# Westlake Chemical Partners LP



May 2015



## Westlake Chemical Partners LP

## Assets and Strategies to Promote Stable Growth of Cash Flows



Price = Feedstock Cost + Opex + Maintenance & Turnaround – Co-Product Credits + \$0.10 Margin Contract Structure Removes Commodity Risk From Ethylene Sold To Westlake Chemical

# Map of WLKP Operations CALVERT LONGVIEW LONGVIEW HOUSTON Ethylene Plants Mont Bekvieu-Longview Pipeline Wastake Chemical Partners Headquarters

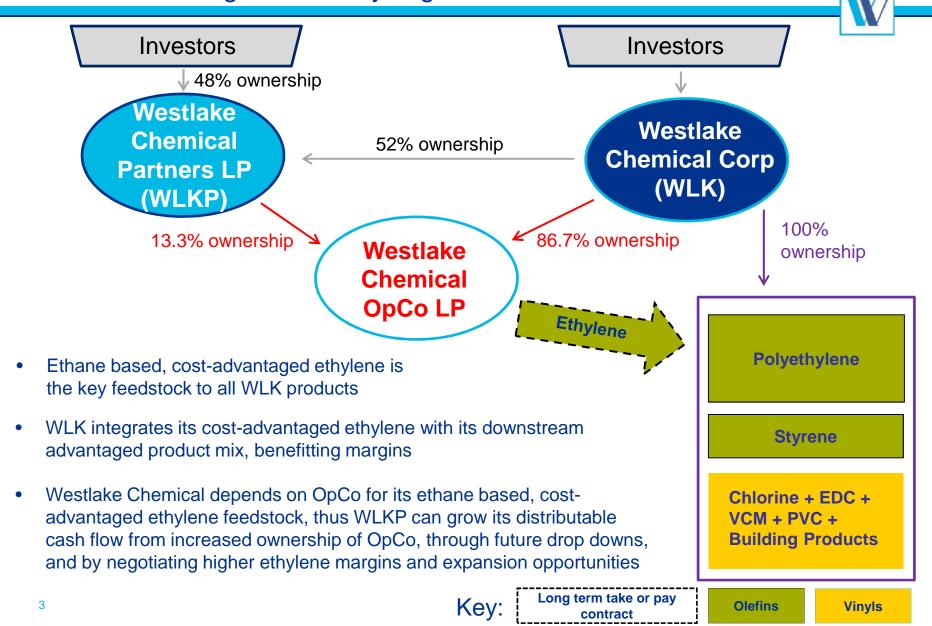
# Four potential levers of distributable cash flow growth for WLKP

- Periodic drop downs from OpCo
- Expansion opportunities
- Acquisition opportunities, either as WLKP or jointly with WLK
- Negotiate higher ethylene margins

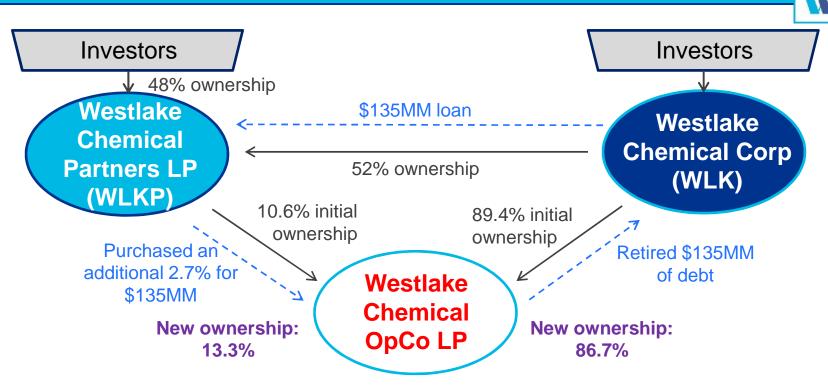
#### **Westlake Chemical Partners Assets**

- Lake Charles Petro 1 & 2- Two ethane-based ethylene production facilities with a combined capacity of ~2.7 billion pounds
- Calvert City Olefins- One ethane-based ethylene production facility located in Calvert City, Kentucky, with a
  production capacity of ~630 million pounds of ethylene per year
- Longview Pipeline- A 200-mile common carrier ethylene pipeline that runs from Mont Belvieu, Texas to the Longview, Texas chemical complex, which includes Westlake's Longview PE production facility

Westlake Chemical Partners LP & Westlake Chemical Corporation
Organizationally Aligned for Profitable Growth



# Westlake Chemical Partners LP Dropdown Mutually Beneficial Transaction



- WLKP's April 2015 drop down of an additional 2.7% of OpCo generates cash flows to support an annual low double-digit growth rate in distributions to unit holders
- 11x EBITDA transaction multiple is a significant discount to WLP's trading multiple and a significant premium to WLK's trading multiple – mutual benefit
- Intercompany credit agreement is on market terms with the intention to roll into public debt at a future time

## Westlake Chemical Corporation

A Leading Integrated Plastics Materials Company





**Net Sales** 

EBITDA (1)

Net Income (2)

(LTM Q1 2015)

\$4,491 Million

\$1,330 Million

\$667 Million

#### **Olefins**

\$2,584 million

58%

**Net Sales** 

% of Total

### **Vinyls**

\$1,907 million

42%

#### **OUR MISSION**

- profitable growth ...
- in businesses we understand...
- globally in areas we can gain an edge...
- in a disciplined and opportunistic manner



# Westlake Chemical Partners LP Key Investment Highlights



The Partnership was formed to operate, acquire and develop ethylene production facilities and related assets to sell ethylene to Westlake Chemical Corporation (WLK), via an affiliate (OpCo) on a stable, fee-based price for WLK to produce its polymer products of PVC and PE

<b>Positive Industry</b>	,
<b>Fundamentals</b>	

Shale gas plays are providing low cost ethylene. Industry consultants forecast continued advantaged feedstock to benefit North American ethane-based ethylene crackers

#### Strategic Relationship with Westlake

Upcoming expansion, plus a multi-year drop down inventory of high-quality, well-maintained assets will drive WLKP's growth

# Stable and Predictable Cash Flows

Ethylene Sales Agreement designed to provide stable margin on 95% of production, with 5% sold to third parties at currently higher market prices and margins

# Strategically Located Assets with Long History of Reliable Operations

Reliable, efficient assets located near ample feedstock supply with high historical utilization and operating rates exceeding North American industry average

## Westlake Chemical Partners LP

## **Business Strategies**



Generate Stable,
<b>Fee-Based Cash</b>
Flow

Ethylene Sales Agreement designed to provide stable margin on 95% of production, with 5% sold to third parties at currently higher market prices and margins

# Focus on Operational Excellence

Maximize the throughput of our production facilities while providing safe, reliable and efficient operations

## Increase our Ownership of OpCo

Increase our ownership interest in OpCo over time either by dropping down interests from OpCo or by purchasing outstanding interests in OpCo from WLK

Purchased 2.7% of OpCo for \$135 million in 2Q 2015.

# Pursue Organic Growth Opportunities

Enhance the profitability of OpCo's existing assets by pursuing growth opportunities including capacity expansion projects

Expanding Petro1 by approximately 250 pounds of ethylene in 2016

# Pursue Growth Opportunities Through Acquisitions

Pursue acquisitions of complementary assets from third parties

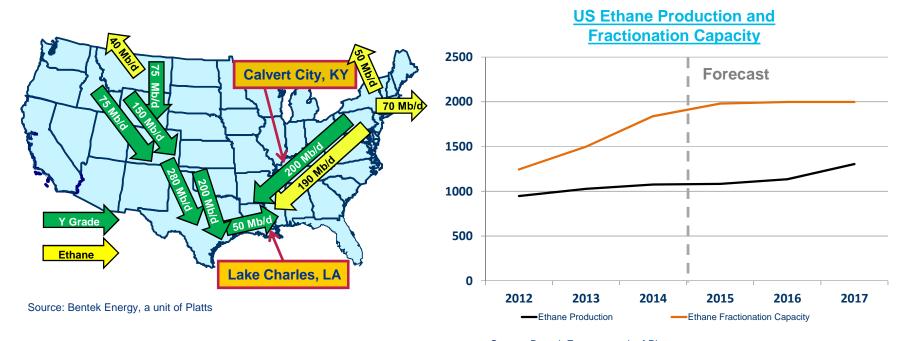
#### **Expand Margin**

Negotiate higher ethylene margins

# Ethane Supply in the US Positive Industry Fundamentals



- Supply of natural gas and NGLs have risen dramatically from shale and tight rock formations in the US, driving down natural gas and ethane prices domestically
- NGL production has increased in almost all the basins and shale plays with Bakken, Eagle Ford,
   Permian, Rockies and Marcellus being a few of the most prolific NGL producing regions
- US ethane fractionation capacity has risen in response to increasing NGL production, creating a
  domestic supply surplus



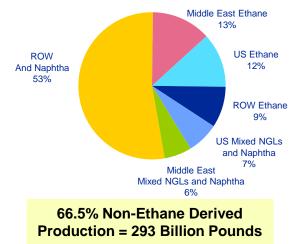
# Ethylene Prices Set on Global Basis Positive Industry Fundamentals



#### **Ethylene Industry Overview**

- World's most widely used petrochemical
  - Building block for a number of derivatives such as PE and PVC
- Principal feedstocks are petroleum liquids (e.g. naphtha) and NGLs (e.g. ethane)
  - Ethylene derivatives are widely transported globally, establishing a global price for key derivatives and consequently for feedstock ethylene
  - 66.5% of the world's ethylene production is derived from higher priced naphtha-based feedstocks
  - Naphtha-based feedstocks are currently more expensive in the US, where US ethane prices are highly correlated to natural gas prices
  - With naphtha-based ethylene representing ~2/3 of the world's ethylene production setting the global price for ethylene, US ethane-based ethylene producers enjoy comparatively higher margins
- WLKP's ethylene production is 100% ethane capable
- US ethane-based ethylene margins are forecasted to remain attractive and well in excess of \$0.10 per pound

#### **2014 Global Ethylene Volume by Feedstock**

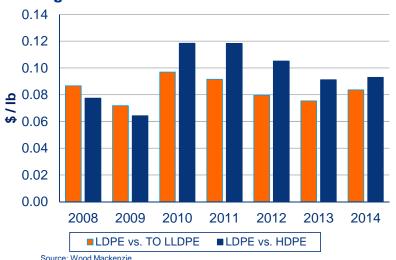


Source: Wood Mackenzie

## WLK: Advanced Product Mix and Positive Industry Fundamentals

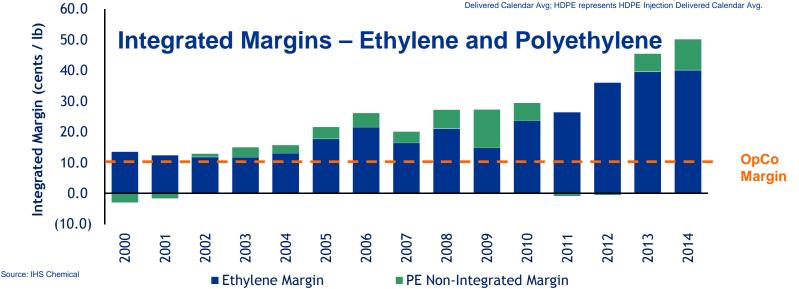
- Integration is critical as vast majority of PE profitability is captured in ethylene, not the downstream polymer
- WLK's PE production is focused on LDPE, not HDPE and LLDPE
  - 62% of WLK's PE capacity is LDPE, remainder is LLDPE
  - Global capacity increases in PE are more heavily weighted toward more commoditized HDPE and LLDPE
  - LDPE tends to command higher margins
  - US LLDPE demand is expected to grow at 7.2% CAGR ('13-'18)

#### **Superior Product Mix** Margin Differential of LDPE vs. Other PE Grades<sup>(1)</sup>

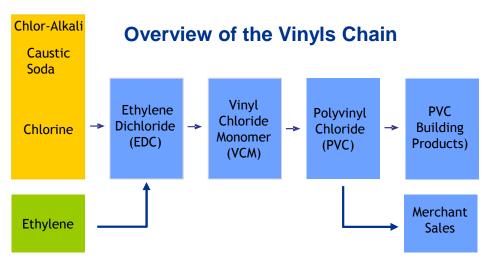


Source: Wood Mackenzie

LDPE represents LDPE Film Clarity Delivered Calendar Avg.; LLDPE represents LLDPE Butene Delivered Calendar Avg; HDPE represents HDPE Injection Delivered Calendar Avg.

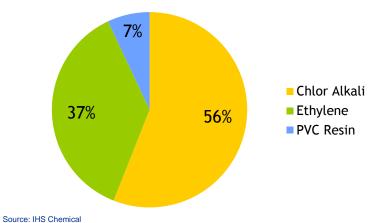


# Low Cost Producer of PVC Due to High Integration Positive Industry Fundamentals

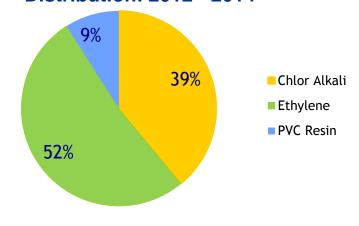


- Majority of Chloro-vinyls margin captured in chlor-alkali and ethylene
  - Resin production generates small portion of total integrated margin
- Most producers are integrated into chlor-alkali, not ethylene
  - In North America, only Westlake in the USA and Formosa are integrated into both
  - Integration has historically allowed Westlake to operate its chloro-vinyls plants at higher operating rates than US industry average and enjoy strong margins
- Through backward integration into chlor-alkali (shale gas based power) and ethylene (shale gas based ethane), Westlake is one of the lowest cost producers globally
  - Able to export cost competitive PVC, minimizing exposure to domestic housing cycle

## Typical Vinyls Industry Margin Distribution Over the Last Cycle

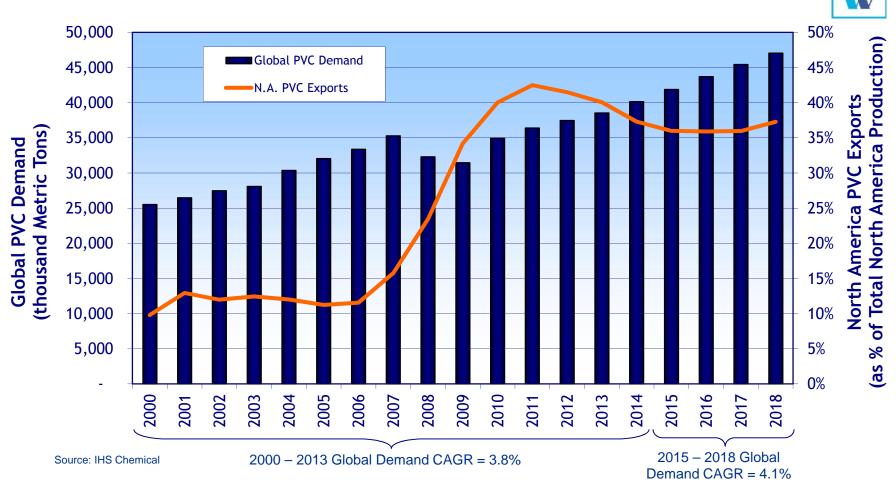


## Vinyls Industry Margin Distribution: 2012 - 2014



Source: IHS Chemical

# Growing Global PVC Demand Supports Exports



- Global growth in PVC demand has reverted to pre-recession levels
- Global growth in PVC demand and advantaged feedstocks in PVC production supports North American production
- Producers with a high level of integration benefit with EBITDA margins over the cycle

# Key Investment Drivers Stable and Predictable Cash Flows



#### Initial term through December 31, 2026 with an automatic annual renewal mechanism thereafter unless terminated by either party Requires WLK to purchase 95% of OpCo's planned ethylene production each year, with a maximum commitment of 3.8 billion pounds per year **Overview** If OpCo's actual production is in excess of planned ethylene production, WLK will have the option to purchase up to 95% of production in excess of planned production Remaining 5% of ethylene produced will be sold to third parties at currently higher market prices and margins WLK's purchase price of ethylene under the Ethylene Sales Agreement will be calculated on a per pound basis and includes: Actual price paid by OpCo for the feedstock and natural gas to produce each pound of ethylene; plus **Key Pricing** Estimated operating costs ("Opex") (including selling, general and administrative expenses) for the year and a 5-year average of future expected maintenance capital expenditures and other **Terms** turnaround expenditures; less Proceeds received by OpCo from the sale of co-products associated with the production of ethylene purchased by Westlake; plus \$0.10 per pound margin

#### Pricing Formula Promotes Stable Fee-Based Cash Flows

Price = Feedstock Cost + Opex + Maintenance & Turnaround – Co-Product Credits + \$0.10 margin

# Key Investment Drivers Strategically Located Assets



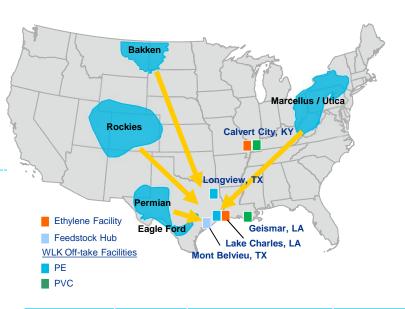
Lake Charles Olefins

- Two ethane-based ethylene production facilities at Westlake's Lake Charles, Louisiana complex
- Combined production capacity of ~2.7 billion pounds of ethylene per year
  - Primarily consumed by Westlake in the production of chemicals including PE and PVC

Calvert City Olefins

- One ethane-based ethylene production facility located in Calvert City, Kentucky, with a production capacity of ~630 million pounds of ethylene per year
  - Primarily consumed by Westlake in the production of higher value-added chemicals including PVC

Longview Pipeline A 200-mile common carrier ethylene pipeline that runs from Mont Belvieu, Texas to the Longview, Texas chemical complex, which includes Westlake's Longview PE production facility



Plant Location	Annual Capacity (MMlbs)	Feedstock	Primary Use of Ethylene
Lake Charles, LA (Petro 1)	1,250	ethane	PE and PVC
Lake Charles, LA (Petro 2)	1,490	ethane, ethane/propane mix, propane, butane or naphtha	PE and PVC
Calvert City, KY (Calvert City Olefins)	630	ethane or propane	PVC

## WLKP Financial Strategy



## Protect and Grow Distributions

- Maintain financial flexibility to protect and grow distributions
- Conservative total unit distribution coverage target of 1.10x at IPO
  - Approximately 50% subordination structure
- Pursue attractive organic growth projects, increase stake in OpCo and pursue acquisition opportunities
  - Acquired additional 2.7% of OpCo for \$135MM in 2Q 2015 to grow distributions

### Conservative Leverage and Financial Flexibility

- Maintain conservative target leverage ratios at WLKP and OpCo
- Substantial liquidity via a \$600 million credit facility between Westlake and OpCo
- Minimal working capital requirements both at OpCo and WLKP
- WLKP has a strong balance sheet and can use leverage to fund future drop downs.
- Established a \$300MM line of credit in 2Q 2015 to fund additional growth

## Comparable Leverage Metrics



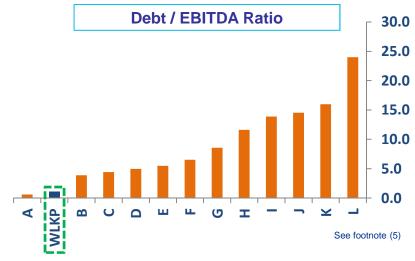
# WLKP is well capitalized and has significant financial flexibility to fund future growth with its strong and supportive Parent WLK

#### Westlake Partners Pro Forma, Post IPO Leverage & Liquidity

(in millions)	Pro Forma (6/30/2014)	Liquidity (in millions)	Actual as of 3/31/2015
NTM EBITDA (1)	\$445	Cash and Equivalents(3)	\$144.9
Debt / EBITDA (1,2)	0.4x	Plus: Available Credit Facility	\$509.3
		Total Liquidity	\$654.2

## A Strong Balance Sheet to Provide Financial Stability





- (1) See page 18
- (2) Amount represents OpCo debt.
- (3) Pro forma amount reflects the initial turnaround reserve balance from the proceeds contributed to OpCo from the initial public offering.
- (4) Peers: OILT, SXCP, WES, DPM, PSXP, EQM, ACMP, LGP, RRMS, TLLP, DKL, PBFX as of latest date information is available in Bloomberg (9/30/2014)
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## **Key Investment Drivers**







## Westlake Chemical Partners LP

## Reconciliation of EBITDA to Net Income (Loss)



Westlake Partners LP:	Forecasted for 12 months ending June 2015
(3)	

Net Income	\$354.1
add:	
Depreciation and Amortization	80.4
Net interest and other financial costs (1)	9.4
Provision for income taxes (2)	1.6
EBITDA	\$445.5

All amounts are in \$MM

#### Notes:

<sup>(1)</sup> Includes, on a 100% basis: interest expense attributable to OpCo's intercompany borrowings with Westlake; interest income on approximately \$55.4 million of the net proceeds from this offering that OpCo will retain to fund future turnaround expenses.

<sup>(2)</sup> Includes the estimated provision for state margin tax.

<sup>(3)</sup> As per the S-1 filing on July 29, 2014

# Reconciliation of EBITDA to Net Income (Loss) and to Cash Flow from Operating Activities (in \$ thousands)

	2006	2007	2008	2009	2010	2011	2012	2013	2014	LTM 1Q 2015
Adjusted EBITDA  Debt Retirement Cost	\$411,183 (25,853)	\$280,893	\$ 87,861	\$ 236,909	\$ 511,567 \$ -	583,821	\$ 779,841 (7,082)	\$ 1,118,062 \$	1,329,756	\$ 1,330,236
EBITDA	385,330	280,893	87,861	236,909	511,567	583,821	772,759	1,118,062	1,329,756	1,330,236
Less:										
Income Tax (Provision) Benefit	(87,990)	(44,228)	28,479	(25,758)	(121,567)	(142,466)	(199,614)	(331,747)	(398,902)	(393,904)
Interest Expense	(16,519)	(18,422)	(33,957)	(34,957)	(39,875)	(50,992)	(43,049)	(18,082)	(37,352)	(37,786)
Depreciation & Amortization	(86,262)	(103,514)	(111,926)	(123,199)	(128,732)	(131,397)	(144,542)	(157,808)	(208,486)	(221,155)
Noncontrolling Interests	-	-	-	-	-	-	-	-	(6,493)	(10,558)
Net Income (Loss) attributable to WLK	194,559	114,729	(29,543)	52,995	221,393	258,966	385,555	610,425	678,524	666,833
Noncontrolling Interests	-	-	-	-	-	-	-	-	6,493	10,558
Changes in operating assets & liabilities	28,773	(57,849)	229,511	151,320	47,412	85,855	232,707	48,572	288,392	277,013
Deferred income taxes	13,852	5,286	(13,879)	31,207	14,153	14,114	5,793	93,732	58,967	56,023
Cash flow from operating activities	237,184	62,166	186,089	235,522	282,958	358,935	624,054	752,729	1,032,376	1,010,427
Olefins EBITDA	212,605	220,666	38,090	260,493	546,553	548,994	654,568	943,597	1,126,172	1,046,333
Vinyls EBITDA	192,526	65,644	51,540	(17,124)	(19,968)	48,083	130,977	207,197	247,086	333,239
Corporate EBITDA	(19,801)	(5,417)	(1,769)	(6,460)	(15,018)	(13,256)	(12,786)	(32,732)	(43,502)	(49,336)
Westlake Adjusted EBITDA	385,330	280,893	87,861	236,909	511,567	583,821	772,759	1,118,062	1,329,756	1,330,236

Note 1 from page 2: Non-GAAP Financial Measures

This presentation includes the non-GAAP measure EBITDA. A reconciliation to net income and to cash flow from operating activities is included above.

## Safe Harbor Language



This presentation contains certain forward-looking statements. Actual results may differ materially depending on factors such as general economic and business conditions; the cyclical nature of the chemical industry; the availability, cost and volatility of raw materials and energy; uncertainties associated with the United States and worldwide economies, including those due to political tensions in the Middle East, Ukraine and elsewhere; current and potential governmental regulatory actions in the United States and regulatory actions and political unrest in other countries; industry production capacity and operating rates; the supply/demand balance for our products; competitive products and pricing pressures; instability in the credit and financial markets; access to capital markets; terrorist acts; operating interruptions (including leaks, explosions, fires, weather-related incidents, mechanical failure, unscheduled downtime, labor difficulties, transportation interruptions, spills and releases and other environmental risks); changes in laws or regulations; technological developments; our ability to implement our business strategies; creditworthiness of our customers; and other factors described in our reports filed with the Securities and Exchange Commission. Many of these factors are beyond our ability to control or predict. Any of these factors, or a combination of these factors, could materially affect our future results of operations and the ultimate accuracy of the forward-looking statements. These forward-looking statements are not guarantees of our future performance, and our actual results and future developments may differ materially from those projected in the forwardlooking statements. Management cautions against putting undue reliance on forward-looking statements. Every forwardlooking statement speaks only as of the date of the particular statement, and we undertake no obligation to publicly update or revise any forward-looking statements.

Steve Bender
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