MRC Global

Investor Presentation

November 14, 2022

Rob Saltiel

President & CEO

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Executive Vice President & CFO



Forward Looking Statements

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," "look forward," "guidance." "targeted", "goals", and similar expressions are intended to identify forward-looking statements. Statements about the company's business, including its strategy, its industry, the company's future profitability, the company's guidance on its sales, adjusted EBITDA, adjusted net income, adjusted diluted EPS, adjusted SG&A, gross profit, gross profit percentage, adjusted gross profit, adjusted gross profit percentage, net debt, tax rate, capital expenditures and cash from operations, free cash flow, free cash flow after dividends, 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, including the company's Current Report on Form 8-K dated November 8, 2022.

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 www.sec.gov and on the company's website, www.mrcglobal.com. Our filings and other important information are also available on the Investor Relations page of our website at www.mrcglobal.com.

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 expressed or implied by such forward-looking statements. 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.

Non-GAAP Disclaimer

In this presentation, the company is providing certain non-GAAP financial measures. These are not measures of financial performance calculated in accordance with U.S. Generally Accepted Accounting Principles (GAAP) and should not be considered as alternatives. The following GAAP measures have the following non-GAAP measures presented and derived from the respective GAAP measures:

- net income (adjusted EBITDA)
- net income margin (adjusted EBITDA margin)
- gross profit (adjusted gross profit)
- gross profit percentage (adjusted gross profit percentage)
- net income (adjusted net income)
- diluted earnings per share (adjusted diluted EPS)
- selling, general and administrative expense (adjusted SG&A)
- net cash provided by operations (free cash flow and free cash flow after dividends)
- long-term debt, net (net debt)

They should be viewed in addition to, and not as a substitute for, analysis of our results reported in accordance with GAAP. Management believes that these non-GAAP financial measures provide investors a view to measures similar to those used in evaluating our compliance with certain financial covenants under our credit facilities and provide meaningful comparisons between current and prior year period results. They are also used as a metric to determine certain components of performance-based compensation. They are not necessarily indicative of future results of operations that may be obtained by the company.

MRC Global

A Compelling Investment Opportunity



Leading global distributor of industrial products, services and supply solutions



Diversified portfolio with long-term growth drivers in each of the markets we support



Rapidly improving top-line and bottom-line financial performance



Solid balance sheet with flexibility for future growth



Sustainability principles embedded in organizational values and product offering

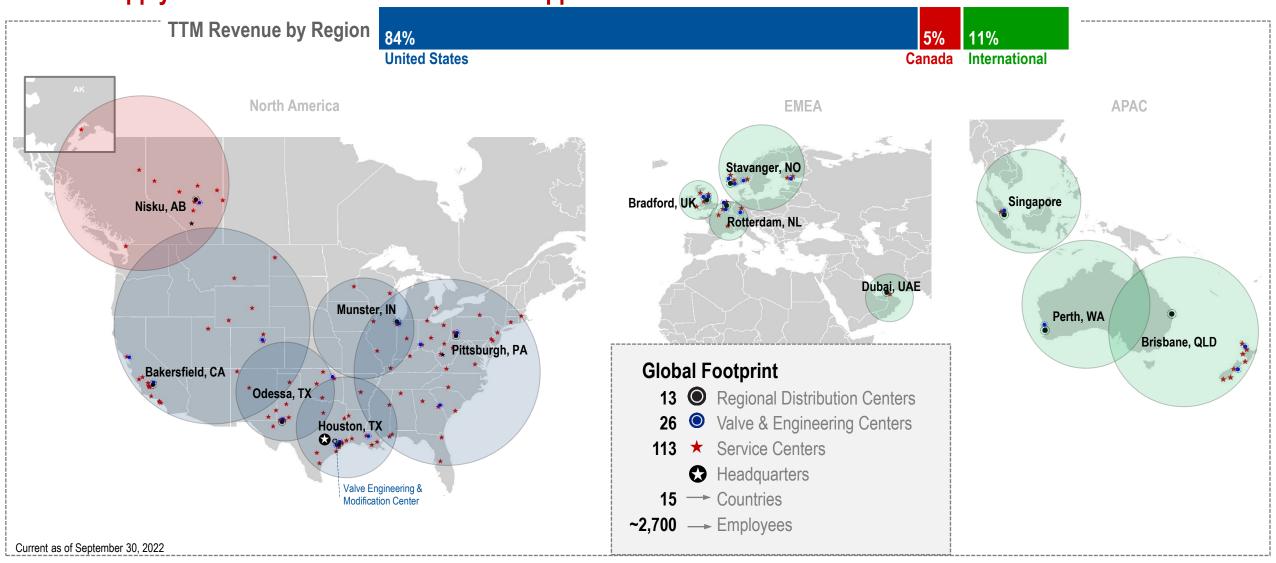


Experts You Can Trust



We are a Leading Global Distributor of Industrial Products, Services & Supply Solutions

Valued Supply Chain Partner to Customers and Suppliers





We Provide Expertise in Industrial Products, Services and Supply Solutions Scalable Capabilities in Projects, Maintenance and Turnarounds across Various End-Market Sectors





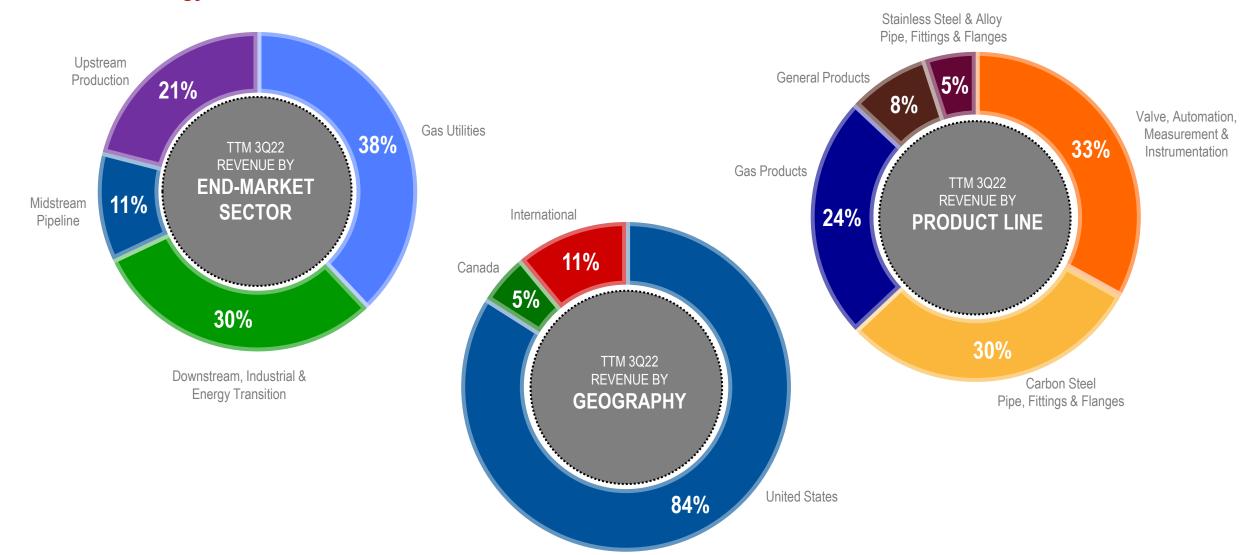


- Industrial Infrastructure Products:
 - Flow-control equipment (valves and pipe) including low-emission valves that control pollution
 - Measurement and instrumentation
 - Gas meters and polyethylene pipe
- Value-added Services:
 - Value actuation, modification and ValidTorque™
 - Complete engineering documentation (CAD drawings)
 - Testing services (e.g., hydrostatic testing, weld x-rays)
 - Steam system surveys and audits
 - On-site product assistance, training and demonstrations
- Quality Assurance Program Approved Manufacturers List Qualification & Supplier Audits Minimize quality issues and promote customer loyalty
- Integrated Supply Solutions Complete inventory management services including warehouse and logistics solutions, stock replenishment and product rationalization



We Have a Diversified Portfolio with a Stable Customer Base

Leaders in Energy Transition





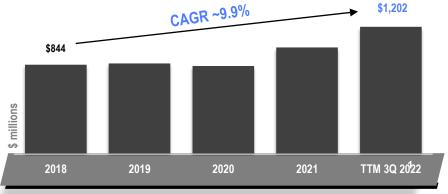
End-Market Diversity & Growth Drivers - Gas Utilities

Largest Sector, Independent of Commodity Prices

Growth Drivers

- Multi-year growth expectations from:
 - Continual safety projects, integrity projects and distribution system modernization
 - Emissions reduction programs replacing valves
 - New installations with a strong presence in high growth regions of the U.S.
- 5-year CAGR ~10% Increasing customer budgets averages 5-7% per annum
- Market penetration by gaining new customers
- Market expansion with existing customers by capturing spend on additional product offerings and in new geographies







End-Market Diversity & Growth Drivers - Downstream, Industrial & Energy Transition (DIET) A Diverse Set of Long-Term Opportunities

Growth Drivers

- Global energy transition projects as carbon reduction targets are prioritized and government stimulus is deployed, including:
 - Refinery conversions to biofuel feedstocks
 - Hydrogen processing
 - Carbon capture and storage

- Hydroelectric power generation
- Offshore wind power generation
- Geothermal power generation
- Petrochemical investments led by secular demand for plastics and other chemicals
- Expanded project management expertise supporting market penetration in energy transition and chemicals for both brownfield and greenfield projects
- Build-out of liquified natural gas (LNG) facilities in the U.S. and regasification terminals in Europe
- Increased turnaround and maintenance activity in chemicals and refining





12% Industrial & Energy Transition

9% Chemicals

9% Refining

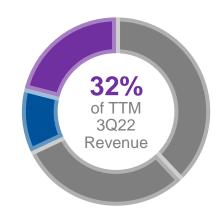


End-Market Diversity & Growth Drivers - Upstream Production and Midstream Pipeline Traditional Energy Infrastructure

Growth Drivers

- Tightening global supply and demand driving increased well completion activity, production and gathering and processing facilities
- Need for energy security driving:
 - Increasing demand for LNG exports from the U.S. to Europe
 - Increasing European oil and gas production in the North Sea
- Market penetration from enhanced product mix tailored to independent and private producers
- Activity in the U.S. shifting from private operators to IOCs and large independents, to whom we are levered
- Pipeline infrastructure capacity tightening leading to new pipeline projects





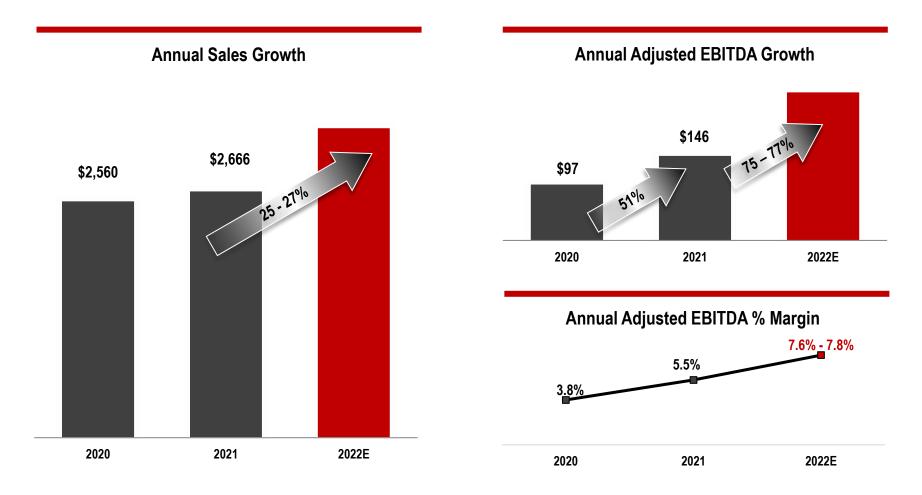
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Rapidly Improving Top-Line and Bottom-Line Performance

Double-Digit Growth - Structurally More Efficient with High Operating Leverage

(\$ millions)

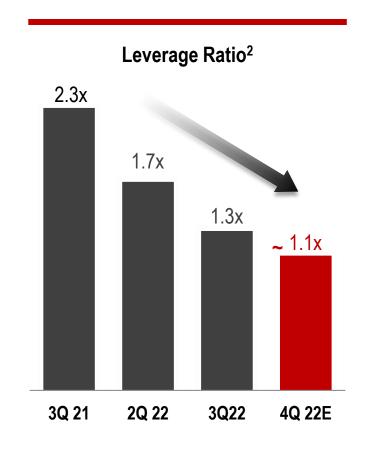


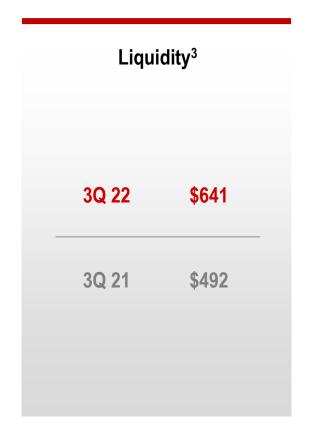


Solid Balance Sheet with Flexibility for Future Growth

(\$ millions)

| Debt Profile (as of September 30, 2022) | | | | | | | | | | |
|---|--------|--|--|--|--|--|--|--|--|--|
| Cash & Cash Equivalents | \$ 29 | | | | | | | | | |
| Debt (including current portion): | | | | | | | | | | |
| Term Loan B due 2024 (net of discount & deferred financing costs) | \$ 296 | | | | | | | | | |
| Global ABL Facility due 2026 | 45 | | | | | | | | | |
| Total Debt | \$ 341 | | | | | | | | | |





Net Debt¹

3Q 22

\$ 312M

Net debt is total debt less cash. See reconciliation in appendix.
 Net leverage multiples represent net debt / trailing twelve months adjusted EBITDA.
 Cash plus excess availability under the Global ABL facility.



An Optimistic View of 2023 - Preliminary Outlook

- Outlook based on conversations with customers, our solid and growing backlog, strong growth drivers and business fundamentals:
 - Revenue up double-digits in 2023 over 2022
 - Adjusted Gross Margin target ~21%
 - EBITDA target to exceed 8%
 - Operating cash flow target of \$100 million or more
- Capital allocation priorities:
 - Reinvest in the business for growth
 - Reduce leverage
 - Continual re-evaluation considering opportunities available and market conditions



Sustainability Built into Organizational Values and Product Offering

Environmental

- Pollution control products support customers' emission reduction targets
- Scope 1 emissions reduced 10% in 2021 over 2020
- Scope 2 emissions 44% of electricity consumption from renewables in 2021, up from 21% in 2020
- All steel pipe, valves and flanges from recycled steel to varying degrees

ESG Developments

- Published our 5th ESG report in June 2022
- First SVP-Sustainability, member of management

Diversity & Inclusion

- 40% of Board of Directors from Diversity Groups
- 75% of Board leadership positions from Diversity Groups including the Chairman
- Global company leadership roles, director level & above positions 24% female
- U.S. manager & above positions 21% racially or ethnically diverse

Social Responsibility

- Strong safety culture
- Safety performance better than BLS peer group averages
- Appointed Global Director of Safety

Governance

- Adopted UN Sustainability Goals.
- Executive compensation tied to safety metric
- Board of Directors' Governance Committee now known as ESG & Enterprise Risk Committee



ESG ACCOLADES

TOP 15%

S&P's ESG assessment: Top 15% in the Trading Companies and Distributors sector

Newsweek named MRC Global one of

America's Most Responsible Companies



Ecovadis Bronze Medal winner



EUISSCA: Top 20% in the Distribution/Logistics and Shipping industry

Electric Utility Industry Sustainable Supply Chain Alliance

MRC Global

A Compelling Investment Opportunity



Leading global distributor of industrial products, services and supply solutions



Diversified portfolio with long-term growth drivers in each of the markets we support



Rapidly improving top-line and bottom-line financial performance



Solid balance sheet with flexibility for future growth



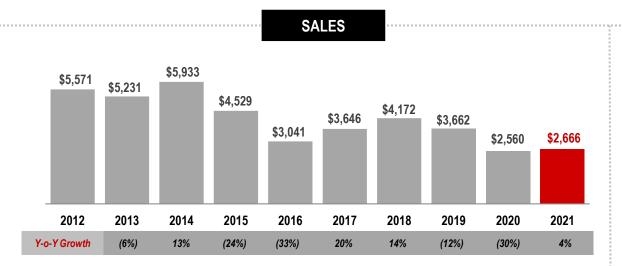
Sustainability principles embedded in organizational values and product offering

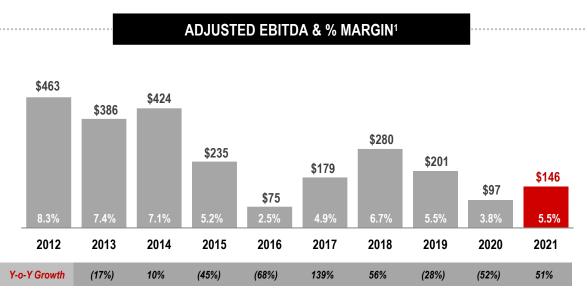


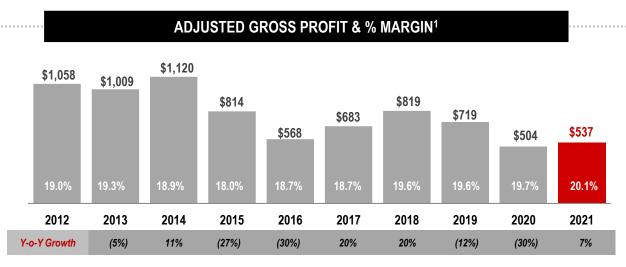
Experts You Can Trust

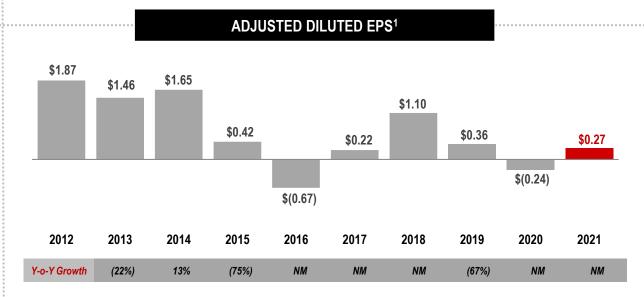
APPENDIX

Annual Financial Performance (\$ millions, except per share data)



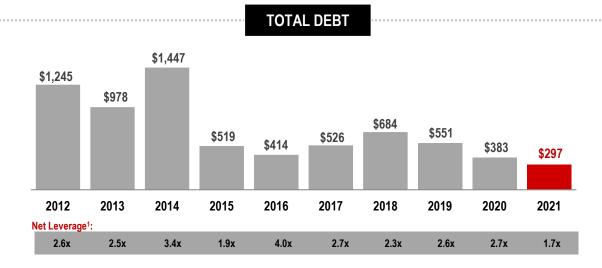


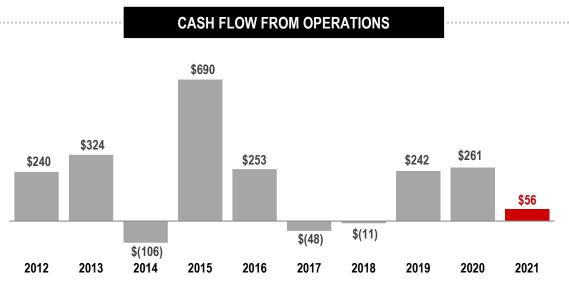




Balance Sheet

§ millions)





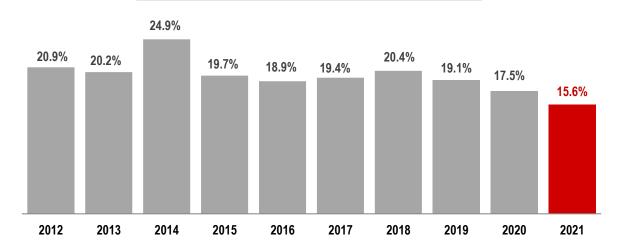
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Net leverage multiples represent net debt / trailing twelve months adjusted EBITDA. Net debt is total debt less cash. Working capital defined as current assets (excluding cash) – current liabilities. Sales are on trailing twelve months basis.

CAPITAL STRUCTURE

| December 31, 2021 | |
|---|--------|
| Cash and Cash Equivalents | \$ 48 |
| Total Debt (including current portion): | |
| Term Loan B due 2024 (net of discount & deferred financing costs) | \$ 297 |
| Global ABL Facility due 2026 | - |
| Total Debt | \$ 297 |
| Preferred stock | 355 |
| Common stockholders' equity | 323 |
| Total Capitalization | \$ 975 |
| Liquidity | \$ 532 |





Adjusted Gross Profit Reconciliation

| (\$ millions) | 20 | 21 | 20 | 20 | 20 | 19 | 20′ | 18 | 20 ⁻ | 17 | 20 | 16 | 20 | 15 | 20 ⁻ | 14 | 20 | 13 | 20 | 12 |
|-------------------------------------|---------|---------------|---------|---------------|---------|---------------|---------|---------------|-----------------|---------------|---------|---------------|---------|---------------|-----------------|---------------|----------|---------------|----------|---------------|
| | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales |
| Sales | \$2,666 | | \$2,560 | | \$3,662 | | \$4,172 | | \$3,646 | | \$3,041 | | \$4,529 | | \$5,933 | | \$5,231 | | \$5,571 | |
| | | | | | | | | | | | | | | | | | | | | |
| Gross profit | \$ 417 | 15.6% | \$ 431 | 16.8% | \$ 653 | 17.8% | \$ 689 | 16.5% | \$ 582 | 16.0% | \$ 468 | 15.4% | \$ 786 | 17.4% | \$ 1,018 | 17.2% | \$ 955 | 18.3% | \$ 1,014 | 18.2% |
| Depreciation and amortization | 19 | | 20 | | 21 | | 23 | | 22 | | 22 | | 21 | | 22 | | 22 | | 19 | |
| Amortization of intangibles | 24 | | 26 | | 42 | | 45 | | 45 | | 47 | | 60 | | 68 | | 52 | | 49 | |
| Increase (decrease) in LIFO reserve | 77 | | (19) | | (2) | | 62 | | 28 | | (14) | | (53) | | 12 | | (20) | | (24) | |
| Inventory charges and other | - | | 46 | | 5 | | - | | 6 | | 45 | | - | | - | | - | | - | |
| Adjusted Gross Profit | \$ 537 | 20.1% | \$ 504 | 19.7% | \$ 719 | 19.6% | \$ 819 | 19.6% | \$ 683 | 18.7% | \$ 568 | 18.7% | \$ 814 | 18.0% | \$ 1,120 | 18.9% | \$ 1,009 | 19.3% | \$ 1,058 | 19.0% |



Adjusted EBITDA Reconciliation – Annual Periods

| (\$ millions) | 20 | 21 | 202 | 20 | 20 | 19 | 201 | 8 | 2017 | | |
|---|----------|------------|----------|------------|---------|------------|---------|------------|---------|------------|--|
| | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | |
| Sales | \$ 2,666 | | \$2,560 | | \$3,662 | | \$4,172 | | \$3,646 | | |
| | | | | | | | | | | | |
| Net (loss) income | \$ (14) | (0.5)% | \$ (274) | (10.7%) | \$ 39 | 1.1% | \$ 74 | 1.8% | \$ 50 | 1.4% | |
| Income tax (benefit) expense | - | | (9) | | 27 | | 21 | | (43) | | |
| Interest expense | 23 | | 28 | | 40 | | 38 | | 31 | | |
| Depreciation and amortization | 19 | | 20 | | 21 | | 23 | | 22 | | |
| Amortization of intangibles | 24 | | 26 | | 42 | | 45 | | 45 | | |
| Increase (decrease) in LIFO reserve | 77 | | (19) | | (2) | | 62 | | 28 | | |
| Equity-based compensation expense | 12 | | 12 | | 16 | | 14 | | 16 | | |
| Foreign currency losses (gains) | 2 | | 2 | | (1) | | (1) | | (2) | | |
| Employee separation | 1 | | - | | - | | | | | | |
| Inventory-related charges | - | | 46 | | 5 | | - | | 6 | | |
| Facility closures | 1 | | 17 | | - | | - | | - | | |
| Goodwill & intangible asset impairment | - | | 242 | | - | | - | | - | | |
| Severance & restructuring charges | 1 | | 14 | | 9 | | 4 | | 14 | | |
| Gain on sale of leaseback | - | | (5) | | - | | - | | - | | |
| Recovery of supplier bad debt & Supplier bad debt | - | | (2) | | 5 | | - | | - | | |
| (Gain) loss on early extinguishment of debt | - | | (1) | | - | | - | | - | | |
| Write off of debt issuance costs | - | | - | | - | | 1 | | 8 | | |
| Litigation matter | - | | - | | - | | | | 3 | | |
| Change in fair value of derivative instruments | - | | - | | - | | (1) | | 1 | | |
| Adjusted EBITDA | \$ 146 | 5.5% | \$ 97 | 3.8% | \$ 201 | 5.5% | \$ 280 | 6.7% | \$ 179 | 4.9% | |

Adjusted EBITDA Reconciliation – Annual Periods

| (\$ millions) | 20 | 2016 | | 2015 | | 2014 | | 3 | 2012 | |
|---|---------|------------|----------|------------|---------|------------|---------|------------|---------|------------|
| | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales | Amount | % of Sales |
| Sales | \$3,041 | | \$4,529 | | \$5,933 | | \$5,231 | | \$5,571 | |
| | | | | | | | | | | |
| Net (loss) income | \$ (83) | (2.7%) | \$ (331) | (7.3%) | \$ 144 | 2.4% | \$ 152 | 2.9% | \$ 118 | 2.1% |
| Income tax (benefit) expense | (8) | | (11) | | 82 | | 85 | | 64 | |
| Interest expense | 35 | | 48 | | 62 | | 61 | | 113 | |
| Depreciation and amortization | 22 | | 21 | | 22 | | 22 | | 19 | |
| Amortization of intangibles | 47 | | 60 | | 68 | | 52 | | 49 | |
| (Decrease) increase in LIFO reserve | (14) | | (53) | | 12 | | (20) | | (24) | |
| Equity-based compensation expense | 12 | | 10 | | 9 | | 15 | | 8 | |
| Foreign currency losses (gains) | 4 | | 3 | | 3 | | 13 | | (1) | |
| Goodwill & intangible asset impairment | - | | 462 | | - | | - | | - | |
| Inventory-related charges | 40 | | - | | - | | - | | - | |
| Severance & restructuring charges | 20 | | 14 | | 8 | | 1 | | - | |
| Loss on early extinguishment of debt | - | | - | | - | | - | | 114 | |
| Write off of debt issuance costs | 1 | | 3 | | - | | - | | - | |
| Litigation matter | - | | 3 | | - | | - | | - | |
| Change in fair value of derivative instruments | (1) | | 1 | | 1 | | (5) | | (2) | |
| Loss on disposition of non-core product line | - | | 5 | | 10 | | - | | - | |
| Insurance charge | - | | - | | - | | 2 | | - | |
| Cancellation of executive employment agreement (cash portion) | - | | - | | 3 | | - | | - | |
| Expenses associated with refinancing | - | | - | | - | | 5 | | 2 | |
| Pension settlement | - | | - | | - | | - | | 4 | |
| Other expense (income) | - | | - | | - | | 3 | | (1) | |
| Adjusted EBITDA | \$ 75 | 2.5% | \$ 235 | 5.2% | \$ 424 | 7.1% | \$ 386 | 7.4% | \$ 463 | 8.3% |

Adjusted Net Income (Loss) Reconciliation – Annual Periods

| (\$ millions) | 2021 | | 2020 | | 2019 | | 2018 | | 2017 | |
|---|---------|-----------|----------|-----------|--------|-----------|--------|-----------|--------|-----------|
| | Amount | Per Share | Amount | Per Share | Amount | Per Share | Amount | Per Share | Amount | Per Share |
| Net (loss) income attributable to common stockholders | \$ (38) | \$ (0.46) | \$ (298) | \$ (3.63) | \$ 15 | \$ 0.18 | \$ 50 | \$ 0.54 | \$ 26 | \$ 0.27 |
| Goodwill and intangible asset impairment, net of tax | - | - | 234 | 2.85 | - | - | - | - | - | - |
| Inventory-related charges, net of tax | - | - | 38 | 0.46 | 5 | 0.06 | - | - | 6 | 0.06 |
| Severance and restructuring, net of tax | 1 | 0.01 | 12 | 0.15 | 7 | 0.08 | 3 | 0.03 | 14 | 0.15 |
| Recovery of supplier bad debt and supplier bad debt, net of tax | - | - | (2) | (0.02) | 5 | 0.06 | - | - | - | - |
| Increase (decrease) in LIFO reserve, net of tax | 58 | 0.71 | (15) | (0.18) | (2) | (0.02) | 48 | 0.52 | 18 | 0.19 |
| Facility closures, net of tax | 1 | 0.01 | 15 | 0.18 | - | - | - | - | - | - |
| Gain on sale leaseback | - | - | (4) | (0.05) | - | - | - | - | - | - |
| Litigation matter, net of tax | - | - | - | - | - | - | - | - | 2 | 0.02 |
| Write-off of debt issuance costs, net of tax | - | - | - | - | - | - | 1 | 0.01 | 5 | 0.05 |
| Income tax adjustment | - | - | - | - | - | - | - | - | (50) | (0.52) |
| Adjusted net income (loss) attributable to common stockholders | \$ 22 | \$ 0.27 | \$ (20) | \$ (0.24) | \$ 30 | \$ 0.36 | \$ 102 | \$ 1.10 | \$ 21 | \$ 0.22 |



Adjusted Net Income (Loss) Reconciliation – Annual Periods

| (\$ millions) | 2016 | | 2015 | | 2014 | | 2013 | | 2012 | |
|--|----------|-----------|----------|-----------|--------|-----------|--------|-----------|--------|-----------|
| | Amount | Per Share | Amount | Per Share | Amount | Per Share | Amount | Per Share | Amount | Per Share |
| Net (loss) income attributable to common stockholders | \$ (107) | \$ (1.10) | \$ (344) | \$ (3.38) | \$ 144 | \$ 1.40 | \$ 152 | \$ 1.48 | \$ 118 | \$ 1.22 |
| Goodwill and intangible asset impairment, net of tax | - | - | 402 | 3.94 | - | - | - | - | - | - |
| Inventory-related charges, net of tax | 33 | 0.34 | - | - | - | - | - | - | - | - |
| Severance and restructuring, net of tax | 17 | 0.17 | 11 | 0.11 | 6 | 0.06 | - | - | - | - |
| (Decrease) increase in LIFO reserve, net of tax | (9) | (0.09) | (33) | (0.32) | 8 | 0.08 | (13) | (0.13) | (15) | (0.15) |
| Loss on early extinguishment of debt, net of tax | - | - | - | - | - | - | - | - | 74 | 0.76 |
| Litigation matter, net of tax | - | - | 2 | 0.02 | - | - | - | - | - | - |
| Write-off of debt issuance costs, net of tax | 1 | 0.01 | 2 | 0.02 | - | - | - | - | 1 | 0.01 |
| Executive separation expense, net of tax | - | - | - | - | - | - | 1 | 0.01 | - | - |
| Loss on disposition of non-core product lines, net of tax | - | - | 3 | 0.03 | 8 | 0.08 | - | - | - | - |
| Insurance charge, net of tax | - | - | - | - | - | - | 1 | 0.01 | - | - |
| Expenses associated with refinancing, net of tax | - | - | - | - | - | - | 3 | 0.03 | - | - |
| Equity-based compensation acceleration, net of tax | - | - | - | - | - | - | 3 | 0.03 | - | - |
| Income tax adjustment | - | - | - | - | - | - | 3 | 0.03 | - | - |
| Cancellation of executive employment agreement, net of tax | - | - | - | - | 3 | 0.03 | - | - | - | - |
| Pension settlement, net of tax | - | <u>.</u> | - | - | - | - | - | - | 3 | 0.03 |
| Adjusted net (loss) income attributable to common stockholders | \$ (65) | \$ (0.67) | \$ 43 | \$ 0.42 | \$ 169 | \$ 1.65 | \$ 150 | \$ 1.46 | \$ 181 | \$ 1.87 |



Net Debt & Leverage Ratio Calculation

| (\$ millions) | September 30, 2022 | September 30, 2021 |
|---|--------------------|--------------------|
| Long-term debt, net | \$ 338 | \$ 323 |
| Plus: current portion of long-term debt | 3 | 2 |
| Long-term debt | \$ 341 | \$ 325 |
| Less: cash | 29 | 47 |
| Net debt | \$ 312 | \$ 278 |
| | | |
| Net debt | \$ 312 | \$ 278 |
| Trailing twelve months adjusted EBITDA | 242 | 121 |
| Leverage ratio | 1.3 | 2.3 |