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# INTRODUCTION

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**Luc Desjardins**

President and CEO  
Superior Plus Corp.



# FORWARD-LOOKING STATEMENTS AND INFORMATION

This presentation is for information purposes only and is not intended to, and should not be construed to constitute, an offer to sell or the solicitation of an offer to buy, securities of Superior Plus Corp. ("Superior"). This presentation and its contents should not be construed, under any circumstances, as investment, tax or legal advice. Any person accepting delivery of this presentation acknowledges the need to conduct their own thorough investigation into Superior and its activities before considering any investment in its securities. Certain information included herein and certain oral statements made by management are forward-looking information within the meaning of applicable Canadian securities laws. Forward-looking information may include statements regarding the objectives, business strategies to achieve those objectives, expected financial and operating results (including those in the area of risk management), economic or market conditions, and the outlook of or involving Superior Plus Corp., Superior Plus LP ("Superior LP") and its businesses. Such information is typically identified by words such as "anticipate", "believe", "continue", "could", "estimate", "expect", "plan", "intend", "forecast", "future", "guidance", "may", "predict", "project", "should", "strategy", "target", "will" or similar expressions suggesting future outcomes.

Forward-looking information in this document includes: completion of the NGL transaction ("NGL Propane"), the amount and timing of the expected synergies from NGL Propane, expected impact of completed distillate and Canadian retail propane divestitures, the Evolution 2020 aspirational goal which assumes no material divestitures of existing businesses and is based on non-organic growth through acquisitions (including synergies) estimated to contribute approximately \$10 million to \$70 million in EBITDA; organic growth initiatives throughout all divisions to 2020 anticipated to provide approximately \$30 million to \$50 million in EBITDA, representing a 3-5% compound annual growth rate to 2020; and the anticipated recovery in the chlor-alkali sector within the Specialty Chemicals division anticipated to provide \$10 million to \$30 million in incremental EBITDA to 2020 EBITDA from operations. The updated ("new") Evolution 2020 goal which is consistent with the original evolution 2020 goal assumes U.S. Propane Distribution grows by over \$160 million which includes the addition of normalized EBITDA of NGL Propane and anticipated run-rate synergies from NGL Propane. Canwest Propane ("Canwest") run-rate synergies (including amount and timing), Tank Sensor installation goal of 100,000 sensors by 2020, AOCF per share accretion, the pro forma Adjusted EBITDA, payout ratio, sale volumes, total debt to adjusted EBITDA, Superior's consolidated 2018 AOCF per share guidance, 2018 Adjusted EBITDA guidance, 2018 estimated capital spending, run rate maintenance capital spend for U.S. Propane Distribution, future financial position, Deleveraging from 3.7x after closing the NGL Propane transaction to 3.0x by 2020 assuming free cash flow generated by NGL Propane is used for debt repayment, consolidated and business segment outlooks, expected EBITDA from operations, expected leverage ratios, expected future taxes, expectations in terms of the cost of operations, business strategy and objectives, development plans and programs, business expansion and cost structure and other improvement projects, expected product margins and sales volumes, market conditions in Canada and the U.S., continued improvements in operational efficiencies and sales and marketing initiatives in Energy Distribution, future economic conditions, future exchange rates, exposure to such rates and incremental earnings associated with such rates, expected weather, expectations for the global economic environment, our trading strategy and the risk involved in these strategies, the impact of certain hedges on future reported earnings and cash flows, future taxes, the impact of contracts for commodities, demand for propane, heating oil and similar products, demand for chemicals including sodium chlorate and chlor-alkali, effect of operational and technological improvements, anticipated costs and benefits of business enterprise system upgrade plans, future working capital levels, expected governmental regulatory regimes and legislation and their expected impact on regulatory and legislative compliance costs, expectations for the outcome of existing or potential legal and contractual claims, Superior's ability to obtain financing on acceptable terms, expected life of facilities and statements regarding net working capital and capital expenditure requirements of Superior or Superior LP.

Forward-looking information is provided for the purpose of providing information about management's expectations and plans about the future and may not be appropriate for other purposes. Forward-looking information herein is based on various assumptions and expectations that Superior believes are reasonable in the circumstances. No assurance can be given that these assumptions and expectations will prove to be correct. Those assumptions and expectations are based on information currently available to Superior, including information obtained from third party industry analysts and other third party sources, and the historic performance of Superior's businesses. Such assumptions include anticipated financial performance, current business and economic trends, the amount of future dividends paid by Superior, business prospects, availability and utilization of tax basis, regulatory developments, currency, exchange and interest rates, trading data, cost estimates, the assumptions set forth under the "Financial Outlook" sections of our first quarter MD&A and are subject to the risks and uncertainties set forth below.

By its very nature, forward-looking information involves numerous assumptions, risks and uncertainties, both general and specific. Should one or more of these risks and uncertainties materialize or should underlying assumptions prove incorrect, as many important factors are beyond our control, Superior's or Superior LP's actual performance and financial results may vary materially from those estimates and intentions contemplated, expressed or implied in the forward-looking information. These risks and uncertainties include incorrect assessments of value and potential synergies when making acquisitions, increases in debt service charges, the loss of key personnel, fluctuations in foreign currency, exchange rates and commodity prices, inadequate insurance coverage, liability for cash taxes, counterparty risk, compliance with environmental laws and regulations, reduced customer demand, operational risks involving our facilities, force majeure, labour relations matters, our ability to access external sources of debt and equity capital, risks related to integrating the NGL business, assumption of NGL's liabilities, counterparty risk relating to obligations of the vendor of NGL and regulatory risks relating to NGL Propane, and the risks and assumptions identified in (i) our first quarter MD&A under the heading "Risk Factors" and (ii) Superior's most recent Annual Information Form. The preceding list of assumptions, risks and uncertainties is not exhaustive.

When relying on our forward-looking information to make decisions with respect to Superior, investors and others should carefully consider the preceding factors, other uncertainties and potential events. Any forward-looking information is provided as of the date of this document and, except as required by law, neither Superior nor Superior LP undertakes to update or revise such information to reflect new information, subsequent or otherwise. For the reasons set forth above, investors should not place undue reliance on forward-looking information.

See Slides 86 & 87 in this presentation as well as Superior's Q1 2018 MD&A for definitions related to Non-GAAP Financial Measures.

# AGENDA AND TODAY'S PRESENTERS



**Luc Desjardins**  
President & Chief  
Executive Officer

## Introduction & Strategic Overview



**Andy Peyton**  
President U.S.  
Propane Distribution

## U.S. Propane Distribution



**Greg McCamus**  
President Energy  
Distribution

## Canadian Propane Distribution

# AGENDA AND TODAY'S PRESENTERS



**Shawn Vammen**  
Senior Vice President  
Supply Portfolio  
Management

Wholesale Propane



**Ed Bechberger**  
President Specialty  
Chemicals

Specialty Chemicals



**Beth Summers**  
Executive Vice  
President & Chief  
Financial Officer

Financial Overview



**Luc Desjardins**  
President & Chief  
Executive Officer

Conclusion



# INTRODUCTION AND LONG-TERM STRATEGY



# INVESTMENT HIGHLIGHTS

<b>Proven History</b>	Executing management objectives
<b><i>Evolution 2020</i></b>	Strategy updated
<b>Increase</b>	Shareholder value and continue excellent stakeholder relationships
<b>\$100 to \$150 million</b>	Committed to delivering EBITDA from operations growth by 2020 <sup>(1)</sup>
<b>5.7%</b>	Attractive dividend yield <sup>(1)(2)</sup>
<b>Free cash flow</b>	Available to pay dividends, pay down debt and make acquisitions
<b>Capital Deployment</b>	Disciplined approach
<b>Growth</b>	Continued focus on delivering over 2% organic growth <sup>(1)(3)</sup>

(1) See “Non-GAAP measures” and “Forward-Looking Statements & Information”.

(2) Based on stock price as at June 12, 2018.

(3) Organic growth calculated as increase in EBITDA from Operations year over year excluding the impact of acquisitions.

# TRACK RECORD OF SUCCESS

## Update since November 2016 Investor Day

COMPLETED	DEPLOYED	RAISED	INCREASED	ANNOUNCED	SETTLED	RETURNED
Acquisition of Canwest	Over \$140 million in capital for eight tuck-in acquisitions	\$620 million in debt financing	EBITDA from operations by \$75 million <sup>(1)</sup>	Transformational acquisition of NGL's Retail Propane Business ("NGL Propane") <sup>(2)</sup>	Reached agreement with Canada Revenue Agency	Shareholder return Of ~23% since November 18, 2016 <sup>(3)</sup>

## SPB Historical Shareholder Return to April 30, 2018<sup>(3)</sup>



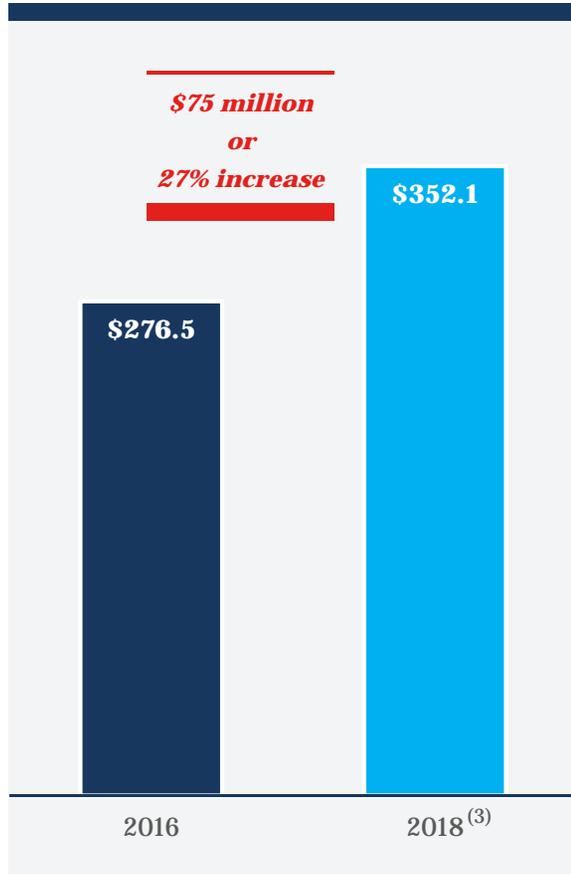
(1) Based on trailing 12 months ended Q1 2018 ("TTM Q1 2018").

(2) NGL Energy Partners LP ("NGL").

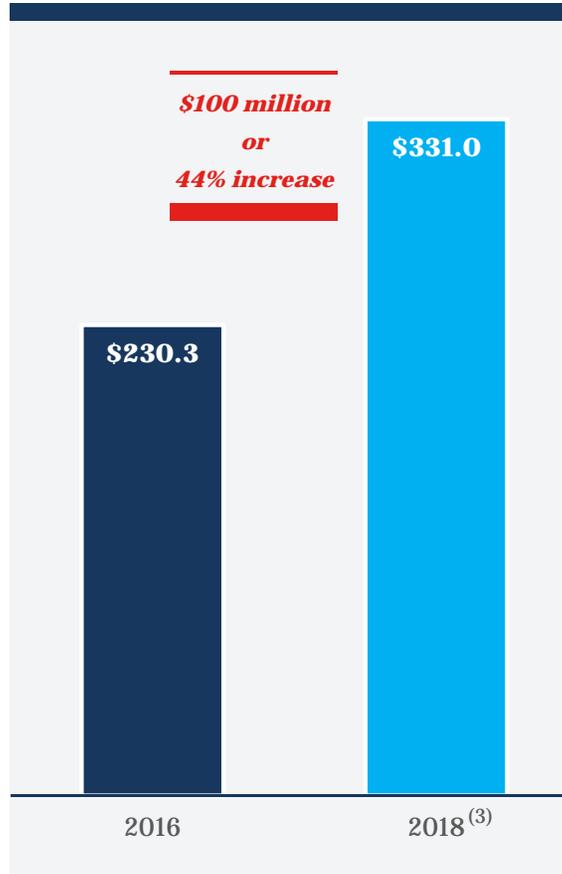
(3) Total shareholder calculation assumes reinvestment of dividends. Source: Bloomberg.

# IMPROVED FINANCIAL PERFORMANCE

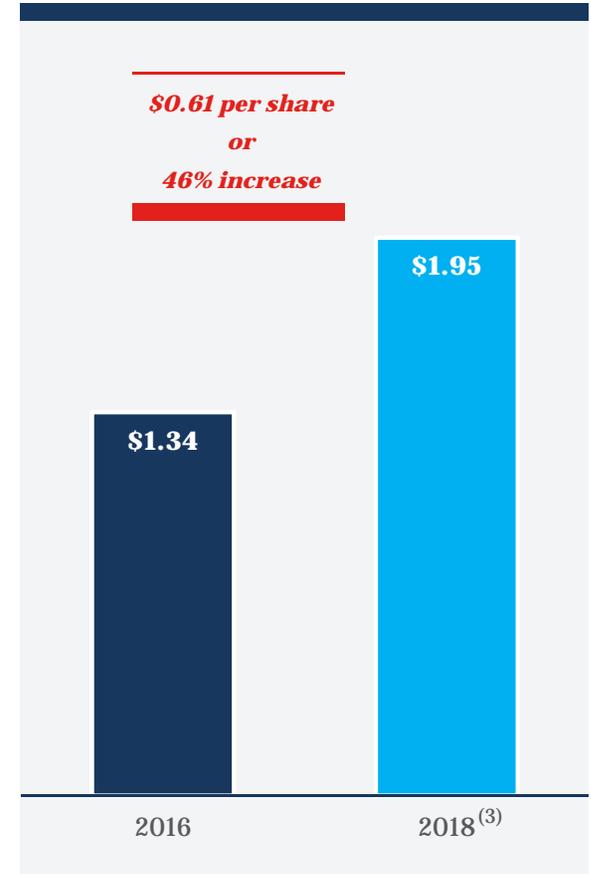
## EBITDA from Operations<sup>(1)</sup>



## Adjusted EBITDA<sup>(1)</sup>



## AOCF per Share<sup>(1)(2)</sup>

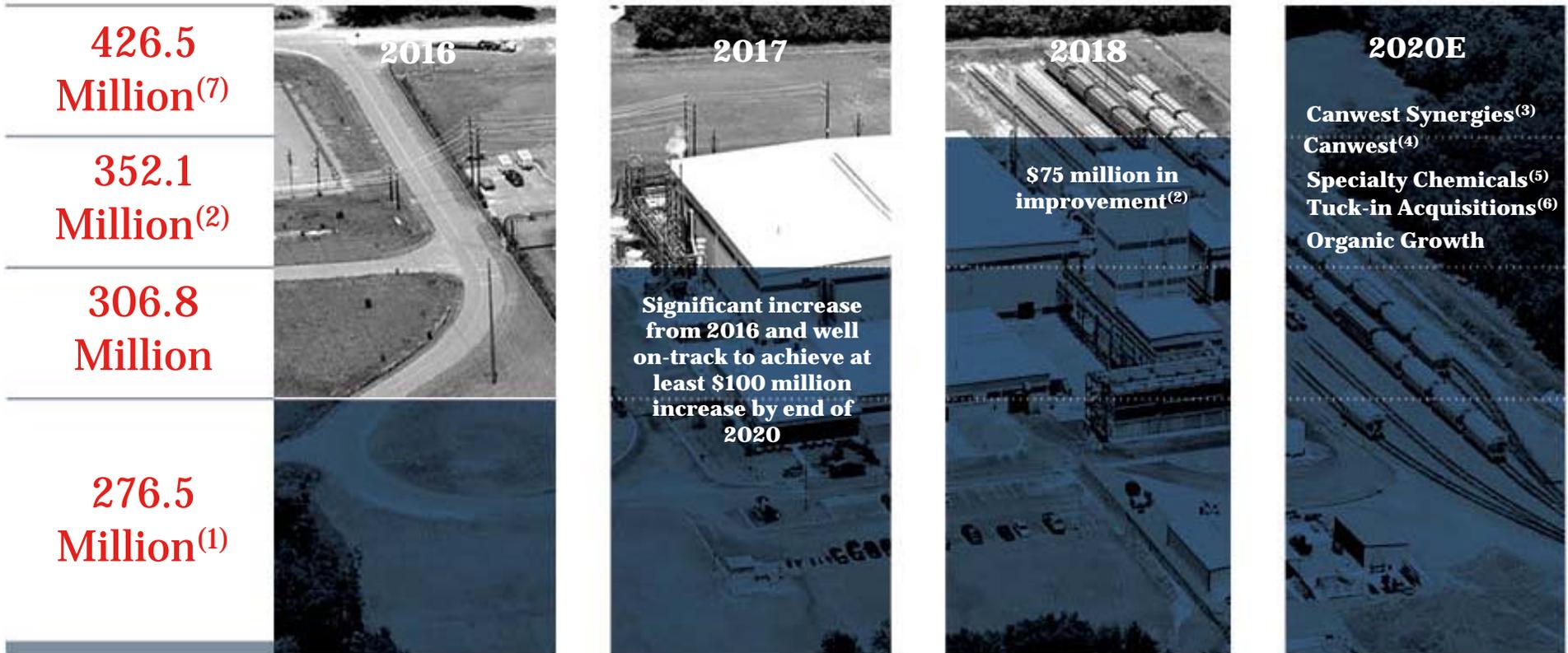


(1) See "Non-GAAP Financial measures".

(2) Adjusted Operating Cash Flow per share before transaction and other costs.

(3) Based on TTM Q1 2018 incorporating results for Canwest for Q2 and Q3 2017 as these amounts were recorded as investment income during 2017.

# ON TRACK FOR EVOLUTION 2020



*Evolution 2020 goal of achieving \$50-\$150 million increase in annual EBITDA from operations<sup>(7)</sup>*

(1) 2016 EBITDA from operations excludes the results of Construction Products Distribution ("CPD").

(2) Based on TTM Q1 2018 incorporating results for Canwest for Q2 and Q3 2017 as these amounts were recorded as investment income during 2017.

(3) Estimated run-rate synergies of at least \$20 million.

(4) Anticipated Canwest EBITDA from operations.

(5) Anticipated chlor-alkali recovery.

(6) Tuck-in acquisitions include anticipated synergies.

(7) See "Forward-Looking Statements & Information".

# EVOLUTION 2020 KEYS TO SUCCESS

## ORGANIC GROWTH

Digital innovation, partnerships and geographic expansion

## STRATEGIC ACQUISITIONS

Deploying capital to build up retail propane platform and move closer to the customer in Specialty Chemicals

## CONTINUOUS IMPROVEMENT

Consistently identifying opportunities to reduce costs and service customers efficiently

## TALENT MANAGEMENT

Having the best people aligned with corporate goals and competencies

*Continued focus on building our future without losing sight of improving our day-to-day operations.*

# KEY DELIVERABLES FOR 2018

<b>Focus</b>	Safety and the environment
<b>\$305 to \$335 million</b>	2018 Adjusted EBITDA guidance <sup>(1)</sup>
<b>2 - 3</b>	More tuck-in acquisitions to be completed <sup>(1)</sup>
<b>\$15 million</b>	Run-rate synergies from Canwest to be delivered <sup>(1)</sup>
<b>NGL</b>	Closing the transformative acquisition of NGL's retail propane business
<b>3.3x-3.7x</b>	Deleveraging the balance sheet – total debt to Adjusted EBITDA <sup>(1)</sup>

<sup>(1)</sup> See “Non-GAAP financial measures” and “Forward-Looking Statements & Information”.

# NGL PROPANE TRANSACTION OVERVIEW

## Transaction Overview

- Total cash consideration of US\$900 million (CAD\$1.17 billion) subject to customary closing adjustments
- Represents a purchase multiple of approximately 8.2x NGL Propane's normalized EBITDA<sup>(1)</sup> of US\$110 million (CAD \$143 million) including run-rate synergies<sup>(2)</sup>

## Overview of NGL Propane

- NGL Propane sells propane and distillates to over 316,000 residential, commercial and industrial customers
- Services 22 states in the Northeast U.S., Southeast U.S. and Upper Midwest U.S. with over 160 locations<sup>(3)</sup>

## Synergies and Accretion

- Transaction is anticipated to generate annual run-rate synergies of US\$20-25 million (CAD\$26-32 million)
- Immediately accretive to adjusted operating cash flow ("AOCF")<sup>(1)</sup> per share and is expected to be double-digit accretive including run-rate synergies<sup>(2)(3)</sup>

## Financing Structure

- Superior closed a CAD \$400 million bought deal equity offering of subscription receipts
- Superior will consider long-term debt financing alternatives to refinance the senior secured bridge credit facility ("bridge facility")

## Approvals and Timing

- Subject to U.S. regulatory approval
- Expected to close in Q3 2018

(1) See "Non-GAAP financial measures" and "Forward-Looking Statements & Information".

(2) Assumes US\$20 million (CAD \$26 million) in synergies.

(3) Including offices.

# STRATEGICALLY COMPELLING

## Alignment

- Aligned with Superior's core strategy of investing in established businesses that are in desirable geographies and generate stable free cash flow

## Expansion

- Expands Superior's Energy Distribution footprint and scale in the U.S. and solidifies Superior as a leading retail propane distributor in North America

## Synergies

- Leverages Superior's existing expertise, integrated platform and operational effectiveness into a new, large and complementary customer base

## Opportunities

- Platform for expansion opportunities in the U.S. with a contiguous presence throughout the Eastern U.S. providing enhanced synergy opportunities on future acquisitions in a highly fragmented industry

# FINANCIALLY ATTRACTIVE

## Cash Flow

- High-quality, stable cash flow and earnings profile from a business with loyal customers and consistent gross margin profile

## Accretive

- Strong cash flow accretion with the Transaction expected to be immediately accretive to AOCF before the realization of synergies and expected to produce double-digit AOCF accretion when annualized run-rate synergies are included<sup>(1)</sup>

## Synergies

- Expected to generate significant run-rate synergies estimated at US \$20-25 million (CAD \$26-32 million) within 24 months after closing, primarily from cost savings and operational efficiencies<sup>(1)</sup>

## De-leverage

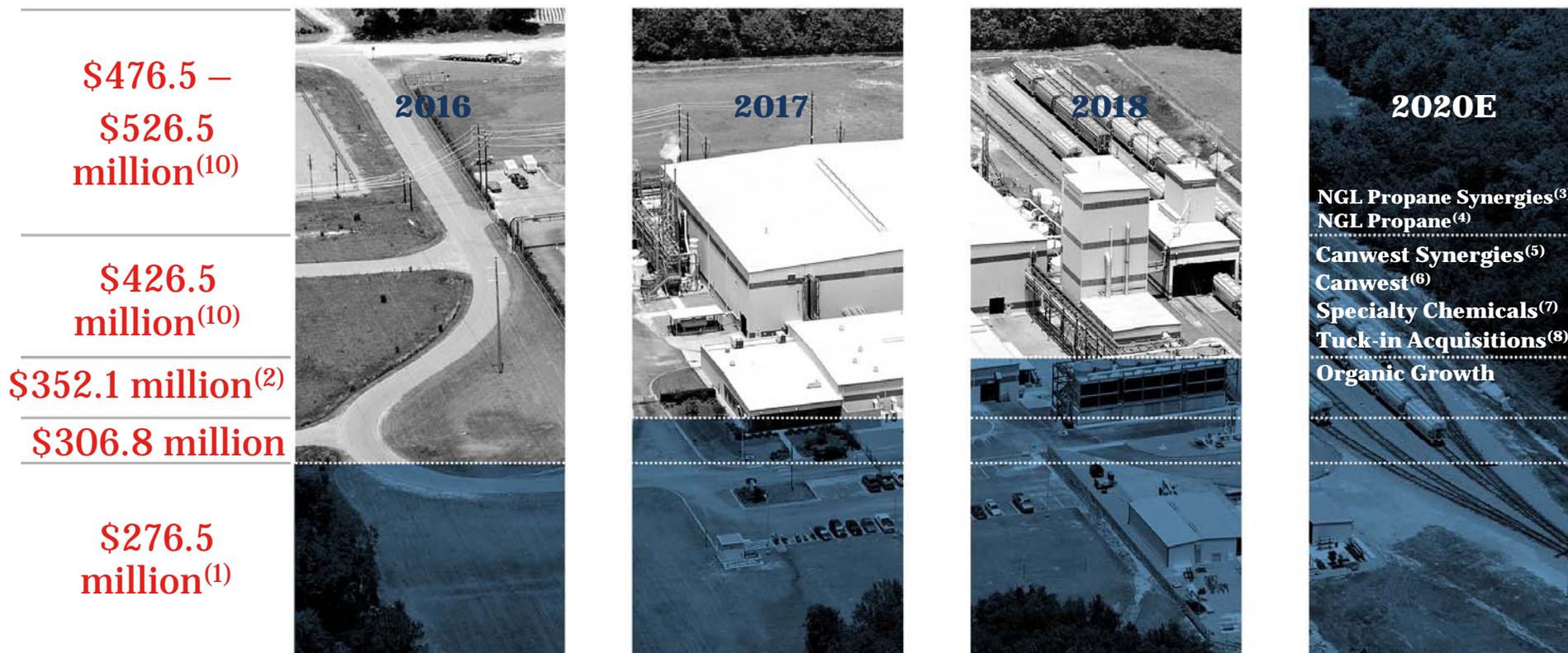
- Intention to rapidly de-lever from anticipated total leverage of 3.7x Adjusted EBITDA<sup>(1)(2)(3)</sup> at Transaction close projected to decrease to 3.0x by the end of 2020

(1) See “Non-GAAP financial measures” and “Forward-Looking Statements & Information”.

(2) Including annualized run-rate synergies.

(3) Represents Total Debt/Adjusted EBITDA defined by Superior. See “Non-GAAP Financial Measures”.

# NEW EVOLUTION 2020 GOALS



*Evolution 2020 updated goal of achieving \$200-\$250 million increase in annual EBITDA from operations<sup>(9)</sup>*

(1) 2016 EBITDA from operations excludes the results of CPD.

(2) Based on TTM Q1 2018 incorporating results for Canwest for Q2 and Q3 2017 as these amounts were recorded as investment income during 2017.

(3) Estimated run-rate synergies of \$26-\$32 million.

(4) Anticipated NGL Propane EBITDA from operations.

(5) Estimated run-rate synergies of at least \$20 million.

(6) Anticipated Canwest EBITDA from operations.

(7) Anticipated chlor-alkali recovery.

(8) Tuck-in acquisitions include anticipated synergies.

(9) Compared to 2016 EBITDA from operations.

(10) See "Forward-Looking Information & Statements".



# ENERGY DISTRIBUTION



# NORTH AMERICAN RETAIL ENERGY STRATEGY SUMMARY

Superior Plus is well positioned in the North American propane industry.

## U.S. MARKET OPPORTUNITY IS ATTRACTIVE

- Most competitors have traditional distribution models
- MLP model vulnerable, not focused on organic growth
- Opportunity for geographical expansion and numerous tuck-in acquisitions

## CANADIAN PLATFORM IS PROVEN

- Sales and marketing driving organic growth
- Differentiated digital strategy for portals/sensors
- Centralized logistics and call centres
- Solid leadership team
- Organizational momentum

## U.S. PROPANE BUSINESS IS RIPE FOR TRANSFORMATION

- Experienced new team
- Acquisition strategy is gaining traction
- Transition out of expensive distillates and wholesale
- Propane focus improves ROCE and growth profile
- Transition traditional distributed model to Canadian platform

# ENERGY DISTRIBUTION EVOLUTION 2020 STRATEGY

## ORGANIC GROWTH

- Differentiate through Digital Offerings
- Investment in a Leading Sales Organization
- Digital Marketing
- Proactive Customer Retention Programs

## CUSTOMER EXPERIENCE

- Investment in Call Centre Technology
- Process Simplification
- Multi-Channel Customer Care

## ACQUISITIONS

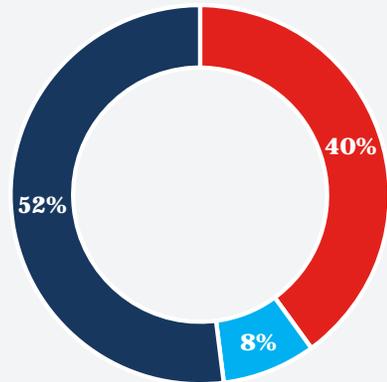
- Growth through Tuck-ins
- Integrate and Achieve Synergies

## CONTINUOUS IMPROVEMENT

- Centralized Logistics
- Real time delivery fleet
- Mass tank sensor deployment
- Service business automation

# NORTH AMERICAN PROPANE MARKET

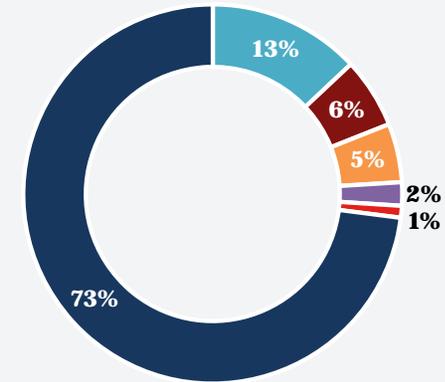
Propane Market Share in Canada<sup>(1)</sup>



● Superior<sup>(1)</sup> ● Parkland<sup>(3)</sup> ● Other



Propane Market Share in U.S., 2016<sup>(2)</sup>



● Amerigas ● Ferrellgas ● Suburban  
● NGL ● Superior ● Other

## Market Trends

- Highly competitive and fragmented market with numerous small to medium-sized players – ripe for consolidation
- Expect favourable dynamics due to wide supply availability across N.A. and favourable costs vs. electricity and oil
- Superior is well-positioned to grow U.S. market share organically and through further acquisitions

(1) Based on market size of approximately 5.1 billion litres per Statistics Canada.

(2) Market share based on retail gallons sold in 2016 provided by LP Gas Top 50 and ICF.

(3) Based on Parkland Fuel Inc. ("Parkland") 2017 volumes per Parkland Q4-17 MD&A.

# ENERGY DISTRIBUTION OVERVIEW

## Canadian Propane Distribution

**2,005**  
Volume<sup>(1)(2)</sup>  
(millions of litres)

**270,000**  
Customer Locations<sup>(3)</sup>

**1,776**  
Employees<sup>(3)</sup>

**12**  
Provinces & Territories

## U.S. Propane Distribution

**608**  
Volume<sup>(2)</sup>  
(millions of litres)

**200,000**  
Customers<sup>(3)</sup>

**960**  
Employees<sup>(3)</sup>

**13**  
States<sup>(3)</sup>

(1) Canadian Propane distribution pro-forma Canwest.

(2) FY 2017 Annual Report, excluding wholesale refined fuels for U.S. propane distribution.

(3) 2017 Annual Information Form.

# ENERGY DISTRIBUTION PROGRESS

## Accomplishments since November 2016 Investor Day

### Canada: Organic growth initiatives driving

2%+ growth in 2017<sup>(2)</sup>

- Impact of sales and marketing programs
- Customers embracing digital
- Investments in customer experience reducing attrition

### U.S.: Restructured to focus on propane and replicate Canadian progress

- Improving talent and leadership
- Simplified business
- Primary objective: achieve growth in propane

### M&A Strategy: Solid momentum in both markets



**Superior Plus**

(1) Expected to close Q3 2018.

(2) Organic growth calculated as increase in EBITDA from Operations year over year excluding the impact of acquisitions.

## Recent Acquisitions & Announcements



2018<sup>(1)</sup>  
**NGL Propane LLC**  
Northeast, Southeast and Upper Midwest U.S.



2018  
**Pepco Propane**  
Eastern Canada



2018  
**Blue Flame Gas Service**  
Pennsylvania



2018  
**Hi-Grade Propane**  
Ohio



2017  
**Virginia & Yankee Propane**  
Virginia and New York



2017  
**Earhart Propane**  
Ohio



2017  
**Canwest Propane**  
Western Canada



2017  
**Pomerleau Gaz Propane**  
Quebec



# RETAIL ENERGY DISTRIBUTION





# U.S. PROPANE DISTRIBUTION

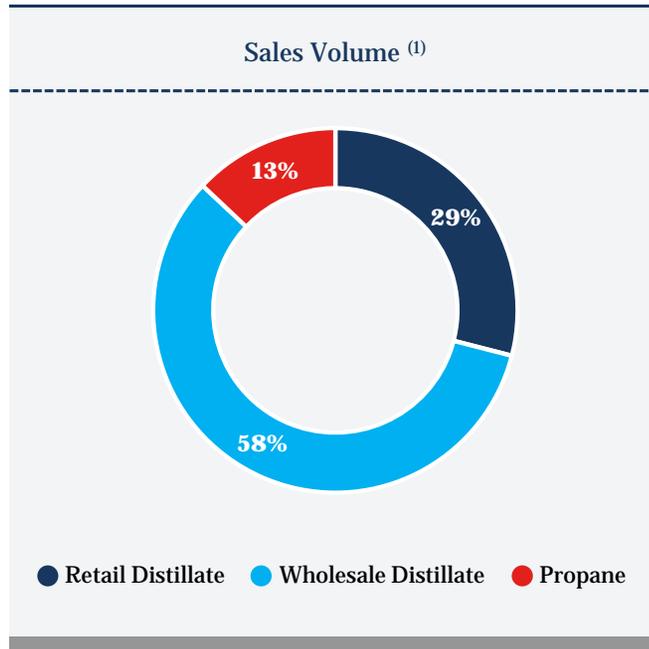
**Andy Peyton**

President

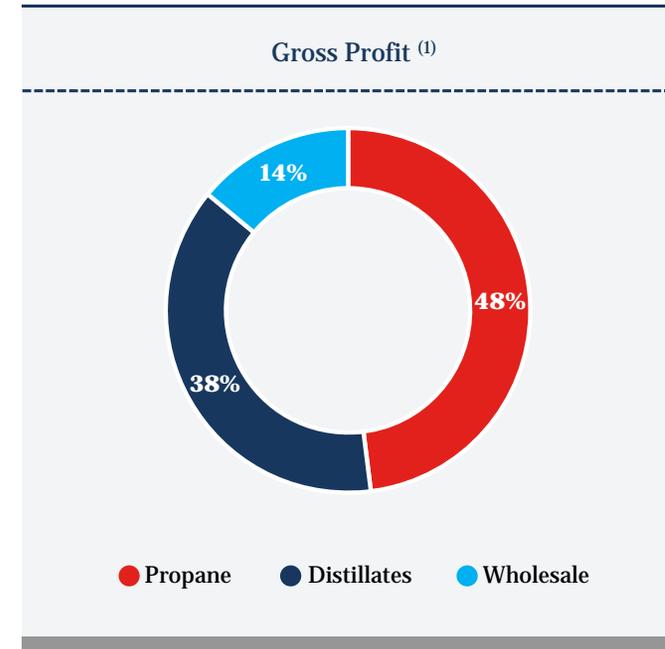
U.S. Propane Distribution



# WHERE WE WERE



*In 2016  
Propane  
accounted  
for less than  
15% of the  
volumes and  
48% of gross  
profit*



- Sales volumes of **1.5 billion** litres<sup>(2)</sup>
- Gross profit of **\$159 million**<sup>(1)(2)</sup>

*Greater than 85% of the 2016 sales volumes were from heating oil and other refined fuels*

(1) Based on FY 2016 results, excluding Other Services gross profit.

(2) Based on FY 2016 results.

# U.S. PROPANE DISTRIBUTION PROGRESS

## Accomplishments since November 2016 Investor Day

### U.S. Restructured to focus on propane

- Completed five tuck-in acquisitions
- Divested wholesale business to Sunoco LP
- Divested retail distillate assets in Pennsylvania
- Announced transformational acquisition of NGL Propane

### Invested in talent to execute on strategy

- Hired new experienced VP operations (2017)
- Brought on VP Sales from Canada to assist in implementation of sales strategy and execution of organic growth initiatives
- Expanded Business Development team
- Recently appointed VP Marketing as a result of the NGL acquisition

## Recent Acquisitions & Announcements



**2018<sup>(1)</sup>**  
**NGL Propane LLC**  
**Northeast, Southeast and**  
**Upper Midwest U.S.**



**2018**  
**Blue Flame Gas Service**  
**Pennsylvania**

**HI-GRADE**

**2018**  
**Hi-Grade Propane**  
**Ohio**



**2017**  
**Virginia & Yankee Propane**  
**Virginia and New York**



**2017**  
**Earhart Propane**  
**Ohio**

# U.S. PROPANE DISTRIBUTION OVERVIEW

## U.S. Propane Distribution

**608**  
Volume<sup>(1)</sup>  
(millions of litres)

**200,000**  
Customer<sup>(3)</sup>

**960**  
Employees<sup>(3)</sup>

**13**  
States<sup>(3)</sup>

## U.S. Propane Distribution Proforma NGL Propane

**1,297**  
Volume<sup>(2)</sup>  
(millions of litres)

**>516,000**  
Customers<sup>(3)</sup>

**>2,000**  
Employees<sup>(3)</sup>

**22**  
States<sup>(3)</sup>

(1) FY 2017 Annual Report, excluding wholesale refined fuels.

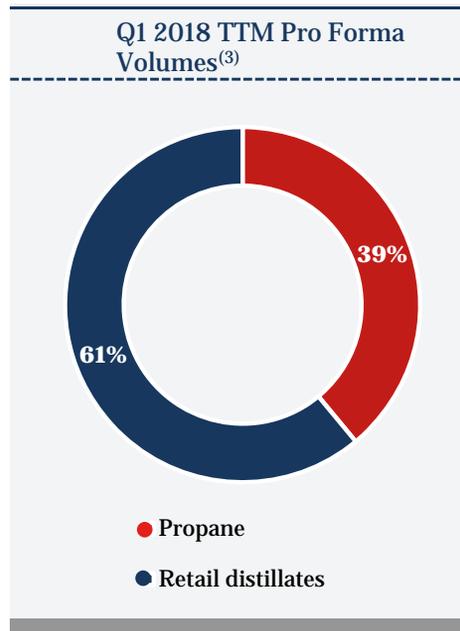
(2) FY 2017 for U.S. Propane Distribution, excluding wholesale refined fuels, and FY 2018 Volumes for NGL Propane.

(3) 2017 Annual Information Form for US Propane Distribution and May 30, 2018 Investor Presentation for NGL Propane.

## WHERE WE ARE NOW (Q1-2018)

Approximately 40% of Q1-18 sales volumes were propane<sup>(1)</sup>. Incorporating the wholesale business divestiture, propane volumes represent ~60% of volumes<sup>(2)</sup>

- Propane sales volumes are anticipated to increase **34%** compared to 2017 and over **50%** compared to 2016 on colder weather and contribution from tuck-ins<sup>(2)</sup>
- Higher average unit margin and lower operating expenses are expected given change in sales mix



## 2018 Q1 Update

- Divestiture of the wholesale refined fuels business for proceeds of **US \$56 million**
- Divestiture of the distillate assets in Pennsylvania for of **US \$16 million**
- Two propane acquisitions completed
- Q1 2018 average unit margins were **22%** higher than Q1 2017
- Divestiture of wholesale and retail distillate assets **significantly reduces** working capital requirements on a going forward basis

*Strategic shift in focus to propane improves profitability and capital requirements on a per litre basis*

(1) Excluding wholesale volumes.

(2) TTM Q1 2018 pro forma NGL Propane FY 2018 volumes, excluding divested wholesale volumes.

(3) TTM Q1 2018 U.S. Propane distribution volumes excluding wholesale volumes.



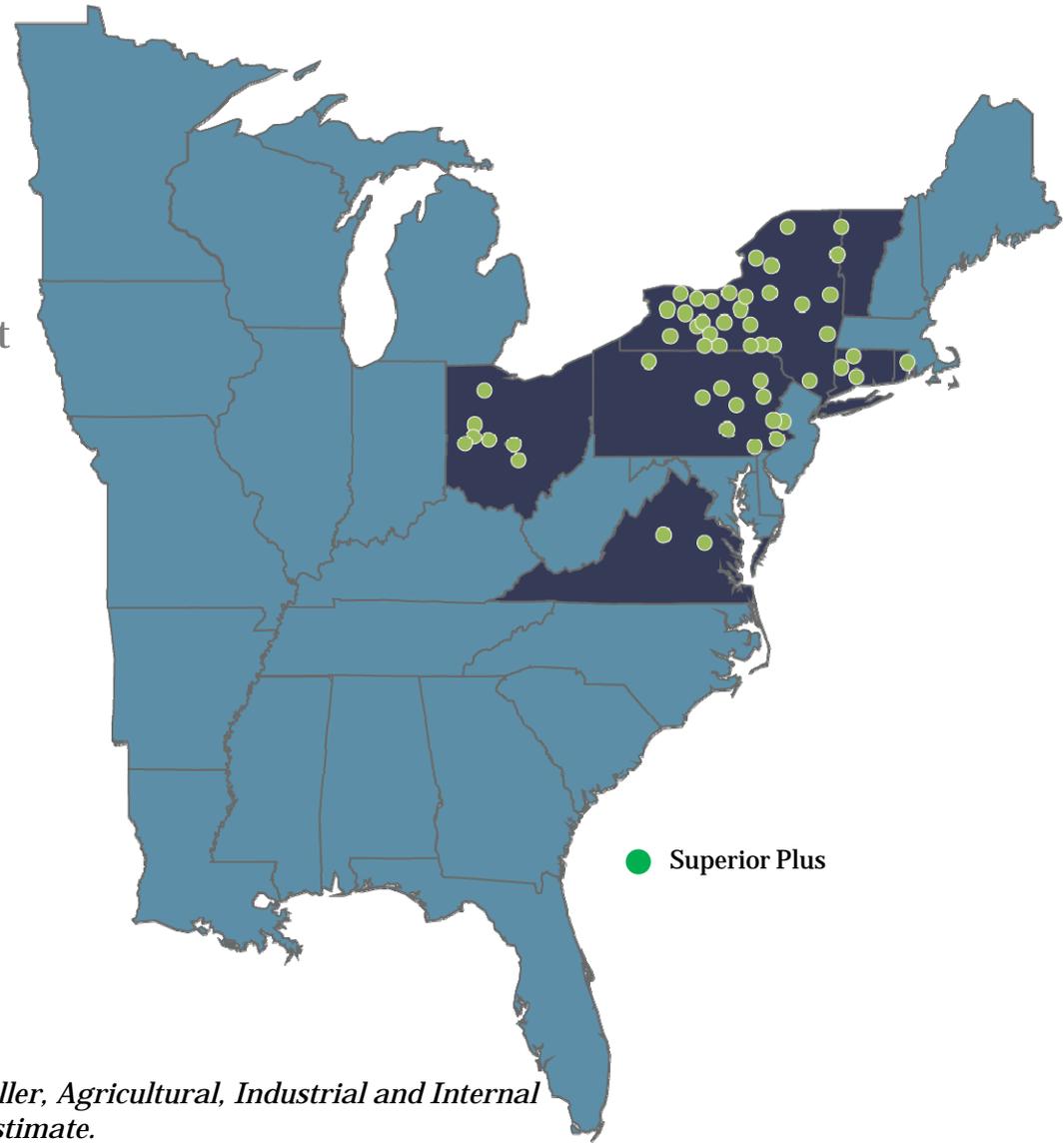
# NGL PROPANE



# U.S. PROPANE DISTRIBUTION FOOT PRINT

## Superior Plus Propane operates in 13 states in the Northeast U.S.

- Propane market in current footprint was over **2.0 billion<sup>(1)(2)</sup>** gallons and management estimated **3.5%<sup>(1)(2)</sup>** market share
- Our market share in our core states of NY, CT, PA, RI, OH, VA is estimated to be **5.3%<sup>(1)(2)</sup>**
- Significant opportunity to **increase** presence in commercial markets
- Execution of acquisition strategy resulted in expansion into Virginia and Ohio



(1) Market includes consumption by Residential, Commercial, Reseller, Agricultural, Industrial and Internal Combustion. Source: ICF PDFM, EIA. Based on management estimate.

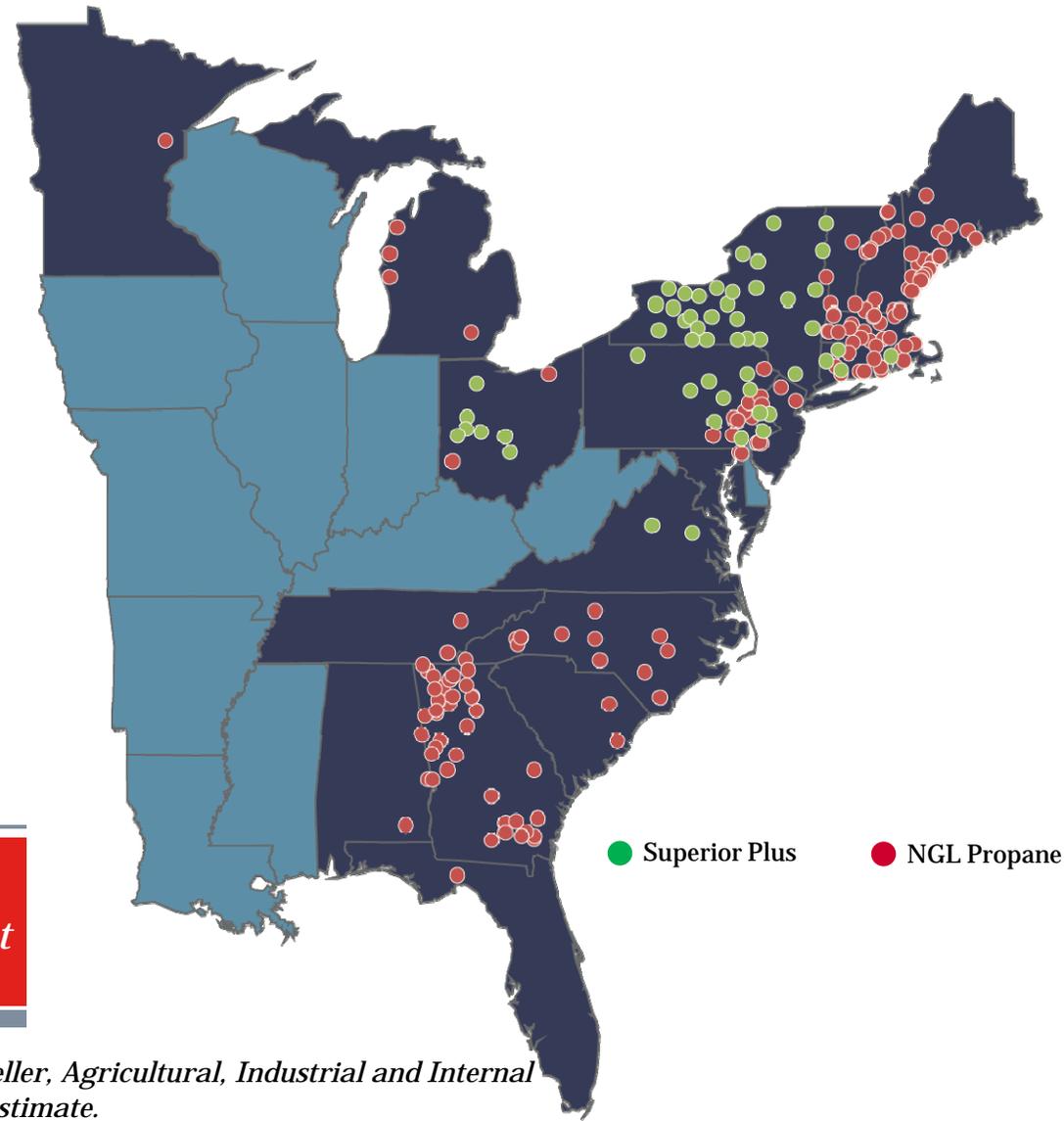
(2) See "Forward Looking Statements and Information."

# NGL EXPANDS U.S. DISTRIBUTION FOOTPRINT

## NGL Propane acquisition expands footprint to 22 states focused in the Eastern U.S.

- Propane market in current footprint is over **2 billion<sup>(1)(2)</sup>** gallons and we have **3.5%<sup>(1)(2)</sup>** market share
- Our new footprint represents **4.7<sup>(1)(2)</sup> billion** gallon market and our share in expands to approximately **4.8%<sup>(1)(2)</sup>**
- Significant opportunity to **increase** presence through execution of rollup acquisition strategy given improved platform and footprint

*Superior will be the 2<sup>nd</sup> largest retail propane distributor in North America and the 4<sup>th</sup> largest in the U.S. <sup>(3)</sup>*



(1) Market includes consumption by Residential, Commercial, Reseller, Agricultural, Industrial and Internal Combustion. Source: ICF PDFM, EIA. Based on management estimate.

(2) See "Forward Looking Statements and Information."

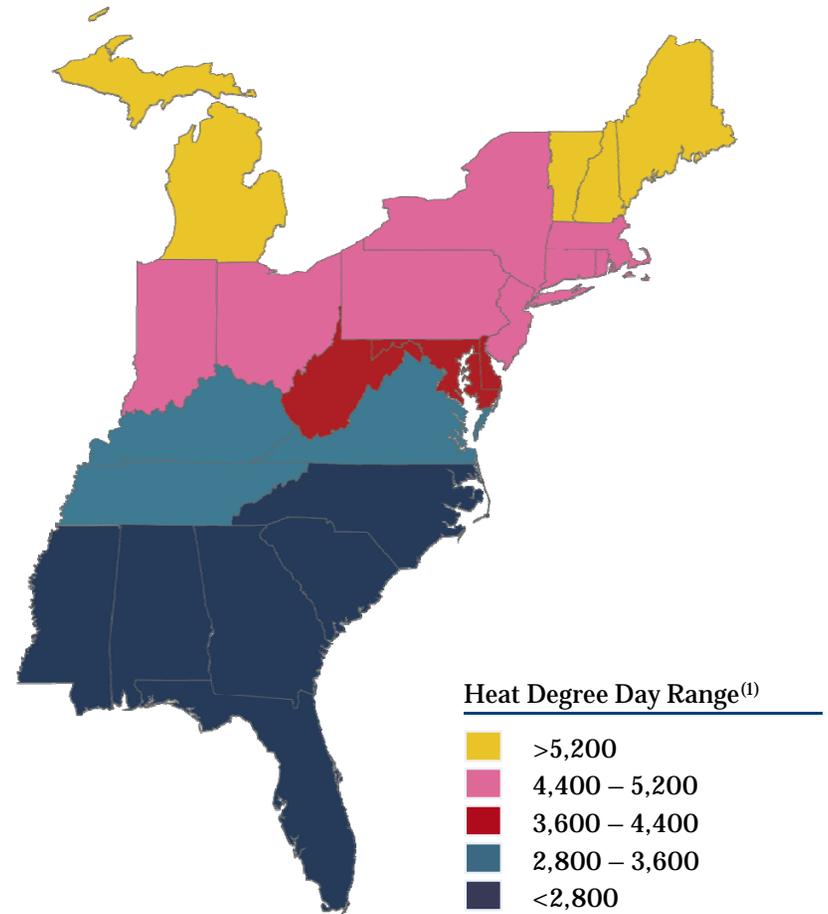
(3) Based on market data from LP Gas Magazine February 2018.

# ALIGNED WITH SUPERIOR'S CORE STRATEGY

## Business Overview

- NGL Propane sells propane and distillates to residential, commercial and industrial customers
- Operates in 22 states
  - Over 316,000 customers
  - Approximately 182 million gallons sold in FY2018
- Over 160 locations including offices

*Company Owned Tanks: ~85%*



*Note: NGL Propane fiscal year values reflect March 31<sup>st</sup> year end.*

*(1) Heating degree day is defined as the number of Fahrenheit degrees the daily average temperature is below 65°F (18.3°C).*

# REVIEW OF SYNERGIES

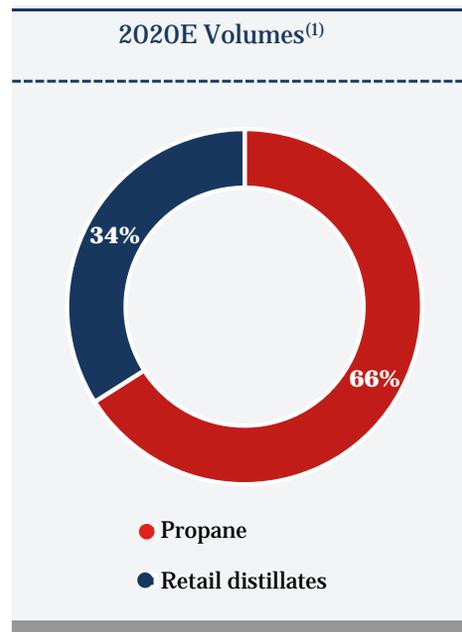
Synergy	Examples	Run-rate Synergies <sup>(1)</sup> (millions)
<b>Productivity</b>	<ul style="list-style-type: none"> <li>• Specific blend reductions (i.e. logistics, technology, office and other)</li> <li>• Improvements to customer service representative and technology staffing levels</li> <li>• Increase annual delivered volume target for drivers on improved footprint to minimize distribution costs per litre</li> <li>• Optimize use of seasonal drivers</li> <li>• Cost-to-serve evaluation to identify opportunities</li> <li>• Reduction of fleet and maintenance costs</li> <li>• Cost reduction and minimize SG&amp;A overlap</li> </ul>	~\$19.0
<b>Supply Chain efficiencies</b>	<ul style="list-style-type: none"> <li>• Lower supply costs by consolidating demand with NGL and transitioning procurement to internal supply portfolio management</li> <li>• More effective supply chain management</li> <li>• Improve margin management through merging teams and sharing of best practices</li> </ul>	~\$7.0
<b>EBITDA Synergies</b>		<b>~\$26.0</b>

(1) 2020E synergies. See "Forward Looking Information and Statements." Note amounts in CAD.

## WHERE WE ARE GOING (2020)

2020 volumes are expected to approach ~1.3 billion litres and over 65% of the volume is anticipated to be retail propane<sup>(1)</sup>

- Propane sales volumes are anticipated to reach ~66% by 2020
- Key objective for 2020 will be opportunistically utilizing free cash flow for execution of propane roll-up acquisition strategy



## 2020 Path Forward

- Continued focus on exiting oil and increasing exposure to Propane
- Acquisition strategy continues with over 1,250 independent targets<sup>(2)</sup> in expanded territory with significantly better synergy potential
- ***Propane focus results in:***
  - Margin improvement
  - Expense reduction
  - Reduced working capital
  - Lower capital investment

(1) See "Forward Looking Information and Statements".

(2) Represents current identified potential targets across 18 states in the Eastern U.S.

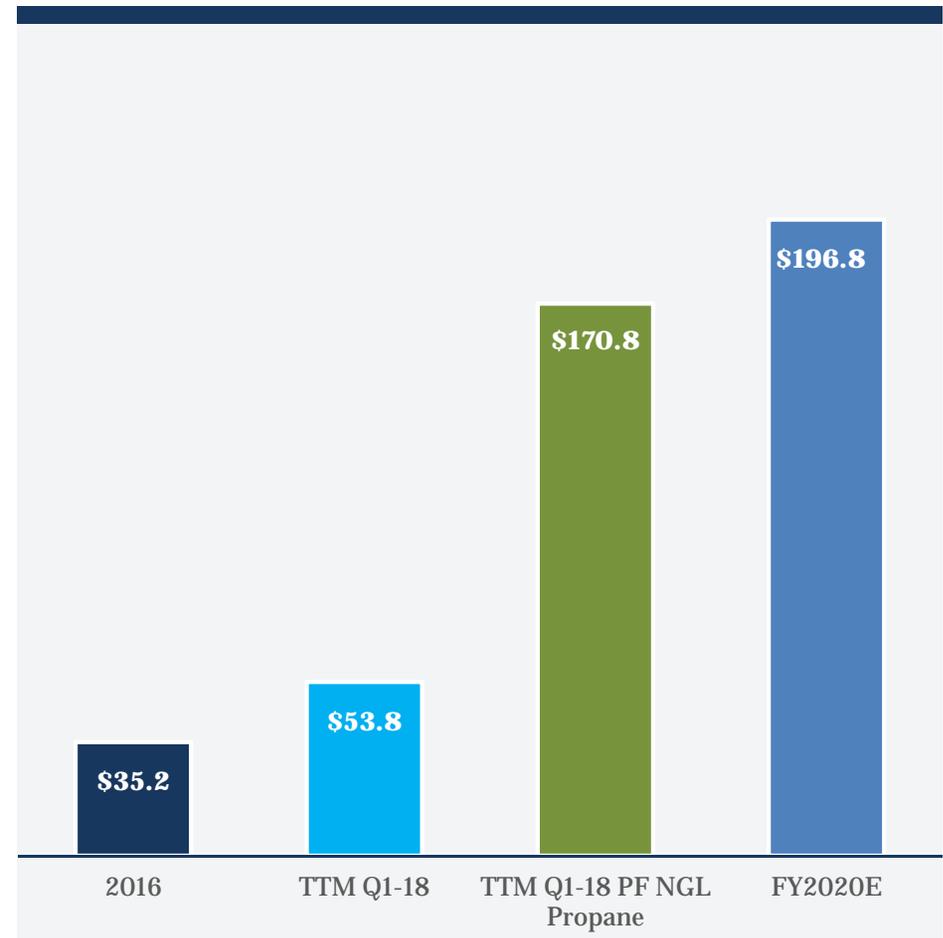
***Strategic shift in focus to propane improves profitability, reduces capital requirement and improves free cash flow generation***

# EVOLUTION 2020 UPDATE

Strategy in place to transform the company from predominantly heating oil and refined fuels to a focus on retail propane

- Superior's operating model will be leveraged to drive synergies and operational improvements
- Continued focus on organic growth through commercial applications
- New Corporate 2020 goal assumes US Propane Distribution EBITDA grows over **\$160 million<sup>(3)</sup>** when compared to 2016
- Maintenance capital<sup>(2)</sup> on a proforma basis is estimated at \$20-\$25 million allowing for **significant free cash flow generation**

## EBITDA from Operations (millions)<sup>(1)</sup>



(1) FY2020E assumes TTM Q1 2018 EBITDA from Operations for U.S. Propane Distribution plus normalized EBITDA of \$117 million from NGL Propane and estimated run rate synergies of \$26 million. Amounts in CAD. See "Non-GAAP Financial Measures" and "Forward Looking Information & Statements".

(2) Excluding efficiency, process improvement and growth-related capital expenditures.

(3) Including run-rate synergies of \$26 million CAD.

# U.S. PROPANE DISTRIBUTION SUMMARY

## Acquisition strategy is evolving

- We are targeting the entire east coast; over 1,250 opportunities<sup>(1)</sup> and 4+ billion gallon market
- We have extended our target foot print significantly with the NGL acquisition
- Target to complete 5-10 tuck-in acquisitions annually with improved footprint

## Driving operational efficiencies

- Right size field operations to new scale of business
- Leverage digital assets
- Introduce new operating system “Superior Way”



## Driving organic growth

- Introduce digital marketing strategy
- Improve commercial sales and marketing initiatives

*(1) Represents current identified potential targets across 18 states in the Eastern U.S.*



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# LEADING CANADIAN PROPANE DISTRIBUTOR

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**Greg McCamus**

President

Energy Distribution



# CANADIAN RETAIL PROPANE DISTRIBUTION OVERVIEW

## Leading propane distributor in Canada<sup>(1)</sup>



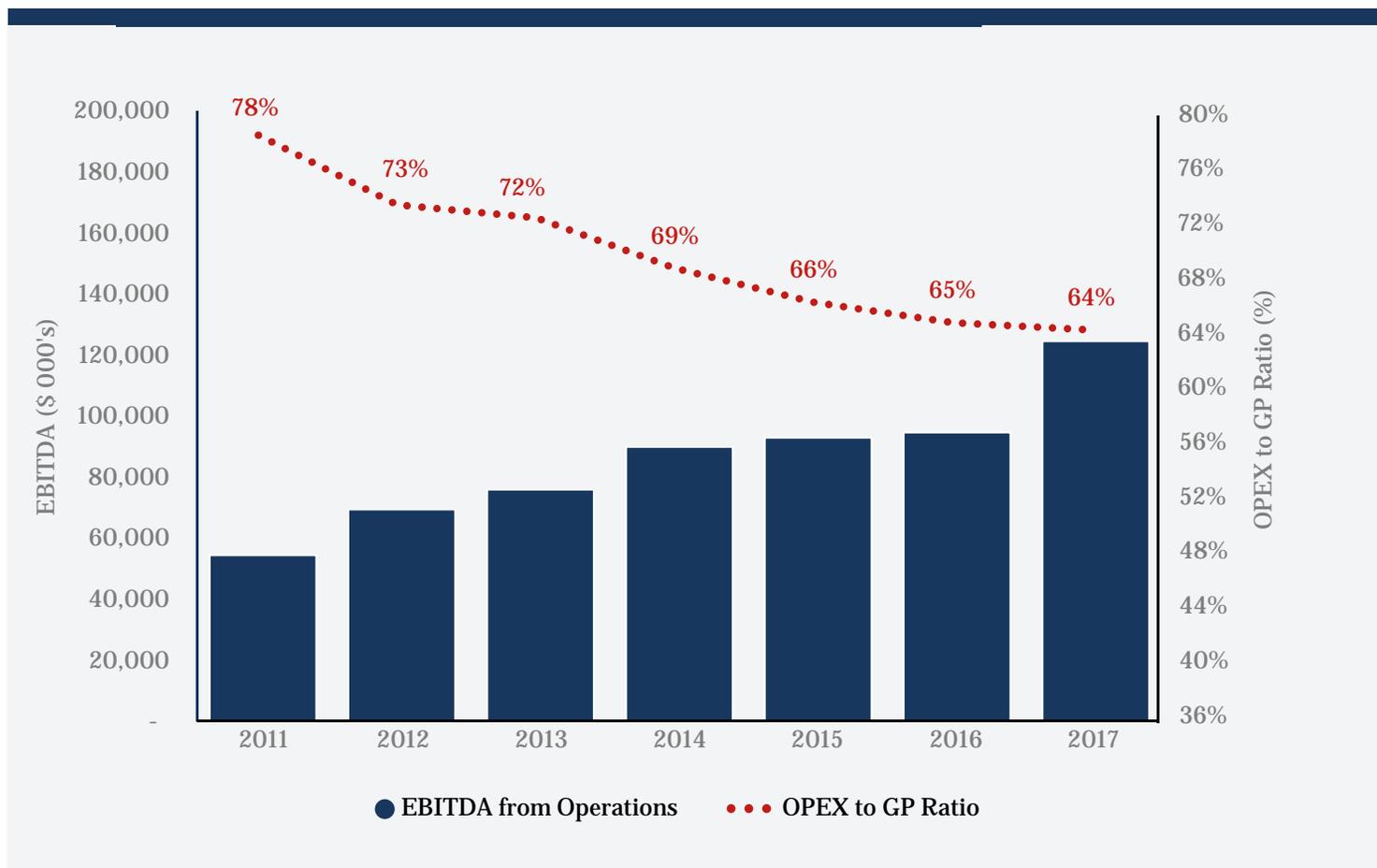
*Strong customer base serving a diversified market.*

<sup>(1)</sup> Percentages based on TTM Q1 2018 sales volumes for Canadian Retail Propane distribution. Excludes wholesale and does not include Canwest volumes related to Q2 & Q3 2017.

# SUPERIOR PROPANE – IMPROVING PROFITABILITY

## EBITDA Growth/OPEX to GP RATIO 2011-2017<sup>(1)(2)</sup>

Since 2011 Superior has reduced operating ratio from 78% to 64%, improved customer retention and increased organic growth, which has contributed significantly to annual EBITDA growth.



(1) Based on management information. Includes March-December 2017 results for Canwest Propane.

(2) See "Non-GAAP Financial Measures".

# IMPROVING NEW CUSTOMER ACQUISITION

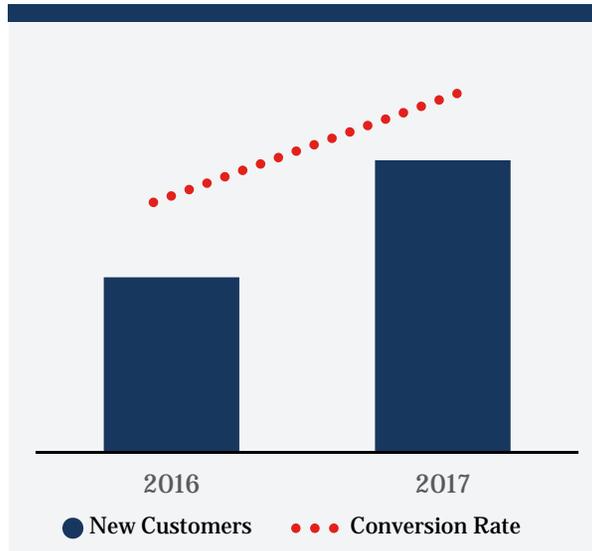
## Marketing Lead Growth



### 2017 Digital Marketing Impact

- **39%** increase in marketing leads
- **98%** increase in oil conversions to 7% of residential sales
- **13%** increase in inbound calls
- **18%** increase in web traffic

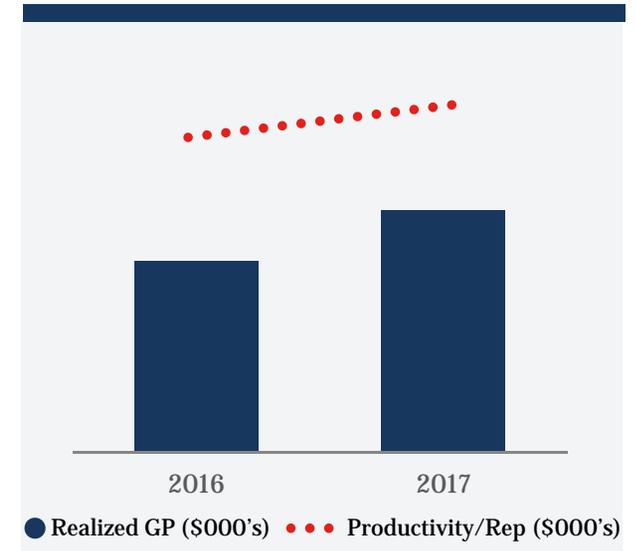
## Inside Sales Growth



### 2017 Residential Sales Improvement

- **67%** increase in new customers
- **50%** increase in customer conversion
- **30%** customer adoption of digital solutions
- Larger average size of customer

## Commercial Sales Growth



### Commercial Sales Investment

- **100%** increase in new sales since 2012
- **50%** improvement in productivity since 2012
- **25%** increase in sales force since 2012
- Larger average size of customer
- Best in class sales team

# REDUCING CUSTOMER ATTRITION



Fuel management made easy with mySUPERIOR PLUS. WATCH THE VIDEO

Superior Propane is excited to introduce mySUPERIOR Plus™, a new online tool that helps business customers like you manage propane needs in one secure place.

In addition to online ordering, bill payments and SMART™ Tank™ monitoring, mySUPERIOR Plus lets you:

- Manage one or all your accounts with one dashboard
- Give users their own access
- Download your delivery and consumption data

Register with your account number: ##account\_number## REGISTER NOW

Superior Propane | in | 1-875-SUPERIOR | SuperiorPropane.com

[Privacy Policy](#) | [Contact Us](#)

You have received this email because you are a customer of Superior Propane. If you no longer wish to receive these messages, please [unsubscribe](#).

## Digital improves customer retention

- Reduced attrition rates post-digital solution implementation
- Registrations for mySUPERIOR up **40%** in 2017, driven by proactive marketing, sales and customer support programs

## New data-driven customers retention programs

- Increase digital penetration and usage rates
- Cross-sell additional applications (e.g., hot water heat)
- Customer base segmentation by value with digital and voice call outreach to target value segments

# IMPROVING THE CUSTOMER EXPERIENCE

## 2016-2017 – Building the Foundation

### Contact centre technology investment

### Universal contact centres introduced

### Improvements in First Call Resolution

- 2016 – 48%
- 2018 YTD – 69%

### Improved operational efficiency

- 12% reduction in average call-handle time
- 72% increase in call quality

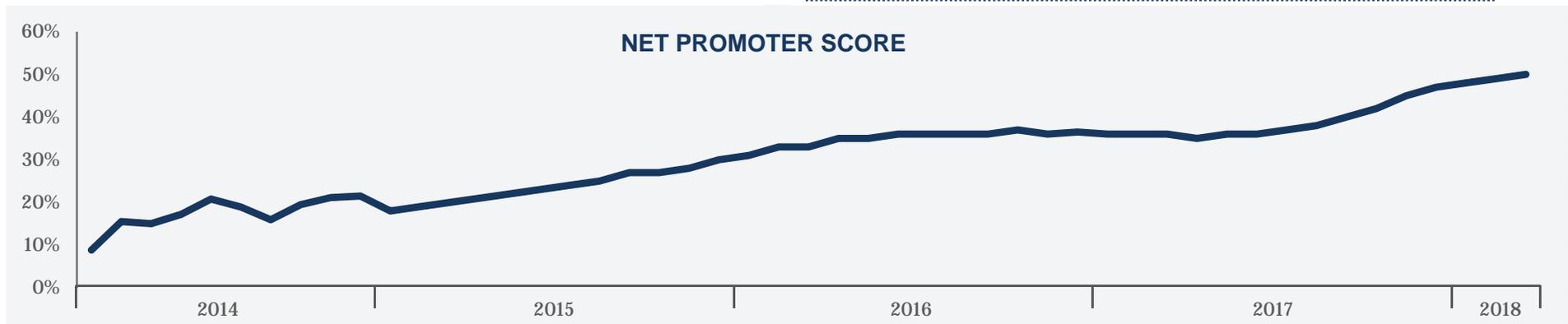
## 2018-2020 – Reduce Cost to Serve

### Phase two contact centre investments to improve self serve capabilities

- Click-to-Chat
- AI-enabled IVR
- Automated payment processing
- Advanced voice and text analytics

### Continue to streamline customer processes and move more interactions to online tools

### Reduce overall contact centre inbound volume



# STEADY IMPROVEMENT IN DELIVERY EFFICIENCY

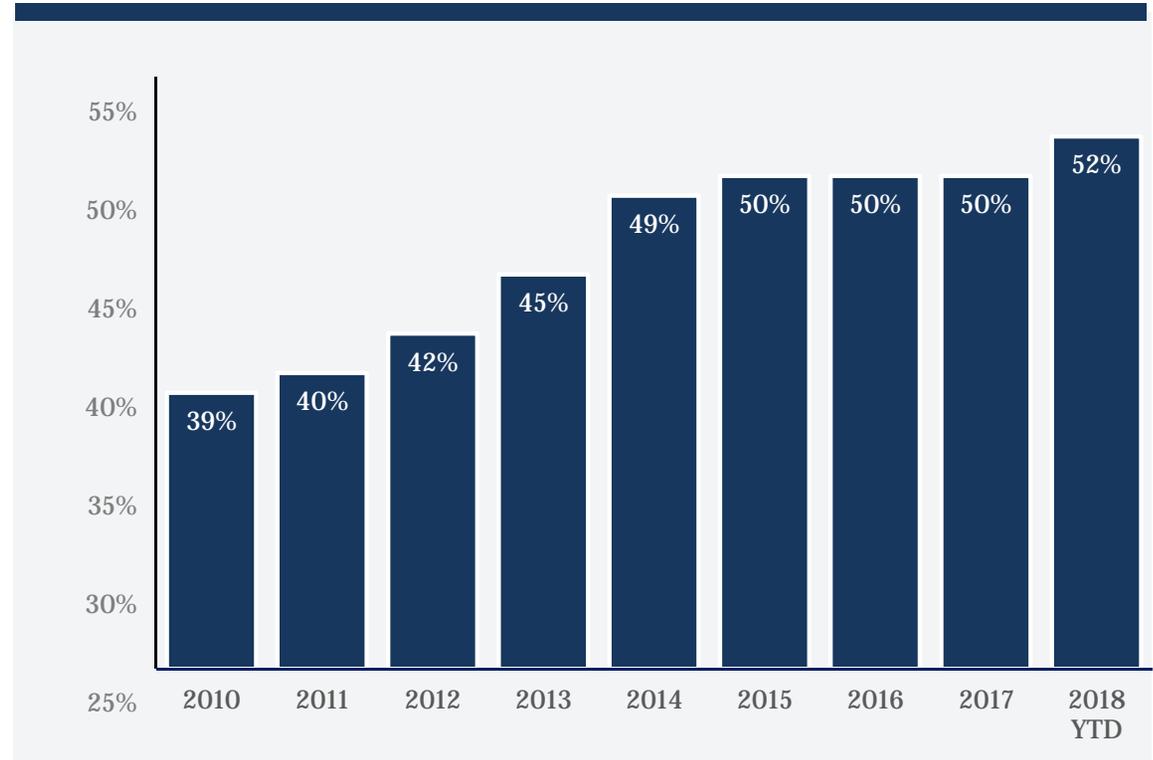
## Logistics initiatives have steadily increased delivery fill rate

- Implementation of ADD energy platform,
- Continuous process improvement,
- Superior Way; and
- The use of Tank Sensors

## Tank sensors have dramatically improved efficiency and customer service

- Higher fill rate
- Higher average volume per stop
- Reduced number of required deliveries
- Fewer customer failures, higher service quality

## Tank Fill Rate Percentage<sup>(1)</sup>



KPI	Without Sensor	With Sensor	% Improvement
Fill Rate	51%	61%	20%
Customer Failure	0.48%	0.14%	71%

(1) Based on management estimate.

# TANK SENSORS – PROGRESS AND PLANS

~20,000 tank sensors currently installed

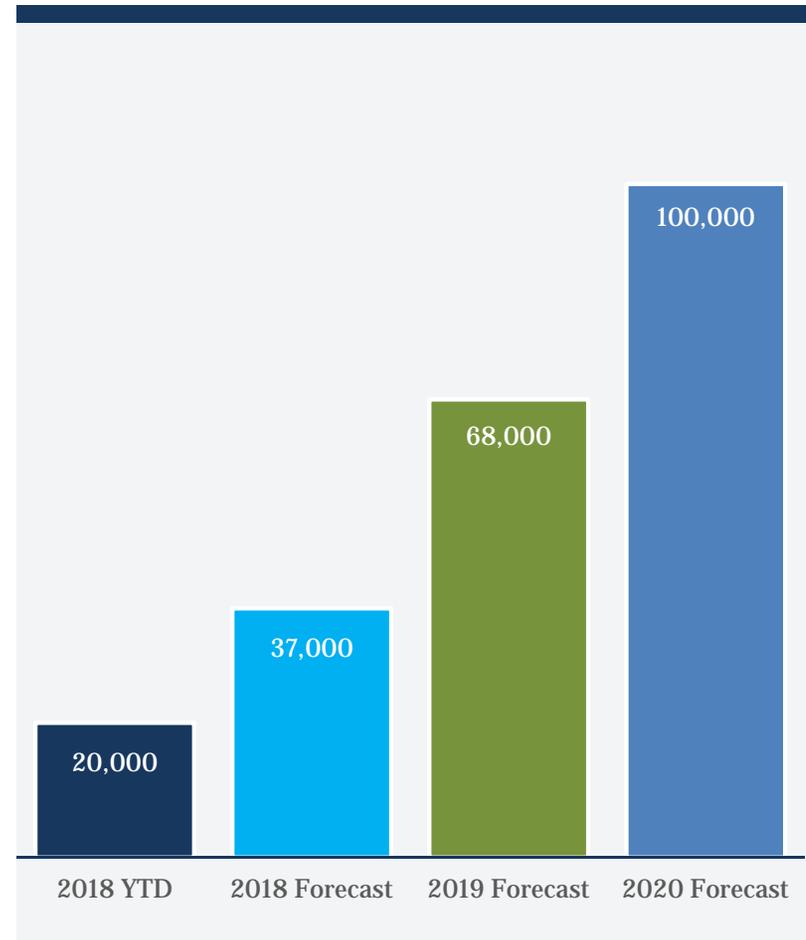
- 10% of tank locations
- 28% of deliveries
- 47% of total volume delivered

With new IoT technology 100,000 tanks are targeted for sensor installation by 2020

- 50% of tank locations
- Estimated 70% of deliveries
- Estimated 80% of total volume delivered
- 100,000 reduction in total annual deliveries

Follow-on benefits: increased tank sensor penetration positions Superior to more fully automate routing

## Tank Sensor Penetration<sup>(1)(2)</sup>

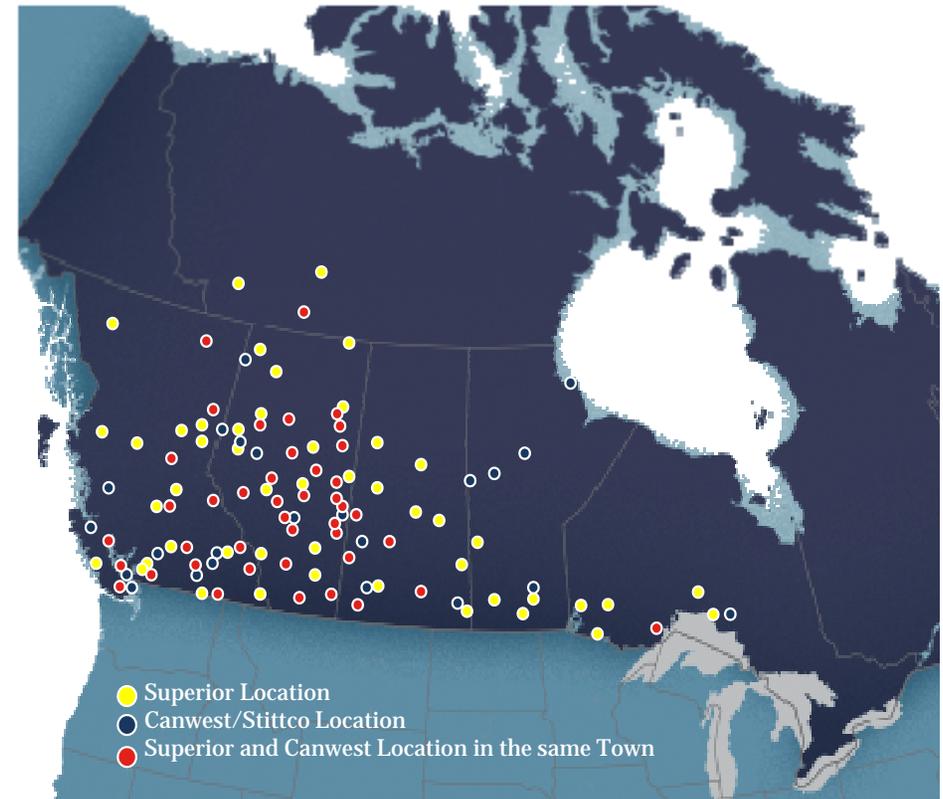


(1) Based on number of tank sensors installed rounded to the nearest thousand.

(2) See "Forward-Looking Information and Statements".

# CANWEST INTEGRATION – THE OPPORTUNITY

- Consolidate **178** total facilities in Western Canada to **108** facilities post-integration
  - **70** facilities to be disposed of to reduce cost of operating in each market plus management and support costs
  - One time proceeds from the reduction in facilities, tanks and fleet
- Close Canwest's head office and eliminate duplicate SG&A roles
- Increase route density to improve delivery efficiency
- Roll out tank sensors and mySUPERIOR to Canwest customers
- Improve asset management and leverage scale for procurement and supply



# CANWEST INTEGRATION – CURRENT STATUS

- Integration of Thunder Bay market in early 2018 served as ‘pilot’
- As of May 2018, 8 of 21 markets have been integrated (representing 33% of delivery locations)
- Remaining market integrations targeted for completion before October 2018
- Western Canada operations centre now up and running to support integrated business
- Closed divestiture of 14 facilities related to Competition Bureau consent order



## CANWEST INTEGRATION – THE PATH FORWARD

- One business operating in our centralized logistics platform
- Harmonized sales team and marketing programs under one brand
- Full suite of digital offerings available for all Canwest customers
- Consistent proactive retention and customer base management program
- Optimized distribution network and supply procurement
- Consistent customer experience for all customers



# SYNERGY SUMMARY

*Expect \$15 million run-rate synergies by the end of 2018 and \$20 million by the end of 2019.*

## **\$20 million per year OPEX synergies on run-rate basis by end of 2019<sup>(1)</sup>**

- 75% from reduction of labour and vehicles
- 25% from consolidating operating facilities and reducing branch support and head office costs
- \$15 million on run-rate basis by end of 2018, remaining \$5 million from optimizing delivery routes in 2019<sup>(2)</sup>

## **On track to realize \$6 million of synergies in 2018**

(1) Synergies calculated in relation to 2016 cost structure of Canwest and Superior.

(2) See "Forward-Looking Information and Statements".

## 2020 TARGETS

	2016	2017	2020 Target <sup>(1)</sup>
<b>Operating Expense Ratio <sup>(3)</sup></b>	<b>64.9%</b>	<b>64.0%</b>	<b>60% to 62%</b>
<b>Organic Annual EBITDA Growth<sup>(1)(2)</sup></b>	<b>1.8%</b>	<b>2.7%</b>	<b>2% to 3%</b>
<b>Sensors Deployed</b>	<b>16,000</b>	<b>20,000</b>	<b>100,000</b>

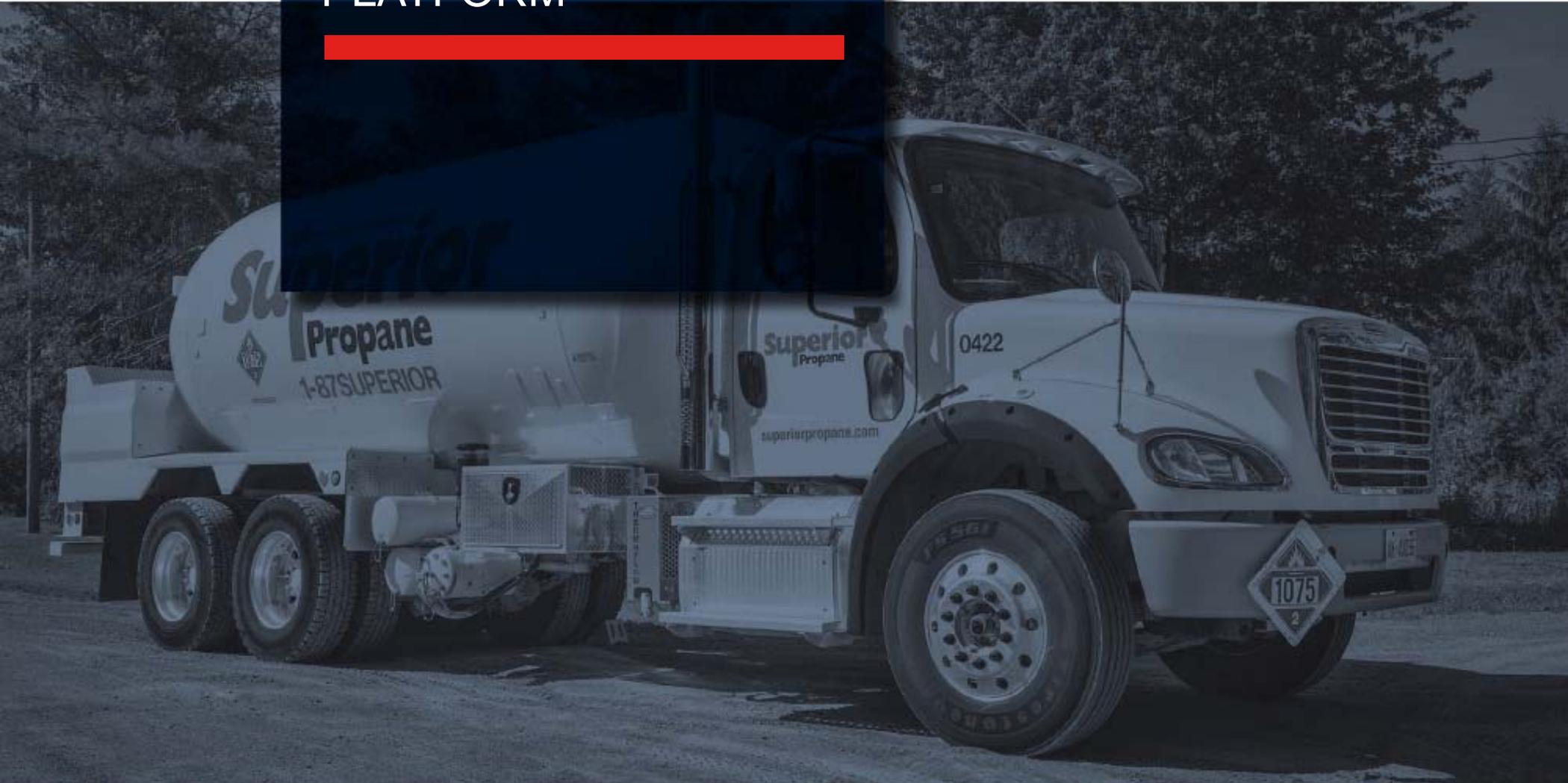
(1) See "Non-GAAP Financial Measures" and "Forward-Looking Statements & Information".

(2) Organic Annual EBITDA Growth calculated as increase in EBITDA from Operations year over year excluding the impact of acquisitions.

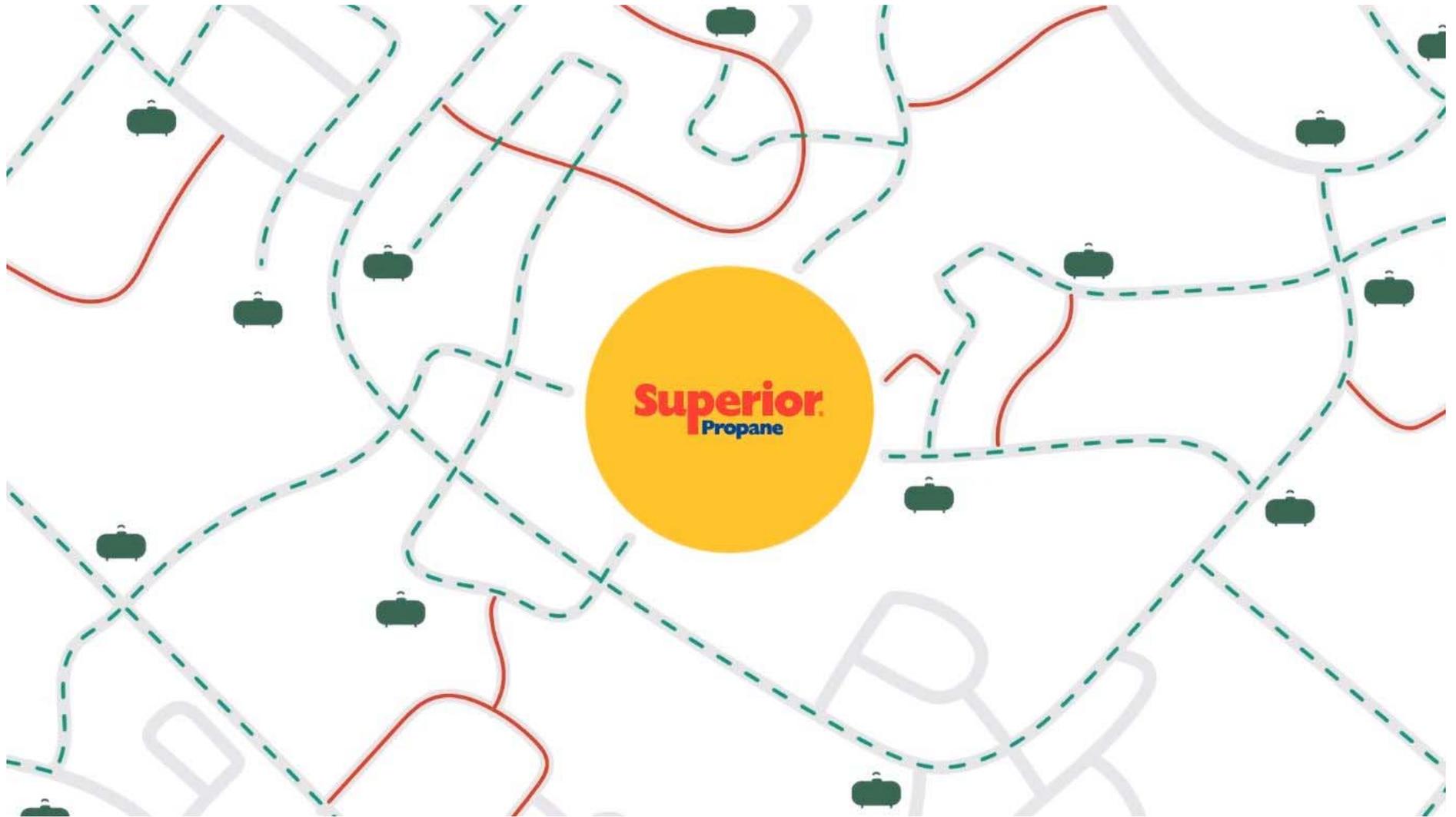
(3) Defined as operating expenses divided by gross profit including other services for Superior Propane.



# INNOVATIVE PROPANE DISTRIBUTION PLATFORM



# MEET JACKIE



# OUR DIGITAL ASSETS

## Customer Experience

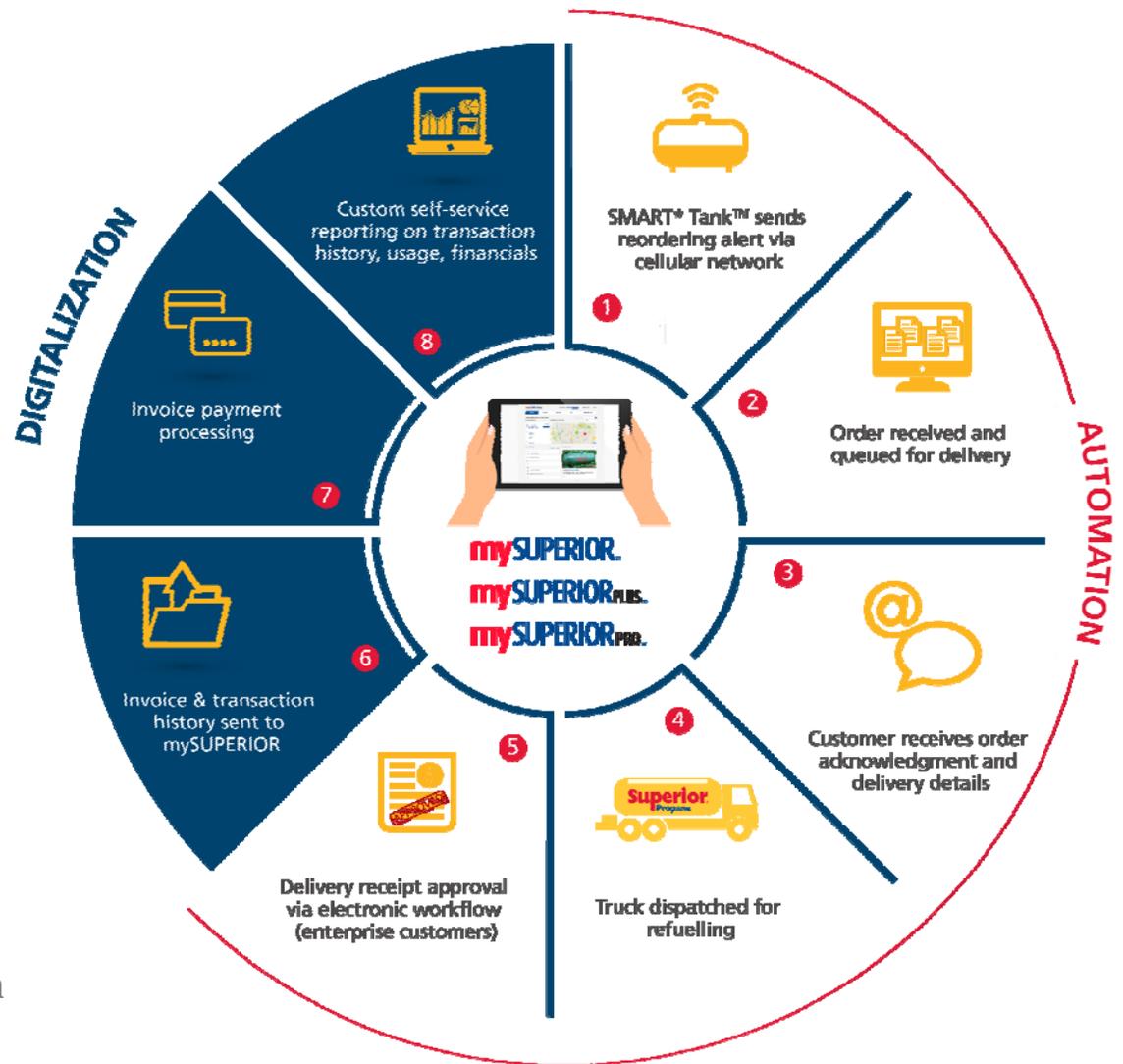
- Convenient and paperless
- Web or mobile
- Reliable and seamless

## Operational Excellence

- Improved efficiencies
- Improved asset utilization
- Lower overhead

## Organic Growth

- Unique value proposition
- Differentiated offer
- Improved acquisition and retention



*Integrated with logistics, operations, call center, and back office*

# OUR DIGITAL ASSETS - WHERE WE ARE GOING NEXT

LOGISTICS 2020	NEW SERVICE PLATFORM	MOBILITY	CALL CENTER 2.0
<p>AI with thousands of tank sensors, mySUPERIOR, and big data, to optimize routing and improve efficiencies</p>	<p>New digital, paperless solution to streamline our service business and asset management</p>	<p>Sales automation apps, improved mobile experience for mySUPERIOR suite</p>	<p>Technology upgrade of our customer contact centers</p>

*Investment in several initiatives to deliver a best in class customer experience*



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# SUPPLY PORTFOLIO MANAGEMENT

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**Shawn Vammen**

Senior Vice President  
Supply Portfolio Management



# NORTH AMERICAN WHOLESALE NGL MARKET

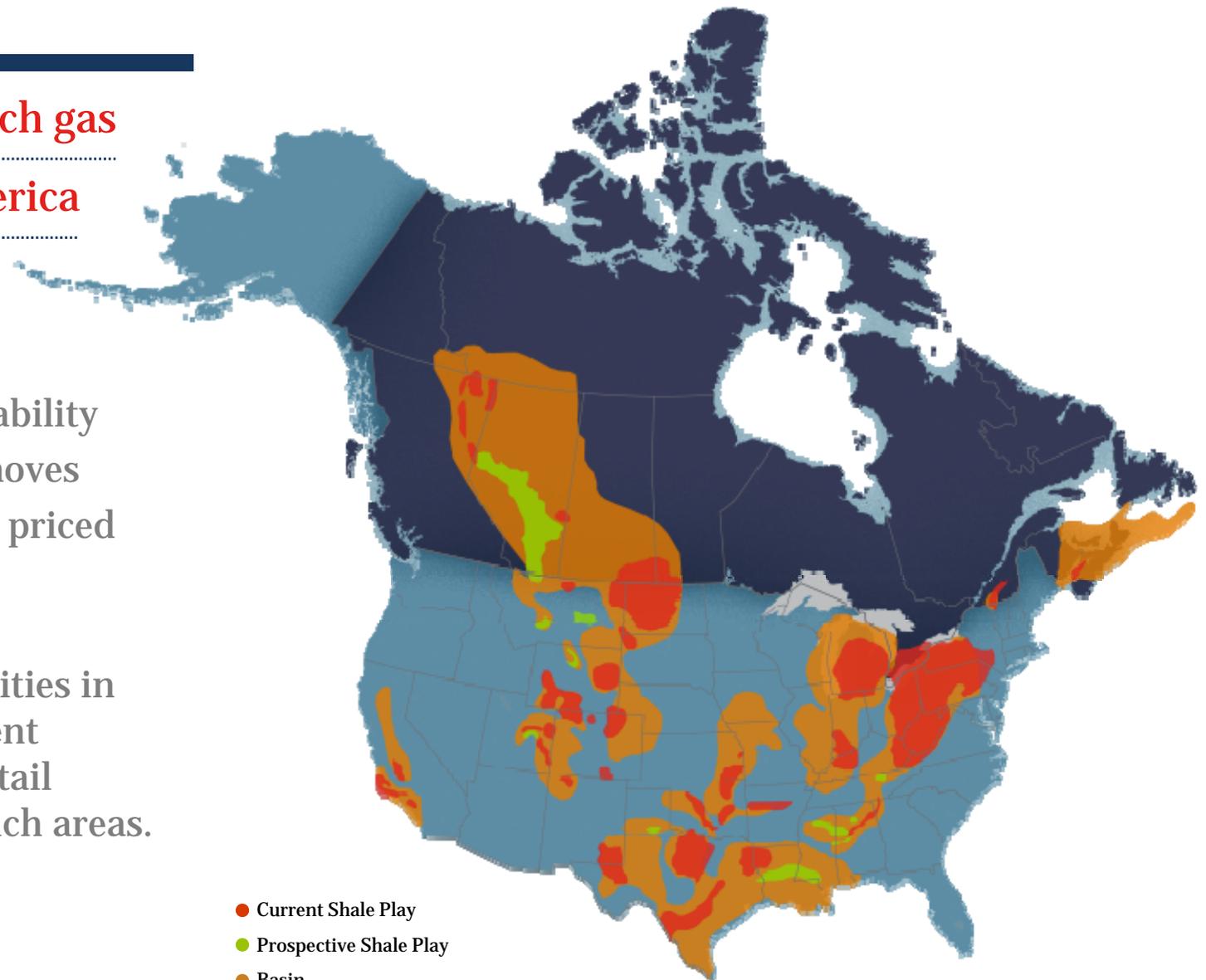
## Supply

Increasing liquids-rich gas supply in North America changed:

- Volumes available
- Geographical availability
- How the product moves
- How the product is priced

Superior's response:

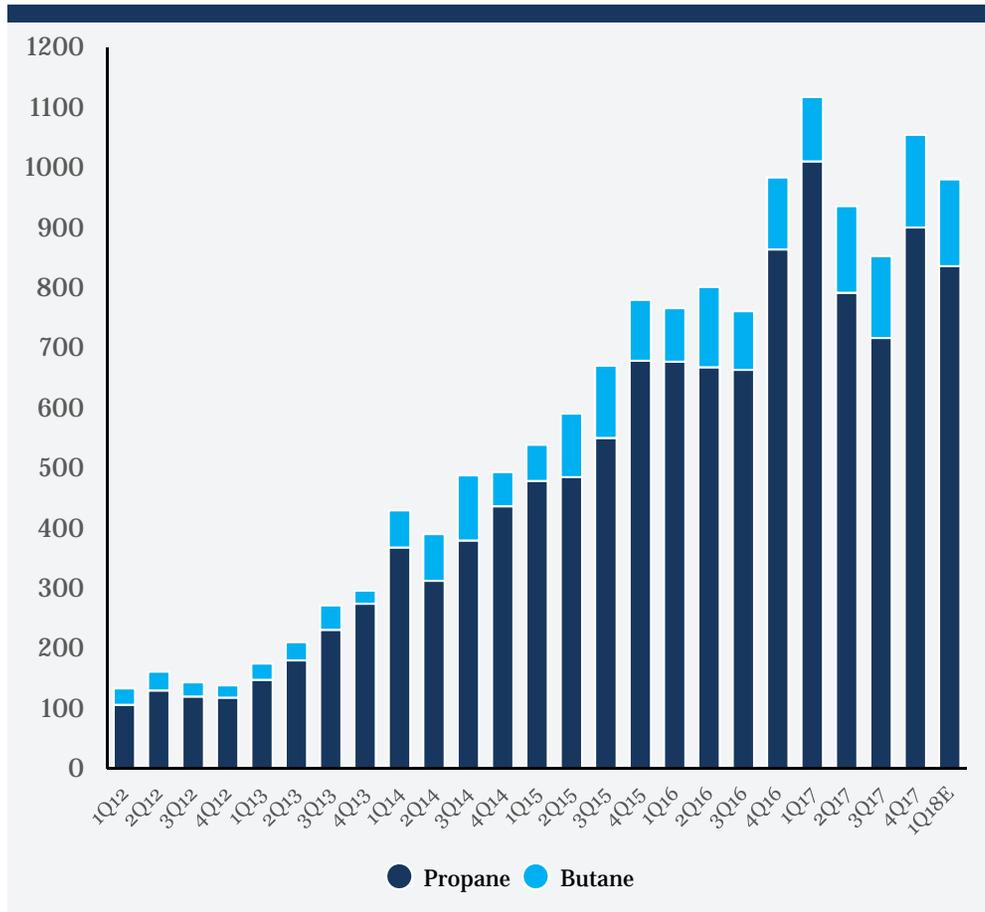
Create new opportunities in wholesale procurement through expanded retail presence in liquids-rich areas.



# NORTH AMERICAN WHOLESALE NGL MARKET

## Demand

### US LPG Export Volumes (Mbpd)<sup>(1)</sup>



(1) Per Energy Information Administration ("EIA") (<https://www.eia.gov/>)

(2) Millions of Litres.

Supply initially "out front in the race"

Demand began to catch up through:

- Investment in export facilities
- Increased fractionation
- Petrochemical development

### Third Party Volumes<sup>(2)</sup>

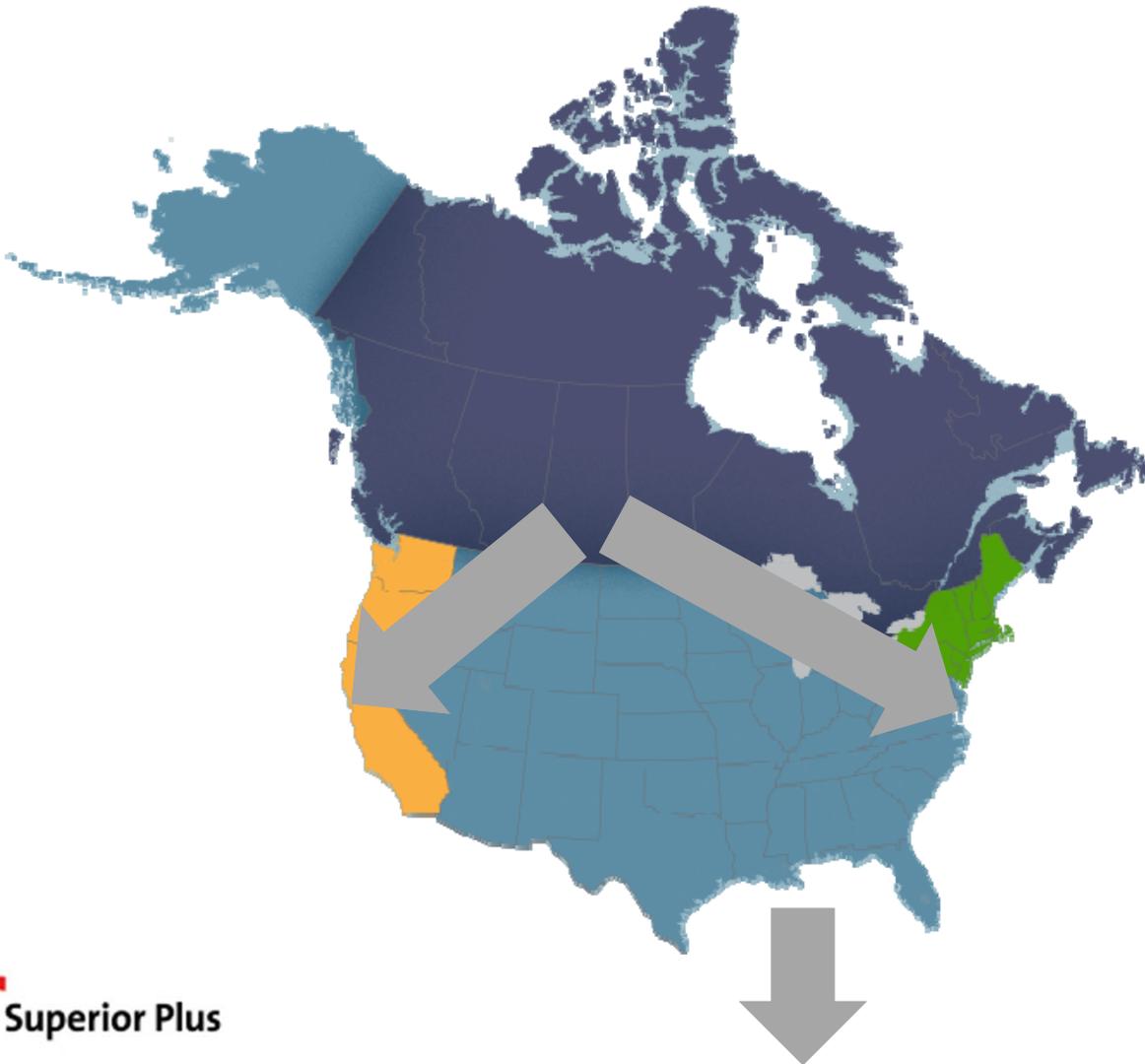


TTM Q1 2018 third party volumes improved 73% since 2016

# NORTH AMERICAN WHOLESALE NGL MARKET

## Changing Landscape

Increased demand towards the coasts changes traditional product movement



### Changing Marketplace:

- Traditional West East spread potentially reducing over time
- Conway to Belvieu spreads changing
- Exports influencing various markets

### Our way forward

- Evaluate M&A opportunities in North & South America
  - Ideal opportunities would be businesses with coastal presence
- Continue to expand presence in U.S.

# SGL SUMMARY

## Focus on growth through:

### Organic initiatives

- Sales and marketing to increase third party volumes
- Improved customer service

### Expanding network

- Our footprint for growth

### Pursue further acquisitions to expand scope of the business

- Various targets across North America being reviewed

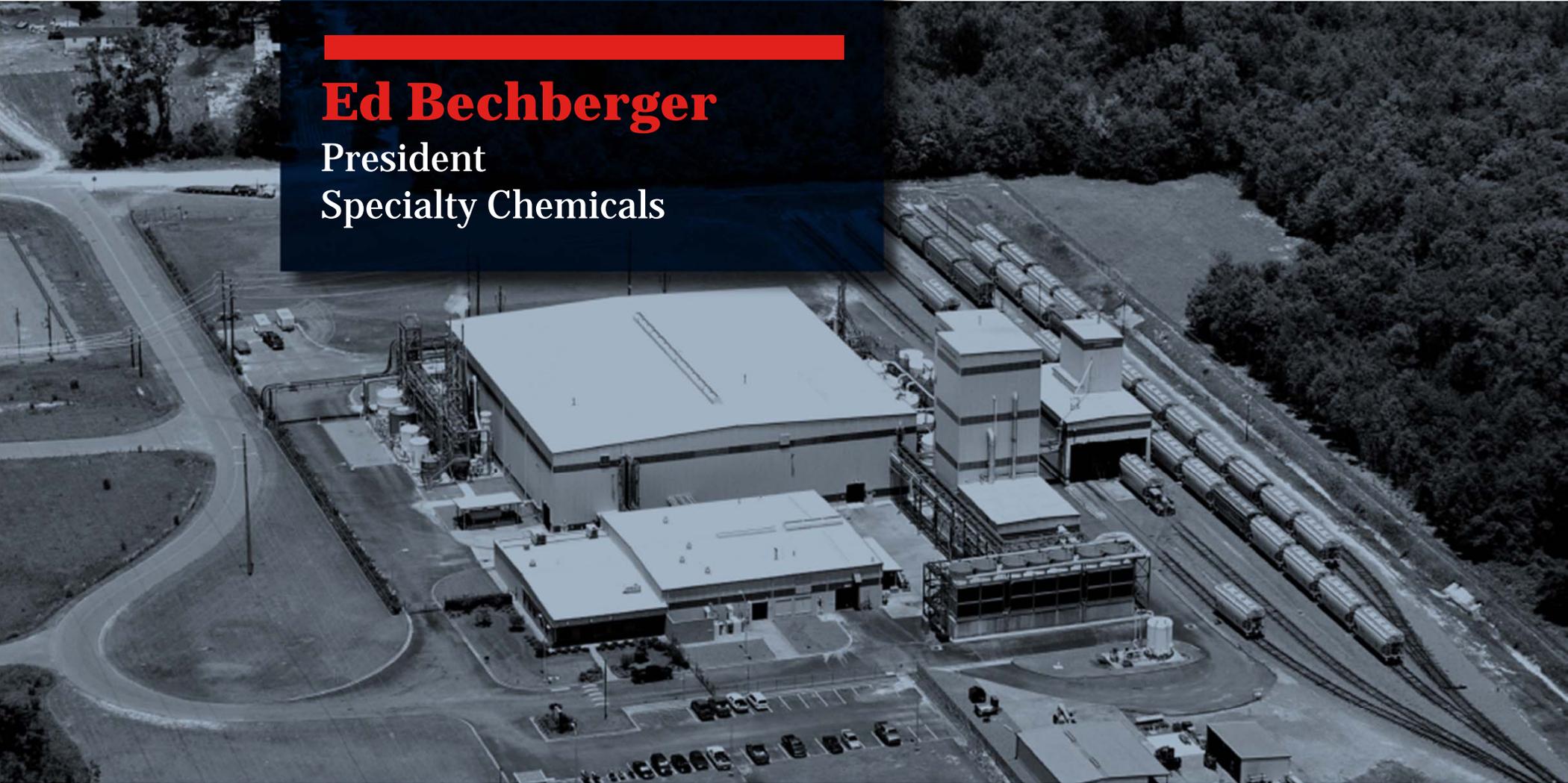


Langely, BC Terminal



# SPECIALTY CHEMICALS

**Ed Bechberger**  
President  
Specialty Chemicals



# SPECIALTY CHEMICALS BUSINESS STRATEGY

To be the preferred supplier of  
specialized chemicals, technology  
and  
value-added services



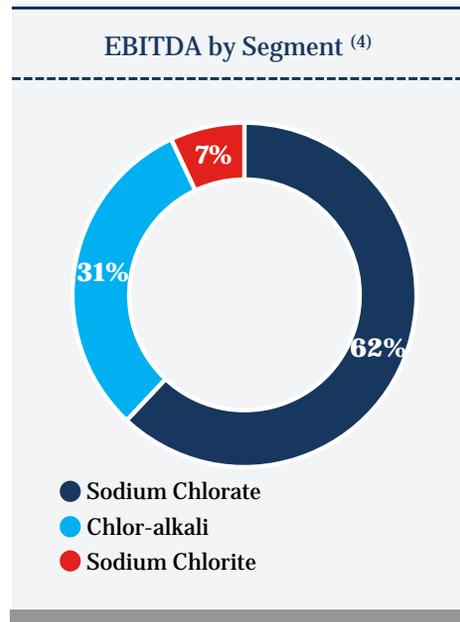
## Two-fold growth strategy:

- Incremental production expansions, effective cost management, tuck-in acquisitions
- Large acquisition in core business or adjacent/related business with additional growth opportunities to gain synergies or critical mass

# SPECIALTY CHEMICALS OVERVIEW

Manufacturer and supplier of specialty chemicals and provider of technology-related services

- 579 employees
- Headquartered in Toronto<sup>(1)</sup>
- Nine facilities across North America and one facility in Chile<sup>(1)</sup>
- 515,000 MT<sup>(1)(2)</sup> of sodium chlorate annual capacity
- 157,000 ECU<sup>(1)(3)</sup> of chlor-alkali annual capacity
- 10,000 MT<sup>(1)(2)</sup> of sodium chlorite annual capacity



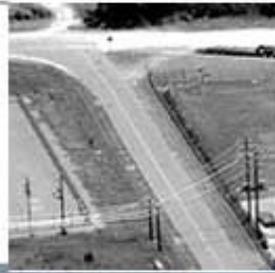
**2017 EBITDA from Operations: \$126.4 million**

- (1) 2017 Annual Information Form.  
 (2) Metric tonne.  
 (3) Electrochemical unit.  
 (4) Based on 2017 EBITDA from Operations. See "Non-GAAP Financial Measures".  
 (5) Toronto head office.



# SPECIALTY CHEMICALS GROWTH PROFILE

Chlor-alkali recovery since 2016 fuelled growth in EBITDA from Operations



2016



2017



The increase came from:

- Cost management
- Market recovery
- Acquisition of IDI



Increase is expected to come from:

- Continued improvements in hydrochloric acid and caustic soda markets
- Full year contribution from IDI acquisition



2018E



2020E

Expected increase from:

- Continued strength in chlor-alkali
- Growth in chlorite driven by oil & gas segments
- Margin improvement within sodium chlorate
- Opportunistic M&A

*Corporate Evolution 2020 goal assumes Specialty Chemicals achieves \$10-\$50 million increase in EBITDA from organic growth, sodium chlorate optimization, chlor-alkali recovery and M&A <sup>(1)</sup> <sup>(2)</sup>*

(1) See "Forward-Looking Information and Statements".

(2) Increase in EBITDA from Operations is compared to 2016 results.

# LEADING CHEMICAL MANUFACTURER SERVING MULTIPLE MARKETS

## Changes since November 2016 Investor Day



**SODIUM CHLORATE**

### Go-To-Market Strategy

Key account management and integrated services offering



**CHLOR-ALKALI**

### Market Recovery

Capturing the value of investments in HCl burner capacity and improved caustic soda fundamentals



**SODIUM CHLORITE**

### IDI Acquisition

Sodium chlorite and small-scale chlorine dioxide generators provide additional growth platform



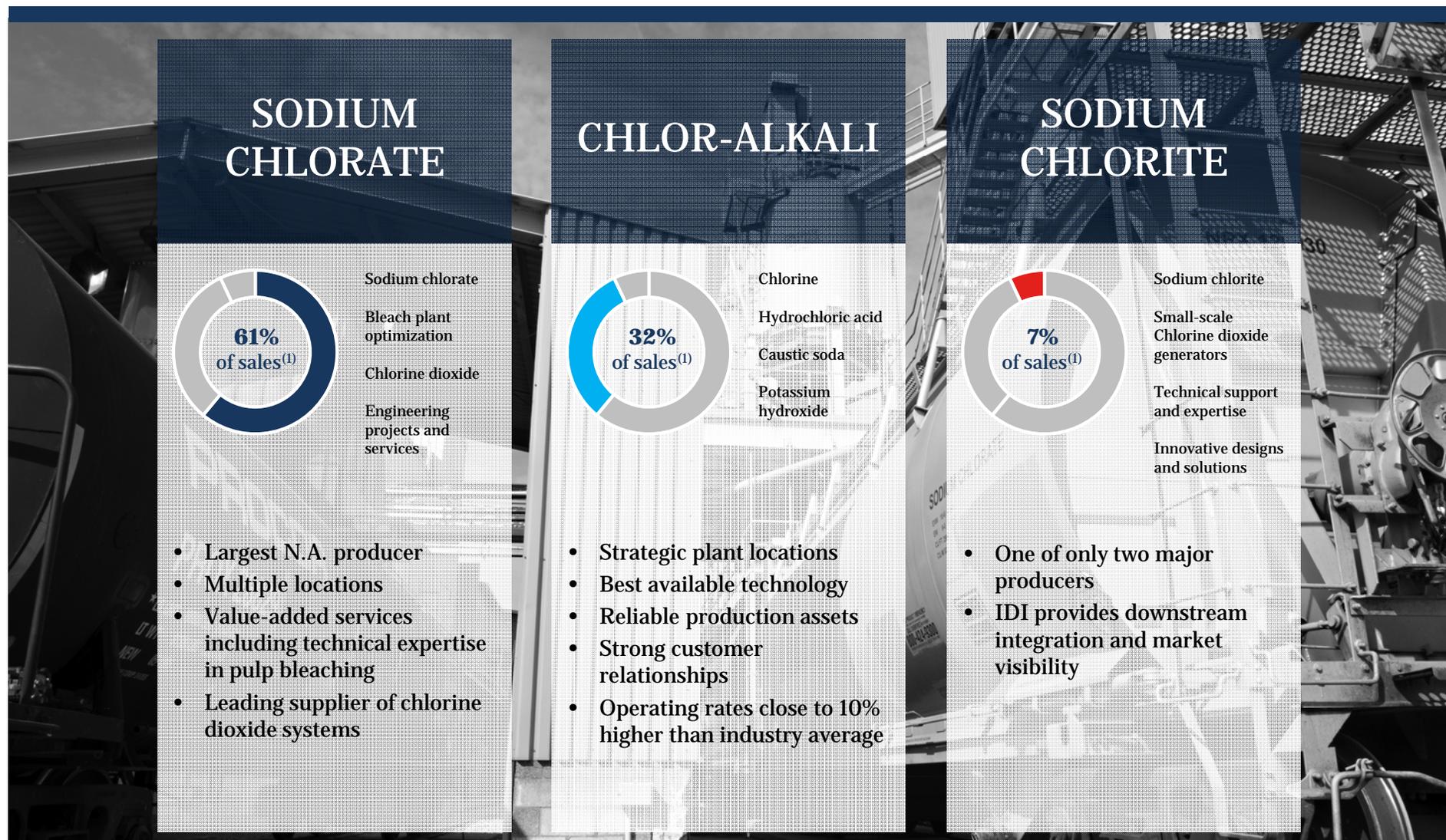
**GLOBALIZATION**

### Access to Markets

Leveraging ERCO's technical expertise and size in sodium chlorate applications

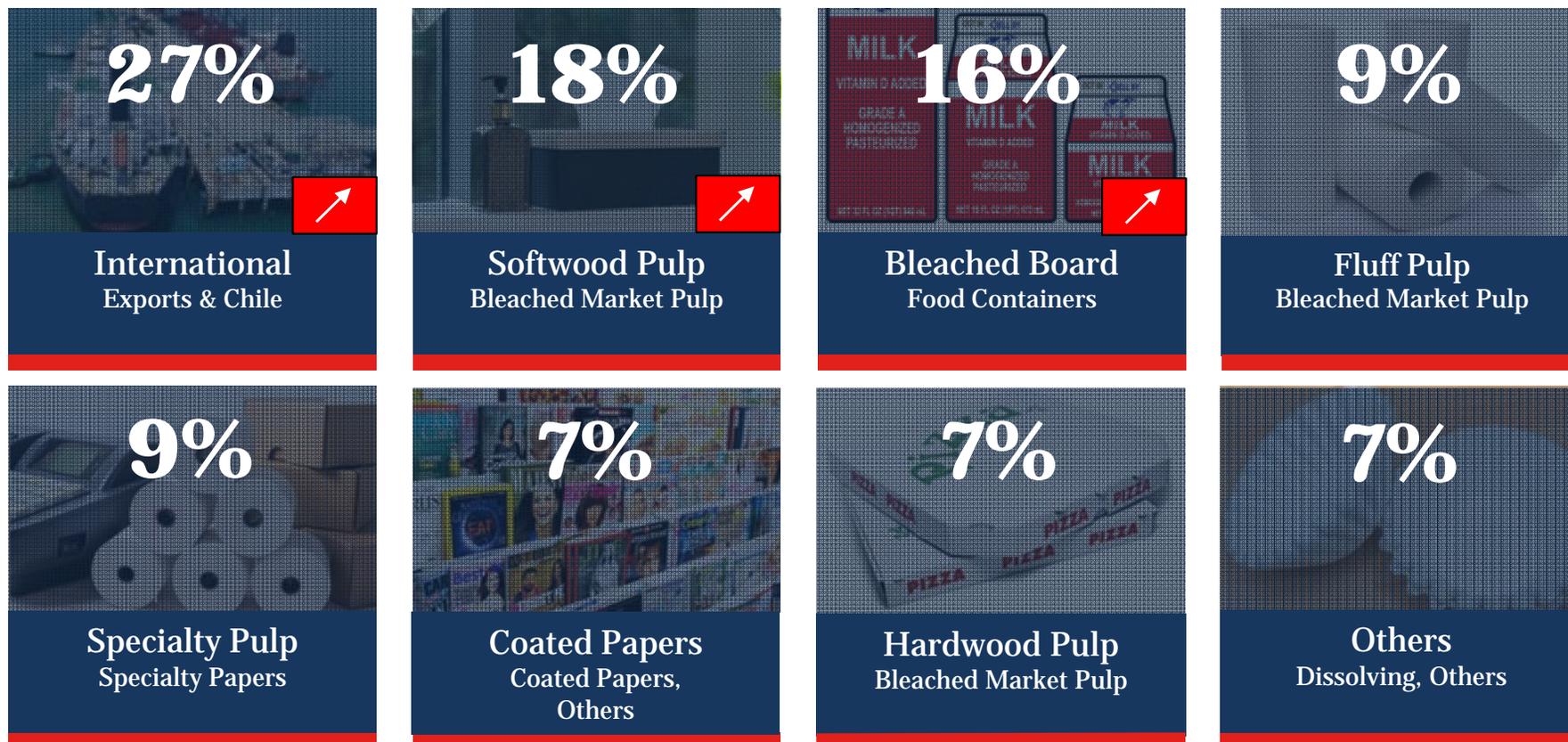
# SPECIALTY CHEMICALS BUSINESS

## Diversified end products and customer exposure



# SPECIALTY CHEMICALS PRODUCT LINES: SODIUM CHLORATE

## Chlorine dioxide bleaching for pulp and paper industry<sup>(1)</sup>

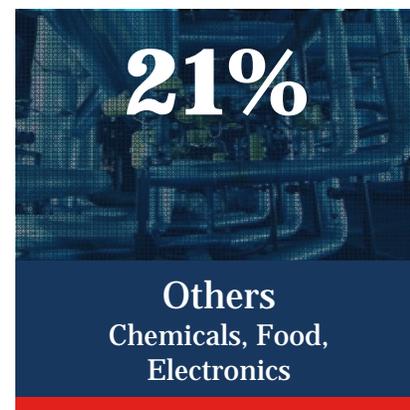
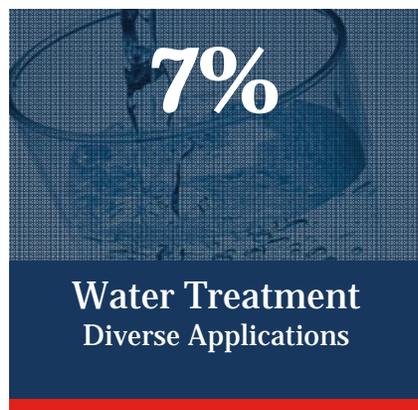
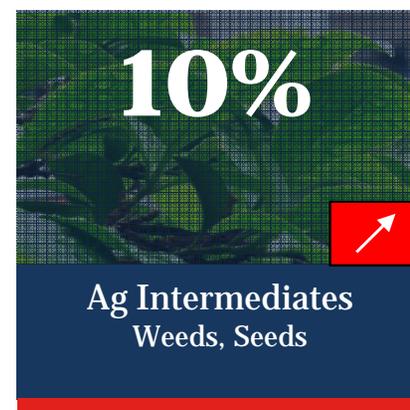


*Sodium chlorate is used to produce chlorine dioxide for use in the pulp and paper industry. Three end-use categories representing over 60% of ERCO's pulp and paper customers are growth areas.<sup>(2)</sup>*

- (1) Percentages indicate proportion of ERCO's 2017 sales volumes.  
(2) Management defines growth areas as markets where Specialty Chemicals has realized increasing year over year sales volumes.

# SPECIALTY CHEMICALS PRODUCT LINES: CHLOR-ALKALI

Serving highly diverse industries<sup>(1)</sup>

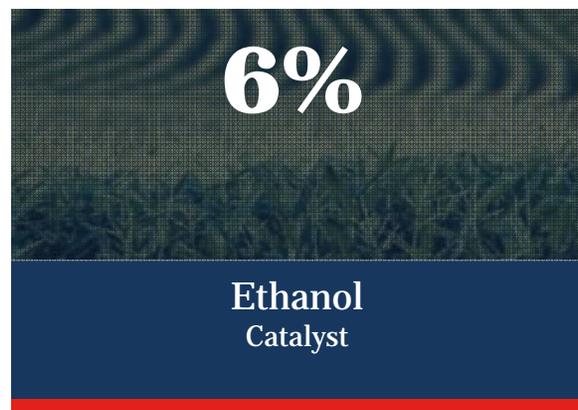


*Chlor-alkali is used in a great variety of industrial processes. Three categories representing approximately 37% are growth areas.<sup>(2)</sup>*

- (1) Percentages indicate proportion of ERCO's 2017 sales volumes.  
(2) Management defines growth areas as markets where Specialty Chemicals has realized increasing year over year sales volumes.

# SPECIALTY CHEMICALS PRODUCT LINES: SODIUM CHLORITE

## Chlorine dioxide applications for small scale generators<sup>(1)</sup>



*Sodium chlorite is used in many specialized industrial processes. Three categories representing approximately 85% of ERCO's shipments are growth areas.<sup>(2)</sup>*

- (1) Percentages indicate proportion of ERCO's 2017 sales volumes.  
(2) Management defines growth areas as markets where Specialty Chemicals has realized increasing year over year sales volumes.

# SPECIALTY CHEMICALS: STRIVING FOR EXCELLENCE



## Our Drivers

### Operational Excellence

- Highly automated facilities
- State-of-the-art asset management techniques
- Responsible Care verified

### Commercial Excellence

- Key account management
- Sales and technical service team
- “ERCO Smarts” services platform
- Modern, dedicated rail fleet of 1,700 cars

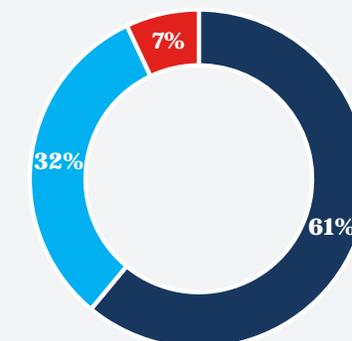
# SPECIALTY CHEMICALS: SOURCES OF REVENUE AND EBITDA

## Positioning and Trends

- Chlor-alkali contribution increasing with oil & gas demand and market recovery
- Significant sodium chlorate export capability
- Sodium chlorite contribution increasing through acquisitions and oil & gas demand growth
- ERCO has a balanced portfolio from which to grow

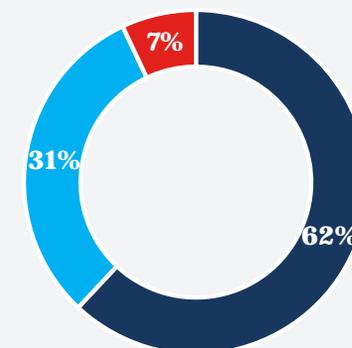
(1) See “Non-GAAP Financial Measures” and “Forward-Looking Statements and Information”.

2017 Sales by Product



● Sodium Chlorate  
● Chlor-alkali  
● Sodium Chlorite

2017 EBITDA by Product <sup>(1)</sup>



● Sodium Chlorate  
● Chlor-alkali  
● Sodium Chlorite

# SPECIALTY CHEMICALS: SOLID MANUFACTURING BASE

## History

Manufacturing history dates back to the 1890s

## Safety

Safety of our employees and other stakeholders is paramount  
Responsible Care Ethic  
Excellent safety record

## Reliability

Plants are well-capitalized and reliable  
Five-year preventative asset management program

## Location

Plants are located close to our customer base

## Optimization

Highly automated with a focus on optimizing raw material costs and usage

## Workforce

Highly skilled, customer-centric workforce  
Succession planning processes in place

## Employees

Low employee turnover  
Safety and community focused



# FINANCIAL OVERVIEW

**Beth Summers**  
Executive VP and CFO  
Financial Overview



# 2018 FINANCIAL OUTLOOK AND GUIDANCE UPDATE

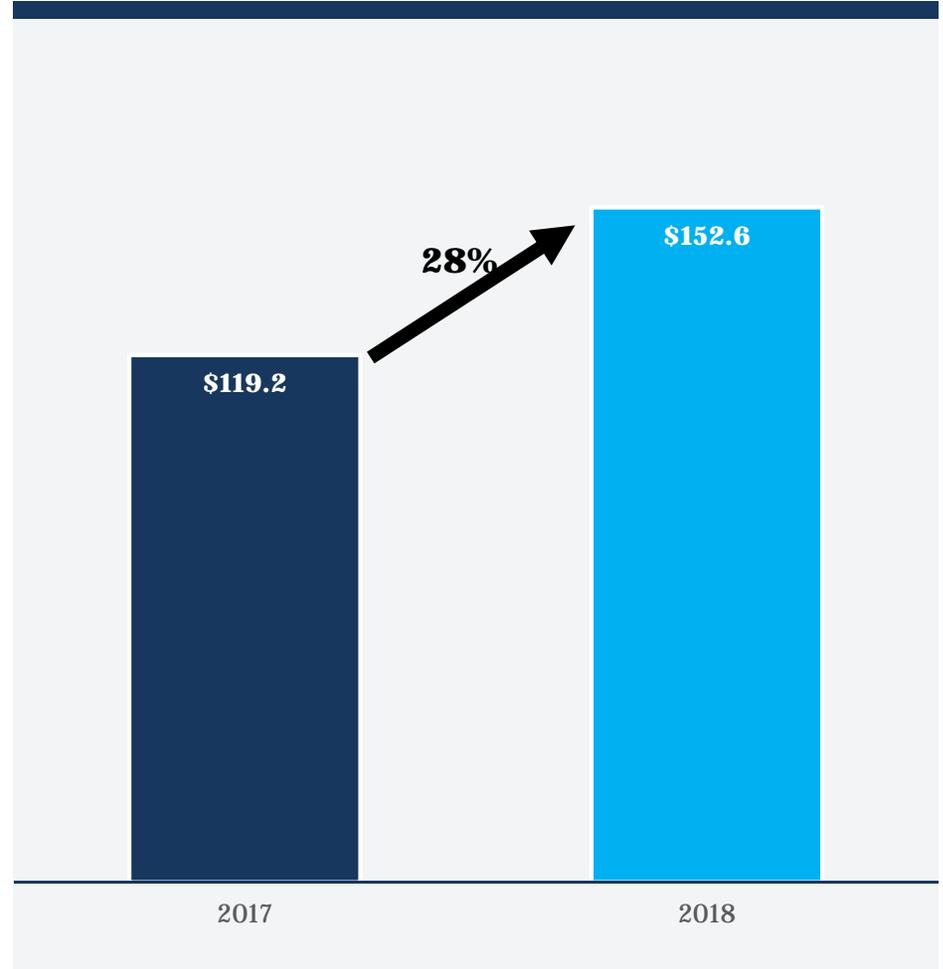
## Record First Quarter Results

### Driven by:

- Energy Distribution and Specialty Chemicals organic growth
- Contribution from Canwest and tuck-in acquisitions
- Cold weather and wholesale NGL sales volumes increases
- Continued strength in sales prices and volumes for chlor-alkali

*Confidence in achieving our AOCF per share and adjusted EBITDA guidance in 2018*

## Q1 Adjusted EBITDA<sup>(1)</sup> (millions)



(1) See "Non-GAAP Financial Measures".

# DELIVERING ON FINANCIAL TARGETS

Metric <sup>(1)</sup>	Target	On-track
Adjusted EBITDA <sup>(2)</sup>	\$305 to \$335 million	✓
AOCF per Share <sup>(2)</sup>	\$1.75 to \$1.95	✓
Total Capital Expenditures <sup>(2)(3)</sup>	\$100 to \$105 million	✓
Payout Ratio (Long-term target)	40% to 60%	✓
Total Debt to Adjusted EBITDA (Long-term target)	3.0x	✓

(1) See “Non-GAAP Financial Measures” and “Forward-Looking Statements and Information”.

(2) Based on 2018 guidance as updated on Q1-18 release on May 8, 2018.

(3) Includes capital leases.

# INCREASING FREE CASH FLOW GENERATION

## EBITDA from Operations

- \$75 million increase since 2016, in line with *Evolution 2020* goals<sup>(1)</sup>

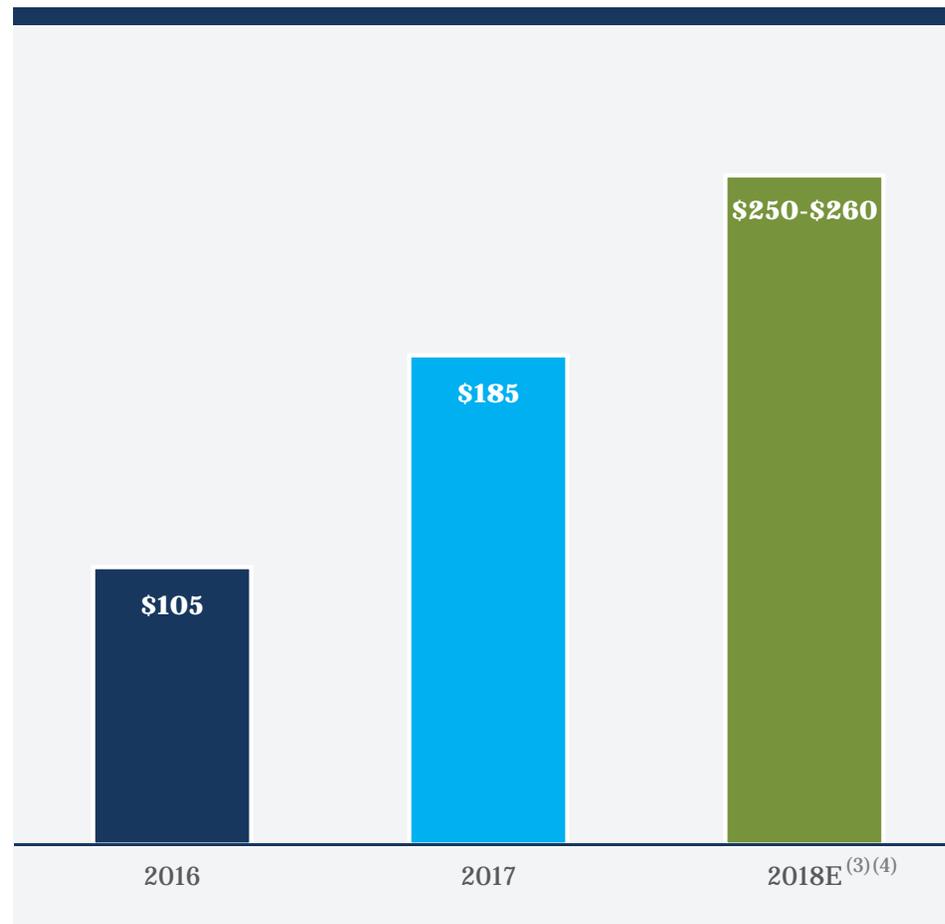
## Disciplined Capex Approach

- Maintenance capex in the range of \$50 million to \$75 million per year

## Cash Available for Deployment

- Significant cash available for tuck-in acquisitions, growth & efficiency capex, dividends and NCIB program

## Annual Free Cash Flow<sup>(2)</sup> (millions)



(1) Based on TTM Q1 2018 incorporating results for Canwest for Q2 and Q3 2017 as these amounts were recorded as investment income to 2016 EBITDA from Operations.

(2) Calculated as AOCF before transaction & other costs less maintenance capex and capital lease repayments. See "Non-GAAP Financial Measures".

(3) See "Non-GAAP Financial Measures" and "Forward-Looking Statements & Information".

(4) Calculated as the midpoint of 2018 Adjusted EBITDA guidance less midpoint of estimated interest, cash taxes, maintenance capital (net of dispositions) and capital lease repayments. Includes pro-forma NGL Propane of \$117 million normalized EBITDA less maintenance capex of ~\$14 million less estimated incremental interest expense of ~\$46 million.

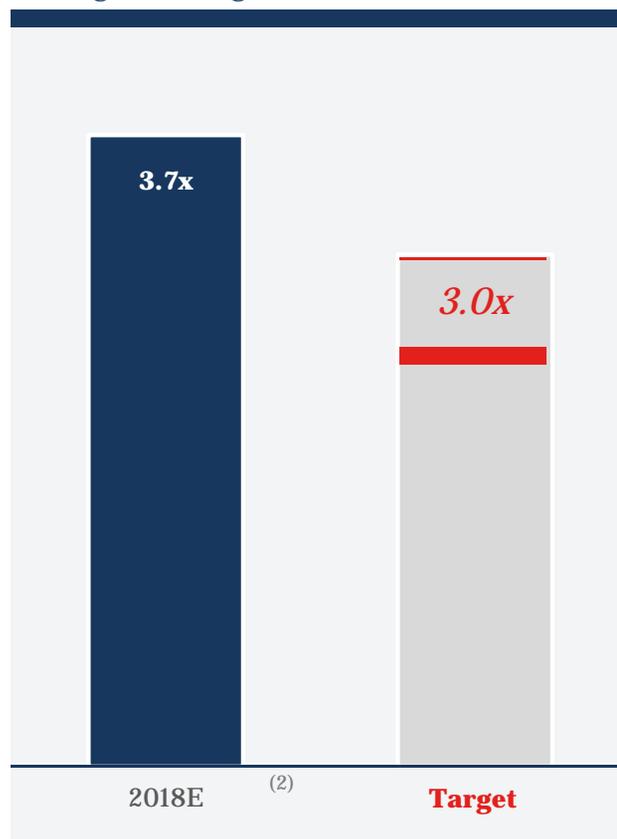
# COMMITTED TO A STRONG, BB CREDIT RATING

## Considerations

- Access to capital markets
- Committed to BB rating
- Ensure ample liquidity under credit facility
- Actively engaged with the rating agencies

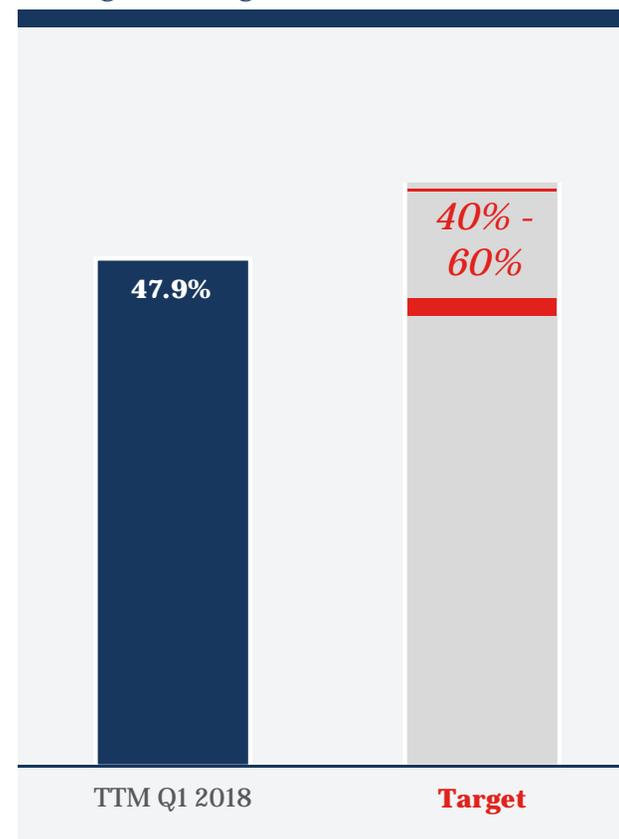
## Debt/Adjusted EBITDA<sup>(1)</sup>

(Long-term target)



## Payout Ratio<sup>(1)</sup>

(Long-term target)



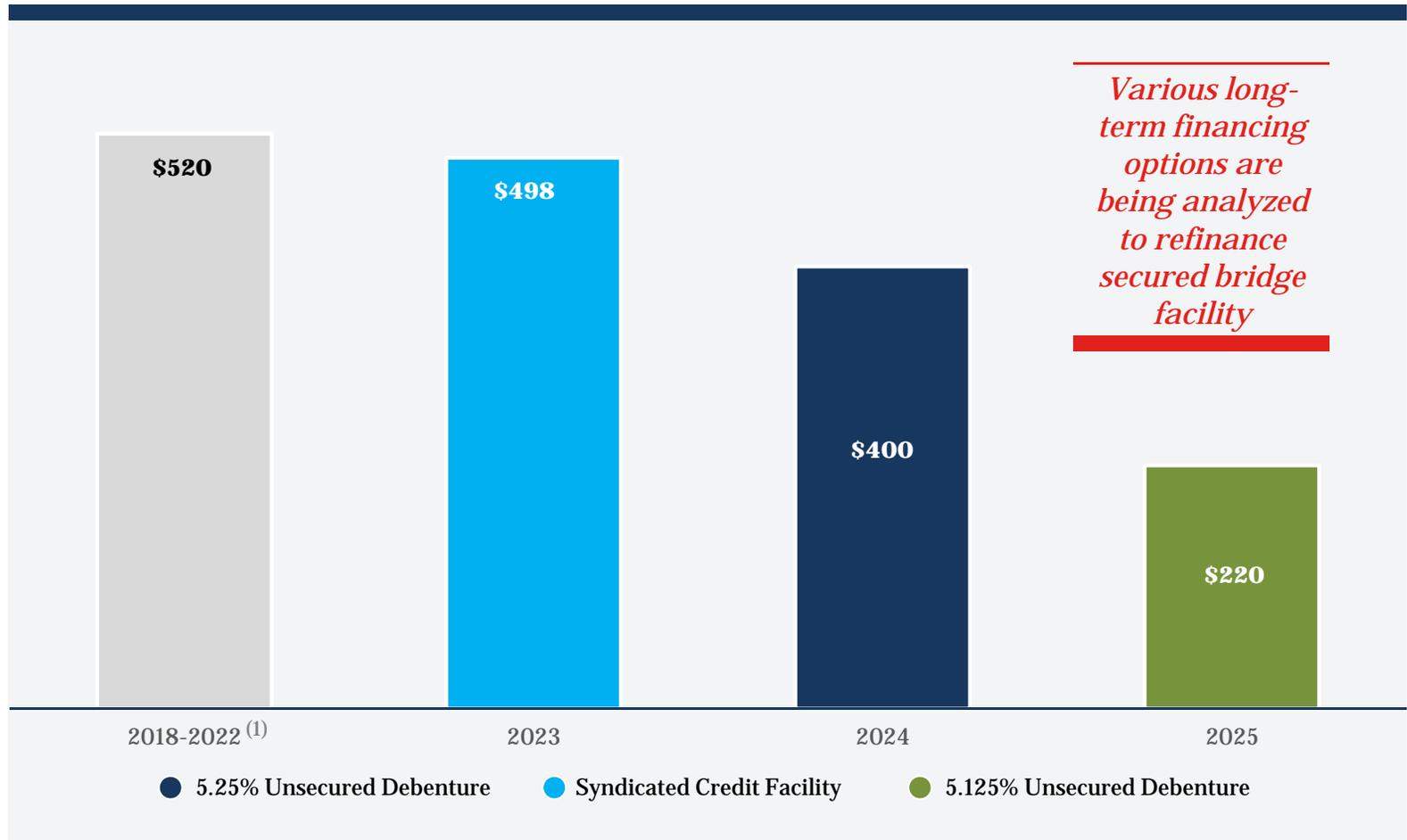
(1) See "Non-GAAP Financial Measures" and "Forward-Looking Statements & Information".

(2) Pro forma NGL Propane (including annualized run rate synergies) at Transaction close.

# EXTENDED DEBT MATURITY PROFILE

## Debt Maturity Timeline (millions)<sup>(1)</sup>

*Proactively managing the debt profile resulted in an improved, staggered maturity profile and lower interest costs.*



(1) Pro forma NGL Propane Transaction, \$520 million represents senior secured bridge credit facility and Syndicated Credit Facility balance as at June 12, 2018 was increased by \$289 million for the NGL Propane Transaction. For further detail please consult Superior's Acquisition of NGL presentation.

# EXCELLENT ACCESS TO CAPITAL

## Financing Considerations

**\$1.25 billion** raised since 2012

### Debt

- \$820 million in unsecured note financing
  - Average coupon of 5.52%
  - Average tenor of 7 years<sup>(1)</sup>

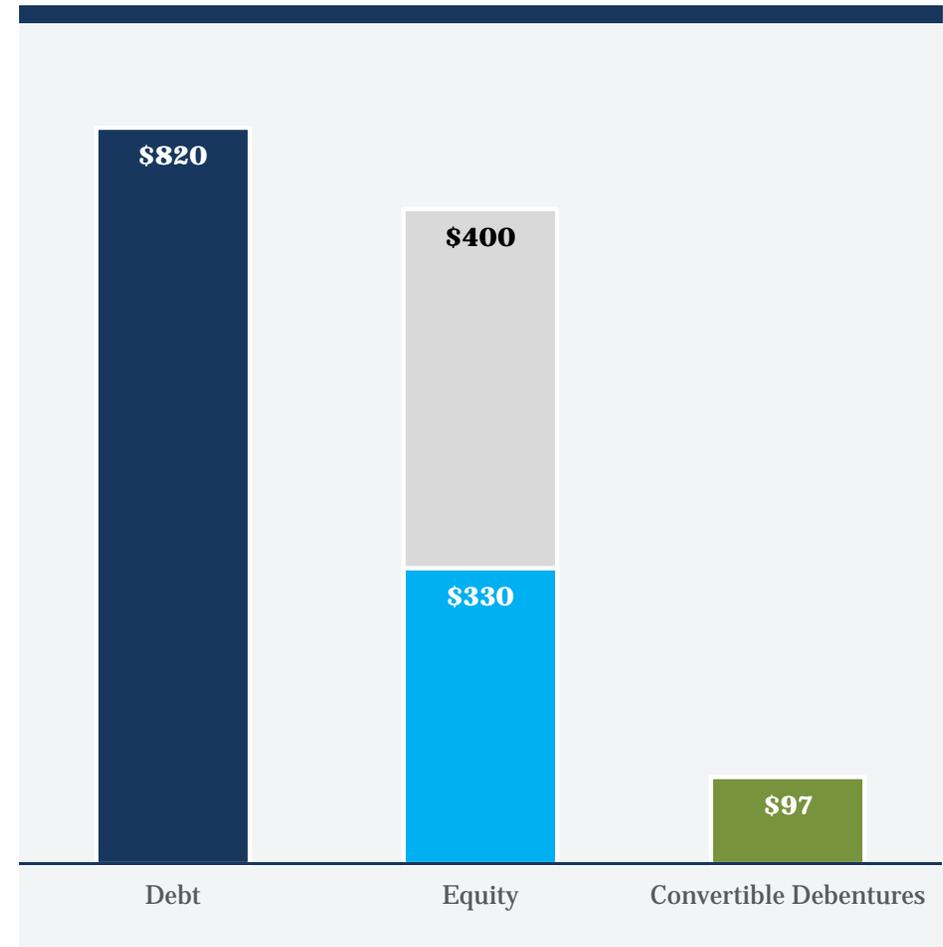
### Equity

- \$400 million gross proceeds from subscription receipts conditional on closing the acquisition of NGL Propane
- \$312.2 million in common share equity raised
  - \$42 million in DRIP proceeds; historical participation rate trending ~ 30%
  - Suspended DRIP in September 2016

### Convertible Debentures

- \$97 million in bought deal convertible debenture financing
  - Debentures redeemed in 2017

## Total Capital Raised (millions)



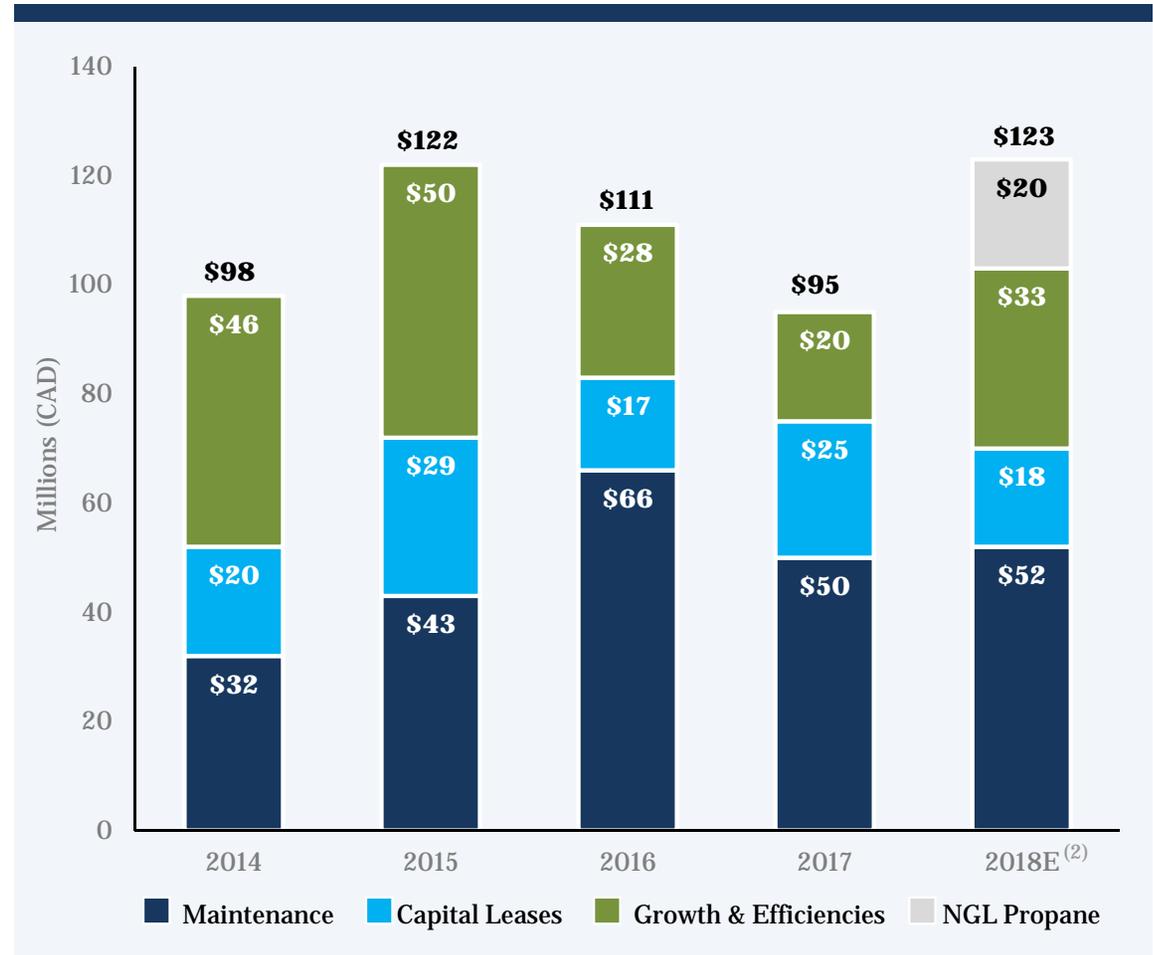
(1) Excluding early redemptions of outstanding debt.

# HISTORICAL CAPITAL SPENDING

## Corporate goals

- Ensure liquidity to fund capital expenditures to support organic growth and tuck-in acquisitions
- Size recurring capital expenditures at current levels
- Disciplined capital approach to acquisitions and de-leveraging

## Historical Capital Spending<sup>(1)</sup> (millions)

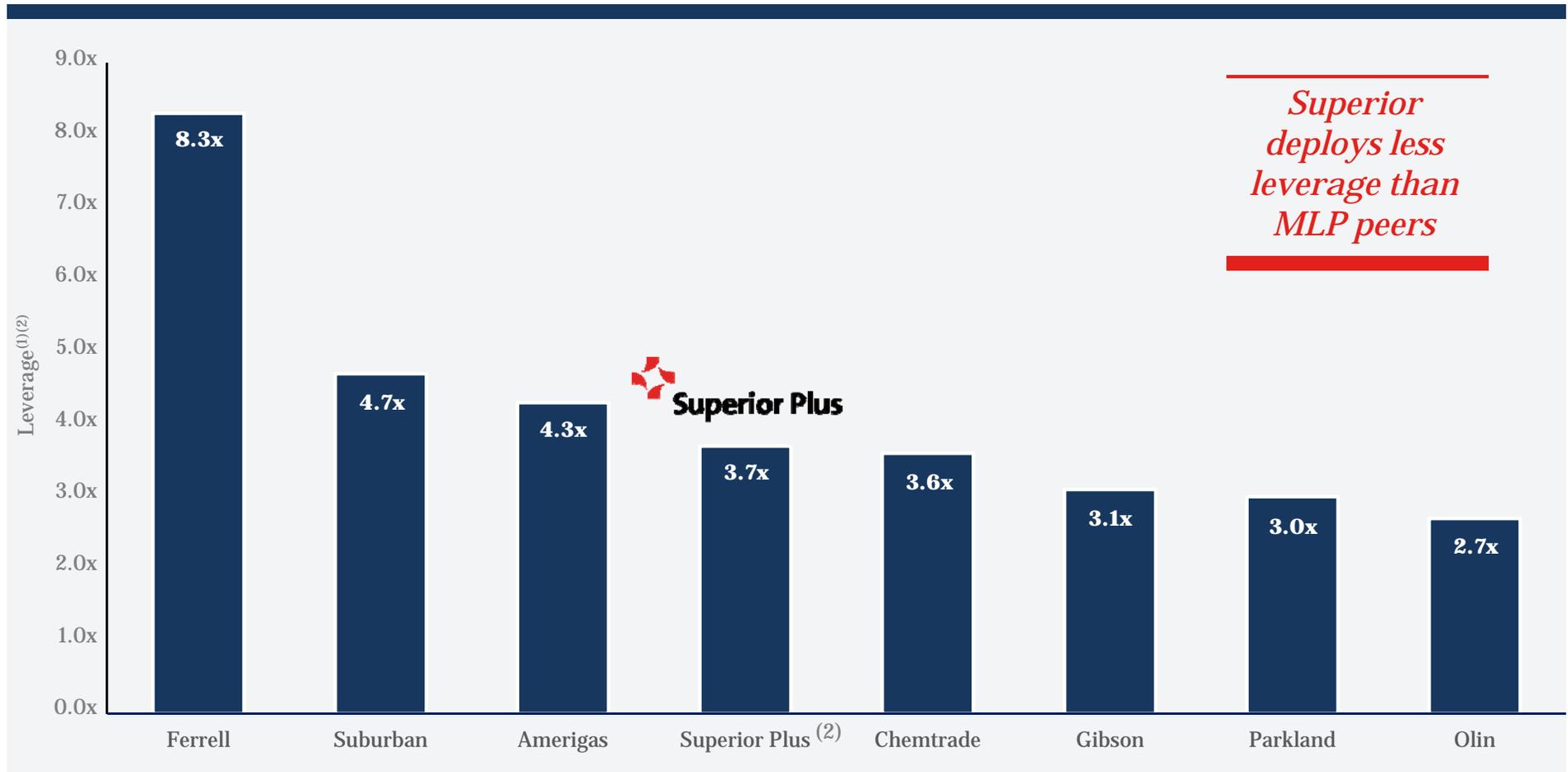


(1) Maintenance capital presented net of disposals. See “Non-GAAP Financial Measures” and “Forward-Looking Statements & Information”.

(2) Midpoint of 2018 Capital Guidance of \$100 to \$105 million CAD and excludes NGL Propane capital expenditures of ~\$20 million.

# LEVERAGE COMPARISON TO PEERS

## Select Canadian and U.S. energy distribution and chemical peer comparison<sup>(1)</sup>



(1) Estimated 2018 leverage. Peer information source: Company reports, Capital IQ, Thomson One, TD Securities Inc.

(2) Based on management estimates for 2018 Superior Plus pro forma NGL Propane at transaction close.

# FINANCIALLY ATTRACTIVE ACQUISITION

## Substantial Synergies

### EBITDA Synergies

- Approximately US \$20-25 million (CAD \$26-32 million)<sup>(1)</sup>
- Removal of SG&A overlap
- Optimization of supply costs
- Operational efficiencies
- Optimization of fleet

## Transaction Metrics<sup>(1)(2)</sup>

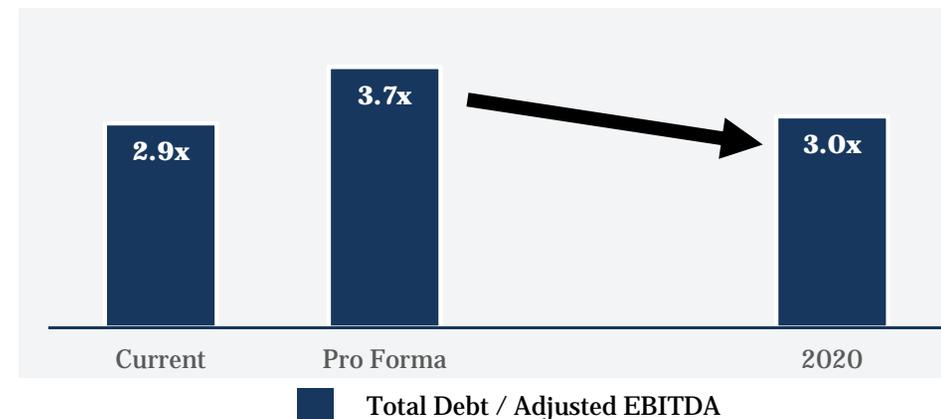
### EV / EBITDA

- 8.2x including run-rate synergies

### AOCF Accretion

- Double-digit

## Rapid Deleveraging Profile



*Transaction is Expected to be Double-Digit Accretive to AOCF<sup>(1)(2)</sup> and Leverage is Expected to Return to Superior's Target of 3.0x by 2020*

*(1) See "Non-GAAP Financial Measures" and "Forward Looking Statements & Information".*

*(2) Includes NGL Propane normalized EBITDA (\$117 CAD) and annualized run-rate synergies of \$26 million CAD.*

# FINANCING STRUCTURE

- CAD \$400 million equity offering by way of subscription receipts announced concurrently with the Transaction; closed on June 8, 2018
- Fully committed debt financing for the remaining purchase price which includes:
  - New senior secured bridge credit facility
  - Drawing on existing credit facility which will be upsized to CAD \$750 million to increase liquidity
  - Superior will consider long-term debt financing alternatives to refinance these instruments

## Sources<sup>(1)</sup>

	<u>US\$MM</u>	<u>CAD\$MM</u>
Public Equity Offering	\$308	\$400
Revolver Draw	\$222	\$289
Senior Secured Bridge Credit Facility	\$400	\$520
<b>Total Sources</b>	<b>\$930</b>	<b>\$1,209</b>

## Uses<sup>(1)</sup>

	<u>US\$MM</u>	<u>CAD\$MM</u>
Acquisition of NGL Propane	\$900	\$1,170
Transaction & Financing Fees	\$30	\$39
<b>Total Uses</b>	<b>\$930</b>	<b>\$1,209</b>

(1) All CAD / USD conversion based on spot rate of 1.30.

## SUMMARY

### Acquiring all of the outstanding equity interest in NGL Propane from NGL – NGL's Eastern U.S. retail propane distribution business

- Total Consideration: US \$900 million (CAD \$1.17 billion)
- Financing – Fully funded with
  - Drawing on existing credit facility and new senior secured bridge credit facility
  - CAD **\$400 million** bought deal equity financing
- Synergies: US **\$20-25** million (CAD \$26-32 million)
- Transaction Metrics (including run-rate synergies):
  - EV/EBITDA Multiple: **8.2x**
  - Total Debt / Adjusted EBITDA multiple at Transaction close: 3.7x
- Targeted Closing Date: Q3 2018

# SUMMARY & CONCLUSION



# CONCLUSION

## GREATER FOCUS IN THE U.S.

- Proforma NGL U.S. Propane Distribution is same size as Canadian Propane Distribution (volume)
- Over 2,000 employees in the U.S.
- Fragmented Propane market, significant opportunities for expansion
- Chemicals positioned well to serve U.S. Market

## 2020 PROFILE

- New Evolution 2020 Goal of increasing EBITDA from Operations to target to \$200-\$250 million compared to 2016
- Reduce Leverage to 3.0x
- Maintain Payout Ratio of 40%-60%

## WINNING FOR ALL STAKEHOLDERS

- Dedicated to increasing shareholder value
- Focused on talent management
- Motivated to continuously improve the customer experience in all lines of business

## SOCIAL RESPONSIBILITY

- Continuous improvement in HS&E
- Reduce carbon footprint
- Promote community involvement

# NEW EVOLUTION 2020 GOALS

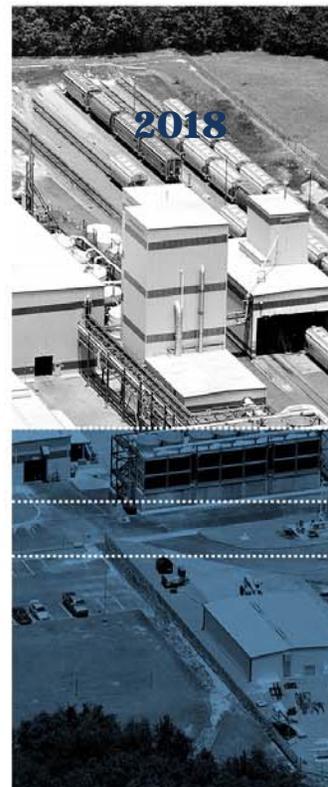
\$476.5 –  
\$526.5  
million<sup>(10)</sup>

\$426.5  
million<sup>(10)</sup>

\$352.1 million<sup>(2)</sup>

\$306.8 million

\$276.5  
million<sup>(1)</sup>



2020E  
NGL Propane Synergies<sup>(3)</sup>  
NGL Propane<sup>(4)</sup>  
Canwest Synergies<sup>(5)</sup>  
Canwest<sup>(6)</sup>  
Specialty Chemicals<sup>(7)</sup>  
Tuck-in Acquisitions<sup>(8)</sup>  
Organic Growth

*Evolution 2020 updated goal of achieving \$200-\$250 million increase in annual EBITDA from operations<sup>(9)</sup>*

(1) 2016 EBITDA from operations excludes the results of CPD.

(2) Based on TTM Q1 2018 incorporating results for Canwest for Q2 and Q3 2017 as these amounts were recorded as investment income during 2017.

(3) Estimated run-rate synergies of \$26-\$32 million.

(4) Anticipated NGL Propane EBITDA from operations.

(5) Estimated run-rate synergies of at least \$20 million.

(6) Anticipated Canwest EBITDA from operations.

(7) Anticipated chlor-alkali recovery.

(8) Tuck-in acquisitions include anticipated synergies.

(9) Compared to 2016 EBITDA from operations.

(10) See "Forward-Looking Information & Statements".



# QUESTION & ANSWER



# NON-GAAP FINANCIAL MEASURES

Throughout the presentation, Superior has used the following terms that are not defined by GAAP, but are used by management to evaluate the performance of Superior and its businesses. Since non-GAAP financial measures do not have standardized meaning prescribed by GAAP and are therefore unlikely to be comparable to similar measures presented by other companies, securities regulations require that non-GAAP financial measures are clearly defined, qualified and reconciled to their nearest GAAP financial measures. Except as otherwise indicated, these Non-GAAP financial measures are calculated and disclosed on a consistent basis from period to period. Specific adjusting items may only be relevant in certain periods. The intent of non-GAAP financial measures is to provide additional useful information to investors and analysts and the measures do not have any standardized meaning under IFRS. The measures should not, therefore, be considered in isolation or used in substitute for measures of performance prepared in accordance with IFRS. Other issuers may calculate non-GAAP financial measures differently.

Investors should be cautioned that Adjusted EBITDA, EBITDA from operations and AOCF should not be construed as alternatives to net earnings, cash flow from operating activities or other measures of financial results determined in accordance with GAAP as an indicator of Superior's performance.

Superior Non-GAAP financial measures are identified and defined as follows:

## **Adjusted Operating Cash Flow**

AOCF is equal to cash flow from operating activities as defined by IFRS, adjusted for changes in non-cash working capital, other expenses, non-cash interest expense, current income taxes and finance costs. Superior may deduct or include additional items in its calculation of AOCF; these items would generally, but not necessarily, be items of a non-recurring nature. AOCF is the main performance measure used by management and investors to evaluate Superior's performance. AOCF represents cash flow generated by Superior that is available for, but not necessarily limited to, changes in working capital requirements, investing activities and financing activities of Superior. Please see the "Adjusted Operating Cash Flow Reconciled to Net Cash Flow from Operating Activities" section of Superior's Q1 2018 MD&A.

## **Adjusted EBITDA**

For the purposes of this presentation Adjusted EBITDA represents earnings before taxes, depreciation, amortization, finance expense, and certain other non-cash expenses and transaction and other costs deemed to be non-recurring, and is used by Superior to assess its consolidated results and ability to service debt. The EBITDA of Superior's operating segments may be referred to as EBITDA from operations. Please see the "Reconciliation of Net Earnings before Income Taxes to Adjusted EBITDA" section of Superior's Q1 2018 MD&A.

## **EBITDA from operations**

EBITDA from operations is defined as adjusted EBITDA excluding gains/(losses) on foreign currency hedging contracts, corporate costs and transaction and other costs. For purposes of this presentation, foreign currency hedging contract gains and losses are excluded from the results of the operating segments. EBITDA from Operations is used by Superior and investors to assess the results of its operating segments. Please see the "Reconciliation of Divisional Segmented Revenue, Cost of Sales and Cash Operating and Administrative Costs" section of Superior's Q1 2018 MD&A.

## **Payout Ratio**

Payout ratio represents dividends paid as a percentage of AOCF before transaction and other costs less maintenance capital expenditures, CRA payments and capital lease repayments and is used by Superior to assess its financial results and leverage. Payout ratio is not a defined performance under GAAP. Superior's calculation of payout ratio may differ from similar calculations provided by comparable entities.

For additional information with respect to financial measures which have not been identified by GAAP, including reconciliations to the closest comparable GAAP measure, see Superior's Q1 2018 MD&A, available on SEDAR at [www.sedar.com](http://www.sedar.com)

## **Capital Expenditures**

Efficiency, process improvement and growth-related expenditures will include expenditures such as acquisition of new customer equipment to facilitate growth, system upgrades and initiatives to facilitate improvements in customer service.

Maintenance capital expenditures will include required regulatory spending on tank refurbishments, replacement of chlorine railcars, replacement of plant equipment and any other required expenditures related to maintaining operations.

# NON-GAAP FINANCIAL MEASURES (CONTINUED)

## **Organic Growth**

Organic growth calculated as increase in EBITDA from Operations year over year excluding the impact of acquisitions.

## **Free Cash Flow**

Calculated as AOCF before transaction & other costs less maintenance capex and capital lease repayments.

NGL Non-GAAP Financial Measures are identified and defined as follows:

## **Fiscal 2018 Adjusted EBITDA**

Adjusted EBITDA of NGL Propane is defined as fiscal 2018 net income attributable to the Company per US GAAP adjusted for depreciation and amortization, loss or gain on disposal of assets, equity-based compensation expense, interest expense and net income attributable to redeemable non-controlling interest.

## **Normalized EBITDA**

Normalized EBITDA represents Fiscal 2018 Adjusted EBITDA of NGL Propane adjusted for the pro forma impact of acquisitions completed in the twelve months ending 2018.

Please see the following Appendix for a reconciliation of Fiscal 2018 Adjusted EBITDA and Normalized EBITDA to net earnings.

# APPENDIX A: NGL PROPANE EBITDA RECONCILIATION

## NGL Propane EBITDA Reconciliation (USD 000s)

### NGL Propane

Year Ended March 31, 2018

<b>Net Earnings</b>	<b>\$43,994</b>
<b>Add back:</b>	
Depreciation	\$36,945
Non-controlling interest	\$1,340
(Gain) loss on disposal of assets	\$1,365
Stock-based compensation	\$1,358
Finance	\$413
<b>Adjusted EBITDA</b>	<b>\$85,415</b>
Normalization adjustments	
Pro forma EBITDA on acquisitions in FY2018	\$4,495
<b>Normalized EBITDA</b>	<b>\$89,910</b>

## APPENDIX B: SUPERIOR PLUS ADJUSTED EBITDA RECONCILIATION

### Superior Plus EBITDA Reconciliation (CAD millions)

#### Superior Plus

#### TTM Q1 2018

**Net Earnings** **-\$33.8**

#### Add back:

Income Tax Expense \$141.1

Depreciation<sup>(1)</sup> \$125.5

Unrealized gains/losses on derivative financial instruments -\$10.5

(Gain) loss on disposal of assets -\$0.90

Finance \$70.6

Transaction, restructuring and other costs \$39.0

**Adjusted EBITDA** **\$331.0**

*(1) Depreciation is made up of Depreciation included in cost of sales, Depreciation and amortization included in selling, distribution and administrative costs as well as Canwest depreciation, amortization and other.*