Stolt-Nielsen Limited | First-Quarter 2022 Results

Niels G. Stolt-Nielsen — Chief Executive Officer
Jens F. Grüner-Hegge — Chief Financial Officer

March 31, 2022

Stolt-Nielsen

Forward-Looking Statements

Included in this presentation are various “forward-looking statements”, including statements regarding the intent, opinion, belief or current expectations of the Company or its management with respect to, among other things, (i) goals and strategies, (ii) plans for new development, (iii) marketing plans, (iv) evaluation of the Company’s markets, competition and competitive positions, and (v) trends which may be expressed or implied by financial or other information or statements contained herein. Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other facts that may cause the actual results, performance and outcomes to be materially different for any future results, performance or outcomes expressed or implied by such forward-looking statements. These factors include in particular, but are not limited to, the matters described in the section “Principal Risks” (p. 60 et seq.) in the most recent annual report available at www.stolt-nielsen.com.

Agenda | 1Q22 Results

1. Stolt-Nielsen Limited
2. Stolt Tankers
3. Stolthaven Terminals
4. Stolt Tank Containers
5. Stolt Sea Farm
6. Stolt-Nielsen Gas – Avenir LNG
7. Financials
8. Q&A

1Q22 Highlights | Strong Performance Overall

1Q22 vs. 4Q21

OPERATING REVENUE

$ 606.2m ▲

$ 593.1m

EBITDA

$ 158.5m ▼

$ 162.9m

OPERATING PROFIT

$ 91.8m ▲

$ 77.0m

NET PROFIT

$ 52.3m ▲

$ 35.0m

FREE CASH FLOW*

$ 166.4m ▲

$ 102.2m

NET DEBT TO EBITDA

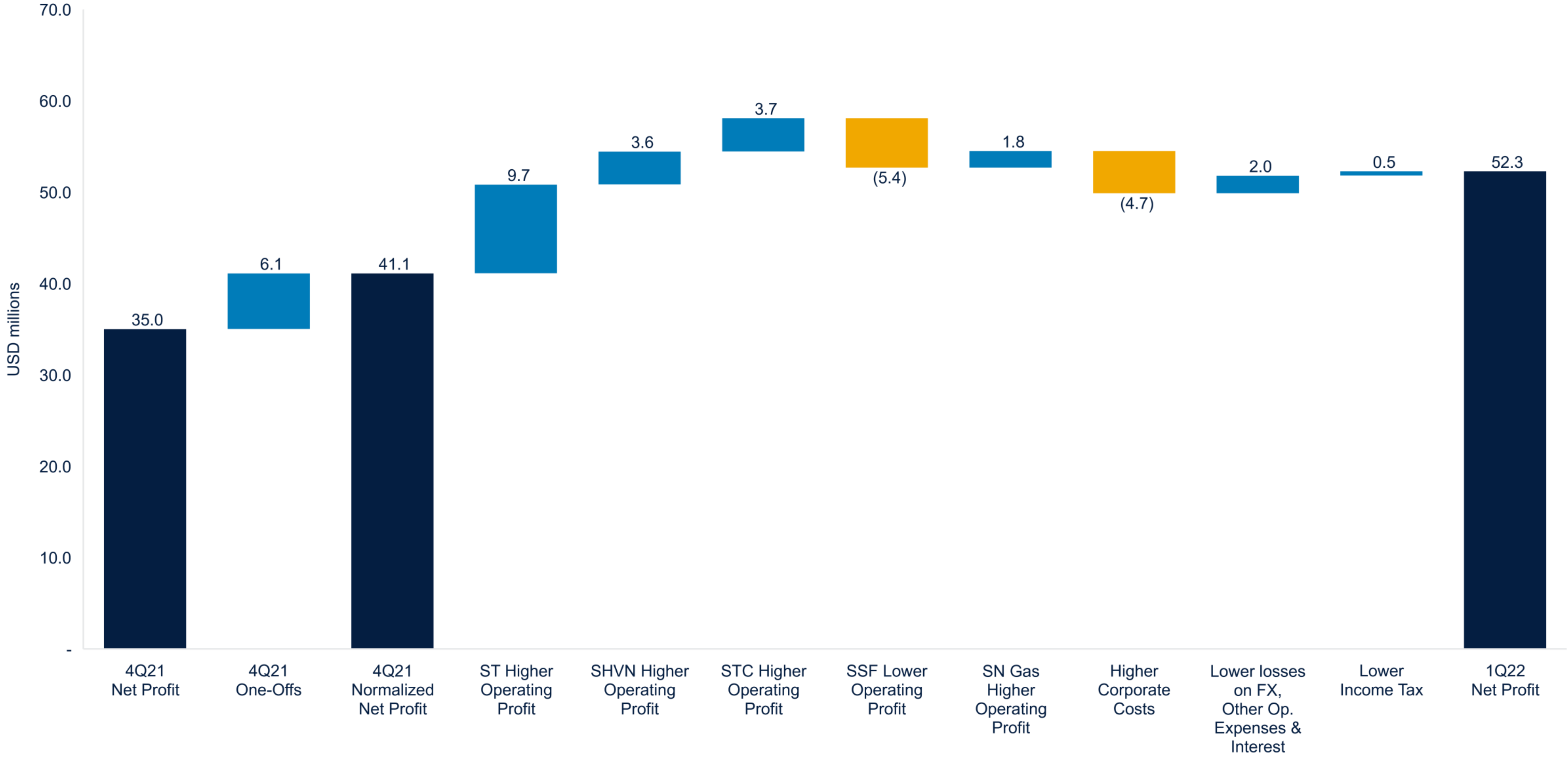
3.82x ▼

4.29x

*Cash from operations less cash used for investing activities

- **Net Profit** from continuing operations **of $52.3m**, up from $35.0m in 4Q21
- **EBITDA** of $158.5m, down from $162.9m mainly driven by:
  - **Stolt Tankers** one-off $12.5m DNK distribution in 4Q21
  - **Stolt Sea Farm** negative FV adjustment of $0.6m in 1Q22 vs. positive FV adjustment of $6.0m in 4Q21
  - **Stolthaven Terminals** improved utilisation driving higher storage and throughput revenue
  - **Stolt Tank Containers** continued high transportation margin and demurrage, but lower shipments
- **Strong improvement in free cash-flow** due to higher operating cashflow and reduction in working capital
- Lowest **Net Debt to EBITDA** ratio since 2016, driven by the strong EBITDA. Over **$440.0m** available **liquidity** at quarter-end
- Board recommended $0.50 Dividend, subject to the AGM approval
- Acquired 5% of outstanding A-shares in Odfjell SE
- Niels G. Stolt-Nielsen announced plans to retire and assume Chairman role; CEO search is underway

Net Profit | Strong Operating Performance; Highest Net Profit since 2008

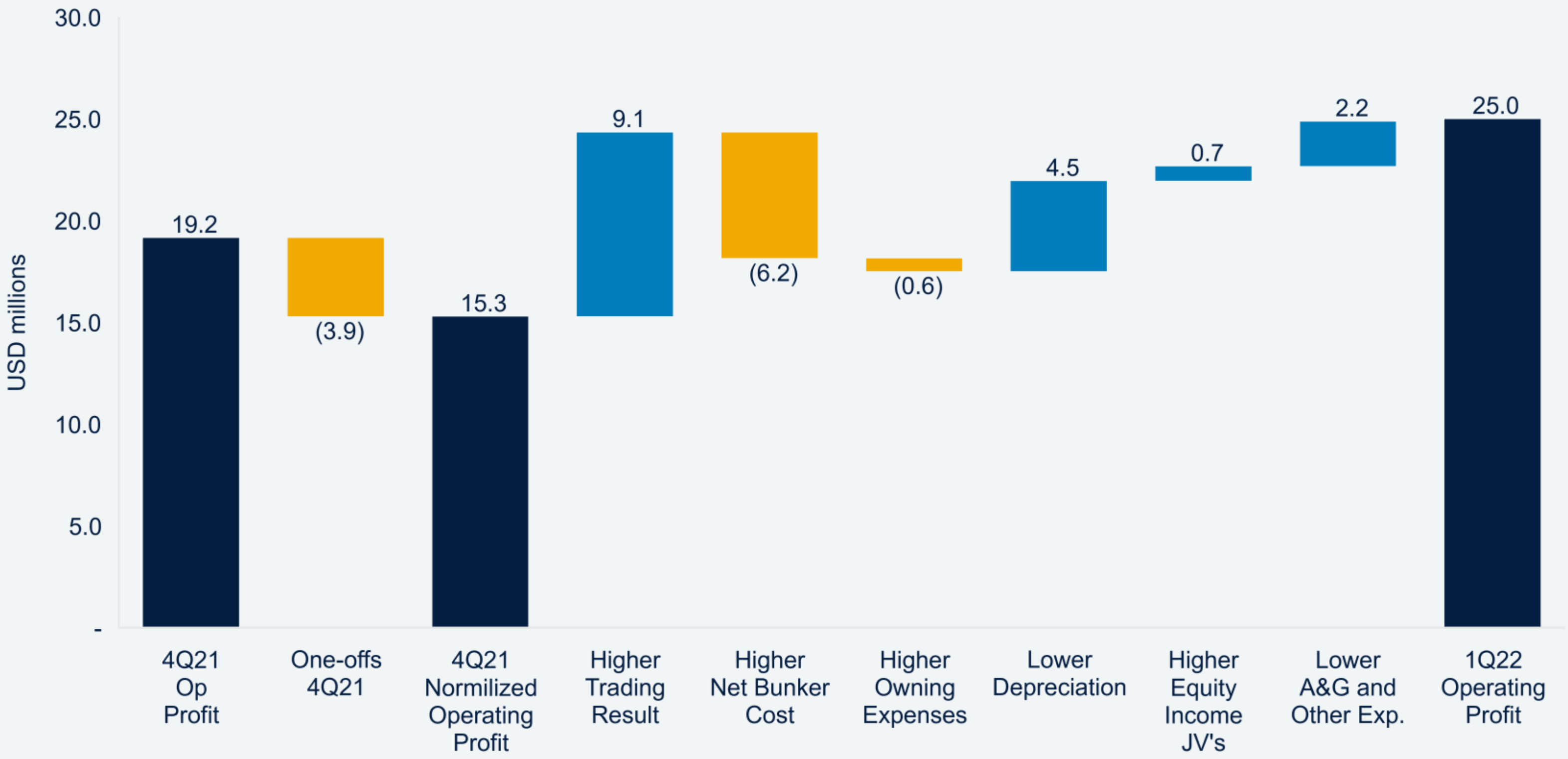


Stolt Tankers

Stolt Tankers | Higher Freight Rates, Lower Volumes

1Q22	OPERATING REVENUE	EBITDA	OPERATING PROFIT	OPERATING DAYS (deep sea)
1Q22	**$ 314.5m** ▲	**$ 62.5m** ▼	**$ 25.0m** ▲	**6,848** ▼
4Q21	$ 307.8m	$ 71.6m	$ 19.2m	6,919

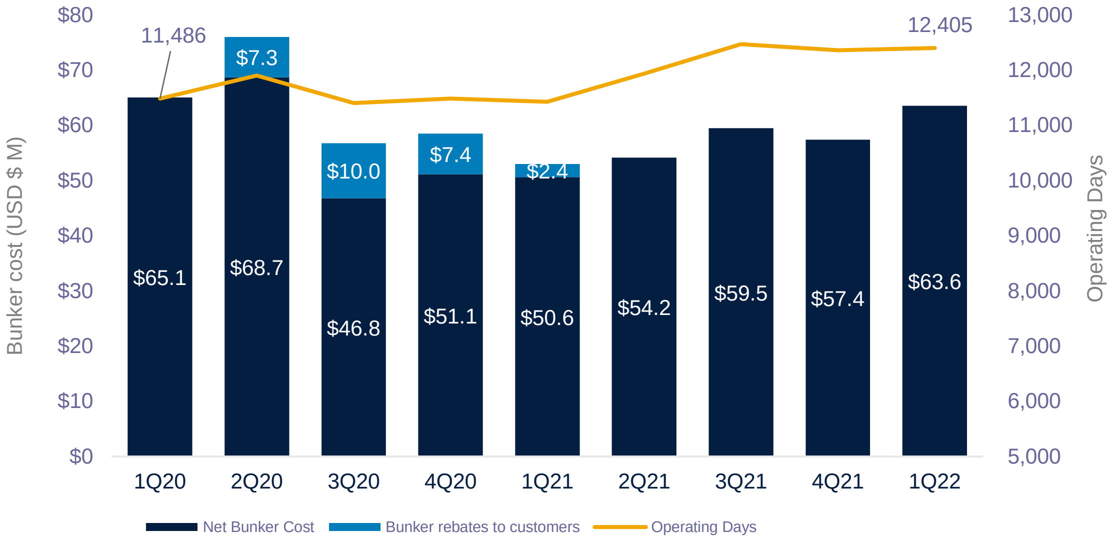
Operating Profit Variance



- **Freight rates up** 6.4% driven by a 14.3% increase in spot rates
- **Volume** was down 3.3% and **utilisation** down by 2.7%
- COA renewals rates increased by 1.8%
- Higher **net bunker cost** as a result of higher bunker prices
- Higher **owning expenses** as a result of higher insurance costs, manning and other owning expenses
- Lower depreciation due to disposal of ships and residual value adjustments due to effect of higher steel prices
- Improved results from all JVs

Higher Bunker Prices Mitigated by Rising Freight Rates

Bunker Cost*



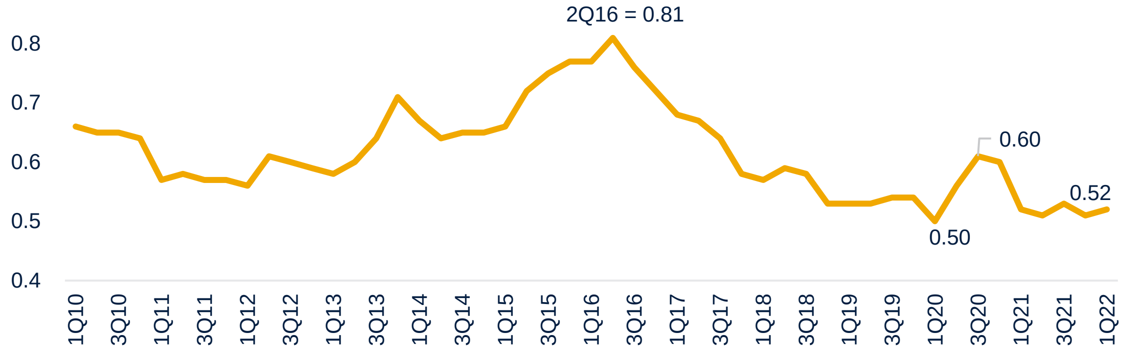
*Includes STJS and Regional Fleet

Average price of IFO/VLSF ($ per tonne)

	1Q21	2Q21	3Q21	4Q21	1Q22
Consumed	$370	$461	$496	$530	$580
Purchased	$417	$479	$506	$561	$610

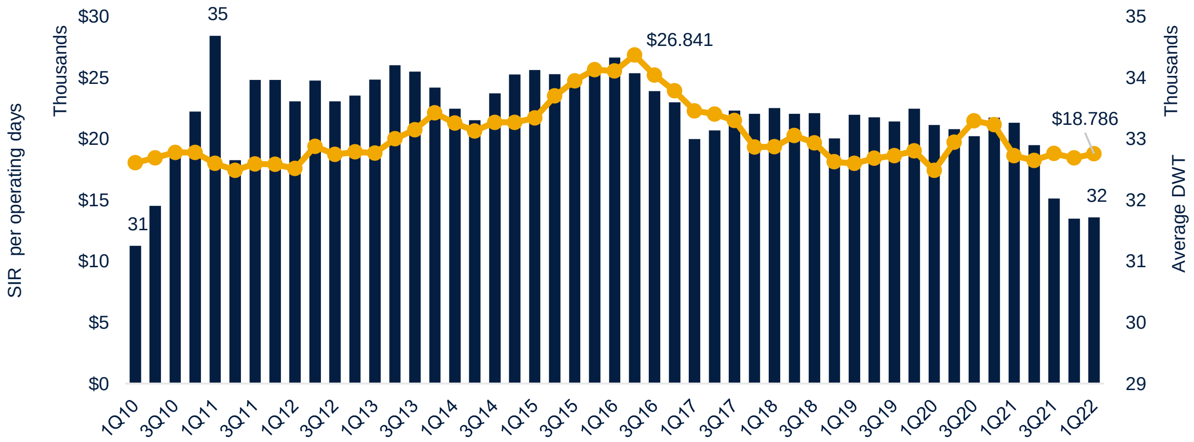
- 97.4% of COAs had a bunker clause in 1Q22
- The total volume covered by a bunker clause was 63.8% in YTD22

STJS - SIR index



Index based on SIR STJS ships; net results outside T/C ships, base is 1Q96 adjusting for inflation based on US Consumer Price Index (CPI)

STJS - SIR per Operating Day ($)



- SIR/day of $18,786, up from $18,438 in 4Q21.

1. Sailed-in revenue per day is calculated as voyage revenue less voyage related expenses and trading overhead expense, divided by total operating days during the period. Note that the Sailed-in revenue excludes any gains on time-chartered ships and fees earned from managing the STJS pool.

Market Highlights – Swing Tonnage Moving Out of Chemicals

Deepsea – Stolt Tankers Joint Service

- Strong US imports continued, slow down from USG to South America and India, and from Europe to Asia. Strong volumes from USG to Mediterranean
- COA volumes decreased slightly
- Return legs from Asia to Europe and the US continued to be strong during the quarter (mainly spot business)

Stolt-Nielsen Inter-Europe Service – E&S Tankers

- Activity in Europe remains stable despite the Ukraine/Russia war. Continue to see positive results from E&S Tanker JV as synergies are higher than expected

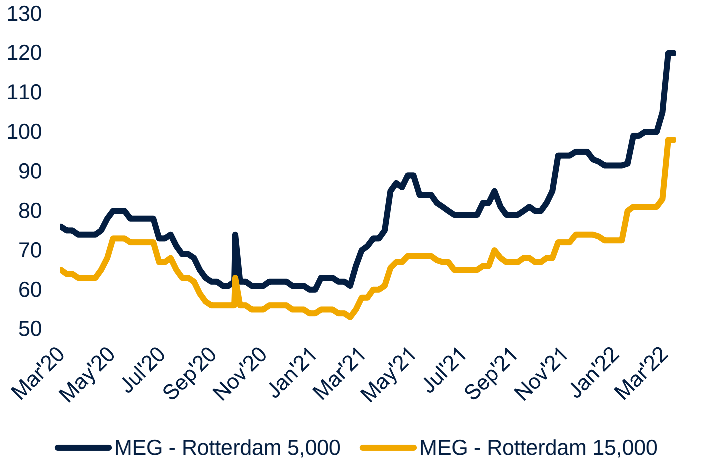
Stolt-Nielsen Inland Tanker Service

- Stable outlook for chemicals, COA coverage at 84%

Stolt-Nielsen Asia Pacific Service

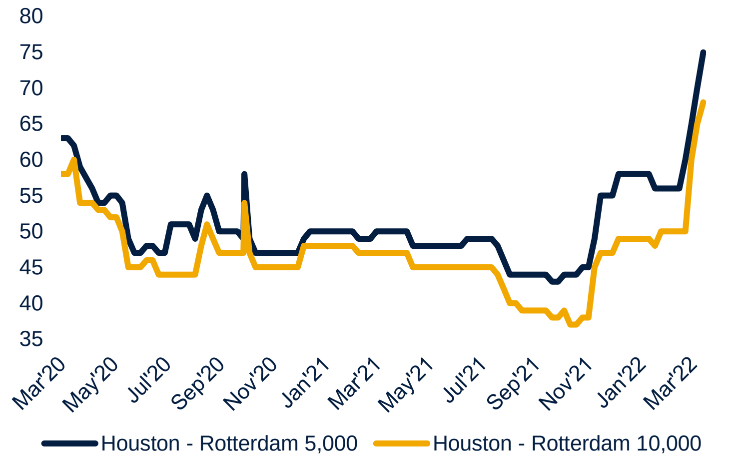
- Supply bottleneck and Covid restrictions in China caused tightening tonnage supply, which together with market conditions and higher fuel prices drove rates increases

Middle East Gulf to Europe, Chemicals Index



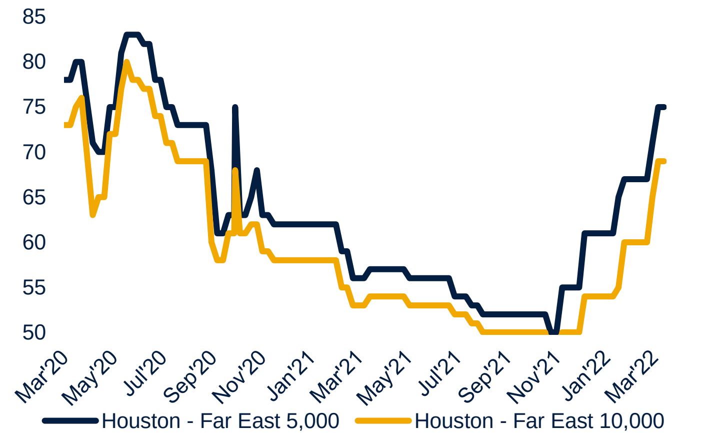
Source : Clarkson Platou

Transatlantic Eastbound, Chemicals Index



Source : Clarkson Platou

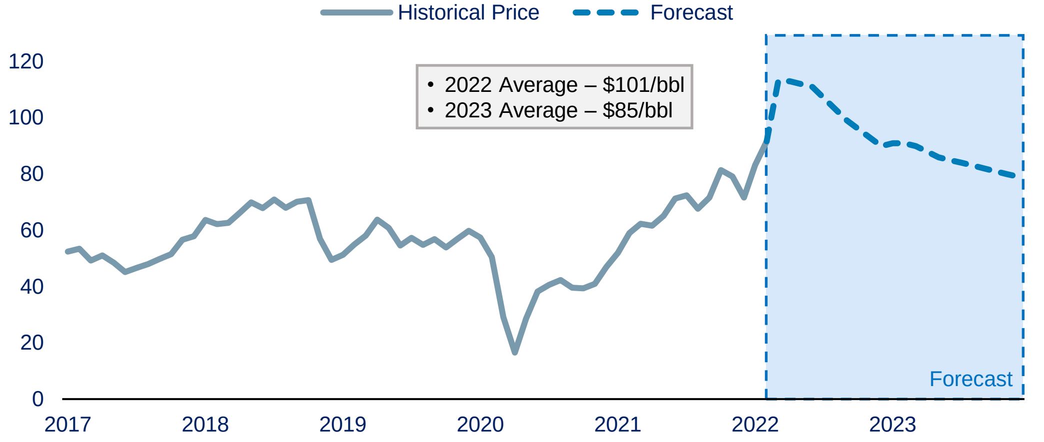
Transpacific, Chemicals Index



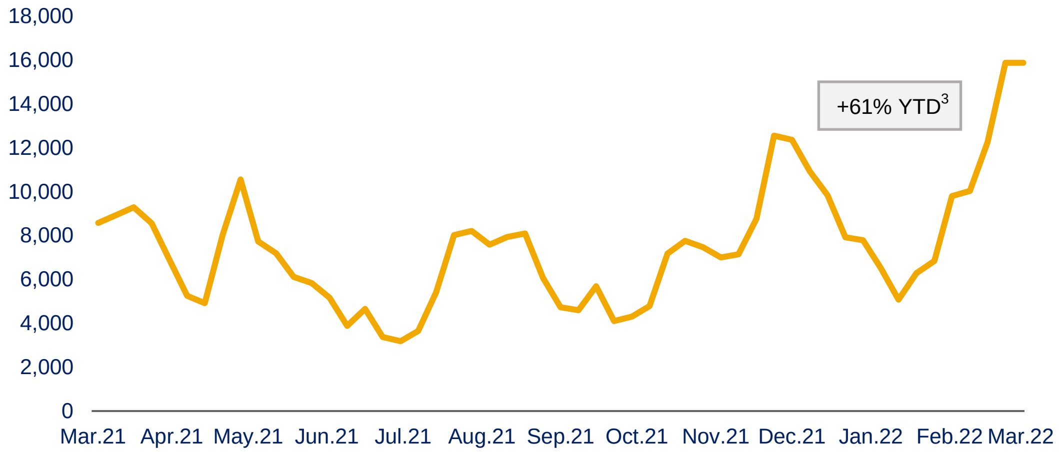
Source : Clarkson Platou

Market Outlook | Fundamentals remain positive but uncertainties remain at elevated

WTI Crude Oil Price Last 5-Yrs and Forecast ($/bbl)[1]



LTM Average MR Earnings ($/Day)[2]



- Ukraine/Russia conflict has heightened energy security and the role of fossil fuels
- Changing crude and product flows are increasing tonne/mile demand and have resulted in a strengthening of the MR market
  - Swing tonnage has been moving out of the chemical tanker segment
- However, there are increasing headwinds, resulting in uncertainty and disruption for the medium term
  - Continued geopolitical tension
  - Impact of inflation on consumer confidence and growth
  - Covid related lockdowns in China
- Fundamental demand / supply dynamics remain supportive
  - Stainless steel tanker orderbook remains very low at 5.2% of total fleet, with limited yard availability for deliveries until late 2024-25
  - Chemical production is expected to grow c.3-4% p.a. for 2022-24
- Increased volatility requires focus on cost control (including bunker) whilst optimising our spot / contract mix

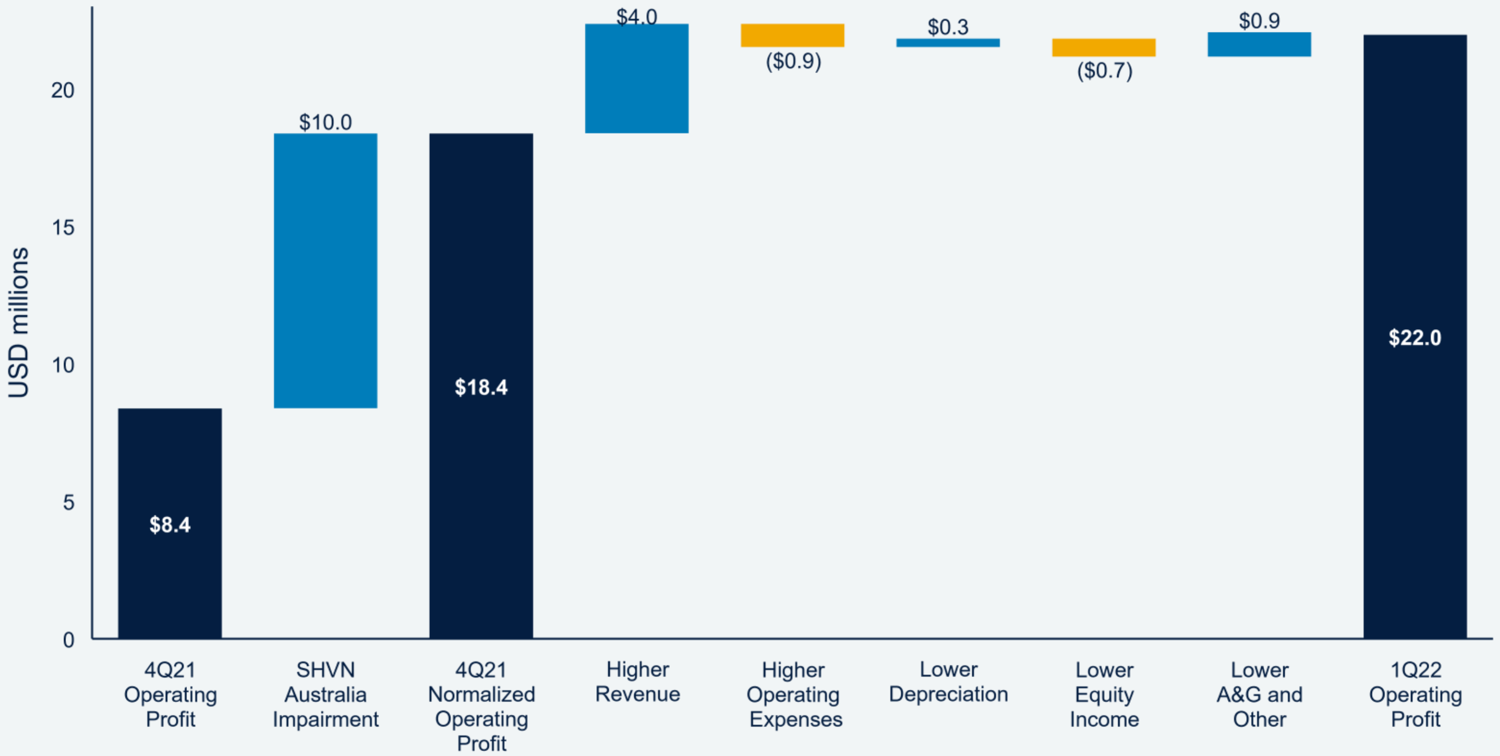
1. US EIA Short-Term Energy Outlook (March 2022), 2. Clarksons, 3. 31.Dec.21 – 18.Mar.22

Stolthaven Terminals

Stolthaven Terminals | Higher Rates and Higher Utilisation

	OPERATING REVENUE	EBITDA	OPERATING PROFIT	UTILISATION (wholly owned terminals)
1Q22	**$ 66.1m** ▲	**$ 37.1m** ▲	**$ 22.0m** ▲	**96.3%** ▲
4Q21	$ 62.1m	$ 34.6m	$ 8.4m	92.8%

Operating Profit Variance

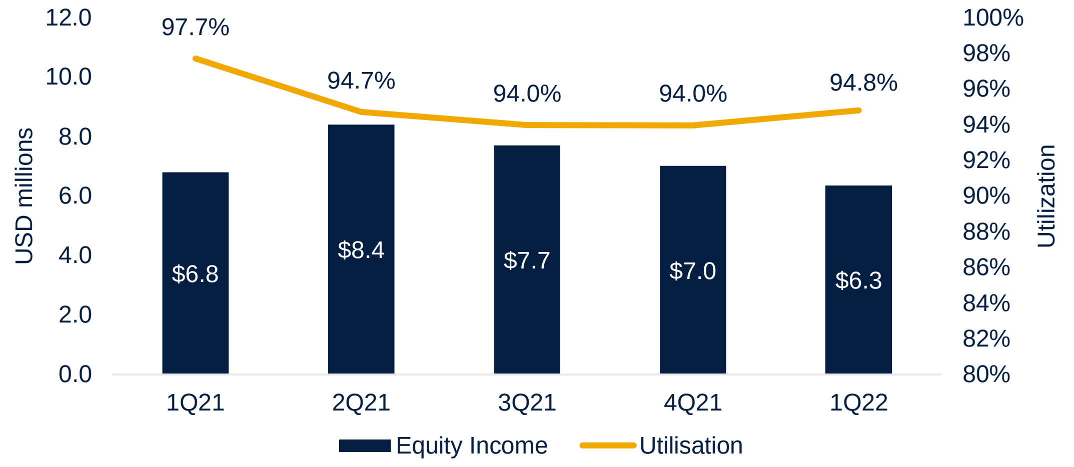


- **Higher revenue** as a result higher utilisation, rate increases and higher ancillary revenue
- **Higher activity in US terminals** resulted in higher operating cost.
- Passing inflationary cost increases on to customers via rate increases, but with delayed effect
- **JV equity income** decreased as result of lower profit at JSTT due to higher utility and manning costs

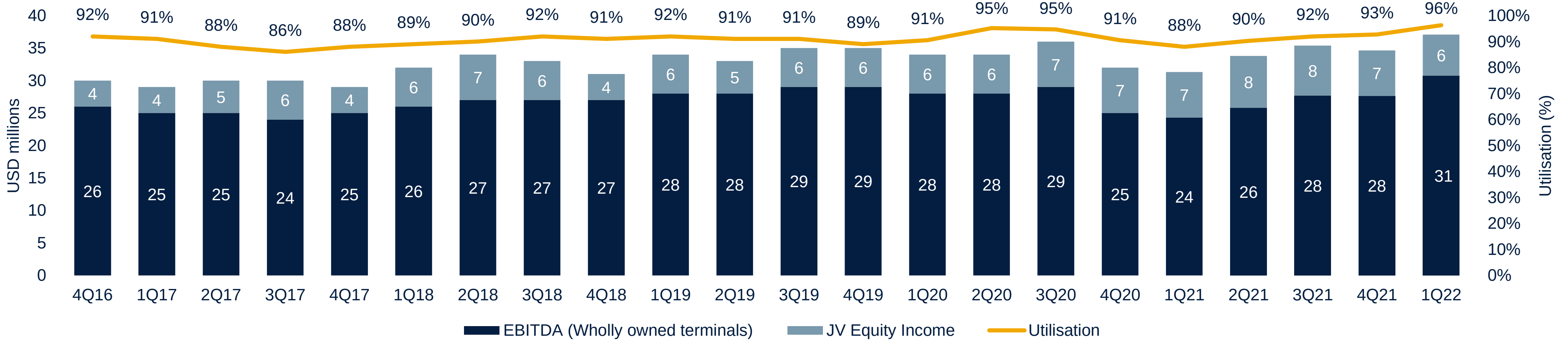
Market Highlights | Strong Demand in the US, Slowdown in China

- **US terminals:** higher utilisation and throughput with increased demand in the US Gulf
- Utilisation at the **European terminals** was stable as demand for chemicals remained steady
- **Asia** - slight slowdown in China otherwise market remains stable but could be impacted by further Covid in China
- The uncertainty caused by the Ukraine/Russia war is causing changes in trade flows and may lead to customer stock piling feedstock inventory

Equity Income/Utilisation (Joint Ventures)



EBITDA /Utilisation (Wholly-owned terminals)

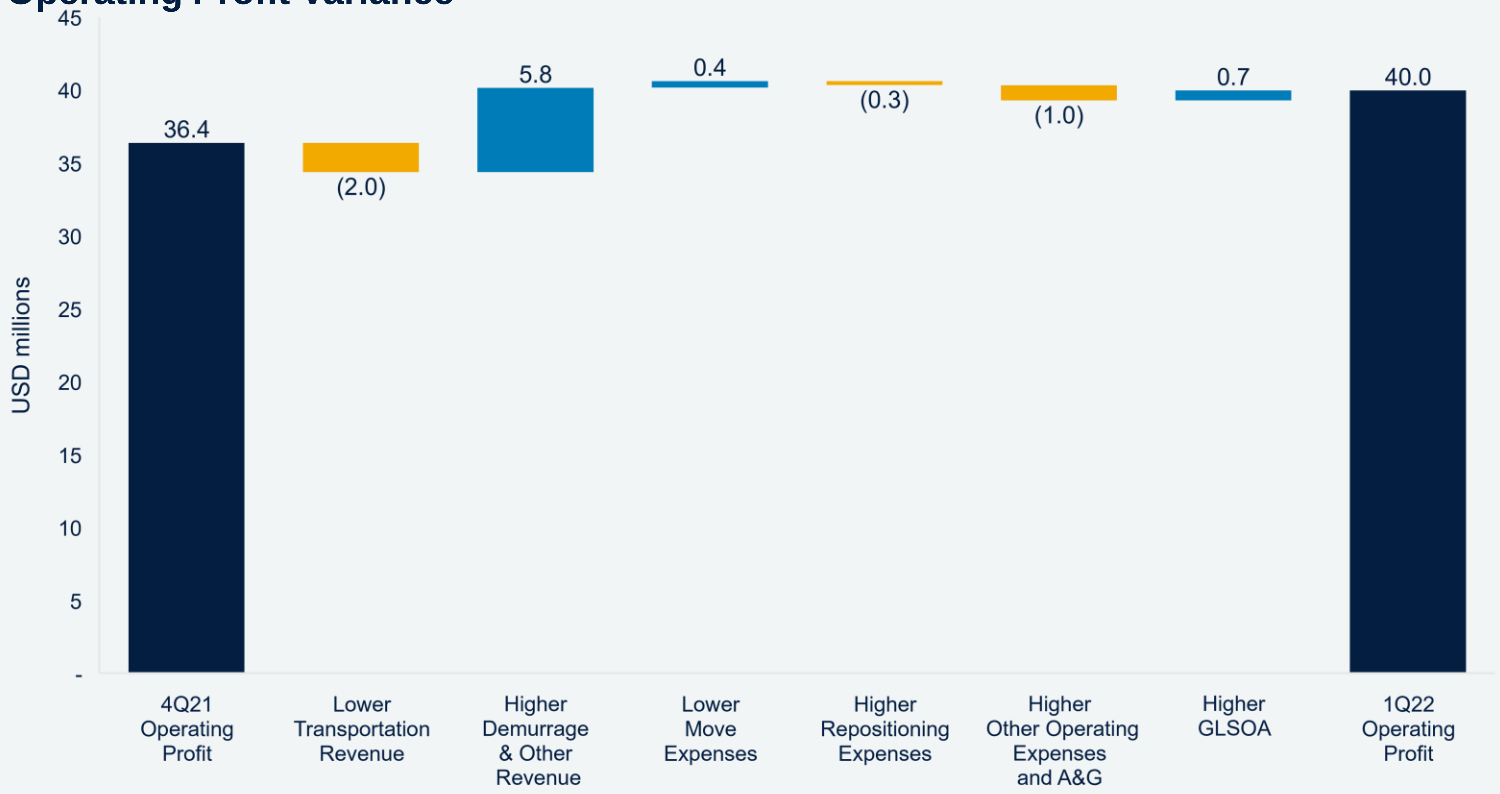


Stolt Tank Containers

Stolt Tank Containers | Higher Rates but Lower Shipments

1Q22	OPERATING REVENUE	EBITDA	OPERATING PROFIT	UTILISATION
1Q22	$ 195.3m ▲	$ 50.3m ▲	$ 40.0m ▲	70.3% ▼
4Q21	$ 191.5m	$ 46.0m	$ 36.4m	72.2%

Operating Profit Variance



- **Transportation revenue** was down 1.4% as shipments were down by 6.0%
- **Demurrage revenue** increased by 6.0% following a significant rise in the third and fourth quarters driven by logistical bottlenecks and customers holding more tanks longer
- **Shipments** were down to 30,694 in 1Q22 from 32,648 in 4Q21
- **Ocean freight costs** increased by 4.3% following continued tight liner and trucking capacity during the first quarter
- **Lower repositioning expenses** as a result of fewer repositioning shipments

Market Outlook | Demand Softening, Freight Costs Remain Elevated

Demand outlook

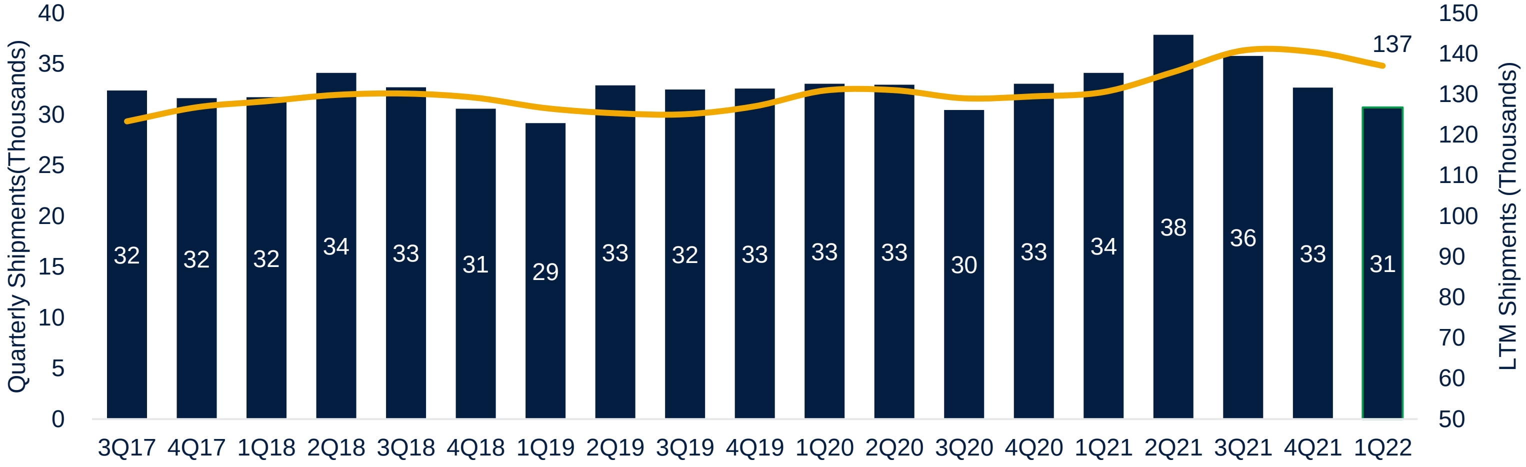
- Decline in bookings indicates **lower demand** expected in 2Q
- **Signs of customers delaying shipments** of low value commodities due to high freight rates
- Higher freight rates will cool demand in the next quarters

Transportation costs outlook

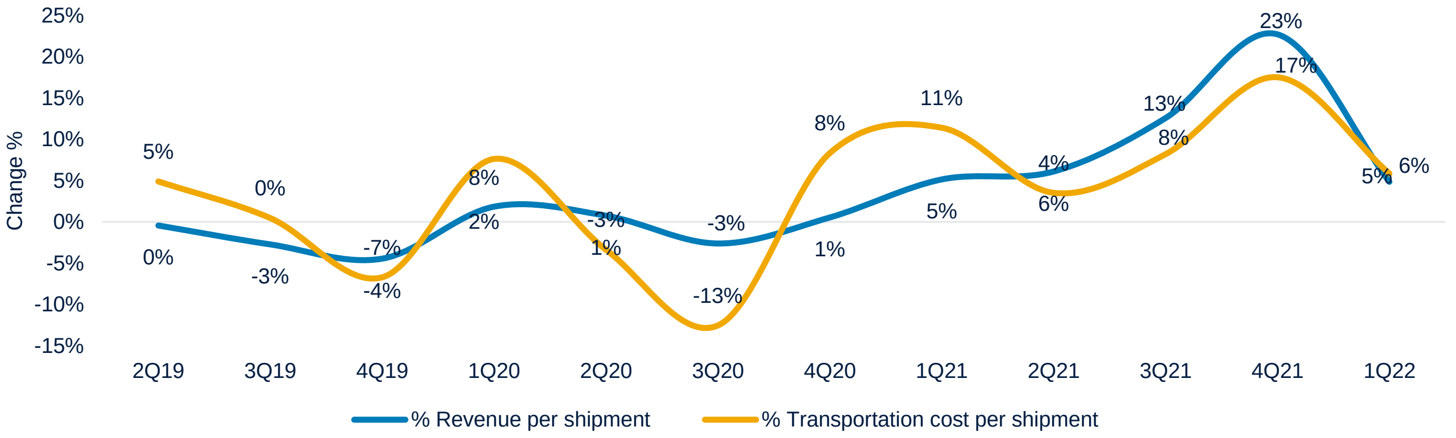
- **Containership capacity limitations are expected to continue,** resulting in continued high freight costs
- **Port congestion will put pressure on freight rates.** Disruption in supply chains, Ukraine conflict and new lockdowns in China contributing to more delays across regions.
- **Tight liner capacity:** Containership orderbook* has increased from 8.3% in Nov' 20 to 24.8% in Mar '22 but deliveries will not hit market until 2023

*Clarkson

Signs of a slowdown in shipments



Revenue per shipments and transportation costs rising

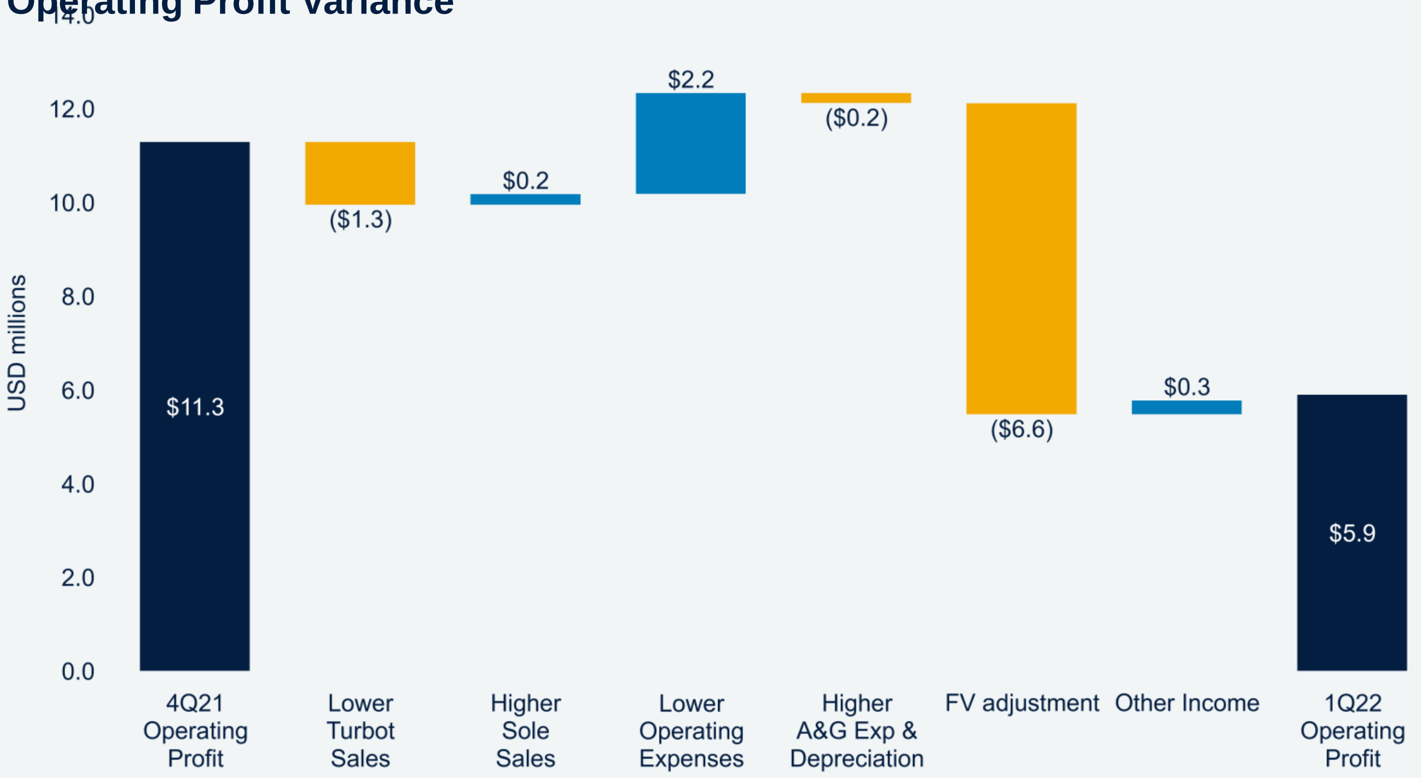


Stolt Sea Farm

Stolt Sea Farm | Lower Volume but Prices Remain Strong

1Q22	OPERATING REVENUE	EBITDA	OPERATING PROFIT	VOLUMES (metric tonnes)**
1Q22	**$ 30.0m** ▼	**$ 8.2m** ▼	**$5.9m** ▼	**2,259mt** ▼
4Q21	$ 31.1m	$ 12.7m	$ 11.3m	2,667mt

Operating Profit Variance



- **Turbot prices improved** by 1.0% on top of significant increases in recent quarters, while sales volumes were down 4.8%, due to phase-out of traded product
- **Sole prices increased** 2.2%, while the volume sold during the quarter improved by 6.1%
- **Lower operating** expenses as a result of lower sales volume for turbot while operating expenses per kg remained flat.
- **Sole operating expenses per kg** decreased by 10.8 % in the quarter, following the decrease of 2.3% in 4Q21.
- **Fair value adjustment** of biomass was a $0.6m loss compared with a $6.0m gain in the prior quarter, reflecting stable prices and biomass during the quarter

**Includes own turbot, traded turbot and sole

Stolt-Nielsen Gas

Avenir LNG | A Transformational Year - Focus on Operations and Earnings

Avenir Fleet	▪ Unmatched in the small-scale segment in terms of **size, flexibility, and operational efficiency** ▪ **Highly attractive asset portfolio** of 5 vessels and 1 LNG terminal

2022 - a transformational year from development to earnings growth	▪ Final vessel due to be **delivered in 2Q-2022**
	  ▪ **Fully funded** investment programme
	▪ **3x TCs underpin earnings**
	▪ **Further value creation** from direct LNG supply
	  ▪ Leveraging 2 vessels and LNG terminal

Well positioned to generate earnings in the current market and grow the projects pipeline	▪ Gas / LNG prices have hit record levels in recent months **impacting competitiveness of LNG** vs alternative fuels in the short term ▪ Avenir operations benefit from **firm business against all our assets** ▪ Market **fundamentals remain attractive**, need for energy security is **creating opportunities** within Europe (i.e. terminals, bunkering)

Diversified Earnings to Drive Cash Flows

1 — x3

- BB / TCs with high quality counterparties (Shell, New Fortress and Petronas)

2 — x2 x1

- 2 vessels and 1 HIGAS terminal
- Assets traded by Avenir
- Integrated offering to clients in Sardinia
- Growing bunkering network in the Mediterranean, Northern Western Europe, Baltics, Malaysia and China

3

New Growth Opportunities
(bunkering markets, terminals and adjacent fuels)

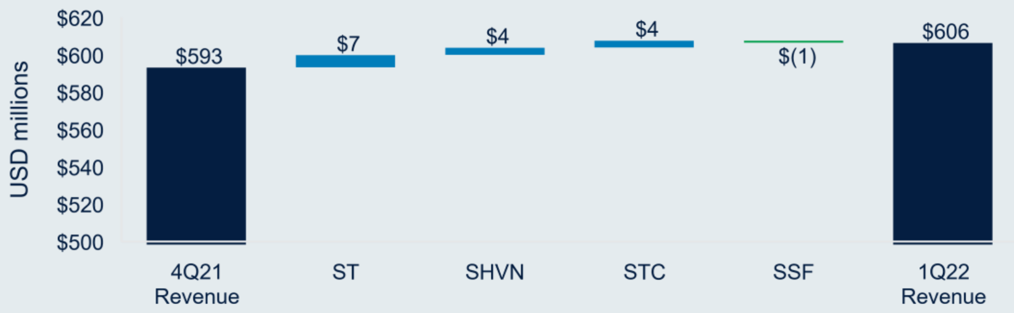
Significant earnings upside from redeploying TC assets into new LNG supply projects

Financials

SNL Net Profit | Financials

Figures in USD million	Quarter 1Q22	4Q21	1Q21
Operating Revenue	**$606.2**	**$593.1**	**$480.2**
Operating Expenses	**(403.0)**	**(379.1)**	**(327.6)**
Depreciation and amortisation	(68.3)	(73.1)	(72.0)
Impairment of assets	0.0	(10.0)	0.0
Share of profit of joint ventures and associates	13.8	8.9	9.0
Administrative and general expenses	(58.6)	(57.1)	(53.9)
Gain (loss) on sale of assets	0.8	(6.2)	0.1
Other Operating income	1.0	0.5	0.3
Operating Profit (as reported)	**$91.8**	**$77.0**	**$36.0**
Net interest expense	(30.9)	(30.4)	(32.5)
FX (loss) gain, net	(2.1)	(2.0)	1.2
Income tax expense	(7.7)	(8.2)	(2.2)
Other	1.2	(1.3)	0.1
Net Profit	**$52.3**	**$35.0**	**$2.5**
Attributable to equity holders of SNL	52.3	35.0	2.5
Net Profit	**52.3**	**35.0**	**2.5**
EBITDA	**$158.5**	**$162.9**	**$109.2**

Highlights



	1Q22	4Q21	1Q21
One-time adjustments:			
DNK capital distribution		12.5	
Stolthaven Australia impairment		(10.0)	
Gain (loss) on sale of assets	(0.8)	6.8	(0.1)
Stolt Groenland derecognition loss		(13.0)	
Total One-time adjustments	**($0.8)**	**($3.7)**	**($0.1)**

- Lower depreciation expenses as a result of the disposal of *Stolt Groenland* and *Stolt Spruce* in Tankers and $10m SHVN Australia impairment in 4Q21
- Higher A&G expenses due to higher profit-sharing accruals and employees benefit expenses.
- Tax decrease driven by lower results in Stolt Sea Farm

Capital Expenditures

Figures in USD millions	Actuals 1Q22	Remaining 2022	Budget 2022	Forecast 2023
Stolt Tankers	2	37	39	9
Stolthaven Terminals	11	96	107	86
Stolt Tank Containers	5	38	43	0
Stolt Sea Farm	1	7	8	10
Stolt-Nielsen Gas*	-	-	-	-
SNL Corporate & Other	2	24	26	-
Total	**$21**	**$202**	**$223**	**$105**

*Includes investments in JVs

- **Stolt Tankers** investment of BWTS for $1.2m
- **Stolthaven Terminals** investments of $4.2m in maintenance and $2.2m in safety and environmental projects across different terminals
- **Stolthaven Dagenham** to upgrade jetty for $35.0m, between 2022 and 2023
- **Stolt Tank Containers** $2.5m purchase of new tank containers, and a $1.2m investment for cleaning facilities and a new wastewater treatment plant in Houston Depot

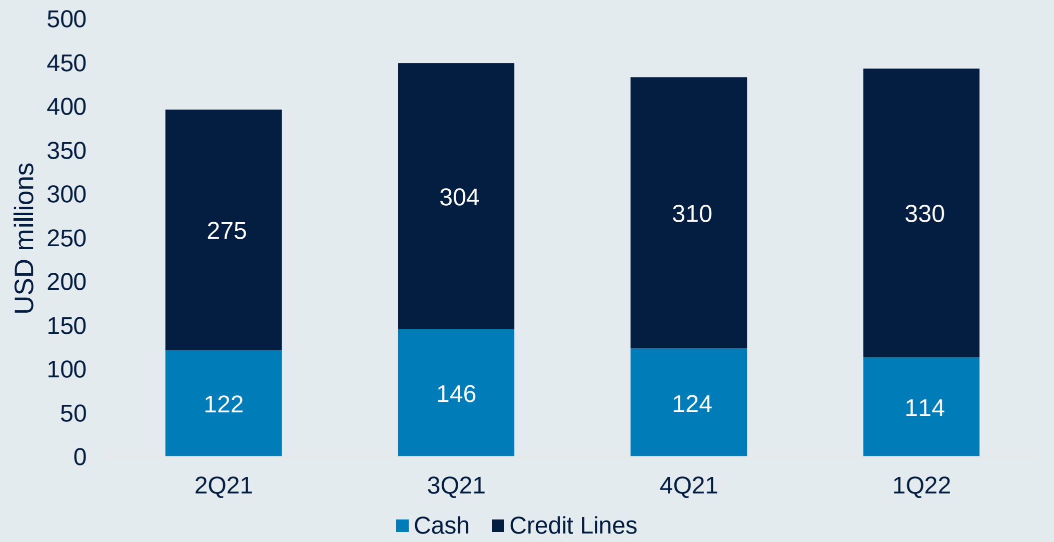
SNL Cash Flow and Liquidity Position

Figures in USD million	1Q22	4Q21	1Q21
Cash generated by operating activities	**$199.5**	**$113.0**	**$94.4**
Interest Paid	(26.0)	(36.0)	(24.6)
Debt issuance cost	(4.8)	(0.1)	(1.5)
Interest received	0.9	0.7	0.9
Income taxes (paid) received	(4.8)	(2.8)	3.0
Net cash generated by operating activities	**164.7**	**$74.8**	**72.13**
Capital expenditures and intangible assets	(24.5)	(28.5)	(103.8)
Investments in & repayment of advances to JVs	(0.2)	-	(13.9)
Purchase of Golar shares	-	-	(3.0)
Purchase of Cool Co Shares	(10.0)	-	-
Sale of assets	1.3	18.3	0.7
Other	0.3	(0.7)	0.3
Net cash used in investing activities	**($33.1)**	**($10.8)**	**($119.7)**
Proceeds from issuance of long term debt	-	-	65.0
(Decrease) Increase in loans payable to banks	(40.0)	(20.0)	20.0
Repayment of long-term debt	(61.6)	(50.1)	(29.7)
Principal payment on capital lease	(11.2)	(12.4)	(10.1)
Dividend and other	(26.8)	(0.7)	(13.4)
Net cash (used in) provided by financing activites	**($139.6)**	**($83.2)**	**$31.8**
Effect of FX change on cash	(1.5)	(2.8)	1.1
Total Cash Flow	**($9.6)**	**($22.1)**	**($14.7)**
Cash and cash equivalents at beginning of period	**$123.9**	**$146.0**	**$187.8**
Cash and cash equivalents at end of period	**$114.3**	**$123.9**	**$173.0**

Highlights

- Strong improvement of free cash-flow due to higher operating cashflow from all businesses and a reduction in net working capital following good collection efforts. Also, interest payments were down, as is normal for the first quarter
- Debt repayments reflect the settlement of the debt with insurance proceeds related to *Stolt Groenland*
- Dividends of $0.50 per share paid in December

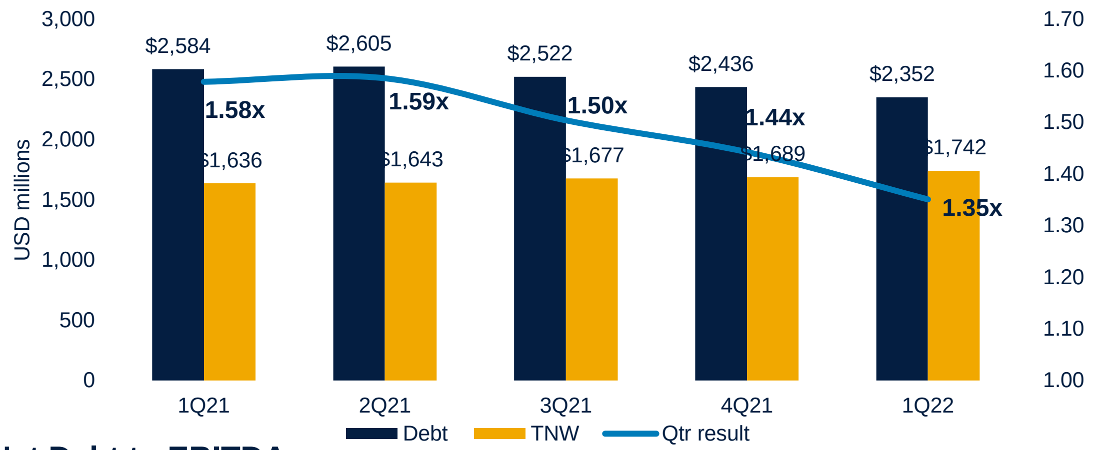
Liquidity available



Credit Lines : Committed lines

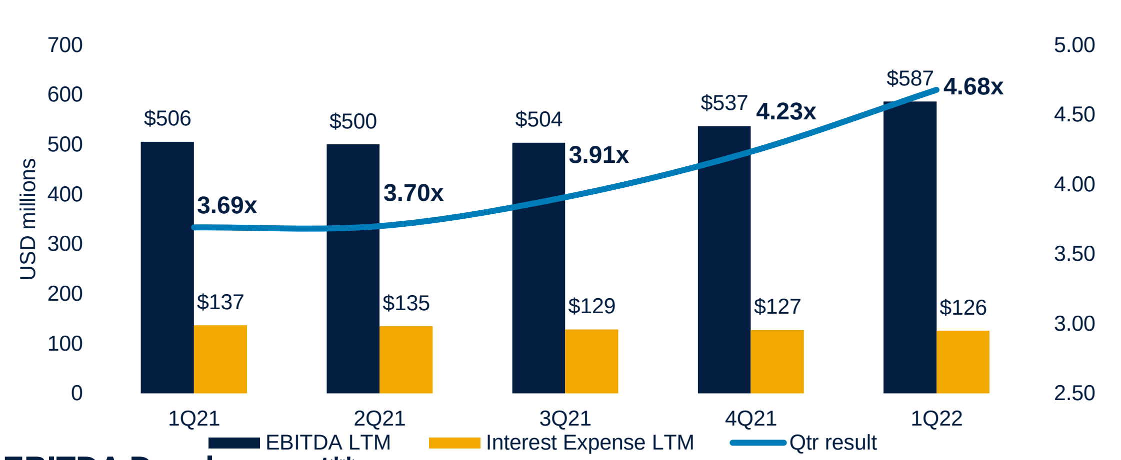
Financial KPIs | Steady and Healthy Improvement

Debt to Tangible Net Worth (maximum 2.00:1.00)

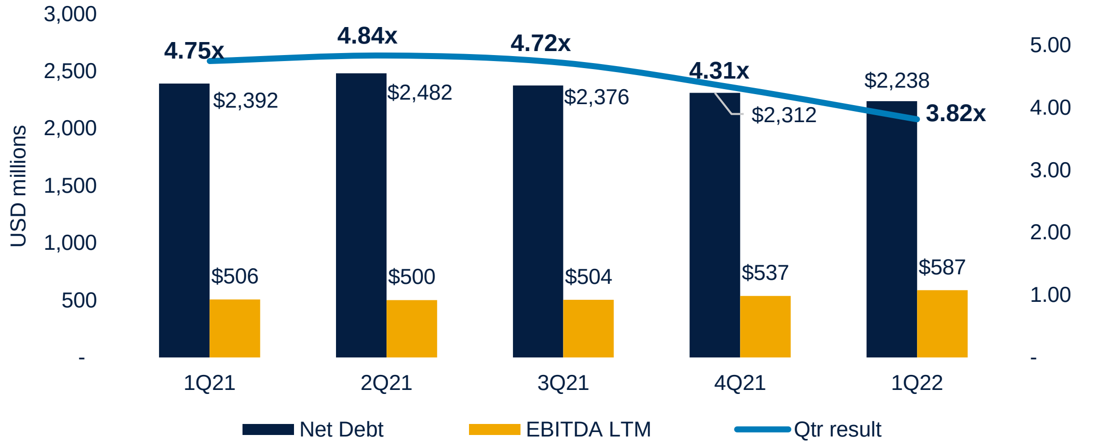


EBITDA to Interest Expense (LTM*) (minimum 2.00:1.00)

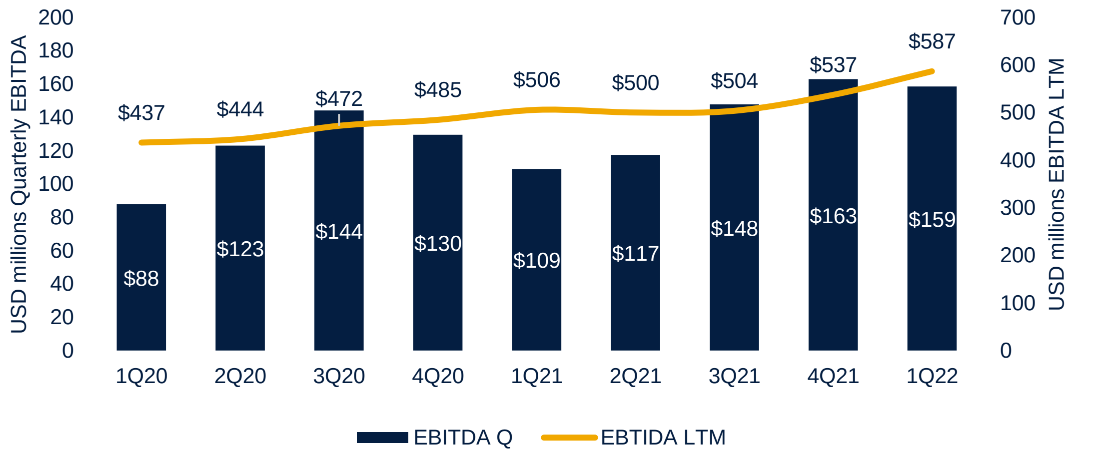
*Last twelve months



Net Debt to EBITDA

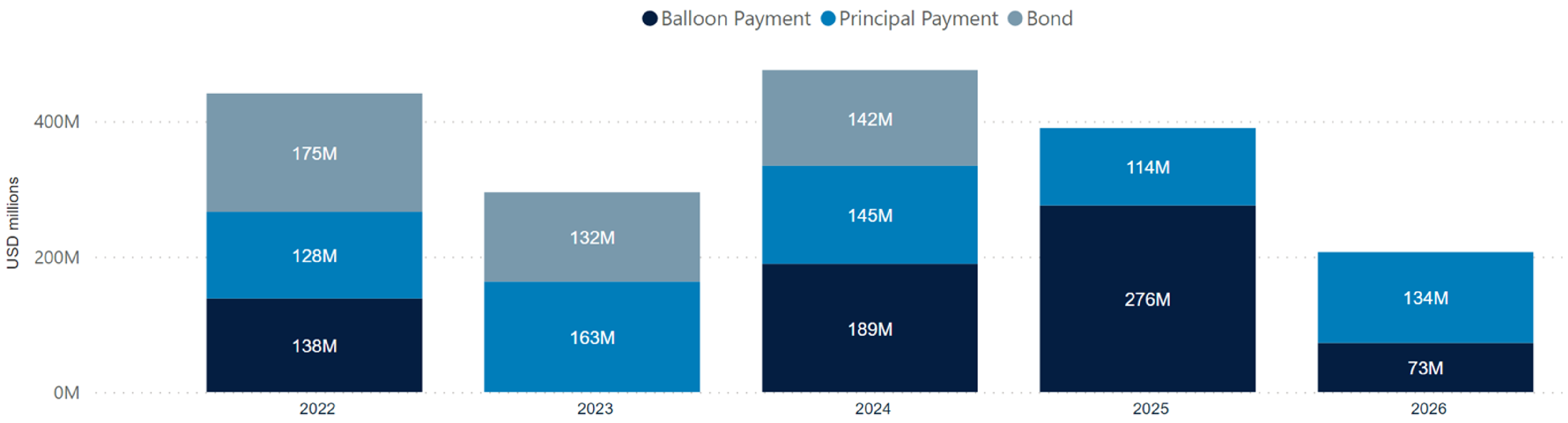


EBITDA Development**



*Last twelve months
**EBITDA including Fair Value

Debt Maturity 2022-2026 and Financings



2022 Financing Highlights

- $415m Sustainability-Linked Secured Loan signed in 1Q
- $128m Sustainability-Linked JOLCO signed during 2Q
- SNL has enough liquidity to repay SNI07 in September
- Average cost of debt during the quarter was 4.36%
- Unencumbered assets and marketable securities as of Feb.28.22: $657m

Key Messages

- Highest quarterly net profit since 2008
- Improved profitability driven by STC, SSF and Stolthaven
- Chemical tanker market remains soft, but fundamentals point to firming market during 2022
- High inflation, rising energy costs and higher interest rates could hurt demand growth for both STC's services and demand for premium fish species
- Balance Sheet is strengthening - focus on cashflow generation for debt reduction, shareholder distributions and investments
- Company overall is well positioned to capitalise on the upcycle in tankers and to ride out volatility in other markets, should uncertainties persist

Q&A

Stolt-Nielsen