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## Management Discussion and Analysis of the Consolidated Financial Statements of Ferreycorp S.A.A. and Subsidiaries

Fourth Quarter 2015

Lima, February 11, 2016. Ferreycorp S.A.A. and subsidiaries (BVL: FERREYC1), a leading corporation in the capital goods sector and complementary services, with presence in Peru, Chile, Guatemala, El Salvador, Nicaragua and Belize, announces consolidated results for the fourth quarter 2015. The consolidated financial results have been prepared in accordance with International Financial Reporting Standards (IFRS) and are stated in nuevos soles.

## MAIN HIGHLIGHTS

## FULL YEAR 2015 RESULTS

- Consolidated sales for the year 2015 amounted to $\mathrm{S} / 5,333$ million, showing a $9 \%$ increase if compared to same period last year ( $\mathrm{S} / 4,878$ million) mainly as a result of large mining equipment deliveries, that belong to purchase orders from the previous year, to mining companies in expansion stage. Likewise, the company has maintained high sales to the construction sector (S/ 1,046 million) despite the shrink in this market for second consecutive year. It is important to recall that the contribution from the companies abroad to total sales during the year 2015 was $12.3 \%$ (S/ 658 million)
- Accumulated gross profit increased by $16 \%$ to $\mathrm{S} /$. 1,292 million compared to 2014. The gross margin reached to $24.2 \%$ from $22.9 \%$ last year due to the
increase of spare parts and services share in total sales and the exchange loss recover (S/ 115 million)
- EBITDA margin for the full year 2015 reached a record of $12.5 \%$, higher than $10.7 \%$ reported in 2014. EBITDA annual growth was $28 \%$ explained by higher operating profit.
- Operating profit grew by $45 \%$ as a result of higher gross margin and permanent expenses control. Likewise, operating margin went from 6.9\% in 2014 to 9.2\% in 2015.
- Consolidated net profit reached $S / .161$ million compared to $S / 92$ million in 2014, as a result of the net profit positive trend showed during the past quarters (1Q: S/ 31 million, 2Q: S/ 38 million and 3Q: S/ 54 million).
- EPS during 2015 reached to S/ 0.163 higher than S/ 0.091 during 2014.
- EBITDA per share increased from S/ 0.529 in 2014 to S/ 0.674 in 2015.
- As of December 31, 2015 the Free cash flow amounted S/ 140.0 million mainly affected by the strategic acquisition of a piece of land during the first quarter this year.
- Leverage ratio - net debt/EBITDA - for the year ended 2015 is 2.67, as a result of lower debt and EBITDA increase. The debt reduction is a consequence of the corporation strategy for an efficient management of cash surpluses and an adequate debt structure, which allows to prepay debt without penalties.


## FOURTH QUARTER 2015 RESULTS

- Consolidated sales for the fourth quarter amounted to $S / 1,273$ million, $6 \%$ higher if compared to the same period last year (S/ 1,201 million), mainly due to the increase of spare parts and services sales. It is important to point out that the share of this line of business in total sales reached record of $45 \%$.
- Gross profit during the fourth quarter raised $23 \%$ to $\mathrm{S} / 342$ million, higher than sales increase explained by the sales mix and the exchange loss recovery.
- EBITDA rose by $43 \%$ to $S / 180$ million compared to $S / 127$ million reached during fourth quarter 2014, as a result of sales increase, better gross margin and expenses control. Fourth quarter 2015 EBITDA margin boost to 14.2\% from 10.5\% in fourth quarter last year.
- Operating profit showed an important increase of $68 \%$, explained by higher gross profit and permanent expenses control. Operating margin rose from 6.8\% in 4Q 2014 to 10.8\% in 4Q 2015, as a result of operating expenses reduction compared to total sales (16.8\% during 4Q 2015, compared to $17.3 \%$ during $4 Q$ 2014).
- Net profit reached S/ 38 million, showing an important growth if compared to fourth quarter 2014 net loss (S/ -5 million). This is the outcome of higher operating profit described in the previous paragraph that offset the quarter exchange loss.
- EPS amounted to S/ 0.038 compared to $S /-0.005$ during the fourth quarter last year due to the net profit increase.
- EBITDA per share went from S/ 0.128 in 4Q 2014 to S/ 0.181 in 4Q15.
- Fourth quarter 2015 Free cash flow is $S / 145.5$ million, mainly affected by the inventory reduction.

FINANCIAL RESULTS

|  | 4Q15 | 4Q14 | \%Var. | $\begin{gathered} \text { As of Dec } \\ 15 \end{gathered}$ | As of Dec 14 | \%Var. |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net sales US\$ (million) | 383 | 410 | -6.6\% | 1,673 | 1,718 | -2.6\% |
| Net sales S/. | 1,273 | 1,201 | 5.9\% | 5,333 | 4,878 | 9.3\% |
| Gross profit S/. | 343 | 279 | 22.8\% | 1,292 | 1,117 | 15.6\% |
| Operating profit S/. | 137 | 82 | 68.0\% | 490 | 338 | 45.1\% |
| Financial expenses $\mathrm{S} /$. | (28) | (23) | 22.0\% | (106) | (97) | 9.1\% |
| Gain (loss) to exchange rate S/. | (54) | (47) | 14.7\% | (152) | (99) | 52.6\% |
| Net profit S/. | 38 | (5) |  | 161 | 92 | 75.2\% |
| EBITDA S/. | 180 | 127 | 42.5\% | 667 | 522 | 27.7\% |
| EPS | 0.038 | (0.005) |  | 0.163 | 0.091 | 80.0\% |
| Free cash flow | 145 | (165) |  | 140 | 117 | 19.7\% |
| Gross margin | 26.9\% | 23.2\% |  | 24.2\% | 22.9\% |  |
| Operating margin | 10.8\% | 6.8\% |  | 9.2\% | 6.9\% |  |
| Net margin | 3.0\% | -0.4\% |  | 3.0\% | 1.9\% |  |
| EBITDA margin | 14.2\% | 10.5\% |  | 12.5\% | 10.7\% |  |
| Leverage ratio |  |  |  | 1.05 | 1.16 |  |
| Net debt/ EBITDA |  |  |  | 2.67 | 3.49 |  |

## HIGHLIGHTS

- Shares repurchased during year 2015

During 2015 Ferreycorp has repurchased 27 million shares, amount that represents approximately $2.7 \%$ of total shares. Since the share repurchase program was announced on August 27, 2015 until December 31, 2015 the share price has recovered in 14\%, from S/ 1.16 to S/ 1.35 .

## COMMERCAIL MANAGEMENT

SALES BREAKDOWN ACCORDING TO CORPORATE ORGANIZATION

| Sales <br> (S/ million) | 4Q2015 | \% | 4Q2014 | \% | $\begin{gathered} \text { Var } \\ \% \end{gathered}$ | $\begin{gathered} \text { As of Dec } \\ 2015 \end{gathered}$ | \% | $\begin{gathered} \text { As of Dec } \\ 2014 \end{gathered}$ | \% | $\begin{aligned} & \text { Var } \\ & \% \end{aligned}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Cat dealers in Peru | 959 | 71.8 | 921 | 76.6 | 4.1 | 4,168 | 78.2 | 3,814 | 78.2 | 9.3 |
| Cat dealers and other businesses abroad | 135 | 10.1 | 125 | 10.4 | 8.2 | 520 | 9.7 | 476 | 9.8 | 9.2 |
| Other businesses | 179 | 13.4 | 156 | 13.0 | 14.9 | 645 | 12.1 | 587 | 12.0 | 9.8 |
| TOTAL | 1,273 | 95.3 | 1,201 | 100.0 | 5.9 | 5,333 | 100.0 | 4,878 | 100.0 | 9.3 |



Consolidated sales of Ferreycorp S.A.A. and its subsidiaries in Peru, Chile, Guatemala, El Salvador, Nicaragua and Belize, amounted to S/ 1,273 million during the fourth quarter of 2015, showing an increase of $5.9 \%$ compared to the fourth quarter of 2014. In dollars, sales decreased by $2.6 \%$ from US\$ 410 million to US\$ 383 million, explained by a lower average exchange rate in 2014 (S/. 2.932) compared to 2015 (S/. 3.325).

It is worth recalling that Ferreycorp divide its companies in three main groups: Subsidiaries which are Caterpillar dealers and represent allied brands in Peru (Ferreyros, Unimaq, Orvisa and Ferrenergy); subsidiaries which are Caterpillar dealers and have other businesses abroad (Gentrac, Cogesa, Transpesa and Mercalsa); and the ones aimed to offer capital goods and services other than Caterpillar to different economic sectors in Peru and abroad (Motored, Fiansa, Fargoline, Mega Representaciones, Cresko, Forbis Logistics, Sitech and Trex). Sales composition in the fourth quarter 2015 showed no substantial variation compared to the same period in 2014.

|  | Cat dealers in Peru |  | Cat dealers and other businesses abroad |  | Other subsidiaries and businesses abroad |  | Consolidated |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 4Q 2015 | 4Q 2014 | 4Q 2015 | 4Q 2014 | 4Q 2015 | 4Q 2014 | 4Q 2015 | 4Q 2014 |
| Mining trucks and Caterpillar machines (GM) | 94 | 85 | 0 | 0 | 0 | 0 | 94 | 85 |
| Caterpillar machines and engines for other sectors (NGM) | 188 | 179 | 35 | 39 | 0 | 2 | 222 | 220 |
| Allied equipment | 79 | 93 | 9 | 4 | 84 | 54 | 173 | 152 |
| Rental and used | 96 | 123 | 15 | 16 | 3 | 2 | 114 | 141 |
| Spare parts and services | 502 | 441 | 44 | 39 | 27 | 27 | 574 | 507 |
| Other lines | 0 | 0 | 32 | 27 | 65 | 70 | 96 | 97 |
| TOTAL | 959 | 921 | 135 | 125 | 179 | 156 | 1,273 | 1,202 |
| \% Share | 75.3\% | 76.6\% | 10.6\% | 10.4\% | 14.1\% | 13.0\% | 100.0\% | 100.0\% |
|  | Cat dealers in Peru |  | Cat dealers and other businesses abroad |  | Other subsidiaries and businesses abroad |  | Consolidated |  |
|  | As of Dec 15 | As of Dec 14 | As of Dec 15 | As of Dec 14 | As of Dec 15 | As of Dec 14 | As of Dec 15 | As of Dec 14 |
| Mining trucks and Caterpillar machines (GM) | 574 | 382 | 0 | 0 | 0 | 0 | 574 | 382 |
| Caterpillar machines and engines for other sectors (NGM) | 903 | 917 | 143 | 158 | 0 | 0 | 1,045 | 1,074 |
| Allied equipment | 373 | 357 | 18 | 13 | 276 | 216 | 667 | 587 |
| Rental and used | 384 | 453 | 71 | 58 | 11 | 4 | 466 | 515 |
| Spare parts and services | 1,935 | 1,706 | 164 | 138 | 105 | 93 | 2,203 | 1,936 |
| Other lines | 0 | 0 | 125 | 109 | 253 | 274 | 378 | 384 |
| TOTAL | 4,168 | 3,814 | 520 | 476 | 645 | 587 | 5,333 | 4,878 |
| \% Share | 78.2\% | 78.2\% | 9.8\% | 9.8\% | 12.1\% | 12.0\% | 100.0\% | 100.0\% |

According to the sales breakdown by group of companies, during the fourth quarter 2015 the three groups showed an increase in their sales. Caterpillar dealers in Peru increased their sales by $4.1 \%$ if compared with the same period 2014, which was primarily led by higher sales of spare parts and services to mining and construction customers, as a result of the Caterpillar machinery population increase.

Caterpillar dealers in Central America and other businesses abroad reported during these period sales that increased $8.2 \%$ if compared to 2014 , in part as a result of higher sales in some business lines and due to the incorporation of the recently acquired company in El Salvador (Transportes Pesados S.A. de CV - Transpesa) which is part of Ferreycorp since July 2015.

Finally, sales of other subsidiaries aimed to offer capital goods and services other than Caterpillar to different economic sectors in Peru and abroad, increased by 15.0\%. This variation includes higher sales of the Chilean subsidiary TREX.

| Sales | 4Q2015 | \% | 4Q2015 | \% | VAR \% | As of Dec 15 | \% | As of Dec 14 | \% | VAR \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| (S/ million) |  |  |  |  |  |  |  |  |  |  |
| Ferreyros | 793 | 62.4\% | 750 | 62.5\% | 5.8\% | 3,447 | 64.7\% | 3,068 | 62.9\% | 12.4\% |
| Unimaq | 119 | 9.3\% | 131 | 10.9\% | -9.6\% | 540 | 10.1\% | 534 | 11.0\% | 1.0\% |
| Orvisa | 47 | 3.7\% | 39 | 3.3\% | 18.8\% | 181 | 3.4\% | 212 | 4.4\% | -14.9\% |
| Cat dealers Peru | 959 | 75.3\% | 921 | 76.6\% | 4.1\% | 4,168 | 78.2\% | 3,814 | 78.2\% | 9.3\% |
| Cat dealers and other businesses abroad | 135 | 10.6\% | 125 | 10.4\% | 8.2\% | 520 | 9.7\% | 476 | 9.8\% | 9.2\% |
| Motored | 51 | 4.0\% | 48 | 4.0\% | 5.0\% | 199 | 3.7\% | 213 | 4.4\% | -6.2\% |
| Mega Representacior | 50 | 4.0\% | 50 | 4.2\% | -0.1\% | 192 | 3.6\% | 192 | 3.9\% | 0.1\% |
| Trex | 50 | 3.9\% | 25 | 2.0\% | 102.7\% | 138 | 2.6\% | 52 | 1.1\% | 165.1\% |
| Others (Fargoline, Cresko, Fiansa, etc ) | 28 | 2.2\% | 33 | 2.7\% | -13.4\% | 114 | 2.1\% | 130 | 2.7\% | -12.2\% |
| Other subsidiaries | 179 | 14.1\% | 156 | 13.0\% | 14.9\% | 645 | 12.1\% | 587 | 12.0\% | 9.8\% |
| TOTAL | 1,273 | 100.0\% | 1,201 | 100.0\% | 5.9\% | 5,333 | 100.0\% | 4,878 | 100.0\% | 9.3\% |

In the following chart we present the sales evolution of the last five years (fourth quarter of each year) where you may notice that sales of 4Q 2015 kept stable, even in an environment of lower economic activity in the country as a result of the diversification strategy adopted by the corporation, in selling various product lines, with attention to different economic sectors and presence and coverage in different countries. Thus, in a given situation it is possible to compensate the less favorable results in a business line with positive results from other lines.

Sales ( $\mathrm{S} /$. million)


## Sales and EBITDA (5/. million)



| EBITDA <br> (S/MM) | 411 | 461 | 588 | 522 | 666 |
| :---: | :---: | :---: | :---: | :---: | :---: |

The chart above shows accumulated sales year ended for each year. As of December 2015, sales reached to S/. 5.3 billion soles, slightly higher than 2014.

## SALES BREAKDOWN BY BUSINESS LINE

| Sales <br> (S/ million) | 4Q 2015 | \% | 4Q 2014 | \% | $\begin{gathered} \text { Var } \\ \% \end{gathered}$ | $\begin{gathered} \text { As of Dec } \\ 2015 \end{gathered}$ | \% | $\begin{gathered} \text { As of Dec } \\ 2014 \end{gathered}$ | \% | $\begin{aligned} & \text { Var } \\ & \% \end{aligned}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Mining trucks and Caterpillar machines (GM) | 94 | 7.4 | 85 | 7.1 | 10.4 | 574 | 10.8 | 382 | 7.8 | 50.1 |
| Caterpillar machines and engines for other sectors (NGM) | 222 | 17.4 | 218 | 18.1 | 2.1 | 1,045 | 19.6 | 1,074 | 22.0 | -2.7 |
| Allied equipment | 173 | 13.6 | 152 | 12.6 | 13.8 | 667 | 12.5 | 587 | 12.0 | 13.6 |
| Rental and used | 114 | 9.0 | 141 | 11.7 | -18.9 | 466 | 8.7 | 515 | 10.6 | -9.6 |
| Spare parts and services | 574 | 45.1 | 507 | 42.2 | 13.2 | 2,203 | 41.3 | 1,935 | 39.7 | 13.8 |
| Other lines | 96 | 7.5 | 99 | 8.3 | -3.2 | 378 | 7.1 | 384 | 7.9 | -1.6 |
| TOTAL | 1,273 | 100.0 | 1,201 | 100.0 | 5.9 | 5,333 | 100.0 | 4,878 | 100.0 | 9.3 |



When analyzing the results by business line during the fourth quarter, we should highlight that allied equipment rose by $14 \%$ basically due to the incorporation of Trex that provided $\mathrm{S} / .50$ million to total sales during the quarter. Trex has its main operations in Chile and represents Terex cranes, also represented by Ferreyros in Peru

Even though, businesses grouped in "Other lines" showed an slight decrease, it is important to mention that logistic services and safety equipment rose by $37 \%$ and $28 \%$, respectively.

Regarding the aftermarket revenues, spare parts and services sales continued to show an increase of $13 \%$ over the same period in 2014, driven by machinery population sold in recent years in countries where Ferreycorp has presence, where its Caterpillar dealers keep a high market share. During 2015, the population of Caterpillar machinery has increased due to the delivery of equipment fleets to customers, which will require greater amounts of spare parts and services. This dynamic allows the sustainability of the business model.


It is important to notice that sales of spare parts and services continue to increase their share in total sales and in the fourth quarter represented $45 \%$ of total revenues, being the business line that generates higher margins, to cover distribution costs, and generate more EBITDA to the corporation.

The after-market provided by Ferreycorp to its customers is characterized by high quality standards. It is well known that one of the main characteristics of the corporation is its high-quality after-market service, for which it makes important investments in inventories of spare parts and components as well as in modernizing its workshops and selecting and training its technicians

As of December, 2015 sales from the Caterpillar line accounted for $78 \%$ of total income, including machinery and equipment (new, used and rental units) as well as spare parts and services.

Sales (As of December 2015)


## SALES BREAKDOWN BY ECONOMIC SECTORS

Regarding sales distribution by economic sector, sales to the open pit mining and construction sectors as of December 2015 continued to record the largest sales volume, with shares of $36 \%$ and $26 \%$ of total sales, respectively. As of December 2014 open pit mining sales represented $27 \%$ of total sales, an
increase of 9 points as a result of higher sales to mining customers as explained before, meanwhile construction sales represented $29 \%$ of total sales.


## ANALYSIS OF FINANCIAL INFORMATION

## Sales

| Million of nuevos soles | 4 Q 15 | 4 Q 14 | \%Var. | As of Dec <br> 2015 | As of Dec <br> 2014 | \%Var. |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
| Sales | $1,272.6$ | $1,201.2$ | 5.9 | $5,332.5$ | $4,877.8$ | 9.3 |

(See section "Commercial Management" for an explanation of this variation).

## Gross profit

| Million of nuevos soles | $4 \mathrm{Q15}$ | $4 \mathrm{Q14}$ | \%Var. | As of Dec <br> 2015 | As of Dec <br> 2014 | \%Var. |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
| Gross profit | 342.5 | 279.0 | 22.8 | $1,292.1$ | $1,117.4$ | 15.6 |
| Gross margin | $26.9 \%$ | $23.2 \%$ |  | $24.2 \%$ | $22.9 \%$ |  |

During the fourth quarter 2015 gross profit increased from the amount obtained in the same period 2014. In percentage terms, gross margin reached to $26.9 \%$ as a result of the increase of spare parts and services share in total sales. At the same time, was positively affected by the exchange loss recovery of S/. 11 million in the 4Q15. During the fourth quarter the average exchange rate was $S / .3 .325$, while in 4Q 2014 the average exchange rate was S/. 2.932 which represents a variation of $13.4 \%$. As of December 2015 the exchange loss recovery is $\mathrm{S} / .115$ million.

## Selling and Administrative Expenses

| Million of nuevos soles | 4 Q 15 | 4 Q14 | \%Var. | As of Dec <br> 2015 | As of Dec <br> 2014 | \%Var. |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
| Selling and admin <br> expenses | 213.8 | 208.2 | 2.7 | 819.8 | 798.4 | 2.7 |
| As a \% of total sales | $-16.8 \%$ | $-17.3 \%$ |  | $-15.4 \%$ | $-16.4 \%$ |  |

Selling and administrative expenses increased by $2.7 \%$ compared to fourth quarter 2014, below sales increase of $5.9 \%$ as a result of the exchange rate effect in the results of the companies abroad when reporting their results in the functional currency. In that sense, selling and administrative expenses accounted for $16.8 \%$ of total sales in the fourth quarter of 2015 , lower if compared to $17.3 \%$ in the same period last year.

## Financial Expenses

| Million of nuevos soles | $4 Q 15$ | 4 Q14 | \%Var. | As of Dec <br> 2015 | As of Dec <br> 2014 | \%Var. |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
| Financial expenses | 28.2 | 23.2 | 22.0 | 106.4 | 97.5 | 9.1 |
| As a \% of total sales | $-2.2 \%$ | $-1.9 \%$ |  | $-2.0 \%$ | $-2.0 \%$ |  |

Financial expenses for the fourth quarter of 2015 showed a variation of $22 \%$ compared to the fourth quarter of 2014. The increase in the financial expenses in functional currency is explained by higher exchange rate used for the accounting registration (the 4Q14 average liabilities was $\$ 638$ million compared to $\$ 618$ million in 4 Q 15 , a $3 \%$ reduction). $86 \%$ of total debt belongs to dollar funding and the
average cost of debt has remained around $4.6 \%$, which has led to a decrease in interest expenses in dollars.

## Foreign Exchange Gain/ Loss

| Million of nuevos soles | $4 \mathrm{Q15}$ | $4 \mathrm{Q14}$ | \%Var. | As of Dec <br> 2015 | As of Dec <br> 2014 | \%Var. |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
| Foreign exchange gain/ <br> loss | -54.3 | -47.3 |  | -151.8 | -99.5 | 52.6 |

The exchange loss in 4Q 2015 was produced by a devaluation of the sol against the dollar of 5.90\% compared to 3.35\% sol devaluation in the 4Q 2014.

It is important to recall that the company has a natural hedge, considering that sales -as well as machinery import, invoicing to clients and financing- are made in foreign currency (US dollars). The net currency position is widely covered by inventories, which are recorded in US dollars but registered in the balance sheet using the exchange rate at the date of acquisition. As of December 2015 the inventory was registered at an average exchange rate of $S / .3 .180$ while liabilities were registered at an exchange rate of $S / .3 .413$. The difference generated a reserve in inventory of $S / .95$ million that will be recover in the upcoming months when these inventories are invoiced at a higher exchange rate to which they were registered when they were acquired. As of December 2015 the company recorded an exchange loss of S/.- 152 million, higher than exchange loss of S/. - 100 million as of December 2014, both result in S/. -252 million exchange loss. We estimate that the corporation has already recover $\mathrm{S} /$. 115 million. However, the difference between the generated exchange loss and the recovery belongs to the exchange loss regarding other assets, basically real state and the rental fleet.

## Net Profit

| Million of nuevos soles | $4 \mathrm{Q15}$ | 4 Q14 | \%Var. | As of Dec <br> 2015 | As of Dec <br> 2014 | \%Var. |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
| Net profit | 37.8 | -4.9 |  | 161.1 | 92.0 | 75.2 |

As explained above, net profit has been showing a positive trend during the year and in the fourth quarter reached to S/. 37.8 million, compared to S/. 4.9 million loss in 4Q 2014. This is the result of higher sales, increase in gross profit and expenses control, that allowed to show better operating results and also off-set the exchange loss effect.

## EBITDA

| Million of nuevos soles | $4 \mathrm{Q15}$ | $4 \mathrm{Q14}$ | \%Var. | As of Dec <br> 2015 | As of Dec <br> 2014 | \%Var. |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
| EBITDA | 180.3 | 126.6 | 42.5 | 666.9 | 522.3 | 27.7 |
| EBITDA margin | $14.2 \%$ | $10.5 \%$ |  | $12.5 \%$ | $10.7 \%$ |  |

86\% of the corporation's EBITDA is generated by Caterpillar dealers and allied brands in Peru (Ferreyros, Unimaq, Orvisa and Ferrenergy), which are the businesses contributing more to sales and profit in the corporation. On the other hand, $9 \%$ of EBITDA is generated by Caterpillar dealers and other businesses abroad, while 5\% comes from local and foreign subsidiaries aimed to offer capital goods and services for the different economic sectors, in accordance with sales distribution.

The fourth quarter 2015 EBITDA reached to $\mathrm{S} / .179$ million compared to $\mathrm{S} / .127$ million reported in the fourth quarter of 2014, a $41.5 \%$ increase primarily due to the improvement of the operating profit. In foreign currency, the increase equals to $24.8 \%$, from US\$ 43 million in the 4 Q 14 to US\$ 54 million in the 4Q15. EBITDA margin rose from $10.5 \%$ in 4Q14 to $14.1 \%$ in 4Q15.



## ANALYSIS ACCORDING TO CORPORATE ORGANIZATION

| (S/ Thousand) | Cat dealers in Peru |  | Cat dealers and other businesses abroad |  | Other subsidiaries and businesses abroad |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2015 | 2014 | 2015 | 2014 | 2015 | 2014 |
| Sales | 4,167,970 | 3,814,370 | 519,826 | 476,122 | 644,725 | 587,303 |
| Gross profit | 1,039,940 | 889,856 | 130,899 | 111,042 | 121,300 | 116,522 |
| Gross margin | 25\% | 23\% | 25\% | 23\% | 19\% | 20\% |
| Operating expenses | 603,719 | 599,389 | 95,565 | 81,075 | 120,563 | 117,921 |
| Operating margin | 14\% | 16\% | 18\% | 17\% | 19\% | 20\% |
| Depreciation and amort | 111,335 | 131,964 | 21,958 | 15,531 | 22,476 | 17,404 |
| EBITDA | 575,424 | 450,325 | 58,498 | 46,706 | 33,015 | 25,281 |
| EBITDA margin | 14\% | 12\% | 11\% | 10\% | 5\% | 4\% |

## ANALYSIS OF CONSOLIDATED FINANCIAL INFORMATION

As shown in Appendix 2, total assets as of December 31, 2015 amounted to $\mathrm{S} / .4,732.2$ million, compared to $\mathrm{S} / .4,519.2$ million as of December 31, 2014, representing an increase of $\mathrm{S} / .213$ million ( $4.7 \%$ ). This variation was primarily due to i) an increase of $\mathrm{S} / .143$ million in cash and banks as a result of payments received by important mining customers during the last days of the year, and ii) a $\mathrm{S} / .88 .1$ million increase in fixed assets explained mainly by the purchase of land in Punta Negra that will allow better coverage and attention to our customers in the future. This land has been acquired at a lower cost per square meter than what is expected to be in the future, and at an average cost of the others corporation properties.

Financial liabilities as of December 31, 2015 amounted to $\mathrm{S} / .2,012.6$ million or US\$ 590 million, which represent an increase of $5.1 \%$ in soles and a reduction of $7.9 \%$ in dollars if compared to the debt of $\mathrm{S} /$. $1,914.7$ million or US\$ 640 million as of December 31, 2014. Nevertheless, it is important to recall that the corporation has been able to reduce financial liabilities in US\$ 56 million since last results reported on September 2015. The company keeps the strategy to use the cash surpluses to reduce debt. In line with this strategy, the board approved to repurchase part of the bonds issued in the international market in 2013 as an alternative to reduce debt. This approval helps to adjust the company's position to changes in economic cycles, allowing to adjust its debt to appropriate levels for each scenario.

In this way, the shares repurchase has been done with free cash flow since its announcement on August, which has allowed no impact in total debt.

The percentage of financial liabilities corresponding to short-term debt is $28.4 \%$ ( $\mathrm{S} / .572 .5$ million), while ( $S / .1,440.1$ million) is long-term debt.

The debt that matures in 2016 is US\$ 168 million. The corporation has followed a short term financing strategy in order to make more flexible the debt and take advantage of better market conditions, in Perú and abroad. This strategy allows the corporation to improve the interest rates and reduce the effect in the financial expenses. These credits will be canceled with the corporation resources and with
available credit lines in the capital market, local and foreign banks, Caterpillar Financial Services and the line for inventory financing from Caterpillar.

Below is the maturity structure of the consolidated liabilities, which is $81 \%$ in dollars. The nuevos soles debt belongs to subsidiaries that have a percentage of their income in nuevos soles. $90 \%$ of total debt has been contracted at fixed rate, which cover us from possible increases in interest rates.

Maturity Structure of Liabilities (US\$ MM)


Gross debt by rate
Gross debt by currency



Investment in Fixed Assets (CAPEX)

| In million soles | As of Dec 2015 | As of Dec 2014 | As of Dec 2013 | As of Dec 2012 |
| :--- | :---: | :---: | :---: | :---: |
| Infrastructure (1) | 94.9 | 17.0 | 45.6 | 42.4 |
| Machinery and equipment | 1.2 | 19.8 | 22.6 | 24.5 |
| Rental fleet | $(5.1)$ | 28.4 | 14.0 | 33.4 |
| Other (2) | 9.9 | 8.7 | 14.7 | 17.0 |
| Total S/. | 100.9 | 74.0 | 96.8 | 117.3 |
| Total US\$ | 29.6 | 26.5 | 34.7 | 46.0 |

Note: In the Financial Statements reported to the Superintendencia del Mercado de Valores (Superintendency of Securities Market. SMV, in Spanish), the items above have the following nomenclature:
(1) Buildings and other constructions
(2) Transport units, furniture and appliances

Capital expenditures (CAPEX) as of December 31, 2015 amounted $\mathrm{S} / .100 .9$ million (US\$ 30 million), $36 \%$ higher if compared to the same period in 2014 ( $\mathrm{S} / .74$ million or US\$ 26 million). The amount is divided as follows: $94 \%$ on infrastructure, $1 \%$ on machinery and equipment, $10 \%$ on other items and $5 \%$ (net) in rental fleet.

The reduction on capital expenditures shows the effort made by the corporation to increase free cash flow, showing flexibility in this type of investments in order to adapt to the slower growth of the country.

## FINANCIAL RATIOS

|  | As of Dec15 | As of Sep15 | As of Jun15 | As of Marc15 | As of Dec14 |
| :--- | :---: | :---: | :---: | :---: | :---: |
| Current Ratio | 1.88 | 1.86 | 1.81 | 1.80 | 1.87 |
| Financial debt ratio | 1.05 | 1.18 | 1.22 | 1.19 | 1.16 |
| Indebtedness ratio | 1.79 | 1.87 | 1.88 | 1.92 | 1.83 |
| Net debt / EBITDA ratio | 2.67 | 3.19 | 3.52 | 3.52 | 3.49 |
| Adjusted debt / EBITDA ratio | 2.59 | 2.73 | 2.85 | 3.07 | 3.00 |
| Financial expenses coverage ratio | 6.27 | 6.23 | 5.91 | 5.98 | 5.36 |
| Assets turnover | 1.15 | 1.14 | 1.12 | 1.12 | 1.09 |
| Inventory turnover | 2.67 | 2.71 | 2.76 | 2.51 | 2.38 |
| ROE | $9.8 \%$ | $7.3 \%$ | $4.0 \%$ | $4.7 \%$ | $5.9 \%$ |
| ROA | $7.4 \%$ | $7.7 \%$ | $5.9 \%$ | $5.5 \%$ | $5.3 \%$ |
| ROIC | $14.1 \%$ | $14.1 \%$ | $10.6 \%$ | $10.2 \%$ | $9.9 \%$ |
| Receivable days | 56 | 60 | 58 | 51 | 56 |
| Payable days | 42 | 43 | 38 | 40 | 42 |
| Cash cycle | 149 | 150 | 152 | 154 | 166 |
| Book value per share | 1.72 | 2.00 | 1.59 | 1.55 | 1.57 |

Both, ROE and ROA during 2014 were mainly affected by the exchange loss that impacted the corporation net profit. The exchange loss was recorded more accented since the second semester 2014. It is important to recall that these ratios have shown an improvement during the year as a result of an increasing net profit, even though the exchange loss during 2015 is higher than 2014.

ROIC as of December 2015 increased if compared to the same period last year, mainly impacted by the rise in the operating profit during the last twelve months (Operating profit as of December 2015: $\mathrm{S} /$. 490 million; operating profit as of December 2014: $\mathrm{S} / .338$ million).

## GLOSSARY OF TERMS

1) Financial Net Debt

This metric shows how the financial debt would be when subtracted from the company's more liquid assets. It is calculated as follows: Total Financial Debt - Cash and cash equivalents

## 2) Compound Annual Growth Rate (CAGR)

It is the year-over-year growth rate of an investment over a specified period of time.

## 3) Adjusted Financial Debt / EBITDA Ratio

This ratio shows how many years Ferreycorp would take in order to pay its debt excluding its short term debt related to inventories. It is calculated as follows: (Total Financial Debt - Short Term debt related to inventories acquisition) / EBITDA

## 4) Adjusted Financial Expenses Coverage Ratio

Company's ability to meet its obligations derived from debt, excluding expenses related to the short term debt related to inventories. The ratio is calculated as follows: EBITDA / Financial Expenses Financial Expenses related to short term debt related to inventories.

## 5) Return On Equity - ROE

This ratio measures the corporation's profitability in a period by revealing how much profit is generated with shareholders' investments. It is calculated as follows: Net Income / Shareholder's Equity.
6) Return On Invested Capital - ROIC

This ratio is used by the company in order to make investment decisions and allocate resources. It is calculated as follows: EBIT (last twelve months) / Average Invested Capital.
7) Earnings Before Interest, Taxes, Depreciation, and Amortization - EBITDA

It is used to evaluate the company's financial performance in its operations. It is calculated as follows: Net Income (+/-) Financial Expenses (+/-) Gain (loss) to exchange rate (+/-) Income Tax (+/-) Share in Associated Companies + Depreciation + Amortization

## 8) Net Debt / EBITDA Ratio

This ratio corresponds to interest-bearing liabilities, minus cash or cash equivalents, divided by its EBITDA (accumulated from last twelve months).

## 9) Free Cash Flow

It represents the available cash after the company fulfills with all operative necessities. It is calculated as follows: Operating Cash Flow - Financial Income - CAPEX (without considering transferences to inventory, they are already registered in the Operating Cash Flow)

## Ferreycorp

Income Statement (NOTE)
(In thousand of nuevos soles)

|  | 4Q 2015 | \% | 4Q 2014 | \% | $\begin{gathered} \text { Var } \\ \% \end{gathered}$ | As of Dec 2015 | \% | $\begin{gathered} \text { As of Dec } \\ 2014 \end{gathered}$ | \% | $\begin{aligned} & \text { Var } \\ & \text { \% } \end{aligned}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net Sales | 1,272,635 | 100.0 | 1,201,174 | 100.0 | 5.9 | 5,332,521 | 100.0 | 4,877,795 | 100.0 | 9.3 |
| Cost of goods sold | -930,103 | -73.1 | -922,178 | -76.8 | 0.9 | -4,040,382 | -75.8 | -3,760,375 | -77.1 | 7.4 |
| Gross profit | 342,532 | 26.9 | 278,996 | 23.2 | 22.8 | 1,292,139 | 24.2 | 1,117,420 | 22.9 | 15.6 |
| Selling and administrative expenses | -213,794 | -16.8 | -208,228 | -17.3 | 2.7 | -819,847 | -15.4 | -798,385 | -16.4 | 2.7 |
| Other income (Expenses), net | 8,395 | 0.7 | 10,880 | 0.9 | -22.8 | 17,561 | 0.3 | 18,530 | 0.4 | -5.2 |
| Operating profit | 137,133 | 10.8 | 81,648 | 6.8 | 68.0 | 489,853 | 9.2 | 337,565 | 6.9 | 45.1 |
| Financial income | 6,325 | 0.5 | 4,538 | 0.4 | 39.4 | 21,315 | 0.4 | 19,848 | 0.4 | 7.4 |
| Gain (loss) to exchange rate | -54,272 | -4.3 | -47,306 | -3.9 | 14.7 | -151,812 | -2.8 | -99,487 | -2.0 | 52.6 |
| Financial expenses | -28,246 | -2.2 | -23,152 | -1.9 | 22.0 | -106,368 | -2.0 | -97,466 | -2.0 | 9.1 |
| Share in the net result of associated through the equity method | 1,239 | 0.1 | -1,107 | -0.1 | -211.9 | 5,889 | 0.1 | 6,563 | 0.1 | -10.3 |
| Profit before income tax | 62,179 | 4.9 | 14,621 | 1.2 | 325.3 | 258,877 | 4.9 | 167,023 | 3.4 | 55.0 |
| Income tax | -24,410 | -1.9 | -19,547 | -1.6 | 24.9 | -97,748 | -1.8 | -75,042 | -1.5 | 30.3 |
| Net profit | 37,768 | 3.0 | -4,926 | (0.4) |  | 161,129 | 3.0 | 91,981 | 1.9 | 75.2 |
| Earnings per share (EPS) | 0.038 |  | (0.005) |  |  | 0.163 |  | 0.091 |  |  |
| EBITDA | 180,325 | 14.2 | 126,561 | 10.5 | 42.5 | 666,937 | 12.5 | 522,312 | 10.7 | 27.7 |

NOTA: Some figures have been reclassified $n$ this document to include the assignment in gross profit of purchase orders transferred by CAT to Ferreyros, as sales and cost of goods sold. This assignment was part of the purchase agreement of the former Bucyrus business acquired from Caterpillar. In the Income Statement present to th SMV, the gross profit obtained from such operations is included in othe operating profit.

## Ferreycorp

Statement of Financial Position
(In thousand of nuevos soles)

|  | $\begin{gathered} \text { As of } \\ \text { December } \\ 2015 \end{gathered}$ | As of December 2014 | Variation \% |
| :---: | :---: | :---: | :---: |
| Cash and banks | 233,322 | 89,949 | 159.4 |
| Accounts receivables - trade | 956,964 | 889,351 | 7.6 |
| Inventories | 1,379,362 | 1,561,763 | -11.7 |
| Accounts receivables - other | 148,896 | 132,480 | 12.4 |
| Prepaid expenses | 22,259 | 17,160 | 29.7 |
| Current Assets | 2,740,803 | 2,690,703 | 1.9 |


| Long-term account receivables - trade | 47,876 | 31,311 | 52.9 |
| :--- | ---: | ---: | ---: |
| Long-term account receivables - other | 4,607 | 4,656 | -1.1 |


| Rental fleet | 547,777 | 549,338 | -0.3 |
| :--- | ---: | ---: | ---: |
| Other fixed assets | $1,456,827$ | $1,346,607$ | 8.2 |
|  | $2,004,604$ | $1,895,945$ | 5.7 |
| Accrued depreciation | $-588,210$ | $-567,698$ | 3.6 |
| Property, plant and equipment, net | $1,416,394$ | $1,328,247$ | 6.6 |


| Investment | 93,512 | 78,045 | 19.8 |
| :--- | ---: | ---: | ---: |
| Intangible assets, net and goodwill | 264,711 | 249,369 | 6.2 |
| Deferred income tax | 164,334 | 136,874 | 20.1 |
| Non current assets | $\mathbf{1 , 9 9 1 , 4 3 4}$ | $\mathbf{1 , 8 2 8 , 5 0 2}$ | $\mathbf{8 . 9}$ |
| Total Assets | $\mathbf{4 , 7 3 2 , 2 3 7}$ | $\mathbf{4 , 5 1 9 , 2 0 5}$ | $\mathbf{4 . 7}$ |


| Short term debt | 287,864 | 226,372 | 27.2 |
| :--- | ---: | ---: | ---: |
| Other current liabilities | $\mathbf{1 , 1 7 0 , 3 0 7}$ | $\mathbf{1 , 2 1 5 , 4 3 1}$ | -3.7 |
| Current liabilities | $\mathbf{1 , 4 5 8 , 1 7 1}$ | $\mathbf{1 , 4 4 1 , 8 0 3}$ | $\mathbf{1 . 1}$ |
| Long term debt | $\mathbf{1 , 4 4 0 , 1 4 7}$ | $\mathbf{1 , 3 4 1 , 0 2 2}$ | 7.4 |
| Other payables | 719 | 797 | -9.8 |
| Deferred income taxes | $\mathbf{1 3 9 , 6 9 0}$ | $\mathbf{1 3 9 , 8 0 7}$ | $\mathbf{- 0 . 1}$ |
| Total Liabilities | $\mathbf{3 , 0 3 8 , 7 2 7}$ | $\mathbf{2 , 9 2 3 , 4 2 9}$ | $\mathbf{3 . 9}$ |


| Equity | $\mathbf{1 , 6 9 3 , 5 1 0}$ | $\mathbf{1 , 5 9 5 , 7 7 6}$ | $\mathbf{6 . 1}$ |
| :--- | :--- | :--- | :--- |
| Total liabilities and equity | $4,732,237$ | $\mathbf{4 , 5 1 9 , 2 0 5}$ | 4.7 |


| Other financial information |  |  |
| :--- | ---: | ---: |
| Depreciation | 139,626 | 147,534 |
| Amortization | 16,143 | 17,365 |


| 4Q2015 | \% | 4Q2014 | \% | Var $\%$ | $\begin{gathered} \text { As of Dec } \\ 2015 \end{gathered}$ | \% | $\begin{gathered} \text { As of Dec } \\ 2014 \end{gathered}$ | \% | Var \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 93,961 | 7.4 | 85,089 | 7.1 | 10.4 | 573,766 | 10.8 | 382,158 | 7.8 | 50.1 |
| 222,368 | 17.5 | 217,871 | 18.1 | 2.1 | 1,045,477 | 19.6 | 1,074,110 | 22.0 | -2.7 |
| 172,509 | 13.6 | 151,541 | 12.6 | 13.8 | 666,901 | 12.5 | 586,956 | 12.0 | 13.6 |
| 114,264 | 9.0 | 140,831 | 11.7 | -18.9 | 465,655 | 8.7 | 515,258 | 10.6 | -9.6 |
| 573,516 | 45.1 | 506,608 | 42.2 | 13.2 | 2,203,057 | 41.3 | 1,935,404 | 39.7 | 13.8 |
| 96,017 | 7.5 | 99,235 | 8.3 | -3.2 | 377,664 | 7.1 | 383,910 | 7.9 | -1.6 |
| 1,272,635 | 100.0 | 1,201,174 | 100.0 | 5.9 | 5,332,521 | 100.0 | 4,877,795 | 100.0 | 9.3 |

## SALES DISTRIBUTION BY ECONOMIC SECTORS

|  | 4Q 2015 | 4Q 2014 | As of 31/12/15 | $\begin{gathered} \text { As of } \\ 31 / 12 / 14 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: |
| Open pit mining | 41.3\% | 33.3\% | 35.8\% | 27.4\% |
| Construction | 29.4\% | 29.9\% | 26.1\% | 29.1\% |
| Underground mining | 6.2\% | 14.3\% | 13.5\% | 17.7\% |
| Government | 1.6\% | 1.1\% | 1.4\% | 1.5\% |
| Transport | 1.7\% | 2.6\% | 3.0\% | 4.3\% |
| Industry, commerce and serv | 11.7\% | 11.5\% | 10.8\% | 10.0\% |
| Agriculture and forestry | 2.3\% | 3.2\% | 3.3\% | 3.4\% |
| Fishing and marine | 0.6\% | 1.5\% | 1.3\% | 2.6\% |
| Hydrocarbons and energy | 1.1\% | 2.3\% | 3.1\% | 2.6\% |
| Others | 4.1\% | 0.5\% | 1.8\% | 1.4\% |
| Total | 100.0\% | 100.0\% | 100.0\% | 100.0\% |

Total Liabilities as of September 2015
(In thousand of US\$ dollars)

|  | Total Liabilities | Current Long term liabilities <br> Liabilities Current $\quad$ Long term |  |  | (A) |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  | Financial Liabilities |
| Local banks (short term) | 49,433 | 49,433 | - | - | 49,433 |
| Foreign banks (short term) | 15,428 | 15,428 | - | - | 15,428 |
| Local banks (long term) | 56,430 | - | 20,220 | 36,210 | 56,430 |
| Foreign banks (long term) | 68,930 | - | 33,754 | 35,176 | 68,930 |
| Local and foreign banks (long term) Leas | 3,596 | - | 1,526 | 2,070 | 3,596 |
| Suppliers: |  |  |  |  |  |
| Accounts payable to Caterpillar (inve | 29,035 | 29,035 | - | - | - |
| Accounts payable to Caterpillar | 16,310 | 16,310 | - | - | 16,310 |
| Others | 89,427 | 89,427 | - | - | 2,219 |
| Corporate bonds | 296,529 | - | - | 296,529 | 296,529 |
| Caterpillar Financial | 76,829 | - | 24,854 | 51,975 | 76,829 |
| Other liabilities | 188,394 | 143,264 | 3,990 | 41,139 | 3,990 |
| Total (US\$) | 890,339 | 342,897 | 84,343 | 463,098 | 589,693 |
| Total (S/.) | 3,038,727 | 1,170,306 | 287,864 | 1,580,554 | 2,012,622 |

FERREYCORP S.A.A. AND SUBSIDIARIES APPENDIX 5
Cashflow statement(In thousands of nuevo soles)
As of Dec ..... 2015
Cash flow from operating activities
Collection to customers and third parties ..... 5,175,268
Payment to suppliers ..... $-4,159,108$
Payment to employees and others ..... -439,122
Taxes ..... -139,195
Efectivo obtenido utilizado en las actividades de operación ..... 437,843
Cash flow from investing activities
Acquisition of property, plant and equipment ..... -201,731
Shares repurchase ..... -35,166
Intangible acquisitions ..... $-22,497$
Sale of property, plant and equipment ..... 611
Net cash used in investing activities ..... -258,783
Cash flow from financing activities
Financial liabilities ..... 1,248,875
Financial liabilities payed ..... $-1,144,466$
Interests payed ..... -100,853
Dividends payed ..... -60,977
Own shares
Efectivo proveniente de las actividades de financiación ..... $-57,421$
Net increase in cash ..... 121,138
Cash at the begining of the year ..... 89,949
Result in traslation ..... 28,109
Cash due to variation in exchange rate ..... -5,874
Cash and cash equivalents at the end of the year ..... 233,322

