

# Leslie's, Inc. Announces Fourth Quarter & Fiscal 2024 Financial Results; Provides First Quarter Fiscal 2025 Outlook

- Sales of \$397.9 million in the fourth quarter and \$1,330.1 million in fiscal 2024
- Net loss of \$9.9 million in the fourth quarter and \$23.4 million in fiscal 2024
- Adjusted EBITDA of \$43.0 million in the fourth quarter and \$108.7 million in fiscal 2024
- Diluted earnings per share of \$(0.05) in the fourth quarter and \$(0.13) in fiscal 2024
- Adjusted diluted earnings per share of \$0.02 in the fourth quarter and \$(0.01) in fiscal 2024

PHOENIX, AZ – November 25, 2024 – Leslie's, Inc. ("Leslie's", "we", "our", "its", or "Company"; NASDAQ: LESL), the largest and most trusted direct-to-consumer brand in the U.S. pool and spa care industry, today announced its financial results for the fourth quarter and fiscal 2024.

Jason McDonell, Chief Executive Officer, said, "Our fourth quarter results were in line with our revised expectations on the top-line, and we saw strong performance in our Pro segment with some continued softness in store traffic and larger-ticket and discretionary categories. Profitability was affected by deleverage from the sales decline and a onetime contract item, though we have remained disciplined on SG&A expenses."

McDonell added, "While we continue to operate in a dynamic environment, which has been felt acutely across the pool industry for the last two years, I see a bright future and compelling opportunities for Leslie's. Since joining Leslie's in September, I've been in the market talking with customers, vendors, and associates and it's clear that Leslie's is a trusted brand with a rich legacy and a strong market leadership position. I see meaningful opportunities to enhance these attributes and build on our competitive advantages by putting the customer at the center of everything we do. With the customer as our north star, we are developing and beginning to execute on the strategy and initiatives to drive long-term profitable growth. I look forward to detailing our strategic roadmap in the coming quarters and thank all of our stakeholders for their support as we build a stronger future together."

# Fourth Quarter Highlights

- Sales were \$397.9 million, a decrease of 8.0% compared to \$432.4 million in the prior year period.
  Comparable sales decreased 8.3%. Non-comparable sales from acquisitions and new stores contributed \$1.5 million in the period.
- Gross profit was \$143.2 million, a decrease of 10.6% compared to \$160.2 million in the prior year period. Gross margin was 36.0% compared to 37.0% in the prior year period. The decrease in gross margin rate was driven by deleverage on occupancy and distribution costs, as well as a one-time item of approximately \$5 million related to rebates and warranties on a contract that has since been revised.
- Selling, general and administrative expenses ("SG&A") were \$116.8 million, a decrease of 4.0% compared to \$121.6 million in the prior year period.
- Operating income was \$26.4 million compared to \$38.5 million in the prior year period.
- Interest expense was \$17.0 million compared to \$17.2 million in the prior year period.

- A valuation allowance of approximately \$11 million was established to provide an offset to the Company's deferred tax assets. This non-cash item is subject to change as the realization of future deferred tax assets changes over time.
- Net (loss) income was \$(9.9) million compared to \$16.5 million in the prior year period.
- Adjusted net income was \$4.4 million compared to \$25.7 million in the prior year period.
- Diluted earnings per share was \$(0.05) compared to \$0.09 in the prior year period. Adjusted diluted earnings per share was \$0.02 compared to \$0.14 in the prior year period.
- Adjusted EBITDA was \$43.0 million compared to \$59.5 million in the prior year period. The decrease was primarily driven by lower sales volume during the period. Decreases in product rate and occupancy deleverage were largely offset by lower SG&A and a reduction in inventory adjustments.

### Fiscal 2024 Highlights

- Sales decreased 8.3% to \$1,330.1 million compared to \$1,451.2 million in the prior year. Comparable sales decreased 8.8%. Non-comparable sales including acquisitions and new stores contributed \$7.9 million for the year.
- Gross profit decreased 13.0% to \$476.8 million compared to \$548.2 million in the prior year. Gross margin decreased to 35.8% from 37.8% in the prior year period. The decrease in gross margin was primarily driven by negative impacts of 121 basis points from a decreased product rate, 94 basis points from deleverage on occupancy costs, and 50 basis points from the expensing of previously capitalized distribution costs due to significant reductions in inventory during the year. These impacts were partially offset by a 72 basis point reduction in inventory adjustments and distribution costs.
- SG&A decreased \$26.4 million to \$419.7 million compared to \$446.0 million in the prior year.
- Operating income was \$57.1 million compared to \$102.2 million in the prior year.
- Interest expense increased \$5.0 million to \$70.4 million compared to \$65.4 million in the prior year.
- Net (loss) income was \$(23.4) million compared to \$27.2 million in the prior year.
- Adjusted net (loss) income was \$(1.1) million compared to \$51.1 million in the prior year.
- Diluted earnings per share was \$(0.13) compared to \$0.15 in the prior year. Adjusted diluted earnings per share was \$(0.01) compared to \$0.28 in the prior year.
- Adjusted EBITDA was \$108.7 million compared to \$168.1 million in the prior year. The decrease was primarily driven by lower sales volume during the period. Decreases in product rate and increases in occupancy and distribution costs were largely offset by lower SG&A and a reduction in inventory adjustments.

#### **Balance Sheet and Cash Flow Highlights**

- Cash and cash equivalents totaled \$108.5 million as of September 28, 2024, an increase of \$53.1 million, compared to \$55.4 million as of September 30, 2023.
- Inventories totaled \$234.3 million as of September 28, 2024, a decrease of \$77.5 million or 24.9%, compared to \$311.8 million as of September 30, 2023.
- Funded debt was \$783.7 million as of September 28, 2024 compared to \$789.8 million as of September 30, 2023. There were no outstanding borrowings on our revolving credit facility as of September 28, 2024 and September 30, 2023.
- The effective rate on our term loan during fiscal 2024 was 8.1% compared to 8.2% during fiscal 2023.
- Net cash provided by operating activities totaled \$107.5 million in fiscal 2024 compared to \$6.5 million in fiscal 2023.
- Capital expenditures totaled \$47.2 million in fiscal 2024 compared to \$38.6 million in fiscal 2023.

### First Quarter Fiscal 2025 Outlook

The Company expects the following for the first quarter of fiscal 2025:

Sales	\$169 million to \$176 million
Gross profit	\$45 million to \$48 million
Net loss	\$(41) million to \$(39) million
Adjusted net loss	\$(39) million to \$(37) million
Adjusted EBITDA	\$(29) million to \$(27) million
Adjusted diluted loss per share	\$(0.21) to \$(0.20)
Diluted weighted average shares outstanding	185 million

\*Note: A reconciliation of non-GAAP guidance measures to corresponding GAAP measures is not available on a forward-looking basis without unreasonable effort due to the uncertainty of expenses that may be incurred in the future, although it is important to note that these factors could be material to our results computed in accordance with GAAP.

### **Conference Call Details**

A conference call to discuss the Company's financial results for the fourth quarter and fiscal 2024 is scheduled for today, Monday, November 25, 2024 at 4:30 p.m. Eastern Time. Investors and analysts interested in participating in the call are invited to dial 877-407-0784 (international callers please dial 1-201-689-8560) approximately 10 minutes prior to the start of the call. A live audio webcast of the conference call will be available online at https://ir.lesliespool.com/.

A recorded replay of the conference call will be available within approximately three hours of the conclusion of the call and can be accessed online at https://ir.lesliespool.com/ for 90 days.

#### About Leslie's

Founded in 1963, Leslie's is the largest and most trusted direct-to-consumer brand in the U.S. pool and spa care industry. The Company serves the aftermarket needs of residential and professional consumers with an extensive and largely exclusive assortment of essential pool and spa care products. The Company operates an integrated ecosystem of over 1,000 physical locations and a robust digital platform, enabling consumers to engage with Leslie's whenever, wherever, and however they prefer to shop. Its dedicated team of associates, pool and spa care experts, and experienced service technicians are passionate about empowering Leslie's consumers with the knowledge, products, and solutions necessary to confidently maintain and enjoy their pools and spas.

### Use of Non-GAAP Financial Measures and Other Operating Measures

In addition to reporting financial results in accordance with accounting principles generally accepted in the United States ("GAAP"), we use certain non-GAAP financial measures and other operating measures, including comparable sales growth, Adjusted EBITDA, Adjusted net income (loss), and Adjusted diluted earnings per share, to evaluate the effectiveness of our business strategies, to make budgeting decisions, and to compare our performance against that of other peer companies using similar measures. These non-GAAP financial measures and other operating measures should not be considered in isolation or as substitutes for our results as reported under GAAP. In addition, these non-GAAP financial measures and other operating measures are not calculated in the same manner by all companies, and accordingly, are not necessarily comparable to similarly titled measures of other companies and may not be appropriate measures for performance relative to other companies.

#### Comparable Sales Growth

We measure comparable sales growth as the increase or decrease in sales recorded by the comparable base in any reporting period, compared to sales recorded by the comparable base in the prior reporting period. The comparable base includes sales through our locations and through our e-commerce websites and third-party marketplaces.

Comparable sales growth is a key measure used by management and our board of directors to assess our financial performance.

# Adjusted EBITDA

Adjusted EBITDA is defined as earnings before interest (including amortization of debt issuance costs), taxes, depreciation and amortization, management fees, equity-based compensation expense, loss (gain) on debt extinguishment, loss (gain) on asset and contract dispositions, executive transition costs, severance, costs related to equity offerings, strategic project costs, merger and acquisition costs, and other non-recurring, non-cash or discrete items. Adjusted EBITDA is a key measure used by management and our board of directors to assess our financial performance. Adjusted EBITDA is also frequently used by analysts, investors, and other interested parties to evaluate companies in our industry, when considered alongside other GAAP measures. We use Adjusted EBITDA to supplement GAAP measures of performance to evaluate the effectiveness of our business strategies, to make budgeting decisions, and to compare our performance against that of other companies using similar measures.

Adjusted EBITDA is not a recognized measure of financial performance under GAAP but is used by some investors to determine a company's ability to service or incur indebtedness. Adjusted EBITDA is not calculated in the same manner by all companies, and accordingly, is not necessarily comparable to similarly titled measures of other companies and may not be an appropriate measure for performance relative to other companies. Adjusted EBITDA should not be construed as an indicator of a company's operating performance in isolation from, or as a substitute for, net income (loss), cash flows from operations or cash flow data, all of which are prepared in accordance with GAAP. We have presented Adjusted EBITDA solely as supplemental disclosure because we believe it allows for a more complete analysis of results of operations. Adjusted EBITDA is not intended to represent, and should not be considered more meaningful than, or as an alternative to, measures of operating performance as determined in accordance with GAAP. In the future, we may incur expenses or charges such as those added back to calculate Adjusted EBITDA. Our presentation of Adjusted EBITDA should not be construed as an inference that our future results will be unaffected by these items.

# Adjusted Net Income (Loss) and Adjusted Diluted Earnings per Share

Adjusted net income (loss) and Adjusted diluted earnings per share are additional key measures used by management and our board of directors to assess our financial performance. Adjusted net income (loss) and Adjusted diluted earnings per share are also frequently used by analysts, investors, and other interested parties to evaluate companies in our industry, when considered alongside other GAAP measures.

Adjusted net income (loss) is defined as net income (loss) adjusted to exclude management fees, equity-based compensation expense, loss (gain) on debt extinguishment, loss (gain) on asset and contract dispositions, executive transition costs, severance, costs related to equity offerings, strategic project costs, merger and acquisition costs, and other non-recurring, non-cash, or discrete items. Adjusted diluted earnings per share is defined as Adjusted net income (loss) divided by the diluted weighted average number of common shares outstanding.

# **Forward-Looking Statements**

This press release contains forward-looking statements about us and our industry that involve substantial risks and uncertainties. All statements other than statements of historical fact contained in this press release, including statements regarding our future results of operations or financial condition, business strategy, value proposition, legal proceedings, competitive advantages, market size, growth opportunities, industry expectations, and plans and objectives of management for future operations, are forward-looking statements. In some cases, you can identify forward-looking statements because they contain words such as "anticipate," "believe," "contemplate," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "should," "target," "will," or "would," or the negative of these words or other similar terms or expressions. Our actual results or outcomes could differ materially from those indicated in these forward-looking statements for a variety of reasons, including, among others:

- our ability to execute on our growth strategies;
- supply disruptions;
- our ability to maintain favorable relationships with suppliers and manufacturers;
- competition from mass merchants and specialty retailers;
- impacts on our business from the sensitivity of our business to weather conditions, changes in the economy (including high interest rates, recession fears, and inflationary pressures), geopolitical events or conflicts, and the housing market;
- disruptions in the operations of our distribution centers;
- our ability to implement technology initiatives that deliver the anticipated benefits, without disrupting our operations;
- our ability to attract and retain senior management and other qualified personnel;
- regulatory changes and development affecting our current and future products, including evolving legal standards and regulations concerning environmental, social and governance ("ESG") matters;
- our ability to obtain additional capital to finance operations;
- commodity price inflation and deflation;
- impacts on our business from epidemics, pandemics, or natural disasters;
- impacts on our business from cyber incidents and other security threats or disruptions;
- our ability to remediate material weaknesses or other deficiencies in our internal control over financial reporting or to maintain effective disclosure controls and procedures and internal control over financial reporting; and
- other risks and uncertainties, including those listed in the section titled "Risk Factors" in our filings with the United States Securities and Exchange Commission ("SEC").

You should not rely on forward-looking statements as predictions of future events. We have based the forwardlooking statements contained in this press release primarily on our current expectations and projections about future events and trends that we believe may affect our business, financial condition, and operating results. The outcome of the events described in these forward-looking statements is subject to risks, uncertainties, and other factors described in Part I, Item 1A, "Risk Factors" in our Annual Report on Form 10-K for the year ended September 28, 2024 and in our other filings with the SEC. Moreover, we operate in a very competitive and rapidly changing environment. New risks and uncertainties emerge from time-to-time, and it is not possible for us to predict all risks and uncertainties that could have an impact on the forward-looking statements may not be achieved or occur, and actual results or outcomes could differ materially from those described in the forward-looking statements.

In addition, statements that "we believe" and similar statements reflect our beliefs and opinions on the relevant subject. These statements are based on information available to us as of the date of this press release, and while we believe that information provides a reasonable basis for these statements, that information may be limited or incomplete. Our statements should not be read to indicate that we have conducted an exhaustive inquiry into, or review of, all relevant information. These statements are inherently uncertain, and investors are cautioned not to unduly rely on these statements.

The forward-looking statements made in this press release are based on events or circumstances as of the date on which the statements are made. We undertake no obligation to update any forward-looking statements made in this press release to reflect events or circumstances after the date of this press release or to reflect new information, changed expectations, the occurrence of unanticipated events or otherwise, except as required by law. We may not actually achieve the plans, intentions, outcomes or expectations disclosed in our forward-looking statements, and you should not place undue reliance on our forward-looking statements. Our forward-looking statements do not reflect the potential impact of any future acquisitions, mergers, dispositions, joint ventures, or investments.

# Contact

Matthew Skelly Vice President, Investor Relations Leslie's, Inc. investorrelations@lesl.com

# Condensed Consolidated Statements of Operations (Amounts in thousands, except per share amounts)

	Three Months Ended				Year Ended				
	September 28, 2024		Se	September 30, 2023		September 28, 2024		September 30, 2023	
		(Unaudited)		(Unaudited)		(Unaudited)		(Audited)	
Sales	\$	397,859	\$	432,370	\$	1,330,121	\$	1,451,209	
Cost of merchandise and services sold		254,645		272,209		853,331		902,986	
Gross profit		143,214		160,161		476,790		548,223	
Selling, general and administrative expenses		116,795		121,617		419,673		446,044	
Operating income		26,419		38,544		57,117	_	102,179	
Other expense:									
Interest expense		17,015		17,156		70,395		65,438	
Total other expense		17,015		17,156		70,395		65,438	
Income (loss) before taxes		9,404		21,388		(13,278)	_	36,741	
Income tax expense		19,328		4,907		10,101		9,499	
Net (loss) income	\$	(9,924)	\$	16,481	\$	(23,379)	\$	27,242	
Earnings per share:							_		
Basic	\$	(0.05)	\$	0.09	\$	(0.13)	\$	0.15	
Diluted	\$	(0.05)	\$	0.09	\$	(0.13)	\$	0.15	
Weighted average shares outstanding:									
Basic		184,936		184,181		184,694		183,839	
Diluted		184,936		184,782		184,694		184,716	

# Other Financial Data <sup>(1)</sup> (Amounts in thousands, except per share amounts)

		Three Months Ended				Year Ended			
	Septen	September 28, 2024		September 30, 2023		eptember 28, 2024	September 30, 2023		
	<b>(U</b>	(Unaudited)		(Unaudited)		(Unaudited)	(Audited)		
Adjusted EBITDA	\$	42,972	\$	59,466	\$	108,744	\$	168,149	
Adjusted net income (loss)	\$	4,380	\$	25,743	\$	(1,084)	\$	51,113	
Adjusted diluted earnings per share	\$	0.02	\$	0.14	\$	(0.01)	\$	0.28	

(1) See section titled "GAAP to Non-GAAP Reconciliation."

# Condensed Consolidated Balance Sheets (Amounts in thousands, except share and per share amounts)

		ember 28, 2024	September 30, 2023		
issets		U <b>naudited)</b>	(	Audited)	
Current assets					
Cash and cash equivalents	\$	108,505	\$	55,420	
Accounts and other receivables, net		45,467		29,396	
Inventories		234,283		311,837	
Prepaid expenses and other current assets		34,179		23,633	
Total current assets		422,434		420,286	
Property and equipment, net		98,447		90,285	
Operating lease right-of-use assets		270,488		251,460	
Goodwill and other intangibles, net		215,127		218,855	
Deferred tax assets		4,168		7,598	
Other assets		39,661		45,951	
Total assets	\$	1,050,325	\$	1,034,435	
Liabilities and stockholders' deficit					
Current liabilities					
Accounts payable		67,622		58,556	
Accrued expenses and other current liabilities		106,712		90,598	
Operating lease liabilities		63,357		62,794	
Income taxes payable		1,519		5,782	
Current portion of long-term debt		8,100		8,100	
Total current liabilities		247,310		225,830	
Operating lease liabilities, noncurrent		209,067		193,222	
Long-term debt, net		769,065		773,276	
Other long-term liabilities		2,032		3,469	
Total liabilities		1,227,474		1,195,797	
Commitments and contingencies		· · · · · ·		· · · · ·	
Stockholders' deficit					
Common stock, \$0.001 par value, 1,000,000,000 shares authorized and 184,969,296 and 184,333,670 issued and outstanding as of September 28, 2024 and September 30, 2023,					
respectively.		185		184	
Additional paid in capital		106,871		99,280	
Retained deficit		(284,205)		(260,826)	
Total stockholders' deficit		(177,149)		(161,362)	
Total liabilities and stockholders' deficit	\$	1,050,325	\$	1,034,435	

# Condensed Consolidated Statements of Cash Flows (Amounts in thousands)

September 38, 2024 (Unaudited)      September 39, 2023 (Unaudited)        Operating Activities      (2,3,79)      \$      27,242        Adjustments to reconcile net (loss) income to net cash provided by operating activities:      33,078      34,142        Depreciation and amorization      85,589      11,703        A mortization of deferred financing costs and debt discounts      2,191      2,100        Provision for doubtful accounts      3,430      (6,330)        Loss on asset and contract dispositions      464      6,330        Changes to inoperating assets and liabilities:      14,66      193        Accounts and other receivables      (18,684)      16,101        Inventories      85,879      54,331        Prepaid expenses and other current assets      (1,019)      (3,466)        Other assets      6,167      (22,148)        Income taxes payable      1107,466      -6,470        Inventories      81,417      (22,148)        Preciases oft property and equipment      (4,724)      (38,577)        Dyster ask provided by operating activities      107,466      -6,470        Inventing Activities      1107,466      -6,470 <tr< th=""><th></th><th colspan="4">Year Ended</th></tr<>		Year Ended			
Operating Activities      \$      (23,379)      \$      (27,242)        Adjustments to reconcile net (loss) income to net cash provided by operating activities:      33,078      34,142        Equity-based compensation      8,589      11,703        Amortization of deferred financing costs and debt discounts      2,191      2,100        Provision for doubtful accounts      1,466      193        Deferred income taxes      3,430      (6,330)        Loss on asset and contract dispositions      464      6,396        Changes in operating assets and liabilities:      464      6,396        Other assets      (1,019)      (3,466)        Other assets      (1,019)      (3,466)        Other assets      6,861      (9,990)        Accounts payable      1,889      (97,900)        Account sayable      1,889      (97,900)        Account sayable      4,817      (22,148)        Income taxes payable      (4,263)      (6,729)        Operating activities      107,466      6,470        Investing Activities      (47,163)      (52,539)        Prococads from asset dispositions      81 <t< th=""><th></th><th>Septer</th><th>mber 28, 2024</th><th>Sept</th><th>ember 30, 2023</th></t<>		Septer	mber 28, 2024	Sept	ember 30, 2023
Net (loss) income      \$      (23,379)      \$      27,242        Adjustments to reconcile net (loss) income to net eash provided by operating activities:      3,078      34,142        Equity-based compensation      8,589      11,703        Amontrization of deferred financing costs and debt discounts      2,191      2,100        Provision for doubtful accounts      1,466      193        Deferred income taxes      3,430      (6,330)        Loss on asset and contract dispositions      464      6,390        Changes in operating assets and liabilities:      (18,684)      16,101        Inventories      85,879      54,331        Prepaid expenses and other current assets      (1,019)      (3,466)        Other assets      6,861      (9,990)        Accounts payable      1,889      (97,900)        Accounts payable      6,147      825        Net cash provided by operating activities      107,466      6,470        Income taxes payable      (4,263)      (6,729)        Operating lease assets and liabilities, net      6,147      825        Net cash provided by operating activities      107,466      6,470 <t< th=""><th></th><th>(U</th><th>naudited)</th><th></th><th>(Audited)</th></t<>		(U	naudited)		(Audited)
Adjustments to reconcile net (loss) income to net cash provided by operating activities:      33,078      34,142        Equity-based compensation      85,889      11,703        Amortization of deferred financing costs and debt discounts      2,191      2,100        Provision for doubtiful accounts      1,466      193        Deferred income taxes      3,430      (6,330)        Loss on asset and contract dispositions      464      0,396        Changes in operating assets and liabilities:      464      0,396        Accounts and other receivables      (18,684)      16,101        Inventories      85,879      54,331        Prepaid expenses and other current assets      (1,019)      0,3460        Other assets      6,861      (9,990)        Accounts payable      1,889      (97,900)        Accured expenses      4,817      (22,148)        Income taxes payable      (4,263)      (6,729)        Operating Lesse assets and liabilities, net      5,417      825        Net cash provided by operating activities      107,466      6,420        Investing Activities      (47,244)      (38,577)        Burrowings on Revolving Cre					
Depreciation and amortization      33.078      34,142        Equity-based compensation      8,589      11,703        Amortization of deferred financing costs and debt discounts      2,191      2,100        Provision for doubful accounts      1,466      193        Deferred income taxes      3,430      (6,330)        Loss on asset and contract dispositions      464      6,396        Changes in operating assets and liabilities:      (18,684)      16,101        Accounts and other receivables      (18,684)      16,101        Inventories      85,879      54,331        Prepaid expenses and other current assets      (1,019)      (3,466)        Other assets      6,861      (9,990)        Accounts payable      1,889      (97,900)        Accurat expenses      4,817      (22,148)        Income taxes payable      (4,263)      (6,729)        Operating lease assets and liabilities, net      6,147      825        Net cash provided by operating activities      107,466      6,470        Purchases of property and equipment      (47,244)      (38,577)        Derrowings on Revolving Credit Facility      140,500 <td></td> <td>\$</td> <td>(23,379)</td> <td>\$</td> <td>27,242</td>		\$	(23,379)	\$	27,242
Equity-based compensation      8,589      11,703        Amortization of deferred financing costs and debt discounts      2,191      2,100        Provision for doubtful accounts      1,466      193        Deferred income taxes      3,430      (6,330)        Loss on asset and contract dispositions      464      6,396        Changes in operating assets and liabilities:      (18,684)      16,101        Accounts and other receivables      (18,684)      16,101        Inventories      85,879      54,331        Prepaid expenses and other current assets      (1,019)      (3,466)        Other assets      6,861      (9,990)        Accrued expenses      4,817      (22,148)        Income taxes payable      (4,263)      (6,729)        Operating lease assets and liabilities, net      6,147      825        Net cash provided by operating activities      107,466      6,470        Investing Activities      (47,244)      (38,577)        Purchases of property and equipment      (47,163)      (52,539)        Pinancing Activities      (47,163)      (52,539)        Financing Activities      (145)     <					
Amortization of deferred financing costs and debt discounts2,1912,100Provision for doubtful accounts1,466193Deferred income taxes3,430(6,530)Loss on asset and contract dispositions4646,396Changes in operating assets and liabilities:Accounts and other receivables(18,684)16,101Inventories85,87954,331Prepaid expenses and other current assets(1,019)(3,466)Other assets6,861(9,990)Accounts payable1,889(97,900)Accounts payable4,817(22,148)Income taxes payable(4,263)(6,729)Operating lease assets and liabilities, net6,147825Purchases of property and equipment(47,244)(38,577)Business acquisitions, net of cash acquired-(15,549)Proceeds from asset dispositions811,587Net cash provided by operating activities(47,163)(52,359)Financing Activities(47,163)(52,359)Financing Activities(140,500)(264,000)Payment of Nevolving Credit Facility(140,500)(264,000)Reparment of non-term debt(6,075)(8,100)Payment of endred financing activities-(37,085)Provents of employee tax withholdings related to restricted stock vesting(998)(2,257)Net cash used in innancing activities(7,218)(10,904)Net cash used in financing activities53,085(56,873)Cash a					
Provision for doubtful accounts      1,466      193        Deferred income taxes      3,430      (6,330)        Loss on asset and contract dispositions      464      6,6396        Changes in operating assets and liabilities:      -      -        Accounts and other receivables      (18,684)      16,101        Inventories      85,879      54,331        Prepaid expenses and other current assets      (1,019)      (3,466)        Other asset      6,861      (9,990)        Accrued expenses      4,817      (22,148)        Income taxes payable      4,2633      (6,728)        Operating lease assets and liabilities, net      6,147      825        Net cash provided by operating activities      107,466      6,470        Investing Activities      -      (15,549)        Purchases of property and equipment      (47,1244)      (38,577)        Business acquisitions, net of cash acquired      -      (15,549)        Proceeds from asset dispositions      81      1,587        Parchases of property and equipment      (47,163)      (52,539)        Financing Activities      -      (140,500) <t< td=""><td></td><td></td><td></td><td></td><td></td></t<>					
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Loss on asset and contract dispositions      464      6,396        Changes in operating assets and liabilities:      (18,684)      16,101        Accounts and other receivables      (18,684)      16,101        Inventories      85,879      54,331        Prepaid expenses and other current assets      (1,019)      (3,466)        Other assets      6,861      (9,990)        Accounts payable      1,889      (97,900)        Account axes payable      (4,263)      (6,72)        Operating lease assets and liabilities, net      6,147      825        Net cash provided by operating activities      107,466      6,470        Investing Activities      107,466      6,470        Investing Activities      (47,163)      (52,539)        Proceeds from asset dispositions      81      1,587        Net cash used in investing activities      (47,163)      (52,539)        Financing Activities      (145)      -        Borrowings on Revolving Credit Facility      140,500      264,000        Payment of long-term debt      (6,075)      (8,100)        Payment of deferred financing activities      -      -					
Changes in operating assets and liabilities:      Accounts and other receivables    (18,684)    16,101      Inventories    85,879    54,331      Prepaid expenses and other current assets    (1,019)    (3,466)      Other assets    6,861    (9,990)      Accounts payable    1,889    (97,900)      Accounts payable    4,817    (22,148)      Income taxes payable    (4,263)    (6,729)      Operating lease assets and liabilities, net    6,147    825      Net cash provided by operating activities    107,466    6,470      Investing Activities     (15,549)      Proceeds from asset dispositions    81    1,587      Net eash used in investing activities    (47,163)    (52,539)      Financing Activities     (140,500)    264,000      Payments on Revolving Credit Facility    140,500    264,000    264,000      Repayment of long-term debt    (6,075)    (8,100)       Payment of deferred financing costs     (347)      Payment of deferred financing costs     (347)      Payment of deferred financing costs					
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Inventories      85,879      54,331        Prepaid expenses and other current assets      (1,019)      (3,466)        Other assets      6,861      (9,990)        Accounts payable      1,889      (97,900)        Accrued expenses      4,817      (22,148)        Income taxes payable      (4,263)      (6,729)        Operating lease assets and liabilities, net      6,147      8255        Net cash provided by operating activities      107,466      6,470        Investing Activities      (47,244)      (38,577)        Purchases of property and equipment      (47,244)      (38,577)        Business acquisitions, net of cash acquired      —      (15,549)        Proceeds from asset dispositions      81      1,587        Net cash used in investing activities      (47,163)      (52,539)        Financing Activities      100,500      264,000        Payments on Revolving Credit Facility      (140,500)      264,000        Payment of long-term debt      (6,075)      (8,100)        Payment of long-term debt      —      (347)        Payment of long-term debt      (7,218)      (10,804)					
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Other assets      6,861      (9,990)        Accounts payable      1,889      (97,900)        Accured expenses      4,817      (22,148)        Income taxes payable      (4,263)      (6,729)        Operating lease assets and liabilities, net      6,147      825        Net cash provided by operating activities      107,466      6,470        Investing Activities      (47,244)      (38,577)        Business acquisitions, net of cash acquired					
Accounts payable      1,889      (97,900)        Accrued expenses      4,817      (22,148)        Income taxes payable      (4,263)      (6,729)        Operating lease assets and liabilities, net      6,147      8225        Net cash provided by operating activities      107,466      6,470        Investing Activities      107,466      6,470        Purchases of property and equipment      (47,244)      (38,577)        Business acquisitions, net of cash acquired       (15,549)        Proceeds from asset dispositions      81      1,587        Net cash used in investing activities      (447,163)      (52,539)        Financing Activities       (15,549)        Borrowings on Revolving Credit Facility      140,500      264,000        Payment on long-term debt      (6,075)      (8,100)        Payment of long-term debt      (6,075)      (8,100)        Payment of deferred financing costs       (347)        Payment of deferred financing costs       (347)        Payment of deferred financing activities      (7,218)      (10,804)        Net increase (decrease) in cash and cash equivalents <td></td> <td></td> <td></td> <td></td> <td></td>					
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Purchases of property and equipment(47,244)(38,577)Business acquisitions, net of cash acquired(15,549)Proceeds from asset dispositions811,587Net cash used in investing activities(47,163)(52,539)Financing Activities(47,163)(52,539)Borrowings on Revolving Credit Facility140,500264,000Payments on Revolving Credit Facility(140,500)(264,000)Repayment of long-term debt(6,075)(8,100)Payment on finance lease(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year\$108,505\$Supplemental Information:\$63,059\$Interest\$63,242\$63,059			107,466		6,470
Business acquisitions, net of cash acquired—(15,549)Proceeds from asset dispositions811,587Net cash used in investing activities(47,163)(52,539)Financing Activities(47,163)(52,539)Borrowings on Revolving Credit Facility140,500264,000Payments on Revolving Credit Facility(140,500)(264,000)Repayment of long-term debt(6,075)(8,100)Payment of ferred financing costs—(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year§108,505\$Supplemental Information:Interest\$63,059	Investing Activities				
Proceeds from asset dispositions811,587Net cash used in investing activities(47,163)(52,539)Financing Activities140,500264,000Borrowings on Revolving Credit Facility140,500(264,000)Payments on Revolving Credit Facility(140,500)(264,000)Repayment of long-term debt(6,075)(8,100)Payment on finance lease(145)Payment of deferred financing costs(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$108,505\$Supplemental Information:\$63,242\$63,059	Purchases of property and equipment		(47,244)		(38,577)
Net cash used in investing activities(47,163)(52,539)Financing Activities140,500264,000Borrowings on Revolving Credit Facility(140,500)(264,000)Payments on Revolving Credit Facility(140,500)(264,000)Repayment of long-term debt(6,075)(8,100)Payment on finance lease(145)Payment of deferred financing costs(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$108,505\$Supplemental Information:\$63,242\$63,059			—		(15,549)
Financing ActivitiesBorrowings on Revolving Credit Facility140,500264,000Payments on Revolving Credit Facility(140,500)(264,000)Repayment of long-term debt(6,075)(8,100)Payment on finance lease(145)-Payment of deferred financing costs-(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$108,505\$Supplemental Information:\$63,242\$63,059	Proceeds from asset dispositions		81		1,587
Financing ActivitiesBorrowings on Revolving Credit Facility140,500264,000Payments on Revolving Credit Facility(140,500)(264,000)Repayment of long-term debt(6,075)(8,100)Payment on finance lease(145)-Payment of deferred financing costs-(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$108,505\$Supplemental Information:\$63,242\$63,059	Net cash used in investing activities		(47,163)		(52,539)
Payments on Revolving Credit Facility    (140,500)    (264,000)      Repayment of long-term debt    (6,075)    (8,100)      Payment on finance lease    (145)    -      Payment of deferred financing costs    -    (347)      Payments of employee tax withholdings related to restricted stock vesting    (998)    (2,357)      Net cash used in financing activities    (10,804)    (10,804)      Net increase (decrease) in cash and cash equivalents    53,085    (56,873)      Cash and cash equivalents, beginning of year    55,420    112,293      Cash and cash equivalents, end of year    \$    108,505    \$    55,420      Supplemental Information:    Interest    \$    63,242    \$    63,059					
Repayment of long-term debt(6,075)(8,100)Payment on finance lease(145)-Payment of deferred financing costs-(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$108,505\$Supplemental Information:-\$63,242\$Interest\$63,242\$63,059	Borrowings on Revolving Credit Facility		140,500		264,000
Repayment of long-term debt(6,075)(8,100)Payment on finance lease(145)-Payment of deferred financing costs-(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$108,505\$Supplemental Information:-\$63,242\$Interest\$63,242\$63,059	Payments on Revolving Credit Facility		(140,500)		(264,000)
Payment of deferred financing costs—(347)Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$108,505\$Supplemental Information:Interest\$63,242\$Interest\$63,059\$53,059			(6,075)		(8,100)
Payments of employee tax withholdings related to restricted stock vesting(998)(2,357)Net cash used in financing activities(7,218)(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$ 108,505\$ 55,420Supplemental Information:101,804\$ 63,242Interest\$ 63,242\$ 63,059	Payment on finance lease		(145)		
Net cash used in financing activities(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$ 108,505\$ 55,420Supplemental Information:\$ 63,242\$ 63,059	Payment of deferred financing costs				(347)
Net cash used in financing activities(10,804)Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$ 108,505\$ 55,420Supplemental Information:112,293\$ 63,242Interest\$ 63,242\$ 63,059	Payments of employee tax withholdings related to restricted stock vesting		(998)		(2,357)
Net increase (decrease) in cash and cash equivalents53,085(56,873)Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$ 108,505\$ 55,420Supplemental Information:\$ 63,242\$ 63,059			(7,218)		(10,804)
Cash and cash equivalents, beginning of year55,420112,293Cash and cash equivalents, end of year\$ 108,505\$ 55,420Supplemental Information:\$ 63,242\$ 63,059					
Cash and cash equivalents, end of year\$ 108,505\$ 55,420Supplemental Information: Interest\$ 63,242\$ 63,059					
Supplemental Information:Interest\$ 63,242 \$ 63,059		\$		\$	
Interest \$ 63,242 \$ 63,059		÷		-	
		\$	63 242	\$	63 059
	Income taxes, net of refunds received	Ψ	10,933	Ψ	22,559

### GAAP to Non-GAAP Reconciliation (Amounts in thousands, except per share amounts)

	<b>Three Months Ended</b>				Year Ended			
	Septer	September 28, 2024		September 30, 2023		tember 28, 2024	Sept	tember 30, 2023
	()	U <b>naudited)</b>		(Unaudited)		(Unaudited)		(Audited)
Net (loss) income	\$	(9,924)	\$	16,481	\$	(23,379)	\$	27,242
Interest expense		17,015		17,156		70,395		65,438
Income tax expense		19,328		4,907		10,101		9,499
Depreciation and amortization expense <sup>(1)</sup>		8,659		8,573		33,078		34,142
Equity-based compensation expense <sup>(2)</sup>		967		2,607		8,650		12,067
Strategic project costs <sup>(3)</sup>		1,025		241		2,083		3,004
Executive transition costs and other <sup>(4)</sup>		5,902		9,501		7,816		16,757
Adjusted EBITDA	\$	42,972	\$	59,466	\$	108,744	\$	168,149

	<b>Three Months Ended</b>				Year Ended			
	September 28, 2024		September 30, 2023		Se	ptember 28, 2024	September 30, 2023	
		(Unaudited)		(Unaudited)		(Unaudited)		(Audited)
Net (loss) income	\$	(9,924)	\$	16,481	\$	(23,379)	\$	27,242
Equity-based compensation expense <sup>(2)</sup>		967		2,607		8,650		12,067
Strategic project costs <sup>(3)</sup>		1,025		241		2,083		3,004
Executive transition costs and other <sup>(4)</sup>		5,902		9,501		7,816		16,757
Changes in valuation allowance <sup>(5)</sup>		11,177		_		11,177		
Tax effects of these adjustments <sup>(6)</sup>		(4,767)		4,907		(7,431)		(7,957)
Adjusted net income (loss)	\$	4,380	\$	33,737	\$	(1,084)	\$	51,113
Diluted earnings per share	\$	(0.05)	\$	0.09	\$	(0.13)	\$	0.15
Adjusted diluted earnings per share	\$	0.02	\$	0.18	\$	(0.01)	\$	0.28
Weighted average shares outstanding								
Basic		184,936		184,181		184,694		183,839
Diluted		184,954		184,782		184,694		184,716

(1) Includes depreciation related to our distribution centers and store locations, which is reported in cost of merchandise and services sold and SG&A in our condensed consolidated statements of operations.

(2) Represents charges related to equity-based compensation and our related payroll tax expense, which are reported in SG&A in our condensed consolidated statements of operations.

(3) Represents non-recurring costs, such as third-party consulting costs related to first-generation technology initiatives, replacements of systems that have been no longer supported by our vendors, investment in and development of new products outside of the course of continuing operations, or other discrete strategic projects that are infrequent or unusual in nature and potentially distortive to continuing operations. These items are reported in SG&A in our condensed consolidated statements of operations.

(4) Includes certain senior executive transition costs and severance associated with completed corporate restructuring activities across the organization, losses (gains) on asset dispositions, merger and acquisition costs, and other non-recurring, non-cash, or discrete items as determined by management. Amounts are reported in SG&A in our condensed consolidated statements of operations.

(5) Represents a change in valuation allowance for deferred taxes that management does not believe are indicative of our ongoing operations. This item is reported in income tax expense in our consolidated statements of operations and we note they may reoccur in the future.

(6) Represents the tax effect of the total adjustments based on our combined U.S. federal and state statutory tax rates. Amounts are reported in income tax expense (benefit) in our condensed consolidated statements of operations.