

# NAPTP 2015 MLP Investor Conference

May 21, 2015

# Forward-Looking Statements



Some of the information included in this presentation constitutes "forward-looking statements." All statements in this presentation that express opinions, expectations, beliefs, plans, objectives, assumptions or projections with respect to anticipated future performance of SunCoke Energy, Inc. (SXC) or SXCP, in contrast with statements of historical facts, are forward-looking statements. Such forward-looking statements are based on management's beliefs and assumptions and on information currently available. Forward-looking statements include information concerning possible or assumed future results of operations, business strategies, financing plans, competitive position, potential growth opportunities, potential operating performance improvements, the effects of competition and the effects of future legislation or regulations. Forward-looking statements include all statements that are not historical facts and may be identified by the use of forward-looking terminology such as the words "believe," "expect," "plan," "intend," "anticipate," "estimate," "predict," "potential," "continue," "may," "will," "should" or the negative of these terms or similar expressions.

Although management believes that its plans, intentions and expectations reflected in or suggested by the forward-looking statements made in this presentation are reasonable, no assurance can be given that these plans, intentions or expectations will be achieved when anticipated or at all. Moreover, such statements are subject to a number of assumptions, risks and uncertainties. Many of these risks are beyond the control of SXC and SXCP, and may cause actual results to differ materially from those implied or expressed by the forward-looking statements. Each of SXC and SXCP has included in its filings with the Securities and Exchange Commission cautionary language identifying important factors (but not necessarily all the important factors) that could cause actual results to differ materially from those expressed in any forward-looking statement. For more information concerning these factors, see the Securities and Exchange Commission filings of SXC and SXCP. All forward-looking statements included in this presentation are expressly qualified in their entirety by such cautionary statements. Although forward-looking statements are based on current beliefs and expectations, caution should be taken not to place undue reliance on any such forward-looking statements because such statements speak only as of the date hereof. SXC and SXCP do not have any intention or obligation to update publicly any forward-looking statement (or its associated cautionary language) whether as a result of new information or future events or after the date of this presentation, except as required by applicable law.

This presentation includes certain non-GAAP financial measures intended to supplement, not substitute for, comparable GAAP measures. Reconciliations of non-GAAP financial measures to GAAP financial measures are provided in the Appendix at the end of the presentation. Investors are urged to consider carefully the comparable GAAP measures and the reconciliations to those measures provided in the Appendix.

# About SXC and SXCP



# Raw materials processing and handling company with growth opportunities in cokemaking, coal logistics & other industrial verticals



- General Partner & 56% LP owner of SXCP, with 100% of IDRs
- Capitalized to finance and develop long-term growth projects
- Allocate capital to shareholders via dividends and share repurchase

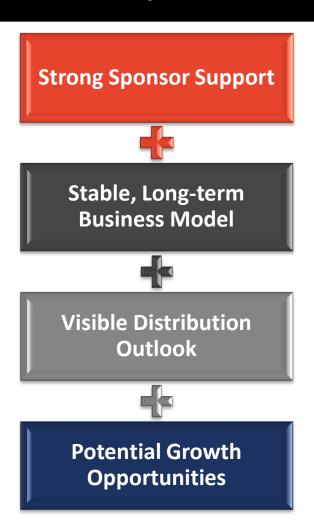


- Long-term, fee-based, take-or-pay contracts that generate stable cash flow with minimal commodity risk
- Significant growth opportunities via dropdowns and acquisitions
- Significant flexibility to fund growth with cash, debt and equity

# **SXCP Investment Thesis**



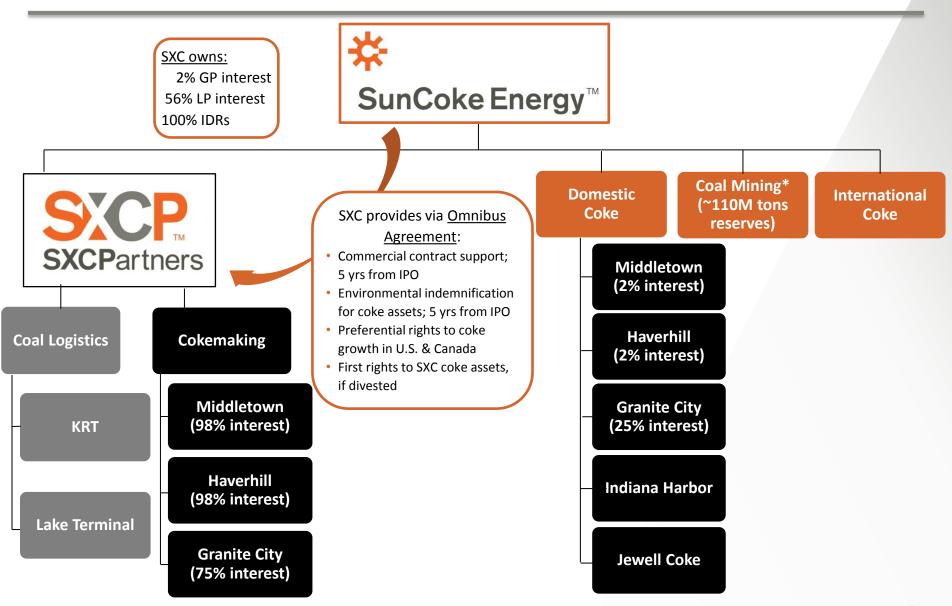
### Well positioned to drive long-term value creation



Significant
Investor Value
Proposition

# SXC & SXCP Organizational Structure 💢 sxcp





# **Business Verticals**



# Raw materials processing and handling company with growth opportunities in cokemaking, coal logistics & other industrial verticals

### **Current Business**



### **Cokemaking**

- 6.3M tons total global capacity;
   4.2M tons in U.S.
- Fee-based, take-or-pay contracts with key commodity and operating pass-through provisions
- Technology meets or exceeds environmental standards



### **Coal Logistics**

- Strategically located coal handling terminals with access to rail, barge and truck
- Fee per ton handled, limited commodity risk
- Long-term customer relationships

### **Future Platforms**



### **Industrial Materials**

 Actively pursuing MLPqualifying industrial materials processing and handling assets

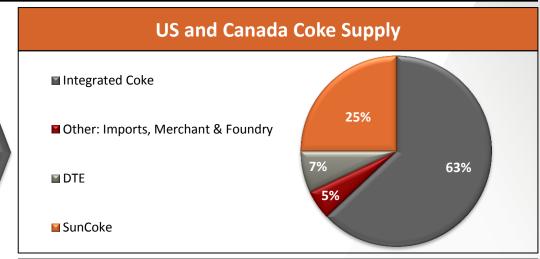
# Coke Market Dynamics

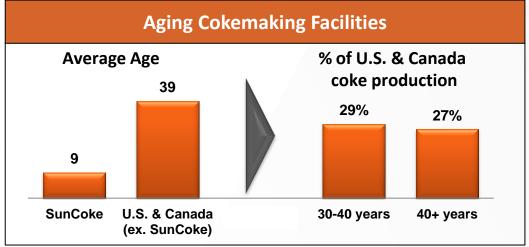


### Coke is an essential ingredient in blast furnace steel production

### **Coke Market Overview**

- U.S. BF/BOF steel production outlook driven by automotive & construction
  - Serve strategic customer blast furnace assets that primarily support auto industry
- Expected stable coke utilization implies continued demand of 14Mt – 17Mt
- Macro thesis playing out with recent coke battery retirements
  - ~1.1Mt capacity retired YTD 2015
  - Anticipate ~1Mt shortage by 2018





# Stable Cokemaking Business Model 🔆



# Long-term, take-or-pay contracts coupled with commercial protection via Omnibus Agreement insulate business from industry cyclicality

Key Contract Provisions/Terms					
Fixed Fee	<b>√</b>				
Take-or-Pay	<b>√</b>				
Termination Provisions	<b>√/≭</b> <sup>(1)</sup>				
Contract Duration	15 – 20 years				
Avg. Remaining Contract Life	9 years				
Pass-through provisions:					
Cost of Coal	✓				
Coal Blending & Transport	✓				
Operating & Maintenance Costs	✓				
Taxes (ex. Income Taxes)	✓				
Changes in Regulation	✓				

### **Contract Value Propositions**

- Customers required to **take all the coke** we produce up to contract maximum
- Long-term, take-or-pay nature provides stability during market & industry downturns
- Additional commercial support from Omnibus Agreement
- Commodity risk minimized by passing through coal, transportation
   & certain operating costs to customer
- No early termination without default, except one contract under limited circumstances<sup>(1)</sup>
- Counterparty risk mitigated by contracting with customers' respective parent companies

✓ Positioned as primary source of coke supply at customers' strategic blast furnace assets

<sup>(1)</sup> AK Steel contract at Haverhill 2 has termination right only with permanent closure of blast furnace steelmaking at their Ashland, KY facility and no replacement production elsewhere. AK must also provide 2-year notice and pay significant fee if termination right exercised prior to 2018.

# Coal Logistics



# Coal Logistics complements our cokemaking business and broadens exposure to industrial customers



### **Platform for Growth**

Strategically located assets with access to barge, rail and truck

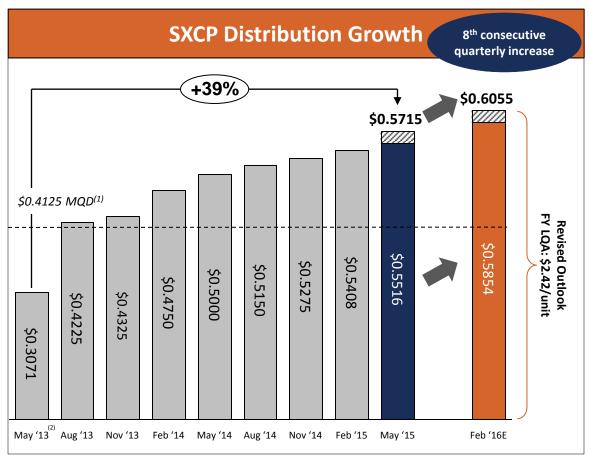
**Experienced management team** capable of driving growth

Broadening customer base diversifies credit and market risk

# Distribution Performance



# Delivered 39% increase in cash distributions on strength and stability of existing business



- Anticipate raising cash distributions per unit 6% in 2015
  - Projected Q4 2015 per unit rate of \$0.6055, or \$2.42 annualized
- Outlook reflects tighter targeted coverage ratio
  - Long-term, stable cash flows and minimal commodity risk
  - Strong liquidity position with >\$90M cash

<sup>(1)</sup> MQD – Minimum quarterly distribution.

<sup>(2)</sup> Actual distribution pro-rated to reflect timing of SXCP IPO.

# Dropdown Outlook & Considerations SXCP

# Expect future coke asset dropdowns will contribute ~\$100M to Adj. EBITDA and support additional per unit cash distribution increases

Completed

# Haverhill & Middletown (33%) and Granite City (75%)

 Completed two dropdowns since expiration of SXC tax sharing agreement

### **Strategy for Future Dropdowns**

- Market conditions continue to govern I timing of future dropdowns
- 2 Remain ready to execute

Q2 2015

### **Granite City (23%)**

 Anticipate dropdown of 23% interest of Granite City during second quarter

> 2H 2015 and Beyond

### **Complete Remaining Dropdowns**

- Haverhill, Middletown and Granite City (2%)
- Jewell Coke (100%) Ready 2H 2015E
- Brazil Coke (100%) Ready 2H 2015E
- Indiana Harbor (100%) After two consecutive quarters of stable operations

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# Flexibility to Fund Growth



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# Multiple levers at SXC & SXCP provide flexibility to fund dropdowns and growth opportunities

Ability to Leverage Both SXC & SXCP Balance Sheets



Structuring and Financing Flexibility

- Executed amendment to increase SXCP leverage covenant from 4.0x to 4.5x
- Amended SXCP shelf to enable preferred equity issuance
- Potential for SXC & SXCP to co-invest in projects
- Approximately \$165M of combined cash
- Approximately \$400M combined revolver capacity
- Accumulating excess cash at SXCP via coverage and replacement CapEx accrual

✓ Ability to compete for and execute transformative M&A or bolt-on transactions

# Platforms for Growth



# Actively developing pipeline of long-term growth opportunities across several new material handling verticals

M&A Guardrails

### Disciplined pursuit of long-term growth opportunities

# Strategic Fit Financial Fit Actionability • Leverage core competencies • Stable cash flow outlook • Provide platform for additional growth • Limited commodity risk • Qualifying income generating

# **Growth Opportunities**

### Several industrial verticals can benefit from MLP structure

**Activated Carbon** 

Salt

**Industrial Clays** 

**Wood Pellets** 

Limestone

Soda Ash/Bicarb



Continued pursuit of coal handling/logistics bolt-on acquisitions and development of steel-facing greenfield projects

# **SXCP Investment Thesis**



### Well positioned to drive long-term value creation

Strong Sponsor Support

 Customer and environmental risk borne by SXC via Omnibus Agreement



Stable, Long-term Business Model

- Secure, take-or-pay contracts insulate business from steel cyclicality
- Minimal commodity risk



Visible Distribution
Outlook

- Increased 2015 distribution outlook above prior guidance to reflect stability of business
- Remaining coke asset dropdowns provide further distribution growth



Potential Growth Opportunities

- Building robust pipeline of long-term growth targets
- Maintain financial flexibility to pursue M&A opportunities

Significant
Investor Value
Proposition



Investor Relations 630-824-1987 www.sxcpartners.com

# **APPENDIX**



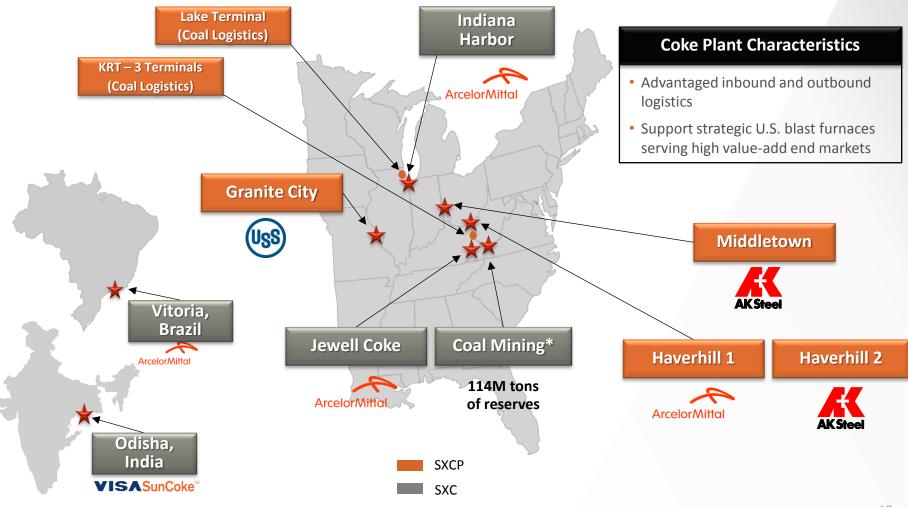
# SUNCOKE'S COKEMAKING TECHNOLOGY AND COKE MARKET OVERVIEW



# Our Operations



### Operations located to serve customers' most strategic assets



# Strategic Customer Blast Furnace Assets \*\* SXCP



### Our cokemaking assets supply coke to our customers' strategic blast furnaces

Customer	Asset Supported	Primary Product Line	Comment				
	Middletown	Auto	One of the most productive BF in the country				
AK Steel	Ashland	Auto	<ul> <li>\$19 million BF reline in 2014; now operating at full capacity</li> </ul>				
	Indiana Harbor	Auto	<ul> <li>Largest BF in western hemisphere</li> <li>\$90 million reline in 2014 to enable operations through 2026</li> </ul>				
ArcelorMittal	Cleveland	Auto	<ul> <li>\$64 million BF reline in 2013 to increase capacity by ~10%</li> </ul>				
USS	Granite City	Construction/Energy	<ul> <li>Installing new casters to increase range of products</li> </ul>				

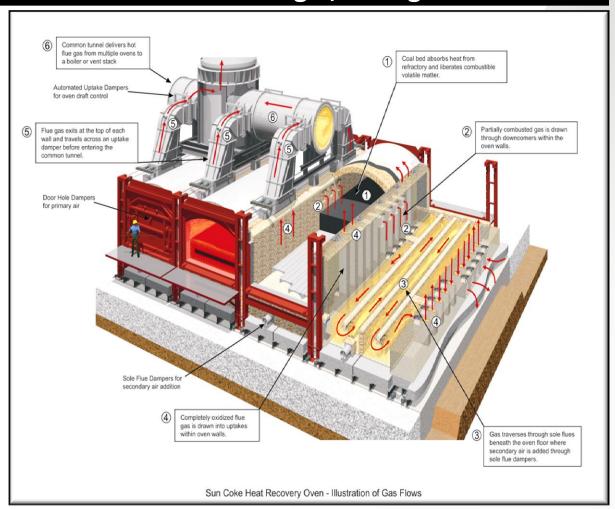
# SunCoke's Cokemaking Technology 🔆



# Our industry-leading cokemaking technology meets U.S. EPA MACT standards and makes larger, stronger coke

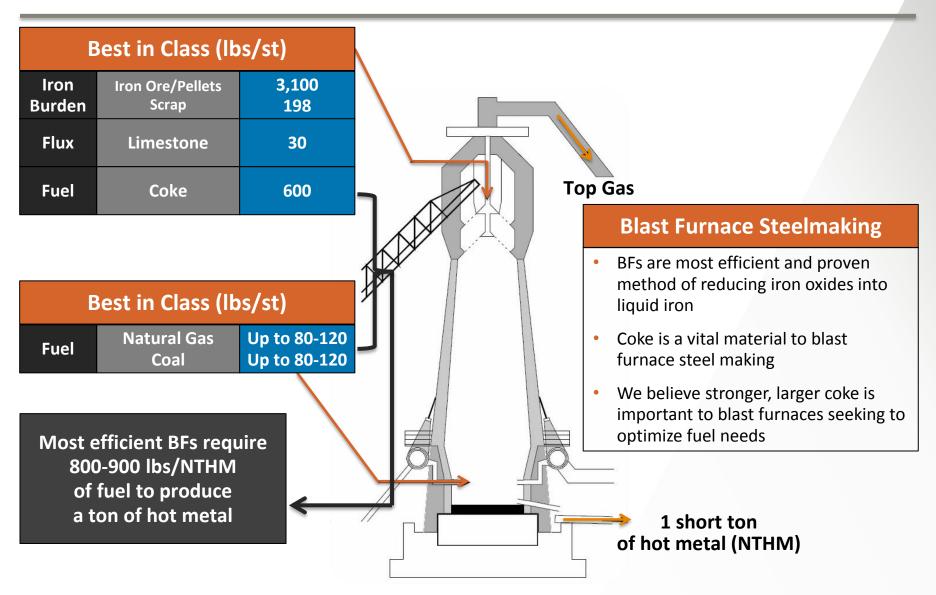
# Industry-leading environmental signature

- Leverage negative pressure to substantially reduce emissions
- Convert waste heat into steam and electrical power
- Generate about 9 MW
   of electric power per
   110,000 tons of
   annual coke
   production



# Blast Furnaces and Coke

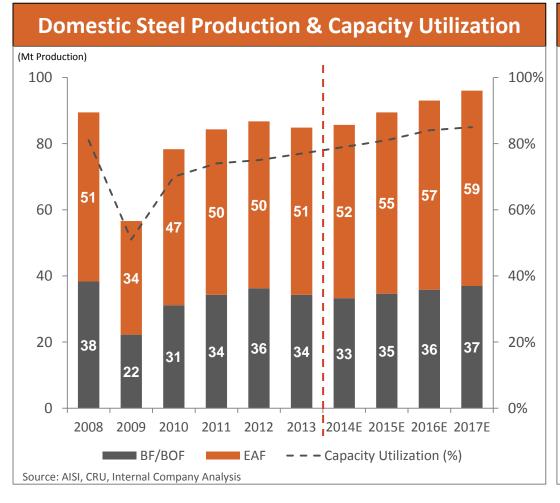




# Coke Market Dynamics



### **Expect stable coke demand on rebounding steel production**



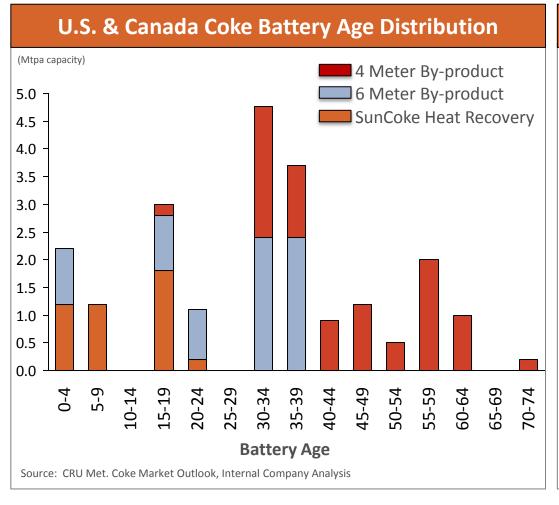
### **Industry Outlook**

- Stable BF/BOF production outlook driven by automotive & construction
  - Forecast stable coke demand
  - Expected stable coke utilization rates implies
     U.S. coke demand of
     14M – 17M tons/annum
- EAF market share anticipated to increase with overall demand growth

# Coke Market Dynamics



### Macro thesis playing out with recent coke battery retirements



### **Industry Outlook**

- By-product coke battery productivity falling as fleet ages
- Early 6-meter battery retirements increasingly possible
- Alternative coke projects do not appear to be yielding reliable coke
- Recent coke battery closures include AM Dofasco, US Steel Gary Works and US Steel Granite City
  - Represents ~1.3 million tons of coke production

# **DEFINITIONS**



# **Definitions**



- Adjusted EBITDA Adjusted EBITDA represents earnings before interest, taxes, depreciation and amortization ("EBITDA"). Prior to the expiration of our nonconventional fuel tax credits in 2013, Adjusted EBITDA included an add-back of sales discounts related to the sharing of these credits with customers. Any adjustments to these amounts subsequent to 2013 have been included in Adjusted EBITDA. EBITDA and Adjusted EBITDA do not represent and should not be considered alternatives to net income or operating income under generally acceptable accounting principles (GAAP) and may not be comparable to other similarly titled measures in other businesses. Management believes Adjusted EBITDA is an important measure of the operating performance of the Partnership's net assets and provides useful information to investors because it highlights trends in our business that may not otherwise be apparent when relying solely on GAAP measures and because it eliminates items that have less bearing on our operating performance. Adjusted EBITDA is a measure of operating performance that is not defined by GAAP, does not represent and should not be considered a substitute for net income as determined in accordance with GAAP. Calculations of Adjusted EBITDA may not be comparable to those reported by other companies.
- **EBITDA** represents earnings before interest, taxes, depreciation and amortization.
- Adjusted EBITDA attributable to SXC/SXCP equals Adjusted EBITDA less Adjusted EBITDA attributable to noncontrolling interests.
- <u>Adjusted EBITDA/Ton</u> represents Adjusted EBITDA divided by tons sold/handled.

# **Definitions**



- <u>Distributable Cash Flow</u> equals Adjusted EBITDA less net cash paid for interest expense, ongoing capital expenditures, accruals for replacement capital expenditures and cash distributions to noncontrolling interests; plus amounts received under the Omnibus Agreement and acquisition expenses deemed to be Expansion Capital under our Partnership Agreement. Distributable Cash Flow is a non-GAAP supplemental financial measure that management and external users of SXCP financial statements, such as industry analysts, investors, lenders and rating agencies use to assess:
  - SXCP's operating performance as compared to other publicly traded partnerships, without regard to historical cost basis;
  - the ability of SXCP's assets to generate sufficient cash flow to make distributions to SXCP's unitholders;
  - SXCP's ability to incur and service debt and fund capital expenditures; and
  - the viability of acquisitions and other capital expenditure projects and the returns on investment of various investment opportunities.

We believe that Distributable Cash Flow provides useful information to investors in assessing SXCP's financial condition and results of operations. Distributable Cash Flow should not be considered an alternative to net income, operating income, cash flows from operating activities, or any other measure of financial performance or liquidity presented in accordance with GAAP. Distributable Cash Flow has important limitations as an analytical tool because it excludes some, but not all, items that affect net income and net cash provided by operating activities and used in investing activities. Additionally, because Distributable Cash Flow may be defined differently by other companies in the industry, our definition of Distributable Cash Flow may not be comparable to similarly titled measures of other companies, thereby diminishing their utility.

- Ongoing capital expenditures ("capex") are capital expenditures made to maintain the existing operating capacity of our assets and/or to extend their useful lives. Ongoing capex also includes new equipment that improves the efficiency, reliability or effectiveness of existing assets. Ongoing capex does not include normal repairs and maintenance, which are expensed as incurred, or significant capital expenditures. For purposes of calculating distributable cash flow, the portion of ongoing capex attributable to SXCP is used.
- Replacement capital expenditures ("capex") represents an annual accrual necessary to fund SXCP's share of the estimated costs to replace or rebuild our facilities at the end of their working lives. This accrual is estimated based on the average quarterly anticipated replacement capital that we expect to incur over the long term to replace our major capital assets at the end of their working lives. The replacement capex accrual estimate will be subject to review and prospective change by SXCP's general partner at least annually and whenever an event occurs that causes a material adjustment of replacement capex, provided such change is approved by our conflicts committee.

# SXCP GUIDANCE AND RECONCILIATIONS



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# Adjusted EBITDA and Distributable Cash SICP Flow Reconciliations



### **BASIS OF PRESENTATION (SXCP)**

• On January 13, 2015, SunCoke Energy Partners, L.P. ("SXCP") acquired a 75 percent interest in the Granite City cokemaking facility from SunCoke. Because this was a transfer between entities under common control, all historical financial results of Granite City prior to the dropdown are included in our SXCP financial results and presented on an "Attributable to Predecessor" basis. Prior year information has been recast to reflect this required accounting treatment.

	Re	As ported	Re	As ported	Rei	As ported	Re	As ported	Re	As ported	Re	As ported	Pro	oforma
(\$ in millions)	Q1 '14		Q2 '14		Q3 '14		Q4 '14		FY '14		Q1 '15			'15 <sup>(1,2)</sup>
Net cash provided by operating activities	\$	7.0	\$	45.1	\$	34.5	\$	39.9	\$	126.5	\$	29.7	\$	29.7
Depreciation and amortization expense		(13.0)		(13.6)		(13.7)		(14.0)		(54.3)		(14.6)		(14.6)
Changes in working capital and other		31.7		(5.3)		6.3		(2.0)		30.7		1.3		1.3
Loss on Debt Extinguishment		-		(15.4)		-		-		(15.4)	İ	-		-
Net income	\$	25.7	\$	10.8	\$	27.1	\$	23.9	\$	87.5	\$	16.4	\$	16.4
Add:														
Depreciation and amortization expense		13.0		13.6		13.7		14.0		54.3	İ	14.6		14.6
Interest expense, net		2.9		20.4		6.8		7.0		37.1		20.6		20.6
Income tax expense/(benefit)		0.6		3.5		4.9		1.5		10.5	İ	(3.3)		(3.3)
Sales discounts		(0.5)		-		-				(0.5)		-		-
Adjusted EBITDA	\$	41.7	\$	48.3	\$	52.5	\$	46.4	\$	188.9	\$	48.3	\$	48.3
Adjusted EBITDA attributable to NCI		(12.4)		(5.8)		(0.7)		(0.8)		(19.7)		(3.0)		(3.4)
Adjusted EBITDA attributable to Predecessor		(5.7)		(11.7)		(14.2)		(6.7)		(38.3)		(1.5)		-
Adjusted EBITDA attributable to SXCP	\$	23.6	\$	30.8	\$	37.6	\$	38.9	\$	130.9	\$	43.8	\$	44.9
Less:														
Ongoing capex (SXCP share)		(2.7)		(4.7)		(4.6)		(3.2)		(15.2)	İ	(2.7)		(2.7)
Replacement capex accrual		(0.9)		(1.2)		(1.4)		(1.4)		(4.9)		(1.7)		(1.8)
Cash interest accrual		(3.1)		(5.5)		(7.2)		(7.1)		(22.9)		(10.0)		(10.5)
Cash tax accrual		-		-		-				-		(0.1)		(0.1)
Distributable cash flow	\$	16.9	\$	19.4	\$	24.4	\$	27.2	\$	87.9	\$	29.3	\$	29.8
Quarterly Cash Distribution		19.2		19.8		20.5		22.2		81.7		23.8		23.8
Distribution Cash Coverge Ratio (3)		0.88x		0.98x		1.19x		1.23x		1.08x		1.23x		1.25x

Note: Historical periods have been recast to include Granite City operations (predecessor), which are subsequently adjusted out when calculating distributable cash flow. Please see Basis of Presentation for further details.

<sup>(1)</sup> Proforma adjustments made for changes in EBITDA and ongoing capex attributable to the partnership, cash interest costs, replacement capital accruals, Corporate cost allocations, distribution levels and units outstanding.

<sup>(2)</sup> Proforma assumes dropdown of 75% in Granite City occurred January 1, 2015.

<sup>(3)</sup> Distribution cash coverage ratio is distributable cash flow divided by total estimated distributions to the limited and general partners.

# 2015 Outlook



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### Estimated 2015 cash distributions reflect prudent 1.10x target coverage

	2014	2015 O	utlook		
(\$ in millions, except per unit data)	As Reported	Low	High		
Adjusted EBITDA attributable to SXCP	\$131	\$169	\$179		
Less:					
Ongoing capex (SXCP share)	\$15	\$17	\$16		
Replacement capex accrual	5	7	7		
Cash tax accrual <sup>(1)</sup>	-	1	1		
Cash interest accrual	23	42	42		
Estimated Distributable Cash Flow	\$88	\$102	\$113		
Estimated Distributions <sup>(2)</sup>	\$82	\$99	\$99		
Total distribution cash coverage ratio <sup>(3)</sup>	1.08x	1.04x	1.14x		

### Coke Operating Performance (100% basis)

### **Coal Logistics Operating Performance**

Coal Tons Handled (	thousands	19.037 17.600	20	.600
Coal Tons Handled (	tiiousanus	19,037 17,000	20	ן טטס,

<sup>(1)</sup> Cash tax impact from the operations of Gateway Cogeneration Company LLC, which is an entity subject to income taxes for federal and state purposes at the corporate level.

<sup>(2) 2015</sup> guidance includes revised distribution outlook.

<sup>(3)</sup> Total distribution cash coverage ratio is estimated distributable cash flow divided by total estimated distributions.

# Expected 2015E EBITDA Reconciliation SXCP



(\$ in millions)	2015E Low	2015E High
Net Income	\$69	\$79
Depreciation and amortization	57	57
Interest expense, net	56	56
Income tax expense	1	1
Adjusted EBITDA	\$183	\$193
EBITDA attributable to noncontrolling interest (1)	(14)	(14)
Adjusted EBITDA attributable to SXCP	\$169	\$179
Less:		
Ongoing capex (SXCP share)	(17)	(16)
Replacement capex accrual	(7)	(7)
Cash interest accrual	(42)	(42)
Cash tax accrual <sup>(2)</sup>	(1)	(1)
Distributable cash flow	\$102	\$113

<sup>(1)</sup> Adjusted EBITDA attributable to noncontrolling interest represents SXC's 2% interest in Haverhill and Middletown's projected Adjusted EBITDA and 25% interest in Granite City 's projected Adjusted EBITDA for 2015E post dropdown date of January 13, 2015.

<sup>(2)</sup> Cash tax impact from the operations of Gateway Cogeneration Company LLC, which is an entity subject to income taxes for federal and state purposes at the corporate level.

# 2015E Capital Expenditures



### **100% Basis**

(\$ in millions)	2014	2015E
Ongoing	\$17	\$17
Environmental Remediation <sup>(1)</sup>	45	30
Expansion	-	6
Total CapEx	\$62	\$53

<sup>→</sup> Prefunded from dropdown proceeds

<sup>(1) 2015</sup>E Environmental Remediation cost at Haverhill (~\$9 million) and Granite City (~\$20 million). These amounts have been pre-funded from dropdown proceeds.

# Balance Sheet & Debt Metrics



(\$ in millions)	SXC Consolidated	Attributable to SXCP	Balance Attributable to SXC
Cash	\$ 165	\$ 92	\$ 74
Revolver Capacity	398	250	148
Total Liquidity	563	342	222
Total Debt (Long and Short-term)	699	597	102
Net Debt (Total Debt less Cash)	534	505	29
Full Year Adj. EBITDA from Cont. Ops. (1)	\$ 235	\$ 174	\$ 123
Total Debt/2015E Adj. EBITDA <sup>(1)</sup>	3.0x	3.4x	0.8x
Net Debt/2015E Adj. EBITDA <sup>(1)</sup>	2.3x	2.9x	0.2x

<sup>(1)</sup> Represents mid-point of FY 2015 guidance for Adjusted EBITDA (Consolidated), Adjusted EBITDA attributable to SXCP, and Adjusted EBITDA attributable to SXC.

Executed amendment to increase SXCP leverage covenant from 4.0x to 4.5x