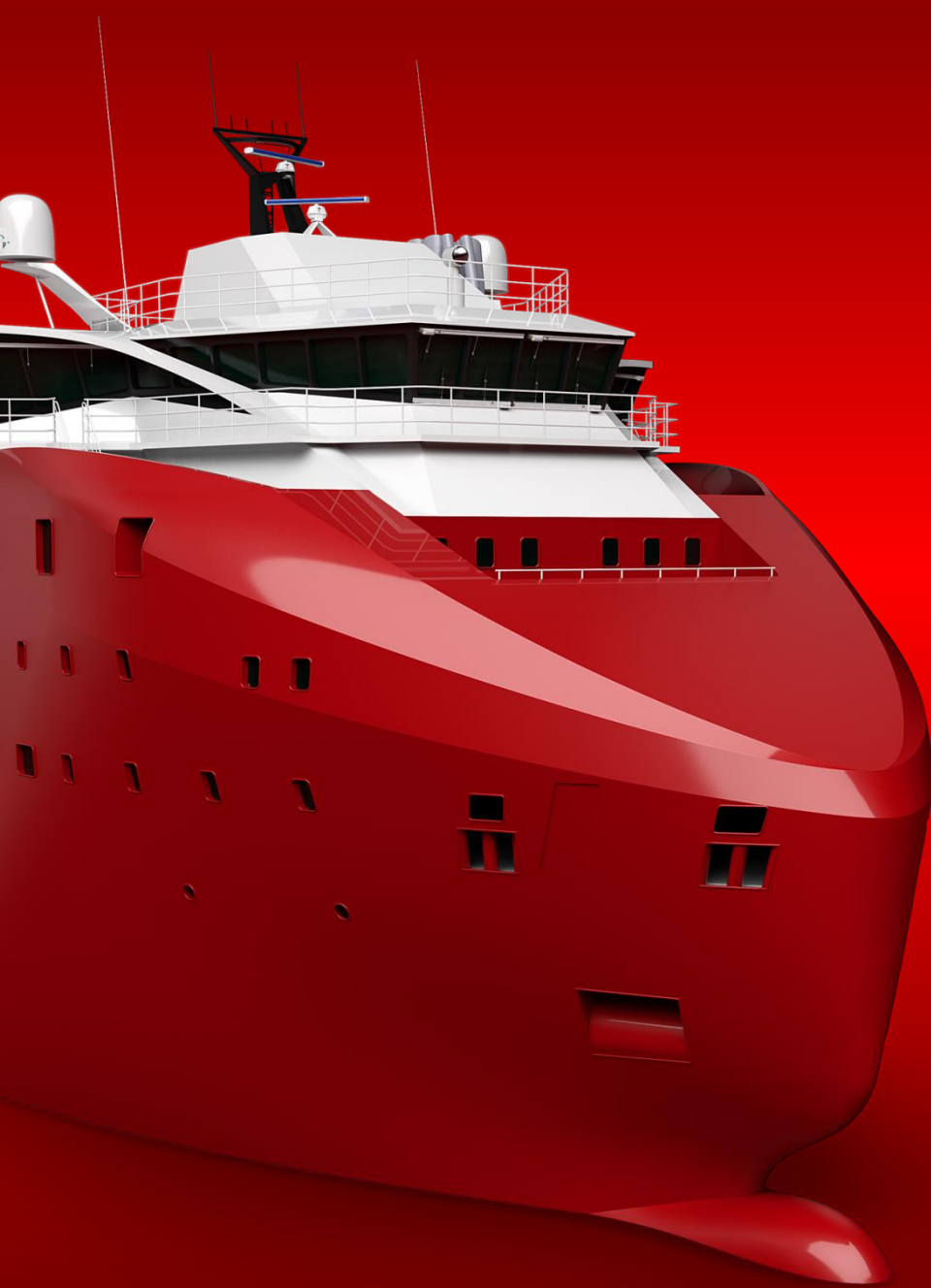


built on trust™



VARD™

a Fincantieri company

Disclaimer

This presentation should be read in conjunction with Vard Holdings Limited's results for the period ended 31 December 2013 in the SGXNet announcement. Financial figures are presented according to SFRS.

This presentation may contain forward-looking statements that involve risks and uncertainties. Such forward-looking statements and financial information involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements and financial information. Such forward-looking statements and financial information are based on numerous assumptions regarding our present and future business strategies and the environment in which we will operate in the future. As these statements and financial information reflect our current views concerning future events, these statements and financial information necessarily involve risks, uncertainties and assumptions. Actual future performance could differ materially from these forward-looking statements and financial information. You are cautioned not to place undue reliance on these forward looking statements, which are based on the Company's current view of future events.



4Q and FY 2013 Results Presentation

Vard Holdings Limited

25 February 2014

4Q 2013 Highlights

- **Revenue** of NOK 3 093 million, up by 22.5% compared to 4Q 2012
- **EBITDA** of NOK 158 million, down from NOK 287 million in 4Q 2012 but up compared to previous two quarters
- **EBITDA margin** (EBITDA to total operating revenues) of 5.1% (4Q 2012: 11.4%)
- **Order intake** of NOK 2 233 million. Order intake may vary significantly on a quarter-by-quarter basis
- 41 vessels in the **order book** as at 31 Dec. 2013, of which 23 are VARD designs
- **Stable operations** in Europe and Vietnam, with majority of investments in facilities upgrades completed
- **Niterói** shipyard in Brazil with further delays and cost overruns, impacting overall profitability; **new shipyard** Vard Promar largely completed and construction of first vessels progressing
- **Positive outlook** for new orders from repeat and new clients

4Q 2013

Business update

2013 in review

- Highest order intake since 2007
- Highest year-end order book value since 2008, equivalent to ~21 months of 2013 revenues
- Largest order in the company's history secured
- Established or renewed client relationships with key global players in the OSV and subsea industries
- Shift in project portfolio towards larger and more complex vessels
- Established leading position in the OSCV segment based on extensive R&D and solid track record of project execution
- Successful delivery of 22 complex projects world-wide
- On-schedule start of operations in new shipyard in Brazil
- Operational challenges in one out of ten shipyards globally

Vessel deliveries and new contracts – 4Q 2013

Vessel deliveries

1 AHTS

- Skandi Iceman from Vard Søviknes (Norway) to DOF

2 PSVs

- Demarest Tide from Vard Aukra (Norway) to Tidewater
- Island Duchess from Vard Brevik (Norway) to Island Offshore

1 OSCV

- Siem Dyna 2 from Vard Brattvaag (Norway) to Siem Offshore

1 other specialized vessel

- Gadus Njord (fishing vessel) from Vard Brattvaag (Norway) to Havfisk

New contracts

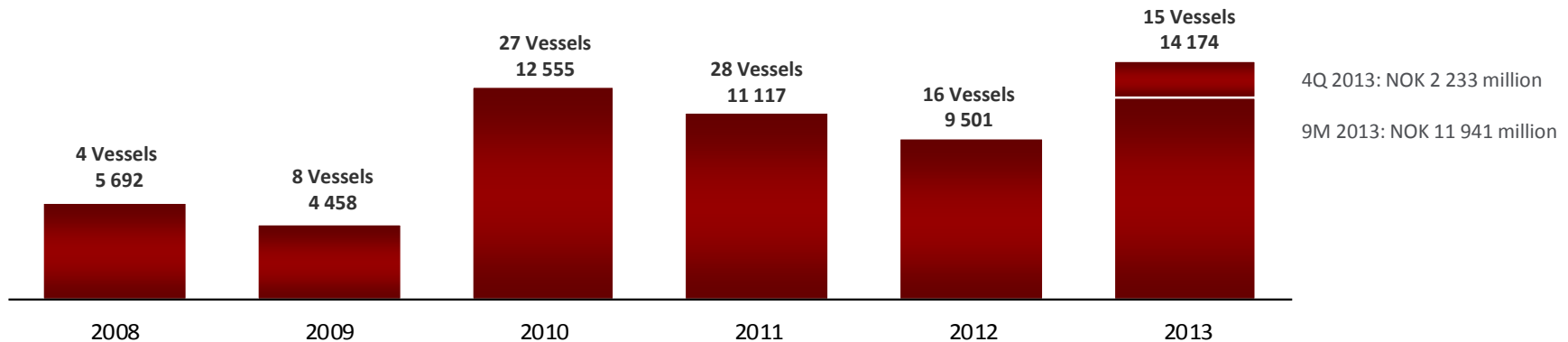
Three new vessel contracts secured in 4Q 2013

- 1 advanced offshore support vessel for Island Offshore
- 1 OSCV for Harkand Group
- 1 other specialized vessel (survey vessel) to Circle Maritime Invest

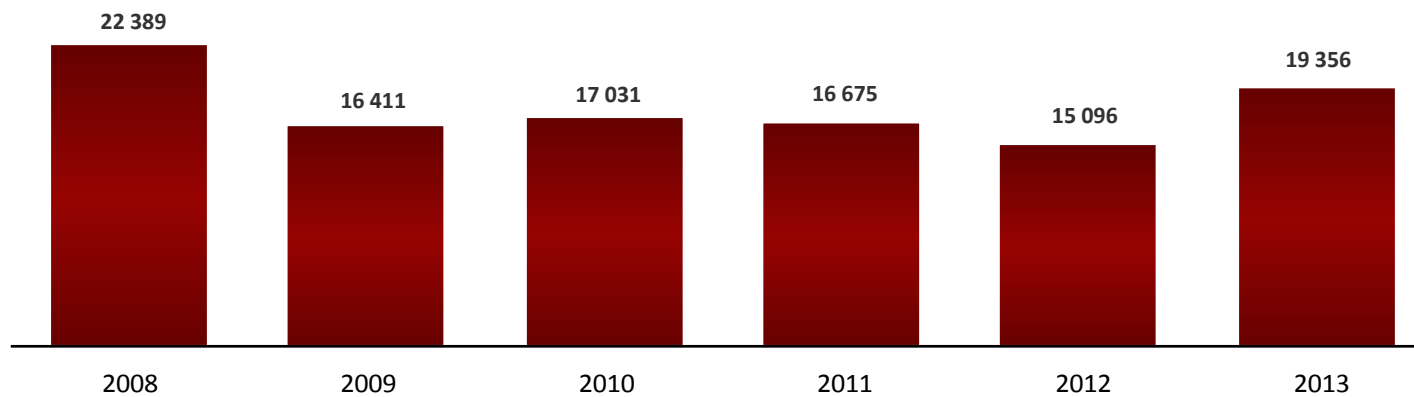
As at 31 December 2013, the Group had 41 vessels in the order book, 23 of which will be of VARD's own design.

Order book development

New order intake during the period (NOK million)¹⁾



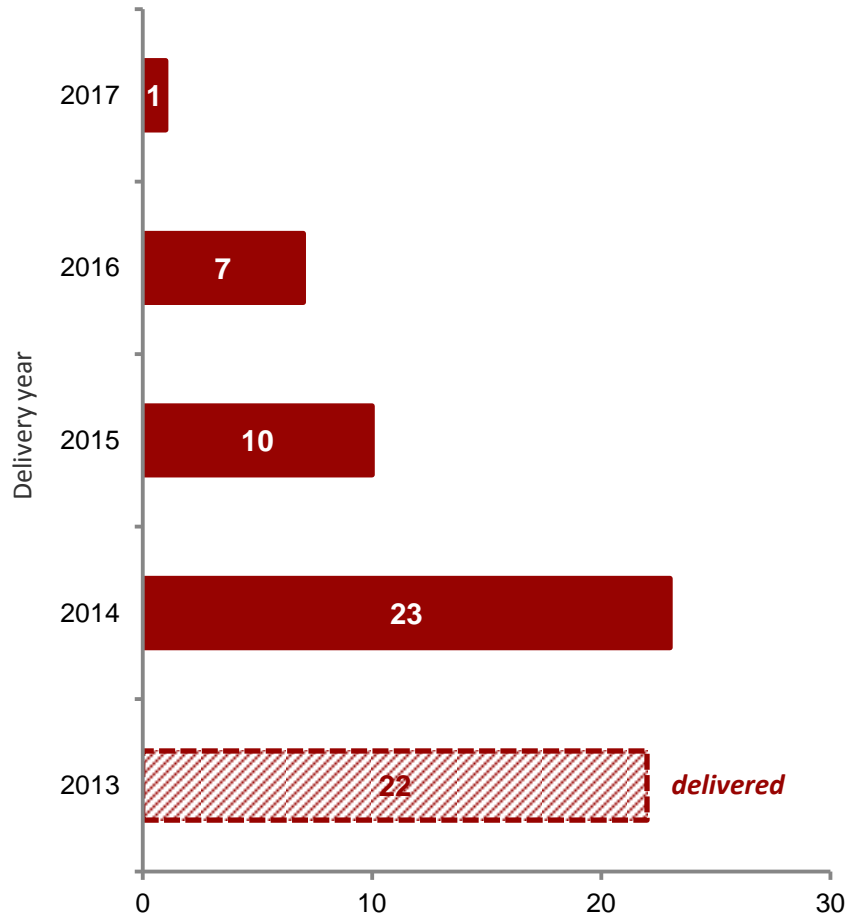
Order book value at the end of the period (NOK million)¹⁾



1) Includes firm orders only. Includes variation orders and trading packages

Order book status

Order book as of 31 December 2013 (# of vessels)



Delivery year	Norway / Romania	Brazil	Vietnam	Total
2017		1 OSCV		1
2016	3 OSCV	1 OSCV 3 Other		7
2015	2 PSV 3 OSCV 1 Other	1 AHTS 3 Other		10
2014	2 AHTS 5 PSV 5 OSCV 4 Other	2 AHTS 1 PSV 2 Other	2 PSV	23
2013	3 AHTS 9 PSV 3 OSCV 4 Other	1 PSV	2 PSV	22

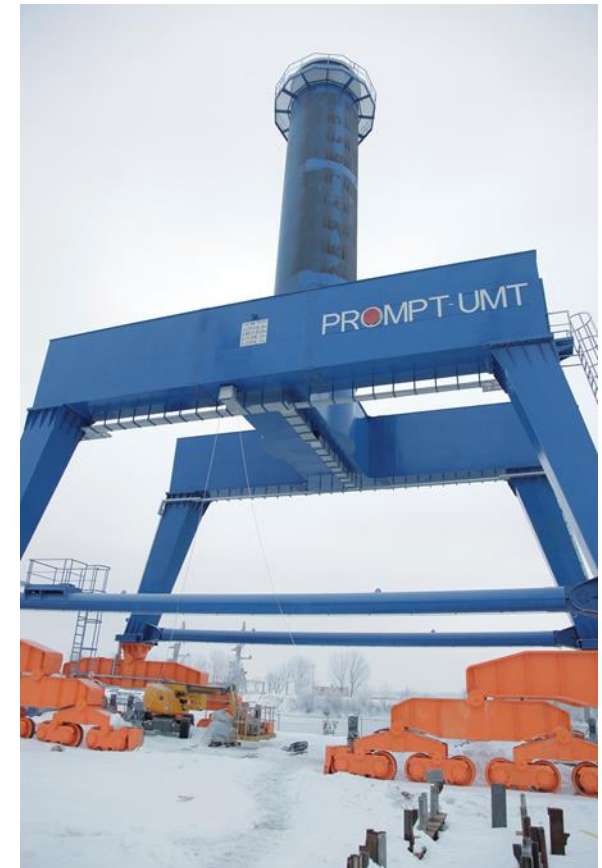
Order book by region and vessel type

By Region	Order book 30 Sept 2013	Deliveries 4Q 2013	Order intake 4Q 2013	Order book 31 Dec 2013
Norway / Romania	27	5	3	25
Brazil	14	-	-	14
Vietnam	2	-	-	2
Total	43	5	3	41

By Vessel Type	Order book 30 Sept 2013	Deliveries 4Q 2013	Order intake 4Q 2013	Order book 31 Dec 2013
AHTS	6	1	-	5
PSV	11	2	1	10
OSCV	13	1	1	13
Other	13	1	1	13
Total	43	5	3	41

Operations – Romania and Norway

- Investment program to upgrade facilities in Tulcea (Romania) nearing completion; first evidence of resulting productivity improvements
 - New blasting and painting halls in operation
 - New pipe center in operation
 - New steel cutting center in operation
 - New 120t cranes under installation
- Successful delivery of several large and complex projects with tight delivery schedules from Norwegian yards
- Balancing of workload becomes more challenging as a result of fewer and larger projects



New 120t crane under installation in Tulcea, Romania

Operations – Vietnam

- Load situation in Vung Tau shipyard still sub-optimal during 4Q, but much improved with PSV contract secured in February
- Floating dock project completed, enabling the yard to take on larger projects
- Strong operational performance
- Further improvement of yard utilization expected from more contracts currently being discussed

Floating dock at the jetty
after sea trials, January 2014



Operations – Brazil (Vard Niterói)

- Further delays and cost overruns incurred
- Still very high load at the yard, but reduced from peak in 4Q 2013
- Staff turnover decreased year-on-year, but still challenging
- Pro 30 (AHTS to DOF) sea trials ongoing; delivery planned in March
- Pro 31-32 outfitting at quayside, Pro 33 under construction on slipway



Pro 30, 31 and 32 at quayside in Niterói

Operations – Brazil (Vard Promar)

- Yard construction largely completed, with few major items remaining
 - Installation of gantry crane by mid-2014
- Ramping up operations to reach the necessary production volume
 - Currently about 930 employees at the yard
 - Recruitment of key personnel challenging, especially in production and technical areas
 - Utilizing VARD's extensive network to build the organization with experienced shipbuilders from Brazil and abroad
- Vessels under construction
 - EP 01 and EP 02 under construction at Rio Nave shipyard
 - EP 03 in block assembly and hull erection stage
 - EP 04 steel cutting started

Vard Promar - Progress on first vessel (EP 03)

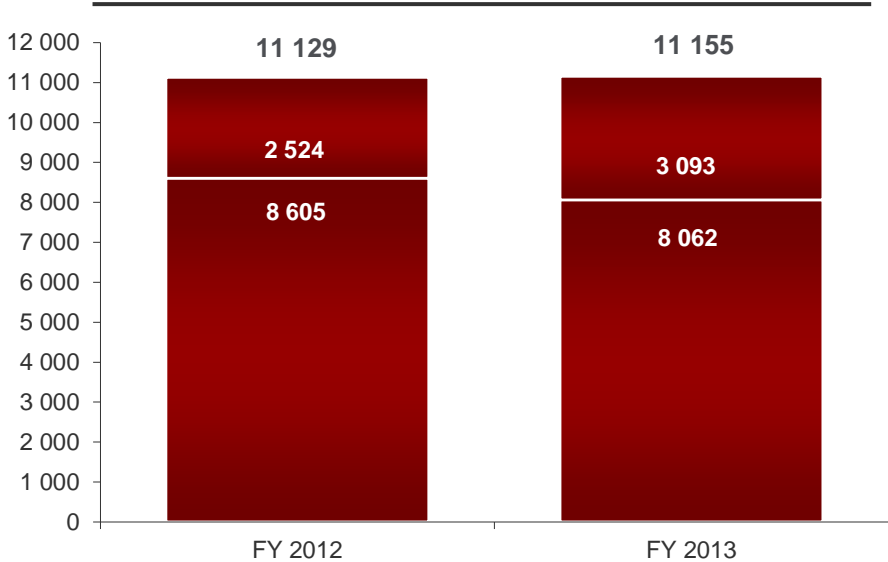


Q4 2013

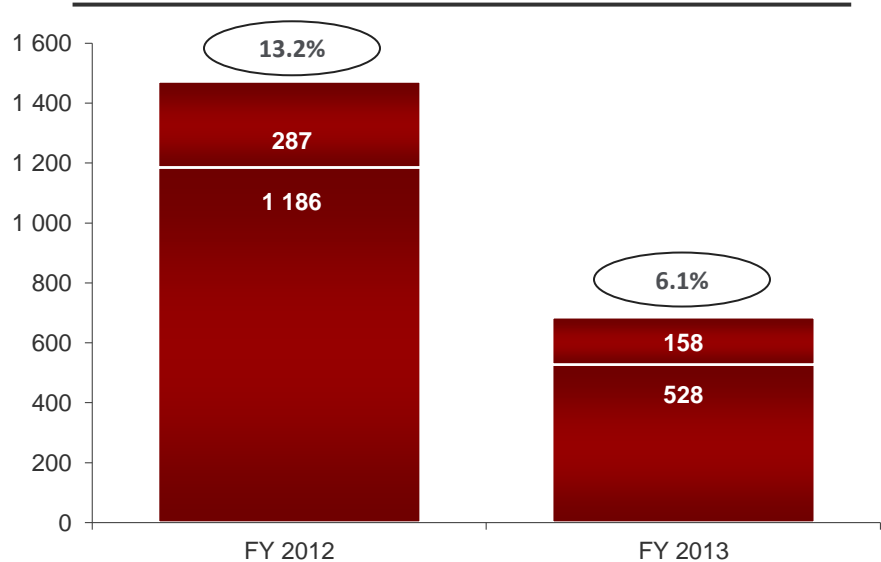
Financial highlights

Revenues and margins

Revenues (NOK million)



EBITDA (NOK million) and EBITDA Margin (%)

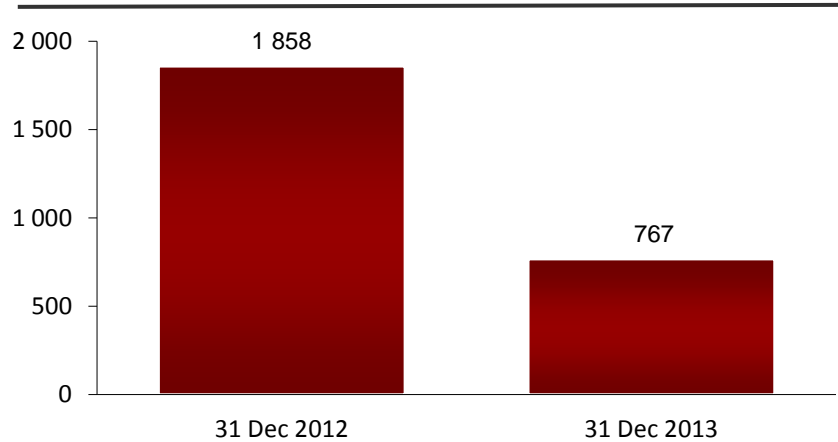


Statement of income – major items

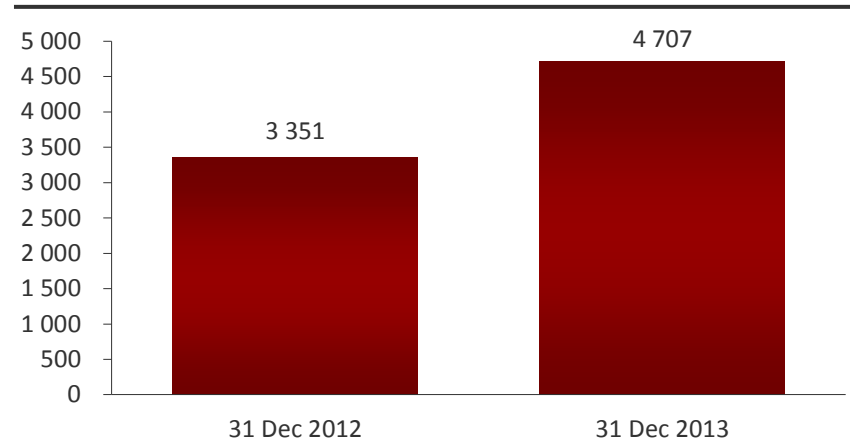
(NOK million)	4Q ended 31 December		Δ (%)	FY ended 31 December		Δ (%)
	2013	2012		2013	2012	
Revenue	3 093	2 524	22.5%	11 155	11 129	0.2%
Materials, subcontract cost and others	(2 165)	(1 457)	48.6%	(7 778)	(7 154)	8.7%
Salaries and related costs	(599)	(567)	5.6%	(2 129)	(1 953)	9.0%
EBITDA	158	287	(44.9%)	686	1 473	(53.4%)
<i>EBITDA %</i>	<i>5.1%</i>	<i>11.4%</i>	<i>n/m</i>	<i>6.1%</i>	<i>13.2%</i>	<i>n/m</i>
Operating profit	113	210	(46.2%)	480	1 305	(63.2%)
Net financial income / (cost)	(31)	(18)	n/m	8	18	(55.6%)
Profit before tax	87	92	(5.4%)	497	1 225	(59.4%)
Profit for the period	106	13	715.4%	300	791	(62.1%)

Cash and cash equivalents, and construction loans

Net Cash (NOK million)¹

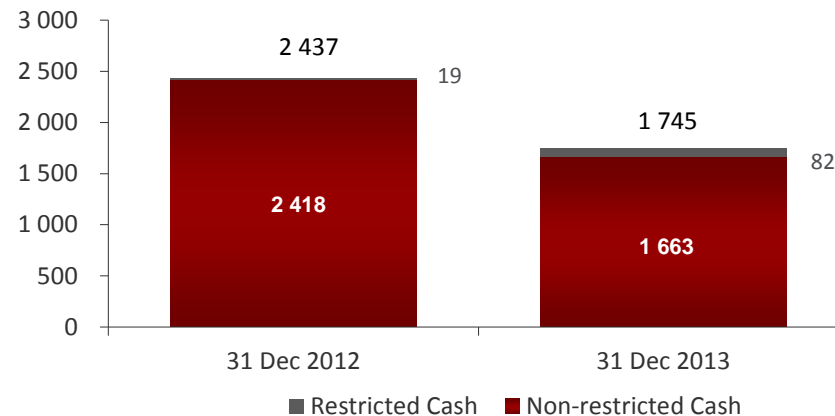


Construction Loans (NOK million)



(1) Cash and cash equivalents less sum of short-term and long-term interest bearing liabilities, excluding construction financing

Cash and Cash Equivalents (NOK million)



Major balance sheet items

(NOK million)	As at	
	31 December 2013	31 December 2012
Non-current assets	3 281	2 409
Current assets	10 533	10 404
Total assets	13 814	12 813
Total equity	3 708	3 216
Loans and borrowings and construction loans	5 012	3 385
Trade and other payables and construction work in progress	3 616	4 319
Other current liabilities	595	1 096
Long-term loans and borrowings	673	545
Other non-current liabilities	210	252
Total liabilities	10 106	9 597
Total equity and liabilities	13 814	12 813

Cash flow highlights

(NOK million)	4Q ended 31 December		FY ended 31 December	
	2013	2012	2013	2012
Cash flows from operating activities	43	153	(341)	993
Cash flows from investing activities	(175)	(164)	(853)	(631)
Cash flows from financing activities	47	108	419	(956)
Net change in cash and cash equivalents	(85)	97	(775)	(594)
Cash and cash equivalents excluding restricted cash at the beginning of the financial period	1 747	2 332	2 418	3 035
Effects of currency translation differences	1	(11)	20	(23)
Cash and cash equivalents excluding restricted cash at the end of the financial period	1 663	2 418	1 663	2 418
Restricted cash at the end of financial period	82	19	82	19
Cash and cash equivalents at the end of the financial period	1 745	2 437	1 745	2 437

Earnings per share

	4Q ended 31 December		FY ended 31 December	
	2013	2012	2013	2012
Earnings for the period (NOK millions)	113	26	357	804
Earnings for the period (SGD millions)	23	6	74	176
Weighted average number of shares (millions)	1 180	1 180	1 180	1 180
Earnings per share (NOK)	0.10	0.02	0.30	0.68
Earnings per share (SGD cents)	1.95	0.51	6.27	14.92
Adj. weighted average number of shares (millions)	1 180	1 182	1 180	1 182
Diluted earnings per share (NOK)	0.10	0.02	0.30	0.68
Diluted earnings per share (SGD cents)	1.95	0.51	6.27	14.89
Exchange rates (SGD/NOK)	4.809	4.557	4.809	4.557

Note: Earnings per ordinary share for the financial period attributable to equity holders of the parent.
SGD amounts are translated from NOK based on the exchange rates prevailing at the reporting dates.

Net asset value per share

	As at	
	31 December 2013	31 December 2012
Net asset value at the end of the period (NOK millions)	3 688	3 151
Net asset value at the end of the period (SGD millions)	767	691
Number of shares (millions)	1 180	1 180
Net asset value per ordinary share (NOK)	3.13	2.67
Net asset value per ordinary share (SGD)	0.65	0.59
Exchange rate (SGD/NOK)	4.809	4.557

Note: Net asset value at the end of the financial period, and at the end of the last financial year, attributable to equity holders of the parent.

SGD amounts are translated from NOK based on the exchange rates prevailing at the reporting dates.

Dividend recommendation

- While the long-term dividend policy of paying minimum 30% of distributable profits per annum remains unchanged, the Board intends to recommend no dividend payment for FY 2013
- The Board's recommendation reflects the company's exceptional situation in 2013
 - Payment of extraordinarily high dividend in previous financial year (85% of FY 2012 profits)
 - Record high investment program in 2013 (Brazil, Romania, Vietnam)
 - Sharp decline in profitability
 - Cash requirements to fund working capital for expanding portfolio of large projects

4Q 2013

Outlook

Outlook

- Growth in Exploration & Production (E&P) spending expected to continue despite concerns over rise in production cost in the oil & gas industry
- Rig fleet continues to expand; wells are growing deeper and fields moving farther from shore, all driving demand for larger and more advanced OSVs
- Positive outlook for new order wins for 2014
 - Continued strong demand from subsea support and construction vessel segment
 - Opportunities for high-end AHTS on the back of higher rig count, demand from Arctic exploration, and limited fleet growth in recent years
- Diversifying client base; larger and more international clients in addition to core repeat customers
- Shift towards larger and more complex projects including turn-key delivery of advanced topside equipment
- Improvements in financial performance expected for 2014
- Brazil yard performance is key in the short and medium term



4Q 2013

Q&A