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Earnings Presentation

Fourth Quarter and Full Year 2015

2 March 2016

12:00 noon UK time

Forward-looking statements

Certain statements made in this announcement may include ‘forward-looking statements’. These statements may be identified by the use of words like ‘anticipate’, ‘believe’, ‘could’, ‘estimate’, ‘expect’, ‘forecast’, ‘intend’, ‘may’, ‘might’, ‘plan’, ‘predict’, ‘project’, ‘scheduled’, ‘seek’, ‘should’, ‘will’, and similar expressions. The forward-looking statements reflect our current views and are subject to risks, uncertainties and assumptions. The principal risks and uncertainties which could impact the Group and the factors which could affect the actual results are described but not limited to those in the ‘Risk Management’ section in the Group’s Annual Report and Consolidated Financial Statements for the year ended 31 December 2014. These factors, and others which are discussed in our public announcements, are among those that may cause actual and future results and trends to differ materially from our forward-looking statements: actions by regulatory authorities or other third parties; our ability to recover costs on significant projects; the general economic conditions and competition in the markets and businesses in which we operate; our relationship with significant clients; the outcome of legal and administrative proceedings or governmental enquiries; uncertainties inherent in operating internationally; the timely delivery of vessels on order; the impact of laws and regulations; and operating hazards, including spills and environmental damage. Many of these factors are beyond our ability to control or predict. Other unknown or unpredictable factors could also have material adverse effects on our future results. Given these factors, you should not place undue reliance on the forward-looking statements.

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Jean Cahuzac
CEO

2015 highlights

- Good results delivered in a challenging market
- Order intake of $3.4 billion
- Remained disciplined in managing contracted risks
- Total Vessel Utilisation: 72% full year, 62% fourth quarter
  - Active Vessel Utilisation: 78% full year, 74% fourth quarter
- Delivered our cost reduction and resizing programme
- Formed two new alliances with industry leading partners
- Established partnership approach with certain clients
- Delivered advances in cost-reducing technologies

2015 financial results

Fourth quarter financial highlights

- Fourth quarter revenue $1.0bn
- Adjusted EBITDA margin 30%
- Adjusted diluted earnings per share(1) of $0.29
- Impairment of goodwill relating to the 2011 Combination, resulting in a $521 million non-cash charge

Full year financial highlights

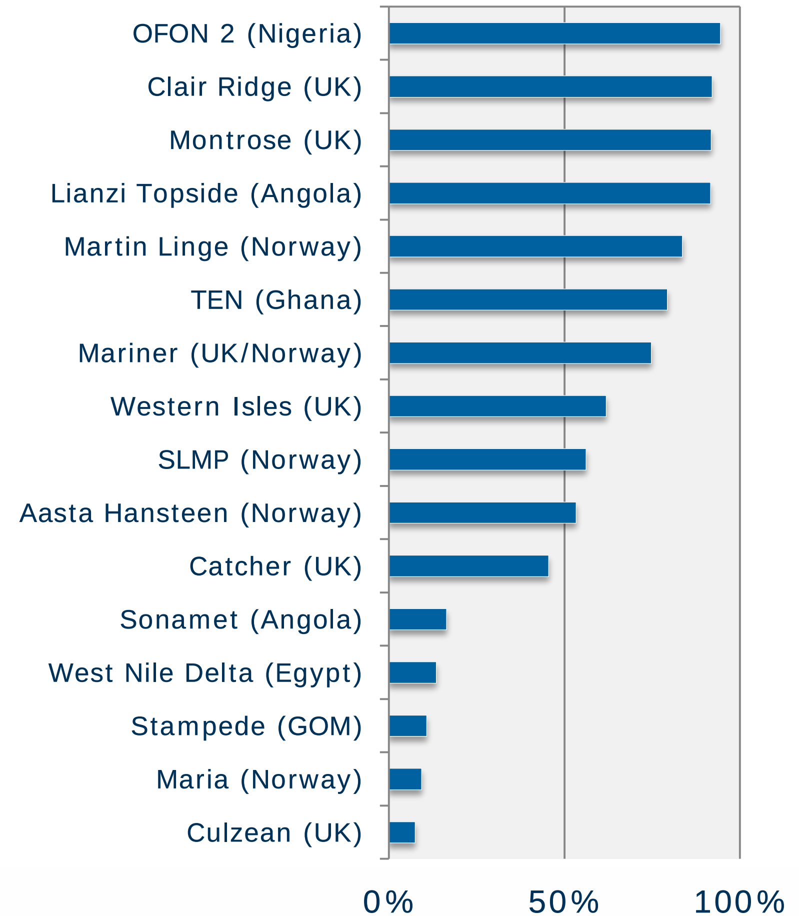
- Revenue $4.8bn
- Adjusted EBITDA margin 26%
- Adjusted diluted earnings per share(1) of $1.45
- Net cash of $423 million
- Financial flexibility preserved
  - No dividend recommended in respect of 2015

(1) Adjusted diluted earnings per share (EPS) is based on net income, excluding the goodwill impairment charge

Good operational performance

- Strong project execution
- Significant projects in the fourth quarter included:
  - TEN
  - Erha North
  - Lianzi SURF and Topside
  - BC-10
  - Stones
  - Gullfaks
- High activity for PLSVs, offshore Brazil
  - Incident aboard *Seven Waves* in December
- Life of Field activity remained low
- Increased activity for Seaway Heavy Lifting joint venture

Major project progression(1)

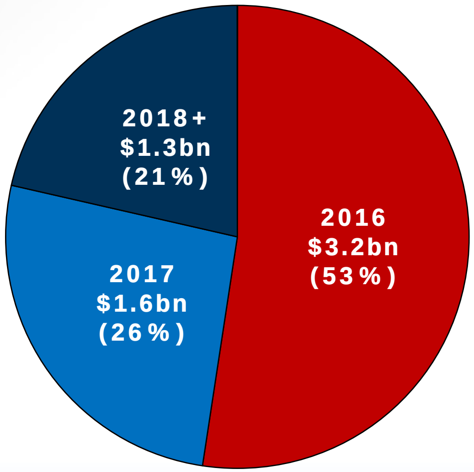


(1) Continuing projects >$100m between 5% and 95% complete as at 31 December 2015 excluding PLSVs and Life of Field day-rate contracts

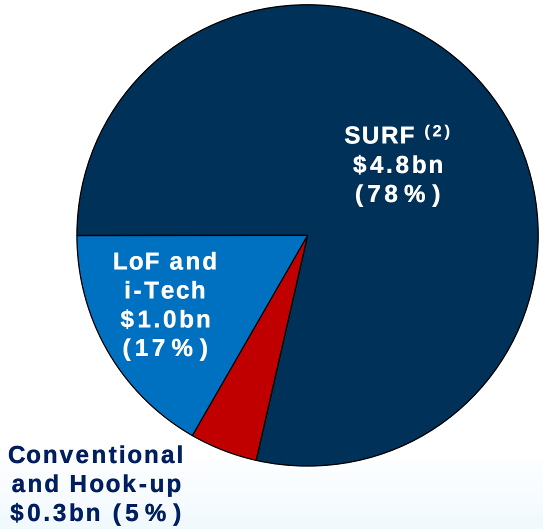
Q4 Backlog and order intake

- Backlog of $6.1 billion[1], as at 31 December 2015
- $0.4 billion order intake including announced awards:
  - *West Nile Delta platform extension and tie-in, offshore Egypt;*
  - *East Nile Delta Phase 3, offshore Egypt*
- West Nile Delta Phase 2 awarded in February 2016

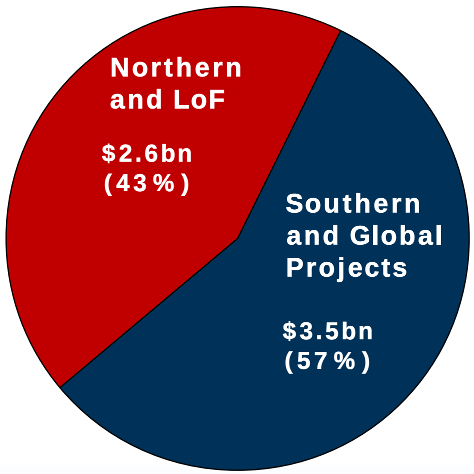
Backlog by Execution Date



Backlog by Service Capability



Backlog by Hemisphere



(1) $0.7 billion adverse impact from foreign currency movements in 2015, of which $0.05 billion was in the fourth quarter
(2) Included $2.2 billion related to 10 long-term contracts for PLSVs in Brazil

Ricardo Rosa
CFO

Income statement – key highlights

In $ millions, unless otherwise indicated	Three months ended 31 Dec 15 Unaudited	Three months ended 31 Dec 14 Unaudited	Twelve months ended 31 Dec 15 Audited	Twelve months ended 31 Dec 14 Audited
Revenue	1,025	1,395	4,758	6,870
Impairment of Goodwill	(521)	(1,183)	(521)	(1,183)
Net operating (loss)/income (NOI)	(415)	(1,082)	144	(254)
(Loss)/income before taxes	(404)	(1,042)	185	(230)
Taxation	(17)	65	(222)	(152)
Net loss	(421)	(977)	(37)	(381)
Adjusted EBITDA[(1)]	310	297	1,217	1,439
Adjusted EBITDA margin	30.2%	21.3%	25.6%	20.9%
Adjusted Diluted earning per share[(2)]	0.29	0.61	1.45	2.32
Weighted average number of shares (millions)	346	354	347	369

(1) Adjusted EBITDA defined in Appendix
(2) Adjusted diluted earnings per share (EPS) is based on net income, excluding the goodwill impairment charge.

Income statement – supplementary details

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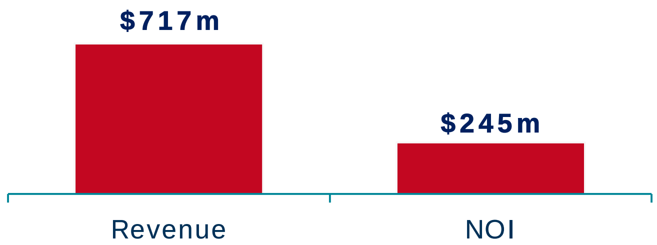
In $ millions	Three months ended		Twelve months ended	
	31 Dec 15 Unaudited	31 Dec 14 Unaudited	31 Dec 15 Audited	31 Dec 14 Audited
Administrative expenses	(68)	(81)	(305)	(315)
Share of net income of associates and joint ventures	2	2	63	69
Depreciation and amortisation	(108)	(107)	(416)	(421)
Impairment of property, plant and equipment	(96)	(89)	(136)	(89)
Impairment of goodwill	(521)	(1,183)	(521)	(1,183)
Net operating (loss) / income	**(415)**	**(1,082)**	**144**	**(254)**
Net finance (costs)/income	(1)	2	9	1
Other gains and losses	12	39	33	24
(Loss) / income before taxes	**(404)**	**(1,042)**	**185**	**(230)**
Taxation	(17)	65	(222)	(152)
Net Loss	**(421)**	**(977)**	**(37)**	**(381)**
Net Loss Attributable to:				
Shareholders of the parent company	(422)	(968)	(17)	(338)
Non-controlling interests	1	(9)	(20)	(43)

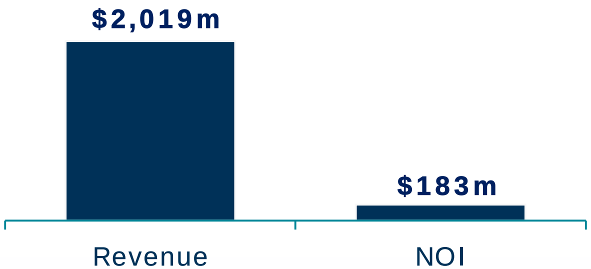
2015 Business Unit performance

Northern Hemisphere and Life of Field Q4 2015

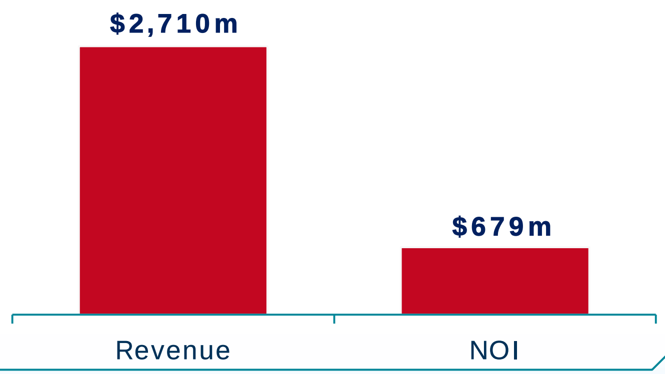
Southern Hemisphere and Global Projects Q4 2015



Northern Hemisphere and Life of Field 12 months to 31 Dec 2015



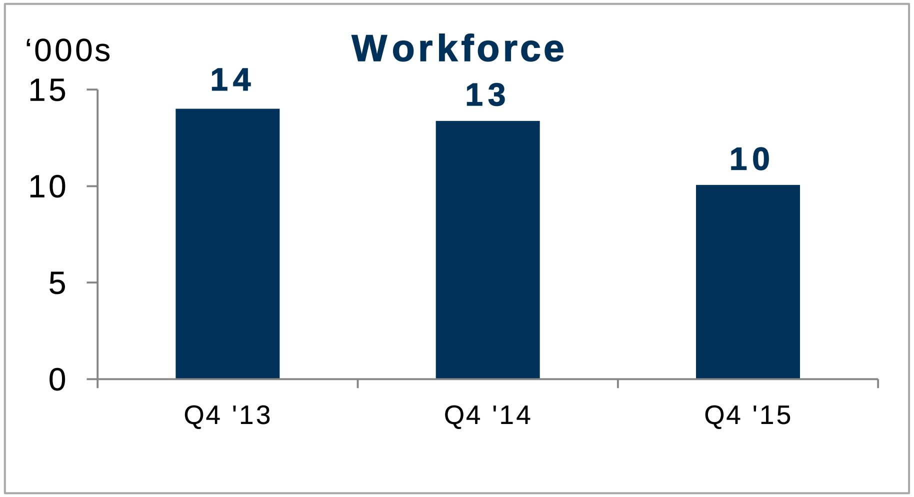
Southern Hemisphere and Global Projects 12 months to 31 Dec 2015

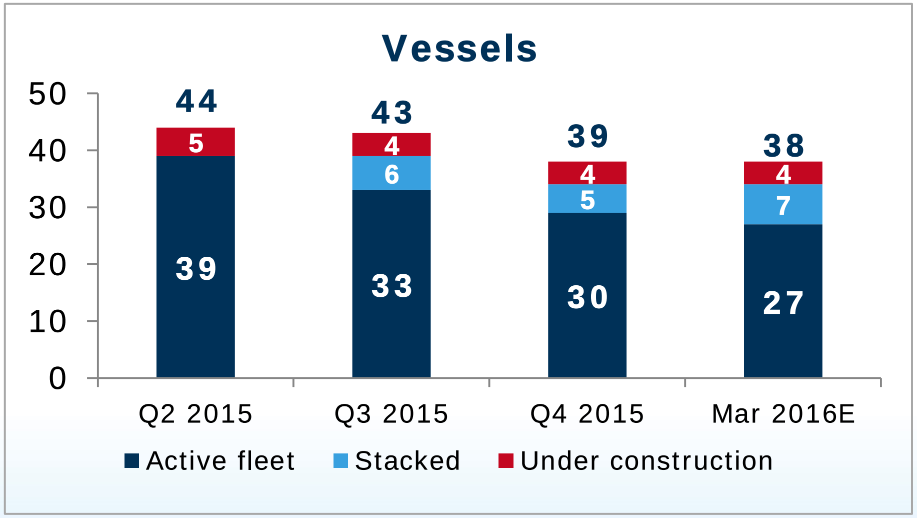


Note:
(1) NOI excludes charge for goodwill impairment
(2) excludes Corporate segment, which reported revenue of $3 million and a net operating loss of $90 million in Q4 2015 and revenue of $29 million and net operating loss of $197 million for the year ended 31 December 2015

Delivering our resizing programme

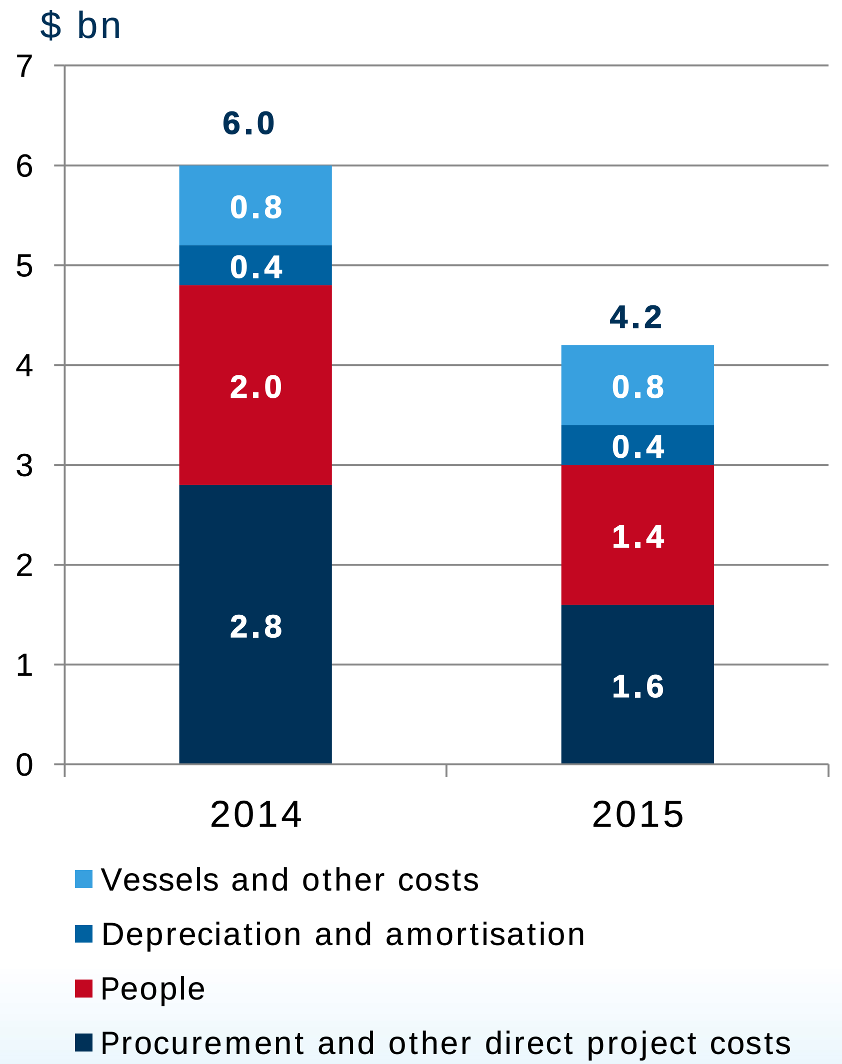
- **Announced**
  - Remove 12 vessels from the active fleet
  - Reduce the workforce by 2,500 people
  - by early 2016
- **Delivered**
  - Removed 13 vessels from the active fleet
  - Reduced the workforce by 3,600 people
  - by early 2016
- **Cost savings**
  - $136 million restructuring charge broadly offset by savings achieved in 2015
  - Forecast at least $550 million annualised savings in 2016





2015 Operating expense overview

- **People**(1): Offshore and onshore personnel
- **Procurement of materials and other direct project costs:** Variable cost linked to volume of work and subject to project profile
- **Vessels and other costs**(2): Including vessels costs, facilities, IT infrastructure and other fixed overheads
- **Depreciation and amortisation:** Non-cash fixed cost, excludes non-recurring vessel impairment charges



(1) Includes restructuring charges: 2015: $136 million, 2014: nil
(2) Includes non-recurring vessel impairment charges 2015:$136 million, 2014: $89 million

Summary balance sheet

In $ millions	31 Dec 2015 Audited	31 Dec 2014 Audited
Assets		
Non-current assets		
Goodwill	767	1,322
Property, plant and equipment	4,559	4,565
Other non-current assets	502	575
Total non-current assets	**5,828**	**6,462**
Current assets		
Trade and other receivables	584	840
Construction contracts - assets	278	378
Other accrued income and prepaid expenses	152	283
Cash and cash equivalents	947	573
Other current assets	65	88
Total current assets	**2,026**	**2,162**
Total assets	**7,854**	**8,624**

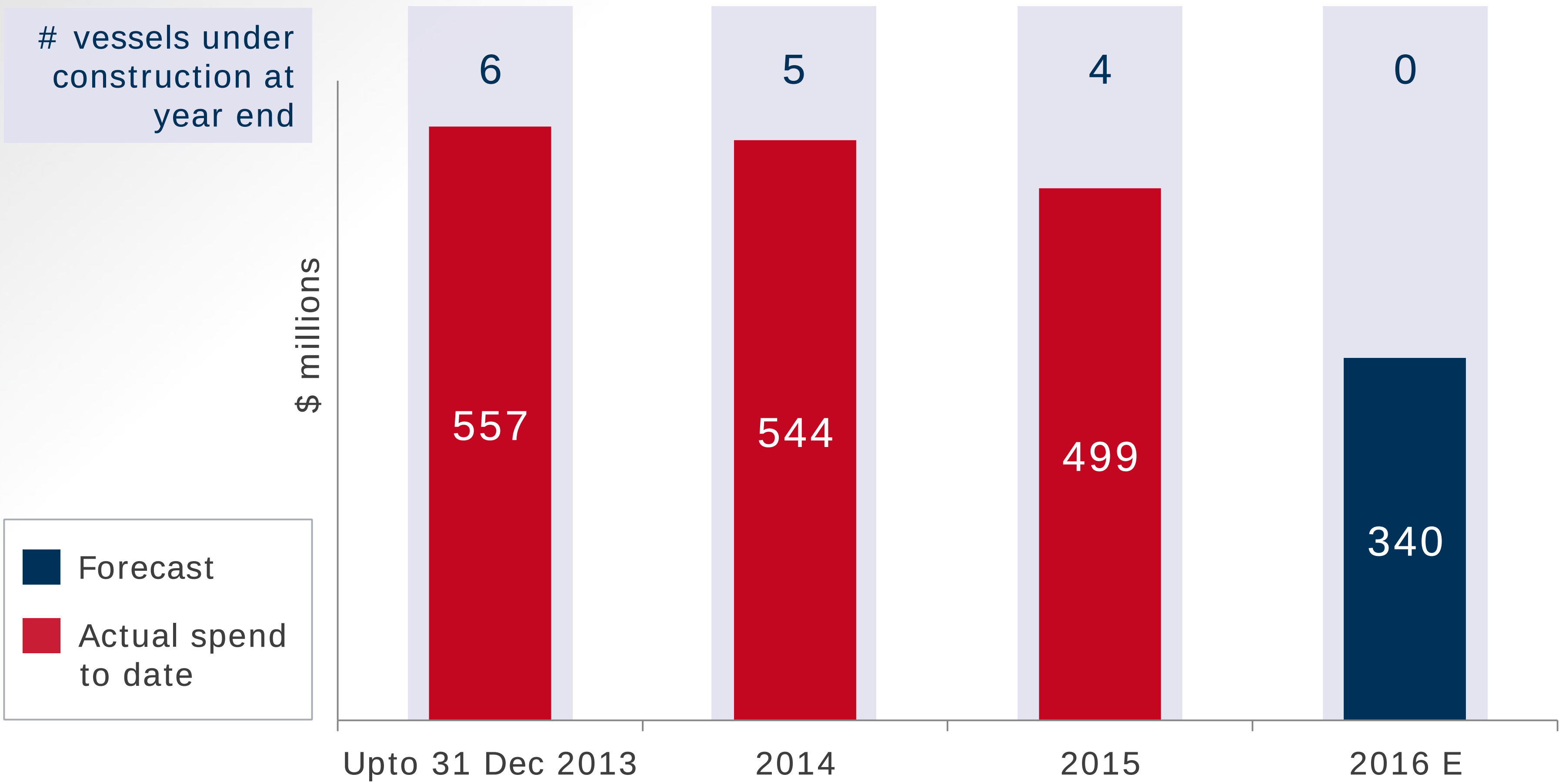
In $ millions	31 Dec 2015 Audited	31 Dec 2014 Audited
Equity & Liabilities		
Total equity	**5,346**	**5,562**
Non-current liabilities		
Non-current portion of borrowings	524	576
Other non-current liabilities	210	283
Total non-current liabilities	**734**	**859**
Current liabilities		
Trade and other liabilities	1,123	1,674
Current portion of borrowings	-	2
Construction contracts – liabilities	459	426
Deferred revenue	10	2
Other current liabilities	182	99
Total current liabilities	**1,774**	**2,203**
Total liabilities	**2,508**	**3,062**
Total equity & liabilities	**7,854**	**8,624**

Summary of full year 2015 cash flow

	$ millions	
Cash and cash equivalents at **31 Dec 2014**	573	
Net cash generated from operating activities	1,049	*Increase of $64 million in net operating liabilities*
Net cash flow used in investing activities	(554)	*Included capital expenditure of $639 million mainly on new-build vessel programme*
Net cash flow used in financing activities	(96)	*Included $65 million repurchase of convertible bonds*
Other movements	(25)	
Cash and cash equivalents at **31 Dec 2015**	947	

- Net cash of $423 million as at 31 December 2015 compared to net debt of $6 million at 31 December 2014
- Fourth quarter net cash generated from operating activities was $421 million, which included a $163 million increase in net operating liabilities

Capital expenditure for vessel new-build programme[1]



[1] Comprises four PLSVs being constructed for long-term contracts with Petrobras (including *Seven Waves*, operational from May 2014 and *Seven Rio*, operational from September 2015), and construction of *Seven Arctic* and *Seven Kestrel*. Amounts include an estimate for interest to be capitalised during construction.

E = estimated

Financial guidance

2016	Guidance
Revenue	Significantly lower than 2015 (unchanged)
Adjusted EBITDA percentage margin	Significantly lower than 2015 (unchanged)
Admin expense	$240 million - $250 million
Net finance charge	$5 million - $10 million
Depreciation and Amortisation	$400 million - $420 million
Full year effective tax rate	31% - 33%
Total capital expenditure	$450 million - $480 million
- new build programme	$340 million
- Sustaining capex	$110 million - $140 million

Jean Cahuzac
CEO

Market outlook remains challenging in 2016

- **SURF:**
  - Timing of project awards to market remains uncertain
  - Highly competitive market for smaller projects
  - Market share expected to be maintained
  - Some PLSV long-term contracts potentially at risk offshore Brazil
- **Conventional and Hook-up:** Low activity levels expected
- **Life of Field and i-Tech:** Current lower activity expected to persist
- **Joint Ventures:**
  - SHL: Opportunities in the renewables sector
  - SapuraAcergy: Low levels of activity projected

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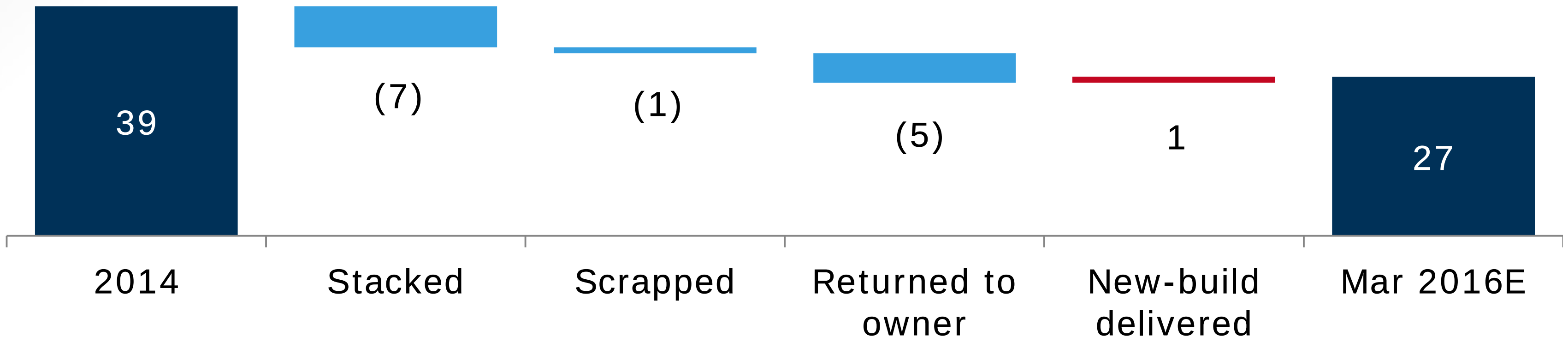
Actively **adapt to industry conditions** without losing focus on **long term strategic priorities**

- Resize and reorganise our business
- Form leading industry alliances
- Develop a partnership approach
- Drive business improvements
- Invest in technology

Enable projects to progress
in a lower oil price environment

Reorganised and resized our business

- Simplified our organisation structure
- Resized our workforce to 9,800 people (2014: 13,400)
- Resized our active fleet from 27 vessels (2014: 39)

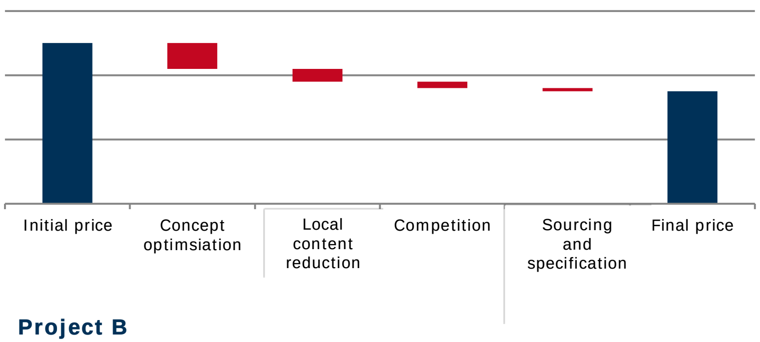


- Additional measures may be needed

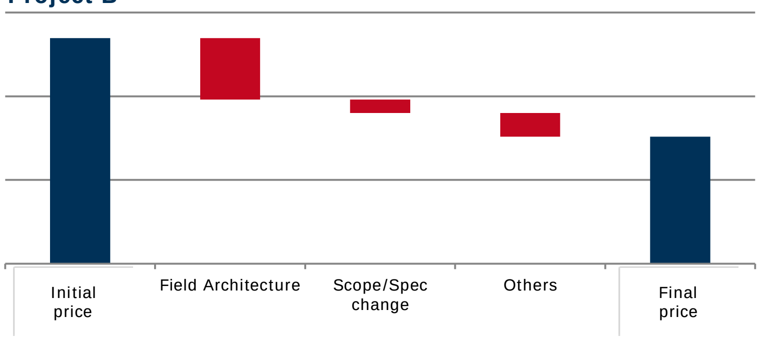
Drive business improvements to lower costs

- Implementing business improvements
  - Deliver fit-for-purpose solutions
  - Execute projects on time and on budget
  - Reduce bureaucracy and streamline processes
- Delivering lower cost projects for our clients

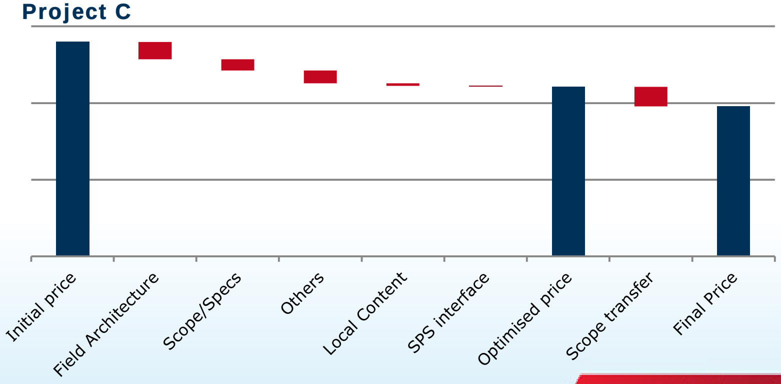
Project A



Project B

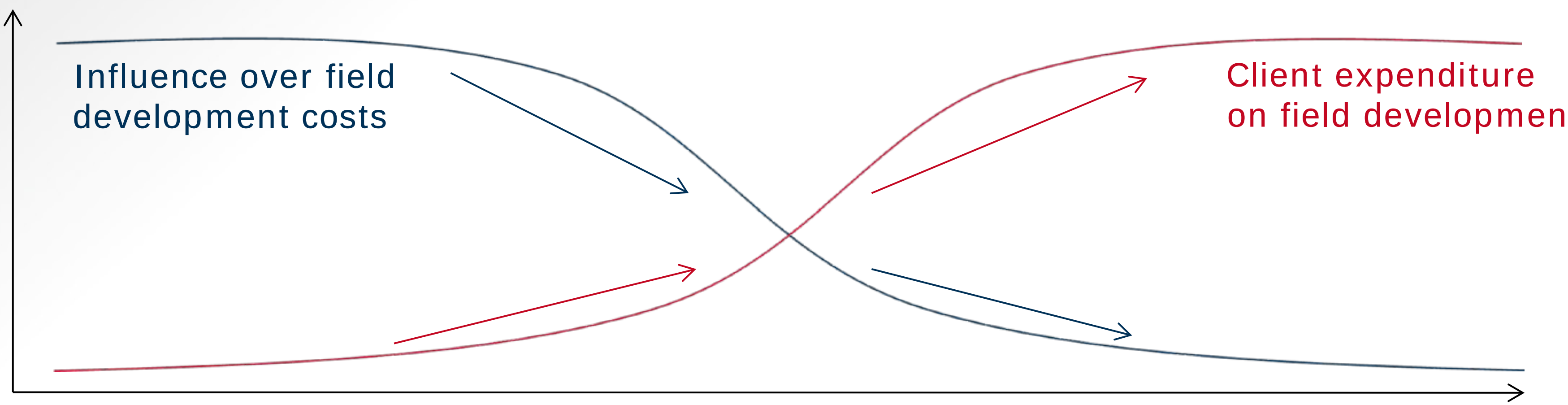


Project C



We have expanded our offering and are engaging earlier

Concept → Pre-FEED → FEED → Procurement → Installation → Commission



Granherne KBR subsea 7

Engaging Early to Deliver Value

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OneSubsea
A Cameron & Schlumberger Company

Develop a partnership approach

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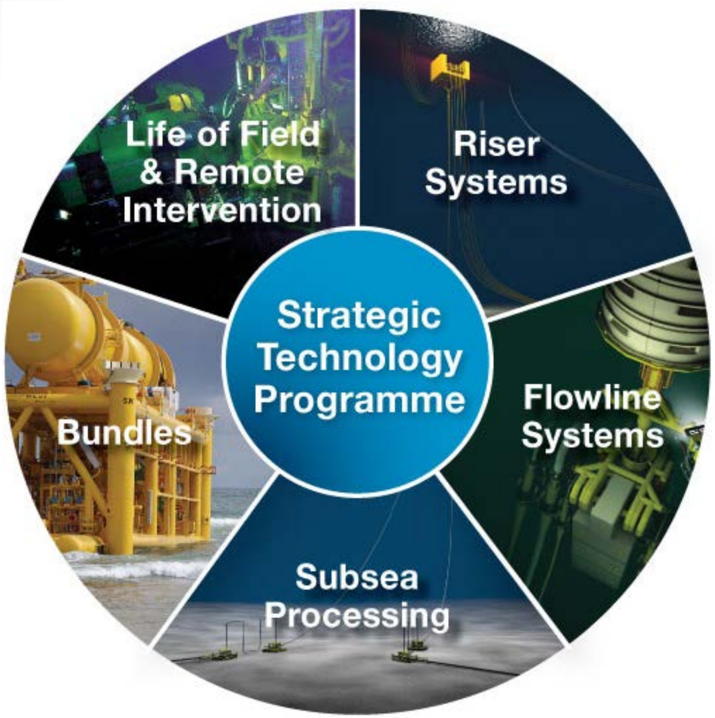
- We are an acknowledged leading strategic partner in our markets
- We have developed long-term preferred supplier agreements with several clients
- This supports early engagement and delivers mutual benefits

centrica energy

PremierOil

MOLGROUP

Delivering market-driven cost-efficient solutions



Developing technologies that reduce the cost of development and increase reliability and performance during life of the field

Summary

- Challenging market
- Strengthening our competitive position
- Lowering the project costs
- Long-term fundamentals remain intact
- Focusing on our strategic priorities

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Q&A

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Appendix

- Our global presence
- Major project progression
- Adjusted EBITDA
- Segmental analysis
- Our fleet

Our global presence

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- Catcher, Premier
- Culzean, Maersk
- Western Isles, Dana
- Montrose, Talisman
- USC & Pipelay, Shell
- SCIRM, BP
- DSVi, Various

- Martin Linge, Total
- Aasta Hansteen, Statoil
- Maria, Wintershall
- Mariner, Statoil
- Gullfax, Statoil
- Knarr, BG

- Heidelberg, Anadarko
- Stampede, Hess
- Coulomb Ph2, Shell
- Dalmation, Murphy

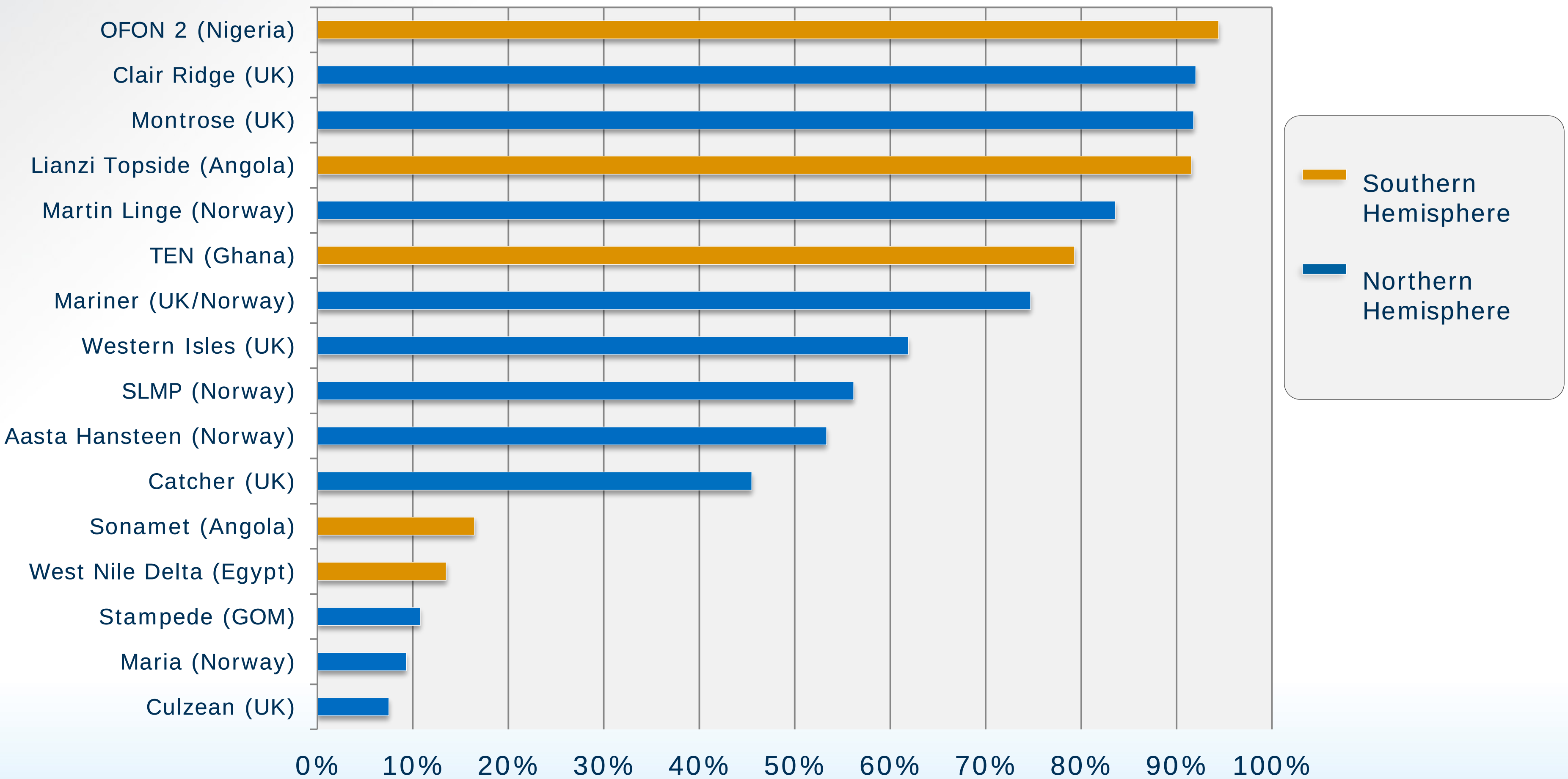
- T.E.N., Tullow (JV Partner)
- West Nile Delta 1, BP
- West Nile Delta, Burullus
- East Nile Delta, Pharonic
- Erha North 2, Exxon
- OFON 2, Total
- Lianzi, Chevron

- Gorgon, Chevron
- EPRS, INPEX/Chevron
- Persephone, Woodside

- PLSVs, Petrobras
- Shell BC-10 Ph3

Major project progression

Continuing projects >$100m between 5% and 95% complete as at 31 December 2015 excluding PLSV and Life of Field day-rate contracts



Adjusted EBITDA

- Adjusted earnings before interest, taxation, depreciation and amortisation ('Adjusted EBITDA') is a non-IFRS measure that represents net income before additional specific items that are considered to impact the comparison of the Group's performance either period-on-period or with other businesses. The Group defines Adjusted EBITDA as net income adjusted to exclude depreciation, amortisation and mobilisation costs, impairment charges or impairment reversals, finance income, other gains and losses (including gain on disposal of subsidiary and gain on distribution), finance costs and taxation. Adjusted EBITDA margin is defined as Adjusted EBITDA divided by revenue, expressed as a percentage.
- The items excluded from Adjusted EBITDA represent items which are individually or collectively material but which are not considered representative of the performance of the business during the periods presented. Other gains and losses principally relate to disposals of investments, property, plant and equipment and net foreign exchange gains or losses. Impairments of assets represent the excess of the assets' carrying amount over the amount that is expected to be recovered from their use in the future or their sale.
- Adjusted EBITDA and Adjusted EBITDA margin have not been prepared in accordance with IFRS as adopted by the EU. These measures exclude items that can have a significant effect on the Group's income or loss and therefore should not be considered as an alternative to, or more meaningful than, net income (as determined in accordance with IFRS) as a measure of the Group's operating results or cash flows from operations (as determined in accordance with IFRS) as a measure of the Group's liquidity.
- Management believes that Adjusted EBITDA and Adjusted EBITDA margin are important indicators of the operational strength and the performance of the business. These non-IFRS measures provide management with a meaningful comparative for its Business Units, as they eliminate the effects of financing, depreciation and taxation. Management believes that the presentation of Adjusted EBITDA is also useful as it is similar to measures used by companies within Subsea 7's peer group and therefore believes it to be a helpful calculation for those evaluating companies within Subsea 7's industry. Adjusted EBITDA margin may also be a useful ratio to compare performance to its competitors and is widely used by shareholders and analysts following the Group's performance. Notwithstanding the foregoing, Adjusted EBITDA and Adjusted EBITDA margin as presented by the Group may not be comparable to similarly titled measures reported by other companies.

Reconciliation of Adjusted EBITDA

Net operating income to Adjusted EBITDA

For the period (in $millions)	Three Months Ended 31 Dec 2015	Three Months Ended 31 Dec 2014	Twelve Months Ended 31 Dec 2015	Twelve Months Ended 31 Dec 2014
Net operating (loss)/income	**(415)**	(1,082)	144	(254)
Depreciation, amortisation and mobilisation	**108**	107	416	421
Impairment of goodwill	**521**	1,183	521	1,183
Impairment of Property, Plant and Equipment	**96**	89	136	89
Adjusted EBITDA	**310**	297	1,217	1,439
Revenue	**1,025**	1,395	4,758	6,870
Adjusted EBITDA %	**30.2%**	21.3%	25.6%	20.9%

Net income to Adjusted EBITDA

For the period (in $millions)	Three Months Ended 31 Dec 2015	Three Months Ended 31 Dec 2014	Twelve Months Ended 31 Dec 2015	Twelve Months Ended 31 Dec 2014
Net loss	**(421)**	(977)	(37)	(381)
Depreciation, amortisation and mobilisation	**108**	107	416	421
Impairment of goodwill	**521**	1,183	521	1,183
Impairment of Property, Plant and Equipment	**96**	89	136	89
Finance income	**(5)**	(3)	(17)	(19)
Other gains and losses	**(12)**	(39)	(33)	(24)
Finance costs	**5**	1	8	19
Taxation	**17**	(65)	222	152
Adjusted EBITDA	**310**	297	1,217	1,439
Revenue	**1,025**	1,395	4,758	6,870
Adjusted EBITDA %	**30.2%**	21.3%	25.6%	20.9%

Segmental analysis

For the three months ended 31 December 2015

In $ millions (unaudited)	Northern Hemisphere and LOF	Southern Hemisphere and GP	Corporate	TOTAL
Revenue	305	717	3	1,025
Net operating (loss)/income excluding goodwill impairment	(49)	245	(90)	106
Impairment of goodwill	(351)	(170)	-	(521)
Net operating (loss)/income	(401)	75	(90)	(415)
Finance income				5
Other gains and losses				12
Finance costs				(5)
Loss before taxes				(404)

For the three months ended 31 December 2014

In $ millions (unaudited)	Northern Hemisphere and LOF	Southern Hemisphere and GP	Corporate	TOTAL [(1)]
Revenue	614	781	-	1,395
Net operating income/(loss) excluding goodwill impairment	91	116	(106)	101
Impairment of goodwill	(594)	(589)	-	1,183
Net operating loss	(503)	(473)	(106)	(1,082)
Finance income				3
Other gains and losses				39
Finance costs				(1)
Loss before taxes				(1,042)

Our fleet as at 31 December 2015

- 30 vessels in the active fleet

9 Chartered:	**21 Owned:**	
Skandi Acergy	Seven Antares	Rockwater 2
Skandi Neptune	Seven Borealis	Seven Atlantic
Normand Seven	Seven Oceans	Seven Falcon
Grant Candies	Seven Condor	Seven Ospray
Normand Subsea	Seven Rio	Seven Pelican
Siem Stingray	Seven Seas	Kommandor 3000
Subsea Viking	Seven Waves	Seven Eagle
Normand Oceanic (2)	Sapura 3000 (1)	Seven Mar
Seven Viking (2)	Oleg Strashnov (1)	Seven Pacific
	Stanislav Yudin (1)	Seven Phoenix
		Simar Esperanca

- 5 vessels stacked and 4 under construction

Seven Navica
Seven Discovery
Rockwater 1
Seven Inagha
Seven Petrel

Seven Arctic - delivery due 2Q 2016
Seven Sun - delivery due 2Q 2016
Seven Kestrel - delivery due 2Q 2016
Seven Cruzeiro - delivery due 4Q 2016

- 1 vessel scrapped and 3 chartered vessels returned during 4Q'15

Seven Polaris

Havila Subsea
Acergy Viking
Skandi Skansen

- 2 vessels stacked and 1 chartered vessels returned since end 2015

Seven Antares
Seven Waves (3)

Skandi Neptune

(1) Owned and operated by a joint venture
(2) Long-term charter from a vessel-owning joint venture
(3) Undergoing extensive repairs to the lay-tower

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