



DEUTSCHE BANK 8TH ANNUAL

Global Industrials & Materials Summit

June 7-8, 2017

nexeo[®]
solutions

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2	DELIVERING VALUE	
3	EXECUTION OF STRATEGIC OBJECTIVES	
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Non-GAAP Financial Measures and Safe Harbor

Non-GAAP Financial Measures

Certain financial measures presented herein, including EBITDA, Adjusted EBITDA and Net Debt were derived based on methodologies other than in accordance with generally accepted accounting principles (GAAP). We have included these measures because we believe they are indicative of our operating performance, are used by investors and analysts to evaluate us and can facilitate comparisons across periods. As presented by us, these measures may not be comparable to similarly titled measures reported by other companies. EBITDA, Adjusted EBITDA and Net Debt should be considered in addition to, not as substitutes for, financial measures presented in accordance with GAAP. For a reconciliation of EBITDA, Adjusted EBITDA and Net Debt to the most comparable GAAP financial measure, see the appendix slides.

Safe Harbor

Forward Looking Statements: This presentation contains statements related to Nexeo Solutions, Inc.'s ("Nexeo" or the "Company") future plans and expectations and, as such, includes "forward-looking statements" within the meaning of the federal securities laws. Forward-looking statements are those statements that are based upon management's current plans and expectations as opposed to historical and current facts. Although the forward-looking statements contained in this presentation reflect management's current assumptions based upon information currently available to management and based upon that which management believes to be reasonable assumptions, the Company cannot be certain that actual results will be consistent with these forward-looking statements. The Company's future results will depend upon various risks and uncertainties, including the risks and uncertainties discussed in the Company's SEC filings, including in the sections entitled "Risk Factors" in such SEC filings. The Company does not intend to provide all information enclosed in this presentation on an ongoing basis.

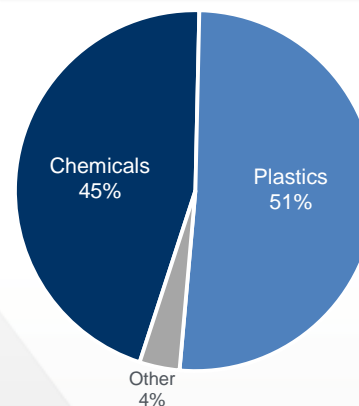
A Leading Global Distributor of Chemicals and Plastics

- NXEO: NASDAQ-listed
- Chemicals distribution is focused in North America and Asia
 - #3 Chemicals distributor in North America
 - #5 Chemicals distributor Globally
- #1 North American Plastics distributor; a leader in Europe and Asia
- Differentiated platform with sales across a diverse range of end-markets
- Entrenched with a diverse base of customers and a global network of suppliers
- Over the past four years, Nexeo's management team has meaningfully increased Adjusted EBITDA* by more than 30%

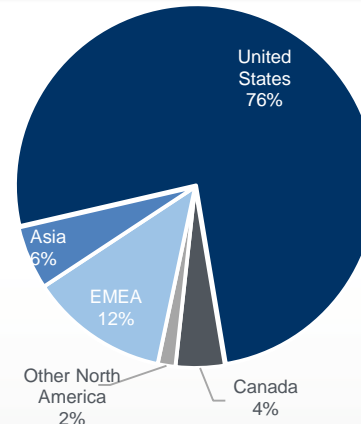
Business Highlights⁽¹⁾

Revenue ⁽²⁾ :	\$3,428 million
Net Loss ⁽²⁾ :	\$36 million
Adjusted EBITDA* ⁽²⁾ :	\$173 million
# Products:	22,000+
# Customers:	~26,700
# Suppliers:	~1,300
Employees:	~2,500
Sales Professionals:	~500
Locations:	~170
Headquarters:	The Woodlands, Texas

Revenue by Segment



Revenue by Geography



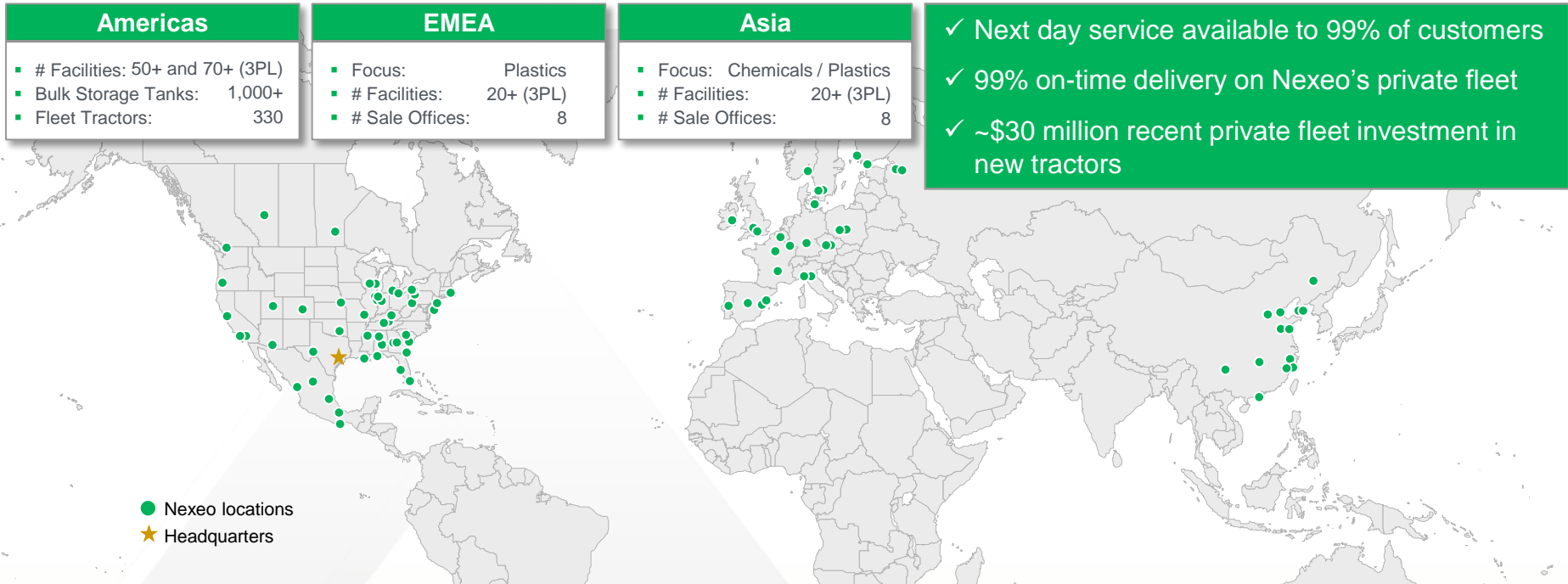
Source: Company Management; Company Filings; ICIS Top 100 Report, July 2016

*Non-GAAP financial measures; See appendix slides for reconciliation to the most comparable GAAP financial measure

(1) Financials and metrics represent fiscal year ended September 30, 2016

(2) Trailing twelve months ended March 31, 2017

Global Network and Presence



Ability to Increase Volumes 50-100% with Minimal Incremental Spend

Compelling Suite of Value-Added Services Driving Growth in Excess of Market

Basic Distribution Services



Custom Blending



Packaging / Re-packaging

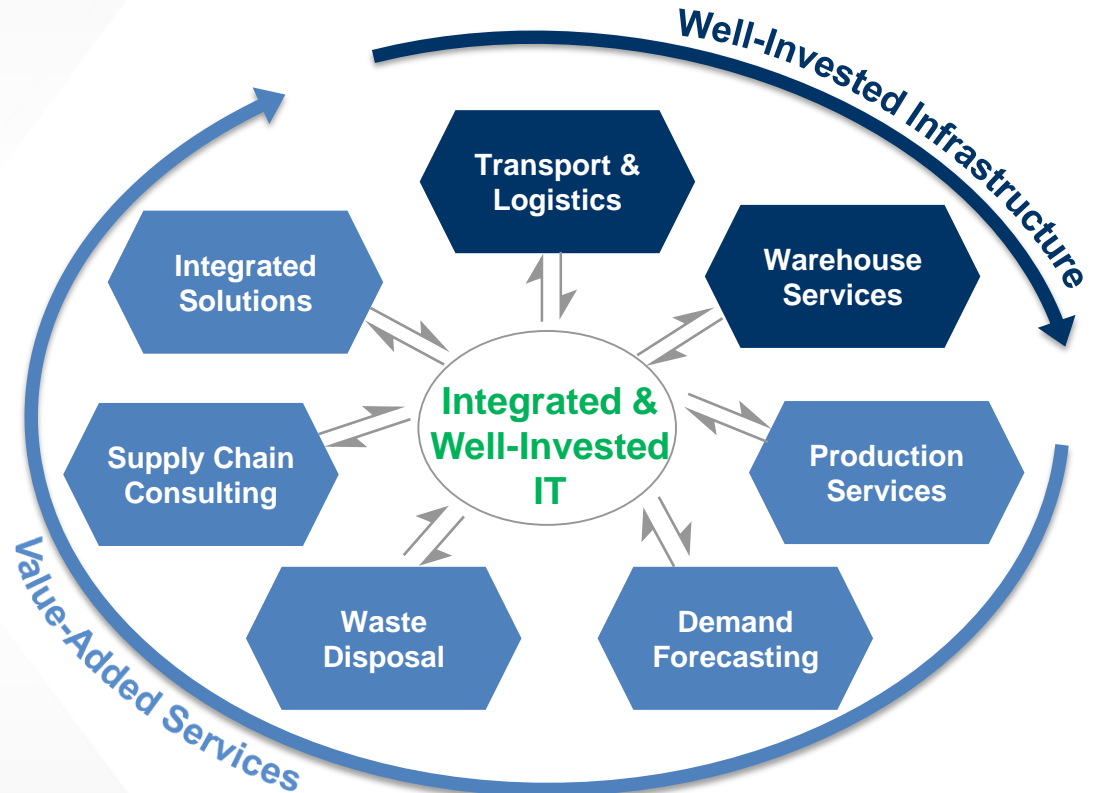


Environmental Services



Technical Services

Nexeo Differentiated Services



- Increase supplier share and reach
- Supplier cost out and Nexeo cost leverage
- Supply chain rationalization
- Unique link to suppliers

Single Solution Provider for All Supplier Requirements Yielding Supply Chain and Transportation Savings

Consistent and Proven Growth Track Record

- **Demonstrated growth through carve-out transitioning periods**

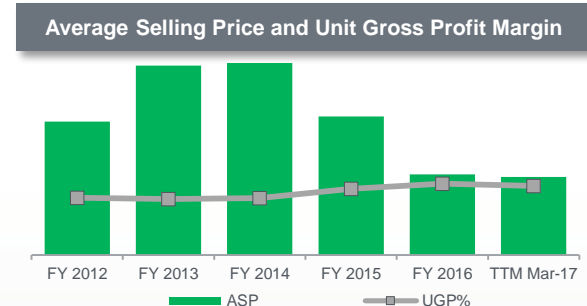
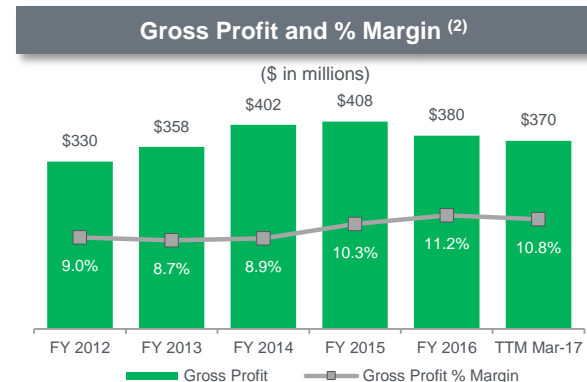
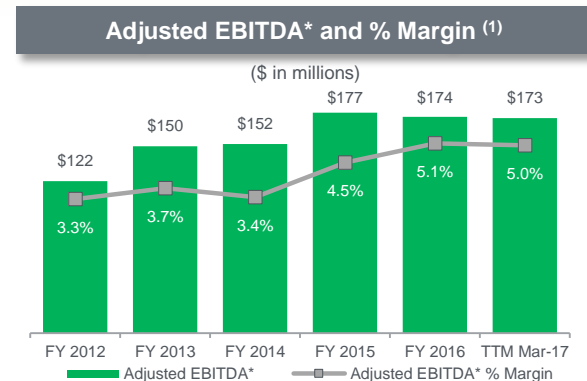
- +9% CAGR of Adjusted EBITDA* from FY 2012 to FY 2016
- Transformed the go-to-market strategy for sales to drive end market focus

- **Margin expansion**

- Highly scalable platform designed for distribution
- Elimination of low profit business
- Improved specialty mix
- Ongoing productivity initiatives

- **Spread management**

- Leverage of proprietary pricing model and pass-through pricing discipline allow spread management in any market cycle
- Weathered periods of deflationary and stagnant macro environments with stable margins over time



Source: Company Management; Company Filings

*Non-GAAP financial measures; See appendix slides for reconciliation to the most comparable GAAP financial measure

Note: Financials represent fiscal year basis ended September 30th, except where notated as TTM which represents the trailing twelve months ending March 31, 2017

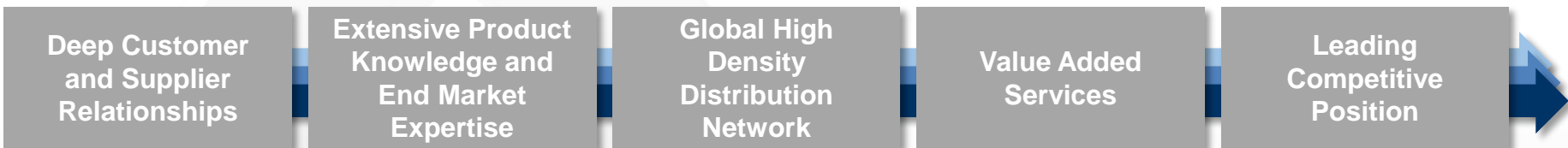
(1) Adjusted EBITDA* % margin is defined as adjusted EBITDA* as a percentage of revenues

(2) Gross profit % margin is defined as gross profit as a percentage of revenues

Defensible Market Position Poised to Realize Growth



Nexeo's Highly Achievable Growth Objectives are Supported by Sustainable Barriers to Entry



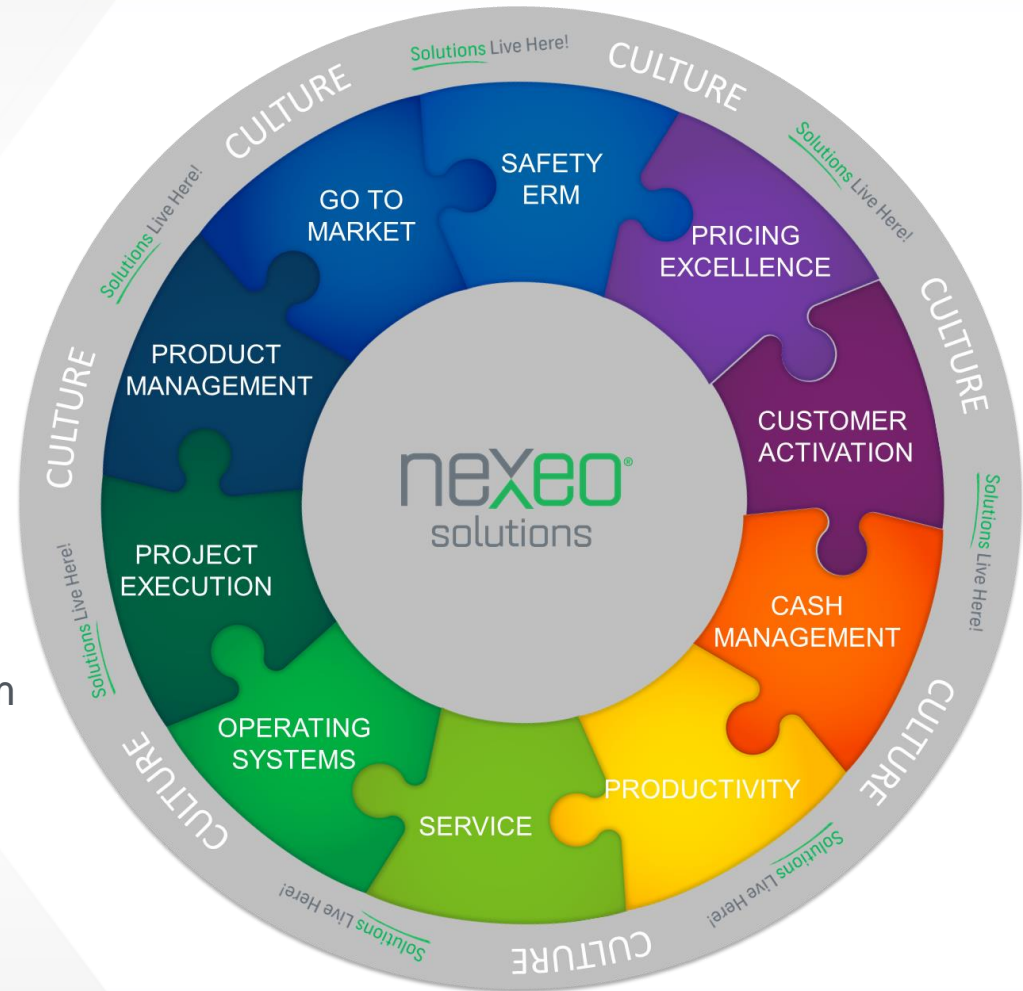
Cultural Evolution

■ Solutions Live Here!

- Not only solving the problem facing customers today, but proactively anticipating tomorrow's need
- Creating a differential experience to drive loyalty and increase share
- Measuring success through Net Promotor Score

■ Customer Activation

- Focused on the entire customer journey, developing the tools, and systems necessary to drive long-term customer loyalty
- Expand customer reach through digital marketing
- Customized interface tailored to individual needs



Realizing Nexeo's full potential through **Solutions Live Here!**[™]

Questions

THANK YOU FOR ATTENDING

Please feel free to reach out to our Investor Relations Personnel via the contact information below with any outstanding questions you have or if you would like to discuss our strategy and investment proposition in further detail

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Investor.Relations@nexeosolutions.com

Appendix

Capital Structure Summary

Shares Used For Basic and Fully Diluted EPS Calculation	Share Count
Average Common Shares Outstanding	76.7 million

Shares Excluded From Basic and Fully Diluted EPS Calculation	Share Count
Founder Shares ⁽¹⁾	12.5 million
Warrants ⁽²⁾	5.8 million*
Excess Shares (Deferred Cash Consideration)	5.2 million

Note: For a complete description of the Founder Shares, Warrants and Deferred Cash Consideration, see the Company's (i) Final prospectus related to the Registration Statement on Form S-3/A filed on 08/30/16, (ii) Current Report on Form 8-K filed with the SEC on 06/15/16, and (iii) Current Report on Form 8-K filed with the SEC on 03/22/16

(1) Founder Shares Vesting and Forfeiture: The Founder Shares vest as follows: (i) 50% of the Founder Shares vest on the first day that the last sale price of the Company's Common Stock equals or exceeds \$12.50 per share for any 20 trading days within any 30 trading day period; and (ii) the remaining 50% of the Founder Shares vest on the first day that the last sale price of the Company's common stock equals or exceeds \$15.00 per share for any 20 trading days within any 30 trading day period; If none of the above vesting requirements are met, the Founder Shares will be forfeited on 06/09/26

(2) Warrants: 50,025,000 warrants are outstanding and have an exercise price of \$5.75 per half share of common stock (25,012,500 shares of common stock issuable); Warrants expire 06/09/21

*Assumes cashless exercise and stock price of \$15.00 per share; Full cash exercise would require \$288 million from warrant holders

Non-GAAP Reconciliation

Nexeo Solutions, Inc. and Subsidiaries LTM Adjusted EBITDA Reconciliation

(\$ in millions, Unaudited)

	Last Twelve Months Ending						
	09/30/2012	09/30/2013	09/30/2014	09/30/2015	09/30/2016	12/31/2016	03/31/2017
Net income (loss)	\$ (18.9)	\$ (6.3)	\$ 4.9	\$ 20.4	\$ (22.2)	\$ (34.7)	\$ (36.4)
Net loss attributable to noncontrolling interest	-	1.7	1.3	-	-	-	-
Net (income) loss from discontinued operations	-	-	(18.4)	0.8	(0.1)	(0.1)	-
Interest expense, net	45.0	57.7	63.6	64.7	56.5	53.0	50.4
Income tax expense (benefit)	1.0	4.7	7.3	3.9	5.4	1.4	0.4
Depreciation and amortization	39.4	38.7	53.4	52.6	58.3	61.5	65.5
Other operating expenses, net ⁽¹⁾	55.6	53.6	39.6	34.1	75.8	87.3	92.8
Adjusted EBITDA from continuing operations	\$ 122.1	\$ 150.1	\$ 151.7	\$ 176.5	\$ 173.7	\$ 168.4	\$ 172.7

(1) See Non-GAAP Reconciliation: Last Twelve Months Ending - Other Operating Expenses, Net

Non-GAAP Reconciliation (continued)

Nexeo Solutions, Inc. and Subsidiaries LTM Other Operating Expenses, Net

(\$ in millions, Unaudited)

	Last Twelve Months Ending						
	09/30/2012	09/30/2013	09/30/2014	09/30/2015	09/30/2016	12/31/2016	03/31/2017
Management add-backs ⁽¹⁾	\$ 30.8	\$ 29.1	\$ 22.4	\$ 16.2	\$ 8.9	\$ 9.8	\$ 11.8
Change in FV of contingent consideration obligations	-	-	-	-	(11.2)	(0.6)	9.4
FY 2015 special one-time compensation incentives ⁽²⁾	-	-	-	8.9	-	-	-
Foreign exchange (gains) losses, net ⁽³⁾	0.6	1.3	1.2	2.2	2.6	2.9	4.0
Management fees ⁽⁴⁾	7.0	5.5	5.1	4.7	2.2	1.3	0.5
Letter of credit fees not included in interest expense	0.8	-	-	-	-	-	-
Compensation expense related to management equity plan (non-cash)	1.8	1.4	1.0	1.2	2.2	3.3	4.3
Gain on sale of Franklin Park facility	-	-	-	-	2.6	2.6	2.6
Inventory step up	-	-	-	-	13.8	13.8	13.8
LIFO average cost accounting principle change ⁽⁵⁾	5.5	-	-	-	-	-	-
Transitional pension and medical payments – Ashland employees ⁽⁶⁾	0.6	-	-	-	-	-	-
Transaction and other transaction related items ⁽⁷⁾	8.5	16.3	9.9	0.9	54.7	54.2	46.4
Other operating expenses, net	\$ 55.6	\$ 53.6	\$ 39.6	\$ 34.1	\$ 75.8	\$ 87.3	\$ 92.8

(1) One-time management adjustments associated with integration, restructuring and transformational activities not directly related to the business combination

(2) Special one-time compensation incentive approved by the Compensation Committee for fiscal year 2015 performance

(3) Includes the impact of net realized and unrealized foreign exchange gains and losses related to transactions in currencies other than the functional currency of the respective legal entity for the purpose of evaluating the Company's performance and facilitate more meaningful comparisons of performance to other fiscal periods

(4) Management, monitoring, consulting, reimbursable fees and leverage fees, per the agreement with TPG Capital, L.P.; In connection with the business combination, this agreement was terminated

(5) Cumulative adjustment for LIFO to average cost inventory accounting method change

(6) Transitional pension and medical payments owed to certain Ashland employees pursuant to the Agreement of Purchase and Sale, dated November 5, 2010 by and between Ashland and Nexeo Solutions, LLC (formerly TPG Accolade, LLC), as amended

(7) Includes professional and transaction costs related to acquisitions, potential acquisitions and other business combination related items



NEXEO SOLUTIONS, INC.