



# **CJS Winter “New Ideas for the New Year” Conference**

**January 10, 2018**

Please note that in this presentation, we may discuss events or results that have not yet occurred or been realized, commonly referred to as forward-looking statements. The Private Securities Litigation Reform Act of 1995 provides a safe harbor for forward-looking statements made by or on behalf of the Company. Such discussion and statements will often contain words such as “expect,” “anticipate,” “project,” “will,” “should,” “believe,” “intend,” “plan,” “estimate,” “potential,” “target,” and similar expressions, and relate in this presentation, without limitation, to the Company’s intent to separate its Agricultural Solutions business and create two independent companies following the proposed separation, the expected structure and timing of the proposed separation, anticipated benefits of the proposed separation, the operational and capital markets separation objectives and the related contemplated future steps, the Company’s target run-rate cost, expected year-end organic sales growth, meeting financial and/or organic goals and objectives including the Company’s full year 2017 financial guidance and preliminary 2018 financial guidance, net interest expense, income tax provision, cash flow from operations, net debt to adjusted EBITDA ratio, full year cash interest, taxes and capital expenditures, restructuring costs and other non-cash charges, and the Company’s future vision following the proposed separation, including each business’ long-term average growth potential, strategic direction, and target, expected or projected leverage within targeted timeframes, adjusted EBITDA, long-term average organic and net sales growth, adjusted EBITDA margin, capital expenditures, cash flow conversion, product portfolio and pipeline, revenue and cost synergies, and other projected operating metrics and financial projections.

These projections and statements are based on management's estimates and assumptions with respect to future events and financial performance and are believed to be reasonable, though are inherently uncertain and difficult to predict. Actual results could differ materially from those projected as a result of certain factors, which include, among others, the Company’s ability to successfully complete the proposed separation and realize the anticipated benefits from it; the final structure and timing for completion of the proposed separation; adverse effects on the two companies’ business operations or financial results and the market price of the Company’s shares as a result of the completion of the proposed separation and/or announcement and completion of related transactions; market volatility; legal, tax and regulatory requirements; unanticipated delays and transaction expenses; the impact of the proposed separation on the Company’s employees, customers and suppliers; the ability of the two companies to operate independently following the proposed separation; the diverting of management’s attention from the Company’s ongoing business operations; overall global economic and business conditions impacting the businesses of the two companies, as well as capital markets and liquidity; and the possibility of more attractive strategic options arising in the future. Additional information concerning these and other factors that could cause Platform’s actual results to vary is, or will be, included in Platform’s periodic and other reports filed with the Securities and Exchange Commission. Platform undertakes no obligation to update any forward-looking statement, whether as a result of new information, future events or otherwise.

This presentation also contains unaudited “comparable” financial information which assumes full period contribution of all the Company’s acquired businesses to date: the Chemtura AgroSolutions business of Chemtura Corporation and Percival S.A., or Agriphar, acquired in 2014; Alent plc, Arysta LifeScience Ltd, and the Electronic Chemicals and Photomasks businesses of OM Group, Inc. acquired in 2015; and OMG Electronic Chemicals (M) Sdn Bhd acquired in 2016. This combined information is provided for informational purposes only and is not necessarily, and should not be assumed to be, an indication of the results that would have been achieved had the Company’s acquisitions been completed as of the dates indicated, or that may be achieved in the future. Historical financial results and information included herein relating to these acquired businesses were derived from public filings, when applicable, and/or information provided by management of these businesses prior to their acquisitions by the Company. Although we believe it is reliable, this information has not been verified, internally or independently. In addition, financial information for some of these acquired businesses was historically prepared in accordance with non-GAAP accounting methods, and may or may not be comparable to the Company’s financial statements. Consequently, there is no assurance that the financial results and information for these legacy businesses included herein are accurate or complete, or representative in any way of the Company’s actual or future results as a consolidated company.

Industry, market and competitive position data described in this presentation were obtained from our own internal estimates and research, as well as from industry and general publications and research, surveys and studies conducted by third parties. While the Company believes its internal estimates and research are reliable and the market definitions are appropriate, such estimates, research and definitions have not been verified by any independent source. You are cautioned not to place undue reliance on this data.

## NON-GAAP INFORMATION



To supplement the financial measures prepared in accordance with generally accepted accounting principles in the United States (“GAAP”), the Company uses the following non-GAAP financial measures: EBITDA and adjusted EBITDA, adjusted EBITDA margin, adjusted EBITDA guidance, cash flow conversion, comparable adjusted EBITDA growth, comparable adjusted EBITDA margin, last twelve month (LTM) results, net debt to adjusted EBITDA ratio, return on invested capital (ROIC), and organic sales growth. The Company also evaluates and presents its results of operations on a constant currency basis.

The reconciliations of these non-GAAP measures to the most directly comparable financial measures calculated and presented in accordance with GAAP can be found in the appendix of this presentation. The Company only provides adjusted EBITDA guidance, organic sales growth expectations and synergy potential on a non-GAAP basis, and does not provide a reconciliation of such forward-looking non-GAAP measures to GAAP due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliations, including adjustments that could be made for restructuring, integration and acquisition-related expenses, share-based compensation amounts, adjustments to inventory and other charges reflected in the reconciliation of historic numbers, the amount of which, based on historical experience, could be significant.

Management internally reviews each of these non-GAAP measures to evaluate performance on a comparative period-to-period basis in terms of absolute performance, trends, and expected future performance with respect to the Company’s business, and believes that these non-GAAP measures provide investors with an additional perspective on trends and underlying operating results on a period-to-period comparable basis. The Company also believes that investors find this information helpful in understanding the ongoing performance of its operations separate from items that may have a disproportionate positive or negative impact on its financial results in any particular period. These non-GAAP financial measures, however, are not prepared in accordance with GAAP and may not be indicative of the results that the Company expects to recognize for future periods. In addition, these non-GAAP financial measures may differ from measures that other companies may use. These non-GAAP financial measures are therefore supplemental in nature and should not be considered in isolation, or a substitute for, or superior to, the related financial information prepared in accordance with GAAP. Investors are encouraged to review the reconciliation of these non-GAAP measures to their most directly comparable GAAP financial measures included herein.

Please see the appendix to this presentation for a more detailed description of each non-GAAP financial measure used by the Company, including the adjustments reflected in each of them and the reason why the Company believes such non-GAAP measures are useful to investors.

# PLATFORM SINCE FOUNDING

Platform has built a robust portfolio through its acquisitions of high quality, asset-lite / high-touch companies focused in two growing sectors and has successfully improved its portfolio through meaningful integration and investment

## Agricultural Solutions

## Performance Solutions

### Acquisitions & Verticals



**LTM 9/30/17 Net Sales\*: \$1.8bn**

**LTM 9/30/17 Net Sales\*: \$1.8bn**

**LTM 9/30/17 Adj. EBITDA<sup>(1)\*</sup>: \$382mm**

**LTM 9/30/17 Adj. EBITDA<sup>(1)\*</sup>: \$431mm**

### Key Accomplishments

- |   |  |
|---|--|
| <ul style="list-style-type: none"> <li>■ Integrated three legacy portfolios into one global organization with one sales force &amp; one facility footprint</li> <li>■ Expanded presence in key geographies building on growth of high-value products like biosolutions and seed treatment</li> <li>■ More than doubled peak potential sales value of new product pipeline to launch through 2025 to ~\$1.3bn</li> <li>■ Achieved \$80mm+ of run-rate cost savings within two years of Arysta acquisition</li> </ul> | <ul style="list-style-type: none"> <li>■ Integrated products, salesforce and R&amp;D organizations to establish five, end-market focused verticals</li> <li>■ Realized meaningful growth from combined product portfolio, particularly in Asia</li> <li>■ Developed new capabilities in advanced electronics markets to accelerate growth</li> <li>■ Achieved \$50mm+ of run-rate cost savings within first 18 months</li> </ul> |
|---|--|

\* For definitions of non-GAAP measures, discussions of adjustments and reconciliations, please refer to the appendix of this presentation.  
1. Segment Adj. EBITDA includes corporate cost allocations of \$62 million in the LTM period ending 9/30/2017, with \$31 million allocated to each of the Agricultural Solutions and Performance Solutions segments.

# PLATFORM'S BUSINESS TODAY

✓ Highly profitable business with minimal capital requirements leading to strong returns on investment ...

## 2016 Performance

**Gross Margin:**  
**42%**

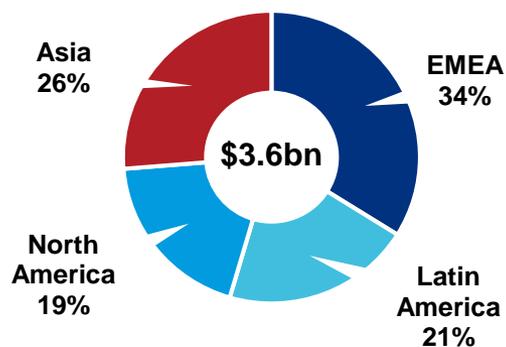
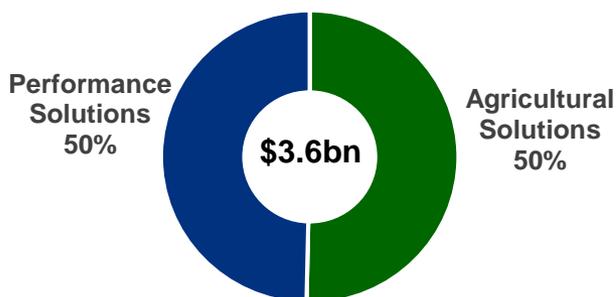
**Adj. EBITDA\*  
Margin:**  
**21%**

**Cash Flow  
Conversion<sup>1</sup>:**  
**88%**

**ROIC\*:**  
**21%**

✓ Diversified revenue base across geographies and industries...

## 2016 Net Sales



**2016 Adj. EBITDA: \$769m\***

✓ Healthy and growing end-markets with exciting opportunities for expansion...

*Specialty crop protection*



*Biosolutions*



*Animal health*



*Consumer electronics*



*Automotive*



*Offshore oil & gas*



\* See Non-GAAP footnote on pg. 4

1. Cash Flow conversion is calculated as adj. EBITDA less Capex (capital expenditures of \$56 million and investments in registrations of products of \$36 million) divided by adj. EBITDA

# PLATFORM'S FUTURE VISION

## Two Leading Specialty Chemical Companies with Exciting Growth Opportunities and Robust Cash Flows

### ~\$1.8bn+<sup>1</sup> Global Agricultural Chemical Business

### ~\$1.8bn+<sup>1</sup> Global Specialty Chemical Business

#### Key End-Markets

Conventional crop protection, seed treatment, biosolutions and animal health

Electronics, automotive, general industrial, consumer packaging and energy

#### Long-Term Average Growth Potential

~4-5% Organic Sales\*

~3-4% Organic Sales\*

High single-digit Adj. EBITDA\*

High single-digit Adj. EBITDA\*

#### Strategic Direction

- Develop R&D pipeline and expand strategic partnerships with focus on high value, differentiated solutions for farmers
- Inorganic opportunities targeting molecule acquisitions, licenses and geographic expansion

- Leverage global scale and breadth to enter new markets and expand product offerings
- Measured acquisition approach in existing and adjacent end-markets to enhance long-term value

#### Target Leverage

~3.5x Net Debt / Adj. EBITDA\*

4.0 – 4.5x Net Debt / Adj. EBITDA\*

Within ~12 months from completion of separation into an independent company

Within 12 – 18 months from completion of separation into an independent company

\* See Non-GAAP footnote on pg. 4  
1. Based on 2016 net sales

# ARYSTA LIFESCIENCE HIGHLIGHTS

## Strong Industry Positioning

- Distinctive position as formulation-based Ag chemical company with global scale and niche crop focus
- Industry innovator that develops new solutions for farmers
- A preferred partner for numerous discovery-focused firms
- Significant global presence in fast growing biosolutions with top-tier position in bio-stimulants<sup>1</sup>

## Significant Headroom for Growth

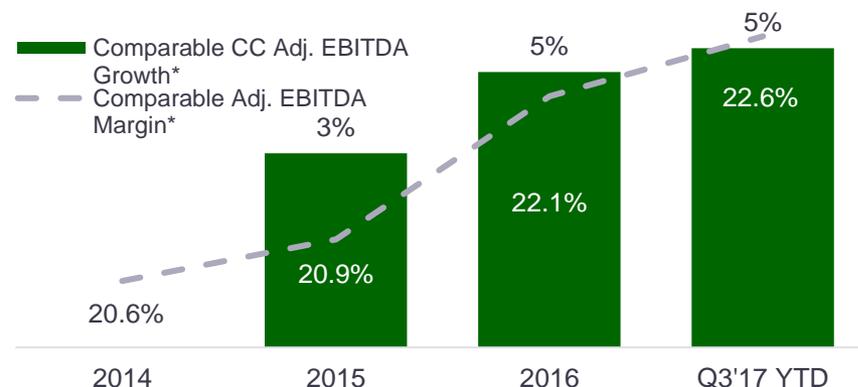
- Organic investments targeting high-growth, highly-differentiated market segments
- Rapid expansion of biosolutions portfolio
- Develop direct sales presence in targeted expansion markets
- Inorganic opportunities targeting molecule acquisitions, licenses and geographic expansion

## Robust Product Portfolio & Pipeline

- Diverse product base across crop protection, seed treatment and biosolutions
- ~\$1.3 billion of peak potential sales value for products to launch through 2025

## Attractive Financial Profile<sup>2</sup>

- 2016:**
- Organic sales growth\* of 3%
  - 22% Adj. EBITDA margin\*
  - 85% cash flow conversion<sup>3</sup>



## 2017 Milestones

- Opened or grew several new markets (China, UK, Germany)
- Signed DuPont seed treatment agreement
- Signed Rynaxypyr and other license agreements
- Progressed towards separation objectives
- Delivered consistent financial performance through Q3 despite continued market challenges

\* See Non-GAAP footnote on pg. 4

1. Based on 2015 sales

2. Segment Adj. EBITDA excludes corporate cost allocations

3. Cash Flow conversion is calculated as Adj. EBITDA less Capex (capital expenditures of \$24 million and investments in registrations of products of \$36 million) divided by Adj. EBITDA

# PERFORMANCE SOLUTIONS HIGHLIGHTS

## Leading Market Positions

- Market leader in specialty chemicals for surface treatment and electronic assembly
- High-touch sales force embedded with customers
- Leading specialty chemical supplier selling more than \$1.5 billion of surface chemistry and assembly solutions across electronic and industrial end-markets

## Focused Growth Strategy

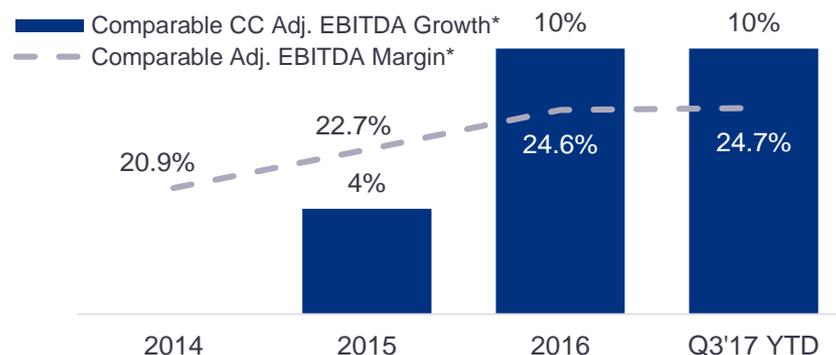
- Focus on fast growing markets including semiconductor and automotive
- Increasing specification-based business
- Ample opportunity remaining in existing and adjacent end-markets for inorganic growth

## Remaining Revenue and Cost Synergies

- Significant opportunity to continue to leverage broadest industry offering with large customers in supply chain of global OEMs
- Estimated ~\$15 million savings remaining primarily in facilities and procurement

## Attractive Financial Profile<sup>1</sup>

- 2016:**
- Organic sales growth\* of 1%; YTD 2017 organic sales growth\* of 5%
  - 25% Adj. EBITDA margin\*
  - 93% cash flow conversion<sup>2\*</sup>



## 2017 Milestones

- Strong organic sales growth through Q3
- Established global sales excellence organization and Integrated Solutions sales team
- Continued margin improvement despite inflationary raw materials environment
- Progress on facility consolidation plans

\* See Non-GAAP footnotes on pg. 4

1. Segment Adj. EBITDA excludes corporate cost allocations

2. Cash Flow conversion is calculated as Adj. EBITDA less Capex (capital expenditures of \$32 million) divided by Adj. EBITDA

# SEPARATION UPDATE

## Operational Separation

## Capital Markets Separation

	Operational Separation	Capital Markets Separation
<b>Objectives</b>	<ul style="list-style-type: none"> <li>■ Complete separation into two independent companies in 2018</li> <li>■ Target run-rate cost neutral to Platform</li> </ul>	<ul style="list-style-type: none"> <li>■ Complete separation into two independent companies in 2018</li> <li>■ Minimize cost of debt and maximize flexibility</li> <li>■ Attain leverage objectives within targeted timeframes</li> </ul>
<b>Progress to Date</b>	<ul style="list-style-type: none"> <li>■ Improved standalone company visibility</li> <li>■ Independent organizational design</li> </ul>	<ul style="list-style-type: none"> <li>■ Latest Platform bond issuance includes separation feature</li> </ul>
<b>Contemplated Future Steps</b>	<ul style="list-style-type: none"> <li>■ Complete operational separation by planned IPO date</li> </ul>	<ul style="list-style-type: none"> <li>■ Establish two independent revolving credit facilities</li> <li>■ Amend current Platform credit agreement to allow for separation</li> <li>■ Address Arysta guarantees in outstanding bonds</li> <li>■ Arysta capital markets transactions</li> </ul>

**Further segment level updates to be provided on 2017 full year earnings call**

## Strong Management Continuity

### Key Leaders: Arysta

**Chairman:** Rakesh Sachdev

**CEO:** Diego Lopez Casanello

**CFO:** Mark Gibbens

*Treasurer, Platform Specialty Products*

*Former Chief Financial Officer, Aligned Energy*

*Former Head of Corporate Finance & CIO, Alcatel-Lucent*

### Key Leaders: Performance Solutions

**Chairman:** Martin E. Franklin

**CEO:** Rakesh Sachdev

**CFO:** John P. Connolly

**No changes expected to commercial and operations leadership**

## Market Commentary

- **Performance Solutions:** Healthy conditions across end-markets
  - Overall trends suggest continuation of 2017 market environment
  - Growth driven from overall market volume and specific market-share opportunities
- **Agricultural Solutions:** Overall market growth expected to be in the low-single digits driven by:
  - Improving industry-wide channel inventories
  - Modest recovery in commodity prices

## 2018 Adj. EBITDA\* Guidance

**\$860m - \$890m**

- In-line with objective of mid-to-high single digit Adj. EBITDA growth

## 2018 Cash Flow Outlook

**Interest Expense:** ~\$300m

**Capex:** ~\$100m

- Free cash flow expected to improve meaningfully as a result of 2017 debt repricings
- 2018 cash tax guidance to be provided at 2017 full year earnings call

**2018 Adj. EBITDA guidance range of \$860m to \$890m in-line with long-term objectives**

**Adj. EBITDA growth expected to translate to substantial growth in free cash flow**

**Net debt to Adj. EBITDA ratio at 2018 year-end expected to be less than 5.5x before any impact from separation**

*\*For a definition of non-GAAP measures, discussions of adjustments and reconciliations, please refer to the appendices of this presentation. 2018 Guidance based on foreign exchange rates at December 31, 2017. 2018 growth assumptions based on latest 2017 Adj. EBITDA guidance range of \$810 - \$830 million*

**Execution: Build on Operating Momentum and Continue to Drive Above Market Revenue Growth**

**Manage Cost and Drive Margin Expansion through Synergies and Continuous Improvement**

**Generate Free Cash Flow and Reduce Leverage**

**Ensure a Successful Separation to Maximize Shareholder Value**

## **APPENDIX**

# RECONCILIATION TO ADJUSTED EBITDA

<i>(Amounts in millions)</i>	Q3'17 LTM	Q3'17 YTD	Q3'16 YTD	FY 2016	FY 2015	FY 2014
<b>Net loss attributable to common stockholders</b>	<b>\$(157)</b>	<b>\$(155)</b>	<b>\$(39)</b>	<b>\$(41)</b>	<b>\$(309)</b>	<b>\$(263)</b>
<i>Adjustments: add / (subtract):</i>						
Gain on amendment of Series B Convertible Preferred Stock	—	—	(33)	(33)	—	—
Stock dividend on founder preferred shares	—	—	—	—	—	233
Net income (loss) attributable to the non-controlling interests	7	5	(5)	(3)	4	6
Income tax expense (benefit)	30	67	66	29	75	(7)
Interest expense, net	346	260	290	376	214	38
Depreciation expense	78	58	56	75	49	21
Amortization expense	275	207	199	267	202	67
<b>EBITDA</b>	<b>579</b>	<b>443</b>	<b>534</b>	<b>670</b>	<b>236</b>	<b>95</b>
<i>Adjustments to reconcile to Adjusted EBITDA:</i>						
Restructuring expense	33	21	20	31	25	3
Amortization of inventory step-up	—	—	12	12	77	36
Acquisition and integration costs	11	5	27	33	122	48
Non-cash change in fair value contingent consideration	4	3	4	5	7	29
Legal settlements	(11)	(11)	(3)	(3)	(16)	—
Foreign exchange loss on foreign denominated external and internal long-term debt	71	95	59	34	46	1
Fair value loss on foreign exchange forward contract	—	—	—	—	74	—
Goodwill impairment	47	—	—	47	—	—
Gain on settlement agreement related to Series B Convertible Preferred Stock	—	—	(103)	(103)	—	—
Non-cash change in fair value of preferred stock redemption liability	11	—	(6)	5	—	—
Debt refinancing costs	34	15	—	20	—	—
Costs related to Proposed Separation	9	9	—	—	—	—
Other expense (income), net	26	15	8	19	(3)	1
<b>Adjusted EBITDA</b>	<b>\$813</b>	<b>\$595</b>	<b>\$551</b>	<b>\$769</b>	<b>\$568</b>	<b>\$212</b>

*Note: Totals may not sum due to rounding*

# SEGMENT COMPARABLE SALES RECONCILIATION



<i>(amounts in millions)</i>	Performance Solutions		Agricultural Solutions	
	2015	2014	2015	2014
<b>Net Sales</b>	<b>\$801</b>	<b>\$755</b>	<b>\$1,742</b>	<b>\$88</b>
<u>Acquisitions:</u>				
Alent	847	1,063		
OM	142	172		
Arysta			87	1,533
CAS				380
Agriphar				170
<b>Comparable Sales</b>	<b>\$1,791</b>	<b>\$1,990</b>	<b>\$1,829</b>	<b>\$2,171</b>

*Note: Totals may not sum due to rounding*

# SEGMENT ADJUSTED EBITDA RECONCILIATION

<i>(amounts in millions)</i>	Performance Solutions			Agricultural Solutions			Total		
	Q3'17 YTD	Q3'16 YTD	YoY%	Q3'17 YTD	Q3'16 YTD	YoY%	Q3'17 YTD	Q3'16 YTD	YoY%
<b>Adj. EBITDA</b>	\$321	\$291	10%	\$274	\$261	5%	\$595	\$551	8%
Corporate allocations	23	24		23	24		46	49	
<b>Adj. EBITDA ex-corp cost</b>	<b>343</b>	<b>315</b>	<b>9%</b>	<b>297</b>	<b>285</b>	<b>4%</b>	<b>641</b>	<b>600</b>	<b>7%</b>
Foreign exchange translation	5			2			7		
<b>Comparable Constant Currency ex-corp cost</b>	<b>\$348</b>	<b>\$315</b>	<b>10%</b>	<b>\$299</b>	<b>\$285</b>	<b>5%</b>	<b>\$647</b>	<b>\$600</b>	<b>8%</b>

<i>(amounts in millions)</i>	Performance Solutions			Agricultural Solutions			Total		
	2016	2015	YoY%	2016	2015	YoY%	2016	2015	YoY%
<b>Adj. EBITDA ex-corp cost</b>	<b>\$434</b>	<b>\$236</b>	<b>84%</b>	<b>\$401</b>	<b>\$379</b>	<b>6%</b>	<b>\$835</b>	<b>\$616</b>	<b>36%</b>
Acquisitions:									
Alent		143						143	
OM		28						28	
Arysta					3			3	
<b>Comparable Adj. EBITDA ex-corp cost</b>	<b>434</b>	<b>407</b>	<b>7%</b>	<b>401</b>	<b>382</b>	<b>5%</b>	<b>835</b>	<b>790</b>	<b>6%</b>
Corporate allocations	(33)	(24)		(33)	(24)		(66)	(48)	
<b>Comparable Adj. EBITDA</b>	<b>401</b>	<b>384</b>	<b>5%</b>	<b>368</b>	<b>358</b>	<b>3%</b>	<b>769</b>	<b>742</b>	<b>4%</b>
Foreign exchange translation	15			0			16		
<b>Comparable Constant Currency</b>	<b>417</b>	<b>384</b>	<b>9%</b>	<b>369</b>	<b>358</b>	<b>3%</b>	<b>785</b>	<b>742</b>	<b>6%</b>
<b>Comparable Constant Currency ex-corp cost</b>	<b>\$450</b>	<b>\$407</b>	<b>10%</b>	<b>\$401</b>	<b>\$382</b>	<b>5%</b>	<b>\$851</b>	<b>\$790</b>	<b>8%</b>

Note: Totals may not sum due to rounding

# SEGMENT ADJUSTED EBITDA RECONCILIATION CONT.

<i>(amounts in millions)</i>	Performance Solutions			Agricultural Solutions			Total		
	2015	2014	YoY%	2015	2014	YoY%	2015	2014	YoY%
<b>Adj. EBITDA ex-corp cost</b>	<b>\$236</b>	<b>\$212</b>	<b>11%</b>	<b>\$379</b>	<b>\$16</b>	<b>n/m</b>	<b>\$616</b>	<b>\$228</b>	<b>n/m</b>
Acquisitions:									
Alent	143	175					143	175	
OM	28	30					28	30	
Arysta				3	293		3	293	
CAS					90			90	
Agriphar					48			48	
<b>Comparable Adj. EBITDA ex-corp cost</b>	<b>407</b>	<b>417</b>	<b>(2)%</b>	<b>382</b>	<b>447</b>	<b>(14)%</b>	<b>790</b>	<b>863</b>	<b>(9)%</b>
Corporate allocations	(24)	(8)		(24)	(8)		(48)	(16)	
<b>Comparable Adj. EBITDA</b>	<b>384</b>	<b>408</b>	<b>(6)%</b>	<b>358</b>	<b>439</b>	<b>(18)%</b>	<b>742</b>	<b>847</b>	<b>(12)%</b>
Foreign exchange translation		(25)		6	(70)		6	(95)	
<b>Comparable Constant Currency</b>	<b>384</b>	<b>383</b>	<b>0%</b>	<b>364</b>	<b>369</b>	<b>(1)%</b>	<b>748</b>	<b>752</b>	<b>(1)%</b>
<b>Comparable Constant Currency ex-corp cost</b>	<b>\$407</b>	<b>\$392</b>	<b>4%</b>	<b>\$388</b>	<b>\$377</b>	<b>3%</b>	<b>\$796</b>	<b>\$768</b>	<b>4%</b>

Note: Totals may not sum due to rounding. 2015 constant currency calculation used full year 2015 average exchange rates per historical methodology  
n/m: Denotes calculation is not meaningful

# SEGMENT ORGANIC SALES GROWTH



	Nine Months ended 9/30/2017 <sup>(1)</sup>				
	Reported Net Sales Growth	Impact of Currency	Metals	Acquisitions	Organic Sales Growth
Performance Solutions	6%	1%	(2%)	0%	5%
Agricultural Solutions	0%	(1%)	0%	0%	(2)%
<b>Total</b>	<b>3%</b>	<b>0%</b>	<b>(1%)</b>	<b>0%</b>	<b>2%</b>

	Year ended 12/31/2016 <sup>(1)</sup>				
	Reported Net Sales Growth	Impact of Currency	Metals	Acquisitions	Organic Sales Growth
Performance Solutions	121%	6%	(2%)	(123%)	1%
Agricultural Solutions	4%	2%	0%	(3%)	3%
<b>Total</b>	<b>41%</b>	<b>3%</b>	<b>0%</b>	<b>(41%)</b>	<b>2%</b>

1. Organic sales growth is a non-GAAP measure. The tables reconcile GAAP net sales growth to organic sales growth, which is net sales excluding the impact of foreign currency translation, changes due to the price of certain metals, and acquisitions and/or divestitures, as applicable

# RETURN ON INVESTED CAPITAL RECONCILIATION

<i>(\$ in millions)</i>	<b>Total 2016</b>
<b>Adj. EBITDA</b>	<b>\$769</b>
(+) Rent expense	37
(+) R&D expense	84
(-) Statutory tax rate impact	(312)
<b>Adj. Operating Income</b>	<b>\$579</b>
<b><u>Invested Capital</u></b>	
<b>Total Assets</b>	<b>\$10,054</b>
(-) current liabilities excluding current installments of long-term debt and revolving credit facilities	(967)
(+) Accumulated depreciation	120
(+) Capitalized rent expense	294
(+) Capitalized R&D <sup>1</sup> expense	604
(-) Goodwill & net intangible assets	(7,412)
<b>Invested Capital</b>	<b>\$2,693</b>
<b>Return on Invested Capital (ROIC)</b>	<b>21%</b>

1. For purposes of capitalizing R&D in the Agricultural Solutions business, \$36 million of 2016 investments in product registrations has also been included to accurately capture the total R&D spent in the business.

Note: Totals may not sum due to rounding.

# NON-GAAP INFORMATION



## **EBITDA and Adjusted EBITDA:**

EBITDA represents earnings before interest, provision for income taxes, depreciation and amortization. Adjusted EBITDA is defined as EBITDA, excluding the impact of additional items, which are not representative or indicative of our ongoing business as described in the footnotes to the non-GAAP measures reconciliations. Adjusted EBITDA for each segment also includes an allocation of corporate costs, such as compensation expense and professional fees. Management believes adjusted EBITDA and adjusted EBITDA margin provide investors with a more complete understanding of the long-term profitability trends of Platform's business, and facilitate comparisons of its profitability to prior and future periods. However, these measures, which do not consider certain cash requirements, should not be construed as an alternative to net income or cash flow from operations as a measure of profitability or liquidity.

## **Cash Flow Conversion:**

Free Cash Flow conversion is calculated as Adj. EBITDA less Capex (capital expenditures and investments in registrations of products) divided by adj. EBITDA. Management believes this is an important measure in evaluating the Company's financial performance and measuring the Company's ability to generate cash without incurring additional external financings or significant re-investments.

## **Comparable Adjusted EBITDA:**

Comparable adjusted EBITDA is defined as Adjusted EBITDA adjusted to reflect acquisitions and the related financings as though they had occurred on January 1, 2015 without the impact of purchase accounting. Adjusted EBITDA and comparable adjusted EBITDA are key metrics used by management to measure operating performance and trends. In particular, the exclusion of certain expenses in calculating adjusted EBITDA and comparable adjusted EBITDA facilitates operating performance comparisons on a period-to-period basis. Management believes comparable Adjusted EBITDA provides investors with a more complete understanding of the long-term profitability trends of Platform's business, and facilitates comparisons of its profitability to prior and future periods.

## **Comparable Constant Currency ("Comparable CC"):**

Constant currency presentation excludes the impact of fluctuations in foreign currency exchange rates. Constant currency percentages are calculated by converting the current-period local currency financial results into U.S. Dollar using the prior period's exchange rates and comparing these adjusted amounts to our prior period reported results. The difference between actual growth rates and constant currency growth rates represents the impact of foreign currency. The comparable constant currency presentation includes actual results adjusted to reflect acquisitions and related financings as though they had occurred at the beginning of the previous period adjusted for the effects of purchase accounting on actual results. Management believes that this presentation provides a more complete understanding of the Company's operational results and a meaningful comparison of its performance between periods. However, this comparable financial information is provided for informational purposes only and is not necessarily, and should not be assumed to be, an indication of the results that would have been achieved had the Company's acquisitions been completed as of the dates indicated, or that may be achieved in the future.

## **Organic Sales Growth:**

Organic sales growth is defined as net sales excluding the impact of foreign currency translation, changes due to the price of certain metals, and acquisitions and/or divestitures, as applicable. Management believes this non-GAAP financial measure provides investors with a more complete understanding of the underlying net sales trends by providing comparable sales over differing periods on a consistent basis.

## **Return on Invested Capital (ROIC):**

Return on Invested Capital (ROIC) is defined as {net operating profit plus rent expense, R&D, amortization and depreciation less statutory tax impacts} / invested capital. Invested capital is defined as total assets plus 8x annual rent expense plus 5x annual R&D plus accumulated depreciation less non-interest bearing current liabilities less goodwill & net intangible assets. Assumes statutory tax rate. For Platform, Adj. EBITDA was used as a proxy for net operating profit plus amortization and depreciation. Management believes ROIC is an important measure for evaluating the long-term efficiency and productivity of the Company's capital investments.

## **Free Cash Flow:**

Free cash flow is defined as net cash flows provided by operating activities less net capex. Net capex includes capital expenditures and investments in registrations of products less proceeds from disposal of property, plant and equipment.

## **Net Debt to Adjusted EBITDA ratio:**

Net Debt to Adjusted EBITDA Ratio is defined as consolidated indebtedness, as defined in Platform's credit agreement, less cash divided by Adjusted EBITDA.