



# Third Quarter 2017 Earnings Call

November 3, 2017



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# Forward-Looking Statements



This supplemental information contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, statements about the anticipated consequences and benefits of our recent acquisition of MPG, our financial outlook, and other information relating to matters that are not historical facts. These forward-looking statements involve certain risks and uncertainties that could cause actual results to differ materially from those expressed or implied by these statements. These risks and uncertainties include the ability to successfully operate and integrate MPG operations and realize estimated synergies, and the other factors detailed in the reports we file with the SEC, including those described under “Risk Factors” in our most recent Annual Report on Form 10-K and our Quarterly Reports on Form 10-Q. These forward-looking statements speak only as of the date of this communication. We expressly disclaim any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein to reflect any change in our expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

It should also be noted that this presentation contains certain financial measures, including Adjusted EBITDA, Adjusted earnings per share, Adjusted free cash flow, and Net Leverage Ratio that are not required by, or presented in accordance with, accounting principles generally accepted in the United States, or GAAP. These measures are presented here to provide additional useful measurements to review our operations, provide transparency to investors and enable period-to-period comparability of financial performance. A description of non-GAAP financial measures that we use to evaluate our operations and financial performance, and reconciliation of these non-GAAP financial measures to the most directly comparable financial measures calculated and reported in accordance with GAAP, can be found starting on slide 14 under “Reconciliation of Non-GAAP Measures”.

# 3Q 2017 AAM Highlights



## 3Q FINANCIAL PERFORMANCE

**\$1.72B**

Quarterly  
Sales

**\$298M**

17.3% of sales

Quarterly  
Adj. EBITDA\*

**\$88M**

Adj. Free  
Cash Flow\*



**Reduced Net Leverage  
Ratio\* below 3x**



**Record Non-GM sales  
of over \$1 billion  
59% of sales**

# Segment Performance – 3Q 2017



## DRIVELINE



- Sales of \$1.01 billion
- Segment Adjusted EBITDA of \$181.4 million
- Realization of strong new business backlog offsets impact of GM full-size truck plant downtime

## POWERTRAIN



- Sales of \$260.9 million
- Segment Adjusted EBITDA of \$36.8 million
- Lower sequential production volumes related to seasonality and customer program activities

## METAL FORMING



- Sales of \$368.2 million
- Segment Adjusted EBITDA of \$70.7 million
- Continued operational performance and vertical integration benefits

## CASTING



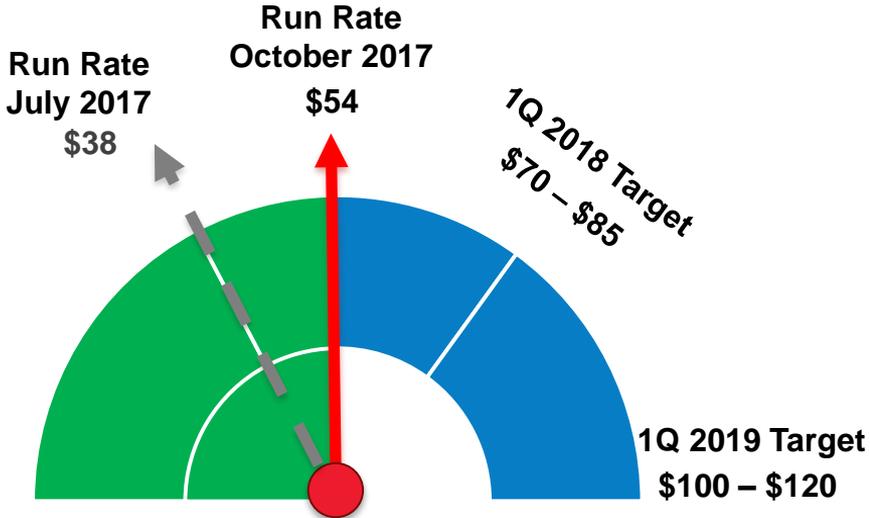
- Sales of \$226.6 million
- Segment Adjusted EBITDA of \$8.8 million
- Higher costs due to increase in commercial vehicle and industrial volumes

# Synergy Achievement Progress from MPG Acquisition



Sources of Cost Savings	Targeted Annual Profit Impact
<b>Overhead</b> <ul style="list-style-type: none"><li>Optimize operating structure</li><li>Elimination of redundant public company costs</li></ul>	≈ \$45 - \$50 million
<b>Purchasing</b> <ul style="list-style-type: none"><li>Combine global purchasing to leverage larger scale</li><li>Direct and indirect material opportunities</li><li>Insourcing initiatives</li></ul>	≈ \$45 - \$50 million
<b>Other Cost Savings</b> <ul style="list-style-type: none"><li>Manufacturing initiatives</li><li>Plant loading optimization / facility rationalization</li></ul>	≈ \$10 - \$20 million
<b>Total Targeted Annual Improvement</b>	≈ \$100-\$120 million

## Synergy Achievement Gauge (Annual Run Rate in millions)



**AAM is on track to achieve synergy targets**

# AAM's 2017 Financial Outlook

As updated on November 3, 2017



	2017 Full Year Targets
<b>AAM's Consolidated Sales</b>	<b>Increased to a range of \$6.2 billion to \$6.25 billion</b>
<b>Adjusted EBITDA*</b>	<b>≈ \$1.1 billion</b>
<b>Adjusted Free Cash Flow*</b>	<b>≈ 5% of AAM's consolidated sales</b>

- Based on a U.S. SAAR assumption of 17 million light vehicle units
- Adjusted free cash flow target includes estimated capital expenditures of approximately 8% of sales
- MPG's pre-acquisition financial results from January 1, 2017 to April 5, 2017 will be excluded from AAM's 2017 financial results and are excluded from our 2017 full year outlook.
- We have incurred and expect to further incur significant costs and payments related to restructuring, integration and acquisition-related activities as well as significant purchase accounting adjustments and related effects on the income statement during 2017. The impact of these has been excluded from our Adjusted EBITDA and Adjusted free cash flow targets.

**AAM expects continued strong margin performance and cash flow generation**

\* For definitions of terms, please see the attached appendix

# MPG Acquisition Update – 3Q 2017



Acquisition Benefit	3Q 2017 Result	
<b>Greater scale and financial profile</b>	Quarterly sales of \$1.72 billion – over \$700 million increase from 3Q 2016	
<b>Accelerated business diversification</b>	> \$1 billion of Non-GM Sales, 59% of total sales – Both AAM quarterly records  Greater exposure to commercial and industrial business as those markets strengthened in 2017	
<b>Enhanced profitability and free cash flow generation</b>	AAM achieved Adjusted EBITDA of \$298 million and 17.3% of sales  AAM generated \$88 million of Adjusted Free Cash Flow	
<b>Synergy attainment and value capture</b>	AAM recognized \$12 million of cost reduction synergies in 3Q 2017 and has attained a \$54 million annual run rate at the end of October 2017  On track to meet our target of \$100 - \$120 million of annual run rate synergies by 1Q 2019 and 70% of this total by 1Q 2018	

# 3Q Financial Results

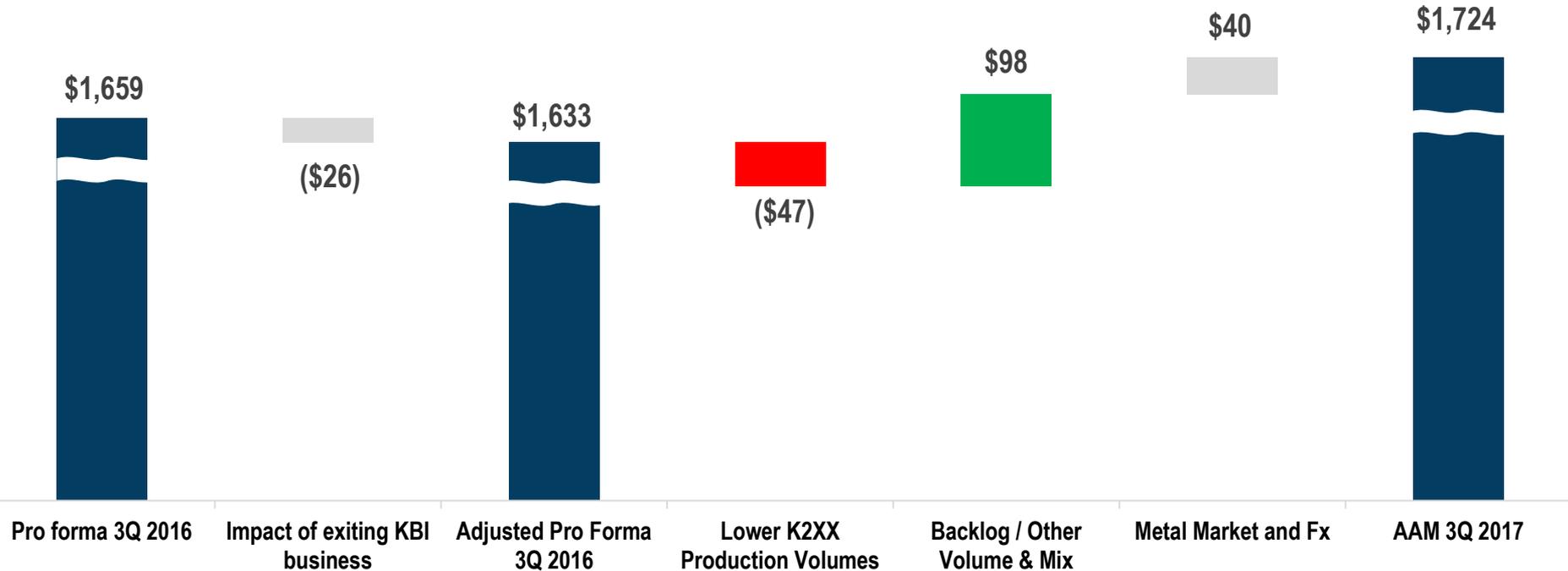


	Three Months Ended September 30,		Difference
	2017	2016	
	(dollars in millions, except per share data)		
Net Sales	\$ 1,724.4	\$ 1,006.9	\$ 717.5
Gross Profit	297.7	181.2	116.5
Gross Margin	17.3%	18.0%	-0.7%
SG&A	102.3	78.6	23.7
SG&A as a % of Sales	5.9%	7.8%	-1.9%
Amortization of intangible assets	24.4	1.3	23.1
Restructuring and acquisition costs	22.8	-	22.8
Other income	0.5	0.9	(0.4)
Adjusted EBITDA*	\$ 297.7	\$ 156.7	\$ 141.0
Adjusted EBITDA* Margin	17.3%	15.6%	1.7%
Net Interest Expense	56.7	22.7	34.0
Income Tax Expense	5.7	17.8	(12.1)
Effective Tax Rate	6.2%	22.4%	-16.2%
Net Income attributable to AAM	\$ 86.2	\$ 61.7	\$ 24.5
Diluted EPS	0.75	0.78	(0.03)
Adjusted EPS*	\$ 0.86	\$ 0.83	\$ 0.03

\* For definitions of terms and non-GAAP reconciliations, please see the attached appendix.

# 3Q 2017 Sales Walkdown

(in millions)

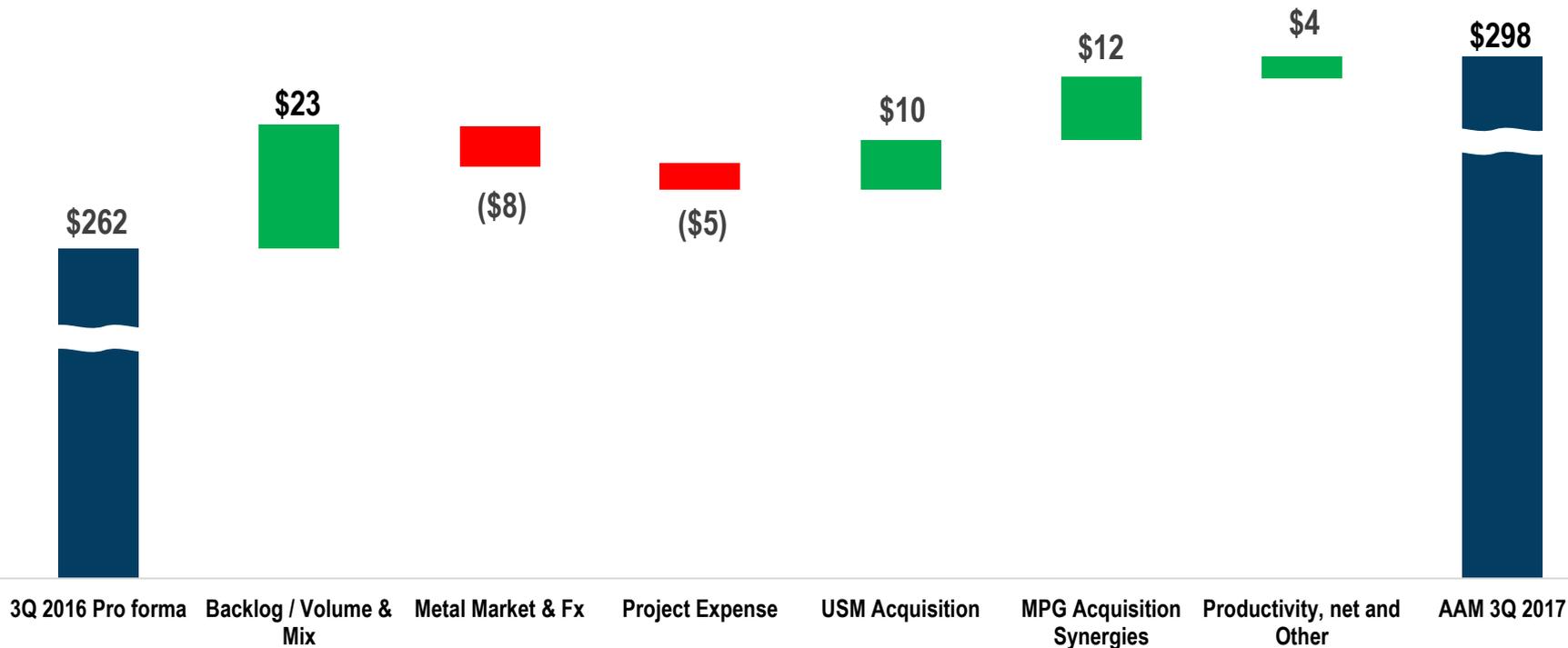


**Over 3% year-over-year organic growth in 3Q 2017 despite lower GM full-size truck production**

Pro forma sales for 3Q 2016 includes AAM sales of \$1,007 million and MPG sales of \$676 million, adjusted for the elimination of the MPG sales to AAM of \$24 million

# 3Q Year-Over-Year Adjusted EBITDA\* Walk

(in millions)



**Adjusted EBITDA margin increased from 15.8% 3Q 2016 pro forma to 17.3% in 3Q 2017**

# Restructuring and Acquisition-Related Costs



## Ongoing:

Restructuring  
Integration

## Specific to Closing of Acquisition:

Acquisition-related closing costs  
Interest payment upon the settlement of acquired company debt  
Settlement of pre-existing accounts payable with acquired entities

Expense		Cash Payments	
(in millions)			
3Q 2017	2017 YTD	3Q 2017	2017 YTD
\$ 6.7	\$ 15.2	\$ 6.3	\$ 20.1
15.1	34.9	13.2	25.3
1.0	40.4	0.8	41.1
-	-	-	24.6
-	-	-	35.2
\$ 22.8	\$ 90.5	\$ 20.3	\$ 146.3

AAM expects between \$25 - \$30 million of additional restructuring and acquisition-related costs and cash payments in the fourth quarter of 2017.

# Adjusted Free Cash Flow and Debt Profile



Cash Flow and Debt Metrics	As of September 30, 2017
3Q Adjusted Free Cash Flow*	\$87.9 million
Net Debt*	\$3.63 billion
Net Leverage Ratio*	2.98x
Liquidity*	\$1.5 billion

**As a result of our strong free cash flow generation in 2017, AAM announced our intention to early redeem our 5.125% Notes due 2019 in 4Q 2017**



AAM

**SUPPLEMENTAL DATA**

# Reconciliation of Non-GAAP Measures



In addition to the results reported in accordance with accounting principles generally accepted in the United States of America (GAAP) included within this presentation, we have provided certain information, which includes non-GAAP financial measures. Such information is reconciled to its closest GAAP measure in accordance with Securities and Exchange Commission rules and is included in the following slides.

Certain of the forward-looking financial measures included in this presentation are provided on a non-GAAP basis. A reconciliation of non-GAAP forward-looking financial measures to the most directly comparable financial measures calculated and presented in accordance with GAAP is not practical given the difficulty of projecting event driven transactional and other non-core operating items, as well as purchase price adjustments and their related effects in any future period. The magnitude of these items, however, may be significant.

## EBITDA and Adjusted EBITDA Reconciliation

(\$ in millions)

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2017	2016	2017	2016
Net income attributable to AAM	\$ 86.2	\$ 61.7	\$ 230.8	\$ 193.8
Interest expense	57.5	23.2	139.9	70.2
Income tax expense	5.7	17.8	15.6	53.8
Depreciation and amortization	122.6	49.9	303.4	150.4
EBITDA	\$ 272.0	\$ 152.6	\$ 689.7	\$ 468.2
Restructuring and acquisition-related costs	22.8	4.1	90.5	4.1
Debt refinancing and redemption costs	—	—	2.7	—
Non-recurring items:				
Acquisition-related fair value inventory adjustment	—	—	24.9	—
Other	2.9	—	(0.8)	(1.0)
Adjusted EBITDA	\$ 297.7	\$ 156.7	\$ 807.0	\$ 471.3
As % of net sales	17.3 %	15.6 %	17.8 %	15.7 %

## EBITDA and Adjusted EBITDA for the Trailing Twelve Months Ended September 30, 2017

(\$ in millions)

	Quarter Ended				Trailing Twelve
	December 31, 2016	March 31, 2017	June 30, 2017	September 30, 2017	Months Ended September 30, 2017
Net income attributable to AAM	\$ 46.9	\$ 78.4	\$ 66.2	\$ 86.2	\$ 277.7
Interest expense	23.2	25.5	56.9	57.5	163.1
Income tax expense	4.5	7.5	2.4	5.7	20.1
Depreciation and amortization	51.4	56.2	124.6	122.6	354.8
EBITDA	\$ 126.0	\$ 167.6	\$ 250.1	\$ 272.0	\$ 815.7
Restructuring and acquisition-related costs	22.2	16.0	51.7	22.8	112.7
Debt refinancing and redemption costs	—	—	2.7	—	2.7
Non-recurring items:					—
Acquisition-related fair value inventory adjustment	—	—	24.9	—	24.9
Other	—	—	(3.7)	2.9	(0.8)
Adjusted EBITDA	\$ 148.2	\$ 183.6	\$ 325.7	\$ 297.7	\$ 955.2
			Pre-acquisition adjusted EBITDA from acquired entities		261.9
			Pro forma Adjusted EBITDA	\$	1,217.1

## Pro forma EBITDA and Adjusted EBITDA Reconciliation for Third Quarter of 2016

(\$ in millions)

	AAM	MPG	PRO FORMA
Net income attributable to shareholders	\$ 61.7	\$ 19.3	\$ 81.0
Interest expense	23.2	25.7	48.9
Income tax expense	17.8	3.1	20.9
Depreciation and amortization	49.9	55.0	104.9
EBITDA	\$ 152.6	\$ 103.1	\$ 255.7
Restructuring and acquisition-related costs and other non-recurring items	4.1	1.9	6.0
Adjusted EBITDA	\$ 156.7	\$ 105.0	\$ 261.7

## Adjusted Earnings Per Share Reconciliation

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2017	2016	2017	2016
Diluted earnings per share	\$ 0.75	\$ 0.78	\$ 2.27	\$ 2.47
Restructuring and acquisition-related costs	0.20	0.05	0.89	0.05
Debt refinancing and redemption costs	—	—	0.03	—
Non-recurring items:				
Acquisition-related fair value inventory adjustment	—	—	0.24	—
Acquisition related tax adjustments	(0.04)	—	(0.12)	—
Other	0.03	—	(0.01)	(0.01)
Tax effect of adjustments	(0.08)	—	(0.41)	—
Adjusted earnings per share	<u>\$ 0.86</u>	<u>\$ 0.83</u>	<u>\$ 2.89</u>	<u>\$ 2.51</u>

## Free Cash Flow and Adjusted Free Cash Flow Reconciliation

(\$ in millions)

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2017	2016	2017	2016
Net cash provided by operating activities	\$ 207.5	\$ 107.5	\$ 420.7	\$ 291.0
Purchases of property, plant and equipment, net of proceeds from sale of property, plant and equipment and government grants	(139.9)	(52.9)	(277.0)	(155.2)
Free cash flow	\$ 67.6	\$ 54.6	\$ 143.7	\$ 135.8
Cash payments for restructuring and acquisition-related costs	20.3	—	86.5	—
Acquisition-related settlement of pre-existing accounts payable balances with acquired entities	—	—	35.2	—
Interest payments upon settlement of acquired company debt	—	—	24.6	—
Adjusted free cash flow	\$ 87.9	\$ 54.6	\$ 290.0	\$ 135.8

## Net Debt and Net Leverage Ratio

(\$ in millions)

	<b>Trailing Twelve Months Ended</b> <b><u>September 30, 2017</u></b>
Current portion of long term debt	\$ 6.8
Long-term debt, net	<u>4,169.3</u>
Total debt, net	4,176.1
Less: Cash and cash equivalents	<u>549.6</u>
Net debt at end of period	<u>\$ 3,626.5</u>
Pro forma Adjusted EBITDA	<u>\$ 1,217.1</u>
 Net Leverage Ratio	 2.98

**Segment Financial Information**  
(\$ in millions)

	<b>Three Months Ended</b>		<b>Nine Months Ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>
Segment Sales				
Driveline	\$ 1,007.9	\$ 956.1	\$ 3,028.7	\$ 2,840.4
Metal Forming	368.2	137.2	887.5	414.4
Powertrain	260.9	—	544.5	—
Casting	226.6	—	452.2	—
Total Sales	1,863.6	1,093.3	4,912.9	3,254.8
Intersegment Sales	(139.2)	(86.4)	(380.8)	(253.3)
Net External Sales	<u>\$ 1,724.4</u>	<u>\$ 1,006.9</u>	<u>\$ 4,532.1</u>	<u>\$ 3,001.5</u>
Segment Adjusted EBITDA				
Driveline	\$ 181.4	\$ 134.4	\$ 513.5	\$ 391.9
Metal Forming	70.7	22.3	170.5	79.4
Powertrain	36.8	—	88.7	—
Casting	8.8	—	34.3	—
Total Segment Adjusted EBITDA	<u>\$ 297.7</u>	<u>\$ 156.7</u>	<u>\$ 807.0</u>	<u>\$ 471.3</u>

# Definition of Non-GAAP Measures



## **EBITDA and Adjusted EBITDA**

We define EBITDA to be earnings before interest expense, income taxes, depreciation and amortization. Adjusted EBITDA is defined as EBITDA excluding the impact of restructuring and acquisition-related costs, debt refinancing and redemption costs, and non-recurring items. We believe that EBITDA and Adjusted EBITDA are meaningful measures of performance as they are commonly utilized by management and investors to analyze operating performance and entity valuation. Our management, the investment community and the banking institutions routinely use EBITDA and Adjusted EBITDA, together with other measures, to measure our operating performance relative to other Tier 1 automotive suppliers. We also use Segment Adjusted EBITDA as the measure of earnings to assess the performance of each segment and determine the resources to be allocated to the segments. EBITDA and Adjusted EBITDA should not be construed as income from operations, net income or cash flow from operating activities as determined under GAAP. Other companies may calculate EBITDA and Adjusted EBITDA differently.

## **Other Non-recurring Items**

For the three months ended on September 30, 2017, other non-recurring items reflect the impact of a non-cash pension settlement charge related to one of our foreign entities. For the nine months ended on September 30, 2017, other non-recurring items also reflect the impact of a gain related to the change of our method of accounting for indirect inventory and the interest expense for the debt drawdown period prior to acquisition funding requirement. For the three and nine months ended on September 30, 2016, other non-recurring items reflect the impact of an investment gain related to the final distribution of the Reserve Yield Plus Fund.

## **Adjusted Earnings per Share**

We define Adjusted earnings per share to be diluted earnings per share excluding the impact of restructuring and acquisition-related costs, debt refinancing and redemption costs, and non-recurring items, including the tax effect thereon. We believe Adjusted earnings per share is a meaningful measure as it is commonly utilized by management and investors in assessing ongoing financial performance that provides improved comparability between periods through the exclusion of certain items that management believes are not indicative of core operating performance and which may obscure underlying business results and trends. Other companies may calculate Adjusted earnings per share differently.

## **Free Cash Flow and Adjusted Free Cash Flow**

We define free cash flow to be net cash provided by operating activities less capital expenditures net of proceeds from the sale of property, plant and equipment and government grants. Adjusted free cash flow is defined as free cash flow excluding the impact of cash payments for restructuring and acquisition-related costs, settlements of pre-existing accounts payable balances with acquired entities, and interest payments upon the settlement of acquired company debt. We believe free cash flow and Adjusted free cash flow are meaningful measures as they are commonly utilized by management and investors to assess our ability to generate cash flow from business operations to repay debt and return capital to our stockholders. Free cash flow and Adjusted free cash flow are also key metrics used in our calculation of incentive compensation. Other companies may calculate free cash flow and Adjusted free cash flow differently.

## **Net Debt and Net Leverage Ratio**

We define net debt to be the current portion of long-term debt plus long-term debt, net less cash and cash equivalents. We define Net Leverage Ratio to be net debt divided by the trailing 12 months of pro forma Adjusted EBITDA. Pro forma Adjusted EBITDA includes AAM's Adjusted EBITDA and the pre-acquisition EBITDA of acquired entities. We believe that Net Leverage Ratio is a meaningful measure of financial condition as it is commonly used by management, investors and creditors to assess capital structure risk. Other companies may calculate Net Leverage Ratio differently.

## **Liquidity**

We define Liquidity as cash on hand plus amounts available on our revolving credit facility and foreign credit facilities.

## **US SAAR**

We define US SAAR as the seasonally adjusted annual rate of light vehicle sales in the United States



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