

CCL Industries

Acquisition of Innovia

December 19th 2016

Disclaimer

This presentation contains forward-looking information and forward-looking statements, as defined under applicable securities laws, (hereinafter collectively referred to as “forward-looking statements”) that involve a number of risks and uncertainties. Forward-looking statements include all statements that are predictive in nature or depend on future events or conditions. Forward-looking statements are typically identified by the words “believes,” “expects,” “anticipates,” “estimates,” “intends,” “plans” or similar expressions. Statements regarding the operations, business, financial condition, priorities, ongoing objectives, strategies and outlook of the Company, other than statements of historical fact, are forward-looking statements. Specifically, this presentation contains forward-looking statements regarding the anticipated growth in sales, income and profitability of the Company’s segments; the Company’s anticipated improvement in market share; the Company’s capital spending levels and planned capital expenditures; the adequacy of the Company’s financial liquidity; earnings per share and EBITDA; the Company’s effective tax rate; the Company’s ongoing business strategy; and the Company’s expectations regarding general business and economic conditions.

Forward-looking statements are not guarantees of future performance. They involve known and unknown risks and uncertainties relating to future events and conditions including, but not limited to, the after-effects of the global financial crisis and its impact on the world economy and capital markets; the impact of competition; consumer confidence and spending preferences; general economic and geopolitical conditions; currency exchange rates; interest rates and credit availability; technological change; the outcome of anti-trust filings; changes in government regulations; risks associated with operating and product hazards; and CCL’s ability to attract and retain qualified employees. Do not unduly rely on forward-looking statements as the Company’s actual results could differ materially from those anticipated in these forward-looking statements. Forward-looking statements are also based on a number of assumptions, which may prove to be incorrect, including, but not limited to, assumptions about the following: global economic recovery and higher consumer spending; improved customer demand for the Company’s products; continued historical growth trends, market growth in specific sectors and entering into new markets; the Company’s ability to provide a wide range of products to multinational customers on a global basis; the benefits of the Company’s focused strategies and operational approach; the achievement of the Company’s plans for improved efficiency and lower costs, including stable aluminum costs; the availability of cash and credit; fluctuations of currency exchange rates; the Company’s continued relations with its customers; the Company’s strategic rationale for this acquisition; Innovia’s 2017 forecasted sales and estimated EBITDA and CCL’s pro-forma annual sales post-close; and general business and economic conditions. Should one or more risks materialize or should any assumption prove incorrect, then actual results could vary materially from those expressed or implied in the forward-looking statements. Further details on key risks can be found throughout this report and particularly in Section 4: “Risks and Uncertainties” of the 2015 Annual MD&A. CCL’s annual and quarterly reports can be found online at www.cclind.com and www.sedar.com or are available upon request.



Transaction Overview

Key Metrics

- CCL Industries Inc. (“CCL”) entered into a definitive Agreement to acquire Innovia for an estimated \$1.13 billion enterprise value
- Innovia 2017 sales estimated at \$570 million with approximately \$155 million EBITDA
- Purchase multiple of 7.3 times 2017 estimated EBITDA
- Limited \$5 million integration expense

Closing

- Closing expected Q1 2017
- Subject to regulatory and change of control approvals
- Customary completion procedures

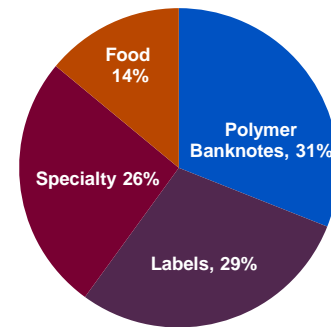
Financing

- Transaction funded through a two-year US\$450 million term loan, remainder financed from CCL’s existing revolving credit facility and cash on hand
- Post close net leverage of 2.5x, reducing to <2x by December 2017

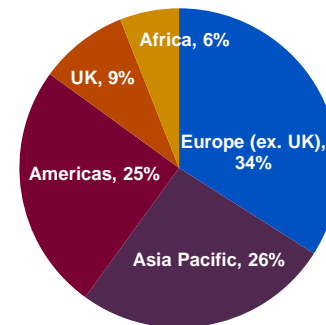
Innovia Overview

- Leading global specialty manufacturer of Bi-axially Oriented Polypropylene (BOPP) films and surface coatings for the label, security & specialty packaging markets
- #1 or #2 market position in key end markets
 - Polymer Banknote Substrate – #1
 - BOPP Pressure Sensitive Label Films – #1
 - Specialty Coated Films
- Major Currency Customers: 24 countries worldwide, including Bank of England, Bank of Canada, Reserve Bank of Australia, Banco de Mexico
- Key facts:
 - Established 1926
 - Headquartered in Wigton, United Kingdom
 - 1200 employees
 - 5 production locations in UK, Belgium, Australia and Mexico

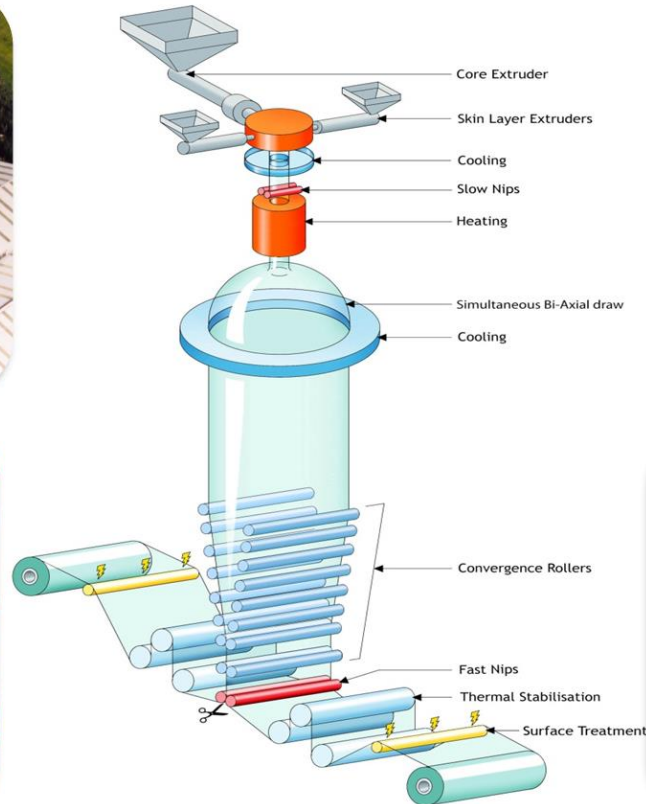
Sales by Product



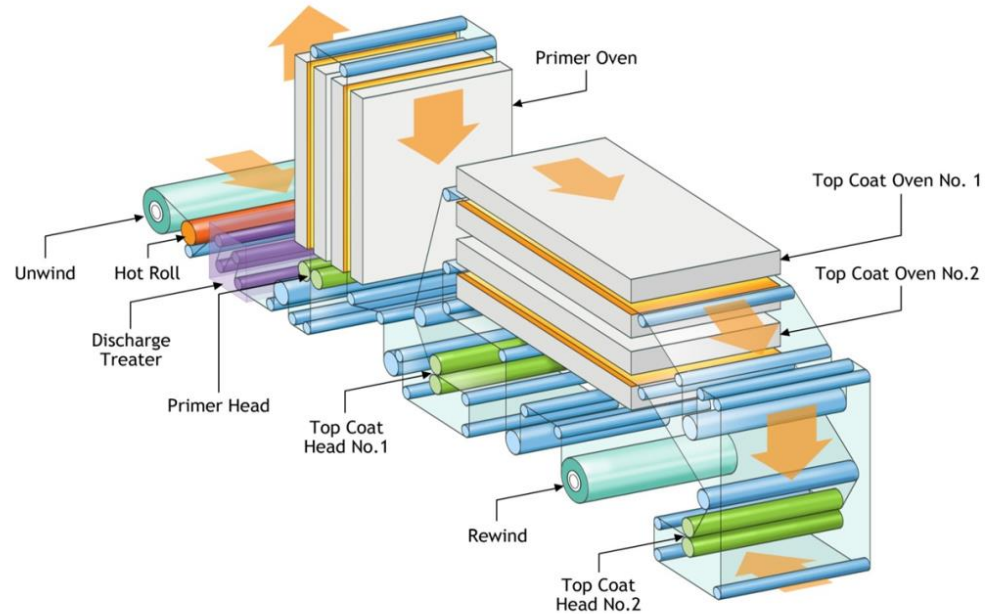
Sales by Geography



Proprietary Films Technology....



....including Surface Engineering



....with Security



Security Facilities



Melbourne, Australia



Queretaro, Mexico



Wigton, England

World class R&D, strong IP portfolio



*Global Films
R&D Centre, UK*

*Global Security
R&D Centre,
Australia*



Significant Opportunities...

- Adding Innovia's film 'fingerprinting' and 'optical imaging' technologies to the product lines of CCL Label, CCL Design and Checkpoint creates a new security printing powerhouse
- Polymer banknote usage (3% penetration today) is on the brink of disruptive break through versus traditional banknotes. Technology deployed parallels CCL's for large scale label applications
- CCL Label & Avery purchase BOPP Films directly for their product lines. CCL Label & Avery suppliers are also good customers for Innovia films
- CCL Label & Innovia already jointly develop proprietary, specialized applications for labels and other packaging products at key global end use customers
- CCL's global footprint offers many operational & administrative opportunities plus sales, marketing and distribution horsepower to Innovia
- Innovia's R&D facilities are the best we have ever seen in our industry bringing leading edge materials science capability to CCL Label, CCL Design, Checkpoint & Avery

