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TANKER INVESTMENTS LTD. REPORTS FIRST QUARTER 2014 RESULTS

Hamilton, Bermuda, May 15, 2014 - Tanker Investments Ltd. (*Tanker Investments* or *the Company*) today reported its financial results for the quarter ended March 31, 2014.

Highlights:

- Reported a net loss of USD 0.2 million, or USD 0.01 per share, for the first quarter of 2014, based on a fleet of four Suezmax tankers and one Aframax tanker owned for 31 and 12 days, respectively.
- Generated cash flow from vessel operations of USD 0.9 million.
- In early-May 2014, TIL announced that it had agreed to acquire two 2010-built VLCC tankers from Teekay Tankers Ltd. for an aggregate purchase price of USD 154 million, and two 2012-built coated Aframax tankers from a third party for an aggregate purchase price of USD 95 million.
- Vessel purchases to be financed with existing cash balances and a drawing expected on the Company's new revolving credit facility.
- TIL's fleet consists of 13 vessels as of May 15, 2014, including six vessels scheduled for delivery during the remainder of May and early-June 2014.
- Expected total liquidity of approximately USD 200 million after giving effect to completing the vessel acquisitions and the new revolving credit facility.

"As previously reported, we are pleased to have recently acquired two modern VLCCs from Teekay Tankers and agreed to acquire two modern coated Aframax tankers from a third party for a combined purchase price of USD 249 million, increasing our tanker fleet to 13 vessels in just five months," commented William Hung, Tanker Investments' Chief Executive Officer.

"As we proceed into the northern hemisphere summer months, which is generally considered to be a seasonally weaker period for spot tanker freight rates, we expect to continue growing our fleet, allowing Tanker Investments to take advantage of current vessel prices which remain below long-term average values," Mr. Hung continued, "With the expected completion of our new USD 200 million revolving credit facility in late-May, and conservative balance sheet leverage, we believe Tanker Investments' is well-positioned to execute on its acquisition strategy."

Selected Financial Information:

All figures in USD millions **(except per share, per day and unless otherwise specified)**	
Balance Sheet Summary	**As at March 31, 2014**
Cash & Cash Equivalents	$355.9
Total Assets	$588.6
Total Liabilities	$179.6
Income Statement Summary	**First Quarter 2014(1)**
Net Revenues(2)	$2.2
Cash Flow from Vessel Operations (*CFVO*)(3)	$0.9
Net Loss	$0.2
Net Loss per share	$0.01
TCE Spot Rates	**First Quarter 2014(1)**
Suezmax Revenue Days	124
Suezmax TCE rate per day	$17,056
Aframax Revenue Days	12
Aframax TCE rate per day	$12,284

(1) Results for the first quarter of 2014 covers the period from the date of incorporation on January 10, 2014 to March 31, 2014.
(2) Net revenues represents revenues less voyage expenses, which comprise all expenses relating to certain voyages, including bunker fuel expenses, port fees, cargo loading and unloading expenses, canal tolls, agency fees and commissions. Net revenues is a non-GAAP financial measure used by certain investors to measure the financial performance of shipping companies. Please refer to *Appendix A* of this release for the reconciliation of this non-GAAP measure as used in this release to the most directly comparable GAAP financial measure.
(3) Cash flow from vessel operations (*CFVO*) represents income from vessel operations before depreciation and amortization expense. Cash flow from vessel operations is a non-GAAP financial measure used by certain investors to measure the financial performance of shipping companies. Please refer to *Appendix B* of this release for the reconciliation of this non-GAAP measure as used in this release to the most directly comparable GAAP financial measure.

Financial Review of the First Quarter of 2014

Tanker Investments was incorporated on January 10, 2014. During the first quarter of 2014, the Company acquired five conventional tankers, including four Suezmax tankers on February 28, 2014 and one Aframax tanker on March 20, 2014.

During the first quarter of 2014, net revenues were USD 2.2 million and CFVO was USD 0.9 million, based on the contributions from four Suezmax tankers acquired from Teekay Corporation (*Teekay*) and one Aframax tanker from a third party in February and March 2014, respectively.

Net finance expenses were USD 0.5 million in the first quarter of 2014, based on the indebtedness associated with the acquisition of the four Suezmax tankers acquired from Teekay in February 2014.

Tanker Investments reported a net loss of USD 0.2 million, or USD 0.01 per share, in the first quarter of 2014.

Tanker Market Outlook

Crude tanker spot rates strengthened significantly during the first quarter of 2014, with Aframax and Suezmax rates achieving their highest quarterly averages since the fourth quarter of 2008 and the second quarter of 2010, respectively. The increase in tanker rates was primarily due to a combination of stronger fundamentals and seasonal factors, particularly during January and February of 2014. Record high crude oil imports by China of 6.6 million barrels per day (*mb/d*) during January 2014, and a greater volume of long-haul Asian crude imports from West Africa, led to an increase in crude tanker tonne-mile demand during the early part of the first quarter. Seasonal weather delays, particularly in the Atlantic basin, further tightened the freight market and led to a significant spike in crude tanker rates. These strong rates dissipated during March 2014 as seasonal factors abated and Chinese crude imports slowed. This weakness has extended into the early part of the second quarter of 2014.

The recent spike in spot tanker rates, coupled with improved market sentiment, led to an increase in crude tanker asset prices during the first quarter of 2014. Asset values for five-year old crude tankers increased by an average of 20 percent during the first quarter, while newbuilding prices increased by an average of 6.5 percent. Asset values have continued to rise in the early part of the second quarter, although at a slower pace than in the first quarter of the year.

The world tanker fleet grew by 1.6 million deadweight tonnes (*mdwt*), or 0.3 percent, in the first quarter of 2014. A total of 3.7 mdwt of new tankers were delivered into the fleet, the lowest first quarter delivery total since 1998, while 2.1 mdwt of tankers were scrapped. The tanker orderbook currently stands at 67 mdwt, or approximately 13 percent of the world tanker fleet. Taking into account expected slippage and scrapping, we estimate the tanker fleet to grow by approximately 1.2 percent in 2014, the lowest level of tanker fleet growth since 2001, and by approximately 1.8 percent in 2015.

In its April 2014 *World Economic Outlook*, the International Monetary Fund (*IMF*) left its outlook for global GDP growth broadly unchanged at 3.6 percent and 3.9 percent in 2014 and 2015, respectively. This is an improvement on global GDP growth of 3.0 percent in 2013 and signals a continuing recovery of the global economy. Global oil demand is projected to grow by 1.2 mb/d in 2014 based on the average of the forecasts of the International Energy Agency, the Energy Information Administration, and OPEC, a slight increase from oil demand growth of the 1.1 mb/d in 2013. The forecasted increase in global oil demand is expected to translate into increased demand for crude oil tankers in 2014 compared to 2013.

Stronger global oil demand growth, coupled with low tanker fleet growth, particularly in the crude segments, is expected to lead to an increase in tanker fleet utilization and therefore, freight rates during 2014 and 2015.

Tanker Investments' Fleet List

New Vessel Name	Type	Built	Acquisition Price (USD millions)	Delivery Date
Tianlong Spirit	Suezmax	2009	40.8	Delivered – February 28, 2014
Jiaolong Spirit	Suezmax	2009	40.8	Delivered – February 28, 2014
Shenlong Spirit	Suezmax	2009	40.8	Delivered – February 28, 2014
Dilong Spirit	Suezmax	2009	40.8	Delivered – February 28, 2014
Tarbet Spirit	Aframax	2009	36.8	Delivered – March 10, 2014
Emerald Spirit	Aframax	2009	28.5	Delivered – April 10, 2014
Whistler Spirit	Aframax	2010	29.5	Delivered – May 2, 2014
Hemsedal Spirit	VLCC	2010	77.0	Delivered – May 9, 2014
Voss Spirit	VLCC	2010	77.0	Delivered – May 9, 2014
Hovden Spirit(1)	Coated Aframax	2012	47.5	May 2014
Garibaldi Spirit(1)	Aframax	2009	28.5	May 2014
Blackcomb Spirit(1)	Aframax	2010	29.5	June 2014
Trysil Spirit(1)	Coated Aframax	2012	47.5	June 2014
			565.0	

(1) Expected new vessel names.

Liquidity

As of March 31, 2014, TIL had total liquidity of USD 355.9 million. Giving pro forma effect to the completion of the committed acquisitions and the Company's new corporate revolver, Tanker Investments expects to have total liquidity of approximately USD 200 million, which can be used to continue growing the fleet.

Conference Call

Tanker Investments plans to host a conference call on May 15, 2014 at 10 a.m. (EST) / 4 p.m. (CEST) to discuss its results for the first quarter of 2014. An accompanying investor presentation will be available on the Company's website at www.tankerinvestments.com prior to the start of the call. All shareholders and interested parties are invited to listen to the live conference call by choosing from the following options:

- By dialing (866) 322-1159 or (416) 640-3404, if outside of North America, and quoting conference ID code 3819035.
- By accessing the webcast, which will be available on Tanker Investments' website at www.tankerinvestments.com (the archive will remain on the website for a period of 30 days).

The conference call will be recorded and available until May 22, 2014. This recording can be accessed following the live call by dialing (888) 203-1112 or (647) 436-0148, if outside North America, and entering access code 3819035.

About Tanker Investments Ltd.

Tanker Investments Ltd. is a specialized investment company focused on the oil tanker market. Tanker Investments Ltd. was formed in January 2014 by Teekay Tankers Ltd. and Teekay Corporation to opportunistically acquire, operate and sell modern second-hand tankers to benefit from an expected recovery in the current cyclical low of the tanker market.

Tanker Investments Ltd. common stock trades on the Oslo Stock Exchange under the symbol "TIL."

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INDEPENDENT AUDITORS' REVIEW REPORT

The Board of Directors
Tanker Investments Ltd.

Report on the Financial Statements

We have reviewed the accompanying condensed consolidated balance sheet of Tankers Investments Ltd. as of March 31, 2014, and the related condensed consolidated statements of loss, cash flows and stockholders' equity for the period from January 10, 2014 to March 31, 2014.

Management's Responsibility

The Company's management is responsible for the preparation and fair presentation of the interim financial information in accordance with U.S. generally accepted accounting principles; this responsibility includes the design, implementation, and maintenance of internal control sufficient to provide a reasonable basis for the preparation and fair presentation of interim financial information in accordance with U.S. generally accepted accounting principles.

Auditors' Responsibility

Our responsibility is to conduct our review in accordance with auditing standards generally accepted in the United States of America applicable to reviews of interim financial information. A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with auditing standards generally accepted in the United States of America, the objective of which is the expression of an opinion regarding the financial information. Accordingly, we do not express such an opinion.

Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim financial information for it to be in accordance with U.S. generally accepted accounting principles.

/s/ KPMG LLP
Chartered Accountants
Vancouver, Canada
May 15, 2014

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENT OF LOSS
(in thousands of U.S. dollars, except share and per share amounts)

	Date of Incorporation January 10, 2014 to March 31, 2014 $
REVENUES	
Net pool revenues from affiliates *(note 7a)*	2,050
Voyage revenues	486
Total revenues	2,536
OPERATING EXPENSES	
Voyage expenses	340
Vessel operating expenses *(note 7f)*	1,167
Depreciation and amortization	572
General and administrative *(note 7f)*	182
Total operating expenses	2,261
Income from operations	275
OTHER ITEMS	
Interest expense *(notes 4 and 7c)*	(619)
Interest income	151
Other income	6
Total other items	(462)
Net loss and comprehensive loss	(187)
Per common share of Tanker Investments Ltd. *(note 8)*	
• Basic loss attributable to common stockholders of Tanker Investments Ltd.	(0.01)
• Diluted loss attributable to common stockholders of Tanker Investments Ltd.	(0.01)
Weighted average number of common shares outstanding *(note 8)*	
• Basic	21,363,926
• Diluted	21,363,926

Related party transactions *(note 7)*

The accompanying notes are an integral part of these unaudited consolidated financial statements.

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED BALANCE SHEET
(in thousands of U.S. dollars)

	As at March 31, 2014 $
ASSETS	
Current	
Cash and cash equivalents	355,875
Pool receivables from affiliates, net *(note 7f)*	4,001
Accounts receivable	513
Prepaid expenses and other current assets	2,436
Total current assets	362,825
Vessels and equipment	
At cost, less accumulated depreciation of $0.6 million	199,798
Vessel purchase deposits *(note 7d)*	17,400
Non-current pool receivables from affiliates *(note 7f)*	8,000
Other non-current assets	619
Total assets	588,642
LIABILITIES AND STOCKHOLDERS' EQUITY	
Current	
Accounts payable	687
Accrued liabilities	3,480
Current portion of long-term debt *(note 4)*	11,722
Due to affiliates *(note 7g)*	13,766
Total current liabilities	29,655
Long-term debt *(note 4)*	149,968
Total Liabilities	179,623
Commitments and contingencies *(note 7d)*	
Stockholders' Equity	
Common stock ($0.001 par value; 400 million shares authorized; 38.4 million shares issued and outstanding) *(note 6)*	38
Preferred stock ($0.001 par value; 100 million shares authorized; 2 shares issued and outstanding) *(note 6)*	1
Additional paid in capital *(note 6)*	409,167
Deficit	(187)
Total stockholders' equity	409,019
Total liabilities and stockholders' equity	588,642

The accompanying notes are an integral part of these unaudited consolidated financial statements.

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS
(in thousands of U.S. dollars)

	Date of Incorporation January 10, 2014 to March 31, 2014 $
Cash and cash equivalents provided by (used for)	
OPERATING ACTIVITIES	
Net loss	(187)
Non-cash items:	
Depreciation and amortization	572
Other	11
Change in non-cash working capital items related to operating activities	2,165
Net operating cash flow	**2,561**
FINANCING ACTIVITIES	
Proceeds from Equity Offering and IPO *(note 6)*	421,966
Issuance costs of Equity Offering and IPO *(note 6)*	(12,120)
Repayments of long-term debt	(1,456)
Net financing cash flow	**408,390**
INVESTING ACTIVITIES	
Expenditures for vessels and equipment	(55,076)
Net investing cash flow	**(55,076)**
Increase in cash and cash equivalents	**355,875**
Cash and cash equivalents, beginning of the period	-
Cash and cash equivalents, end of the period	**355,875**

The accompanying notes are an integral part of these unaudited consolidated financial statements.

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
(in thousands of U.S. dollars, except share amounts)

	Thousands of Shares of Common Stock Outstanding #	Common Stock $	Shares of Preferred Stock Outstanding #	Preferred Stock $	Additional Paid-In Capital $	Deficit $	Total Stockholders' Equity $
Balance as at January 10, 2014	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Net loss	-	-	-	-	-	(187)	(187)
Proceeds from Equity Offering, net of offering costs of $6.4 million *(note 6)*	25,000	25	2	1	243,600	-	243,626
Proceeds from IPO, net of offering costs of $6.4 million *(note 6)*	13,413	13	-	-	165,567	-	165,580
Balance as at March 31, 2014	**38,413**	**38**	**2**	**1**	**409,167**	**(187)**	**409,019**

The accompanying notes are an integral part of these unaudited consolidated financial statements.

1. Basis of Presentation and Nature of Operations

On January 10, 2014, Teekay Corporation (or *Teekay*) incorporated Tanker Investments Ltd., which is incorporated under the laws of the Republic of the Marshall Islands. Tanker Investments Ltd. and its subsidiaries (collectively the *Company*) engage in the ownership and operation of crude oil tankers. The Company has adopted a December 31 fiscal year-end.

On February 28, 2014, the Company acquired four single-ship wholly-owned subsidiaries (the *LLCs*) from Teekay, each of which owns one 2009-built Suezmax oil tanker and is a borrower to a loan agreement (see note 4), in exchange for $11.0 million, which consists of $163.2 million for the vessels, $10.9 million for working capital less $163.1 million for existing debt. The LLCs consist of the Dilong Spirit L.L.C., Shenlong Spirit L.L.C., Tianlong Spirit L.L.C. and the Jiaolong Spirit L.L.C. The Company did not commence operations until the purchase of the LLCs.

The unaudited interim consolidated financial statements have been prepared in conformity with United States generally accepted accounting principles (or *GAAP*). The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Certain information and footnote disclosures required by GAAP for complete annual financial statements have been omitted. In the opinion of management, these interim unaudited consolidated financial statements reflect all adjustments, consisting solely of a normal recurring nature, necessary to present fairly, in all material respects, the Company's consolidated financial position, results of operations, and cash flows for the interim period presented. The results of operations for the interim period presented are not necessarily indicative of those for a full fiscal year. Significant intercompany balances and transactions have been eliminated upon consolidation.

2. Accounting Pronouncement Not Yet Adopted

In April 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update 2014-08, *Reporting Discontinued Operations and Disclosures of Disposals of Components of an Entity* ("ASU 2014-08") which raises the threshold for disposals to qualify as discontinued operations. A discontinued operation is defined as: (1) a component of an entity or group of components that has been disposed of or classified as held for sale and represents a strategic shift that has or will have a major effect on an entity's operations and financial results; or (2) an acquired business that is classified as held for sale on the acquisition date. ASU 2014-08 also requires additional disclosures regarding discontinued operations, as well as material disposals that do not meet the definition of discontinued operations. This ASU is effective for fiscal years beginning on or after December 15, 2014, and interim periods within those years. Early adoption is permitted, but only for disposals (or classifications as held for sale) that have not been reported in the financial statements previously issued or available for issuance. The impact, if any, of adopting ASU 2014-08 on the Company's financial statements will depend on the occurrence and nature of disposals that occur subsequent to ASU 2014-08 being adopted.

3. Significant Accounting Policies

Acquisitions

The consolidated financial statements include the operations of an acquired business after the completion of the acquisition. Acquired businesses are accounted for using the acquisition method of accounting, which requires, among other things, that most assets are acquired and liabilities assumed be recognized at their estimated fair values as of the acquisition date. Transaction costs are expensed as incurred. Any excess of the consideration transferred over the assigned values of the net assets acquired is recorded as goodwill.

Cash and cash equivalents

The Company classifies all highly liquid investments with an original maturity date of three months or less as cash and cash equivalents.

Accounts receivable and allowance for doubtful accounts

Accounts receivable are recorded at the invoiced amount and do not bear interest. The allowance for doubtful accounts is the Company's best estimate of the amount of probable credit losses in existing accounts receivable. The Company determines the allowance based on historical write-off experience and customer economic data. The Company reviews the allowance for doubtful accounts regularly and past due balances are reviewed for collectability. Account balances are charged off against the allowance when the Company believes that the receivable will not be recovered. There are no significant amounts recorded as allowance for doubtful accounts as at March 31, 2014.

Vessels and equipment

All pre-delivery costs incurred during the construction of newbuildings, including interest, supervision and technical costs, are capitalized. The acquisition cost and all costs incurred to restore used vessels purchased by the Company to the standard required to properly service the Company's customers are capitalized.

Depreciation is calculated on a straight-line basis over a vessel's estimated useful life, less an estimated residual value. Depreciation is calculated using an estimated useful life for vessels of 25 years.

Vessel capital modifications include the addition of new equipment or can encompass various modifications to the vessel which are aimed at improving or increasing the operational efficiency and functionality of the asset. This type of expenditure is capitalized and depreciated over the estimated useful life of the modification. Expenditures covering recurring routine repairs or maintenance are expensed as incurred.

Generally, the Company dry docks each vessel every two and a half to five years. The Company capitalizes a substantial portion of the costs incurred during dry docking and amortizes those costs on a straight-line basis over their estimated useful life, which typically is from the completion of a dry docking or intermediate survey to the estimated completion of the next dry docking. The Company includes in capitalized dry docking those costs incurred as part of the dry dock to meet classification and regulatory requirements. The Company expenses costs related to routine repairs and maintenance performed during dry docking that do not improve or extend the useful lives of the assets. When significant dry docking expenditures occur prior to the expiration of the original amortization period, the remaining unamortized balance of the original dry docking cost is expensed in the month of the subsequent dry docking.

Vessels and equipment that are held and used are assessed for impairment when events or circumstances indicate the carrying amount of the asset may not be recoverable. If the asset's net carrying value exceeds the net undiscounted cash flows expected to be generated over its remaining useful life, the carrying amount of the asset is reduced to its estimated fair value. Estimated fair value is determined based on discounted cash flows or appraised values. In cases where an active second hand sale and purchase market does not exist, the Company uses a discounted cash flow approach to estimate the fair value of an impaired vessel. In cases where an active second hand sale and purchase market exists, an appraised value is generally the amount the Company would expect to receive if it were to sell the vessel. Such appraisal is normally completed by the Company.

Debt issuance costs

Debt issuance costs, including fees, commissions and legal expenses, are capitalized and presented as other non-current assets. Debt issuance costs of revolving credit facilities and term loans are amortized using the effective interest rate method over the term of the relevant loan. Amortization of debt issuance costs is included in interest expense.

Income taxes

The Company recognizes the tax benefits from uncertain tax positions only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the Company's financial statements from such positions are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement.

The Company has incurred no income taxes for the period from date of incorporation January 10, 2014 to March 31, 2014. The Company believes that it and its subsidiaries are not subject to taxation under the laws of the Republic of The Marshall Islands and qualify for the Section 883 exemption for U.S. federal income tax purposes.

Stock purchase warrants

The Company has issued warrants to purchase shares of its common stock. Warrants have been accounted for as equity.

Operating revenues and expenses

All revenues from voyage charters are recognized on a proportional performance method. The Company uses a discharge-to-discharge basis in determining the proportional performance for all spot voyages. The Company does not begin recognizing revenue until a charter has been agreed to by the customer and the Company, even if the vessel has discharged its cargo and is sailing to the anticipated load port on its next voyage. The consolidated balance sheet reflects the deferred portion of revenues and expenses, which will be earned in subsequent periods.

Revenues and voyage expenses of the vessels operating in a pooling arrangement are pooled and the resulting net pool revenues, calculated on a time charter equivalent basis, are allocated to the pool participants according to an agreed formula. The agreed formula generally allocates revenues to pool participants on the basis of the number of days a vessel operates in the pool with weighting adjustments made to reflect vessels' differing capacities and performance capabilities. The same revenue and expense recognition principles stated above are applied in determining the net pool revenues of the pool. The pools are responsible for paying voyage expenses and distribute net pool revenues to the participants. The Company accounts for the net allocation from the pool as revenues and amounts due from the pool are included in pool receivables from affiliates.

Voyage expenses are all expenses unique to a particular voyage, including bunker fuel expenses, port fees, cargo loading and unloading expenses, canal tolls, agency fees and commissions. The Company, as shipowner, pays voyage expenses under voyage charters, its customers pay voyage expenses under time charters. Vessel operating expenses include crewing, repairs and maintenance, insurance, stores, lube oils and communication expenses. The Company pays vessel operating expenses under both voyage and time charters and for vessels which earn net pool revenue. Voyage expenses and vessel operating expenses are recognized when incurred.

The Company recognizes revenues from time charters daily over the term of the charter as the applicable vessel operates under the charter. The Company does not recognize revenues during days that the vessel is off hire. When the time charter contains a profit-sharing agreement, the Company recognizes the profit-sharing or contingent revenues when the contingency is resolved.

Currency translation

The Company's functional currency is the U.S. Dollar. Transactions involving other currencies are converted into U.S. Dollars using the exchange rates in effect at the time of the transactions. At the balance sheet date, monetary assets and liabilities that are denominated in currencies other than the U.S. Dollar are translated to reflect the period-end exchange rates. Resulting gains or losses are reflected in other income in the accompanying consolidated statement of loss.

(all tabular amounts stated in thousands of U.S. dollars, except share and per share amounts)

Earnings (loss) per common share

The computation of basic earnings (loss) per share is based on the weighted average number of common shares outstanding during the period. The computation of diluted earnings per share assumes the exercise of all dilutive stock purchase warrants using the treasury stock method. The computation of diluted loss per share does not assume warrants are exercised.

4. Long-Term Debt

	March 31, 2014 $
Term Loan due 2021	161,690
Less current portion	(11,722)
Total	149,968

As at March 31, 2014, the Company had one term loan outstanding (or *the Term Loan*) with an outstanding balance of $161.7 million, repayable by 2021. Of this amount, $57.1 million bears interest at LIBOR plus a margin of 0.50% and the remaining $104.6 million bears interest at a fixed rate of 5.37%. The Term Loan is collateralized by four of the Company's vessels, together with other related security. In addition, the Term Loan requires Teekay (the Guarantor) to maintain a minimum liquidity (cash and cash equivalents) of at least $100.0 million and an aggregate of free cash and undrawn committed revolving credit lines with at least six months to maturity of at least 7.5% of Teekay's total consolidated debt which has recourse to Teekay. As at March 31, 2014, Teekay was in compliance with all their covenants in respect of the Term Loan.

The weighted-average effective interest rate on the Company's long-term debt as at March 31, 2014 was 3.73%, excluding the guarantee fee paid to Teekay Corporation (see note 7c). The aggregate annual long-term principal repayments required to be made by the Company under the Term Loan subsequent to March 31, 2014 are $8.8 million (remainder of 2014), $11.8 million (2015), $11.9 million (2016), $12.0 million (2017), $12.1 million (2018) and $105.1 million (thereafter).

5. Fair Value Measurements

The following methods and assumptions were used to estimate the fair value of each class of financial instrument:

Cash and cash equivalents – The fair value of the Company's cash and cash equivalents approximates its carrying amounts in the accompanying balance sheet.

Long-term debt – The fair value of the Company's fixed-rate and variable-rate long-term debt is based on quoted market prices or estimated using discounted cash flow analyses, based on rates currently available for debt with similar terms and remaining maturities and the current credit worthiness of the Company.

The Company categorizes its fair value estimates using a fair value hierarchy based on the inputs used to measure fair value. The fair value hierarchy has three levels based on the reliability of the inputs used to determine fair value as follows:

Level 1. Observable inputs such as quoted prices in active markets;
Level 2. Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and
Level 3. Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The following table includes the estimated fair value, carrying value and categorization using the fair value hierarchy of those assets and liabilities that are measured at their estimated fair value on a recurring and non-recurring basis, as well as certain financial instruments that are not measured at fair value.

		March 31, 2014	
	Fair Value Hierarchy Level	Carrying Amount Asset / (Liability) $	Fair Value Asset / (Liability) $
Cash and cash equivalents	Level 1	355,875	335,875
Long-term debt, including current portion	Level 2	(161,690)	(154,459)

6. Capital Stock and Warrants

Tanker Investments Ltd. was incorporated on January 10, 2014. The authorized capital stock of Tanker Investments Ltd. is 400,000,000 shares of Common Stock, with a par value of $0.001 per share and 100,000,000 shares of Preferred Stock, with a par value of $0.001 per share. Two Series of Preferred Stock have been created, Series A-1 Preferred and Series A-2 Preferred (collectively *Series A Preferred shares*). The authorized number of Series A-1 Preferred shares and Series A-2 Preferred shares is one share for each series.

As long as Teekay Corporation and its affiliates retain a minimum aggregate beneficial ownership of 5.0 million shares of Common Stock, then the holder of the Series A-1 Preferred share and the holder of the Series A-2 Preferred share, each voting as a single class, shall be entitled to each elect one member of the Company's board of directors. At every meeting of the shareholders of the Company, each holder of Common Stock shall be entitled to one vote in person or by proxy for each share of Common Stock standing in such holder's name on the transfer books of Tanker Investments Ltd., in connection with the election of directors and all other matters submitted to a vote of shareholders.

Marshall Islands law generally prohibits the payment of a dividend when a company is insolvent or would be rendered insolvent by the payment of such a dividend or when the declaration or payment would be contrary to any restrictions contained in the company's Articles of Incorporation. Dividends may be declared and paid out of surplus only, but if there is no surplus, dividends may be declared or paid out of the net profits for the fiscal year in which the dividend is declared and for the preceding fiscal year. The holders of the Common Stock are entitled to share pro rata in any dividends that the Board of Directors may declare on the Common Stock from time to time out of funds legally available for dividends. In the event a share dividend is paid, dividends may be declared and paid in cash, shares or other property of the Company. The Series A Preferred shares are not entitled to any dividends or distributions.

Upon the occurrence of a liquidation, dissolution or winding up of the affairs of the Company, whether voluntary or involuntary, the holders of the Series A Preferred shares shall be entitled, with respect to the shares of Series A Preferred, out of the assets of the Company or proceeds thereof available for distribution to shareholders of the Company, after satisfaction of all liabilities, if any, to creditors of the Company, an amount equal to $0.01 per share. The holders of the Series A Preferred shares shall not be entitled to any other amounts from the Company upon or in respect to the Series A Preferred shares, and the payment in full of such liquidating payment with respect to any share of Series A Preferred shall be a payment in redemption of such share such that, from and after payment of such liquidating payment, any such share of Series A Preferred shall no longer be outstanding. After payment in full of the amounts, if any, required to be paid to the Corporation's creditors and the holders of Preferred Stock, the remaining assets and funds of the Company shall be distributed pro rata to the holders of Common Stock.

During January 2014, the Company issued 25.0 million shares of Common Stock, 1 Series A-1 Preferred share, 1 Series A-2 Preferred share and stock purchase warrants entitling the holders to purchase, in aggregate, up to 1.5 million shares of Common Stock, in exchange for gross proceeds of $250.0 million (or the *Equity Offering*). The Company incurred approximately $6.4 million of costs associated with the Equity Offering.

The stock purchase warrants entitle the holders to purchase, in aggregate, up to 1.5 million shares of Common Stock at a fixed price of $10.00 per share. The stock purchase warrants expire on January 23, 2019. For purposes of vesting, the stock purchase warrants are divided into four equally sized tranches. Each tranche will vest and become exercisable when and if the fair market value of a share of the Common Stock equals or exceeds $12.50, $15.00, $17.50 and $20.00, respectively, or equivalent amounts in Norwegian Kroner (or *NOK*) for such tranche for any ten consecutive trading days in which there is a cumulative trading volume of at least (a) $2.0 million, if the Common Stock trades on a National Stock Exchange or over-the-counter market denominated in U.S. Dollars, or (b) NOK 12.333 million, if the Common Stock trades on a National Stock Exchange or over-the-counter market denominated in Norwegian Kroner. The stock purchase warrants will automatically and fully vest and become exercisable immediately prior to (a) certain mergers or consolidations involving the Company, (b) the sale or other disposition of all or substantially all of the Company's assets or (c) the acquisition by a person, entity or affiliated group (other than Teekay Corporation, Teekay Tankers or any of their affiliates) of over 50% of the then outstanding shares of Common Stock. At the option of the holders of the stock purchase warrants, the payment of the exercise price may be completed with cash or through a cashless exercise procedure where the Company will issue to the holders of the stock purchase warrants the number of shares that is equivalent in value to the intrinsic value of the stock purchase warrants exercised.

On March 21, 2014, the Company issued 13.4 million shares of Common Stock in exchange for gross proceeds of $172.0 million, in connection with the Company's initial public offering and listing of the Company's shares of Common Stock on the Oslo Stock Exchange (or the *IPO*). The Company incurred approximately $6.4 million of costs associated with the IPO.

As at March 31, 2014, Teekay Corporation owned 2.5 million shares of Common Stock, 1 Series A-1 Preferred share and a stock purchase warrant entitling it to purchase, in aggregate, up to 0.75 million shares of Common Stock. As at March 31, 2014, Teekay Tankers Ltd. owned 2.5 million shares of Common Stock, 1 Series A-2 Preferred share and a stock purchase warrant entitling it to purchase, in aggregate, up to 0.75 million shares of Common Stock. Teekay Tankers Ltd. is a controlled subsidiary of Teekay Corporation.

7. Related Party Transactions and Commitments

a) On January 23, 2014, the Company entered into a share purchase agreement with Teekay Corporation to acquire four single-ship wholly-owned subsidiaries, each of which owns one 2009-built Suezmax tanker and is a borrower under a term loan. The LLCs consist of the Dilong Spirit L.L.C., Shenlong Spirit L.L.C., Tianlong Spirit L.L.C. and the Jiaolong Spirit L.L.C. The acquisition was completed on February 28, 2014, with a final price of $11.0 million consisting of $163.2 million for the vessels, $10.9 million for working capital less $163.1 million for the Term Loan. The purchase price of $11.0 million was paid on April 15, 2014. Prior to the acquisition on February 28, 2014, $75.0 million of amounts due to Teekay Corporation and its subsidiaries from the LLCs were converted to equity of the LLCs. The conversion was a condition under the share purchase agreement as the LLCs were to be debt free except for the Term Loan prior to the transfer.

   For accounting purposes the acquisition by the Company of the LLCs represented the acquisition of a business, with assets and liabilities being recorded by the Company on February 28, 2014 based on estimates of fair value. The following table summarizes the estimated fair values of the assets acquired and liabilities assumed at the acquisition date.

(all tabular amounts stated in thousands of U.S. dollars, except share and per share amounts)

	As at February 28, 2014 $
Pool receivables from affiliates, net	12,600
Accounts receivable, prepaid expenses and other current assets	1,224
Vessels and equipment	163,200
Other non-current assets	627
Total assets acquired	177,651
Accounts payable and accrued liabilities	3,460
Long-term debt	163,146
Total liabilities assumed	166,606
Net assets acquired	11,045
Cash consideration	**11,045**

The operating results of the LLCs are reflected in the Company's consolidated financial statements from February 28, 2014, the effective date of acquisition. During the period from March 1, 2014 to March 31, 2014, the Company recognized $2.0 million of net pool revenue and $0.2 million of net loss resulting from this acquisition. The following table shows comparative summarized consolidated pro forma financial information for the Company for the period from January 10, 2014 to March 31, 2014, giving effect to the Company's acquisition of the LLCs as if it had taken place on January 10, 2014:

	Pro Forma January 10, 2014 to March 31, 2014 $
Net pool revenues	8,297
Net income	1,910
Income per common share	
- Basic	0.09
- Diluted	0.09

b) The Jiaolong Spirit Suezmax tanker had a damaged auxiliary generator when it was delivered to the Company. Teekay Corporation agreed to indemnify the Company for any related lost net profits and repair costs, estimated to be $0.4 million, pursuant to the share purchase agreement. For the period from date of incorporation January 10, 2014 to March 31, 2014, the Company has recognized $0.2 million of net pool revenue resulting from this agreement.

c) Teekay Corporation is a guarantor to the borrowers' obligations under the Term Loan. The Company has agreed to pay to Teekay Corporation an annual guarantee fee of 0.25% of the outstanding balance under the Term Loan as consideration for Teekay Corporation's continuing guarantee. The Company has also agreed to indemnify Teekay Corporation for any losses Teekay Corporation suffers for claims made against it pursuant to the guarantee. As a guarantor under the Term Loan, Teekay Corporation is required to maintain certain financial covenants. A breach by Teekay Corporation of its financial covenants would constitute an event of default under the Term Loan. The guarantee fee was $0.04 million for the month ended March 31, 2014.

d) On January 23, 2014, Teekay Corporation transferred to the Company binding purchase agreements relating to the acquisition from a third party for four Aframax tankers. The four vessels are expected to be delivered between April and June 2014. The purchase price for the four vessels is an aggregate of $116.0 million. As of March 31, 2014, the Company had paid $17.4 million of deposits relating to the purchase of the vessels. The Company intends to finance the remaining purchase with a portion of the net proceeds from the Equity Offering. These vessels will be delivered free of any charters. If any of the Aframax tankers are not ready for delivery by June 20, 2014, the Company has the right to cancel the relevant purchase agreement, receive a return of any deposit and claim compensation for all losses and direct expenses incurred due to the non-delivery. The Company has further been granted a right of first refusal to purchase two additional Aframax tankers from the same seller, expiring in January 2015.

e) The Company has entered into a non-competition agreement (the "Non-Competition Agreement") with Teekay Corporation and Teekay Tankers, in which the Company has agreed that until January 2029, no member of it shall (a) own, lease, operate or charter any (i) dynamically-positioned shuttle tanker, (ii) floating storage and offtake unit, (iii) floating production, storage and offloading unit or (iv) liquefied natural gas or liquefied petroleum gas carrier or (b) engage in or acquire or invest in any business (each a "Restricted Business") that owns, leases, operates or charters any such shuttle tanker, unit or carrier; *provided, however*, that the acquisition of up to a 9.9% equity ownership, voting or profit participation interest in any publicly traded entity that engages in a Restricted Business is permitted. This provision of the Non-Competition Agreement automatically terminates, expires and has no further force and effect on the date that Teekay Corporation and its affiliates, no longer retain beneficial ownership of at least (a) an aggregate of 5,000,000 Shares, so long as Teekay Corporation and Teekay Tankers remain affiliates, or (b) 2,500,000 Shares, if Teekay Corporation and Teekay Tankers no longer are affiliates.

f) Under the Management Agreement, the Fleet Manager, an affiliate of Teekay Corporation and as the exclusive manager, is responsible for providing the Company with commercial management services for vessels not in a pooling arrangement ($350 per vessel per day plus 1.25% of the gross revenue attributable to the vessel), ship management services ($20,833 per vessel per month), corporate services ($800 per vessel per day) and transaction services for buying, constructing or selling vessels (1% of transaction price). Subject to certain termination rights, the initial term of the Management Agreement ends in January 2029. Compensation for certain of the services provided for under the Management Agreement are adjustable in future periods based on changes to inflation indexes and market rates. In addition, the Company and the Fleet Manager intend that all of the Company's Suezmax and Aframax tankers participate in commercial pooling arrangements managed by affiliates of Teekay. Pursuant to the pooling agreement in respect of the Suezmax vessels in the Gemini Pool, the Pool Operator provides certain commercial services to the pool participants and administers the pool in exchange for a fee currently equal to 1.25% of the gross revenues attributable to each pool participant's vessels and a fixed amount per vessel per day of $325. According to the pooling agreement in respect of the Aframax RSA, the Pool Operator provides certain commercial services to the pool participants and administers the pool in exchange for a fee currently equal to 1.25% of the gross revenues attributable to each pool participant's vessels and a fixed amount per vessel per day of $350. Amounts incurred by the Company for such services for the periods indicated below were as follows:

(all tabular amounts stated in thousands of U.S. dollars, except share and per share amounts)

	Date of Incorporation January 10, 2014 to March 31, 2014 $
Net pool revenues – commercial management services	76
Vessel operating expenses - ship management services	112
General and administrative – corporate services	108
Vessels and equipment – transaction services	375

The amounts owing from the Pool Manager, which are reflected in the consolidated balance sheet as pool receivables from affiliates, are without interest and are repayable upon the terms contained within the pool agreement. In addition, the Company had advanced $8.0 million as at March 31, 2014 to the Pool Manager for working capital purposes. The Company may be required to advance additional working capital funds from time to time. Working capital advances are repayable to the Company when a vessel no longer participates in the pool, less any set-offs for outstanding liabilities or contingencies. These amounts owing, which are reflected in the consolidated balance sheet as non-current pool receivables from affiliates, are without interest.

g) As at March 31, 2014, $0.6 million was payable to a subsidiary of Teekay for reimbursement of Teekay's crewing and manning costs to operate the Company's vessels and such amounts are included in accrued liabilities on the consolidated balance sheet. As at March 31, 2014, $0.5 million was advanced to a subsidiary of Teekay to cover future non-manning vessel operating costs and such amounts are included in prepaid expenses and other current assets on the consolidated balance sheet.

8. Loss Per Share

	Date of Incorporation January 10, 2014 to March 31, 2014 $
Loss attributable to stockholders' of Tanker Investments Ltd	(187)
Weighted average number of common shares	21,363,926
Dilutive effect of warrants	-
Common stock and common stock equivalents	21,363,926
Loss per common share:	
• Basic	(0.01)
• Diluted	(0.01)

Outstanding warrants are excluded from the calculation of diluted loss per common share as their effect would be anti-dilutive. For the period from date of incorporation January 10, 2014 to March 31, 2014, the anti-dilutive effect attributable to outstanding warrants was 0.2 million shares.

9. Subsequent Events

Subsequent events have been evaluated through May 15, 2014, the date the financial statements were issued.

a) In May 2014, the Company and Teekay Tankers, agreed for the Company to purchase from Teekay Tankers two single-ship wholly-owned subsidiaries, each of which owns one 2010-built Very Large Crude Carrier (or *VLCC*) for an aggregate purchase price of $154.0 million plus related working capital balances on closing.

b) In May 2014, the Company agreed to purchase two 2012-built coated Aframax tankers for an aggregate purchase price of $95.0 million.

c) In April and May 2014, two of the Aframax tankers purchased from a third party, *Emerald Spirit* and *Whistler Spirit*, and the two VLCCs purchased from Teekay Tankers, *Hemsedal Spirit* and *Voss Spirit*, were delivered to the Company.

d) In May 2014, the Company agreed the terms with a bank group on a $200 million revolving credit facility.

TANKER INVESTMENTS LTD.
APPENDIX A – RECONCILIATION OF NON-GAAP FINANCIAL MEASURE
NET REVENUES
(U.S. Dollars in Millions)

Net revenues represents revenues less voyage expenses where voyage expenses is comprised of all expenses relating to certain voyages, including bunker fuel expenses, port fees, canal tolls and brokerage commissions. Net revenues is a non-GAAP financial measure used by certain investors to measure the financial performance of shipping companies; however, it is not required by GAAP and should not be considered as an alternative to revenues or any other indicator of the Company's performance required by GAAP.

	First Quarter 2014(1) (unaudited)
Revenues	$2.5
Voyage Expenses	($0.3)
Net Revenues	$2.2

(1) Results for the First Quarter of 2014 covers the period from January 10, 2014 to March 31, 2014.

TANKER INVESTMENTS LTD.
APPENDIX B – RECONCILIATION OF NON-GAAP FINANCIAL MEASURE
CASH FLOW FROM VESSEL OPERATIONS
(U.S. Dollars in Millions)

Set forth below is an unaudited calculation of Tanker Investments Ltd. cash flow from vessel operations for the period from date of incorporation January 10, 2014 to March 31, 2014. Cash flow from vessel operations (CFVO), a non-GAAP financial measure, represents income from vessel operations before depreciation and amortization expense. CFVO is included because certain investors use this data to measure a company's financial performance. CFVO is not required by GAAP and should not be considered as an alternative to net income or any other indicator of the Company's performance required by GAAP.

	First Quarter 2014(1) (unaudited)
Income from vessel operations	\$0.3
Depreciation and amortization	\$0.6
Cash flow from vessel operations	\$0.9

(1) Results for the First Quarter of 2014 covers the period from January 10, 2014 to March 31, 2014.

FORWARD LOOKING STATEMENTS

This release contains forward-looking statements which reflect management's current views with respect to certain future events and performance, including statements regarding: the crude oil and refined product tanker market fundamentals, including the balance of supply and demand in the tanker market; the Company's financial position and ability to take advantage of growth opportunities; and the expected effect of any acquisitions on the Company's financial results. The following factors are among those that could cause actual results to differ materially from the forward-looking statements, which involve risks and uncertainties, and that should be considered in evaluating any such statement: changes in the production of or demand for oil; changes in trading patterns significantly affecting overall vessel tonnage requirements; greater or less than anticipated levels of tanker newbuilding orders and deliveries or greater or less than anticipated rates of tanker scrapping; changes in applicable industry laws and regulations and the timing of implementation of new laws and regulations; changes in interest rates and the financial markets; delays in the delivery of any new vessels; increases in the Company's expenses, including any dry docking expenses and associated off-hire days; and other factors discussed in Tanker Investment Ltd.'s filings from time to time with the Financial Supervisory Authority of Norway. The Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in the Company's expectations with respect thereto or any change in events, conditions or circumstances on which any such statement is based.