



TESSENDERLO GROUP

Fourth Quarter 2013 and FY 2013 Results

February 26, 2014

Significant transformation work completed

- In 2013, Tessenderlo Group completed a major divestment process which started in 2010
- The group launched its plan for the future for the profitability of its Ham (Belgium) potassium sulphates business
- Selective growth initiatives were implemented for expanding Tessenderlo Kerley
- Picanol Group purchased SNPE's 27.5% stake in Tessenderlo Group in November 2013 and became TG's largest shareholder
- The Board of Directors appointed Luc Tack and Mel de Vogue as co-CEOs

Operating performance

- FY13 revenue was -2.9% lower (4Q13: -12.4%)
- REBITDA in FY13 declined -24.1% versus last year (4Q13: -56.4%)
- Recurrent profit was 1.7 million EUR in FY13 (4Q13: -11.7 million EUR)
- Loss for the full year 2013 was -65.1 million EUR (4Q13: -17.8 million EUR)

Net debt decreased

- Net debt of 258.9 million EUR and notional net debt of 340.8 million EUR were lower than December 2012
- Cash proceeds from divestments amounted to 89.2 million EUR
- The group continued to fully respect all covenants
- The Board of Directors will propose not to pay out a dividend for the 2013 financial year

Operational Highlights

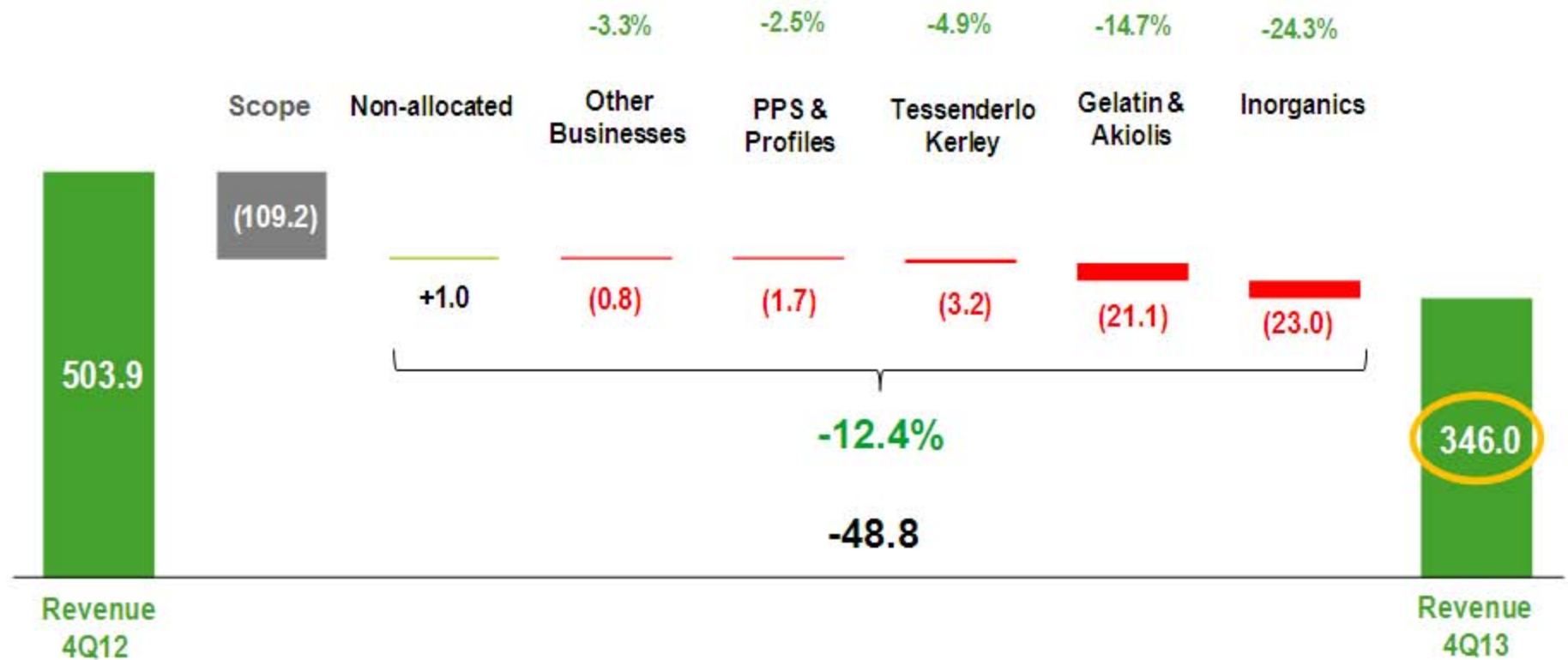


GROUP KEY FIGURES

4Q13	4Q12	% Change at comparable scope	Million EUR	FY13	FY12	% Change at comparable scope
346.0	503.9	-12.4%	Revenue	1790.1	2129.6	-2.9%
9.1	24.5	-56.4%	REBITDA	116.6	160.0	-24.1%
2.6%	4.9%		REBITDA margin	6.5%	7.5%	
-6.3	4.7	-255.7%	REBIT	45.8	74.8	-41.1%
-1.8%	0.9%		REBIT margin	2.6%	3.5%	
-4.4	-154.3		Non-recurring items	-64.4	-238.0	
-10.7	-149.7		EBIT	-18.7	-163.3	
-11.7	-1.5	nm	Recurrent profit (+)/loss (-) for the period	1.7	28.5	-95.1%
-17.8	-148.2	nm	Profit (+)/loss (-) for the period	-65.1	-198.4	nm

4Q13 revenue by operating segment

Million EUR and % increase versus 4Q12 at comparable scope

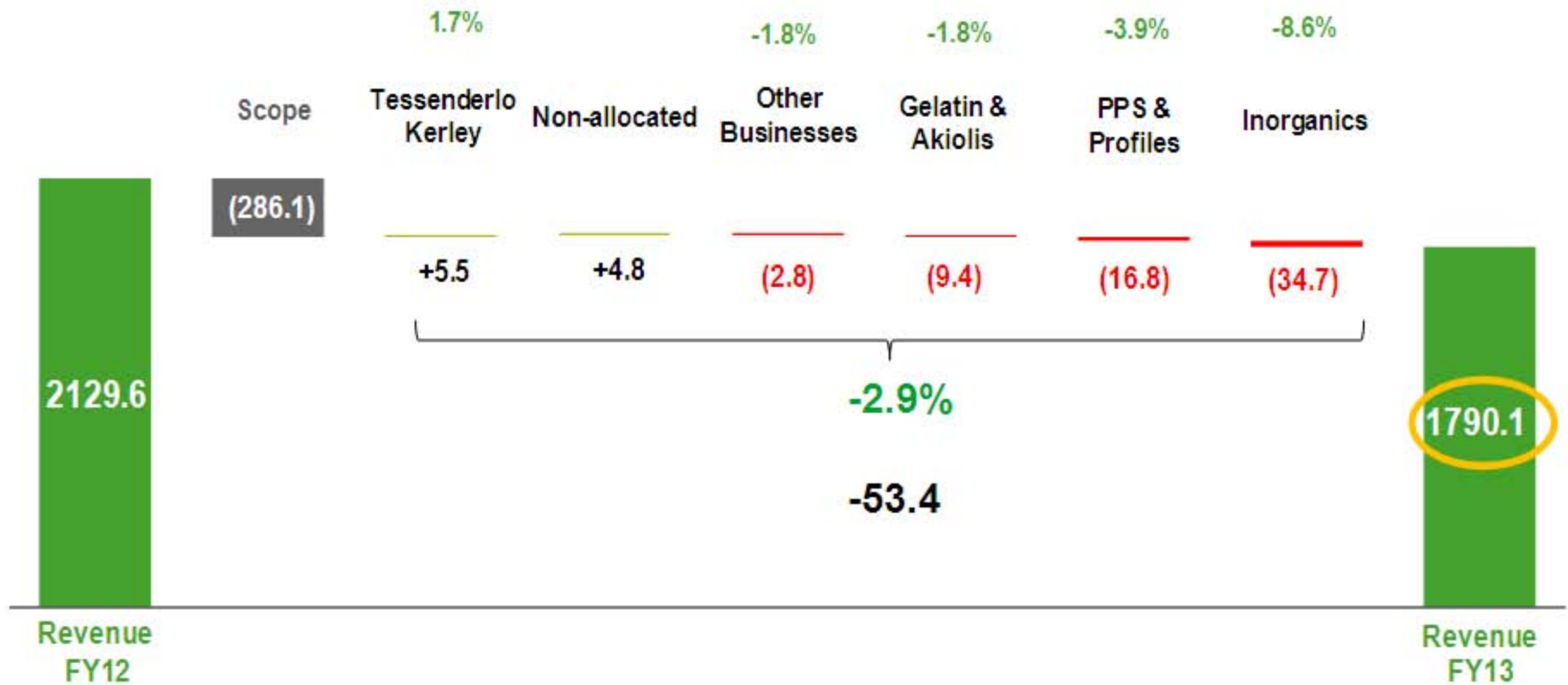


- 4Q13 revenue was -12.4% lower than the prior year with decreases in all operating segments



FY13 revenue by operating segment

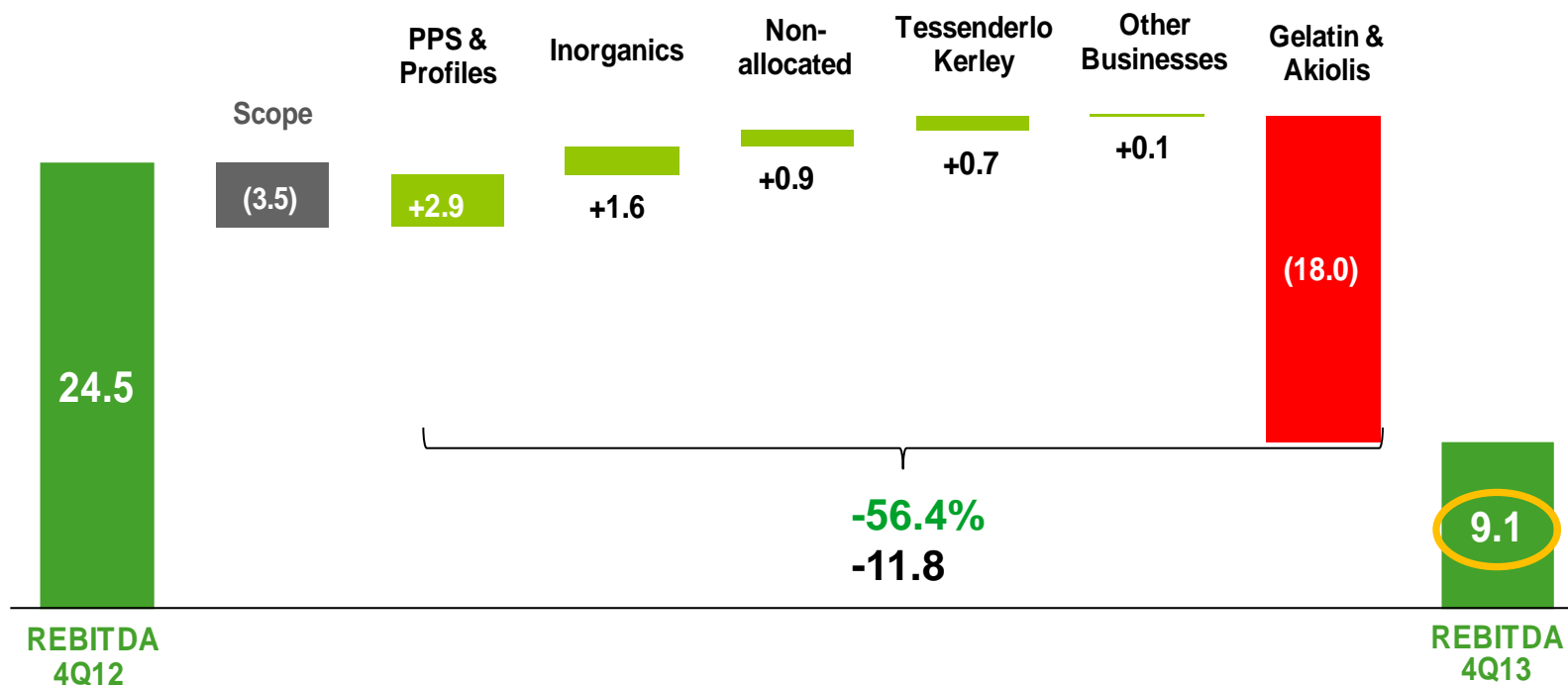
Million EUR and % increase versus FY12 at comparable scope



- FY 2013 revenue down by -2.9% with almost all segments (except Tessenderlo Kerley) experiencing a decline versus 2012

4Q13 REBITDA by operating segment

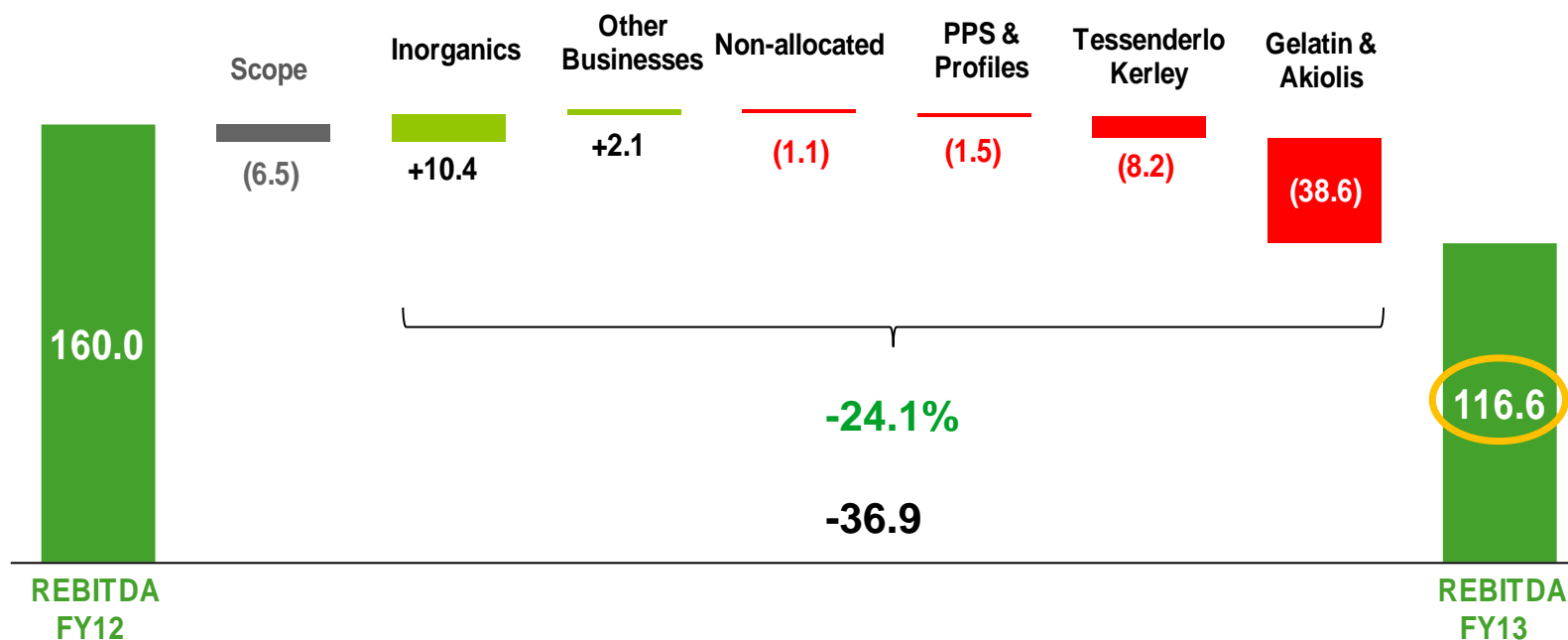
Million EUR and % increase versus 4Q12 at comparable scope



- REBITDA decreased by -56.4% in the fourth quarter of 2013: the sharp drop of Gelatin & Akiolis was in contrast to the positive performance of all other operating segments

FY13 REBITDA by operating segment

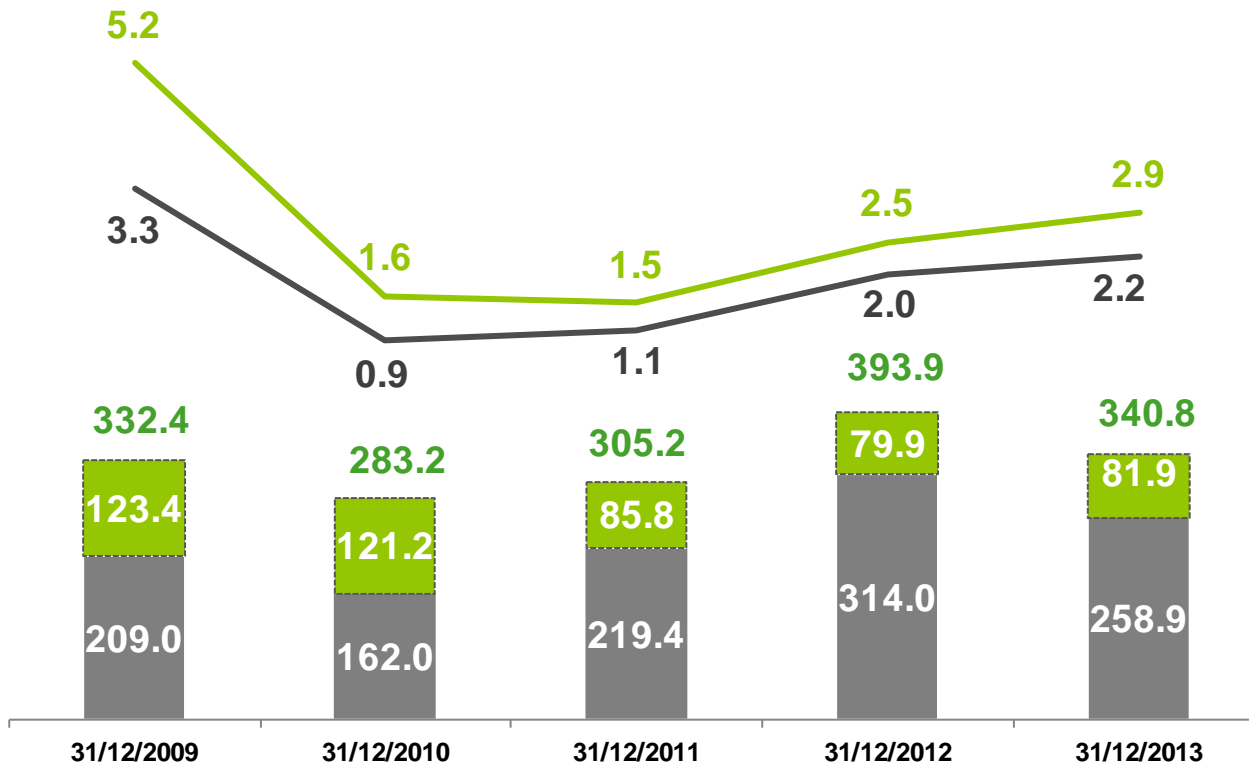
Million EUR and % increase versus FY12 at comparable scope



- FY13 REBITDA was down by -24.1% mainly due to lower profitability of Gelatin & Akiolis, and to a lesser extent Tessengerlo Kerley, whereas most other operating segments were at a similar level year on year and Inorganics was ahead

Net debt position

Million EUR



- Net debt (Million EUR)
- Non-recourse factoring (Million EUR)
- Notional net debt including non-recourse factoring / LTM REBITDA (x)
- Net debt / LTM REBITDA (x)

Outlook



Based on current assumptions, which include low visibility in the fragile economic environment, Tessenderlo Group anticipates that 2014 REBITDA will be broadly in line with 2013 REBITDA at the same scope of activity. Compared to 2013, 2014 REBITDA is expected to be lower in the first and second quarters and higher in the third and fourth quarters. This is partly explained by the fact that on a comparable basis, the year on year group REBITDA declines were more limited in the first two quarters of 2013, while the decreases were more important in the last two quarters of 2013.

This outlook is based upon a REBITDA decline for Inorganics impacted by the project to transform the Ham (Belgium) site into being exclusively focused on sulfates. In addition, the segment Gelatin and Akiolis is anticipated to deliver REBITDA in 2014 below the level achieved in 2013. Apart from these impacts, Tessenderlo Kerley, Plastic Pipe Systems and Water Treatment are anticipated to deliver REBITDA growth in the coming year. Overall, the focus will be to continue implementing cost reduction and commercial improvement actions, in order to recover profitability.

Disclosure update

Trading updates

- More focused disclosure for first and third quarters
- Published earlier and aligned with Picanol Group timing
- Allows increased management time for the business

Updated 2014 calendar

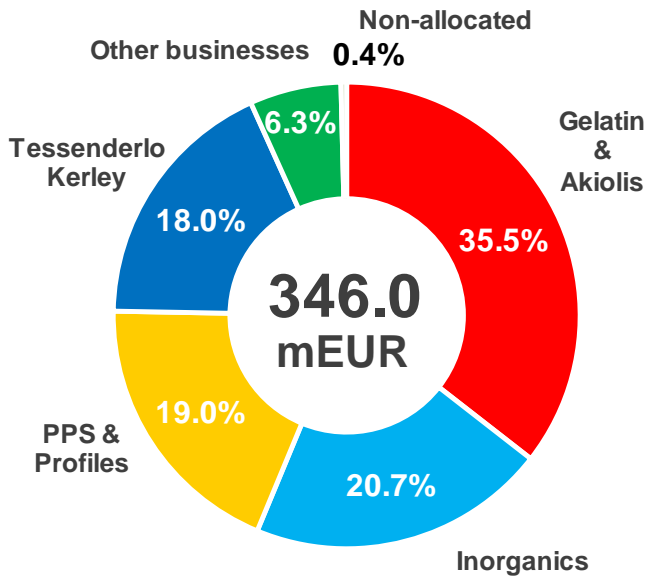
- First quarter trading update April 30 2014
- Second quarter and half year results August 27 2014
- Third quarter trading update October 29 2014

New segmentation

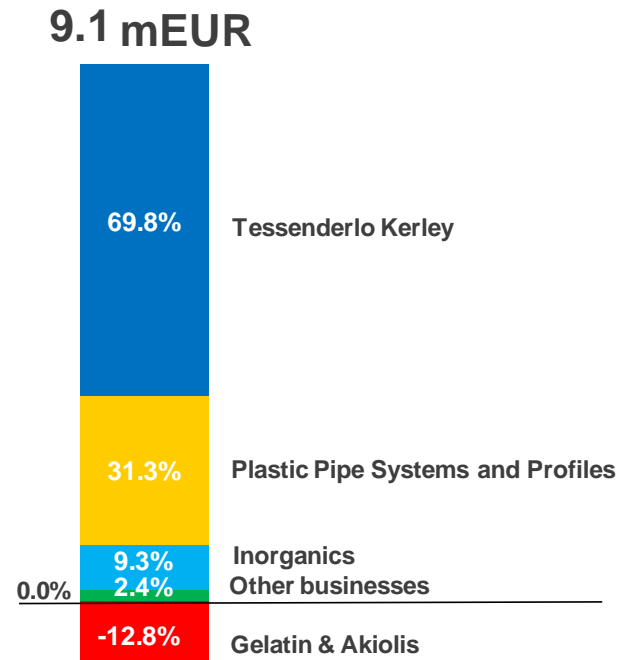
- Reflects completion of major divestment program
- Agro, Bio-valorization, Industrial Solutions will cover ongoing activities
- Other segment will be only for activities which have been disposed of or ended since January 2013
- Current non-allocated expenses will be fully allocated, leading to this segment being eliminated

4Q13 group revenue and REBITDA per segment

Revenue (% of total)



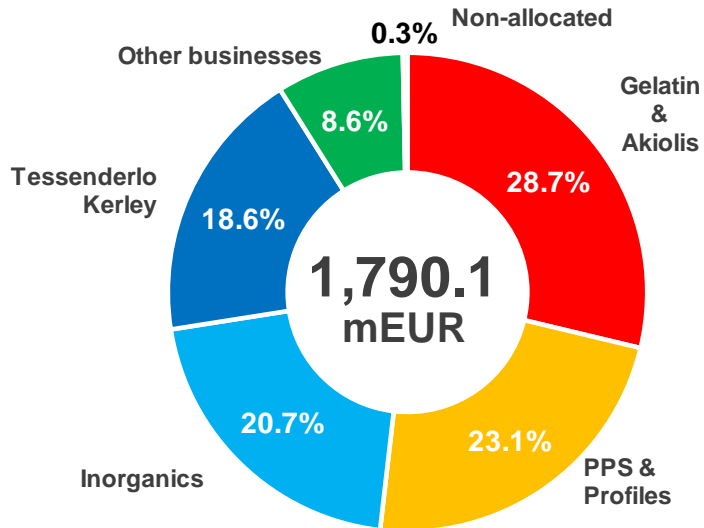
REBITDA (% of total*)



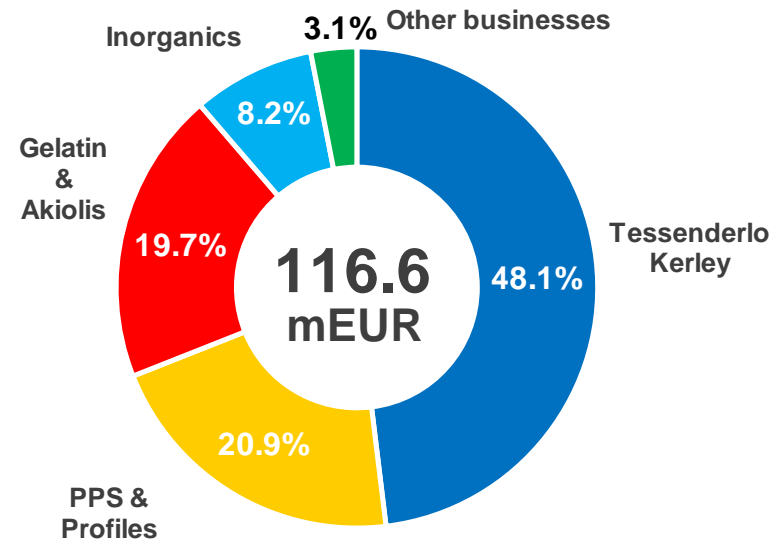
*Percentage of total REBITDA before non-allocated costs

FY13 group revenue and REBITDA per segment

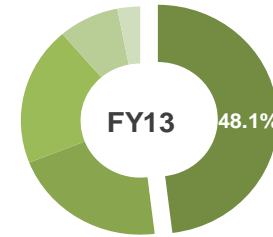
Revenue (% of total)



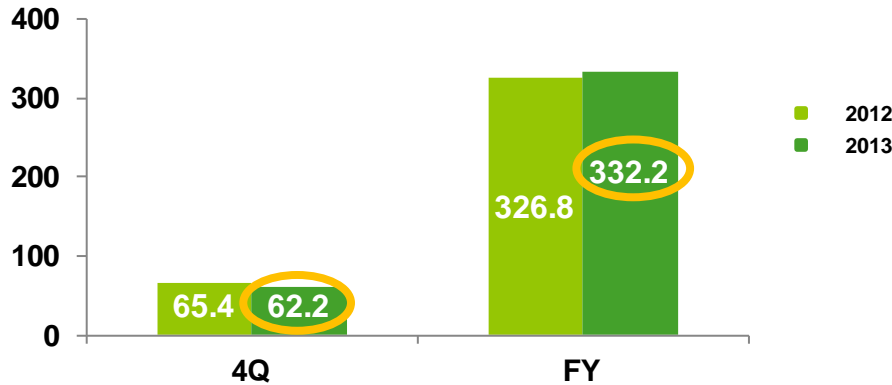
REBITDA (% of total*)



*Percentage of total REBITDA before non-allocated costs

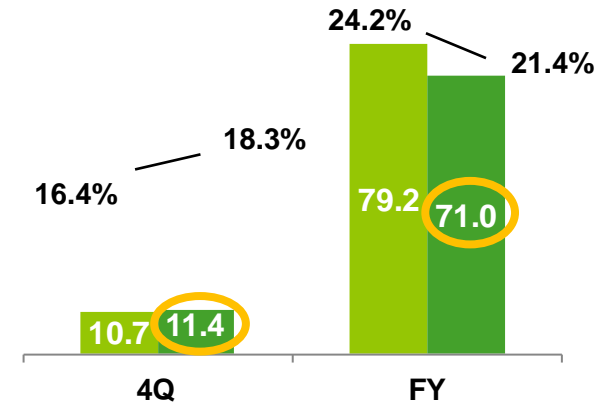


Revenue (Million EUR)



Revenue	4Q	FY
% Change at comparable scope	-4.9%	+1.7%

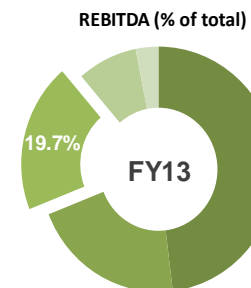
REBITDA (Million EUR) & REBITDA margin (%)



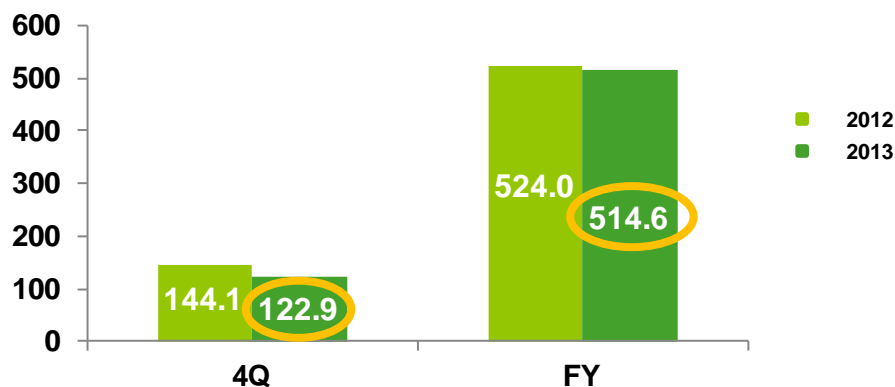
REBITDA	4Q	FY
% Change at comparable scope	+6.5%	-10.3%

- Operating segment revenue for the fourth quarter dropped by -4.9% (+0.6% in USD) mostly linked to muted demand for ATS fertilizers, while KTS volumes grew. For the full year, TKI revenue was 1.7% above 2012 (+5.1% in USD) driven by higher sales of fertilizers.
- 4Q13 REBITDA was up by 6.5% (+12.7% in USD) mainly as a result of an higher fertilizer volumes. Segment REBITDA was -10.3% lower (-7.3% in USD) than FY12, primarily due to volumes and margins of fertilizers ending up lower than the record year of 2012.

Gelatin and Akiolis

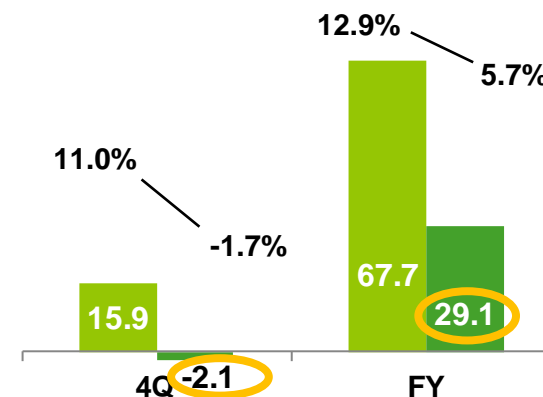


Revenue (Million EUR)



Revenue	4Q	FY
% Change at comparable scope	-14.7%	-1.8%

REBITDA (Million EUR) & REBITDA margin (%)

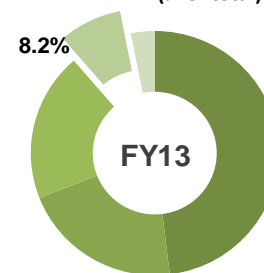


REBITDA	4Q	FY
% Change at comparable scope	-113.2%	-57.0%

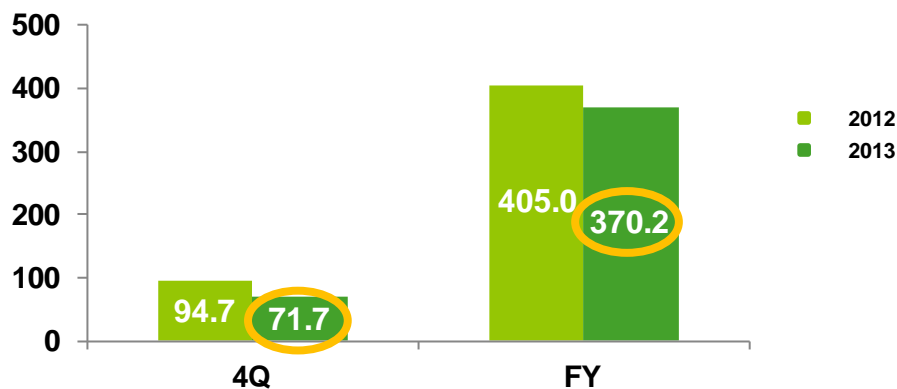
- Operating segment revenue in 4Q13 was -14.7% below last year as a consequence of lower sales volumes and prices. FY13 segment revenue dropped -1.8% mainly attributable to lower volumes.
- 4Q13 REBITDA for the operating segment fell to -2.1 million EUR versus a positive REBITDA a year ago, due to lower commercial results, and in spite of cost reduction actions already taken. FY13 REBITDA dropped -57.0% largely reflecting market conditions.

Inorganics

REBITDA (% of total)

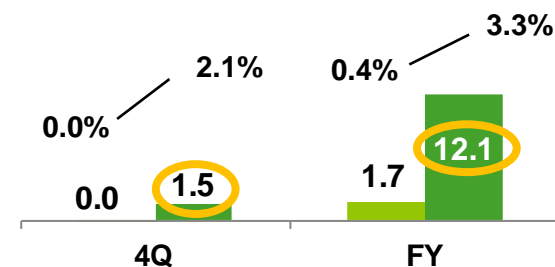


Revenue (Million EUR)



Revenue	4Q	FY
% Change at comparable scope	-24.3%	-8.6%

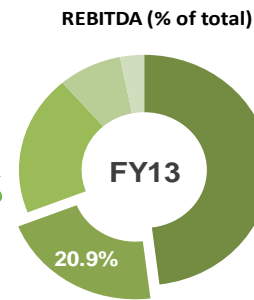
REBITDA (Million EUR) & REBITDA margin (%)



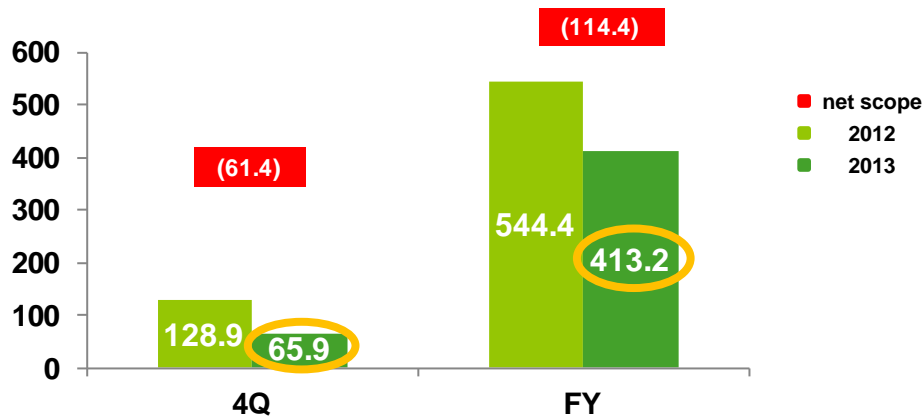
REBITDA	4Q	FY
% Change at comparable scope	nm	nm

- Revenue of Inorganics for 4Q13 was -24.3% down compared to last year due to lower volumes and sales prices; FY13 revenue was -8.6% below 2012 also as a result of less volumes and a decrease of selling prices.
- Inorganics had better margins and reduced overhead costs, leading to a substantially improved REBITDA in 4Q13. For the full year 2013, REBITDA totaled 12.1 million EUR, well above the weak REBITDA in 2012, due mainly to improvement in margins and lower overhead costs.

Plastic Pipe Systems and Profiles

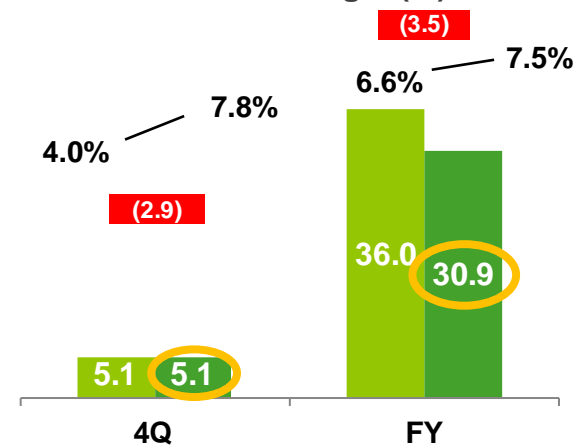


Revenue (Million EUR)



Revenue	4Q	FY
% Change at comparable scope	-2.5%	-3.9%

REBITDA (Million EUR) & REBITDA margin (%)

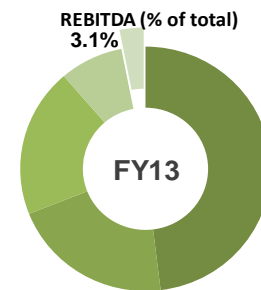


REBITDA	4Q	FY
% Change at comparable scope	+133.5%	-4.7%

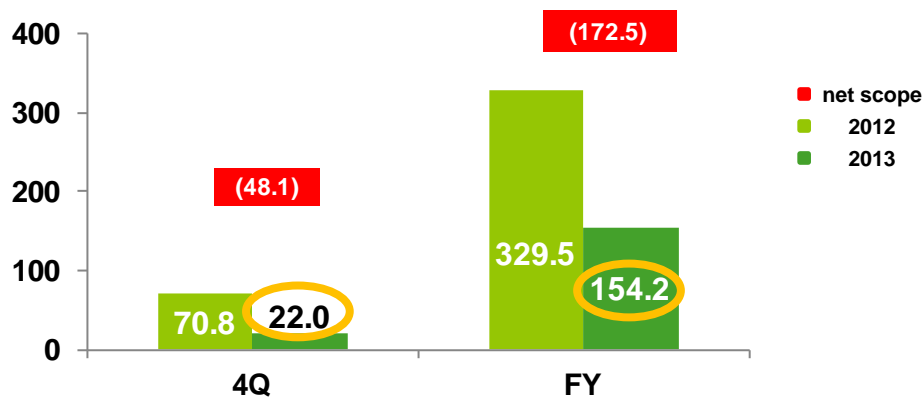
- Operating segment revenue for 4Q13 was -2.5% lower at comparable scope versus 2012 as the reduced demand in Belgium and the Netherlands was only partly offset by revenue growth in the UK. FY13 segment revenue declined by -3.9% versus a year ago, as volumes decreases in Belgium, France and the Netherlands were not fully offset by UK growth.
- REBITDA for the quarter represented a 133.5% increase compared to 2012, partly due to lower overhead costs, as well as some positive one-time items. Segment REBITDA for the full year 2013 was -4.7% less than an year ago, with weak demand in many continental European markets partly compensated for by solid cost control and recovering demand in the UK.

Other Businesses*

* Includes Compounds, OCD, Pharma, Water Treatment and Sulfur Derivatives

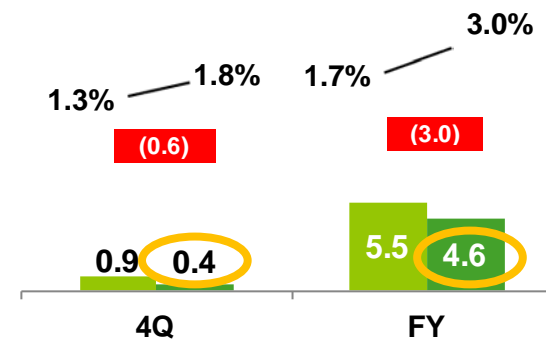


Revenue (Million EUR)



Revenue	4Q	FY
% Change at comparable scope	-3.3%	-1.8%

REBITDA (Million EUR) & REBITDA margin (%)

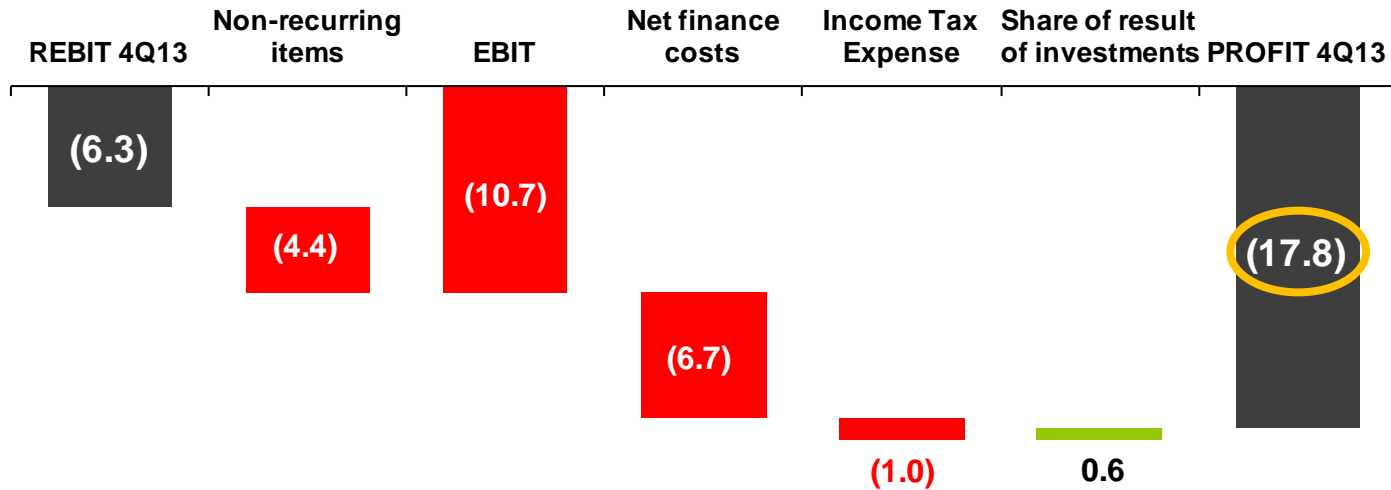


REBITDA	4Q	FY
% Change at comparable scope	+30.9%	+82.6%

- Segment revenue for the quarter dropped by -3.3% compared to 2012 as revenue of Water Treatment increased due to higher volumes, whereas Sulfur Derivatives revenue was below last year due to lower pricing. FY13 revenue was -1.8% lower than 2012, featuring revenue growth of Water Treatment and Compounds while OCD and Sulfur Derivates declined.
- 4Q13 segment REBITDA had a year on year gain of 30.9%, despite an important negative impact on Water Treatment due to social actions in Ham. Segment REBITDA for 2013 moved up 82.6%.

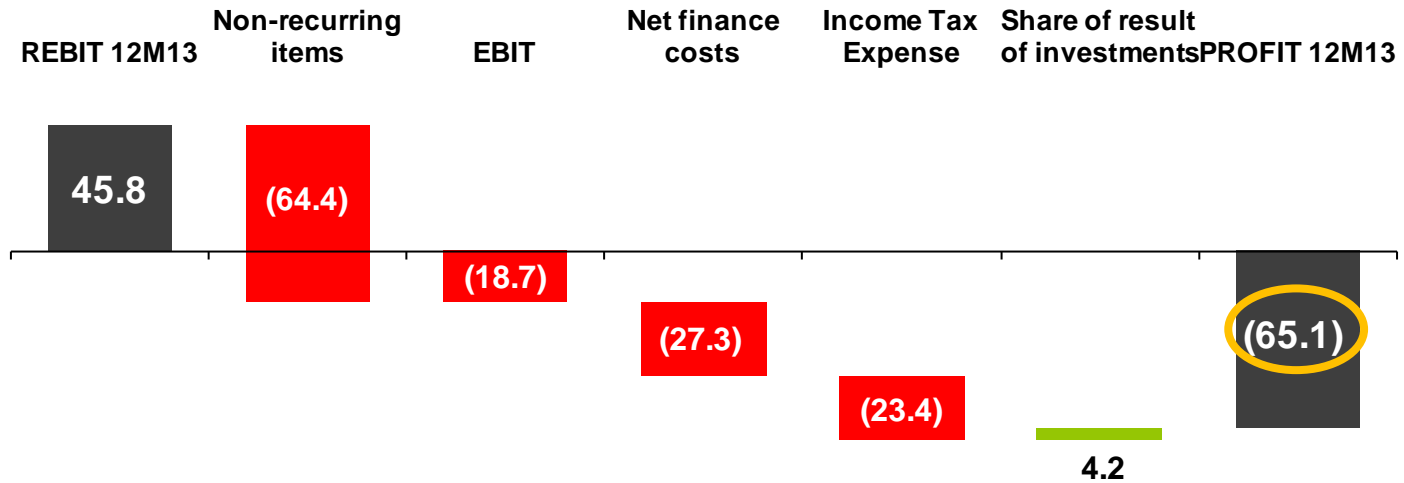
REBIT to Profit details for 4Q13

Million EUR



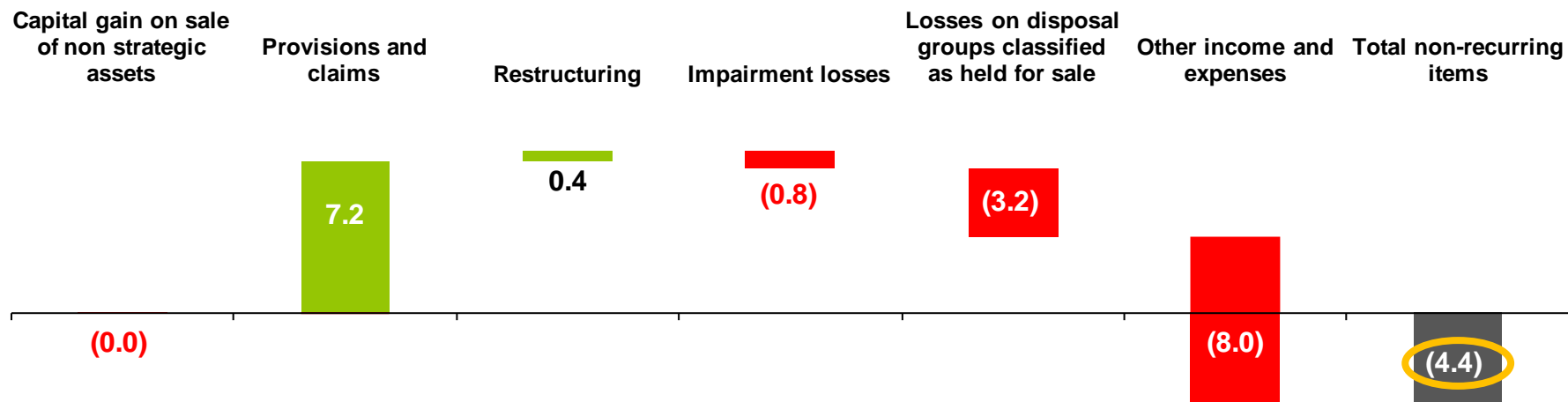
REBIT to Profit details for FY13

Million EUR



Non-recurring items 4Q13

Million EUR



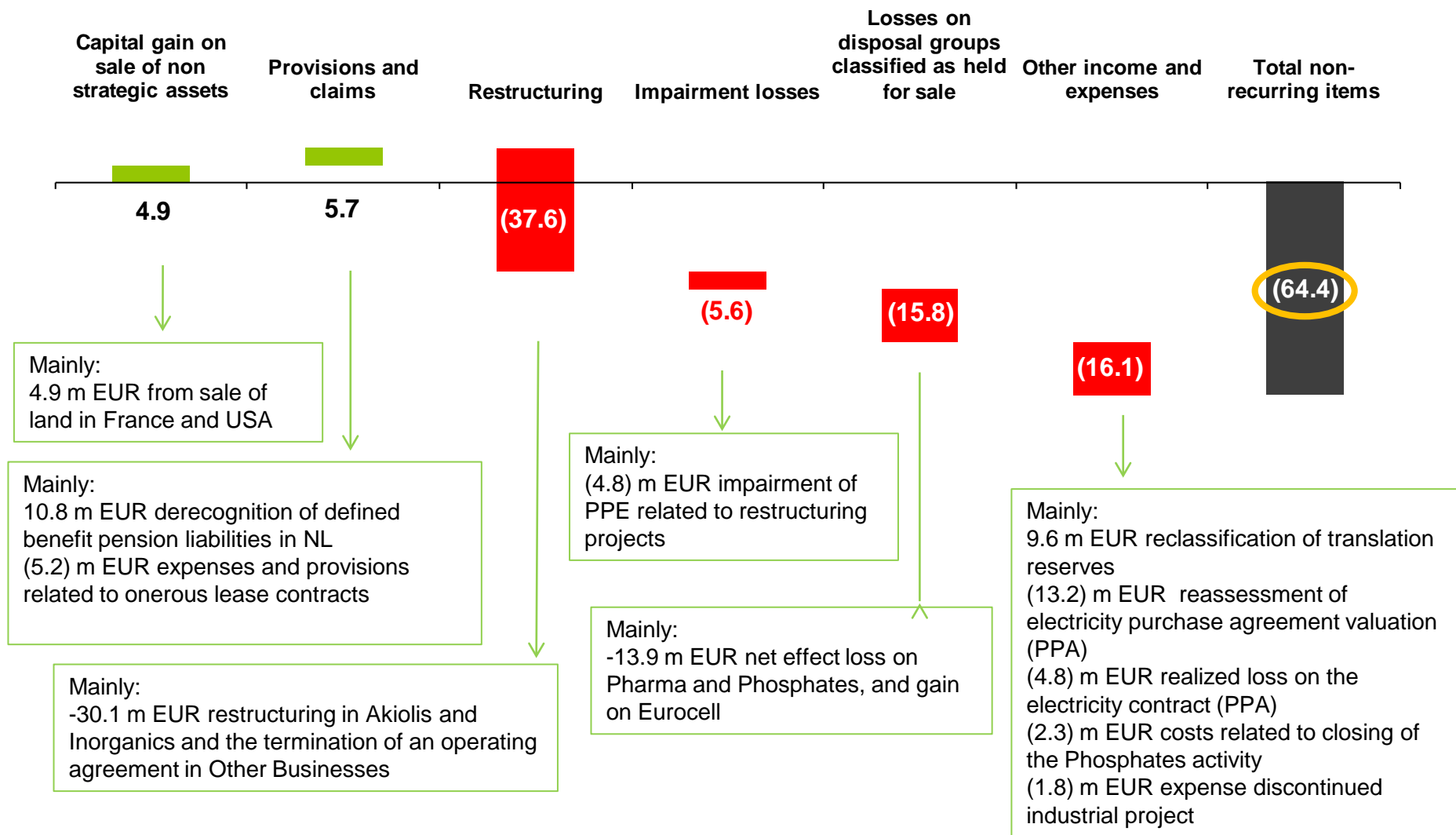
Mainly:
 10.8 m EUR derecognition of defined benefit pension liabilities in NL
 (3.3) m EUR recognition of provision for an onerous lease contract

Mainly:
 Measurement of disposal groups at the lower of their carrying amount and their fair value less cost to sell

Mainly:
 9.6 m EUR reclassification of translation reserves
 (13.2) m EUR reassessment of electricity purchase agreement valuation (PPA)
 (2.3) m EUR costs related to closing of the Phosphates activity
 (1.1) m EUR realized loss on the electricity contract (PPA)

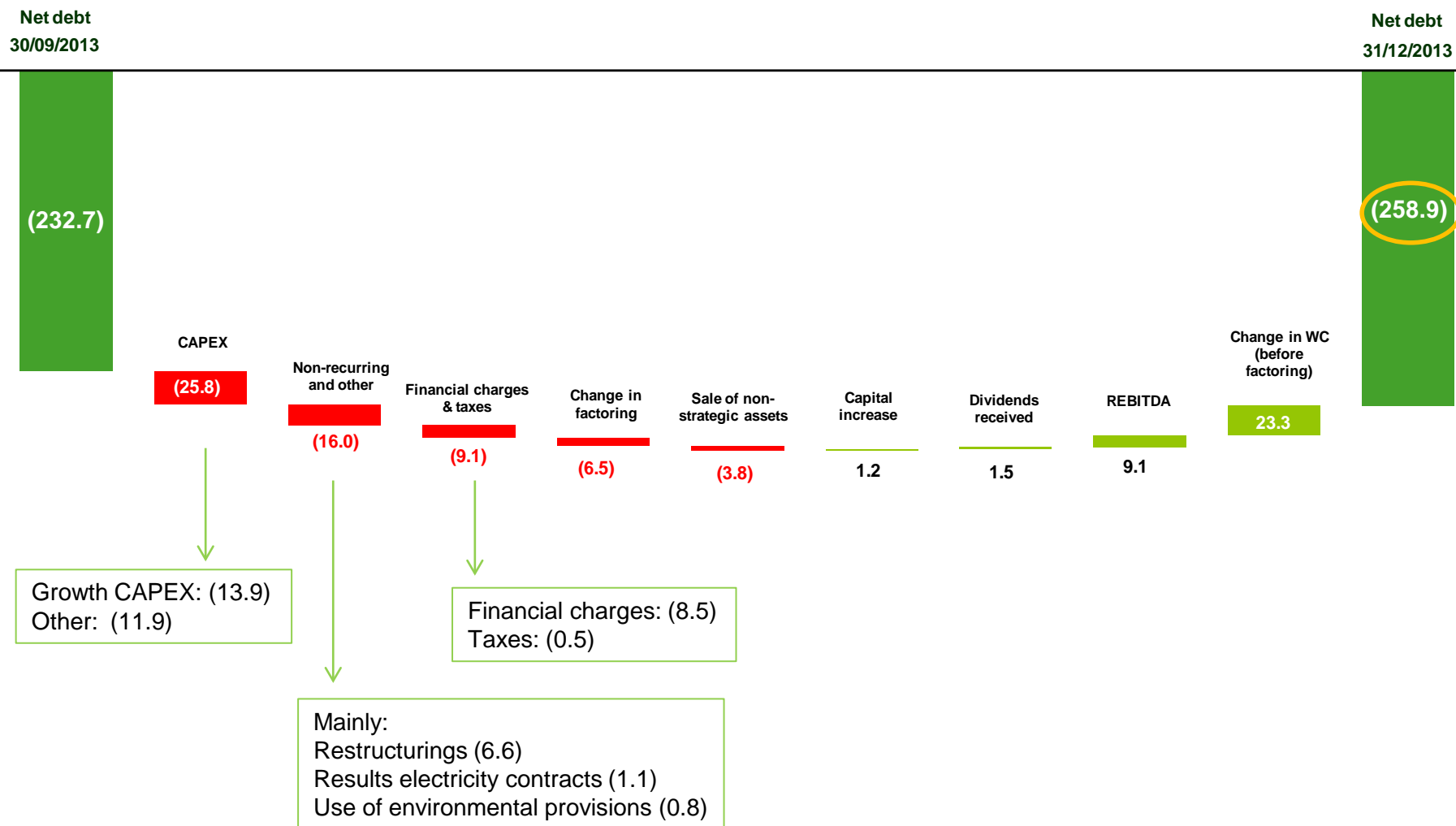
Non-recurring items FY13

Million EUR



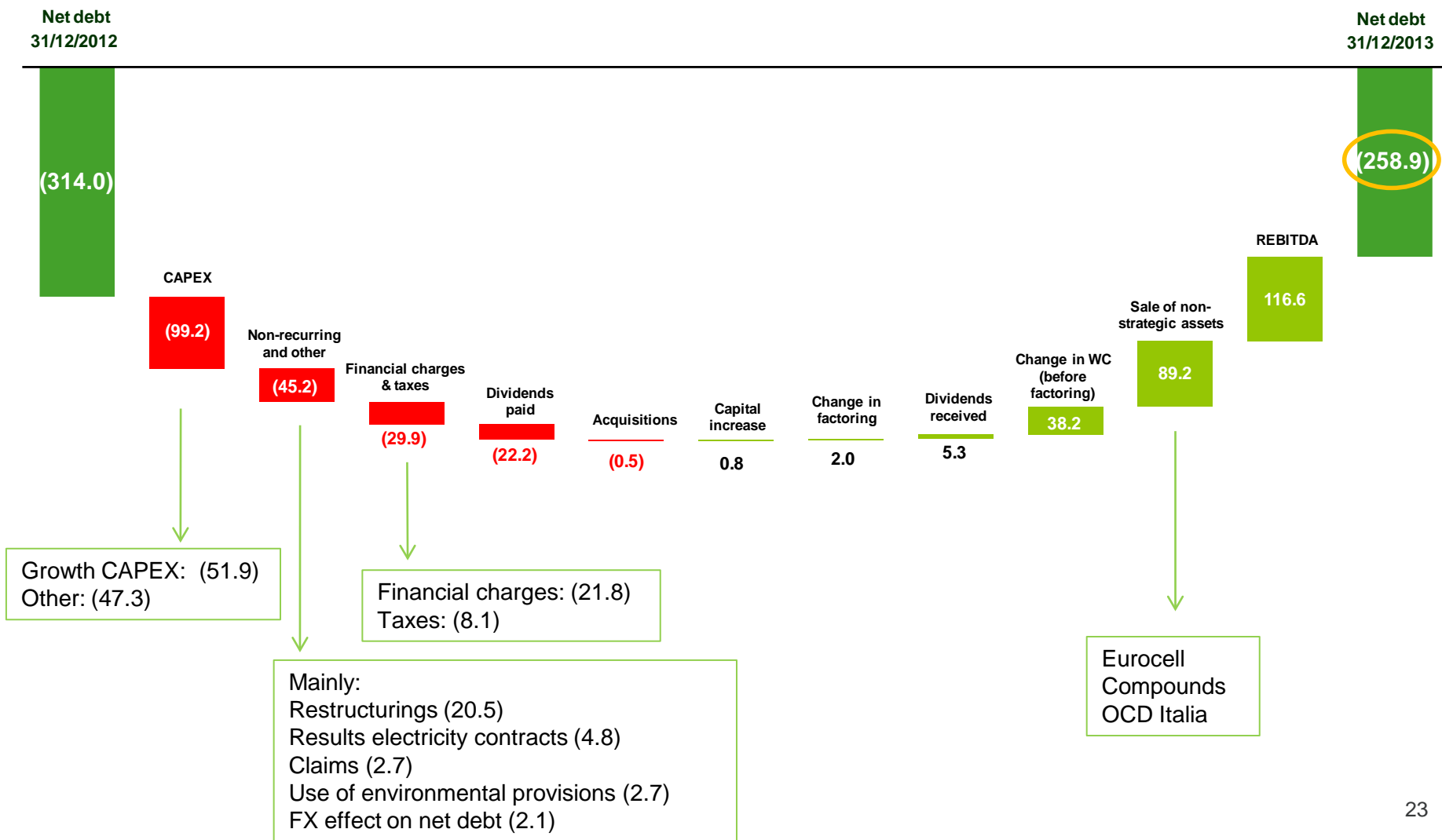
Net debt evolution 4Q13

Million EUR



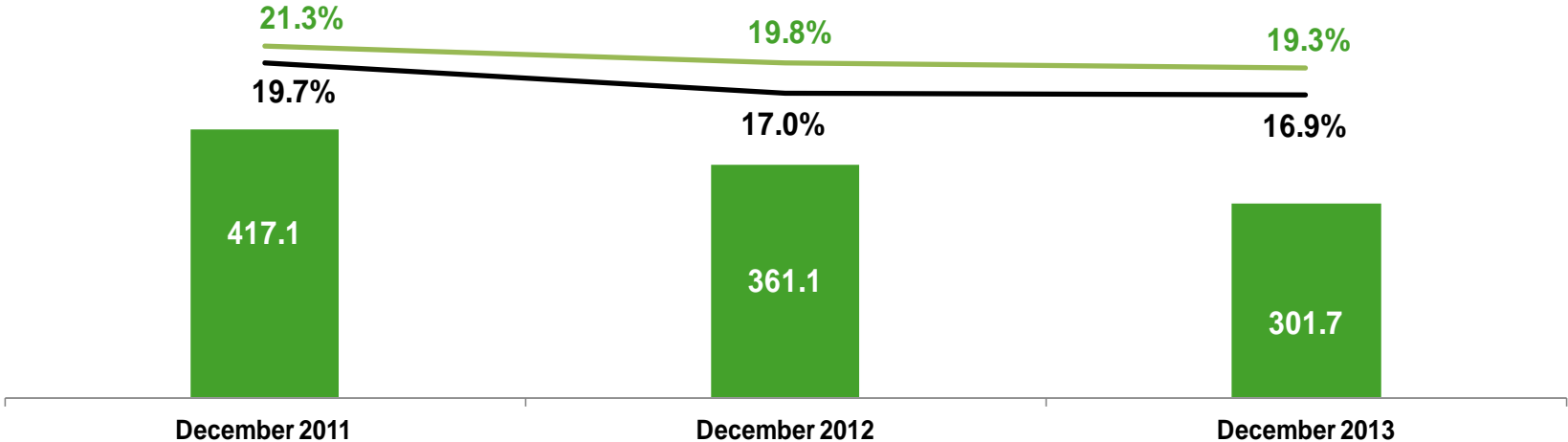
Net debt evolution FY13

Million EUR



Group Trade Working Capital

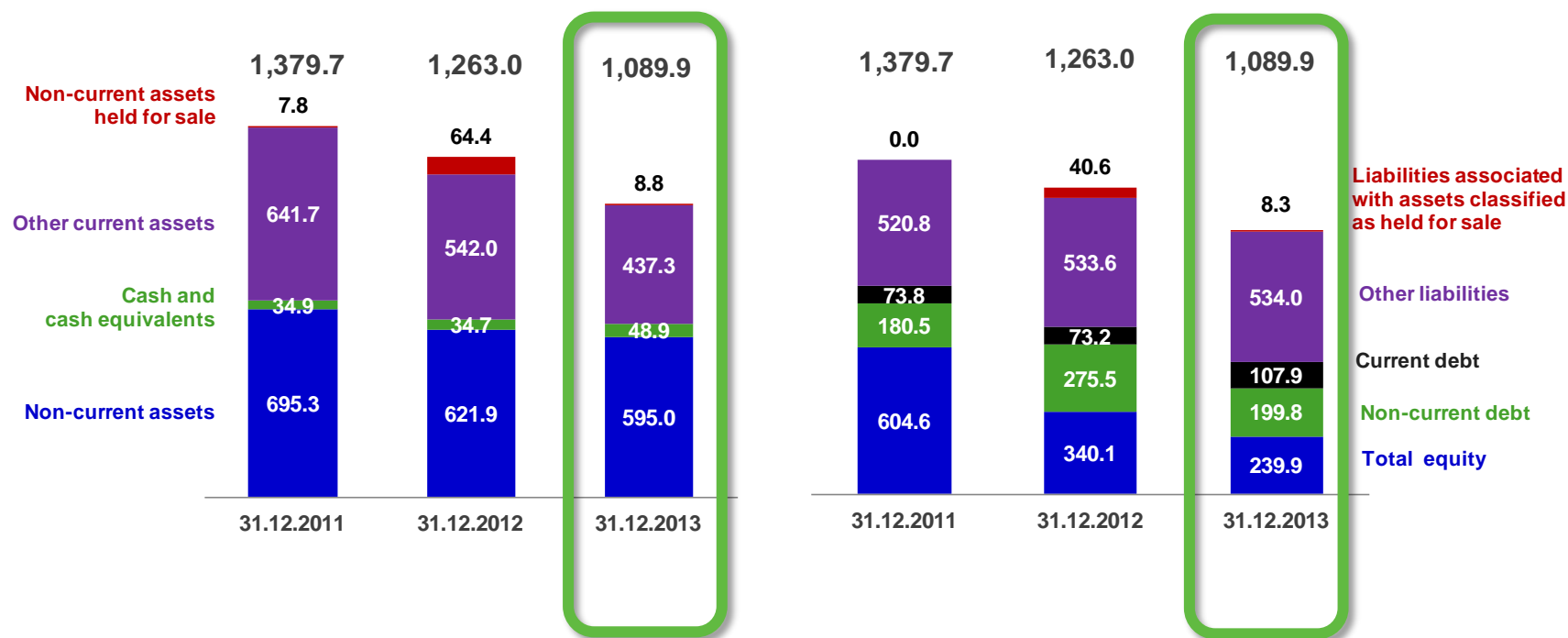
Million EUR



- Trade Working Capital excluding factoring
- Trade Working Capital excluding factoring/Last 12 months revenue (%)
- Normalized Trade Working Capital excluding factoring/Last 12 months revenue (%)

Balance Sheet

Million EUR



Appendix – new segmentation

Agro segment

- Tessenderlo Kerley Core (fertilizer activities)
- Tessenderlo Kerley International (fertilizer activities outside North America)
- NovaSource (crop protection activities)
- Sulphates

Bio-valorization

- Akiolis
- Gelatin

Industrial solutions

- Plastic Pipe Systems
- Mining
- Water Treatment
- MPR/ECS
- Sulfur Derivatives

Other

- Activities which have been sold or ended from January 2013 onwards



Tessenderlo Group is a worldwide specialty company, focused on food, agriculture, water management and on valorizing bio-residuals. The group employs about 5,000 people and is a leader in most of its markets, with a consolidated revenue of 1.8 billion EUR in 2013. Tessenderlo Chemie NV is listed on NYSE Eurolist by Euronext Brussels and is part of Next 150 and BEL Mid indices.

Financial News wires: Bloomberg: TESB BB – Reuters: TesBt.BR –
Datastream: B:Tes

4Q13 Results

February 26, 2014