TEREX CORPORATION



Barclays Industrial Select Conference

February 20, 2020

FOCUS • SIMPLIFY • EXECUTE TO WIN

Forward Looking Statements

This presentation contains forward-looking information regarding future events or the Company's future financial performance based on the current expectations of Terex Corporation. In addition, when included in this presentation, the words "may," "expects," "intends," "anticipates," "plans," "projects," "estimates" and the negatives thereof and analogous or similar expressions are intended to identify forward-looking statements. However, the absence of these words does not mean that the statement is not forward-looking. The Company has based these forward-looking statements on current expectations and projections about future events. These statements are not guarantees of future performance.

Because forward-looking statements involve risks and uncertainties, actual results could differ materially. Such risks and uncertainties, many of which are beyond the control of Terex, include among others: Our business is cyclical and weak general economic conditions affect the sales of our products and financial results; changes in import/export regulatory regimes and the escalation of global trade conflicts could continue to negatively impact sales of our products and our financial results; our financial results could be adversely impacted by the United Kingdom's departure from the European Union; changes affecting the availability of the London Interbank Offer Rate may have consequences on us that cannot yet reasonably be predicted; our need to comply with restrictive covenants contained in our debt agreements; our ability to generate sufficient cash flow to service our debt obligations and operate our business; our ability to access the capital markets to raise funds and provide liquidity; our business is sensitive to government spending; our business is highly competitive and is affected by our cost structure, pricing, product initiatives and other actions taken by competitors; our retention of key management personnel; the financial condition of suppliers and customers, and their continued access to capital; exposure from providing financing and credit support for some of our customers; we may experience losses in excess of recorded reserves; we are dependent upon third-party suppliers, making us vulnerable to supply shortages and price increases; our business is global and subject to changes in exchange rates between currencies, commodity price changes, regional economic conditions and trade restrictions; our operations are subject to a number of potential risks that arise from operating a multinational business, including compliance with changing regulatory environments, the Foreign Corrupt Practices Act and other similar laws and political instability; a material disruption to one of our significant facilities; possible work stoppages and other labor matters; compliance with changing laws and regulations, particularly environmental and tax laws and regulations; litigation, product liability claims, and other liabilities; our ability to comply with an injunction and related obligations imposed by the United States Securities and Exchange Commission ("SEC"); disruption or breach in our information technology systems and storage of sensitive data; our ability to successfully implement our Execute to Win strategy; and other factors, risks and uncertainties that are more specifically set forth in our public filings with the SEC.

Actual events or the actual future results of Terex may differ materially from any forward-looking statement due to these and other risks, uncertainties and significant factors. The forward-looking statements speak only as of the date of this release. Terex expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement included in this release to reflect any changes in expectations with regard thereto or any changes in events, conditions, or circumstances on which any such statement is based.

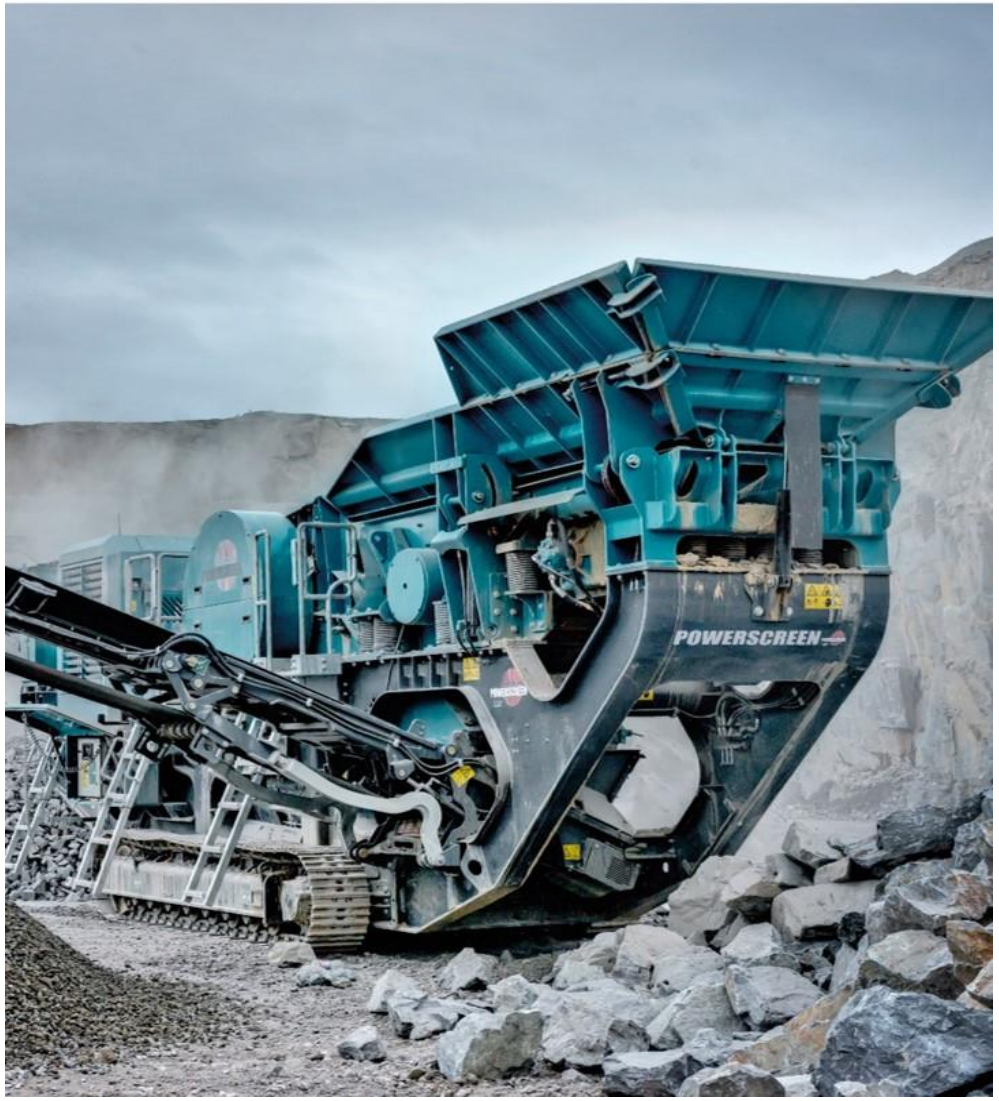
Non-GAAP Measures: Terex from time to time refers to various non-GAAP (generally accepted accounting principles) financial measures in this presentation. Terex believes that this information is useful to understanding its operating results and the ongoing performance of its underlying businesses without the impact of special items. See the appendix at the end of this presentation as well as the Terex fourth quarter 2019 earnings release on the Investor Relations section of our website www.terex.com for a description and/or reconciliation of these measures.

Total amounts in tables of this presentation may not calculate due to rounding.

Q4 Highlights

Results are Continuing Operations

- Driving Zero Harm Culture
  - Improved Workplace Safety Recordable Rate by 39%
- Global industrial equipment market remains challenging
- Overall Q4 2019 results in-line with expectations
  - Continued pressure on AWP sales and margins
  - MP maintained double digit margins
  - Parts & Service currency neutral sales growth of 7%
- Continued, positive cash flow generation driving strong balance sheet and liquidity



FY'19 Operating Results

USD Millions, except Earnings per Share

	FY 2019 As Reported	FY 2019 As Adjusted[(1)]	FY 2018 As Reported	FY 2018 As Adjusted[(1)]
Net Sales	**$4,353.1**	**$4,353.1**	**$4,517.2**	**$4,517.2**
% Change vs 2018	*(3.6%)*	*(3.6%)*		
Gross Profit	**$887.8**	**$892.2**	**$961.9**	**$961.4**
% of Sales	*20.4%*	*20.5%*	*21.3%*	*21.3%*
SG&A	**($552.8)**	**($528.6)**	**($549.4)**	**($520.9)**
% of Sales	*(12.7%)*	*(12.1%)*	*(12.2%)*	*(11.5%)*
Income (loss) from Operations	**$335.0**	**$363.6**	**$412.5**	**$440.5**
Operating Margin	*7.7%*	*8.4%*	*9.1%*	*9.8%*
Interest & Other Income (Expense)	**($87.5)**	**($86.9)**	**($125.4)**	**($70.2)**
Effective Tax Rate	*(15.3%)*	*(15.6%)*	*(15.8%)*	*(16.0%)*
Earnings (loss) per Share	**$2.92**	**$3.25**	**$3.14**	**$4.04**
EBITDA[(1)]	**$376.4**	**$405.0**	**$453.3**	**$481.3**
% Net Sales	*8.6%*	*9.3%*	*10.0%*	*10.7%*



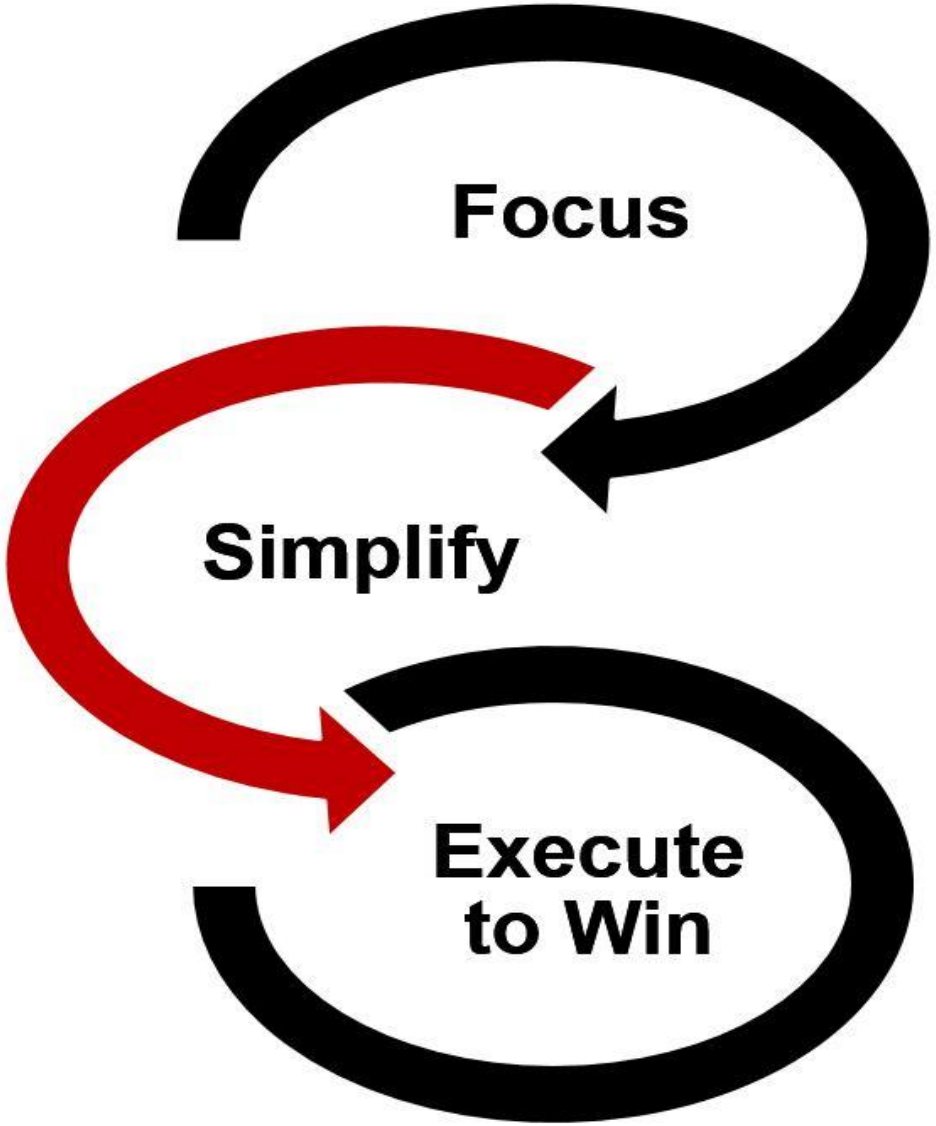
Note: Results shown are for Continuing Operations

(1) See the appendix of Q4'19 earnings presentation for reconciliation to U.S. GAAP

Terex Strategy



Genie S-85 Booms at New Utilities Facility



2020 Strategic Operational Priorities

Operational Excellence	☐ Zero Harm Environmental, Health & Safety Culture
	☐ Big 5: Safety, Quality, Delivery, Cost, Morale
	☐ Execute commercial excellence plan
Operationalize Innovation	☐ Digital innovation to better respond to customer needs
	☐ Accelerate new product introductions to drive customer value
	☐ Continuous process improvement
Growth	☐ Commence production at new Utilities facility
	☐ Expanding Changzhou, China facility
	☐ Create a competitive advantage through industry leading parts & services solutions

New Terex Ecotec TDS 825 Slow Speed Shredder



New FDC400 Charger Series at Concrete Works



2020 Guidance Update

USD Millions, except Earnings per Share and otherwise noted

Terex Guidance[1]	2019 Reported	2019 Adjusted	2020 Guidance [6]
Net Sales	$4,353	$4,353	Down 8% - 11%
Operating Margin	7.7%	8.4%	6.3% - 7.3%
EPS	$2.92	$3.25	$1.85 - $2.35 [3]
Interest/Other Expense	$88	$87	~$75
Tax Rate	15%	16%	~19%
Depreciation/ Amortization [4]	$41	$41	~$43
Free Cash Flow	$86	$86	~$140 [5]

	Net Sales		Operating Margin		
Segment Guidance [1,2]	2019 Recast	2020 Guidance	2019 Recast	2019 Adjusted Recast	2020 Guidance [6]
AWP	$2,727	Down 7% - 10%	7.2%	7.5%	6% - 7%
MP	$1,603	Down 8% - 11%	14.2%	14.2%	12.3% - 13%
Corporate & Other	$24	~($5)	($89)	($70)	~($80)



(1) *Excludes the impact of future divestitures, restructuring, transformation and other unusual items*
(2) *Reflects RT & Tower Cranes businesses re-segmented into MP. See the appendix for recast financials.*
(3) *Based on an average diluted share count of ~73 million*
(4) *Depreciation / Amortization excludes ~$5 million of bank fee amortization not included in Income/(Loss) from operations*
(5) *Includes impact of one-time funding of ~$25 million of retirement obligation*
(6) *Assumes renewal of certain existing Section 301 tariff exclusions*

Disciplined Capital Allocation

Cash Flow from Operations + After-tax Proceeds from Divestures

Optimal Capital Structure

Organic Growth Investments

Restructuring Investments

Efficient Returns of Capital to Shareholders

SINCE ANALYST DAY IN 2016

- Refinanced senior notes and senior secured credit facility
- Re-priced USD term loan (50 bps rate reduction)
- Q3 ’16 – Q4 ’19 debt reduction of $512 million
- Q4 ’19 net debt to EBITDA ~1.6x (vs. target of 2.5x)
- Reduced net pension obligation by $316 million via Sales / Annuitization
- Reduced TFS Assets by $136 million
- Made capex investments totaling $265 million
- Reduced weighted average diluted net share count by ~38 million shares (~34%)
- Increased quarterly dividend by 71% to $0.12/share

Summary

- Challenging environment for industrial equipment
- Excellent liquidity, strong balance sheet and business portfolio
- Continue to drive improvement in Operational Execution
- Maintaining our disciplined capital allocation strategy

