

Q3 2018 Business and Financial Performance

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- 1. Introduction
- 2. Business Overview
- 3. Financials
- 4. Q4 2018 Outlook
- 5. Financing



Introduction | Speaker



Krzysztof Zoła *Board Member, CFO*

Responsibility

- Cooperation with financial institutions
- Budgeting and controlling

Experience

- with Cognor since 2002
- Board Member of Cognor Holding since 2013
- CFO for 12 years



Introduction | Q3 2018 Highlights

- Polish GDP growth estimated at ca 4.5% in Q3 2018 compared to 4.7% in Q3 2017; 5.1% in Q2 2018;
- EU28 GDP growth at 1.9% in Q3 2018 (1,7% Eurozone), compared to 1,7% in Q3 2017; 2.4% in Q2 2018 (2,3% Eurozone)
- Polish steel production decreased by 11.1%; in the EU (28) it went up by 0.7%
- Increase of prices of scrap metal, billets and finished products. Improvement of all conversion spreads. Good demand; In addition to the
 existing protectionist measures in July the EU has introduced a safeguard instrument aimed against the US tax driven second tier effects
- Further improvement of BOF/EAF cost model though EAF feedstock cost still more expensive
- 11.2% increase in revenues in spite of the drop by 5.4% of shipments
- Gross profit, EBIT and EBITDA much improved

Capacities' utilization

ANNUAL CA	APACITY	UTILIZATION RATE			
	Tonnes	Q3 2018	Q3 2017		
FERROSTAL	375 000	98.1%	102.5%		
HSJ	261 000	92.2%	90.0%		
COMBINED	636 000	95.7%	97.4%		



Business Overview | World's Steel Output

Crude steel production and finished products demand

CRUDE STEEL PRODUCTION	Q3 2018	% YoY	Q3 2017	
m tonnes				
Europe	76.3	-0.1%	76.4	
UE (28)	40.6	0.7%	40.3	EU growth positive
Poland	2.33	-11.1%	2.62	Poland lower due to maintenance of one furnace at A
CIS	25.7	0.1%	25.1	
North America	30.4	4.5%	29.1	
USA	22.1	6.0%	20.7	Section 232 seems to be working for the USA output
South America	11.3	11.1%	11.1	
Africa / Middle East	12.5	8.2%	11.6	
Asia	324.9	5.0%	309.5	
China	242.4	7.5%	225.4	China particularily strong
Japan	25.6	-1.1%	25.9	
Oceania	1.6	7.4%	1.5	
Total	457.1	4.1%	439.2	

source: World Steel Association

Business Overview | EU Safeguard

In July 2018 the European Commission introduced a temporary measure aimed at safeguarding the EU market against the potential increase of imports of steel products resulting from the introduction of US section 232 (25% tax for steel import). Twenty nine product groups, including rebars and merchant bars, were made subject to the regulation.

For a majority of product groups, the imports into the EU have not increased significantly so far and the 25% safeguard tariff will most likely not start being imposed. With regard to rebars the tariff may start as the imports seem slightly higher then the quota limit (defined as an average import volume for 2015-2017).

EU code	098513	quota period	19.07.2018 03.02.2019	
Rebars (tor	nnes)	as of	31.10.2018	
		% QUOTA	% TIME	
Quota utilization	400 409	56	52	
Quota limit	714 964			

20.01.2019 expected date for utilization of the entire quota the 25% tariff charge **likely** to commence

EU code	098512	quota period	19.07.2018 03.02.2019	
Merchant bars	(tonnes)	as of	31.10.2018	
		% QUOTA	% TIME	
Quota utilization	353 759	49	52	
Quota limit	728 270			

18.02.2019 expected date for utilization of the entire quota the 25% tariff charge **not likely** to commence

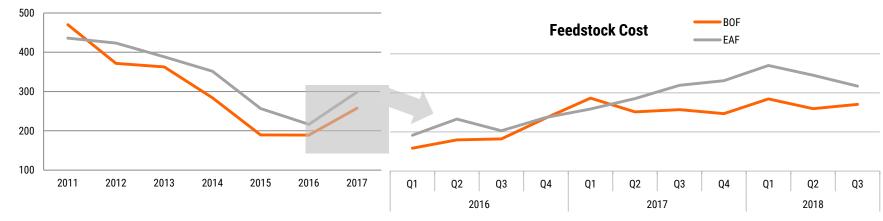
source: EC



Business Overview | BOF / EAF Feedstock Cost

BOF & EAF Feedstock Costs

Feedstock	2044	2042	2042	2044	2045	2046	2047		201	6			201	17			2018	
Cost	2011	2012	2013	2014	2015	2016	2017	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3*
USD / Tonne																		
BOF	470	372	363	284	190	189	257	159	180	182	236	287	251	249	242	285	259	271
EAF	436	423	388	352	257	216	299	192	233	203	237	259	285	320	331	370	345	317
difference	34	-52	-26	-68	-67	-27	-41	-33	-53	-21	-1	28	-34	-62	-84	-85	-86	-47



Prices	Iron ore	Coking coal	Steel scrap	Prices	Iron ore	Coking coal	Steel scrap
(USD / Tonne)				(USD / Tonne)			
2011	168	200	389	Q1 2016	48	75	171
2012	129	145	378	Q2 2016	56	76	208
2013	135	122	347	Q3 2016	59	84	181
2014	97	105	314	Q4 2016	71	130	212
2015	55	89	229	Q1 2017	86	169	231
2016	59	92	193	Q2 2017	63	161	255
2017	72	145	267	Q3 2017	72	137	285
				Q4 2017	66	132	296
course: IME in	ron oro EIA	ooko		Q1 2018	75	159	330
source: IMF - i	•	- COKE,		Q2 2018	66	149	308
Cognor – scrap				Q3 2018	66	176*	283

Feedstock Cost Model	BOF	EAF
Tonne / Tonne of crude steel		
iron ore	1.60	
coking coal	0.60	
scrap metal	0.21	1.12

- EAF steel producers compete with BOF steelmakers to some extend (semi-finished products)
- Due to the strong steel output growth in 2017 and 2018 scrap metal prices increased more as compared to BOF feedstock,
- The cost position of EAF producers is negative, deteriorating their competitive position
- Nonetheless, strong demand for steel and the protectionist measures applied by the EU keep the margins of the European EAF steelmakers at fair levels



Business Overview | Ferrostal

Prices & Spreads

	Q3 2018	Q2 2018	Q1 2018	Q4 2017	Q3 2017		
(pln/tonne)							
FERROSTAL							
SCRAP METAL - average purchase price	1 049	1 102	1 123	1 063	1 036	scrap metal price up by	14 & 1.3%
BILLETS - average price	2 103	2 183	2 157	1 491	1 660	billet sales price up by	307 & 17.1%
volume	19 664	18 139	28 685	21 314	29 705		
BILLET SPREAD	1 053	1 080	1 034	1 016	760	billet spread up by	294 & 38.6%
FINISHED PRODUCTS – average price	2 276	2 321	2 342	2 210	1 923	finished product sales price up by	354 & 18.4%
total volume	92 610	75 452	77 058	72 075	106 735	illioned product cares price up by	001 010.170
- plain bars	2 427	2 450	2 513	2 375	1 996		
volume	9 346	8 044	6 792	6 910	9 877		
- flat bars	2 456	2 482	2 500	2 374	2 031		
volume	11 298	11 805	9 955	9 434	17 718		
-squares	2 399	2 414	2 494	2 355	2 003		
volume	2 913	2 238	1 580	1 194	2 905		
-rebars	2 194	2 234	2 267	2 143	1 868		
volume	61 988	47 808	53 382	52 933	69 629		
-angles	2 <i>455</i>	2 494	2 517	2 383	2 037		
volume	6 794	5 302	5 008	1 323	6 450		
-other	2 529	2 619	2 889	3 812	2 892		
volume	271	255	341	281	156		
PRODUCT SPREAD	1 227	1 218	1 219	1 147	887	product spread up by	340 & 38.3%
- plain bars	1 378	1 348	1 390	1 313	961		
- flat bars	1 407	1 379	1 377	1 311	995		
- squares	1 350	1 312	1 371	1 292	967		
- rebars	1 145	1 131	1 144	1 080	833		
- angles	1 406	1 391	1 394	1 320	1 001		
- other	1 480	1 517	1 766	2 750	1 856		Together reach mo



Business Overview | HSJ

Prices & Spreads

	Q3 2018	Q2 2018	Q1 2018	Q4 2017	Q3 2017		
(pln/tonne)							
HSJ							
SCRAP METAL - average purchase price	1 191	1 223	1 126	1 102	1 000	scrap metal price up by	89 & 8.1%
BILLETS - average price	2 652	2 705	2 448	2 279	2 135	billet sales price up by	373 & 16.4%
volume	12 228	15 948	15 243	15 965	18 421		
BILLET SPREAD	1 461	1 482	1 322	1 177	1 135	billet spread up by	284 & 24.1%
FINISHED PRODUCTS – average price	3 592	3 310	3 037	2 895	2 815	finished product sales price up by	697 & 24.1%
total volume	46 960	44 998	37 629	41 399	42 639	illistica product sales price up by	097 & 24.1%
- SQ bars	3 493	3 213	2 987	2 800	2 752		
Volume	46 348	44 157	37 231	40 020	39 179		
- thick sheets	5 988	4 323	2 513	3 749	2 713		
Volume	311	593	228	1 165	3 297		
- thin sheets	11 873	11 067	11 358	10 856	11 851		
volume	209	135	98	144	89		
-other	26 412	26 756	19 319	26 708	29 603		
volume	92	113	72	70	74		
PRODUCT SPREAD	2 401	2 087	1 911	1 793	1 815	product spread up by	608 & 33.9%
- SQ bars	2 302	1 990	1 861	1 698	1 752		
- thick sheets	4 797	3 100	1 387	2 647	1 713		
- thin sheets	10 682	9 844	10 232	9 754	10 851		
- other	25 221	25 533	18 193	25 606	28 603		



Business Overview | Scrap Metal

Segments

SCRAP META	Q3 2018	Q2 2018	Q3 2017			
PURCHASES FROM EXTERNAL SUPPLIERS FERROSTAL	Tonnes	65 861	86 927	63 566		
ZŁOMREX HSJ		81 919 47 420	87 989 48 767	84 150 41 138	ZŁOMREX purchases down by	2.7%
INTERNAL USE FERROSRAL HSJ	Tonnes	103 220 68 452	122 148 78 044	107 867 67 485		
SALES TO EXTERNAL CUSTOMERS ZŁOMREX OTHER	Tonnes	44 698 0	46 798 0	34 757 0		
SALES CONSOLIDATED	'000 PLN	46 472	51 931	34 694		
TOTAL PURCHASES IN TONNES TOTAL INTERNAL USE IN TONNES TOTAL SALES IN TONNES TOTAL SALES IN '000 PLN		195 200 171 672 44 698 46 472	223 683 200 192 46 798 51 931	188 854 175 352 34 757 34 694	Shipments up by Sales up by	28.6% 33.9%



Business Overview | Billets

Segments

	BILLETS	Q3 2018	Q2 2018	Q3 2017
PURCHASES FERR	Tonnes	0	0	0
PRODUCTION	Tonnes			
FERR		91 972	109 658	96 112
HSJ		60 130	68 393	58 711
INTERNAL USE	Tonnes			
FERR		89 125	77 255	73 853
HSJ		50 688	55 880	46 403
SALES TO EXTERNAL CUSTOMERS	Tonnes			
FERR		22 450	19 662	33 362
HSJ		9 442	12 513	12 308
SALES	'000 PLN			
CONSOLIDATED		73 768	77 960	89 720
TOTAL PURCHASES in TONNES		0	0	0
TOTAL PRODUCTION in TONNES		152 102	178 051	154 823
TOTAL INTERNAL USE in TONNES		139 813	133 135	120 256
TOTAL SALES in TONNES		31 892	32 175	45 670
TOTAL SALES in '000 PLN		73 768	77 960	89 720

Production down by	1.8%
Shipments down by	30.2%
Sales down by	17.8%



Business Overview | Finished Products

Segments

FINISHED PRODUCTS		Q3 2018	Q2 2018	Q3 2017
PURCHASES	Tonnes			
ALL ENTITES		0	0	0
PRODUCTION	Tonnes			
ZWWB		18 352	17 124	20 086
HSJ		47 062	52 171	45 864
PROFIL		66 858	56 414	50 211
SALES TO EXTERNAL CUSTOMERS FERROSTAL HSJ	Tonnes	87 455 52 115	69 338 55 548	102 805 45 329
SALES CONSOLIDATED	'000 PLN	379 581	349 921	325 059
TOTAL PURCHASES in TONNES TOTAL PRODUCTION in TONNES		0 132 272	0 125 709	0 116 161
TOTAL PRODUCTION IN TORNES TOTAL SALES TO EXTERNAL CUSTOMERS in TONNES		132 272	124 886	148 134
TOTAL SALES in '000 PLN		379 581	349 921	325 059

Production up by	13.9%
Shipments down by	5.8%
Sales up by	16.8%



STATEMENT OF PROFIT OR LOSS	Q3 2018	Q2 2018	Q3 2017		
'000 PL	N				
Sales revenue	550 666	535 702	495 137	Revenues up by	11.2%
Cost of sales	-474 323	-453 760	-448 452		
Gross profit	76 343	81 942	46 685	Gross profit up by	63.5%
	0.400	0.540	1.600		
Other income	2 429	3 563	1 680		
Distribution expenses	-21 646	-17 403	-18 580		
Administrative expenses	-9 336	-13 276	-11 284		
Other gains/(losses) - net	-986	1 159	981		
Other expenses	-1 495	-5 000	-2 532		
EBIT	45 309	50 958	16 950	EBIT up by	167.3%
Financial income	4 460	0	1	Gain on full Bonds' redemption	4.5m
Financial expenses	-6 477	-32 717	-20 765	FX gain	4.8m
Net financing costs	-2 017	-32 717	-20 764		
Share of profits of associates	40	-32	47		
Excess in fair value of acquired assets over cost	0	0	0		
Profit before tax	43 332	18 209	-3 767		
Income tax expense	-8 989	-1 480	-1 178		
·	0 909	-1 460			
Profit/loss for the period from discontinued operations Profit for the period	34 343	16 729	- 4 945	Adjusted net result	22.4m
Tronc for the period	37 373	10727	7775		
Depreciation and amortization	-10 847	-11 107	-10 762	EBITDA up by	102.6 %
EBITDA	56 156	62 065	27 712	Adjusted EBITDA	52.0m



ASSETS	Q3 2018	Q2 2018	Q3 2017		
'000 PLN					
A. TOTAL NON-CURRENT ASSETS	385 320	392 853	409 075		
I. Intangible assets	21 283	19 670	12 467	Increase of intangible assets due to R&D costs	
II. Property, plant and equipment	280 631	280 947	288 196	CAPEX 10.5m (LTM 34.9)	
III. Other receivables	297	272	194	Disposals 0.2m (LTM 2.4)	
IV. Investment property and other investments	3 442	3 402	3 305		
V. Prepaid perpetual usufruct of land	23 117	23 218	25 926		
VI. Deferred tax assets	56 550	65 344	78 987	Utilization of tax shield	
B. TOTAL CURRENT ASSETS	529 325	622 444	501 084		
I. Inventories	275 898	334 527	229 903		
II. Receivables	212 768	186 474	184 455	Receivables sold (net) 119.4m	
1. Trade receivables	212 019	185 714	183 633	Receivables sold (net) in Q3 2017 100.3m	
2. Current income tax receivable	737	748	737		
3. Other investments	12	12	85		
III. Cash and cash equivalents	40 659	101 443	86 726	Cash balance reduced due to the entire Notes'	
IV. Prepayments	0	0	0	repayment partially from own cash flow	
V. Assets classified as held for sale	0	0	0		
Total	914 645	1 015 297	910 159		



EQUITY AND LIABILITIES	Q3 2018	Q2 2018	Q3 2017
'000 PLN			
A. EQUITY	303 049	270 944	184 438
I. Issued share capital	178 066	177 923	152 175
II. Reserves and retained earnings	104 863	75 270	16 219
III. Minority interest	20 120	17 751	16 044
B. LIABILITIES	611 596	744 353	725 721
I. Non-current liabilities	302 500	404 617	399 661
1. Employee benefits obligation	11 206	11 273	9 196
2. Interest-bearing loans and borrowings	275 431	375 286	369 819
3. Other	15 863	18 058	20 646
II. Current liabilities	309 096	354 074	326 060
1. Interest-bearing loans and borrowings	56 049	61 282	63 462
2. Bank overdraft	0	2 048	26 386
3. Trade payables	246 103	269 181	229 091
4. Deferred government grants	117	117	117
5. Employee benefits obligation	3 110	2 594	2 875
6. Current income tax payable	36	117	25
7. Provisions for payables	3 681	4 397	4 104
Total	914 645	1 015 297	910 157

Equity up by 118.6m (LTM net profit, SPO proceeds PLN 39.8, dividend PLN11.9)

Net indebtedness down by 82.1m (repayment of PLN 128.2 of debt partailly offset by reduction of cash ballance)



CASH FLOW	Q3 2018	Q2 2018	Q3 2017
'000 PLN			
A. OPERATING ACTIVITIES	51 830	38 960	78 738
B. INVESTING ACTIVITIES	-13 717	-9 942	-4 473
C. FINANCING ACTIVITIES	-96 849	-24 383	-28 883
Net increase in cash	-58 736	4 635	45 282

	MAIN METRICS	Q	23 2018	Q2 2018	Q3 2017
Liquidity ratio			1.71	1.83	1.54
Quick ratio			0.82	0.85	0.83
Inventories turnover	days		52	66	46
Receivables turnover	days		35	31	33
EBITDA margin			10.2%	11.6%	5.6%
Net profit margin			6.2%	3.1%	-1.0%
Equity	'000 PLN		303 049	270 944	184 438
Net debt	'000 PLN		290 821	337 173	372 941
Net debt / EBITDA			1.4	1.8	2.9

11.3m
(-) 14.2m
0.8m

Debt repayment (-) 366.2m

Debt incurrence 298.0m

Interest service (-) 30.9m

EU grants 2.6m

Liquidity ratios improved and very good

Inventory ratio slightly up to 52 days Receivable ratio slightly up to 35 days

Profitability ratios increased

Leverage down to 1.84times



Q4 2018 Outlook | Main Factors



Slight weakening of GPD growth for Poland and in the EU (28)

2

Overall demand dynamics lower as compared to Q3 2018; holiday season and Q3 maintenance period costs carrying forward

rolish EAF crude steel production stable at a very high utilization rate. Polish steel consumption further increasing, including rebars, along with infrastructural spending; export orders softening at the back of weakening demand form EU (German) auto sector

4

Stabilistion of scrap metal, billets and finished products prices; conversion spreads simillar as compared to Q3 2018 and higher compared to Q4 2017

EAF cost model further recovering versus BOF one at the back of possible expected of coking coal prices

Q4 2018 forecasted EBITDA higher as compared to Q4 2017 but lower compared to Q3 2018



Financing

- In February 2014 Cognor has closed the financial restructuring transaction by issuing:
 - EUR 100m of senior notes maturing February 2020; coupon 7.5% years 1-2; 10% year 3; 12.5% years 4-6,
 - EUR 25m of exchangeable notes February 2021; coupon 5%. The notes are exchanged mandatorily into Cognor's shares at maturity or earlier at the demand of a holder. The exchange price is PLN 1.92 per share amended from the initial PLN 2.35 due to the SPO and the 2017 dividend. These notes form part of our equity.
- On July 12, 2018 we entered into a bank loan extended by a consortium of 4 banks in an amount of EUR 60m for the repayment of all of the senior notes and PLN 40m for general corporate purposes. In August the loan has been drawn down and consequently all the senior notes have been redeemed at par. From September onwards our monthly financial expenses will have been reduced by in excess of PLN 2m as a result of implementation of the new capitalization structure.



Together reach more





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