

NCL CORPORATION LTD.
CONSOLIDATED STATEMENTS OF OPERATIONS
(unaudited, in thousands of dollars)

	Three Months Ended December 31,		Year Ended December 31,	
	2011	2010	2011	2010
Revenue				
Passenger ticket	\$ 337,384	\$ 335,500	\$1,563,363	\$1,411,785
Onboard and other	151,210	148,106	655,961	600,343
Total revenue	488,594	483,606	2,219,324	2,012,128
Cruise operating expense				
Commissions, transportation and other	91,097	93,315	410,709	379,532
Onboard and other	35,679	35,056	169,329	153,137
Payroll and related	71,805	69,159	290,822	265,390
Fuel	61,787	56,202	243,503	207,210
Food	29,597	30,601	124,933	114,064
Other	53,417	72,617	228,580	227,843
Total cruise operating expense	343,382	356,950	1,467,876	1,347,176
Other operating expense				
Marketing, general and administrative	58,173	63,882	251,351	264,152
Depreciation and amortization	44,701	46,897	183,985	170,191
Total other operating expense	102,874	110,779	435,336	434,343
Operating income	42,338	15,877	316,112	230,609
Non-operating income (expense)				
Interest income	5	20	38	100
Interest expense, net of capitalized interest	(45,753)	(54,673)	(190,225)	(173,772)
Other income (expense)	1,469	(1,203)	934	(33,951)
Total non-operating income (expense)	(44,279)	(55,856)	(189,253)	(207,623)
Net income (loss)	\$ (1,941)	\$ (39,979)	\$ 126,859	\$ 22,986

NCL CORPORATION LTD.
CONSOLIDATED BALANCE SHEETS
(unaudited, in thousands, except share data)

	December 31,	
	2011	2010
Assets		
Current assets:		
Cash and cash equivalents	\$ 58,926	\$ 55,047
Accounts receivable, net	8,159	7,879
Inventories	36,234	32,763
Prepaid expenses and other assets	48,824	42,552
Total current assets	152,143	138,241
Property and equipment, net	4,640,093	4,639,281
Goodwill and tradenames	602,792	602,792
Other long-term assets	167,383	192,057
Total assets	<u>\$ 5,562,411</u>	<u>\$ 5,572,371</u>
Liabilities and shareholders' equity		
Current liabilities:		
Current portion of long-term debt	\$ 200,582	\$ 78,237
Accounts payable	80,327	64,399
Accrued expenses and other liabilities	211,065	216,501
Advance ticket sales	325,472	294,180
Total current liabilities	817,446	653,317
Long-term debt	2,837,499	3,125,848
Other long-term liabilities	63,003	52,680
Total liabilities	<u>3,717,948</u>	<u>3,831,845</u>
Commitments and contingencies		
Shareholders' equity:		
Ordinary shares, \$.0012 par value; 40,000,000 shares authorized, 21,000,000 shares issued and outstanding	25	25
Additional paid-in capital	2,331,973	2,330,792
Accumulated other comprehensive income (loss)	(19,794)	4,309
Retained earnings (deficit)	(467,741)	(594,600)
Total shareholders' equity	<u>1,844,463</u>	<u>1,740,526</u>
Total liabilities and shareholders' equity	<u>\$ 5,562,411</u>	<u>\$ 5,572,371</u>

NCL CORPORATION LTD.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(unaudited, in thousands)

	Year Ended	
	December 31,	
	2011	2010
Cash flows from operating activities		
Net income	\$ 126,859	\$ 22,986
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization expense	211,049	191,913
Loss (gain) on derivatives	(2,338)	603
Write-off of deferred financing fees	-	6,410
Share-based compensation expense	1,211	2,520
Changes in operating assets and liabilities:		
Accounts receivable, net	(280)	(11)
Inventories	(3,471)	(3,898)
Prepaid expenses and other assets	(4,264)	128,993
Accounts payable	15,928	36,023
Accrued expenses and other liabilities	(15,876)	6,136
Advance ticket sales	28,172	38,748
Net cash provided by operating activities	<u>356,990</u>	<u>430,423</u>
Cash flows from investing activities		
Additions to property and equipment	<u>(184,797)</u>	<u>(977,466)</u>
Net cash used in investing activities	<u>(184,797)</u>	<u>(977,466)</u>
Cash flows from financing activities		
Repayments of long-term debt	(439,959)	(955,780)
Proceeds from long-term debt	273,375	1,601,659
Other, primarily deferred financing fees	<u>(1,730)</u>	<u>(93,941)</u>
Net cash provided by (used in) financing activities	<u>(168,314)</u>	<u>551,938</u>
Net increase in cash and cash equivalents	3,879	4,895
Cash and cash equivalents at beginning of year	55,047	50,152
Cash and cash equivalents at end of year	<u>\$ 58,926</u>	<u>\$ 55,047</u>

NCL CORPORATION LTD.
NON-GAAP RECONCILING INFORMATION
(unaudited)

The following table sets forth selected statistical information:

	Three Months Ended December 31,		Year Ended December 31,	
	2011	2010	2011	2010
Passengers Carried	370,037	365,831	1,530,113	1,404,137
Passenger Cruise Days	2,472,209	2,495,624	10,227,438	9,559,049
Capacity Days	2,370,682	2,386,210	9,454,570	8,790,980
Occupancy Percentage	104.3%	104.6%	108.2%	108.7%

Gross Yield and Net Yield were calculated as follows (in thousands, except Capacity Days and Yield data):

	Three Months Ended December 31,			Year Ended December 31,		
	2011	Constant Currency	2010	2011	Constant Currency	2010
Passenger ticket revenue	\$ 337,384	\$ 337,151	\$ 335,500	\$1,563,363	\$ 1,549,394	\$1,411,785
Onboard and other revenue	151,210	151,211	148,106	655,961	655,961	600,343
Total revenue	488,594	488,362	483,606	2,219,324	2,205,355	2,012,128
Less:						
Commissions, transportation and other expense	91,097	91,064	93,315	410,709	407,065	379,532
Onboard and other expense	35,679	35,679	35,056	169,329	169,329	153,137
Net Revenue	<u>\$ 361,818</u>	<u>\$ 361,619</u>	<u>\$ 355,235</u>	<u>\$1,639,286</u>	<u>\$ 1,628,961</u>	<u>\$1,479,459</u>
Capacity Days	2,370,682	2,370,682	2,386,210	9,454,570	9,454,570	8,790,980
Gross Yield	\$ 206.10	\$ 206.00	\$ 202.67	\$ 234.74	\$ 233.26	\$ 228.89
Net Yield	\$ 152.62	\$ 152.54	\$ 148.87	\$ 173.39	\$ 172.29	\$ 168.29

Gross Cruise Cost, Net Cruise Cost and Net Cruise Cost Excluding Fuel were calculated as follows
(in thousands, except Capacity Days and per Capacity Day data):

	Three Months Ended December 31,			Year Ended December 31,		
	2011	Constant Currency	2010	2011	Constant Currency	2010
Total cruise operating expense	\$ 343,382	\$ 342,234	\$ 356,950	\$1,467,876	\$ 1,461,966	\$1,347,176
Marketing, general and administrative expense	58,173	58,251	63,882	251,351	250,765	264,152
Gross Cruise Cost	401,555	400,485	420,832	1,719,227	1,712,731	1,611,328
Less:						
Commissions, transportation and other expense	91,097	91,064	93,315	410,709	407,065	379,532
Onboard and other expense	35,679	35,679	35,056	169,329	169,329	153,137
Net Cruise Cost	274,779	273,742	292,461	1,139,189	1,136,337	1,078,659
Less:						
Fuel	61,787	61,787	56,202	243,503	243,503	207,210
Net Cruise Cost Excluding Fuel	<u>\$ 212,992</u>	<u>\$ 211,955</u>	<u>\$ 236,259</u>	<u>\$ 895,686</u>	<u>\$ 892,834</u>	<u>\$ 871,449</u>
Capacity Days	2,370,682	2,370,682	2,386,210	9,454,570	9,454,570	8,790,980
Gross Cruise Cost per Capacity Day	\$ 169.38	\$ 168.93	\$ 176.36	\$ 181.84	\$ 181.15	\$ 183.29
Net Cruise Cost per Capacity Day	\$ 115.91	\$ 115.47	\$ 122.56	\$ 120.49	\$ 120.19	\$ 122.70
Net Cruise Cost Excluding Fuel per Capacity Day	\$ 89.84	\$ 89.41	\$ 99.01	\$ 94.74	\$ 94.43	\$ 99.13

Adjusted EBITDA was calculated as follows (in thousands):

	Three Months Ended December 31,		Year Ended December 31,	
	2011	2010	2011	2010
Net income (loss)	\$ (1,941)	\$ (39,979)	\$126,859	\$ 22,986
Interest expense, net	45,748	54,653	190,187	173,672
Depreciation and amortization expense	44,701	46,897	183,985	170,191
Other (income) expense	(1,469)	1,203	(934)	33,951 ⁽²⁾
Other ⁽¹⁾	1,212	866	5,942	4,313
Adjusted EBITDA	<u>\$ 88,251</u>	<u>\$ 63,640</u>	<u>\$506,039</u>	<u>\$405,113</u>

⁽¹⁾ Includes non-cash compensation and costs related to our Shipboard Retirement Plan.

⁽²⁾ Includes a \$33.1 million non-recurring charge for foreign exchange contracts associated with the financing of Norwegian Epic.