



# Third Quarter 2019 Earnings Conference Call

4 November 2019



# Forward-looking Statements and Non-GAAP Financial Measures



## Forward-Looking Statements

This presentation and webcast contain statements that are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include all statements that do not relate solely to historical or current facts and can generally be identified by the use of future dates or words such as "may," "should," "could," "will," "expects," "seeks to," "anticipates," "plans," "believes," "estimates," "intends," "predicts," "projects," "potential" or "continue" or the negative of such terms and other comparable terminology. These statements also include, but are not limited to, the 2019 outlook included herein, Superior's strategic and operational initiatives, product mix and overall cost improvement and are based on current or revised expectations, estimates, and projections about Superior's business based, in part, on assumptions made by management. These statements are not guarantees of future performance and involve risks, uncertainties, and assumptions that are difficult to predict. Therefore, actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements due to numerous factors, risks, and uncertainties discussed in Superior's Securities and Exchange Commission filings and reports, including Superior's Annual Report on Form 10-K for the year-ended December 31, 2018, and other reports from time to time filed with the Securities and Exchange Commission. You are cautioned not to unduly rely on such forward-looking statements when evaluating the information presented in this webcast and presentation.

## Use of Non-GAAP Financial Measures

In addition to the results reported in accordance with GAAP included throughout this presentation, this presentation refers to "Adjusted EBITDA," which Superior has defined as earnings before interest income and expense, income taxes, depreciation, amortization, restructuring charges and other closure costs, impairments of long-lived assets and investments, changes in fair value of redeemable preferred stock embedded derivative liability, acquisition and integration costs, certain hiring and separation related costs, gains associated with early debt extinguishment and accounts receivable factoring fees. This presentation also refers to "Value-Added Sales," which Superior defines as net sales less the value of aluminum and services provided by outsourced service providers that are included in net sales.

Management believes these non-GAAP measures are useful to management and may be useful to investors in their analysis of Superior's financial position and results of operations. Further, management uses these non-GAAP financial measures for planning and forecasting purposes. This non-GAAP financial information is provided as additional information for investors and is not in accordance with or an alternative to GAAP and may be different from similar measures used by other companies.

For reconciliations of these non-GAAP financial measures to the most directly comparable financial measures calculated and presented in accordance with GAAP, see the appendix of this presentation.

In reliance on the safe harbor provided under section 10(e) or Regulation S-K, Superior has not quantitatively reconciled differences between Adjusted EBITDA presented in the 2019 outlook to net income, the most comparable GAAP measure, as Superior is unable to quantify certain amounts included in net income without unreasonable efforts and due to the inherent uncertainty regarding such variables. Superior also believes that such reconciliation would imply a degree of precision that could potentially be confusing or misleading to investors. However, the magnitude of these amounts may be significant.

# Third Quarter 2019 Key Updates



## Key Metrics

4.9M

UNITS  
SHIPPED

\$352.0M

NET  
SALES

\$195.5M

VALUE-ADDED  
SALES<sup>(2)</sup>

\$6.6M

NET  
LOSS

\$38.9M

ADJUSTED  
EBITDA<sup>(2)</sup>

\$40.29

VALUE-ADDED  
SALES / WHEEL<sup>(2)</sup>

## Key Updates

- Market: Combined OEM production NA/EU flat<sup>(1)</sup>
- Superior unit shipments up 2% year-over-year
- Net sales up 1% year-over-year
- Value-Added Sales<sup>(2)</sup> up 12%<sup>(3)</sup> year-over-year
- Value-Added Sales growth 12% over market<sup>(1)</sup>
- Adjusted EBITDA<sup>(2)</sup> increased 27%; stronger mix, higher volumes, and improved performance
- Ongoing strong cash flow generation supported further debt principal reduction<sup>(4)</sup> of \$12M
- Reduced net debt by \$114M vs. prior year
- Raising 2019 outlook for operating cash flow, maintaining capital expenditures, narrowing all other prior outlook metrics

(1) Source: IHS Automotive October 16th, 2019; NA and EU combined industry production down 0.2%; EU based on Western and Central EU

(2) Value-Added Sales and Adjusted EBITDA are non-GAAP financial measures; see appendix for reconciliations to the most comparable GAAP measures

(3) Excludes the impact of foreign exchange

(4) Includes open market repurchase of senior notes, Term Loan B payments, and other debt payments

## Overriding priority of generating incremental profit and cash flow

### Operational Excellence

- Improve North America profitability
- Right-size production and costs with volume
- Clearly define operating system, cadence, metrics

### Talent / Culture

- Enhance operational leadership
- Drive sense of urgency and accountability across the organization
- Strengthen capability in Mexico and reduce attrition

### Customers

- Apply commercial discipline including VAVE to enhance margins
- Diversify customer base and grow across a balanced portfolio

### Portfolio

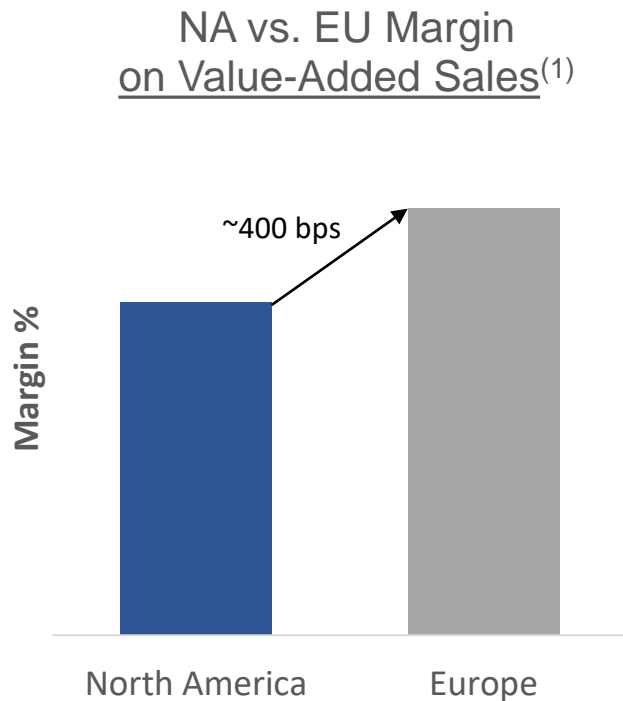
- Commercialize and improve challenged product lines
- Expand finishing capabilities to win incremental programs

### Leverage / Capital

- Improve working capital efficiency (DIO, DPO, and DSO)
- Require clear customer and financial paybacks on investments

# North America Near-term Margin Enhancement Activities

## Margin Gap



*Targeting to narrow the margin gap between our two regions*

## Making Progress on Critical Actions

### Operations

- Right-size footprint (Fayetteville reduction)
- Improve foundry capabilities
- Reduce attrition in Mexico
- Launch complex wheel programs
- Consolidate outside service providers

### Customers

- European OEM validation of facilities
- Short-term revenue wins
- Commercial discipline / recoveries

### Portfolio

- Commercialize PVD
- Procurement savings
- Enhance margins on lower profit programs

# Third Quarter 2019 Industry Production vs. Superior Sales and Shipment Trends



NA AND EU  
LIGHT VEHICLE  
INDUSTRY  
PRODUCTION  
0%<sup>(1)</sup>

VALUE-ADDED  
SALES<sup>(2)</sup>  
EXCLUDING FX  
+12%

## Superior North America Trends

- Market down 0.4%, lower production at Superior's key customers
- Superior units down 2.3%<sup>(3)</sup>
- Lower unit share as the company strategically shifted to higher content wheels
- Improvement in Value-Added Sales<sup>(2)</sup> per wheel of 6.5% driven by shift to larger, premium wheels

## Superior Europe Trends

- Market flat, higher production at Superior's key customers
- Superior units up 5.9%<sup>(3)</sup>
- Improvement in Value-Added Sales<sup>(2)</sup> per wheel of 9.4% (excluding FX), driven by shift to larger, premium wheels

**Continued mix improvement on higher-content wheels and higher volumes in Europe offset North America volume weakness**

(1) Source: Source: IHS Automotive October 16th, 2019; NA and EU combined industry production down 0.2%; EU based on Western and Central EU

(2) Value-Added Sales is a non-GAAP financial measure; see appendix for a reconciliation to the most comparable GAAP measure

(3) Adjusted for units produced in Europe and shipped to North America for assembly

# Third Quarter 2019 Financial Summary



(Units in thousands; \$ in millions, except Earnings per Share)

Unaudited

|  | Three Months     |                  | Nine Months       |                   |
|--|------------------|------------------|-------------------|-------------------|
|  | 3Q 2019          | 3Q 2018          | YTD 2019          | YTD 2018          |
| <b>Units</b>                                 |                  |                  |                   |                   |
| North America                                | 2,505            | 2,647            | 7,618             | 8,639             |
| Europe                                       | 2,346            | 2,087            | 7,162             | 7,185             |
| <b>Global</b>                                | <b>4,851</b>     | <b>4,734</b>     | <b>14,780</b>     | <b>15,824</b>     |
| <b>Net Sales</b>                             |                  |                  |                   |                   |
| North America                                | \$ 188.1         | \$ 197.8         | \$ 553.6          | \$ 606.7          |
| Europe                                       | 163.9            | 149.8            | 508.6             | 516.3             |
| <b>Global</b>                                | <b>\$ 352.0</b>  | <b>\$ 347.6</b>  | <b>\$ 1,062.2</b> | <b>\$ 1,123.0</b> |
| <b>Value-Added Sales <sup>(1)</sup></b>      |                  |                  |                   |                   |
| North America                                | \$ 93.5          | \$ 92.4          | \$ 270.1          | \$ 294.2          |
| Europe                                       | 101.9            | 86.7             | 311.8             | 296.7             |
| <b>Global</b>                                | <b>\$ 195.5</b>  | <b>\$ 179.1</b>  | <b>\$ 581.9</b>   | <b>\$ 590.9</b>   |
| <b>Net (Loss) Income</b>                     | <b>\$ (6.6)</b>  | <b>\$ (0.7)</b>  | <b>\$ 2.6</b>     | <b>\$ 17.8</b>    |
| <b>Adjusted EBITDA <sup>(1)</sup></b>        | <b>\$ 38.9</b>   | <b>\$ 30.6</b>   | <b>\$ 131.3</b>   | <b>\$ 140.0</b>   |
| <b>Diluted Loss Per Share <sup>(2)</sup></b> | <b>\$ (0.57)</b> | <b>\$ (0.37)</b> | <b>\$ (0.84)</b>  | <b>\$ (0.32)</b>  |

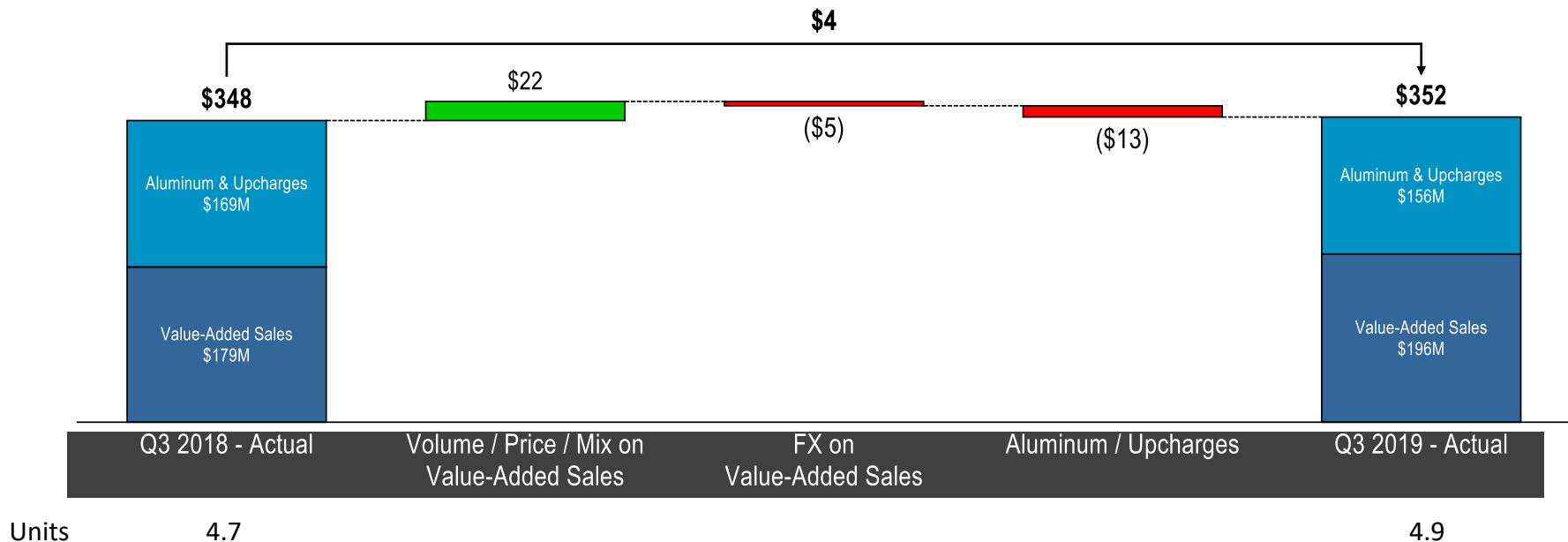
(1) Value-Added Sales and Adjusted EBITDA are non-GAAP financial measures; see appendix for reconciliations to the most comparable GAAP measures

(2) See Impact of Acquisition, Restructuring and Other Items on EPS and the reconciliation from net income to diluted EPS in the appendix of this presentation

# Third Quarter 2019 Year-over-Year Sales



(\$ and units in millions)



- Volume / Price / Mix on Value-Added Sales<sup>(1)</sup>: Improved mix of more complex wheels and higher volume
- FX on Value-Added Sales<sup>(1)</sup>: Driven primarily by weaker EUR/USD (1.11 vs. 1.16 in prior year period)
- Aluminum / Upcharges: Lower aluminum prices and weaker Euro, partially offset by increased volume and larger wheels

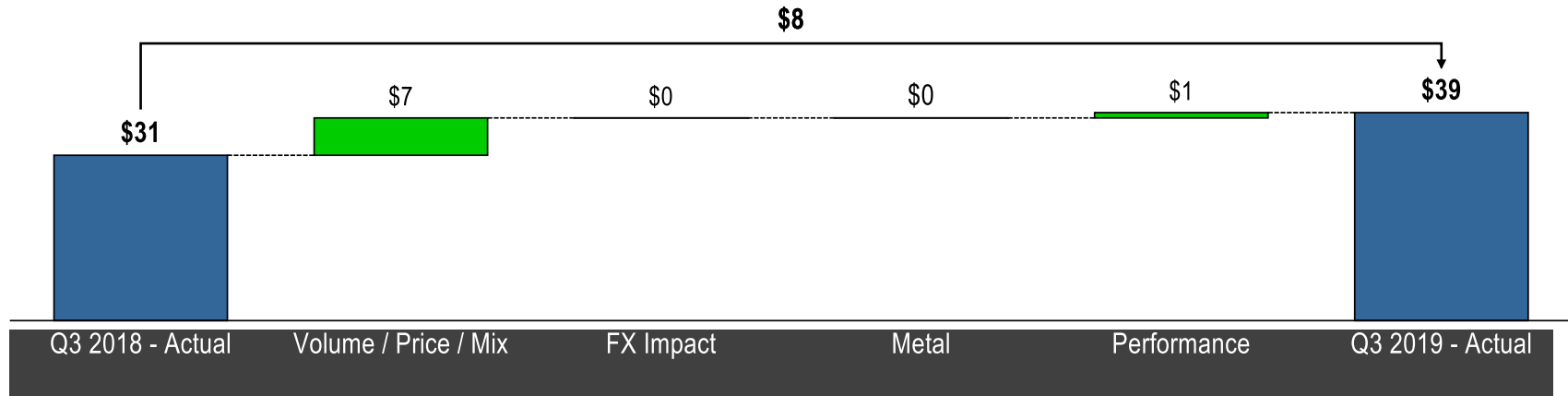
(1) Value-Added Sales is a non-GAAP measure; see appendix for reconciliation to net sales



# Third Quarter 2019 Year-over-Year Adj. EBITDA<sup>(1)</sup>



(\$ in millions)



Adj. EBITDA %  
of Value-Added  
Sales<sup>(1)</sup> 17.1%

19.9%

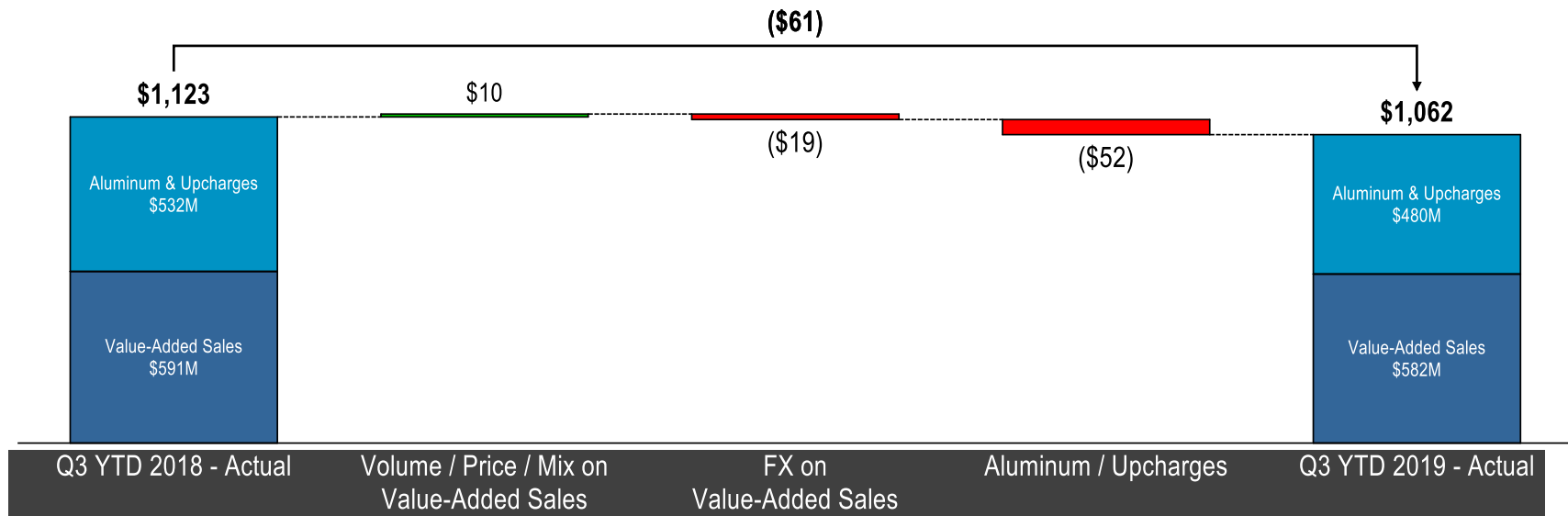
- Volume / Price / Mix: Improved mix of more complex wheels and higher volume
- FX: Favorable Mexican Peso rates including Superior's hedges fully offset weaker EUR/USD
- Metal: Timing of escalation and de-escalation of aluminum price adjustments with customers
- Performance: Purchasing savings and lower energy prices in NA, partially offset by higher energy prices in EU

(1) Value-Added Sales and Adjusted EBITDA are non-GAAP financial measures; see appendix for reconciliations to the most comparable GAAP measures

# Year-to-Date 2019 Year-over-Year Sales



(\$ and units in millions)



Units 15.8

14.8

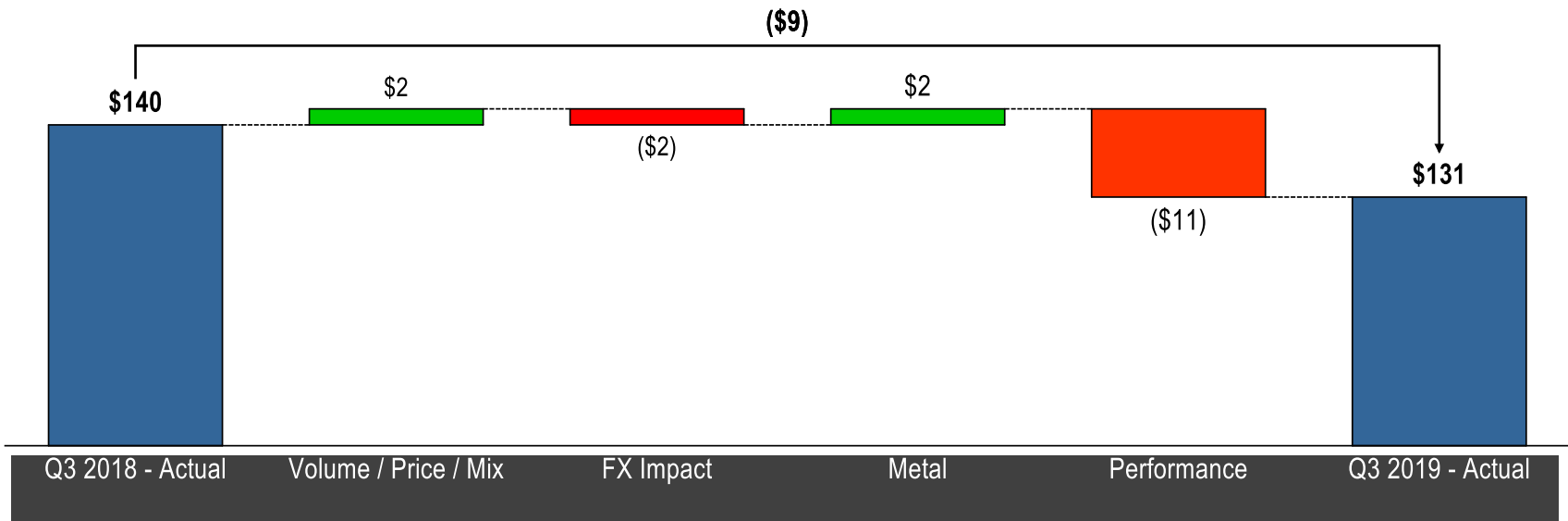
- Volume / Price / Mix on Value-Added Sales<sup>(1)</sup> : Improved mix of more complex wheels more than offset unit decline in NA
- FX on Value-Added Sales <sup>(1)</sup> : Driven primarily by weaker EUR/USD (1.12 vs. 1.20 in prior year period)
- Aluminum / Upcharges: Lower volume, lower aluminum prices, and weaker Euro, partially offset by larger wheels

(1) Value-Added Sales is a non-GAAP measure; see appendix for reconciliation to net sales

# Year-to-Date 2019 Year-over-Year Adj. EBITDA (1)



(\$ and units in millions)



Adj. EBITDA %  
of Value-Added  
Sales<sup>(1)</sup> 23.7%

22.6%

- Volume / Price / Mix: Improved mix of larger wheels more than offset volume decline
- FX: Weaker EUR/USD partially offset by favorable Mexican Peso rates including Superior's hedges
- Metal: Timing of escalation and de-escalation of aluminum price adjustments with customers
- Performance: Primarily higher energy prices and lower plant efficiencies, partially offset by purchasing savings

(1) Value-Added Sales and Adjusted EBITDA are non-GAAP financial measures; see appendix for reconciliations to the most comparable GAAP measures

# Third Quarter Cash Flow and Capital Structure



## Operating Cash Flow

- Strong net cash provided by operating activities of \$32.7M compared to \$33.5M in the prior year period
- Change was primarily due to improved working capital management offset by higher incremental usage of the accounts receivable factoring program in the prior year period

## Investing Activities

- Net cash used for investing activities was \$18.9M compared to \$17.3M in the prior year period

## Financing Activities

- Paid dividends of \$6.3M
- Debt principal reduction of \$12.4M<sup>(1)</sup>

## Cash Available for Debt Service/Dividends

- Cash generation before debt repayment<sup>(2)</sup> of \$13.8M

## Debt / Liquidity / Capital Structure

| (\$ in Millions)                          | Maturity /   |                |
|---|--------------|----------------|
|   | \$M          | Redemption     |
| <b>Total Cash</b>                         | <b>\$49</b>  |                |
| U.S. \$160M Revolving Credit Facility     | -            | May 23, 2022   |
| Europe €45M Revolving Credit Facility     | -            | May 22, 2022   |
| Term Loan B                               | 376          | May 23, 2024   |
| European Equipment Loan                   | 13           | Mar 31, 2024   |
| Capital Leases                            | 2            | n/a            |
| <b>Total Senior Secured Debt</b>          | <b>\$391</b> |                |
| Senior Unsecured Notes (€223M)            | \$244        | Jun 15, 2025   |
| <b>Total Debt</b>                         | <b>\$635</b> |                |
| <b>Net Debt</b>                           | <b>\$585</b> |                |
| <b>TPG Preferred Equity<sup>(3)</sup></b> | <b>\$157</b> | Sept. 14, 2025 |

- No near-term maturities of funded debt
- Net debt lower by \$113.6M over the past twelve months
- Total available liquidity of \$254.5M including cash and availability under revolving credit facilities

(1) Includes open market repurchase of senior notes, Term Loan B payments and other debt payments

(2) Net Cash Flow from Operating and Investing activities

(3) Preferred shareholder has an optional redemption right at \$300M

# Full Year 2019 Financial Outlook



| Key Metrics                      | Provided<br>Aug. 8, 2019 | Revised<br>Nov. 4, 2019 |
|----------------------------------|--------------------------|-------------------------|
| Unit Volume (000s)               | 19,500 – 19,900          | 19,500 – 19,700         |
| Net Sales                        | \$1.39B – \$1.44B        | \$1.39B – \$1.42B       |
| Value-Added Sales <sup>(1)</sup> | \$755M – \$795M          | \$755M – \$775M         |
| Adjusted EBITDA <sup>(2)</sup>   | \$165M – \$180M          | \$165M – \$175M         |
| Capital Expenditures             | Approx. \$75M            | Approx. \$75M           |
| Cash Flow from Operations        | \$125M – \$145M          | \$135M – \$155M         |

(1) Value-Added Sales is a non-GAAP financial measure; see appendix for a reconciliation to net sales and Use of Non-GAAP Financial Measures on slide 2

(2) Adjusted EBITDA is a non-GAAP financial measure; see Use of Non-GAAP Financial Measures on slide 2

# Appendix

# Income Statement



(\$ in millions, except Earnings per Share)

Unaudited

|  | Three Months |          | Nine Months |           |
|--|--------------|----------|-------------|-----------|
|  | 3Q 2019      | 3Q 2018  | YTD 2019    | YTD 2018  |
|  | Actual       | Actual   | Actual      | Actual    |
| Unit Shipments (000s)                        | 4,851        | 4,734    | 14,780      | 15,824    |
| Net Sales                                    | \$352.0      | \$347.6  | \$1,062.2   | \$1,123.0 |
| Value-Added Sales <sup>(1)</sup>             | 195.5        | 179.1    | 581.9       | 590.9     |
| Gross Profit                                 | 16.0         | 23.7     | 89.2        | 127.2     |
| SG&A   | 16.3         | 16.0     | 46.7        | 60.6      |
| (Loss) Income from Operations                | (\$0.2)      | \$7.7    | \$42.4      | \$66.6    |
| Interest Expense, net                        | (11.8)       | (12.4)   | (35.5)      | (37.4)    |
| Other Income (Expense), net                  | 1.7          | (3.3)    | 3.7         | (6.8)     |
| Change in Fair Value of Preferred Derivative | (1.0)        | 0.2      | (0.3)       | (3.5)     |
| (Loss) Income Before Income Taxes            | (\$11.4)     | (\$7.8)  | \$10.3      | \$18.9    |
| Income Tax Benefit (Provision)               | 4.8          | 7.1      | (7.7)       | (1.1)     |
| Net (Loss) Income                            | (\$6.6)      | (\$0.7)  | \$2.6       | \$17.8    |
| Diluted Loss Per Share                       | (\$0.57)     | (\$0.37) | (\$0.84)    | (\$0.32)  |
| Adjusted EBITDA <sup>(1)</sup>               | \$38.9       | \$30.6   | \$131.3     | \$140.0   |
| % of Value-Added Sales                       | 19.9%        | 17.1%    | 22.6%       | 23.7%     |

(1) Value-Added Sales and Adjusted EBITDA are non-GAAP financial measures; see appendix for reconciliations to the most comparable GAAP measures

# Balance Sheet



(\$ in millions)

Unaudited

| <b><u>ASSETS</u></b>                      | <b><u>9/30/2019</u></b> | <b><u>12/31/2018</u></b> |
|---|-------------------------|--------------------------|
| Cash & Short Term Investments             | \$49.3                  | \$48.2                   |
| Accounts Receivable, net                  | 131.8                   | 104.6                    |
| Inventories, net                          | 162.1                   | 175.6                    |
| Income Taxes Receivable                   | 2.2                     | 6.8                      |
| Other Current Assets                      | 20.8                    | 35.2                     |
| <b>Total Current Assets</b>               | <b>\$366.2</b>          | <b>\$370.4</b>           |
| Property, Plant & Equipment, net          | 516.9                   | 532.8                    |
| Goodwill                                  | 278.5                   | 291.4                    |
| Intangibles                               | 142.7                   | 168.4                    |
| Deferred Income Taxes, net                | 42.3                    | 42.1                     |
| Other Assets                              | 56.7                    | 46.5                     |
| <b>Total Assets</b>                       | <b>\$1,403.4</b>        | <b>\$1,451.6</b>         |
| <br>                                      |                         |                          |
| <b><u>LIABILITIES &amp; EQUITY</u></b>    |                         |                          |
| Accounts Payable                          | \$124.4                 | \$107.3                  |
| Accrued Expenses                          | 71.2                    | 65.7                     |
| Current Portion of Long-term Debt         | 3.3                     | 3.0                      |
| Income Taxes Payable                      | 1.4                     | 2.5                      |
| <b>Total Current Liabilities</b>          | <b>\$200.4</b>          | <b>\$178.5</b>           |
| Long-term Debt (Less Current Portion)     | 614.7                   | 661.4                    |
| Non-Current Liabilities                   | 94.3                    | 80.1                     |
| Redeemable Preferred Shares               | 156.7                   | 144.5                    |
| European Noncontrolling Redeemable Equity | 9.1                     | 13.8                     |
| <b>Total Shareholders' Equity</b>         | <b>\$328.2</b>          | <b>\$373.3</b>           |
| <b>Total Liabilities &amp; Equity</b>     | <b>\$1,403.4</b>        | <b>\$1,451.6</b>         |



# Statement of Cash Flow



(\$ in millions)

Unaudited

|   | Three Months    |                 | Nine Months     |                 |
|---|-----------------|-----------------|-----------------|-----------------|
|   | 3Q 2019         | 3Q 2018         | YTD 2019        | YTD 2018        |
| Net (Loss) Income   | (\$6.6)         | (\$0.7)         | \$2.6           | \$17.8          |
| Depreciation and Amortization                                     | 30.8            | 23.6            | 77.5            | 71.9            |
| Income tax, Non-cash changes                                      | (5.1)           | (2.5)           | (3.5)           | 4.4             |
| Stock-based Compensation  | 1.8             | 1.2             | 3.7             | 3.0             |
| Debt Amortization   | 1.2             | 1.0             | 3.7             | 2.9             |
| Other Non-cash items  | 2.1             | 0.9             | 0.4             | 2.8             |
| Changes in Operating Assets and Liabilities:                      |                 |                 |                 |                 |
| Accounts Receivable   | (7.9)           | 24.8            | (30.5)          | 2.8             |
| Inventories   | 11.7            | (5.8)           | 9.0             | (22.0)          |
| Other Assets and Liabilities                                      | 7.7             | (3.8)           | 20.3            | (11.5)          |
| Accounts Payable  | 0.5             | (6.3)           | 11.2            | (8.6)           |
| Income Taxes  | (3.5)           | 1.1             | 7.9             | 0.8             |
| <b>Cash Flow Provided by Operating Activities</b>                 | <b>\$32.7</b>   | <b>\$33.5</b>   | <b>\$102.4</b>  | <b>\$64.3</b>   |
| Capital Expenditures  | (18.9)          | (17.4)          | (47.6)          | (55.5)          |
| Other Investing Activities  | -               | 0.1             | 9.6             | -               |
| <b>Cash Flow Used by Investing Activities</b>                     | <b>(\$18.9)</b> | <b>(\$17.3)</b> | <b>(\$38.0)</b> | <b>(\$55.5)</b> |
| Debt Repayment  | (10.8)          | (1.8)           | (35.0)          | (5.4)           |
| Cash Dividends  | (6.3)           | (6.1)           | (19.2)          | (21.7)          |
| Purchase of Non-controlling Redeemable Shares                     | (2.5)           | (33.4)          | (3.9)           | (33.4)          |
| Payments Related to Tax Withholdings for Stock-Based Compensation | -               | -               | (0.1)           | (0.6)           |
| Proceeds from Borrowings on Revolving Credit Facility             | 25.8            | 149.3           | 69.6            | 234.7           |
| Repayments of Borrowings on Revolving Credit Facility             | (25.8)          | (130.7)         | (69.6)          | (216.1)         |
| Proceeds from Exercise of Stock Options                           | -               | -               | -               | 0.1             |
| Other Financing Activities  | (0.4)           | -               | (1.0)           | -               |
| <b>Cash Flow Used by Financing Activities</b>                     | <b>(\$20.0)</b> | <b>(\$22.7)</b> | <b>(\$59.2)</b> | <b>(\$42.4)</b> |
| Effect of Exchange Rate on Cash                                   | (1.5)           | (1.1)           | (3.3)           | (1.3)           |
| <b>Net Change in Cash</b>   | <b>(\$7.6)</b>  | <b>(\$7.6)</b>  | <b>\$1.8</b>    | <b>(\$34.9)</b> |
| <b>Cash - Beginning</b>   | <b>56.9</b>     | <b>19.1</b>     | <b>47.5</b>     | <b>46.4</b>     |
| <b>Cash - Ending</b>  | <b>\$49.3</b>   | <b>\$11.5</b>   | <b>\$49.3</b>   | <b>\$11.5</b>   |

# Reconciliation of Earnings per Share Calculation



(\$ in millions, except Earnings per Share)

Unaudited

|   | Three Months     |                  | Nine Months      |                  |
|---|------------------|------------------|------------------|------------------|
|   | 3Q 2019          | 3Q 2018          | YTD 2019         | YTD 2018         |
| <b>Basic EPS Calculation<sup>(1)</sup></b>                |                  |                  |                  |                  |
| Net (Loss) Income   | \$ (6.6)         | \$ (0.7)         | \$ 2.6           | \$ 17.8          |
| Less: Accretion of Preferred Stock                        | (4.2)            | (4.4)            | (12.2)           | (12.9)           |
| Less: Redeemable Preferred Stock Dividends                | (3.4)            | (3.9)            | (11.1)           | (11.6)           |
| Less: European Noncontrolling Redeemable Equity Dividends | (0.1)            | (0.3)            | (0.5)            | (1.3)            |
| <b>Numerator</b>  | <b>\$ (14.3)</b> | <b>\$ (9.3)</b>  | <b>\$ (21.2)</b> | <b>\$ (8.0)</b>  |
| <b>Denominator:</b> Weighted Avg. Shares Outstanding      | <b>25.1</b>      | <b>25.0</b>      | <b>25.1</b>      | <b>25.0</b>      |
| <b>Basic (Loss) Earnings Per Share</b>                    | <b>\$ (0.57)</b> | <b>\$ (0.37)</b> | <b>\$ (0.84)</b> | <b>\$ (0.32)</b> |
| <b>Diluted EPS Calculation<sup>(1)</sup></b>              |                  |                  |                  |                  |
| Net (Loss) Income   | \$ (6.6)         | \$ (0.7)         | \$ 2.6           | \$ 17.8          |
| Less: Accretion of Preferred Stock                        | (4.2)            | (4.4)            | (12.2)           | (12.9)           |
| Less: Redeemable Preferred Stock Dividends                | (3.4)            | (3.9)            | (11.1)           | (11.6)           |
| Less: European Noncontrolling Redeemable Equity Dividends | (0.1)            | (0.3)            | (0.5)            | (1.3)            |
| <b>Numerator</b>  | <b>\$ (14.3)</b> | <b>\$ (9.3)</b>  | <b>\$ (21.2)</b> | <b>\$ (8.0)</b>  |
| Weighted Avg. Shares Outstanding-Basic                    | 25.1             | 25.0             | 25.1             | 25.0             |
| Dilutive Stock Options and Restricted Stock Units         | -                | -                | -                | -                |
| <b>Denominator:</b> Weighted Avg. Shares Outstanding      | <b>25.1</b>      | <b>25.0</b>      | <b>25.1</b>      | <b>25.0</b>      |
| <b>Diluted (Loss) Earnings Per Share</b>                  | <b>\$ (0.57)</b> | <b>\$ (0.37)</b> | <b>\$ (0.84)</b> | <b>\$ (0.32)</b> |

(1) Basic earnings per share is computed by dividing net income (loss) attributable to Superior, after deducting preferred dividends and accretion and European non-controlling redeemable equity dividends, by the weighted average number of common shares outstanding. For purposes of calculating diluted earnings per share, the weighted average shares outstanding includes the dilutive effect of outstanding stock options and time and performance based restricted stock units under the treasury stock method. The redeemable preferred shares are not included in the diluted earnings per share because the conversion would be anti-dilutive for the periods ended September 30, 2019 and September 30, 2018.

In the second quarter of 2018, the Company misclassified a \$2.9 million foreign currency gain associated with the European non-controlling redeemable equity in its financial statements. This gain was also incorrectly included in the determination of 2018 third quarter year-to-date earnings attributable to Superior common shareholders in calculating earnings per share. The 2018 basic and diluted earnings per share amounts previously reported have been corrected. Management evaluated the materiality of this misstatement from quantitative and qualitative perspectives and concluded it is not material to the prior period.

# Impact of Acquisition, Restructuring and Other Items on EPS



(\$ in millions, except Earnings per Share)

Unaudited

|  | Three Months     |                  | Nine Months      |                  | Location on Income Statement |
|--|------------------|------------------|------------------|------------------|------------------------------|
|  | 3Q 2019          | 3Q 2018          | YTD 2019         | YTD 2018         |                              |
| <b>Before Tax Impact on Net Income</b>       |                  |                  |                  |                  |                              |
| Acquisition & Integration                    | \$ (0.4)         | \$ (2.5)         | \$ (1.7)         | \$ (8.3)         | SG&A/COGS                    |
| Certain Hiring & Separation Cost             | (1.6)            | -                | (3.1)            | -                | SG&A/COGS                    |
| Restructuring Cost                           | (13.0)           | -                | (13.0)           | -                | COGS                         |
| Debt Extinguishment Gains                    | 1.0              | -                | 3.4              | -                | Other Income                 |
| Change in Fair Value of Preferred Derivative | (1.0)            | 0.2              | (0.3)            | (3.5)            | Other Income                 |
| <b>Total Impact on Net Income</b>            | <b>\$ (15.0)</b> | <b>\$ (2.3)</b>  | <b>\$ (14.7)</b> | <b>\$ (11.8)</b> |                              |
| <b>After Tax Impact on Net Income</b>        | <b>\$ (12.3)</b> | <b>\$ (2.0)</b>  | <b>\$ (12.2)</b> | <b>\$ (10.8)</b> |                              |
| Weighted Average Shares Outstanding - Basic  | 25.1             | 25.0             | 25.1             | 25.0             |                              |
| <b>Impact on (Loss) Earnings Per Share</b>   | <b>\$ (0.49)</b> | <b>\$ (0.08)</b> | <b>\$ (0.49)</b> | <b>\$ (0.43)</b> |                              |

# Reconciliation of Non-GAAP Financial Measures



(\$ in millions)

## Value-Added Sales

Net Sales  
Less: Aluminum Value and Outside Service Provider Costs  
Value-Added Sales

| Three Months    |                 | Nine Months     |                 |
|-----------------|-----------------|-----------------|-----------------|
| 3Q 2019         | 3Q 2018         | YTD 2019        | YTD 2018        |
| \$ 352.0        | \$ 347.6        | \$ 1,062.2      | \$ 1,123.0      |
| (156.6)         | (168.5)         | (480.3)         | (532.1)         |
| <u>\$ 195.5</u> | <u>\$ 179.1</u> | <u>\$ 581.9</u> | <u>\$ 590.9</u> |

Net (Loss) Income

Adjusting Items:

- Interest Expense, net
- Income Tax Provision
- Depreciation
- Amortization
- Acquisition, integration, hiring/separation/restructuring costs, and debt extinguishment gain<sup>(1)</sup>
- Factoring Fees<sup>(1)</sup>
- Change in Fair Value of Preferred Derivative

Adjusted EBITDA

| Three Months   |                | Nine Months     |                 |
|----------------|----------------|-----------------|-----------------|
| 3Q 2019        | 3Q 2018        | YTD 2019        | YTD 2018        |
| \$ (6.6)       | \$ (0.7)       | \$ 2.6          | \$ 17.8         |
| 11.8           | 12.4           | 35.5            | 37.4            |
| (4.8)          | (7.1)          | 7.7             | 1.1             |
| 24.2           | 17.1           | 57.4            | 52.0            |
| 6.6            | 6.6            | 20.1            | 19.9            |
| 6.4            | 2.3            | 6.8             | 7.9             |
| 0.2            | 0.2            | 0.8             | 0.4             |
| 1.0            | (0.2)          | 0.3             | 3.5             |
| <u>\$ 45.4</u> | <u>\$ 31.3</u> | <u>\$ 128.6</u> | <u>\$ 122.2</u> |
| <u>\$ 38.9</u> | <u>\$ 30.6</u> | <u>\$ 131.3</u> | <u>\$ 140.0</u> |

Unaudited

(1) In the third quarter of 2019, we incurred approximately \$5.4 million of Fayetteville restructuring costs (excluding \$7.6 million of accelerated depreciation), \$1.6 million of certain hiring and separation costs, \$0.4 million of acquisition and integration costs, \$0.2 million of accounts receivable factoring fees, and \$1.0 million of gains on extinguishment of debt. In the third quarter of 2018, we incurred approximately \$2.3 million in integration costs and \$0.2 million of accounts receivable factoring fees. In the first nine months of 2019, we incurred approximately \$5.4 million of Fayetteville restructuring costs (excluding \$7.6 million of accelerated depreciation), \$3.1 million of certain hiring and separation costs, \$1.7 million of acquisition and integration costs, \$0.8 million of accounts receivable factoring fees, and \$3.4 million of gains on extinguishment of debt. In the first nine months of 2018, we incurred approximately \$7.9 million in integration costs and \$0.4 million of accounts receivable factoring fees.

## Outlook for Full Year 2019 Value-Added Sales

Net Sales Outlook  
Less: Aluminum Value and Outside Service Provider Costs  
Value-Added Sales Outlook

| Outlook Range   |                 |
|-----------------|-----------------|
| \$ 1,390.0      | \$ 1,420.0      |
| (635.0)         | (645.0)         |
| <u>\$ 755.0</u> | <u>\$ 775.0</u> |