



sherritt

THE NAME IN NICKEL

Investor Presentation

December 2016

Forward-Looking Statements

This presentation contains certain forward-looking statements. Forward-looking statements can generally be identified by the use of statements that include such words as “believe”, “expect”, “anticipate”, “intend”, “plan”, “forecast”, “likely”, “may”, “will”, “could”, “should”, “suspect”, “outlook”, “projected”, “continue” or other similar words or phrases. Specifically, forward-looking statements in this document include, but are not limited to, statements regarding certain expectations about capital costs and expenditures; production volumes; capital project completion and ramp up dates; future price of key commodities; sales volumes; revenue, costs, and earnings; sufficiency of working capital and capital project funding; results of on-going discussions regarding the partnership structure and future financing arrangements at the Ambatovy Joint Venture; results of discussions regarding timing of ongoing Cuban payments; completion of development and exploration wells; and amounts of certain joint venture commitments; certain Ambatovy Joint Venture loans; completion of development and exploration wells; and amounts of certain joint venture commitments.

Forward-looking statements are not based on historic facts, but rather on current expectations, assumptions and projections about future events. By their nature, forward-looking statements require the Corporation to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that predictions, forecasts, conclusions or projections will not prove to be accurate, that those assumptions may not be correct and that actual results may differ materially from such predictions, forecasts, conclusions or projections.

The Corporation cautions viewers of this presentation not to place undue reliance on any forward-looking statement as a number of factors could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed in the forward-looking statements. These risks, uncertainties and other factors include, but are not limited to changes in the global price for nickel, cobalt, oil and gas or certain other commodities, share-price volatility, level of liquidity and access to capital resources, access to financing, risk of future non-compliance with debt restrictions and covenants; risks associated with the Corporation's joint venture partners; discrepancies between actual and estimated production; variability in production at Sherritt's operations in Madagascar and Cuba; risks associated with the ramp-up of Moa Joint Venture Acid Plant; potential interruptions in transportation; uncertainty of gas supply for electrical generation; uncertainty of exploration results and Sherritt's ability to replace depleted mineral and oil and gas reserves; the Corporation's reliance on key personnel and skilled workers; the possibility of equipment and other failures; the potential for shortages of equipment and supplies; risks associated with mining, processing and refining activities; uncertainty of resources and reserve estimates; uncertainties in environmental rehabilitation provisions estimates; risks related to the Corporation's corporate structure; political, economic and other risks of foreign operations; risks related to Sherritt's operations in Madagascar and Cuba; risks related to the U.S. government policy toward Cuba, including the U.S. embargo on Cuba and the Helms-Burton legislation; risks related to amounts owed to the Corporation by the Malagasy and Cuban governments; risks related to the accuracy of capital and operating cost estimates; reliance on significant customers; foreign exchange and pricing risks; compliance with applicable environment, health and safety legislation and other associated matters; risks associated with governmental regulations regarding greenhouse gas emissions; maintaining the Corporation's social license to grow and operate; risks relating to community relations; credit risks; shortage of equipment and supplies; competition in product markets; future market access; interest rate changes; risks in obtaining insurance; uncertainties in labour relations; uncertainty in the ability of the Corporation to enforce legal rights in foreign jurisdictions; uncertainty regarding the interpretation and/or application of the applicable laws in foreign jurisdictions; legal contingencies; risks related to the Corporation's accounting policies; risks associated with future acquisitions; uncertainty in the ability of the Corporation to obtain government permits; failure to comply with, or changes to, applicable government regulations; bribery and corruption risks, including failure to comply with the Corruption of Foreign Public Officials Act or applicable local anti-corruption law; uncertainties in growth management; and certain corporate objectives, goals and plans for 2016; and the Corporation's ability to meet other factors listed from time to time in the Corporation's continuous disclosure documents. Readers are cautioned that the foregoing list of factors is not exhaustive and should be considered in conjunction with the risk factors described in this presentation and in the Corporation's other documents filed with the Canadian securities authorities.

The Corporation may, from time to time, make oral forward-looking statements. The Corporation advises that the above paragraph and the risk factors described in this presentation and in the Corporation's other documents filed with the Canadian securities authorities should be read for a description of certain factors that could cause the actual results of the Corporation to differ materially from those in the oral forward-looking statements. The forward-looking information and statements contained in this presentation are made as of the date hereof and the Corporation undertakes no obligation to update publicly or revise any oral or written forward-looking information or statements, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. The forward-looking information and statements contained herein are expressly qualified in their entirety by this cautionary statement.

Non-GAAP Measures

Management uses combined results, Adjusted EBITDA, average-realized price, unit operating cost, adjusted earnings, adjusted operating cash flow per share, free cash flow and Net Investment in Ambatovy to monitor the financial performance of the Corporation and its operating divisions and believes these measures enable investors and analysts to compare the Corporation's financial performance with its competitors and evaluate the results of its underlying business. These measures do not have a standard definition under IFRS and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. As these measures do not have a standardized meaning, they may not be comparable to similar measures provided by other companies.

Sherritt

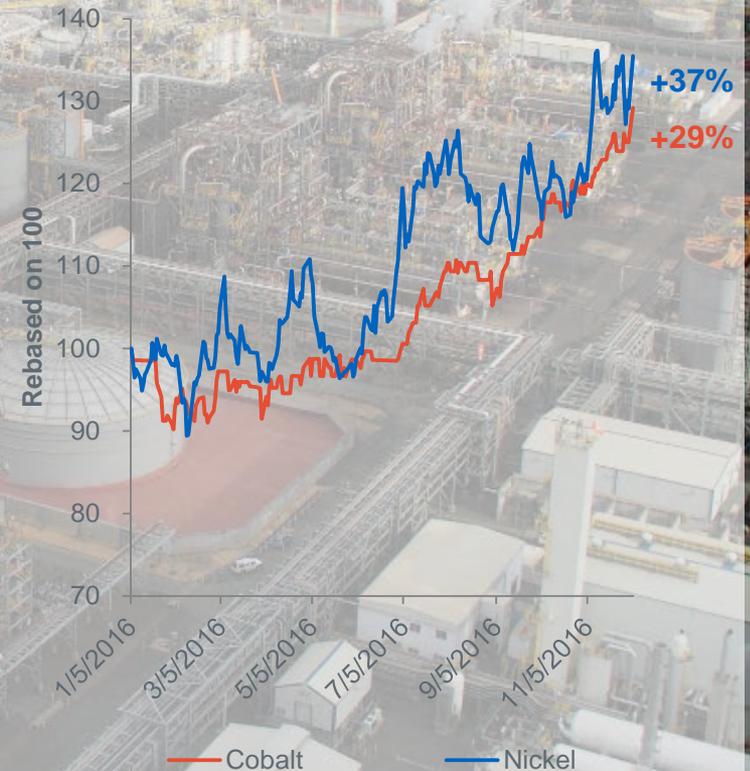


A Low Cost HPAL Producer of LME Nickel

Cuba's Largest Independent Oil Producer and Most Efficient Power Producer

Balance Sheet Initiatives Set the Ground to Capture the Turn in Commodity Prices

YTD metals price evolution

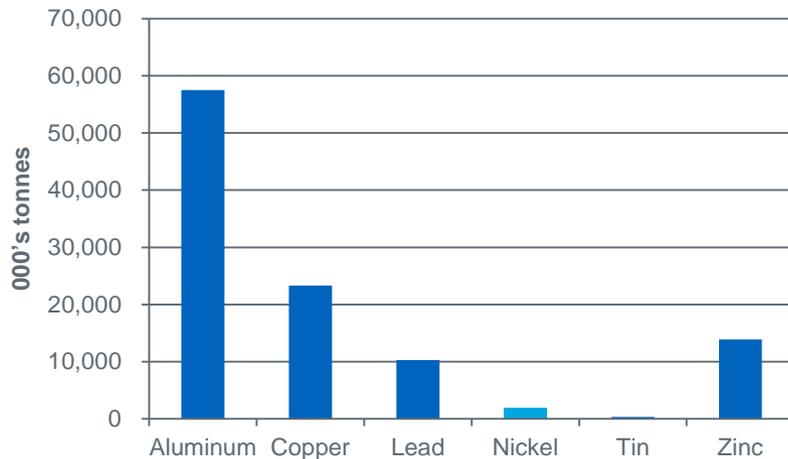




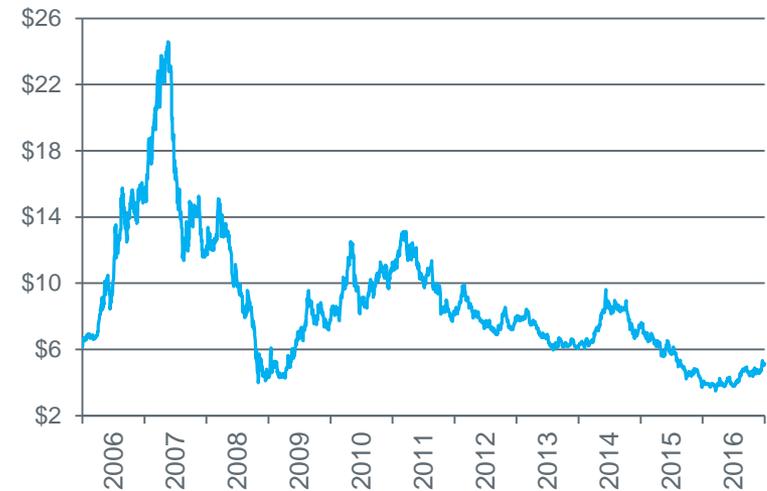
NICKEL MARKET

A Small Market Where Price Swings can be Significant

Base Metals Market Supply (2015)



10 Year Nickel Performance (US\$/lb)



Why nickel?

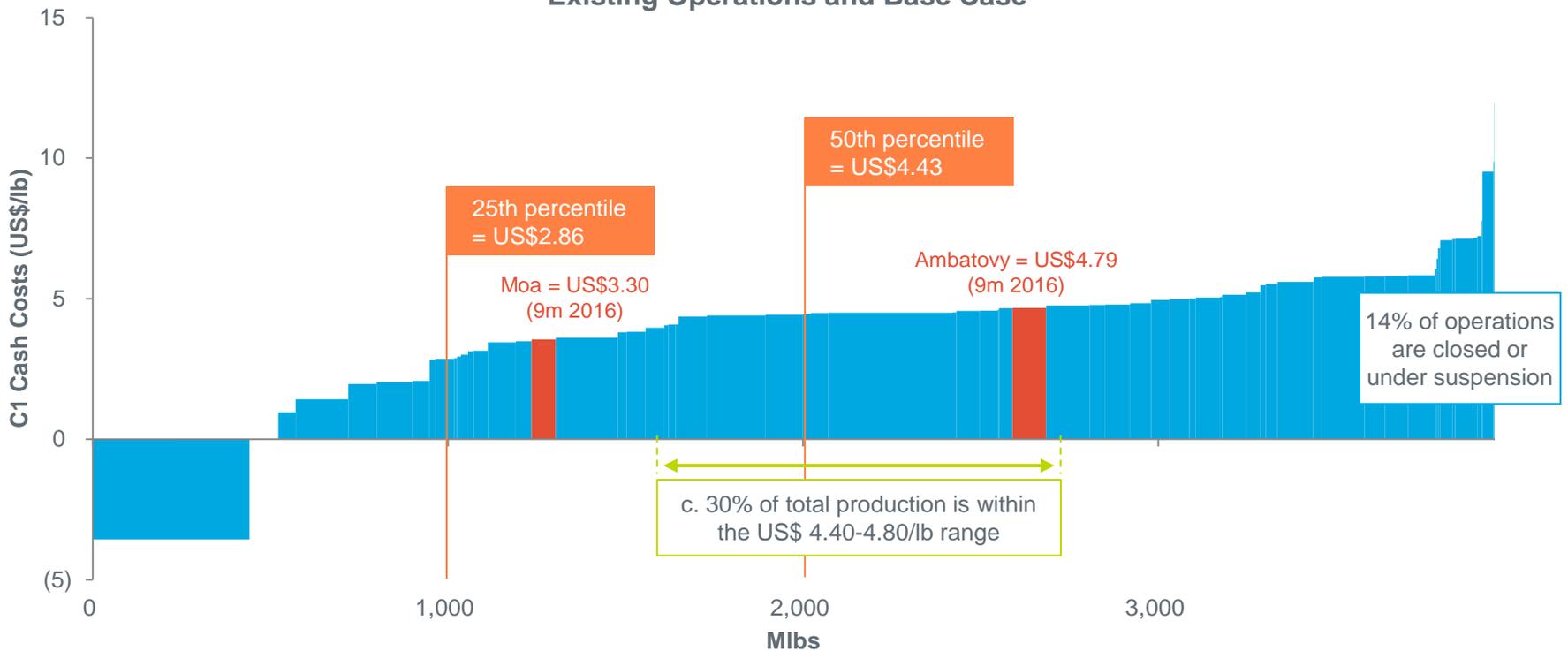
- Few discoveries of significant sulphide deposits, the nickel industry is increasingly dependent upon laterites
- A market where structural supply deficits are forecast for the coming years

Recovering nickel from lateritic ore is our skill: with 61% of the world's nickel resources in laterites, the need is strong and growing

Source: Dundee Capital Markets, Metal Bulletin Research, Wood Mackenzie

Nickel Cash Cost Curve

2016 Nickel Industry, Normal C1 Cash Cost Grouped by Operation and Ranked by Cash Cost (C1)
Existing Operations and Base Case

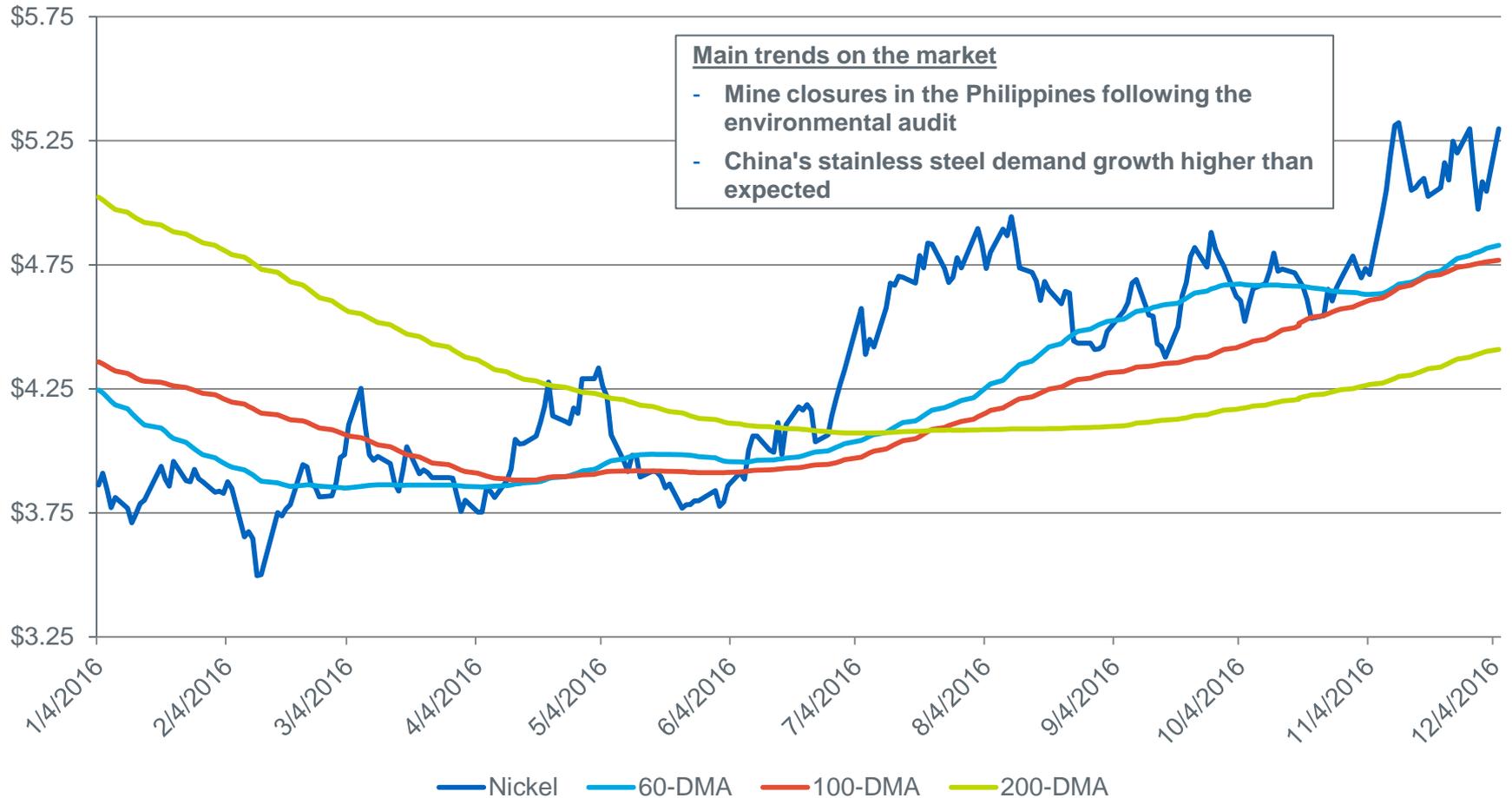


Based on YTD nickel average price⁽¹⁾, 59% of nickel producers are losing money on a C1 basis (18% based on nickel spot price⁽²⁾) which is not sustainable in the long term

Source: Wood Mackenzie, Dataset: Q3 forecast 2016

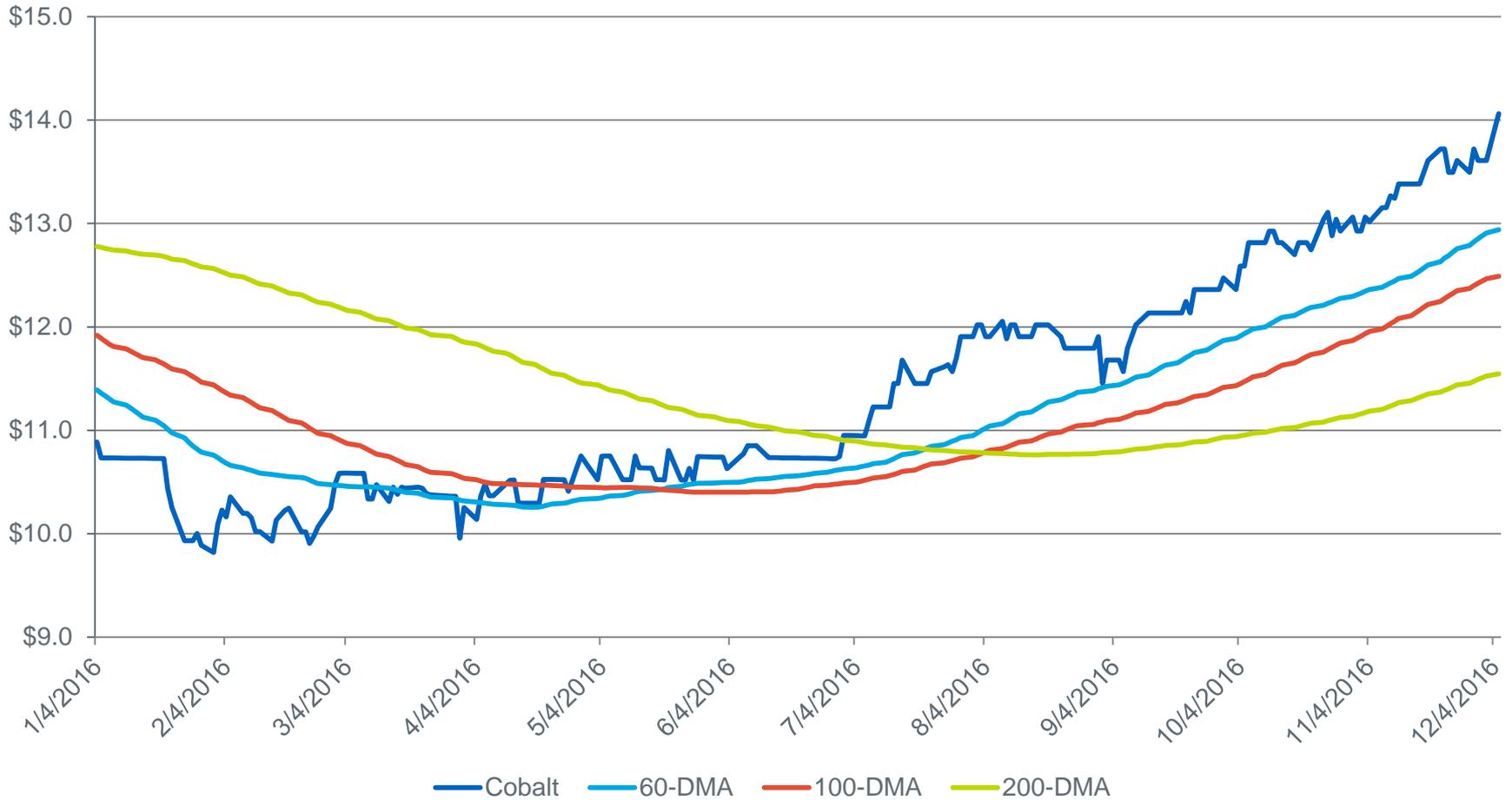
Nickel +37% so far this year

Nickel vs. 60-, 100- and 200-DMA's



Cobalt +29% so far this year

Cobalt vs. 60-, 100- and 200-DMA's





OUR OPERATIONS

Power and Oil have Supported Adj. EBITDA as of Sept 30, 2016

Metals

- 24,413 t of finished nickel (Sherritt's share) produced so far in 2016

Oil & Gas

- 9,925 bopd (NWI) / 15,782 (GWI - Cuba) produced on average in the first 9 months of 2016

Power

- 670 GWh generated in 2016 so far this year

Revenue and Adj. EBITDA 2016 as of Sept 30, 2016⁽¹⁾

Revenue⁽²⁾

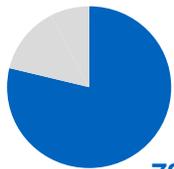
Adj. EBITDA

Revenue⁽²⁾

Adj. EBITDA

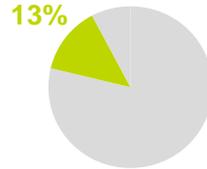
Revenue⁽²⁾

Adj. EBITDA



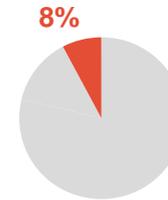
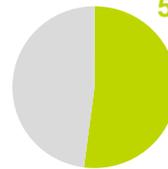
79%

Moa JV and Fort Site	\$14M
Other	\$1M
Ambatovy	(\$31M)
Metals	(\$17M)



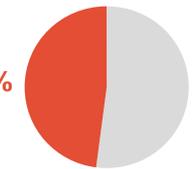
13%

52%

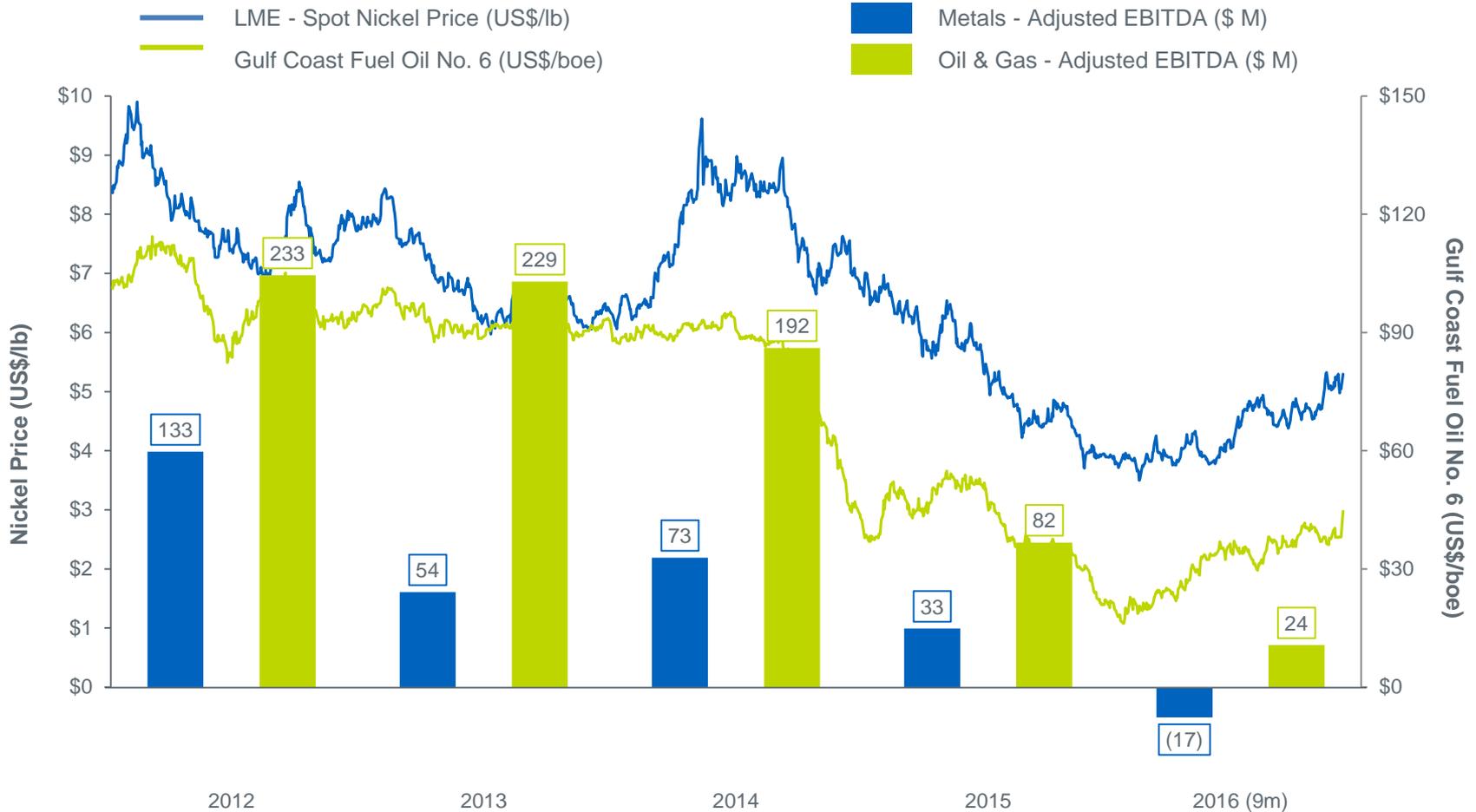


8%

48%



Adj. EBITDA Shows the Sensitivity to Nickel and Oil Prices



Sensitivity to Nickel Prices (9 month basis as of Sept 30, 2016 / Moa + Ambatovy @40%)



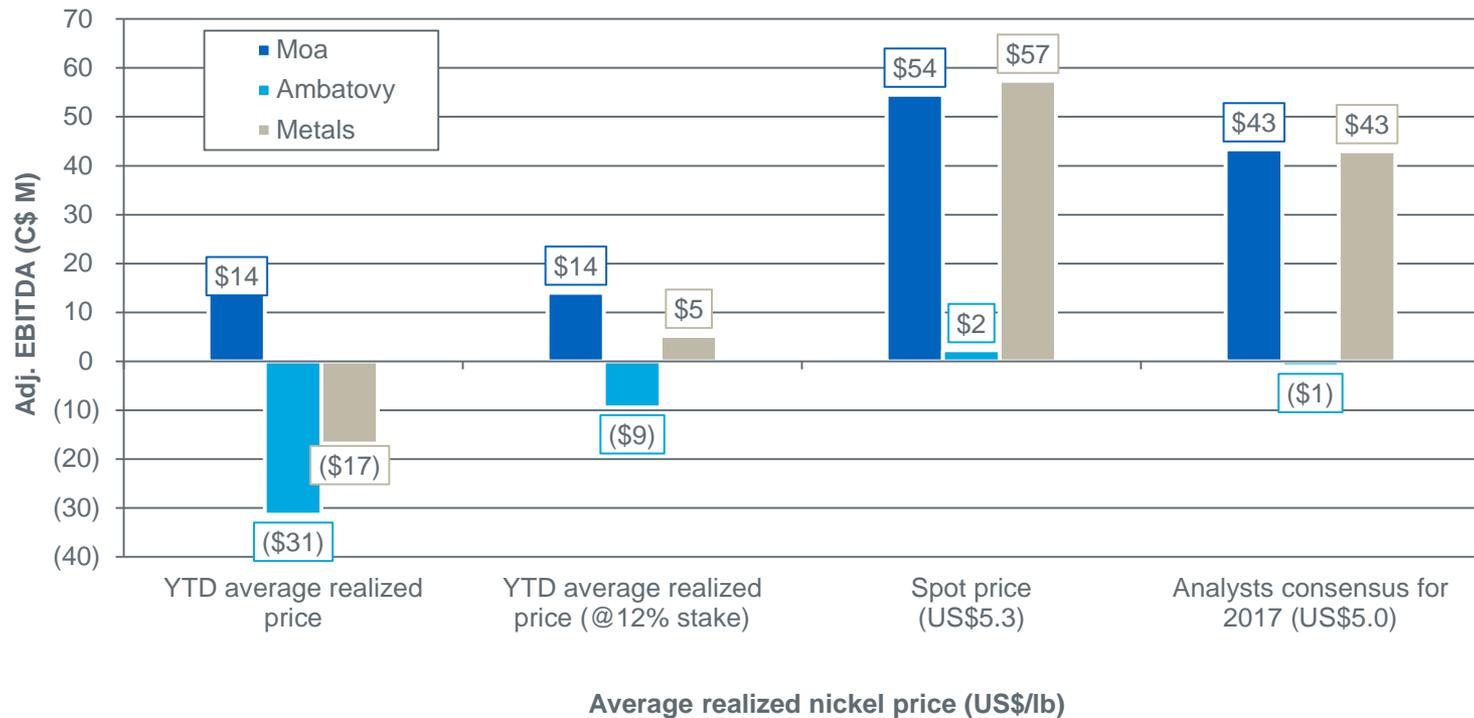
Assumptions:

- Oil prices unchanged
- Metals Adj. EBITDA includes \$0.6M of "Other"
- Historical production of 24,413 tonnes of finished nickel (Sherritt's share) unchanged
- Operating costs and Capex unchanged, presenting Adj. EBITDA assuming higher nickel scenarios

Note:

- Average US\$/C\$ exchange rate calculated for the period
- Average realized nickel price of C\$ 5.35/lb (c. US\$4.1), spot as of 12/5/16 and consensus as of 11/23/16

Sensitivity to Nickel Prices (9 month basis as of Sept 30, 2016 / Moa + Ambatovy @12%)



Assumptions:

- Oil prices unchanged
- Metals Adj. EBITDA includes \$0.6M of “Other”
- Historical production of 24,413 tonnes of finished nickel (Sherritt’s share) unchanged
- Operating costs and Capex unchanged, presenting Adj. EBITDA assuming higher nickel scenarios

Sensitivity to Oil Prices (9 month basis as of Sept 30, 2016 / Cuba only)



Assumptions:

- Nickel prices and historical oil production of 9,925 bopd (NWI) so far this year unchanged
- Other operating costs and Capex unchanged, presenting Adj. EBITDA assuming higher oil scenarios

Note:

- Average US\$/C\$ exchange rate calculated for the period
- Average realized oil price of C\$ 27/boe (c. US\$21), c. 71% of GCF 6 reference price over the period, spot as of 12/5/16 and consensus as of 11/23/16

Metals

Moa JV (50% WI) and Fort Site (100%)

- The oldest and lowest cost HPAL asset globally
- Over 20 years of profitable operations, Phase I expansion completed in 2008 and >15 more years of proven reserve life
- Cash flow positive on an annual basis at all points in the nickel cycle
- Third acid plant at Moa finished construction on time and on budget in 2016 and now in operation

Ambatovy JV (40% WI)

- Met 10 completion tests to achieve Financial Completion in Sept 2015
- The world's largest finished nickel laterite project
- LME-grade nickel
- Deferral on 6 principal payments
- Not funding cash calls due to the "40 for 12" issue

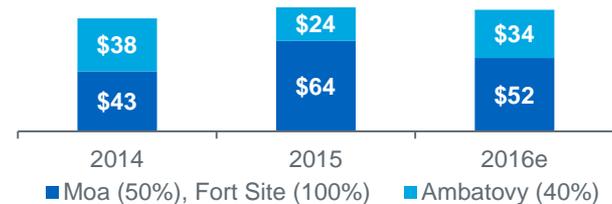
Nickel Production (tonnes)



Unit Operating Costs (US\$/lb)

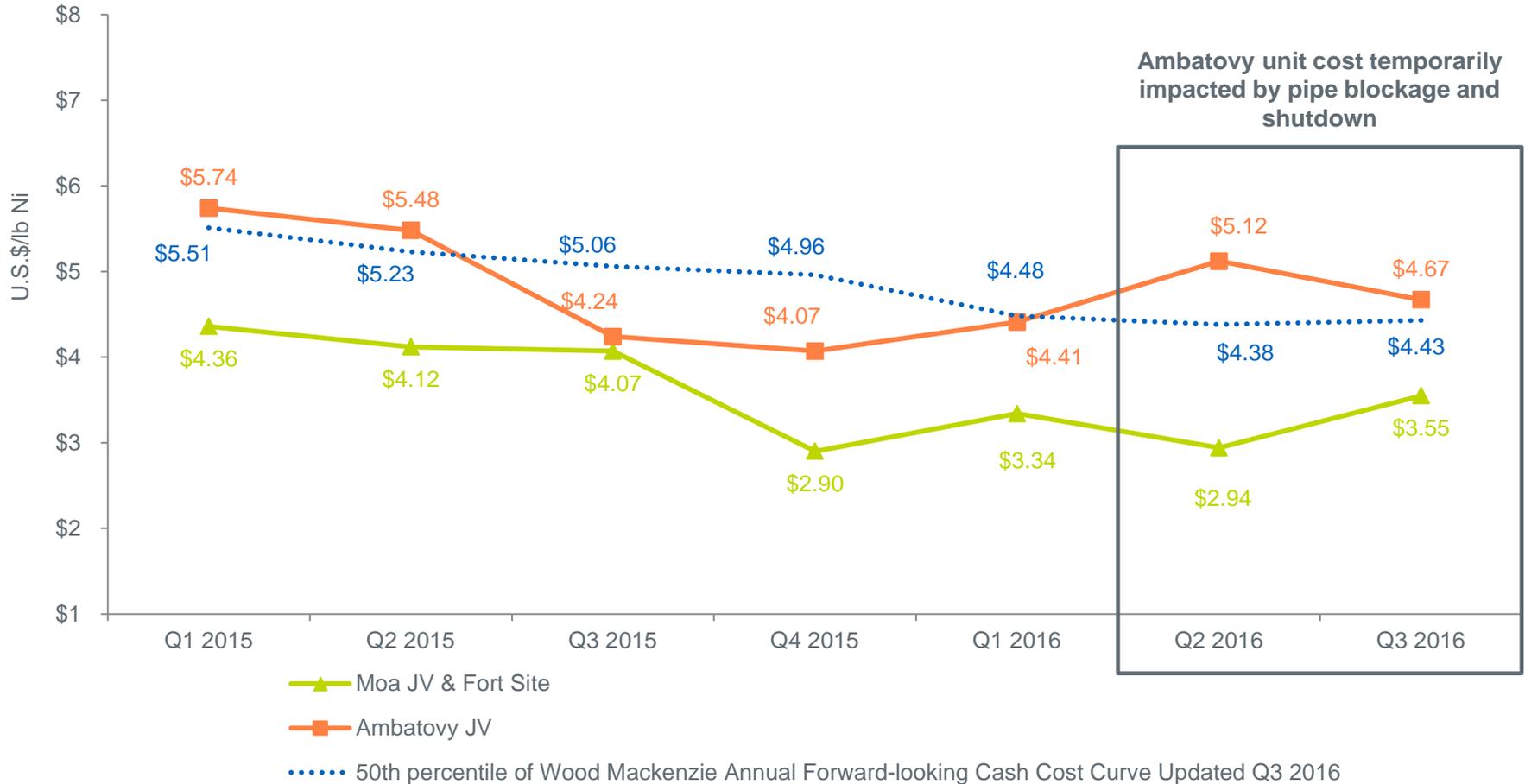


Capital Expenditure (\$ M)



LME quality HPAL nickel and cobalt production

NDCC for Both Operations Since Q1 2015



Note: At Moa, Q2 and Q4 usually benefit from fertilizers

Oil & Gas - A Profitable and Predictable History, with Future Production Dependent on Block 10

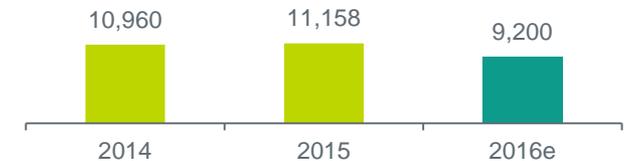
Largest Independent Oil Producer in Cuba

- 20+ year history in the country
- 209 wells drilled since 1992, 86% found oil
- Approximately 676,000 m drilled since 1992
- 213 million barrels produced
- Q3 2016 production of 8,045 bopd (NWI)
- 46 wells still producing
- Vertically integrated, own and operate 2 rigs

Strong Contribution to Adjusted EBITDA

- Low unit operating costs
- Benchmark realized prices to Gulf Coast Fuel Oil No. 6 Price, with GCF 6 ranging between 65 – 85% of WTI

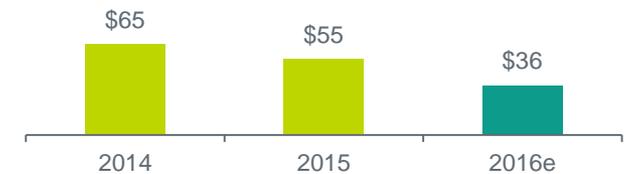
Total Production (NWI, bopd)



Cuba Unit Operating Costs (\$/bopd)



Capital Expenditure (\$ M)⁽¹⁾



New drilling on Block 10 targeting another 20 year reservoir

Power

Largest Independent Power Producer in Cuba

- Sherritt Power operates in Cuba through its 33^{1/3}% interest in Energas S.A.
- Aggregate net power capacity of 506MW with 3 facilities: Varadero West, Puerto Escondido and Boca de Jaruco
- New pipeline to the Puerto Escondido facility scheduled to be operational in Q4

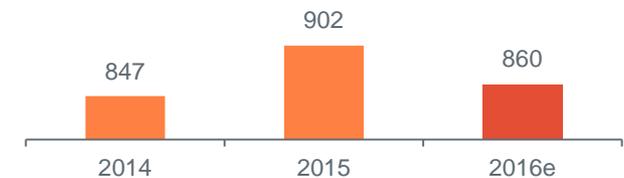
Strong Cash Flow Generation

- Conditional sales agreement: loan to be repaid by Energas (\$189M as of Sept. 30, 2016; 8% annual interest rate)
- Limited capital expenditure

Potential Upside

- Cuba's cleanest power, in a country where power consumption has grown by 4.8% in 2015 and should continue growing in the coming years

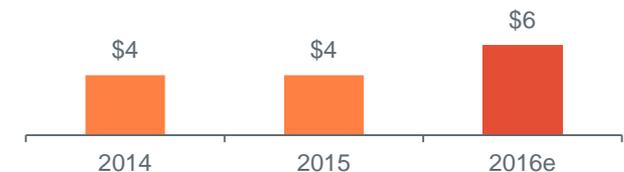
Power Generation (33^{1/3}% basis, GWh)



Unit Operating Costs (\$/MWh)



Capital Expenditure (\$ M)⁽¹⁾



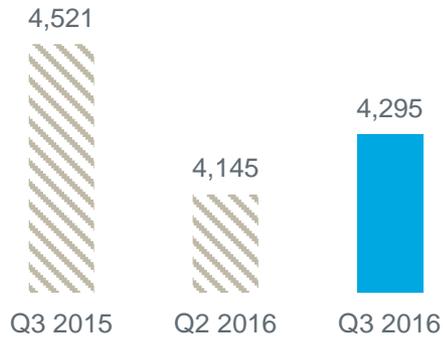
Resilient cash flow generation from operations + loan repayment



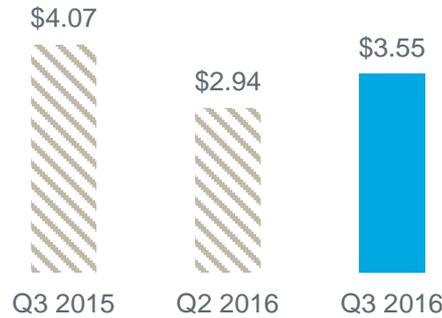
FINANCIAL HIGHLIGHTS

Q3 2016 Nickel Highlights

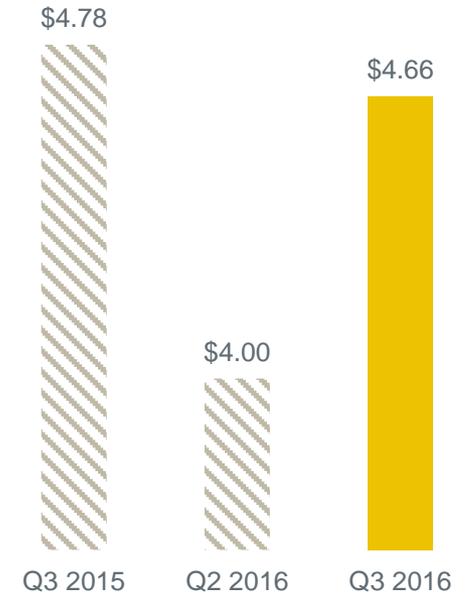
Moa Production (50% basis)



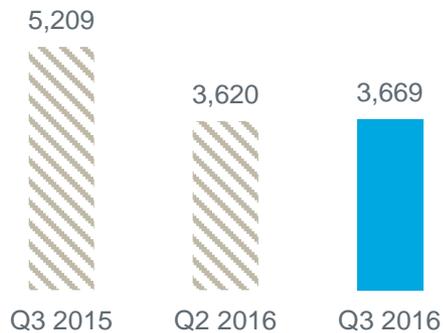
Moa: NDCC



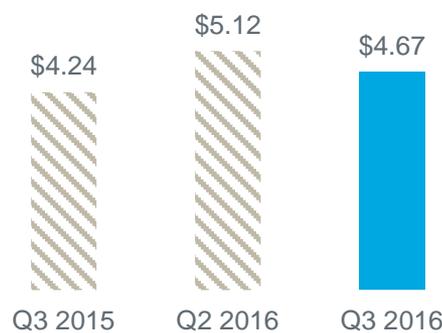
Avg. Reference Price Nickel (US\$)



Ambatovy Production (40% basis)

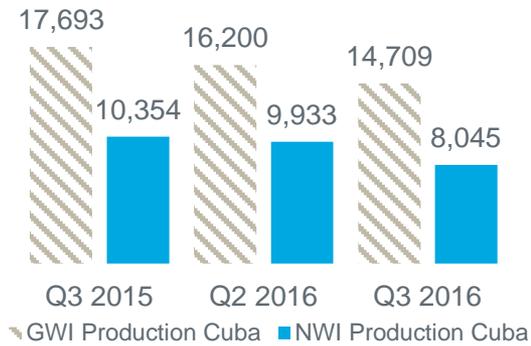


Ambatovy: NDCC



Q3 2016 Oil & Gas and Power Highlights

Oil: Cuba GWI and NWI



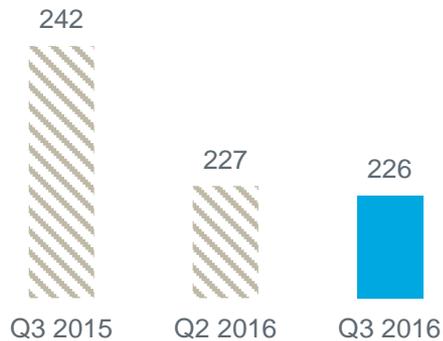
Oil: Cuba Unit Operating Costs



Avg. Reference Price Fuel Oil No. 6 (US\$)



Power (33^{1/3}% basis) GWh



Power: Unit Operating Costs



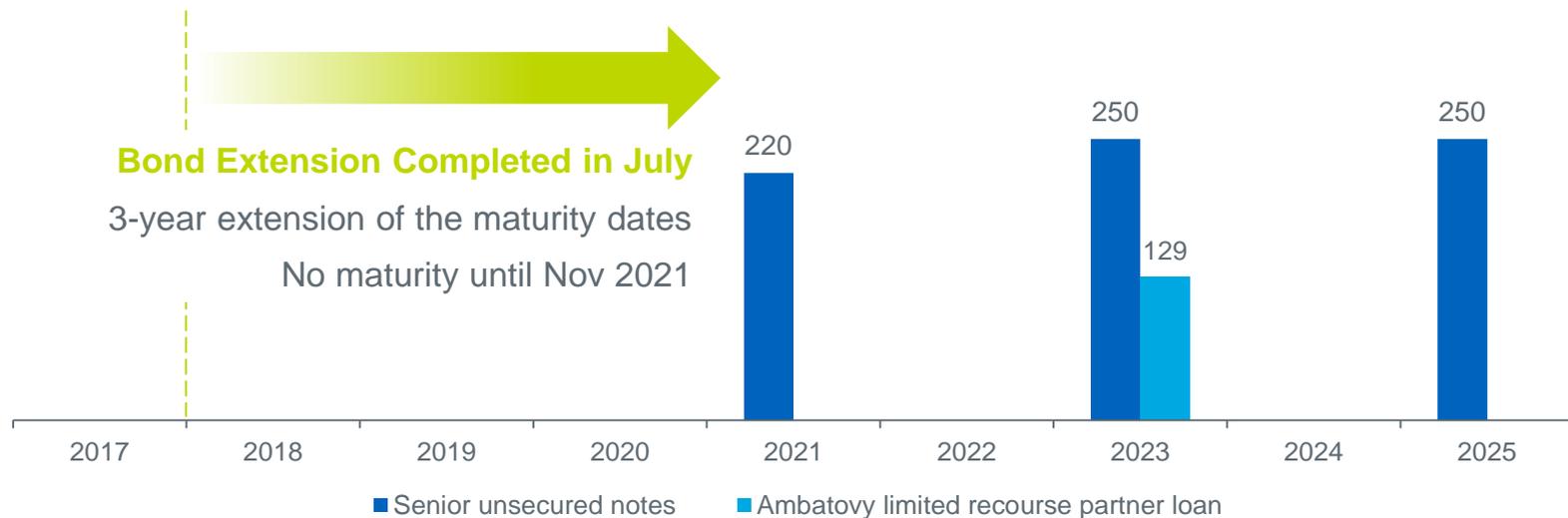
Total Debt vs. Recourse Debt - Most of the Total Debt is Non-recourse

As at September 30, 2016 (\$ millions)	Total	Recourse
Senior unsecured notes (2021, 2023, 2025) ⁽¹⁾	720	720
Ambatovy partner loans	129	129
Ambatovy additional partner loans	1,284	-
Other	45	45
Total debt	2,178	894
Cash and short term investments	345	345
Net debt	1,833	549

(1) At book value as at September 30, 2016

Maintaining Strong Balance Sheet and Reducing Costs: No Maturity Until Q4 2021

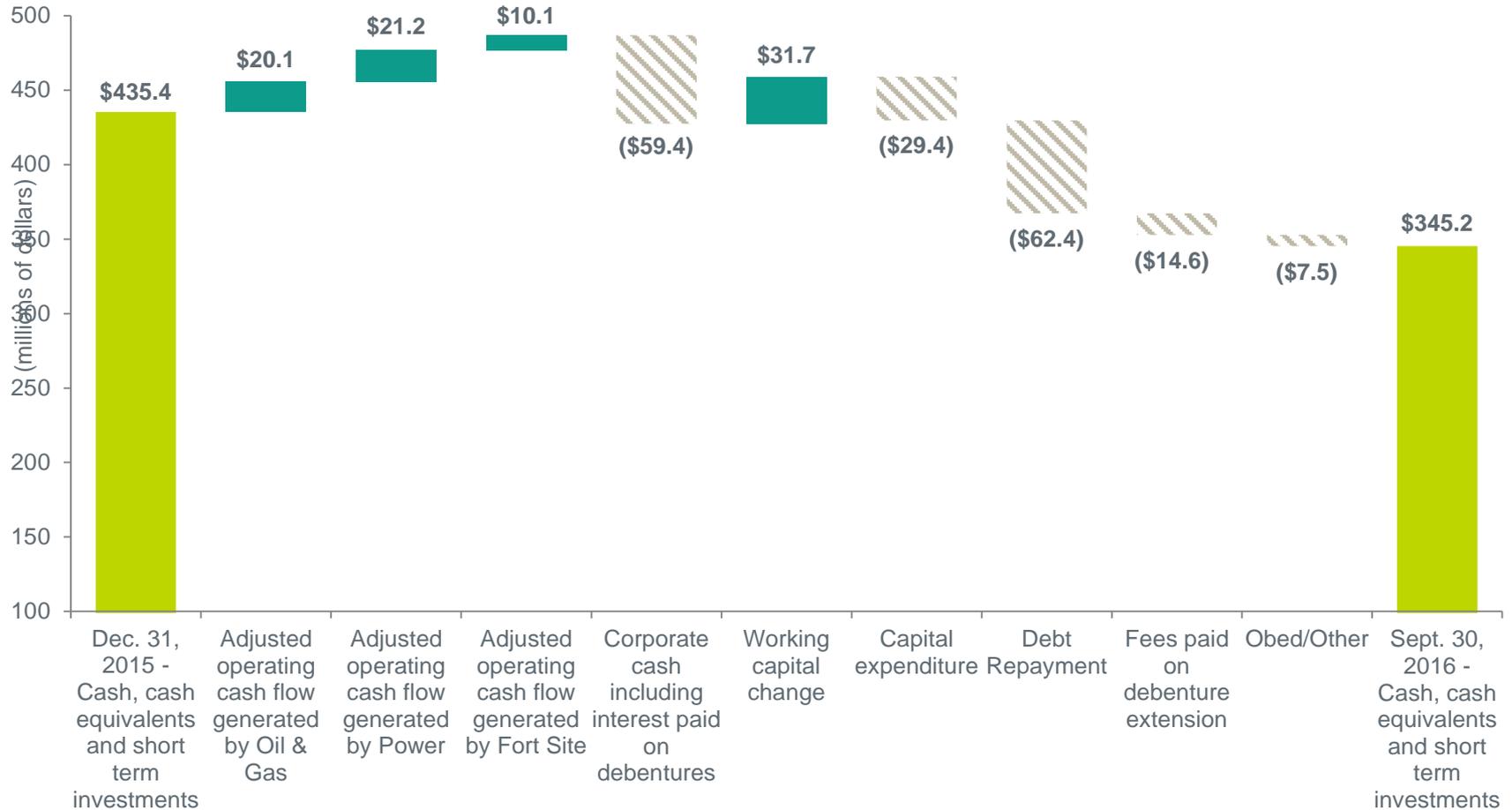
Debenture/Notes Maturity Schedule (\$ M)



Liquidity Strategy

- Q3 2016 liquidity: \$345 million cash and short-term investments
- Deferral on six Ambatovy principal payments
- Non-funding for Ambatovy due to “40 for 12” issue
- Excluding “Corporate and Other”, combined free cash flow is neutral for the 9m ended Sept 30, 2016

Balance Sheet Cash from Dec. 31, 2015 to Sept. 30, 2016



Key Takeaways

- > \$345 million in cash and short-term investments, and no debt maturity before Q4 2021
- A long operating track record through all phases of the cycle
- The largest and best established foreign mining and energy business in Cuba

Well positioned to capture the turn in commodity prices



APPENDICES

Reporting on our 2016 Strategic Priorities

2016 Strategic Priorities

Focusing on Core Nickel Business

- Year-to-date NDCC of US\$3.30/lb at Moa, and US\$4.79/lb at Ambatovy is a reduction at both divisions
- Moa acid plant in operation, NDCC benefit expected Q4 and 2017 onward
- Ambatovy yearly guidance lowered
- Environmental, Health, Safety & Sustainability performance on track

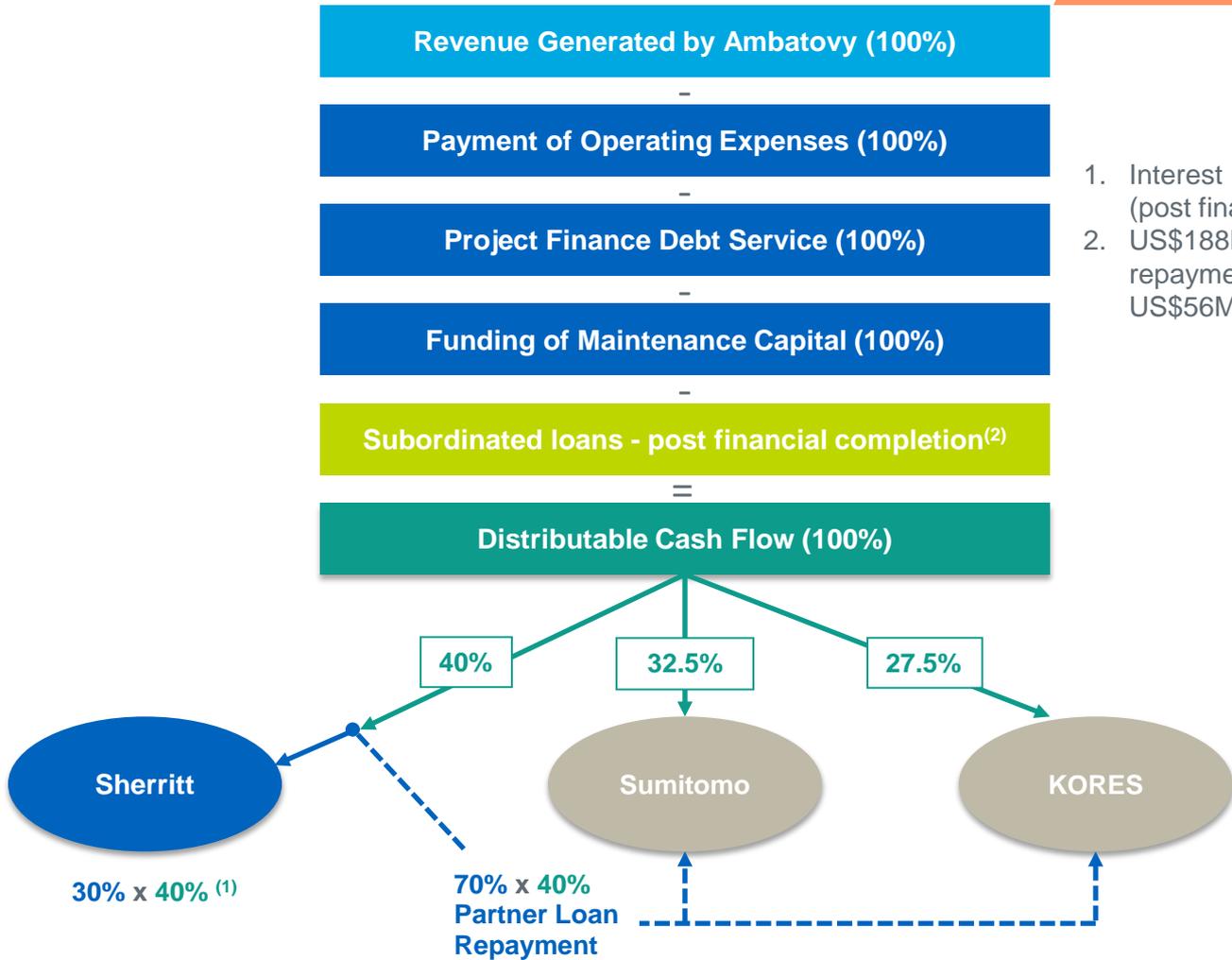
Extending the Life of Cuban Energy Business

- Oil production better than expected, with yearly guidance increased in Q2
- Drilling on Block 10 started in Q3, results will dictate next steps

Maintaining Strong Balance Sheet and Reducing Costs

- Improved cash position at \$345M
- 3-year extension of the maturity on all outstanding Notes
- Deferral on six Ambatovy principal payments
- Non-funding for Ambatovy due to “40 for 12” issue
- Excluding “Corporate and Other”, combined free cash flow is neutral for the nine months ended Sept 30, 2016

Ambatovy Distributable Cash Flow

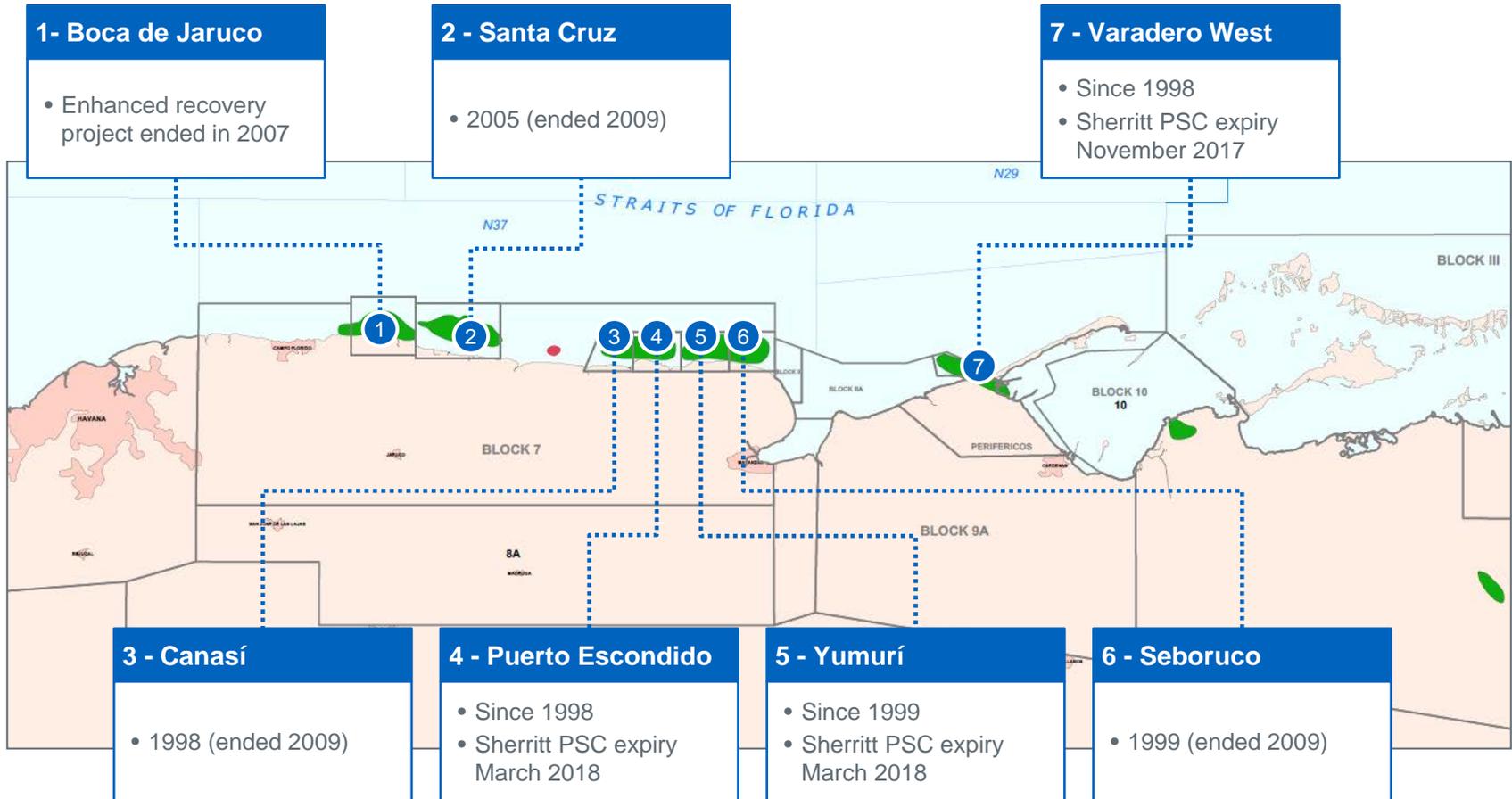


1. Interest @ LIBOR + 255 bps (post financial completion)
2. US\$188M of principal repayment in 2015 and US\$56M interest p.a.

(1) Distributable cash flow to Sherritt until partner loans repaid

(2) Ambatovy Joint Venture partner contributions from and including December 15, 2015, and accrues interest @ LIBOR + 800 bps

Discovered Pools in Cuba - Sherritt Has Played a Major Role in Most Discoveries





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