



PLATFORM SPECIALTY
PRODUCTS CORPORATION

Third Quarter 2017



November 2, 2017

Safe Harbor

Please note that in this presentation, we may discuss events or results that have not yet occurred or been realized, commonly referred to as forward-looking statements. The Private Securities Litigation Reform Act of 1995 provides a safe harbor for forward-looking statements made by or on behalf of the Company. Such discussion and statements will often contain words such as “expect,” “anticipate,” “project,” “will,” “should,” “believe,” “intend,” “plan,” “estimate,” “potential,” “target,” and similar expressions, and relate in this presentation, without limitation, to the Company’s intent to separate its Agricultural Solutions business and create two independent companies with separate capital structures following the proposed separation, the expected structure and timing of the proposed separation and its anticipated benefits, the Company’s adjusted EBITDA and adjusted earnings per share, expected year-end organic sales growth, meeting financial and/or strategic goals and objectives, including the company’s full year 2017 guidance, segment adjusted EBITDA, net interest expense, income tax provision, cash flow from operations, full year cash interest, taxes and capital expenditures, restructuring costs and other non-cash charges, outlook for the Company’s markets and the demand for its products, free cash flows, gross, expected release of working capital, operating and adjusted EBITDA margin requirements and expansion, performance trends, extending into new markets, bank leverage ratios, the success of new product introductions, growth in costs and expenses, the impact of commodities and currencies costs, and the Company’s ability to manage its risk in these areas, the Company’s ability to identify, hire and retain executives and other qualified employees, the Company’s assessment over its internal control over financial reporting, and the impact of acquisitions, divestitures, restructurings, refinancings, and other unusual items, including the Company’s ability to raise new debt and equity and to integrate and obtain the anticipated benefits, results and synergies from its consummated acquisitions and related strategic initiatives.

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

Non-GAAP Information



To supplement the financial measures prepared in accordance with generally accepted accounting principles in the United States (“GAAP”), the Company uses the following non-GAAP financial measures: EBITDA, adjusted EBITDA, adjusted EBITDA margin, adjusted EBITDA guidance, adjusted earnings (loss) per share (EPS), organic sales growth and free cash flow. The Company also evaluates and presents its results of operations on a constant currency basis.

The reconciliations of these non-GAAP measures to the most directly comparable financial measures calculated and presented in accordance with GAAP can be found in the appendix of this presentation and the tables included in the Company’s earnings release dated November 2, 2017 (the “earnings release”), a copy of which can be found on the Company’s website at www.platformspecialtyproducts.com. This presentation should be read in conjunction with the earnings release. The Company only provides adjusted EBITDA guidance and organic sales growth expectations on a non-GAAP basis and does not provide reconciliations of such forward-looking non-GAAP measures to GAAP due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliations, including adjustments that could be made for restructuring, integration and acquisition-related expenses, share-based compensation amounts, adjustments to inventory and other charges reflected in the reconciliation of historic numbers, the amount of which, based on historical experience, could be significant.

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

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

Platform Third Quarter Results

(\$ in millions)				Constant Currency ^{1*}		Organic ^{2*}
	Q3 2017	Q3 2016	YoY%	Q3 2017	YoY%	YoY%
Net Sales	\$904	\$891	2%	\$890	-%	(1)%
Performance Solutions	481	455	6%	475	4%	4%
Agricultural Solutions	424	436	(3)%	415	(5)%	(5)%
GAAP Diluted EPS	\$(0.24)	\$(0.15)				
Adj. EBITDA*	197	190	3%	192	1%	
% margin	21.7%	21.3%	39 bps	21.6%	24 bps	
Performance Solutions	116	110	5%	114	4%	
% margin	24.0%	24.2%	(13) bps	24.1%	(9) bps	
Agricultural Solutions	81	80	1%	78	(3)%	
% margin	19.1%	18.4%	73 bps	18.7%	33 bps	
Adj. EPS*	\$0.17	\$0.14	18%			

- Net sales grew 2% driven by organic growth in Performance Solutions and partially offset by a decline in Agricultural Solutions' LatAm region due to drought conditions in Brazil

- Continued strength in global industrial and Asian electronic assembly markets
- Declines in Latin America from Brazil drought offset a strong performance from North America

- GAAP diluted EPS loss of \$0.24 increased year-over-year driven primarily by increased tax expense and FX losses, partially offset by reduced interest expense and higher operating profit

- Constant currency adj. EBITDA* increased 1% driven by organic sales growth and impact of synergies offset by negative product mix in Performance Solutions and softer Latin America volumes in Ag

1. Constant currency, on this chart and subsequent charts, refers to the financial results of the current period translated at the prior period exchange rates

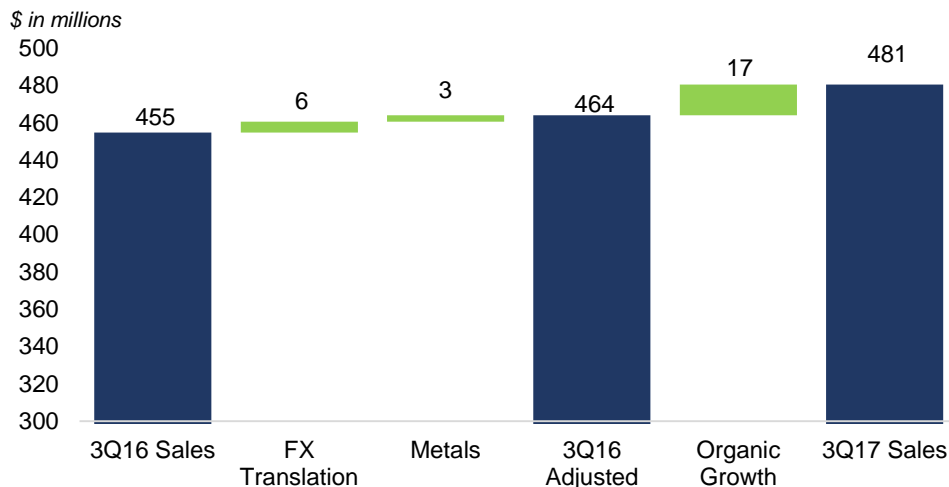
2. Organic sales growth, on this chart and subsequent charts, excludes the impact of currency, metal prices, acquisitions and/or divestitures as applicable

* The financial measures in this chart and on subsequent charts are not in accordance with GAAP. For definitions of these non-GAAP measures, discussions of adjustments and reconciliations, please refer to the appendices of this presentation

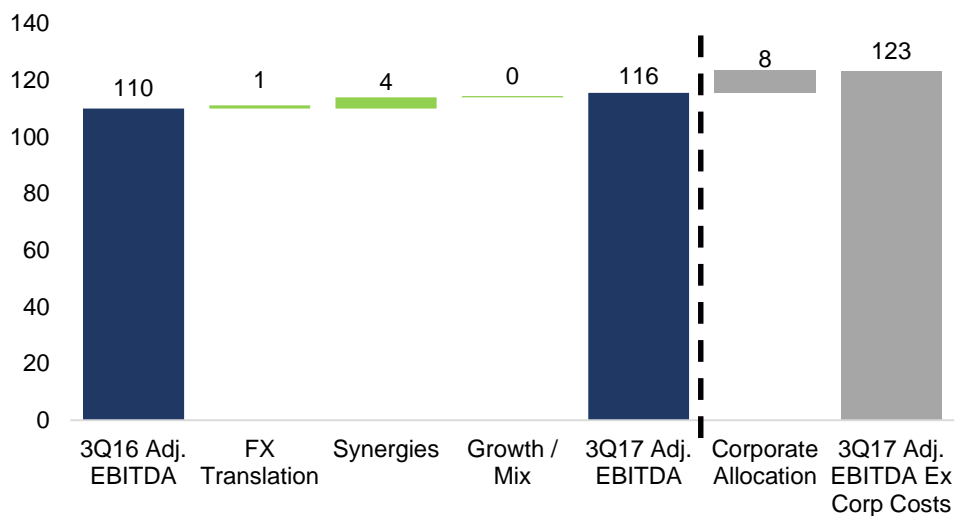
Note: Totals may not sum due to rounding

Performance Solutions Results

Net Sales



Adj. EBITDA*



- Net sales increased by \$26 million over 3Q16 due to organic growth in all business units excluding Graphics. Moderate FX tailwinds also contributed to growth
 - FX tailwind driven mainly by EUR
 - \$3 million benefit from certain metals pricing
- Organic sales* increased 4% in the quarter
 - Continued global strength in electronics assembly markets
 - Accelerating demand in Europe for industrial products and expansion of market position for plating-on-plastic in Asia
 - Sales declines in Graphics due to impact of customer alignment and overall softness in Americas
- Constant currency adj. EBITDA* increased 4%
 - Organic growth* in Assembly and Industrial drove dollar growth, while contributing negatively to mix given lower average margins in these verticals
 - Declines in Graphics also contributed negatively to mix given higher-than-average margins
 - Certain raw material price increases primarily in Offshore and Graphics further muted incremental margins – mitigation actions already underway

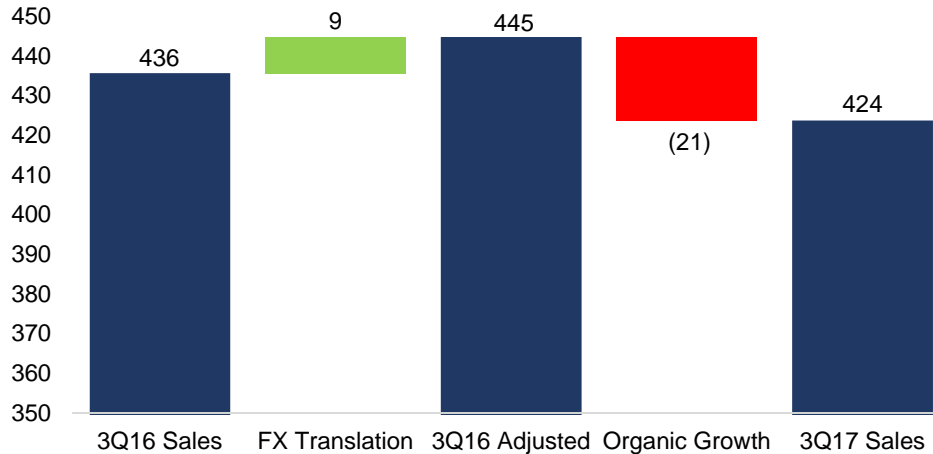
* See Non-GAAP footnotes on p. 4

Note: Totals may not sum due to rounding

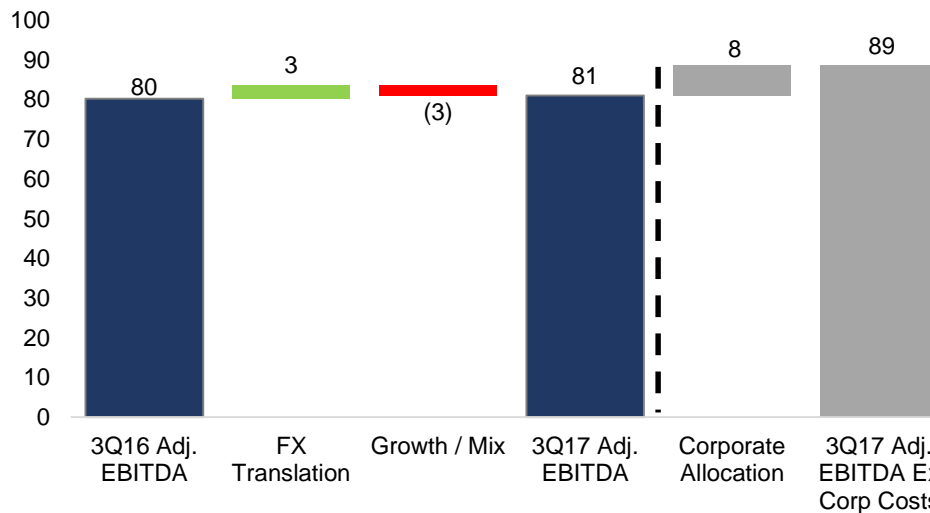
Agricultural Solutions Results

Net Sales

\$ in millions



Adj. EBITDA*



- Net sales decreased \$12 million over 3Q16 driven by softness in Latin America and EMEA partially offset by volume growth in North America
 - FX tailwind driven primarily by the BRL and EUR
- Organic sales* decreased 5% in the quarter
 - Drought conditions in Brazil led to delayed planting and pre-season purchasing activity
 - Pricing pressure from certain generic entrants in LatAm less severe than anticipated entering the season
 - Strong volume growth in North America due to higher demand for specialty miticide and row crop products
 - Continued positive contributions from new market expansion initiatives and higher margin product introductions particularly in Europe
- Constant currency adj. EBITDA* declined 3%
 - Volume declines in Latin America drove negative operating leverage in the region
 - Product mix improvements driven by specialty products in US and Europe
 - Continuous improvement initiatives in STG&A and COGS helped offset sales pressure in the segment

* See Non-GAAP footnotes on p. 4
Note: Totals may not sum due to rounding

Balance Sheet & Cash Flow Considerations

Key Cash Flow Items

- Working capital release accelerated in Q3 in line with seasonal patterns
 - YTD working capital build of \$104M improved by ~\$60M year-over-year
- Inventory build reflects temporary banks for facility rationalization in Performance Solutions
- Cash tax decrease over Q3 2016 driven primarily by timing of payments
- Q3 free cash flow¹ of \$87 million

Balance Sheet Management

- Debt repricings drove ~\$12 million of interest savings vs Q3 of 2016
- Quarter-over-quarter net debt reduction muted by meaningful EUR strength impact on debt balances
- Significant reduction in revolver balance due to beginning of seasonal release of working capital in Agricultural Solutions
- Expect release of working capital to continue into Q4

3Q 2017 Cash Flow Uses and Updated Outlook

\$ millions	Q3 YTD	2017E
Cash Interest	\$254	~\$330
Cash Taxes	\$108	~\$130 - 150
Net Capex ²	\$53	~\$100

3Q 2017 Debt Summary

Instrument	\$ millions
Corporate Revolver (\$500M)	\$25
Term Loans and Other	3,428
Total First Lien Debt	\$3,453
Total Unsecured Debt	\$2,046
Total Debt	\$5,499
Cash Balance as of 9/30/17	391
Net Debt	\$5,108
Adjusted Shares Outstanding ³	300
Market Capitalization ⁴	3,347
Total Capitalization	\$8,455

Note: Totals may not sum due to rounding

- Free cash flow is defined as net cash flows provided by operating activities less net capex (see footnote 2 for definition of net capex)
- Net Capex includes capital expenditures and investments in registrations of products less proceeds from disposal of property, plant and equipment
- See appendix on p. 13 for reconciliation to Adjusted Share Counts
- Based on Platform's closing price of \$11.15 at September 30, 2017

Separation Update

- On-track for mid-2018 separation
- Operational separation workstreams focused on areas of functional overlap to establish two independent companies
 - Commercial organizations, supply chains and legal entities all standalone
 - Change management processes established in all regions
- Transaction-related workstreams executing against action plan to establish separate capital structures for Arysta and Platform businesses
- Continued progress on required external filings

Full Year 2017 Guidance – Q3 Update



Performance Solutions

Market Commentary

- Modest global GDP expectations with slower growth in Europe
- US automotive units moderating
- Low-single-digit electronics demand growth

Q4 Considerations

- Strong electronics demand for PCBs and Assembly products in the face of difficult year-over-year comparables
- US auto units steadying, with continued growth in most global markets
- Continued cost-synergy progress

FY Organic Sales Growth Expectations

~Mid-single-digit growth

Anticipated FY Translational FX Impacts (Sep 30 Rates)

~flat adj. EBITDA impact

Agricultural Solutions

- Modest recovery assumed in global commodity prices
- Ag chemical markets expected to be slightly negative given weak channel inventory positions and poor weather

- Drought conditions in Brazil delay sales into later Q4 and possibly 2018
- Peak season for Southern Europe and Africa
- Continued benefits from channel normalization in North America

~Flat-to-low-single-digit growth

~ \$5 million adj. EBITDA tailwind

Reaffirming 2017 Adj. EBITDA Guidance¹ of \$810 million to \$830 Million²

1. For a definition of non-GAAP measures, discussions of adjustments and reconciliations, please refer to the appendices of this presentation
2. 2017 Guidance based on foreign exchange rates at September 30, 2017

Execution: Build on Operating Momentum

Focus Commercial Efforts on Fast Growing Niches

Synergy Realization and Continuous Cost Improvement

Generate Free Cash Flow and Reduce Leverage

Appendix

Capital Structure

\$ millions			
Instrument	Maturity	Coupon	9/30/2017
Corporate Revolver (\$500M)	6/7/2019		\$25
Term Loan B5 - USD ^{1,2}	6/7/2020	L + 350	604
Term Loan B6 - USD ^{1,3}	6/7/2023	L + 300	1,225
Term Loan C4 - EUR ^{1,2}	6/7/2020	E + 325	819
Term Loan C5 - EUR ^{1,3}	6/7/2023	E + 275	764
Other Secured Debt			17
Total First Lien Debt			\$3,453
10.375% Senior Notes due 2021	5/1/2021	10.375%	500
6.5% Senior Notes due 2022	2/1/2022	6.50%	1,100
6.0% Senior Notes due 2023 (Euro)	2/1/2023	6.00%	413
Other Unsecured Debt			32
Total Unsecured Debt			\$2,046
Total Debt			\$5,499
Cash Balance as of 9/30/17			391
Net Debt			\$5,108
Adjusted Shares Outstanding ⁴			300
Market Capitalization ⁵			\$3,347
Total Capitalization			\$8,455

- Platform has swapped certain amounts of its floating term loans to fixed rate including \$1.1 billion of its USD tranches and €280 million of its Euro tranches. At September 30, 2017, approximately 36% of debt was floating and 64% was fixed.
- On October 3, 2017, the Company fully prepaid tranche B-5 USD term loans and tranche C-4 EUR term loans with the aggregate proceeds of newly created tranche B-7 USD term loans an aggregate principal amount of \$680 million and tranche C-6 EUR term loans in an aggregate principal amount of €630 million. The new tranche B-7 term loans bear interest at 2.5% per annum, plus an applicable eurocurrency rate, or 1.5% plus and applicable base rate, and the new Euro tranche C-6 term loans bear interest at 2.5% per annum, plus an applicable eurocurrency rate. The new term loans mature on June 7, 2020, which is unchanged from the refinanced USD B-5 and Euro C-4 tranches.
- These term loans mature on June 7, 2023, provided that the Company prepays, redeems or otherwise retires and/or refinances in full its 6.50% USD Senior Notes due 2022, as permitted under its Amended and Restated Credit Agreement, on or prior to November 2, 2021, otherwise the maturity reverts to November 2, 2021.
- See Appendix on p13 for reconciliation to Adjusted Share Counts
- Based on Platform's closing price of \$11.15 at September 30, 2017

Note: Totals may not sum due to rounding

Reconciliation to Adjusted Share Counts

<i>(in millions)</i>	Q3 2017	Q3 2016
Basic outstanding shares	287	278
Number of shares issuable upon conversion of Series B Convertible Preferred Stock	-	6
Number of shares issuable upon conversion of PDH Common Stock	5	8
Number of shares issuable upon conversion of Series A Preferred Stock	2	2
Number of shares issuable upon vesting and exercise of Stock Options	1	1
Number of shares issuable upon vesting of granted Equity Awards	5	4
Adjusted shares	300	299

Note: Totals may not sum due to rounding

Net (Loss) Income Attributable to Common Stockholders Reconciliation to Adjusted EBITDA

<i>(Amounts in millions)</i>	Q3 2017	Q3 2016
Net (loss) income attributable to common stockholders	\$(69)	\$105
Add (subtract):		
Gain on amendment of Series B Convertible Preferred Stock	—	(33)
Net income (loss) attributable to the non-controlling interests	3	(6)
Income tax expense	38	20
Interest expense, net	86	99
Depreciation expense	21	19
Amortization expense	71	68
EBITDA	149	272
Adjustments to reconcile to Adjusted EBITDA:		
Restructuring expense	9	7
Acquisition and integration costs	1	3
Non-cash change in fair value of contingent consideration	1	—
Foreign exchange loss on foreign denominated external and internal long-term debt	26	12
Debt refinancing costs	1	—
Gain on settlement agreement related to Series B Convertible Preferred Stock	—	(103)
Non-cash change in fair value of preferred stock redemption liability	—	(6)
Costs related to Proposed Separation	6	—
Other, net	4	5
Adjusted EBITDA	\$197	\$190

Note: Totals may not sum due to rounding

GAAP Diluted EPS Loss Reconciliation to Adjusted Diluted EPS



<i>(amounts in millions, except per share amounts)</i>	Q3 2017	Q3 2016
GAAP diluted loss per share	\$(0.24)	\$(0.15)
<i>Weighted average shares outstanding</i>	<i>287</i>	<i>265</i>
Net (loss) income attributable to common stockholders	\$(69)	\$105
Adjustments:		
Reversal of amortization expense	71	68
Adjustment for investment in registration of products	(8)	(7)
Restructuring expense	9	7
Acquisition and integration costs	1	3
Non-cash change in fair value of contingent consideration	1	—
Foreign exchange loss on foreign denominated external and internal long-term debt	26	12
Debt refinancing costs	1	—
Gain on settlement agreement related to Series B Convertible Preferred Stock	—	(103)
Non-cash change in fair value of preferred stock redemption liability	—	(6)
Costs related to Proposed Separation	6	—
Other, net	4	5
Tax effect of pre-tax non-GAAP adjustments	(39)	7
Adjustment to estimated effective tax rate	48	(10)
Gain on amendment of Series B Convertible Preferred Stock	—	(33)
Adjustment to reverse income (loss) attributable to certain non-controlling interests	1	(6)
Adjusted net income attributable to common stockholders	\$51	\$43
Adjusted earnings per share	\$0.17	\$0.14
Adjusted shares outstanding	300	299

Note: Totals may not sum due to rounding

Quarterly Results Overview



<i>(Amount in millions)</i>	2016				2017		
	Q1	Q2	Q3	Q4	Q1	Q2	Q3
<u>Net Sales</u>							
Performance Solutions	\$420	\$438	\$455	\$457	\$447	\$462	\$481
Agricultural Solutions	404	484	436	493	415	479	424
Total Net Sales	\$824	\$922	\$891	\$950	\$862	\$941	\$904
<u>Adjusted EBITDA</u>							
Performance Solutions	\$83	\$98	\$110	\$111	\$102	\$103	\$116
Agricultural Solutions	85	95	80	108	91	103	81
Total Adjusted EBITDA	\$168	\$193	\$190	\$218	\$193	\$205	\$197

Note: Totals may not sum due to rounding

Organic Sales Growth and Constant Currency Net Sales Reconciliations



	Q3 2017 Organic Sales Growth				
	Reported Net Sales Growth	Impact of Currency	Metals	Acquisitions	Organic Sales Growth
Performance Solutions	6%	(1)%	(1)%	—%	4%
Agricultural Solutions	(3)%	(2)%	—%	—%	(5)%
Total	2%	(2)%	—%	—%	(1)%

	Q3 2017 Constant Currency		
	Reported	Impact of Currency	Constant Currency
<i>(Amounts in millions)</i>			
Net Sales			
Performance Solutions	\$481	\$(6)	\$475
Agricultural Solutions	424	(9)	415
Total	\$904	\$(15)	\$890
Adjusted EBITDA			
Performance Solutions	\$116	\$(1)	\$114
Agricultural Solutions	81	\$(3)	78
Total	\$197	\$(5)	\$192

Note: Totals may not sum due to rounding

Non-GAAP Definitions

Adjusted Earnings Per Share (EPS):

Adjusted earnings per share is defined as net loss attributable to common stockholders adjusted to reflect adjustments consistent with our definition of adjusted EBITDA. Additionally, the company eliminates the amortization associated with (i) intangible assets recognized in purchase accounting for acquisitions and (ii) costs capitalized in connection with obtaining regulatory approval of our products (“registration rights”) as part of ongoing operations, and deducts capital expenditures associated with obtaining these registration rights. Further, it adjusts the effective tax rate to 35%. The resulting adjusted net income available to stockholders is divided by the number of shares of outstanding common stock as of the period end plus the number of shares that would be issued if all Platform’s convertible stock were converted to common stock, vested stock options were exercised, and awarded equity grants were vested as of the period end. Adjusted earnings per share is a key metric used by management to measure operating performance and trends. In particular, the exclusion of certain expenses in calculating adjusted earnings per share facilitates operating performance comparisons on a period-to-period basis.

Constant Currency:

Management discloses operating results from net sales through operating profit on a constant currency basis, by adjusting results to exclude the impact of changes due to the translation of foreign currencies of its international locations into U.S. Dollar. Management believes this non-GAAP financial information facilitates period-to-period comparison in the analysis of trends in business performance, thereby providing valuable supplemental information regarding its results of operations, consistent with how the Company evaluates its financial results.

The impact of foreign currency is calculated by converting the Company's current-period local currency financial results into U.S. Dollar using the prior period's exchange rates and comparing these adjusted amounts to its prior period reported results. The difference between actual growth rates and constant currency growth rates represents the impact of foreign currency.

EBITDA and Adjusted EBITDA:

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

Organic Sales Growth:

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

For the three and nine months ended September 30, 2017, metals pricing had a positive impact on Performance Solutions’ results of \$3.4 million and \$25.3 million, respectively. For the nine months ended September 30, 2016, Performance Solutions’ results benefitted from acquisitions by \$2.8 million.