# 2018

### SUMMARY ANNUAL REPORT













# 2018 Summary Annual Report





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### **Financial Highlights**



	2018	2017
Revenues	\$ 117,033	\$ 93,980
Operating Income	\$ 4,572	\$ 3,563
Net Income Attributable to Valero Stockholders	\$ 3,122	\$ 4,065
Earnings Per Common Share - Assuming Dilution	\$ 7.29	\$ 9.16
Total Assets	\$ 50,155	\$ 50,158
Valero Stockholders' Equity	\$ 21,667	\$ 21,991
Capital Investments	\$ 2,724	\$ 2,282

Use of Non-GAAP Financial Information – This report includes references to financial measures that are not defined under U.S. generally accepted accounting principles (GAAP). These non-GAAP measures include adjusted net income attributable to Valero stockholders, adjusted earnings per common share assuming dilution, adjusted refining operating income, refining margin, ethanol margin, adjusted VLP operating income and adjusted net cash provided by operating activities. We have included these non-GAAP financial measures to help facilitate the comparison of operating results between periods. See the reconciliation of non-GAAP measures to their most comparable amounts reported under U.S. GAAP in our 2018 fourth-quarter earnings release tables. In note (g) to the earnings release tables, we disclose the reasons why we believe our use of these non-GAAP financial measures provides useful information.

Please visit **www.valero.com** to learn more about our company. The terms "Valero," "we," "our" and "us," when used herein, may refer to Valero Energy Corporation, to one or more of our consolidated subsidiaries, or to all of them taken as a whole.

This is only a financial summary. The company's full, audited financial statements are contained in its Annual Report on Form 10-K for the year ended Dec. 31, 2018, which has been filed with the U.S. Securities and Exchange Commission and made available to all stockholders. This information is also available at www.valero.com.

### **A Letter to Our Stockholders**



In 2018, Valero once again delivered solid financial results while maintaining its unrelenting focus on operations excellence — enabling safe, reliable and environmentally responsible operations.

For the year, adjusted net income attributable to stockholders was \$7.37 per share, compared with \$4.96 per share in 2017. We matched our 2017 record for process safety performance, and we continued to outperform the industry on our personnel injury rates.

We also delivered on our commitment to invest in growth projects and acquisitions that increase Valero's earnings capability, while maintaining solid returns to our stockholders.

The logistics investments we made over the last several years are contributing significantly to earnings.

In November 2018, the boards of directors of Valero and joint-venture partner Darling Ingredients Inc. approved another expansion of our Diamond Green Diesel plant.

In 2018, we paid to stockholders 54 percent of our annual adjusted net cash provided by operating activities, exceeding our target annual payout range of 40 percent to 50 percent.

Our solid financial position and a favorable outlook for our business enabled us to further demonstrate our commitment to our investors, as our board in January 2019 approved a 12.5 percent increase in the regular quarterly dividend to \$0.90 per share, or \$3.60 annually.

Also in January, we closed the acquisition of Valero Energy Partners. This transaction was immediately accretive and has simplified our structure.

Our disciplined capital allocation framework continues to drive our ability to balance growth and cash returns for our stockholders. We prioritize maintaining our investment-grade credit ratings and non-discretionary spending to sustain our business and grow our dividend. Growth through projects or acquisitions and incremental cash returns compete for remaining discretionary cash flow. We continue to receive positive feedback from our stockholders on our framework and adherence to it and we are committed to it going forward.

With a healthy economy, a year-over-year increase in vehicle miles traveled and affordable fuel prices, we are encouraged for 2019. We expect good demand for our products in domestic and export markets this year.

Adding to our optimism are expected incremental diesel demand and discounts for sour crude-oil feedstock associated with the impending global marine bunker fuel sulfur reduction standards.

We believe that our outstanding team's ability to optimize our system's flexibility to process a wide range of feedstocks, and reliably supply quality fuels, positions Valero well for whatever opportunity the market presents to us.

Thank you for your continued support and trust.

Joe Gorder

Chairman, President and Chief Executive Officer

### **Company Summary**



Valero Energy Corporation (NYSE: VLO), through its subsidiaries (collectively, "Valero"), is an international manufacturer and marketer of transportation fuels and petrochemical products.

Valero is a Fortune 50 company based in San Antonio, Texas, and operates 15 petroleum refineries with a combined throughput capacity of approximately 3.1 million barrels per day and 14 ethanol plants with a combined production capacity of 1.73 billion gallons per year.

Valero also is a joint-venture partner in Diamond Green Diesel, which operates a renewable diesel plant in Norco, Louisiana. Diamond Green Diesel is North America's largest renewable diesel plant, with a capacity of approximately 18,000 barrels per day.

For 2018, Valero had three reportable segments: refining, ethanol and VLP.

Valero's refining segment includes its refining operations, associated marketing activities and certain logistics assets. Valero is the largest global independent petroleum refiner, with refineries located in the United States, Canada and the United Kingdom.

U.S. locations include Ardmore, Oklahoma;
Benicia and Los Angeles (Wilmington),
California; Corpus Christi (Bill Greehey refineries
East and West), Houston, Sunray (McKee),
Port Arthur, Texas City and Three Rivers, Texas;
Memphis, Tennessee; and Meraux and Norco (St.
Charles), Louisiana. In Canada, Valero owns the
Jean Gaulin refinery at Lévis, Quebec, and in the
U.K. it owns the Pembroke refinery in Wales.

Valero sells its products in the wholesale rack or bulk markets in the U.S., Canada, the U.K., Ireland and Latin America. Approximately 7,000 outlets carry Valero's brand names, including Valero, Beacon, Diamond Shamrock and Shamrock in the U.S.; Ultramar in Canada; and Texaco in the U.K. and Ireland.

Valero's ethanol segment includes its ethanol operations and associated marketing activities and logistics assets. Valero owns plants in Albert City, Charles City, Fort Dodge, Hartley and Lakota, Iowa; Albion, Nebraska; Aurora, South Dakota; Bloomingburg, Ohio; Bluffton, Linden and Mount Vernon, Indiana; Jefferson, Wisconsin; Riga, Michigan; and Welcome, Minnesota.

In 2018, the **VLP segment** was a limited partnership (Valero Energy Partners), owning and operating crude oil and refined petroleum products pipeline and terminal systems supporting 10 Valero refineries in the U.S. Gulf Coast and Mid-Continent. Effective Jan. 1, 2019, Valero no longer has a VLP segment. Those operations are now part of the refining segment.

Also effective Jan. 1, 2019, a new reportable segment – **renewable diesel** – was created because of the growing importance of renewable fuels in the market and the growth of Valero's investments in renewable fuels production. The new segment includes the operations of Diamond Green Diesel, a joint venture with Darling Ingredients Inc., which previously were included in the refining segment.

### **Map of Operations**

Three reportable segments (as of Jan. 1, 2019)

#### REFINING

### Assets:



15 petroleum refineries, in the U.S., Canada and the U.K.

#### **Products:**



Fuels, including gasoline, diesel and jet fuel; specialty products, including asphalt, propane, propylene, natural gas liquids, petroleum coke, base and process oils, aromatics, solvents and sulfur

#### **Throughput Capacity:**



3.1 million barrels per day of crude oil and other feedstocks

#### **ETHANOL**

#### Assets:



14 plants, in Mid-Continent U.S.

#### **Products:**



Ethanol, distillers grains (feed products) and corn oil

### Capacity:



1.73 billion gallons per year, ethanol; 4.6 million tons, distillers grains

### WILMINGTON



**PRESENCE** 

**PRESENCE** 

**BENICIA** 



**VALERO REFINERIES** 



VALERO ETHANOL PLANTS

WHOLESALE MARKETING

**BRANDED WHOLESALE** 

**AURORA** 

**ALBION** 

V

**MCKEE** 

**ARDMORE** 

THREE

**RIVERS** 

V

V

V



**VALERO OFFICES** 



DIAMOND GREEN DIESEL



**VALERO TERMINALS** 



**PIPELINES** 



PAYMENT SERVICE CENTER



**SUNRAY WIND** 



**COGENERATION UNITS** (EXISTING/UNDER CONSTRUCTION)

### RENEWABLE DIESEL

#### **Assets:**



**Diamond Green Diesel** (joint venture), Norco, Louisiana

### **Products:**

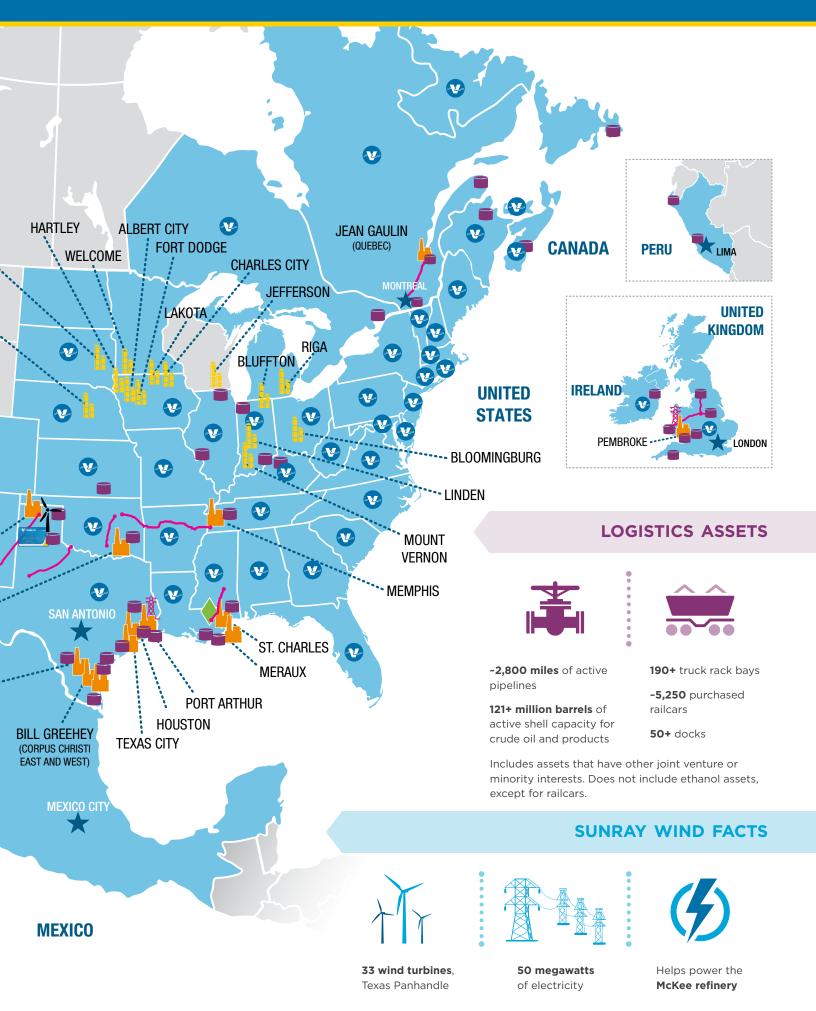


Renewable diesel fuel

#### Capacity:



18,000 barrels per day (~275 million gallons per year)



# Valero Vision and Guiding Principles



### **Vision Statement**

Valero will be the premier manufacturer, distributor and marketer of quality transportation fuels and petrochemical feedstocks, while serving the needs of our employees, communities and stakeholders.

### **Guiding Principles**



### Safety

Safety is our foundation for success.



### **Environment**

We produce environmentally clean products and are committed stewards of the environment.



### **Community**

We share our success with the communities where we live and work through volunteerism, charitable giving and the economic support of being a good employer.



### **Employees**

We consider our employees a competitive advantage and our greatest asset. As such, we provide them with a safe and rewarding work environment with opportunities for growth and personal development.



### **Governance**

Our stakeholders are our partners to whom we pledge to deliver operational excellence, disciplined management of capital and longterm value.

# **Environmental, Social and Governance (ESG)**



We value ESG dialogue with our stockholders. In 2018, we incorporated stockholders' views and input as follows:

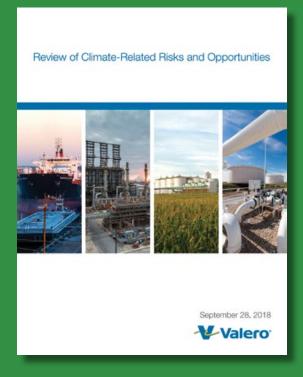
- Published the "Review of Climate-Related" Risks and Opportunities" showing the resilience of our assets across hypothetical scenarios
- · Amended the charter of the board's Nominating/Governance and Public Policy Committee to strengthen oversight of climate-related risks and opportunities

Valero remains committed to being the lowestcost, safest operator in our industry, with environmentally responsible operations:

- Continuous improvements in process safety and equipment reliability have driven down environmental events to record lows.
- Continuous improvements have significantly reduced per-barrel energy consumption and greenhouse-gas emissions.

We are nationally recognized as an outstanding corporate citizen and employer:

- For a fifth consecutive time, we made the Civic 50 list of America's most communityminded major companies - the top energy company on the list - by Points of Light.
- We remain an employer of choice in the energy industry, with well-paying jobs, attractive benefits, an award-winning health and wellness program and a commitment to diversity, inclusion and talent development.



To read our "Review of Climate-Related Risks and Opportunities" report, go to www.valero.com/en-us/AboutValero/ Corporate Responsibility.

### **Energy Sector** Leader



One of 50 most community-minded companies in the U.S. five times in a row.

### **Demonstrated Commitment** to Stockholders



At Valero, disciplined capital management is a constant in our strategy, with demonstrated results in capital allocation and delivering on our commitment of cash returns to stockholders.

Everything begins with a strong balance sheet, and that means maintaining our investmentgrade credit rating and targeting a low debt-tocapital ratio.



Debt-to-capital ratio target: 20%-30%



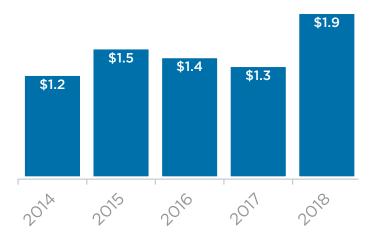
2018 ratio:

Net of \$2 billion in cash

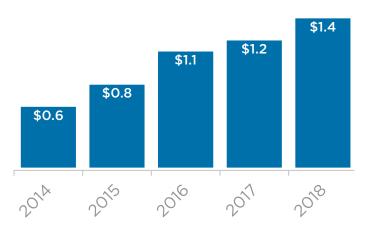
In evaluating how we use our resources, we consider two components to be non-discretionary: capital expenditures to sustain our operations and dividends. Annual capital expenditures for turnarounds, catalysts and regulatory compliance are key to safe and reliable operations.

We view our dividend as a commitment to our stockholders. We target a sustainable and growing dividend, with a payout that is at the top end of our peer group.

### **Sustaining Capital Expenditures**(in billions)



### **Dividends** (in billions)





# Valero has exceeded its target payout ratio each year since 2015.

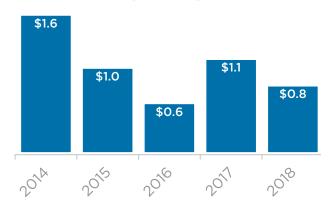


Discretionary spending is an evaluation of growth capital expenditures, acquisitions and cash returns to stockholders – a formula that has worked well for Valero and is expected to continue.

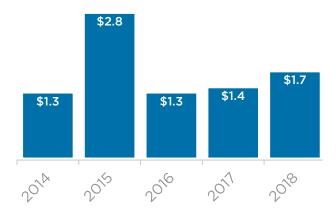
Growth capital expenditures must project to have an internal rate of return (IRR) of 25 percent or more, after-tax, and focus on market expansion and improvement. Any potential acquisition must be evaluated against alternative uses of cash.

And cash returns – stock buybacks together with dividends – target a payout of 40 percent to 50 percent of adjusted net cash provided by operating activities. Valero has exceeded its targeted payout ratio each year since 2015.

**Growth Capital Expenditures**(in billions)

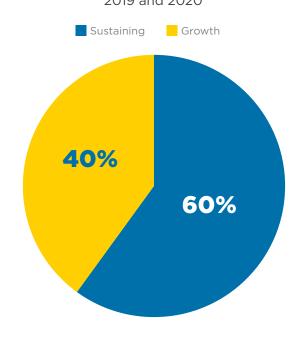


Stock Buyback Program (in billions)



Valero has demonstrated considerable discipline in capital allocation, with steady investments to maintain its asset base and enhance margin capability of its portfolio. In each of the next two years, we estimate total capital investments of \$2.5 billion – with approximately 60 percent for sustaining capital and 40 percent for growth.

### **Estimated Total Capital Investments** 2019 and 2020



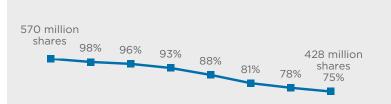
In each of the next two years, we estimate total capital investments of

\$2.5 billion.

And we intend to do so while continuing to deliver on our emphasis on providing solid cash returns to stockholders. We accomplish that by targeting ratable and opportunistic stock buybacks and sustainable annual dividend growth.

As our weighted average of shares outstanding has dropped by 25 percent since 2011, reflecting our robust buyback program, our annual dividend per share has multiplied by 11 times. Our dividend yield not only is competitive with our peers, but with other industries and the S&P 500.

### Annual Dividend Per Share and Weighted Average Shares Outstanding (WASO) as Percentage Relative to 2011



→ Dividend/share → WASO



2011 2012 2013 2014 2015 2016 2017 2018 2019

### **Proven History of Operations Excellence**



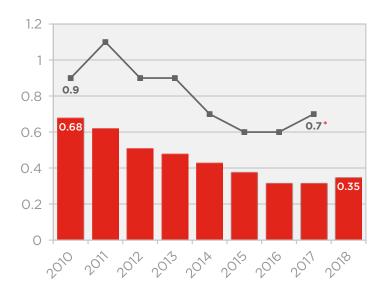
Safe, reliable and environmentally responsible operations at Valero have driven higher profitability through multiple commodity cycles.

In 2018, we achieved another low combined employee and contractor injury rate, at half the industry average. Valero has the most refineries approved as Voluntary Protection Program (VPP) Star Sites, the highest plantsafety recognition by the U.S. Occupational Safety and Health Administration and affiliated state agencies, after voluntarily submitting to rigorous safety audits.

And our investments in reliability have contributed to steady operations excellence in process safety.

#### **Personnel Safety**

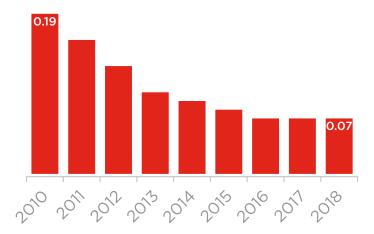
(Recordable injuries per 200,000 working hours, refinery combined employee and contractor)



- Refining Industry Employees (U.S. Bureau of Labor Statistics)
- \* most-recent year available

### **Process Safety Event Rates**

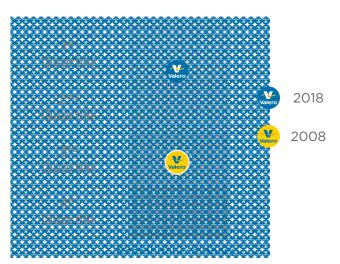
(Three-year rolling averages of PSE Tier 1\* events per 200,000 working hours, rounded)



\*Tier 1, as defined within American Petroleum Institute Recommended Practice 754

At the same time, mechanical availability – the percentage of time our units are available to operate, and a key indicator of reliability – is projected to be in the first-quartile (top 25 percent) of the industry, at 97.2 percent for 2018. Our performance in mechanical availability reflects our ability to avoid unplanned downtime and successfully execute planned and unplanned refinery maintenance.

### Mechanical Availability Versus Industry Benchmarks\*



\*Industry benchmarking and Valero's performance statistics from Solomon Associates and Valero; 2018 Valero performance based on company projections.



Valero has the most refineries approved as **OSHA Voluntary Protection Program Star Sites.** 

Our 97.2% mechanical availability for 2018 represents highly reliable and industryleading operations.



Since 2007,
Valero U.S. refinery
throughput capacity

2596 f

criteria emissions\*

4496 ↓

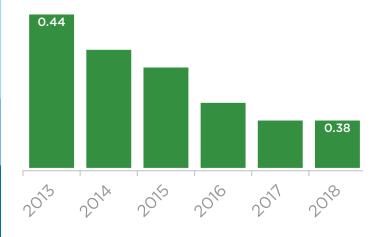
\*through 2017, most-recent year available



Also, Valero has reduced environmental incidents by 68 percent since 2007, setting low marks in criteria air emissions, flaring events and energy use. Even as Valero has boosted refinery throughput, common criteria emissions have dropped.

### Refining Total Energy Use

(Million Btu per barrel of throughput, rounded)



Overall, improvement as measured against industry benchmarks leads to greater margin capture, lower operating expenses and better efficiency. And Valero has been in the first quartile in almost all categories – from mechanical availability to maintenance index, non-energy cash operating expenses and personnel index.

Increased refinery availability also has driven Valero to be a low-cost producer, which boosts profitability in a margin business. In fact, we are the lowest-cost producer in our peer group of independent refiners.

### **Refining Cash Operating Expenses\***



\*Refining cash operating expenses per barrel of throughput, excluding turnaround, depreciation and amortization expenses, among peer group of independent refiners.

We have a tremendous amount of crude-unit capacity along the U.S. Gulf Coast and in the Mid-Continent, where we have the opportunity to drive down costs further by taking advantage of discounted domestic crude oil, as well as benefit from a highly skilled labor force.

And we also have flexibility within our refining system to run different grades of crudes, and ranges within those grades, allowing us to aggressively optimize our operations. That flexibility is key to managing and improving margins.

Our portfolio also enables global optimization of product exports.

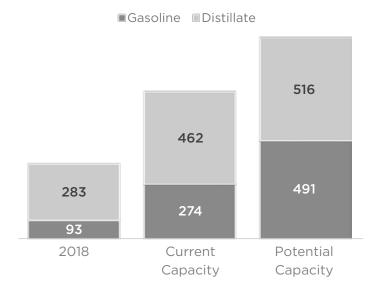
In particular, our investments in Peru, Mexico and other areas are expected to tap growth markets. Product shortages in Latin America, Eastern Canada, Europe and Africa are expected to drive demand growth.



In 2018, we exported 376,000 barrels per day of gasoline and distillate (mainly diesel and jet fuel), but have current capacity to nearly double that amount, and potential future capacity to top 1 million barrels per day, as identified at our U.S. Gulf Coast refineries and our terminal operations.

### **Valero's U.S. Refinery Product Exports**

(In thousands of barrels per day)



### Visibility to Earnings Growth



Valero has a steady pipeline of high-return growth projects focused on operating cost control, market expansion and margin improvement. At the same time, we will adhere to our stated growth capital expenditure budget of about \$1 billion annually, with investments subject to our internal rate of return threshold.

In all, projects in execution or development are expected to contribute \$1.2 billion to \$1.5 billion in annual earnings before interest, taxes, depreciation and amortization (EBITDA). We realized approximately \$340 million in incremental EBITDA in 2018 from completed projects.

### Illustrative Annual EBITDA Contributions from Projects

(\$1.2 billion - \$1.5 billion)

Projects in Execution

Projects in Development

\$300 - \$400 million

\$900 - \$1,100 million In the execution phase:

Projects	<b>Expected Completion</b>	
Houston alkylation unit	second-quarter 2019	
Central Texas pipelines and terminals	mid-2019	
Pasadena terminal	early 2020	
St. Charles alkylation unit	2020	
Pembroke cogeneration unit	2020	
Diamond Green Diesel, Train 2	late 2021	
Port Arthur coker	2022	

In development phases:

- Expanding product supply chain into Latin America
- Increasing light products yield and octane enhancement in the U.S. Gulf Coast
- Logistics for feedstock and product flexibility

With a premier asset portfolio and operations, as well as a disciplined growth strategy, Valero is focused on growing long-term earnings and reducing earnings volatility, generating solid cash flow across margin cycles.







\$975 million Investment



\$420 million
Est. Annual EBITDA
(at 2018 prices)



2022 Expected Startup

#### PORT ARTHUR COKER PROJECT

Valero is investing to improve margins and light-product yields, such as with construction of a second coker at its Port Arthur refinery.

The 55,000 barrel-per-day delayed coker and sulfur-recovery unit will increase processing of heavy-sour crude and residual feedstocks as well as yields of light products.

Importantly, with two independent coker "trains" and associated crude and vacuum units, only one train at a time would need to be taken down during turnarounds – improving turnaround efficiency and reducing lost margins related to maintenance. This would enable full use of existing crude-unit capacity and reduce certain intermediate feedstock purchases.

Also, the project is expected to benefit from the United Nations International Maritime Organization's (IMO) mandate reducing caps on high-sulfur bunker fuel used by large ships, effective Jan. 1, 2020. This should boost demand for lower-sulfur diesel produced by Valero with its high coker capacity, and reduce costs for sour-crude and residual feedstocks.

#### RENEWABLE FUELS PRODUCTION

Valero also is investing to increase premium renewable fuels production, with a major expansion underway of its Diamond Green Diesel plant, on top of an expansion completed in 2018.

The plant, already North America's largest renewable diesel plant, produces renewable diesel fuel from recycled animal fats, used cooking oil and inedible corn oil. The plant is located next to Valero's St. Charles refinery at Norco, Louisiana.

The joint venture plans to use cash generated from its operations to build a plant parallel to the existing location, known as "Train 2" because it will provide a second train of production, more than doubling annual production.

Demand is expected to be driven by increasing renewable fuel mandates and carbon pricing.

In ethanol, Valero acquired three plants in 2018, bringing its total to 14 locations with 1.73 billion gallons of annual production capacity. As a fleet, the plants are efficient and running at 130 percent of original design, and are well-positioned to support expected growth in demand, particularly with exports.

In 2018, Valero's share of U.S. ethanol exports grew to more than 22 percent.

### **U.S. Fuel Ethanol Exports** (In thousands of barrels per day)



2016

2017

2018

Source: U.S. Energy Information Agency (EIA).

2015

2014

2013

#### **Diamond Green Diesel, Train 2**

Land to the right of the current plant, indicated by the illustration, is the site of a parallel addition.

\$550 million

675

million

\$250 million

Late 2021

### Investment

(Valero's contribution)

gallons annually

(from 275 million gallons)

Est. Annual EBITDA

at historical prices (Valero's share)

Expected Startup



### **Board of Directors**



#### Sen. Don Nickles,

Retired U.S. Senator (R-Okla.); Chairman and CEO, The Nickles Group

#### Rayford Wilkins Jr.,

Former CEO-Diversified Businesses, AT&T; Chair of the Compensation Committee of the Valero Board

#### H. Paulett Eberhart,

Chair and CEO, HMS Ventures

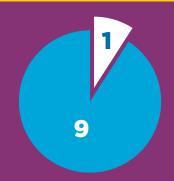
#### Robert A. Profusek,

Partner and Practice Leader, Global Mergers and Acquisitions, Jones Day; Lead Director of the Valero Board

#### Joe Gorder, Chairman of the Board,

President and CEO, Valero Energy Corporation

### Nine of the 10 are **independent directors**





#### Kimberly S. Greene,

Chair, CEO and President, Southern Company Gas

### **Deborah Platt Majoras** (seated),

Chief Legal Officer and Secretary, The Procter & Gamble Company; Chair of the Nominating/Governance and Public Policy Committee of the Valero Board

#### Randall J. Weisenburger,

Managing Member, Mile26 Capital LLC; former EVP and CFO, Omnicom Group Inc.; Chair of the Audit Committee of the Valero Board

#### Philip J. Pfeiffer,

Of Counsel, Norton Rose Fulbright LLP, San Antonio

#### Stephen M. Waters,

Managing Partner, Compass Partners Capital, the managing partner of Compass Partners Advisers LLP; former Chief Executive, Compass Partners European Equity Fund

### **Executive Team**



Joe Gorder Chairman, President and Chief Executive Officer



Lane Riggs
Executive Vice
President and Chief
Operating Officer



Jason Fraser
Executive Vice
President and General
Counsel



**Donna Titzman**Executive Vice
President and Chief
Financial Officer



Rich Lashway Senior Vice President-Corporate Development and Midstream Operations



Martin Parrish
Senior Vice PresidentAlternative Fuels



Julia Rendon Reinhart Senior Vice President-Human Resources and Administration



Mark Schmeltekopf Senior Vice President and Chief Accounting Officer



**Gary Simmons**Senior Vice PresidentSupply, International
Operations and
Systems Optimization



**Cheryl Thomas**Senior Vice President-Information Services and Chief Information Officer

### **ACCOMPLISHMENTS**

Mechanical availability

(%)

**97.2** 96.7

Crude oil throughput

(thousand barrels per day)

**2,422 2,195** 

Refined product exports

(thousand barrels per day)

**376** 351

Ethanol production

(thousand barrels per day)

96.9 71.8 Diamond Green Diesel production

(thousand barrels per day)

18.0

9.8



**Ken Applegate**Vice PresidentTransportation



**Greg Bram**Vice President-Supply
Chain Optimization



Eric Fisher
Vice PresidentWholesale Marketing
and International
Commercial Operations



**Eric Honeyman**Vice PresidentRefining Operations



John Locke Vice President-Investor Relations, Policy, Strategy and Communications



**Chris Quinn**Vice President and
Treasurer



**Rich Walsh**Vice President and
Deputy General
Counsel

We once again were named to Institutional Investor's list of "America's Most Honored Companies," based on "2019 All-America Executive Team" rankings in the integrated oil sector of Joe Gorder, Best CEO; Valero, Best Investor Relations Program (tie); and John Locke, Best IR Professional.



2018



2014

Shares outstanding (millions) ~425 ~550

Annual dividend
(\$/share)
3.20
1.05

Stock price (\$/share) \$80+

~\$50

fundraising generated

(millions)

\$55

\$38

Donations,

Annual volunteer hours

(thousands)

150

130



### **Valero Energy Corporation**

P.O. Box 696000
San Antonio, TX 78269
www.valero.com

