# SHAPE WHAT MATTERS FOR TOMORROW<sup>™</sup>

HILLENBRAND

CJS Conference – Investor Presentation

July 11, 2023

#### Disclosure Regarding Forward-Looking Statements

Throughout this presentation, we make a number of "forward-looking statements," including statements regarding the proposed acquisition (the "Proposed Transaction") by Hillenbrand, Inc. ("Hillenbrand" or the "Company") of the Schenck Process Food and Performance Materials ("FPM") business, such as statements about the timing and estimated synergies and other anticipated benefits of the Proposed Transaction, that are within the meaning of Section 27A of the Securities Act of 1933, as amended, Section 21E of the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995, and that are intended to be covered by the safe harbor provided under these sections. As the words imply, these are statements about future sales, earnings, cash flow, results of operations, uses of cash, financings, ability to meet deleveraging goals, and other measures of financial performance or potential future plans or events, strategies, objectives, beliefs, prospects, assumptions, expectations, and projected costs or savings or transactions of the Company that might or might not happen in the future, as contrasted with historical information. Forward-looking statements are based on assumptions that we believe are reasonable, but by their very nature are subject to a wide range of risks. If our assumptions prove inaccurate or unknown risks and uncertainties materialize, actual results could vary materially from Hillenbrand's expectations and projections.

Words that could indicate that we are making forward-looking statements include the following:

intend	believe	plan	expect	may	goal	would	project	position
become	pursue	estimate	will	forecast	continue	could	anticipate	remain
target	encourage	promise	improve	progress	potential	should	impact	

This is not an exhaustive list, but is intended to give you an idea of how we try to identify forward-looking statements. The absence of any of these words, however, does not mean that the statement is not forward-looking.

Here is the key point: Forward-looking statements are not guarantees of future performance or events, and actual results or events could differ materially from those set forth in any forward-looking statements. Any number of factors, many of which are beyond our control, could cause our performance to differ significantly from what is described in the forward-looking statements. These factors include, but are not limited to: global market and economic conditions, including those related to the financial markets; the impact of contagious diseases, such as the outbreak of the novel strain of coronavirus ("COVID-19") and the escalation thereof due to variant strains of the virus and the societal, governmental, and individual responses thereto, including supply chain disruptions, loss of contracts and/or customers, erosion of some customers' credit quality, downgrades of the Company's credit quality, closure or temporary interruption of the Company's or its suppliers' manufacturing facilities, travel, shipping and logistical disruptions, domestic and international general economic conditions, such as inflation, exchange rates and interest rates, loss of human capital or personnel, and general economic calamities; risks related to the Russian Federation's invasion of Ukraine and resulting geopolitical instability and uncertainty, which could have a negative impact on our ability to sell to, ship products to, collect payments from, and support customers in certain regions, in addition to the potential effect of supply chain disruptions that could adversely affect profitability; the risk of business disruptions associated with information technology, cyber-attacks, or catastrophic losses affecting infrastructure; the risk that regulatory approvals required for the Proposed Transaction are not obtained or delay the Proposed Transaction or cause the parties to abandon the Proposed Transaction, or that obtaining any such regulatory approvals results in the imposition of conditions, limitations, or restrictions that adversely affect the Company or FPM: the risk that other conditions to the proposed Transaction are not satisfied on a timely basis or at all; uncertainties as to the timing of the Proposed Transaction and the risk that the Proposed Transaction may not be completed in a timely manner or at all; uncertainties as to the Company's access to available financing for the Proposed Transaction on a timely basis and on reasonable terms; the possibility of unanticipated costs or liabilities associated with the Proposed Transaction; risks related to diversion of management attention of FPM from its ongoing business operations due to the Proposed Transaction or its announcement or pendency; risks associated with contracts containing consent and/or other provisions that may be triggered by the Proposed Transaction; the impact of the announcement or pendency of the Proposed Transaction on the Company's or FPM's ability to retain and hire key personnel; the risk of litigation relating to the Proposed Transaction; the possibility that the integration of FPM with the Company's current operations will be more costly or difficult than expected or may otherwise be unsuccessful; negative effects of the Proposed Transaction (including its announcement or pendency), the Linxis Group SAS ("Linxis") acquisition, or other acquisitions on the Company's business, financial condition, results of operations and financial performance (including the ability of the Company to maintain relationships with its customers, suppliers and others with whom it does business); the possibility that the anticipated benefits from the Proposed Transaction, the Linxis acquisition, and other acquisitions, including potential synergies and cost savings, cannot be realized by the Company in full or at all or may take longer to realize than expected, or the failure of the Company or any acquired company to achieve its plans and objectives generally; risks that the integrations of FPM, Linxis or other acquired businesses disrupt current operations or pose potential difficulties in employee retention or otherwise adversely affect financial or operating results: increasing competition for highly skilled and talented workers as well as labor shortages; our level of international sales and operations; the impact of incurring significant amounts of indebtedness and any inability of the Company to respond to changes in its business or make future desirable acquisitions; the ability of the Company to comply with financial or other covenants in debt agreements; cyclical demand for industrial capital goods; impairment charges to goodwill and other identifiable intangible assets; competition in the industries in which we operate, including on price; impacts of decreases in demand or changes in technological advances, laws, or regulation on the revenues that we derive from the plastics industry; our reliance upon employees, agents, and business partners to comply with laws in many countries and jurisdictions; increased costs, poor quality, or unavailability of raw materials or certain outsourced services and supply chain disruptions: the dependence of our business units on relationships with several large customers and providers; the impact to the Company's effective tax rate of changes in the mix of earnings or tax laws and certain other tax-related matters; exposure to tax uncertainties and audits; involvement in claims, lawsuits and governmental proceedings related to operations; uncertainty in the United States political and regulatory environment or global trade policy; adverse foreign currency fluctuations; labor disruptions; and the effect of certain provisions of the Company's governing documents and Indiana law that could decrease the trading price of the Company's common stock. Shareholders, potential investors, and other readers are urged to consider these risks and uncertainties in evaluating forward-looking statements and are cautioned not to place undue reliance on the forward-looking statements. For a more in-depth discussion of certain factors that could cause actual results to differ from those contained in forward-looking statements, see the discussions under the heading "Risk Factors" in Part I, Item 1A of Hillenbrand's Form 10-K for the year ended September 30, 2022, filed with the Securities and Exchange Commission ("SEC") on November 16, 2022, and in Part II, Item 1A of Hillenbrand's Form 10-Q for the quarter ended March 31, 2023, filed with the SEC on May 8, 2023. The forward-looking information in this presentation speaks only as of the date hereof, and we assume no obligation to update or revise any forward-looking information.



#### **Hillenbrand Today**

Founded

2008

Global Locations<sup>2,3</sup>

60+

PF Revenue<sup>2</sup>

\$2.7B

Market Cap<sup>1</sup>

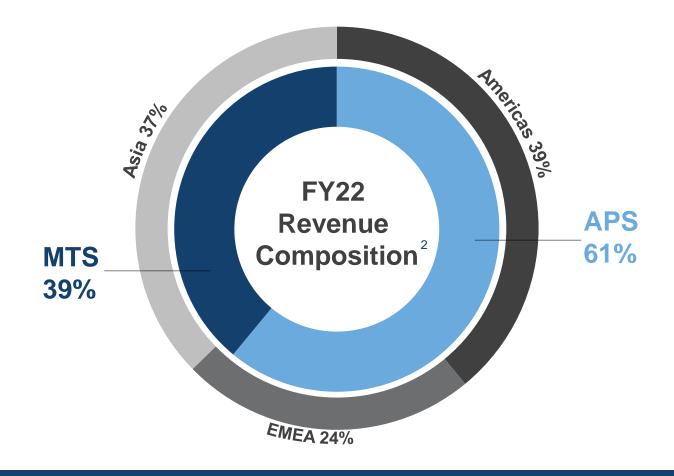
~\$3.5B

Employees<sup>2</sup>

~9k

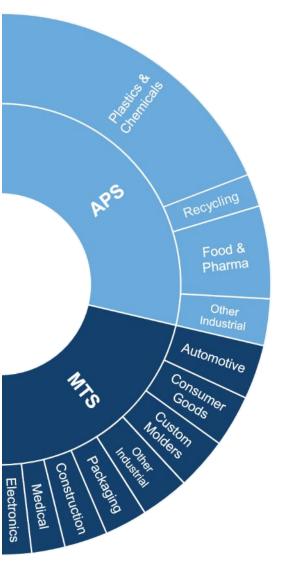
PF Adj. EBITDA Margin<sup>2</sup>

17.0%



Global Leader in Highly-Engineered Industrial Processing Equipment and Solutions

#### Leading Industrial Brands Serving Large, Attractive End Markets



**Advanced Process Solutions** 

>\$35B TAM<sup>1</sup> | GDP+1

Revenue<sup>2</sup>

~\$1.7B

Adj. EBITDA Margin<sup>2</sup>

18.5%

#### **Molding Technology Solutions**

>\$20B TAM<sup>1</sup> | *GDP*<sup>1</sup>

Revenue<sup>3</sup>

Adj. EBITDA Margin<sup>3</sup>

~\$1.0B

20.7%

















#### **Shared Core Strengths & Characteristics**

Strong brands with leadership positions

**Highly-engineered** and mission-critical solutions

**GABLER** 

Complementary processing capabilities and applications expertise

Common manufacturing, engineering and procurement processes

Longstanding customer relationships

High-margin aftermarket opportunity



<sup>1</sup> Total Addressable Market (TAM) and growth rates based on Company estimate

#### **Global Macro Trends Drive Demand for Our Products & Solutions**





	Opportunities	Our Processi	ng Solutions					
	Material substitution for durability, lightweighting, and lower maintenance	Advanced materials and durable plastics						
	Safe, healthy and accessible food	Baked goods, snacks, pet food						
86 Q F	Sustainable food sources	Alternative proteins						
	Electrification	Continuous production battery						
$\bigcirc$	Recycling; recycled and bio-based content in products	Mechanical, solvent, and chemical recycling	Biodegradable and post-consumer recycled plastics					
	Reshoring operations	Global manufacturing and service capabilities						

Sustainability

#### **Enhancing Performance with Continuous Improvement Culture**



**Focused on Building Upon Our Proven Track Record of Performance** 

#### **Disciplined Capital Allocation**

## Maintaining Appropriate Leverage

- Net leverage<sup>1</sup> targets of 1.7x 2.7x
- Current pro forma net leverage<sup>1</sup> of 2.2x (2.5x incl. Batesville tax payment)

## Returning Capital to Shareholders

- Current dividend yield of 1.7%<sup>2</sup>
- \$325M of share repurchases since FY21



RETURN

**Return Capital** 

to Shareholders





## **Driving Innovation, Growth, and Efficiency**

- Test labs, new product development, sales channel, automation
- Capex target of ~2-2.5% of revenue

## Enhancing Growth with Strategic Acquisitions

- High strategic fit with compelling financial return targets
  - Accretive to EPS in first full year
  - ROIC > Cost of capital in 3-5 years

#### Prioritizing Debt Reduction Following Schenck Food and Performance Materials Acquisition

# Hillenbrand to Acquire Schenck Process Food and Performance Materials ("FPM") Business for \$730M<sup>1</sup>



Food and Performance Materials



Creates significant scale within Food platform, building upon momentum from Linxis, Peerless, and Gabler acquisitions in 2022



Expands Hillenbrand's North American footprint and extends leadership across other key end markets, including durable plastics and chemicals



Adds strong brands with complementary technologies to APS segment, with scale benefits across engineering, manufacturing, and procurement



Strong recurring aftermarket revenue stream with long-standing, bluechip customers



Expected to be accretive to adjusted EPS within first full year and deliver double-digit ROIC by year 5; ~\$20 million of cost synergies identified

Advances Hillenbrand's Position as a Global Leader in Highly-Engineered, Mission-Critical Processing Equipment and Solutions

#### **Transaction Summary**

### Transaction Overview

- Acquisition of Schenck Process Food and Performance Materials business from Blackstone
- Enterprise value of approximately \$730 million¹:
  - 10.7x EV / CY23E EBITDA<sup>2</sup> multiple
  - 8.3x EV / CY23E EBITDA<sup>2</sup> multiple (including estimated run-rate synergies)

## Financial Benefits

- CY23E: ~\$540 million of revenue with ~13% EBITDA margin<sup>2</sup>
- Estimated run-rate EBITDA cost synergies of ~\$20 million
- Expected to be accretive to Adjusted EPS in the first full year
- Anticipated double digit ROIC > cost of capital by year 5

#### **Financing**

- To be funded with cash on hand and capacity under existing credit facility
- Projected net leverage<sup>3</sup> of 3.2x at closing (Q4 FY23)
- Plan to return to target net leverage³ range of 1.7x 2.7x within 15 months post-close
- Sufficient liquidity and no near-term debt maturities

## Closing & Integration Considerations

- Transaction expected to close during fiscal Q4 2023, subject to regulatory approvals and other customary closing conditions
- Dedicated, experienced integration team
- To be included as part of the Advanced Process Solutions (APS) segment



<sup>1</sup> Enterprise value; final purchase price is subject to adjustments.

<sup>2</sup> Based on Company estimates

<sup>3</sup> Defined as ("Total Debt – Cash") / Trailing 12-month adjusted EBITDA. Adjusted EBITDA is a non-GAAP measure. Prior periods are as previously disclosed, and reconciliations or other additional information are available in presentations and SEC filings available on our website.

#### **FPM** at a Glance

#### **Business Highlights**<sup>1</sup>

Revenue

~\$540M

**EBITDA Margin** 

~13%

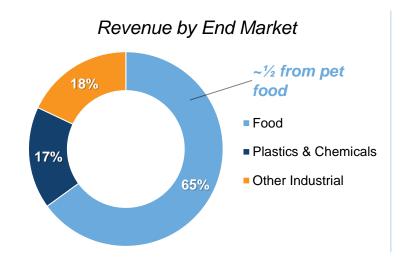
**Aftermarket Mix** 

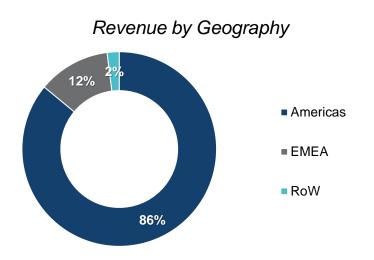
~30%

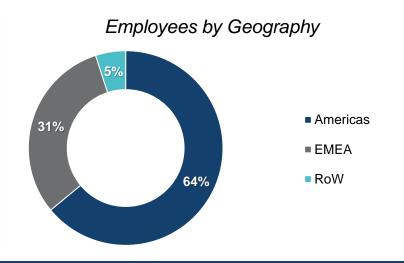
**Employees** 

1,300

#### **Business Profile**<sup>2</sup>

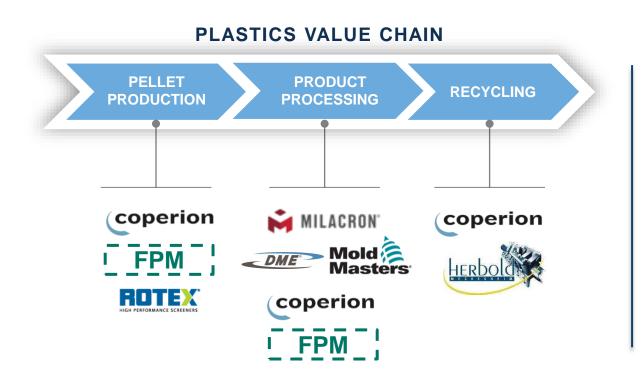


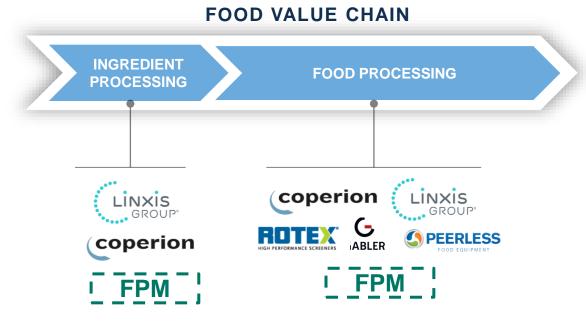




Global Provider of Highly-Engineered, Mission-Critical Process Technologies and Systems with Strong North American Presence and Significant Scale in Attractive End Markets, Underpinned by Long-Term, Secular Growth Trends

#### **Transaction Adds Scale Across Plastics and Food Value Chains**

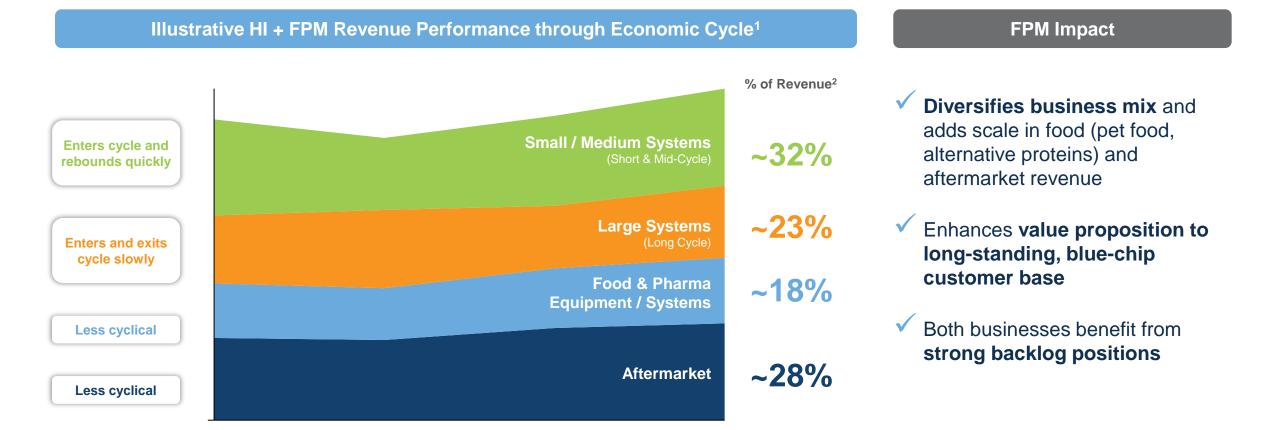




Complementary processing requirements allow us to leverage our applications and systems expertise

Highly-engineered, mission-critical equipment serving key processing steps Deep customer relationships with strong aftermarket capabilities

#### **Transaction Reduces Cyclicality Across Our Portfolio**



#### **Allowing for More Consistent Performance through Economic Cycles**

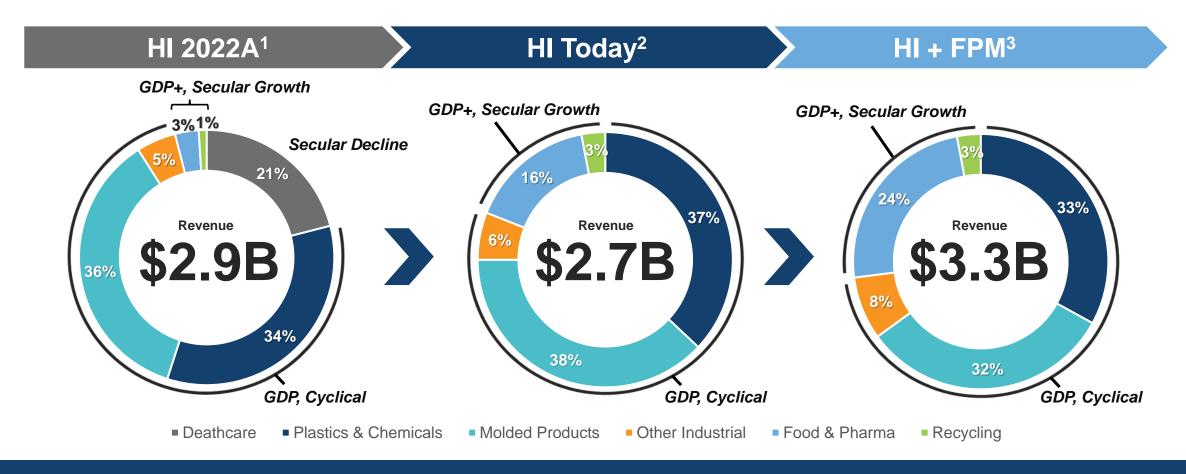


#### Significant Transformation Over the Last 18 Months



Enhancing Portfolio with Leading Brands and Expanded Capabilities in Food and Recycling

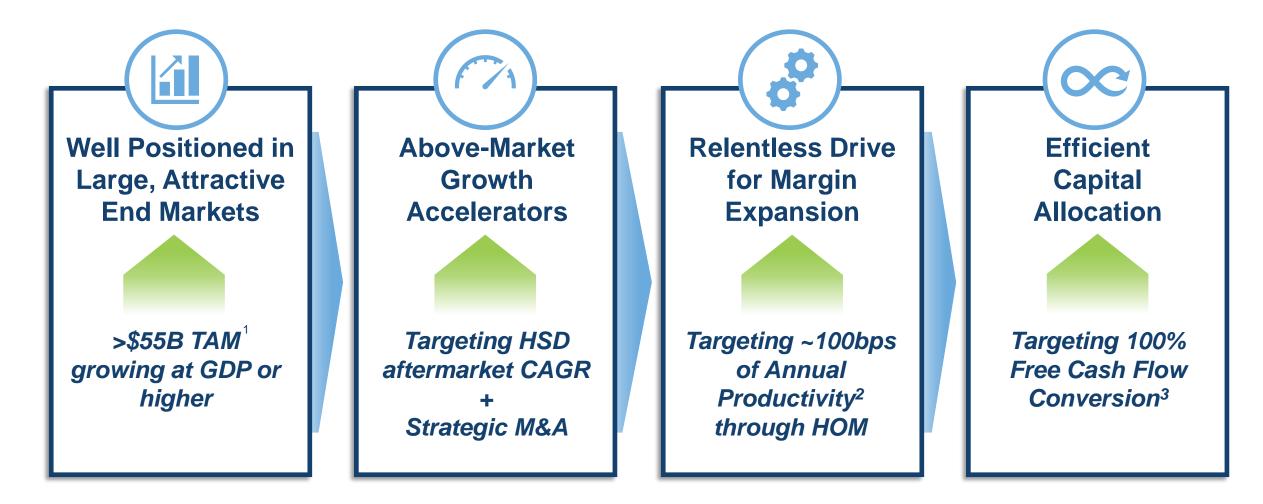
#### Focused on Strengthening Our Pure-Play Industrial Portfolio



Significant Transformation Through Divestiture of Secularly Declining Death Care Segment and Expansion of Secular Growth End Markets of Food and Recycling



#### Hillenbrand's Shareholder Value Equation



HILLENBRAND

<sup>1</sup> Company estimate

<sup>2</sup> Gross productivity, before reinvestment

<sup>3</sup> Free cash flow is calculated as operating cash flow less capex. Free cash flow conversion is calculated as free cash flow divided by adjusted net income. Free cash flow is a non-GAAP measure. See appendix for GAAP reconciliation.



#### **Disclosure Regarding Non-GAAP Measures**

While we report financial results in accordance with United States generally accepted accounting principles (GAAP), we also provide certain non-GAAP operating performance measures. We believe this information provides a higher degree of transparency. These non-GAAP measures are referred to as "adjusted" measures and exclude the following items:

- business acquisition, disposition, and integration costs;
- restructuring and restructuring related charges;
- intangible asset amortization;
- · Inventory step-up charges;
- · gains and losses on divestitures:
- · other individually immaterial one-time costs;
- the related income tax impact for all of these items; and
- certain tax items related to acquisitions and divestitures, the revaluation of deferred tax balances resulting from fluctuations in currency exchange rates and non-routine changes in tax rates for certain foreign jurisdictions, and the impact that the Molding Technology Solutions reportable operating segment's loss carryforward attributes have on tax provisions related to the imposition of tax on Global Intangible Low-Taxed Income (GILTI) earned by certain foreign subsidiaries, the Foreign Derived Intangible Income Deduction (FDII), and the Base Erosion and Anti-Abuse Tax (BEAT).

One important non-GAAP measure Hillenbrand uses is adjusted earnings before interest, income tax, depreciation, and amortization ("adjusted EBITDA"). A part of our strategy is to pursue acquisitions that strengthen or establish leadership positions in key markets. Given that strategy, it is a natural consequence to incur related expenses, such as amortization from acquired intangible assets and additional interest expense from debt-funded acquisitions. Accordingly, we use adjusted EBITDA, among other measures, to monitor our business performance. We also use "adjusted net income" and "adjusted diluted earnings per share (EPS)," which are defined as net income and earnings per share, respectively, each excluding items described in connection with adjusted EBITDA. Adjusted EBITDA, adjusted net income, and adjusted diluted EPS are not recognized terms under GAAP and therefore do not purport to be alternatives to net (loss) income or to diluted EPS, as applicable. Further, Hillenbrand's measures of adjusted EBITDA, adjusted net income, or adjusted diluted EPS may not be comparable to similarly titled measures of other companies.

Pro forma revenue and pro forma adjusted EBITDA are defined respectively as net revenue and adjusted EBITDA including net revenue and adjusted EBITDA from Linxis, Herbold, Gabler, Peerless as if the acquisitions had occurred on October 1, 2021, in order to present the combined pro forma results of operations, and excluding net revenue and adjusted EBITDA directly attributable to Batesville, which was divested on February 1, 2023. In addition, the ratio of net debt to pro forma adjusted EBITDA is a key financial measure that is used by management to assess Hillenbrand's borrowing capacity (and is calculated as the ratio of total debt less cash and cash equivalents to the trailing twelve months pro forma adjusted EBITDA). Hillenbrand uses pro forma measures to assess performance of its reportable operating segments and the Company in total because it allows more meaningful period-to-period comparisons of our ongoing operating results.

The ratio of net debt to pro forma adjusted EBITDA is a key financial measure that is used by management to assess Hillenbrand's borrowing capacity (and is calculated as the ratio of total debt less cash and cash equivalents to the trailing twelve months pro forma adjusted EBITDA). Hillenbrand's illustrative combined revenue including FPM is the sum of FPM's expected calendar year 2023 revenue, based on unaudited prospective financial information prepared and provided to Hillenbrand by FPM, and Hillenbrand fiscal year 2022 net revenue pro forma for the acquisitions of Linxis, Herbold, Gabler, and Peerless, and the divestiture of Batesville. The forward-looking ratio of net debt to pro forma adjusted EBITDA and Hillenbrand's illustrative combined revenue including FPM exclude potential charges or gains that may be recorded during the fiscal year, including, in the case of such ratio, with respect to business acquisition, disposition, and integration costs and restructuring and restructuring-related charges... In addition, FPM's financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"), which differs in certain material respects from US generally accepted accounting principles ("US GAAP"). For instance, when compared to US GAAP, IFRS (i) allows for the capitalization and amortization of certain research and development costs rather than recognizing an expense as incurred, and (ii) treats all leases as financing leases rather than operating or financing, each of which may impact EBITDA as presented thereunder. FPM defines EBITDA as net income before interest, income tax, depreciation and amortization (in each case determined in accordance with IFRS). Thus, as permitted by Regulation G, Hillenbrand does not provide quantitative reconciliations of such forward-looking non-GAAP financial information to the comparable GAAP measure, because the impact and timing of these potential charges or gains is inherently uncertain and difficult to predict and is unavailable without



#### **Pro Forma Net Revenue Reconciliation**

	Year Ended September 30,									
(in millions)	2017	2018	2019	2020	2021	2022				
Consolidated net revenue	\$ 1,590.2	\$ 1,770.1	\$ 1,807.3	\$ 2,517.0	\$ 2,864.8	\$ 2,940.9				
Less: Batesville net revenue (1)	(562.0)	(550.6)	(532.9)	(552.6)	(623.4)	(625.6)				
Plus: Net revenue from acquisitions (2)	-	-	-	-	-	406.2				
Pro forma net revenue	1,028.2	1,219.5	1,274.4	1,964.4	2,241.4	2,721.5				
Advanced Process Solutions net revenue	1,028.2	1,219.5	1,274.4	1,228.6	1,245.7	1,269.8				
Plus: Net revenue from acquisitions (2)	-	-	-	-	-	406.2				
Advanced Process Solutions pro forma net revenue	1,028.2	1,219.5	1,274.4	1,228.6	1,245.7	1,676.0				
Molding Technology Solutions net revenue				735.8	995.7	1,045.5				
Pro forma net revenue	\$ 1,028.2	\$ 1,219.5	\$ 1,274.4	\$ 1,964.4	\$ 2,241.4	\$ 2,721.5				

#### Note:



<sup>(1)</sup> Batesville reportable operating segment results excluded from pro forma results.

<sup>&</sup>lt;sup>(2)</sup> Revenue from FY'22 related to the recent acquisitions of Herbold, Linxis, Gabler, and Peerless; includes management estimate for period prior to ownership.

#### Pro Forma Industrial Adjusted EBITDA Reconciliation

	Year Ended September 30,											
(in millions)	:	2017		2018		2019		2020		2021		2022
Consolidated net income	\$	128.4	\$	81.2	\$	126.2	\$	(53.4)	\$	255.2	\$	215.2
Interest income		(0.9)		(1.4)		(1.1)		(3.2)		(3.4)		(5.5)
Interest expense		25.2		23.3		27.4		77.4		77.6		69.8
Income tax expense		59.9		65.3		50.5		34.9		98.6		98.8
Depreciation and amortization		56.6		56.5		58.5		130.6		115.2		108.2
EBITDA		269.2		224.9		261.5		186.3		543.2		486.5
Impairment charges		-		63.4		-		144.8		11.2		-
Business acquisition, disposition, and integration costs		1.1		3.5		16.6		77.2		34.5		31.3
Restructuring and restructuring-related charges		10.7		2.5		10.6		9.3		14.5		3.2
Inventory step-up		-		-		0.2		40.7		-		-
(Gain) loss on divestitures		-		-		-		3.5		(67.1)		3.1
Other		-		-		-		2.6		1.9		3.3
Loss on settlement of interest rate swaps		-		-		6.4				-		-
Adjusted EBITDA		281.0		294.3		295.3		464.4		538.2		527.4
Less: Batesville adjusted EBITDA (1)		(141.9)		(120.8)		(114.2)		(127.1)		(160.2)		(127.1)
Plus: Adjusted EBITDA from acquisitions (2)		-		-		-		-		-		60.5
Pro forma adjusted EBITDA		139.1		173.5		181.1		337.3		378.0		460.8
Less: Corporate adjusted EBITDA (3)		38.6		42.3		42.2		44.2		58.3		65.0
Pro forma industrial adjusted EBITDA	\$	177.7	\$	215.8	\$	223.3	\$	381.5	\$	436.3	\$	525.8
Advanced Process Solutions adjusted EBITDA	\$	177.7	\$	215.8	\$	223.3	\$	234.5	\$	234.5	9	249.1
Plus: Adjusted EBITDA from acquisitions (2)		-		-		-		-		-		60.5
Advanced Process Solutions pro forma adjusted EBITDA		177.7		215.8		223.3		234.5		234.5		309.6
Molding Technology Solutions adjusted EBITDA		-		-		-		147.0		201.8		216.2
Pro forma industrial adjusted EBITDA	\$	177.7	\$	215.8	\$	223.3	\$	381.5	\$	436.3	\$	525.8

#### Note

<sup>(3)</sup> Corporate results excluded from pro forma industrial results



<sup>(1)</sup> Batesville reportable operating segment results excluded from pro forma industrial results

<sup>(2)</sup> Adjusted EBITDA from FY'22 related to the recent acquisitions of Herbold, Linxis, Gabler, and Peerless; includes management estimate for period prior to ownership

#### **Industrial Revenue By End Market**

	Year Ended September 30, 2022										
(in millions)		Adva	nced Pr	Tec	lolding hnology olutions	Total Industrial Pro forma					
End Market	As re	ported	Acquistions		Pro forma			As reported			
Plastics (1)	\$	925.2	\$	70.1	\$	995.3	\$	-	\$	995.3	
Automotive		-		-		-		196.7		196.7	
Chemicals		101.0		-		101.0		-		101.0	
Consumer goods		-		-		-		159.4		159.4	
Food and pharmaceuticals		91.1		336.1		427.2		-		427.2	
Custom molders		-		-		-		143.9		143.9	
Packaging		-		-		-		130.3		130.3	
Construction		-		-		-		121.3		121.3	
Minerals		49.3		-		49.3		-		49.3	
Electronics		-		-		-		77.6		77.6	
Medical		-		-		-		82.2		82.2	
Other industrial		103.2		-		103.2		134.1		237.3	
Total	\$	1,269.8	\$	406.2	\$	1,676.0	\$	1,045.5	\$	2,721.5	

Note:

<sup>(1)</sup> Revenue related to recycling included in plastics end market



#### **Industrial Revenue By Geographical Markets**

	Year Ended September 30, 2022											
(in millions)		Adva	anced P	rocess Solu	Ted	lolding chnology olutions	Total Industrial					
Geographical Markets	As reported		Acquistions		Pro forma		As reported		Pro forma			
Americas	\$	308.4	\$	170.7	\$	479.1	\$	583.0	\$	1,062.1		
Asia		646.5		60.8		707.3		308.1		1,015.4		
Europe, the Middle East,												
and Africa		314.9		174.7		489.6		154.4		644.0		
Total	\$	1,269.8	\$	406.2	\$	1,676.0	\$	1,045.5	\$	2,721.5		

#### **Industrial Revenue By Products And Services**

		Year Ended September 30, 2022										
(in millions)		Adva	rocess Solu	Tec	lolding chnology olutions	Total Industrial						
Products and Services	As reported		Acquistions		Pro forma		As reported		Pro forma			
Equipment	\$	892.8	\$	318.3	\$	1,211.1	\$	718.2	\$	1,929.3		
Parts and services		377.0		87.9		464.9		261.9		726.8		
Other		-		-		-		65.4		65.4		
Total	\$	1,269.8	\$	406.2	\$	1,676.0	\$	1,045.5	\$	2,721.5		

