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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) August 6, 2018

**AXALTA COATING SYSTEMS LTD.**

(Exact name of registrant as specified in its charter)

Bermuda  
(State or other jurisdiction  
of incorporation)

001-36733  
(Commission  
File Number)

98-1073028  
(IRS Employer  
Identification No.)

Two Commerce Square, 2001 Market Street, Suite 3600, Philadelphia, Pennsylvania 19103  
(Address of principal executive offices) (Zip Code)  
(855) 547-1461

Registrant's telephone number, including area code

Not Applicable  
(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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**Item 7.01 Regulation FD Disclosure.**

On August 6, 2018, Axalta Coating Systems Ltd. (“Axalta”) posted presentation slides to Axalta’s Investor Relations website (<http://ir.axaltacs.com>), which will be presented at several upcoming investor presentations. A copy of the presentation materials is furnished hereto as Exhibit 99.1.

The information contained herein and in the accompanying exhibits shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

In the presentation slides and prepared remarks during the upcoming investor presentations, Axalta presents, and will present, certain non-GAAP financial measures. Axalta management believes that presenting these non-GAAP financial measures provides meaningful information to investors in understanding operating results and may enhance investors’ ability to analyze financial and business trends. In addition, Axalta management believes that these non-GAAP financial measures allow investors to compare period to period more easily by excluding items that could have a disproportionately negative or positive impact on results in any particular period. Non-GAAP measures are not a substitute for GAAP measures and should be considered together with the GAAP financial measures. As calculated, Axalta's non-GAAP financial measures may not be comparable to other similarly titled measures of other companies.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Third Quarter 2018 Investor Presentation</a>

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AXALTA COATING SYSTEMS LTD.

Date: August 6, 2018

By: /s/ Robert W. Bryant

Robert W. Bryant

Executive Vice President & Chief Financial Officer



Axalta Coating Systems Ltd.

Investor Presentation  
Third Quarter 2018

## Forward-Looking Statements

This presentation and the oral remarks made in connection herewith may contain “forward-looking statements” within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, including those relating to our 2018 goals and financial projections, which include net sales, net sales excluding FX, Adjusted EBITDA, interest expense, tax rate, as adjusted, free cash flow, capital expenditures, depreciation and amortization, diluted shares outstanding, capital expenditures, cost savings, pricing actions, contributions from acquisitions, raw material cost increases, currency effects, product launches and related assumptions. Any forward-looking statements involve risks, uncertainties and assumptions. These statements often include words such as “believe,” “expect,” “anticipate,” “intend,” “plan,” “estimate,” “target,” “project,” “forecast,” “seek,” “will,” “may,” “should,” “could,” “would,” or similar expressions. These statements are based on certain assumptions that we have made in light of our experience in the industry and our perceptions of historical trends, current conditions, expected future developments and other factors we believe are appropriate under the circumstances as of the date hereof. Although we believe that the assumptions and analysis underlying these statements are reasonable as of the date hereof, investors are cautioned not to place undue reliance on these statements. We do not have any obligation to and do not intend to update any forward-looking statements included herein, which speak only as of the date hereof. You should understand that these statements are not guarantees of future performance or results. Actual results could differ materially from those described in any forward-looking statements contained herein or the oral remarks made in connection herewith as a result of a variety of factors, including known and unknown risks and uncertainties, many of which are beyond our control including, but not limited to, the risks and uncertainties described in “Non-GAAP Financial Measures,” and “Forward-Looking Statements” as well as “Risk Factors” in our Annual Report on Form 10-K for the year ended December 31, 2017 and in our Quarterly Reports on Form 10-Q for the quarters ended March 31, 2018 and June 30, 2018.

## Non-GAAP Financial Measures

The historical financial information included in this presentation includes financial information that is not presented in accordance with generally accepted accounting principles in the United States (“GAAP”), including net sales excluding FX, EBITDA, Adjusted EBITDA, Free Cash Flow, tax rate, as adjusted, and Net Debt. Management uses these non-GAAP financial measures in the analysis of our financial and operating performance because they assist in the evaluation of underlying trends in our business. Adjusted EBITDA consists of EBITDA adjusted for (i) non-cash items included within net income, (ii) items Axalta does not believe are indicative of ongoing operating performance or (iii) nonrecurring, unusual or infrequent items that have not occurred within the last two years or Axalta believes are not reasonably likely to recur within the next two years. We believe that making such adjustments provides investors meaningful information to understand our operating results and ability to analyze financial and business trends on a period-to-period basis. Our use of the terms net sales excluding FX, EBITDA, Adjusted EBITDA, Free Cash Flow, tax rate, as adjusted, and Net Debt may differ from that of others in our industry. Net sales excluding FX, EBITDA, Adjusted EBITDA and Free Cash Flow should not be considered as alternatives to net sales, net income, operating income or any other performance measures derived in accordance with GAAP as measures of operating performance or operating cash flows or as measures of liquidity. Net sales excluding FX, EBITDA, Adjusted EBITDA, Free Cash Flow, tax rate, as adjusted, and Net Debt have important limitations as analytical tools and should be considered in conjunction with, and not as substitutes for, our results as reported under GAAP. This presentation includes a reconciliation of certain non-GAAP financial measures with the most directly comparable financial measures calculated in accordance with GAAP. Axalta does not provide a reconciliation for non-GAAP estimates for net sales excluding FX, EBITDA, Adjusted EBITDA, Free Cash Flow or tax rate, as adjusted, as-reported on a forward-looking basis because the information necessary to calculate a meaningful or accurate estimation of reconciling items is not available without unreasonable effort. For example, such reconciling items include the impact of foreign currency exchange gains or losses, gains or losses that are unusual or nonrecurring in nature, as well as discrete taxable events. We cannot estimate or project those items and they may have a substantial and unpredictable impact on our US GAAP results.

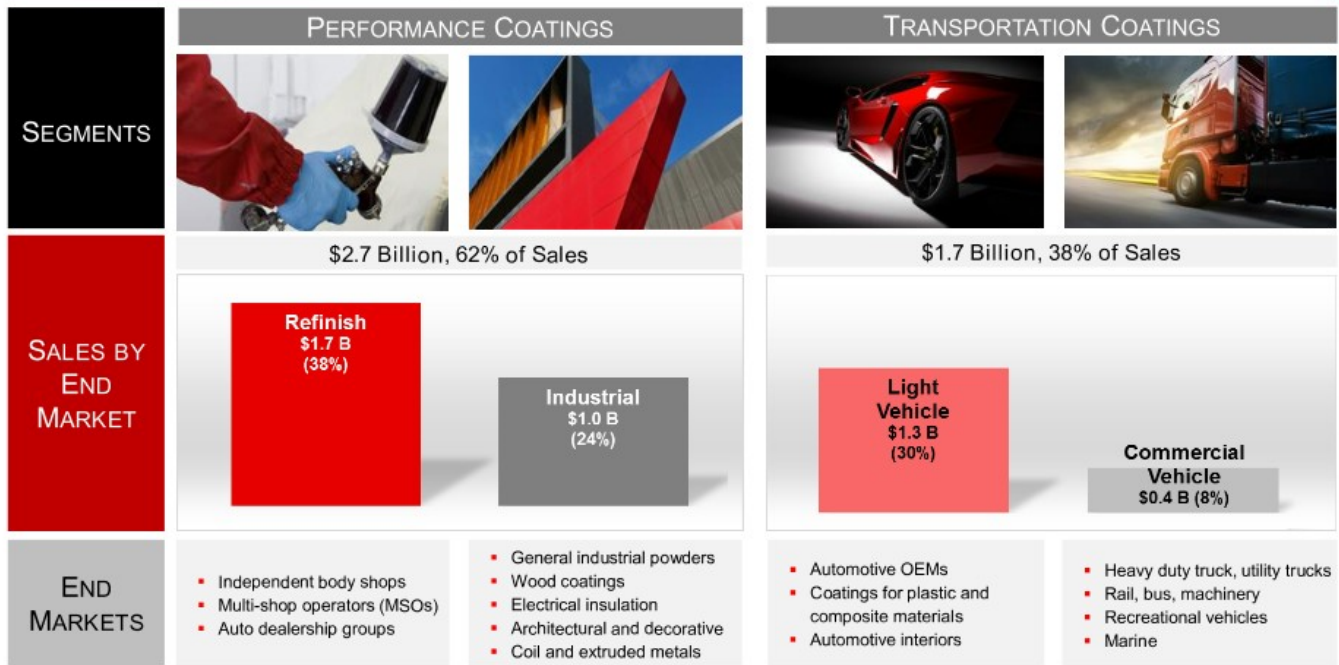
## Segment Financial Measures

The primary measure of segment operating performance is Adjusted EBITDA, which is a key metric that is used by management to evaluate business performance in comparison to budgets, forecasts and prior year financial results, providing a measure that management believes reflects Axalta’s core operating performance. As we do not measure segment operating performance based on Net Income, a reconciliation of this non-GAAP financial measure with the most directly comparable financial measure calculated in accordance with GAAP is not available.

## Defined Terms

All capitalized terms contained within this presentation have been previously defined in our filings with the United States Securities and Exchange Commission.

## Axalta's Customer Focused Organization



1. Financials for FY 2017, all sales data refers to Net Sales

## Axalta is Focused on Shareholder Value Creation



Significant Progress...	...with More to Come
A Transformation Story	Axalta's Value Creation Model
<ul style="list-style-type: none"><li>▪ Cultural shift; incentive alignment<ul style="list-style-type: none"><li>✓ TSR based long-term compensation</li></ul></li><li>▪ Organizational restructuring tightens accountability<ul style="list-style-type: none"><li>✓ Matrix structure, Americas consolidation</li></ul></li><li>▪ Refining focus on growth<ul style="list-style-type: none"><li>✓ Net sales CAGR 3.5% 2013-17 ex-FX</li></ul></li><li>▪ Substantial ongoing productivity improvement<ul style="list-style-type: none"><li>✓ \$200 million Axalta Way savings</li></ul></li><li>▪ M&amp;A transactions change business mix<ul style="list-style-type: none"><li>✓ 19 deals to date; Industrial has doubled in scale</li></ul></li></ul>	<ul style="list-style-type: none"><li>▪ Drive profitable growth with innovation, customer focus and solid core market drivers<ul style="list-style-type: none"><li>✓ Mid-single digit organic net sales growth target</li></ul></li><li>▪ Operating excellence and cost structure refinement<ul style="list-style-type: none"><li>✓ \$200 million Axalta Way II target</li></ul></li><li>▪ Capital allocation with shareholder value focus<ul style="list-style-type: none"><li>✓ IRRs typically target 20% or better</li></ul></li><li>▪ Substantial coatings consolidation opportunity<ul style="list-style-type: none"><li>✓ Robust pipeline of bolt-on targets</li></ul></li></ul>
Axalta Continues to Evolve and Leverage Structurally Attractive Coatings Markets	

## Axalta's Global Presence

14,000  
Employees

50  
Manufacturing Sites

47  
Customer Training  
Facilities

4  
Technology Centers

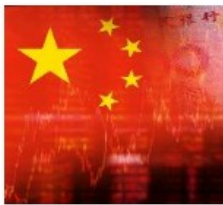
130  
Countries We Sell Into



# Why Invest in Axalta Today?



Focused End-Markets,  
Structural  
Volume Growth



Significant  
China Growth  
Opportunity



Axalta Way  
Driving  
Productivity



Consolidation  
Opportunity  
with Proven  
M&A Strategy



Strong Free  
Cash  
Generation and  
Allocation  
Process

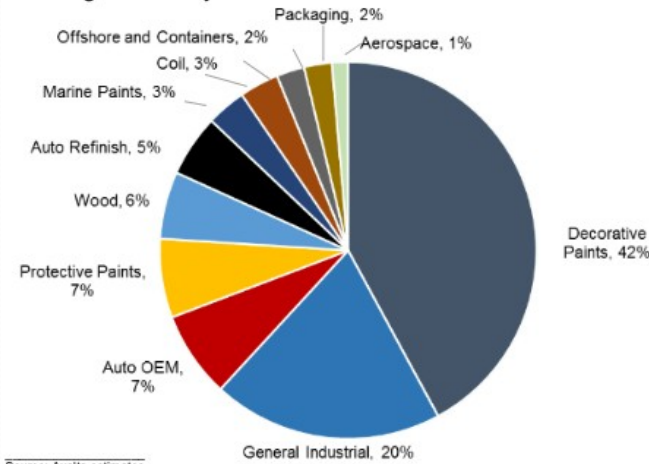


ROIC Growth  
Focus,  
Shareholder  
Value Alignment

# We are Focused on Structurally Attractive Coatings End-Markets

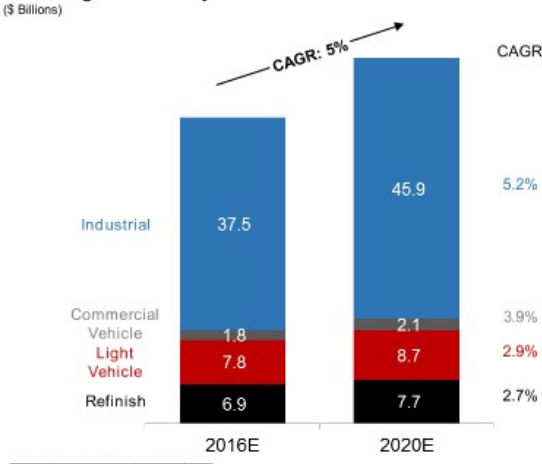
## A \$130 Billion Global Coatings Market

### Coatings Industry Sales



## Axalta's Coatings Markets

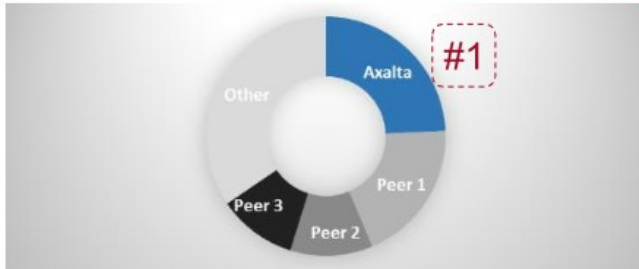
### Coatings Industry Sales



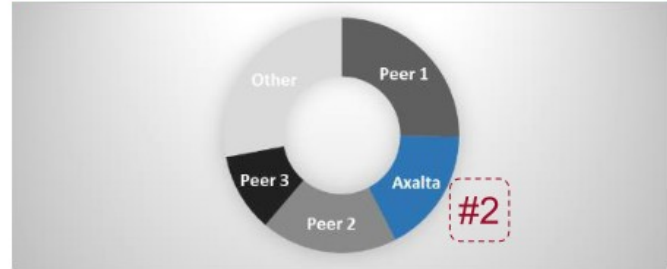
Long Term Alignment With Global Growth

## Axalta is a Global Leader in Many of Our Markets...

### Performance Coatings: Refinish



### Transportation Coatings: Light Vehicle



### Performance Coatings: Industrial

#2

- in Powder coatings globally
- in Industrial Wood coatings (North America)
- in Energy Solutions coatings globally
- in Industrial E-coat globally

### Transportation Coatings: Commercial Vehicle

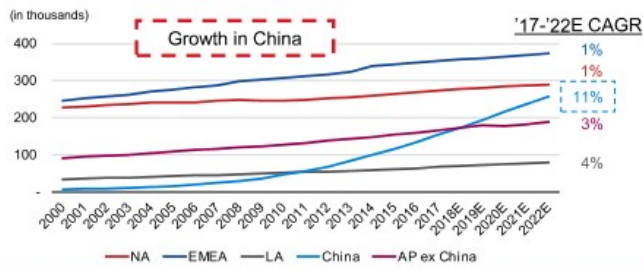


~90% of Sales from Markets Where Axalta Has #1 or #2 Global Share

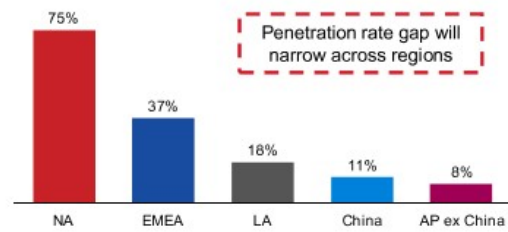
Source: Orr & Boss, Axalta estimates (2017)

## ...But We also have Substantial White Space Growth Opportunities

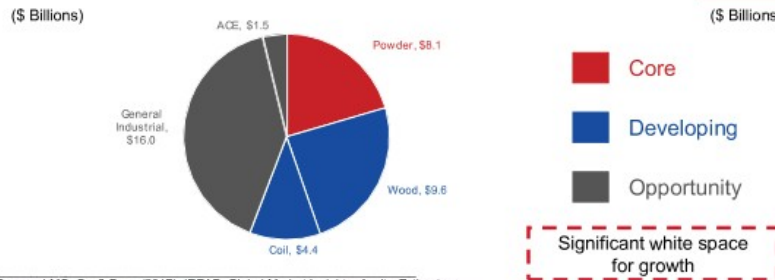
### Refinish – Regional Car Parc Growth



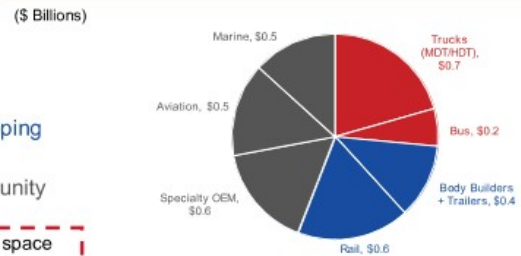
### Light Vehicle – Cars Per Capita



### Industrial – Market Opportunities



### Commercial Vehicle – Market Opportunities



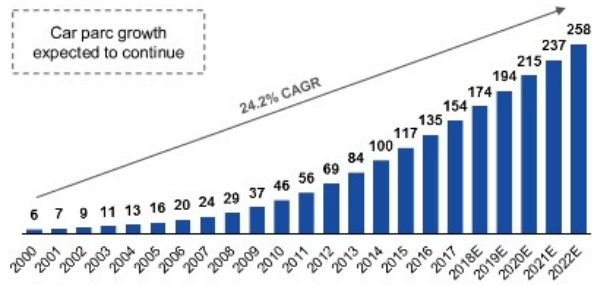
Source: LMC, Orr & Boss (2017), IRFAB, Global Market Insights, Axalta Estimates

## China Represents a Huge Growth Opportunity

### Refinish

- Car parc growth
- Mainstream and economy segment growth
- Follow market to Tier 2-4 cities
- Growth through M&A

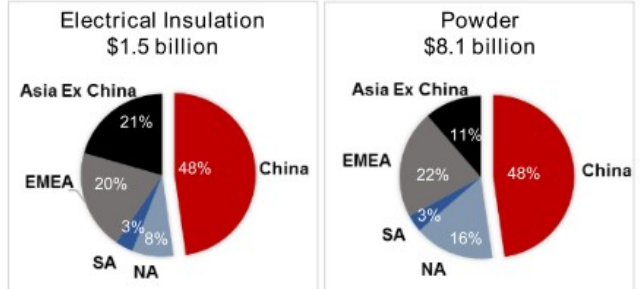
### Car Parc Growth



### Industrial

- China consumes >40% of global industrial coatings today
- Shift from export end users to domestic consumers
- Importance of local production and supply
- Enhanced portfolio - mainstream and acquired products

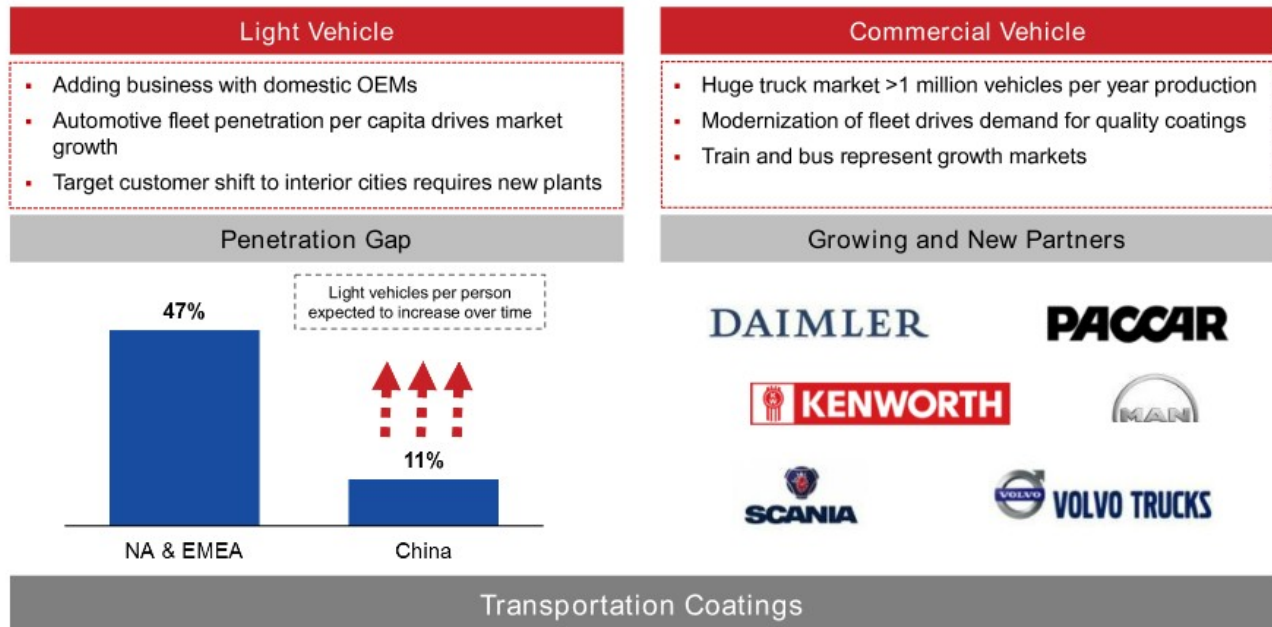
### Global Coatings Consumption



### Performance Coatings

Source: LMC Automotive, 2017e

## China Represents a Huge Growth Opportunity, Cont'd



Source: LMC Automotive Q4, 2017 Estimates

## Focus on Operating Excellence, Axalta Way Savings Continue with Phase II



Axalta Way II	<ul style="list-style-type: none"><li>▪ Achieved Phase I \$200 million target</li><li>▪ Axalta Way II target: \$200 million over next four years</li></ul>
Axalta Operating Excellence (AOE)	<ul style="list-style-type: none"><li>▪ Lean implementation in Wuppertal, Germany and Mt. Clemens, MI</li><li>▪ Global rollout to drive substantial productivity improvement over time</li></ul>
Innovation Investment	<ul style="list-style-type: none"><li>▪ ~\$180 million annual innovation investment (&gt;4% of net sales)</li><li>▪ &gt;250 new products per year drive our organic growth</li></ul>
Salesforce Investment	<ul style="list-style-type: none"><li>▪ New tools to manage customer relationships</li><li>▪ New leadership, aligned incentives key to results</li></ul>
Enhanced IT Tools	<ul style="list-style-type: none"><li>▪ New ERP upgrades phase in; Wood carve-out completed in 150 days</li><li>▪ 100% of our Enterprise Data is now stored in the cloud</li></ul>

Axalta Continues to Focus on Organizational Optimization

## M&A: Leveraging a Consolidating Coatings Sector

### 2017 Key Acquisitions



Ellis Paint  
North America  
Refinish • Industrial



Century Industrial Coatings  
North America  
Industrial



Spencer Coatings  
EMEA – U.K.  
Industrial



Valspar Wood Coatings (N.A.)  
North America  
Industrial



Plascoat  
EMEA  
Industrial

### Benefits

- Provide access to new technologies, products, customers, and markets
- Leverage combined supply chains and distribution channels
- Develop process and marketing efficiencies and globalize products

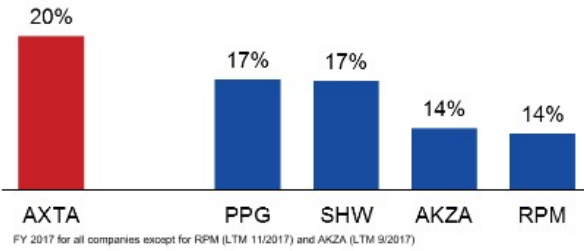
### Key Data

- 8 total transactions in 2017
- \$564 million capital deployed
- Annual run-rate of ~\$370 million in sales

We Have a Robust Pipeline and Will Continue to Leverage Market Consolidation

## Axalta Generates Strong Free Cash Flow; Disciplined Allocation

### Strong Adjusted EBITDA Margins



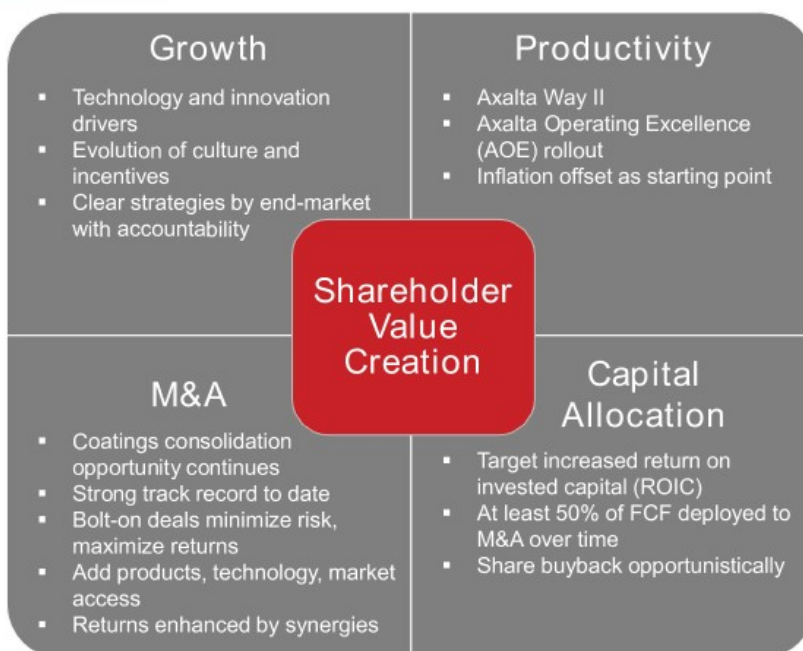
### Free Cash Flow Growth



### A Sound Capital Allocation Process

- Axalta is the margin leader and generates substantial free cash flow
- We have organic and inorganic investment opportunities that we expect will enhance overall returns on capital
- We have completed 19 M&A transactions with total allocated capital of ~\$790 million since 2015
- We have repurchased \$162 million of our common shares to date
- We have invested nearly \$475 million in capex projects focused on growth and productivity with strong associated IRR targets since 2015

Strong and Sustainable Cash Flows Drive Value



### Environment



- Environment, Health & Safety policies well defined
- Responsible Care® RC (ISO) 14001 certification
- Next generation health & safety training introduced
- Production localization strategy reduces risk, cost and environmental impact
- Targeting reduced environmental impact across multiple categories with specific goals in place
- Product sustainability benefits from low-to-no VOC or HAPs formulations and from new application technologies

### Social



- Supply chain initiatives including Supplier Code of Conduct and Supplier Sustainability Risk Management Program
- Enhancing product stewardship systems
- Employee engagement
  - ✓ Development and recruitment programs
  - ✓ Communications with Inside Axalta intranet
  - ✓ Volunteerism supported
  - ✓ Employee diversity supported with Axalta Women's Network
- Corporate social responsibility programs
  - ✓ STEM education
  - ✓ Environmental stewardship

### Governance



- Environment, Health, Safety & Sustainability Committee of the Board
- Created sustainability function and team
- Material issues and goal setting
- Ethics & integrity compliance program
- Cybersecurity initiatives
- Bi-annual sustainability reporting cycle
- Engage OEM procurement sustainability teams

## Awards and Recognition by Customers and Rating Bodies



Honda N.A. awarded Axalta's Mt. Clemens site with its first Supplier Sustainability Award in 2017 for "exceptional commitment to social responsibility"



Axalta received Honda Brazil's 2017 Best Supplier Award in the Excellence in Quality and Delivery category including environmental responsibility



Axalta received the Ford Green Pillar Award based on our commitment to transparency in the Ford product supply chain in 2017



Axalta received Renault's Supplier Award for Innovation in 2016 in recognition of our energy saving refinish clear coat technology



Axalta received the EcoVadis Gold Star award given to the top 5% of surveyed companies based on environmental, social, labor and fair business practices



**E&S QualityScore**  
Axalta Coating Systems Ltd. Disclosure & Transparency scores as of Feb 05, 2018

Environment	2
Social	4

Low Risk = 1 High Risk = 10  
Scores do not reflect any changes you submit in data verification

Axalta participated in the inaugural ISS Environment and Social survey with positive results

### Key Objectives for Growth and Value Creation

Outgrow Our End-Markets

Axalta Way II Execution

Incremental Cost Actions

Drive Product Innovation

Disciplined Capital  
Allocation

- Mid-single digit organic net sales growth; higher with M&A
- Ongoing savings from optimizing our organization
- Closing any price-cost gap with focused actions
- Over 250 new product launches
- M&A, share buybacks, ongoing internal projects

**Axalta's  
Vision**

**To maximize our customers' productivity and product functionality by offering them innovative coatings solutions and best-of-class service**



## Financial Overview

## Axalta's Growth Algorithm



- Improving Returns Over Time**
- Mid-single digit core growth includes market growth, modest share capture and incremental pricing in key businesses
  - Free cash flow allocation is primarily directed to M&A and opportunistic share buybacks
  - We expect to improve ROIC with strong capital allocation in internal investment, M&A and maximizing productivity
  - M&A: Seek above market average returns from bolt-on deals

Organic Growth + FCF Deployment = Strong Topline Growth

## Axalta's Growth Drivers are Diverse



### Value Creation From Multiple Sources and Disciplined Process

Growth Supported by Clear Strategies, Greater Resources

- Capex of ~\$160 million and R&D of ~\$180<sup>1</sup> million annually supports maintenance and strategic growth
- Growth strategies in place for each business and each region

Market Share Gains in Core Markets From Innovation, Service Execution

- Refinish market share increased by ~500 basis points 2013-2017
- Strong headway in multiple other coatings verticals

Emerging Markets Focus for Long Term Growth

- Axalta has substantially expanded in Asia Pacific ex-China, Middle East and Africa since inception
- We are levered to EM growth across most businesses

Globalizing Existing Products to Reach Underserved Markets

- Migrating industrial products from Europe to Asia; globalizing Syrox mainstream technology; leveraging Wood from N.A. to new regions; E-coat technology in EMEA marketed successfully to global OEM customers

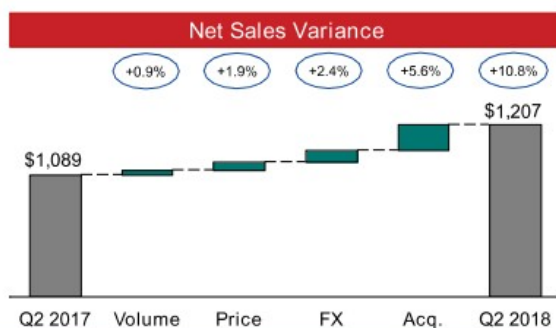
1) Total R&D includes Selling Technical Expense as well as Technology Functional costs

## Q2 Consolidated Results



Financial Performance				
(\$ in million)	Q2		% Change	
	2018	2017	Incl. F/X	Excl. F/X
Performance	785	663	18.3%	15.4%
Transportation	422	426	(0.8)%	(2.4)%
Net Sales	1,207	1,089	10.8%	8.4%
Net Income (Loss) <sup>(1)</sup>	75	(21)		
Adjusted EBITDA	248	227	9.0%	

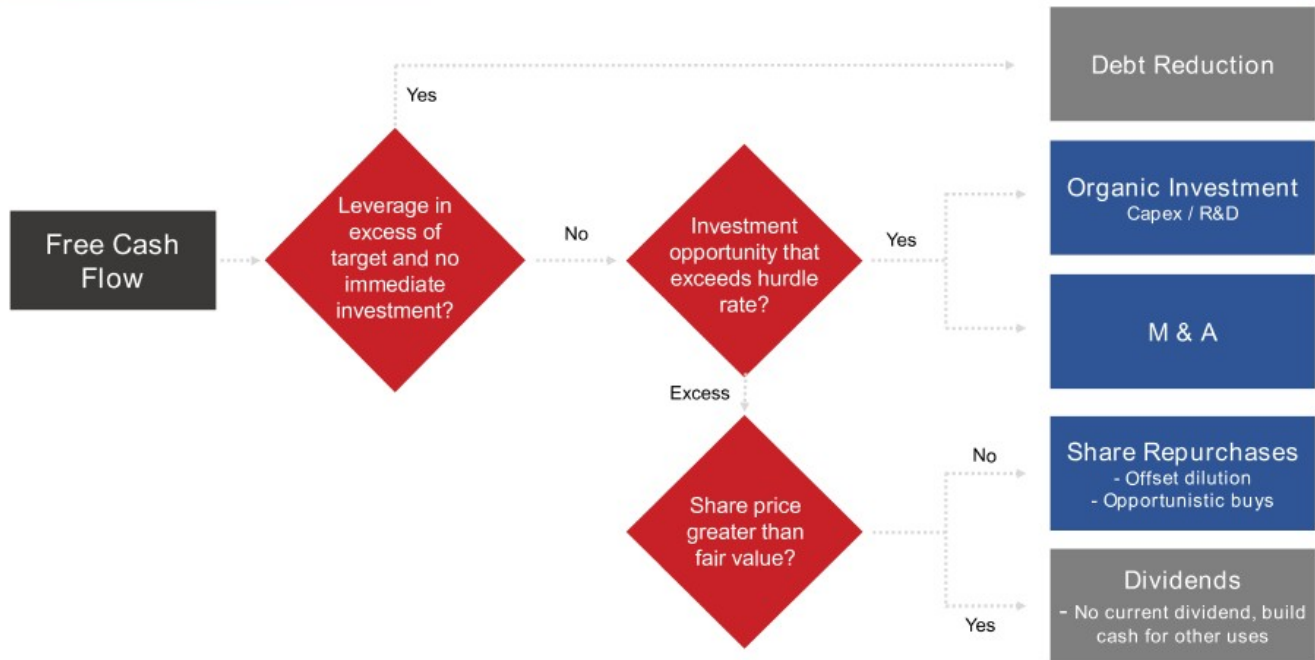
(1) Represents Net Income (loss) attributable to controlling interests



## Commentary

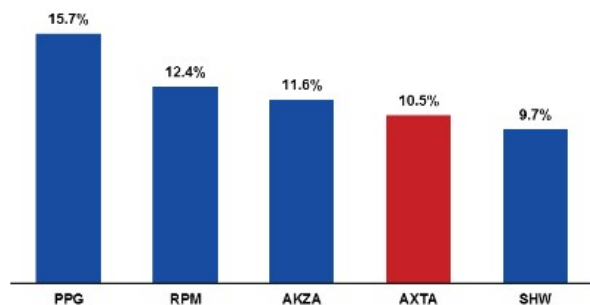
Double-digit net sales growth; positive price-mix momentum

- Acquisitions contributed 5.6% to growth, largely from Industrial
- Continued price momentum in Refinish and Industrial; Light Vehicle average price remains static; recapture efforts continuing
- 2.4% favorable currency impact principally driven by stronger Euro
- Strong volume growth in Industrial and consistent volume in Commercial and Light Vehicle, partially offset by Refinish



## Return on Invested Capital (ROIC)

NOPAT ROIC (LTM)

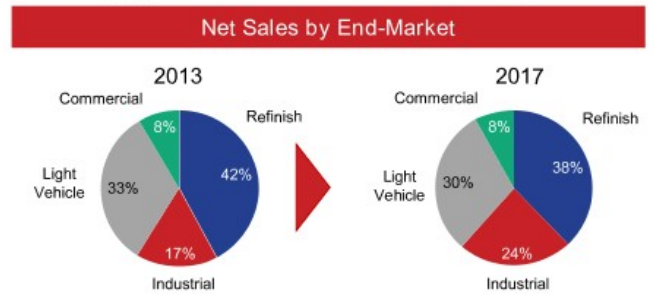
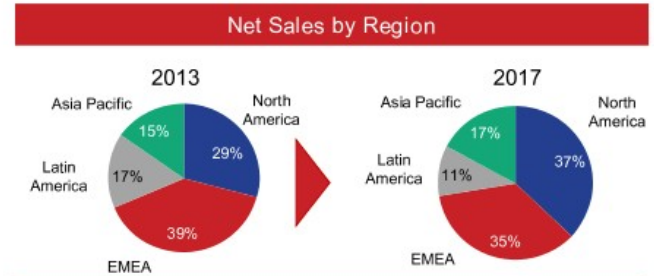
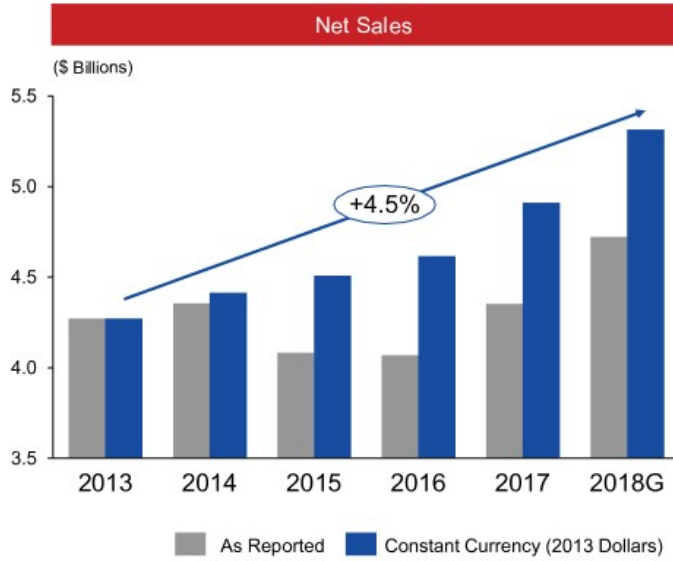


Notes: 1) ROIC = Net Operating Profit After Tax (NOPAT) / (Total Debt + Preferred Stock + Minority Interest + Equity); 2) AXTA total capital excludes identifiable intangible assets; 3) Data as of 12/2017 for all companies except RPM (11/2017) and AKZA (9/2017); 4) Book taxes have been adjusted to exclude impact from US Tax reform for AXTA, PPG, & SHW

## Commentary

- Axalta's ROIC includes ~\$3 billion asset "step up" from the 2013 LBO under purchase price accounting
- Drivers of ROIC upside:
  - ✓ NOPAT growth from ongoing business execution
  - ✓ Capital allocation: Organic investments, return-accretive M&A, and focus on asset efficiency
- Axalta remains committed to improving ROIC over time through consistent execution of our current strategy
- LTM NOPAT is impacted by multiple factors in 2017 that limited performance but held levels from 2016

## Net Sales to Date Show Solid Growth and Portfolio Diversification

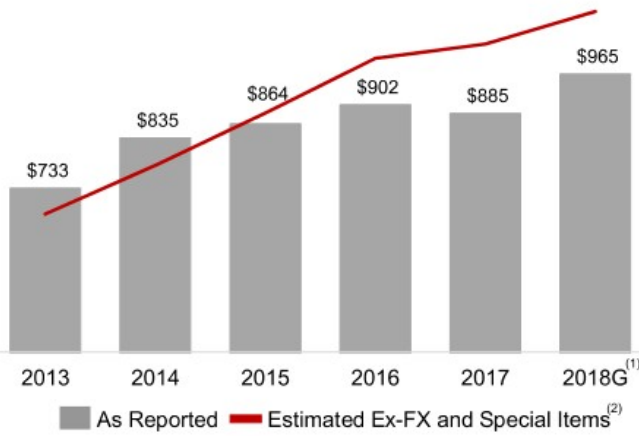


Constant Currency Sales Progression Has Been Strong

## Adjusted EBITDA Results to Date Show Strong Core Progress



### Adjusted EBITDA



### Growth Drivers

- Adjusted EBITDA margins increased from 15.6% in 2012 to 20.3% in 2017
- Pricing actions positively contributed to margin expansion
- Volume growth and share gain provided operating leverage over fixed costs
- Acquisition contribution mainly in Industrial complemented organic growth
- Axalta Way created culture of cost discipline
- Procurement strategies mitigated rising costs

Strong Margin Progress, Upside From Volume Growth and Productivity Expected Over Time

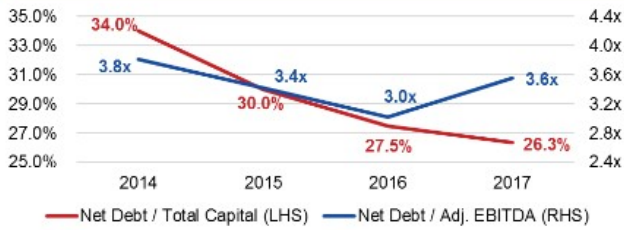
Note:

(1) Midpoint of 2018 guidance Adjusted EBITDA range of \$950-\$980 million

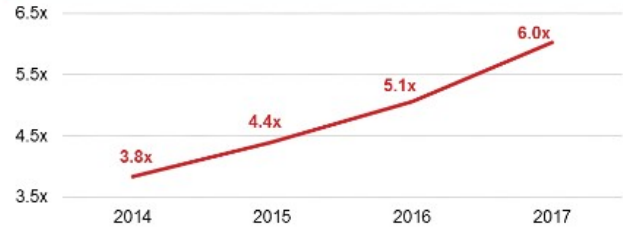
(2) Estimated Adjusted EBITDA Ex-FX and Special items excludes the impact of FX, Venezuela results (deconsolidated 2017), North America Refinish distributor adjustments (2017), natural disaster impacts (2017)

## Debt and Liquidity Summary

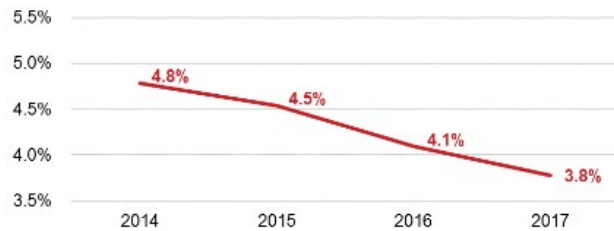
### Leverage Trends



### Interest Coverage (Adj. EBITDA)



### Cost of Debt



### Debt Maturity Profile

#### Refinancing transactions in April:

- Upsized USD Term Loan by \$475 million
- Extinguished EUR Term Loan
- Improved spread by 25 basis points
- Executed EUR currency interest swaps for upsized portion to maintain EUR mix and fix EUR interest rate at ~1.95%, providing incremental savings
- Extended EUR portion maturities by over one year

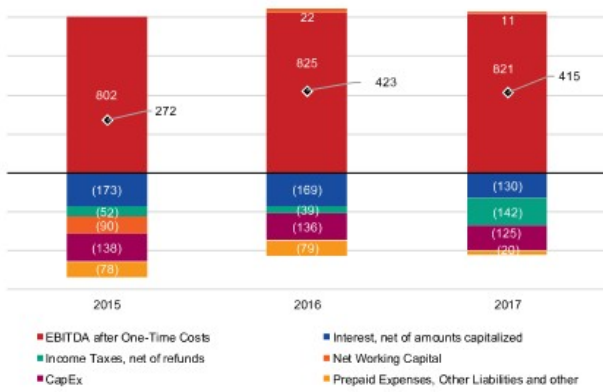


Note: Balances reported on a US GAAP basis as of 6/30/2018

## Free Cash Flow Strong and Improving; Deployment Accelerating

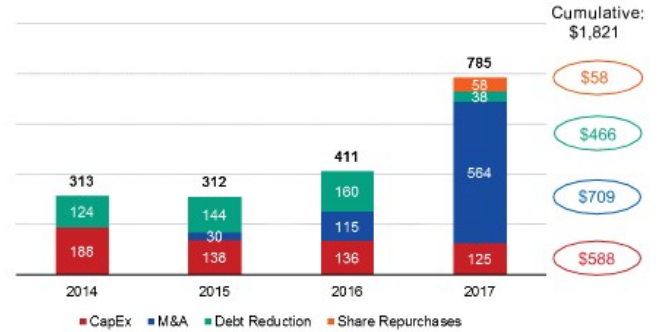
### Free Cash Flow

Cash Flow From Operations, less Capex  
(\$ millions)



### Capital Deployment

Capital Allocation since 2014  
(\$ millions)



Cash Flow is Supporting Increased Capital Deployment and Returns

## Full Year 2018 Guidance



(\$ millions)	Q1 Guide	2018E
Net Sales	9-10%	8-9%
Net Sales, ex FX	6-7%	6-7%
Adjusted EBITDA	\$950-980	\$950-980
Interest Expense	~\$165	~\$165
Tax Rate, As Adjusted	19-21%	19-21%
Free Cash Flow <small>Cash flow from operations less capex</small>	\$420-460	\$420-460
Capex	~\$160	~\$160
D&A	~\$370	~\$370
Diluted Shares (millions)	~247	~244

Comments
<ul style="list-style-type: none"> <li>Full year guidance has been revised to reflect ~2% F/X benefit</li> <li>Net sales growth includes incremental M&amp;A contribution of ~3% from completed transactions</li> <li>2018 tax rate, as adjusted, benefits slightly from U.S. Tax Reform</li> <li>Capex predominately for growth and high-IRR productivity projects</li> <li>Diluted Shares reflects the benefit associated with YTD actual Treasury share repurchases</li> </ul>



## Performance Coatings: Refinish

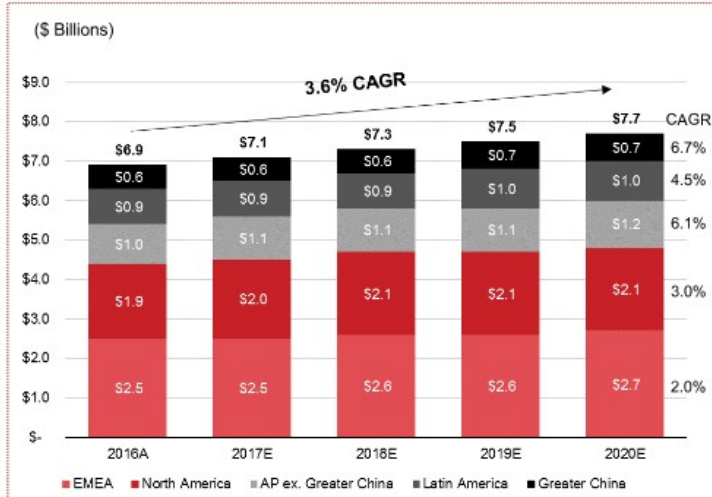
AXALTA COATING SYSTEMS

- The global automotive refinish market is stable, consolidated and growing
  - ✓ Refinish is highly stable, linked to global miles driven and accident rates
  - ✓ The top four Refinish players hold two-thirds of the global market
  - ✓ End-market growth ~3-4% per year expected
- Axalta leads with the broadest and deepest technology and market reach
  - ✓ We lead the global market with 25% share; higher share in developed regions
  - ✓ Our deep portfolio of next-generation technology addresses wide-ranging customer needs
  - ✓ Axalta has broad market reach across product and customer types globally
- Axalta continues to grow through an aggressive and disciplined strategy
  - ✓ Organic and inorganic product introductions to increase reach and competitiveness
  - ✓ Benefiting from consolidation and professionalization of body shop market
  - ✓ Tailwind from growing car parc, especially in emerging markets
  - ✓ Adding technology and services to solidify competitive moat and customer relationships



## The Global Refinish Market is Attractive and Dynamic

### Refinish Industry Sales by Region



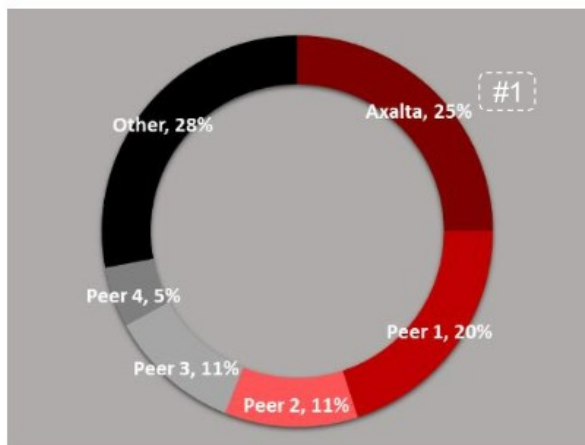
### Industry Trends Align With Core Competencies

- Growing eco-regulations require innovations
- Performance needs drive technology improvements
- Consolidation trend supported by field sales model
- Distribution expertise allows for agility across regions

### Market Requires Innovation to Drive Growth

- Color requirements continue to increase
- Productivity demands innovation
- Targeted channel strategies aligned to market growth
- Field service addresses training challenges

### Refinish Market Share \$6.9 Billion Total Sales



Source: Orr & Boss (2017)

### Leading a Growing Industry

- Leading market share position; industry sales estimated to grow at ~3% CAGR through 2020
- We are the Refinish technology leader, driving productivity and value for our customers
- Broad and diverse brand presence that fits customer needs across the value spectrum
- Strong global presence drives diverse growth opportunities
- Segment, market and competitive forces support favorable profit dynamic

## Our Strength can be Measured in Each Region

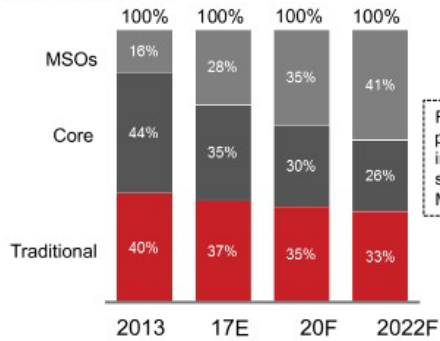
North America	EMEA	Asia Pacific	Latin America
<ul style="list-style-type: none"> <li>As the leading provider to MSOs, Axalta benefits from continued consolidation</li> <li>Opportunity for growth in value product lines provides additional potential for growth</li> <li>Leading VOC-compliant products meet environmental regulation shifts</li> </ul>	<ul style="list-style-type: none"> <li>Strong market access through leading brands and distributors</li> <li>Products to support a diverse region with both mature and developing markets</li> <li>Underpenetrated in select countries</li> <li>Environmental regulations driving waterborne adoption</li> </ul>	<ul style="list-style-type: none"> <li>Growth driven primarily by expansion of the Chinese car parc</li> <li>Axalta's broad presence in automotive coatings assists with the significant OEM influence in collision repair and insurance industry</li> <li>Opportunity for growth in value product lines through recent and future acquisitions</li> </ul>	<ul style="list-style-type: none"> <li>Well positioned in Mexico and Brazil – the largest Latin America markets</li> <li>Agility in price increases help offset inflation and currency devaluation</li> <li>Opportunity for growth in value product lines, continued segmentation and focus on a cost to compete</li> </ul>
 <p>#1, 31% share</p>	 <p>#1, 27% share</p>	 <p>#2, 16% share</p>	 <p>#1, 17% share</p>

Source: Orr & Boss for share data

## Refinish Growth Drivers Globally

### U.S. Body Shop Consolidation

Body shop paint sales  
% of refinish market



Faster growth in premium paints in U.S. due to share growth by MSOs

### Europe Growth in CEE

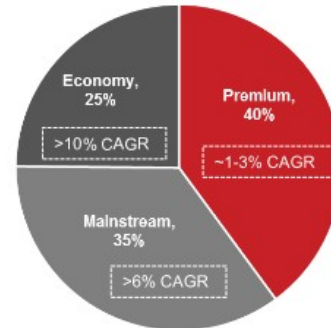


- 3% growth expected from 2017-2022
- ~2.2% car parc growth, faster than W Europe
- Higher GDP growth
- Highly fragmented body shop market

Source: Axalta, McKinsey

### China Growth in Mainstream & Tier Cities

Overall market expected to grow >5% 2015-2019



- Faster growth is expected in mainstream and economy
- Growth in Tier 3-4 cities is strong and expected to continue
- Tier 1 has been slowed by regulations
- Axalta is following the market to Tier 2-4 cities

Source: Axalta, McKinsey, CIRC (China Insurance Regulatory Commission)



## Performance Coatings: Industrial

AXALTA COATING SYSTEMS

2013



2016 - 2018



valspar wood



Industrial sales

**2x**

since 2013

1960 - 2013

**Nap-Gard®** FBE Powder Coatings

**Alesta®** Powder Coatings

**Voltatex®** Imron®  
EXCELLENCE IN ELECTRICAL INSULATIONS

2014 - 2018

**Alesta®**  
The Global Color Collection  
A collection of 1000 color chips



**Alesta®**  
Zero Zinc Primers  
The solution for zinc-free primers



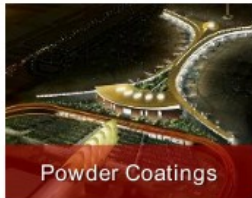
**Alesta®**  
Energy-Save Series - Undercoat  
The solution for energy-saving undercoats





Wood Coatings

- Kitchen cabinets
- Building products
- Flooring
- Furniture



Powder Coatings

- Auto metal parts
- Appliances
- Architectural extrusions
- Furniture
- General Industrial



Coil Coatings

- Metal building products
- Architectural extrusions
- Lighting
- Appliances



Energy Solutions

- Power tools
- E-mobility
- Wind turbines
- Power generation



Industrial Coating Systems

- ACE
- Oil and gas
- Structural steel
- Storage tanks
- Helmets
- Fences

13K

Customers

27

Dedicated  
Manufacturing Plants

12

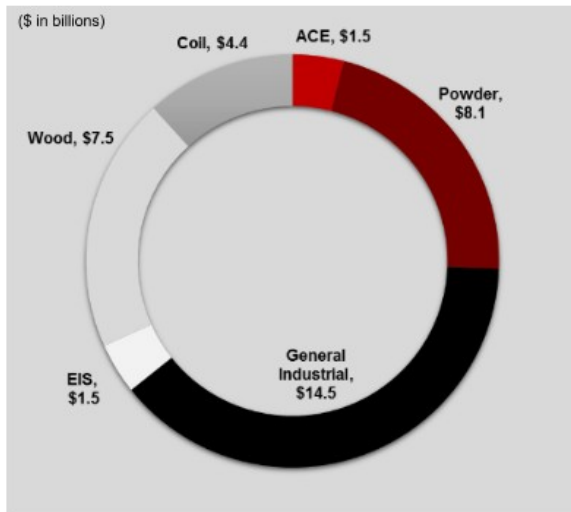
Shared  
Manufacturing Plants

60

Countries

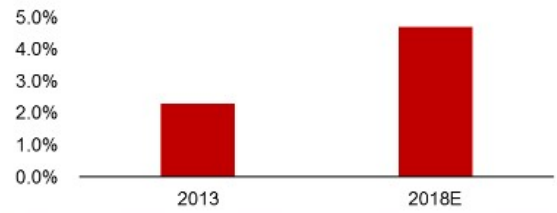
## Industrial Coatings: A \$38 Billion Market Opportunity for Axalta

### Industrial Coatings



Source: Coatings World, APA, Axalta estimates

### Market Share Doubled in 5 Years



- Market growth of 5.4% CAGR (2013-20e)
- Growth driven by global GDP and industrial production
- Building and construction markets strong
- Global infrastructure growth is driving demand
- China drives >40% of global industrial coatings consumption



Wood Coatings

**#2**

North American  
Wood Coatings  
Supplier

**251**

customers



Powder Coatings

**#2**

Global Powder  
Coatings Supplier

**10,531**

customers



Coil Coatings

**#4**

North American  
Coil Coatings  
Supplier

**87**

customers



Energy Solutions

**#2**

Global Electrical  
Insulation Supplier

**548**

customers



Industrial Coating  
Systems

**#2**

Global Industrial  
E-Coat Supplier

**1,602**

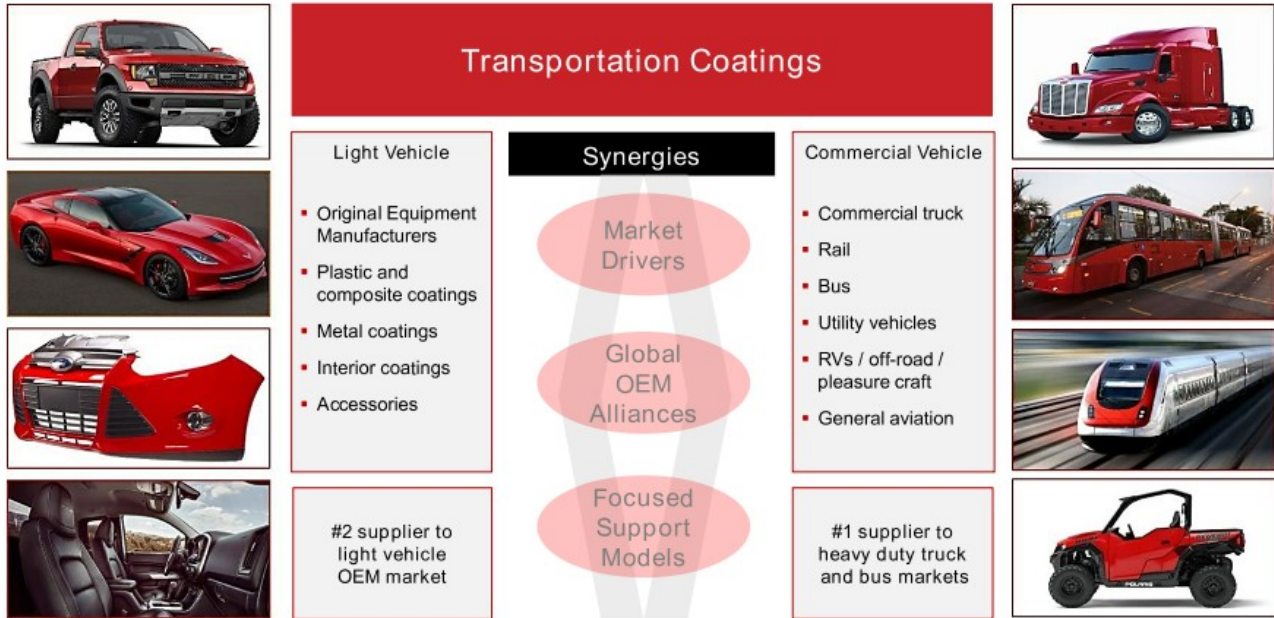
customers

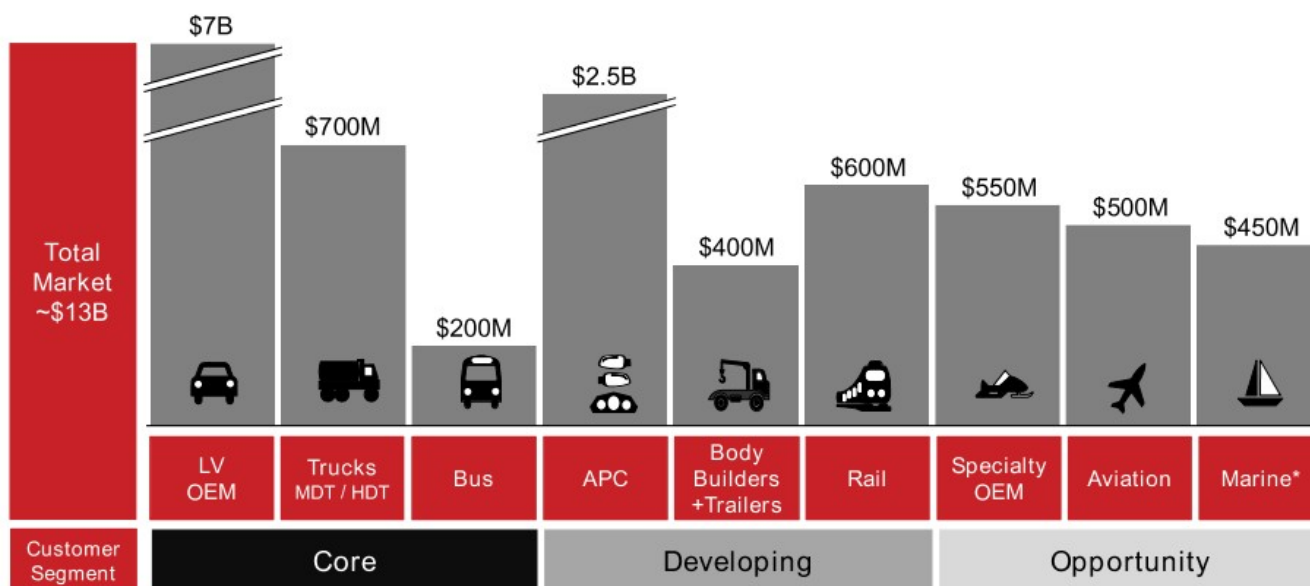




## Transportation Coatings

AXALTA COATING SYSTEMS





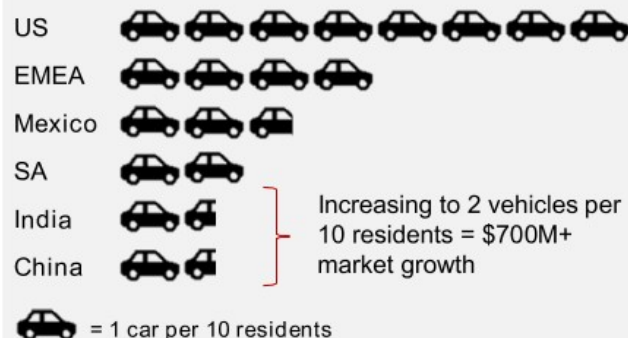
SOURCE: Orr & Boss, IRFAB, Global Market Insights, Axalta estimates

\* Excluding commercial, container, military and off-shore

## Growth Opportunities Across Segments

Customer Segment	Market Size (\$ billions)	Share	# Plants	Product	Region	Content
Core	~\$3.0	>25%	~200			
Developing	~\$1.5	>10%	~200			
Opportunity	~\$2.5	<10%	~400			

## Per Capita Market Growth



Achieving 20% Global Share Represents More Than \$500M in Growth Potential

### White Space in Exteriors and Interiors

- Focus markets with global leadership and strategy
- Exterior / APC a top 5 "customer"
  - ✓ Adjacent to core products
  - ✓ Relationships with paint engineering critical
  - ✓ Technology focus a differentiator
- Interior coatings added in 2016
  - ✓ OEM focus area for differentiation leading to enriched content
  - ✓ Future vehicles increase cabin size and focus on interiors
  - ✓ Driving excellence in small batch systems and support



Content Opportunity Represents > \$250 Million in Growth Potential

## Our Commercial Vehicle Business is Growing and Diverse

### Market White Space

- Growth opportunities:
  - ✓ Underpenetrated geographies (China)
  - ✓ Adjacent markets (eg. Marine, Protective)

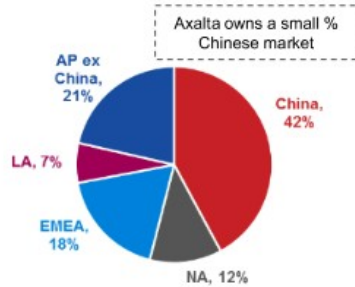
### Share Gain

- Share of wallet opportunity in existing markets
  - ✓ Vehicles per customer
  - ✓ Content per vehicle

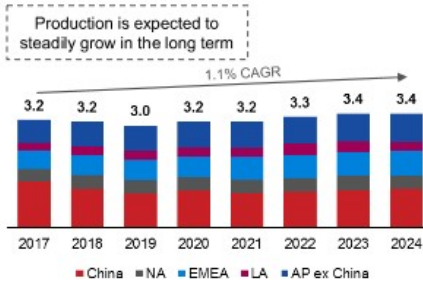
### Technology

- We have leading technology to expand our business
  - ✓ Bus
  - ✓ Aviation
  - ✓ Marine
  - ✓ Rail
  - ✓ Recreational Vehicles

### HDT & MDT Builds by Geography



### HDT & MDT Builds Growth



### Superior Products



**IMRON™**

Leveraging our highly productive technology from truck to other vehicle markets globally

## Strong Momentum Driven by Customer-Centric Approach

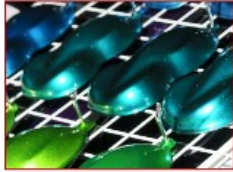
Source: LMC Automotive Q4, 2017 Estimates

## No Matter Where the Market Goes, Coatings Play a Key Role



### Emerging OEMs and Geographies

- New entrants
- Rising JVs
- Emerging OEMs



### Design & Consumer Preferences

- Styling trends
- Consumer choice
- Personalization



### Sustainability

- Environmental requirements
- Advanced substrates
- Vehicle light-weighting



### Advanced Manufacturing

- Big data, line service
- Enhanced productivity
- New technology applications



### Future Mobility

- Autonomous driving
- Ride sharing
- Changing ownership and use patterns



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215-255-7970

AXALTA COATING SYSTEMS

## Adjusted EBITDA Reconciliation



Note: Numbers might not foot due to rounding.

	Successor	Successor	Successor	Successor	Successor	Successor	Successor	Predecessor	Combined
(\$ in millions)	Q2 2018	Q2 2017	FY 2017	FY 2016	FY 2015	FY 2014	FY 2013	Jan 1 - Jan 31, 2013	FY 2013
Net Income (loss)	\$77	(19)	\$48	\$45	\$96	\$32	(222)	\$9	(213)
Interest Expense, net	39	36	147	178	197	218	215	-	215
Provision (Benefit) for Income Taxes	22	10	142	38	62	-	(46)	7	(39)
Depreciation & Amortization	90	84	347	322	308	309	301	10	311
<b>Reported EBITDA</b>	<b>\$229</b>	<b>\$111</b>	<b>\$684</b>	<b>\$583</b>	<b>\$662</b>	<b>\$559</b>	<b>\$248</b>	<b>\$26</b>	<b>\$274</b>
<b>A</b> Debt extinguishment and refinancing related costs	8	12	14	98	3	6	25	-	25
<b>B</b> Foreign exchange remeasurement losses	2	6	7	31	94	81	49	5	54
<b>C</b> Long-term employee benefit plan adjustments	(1)	-	1	2	-	(1)	10	2	12
<b>D</b> Termination benefits and other employee related costs	(1)	-	35	62	37	18	148	-	148
<b>E</b> Consulting and advisory fees	-	-	(1)	10	24	36	55	-	55
<b>F</b> Transition-related costs	-	4	8	-	(3)	102	29	-	29
<b>G</b> Offering and transactional costs	-	7	18	6	(2)	22	-	-	-
<b>H</b> Stock-based compensation	10	11	39	41	30	8	7	-	7
<b>I</b> Other adjustments	1	3	4	5	(6)	6	130	-	130
<b>J</b> Dividends in respect of noncontrolling interest	-	(1)	(3)	(3)	(5)	(2)	(5)	-	(5)
<b>K</b> Deconsolidation impacts and impairments	-	74	79	68	31	-	-	-	-
<b>L</b> Allocated corporate and standalone costs, net	-	-	-	-	-	-	-	6	6
Total Adjustments	\$20	\$116	\$201	\$319	\$202	\$276	\$448	\$13	\$460
<b>Adjusted EBITDA</b>	<b>\$248</b>	<b>\$227</b>	<b>\$885</b>	<b>\$902</b>	<b>\$864</b>	<b>\$835</b>	<b>\$695</b>	<b>\$38</b>	<b>\$733</b>

## Adjusted EBITDA Reconciliation (cont'd)

- A. During 2018, 2017, 2016 and 2014 we refinanced our indebtedness, resulting in losses of \$8 million, \$13 million, \$88 million and \$3 million, respectively. During 2017, 2016, 2015 and 2014 we prepaid outstanding principal on our term loans, resulting in non-cash extinguishment losses of \$1 million, \$10 million, \$3 million and \$3 million, respectively. Also during 2013, upon the issuance of the Senior Notes and the entry into the Senior Secured Credit Facilities, we expensed commitment fees related to a terminated Bridge Facility of \$25 million. We do not consider these items to be indicative of our ongoing operative performance.
- B. Eliminates foreign exchange losses resulting from the remeasurement of assets and liabilities denominated in foreign currencies, net of impacts of our foreign currency instruments used to hedge our balance sheet exposures. Exchange effects included the remeasurement of our Venezuelan subsidiary prior to deconsolidation in 2017 as well as a \$19 million loss related to the Acquisition date settlement of a foreign currency contract used to hedge the variability of Euro-based financing.
- C. Eliminates the non-cash, non-service components of long-term employee benefit costs, including the elimination of a pension curtailment gain of \$7 million during 2014.
- D. Represents expenses and associated changes to estimates primarily related to employee termination benefits and other employee-related costs associated with our Axalta Way and Fit for Growth cost-saving initiatives, which are not considered indicative of our ongoing operating performance.
- E. Represents expenses and associated changes to estimates for professional services primarily related to our Axalta Way and Fit for Growth initiatives, which are not considered indicative of our ongoing operating performance. Amounts incurred during 2013 and 2014 relate to services rendered in conjunction with our transition from DuPont to a standalone entity.
- F. During 2013, 2014 and 2015 we recorded charges associated with the transition from DuPont to a standalone entity, including branding and marketing, information technology related costs, and facility transition costs. Charges and associated changes to estimates during 2017 and 2018 represent integration costs related to the acquisition of the Industrial Wood business that was a carve-out business from Valspar. All charges are not considered indicative of our ongoing operating performance.
- G. Represents acquisition-related expenses, including changes in the fair value of contingent consideration, as well as \$10 million of costs associated with contemplated merger activities during 2017 and costs associated with the IPO and secondary offerings of our common shares by Carlyle. Included in the 2014 charges was a \$13 million pre-tax charge associated with the termination of the management agreement with Carlyle Investment Management, L.L.C., an affiliate of Carlyle, upon the completion of the IPO. All amounts discussed are not considered indicative of our ongoing operating performance.
- H. Represents non-cash costs associated with stock-based compensation, including \$8 million of expense during 2015 attributable to the accelerated vesting of all issued and outstanding stock options issued under the Axalta Coating Systems Bermuda Co., Ltd 2013 Equity Incentive Plan (the "2013 Plan") as a result of Carlyle's interest falling below 50% and triggering a liquidity event.
- I. Represents costs for certain non-operational or non-cash gains and losses unrelated to our core business and which we do not consider indicative of ongoing operations, including equity investee dividends, indemnity gains and losses associated with the Acquisition, gains and losses on sale and disposal of property, plant and equipment, from the remaining foreign currency derivative instruments and from non-cash fair value inventory adjustments associated with our business combinations. During 2013 we recorded non-cash fair value inventory adjustments and merger and acquisition charges associated with the Acquisition from DuPont for \$104 million and \$28 million, respectively.
- J. Represents the payment of dividends to our joint venture partners by our consolidated entities that are not 100% owned, which are reflected to show cash operating performance of these entities on Axalta's financial statements.
- K. During 2017, we recorded a loss in conjunction with the deconsolidation of our Venezuelan subsidiary of \$71 million. During 2016, we recorded non-cash impairments at our Venezuela subsidiary of \$68 million associated with our operational long-lived assets and a real estate investment. Additionally, during 2017, we recorded non-cash impairment charges related to certain manufacturing facilities previously announced for closure of \$8 million. We do not consider these to be indicative of our ongoing operating performance.
- L. Represents (1) the add-back of corporate allocations from DuPont to DPC for the usage of DuPont's facilities, functions and services; costs for administrative functions and services performed on behalf of DPC by centralized staff groups within DuPont; a portion of DuPont's general corporate expenses; and certain pension and other long-term employee benefit costs, in each case because we believe these costs are not indicative of costs we would have incurred as a standalone company net, of (2) estimated standalone costs based on a corporate function resource analysis that included a standalone executive office, the costs associated with supporting a standalone information technology infrastructure, corporate functions such as legal, finance, treasury, procurement and human resources and certain costs related to facilities management. This resource analysis included anticipated headcount and the associated overhead costs of running these functions effectively as a standalone company of our size and complexity. This estimate is provided for additional information and analysis only, as we believe that it facilitates enhanced comparability between Predecessor and Successor periods. It represents the difference between the costs that were allocated to our predecessor by its parent and the costs that we believe would be incurred if it operated as a standalone entity.

