

# DP World's acquisition of Topaz Energy and Marine Limited

A leading international provider of critical logistics and solutions to the global energy industry

2 July 2019

# DP World's acquisition of Topaz: transaction overview

## DP World acquires Topaz at an attractive valuation, with the business expected to meet DP World's returns criteria

- 100% of Topaz acquired for an enterprise value of US\$1,079m<sup>1</sup> representing an attractive multiple for DP World
- Additionally as part of the transaction, DP World is supporting Topaz in acquiring an additional 25% stake in Topaz's JV (increasing to 75%).
- Pro forma impact on DP World's FY2018 net leverage is expected to be an increase of **0.2x** to 3.0x
- The acquisition is expected to meet DP World's returns criteria and will be earnings and margins accretive from the first full year
- The transaction is expected to close in the second half of 2019, and is subject to customary completion conditions and regulatory approvals



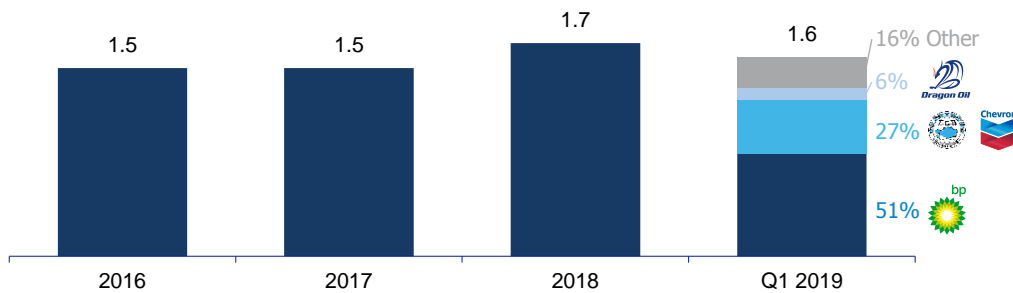
<sup>1</sup> Enterprise value shown on an adjusted economic basis. The consideration for the JV stake increase is not included in the enterprise value

# Topaz: a leading international OSV provider

**Topaz Energy and Marine Limited (Topaz) is a leading international OSV company, providing marine logistics services and solutions to the global energy industry, enabling trade for the oil and gas market**

- Topaz owns and operates offshore support vessels, contracted to major IOCs and NOCs globally. As at March 2019, Topaz operated a relatively young fleet of 117 vessels with a market leading contract backlog and fleet utilisation rates
- The company operates in four key operating segments; Caspian (64 vessels), MENA/Subsea (20 vessels), Africa (13 vessels) and Solutions (20 vessels)
- The strong contract backlog provides strong forward revenue visibility and stability, with increased IOC/NOC tender activity signalling growing confidence in the E&P sector
- In FY2018, Topaz generated revenues of US\$349m and EBITDA of US\$190m

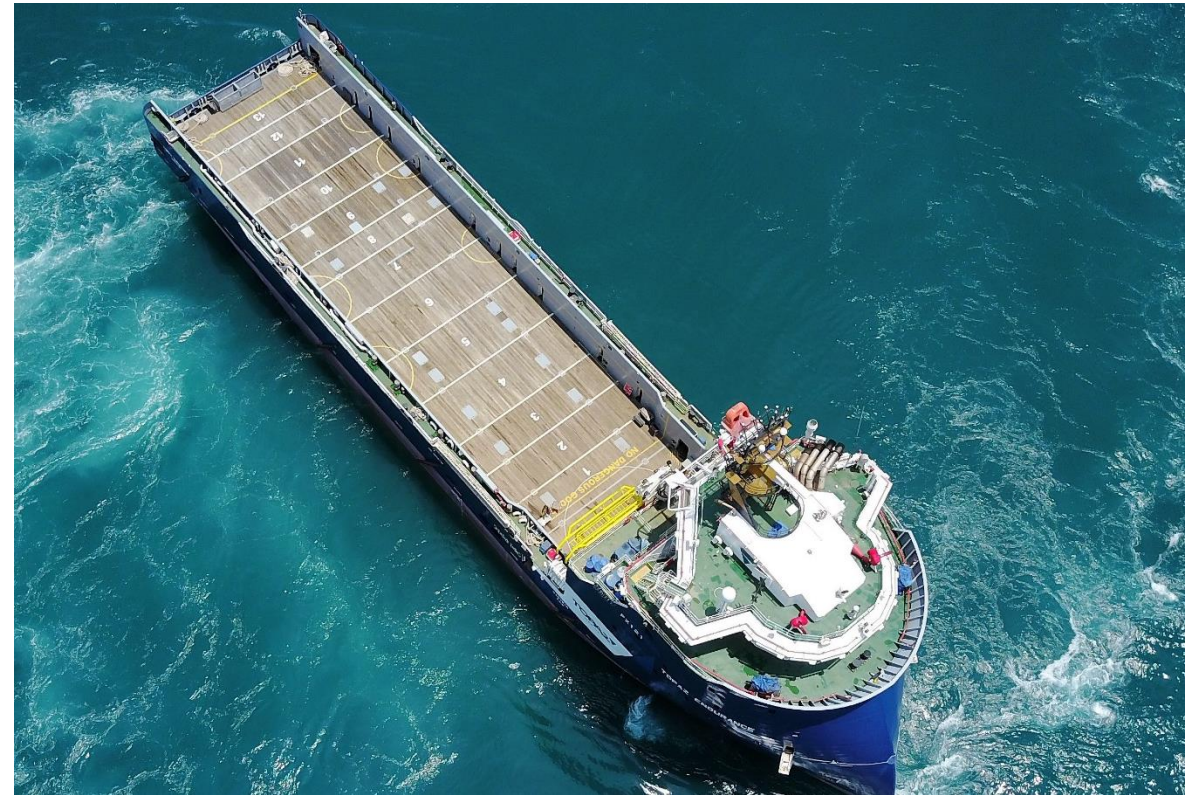
## Historical contract backlog (US\$bn)



# Topaz: strengthening DP World's marine services offering

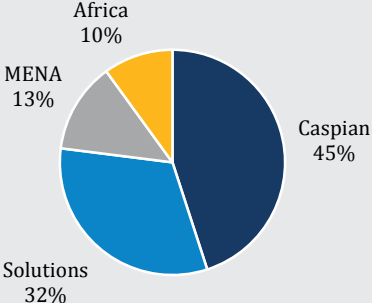
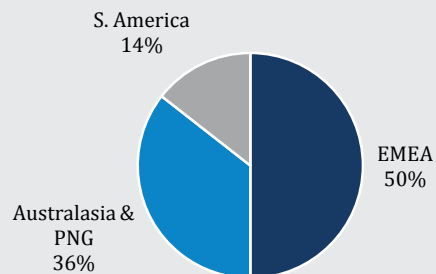
**The acquisition of Topaz aids DP World in its aim to be a world leading provider of trade-related solutions, increasing our presence in the global logistics and maritime services industry**

- DP World intends to combine Topaz with our existing marine services business, P&O Maritime Services
- Topaz is expected to strongly benefit from both operating and capital efficiencies within the DP World family
- P&O Maritime Services has evolved from a solutions provider to the offshore oil & gas industry to include ownership and management of specialist vessels, offshore renewables, river barging, chartering, port services and world class logistics solutions
- Alongside P&O Maritime Services, the acquisition presents an opportunity for DP World to strengthen its marine services business, offering customers a wider range of solutions
- Overall, Topaz offers a compelling strategic and financial fit for DP World



# Topaz: strengthening DP World's marine services offering



<b>Fleet</b>	<b>Number of ships</b>	117 (primarily OSVs)	281 (primarily tugs/barges and other small vessels)
<b>FY18 financials</b>	<b>Revenue and EBITDA</b>	<b>US\$349m</b> Revenue  <b>US\$190m</b> EBITDA	<b>US\$230m</b> Revenue  <b>US\$80m</b> EBITDA
<b>Geographic exposure</b>	<b>FY18 revenue split by operational location</b>	 <p>Africa 10%</p> <p>MENA 13%</p> <p>Solutions 32%</p> <p>Caspian 45%</p>	 <p>S. America 14%</p> <p>Australasia &amp; PNG 36%</p> <p>EMEA 50%</p>

# Q&A

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