



**SHELF  
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# Shelf Drilling Q2 2021 Results Highlights

August 12, 2021

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"EBITDA" as used herein represents revenues less: operating expenses, selling, general and administrative expenses, (reversal of) / provision for doubtful accounts, share-based compensation expense, net of forfeitures, and other, net, and excludes interest expense and financing charges, interest income, income taxes, depreciation, amortization, loss on impairment and loss / (gain) on disposal of assets. "Adjusted EBITDA" as used herein represents EBITDA as adjusted for the exclusion of acquired rig reactivation costs and restructuring costs. These terms, as we define them, may not be comparable to similarly titled measures employed by other companies and are not a measure of performance calculated in accordance with U.S. GAAP. EBITDA and Adjusted EBITDA should not be considered in isolation or as a substitute for operating income, net income or other income or cash flow statement data prepared in accordance with U.S. GAAP. We believe that EBITDA and Adjusted EBITDA are useful because they are widely used by investors in our industry to measure a company's operating performance without regard to items such as interest, income tax expense, depreciation and amortization and other non-recurring expenses (benefits), which can vary substantially from company to company. EBITDA and Adjusted EBITDA have significant limitations, such as not reflecting our cash requirements for capital expenditures and deferred costs, contractual commitments, working capital, taxes or debt service. Our management uses EBITDA and Adjusted EBITDA for the reasons stated above. In addition, our management uses Adjusted EBITDA in presentations to our Board of Directors to provide a consistent basis to measure operating performance of management; as a measure for planning and forecasting overall expectations; for evaluation of actual results against such expectations; and in communications with equity holders, lenders, note holders, rating agencies and others concerning our financial performance.

"Capital expenditures and deferred costs" as used herein include fixed asset purchases, investments associated with the construction of newbuild rigs and certain expenditures associated with regulatory inspections, major equipment overhauls, contract preparation, rig upgrades, mobilization and stacked rig reactivations. Capital expenditures are included in property and equipment. Deferred costs are included in other current assets and other long-term assets. This term, as we define it, may not be comparable to similarly titled measures employed by other companies and is not calculated in accordance with U.S. GAAP. Capital expenditures and deferred costs should not be considered in isolation or as a substitute for capital expenditures prepared in accordance with U.S. GAAP. We believe that Capital expenditures and deferred costs is a useful measure as it better represents the overall level of the Company's capital investments. Capital expenditures and deferred costs as used herein is a non-U.S. GAAP measure defined and periodically reported in the Company's financial statements on a consistent basis.

"Net Debt" as used herein represents Total Debt less Cash and Cash Equivalents. This term, as we define it, may not be comparable to similarly titled measures employed by other companies and is not a measure of performance calculated in accordance with U.S. GAAP. Net Debt should not be considered in isolation or as a substitute for total debt prepared in accordance with U.S. GAAP. We believe that Net Debt is useful because it is widely used by investors in our industry to measure a company's financial position.

The quarterly financial information included in this Presentation has not been audited and may be subject to modifications.

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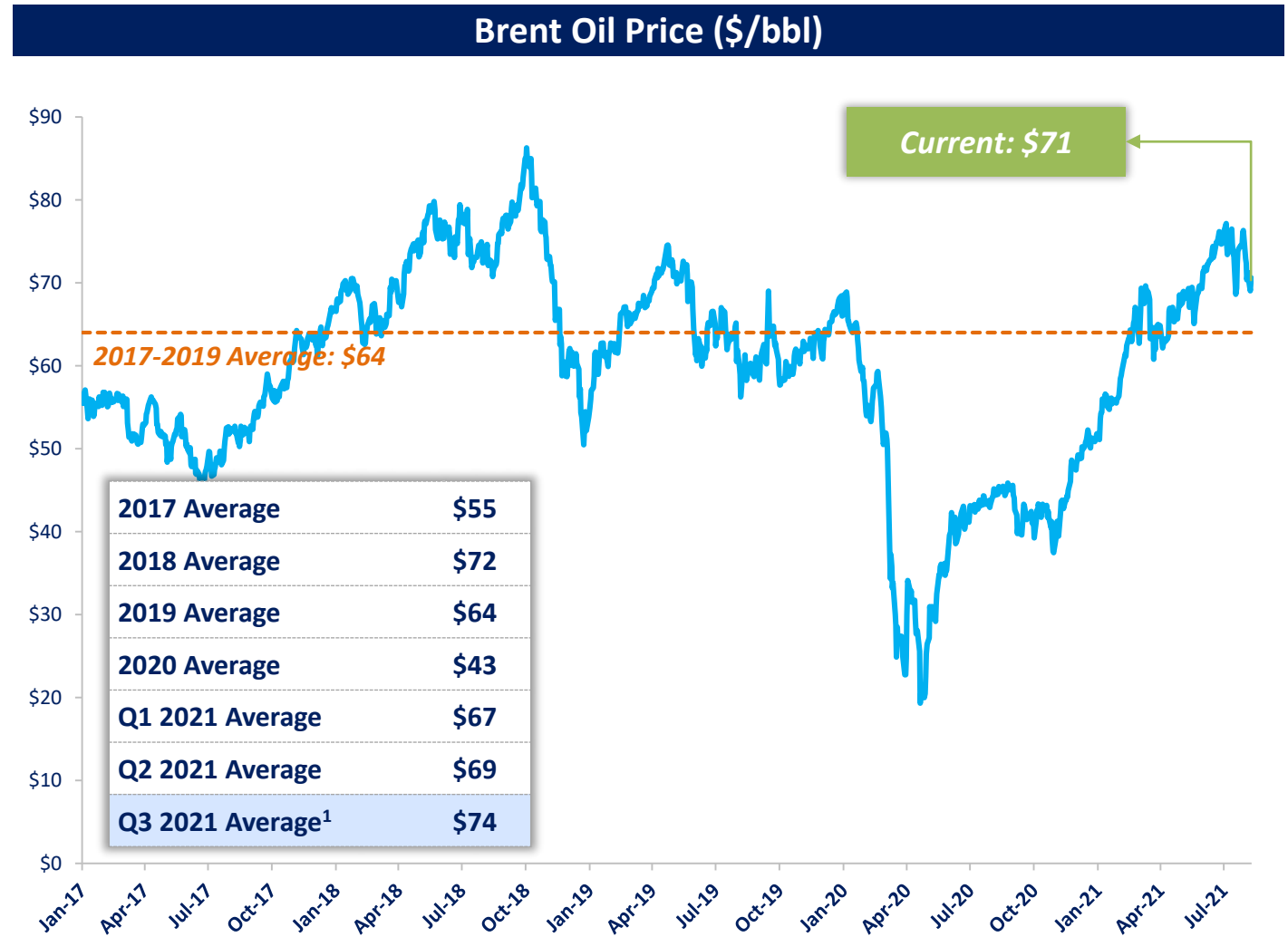
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# Oil Price Development

- Brent crude oil prices reached a high of \$77 in the run-up to the July OPEC meeting which was the highest oil price since October 2018
- Barring a brief dip, Brent prices have held steady above \$70 level since the end of May
- Brent prices averaged higher in Q2 2021 at \$69 as compared to Q1 2021 at \$67
- Resumption in economic activity in US and Europe, increase in oil and gas demand and global vaccine rollouts have led to this resilience in oil price

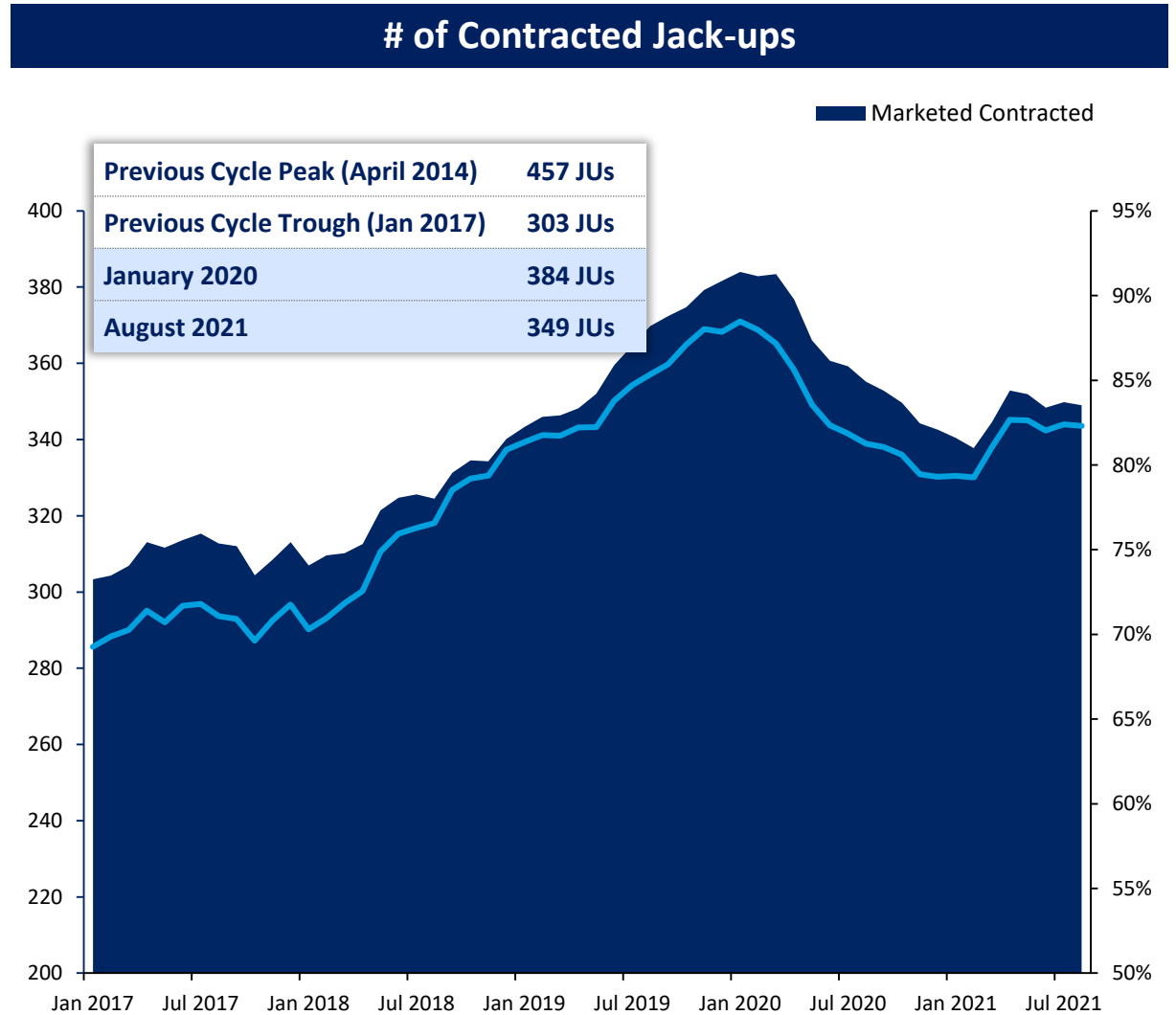


Source: Bloomberg, as of 11 August 2021.

Note (1): Q3 2021 Average Brent oil price based on 1 July to 11 August 2021.

# Global Jack-up Fleet

- The improvement in the Brent price is also reflected in the global jack-up tendering and marketing activity
- Global number of contracted jack-ups has increased from 343 rigs as of end of 2020 to 349 rigs in August 2021
  - Marketed utilization has improved from 79% to 82% during the same period
- Expect further uplift in shallow water activity in 2022 with current commodity price outlook



Source: IHS Petrodata, as of 11 August 2021.

**1**

**Keeping our rigs/operations safe and free from COVID-19**

**2**

**Maintaining business continuity**

**3**

**Preserving cash / liquidity**

## MITIGATING MEASURES

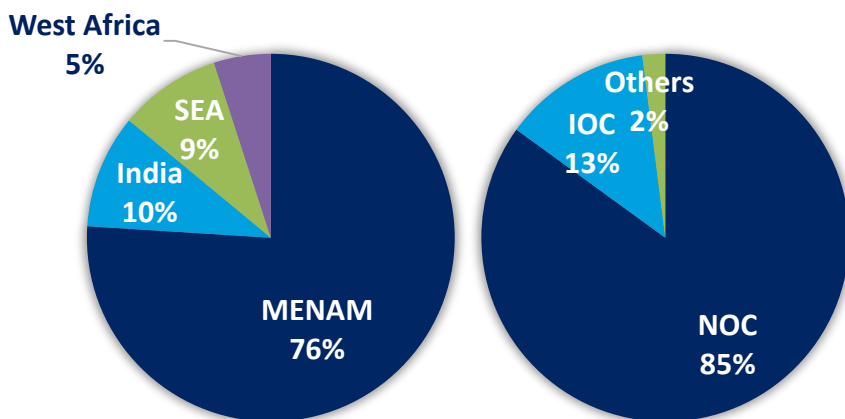
- Effective and safe crew changes / people movement
- Working closely with customers to implement COVID-19 protocols
- Frequent employee communication
- Comprehensive cost reduction
- Completed \$310 million notes offering
- Several new contracts/extensions in 2021

## Fleet Status Summary (As of 12 August 2021)

	Contracted	Available	Total <sup>1</sup>	% Contracted	Contract Expirations			
					Q3 2021	Q4 2021	2022	2023+
<b>MENAM</b>	<b>10</b>	<b>2</b>	<b>12</b>	<b>83%</b>	-	<b>1</b>	<b>3</b>	<b>6</b>
Arabian Gulf <sup>2</sup>	<b>7</b>	<b>1</b>	<b>8</b>	<b>88%</b>	-	-	<b>2</b>	<b>5</b>
NAF/Med <sup>3</sup>	<b>3</b>	<b>1</b>	<b>4</b>	<b>75%</b>	-	<b>1</b>	<b>1</b>	<b>1</b>
<b>India</b>	<b>7</b>	<b>1</b>	<b>8</b>	<b>88%</b>	<b>1</b>	-	<b>3</b>	<b>3</b>
<b>West Africa</b>	<b>5</b>	<b>1</b>	<b>6</b>	<b>83%</b>	-	<b>1</b>	<b>3</b>	<b>1</b>
<b>SE Asia</b>	<b>4</b>	<b>0</b>	<b>4</b>	<b>100%</b>	-	-	<b>4</b>	-
<b>Total</b>	<b>26</b>	<b>4</b>	<b>30</b>	<b>87%</b>	<b>1</b>	<b>2</b>	<b>13</b>	<b>10</b>

## Total Backlog – \$1,603 Million (As of 30 Jun 2021)

## Recent Developments



- SD Tenacious: Secured 1-year plus options contract with CABGOC, Angola
- Baltic: Secured ~380-day plus options contract with Total, Nigeria
- SD Mentor: Secured 1 firm well plus options contract with Mercuria, Congo
- Rig 141: Secured 4-month extension with Gempetco, Egypt
- Key Manhattan: Completed suspension and resumed operations with Eni, Italy
- High Island II: Completed 3-yearly contractual recertification project
- High Island VII: Completed contract with ADNOC Drilling, and subsequently sold
- Compact Driller: Completed contract with ADNOC Drilling
- Harvey H. Ward completed contract with ONGC, India

Note (1): Total excludes Randolph Yost jack-up rig – stacked/held for sale, and High Island VII – sale agreement signed in July 2021.

Note (2): Arabian Gulf includes Saudi Arabia, UAE, Bahrain and Oman.

Note (3): North Africa & Mediterranean include Italy, Tunisia and Egypt operations.

# Q2 2021 Results

Shelf Drilling Q2 2021 Results Highlights



## Results of Operations

<i>(In thousands USD)</i>	Q1 2021	Q2 2021
<b>Revenues</b>	<b>\$ 129,737</b>	<b>\$130,510</b>
<b>Operating Costs &amp; Expenses</b>		
Operating and maintenance	74,287	81,737
Depreciation	16,126	16,264
Amortization of deferred costs	9,258	9,720
General and administrative	9,642	14,562
Gain on disposal of assets	(774)	(139)
<b>Operating income</b>	<b>21,198</b>	<b>8,366</b>
<b>Other Expense, Net</b>		
Interest expense and financing charges, net of interest income <sup>1</sup>	(33,062)	(26,695)
Other, net	134	151
<b>Loss Before Income Taxes</b>	<b>(11,730)</b>	<b>(18,178)</b>
Income tax expense	4,644	4,461
<b>Net Loss</b>	<b>\$(16,374)</b>	<b>\$(22,639)</b>

Note (1): "Interest expense and financing charges, net of interest income" includes the one-time \$10.1 million loss on debt extinguishment in relation to our debt refinancing transactions in Q1 2021.



## Revenue Summary

- \$0.8 million, or 0.6%, sequential increase in revenues:
  - Average dayrate increased 6% to \$60.1 thousand in Q2 2021 from \$56.3 thousand in Q1 2021
  - Effective utilization decreased to 71% from 77%, mainly due to:
    - Completion of contracts for two rigs in India (J.T. Angel and Trident XII) and one rig in Oman (Shelf Drilling Tenacious) and one rig in India which was idle for a portion of the quarter (Harvey H. Ward)
    - Partially offset by the start up of one new contract in Nigeria (Shelf Drilling Resourceful) and the full quarter of operations for one rig in Thailand (Shelf Drilling Enterprise) that began operations in early Q1 2021 and two rigs in Saudi that restarted operations after prior suspension (Main Pass IV in Q1 2021) and planned shipyard (High Island II in Q2 2021)
- Sequential revenue increase in Nigeria, Saudi Arabia, Thailand and UAE partially offset by declines in India and Oman

	Q1 2021	Q2 2021
<b>Operating Data</b>		
Average marketable rigs <sup>1</sup>	31.0	31.0
Average dayrate <sup>2</sup> (in thousands USD)	\$56.3	\$60.1
Effective utilization <sup>3</sup>	77%	71%
<b>Revenue (in thousands USD)</b>		
Operating revenues – dayrate	\$ 121,185	\$121,074
Operating revenues – others	6,175	6,912
Other revenues	2,377	2,524
<b>Total Revenues</b>	<b>\$ 129,737</b>	<b>\$130,510</b>

Note (1): "Marketable rigs" are defined as the total number of rigs excluding: (i) rigs stacked and / or held for sale (ii) rigs under non-drilling contracts and (iii) newbuild rigs under construction.

Note (2): "Average dayrate" is defined as the average contract dayrate earned by marketable rigs over the reporting period excluding mobilization fees, contract preparation, capital expenditure reimbursements, demobilization, recharges, bonuses and other revenues.

Note (3): "Effective utilization" is defined as the actual number of calendar days during which marketable rigs generate dayrate revenues divided by the maximum number of calendar days during which those same rigs could have generated dayrate revenues.

## Operating Expense Summary

- Operating and maintenance of \$81.7 million in Q2 2021, higher by \$7.4 million versus Q1 2021:
  - Higher contract preparation expenses for three rigs that are preparing for new contracts (J.T. Angel and Trident XII in India and Shelf Drilling Tenacious in Angola)
  - Higher maintenance and shipyard expenses on two rigs that were being prepared to return from suspension of operations in Italy and Saudi Arabia (Key Manhattan and Main Pass I)
  - Partially offset by lower expenses on two idle rigs (Shelf Drilling Mentor in the UAE and Key Singapore in Italy)
- General and administrative expenses of \$14.6 million in Q2 2021 compared to \$9.6 million in Q1 2021:
  - Included a \$2.5 million provision for doubtful accounts recorded in Q2 2021 compared to a \$1.8 million reversal of provision recorded in Q1 2021
  - Included expense for retention plans of \$1.8 million in Q2 2021 compared to \$1.0 million in Q1 2021
  - Included \$1.1 million in Q2 2021 of non-cash share-based compensation expense

	Q1 2021	Q2 2021
<b>Operating Expenses</b> <i>(in thousands USD)</i>		
Rig operating costs	\$ 65,465	\$ 73,424
Shore-based costs	8,822	8,313
<b>Operating and maintenance</b>	<b>\$ 74,287</b>	<b>\$81,737</b>
Corporate G&A	\$ 9,945	\$11,022
Restructuring costs in G&A	577	8
Provision for / (Reversal of) doubtful accounts, net	(1,820)	2,481
Share-Based Compensation	940	1,051
<b>General &amp; administrative</b>	<b>\$9,642</b>	<b>\$14,562</b>

## Adjusted EBITDA Reconciliation

<i>(In thousands USD)</i>	Q1 2021	Q2 2021
<b>Net Loss</b>	<b>\$(16,374)</b>	<b>\$(22,639)</b>
Add Back		
Interest expense and financing charges, net of interest income <sup>1</sup>	33,062	26,695
Income tax expense	4,644	4,461
Depreciation	16,126	16,264
Amortization of deferred costs	9,258	9,720
Loss on impairment	-	-
Gain on disposal of assets	(774)	(139)
<b>EBITDA</b>	<b>\$45,942</b>	<b>\$34,362</b>
Acquired rig reactivation costs	-	-
Restructuring costs <sup>2</sup>	577	8
<b>Adjusted EBITDA</b>	<b>\$46,519</b>	<b>\$34,370</b>
<b>Adjusted EBITDA margin</b>	<b>35.9%</b>	<b>26.3%</b>

Note (1): "Interest expense and financing charges, net of interest income" is defined as interest expenses incurred and accrued on our debt and the amortization of debt issuance fees and costs over the term of the debt, net of interest income. This also includes the \$10.1 million loss on debt extinguishment in relation to our debt refinancing transactions in Q1 2021.

Note (2): "Restructuring costs" is defined as certain one-time expenses related to cost saving and restructuring measures and third-party professional services.

## Capital Expenditures and Deferred Costs Summary

- Capital Expenditures and Deferred Costs excluding rig acquisitions totaled \$26.3 million in Q2 2021, up \$10.9 million from Q1 2021 primarily as a result of:

- Increased shipyard activity for two rigs in India (JT Angel and Trident XII), two rigs in Saudi Arabia (Main Pass 1 and High Island IX), one rig in Italy (Key Manhattan)
- Higher contract preparation costs for a contract in Angola (Shelf Drilling Tenacious)
- Partially offset by lower shipyard costs for one rig in Saudi Arabia (High Island II)

- Rig acquisitions decreased to \$0.2 million in Q2 2021 from \$1.2 million in Q1 2021 due to the completion of the contract preparation project on the Shelf Drilling Enterprise that began operations in early Q1 2021

<i>(In thousands USD)</i>	Q1 2021	Q2 2021
<b>Capital Expenditures and Deferred Costs:</b>		
Regulatory and capital maintenance <sup>1</sup>	\$7,589	\$17,208
Contract preparation <sup>2</sup>	3,650	7,113
Fleet spares and other <sup>3</sup>	4,179	1,986
	\$15,418	\$26,307
Rig acquisitions <sup>4</sup>	1,196	184
<b>Total Capital Expenditures and Deferred Costs</b>	<b>\$16,614</b>	<b>\$26,491</b>
<i>Reconciliation to Statements of Cash Flow</i>		
Cash payments for additions to PP&E	\$ 14,091	\$7,731
Net change in accrued but unpaid additions to PP&E	(6,578)	(2,922)
Total Capital expenditures	\$ 7,513	\$4,809
Changes in deferred costs, net	\$ (157)	\$11,962
Add: Amortization of deferred costs	9,258	9,720
Total deferred costs	\$9,101	\$21,682
<b>Total Capital Expenditures and Deferred Costs</b>	<b>\$16,614</b>	<b>\$26,491</b>

Note: (1): "Regulatory and capital maintenance" includes major overhauls, regulatory costs, general upgrades and sustaining capital expenditures on rigs in operation.

Note: (2): "Contract preparation" includes specific upgrade, mobilization and preparation costs associated with a customer contract.

Note: (3): "Fleet Spares and Others" includes: (i) acquisition and certification costs for the rig fleet spares pool which is allocated to specific rig expenditures as and when required by that rig, which will result in an expenditure charge to that rig and a credit to fleet spares and (ii) office and infrastructure expenditure.

Note: (4): "Rig acquisitions" include all capital expenditures and deferred costs associated with the acquisition and readiness projects for the Shelf Drilling Enterprise acquired in January 2020.

## Capital Structure Summary

<i>(In millions USD)</i>	YE 2019	YE 2020	Q1 2021	Q2 2021
Cash and Cash Equivalents	\$26	\$73	\$287	\$286
Total Long-lived Assets <sup>1</sup>	1,461	1,168	1,156	1,156
<b>Total Assets</b>	<b>\$1,700</b>	<b>\$1,516</b>	<b>\$1,632</b>	<b>\$1,635</b>
8.25% Senior unsecured notes due 2025 <sup>2</sup>	\$890	\$891	\$892	\$892
8.875% Senior secured notes due 2024 <sup>3</sup>	-	-	296	298
8.75% Senior secured notes due 2024 <sup>4</sup>	-	78	-	-
RCF Drawdowns due 2023	35	55	-	-
<b>Total Debt</b>	<b>\$925</b>	<b>\$1,024</b>	<b>\$1,188</b>	<b>\$1,190</b>
Net Debt	\$899	\$951	\$901	\$904
<b>Total Equity</b>	<b>\$561</b>	<b>\$289</b>	<b>\$274</b>	<b>\$252</b>

- LTM Adjusted EBITDA of \$152.0 million and Net Leverage ratio of 5.9x as of June 30, 2021

- Total restricted cash securing bank guarantees was \$24.5 million at June 30, 2021 compared to \$24.1 million at March 31, 2021

- Total shares outstanding of 136.9 million as of June 30, 2021

- Primary insiders: 66.2 million or 48.4%, consisting primarily of China Merchants: 26.8 million (19.5%), Castle Harlan: 19.7 million (14.4%) and Lime Rock: 17.2 million (12.6%)

Note (1): "Total Long Lived Assets" are defined as property plant and equipment, right-of-use assets and short term and long term deferred costs. This excludes assets held for sale.

Note (2): Reflects carrying value. Principal value is \$900.0 million.

Note (3): Reflects carrying value. Principal value is \$310.0 million.

Note (4): Reflects carrying value. Principal value was \$80.0 million for YE2020.

## Free Cash Flow Summary

- Q2 2021 Adjusted EBITDA of \$34.4 million and Adjusted EBITDA Margin of 26.3%
- Cash and cash equivalents decreased by \$1.7 million to \$285.6 million during Q2 2021 mainly due to:
  - Decrease in EBITDA during Q2 2021 as compared to Q1 2021
  - Increased spending on capital expenditures and deferred costs including rig acquisitions of \$26.5 million in Q2 2021 as compared to \$16.6 million in Q1 2021
  - Partially offset by no cash interest payment during Q2 2021 as compared to bi-annual cash interest payment of \$37.1 million in February 2021 on the Senior Unsecured Notes, due 2025
  - Sale of Trident 15, Key Hawaii and Galveston Key completed in April 2021 for net proceeds of \$1.4 million as compared to Shelf Drilling Journey completed in February 2021 for net proceeds of \$76.6 million

Quarterly Cash Flow Summary (\$MM)	Q1 2021	Q2 2021
<b>Adjusted EBITDA</b>	<b>\$46.5</b>	<b>\$34.4</b>
Adjustments	(0.6)	-
<b>EBITDA</b>	<b>\$45.9</b>	<b>\$34.4</b>
Interest expense, net of interest income <sup>1</sup>	(23.0)	(26.7)
Income tax (expense)	(4.6)	(4.5)
Capital expenditures and deferred costs <sup>2</sup>	(15.4)	(26.3)
<b>Sub-Total</b>	<b>\$2.9</b>	<b>\$(23.1)</b>
<i>Growth Projects</i>		
Capex / Deferred Costs: Rig Acquisitions	(1.2)	(0.2)
Rig Sale Net Proceeds	76.6	1.4
<i>Working Capital Impact</i>		
Interest payable	(19.5)	25.4
Other	(6.5)	(2.8)
Net proceeds from issuance of debt <sup>3</sup>	300.9	(1.9)
Repayment of long-term debt	(84.2)	(0.1)
Repayment of RCF	(55.1)	(0.4)
<b>Net Change in Cash and Cash Equivalents</b>	<b>\$213.9</b>	<b>\$(1.7)</b>
Beginning Cash	73.4	287.3
<b>Ending Cash and Cash Equivalents</b>	<b>\$287.3</b>	<b>\$285.6</b>

Note (1): Excludes the one-time \$10.1 million loss on debt extinguishment in relation to our debt refinancing transactions in Q1 2021.

Note (2): Excludes rig acquisitions.

Note (3): Includes \$310.0 million aggregate principal amount, less \$5.9 million discount, less payments of debt financing costs of \$3.2 million in Q1 2021 and payments of debt financing costs of \$1.9 million Q2 2021.



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