

Vantage Drilling International

Jack-Ups Sale & Management and Support Agreements



VANTAGE

May 2021-Q2 2021

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Total “Vessel Sale” Consideration: \$190m

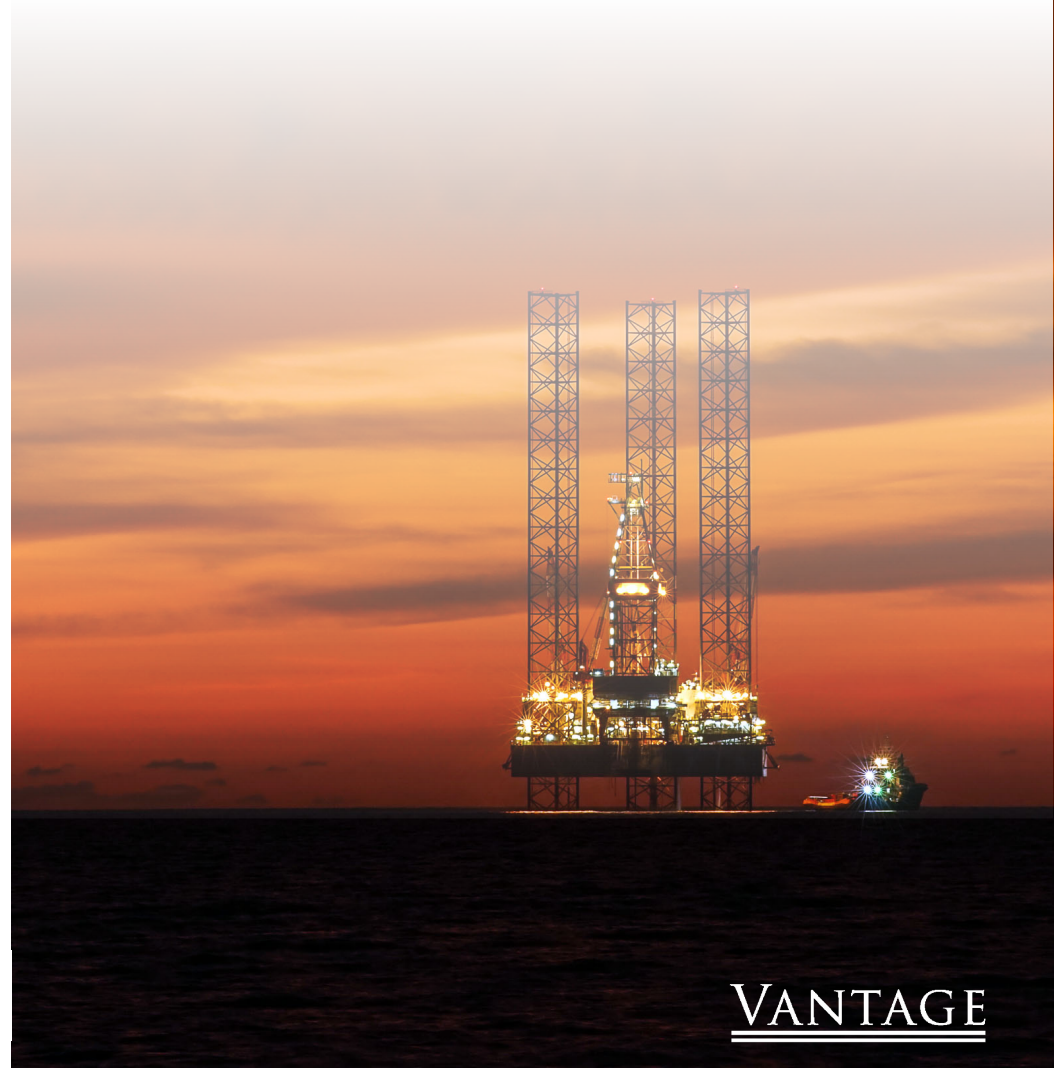
- Soehanah: Share sale of rig owner for \$85 million in cash, with customary adjustments for working capital
- Topaz Driller: Asset Sale for cash for \$105m

Conditions Precedent (“CPs”)

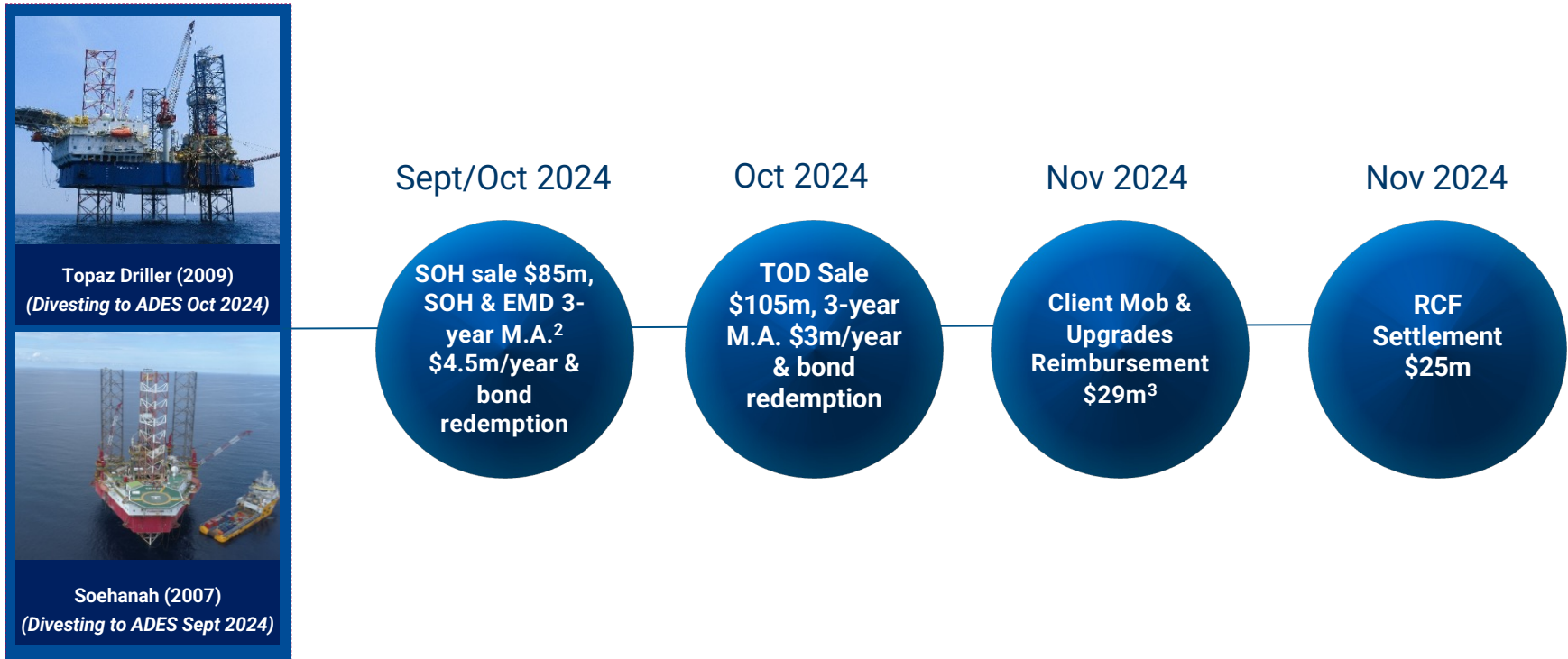
- Management Agreements
- CPOC Acceptance of Topaz Driller

Post-closing Vantage Annual Compensation

- 3-year contracts per rig
- Topaz & Soehanah Performance-Based Management Agreements: \$3m each
- Emerald Driller Support Agreement Extension: \$1.5m



Illustrative Transactions Timeline¹



Notes:

1. Subject to and not limited to transactions' CP, debt documents and capital needs post transactions.
2. Acronyms: Soehanah ('SOH'), Topaz Driller ('TOD'), Emerald Driller ('EMD') and Management Agreements for the SOH, the TOD or the Support Agreement for the EMD ('M.A.').
3. CPOC reimbursement to the benefit of Vantage, outside of the ADES rigs sale.