



**PLATFORM SPECIALTY**  
**PRODUCTS CORPORATION**

**Q3 2014 Supplement**

**November 5, 2014**

# Disclaimer

- 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. Such discussion and statements will often contain words as “expect,” “anticipate,” “believe,” “intend,” “plan” and “estimate,” and include statements regarding Platform’s adjusted earnings per share, expected or estimated revenue, the outlook for its markets and the demand for its products, estimated sales, segment earnings, net interest expense, income tax provision, earnings per share, 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, the impact of commodities and currencies and Platform’s ability to manage its risk in these areas, and the impact of acquisitions, divestitures, restructuring and other unusual items, including Platform’s ability to successfully integrate and obtain the anticipated results and synergies from its consummated 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 annual report on Form 10-K for the fiscal year ended December 31, 2013 and quarterly report on Form 10-Q for the fiscal quarter ended June 30, 2014. 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.

# Platform Select Adjusted Financial Results Q3'14 vs. Q3'13 Predecessor/Successor Combined



	Q3 2014 Adjusted	Q3 2013 Adjusted	Prior Year Variance		YTD Q3 2014 Adjusted	YTD Q3 2013 Adjusted	Prior Year Variance	
<b>Total Sales</b>	<b>\$196.8</b>	<b>\$188.4</b>	<b>\$8.4</b>	<b>4.5%</b>	<b>\$569.6</b>	<b>\$560.6</b>	<b>\$9.0</b>	<b>1.6%</b>
Prop Sales	\$187.3	\$178.6	\$8.7	4.9%	\$541.1	\$530.5	\$10.6	2.0%
<b>Gross Profit</b>	<b>\$103.2</b>	<b>\$99.0</b>	<b>\$4.2</b>	<b>4.2%</b>	<b>\$296.1</b>	<b>\$288.8</b>	<b>\$7.3</b>	<b>2.5%</b>
GP% Total	52.5%	52.5%			52.0%	51.5%		
<b>SG&amp;A Costs</b>	<b>\$54.5</b>	<b>\$53.4</b>	<b>(\$1.1)</b>	<b>(2.1%)</b>	<b>\$161.5</b>	<b>\$161.6</b>	<b>\$0.1</b>	<b>0.1%</b>
<b>Op Profit</b>	<b>\$48.7</b>	<b>\$45.6</b>	<b>\$3.1</b>	<b>6.8%</b>	<b>\$134.5</b>	<b>\$127.2</b>	<b>\$7.3</b>	<b>5.7%</b>
Other Inc/(Exp)	(\$0.9)	(\$1.0)			(\$1.5)	(\$0.9)		
Depreciation	\$4.7	\$3.0			\$13.6	\$9.3		
Purchase Price Adj.	(\$1.7)				(\$1.7)			
Adj. Depreciation	\$3.0	\$3.0			\$11.9	\$9.3		
<b>Adjusted EBITDA</b>	<b>\$52.5</b>	<b>\$47.6</b>	<b>\$4.9</b>	<b>10.3%</b>	<b>\$146.6</b>	<b>\$135.6</b>	<b>\$11.0</b>	<b>8.1%</b>
% Total	26.7%	25.3%			25.7%	24.2%		

# Platform Segment Trends Q3 2014

## Predecessor/Successor Combined

	<u>Q3 2014</u>	<u>Q3 2013</u>	<u>YoY Var</u>	<u>YTD Q3 2014</u>	<u>YTD Q3 2013</u>	<u>YoY Var</u>
<b><u>Revenues (in \$MMs)</u></b>						
Performance Materials	\$153.6	\$145.3	\$8.3	\$443.8	\$429.5	\$14.3
Graphic Solutions	\$43.2	\$43.1	\$0.1	\$125.8	\$131.1	(\$5.3)
<b>Total Revenue</b>	<b>\$196.8</b>	<b>\$188.4</b>	<b>\$8.4</b>	<b>\$569.6</b>	<b>\$560.6</b>	<b>\$9.0</b>
<b><u>Segment Adjusted EBITDA (in \$MMs)<sup>(1)(2)</sup></u></b>						
Performance Materials	\$40.2	\$36.4	\$3.8	\$111.4	\$100.9	\$10.5
Graphic Solutions	\$12.3	\$11.2	\$1.1	\$35.2	\$34.7	\$0.5
<b>Total EBITDA</b>	<b>\$52.5</b>	<b>\$47.6</b>	<b>\$4.9</b>	<b>\$146.6</b>	<b>\$135.6</b>	<b>\$11.0</b>

(1) Segment Adjusted EBITDA reflects allocation of corporate expenses

(2) See reconciliation of Non-GAAP measures starting on page 4 of this presentation.

# Platform Reconciliation of Net Income to Adjusted EBITDA Predecessor/Successor Combined – 2014 vs. 2013 Periods



(in \$MMs)	Q3 2014		Q3 2013		YTD Q3 2014		YTD Q3 2013	
<b>Net income (loss)</b>	\$ 11.9	\$ 14.5	\$ 4.1	\$ 23.9				
<b>Adjustments to reconcile to net income (loss):</b>								
<b>Income tax expense (benefit)</b>	(1.6)	6.9	(3.5)	20.9				
<b>Interest expense</b>	8.1	16.2	23.8	41.0				
<b>Depreciation and amortization expense</b>	19.0	9.7 <sup>(1)</sup>	57.3	29.5 <sup>(1)</sup>				
<b>Unrealized (gain) loss on foreign currency denominated debt</b>	-	-	-	(1.1) <sup>(2)</sup>				
<b>Unrealized loss on foreign exchange forward contracts</b>	2.6	- <sup>(3)</sup>	2.6	- <sup>(3)</sup>				
<b>Restructuring and related expenses</b>	0.6	0.2	1.0	1.9 <sup>(4)</sup>				
<b>Manufacturer's profit in inventory (purchase accounting)</b>	-	-	12.0	- <sup>(5)</sup>				
<b>Non-cash fair value adjustment to contingent consideration</b>	2.3	-	26.1	- <sup>(6)</sup>				
<b>Acquisition costs</b>	8.2	-	18.8	- <sup>(7)</sup>				
<b>Debt Extinguishment</b>	-	-	-	18.8 <sup>(8)</sup>				
<b>Other expense (income)</b>	1.4	0.1 <sup>(9)</sup>	4.4	0.7 <sup>(9)</sup>				
<b>Adjusted EBITDA</b>	<u>\$ 52.5</u>	<u>\$ 47.6</u>	<u>\$ 146.6</u>	<u>\$ 135.6</u>				

## Footnotes:

(1) Includes \$14.3m in Q3 2014 and \$6.7m in Q3 2013 and \$43.6m in YTD 2014 and \$20.2m in YTD 2013 for amortization expense that is added back in the "As Adjusted" Income Statement.

(2) Predecessor adjustment to other income for non-cash gain on foreign denominated debt.

(3) Adjustment to reverse net unrealized loss on foreign exchange forward contracts in connection with Chemtura and Agriphar Acquisitions.

(4) Includes restructuring expenses of \$1.9m of reorganization costs adjusted out of operating expenses for YTD 2013.

(5) Adjustment to reverse manufacturer's profit in inventory purchase accounting adjustment associated with MacDermid Acquisition.

(6) Adjustment to fair value of contingent consideration in connection with the MacDermid Acquisition primarily associated with achieving the share price targets.

(7) Adjustment to reverse deal costs primarily in connection with the Chemtura and Agriphar Acquisitions.

(8) Adjustment to reverse debt extinguishment charge in connection with debt from Predecessor recapitalization.

(9) Adjustment for 2014 primarily for reversal of the income attributable to the non-controlling interest resulting from the MacDermid Acquisition. For 2013, adjustment to reverse miscellaneous non-recurring charges.

# Free Cash Flow Schedule

	Q3'14	Q3'13	YTD'14	YTD'13
Net Income (Loss) <sup>1</sup>	\$ 13,917	\$14,636	\$ 9,457	\$ 24,209
Plus: D&A	18,970	9,717	57,256	29,458
Plus: Other Non-Cash Expenses	(9,935)	(3,121)	13,904	23,774
Less: Change in Working Capital	(8,946)	(115)	(12,188)	(9,432)
<b>Cash Flow from Operations</b>	<b>\$ 14,006</b>	<b>\$21,117</b>	<b>\$ 68,429</b>	<b>\$ 68,009</b>
Less: Capex	(2,204)	(3,185)	(6,791)	(6,872)
Free Cash Flow	\$ 11,802	\$17,932	\$ 61,638	\$ 61,137
Plus: Acquisition-Related Expenses	8,241	-	18,845	-
<b>Recurring Free Cash Flow</b>	<b>\$ 20,043</b>	<b>\$17,932</b>	<b>\$ 80,483</b>	<b>\$ 61,137</b>
<i>% of EBITDA</i>	38%	38%	55%	45%
<i>Adjusted EBITDA</i>	\$ 52,456	\$47,614	\$146,560	\$135,635
<i>Adjusted Diluted Shares Outstanding</i>	148,420	148,420	148,420	148,420
Recurring Free Cash Flow per Share	\$ 0.14	\$ 0.12	\$ 0.54	\$ 0.41

<sup>(1)</sup> NIAT excludes income attributable to minority interest

# Free Cash Flow Schedule – LTM

	Q3'14	Q2'14	Q1'14	Q4'13	LTM
Net Income (Loss) <sup>1</sup>	\$13,917	\$ 1,488	\$ (5,948)	\$ (206,320)	\$(196,863)
Plus: D&A	18,970	\$ 21,396	16,890	16,155	73,411
Plus: Other Non-Cash Expenses	(9,935)	\$ 1,015	22,824	192,567	206,471
Less: Change in Working Capital	(8,946)	\$ 1,645	(4,887)	3,961	(8,227)
<b>Cash Flow from Operations</b>	<b>\$14,006</b>	<b>\$ 25,544</b>	<b>\$ 28,879</b>	<b>\$ 6,363</b>	<b>\$ 74,792</b>
Less: Capex	(2,204)	(2,562)	(2,025)	(4,026)	(10,817)
Free Cash Flow	\$11,802	\$ 22,982	\$ 26,854	\$ 2,337	\$ 63,975
Plus: Acquisition-Related Expenses	8,241	10,604	-	32,125	50,970
<b>Recurring Free Cash Flow</b>	<b>\$ 20,043</b>	<b>\$ 33,586</b>	<b>\$ 26,854</b>	<b>\$ 34,462</b>	<b>\$ 114,945</b>
<i>% of EBITDA</i>	38%	70%	59%	77%	60%
<i>Adjusted EBITDA</i>	\$52,456	\$ 48,216	\$ 45,888	\$ 44,471	\$ 191,031
<i>Adjusted Diluted Shares Outstanding</i>	148,420	148,420	148,420	148,420	148,420
Recurring Free Cash Flow per Share	\$ 0.14	\$ 0.23	\$ 0.18	\$ 0.23	\$ 0.77

<sup>(1)</sup> NIAT excludes income attributable to minority interest

# Free Cash Flow Schedule – YTD

	Q3'14	Q2'14	Q1'14	YTD' 14	Q3'13	Q2'13	Q1'13	YTD' 13
Net Income (Loss) <sup>1</sup>	\$ 13,917	\$ 1,488	\$ (5,948)	\$ 9,457	\$ 14,636	\$ (5,764)	\$ 15,337	\$ 24,209
Plus: D&A	18,970	21,396	16,890	57,256	9,717	9,854	9,887	29,458
Plus: Other Non-Cash Expenses	(9,935)	1,015	22,824	13,904	(3,121)	26,270	625	23,774
Less: Change in Working Capital	(8,946)	1,645	(4,887)	(12,188)	(115)	685	(10,002)	(9,432)
<b>Cash Flow from Operations</b>	<b>\$ 14,006</b>	<b>\$ 25,544</b>	<b>\$ 28,879</b>	<b>\$ 68,429</b>	<b>\$ 21,117</b>	<b>\$ 31,045</b>	<b>\$ 15,847</b>	<b>\$ 68,009</b>
Less: Capex	(2,204)	(2,562)	(2,025)	(6,791)	(3,185)	(2,356)	(1,331)	(6,872)
Free Cash Flow	\$ 11,802	\$ 22,982	\$ 26,854	\$ 61,638	\$ 17,932	\$ 28,689	\$ 14,516	\$ 61,137
Plus: Acquisition-Related Expenses	8,241	10,604	-	18,845	-	-	-	-
<b>Recurring Free Cash Flow</b>	<b>\$ 20,043</b>	<b>\$ 33,586</b>	<b>\$ 26,854</b>	<b>\$ 80,483</b>	<b>\$ 17,932</b>	<b>\$ 28,689</b>	<b>\$ 14,516</b>	<b>\$ 61,137</b>
<i>% of EBITDA</i>	38%	70%	59%	55%	38%	61%	36%	45%
<i>Adjusted EBITDA</i>	\$ 52,456	\$ 48,216	\$ 45,888	\$ 146,560	\$ 47,614	\$ 47,132	\$ 40,889	\$ 135,635
<i>Adjusted Diluted Shares Outstanding</i>	148,420	148,420	148,420	148,420	148,420	148,420	148,420	148,420
Recurring Free Cash Flow per Share	\$ 0.14	\$ 0.23	\$ 0.18	\$ 0.54	\$ 0.12	\$ 0.19	\$ 0.10	\$ 0.41

<sup>(1)</sup> NIAT excludes income attributable to minority interest



# Platform As Adjusted EPS

	<b>Q3 2014</b>	<b>Q3 2013</b>	<b>YTD Q3 2014</b>	<b>YTD Q3 2013</b>
As Adjusted NIAT <sup>(1)</sup>	\$ 27.9	\$ 24.4	\$ 76.7	\$ 68.2
As Adjusted EPS Basic:	\$0.20	\$0.18	\$0.62	\$0.55
Basic Share Count:	137.3	137.3	124.5	124.5
As Adjusted EPS Diluted	\$0.19	\$0.16	\$0.52	\$0.46
Diluted Share Count <sup>(2)</sup>	148.4	148.4	148.4	148.4

<sup>(1)</sup> NIAT excludes income attributable to minority interest

<sup>(2)</sup> Diluted Share count calculated as follows: Shares Outstanding @ 9/30/14: [137,304] + Conversion of exchange rights held by selling stockholders of MacDermid [8,775] + Common shares equivalent of founder's preferred shares [2,000] + Vested Director stock options [250] + Equity awards granted in 2014 [91]