

GLOBAL SHIP LEASE

Investor Presentation May 2019 - Updated



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This communication contains forward-looking statements. Forward-looking statements provide Global Ship Lease's current expectations or forecasts of future events. Forward-looking statements include statements about Global Ship Lease's expectations, beliefs, plans, objectives, intentions, assumptions and other statements that are not historical facts. Words or phrases such as "anticipate," "believe," "continue," "estimate," "expect," "intend," "may," "ongoing," "plan," "potential," "predict," "project," "will" or similar words or phrases, or the negatives of those words or phrases, may identify forward-looking statements, but the absence of these words does not necessarily mean that a statement is not forward-looking statements are based on assumptions that may be incorrect, and Global Ship Lease cannot assure you that these projections included in these forward-looking statements will come to pass. Actual results could differ materially from those expressed or implied by the forward-looking statements as a result of various factors

The risks and uncertainties include, but are not limited to:

- Risks relating to the acquisition of Poseidon Containers and Global Ship Lease's ability to realize the anticipated benefits of the acquisition;
- future operating or financial results;
- expectations regarding the strength of future growth of the container shipping industry, including the rates of annual demand and supply growth;
- the financial condition of CMA CGM (the company's principal charterer and main source of operating revenue) and other charterers and their ability to pay charterhire in accordance with the charters;
- the overall health and condition of the U.S. and global financial markets;
- Global Ship Lease's financial condition and liquidity, including its ability to obtain additional financing to fund capital expenditures, vessel acquisitions and for other general corporate purposes and its ability to meet its financial covenants and repay its borrowings;
- Global Ship Lease's expectations relating to dividend payments and forecasts of its ability to make such payments including the availability of cash and the impact of constraints under its first priority secured notes;
- future acquisitions, business strategy and expected capital spending;
- operating expenses, availability of key employees, crew, number of off-hire days, drydocking and survey requirements, costs of regulatory compliance, insurance costs and general and administrative costs;
- general market conditions and shipping industry trends, including charter rates and factors affecting supply and demand;
- assumptions regarding interest rates and inflation;
- change in the rate of growth of global and various regional economies;
- risks incidental to vessel operation, including piracy, discharge of pollutants and vessel accidents and damage including total or constructive total loss;
- estimated future capital expenditures needed to preserve Global Ship Lease's capital base;
- Global Ship Lease's expectations about the availability of vessels to purchase, the time that it may take to construct new vessels, or the useful lives of its vessels;
- Global Ship Lease's continued ability to enter into or renew charters including the re-chartering of vessels on the expiry of existing charters, or to secure profitable employment for its vessels in the spot market;
- the continued performance of existing charters;
- Global Ship Lease's ability to capitalize on management's and directors' relationships and reputations in the containership industry to its advantage;
- changes in governmental and classification societies' rules and regulations or actions taken by regulatory authorities;
- expectations about the availability of insurance on commercially reasonable terms;
- unanticipated changes in laws and regulations; and
- potential liability from future litigation.

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Leading Containership Owner with Solid Foundation and Locking in Upside Potential

NYSE-Listed Containership Owner

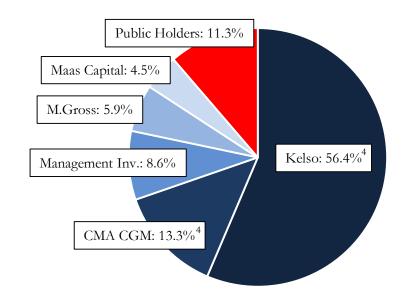
Fleet Focused on Mid-Size & Smaller Tonnage

Contract Mix Providing Downside Cover & Upside Potential

> Diversified Counterparty Portfolio

Experienced Management, Strong Operating Performance

- 41 containerships with charterattached value of ~\$1.4 billion¹
- 2,207 11,040 TEUs to service majority of global tradelanes
- Well-specified ships, including latest generation, high-reefer, eco-vessels
- Strong downside cover: ~\$886 million² contracted revenues, with 3.1 years² TEUweighted average forward charter cover
- Locking in upside potential from exposure to recovering market fundamentals
- Combination of leading global liner companies and niche operators
- Conservative risk management
- Long-standing experience & expertise in the shipping industry, across owners, liner companies, ship finance and ship management
- Track record of high vessel utilization, maximizing value of underlying charters



Strong Sponsorship³

Capital Structure - March 31, 2019 (\$ million)⁵

Listed on NYSE since 2008

- Common Issued \$ 67.5
- Common On conversion Series C Pref. <u>\$ 88.0</u>
- Implied Market Capitalization \$155.5

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Listed Series B Perpetual Pref.	\$ 35.0
Listed Senior Secured Notes	\$340.0
Bank Debt	\$543.0
Cash	\$106.9

(1) Broker valuation of \$1.33 billion as at December 31, 2018 for 38 vessel fleet, plus 2Q2019 broker valuations for newly acquired 3 × 7,849 TEU ships chartered to Maersk

- (3) Economic ownership on a fully-converted basis for the Series C Convertible Perpetual Preferred Shares
- (4) CMA CGM is a leading global liner operator; Kelso is a well-established private equity firm

(5) Cash & debt balances as at March 31, 2019; Market Cap assumes a fully converted share count of 22.898 million (9.943 million shares + 12.955 million on conversion of Series C Pref) and based on the share price of May 29, 2019 (\$6.79 per share)

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⁽²⁾ As at March 31, 2019 – but adjusted for new charters and acquisitions announced by May 23, 2019; including options under GSL control, and assuming mid-point of charter redelivery windows; revenues are net of address commission to liner operators

Our Business Model - Leasing v. Shipping

Role of Containership Lessors

- Own and manage vessels which are leased to liner companies under long-term and short-term charters
- Responsible for maintenance, crewing, lubricants, insurance and daily technical operations
- ➢ No fuel cost or direct exposure to freight market
- Cash flows backed by charters



- Role of Liner Companies
- Source and aggregate cargo from shippers
- Load and discharge containers
- Ocean carriage
- Land-based logistics
- Responsible for fuel costs
- Profitable over time, but volatile cash flows; substantial capital needs

Over half of global containership fleet is owned by containership lessors¹





Why Invest in GSL?

- Stock trading at significant discount to NAV and to peer group EV / Adjusted EBITDA multiples, implying strong potential upside
- Focused on mid-size and smaller fleet segments with supportive fundamentals
- Balanced strategy, combining contracted downside protection while locking in upside potential
 - Successful chartering activity has ensured high fleet employment, with an emphasis on longer term coverage
- Ongoing focus on balance sheet optimization
- Experienced and supportive sponsors including financial institutions and a leading liner operator with strong corporate governance
- Proven platform for growth via both vessel acquisitions and M&A
 - Transformative transaction in Q4 2018 doubled fleet size
 - Acquisition in Q2 2019 of three 7,849 TEU vessels, with term charters to Maersk Line, expanded the fleet in our focus segment and further increased our contract coverage to quality counterparties
- Delivering on our promise to translate upside potential into tangible value

Increase in Charter-Attached NAV / Share⁴ Charter-Attached NAV 8 21.70 600 +6.81512 7 497 479 500 Increase in NAV / Share (\$) +1.40NAV (\$ mm) 400 364 +6.183 +5.03200 2 108100 1 +0.38Baseline GSL Pro Forma Pro Forma on Pro Forma GSL GSL Pro Forma Pro Forma Pro Forma GSL after Transaction, Before on Announcement Closing $12/31/2018^{5}$ Before on Announcement on Closing after Transaction, $12/31/2018^{5}$ 9/30/2018A1 9/30/2018A² Including all Transaction Transaction 9/30/2018A1 9/30/2018A Including all 9/30/2018A1 Enhancements 9/30/2018A1 Enhancements 9/30/2018A³ 9/30/2018A3 Transaction increased pro forma charter-attached NAV by Transaction increased charter-attached NAV per share by \geq \geq over \$400 million (4.7x) $6.81^{4} (\sim 44^{\circ})$ Over \$145 million added after transaction had been Charter-attached values softened towards the end of Q4 2018 \geq \geq

Trading at Significant Discount to NAV Despite Transformative Transaction in Q4 2018

Charter-attached NAV is Charter-Attached Value of 38 vessel fleet, less net debt pro forma as at September 30, 2018, less \$35 million Preferred B shares (unless otherwise specified)

- 1. Details disclosed in Company Presentation of November 1, 2018
- 2. Details disclosed in Company Presentation of November 15, 2018; includes benefit of opportunistic refinancing and incremental charter value on new term charters for Mary, Kristina, Katherine, Alexandra
- 3. Includes all enhancements from (2) plus incremental charter –value of new term charters for Bubiyan and Yas, announced December 10, 2018

announced, of which ~\$33 million was after closing

- 4. Based on pro forma GSL fully diluted 183.185 million common shares on an as-converted basis as at December 31, 2018 adjusted to reflect 8:1 reverse stock split of March 25, 2019, reducing count to 22.898 million
- 5. Charter-attached broker valuation of combined fleet as at December 31, 2018, less net debt as at December 31, 2018, less \$35 million Preferred B Shares, implies charter-attached NAV per share of \$2.71 pre-reverse stock split, and \$21.70 post-reverse stock split



- but NAV per share still up \$6.18, at \$21.70 per share ⁵

Recent Developments: Capitalizing on Opportunities to Generate Shareholder Value

- Strong market demand for well-specified, mid-sized / Post-Panamax ships, in under-supplied vessel segments
 - Market charter rates up 75 100% since Q4 2018
- Substantial progress in securing growth and long-term, profitable employment across the fleet by leveraging our superior commercial management platform. YTD 2019¹:
 - ▶ Three 7,849 TEU containerships acquired, and contracted on 3 5 year charters with Maersk Line
 - > 14 new charters², of which nine have multi-year durations
 - ➢ 34 years² aggregate additional contracted charter cover
 - ▶ \$128 million² additional Adjusted EBITDA³ implied over duration of newly contracted charters
 - Contracted revenues of fleet increased from \$727 million at end-2018, to \$886 million as at March 31, 2019⁴
 - > TEU-weighted forward charter cover increased from 2.5 years to 3.1 years⁴
- Efficient employment of fleet
 - > 99.8% vessel utilization in Q1 2019
- Beginning to realize cost savings from transformative transaction
 - Average daily OPEX down from \$6,432 in Q1 2018 to \$6,127 in Q1 2019
- Laying groundwork for eventual comprehensive re-financing, to reduce cost of debt
 - ➢ Growing contract cover, de-levering, extending 2020 debt maturities
- Continuing to explore opportunities for accretive growth
 - Proven platform for growth via both vessel acquisitions and M&A
- Raising investment profile of GSL
 - Non-deal roadshows, investor events & conferences
- (1) Up to May 23, 2019

- (3) Adjusted EBITDA is net income before interest income and expense including amortization of deferred finance costs, earnings allocated to preferred shares, income taxes, depreciation, amortization and impairment. Adjusted EBITDA is a non-GAAP quantitative measure
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(4) Adjusted to include new charters and acquisitions announced up to May 23, 2019, and assuming mid-point of charter redelivery and exercising of all charter extension options under Company's control

⁽²⁾ Including firm periods for 3 x 7,849 TEU ships acquired and chartered to Maersk for 3 – 5 years each, as per announcement of May 23, 2019

Balanced Fleet Employment: Locking in Upside, Protecting Downside; More Upside Potential

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¥7 1	70011	D 1.		<u></u>	10		019	10	40	_	020	10	10	-	2021	-	10	10		022	10
Vessel	TEU	Built	Charter Agreed	Charterer	1Q	2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q	2Q	3Q		4Q	1Q	2Q	3Q	4Q
GSL Keta	2,207	2003	4Q18	CMA CGM (ANL)	07.000	\$8,450	200	00.50					1				1				
GSL Julie	2,207	2002	3Q18/1Q19	CMA CGM	\$7,800		7,200 0,800	\$8,50	0 charterer		000		-				- i -				
Kumasi	2,207	2002	3Q16	CMA CGM	-		J				0,800		-								
Marie Delmas	2,207	2002	3Q16	CMA CGM			0,800		-	\$2	9,800		-				1				
CMA CGM Matisse	2,262	1999	1Q14	CMA CGM	-		5,300		-				1.1.1				- i -				
CMA CGM Utrillo	2,262	1999	1Q14	CMA CGM	-		5,300														
CMA CGM La Tour	2,272	2001	1Q14	CMA CGM	-		5,300		ł				1				1				
CMA CGM Manet	2,272	2001	1Q14	CMA CGM			5,300		4												
Maira	2,506	2000	1Q18/1Q19	MSC	\$9,000	\$8	,500														
Nikolas	2,506	2000	1Q18/1Q20	MSC	\$9,000		\$.	9,000			-										
Newyorker	2,506	2001	1Q18/1Q21	MSC		,000			,000												
Athena	2,762	2003	1Q18/1Q22	MSC	\$9,000		\$	9,000					1								
GSL Valerie	2,824	2005	1Q18	CMA CGM	\$9	,000			<u>i</u>				<u>.</u>								
CMA CGM Sambhar	4,045	2006	4Q07	CMA CGM									5,350								
CMA CGM America	4,045	2006	1Q08	CMA CGM					1				5,350								
CMA CGM Jamaica	4,298	2006	2Q08	CMA CGM					<u>.</u>			\$2	5 350								
CMA CGM Alcazar	5,089	2007	3Q08	CMA CGM					3,750				_								
CMA CGM Chateau d'If	5,089	2007	4Q08	CMA CGM					3,750								1.1				
Dolphin II	5,095	2007	4Q18	HMM	\$ 7.	,700	\$1	1,500					1.1.1				- i -				
Orca I	5,095	2006	2Q18	ZIM		\$11,750															
Tasman	5,936		2Q18/1Q19/2Q19	ZIM / Maersk	\$16,350		1,500			38 months fi				5 million ex	pected adju	isted E	BITDA +	\$4 million	for option	period	
Dimitris Y	5,936	2000	2Q18/2Q19	ZIM		,750			_ <mark>.</mark>	s; \$4 million			_ <mark> </mark>				- i -				
Ian H	5,936	2000	2Q18/2Q19	ZIM	\$17	,000		21	- 24 months	s; \$4 million	expected A	djusted EBI	IDA								
Agios Dimitrios	6,572	2011	4Q16	MSC		\$1	2,500		<u> </u>				<u>i</u>	\$20,0	00 (4 years)						
CMA CGM Berlioz	6,621	2001	4Q07	CMA CGM			1			\$34,000											
Alexis	6,877	2015	4Q18	Hapag / CMA CGM		,000			1					0 (5 years)							
Olivia I	6,877	2015	4Q18	CMA CGM	\$20,000				<u>i</u>				\$25,910 (5 ye	ars)			<u> </u>				
Mary	6,927	2013	4Q18	CMA CGM			-		+			\$25,910 (to 4Q 2023)								
Kristina	6,927	2013	4Q18	WHL / CMA CGM		,500			1					0 (5 years)							
Katherine	6,927	2013	4Q18	CMA CGM	\$13,500		-		<u>i</u>				\$25,910 (5 ye	/							
Alexandra	6,927	2013	4Q18	ONE / CMA CGM	\$20	,750								10 (5 years)							
GSL Kalliopi	7,849	2004	2Q19	Maersk					1				firm + 2 x 1				32 milli <mark>o</mark> n :	aggregate	expected A	djusted EBI	TDA
GSL Grania	7,849	2004	2Q19	Maersk					<u> </u>			3 years	f <mark>irm + 2 x 1</mark>		erer options	s fo	or firm peri	iods; \$47 m	uillion if opt	ions exercis	ed
GSL Eleni	7,849	2004	2Q19	Maersk			-						5 years firr			J					
GSL Tianjin	8,667	2005	4Q18/2Q19	CMA CGM / MSC		- \$13,000			1				5 million exp								
OOCL Qingdao	8,667	2004	4Q18/2Q19	OOCL / MSC		,000		_	i			5 years: \$25	5 million exp	pected Adjı	isted EBIT	'DA					
GSL Ningbo	8,667	2004	3Q18	Maersk		2,100 - \$12	400	\$18,0	00 for 12 mc	onths chartere			-							•	
UASC Al Khor	9,115	2015	4Q14/1Q19	Hapag-Lloyd	\$40	,000			1		3 years; \$2	8 million exp	pected Adjus	sted EBITI	DA		1				
Anthea Y	9,115	2015	1Q15	COSCO			1.5	9,200	<u> </u>		_		1								
Maira XL	9,115	2015	1Q15	COSCO			\$3	9,200					1								
CMA CGM Thalassa	11,040	2008	4Q2007	CMA CGM					i			\$47,200 ((tp 4Q2025)								
Percentage of Fleet Ar	nualize	d Adjust	ted EBITDA Cove	red by Contracts		90	5.8%			80	5.0%		1		72.6%				62	.3%	

Contracted revenue of \$886 million and 3.1 Years TEU-Weighted Forward Cover

New charters agreed YTD2019

Note: Table shows charters updated as of May 23, 2019, assumes the mid-point of charter expiration windows, and that the options controlled by GSL for the charters of Kumasi, Marie Delmas and Agios Dimitrios are exercised. Contracted revenue is net of address commission and as at March 31, 2019 (adjusted to include charters and acquisitions announced up to May 23, 2019). Percentage of Fleet Annualized Adjusted EBITDA Covered by Contracts assumes 100% of annualized Adjusted EBITDA to be contracted Adjusted EBITDA implied if open vessels are employed at 10 year historic average charter rates



Industry Update

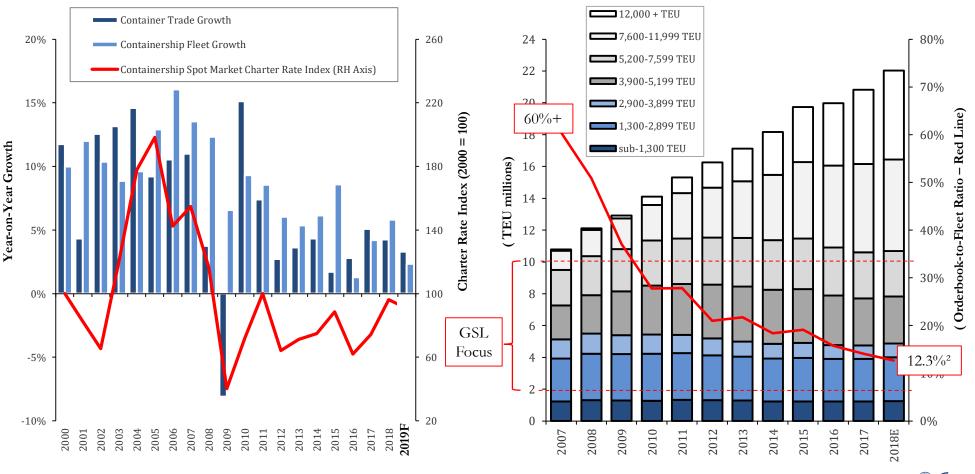


Headwinds to Sentiment, but Supportive Fundamentals for Mid-Size & Smaller Ships

- Demand currently forecast to grow faster than supply in 2019¹
- Orderbook down significantly: 4.9x reduction in orderbook-to-fleet ratio, 2007 through 2018; and still improving
- Short term negative sentiment (e.g. trade tensions) helpful to longer term fundamentals: more scrapping, less new orders
- IMO 2020 likely to reduce effective supply: vessel withdrawals for scrubber retro-fits in 2019; slower steaming from 2020

Industry Fundamentals & Containership Earnings²

Development of Containership Fleet & Orderbook³



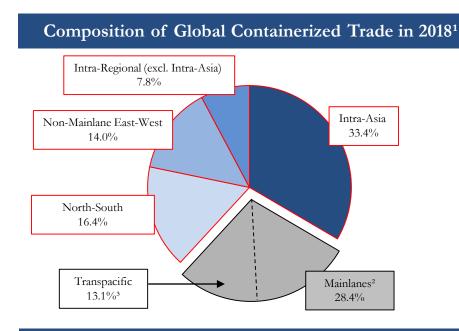
(1) MSI 1Q2019 forecasts – to be revised in 2Q2019

(2) MSI (2019 forecast)

(3) MSI - as at year-end; Orderbook-to-fleet ratio down to 11.7% as at March 31, 2019



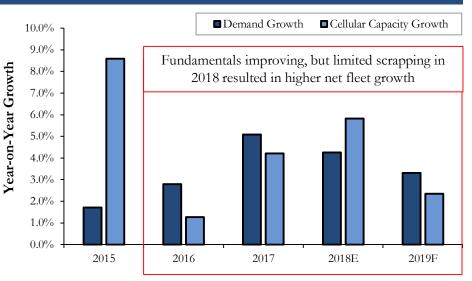
Non-Mainlane & Intra-Regional Trades Driving Demand Growth



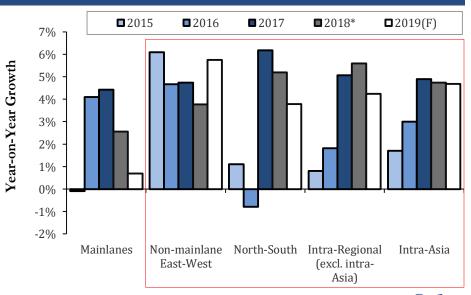
Key Points

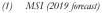
- Non-mainlane and intra-regional trades represent over 70% of global containerized volumes
 - These trades are primarily served by mid-sized and smaller ships and continue to show good growth
- Supply / demand balance improving
 - Demand grew faster than supply in 2016 and 2017, and currently forecast to do so again in 2019⁴
 - IMO 2020 expected to reduce effective supply of ships: withdrawals for scrubber retro-fits, slower steaming due to increased fuel costs

Overall Industry Demand Growth v. Supply Growth¹



Cargo Volume Growth by Tradelane¹



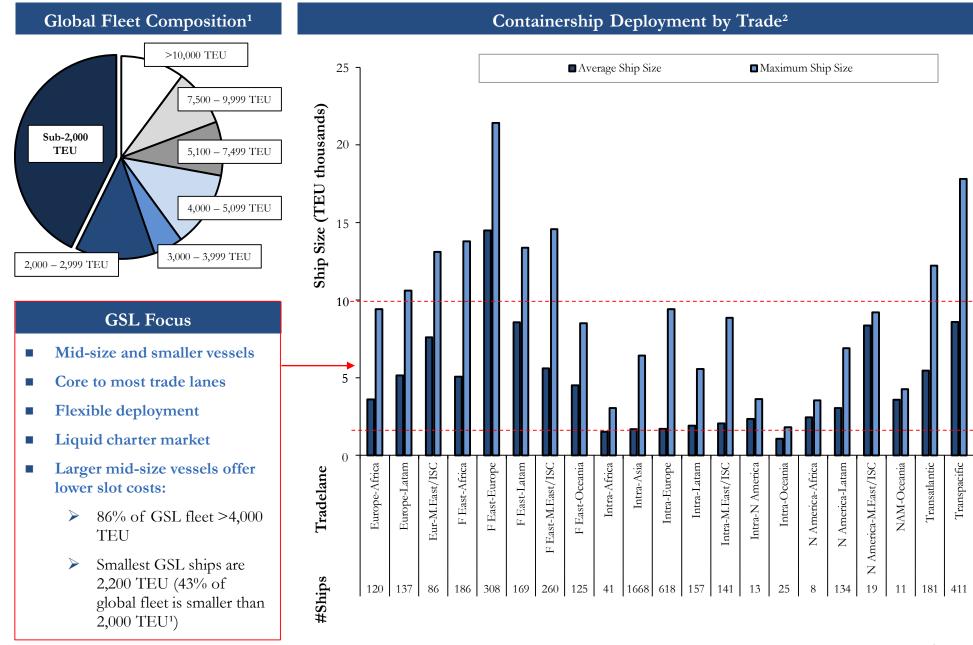


(2) Mainlane trades: Asia – Europe, Trans-Pacific, Trans-Atlantic

(3) Clarksons



Mid-Size & Smaller Ships (Sub-10,000 TEU) Core to Most Tradelanes



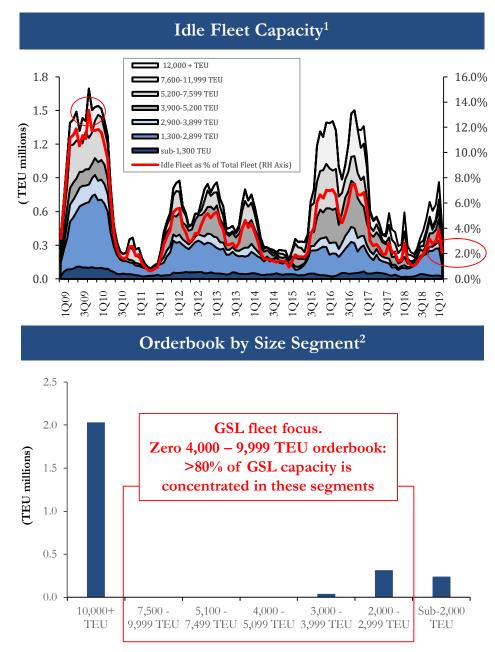




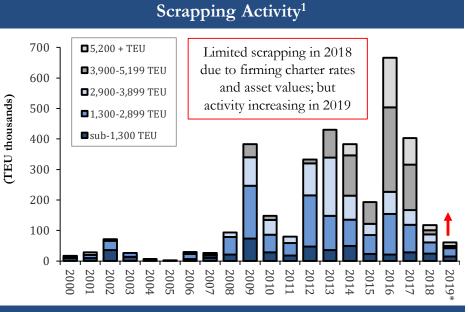




Supply-Side Dynamics Remain Favorable for Mid-Size & Smaller Vessel Segments



⁽¹⁾ MSI – as at March 31, 2019

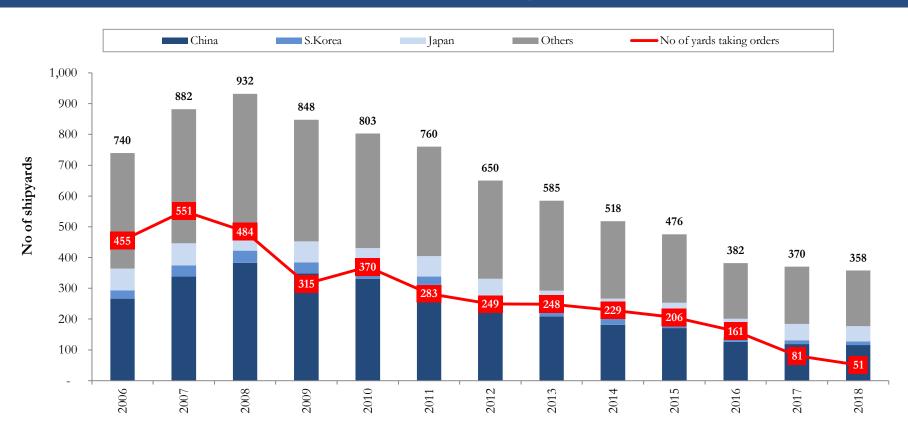


Key Points

- Limited idle capacity, as low season draws to a close
 - > 2.1% as at March 31, 2019¹
- Minimal scrapping during 2018, but increasing in 2019
 - ➤ ~102 kk TEU scrapped in 2018 (v. 402 kk TEU in 2017)
 - > ~97 kk TEU committed for scrapping 4M 2019³
- Limited orderbook, especially for mid-size and smaller ships
 - > 11.7% overall orderbook-to-fleet ratio²
 - 2.8% for 2,000 10,000 TEU ships²
 - Zero orderbook for size segments representing over 80% of GSL capacity



Shipyard Capacity Reducing, Causing Newbuilding Prices to Firm

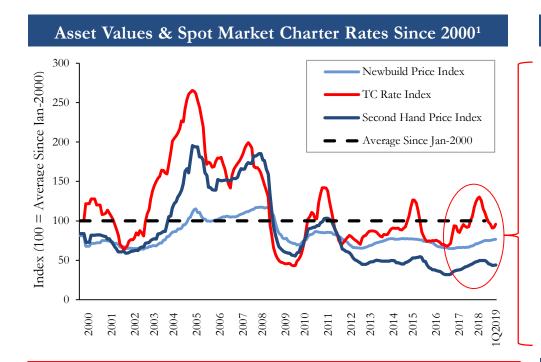


Evolution of Active Shipyards¹

Shipbuilding capacity is contracting

- Number of active yards down 62% since 2008 peak
- Number of yards taking orders down 91% since 2007
- Increased pricing discipline from remaining yards placing upward pressure on newbuilding prices and replacement values

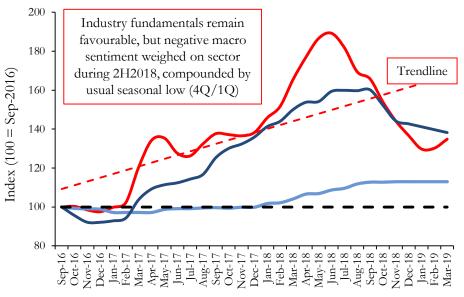
Supportive Fundamentals for Mid-Size & Smaller Ships, Despite Headwinds to Sentiment



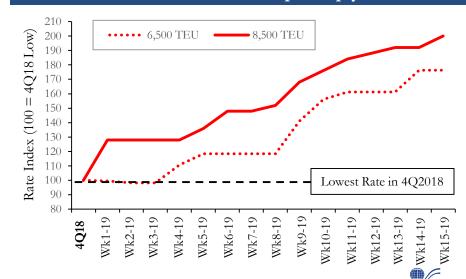
Headwinds to sentiment, but fundamentals still supportive

- Charter rates and asset values remain volatile, but trendline is positive
- Still close to cyclical lows, retaining upside potential
- Mid-size and smaller vessels remain well-positioned: limited supply, flexible deployment, core to most tradelanes
- Charter rates firming significantly YTD2019 v. 4Q2018
 - Rate recovery led by larger mid-size vessels, with rates up ~75 - 100% for vessels of 5,500 - 11,000 TEU
 - ➢ 70%+ of GSL capacity is in 5,500 − 11,000 TEU segments

Recovery Underway Since Late-2016¹



Post-Panamax Charter Rates Up Sharply YTD2019²

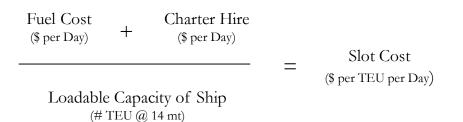


Slot Costs: Key Cost Driver & Selection Criterion for Liner Companies

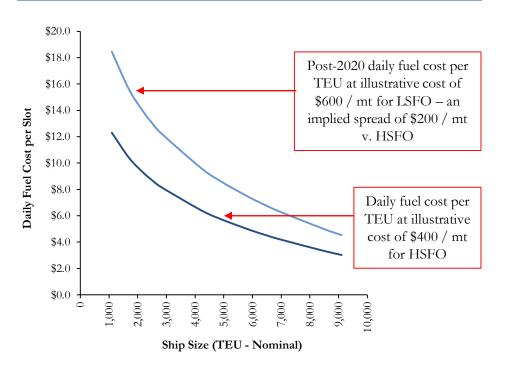
Key Points

- Slot cost is the daily cost to a liner company for the space that each loaded container occupies on a ship
- The greater the cargo-carrying capacity and fuelefficiency of a ship, the lower the slot cost
- The lower the slot cost, the more attractive the ship to liner companies in the charter market
- Fuel costs are expected to rise with the IMO 2020, further increasing the relevance of slot costs
- Liner companies look for lowest possible slot cost on any given trade, and size vessels accordingly. But considerations include:
 - Physical limitations: shoreside infrastructure, vessel length, vessel draft
 - Commercial constraints: cargo volumes, required service frequency
- Feeder vessels are expected to remain relevant
 - 43% of global fleet by number of ships is 2,000 TEU or smaller

Slot Cost Calculation for Liner Companies



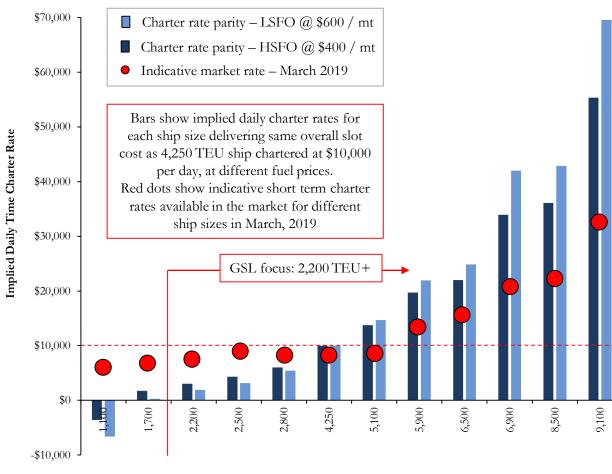
Illustrative Daily Fuel Cost per TEU Slot, by Ship Size¹



(1) Clarksons, MSI, Company data – trendline cost per TEU @ 14 mt homogenous load for representative vessel designs, at operating speed of 18 knots and adjusted for sailing time / port stay ratio by vessel size, at illustrative fuel cost of \$400 / mt (HSFO) and \$600 / mt (LSFO)







Ship Size (TEU - Nominal)

Key Points

- Slot cost parity is when the cost per loaded container is equal across all ship sizes
- Liner companies' drive to lower slot costs prompts vessel up-sizing and cascading
 - Daily fuel cost per TEU decreases as vessel size increases
 - Larger vessels can charge a higher daily charter rate while delivering a lower overall slot cost
 - As fuel costs rise, implied daily charter rates for larger vessels can increase while still delivering slot price parity, or better
- Comparing current charter market rates to slot price parity implies
 - Larger mid-size ships are under-priced
 - Upside potential as fuel costs climb
- GSL fleet is well-positioned to capitalize on the cascade
 - 80%+ of GSL's fleet capacity is in size segments with lowest slot costs in charter market
- (1) Clarksons, MSI, Braemar, Harper Petersen, Company data Implied slot cost per TEU @ 14 mt homogenous calculated load for representative vessel designs, at operating speed of 18 knots and adjusted for sailing time / port stay ratio by vessel size, at illustrative fuel cost of \$400 / mt (HSFO) and \$600 / mt (LSFO) . 6,900 TEU and 9,100 TEU vessels are eco designs; all other vessels are standard designs. Illustrative analysis assumes a daily time charter rate of \$10,000 for a theoretical 4,250 TEU vessel, and then calculates the daily time charter rate that would imply overall slot cost parity (ie. the same total daily fuel and charter hire cost per TEU) by vessel size

Why Invest in GSL ?



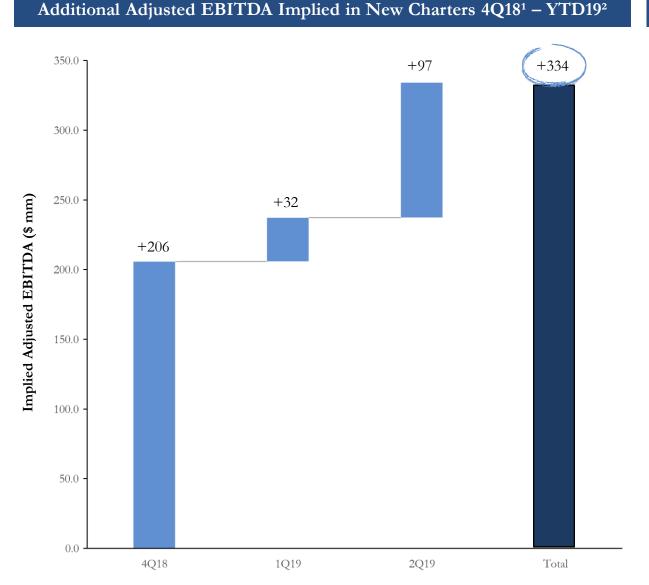
Why Invest in GSL?

- Stock trading at significant discount, implying strong potential upside
 - ➤ Trading at ~70% discount to Charter-Attached NAV¹
 - > Trading at around two turns EV / Adjusted EBITDA² multiple discount to publicly listed containership leasing peers
- Focused on mid-size and smaller fleet segments with supportive fundamentals
 - Low orderbook for 2,000-10,000 TEU vessels: 2.8% orderbook-to-fleet ratio; 80%+ of GSL fleet in segments with zero orderbook
 - > Limited availability of finance, together with negative sentiment, limits new ordering
 - Scrapping rates increasing after quiet 2018; YTD2019 scrapping already almost matches FY2018
 - ▶ IMO 2020 expected to reduce effective supply
- Balanced strategy, enhancing downside protection while translating upside earnings potential into tangible value
 - Substantial downside protection with \$886 million of contracted revenue and TEU-weighted average remaining charter term of 3.1 years
 - > Capitalizing on highly marketable vessels in segments with minimal orderbooks, further strengthened by recent acquisitions
 - One third of GSL fleet capacity is comprised of best-in-class, wide-beam, eco vessels
 - 50%+ with best-in-class reefer capacity
 - 70%+ in segments where charter rates have as much as doubled YTD2019 v. rate levels in Q4 2018
 - 80%+ in segments with zero vessels currently on order
 - GSL fleet provides competitive slot costs; the most important metric for liner companies when selecting vessels
 - GSL fleet can drive the cascade rather than be a victim
- Ongoing focus on balance sheet optimization, laying groundwork for eventual comprehensive re-financing to reduce cost of debt
 - De-levering, with debt reduced by \$6 million during Q1 2019
 - > Pro-actively looking to extend maturities on medium term debt to improve forward visibility and to reduce cost of debt
- Experienced and supportive sponsors including financial institutions and a leading liner operator with strong corporate governance
- Proven platform for growth via both vessel acquisitions and M&A, with disciplined approach focused on generating shareholder value

⁽¹⁾ Based on share price of May 29, 2019 of \$6.79 v. charter-adjusted NAV calculated on basis of broker valuations as at December 31, 2018 less net debt as at that date and less \$35 million Preferred B Shares – and without adjusting for new charters & acquisitions YTD2019

⁽²⁾ EV is Enterprise Value. Adjusted EBITDA is net income before interest income and expense including amortization of deferred finance costs, earnings allocated to preferred shares, income taxes, depreciation, amortization and impairment. Adjusted EBITDA is a non-GAAP quantitative measure.

Delivering on Our Promise to Translate Upside Potential into Tangible Value



Key Points

- Considerable progress since end-October, 2019 evidences valuegenerating nature of GSL / Poseidon transaction
 - 24 new charters
 - ➢ 67 years of additional charter cover
 - \$330+ million of additional implied contracted Adjusted EBITDA
 - Also generated \$160+ million of charter-adjusted NAV³
- We are delivering on our promise to translate upside potential into tangible value
 - Securing new charters at strongly accretive rates
 - Locking in upside
 - Protecting downside
 - Delivering immediately accretive growth in our focus segments

- (2) Up to May 23, 2019
- (3) Uplift in charter-attached NAV between announcement of GSL / Poseidon strategic combination on October 29, 2018 and December 31, 2018 (see slide 6), plus implied incremental NAV from YTD2019 chartering activity on 38 vessel fleet (calculated as the differential between charter-attached broker valuations and charter-free valuations of the relevant vessels at or around the time of the new charters; zero incremental charter-attached NAV attributed to vessels fixed on short term charters at prevailing market rates), plus implied incremental NAV from the acquisition of 3 × 7,849 TEU ships announced on May 23, 2019 (calculated as the differential between the charter-attached broker valuations for these ships and the purchase price paid; does not account for financing the details of which have not yet been publicly disclosed)



⁽¹⁾ Since announcement of strategic combination between GSL and Poseidon on October 29, 2018

Appendix



Appendix: Consolidated Balance Sheet as at March 31, 2019 (unaudited)

\$000's

		March 31,	As of	December 31,
		2019		2018
ASSETS		2017		2010
CURRENT ASSETS				
Cash and cash equivalents	\$	97,966	\$	82,059
Restricted cash	Ŷ	3,023	ę.	2,186
Accounts receivable, net		1,738		1,927
Inventories		5,327		5,769
Prepaid expenses and other current assets		7,162		6,214
Due from related parties		1,086		817
Total current assets	S	116,302	\$	98,972
NON-CURRENT ASSETS	ş	110,502	ş	90,972
Versels in operation	\$	1,103,604	S	1,112,766
1	Ş		\$	
Other fixed assets		4		5 400
Intangible assets-charter agreements		4,430		5,400
Deferred charges, net		8,661		9,569
Other non-current assets		291		948
Restricted cash, net of current portion		5,938		5,827
Total non-current assets		1,122,928		1,134,515
TOTAL ASSETS	<u> </u>	1,239,230	<u>\$</u>	1,233,487
LIABILITIES AND SHAREHOLDERS' EQUITY				
CURRENT LIABILITIES				
Accounts payable	\$	7,140	ş	9,586
Accrued liabilities		21,576		15,407
Current portion of long-term debt		74,533		64,088
Deferred revenue		2,637		3,118
Due to related parties		1,548		3,317
Total current liabilities		107,434		95,516
LONG-TERM LIABILITIES				
Long-term debt, net of current portion and deferred financing costs	\$	797,406	\$	813,130
Intangible liability-charter agreements		7,967		8,470
Deferred tax liability		9		9
Total non-current liabilities		805,382		821,609
Total liabilities	\$	912,816	\$	917,125
Commitments and Contingencies				
SHAREHOLDERS' EQUITY				
Class A common shares - authorized				
214,000,000 shares with a \$0.01 par value				
9,942,950 shares issued and outstanding (2018 – 9,017,205 shares)	S	99	s	90
Class B common shares - authorized				
20,000,000 shares with a \$0.01 par value				
nil shares issued and outstanding (2018 – 925,745 shares)		_		9
Series B Preferred Shares - authorized				
16,100 shares with a \$0.01 par value				
14,000 shares issued and outstanding (2018 – 14,000 shares)		_		_
Series C Preferred Shares - authorized				
250,000 shares with a \$0.01 par value				
250,000 shares issued and outstanding (2018 - 250,000 shares)		3		3
Additional paid in capital		512,379		512,379
Accumulated deficit		(186,067)		(196,119)
Total shareholders' equity		326,414		316,362
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$	1,239,230	\$	1,233,487

Appendix: Consolidated Statement of Income Q1 2019 (unaudited)

\$000's

	Three months ended March 31,		
	2019		2018
OPERATING REVENUES			
Time charter revenue	\$ 29,881	\$	5,770
Time charter revenue-related parties	 34,633		30,376
	 64,514		36,146
OPERATING EXPENSES:			
Vessel operating expenses	19,150		10,098
Vessel operating expenses-related parties	1,805		322
Time charter and voyage expenses	1,121		144
Time charter and voyage expenses-related parties	430		
Depreciation and amortization	10,758		8,156
General and administrative expenses	 2,025		1,935
Operating Income	 29,225		15,491
Interest income	417		269
Interest and other financial expense	(19,352)		(10,793)
Other income, net	544		6
Total non operating expense	(18,391)		(10,518)
Income before income taxes	10,834		4,973
Income taxes	(16)		(15)
Net Income	\$ 10,818	\$	4,958
Earnings allocated to Series B Preferred Shares	(766)		(766)
Net Income available to Common Shareholders	\$ 10,052	\$	4,192
Earnings per Share			
Weighted average number of Class A common shares outstanding			
Basic and diluted (including RSU's without service conditions)	9,932,664		6,001,217
Net Income per Class A common share			
Basic and diluted (including RSU's without service conditions)	\$ 0.44	\$	0.72
Weighted average number of Class B common shares outstanding			
Basic and diluted	nil		925,745
Net Income per Class B common share			
Basic and diluted	\$ nil	\$	nil

Appendix: Consolidated Cash Flow Statement Q1 2019 (unaudited)

\$000's

	 2019	rch 31,	
	2017		2018
Cash flows from operating activities:			
Net Income	\$ 10,818	\$	4,958
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	10,758		8,156
Amortization of deferred financing costs	745		1,029
Amortization of original issue discount / premium on repurchase of notes	202		201
Amortization of intangible asset/liability-charter agreements	468		(443)
Share based compensation			45
Changes in operating assets and liabilities:			
Increase in accounts receivable and other assets	(94)		(1,104)
Decrease (increase) increase in inventories	442		(1,783)
Increase in accounts payable and other liabilities	3,719		7,850
(Decrease) increase in related parties' balances	(2,038)		1,838
Decrease in deferred revenue	(481)		(312)
Unrealized foreign exchange (gain) loss	(5)		4
Net cash provided by operating activities	24,534		20,439
Cash flows from investing activities:			
Cash paid for vessel improvements	(637)		(150)
Cash paid for dry-dockings	(50)		(373)
Cash paid for vessel deposits	 <u> </u>		(1,128)
Net cash used in investing activities	(687)		(1,651)
Cash flows from financing activities:			
Repayment of credit facilities	(6,226)		—
Series B Preferred Shares-dividends paid	 (766)		(766)
Net cash used in financing activities	(6,992)		(766)
Net increase in cash and cash equivalents and restricted cash	16,855		18,022
Cash and cash equivalents and restricted cash at beginning of the period	 90,072		73,266
Cash and cash equivalents and restricted cash at end of the period	\$ 106,927	\$	91,288
Supplementary Cash Flow Information:			
Cash paid for interest	\$ 9,563	\$	648
Cash paid for income taxes	\$ _	\$	12
Non-cash investing activities:			
Unpaid capitalized expenses	\$ 826	\$	—



Lender / Facility	Collateralized Vessel	Outstanding Balance as at 31 Mar 2019 (\$mm)	Interest Rate	Amortization / Repayment	Balloon Instalment (excl. future cash sweep) (\$mm)	Maturity
Citi Super Senior loan ¹	18 legacy	\$34.80	LIBOR + 3.25%	Combined annual amortization of \$40	-	31-Oct-2020
1st Priority 2022 Notes	GSL vessels	\$340.00	9.875%	mm in 2019 and 2020; \$35 mm thereafter. Some optionality for Noteholders ¹	\$259.80	15-Nov-2022
Hayfin loan	GSL Valerie	\$8.13	LIBOR + 5.50%	None; bullet repayment	\$8.13	16-Jul-2022
DVB	Maira, Nikolas, Newyorker, Mary	\$50.16	LIBOR + 2.85%	Cash Sweep until 31-Dec-2019. Then \$1.9 mm per quarter	\$42.63	31-Dec-2020
ABN	Orca I, Katherine	\$62.06	LIBOR + 3.42% to 31-Mar-2019; then LIBOR + 3.50%	Cash Sweep until 31-Dec-2019. Then \$1.1 mm per quarter	\$57.56	31-Dec-2020
ATB	Tasman, Dimitris Y, Ian H	\$17.10	LIBOR + 3.90%	Cash Sweep until 31-Dec-2019. Then \$0.3 mm per quarter	\$15.78	31-Dec-2020
CACIB	Dolphin II, Athena, Kristina	\$52.66	LIBOR + 2.75%	Cash Sweep until 31-Dec-2019. Then \$1.4 mm per quarter	\$47.06	31-Dec-2020
Entrust	Agios Dimitrios	\$23.83	LIBOR + 3.16%	Cash Sweep until 31-Dec-2019. Then \$0.7 mm per quarter	\$21.23	31-Dec-2020
Senior Debt (CACIB)	Alexandra, UASC Bubiyan, Olivia I	\$78.50	LIBOR + 3.25% to 31-Mar-2019; then LIBOR + 3.50%	\$1.5 mm per quarter	\$65.00	05-Apr-2021
Junior Debt (Entrust)	n/a	\$38.50	10.00%	None; bullet repayment	\$38.50	30-Sep-2023
Senior Debt (DB-CIT)	UASC Al Khor,	\$139.31	LIBOR + 3.00%	\$2.6 mm per quarter, plus cash sweep	\$134.38	30-Jun-2022
Junior Debt (Entrust)	Anthea Y, Maira XL \$37.90 LIBOR + 10.00% \$0.7 mm per		\$0.7 mm per quarter, plus cash sweep	"	5	

1) Fixed semi-annual amortization of Citi facility of (up to) \$10 million. \$20 million annual amortization offered at option of Notebolders in 2018, 2019 & 2020; if offer(s) not taken up, Citi Super Senior Term Loan amortized instead. Once Term Loan has been repaid, amortization of Notes is mandatory

Appendix: Adjusted EBITDA Calculator (Illustrative)

The table below presents our illustrative Adjusted EBITDA calculator for our current fleet at different charter rates for 2019 and 2020, based on historical performance, contracted revenue and assumed expenses ¹

		2019		2020		
<u>TEU Category²</u>	<u>Spot Revenue</u> <u>days</u>	Spot Net Rate	Revenue (\$m)	<u>Spot Revenue</u> <u>days</u>	Spot Net Rate	<u>Revenue (\$m)</u>
2,200-2,800	639			3,764		
4,000-5,100	291			732		
8,500	159			366		
9,000 ECO	0			351		
Spot Revenues, Net ³						

Fixed Revenues, Net ⁴	\$252.4	\$222.1
OPEX & Mgt Fees ⁵	(\$91.3)	(\$98.3)
Voyage Expenses ⁶	(\$1.9)	(\$1.9)
G&A's ⁷	(\$7.2)	(\$7.2)

Adjusted EBITDA⁸

TEU Category	<u>10Y Historical</u> <u>Average</u>	<u>15Y Historical</u> <u>Average</u>
2200-2,800	\$ 8,763	\$ 15,056
4,000-5,100	\$ 11,309	\$ 20,533
8,500	\$ 22,922	\$ 31,498
9,100 eco	\$ 34,612	\$ 41,746

(1) This information is presented for illustrative purposes only and is not a projection of future charter rates, revenues, costs or Adjusted EBITDA, which may vary materially from the assumptions on which this table is based

(2) Spot Revenues do not include 5,500-6,000 TEU, 6,000-6,650 TEU, 6,900 ECO TEU or 11,000 TEU, as none of these segments are exposed to the Spot Market in either 2019 or 2020

(3) Spot Revenues: Net should be after deduction of market standard commissions totaling 5% and adjusted for a level of unplanned offbire

(4) Fixed Revenues: Net is estimated based on the average between earliest and latest redelivery dates under our current charters and is net of all address and brokerage commissions, adjusted based on 2018 utilization rates and for anticipated offhire drydock days

(5) Average 2018 opex \$6,420 per vessel per day; not adjusted for inflation or other factors, such as the costs associated with changes in ship manager

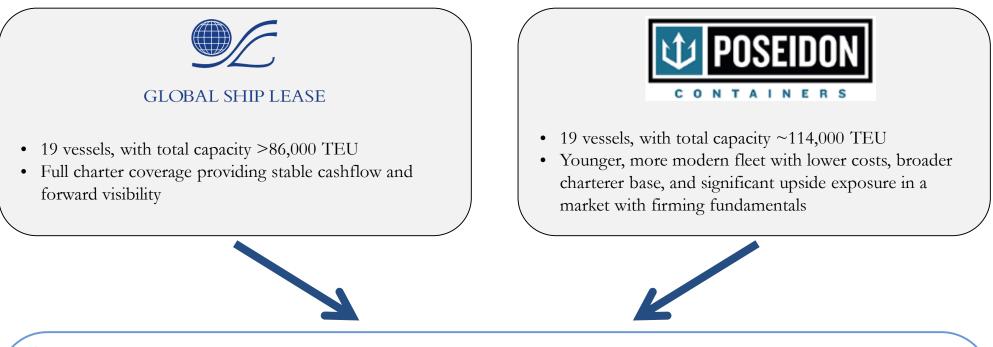
(6) Average 2018 voyage expenses \$133 per vessel per day, excluding brokerage commission, per vessel per day

(7) 2018 G&A, adjusted by merger one-off expenses

(8) Adjusted EBITDA represents net loss before interest income and expense including amortization of deferred finance costs, earnings allocated to preferred shares, income taxes, depreciation, amortization of drydocking costs and impairment. Adjusted EBITDA is a non-GAAP quantitative measure and is not defined in US GAAP and should not be considered to be an alternate to Net income or any other financial metric required by such accounting principles.

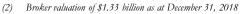


Appendix: Strategic Combination of GSL with Poseidon Containers in Q4 2018

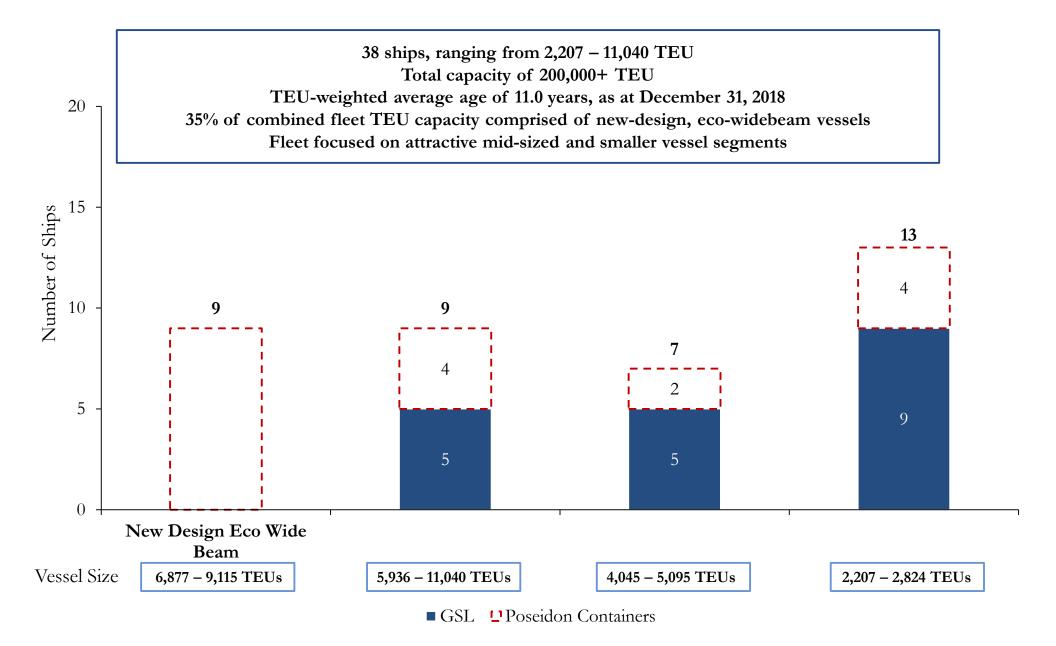


- ✓ Fleet size doubled. 38 containerships focused on the mid-size and smaller vessel segments, with combined capacity of approximately 200,000 TEU and a reduced TEU-weighted average age of 11.0 years¹
- <u>Asset portfolio strengthened</u>. Younger, higher-specification ships including best-in-class, high-reefer, eco-vessels; 2.6 years¹ TEU-weighted average forward contract cover, \$776 million¹ contracted revenues, and overall charter-attached value exceeding \$1.3 billion²
- ✓ <u>Upside potential, with downside cover</u>. Mix of longer term charters, with good forward visibility on cash flows, and increased near-term exposure to market with improving fundamentals
- ✓ **Improved diversification.** Broader charterer relationships, larger commercial organization
- ✓ Enhanced financial flexibility and refinancing capabilities. Better asset cover, greater scale, additional capital sources
- ✓ <u>Potential cost savings</u>. Synergies, from Technomar experience and fleet size, are expected through lower OPEX, lower drydocking CAPEX, and lower SG&A

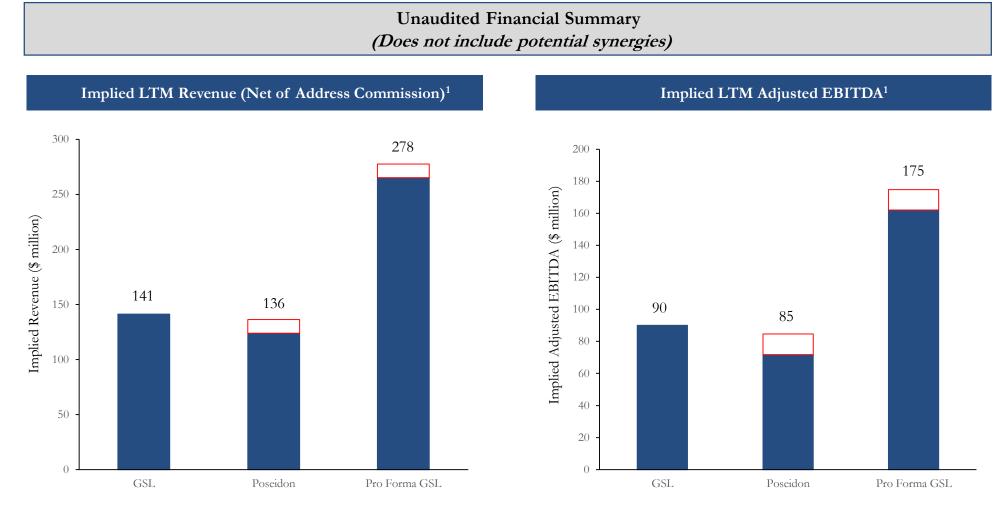
⁽¹⁾ As at December 31, 2018 – but adjusted for new charters contracted since that date; including options under GSL control, and assuming mid-point of charter redelivery windows; revenues are net of address commission to liner operators



Appendix: Good Strategic Fit Between GSL Legacy Vessels & Poseidon Vessels



Appendix: Pro Forma Impact of Q4 2018 Transaction on Implied LTM Revenues & EBITDA

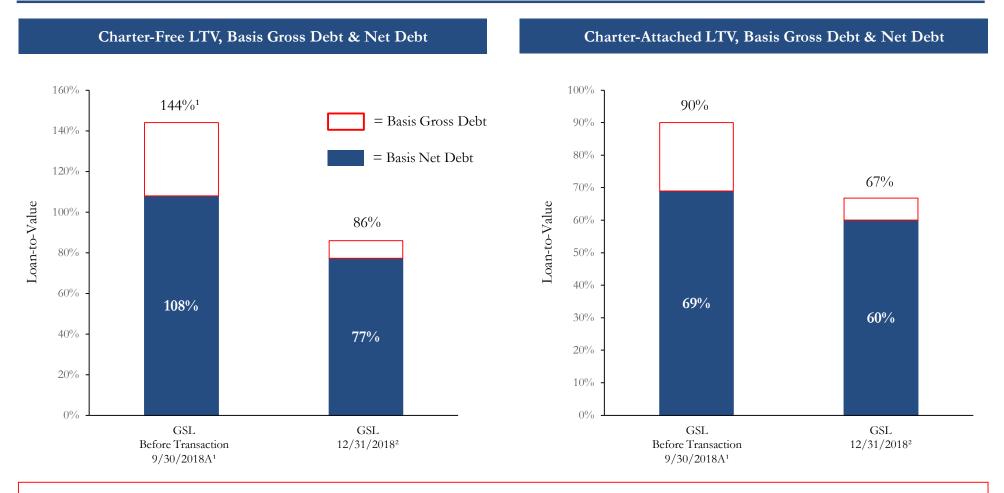


= Additional Revenue / Adjusted EBITDA from New Charters

Increased earnings potential of Poseidon's younger, modern, well-specified fleet (as evidenced by six new five year charters announced in 4Q2018) expected to offset impact of GSL legacy vessels rolling off above-market charters over time

(1) Implied LTM data as of December 31, 2018 includes incremental run-rate impact of new five year charters announced in 4Q2018 for six 6,900 TEU vessels (Mary, Kristina, Katherine, Alexandra, Bubiyan and Yas), and backs out gains / losses on vessel sales and also one-time costs associated with the transaction combining GSL & Poseidon Containers. Adjusted EBITDA is net income before interest income and expense including amortization of deferred finance costs, earnings allocated to preferred shares, income taxes, depreciation, amortization and impairment. Adjusted EBITDA is a non-GAAP quantitative measure.





Appendix: Q4 2018 Transaction Significantly Increases (Re)Financing Flexibility

Materially improved loan-to-value increases (re)financing flexibility. As at year-end 2018, and on basis of net debt:

- \blacktriangleright Charter-free LTV = 77% (down from 108% before transaction)
- \blacktriangleright Charter-attached LTV = 60% (down from 69% before transaction)
- Combined fleet comprises higher-specification, younger assets, further enhancing collateral pool
 - > TEU- weighted average age of fleet reduced by 3.0 years

^{1) 144%} LTV is based on Notes Collateral Vessels only. Reduces to 140% LTV with inclusion of GSL Valerie. Based on GSL stand-alone capital structure as at September 30, 2018 and valuations obtained in connection with the transaction between GSL and Poseidon Containers

²⁾ GSL as at December 31, 2018 – based on capital structure and broker valuations (charter-free and charter-attached) as at that date for the combined fleet

\$millions

	As of March 31, 2019	As of March 31, 2019	
	Issuer & Guarantors (i)	Non - Guarantors (ii)	Total
Gross Debt	374.8	508.1	882.9
Debt between (i)Issuer & Guarantors and (ii)Non-Guarantors	NIL	NIL	NIL
Total Cash and Cash Equivalents ⁽¹⁾	70.2	36.7	106.9
	For the period January 1, 2019	For the period January 1, 2019	
	to March 31, 2019	to March 31, 2019	
	Issuer & Guarantors	<u>Non – Guarantors</u>	Total
Operating Revenues	32.8	31.7	64.5
Adjusted EBITDA ⁽²⁾	20.4	20.1	40.5

⁽¹⁾ Including Restricted Cash

⁽²⁾ Adjusted EBITDA represents net loss before interest income and expense including amortization of deferred finance costs, earnings allocated to preferred shares, income taxes, depreciation, amortization of drydocking costs and impairment. Adjusted EBITDA is a non-US GAAP quantitative measure used to assist in the assessment of the Company's ability to generate cash from its operations. We believe that the presentation of Adjusted EBITDA is useful to investors because it is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in our industry. Adjusted EBITDA is not defined in US GAAP and should not be considered to be an alternate to Net income or any other financial metric required by such accounting principles. Our use of Adjusted EBITDA may vary from the use of similarly titled measures by others in our industry.



Appendix: GSL Fleet Characteristics

			TEU	Reefer			Wide	
Vessel	Built	Yard	(Nom)	Plugs		Geared	Beam	Eco
			, ,	Ŭ				
CMA CGM Thalassa	2008	Daewoo	11,040	700				(1)
UASC Al Khor	2015	Hanjin	9,115	1,500	(2)		\checkmark	\checkmark
Anthea Y	2015	Hanjin	9,115	1,500	(2)		\checkmark	✓
Maira XL	2015	Hanjin	9,115	1,500	(2)		\checkmark	✓
GSL Tianjin	2005	Samsung	8,667	710	(2)			
OOCL Qingdao	2004	Samsung	8,667	710	(2)			
GSL Ningbo	2004	Samsung	8,667	710	(2)			
GSL Eleni	2004	Hyundai	7,849	814				
GSL Kalliopi	2004	Hyundai	7,849	814				
GSL Grania	2004	Hyundai	7,849	814				
Mary	2013	Hyundai	6,927	1,200	(2)		\checkmark	✓
Kristina	2013	Hyundai	6,927	1,200	(2)		\checkmark	✓
Katherine	2013	Hyundai	6,927	1,200	(2)		\checkmark	✓
Alexandra	2013	Hyundai	6,927	1,200	(2)		\checkmark	✓
Alexis	2015	Hanjin	6,882	1,200	(2)		\checkmark	✓
Olivia I	2015	Hanjin	6,882	1,200	(2)		\checkmark	✓
CMA CGM Berlioz	2001	Hanjin	6,621	500	. ,			
Agios Dimitrios	2011	Hanjin	6,572	500				
Tasman	2000	Kvaerner	5,936	500	(2)			(3)
Dimitris Y	2000	Kvaerner	5,936	500	(2)			(3)
lan H	2000	Kvaerner	5,936	500	(2)			(3)
Dolphin II	2007	Hyundai	5,095	330				
Orca I	2006	Hyundai	5,095	330				
CMA CGM Alcazar	2007	Hanjin	5,089	386				
CMA CGM Chateau d'If	2007	Hanjin	5,089	386				
CMA CGM Jamaica	2006	Hyundai	4,298	600				
CMA CGM Sambhar	2006	CSBC	4,045	700				
CMA CGM America	2006	CSBC	4,045	700				
GSL Valerie	2005	Hyundai	2,824	566				
Athena	2003	Коуо	2,762	300				
Maira	2000	Samsung	2,506	420		✓		
Nikolas	2000	Samsung	2,506	420		✓		
New Yorker	2001	Samsung	2,506	420		✓		
CMA CGM La Tour	2001	CSBC	2,272	446		\checkmark		
CMA CGM Manet	2001	CSBC	2,272	446		✓		
CMA CGM Matisse	1999	CSBC	2,262	446		✓		
CMA CGM Utrillo	1999	CSBC	2,262	446		✓		
GSL Keta	2003	CSBC	2,207	350		✓		
GSL Julie	2002	CSBC	2,207	350		✓		
Kumasi	2002	CSBC	2,207	350		✓		
Marie Delmas	2002	CSBC	2,207	350		✓		

Key Characteristics

■ Eco

- At standard operating speeds, a fully laden eco-vessel consumes 20 – 30 mt per day less fuel than non-eco tonnage of comparable size (6,500 – 9,500 TEU)
- High fuel efficiency reduces running costs for charterers thus facilitating lower slot costs

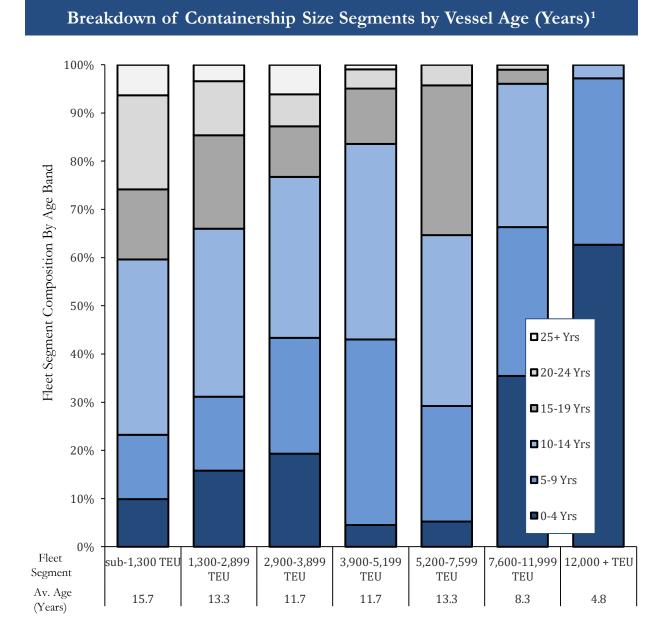
Wide Beam

- Improves vessel stability, reduces need for ballast water, and increases cargo load-factors
- Reefer Capacity
 - High reefer plug count allows charterers to carry more high-margin refrigerated cargo
- Gear
 - Geared vessels have onboard cranes allowing them to service ports with limited shoreside infrastructure

- (1) Bulbous bow optimized for fuel efficient performance at lower operating speeds
- (2) Onboard power generation capacity can support significant upsizing of reefer plug count
- (3) Hulls optimized for fuel efficient performance at lower operating speeds



Appendix: Mid-Size & Smaller Segments, Older & Under-Invested

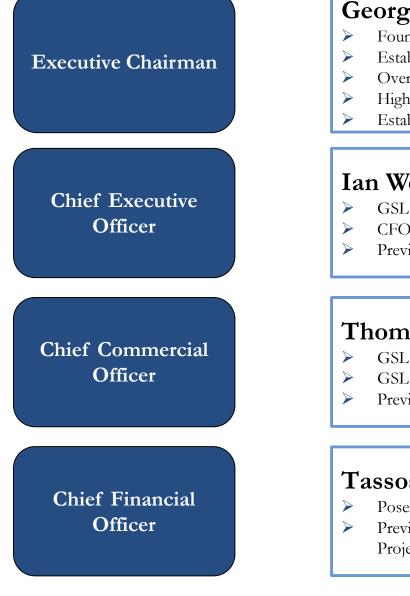


Key Points

- Fleet segments for mid-size and smaller ships tend to be composed of older tonnage than those for the big ships. Drivers include:
 - Up-sizing of global fleet over time
 - Asymmetric investment, weighted towards larger vessels
- German KG environment largely inactive since 2008
 - Historically, key source of capital for mid-size and smaller ships
- Under-investment in mid-size and smaller tonnage leads to aging fleet segments. Consequently:
 - Limited competition from new generation tonnage
 - Reduced intra-segment fleet renewal and obsolescence risk
- GSL TEU-weighted average age of 11.7 years²

(2) As at March 31, 2019 – and including subsequent acquisitions

Appendix: Complementary Leadership with Extensive Shipping and Capital Markets Experience



George Youroukos

- Founded Technomar in 1994 and ConChart in 2010
- Established Poseidon Containers in 2010
- Over 200 secondhand and newbuild transactions
- Highly reputable technical and commercial manager among liner companies
- Established track record with banks and other financial institutions

Ian Webber

- GSL CEO since 2008
- CFO and Director of CP Ships from 1996 to 2006
- Previously Audit Partner at PwC

Thomas Lister

- GSL CCO & CFO 2017 2018
- GSL CCO since 2008
- Previously Asset Finance Banker at DVB, and Liner Shipping Executive

Tassos Psaropoulos

- Poseidon Containers CFO since 2011
- Previously Controller of AIM-listed Dolphin Capital Investors, PwC Auditor and Project Manager



Appendix: Diverse Ownership Structure, Expert Board of Directors and Strong Sponsorship

	Board of	f Directors
George Youroukos	Executive Chairman	Poseidon Containers, Technomar, ConChart
Henry Mannix III	Director	Kelso & Co.
Philippe Lemonnier	Director since 2017	CMA CGM
Michael Gross	Director since 2008	Solar Capital – Independent
Alain Wils	Director since 2014	Consultant – Independent
Michael Chalkias	Director	PrimeMarine – Independent
Alain Pitner	Director	Ex Credit Agricole – Independent
Menno Van Lacum	Director	Transportation Capital Group – Independent