

# NAPTP 2013 MLP Investor Conference

May 23, 2013



# Mark Newman

Senior Vice President and Chief Financial Officer

## Forward-Looking Statements



Some of the information included in this presentation constitutes "forward-looking statements" as defined in Section 27A of the Securities Act of 1933, as amended and Section 21E of the Securities Exchange Act of 1934, as amended. 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. ("SunCoke") or SunCoke Energy Partners, L.P. ("Partnership"), 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 SunCoke and the Partnership, and may cause actual results to differ materially from those implied or expressed by the forward-looking statements. Each of SunCoke and the Partnership has included in its filings with the Securities and Exchange Commission (including, in the case of the Partnership, its Form S-1) 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 SunCoke and the Partnership. 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. Neither SunCoke nor the Partnership has 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.

# SXCP Highlights



#### **SXCP Attributes**



#### **Unitholder Value**

Modern, High-Quality Assets

- 65% ownership interest in two modern facilities representing ~1.1 million tons of capacity
- Leading cokemaking technology, an essential ingredient in blast furnace steel production

Stable Cash Flows

- Long-term, take-or-pay contracts with leading steelmakers
- Pass-through provisions on coal, transport, and other costs

Strong Sponsor
Support

- Contractual backstop from SXC
- Preferential rights to growth opportunities and sponsor assets

First Steel-Facing MLP Advantage

- Replacement of aging coke batteries
- Acquisition of other existing batteries
- Potential to apply business model to coal handling and ferrous verticals in steel value chain

Financial Flexibility

- Intentionally low leverage to facilitate future growth
- Strong liquidity position at both SXC and SXCP

Solid
Distributable
Cash Flow Base

Near-term
Distribution
Growth

Potential Growth via Disaggregation of Steel Value Chain

### Video: This is SXCP



The "This is SXCP" video is available for viewing on the SunCoke Energy Partners, L.P. website:

http://www.sxcpartners.com/phoenix.zhtml?c=251513&p=index

## SXC/SXCP Organizational Structure





2% GP interest 56% LP interest 100% IDR



#### Domestic Coke Business

- 3 U.S. coking facilities with ~2.6M tons of capacity
- 35% interest in 2 cokemaking facilities with ~0.6M tons<sup>(1)</sup> of capacity

#### International

- Brazil: 1.7M tons of capacity
- India: VISA
  SunCoke JV
  (49% interest)
  with 400K tons
  of capacity

**Coal Business** 

~113M ton coal

primarily midvol coal • 2013E production of 1 4M tons

reserves of

#### SXCP Coke Business

- 65% interest in 2 cokemaking facilities with ~1.1M tons<sup>(1)</sup> of capacity
- Represents ~25% of consolidated domestic cokemaking capacity at SXC

(1) Net to SXC and SXCP's ownership interest in Haverhill and Middletown, respectively.

# Strategic Roles of SXC and SXCP





### **SunCoke Energy**™

- Develop new coke projects
- Grow international business
- Optimize coal
- GP & limited partner investor in SXCP



- Grow U.S. & Canada cokemaking business
- Steel facing MLP with advantaged cost of capital

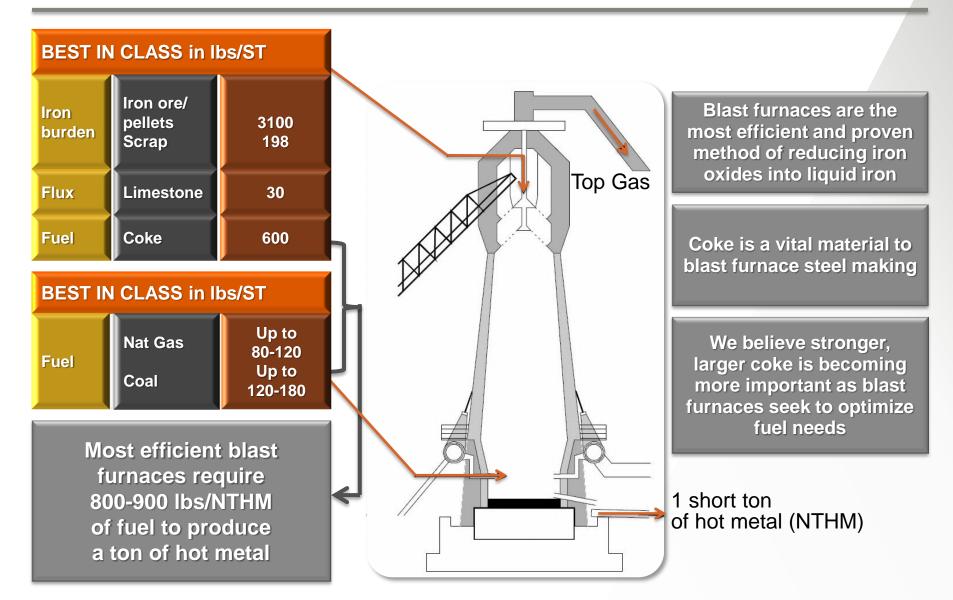
# SUNCOKE'S COKEMAKING TECHNOLOGY & DOMESTIC BUSINESS MODEL





### Blast Furnaces and Coke





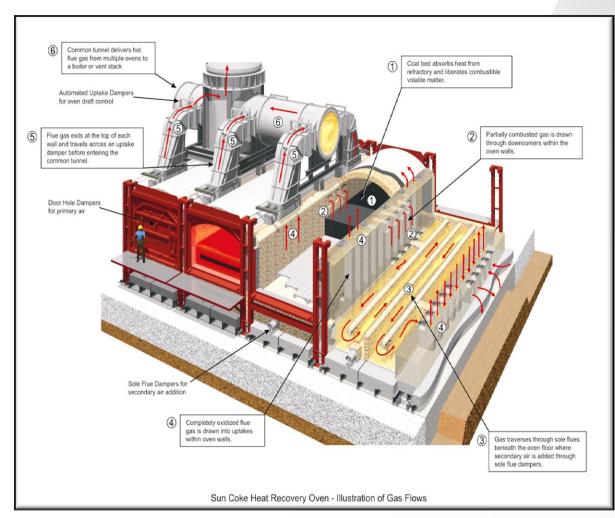
# Our Cokemaking Technology



Our industry-leading cokemaking technology meets U.S. EPA Maximum Achievable Control Technology (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



# Primary Cokemaking Processes







Advantages of Heat Recovery	Advantages of By-Product
Negative Pressure Ovens  • Minimal fugitive emissions  • MACT standard for new batteries (1)	Positive Pressure Ovens  No air leaks into oven results in higher coal-to-coke yields
Cogeneration potential (steam or electricity)  • More fungible by-product (power)	By-product use and value  • Makes coke oven gas for steelmaking
No wall pressure limitations on coal blend	No volatile matter limitations on coal blend
Higher turndown flexibility	Smaller oven footprint for new and replacement ovens
Higher CSR coke quality	High comfort level with >100 years of operating experience
Lower capital cost and simpler operation	Natural gas pricing hedge

<sup>&</sup>lt;sup>(1)</sup> Maximum Achievable Control Technology.

# Cokemaking Business Model



We deliver coke to customers through a competitive turnkey solution, which produces a consistent stream of earnings





Capital Funding and Ownership

**Permits and Approvals** 

Engineering, Procurement & Construction

Plant Production and Environmental Compliance

Reliable, High-Quality Coke Supply

Typical Key
Coke Contract
Provisions

Take-Or-Pay

Fixed Fee (Profit and Return on Capital)

Coal Cost Component (Pass-Through)

Operating Cost Component (Pass-Through)

Taxes, Transportation & Future Environmental Costs (Pass-Through)



### **OUR MARKET OPPORTUNITY**



# U.S. and Canada Opportunity

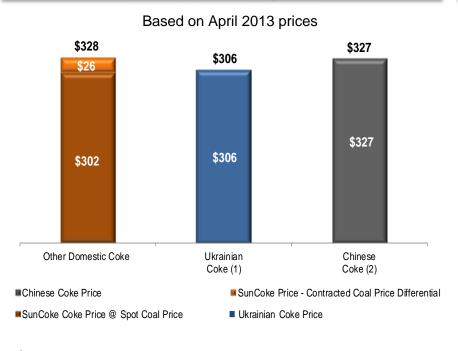


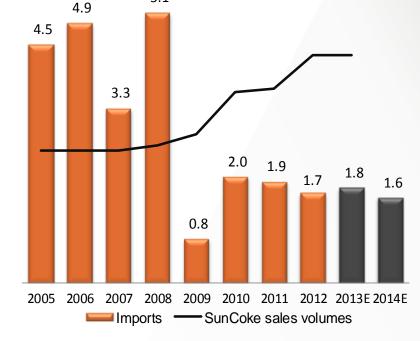
# SunCoke's coke is competitive on price, quality and reliability, providing us the opportunity to displace imported coke

# Representative Delivered Coke Prices - \$/ton

#### U.S. and Canada Coke Imports

5.1





<sup>1</sup> Includes approx. \$65/ton freight and approx. \$30/ton handling loss for shipping to Great Lakes region

Source: World Price (DTC), Coke Market Report, CRU and company estimates

Source: CRU and Resource Net

<sup>&</sup>lt;sup>2</sup> Includes approx. \$70/ton freight and approx. \$35/ton handling loss for shipping to Great Lakes region

# U.S. and Canada Opportunity



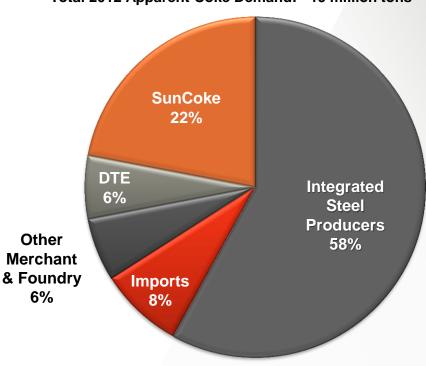
#### Replace aging coke batteries operated by integrated steel producers

#### **Aging Cokemaking Facilities**

#### % of U.S. & Canada Average Age coke production 38 29% 27% 10 **SunCoke U.S. &** 30-40 40+ years Canada years (excl SXC)

#### **U.S. & Canada Coke Supply**

Total 2012 Apparent Coke Demand: ~19 million tons



56% of coke capacity is at facilities >30 years old

Source: CRU - The Annual Outlook for Metallurgical Coke 2012, company estimates

Source: CRU - The Annual Outlook for Metallurgical Coke 2013, company estimates

## Coke Industry Fundamentals



We estimate nearly 4 million tons of capacity will be retired/replaced in coming years and another 4 million tons is potentially acquisition worthy

#### **SXC Market Analysis**

- Evaluation of all existing batteries in U.S. & Canada
  - Customer quality
  - Blast furnace competitiveness
  - Battery condition



# Facilities with Potential for Replacement

- 19 batteries
- 4.0 million tons



SXC permitting new 660K tpy facility in Kentucky

Facilities with Potential for Acquisition

- 6 batteries
- 4.1 million tons



In active discussions with owners of target assets

Source: CRU, Metallurgical Coke Market Outlook 2012; Company analysis

## North America M&A Growth Strategy



First priority for core business

Opportunistic acquisitions of adjacent assets

Evaluation for future value chain expansion

#### Cokemaking

#### **FOCUS**

Acquisition of existing cokemaking facilities with long-term off take agreements

- In active discussion with owners of targeted assets
- Degree of integration in steel operations and environmental issues will impact complexity and timing of transaction
- Customer concentration likely to remain high

# Coal Handling / Processing

#### **FOCUS**

Selective acquisition of met coal related handling and processing assets, with longterm off take agreements and limited commodity exposure

- Initiated discussions with potential parties
- Current opportunities available and less complex assets implies potentially shorter deal cycle
- Potential to add value to core business and diversify customer base

#### **Iron Ore Processing**

#### **FOCUS**

Investment in ferrous side of steel value chain (concentrating, pelletizing, transport/handling)

- Researching qualifying income status and market opportunity
- Potential to deploy tolling/pass through model
- Potential to diversify customer base and enhance value-add to steel industry

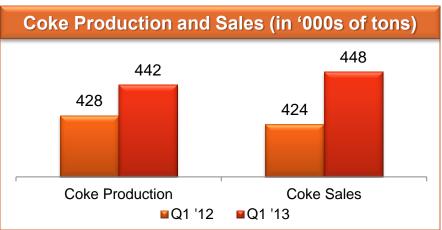
# 1Q 2013 PERFORMANCE & FINANCIAL POSITION

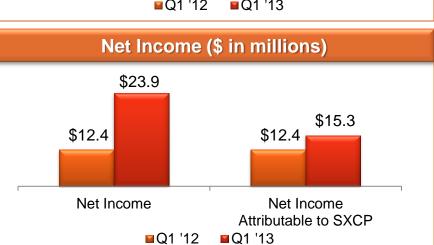


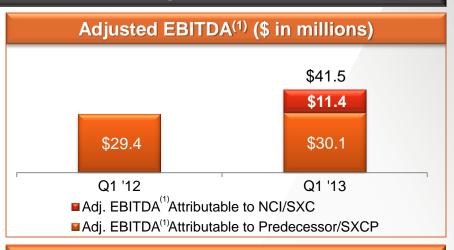
# SXCP Q1 2013 Highlights

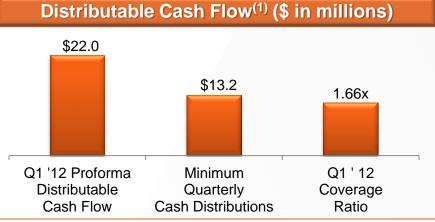


# Sustained solid results at Middletown and Haverhill provide a strong platform for future growth







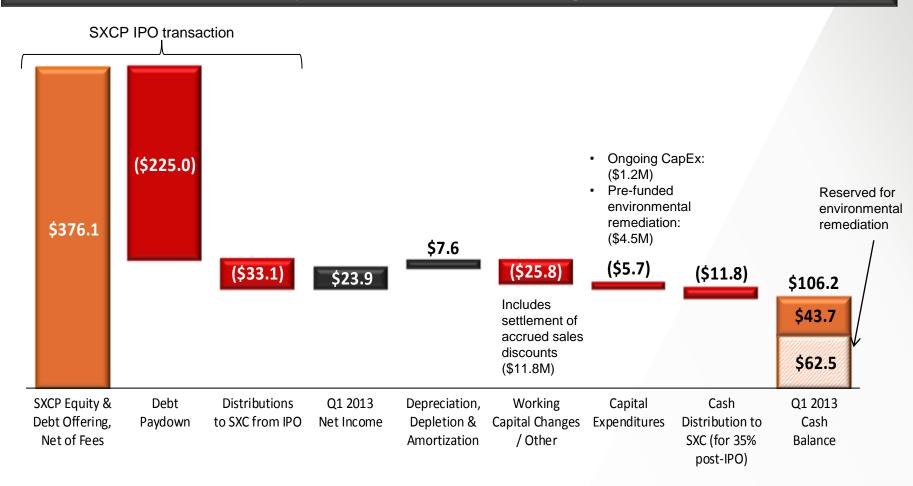


<sup>(1)</sup> For a definition and reconciliation of Adjusted EBITDA and distributable cash flow, please see appendix

# SXCP Liquidity Position



# A solid cash balance and undrawn \$100 million revolver provide SXCP the flexibility to seize potential new growth opportunities



# Liquidity & Debt



#### Both SXC and SXCP are well-capitalized to facilitate growth

(\$ in millions)	SXC	SXCP
Cash Position at 03/31/13 <sup>(1)</sup>	\$201	\$106
Revolver Capacity	\$150	\$100
Total Liquidity	\$351	\$206
Total Debt <sup>(2)</sup>	\$499	\$150
Total Debt <sup>(1)</sup> /2013E Adjusted EBITDA <sup>(4)</sup>	2.8x	1.7x
Net Debt <sup>(3)</sup>	\$298	\$107
Net Debt <sup>(1)</sup> /2013E Adjusted EBITDA <sup>(4)</sup>	1.7x	1.0x

#### SXC

- \$400M 7.625% Senior
   Notes due 2019, rated
   B1/B+
- \$330M Term Loan B (\$100M outstanding)

#### SXCP

 \$150M 7.375% Senior Notes due 2020, rated B1/BB-

<sup>(1)</sup> For SXC, reflects cash position of \$307 million net of the \$106 million in cash attributable to SXCP. For SXCP, cash position at 3/31/13 includes \$63 million of cash allocated and committed at the time of the IPO for environmental capital expenditures

<sup>(2)</sup> For SXC, reflects total debt position of \$649 million net of total debt attributable to SXCP of \$150 million

<sup>(3)</sup> For SXC, reflects total debt attributable to SXC less cash attributable to SXC. For SXCP, reflects total SXCP debt less SXCP's uncommitted cash position of \$43 million (\$106 million less \$63 million committed for environmental expenditures)

<sup>(4)</sup> Based on the mid-point of 2013 Adjusted EBITDA guidance attributable to SXC of \$165-\$190 million (\$177.5M mid-point) and attributable to SXCP of \$88.3-\$93 million (\$91 million mid-point). Please see appendix for definition and reconciliation of Adjusted EBITDA

## SXCP Updated 2013 Outlook



# Based on solid operating performance and outlook, we have increased our Adjusted EBITDA and cash distribution coverage expectations for 2013

	Prospectus	Revised 2013 Outlook	
(\$ and units in millions, except per unit data)	2013 Forecast	High	Low
Adjusted EBITDA attributable to SXCP <sup>(1)</sup>	\$88.3	\$93.0	\$88.3
Less:			
Cash interest (\$150 million senior notes @ 7.375% plus \$0.5 million revolver commitment fee)	11.6	11.6	11.6
Accrual for replacement capital expenditures	3.7	3.7	3.7
Ongoing capital expenditures (65% share of Haverhill and Middletown attributable to SXCP)	9.1	9.1	9.1
Public partnership expense	2.5	2.5	2.5
Estimated Distributable Cash Flow	\$61.4	\$66.1	\$61.4
Excess distributable cash flow available for distribution	8.5	13.2	8.5
Total estimated minimum annual distribution	\$52.9	\$52.9	\$52.9
Minimum annual distribution per unit	\$1.65	\$1.65	\$1.65
Total unit coverage ratio <sup>(2)</sup>	1.16x	1.25x	1.16x

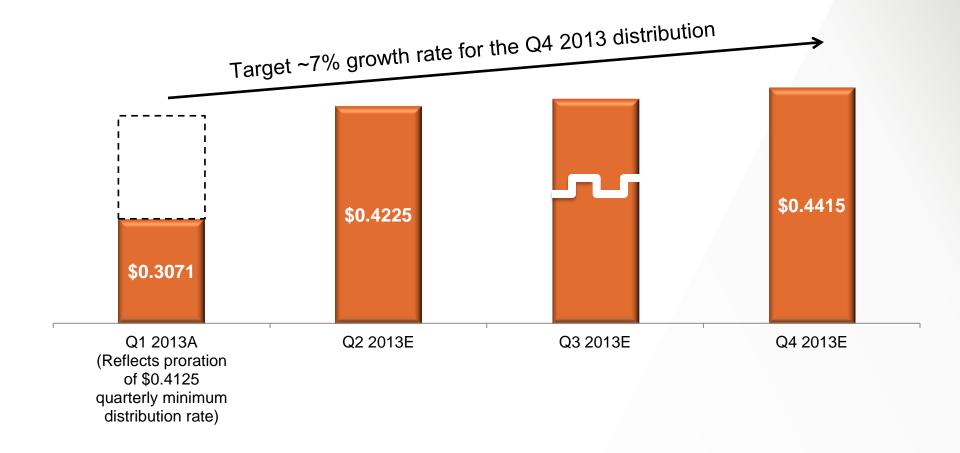
<sup>1)</sup> Adjusted EBITDA equals SXCP's 65% interest in Haverhill and Middletown's Adjusted EBITDA (i.e., 65% net income attributable to the controlling and noncontrolling interests plus depreciation expense, interest expense, incremental public partnership expenses, and incremental corporate expenses allocated to the MLP).

<sup>2)</sup> Total unit coverage ratio calculated as cash available for distribution divided by total distributions at the minimum distribution rate of \$52.9 million.

# SXCP Quarterly Distribution Outlook



Given current outlook, expect to increase our quarterly distribution rate in 2013 while maintaining coverage ratio of 1.1x or better



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# **QUESTIONS?**





Investor Relations: 630-824-1987 www.suncoke.com

## **APPENDIX**



### **Definitions**



- Adjusted EBITDA represents earnings before interest, taxes, depreciation, depletion and amortization ("EBITDA") adjusted for sales discounts and the interest, taxes, depreciation, depletion and amortization attributable to equity earnings in our unconsolidated affiliates. EBITDA reflects sales discounts included as a reduction in sales and other operating revenue. The sales discounts represent the sharing with customers of a portion of nonconventional fuel tax credits, which reduce our income tax expense. However, we believe our Adjusted EBITDA would be inappropriately penalized if these discounts were treated as a reduction of EBITDA since they represent sharing of a tax benefit that is not included in EBITDA. Accordingly, in computing Adjusted EBITDA, we have added back these sales discounts. Our Adjusted EBITDA also includes EBITDA attributable to our unconsolidated affiliates. EBITDA and Adjusted EBITDA do not represent and should not be considered alternatives to net income or operating income under GAAP and may not be comparable to other similarly titled measures in other businesses. Adjusted EBITDA does not represent and should not be considered as an alternative to net income as determined by GAAP, and calculations thereof may not be comparable to those reported by other companies. We believe Adjusted EBITDA is an important measure of operating performance 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 and should not be considered a substitute for net (loss) income as determined in accordance with GAAP.
- <u>Adjusted EBITDA attributable to SXC/SXCP</u> equals Adjusted EBITDA less Adjusted EBITDA attributable to noncontrolling interests.

### **Definitions**



- <u>Distributable Cash Flow</u> equals Adjusted EBITDA less net cash paid for interest expense, on-going capital expenditures, accruals for replacement capital expenditures, and cash distributions to noncontrolling interests. Distributable Cash Flow is a non-GAAP supplemental financial measure that management and external users of the Partnership's financial statements, such as industry analysts, investors, lenders, and rating agencies, use to assess:
  - the Partnership's operating performance as compared to other publicly traded partnerships, without regard to historical cost basis;
  - the ability of the Partnership's assets to generate sufficient cash flow to make distributions to the Partnership's unitholders;
  - the Partnership'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.

The Partnership believes that Distributable Cash Flow provides useful information to investors in assessing the Partnership'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 generally accepted accounting principles (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, the Partnership's definition of Distributable Cash Flow may not be comparable to similarly titled measures of other companies, thereby diminishing their utility.

### SXCP – Expected 2013E EBITDA Reconciliation



#### 2013E Net Income to Adjusted EBITDA Reconciliation - SXCP

	2013E	2013E
(in millions)	Low	High
Net Income	\$ 79.2	\$ 89.9
Depreciation, Depletion and Amortization	32.0	31.0
Total financing costs, net	17.0	15.0
Income tax expense	4.7	4.7
EBITDA	\$ 132.9	\$ 140.6
Sales discounts	(0.6)	(0.6)
Adjusted EBITDA	\$ 132.3	\$ 140.0
EBITDA attributable to noncontrolling interest (1)	(44.0)	(47.0)
Adjusted EBITDA attributable to SXCP	\$ 88.3	\$ 93.0

Represents Adjusted EBITDA attributable to SXC's 35% interest in Haverhill and Middletown facilities

# SXCP – Adjusted EBITDA and Distributable Cash Flow Reconciliations

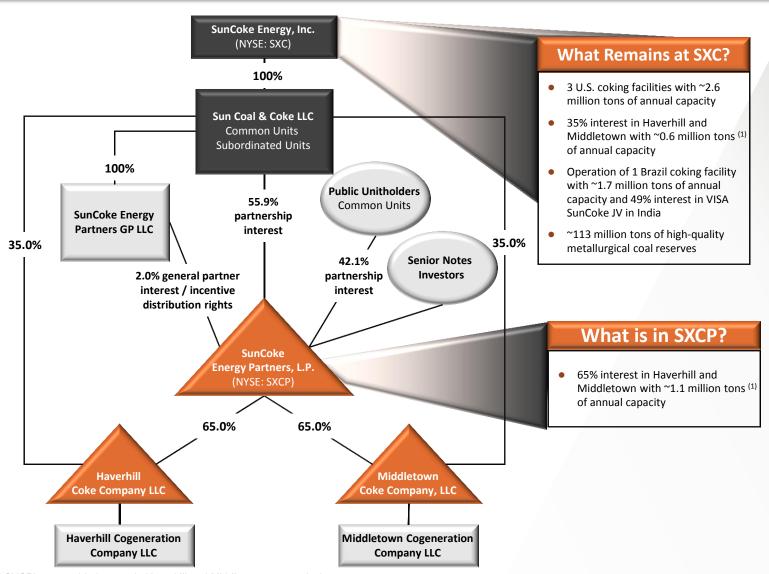


(\$ in Millions)	Q1'13	Proforma for period 1/1/2013 - 1/23/2013	Proforma Q1'13
Net cash (used in) provided by operating activities	\$ 5.7	\$ (0.2) <sup>(1)</sup> \$	5.5
Depreciation	(7.6)		(7.6)
Changes in working capital and other	 25.8		25.8
Net income	\$ 23.9	\$	23.7
Add:			
Depreciation	7.6		7.6
Financing expense, net	6.7		6.7
Income tax expense	3.9		3.9
Sales discounts	 (0.6)		(0.6)
Adjusted EBITDA	\$ 41.5	\$	41.3
Adjusted EBITDA attributable to NCI	(11.4)	(3.4) <sup>(2)</sup>	(14.8)
Adjusted EBITDA attributable to Predecessor/SXCP	\$ 30.1	\$	26.5
Less:			
On-going capex	(0.7)		(0.7)
Replacement capex accrual	(0.9)		(0.9)
Cash interest accrual	(2.9)		(2.9)
Distributable cash flow	\$ 25.6	\$	22.0
Minimum Quarterly Cash Distribution	13.2		13.2
Distribution Coverage Ratio	1.94x		1.66x
Adjusted EBITDA per ton reconciliation	 		
Adjusted EBITDA attributable to SXCP		\$	26.5
Sales tons attributable to SXCP			291
Adjusted EBITDA/ton (3)		\$	91.1

- (1) SG&A expense for the time period prior to the January 24, 2013 IPO date (January 1 -23, 2013)
- (2) Represents Adjusted EBITDA attributable to SXC's 35% interest in Haverhill and Middletown facilities prior to the IPO date
- (3) Includes 65% of the total sales tons of Haverhill and Middletown

# Detailed SXC/SXCP Organizational Structure





Net to SXC and SXCP's ownership interest in Haverhill and Middletown, respectively.
 NAPTP 2013 MLP Annual Investor Conference

### Omnibus Agreement



#### **Omnibus Agreement**

- Purpose: governs interaction between MLP and Parent and protects MLP investors from certain Parent currently bears
  - Commercial / counterparty support
  - Non-compete with respect to commercial markets or development / M&A
  - Indemnifications for environmental, regulatory or other liabilities
  - MLP preferential rights or options to acquire third-party assets or assets from Parent

#### **Support of Commercial Agreements**

- 5 years from date of IPO
- Parent makes MLP economically whole for customer default or execution of right to early termination (risk Parent currently bears 100%)
  - Purchase and remarketing of coke by Parent or other arrangement

#### **Environmental Indemnification**

- Parent indemnifies MLP for all known environmental liabilities in excess of amount MLP retains for such obligations at IPO
- Parent indemnifies MLP for all environmental liabilities that are discovered within 5 years, but which existed prior to date of IPO, subject to cap and deductible

#### **Right of First Offer**

- Tenor Period during which Parent controls MLP
- MLP has preferential right to acquire third-party assets and a right of first offer on all current and future Sponsor cokemaking assets in U.S. or Canada
  - MLP will not have immediate rights to develop Kentucky project as it is currently being pursued by our Parent, but will have rights to acquire facility once complete