

Third Quarter 2017 Investor Presentation



connecting
THE WORLD

November 1, 2017

Safe Harbor

Safe Harbor

Some slides and comments included herein, particularly related to estimates, comments or expectations about future performance or business conditions, may contain forward-looking statements. Important factors that may cause actual results to differ materially from the content of the forward-looking statements are described in our safe harbor caution. Please review our safe harbor caution in our Form 10-K filed with the SEC on February 24, 2017 and subsequent filings with the SEC.

Non-GAAP Financial Measures

Adjusted operating income (defined as operating income before extraordinary, nonrecurring or unusual charges and other certain items), adjusted earnings per share (defined as diluted earnings per share before extraordinary, nonrecurring or unusual charges and other certain items), adjusted other income (expense) (defined as other income (expense) before extraordinary, nonrecurring or unusual charges and other certain items), adjusted EBITDA (defined as adjusted operating income plus depreciation and amortization for North America, Europe and Latin America), net debt (defined as long-term debt plus current portion of long-term debt less cash and cash equivalents), net leverage (defined as net debt divided by adjusted EBITDA), adjusted operating margin (defined as adjusted operating income divided by revenues), return on invested capital (defined as adjusted operating income after other income (expense) and tax divided by working capital) and free cash flow (defined as operating cash flow minus capital expenditures) are “non-GAAP financial measures” as defined under the rules of the Securities and Exchange Commission. Metal-adjusted net sales, a non-GAAP financial measure, is also provided herein in order to eliminate an estimate of metal price volatility from the comparison of revenues from one period to another for our core operations.

These Company-defined non-GAAP financial measures exclude from reported results those items that management believes are not indicative of our ongoing performance and are being provided herein because management believes they are useful in analyzing the operating performance of the business and are consistent with how management evaluates our operating results and the underlying business trends. Use of these non-GAAP measures may be inconsistent with similar measures presented by other companies and should only be used in conjunction with the Company’s results reported according to GAAP. Reconciliations of historical non-GAAP financial measures to the most directly comparable GAAP financial measures are included in this presentation. With respect to other forward-looking non-GAAP information, the Company is not able to provide a reconciliation of the non-GAAP financial measures to GAAP because it does not provide specific guidance for the various extraordinary, nonrecurring or unusual charges and other certain items. These items have not yet occurred, are out of the Company’s control and/or cannot be reasonably predicted. As a result, reconciliation of these forward-looking non-GAAP measures to GAAP is not available without unreasonable effort and the Company is unable to address the probable significance of the unavailable information.

Overview

Overview

- ***Reported operating income of \$1 million primarily impacted by non-cash charges of \$27 million principally related to the sale of operations in China***
- ***Adjusted operating income of \$43 million increased \$11 million year over year as restructuring savings, metal price tailwinds and continued performance improvement in Latin America more than offset the impact of lower subsea project activity***
- ***Divestiture program nearly complete with the sale of China bringing total proceeds to \$220 million and on target to meet previously communicated range of \$250 to \$300 million***
- ***Maintained significant liquidity with \$363 million of availability on the Company's \$700 million asset-based revolving credit facility and \$72 million of cash and cash equivalents***
- ***Impact of metal prices was a \$6 million benefit compared to a negative \$2 million impact in the prior year period***
- ***The Board continues to execute on its previously announced review of strategic alternatives to maximize shareholder value, including a potential sale of the Company***

Update on Strategic Roadmap

Executing our previously announced strategic roadmap



Focus and Optimize Portfolio

- Focused on electric utility, industrial and communications and investing in these businesses to drive to full potential
- Divesting operations in Africa and Asia Pacific substantially complete, generated \$220 million of proceeds program to date including the sale of the Company's operations in China in Q3 2017; on track to meet target of \$250 - \$300
- #1, #2 or strong #3 positions in approximately 80% of our revenue



Develop Leading Cost and Efficiency Position

- Consolidating and streamlining our manufacturing operations (majority in North America)
- Approx. 50% of plants are undergoing, or completing, project-driven change
- Optimizing supply chain efficiencies – including global procurement and a new logistics management system in North America – that leverage our substantial operating scale



Drive Growth through Innovation

- Growth through targeted share recovery
- Position business to grow in faster growing markets, such as renewables, data communications and grid connectivity
- Capitalize on product and service innovation



Cultivate a High-Performance Culture

- Implemented a world class compliance program
- Clear vision and sense of purpose
- Organization aligned on values and behaviors

The Company's implementation of strategic initiatives are driving performance improvement in our core segments in North America, Europe and Latin America

Third Quarter Financial Results

Q3 2017 Key Financial Results

(In Millions)	Q3 2017	Q3 2016	Comments
Net sales (as reported) ⁽¹⁾	\$988	\$866	Net sales increased 14% principally due to higher metal prices and improved unit volume in North America and Latin America
Metal pounds sold ⁽²⁾	254	231	Metal pounds sold increased 10% driven by demand for aerial transmission cables (North America and Brazil) and industrial, construction and specialty (ICS) products in North America. Volume in Europe was flat as stronger demand for electric utility products including land based turnkey projects helped to offset the easing performance of the subsea turnkey project business and continued weak demand for industrial and construction projects
Reported operating income	\$1	\$5	Reported operating income of \$1 million for the third quarter of 2017 principally reflects non-cash charges of \$27 million related to the sale of operations in China and a small non-core business in North America
Adjusted operating income	\$43	\$32	Adjusted operating income of \$43 million increased \$11 million period over period as restructuring savings, metal price tailwinds and continued performance improvement in Latin America more than offset the impact of lower subsea project activity
Copper – COMEX	\$2.89	\$2.16	
Aluminum – LME	\$0.91	\$0.74	

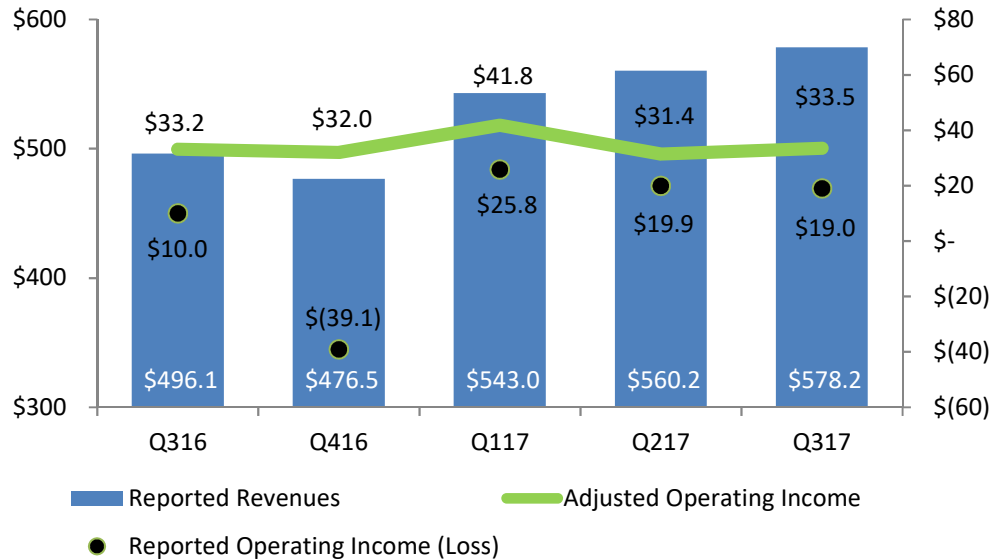
Note: Reconciliations of Non-GAAP financial measures are included in the Appendix

(1) Excludes Asia Pacific and Africa reported revenues of \$6 million and \$58 million in Q3 2017 and Q3 2016, respectively

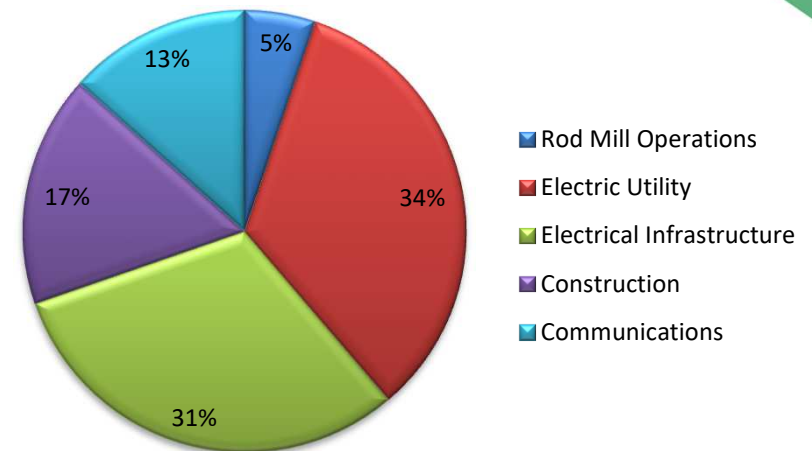
(2) Excludes Asia Pacific and Africa metal pounds sold of 1 million and 17 million in Q3 2017 and Q3 2016, respectively

North America

Reported Revenue, Reported Operating Income & Adjusted Operating Income ⁽¹⁾
(in millions)



Revenue Product Mix Q3 2017

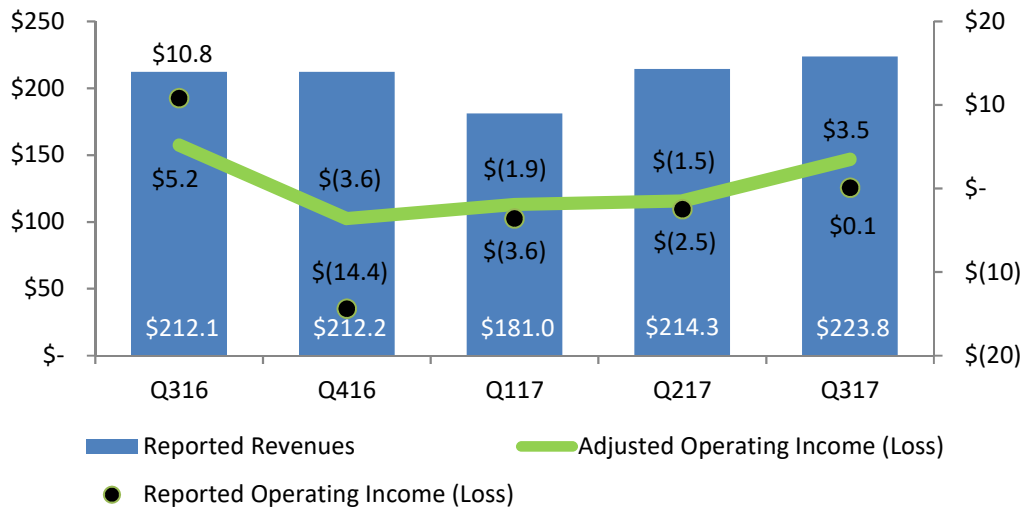


(1) A reconciliation of North America's reported operating income (loss) to adjusted operating income (loss) is provided in the Appendix

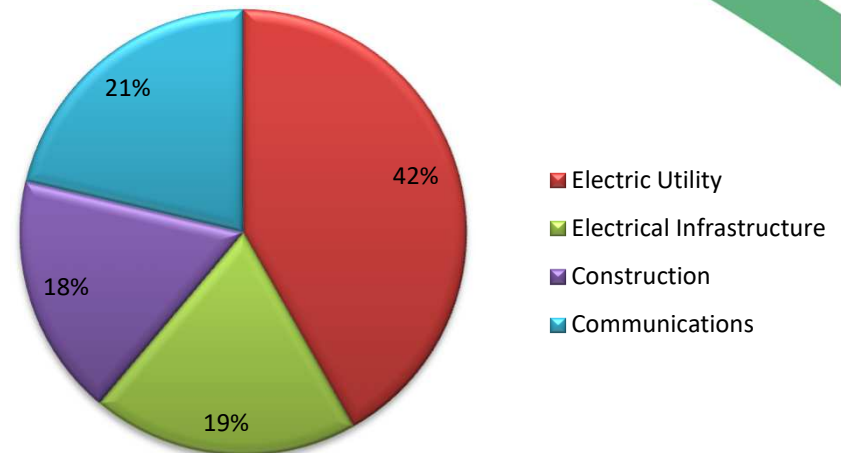
- **Revenue for the third quarter increased year over year principally due to higher metal prices and unit volume. Volume was up 12% driven by stronger demand for aerial transmission cables and industrial, construction and specialty (ICS) products**
- **Adjusted operating income was flat year over year as restructuring savings and metal tailwinds offset the impact of unfavorable mix**
- **Sequentially, revenue was up 3% due to higher metal prices and stronger unit volume. Unit volume was up 4% driven by stronger demand for industrial, specialty and construction (ICS) products. Adjusted operating income was up \$2 million due to the impact of operational improvements and rising metal prices**

Europe

Reported Revenue, Reported Operating Income & Adjusted Operating Income ⁽¹⁾
(in millions)



Revenue Product Mix Q3 2017

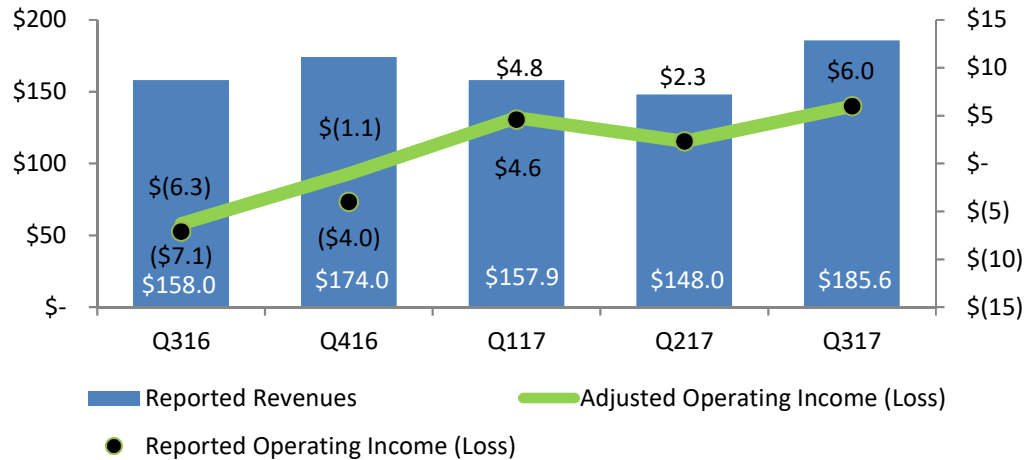


(1) A reconciliation of Europe's reported operating income (loss) to adjusted operating income (loss) is provided in the Appendix

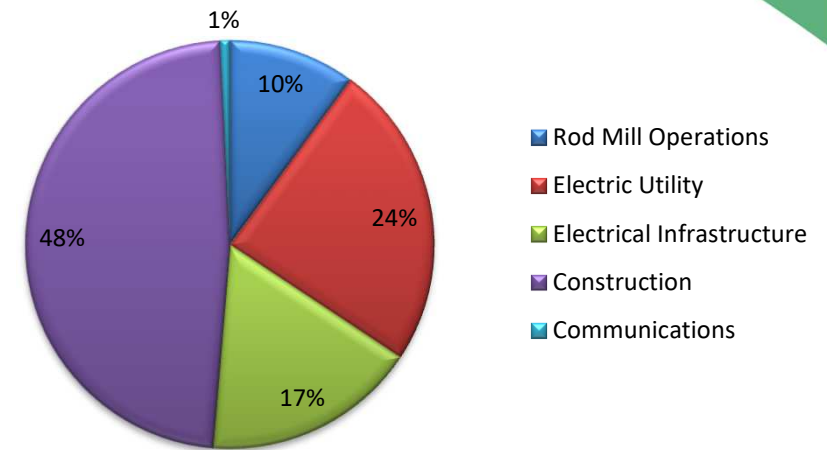
- **Revenue for the third quarter increased year over year principally due to higher metal prices. Volume was flat year over year as stronger demand for electric utility products (land-based turn-key projects) was more than offset by the impact of lower subsea project activity and continued weak demand for industrial and construction products**
- **Adjusted operating income declined \$2 million year over year as restructuring savings and the strong performance of the land based turnkey business were more than offset by lower project activity in the higher margin subsea power business**
- **Sequentially, revenue was up 4% principally due to higher metal prices on flat volume. Adjusted operating income increased \$5 million as compared to the second quarter principally due to restructuring savings, the impact of rising metal prices, and favorable mix driven by a stronger demand for electric utility products including land based turnkey projects**

Latin America

Reported Revenue, Reported Operating Income & Adjusted Operating Income ⁽¹⁾
(in millions)



Revenue Product Mix Q3 2017



(1) A reconciliation of Latin America's reported operating income (loss) to adjusted operating income (loss) is provided in the Appendix

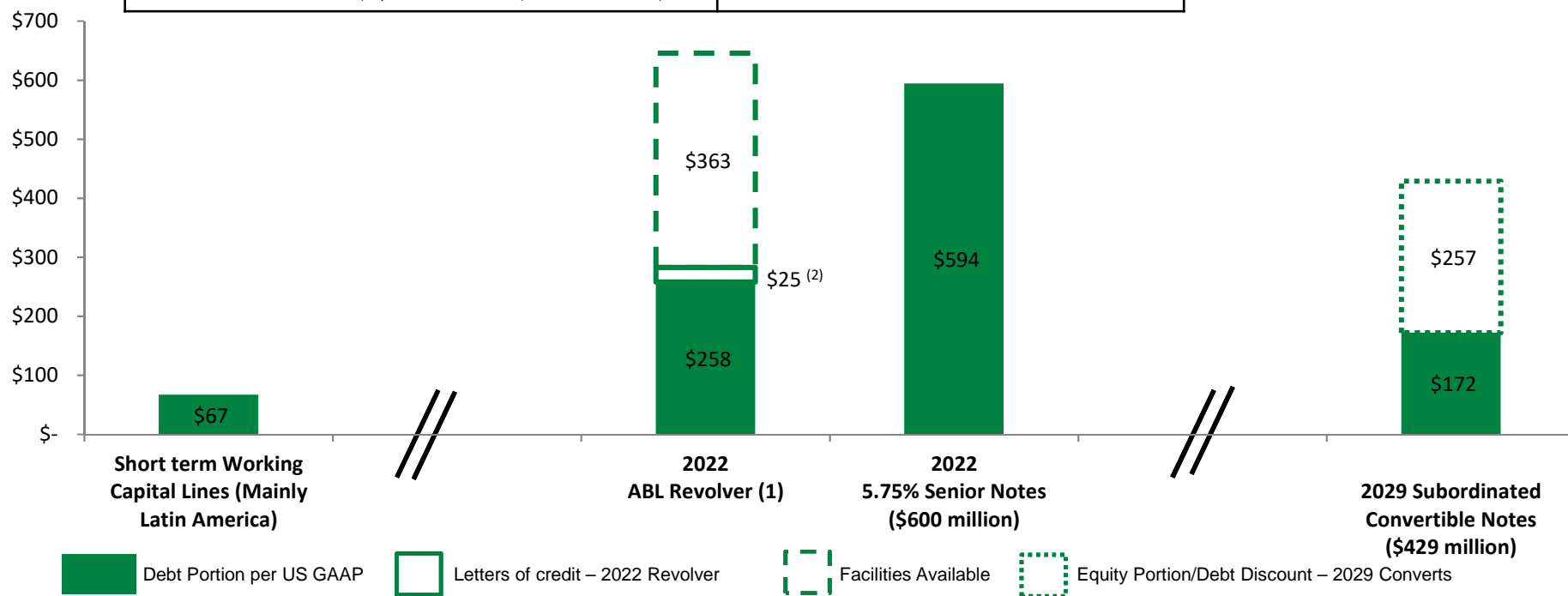
- **Revenue improved year over year principally due to higher metal prices and unit volume. Unit volume was up 11% due to stronger shipments of aerial transmission cables in Brazil. The region continues to experience uneven spending on electric infrastructure and construction projects with pockets of improved demand in Chile and Colombia**
- **Adjusted operating income improved \$12 million year over year principally due to improved operational execution**
- **Sequentially, revenue increased 25% due to higher metal prices and unit volume. Unit volume was up 22% due to stronger shipments of aerial transmission cables in Brazil and construction products in Costa Rica and Peru. Adjusted operating income improved \$4 million principally due to improved operational execution and the impact of rising metal prices**

Capital Structure

Debt Maturity Profile

As of September 29, 2017

	Net Debt			Net Leverage		
	Q3 2017	Q4 2016	Diff		Q3 2017	Q4 2016
Debt	\$1,091	\$939	\$152	Adjusted EBITDA ⁽³⁾	\$222	\$231
Cash	<u>72</u>	<u>101</u>	<u>(29)</u>	Net Leverage	4.6x	3.6x
Net Debt	\$1,019	\$838	\$181			



- (1) The Company's asset base supports approximately \$646 million of borrowings under its \$700 million credit facility as of September 29, 2017
- (2) Includes standby letters of credit
- (3) A reconciliation of LTM adjusted EBITDA is provided in the Appendix

Well positioned to fund the business including working capital requirements and restructuring actions with \$363 million of availability and \$72 million of cash



Summary

- **Executing strategic initiatives and driving operational excellence:**
 - **Focused and optimized our portfolio to leverage our competitive strengths**
 - **Focused on electric utility, industrial and communications business and investing in these businesses to drive to full potential – enhancing capabilities and capacity in fiber, premise and high and extra-high voltage**
 - **Optimizing our asset base and cost structure**
 - **Optimize manufacturing network in North American electric utility and communications**
 - **Progressing with a global center-led procurement organizational redesign**
 - **Implementing logistics system to reduce handling and freight costs**
 - **Driving growth as a focused, efficient, innovative leader**
 - **Leveraging our five technology platforms – Performance Materials, Surface Sciences, Cable Design, Process Technology and Metals**
 - **Cultivating a culture of performance, including a world class compliance program**

The Company is seeing positive momentum in demand in North America, replenishing our subsea project backlog in Europe and has established a solid platform poised for sustainable growth in Latin America

Appendix

Consolidated Adjusted Operating Income

	3rd Quarter			
	2017		2016	
	Operating Income	EPS	Operating Income	EPS
<i>In millions, except per share amounts</i>				
Reported	\$ 0.8	\$(0.28)	\$ 4.7	\$(0.29)
Adjustments to Reconcile Operating Income/EPS				
Non-cash convertible debt interest expense ⁽¹⁾	-	0.01	-	0.01
Mark to market (gain) loss on derivative instruments ⁽²⁾	-	(0.18)	-	(0.01)
Restructuring and divestiture costs ⁽³⁾	7.7	0.09	24.1	0.29
Legal and investigative costs ⁽⁴⁾	0.4	-	0.8	0.01
(Gain) loss on sale of assets ⁽⁵⁾	6.3	0.12	(6.4)	(0.08)
Project settlements ⁽⁶⁾	3.5	0.04	-	-
Asia-Pacific and Africa (income) loss ⁽⁷⁾	24.3	0.45	8.9	0.14
Total Adjustments	42.2	0.53	27.4	0.36
Adjusted	\$ 43.0	\$ 0.25	\$ 32.1	\$ 0.07

Note 1: The table above reflects EPS adjustments based on the Company's full year effective tax rate for 2017 and 2016 of 40% and 50%, respectively

Note 2: See footnote definitions on slide 21 of the Appendix

Segment Adjusted Operating Income

North America, Europe and Latin America

North America	Operating Income				
	Q3 2016	Q4 2016	Q1 2017	Q2 2017	Q3 2017
<i>In millions</i>					
As reported	\$ 10.0	\$ (39.1)	\$ 25.8	\$ 19.9	\$ 19.0
Adjustments to Reconcile Operating Income					
Restructuring and divestiture costs ⁽³⁾	22.9	14.1	12.2	11.2	7.8
Legal and investigative costs ⁽⁴⁾	0.8	(0.7)	0.3	0.3	0.4
(Gain) loss on the sale of assets ⁽⁵⁾	(0.5)	1.0	3.5	-	6.3
Foreign Corrupt Practices Act (FCPA) accrual ⁽⁶⁾	-	49.3	-	-	-
US Pension Settlement ⁽⁹⁾	-	7.4	-	-	-
Total Adjustments	23.2	71.1	16.0	11.5	14.5
Adjusted	\$ 33.2	\$ 32.0	\$ 41.8	\$ 31.4	\$ 33.5
Europe					
	Operating Income				
	Q3 2016	Q4 2016	Q1 2017	Q2 2017	Q3 2017
<i>In millions</i>					
As reported	\$ 10.8	\$ (14.4)	\$ (3.6)	\$ (2.5)	\$ 0.1
Adjustments to Reconcile Operating Income					
Restructuring and divestiture costs ⁽³⁾	0.3	10.8	1.7	1.0	(0.1)
Project Settlements ⁽⁶⁾	-	-	-	-	3.5
(Gain) loss on the sale of assets ⁽⁵⁾	(5.9)	-	-	-	-
Total Adjustments	(5.6)	10.8	1.7	1.0	3.4
Adjusted	\$ 5.2	\$ (3.6)	\$ (1.9)	\$ (1.5)	\$ 3.5
Latin America					
	Operating Income				
	Q3 2016	Q4 2016	Q1 2017	Q2 2017	Q3 2017
<i>In millions</i>					
As reported	\$ (7.1)	\$ (4.0)	\$ 4.6	\$ 2.3	\$ 6.0
Adjustments to Reconcile Operating Income					
Restructuring and divestiture costs ⁽³⁾	0.8	2.9	0.2	-	-
(Gain) loss on the sale of assets ⁽⁵⁾	-	-	-	-	-
Total Adjustments	0.8	2.9	0.2	-	-
Adjusted	\$ (6.3)	\$ (1.1)	\$ 4.8	\$ 2.3	\$ 6.0
Core Operations - Total Adjusted Operating Income	\$ 32.1	\$ 27.3	\$ 44.7	\$ 32.2	\$ 43.0

Note: See footnote definitions on slide 21 of the Appendix

Metal Adjusted Net Sales

North America	3rd Quarter	
	2017	2016
<i>In millions</i>	<u>Net Sales</u>	<u>Net Sales</u>
As reported	\$ 578.2	\$ 496.1
Adjustments to Reconcile Net Sales		
Metal adjustment ⁽¹⁰⁾	-	56.2
Total Adjustments	-	56.2
Adjusted	<u>\$ 578.2</u>	<u>\$ 552.3</u>
Europe	3rd Quarter	
	2017	2016
<i>In millions</i>	<u>Net Sales</u>	<u>Net Sales</u>
As reported	\$ 223.8	\$ 212.1
Adjustments to Reconcile Net Sales		
Metal adjustment ⁽¹⁰⁾	-	17.1
Total Adjustments	-	17.1
Adjusted	<u>\$ 223.8</u>	<u>\$ 229.2</u>
Latin America	3rd Quarter	
	2017	2016
<i>In millions</i>	<u>Net Sales</u>	<u>Net Sales</u>
As reported	\$ 185.6	\$ 158.0
Adjustments to Reconcile Net Sales		
Metal adjustment ⁽¹⁰⁾	-	28.4
Total Adjustments	-	28.4
Adjusted	<u>\$ 185.6</u>	<u>\$ 186.4</u>
Asia and Africa	3rd Quarter	
	2017	2016
<i>In millions</i>	<u>Net Sales</u>	<u>Net Sales</u>
As reported	\$ 6.4	\$ 58.3
Adjustments to Reconcile Net Sales		
Metal adjustment ⁽¹⁰⁾	-	9.7
Total Adjustments	-	9.7
Adjusted	<u>\$ 6.4</u>	<u>\$ 68.0</u>

Note: See footnote definitions on slide 21 of the Appendix

Adjusted Other Income (Expense)

In millions

As reported

Adjustments to Reconcile Other Income (Expense)

Mark to market (gain) loss on derivative instruments ⁽²⁾

Asia-Pacific and Africa other (income) loss ⁽⁷⁾

Total Adjustments

Adjusted

	3rd Quarter	
	2017	2016
	Other Income (Expense)	Other Income (Expense)
	\$ 10.7	\$ (2.1)
	(12.2)	(0.8)
	(0.8)	1.4
	(13.0)	0.6
	<u>\$ (2.3)</u>	<u>\$ (1.5)</u>

Note: See footnote definitions on slide 21 of the Appendix

Adjusted EBITDA

<i>In millions</i>	12 Months Ended	12 Months Ended
	Q3 2017	2016
Net income (loss) attributable to Company common shareholders	\$ (177.2)	\$ (93.8)
Net income (loss) attributable to noncontrolling interest	3.0	0.3
Equity in net (earnings) losses of affiliated companies	(0.2)	(0.9)
Income tax provision (benefit)	20.9	(3.7)
Interest expense, net	78.9	87.0
Other (income) expense	(20.4)	(7.2)
Operating income (loss)	\$ (95.0)	\$ (18.3)
Adjustments to Reconcile Operating Income		
Restructuring and divestiture costs ⁽³⁾	61.8	82.6
Legal and investigative costs ⁽⁴⁾	0.3	7.0
(Gain) loss on sale of assets ⁽⁵⁾	10.8	(51.9)
Project settlements ⁽⁶⁾	3.5	-
Foreign Corrupt Practices Act (FCPA) accrual ⁽⁸⁾	49.3	54.3
US Pension Settlement ⁽⁹⁾	7.4	7.4
Asia-Pacific and Africa (income) loss ⁽⁷⁾	109.1	68.9
Total Adjustments	242.2	168.3
Adjusted operating income	147.2	150.0
Depreciation and amortization ⁽¹¹⁾	74.8	80.9
Adjusted EBITDA	\$ 222.0	\$ 230.9

Note: See footnote definitions on slide 21 of the Appendix

Footnotes

(1) - The Company's adjustment for the non-cash convertible debt interest expense reflects the accretion of the equity component of the 2029 convertible notes, which is reflected in the income statement as interest expense.

(2) - Mark to market (gains) and losses on derivative instruments represents the current period changes in the fair value of commodity instruments designated as economic hedges. The Company adjusts for the changes in fair values of these commodity instruments as the earnings associated with the underlying contract have not been recorded in the same period.

(3) - Restructuring and divestiture costs represent costs associated with the Company's announced restructuring and divestiture programs. Examples consist of, but are not limited to, employee separation costs, asset write-downs, accelerated depreciation, working capital write-downs, equipment relocation, contract terminations, consulting fees and legal costs incurred as a result of the programs. The Company adjusts for these charges as management believes these costs will not continue at the conclusion of both the restructuring and divestiture programs.

(4) - Legal and investigative costs represents costs incurred for external legal counsel and forensic accounting firms in connection with the restatement of our financial statements and the Foreign Corrupt Practices Act investigation. The Company adjusts for these charges as management believe these costs will not continue at the conclusion of these investigations, which are considered outside the normal course of business.

(5) - Gain and losses on the sale of assets are the result of divesting certain General Cable businesses. The Company adjusts for these gains and losses as management believes the gains and losses are one-time in nature and will not occur as part of the ongoing operations.

(6) - Project settlements represents losses associated with claim settlements related to the Company's German submarine power cable business. The Company adjusts for these losses as management believes they are one-time in nature and will not occur as part of the ongoing operations.

(7) - The adjustment excludes the impact of operations in the Africa and Asia Pacific segment which are not considered "core operations" under the Company's strategic roadmap. The Company is in the process of divesting or closing these operations which are not expected to continue as part of the ongoing business. For accounting purposes, the continuing operations in Africa and Asia Pacific do not meet the requirement to be presented as discontinued operations. Third quarter of 2017 principally reflects the loss on the sale of the Company's business in China of \$19.9 million.

(8) - Foreign Corrupt Practices Act (FCPA) accrual is the Company's additional accruals recorded in 2015 and 2016 to settle the investigation with the SEC and DOJ. The Company announced on December 29, 2016, it had entered into agreements with the SEC and the DOJ that bring to a conclusion those agencies' respective investigations relating to the FCPA and the SEC's separate accounting investigation related to our financial statements from fiscal years 2012 and prior. As a result, total fines, disgorgement, and pre-judgment interest will be paid to the SEC and DOJ in the amount of \$82.3 million in 2017.

(9) - The US pension settlement charge is a one-time cost related to the lump sum payment to term-vested participants of the US Master Pension Plan. This charge represents the payments made to those participants who elected to take the lump sum payment and for which the Company no longer has obligations to pay in the future. The Company has adjusted for this US pension settlement charge as management does not expect it to occur in the future, nor is it part of the ongoing operations.

(10) - The metal adjustment to net sales is the Company's estimate of metal price volatility to revenues from one period to another.

(11) - Excludes depreciation and amortization in Asia Pacific and Africa for the twelve months ended September 29, 2017 and 2016 of \$1.7 million and \$5.1 million, respectively.

General Cable Corporation

