

Connecting**Chemistry**



# Company Presentation



■ May 2016

Corporate Finance & Investor Relations

## IN A NUTSHELL

# Brenntag – The global market leader in chemical distribution

Brenntag is the global market leader in chemical distribution.

Linking chemical manufacturers and chemical users, Brenntag provides business-to-business distribution solutions for industrial and specialty chemicals globally.

With over 10,000 products and a world-class supplier base, Brenntag offers one-stop-shop solutions to around 180,000 customers.



## AGENDA

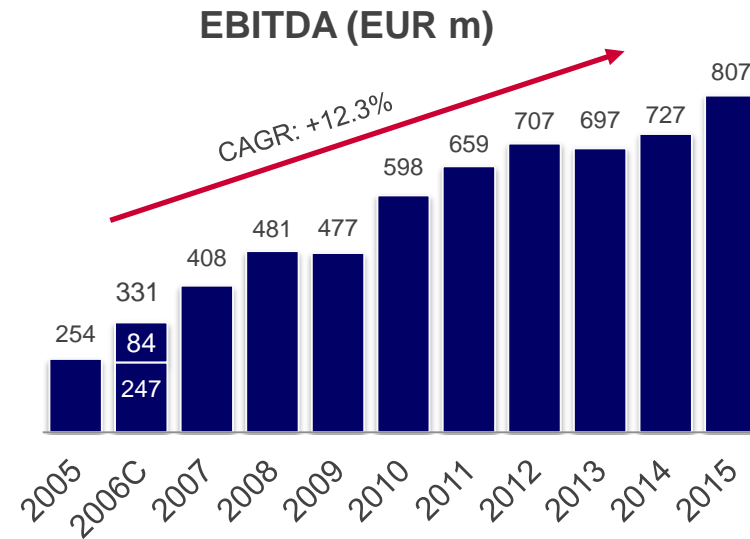
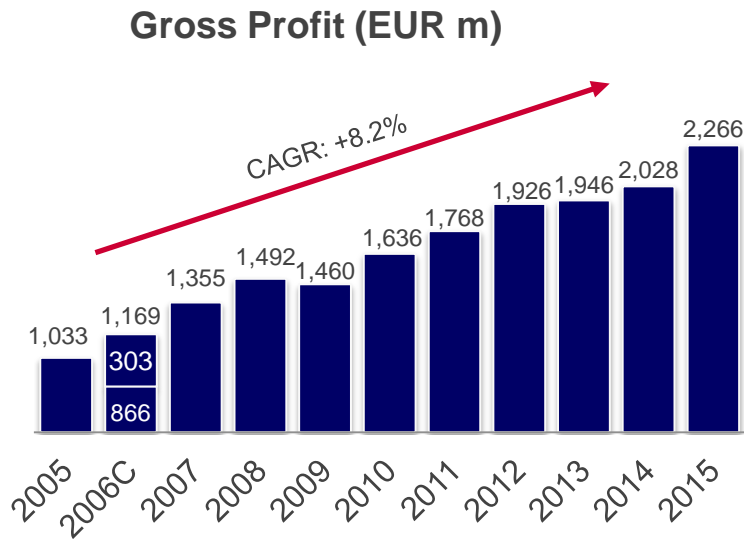
# Company Presentation

- Introduction to Brenntag**
- Key investment highlights
- Financials Q1 2016
- Outlook
- Appendix

## BRENNTAG OVERVIEW

### Global market leader with strong financial profile

- Global leader with 5.9%\*) market share and sales of EUR 10.3 bn in 2015
- More than 14,000 employees, thereof 1/3 dedicated local sales and marketing employees
- Full-line portfolio of over 10,000 products to around 180,000 customers globally
- Network of 530+ locations in 74 countries worldwide
- Usually less-than-truckload deliveries with average value of c. EUR 2,000



\*) As per end 2012: BCG Market Report (July 2013)

Notes: 2005: Brenntag predecessor; 2006: Brenntag and Brenntag predecessor combined

## BUSINESS MODEL

# Chemical distributors fulfil a value-adding function in the supply chain



## Purchase, transport and storage of large-scale quantities of diverse chemicals

- Several thousand suppliers globally
- Full-line product portfolio of 10,000+ industrial and specialty chemicals
- Network of 530+ locations worldwide



**BUSINESS MODEL****Chemical distributors fulfil a value-adding function in the supply chain**

- Repackaging from large into smaller quantities
- Filling, labelling, bar-coding and palletizing
- Marketed by more than 5,000 dedicated local sales and marketing employees
- Mixing and blending according to customer specific requirements
- Formulating and technical support from dedicated application laboratories



**BUSINESS MODEL**

**Chemical distributors fulfil a value-adding function in the supply chain**

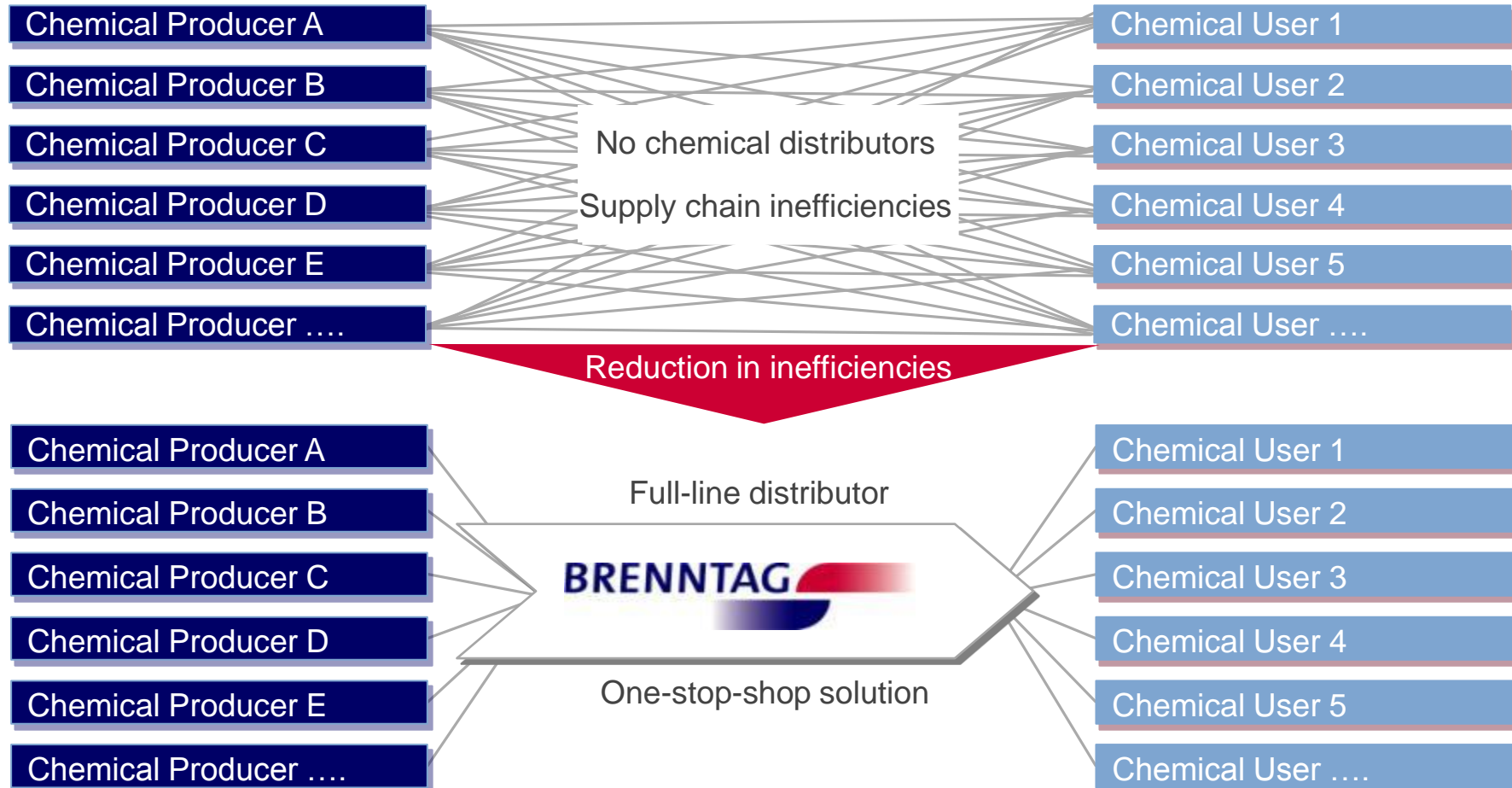


- Leveraging high route density based on local scale
- Providing just-in-time delivery and vendor-managed inventory service
- Utilizing transportation for drum return service
- Offering one-stop-shop solution



## DISTRIBUTION MODEL


**As a full-line distributor, Brenntag can add significant value**





## DISTRIBUTOR VS. PRODUCER

# Chemical distribution differs substantially from chemical production

	“What we are”	“What we are not”
	 <b>BRENNTAG</b>	<b>Chemical Producer</b>
Business model	B2B Services / Solutions	Manufacturing
Product portfolio	Full-line	Narrow
Customer base	Broad in diverse end-markets	Narrow
Customer order size	Small	Large
Delivery method	Less-than-truckload	Truckload and larger
Fixed assets	Low intensity	High intensity
Fixed asset flexibility	Multi-purpose	Narrow purpose
Cost base	Variable	Fixed
Raw material prices	Market	Contract
Input / Output pricing	Connected	Disconnected

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## INVESTMENT HIGHLIGHTS

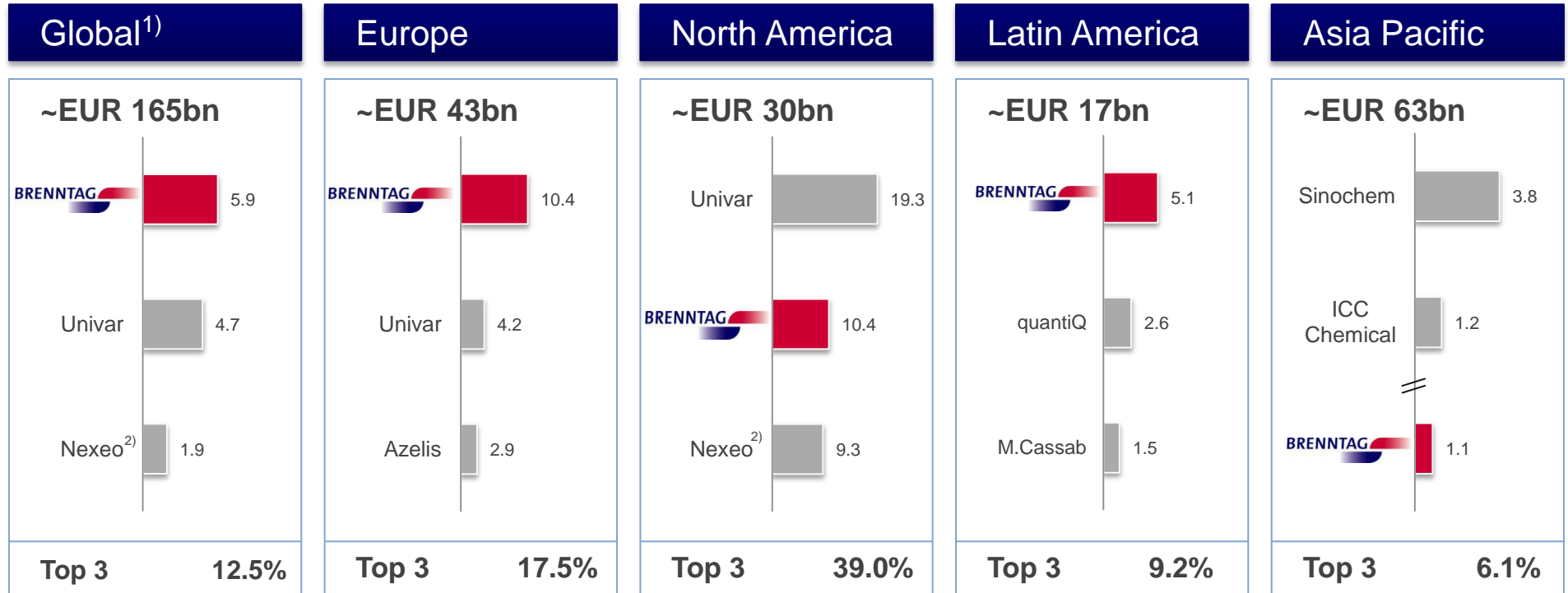
### **Brenntag is a highly attractive investment case**

#### Key investment highlights

- Global market leader
- Significant growth potential in an attractive industry
- Superior business model with resilience
- Excellence in execution
- Highly experienced management team
- Strong financial profile

**GLOBAL MARKET LEADER**

**Third party chemical distribution estimated market size and market shares**



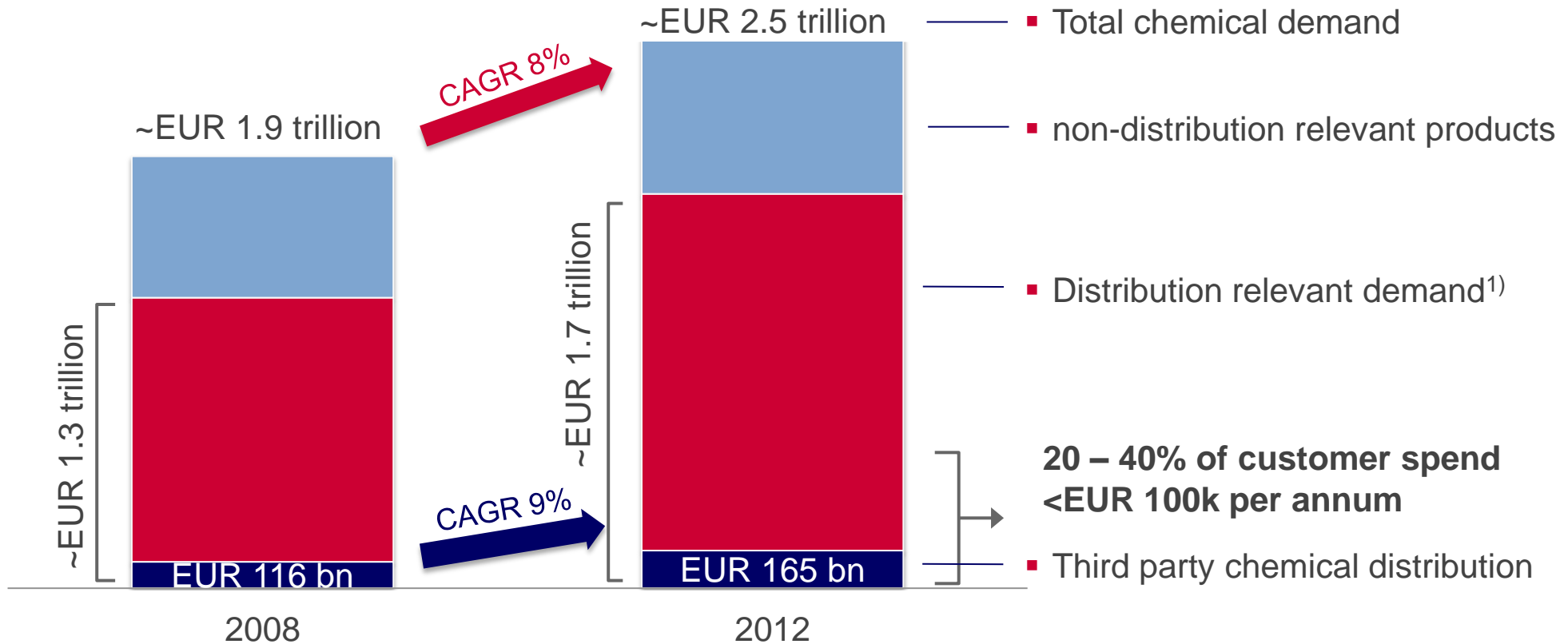
**Still highly fragmented market with more than 10,000 chemical distributors globally**

As per end 2012: BCG Market Report (July 2013)  
 1) Global includes not only the four regions shown above, but also RoW  
 2) Former Ashland Distribution.

MARKET GROWTH

# Third party chemical distribution outgrew total chemical demand

## THIRD PARTY CHEMICAL DISTRIBUTION OPPORTUNITY

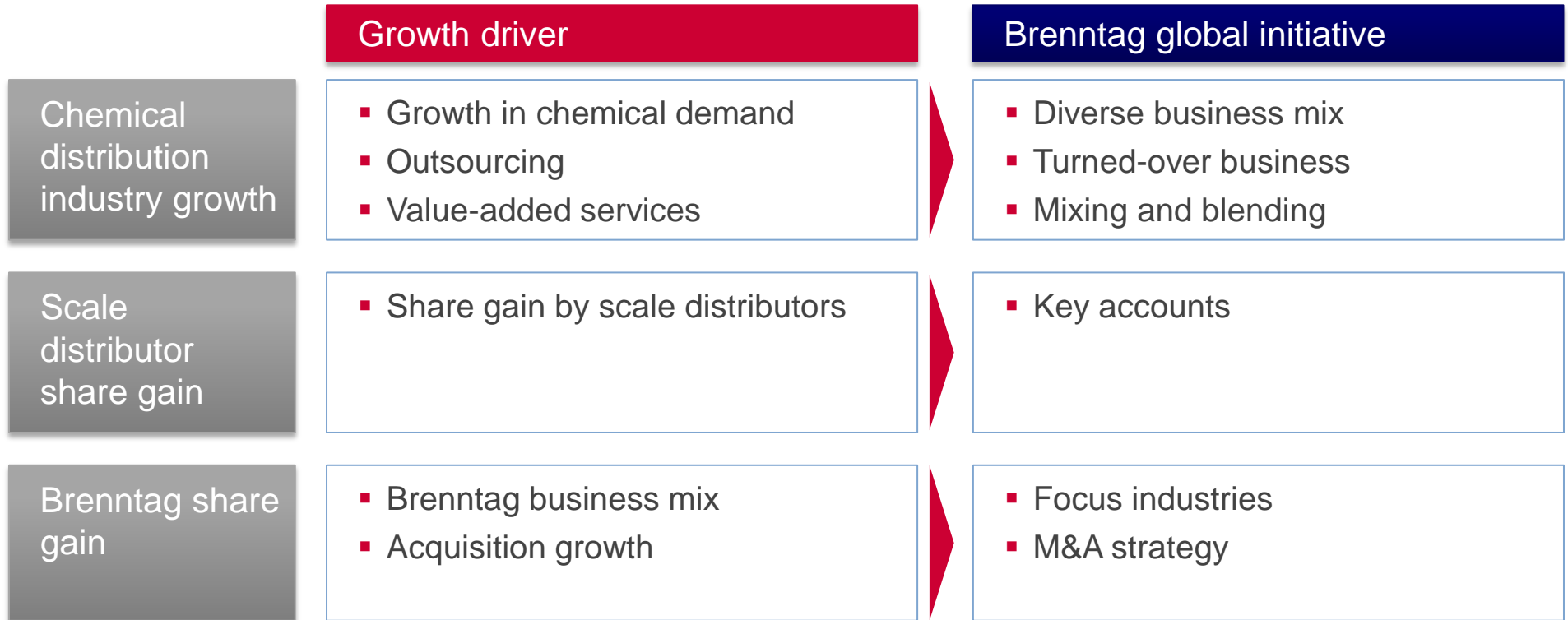


BCG Market Report (July 2013)

1) Excluding non-distribution relevant products like ethylene

**GROWTH DRIVERS**

**Multiple levers of organic growth and acquisition potential**



**Significant organic and acquisition growth potential**

**ACQUISITION OBJECTIVES****Significant potential for consolidation and external growth**

Building up  
scale and  
efficiencies

Expand  
geographic  
coverage

Improving full-  
line portfolio

**Brenntag's acquisition track record**

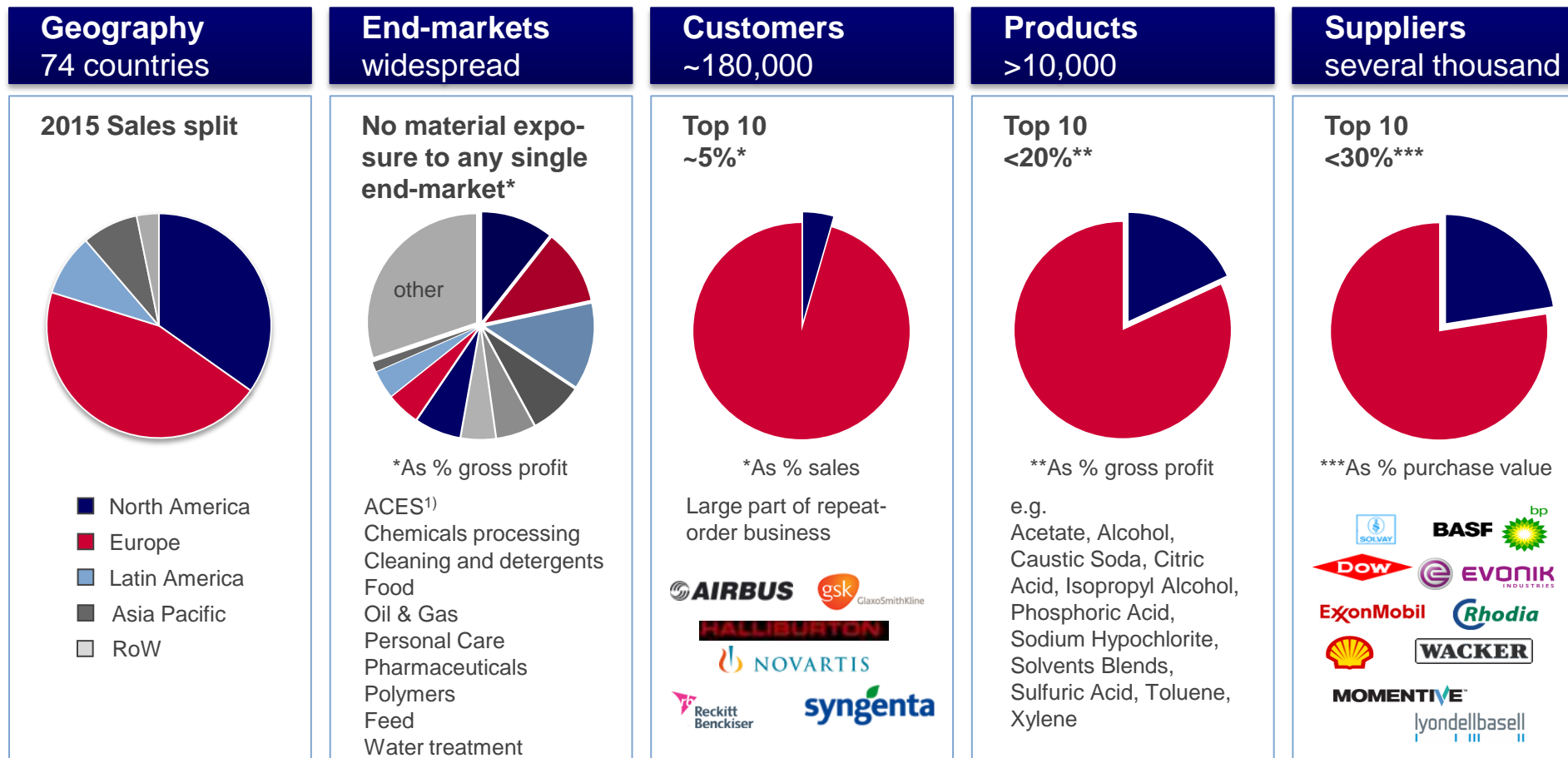
- 141 transactions since 1991, thereof 70 since 2007<sup>1)</sup>
- Total cost of acquisitions<sup>2)</sup> of EUR 1,507m from 2007 to May 2016
- Average investment amount of EUR 22m per transaction from 2007 to May 2016
- Synergy potential from cross-selling and cost saving opportunities mainly due to building up of scale and improved efficiency of acquisitions
- Market remains highly fragmented facilitating significant further consolidation potential

1) Without acquisitions performed by JV-Crest; including acquisitions performed until May 2016

2) Purchase price paid excluding debt assumed

## HIGH DIVERSIFICATION

# Diversity provides resilience and growth potential



Data for end-markets, customers, products and suppliers as per Management estimates

1) Adhesives, coatings, elastomers, sealants



## BARRIERS TO ENTRY

### High barriers to entry due to critical scale and scope

**Permits and licences**

**Infrastructure availability**

**Regulatory standards**

**Know-how**

**Rationalization of distribution relationships**

**Global reach**

**Significant  
capital  
resources and  
time required to  
create a global  
full-line  
distributor**

**MARKET DRIVEN**

**Excellence in execution due to balance of global scale and local reach**

**Global platform**

**Core management functions**

- Strategic direction
- Controlling and Treasury
- Information Technology
- Quality, Health, Safety, Environment

**Strategic growth initiatives**

- Strategic supplier relationships
- Turned-over business
- Focus industries
- Key accounts
- Mergers & Acquisitions

**Best practice transfer**

**Local reach**

- Better local understanding of market trends and adaptation to respective customer needs
- Entrepreneurial culture
- Clear accountability
- Strong incentivization with high proportion of variable compensation of management

## HIGHLY EXPERIENCED MANAGEMENT TEAM



**Steven Holland, CEO**

Region Latin America, Corp.  
Communications, Development, HR,  
HSE, Internal Audit, M&A, Compliance



**Georg Müller, CFO**

Corp. Accounting, Controlling, Finance &  
IR, IT, Legal, Risk, Management, Tax,  
Brenntag International Chemicals



**Karsten Beckmann**

Region Europe, Middle East &  
Africa, Global Accounts



**Markus Klähn**

Region North America



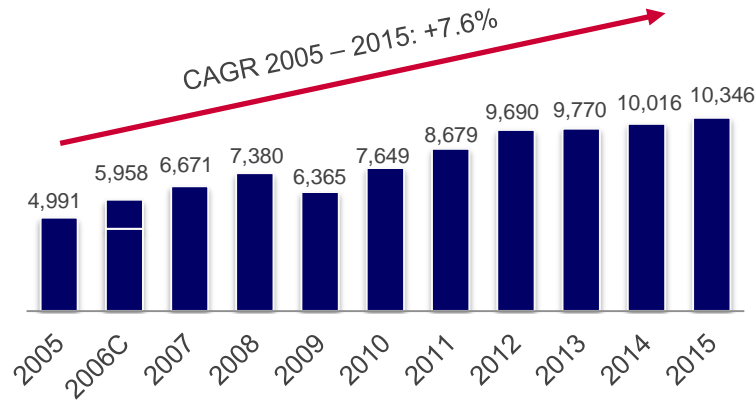
**Henri Nejade**

Region Asia Pacific,  
Global Sourcing

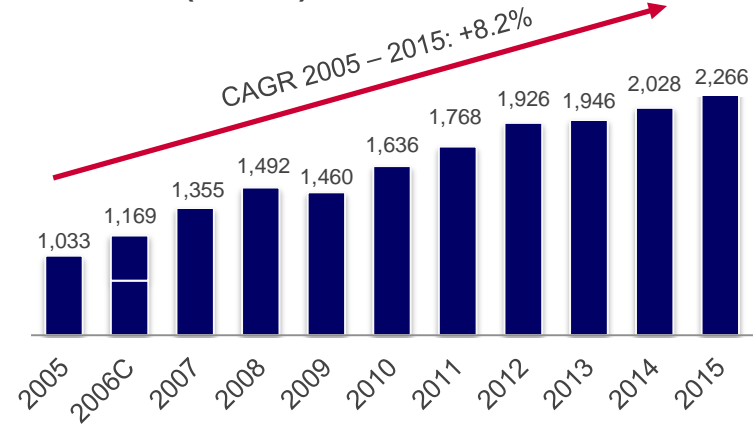
## STRONG FINANCIAL PROFILE

### Growth track record and resilience through the downturn

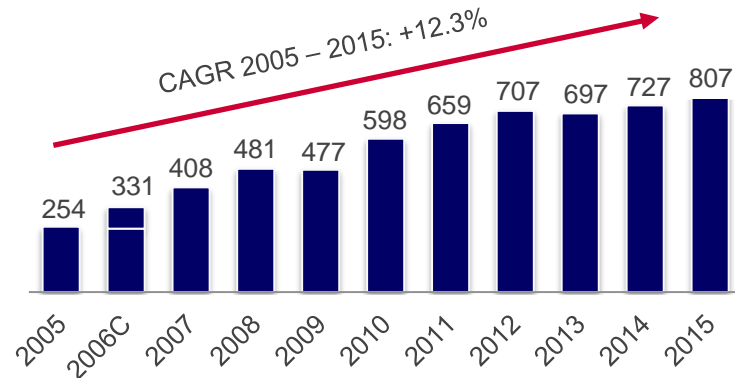
Sales (EUR m)



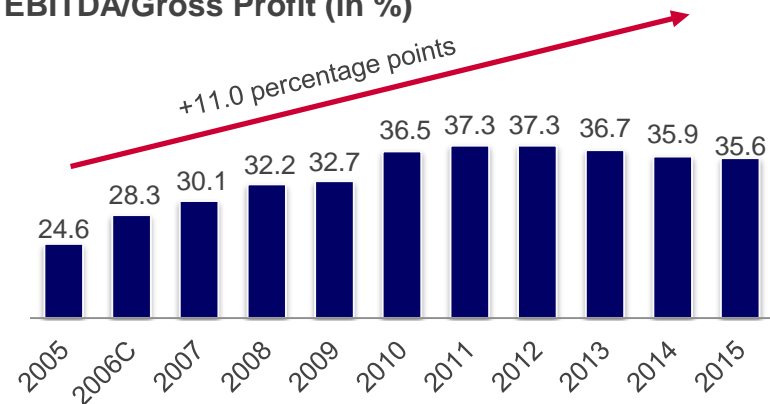
Gross Profit (EUR m)



EBITDA (EUR m)



EBITDA/Gross Profit (in %)



Notes: 2005: Brenntag predecessor; 2006: Brenntag and Brenntag predecessor combined and does not constitute pro forma financial information.  
 EBITDA / Gross Profit adjusted for non-recurring effects: 2012 = 11m, 2013 = 17m

## INVESTMENT HIGHLIGHTS

### **Brenntag is a highly attractive investment case**

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- Superior business model with resilience
- Excellence in execution
- Highly experienced management team
- Strong financial profile

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**HIGHLIGHTS Q1 2016****Introductory remarks to Q1 2016 earnings****Macro  
Economy**

Weakest quarter in terms of global PMI since 2012. Weak macro environment in Europe, North America and Latin America. Mixed picture in Asia Pacific.

**Gross profit**

Gross profit of EUR 586.6m growing at 5.3% (6.2% fx adjusted).

**Operating  
EBITDA**

Operating EBITDA of EUR 192.1m declining -1.5% (-0.7% fx adjusted).

**Venezuela**

Further massive devaluation of the local currency bolivars leading to a write-off in the financial result.

**EPS**

Earnings per Share of EUR 0.43 (down by 27.1%).

**Acquisitions**

Acquisitions made in Germany, South Africa and South Korea with an investment amount of about EUR 45 million.

## HIGHLIGHTS Q1 2016

### Acquisitions in Germany, South Africa and South Korea

Target	Rationale	Indicative annual EBITDA contribution (m EUR)	Investment Amount (m EUR)
Leis Polytechnik polymere Werkstoffe GmbH, Germany	specialized in the business with high-performance polymer compounds	2.3	~16
Plastichem Pty Ltd., South Africa	Specialty chemicals distributor focusing on high-performance polymers for plastics and rubber.	1.8	~9
ACU PHARMA und CHEMIE-Gruppe, Germany	Expansion of life science business and portfolio of value added services.	1.8	~10
Whanee Corporation, South Korea <sup>1)</sup>	Specialty chemicals distributor focusing on food and beverage ingredients, especially dairy, functional and flavor related products.	1.7	~10

**Total EV of ~EUR 45m for the 4 acquisitions with an average EV/EBITDA multiple of ~6.0x**

1) Closing expected end of Q2.



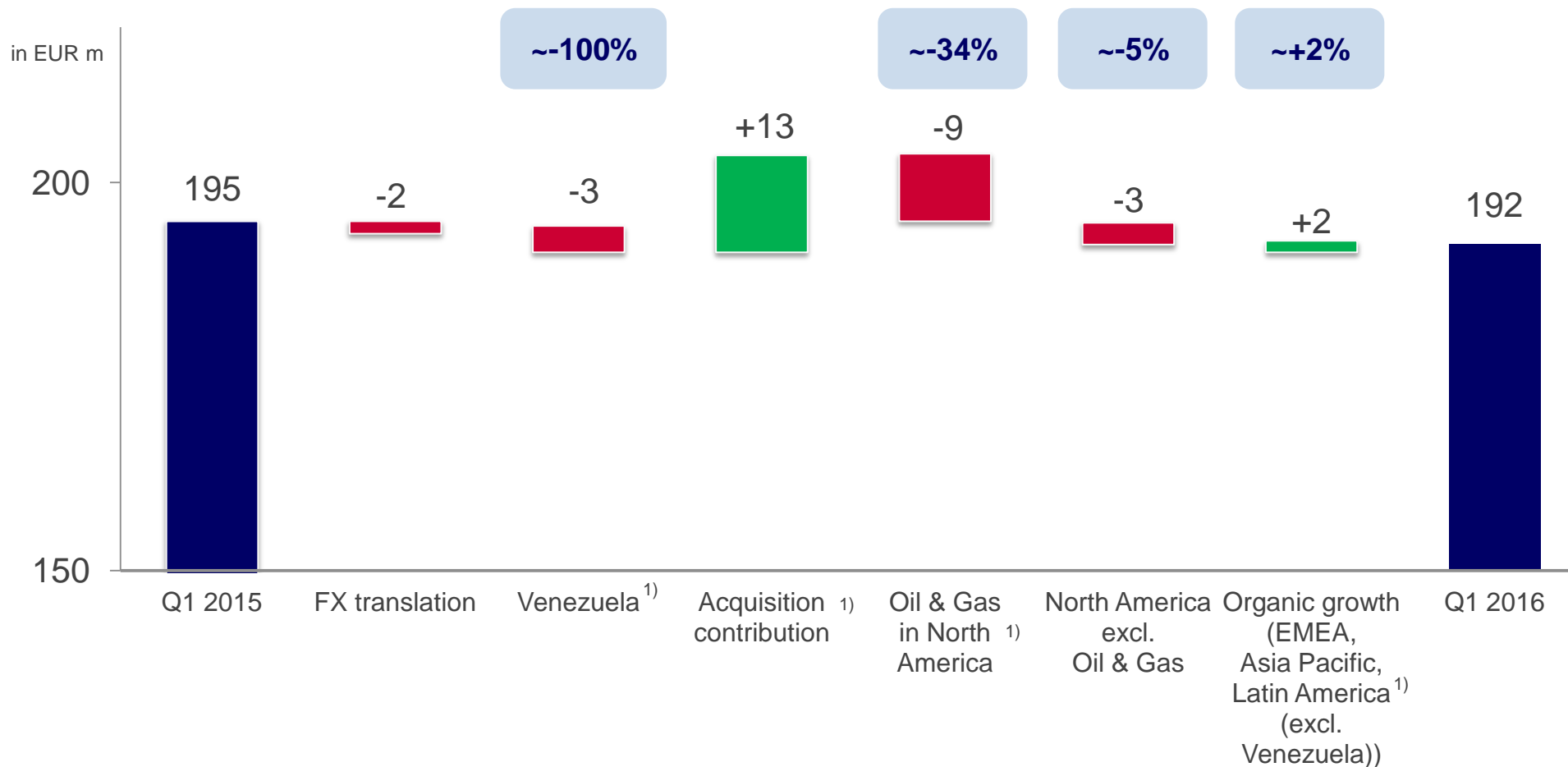
## FINANCIALS Q1 2016

### Income statement

in EUR m	Q1 2016	Q1 2015	Δ	Δ FX adjusted	2015
Sales	2,580.1	2,573.9	0.2%	1.3%	10,346.1
Cost of goods sold	-1,993.5	-2,016.6	-1.1%		-8,080.1
<b>Gross profit</b>	<b>586.6</b>	<b>557.3</b>	<b>5.3%</b>	<b>6.2%</b>	<b>2,266.0</b>
Expenses	394.5	-362.3	8.9%		-1,458.6
<b>Operating EBITDA</b>	<b>192.1</b>	<b>195.0</b>	<b>-1.5%</b>	<b>-0.7%</b>	<b>807.4</b>
Op. EBITDA / Gross profit	32.7%	35.0%			35.6%

FINANCIALS Q1 2016

Operating EBITDA bridge: Q1 2015 to Q1 2016



1) Calculations are partly based on assumptions made by management; Effects based on rounded figures

## FINANCIALS Q1 2016

## Income statement (continued)

in EUR m	Q1 2016	Q1 2015	Δ	2015
EBITDA	192.1	195.0	-1.5%	807.4
Depreciation	-28.8	-26.5	8.7%	-108.7
<b>EBITA</b>	<b>163.3</b>	<b>168.5</b>	<b>-3.1%</b>	<b>698.7</b>
Amortization <sup>1)</sup>	-12.2	-9.2	32.6%	-36.9
<b>EBIT</b>	<b>151.1</b>	<b>159.3</b>	<b>-5.1%</b>	<b>661.8</b>
Financial result <sup>2)</sup>	-49.7	-23.7	-109.7%	-112.5
EBT	101.4	135.6	-25.2%	549.3
<b>Profit after tax</b>	<b>66.0</b>	<b>91.2</b>	<b>-27.6%</b>	<b>368.1</b>
EPS	0.43	0.59	-27.1%	2.36
EPS excl. Amortization, Zhong Yung liability and Venezuela <sup>3)</sup>	0.66	0.63	-22.2%	2.68

1) Includes scheduled amortization of customer relationships amounting to EUR 9.2m in Q1 2016 (EUR 7.2m in Q1 2015 and EUR 27.7 million in 2015).

2) Thereof EUR -0.9m in Q1 2016 (EUR -0.6m in Q1 2015) are related to a change of the purchase price obligation for Zhong Yung (International) Chemical Ltd., which has to be recorded in the income statement according to IFRS (EUR -23.4m in 2015).

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

## FINANCIALS Q1 2016

### Update on Venezuela

#### Devaluation of local currency

- Ongoing political and economic turmoil
- In February 2016, the state of Venezuela announced significant changes to the official exchange rate mechanism
- Consequence: The local currency bolivar devalued by more than 90%
- Brenntag downsized the business to only 30 people, but we are still present
- Asset-write-off results in EUR 27m expense in financial result
- EBITDA around zero going forward (~EUR 12m EBITDA in 2015)

## FINANCIALS Q1 2016

## Cash flow statement

in EUR m	Q1 2016	Q1 2015	2015
Profit after tax	66.0	91.2	368.1
Depreciation & amortization	41.0	35.7	145.6
Income taxes	35.4	44.4	181.2
Income tax payments	-43.8	-53.8	-174.2
Interest result	20.3	18.2	71.5
Interest payments (net)	-7.4	-11.4	-67.2
Changes in current assets and liabilities	-53.8	-43.2	60.6
Change in purchase price obligation/IAS 32	1.2	0.9	24.9
Other	40.1	-21.9	-16.8
<b>Cash provided by operating activities</b>	<b>99.0</b>	<b>60.1</b>	<b>593.7</b>

## FINANCIALS Q1 2016

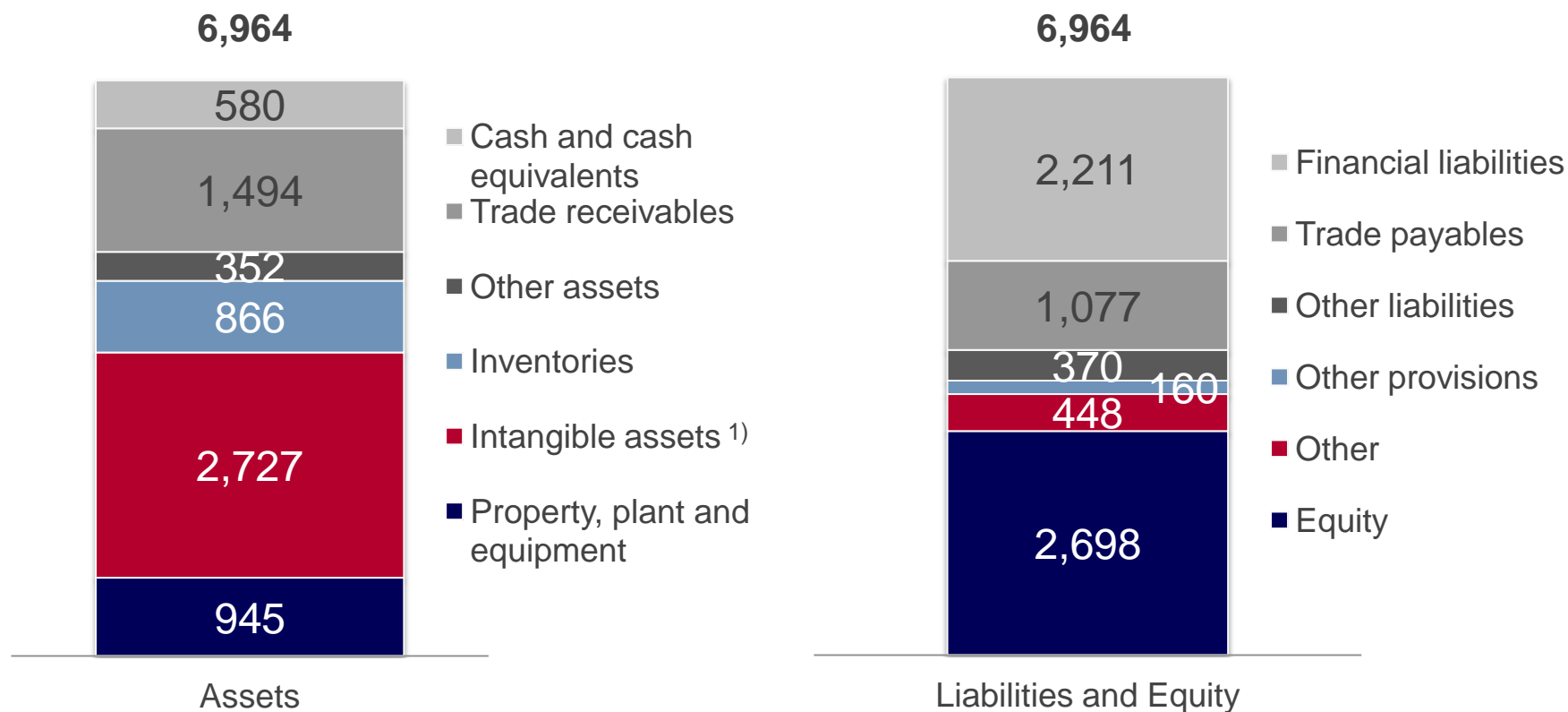
**Cash flow statement (continued)**

in EUR m	Q1 2016	Q1 2015	2015
Purchases of intangible assets and property, plant & equipment (PPE)	-24.0	-19.0	-126.7
Purchases of consolidated subsidiaries and other business units	-31.1	-25.6	-500.8
Other	-2.2	0.7	5.9
<b>Cash used for investing activities</b>	<b>-52.9</b>	<b>-43.9</b>	<b>-621.6</b>
Capital increase	-	-	-
Payments in connection with the capital increase	-	-	34.3
Repayments of liabilities related to acquisitions of non-controlling interests	-14.5	-	-
Dividends paid to minority shareholders	-	-	-1.9
Dividends paid to Brenntag shareholders	-	-	-139.1
Repayment of (-)/proceeds from (+) borrowings (net)	-6.3	-11.9	218.7
<b>Cash used for financing activities</b>	<b>-20.8</b>	<b>-11.9</b>	<b>112.0</b>
<b>Change in cash &amp; cash equivalents</b>	<b>25.3</b>	<b>4.3</b>	<b>84.1</b>

FINANCIALS Q1 2016

# Balance Sheet as of March 31, 2016

in EUR m



1) Of the intangible assets as of March 31, 2016, some EUR 1,252 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.

## FINANCIALS Q1 2016

## Balance Sheet and leverage

in EUR m	31 Mar 2016	31 Dec 2015	31 Mar 2015
Financial liabilities	2,211.1	2,255.2	2,032.0
./. Cash and cash equivalents	580.2	579.1	525.5
Net Debt	1,630.9	1,676.1	1,506.5
<b>Net Debt/Operating EBITDA <sup>1)</sup></b>	<b>2.0x</b>	<b>2.1x</b>	<b>2.0x</b>
Equity	2,698.4	2,690.5	2,565.7

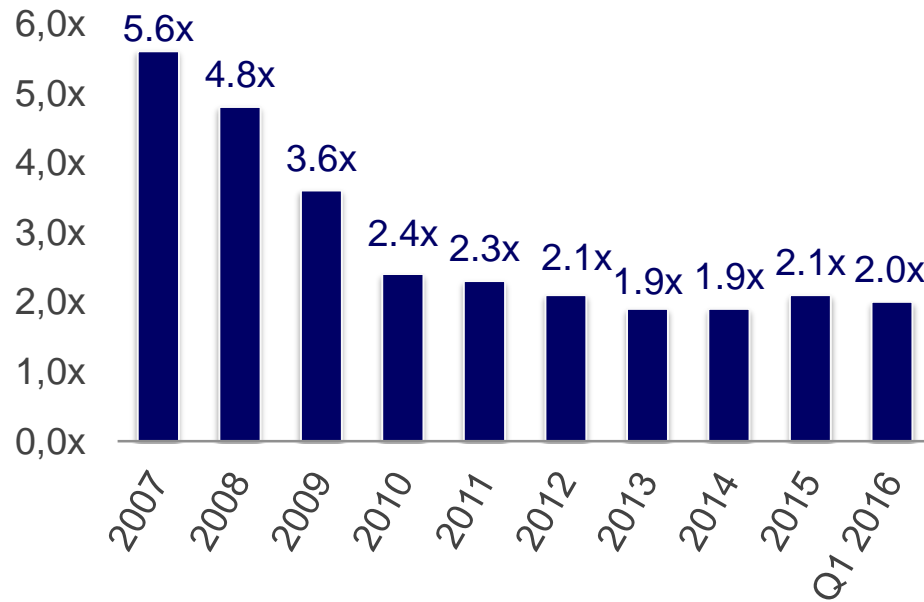
1) Operating EBITDA for the quarters on LTM basis.



FINANCIALS Q1 2016

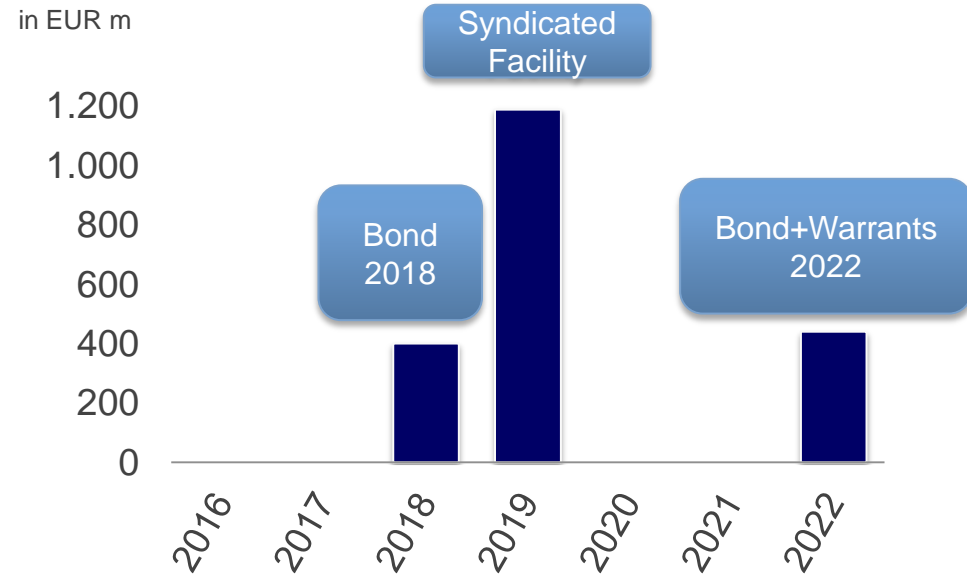
# Financial stability of Brenntag Group

Leverage: Net debt/Operating EBITDA <sup>1)</sup>



- Business demonstrates ability to de-leverage constantly
- Investment grade ratings from Standard & Poor's ("BBB") and Moody's ("Baa3")

Maturity profile as of Mar. 31, 2016



- Balanced and long-term maturity profile
- High flexibility due to undrawn revolving credit facility of EUR 600m

1) Net debt defined as current financial liabilities plus non-current financial liabilities less cash and cash equivalents.

## FINANCIALS Q1 2016

### Working capital

in EUR m	31 Mar 2016	31 Dec 2015	31 Mar 2015
Inventories	866.3	897.1	913.0
+ Trade receivables	1,494.3	1,426.5	1,605.9
./. Trade payables	1,077.1	1,055.5	1,174.4
<b>Working capital (end of period)</b>	<b>1,283.5</b>	<b>1,268.1</b>	<b>1,344.5</b>
Working capital turnover (year-to-date) <sup>1)</sup>	8.1x	8.0x	8.0x
Working capital turnover (last twelve months) <sup>2)</sup>	7.9x	8.0x	8.3x

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.

## FINANCIALS Q1 2016

**Free cash flow**

in EUR m	Q1 2016	Q1 2015	Δ	Δ	2015
EBITDA	192.1	195.0	-2.9	-1.5%	807.4
Capex	-17.6	-14.9	-2.7	18.1%	-130.1
Δ Working capital	-43.3	-19.1	-24.2	126.7%	87.0
<b>Free cash flow</b>	<b>131.2</b>	<b>161.0</b>	<b>-29.8</b>	<b>-18.5%</b>	<b>764.3</b>

## FINANCIALS Q1 2016

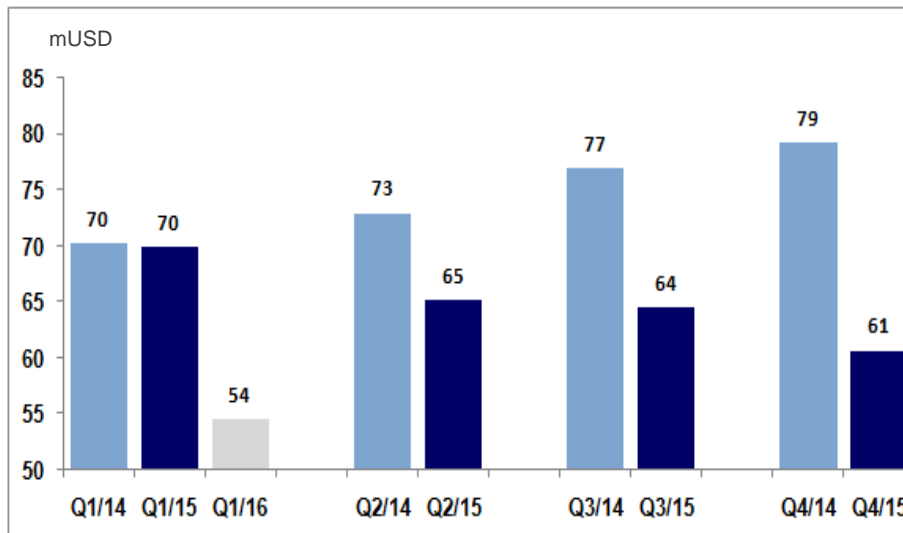
### Segments

in EUR m		Europe	North America	Latin America	Asia Pacific	All other segments	Group
<b>Operating gross profit</b>	<b>Q1 2016</b>	<b>267.6</b>	<b>244.2</b>	<b>43.6</b>	<b>41.9</b>	<b>3.1</b>	<b>600.4</b>
	Q1 2015	256.4	227.8	49.7	33.4	3.9	571.2
	Δ	4.4%	7.2%	-12.3%	25.4%	-20.5%	5.1%
	Δ FX adjusted	5.9%	5.9%	-6.0%	30.5%	-20.5%	6.1%
<b>Operating EBITDA</b>	<b>Q1 2016</b>	<b>88.3</b>	<b>84.6</b>	<b>12.4</b>	<b>14.9</b>	<b>-8.1</b>	<b>192.1</b>
	Q1 2015	88.2	87.9	15.4	11.1	-7.6	195.0
	Δ	0.1%	-3.8%	-19.5%	34.2%	6.6%	-1.5%
	Δ FX adjusted	1.8%	-5.3%	-13.3%	39.3%	6.6%	-0.7%

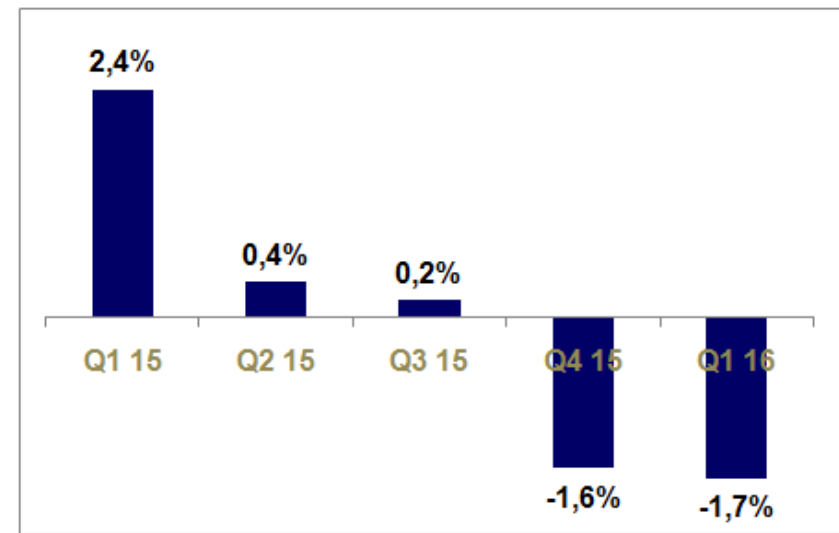
**FINANCIALS Q1 2016**

**Update North America: Reduction in Gross Profit with Oil & Gas customers and weak industrial production**

**Q1 2016: O&G Gross Profit**



**IP Growth US on prior year**



Total 2014 = USD 299m    Total 2015 = USD 260m

At constant FX Rates; IP Growth US source: Board of Governors of the Federal Reserve System

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## OUTLOOK

	2015 Q1 2016	Comments	Trend 2016
Sales	<p><b>EUR 10,346m</b></p> <p><b>EUR 2,580m</b></p>	<ul style="list-style-type: none"> <li>▪ In general weak macroeconomic environment.</li> <li>▪ Structural growth trends for chemical distributors and Brenntag in particular are expected to provide growth potential.</li> </ul>	
Gross profit	<p><b>EUR 2,266m</b></p> <p><b>EUR 587m</b></p>	<ul style="list-style-type: none"> <li>▪ Meaningful increase expected due to the acquisitions carried out in 2015.</li> <li>▪ All regions are expected to support the performance albeit to different degrees (for Latin America excl. Venezuela).</li> </ul>	
Operating EBITDA	<p><b>EUR 807m</b></p> <p><b>EUR 192m</b></p>	<ul style="list-style-type: none"> <li>▪ Overall operating EBITDA is expected to grow.</li> </ul>	
Profit after tax	<p><b>EUR 368m</b></p> <p><b>EUR 66m</b></p>	<ul style="list-style-type: none"> <li>▪ General development driven by growth of operating EBITDA.</li> <li>▪ Negative impact from asset – write-off in Venezuela.</li> </ul>	

## OUTLOOK

	2015 Q1 2016	Comments	Trend 2016
Working capital	<p><b>EUR 1,268m</b></p> <p><b>EUR 1,284m</b></p>	<ul style="list-style-type: none"> <li>▪ To a large extent a function of sales growth</li> <li>▪ Expected to grow significantly in 2016</li> </ul>	
Capex	<p><b>EUR 130m</b></p> <p><b>EUR 18m</b></p>	<ul style="list-style-type: none"> <li>▪ Capex spending increase to ca. EUR 150m driven by projects for business expansion.</li> </ul>	
Free Cash Flow	<p><b>EUR 764m</b></p> <p><b>EUR 131m</b></p>	<ul style="list-style-type: none"> <li>▪ As the reduction in working capital of 2015 is not expected to be repeated in 2016, we expect a reduction in free cash flow of more than 10% despite the positive EBITDA development.</li> </ul>	



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- Key investment highlights
- Financials Q1 2016
- Outlook
- **Appendix**

## APPENDIX

# Contents

	<b>Page</b>
<b>Longstanding history of more than 140 years</b>	44
<b>Top initiative</b>	
▪ Turned-over business	46
▪ Focused segment growth	47
▪ Key accounts	48
<b>North America – Efficient hub &amp; spoke system</b>	49
<b>North America – Oil &amp; Gas Value Chain</b>	50
<b>Committed to health, safety and the environment</b>	51
<b>Acquisitions have achieved three main objectives</b>	52
<b>Asia Pacific – Clearly defined strategy</b>	53
<b>China – Strategic market entry in 2011</b>	54

## APPENDIX

# Contents (continued)

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	<b>Page</b>
<b>Financials FY 2015</b>	55
<b>Dividend proposal</b>	65
<b>Financials 2008 – 2015</b>	66
<b>Shareholders exceeding the 3% or 5% thresholds as of May 2016</b>	68
<b>Share data</b>	69
<b>Bond data</b>	70
<b>Financial calendar</b>	71
<b>Contact</b>	72

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**BRENNTAG HISTORY****Longstanding history of more than 140 years**

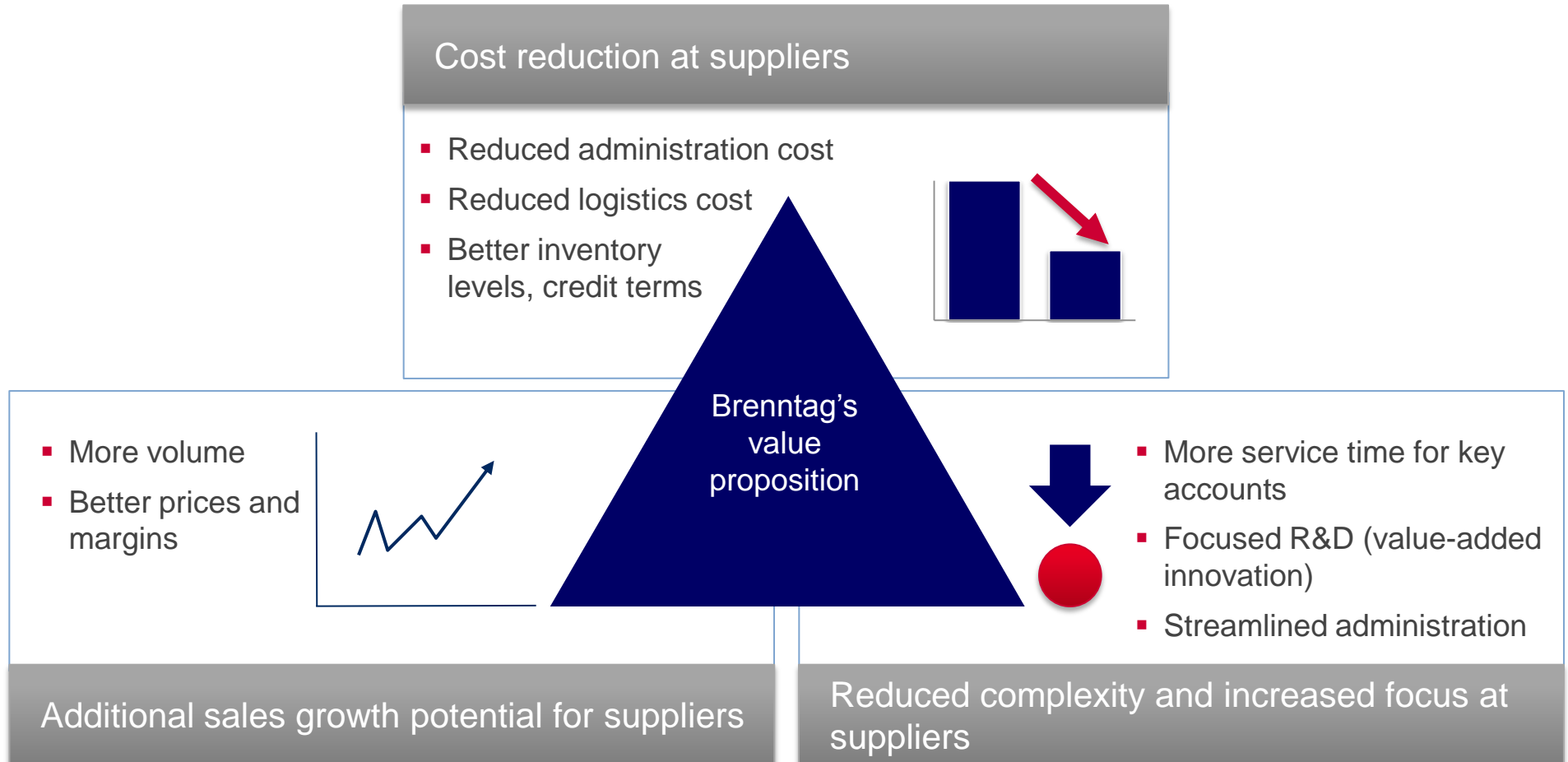
<b>Year</b>	<b>Event</b>
<b>1874</b>	<b>Philipp Mühsam founds the business in Berlin</b>
<b>1912</b>	<b>Entry into chemical distribution business</b>
<b>1966</b>	<b>Brenntag becomes international, acquiring Balder in Belgium</b>
<b>1970 – 1979</b>	<b>US business established; continued acquisitions in European and North American chemicals distribution business</b>
<b>1980 – 1989</b>	<b>Further expansion in North America</b>
<b>1990 – 2000</b>	<b>Expansion in Europe via acquisitions; takeover of Neuber Group in Austria establishes foothold in Central and Eastern Europe</b>
<b>2000</b>	<b>Acquisition of Holland Chemical International, at the time the fifth largest chemical distributor worldwide, providing global scale and a leading position in Latin America</b>

**BRENNTAG HISTORY (CONT.)****Longstanding history of more than 140 years**

<b>Year</b>	<b>Event</b>
<b>2000 – 2008</b>	<b>Becoming global market leader; acquisition of LA Chemicals (US, 2006), Schweizerhall (Switzerland, 2006) and Albion (UK and Ireland, 2006)</b>
<b>2008</b>	<b>Acquisition of Rhodia's distribution activities in 8 countries, establishing Asia Pacific platform</b>
<b>2010</b>	<b>IPO; acquisition of EAC Industrial Ingredients, substantially strengthening presence in Asia Pacific</b>
<b>2011</b>	<b>Market entry in China</b>
<b>2012</b>	<b>The free float of the Brenntag AG share reached 100% of the share capital, after final placement of Brachem Acquisition S.C.A.</b>
<b>2015</b>	<b>Acquisition of J.A.M. (USA) and G.H. Berlin Windward (USA): Strategic expansion of lubricants business in USA</b>

**TOP INITIATIVE – TURNED-OVER BUSINESS**

**Substantially increase supplier penetration by proactively taking over smaller customers from suppliers**



**TOP INITIATIVE – FOCUSED SEGMENT GROWTH**

**Significantly increase share in customer industries where Brenntag can achieve above average growth**



**Growth drivers**

Capturing cross-selling opportunities

Optimization of portfolio, leveraging of know-how across regions

Improvement of value proposition

Supported by M&A

1) Adhesives, coatings, elastomers, sealants

**TOP INITIATIVE – KEY ACCOUNTS****Increase business with pan-regional/global key customers based on increased demand****Concept**

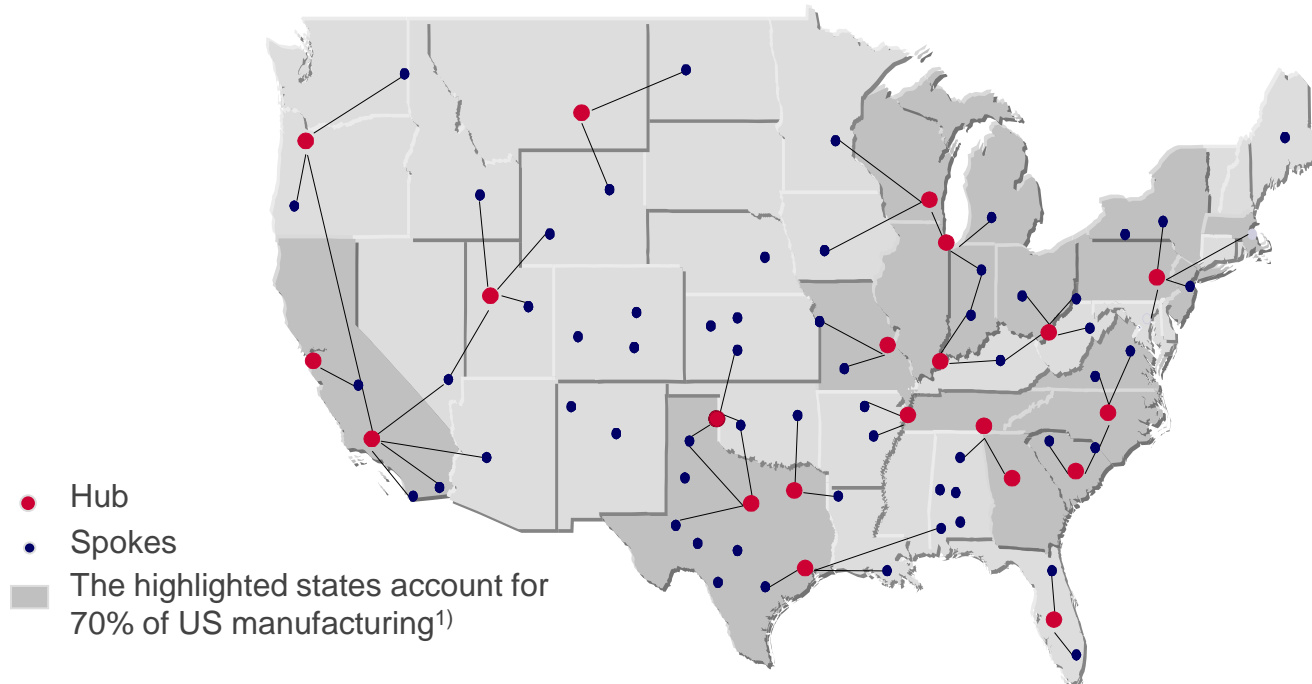
- Management believes amount spent by customers on chemical distribution may be 15% to 25% of their total chemical spending
- Partnering with an international distributor can greatly reduce the cost and time of supplier management, allowing customer procurement to focus on strategic materials
- International distribution can bundle customers' global usage to simplify the interaction with producers
- Knowledge gain at one customer site can be rapidly transferred to all other sites, thus lessening project development time, approval of alternate sources, or implementing best-in-class logistics
- One contract or working document applies to all business interactions leading to quicker implementation, reduced misunderstandings and elimination of regional differences
- An international distributor can grow with the customer as the customer enters new geographical and business markets
- Global corporations want to partner with a supplier that provides the security of a robust and uniform Sustainability Program, and Ethical work processes

**Customers who take advantage of Brenntag's truly global network contributed EUR 1,308m of sales in 2015**



## NORTH AMERICA – EFFICIENT HUB & SPOKE SYSTEM

### Efficient management of stock and storage utilization



- **Larger distribution sites (“hubs”)** are fully equipped with tanks, filling stations, mixing and blending facilities and storage facilities for packaged products
- **Smaller distribution sites (“spokes”)** represent warehouse facilities for packaged products that are supplied from the larger sites

1) BEA Bureau of Economic Analysis

# NORTH AMERICA

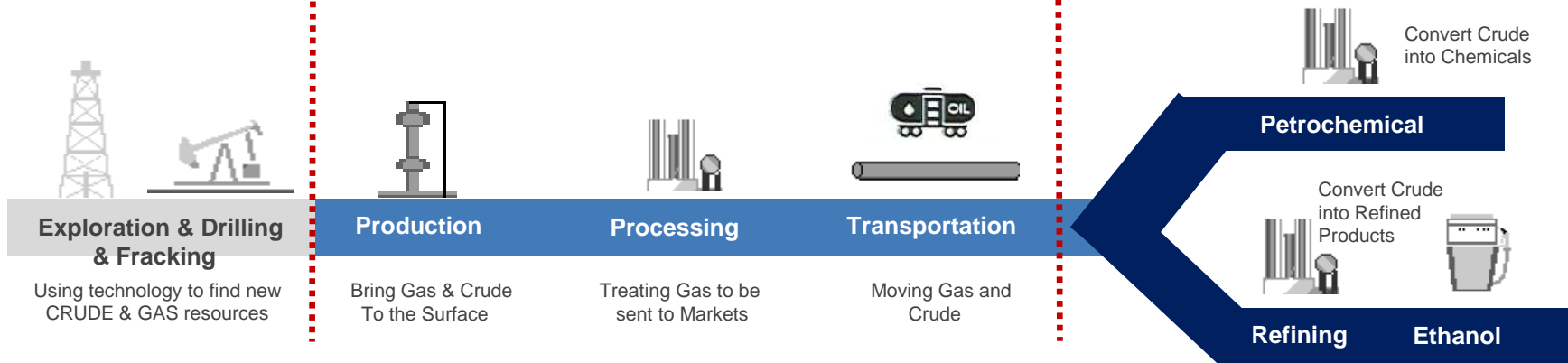
## Oil and Gas Value Chain



### Upstream

### Midstream

### Downstream



## HSE

# Committed to health, safety and the environment

### Committed to the principles of Responsible Care/Responsible Distribution<sup>1)</sup>

- Product responsibility
- Plant safety
- Occupational safety and health
- Comprehensive environment protection (air, water, soil, raw materials, waste)
- Transport safety

### Brenntag Approach

**Programs and regular training**

**Clear guidelines and procedures**

**Appropriate equipment**

**Behaviour-based safety**

**Regular reporting to Board**

1) Program of the International Council of Chemical Trade Associations

**ACQUISITION HISTORY****Acquisitions have achieved three main objectives****Building up scale & efficiencies**

- Biesterfeld, Germany, 2002
- Albion, UK and Ireland, 2006
- Schweizerhall, Switzerland, 2006
- Quadra and LA Chemicals, Western US, 2006
- Ulrich Chemicals, Mid-South US, 2007
- Houghton Chemicals, North-Eastern US, 2010
- G.S. Robins, Northern US, 2011
- The Treat-Em-Rite Corporation, Coastal US, 2012
- Kemira Water Denmark A/S, Denmark, 2014
- Philchem, Inc., Houston, Texas, USA 2014

**Expanding geographic coverage**

- Neuber, CEE, 2000
- Holland Chemical Intl., Canada/LA/Nordic, 2000
- Group Alliance, North Africa, 2005
- Dipol, Ukraine & Russia, 2008
- Rhodia, Asia, 2008
- EAC Industrial Ingredients, Asia, 2010
- Zhong Yung (International) Chemical, China, 2011
- ISM/Salkat Group, Asia, 2012
- Quimicas Merono, Spain, 2015
- TAT Group, Singapore, Asia, 2015
- Trychem FZC, Dubai, UAE, 2015
- Whanee Corporation, South Korea 2016

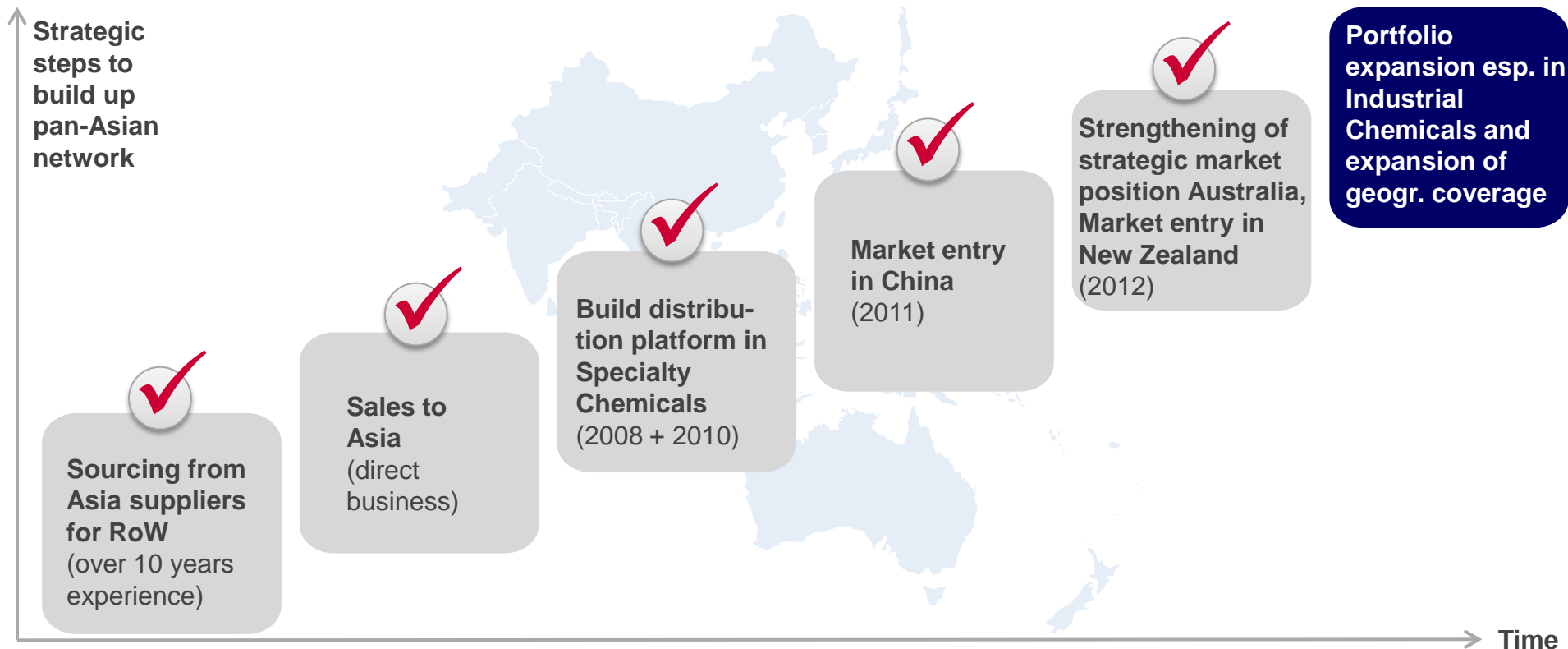
**Improving full-line portfolio**

- ACES<sup>1),2</sup> distributors in UK and Canada, 2004 & 2007
- Food, 6 distributors in EU & LA, 2005-09
- Oil & Gas, 3 distributors in NA, 2005-08
- Food, Riba (Spain), Amco (Mexico), 2010 & 2011
- Lubricant additives, Multisol (UK), 2011
- C & C, Food, Delanta, LA, 2012
- Water treatment, Altivia Corp., NA, 2012
- Lubricants, Lubrication Serv., NA, 2013
- Biotech & Food, Zytex, India, 2013
- Solvents, Gafor, Brazil, 2014
- Food, Chimab, Italy, 2014
- Specialties, SurtiQuímicos, Colombia 2014
- Industrial chemicals, Fred Holmberg & Co AB, Sweden, 2014
- Food, Lionheart, ZA, 2015
- Cosmetics, Parkoteks Kimya, Turkey, 2015
- Lubricants, J.A.M.+ Berlin-Windwardin NA, 2015
- Leis Polytechnik + ACU, Germany, 2016
- Plastichem, South Africa, 2016

1) Adhesives, coatings, elastomers, sealants

## ASIA PACIFIC

### Clearly defined strategy



**Brenntag's goal: Full-line distribution in Asia Pacific with access to various markets**

**CHINA****Strategic market entry in 2011**

- Acquisition of Zhong Yung (International) Chemical Ltd.
- Purchase of the first tranche of 51% end of August 2011 and consolidation since Sept. 1, 2011
- Acquisition of the remaining stake is contracted for 2016
- Zhong Yung is focused on the distribution of solvents with established commercial and logistical infrastructure in the key economic regions in China



**HIGHLIGHTS 2015****Introductory remarks to 2015 earnings**

<b>Macro Economy</b>	Moderately positive momentum in Europe. Ongoing weakness in North America. Latin America remains challenging and positive picture in Asia.
<b>Gross profit</b>	Gross profit of EUR 2,266.0m with a growth of 11.8% (2.4% fx adjusted)
<b>EBITDA</b>	Operating EBITDA of EUR 807.4m with growth of 11.1% (0.7% fx adjusted) is at upper end of guidance range of EUR 790m to 810m
<b>Free Cash Flow</b>	Strong free cash flow of EUR 764.3m (+46.5% vs. previous year)
<b>EPS</b>	Earnings per share of EUR 2.36 / adjusted earnings per share of EUR 2.68
<b>Dividend</b>	Proposed dividend payment of EUR 1.00 per share represents increase of 11.1%
<b>Acquisitions</b>	Execution of value accretive acquisitions with a total Enterprise Value of more than EUR 550m

**HIGHLIGHTS 2015****Successful execution of M&A strategy in 2015**

- **Total Enterprise Values acquired of > EUR 550m in 2015**

Main acquisitions:

- **J.A.M. (USA) and G.H. Berlin Windward (USA):** Strategic expansion of lubricants business in USA / both companies are TOP 5 players in that market
- **TAT Group (Singapore):** Strategic step within market for distribution of Industrial Chemicals in South East Asia
- Bolt-on acquisitions in Europe: **Fred Holmberg (Sweden), Quimicas Meroño (Spain), Parkoteks (Turkey),**
- **Lionheart (South Africa):** Expansion of Specialty Chemicals business in South Africa
- **Trychem (Dubai):** Strategic market entry into Middle East



**Acquisitions enhance our product and services portfolio and improve our geographical coverage**



## FINANCIALS 2015

### Income statement

in EUR m	2015	2014	Δ	Δ FX adjusted
Sales	10,346.1	10,015.6	3.3%	-4.6%
Cost of goods sold	-8,080.1	-7,988.1	1.2%	
<b>Gross profit</b>	<b>2,266.0</b>	<b>2,027.5</b>	<b>11.8%</b>	<b>2.4%</b>
Expenses	-1,458.6	-1,300.6	12.1%	
<b>EBITDA</b>	<b>807.4</b>	<b>726.9</b>	<b>11.1%</b>	<b>0.7%</b>
Add back transaction costs <sup>1)</sup>	-	-0.2		
<b>Operating EBITDA</b>	<b>807.4</b>	<b>726.7</b>	<b>11.1%</b>	<b>0.7%</b>
Operating EBITDA/Gross profit	35.6%	35.8%		

1) Transaction costs are costs connected with restructuring and refinancing under company law.

## FINANCIALS 2015

## Income statement (continued)

in EUR m	2015	2014	Δ
EBITDA	807.4	726.9	11.1%
Depreciation	-108.7	-99.4	9.4%
<b>EBITA</b>	<b>698.7</b>	<b>627.5</b>	<b>11.3%</b>
Amortization <sup>1)</sup>	-36.9	-35.9	2.8%
<b>EBIT</b>	<b>661.8</b>	<b>591.6</b>	<b>11.9%</b>
Financial result <sup>2)</sup>	-112.5	-83.8	34.2%
EBT	549.3	507.8	8.2%
<b>Profit after tax</b>	<b>368.1</b>	<b>339.7</b>	<b>8.4%</b>
EPS	2.36	2.20	7.3%
EPS excl. Amortization and Zhong Yung liability <sup>3)</sup>	2.68	2.32	15.5%

1) This figure includes for 2015 scheduled amortization of customer relationships totalling EUR 27.7 million (2014: EUR 28.3m).

2) Thereof EUR -23.4m in 2015 are related to a change of the purchase price obligation for Zhong Yung (International) Chemical Ltd., which has to be recorded in the income statement according to IFRS (EUR 6.1m in 2014 )

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

## FINANCIALS 2015

## Cash flow statement

in EUR m	2015	2014
Profit after tax	368.1	339.7
Depreciation & amortization	145.6	135.3
Income taxes	181.2	168.1
Income tax payments	-174.2	-164.8
Interest result	71.5	73.4
Interest payments (net)	-67.2	-70.2
Changes in current assets and liabilities	60.6	-90.4
Change in purchase price obligation/IAS 32	24.9	-4.0
Other	-16.8	-17.4
<b>Cash provided by operating activities</b>	<b>593.7</b>	<b>369.7</b>

## FINANCIALS 2015

## Cash flow statement (continued)

in EUR m	2015	2014
Purchases of intangible assets and property, plant & equipment	-126.7	-103.0
Purchases of consolidated subsidiaries and other business units	-500.8	-82.0
Other	5.9	6.8
<b>Cash used for investing activities</b>	<b>-621.6</b>	<b>-178.2</b>
Capital increase	-	-
Payments in connection with the capital increase	34.3	-
Purchases of shares in companies already consolidated	-	-
Dividends paid to minority shareholders	-1.9	-1.8
Dividends paid to Brenntag shareholders	-139.1	-133.9
Repayment of (-)/proceeds from (+) borrowings (net)	218.7	-13.6
<b>Cash used for financing activities</b>	<b>112.0</b>	<b>-149.3</b>
<b>Change in cash &amp; cash equivalents</b>	<b>84.1</b>	<b>42.2</b>

## FINANCIALS 2015

## Balance Sheet and leverage

in EUR m	31 Dec 2015	31 Dec 2014	31 Dec 2013	31 Dec 2012	31 Dec 2011	31 Dec 2010
Financial liabilities	2,255.2	1,901.6	1,768.5	1,829.5	1,952.4	1,783.8
./. Cash and cash equivalents	579.1	491.9	426.8	346.6	458.8	362.9
Net Debt	1,676.1	1,409.7	1,341.7	1,482.9	1,493.6	1,420.9
<b>Net Debt/ Operating EBITDA</b>	<b>2.1x</b>	<b>1.9x</b>	<b>1.9x</b>	<b>2.1x</b>	<b>2.3x</b>	<b>2.4x</b>
Equity <sup>1)</sup>	2,690.5	2,356.9	2,093.7	1,944.2	1,737.6	1,617.9

1) The values of 31 December 2012 and 31 December 2011 were revised due to the initial application of the revised version of IAS 19 (Employee Benefits (revised 2011)).

## FINANCIALS 2015

### Working capital

in EUR m	31 Dec 2015	31 Dec 2014	31 Dec 2013	31 Dec 2012	31 Dec 2011	31 Dec 2010
Inventories	897.1	865.8	757.1	760.4	696.8	606.1
+ Trade receivables	1,426.5	1,407.2	1,248.8	1,266.4	1,220.9	1,059.7
./. Trade payables	1,055.5	1,046.2	961.5	1,008.2	956.6	834.1
<b>Working capital (end of period)</b>	<b>1,268.1</b>	<b>1,226.8</b>	<b>1,044.4</b>	<b>1,018.6</b>	<b>961.1</b>	<b>831.7</b>
Working capital turnover (year-to-date) <sup>1)</sup>	8.0x	8.6x	9.0x	9.2x	9.3x	10.2x

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

## FINANCIALS 2015

### Free cash flow

in EUR m	2015	2014	Δ	Δ
EBITDA	807.4	726.9	80.5	11.1%
CAPEX	-130.1	-104.8	-25.3	24.1%
Δ Working capital	87.0	-100.5	-187.5	-186.6%
<b>Free cash flow</b>	<b>764.3</b>	<b>521.6</b>	<b>242.7</b>	<b>46.5%</b>

## FINANCIALS 2015

### Segments FY 2015

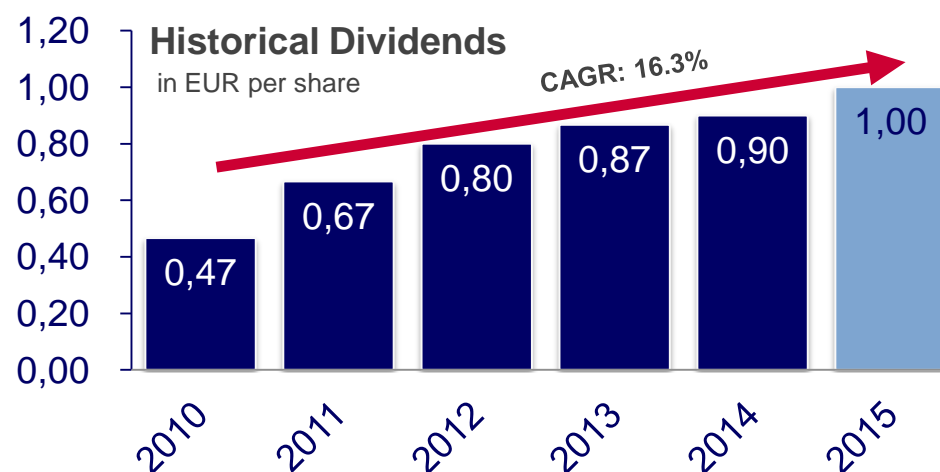
in EUR m		EMEA	North America	Latin America	Asia Pacific	All other segments	Group
<b>Operating gross profit</b>	<b>2015</b>	<b>1,024.2</b>	<b>942.6</b>	<b>201.2</b>	<b>140.0</b>	<b>13.7</b>	<b>2,321.7</b>
	2014	972.0	802.2	169.5	120.7	13.8	2,078.2
	Δ	5.4%	17.5%	18.7%	16.0%	-0.7%	11.7%
	Δ FX adjusted	3.6%	-0.5%	9.8%	2.3%	-0.7%	2.3%
<b>Operating EBITDA</b>	<b>2015</b>	<b>353.0</b>	<b>365.6</b>	<b>64.7</b>	<b>50.3</b>	<b>-26.2</b>	<b>807.4</b>
	2014	335.9	323.6	46.8	41.2	-20.8	726.7
	Δ	5.1%	13.0%	38.2%	22.1%	26.0%	11.1%
	Δ FX adjusted	3.2%	-4.6%	29.1%	7.0%	26.0%	0.7%



## FINANCIALS 2015

## Dividend proposal

in EUR m	2015	2014	Δ
Profit after tax	368.1	339.7	8.4%
Less minority interest	3.1	0.4	
Profit after tax (consolidated) attributable to shareholders of Brenntag AG	365.0	339.3	7.6%
Proposed dividend payment	154.5	139.1	
<b>Proposed Dividend per share in EUR</b>	<b>1.00</b>	<b>0.90</b>	<b>11.1%</b>
<b>Payout ratio</b>	<b>42.3%</b>	<b>41.0%</b>	



## RONA

### Increasing value added and returns

in EUR m	2008	2009	2010	2011	2012	2013	2014	2015
Sales	7,380	6,365	7,649	8,679	9,690	9,770	10,016	10,346
Cost of goods sold	5,887	4,905	6,013	6,911	7,764	7,824	7,988	8,080
Gross profit	1,492	1,460	1,636	1,768	1,926	1,946	2,028	2,266
Expenses	1,011	983	1,039	1,109	1,219	1,249	1,301	1,459
<b>EBITDA</b>	<b>481</b>	<b>477</b>	<b>598</b>	<b>659</b>	<b>707</b>	<b>697</b>	<b>727</b>	<b>807</b>
EBITDA/ Gross profit	32%	33%	37%	37%	37%	36%	36%	36%
<b>EBITA</b>	<b>398</b>	<b>394</b>	<b>514</b>	<b>570</b>	<b>610</b>	<b>596</b>	<b>628</b>	<b>699</b>
<b>RONA<sup>1)</sup></b>	<b>24.4%</b>	<b>26.8%</b>	<b>33.0%</b>	<b>32.5%</b>	<b>32.0%</b>	<b>30.6%</b>	<b>31.1%</b>	<b>31.6%</b>

1) RONA is defined as EBITA divided by the sum of average PPE plus average working capital.

## CASH FLOW

### Strong cash generation over the past years

in EUR m	2008	2009	2010	2011	2012	2013	2014	2015
EBITDA	480.9	476.6	597.6	658.8	707.0	696.8	726.9	807.4
CAPEX	-84.3	-71.8	-85.1	-86.0	-94.7	-97.2	-104.8	-130.1
Δ Working capital	-53.5	242.0	-136.4	-61.0	-33.0	-56.2	-100.5	87.0
<b>Free cash flow</b> <sup>1)</sup>	<b>343.1</b>	<b>646.8</b>	<b>376.1</b>	<b>511.8</b>	<b>579.3</b>	<b>543.4</b>	<b>521.6</b>	<b>764.3</b>
Average working capital <sup>2)</sup>	833.1	691.9	752.4	928.3	1,048.8	1,090.0	1,161.8	1,295.1
<b>Working capital turnover</b> <sup>3)</sup>	<b>8.9x</b>	<b>9.2x</b>	<b>10.2x</b>	<b>9.3x</b>	<b>9.2x</b>	<b>9.0x</b>	<b>8.6x</b>	<b>8.0x</b>

1) Free Cash Flow is calculated as EBITDA – Capex +/- Δ Working Capital.

2) Average Working Capital is defined for a particular year as the mean average of the values for working capital at each of the following five times: the beginning of the year, the end of each of the first, second and third quarters, and the end of the year.

3) Working Capital Turnover is defined as Sales divided by Average Working Capital.

**SHAREHOLDER STRUCTURE****Shareholders exceeding the 3% or 5% threshold as of May 2016**

<b>Shareholder</b>	<b>Proportion in %</b>	<b>Date of notification</b>
BlackRock	>5%	March 24, 2016
Threadneedle	>5%	July 23, 2012
Sun Life/MFS	>5%	July 3, 2012
Oppenheimer Funds	>3%	December 7, 2015
Norges Bank	>3%	December 2, 2015
Allianz Global Investors	>3%	February 26, 2014

**SHARE DATA**

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<b>ISIN</b>	DE000A1DAH0
<b>Stock symbol</b>	BNR
<b>Listed since</b>	29 March 2010
<b>Subscribed capital</b>	EUR 154,500,000.00
<b>Outstanding shares</b>	154,500,000
<b>Class of shares</b>	Registered shares
<b>Free float</b>	100%
<b>Official market</b>	Prime Standard XETRA and Frankfurt
<b>Regulated unofficial markets</b>	Berlin, Stuttgart
<b>Designated sponsors</b>	Deutsche Bank AG, ICF Kursmakler AG
<b>Indices</b>	MDAX <sup>®</sup> , MSCI, Stoxx Global, Stoxx Europe

## BOND DATA

	Bond 2018	Bond (with Warrants) 2022
<b>Issuer</b>	Brenntag Finance B.V.	Brenntag Finance B.V.
<b>Listing</b>	Luxembourg Stock Exchange	Frankfurter Freiverkehr
<b>ISIN</b>	XS0645941419	DE000A1Z3XQ6
<b>Aggregate principal amount</b>	EUR 400,000,000	USD 500,000,000
<b>Denomination</b>	EUR 1,000	USD 250,000
<b>Minimum transferable amount</b>	EUR 50,000	USD 250,000
<b>Coupon</b>	5.50%	1.875%
<b>Interest payment</b>	19 July	Semi annual: Jun. 2 / Dec. 2
<b>Maturity</b>	19 July 2018	Dec. 2, 2022

**FINANCIAL CALENDAR**

<b>Date</b>	<b>Event</b>
April 7, 2016	Mainfirst Corporate Conference, Kopenhagen
May 9, 2016	Interim Report Q1 2016
May 25, 2016	Berenberg Conference Tarrytown, New York
June 8 - 9, 2016	Deutsche Bank German/Austrian Corporate Conference, Berlin
June 14, 2016	General Shareholders' Meeting, Duesseldorf
June 28, 2016	Goldman Sachs European Business Services Conference, London
August 10, 2016	Interim Report Q2 2016
November 9, 2016	Interim Report Q3 2016

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