



# Acquisition of Three Dual Fuel LNG Carriers

September 1, 2021

**Capital Product Partners L.P.** 



www.capitalpplp.com

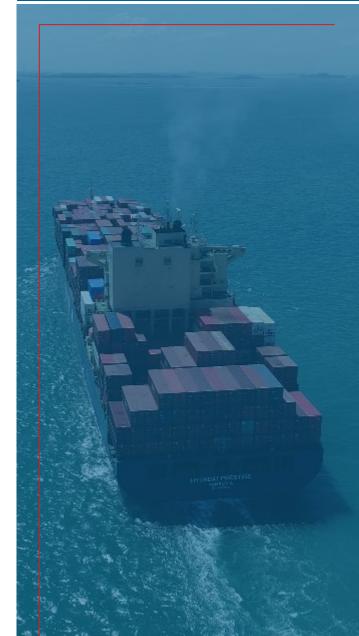
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### **Non-GAAP Measures**

This presentation contains non-GAAP measures, including Operating Surplus after Reserves and EBITDA. Operating Surplus after Reserves is a quantitative measure used in the publicly traded partnership investment community to assist in evaluating a partnership's financial performance and ability to make quarterly cash distributions. It should not be considered a measure of profitability or liquidity. We define Operating Surplus after Reserves as EBITDA less Debt Amortization and Interest Cost. We define EBITDA as Revenue less Operating Expenses and SG&A. These definitions may differ from similarly titled measures used by other companies and MLPs. These measures are not required by accounting principles generally accepted in the United States and should not be considered a substitute for net income, cash flow from operating activities and other operations or cash flow statement data prepared in accordance with accounting principles generally accepted in the United States.





### Strategic and Transformative Acquisition

Participation in Fast Growing Transition Energy Fuel

- LNG / Natural Gas are core growing components of the global energy mix.
  - Gas to supply largest share over 40% of additional energy demand to 2035.
  - LNG is the fastest growing gas supply source; market expected to double by 2040.
- Significant number of ships required to meet transportation needs of new gas infrastructure projects.

Acquisition Enhances Asset Base and Business Model

- Increases contracted revenue by 86% and remaining charter duration to 4.6 years.\*
- Diversification of Partnership's revenue stream, as well as asset and customer base.
- Reduces the average fleet age of the Partnership to 8.8 years.
- Important step towards reducing the environmental footprint of the Partnership.

Attractive Deal Economics with High Accretive Transaction

- Acquisition price compares favorably to delivered newbuilding cost estimated today at \$215+ million.
- Transaction attractively valued relative to key metrics.
- Highly accretive on distributable cash flow per unit.

Attractive
Transaction
Financing &
Growth
Opportunities

- Assumed attractive debt financing in place at no additional cost.
- Arranged \$10.0 mil unsecured, non-amortizing, interest free Sellers' credit for 12 months.
- Minimal new common equity issuance of \$15.0 million.
- Secured further growth pipeline with optional LNG and container vessels.



### Transaction Overview

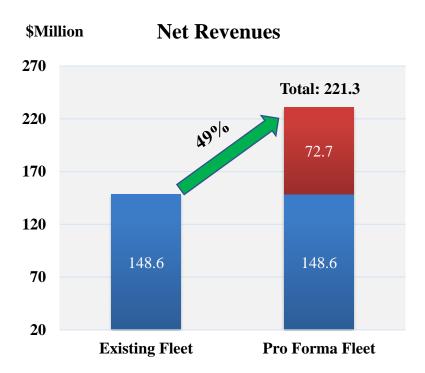
# **Transaction Overview**

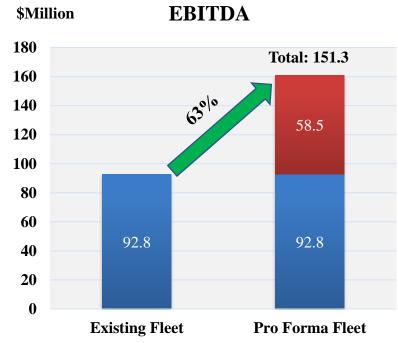


High Specification, Latest Technology LNGs	<ul> <li>Capital Product Partners to acquire 3 x 174,000 CBM latest generation X-DF LNG carriers of high specification including extras of ~\$5.0 million built at Hyundai Heavy Industries ("HHI").</li> </ul>
Employment	<ul> <li>Average Charter Duration of 5.6 years to BP Gas Marketing Limited ("BP") and Cheniere Marketing International LLP ("Cheniere") at an average daily rate of \$67,630.</li> </ul>
Acquisition Price	Aristos I (built 2020): \$203.0 million / Aristidis I (built 2021): \$205.0 million / Aristarchos (built 2021): \$191.5 million Total: \$599.5 million.
Financing	<ul> <li>\$147.1 Cash at hand.</li> <li>Assumption of \$427.4 million in financing arrangements with a blended cost of 2.64 bps + LIBOR.</li> <li>\$15.0 million of CPLP common units to be issued to Seller at minimum price of \$13.0 per unit.</li> <li>\$10.0 million in interest free, non amortizing Sellers' credit repayable within 12 months.</li> </ul>
Optional Vessels	<ul> <li>3 x 174,000cbm LNG sister vessels all built 2021 for total acquisition price of \$623.0 million.</li> <li>Vessels employed to Cheniere, BP and Engie Energy Marketing Singapore Pte Ltd ("Engie") at average daily rate of \$70,650 and remaining charter duration of 6.3 years.</li> <li>~\$442 million of debt in place at attractive terms.</li> <li>Option to be exercised by November 1, 2021 and can be executed individually for each vessel.</li> </ul>
Right of First Offer Vessels	<ul> <li>3 x 13,000 TEU eco container vessels under construction at HHI for delivery 4Q2022-2Q2023 with 10+2+2+2 years employment to Hapag Lloyd Aktiengesellschaft ("Hapag Lloyd").</li> <li>3 x LNG carriers under construction at HHI for delivery 1Q2023-4Q2023.</li> <li>Partnership retains right of first offer on any proposed sale of each vessel.</li> </ul>
Commercial & Technical Management	<ul> <li>Capital Gas Ship Management Corp.</li> <li>Daily fee: \$2,000 per day.</li> </ul>

### **Highly Accretive Transaction**









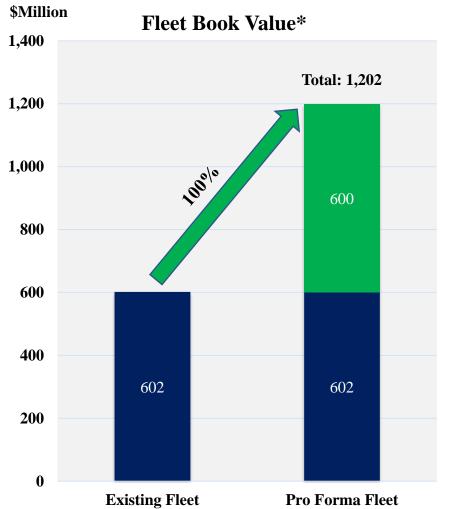
- Expected Annualized Revenue and EBITDA increase of 49% and 63%, respectively.
- 34% increase to pro forma Operating Surplus after Reserves or \$0.90 per unit.

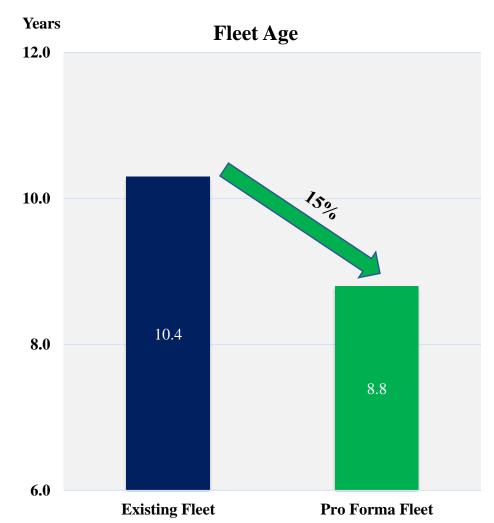
<sup>\*</sup> Financial figures basis last 12 months for the existing CPLP fleet. LNG vessels impact estimated basis on following assumptions: 12 months net revenues per day calculated at 362 days per year. OPEX estimated at \$13,000 per day inclusive of management fees. EBITDA: Net revenues less OPEX and SG&A. Operating Surplus after Reserves estimated as EBITDA less debt amortization and interest cost assuming 3M LIBOR of 0.13%. Annual debt amortization for the Aristos I and the Aristarchos are calculated based on the average of the monthly principal installments from expected delivery to maturity. Annual interest cost are calculated based on the average debt of \$143.1 million, \$149.7 million and \$121.8 million for the Aristos I, the Aristarchos and the Aristidis I respectively. Per unit pro forma Operating Surplus after Reserves is based on CPLP's total units adjusted by the treasury stock units and the issuance of the new units.

## Significant Fleet Growth & Renewal









### Large Increase in Charter Coverage & Duration

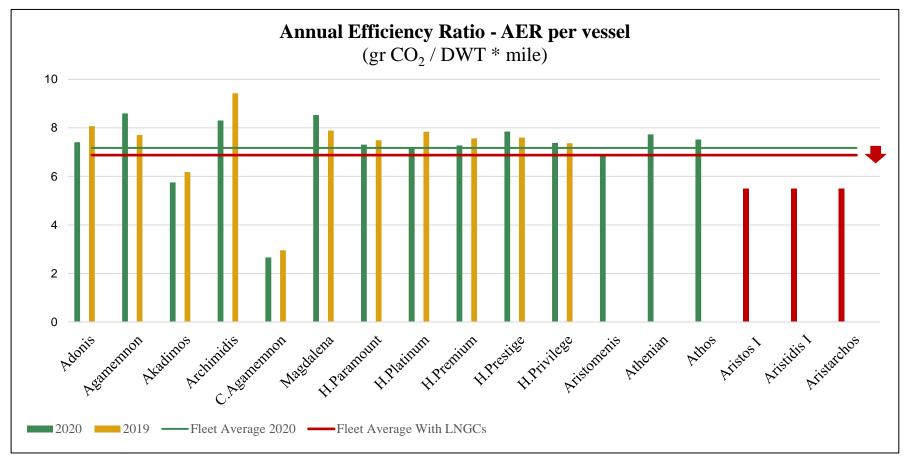




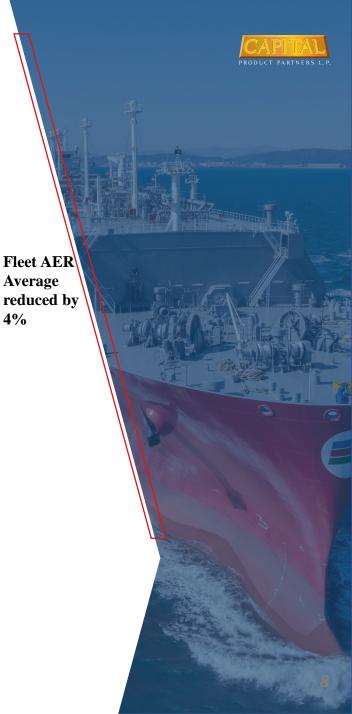
	Charter Coverage				Remaining Charter	
	2021	2022	2023	2024	2025	<b>Duration (Years)</b>
<b>Existing Fleet</b>	94%	90%	87%	76%	46%	3.7
Pro forma Fleet	95%	92%	89%	80%	50%	4.6

Acquisition provides significant cash flow visibility from 2024 onwards, when existing CPLP fleet charters start to expire

### **Reducing Environmental Footprint**

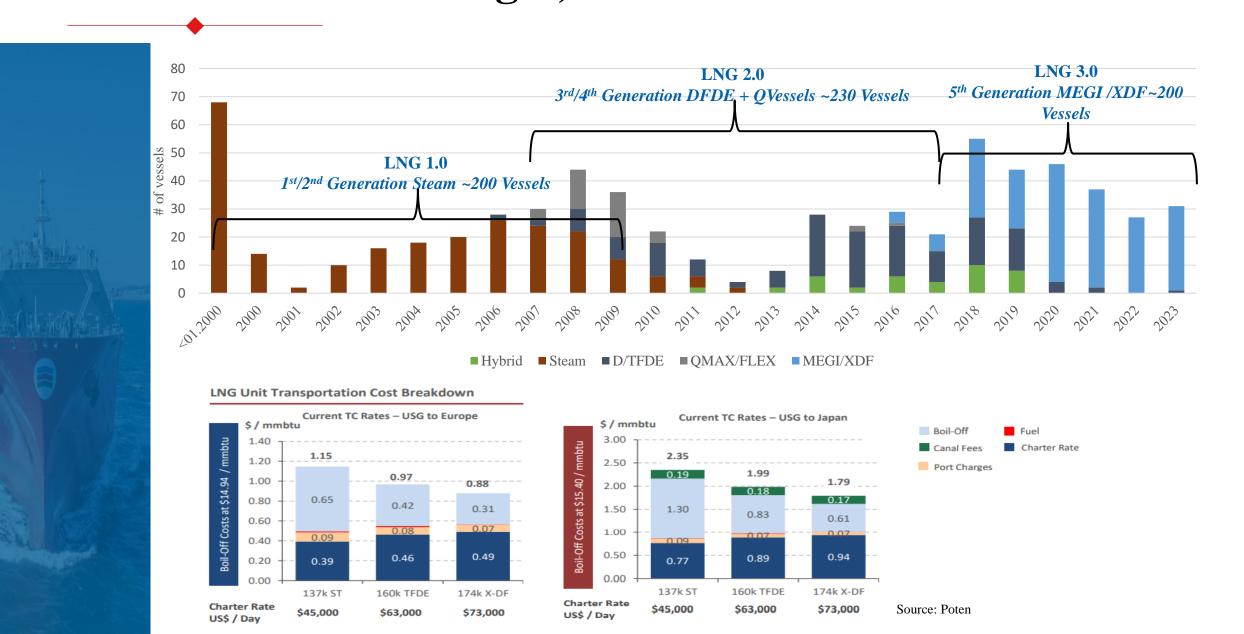


- LNGs AER expected to be 23% lower vs. average AER for CPLP Fleet.
- Further reduction of environmental footprint since X-DF LNGCs do not have any SOx & NOx emissions.



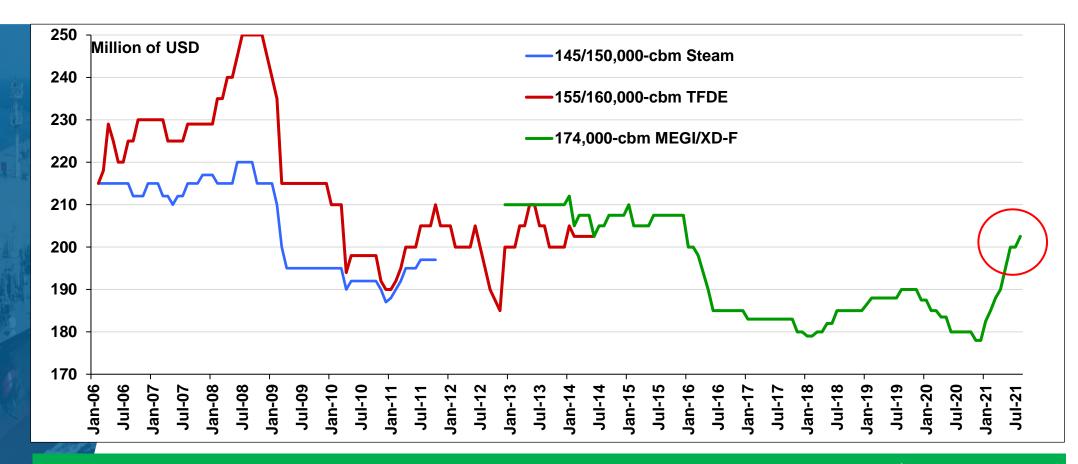
### Fleet Evolution – Larger, More Efficient Vessels





### **Attractive Acquisition Price**

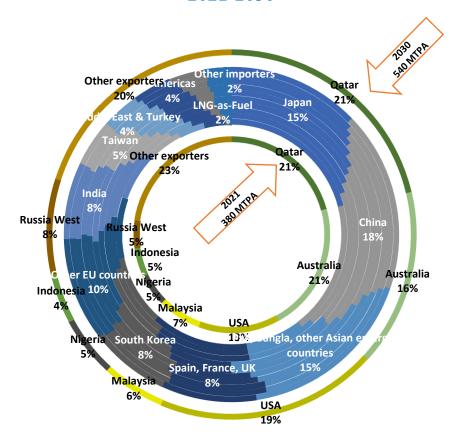




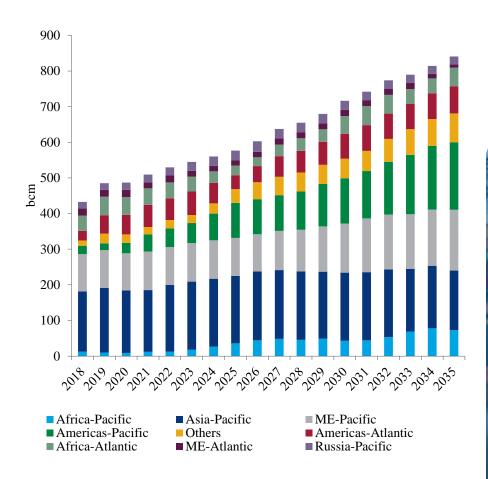
- Favorable average acquisition price compared to current LNG newbuilding prices of \$205+ for delivery 2024 (delivered cost is estimated +\$10 million).
- Low entry point in historical context.

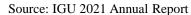
# **Rapidly Growing Market**

### LNG TRADE GROWTH 2021-2030



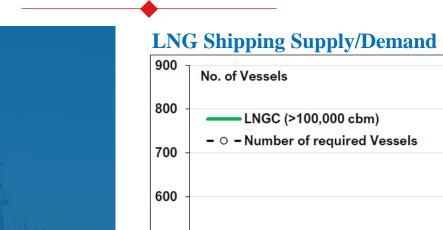
### **LNG Trade Forecast Per Route**



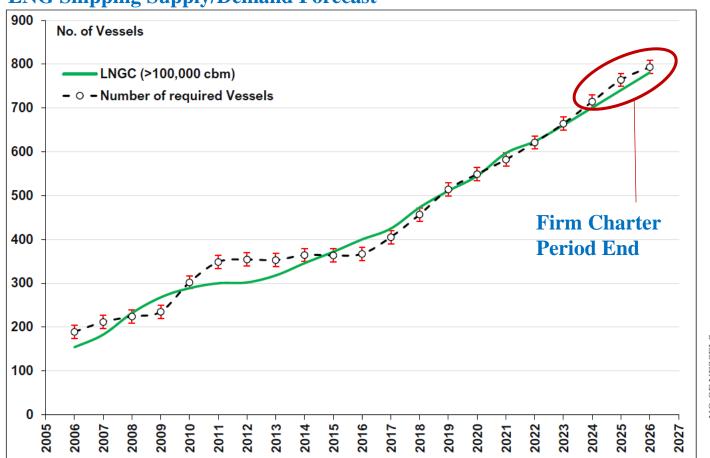


### **Favorable Market Re-entry Point**

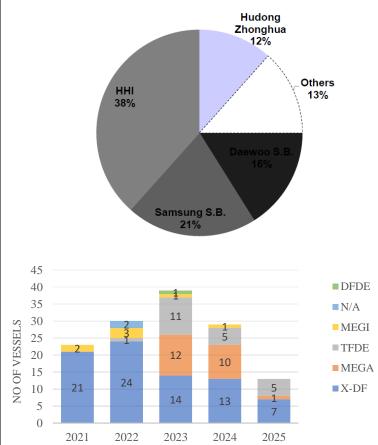








### **Orderbook Per Shipyard & Propulsion**



Source: SSY

- Demand & Supply Balance expected to remain favorable beyond charters' expirations.
- Limited number of shipyards, shipyard capacity and construction lead-time limit supply.

# Optional & Right of First Offer Vessels



# **Optional LNG Fleet Profile**



Vessel Name	Attalos	Adamastos	Asklipios	
Delivery	Aug-21 Aug-21		Sept-21	
Charterer	bp 🗱	engie	CHENIERE	
<b>Maximum Charter Duration (Years)</b>	13	7	6	
Remaining Charter Duration (Years)	6.3			
Average Price	\$207.7 Million			
Approximate Average Rate	\$70,650 per day			
Current Debt In Place	\$443.0 Million			
Estimated Additional Capital Required	\$181.1 Million			
Option	Declarable by November 1, 2021			

# **Right of First Offer**



*15* 

Vessel Name	Туре	TEU / CBM	Delivery	Yard	Maximum Charter Duration*	Charterer
Asterix I	LNG Carrier	174,000 CBM	Jan-23	ННІ	-	-
H3315 / TBN	LNG Carrier	174,000 CBM	Oct-23	ННІ	-	-
H3316 / TBN	LNG Carrier	174,000 CBM	Dec-23	ННІ	-	-
Aelios	Container Carrier	13,278 TEU	Oct-22	ННІ	16 Years	
Archilochos	Container Carrier	13,278 TEU	Jan-23	ННІ	16 Years	
Alkidis	Container Carrier	13,278 TEU	May-23	ННІ	16 Years	

- Ultra modern, energy efficient fleet with reduced carbon footprint.
- Long term employment in place for the container vessels to a reputable counterparty.

### **APPENDIX**

### High Specification, Latest Generation LNG Carriers



CD TOTAL DAY





Name:

**ARISTOS I** 

**ARISTIDIS I** 

**ARISTARCHOS** 

**Delivery:** 

Nov-2020

Jan-2021

June-2021

**Charterer:** 

pb 🌉

op 🎇

CHENIERE

**Charter Duration:** 

(Up to 12 years)

(Up to 12 years)

(Up to 6 years)

### **Specification Highlights:**

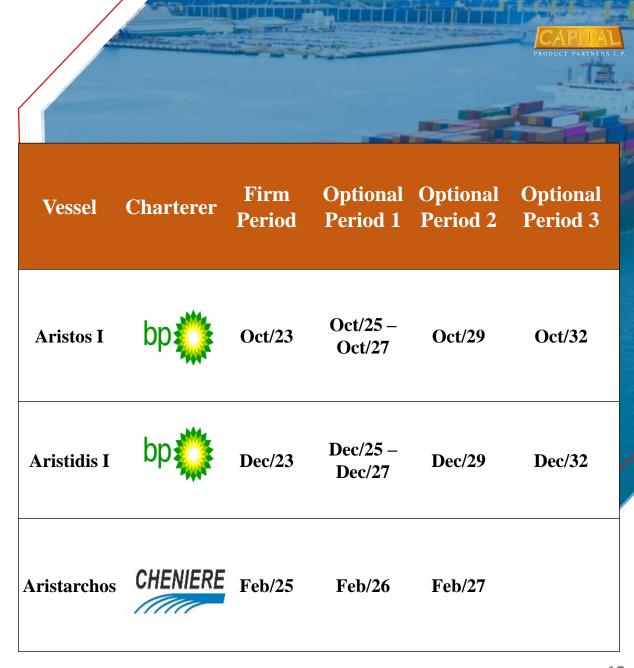
- Cargo capacity: 174,000 CBM
- Low unit freight cost
- Able to transit New Panama Canal locks
- Compatible with almost all terminals
- Trading flexibility as the 174k class will be readily acceptable within the longhaul spot market trade

- Propulsion: X-DF
- Full-redundancy & simplified FGSS
- Safety in low pressure system
- Tier III compatible in gas mode; use of SCR in oil mode
- Air Lubrication System
- Gas Chromatograph



### **Employment Details**

Year	LNGCs Contracted Revenue (USD million)	Average Net Daily Rate (USD/Day)
2021 (9/1 – 12/31)	\$27.8	\$75,917
2022	\$82.4	\$75,293
2023	\$80.5	\$73,498
2024	\$68.5	\$62,401
2025	\$48.1	\$61,925
Thereafter	\$83.9	\$61,946



# **Debt Financing Terms**

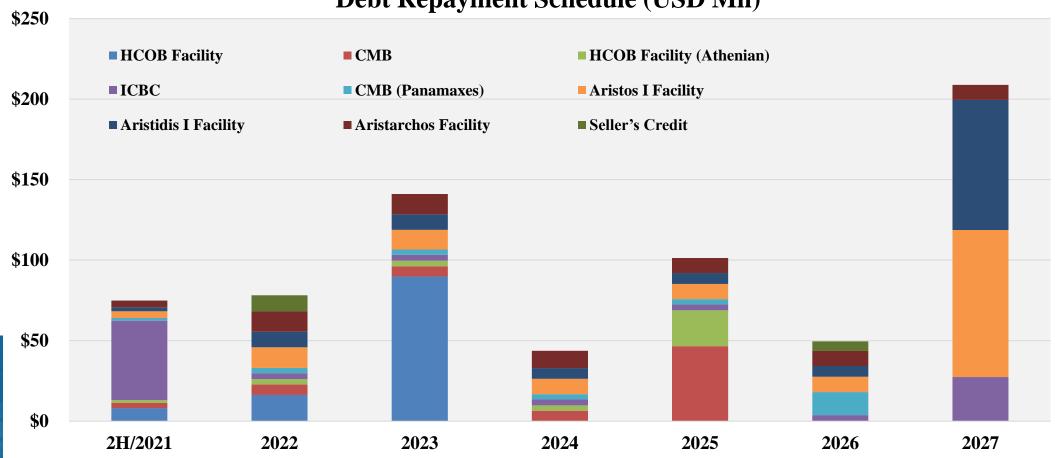


Financing Terms (USD million):					
Vessel Name	Aristos I	Aristarchos	Aristidis I		
Bank / Leasing Company	o 交通銀行 BANK OF COMMUNICATIONS	交通銀行 BANK OF COMMUNICATIONS	ING		
<b>Debt Amount (On Closing)</b>	\$148.9	\$155.5	\$123.0		
Maturity	7y	7y	7y		
Interest Rate	L + 2.70%	L + 2.70%	L + 2.50%		
Annual Amortization	\$12.7 \$9.5 (from 4Q23)	\$12.6 \$9.3 (from 2Q24)	\$9.7 \$6.7 (from 1Q24)		
Amortization Profile	Monthly	Monthly	Quarterly		

### **Debt Profile**



### **Debt Repayment Schedule (USD Mil)**



- Pro Forma debt at \$784.9 million as of 30 June 2021.
- Pro Forma gross LTV as of June 30, 2021 at 44.4% basis charter free fleet fair market value\*



# Capital Product Partners L.P.

