# INTERIM CONSOLIDATED FINANCIAL REPORT

# 3<sup>rd</sup>QUARTER **2017**

Building sustainable partnerships



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# Deleveraging program evolved on Q3, resulting on Loma Negra IPO on Q4

Deleveraging program progressed on Q3, enabling the completion of Loma Negra IPO on November. InterCement kept control of Loma Negra, raising USD 1,097M (€928M) on the dual listing IPO (BYMA and NYSE).

Sales continued to rise on Q3. Volumes gradually grew on Q2 and Q3 vs 2016 allowing a recovery towards 9M'16 level and prices to partially accommodate inflation in most regions.

EBITDA growth from Argentina, Paraguay, South Africa and Portugal, mitigated adversities in other geographies and forex effect. Though down by 3.4% vs. 9M'16, EBITDA on a local currency basis raised 2.5% (+3.3% on Q3).

Free Cash Flow recovered, benefiting from the unwinding of the derivative's portfolio on Q2 (€209M), though still negative on the back of one-off inventory requirements on Q1 and Capex requirements.

Brazil business unit struggled with local context. EBITDA dropped, but efficiency initiatives persisted to address short-term challenges. Local market recovery delay required an assets impairment registration (€187M) on Q2, which justifies a Consolidated Net Loss of €164M on 9M.

Loma Negra, InterCement controlled company in Argentina and the local market leader, surpassed 9M'15 record high performance, enhanced by the local economy recovery. New commercial approach in Paraguay, boosted Volumes, Sales and EBITDA growth, exulting local industrial efficiency and EBITDA margin to surpass 40%.

Volumes sold in Portugal (+18%) overcame estimated local market growth for the 9M, while InterCement exports grew above 30%.

Business in South Africa delivered more than 30% increase on Sales and 20% on EBITDA. Egypt contribution mirrored local economic adjustment impact on sales and exchange rate. Mozambican contraction reflected economic instability.

Financial results benefited from USD favourable context and from the derivatives unwinding on Q2.

Net Debt decreased 0.4% from December 2016, profiting from the sale of a minority participation on the Estreito hydroelectric company in Brazil on Q2. Loma Negra IPO proceeds are to be registered on Q4.

Financial strategy implementation progresses. Projects to monetize minority interests on InterCement subsidiaries evolved, targeting InterCement deleveraging. On-going debt profile enhancement plan.

Key Figures								
	3 <sup>rd</sup> Quarter			Jan - Sep				
	2017	2016	Chg.	2017	2016	Chg.		
Cement and Clinker Volumes Sold (t ton)	6,378	6,220	2.5%	17,838	18,002	-0.9%		
Sales (million €)	486	482	0.8%	1,406	1,379	2.0%		
EBITDA (million €)	85	92	-6.9%	249	257	-3.4%		
FCF (million €)	-37	-18	102.4%	-51	-224	-77.3%		
Net Debt EoP (million €)				2,597	2,645	-1.8%		
Net Debt @ December 2016 (million €)					2,609	-0.4%		



Income Statement							
		3 <sup>rd</sup> Quarter	Jan - Sep				
(€ million)	2017	2016	YoY	2017	2016	YoY	
Sales	485.5	481.9	0.8%	1,406.4	1,379.4	2.0%	
Net Operational Cash Costs	400.0	390.1	2.5%	1,157.9	1,122.1	3.2%	
Operational Cash Flow (EBITDA)	85.5	91.8	-6.9%	248.5	257.3	-3.4%	
Deprec. Amort. and Impairments	42.3	63.0	-32.8%	332.4	406.5	-18.2%	
Operating Income (EBIT)	43.2	28.8	49.8%	-83.9	-149.2	-43.7%	
Financial Results	-41.0	-98.0	-58.2%	-69.7	-303.8	-77.0%	
Pre-tax Income	2.2	-69.2	n.m.	-153.7	-453.0	<b>-66.1%</b>	
Income Tax	-5.8	-17.7	-67.4%	10.5	-43.6	n.m.	
Net Income	7.9	-51.5	n.m.	-164.2	-409.3	-59.9%	
Attributable to:							
Shareholders	3.3	-34.7	n.m.	-132.3	-305.8	-56.7%	
Minority Interests	4.6	-16.8	n.m.	-31.9	-103.6	-69.2%	

### 1. 9M'17 Performance

Commercial assertiveness allowed higher avg. price (+10%) driving sales up by 2.0%.

Argentina, Paraguay, Portugal and South Africa stronger performances mitigated adversity in other regions. Brazil struggled to invert unfavourable market conditions, but together with forex effect determined 3.4% EBITDA contraction. Ex-forex EBITDA grew 2.5% (3.3% on 9M).

Financial Results improved but the asset impairment in Brazil ( $\in$ 187M), registered in Q2, determined the Net Loss to shareholders (- $\in$ 164M).

9M FCF benefits from derivative unwinding on Q2. Though still negative, awaits the input from Loma Negra IPO and the sale of the minority participation in Estreito up to year-end ( $\in$ 78M).

Deleveraging program progressed. Net debt was down yoy and vs. Dec'16.

**Volumes** added up to 17.8M tons in 9M'17, benefiting from the rising consumption in Argentina, increasing market share in Paraguay together with and South Africa and Portuguese strong performances. Volumes increase in Q2 and Q3, almost offset Q1 performance, enabling a 9M recovery towards 9M'16. Even so, consolidated cement and clinker volumes were down by 0.9% affected by the Brazilian crisis, the Egyptian economic adjustments and the adverse Mozambican context.

Sales of €1,406.4M rose 2.0% (+7.3% ex-forex), backed by an average price adjustment of +10%. Argentina incorporated price cost inflation, Paraguay rose on volume grounds and so did Portugal, while South African business unit outperformed the local market addressing new market segments.

**EBITDA** of €248.5M was down 3.4% vs. 9M'16, though increasing 2.5% on a local currency basis. The reinforced commercial approach combined with the efficiency initiatives pack undertook in 2016 –



adjustments on the industrial grid, optimization of energy matrix and redesigned support to operations – came to mitigate cost inflation.

On a lower fixed cost dilution scenario, higher electricity costs (+28.6%) together with required logistics efforts prevented further growth.

On Q2, the delayed recovery of the Brazilian market required the recognition of an impairment on assets allocated to capacity increase projects – which, unlike the goodwill impairment registration in 2016, may be reversed if, and when, the profitability assumptions change in the future. This asset impairment explains the **Depreciations, Amortisations and Impairments** value.

**Financial Results** improved by 77% vs 9M'16. Net costs were down to €69.7M on the back of the €129M positive exchange rate effect led by the impact the USD depreciation on debt - which benefit from the USD/ Euro derivatives unwinding operation concluded in Q2'17.

**Net Income** improved vs 9M'16, though still negative due to the asset impairment registration, amounting to  $\in$ -164M.

Free Cash Flow Generation Map						
(€ million)	Jan - Sep					
(	2017	2016				
Adjusted EBITDA *	257	266				
Change in Working Capital	-148	-146				
Others	-17	-25				
Operating Activities	92	95				
Interests Paid & Derivatives Unwinding	6	-217				
Income taxes Paid	-36	-29				
Cash Flow before investments	62	-151				
CAPEX	-117	-89				
Assets Sales / Others	4	15				
Free Cash Flow to the company	-51	-224				
Borrowings, financing and debentures	289	206				
Repayment of borrowings, financ. and debent.	-485	-141				
Dividends	0	-54				
Other investment activities	21	-7				
Changes in cash and cash equivalents	-226	-220				
Exchange differences	-41	-22				
Cash and cash equivalents, End of the Period	275	526				

\* Adjusted for non-recurrent figures.

**Free Cash Flow** generation improved by €173M vs 9M'16, benefiting from the unwinding of the derivative portfolio, which rose cash and cash equivalents (circa €209M).



Working capital efficiency program has allowed divestments on Q2 and Q3 to compensate inventory requirements to minimize variable costs on Q1, bringing FCF from operating activities back to 9M'16 figures.

2017 capex addressing energy upgrades, environmental requirements and a cost efficiency focused real estate acquisition in Brazil, still determined a negative FCF to the company of (€51M).

On May 2017, InterCement signed an agreement to sell part of its stake in the Estreito hydroelectric plant for circa €78M. The completion of this process in Q4'17 will allow the correspondent funds to be transferred from the current escrow account in use and therefore to figure on the Free Cash Flow Statement.

Reference should be made that in 2017, unlike 9M'16, InterCement did not pay dividends.

**Total Assets** stood at €4,503M, a 17% reduction from December 31, 2016. Following the depreciation of the booking currencies of the main assets (BRL and ARS), as well as the referred assets impairment (with a Balance Sheet effect of €176M) and usual assets depreciation and amortization.

Consolidated Balance Sheet Summary							
(million euros)	Sep 30 '17	Dec 31 '16	Var. %				
Assets							
Non-current Assets	3,450	3,957	-12.8				
Derivatives	2	215	-99.2				
Current Assets							
Cash, Equivalents and Securities	379	591	-35.9				
Derivatives	0	26	-100.0				
Other Current Assets	673	629	7.0				
Total Assets	4,503	5,419	-16.9				
Shareholders' Equity attributable to:							
Equity Holders	339	564	-39.8				
Minority Interests	294	391	-24.8				
Total Shareholders' Equity	634	955	-33.7				
Current Liabilities							
Loans & Obligations under finance leases	454	336	35.3				
Derivatives	0	8	-100.0				
Provisions & Employee benefits	1	1	-13.1				
Other Current Liabilities	537	569	-5.6				
Non-current Liabilities							
Loans & Obligations under finance leases	2,514	3,090	-18.6				
Derivatives	10	7	28.6				
Provisions & Employee benefits	103	114	-10.0				
Other Non-current Liabilities	251	338	-25.7				
Total Liabilities	3,870	4,464	-13.3				
Total Liabilities & Shareholders Equity	4,503	5,419	-16.9				

**Net Debt** reached €2,597M, 0.4% below December 31, 2016, already benefiting from the sale (€78M) of a minority stake in Estreito hydroelectric plant in Brazil.

As part of InterCement Financial strategy, the Company progressed with it Liability Management program through an iconic initial public offering of its subsidiary in Argentina, Loma Negra. The IPO totaled USD1.096M (€928M), including a secondary component of €832M, i.e. a 48.4% stake in the



Company, in a dual listing at NYSE in New York, and BYMA in Buenos Aires. Net proceeds raised amount to €868M.



Debt profile:



# 2. Operations in-depth look – 9M'17

#### Brazil

Despite the decrease deceleration, cement consumption was still down by 7.4% on a high idle capacity moment, and yet penalizing pricing environment.

InterCement exposure to highly competitive regions drew down cement and clinker volumes by 10%.

Implemented efficiency initiatives, allowed a cash-cost reduction of 3.8% vs. 9M'16, mitigating EBITDA deterioration in presence of increasing electricity prices and lower fixed cost dilution.

In Q2 the company registered an assets impairment amounting to €187M regarding its capacity increase projects, as it is not expectable in the coming months to find the necessary conditions to re-start those.

#### **Argentina & Paraguay**

Argentina and Paraguay business unit increased EBITDA generation by 37% vs 9M'16, sustaining EBITDA margin above 25%.



#### Argentina

The recovery in the construction sector in Argentina, which commenced in 2017 with the increased number of public works and an overall economic rebound, drove an increase in cement consumption. This recovery represented a sales volume increase for Loma Negra of 7.1% compared with 9M'16. This volume expansion, coupled with price increase, underpinned EBITDA margin up 1.3p.p.to 24.0%.

#### Paraguay

The reinforced commercial approach expanded sales reach and drove up cement volumes sold by 30.3%. Industrial operating excellence combined with higher activity – full capacity utilization - reaffirmed EBITDA margin (41.0%) as an internal and external benchmark.

#### Africa

South Africa strong performance and observed recovery elsewhere allowed Q3 growth in local currency vs last year. Even so, the political and economic instability in Egypt and Mozambique justified a lower EBITDA generation for the 9M, despite South African higher contribution.

#### Egypt

Current macro-economic dislocation justified the 51% depreciation of the EGP and constrained cement consumption, despite its already proven resilience.

InterCement reacted to a competitive environment, redesigning its commercial strategy and taking advantage of its premium brand profile to tackle market underperformance. Simultaneously, started exporting.

The operating flexibility and efficiency brought by the recently installed coal mill (energy matrix upgrade program), partially offset the steep increase of energy costs following the subsidies redraw (+26% fuel, +36% electricity) and indemnities and compensations from head count reduction ( $\in$ 3M).

#### Mozambique

Challenging political and economic context persisted, dragging down cement demand and dropping volumes by 35%. Even so, InterCement local commercial policy allowed cost increases to be passed on to prices, somehow containing local currency sales decrease to 20%.

Ongoing efficiency initiatives implementation were offset by energy price increases: Gcal tariff rose 27%, while Mwh prices increased by 5X vs 9M'16.

#### **South Africa**

Volumes sold grew 27.1% in Q3, increasing pace from Q2, by merit of a reinforced commercial approach, allowing a 19.4% 9M increase, and therefore responding to the industrial excellence plan aiming at a greater capacity utilization.

EBITDA raised more than 20%, benefiting from a 14% appreciation of the local currency, revealing an EBITDA margin close to 25% despite the flood disturbance in May and July.



#### Portugal & Cape Verde

Portuguese internal market and exports recovery combined with the recently implemented efficiency pack increased EBITDA generation, despite unfavourable CO2 management inputs compared to the 9M'16 (i.e.  $\leq 2.9M$  vs  $\leq 7.4M$ ).

#### Portugal

InterCement volumes growth (+18%) overcame estimated Portuguese demand pace for 9M'17, while volumes exported (mainly clinker) increased by circa 30% vs. 9M'16. Sales increased by 17%.

#### Cape Verde

Major new works delay start to come back online, being expected to result in a gradual recovery.

Cement and Clinker Volumes Sold							
(thousand tons)	(	3 <sup>rd</sup> Quarter			Jan - Sep		
	2017	2016	YoY	2017	2016	YoY	
Brazil	2,083	2,254	-7.6%	5,893	6,539	-9.9%	
Argentina	1,717	1,576	9.0%	4,658	4,348	7.1%	
Paraguay	160	134	19.6%	437	335	30.3%	
Portugal	886	600	47.6%	2,665	2,124	25.5%	
Cape Verde	50	53	-5.0%	143	157	-9.0%	
Egypt	772	822	-6.1%	2,151	2,382	-9.7%	
Mozambique	312	484	-35.6%	828	1,266	-34.6%	
South Africa	457	359	27.1%	1,207	1,011	19.4%	
Sub-Total	6,436	6,282	2.5%	17,982	18,161	-1.0%	
Intra-Group Eliminations	-58	-62	-7.1%	-144	-159	-9.7%	
Consolidated Total	6,378	6,220	2.5%	17,838	18,002	-0.9%	

		Sales					
	3	3 <sup>rd</sup> Quarter			Jan - Sep		
(€ million)	2017	2016	YoY	2017	2016	YoY	
Brazil	119	140	-15.4%	349	397	-12.2%	
Argentina	190	159	19.3%	550	428	28.6%	
Paraguay	17	15	13.2%	47	38	24.6%	
Portugal	66	53	24.1%	196	167	16.9%	
Cape Verde	8	9	-6.2%	23	26	-11.5%	
Egypt	25	48	-47.6%	69	143	-51.6%	
Mozambique	25	32	-21.1%	71	96	-25.8%	
South Africa	38	29	29.7%	105	79	33.2%	
Trading / Shipping	36	33	10.3%	131	116	13.7%	
Others	13	10	21.5%	35	33	7.6%	
Sub-Total	535.7	527.4	1.6%	1,577.1	1,522.8	3.6%	
Intra-Group Eliminations	-50	-46	10.3%	-171	-143	19.1%	
Consolidated Total	485.5	481.9	0.8%	1,406.4	1,379.4	2.0%	



EBITDA								
	:	3 <sup>rd</sup> Quarter		Jan - Sep				
(€ million)	2017	2016	YoY	2017	2016	YoY		
Brazil	4.2	23.0	-81.8%	16.6	51.8	-67.9%		
Argentina & Paraguay	49.3	40.0	23.3%	151.2	110.7	36.6%		
Portugal & Cape Verde	13.5	9.1	48.5%	35.0	34.2	2.5%		
Africa	18.9	20.5	-8.1%	44.8	62.9	-28.9%		
Trading / Shipping & Others	-0.3	-0.8	n.m.	0.9	-2.3	n.m.		
Consolidated Total	85.5	91.8	-6.9%	248.5	257.3	-3.4%		
EBITDA margin	17.6%	<b>19.1%</b>	-1.4 р.р.	17.7%	1 <b>8.7</b> %	-1.0 р.р.		

# 3. Corporate and subsequent events

Loma Negra IPO - Argentina

On September 5, 2017, InterCement turned public that among the initiatives being undertaken by the company to reduce its leverage, the board of directors of its controlled company in Argentina, Loma Negra, C.I.A.S.A. ("Loma Negra"), was promoting initiatives to enable Loma Negra to be in a position to pursue an equity offering in the domestic and international capital markets.

Loma Negra initial public offering ("IPO") of 48% of its share capital took place in a dual listing deal on the NYSE (USA) and BYMA (Argentina).

On November 3, 2017, the IPO closed at a price of US\$19.00 per American Depositary Shares ("ADSs").

Loma Negra and InterCement - namely the selling shareholder Loma Negra Holding GmbH, fully controlled by InterCement -, sold 53,530,000 ADS in the international offering, representing 267,650,000 ordinary shares of the Company, including the full exercise of the underwriters' option to purchase an additional 7,530,000 ADSs. Loma Negra raised gross proceeds of USD34,200,000 and the selling shareholder raised gross proceeds of USD982,870,000 from the international offering.

Loma Negra also received gross proceeds of USD79,800,000 from the sale of 21,000,000 ordinary shares in the concurrent Argentine offering.

In total, the company and the selling shareholder raised gross proceeds of USD1,096,870,000 (from the global offering).

Loma Negra expansion of L'Amali Plant - Argentina

On November 10, 2017, Loma Negra publicly disclosed its Q3'17 Results. (see Loma Negra's Q3'17 Earnings Release at <u>www.lomanegra.com</u>). On this announcement, Loma Negra also addressed its L'Amalí investment project as below:

"Loma Negra is increasing installed capacity at its L'Amalí plant by 2.7 million tons annually. This expansion involves a capital expenditure of approximately US\$350 million. The execution phase of the L'Amalí plant expansion started in August 2017, with a total execution time estimated at 31 months and is expected to be completed early 2020.



On July 2017, the company accepted the Offer received from the Chinese company Sinoma International Engineering Co. Ltd. ("Sinoma") for the construction of a new cement plant with a capacity of 5,800 tons per day of clinker. The offer includes the engineering, provision and shipment of all the equipment for the plant and its construction.

The project is divided in two phases. The Phase 1 involving basic engineering of the new plant and study of soil in situ (5 months) and the Phase 2 including equipment provision and plant construction (26 months). Capital expenditures related to this project was Ps. 24.8 million as of September 30, 2017."

Note: September 30, 2017 exchange rate (EUR/ARS): 20.4518

#### **Estreito Hydropower Plant**

On May 2017, InterCement had signed an agreement to 19% of its stake in the Estreito hydropower plant for BRL 290 million (€ 78 million). On October 13, this transaction was fully completed.

The company sold a 19.2% stake in Estreito Participações, S.A. – a fully owned InterCement subsidiary and the holder of a 4.44% stake in the share capital of the exploring consortium of the CESTE – Consórcio Estreito Energia Usina Hidreletrica Estreito hydroelectric plant (Rio Tocantins, Tocantins – Brazil).

This transaction, following those concerning InterCement stakes on Barra Grande (BAESA) and Machadinho (MAESA), completeted the sale of energy assets, defined within the company's capital strengthening program.

#### **Cimpor Delisting Process**

On June 21, 2017, an extraordinary general shareholders' meeting ("EGM") of Cimpor – Cimentos de Portugal, SGPS, S.A. ("Cimpor") resolved on the loss of public company (sociedade aberta) status, pursuant to article 27(1)(b) of the Portuguese Securities Code ("PSC"), upon a proposal of resolution to that effect presented by InterCement Austria Holding GmbH, a fully controlled subsidiary of InterCement Participações S.A., which directly held (prior to the delisting process) 74.64% of the company's share capital. The shareholders' resolution was passed by a majority of 99.28% of the votes cast corresponding to 94.67% of Cimpor's voting share capital.

Further to the aforementioned resolution and following the request of Cimpor, on 26 September, 2017 the Portuguese Securities and Exchange Commission (Comissão do Mercado de Valores Mobiliários, or "CMVM") approved the said loss of public company (sociedade aberta) status, under the terms of articles 27, 28 and 29 of the PSC. As a consequence of CMVM's decision, Cimpor shares were excluded from trading on the NYSE Euronext Lisbon.

Pursuant to article 27(3) of the PSC, InterCement Austria Holding GmbH undertook to acquire the remaining free-float (up to 29,907,603 shares) of Cimpor's share capital that did not vote in favour of the resolution on the loss of public company (sociedade aberta) status at the EGM, for a unitary price of 0.340 euros per share. InterCement Austria Holding GmbH's undertaking is in force for a period of 3 months counted from the date of publication of the declaration of loss of public company status by the



CMVM (i.e. until December 27, 2017). Until November 24, 2017, InterCement acquired 7,543,435 shares of Cimpor pursuant to this undertaking.

Disclaimer:

This announcement contains forward-looking statements within the meaning of federal securities law that are subject to risks and uncertainties. These statements are only predictions based upon our current expectations and projections about possible or assumed future results of our business, financial condition, results of operations, liquidity, plans and objectives. In some cases, you can identify forward-looking statements by terminology such as "believe," "may," "estimate," "continue," "anticipate," "intend," "should," "plan," "expect," "predict," "potential," "seek," "forecast," or the negative of these terms or other similar expressions.

The forward-looking statements are based on the information currently available to us. There are important factors that could cause our actual results, level of activity, performance or achievements to differ materially from the results, level of activity, performance or achievements expressed or implied by the forward-looking statements, including, among others things: changes in general economic, political, governmental and business conditions globally, changes in inflation rates, fluctuations in the exchange rate of the peso, the level of construction generally, changes in cement demand and prices, changes in raw material and energy prices, changes in business strategy and various other factors.

You should not rely upon forward-looking statements as predictions of future events. Although we believe in good faith that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee that future results, levels of activity, performance and events and circumstances reflected in the forward-looking statements will be achieved or will occur. Except as required by law, we undertake no obligation to update publicly any forward-looking statements for any reason after the date of this release to conform these statements to actual results or to changes in our expectations.