



MERMAID MARITIME PUBLIC COMPANY LIMITED

(Reg. No. 0107550000017)

26/28-29, 9th Floor Orakarn Bldg., Soi Chidlom, Ploenchit Road,
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UPDATE ON ASIA OFFSHORE DRILLING LIMITED'S LOAN REFINANCING AND THE TRANSACTION SUPPORT AGREEMENT

Mermaid Maritime Public Company Limited ("Mermaid" and/or "Company") refers to the Company's announcement dated 14 September 2017. The Company wishes to update that its wholly owned subsidiary Mermaid International Ventures ("MIV") and Seadrill Limited ("Seadrill"), as the shareholders in Asia Offshore Drilling Limited ("AOD"), have reached a consensual solution in respect of AOD's loan refinancing and have entered into a Transaction Support Agreement ("TSA").

The AOD subsidiaries are borrowers under a USD 360 million senior secured credit facility ("AOD Credit Facility"), approximately USD 210 million of which is outstanding to date. Pursuant to the terms of the TSA, AOD and its subsidiaries have agreed to become a party to the Seadrill restructuring package and, as a result of this joinder, have, among other things, reached agreement with the bank lenders to: (a) extend the maturities of the AOD Credit Facility by approximately five years (on average); (b) eliminate amortization obligations until 31 December 2019; (c) provide a three and a half year covenant holiday; and (d) include more flexible financial covenants, including deferring financial covenant testing until 2021 with the exception of the minimum liquidity covenant, which will apply from completion of the restructuring onwards.

In addition, MIV and Seadrill have also agreed the terms of put and call options in respect of MIV's shares in AOD in accordance with the terms set out in the TSA, which can be summarized as follows:

- (a) MIV will be granted a put option in respect of its shares in AOD, exercisable between 1 October 2019 and 30 September 2020. The valuation for MIV's shares in AOD shall be based on independent rig brokers and financial expert assessment but subject to a ceiling of USD 125 million.
- (b) Seadrill will be granted a call option in respect of MIV's shares in AOD, exercisable from 1 October 2020 to 31 March 2021. The valuation for MIV's shares in AOD shall be based on independent rig brokers and financial expert assessment but subject to a floor price of USD 75 million.

These periods will be postponed if the emergence of the Seadrill group from Chapter 11 is delayed. The Company shall make a subsequent announcement via SGXNet in the event that the put option is exercised by MIV or call option is exercised by Seadrill.



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Financial Effects

Assuming that either the put option or call option pursuant to the TSA was exercised within the most recent financial year (the Company's last financial year ended 31 December 2017), the exercise of either of the options would have had a material effect on the earnings per share of the Company (on a consolidated basis) and a material effect on the net tangible assets per share of the Company (on a consolidated basis) for that financial year.

Interests of Directors and Controlling Shareholders

None of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the TSA.

No person is proposed to be appointed as a Director of the Company in connection with the TSA. Accordingly, no service contract is proposed to be entered into between the Company and any such person.

Please be informed accordingly.

Wuthichai Chongcharoenrungsot
Company Secretary
4 April 2018