



Fourth Quarter Fiscal 2015 Earnings Conference Call

February 24, 2016



Forward-Looking Statements

This presentation includes “forward-looking statements,” within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements are subject to known and unknown risks and uncertainties, many of which may be beyond our control. We caution you that the forward-looking information presented in this presentation is not a guarantee of future events, and that actual events may differ materially from those made in or suggested by the forward-looking information contained in this presentation. You should review Univar’s filings with the Securities and Exchange Commission for more information regarding the factors that could cause actual results to differ materially from these projections or expectations. In addition, forward-looking statements generally can be identified by the use of forward-looking terminology such as “may,” “plan,” “seek,” “comfortable with,” “will,” “expect,” “intend,” “estimate,” “anticipate,” “believe” or “continue” or the negative thereof or variations thereon or similar terminology. Any forward-looking information presented herein is made only as of the date of this presentation, and we do not undertake any obligation to update or revise any forward-looking information to reflect changes in assumptions, the occurrence of unanticipated events, or otherwise.

Regulation G: Non-GAAP Measures

The information presented herein regarding certain unaudited non-GAAP measures does not conform to generally accepted accounting principles in the United States (U.S. GAAP) and should not be construed as an alternative to the reported results determined in accordance with U.S. GAAP. Univar has included this non-GAAP information to assist in understanding the operating performance of the company and its operating segments. The non-GAAP information provided may not be consistent with the methodologies used by other companies. All non-GAAP information related to previous Univar filings with the SEC has been reconciled with reported U.S. GAAP results.

2015 Financial Highlights



Full year Adjusted EBITDA⁽¹⁾

\$600.1 million (6.5%)

- Adjusted EBITDA excl. FX

\$637.0 million (0.7%)

Margin expansion⁽¹⁾

- Gross margin

+ 140 basis points to 20.0%

- Adjusted EBITDA margin

+ 50 basis points to 6.7%

Reduced net debt by

\$701 million (19%)

Reduced pro forma annual cash interest expense by approximately

\$100 million

Adjusted Operating Cash Flow⁽²⁾

\$632.0 million vs \$386.4 million in 2014

Completed 6 acquisitions for \$153.4 million

Reported safest year on record

(1) Variances to FY 2014

(2) Adjusted EBITDA plus cash flows from changes in AR, inventory, and AP, less cash used to purchase PP&E

Continued margin expansion and strong cash flow

Q4 Adjusted EBITDA⁽¹⁾	\$129.6 million	(13.1%)
Q4 Adjusted EBITDA excl. FX	\$137.5 million	(7.8%)

Margin expansion⁽¹⁾

- Gross margin + 180 basis points to 21.3%
- Adjusted EBITDA margin + 40 basis points to 6.6%

Adjusted Operating Cash Flow⁽²⁾ \$215.1 million vs \$160.7 million in 2014

Completed 4 bolt-on acquisitions

(1) Variances to Q4 2014

(2) Adjusted EBITDA plus cash flows from changes in AR, inventory, and AP, less cash used to purchase PP&E

Univar - Consolidated Highlights



\$ in millions	4Q15	4Q14	Y/Y %	FY15	FY14	Y/Y%
Net Sales	\$1,966.3	\$2,387.2	(17.6%)	\$8,981.8	\$10,373.9	(13.4%)
Currency Neutral	--	--	(12.4%)	--	--	(7.1%)
Gross Profit	\$419.8	\$464.7	(9.7%)	\$1,799.1	\$1,930.7	(6.8%)
Currency Neutral	--	--	(3.7%)	--	--	(0.0%)
Gross Margin	21.3%	19.5%	+180 bps	20.0%	18.6%	+140 bps
Adjusted EBITDA	\$129.6	\$149.1	(13.1%)	\$600.1	\$641.7	(6.5%)
Currency Neutral	--	--	(7.8%)	--	--	(0.7%)
Adjusted EBITDA Margin	6.6%	6.2%	+40 bps	6.7%	6.2%	+50 bps

Growth undermined by headwinds

- Large FX translation impact and upstream oil and gas decline
- Mix enrichment from industrial chemicals and services
- Gross margin up
- Adjusted EBITDA margin up

\$ in millions	4Q15	4Q14	Y/Y %	FY15	FY14	Y/Y%
Net Sales	\$1,202.7	\$1,490.4	(19.3%)	\$5,351.5	\$6,081.4	(12.0%)
Gross Profit	\$251.6	\$284.2	(11.5%)	\$1,098.3	\$1,162.2	(5.5%)
Gross Margin	20.9%	19.1%	+180 bps	20.5%	19.1%	+140 bps
Adjusted EBITDA	\$82.7	\$105.5	(21.6%)	\$388.8	\$438.0	(11.2%)
Adjusted EBITDA Margin	6.9%	7.1%	-20 bps	7.3%	7.2%	+10 bps

Higher profitability outside oil and gas

- Significant decline in upstream oil and gas
- Solid performance in industrial chemicals and services
- Productivity gains
- Higher margins from profit management and product mix

Canada - Highlights



\$ in millions	4Q15	4Q14	Y/Y %	FY15	FY14	Y/Y%
Net Sales	\$258.1	\$265.2	(2.7%)	\$1,376.6	\$1,512.1	(9.0%)
Currency Neutral	--	--	15.3%	--	--	5.4%
Gross Profit	\$55.0	\$59.6	(7.7%)	\$224.2	\$250.6	(10.5%)
Currency Neutral	--	--	8.6%	--	--	3.6%
Gross Margin	21.3%	22.5%	-120 bps	16.3%	16.6%	-30 bps
Adjusted EBITDA	\$22.6	\$24.1	(6.2%)	\$97.1	\$106.8	(9.1%)
Currency Neutral	--	--	10.4%	--	--	5.3%
Adjusted EBITDA Margin	8.8%	9.1%	-30 bps	7.1%	7.1%	--

Industrial markets and Ag offset lower energy markets

- Large FX translation impact
- Growth in eastern Canada industrial markets
- Growth in central Canada agriculture markets
- Volume declines in western Canada energy markets

\$ in millions	4Q15	4Q14	Y/Y %	FY15	FY14	Y/Y%
Net Sales	\$403.1	\$488.9	(17.5%)	\$1,780.1	\$2,230.1	(20.2%)
Currency Neutral	--	--	(7.2%)	--	--	(5.4%)
Gross Profit	\$92.5	\$98.2	(5.8%)	\$385.5	\$436.7	(11.7%)
Currency Neutral	--	--	6.1%	--	--	4.6%
Gross Margin	22.9%	20.1%	+280 bps	21.7%	19.6%	+210 bps
Adjusted EBITDA	\$24.3	\$17.0	42.9%	\$99.9	\$85.0	17.5%
Currency Neutral	--	--	55.9%	--	--	33.2%
Adjusted EBITDA Margin	6.0%	3.5%	+250 bps	5.6%	3.8%	+180 bps

Improved profitability

- Large FX translation impact
- Lower volumes from facility closures and restructuring
- Higher margins from mix enrichment strategy

Rest of World - Highlights



\$ in millions	4Q15	4Q14	Y/Y %	FY15	FY14	Y/Y%
Net Sales	\$102.4	\$142.7	(28.2%)	\$473.6	\$550.3	(13.9%)
Currency Neutral	--	--	(8.9%)	--	--	5.9%
Gross Profit	\$20.7	\$22.7	(8.8%)	\$91.1	\$81.2	12.2%
Currency Neutral	--	--	19.8%	--	--	41.8%
Gross Margin	20.2%	15.9%	+430 bps	19.2%	14.8%	+440 bps
Adjusted EBITDA	\$4.1	\$4.8	(14.6%)	\$28.2	\$17.6	60.2%
Currency Neutral	--	--	22.9%	--	--	108.0%
Adjusted EBITDA Margin	4.0%	3.4%	+60 bps	6.0%	3.2%	+280 bps

Acquisition drives growth

- Large FX translation impacts
- Nov. 2014 D'Altomare acquisition (Brazil) driving margins up significantly with introduction of specialty product portfolio
- Strong growth in Adjusted EBITDA

Consolidated Balance Sheet & Cash Flow Highlights



\$ in millions	FY 2015	FY 2014	Y/Y %
Adj. Operating Cash Flow ⁽¹⁾	\$632.0	\$386.4	63.6%
Capex ⁽²⁾	\$145.0	\$113.9	27.3%
Acquisitions	\$153.4	\$42.2	NM
Net Debt ⁽³⁾	\$2,996.4	\$3,697.8	(19.0%)
Return on Assets Deployed ⁽⁴⁾	21.3%	21.7%	-40 bps
Cash Taxes	\$38.2	\$23.7	61.2%

(1) Adjusted Operating Cash Flow equals Adjusted EBITDA plus cash flows from changes in AR, inventory, and AP, less cash used to purchase PP&E

(2) Excludes capital leases additions of \$67.7 and \$2.6 million in 2015 and 2014, respectively.

(3) Net Debt defined as Total Debt (Long term debt plus short term financing) less cash and cash equivalents

(4) LTM Earnings before Interest, Taxes and Amortization (EBITA) divided by trailing 13 month average of net PP&E plus net trade working capital (accounts receivable plus inventory less accounts payable)

2016 Outlook

- Expect 2016 Adjusted EBITDA to be modestly below the \$600 million we reported in 2015
- Expect Q1 Adjusted EBITDA to be about 10% below the \$130 million we reported in Q4 2015

2016 Expectations

- Sluggish growth in global industrial production
- Lower prices for certain chemical products
- Ongoing FX headwinds
- Grow organically and through the 6 acquisitions we completed in 2015
- Lower costs from resizing program and ongoing productivity initiatives
- Tapering oil and gas comparisons reflecting our much lower exposure to the upstream oil and gas market

Right
Strategy



Right
Team



Executing
Well

Appendix – Adj. EBITDA Reconciliation



	3 months ended 12/31		12 months ended 12/31	
	2015	2014	2015	2014
\$ in Millions				
Adjusted EBITDA	\$129.6	\$149.1	\$600.1	\$641.7
Other operating expenses, net	48.8	142.5	106.1	197.1
Depreciation	32.5	38.4	136.5	133.5
Amortization	22.2	24.3	88.5	96.0
Impairment charges	--	0.3	--	0.3
Interest expense, net	41.1	58.1	207.0	250.6
Loss on extinguishment of debt	--	--	12.1	1.2
Other expense (income), net	(7.7)	1.3	23.2	(1.1)
Income tax expense (benefit)	(4.4)	(33.2)	10.2	(15.8)
Net income (loss)	(\$2.9)	(\$82.6)	\$16.5	(\$20.1)

Appendix – 2016 Guidance



Item	2015	2016
FY Adjusted EBITDA	\$600.1 million	Modestly below prior year
Q1 Adjusted EBITDA	\$145.7 million	10% below Q4 2015
Capex	\$145 million	~\$100 million
Effective tax rate	38.2%	~35%
Cash tax	\$38.2 million	<\$38 million
Pension payments	\$59.6 million	~\$30 million
Depreciation and amortization	\$225 million	~\$235 million
Debt amortization payments	\$22.3 million	~\$40 million
Interest payments	\$169.7 million	~\$147 million



UNIVAR[®]

CHEMISTRY DELIVEREDSM