



# The Chemours Company

## Second Quarter 2016 Earnings Presentation

August 9, 2016

# Safe Harbor Statement

This presentation contains forward-looking statements, which often may be identified by their use of words like “plans,” “expects,” “will,” “believes,” “intends,” “estimates,” “anticipates” or other words of similar meaning. These forward-looking statements address, among other things, our anticipated future operating and financial performance, business plans and prospects, transformation plans, resolution of environmental liabilities, litigation and other contingencies, plans to increase profitability, our ability to pay or the amount of any dividend, and target leverage that are subject to substantial risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements. Forward-looking statements are not guarantees of future performance and are based on certain assumptions and expectations of future events which may not be realized. The matters discussed in these forward-looking statements are subject to risks, uncertainties and other factors that could cause actual results to differ materially from those projected, anticipated or implied in the forward-looking statements, as further described in our filings with the Securities and Exchange Commission, including our annual report on Form 10-K for the fiscal year ended December 31, 2015. Chemours undertakes no duty to update any forward-looking statements.

This presentation contains certain supplemental measures of performance that are not required by, or presented in accordance with, generally accepted accounting principles in the United States (“GAAP”). These Non-GAAP measures include Adjusted Net Income (Loss), Adjusted EPS, Adjusted EBITDA and Free Cash Flow, which should not be considered as replacements of GAAP. Free Cash Flow is defined as Cash from Operations minus cash used for PP&E purchases. Further information with respect to and reconciliations of such measures to the nearest GAAP measure can be found in the schedules to the press release or the appendix hereto.

Management uses Adjusted Net Income (Loss), Adjusted EPS, Adjusted EBITDA and Free Cash Flow to evaluate the Company’s performance excluding the impact of certain non-cash charges and other special items in order to have comparable financial results to analyze changes in our underlying business from quarter to quarter.

Historical results prior to July 1, 2015 are presented on a stand-alone basis from DuPont historical results and are subject to certain adjustments and assumptions as indicated in this presentation, and may not be an indicator of future performance.

Additional information for investors is available on the company’s website at [investors.chemours.com](http://investors.chemours.com).

# Highlights

Delivered ~\$100 million of transformation plan cost reductions through second quarter

Completed strategic review of Chemical Solutions Portfolio and closed the sale of Sulfur Products for \$325 million

Began implementing additional TiO<sub>2</sub> price increases

Significant Free Cash Flow improvement through second quarter on strong working capital performance

Reduced ~\$100 million of debt year-to-date; \$92 million in the second quarter

# 2Q16 Overview

(\$ in millions unless otherwise noted)

## Second Quarter Financial Summary

	2Q16	2Q15	Δ Yr/Yr	1Q16	Δ Seq.
Net Sales	\$1,383	\$1,508	(\$125)	\$1,297	\$86
Adj. EBITDA	187	127	\$60	128	\$59
<i>Adj. EBITDA Margin (%)</i>	13.5	8.4	5.1	9.9	3.6
Net Income (loss)	(18)	(18)	0	51	(69)
Adj. Net Income	49	17	32	11	38
EPS <sup>1</sup>	(\$0.10)	(\$0.10)	\$0	\$0.28	(\$0.38)
Adj. EPS <sup>1</sup>	\$0.27	\$0.09	\$0.18	\$0.06	\$0.21
Free Cash Flow <sup>2</sup>	\$11	(\$145)	\$156	(\$219)	\$230

### Year-over-year

- Transformation Plan cost reductions and Opteon™ growth were partially offset by lower TiO<sub>2</sub> pricing and currency headwinds
- Continued meaningful improvement in Free Cash Flow performance

### Sequentially

- Benefits from seasonal TiO<sub>2</sub> and refrigerant volumes, higher TiO<sub>2</sub> pricing, cost reductions and Opteon™ growth led to improved profitability

See reconciliation of non-GAAP measures in the Appendix

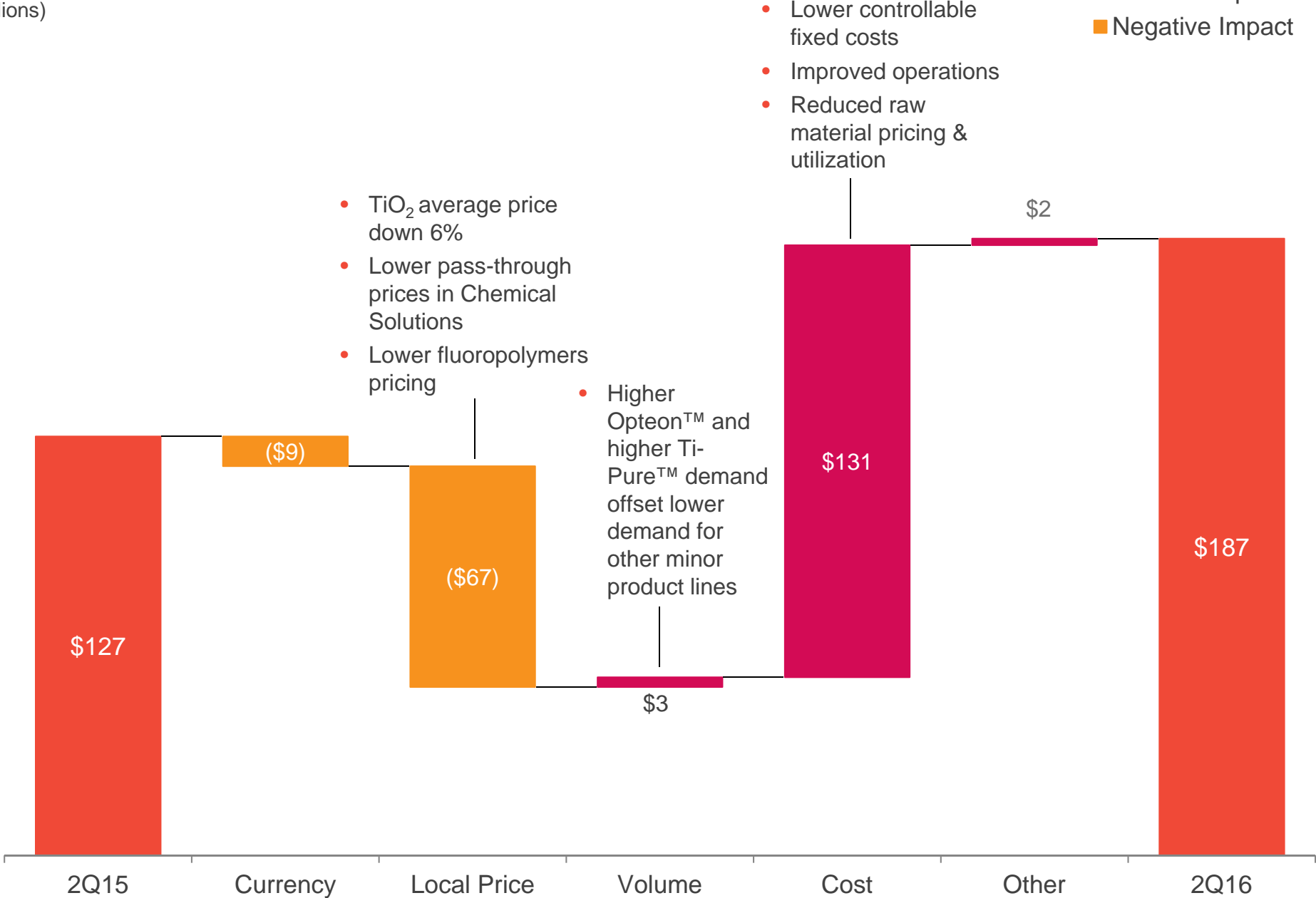
<sup>1</sup> Periods prior to 3Q15 are represented by pro forma diluted EPS

<sup>2</sup> Defined as Cash from Operations minus cash used for PP&E purchases; 1Q16 excludes benefit from DuPont prepayment of ~\$166M as at 3/31/16

# Adjusted EBITDA Bridge: 2Q16 versus 2Q15

(\$ in millions)

■ Positive Impact  
■ Negative Impact



- TiO<sub>2</sub> average price down 6%
- Lower pass-through prices in Chemical Solutions
- Lower fluoropolymers pricing

- Higher Opteon™ and higher Ti-Pure™ demand offset lower demand for other minor product lines

- Lower controllable fixed costs
- Improved operations
- Reduced raw material pricing & utilization

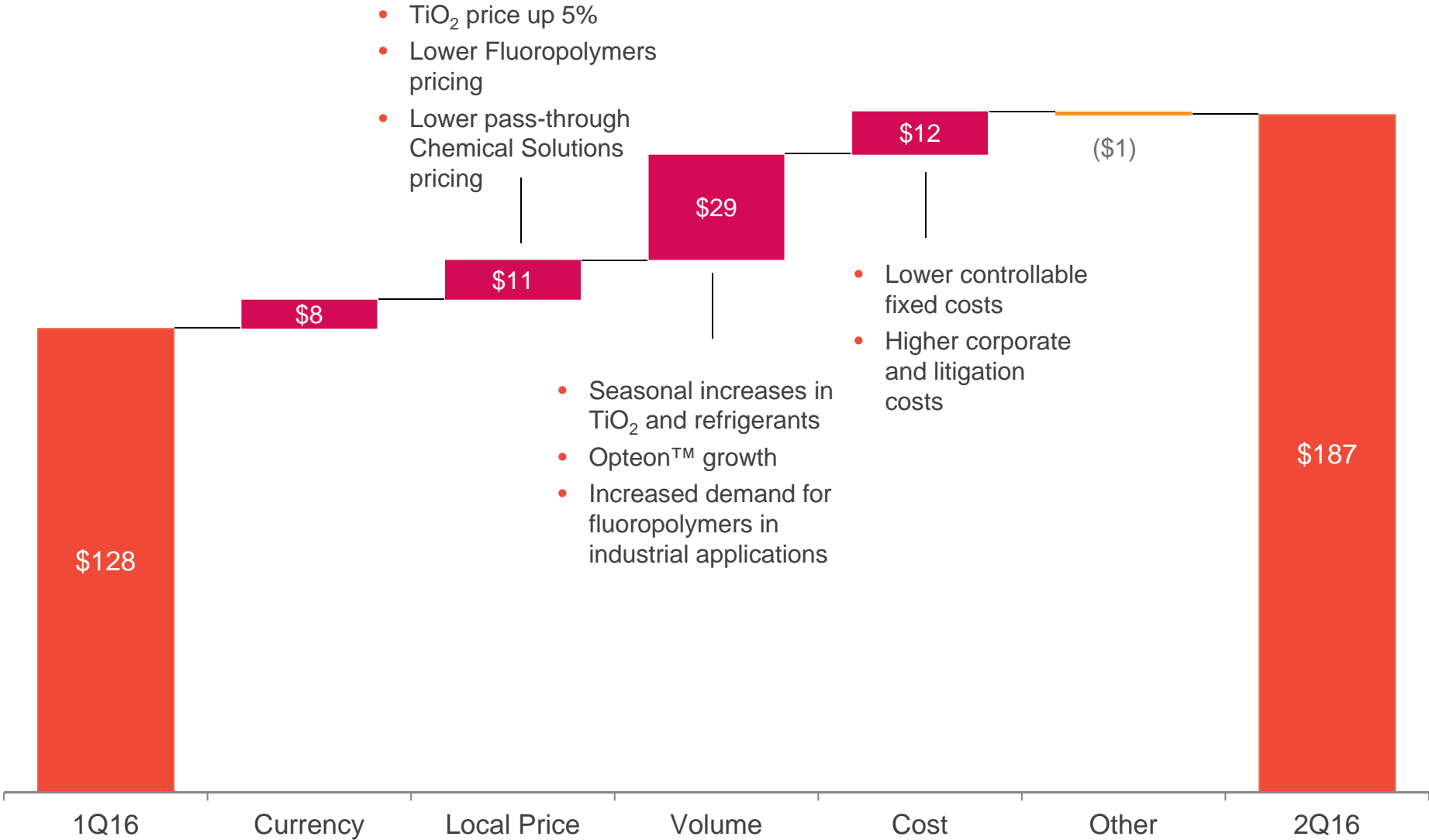


See reconciliation of Non-GAAP measures in the Appendix

# Adjusted EBITDA Bridge: 2Q16 versus 1Q16

(\$ in millions)

■ Positive Impact  
■ Negative Impact



- TiO<sub>2</sub> price up 5%
- Lower Fluoropolymers pricing
- Lower pass-through Chemical Solutions pricing

- Lower controllable fixed costs
- Higher corporate and litigation costs

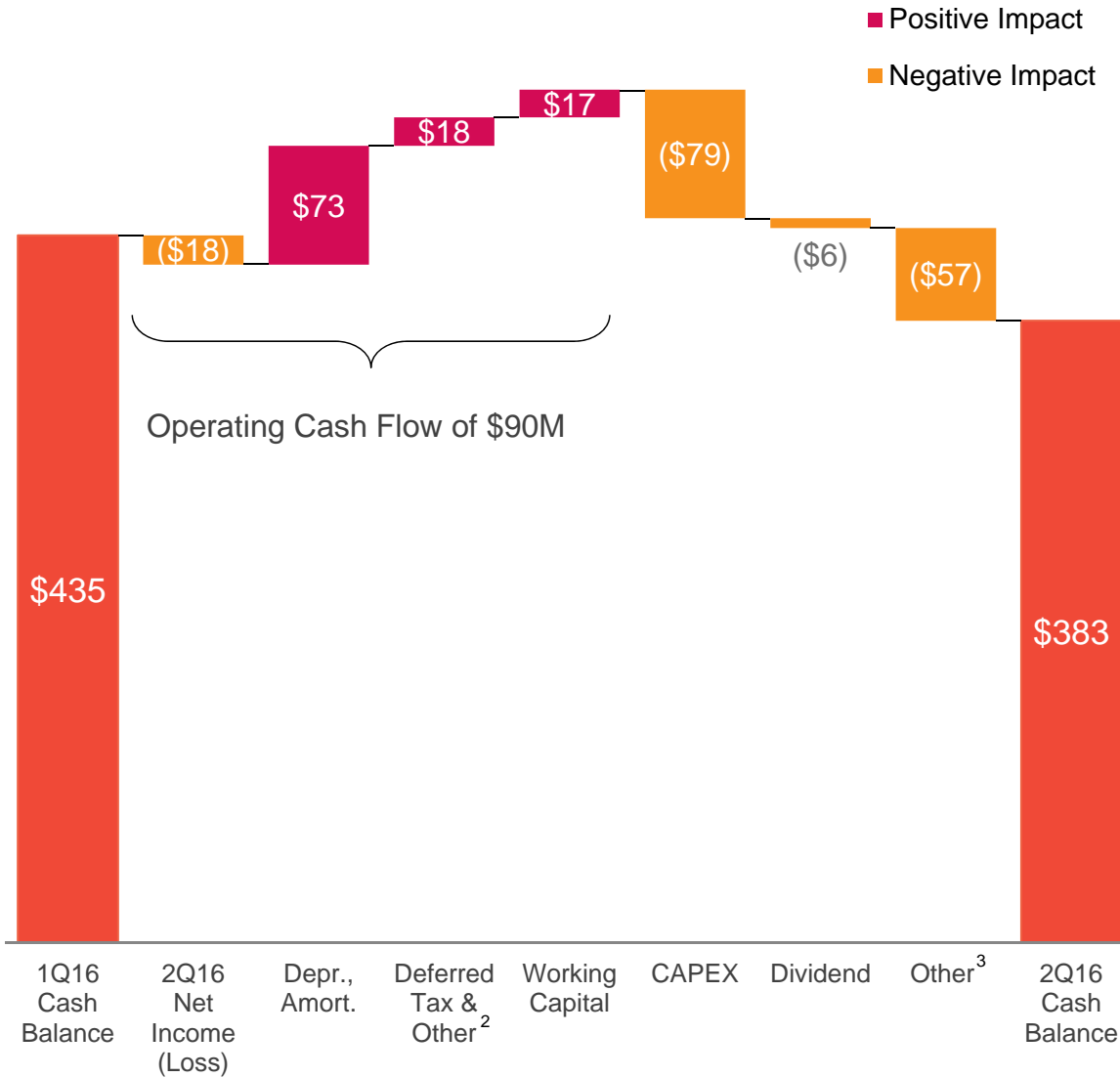
- Seasonal increases in TiO<sub>2</sub> and refrigerants
- Opteon™ growth
- Increased demand for fluoropolymers in industrial applications



See reconciliation of Non-GAAP measures in the Appendix

# Liquidity Position

(\$ in millions)



- Free Cash Flow of \$11M benefit, including \$34M of DuPont prepay unwind, versus (\$145M) in Q2 2015 on strong working capital performance
- Cash restructuring payments of \$30M in Q2, full year still expected to be approximately \$100 – 120M
- Quarter-end cash balance of \$383M reflects ~\$90M of cash used to reduce debt and \$79M of capital expenditures
- Net debt of \$3.5B
- Total Liquidity of ~\$1.1B, including full revolver availability of \$750M<sup>1</sup>

<sup>1</sup> Based on Credit Agreement defined LTM Adjusted EBITDA, as amended February 2016, including pro forma adjustments, Senior Secured Net Debt/EBITDA of 1.4x

<sup>2</sup> Includes \$63M impact from impairment charges

<sup>3</sup> Includes expenditures related to debt retirements partially offset by proceeds related to asset sale and impact of foreign exchange rate changes on cash balances



# Titanium Technologies Business Summary

## Second Quarter Highlights

- Pricing in all regions higher sequentially; began implementing price increase announced in April
- Volume consistent with seasonal trends
- Additional progress on operating efficiencies and significant working capital reduction achieved through transformation efforts
- In August, communicated to EMEA and Latin American customers additional \$150 per metric ton price increase, effective September 1, 2016

## Outlook Commentary

- Price increase implementations ongoing
- Solid coating season in North America and cautiously optimistic of demand outlook in EMEA support volume growth
- Continued operating efficiencies expected

## Financial Summary (\$ millions)

	2Q16	2Q15	1Q16
Sales	\$596	\$642	\$521
Adjusted EBITDA	\$111	\$91	\$54
Adjusted EBITDA Margin (%)	18.6	14.2	10.4

## Sales Drivers

	Yr/Yr % Δ
Price	(6)
Currency	0
Volume	(1)



# Fluoroproducts Business Summary

## Second Quarter Highlights

- Stronger market adoption of Opteon™ than originally anticipated
- Increased pricing on base refrigerants offset most of the impact from quota reductions
- Continued weakness in polymer demand for consumer electronics applications resulted in unfavorable product mix
- Improved plant performance and transformation initiatives delivered lowered costs

## Outlook Commentary

- Opteon™ product line expected to deliver strong growth in the second half and through 2017
- Higher pricing for base refrigerants offset by regulatory-mandated quota reductions
- Continued competitive polymer pricing environment partially offset by broader market participation
- Cost reduction initiatives ongoing

## Financial Summary (\$ millions)

	2Q16	2Q15	1Q16
Sales	\$573	\$588	\$531
Adjusted EBITDA	\$105	\$54	\$85
<i>Adjusted EBITDA Margin (%)</i>	18.3	9.2	16.0

## Sales Drivers

	Yr/Yr % Δ
Price	(1)
Currency	(2)
Volume	1
Portfolio	(1)

# Chemical Solutions Business Summary

## Second Quarter Highlights

- Revenue reduction driven by lower input costs and sale of aniline business
- Improved plant operations reduced costs
- Strategic review completed
- Sulfur business sale to Veolia for approximately \$325 million in gross proceeds completed July 29<sup>th</sup>

## Outlook Commentary

- Niagara RMS shutdown on track
- Anticipate C&D transaction to close in the second half
- Expect majority of capital expenditures related to cyanide expansion in 2017 based on permitting delays

## Financial Summary (\$ millions)

	2Q16	2Q15	1Q16
Sales	\$214	\$278	\$245
Adjusted EBITDA	\$11	\$4	\$10
<i>Adjusted EBITDA Margin (%)</i>	5.1	1.4	4.1

## Sales Drivers

	Yr/Yr % Δ
Price	(9)
Currency	0
Volume	(8)
Portfolio	(6)

# Strategic Review of Chemical Solutions Portfolio Complete

## Strategic Review Results

### Divest

#### Aniline

- Sold to Dow for ~\$140 million
- Completed March 2016

#### Sulfur

- Sold to Veolia for \$325 million
- Completed July 2016

#### Clean & Disinfect

- Sold to Lanxess for \$230 million
- Close expected 2H16

**Total gross proceeds of \$695 million - Average multiple of ~10 – 12x**

*Minimal net free cash flow impact*

*Continued focus to drive out stranded costs*

### Close

Reactive Metals

### Retain

Cyanides

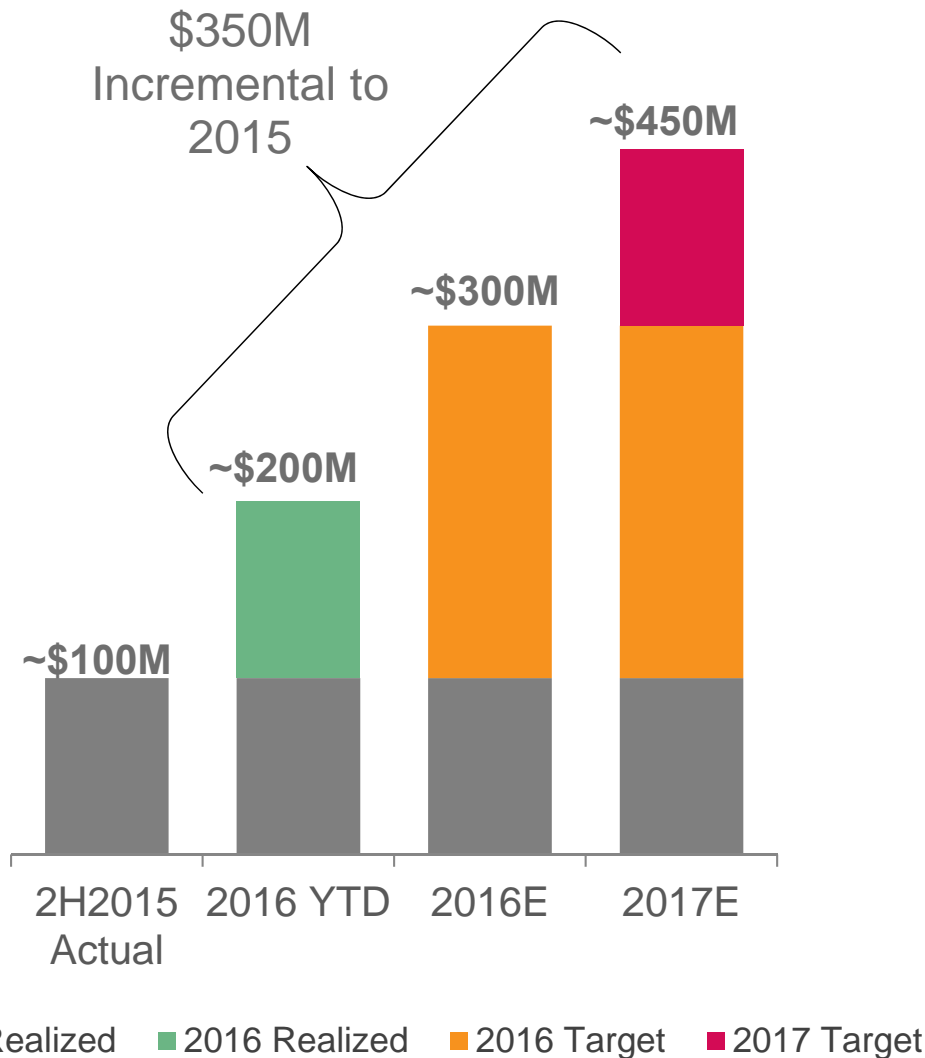
Belle, WV Site\*

\* Includes Methylamines, Glycolic and Vazo product lines

# Progress on Transformation Plan

(\$ in millions)

## Cumulative Cost Reduction Progress



## Other Transformation Activity

- Portfolio Optimization
  - Closed sale of Aniline facility
  - Closed sale of Sulfur Products
  - Announced sale of C&D business
  - Shutting down Niagara RMS site
  - Implementing improvement plan for Belle, WV site
- Growing Market Positions
  - Ramping up Opteon™
  - Began commercial operations of Altamira TiO<sub>2</sub> facility expansion in Q2
- Refocusing Investments
  - Investing in world-class capacity expansion to serve growing demand for Opteon™
  - Increasing cyanide capacity with improved process technology

2016 Adjusted EBITDA Expected to be Greater than 2015,  
including \$200M of Transformation Savings,  
Generating Modestly Positive Free Cash Flow

## Key Factors Influencing 2016 Performance:

### Market Factors

- TiO<sub>2</sub> price
- Currency
- End-market demand

### Chemours Initiatives

- Cost reductions
- Working capital productivity
- Ramp up in Opteon™
- Altamira start-up

# Appendix

# GAAP Net Income (Loss) to Adjusted EBITDA and Adjusted Net Income Reconciliations

(\$ in millions unless otherwise noted)

	Three months ended				Three months ended	
	June 30,				March 31,	
	2016		2015		2016	
	\$ amounts	\$ per share	\$ amounts	\$ per share	\$ amounts	\$ per share
<b>Net (loss) income attributable Chemours</b>	\$ (18)	\$ (0.10)	\$ (18)	\$ (0.10)	\$ 51	\$ 0.28
Non-operating pension and other postretirement employee benefit costs	(7)	(0.04)	8	0.04	(7)	(0.04)
Exchange losses (gains)	14	0.08	(19)	(0.10)	6	0.03
Restructuring charges	9	0.05	61	0.34	17	0.09
Asset related charges	63	0.35	-	-	-	-
Loss (gain) on sale of assets or business	1	0.01	-	-	(89)	(0.49)
Transaction costs	12	0.07	-	-	3	0.02
Legal and other charges	13	0.07	-	-	5	0.03
(Benefit from) provision for income taxes relating to reconciling items <sup>1</sup>	(38)	(0.21)	(15)	(0.08)	25	0.14
<b>Adjusted Net Income</b>	<u>\$ 49</u>	<u>\$ 0.27</u>	<u>\$ 17</u>	<u>\$ 0.09</u>	<u>\$ 11</u>	<u>\$ 0.06</u>
Net income attributable to noncontrolling interests	-	-	-	-	-	-
Interest expense	50		28		57	
Depreciation and amortization	73		67		66	
All remaining (benefit from) provision for income taxes <sup>1</sup>	15		15		(6)	
<b>Adjusted EBITDA</b>	<u>\$ 187</u>		<u>\$ 127</u>		<u>\$ 128</u>	
Weighted average number of common shares outstanding - Basic <sup>2</sup>	181,477,672		180,966,833		181,281,166	
Weighted average number of common shares outstanding - Diluted <sup>2,3</sup>	182,592,517		180,966,833		181,503,140	
Earnings per share, basic	\$ (0.10)		\$ (0.10)		\$ 0.28	
Earnings per share, diluted	\$ (0.10)		\$ (0.10)		\$ 0.28	
Adjusted earnings per share, basic <sup>2</sup>	\$ 0.27		\$ 0.09		\$ 0.06	
Adjusted earnings per share, diluted <sup>2,3</sup>	\$ 0.27		\$ 0.09		\$ 0.06	

<sup>1</sup> Total of provision for (benefit from) income taxes reconciles to the amount reported in the interim consolidated statement of operations for the three months ended June 30, 2016 and 2015, and March 31, 2016.

<sup>2</sup> On July 1, 2015, E. I. du Pont de Nemours and Company distributed 180,966,833 shares of Chemours' common stock to holders of its common stock. Basic and diluted earnings per common share for the three-months June 30, 2015 were calculated using the number of shares distributed on July 1, 2015.

<sup>3</sup> Diluted adjusted earnings per share is calculated using Adjusted Net Income divided by diluted weighted-average shares of common shares outstanding during each period, which includes unvested restricted shares. Diluted earnings per share considers the impact of potentially dilutive securities except in periods in which there is a loss because the inclusion of the potential common shares would have an anti-dilutive effect.

# Free Cash Flow Reconciliation

(\$ in millions unless otherwise noted)

	Three months ended		Six months ended	
	June 30,	March 31,	June 30,	
	2016	2015	2016	2015
Cash flows provided by (used for) operating activities <sup>1</sup>	\$ 90	\$ 5	\$ 36	\$ (233)
Cash flows used for purchases of property, plant and equipment	<u>(79)</u>	<u>(150)</u>	<u>(89)</u>	<u>(287)</u>
Free cash flows	<u>\$ 11</u>	<u>\$(145)</u>	<u>\$ (53)</u>	<u>\$(520)</u>

<sup>1</sup> Cash flows from operating activities for the six months ended June 30, 2016 and three months ended March 31, 2016 include the DuPont prepayments outstanding balance of approximately \$131 million and \$166 million, respectively. Excluding the DuPont prepayment, free cash flows for the three months ended March 31, 2016 and six months ended June 30, 2016 would have been negative \$219 million and negative \$173 million, respectively.



# Segment Net Sales and Adjusted EBITDA (unaudited)

(\$ in millions unless otherwise noted)

	Three months ended		Three months ended
	June 30,		March 31,
	2016	2015	2016
<b>SEGMENT NET SALES</b>			
Titanium Technologies	\$ 596	\$ 642	\$ 521
Fluoroproducts	573	588	531
Chemical Solutions	214	278	245
Total Company	<u>\$ 1,383</u>	<u>\$ 1,508</u>	<u>\$ 1,297</u>
<b>SEGMENT ADJUSTED EBITDA</b>			
Titanium Technologies	\$ 111	\$ 91	\$ 54
Fluoroproducts	105	54	85
Chemical Solutions	11	4	10
Corporate & Other	(40)	(22)	(21)
Total Company	<u>\$ 187</u>	<u>\$ 127</u>	<u>\$ 128</u>
<b>SEGMENT ADJUSTED EBITDA MARGIN</b>			
Titanium Technologies	18.6%	14.2%	10.4%
Fluoroproducts	18.3%	9.2%	16.0%
Chemical Solutions	5.1%	1.4%	4.1%
Corporate & Other	0.0%	0.0%	0.0%
Total Company	<u>13.5%</u>	<u>8.4%</u>	<u>9.9%</u>



**Chemours™**