



PLATFORM SPECIALTY
PRODUCTS CORPORATION

Q2 2015

Supplemental Slides

August 13, 2015

- 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 Platform Specialty Products Corporation (“Platform”). Such discussion and statements will often contain words as expect, anticipate, believe, intend, plan and estimate. Such statements include, but are not limited to, statements relating to Platform’s financial or operational results including earnings guidance, future capital expenditures, expenses, revenues, earnings, synergies, economic performance, indebtedness, financial condition, dividend policy, losses and future prospects; business and management strategies; and the effects of global economic conditions on Platform’s business. Many factors may cause the actual results, performance or achievements of Platform to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements including, among other things, Platform’s ability to close the proposed acquisitions of the OM Group’s businesses and Alent plc; Platform’s adjusted earnings per share, expected or estimated revenue; the outlook for Platform’s markets and the demand for its products, estimated sales, segment earnings, net interest expense, income tax provision, restructuring and other charges, cash flows from operations, consistent profitable growth, free cash flow, future revenues and gross operating and adjusted EBITDA margin improvement requirement and expansion, organic net sales growth, bank debt covenants; the success of new product introductions, growth in costs and expenses; Platform’s ability to identify, hire and retain executives and other employees with sufficient expertise; Platform’s assessment of its internal control over financial reporting; the impact of commodities and currencies and Platform’s ability to manage its risk in these areas; general business and economic conditions globally, industry trends, competition, changes in government and other regulations, including in relation to the environment, health and safety, taxation, labor relations and work stoppages, changes in political and economic stability, disruptions in business operations due to reorganization activities and interest rate and currency fluctuations; and the impact of acquisitions, divestitures, restructuring and other unusual items, including Platform’s ability to successfully complete as well as integrate and obtain the anticipated results and synergies from its consummated, pending and future acquisitions. 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 difficult to predict. Actual results could differ materially from those projected as a result of certain factors. A discussion of factors that could cause results to vary is included in Platform’s periodic and other reports filed with the Securities and Exchange Commission, including Platform’s current report on form 8-K relating to the earnings release for the fiscal quarter ended June 30, 2015. 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 non-GAAP financial measures. Pursuant to the requirements of Regulation G, a reconciliation of such non-GAAP financial measures to the most directly comparable GAAP financial measures is provided herein. These non-GAAP financial measures are provided because management of Platform uses such measures in monitoring and evaluating Platform’s ongoing financial results, as well as to reflect Platform’s acquisitions. Management believes these measures provide a more complete understanding of Platform’s operational results and a meaningful comparison of Platform’s performance between periods. These non-GAAP measures may not, however, reflect the actual financial results Platform would have achieved absent such acquisitions, and may not be indicative of the results that Platform would expect to recognize for future periods.
- These non-GAAP measures should be considered in addition to, not a substitute for, measures of financial performance prepared in accordance with GAAP.

Pro-Forma Adj. Financial Results⁽¹⁾ - Three Months Ended June 30, 2015 vs. PY (Actual \$)



(in millions)	<u>As Adjusted</u> Three Months Ended June 30, 2015	<u>As Adjusted</u> Three Months Ended June 30, 2014	Prior Year Variance
Total Sales	\$675.1	\$785.1	(\$110.0) -14.0%
Gross Profit	\$295.4	\$338.0	(\$42.6) -12.6%
GP% Total	43.8%	43.1%	
SG&A Costs	\$159.1	\$186.0	(\$26.9) -14.5%
Op Profit	\$136.3	\$152.0	(\$15.7) -10.3%
Other Inc/(Exp)	(\$0.3)	(\$0.5)	
Net (Inc)/Loss- NCI	\$0.0	(\$0.1)	
Depreciation & Amortization	\$31.6	\$33.6	
Adjusted EBITDA	\$167.6	\$185.0	(\$17.4) -9.4%
Adj. EBITDA Margin	24.8%	23.6%	

(1) For a reconciliation to GAAP, please refer to the appendix of this supplement and our earnings press release or the form 8-K filed in connection with the earnings release, which can be found on our website under "Investor Relations".

Pro-Forma Adj. Financial Results⁽¹⁾ - Six Months Ended June 30, 2015 vs. PY (Actual \$)



(in millions)	As Adjusted Six Months Ended June 30, 2015	As Adjusted Six Months Ended June 30, 2014	Prior Year Variance
Total Sales	\$1,297.4	\$1,454.7	(\$157.3) -10.8%
Gross Profit	\$574.7	\$622.5	(\$47.8) -7.7%
GP% Total	44.3%	42.8%	
SG&A Costs	\$343.6	\$360.9	(\$17.3) -4.8%
Op Profit	\$231.1	\$261.6	(\$30.5) -11.7%
Other Inc/(Exp)	\$8.2	(\$0.6)	
Net (Inc)/Loss- NCI	\$0.0	(\$0.2)	
Depreciation & Amortization	\$62.9	\$67.2	
Other Exp	\$0.1	\$0.4	
Adjusted EBITDA	\$302.3	\$328.4	(\$26.1) -7.9%
Adj. EBITDA Margin	23.3%	22.6%	

(1) For a reconciliation to GAAP, please refer to the appendix of this supplement and our earnings press release or the form 8-K filed in connection with the earnings release, which can be found on our website under "Investor Relations".

Segment Trend: Pro-Forma As Adjusted Q2'15 v. PY (Actual \$) ⁽¹⁾



Segment Trend Breakdown Q2 2015

(in millions)

Revenue:	Q2 2015 Actual	Q2 2014 Actual	PY Variance	
Performance Applications	\$181.5	\$189.1	(\$7.6)	(4.0%)
Agricultural Solutions	\$493.6	\$595.8	(\$102.2)	(17.2%)
Total Revenue	\$675.1	\$784.9	(\$109.8)	(14.0%)
 <u>Adjusted EBITDA:</u>				
Performance Applications	\$53.9	\$50.6	\$3.3	6.5%
Agricultural Solutions	\$113.7	\$134.6	(\$20.9)	(15.5%)
Adjusted EBITDA	\$167.6	\$185.2	(\$17.6)	(9.5%)

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Segment Trend: Pro-Forma As Adjusted

YTD June v. PY (Actual \$) ⁽¹⁾



(in millions)

Revenue:	YTD June 2015 Actual	YTD June 2014 Actual	PY Variance	
Performance Applications	\$361.8	\$372.8	(\$11.0)	(2.9%)
Agricultural Solutions	\$935.6	\$1,081.9	(\$146.3)	(13.5%)
Total Revenue	\$1,297.4	\$1,454.7	(\$157.3)	(10.8%)
Adjusted EBITDA:				
Performance Applications	\$102.5	\$98.0	\$4.5	4.6%
Agricultural Solutions	\$199.9	\$230.6	(\$30.8)	(13.3%)
Adjusted EBITDA	\$302.3	\$328.6	(\$26.3)	(8.0%)

(1) For a reconciliation to GAAP, please refer to the appendix of this supplement and our earnings press release or the form 8-K filed in connection with the earnings release, which can be found on our website under “Investor Relations”.

Segment Trend: Pro-Forma As Adjusted Q2'15 v. PY (Constant \$)



(in millions)

Revenue:	Q2 2015 Constant ⁽¹⁾	Q2 2014 Constant ⁽¹⁾	PY Variance	
Performance Applications	\$182.1	\$174.3	\$7.8	4.5%
Agricultural Solutions	\$507.4	\$498.1	\$9.3	1.9%
Total Revenue	\$689.5	\$672.4	\$17.1	2.5%
<u>Adjusted EBITDA (2):</u>				
Performance Applications	\$54.0	\$46.9	\$7.1	15.2%
Agricultural Solutions	\$111.5	\$109.8	\$1.7	1.5%
Adjusted EBITDA	\$165.5	\$156.7	\$8.8	5.6%

(1) Constant at Q2 2015 Qtrly Avg Rate

(2) For a reconciliation to GAAP, please refer to the appendix of this supplement and our earnings press release or the form 8-K filed in connection with the earnings release, which can be found on our website under "Investor Relations".

Segment Trend: Pro-Forma As Adjusted YTD June '15 v. PY (Constant \$)



(in millions)

Revenue:	YTD 2015 Constant ⁽¹⁾	YTD 2014 Constant ⁽¹⁾	PY Variance	
Performance Applications	\$362.0	\$344.3	\$17.8	5.2%
Agricultural Solutions	\$946.1	\$946.1	\$0.0	0.0%
Total Revenue	\$1,308.1	\$1,290.3	\$17.8	1.4%
<u>Adjusted EBITDA (2):</u>				
Performance Applications	\$102.4	\$90.7	\$11.7	12.9%
Agricultural Solutions	\$196.8	\$189.7	\$7.1	3.7%
Adjusted EBITDA	\$299.2	\$280.4	\$18.8	6.7%

(1) Constant at Q2 2015 Qtrly Avg Rate

(2) For a reconciliation to GAAP, please refer to the appendix of this supplement and our earnings press release or the form 8-K filed in connection with the earnings release, which can be found on our website under "Investor Relations".

Non-GAAP Free Cash Flow Schedule per Share⁽¹⁾



(\$ in millions, except FCF per share)

	Q2'15	Q2'14	YTD'15	YTD'14	LTM
Net (Loss) income (2)	\$ (9.1)	\$ 1.5	\$ (35.4)	\$ (4.5)	\$ (55.1)
Plus: D&A	66.3	21.4	114.2	38.3	163.9
Plus: Other Non-Cash Expenses	47.0	1.0	84.6	23.9	90.9
Less: Change in Working Capital	(15.6)	1.6	(76.8)	(3.3)	(46.4)
Cash Flow from Operations	88.6	25.6	86.6	54.5	153.2
Less: Capex	(14.7)	(2.6)	(43.9)	(4.6)	(60.0)
Free Cash Flow	73.9	23.0	42.7	49.9	93.2
Plus: Acquisition-Related Expenses	24.1	10.5	55.4	10.5	92.6
Recurring Free Cash Flow	\$ 98.0	\$ 33.5	\$ 98.1	\$ 60.4	\$ 185.9
<i>% of EBITDA</i>	58 %	69 %	33 %	64 %	45 %
<i>Adjusted EBITDA (1)</i>	\$ 167.6	\$ 48.2	\$ 298.2	\$ 94.1	\$ 416.3
<i>Non-GAAP Adjusted Diluted Shares Outstanding</i>	244.3	150.3	244.3	150.3	244.3
<i>Non-GAAP Adjusted Recurring Free Cash Flow per Share</i>	\$ 0.40	\$ 0.22	\$ 0.40	\$ 0.40	\$ 0.76

(1) For a reconciliation to GAAP, please refer to the appendix of this supplement and our earnings press release or the form 8-K filed in connection with the earnings release, which can be found on our website under "Investor Relations".

(2) NIAT excludes income attributable to minority interest.

Platform Pro-Forma As Adjusted EPS- Q2'15 v. PY



(in millions, except EPS)	Q2 2015	Q2 2014
As Adjusted NIAT ⁽¹⁾	\$60.4	\$75.3
As Adjusted EPS Basic:	\$0.31	\$0.39
Basic Share Count:	192.8	192.8
As Adjusted EPS Diluted	\$0.25	\$0.31
Diluted Share Count ⁽²⁾	244.3	244.3

(1) NIAT excludes income attributable to minority interest

(2) Diluted share count calculated as follows (in thousands): Shares outstanding @ 06/30/15: [210,861] + Shares issuable upon conversion of Series B convertible Preferred Stock [22,108] + Shares issuable upon conversion of PDH Common Stock [8,213] + Shares issuable upon conversion of Series A Preferred Stock [2,000] + Vested director stock options [175] + Equity awards granted [910]

Platform Pro-Forma As Adjusted EPS- YTD June '15 v. PY



(in millions, except EPS)	YTD 2015	YTD 2014
As Adjusted NIAT ⁽¹⁾	\$101.0	\$119.4
As Adjusted EPS Basic:	\$0.53	\$0.62
Basic Share Count:	192.3	192.3
As Adjusted EPS Diluted	\$0.41	\$0.49
Diluted Share Count ⁽²⁾	244.3	244.3

(1) NIAT excludes income attributable to minority interest

(2) Diluted share count calculated as follows (in thousands): Shares outstanding @ 06/30/15: [210,861] + Shares issuable upon conversion of Series B convertible Preferred Stock [22,108] + Shares issuable upon conversion of PDH Common Stock [8,213] + Shares issuable upon conversion of Series A Preferred Stock [2,000] + Vested director stock options [175] + Equity awards granted [910]

Capitalization



<i>(in Millions)</i>	AS REPORTED 06/30/15
CAPITALIZATION	
CASH	\$672.2
REVOLVER (\$325m)	0.0
FIRST LIEN TERM LOAN	739.3
Term Loan 1- AGRIPHAR	291.7
Term Loan 2- CAS	121.9
Term Loan 3- ARYSTA	482.1
EURO Term Loans	316.0
OTHER DEBT / Capital Lease Obligations	26.9
FIRST LIEN DEBT	1,977.9
NEW USD SENIOR NOTES	1,079.5
NEW EURO SENIOR NOTES (350m Euros) (1)	383.4
TOTAL DEBT	3,440.8
MARKET EQUITY VALUE (2)	6,249.2
TOTAL CAPITALIZATION	9,690.0
Pro-Forma Adjusted EBITDA (3) (4)	650.8
CREDIT STATISTICS	
NET FIRST LIEN DEBT/ADJUSTED PF EBITDA:	2.01
NET DEBT/ADJUSTED PF EBITDA:	4.25

(1) Euro Notes converted as of June 30th, 2015

(2) Conversion of 244.3 million shares at \$25.58 per share, close price on 06/30/15. Diluted share count calculated as follows (in thousands): Shares outstanding @ 06/30/15 [210,861] + Shares issuable upon conversion of Series B Convertible Preferred Stock [22,108] + Shares issuable upon conversion of Series A Preferred Stock [8,213] + Shares issuable upon conversion of Series A Preferred Stock [2,000] + Vested director stock options [175] + Equity awards granted [910]

(3) LTM EBITDA Q2 2015 + estimated \$10mm of synergies to come.

(4) For a reconciliation to GAAP, please refer to the appendix of this supplement and our earnings press release or the form 8-K filed in connection with the earnings release, which can be found on our website under "Investor Relations".



Appendix

Platform Reconciliation of PF Net Income to Pro-Forma Adjusted EBITDA – Q2 2015 vs. Q2 2014



	Three Months	Three Months
	Ended	Ended
(in \$MMs)	June 30, 2015	June 30, 2014
Pro-Forma Net income	\$ 60.4	\$ 75.3
<i>Adjustments to reconcile to pro-forma net income:</i>		
Income tax expense	24.5	29.7
Interest expense	51.1	46.4
Depreciation and amortization expense	31.6	33.6
Other Expense	-	-
Pro-Forma Adjusted EBITDA	\$ 167.6	\$ 185.0

Platform Reconciliation of PF Net Income to Pro-Forma Adjusted EBITDA – YTD Q2 2015 vs. YTD Q2 2014



	Six Months Ended	Six Months Ended
	June 30, 2015	June 30, 2014
(in \$MMs)		
Pro-Forma Net income	\$ 101.0	\$ 119.4
<i>Adjustments to reconcile to pro-forma net income:</i>		
Income tax expense	39.9	47.8
Interest expense	98.4	93.6
Depreciation and amortization expense	62.9	67.2
Other Expense	0.1	0.4
Pro-Forma Adjusted EBITDA	\$ 302.3	\$ 328.4

Platform Reconciliation of Net Income to Adj. EBITDA – Three & Six Months Ended 2015 vs. Three & Six Months Ended 2014



	QTD		YTD	
	Three months		Six months ended	
	2015	2014	2015	2014
<i>(amounts in millions)</i>				
Adjusted EBITDA	\$ 167.6	\$ 48.2	\$ 298.1	\$ 94.1
<i>Adjustments to reconcile to net loss attributable to shareholders:</i>				
Interest expense	(52.5)	(7.9)	(93.0)	(15.7)
Depreciation and amortization expense	(66.1)	(21.4)	(114.3)	(38.3)
Restructuring and related expenses	(12.1)	(0.4)	(13.7)	(0.4)
Manufacturer's profit in inventory adjustment	(20.7)	—	(56.7)	(12.0)
Acquisition transaction costs	(24.1)	(10.5)	(55.4)	(10.5)
Non-cash fair value adjustment to contingent consideration	(0.9)	(10.8)	(3.6)	(23.8)
Legal settlement	16.0	—	16.0	—
Acquisition put option settlement	—	—	3.0	—
Foreign exchange gains on foreign denominated external and internal debt	(17.9)	—	6.1	—
Other (expense) income	1.4	0.2	2.6	0.2
Net (loss) income before income taxes and non-controlling interest	\$ (9.3)	\$ (2.6)	\$ (10.9)	\$ (6.4)
Income tax benefit (expense)	0.2	4.1	(24.5)	1.9
Net (loss) income	\$ (9.1)	\$ 1.5	\$ (35.4)	\$ (4.5)
Net income attributable to the non-controlling interests	(3.1)	(1.9)	(3.5)	(3.3)
Net (loss) income attributable to stockholders	\$ (12.2)	\$ (0.4)	\$ (38.9)	\$ (7.8)