

First Quarter 2017 Trading Update

May 10, 2017

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The Company

Headquartered in The Netherlands
5 Regional Centers
10 Operational Shore Bases

Performance

c. 300 years of cumulative operational experience
99.0% total historical uptime
1.6 MM bopd throughput capacity/day

Lease & Operate Fleet

14 FPSOs
2 FSOs
1 Semi-sub
1 MOPU

Financials (US\$ billion)

Directional ⁽¹⁾ Revenue Guidance 2017	1.7
Directional Backlog (31 Dec. 2016)	17.1
Market Capitalization (31 Mar. 2017)	3.5

(1) Directional view is a non-IFRS disclosure, which assumes all lease contracts are classified as operating leases and all vessel joint ventures are proportionally consolidated.



Key Messages

Shareholder
Returns

Industry
Outlook

34 FPSOs
Delivered
to Date



Strategic
Positioning

Performance
in line with
Guidance

Client
Engagement



1Q 2017 Review

Macro View

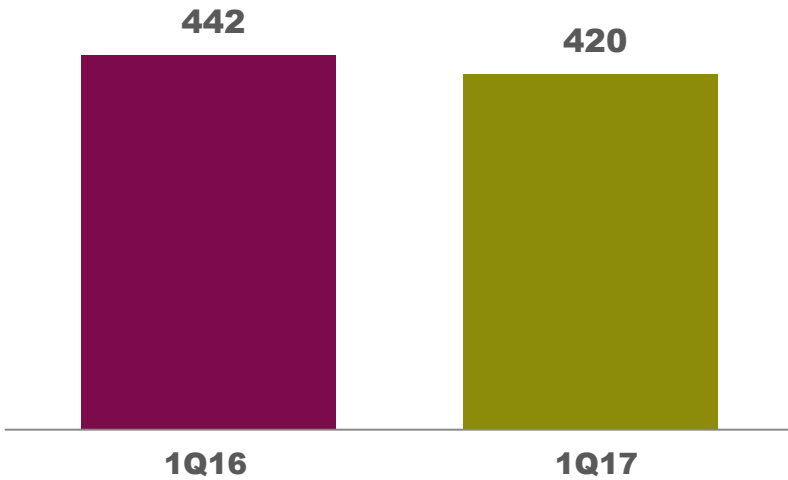
Company Positioning

Outlook

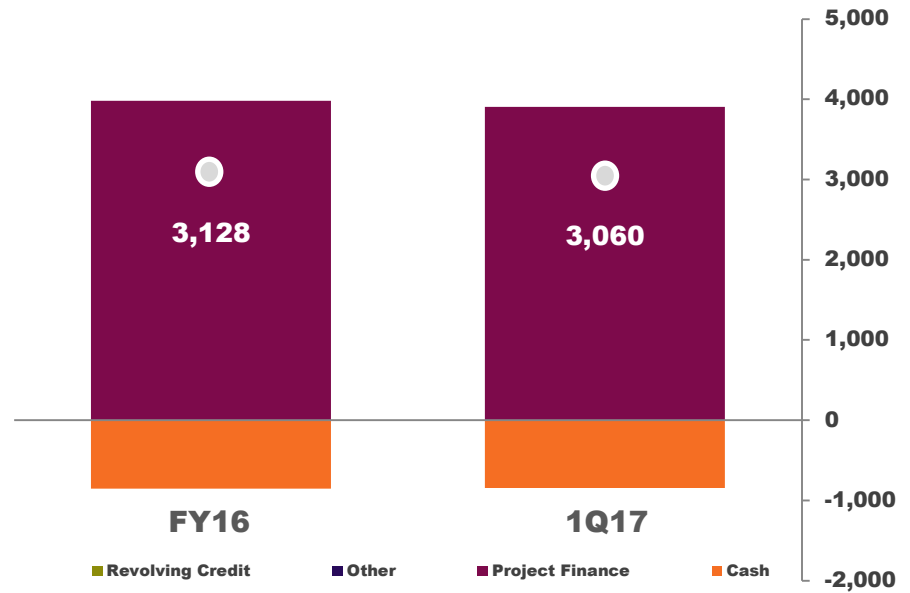




Directional Revenue



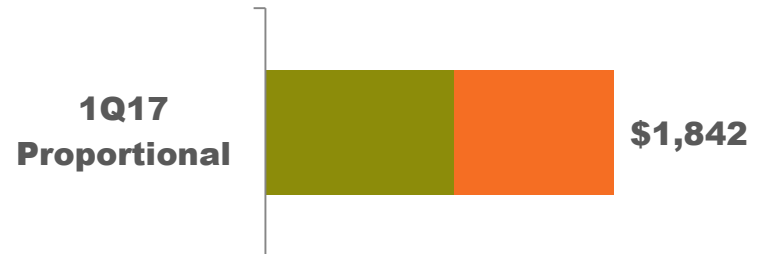
Proportional Net Debt



Proportional Borrowings⁽¹⁾



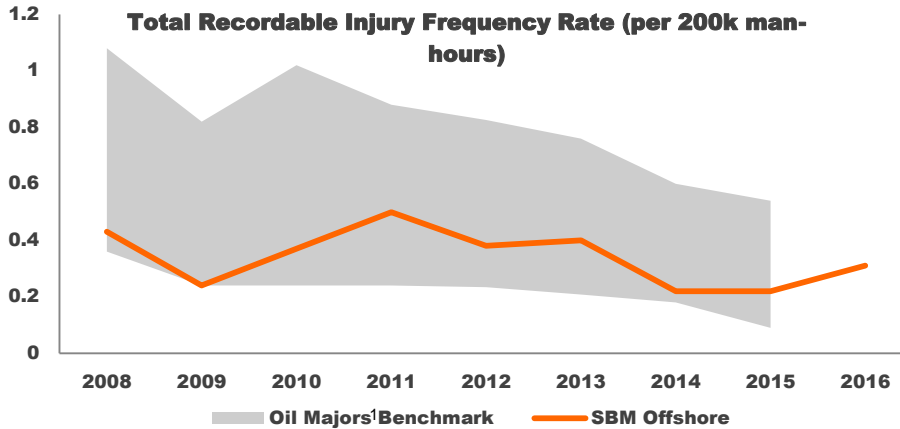
Undrawn Facilities + Cash



(1) The differences between current borrowings and the debt repayment profile are attributable to capitalized transaction costs.



Health & Safety



Environment

MEMBER OF
Dow Jones Sustainability Indices
In Collaboration with RobecoSAM

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

(1) Includes Shell, BP, Total, Chevron, Woodside, ExxonMobil, ENI, Statoil



SBM Offshore remains committed to engage with all relevant authorities

2012 2013 2014 2015 2016 2017

Early 2012

Start internal investigation and immediate remedial measures

November 2014

SBM Offshore reaches US \$ 240 million out-of-court settlement with Dutch Prosecutor's office, US DoJ⁽¹⁾ closes its inquiry

March 17, 2015

SBM Offshore signs MoU with two Brazilian authorities (CGU⁽²⁾ and AGU⁽³⁾) for discussions on a potential mutually acceptable settlement

December 17, 2015

Brazilian Prosecutor's office makes allegations regarding several people in Brazil and abroad, including number of current and former employees, of whom one is a US citizen

February, 2016

SBM Offshore announced the US DoJ had re-opened its past inquiry of the Company

January 24, 2016

Settlement with Brazilian Prosecutor's office regarding accusations against CEO and former CGCO on a non- admission guilt basis

July 15, 2016

After two years of negotiations, the Leniency Agreement is signed between Brazilian Authorities, Petrobras and SBM Offshore, subject to Fifth Chamber approval

October 6, 2016

Brazilian Fifth Chamber confirms decision to not approve Leniency Agreement and refer case back to prosecutor for further review

September 2, 2016

Brazilian Fifth Chamber does not approve Leniency Agreement

December 14, 2016

Brazilian Higher Council upholds decision of the Fifth Chamber to refer case back to Fifth Chamber and prosecutor

(1) DoJ = The United States Department of Justice

(2) CGU = Controladoria-Geral da União

(3) AGU = Advocacia-Geral da União



1Q 2017 Review

Macro View

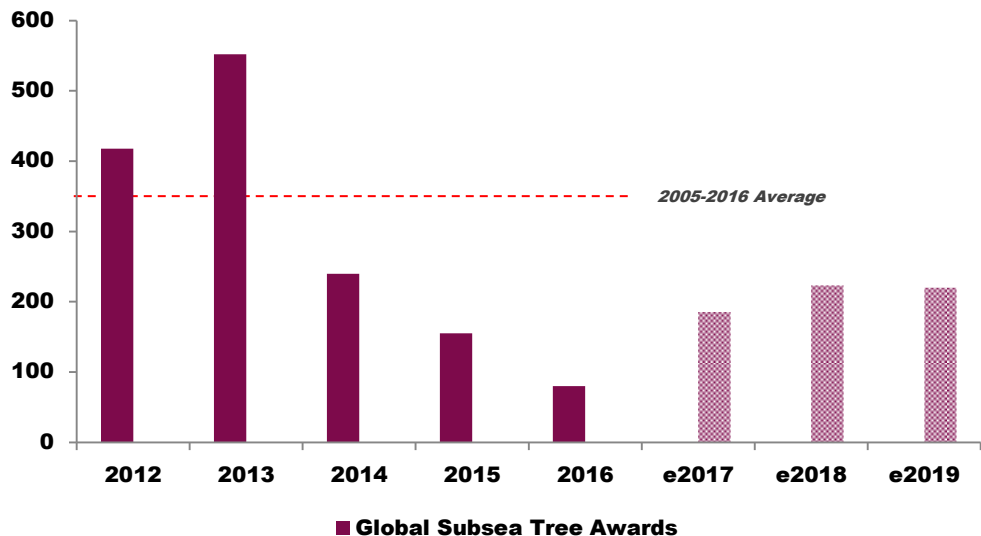
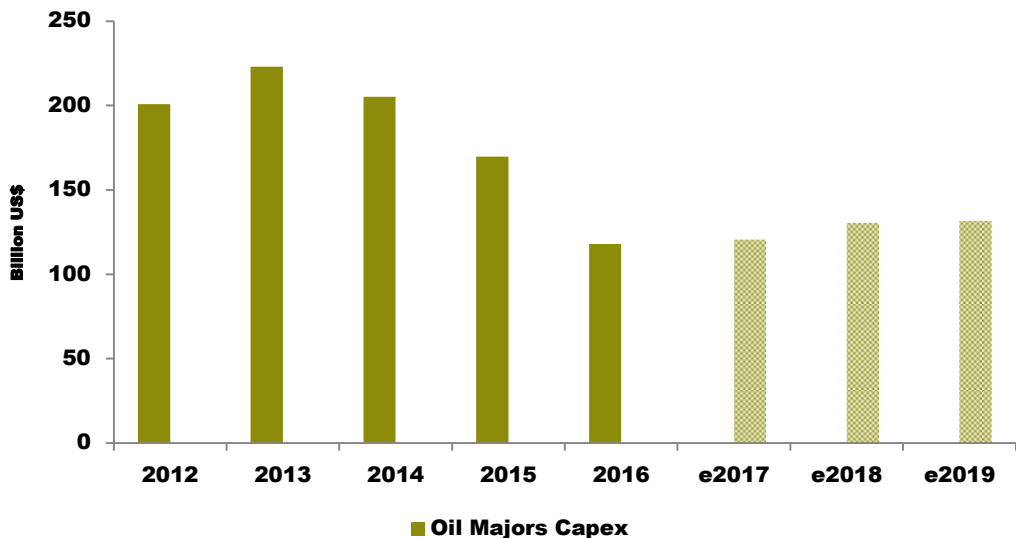
Company Positioning

Outlook





Oil Industry Investment



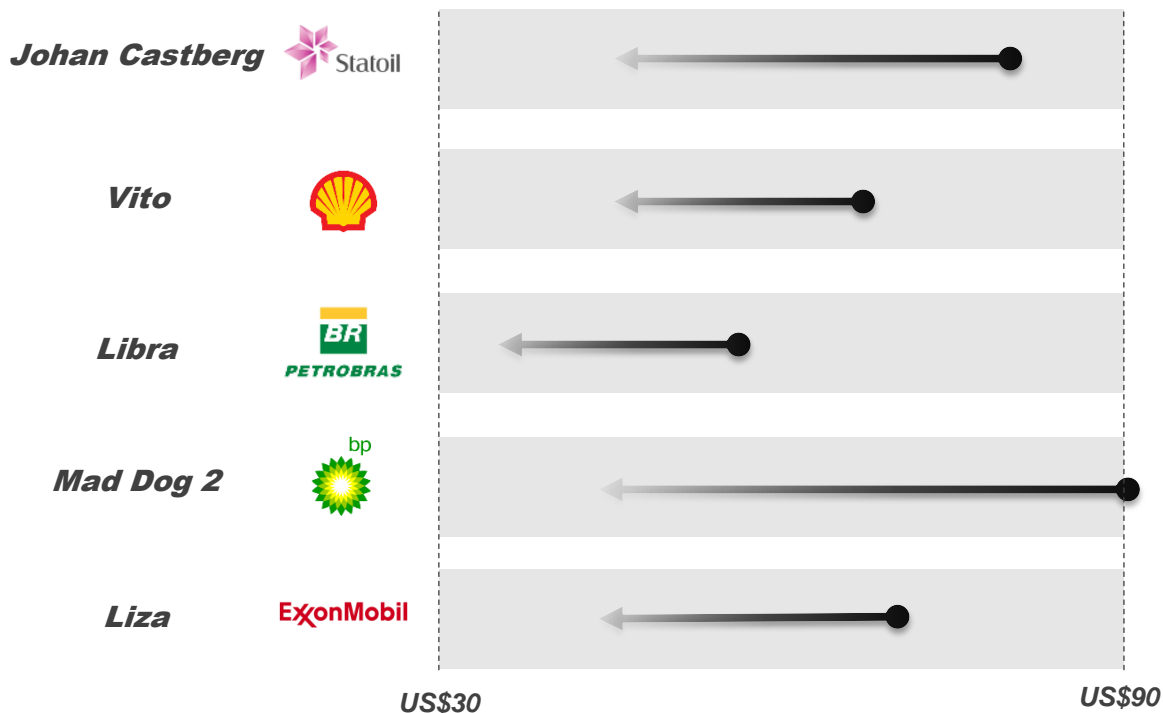
Capex bottoming out in 2016

But slow ramp-up expected

**Gradual
recovery**



Break-even price per barrel of oil

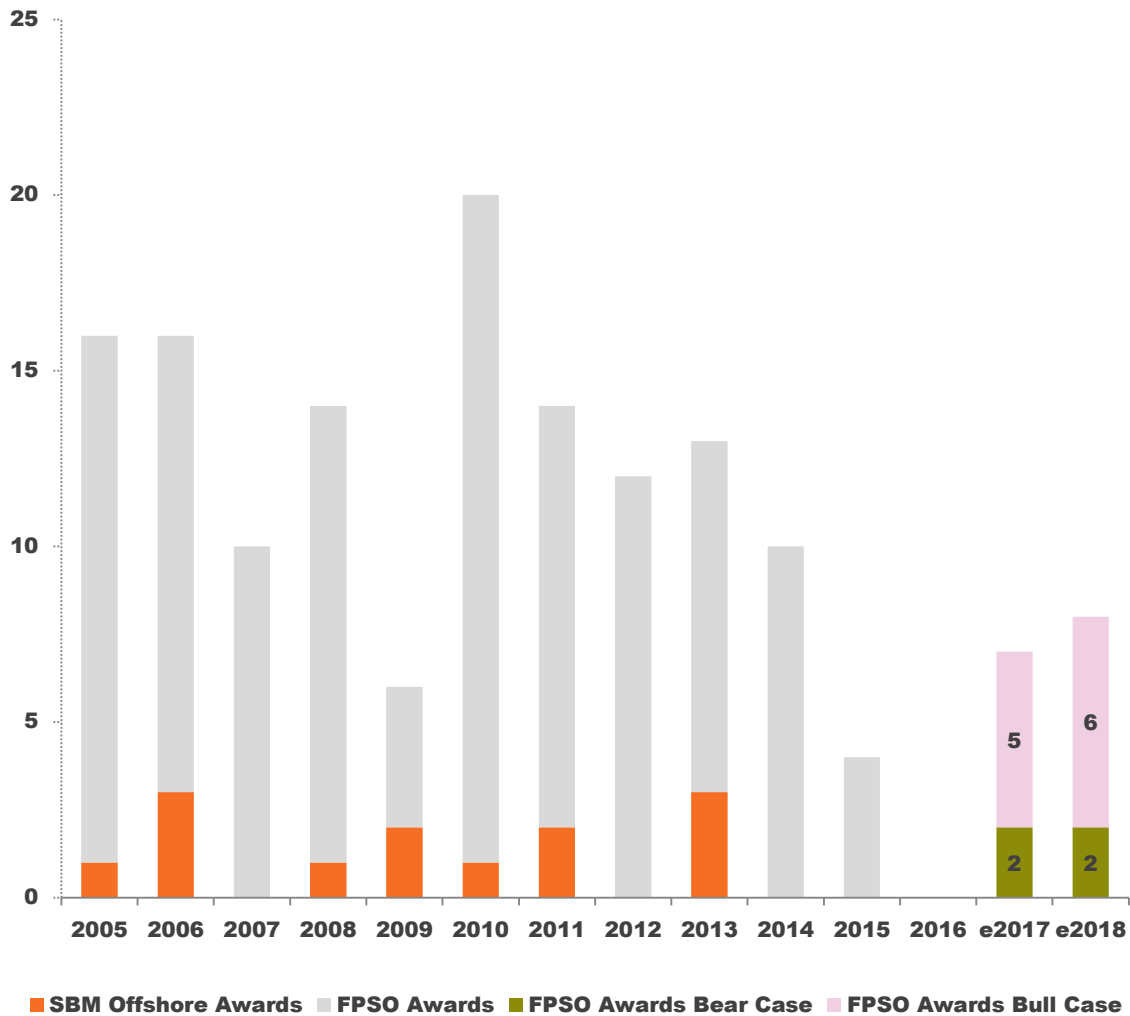


Lowered project costs

Cost savings, smaller outlay

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

**Improving
economics**



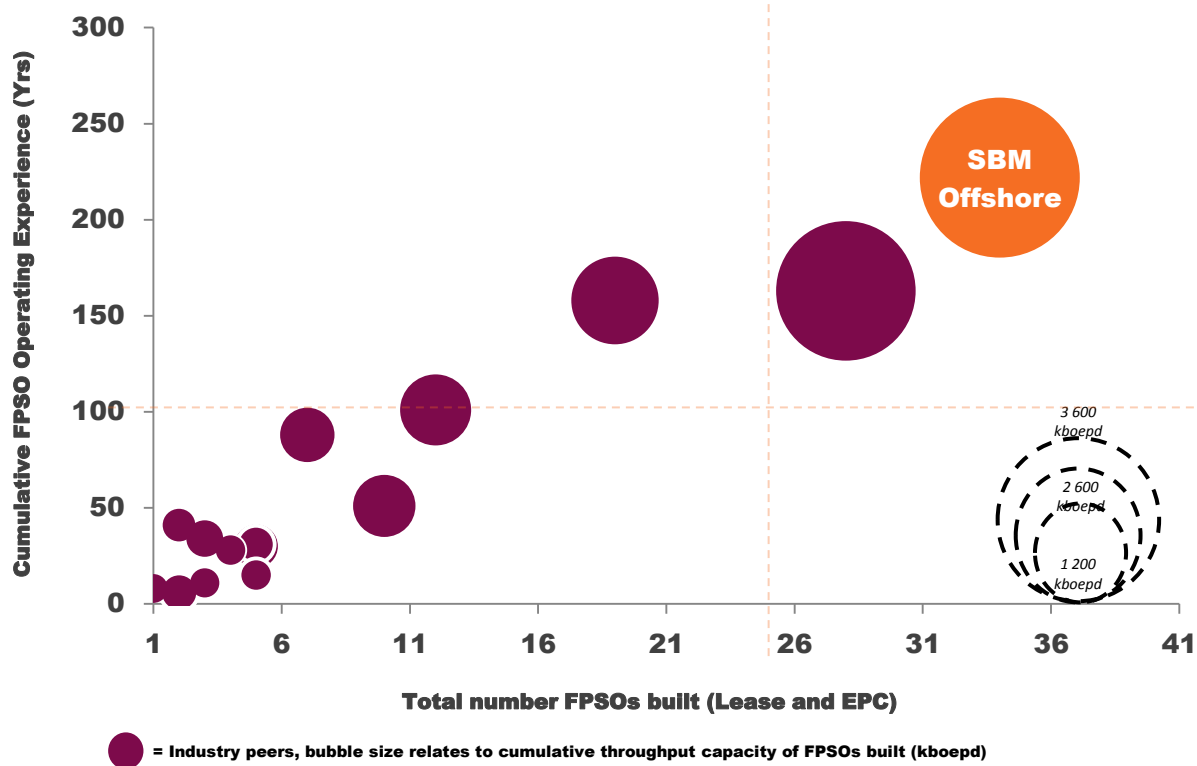
Rock bottom in 2016

Gradual recovery from 2017

**Cautiously
optimistic outlook**



Concentrated Industry Experience



Unique track record in EPC, FPSO delivery and operations

**SBM Offshore's
unique experience**

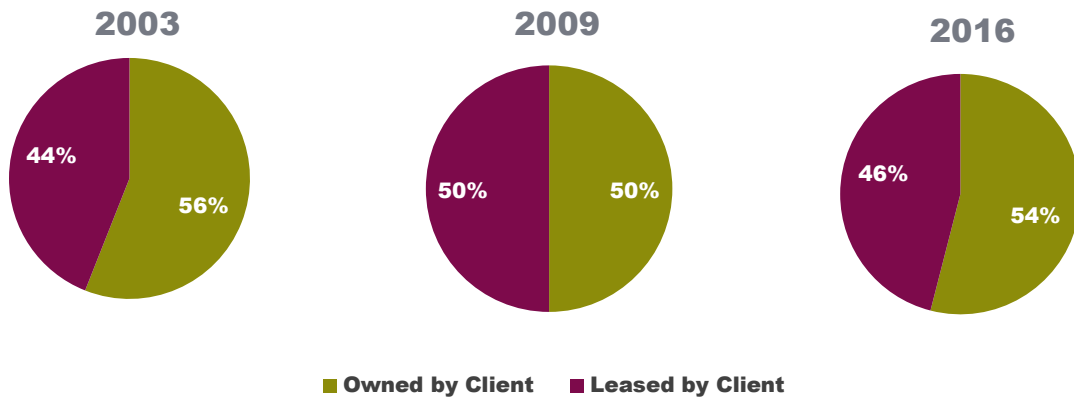


Changing FPSO Landscape



**joint ventures included*

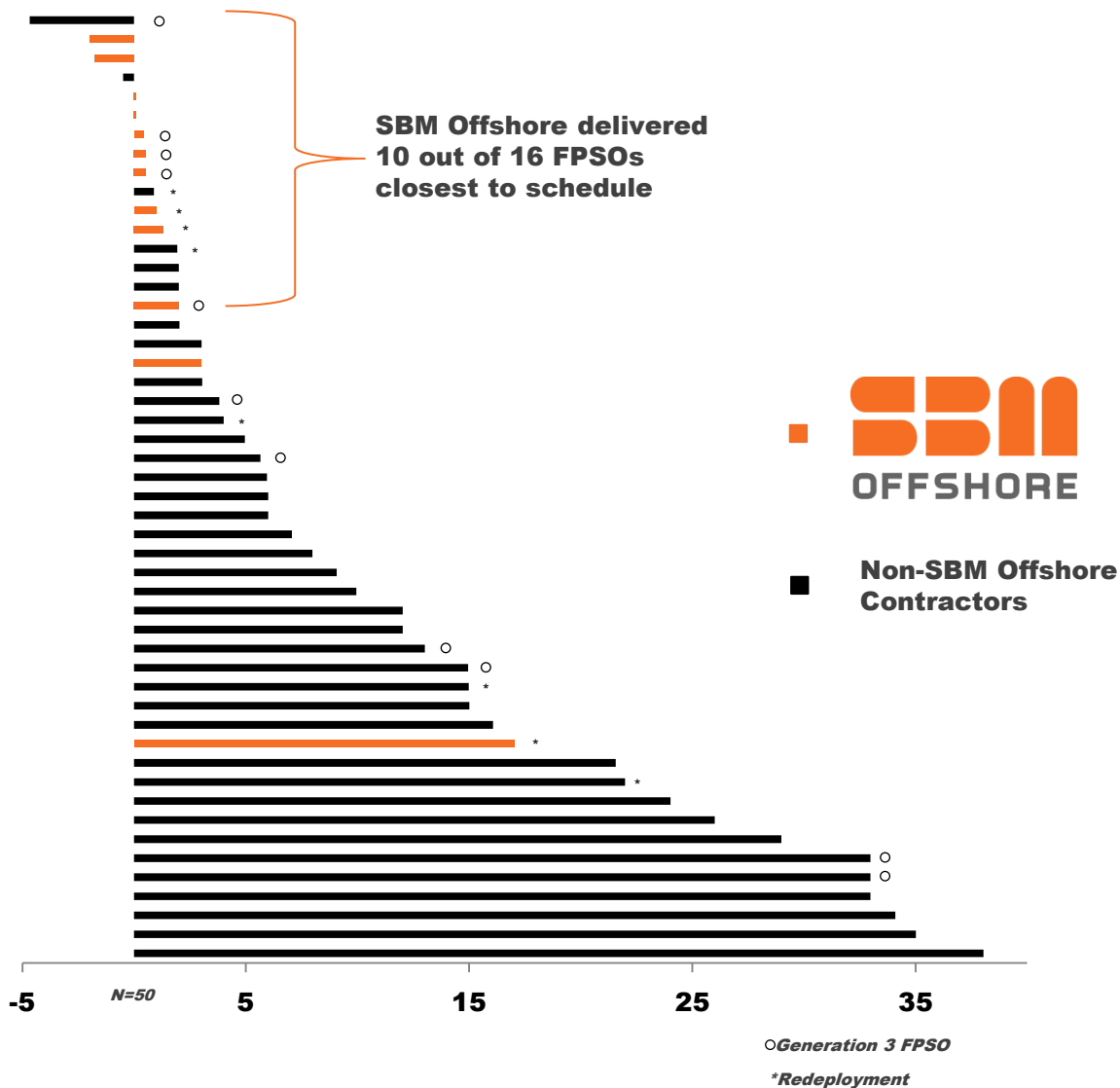
Proportion of FPSOs Lease vs Turnkey



Number of FPSO contractors decreased since 2009

Stable Lease market share

Number of active players decreasing



On-time delivery difficult

..but key in Upstream economics

11 month delay results in ~US\$600 million lower project NPV¹

Experience matters

(1) Assumes four years to first oil, gradual ramp up to production to 120k bbl/day, natural production profile, 20-year field life and lease and an 7% discount rate



1Q 2017 Review

Macro View

 **Company Positioning**

Outlook

SBM
OFFSHORE



Floating Solution Strategy

Optimize

Our Current Business

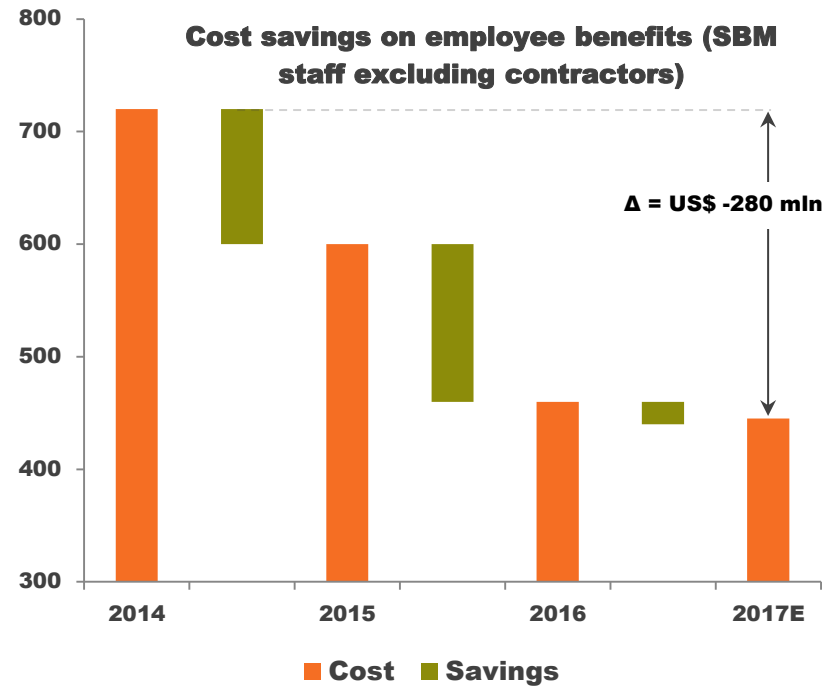
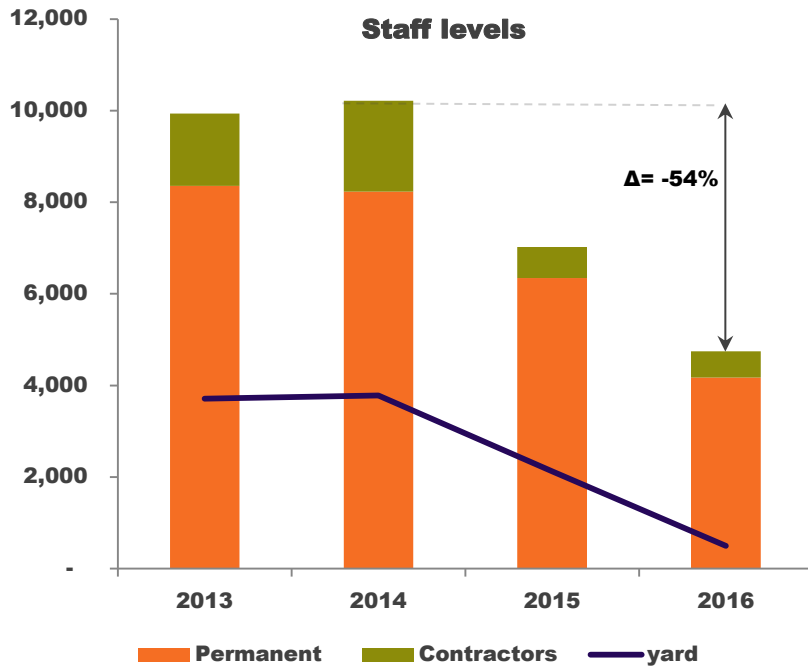
Transform

Deepwater Projects



Innovate

Floating at Large



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



Hull design approval

Ready for award

Advanced negotiations with top tier Asian yards

Hull & Accommodation



Topsides catalogue

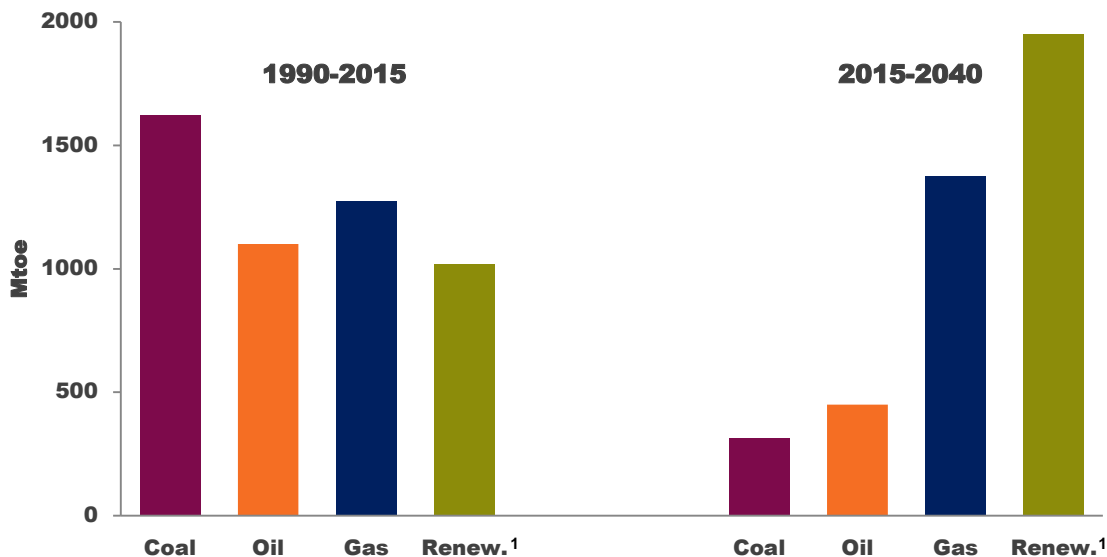


Today

Game-changing program



Change in total primary energy demand



Oil remains leading

Gas gains market share

Renewables strong growth

Oil share in energy mix



Gas main transition fuel

¹ Includes nuclear energy
Source: IEA World Energy Outlook 2016, BP Energy Outlook 2017



- Delivering products and equipment in Upstream Gas since 2005



- Leveraging experience to deploy new technologies





1Q 2017 Review

Macro View

Company Positioning

Outlook





Backlog and Debt Repayment

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

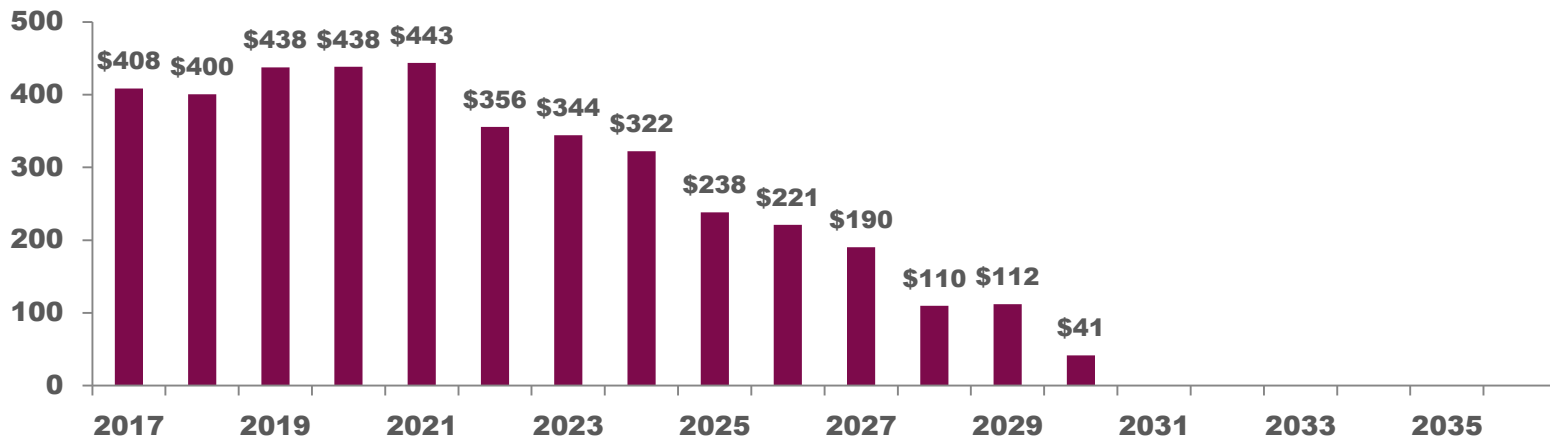
Directional Backlog⁽¹⁾

US\$ 17.1 bn

Average of 63% of L&O backlog represents operating cash flow
L&O Average Portfolio Duration: 13.0 years⁽²⁾



Proportional Debt Repayment Profile⁽³⁾



(1) Backlog is undiscounted revenue over confirmed portion of contract. (2) Does not reflect brownfield projects and FEED studies. Assumes exercise of all lease extensions. (3) Difference between current borrowings and the debt repayment profile are attributable to capitalized transaction costs



- Payment of dividend of US\$0.23 per share
 - Approved at Annual General Meeting of Shareholders on April 13, 2017
 - Paid in Euros using an exchange rate of 1.0655, which equates to €0.2159 per ordinary share
 - The dividend is payable on May 12, 2017 to all shareholders of record as at April 20, 2017



- 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



Appendix

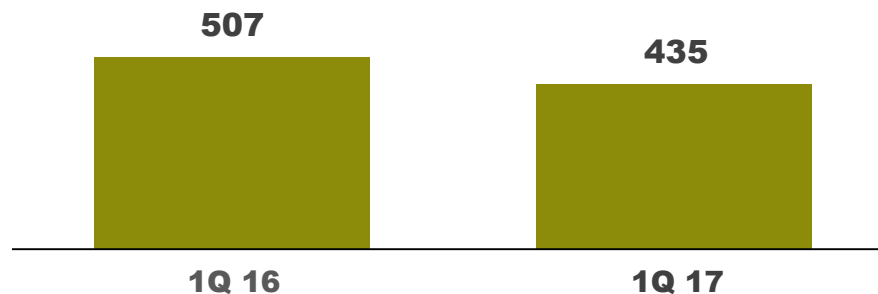




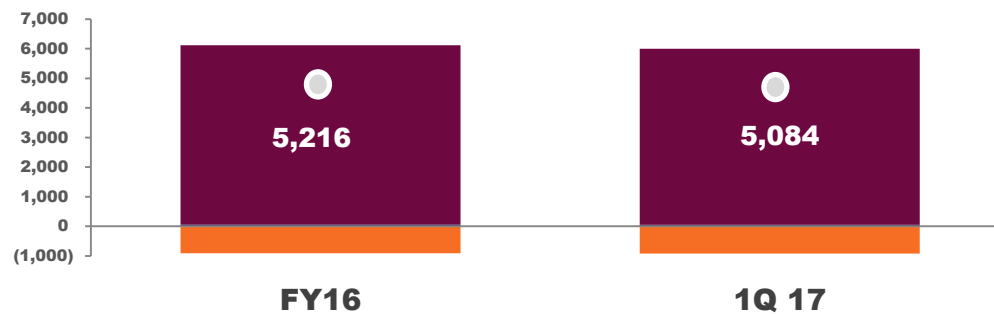
IFRS Revenue and Net Debt

(US\$ millions)

IFRS Revenue

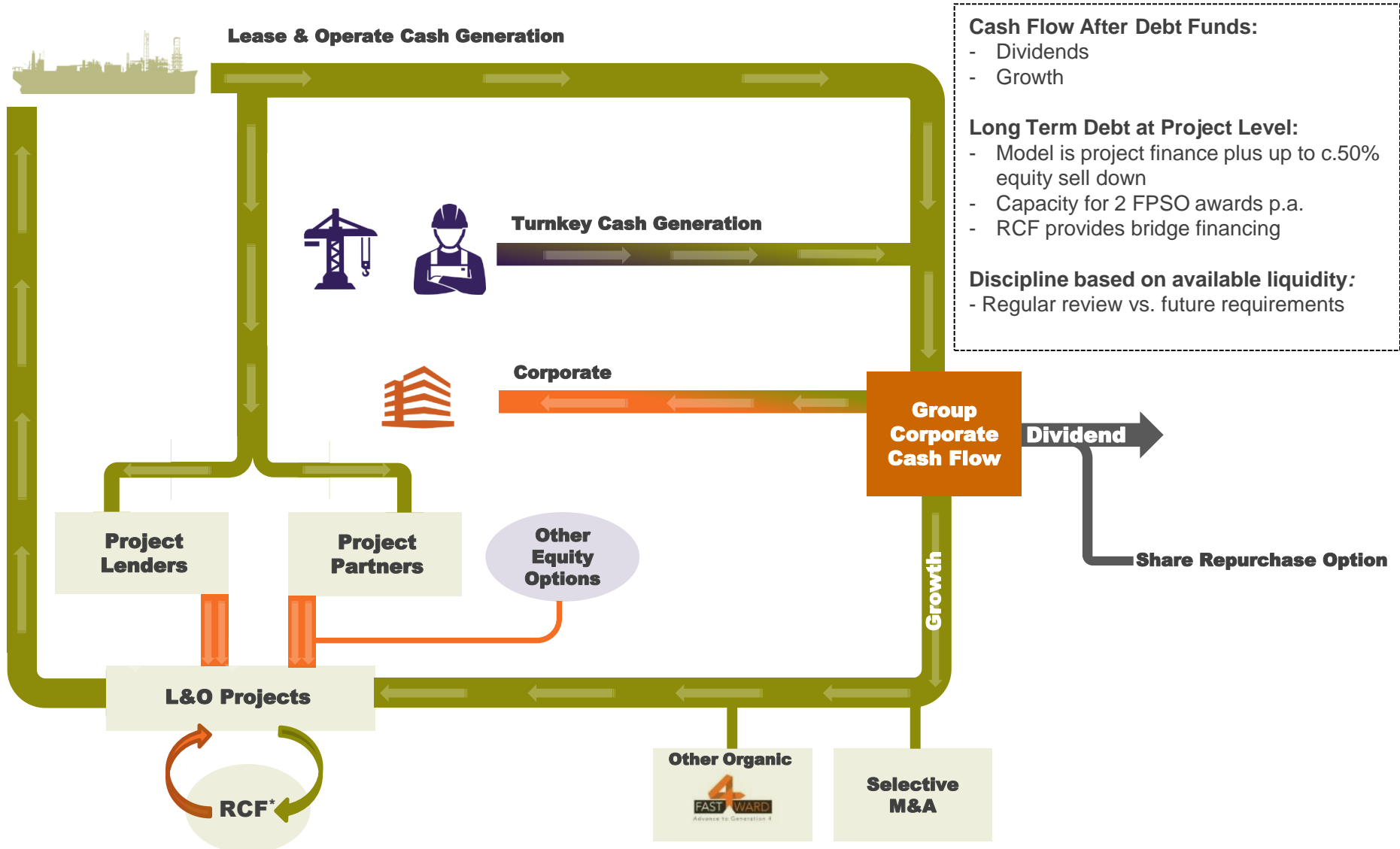


IFRS Net Debt





Cash Flow Model and Allocation



* RCF may also be used for M&A and general corporate purposes



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

(1) *Kikeh* lease classification changed from OL to FL effective 1Q14.

(2) *Yetagun* lease classification changed from OL to FL effective 2Q15.



Group Loans & Borrowings

(US\$ millions)

	Net Book Value as of March 31, 2017		
	Full Amount	IFRS	Proportional (Business Ownership)
PROJECT FINANCE FACILITIES DRAWN			
FPSO <i>Cidade de Paraty</i>	\$ 691	\$ 691	\$ 349
MOPU Deep Panuke	324	324	324
FPSO <i>Cidade de Anchieta</i>	390	390	390
FPSO <i>Cidade de Ilhabela</i>	980	980	610
FPSO <i>N'Goma FPSO</i>	403	-	202
Normand Installer	48	-	24
OS Installer	93	-	23
FPSO <i>Cidade de Maricá</i>	1,373	1,373	769
FPSO <i>Turritella</i>	773	773	425
FPSO <i>Cidade de Saquarema</i>	1,409	1,409	789
REVOLVING CREDIT FACILITY			
Revolving credit facility	(3)	(3)	(3)
OTHER			
Other long-term debt	313	63	0
Net book value of loans and borrowings	\$ 6,794	\$ 6,000	\$ 3,902



Key Characteristics

Amount	<ul style="list-style-type: none"> US\$1.0 billion
Tenor	<ul style="list-style-type: none"> 6 years + one-year extension Door-to-door maturity of 7 years
Accordion Option	<ul style="list-style-type: none"> SBM may request an increase of the Facility to US\$1.25 billion
Opening Margin	<ul style="list-style-type: none"> 70 bps vs. 125 bps applicable in late 2014 under the previous RCF
Financial Ratios	<ul style="list-style-type: none"> Previous definitions kept and slightly fine tuned, in line with previous IFRS standards excluding IFRS 10 & 11 Proportional reporting remains for the calculation of the ratios Holiday Covenant to accommodate lower EBITDA and the leverage peak in 2015 and 1H 2016 (not used to-date)
Permitted Guarantees	<ul style="list-style-type: none"> Completion Guarantees including debt repayment guarantees up to US\$6.0 billion

Covenant Calculations

Solvency Ratio	<ul style="list-style-type: none"> Tangible Net Worth divided by Total Tangible Assets 	Min	1H16	FY16
		25%	32.7%	32.4%
Leverage Ratio	<ul style="list-style-type: none"> Consolidated Net Borrowings divided by Adjusted EBITDA 	Max	1H16	FY16
		4.25	3.6	2.8
Interest Cover Ratio	<ul style="list-style-type: none"> Adjusted EBITDA divided by Net Interest Payable 	Min	1H16	FY16
		4.0	6.9	6.0

All covenants are satisfied



Revised RCF Covenant Definitions

Key Financial Covenant	Definition
Solvency Ratio	<ul style="list-style-type: none"> ■ Tangible Net Worth⁽¹⁾ divided by Total Tangible Assets⁽²⁾ > 25%
Leverage Ratio	<ul style="list-style-type: none"> ■ Consolidated Net Borrowings⁽³⁾ divided by Adjusted EBITDA⁽⁴⁾ <ul style="list-style-type: none"> – <3.75x at June 30, 2016 – <4.25x at December 31, 2016 – <4.50x at June 30, 2017 – <4.25x at December 31, 2017 – <3.75x thereafter ■ <i>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⁽⁵⁾ divided by Adjusted EBITDA⁽⁴⁾ < 2.75</i> <ul style="list-style-type: none"> – <i>This only applies to the period starting from June 30, 2015 to June 30, 2016</i>
Interest Cover Ratio	<ul style="list-style-type: none"> ■ Adjusted EBITDA⁽⁴⁾ divided by Net Interest Payable⁽⁶⁾ > 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.

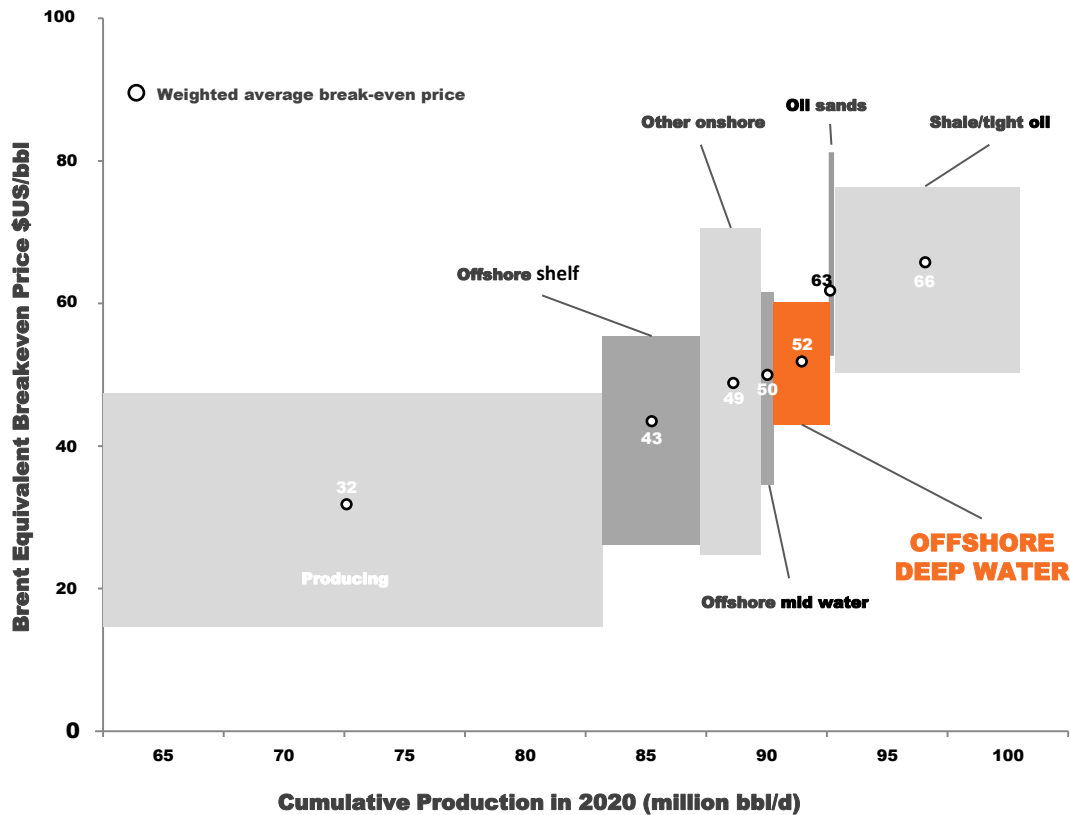
(4) Consolidated earnings before interest, tax and depreciation of assets and impairments of SBM Offshore N.V. in accordance with IFRS except for all lease and operate joint ventures being then proportionally consolidated, adjusted for any exceptional or extraordinary items, and by adding back the capital 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.



Liquids Cost Curve



Deep water competitive

Development costs decreased across the board

Deep water competitive



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