



SHILOH

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Shiloh Industries, Inc.

Supplemental Information

February 26, 2015

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This presentation includes data based on management estimates and from industry sources as well as forecasts and information that the Company has prepared based, in part, upon data, forecasts and information obtained from independent trade associations, industry publications and surveys and other independent sources. These third party publications and surveys generally state that the information included therein is believed to have been obtained from sources believed to be reliable, but that the publications and surveys can give no assurance as to the accuracy or completeness of such information. The Company has not independently verified any of the data from third-party sources nor has it ascertained the underlying economic assumptions on which such data are based.

Any statements contained herein describing documents and agreements are summaries only and are qualified in their entirety by reference to such documents and agreements.

Company Overview



FY 2012

\$586 million

\$43 million / 7.3%

9

120

77

Revenues

Adj. EBITDA / Margins

Manufacturing Locations

Number of Customers

Number of Nameplates

Pro Forma FY 2014

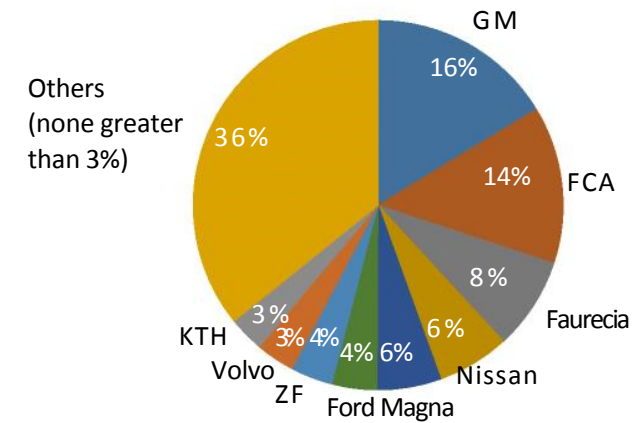
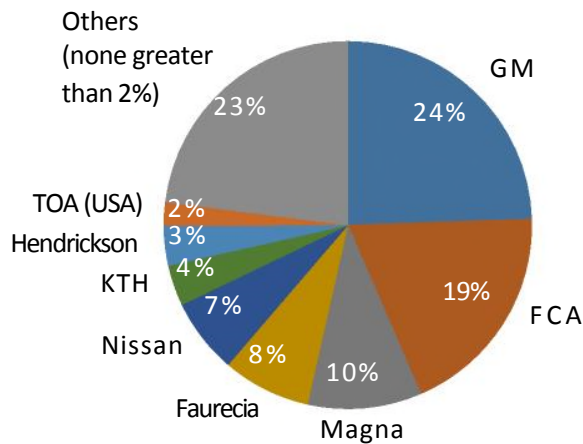
\$1,137 million ⁽¹⁾

\$97 million / 8.5% ⁽¹⁾

21

175

170



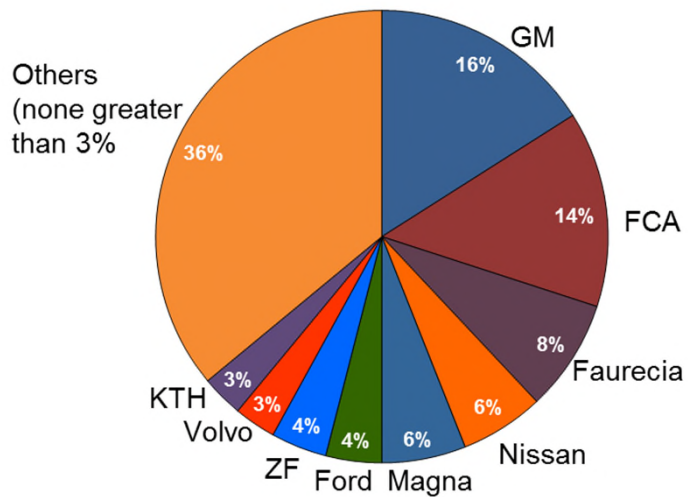
(1) Revenue in FY2014 is pro forma for the acquisition of FMS, completed in June 2014. Adjusted EBITDA in FY2014 is pro forma for the acquisitions of FMS and Radar Industries, Inc. ("Radar"), completed in June and September 2014, respectively.

Company Overview

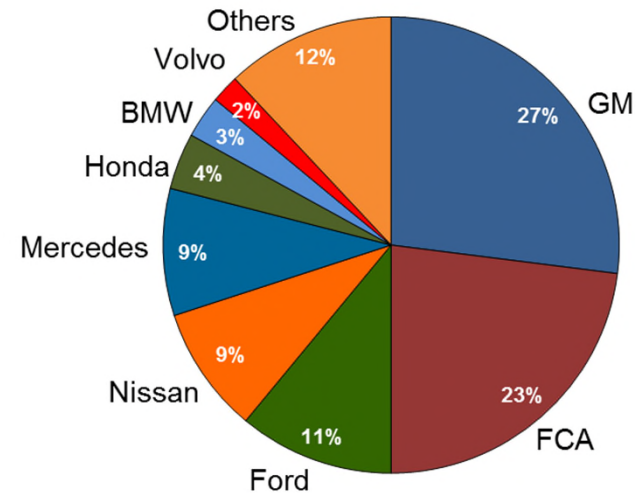


- 120 platforms served
- Top 15 platforms served over multiple generations
- No nameplate accounts for more than 8% of revenue
- No current or planned dividends or share buybacks

2014 Revenue by Customer

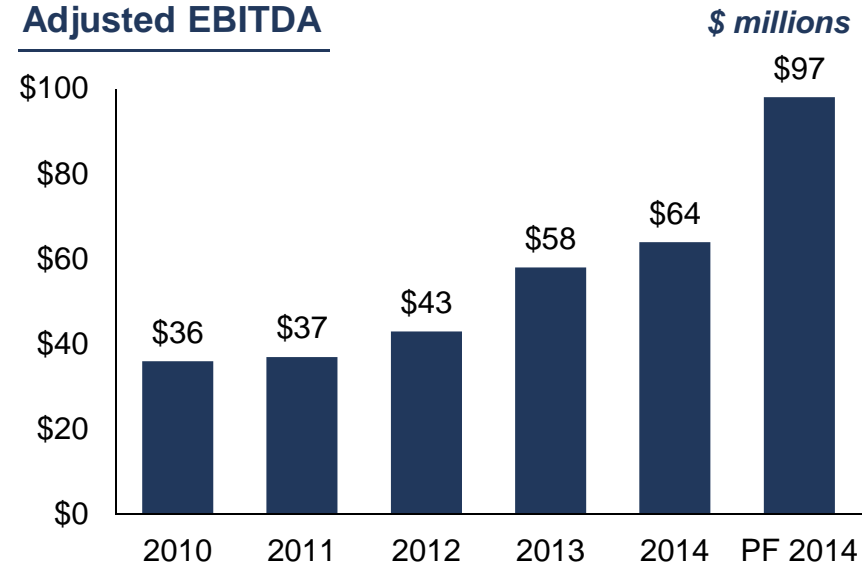


2014 Revenue by OEM

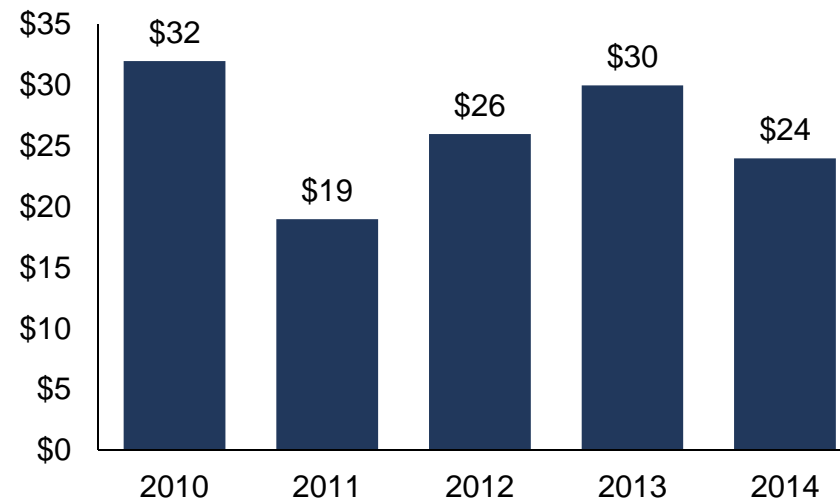


Participation on Industry-Leading Platforms and Long-Term Customer Relationships Will Sustain Strong Performance

Adjusted EBITDA



Free Cash Flow ⁽²⁾



1. Revenue in FY2014 is pro forma for the acquisition of FMS, completed in June 2014; Adj. EBITDA in FY2014 is pro forma for the for the acquisitions of FMS and Radar Industries, completed in June and September 2014, respectively

2. Free Cash Flow defined as Adj. EBITDA less capital expenditures.



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Appendix

Appendix

Adjusted EBITDA and Free Cash Flow Reconciliations



\$ in millions

	Year ended October 31,			Pro Forma year ended October 31,	
	2012	2013	2014	2014	
Net Income (Loss)	\$13.5	\$21.6	\$22.4	\$27.2	
Depreciation and Amortization	18.8	20.9	27.9	33.7	
Interest Expense	1.5	2.6	4.5	5.7	
Provision for Income Taxes	9.0	10.6	4.7	2.8	
Other (Income) Expense	0.0	0.1	(0.5)	(0.5)	
EBITDA	\$42.9	\$55.7	\$59.1	\$68.9	
(Gain) on Sale of Assets (a)	(0.1)	(0.0)	(0.8)	(0.8)	
Bargain Purchase Gain (b)	-	(0.2)	-	-	
Stock-based Compensation	0.8	0.7	0.6	0.6	
Asset Impairment (Recovery) (c)	(0.8)	0.0	(4.0)	(4.0)	
Acquisition Related Fees (d)	-	1.3	3.5	3.5	
Acquisition Related Adjustments (e)	-	-	-	11.1	
Cost-savings Related to Recent Acquisitions (f)	-	-	-	9.5	
One-time Plant and Platform Start-Up Costs (g)	-	-	6.1	6.5	
Other Adjustments (h)	-	-	(0.2)	1.3	
Adjusted EBITDA	\$42.7	\$57.6	\$64.2	\$96.6	
Capital Expenditures	(17.1)	(27.4)	(40.2)	-	
Free Cash Flow	\$25.6	\$30.1	\$24.1	-	

Appendix

Footnotes to Reconciliations



\$ in millions

- (a) Reflects non-cash gains on sales of assets.
- (b) Reflects a “bargain purchase” accounting gain in connection with the acquisition of Atlantic Tool & Die that relates to the acquisition of assets at less than fair value.
- (c) Reflects asset recoveries of \$0.8 million primarily as a result of the gain on the sale of the Company’s Mansfield Blanking facility in fiscal 2012 for which an impairment charge was taken in fiscal 2010. Net impairment charges of \$0.02 million were recorded in fiscal 2013 as a result of a \$0.5 million impairment charge to reduce the carrying value of the real property of the Company’s Anniston facility to fair value and \$0.5 million in impairment recoveries recorded, of which \$0.4 million was recorded for cash received upon sales of assets from the Company’s Liverpool Stamping facility. In fiscal 2014, asset recoveries of \$4.0 million were recorded as a result of the sale of the Company’s Mansfield Blanking facility, which was impaired in fiscal 2014.
- (d) Reflects costs incurred by the Company during fiscal 2013 and fiscal 2014 for acquisition related fees paid to outside service providers for due diligence activities and legal, accounting, investment banking and valuation services.
- (e) Represents certain one-time acquisition-related items in fiscal 2014 related to (i) purchase accounting inventory gross ups of approximately \$2.6 million in connection with the Radar Acquisition and the FMS Acquisition and (ii) certain one-time items related to the Radar Acquisition of approximately \$8.6 million comprised of (1) a \$2.5 million charge related to a settlement with a customer related to sales of scrap in prior periods, (2) \$2.6 million in accounts receivable write offs, (3) \$2.8 million in former owner and owner family salaries and benefits expenses and (4) a \$0.6 million bonus paid to employees that will not continue under our ownership.
- (f) Represents operational synergies and cost-savings related to the Radar Acquisition and the FMS Acquisition and comprised of (i) \$0.7 million related to FMS for the eight month period ending June 30, 2014 for management fees, information technology fees paid to the former owner and excess insurance costs and (ii) \$8.8 million related to Radar for the eleven month period November 1, 2013 through September 30, 2014 comprised of (1) \$3.5 million in identified operations, quality and process cost-savings, (2) \$1.7 million in facility and labor consolidation cost-savings, (3) \$1.6 million in professional fees and outside services that we will not require in future periods, (4) \$1.2 million in cost-savings related to selling, general and administrative labor and benefits expenses and (5) \$0.7 million in identified supply chain cost-savings.
- (g) Represents certain one-time items, costs and charges associated with technology upgrades and new plant and platform start-up costs primarily related to our transformation from a metal stamping company to a lightweighting company and comprised of (i) \$2.1 million due to increased outsourcing and other costs incurred as a result of the temporary shutdown of two presses at our plant in Dickson, TN, (ii) \$2.0 million in costs related to the installation of a new laser welding line at our Pendergrass, GA plant, (iii) \$1.3 million in costs related to relocating manufacturing equipment to our Saltillo, MX plant to support a new platform start-up, (iv) \$0.3 million in plant start-up costs related to a previously idled facility we acquired in Clarksville TN, (v) \$0.4 million in rapid development costs in connection with a new project launch at our Pleasant Prairie, WI plant and (vi) in the pro forma period only, \$0.4 million of FMS equipment launch costs.
- (h) Represents certain other adjustments comprised of (i) \$0.3 million in above the line tax items (primarily state franchise taxes related to manufacturing), (ii) \$(1.0 million) related to the Albany-Chicago Company escrow settlement, (iii) \$0.6 million in lost revenue related to the four month shut down of certain Ford operations in connection with the overhaul of the F-150 and (iv) in the pro forma period only, \$1.5 million of lost revenue due to the approximately two week extension of the traditional summer shutdown at all of FMS’ manufacturing facilities, primarily as a result of the decreased demand due to the conflict in Ukraine and related geopolitical events.