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## Company Overview

December 2017  
TSX: TVK



# Forward Looking Statements

Forward-looking statements are included in this Presentation, which involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. These forward-looking statements are identified by the use of terms and phrases such as “anticipate”, “believe”, “could”, “estimate”, “expect”, “intend”, “may”, “plan”, “predict”, “project”, “will”, “would”, and similar terms and phrases, including references to assumptions. Such statements may involve but are not limited to comments with respect to strategies, expectations, planned operations or future actions.

These statements reflect current expectations of management regarding future events and operating performance as of the date of this Presentation. Forward-looking statements involve significant risks and uncertainties, should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether or not such results will be achieved. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements, including, but not limited to, the following factors: current economic conditions, failure to access financing, credit facilities risk, financial health of the Company’s limited partnerships and cash flows, failure to realize anticipated benefits of acquisitions, reliance on key personnel, competition for acquisition targets, interest rates, regulation, sensitivity to general economic conditions and levels of economic activity, financing constraints, supply disruptions, adverse weather condition, seasonality and fluctuations in results, growth initiatives, competition, discontinuation of tax incentives, labour shortages, employee relations, expansion, impact on demand due to interest rate changes, foreign exchange, resale of rental equipment, equipment availability, integration of acquisitions, contraction in certain markets, weather, product obsolescence, labour, key personnel, environmental regulation and health and safety matters, import product restrictions and foreign trade risks, insurance coverage, dependence on existing sites, dependence on information systems and technology, cash distributions are not guaranteed and will fluctuate with business performance, distributions are discretionary, nature of the Company’s common shares (“Shares”), leverage and restrictive covenants, limitations on future growth and cash flow, limited liability, unpredictability and volatility of Share prices, attributes of securities distributed on redemption of Shares of termination of the Company, prior ranking indebtedness, conversion following certain transactions, dilution, investment eligibility, income tax matters, restrictions on the ownership of Shares by non-residents of Canada, indemnities under acquisition agreements and Shareholders are not afforded certain statutory rights. A description of these factors can be found in the Company’s Annual Information Form dated December 8, 2016. This presentation should also be read in conjunction with the Company’s financial statements and MD&A found at [www.sedar.com](http://www.sedar.com).

Although the forward-looking statements contained in this Presentation are based upon what the Company’s management believes to be reasonable assumptions, the Company cannot assure investors that actual results will be consistent with these forward-looking statements. These forward-looking statements reflect management’s current beliefs and are based on information currently available to the Company. They reflect current assumptions regarding future events and operating performance including, without limitation, stability in the economy in Canada, interest rates and the oil and gas markets in which the Company operates, and speak only as of the date of this discussion. These forward-looking statements are made as of the date of this Presentation and the Company assumes no obligation to update or revise them to reflect new events or circumstances.

# Overview

- TerraVest Capital Inc. (“TerraVest” or the “Company”) is a leading industrial manufacturer with a core focus on sophisticated metal fabricated products
- Our Company manufactures pressure vessels; fuel containment units; propane trucks and trailers; and complex wellhead processing equipment for the Oil and Gas industry which involves vessel fabrication, electrical and assembly
- We have facilities across Canada and in the United States
- The Company has high cash flow producing assets and is growing organically and through strategic and accretive acquisitions



**Leading Player in the North American Propane Vessel Fabrication Industry**

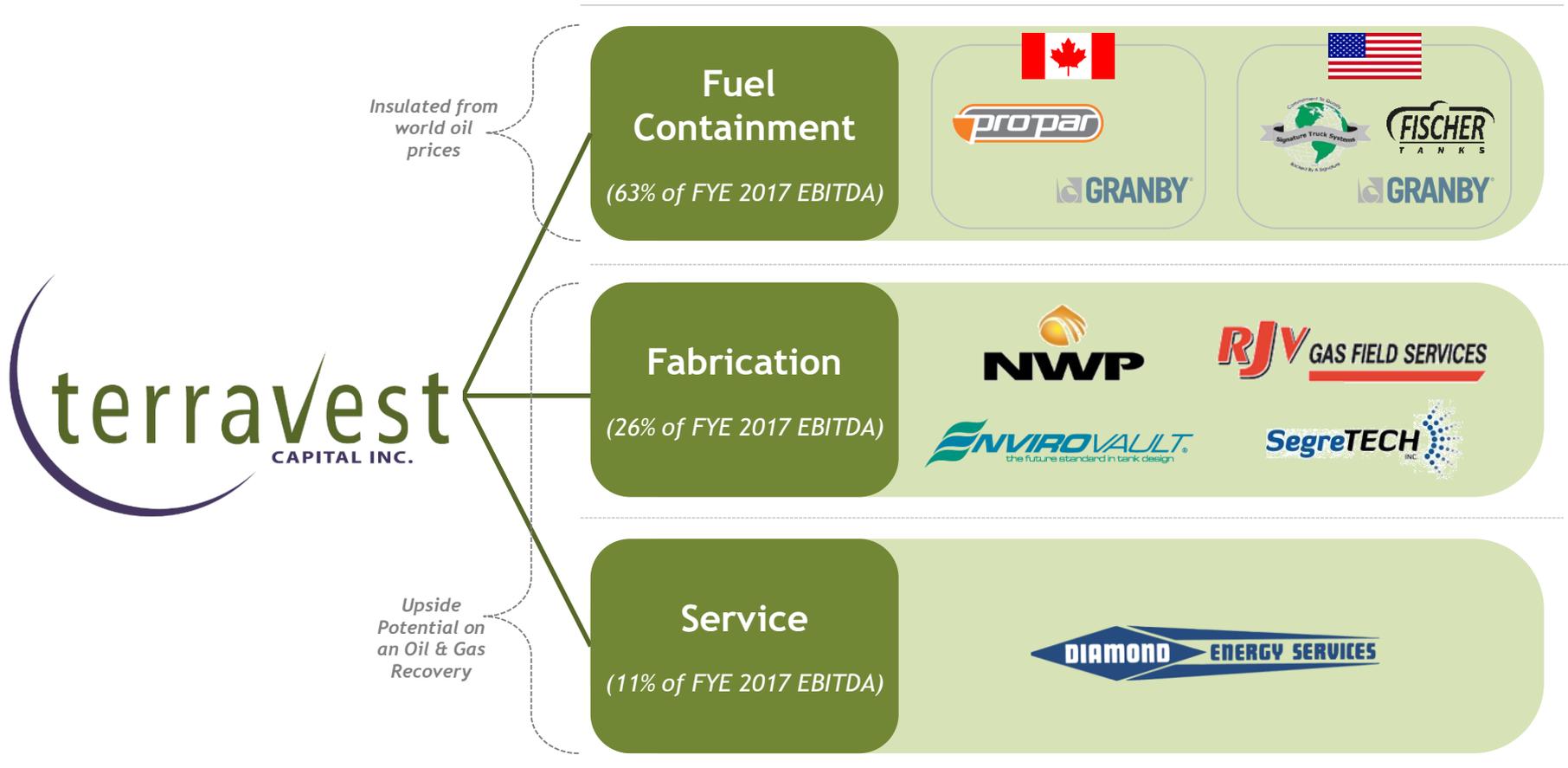


**Leading Player in the North American Heating Oil Tank Industry**



**Leading Player in the Canadian O&G Wellhead Processing Equipment Industry**

# Segments



# Fuel Containment Segment

- TerraVest serves a variety of end markets through its Fuel Containment segment, including the following:

## Propane Vessel/Truck Mounted Vessels/Domestic Tanks



- Propar Inc. is a Canada-based manufacturer of large propane containment vessels and an assembler of propane transport trucks
- Signature Truck and Fischer Tanks are Michigan based propane entities focused on assembling propane trucks (Signature) and manufacturing and refurbishing domestic tanks (Fischer)



## Heating Oil Containment Units



- Granby Industries Inc. is a leading North American manufacturer of high quality steel tanks
- Applications include: Light commercial and residential storage of heating oil and other petroleum based products



## Furnaces



- Granby Furnaces Inc. ("Granby Furnaces"), a Nova Scotia-based manufacturer of high quality residential boilers and furnaces
- Applications include: Full range of oil-fired, wood-fired and electric forced-air furnaces for residential use



## Fiberglass Containment Units



- Granby Fiberglass manufactures residential and commercial fiberglass storage tanks
- Applications include: Residential heating, fire protection, rainwater, potable water and alternative to or an alternative to a waste water system.



# Fabrication Segment

- TerraVest serves a variety of end markets through its Fabrication segment, including the following:

## Large Customized Wellhead Processing Equipment



- NWP is an Alberta-based manufacturer of large custom wellhead processing equipment such as line heaters and separation equipment
- Applications include: Separation, temperature control, storage and measurement of gas, oil and liquid rich commodity output from the wellhead



## Standardized Wellhead Processing Equipment



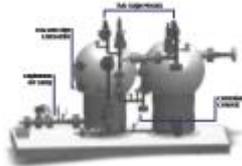
- RJV is an Alberta-based manufacturer of standardized well processing equipment, focused on high volume, low cost production
- Applications include: Separation, temperature control, storage and measurement of gas, oil and liquid rich commodity output from the wellhead



## Desanding Equipment



- SegreTech is an Alberta-based manufacturer of high performance multi-phase desanding equipment
- Applications include: Hydraulic fractured sand removal at the wellhead with continuous flow and no manual clean-out required



## Tank Containment Solutions



- EnviroVault is an Alberta-based manufacturer of specialized chambers installed in storage tanks for the upstream oil and gas production market
- Applications include: Allowing fluids to be filtered, tested, separated and freeze protected more efficiently than when stored in traditional storage tanks



# Strategy

- TerraVest Capital Inc. is focused on creating value through:
  1. Increasing operational efficiencies within its existing operating segments;
  2. Identifying organic opportunities to expedite growth; and
  3. Growing through acquisitions in TerraVest's existing sectors by leveraging its core management expertise to achieve integration and synergistic benefits
    - These opportunities reside in the fabrication of tanks, pressure vessels, fuel containment vessels and O&G wellhead processing equipment; where expertise in metal fabrication and welding are required
    - TerraVest also continues to selectively evaluate opportunities to augment its existing oilfield service business

*TerraVest's goal is to provide shareholder return by way of capital appreciation, debt reduction and sustainable dividends*

# Fuel Containment Highlights

## Strengths

- Leading North American manufacturer of propane storage tanks and propane transport vehicles as well as home heating oil containment units
- Automated manufacturing processes for high volume/lower cost items such as home heating oil containment units
- Complex welding and technical expertise for more complex vessels such as those in the propane industry
- Manufacturing facilities well positioned geographically to service the largest markets for propane and heating oil;
- Established customer base of major North American fuel distributors and a reputation for quality

## Opportunities

- Further Penetration of the propane storage and transport market in the Midwest and on the Eastern Seaboard
- Continued market penetration for small and mid sized propane vessels (i.e. approximately 1,000 gallons) either through newly manufactured product or refurbishment
- Enhanced operational efficiencies through improved automation
- Leveraging the benefits of complementary product lines

# Fabrication Highlights

## Strengths

- Leading Western Canadian manufacturer in well head processing equipment offering full scope products from large customized orders to lower cost, standardized orders
- In-house capabilities for all specialized trades including electrical, satellite remote monitoring, panel construction and paint
- Well established operational process with 40+ year track record
- Operations in favourable labour locations within Alberta where cost are better controlled
- Strong, established customer base of the most reputable senior energy producers in Canada
- Proprietary de-sanding equipment allows for a unique product offering

## Opportunities

- Capture further market in conjunction with an oil & gas recovery as numerous competitors are in need of capital and material lead time to recover from the downturn
- Geographic expansion into the United States
- New market opportunities with de-sanding equipment and specialized tank chamber designs

# Service Highlights

## Existing Strengths

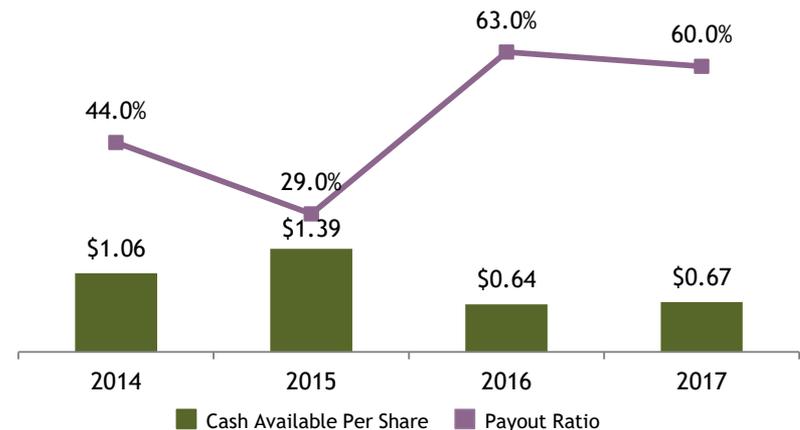
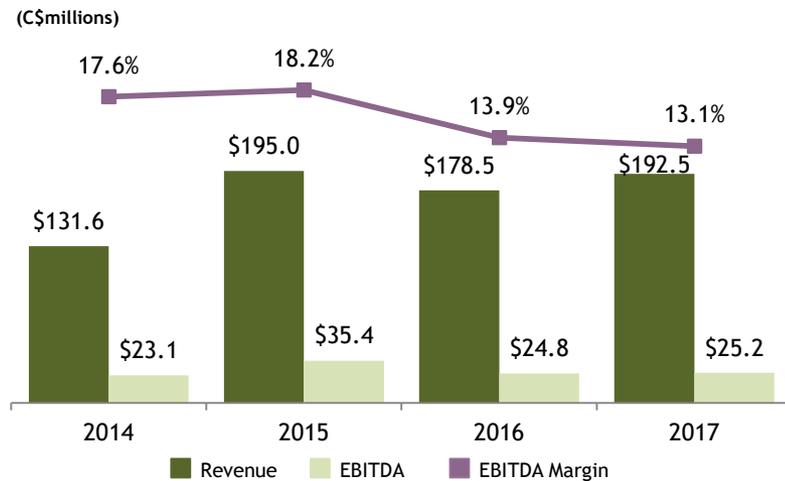
- Leading service rig provider in the South Western Saskatchewan region, with 21 service rigs, making it the largest fleet in the region
- In house-welding, fabrication and mechanical shop to ensure “quick response” time to customers as well as lower cost structure
- Long standing customer relations with major oil producers in a high capex environment resulting in barriers to entry

## Opportunities

- Reduce rig downtime by adding additional customers or expanding geographically
- Leverage existing market position to acquire small pockets of service rigs and associated leases at reduced prices, in spite of market conditions

# Financial Performance

- TerraVest has grown revenue and cash flow both organically and through acquisitions, FYE 2017 was a flat year due to weaker propane demand in the U.S., however, management is confident about future performance



## Proven Acquisition Success

February 2014  
Acquisition of  
Gestion Jerico

April 2014  
Acquisition of  
NWP

April 2015  
Acquisition of  
Signature Truck

December 2015  
Acquisition of  
EnviroVault

May 2016  
Acquisition of  
SegreTech

Sept. 2017  
Acquisition of  
SegreTech

# Vested Ownership Interest

- TerraVest's largest shareholders continue to have a significant vested interest in seeing the Company achieve share price appreciation

## Ownership in TerraVest Capital

Holder	Shares	% Owned
Clarke	5,750,000	31.3%
Pellerin	3,100,000	16.9%
Laniuk	1,935,072	10.6%
Other Mgmt & Insiders	1,149,009	6.2%
Float	6,440,253	35.0%
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Total S/O	18,374,334	100.0%

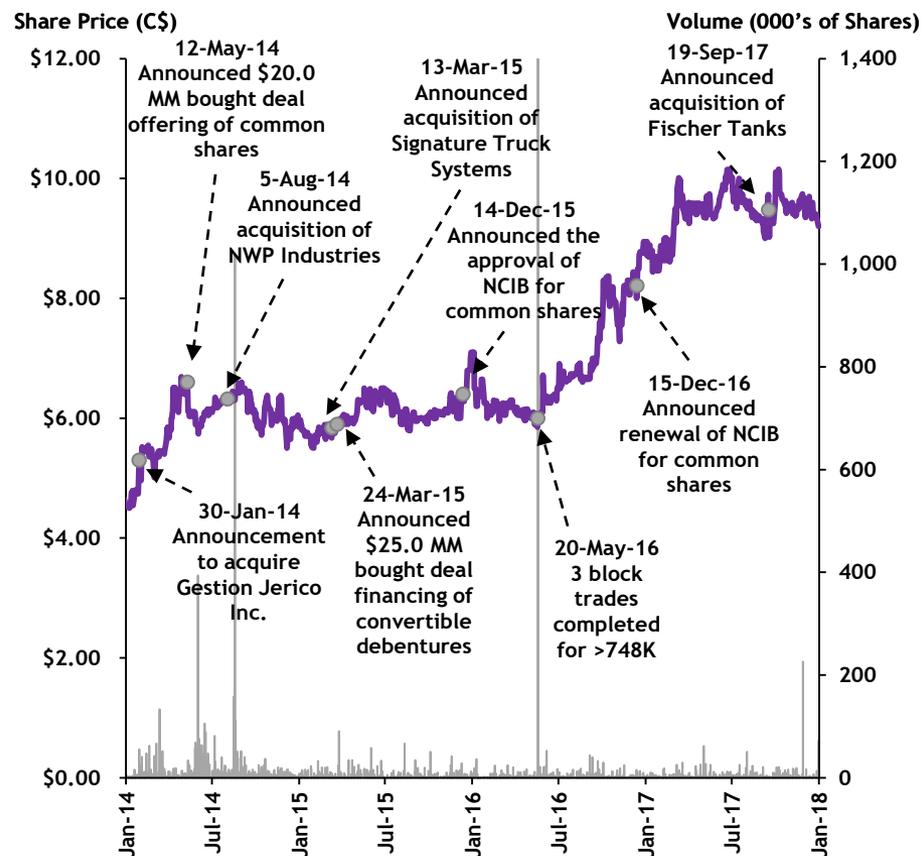
# Pro-Forma Trading Valuation

- TerraVest Management believes that a recovery in the Oil & Gas Segment and organic growth in the Fuel Containment Segment puts the Company at a low forward looking trading valuation

## Capitalization and Valuation<sup>(1)</sup>

Share Price	\$9.20
52-Week High	\$10.24
52-Week Low	\$8.25
% of 52-Week High	89.8%
Shares Outstanding	18.4
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Market Capitalization	\$169.3
Net Senior Debt	\$46.1
Convertible Debenture	\$21.8
Non-Controlling Interest	\$0.5
Enterprise Value	\$237.7
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EV / LTM EBITDA	9.4x
FYE 2017 EBITDA	\$25.2
Total Net Debt / LTM EBITDA	2.7x
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Dividend	\$0.40
Yield (%)	4.4%

## 4-Year Share Price Performance



1) Share Price as at January 3, 2018.

# TerraVest Value Proposition



**Attractive Dividend Yield**



**Low Payout Ratio and Strong Balance Sheet**



**Organic and Acquisition Growth Opportunities Driven by Operational Streamlining between Segments, Enhanced Sales Strategy and Moving into New Geographic Territories**



**Diversification of cash flows: greater than 60% of TerraVest's normalized EBITDA has no correlation to world oil prices**



**Management Teams With Integration Expertise**



**Substantial Retained Interest by Management and Existing Shareholders Motivated to Enhance Shareholder Value over the Long-Term**



**Proven Ability to Significantly Grow the Business Through Acquisitions**

# Executive Management Team

**Charles Pellerin**  
Executive Chairman  
TerraVest  
Age: 41

- Mr. Pellerin is the Executive Chairman of TerraVest where he is responsible for overall operations as well as contributing to the execution on specific tasks such strategic direction, acquisitions, and bulk purchases of steel
- Mr. Pellerin is also a principal partner and President at Pellerin, Potvin, Gagnon L.L.P. an accounting firm based in Victoriaville, Quebec

**Pierre Fournier**  
President  
Fuel Containment  
Age: 50

- Mr. Fournier has been President of the Fuel Containment Segment and is responsible for overall operations of its subsidiaries, he has been with the company since 2006
- Prior to this, Mr. Fournier was a Vice President and General Manager at MAAX Canada, the largest manufacturer of bath tub and shower products in Canada, where he was responsible for 8 factories and more than 1,800 employees

**Mitch DeBelser**  
President  
Fabrication  
Age: 31

- Mitch DeBelser is the President of the Fabrication Segment and is responsible for overall operational performance at the Company
- Prior to joining TerraVest, Mitch worked for NWP Industries Inc. (the predecessor of NWP LP) for 11 years in positions of increasing responsibility including sales, operations and ultimately President

**Butch Gering**  
President  
Service  
Age: 48

- Mr. Gering is the founder of the predecessor Company to the Service Segment and currently acts as President
- Mr. Gering is responsible for the overall management and operations of the Service Segment including marketing, safety and environmental aspects of the business
- Butch has 30+ years in the service rig business and has been an active participant in the industry consolidation

**Don Cherniawsky**  
COO  
Fabrication  
Age: 51

- Mr. Cherniawsky is the Chief Operating Officer at RJV and has been with the Company since 1983
- Mr. Cherniawsky is responsible for day to day operations at RJV including manufacturing, procurement, pricing, operations and customer relations
- Mr. Cherniawsky has 30+ years in the oil field services industry and is a Certified Instrumentation Engineer