2015 Wells Fargo Industrial and Construction Conference

May 6, 2015



Jim Braun Executive Vice President & CFO



Forward Looking Statements and Non-GAAP Disclaimer

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. Words such as "will," "expect," "expected", "looking forward", "guidance" and similar expressions are intended to identify forward-looking statements. Statements about the company's business, including its strategy, the impact of changes in oil prices and customer spending, its industry, the company's future profitability, the company's guidance on its sales, adjusted EBITDA, adjusted gross profit, tax rate, capital expenditures and cash flow, growth in the company's various markets and the company's expectations, beliefs, plans, strategies, objectives, prospects and assumptions are not guarantees of future performance. These statements are based on management's expectations that involve a number of business risks and uncertainties, any of which could cause actual results to differ materially from those expressed in or implied by the forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors, most of which are difficult to predict and many of which are beyond our control, including the factors described in the company's SEC filings that may cause our actual results and performance to be materially different from any future results or performance expressed or implied by these forward-looking statements.

For a discussion of key risk factors, please see the risk factors disclosed in the company's SEC filings, which are available on the SEC's website at <u>www.sec.gov</u> and on the company's website, <u>www.mrcglobal.com</u>. Our filings and other important information are also available on the Investor Relations page of our website at <u>www.mrcglobal.com</u>.

Undue reliance should not be placed on the company's forward-looking statements. Although forward-looking statements reflect the company's good faith beliefs, reliance should not be placed on forward-looking statements because they involve known and unknown risks, uncertainties and other factors, which may cause the company's actual results, performance or achievements or future events to differ materially from anticipated future results, performance or achievements or future events. The company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events, changed circumstances or otherwise, except to the extent required by law.

Company Snapshot

By the Numbers¹

TTM Sales TTM Adjusted EBITDA	\$5.920B \$427M
Employees	~4,700
Locations	400+
Countries • Operations • Direct Sales (>\$100,000) • All countries	20 45+ 90+
Customers	21,000+
Suppliers	21,000+
SKU's	230,000+

Industry Sectors

Upstream

Midstream



Downstream/Industrial



Product Categories

Line Pipe & OCTG



Valves



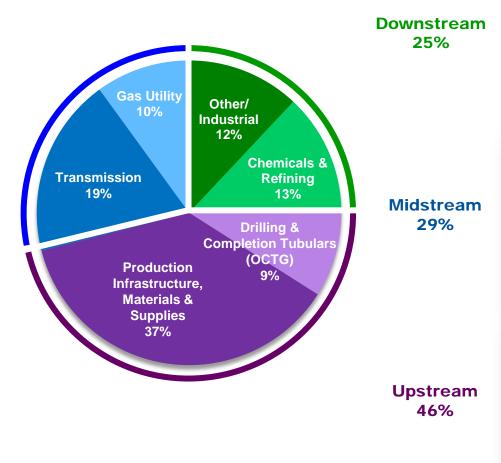
Fittings & Flanges



1. As of March 31, 2015.

MRC Global is the largest global distributor of pipe, valves and fittings (PVF) to the energy industry, by sales

Revenue by Industry Sector





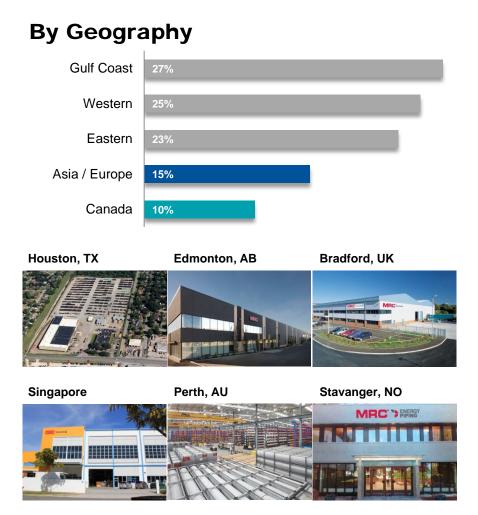




Note: Percentage of sales for the twelve months ended March 31, 2015.

Diversified Across All Three Major Energy Sectors

Revenue by Geography and Product Line



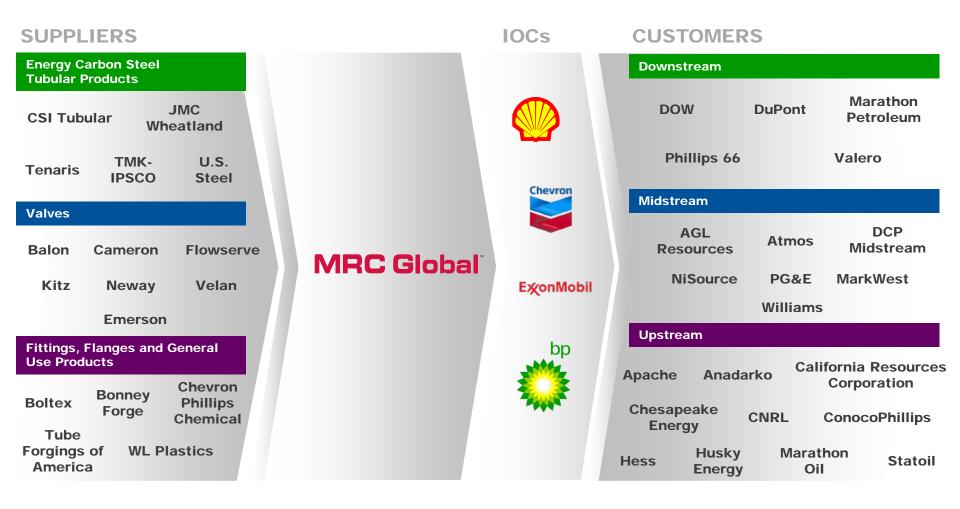
By Product Line

Valves	32%
Fittings & Flanges	21%
Line Pipe	20%
General Oilfield Products	18%
OCTG	9%
	<image/>

Note: Percentage of sales for the twelve ended March 31, 2015.

Diversified Across Multiple Geographies -Domestically (all shale plays) and Internationally

Long-Term Supplier & Customer Relationships



MRC Global plays a vital role in the complex, technical, global energy supply chain

MRC Global is a leading provider of Integrated Supply Services to the Energy Industry







Integrated Supply Statistics

- Supplying Integrated Supply services *since 1988*
- Accounts for sales in *excess of \$830 million* and growing rapidly
- Employ over 190 personnel at customer sites
- Providing Integration Services on over 100 customer sites
- Managing over 1.4 million customer part numbers
- Consignment inventories in excess of \$35 million at 700 locations
- Manage customer-owned point of use materials at over 800 locations

Strategic Objectives

Execute Global Preferred Supplier Contracts

- Focus on multi-year "Top 25" MRO agreements and adding scope to current agreements
- Recently added or renewed:
 - Mark West midstream MRO, 5 years
 - Statoil Johan Sverdrup project, instrumentation
 - Marathon Oil U.S. MRO, 5 years
 - California Resources Corporation U.S. Integrated Supply - 3 years
 - TECO Energy's People's Gas & New Mexico Gas – U.S. Integrated Supply - 5 years

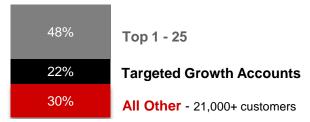
Growth from Mergers & Acquisitions

- Continue to identify geographic and product line opportunities, no acquisitions expected in 2015
- Current expectation is to use free cash flow to repay debt \$300-\$400 million in 2015

Organic Growth

• Targeted Growth Accounts: develop the "next 75" customers

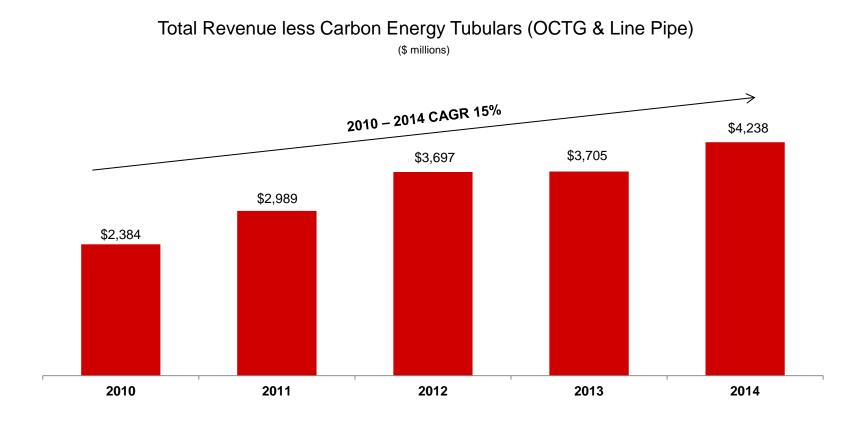




Rebalance Product Mix to Higher Margin Items

- Focus on valve and valve automation
- Strengthen offerings in stainless & alloy PFF

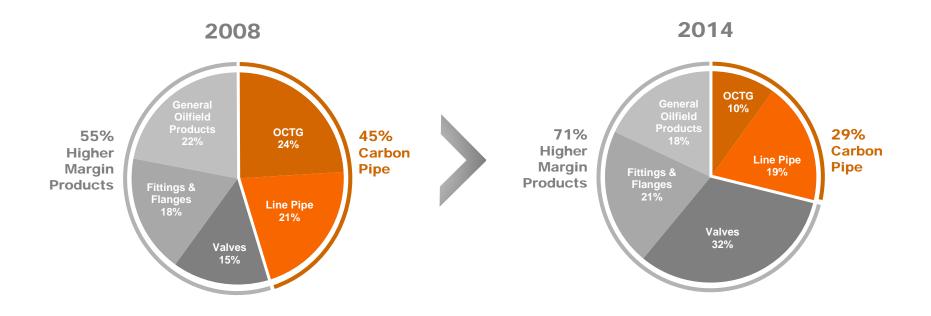
Strategic Shift in Product Mix to Higher Margin Products



15% CAGR for Higher Margin Products 2010 - 2014

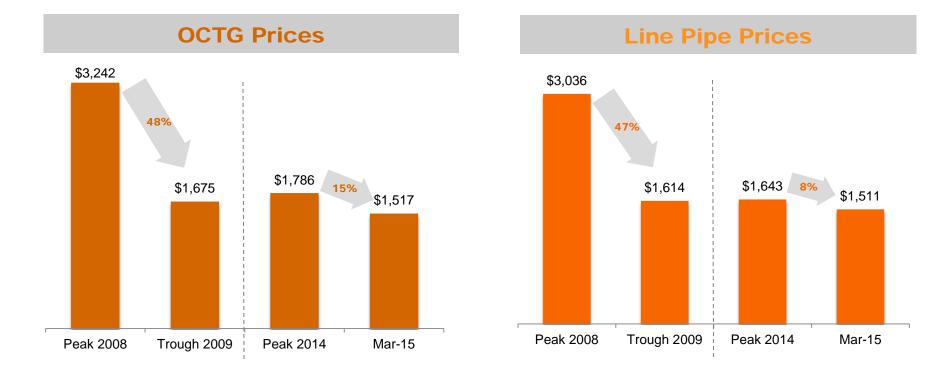
Product Mix Shift from 2008 to 2014

- Stable, higher margin valves are a larger percentage of revenue
- More volatile carbon pipe is a smaller percentage of revenue
- The prices of higher margin products are more stable



Carbon Steel Prices in 2008/2009 as Compared to Today

- Inflation impacted both OCTG and LP in 2008...resulting in a significant reduction in prices in 2009
- Today, prices are lower and have less to fall in a downturn



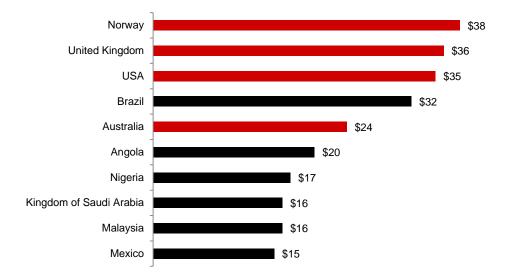
Note: Prices are per ton as reported in published market data. Amounts reflect peak prices in September 2008, trough prices in November 2009. 2014 peak prices for OCTG are from November and Line Pipe from August.

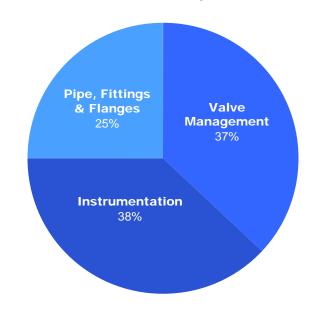
Strategic Expansion into Offshore Production Platform MRO

- Top 4 largest offshore markets ~\$140 billion E&P spend
 - Norway is the largest we are positioned in 4 of the 5 largest offshore markets
- MRC Global revenue mix
 - Pre Stream acquisition (2013) approx. 98% onshore, 2% offshore
 - Post Stream acquisition (2014) approx. 93% onshore, 7% offshore



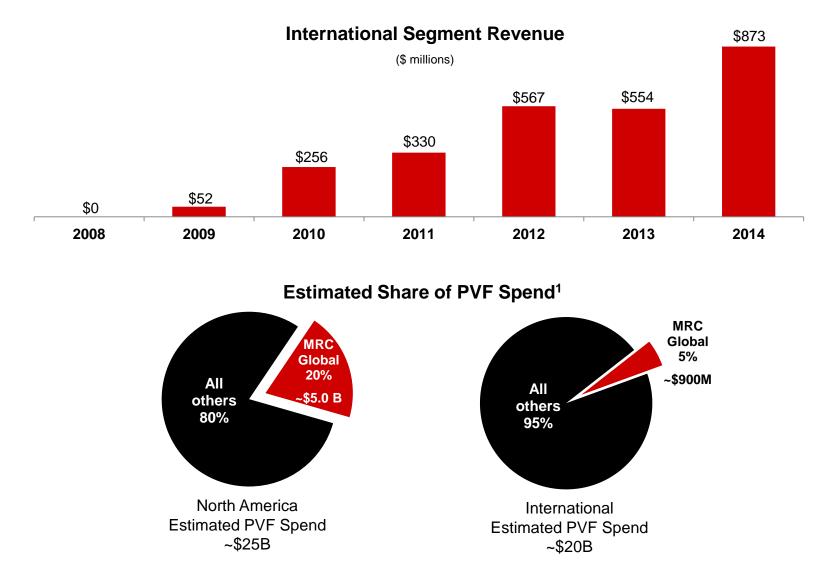
(\$ billions)





Stream 2014 Sales by Division

Building an International Platform for Growth



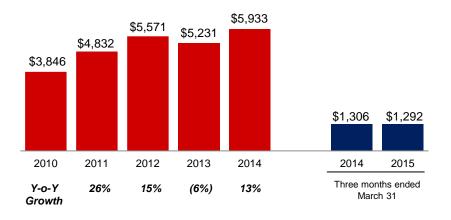


Financial Overview

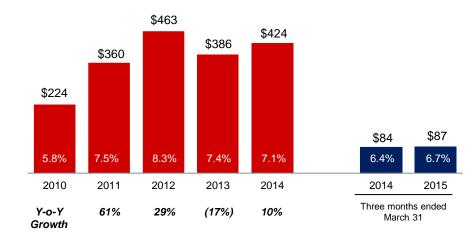
Financial Metrics

(\$ millions, except per share data)

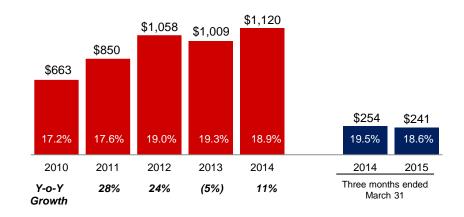
Sales



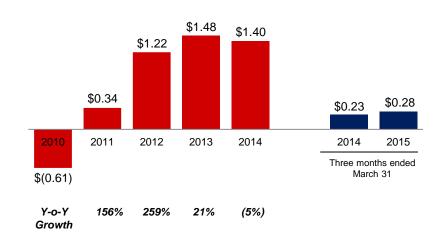
Adjusted EBITDA and % Margin



Adjusted Gross Profit and % Margin



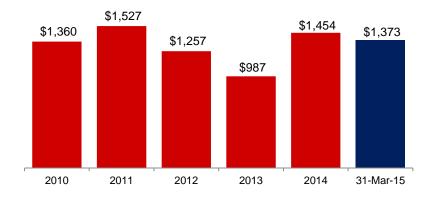
Diluted EPS



Balance Sheet Metrics

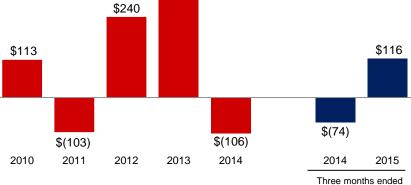
(\$ millions)

Total Debt



\$ 324 \$240

Cash Flow from Operations



March 31

Capital Structure

March 31, 2015

Cash and Cash Equivalents	\$ 49
Total Debt (including current portion):	\$ 1,373
Term Loan B due 2019, net of discount	\$ 778
Global ABL Facility due 2019	\$ 595
Total Debt	\$ 1,373
Total Equity	\$ 1,375
Total Capitalization	\$ 2,748
Liquidity	\$ 436

5.8x 4.1x 3.1x 3.4x 2.6x 2.5x 2010 2011 2012 2013 2014 31-Mar-15

Net Leverage

Summary of Certain Debt Terms

Repayment

- No near-term maturities Global ABL and Term Loan B mature in 2019
- Term Loan B has 1% per year amortization, paid quarterly
- Term Loan B requires repayment in form of annual excess cash flow sweep
 - maximum of 50% of annual "Excess Cash Flow"

Financial Maintenance Covenants

- No financial maintenance covenants currently in effect
- Under the Global ABL, if "Excess Availability" is less than the greater of :
 - 10% of the "ABL Commitment" The threshold is approximately \$105 million (10% of the \$1.050 billion commitment) or \$79.8 million,
 - then a "Fixed Charge Coverage Ratio" of 1.0 : 1.0 is required
- As of March 31, 2015:
 - "Excess Availability" is approximately \$386 million
 - "Fixed Charge Coverage Ratio" is 2.12

Current 2015 Outlook – Updated May 2015

Market indicators

- North American E&P capital expenditure budgets down 35%, with Canada impacted the most
- International spending is expected to be 10-20% lower
- US rig count down approximately 1,000 from peak in 2014

Commodities

- WTI Oil price \$50-\$60/bbl (Brent \$55-\$65)
- US Natural Gas prices \$2.25-\$3.25/mcf
- Expect to generate \$350-\$450 million of cash from operations
- Free cash flow to be used to reduce debt
- Cost savings measure undertaken
 - Headcount reduction
 - Lower incentive compensation
 - Salary and hiring freezes
- Revenue headwinds \$100 million or more related to currency
- Potential deflation in tubular products 10%-15%

Investment Thesis Highlights

Macro drivers

- Growth in global energy consumption driving investment
 - Increased global production
 - Need for additional energy infrastructure
 - Expansion of downstream energy conversion businesses

MRC Global attributes

- Market leader
- Exposed to all sectors of global energy
- Long term global customer & supplier relationships
- Generates strong cash flow from operations over the cycle



Leading global PVF distributor to the energy sector

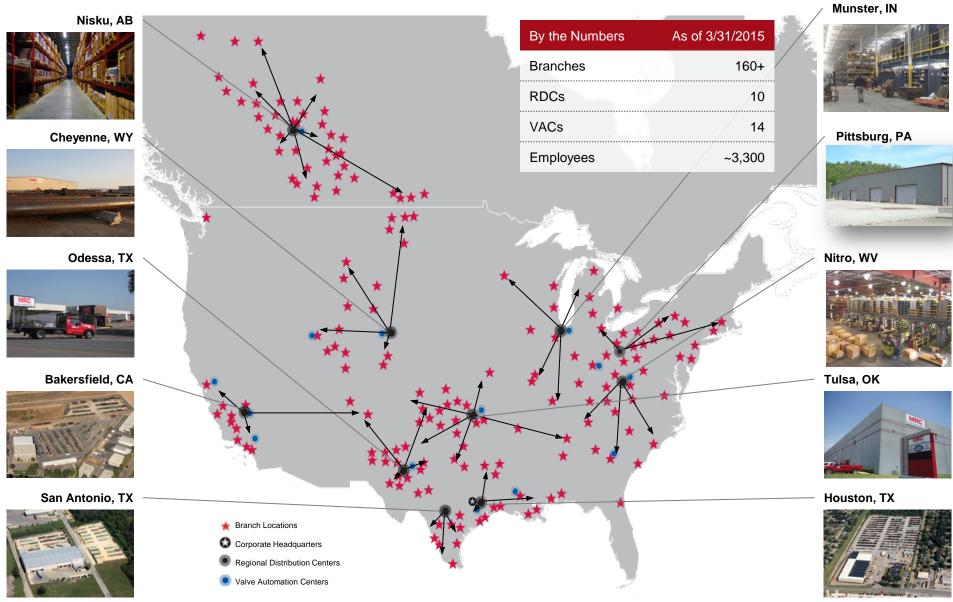


Appendix

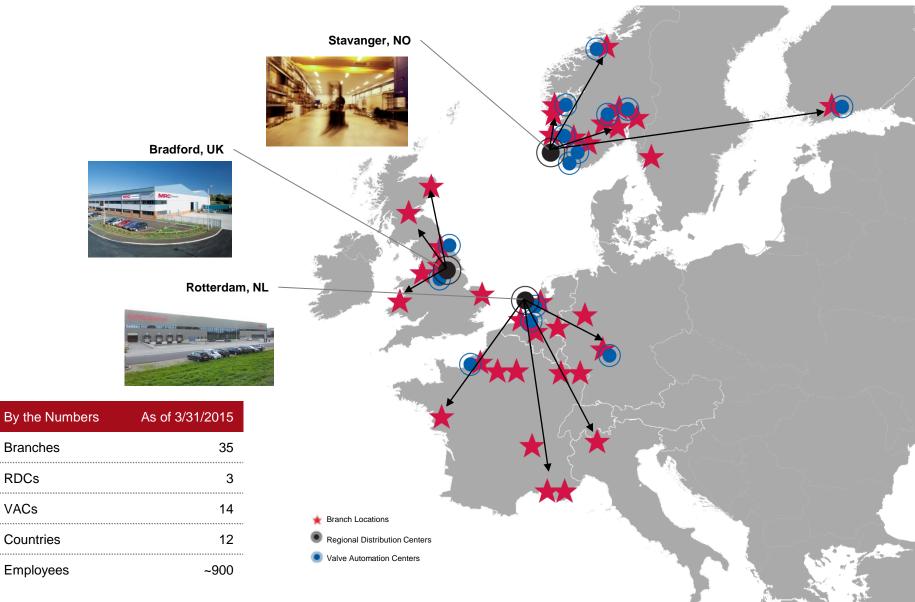
MRC Global // North America



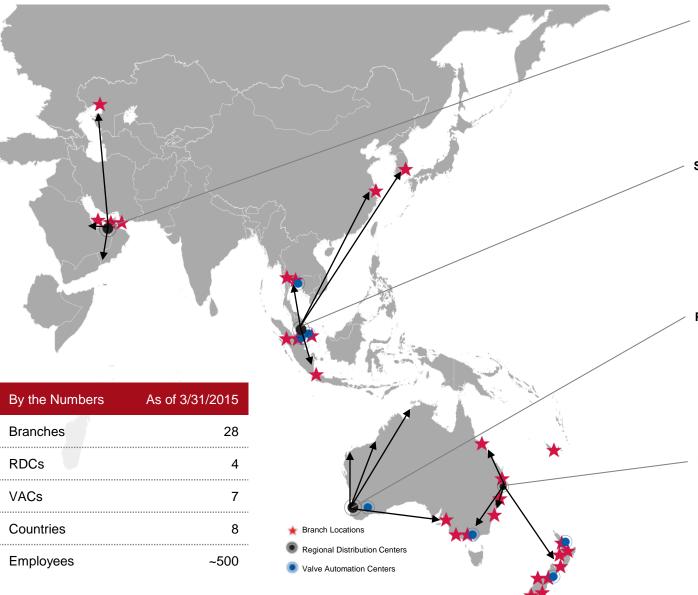
Global Footprint to Serve Customers - North America



Global Footprint to Serve Customers - Europe



Global Footprint to Serve Customers - Asia Pacific & Middle East



Dubai, UAE



Singapore



Perth, WA



MIC Blobal MIC Blobal MIC Blobal

M&A - Track Record of Strategic Acquisitions

Acquisition Priorities

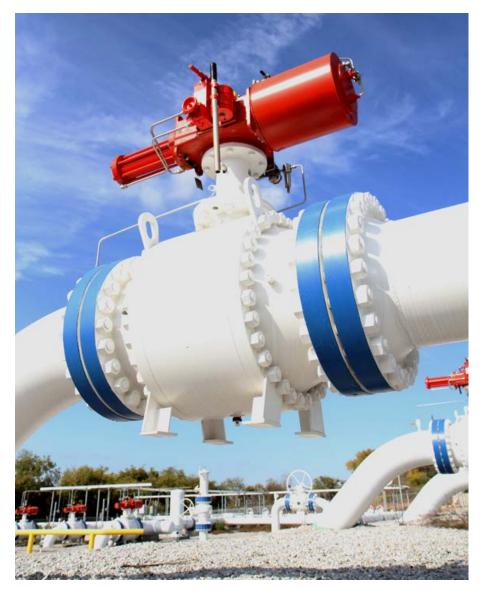
- International branch platform for "super majors" E&P spend
- Branch platforms/infrastructure for North American shale plays
- Global valve and valve automation
- Global stainless/alloys

Date	Acquisition	Rationale	Region	(\$ millions)
Oct-08	LaBarge	Midstream	U.S.	\$ 233
Oct-09	Transmark	International valve platform	Europe and Asia	346
May-10	South Texas Supply	Domestic shale	Eagle Ford Shale - South Texas	9
Aug-10	Dresser Oil Tools Supply	Domestic shale	Bakken Shale - North Dakota	13
Jun-11	Stainless Pipe and Fittings	Projects	Australia / SE Asia	91
Jul-11	Valve Systems and Controls	Valve automation	U.S. Gulf of Mexico	13
Mar-12	OneSteel Piping Systems	International PVF expansion	Australia	174
Jun-12	Chaparral Supply	Domestic shale	Mississippian Lime - Oklahoma / Kansas	71
Dec-12	Production Specialty Services	Domestic shale	Permian Basin / Eagle Ford shale	127
Jul-13	Flow Control Products	Valve automation	Permian Basin / Eagle Ford shale	28
Dec-13	Flangefitt Stainless	Stainless/Alloys	United Kingdom	24
Jan-14	Stream	International Offshore PVF	Norway	271
May-14	MSD Engineering	Valve automation	Singapore & SE Asia	26
Jun-14	HypTeck	International Offshore	Norway	38

Upstream



Midstream







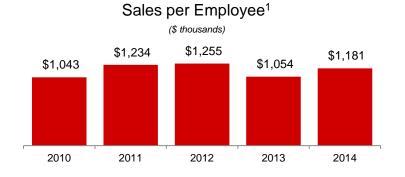
Downstream



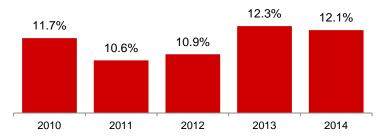




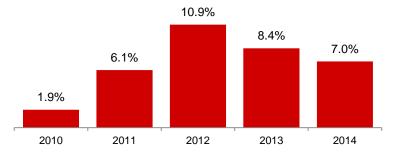
Performance Measures

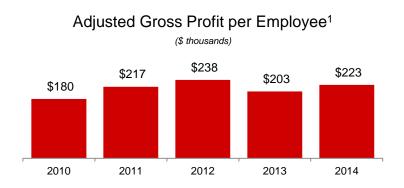


SG&A / Sales

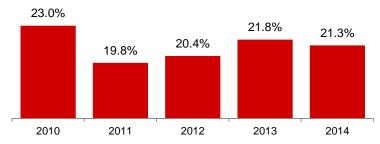


Return on Average Net Capital Employed (RANCE)²





Average Working Capital / Sales



1. Calculated based on average number of employees

 RANCE is defined as Pretax income for the year plus interest expense and related financing charges, multiplied by 1, minus our effective tax rate, and the denominator is average net capital employed for the year. Net capital employed is defined as Total assets minus Current liabilities plus Other longterm liabilities.

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Adjusted EBITDA Reconciliation

	Three months ended March		Year Ended December 31				
(\$ millions)	2015	2014	2014	2013	2012	2011	2010
Net income	\$29.1	\$ 23.5	\$ 144.1	\$ 152.1	\$ 118.0	\$ 29.0	\$ (51.8)
Income tax expense	13.1	13.2	81.8	84.8	63.7	26.8	(23.4)
Interest expense	14.6	15.1	61.8	60.7	112.5	136.8	139.6
Depreciation and amortization	5.1	5.2	22.5	22.3	18.6	17.0	16.6
Amortization of intangibles	15.9	15.7	67.8	52.1	49.5	50.7	53.9
Increase (decrease) in LIFO reserve	(0.2)	1.3	11.9	(20.2)	(24.1)	73.7	74.6
Expenses associated with refinancing	-	-	-	5.1	1.7	9.5	-
Loss on early extinguishment of debt	-	-	-	-	114.0	-	-
Change in fair value of derivative instruments	0.7	3.6	1.1	(4.7)	(2.2)	(7.0)	4.9
Equity-based compensation expense	2.5	1.8	8.9	15.5	8.5	8.4	3.7
Inventory write-down	-	-	-	-	-	-	0.4
M&A transaction & integration expenses	-	-	-	-	-	0.5	1.4
Severance & related costs	1.8	-	7.5	0.8	-	1.1	3.2
Loss on sale of Canadian progressive cavity pump business	-	6.2	6.2	-	-	-	-
Loss on disposition of rolled and welded business	-	-	4.1	-	-	-	-
Cancellation of executive employment agreement (cash portion)	-	-	3.2	-	-	-	-
Insurance charge	-	-	-	2.0	-	-	-
Foreign currency losses (gains)	4.1	(1.6)	2.5	12.9	(0.8)	(0.6)	0.3
Pension settlement	-	-	-	-	4.4	-	-
Legal and consulting expenses	-	-	-	-	-	9.9	4.2
Provision for uncollectible accounts	-	-	-	-	-	0.4	(2.0)
Joint venture termination	-	-	-	-	-	1.7	-
Other expense (income)	-		0.6	3.0	(0.6)	2.6	(1.4)
Adjusted EBITDA	86.7	\$ 84.0	\$ 424.0	\$ 386.4	\$ 463.2	\$ 360.5	\$ 224.2

Adjusted Gross Profit Reconciliation

	Three months ended March 31		Year ended December 31				
(\$ millions)	2015	2014	2014	2013	2012	2011	2010
Gross profit	\$219.9	\$ 232.1	\$ 1,018.	l \$ 954.8	\$ 1,013.7	\$ 708.2	\$ 518.1
Depreciation and amortization	5.1	5.2	22.	5 22.3	18.6	17.0	16.6
Amortization of intangibles	15.9	15.7	67.8	3 52.1	49.5	50.7	53.9
Increase (decrease) in LIFO reserve	(0.2)	1.3	11.9) (20.2)	(24.1)	73.7	74.6
Adjusted Gross Profit	\$240.7	\$254.3	\$ 1,120.3	3 \$ 1,009.0	\$ 1,057.7	\$ 849.6	\$ 663.2