

press release

ArcelorMittal announces proposed common shares and mandatorily convertible subordinated notes offerings in an expected total amount of USD 2.0 billion

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Luxembourg, 11 May 2020 - ArcelorMittal (the "Company") announces today its intention to offer common shares, without nominal value, and mandatorily convertible notes in an expected aggregate amount of approximately USD 2.0 billion. The Company retains the flexibility to adjust the relative proportions of shares and mandatorily convertible notes offered in the offerings.

The shares and mandatorily convertible notes will be offered within the United States pursuant to a registration statement filed with the Securities and Exchange Commission (the "SEC") and globally subject to certain customary selling restrictions.

The capital to be raised today is a proactive measure to accelerate the achievement of the Company's USD 7 billion net debt target. This is the clear priority, to support credit metrics and bolster the foundation for consistent future returns to shareholders. Today's transaction complements the progress made in recent years to make ArcelorMittal more resilient to challenging environments, as well as more recently the efforts made to address the impacts of COVID-19 on the business.

ArcelorMittal intends to use the net proceeds from the offerings for general corporate purposes, to deleverage and to enhance liquidity, thereby building additional resilience going forward in what remains an uncertain environment.

ArcelorMittal's liquidity position (cash and cash equivalents and availability under credit facilities) stood at approximately USD 10 billion as at March 31, 2020, supplemented by a new USD 3 billion (equivalent) credit facility as announced on April 16, 2020 (and fully executed on May 5, 2020). Following the closing of the offerings, commitments under this credit facility will be cancelled in proportion to the proceeds of the offerings less certain costs.

Lakshmi Mittal, Chairman and CEO of ArcelorMittal, commented: "We have prioritized a strong balance sheet for a number of years. Given today's exceptional circumstances, we believe it is right to further accelerate the achievement of our net debt target to ensure our company is fully resilient for all market conditions and able to focus on executing our long-term strategy. This includes meeting long-term demand growth for materials and the transition to an increasingly low-carbon economy, in which steel has many competitive advantages."

The mandatorily convertible notes are expected to have a maturity of 3 years and be issued at 100% of the principal amount, and will be mandatorily converted into common shares of the Company upon maturity, unless earlier converted at the option of the holders or ArcelorMittal or upon certain specified events in accordance with the terms of the mandatorily convertible notes. The mandatorily convertible notes are expected to pay a coupon in the range between 5.25% and 5.75% per annum, payable quarterly in arrears. The minimum conversion price of the mandatorily convertible notes will be equal to the share reference price, determined by the placement price of the shares in the concurrent share offering, and the maximum conversion price is expected to be set in the range between 115% and 120% of the minimum conversion price.

A Mittal family trust has indicated its intention to participate by placing an order in the offerings in an aggregate amount of USD 200 million, and will be subject to a lock-up period of 180 days, subject to customary exceptions.

Under the terms of the offerings, there will be a 180-day lock-up period for the Company on issuances or sales of shares and securities exchangeable for or convertible into shares, subject to customary exceptions.

BNP Paribas, Crédit Agricole Corporate and Investment Bank, Goldman Sachs & Co. LLC, J.P. Morgan and Société Générale are acting as Joint Global Coordinators and Joint Bookrunners of the offerings.

The offerings will be made pursuant to ArcelorMittal's shelf registration statement on Form F-3 filed with the SEC on March 2, 2018. The final terms of the offerings are expected to be announced on May 11, 2020 in a separate press release. ArcelorMittal will apply to list the mandatorily convertible notes on the New York Stock Exchange ("NYSE"), subject to satisfaction of the NYSE's minimum equity listing standards with respect to the mandatorily convertible notes. There can be no assurance that such requirement will be satisfied. If the mandatorily convertible notes are approved for listing, ArcelorMittal expects trading on the NYSE to begin within 30 calendar days after the mandatorily convertible notes are first issued.

Important Notice

The Company has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the Company has filed with the SEC for more complete information about the Company and this offering. You may get these

documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, copies may be obtained from Goldman Sachs & Co. LLC at 1-212-902-1171.

This press release does not constitute an offer to sell or the solicitation of an offer to buy any securities, nor will there be any sale of securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

This press release may contain forward-looking information and statements about ArcelorMittal and its subsidiaries. These statements include financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations with respect to future operations, products and services, and statements regarding future performance including statements regarding the completion of the offerings and use of proceeds. Forward-looking statements may be identified by the words "believe," "expect," "anticipate," "target" or similar expressions. Although ArcelorMittal's management believes that the expectations reflected in such forward-looking statements are reasonable, investors and holders of ArcelorMittal's securities are cautioned that forward-looking information and statements are subject to numerous risks and uncertainties, many of which are difficult to predict and generally beyond the control of ArcelorMittal, that could cause actual results and developments to differ materially and adversely from those expressed in, or implied or projected by, the forward-looking information and statements. These risks and uncertainties include those discussed or identified in the filings with the SEC made or to be made by ArcelorMittal, including ArcelorMittal's Annual Report on Form 20-F for the year ended December 31, 2019 filed with the SEC. ArcelorMittal undertakes no obligation to publicly update its forward-looking statements, whether as a result of new information, future events, or otherwise.

No communication and no information in respect of the offering of securities may be distributed to the public in any jurisdiction where a registration or approval is required. The offering or subscription of securities may be subject to specific legal or regulatory restrictions in certain jurisdictions. ArcelorMittal takes no responsibility for any violation of any such restrictions by any person.

MiFID II Directive 2014/65/EU (as amended, "MiFID II") professionals/ECPs-only / No PRIIPs KID – Manufacturer target market (MiFID II product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document ("KID") has been prepared as not available to retail in EEA. In connection with the offerings, the Joint Bookrunners or any of their respective affiliates acting as an investor for their own account may take up as a proprietary position any shares or mandatorily convertible notes and in that capacity may retain, purchase or sell for their own account such shares or mandatorily convertible notes. In addition, they may enter into financing arrangements and swaps with investors in connection with which they may from time to time acquire, hold or dispose of shares or mandatorily convertible notes. They do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

The Joint Bookrunners are acting on behalf of the Company and no one else in connection with the offerings and will not be responsible to any other person for providing the protections afforded to any of their respective clients or for providing advice in relation to the offerings. None of the Joint Bookrunners will regard any other person as its client in relation to the offerings.

This announcement contains inside information for the purposes of Article 7 of Regulation (EU) No 596/2014.

About ArcelorMittal

ArcelorMittal is the world's leading steel and mining company, with a presence in 60 countries and primary steelmaking facilities in 18 countries. In 2019, ArcelorMittal had revenues of \$70.6 billion and crude steel production of 89.8 million metric tonnes, while iron ore production reached 57.1 million metric tonnes. Our goal is to help build a better world with smarter steels. Steels made using innovative processes which use less energy, emit significantly less carbon and reduce costs. Steels that are cleaner, stronger and reusable. Steels for electric vehicles and renewable energy infrastructure that will support societies as they transform through this century. With steel at our core, our inventive people and an entrepreneurial culture at heart, we will support the world in making that change. This is what we believe it takes to be the steel company of the future. ArcelorMittal is listed on the stock exchanges of New York (MT), Amsterdam (MT), Paris (MT), Luxembourg (MT) and on the Spanish stock exchanges of Barcelona, Bilbao, Madrid and Valencia (MTS). For more information about ArcelorMittal please visit: <http://corporate.arcelormittal.com/>