

**Company Overview Presentation** 

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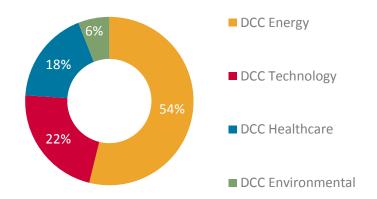




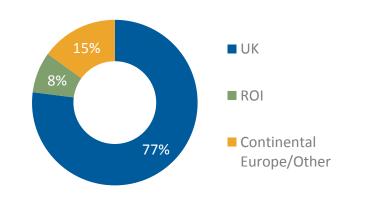
### **DCC**

DCC is an international sales, marketing, distribution and business support services group operating across four divisions

#### Profit\* by division (YE 31 March '15)



#### Profit\* by geography (YE 31 March '15)



- Listed on the London Stock Exchange since 1994
- FTSE 250 (support services) since June 2013
- Market Capitalisation of c. £3.6 billion
- Employs approximately 10,000 people
- Operating in 14 countries

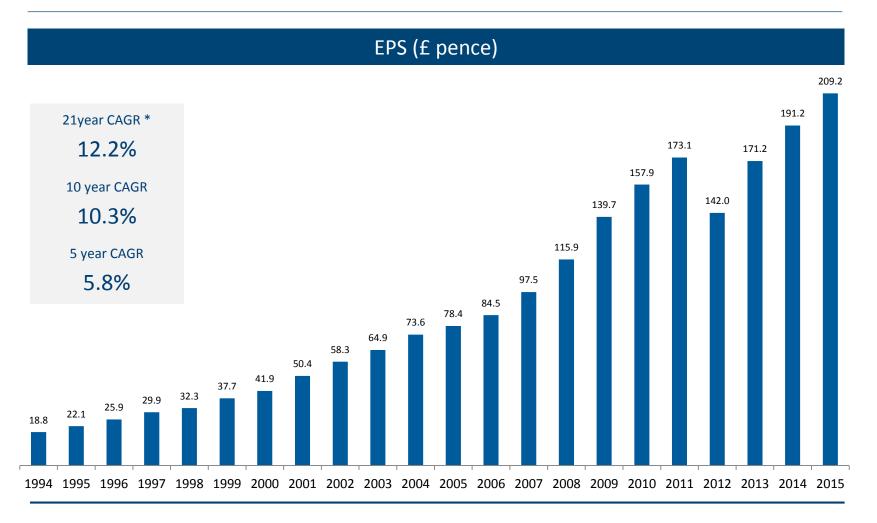
DCC – Financial Highlights*			
Revenue	ROCE		
£10.6bn	18.9%		
Operating Profit	Net debt/EBITDA		
£222m	-		
Operating Cash flow	Interest cover (times)		
£378m	9.9x		

<sup>\*</sup> On a continuing basis – excluding the results of DCC Food & Beverage which has been disposed





## Long History of EPS Growth...



Years ended 31 March

\* since flotation in 1994





# ...with Strong Cash Flow Generation which Supports Development Activities

1 April 1994 – 31 March 2015	£m	21 Year CAGR
Operating profit	2,195	13.0%
Decrease in working capital	214	
Depreciation	614	
Other	(50)	
Operating cash flow	2,973	13.5%
Capex	(700)	
Free cash flow	2,273	13.9%
Interest and tax	(474)	
Free cash flow after interest and tax /		
Net cash in	1,799	14.3%
Acquisitions	(1,382)	
Disposals / exceptionals	239	
Dividends / share buybacks	(680)	
Share issues	66	
Translation and other	(10)	
Net cash inflow	32	
Opening net debt	(2)	
Closing net cash	30	
Pro – forma development commitments	(465)	

- Free cash flow\* of £2.3bn
- Free cash flow conversion of 104% and CAGR of 13.9%
- Revenue increased from £0.2bn to £10.6bn
- Operating profit increased from £18m to £228m. CAGR of 13.0%
- £214m working capital inflow
- Capex exceeded depreciation by £86m
- Acquisition spend of £1.4bn
- Dividend / share buybacks of £0.7bn
- All financed from cashflow
- Average maturity on debt is 7 years
- Further development commitments of £465m





<sup>\*</sup> Operating cash flow after capex

## 21 Year Review

£ millions	7 years to 31 March 2001	7 years to 31 March 2008	7 years to 31 March 2015	Total 21 years
Operating Profit	260	669	1,266	2,195
EBITDA	348	861	1,600	2,809
Operating cash flow				
	328	715	1,930	2,973
Free cash flow*	228	493	1,552	2,273
Free cash flow conversion	87.7%	73.7%	122.5%	103.5%
Dividends / share buy backs	(77)	(240)	(363)	(680)
Acquisitions - spent	(174)	(473)	(735)	(1,382)
Development – committed (at 18 May 2015)				(465)

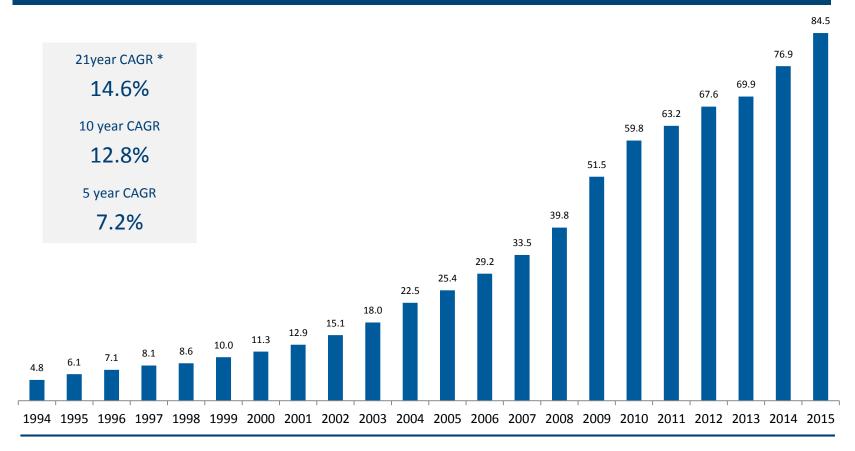
<sup>\*</sup> Operating cash flow after capex





## .... along with consistent dividend growth

### Dividend Growth (pence sterling)



Years ended 31 March

\* Since flotation in 1994





## DCC's Strategy

### Our Objective:

To continue to build a growing, sustainable and cash generative business which consistently provides returns on total capital employed significantly ahead of its cost of capital

#### Our strategic priorities:

- Creating and sustaining leading positions in each of the markets in which we operate
- Continuously benchmarking and improving the efficiency of our operating model in each of our businesses
- Carefully extending our geographic footprint to provide new horizons for growth
- Attracting and empowering entrepreneurial leadership teams, capable of delivering outstanding performance, through the deployment of a devolved management structure
- Maintaining financial strength through a disciplined approach to balance sheet management





## **Leading Market Positions**

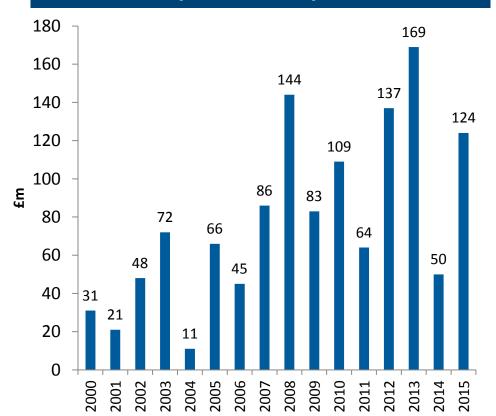
Division	Market Positions
DCC Energy	<ul> <li>#1 oil distributor in Britain with 18% of the market (the next largest competitor has c. 3%)</li> <li>#1 independent oil distributor in Sweden (16% market share)</li> <li>#2 oil distributor in Denmark (12% market share) and Austria (13% market share)</li> <li>#1 (joint) LPG distributor in the Netherlands (26% market share)</li> <li>#1 LPG distributor in Sweden and Norway (53% and 38% market share respectively)</li> <li>#2 LPG distributor in Britain and Ireland with market shares of c. 30% and 39% respectively</li> </ul>
DCC Technology	<ul> <li># 1 technology distribution in Britain</li> <li># 1 technology distribution in Ireland</li> <li># 3 technology distribution in Sweden</li> <li># 7 technology distribution in France</li> <li># 4 technology distribution in Europe</li> </ul>
DCC Healthcare	<ul> <li>Most comprehensive sales channel coverage in Britain and Ireland, including         <ul> <li>#1 in hospital supplies in Ireland</li> <li>#1 in GP supplies in Britain</li> <li>Leading generics player in Britain</li> </ul> </li> <li>Leading provider of outsourced solutions to the European health and beauty sector (soft gels and tablets), with #1 position in Britain</li> </ul>
DCC Environmental	# 1 recycling and waste management business in Scotland (and top 10 in Britain)





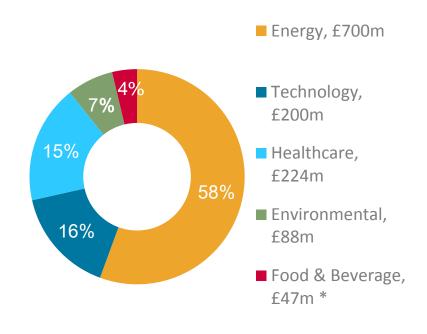
## **Acquisitions**

### **Cash spent on acquisitions**



- Spent £1.5bn on acquisitions since flotation in 1994
- Disposals net of exceptionals yielded £0.3bn
- Development spend of £465m already committed for FY2016

### **By Division**



16 Year Total: £1.3 bn

#### Notes:

- 1. All prior year numbers translated at FY13 average FX rate
- 2. Food & Beverage division now sold





The Business: By Division

### **DCC Energy**

(54% of FY 2015 Group Profit)

## DCC Energy is the leading oil and liquefied petroleum gas ("LPG") sales, marketing and distribution business in Europe

- Oil distribution for transport, heating and industrial / agricultural processes
- LPG distribution for heating, cooking, transport and industrial / agricultural processes
- Retail stations and fuel cards for transport, commercial and end users
- Established market leadership positions in 7 countries with a platform to grow the business across Europe and beyond
- Over 30 years industry experience
- Consolidator of fragmented markets
- Partner of choice for oil majors in asset divestment
- Recurring revenue, cash generative and high ROCE business

•	Product Split:	•	Road transport – 51%	•	Commercial fuel – 18%
		•	Heating oil – 21%	•	I PG - 10%

	FY 2015
Revenue	£7,624.1m
Operating profit	£119.4m
ROCE	19.8%

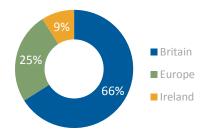
10-Year Operating profit	£839m
CAGR	13.2%

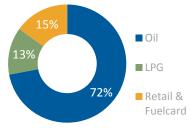
#### Volumes by geography

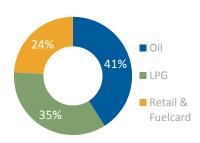
#### **Volumes by sector**

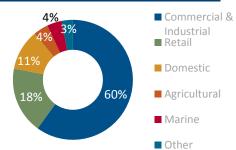
#### **Profit by sector**

## **Customer Volumes Split**













## DCC Energy – Business of Scale

Geography	Volume	Market Share	Market Position
Britain – Oil Britain – LPG Britain – Retail & Cards	c. 5,350mL c. 260kT c. 1,200mL	c. 18% – oil c. 30% – LPG	#1 #2
Ireland – oil Ireland – LPG	c. 800mL c. 70kT	c. 9% – oil c. 40% – LPG	# 5 # 2
Austria & Germany – oil	c. 800mL c. 250mL	c. 13%	# 2
Sweden – oil bulk Sweden – oil retail	c. 350mL c. 400mL	c. 16% c. 3%	# 1 # 5
Sweden – LPG	c. 200kT	c. 53%	#1
Norway – LPG	c. 80kT	c. 38%	#1
Denmark – oil	c. 230mL	c. 12%	# 2
Netherlands – LPG	c. 90kT	c. 26%	# 1 (jt)

Business Statistics FY 2015 (inc. acquisitions announced)			
Volumes	c. 13.5 billion Litres		
Customers	c. 1.3 million		
Trucks	c. 2,150		
Employees	c. 5,300		
Facilities	430		
Retail petrol sites operated/supplied	Britain: 1,600 France: 400 Sweden: 400 Austria: 300 Ireland: 100		

















## **Transaction Highlights**



- Acquisition of the second largest LPG business in France, with market share of 25% and the leading brand in the market
- Market leader in the cylinder and small bulk market segments
- Sells directly or indirectly to over four million customers
- Significantly increases the scale of DCC's LPG business from approx.
   700,000 tonnes to 1.2 million tonnes
- France is the second largest LPG market in Western Europe approximately twice the size of the British market
- Operates as a stand alone business within Shell led by an experienced and ambitious management team





## Transaction Highlights – Key Financials



- Valuation of €464m (£338m\*) on a debt-free, cash-free basis
- Underlying EBITDA\*\*: €123.6m (£89.9m) EBITDA multiple of 3.8
- Underlying EBIT: €74.2m (£53.9m) EBIT multiple of 6.2
- Excellent record of cash flow conversion cash payback c. 6 years
- Significantly EPS accretive from completion
- ROCE expected to be substantially above DCC's cost of capital

<sup>\*\*</sup> Based on the results of Butagaz for the year ended 31 December 2014





<sup>\*</sup> At 31 March 2015 DCC year end exchange rate of 0.7273 £/€

## Strategic Rationale



### Acquisition of a leading market position in a large consolidated market:

- ✓ Consistent with DCC's strategy to have leading market positions in the sectors in which it operates
- ✓ 25% market share, well positioned to grow market share following recent market changes
- ✓ Particular focus on higher value-add domestic and small bulk segments of the market
- ✓ The leading LPG brand in France 92% brand awareness

#### Further expanding our LPG footprint in Europe:

- ✓ Further strengthens DCC's position as the largest oil and LPG distributor in Europe
- √ #1 / #2 LPG positions in France, Britain, Ireland, the Netherlands, Norway & Sweden
- ✓ Improved purchasing power as LPG becomes more plentiful
- ✓ Further strengthening our LPG management resources, with experienced and ambitious management team





## Strategic Rationale



### Operating in a stable market:

- ✓ Slow decline in mature western markets to flatten as 1) LPG seen as cleaner fuel 2) roll out of natural gas grid largely complete 3) electricity prices increasing
- ✓ LPG becoming cheaper relative to oil B2B oil to LPG conversions
- ✓ B2C demand led by non-discretionary use heating/cooking.
- ✓ Three largest players in France likely to account for c. 90% of the market
- ✓ French economy relatively robust through the cycle.

### With very strong financial characteristics:

- ✓ Significantly earnings accretive from completion
- ✓ Return on capital employed substantially ahead of DCC's cost of capital
- ✓ Excellent cash conversion
- ✓ LPG to account for c. 50% of DCC Energy's pro-forma operating profit, broadening the base of the business and providing new opportunities for growth





### **Business Mix**











#### Overview

 LPG in cylinders mainly used for cooking and forklift trucks by commercial

customers

Packed / Cylinder

#### **Small bulk**

- Customers with low annual usage (<80T), mainly domestic and small IC
- Used mainly for heating

#### Large bulk

 Customers who purchase 80 tonnes or more of LPG per annum

#### **Autogas**

- Used as a fuel for transportation
- Sold through retail stations and hypermarkets

Share of Butagaz's branded volumes



54%

12%



Butagaz's share of French market



25%





Segment as a % of French market









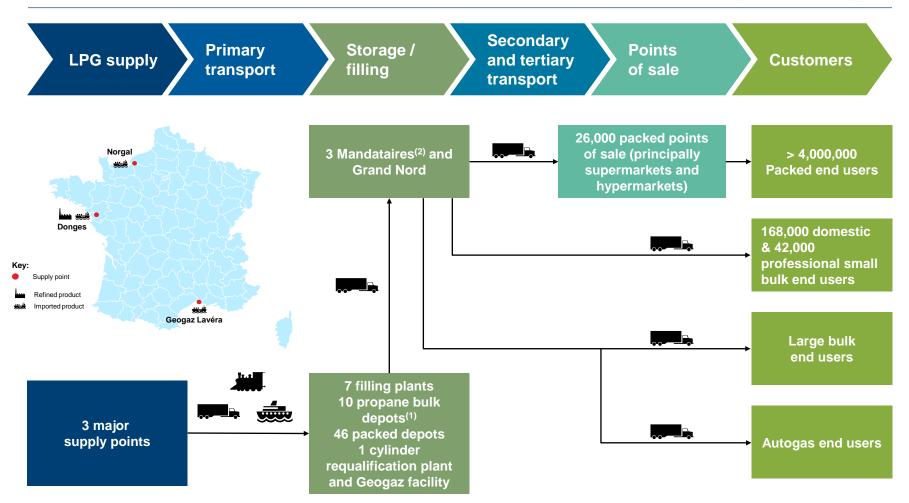
Source: CFBP December 2014





## **Butagaz Supply Chain**





Source: Company information

(1) In addition 4 propane bulk depots owned via the Sobegal entity in which Butagaz has a 28% share. Butagaz also operates one propane bulk dry depot, Vire.

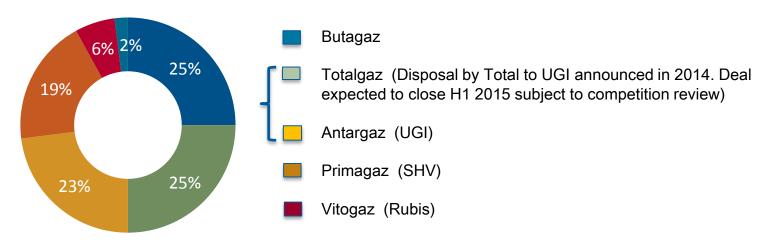
(2) Two Mandataires in France and one Mandataire covering Corsica





### LPG in France





- Total LPG volumes in France c. 1.8 million tonnes (2014)
- Second largest market in Western Europe for LPG behind Italy and approximately twice the size of the British LPG market
- Post merger of Totalgaz/Antargaz, three large players in the market
- LPG demand in France forecast to decline modestly in period 2013-2018, with decline tempered by:
  - Energy efficiency impact already well advanced
  - Natural gas pipeline limited further expansion
  - Growth projected in leisure segment and some segments of the B2B market





## Butagaz - Potential within DCC



- Integration of Antargaz & Totalgaz may create opportunities to grow market share
- Leverage the strong Butagaz brand in related energy sectors
- Greater B2B focus e.g. Oil2LPG and LNG
- Expand the domestic bulk market
- Continued cost reduction
- Development of a natural gas business
- Purchasing synergies gas and non-gas
- Share Butagaz B2C, brand management and R&D competencies with other DCC Energy LPG businesses





## Butagaz - An Excellent Fit for DCC



Strong competitive position in the French LPG market

Potential value creation opportunities through brand monetisation

Experienced and ambitious management team with a clear strategy in place



Established and trusted Butagaz brand

Strong profitability and cash generation delivering high ROCE

Operational improvement potential

Broad and dedicated distribution channels





### **Timetable**



- Expected transaction timetable:
  - 19 May 2015 Acquisition announcement
  - September
     Works council consultation finalised
    - 2. Sign SPA
    - 3. EC Competition / French Ministry of Economy filings
  - Calendar Q4 2015 Completion





### DCC Energy – vision & strategy

DCC Energy's vision is to be a global leader in the sales, marketing and distribution of fuels and related products and the provision of services to energy consumers:



#### Oil

- Continue to consolidate existing markets to drive greater customer density & logistics efficiencies
- Expand sales of differentiated products
- Cross sell add-on products and services e.g. Fuel cards, lubricants, heating services
- Optimise and build greater flexibility into logistics operations
- Expand into new geographies



#### **LPG**

- Target oil to LPG conversions
- Targeted market share gains on a segment by segment basis, particularly commercial bulk
- Cross sell complementary green/renewable energy products
- Cross sell add-on/related products e.g. Natural Gas, LNG
- Expand into new geographies



#### **Retail & Cards**

- •Expand business in the retail petrol station market
- •Unmanned Key pillar for growth
- •Retail Company Owned in partnership with a retailer
- •Retail Dealer Owned
- •Build a Pan-European Fuel Card business leveraging the investment in Retail Networks





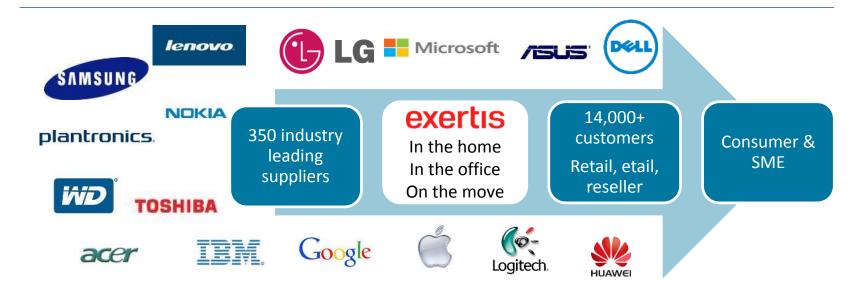
### **DCC Technology**

(22% of FY 2015 Group Profit)

Leading route-to-market partner for global consumer and SME technology brands

	FY 2015
Revenue	£2,350m
Operating profit	£49.3m
ROCE	25.5%

DCC Technology operates under the **exertis** brand



DCC Technology provides a full range of services to our supplier and customer partners, delivering an exceptional route-to-market for a broad range of innovative products





### Technology Distribution – Integral part of the supply chain

- Technology distribution represents c. 22% of the global ICT market
- Allows suppliers to concentrate on core activities including product development and end user marketing
- How **EXECUTE** delivers value for partners:

#### for Suppliers

- Ability to manage complex demands of diverse range of customers, from large retailers and etailers to very broad range of small local resellers, managing everything from in-bound logistics to end-user marketing
- Pro-active and dedicated sales and marketing teams to drive new retailer / reseller recruitment
- Supply chain services, including kitting for specific customers, customisation and localisation services, hubbing of stock, bundling of products and management of returns

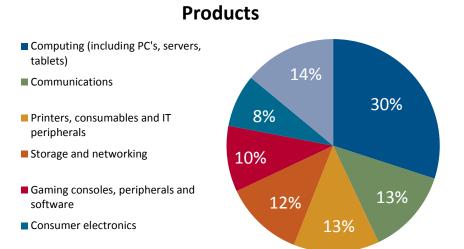
#### for Customers

- Product and category expertise, including in-store product positioning and marketing
- End-user fulfilment and white-label services, including own-brand product sourcing, web site management and digital distribution
- Product life cycle management, acting as a 'centre of excellence' to identify and introduce emerging technologies and services





### DCC Technology – leading route to market partner



#### Market

DCC Technology	Geography	Market Position
exertis	Britain	No. 1
OXOI CIO	Ireland	No. 1
<ul><li>In the home</li><li>In the office</li><li>On the move</li></ul>	France	No. 7
	Sweden	No. 3
	Holland	Niche
	Total Europe	No. 4

#### **Suppliers**

- Excellent supplier portfolio with very broad product line up
- Strong market shares with strategic suppliers
- Breadth of suppliers allows access to all new and emerging technology

#### Customers

 Superb reach across retail and reseller channels



















Other



### DCC Technology – vision & strategy

DCC Technology's vision is to be the leading European route to market and supply chain partner for global consumer and SME technology brands

- Delivering an industry-leading service offering
- Generating high levels of ROCE
- The obvious partner for a new supplier to access European retail and SME markets

	FY 2015
Revenue	£2,350m
Operating profit	£49.3m
ROCE	25.5%
10 year Operating Profit	£339.9m
CAGR	11.6%

#### **Strategy**

- To broaden the range of sale channels and products addressed by the business in its existing markets, including emerging technology segments
- To further develop and deliver a range of industry leading services supported by best in class infrastructure
- To extend the geographic of the business in Continental Europe through complementary acquisitions







### DCC Healthcare overview

(18% of FY 2015 Group Profit)

Sales, marketing and distribution of pharmaceuticals and medical devices and provision of services to health & beauty brand owners

•	Well positioned to benefit from market
	dynamics

- Strong market positions in Britain and Ireland
- Growing European Health & Beauty business
- Strong development momentum
  - Active acquisition pipeline

	FY 2015
Revenue	£486.7m
Operating profit	£39.7m
ROCE	16.6%
10 year operating profit	£203.4m
CAGR	15.1%









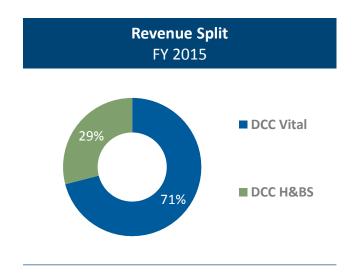
### DCC Healthcare overview – Our Business

### **DCC Vital**

- Most comprehensive sales channel coverage in Britain and Ireland, including
  - #1 in hospital supplies in Ireland
  - #1 in GP supplies in Britain
  - A leading generics player in Britain

### DCC Health & Beauty Solutions

- A leading outsourced service provider to the European Health & Beauty sector, including:
  - #1 contract manufacturing service provider in Britain









### DCC Healthcare – vision & strategy

DCC Healthcare's vision is to build a substantial European healthcare business principally focused on sales, marketing and distribution of pharmaceuticals and medical devices and provision of services to health & beauty sector brand owners

- With strong local market shares
- Generating high levels of ROCE
- Expanding into new geographies

#### Strategy

#### DCC Vital

- Focus on organic growth in Britain and Ireland leveraging the benefits of recent acquisition activity:
  - Bolt on acquisitions in Britain businesses and products
- Build presence in selected European markets over time

#### **DCC Health & Beauty Solutions**

- Continued focus on organic growth with existing customers across Europe
- Expand customer base, geographic penetration and service offering, organically and by acquisition











### DCC Environmental – our business

(6% of FY 2015 Group Profit)

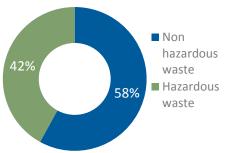
Geography	Market Position
Ireland	# 1 hazardous waste management business
Britain	A leading recycling, waste management and resource recovery business — market leading positions in non hazardous waste in Scotland and the East Midlands region and national hazardous waste collection and processing infrastructure

	FY 2015
Revenue	£143.6m
Operating profit	£13.3m
ROCE	9.7%
10 year operating profit	£95.5m
CAGR	13.7%





## Revenue Split







### DCC Environmental – vision & strategy

DCC Environmental's vision is to continue to build on its market position as one of the leading providers of recycling, waste management and resource recovery services in Britain and Ireland

#### **Strategy**

- Position the business to take advantage of the trend towards more sustainable waste management, with a particular emphasis on resource recovery and recycling
- Deliver superior value adding services to all its customers by way of a deep understanding of its customers' requirements and the development of innovative solutions to their problems
- Aligning its business to support the transition to both a low carbon and circular economy through a focus on resource rather than waste, developing internal climate change expertise and continually improving its recycling capability



