



KGHM

INTERNATIONAL

2011 Financial Results & Offer to Purchase Webcast

April 3, 2012

FORWARD LOOKING STATEMENT

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For more information about the Company and its parent KGHM Polska Miedź S.A., including financial statements and other reports, go to www.kghminternational.com or www.kghm.pl.

All figures except per share amounts are in US\$ unless otherwise stated or unless the context requires otherwise.

2011 HIGHLIGHTS

Reported Earnings for the year of \$267 M

- An increase of 235% over 2010

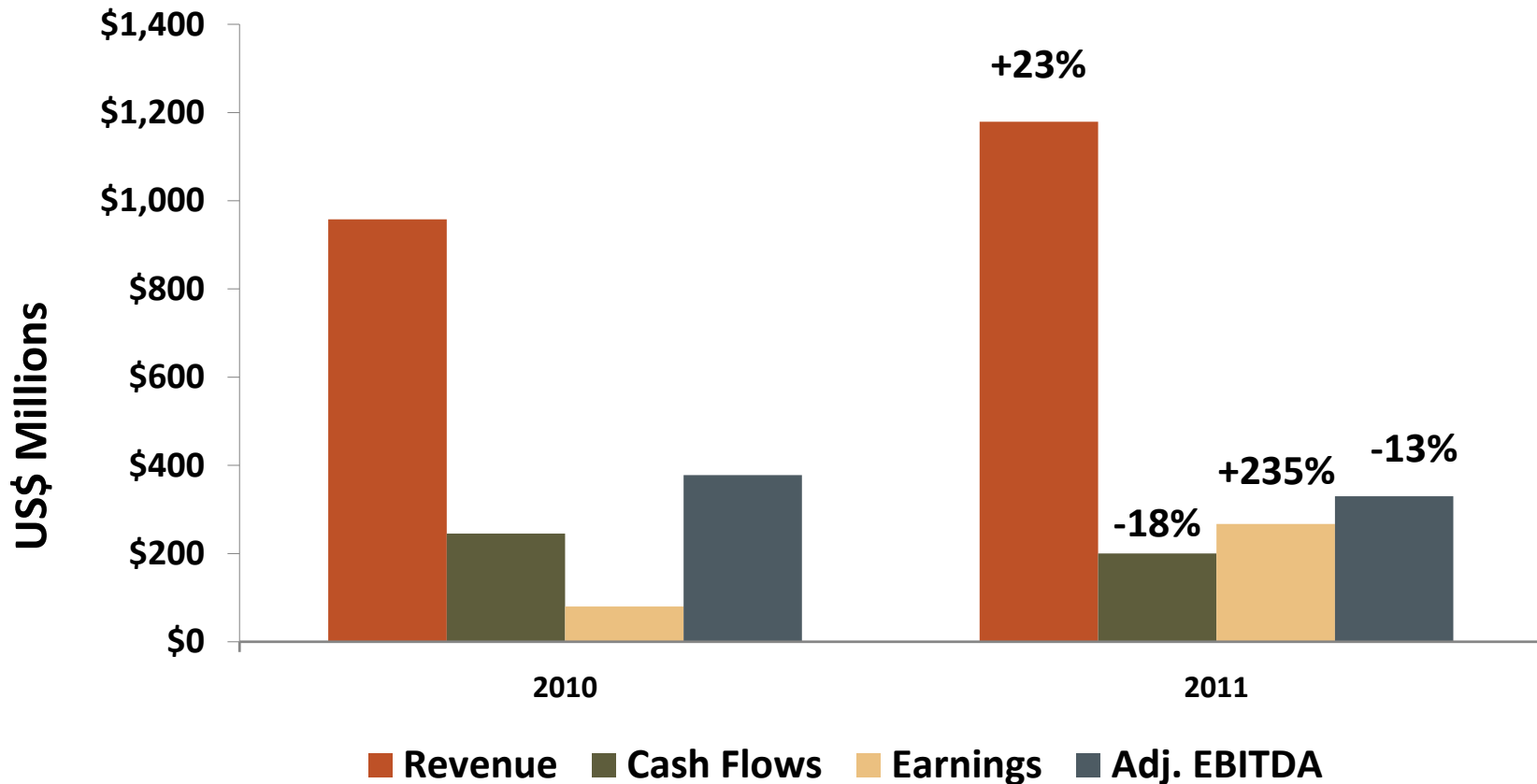
Adjusted EBITDA of \$329 M

- Down 13% versus 2010

Key Highlights

- **Sierra Gorda:** Feasibility Study, permits & Joint Venture finalized
 - Project financing signed March 2012
- **Victoria:** New resource
- **Safety Record:** Zero Harm remains our focus
- **Balance sheet:** Over \$1 Bn in cash
 - \$500 M bond offering
 - \$295 M sale of Gold Wheaton shares

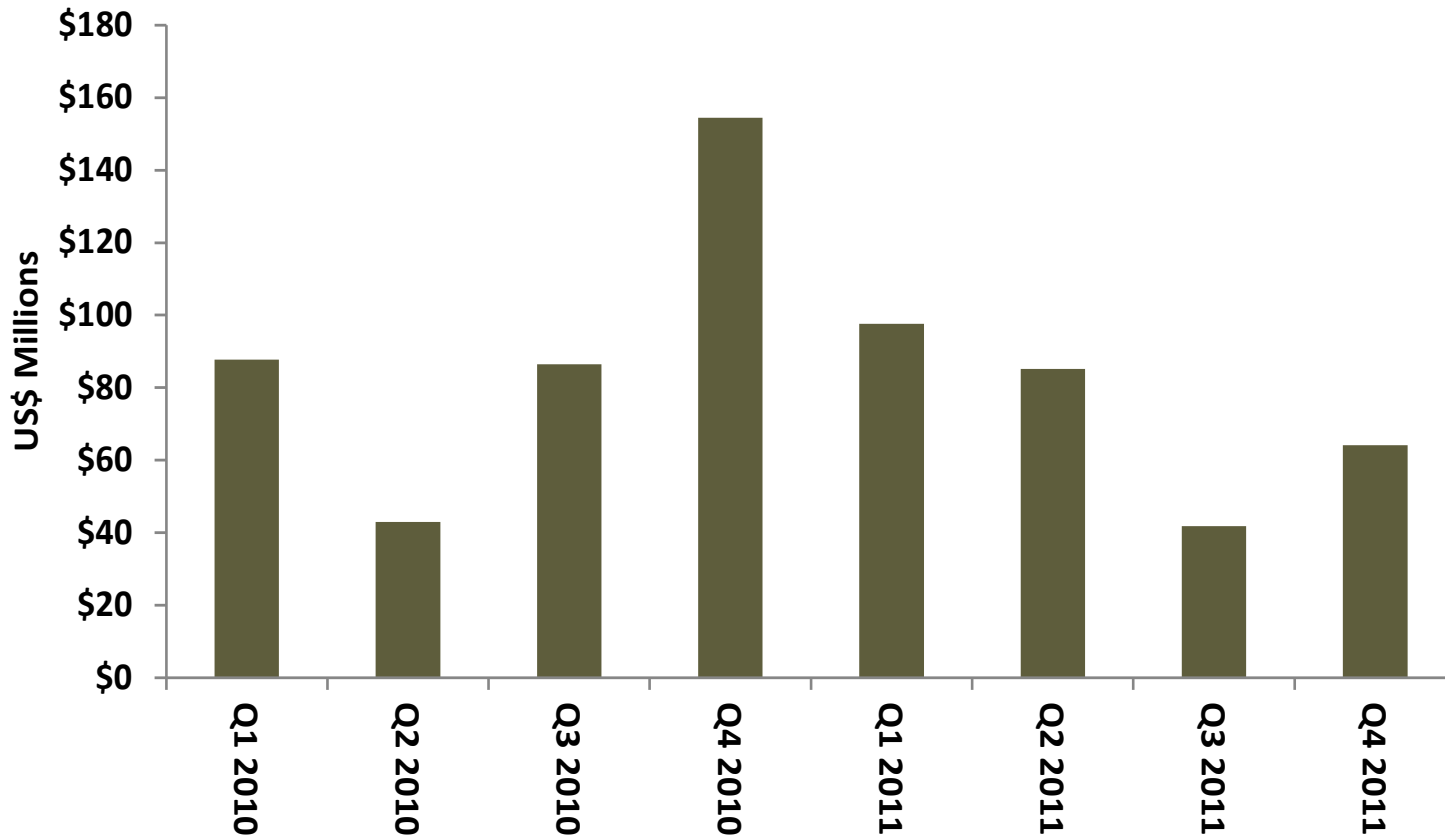
FINANCIAL SUMMARY (2011 vs. 2010)



Adjusted EBITDA is a non-IFRS measures which is calculated as income from mining operations plus amortization, depreciation and depletion, inventory write down and stock-based compensation, minus general and administrative and exploration and evaluation costs. Management believes that these measures provide investors with ability to better evaluate underlying performance.

Cash flow is defined as operating cash flow, after working capital adjustments.

ADJUSTED EBITDA TREND



Adjusted EBITDA is a non-IFRS measures which is calculated as income from mining operations plus amortization, depreciation and depletion, inventory write down and stock-based compensation, minus general and administrative and exploration and evaluation costs. Management believes that these measures provide investors with ability to better evaluate underlying performance.

BALANCE SHEET

Balance sheet

- Ended the year with over \$1.0 Bn in cash
 - Excluding \$200 M share of cash in Sierra Gorda JV
- Working capital of \$1,289 M

Key multiples

- Cash flow available for debt service ⁽¹⁾
 - \$508 M
- Cash flow available for debt service ⁽¹⁾ / Debt
 - 1.02x
- Debt/Adjusted EBITDA
 - 1.52x
- Adjusted EBITDA/Interest expense
 - 29x

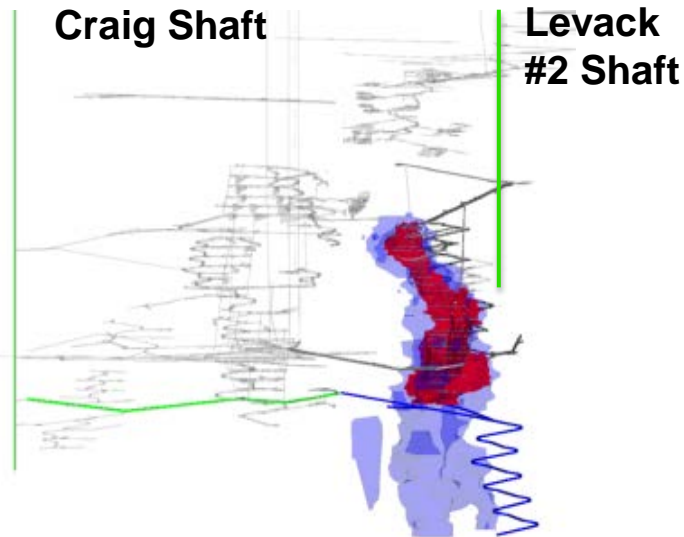
(1) Calculated as cash flow from operating activities minus cash flow from investing activities plus beginning cash balance.

ROBINSON & MORRISON



ROBINSON: Q4 2011

- Operating flexibility continues to improve
- Higher mining & milling volumes
- Slope stability impacted volumes in December
- Re-sequencing due to movements in north wall



MORRISON: Q4 2011

- Continuing strong operating performance
- Craig Access Agreement finalized
- Transitioning to Craig infrastructure ongoing

OTHER ASSETS



FRANKE: Q4 2011

- Record throughputs
- Begin blending with China ore in Q2 2012

MCREEDY W: Q4 2011

- Mining contact Ni ores

CARLOTA: Q4 2011

- Implementing new life-of-mine plan

PODOLSKY: Q4 2011

- Stable performance
- Expecting Q3 2012 mining completion

CURRENT STATUS



SIERRA GORDA

On time & budget

- Mining equipment on site
- Pre-strip on track
- Negotiating key contracts



VICTORIA

- Two MOU's with First Nation Groups
- Engineering Studies ongoing
- Updated resource Jan 2012

HIGHLIGHTS

- ✓ **Earnings: \$267 M**
- ✓ **Adjusted EBITDA: \$329 M**
- ✓ **Production**
 - Improvement at Robinson
 - Morrison transition to Craig infrastructure
- ✓ **Strong balance sheet: Over \$1.0 Bn in cash**
- ✓ **Commenced construction at Sierra Gorda**
 - In March 2012 secured \$1.0 Bn project financing
 - On schedule and on budget
 - Production in 2014
- ✓ **Advancing Victoria**

CHANGE OF CONTROL OFFER

Change of Control

- **Occurred March 5, 2012 when Quadra FNX Mining Ltd., now KGHM International Ltd. (KGHMI), was acquired by 0929260 B.C. ULC (AcquireCo) a subsidiary of KGHM Polska Miedź S.A. (KGHM)**
- **All cash offer of C\$2.9 Bn funded by KGHM from cash on hand**

Change of Control Offer

- **Bonds outstanding \$500 M**
- **Offer price 101% plus and unpaid interest**
- **Funded from KGHMI cash on hand**
- **KGHM will not fund any portion**

POST ACQUISITION AMALGAMATION

Acquireco and KGHM plan to amalgamate

- **Within 6 months from March 5, 2012**
- **Resulting entity will succeed to all obligations of KGHM and AcquireCo, including the bonds and the KGHM Subordinated Debt**

KGHM Subordinated Debt

- **Owed to another subsidiary of KGHM**
- **Allows for efficient internal capital structure**
- **Covenant compliant**
- **Amount; expected to be in the range of US\$1.87 Bn**
- **Subordinated to the bonds and all existing and future senior debt**
- **Interest will be payable in cash or in kind, at the option of KGHM**
- **Matures at least 6 months after maturity date of the bonds**

KEY DATES

Offer Dates

- Offer April 3, 2012
- Expiry May 3, 2012

Questions & Answers

