Acquisition of Metallo

Value accretive transaction fully in line with the recycling strategy of Aurubis

*Media and investor presentation*
*May 22, 2019*
Acquiring Metallo is a key step to achieve our strategic growth plan within multi-metal recovery.

**Multi-metal business**
- Complex raw materials
- Technology markets
- Potential for differentiation
- Focus on margin optimization

**Standard copper business**
- Standard copper raw materials
- Copper product markets
- Limited differentiation potential
- Focus on costs and efficiency

Aurubis’ strategic growth
- Potential for differentiation
- Focus on margin optimization

Aurubis’ base business
- Limited differentiation potential
- Focus on costs and efficiency
Metallo's plants are strategically close to the main customers and suppliers.

### Metallo’s production sites

- **Metallo**: Strategic locations
- **Aurubis**: Strategic locations

#### Metallo Belgium – Beerse

- **Employees**: ~440
- **Processing volume**: 220,000 t/year
- **Majority owner since 2011**: TowerBrook
- **Headquarters and main production facility**
- **Feed contains black copper from Berango plant, residues, copper scrap and alloys, metallic shredder, waste materials, etc.**
- **Production of anodes, cathodes, tin, and lead ingots**
- **Ideally located close to our Olen and Lünen sites and 50 km from the Antwerp port**

#### Metallo Spain – Berango

- **Employees**: ~90
- **Processing volume**: 95,000 t/year
- **Production of black copper as feedstock for Beerse plant**
- **Smelter processes low-grade recycling materials**
- **Site located only 10 km from the Bilbao port**
We acquire a technology leader in the processing of non-ferrous recycling materials

Recycling raw materials → Multi-metal recovery → Metals for technology markets

Input by type:

- Low-grade scrap (<50% copper)
- Medium-grade scrap (50-85% copper)
- High-grade scrap (>85% copper)

~2/3
~1/3

Slag cleaning

Smelting

Refining

Converting

Input by geography: ~ 700 suppliers

- Others 21%
- USA 13%
- Europe 66%

Metals

Intermediates

Slag (Koranel® + Metamix®)
With the acquisition of Metallo, we strengthen our footprint in the non-ferrous recycling business

Highly complementary business models

<table>
<thead>
<tr>
<th>Input mix</th>
<th>Aurubis</th>
<th>Metallo</th>
<th>Aurubis + Metallo</th>
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</thead>
<tbody>
<tr>
<td>Non-organic recycling raw materials</td>
<td>⬜️</td>
<td>⬜️</td>
<td>⬜️</td>
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<tr>
<td>(e.g., residues, alloy scrap)</td>
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<tr>
<td>Organic recycling raw materials</td>
<td>⬜️</td>
<td>⬜️</td>
<td>⬜️</td>
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<tr>
<td>(e.g., e-scrap)</td>
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<table>
<thead>
<tr>
<th>Metallurgical know-how</th>
<th></th>
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</thead>
<tbody>
<tr>
<td>Tin</td>
<td>⬜️</td>
<td>⬜️</td>
<td>⬜️</td>
</tr>
<tr>
<td>Nickel</td>
<td>⬜️</td>
<td>⬜️</td>
<td>⬜️</td>
</tr>
<tr>
<td>Precious metals</td>
<td>⬜️</td>
<td>⬜️</td>
<td>⬜️</td>
</tr>
<tr>
<td>Zinc</td>
<td>⬜️</td>
<td>⬜️</td>
<td>⬜️</td>
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<tr>
<td>Lead</td>
<td>⬜️</td>
<td>⬜️</td>
<td>⬜️</td>
</tr>
<tr>
<td>“Clean slag”</td>
<td>⬜️</td>
<td>⬜️</td>
<td>⬜️</td>
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</tbody>
</table>
The acquisition strengthens Aurubis’ multi-metal portfolio of key metals especially, like copper, nickel, tin, zinc, and lead.
Metallo complements and expands the Aurubis flowsheet in the recycling business

Intermediates

Copper anodes

Slag

Anode slimes and intermediates

Anode slimes

Intermediates

Anode slimes

FCM

Olen

Lünen

May 2019
Metallo’s zero-waste business model will boost our sustainability contribution while yielding economic benefits

**Zero-waste business model**
- Development of a closed-loop operation
- Enabling to reduce waste to zero and providing sustainable solutions to the circular economy
- 100% conversion of materials into valuable, marketable outputs

**Sustainability is central**
- Responsible sourcing
- Robust HSE practices
- Closed-loop economy

*Example: Koranel®*
Zero-waste business model enabled by recent installation of a new plasma arc furnace to further treat slags, increase metal recovery, and produce Koranel®

- Koranel is a registered trademark of Metallo
- Proprietary, clean value-added product
- Product properties provide good market potential within the construction and cement industry

**Long-term margin improvement**
- Reduction of waste has a positive impact on yield
- Sale of a value-added product

**Service solution for industrial customers**
Answer to increasing regulatory pressure on scrap dealers for environmentally friendly waste management

**Confirm status as preferred supplier**
Sustainable sourcing is a key CSR priority in major industries
Global macro trends will lead to growing recycling market, local export restrictions, and required technological solutions

**Multipolar business world**
Growth in emerging countries (especially China) will outpace Western countries

**More complex materials**
Rising number of elements and decreasing metal content in primary and secondary raw materials

**Increasing recycling efforts**
Stricter legislation and increasing consumer awareness regarding sustainability

**Local handling of recycling materials**
Developing countries are reducing or banning import of waste materials from Western world

**Implications for recycling**

- Urbanization, industrialization, and growing global middle class drive recycling volumes
- To meet increasing metal demand, recycling is needed
- “New applications” (e.g., smart homes, e-mobility) require “new recycling technologies”
- Shorter product life cycles (e.g., consumer electronics) will increase end-of-life scrap
- Stricter environmental legislation requires state-of-the-art recycling solutions
- Increasing stakeholder awareness regarding sustainability driving OEMs, etc. to close the loop
- Former export regions like Europe and North America need to handle their recycling materials locally

Increasing volumes of recycling material

May 2019
## Value accretive transaction – key transaction terms

<table>
<thead>
<tr>
<th>Structure</th>
<th>Acquisition of 100 % of the shares of Metallo Group and related entities paid in cash</th>
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</thead>
<tbody>
<tr>
<td>Value consideration</td>
<td>Enterprise value of € 380m on a cash-and-debt-free basis</td>
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<td></td>
<td>Synergies of circa € 10-15m, of which largest part to be realized within three years, with additional upside</td>
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<tr>
<td></td>
<td>Acquisition to be EPS accretive from year one on, synergies not included</td>
</tr>
<tr>
<td>Financing</td>
<td>Full financing in place and arranged by our house banks</td>
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<tr>
<td></td>
<td>No new shares will be issued in relation to the financing of the transaction</td>
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<tr>
<td>Closing considerations</td>
<td>Transaction conditional on receipt of applicable merger control clearances</td>
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<tr>
<td></td>
<td>No other conditions attached, transaction approved by Aurubis’ relevant bodies</td>
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<tr>
<td>Timetable</td>
<td>Transaction is subject to approval by European Commission.</td>
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<td>We expect phase 1 approval by the end of 2019</td>
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</table>
Our detailed assessment leads to synergy estimate of €10-15m with further upside potential

Multiple drivers of synergies

- Flowsheet integration & feed mix optimization: ~50%
- Technical synergies: ~35%
- Efficiency synergies: ~15%
- Run-rate synergies, mostly to be realized within 3 years: ~€10-15m
- Further upside potential: ~50%
A value accretive acquisition fully in line with our growth strategy

» Aurubis acquires a technology leader and strengthens its footprint in the processing of non-ferrous recycling materials

» Further diversifies Aurubis’ business model towards multi-metal recovery and strengthens Aurubis’ metal portfolio, esp. nickel, tin, zinc, and lead

» Metallo’s zero-waste business model will boost Aurubis’ sustainability contribution

» Complementary business models create potential to unlock significant synergies

» EPS and ROCE accretive from year one
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Forward-looking statements

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Should one or more of these risks, uncertainties, or contingencies materialize, or should any underlying assumptions prove incorrect, actual results could vary materially from those anticipated, expected, estimated, or projected.