Akastor ASA Fourth Quarter Results 2018



Karl Erik Kjelstad (CEO) & Leif Borge (CFO)

Fornebu | 13 February 2019

Presenters and agenda



Group highlights

Portfolio companies highlights



Financial update

Q&A session

Q4 2018 highlights

| Revenue | EBITDA | Net Capital Employed | Net Interest Bearing Debt | |
|-----------|---------|----------------------|---------------------------|--|
| NOK 1.1bn | NOK 63m | NOK 4.6bn | NOK 146m | |

- Revenue of NOK 1.1 billion, 22% percent growth year-on-year
 - Revenue of NOK 266 million from AKOFS Offshore not included
- EBITDA from continuing operations NOK 63 million
 - EBITDA of NOK 144 million from AKOFS Offshore not included
- Net interest-bearing debt of NOK 146 million, increase of NOK 70 million in the quarter
- First Geo and AGR combine to create leading provider of well management, reservoir services and software provider – transaction expected to close first half of 2019
- Refinancing of NOK 2.5 billion credit facility in place with a consortium of 5 banks
- Arbitration outcome of legacy matter related to former Akastor owned company, Managed Pressure
 Operations Ltd (MPO). Provision is recognized for maximum financial impact of USD 29 million, of which
 USD 23 million recognized in the quarter



New CEO and Chairman in MHWirth



MHWirth strengthens leadership – Merrill A. "Pete" Miller Jr. appointed Executive Chairman and Eirik Bergsvik appointed CEO

Akastor ASA (OSE: AKA), an oil service investment company, today announced that Pete Miller has been appointed Executive Chairman of MHWirth and Eirik Bergsvik as CEO. Both changes are effective today.

Akastor Chairman Kristian Røkke says: "Pete Miller has an incredible track record and we are pleased to have him take the helm of MHWirth. Akastor's ambition is to expand MHWirth through a combination of organic growth and M&A, positioning the company for an eventual market recovery. Akastor will focus its resources on supporting this growth plan and target a stand-alone IPO of MHWirth over the next five years."

Mr. Miller says: "I'm thrilled with the opportunity presented by MHWirth. The company has a long and rich history in the design and manufacture of drilling equipment. The company remains well positioned in the North Sea, one of the regions showing some of the first signs of an offshore recovery. MHWirth's history and current market position, along with the commitment to growth shown by the Akastor corporate family, create an exceptional and exciting opportunity. While the industry as a whole continues to work through difficult times, I am confident that MHWirth will be ready when the market fully recovers."

Akastor CEO Karl Erik Kjelstad says: "We are excited to bring both Pete Miller and Eirik Bergsvik onboard to lead a transformation of MHWirth. Together they bring tremendous industry insights and a proven track record of developing drilling related businesses. We are proud of what MHWirth has accomplished through the downturn and look forward to building the company over the next phase with an increased focus on business expansion and new technology."

Eirik Bergsvik says: "I know the MHWirth organisation well and what the people stand for, and am looking forward to joining the company. I am impressed with how MHWirth has built a leading technology position and capabilities to help solve industry challenges through delivering greener, safer and more efficient solutions"



Merril A. "Pete" Miller Jr Chairman | MHWirh Age 68

U.S. citizen

Mr Miller has more than 40 years of experience from the oil service industry. He is currently, among others, chairman of Transocean Inc and Ranger Energy Services and board member of Cheasapeak Energy and Borets International.

Other previous experience includes:

- President and CEO of National Oilwell Varco, a supplier of oilfield services and equipment to the oil and gas industry from 2001 to 2014
- 15 years at Helmerich & Payne International Drilling Company in various senior management positions



Eirik Bergsvik CEO | MHWirth

Age 58 Norwegian citizen Mr Bergsvik has more than 20 years of experience from the oil service industry and previously served the board of MHWirth from 2014 to 2017

Other previous experience includes:

- CEO of Interwell AS, a leading supplier of down hole products for oil companies from 2011-2017
- Managing Director of National Oilwell Norway AS, a supplier of oilfield services and equipment to the oil and gas industry from 2006 to 2011

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2018 Highlights

Operational highlights



- Secured new contract for the delivery of a full drilling package to Keppel FELS for a new semisubmersible drilling rig for HE use (Awilco)
- Modest revenue growth year-over-year, driven by stabilized service activity and good growth within single equipment
- Good progress made with Digital Technologies, new solution commercialized and installed offshore



- Aker Wayfarer successfully commenced 5 year contract with Petrobas
- Signed 5 year contract with Equinor for delivery of LWI services by the AKOFS Seafarer.
 Scheduled commencement H1 2020 with contract value of ~USD 370m



- Strong increase in contractors, with total number of working contractors reaching all time high at year-end
- Completed two acquisition, diversifying the business and strengthening the company's presence in North America within Shale and Life Science

Other holdings

 Other holdings showed strong revenue growth and significantly improved profitability

Transaction highlights











MHWirth experience strong demand for upgrading rigs with new digital technologies

DEAL - the gateway to digital drilling

Real Control of the Provinces

Open interface: Enables 3'rd party integration of software

products

Abstraction Low risk deployment capabilities – layer/DEAL: Automation and data driven services on existing rigs. Smart modules.

Data storage and distribution:

Enables services based on analyses of data – utilizing domain knowledge and/or "Big

Data" methodologies

Installed base of 8 DEAL systems by end of 2019

DEAL rigs (installed / committed)





Transocean





Transocean Equinox





Enabler

West Mira





Transocean Encourage









Endurance





Transocean Spitsbergen



Husky Energy

West White Rose





West Chirag





Awilco



Portfolio companies highlights



Akastor portfolio composition

Industrial investments



Leading global provider of first-class drilling systems, products and services



Global provider of subsea well construction and intervention services



Global provider of solids control and drilling waste management services



Global provider of well design and drilling project management, HSEQ, reservoir and field management services



Supplier of vapour recovery technology, systems and services to O&G installations

Financial investments



Global O&G manpower specialist



International drilling, well service and engineering company with 2 000 employees and operations in more than 20 countries



Company owning 5 mid-sized AHTS vessels operated by DOF ASA



Drilling Contractor with two semisubmersible drilling units plus one under construction

5.5%

50%

1) AGR and First Geo expected to merge in H1 2019

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Slide 8

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50%

100%

100%

Portfolio Highlights Q4 2018





- Still limited newbuilding activity in the market, however with certain new leads within special purpose rigs and fixed platforms
- Improved pipeline within single equipment, within both non-oilfield and oilfield products
- Revenues of NOK 893 million in Q4, 21% growth year-on-year
- EBITDA of NOK 73 million in Q4 with a margin of 8.2%





- Steady operations continue for Aker Wayfarer and Skandi Santos
- Upgrade project for Seafarer proceeding according to plan, start-up operation in H1 2020
- Revenues of NOK 266 million, EBITDA of NOK 144 million (100% basis) with 54% margin









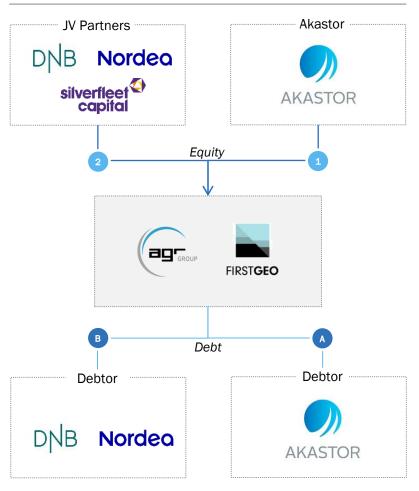


- NES Global Talent Continued good growth, with a record-high number of contractors placed
- Step Oiltools Revenue growth of 20% year-on-year with EBITDA margin of 9%
- **First Geo** Large one-off project completed in October, revenue and EBITDA back to more normal levels (Adj. EBITDA of NOK 2 million in Q4 2018)
- Cool Sorption Solid Q4 with EBITDA margin of 10%, driven by one large project

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Contemplated merger between AGR & First Geo expected to close during H1 2019

Transaction structure



Description

Distribution of Equity

- Akastor holds 100% of legal ownership in AGR and 55% of the economic interest
- The JV Parners holds 45% of the economic interest in AGR

Distribution of debt

- A Akastor holds NOK 90 million of debt to AGR, to be purchased for NOK 1 at closing
- The banks holds NOK 180 million of debt to AGR, non-recourse to Akastor

Pro forma financials

 The combined company had in 2018 a pro forma annual turnover and EBITDA of NOK 671 million and NOK 23 million¹), respectively

Note:

1) EBITDA adjusted for "one-off" items

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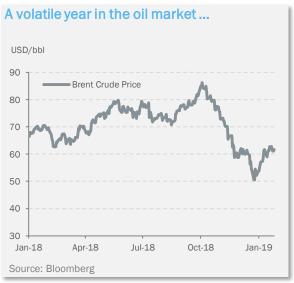
Merged company will be a leading provider of well management-, reservoir-, and subsurface services

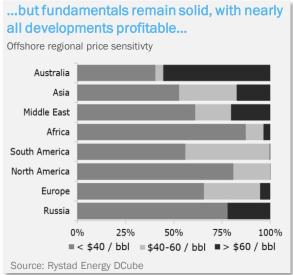
Deal rationale

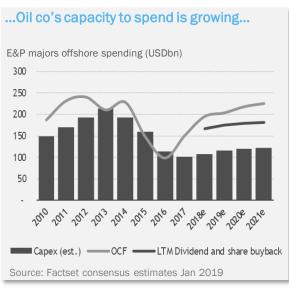


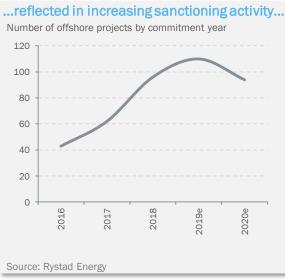
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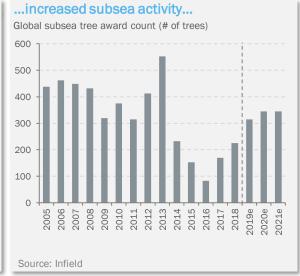
Key market drivers

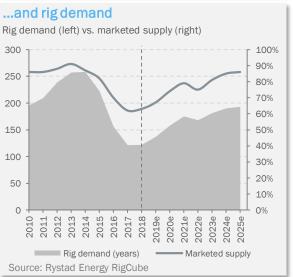












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Financial update



Financials Q4 2018

| NOK million | Q4 2018 | Q4 2017 | FY 2018 | FY 2017 |
|--|------------|------------|------------|------------|
| Revenue | 1 090 | 895 | 3 800 | 3 606 |
| EBITDA | 63 | 96 | 290 | 116 |
| EBIT | 21 | 23 | 109 | (280) |
| Net financials | (243) | (70) | (200) | (406) |
| Profit (loss) before tax | (222) | (48) | (91) | (686) |
| Tax income (expense) | (77) | (117) | (103) | (20) |
| Profit (loss) from continuing operations | (300) | (165) | (194) | (706) |
| Net profit (loss) from disc. operations | (192) | (216) | (128) | 648 |
| Profit (loss) for the period | (492) | (380) | (322) | (58) |
| | | | | |
| Order intake | 980 | 1 291 | 4 481 | 3 818 |
| Order backlog | 2 692 | 1 948 | 2 692 | 1 948 |
| NCOA | 375 | 857 | 375 | 857 |
| Net Capital Employed | 4 556 | 7 566 | 4 556 | 7 566 |

Q4 2018 highlights

- Revenues up 22% compared with Q4 2017
- EBITDA in Q4 2017 included NOK 24 million release of onerous lease provisions and NOK 9 million EBITDA from AKOFS Offshore (Avium), thus normalized EBITDA on same level in Q4 2018 as last year
- Net financial items include non-cash items from financial investments of NOK 176 million and other non-cash items of NOK 62 million (more details on slide 15)
- Effective tax rate impacted by change in tax rate and items without tax effects in addition to impairment of tax losses carry forwards in certain companies
- Loss from discontinued operations includes provision of USD 23 million for potential loss as a result of negative arbitration award for Managed Pressure Operations Ltd., which was sold in 2016
- The Board of Directors has proposed no dividend for fiscal year 2018



Key financials reconciliation

| Revenue (NOK million) | Q4 2018 | Q4 2017 | FY 2018 | FY 2017 |
|------------------------|------------|------------|------------|------------|
| MHWirth | 893 | 739 | 3 055 | 3 030 |
| Step Oiltools | 79 | 65 | 263 | 242 |
| First Geo | 36 | 27 | 168 | 98 |
| Cool Sorption | 33 | 17 | 101 | 53 |
| Other | 60 | 59 | 245 | 238 |
| Elimination | (10) | (13) | (32) | (56) |
| Reported Group revenue | 1 090 | 895 | 3 800 | 3 606 |
| AKOFS Offshore (100%) | 266 | 213 | 1 107 | 778 |

| EBITDA (NOK million) | Q4 2018 | Q4 2017 | FY 2018 | FY 2017 |
|-----------------------|------------|------------|------------|------------|
| MHWirth | 73 | 83 | 281 | 118 |
| Step Oiltools | 7 | 5 | 15 | 9 |
| First Geo | (1) | (4) | 27 | (7) |
| Cool Sorption | 3 | 1 | 6 | (3) |
| Other | (20) | 10 | (38) | 0 |
| Reported Group EBITDA | 63 | 96 | 290 | 116 |
| AKOFS Offshore (100%) | 144 | 80 | 471 | 213 |

| Net financial items (NOK million) | Q4 2018 | Q4 2017 | FY 2018 | FY 2017 |
|---|------------|------------|------------|------------|
| Odfjell Drilling | (58) | - | 10 | - |
| Awilco Drilling | (49) | 19 | (3) | 19 |
| NES Global Talent | 22 | 12 | 64 | 48 |
| DOF Deepwater | (35) | (69) | (102) | (212) |
| AKOFS Offshore | (48) | - | (48) | - |
| Contribution from financial investments | (168) | (37) | (78) | (145) |
| Net interest exp. on external financing | (12) | (18) | (76) | (108) |
| Net foreign exchange gain (loss) | (16) | 23 | (2) | 23 |
| Other financial income (expenses) | (48) | (39) | (44) | (176) |
| Net financial items | (243) | (70) | (200) | (406) |

- Odfjell Drilling: the initial gain of the warrant structure of NOK 117 million to be recognized over 6 years (NOK 11 million recognized as of Q4). Due to the reduction of the share price of ODL during Q4, the fair market value of the instrument was reduced with NOK 85 million, which was booked as a loss in the quarter. The net negative result of NOK 58 million also includes the 5% cash interest and the 5% PIK interest on the preferred equity instrument.
- AKOFS Offshore: the negative result of NOK 48 million represents 50% of net profit for the company, impacted by impairment of tax loss carried forward in Q4 of NOK 42 million

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Cash flow and net debt position

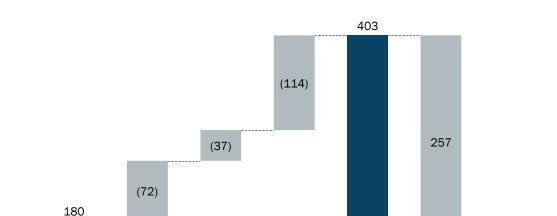
Net debt bridge

Operating CF

Net debt

Q3 18

NOK million



Other

Capex

Q4 2018 highlights

- Net interest-bearing debt position increased by NOK 70 million to NOK 146 million
- Liquidity reserve of NOK 2.2 billion
- Completed refinancing of three-year credit facility of NOK 2.5 billion, covenants materially in line with previous loan agreement
- NCOA impacted by provision for arbitration outcome of legacy matter related to MPO

| NOK million | Q4 2018 |
|----------------------------------|---------|
| Non-current bank debt | 588 |
| Current bank debt | 14 |
| Cash and cash equivalents | (198) |
| Net debt | 403 |
| AKOFS receivable | (257) |
| Net interest bearing debt (NIBD) | 146 |

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146

NIBD

Q4 18

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Net debt

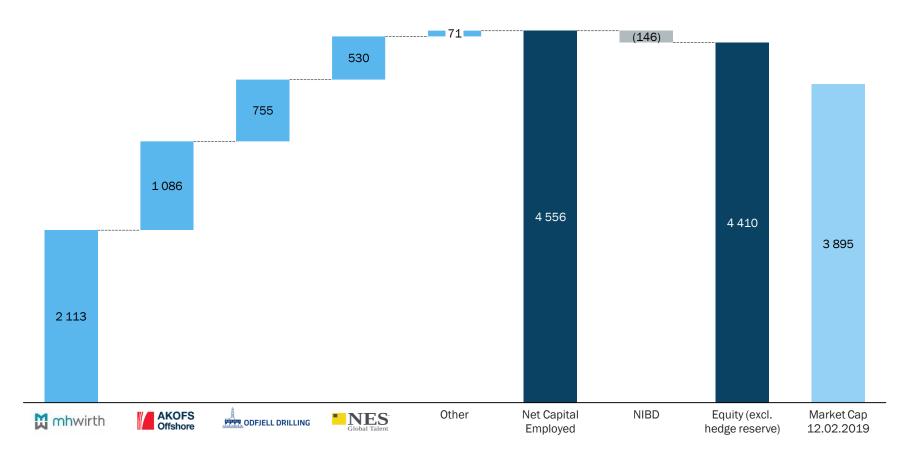
Q4 18

AKOFS

receivable

Net Capital Employed as per Q4 2018

NOK million





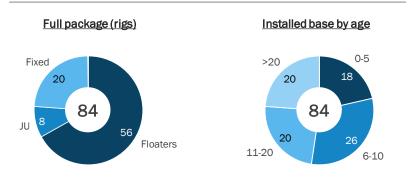
MHWirth



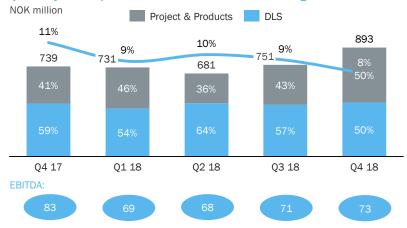
Highlights Q4 2018

- Project & Products revenues for Q4 were NOK 450 million, an increase of 48% compared to last year
- DLS revenues for Q4 were NOK 443 million, an increase of 2% compared to last year. 52 active rigs at the end of the year
- Fourth quarter EBITDA-margin of 8.2%
- Order backlog and order intake for the fourth quarter amounted to NOK 2.3 billion and NOK 713 million, respectively

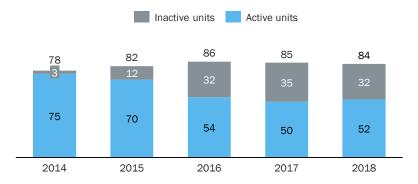
Installed base per Q4 2018



Quarterly development in revenues and EBITDA-margin



MHWirth installed base hit turning point mid 2017





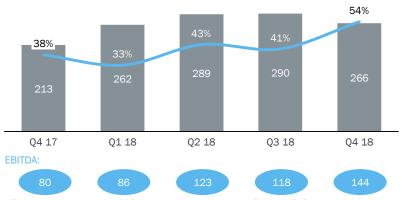
AKOFS Offshore



Highlights Q4 2018

- Revenues for Q4 of NOK 266 million, an increase of 25% year-overyear, due to Wayfarer in operation
- EBITDA of NOK 144 million (54% margin), increase from previous quarters mainly due to consolidation of Avium Subsea (which is owned 100% by AKOFS Offshore after the transaction with Mitsui)
- Skandi Santos and Aker Wayfarer continue to have good operational utilization
- Seafarer upgrade ongoing according to plan

Quarterly development in revenues and EBITDA-margin* NOK million



Fleet overview





^{*}Figures presented on a 100% basis. Akastor's share of net profit from the joint venture is presented as part of "net financial items"



NES Global Talent



Recent development

- Strong contract activity, with further increase in total number of contractors
- Significant growth in trading performance versus last year, both driven by solid organic growth as well as acquisitions completed in 2018
- Continued good growth within shale, downstream petrochemicals and life sciences
- Akastor holds ~17% economic interest in NES

Financial development (USD million)* Revenue NIBD Revenue NIBD 1 400 500 1 200 400 1 000 300 800 600 200 400 100 200 0 FY17 [1] FY 18 [1] LTM [2] [1] FY end 31st October [2] LTM per December 2018

Award winning workforce solution specialist

Global organization with local client touch-points through a network of ~50 global locations

Strategically located in most attractive specialist engineering markets

Database of 650,000+ engineer contractors





Contract Engineering

Search, placement and ongoing support of contract engineers

NES charges a margin on contractors salary



Managed Solutions

Outsourced, exclusive global recruitment services

NES' offering includes recruitment process outsourcing, global mobility and consultancy



Permanent Placement

Engineering positions filled on a permanent basis

Charge one-time fee of the engineer's annual salary



^{*}Figures presented on 100% basis

ODL preferred equity and warrant instrument



Preferred equity of USD 75m

Instrument description:

- 5% cash dividend + 5% PIK per annum (semi-annual payment)
- Call price: 125% year 2, 120% year 3, 115% year 4, 110% year 5, 105% year 6, 100% thereafter
- Cash dividend step-up: 8.0% p.a. from year 7 and an additional 1.0% step-up per year until a maximum cash dividend of 10.0% p.a.
- Commitment fee of USD 5.75 million to be paid in Q2 2019
- Certain rights and covenants¹⁾ in favor of Akastor

Instrument payment profile:

| USDm | 2018 e | 2019 e | 2020 e | 2021 e | 2022 e | 2023 e | 2024 e | 2025 e | 202 6e |
|----------------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|
| Cash Dividend | 2.2 | 3.9 | 4.1 | 4.3 | 4.5 | 4.8 | 8.0 | 9.5 | 11.0 |
| Acc. PIK | 77.2 | 81.1 | 85.2 | 89.5 | 94.1 | 98.8 | 103.8 | 109.1 | 114.6 |
| Call price incl. PIK | | 99.9 | 100.2 | 100.8 | 101.6 | 102.6 | 103.8 | 109.1 | 114.6 |
| Dividend | 5% | 5% | 5% | 5% | 5% | 5% | 8% | 9% | 10 % |
| PIK interest | 5% | 5% | 5% | 5% | 5% | 5% | 5% | 5% | 5% |
| Call price | n.a. | 125 % | 120% | 115 % | 110 % | 105 % | 100 % | 100 % | 100 % |

1) The agreement contain several covenants, including but not limited to an obligation not to pay dividends or other distributions exceeding 50% of the net profit from the preceding year (unless a similar portion of the preference capital is repaid prior to the distribution), and in any case not pay dividends or make distributions after year 6. Also the agreement includes a change of control covenant pertaining to restructurings with the effect that Odfjell Partner's shareholding falls below 25%

Warrant structure

Instrument description:

The total warrant issue comprise six tranches with 987,500 warrants per tranche, amounting to a total 5,925,000 warrants. Furthermore, one warrant can be exercised for one share (1-to-1 ratio) for a price of USD 0.01 per share. Maximum number of share allocation if share price in ODL has increased with 20% p.a.

Warrant overview: Exercise dates 31 May 31 May 31 May 31 May 31 May 31 May 2020 2023 2024 2021 2024 Schedule Barrier (NOK) 43.20 51.84 62.21 74.65 89.58 107.50

 Schedule 4.2: If any warrants remain unexercised at the ultimate exercise date in 2024, the holder will receive a number of shares determined linearly according to:

Remaining warrants
$$\times \frac{Max[(Share\ price\ @\ 31\ May\ 2024) - 36]}{(107.5 - 36)}$$

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Other Holdings



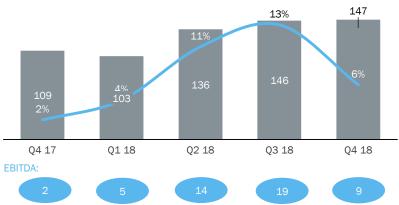




Highlights Q4 2018

- Revenues for the fourth quarter were NOK 147 million, an increase of 35% compared to last year. EBITDA margin was negatively impacted by transaction costs related to the AGR transaction
- Step Oiltools: Revenues in Q4 of NOK 79 million, up 20% from previous year. EBITDA of NOK 7 million, up NOK 3 million from last year
- First Geo: Revenue in Q4 of NOK 36 million, up 33% compared with previous year. EBITDA of NOK -1 million (net of transaction costs related to the AGR transaction)
- Cool Sorption: Revenues in Q4 of NOK 33 million, up 93% from previous year. EBITDA of NOK 3 million, up NOK 2 million from last year

Quarterly development in revenues and EBITDA-margin*



*Pro-forma figures for Step Oiltools, First Geo and Cool Sorption





Q4 summary

- Operations in portfolio companies on track
- Still challenging market, but signs of market recovery – timing hard to predict
- Re-financing in place provides financial flexibility

Way forward

- Clarified strategy for MHWirth buy and build, targeting future IPO
- Pursue value enhancing M&A opportunities
- Continued capital discipline



Q&A session



Appendix



Transactions track-record since inception in 2014



























AKASTOR)

Condensed consolidated Income Statement

| | Fourth | Quarter | Full | Year |
|--|---------|---------|---------|-------------|
| NOK million | 2018 | 2017 | 2018 | 2017 |
| Operating revenues and other income | 1 090 | 895 | 3 800 | 3 606 |
| Operating expenses | (1 027) | (799) | (3 509) | (3 490) |
| EBITDA | 63 | 96 | 290 | 116 |
| Depreciation, amortization and impairment | (41) | (73) | (181) | (396) |
| Operating profit (loss) | 21 | 23 | 109 | (280) |
| Net financial items | (243) | (70) | (200) | (406) |
| Profit (loss) before tax | (222) | (48) | (91) | (686) |
| Tax income (expense) | (77) | (117) | (103) | (20) |
| Profit (loss) from continuing operations | (300) | (165) | (194) | (706) |
| Net profit (loss) from discontinued operations | (192) | (216) | (128) | 648 |
| Profit (loss) for the period | (492) | (380) | (322) | (58) |



Condensed consolidated statement of financial position

| NOK million | December 31 2018 | December 31 2017 |
|--|------------------|------------------|
| Deferred tax asset | 374 | 661 |
| Intangible assets | 1 260 | 1 435 |
| Property, plant and equipment | 825 | 4 419 |
| Other non-current assets | 62 | 100 |
| Equity accounted investees and other Investments | 2 557 | 546 |
| Non-current interest-bearing receivables | - | 1 |
| Total non-current assets | 5 078 | 7 163 |
| Current operating assets | 3 472 | 2 946 |
| Other current assets | - | 51 |
| Current interest-bearing receivables | 257 | - |
| Cash and cash equivalents | 198 | 168 |
| Total current assets | 3 927 | 3 165 |
| Total assets | 9 005 | 10 328 |
| Equity attributable to equity holders of Akastor ASA | 4 317 | 5 277 |
| Total equity | 4 317 | 5 277 |
| Deferred tax liabilities | 9 | 10 |
| Employee benefit obligations | 332 | 349 |
| Other non-current liabilities and provisions | 556 | 330 |
| Non-current borrowings | 588 | 2 133 |
| Total non-current liabilities | 1 485 | 2 823 |
| Current operating liabilities and provisions | 3 189 | 1 829 |
| Current borrowings | 14 | 399 |
| Total current liabilities | 3 203 | 2 228 |
| Total liabilities and equity | 9 005 | 10 328 |



Condensed Consolidated Statement of Cash flows

| | Fourth | Quarter | Full Y | ear |
|--|--------|---------|--------|-------|
| NOK million | 2018 | 2017 | 2018 | 2017 |
| Profit (loss) for the period | (492) | (380) | (322) | (58) |
| (Profit) loss for the period – discontinued operations | 192 | 216 | 128 | (648) |
| Depreciation, amortization and impairment – continuing operations | 41 | 73 | 181 | 396 |
| Other adjustments for non-cash items and changes in operating assets and liabilities | 186 | 183 | 327 | (363) |
| Net cash from operating activities | (72) | 92 | 315 | (673) |
| Acquisition of property, plant and equipment | (8) | (26) | (95) | (70) |
| Payments for capitalized development | (29) | (9) | (36) | (27) |
| Proceeds (payments) related to sale of subsidiaries, net of cash | (12) | (3) | 1 103 | 921 |
| Cash flow from other investing activities | (70) | 74 | (726) | (33) |
| Net cash from investing activities | (120) | 35 | 247 | 790 |
| Changes in external borrowings | 173 | (113) | (481) | (391) |
| Net cash from financing activities | 173 | (113) | (481) | (391) |
| Effect of exchange rate changes on cash and cash equivalents | (25) | (29) | (50) | (45) |
| Net increase (decrease) in cash and cash equivalents | (45) | (14) | 30 | (319) |
| Cash and cash equivalents at the beginning of the period | 243 | 183 | 168 | 487 |
| Cash and cash equivalents at the end of the period | 198 | 168 | 198 | 168 |



Alternative Performance Measures (1 of 2)

Akastor discloses alternative performance measures as a supplement to the consolidated financial statements prepared in accordance with IFRS. Such performance measures are used to provide an enhanced insight into the operating performance, financing abilities and future prospects of the group.

These measures are calculated in a consistent and transparent manner and are intended to provide enhanced comparability of the performance from period to period. It is Akastor's experience that these measures are frequently used by securities analysts, investors and other interested parties.

- **EBITDA** earnings before interest, tax, depreciation and amortization, corresponding to "Operating profit before depreciation, amortization and impairment" in the consolidated income statement.
- EBIT earnings before interest and tax, corresponding to "Operating profit (loss)" in the consolidated income statement
- Capex and R&D capitalization a measure of expenditure on PPE or intangible assets that qualify for capitalization
- **Order intake** represents the estimated contract value from the contracts or orders that are entered into or committed in the reporting period
- Order backlog represents the remaining unearned contract value from the contracts or orders that are already entered into or committed at the reporting date

- Net current operating assets (NCOA) a measure of working capital. It is calculated by current operating assets minus current operating liabilities, excluding financial assets or financial liabilities related to hedging activities
- Net capital employed a measure of all assets employed in the operation of a business. It is calculated by net current operating assets added by non-current assets and other current assets (excluding non-current interest bearing receivables), minus deferred tax liabilities, employee benefit obligations and other non-current liabilities
- Gross debt sum of current and non-current borrowing
- Net debt gross debt minus cash and cash equivalents
- Net bank debt Net debt minus liabilities related to financial lease
- Net interest-bearing debt (NIBD) net debt minus non-current and current interest bearing receivables
- Equity ratio a measure of investment leverage, calculated as total equity divided by total assets at the reporting date
- Liquidity reserve comprises cash and cash equivalents and undrawn committed credit facilities

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Alternative Performance Measures (2 of 2)

| NOK million | December 31 2018 | December 31 2017 |
|--|------------------|------------------|
| Non-current borrowings | 588 | 2 133 |
| Current borrowings | 14 | 399 |
| Gross debt | 601 | 2 533 |
| Less: Cash and cash equivalents | 198 | 168 |
| Net debt | 403 | 2 364 |
| Less: Finance lease liabilities | _ | 1 494 |
| Net bank debt | 403 | 871 |
| Net debt | 403 | 2 364 |
| Less: | | |
| Non-current interest-bearing receivables | - | 1 |
| Current interest-bearing receivables | 257 | - |
| Net interest-bearing debt (NIBD) | 146 | 2 363 |

| NOK million | December 31 2018 | December 31 2017 |
|-------------------------------------|---------------------|---------------------|
| Total equity | 4 317 | 5 277 |
| Divided by Total assets | 9 005 | 10 328 |
| Equity ratio | 48% | 51% |
| Cash and cash equivalents | 198 | 168 |
| Undrawn committed credit facilities | 2 012 | 1 400 |
| Liquidity reserve | 2 210 | 1 568 |

| NOK million | December 31 2018 | December 31 |
|--|---------------------|-------------|
| NOK million | 2018 | |
| | | 2017 |
| Current operating assets | 3 472 | 2 946 |
| Less: | | |
| Current operating liabilities | 3 189 | 1 829 |
| Derivative financial instruments | (92) | 74 |
| NCOA related to AKOFS Offshore | - | 186 |
| Net current operating assets (NCOA) | 375 | 857 |
| Plus: | | |
| NCOA related to AKOFS Offshore | - | 186 |
| Total non-current assets | 5 078 | 7 163 |
| Other current assets | - | 51 |
| Less: | | |
| Non-current interest-bearing receivables | | |
| | - | 1 |
| Deferred tax liabilities | 9 | 10 |
| Employee benefit obligations | 332 | 349 |
| Other non-current liabilities | 556 | 330 |
| Net capital employed | 4 556 | 7 566 |



Key figures

AKASTOR GROUP

| NOK million | Q4 17 | Q1 18 | Q2 18 | Q3 18 | Q4 18 | YTD 2018 |
|------------------------------------|-------|-------|-------|-------|-------|----------|
| Operating revenue and other income | 895 | 881 | 873 | 955 | 1 090 | 3 800 |
| EBITDA | 96 | 63 | 78 | 87 | 63 | 290 |
| EBIT | 23 | 16 | 31 | 41 | 21 | 109 |
| CAPEX and R&D capitalization | 35 | 17 | 8 | 68 | 37 | 131 |
| NCOA | 857 | 687 | 617 | 547 | 375 | 375 |
| Net capital employed | 7 566 | 7 196 | 7 461 | 4 771 | 4 556 | 4 556 |
| Order intake | 1 291 | 1 068 | 1 635 | 799 | 980 | 4 481 |
| Order backlog | 1 948 | 2 123 | 2 907 | 2 759 | 2 692 | 2 692 |
| Employees | 2 015 | 1 991 | 1 970 | 1 790 | 1 775 | 1 775 |

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Split per Company (1 of 3)

MHWIRTH

| NOK million | Q4 17 | Q1 18 | Q2 18 | Q3 18 | Q4 18 | YTD 2018 |
|------------------------------------|-------|-------|-------|-------|-------|----------|
| Operating revenue and other income | 739 | 731 | 681 | 751 | 893 | 3 055 |
| EBITDA | 83 | 69 | 68 | 71 | 73 | 281 |
| EBIT | 33 | 37 | 36 | 39 | 45 | 156 |
| CAPEX and R&D capitalization | 19 | 4 | 8 | 11 | 36 | 58 |
| NCOA | 995 | 782 | 671 | 613 | 405 | 405 |
| Net capital employed | 2 783 | 2 499 | 2 347 | 2 258 | 2 113 | 2 113 |
| Order intake | 1 134 | 724 | 1 466 | 640 | 713 | 3 544 |
| Order backlog | 1 718 | 1 709 | 2 504 | 2 398 | 2 282 | 2 282 |
| Employees | 1 456 | 1 437 | 1 412 | 1 422 | 1 424 | 1 424 |

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Split per Company (2 of 3)

AKOFS OFFSHORE 1)

| NOK million | Q4 17 | Q1 18 | Q2 18 | Q3 18 | Q4 18 | YTD 2018 |
|------------------------------------|-------|-------|-------|-------|-------|----------|
| Operating revenue and other income | 213 | 262 | 289 | 290 | 266 | 1 107 |
| EBITDA | 80 | 86 | 123 | 118 | 144 | 471 |
| EBIT | (2) | 7 | (280) | 78 | 68 | (127) |
| CAPEX and R&D capitalization | 15 | 11 | (1) | 54 | 124 | 188 |
| NCOA | 186 | 238 | 217 | 214 | 180 | 180 |
| Net capital employed | 4 154 | 3 954 | 3 629 | 4 778 | 4 915 | 4 915 |
| Order intake | 12 | (26) | 2 936 | 42 | 4 | 2 956 |
| Order backlog | 4 917 | 4 340 | 6 633 | 6 286 | 6 250 | 6 250 |
| Employees | 180 | 185 | 186 | 190 | 202 | 202 |



¹⁾ Figures presented on a 100% basis. Akastor's share of net profit from the joint venture is presented as part of "net financial items"

Split per Company (3 of 3)

OTHER HOLDINGS

| NOK million | Q4 17 | Q1 18 | Q2 18 | Q3 18 | Q4 18 | YTD 2018 |
|------------------------------------|-------|-------|-------|-------|-------|----------|
| Operating revenue and other income | 159 | 148 | 197 | 197 | 207 | 749 |
| EBITDA | 4 | (14) | 2 | 5 | (11) | (18) |
| EBIT | (20) | (29) | (13) | (8) | (24) | (74) |
| CAPEX and R&D capitalization | 1 | 3 | 1 | 2 | 2 | 8 |
| NCOA | (138) | (95) | (54) | (66) | (30) | (30) |
| Net capital employed | 628 | 743 | 1 485 | 1 372 | 1 357 | 1 357 |
| Order intake | 164 | 345 | 174 | 156 | 267 | 943 |
| Order backlog | 231 | 416 | 404 | 361 | 408 | 408 |
| Employees | 379 | 369 | 372 | 368 | 351 | 351 |

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