



Company presentation – Belships ASA

May 2019



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Key investment highlights

Pure play midsize dry bulk company

Proud heritage with a proven track record since 1918

Positioned to benefit from tightening market balance

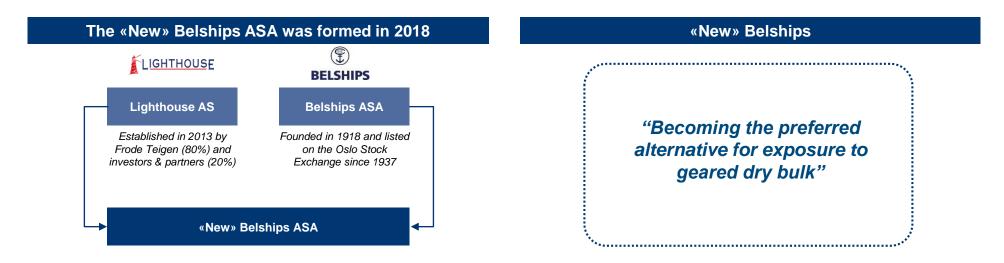
Fully integrated

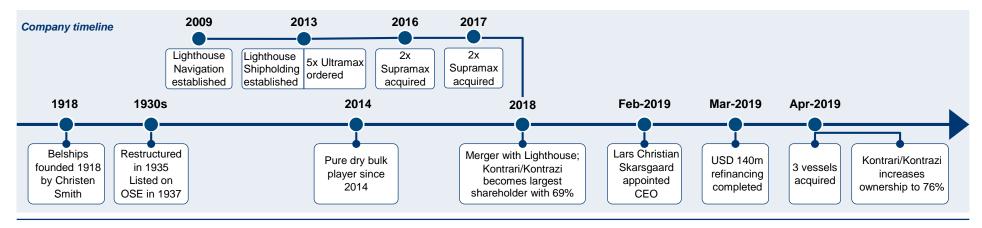
Proven ability to deliver accretive growth

Attractive contract portfolio and spot market performance



Building on 100 years of shipping heritage





Source: Company information



Creating the best in-class listed dry bulk company







Belships is a pure play, fully integrated owner and operator of geared dry bulk vessels with three profitable operating segments

Shipowning¹



Belships Management



10x Ultramax



9x Supramax



Commercial Operations delivering outsized spot market performance and operating profits



Complete in-house technical management and crewing platform

Pure play on the dry bulk market, with a attractive spot market exposure and current charter backlog² of ~USD 30m

Sales

EBITDA 77%

Sales



EBITDA



Sales



EBITDA



Q1 2019 figures

¹⁾ Including recent acquisition of 3 supramax/ultramax vessels and long term TC and BB charters and one newbuilding contract 2) Includes TC agreements post Q1 2019 with Belforest and Belnippon

Modern uniform fleet with average age of 7 years

	Vessel	Туре	Built	DWT	Yard	Ownership
10x Ultramax	Imabari Newbuild	Ultramax	2020	63,000	Imabari	TC-in ¹
	Belnippon	Ultramax	2018	63,000	Imabari	TC-in ²
	Belisland	Ultramax	2016	61,000	Imabari	BB-in ³
	Belinda	Ultramax	2016	63,200	Hantong	Owned
	Belmont	Ultramax	2016	63,200	Hantong	Owned
	Belatlantic	Ultramax	2016	63,200	Hantong	Owned
	Bellight (prev. Sofie Victory)	Ultramax	2016	63,000	New Times	Owned ⁵
	Belforest	Ultramax	2015	61,000	Imabari	BB-in ⁴
	Belpareil	Ultramax	2015	63,200	Hantong	Owned
	Belsouth	Ultramax	2015	63,200	Hantong	Owned
	Belocean	Supramax	2011	58,000	Dayang	Owned
	Belnor	Supramax	2010	58,000	Dayang	Owned
	Belstar	Supramax	2009	58,000	Dayang	Owned
max	Belorient	Supramax	2008	50,292	PT Pal	Owned
upra	Belfort	Supramax	2008	50,292	PT Pal	Owned
9x Supramax	Belcargo (prev. Viola)	Supramax	2008	58,700	Tsuneishi	Owned ⁵
	Belpacific	Supramax	2007	50,198	PT Pal	Owned
	Belfri (prev. Sephora)	Supramax	2007	55,866	Kawasaki	Owned ⁵
	Beleast	Supramax	2006	50,223	PT Pal	Owned
	Total of 19 vessels	Supra/Ultramax	7 years	1.1 million DWT		

¹⁾ Time charter period of 8+1+1 years from Feb-20 with purchase options after the fourth year 2) Time charter period of 8+1+1+1 years from Jan-18 with purchase options after the fourth year

³⁾ Bareboat charter lease period of 15 years from Mar-16 with purchase options after the fifth year 4) Bareboat charter lease period of 12 years from Sep-15 with purchase options after the third year

⁵⁾ To be delivered between end of May and 15 August 2019

Shipowning

Charter backlog

Optimised mix of charter and spot market exposure

Charter period **Net TC rate** Vessel 2019 2020 2021 Imabari Newbuild Under construction Open Belnippon Carqill USD 10.8k/d Belisland Canpotex USD 17.3k/d 10x Ultramax Belinda Spot Belmont Spot Belatlantic Spot ED&F Man Shipping Bellight USD 11.0k/d1 Belforest Cargill USD 10.7k/d Belpareil Spot Western Bulk Belsouth USD 12.0k/d Cargill Belocean USD 11.6k/d Belnor Canpotex USD 16.0k/d Belstar Canpotex USD 16.0k/d Supramax Belorient Spot Belfort Spot Spot Belcargo Belpacific Spot Belfri Spot Beleast Spot

Solid charter counterparties



One of the world's largest potash Canpotex exporters, selling about one-third of global capacity



Largest private US company by revenue, with major business areas within agricultural services



Specialist merchant of agricultural commodities, trading specifically in sugar, grains, coffee, molasses, animal feed and pulses

■ Western Bulk

Worlds third largest operator of Supramax vessels with a commercially controlled fleet over 150 ships

Fixed charter backlog of USD 30m

¹⁾ Rate based on 106% of BSI index with a net minimum floor of USD 10.9k/d (above current market levels)



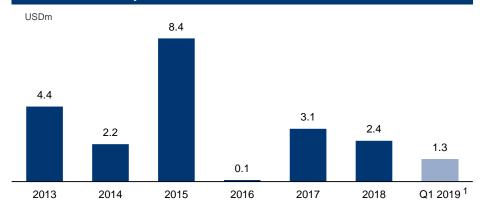
Lighthouse Navigation (50.01% owned) – operator with proven track record of profitability through the cycle

Commercial Operations

Shipowning

- Lighthouse Navigation offers customised transportation services for dry bulk charterers, generating revenues of USD 85m in 2018
- Operations commercially controlled by an international team of experienced professionals from the offices in Bangkok
- 50.01% of the company owned by Belships ASA, the rest by employees
- Average EBITDA for 2013-2018 of USD 3.4m
 - Positive EBITDA since year 1 after starting up in 2009

EBITDA development



Lighthouse Navigation – Commercial Operations



- Lighthouse Navigation commercially manages Belships' fleet of Supramax and Ultramax bulk carriers.
- With a proven track record, Lighthouse Navigation has consistently out-performed the spot market during the last four



- In addition to the Belships fleet, Lighthouse Navigation operates a significant number of chartered-in Supramax/Ultramax tonnage (2018: 18-20 vessels)
- The charter commitments are mainly short-term contracts



- Lighthouse Navigation's liner service, Orient Asia Lines (OAL) runs a regular service from South East Asia to Middle-East and Fastern Mediterranean
- Shippers and receivers are all long-term clients, booking parcels of various quantities on a very regular basis



Lighthouse Navigation offers a full and comprehensive port agency service throughout Thailand, including cargo brokerage and logistics, through the agency company Siam Thara

¹⁾ Excluding 10 vessels from Belships ASA which will come into the portfolio by Q2 and early Q3 2019 and onwards, adding potential growth



Technical management – managing costs while profitably serving 3rd parties

Belships Management – Technical Operations

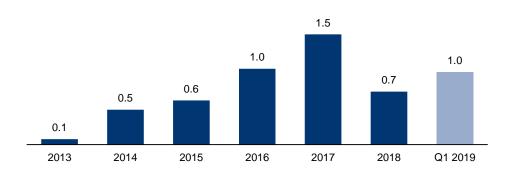
- Belships is engaged in technical management activities through Belships Management in Singapore including Tianjin and Shanghai in China
- The companies handle technical maritime operation for Belships ships and on behalf of other shipping companies
- Competitive crew management, especially for Chinese and Burmese crew through JVs in China and Myanmar, but also Malaysian, Indonesian, Indian and East European.
- In addition, Belships has an associate company in Manila offering Filipino crew management

Client base Malaysian Client **Ultrabulk** owner **BELSHIPS** Technical & Type of Technical & Technical & Crewing Crewing service crewing crewing crewing Number of 4 12 4 13 vessels Client 1996 2011 1984 2018 2004 since

EBITDA development

USDm

Shipowning



Technical:
17 ships¹

Crewing:

34
ships1

35+ years of technical and crew management experience

¹⁾ Including the three vessels acquired with delivery within 2 months



Three recent vessel acquisitions signed proving ability to execute on strategy of accretive fleet growth



¹⁾ Estimated based on approximately 11m shares, to be determined upon transaction closing

²⁾ Final share issue to be determined upon closing of transactions



Strong sponsor in Kontrari/Frode Teigen, industrialist and owner with proven track record



Kontrari / Kontrazi is owned by Frode Teigen, the main sponsor behind Belships ASA

global technology and services supplier to the aquaculture industry

400 million USD in revenues

1,500 employees # of FTEs



66%²

BELSHIPS

x19 Ultra/Supramax carriers in fleet

128 million USD in gross revenue

130 employees # of FTEs







2nd largest ferry operator in passenger and freight traffic between Scandinavia

200 million USD in revenues

800 employees # of FTEs



¹⁾ Egersund Group is the majority owner (62%) in AKVA Group ASA, Frode Teigen has an indirect ownership and control in AKVA Group ASA through a 50% ownership in Egersund Group

2) Post the mandatory offer and M&A transactions

Experienced management and Board of Directors with aligned incentives with shareholders

Management



Lars Christian Skarsgård, CEO

0.4m shares 5.0m options

17m shares

Lars Christian Skarsgård has served as CEO of Belships ASA since 13 March, 2019. Mr. Skarsgård has wide ranging shipping experience from sailing as a deck crew, shipbroking to ship owning and management. Before joining Belships ASA, he served as Director and Global head of S&P with Fearnleys AS. BA Economics from Liverpool University.



Osvald Fossholm, CFO

6k options

Osvald Fossholm has served as Belships CFO since 1993. He graduated from BI Norwegian Business School in 1985 as an accountant, and is also a certified public accountant from the Norwegian School of Economics and Business Administration. He worked at Arthur Andersen & Co from 1985 to 1990, and became financial manager of Belships in 1990.

Board of Directors



Peter Frølich, Chairman of the Board

- Lawyer with vast financial and board member experience
- Currently involved in i.a. Fana Sparebank, Fjord Line AS and Kredittforeningen for Sparebanker



Frode Teigen, Board member

- Owner Kontrari AS and Kontrazi AS
- Majority owner and acting board member in Belships ASA, Egersund Group AS, Fjord Line AS and Nordic Halibut AS
- Held various management positions in Thoresen Thai in addition to being one of the largest shareholders – exit in 2005



Sverre J. Tidemand, Board member

- Owner Sonata AS
- Managing director of Belships from 1979 to May 2011 and previously chairman of the board



Carl Erik Steen, Board member

50k shares

- Extensive experience in ship finance
- Currently Chairman of the BoD in Euronav and board member in several companies i.a. Bertel O. Steen Holding AS and Wilh. Wilhelmsen Holding ASA



Sissel Grefsrud, Board member

- Director of ABN Amro Bank's Energy & Transportation division.
- Previously been an executive in the Songa Group and First Olsen Tankers Ltd.



Jorunn Seglem, Board member

- CEO and board member Knutsen Ballast Water AS
- Board member Knutsen Nyk Offshore Tankers AS



Birthe Cecilie Lepsøe, Board member

- · Partner, Vest Corporate Advisors AS
- Board member in several companies,
 i.a. Inventura Group AS, Smedvig AS and Sparebank 1 SR-Bank ASA



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Q1 highlights

Q1 2019 highlights

- Strong commercial performance in Q1 with achieved net TC rate in Q1 of USD 11,359 per day
- Strong operational performance EBITDA of USD 10.1m and net result of USD 2.5m
- Continued strong performance from Lighthouse Navigation and Belships Management with EBITDA contribution of total USD 2.3m
- Secured USD 140m loan facility at attractive levels including an accordian tranche of USD 30m available for fleet expansion
- Appointed new CEO Lars Christian Skarsgård

Events subsequent to quarter end

- Acquired two Supramax vessels and one Ultramax vessel during April in ship-for-share transactions
- Completion of mandatory offer acceptance of 7.3% of the issued shares
- Increased backlog
 - Belforest on a 12-month TC of net USD 10,700/day
 - Belnippon on a 8-month TC of net USD 10,800/day
 - Belsouth on a 7-month TC of net USD 11,950/day

Key performance indicators

Average TCE Q1-19: USD 11,359/day

Spot TCE USD 9,587/day
Net BSI TCE USD 7,634/day¹

Lighthouse Navigation EBITDA: USD 1.3m

Average opex/vessel: USD 4,418/day

Belships Management EBITDA: USD 975.000

Spot guidance Q2-19: 87% booked at ~USD 10,800/day

1) Net of address commission of 3.75%

16



Recent activity post merger – Pushing the growth agenda

Appointment of Lars Christian Skarsgård, former Global Head of S&P at Fearnleys AS, as new CEO in Belships ASA

New CEO in place

Acquisition of a 58,700 dwt bulk carrier built in the Philippines in 2008. PP of USD 13.0 million, of which half will be paid in cash and the remaining consideration will be settled through a proposed issue of new Belships shares at NOK 7

Acquisition of supramax bulk carrier

Acquisition of a 55,866 dwt bulk carrier built by Kawasaki Heavy Industries, Japan in 2007. PP of USD 12.0 million, of which half will be paid in cash and the remaining consideration will be settled through a proposed issue of new Belships shares at NOK 7

Acquisition of supramax bulk carrier



Refinancing of Belships

Secured a USD 140 million loan facility. An initial tranche of USD 110 million will replace Belships existing loan and strengthen the Group's working capital. An accordion tranche of USD 30 million will be available for fleet expansion (hunting license)

Acquisition of ultramax bulk carrier

Acquisition of a 63,000 dwt bulk carrier built at New Times in 2016. Includes USD 14 million debt and T/C contract. Of the net consideration of approximately USD 10.5 million, USD 2.0 million will be paid in cash while the remaining amount will be settled through a proposed issue of new Belships shares at NOK 7

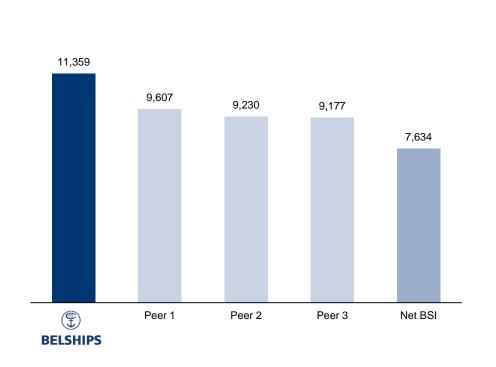
Market capitalization of approx. USD 165 million

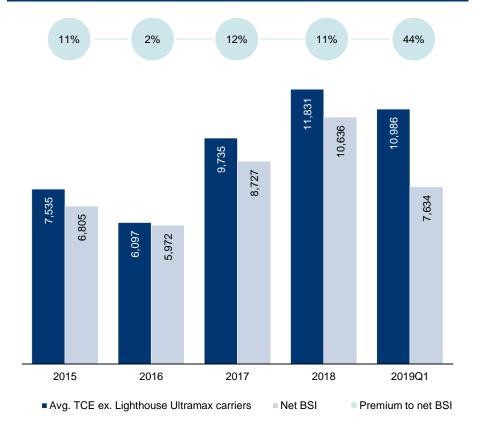


Q1 was another quarter with strong commercial outperformance

Q1 TCE outperformance of peers and industry Q1-2019

Building on history of commercial outperformance







Continued strong vessel earnings

Q1 2019¹



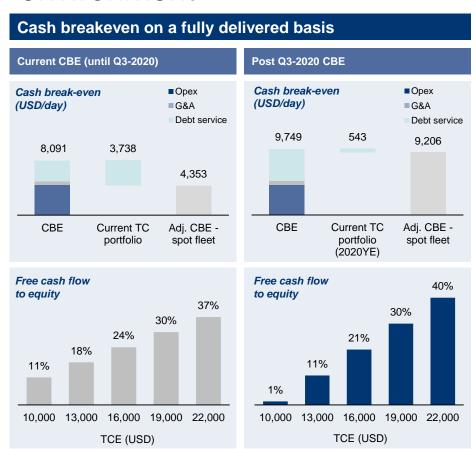
Q2 2019 guidance²

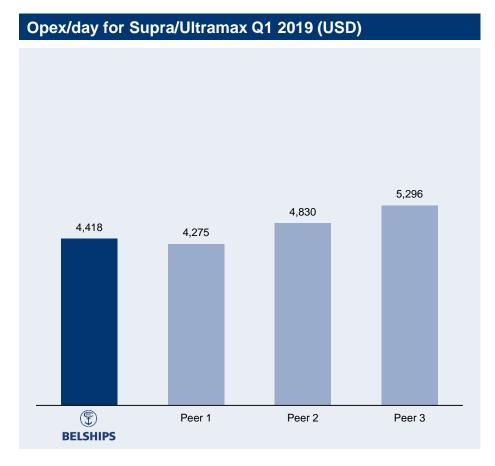


¹⁾ Distribution based on number of vessels 2) Per 21/05/2019



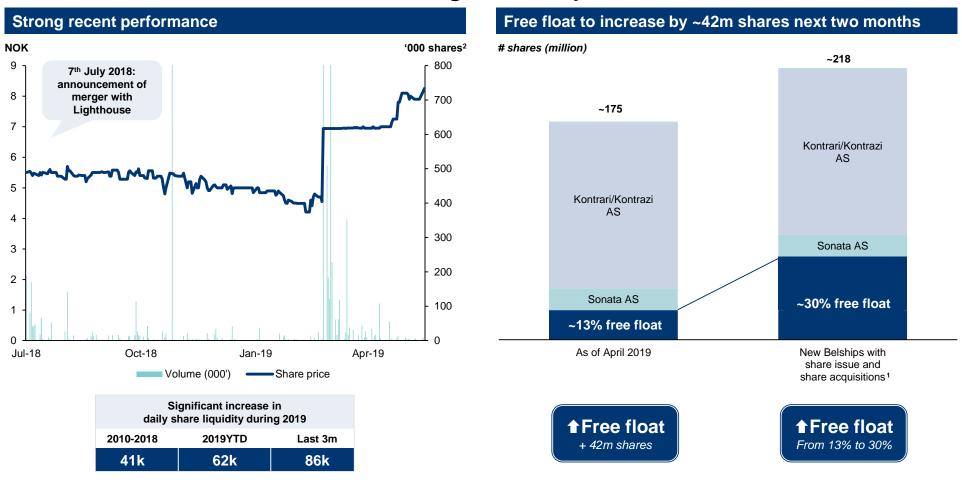
Low cash break even creates strong cash flow even in low-rate environment







Strong performance of the Belships share, despite limited free float which is set to increase significantly the next two months



¹⁾ Assumed share issue of 16-18m shares ~USD 15m equity issue 2) Cut-off > 800,000 shares traded Source: Factset, Company information

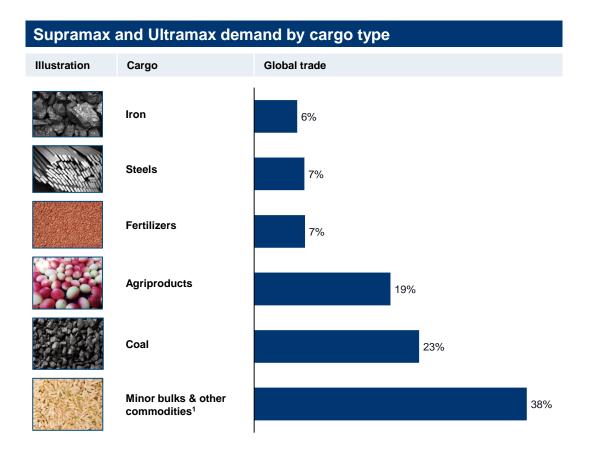


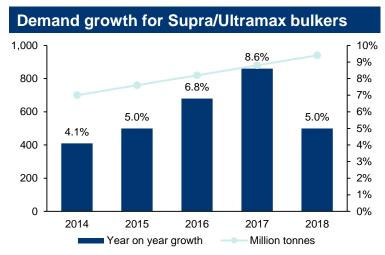
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Benefitting from growing steady growth in minor bulks





Key characteristics



------ Cargo diversity ------

With a variety of products to transport both within major and minor bulk, Belships is less dependent on the iron-ore and coal trade than the typical Capesize / Panamax company



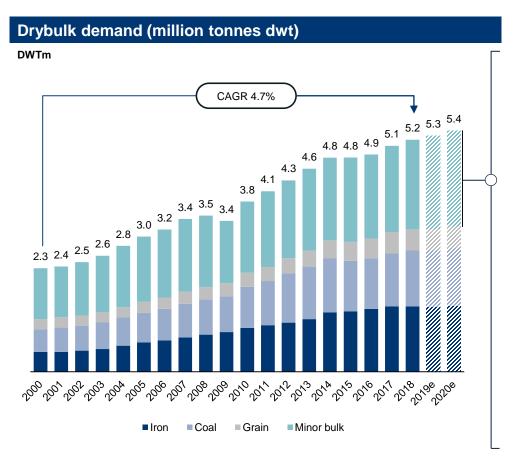
----- Global diversification ------

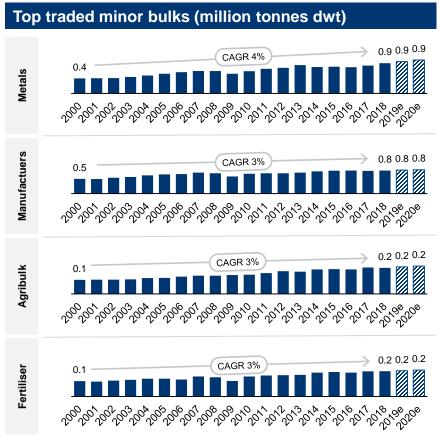
Due to the vast number of trade routes for minor bulks, Belships is less exposed to country specific demand by e.g. China and Brazil

¹⁾ Minor bulks: steel products, cement, gypsum, metal ores or concentrates, sugar, salt, sulphur, sand, fertilizers, forest products and wood chips. Source: Clarksons, Company information



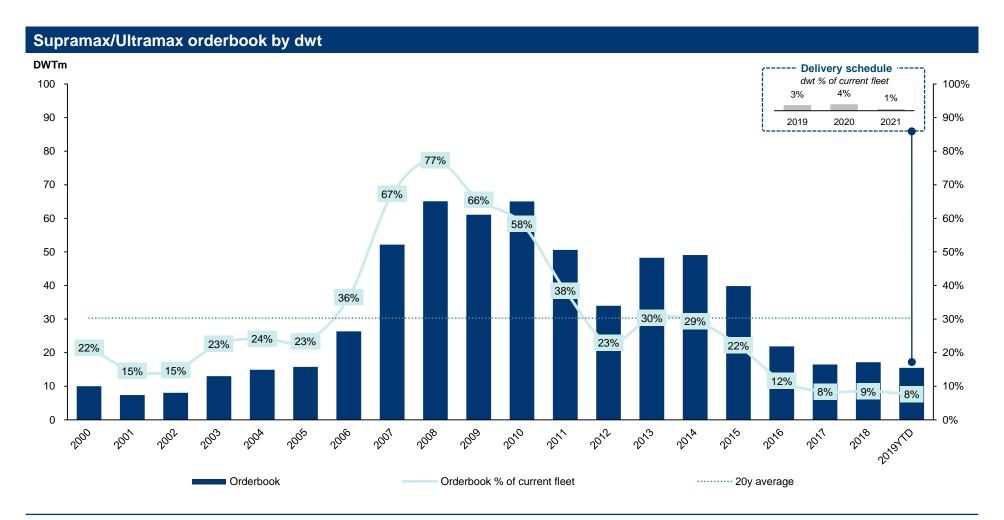
Key commodities exhibit strong and stable demand growth





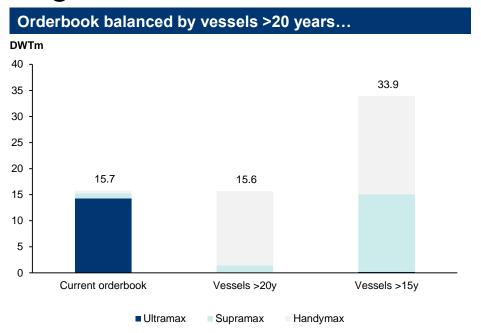


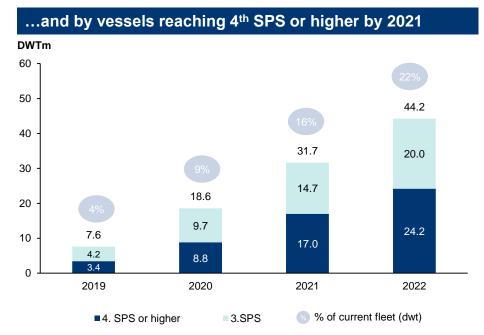
Supramax/Ultramax orderbook at historical low levels





Orderbook balanced by scrapping potential as new regulations drive investment needs





- New regulations affecting fleet:
 - Ballast Water Treatment Systems: Estimated cost of USD 0.5m per vessel
 - IMO 2020: Starting January 1 2020, vessels must be equipped with scrubbers, or use low-sulphur fuel
- Older vessels are at a competitive disadvantage from lower cargo intake and lower fuel efficiency
- SPS cost for a 4th or later SPS estimated at USD 1.5 million vessel will be scrapped unless owner believes earnings will be sufficient to generate a return on this investment



Belships' IMO 2020 considerations

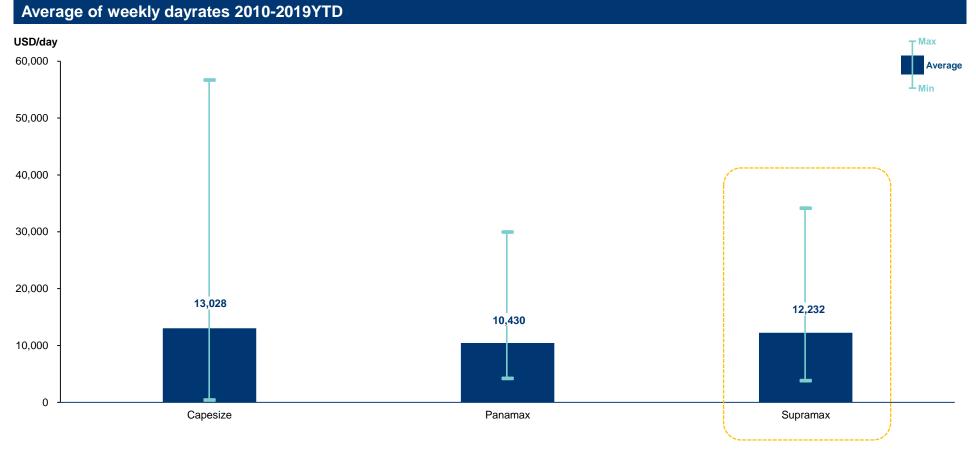
IMO 2020 Belships' strategy Compliant fuel LNG/LPG propulsion Scrubber Belships are proactive and remain agile ✓ Continue using HSFO ✓ No offhire ✓ Significant reduction in Hedge the spread ✓ Fuel availability ✓ No investment CO₂, NO_x and SO_x ✗ Bet on price differential × Significant investment × Costly investment ✗ Fuel availability Increased bunker between VLSFO and No offhire in market upturn **HSFO** consumption Operational risk × Technical risk Reduced operational and technical risk Belships hedges 2020 fuel costs Key implications Belships ASA (OSE: BEL) has entered into an agreement to hedge the price selsnips ADA (UNE: BEL) has entered into an agreement to nedge the price differential between compliant 0.5% sulphur fuel oil (VLSFO) and 3.5% sulphur Slow steaming The secured exposure is for 24,000 tons of bunkers for the full calendar year 2020. The volume equals the annual fuel consumption of about four versessels. The fixed price differential is USD 198 per ton, with monthly cartlaments in 2020 2020. The volume equals the annual rues consumption or about four wessels. The fixed price differential is USD 198 per ton, with monthly settlements in 2020. The company's trading fleet will be physically ready by January 2020 to comply The company's tracing fleet will be physically ready by January 2020 to comply with the IMO Sulphur Cap 2020, which prohibits marine bunkering fuels containing Increased offhire during installation process wash the are suspine cap 2020, which profitted market bunnering rules come more than 0.5 per cent sulphur in order to improve the shipping industry's The bunker price differential hedge reduces downside risks and represents an The bunker price differential hedge reduces downside risks and represents an efficient alternative to costly installations of scrubbers, whilst retaining full utilization of the fleet and the flexibility to adjust the position as the Trigger scrapping of older vessels

Source: Company information



Ultramax/Supramax has less volatility and stronger earnings

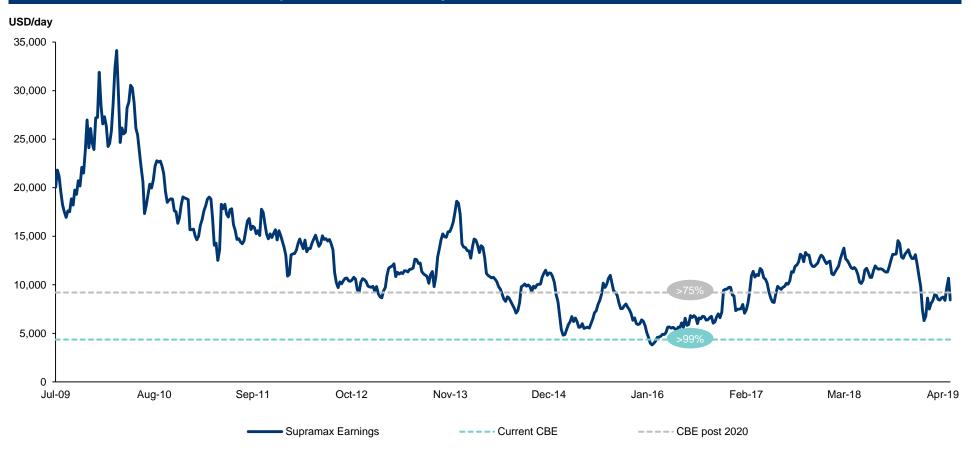
compared to Capesize and Panamax





Low cash break-even ensures cash generation even at depressed rates

At current cash break-even, Belships would make money > 99% of the time

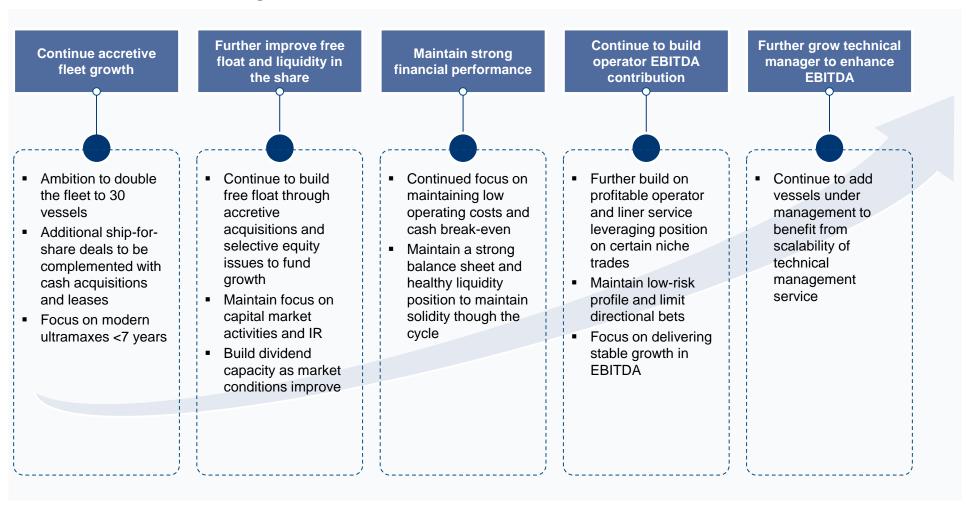




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Near-term strategic priorities







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Profit & Loss

USD ('000)	Q1 2019	Q4 2018	Q1 2018	Full year 2018
Gross freight income	36,040	38,147	24,864	127,735
Voyage expenses	(7,737)	(2,964)	(5,334)	(10,698)
Management fees	2,773	1,621	967	4,865
Total operating income	31,076	36,804	20,497	121,902
Share of result from J/Vs & associates	634	1,030	395	2,012
T/C hire expenses	(12,515)	(23,298)	(11,617)	(80,014)
Operating expenses	(6,946)	(4,936)	(4,080)	(16,514)
G&A	(2,143)	(3,746)	(1,406)	(7,837)
Total operating expenses	(20,970)	(30,950)	(16,708)	(102,353)
EBITDA	10,106	5,854	3,789	19,549
D&A	(4,555)	(2,691)	(1,847)	(7,813)
Purchase bargain gain	0	12,849	0	12,849
Operating result (EBIT)	5,551	16,012	1,942	24,585
Net interest income (expense)	(2,561)	(1,500)	(875)	(4,698)
Other financial items	(294)	(71)	(344)	(445)
Net financial items	(2,855)	(1,571)	(1,219)	(5,143)
Tax	(150)	(228)	0	(247)
Net income	2,546	14,213	723	19,195
to common	1,838	13,841	39	18,169
to non-controlling	708	372	684	1,026
Earnings per share (basic)	0.01	0.11	0.01	0.20
Earnings per share (fully diluted)	0.01	0.11	0.01	0.20

The quarterly figures are not audited



Balance sheet

HOD ((coo))	04.0040	V
USD ('000)	Q1 2019	Year end 2018
Intangibles	7,182	8,536
PP&E	257,961	234,635
Financial assets	2,956	2,282
Non-current assets	268,099	245,453
Inventories	4,971	4,230
Current receivables	10,139	11,897
Cash and cash eq.	34,736	32,034
Current assets	49,846	48,161
Total assets	317,945	293,614
Shareholder's equity	122,469	120,608
Non-controlling interests	3,882	3,174
Total equity	126,351	123,782
Mortgage debt	75,781	94,513
Obligation under finance lease	60,801	38,653
Other non-current liabilities	3,425	3,446
Non-current liabilities	140,007	136,612
Current portion of mortage debt/lease liability	34,719	14,619
Other current liabilities	16,868	18,601
Current liabilities	51,587	33,220
Total liabilities	191,594	169,832

The quarterly figures are not audited



Shareholder structure

Top 20 shareholders (As of 20 May 2019) Number of Percentage Voting ownership Investor Country Type shares rights **KONTRARI AS** 54.72% Norway Company 95,822,108 54.72% **KONTRAZI AS** Norway Company 37.463.265 21.39% 21.39% SONATA AS Norway Company 17.461.778 9.97% 9.97% LGT BANK AG Liechtenstein Nominee 11.853.828 6.77% 6.77% PERSHING LLC **United States** Nominee 2.02% 2.02% 3,535,838 **UBS SWITZERLAND AG** Switzerland Nominee 3,003,782 1.72% 1.72% Nominee 0.92% 0.92% CLEARSTREAM BANKING S.A. Luxembourg 1,619,678 **KBC BANK NV** Belgia Nominee 1,591,508 0.91% 0.91% 0.28% **BELSHIPS ASA** Norway Treasury shares 498.000 n.a. AS TORINITAMAR Norway Company 360.000 0.21% 0.21% NAGATSUKA TORU Norway Private investor 330.000 0.19% 0.19% ASL HOLDING AS Company 225,000 0.13% 0.13% Norway LARSEN KJELL EGIL 0.09% 0.09% Norway Private investor 160,000 TEIGEN OLE KETIL Norway Private investor 152,465 0.09% 0.09% WIKERØY ROBERT Private investor 0.06% 0.06% Norway 100,000 LACASA AS 0.03% 0.03% Company 50,000 Norway STEEN CARL ERIK Norway Private investor 49,154 0.03% 0.03% 0.02% ABG SUNDAL COLLIER ASA Broker 40,676 0.02% Norway **HOLMEN OLE MAGNUS** Norway Private investor 40,131 0.02% 0.02% 0.02% HERNÆS SVERRE OLAV Norway Private investor 35,000 0.02% 99.59% **Top 20 Investors** 174,392,211 99.59% Total 175.117.993 100.00% 100.00%

