Quanex
building products

CJS Securities $18^{\text {th }}$ Annual "New Ideas for the New Year" Conference

January 10, 2018

Note on Forward Looking Statements: Statements that use the words "estimated," "expect," "could," "should," "believe," "will," "might," or similar words reflecting future expectations or beliefs are forward-looking statements. The forward-looking statements include, but are not limited to, the Company's future operating results, future financial condition, future uses of cash and other expenditures, expenses and tax rates, expectations relating to Quanex's industry, and the Company's future growth, including any guidance referenced in this presentation. The statements and guidance set forth in this release are based on current expectations. Actual results or events may differ materially from this release. For a complete discussion of factors that may affect Quanex's future performance, please refer to the Company's Annual Report on Form 10-K for the fiscal year ended October 31, 2017, under the sections entitled "Cautionary Note Regarding Forward-Looking Statements" and "Risk Factors". Any forward-looking statements in this presentation are made as of the date hereof, and Quanex undertakes no obligation to update or revise any forward-looking statements to reflect new information or events.

Note on Non-GAAP Financial Measures: EBITDA (defined as net income or loss before interest, taxes, depreciation and amortization and other, net, as described in the Company's filings with the Securities and Exchange Commission) is a non-GAAP financial measure that Quanex's management uses to measure its operational performance and assist with financial decisionmaking. Adjusted EBITDA is EBITDA as further adjusted to exclude non-recurring items such as purchase price inventory stepups, transaction costs, gain/loss on the sale of fixed assets related to restructuring, one-time employee benefit adjustments and restructuring charges. Divisional EBITDA is EBITDA excluding discontinued operations, corporate costs and ERP related expenses. Free Cash Flow is a non-GAAP measure calculated using cash provided by operating activities less capital expenditures. The Company believes these non-GAAP measures provide a consistent basis for comparison between periods, and will assist investors in understanding Quanex's financial performance when comparing our results to other investment opportunities. While the Company considers EBITDA, Adjusted EBITDA, Divisional EBITDA and Free Cash Flow to be important measures of operating performance, it does not intend for this information to be considered in isolation or as a substitute for net income or other measures prepared in accordance with US GAAP. Due to the high variability and difficulty in predicting certain items that affect GAAP net income (such as unusual gains and losses, fluctuations in foreign currency exchange rates, the impact and timing of potential acquisitions or divestitures and the timing and potential significance of tax considerations), information reconciling forward-looking EBITDA, Adjusted EBITDA and Divisional EBITDA as presented to GAAP financial measures is generally not available without unreasonable effort. The presented non-GAAP measures may not be the same as those used by other companies. Quanex does not intend for this information to be considered in isolation or as a substitute for other measures prepared in accordance with U.S. GAAP.

## Quanex At-A-Glance

## Industry Leading, "Pure Play" Building Products Manufacturer

- Quanex is the largest supplier of components to OEMs in the building products sector
- OEMs' customer base predominately focused on serving new construction and R\&R markets
- Manufacturing Facilities:
- 34 locations ( $\sim 3.4$ million sq. ft.)
- Sufficient capacity for growth
- Key Financials:
- FY 2017 Net Sales: $\$ 857.1$ Million ${ }^{(1)}$
- Leverage Ratio as of $10.31 .17^{(2)}$ : $2.3 x$
- Corporate Headquarters: Houston, TX
- Employees: ~4,000
- Fiscal Year-End: October 31
- NYSE Ticker: NX
- Market Cap as of 1.4.18: ~\$800 Million


Unallocated Corporate \& Other

Stock-Based Comp, Transaction Costs, Interest Exp., Taxes \& Inter-Segment Elims

## Evolution of Quanex

## Significant Improvement in Profitability - "Pure Play" Building Products Manufacturer



## Seasonality

Fiscal 2H Historically Stronger


Note: Divisional EBITDA only, excludes Nichols, corporate costs and ERP-related expenses; see Appendix for a reconciliation of historical Divisional EBITDA to its most comparable GAAP measure.
*Includes the impact of HL Plastics acquisition from the date of acquisition (3Q15).
${ }^{* *}$ Includes the impact of Woodcraft acquisition from the date of acquisition (1Q16).

## Favorable Free Cash Flow Trend - 2H Weighted

Continuing to Improve Free Cash Flow Profile is Top Priority
Free Cash Flow History \& Forecast ${ }^{(1)}$

(1) Free cash flow defined as cash provided by operations less capital expenditures.
*Includes the impact of HL Plastics acquisition from the date of acquisition (3Q15).
**Includes the impact of Woodcraft acquisition from the date of acquisition (1Q16).

## Healthy Balance Sheet w/ Flexible Capital Structure

## Remain Focused on Deleveraging

| Capitalization (\$ in thousands) | $\begin{gathered} N X \\ 10.31 .17 \end{gathered}$ |  |
| :---: | :---: | :---: |
| Cash \& Cash Equivalents | \$17,455 |  |
| Senior Secured Term Loan A Facility due 2021 | 138,750 | Current Interest Rate: |
| Senior Secured Revolving Credit Facility due $2021{ }^{(1)}$ | 84,000 | LIBOR +200bps |
| Capital Leases and Other | 18,764 |  |
| Total Debt | \$241,514 |  |
| Net Debt | \$224,059 |  |
| Stockholders' Equity | 406,847 |  |
| Total Capitalization | \$648,361 |  |
| Borrowing Base | 300,000 | Ample Capacity |
| Less: Borrowings Against Revolving Credit Facility | 84,000 |  |
| Plus: Cash | 17,455 |  |
| Total Liquidity | \$233,455 |  |
| Net Debt/LTM Adj. EBITDA ${ }^{(2)}$ | 2,3x | Expect Leverage |
| (1) Excludes $\$ 5.3$ million in outstanding letters of credit. <br> (2) LTM Adjusted EBITDA excludes non-recurring items referenced in Safe Harbor |  | Ratio <2.0x by Year-End 2018 |

## Roadmap to Margin Expansion

## N.A. Cabinet Components Segment



## Strategic Priorities to Drive and Unlock Value

## Strategic Themes

Continued Margin Expansion and Improved Cash Flow Generation

Organic Growth with Profftable
Customers/Products

## Top Priorities

~15\% EBITDA Margins \& ROIC >12\%

- Accelerate productivity improvements and automation implementation
- Maintain tight control on working capital management and capex spend
- Reduce future cash interest expense by paying down debt further
- Continue to focus on employee safety and retention


## Top Line Growth

- Market growth of $\sim 4-5 \%$ per year
- Potential for above market growth:
- Increased outsourcing
- High-speed IG lines


## Guidance



## Âppendix

## Geographic Footprint

## Facilities Strategically Located to Better Serve Customers

- 31 facilities located in the U.S., 2 facilities in the U.K. and 1 facility in Germany
- Facilities feature efficient plant design and flexible manufacturing processes, enabling Quanex to produce a wide variety of custom engineered products and components
- Quanex maintains minimal levels of finished goods inventories at most locations as products are typically made to order for just-in-time (JIT) delivery



## Compelling End Market Dynamics

Expect Mid-Single Digit Market Growth For Foreseeable Future


Source: NAHB - Dec 2017

## U.S. Window Shipments


U.S. Kitchen Cabinet Market


## Executive Compensation

- Performance-based compensation philosophy ( $\sim 73 \%$ variable)
- Base salary targeted at market $50^{\text {th }}$ percentile ( $\sim 27 \%$ of Total Direct Compensation (TDC))
- Annual incentive award based on specific metrics ( $\sim 21 \%$ of TDC)
- Long-term incentives ( $\sim 52 \%$ of TDC)
- Annual Incentive Award
- $100 \%$ weighting on Modified Free Cash Flow (EBITDA + Net Change in AR/Inv/AP - Capex)
- Long-Term Incentive ( $\sim 75 \%$ performance based - shareholder alignment)
- Performance Shares: 50\% weighting
- 50\% based on EPS growth
- $50 \%$ based on Relative Total Shareholder Return (RTSR)
- Return on Invested Capital (ROIC) improvement modifier added in 2017 to encourage good capital deployment
- Payout 50\% cash/50\% common stock
- Performance Restricted Stock Units: 25\% weighting
- Final payout based on Absolute Total Shareholder Return (ATSR)
- Payout $100 \%$ common stock
- Restricted Stock: $25 \%$ weighting
- Shareholder approval of $\sim 97 \%+$ since implementing Say-on-Pay


## GAAP/Non-GAAP Reconciliation (Unaudited)

## Net Income from Continuing Operations to Divisional EBITDA

| (\$ in thousands) | Q1 | Q2 | Q3* | Q4 | Fiscal 2015 | Q1** | Q2 | Q3 | Q4 | Fiscal 2016 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net income (loss) from continuing operations | \$621 | \$6,487 | \$12,674 | \$17,663 | \$37,443 | \$4,434 | \$13,284 | \$20,046 | \$19,241 | \$57,005 |
| Interest expense | 17 | 22 | 81 | 15 | 135 | 147 | 26 | 65 | 66 | 304 |
| Income tax expense (benefit) | (190) | 2,908 | 6,716 | 6,798 | 16,234 | 2,859 | 5,245 | 6,270 | $(5,506)$ | 8,868 |
| Depreciation and amortization | 7,723 | 7,638 | 8,310 | 10,260 | 33,931 | 12,811 | 13,672 | 12,838 | 13,264 | 52,585 |
| Asset impairment charge | - | - | - | - | - |  | - |  | 12,602 | 12,602 |
| Other, net | 182 | 123 | 51 | 86 | 442 | 2,529 | (762) | 2,553 | 1,501 | 5,821 |
| Div. EBITDA | \$8,353 | \$17,178 | \$27,832 | \$34,822 | \$88,185 | \$22,780 | \$31,465 | \$41,772 | \$41,168 | \$137,185 |
| (\$ in thousands) | Q1 2017 | Q2 2017 | Q3 2017 | Q4 2017 | Fiscal 2017 |  |  |  |  |  |
| Net income (loss) from continuing operations | \$4,859 | \$9,725 | \$15,126 | \$17,359 | \$47,069 |  |  |  |  |  |
| Interest expense | 70 | 194 | 218 | 196 | 678 |  |  |  |  |  |
| Income tax expense (benefit) | 1,511 | 3,253 | 6,749 | 3,038 | 14,551 |  |  |  |  |  |
| Depreciation and amortization | 15,268 | 14,240 | 13,778 | 13,664 | 56,950 |  |  |  |  |  |
| Asset impairment charge | - | - | - | - | - |  |  |  |  |  |
| Other, net | (633) | (11) | (218) | (322) | $(1,184)$ |  |  |  |  |  |
| Div. EBITDA | \$21,075 | \$27,401 | \$35,653 | \$33,935 | \$118,064 |  |  |  |  |  |

Note: Divisional EBITDA only; excludes Nichols, corporate costs and ERP-related expenses.
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