



Momentive Performance Materials Inc.

Third Quarter 2012 Earnings Conference Call

November 13, 2012

Forward-Looking Statements

Momentive Performance Materials Inc. (MPM)

Certain statements in this presentation are forward-looking statements within the meaning of and made pursuant to the safe harbor provisions of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. In addition, our management may from time to time make oral forward-looking statements. All statements, other than statements of historical facts, are forward-looking statements. Forward-looking statements may be identified by the words “believe,” “expect,” “anticipate,” “project,” “plan,” “estimate,” “may,” “will,” “could,” “should,” “seek” or “intend” and similar expressions. Forward-looking statements reflect our current expectations and assumptions regarding our business, the economy and other future events and conditions and are based on currently available financial, economic and competitive data and our current business plans. Actual results could vary materially depending on risks and uncertainties that may affect our operations, markets, services, prices and other factors as discussed in the Risk Factors section of our most recent Annual Report on Form 10-K and our other filings with the Securities and Exchange Commission (the “SEC”). While we believe our assumptions are reasonable, we caution you against relying on any forward-looking statements as it is very difficult to predict the impact of known factors, and it is impossible for us to anticipate all factors that could affect our actual results. Important factors that could cause actual results to differ materially from those in the forward-looking statements include, but are not limited to, a weakening of global economic and financial conditions, interruptions in the supply of or increased cost of raw materials, changes in governmental regulations and related compliance and litigation costs, difficulties with the realization of cost savings in connection with our strategic initiatives, including transactions with our affiliate, Momentive Specialty Chemicals Inc., pricing actions by our competitors that could affect our operating margins, the impact of our substantial indebtedness, our failure to comply with financial covenants under our credit facilities or other debt, and the other factors listed in the Risk Factors section of our most recent Annual Report on Form 10-K and in our other SEC filings. For a more detailed discussion of these and other risk factors, see the Risk Factors section in our most recent Annual Report on Form 10-K and our other filings made with the SEC. All forward-looking statements are expressly qualified in their entirety by this cautionary notice. The forward-looking statements made by us speak only as of the date on which they are made. Factors or events that could cause our actual results to differ may emerge from time to time. We undertake no obligation to publicly update or revise any forward-looking statement as a result of new information, future events or otherwise, except as otherwise required by law.

This presentation contains non-GAAP financial information. Reconciliation to GAAP is included at the end of the presentation.

Momentive Performance Materials Inc. (MPM)

Overview of Third Quarter 2012 Results

Craig O. Morrison
Chairman, President & Chief Executive Officer

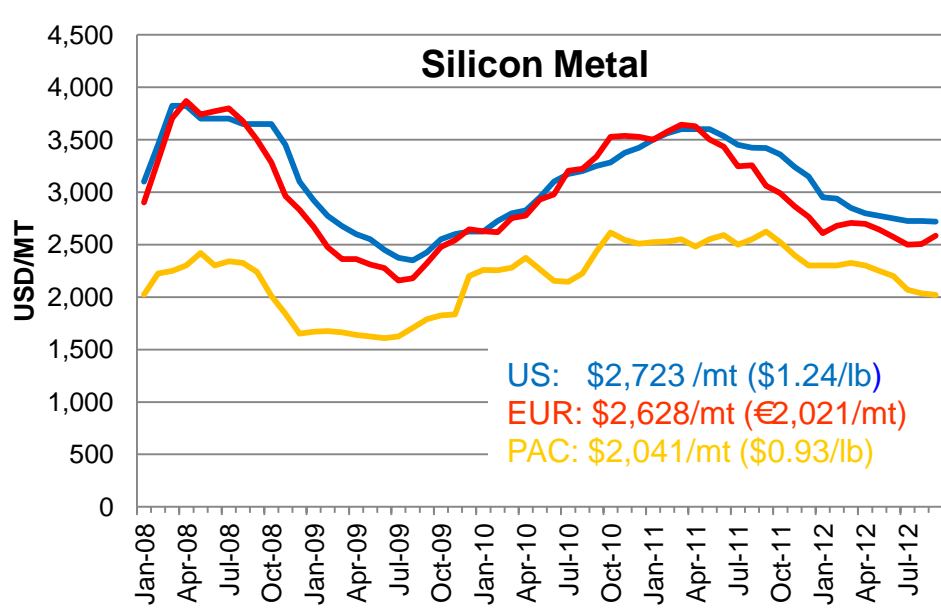
Third Quarter 2012 Results

- Revenues of \$571 million versus \$653 million in prior year reflecting a 13% decline due to lower volumes, product mix shift and excess capacity in the silicones industry
- Segment EBITDA ⁽¹⁾ of \$51 million compared to \$97 million in prior year quarter
 - YoY results reflect product mix shift and continued softness in European and Asian markets
 - Operating loss of \$(7) million compared operating income of \$27 million in 3Q'11
- MPM realized \$23 million in savings from the shared services agreement and \$10 million in other programs in the first nine months of 2012
 - Achieved \$59 million in savings from the shared services agreement on a run-rate basis since the program's inception as of Sept. 30, 2012
- Continuing to aggressively pursue productivity initiatives in response to challenging market conditions
 - \$43 million of total pro forma cost savings at Sept. 30, 2012
 - Accelerating cost-saving actions to offset economic weakness
- Cash and available borrowings of \$283 million as of Sept. 30, 2012
- MPM announced in October refinancing transactions that are expected to extend the majority of the Company's debt maturities past 2020

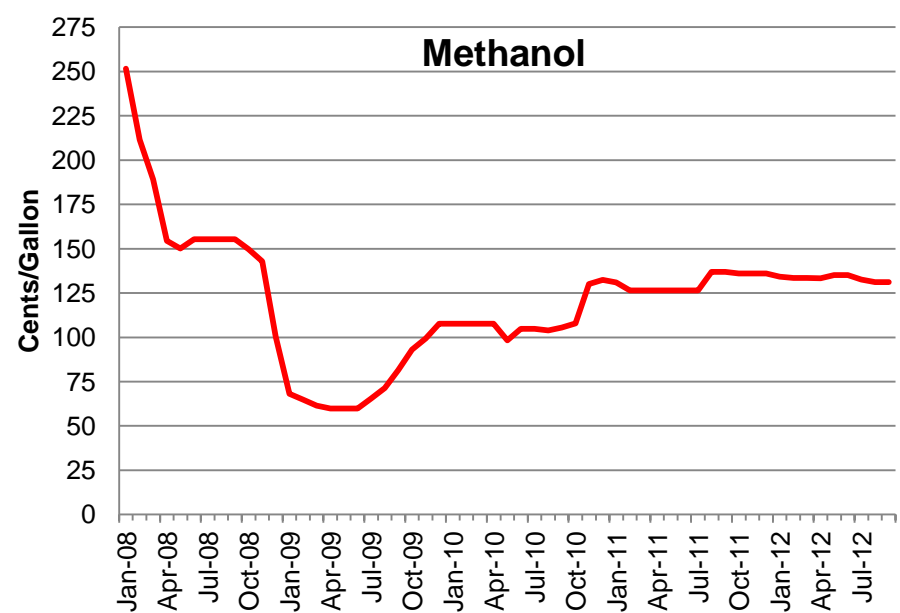


(1) Segment EBITDA is a non-GAAP financial measure. The closest GAAP financial measure is Net Income (Loss). A table that reconciles Segment EBITDA is at the end of this presentation. The Company's profitability measure has changed from operating income to Segment EBITDA (earnings before interest, income taxes, depreciation and amortization). Segment EBITDA is defined as EBITDA adjusted to exclude certain non-cash and certain non-recurring expenses. Effective in the third quarter of 2012, Segment EBITDA is the primary performance measure used by the Company's senior management, the chief operating decision-maker and the board of directors to evaluate operating results and allocate capital resources among segments. Segment EBITDA is also the profitability measure used to set management and executive incentive compensation goals.

Economic Volatility Impacting Silicon and Methanol Prices



Source: CRU, 1.30 Fx EURO



Source: CMAI Methanol Contract-Net Transaction FOB Houston Tx

Summary

- Silicon metal spot prices have softened due to lower demand and macro economic uncertainty
- Methanol contract market price decreased 1% in 3Q'12 compared to 3Q'11
 - Overall, demand has slowed globally due to EU and Asia softness
 - Operational issues in Trinidad and Egypt due to gas curtailments, in addition to Iran sanctions continue to support global pricing
- Macro economic uncertainty creates potential raw material cost volatility in 4Q'12

RELATIVELY FLAT RAW MATERIAL COSTS IN 3Q'12

Third Quarter 2012 Segment Results

	Net Revenue		Segment EBITDA	
	(\$ in millions)		(\$ in millions)	
	3Q'12	3Q'11	3Q'12	3Q'11
Silicones	512	568	44	74
Quartz	59	85	16	25

Summary

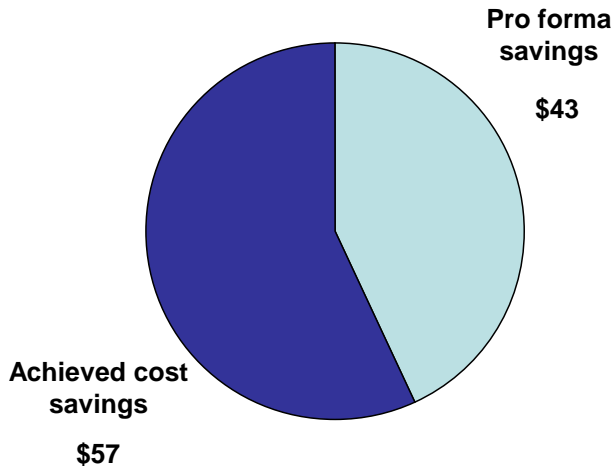
- 3Q'12 YoY silicones results continued to reflect softness in China and EU region, softer volumes and product mix shift due to declines in higher-margin product lines such as electronics and solar energy
- 3Q'12 quartz results reflected cyclical downturn in demand for semiconductor capital goods

Productivity Initiatives Support Earnings Recovery and Cash Flow Generation

- \$100 million of total cost savings, including savings from the shared services agreement and \$36 million of cost reduction programs identified in 2012
- Pro forma cost savings total \$43 million at end of 3Q'12
- Incremental cost reduction programs are comprised primarily of headcount reductions
- Headcount actions total approximately 6% of global workforce and are expected to be realized over the next 12 to 18 months

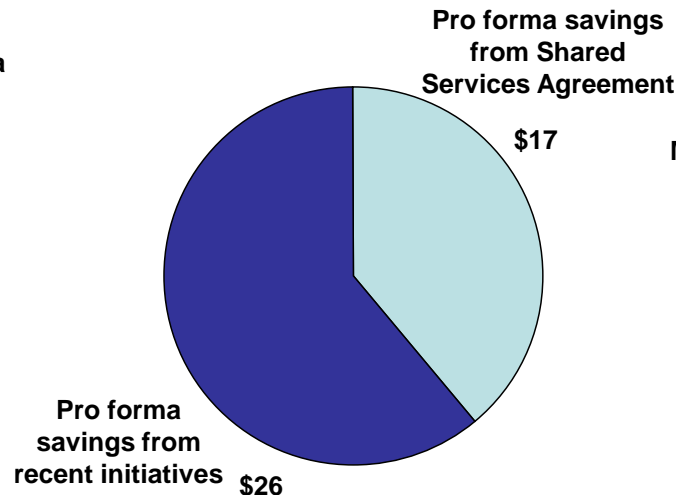
Total Cost Savings Targets

Total = \$100mm



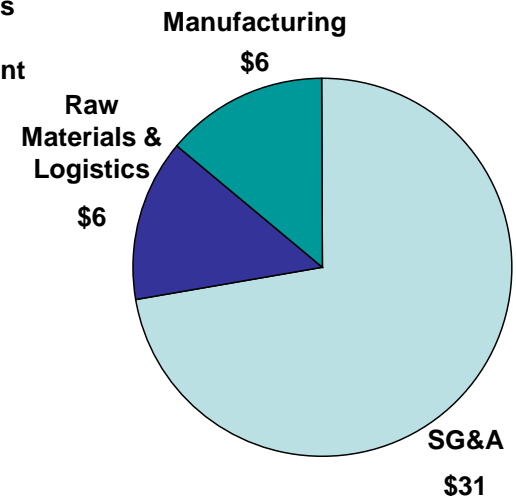
Pro Forma Savings by Category

Total = \$43mm



In Process Cost Savings by Category

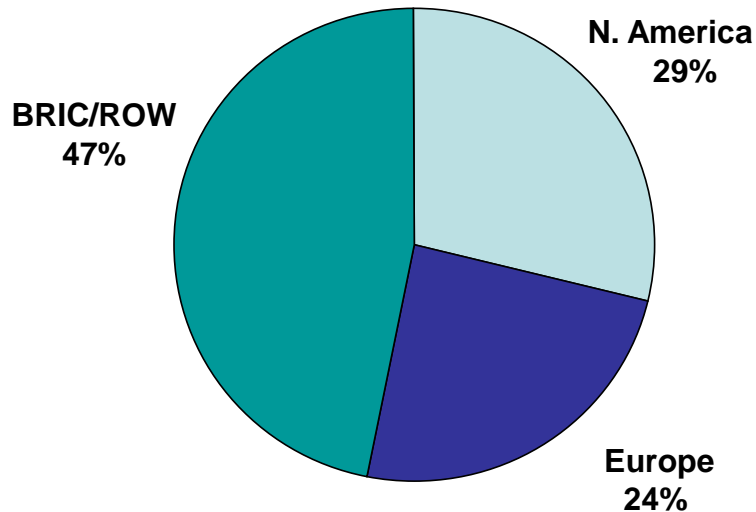
Total = \$43mm



IDENTIFIED COST SAVINGS INITIATIVES SUPPORT LONG-TERM MARGIN EXPANSION AND CASH GENERATION

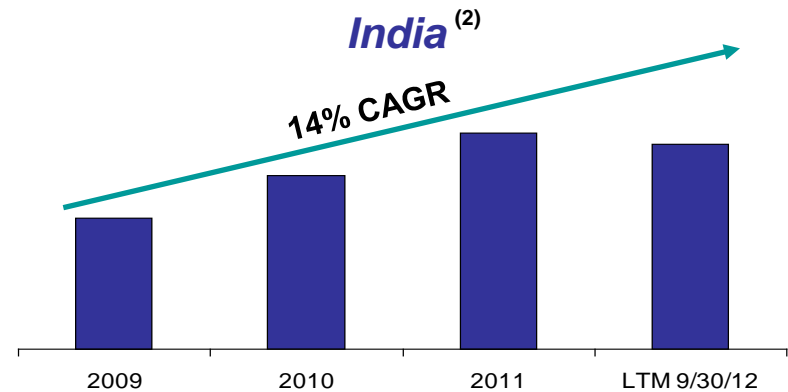
Strategic Emerging Market Presence Enhances Growth

Revenue by Geography ⁽¹⁾



Balanced global presence

Strategic Growth in BRIC Revenue



- High-growth regions growing ~ 3x to 4x faster than mature markets
- Track record of major investments going into high-growth markets, including:
 - New finishing plant In Chennai, India (mid-2010)
 - Siloxane manufacturing joint venture in Jiande, China (4Q'10)
 - Multiple quartz expansion projects (2011-ongoing)
 - Bangalore regional HQ and global research center (2012)

STRATEGIC GROWTH INITIATIVES SERVE HIGH GROWTH END MARKETS

(1) LTM 9/30/12
(2) Includes India, Bangladesh, Pakistan and Sri Lanka

Momentive Performance Materials Inc.

Financial Review

William H. Carter

Executive Vice President & Chief Financial Officer

Silicones

Third Quarter 2012 Segment Results

Summary

- Results continued to reflect YoY weakness in Europe & Asia Pacific region
- Lower sales in auto, electronics and industrial sectors
- Aggressively working to restore margins to historical levels
- Focused on delivering productivity actions as quickly as possible, while maintaining customer focus

(\$ in millions)	3Q Quarter Ended		
	2012	2011	Δ
Revenue	\$ 512	\$ 568	(10)%
Segment EBITDA ⁽¹⁾	44	74	(41)%

3Q'12 Sales Comparison YoY			
Volume	Price/Mix	Foreign Exchange	Total
(1)%	(5)%	(4)%	(10)%

Quartz

Third Quarter 2012 Segment Results

Summary

- Slowdown in semiconductor-related demand continued to negatively impact softer 3Q'12 results
- Soft semiconductor demand expected to impact results in Q4'12 as customers have announced plans for extended shutdowns to adjust inventory

(\$ in millions)	3Q Quarter Ended		
	2012	2011	Δ
Revenue	\$ 59	\$ 85	(31)%
Segment EBITDA ⁽¹⁾	16	25	(36)%

3Q'12 Sales Comparison YoY			
Volume	Price/Mix	Foreign Exchange	Total
(30)%	1%	(2)%	(31)%

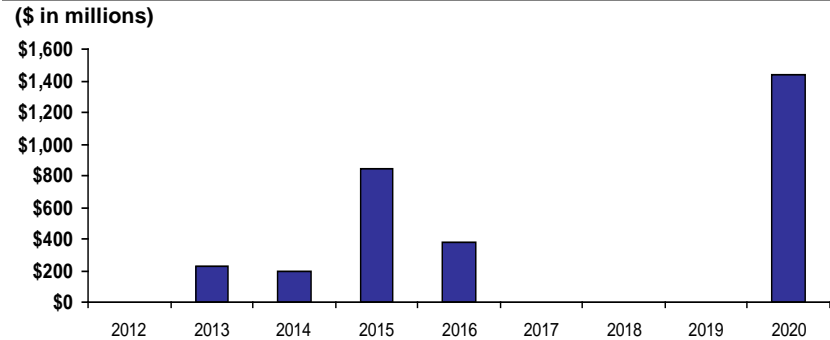
Proactive Capital Structure -- Significant Maturity Headroom and Liquidity

- On October 25, 2012, we issued \$1.1 billion principal amount of 8.875% First-Priority Senior Secured Notes due 2020. Proceeds have been placed into escrow and, upon release, will be used to:
 - Refinance MPM’s Senior Secured Credit Facility including term loans due 2015 and outstanding revolver borrowings due 2014
 - Redeem or discharge \$200 million aggregate principal amount of MPM’s 2nd Lien Senior Secured Notes due 2014
 - Fund cash to MPM’s balance sheet for general corporate purposes and pay transaction-related fees and expenses

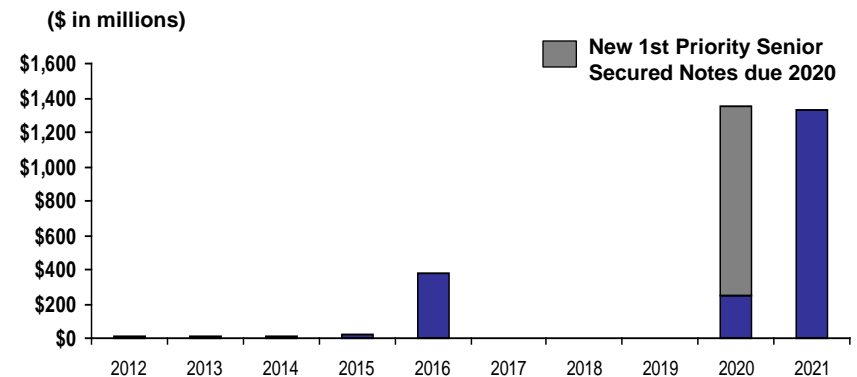
- On October 25, 2012, the Company also obtained \$270 million of commitments for a new \$300 million asset-based revolving loan facility
 - The ABL Facility will replace the Company’s existing senior secured credit facilities

- Pro forma for the \$1.1 billion refinancing, the Company will have:
 - No material debt maturities before 2016
 - No financial maintenance covenants in its capital structure⁽¹⁾

Debt Maturities (12/31/11)



Pro Forma Maturities (Post Refinancing)⁽²⁾⁽³⁾



Weighted Average Maturity 7.6 yrs.

DISCIPLINED CAPITAL STRUCTURE MANAGEMENT AND LONG-DATED DEBT MATURITY PROFILE

(1) No financial maintenance covenants in MPM’s capital structure except for ABL upon minimum availability trigger.

(2) Pro forma for the \$1.1 billion refinancing.

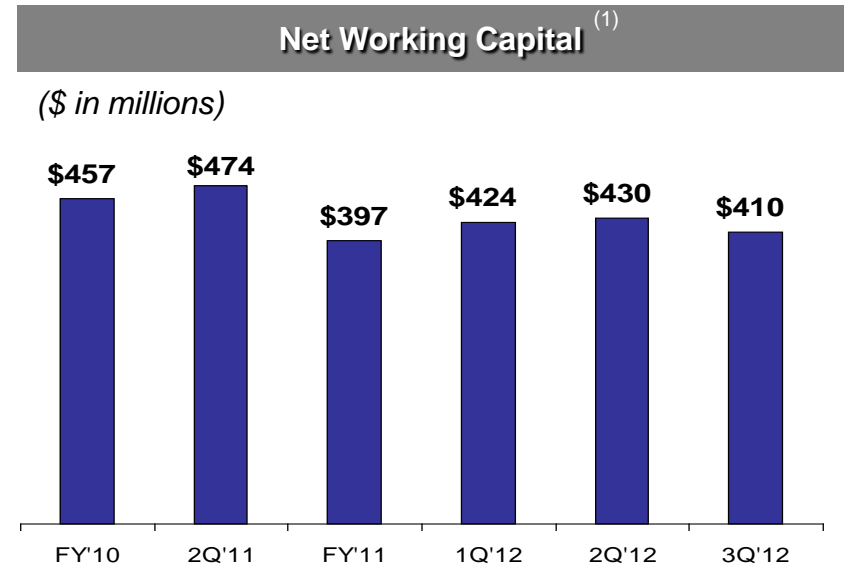
(3) Maturity schedule includes only MPM OpCo debt and does not include debt from subsidiaries

Balance Sheet Update & Financial Summary

- Continuing to aggressively optimize working capital and position inventories in 2012
 - Anticipate working capital declines in 4Q'12 despite potential raw material volatility

- YTD'12 capital expenditures of \$69 million
 - FY'12 capital expenditures target revised to \$100 million
 - Low maintenance capital expenditures; free cash flow supported by low working capital intensity

- Liquidity: cash plus borrowing availability of \$283 million at 9/30/12
 - Pro forma for the \$1.1 billion refinancing, MPM had \$401 million in liquidity at 9/30/12



(1) Net working capital defined as accounts receivable and inventories less trades payable.

Closing Remarks

Third Quarter 2012 Closing Remarks

- Revenue and Segment EBITDA continued to reflect global economic volatility, product mix shift, industry capacity expansion and softer volumes in 3Q'12
 - Product mix and margin pressure is expected to continue in 4Q'12, although MPM expects to benefit from the normal seasonality it has historically experienced and cost actions
- MPM realized \$23 million in savings from the shared services agreement and \$10 million in other programs in the first nine months of 2012
- Continuing to aggressively pursue productivity initiatives in response to challenging market conditions
 - \$43 million of total pro forma cost savings at Sept. 30, 2012
- Liquidity position: cash and available borrowings of \$283 million
- Pro forma for the \$1.1 billion refinancing MPM will have no material debt maturities prior to 2016



Appendices

Reconciliation of Non-GAAP Financial Measures

	Last twelve months ended September 30, 2012
Net loss attributable to Momentive Performance Materials Inc.	\$ (329)
Gain on extinguishment and exchange of debt	(1)
Interest expense, net	260
Income taxes	14
Depreciation and amortization	192
EBITDA	<u>136</u>
Noncontrolling interest	(a) —
Restructuring and other costs	(b) 46
Non cash and purchase accounting effects	(c) 11
Management fee and other	(d) 7
Pro forma savings from Shared Services Agreement	(e) 17
Pro forma savings from other initiatives	(f) 26
Exclusion of Unrestricted Subsidiary results	(g) (20)
Adjusted EBITDA	<u>\$ 223</u>
 Key calculations under the Credit Agreement	
Total Senior Secured Net Debt	\$ 738
Senior Secured Leverage Ratio for the twelve-month period ended September 30, 2012	(h) 3.31

- (1) This presentation contains non-GAAP financial information. Adjusted EBITDA is a non-GAAP financial measure as defined by SEC rules. Adjusted EBITDA is not intended to represent any measure of earnings or cash flow in accordance with US GAAP and the calculation and use of this measure may differ from other companies. Adjusted EBITDA should not be used in isolation or as a substitute for measures of performance or liquidity. Adjusted EBITDA should not be considered an alternative to operating income or net income (loss) under US GAAP to evaluate results of operations or as an alternative to cash flows as a measure of liquidity. Adjusted EBITDA excludes the EBITDA of our subsidiaries that are designated as Unrestricted Subsidiaries under our debt documents. Adjusted EBITDA includes pro forma cost savings.
- (2) The Company believes that Adjusted EBITDA provides additional information to investors about the Company's ability to comply with its financial covenant and to obtain additional debt in the future.
- (3) Momentive Performance Materials Holdings LLC ("Holdco") is the ultimate parent company of MPM and MSC (collectively, the "new Momentive"). **The MSC debt is not issued or guaranteed by HoldCo, Momentive Performance Materials Holdings Inc. ("MPM Holdings"), MPM or any of MPM's subsidiaries, and is also not secured by any assets of such entities. None of HoldCo, MPM Holdings, MPM, or any of MPM's subsidiaries is obligated with respect to any of MSC's indebtedness or other liabilities. The MPM debt is not issued or guaranteed by HoldCo, Momentive Specialty Holdings Inc. ("MSC Holdings"), MSC or any of MSC's subsidiaries, and is also not secured by any assets of such entities. None of HoldCo, MSC Holdings, MSC, or any of MSC's subsidiaries is obligated with respect to any of MPM's indebtedness or other liabilities.**

Footnotes for Reconciliation of Non-GAAP Financial Measures

- (a) Reflects the elimination of noncontrolling interests resulting from the sale of the Shenzhen joint venture in 2011.
- (b) Relates primarily to restructuring and other costs.
- (c) Non-cash items include the effects of (i) stock-based compensation expense, (ii) non-cash mark-to-market revaluation of foreign currency forward contracts and unrealized gains or losses on revaluations of the U.S. dollar denominated debt of our foreign subsidiaries and the Euro denominated debt of our U.S. subsidiary, (iii) unrealized natural gas derivative gains or losses, and (iv) impairment or disposal charges. For the twelve-month period ended September 30, 2012, non-cash items include: (i) unrealized foreign currency exchange loss of \$13 million, (ii) asset disposal charges of \$3 million, (iii) stock-based compensation expense of \$1 million and (iv) pension curtailment gains of \$6 million.
- (d) Management Fees and Other include management and other fees to Apollo and affiliates and business optimization expenses.
- (e) Represents estimated cost savings, on a pro-forma basis, from the Shared Services Agreement with MSC.
- (f) Represents estimated cost savings, on a pro forma basis, from initiatives not related to the Shared Services Agreement implemented or being implemented by management, including headcount reductions and indirect cost savings.
- (g) Reflects the exclusion of the EBITDA of our subsidiaries that are designated as Unrestricted Subsidiaries under our debt documents.
- (h) The Senior Secured Leverage Ratio measures the ratio of Senior Secured Net Debt to Adjusted EBITDA.

Momentive Performance Materials Debt at Sept. 30, 2012

	September 30, 2012		June 30, 2012		March 31, 2012		December 31, 2011	
	Due Within		Due Within		Due Within		Due Within	
	<u>Long Term</u>	<u>One Year</u>	<u>Long Term</u>	<u>One Year</u>	<u>Long Term</u>	<u>One Year</u>	<u>Long Term</u>	<u>One Year</u>
(dollars in millions)								
Short-term Borrowings		4.0		4.0		4.5		2.5
Long-term debt including current portion:	-		-		-			
Senior secured credit facilities	-		-		-			
Revolving credit facility due 2014	80.0	-	35.0	-	-	-	-	-
Term loan tranche B-1A due 2013	-	-	-	-	65.0	0.7	65.2	0.7
Term loan tranche B-1B due 2015	191.7	-	191.7	-	427.2	4.6	428.3	4.6
Term loan tranche B-2A due 2013	-	-	-	-	111.5	1.2	108.6	1.2
Term loan tranche B-2B due 2015	372.5	4.0	368.1	3.9	388.5	4.1	378.3	4.0
Term loan tranche B-3 due 2015	165.1	1.8	164.8	1.8				
9% Springing Lien Notes due 2021	1,160.7	-	1,160.7	-	1,160.7	-	1,160.7	-
9.5% Springing Lien Notes due 2021	170.7	-	168.3	-	177.1	-	171.9	-
10.0% 1.5 Senior Secured Notes due 2020	250.0	-	250.0	-				
11 1/2% Senior Subordinated Notes due 2016	379.6	-	379.4	-	379.3	-	379.2	-
12.5% Second Lien Notes due 2014	184.2	-	182.5	-	180.8	-	179.2	-
ABOC Asset Loan Due 2015	22.3	8.0	22.0	7.9	22.2	7.9	22.2	7.9
ABOC Working Capital Loan Due 2012	-	15.7	-	15.7	-	15.9	-	15.8
Medium term loan	1.6	1.3	1.8	1.3	2.0	1.7	2.2	1.3
Total long-term debt	2,978.4	30.8	2,924.4	30.6	2,914.3	36.1	2,895.7	35.5
Total Opco debt	2,978.4	34.8	2,924.4	34.6	2,914.3	40.6	2,895.7	38.0

Historical Segment EBITDA Results – Prior Period Balances Recast to Conform to Momentive Performance Material's Reportable Segments at Sept. 30, 2012

Q3 2012					Q1 2012				
	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>		<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	1	8	(16)	(7)	Segment Op Income (as reported)	7	2	(14)	(5)
Segment EBITDA	44	16	(9)	51	Segment EBITDA	50	9	(11)	48
Reconciliation					Reconciliation				
Non-cash charges	3	(1)	-	2	Non-cash charges	5	-	-	5
Restructuring and other	(2)	-	(7)	(9)	Restructuring and other	(6)	-	(4)	(10)
Other	-	-	-	-	Other	-	-	-	-
Total adjustments	1	(1)	(7)	(7)	Total adjustments	(1)	-	(4)	(5)
Interest expense, net	(71)	-	-	(71)	Interest expense, net	(62)	-	-	(62)
Income taxes	(3)	(3)	-	(6)	Income taxes	-	-	-	-
Depreciation	(41)	(7)	-	(48)	Depreciation	(40)	(6)	-	(46)
Net (loss) income	(70)	5	(16)	(81)	Net (loss) income	(53)	3	(15)	(65)
.....									
Q2 2012									
	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>					
Segment Op Income (as reported)	(19)	6	(11)	(24)					
Segment EBITDA	59	13	(7)	65					
Reconciliation									
Non-cash charges	(15)	-	-	(15)					
Restructuring and other	(12)	-	(4)	(16)					
Other	-	-	-	-					
Total adjustments	(27)	-	(4)	(31)					
Interest expense, net	(64)	-	-	(64)					
Income taxes	-	(5)	-	(5)					
Depreciation	(41)	(7)	-	(48)					
Loss on debt extinguishment	(6)	-	-	(6)					
Net (loss) income	(79)	1	(11)	(89)					

Historical Segment EBITDA Results – Prior Period Balances Recast to Conform to Momentive Performance Material's Reportable Segments at Sept. 30, 2012

Q1 2011

	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	51	22	-	73
Segment EBITDA	97	29	(5)	121
Reconciliation				
Non-cash charges	8	-	-	8
Restructuring and other	(2)	-	(4)	(6)
Other	(9)	-	9	-
Total adjustments	(3)	-	5	2
Interest expense, net	(64)	-	-	(64)
Income taxes	(10)	(2)	-	(12)
Depreciation	(43)	(7)	-	(50)
Net (loss) income	(23)	20	-	(3)

Q2 2011

	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	56	22	(8)	70
Segment EBITDA	99	29	(2)	126
Reconciliation				
Non-cash charges	1	-	-	1
Restructuring and other	(4)	-	(6)	(10)
Other	-	-	-	-
Total adjustments	(3)	-	(6)	(9)
Interest expense, net	(65)	-	-	(65)
Income taxes	(8)	(7)	-	(15)
Depreciation	(41)	(7)	-	(48)
Net (loss) income	(18)	15	(8)	(11)

Q3 2011

	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	16	18	(7)	27
Segment EBITDA	74	25	(2)	97
Reconciliation				
Non-cash charges	(13)	-	-	(13)
Restructuring and other	(3)	-	(5)	(8)
Other	-	-	-	-
Total adjustments	(16)	-	(5)	(21)
Interest expense, net	(64)	-	-	(64)
Income taxes	14	(9)	-	5
Depreciation	(42)	(7)	-	(49)
Net (loss) income	(34)	9	(7)	(32)

Q4 2011

	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	9	14	(51)	(28)
Segment EBITDA	21	18	(4)	35
Reconciliation				
Non-cash charges	(4)	-	-	(4)
Restructuring and other	(10)	-	(5)	(15)
Other	40	2	(42)	-
Total adjustments	26	2	(47)	(19)
Interest expense, net	(63)	-	-	(63)
Income taxes	(12)	7	-	(5)
Depreciation	(44)	(6)	-	(50)
Gain on debt extinguishment	7	-	-	7
Net (loss) income	(65)	21	(51)	(95)

Historical Segment EBITDA Results – Prior Period Balances Recast to Conform to Momentive Performance Material's Reportable Segments at Sept. 30, 2012

Q1 2010

	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	58	13	(8)	63
Segment EBITDA	107	19	(7)	119
Reconciliation				
Non-cash charges	(7)	-	-	(7)
Restructuring and other	(1)	-	(1)	(2)
Other	-	-	-	-
Total adjustments	(8)	-	(1)	(9)
Interest expense, net	(61)	-	-	(61)
Income taxes	(2)	(3)	-	(5)
Depreciation	(40)	(7)	-	(47)
Net (loss) income	(4)	9	(8)	(3)

Q2 2010

	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	71	18	(17)	72
Segment EBITDA	125	24	(10)	139
Reconciliation				
Non-cash charges	(6)	-	-	(6)
Restructuring and other	(11)	-	(2)	(13)
Other	5	-	(5)	-
Total adjustments	(12)	-	(7)	(19)
Interest expense, net	(63)	-	-	(63)
Income taxes	(8)	(2)	-	(10)
Depreciation	(41)	(7)	-	(48)
Net (loss) income	1	15	(17)	(1)

Q3 2010

	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	61	17	(10)	68
Segment EBITDA	109	24	(8)	125
Reconciliation				
Non-cash charges	(5)	-	-	(5)
Restructuring and other	(1)	-	(2)	(3)
Other	-	-	-	-
Total adjustments	(6)	-	(2)	(8)
Interest expense, net	(60)	-	-	(60)
Income taxes	22	(1)	-	21
Depreciation	(42)	(7)	-	(49)
Net (loss) income	23	16	(10)	29

Q4 2010

	<u>Silicones</u>	<u>Quartz</u>	<u>Other</u>	<u>Total</u>
Segment Op Income (as reported)	56	17	(14)	59
Segment EBITDA	92	25	(8)	109
Reconciliation				
Non-cash charges	12	-	-	12
Restructuring and other	(1)	-	(8)	(9)
Other	-	-	-	-
Total adjustments	11	-	(8)	3
Interest expense, net	(66)	-	-	(66)
Income taxes	1	(4)	-	(3)
Depreciation	(46)	(8)	-	(54)
Loss on debt extinguishment	(78)	-	-	(78)
Net (loss) income	(86)	13	(16)	(89)

Momentive Performance Materials Inc.

Operating Income to Segment EBITDA Reconciliation

(\$ in millions)

	<u>3Q '12</u>	<u>2Q '12</u>	<u>1Q '12</u>	<u>4Q '11</u>	<u>3Q '11</u>	<u>2Q '11</u>	<u>1Q '11</u>	<u>4Q '10</u>	<u>3Q '10</u>	<u>2Q '10</u>	<u>1Q '10</u>
Op Income	(7)	(24)	(5)	(28)	27	70	73	59	68	72	63
Depreciation	48	48	46	50	49	48	50	54	49	48	47
Non-cash charges	(1)	15	(5)	4	13	(1)	(8)	(12)	5	6	7
Restructuring and Other	9	16	10	15	8	10	6	9	3	13	2
Earnings from Xinan	2	2	(1)	(6)	-	-	-	-	-	-	-
Swiss Building Settlement	-	8	-	-	-	-	-	-	-	-	-
Xinan Royalty Income	-	-	3	-	-	-	-	-	-	-	-
Noncontrolling Interest Income	-	-	-	-	-	(1)	-	(1)	-	-	-
Segment EBTIDA	51	65	48	35	97	126	121	109	125	139	119

MOMENTIVE™
