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Textainer Group Holdings Ltd.
Investor Presentation
November 2020

Forward Looking Statements



Certain information included in this presentation and other statements or materials published or to be published by the Company are not historical facts but are forward-looking statements relating to such matters as anticipated financial performance, business prospects, technological developments, new and existing products, expectations for market segment and growth, and similar matters. In connection with the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995, the Company provides the following cautionary remarks regarding important factors which, among others, could cause the Company’s actual results and experience to differ materially from the anticipated results or other expectations expressed in the Company’s forward-looking statements. The risks and uncertainties that may affect the operations, performance, development, results of the Company’s business, and the other matters referred to above include, but are not limited to: (i) changes in the business environment in which the Company operates, including global GDP changes, the level of international trade, inflation and interest rates; (ii) changes in taxes, governmental laws, and regulations; (iii) competitive product and pricing activity; (iv) difficulties of managing growth profitably; and (v) the loss of one or more members of the Company’s management team.

As required by SEC rules, we have provided a reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable GAAP measures in materials on our website at www.textainer.com.



Company Overview

Company Background



- Textainer has operated since 1979 and is one of the world's largest lessor of intermodal containers with a container fleet of 3.6 million TEU
- Textainer leases containers to over 250 customers, including all of the world's leading international shipping lines
- Textainer is also one of the largest sellers of new and used containers with annual sales in excess of 140,000 units
- Textainer manages a diversified container fleet that consists of standard dry freight, dry freight specials, tanks, and refrigerated intermodal containers, mirroring the composition of the worldwide fleet



Overview

- Headquartered in Bermuda
- Scalable network of 14 offices and over 500 depots
- Workforce of over 160 employees
- Publicly traded in both the New York (Ticker "TGH") and Johannesburg (Ticker "TXT") stock exchanges

Summary performance

- Last twelve-month ("LTM") lease rental income of \$591 million
- LTM Adjusted Net Income¹ of \$57 million
- LTM Adjusted EBITDA¹ of \$453 million
- Average fleet age of 5.1 years (NBV weighted)

Note: TEU refers to Twenty-Foot Equivalent Unit, a unit of measurement based on the length of a container relative to a standard 20' dry freight container. CEU refers to a Cost Equivalent Unit, a unit of measurement based on the approximate cost of a container relative to the cost of a standard 20' dry freight container

(1) Adjustments include items such as unrealized gains/losses on derivative instruments. See reconciliation in Appendix

Textainer Advantages

Fleet size

- Our large fleet size is a competitive advantage, particularly in light of recent supplier and customer consolidation
- A large fleet size affords us meaningful economies of scale with one of the industry's lowest cost structure
- Our size allows us to hold sufficient idle inventory around the world to immediately meet any urgent demand requirements from our customers
- We carry insurance to protect against losses in the event of a customer default

Infrastructure

- Experienced management team providing best-in-class service to our business partners
- Over 40yrs of know-how to procure, inspect, market, repair, and resell containers, maximizing returns over the container's entire economic life-cycle
- Highly scalable and efficient IT infrastructure
- Expansive global footprint to service customers in all demand locations

Diversified revenue

- Equipment type diversification provides exposure to industries with decoupled economic cycles
- Our dedicated international resale team is a leader in the field as one of the largest sellers of containers in the world, focused on maximizing resale proceeds
- We also purchase and resell containers from shipping lines, container traders and other sellers
- We manage containers on behalf of 3rd party owners, earning a steady stream of low-risk fee income using our existing platform

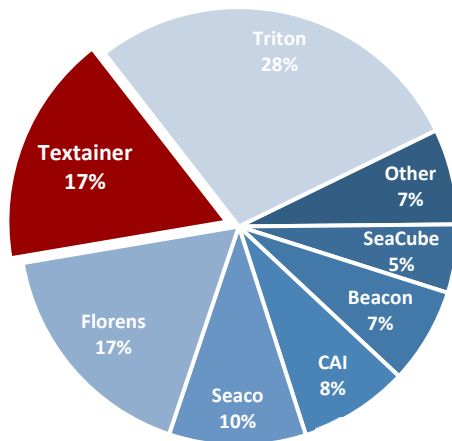
Capital structure

- We maintain low-cost debt financing from diversified funding sources and with staggered maturities
- Most of our debt is fixed-rate, helping mitigate interest rate risk
- Active share buyback program to improve shareholder value

Textainer Fleet Overview

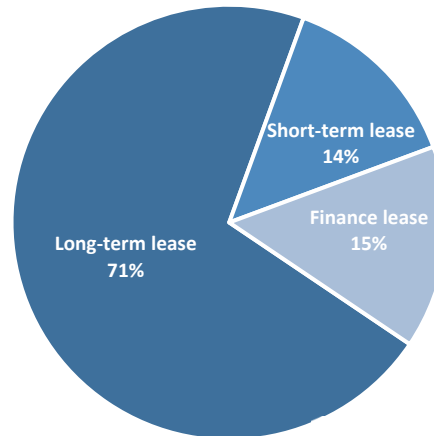


Fleet size¹ (TEU)



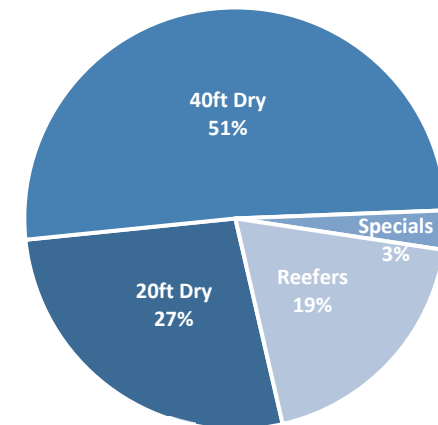
One of the largest lessors in the world, we generate stable cash-flows from a mix of 86% long-term leases

Lease portfolio (TEU)

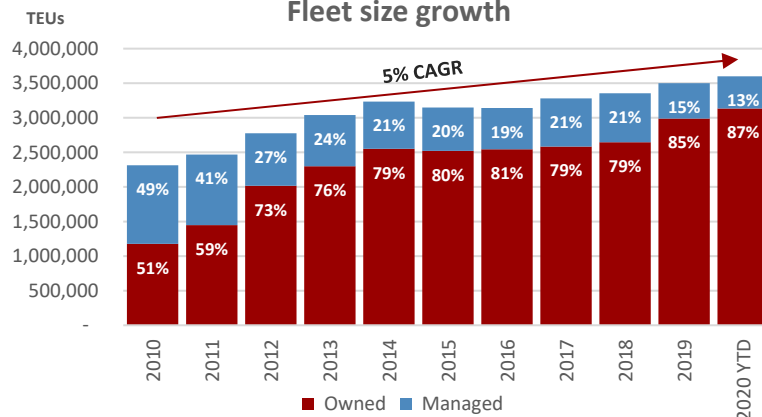


We manage 13% of our fleet for 3rd party owners; providing additional, low-risk fee revenue, and future fleet purchase opportunities

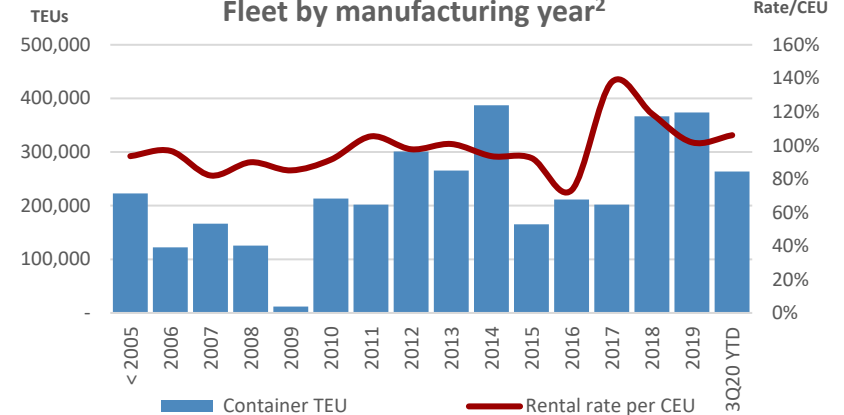
Equipment types (CEU)



Fleet size growth



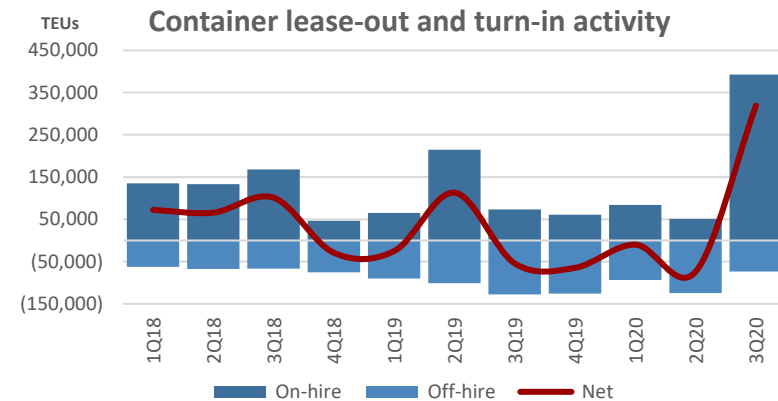
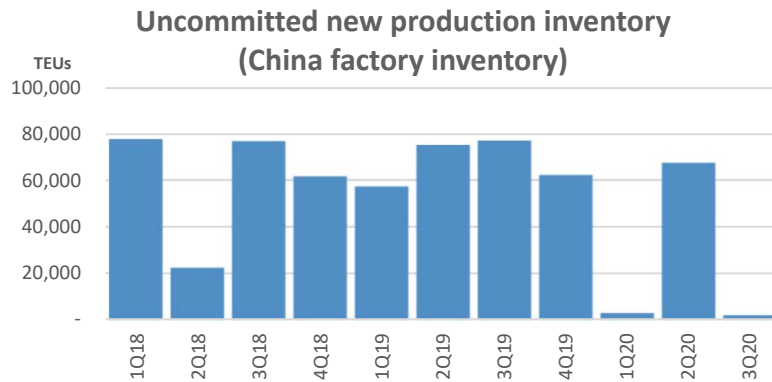
Fleet by manufacturing year²



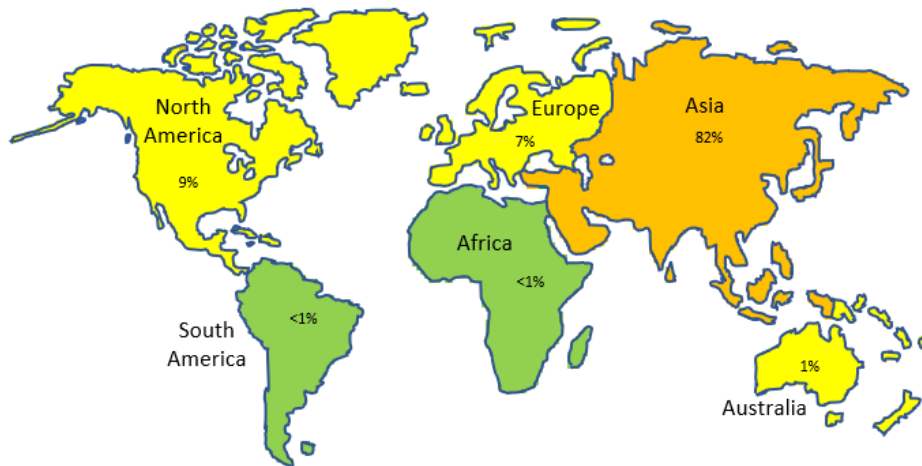
- 1) Peer fleet size data sourced from Harrison Consulting and public filings
- 2) Rental rate per CEU calculated of operating long-term leases and is indexed to the fleetwide average

Textainer Container Inventory

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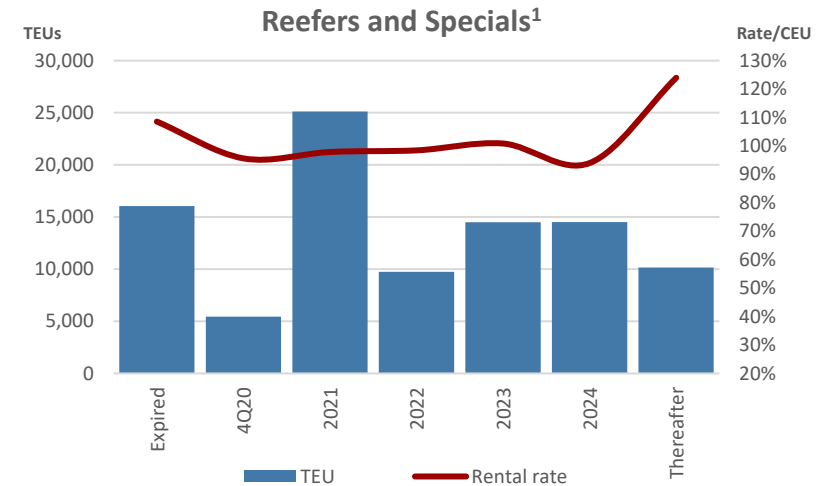
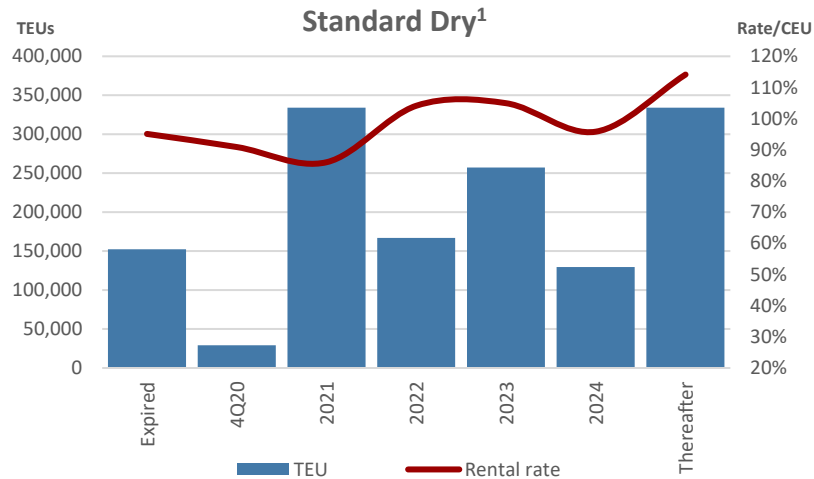
Available depot inventory (non-factory inventory)



**Optimized inventory
supply to meet the
immediate needs of our
customers**

**Low inventory mostly
limited to strategically
well positioned 20' Dry
containers (95% of
which are in Asia)**

Textainer Lease Expiration



Operating leases have an average remaining lease term of 2.8 years (NBV weighted, excluding master, life-cycle and finance leases)

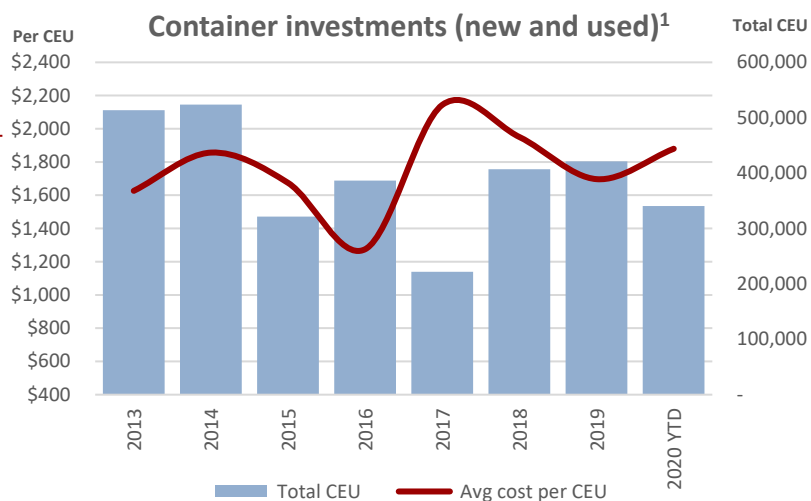
Operating long-term leases expiring in 2021 represent 12% of current lease rental income

Customers generally have a 6- to 12-month build-down period to return containers upon lease expiry

Note: Lease expiry data includes only our long-term operating leases. It excludes short-term (master and spot leases), finance leases, and sales-aged equipment

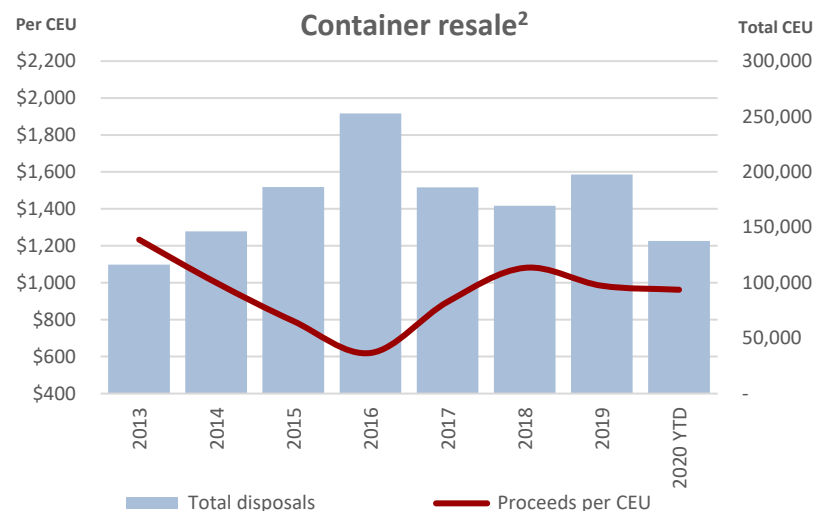
1) Consists only of our operating long-term leases. The average rental rate per CEU is indexed to the fleetwide average

Textainer Capex and Resale



- Container investments of \$610M 3Q20 YTD
- We remain focused on capex with double-digit returns and accretive to our financial performance
- Container prices trending up, driven by the recent surge in demand and limited supply

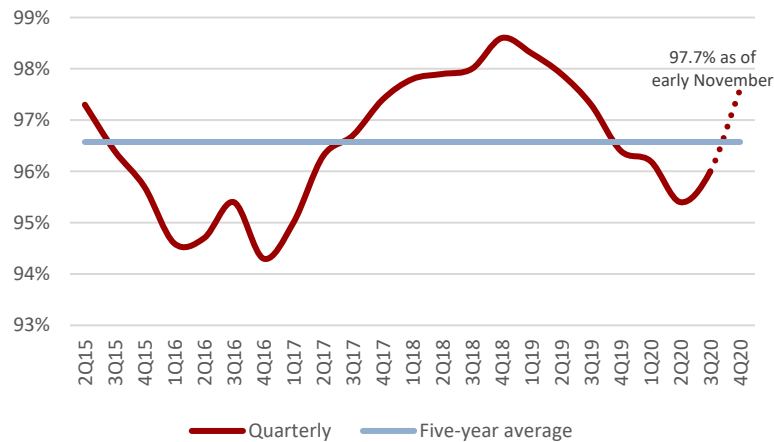
Resale proceeds represent over 50% of the container acquisition cost (five-year average)



- 1) Total container purchases for both the owned and managed fleet, based on date added to the fleet (delivery date). Does not reflect fleet ownership changes between owned and managed
- 2) Resale of off-hired operating containers (i.e. held for sale depot containers). Does not include container trading activity (i.e. sale of new or old containers acquired exclusively for immediate resale). The average proceeds per CEU reflect total proceeds received

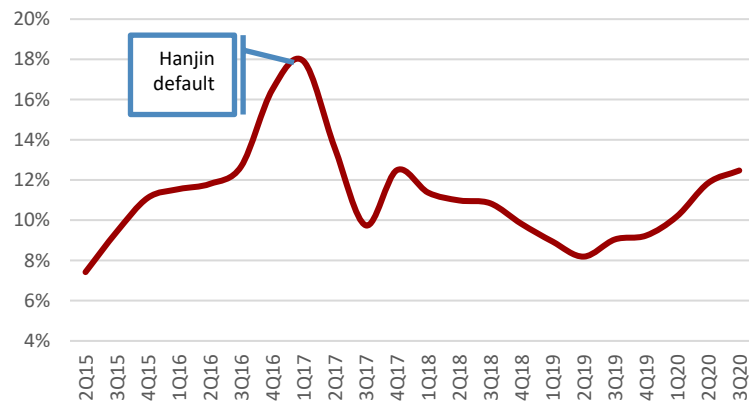
Textainer Cost Management

Average fleet utilization

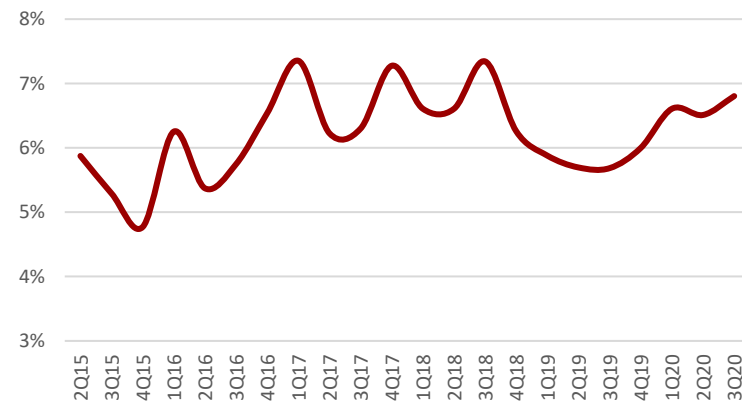


- Strong fleet utilization, with adequate levels of depot inventory to service all customer requirements. Utilization currently at 97.7%
- Our economies of scale and cost control initiatives have resulted in low normalized operating costs

Direct container costs as % of rental income



SG&A as % of total revenues¹

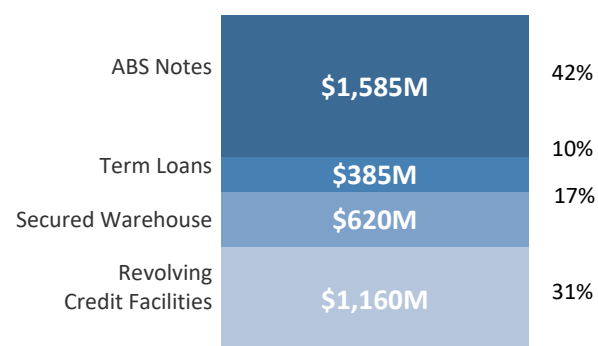


1) Total revenues consist of lease rental income, gain on sale, trading container margin, and management fee income

Textainer Debt Financing

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Outstanding borrowings by source

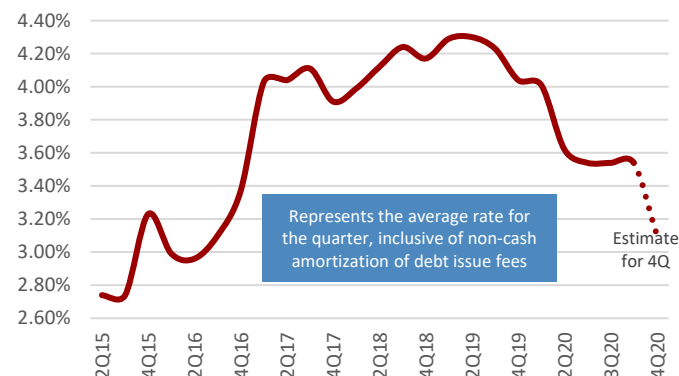


\$3,750M

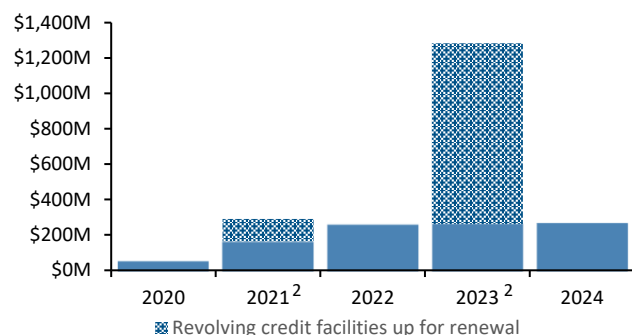
Effective interest rate (inclusive of non-cash amortization) lowered to 3.1% after our 3Q20 ABS issuances/refinancing

Properly hedged debt from diversified sources and with staggered maturities

Avg. effective interest rate per quarter



Future debt repayments¹



Floating vs. Fixed rate debt	% of Total	Remaining term (months)	Spot rate at period end
Fixed rate debt	53%	55	3.04%
Hedged floating rate debt (swaps)	36%	30	3.12%
Total fixed rate and hedged debt	88%	45	3.06%
Unhedged floating rate debt	12%		1.71%
Total debt	100%		2.90%
Non-cash amortization of debt issue fees			0.20%
Effective interest rate (all-in)			3.10%

- 1) Reflects contractual amortization of our notes, estimated repayments to maintain the maximum loan-to-value in our revolving facilities (based on the current existing fleet absent any future capex), and the contractual maturity of our existing revolving facilities (assuming no refinance/renewal)
- 2) Includes revolving credit facility debt maturing on 4Q21 and 3Q23 which will be renewed and extended prior to maturity

Company Footprint

- Textainer operates through a network of 14 offices and 500 depots covering all time zones and major trading centers over the world. Our four regional offices form the backbone of our worldwide leasing, resale, and operations activities.



Container Life Cycle Management

Initial Lease



- Lease term generally five to seven years
- We place a significant focus on the off-hire provisions

**45% of total
expected returns**

Mid-Life



- Lease renewal or re-lease to different customers
- May be re-leased several times over useful life
- We leverage our global infrastructure and operational expertise

**30% of total
expected returns**

Disposition



- Sale generally for static storage or one-way cargo
- Resale market enjoys a different customer base
- Container residual values generally ~50% of current asset cost

**25% of total
expected returns**

- With over 40 years of experience, Textainer maximizes returns throughout the entire container life cycle

Note: Expected returns are based on discounted estimated cash inflows of a container over its container useful life. Actual cash flows may vary from estimates

Management Team



Olivier Ghesquiere

President & Chief Executive Officer

25 years of international asset management experience including work at Ermewa Group as Chief Operating Officer and CEO, Eurotainer as Managing Director and Chairman, and Brambles Group under various management positions.

- *Joined in 2016*



Michael Chan

Executive VP & Chief Financial Officer

30 years of accounting and finance and 24 of international asset management experience including work at Ygrene Energy Fund as CFO, Cronos Container Group as Sr. Director of Treasury, Chartres Lodging Group as CFO, and Price Waterhouse Coopers as audit manager.

- *Joined 1994 to 2006 and in 2017*

Philippe Wendling
Senior VP, Marketing

15 years of transportation leasing and marketing experience
Joined in 2019

Vincent Mak
Regional VP, Asia

43 years of intermodal and shipping industry experience
Joined in 1996

Michael Samsel
Regional VP, EMEA

28 years of container leasing marketing experience
Joined in 1998

John Simmons
Regional VP, Americas

30 years of intermodal industry experience
Joined in 2011

Alvin Chong
Global VP, Resale

25 years of resale and 30 years of intermodal industry experience
Joined in 1995

Gregory Coan
Senior VP, CIO

34 years of Information Technology and 27 years of intermodal industry experience
Joined in 1992

Daniel Cohen
VP, General Counsel

23 years of corporate, finance, and securities legal experience with international law firms and in-house
Joined in 2011

Jack Figueira
VP, Ops and Procurement

35 years of intermodal and shipping industry experience
Joined in 1990

Giancarlo Gennaro
VP, Finance

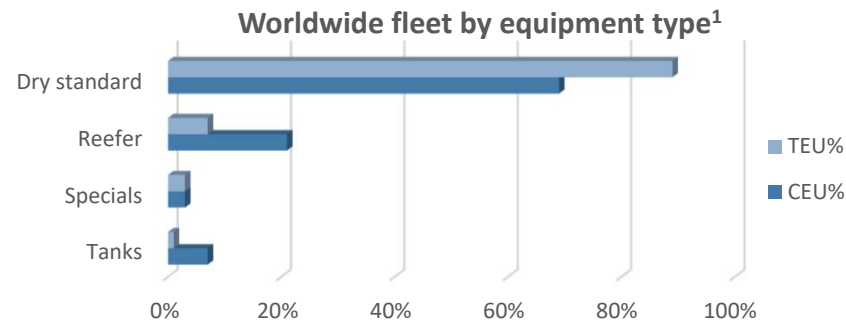
16 years of accounting and finance and 8 years of intermodal industry experience
Joined in 2017



Industry Overview

Container Types

- Containers are large steel boxes built to International Standardization Organization (“ISO”) norms and used for intermodal freight transportation. They are divided into four main categories



Dry standard

Fitted with steel roof, end and side panels, wooden floors and steel doors.

Used to carry a wide range of semi-finished and finished manufactured goods, raw materials and agricultural produce



Refrigerated (“Reefer”)

Steel cladding fitted with insulation and an externally mounted temperature-control unit to control internal temperature.

Used to carry frozen and temperature-sensitive goods such as meat, fish, fruit and vegetables



Specials

Similar to Dry standard, but designed specifically for the transportation of non-conforming cargoes.

Used to carry non-standard items such as sheet glass, large machinery, and vehicles



Tanks

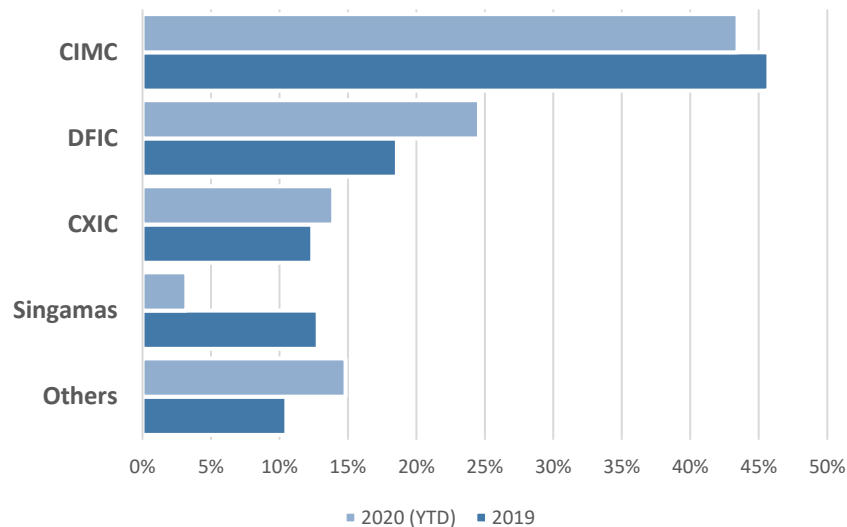
Stainless steel cylinder set within an ISO steel frame.

Used mostly to carry industrial chemicals in liquid form and potable liquids such as fruit juices and wines

1) Source: Harrison Consulting

Container Production

Container TEU production by manufacturer¹



After recent consolidation in 2019, CIMC and DFIC have emerged as the dominant suppliers in terms of production capacity and market share

- Containers are manufactured in China, a highly desirable on-hire location for our customers
- Lead times can be as short as 3 weeks (though occasionally longer during high-demand periods), allowing near “just-in-time” ordering, quickly adjusting to changes in market demand and reducing inventory risk
- Leased containers have a long economic life of 15+ years and little technological obsolescence
- At the end of their economic life, containers are sold on a secondary market to a different customer base for other uses such as static storage or one-way cargo moves

Note: During August 2019, Singamas (a subsidiary of PIL) sold three of its manufacturing facilities to DFIC (a subsidiary of COSCO)

1) Figures based on management estimates using industry sources

Container Leasing

Leasing customers are primarily shipping lines which generally lease a large portion of their container fleet

Given recent consolidation, the top 10 shipping lines represent +80% market share

Benefits to lessees

Flexibility to on-hire / off-hire¹ containers to optimize capacity to meet fluctuating demand requirements

Flexibility to on-hire / off-hire¹ containers at locations around the globe to alleviate trade imbalances

Conserves capital for significant cash requirements such as vessels, terminals, and fuel costs

Provides an alternate source of financing in a capital intensive business

Benefits to lessors

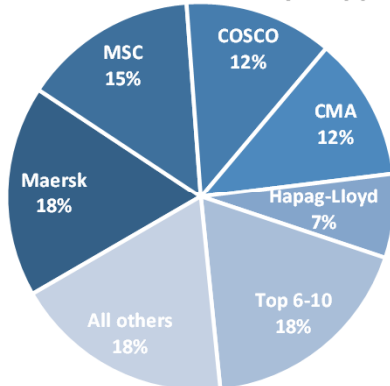
Leases are non-cancellable, with terms typically ranging 5-7yrs (initial lease) and 1-3yrs (renewals)

Long-term nature of leases offers stable and predictable cash flows with protection during economic down cycles

Leases are "triple-net" requiring the lessee to pay for all repairs in excess of normal wear and tear

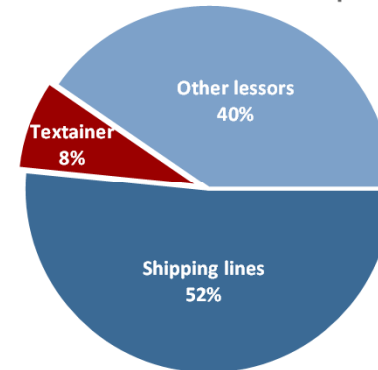
Lessees are incentivized to renew expiring leases to avoid repair costs and the logistical cost of the return

Container vessels slots by shipping line²



Worldwide total slots: 23M TEU

Container fleet ownership²

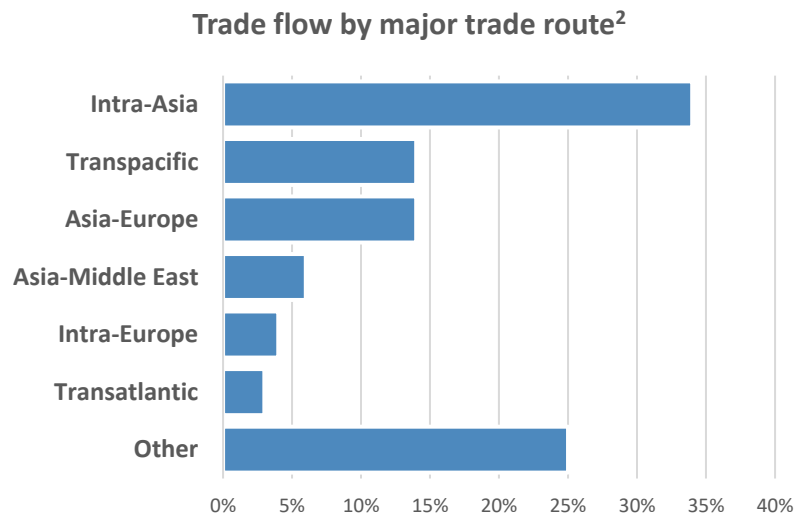
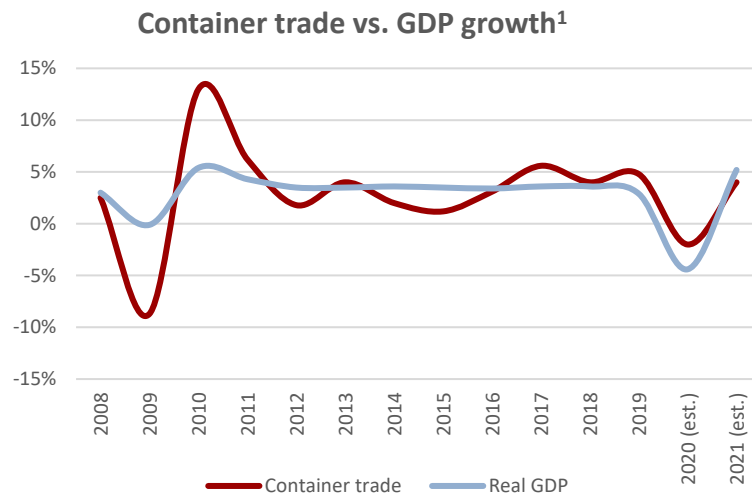


Worldwide total containers: 44M TEU

23M TEU vessel slots serviced by 44M TEU containers

1) Containers can only be off-hired at the termination of the contractual lease term and are subject to provisions that limit the amount and location of returning containers
2) Source: Harrison Consulting

World Container Trade

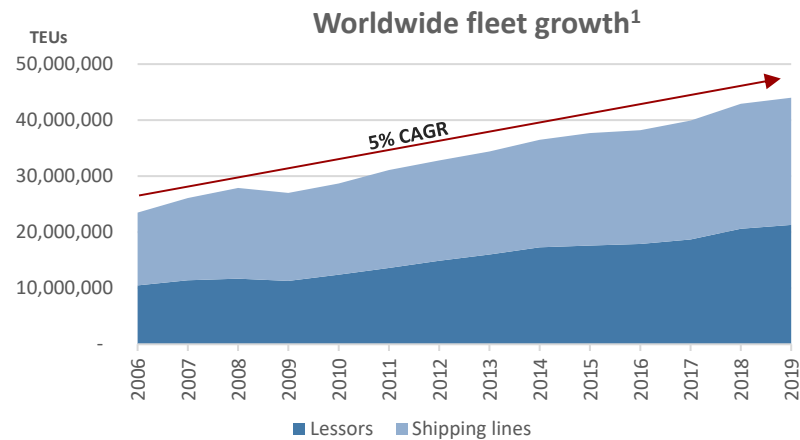
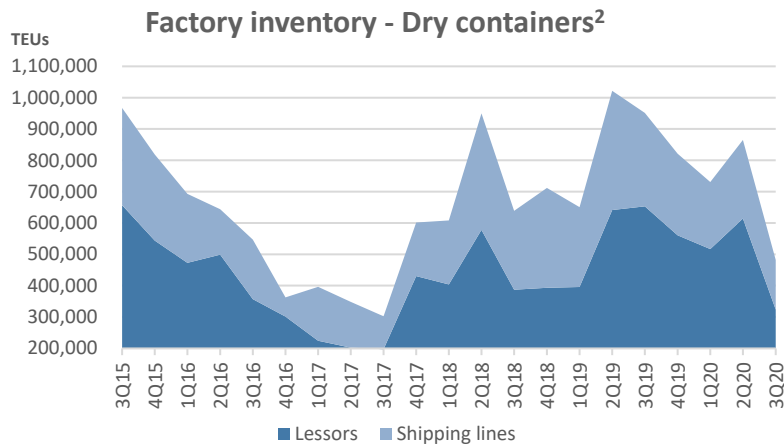
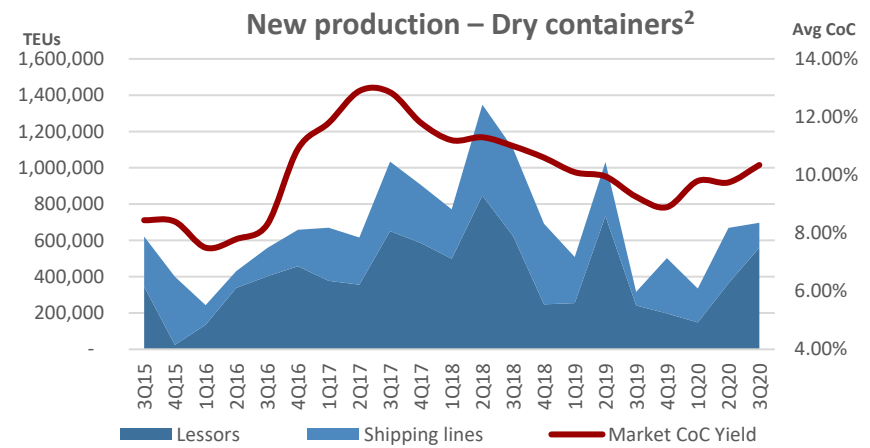
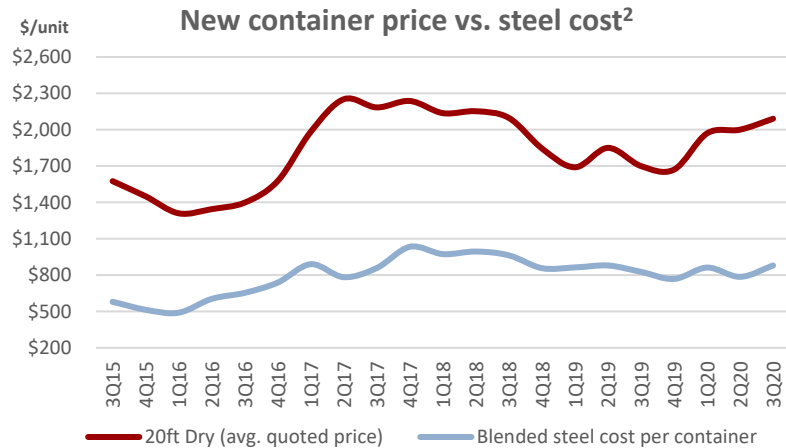


- Container demand is inherently tied to trade. Growth of the container fleet is normally expected to be in line with global GDP growth
- At the end of their economic life, containers are sold on a secondary market to a different customer base for other uses such as static storage or one-way cargo moves
- Quarantine measures in 1H 2020 caused a temporary decline in trade volumes, however, containerized trade surged during 2H 2020 as consumer spending shifted from travel and services into merchandise

1) Source: GDP figures published by the IMF. Container trade figures are based on management estimates using various industry sources

2) Source: Harrison Consulting

Historical Container Market Data



- 1) Source: Harrison Consulting
- 2) Source: figures based on management estimates using industry sources



Quarterly Earnings

Overview of Quarterly Financial Results

3Q20 and % change from 2Q20

Lease rental income	\$149M (3%)
Income from operations	\$54M (10%)
Net income	\$17M (7%)
Adjusted net income¹	\$22M (46%)
Adjusted EBITDA¹	\$119M (8%)

Quarter Highlights

- Significant improvement in performance and outlook. Improved lease rental income, EBITDA and net income, primarily due to fleet growth and higher utilization
- Leased out over 390,000 TEU of factory and depot containers. The full benefit to rental income will be seen in 4Q20
- Utilization increased due to surge in container demand, averaging 96.0% for the quarter and currently at 97.7%
- Issued nearly \$1.3 billion of fixed-rate asset backed notes, lowering our effective interest rate to 3.1% (inclusive of non-cash amortization)
- Container deliveries of \$420M, for a total of \$610M through the first nine months of 2020 – virtually all are currently on lease
- Repurchased 2.4M shares at an average price of \$11.61 per share. Remaining authority of \$35M as at the end of 3Q20
- Strong balance sheet with stable cash balance of \$234M and ample availability in our debt facilities

(1) Adjustments include items such as unrealized gains/losses on derivative instruments. See reconciliation in Appendix

Current Market Environment and Outlook

Favorable lease-out market

- Surge in container demand due to a prolonged increase in trade volumes, notably from Asia into Europe and North America
- Surge in trade and ensuing supply-chain inefficiencies (favorable to lessors) have combined to create container shortages in Asia
- Lease-out terms are increasingly favorable, with improved lease rates, longer tenors, and focused returns in Asia

Increasing container prices

- New container prices at \$2600/CEU for orders placed today, compared to \$2100/CEU in August
- Pricing increase driven by high demand and production discipline by manufacturers
- Resale prices improving in line with higher new container prices and increased demand
- Limited factory and depot inventory

Strong customer performance

- Shipping lines reporting strong financial results and a favorable 2020 outlook driven by record freight rates, improving volumes, and lower operating costs
- Improved profitability has translated into strong payment performance and has allowed carriers to shore up their balance sheets
- Shipping lines expected to continue to favor leasing over container ownership. In 2020, lessors will account for two-thirds of container production



Favorable market conditions are expected to continue through Lunar New Years. Less visibility afterwards due to the uncertain impact of a COVID resurgence in 2021

Limited concerns of a potential over-supply in 2021 due to the current container shortages and the limited production levels in 2019 and 1H 2020

We expect continued improvement to our utilization, revenues and profitability in 4Q 2020

Summary Financial and Business Highlights

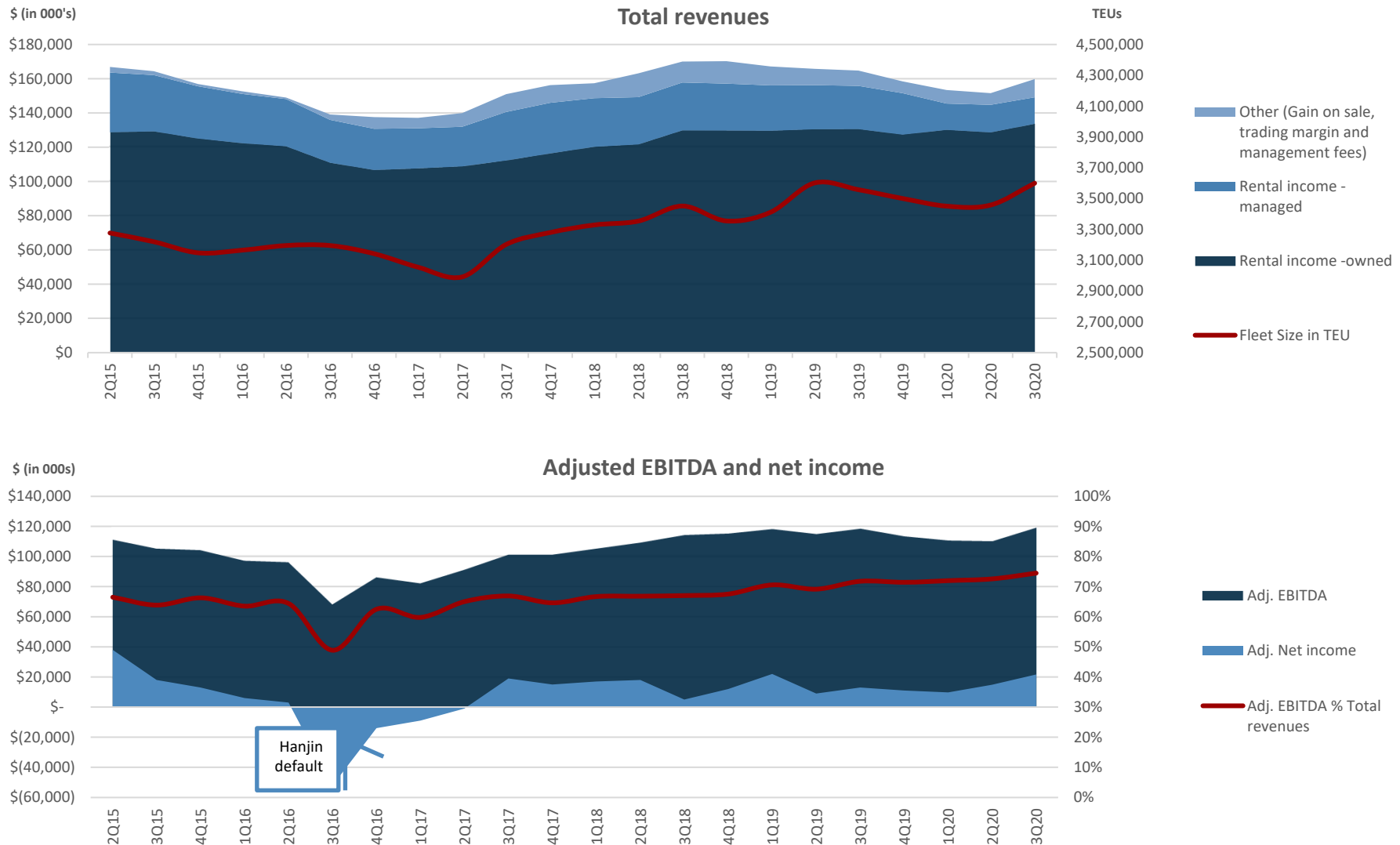
(\$ in 000s, excluding per share amounts)

	QTD vs. prior quarter				QTD vs. prior year			
	3Q 2020	2Q 2020	Change		3Q 2020	3Q 2019	Change	
Lease rental income	\$149,130	\$144,774	\$4,356	3%	\$149,130	\$155,848	-\$6,718	-4%
Gains on sale and Trading margin ²	\$8,910	\$6,211	\$2,699	44%	\$8,910	\$7,292	\$1,618	22%
Income from operations	\$54,109	\$49,265	\$4,844	10%	\$54,109	\$53,487	\$622	1%
Net income to Textainer shareholders	\$16,952	\$15,989	\$963	6%	\$16,952	\$10,578	\$6,374	60%
per diluted share	\$0.32	\$0.30	\$0.02	10%	\$0.32	\$0.18	\$0.14	78%
Adjusted net income	\$21,634	\$14,794	\$6,840	46%	\$21,634	\$12,950	\$8,684	67%
per diluted share	\$0.41	\$0.28	\$0.13	46%	\$0.41	\$0.22	\$0.19	86%
Adjusted EBITDA	\$118,960	\$109,977	\$8,983	8%	\$118,960	\$118,254	\$706	0%
Cash, including restricted cash	\$233,878	\$280,977	-\$47,099	-17%	\$233,878	\$267,474	-\$33,596	-13%
Total "lease" container fleet ³	\$4,997,109	\$4,681,643	\$315,466	7%	\$4,997,109	\$4,645,256	\$351,853	8%
Total "resale" container fleet ⁴	\$46,747	\$59,562	-\$12,815	-22%	\$46,747	\$54,001	-\$7,254	-13%
Debt, net of deferred financing costs	\$3,721,289	\$3,647,993	\$73,296	2%	\$3,721,289	\$3,748,358	-\$27,069	-1%
Total equity	\$1,248,734	\$1,256,312	-\$7,578	-1%	\$1,248,734	\$1,261,338	-\$12,604	-1%
Average fleet utilization	96.0%	95.4%	0.6%	1%	96.0%	97.3%	-1.3%	-1%
Total fleet size at end of period (TEU)	3,599,889	3,458,080	141,809	4%	3,599,889	3,557,466	42,423	1%
Container capex ¹	\$420,000	\$190,000			\$420,000	\$710,000		
Shares repurchased	2,376,222	1,633,794			2,376,222	240,789		

- 1) Based on date added to the fleet (delivery date). Consists of all container purchases for both the owned and managed fleet. Does not reflect fleet moves between owned and managed
- 2) Combined total of Gain on sale of owned fleet containers, net, and Trading container margin

- 3) Combined total of Containers, net, Net investment in finance leases, and Container leaseback financing receivable
- 4) Combined total of Trading containers and Containers held for sale

Financial Performance Trends



Conclusion

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- Significantly improved financial performance and outlook, with improved revenues, EBITDA, and profits. Record lease-outs of 390KTEU in 3Q20 will secure long-term benefits and provide earnings momentum into the 4Q20
- Favorable market environment expected to continue through Lunar New Years, driven by improved containerized trade volumes and container shortages. Subsequent outlook uncertain due to unpredictable nature of a potential COVID resurgence
- Improved profitability of our customers, expected to continue in 4Q20, has translated into strong payment performance
- Issued \$1.3B of ABS in 3Q to lower our overall borrowing costs and create capacity for future capex
- Continued commitment to a balanced capital allocation, with \$610M of capex and \$56M of share buybacks since the beginning of the year
- Strong balance sheet with \$234M in cash and ample available borrowing capacity in our facilities
- We remain focused on improving profitability and maintaining a strong balance sheet to better serve our customers and take advantage of future opportunities





Appendix

Reconciliation of GAAP to Non-GAAP Items



	Three Months Ended,			Nine Months Ended	
	September 30,	June 30,	September 30,	September 30,	September 30, 2019
	(Dollars in thousands)			(Dollars in thousands)	
	(Unaudited)			(Unaudited)	
Reconciliation of adjusted net income:					
Net income attributable to Textainer common shareholders	\$ 16,952	\$ 15,989	\$ 10,578	\$ 28,562	\$ 27,942
Adjustments:					
Write-off of unamortized deferred debt issuance costs and bond discounts	8,628	—	—	8,750	—
Unrealized (gain) loss on derivative instruments, net	(4,161)	(1,342)	2,478	9,434	18,315
Gain on insurance recovery and legal settlement	—	—	—	—	(841)
Impact of reconciling items on income tax (benefit) expense	(42)	13	(27)	(179)	(173)
Impact of reconciling items attributable to noncontrolling interest	257	134	(79)	(437)	(845)
Adjusted net income	\$ 21,634	\$ 14,794	\$ 12,950	\$ 46,130	\$ 44,398
Adjusted net income per diluted common share	\$ 0.41	\$ 0.28	\$ 0.22	\$ 0.85	\$ 0.77
Reconciliation of adjusted EBITDA:					
Net income attributable to Textainer common shareholders	\$ 16,952	\$ 15,989	\$ 10,578	\$ 28,562	\$ 27,942
Adjustments:					
Interest income	(23)	(56)	(680)	(479)	(2,047)
Interest expense	29,123	30,022	39,970	95,257	115,699
Write-off of unamortized deferred debt issuance costs and bond discounts	8,628	—	—	8,750	—
Realized loss (gain) on derivative instruments, net	4,107	3,267	(170)	8,900	(2,709)
Unrealized (gain) loss on derivative instruments, net	(4,161)	(1,342)	2,478	9,434	18,315
Gain on insurance recovery and legal settlement	—	—	—	—	(841)
Income tax (benefit) expense	(152)	1,074	1,318	89	1,470
Net income (loss) attributable to the noncontrolling interest	494	308	(17)	73	(575)
Depreciation expense	65,374	63,848	67,644	196,056	194,243
Container write-off (recovery) from lessee default, net	33	(1,557)	(576)	(1,525)	7,154
Amortization expense	645	557	481	1,766	1,576
Impact of reconciling items attributable to noncontrolling interest	(2,060)	(2,133)	(2,772)	(7,507)	(9,099)
Adjusted EBITDA	\$ 118,960	\$ 109,977	\$ 118,254	\$ 339,376	\$ 351,128



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