MRC Global

Fourth Quarter 2018 Investor Presentation

February 14, 2019

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We Make Energy Flow™

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,” “Results in mid-cycle Adjusted EBITDA” 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, gross profit, gross profit percentage, Adjusted Gross Profit, Adjusted Gross Profit percentage, tax rate, capital expenditures and cash from operations, 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 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.

Statement Regarding Use of Non-GAAP Measures:

The Non-GAAP financial measures contained in this presentation (Adjusted EBITDA and Adjusted Gross Profit) are not measures of financial performance calculated in accordance with U.S. Generally Accepted Accounting Principles (GAAP) and should not be considered as alternatives to net income or gross profit. 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.

Global Leader in PVF Distribution

Largest pipe, valves and fittings (PVF) distributor – TTM Sales of $4.2B

Key Role in Global Supply Chains of Energy Companies

- Create value for both customers and suppliers
- Closely integrated into customer supply chains
- Volume purchasing savings and capital efficiencies for customer

Differentiated Global Capabilities

- Footprint with ~300 service locations in 22 countries
- Premier quality program, material sourcing & customer service
- Serve broad PVF needs making it convenient and efficient for customers

Diversified Business Mix

- Balanced portfolio across upstream, midstream & downstream sectors
- Product mix focused on higher margin offerings
- Strategic focus on maintenance, repair and operations (MRO) contracts
- Growing integrated supply & project business
- Serve 200+ fabrication customers with ~$395M in annual revenue

Upstream 31%

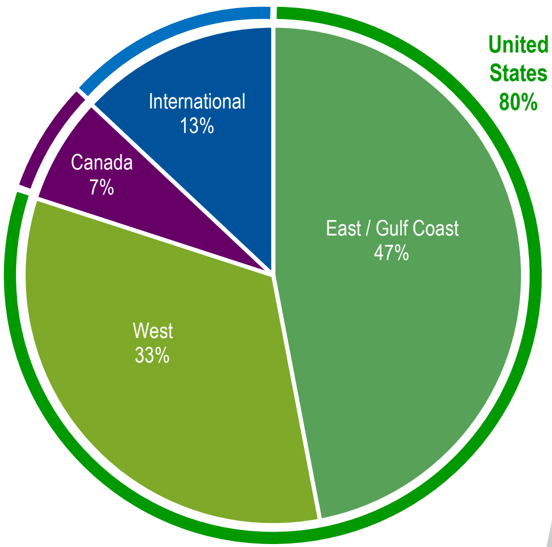
Midstream 40%

Downstream 29%

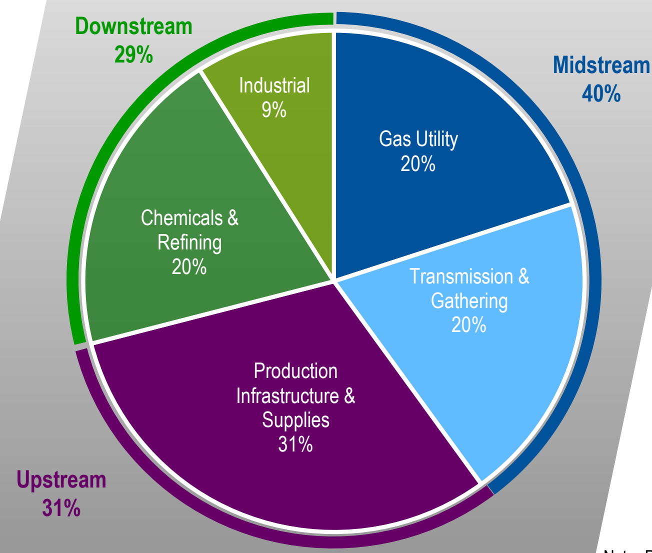
Note: For the twelve months ended December 31, 2018

Diversified by Region, Industry Sector and Product Line - Well Positioned Through Cycle

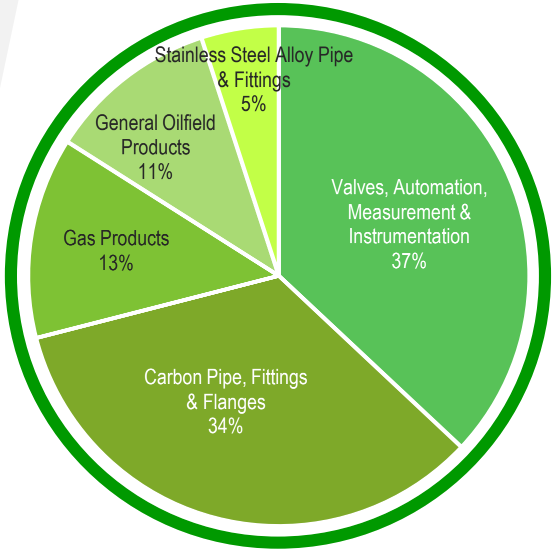
Revenue by Geography



Revenue by Industry Sector



Revenue by Product Line



Note: Percentage of sales are for the twelve months ended December 31, 2018.
Industrial includes metals & mining, fabrication, pulp & paper, power generation and general industrial.

Upstream – Providing Completion Infrastructure to E&P Operators

- Provide well hook-ups via on-site product trailers, above-ground infrastructure PVF products for flow lines & tank batteries
- Serve exploration & production (E&P) operators including Shell, Chevron, Anadarko, California Resources Corporation and Canadian Natural Resources
- Primary drivers are customers' capital budgets for well completions & production tank battery upgrades and expansions
- Walk-in counter sales at strategically located branches in active oil & gas production areas
- Located in all major basins - revenue follows basin market activity levels
- Permian basin is our largest upstream position representing 7% of total 2018 revenue and with growth of 62% in 2018 over 2017

Serving Midstream Customers

Gas Utilities

- Provide PVF & integrated supply services
- Business drivers:
  - integrity projects & pipeline enhancement projects
  - independent of commodity prices
  - residential & commercial, new & upgrade installations
- Relatively stable, steady growth
- Contracts or sales with 8 of the 10 largest gas utilities in the U.S. (e.g. PG&E, NiSource, Atmos, Duke, Southern Company Gas)

Transmission & Gathering

- Provide PVF to midstream gathering customers
- Provide PVF bulks & shorts and logistical services to long-haul transmission customers
- Benefit from recent pipeline approvals & modernization projects replacing older pipelines
- Customers include TransCanada, DCP Midstream, Energy Transfer, Williams Partners, Equitable, Enable Midstream Partners

Serving Downstream Customers

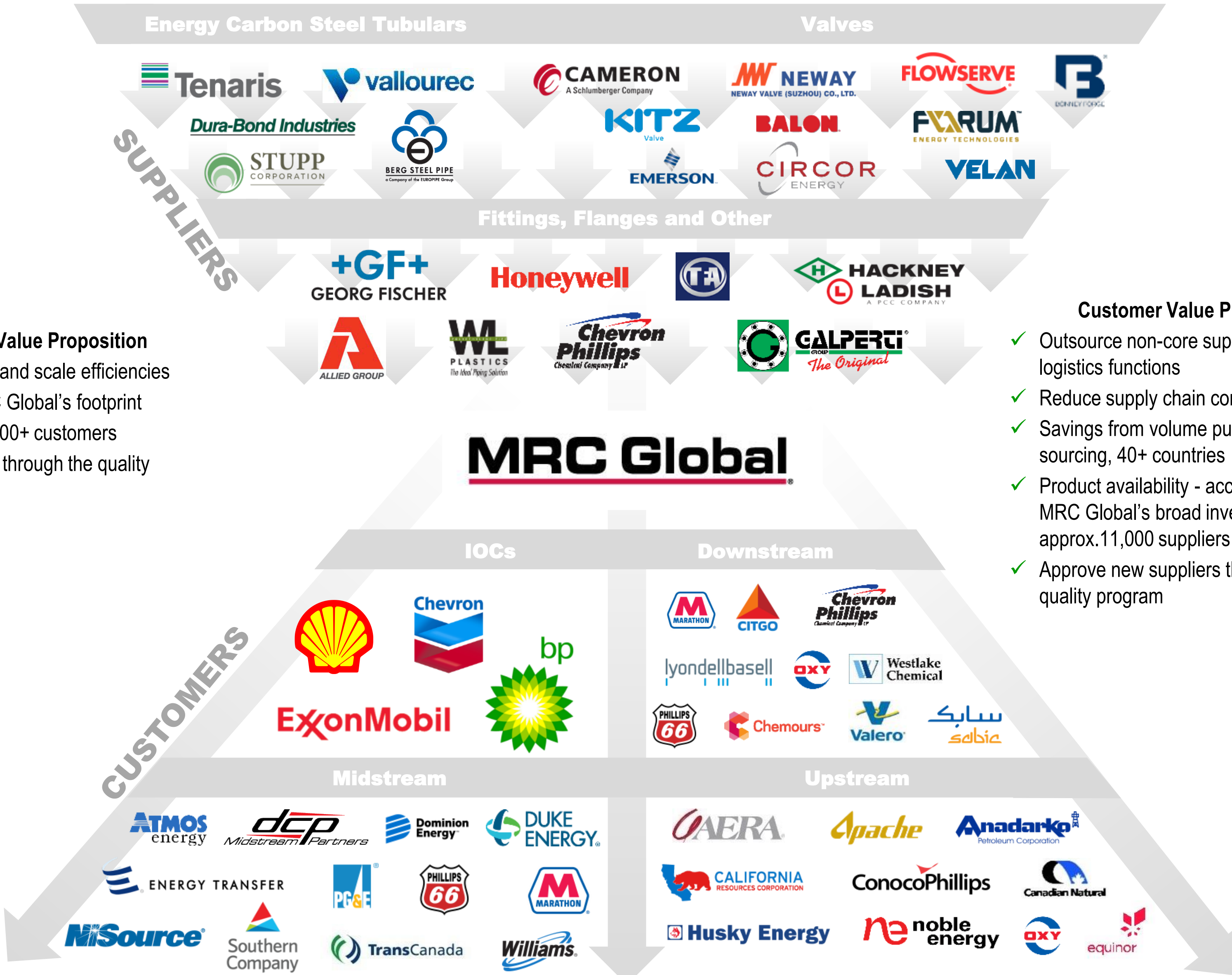
Refining

- Recurring MRO revenue from planned & unplanned maintenance
- Provide on-location “zone store” inventory
- Contracts or sales with all of the 10 largest refiners in the U.S. (e.g. Shell, Chevron, Marathon Petroleum Company, Valero, Phillips 66, ExxonMobil)

Chemical & Industrial

- Low gas prices provide stable, advantaged feedstock for plastics
- Positioned to benefit from planned U.S. petrochemical projects

MRC Global is a Critical Link Between Its Customers & Suppliers



Supplier Value Proposition

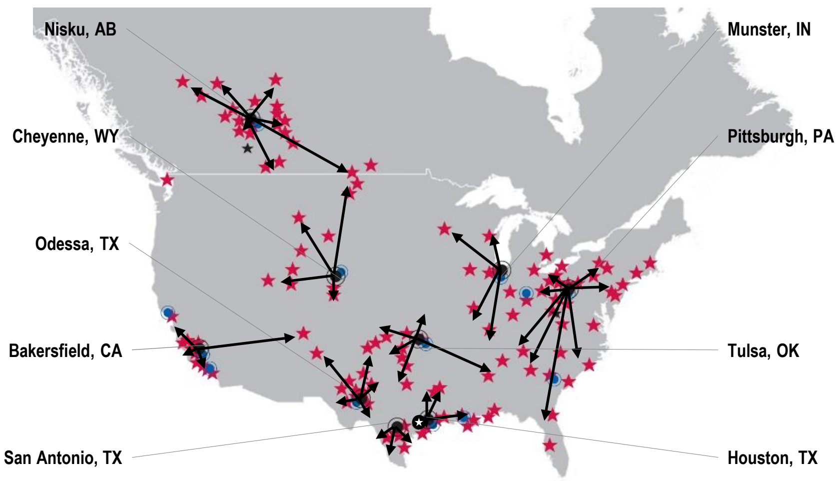
- ✓ Manufacturing and scale efficiencies
- ✓ Leverage MRC Global's footprint
- ✓ Access to 15,000+ customers
- ✓ Lead suppliers through the quality process

Customer Value Proposition

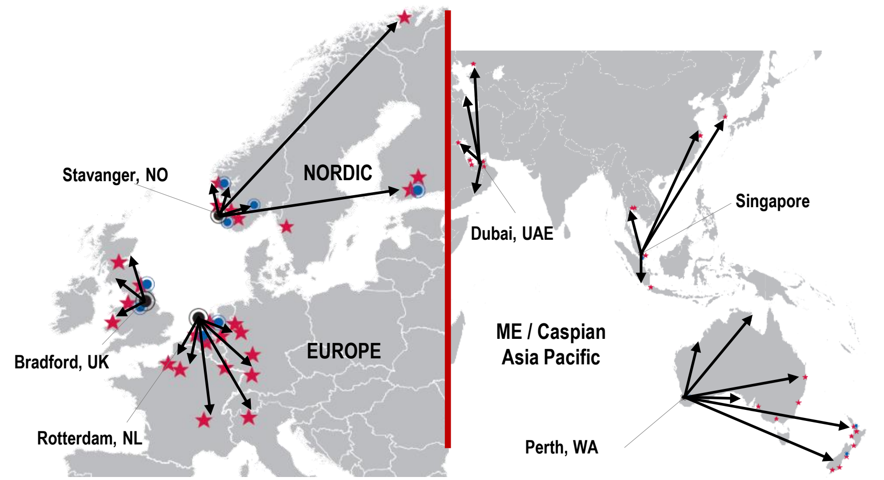
- ✓ Outsource non-core supply chain and logistics functions
- ✓ Reduce supply chain complexity
- ✓ Savings from volume purchasing and global sourcing, 40+ countries
- ✓ Product availability - access to MRC Global's broad inventory with approx.11,000 suppliers
- ✓ Approve new suppliers through rigorous quality program

Global Footprint – Strategically Located in Key Geographies to Deliver Solutions to Customers

North America



International



- Valve & Engineering Center (VEC)
- Regional Distribution Center (RDC)
- Branch Location (BR)
- Headquarters (HQ)
- Corporate Office

North America	As of 12/31/2018
Branches	120
RDCs	9
VECs	13
Employees	~2,775

MRC Global	As of 12/31/2018
Branches	169
RDCs	15
VECs	25
Countries	22
Employees	~3,598

International	As of 12/31/2018
Branches	49
RDCs	6
VECs	12
Countries	20
Employees	~823

Strategy for Creating Shareholder Value

Grow Market Share

- Provide superior customer service & cost-saving supply chain solutions
- Focus on blue chip customers who demand value-added service and technical expertise
- Leverage market leadership position and global footprint
- Provide multi-channel engagement to capture buying

Maximize Profitability

- Focus on higher margin products, end-markets & sales strategies
- Leverage scale & global supply chain
- Expand offering of value-added services to capture enhanced margin
- Focus on controlling costs & operating leverage

Maximize Working Capital Efficiency

- Reduce cash conversion cycle
- Optimize inventory to maximize turnover and margin
- Continual operational efficiency improvements

Optimize Capital Structure

- Optimize capital structure with financial flexibility throughout the cycle
  - Invest for growth
  - Return capital to shareholders
- Target leverage ratio ~2-3x net debt to adjusted EBITDA

Strong Record of Customer Contract Wins and Renewals – Yields Growth Opportunities

1. **Renew Existing & Obtain New MRO Contract Customers**
   - Approximately 55% of sales are from our top 25 customers[1]
2. **Expand Global Chemical and Valve businesses**
   - Target - 40% of total revenue from valves, automation, measurement and instrumentation
3. **Continue to Expand the Integrated Supply Business**
   - Approx. $945 million in revenue[1]

Selected Recent Contract Wins and Renewals

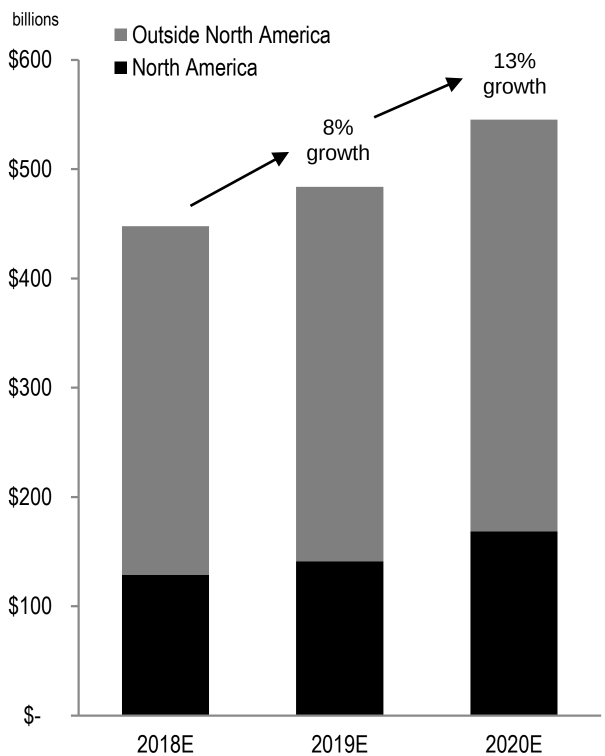
Customer	Type/ Scope	Products	Geography
Anadarko	Renewal	PVF	U.S.
Valero	New	PVF	U.S.
South Jersey Gas	Renewal	Integrated Supply	U.S.
Enterprise Products	New	PVF	U.S.
Pioneer Natural Resources	New	PVF	U.S.
Dominion	Renewal	PVF	US
Marathon Petroleum	Renewal	PVF	U.S.
BP (downstream)	Renewal	PVF	U.S.
TransCanada	Renewal	PVF	U.S.
CNRL	Renewal with added scope	PVF	N.A.
Duke	Renewal with added scope	Integrated Supply	U.S.
DCP Midstream	Renewal	PVF	U.S.
Southern Co Gas	Renewal	Integrated Supply	U.S.
Shell	Renewal	PFF, Valves	N.A., Global
NiSource	Renewal with added scope	Integrated Supply	U.S.
ConocoPhillips	Renewal	PVF	U.S.

1. For the twelve months ended December 31, 2018

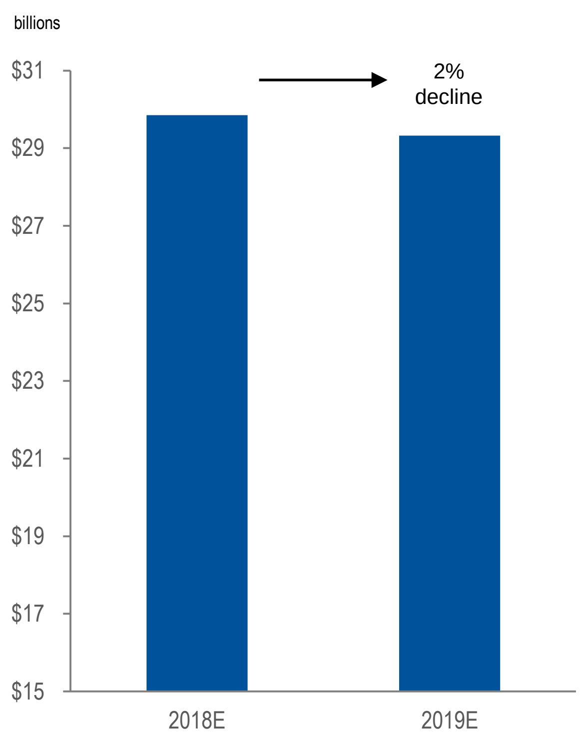
End Market Growth Opportunities

Upstream	Midstream	Downstream

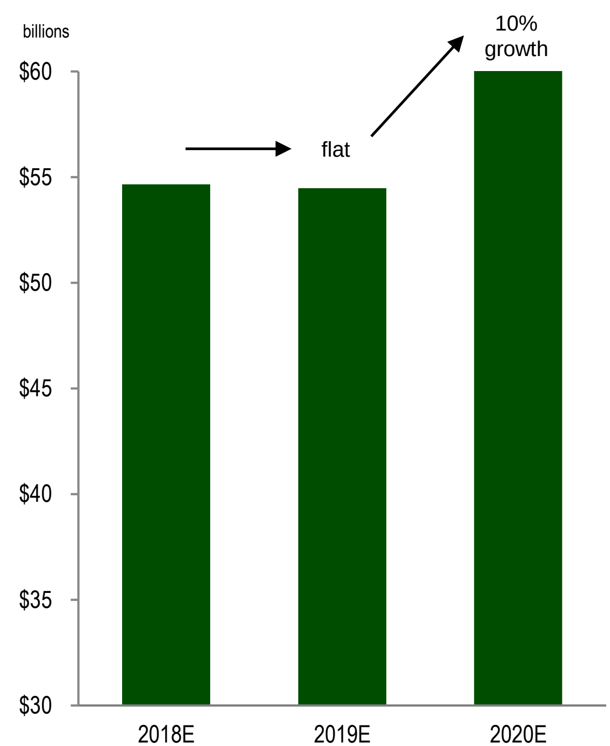
E&P Spending[1]



New Pipeline Spending In U.S.[2]



North American Refining & Chemical Spending[3]



Sources:
1. Evercore ISI, "The 2019 Evercore ISI Global E&P Spending Outlook: A Slow Recovery," published December 2018.
2. Stifel Diversified Industrials Specialty Engineering and Construction, pipeline database December 2018. All tiers. Probability weighted.
3. Industrial Info Resources: February 2019. Excludes Mexico.

Valve, Actuation, Measurement & Instrumentation (VAMI)

Value-Added Services: Positioning Offerings to Higher Margin Products & Services with Broad Capabilities

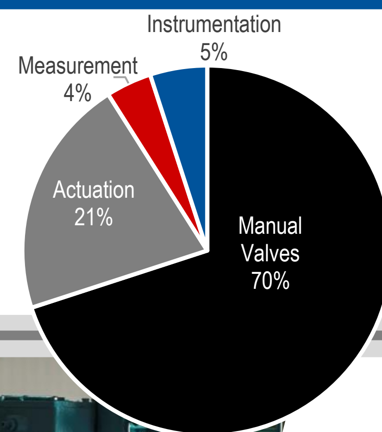
Value-added offerings:

- **Valve actuation/automation** – allow customer to mix & match manufacturers to maximize functionality and minimize cost
- **Engineered Solutions** – engineering & design of actuation and control packages
- **Traceability** – unique serialization of entire valve actuation package
- **Testing** – Fugitive emission testing, material identification (e.g. metallurgy), x-ray, magnetic particle examination, pressure testing
- **ValveWatch®** – patented technology that monitors valves for indicative repairs reducing downtime & preventing failures

Leading Global Distributor of Valve Products & Services in Oil & Gas

25 Valve & Engineering Centers Worldwide

2018 VAMI Sales



Impact of Tariffs – Work Closely with Customers to Optimize the Global Supply Chain

In general, inflation is a positive for distribution companies

Summary:

- Section 232 - effective 3/23/18. Tariffs & quotas substituted for tariffs, various countries affected differently
- Section 301 - tariffs affect certain valves, valve parts, fittings and flanges manufactured in China
  - List 3 items (totaling $200B in products) will incur an additional 15% tariff (totaling 25%) beginning 3/2/19
- Directly or indirectly impacts all stainless & carbon products including pipe, fittings and flanges
  - Approx. 40% of revenue affected
  - Inventory: Carbon ~70% domestic, 30% imported. Stainless~40% domestic, 60% imported.
- Valves are also being impacted by Chinese regulations, resulting in the closure of steel manufacturers and casting foundries. Actions lead to inflationary pricing & extended lead times
- 4Q18 average price of pipe is 24% greater than the 4Q17 average price (per Pipelogix)

Impact:

- Contract structure – cost plus pricing with 90 day re-pricing terms
- Revenue – higher cost products from inflation result in higher revenue and higher LIFO expense
- Margin dollars – more expensive materials with the same percentage mark-up result in more margin dollars

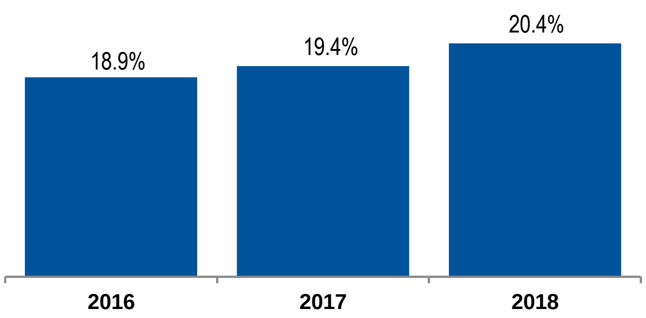
MRC Global is well-positioned with carbon, stainless and valve suppliers

Focus on Optimizing Operations

Working Capital Management

- Target is ~20% working capital to sales ratio
- Increased working capital as a percentage of revenue early in 2018 due to an investment in inventory ahead of inflationary pricing pressures as well as growth in the business. Ended the year at target.
- Investments in working capital are weighted to higher margin products

Optimizing Net Working Capital[1]

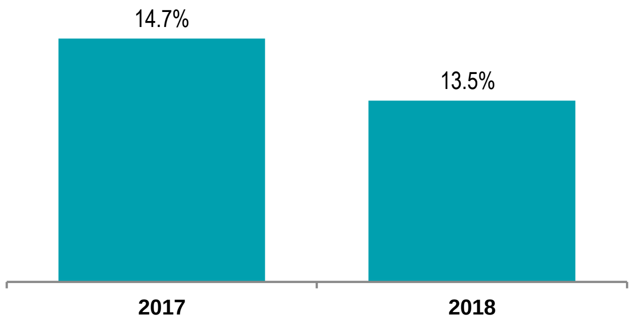


Actively Managing Costs

- High operating leverage - SG&A as a percentage of sales is declining as sales increase and operating costs are controlled
- Achieved incremental adjusted EBITDA of 19.2% in 2018, the second year of incremental adjusted EBITDA well-above historical averages

Actively Managing SG&A Costs

Declining SG&A as % of Revenue



1. Working capital defined as Current Assets (excluding Cash) – Current Liabilities. Sales are on trailing twelve months basis.

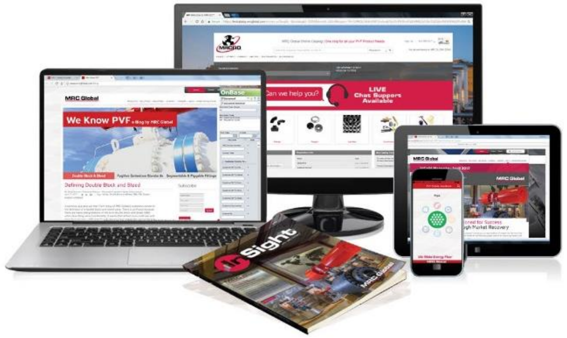
New Houston Operations Complex at La Porte - Supporting Growth & Continued Operational Efficiencies

- Expanding complex to include 127,000 ft^2 valve modification facility in 2019
- Consolidates four locations including three Houston locations, Galena Park, Darien & East Park
  - Large project staging capabilities
  - Easily scalable for growth
- Strategically located near refining and petrochemical customers
  - Supports growth from recent multi-year downstream customer contracts including ExxonMobil, BASF, LyondellBasell and The Chemours Company
- Our largest global valve & engineering enter (VEC) with expanded capabilities including valve testing services

Largest regional distribution center in global footprint with **415,000 ft^2** including a **40,000 ft^2** VEC

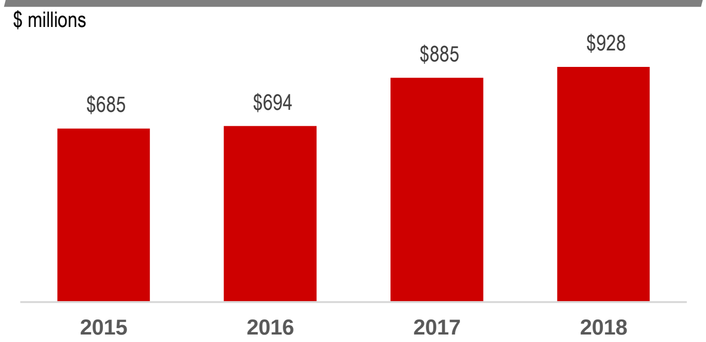
Investing in Technology for Long-Term Growth & Efficiency

MRCGO™ online catalog - Broadening the Customer Experience



- B-2-B for contract customers allows for easy and efficient ordering
- Customized for each customer's contract terms, part numbers, commonly ordered items
- Real-time inventory, pricing and order status
- 2018 results:
  - $928 million of revenue transacted via e-commerce
  - $126 million of revenue generated through MRCGO™

Revenue Generated via E-Commerce



~34% of the **top 36** customers' TTM revenue or approximately $730 million was transacted through e-commerce (e.g. catalog, EDI)

Strategic Capital Decisions Support Growth

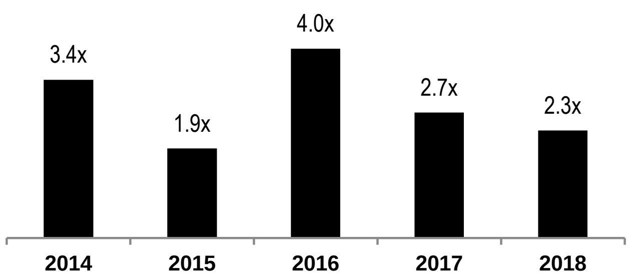
Effectively Positioned the Balance Sheet …

- Advantageous debt agreements with favorable terms, low interest rate and maturities 2022+
- Liquidity of $492 million – sufficient to cover working capital and M&A
- Net leverage declined from 2.7x in 2017 to 2.3x in 2018
- 1Q 2018 – entered into a 5-year interest rate swap fixing $250 million Term Loan notional at 5.71% (post repricing)
- 2Q 2018 – repriced Term Loan lowering interest rate 50bps

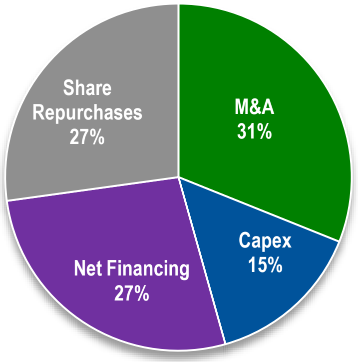
… For Capital Deployment Opportunities

- Organic growth initiatives - Investments to drive share gains & efficiencies
- New $150 million share repurchase authorization approved in October 2018:
  - $75 million repurchased in 4Q 2018
  - $25 million repurchased in 2019, as of 1/31/2019
- Executed share repurchases of $225 million:
  - $125 million authorization completed in 1Q 2017
  - $100 million authorization completed in 2Q 2018
- Debt repayment > $1 billion in 2015 & 2016

Net Leverage



Use of Cash Flow (2013 – 2018[1])

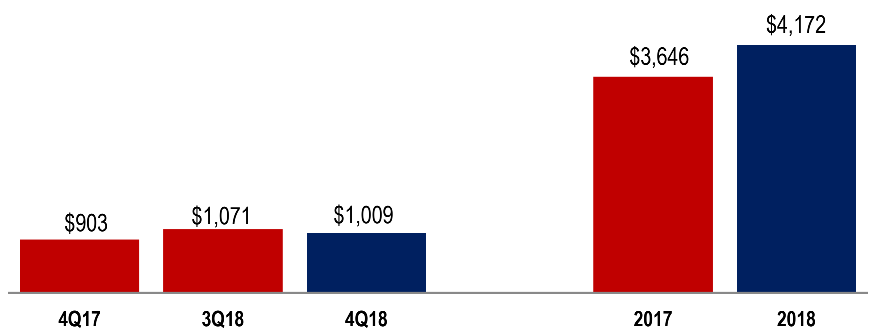


1. Investing and Financing cash flows from 2013 through 2018. Net Financing equals the total issuance less repayment of debt and equity excluding share repurchases. Excludes miscellaneous sources of cash such as asset proceeds.

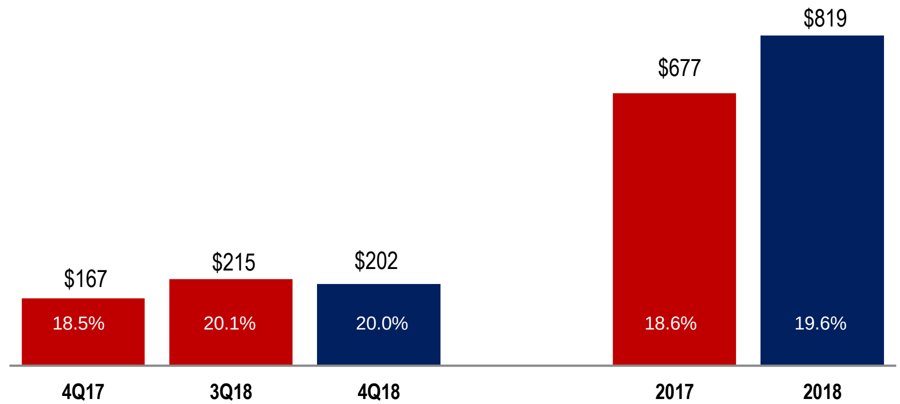
Quarterly & YTD Financial Performance

($ millions, except per share data)

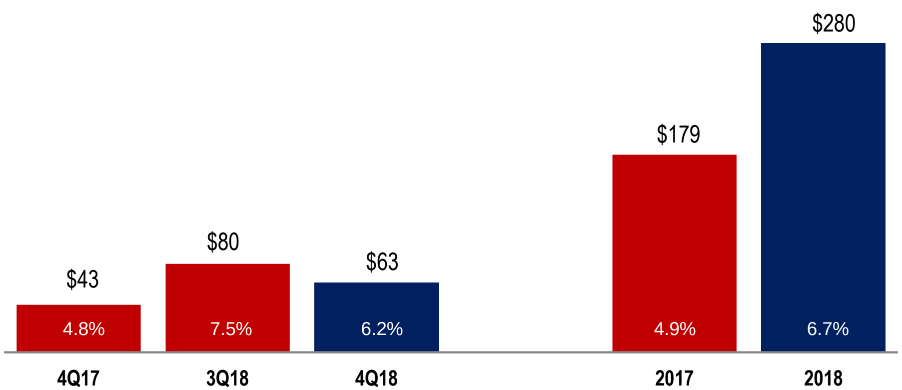
Sales



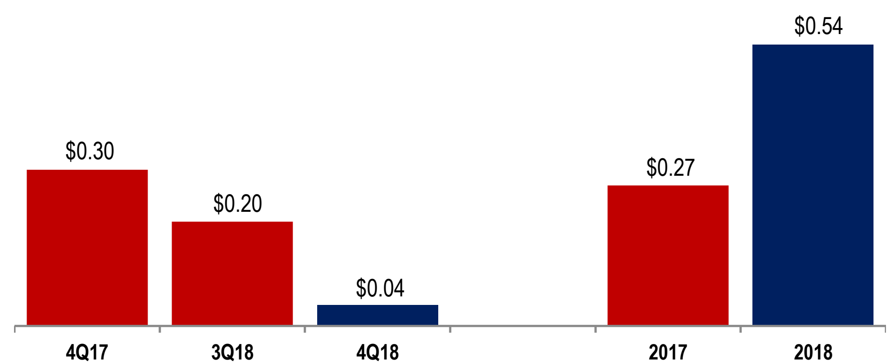
Adjusted Gross Profit and % Margin[1]



Adjusted EBITDA and % Margin[1]



Diluted EPS

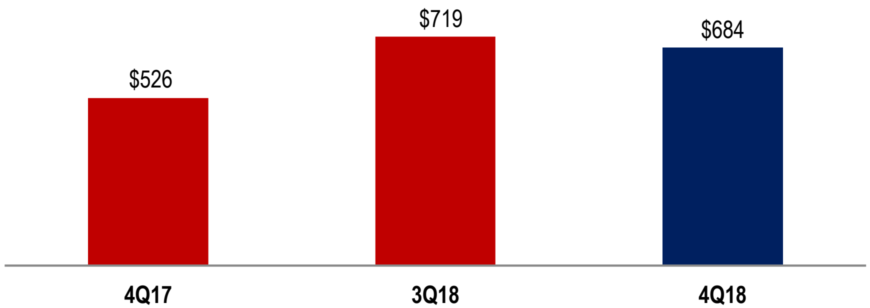


1. See reconciliation of non-GAAP measures to GAAP measures in the appendix

Strong Balance Sheet Provides Financial Flexibility

($ millions)

Total Debt

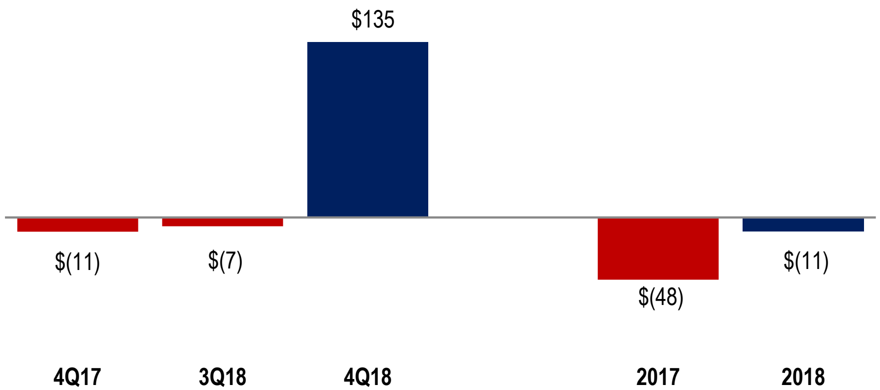


Net Leverage[1]:	4Q17	3Q18	4Q18
	2.7x	2.7x	2.3x

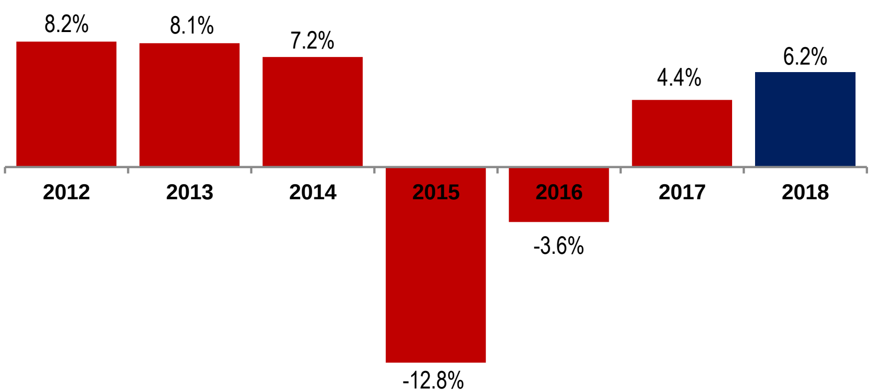
Capital Structure

	December 31, 2018
Cash and Cash Equivalents	**$ 43**
Total Debt (including current portion):	
Term Loan B due 2024 (net of discount & deferred financing costs)	$ 393
Global ABL Facility due 2022	291
Total Debt	$ 684
Preferred stock	355
Common stockholders' equity	692
Total Capitalization	**$ 1,731**
Liquidity	**$ 492**

Cash Flow from Operations



Return on Average Net Capital Employed



1. Multiples represent Net Debt / trailing twelve months Adjusted EBITDA. Net Debt is Total Debt less Cash.
2. Return on Average Net Capital Employed is defined as net income plus interest expense after-tax, divided by average net capital employed (debt plus equity).

Favorable Trends Lead to Continued Growth

POSITIVE MACROECONOMIC CONDITIONS

- Increased production in U.S. requiring additional oil & gas facility (e.g. tank battery) expansions and pipeline infrastructure
- Deregulation of new pipeline installations and multi-year investments in replacement pipeline for aging infrastructure & pipeline integrity projects
- Stable supply of low-cost natural gas providing secure feedstock for petrochemical processing along with increasing demand for plastics leads to higher petrochemical facility investment
- Favorable economics for gas-exporting pipelines to Mexico & Canada, LNG to rest of world
- Drilled but Uncompleted well (DUC) count represents backlog of future upstream completion revenue

MRC GLOBAL

- Multi-year contract wins and renewals represent an increase in market share
- Higher margin product mix strategy
- Lower operating cost model provides a competitive advantage

Results in mid-cycle Adjusted EBITDA of approximately $300M

Compelling Long-Term Investment

- Market Leader in PVF Distribution, Serving Critical Function to the Energy Industry
- Diversified Across Sectors, Regions and Customers
- Differentiated Global Platform Creates Customer Value
- Counter-cyclical Cash Flow and Strong Balance Sheet
- Organic Growth Potential via Market Share Gains from Expanded Multi-year MRO Contracts and Long-term Secular Growth from Global Energy Demand
- Proven History of Driving Continuous Productivity Improvements
- Industry Consolidator with Proven Success in Acquiring and Integrating Businesses

World-class Management Team
with Significant Distribution and Energy Experience

Appendix

Financial Outlook

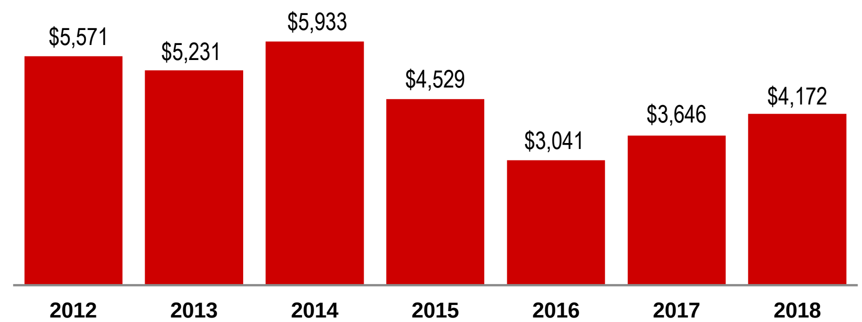
2019 Outlook	
2019E Income Statement	**Sequential revenue**
• Revenue – $4,070 - $4,470 million	• 1Q19 – down 6%
• Adjusted Gross Profit – 19.7% - 19.9%	
• LIFO – $25 - $50 million expense	**Cash Flow**
• SG&A – $555 - $575 million	• Capital expenditures – $25 million
• Adjusted EBITDA – $275 - $315 million	• Cash flow from operations – $150 - $200 million
• Tax rate – 25% annual	
• Equity based compensation – $15 million	
• Earnings Per Share – $0.80 – $1.10	

Note: Adjusted Gross Profit and Adjusted EBITDA are non-GAAP measures. For a reconciliation to their closest GAAP measures, see our Current Report on Form 8-K dated February 14, 2019. The foregoing 2019 Outlook contains forward-looking statements. See our Current Report on Form 8-K dated February 14, 2019 for a discussion of these statements and the factors that might impact the various items in the 2019 Outlook.

Annual Financial Performance

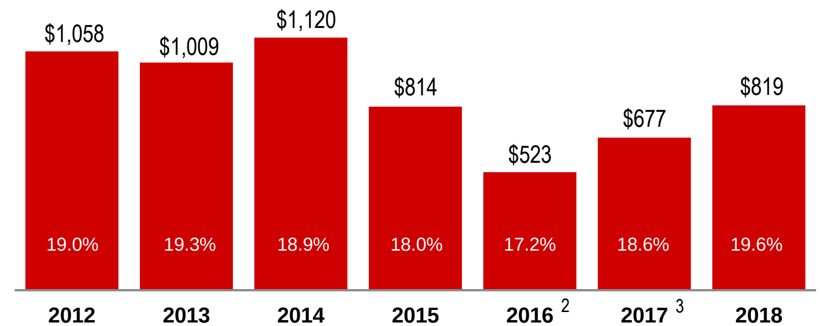
($ millions, except per share data)

Sales



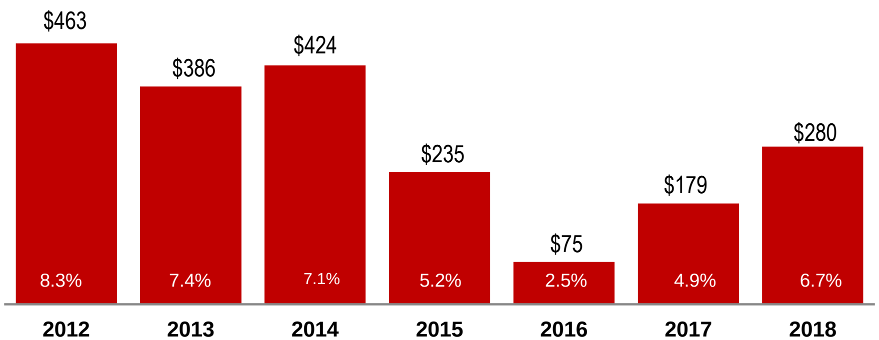
Y-o-Y Growth	(6%)	13%	(24%)	(33%)	20%	14%

Adjusted Gross Profit and % Margin[1]



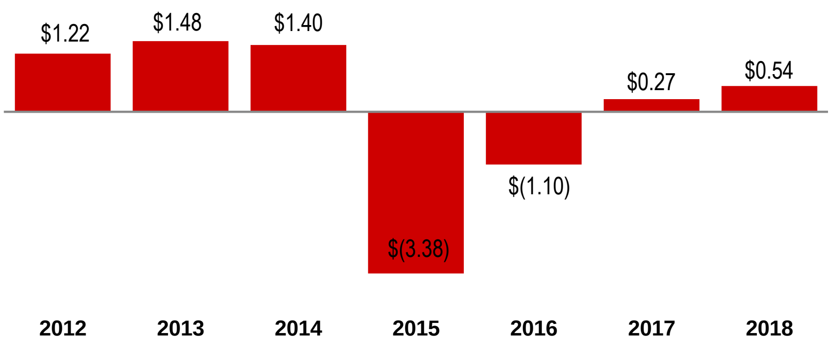
Y-o-Y Growth	(5%)	11%	(27%)	(36%)	30%	21%

Adjusted EBITDA and % Margin[1]



Y-o-Y Growth	(17%)	10%	(45%)	(68%)	139%	56%

Diluted EPS



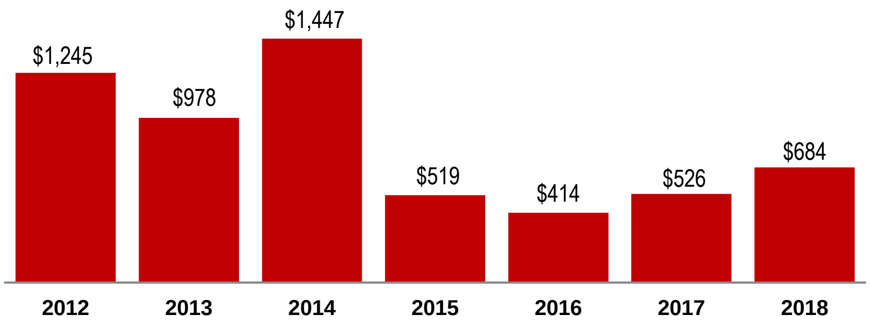
Y-o-Y Growth	21%	(5%)	NM	67%	125%	100%

1. See reconciliation of non-GAAP measures to GAAP measures in the appendix
2. Includes $45 million of non-cash charges recorded in cost of goods sold & the international segment for the year ended December 31, 2016. Charges relate to a restructuring of our Australian business and market conditions in Iraq as well as an increase in reserves for excess and obsolete inventory in the U.S. and Canada as a result of the market outlook for certain products. Excluding these charges for the year ended December 31, 2016, gross profit, as reported would be $513 million (16.9%) and adjusted gross profit would be $568 million (18.7%).
3. Includes $6 million of non-cash charges recorded in cost of goods sold & in the international segment for the year ended December 31, 2017. Charges are related to reducing our local presence in Iraq. Excluding these charges for the year ended December 31, 2017 gross profit, as reported would be $588 million (16.1%) and adjusted gross profit would be $683 million (18.7%).

Balance Sheet

($ millions)

Total Debt



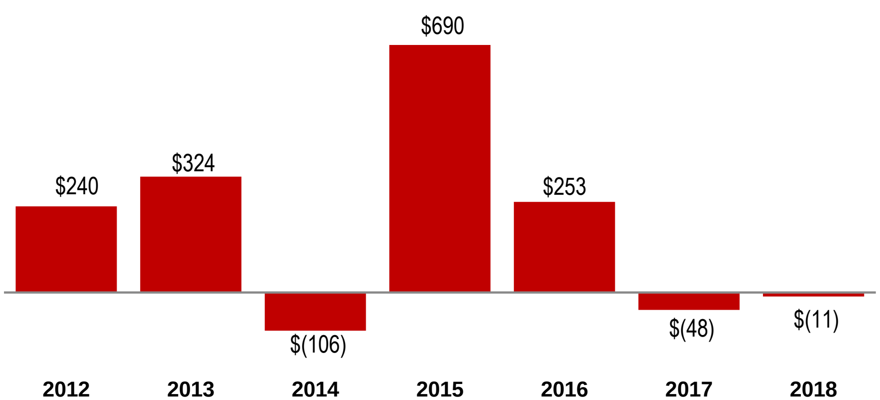
Net Leverage[1]:

2012	2013	2014	2015	2016	2017	2018
2.6x	2.5x	3.4x	1.9x	4.0x	2.7x	2.3x

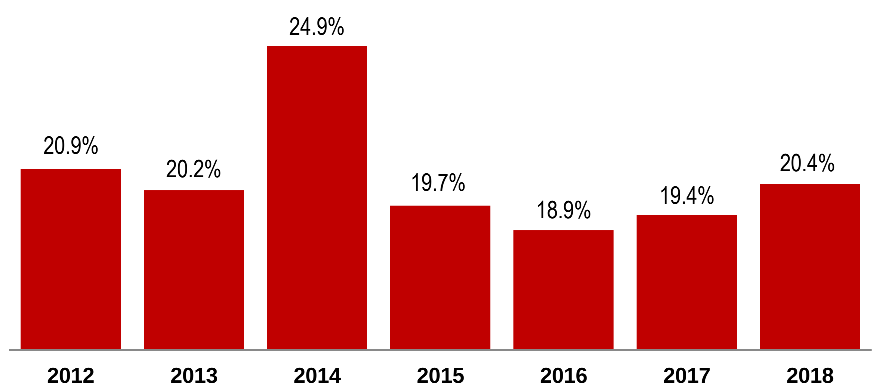
Capital Structure

	December 31, 2018
Cash and Cash Equivalents	**$ 43**
Total Debt (including current portion):	
Term Loan B due 2024 (net of discount & deferred financing costs)	$ 393
Global ABL Facility due 2022	291
Total Debt	$ 684
Preferred stock	355
Common stockholders' equity	692
Total Capitalization	**$ 1,731**
Liquidity	**$ 492**

Cash Flow from Operations



Net Working Capital as % of Sales[2]



1. Multiples represent Net Debt / trailing twelve months Adjusted EBITDA. Net Debt is Total Debt less Cash.
2. Working capital defined as Current Assets (excluding Cash) – Current Liabilities. Sales are on trailing twelve months basis.

Adjusted Gross Profit Reconciliation

	Three months ended				Year ended December 31						
($ millions)	Dec 31, 2018	Sept 30, 2018	Dec 31, 2017		2018	2017	2016	2015	2014	2013	2012
Gross profit	**$ 171**	**$ 172**	**$ 141**		**$ 689**	**$ 582**	**$ 468**	**$ 786**	**$ 1,018**	**$ 955**	**$ 1,014**
Depreciation and amortization	**6**	5	6		**23**	22	22	21	22	22	19
Amortization of intangibles	**11**	12	11		**45**	45	47	60	68	52	49
Increase (decrease) in LIFO reserve	**14**	26	9		**62**	28	(14)	(53)	12	(20)	(24)
Adjusted Gross Profit	**$ 202**	**$ 215**	**$ 167**		**$ 819**	**$ 677**	**$ 523**	**$ 814**	**$ 1,120**	**$ 1,009**	**$ 1,058**

Note: Adjusted Gross Profit is a non-GAAP measure. For a discussion of the use of Adjusted Gross Profit, see our Current Report on Form 8-K dated February 14, 2019.

Adjusted EBITDA Reconciliation

	Three months ended				Year ended December 31						
($ millions)	Dec 31, 2018	Sept 30, 2018	Dec 31, 2017		2018	2017	2016	2015	2014	2013	2012
Net income (loss)	**$ 10**	**$ 24**	**$ 35**		**$ 74**	**$ 50**	**$ (83)**	**$ (331)**	**$ 144**	**$ 152**	**$ 118**
Income tax expense (benefit)	**6**	-	(49)		**21**	(43)	(8)	(11)	82	85	64
Interest expense	**10**	10	7		**38**	31	35	48	62	61	113
Depreciation and amortization	**6**	5	6		**23**	22	22	21	22	22	19
Amortization of intangibles	**11**	12	11		**45**	45	47	60	68	52	49
Increase (decrease) in LIFO reserve	**14**	26	9		**62**	28	(14)	(53)	12	(20)	(24)
Inventory-related charges	**-**	-	6		**-**	6	40	-	-	-	-
Goodwill & intangible asset impairment	**-**	-	-		**-**	-	-	462	-	-	-
Change in fair value of derivative instruments	**-**	-	-		**(1)**	1	(1)	1	1	(5)	(2)
Equity-based compensation expense	**3**	4	4		**14**	16	12	10	9	15	8
Severance & restructuring charges	**4**	-	14		**4**	14	20	14	8	1	-
Write off of debt issuance costs	**-**	-	-		**1**	8	1	3	-	-	-
Litigation matter	**-**	-	-		**-**	3	-	3	-	-	-
Foreign currency (gains) losses	**(1)**	(1)	-		**(1)**	(2)	4	3	3	13	(1)
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
Loss on early extinguishment of debt	**-**	-	-		**-**	-	-	-	-	-	114
Pension settlement	**-**	-	-		**-**	-	-	-	-	-	4
Other expense (income)	**-**	-	-		**-**	-	-	-	-	3	(1)
Adjusted EBITDA	**$ 63**	**$ 80**	**$ 43**		**$ 280**	**$ 179**	**$ 75**	**$ 235**	**$ 424**	**$ 386**	**$ 463**

Note: Adjusted EBITDA is a non-GAAP measure. For a discussion of the use of Adjusted EBITDA, see our Current Report on Form 8-K dated February 14, 2019.