



Use of Non-GAAP Financial Measures

We report our financial results in accordance with GAAP. However, to supplement the financial results prepared in accordance with GAAP, we use non-GAAP financial measures including non-GAAP net income and diluted net income per share, non-GAAP operating income, organic net sales and adjusted EBITDA. Management uses these non-GAAP financial measures that exclude the impact of specific items (described below) in making financial, operating and planning decisions and in evaluating our performance. Also, management believes that these non-GAAP financial measures may be useful to investors in their assessment of our ongoing operating performance and provide additional meaningful comparisons between current results and results in prior operating periods. While management believes that non-GAAP measures are useful supplemental information, such adjusted results are not intended to replace our GAAP financial results and should be read in conjunction with those GAAP results.

We have also provided organic net sales, a non-GAAP measure that excludes the impact of businesses purchased or exited in the prior 12 months, because we believe it permits investors to better understand the performance of our historical business without the impact of recent acquisitions or dispositions.

Adjusted EBITDA is defined by us as income before income tax, net other expense, net interest expense and depreciation and amortization and stock-based compensation expense (or operating income plus depreciation and amortization expense and stock-based compensation expense). Adjusted EBITDA further excludes charges related to facility closures. We present adjusted EBITDA because we believe that adjusted EBITDA is a useful supplemental measure in evaluating the cash flows and performance of our business and provides greater transparency into our results of operations. Adjusted EBITDA is used by our management to perform such evaluations. Adjusted EBITDA should not be considered in isolation or as a substitute for cash flow from operations, income from operations or other income statement measures prepared in accordance with GAAP. We believe that adjusted EBITDA is frequently used by investors, securities analysts and other interested parties in their evaluation of companies, many of which present adjusted EBITDA when reporting their results. Other companies may calculate adjusted EBITDA differently and it may not be comparable.

The reconciliations of these non-GAAP measures to the most directly comparable financial measures calculated and presented in accordance with GAAP are shown in the tables below.

Non-GAAP financial measures reflect adjustments based on the following items:

- *Facility closures and business exit:* we have excluded charges related to the closure of distribution and manufacturing facilities and our decisions to exit businesses as they represent infrequent transactions that impact the comparability between operating periods.
- *Tariff refunds:* we have excluded the impact of tariff refunds received for certain tariffs previously imposed under the International Emergency Economic Powers Act which were deemed unconstitutional. We believe the tariff refund amounts we have received represent infrequent transactions that impact the comparability between operating periods.
- *Business contribution to partnership formation:* we have excluded the gain related to the divestiture of the pet distribution business and its contribution to the formation of a partnership as it represents an infrequent transaction that impacts the comparability between operating periods.

From time to time in the future, there may be other items that we may exclude if we believe that doing so is consistent with the goal of providing useful supplemental information to investors and management.

We have not provided a reconciliation of non-GAAP measures to the corresponding GAAP measures on a forward-looking basis as we cannot do so without unreasonable efforts due to the potential variability and limited visibility of excluded items; these excluded items may include facility closures and exit costs, impairment charges and restructuring costs, among others.

1. During the third quarter of fiscal 2026, we recognized incremental expense of \$13.8 million in the consolidated statement of operations, of which \$13.0 million in our Pet segment related to the exit of a minor business and the closure of two facilities, and \$0.8 million in our Garden segment related to the closure of three distribution centers in fiscal 2025 and 2024.
2. During the third quarter of fiscal 2026, we recognized incremental income in our Pet segment of \$3.6 million for tariff refunds received.
3. During the third quarter of fiscal 2026, we recognized incremental income of \$2.5 million in Other Income from the contribution of our pet distribution business to the formation of a new partnership.
4. During the first six months of fiscal 2026, we recognized incremental expense of \$8.0 million in the condensed consolidated statement of operations, of which \$7.3 million in our Garden segment related to the closure of three distribution centers in fiscal 2025 and 2024 and \$0.7 million in our Pet segment related to the closure of a sales and logistics facility in Pennsylvania.
5. During the third quarter of fiscal 2025, we recognized incremental expense of \$3.9 million in the consolidated statement of operations, \$2.2 million in our Garden segment related to closing a distribution facility in Ontario, California and beginning the consolidation of our Western distribution network and an incremental \$1.7 million in our Pet segment related to the decision to winddown our operations in the U.K.
6. During the second quarter of fiscal 2025, we recognized incremental expense of \$5.3 million in the condensed consolidated statement of operations, related to the decision to wind-down our operations in the U.K. and the related facility there as we move to a direct-export model.

Net Income and Diluted Net Income Per Share

GAAP to Non-GAAP Reconciliation

	Three Months Ended		Nine Months Ended	
	June 27, 2026	June 28, 2025	June 27, 2026	June 28, 2025
(in thousands, except per share amounts)				
GAAP net income attributable to Central Garden & Pet Company	\$ 89,856	\$ 95,007	\$ 176,118	\$ 172,649
Facility closures (1) (4) (5) (6)	13,757	3,915	21,729	9,254
Tariff refunds (2)	(3,606)	—	(3,606)	—
Pet distribution business divestiture (3)	(2,479)	—	(2,479)	—
Tax effect of adjustments	(1,900)	(1,003)	(3,770)	(2,258)
Non-GAAP net income attributable to Central Garden & Pet Company	\$ 95,628	\$ 97,919	\$ 187,992	\$ 179,645
GAAP diluted net income per share	\$ 1.45	\$ 1.52	\$ 2.84	\$ 2.69
Non-GAAP diluted net income per share	\$ 1.54	\$ 1.56	\$ 3.04	\$ 2.79
Shares used in GAAP and non-GAAP diluted net earnings per share calculation	61,947	62,610	61,925	64,283

Operating Income**GAAP to Non-GAAP Reconciliation**

	Three Months Ended June 27, 2026			Nine Months Ended June 27, 2026		
	GAAP	Non-GAAP adjustments	Non-GAAP	GAAP	Non-GAAP adjustments	Non-GAAP
(in thousands)						
Net sales	\$ 882,362	\$ 1,354	\$ 883,716	\$ 2,405,887	\$ 1,354	\$ 2,407,241
Cost of goods sold	565,444	129	565,573	1,598,797	646	1,599,443
Gross profit	\$ 316,918	\$ 1,225	\$ 318,143	\$ 807,090	\$ 708	\$ 807,798
Selling, general and administrative expenses	191,074	(8,926)	182,148	550,777	(17,415)	533,362
Income from operations	(1) (2) (4) \$ 125,844	\$ 10,151	\$ 135,995	\$ 256,313	\$ 18,123	\$ 274,436
Gross margin	35.9%		36.0%	33.5%		33.6%
Operating margin	14.3%		15.4%	10.7%		11.4%

Operating Income**GAAP to Non-GAAP Reconciliation**

	Three Months Ended June 28, 2025			Nine Months Ended June 28, 2025		
	GAAP	Non-GAAP adjustments	Non-GAAP	GAAP	Non-GAAP adjustments	Non-GAAP
(in thousands)						
Net sales	\$ 960,913	\$ —	\$ 960,913	\$ 2,450,886	\$ —	\$ 2,450,886
Cost of goods sold	628,903	(248)	628,655	1,650,094	(4,661)	1,645,433
Gross profit	\$ 332,010	\$ 248	\$ 332,258	\$ 800,792	\$ 4,661	\$ 805,453
Selling, general and administrative expenses	196,884	(3,667)	193,217	544,350	(4,593)	539,757
Income from operations	(5) (6) \$ 135,126	\$ 3,915	\$ 139,041	\$ 256,442	\$ 9,254	\$ 265,696
Gross margin	34.6%		34.6%	32.7%		32.9%
Operating margin	14.1%		14.5%	10.5%		10.8%

Pet Segment Operating Income**GAAP to Non-GAAP Reconciliation**

	Three Months Ended		Nine Months Ended	
	June 27, 2026	June 28, 2025	June 27, 2026	June 28, 2025
(in thousands)				
GAAP operating income	\$ 66,818	\$ 76,199	\$ 194,440	\$ 188,070
Facility closures	(1) (4) (5) (6) 12,963	1,671	13,696	7,010
Tariff refunds received	(2) (3,606)	—	(3,606)	—
Non-GAAP operating income	\$ 76,175	\$ 77,870	\$ 204,530	\$ 195,080
GAAP operating margin	16.7%	15.5%	15.0%	13.7%
Non-GAAP operating margin	19.0%	15.8%	15.8%	14.2%

Garden Segment Operating Income**GAAP to Non-GAAP Reconciliation**

	Three Months Ended		Nine Months Ended	
	June 27, 2026	June 28, 2025	June 27, 2026	June 28, 2025
	(in thousands)			
GAAP operating income	\$ 90,051	\$ 82,989	\$ 146,340	\$ 144,143
Facility closures	(1) (4) (5) 794	2,244	8,033	2,244
Non-GAAP operating income	\$ 90,845	\$ 85,233	\$ 154,373	\$ 146,387
GAAP operating margin	18.7%	17.7%	13.2%	13.4%
Non-GAAP operating margin	18.9%	18.2%	13.9%	13.6%

Organic Net Sales**GAAP to Non-GAAP Reconciliation**

	Three Months Ended June 27, 2026			Nine Months Ended June 27, 2026		
	Net sales (GAAP)	Effect of acquisitions & divestitures on net sales	Net sales organic	Net sales (GAAP)	Effect of acquisitions & divestitures on net sales	Net sales organic
	(in millions)					
Q3 FY 26	\$ 882.4	\$ 20.2	\$ 862.2	\$ 2,405.9	\$ 237.2	\$ 2,168.7
Q3 FY 25	960.9	118.7	842.2	2,450.9	351.7	2,099.2
\$ increase (decrease)	\$ (78.5)		\$ 20.0	\$ (45.0)		\$ 69.5
% increase (decrease)	(8.2)%		2.4%	(1.8)%		3.3%

Organic Pet Segment Net Sales**GAAP to Non-GAAP Reconciliation**

	Three Months Ended June 27, 2026			Nine Months Ended June 27, 2026		
	Net sales (GAAP)	Effect of acquisitions & divestitures on net sales	Net sales organic	Net sales (GAAP)	Effect of acquisitions & divestitures on net sales	Net sales organic
	(in millions)					
Q3 FY 26	\$ 400.5	\$ 20.2	\$ 380.3	\$ 1,293.1	\$ 237.2	\$ 1,055.9
Q3 FY 25	492.5	118.7	373.8	1,373.7	351.7	1,022.0
\$ increase (decrease)	\$ (92.0)		\$ 6.5	\$ (80.6)		\$ 33.9
% increase (decrease)	(18.7)%		1.7%	(5.9)%		3.3%

Adjusted EBITDA**GAAP to Non-GAAP Reconciliation**

	Three Months Ended June 27, 2026			
	Pet	Garden	Corporate	Total
	(in thousands)			
Net income attributable to Central Garden & Pet Company	\$ —	\$ —	\$ —	\$ 89,856
Interest expense, net	—	—	—	7,767
Other income	—	—	—	(1,511)
Income tax expense	—	—	—	29,596
Net income attributable to noncontrolling interest	—	—	—	136
Income (loss) from operations	66,818	90,051	(31,025)	\$ 125,844
Depreciation & amortization	9,418	9,987	229	19,634
Noncash stock-based compensation	—	—	6,245	6,245
Facility closures and tariff refunds received	(1) (2) 9,357	794	—	10,151
Adjusted EBITDA	\$ 85,593	\$ 100,832	\$ (24,551)	\$ 161,874

Adjusted EBITDA**GAAP to Non-GAAP Reconciliation**

	Three Months Ended June 28, 2025			
	Pet	Garden	Corporate	Total
	(in thousands)			
Net income attributable to Central Garden & Pet Company	\$ —	\$ —	\$ —	\$ 95,007
Interest expense, net	—	—	—	8,843
Other income	—	—	—	(1,069)
Income tax expense	—	—	—	31,941
Net income attributable to noncontrolling interest	—	—	—	404
Income (loss) from operations	76,199	82,989	(24,062)	\$ 135,126
Depreciation & amortization	10,391	10,383	709	21,483
Noncash stock-based compensation	—	—	6,044	6,044
Facility closures & business exit	(5) 1,671	2,244	—	3,915
Adjusted EBITDA	\$ 88,261	\$ 95,616	\$ (17,309)	\$ 166,568

Adjusted EBITDA**GAAP to Non-GAAP Reconciliation**

	Nine Months Ended June 27, 2026			
	Pet	Garden	Corporate	Total
	(in thousands)			
Net income attributable to Central Garden & Pet Company	\$ —	\$ —	\$ —	\$ 176,118
Interest expense, net	—	—	—	24,618
Other income	—	—	—	(1,342)
Income tax expense	—	—	—	56,214
Net income attributable to noncontrolling interest	—	—	—	705
Income (loss) from operations	194,440	146,340	(84,467)	\$ 256,313
Depreciation & amortization	30,017	30,252	708	60,977
Noncash stock-based compensation	—	—	15,699	15,699
Facility closures and tariff refunds received	(1) (2) (4) 10,090	8,033	—	18,123
Adjusted EBITDA	\$ 234,547	\$ 184,625	\$ (68,060)	\$ 351,112

Adjusted EBITDA

GAAP to Non-GAAP Reconciliation

	Nine Months Ended June 28, 2025			
	Pet	Garden	Corporate	Total
	(in thousands)			
Net income attributable to Central Garden & Pet Company	\$ —	\$ —	\$ —	\$ 172,649
Interest expense, net	—	—	—	25,931
Other income	—	—	—	(96)
Income tax expense	—	—	—	56,208
Net income attributable to noncontrolling interest	—	—	—	1,750
Income (loss) from operations	188,070	144,144	(75,772)	\$ 256,442
Depreciation & amortization	29,969	31,957	2,137	64,063
Noncash stock-based compensation	—	—	15,572	15,572
Facility closures and business exit	(5) (6) 7,010	2,244	—	9,254
Adjusted EBITDA	\$ 225,049	\$ 178,345	\$ (58,063)	\$ 345,331