



Tanker Investments Ltd.
Fourth Floor, Belvedere Building
69 Pitts Bay Road
Hamilton, HM 08 Bermuda
Tel: +1 604 609 2963

TANKER INVESTMENTS LTD. REPORTS FIRST QUARTER 2016 RESULTS

Hamilton, Bermuda, May 19, 2016 - Tanker Investments Ltd. (*Tanker Investments* or *the Company*) today reported its financial results for the quarter ended March 31, 2016.

Highlights:

- Reported net income of USD 18.7 million, or USD 0.58 per share, for the first quarter of 2016.
- Generated cash flow from vessel operations (*CFVO*¹) of USD 32.8 million in the first quarter of 2016, compared to USD 45.9 million in the previous quarter.
- Since January 1 2016, repurchased 3.3 million shares of the Company's common stock for USD 31.8 million.
- Sold two VLCCs (the *Hemsedal Spirit* and the *Voss Spirit*) in mid-January 2016.
- As of March 31, 2016, the Company had total liquidity of over \$105 million.

"The first quarter of 2016 was another strong quarter for Tanker Investments Ltd. considering the sale in January 2016 of our two, 2010-built VLCCs for USD 77.5 million each," commented William Hung, Tanker Investments' Chief Executive Officer. "Since the start of the year, we have returned over USD 31.8 million of capital to shareholders in the form of share repurchases and we have approximately USD 33 million remaining on our existing Board authorization." Mr. Hung continued, "Looking ahead into the rest of 2016, Management and the Board will take a balanced approach between maintaining sufficient liquidity and conservative financial leverage with returning excess capital to shareholders in the form of either share repurchases and/or dividends."

¹ 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.

Selected Financial Information:

All figures in USD millions (except per share, per day and unless otherwise specified)			
<i>Balance Sheet Summary</i>	As at March 31, 2016	As at December 31, 2015	As at March 31, 2015⁽¹⁾
Cash & Cash Equivalents	\$55.8	\$43.4	\$49.3
Total Assets	\$862.7	\$1,027.4	\$745.7
Total Liabilities	\$440.3	\$602	\$336.6
	Three Months Ended		
<i>Income Statement Summary</i>	March 31, 2016	December 31, 2015	March 31, 2015
Net Revenues ⁽²⁾	\$49.3	\$67.2	\$42.3
Cash Flow from Vessel Operations (CFVO) ⁽³⁾	\$32.8	\$45.9	\$30.1
Net Income	\$18.7	\$28.5	\$19.1
Net Income per share	\$0.58	\$0.79	\$0.52
	Three Months Ended		
<i>Time-Charter Equivalent (TCE) Spot Rates⁽⁴⁾</i>	March 31, 2016	December 31, 2015	March 31, 2015
Suezmax Revenue Days	884	905	360
Suezmax TCE rate per day	\$36,130	\$40,861	\$39,451
Aframax Revenue Days	546	552	512
Aframax TCE rate per day	\$27,886	\$32,008	\$31,058
Coated Aframax Revenue Days	182	184	180
Coated Aframax TCE rate per day	\$24,405	\$27,102	\$24,666
VLCC Revenue Days	-	184	180
VLCC TCE rate per day	-	\$51,719	\$50,299

(1) Prior period information relating to debt issuance costs has been retrospectively adjusted due to the adoption of Accounting Standards Update 2015-03, *Simplifying the Presentation of Debt Issuance Costs (or ASU2015-03)*, in December 2015. As a result of adopting ASU 2015-03, total assets and total liabilities decreased by \$5.1 million as at March 31, 2015.

(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.

- (4) Time-charter equivalent (*TCE*) spot rates represent the operating performance of the Company's spot vessels measured in net voyage revenue per revenue day, before related-party pool management fees, related-party commissions and off-hire bunker expenses.

Financial Review of the First Quarter of 2016

During the first quarter of 2016, net revenues increased to USD 49.3 million from USD 42.3 million in the first quarter of 2015 primarily due to the additional six Suezmax vessels acquired during the third quarter of 2015, partially offset by the sale of the Hemsedal Spirit and Voss Spirit in the first quarter of 2016 and lower spot tanker rates earned across the fleet in the first quarter of 2016.

CFVO was USD 32.8 million during the first quarter of 2016, which increased from USD 30.1 million in the first quarter of 2015 primarily due to the Suezmax acquisitions, partially offset by the sale of the Hemsedal Spirit & Voss Spirit and lower spot tanker rates earned in the first quarter of 2016.

Net interest expense was USD 5.4 million in the first quarter of 2016, an increase from the first quarter of 2015 as a result of additional debt drawn to acquire the Suezmax vessels.

Tanker Investments reported net income of USD 18.7 million, or USD 0.58 per share, for the first quarter of 2016 compared to net income of USD 19.1 million, or USD 0.52 per share in the first quarter of 2015.

Tanker Market Outlook

The crude tanker market remains well-supported by strong oil supply and demand fundamentals. However, a number of seasonal and one-off factors led to a quarter-on-quarter decline in tanker rates during the first quarter of 2016. These factors included a period of heavy refinery maintenance to make up for maintenance which had been deferred in 2015 due to strong refining margins, mild winter weather in the Northern hemisphere, and rising bunker costs as a result of higher oil prices.

Oil market fundamentals continue to be supportive of crude tanker demand. OPEC oil production remains near record highs and the breakdown of recent talks in Doha between several OPEC and non-OPEC producers will likely result in oil supply remaining at elevated levels in the near-term. Production outside of OPEC continues to decline, with U.S. crude oil production recently falling below 9 million barrels per day (mb/d) for the first time since October 2014. This slowdown has led to a renewed increase in U.S. crude oil imports, while the recent repeal of the crude oil export ban has resulted in the first few export cargoes leaving the United States. Global oil demand is forecast to grow by 1.2 mb/d in 2016 (based on the average of IEA, EIA, and OPEC forecasts), while relatively low oil prices continue to encourage strategic and commercial stockpiling of oil. Lastly, there continues to be significant port and ullage delays in certain regions, particularly in China, which helps to tighten regional tonnage balances.

Tanker fleet growth is set to accelerate in 2016, with projected growth of 4.4 percent and 4.1 percent in the Suezmax and Aframax / Long Range 2 (LR2) fleets, respectively (up from 1.6 percent and 3.2 percent growth in 2015). However, Suezmax fleet growth is more heavily weighted towards the second half of 2016 and thus, the full impact will likely be felt more in 2017. A lack of access to capital has resulted in virtually no new tanker orders in 2016, with only 1.1 million deadweight of orders placed in the first quarter of 2016, which was the lowest quarter for new tanker orders since the fourth quarter of 2009. If this continues, it should result in very low fleet growth after the current order-book delivers over the course of 2016 and 2017.

Overall, the Company expects that 2016 will be a relatively strong year for crude tanker rates driven by the positive fundamentals of high oil supply, strong oil demand, relatively low oil prices, new trade routes, and moderate fleet growth.

Tanker Investments' Fleet as of March 31, 2016

Vessel Name	Type	Built	Delivery Date
Tianlong Spirit	Suezmax	2009	February 28, 2014
Jiaolong Spirit	Suezmax	2009	February 28, 2014
Shenlong Spirit	Suezmax	2009	February 28, 2014
Dilong Spirit	Suezmax	2009	February 28, 2014
Tarbet Spirit	Aframax	2009	March 10, 2014
Emerald Spirit	Aframax	2009	April 10, 2014
Whistler Spirit	Aframax	2010	May 2, 2014
Hovden Spirit	Coated Aframax	2012	June 2, 2014
Trysil Spirit	Coated Aframax	2012	June 19, 2014
Garibaldi Spirit	Aframax	2009	June 20, 2014
Blackcomb Spirit	Aframax	2010	June 30, 2014
Peak Spirit	Aframax	2011	October 24, 2014
Baker Spirit	Suezmax	2009	July 16, 2015
Cascade Spirit	Suezmax	2009	August 5, 2015
Copper Spirit	Suezmax	2010	August 6, 2015
Aspen Spirit	Suezmax	2009	August 6, 2015
Tahoe Spirit	Suezmax	2010	August 7, 2015
Vail Spirit	Suezmax	2009	August 14, 2015

Liquidity

As of March 31, 2016, Tanker Investments had total liquidity of approximately USD 106.2 million, including USD 55.8 million of cash and an undrawn revolving credit facility of USD 50.4 million.

Share Repurchase Update

On February 8, 2016, the Company announced that the Board of Directors had authorized a new share repurchase program for the repurchase of a further USD 60 million of the Company's common stock.

Since January 1, 2016, the Company has repurchased 3.3 million shares for USD 31.8 million, completing the first USD 60 million share repurchase program and beginning the second program announced on February 8, 2016.

As of March 31, 2016, Tanker Investments had 31,455,757 shares outstanding, net of the repurchased shares.

During the second quarter of 2016, Tanker Investments will take the steps necessary to cancel all of the 8.1 million shares repurchased since the commencement of the Company's repurchase programs in October 2014.

Conference Call

Tanker Investments plans to host a conference call on May 19, 2016 at 10 a.m. (ET) / 4 p.m. (CET) to discuss its results for the first quarter of 2016. 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 1-800-524-8850 or 1-416-204-9702, if outside of North America, and quoting conference ID code 4993896.
- 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 June 2, 2016. This recording can be accessed following the live call by dialing 1-888-203-1112 or 1-647-436-0148, if outside North America, and entering access code 4993896.

About Tanker Investments Ltd.

Tanker Investments Ltd. is a specialized investment company focused on the tanker market. Tanker Investments Ltd. was formed in January 2014 to operate and sell modern secondhand tankers to benefit from cyclical fluctuations in the tanker market. Tanker Investments' fleet consists of 18 vessels.

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

For Investor Relations enquiries contact:

Scott Gayton
Tel: +1 604 609 4740

Website: www.tankerinvestments.com

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

	Three Months Ended March 31, 2016 \$	Three Months Ended March 31, 2015 \$
Net pool revenues from affiliates <i>(note 7c)</i>	49,521	38,202
Voyage revenues	1,049	6,962
Total revenues	50,570	45,164
Voyage expenses	(1,230)	(2,896)
Vessel operating expenses <i>(note 7c)</i>	(14,779)	(10,791)
Depreciation and amortization	(8,702)	(6,593)
General and administrative <i>(note 7c)</i>	(1,784)	(1,368)
Gain on sale of vessels <i>(note 9)</i>	1,228	-
Income from operations	25,303	23,516
Interest expense <i>(notes 3 and 7a)</i>	(5,420)	(4,164)
Interest income	55	16
Other expenses <i>(note 4)</i>	(1,211)	(317)
Net income and comprehensive income	18,727	19,051
Per common share of Tanker Investments Ltd. <i>(note 8)</i>		
• Basic earnings attributable to common shareholders of Tanker Investments Ltd.	0.58	0.52
• Diluted earnings attributable to common shareholders of Tanker Investments Ltd.	0.57	0.51
Weighted average number of common shares outstanding <i>(note 8)</i>		
• Basic	32,511,856	36,977,427
• Diluted	32,946,600	37,417,196
Total number of common shares outstanding at end of period	31,455,757	36,994,171

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 SHEETS
(in thousands of U.S. dollars)

	As at March 31, 2016	As at December 31, 2015
	\$	\$
ASSETS		
Current		
Cash and cash equivalents	55,801	43,420
Pool receivables from affiliates, net <i>(note 7c)</i>	18,587	31,920
Accounts receivable	2,104	5,574
Due from affiliates	342	45
Prepaid expenses and other current assets	8,282	7,767
Vessels held for sale	-	150,286
Total current assets	85,116	239,012
Vessels and equipment		
At cost, less accumulated depreciation of \$47.8 million (December 31, 2015 - \$39.1 million)	754,366	763,098
Due from affiliates <i>(note 7c)</i>	23,176	25,268
Total assets	862,658	1,027,378
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable	924	3,473
Accrued liabilities <i>(note 7d)</i>	10,357	12,194
Current portion of long-term debt <i>(note 3)</i>	43,367	143,685
Due to affiliates	2,152	2,136
Total current liabilities	56,800	161,488
Long-term debt <i>(note 3)</i>	379,531	437,750
Other long-term liabilities <i>(note 4)</i>	3,954	2,789
Total liabilities	440,285	602,027
Commitments and contingencies <i>(note 7e)</i>		
Shareholders' Equity		
Common stock (\$0.001 par value; 400 million shares authorized; 31.5 million shares issued and 38.4 million outstanding) (33.7 million shares issued and 38.4 million shares outstanding) <i>(note 6)</i>	32	34
Preferred stock (\$0.001 par value; 100 million shares authorized; 2 shares issued and outstanding) <i>(note 6)</i>	1	1
Additional paid-in capital <i>(note 6)</i>	334,170	357,831
Retained earnings	88,170	67,485
Total shareholders' equity	422,373	425,351
Total liabilities and shareholders' equity	862,658	1,027,378

Subsequent events *(note 10)*

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

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

	Three Months Ended March 31, 2016 \$	Three Months Ended March 31, 2015 \$
Cash and cash equivalents provided by (used for)		
OPERATING ACTIVITIES		
Net income	18,727	19,051
Non-cash items:		
Depreciation and amortization	8,702	6,593
Other	1,906	610
Change in non-cash working capital items related to operating activities	13,713	(5,490)
Expenditures for dry-docking	(52)	(2,034)
Net operating cash flow	42,996	18,730
FINANCING ACTIVITIES		
Repayments of long-term debt	(107,299)	(7,054)
Prepayments of long-term debt	(51,801)	-
Repurchase of common stock (<i>note 6</i>)	(21,706)	-
Other financing activities	(178)	-
Net financing cash flow	(180,984)	(7,054)
INVESTING ACTIVITIES		
Sale of vessels	150,369	-
Expenditures for vessels and equipment	-	(31,963)
Net investing cash flow	150,369	(31,963)
Increase (decrease) in cash and cash equivalents	12,381	(20,287)
Cash and cash equivalents, beginning of the period	43,420	69,592
Cash and cash equivalents, end of the period	55,801	49,305

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

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF SHAREHOLDERS' 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 \$	Retained Earnings \$	Total Shareholders' Equity \$
Balance as at December 31, 2015	33,683	34	2	1	357,831	67,485	425,351
Net income	-	-	-	-	-	18,727	18,727
Share buyback	(2,227)	(2)	-	-	(23,661)	1,958	(21,705)
Balance as at March 31, 2016	31,456	32	2	1	334,170	88,170	422,373

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

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
(all tabular amounts stated in thousands of U.S. dollars, except share and per share amounts)

1. Basis of Presentation and Nature of Operations

On January 10, 2014, Teekay Corporation (or *Teekay*) and Teekay Tankers Ltd. (or *Teekay Tankers*) formed Tanker Investments Ltd., 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. At March 31, 2016, the Company's fleet included 18 vessels (December 31, 2015 – 20 vessels).

These 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 and, therefore these interim unaudited consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2015. In the opinion of management, these unaudited interim consolidated financial statements reflect all adjustments, consisting solely of a normal recurring nature, necessary to present fairly, in all material respects, the Company's unaudited consolidated financial position, results of operations, and cash flows for the period presented. Significant intercompany balances and transactions have been eliminated upon consolidation.

2. Accounting Pronouncements

In May 2014, the FASB issued Accounting Standards Update 2014-09, Revenue from Contracts with Customers, (or *ASU 2014-09*). ASU 2014-09 will require an entity to recognize revenue when it transfers promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This update creates a five-step model that requires entities to exercise judgment when considering the terms of the contract(s) which include (i) identifying the contract(s) with the customer, (ii) identifying the separate performance obligations in the contract, (iii) determining the transaction price, (iv) allocating the transaction price to the separate performance obligations, and (v) recognizing revenue as each performance obligation is satisfied. ASU 2014-09 is effective for interim and annual periods beginning after December 15, 2017 and shall be applied, at the Company's option, retrospectively to each period presented or as a cumulative-effect adjustment as of the date of adoption. Early adoption is not permitted. The Company is evaluating the effect of adopting this new accounting guidance.

In February 2016, the FASB issued Accounting Standards Update 2016-02, Leases (or *ASU 2016-02*). ASU 2016-02 establishes a right-of-use model that requires a lessee to record a right of use asset and a lease liability on the balance sheet for all leases with terms longer than 12 months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement. ASU 2016-02 is effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. Early adoption is permitted. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Company is evaluating the effect of adopting this new accounting guidance.

3. Long-Term Debt

	March 31, 2016	December 31, 2015
	\$	\$
Revolving Credit Facilities due through 2020	288,927	348,608
Term Loan due through 2021	138,147	141,115
Term Loan due June 30, 2016	-	96,450
Total principal	427,074	586,173
Unamortized discount and debt issuance costs	(4,176)	(4,738)
Total debt	422,898	581,435
Less current portion	(43,367)	(143,685)
Long-term portion	379,531	437,750

As of March 31, 2016, the Company had two revolving credit facilities available, which, as at such date, provided for borrowings of up to a maximum of \$364.4 million (December 31, 2015 - \$373.6 million). Based on the vessels provided as collateral as at March 31, 2016, which were first-priority mortgages granted on 14 of the Company's vessels, the borrowings available to the Company under its revolving credit facilities was \$339.3 million, of which \$288.9 million was drawn (December 31, 2015 – \$348.6 million available and fully drawn). Interest payments are based on LIBOR plus margins. At March 31, 2016, the three month LIBOR was 0.63% and the margin was 3.00% (December 31, 2015 – 0.61% and 3.00% respectively). The margin ranges from 2.75% to 3.50%, depending on the fair market value of the vessels provided as collateral relative to the amount drawn on the credit facilities. At March 31, 2016 the total drawn amount under the credit facilities reduces by \$23.7 million (2016), \$31.5 million (2017), \$31.5 million (2018), \$123.0 million (2019) and \$79.2 million (2020). The credit facilities contain a covenant that requires the Company to maintain a free liquidity of not less than the lower of (i) \$25.0 million and (ii) \$2.0 million per vessel owned as long as the number of vessels owned by the Company is less than 25. If the Company owns 25 or more vessels, the covenant requires the Company to maintain a free liquidity of the aggregate of (i) \$25.0 million and (ii) \$1.3 million multiplied by the number of vessels owned by the Company in excess of 25. The Company is also required to maintain a minimum capitalization ratio, a minimum level of tangible net worth and a minimum ratio of net income before interest and certain non-cash items to interest expense. As at March 31, 2016, the Company was in compliance with all its covenants in respect of these credit facilities.

As of March 31, 2016, the Company had one term loan outstanding with an outstanding balance of \$138.1 million (December 31, 2015 - \$141.1 million), repayable by 2021. Of this amount, \$53.5 million bears interest at LIBOR plus a margin of 0.50% and the remaining \$84.6 million bears interest at a fixed rate of 5.37% (December 31, 2015 - \$54 million and \$87.1 million, respectively). The loan is

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
(all tabular amounts stated in thousands of U.S. dollars, except share and per share amounts)

collateralized by four of the Company's vessels, together with other related security. In addition, the 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, 2016, Teekay was in compliance with all their covenants in respect of the Term Loan.

As of December 31, 2015, the Company had a term loan outstanding with an outstanding balance of \$96.5 million, repayable by June 30, 2016. The loan along with the related interest costs were repaid in full in the first quarter of 2016. The loan bore interest at LIBOR plus a margin of 2.50% and was collateralized by the two of the Company's vessels which were sold in Q1'16.

The weighted-average effective interest rate on the Company's long-term debt as at March 31, 2016 and December 31, 2015 was 3.66% and 3.42% respectively, excluding the guarantee fee paid to Teekay (see note 7a). The aggregate annual principal repayments required to be made by the Company subsequent to March 31, 2016 are \$32.6 million (2016), \$43.5 million (2017), \$43.6 million (2018), \$135.3 million (2019), \$91.6 million (2020) and \$80.5 million (2021).

4. Other Long-Term Liabilities

The Company recognizes freight tax expenses in other expenses in its unaudited consolidated statements of income. The Company does not presently anticipate its uncertain tax positions will significantly increase or decrease in the next 12 months; however, actual developments could differ from those currently expected.

The following is a roll-forward of the Company's freight tax expenses which are recorded in the unaudited consolidated balance sheet in other long-term liabilities, for the periods indicated below:

	Three months ended March 31, 2016 \$	Three months ended December 31, 2015 \$
Balance at beginning of period	2,789	1,718
Freight tax expense	1,165	1,071
Balance at end of period	3,954	2,789

The remainder of the amounts recorded in other expenses in the unaudited consolidated statements of income relate to foreign exchange gains and losses.

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 unaudited consolidated balance sheets.

Long-term debt – The fair value of the Company's fixed-rate and variable-rate long-term debt is based on estimates 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.

	Fair Value Hierarchy Level	March 31, 2016		December 31, 2015	
		Carrying Amount Asset / (Liability) \$	Fair Value Asset / (Liability) \$	Carrying Amount Asset / (Liability) \$	Fair Value Asset / (Liability) \$
Cash and cash equivalents	Level 1	55,801	55,801	43,420	43,420
Long-term debt, including current portion	Level 2	(422,898)	(424,238)	(581,435)	(582,511)

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
(all tabular amounts stated in thousands of U.S. dollars, except share and per share amounts)

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 at March 31, 2016, the Company held 7.0 million shares of Common Stock in treasury (December 31, 2015 – 4.8 million).

As long as Teekay 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.

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, which price was equivalent to 61.67 Norwegian Kroner (or *NOK*) on the date the warrants were issued. Alternatively, if the Common Stock trades on a National Stock Exchange or over-the-counter market denominated in Norwegian Kroner, the holders may also exercise the stock purchase warrants at 61.67 NOK per share using a cashless exercise procedure. This procedure reduces the amount of shares that would be issued by the Company from a cash exercise of all vested warrants and instead has the Company issue an amount of shares, valued at their prevailing NOK market price, that is equal in value to the net gain to the warrant holder that would have resulted from exercising those warrants for 61.67 NOK and immediately selling the exercise shares at that prevailing NOK market price. The stock purchase warrants expire on January 23, 2019. For purposes of vesting, the stock purchase warrants are divided into four equally sized tranches. If the Common Stock trades on a National Stock Exchange or over-the-counter market denominated in Norwegian Kroner each tranche will vest and become exercisable when and if the fair market value of a share of the Common Stock equals or exceeds 77.08 NOK, 92.50 NOK, 107.91 NOK and 123.33 NOK for such tranche for any ten consecutive trading days in which there is a cumulative trading volume of at least NOK 12.333 million. 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, Teekay Tankers or any of their affiliates) of over 50% of the then outstanding shares of Common Stock. At March 31, 2016, the first two tranches of the stock purchase warrants had vested.

In March 2015, a total of 19,320 shares of Common Stock, with an aggregate value of \$0.2 million, were granted to the Company's non-management directors as part of their annual compensation for 2015. These shares were issued from the 400,000,000 shares of Common Stock authorized under Tanker Investments Ltd.'s articles of incorporation.

On February 8, 2016 the Company announced that the Board of Directors had authorized a new share repurchase program for the repurchase of a further \$60.0 million of the Company's common stock. As at March 31, 2016, the Company had repurchased 7.0 million shares of its Common Stock for \$77.5 million.

As at March 31, 2016, Teekay 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, 2016, Teekay Tankers owned 3.4 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 is a controlled subsidiary of Teekay.

7. Related Party Transactions and Commitments

- a) Teekay is a guarantor to the borrowers' obligations under the Term Loan. The Company has agreed to pay to Teekay an annual guarantee fee of 0.25% of the outstanding balance under the Term Loan as consideration for Teekay's continuing guarantee. The Company has also agreed to indemnify Teekay for any losses Teekay suffers for claims made against it pursuant to the guarantee. As a guarantor under the Term Loan, Teekay is required to maintain certain financial covenants. A breach by Teekay of its financial covenants would constitute an event of default under the Term Loan. The guarantee fee was \$0.09 million and \$0.1 million for the three months ended March 31, 2016 and the three months ended March 31, 2015, respectively.

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
(all tabular amounts stated in thousands of U.S. dollars, except share and per share amounts)

- b) The Company has entered into a non-competition agreement (the "Non-Competition Agreement") with Teekay and Teekay Tankers, in which the Company has agreed that until January 2029, no member of the Company 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 and its affiliates, no longer retain beneficial ownership of at least (a) an aggregate of 5,000,000 Shares, so long as Teekay and Teekay Tankers remain affiliates, or (b) 2,500,000 Shares, if Teekay and Teekay Tankers no longer are affiliates.
- c) Under the Management Agreement, the Fleet Manager, an affiliate of Teekay 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 (\$21,250 per vessel per month), corporate services (\$816 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, Aframax and VLCC tankers participate in commercial pooling arrangements managed by affiliates of Teekay. Pursuant to the pooling agreement in respect of the Suezmax vessels in the Teekay Suezmax RSA (these vessels were held in the Gemini Suezmax RSA prior to 2016), 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. 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. According to the pooling agreement in respect of the Taurus Tanker LR2 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% on all gross freights paid to each pool participant's vessels and a fixed amount per vessel per day of \$275. According to the pooling agreement in respect of the VLCC 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 (no vessels were in the VLCC Pool from the start of 2016). Amounts incurred by the Company for such services for the periods indicated below were as follows:

	Three Months Ended March 31, 2016	Three Months Ended March 31, 2015
	\$	\$
Net voyage revenues – commercial management services	1,459	1,253
Vessel operating expenses - ship management services	1,301	876
General and administrative – corporate services	1,367	1,008
Gain on sale of vessels – transaction services	(1,550)	-

The amounts owing from the Pool Managers, which are reflected in the unaudited 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 \$23.2 million and \$25.3 million as at March 31, 2016 and December 31, 2015, respectively, to the Pool Managers 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 unaudited consolidated balance sheet as due from affiliates, are without interest.

- d) As at March 31, 2016 and December 31, 2015, \$3.0 million, was payable to a subsidiary of Teekay for reimbursement of crewing and manning costs to operate the Company's vessels and such amounts are included in accrued liabilities on the unaudited consolidated balance sheet. As at March 31, 2016 and December 31, 2015, \$2.7 million and \$2.9 million, respectively, 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 unaudited consolidated balance sheet.
- e) On June 11, 2015, one of Tanker Investments' VLCC vessels, the *Hemsedal Spirit*, was struck by *Tokitsu Maru*, a crude oil tanker owned by a third party, while safely anchored at Fujirah Anchorage. At the time of the incident, the *Hemsedal Spirit* had no cargo on board. There were no injuries to personnel or pollution to sea, however the vessel was damaged as a result of the collision and went off hire. Damages to the vessel were covered by insurance and the Company paid a deductible of \$0.3 million. The vessel was repaired and it resumed trading on June 30, 2015. Tanker Investments is seeking damages for vessel repairs and other costs associated with the incident.

TANKER INVESTMENTS LTD. AND SUBSIDIARIES
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
(all tabular amounts stated in thousands of U.S. dollars, except share and per share amounts)

8. Earnings Per Share

	Three Months Ended March 31, 2016 \$	Three Months Ended March 31, 2015 \$
Income attributable to stockholders' of Tanker Investments Ltd.	18,727	19,051
Weighted average number of common shares	32,511,856	36,977,427
Dilutive effect of warrants	434,744	439,769
Common stock and common stock equivalents	32,946,600	37,417,196
Earnings per common share:		
• Basic	0.58	0.52
• Diluted	0.57	0.51

9. Gain on sale of vessels

During the three months ended March 31, 2016, the Company sold two 2010 built VLCCs, the Hemsedal Spirit and the Voss Spirit, for total proceeds of \$155 million and recognized a \$1.2 million gain related to the sale of these vessels.

10. Subsequent Events

Subsequent events have been evaluated through May 19, 2016, the date the unaudited financial statements were issued.

- a) During April 2016, the Company repurchased 1.1 million shares, leaving approximately \$32.5 million from the \$60 million share repurchase program announced on February 8, 2016.
- b) In May, 2016 a total of 25,844 shares of Common Stock were granted to the Company's non-management Director's as part of their annual compensation for 2016.

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, 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; 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.

	Three months ended March 31, 2016 (unaudited)	Three months ended December 31, 2015 (unaudited)	Three months ended March 31, 2015 (unaudited)
Revenues	\$50.5	\$70.2	\$45.2
Voyage Expenses	(\$1.2)	(\$3.0)	(\$2.9)
Net Revenues	\$49.3	\$67.2	\$42.3

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. Cash flow from vessel operations (CFVO), a non-GAAP financial measure, represents income from vessel operations before depreciation and amortization expense and other non-reoccurring items. 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.

	Three months ended March 31, 2016 (unaudited)	Three months ended December 31, 2015 (unaudited)	Three months ended March 31, 2015 (unaudited)
Income from vessel operations	\$25.3	\$35.6	\$23.5
Depreciation and amortization	\$8.7	\$10.3	\$6.6
Gain on sale of vessels	(\$1.2)	-	-
Cash flow from vessel operations	\$32.8	\$45.9	\$30.1

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 expectation that the Company will generate strong cash flow; the Company's financial position and intention to return excess capital to shareholders; 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; increases in the Company's expenses, including any dry docking expenses and associated off-hire days; and other factors discussed in Tanker Investments 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.