



# Reshaping Our Future

August 26, 2019



# Disclaimer

## Forward-looking statements

We would like to caution you with respect to any “Forward-looking statements” made in this presentation as defined in Section 27A of the United States Securities Act of 1933, as amended, and Section 21E of the United States Securities Exchange Act of 1934, as amended. Words such as “expect,” “plan,” “intend,” “would,” “will,” and similar expressions are intended to identify forward-looking statements, which are generally not historical in nature, and include any statements with respect to the potential separation of the Company into RemainCo and SpinCo, the expected financial and operational results of RemainCo and SpinCo after the potential separation and expectations regarding RemainCo’s and SpinCo’s respective businesses or organizations after the potential separation.

Such forward-looking statements involve significant risks, uncertainties and assumptions that could cause actual results to differ materially from our historical experience and our present expectations or projections, including the following known material factors: risks associated with the impact or terms of the potential separation; risks associated with the benefits and costs of the potential separation, including the risk that the expected benefits of the potential separation will not be realized within the expected time frame, in full or at all; risks that the conditions to the potential separation, including regulatory approvals and consultation of employee representatives, will not be satisfied and/or that the potential separation will not be completed within the expected time frame, on the expected terms or at all; the expected tax treatment of the potential separation, including as to shareholders in the United States or other countries; changes in the shareholder bases of the Company, RemainCo and SpinCo, and volatility in the market prices of their respective shares; risks associated with any financing transactions undertaken in connection with the potential separation; the impact of the potential separation on our businesses and the risk that the potential separation may be more difficult, time-consuming or costly than expected, including the impact on our resources, systems, procedures and controls, diversion of management’s attention and the impact on relationships with customers, governmental authorities, suppliers, employees and other business counterparties; unanticipated changes relating to competitive factors in our industry; our ability to timely deliver our backlog and its effect on our future sales, profitability, and our relationships with our customers; our ability to hire and retain key personnel; U.S. and international laws and regulations, including existing or future environmental or trade/tariff regulations, that may increase our costs, limit the demand for our products and services or restrict our operations; disruptions in the political, regulatory, economic and social conditions of the countries in which we conduct business; downgrade in the ratings of our debt could restrict our ability to access the debt capital markets; and such other risk factors as set forth in our filings with the U.S. Securities and Exchange Commission and in our filings with the Autorité des marchés financiers or the U.K. Financial Conduct Authority.

We caution you not to place undue reliance on any forward-looking statements, which speak only as of the date hereof. We undertake no obligation to publicly update or revise any of our forward-looking statements after the date they are made, whether as a result of new information, future events or otherwise, except to the extent required by law.

# Successful merger and outstanding performance

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## Merger extended subsea leadership with integrated model

- Redefined subsea economics resulting in a transformation of the industry
  - iEPCI™ model has become the industry standard
  - Advanced technology development and innovation across a broader scope
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## Onshore/Offshore positioned for independent success

- Industry-leading performance through the successful delivery of landmark projects
  - Order inbound provides unprecedented backlog to support future growth
  - Well-positioned to capitalize on growth in natural gas consumption (LNG, ethylene)
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Transaction to drive additional value of the two businesses

# Creating two diversified pure-play market leaders

## RemainCo

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- Proven winning strategy for Subsea
- Greater opportunity for integration in surface production

## SpinCo

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- Will capitalize on operational performance and strength in backlog
- Leadership in LNG; opportunities in biofuels, green chemistry and other energy alternatives

## Strategic Rationale

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- Diverging customer bases
- Distinct and compelling market opportunities
- Strong balance sheets and tailored capital structures
- Distinct business profiles with differentiated investment appeal
- Increased management focus
- Enhanced ability to attract, retain and develop talent

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Each business will be uniquely positioned to achieve even greater success

# Transaction summary

## **Creating two diversified pure-play market leaders:**

- SpinCo, a leading E&C player, poised to capitalize on the global energy transition
- RemainCo, a fully-integrated technology and services provider, continuing to drive energy development

## **Pursuing tax free spin of SpinCo for certain shareholders where permissible, including the United States**

## **Anticipating investment grade credit metrics for both entities**

## **Expect transaction to be completed in first half of 2020, subject to customary conditions and final Board approval**

# TechnipFMC – Creating two undisputed industry leaders

## RemainCo

*Unlocking value, realizing potential*



**Revenue:** \$7 billion<sup>1,2</sup>

**Backlog:** \$10 billion<sup>1,3</sup>

**Listings:** NYSE, Euronext Paris

**HQ:** Houston; Domicile: United Kingdom

**Management:** Chairman and CEO Doug Pferdehirt  
CFO Maryann Mannen

**Employees:** ~22,000

## SpinCo

*Capitalizing on structural growth trends*



**Revenue:** \$6 billion<sup>1,2</sup>

**Backlog:** \$19 billion<sup>1,3</sup>

**Listing:** Euronext Paris

**HQ:** Paris; Domicile: Netherlands

**Management:** CEO-elect Catherine MacGregor  
CFO-elect Bruno Vibert  
COO-elect Marco Villa

**Employees:** ~15,000

1. In accordance with U.S. generally accepted accounting principles (GAAP). Following separation, RemainCo and SpinCo will be subject to immaterial carve-out adjustments.
2. As of July 24, 2019. For RemainCo, midpoint of TechnipFMC 2019e revenue guidance for Subsea (\$5.7B) and Surface Technologies (\$1.7B). For SpinCo, midpoint of TechnipFMC revenue guidance for Onshore/Offshore.
3. As of June 30, 2019. For RemainCo, backlog includes Subsea (\$8.7B consolidated, \$0.9B non-consolidated) and Surface Technologies (\$0.4B). For SpinCo, backlog includes Onshore/Offshore (\$16.6B consolidated, \$2.8B non-consolidated).

# SpinCo – A differentiated E&C leader

## Company overview



World-class execution supported by highly experienced engineers



Leading market positions



Unrivaled product and technology portfolios



Demonstrated ability to manage the most complex projects



Proven record of success

**\$19B**

Backlog

**>20%**

Of operating LNG capacity<sup>1</sup>

**>25**

Leading proprietary technologies

**\$6B**

Revenue

**#1**

In Ethylene and Hydrogen (*installed base*)

**~15K**

Employees; HSE is top priority

1. Percentage is based on 89 / 406 Mtpa of TechnipFMC delivered and operating / industry operating capacity as of July 2019; source: IHS.

# Growth potential driven by LNG market leadership

## Market leadership

**105** Mtpa

Global production delivered

**>20%**

Of operating LNG capacity

**7.8** Mtpa

World's largest LNG trains delivered

## 50 year track record in LNG

- World's first LNG *Algeria (1964)*
- World's largest LNG trains *Qatar*
- Largest Arctic project *Yamal*

## Pioneer in floating LNG (FLNG)

- World's first FLNG delivered *Petronas Satu in Malaysia*
- World's largest floating vessel *Shell Prelude in Australia*
- New frontier *Eni Coral in Mozambique*

## Diversity in projects and technologies



### Pioneer in modularization

- Onshore LNG trains on an unprecedented scale
- Greater cost and schedule certainty in extreme locations



### Next generation mid-scale LNG

- Economic solutions for smaller reserves (1-3 Mtpa)
- Standardized, modularized design enables repeatability



### Pioneer in next generation FLNG

- Liquefaction engineered for minimal footprint
- Split construction to minimize module integration

# RemainCo – An integrated production-focused leader

## Company overview



Pioneered proven fully-integrated Subsea model delivering sustainable improvements in project economics



Implementing Subsea model in surface production to drive similar success



Uniquely positioned for growth in deepwater, conventional and unconventional

**\$10B**

Backlog

**#1**

iEPCI™

**#1**

Precision robotics

**\$7B**

Revenue

**>50%**

Of offshore production flows through our technology

**~22K**

Employees;  
HSE is top priority

# iProduction™ leadership

## Subsea

*Proven playbook*

- iEPCI™
- Subsea 2.0™
- Alliances



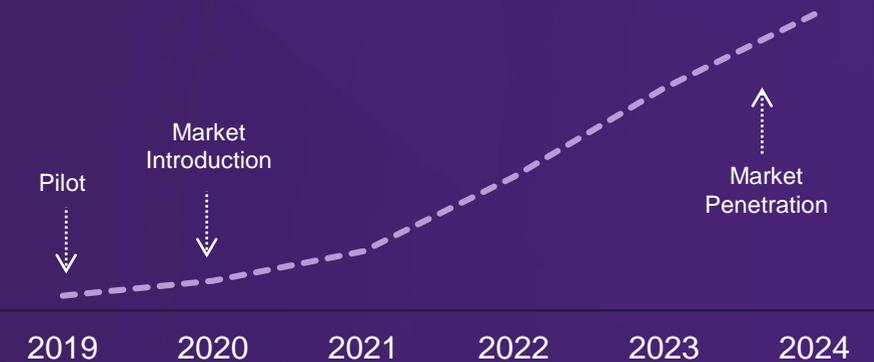
Commercial model  
Technology  
Client intimacy

## Surface Technologies

*Significant opportunity*

- Integrated commercial model
- Technology transfer from Subsea
- Alliances

Market capital expenditures for surface >2x that of subsea



Applying proven integrated approach from Subsea to capture the significant opportunities in surface production

Source: TechnipFMC, McKinsey & Company Energy Insights: Global Energy Perspective, January 2019

## Creating two industry leaders

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Distinct and compelling market opportunities

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Unique business profiles with differentiated investment appeal

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Strong balance sheets and tailored capital structures

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Focus, agility and strategic flexibility

Continuing to reshape the energy industry and create value for all stakeholders

# Appendix

# Leadership team



## **Catherine MacGregor** **CEO-elect**

23 years of international experience with Schlumberger

Currently serves as President New Ventures

Previous responsibilities with Schlumberger have included leadership of global divisions representing up to \$9 billion in annual revenues:

- President, Drilling Group
- President, Reservoir Characterization Group
- President, Europe and Africa
- President, Wireline
- Vice-President, Human Resources



## **Bruno Vibert** **CFO-elect**

5 years with TechnipFMC and more than 20 years of international experience in finance, public accounting and consultancy for the oil and gas industry

Currently serves as Vice-President Finance for the Onshore/Offshore segment and Joint Venture CFO for the Yamal project

Previous responsibilities have included:

- Chief Accounting and Treasury Officer (North America), Technip
- Partner, Fair Links
- Auditor/Senior Manager, Arthur Andersen and EY



## **Marco Villa** **COO-elect**

25 years with TechnipFMC and more than 30 years of international experience in operations and finance

Currently serves as President of Europe, Middle East, India and Africa (EMIA) and as deputy to the President of Onshore/Offshore

Previous responsibilities have included:

- Regional President and CFO, Technip
- Chief Financial Officer (Italy), Technip
- Head of Finance and Risk Management, Telespazio SpA (Telecom Italia Group)
- Group Treasury and Financial Planning, Finmeccanica

# Glossary

<b>Term</b>	<b>Definition</b>
Bcm	Billion Cubic Meters per Annum
CAGR	Compound Annual Growth Rate
E&C	Engineering and Construction
FLNG	Floating LNG
HSE	Health, Safety and Environment
iEPCI™	Integrated Engineering, Procurement, Construction and Installation
iFEED™	Integrated Front End Engineering and Design
iLOF™	Integrated Life of Field
LNG	Liquefied Natural Gas
MMb/d	Million Barrels per Day
Mtpa	Million Metric Tonnes per Annum
ROIC	Return on Invested Capital
ROV	Remotely Operated Vehicles

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