

ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

8 May 2012

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Agenda Items General Meetings of Shareholders



Annual General Meeting of Shareholders

1. Presentation of the management report of the Board of Directors and the reports of the independent company auditor on the standalone annual accounts of the Company prepared in accordance with the laws and regulations of the Grand-Duchy of Luxembourg as of 31 December 2011 and for the period from 26 January 2011 to 31 December 2011 and the consolidated financial statements of the Aperam group prepared in accordance with the International Financial Reporting Standards as adopted by the European Union as of and for the calendar year ended 31 December 2011.
2. Approval of the Consolidated Financial Statements as of and for the calendar year ended 31 December 2011
3. Approval of the Parent Company Annual Accounts as of 31 December 2011 and for the period from 26 January 2011 to 31 December 2011
4. Acknowledgement and approval of a derogation to prepare, publish and submit for approval consolidated financial statements as of 31 December 2011 and for the financial period from 26 January 2011 to 31 December 2011
5. Allocation of results, determination of dividend and of compensation for the members of the Board of Directors in relation to the financial period from 26 January 2011 to 31 December 2011
6. Discharge of the directors
7. Appointment of a *réviseur d'entreprises agréé* (authorised statutory auditor) for the purposes of the audit of the Consolidated Financial Statements and the Parent Company Annual Accounts as of and for the year ended 31 December 2012
8. Decision to authorise grants under the Restricted Share Unit Plan and the Performance Share Unit Plan

Extraordinary General Meeting of Shareholders

1. Decision to amend articles 6, 7, 13 and 14 (except 14.1) of the articles of association to reflect recent changes in Luxembourg law
2. Decision to amend article 14.1 of the articles of association to allow a degree of flexibility in setting the annual general meeting date and time

Message from the Chairman

Reference in the stainless steel industry



- **Health and Safety is the top priority in Aperam**
- **First annual results of 2011 reflecting extraordinarily difficult market conditions, specially towards year end**
 - FY 2011 Sales: USD 6.3 billion
 - FY 2011 EBITDA: USD 356 million
- **Successful establishment of own financing structure as a stand-alone company with a sound balance sheet and prudent debt levels.**
 - December 31, 2011 Net debt: USD 878 million (gearing of 25%)
- **Continuing on the path of operational excellence with an ambitious sustainable management gains and profit enhancement programme “Leadership Journey” of USD 350 million**
- **Creation of higher visibility in the stainless steel sector**
- **The key catalyst initiating consolidation**

Well positioned to benefit from changes in the competitive landscape

Annual General Meeting of Shareholders

Group presentation and presentation of the consolidated financial statements and the parent company accounts

8 May 2012

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•Forward-Looking Statements

This document may contain forward-looking information and statements about Aperam and its subsidiaries. These statements include financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations with respect to future operations, products and services, and statements regarding future performance. Forward-looking statements may be identified by the words “believe,” “expect,” “anticipate,” “target” or similar expressions. Although Aperam’s management believes that the expectations reflected in such forward-looking statements are reasonable, investors and holders of Aperam’s securities are cautioned that forward-looking information and statements are subject to numerous risks and uncertainties, many of which are difficult to predict and generally beyond the control of Aperam, that could cause actual results and developments to differ materially and adversely from those expressed in, or implied or projected by, the forward-looking information and statements. These risks and uncertainties include those discussed or identified in the filings with the Luxembourg Stock Market Authority for the Financial Markets (*Commission de Surveillance du Secteur Financier*). Aperam undertakes no obligation to publicly update its forward-looking statements, whether as a result of new information, future events, or otherwise.

Agenda



- **Health & Safety**
- **Unique strengths**
- **Leadership Journey**
- **Performance**
- **Consolidated Financial Statements and Parent Company Accounts**

Annual General Meeting

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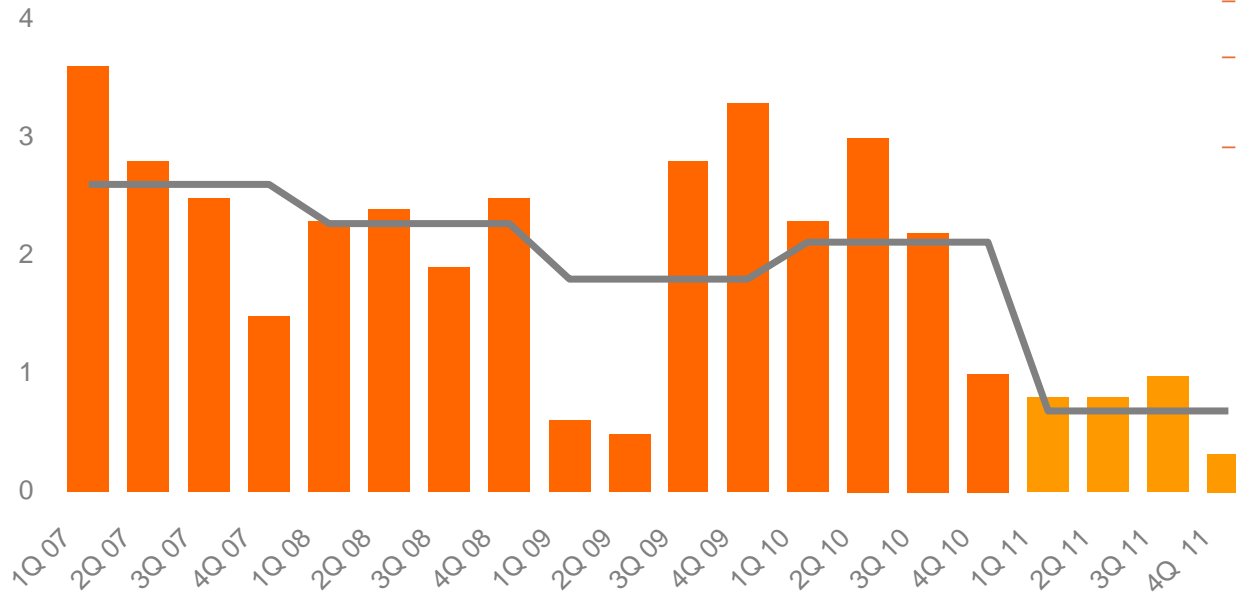


Health & Safety

Health & Safety Performance



Frequency rate*



Key Comments

- Health and Safety Day on 26 April 2012
- Member of the FSTE4 Good Index and the United Nations Global Compact
- First Sustainability Report to be issued in 2012

Health and Safety is the top priority

* IISI-standard: Fr = lost time Injuries per 1.000.000 worked hours; based on own personnel and contractors

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Unique strengths

Unique strengths

What makes Aperam unique



- **Long-term growth trends in mature markets complemented by emerging market demand**
 - Emerging markets representing approximately 30% of Aperam total sales
- **Global, integrated distribution network and proximity to customer**
 - Services & Solutions division provides exclusive global distribution channel
 - Focus on services, partnership and customer satisfaction offers growth opportunities
- **Leading R&D capabilities**
 - Continuous product development and innovation (Ferritics, High-end GO/NGO, Nickel Alloys, Duplex...)
 - R&D facilities in France and Brazil
- **Culture of continuous improvement**
 - Continuous improvement program ensuring cost effectiveness and focus on health & safety
- **Ability to produce stainless and speciality steel products from low-cost charcoal**
 - Unique upstream integration into forestry asset provides cost advantage and access to sustainable energy source
- **Efficient working capital management**
 - Management of working capital and leverage of our integrated distribution network to maintain low inventory levels across our business compared with the industry.

Strategy to leverage and maximize unique strengths

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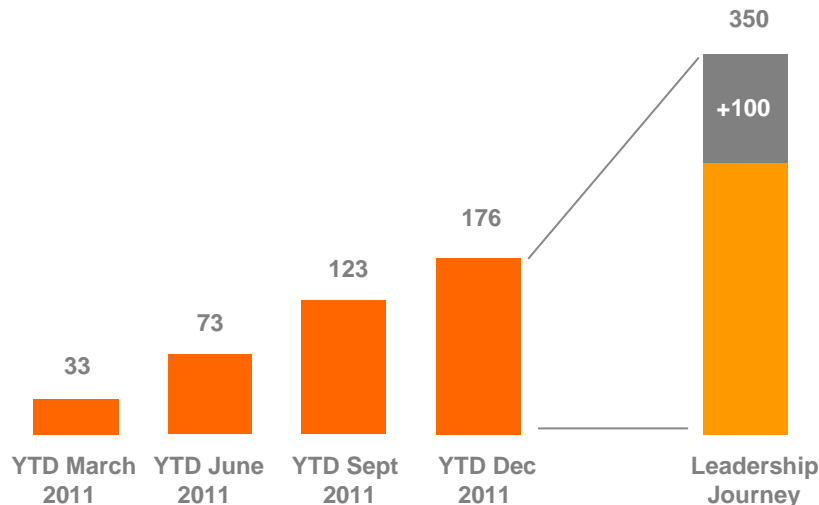
Leadership Journey

Leadership Journey

Performance



Cumulated gains and 2013 target (USD million)



Key projects completed since beginning of 2011

- In Brazil, VSS*, switch from LPG to natural gas and conversion of blast furnace number 2 from coke to biomass
- In Europe, suspension of traditional cold roll mill in Isbergues.

Key projects progressing

- Investment in productivity including a new Hot Annealing and Pickling line in Gueugnon (France - Stainless & Electrical Steel)
- Investment in a new induction furnace and Electro Slag Remelting furnace at Imphy (France – Alloys & Speciality)
- Service Center expansion in Campinas (Brazil – Services & Solutions)
- Yield and Quality improvement, SG&A reduction through organisation simplification, Biomass development, new product growth...

Initiatives launched in Q4 2011

- Industrial optimization and rationalization in Europe (from 20 tools to 17 tools)
- Systematic benchmarking in Brazil
- New sourcing initiatives

“Leadership Journey” accelerated and increased in 2011 by an additional USD 100 million by 2013

*VSS – Voluntary Separation Scheme

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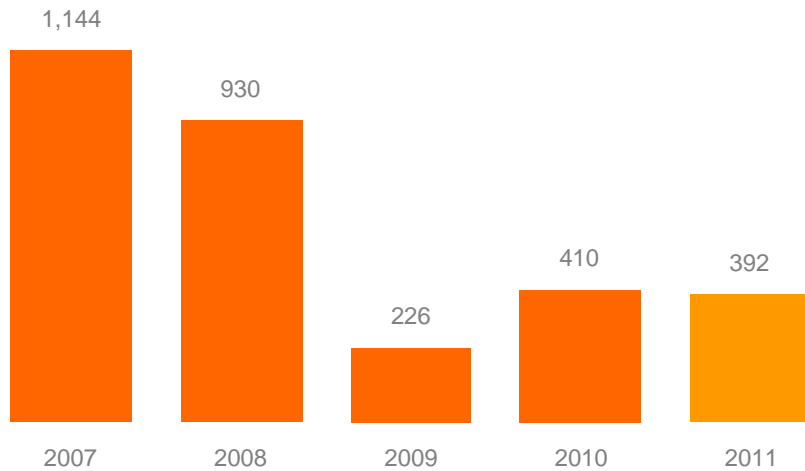
Performance

Performance

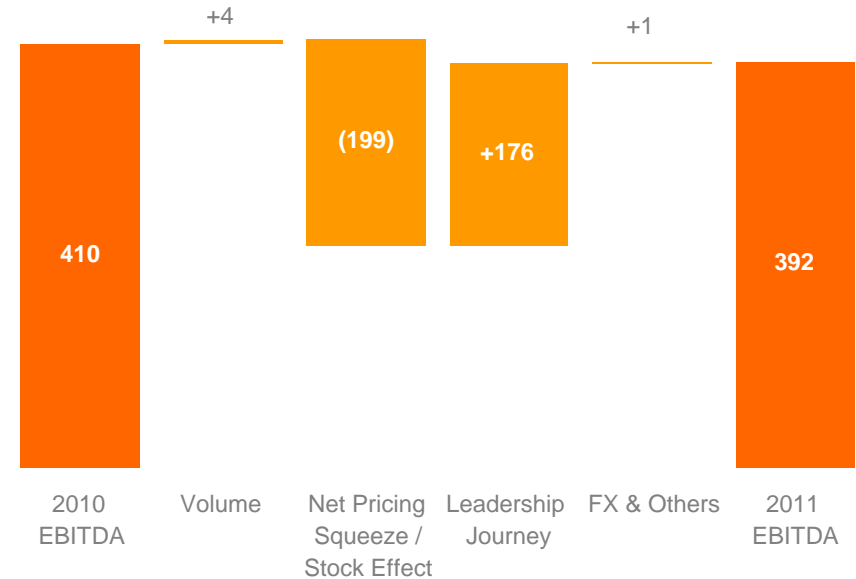
Operations: full year 2011



Adjusted EBITDA* (USD million)



FY 2010 versus FY 2011 Adjusted EBITDA* bridge (USD million)



Adj. EBITDA of 224 USD/t in full year 2011 compared to 235 USD/t in full year 2010

* Adjusted EBITDA is defined as operating income plus depreciation, impairment expenses and other items as defined in the "Aperam Model"

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Consolidated Financial Statements and Parent Company Accounts



CONSOLIDATED STATEMENTS OF OPERATIONS

(USDm)	2010	2011
Sales	5 604	6 345
Adj. EBITDA	410	392
- Adj. EBITDA margin %	7,3%	6,2%
Other items*	-	36
EBITDA	410	356
Depreciation and impairment	317	311
Operating Income / (loss)	93	45
- Operating margin %	1,7%	0,7%
Income from other investments	9	2
Net interest expense and other financing income (costs) - net	(9)	(124)
Unrealised foreign exchanges and derivatives gains (losses)	9	(30)
Income / (loss) before taxes and non-controlling interests	102	(107)
Income tax expense / (benefit)	(3)	(48)
- Effective tax rate %	-2,9%	45,2%
Income / (loss) before non-controlling interests	105	(59)
Non-controlling interests	1	1
Net income / (loss)	104	(60)

2011 versus 2010 :

- Sales increased by 13%
- EBITDA decreased by 13% from USD 410 million to USD 356 million (which includes USD 36 million of non recurring items in 2011)
- Net result for the year 2011 is a loss of USD 60 million compared to a profit of USD 104 million in 2010



CONSOLIDATED STATEMENTS OF CASH FLOWS

(USDm)	2010	2011
Net Income / (loss)	104	(60)
Non-controlling interests	1	1
Depreciation and impairment	317	311
Changes in working capital	(211)	34
Other	151	(97)
Net cash provided by / (used in) operating activities	362	189
Purchase of property, plant and equipment (CAPEX)	(101)	(158)
Loans under cash pooling arrangements (net)	(317)	647
Other investing activities	14	9
Net Cash provided by / (used in) investing activities	(404)	498
Proceed / (payments) from payable to banks and long term debt	(179)	55
Borrowings / (repayments) under cash pooling arrangements (net)	197	(540)
Dividends paid	(69)	(61)
Other financing activities (net)	93	(6)
Net cash (used in) / provided by financing activities	42	(552)
Net increase / (decrease) in cash and cash equivalents	-	135
Effect of exchange rate changes	2	(8)
Change in cash and cash equivalents	2	127
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Free cash-flow (Cash-flow from operation less CAPEX)	261	31

2011 versus 2010 :

- Cash generated by operations decreased from USD 362 million to USD 189 million
- Cash (outflow)/inflow on investing activities increased from USD (404) million to USD 498 million
- Cash (outflow)/inflow on financing activities decreased from USD 42 million to USD (552) million.

Results 2011 – Aperam Group



CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(USDm)	2010	2011
Non current assets	4 488	4 156
Intangible assets	989	904
Property, plant and equipment (PPE)	2 917	2 804
ArcelorMittal tax indemnification	-	-
Investments & Other	582	448
Current assets & working capital	1 905	1 199
Inventories, trade receivables & trade payables (OWC)	959	807
Other assets	180	145
Amount receivable under cash-pooling arrangement	646	-
Cash & cash equivalents	120	247
Shareholders' equity	3 654	3 443
Group share	3 649	3 437
Non-controlling interests	5	6
Non current liabilities	1 363	1 020
Interest bearing liabilities	932	587
Deferred employee benefits	181	174
Provisions and other	250	259
Current liabilities (excluding trade payables)	1 376	892
Interest bearing liabilities	900	538
Other	476	354
Invested Capital (Intangible assets+PPE+OWC)	4 865	4 515
Net financial debt	1 066	878
Working capital	959	807

December 31, 2011 versus December 31, 2010 :

- Net financial debt decreased by 18% from USD 1,066 million to USD 878 million, representing a gearing of 25% at year end 2011
- Shareholder's equity is USD 3,443 million as at December 31, 2011, compared to USD 3,654 million previous year
- Liquidity amounts to USD 647 million at year-end 2011 (cash and cash equivalents of USD 247 million and available credit lines of USD 400 million)

Parent Company Accounts

AGENDA ITEM 5



Proposal of the Board of Directors for the allocation of the results of the Parent Company Accounts for the period 26 January to 31 December 2011 (in USD):

Parent Company Accounts for the period 26 January to 31 December 2011 ⁽¹⁾

Profit for the financial period	48,790,890
Profit brought forward (<i>Report à nouveau</i>) ⁽²⁾	2,113,687,936
Dividend of \$0.75 (gross) per share distributed in 2011 ⁽³⁾	(58,537,298)
Results to be allocated and distributed	2,103,941,528
Dividend of \$0.75 (gross) per share to be distributed in 2012	(58,537,298)
Directors' compensation	(675,205)
Profit carried forward	2,044,729,025

⁽¹⁾ Luxembourg GAAP

⁽²⁾ Profit brought forward (*Report à nouveau*) adjusted for unclaimed directors fees of USD 1,064.

⁽³⁾ As approved by the Aperam shareholder meeting of January 21, 2011 before the spin-off of the ArcelorMittal stainless steel business into Aperam.

⁽⁴⁾ On the basis of 78,049,730 shares in issue. Dividends are paid quarterly, resulting in a total annualized cash dividend per share of USD 0.75.

Annual General Meeting and Extraordinary General Meeting of Shareholders

8 May 2012



Slides on Agenda Items



- Decision to authorise grants under the Restricted Share Unit (RSU) Plan and the Performance Share Unit (PSU) Plan

Sharing success through restricted share and performance share units

- RSU and PSU plans offered to Aperam executives around the world
- Opportunity to participate in Aperam's financial success and creation of a spirit of involved ownership
- Performance criteria inherent in both plans due to link to Company's share price
- Main objective of RSU Plan: retention incentive
- Main objective of PSU Plan: performance enhancing scheme based on the achievement of the Company's strategy

Maximum total number of shares until AGM in 2013: 110,000

Percentage of current number of Company's shares issued: less than 0.15 %



- **Approval of the amendments of articles 6 (“Shares”), 7 (“Rights and obligations of shareholders”), 13 (“Shareholders’ meetings – General) and 14 (Annual general meetings of shareholders) (except 14.1) of the articles of association to reflect recent changes in Luxembourg law**

The board of directors has decided to update articles 6, 7, 13 and 14 (except for article 14.1 – see EGM resolution II) of the articles of association to take into account the following recent changes in Luxembourg law: the European Shareholders’ Rights Directive 2007/36/EC transposed into Luxembourg law by a law dated 24 May 2011, and the law of 11 January 2008 on transparency obligations relating to issuers whose securities are admitted to trading on a regulated market. The principal changes concern the introduction of the “record date” system and the removal of the share blocking requirements five days ahead of the general meeting.



- **Approval of the amendment of article 14.1 of the articles of association to allow a degree of flexibility in setting the annual general meeting date and time**

The board of directors has decided to propose an update of article 14.1 of the articles of association to allow the board of directors a degree of flexibility in setting the date of the annual general meeting during the second or third week of May each year at any time between 9.00 a.m. and 4.00 p.m. Central European Time, thus providing some flexibility with regard to the annual general meeting date and time.