



Q2 2015 Earnings Call

August 7, 2015





Safe Harbor Statements



Forward-Looking Statements

Statements contained in this presentation that state the Company's or management's expectations or predictions of the future are forward-looking statements and are intended to be covered by the safe harbor provisions of the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended. The words "believe," "expect," "should," "intends," "estimates," and other similar expressions identify forward-looking statements. It is important to note that **actual results could differ materially from those projected in such forward-looking statements.** For more information concerning factors that could cause actual results to differ from those expressed or forecasted, see CST filings with the Securities and Exchange Commission ("SEC"), including the Risk Factors in our most recently filed Annual Reports on Form 10-K and Quarterly Reports on Form 10-Q as filed with the SEC and available on CST Brand's website at www.cstbrands.com and CrossAmerica's website at www.crossamericapartners.com. If any of these risks or uncertainties materialize, or if our underlying assumptions prove to be incorrect, actual results may vary significantly from what we projected. Any forward-looking statement you see or hear during this presentation reflects our current views as of the date of this presentation with respect to future events. We assume no obligation to publicly update or revise these forward-looking statements for any reason, whether as a result of new information, future events, or otherwise.

Non-GAAP Financial Measures

To supplement our consolidated financial statements prepared in accordance with accounting principles generally accepted in the United States ("GAAP") and to better reflect period-over-period comparisons, we use non-GAAP financial measures that either exclude or include amounts that are not normally excluded or included in the most directly comparable measure, calculated and presented in accordance with GAAP. Non-GAAP financial measures do not replace and are not superior to the presentation of GAAP financial results, but are provided to improve overall understanding of our current financial performance and our prospects for the future. We believe the non-GAAP financial results provide useful information to both management and investors regarding certain additional financial and business trends relating to financial condition and operating results. In addition, management uses these measures, along with GAAP information, for reviewing financial results and evaluating our historical operating performance. The non-GAAP adjustments for all periods presented are based upon information and assumptions available as of the date of this presentation. The non-GAAP information is not prepared in accordance with GAAP and may not be comparable to non-GAAP information used by other companies. Information regarding the non-GAAP financial measure referenced in this presentation, including the reconciliation to the nearest GAAP measure can be found in our financial results press releases, available on our web sites: www.cstbrands.com and www.crossamericapartners.com.



Overview & Store Initiatives

Kim Lubel

President, CEO and Chairman of the Board



2Q15 Results Summary

(Amounts in millions except Earnings per Share, Distributable Cash Flow per LP Unit and Distribution Coverage)

CST Brands, Inc.

	Three Months Ended June 30,		% Change
	2015	2014	
Gross Profit	\$277	\$280	(1%)
EBITDA	\$80	\$88	(9%)
Earnings per Share	\$0.32	\$0.43	(26%)

CrossAmerica Partners LP

	Three Months Ended June 30,		% Change
	2015	2014	
Gross Profit	\$38	\$27	41%
Adjusted EBITDA	\$19	\$17	12%
Distributable Cash Flow per LP Unit	\$0.5692	\$0.7195	(21%)
Distribution Coverage	1.04x	1.40x	(26%)



Growing our Food Program



- **Implementing synergies from Nice N Easy to ensure great tasting food offerings across all day-parts**
 - Program will be implemented in 5 NTI prototypes in the greater San Antonio area in 4Q15
 - Modeled after Nice N Easy's Made-to-Order and pizza programs (will continue to offer the Grab & Go and bakery program)





Food Offerings





Expanding Grocery Offerings



- Enhances large store product mix
- Provides a fill-in alternative to grocery and drug stores
- Implementing in 50 stores across the Central Texas, San Antonio and Houston markets in 3Q15





CrossAmerica Partners

Joe Topper, CEO

Jeremy Bergeron, President



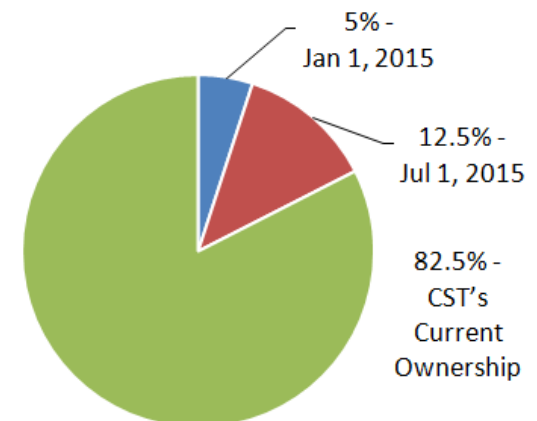
CrossAmerica Wholesale Segment



	Three Months Ended June 30,		% Change
	2015	2014	
Total Volume of Gallons Distributed (in thousands)	277,126	222,850	24%
Margin – Total System ¹	\$0.053	\$0.067	(21%)
Wholesale Rental Income ² (in thousands)	\$10,920	\$9,990	9%
Wholesale Segment Adjusted EBITDA	\$18,448	\$16,304	13%

• CST Fuel Supply

- 5 cents per gallon margin on approximately 1.9 billion gallons
- CAPL equity ownership
 - CAPL purchased 5% equity interest on Jan 1, 2015
 - **\$1.2 million** income contribution in second quarter 2015
 - Ownership increased to 17.5% on July 1



¹Cents per gallon, net of credit card fees

²A small percentage of this amount is other income



CrossAmerica Retail Segment



	Three Months Ended June 30,		% Change
	2015	2014	
Total Volume of Gallons Distributed (in thousands)	57,307	32,238	78%
Fuel Margin – Total System*	\$0.095	\$0.052	83%
Retail Segment Adjusted EBITDA	\$4,595	\$4,652	(1%)
Site Count (Average sites - period ending 06/30/2015)	206	119	73%

* Cents per gallon, net of credit card fees



Continuous Growth



- **One Stop Acquisition**

- 55 sites in West Virginia
 - 41 company operated retail sites
 - 4 commission agents
 - 9 wholesale dealer sites
 - 1 stand alone QSR



- Rationale

- Expand on existing presence in the West Virginia / Virginia market
- Leverage existing relationship with Exxon, establish new fuel brand opportunity with Marathon
- Significant amount of owned real estate



- **Positioned for further growth**



Financial Overview

Clay Killinger

EVP and Chief Financial Officer



CST Key Metrics

U.S. Retail (USD)

Gross Profit (mm)	Three Months Ended June 30,		% Change
	2015	2014	
Motor Fuel	\$59	\$65	(9%)
Merchandise	\$112	\$103	9%
Other	\$15	\$14	7%

Key Metrics	Three Months Ended June 30,		% Change
	2015	2014	
Core Stores (EOP)	993	1,044	(5%)
Motor Fuel Gallons Sold (PSPD)	5,246	4,987	5%
Motor Fuel CPG (net of CC)	\$0.1256	\$0.1383	(9%)
Merchandise Sales (PSPD)	\$3,917	\$3,632	8%
Merchandise Margin* (net of CC)	30.2%	29.8%	40 bps

* Merchandise margin excludes other revenue margin



CST Key Metrics



Canadian Retail (USD)

Gross Profit (mm)	Three Months Ended June 30,		% Change in USD	% Change in CAD
	2015	2014		
Motor Fuel	\$59	\$62	(5%)	7%
Merchandise*	\$17	\$18	(6%)	3%
Other	\$15	\$18	(17%)	0%

Key Metrics	Three Months Ended June 30,		% Change in USD	% Change in CAD
	2015	2014		
Total Retail Stores (EOP)	859	850	1%	1%
Motor Fuel Gallons Sold (PSPD)	3,201	3,256	(2%)	(2%)
Motor Fuel CPG (net of CC)	\$0.2340	\$0.2460	(5%)	8%
Company Operated Stores (EOP)	292	279	5%	5%
Merchandise Sales (PSPD)	\$2,355	\$2,589	(9%)	4%
Merchandise Margin* (net of CC)	26.8%	28.1%	(130) bps	(130) bps

* Merchandise margin excludes other revenue margin



Solid Financial Position to Support Growth



CST Brands, Inc. June 30, 2015	
Cash	\$343
Debt	\$1,013
Net Revolver Capacity	\$276



CST Guidance (in USD)



3rd Quarter 2015

Category	Ranges (mm)
Operating Expenses	\$179 to \$183
General & Administrative Expenses	\$27 to \$31
Depreciation & Amortization	\$32 to \$34

Retail Segment	U.S.		Canada	
	3Q15 Guidance	3Q14 Actual	3Q15 Guidance	3Q14 Actual
Gallons (PSPD)	5,250 to 5,350	4,921	3,250 to 3,350	3,370
Merchandise Sales (PSPD)	\$4,100 to \$4,200	\$3,686	\$2,350 to \$2,450	\$2,767
Merchandise Gross Margin (%)	30.0% to 31.0%	30.2%	27.0% to 28.0%	26.6%



Historical Fuel Margins



- Monthly data provided on the Investor Relations website
- Enhances transparency of a key gross profit driver for CST
- Updates for the first two months of each quarter will be posted approximately two weeks after month-end
- Data for the last month of a quarter will post following filing of 10-Q or 10-K

Historical Fuel Margins

U.S. Retail Segment

Monthly Fuel Margins, net of credit card fees (a)

Month	Cents Per Gallon		
	2015	2014	2013
January	\$0.19	\$0.12	
February	\$0.06	\$0.07	
March	\$0.15	\$0.10	
April	\$0.09	\$0.12	
May	\$0.12	\$0.17	\$0.12
June		\$0.12	\$0.19
July		\$0.26	\$0.13
August		\$0.23	\$0.14
September		\$0.25	\$0.22
October		\$0.35	\$0.20
November		\$0.25	\$0.15
December		\$0.35	\$0.11

(a) Represents the average monthly fuel margins

Wholesale Price of Gulf Coast Conventional Gasoline (b)

Month	Price Per Gallon*		
	2015	2014	2013



CrossAmerica Key Metrics



	Three months ended June 30,		% Change	1Q15
	2015	2014		
Adjusted EBITDA	\$19.1	\$17.1	12%	\$15.6
Distributable Cash Flow, \$mm	\$14.3	\$13.5	6%	\$10.1
Wholesale Gross Profit	\$21.5	\$21.3	1%	\$21.1
Retail Gross Profit	\$16.8	\$5.7	195%	\$14.1
Distributable Cash Flow per LP Unit	\$0.5692	\$0.7195	(21%)	\$0.4106
Distribution Paid per LP Unit	\$0.5475	\$0.5125	7%	\$0.5425

CrossAmerica has guided to a target of 7-9% distribution per unit growth rate for 2015 and a long-term coverage target $\geq 1.1x$



Solid Financial Position to Support Growth



CrossAmerica Partners LP	
Net Revolver Capacity, As of 6/30/15	\$140
*Net Revolver Capacity, As of 07/01/15	\$99
Coverage Ratio, Qtr. Ended 06/30/15	1.04x

Note: Amounts in millions

*Adjusted for close of Asset Drops and One Stop Acquisition

Completed Dropdown Transactions

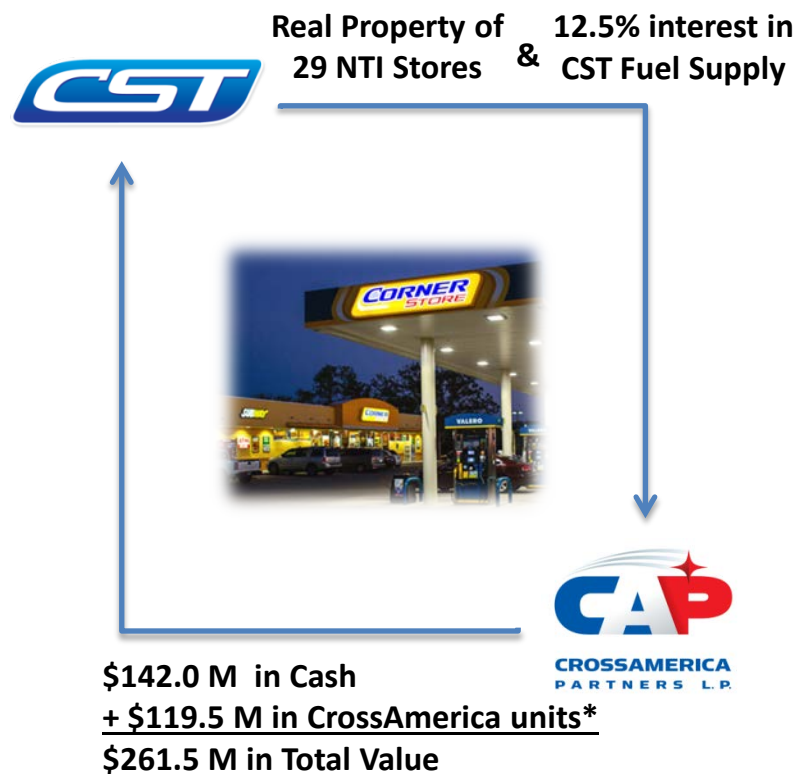
Transaction #1

January 2015



Transaction #2

July 2015



*Unit value was based on the 20 day VWAP unit price before the public announcement of the transaction



Benefits of Recent Dropdowns



Benefits to CST

- Received \$142 million of cash
 - This funds approximately 65% of our 2015 expected U.S. NTI CAPEX program
- Realized “gain” of approximately \$138 million (unrecognized for accounting purposes)
- Ownership interest in CrossAmerica increases to 15.9%
 - Annualized cash flow distribution for LP and IDR ownership is \$12.6 million

Benefits to CrossAmerica

- Incremental annual cash flow from rents and fuel supply equity of approximately \$22 million
 - Very stable, high quality cash flow backed by CST
- Accretive to distributions per unit of approximately 7% (assuming all incremental cash flow is fully distributed)
 - Highly accretive at the current 25% IDR split level
- Potential for similar size and cadence of asset drops for 5+ years



Q&A Session

