



The Chemours Company

Third Quarter 2016 Earnings Presentation

November 7, 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.

Highlights

Delivered ~\$100M of improved profitability through transformation initiatives in the 3rd quarter

Communicated additional TiO₂ price increases in North America and Asia

Completed Chemical Solutions portfolio optimization; ~\$685M in proceeds

Improved Free Cash Flow by ~\$125M year-over-year from strong working capital performance

Retired ~\$315M of long-term debt through October 31, net debt decreased \$1 billion since spin

3Q16 Overview

(\$ in millions unless otherwise noted)

Third Quarter Financial Summary

	3Q16	3Q15	Δ Yr/Yr	2Q16	Δ Seq.
Net Sales	\$1,398	\$1,486	(\$88)	\$1,383	\$15
Net Income (loss)	204	(29)	233	(18)	222
Adj. Net Income	112	73	39	49	63
Adj. EBITDA	268	169	99	187	81
<i>Adj. EBITDA Margin (%)</i>	19.2	11.4	7.8	13.5	5.7
EPS ¹	\$1.11	(\$0.16)	\$1.27	(\$0.10)	\$1.21
Adj. EPS ¹	\$0.61	\$0.40	\$0.21	\$0.27	\$0.34
Free Cash Flow ²	\$132	\$8	\$124	\$11	\$121

Year-over-year

- Strong business performance across all segments despite impact of divestitures
- 780 basis point Adjusted EBITDA margin improvement primarily from transformation initiatives
- Start of seasonal working capital unwind and improved working capital performance driving free cash flow increase

Sequentially

- Higher profitability driven by benefits from seasonal TiO₂ and refrigerant volumes, higher TiO₂ pricing, cost reductions and Opteon™ growth

See reconciliation of non-GAAP measures in the Appendix

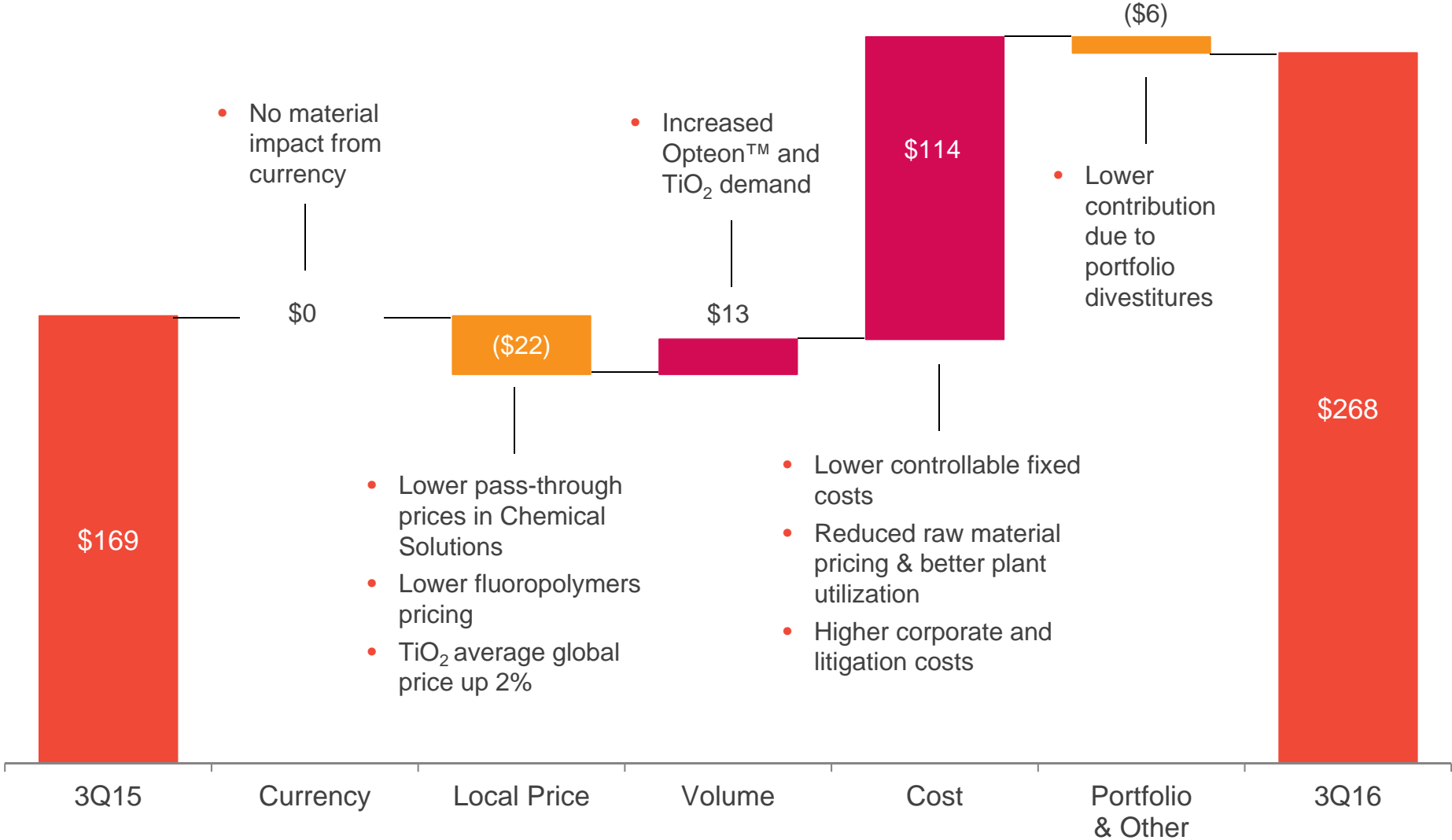
¹Calculation based on diluted share count

² Defined as Cash from Operations minus cash used for PP&E purchases

Adjusted EBITDA Bridge: 3Q16 versus 3Q15

(\$ in millions)

■ Positive Impact
■ Negative Impact



See reconciliation of Non-GAAP measures in the Appendix

Adjusted EBITDA Bridge: 3Q16 versus 2Q16

(\$ in millions)

■ Positive Impact
■ Negative Impact

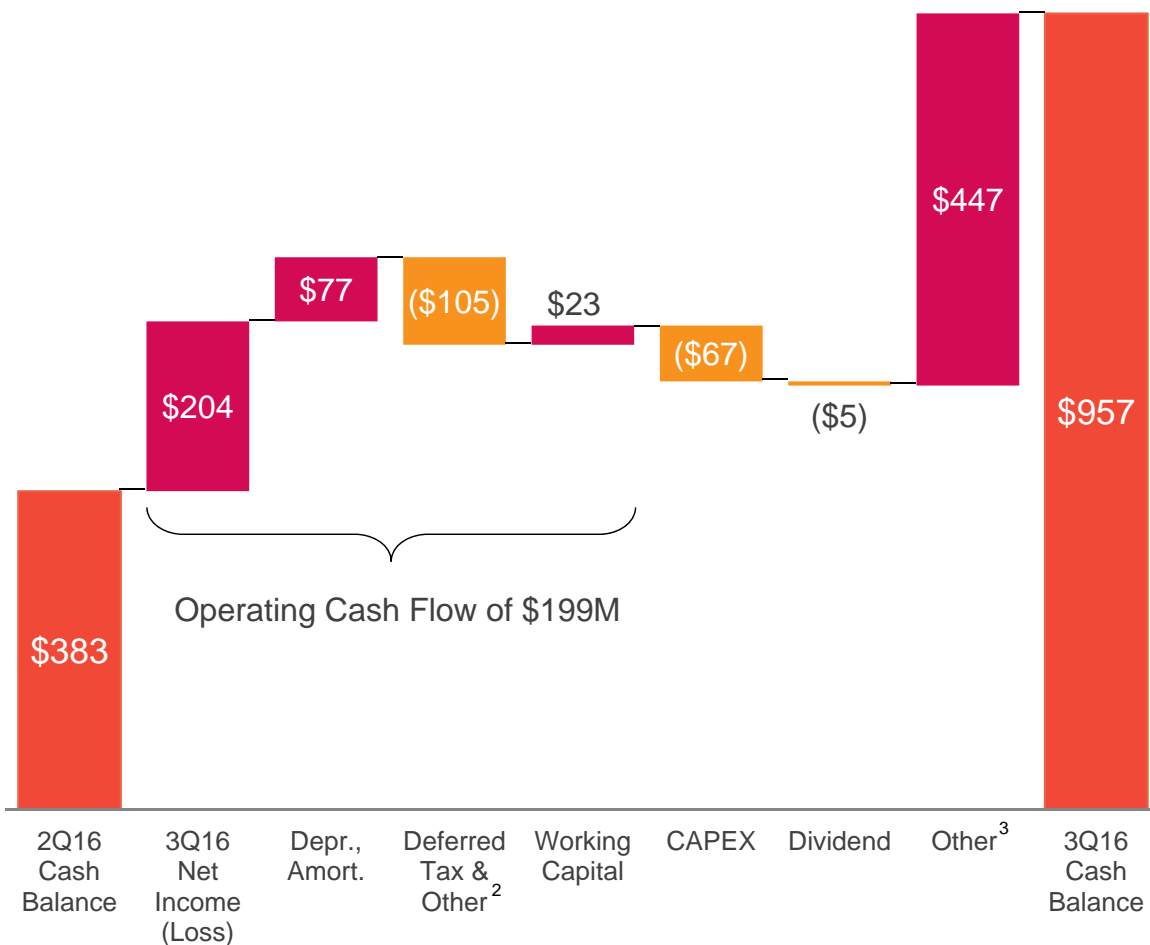


See reconciliation of Non-GAAP measures in the Appendix

Liquidity Position

(\$ in millions)

- Positive Impact
- Negative Impact



- Free Cash Flow of \$132M, including \$39M of DuPont prepay unwind, versus \$8M in Q3 2015 mainly due to start of seasonal working capital unwind
- Cash restructuring payments of ~\$21M in Q3, full year expected to be approximately \$100M
- Quarter-end cash balance of \$957M reflects ~\$534M proceeds from divestitures, ~\$113M of cash used to reduce debt and \$66M of capital expenditures
- Net debt of \$2.8B, ~\$1B reduction since spin
- Total Liquidity of ~\$1.7B, including full revolver availability of \$750M¹

¹ Based on Credit Agreement defined LTM Adjusted EBITDA, as amended February 2016, including pro forma adjustments, Senior Secured Net Debt/EBITDA of 1.3x

² Includes impact from gain on sale of assets and businesses

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

Titanium Technologies Business Summary

Third Quarter Highlights

- Average pricing in the quarter higher sequentially and year-over-year
- Volume increased in nearly all regions
- Continued progress on operating efficiencies and significant working capital reduction

Outlook Commentary

- Price increase implementations ongoing
- Expect seasonal volume decrease for remainder of the year
- Altamira ramp up continuing to drive full benefits of flexibility and costs

Financial Summary (\$ millions)

	3Q16	3Q15	2Q16
Sales	\$625	\$616	\$596
Adjusted EBITDA	\$144	\$80	\$111
Adjusted EBITDA Margin (%)	23.0	13.0	18.6

Sales Drivers

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

¹ TiO₂ volume and global average price were up 2%, excluding other minor product revenue

See reconciliation of Non-GAAP measures in the Appendix

Fluoroproducts Business Summary

Third Quarter Highlights

- Opteon™ market adoption continues to outpace expectations
- Base refrigerant demand impacted by regulatory volume reductions, somewhat offset by higher pricing and timing
- Despite increased volume in polymers, unfavorable mix and pricing environment led to a headwind in the quarter

Outlook Commentary

- Opteon™ product line expected to continue to deliver year-over-year growth
- Seasonally lower base refrigerant demand impacted by timing of previous sales and planned plant maintenance
- Weaker demand in certain fluoropolymers end markets alongside continued competitive market dynamics

Financial Summary (\$ millions)

	3Q16	3Q15	2Q16
Sales	\$591	\$575	\$573
Adjusted EBITDA	\$143	\$91	\$105
<i>Adjusted EBITDA Margin (%)</i>	24.2	15.8	18.3

Sales Drivers

	Yr/Yr % Δ
Price	(2)
Currency	0
Volume	5

Chemical Solutions Business Summary

Third Quarter Highlights

- Lower segment sales driven by portfolio impact from asset sales and lower raw material pass-through pricing
- Ceased production of Reactive Metals business at Niagara site on September 28th
- Clean and Disinfect business sale to LANXESS for ~\$223 million¹ completed August 31st, following Sulfur Products sale to Veolia completed in July for ~\$321 million¹

Outlook Commentary

- Impact of portfolio divestitures and site shut down activities ongoing
- Elimination of stranded costs from divestitures incorporated into transformation initiatives
- Demand for sodium cyanide for gold production remains favorable and site selection for expansion expected by year end

Financial Summary (\$ millions)

	3Q16	3Q15	2Q16
Sales	\$182	\$295	\$214
Adjusted EBITDA	\$9	\$8	\$11
<i>Adjusted EBITDA Margin (%)</i>	4.9	2.7	5.1

Sales Drivers

	Yr/Yr % Δ
Price	(7)
Currency	(0)
Volume	(5)
Portfolio	(26)

¹ Purchase prices reduced by customary transaction adjustments

Strategic Review of Chemical Solutions Portfolio Complete

Strategic Review Results

Divest

Beaumont Aniline Facility

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

Sulfur Products¹

- Sold to Veolia for ~\$321 million
- Completed July 2016

Clean & Disinfect¹

- Sold to LANXESS for ~\$223 million
- Completed August 2016

Total proceeds of ~\$685 million - Average multiple of ~10 – 12x

Minimal net free cash flow impact

Eliminating stranded costs as part of transformation initiatives

Close

Reactive Metals

- Ceased production September 2016

Retain

Cyanides

Belle, WV Site²

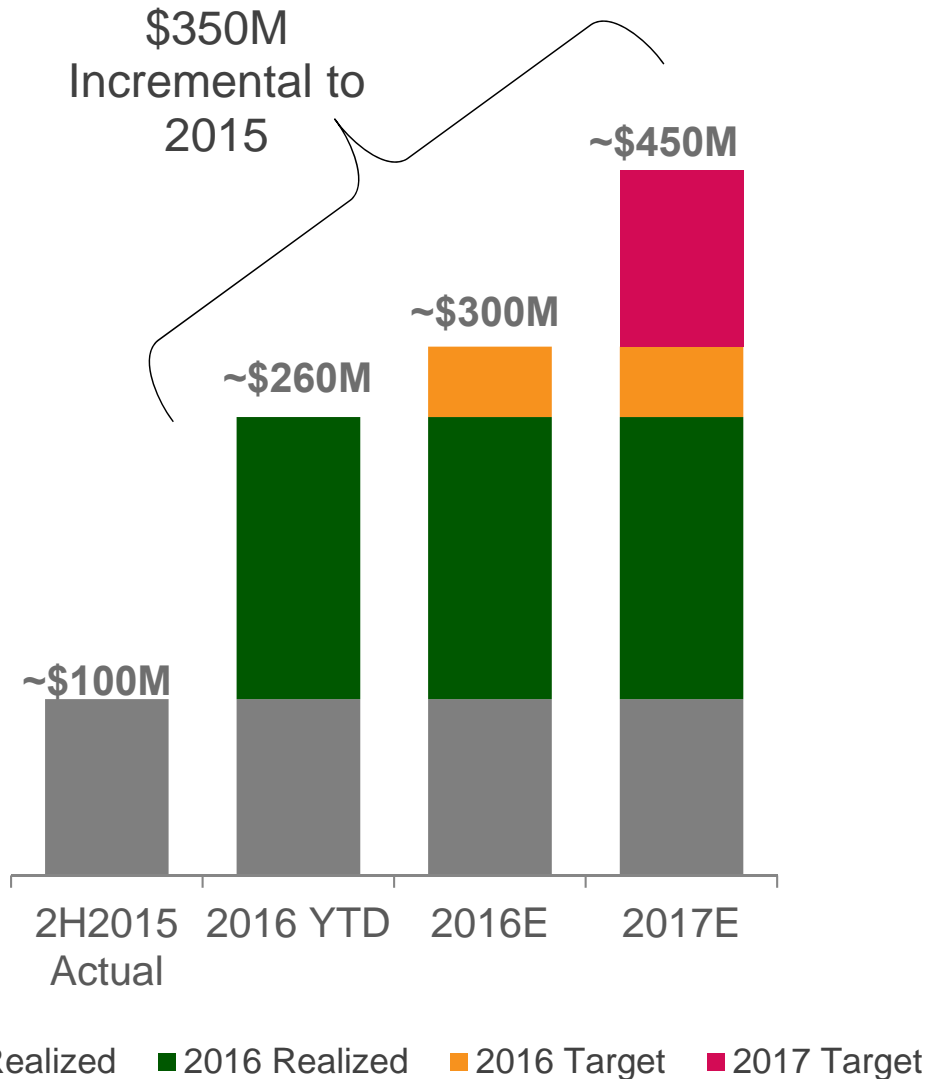
¹ Purchase prices reduced by customary transaction adjustments

² Includes Methylamines, Glycolic Acid 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
 - Closed sale of C&D business
 - Ceased production at Niagara site
 - Implementing improvement plan for Belle, WV site
- Growing Market Positions
 - Ramping up Opteon™
 - Began commercial operations of Altamira TiO₂ 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
 - Focusing on high return cost savings and productivity projects

2016 Adjusted EBITDA expected to be between \$740M and \$775M, including \$200M of transformation savings generating positive Free Cash Flow

Key Factors Influencing Market Performance

Market Factors

- TiO₂ price
- Currency
- End-market demand
- Seasonality
- Timing of sales

Chemours Initiatives

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

Appendix

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

(\$ in millions except per share unless otherwise noted)

	Three months ended				Three months ended	
	September 30,				June 30,	
	2016		2015		2016	
	\$ amounts	\$ per share	\$ amounts	\$ per share	\$ amounts	\$ per share
Net income (loss) attributable Chemours	\$ 204	\$ 1.12	\$ (29)	\$ (0.16)	\$ (18)	\$ (0.10)
Non-operating pension and other postretirement employee benefit costs	(5)	(0.03)	(10)	(0.06)	(7)	(0.04)
Exchange losses (gains)	17	0.09	(44)	(0.24)	14	0.08
Restructuring charges	14	0.08	139	0.77	9	0.05
Asset related charges ¹	46	0.25	70	0.39	63	0.35
(Gain) loss on sale of assets or business	(169)	(0.93)	-	-	1	0.01
Transaction costs ²	2	0.01	-	-	12	0.07
Legal and other charges ³	5	0.03	-	-	13	0.07
Benefit from income taxes relating to reconciling items ⁴	(2)	(0.01)	(53)	(0.29)	(38)	(0.21)
Adjusted Net Income	<u>\$ 112</u>	<u>\$ 0.62</u>	<u>\$ 73</u>	<u>\$ 0.40</u>	<u>\$ 49</u>	<u>\$ 0.27</u>
Net income attributable to noncontrolling interests	-	-	-	-	-	-
Interest expense	51		51		50	
Depreciation and amortization	73		70		73	
All remaining (benefit from) provision for income taxes	32		(25)		15	
Adjusted EBITDA	<u>\$ 268</u>		<u>\$ 169</u>		<u>\$ 187</u>	
Weighted average number of common shares outstanding - Basic ²	181,596,161		180,968,049		181,477,672	
Weighted average number of common shares outstanding - Diluted ^{2,3}	183,528,556		181,886,729		182,592,517	
Earnings per share, basic	\$ 1.12		\$ (0.16)		\$ (0.10)	
Earnings per share, diluted	\$ 1.11		\$ (0.16)		\$ (0.10)	
Adjusted earnings per share, basic ²	\$ 0.62		\$ 0.40		\$ 0.27	
Adjusted earnings per share, diluted ^{2,3}	\$ 0.61		\$ 0.40		\$ 0.27	

¹ The three and nine months ended September 30, 2016 includes \$46 million pre-tax asset impairment of our Pascagoula Aniline facility and other asset write-offs. The nine months ended September 30, 2016 also included \$58 million pre-tax asset impairment in connection with the sale of the Sulfur business and other asset write-offs, which were recorded in the second quarter of 2016. The three and nine months ended September 30, 2015 includes \$25 million of goodwill impairment and \$45 asset impairment of RMS facility. All of these changes are recorded in the Chemical Solutions segment.

² Includes accounting, legal and bankers transaction fees incurred related to the Company's strategic initiatives, which includes pre-sale transaction costs incurred in connection with the sales of the C&D and Sulfur businesses.

³ Includes litigation settlements, water treatment accruals related to PFOA, and lease termination charges.

⁴ Total of provision for (benefit from) income taxes reconciles to the amount reported in the Interim Consolidated Statements of Operations for the three and nine months ended September 30, 2016 and 2015.

Free Cash Flow Reconciliation

(\$ in millions unless otherwise noted)

	Three months ended			Nine months ended	
	September 30,		June 30,	September 30,	
	2016	2015	2016	2016	2015
Cash flows provided by (used for) operating activities ¹	\$ 199	\$ 113	\$ 90	\$ 324	\$ (120)
Cash flows used for purchases of property, plant and equipment	(67)	(105)	(79)	(235)	(392)
Free cash flows	\$ 132	\$ 8	\$ 11	\$ 89	\$ (512)

¹ Cash flows from operating activities for the nine months ended September 30, 2016 include the DuPont prepayments outstanding balance of approximately \$93 million. Excluding the DuPont prepayment, free cash flows for the nine months ended September 30, 2016 would have been negative \$4 million.

Segment Net Sales and Adjusted EBITDA (unaudited)

(\$ in millions unless otherwise noted)

	Three months ended		Three months
	September 30,		ended
	2016	2015	June 30, 2016
SEGMENT NET SALES			
Titanium Technologies	\$ 625	\$ 616	\$ 596
Fluoroproducts	591	575	573
Chemical Solutions	182	295	214
Total Company	<u>\$ 1,398</u>	<u>\$ 1,486</u>	<u>\$ 1,383</u>
SEGMENT ADJUSTED EBITDA			
Titanium Technologies	\$ 144	\$ 80	\$ 111
Fluoroproducts	143	91	105
Chemical Solutions	9	8	11
Corporate & Other	(28)	(10)	(40)
Total Company	<u>\$ 268</u>	<u>\$ 169</u>	<u>\$ 187</u>
SEGMENT ADJUSTED EBITDA MARGIN			
Titanium Technologies	23.0%	13.0%	18.6%
Fluoroproducts	24.2%	15.8%	18.3%
Chemical Solutions	4.9%	2.7%	5.1%
Corporate & Other	0.0%	0.0%	0.0%
Total Company	<u>19.2%</u>	<u>11.4%</u>	<u>13.5%</u>

Reconciliation of Outlook

Estimated GAAP Net Income to Adjusted Net Income and Adjusted EBITDA Tabular Reconciliations

(\$ in millions except per share unless otherwise noted)

(Dollars in millions)

	2016 Full Year Estimate	
	Low	High
Net income attributable to Chemours	\$ 265	\$ 290
Non-operating pension and other postretirement employee benefit (income) costs	(25)	(20)
Exchange losses ¹	37	37
Restructuring charges	50	45
Asset related charges ²	109	109
Gain on sale of assets or business ²	(258)	(258)
Transaction costs, legal and other charges ²	42	42
Provision for income taxes relating to reconciling items ³	(20)	(20)
Adjusted pre-tax income	200	225
Net income attributable to noncontrolling interests	—	—
Interest expense, net	210	210
Depreciation and amortization	280	280
All remaining provision for income taxes ³	50	60
Adjusted EBITDA	\$ 740	\$ 775

¹ The amount represents the year-to-date net exchange losses incurred in the nine months ended September 30, 2016. Full year actual results could differ from the current estimate, and therefore could also change our estimated income before income taxes. Forecasting the remeasurement impact of foreign currency exchange fluctuation is not practical without unreasonable effort.

² At this time cannot estimate additional impairment, gain on sale, transaction costs and legal and other charges. Therefore, the amounts included are the same as the actual amounts reported in the nine months period ended September 30, 2016.

³ Provision for (benefit from) income taxes were estimated based upon current geographical mix of earnings. Actual provision for (benefit from) income tax could defer from current estimate.



Chemours™