

# Goldman Sachs EMEA Leveraged Finance Conference London

**September 2017** 

Presented by Pedro Larrea, CEO & Joe Ragan, CFO



# Forward-Looking Statements

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# Ferroglobe: The Global Leading Producer of Silicon Metal, Silicon-based Alloys, and Manganese-based Alloys

- World's largest producer of silicon metal & silicon-based alloys, and a leading manganese-based alloys producer, headquartered in London
- Low-cost structure built on vertically integrated supply chain including ownership of key raw materials

# Electrometallurgy

- Diversified production base with 26 production centers across five continents
- Uniquely positioned in the industry to service customers with broadest geographic reach and breadth of product offering
- Portfolio provides economies of scale and acts as a natural hedge against currency fluctuations

# Mining

- Metallurgical quality, low-ash coal mines in the U.S.
- Quartz mining operations in Spain and South Africa

# Energy

■ 14 total hydroelectric plants: Spain (12) and France (2)

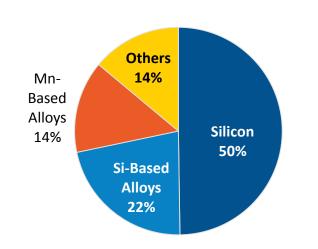
# Solar Tech.

- Experienced R&D team with track record of developing next generation technology
- Photovoltaic solar-grade silicon metal technology developed by Ferroglobe

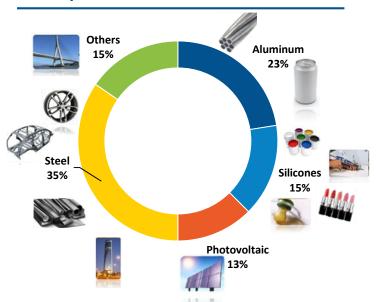
#### **Summary Financials (Incl. Hydro Assets)**

(US\$ millions)	2013A	2014A	2015A	2016A	2017 Q1	2017 Q2 A
Sales	\$2,192	\$2,272	\$2,040	\$1,556	\$388.2	\$425.8
Adj. EBITDA	\$ 264	\$351	\$295	\$70.5	\$26.6	\$43.9

### **Revenue by Product**

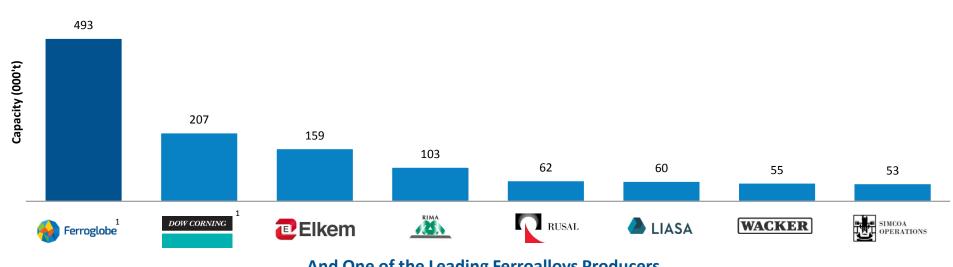


#### **Exposure to Diverse End Markets**

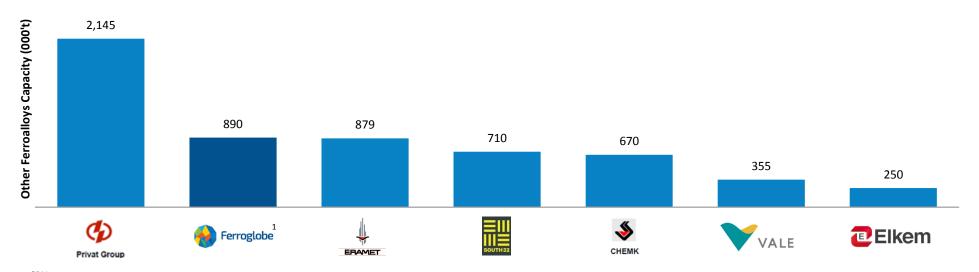


# Global Leader in Production of Silicon Metal, Silicon-Based Alloys and Manganese-Based Alloys

### The Leading Player in Silicon Metal ...







Source: CRU

<sup>&</sup>lt;sup>1</sup> Includes attributable output and capacity from wholly-owned plants and joint ventures.

# Diversified Product Portfolio with High Quality Customer Base

#### **Summary of Capacity by Product**

	Silicon Metal	FeSi / Other Silicon based alloys	Silicon- Manganese	Ferro- Manganese	Silica Fumes	Total
Ferroglobe Market Position	1	2	Тор 3	Тор 4	1	-
Ferroglobe	493	467	230	194	99	1,482
Privat Group	_	120	1,120	450	-	2,145
SOUTH32	_	-	130	380	_	510
ERAMET .	_	-	400	479	-	879
VALE	-	-	192	165	-	355
СНЕМК	_	500	170	-	-	670
Elkem	159	250	-	-	95	487
DOW CORNING	207		-		120	3 <sup>2</sup> 7

## **High Quality Customers**











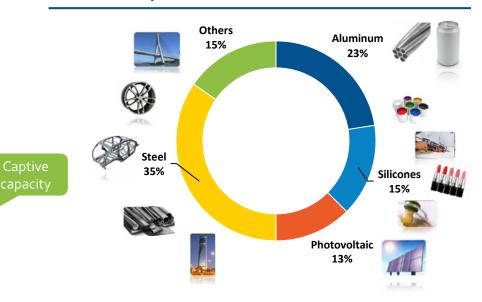








### **Exposure to Diverse End Markets**

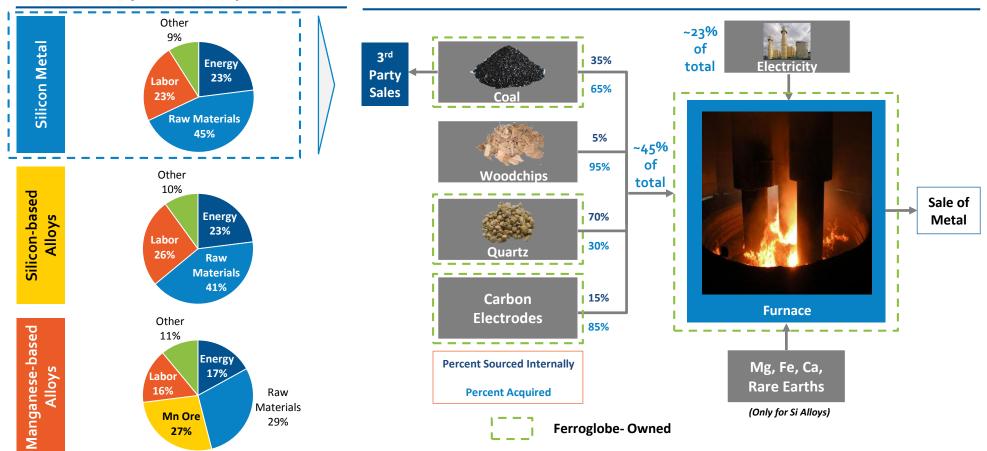


# Ferroglobe Benefits from Low Cost Structure Built Upon Vertically Integrated Supply Chain

- Power is the single largest contributor to production cost across products
- Ferroglobe benefits from vertical integration and attractive power contracts, which allows company to maintain a low cost structure to ensure through-the-cycle profitability
  - Ownership of critical, high quality raw material sources, including quartz, woodchips, low ash coal, and energy
  - Power contracts in key regions at rates significantly below spot utility rates
- While not vertically integrated in manganese ore, Ferroglobe has the ability to pass-through cost of manganese ore directly to customers

#### **Summary of Cost Components**

#### **Overview of Silicon Production Process**



Source: CRU

# Unparalleled Global Reach and Breadth of Product Offering Allows Ferroglobe to Efficiently and Uniquely Serve a Global Customer Base



### **Global Footprint**



### **Capacity by Geography**

(000, mt)	Europe	North America	South America	Africa	Asia	Total
Silicon	195	195	0	67	36	493
Ferrosilicon / Foundry Alloys	214	127	0	90	0	431
Manganese-based Alloys	424	0	0	0	0	424
Other Silicon-Based Alloys	15	0	21	0	0	36
Total						1,383

## Q2 2017 results exceeded expectations; first net profit since merger

## **Capturing** benefits of improved market environment

### (ASP increase vs Q1 2017)

- SiM +6.3%
- Si alloys +7.7%
- Mn alloys +o.8%

## **Volumes** stabilizing in core products

## (Volume change vs Q1 2017)

- SiM +9.4%
- Si alloys -5.9%
- Mn alloys +1.1%

Sales +8% vs Q1 2017

vs Q1 2017 Q<sub>2</sub> net profit **EBITDA** margin

improvement of 250 bps to 10.3%

**Adjusted** 

\$1.0 million adjusted net profit \$6.0 million<sup>3</sup>

**Adjusted** 

**EBITDA** 

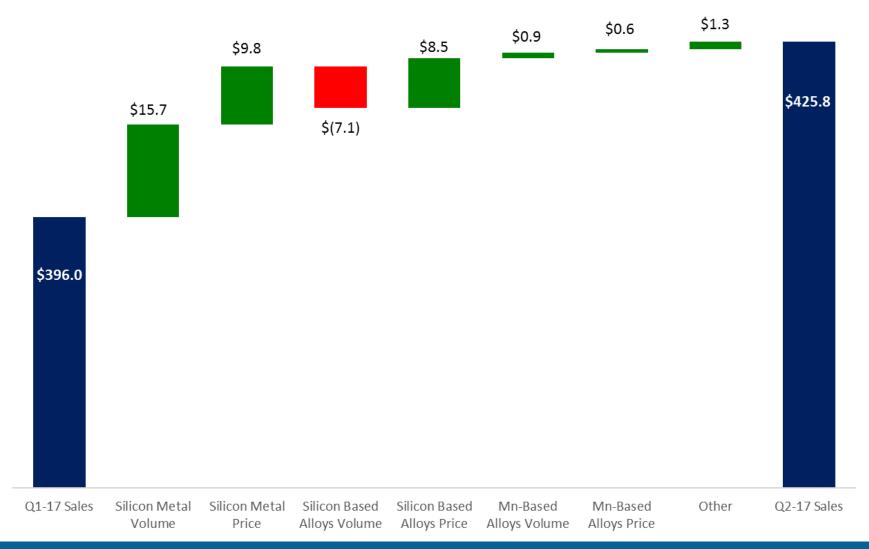
+42%

# **Optimized**

business platform

- Successful commercial strategy
- Streamlining of best practices
- Diversified product portfolio
- Actions underway to optimize production facilities

# Q2 2017 revenues up 8% vs previous quarter



Improvement in prices and volumes for silicon metal as well as prices for silicon-based alloys are the key drivers in the quarter

## **Update on corporate matters**

Antidumping and Countervailing Duties

- The U.S. Department of Commerce has issued a preliminary determination imposing countervailing duties ranging from 3.69% to 120% on silicon metal imports from Australia, Brazil and Kazakhstan. The Department of Commerce is expected to make preliminary determinations in the antidumping cases on October 4, 2017
- Canadian authority determined margins of dumping ranging from 4.2% to 135.3%. Final
  determination of the Agency's investigations is expected to be issued on October 3, 2017. The
  Canadian International Trade Tribunal is expected to issue final findings on November 2, 2017

Sale of Spanish Hydro-Electric Assets

- Announced on July 26, 2017 that Ferroglobe had not received the required regulatory approvals to complete divestiture
- Intend to continue to explore all options, including further efforts to gain formal approval for the divestiture of these non-core assets in order to capture their full value

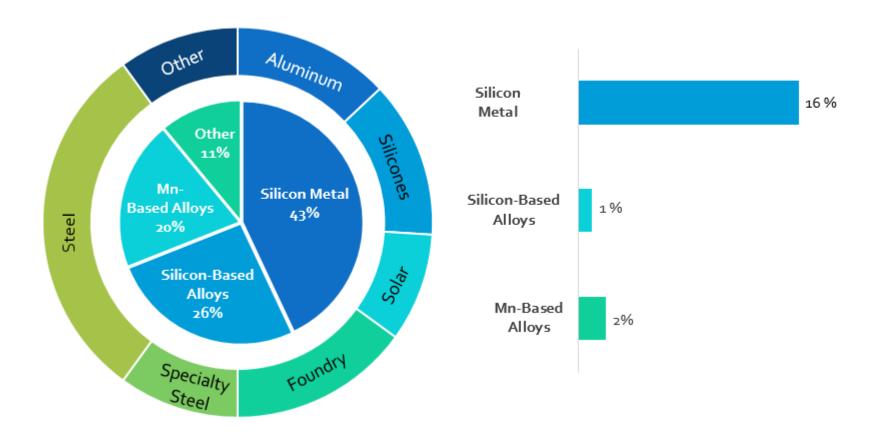
Accounts
Receivable
Securitization

- Entered into \$250 million accounts receivable securitization on July 31, to obtain financing in connection with receivables generated in U.S., Canada, Spain and France
- Provides several benefits, including risk mitigation, liquidity maximization and the ability to replace multiple factoring arrangements with one consolidated, centrally-managed program

## Diversified portfolio provides exposure to improved pricing across key products

Revenue Contribution by Product and Market (Q2 2017)

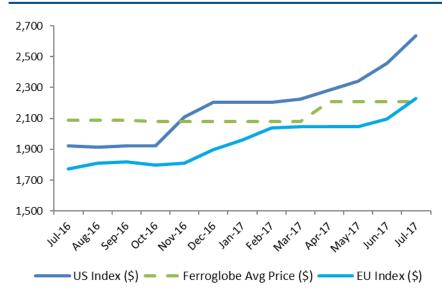
**Qtr / Qtr Revenue Growth by Product** 



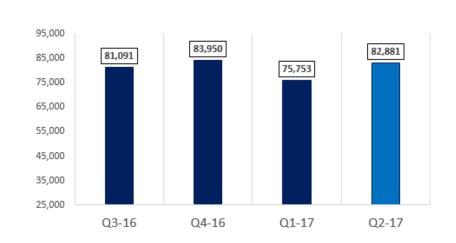
Business benefits from a diversified portfolio, now generating almost equal earnings from three main product segments

## Silicon metal snapshot





### **Volume Trends**



## Sequential Quarter Product EBITDA Contribution (\$m)



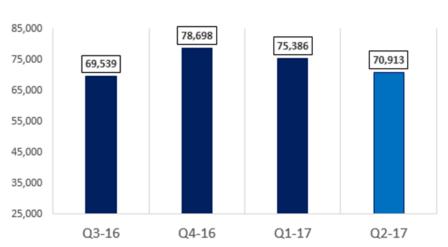
## Commentary

- Silicon metal EBITDA more than doubled due to higher realized prices and increased volumes from new orders, especially in North America
- Silicon metal prices:
  - Continue to increase in North America as a result of the preliminary rulings in ongoing trade cases
  - Upward trend in China: +500 \$/t since mid-July
  - First signs of European recovery during August
- Volumes were up 9.4% in Q2 2017 vs Q1 2017

## Silicon-based alloys snapshot



### **Volume Trends**



## Sequential Quarter Product EBITDA Contribution (\$m)

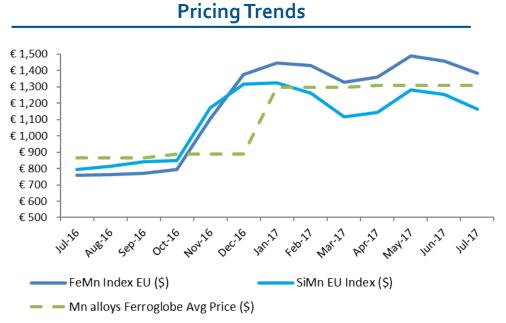
FeSi US Index (\$) — FeSi Ferroglobe Avg Price (\$) — FeSi EU Index (\$)



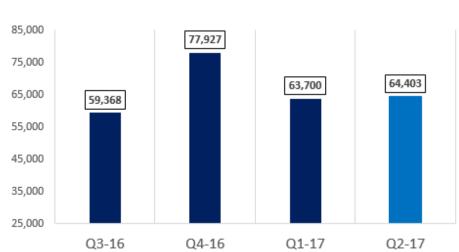
## Commentary

- Silicon-based alloys cost increase attributable to technical issues at Bridgeport facility and the conversion of one furnace at Sabon
- Ferrosilicon prices remain at historically strong levels and gained traction during August, especially in North America. Actively looking to fill up order book to take advantage of current levels
- Volumes were down 5.9%

## Manganese-based alloys snapshot



### **Volume Trends**



## Sequential Quarter Product EBITDA Contribution (\$m)



## Commentary

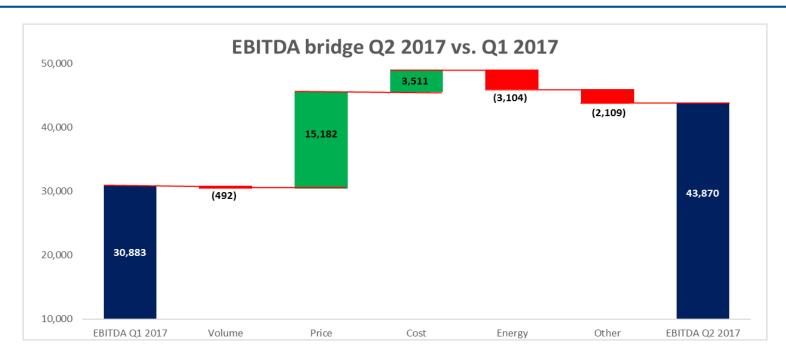
- Manganese-based alloys faced with pricing pressure, offset with lower manganese ore costs from inventory
- Market prices came down in Q2 2017 from historical highs. Prices are gaining momentum again in Q3 2017
- Volumes were up slightly compared to Q1 2017 with plants running at full capacity

## Pricing momentum continues to drive performance

## **Ferroglobe Actions Leading to Results**

- Commercial strategy has captured the recovery of the market
- Continue to optimize business platform:
  - ✓ Actions underway to optimize production facilities: minimizing the impact of idled facilities: streamlining production plans to increase utilization rates; including the conversion of furnaces to capture market opportunities
  - ✓ Streamlining of best practices
  - ✓ Diversified product portfolio

## Sequential Quarter EBITDA Contribution (\$m)



# Delivering value for shareholders and positioning for the long term

## Q2 2017 Performance

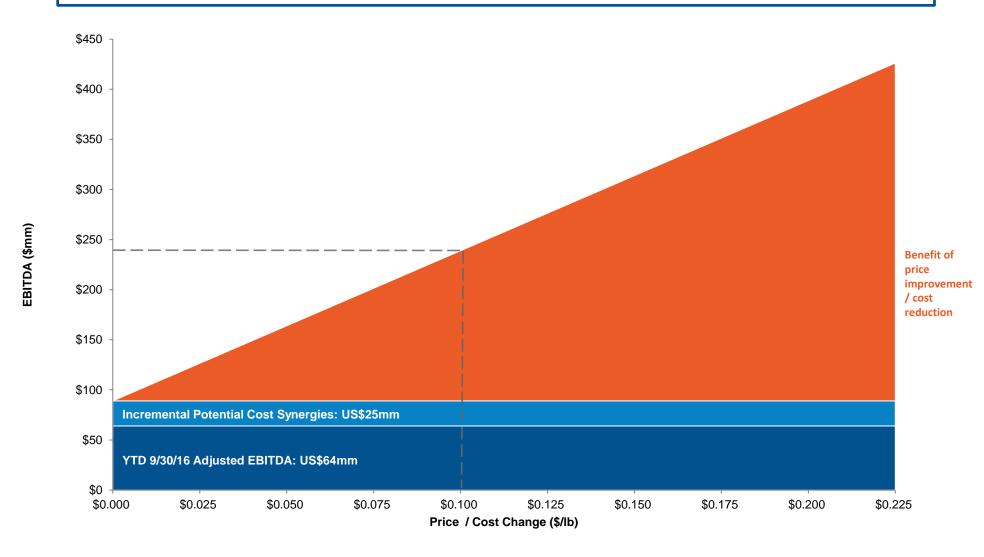
- Reported EBITDA of \$36.8 million. Adjusted EBITDA of \$43.9 million for the quarter +42% vs reported EBITDA of \$30.9 million in Q1 2017
- Net profit of \$1.0 million, or \$0.02 per share on a fully diluted basis. Adjusted net profit attributable to the parent of \$6.0 million, or \$0.05 per share on a fully diluted basis.
- Working capital increased by \$35.4 million during the quarter, primarily a result of the recovery cycle total working capital increase year-to-date of \$20.3 million
- Operating cash flow of \$20.1 million and free cash flow of \$5.8 million
- Balance sheet strength maintained:
  - Net debt of \$435 million at end of Q2; up compared to \$407 at the end of Q1
  - Liquidity of \$320 million at end of Q2
  - Net Debt to EBITDA metrics have improved dramatically

## Remain Focused on Delivering Long-Term Value

- Conservative capital structure company positioned to pursue growth opportunities
  - Successful refinancing has simplified the debt structure and improved the solvency with regard to covenants
  - Focus on deleveraging the balance sheet
  - Leverage target of below 2x
- Continue to focus on managing cost structure through technical performance, portfolio optimization and streamlining of SG&A
- Business decisions, including M&A and CapEx, are made with a focus on financial metrics – targeting immediately accretive transactions

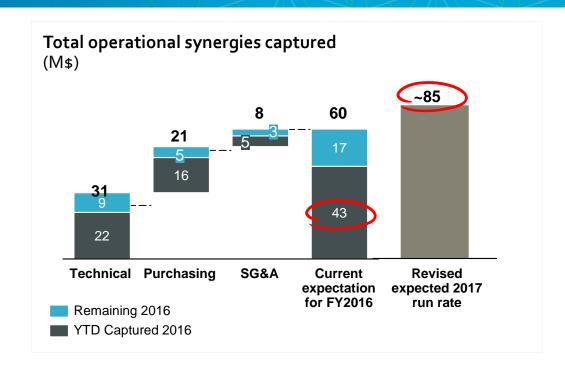
# ...Enhancing Ferroglobe's Upside to Expected Price Recovery

### Every \$0.01 / Ib Change in Silicon Prices Could Impact any Future EBITDA by up to ~\$15m

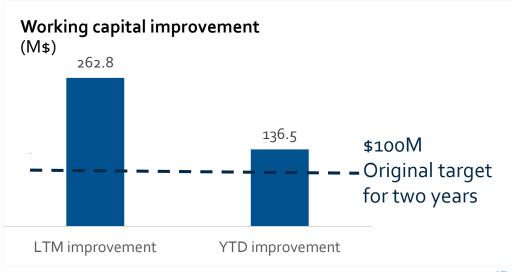


Note: EBITDA unadjusted for hydro sale. Sensitivity based on capacity of company plants not currently idled for silicon and silicon-based alloy production and excludes ferrosilicon capacity in Venezuela (96kt).

## Strong progress on synergies: run-rate potential increased to \$85m



- Run-rate synergy potential updated: ~\$85 million
  - 33% above initial estimation of \$65 M
- Fast implementation:
  - 69% of total potential captured in first year
  - 50% of total potential already captured
- Synergies captured through a variety of initiatives in the technical, purchasing and SG&A areas



- Initial target of \$100M for two years, exceeded in 9 months
- \$83M captured through **specific A/R initiatives**:
  - DSO reduced from 53 to 43 days
  - Factored 20% of A/R
- \$33M of inventory reductions

# Q2 2017 key performance indicators and overview

Key performance indicators	Q2 2017	Q1 2017	FY 2016
Sales (\$m)	425.8	396.0	1,555.7
Operating Profit (\$m)	10.4	3.7	-375.6
Profit Attributable to the Parent (\$m)	2.9	-6.6	-338.4
Adjusted EBITDA (\$m)	43.9	30.9	70.4
Adjusted EBITDA Margin	10.3%	7.8%	4.5%
Working Capital (\$m)	388.7	353.3	368.4
Free Cash Flow¹ (\$m)	5.8	-	43.4

#### Notes

<sup>&</sup>lt;sup>1</sup> Free cash flow defined as "Net cash provided by operating activities" minus "Payments for property, plant and equipment."

Source: Company information

- 18 -

# Balance sheet summary

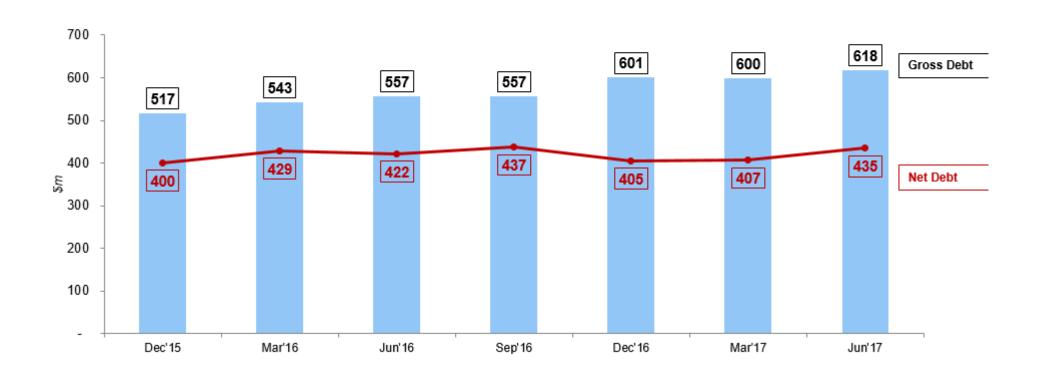
(\$mm)	Q2 2017 <sup>1</sup>	Q1 2017 <sup>1</sup>	12/31/2016
Total Assets	2,046	2,012	2,019
Net Debt²	435	407	405
Book Equity	907	903	892
Net Debt² / Total Assets	21%	20%	20%
Net Debt <sup>2</sup> / Capital <sup>3</sup>	32%	31%	31%

#### Notes

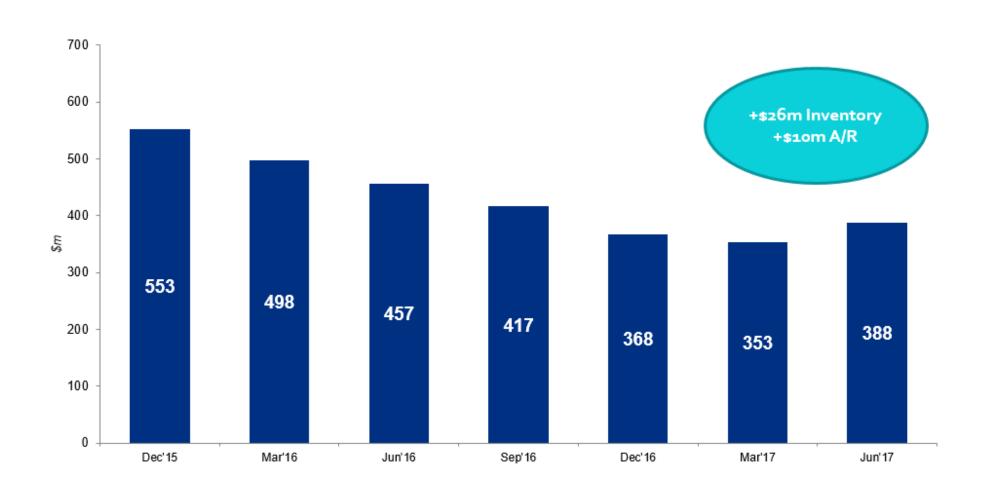
- 1 Financial results are unaudited
- 2 Net Debt includes finance lease obligations
- 3 Capital is calculated as book equity plus net debt

# Debt evolution (\$m)

## Quarterly debt evolution



# Working capital evolution (\$m)



# **Concluding remarks**

Improved market environment: recovery trend continues across key products

Business well-positioned: cost structure and commercial strategy

Positive outlook for remainder of 2017



# **Experienced Management and Operating Team**



#### Javier Lopez Madrid, Executive Chairman

- Formerly Executive Vice Chairman of Ferroglobe
- CEO of Grupo Villar Mir since 2002
- Vice-Chairman and CEO of Grupo FerroAtlántica since 1992
- Began career as investment banker in London with Schroders and Salomon Brothers



#### Pedro Larrea, Chief Executive Officer

- Chairman and CEO of Grupo FerroAtlántica since 2011
- Chairman and CEO of Endesa Latinoamerica, the biggest power company in Spain and Latin America
- Partner in charge of energy sector in PwC consulting division, and consultant at McKinsey & Company
- Previously member of various Boards of Directors of public companies listed in the U.S. (Enersis, Endesa Chile)
- Technical and business background: MSc in Mining and Energy, and MBA from INSEAD



#### Joe Ragan, Chief Financial Officer

- Chief Financial Officer of Globe Specialty Metals since 2013
- Previous roles include:
  - Chief Financial Officer of Boart Longyear
  - Chief Financial Officer of GTSI Corporation
  - Various international and domestic finance positions at PSEG, AES, and Deloitte
- Earned a BS in Accounting from The University of the State of New York, a Master's degree in Accounting from George Mason University

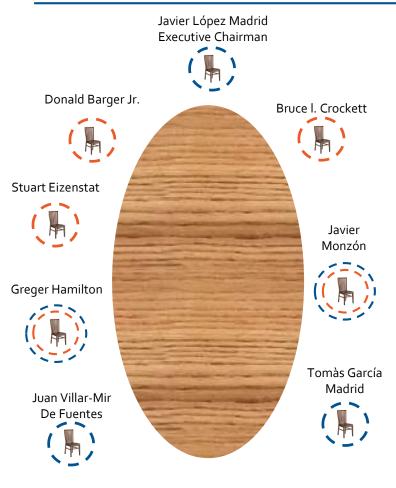


#### Alan Kestenbaum, Senior Advisor

- Over 25 years' experience in metals trading, distribution, finance and manufacturing
- Founded Globe Specialty Metals through the roll-up of global silicon assets and subsequently led Globe Specialty Metals through its IPO on the NASDAQ and several key acquisitions and divestitures including FerroAtlántica merger
- Founded leading international metals trader, Marco International, in 1985 and led its expansion into China and the former Soviet Union
- Began career in metals with Glencore and Philip Brothers in New York

# Strong Corporate Governance with an On-Going Commitment to Best Practices

#### **Overview of Ferroglobe's Board of Directors**





#### **Summary of Key Corporate Governance Protections**

#### Ferroglobe Board of Directors consists of nine Directors Three directors that were designated by Globe Specialty Metals who qualify as independent directors Five directors that were designated by Grupo Villar Mir, one of which must qualify as independent Until Grupo Villar Mir owns less than 15% of Ferroglobe, Grupo Villar Mir has the right to nominate a **Board of** number of directors equal to its percentage interest multiplied by the number of Directors (rounded up) **Directors** and; provided, however, that Grupo Villar Mir will be reduced to one Director less than a majority of the Board following Grupo Villar Mir owning less than 50% of Ferroglobe Until Grupo Villar Mir no longer has the right to designate a majority of Ferroglobe's Board, the independent Globe Specialty Metals' designees shall have exclusive right to nominate their replacements for election at annual shareholder meetings As long as Grupo Villar Mir owns greater than 15% of Ferroglobe, Board action to approve the following matters requires a vote of two-thirds of the entire Board Change of control, or sale of assets, or redomiciling into a different jurisdiction (other than sale of 100% of equity to third party; same per share consideration) Extraordinary dividend / distributions Extraordinary purchase, repurchase, or redemption of shares Appointment or removal of any member of the Board, other than in accordance with shareholder **Supermajority** agreements **Matters** Alteration, amendment or repeal of any provision of organizational documents in a manner inconsistent with agreed governance structure Increase or decrease the size of the Board First three years after merger close: (a) removal without cause of Executive Chairman; and (b) appointment or election of a replacement Executive Chairman If Board cannot agree to consensus replacement for Executive Chairman within 90 days after Executive Chairman resigns, is removed or otherwise is unable to serve during first three years, actions that require majority vote plus Executive Chairman (see below) flip to supermajority approval During three years post-closing, Board action to approve matters below requires majority vote including approval of Executive Chairman Incurrence of indebtedness in excess of US\$300 million in respect of any single transaction or in a **Majority Vote** Issuance of shares or other equity interests in excess of US\$300 million in respect of any single **Plus Executive** transaction or in a series of related transactions Chairman Enter into any transaction with any affiliate of Ferroglobe or any its subsidiaries, including Grupo

Chairman or any of its affiliates)

Villar Mir and its affiliates (except that the approval of any Grupo Villar Mir Designee is not required

for any transaction with Grupo Villar Mir or any of its affiliates and the approval of the Executive Chairman is not required for any transaction, agreement or arrangement with the Executive

Creation of a committee of the Board or delegation of authority to any committee of the Board

**Approval**