

**KENMARE**

**2015 Financial Results Presentation – 29 April 2016**



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**PREMIUM**



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# Overview

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- Proposed capital raising and debt restructuring
  - Provides a robust balance sheet and reduces financial gearing
  - Total debt reduced to a maximum US\$100m, cash of US\$75m<sup>1</sup> post transaction
  - Reduced debt service costs (-84%), increased term (to 2022) and repayment holiday until Feb 2018
  - Open offer proceeds to reduce debt at a 25% discount to par
  
- 2015 Financial Results & 2016 guidance
  - Total cash cost per tonne of finished product decreased 13% from 2014 to 2015 and decreased by 27% between H1 2015 and H2 2015
  - Operationally cash flow positive at the bottom of the cycle – US\$3m in 2015
  - Forecast production of 950,000 tonnes of ilmenite (plus associated by-products) in 2016, up 21% on 2015 – principally as a result of increased power stability and resulting increase in plant operating time<sup>2</sup>
  - Total cash cost per tonne of finished product expected to fall 15% to US\$141/tonne in 2016 from US\$166/tonne in 2015<sup>2</sup>
  
- Favourable supply / demand outlook
  - Global pigment prices have been rising through 2016; producers reporting increases of 6-12% in Q1 2016 yoy
  - Chinese titanium ore port inventories at lowest level for three years
  - Spot prices of domestic and imported ilmenite increasing in China
  - Our analysis shows global sulphate feedstock markets currently in production deficit

<sup>1</sup> Before fees

<sup>2</sup> Production and cost guidance is subject to a +/- 10% variance

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# Capital Raising & Balance Sheet Restructuring

# Capital raise and debt restructuring

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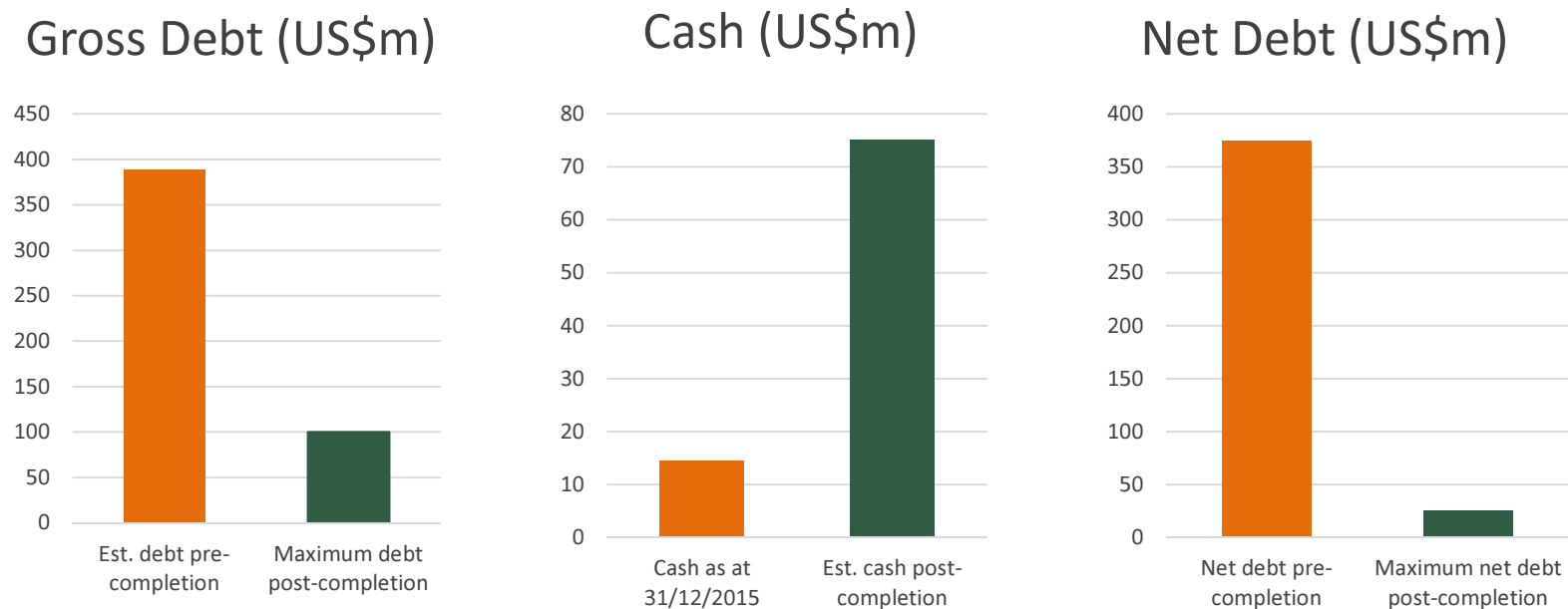
## Proposed equity raise

- SGRF - US\$100m
- King Ally Trading Limited – US\$100m
- Placing with new and existing shareholders – US\$75m
- Open offer to all existing shareholders – c.US\$100m
  - All proceeds to repay debt with a 25% reduction agreed by lenders

## Debt restructuring

- c.US\$65m write down by lenders plus reduction from monies raised in open offer
- Maximum US\$100m debt post transaction close – further reduced by open offer funds raised
- One tranche of debt; increased tenor to February 2022
- Interest at 4.75% + LIBOR until 2020, 5.25% LIBOR thereafter
- Repayment holiday until February 2018

# Transformed balance sheet post capital raise



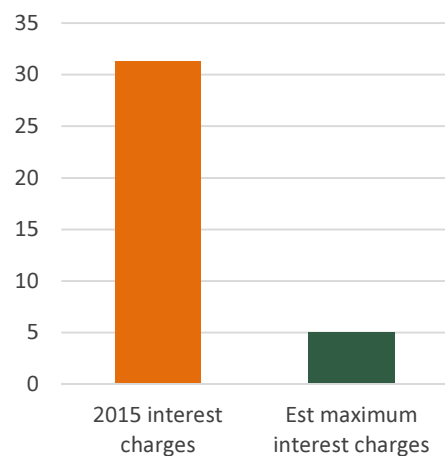
- **Reduced gross debt to a maximum US\$100m**
  - Additional capital raised in the open offer will further reduce outstanding debt
- **Increased cash available for working capital to US\$75m**
  - Provides a strong buffer should markets for any unforeseen circumstances
- **Reduced net debt a maximum US\$25m**
  - Dramatically reducing financial leverage

\* Assumes completion on 30/06/2015

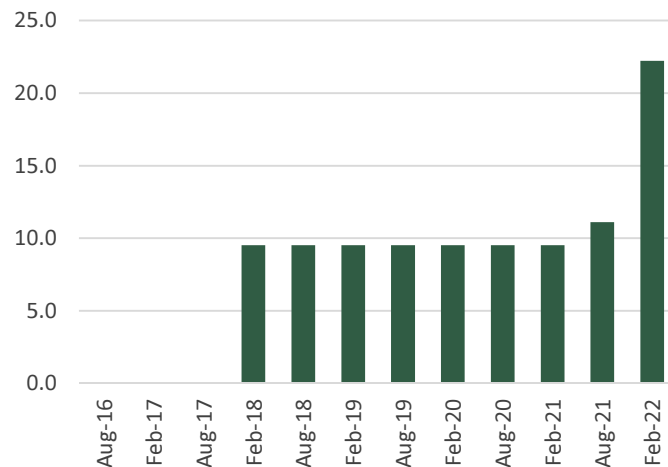
\* Cash post-completion before fees

# Debt repayment profile

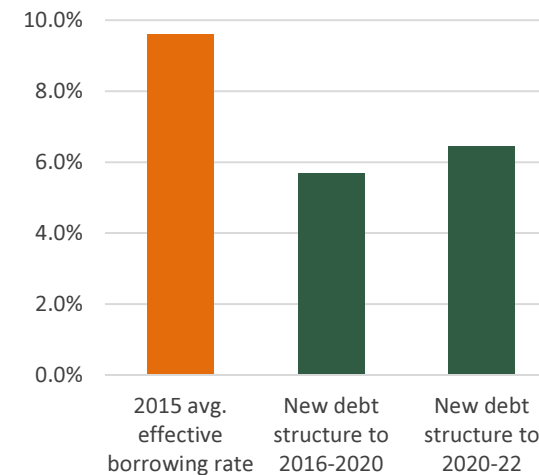
Annual Interest (US\$m)



Repayment Profile (US\$m)



Interest Rates (%)



- Minimum US\$65m of debt write down as part of deal agreed with lenders
- 25% discount to par on any monies raised in the open offer
- Simplified debt structure - debt servicing costs reduced by c.84%
- Repayment holiday until February 2018, providing enhanced financial flexibility
- Reduced interest rates from an average 9.6% in 2015 to 5.69% until 2020, 6.44% thereafter

<sup>1</sup> Assumes US\$100m debt post completion

<sup>2</sup> Assumes current LIBOR rate of 0.9%

# Deal timeline

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## April 2016

- Lenders progressing credit approvals for proposed restructuring deal
- Subscription agreement with King Ally Trading Limited signed

## June/July 2016

- EGM/AGM

## July 2016

- Transaction closes

## May 2016

- Subscription agreement with SGRF expected
- Lender documentation finalised
- Pathfinder prospectus
- Publication of prospectus



## 2 Summary Results

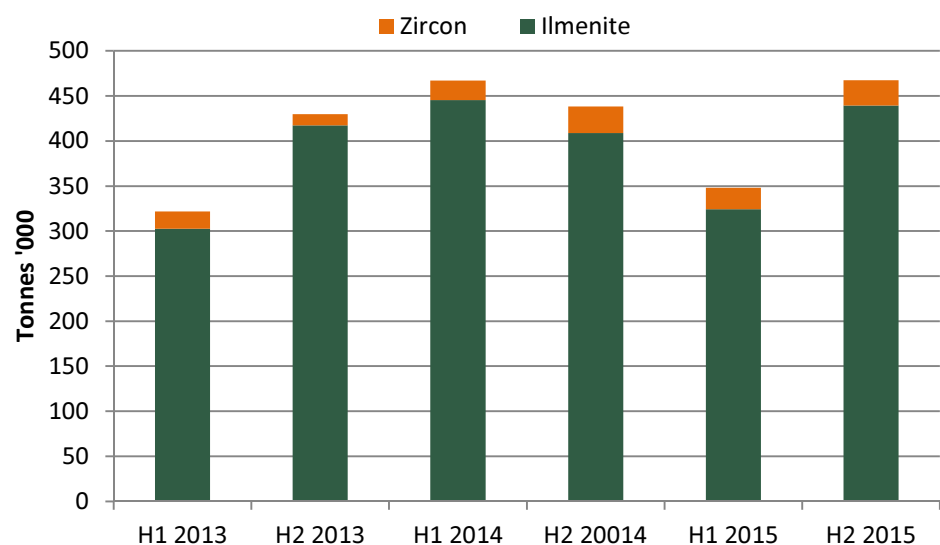
# 2015 Financial Results Overview

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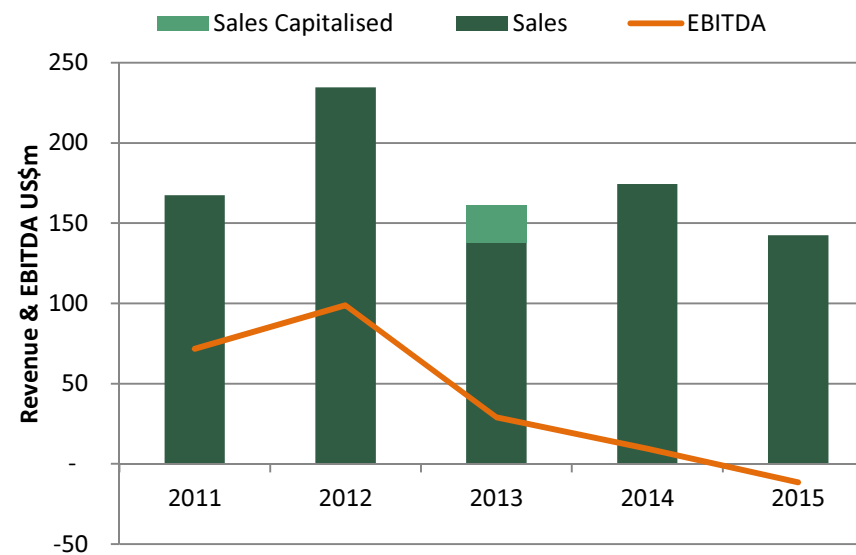
- Power outage of 57 days in Q1 2015 significantly impacted production for the year
- Significant cost savings achieved in 2015
- Production of Heavy Mineral Concentrate (“HMC”) down 15% to 1,100,600 tonnes (2014: 1,287,300 tonnes)
- Production of ilmenite down 11% to 763,500 tonnes (2014: 854,600 tonnes)
- Production of zircon up 2% to 51,800 tonnes (2014: 50,800 tonnes)
- Shipments of finished product flat at 800,400 tonnes (2014: 800,000 tonnes)
- Revenues of US\$142.6m (2014: US\$174.3m)
- EBITDA of US\$11.5m negative (2014: US\$9.4m positive)
- Loss after tax of US\$60.6m (2014: US\$100.8m)

# Key Performance Indicators

Production 2013 - 2015 (Half-Yearly) 000t



Revenue & EBITDA 2011 – 2015 US\$m



- HMC production decreased 15% to 1,100,600 tonnes (2014: 1,287,300 tonnes)
- Ilmenite production decreased 11% to 763,500 tonnes (2014: 854,600 tonnes)
- Zircon production increased 2% to 51,800 tonnes (2014: 50,800 tonnes)
- Closing final product stocks of 237,300<sup>1</sup> tonnes (2014: 219,500 tonnes)
- Sales volumes flat at 800,400 tonnes (2014: 800,000 tonnes)

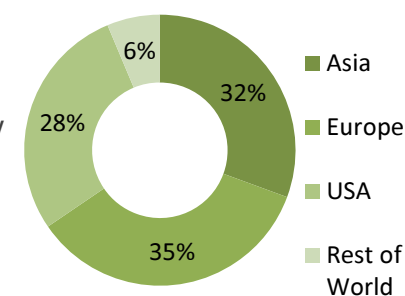
<sup>1</sup> Includes 40,000 tonnes being held for a customer under a bill and hold arrangement

# 2015 Income Statement Review

	2015	2014	<u>Comment on 2015 &amp; movement</u>
	<b>US\$m</b>	<b>US\$m</b>	
Revenue	142.6	174.3	Sales down 18% - lower prices on flat sales volumes
Cost of Sales & Opex	<u>(189.9)</u>	<u>(205.8)</u>	Costs down 8% - focus on reducing production costs
Operating loss	(47.3)	(31.5)	
Impairment loss	-	(64.8)	No impairment in 2015
Finance income	0.5	6.3	Fair value of warrants based on lower share price
Finance costs	(37.8)	(34.8)	Higher amortisation cost of loan amendment fees
Foreign exchange gain	<u>22.7</u>	<u>24.1</u>	Retranslation euro debt - cannot hedge LT euro loan
Loss before tax	(61.9)	(100.7)	
Tax credit/(charge)	<u>1.3</u>	<u>(0.1)</u>	Deferred tax recognised on loss
Loss after tax	<u>(60.6)</u>	<u>(100.8)</u>	

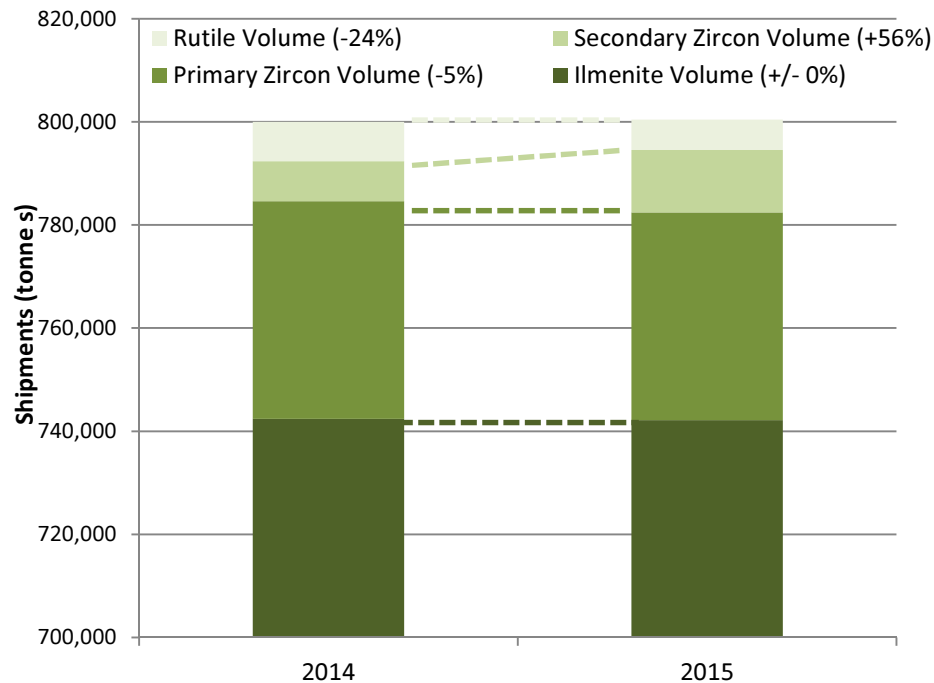
- Weighted average product prices (ex. CIF) down 16% compared with 2014 due to challenging market conditions
- Decreased Cost of Sales & Opex as a result of cost saving initiatives, despite a US\$16.0m inventory write down to NRV (2014: US\$7.7m)
- Higher finance costs as additional debt drawn, higher subordinated loan balances and higher amortisation cost of loan amendment fees
- EBITDA: US\$11.5m negative (2014: US\$9.4m positive), principally due to reduced prices

**Revenue by geography**

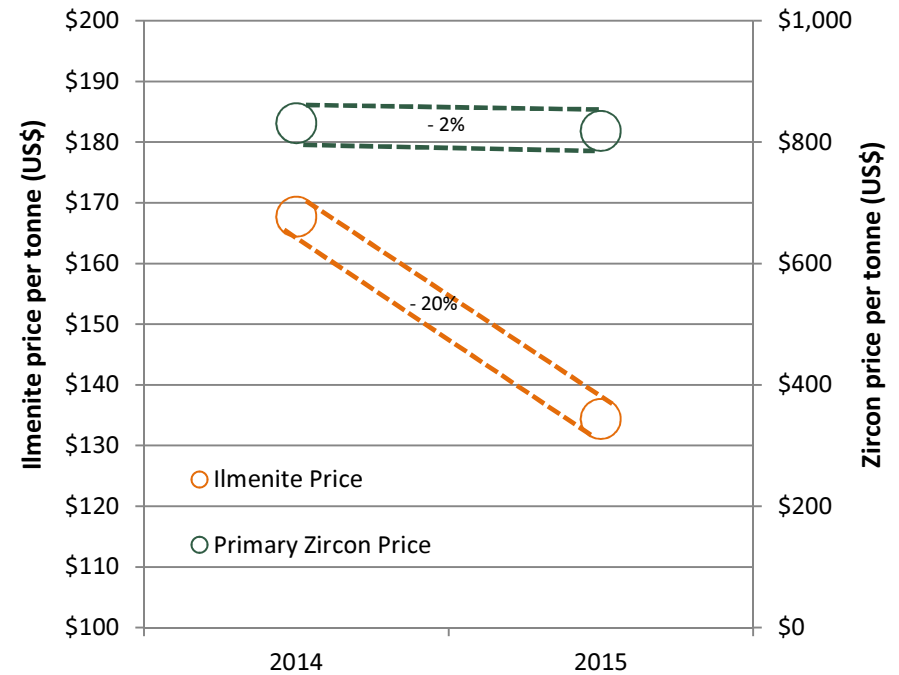


# 2015 Revenue Review

Volume/Mix Movement



Pricing Movement (ex. CIF)



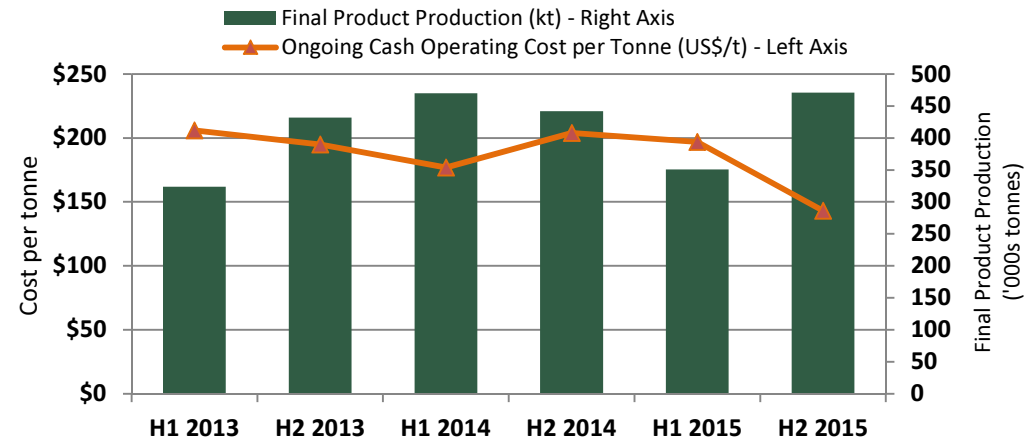
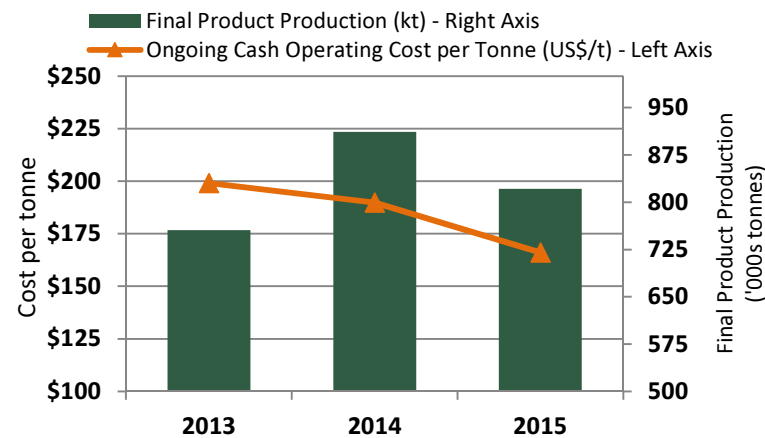
- Total revenue down 18% to US\$142.6m from 2014 revenue of US\$174.3m
- Ilmenite volumes flat, but price down 20%
- Primary zircon volumes down 5%, with price down 2%
- Secondary zircon volumes up 56%, but price down 12%
- All products volume flat at 800kt, but average price down 16%

## 2015 Cash Operating Costs Review

	2015 US\$m	2015 US\$m	2014 US\$m	2014 US\$m
Cost of sales	168.1		173.4	
Other operating costs	<u>21.8</u>	189.9	<u>32.4</u>	205.8
Freight (CIF charged to customers)		<u>(3.7)</u>		<u>(8.3)</u>
Total costs less freight		186.2		197.5
<u>Non-cash costs</u>				
Depreciation	35.8		40.9	
Share-based payments	<u>(0.7)</u>	(35.1)	<u>1.3</u>	(42.2)
<u>Inventory movements</u>				
Finished product movements		<u>(14.7)</u>		<u>17.7</u>
Ongoing cash operating costs	- 21%	<u>136.4</u>		<u>173.0</u>
Final products production	- 10%	<u>821,300</u>		<u>911,500</u>
Cash cost per tonne	- 13%	<u>\$166</u>		<u>\$190</u>

- Analysis above reconciles Income Statement to cash operating cost to run business
- Decrease in cost of sales and other operating costs reflects cost saving focus during the year
- Decrease in depreciation due to reduction in production
- Total cash cost per tonne of finished product produced decreased by 13%

# Cash Operating Costs



- Cost per tonne continued to fall in 2015, as expected from peak in 2013, due to:
  - Focus driving cost efficiencies
  - Retrenchment programme
  - Increasing production, outside of Q1 2015 prolonged power outage
  - Favourable foreign exchange trends
  
- 2015 cost per tonne impacted by significant power related downtime in Q1 2015
  - Final product production up 34% in H2 2015 from H1 2015
  - Ongoing cash operating costs down 3% in H2 2015 from H1 2015
  - Cost per tonne down 27% in H2 2015 (US\$143/t) from H1 2015 (US\$197/t)
  - Trend forecast to continue in 2016

# Cost Efficiency Initiatives

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- Adjusted cash operating costs down **21%** in 2015
  
- Cost efficiencies realised in the following areas:
  - Labour costs down 23%
    - Retrenchment programme reduced employee numbers, reduced numbers of short-term contracts, catering cost reductions, lower recruitment costs and favourable FX rates
  
  - Engineering costs down 24%
    - Efficiencies in plant maintenance and dry mining ceased
  
  - Production Overheads costs down 4%
    - Reduced machine rentals, external drilling and on-site contractors
  
  - Freight & Travel down costs 14%
    - More efficient transportation of materials and reduction in vehicle rentals

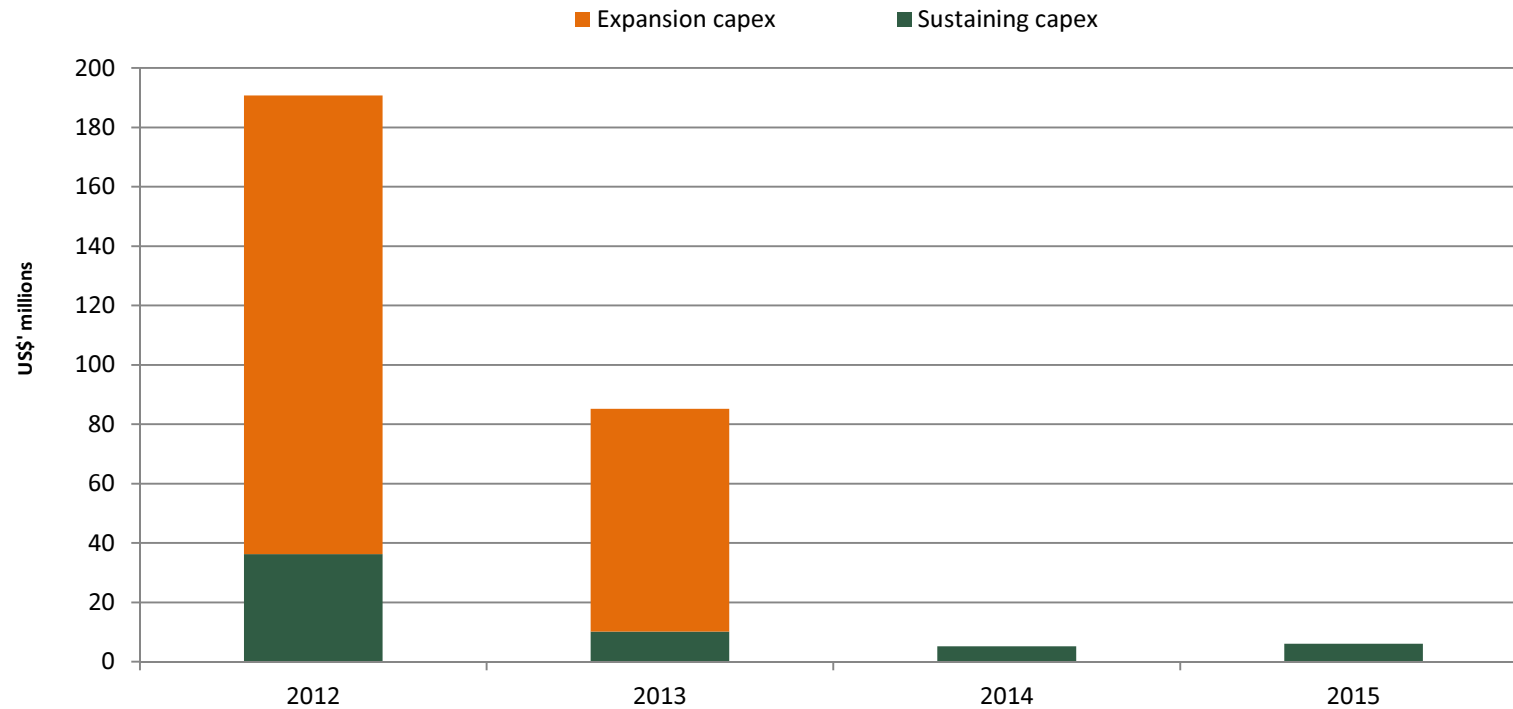


## 2015 Balance Sheet Review

	2015	2014	<u>Comment on 2015 &amp; movement</u>
	US\$m	US\$m	
Property, plant & equipment	835.0	865.2	Depreciation net of sustaining capital
Deferred tax asset	1.3	-	
Inventories	46.2	62.5	Inventory write down of US\$16.0m
Trade & other receivables	20.9	28.1	Decrease in trade debtors and receivables
Cash	<u>14.4</u>	<u>21.8</u>	
Total assets	<u>917.8</u>	<u>977.6</u>	
Equity & reserves	503.4	564.8	Mainly 2015 loss
Bank loans	341.9	337.7	Super Senior draw & interest less fees & FX
Creditors & provisions	<u>72.5</u>	<u>75.1</u>	
Total equity & liabilities	<u>917.8</u>	<u>977.6</u>	

- Total assets US\$917.8m (2014: US\$977.6m)
- April loan amendment followed by August Super Senior drawdown of US\$10.0m

# Yearly Capex 2012 - 2015



- Long period of investment completed in 2013
- Sustaining capex tightly controlled in 2015 at US\$5.6m (2014: US\$5.2m)

# Group Debt at 31 December 2015

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- Group Debt at 31 Dec. 2015: US\$341.9m (2014: US\$337.7m)
- Lenders: Absa, KfW, FMO, EIB, EAIF & AfDB
- Guarantors: ECIC (of Absa), MIGA & Hermes (of KfW)
- Average project interest rate for 2015 was 9.6%
- Super Senior: US\$10.4m, floating @ LIBOR +10%. Two year US\$50m facility
- Senior: US\$79.2m, floating @ LIBOR + 4.3% to 5.5%, fixed @ 5.5% to 5.9%. Senior maturities: 2017 - 2020
- Subordinated: US\$278.2m, fixed @ 11%. Sub maturities: 2021
- Debt amendment completed April 2015 and lenders currently seeking approval for debt restructuring

# Group Lenders at 31 December 2015

	Loan Balance - US\$m	
<b>Super Senior Loans</b>		
All	10.4	
	<b>10.4</b>	
<b>Senior Loans</b>		
AFDB	21.2	
Absa (ECIC)	23.9	
EAIF	2.6	
EIB	8.5	
FMO	8.6	
KfW IPEX-Bank (Hermes)	6.6	
KfW IPEX-Bank (MIGA)	7.8	
	<b>79.2</b>	
<b>Subordinated Loans</b>		
EIB	148.9	
EAIF	60.8	
FMO	47.5	
Absa (Novated)	21.0	
	<b>278.2</b>	
	<b>367.8</b>	
Project loan amendment fees	(25.9)	Amortised over life of loans
<b>Total Group Loans</b>	<b>341.9</b>	

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## Operations update & guidance

## Interim Management Statement – Q1 2016

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- Vastly improved power quality and consistency since the December 2015 installation of additional power transmission infrastructure by Electricidade de Moçambique
- Ore mined in Q1 2016 increased 120% to 7,061,000 tonnes (Q1 2015: 3,211,000 tonnes), mainly due to improved power supply quality and consistency in 2016
- Heavy Mineral Concentrate ("HMC") production in Q1 2016 increased 90% in to 274,800 tonnes (Q1 2015: 144,500 tonnes)
- Ilmenite production increased 39% to 185,000 tonnes (Q1 2015: 132,900 tonnes)
- Zircon production increased 12% to 11,600 tonnes (Q1 2015: 10,400 tonnes)
- Total shipments of finished products were down 37% at 132,700 tonnes (Q1 2015: 209,600 tonnes) due partly to two shipments being delayed past the period end
- Guidance for 950,000 tonnes of ilmenite in 2016 (+/- 10%), up 24% on 2015 production

# Guidance

Production		2016 Guidance	2015 Actual	Variance
Ilmenite	kt	950	764	24%
Zircon	kt	70	52	35%
of which primary	kt	50	39	27%
of which secondary	kt	20	12	61%
Rutile	kt	8	6	33%
<b>Costs</b>				
Total cash operating costs	US\$m	145	136	6%
Cash operating costs per tonne of finished product	US\$/t	141	166	-15%

- Ilmenite production expected to increase to 950kt, up 24% on 2015
- Total zircon production expected to increase to 70kt, up 35% on 2015
- Mining to benefit from a significantly more stable power supply, with HMC also benefitting from an increase in grade from the latter part of Q2 2016
- We are continuing to reduce costs and expect that as volume increases through 2016, unit cost per tonne will continue to reduce

\* Production and cost guidance is subject to a +/- 10% variance.

\* Sustaining capital is expected to average ~US\$20m per annum [in the medium term].

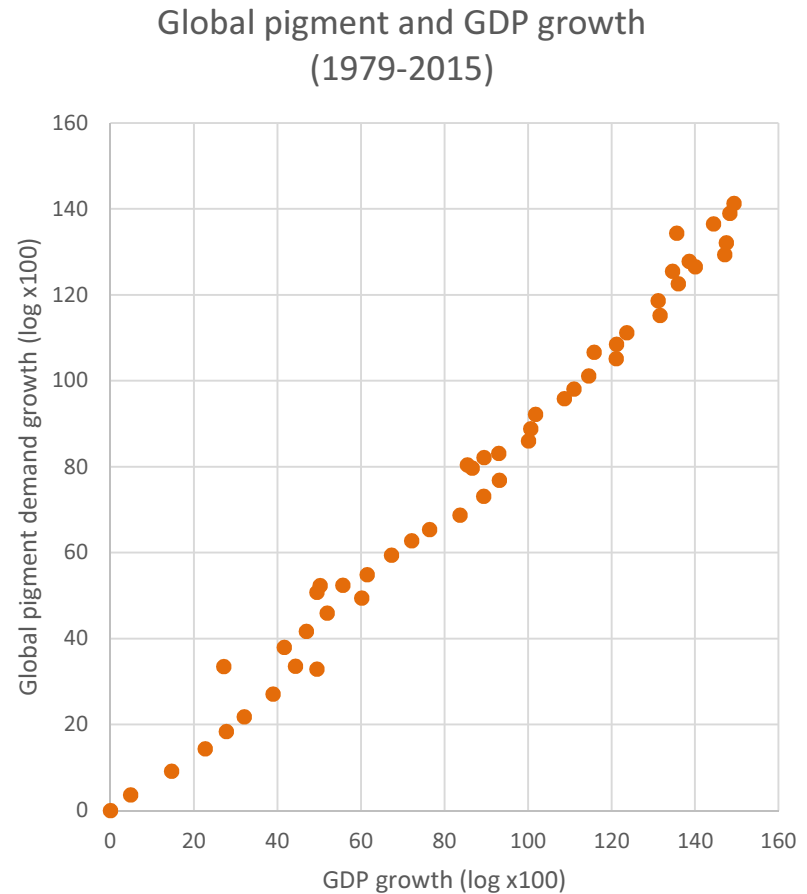
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## Market Update



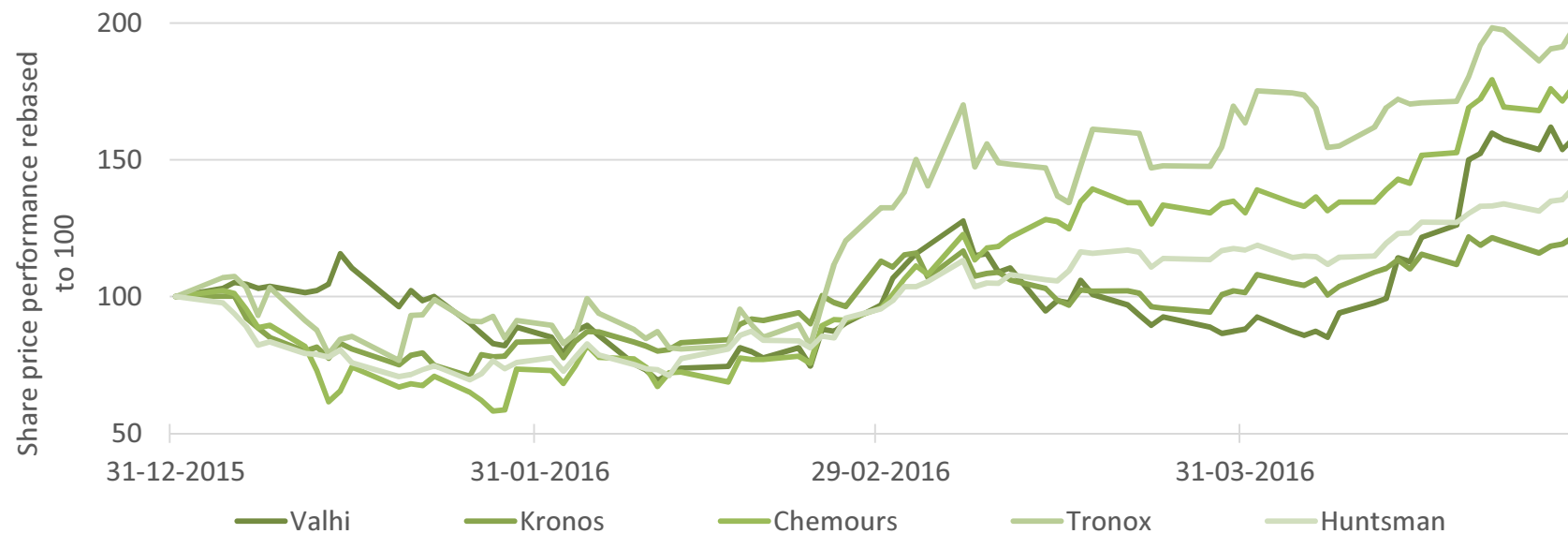
# Market overview

- Demand for titanium dioxide closely tracks growth in global GDP
- Titanium feedstocks are used for the production of titanium pigment (~90%), welding rods (~5%) and titanium metal (~5%)
- Titanium pigment is used in the production of paints (~60%), plastics (~26%) and paper (~14%)
- No recycling of titanium dioxide
- Geared to demand growth in later stages of economic development – China still consumes ~1/3 kg/capita of US/Europe



# Pigment market fundamentals improving

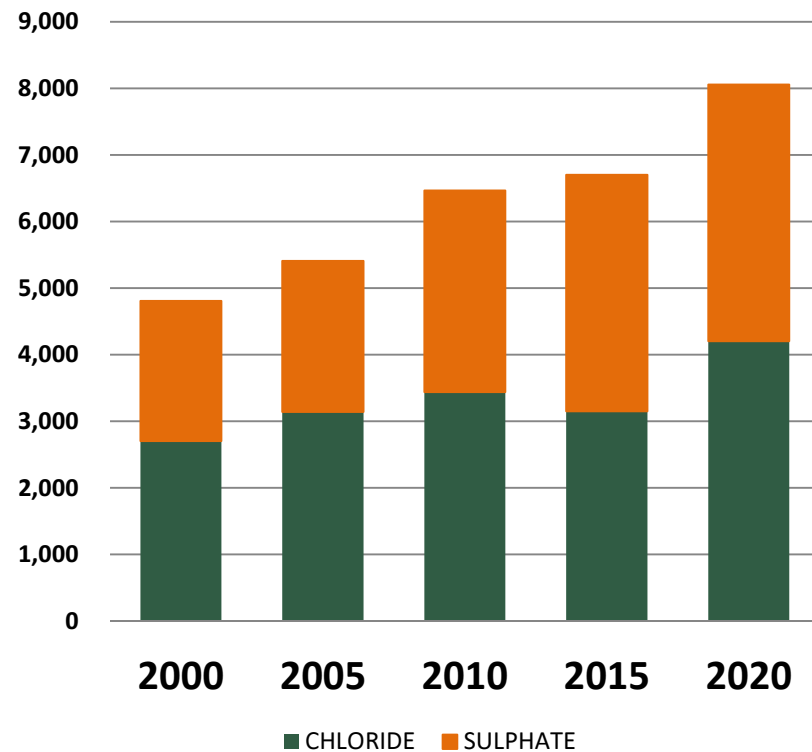
- Major paints pigment producers reporting increased sales volume of 6-12% in Q1 2016 in comparison to the prior year period
- Pigment prices on the increase
- Pigment producers have been strong performers year to date



# Industry structure

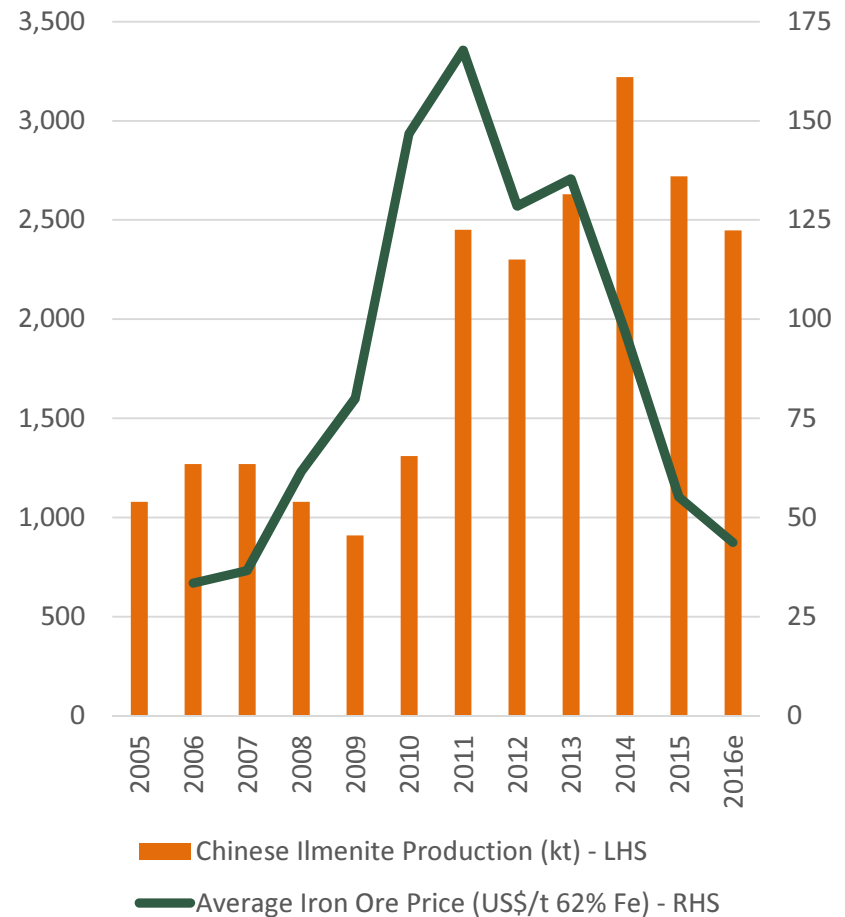
- 16mtpa of ilmenite equivalent required - 95% of TiO<sub>2</sub> units are produced from ilmenite - natural rutile accounts for just 5%
- Ilmenite can be upgraded into higher TiO<sub>2</sub> content slag or synthetic rutile – historically by miners
- Two industry processes for the production of pigment; chloride (~50%) and sulphate route (~50%)
- Chloride technology has been closely guarded by Western producers historically – Chinese are developing rapidly
- Pigment producers are now building slag plants to upgrade ilmenite

## TiO<sub>2</sub> Feedstock Demand ('000 tonnes TiO<sub>2</sub> Units)



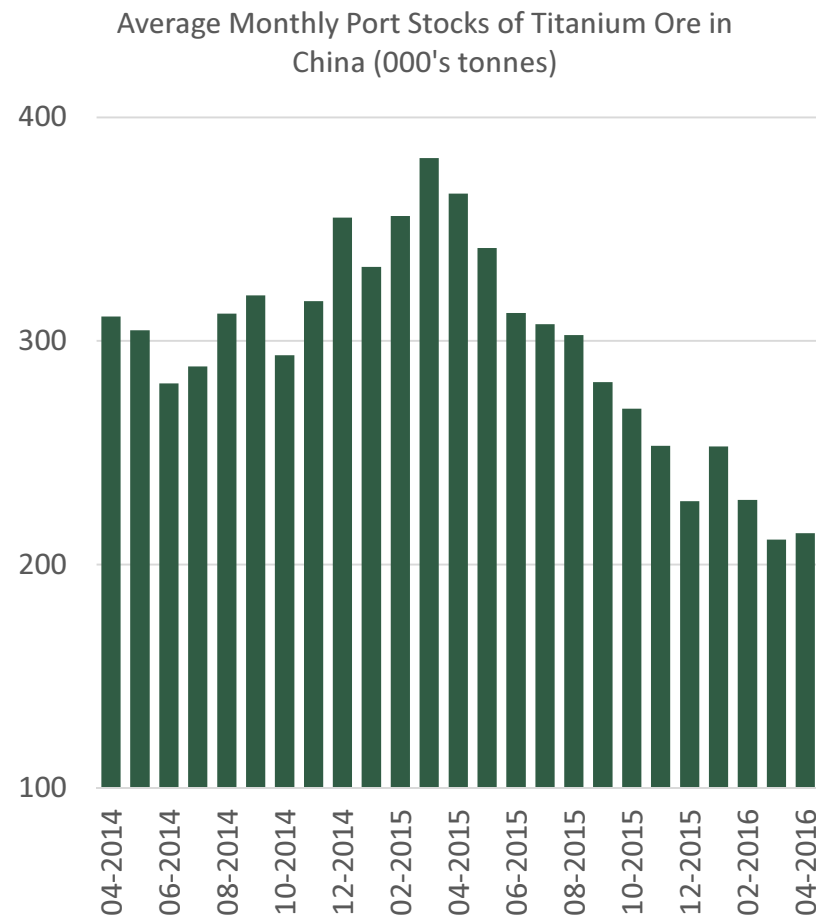
# Iron ore production in China

- Domestic ilmenite production in China comes as a by-product of a particular type of iron ore deposit (titanomagnetite)
- Production growth in China was fuelled by the rapid increase in iron ore prices
- These mines produce a tonne of ilmenite for every five to seven tonnes of iron ore
- Chinese titanomagnetite mines are now significantly less making as economics are driven by the iron ore price
- Domestic ilmenite is low quality and only suitable for sulphate route pigment production
- New chloride slag plants require imported sulphate ilmenite, as produced by Kenmare, to make chloride slag



## New ex-China supply

- Price increases in 2010-12 led to the funding and development of new projects
- Combined with the growth in Chinese ilmenite supply and higher inventories, additional supply exacerbated price declines as new producers fought for market share
- The main projects that were developed were historic discoveries which became economic as prices rose in the 2010-12 period
- All new production has now been absorbed by the market and no significant projects are under development



Source: FerroAlloyNet, Kenmare Resources, April 2016

# Shifting feedstock requirements

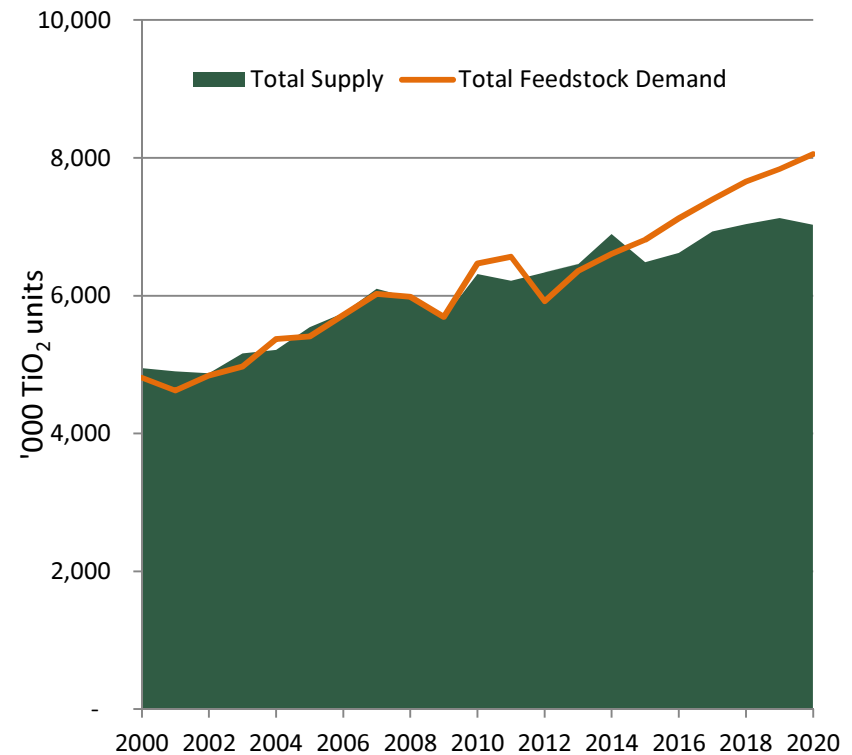
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- Historically, miners have upgraded ilmenite into higher grade feedstocks for consumers (Rio Tinto – chloride slag/sulphate slag and Upgraded Slag, Tronox – Chloride Slag and Synthetic Rutile, Iluka – Synthetic Rutile)
- Pigment producers are now moving upstream to utilise cheap power, labour and lower feedstock (ilmenite) costs by owning and operating slag plants
- The new slag plants are located in the Middle East and China
- c.700,000 tonnes per annum of new slag capacity is in production/commissioning, requiring 1,400,000 tonnes per annum of ilmenite

# Supply/demand outlook

- Demand is expected to continue to trend upwards with global GDP
- Supported by increasing per capita incomes in emerging economies - expanding Chinese urban middle class fuelling consumer-driven growth
- Supply demand deficit emerges from 2015 onwards
- This allows for limited production cuts in China and the restart of idled slag capacity from high grade producers

## TiO<sub>2</sub> Feedstock Supply/Demand

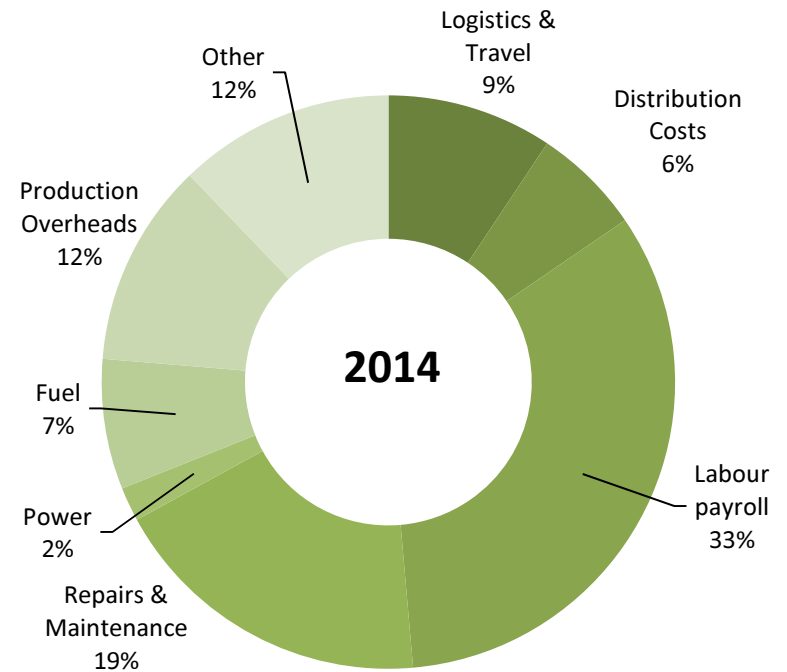
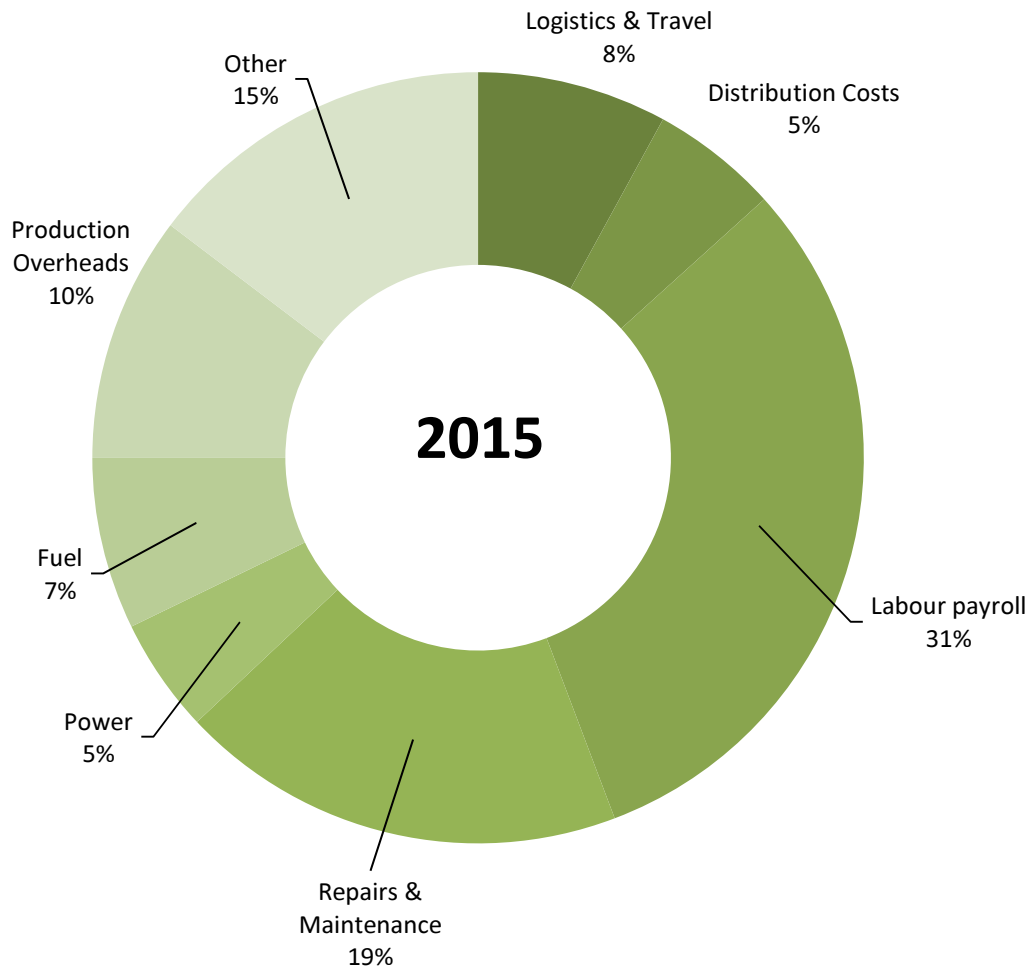


Source: Kenmare Resources, January 2016

# A Appendices



# 2015 Cash Operating Costs



➤ Operating costs largely fixed at full production, so cost per tonne reduces as production increases