



Tekni-Plex, Inc.

Current Report

February 22, 2012

Date of Report (Date of earliest event reported)

**1150 First Avenue
Suite 500
King of Prussia, PA 19406
(484) 690-1520**

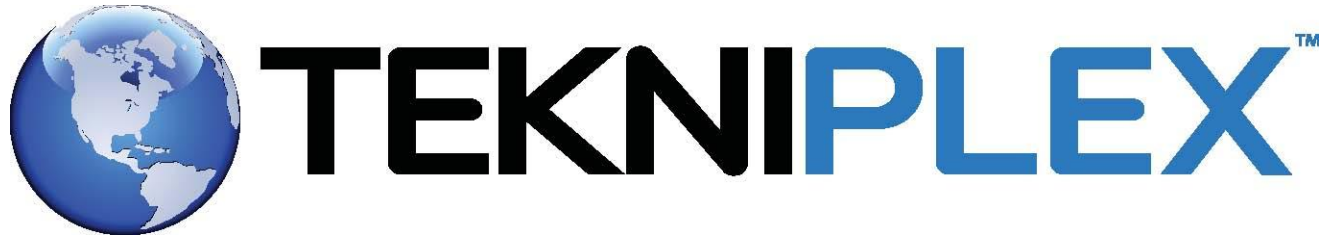
Item 8.01. Other Events.

Attached is the text of a presentation made by the Company.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Presentation



**Credit Suisse Paper &
Packaging Conference**

February 22, 2012

Agenda

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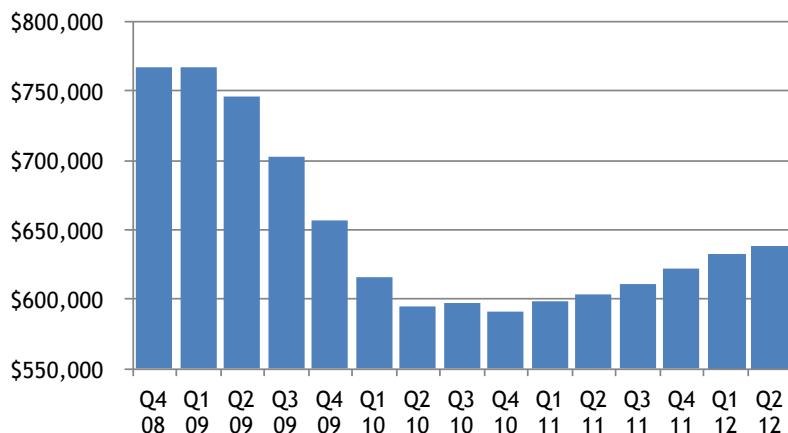
Liquidity, Covenants, and Debt Maturities

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Q&A

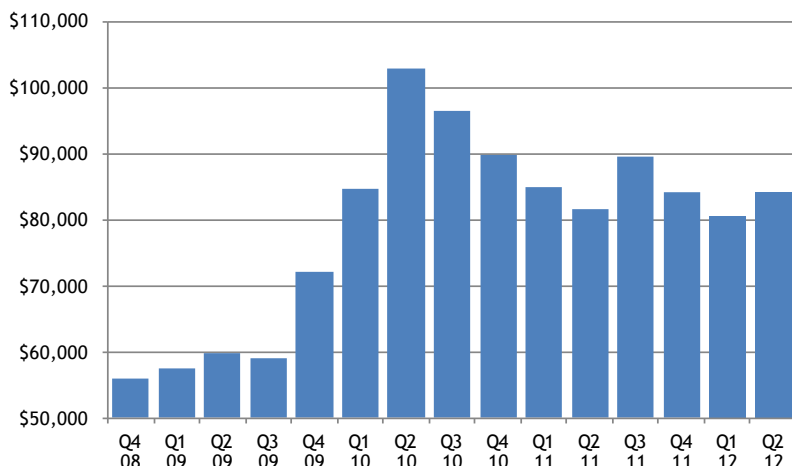
CEO Overview

Tekni-Plex LTM Net Sales (\$ 000's)



Note: Includes net sales from discontinued operations.

Tekni-Plex LTM Adj EBITDA (\$ 000's)

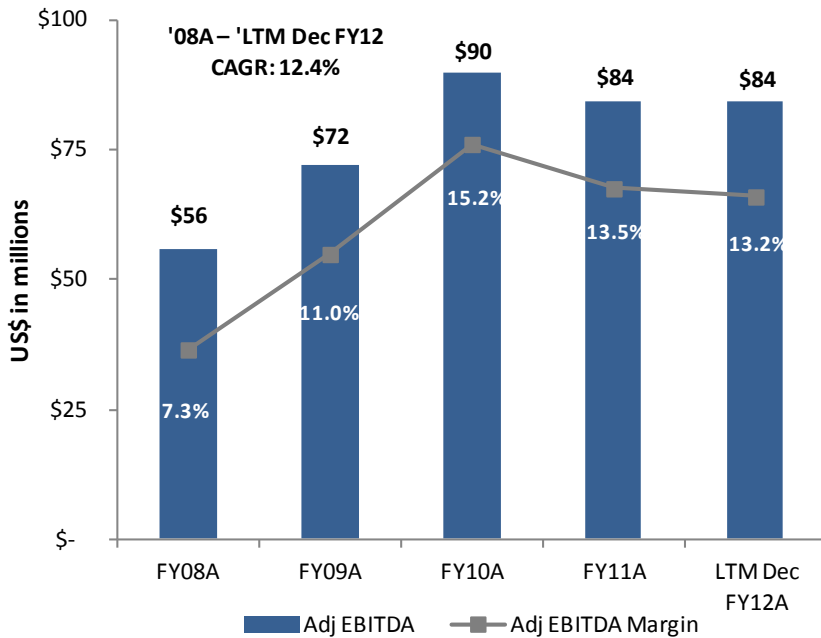


Fiscal 2012 - Business Update

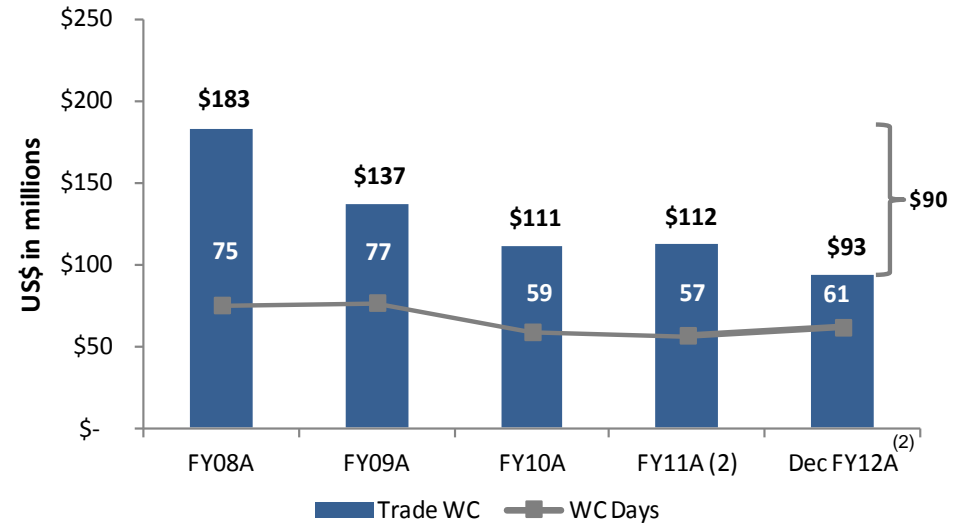
- **Net Sales Continue to Grow**
 - Q2 up \$6.2MM & H1 up \$16.7MM vs. Prior Year
 - New Product Development Center Ramping Up
 - Focused on Healthcare & Specialty Packaging
- **Volumes Improving - Some Macro Headwinds**
 - Food Packaging - Egg Cartons Up
 - Colorite Hose - Continued Growth
 - **Asia – Double Digit Growth**
 - Expanding Healthcare Footprint
 - European volumes mixed
 - Aerosol Packaging Down
 - Pharma Films Up
- **Pricing / Margins Continue To Improve**
- **Resin Costs Moderated in Q2, Still High**
 - North America - Q2 down 5% vs. Q1
 - Q2 costs up 19% vs. Prior / H1 up 22%
 - Average NA costs reached peak in Q1 after 2-1/2 years of persistent resin cost increases
 - Last 6 quarters - \$36MM increased resin costs in NA
- **LTM Adj EBITDA @ \$84.2MM**

Adjusted EBITDA and Working Capital Trend

Adj. EBITDA (\$ million)



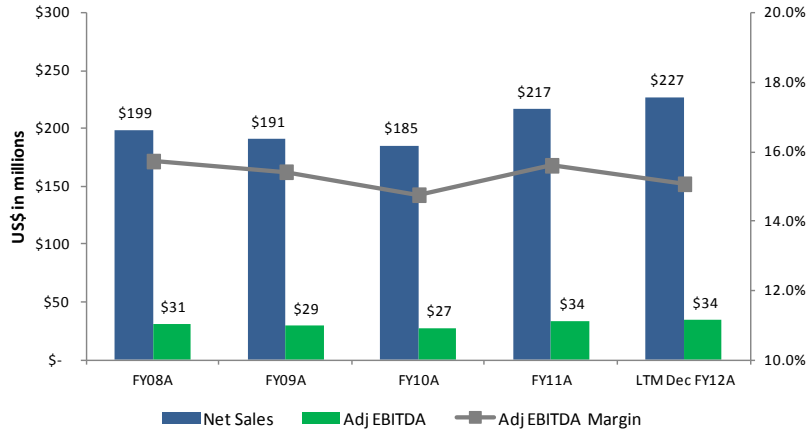
Trade Working Capital⁽¹⁾



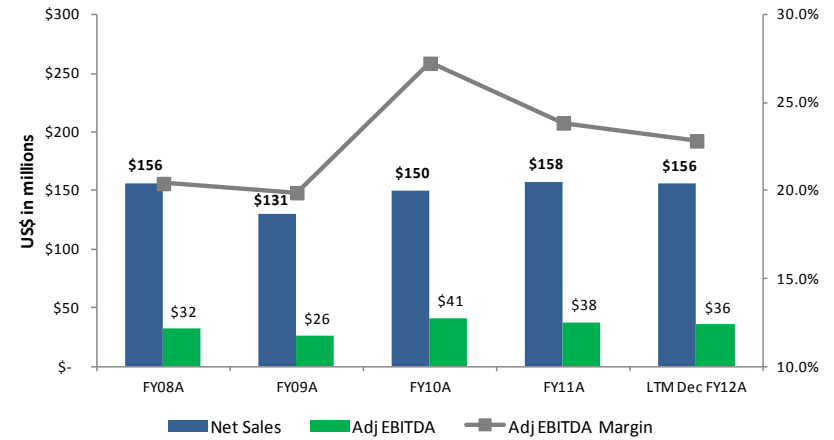
- 1) Trade WC defined as receivables plus inventory less payables. WC Days defined as Trade Working Capital divided by average daily sales.
- 2) Net of European receivables factored of \$6.5MM.

Historical Operating Performance

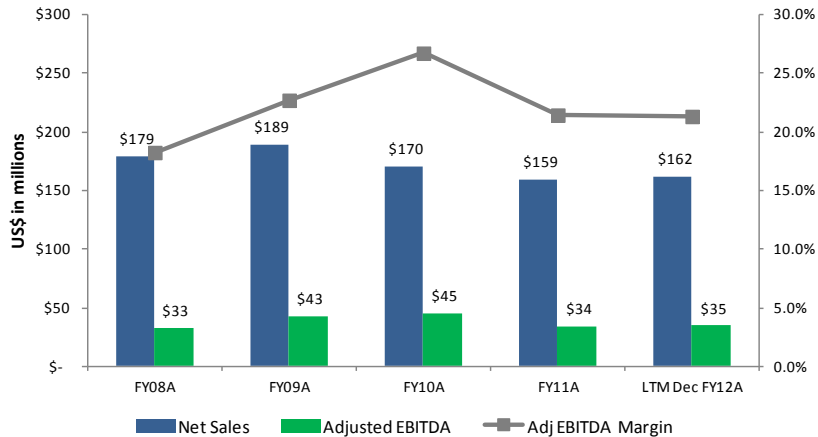
Healthcare⁽¹⁾



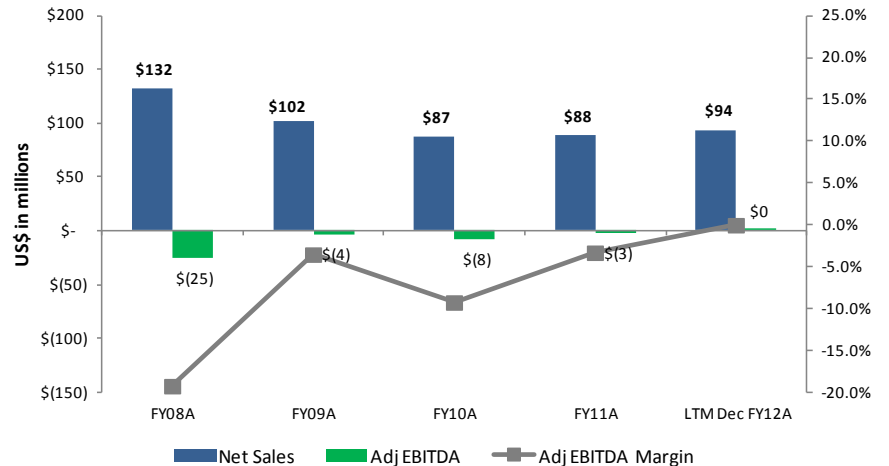
Specialty Packaging⁽¹⁾



Food Packaging⁽¹⁾



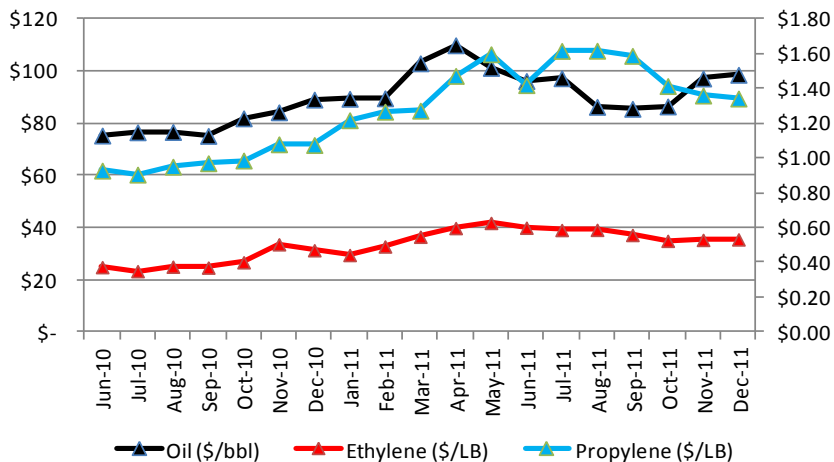
Consumer⁽¹⁾



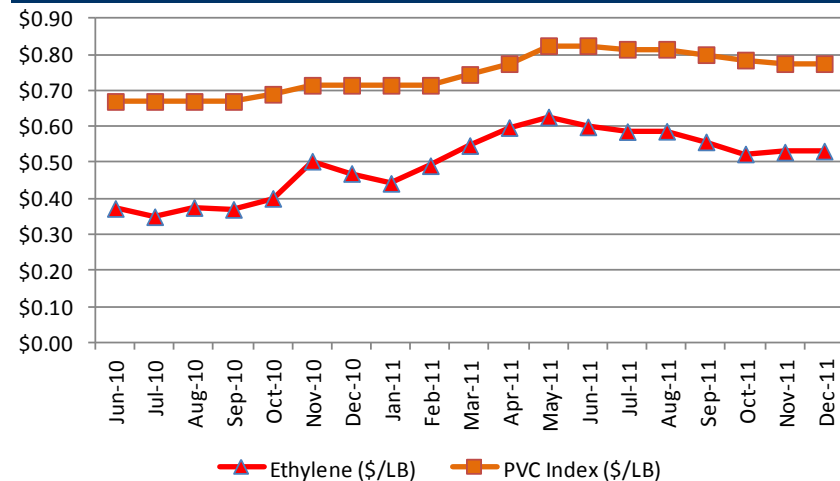
(1) Adj. EBITDA excludes discontinued operations and corporate expenses. FY09 net sales excludes \$2.5MM for the divested PureTech recycling business.

Raw Materials Impact

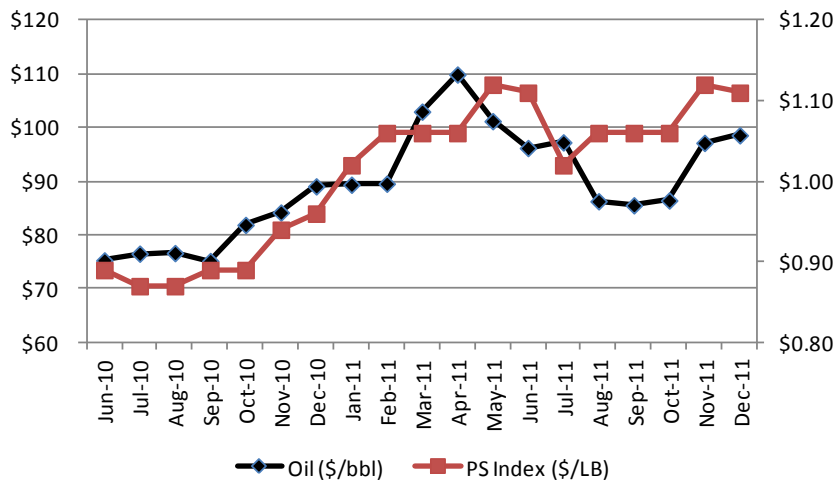
Plasticizers



PVC



Polystyrene



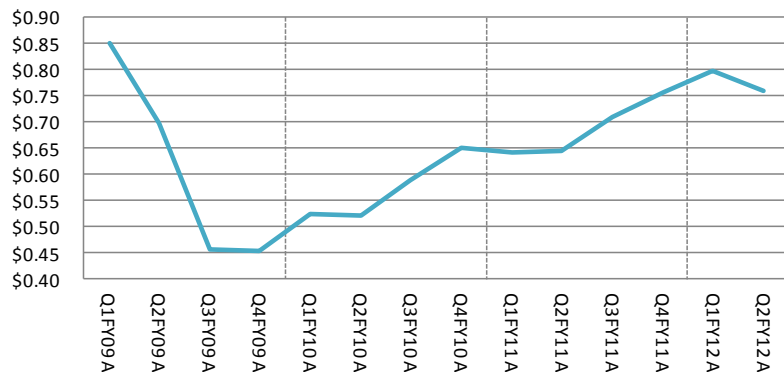
Impact on Material Cost

	<u>U.S. Wgt</u>	
	<u>Avg Cost/Lb</u>	<u>Inc/(Dec)</u>
FY10A	\$ 0.57	
FY11A	\$ 0.69	21%
LTM Dec FY12 A	\$ 0.76	10%

Raw Materials Impact

Shifts in Raw Material Costs '09 -Q2 FY12

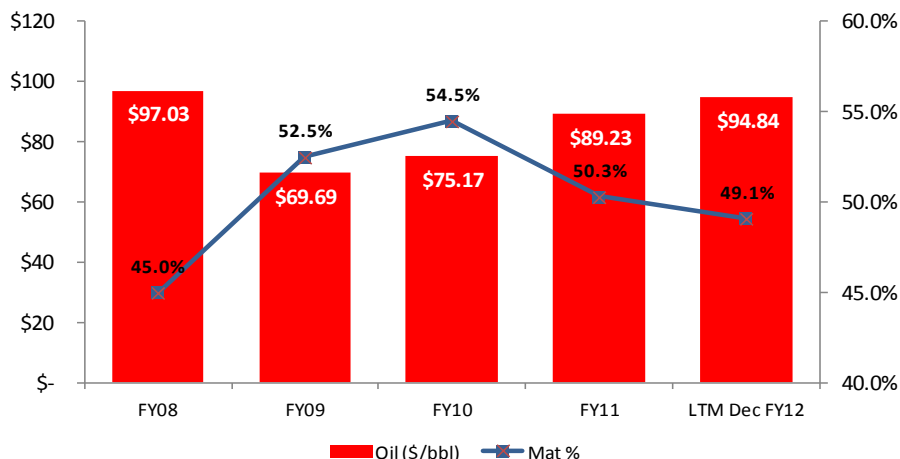
Cost Per Pound Weighted Average



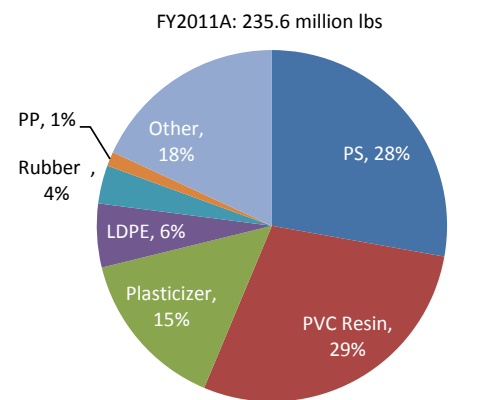
Mitigation Efforts

- Improving Quarterly Margins Despite Volatility
- Price Increases Have Continued
 - Contractual Pass-Through
 - Market Price Changes
 - Spot Pricing Arrangements
- Supply Chain Efforts Continue
 - Fixed Resin Price
 - Pricing Mechanisms = $f(\text{Raw Material } \Delta)$
 - Substitution

Raw Material Margins Pressured in Short-Term



Global Raw Material Mix ⁽¹⁾



(1) Reflects plastics & plastics-related purchases only. Other includes garden hose compound purchased rather than produced internally

Liquidity

Liquidity improved from \$30.7MM in FY10 to \$60.7MM as of Dec FY12.

<i>(\$ in millions)</i>			
Fiscal Year end June	FY10A	FY11A	LTM Dec FY12A
Free Cash Flow			
Adj. EBITDA	\$ 89.9	\$ 84.2	\$ 84.2
Plus / (Less): Cash Interest	(51.7)	(54.4)	(48.1)
Plus / (Less): Cash Capital Expenditures	(20.4)	(21.1)	(17.0)
Plus / (Less): Cash Taxes	(6.2)	(8.7)	(10.2)
Plus / (Less): Change in Working Capital	28.8	(1.2)	9.0
Plus / (Less): Cash Restructuring Expense	(16.0)	(4.3)	(3.8)
Plus / (Less): Bond Call Prem	-	(4.5)	
Free Cash Flow	\$ 24.4	\$ (10.1)	\$ 14.2
Plus / (Less): Business Acquisition	(7.9)	(1.5)	-
Net Proceeds from sale of Ridgefield, NJ asset	-	16.2	16.2
Adjusted Free Cash Flow	\$ 16.5	\$ 4.6	\$ 30.4
Balance Sheet Cash	10.4	10.9	20.9
Availability	20.3	51.6	39.8
Total Liquidity	\$ 30.7	\$ 62.5	\$ 60.7

Notes

- While the FY11 refinancing lowered weighted average borrowing costs by 1% to 8.8%, we experienced higher cash interest of \$2.7MM due to interest incurred over a 30 day bond redemption notice period and a cash bond call premium of \$4.5MM.

Covenants

Met all covenants in FY11 and thru FY12 Q2

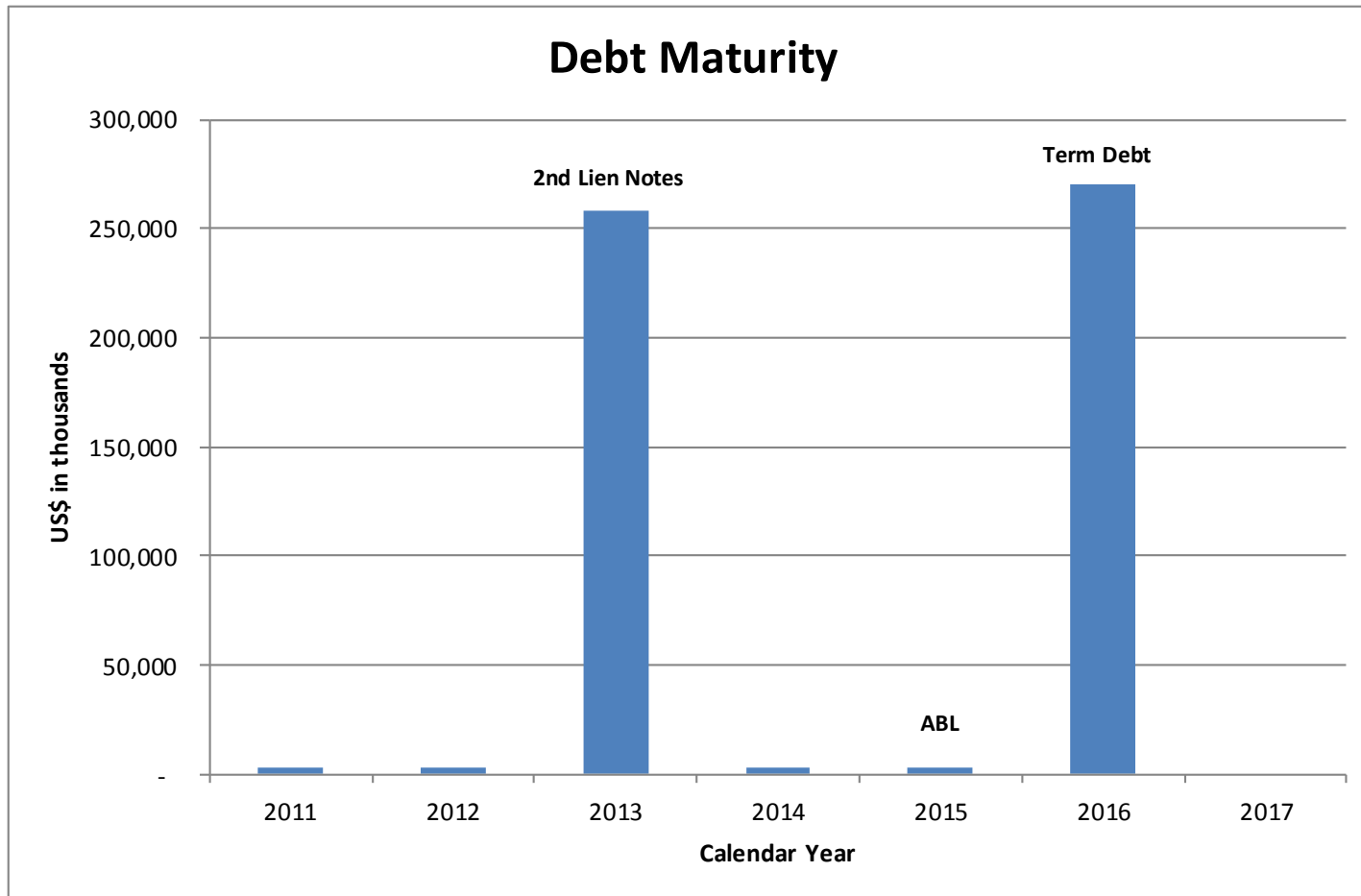
Covenant Cushion US \$ in millions	FY11				FY12	
	Q1 Act	Q2 Act	Q3 Act	Q4 Act	Q1 Act	Q2 Act
LTM Adj EBITDA	\$ 84.7	\$ 75.7	\$ 84.7	\$ 84.2	\$ 80.6	\$ 84.2
Leverage Ratio Covenant	7.50	7.50	7.50	6.75	6.75	6.75
Actual Leverage Ratio	6.41	7.26	6.42	6.40	6.59	6.30
Minimum Adj EBITDA to meet Leverage Ratio Covenant	73.9	73.6	72.5	79.8	78.7	78.5
Adj EBITDA Cushion on Leverage Ratio	10.8	2.2	12.2	4.4	1.9	5.7
Cushion % on ADJ EBITDA	13%	3%	14%	5%	2%	7%
Interest Expense Ratio Covenant	1.40	1.40	1.40	1.60	1.60	1.60
Actual Interest Expense Ratio	1.80	1.58	1.71	1.71	1.65	1.73
Minimum Adj EBITDA to meet Int Exp Ratio Covenant	65.8	67.1	69.3	78.9	77.9	77.7
Adj EBITDA Cushion on Int Exp Ratio Covenant	18.9	8.6	15.4	5.3	2.6	6.5
Cushion % on ADJ EBITDA	22%	11%	18%	6%	3%	8%
Springing Fixed Charge Coverage Ratio Covenant ⁽¹⁾ =(ADJ EBITDA - CapEx) / (Interest + Tax + Principal)	1.00	1.00	1.00	1.00	1.00	1.00

(1) Springing Fixed Charge Coverage Ratio Covenant only triggered if availability is less than \$9MM. During FY11 availability ranged from \$18.9MM to \$51.6MM.

(2) In FY11 Q2 and FY11 Q3, a limit on Adj EBITDA add-backs under our credit documents resulted in \$5.5MM and \$2.6MM, respectively, of charges not being added back to Adj EBITDA.

Debt Maturities

2nd Lien Notes mature in November 2013. Springing maturity on Term Loan/ABL is August 2013.



Questions

Appendix

Adjusted EBITDA reconciliation

<i>US\$ in millions</i>					LTM Sep	LTM Dec
	FY08A	FY09A	FY10A	FY11A	FY12A	FY12A
Net Income/(Loss)	\$ (116.0)	\$ (200.2)	\$ (47.9)	\$ (55.5)	\$ (55.9)	\$ (44.7)
Depreciation & Amortization	29.8	59.6	55.6	56.2	57.0	57.5
Interest	104.6	60.4	62.3	62.4	62.2	60.9
Income Taxes	6.6	(14.9)	(11.4)	3.4	0.7	5.0
Impairment Charges	-	137.9	13.4	-	-	-
Loss on Extinguishment of Debt	-	-	-	10.4	10.4	-
Restructuring and Bank Addbacks	30.9	30.1	17.7	4.8	4.2	4.5
Other	0.1	(0.9)	-	2.4	2.0	1.0
Adjusted EBITDA	\$ 56.0	\$ 72.0	\$ 89.9	\$ 84.2	\$ 80.6	\$ 84.2
Non-Recurring Expense ⁽¹⁾	-	-	(1.8)	1.2		
Normalized Adjusted EBITDA	\$ 56.0	\$ 72.0	\$ 88.1	\$ 85.4	\$ 80.6	\$ 84.2

(1) Non-recurring expense: \$12MM in FY11 relates to plant fire and egg recall and (\$18MM) in FY10 relates to termination of Burlington Health & Welfare plan, professional fees, and non-cash purchase accounting adjustments.

Free Cash Flow reconciliation

<i>US\$ in millions</i>	FY10A	FY11A	LTM Dec FY12A
Free Cash Flow (slide 10)	\$ 24.4	\$ (10.1)	\$ 14.2
Adjustments			
Receivable-based borrowing	-	(6.5)	8.6
Other ⁽¹⁾	(4.6)	(3.5)	(4.1)
Cash Flow from Operations less Capex ⁽²⁾	\$ 19.9	\$ (20.0)	\$ 18.7

Notes

(1) Defined as other assets/liabilities, non-cash items, foreign exchange and other.

(2) Defined as Cash Flow from Operations less Capital Expenditures