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ANALYST DAY

Elton, June 3, 2015

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INDEX

- General overview

- Acquisition of Encirc

- Business fundamentals

- Financials

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OUR HISTORY: KEY MILESTONES

1965 1985 1989 2003 2005 2007 2015

- 1965 – Vidrala begins operations in Alava, Spain
- 1985 – IPO Madrid and Bilbao stock exchanges
- 1989 – Vidrala second greenfield in Albacete, Spain
- 2003– Acquisition of one plant in Portugal
- 2005 – Acquisition of two plants, one in Barcelona (Spain) and one in Italy
- 2007– Acquisition of one plant in Belgium
- 2015– Acquisition of Encirc

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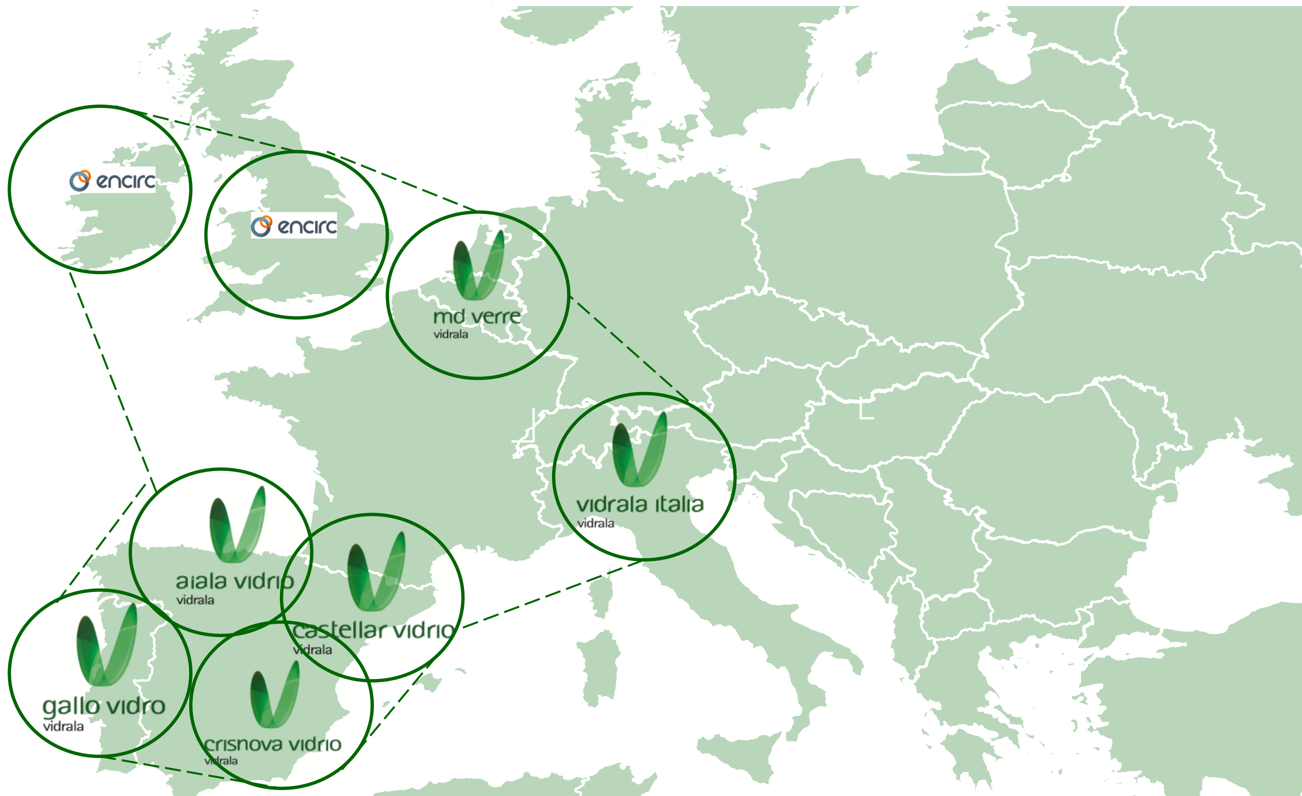


VIDRALA IN BRIEF

MAIN FIGURES

765
million euros in **sales**
(2014 proforma figures)

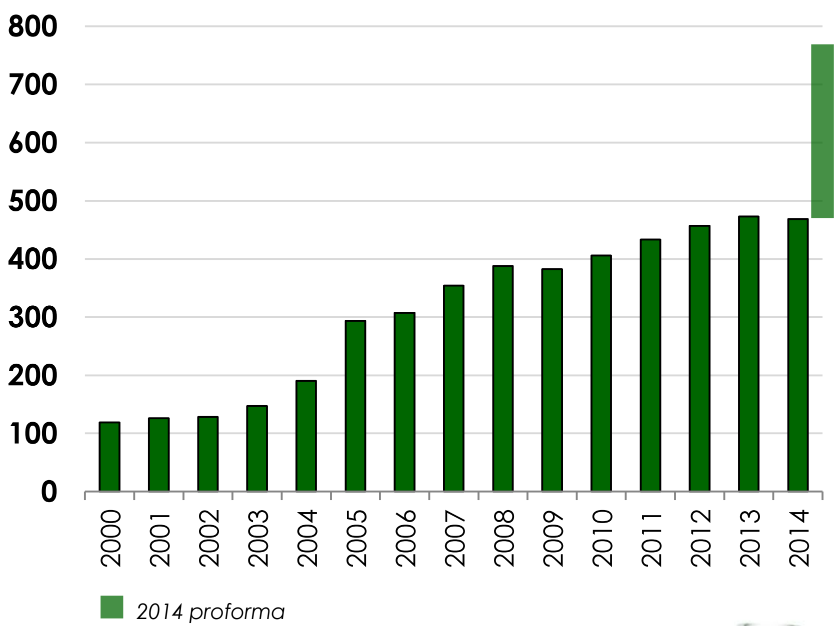
1,560
customers

5,873
million **glass containers**
per year

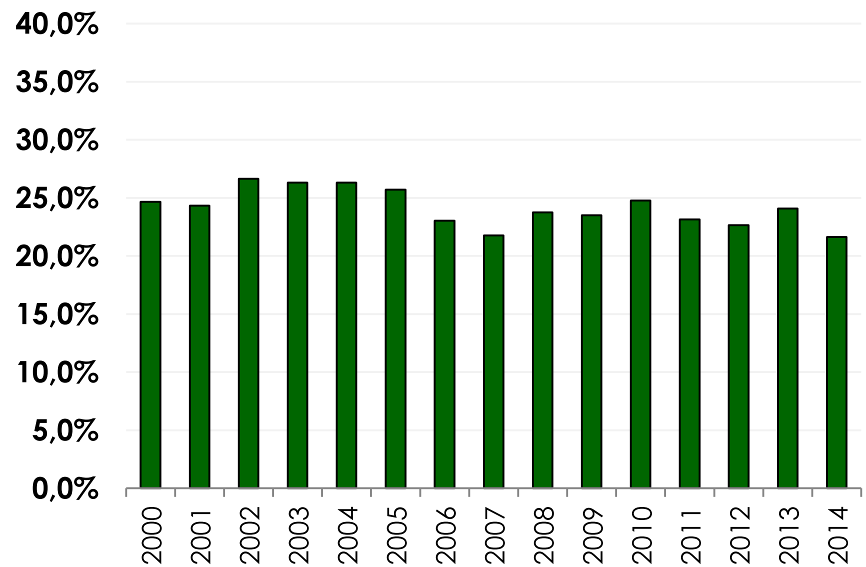
166
million euros in **EBITDA**
(2014 proforma figures)

OPERATING PROFILE

SALES (EUR in millions)



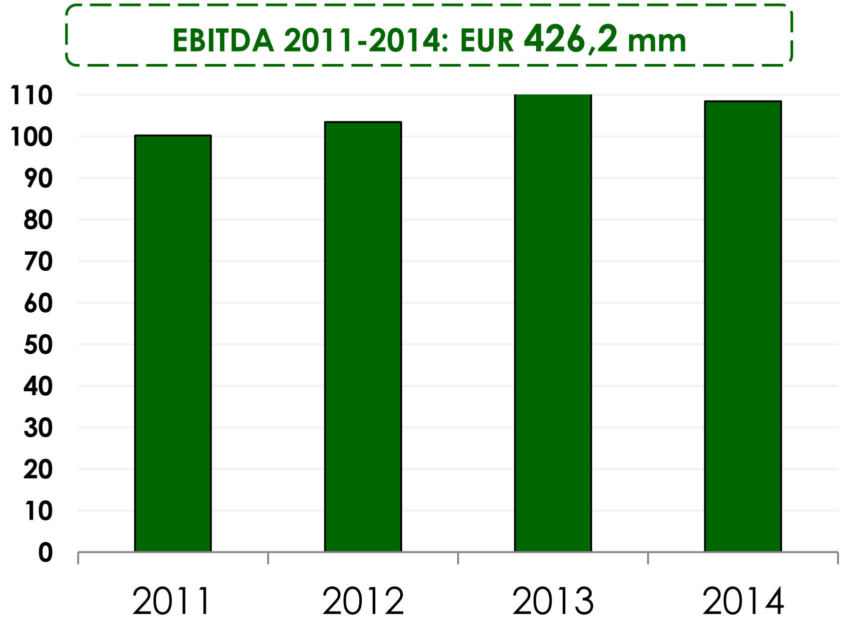
OPERATING MARGINS (EBITDA over sales)



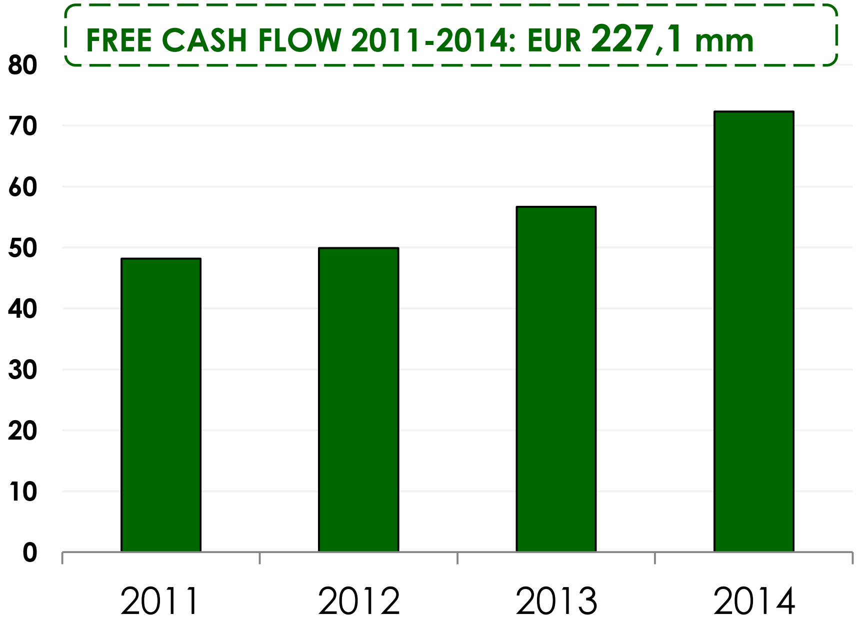
*2014 proforma

CASH PROFILE

EBITDA (EUR in millions)



FREE CASH FLOW (EUR in millions)



CASH CONVERSION OF EBITDA

2011-2014

CASH CONVERSION

53%

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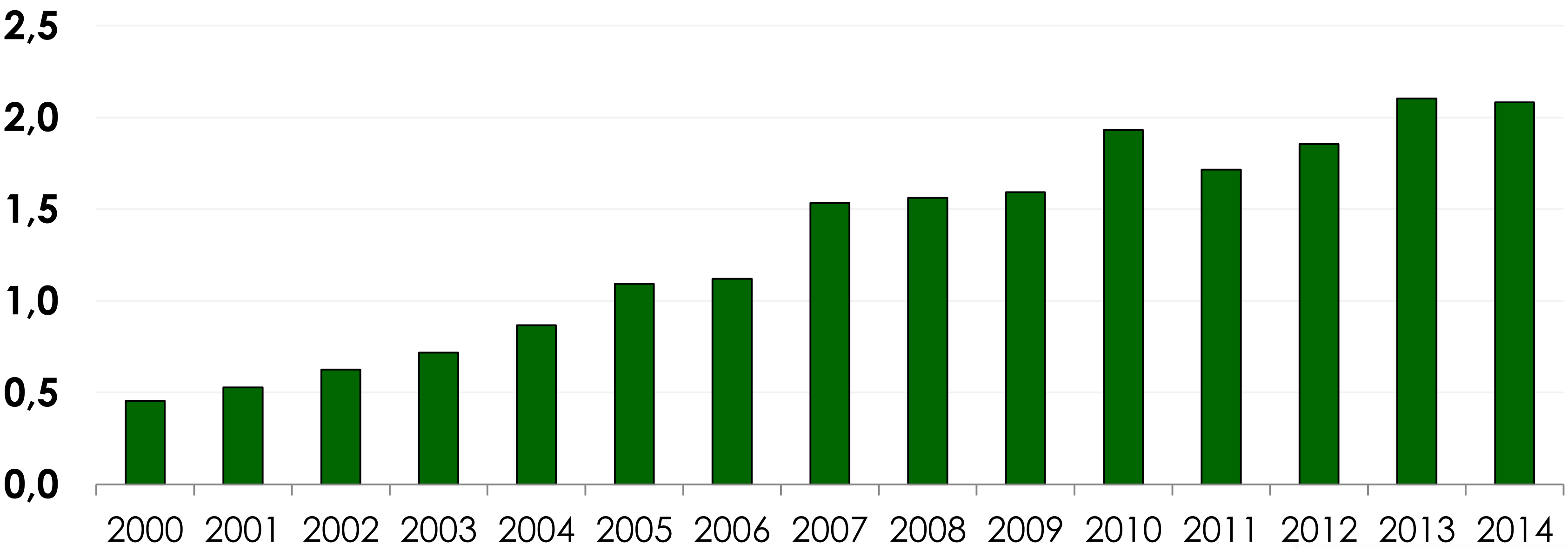
EARNINGS

EARNINGS PER SHARE (EUR per share)



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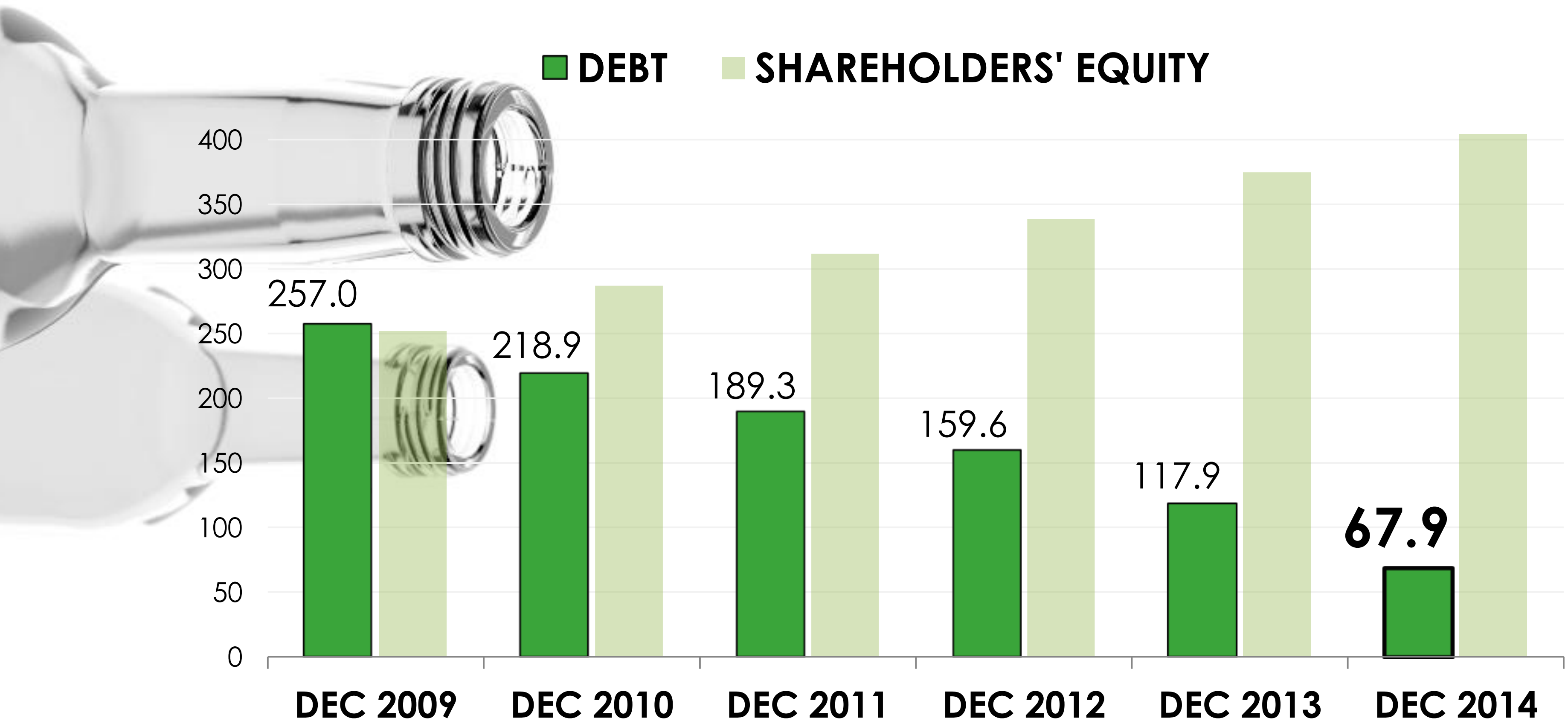
FINANCIAL PROFILE

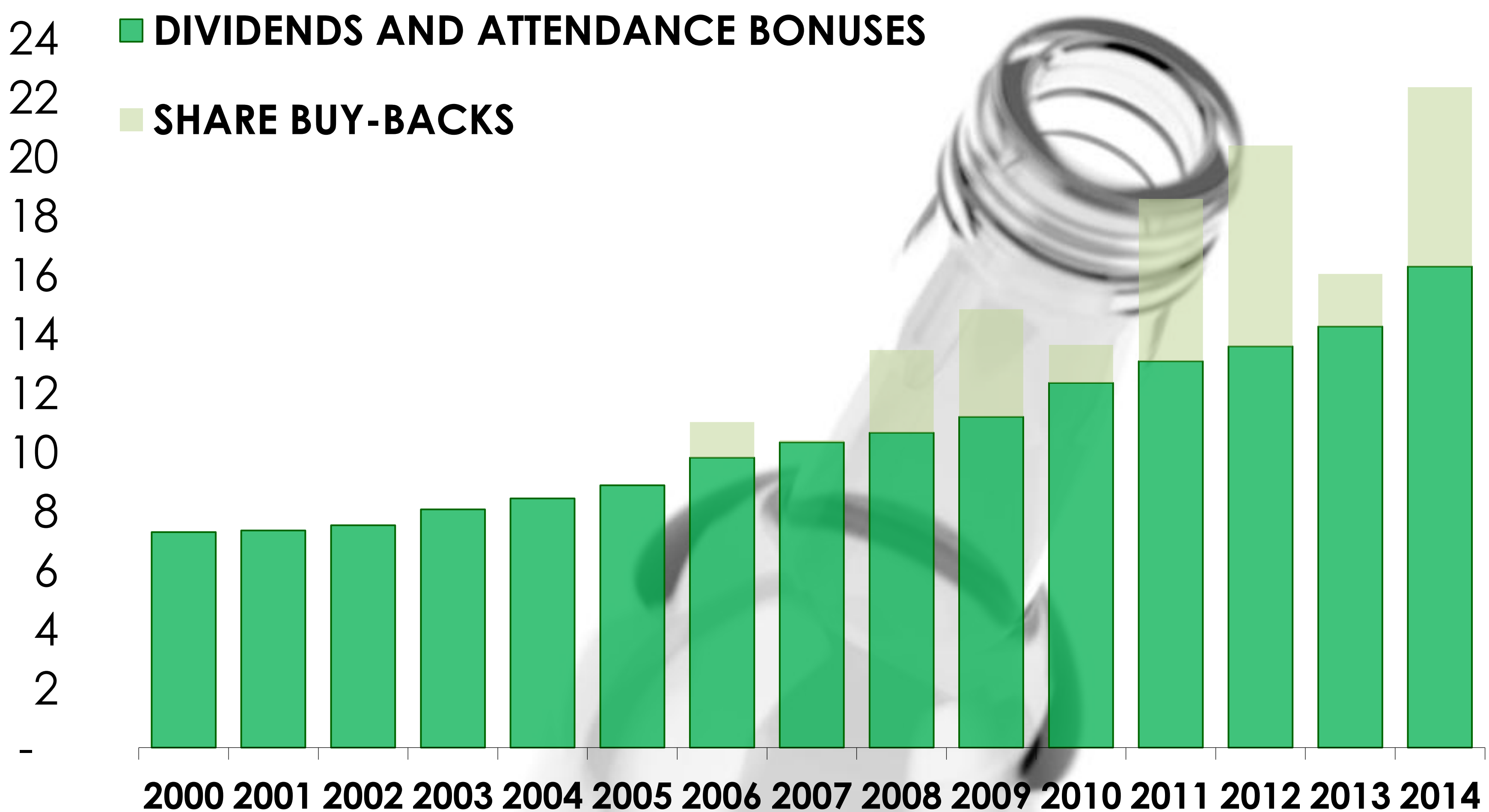
DEBT AND EQUITY, SINCE 2009 AT YEAR END
EUR in millions



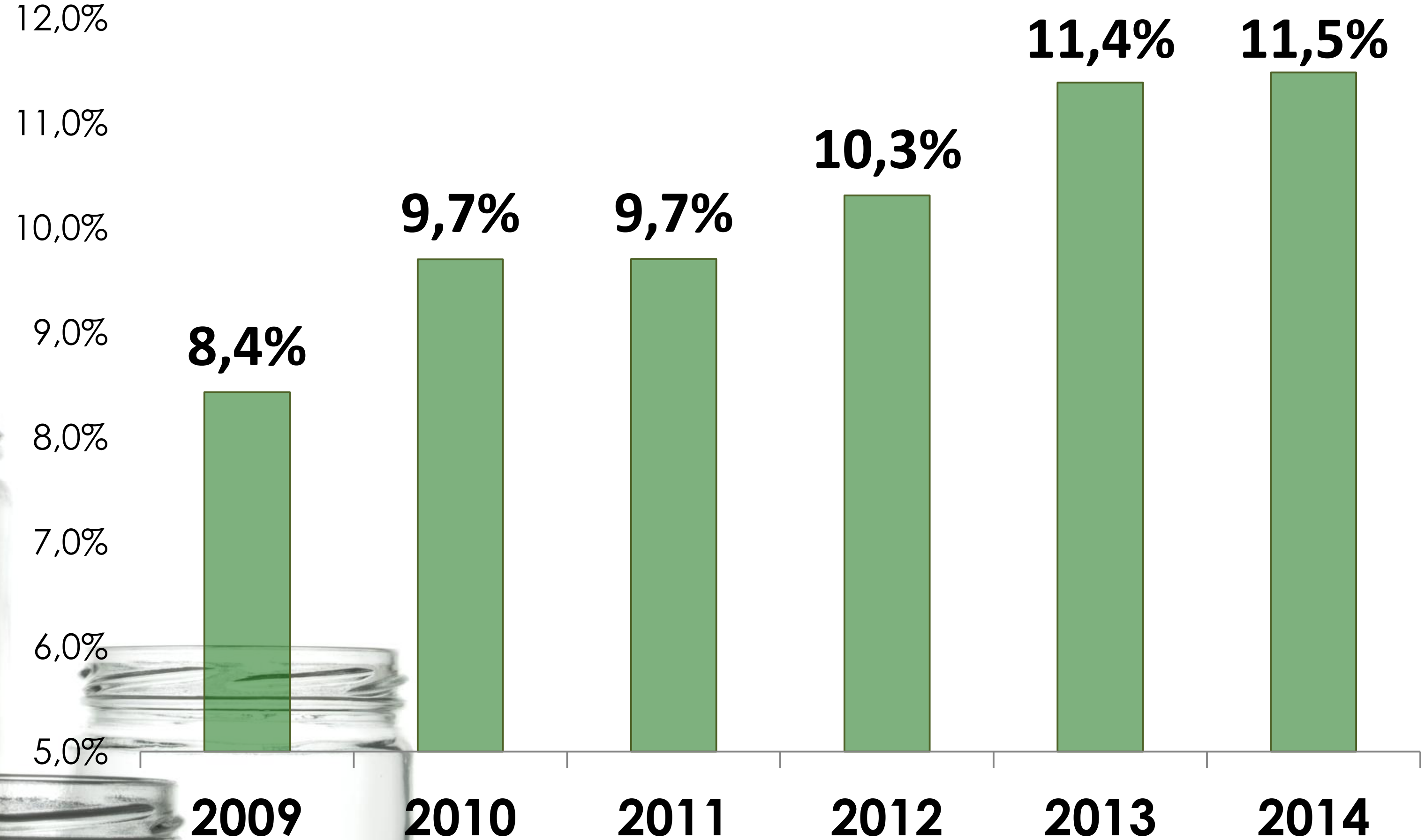
DEBT/EBITDA	**2.9x**	**2.2x**	**1.9x**	**1.5x**	**1.0x**	**0.6x**
GEARING	**102%**	**76%**	**61%**	**47%**	**31%**	**17%**

SHAREHOLDER REMUNERATION

EUR in millions



RETURN ON CAPITAL EMPLOYED



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TRANSACTION FUNDAMENTALS

ENCIRC - FOOTPRINT

DERRYLIN

- County Fermanagh, Northern Ireland, UK
- Built in 1998
- The only glass container plant in Ireland

ELTON

- County Chesire, England, UK
- Built in 2005
- Largest glass container plant in Europe
- Includes filling and logistics facilities

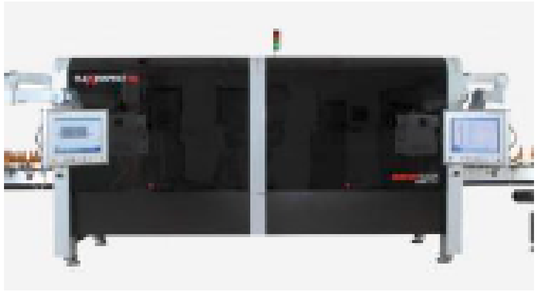
TRANSACTION FUNDAMENTALS

ENCIRC – QUALITY OF ASSETS

1. Largest furnaces in container glass industry

2. Triple gob and quad gob flexibility

3. Highly modern inspection machines



4. Filling capabilities

5. Fully automated warehouse

TRANSACTION FUNDAMENTALS

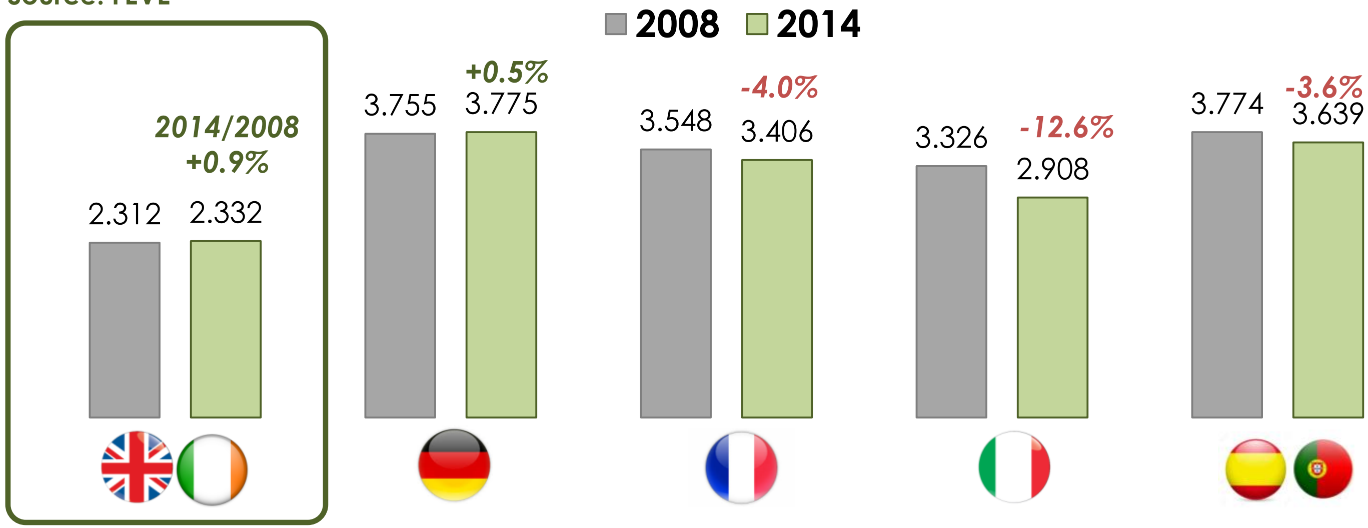
THE UK AND IRELAND MARKET

MAIN GLASS PACKAGING MARKETS

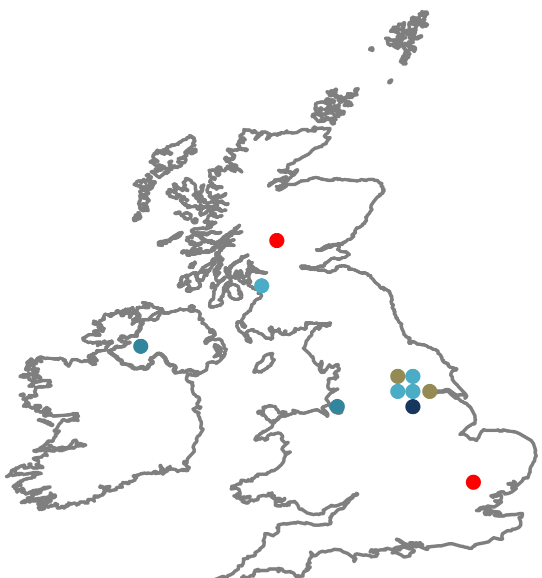
IN EUROPE

SALES BY GEOGRAPHIC MARKET 2008-2014 (IN THOUSAND TONNES)

Source: FEVE



PLAYERS IN UK AND IRELAND

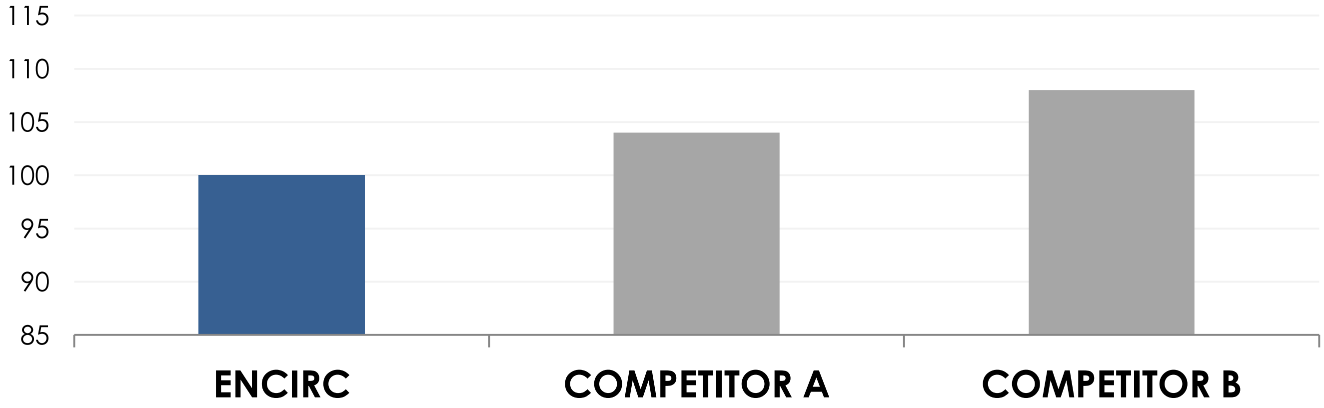


ArdaghGlass	▪ Market share (est.): 41% ▪ #2 worldwide, #3 in Europe
encirc	▪ Market share (est.): 32% ▪ Sole player in Ireland
O-I	▪ Market share (est.): 12% ▪ #1 worldwide, #1 in Europe
ALLIED	▪ Market share (est.): 11% ▪ Niche player in premium spirits
BEATSON CLARK	▪ Market share (est.): 5% ▪ Niche player in food and pharma

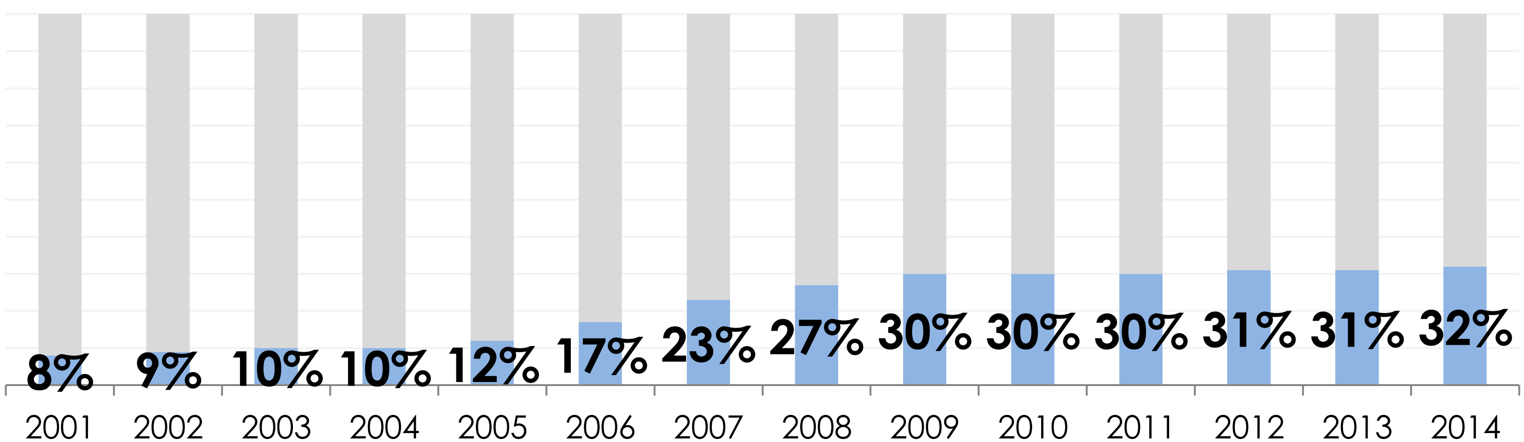
TRANSACTION FUNDAMENTALS

ENCIRC – COMPETITIVE PROFILE

COMPETITIVE PROFILE. ESTIMATED COMPETITOR COST STRUCTURE . BASE 100 ENCIRC.



ENCIRC'S MARKET SHARE OVER TIME.



TRANSACTION FUNDAMENTALS

DIVERSFICATION: SALES BY GEOGRAPHY (2014A)

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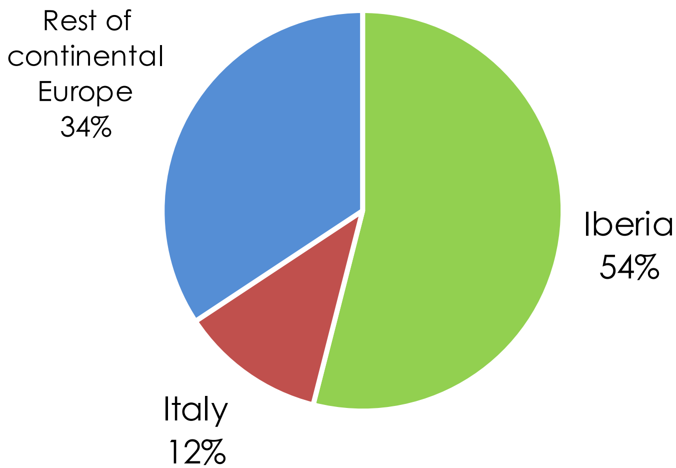
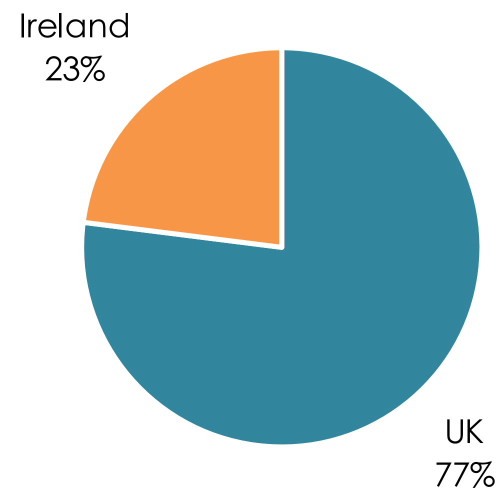


+

encirc



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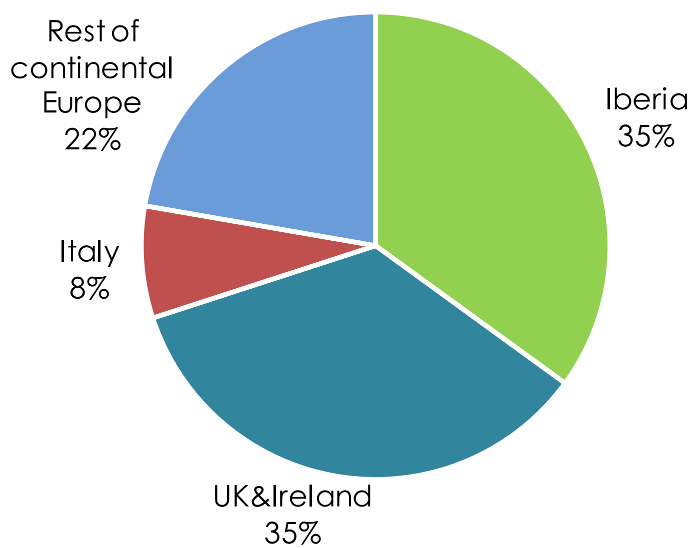
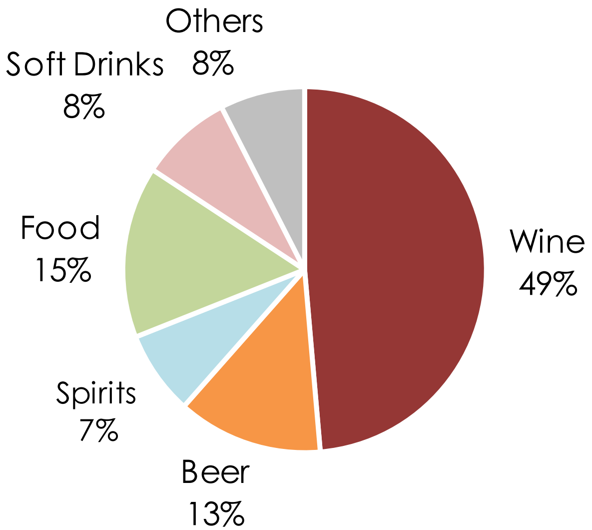
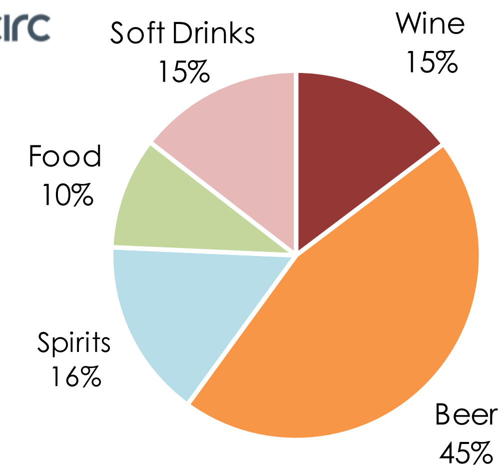
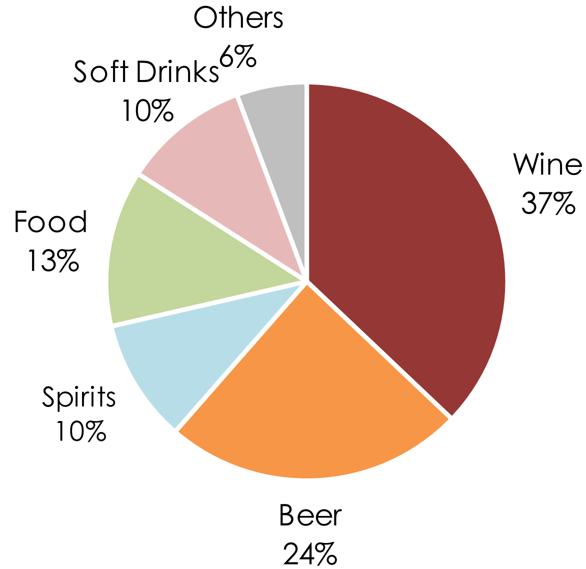


TRANSACTION FUNDAMENTALS

DIVERSFICATION: SALES BY PRODUCT-MIX (2014A)



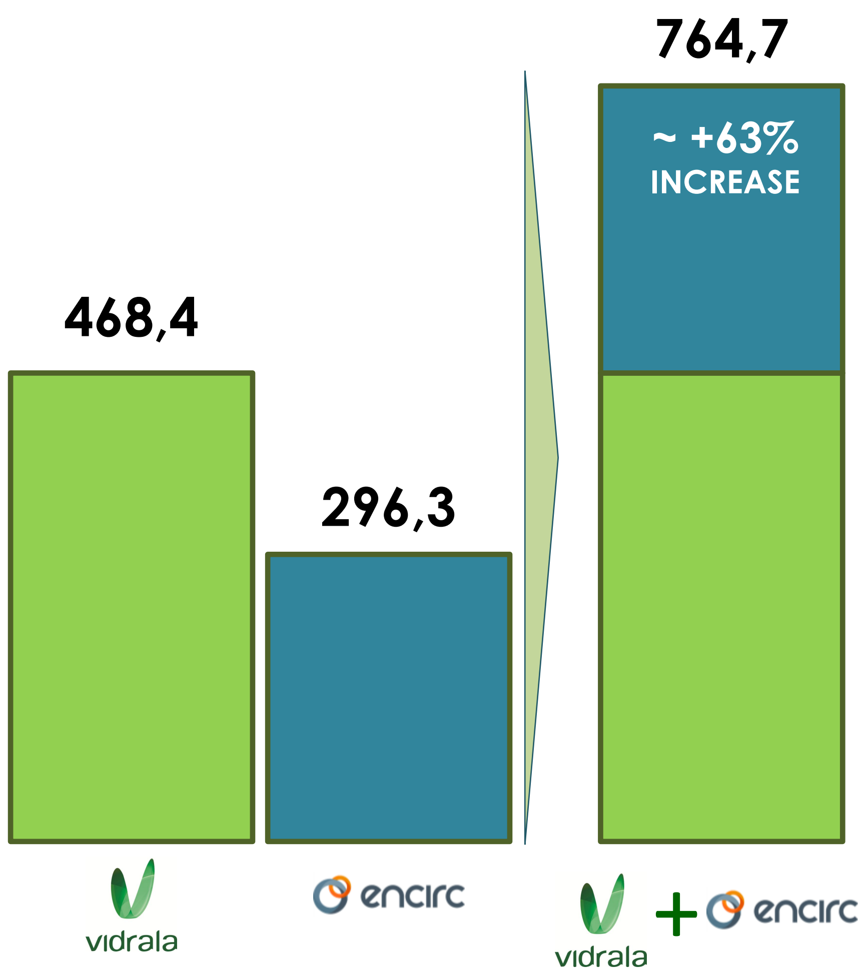




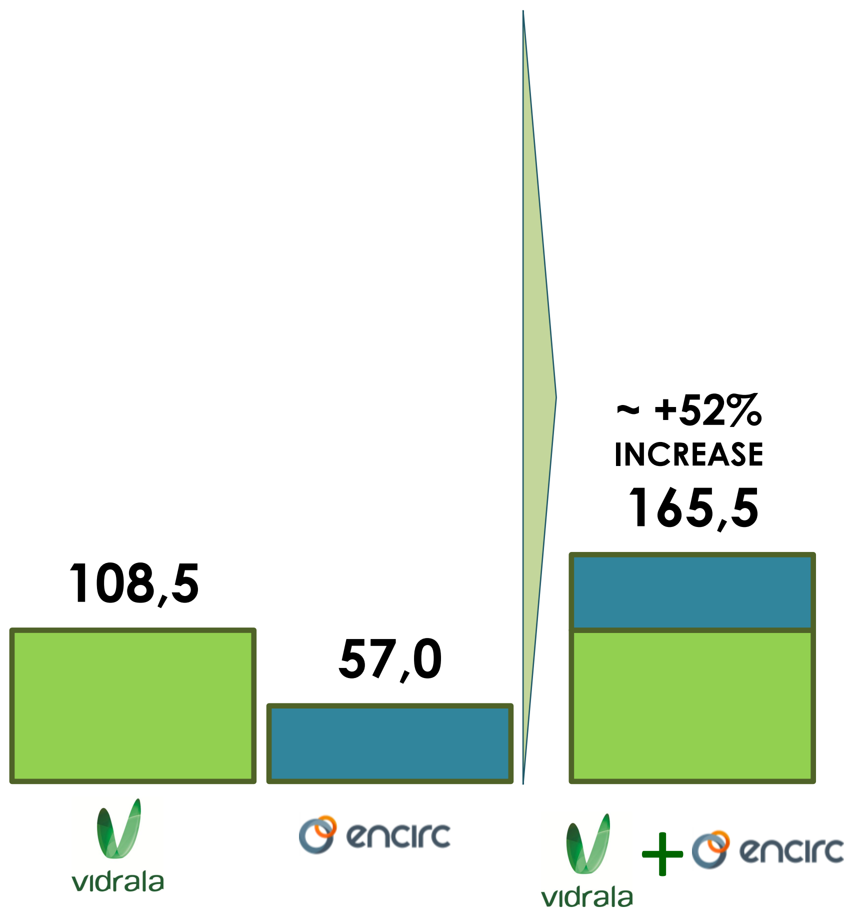
TRANSACTION FUNDAMENTALS

COMBINED BUSINESS
2014 PROFORMA

SALES (EUR in millions)



EBITDA (EUR in millions)



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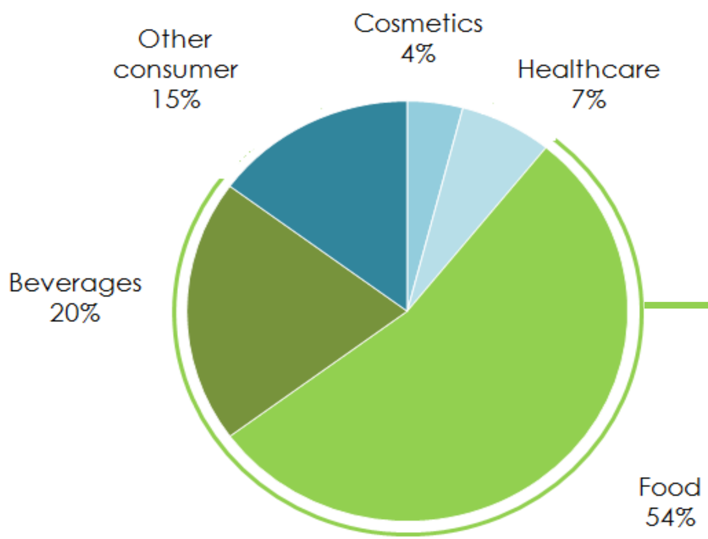
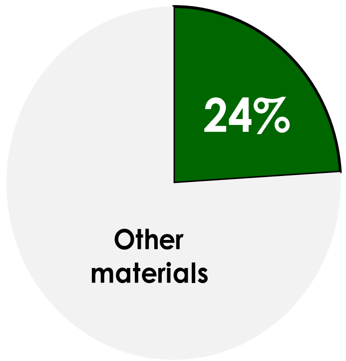
GLOBAL GLASS PACKAGING DEMAND

Global consumer packaging industry. Breakdown by end-uses. Year 2014.

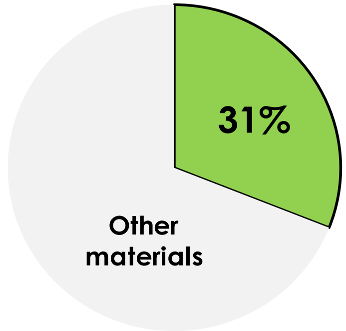


Glass share in rigid packaging for food and beverages. Year 2014.

Worldwide



In Western Europe

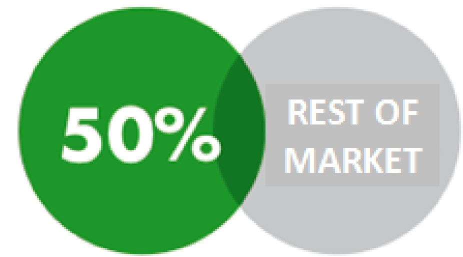


GLOBAL GLASS PACKAGING DEMAND

Glass, the preferred material: premium products

GLASS SHARE IN RIGID PACKAGING FOR FOOD AND BEVERAGES IN WESTERN EUROPE
YEAR 2014

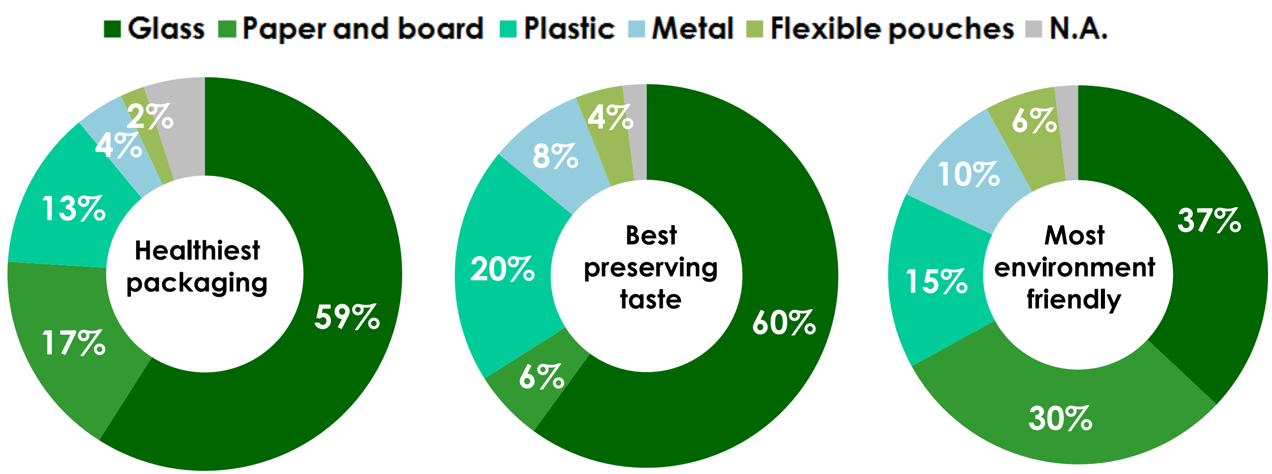
GLASS SHARE IN RIGID PACKAGING FOR TOP* BEVERAGES IN WESTERN EUROPE
YEAR 2014



*Wine, beer, spirits, soft drinks, food

Glass, the preferred material: health and environment

Survey about preferred packaging material for food and beverage



Source: Consumer trends report 2014.

GLASS PACKAGING DEMAND DRIVERS

TRENDS DRIVING LOCAL PACKAGING DEMAND DYNAMICS

Demographic trends
- Growing middle classes
- Packs of less units
- Demand for longer shelf lifes

Quality and cost
- Authenticity
- Added value
- Quality over quantity

Premiumisation
- Personalised goods
- Rising "single" lifestyles
- Brands, product image

Convenience and simplicity
- Ready to eat/drink/cook/serve
- Premium packaging
- Simplified one-use formats

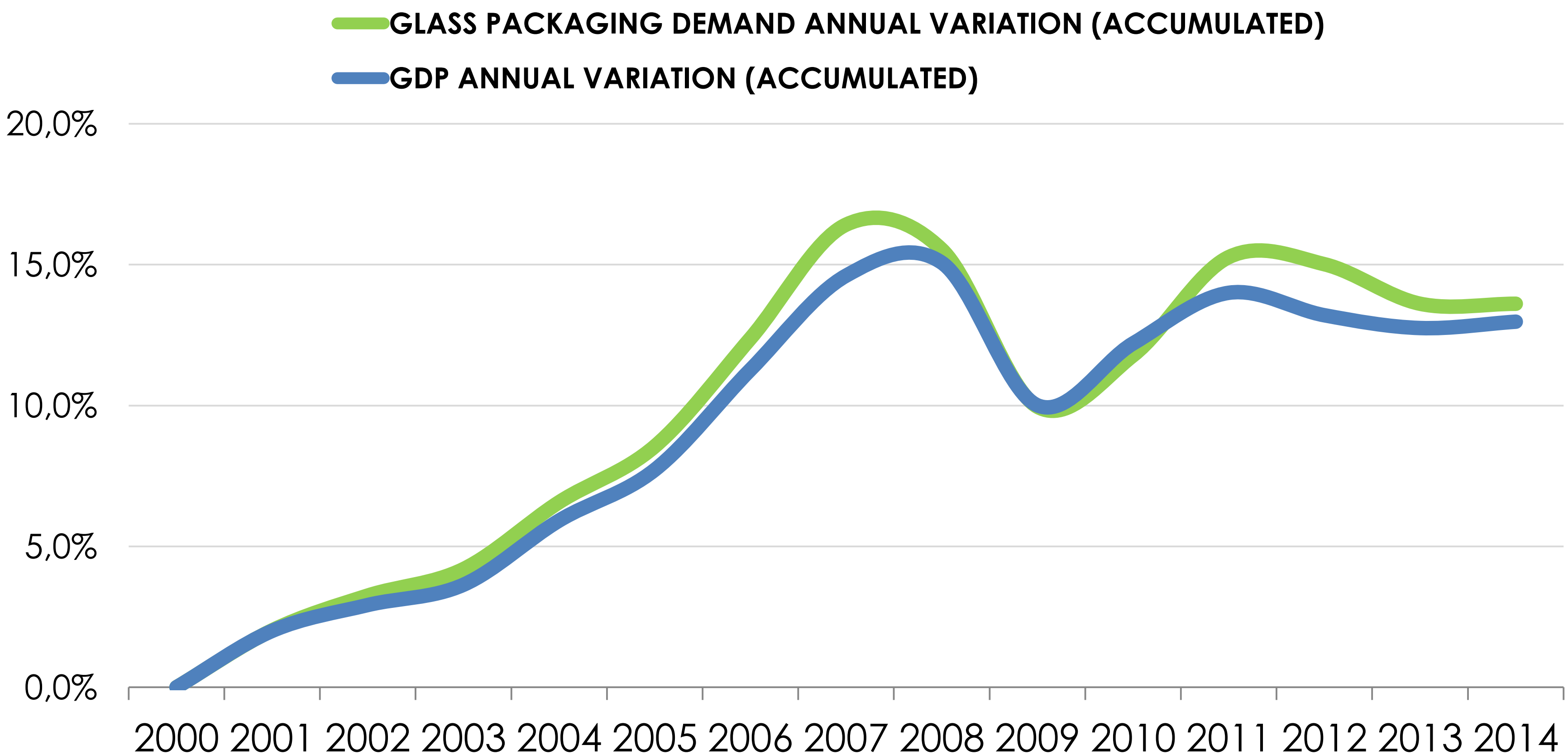
Health and sustainability
- Healthy lifestyles, wellbeing
- Natural, customised products
- Recyclable packaging

Demanding consumers
- Connected and globalized
- Inteligent consumption
- Social status

GLASS PACKAGING DEMAND IN EUROPE

GLASS CONTAINERS DEMAND HIGHLY CORRELATED TO GDP

2000-2014 ANNUAL ACCUMULATED



Source: Eurostat, FEVE (The European container glass federation).

GLASS PACKAGING MANUFACTURING

BUSINESS CHARACTERISTICS

LOGISTICS:
LOCAL SALES NATURE

- NATURAL CHARACTERISTICS OF HOLLOW GLASS CONTAINERS LIMIT LOGISTICS.
- CUSTOMERS' PACKAGING ACTIVITY DEMANDS SERVICE ON TIME AND SUPPLY FLEXIBILITY.
- PROXIMITY TO THE CUSTOMER AND SERVICE QUALITY DETERMINES SALES CAPABILITIES.

CONTINUOUS PROCESS:
CAPITAL INTENSIVE

- GLASS MANUFACTURING IS BASED ON A CONTINUOUS 24/365 ACTIVITY.
- PRODUCTION PROCESS IS INTENSIVE IN COST (LABOUR AND ENERGY) AND CAPITAL (PERIODICAL REPLACEMENTS).
- TECHNOLOGICAL DEVELOPMENT DEMANDS CONSTANT ADAPTATION.

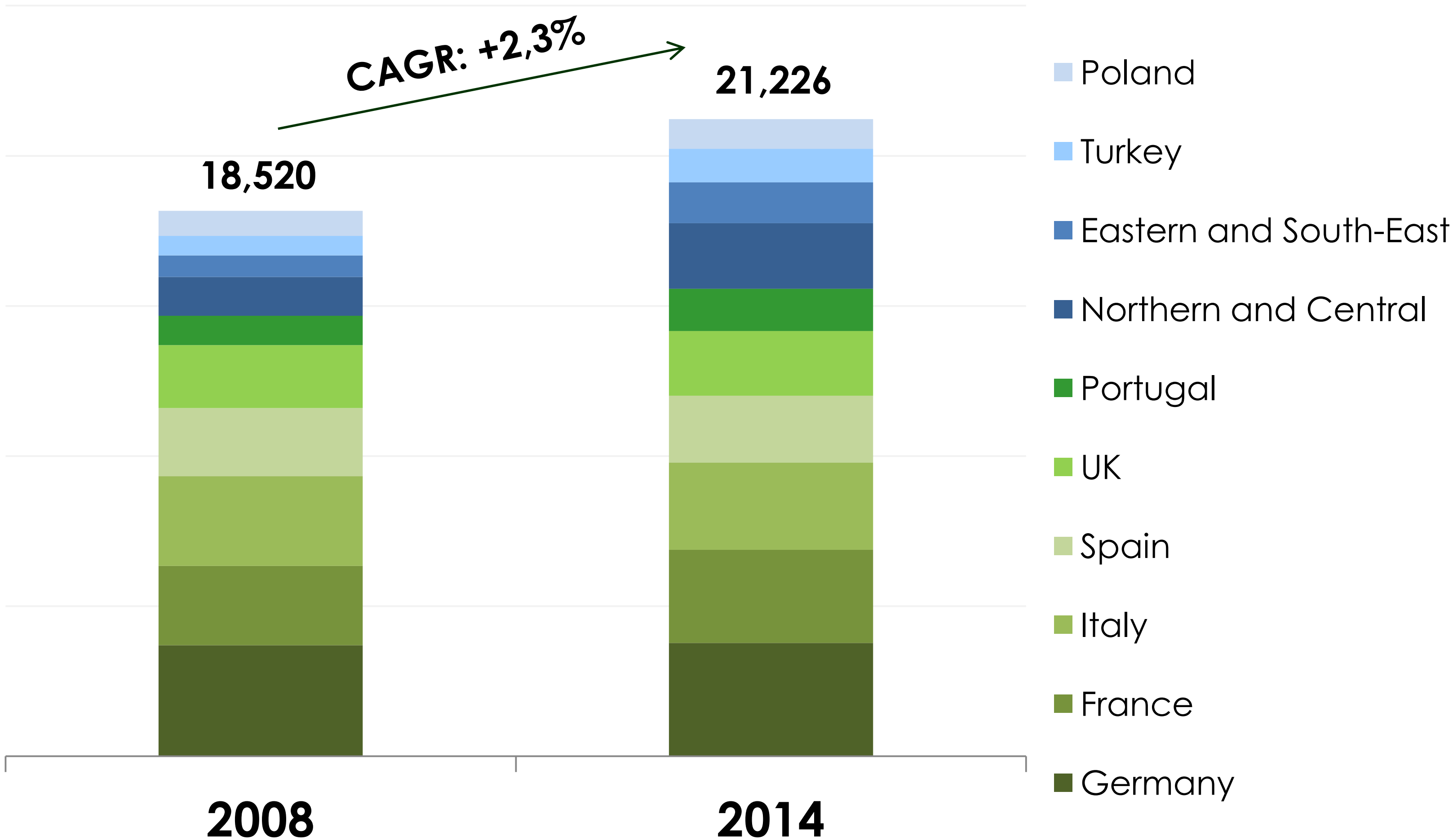
OPERATING GEARING:
UTILIZATION RATES

- COST AND CAPITAL INTENSIVITY CREATES A HIGH LEVEL OF OPERATING LEVERAGE.
- HIGH UTILIZATION RATES ARE CRUCIAL FOR PROFITABILITY.

ENTRY BARRIERS

GLASS PACKAGING DEMAND IN EUROPE

BY GEOGRAPHIC REGION (Tonnes in millions)

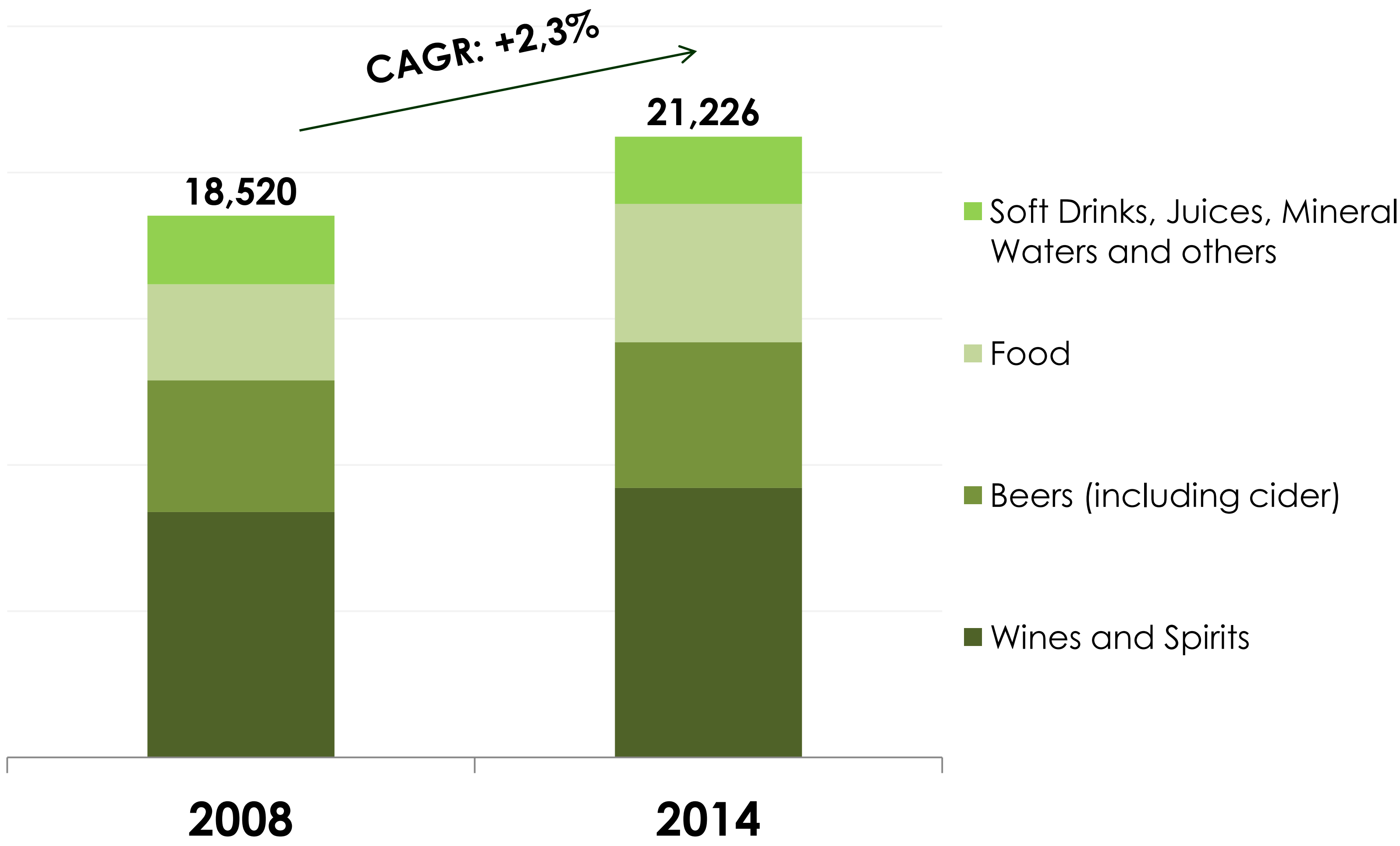


Source: FEVE (The European container glass federation).

**Northern and Central area: Austria, Belgium, Denmark, Estonia, Finland, Netherlands, Sweden, Switzerland.*
*** Easternd and South-East area: Bulgaria, Croatia, Czech Republic, Greece, Hungary, Romania, Slovakia.*

GLASS PACKAGING DEMAND IN EUROPE

BY MARKET SEGMENT (Tonnes in millions)

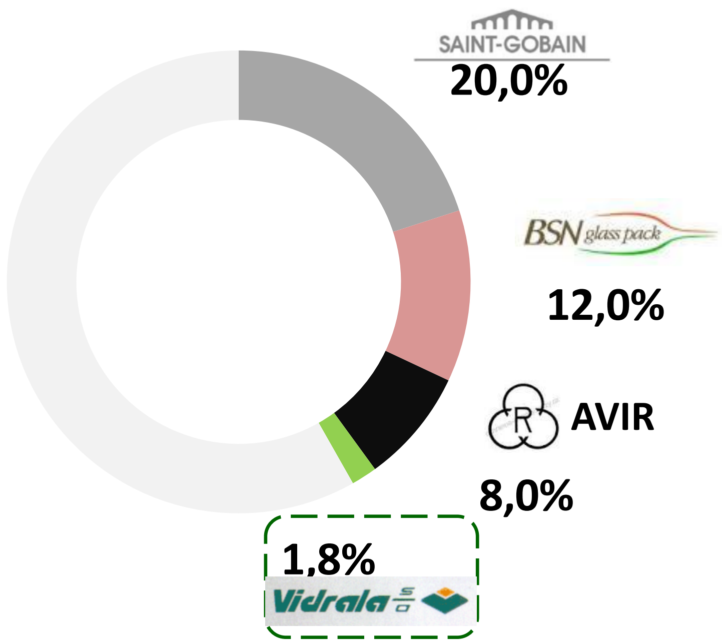


Source: FEVE (The European container glass federation).

EUROPEAN GLASS PACKAGING INDUSTRY

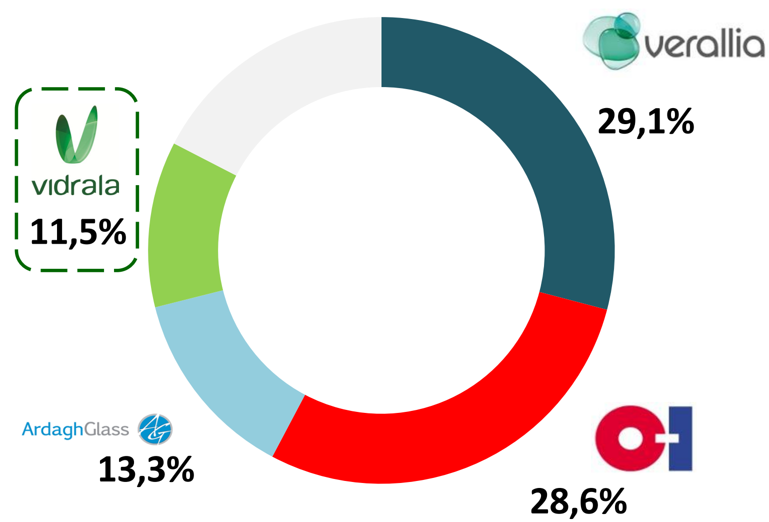
SUPPLY CONTEXT: EVOLUTION OF MARKET SHARES 2014 vs 1990

TOP 4 PLAYERS 1990



TOP 4 PLAYERS: 41,8%

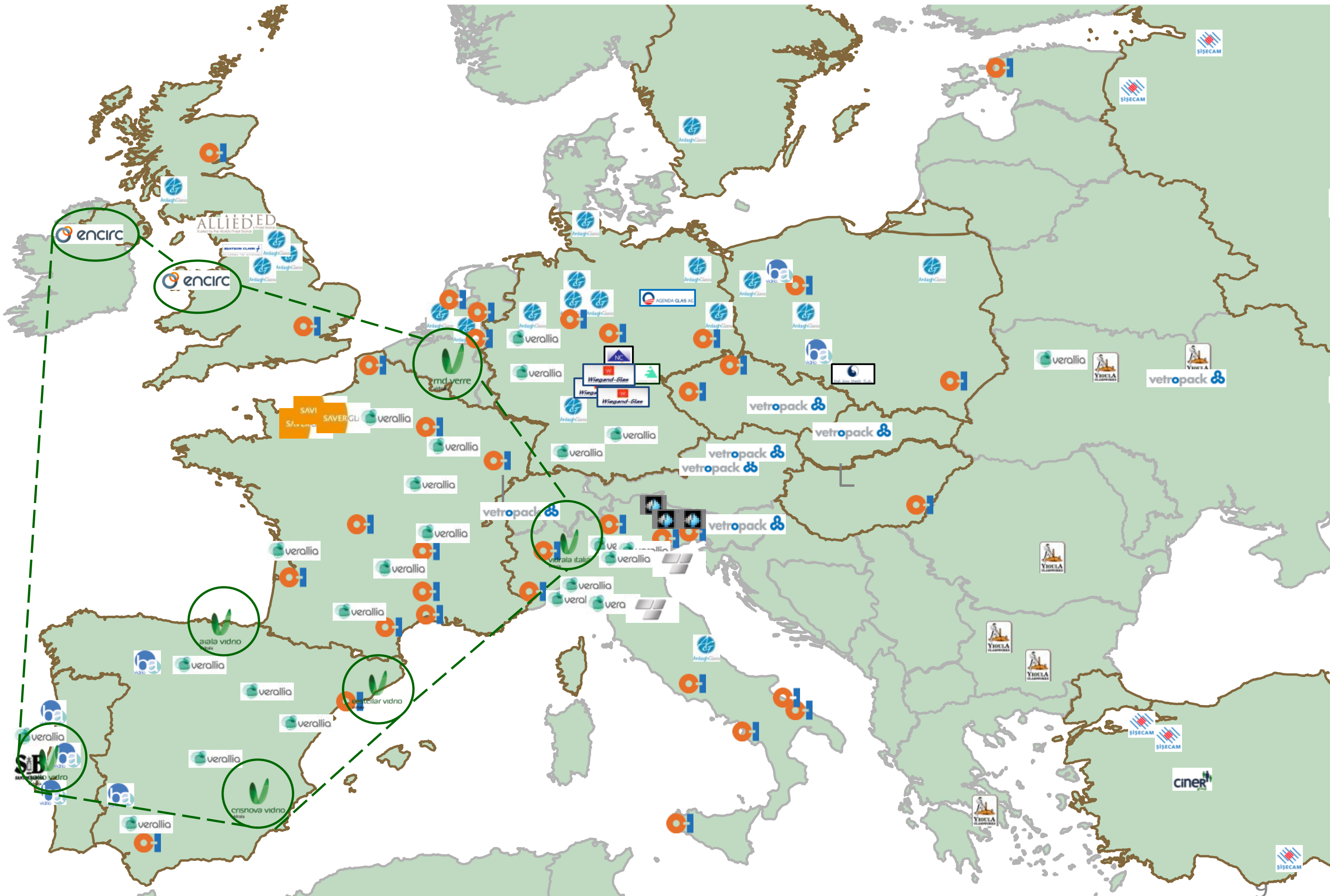
TOP 4 PLAYERS 2014



TOP 4 PLAYERS: 82,6%

EUROPEAN GLASS PACKAGING INDUSTRY

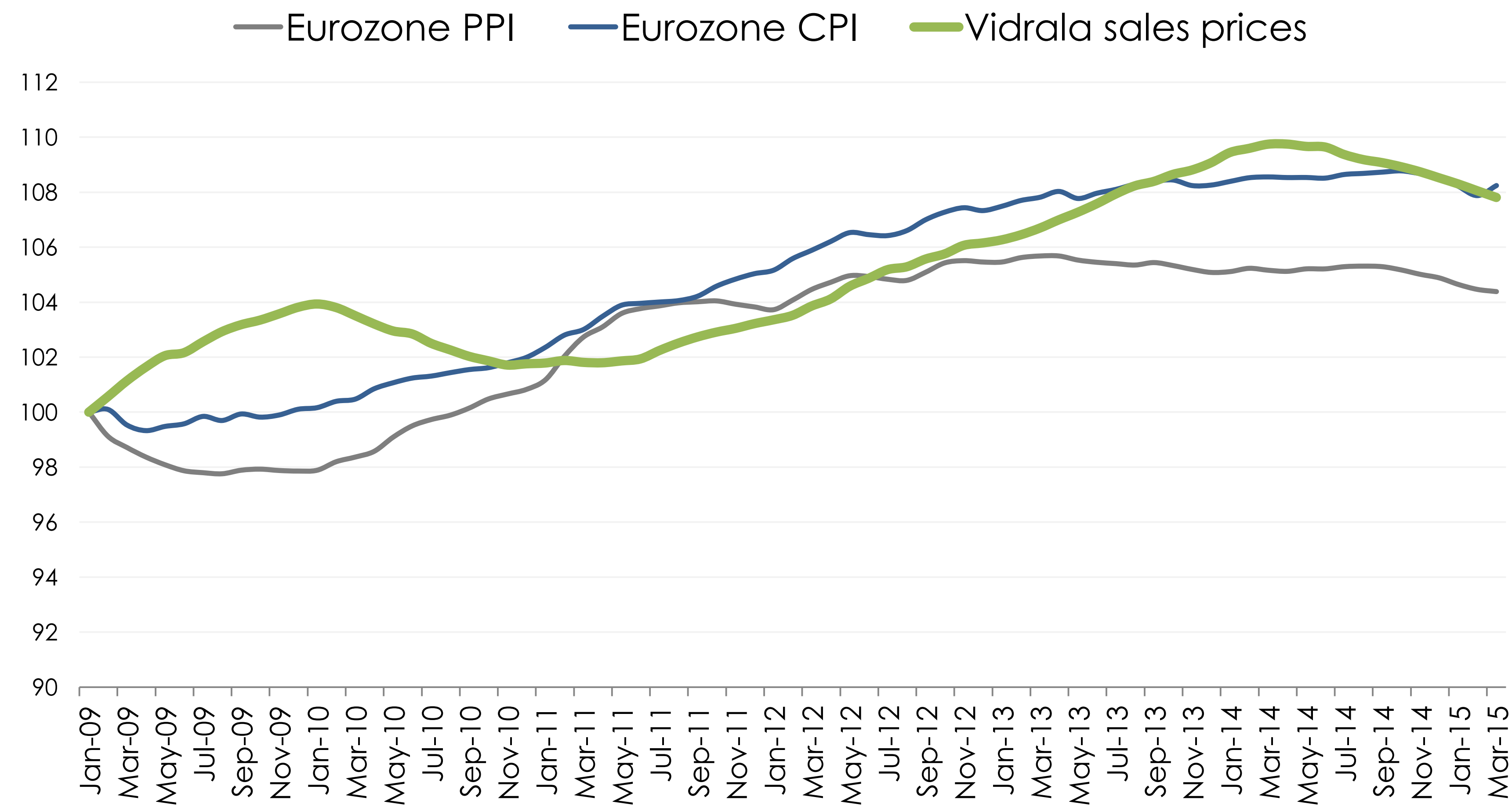
LOCATION OF PLANTS



EUROPEAN GLASS PACKAGING INDUSTRY

SALES PRICING DRIVERS

BASE 100 = 2009



Source: Eurostat, Vidrala.

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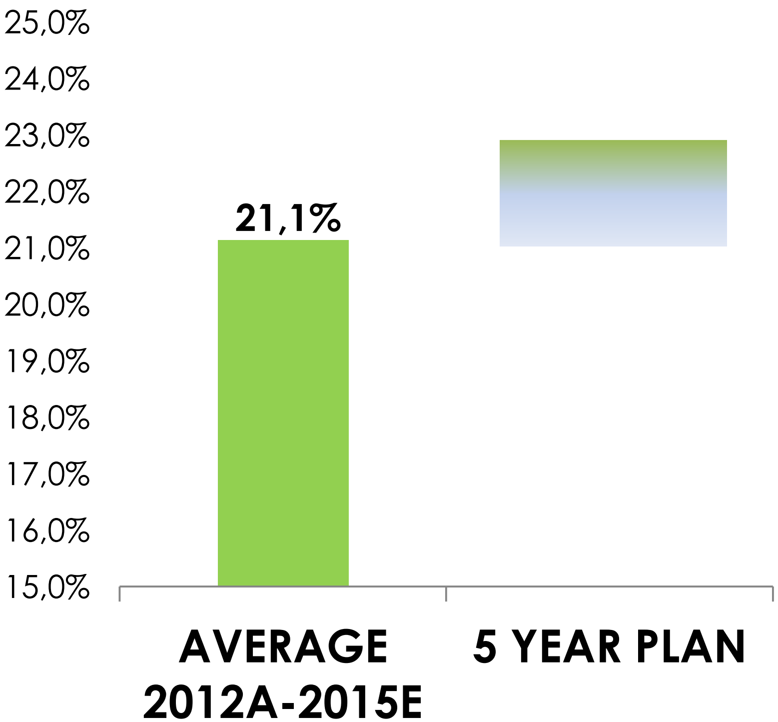
FINANCIALS

a. OPERATING MARGINS (EBITDA over sales)

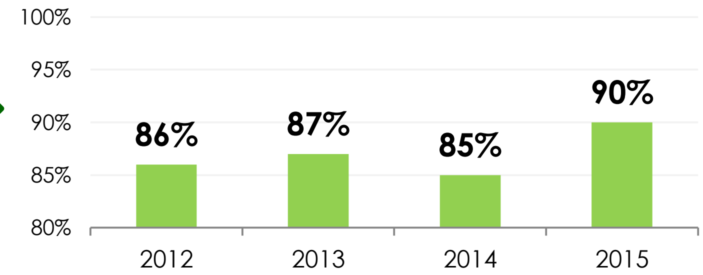


1. OPERATING LEVERAGE

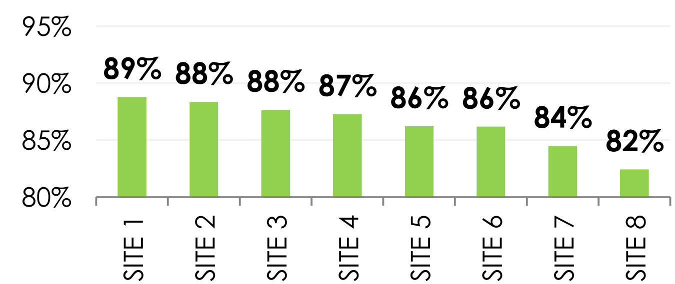
2. INTERNAL EFFICIENCY

3. INTEGRATION

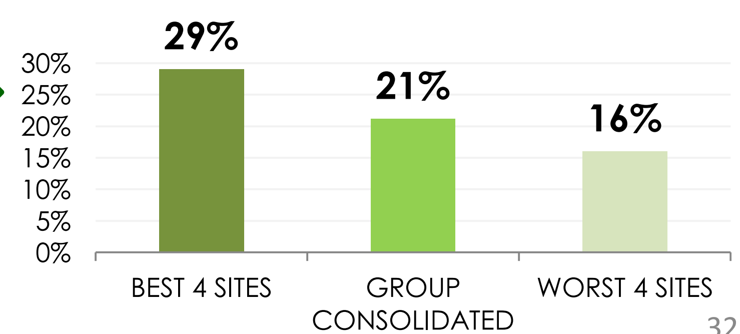
1. CAPACITY UTILIZATION



2. PACK-TO-MELT RATIO



3. EBITDA MARGINS



FINANCIALS

b. CAPEX

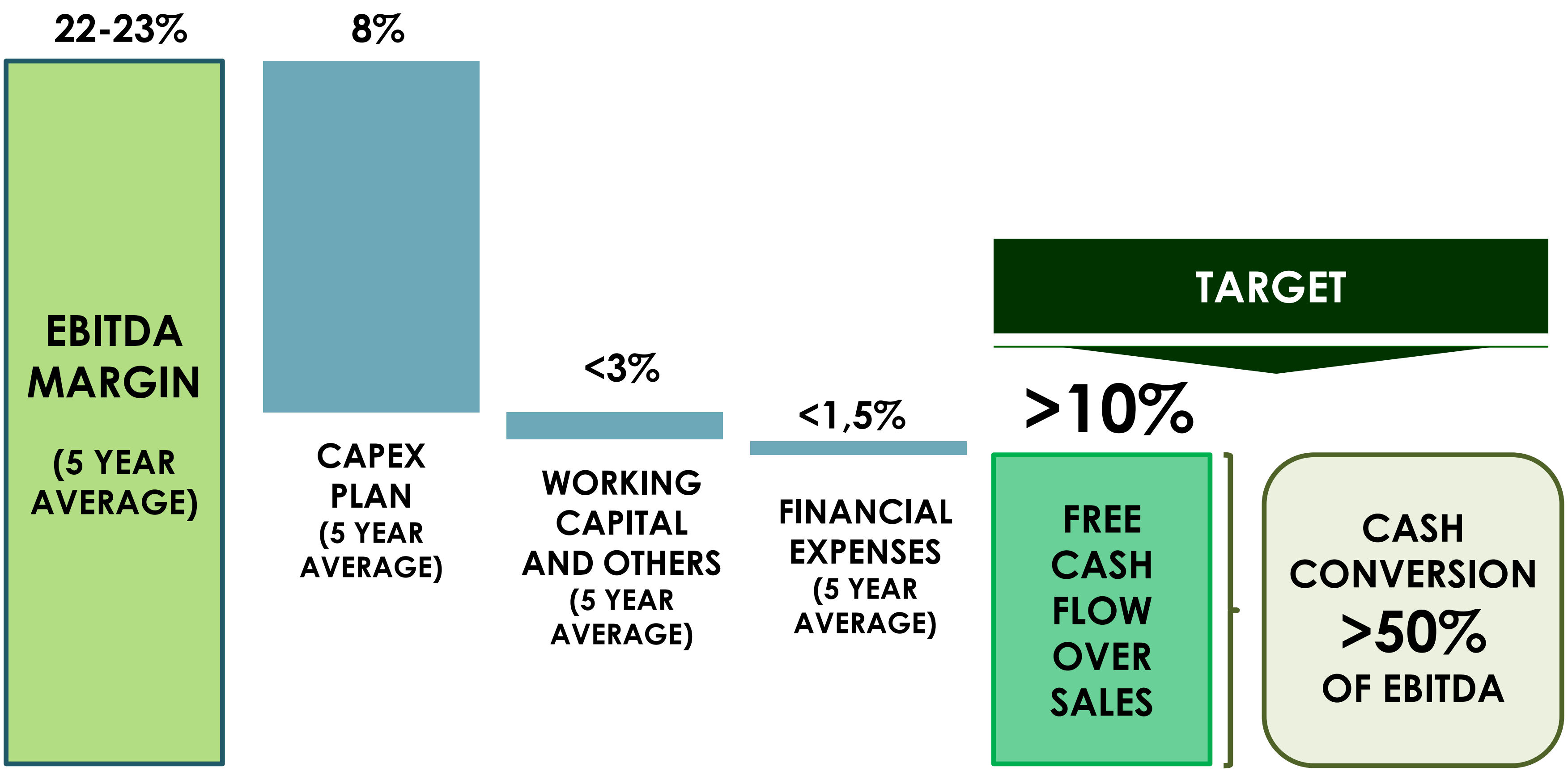
2015-2019 CAPEX PLAN	*<8% of sales on average*
MAXIMUM CAPEX IN 5 YEARS	≈ EUR 350 million

** Capex over sales ratio to approximate depreciation rate*

FINANCIALS

c. CASH FLOW

As a percentage of sales



FINANCIALS

d. CONCLUSION: RETURN ON CAPITAL EMPLOYED