

BRENNTAG



Q2 2012

Conference Call, 8th August 2012

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This presentation may contain forward-looking statements based on current assumptions and forecasts made by Brenntag AG and other information currently available to the company. Various known and unknown risks, uncertainties and other factors could lead to material differences between the actual future results, financial situation, development or performance of the company and the estimates given here. Brenntag AG does not intend, and does not assume any liability whatsoever, to update these forward-looking statements or to conform them to future events or developments.

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1. Highlights Q2 2012

Steve Holland

2. Financials Q2 2012

Georg Müller

3. Outlook

Steve Holland

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Introductory remarks to Q2 2012 earnings

Continued growth of earnings in a clearly slower growing economic environment

Gross profit growth of 4.1% as well as operating EBITDA growth of 3.8% (both y-o-y, both FX adjusted) in Q2 2012

Solid business development

Contribution by 2011 acquisitions

Operating EBITDA positively impacted by stronger USD (average Q2 2012 USD/EUR 1.2814 versus average Q2 2011 USD/EUR 1.4391)

Free cash flow increased significantly to EUR 101.2m

Operating highlights Q2 2012

Gross profit

EUR 487.1m
FX adjusted increase of 4.1% y-o-y (as reported increase of 9.8% y-o-y)



Operating EBITDA

EUR 184.4m
FX adjusted increase of 3.8% y-o-y (as reported increase of 10.0% y-o-y).



Operating EBITDA / Gross profit

37.9% (against 37.8% in Q2 2011 and 37.4% in FY 2011)



Cash flow

Free cash flow of EUR 101.2m

Acquisitions

Acquisitions with a total of EUR 95.8m enterprise value including ISM and TER, although signing only in Q3 2012

Changes in the Board of Management

- **Georg Müller has been appointed CFO of Brenntag AG**
- **Jürgen Buchsteiner has taken over responsibility for Asia Pacific in addition to his continuing responsibility for global Mergers & Acquisitions**

The extended Board of Management



Steven Holland
CEO



Georg Müller
CFO



Jürgen Buchsteiner
Board Member



William Fidler
Board Member

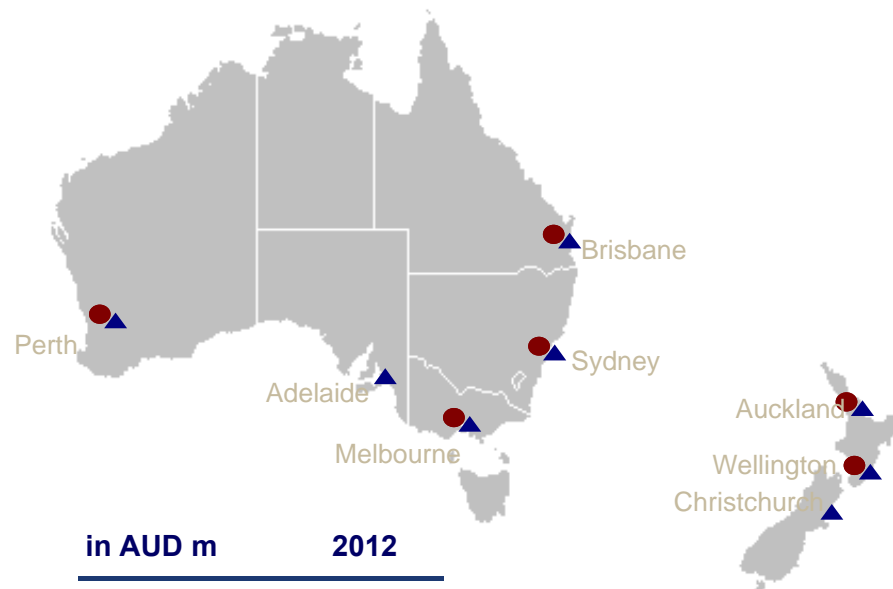
Free Float reached 100%

- **Final placement of Brachem Acquisition S.C.A. at the beginning of Q3**
 - Brachem Acquisition S.C.A. placed the remaining portion of 6.9 million shares for a price of EUR 89.00 per share with institutional investors. The free float has now reached 100% of the share capital.

Acquisitions

ISM/Salkat Group Australia and New Zealand

- Strengthening of strategic market position in Australia and market entry in New Zealand
- Expansion of specialty product portfolio



in AUD m	2012
Sales	117.0
Gross Profit	27.4
EBITDA	11.8
Customers	~1,300

The Treat-Em-Rite Corporation Texas, USA

- Supply of production (well treating) chemicals and specialized services to optimize well's productivity
- TER is located in the fastest growing shale gas areas in the US



in USD m	2011
Sales	11.2
Gross Profit	8.5
EBITDA	3.9
Customers	~100

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Income statement Q2 2012

in EUR m	Q2 2012	Q2 2011	Δ	Δ FX adjusted	2011
Sales	2,490.9	2,173.4	14.6%	9.6%	8,679.3
Cost of goods sold	-2,003.8	-1,729.6	15.9%		-6,911.3
Gross profit	487.1	443.8	9.8%	4.1%	1,768.0
Expenses	-302.7	-276.7	9.4%		-1,109.2
EBITDA	184.4	167.1	10.4%	4.2%	658.8
Add back transaction costs¹⁾	-	0.6	n/m		2.1
Operating EBITDA	184.4	167.7	10.0%	3.8%	660.9
Operating EBITDA / Gross profit	37.9%	37.8%			37.4%

1) Transaction costs are costs related to restructuring and refinancing under company law.

Income statement Q2 2012 (continued)

in EUR m	Q2 2012	Q2 2011	Δ	2011
EBITDA	184.4	167.1	10.4%	658.8
Depreciation	-23.7	-21.4	10.7%	-88.9
EBITA	160.7	145.7	10.3%	569.9
Amortization	-9.0	-5.4	66.7%	-24.1
EBIT	151.7	140.3	8.1%	545.8
Financial result¹⁾	-27.4	-36.7	-25.3%	-126.3
EBT	124.3	103.6	20.0%	419.5
Profit after tax	81.4	67.6	20.4%	279.3
EPS	1.57	1.28	22.7%	5.39
EPS excl. Amortization and Zhong Yung liability²⁾	1.77	1.35	31.1%	5.93

1) Thereof related to change in purchase price obligation Zhong Yung (International) Chemical Ltd., which has to be recorded in the income statement according to IFRS. Effect: 2011: EUR -10.6m; Q1 2012: EUR -0.2m; Q2 2012: EUR -3.9 m.

2) Adjusted for the net effect of amortizations and changes in the purchase price obligation for the outstanding 49% in Zhong Yung (International) Chemical Ltd.

Cash flow statement Q2 2012

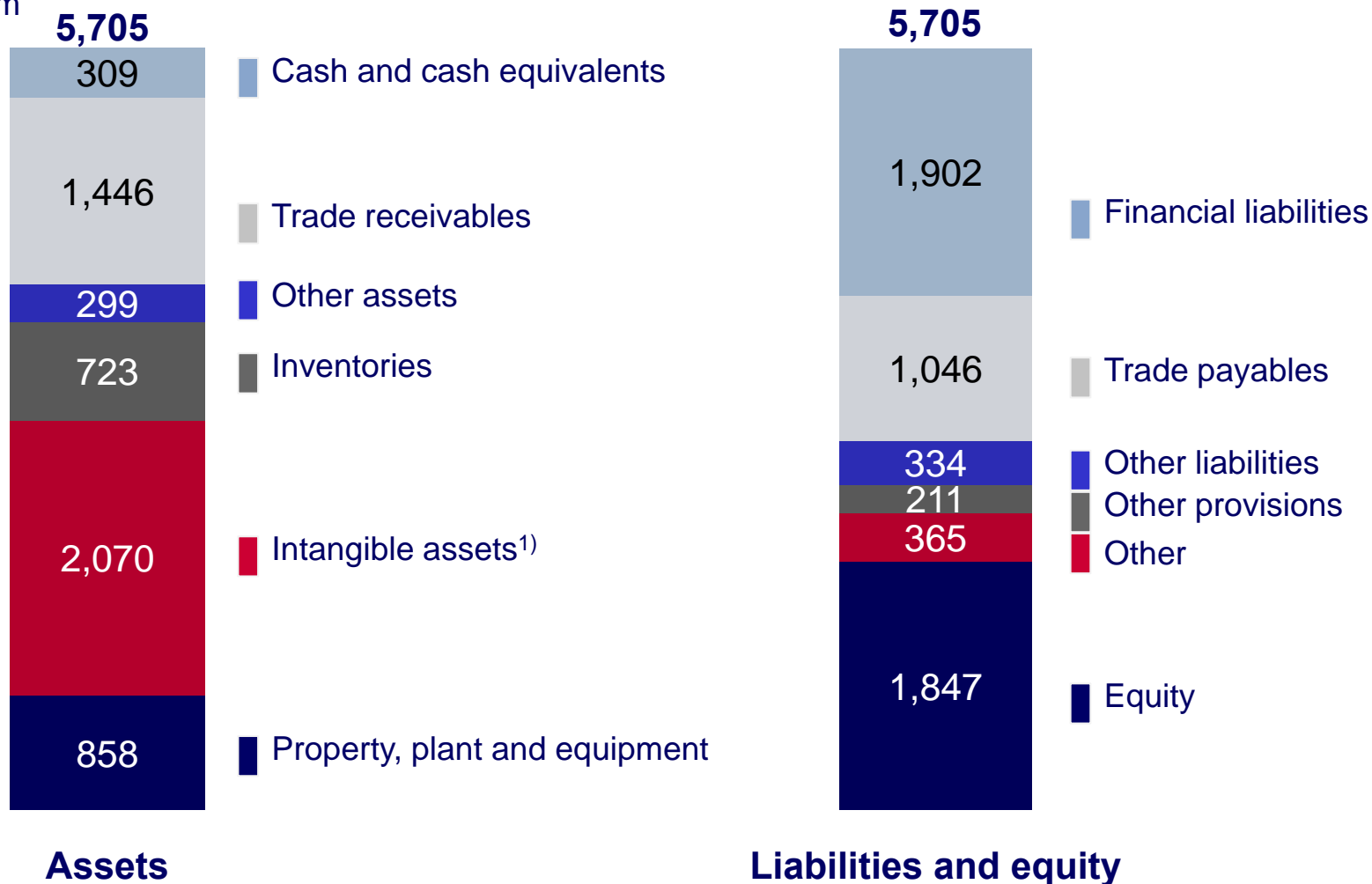
in EUR m	Q2 2012	Q2 2011	2011
Profit after tax	81.4	67.6	279.3
Depreciation & amortization	32.7	26.8	113.0
Income taxes	42.9	36.0	140.2
Income tax payments	-48.1	-32.2	-119.3
Interest result	20.6	36.0	107.3
Interest payments (net)	-10.0	-26.0	-112.0
Changes in current assets and liabilities	-76.7	-87.1	-59.1
Change in purchase price obligation / IAS 32	4.1	0.2	12.1
Other	-9.6	8.0	-11.9
Cash provided by operating activities	37.3	29.3	349.6

Cash flow statement Q2 2012 (continued)

in EUR m	Q2 2012	Q2 2011	2011
Purchases of intangible assets and property, plant & equipment (PPE)	-15.3	-15.4	-86.3
Purchases of consolidated subsidiaries and other business units	-2.1	-28.8	-122.3
Other	2.0	1.4	10.5
Cash used for investing activities	-15.2	-42.8	-198.1
Capital increase	-	-	-
Payments in connection with the capital increase	-	-	-
Purchases of shares in companies already consolidated	-	-	-25.3
Dividends paid to minority shareholders	-1.0	-1.1	-5.8
Dividends paid to Brenntag shareholders	-103.0	-72.1	-72.1
Repayment of borrowings (net)	19.6	2.3	46.1
Cash used for financing activities	-84.4	-70.9	-57.1
Change in cash & cash equivalents	-62.3	-84.4	94.4

Balance sheet as of 30 June 2012

in EUR m



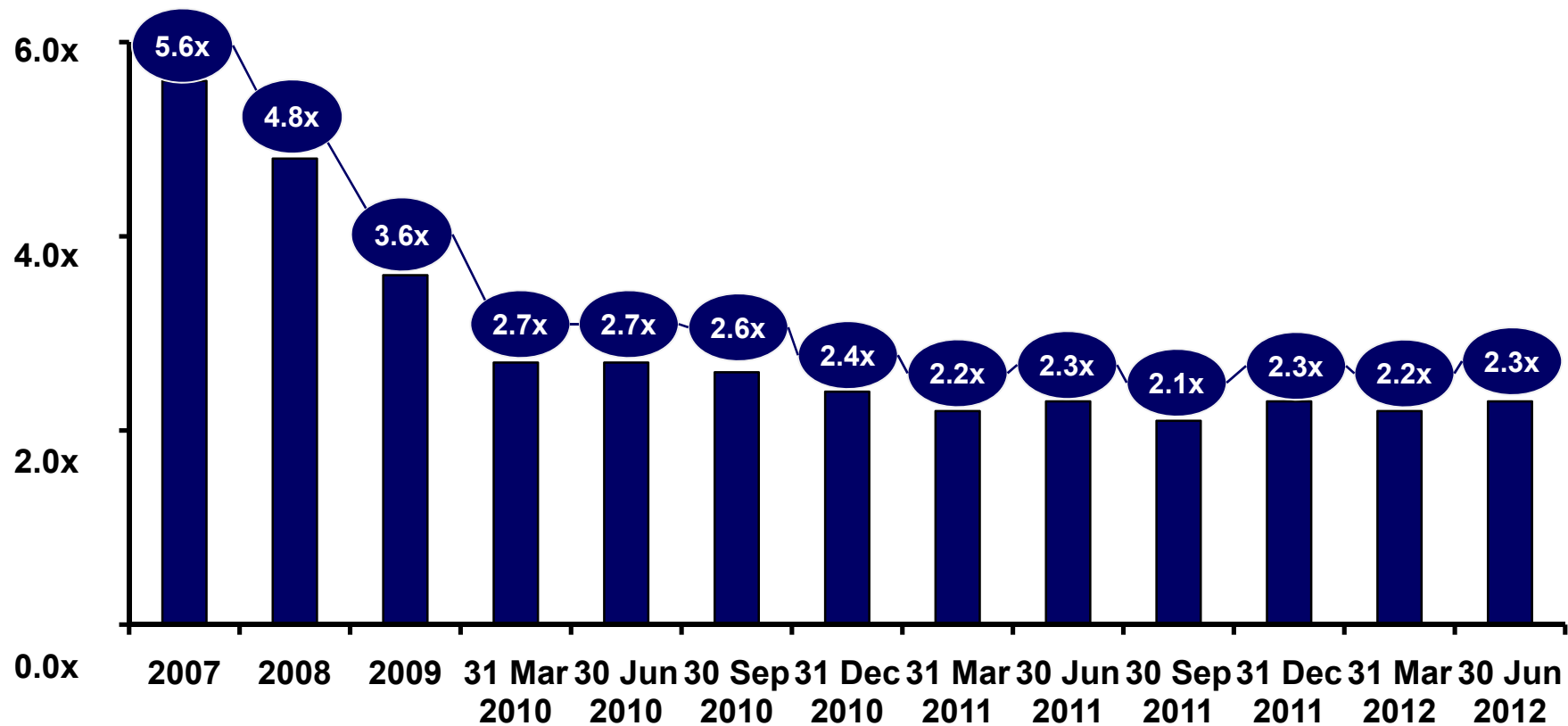
1) Of the intangible assets as of June 30, 2012, some EUR 1,213 million relate to goodwill and trademarks that were capitalized as part of the purchase price allocation performed on the acquisition of the Brenntag Group by funds advised by BC Partners Limited, Bain Capital, Ltd. and subsidiaries of Goldman Sachs International at the end of the third quarter of 2006 in addition to the relevant intangible assets already existing in the previous Group structure.

Balance sheet and leverage Q2 2012

in EUR m	30 June 2012	30 Mar 2012	31 Dec 2011	30 Sep 2011	30 June 2011	31 Mar 2011	31 Dec 2010
Financial liabilities	1,902.3	1,819.5	1,952.4	1,855.2	1,729.8	1,726.7	1,783.8
./. Cash and cash equivalents	308.5	364.5	458.8	481.6	259.2	349.8	362.9
Net Debt	1,593.8	1,455.0	1,493.6	1,373.6	1,470.6	1,376.9	1,420.9
Net Debt / Operating EBITDA¹⁾	2.3x	2.2x	2.3x	2.1x	2.3x	2.2x	2.4x
Equity	1,846.6	1,835.7	1,761.3	1,647.9	1,631.1	1,642.0	1,617.9

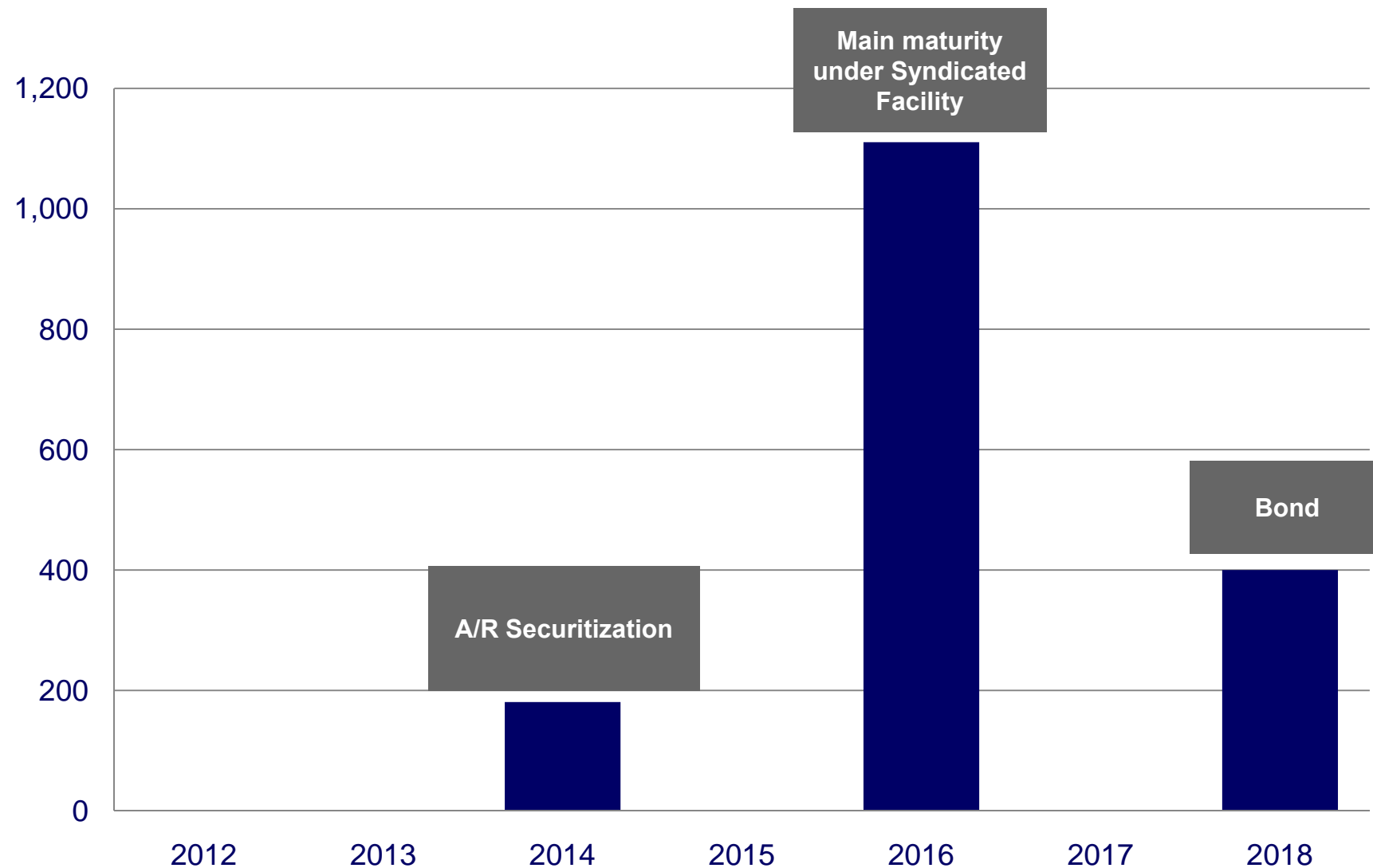
1) Operating EBITDA for the quarters on LTM basis.

Leverage: Net debt / Operating EBITDA Q2 2012



- Net debt defined as current financial liabilities plus non-current financial liabilities less (cash and cash equivalents)
- Operating EBITDA for the quarters on LTM basis; 2009 adjusted for expense items relating to the early termination of a multi-year incentive program.

Maturities profile as of 30 June 2012¹⁾



1) Syndicated loan, bond and liabilities under the international accounts receivable securitization program excluding accrued interest and transaction costs (on the basis of exchanges rates on June 30, 2012)

Working capital Q2 2012

in EUR m	30 June 2012	31 Mar 2012	31 Dec 2011	30 Sep 2011	30 June 2011	31 Mar 2011
Inventories	722.5	723.6	696.8	653.4	645.7	606.0
+ Trade receivables	1,445.7	1,373.0	1,220.9	1,279.2	1,264.8	1,216.2
./. Trade payables	1,046.4	1,066.8	956.6	975.3	923.5	917.7
Working capital (end of period)	1,121.8	1,029.8	961.1	957.3	987.0	904.5
Working capital turnover (year-to-date)¹⁾	9.4x	9.6x	9.3x	9.4x	9.5x	9.8x
Working capital turnover (last twelve months)²⁾	9.2x	9.2x	9.3x	9.3x	9.5x	9.9x

1) Using sales on year-to-date basis and average working capital year-to-date

2) Using sales on LTM basis and average LTM working capital

Free cash flow Q2 2012

in EUR m	Q2 2012	Q2 2011	Δ	Δ	2011
EBITDA	184.4	167.1	17.3	10.4%	658.8
Capex	-17.3	-16.4	-0.9	5.5%	-86.0
Δ Working capital	-65.9	-83.4	17.5	-21.0%	-61.0
Free cash flow	101.2	67.3	33.9	50.4%	511.8

Segments Q2 2012

in EUR m		Europe	North America	Latin America	Asia Pacific	All other segments	Group
External sales	Q2 2012	1,176.9	782.5	234.1	170.4	127.0	2,490.9
	Q2 2011	1,130.0	664.4	196.1	83.4	99.5	2,173.4
	Δ	4.2%	17.8%	19.4%	104.3%	27.6%	14.6%
	Δ FX adjusted	4.1%	5.6%	11.4%	87.6%	27.6%	9.6%
Operating gross profit	Q2 2012	236.7	187.3	42.9	25.3	4.5	496.7
	Q2 2011	232.2	160.6	38.0	18.7	4.1	453.6
	Δ	1.9%	16.6%	12.9%	35.3%	9.8%	9.5%
	Δ FX adjusted	1.3%	4.7%	5.2%	23.6%	9.8%	3.9%
Operating EBITDA	Q2 2012	83.8	80.0	14.6	10.9	-4.9	184.4
	Q2 2011	82.3	69.6	13.0	8.4	-5.6	167.7
	Δ	1.8%	14.9%	12.3%	29.8%	-12.5%	10.0%
	Δ FX adjusted	1.1%	3.4%	5.8%	19.8%	-12.5%	3.8%

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Outlook

	2011 H1 2012	Comments	Trend 2012 and 2013
Sales	EUR 8,679m EUR 4,876m	<ul style="list-style-type: none"> • Ongoing but clearly slower macroeconomic growth • Outsourcing trends to distribution, the preferential role of scale distributors and Brenntag's strong competitive position are expected to provide further growth potential 	
Gross profit	EUR 1,768m EUR 962m	<ul style="list-style-type: none"> • Based on past experience, price changes are expected to have no significant influence on gross profit • Further positive development of gross profit is driven by volumes and gross profit per unit 	
Operating EBITDA	EUR 661m EUR 356m	<ul style="list-style-type: none"> • Positive gross profit development to support growth of operating EBITDA • ISM/Salkat and TER acquisitions will be consolidated in course of Q3 • Full-Year 2012 operating EBITDA guidance at EUR 705m to EUR 735m assuming no further deterioration of the world economic climate compared to current situation and stable USD/EUR rates 	
Profit after tax	EUR 279m EUR 161m	<ul style="list-style-type: none"> • Successful refinancing will show full-year impact 	

Outlook

	2011 H1 2012	Comments	Trend 2012 and 2013
Working capital	EUR 961m EUR 1,122m	<ul style="list-style-type: none"> • To a large extent a function of sales growth • Business growth will lead to an increase of working capital albeit at slower rates 	
Capex	EUR 86m EUR 30m	<ul style="list-style-type: none"> • Capex spending will be slightly above depreciation due to increasing business activities • Capex sufficient to support organic growth 	
Free cash flow	EUR 512m EUR 179m	<ul style="list-style-type: none"> • Free cash flow is expected to increase further • Continuous improvement of the Group's liquidity position 	

Thank you for your attention!

Brenntag board of management



Steven Holland
CEO



Georg Müller
CFO



Jürgen Buchsteiner
Board Member



William Fidler
Board Member

We are ready to answer your questions!

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Operating highlights H1 2012

Gross profit

EUR 962.1m
FX adjusted increase of 5.7% y-o-y (as reported increase of 9.6% y-o-y)



Operating EBITDA

EUR 355.9m
FX adjusted increase of 5.0% y-o-y (as reported increase of 9.2% y-o-y)



Operating EBITDA / Gross profit

37.0% (against 37.1% H1 2011)
Excluding non-recurring effects 37.3%



Cash flow

Strong free cash flow of EUR 179.1m (against EUR 115.2m H1 2011)

Acquisitions

Acquisitions with a total of EUR 95.8m enterprise value including ISM and TER, although signing only in Q3 2012

Income statement H1 2012

in EUR m	H1 2012	H1 2011	Δ	Δ FX adjusted	2011
Sales	4,875.7	4,300.5	13.4%	10.0%	8,679.3
Cost of Goods Sold	-3,913.6	-3,422.3	14.4%		-6,911.3
Gross Profit	962.1	878.2	9.6%	5.7%	1,768.0
Expenses	-606.1	-553.2	9.6%		-1,109.2
EBITDA	356.0	325.0	9.5%	5.3%	658.8
Add back Transaction Costs¹⁾	-0.1	0.8			2.1
Operating EBITDA	355.9	325.8	9.2%	5.0%	660.9
Operating EBITDA / Gross Profit	37.0%	37.1%			37.4%

1) Transaction costs are costs related to restructuring and refinancing under company law.

Income Statement H1 2012 (continued)

in EUR m	H1 2012	H1 2011	Δ	2011
EBITDA	356.0	325.0	9.5%	658.8
Depreciation	-46.5	-42.8	8.6%	-88.9
EBITA	309.5	282.2	9.7%	569.9
Amortization¹⁾	-17.6	-11.4	54.4%	-24.1
EBIT	291.9	270.8	7.8%	545.8
Financial Result¹⁾	-50.0	-65.1	-23.2%	-126.3
EBT	241.9	205.7	17.6%	419.5
Profit after tax	160.8	134.5	19.6%	279.3
EPS	3.11	2.57	21.0%	5.39
EPS excl. Amortization and Zhong Yung liability²⁾	3.43	2.73	25.6%	5.93

1) Thereof related to change in purchase price obligation Zhong Yung (International) Chemical Ltd., which has to be recorded in the income statement according to IFRS. Effect: 2011: EUR -10.6m; H1 2012: EUR -4.1m.

2) Adjusted for the net effect of amortizations and changes in the purchase price obligation for the outstanding 49% in Zhong Yung (International) Chemical Ltd

Cash Flow Statement H1 2012

in EUR m	H1 2012	H1 2011	2011
Profit after tax	160.8	134.5	279.3
Depreciation & Amortization	64.1	54.2	113.0
Income taxes	81.1	71.2	-140.2
Income tax payments	-73.7	-58.0	-119.3
Interest result	41.8	62.3	107.3
Interest payments (net)	-31.7	-56.9	-112.0
Changes in current assets and liabilities	-173.3	-177.2	-59.1
Other	-5.6	9.2	0.2
Cash provided by operating activities	63.5	39.3	349.6

Cash Flow Statement H1 2012 (continued)

in EUR m	H1 2012	H1 2011	2011
Purchases of intangible assets and Property, Plant & Equipment	-31.8	-32.3	-86.3
Purchases of consolidated subsidiaries and other business units	-2.8	-28.8	-122.3
Other	4.0	5.3	10.5
Cash used for investing activities	-30.6	-55.8	198.1
Capital increase	-	-	-
Payments in connection with the capital increase	-	-	-
Purchases of shares in companies already consolidated	-	-	-25.3
Dividends paid to minority shareholders	-1.0	-1.1	-5.8
Dividends paid to Brenntag shareholders	-103.0	-72.1	-72.1
Repayment of borrowings (net)	-83.5	2.7	46.1
Cash used for financing activities	-187.5	-70.5	-57.1
Change in cash & cash equivalents	-154.6	-87.0	94.4

Working capital H1 2012

in EUR m	30 Jun 2012	31 Mar 2012	31 Dec 2011	30 Sep 2011	30 June 2011	31 Mar 2011
Inventories	722.5	723.6	696.8	653.4	645.7	606.0
+ Trade receivables	1,447.7	1,373.0	1,220.9	1,279.2	1,264.8	1,216.2
./. Trade payables	1,046.4	1,066.8	956.6	975.3	923.5	917.7
Working capital (end of period)	1,121.8	1,029.8	961.1	957.3	987.0	904.5
Working capital turnover (year-to-date)¹⁾	9.4x	9.6x	9.3x	9.4x	9.5x	9.8x
Working capital turnover (last twelve months)²⁾	9.2x	9.2x	9.3x	9.3x	9.5x	9.9x

1) Using sales on year-to-date basis and average working capital year-to-date

2) Using sales on LTM basis and average LTM working capital

Return on net assets (RONA)

in EUR m	2011	2010	Δ	Δ
EBITA	569.9	513.6	56.3	11.0%
Average property, plant and equipment (PPE)	824.0	806.1	17.9	2.2%
Average working capital	928.3	752.4	175.9	23.4%
Return on net assets	32.5%	33.0%		

Free Cash Flow H1 2012

in EUR m	H1 2012	H1 2011	Δ	Δ	2011
EBITDA	356.0	325.0	31.0	9.5%	658.8
Capex	-30.3	-29.0	-1.3	4.5%	-86.0
Δ Working Capital	-146.6	-180.8	34.2	-18.9%	-61.0
Free Cash Flow	179.1	115.2	63.9	55.5%	511.8

Segments H1 2012

in EUR m		Europe	North America	Latin America	Asia Pacific	All other segments	Group
External sales	H1 2012	2,325.7	1,541.8	455.6	314.5	238.1	4,875.7
	H1 2011	2,221.0	1,317.1	387.3	169.0	206.1	4,300.5
	Δ	4.7%	17.1%	17.6%	86.1%	15.5%	13.4%
	Δ FX adjusted	4.9%	8.5%	11.6%	75.6%	15.5%	10.0%
Operating gross profit	H1 2012	475.4	365.8	83.5	49.2	9.0	982.9
	H1 2011	459.9	316.3	73.8	38.6	8.5	897.1
	Δ	3.4%	15.6%	13.1%	27.5%	5.9%	9.6%
	Δ FX adjusted	3.0%	7.3%	7.3%	20.3%	5.9%	5.7%
Operating EBITDA	H1 2012	163.4	153.9	28.1	21.5	-11.0	355.9
	H1 2011	160.7	132.8	24.8	18.2	-10.7	325.8
	Δ	1.7%	15.9%	13.3%	18.1%	2.8%	9.2%
	Δ FX adjusted	1.3%	7.6%	8.1%	12.0%	2.8%	5.0%

IPO-related effects on income statement 2010

in EUR m	Q1 2010	Q2 2010	H1 2010	Q3 2010	Q4 2010	2010
Effects above EBITDA						
IPO costs charged to Brachem Acquisition S.C.A.	+2.5	0.0	+2.5	0.0	-0.4	+2.1
IPO costs	-8.2	0.0	-8.2	0.0	+1.6	-6.6
Total effect above EBITDA	-5.7	0.0	-5.7	0.0	1.2	-4.5
Effects in financial result						
Waiver related	-20.8	0.0	-20.8	0.0	0.0	-20.8
Discontinuation of hedge accounting for certain interest swaps	-5.4	0.0	-5.4	0.0	0.0	-5.4
Interest expenses on subordinated shareholder loan	-17.0	0.0	-17.0	0.0	0.0	-17.0
Total effects in financial result	-43.2	0.0	-43.2	0.0	0.0	-43.2
Total IPO-related effects on income statement	-48.9	0.0	-48.9	0.0	1.2	-47.7

No adjustment made for the amortization of customer relationships resulting from the acquisition of the Brenntag Group by equity funds advised by BC Partners, Bain Capital and Goldman at the end of the third quarter of 2006 (EUR 79.4m for 9M 2010). These customer relationships have been fully amortized by the end of Q3 2010

Income statement 2010 adjusted for IPO effects

in EUR m	Q1 2010	Q2 2010	H1 2010	Q3 2010	Q4 2010	2010
EBITDA	128.5	152.8	281.3	159.9	156.4	597.6
Adjustment for IPO-related effects	5.7	0.0	5.7	0.0	-1.2	4.5
EBITDA adjusted	134.2	152.8	287.0	159.9	155.2	602.1
Financial result	-73.6	-35.1	-108.7	-32.7	-35.8	-177.2
Adjustment for IPO-related effects	43.2	0.0	43.2	0.0	0.0	43.2
Financial result adjusted	-30.4	-35.1	-65.5	-32.7	-35.8	-134.0
EBT	3.7	64.0	67.7	72.1	92.0	231.8
Adjustment for IPO-related effects	48.9	0.0	48.9	0.0	-1.2	47.7
EBT adjusted	52.6	64.0	116.6	72.1	90.8	279.5

No adjustment made for the amortization of customer relationships in the amount of EUR 79.4m in 9M 2010 capitalized in the course of the purchase price allocation made in September 2006 and fully amortized by the end of Q3 2010