million 2024 cash > \$28 million Cash held in the COSCO tranche shall be deducted when calculating compliance with the cash covenant. On 31 December, USD 4.3m was held in the COSCO tranche Major corporate actions including M&A, new indebtedness and delivery of new vessels require 2/3 approval by the lenders	<i>Newbuilds (Nova and Vega) could be added to the COSCO silo</i> <i>Delivery of newbuilds requires 2/3 approval of lenders in main tranche</i>

Debt maturity profile



Ringfenced structure with annual upstreaming to main tranche. Cash flow on COSCO tranche coming from Safe Eurus which is contracted with Petrobras to 2027

Tax

- Prosafe SE is a permanent tax resident in Norway and its Norwegian tax resident subsidiaries have a base for deferred tax assets of approximately USD 1.7 billion as at end 2022. The deferred tax assets are currently not recognized in the financial statements. In Q4 2023, the Norwegian tax authorities initiated a review of the basis for a portion of the deferred tax losses. This review may lead to a reduction in the unrecognized deferred tax asset base. At this time, Prosafe does not believe that this will have a material impact on Prosafe's financial position irrespective of the outcome of this review
- The company will from time to time operate in countries where local taxes will apply. These taxes are included in the opex assumptions in this presentation where applicable. In relation to the historical Concordia contract in Trinidad and Tobago, a tax provision of USD 6 million is provided for in the 2022 accounts
- At year end 2023, Prosafe released non-cash tax provisions of USD 8 million related to historical UK tax enquiries which were favorably resolved in late 2023
- Prosafe and OSM Thome have jointly received a Tax Assessment from the Brazilian Tax Authorities imposing import taxes and customs penalties related to the challenging of the special customs regimes used to import the Safe Concordia for the Modec contract in the period from October 2018 to July 2019. Both Prosafe and OSM Thome have presented an administrative defence, challenging the view of the Brazilian Tax Authorities. Based on external advice, Prosafe is of the view that the enquiry has no merit, hence it has not made any provisions in the financial statements

Analytical information

P&L information

Item	2024 Estimated (USDm)	Comment
SG&A	~18-20 ¹	SG&A may increase depending on activity
Depreciation	~32-33	Straight line depreciation
Interest expense payable	~29-31	Exposed to interest rate changes
Tax payable	~2-3	Norwegian deferred tax asset base of USD 1.7bn per year end 2022, local and contract specific taxes
Maintenance / contract specific capex	~14-15	2024 capex mainly for Safe Eurus, Safe Notos, Safe Concordia and new ERP system. Excludes potential re-activation capex / cost for 2025

Indicative opex/day by region

Region	2024 Opex Estimated (USDk/day)
UK (DP-Boreas/Zephyrus)	35-45k
UK (Moored – Caledonia)	25-30k
Brazil ³	50-54k
Norway (DP – Boreas/Zephyrus) ²	60-65k
RoW (Concordia)	35-45k
US GoM (Concordia) ²	45-50k
Scandinavia (cold)	2.5-3k
Stacking (warm) ⁴	10-20k

1) Expected run-rate level, excluding one-offs and non-cash option costs. May increase based on activity
 2) Excluding amortisation of mobilisation cost.
 3) Including approximately USD 5 -10/day in fuel cost
 4) Ramp-up and ramp-down before and after contract at full operational cost. Stacking cost and re-activation highly dependent on time in lay-up and region

SPS/maintenance capex

- Maintenance capex of ~USD 1-2 million per vessel per year. Higher in Brazil than North Sea and increasing over time
- 5-year SPS cost of USD 5 to 7 million per vessel, excluding life extension works
- 10-year thruster overhaul cost of USD 6 to 7 million per vessel may be required in coming 12 to 24 months for Boreas and Zephyrus
- SPS usually takes 1-2 months to complete and is targeted to be completed in off hire season in North Sea or between contracts in Brazil
- Safe Concordia SPS due in March 2025, which is estimated at USD 15 to 20 million. Life extension will require additional capex
- Reactivation of Safe Scandinavia is estimated to require USD ~20 million. Cost is highly dependent on whether vessel used for accommodation, TSV and contract location

SPS Schedule

	2024	2025	2026	2027
Boreas		Jan 2025		
Zephyrus		Nov 2025		
Concordia		March 2025		
Notos			Feb 2026	
Eurus				
Caledonia	<i>Before contract</i>			
Scandinavia	<i>Before contract</i>			



We are headquartered in Norway and have offices
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