

2022 Investor Day

November 30, 2022



Disclaimer

INDUSTRY INFORMATION

This presentation includes market data and certain other statistical information and estimates that are based on reports and other publications from industry analysts, market research firms, and other independent sources, as well as management's own good faith estimates and analyses. We believe these third-party reports to be reputable, but have not independently verified the underlying data sources, methodologies, or assumptions. Information that is based on estimates, forecasts, projections, market research, or similar methodologies is inherently subject to uncertainties, and actual events or circumstances may differ materially from events and circumstances reflected in this information.

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Included in this presentation and the accompanying oral presentation are certain non-GAAP financial measures designed to supplement the Company's financial information presented in accordance with U.S. generally accepted accounting principles ("GAAP"). These non-GAAP measures should not be considered in isolation or as substitutes for the Company's results as reported under GAAP. In addition, these non-GAAP financial 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. Our presentation of the non-GAAP measures, which may include adjustments to exclude unusual or non-recurring items, should not be construed to imply that our future results will be unaffected by these or other unexpected items. See the appendix to this presentation for a reconciliation of each of these non-GAAP measures to their most comparable financial measure compiled in accordance with GAAP.

FORWARD-LOOKING STATEMENTS

This presentation 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 presentation, including statements regarding our future results of operations or financial condition, business strategy and plans, objectives of management for future operations, and expected industry dynamics, are forward-looking statements. In some cases, you can identify forward-looking statements because they contain words such as "anticipate," "contemplate," "continue," "could," "estimate," "expect," "intend," "may," "plan," "prodict," "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, and the housing market; our ability to implement technology initiatives that deliver the anticipated benefits, without disrupting our operations: regulatory changes and development affecting our current and future products; our ability to obtain additional capital to finance operations; commodity price inflation and deflation; impacts on our business from the COVID-19 pandemic, impacts on our business from cyber and other security threats or disruptions; and other risks and uncertainties, including those listed in the section titled "Risk Factors" in our filings with the U.S. Securities and Exchange Commission, including but not limited to, our Annual Report on Form 10-K and Quarterly Reports on Form 10-Q.

You should not rely upon forward-looking statements as predictions of future events. We have based the forward-looking statements contained in this presentation primarily on our current expectations and projections about future events and trends that we believe may affect our business, financial condition, and operating results. 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 contained in this presentation. The results, events, and circumstances reflected in the forward-looking statements may not be achieved or occur, and actual results, events, or circumstances could differ materially from those described in the forward-looking statements.

The forward-looking statements made in this presentation 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 presentation, to reflect events or circumstances after the date of this presentation or to reflect new information or the occurrence of unanticipated events, except as required by law.

To the extent forward looking non-GAAP financial measures are provided herein, they are not reconciled to comparable forward-looking GAAP measures due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliation.





8:00 – 8:05am	Introductions		
8:05 – 8:30am	FY22 Results + FY23 Guidance		
8:30 – 8:45am	Company Overview		
8:45 – 9:00am	Advantaged Industry		
9:00 – 9:15am	Integrated Ecosystem		
9:15 – 9:30am	– Break –		
9:30 – 10:00am	Clear Path to Growth Grow our Customer File Deepen Relationships with Consumers PRO Residential Whitespace Programmatic M&A Disruptive Innovation		
10:00 – 11:00am	Q&A		
11:00am – 12:00pm	– Break –		
12:00pm	Buses depart for office and store tours		

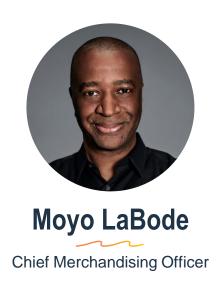
Today's Presenters







EVP and Chief Financial Officer

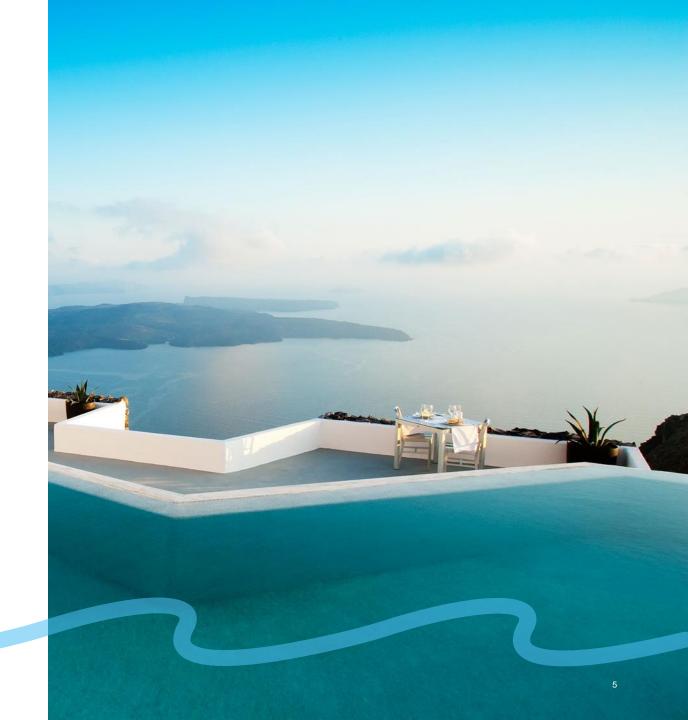








Q4 & FY22 Results



Fourth Quarter 2022 Summary

+16%

Sales of \$476M

Sales growth

• Comp sales growth: +10%

• Two-year stack comp: +27%

45.7%

Margin of \$217M

Margin rate

• Growth: +16%

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· Margin rate flat to prior year

+21%

Adj. EBITDA¹ of \$100M

Adj. EBITDA¹ growth

Adj. EBITDA¹ growth: +\$18M vs. prior year

Residential Pool PRO Pool Residential Hot Tub

+10% +18% +80% Sales growth Sales growth

Key Updates

- NJ DC operations fully stabilized
- Promotions normalized
- Fourth quarter customer file:
 - Contracted (2)% on an adjusted² basis
 - Grew +7% on a two-year stack basis
- Opened 2 new locations during the quarter
- Acquired Texsun Pools and One Stop Pools, adding nine locations
- Acquired Stellar Manufacturing to bolster supply chain

Fiscal 2022 Summary

+16%

Sales of \$1,562M

Sales growth

• Comp sales growth: +11%

• Two-year stack comp: +32%

• Three-year stack comp: +50%

43.1%

Margin of \$674M

Margin rate

• Growth: +13%

+8%

Adj. EBITDA¹ growth

Adj. EBITDA¹ of \$292M

• Adj. EBITDA margin: 18.7%

Residential Pool PRO Pool Residential Hot Tub

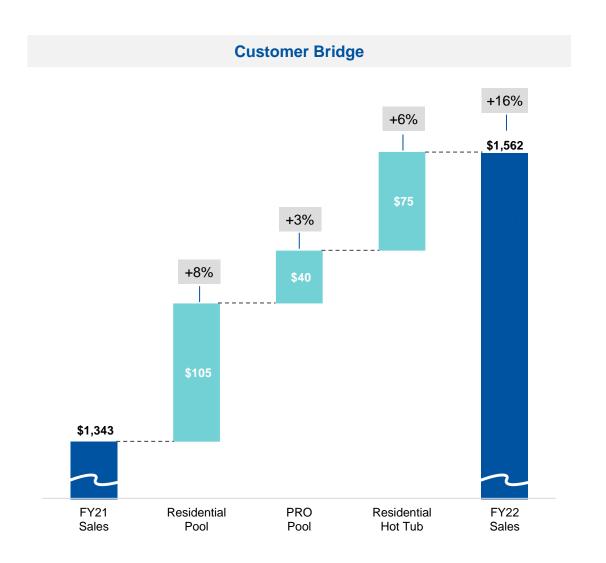
+10% +20% +80% Sales growth Sales growth

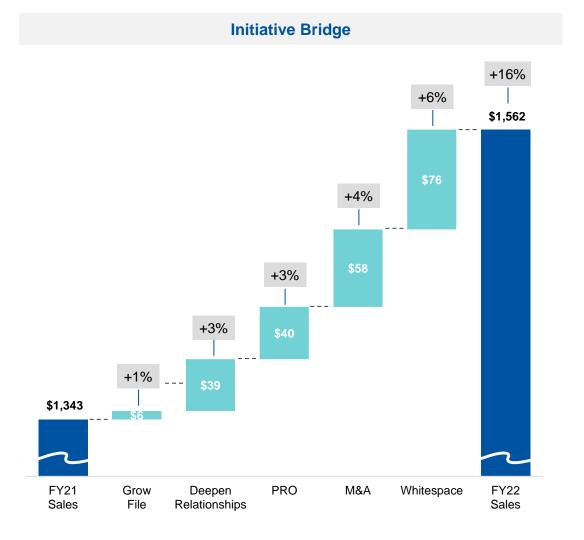
Key Updates

- FY22 customer file:
 - Grew +3% on an adjusted² basis
 - Grew +11% on an unadjusted two-year stack basis
- Six acquisitions in FY22, adding 27 locations
- Acquired Splash Pools in November, adding five locations across Florida and Louisiana
- Added a net total of 38 locations during FY22
- Now operating 990 locations in 39 states



FY22 Sales Bridges (\$M)





Fourth Quarter Financial Results



Fiscal 2022 Financial Results





Fiscal 2023 Guidance



Fiscal 2023 Guidance

	FY	Long-term Algorithm	
	\$	Δ	Δ
Sales	\$1,560M to \$1,640M	Flat to +5%	MSD to HSD %
Gross Profit	\$667M to \$708M	(35)bps to flat	Flat to +25bps
Adj. EBITDA ¹	\$280M to \$310M	(4)% to +6%	LDD %
Adj. Net Income ¹ Adj. EPS ¹	\$145M to \$160M \$0.78 to \$0.86	(18)% to (9)% (18)% to (9)%	Mid- to High-teens %



Fiscal 2023 Guidance Scenarios

		% FY22 Sales	Low-end	Midpoint	High-end
Comp Sales ¹		(5.0)% / (\$80)M	(2.5)% / (\$40)M	Flat	
Comp Sales Drivers ²	Non-discretionary Sales ex. Trichlor	66%	(5.0)%	(2.5%)	Flat
	Trichlor Pricing	14%	(15.0)%	(12.5)%	(10.0)%
	Discretionary Sales	20%	(20.0)%	(17.5)%	(15.0)%
	Inflation		5.0%	5.0%	5.0%
	Non-Comp Sales		5.0% / \$75M	5.0% / \$75M	5.0% / \$75M
SG&A		\$440M	\$445M	\$450M	
Interest Rates / Interest Expense		4.8% / \$60M	4.8% / \$60M	4.8% / \$60M	

ELESLIE'S

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¹ Fiscal 2023 Comparable Sales Outlook **includes** the expected benefit of 5% inflation.

Capital Allocation

Optimize Balance Sheet



Invest in Growth



Return Capital to Shareholders



FY22

- Net debt divided by adjusted EBITDA of $2.3x^{1}$
- Total liquidity of ~\$300M
- Invested \$140M in growth initiatives, including \$108M in M&A
- · Completed six acquisitions, adding 27 locations
- Added a net total of 38 locations

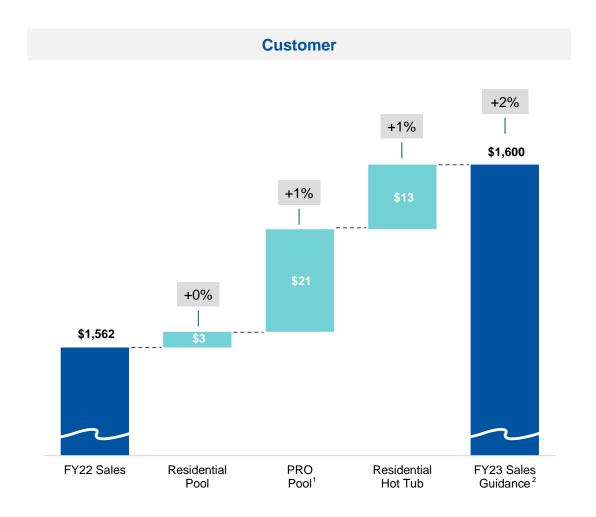
\$152M in share repurchases in 2022

FY23

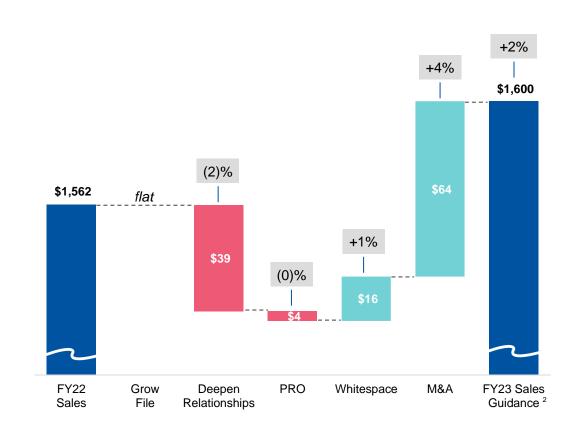
- Targeting FY23E net debt divided by adjusted EBITDA of 1.8x to 2.2x
- FY23E ending liquidity of \$400M+
- Capex at 3% of sales
- Expand store base via M&A or new locations
- Continued infrastructure investments

- \$148M total authorization available
- Opportunistic share repurchases

Bridge to FY23 Sales Guidance (\$M)



Strategic Initiative





¹ Includes non-comp sales from Stellar Manufacturing, which was acquired 4Q22

² Reflects midpoint of FY23 sales guidance.

FY23 Guidance Bridges







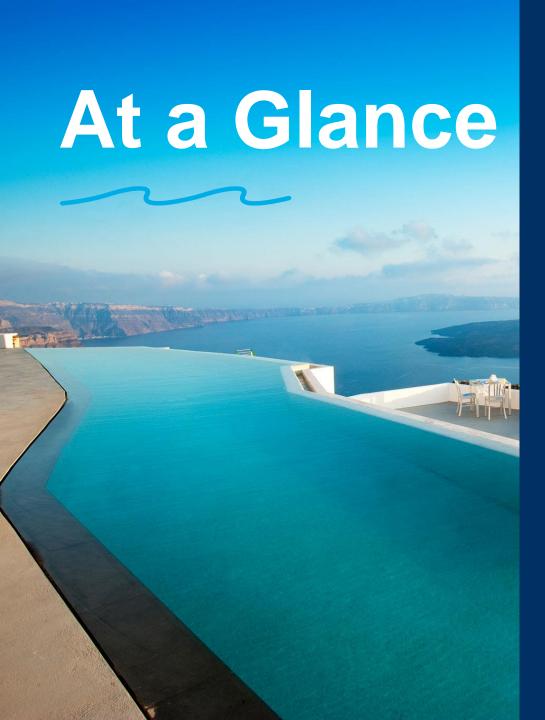
Investor Presentation





Backyard moments that become memories

Purpose Pride and joy in the pool Get it Right Here to Serve Core Beliefs Make it Easy Have Some Fun Leslie's Trusted pool expertise Solution Consumer A clean, safe, and beautiful pool Challenge



Largest and most trusted

direct-to-consumer brand in the pool and spa care industry

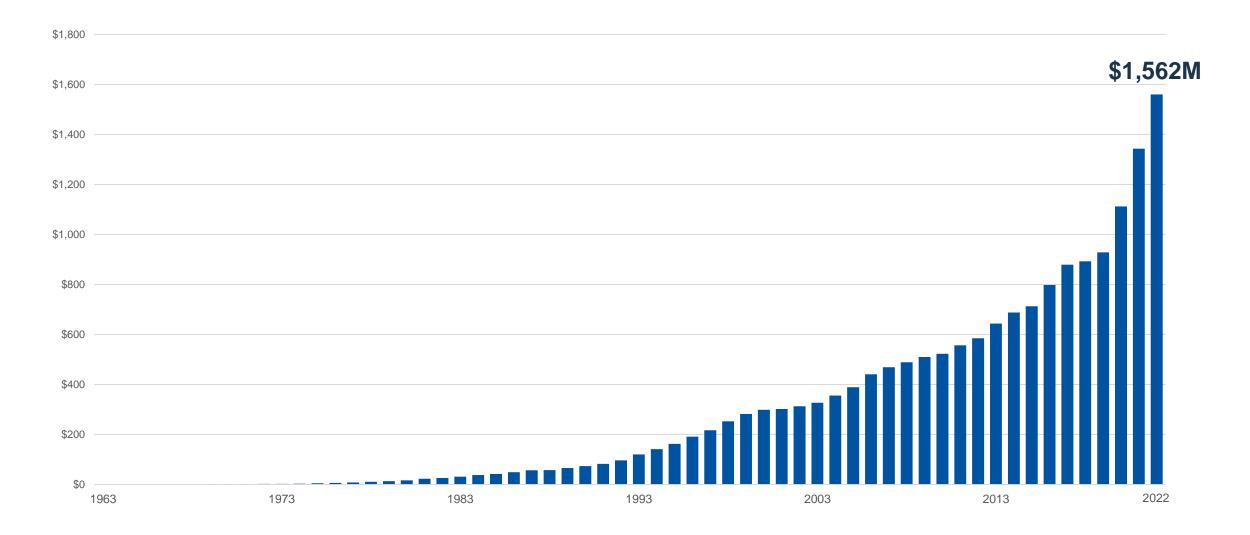
990 locations, more than our **20 largest competitors combined**

Digital sales ~5x our largest digital competitor

>\$1.5B FY22 Sales 16.3% Sales Growth

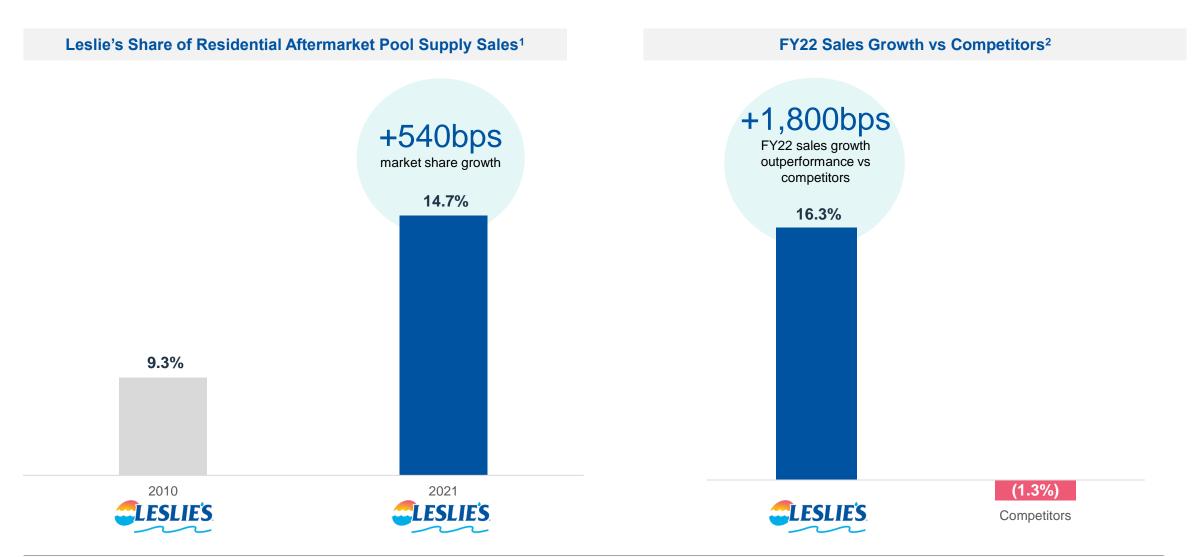
\$292 FY22 Adj. EBITDA¹ 8.0% Adj. EBITDA¹ Growth

59 Consecutive Years of Sales Growth...





...and Strong Market Share Gains in Recent Years...



ELESLIE'S

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¹ Source: pk data; company information

² Source: Bank of America aggregated card data; Company estimates. 'Competitors' represents merchants that serve residential, professional and commercial consumers and provide chemicals, equipment, parts for in/above-ground pools and water testing/pool cleaning services. Excludes Leslie's.

...With Consistency Through a Range of Macro Environments...

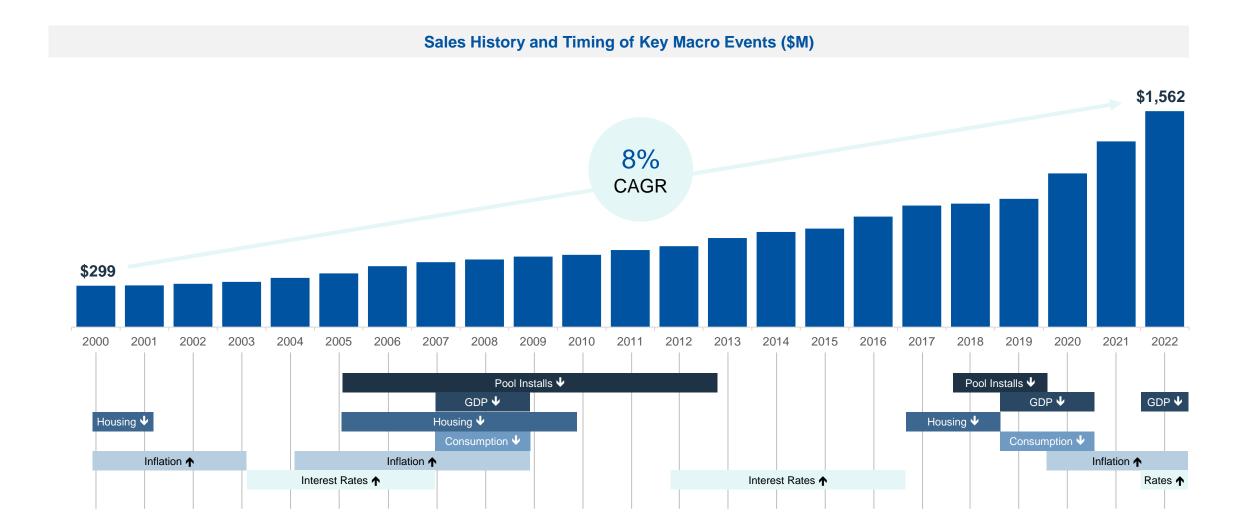
	Sales Growth ¹	Instances Since 2000
Decline in New Pool Installations	+6%	2
Decline in Nominal GDP	+12%	3
Decline in Housing Starts	+6%	3
Decline in Consumer Spending	+12%	2
High Inflation	+6%	3
Rising Interest Rates	+8%	3

2000-22 Performance Highlights

- +8% sales CAGR
- +14% adj. EBITDA CAGR
- +1,400bps Adj. EBITDA margin expansion
- During the 2006-09 financial crisis and recession:
 - +16% sales CAGR
 - Positive comp each year
 - +350bps margin expansion
 - **+47%** Adj. EBITDA growth
- +2% installed base CAGR

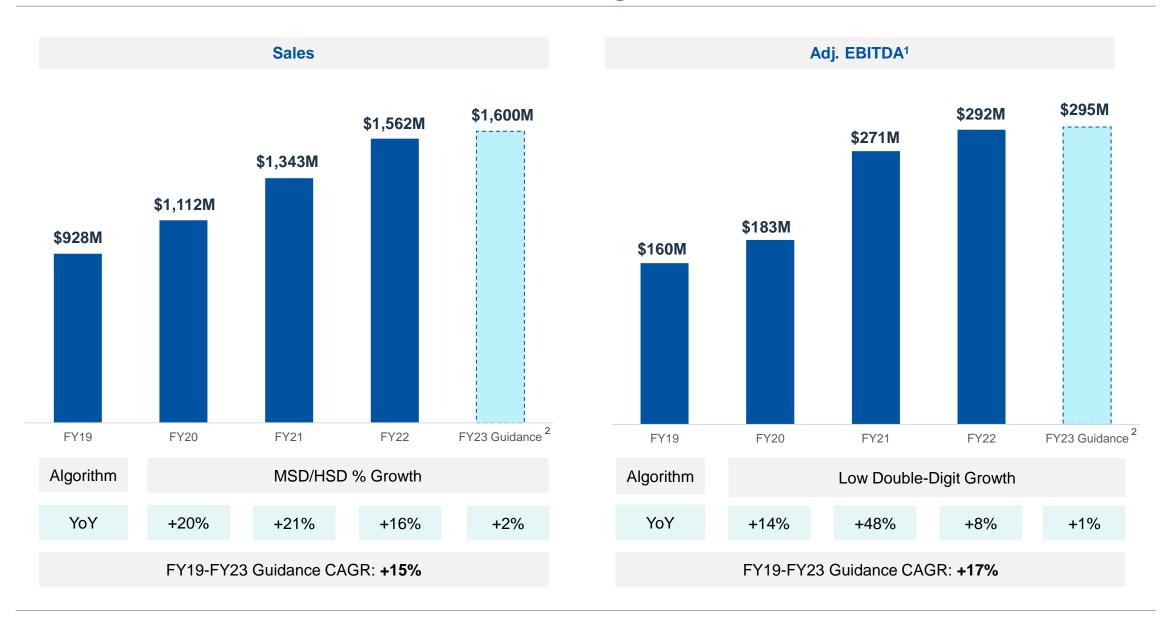
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... Underscoring the Durability of Leslie's Business Model





Recent Results Reinforce Our Business Model Strength





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¹ See Appendix for reconciliation of non-GAAP measures to the most directly comparable GAAP measures.

² Reflects midpoint of FY23 sales guidance.

Strategic Initiatives Are Driving Results

Six Strategic Growth Initiatives

- 1 Grow the Customer File
- 2 Deepen Relationships
- The PRO Market
- 4 Residential Whitespace
- 5 Programmatic M&A
- 6 Disruptive Innovation

FY19 - FY22 Sales Bridge (\$M)



Deep Leadership Team Has Extensive Retail Industry Experience



Mike Egeck CEO









Steve Weddell CFO



ARTHUR ANDERSEN



Paula Baker
Chief Revenue Officer





Moyo LaBode Chief Merchandising Officer









Mike Africa
Chief Digital Officer







Jason Richard
Chief Technology Officer







WILLIAMS-SONOMA



Brad Gazaway
Chief Legal Officer







Naomi Cramer CHRO







Clay Spann
VP Strategy and M&A





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ESG Leadership – 2021 Report Highlights

Environmental

+40% 2021 YoY growth of eco-products sold, surpassing our 20% goal

Total metric tons of CO2 offset in FY2021

Tons of waste diverted from landfills

Equivalent environmental impacts:

8,004 Metric tons of CO2 equivalent reduced

7,201 Trees planted 4.24M Gallons of water saved

Social

Total FY2021 diversity procurement spend

Total donations to local and pillar partners in FY2021

Philanthropy Partners:

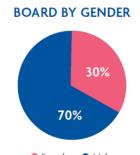


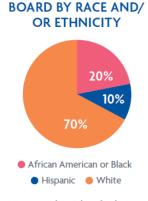






Governance





Increased racial and ethnic diversity as compared to 2020

BOARD BY

BOARD BY AGE









Advantaged Industry

Large / Annuity-Like Demand / Predictable Growth

Integrated Ecosystem

Unmatched Scale and Reach / Consumer-Centric / Total Solution Provider

Clear Path to Growth

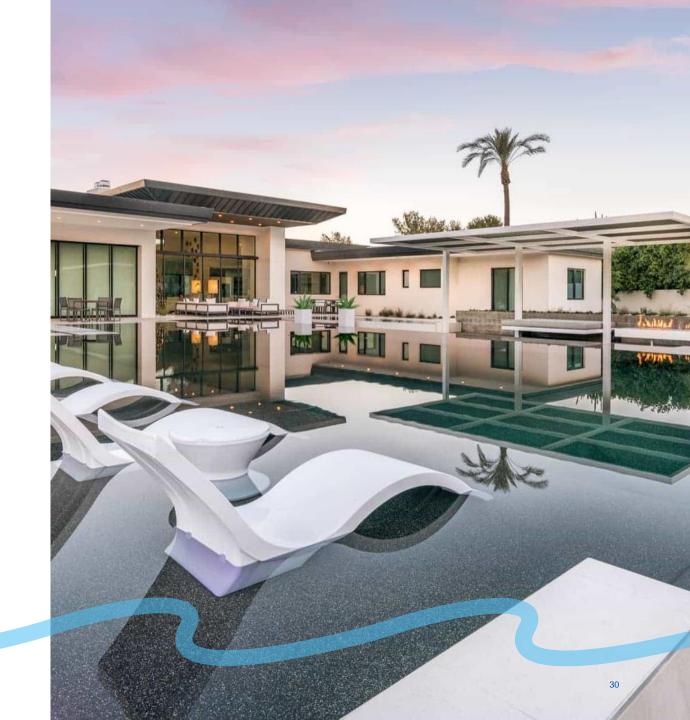
Six Strategic Growth Initiatives





Advantaged Industry

Large
Annuity-Like Demand
Predictable Growth



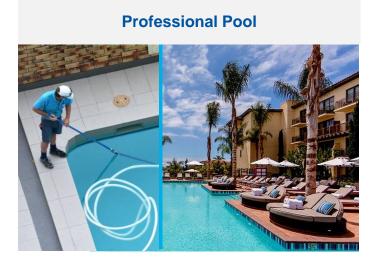
The Aftermarket Pool and Spa Industry is Large...







Residential Hot Tub



8.7M Addressable pools

\$8.5B TAM

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\$2.3B TAM

45k Pros / 250k Commercial pools

\$4.4B TAM

14M bodies of water = \$15B of annual aftermarket spend

Source: Third party research

search

...With Fundamental Drivers Creating Annuity-Like Demand



Pool care is complex



Pools require routine maintenance



Pools last 30+ years

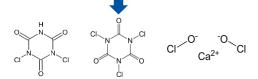
Pool Care Is Complex...

Water balance

pH level: 7.2-7.8
total alkalinity (TA) level: 80-120 ppm
calcium hardness (CH) level: 200-400 ppm
cyanuric acid (CYA) level: 30-50 ppm
free available chlorine (FAC) level: 1.0-4.0 ppm

Water sanitation

<u>Trichlor</u>o-s-trianzinetrione <u>Dichlor</u>-s-trianzinetrione <u>Cal</u>cium <u>Hypo</u>chlorite



Water circulation

Single Speed Pump | Variable Speed Pump



1 hour per 10° F Air Temperature



High RPM 3-4 Hours & Low RPM for 6-8 Hours

Filtration

Sand | Cartridge | Diatomaceous Earth



Clean and backwash regularly when pressure gauge increases 8-10 PSI; periodic replacement of filter media

Cleaning

Robotic Pool Cleaner | Manual Cleaning



Frequent water surface, skimmer basket, and filter cleaning

Water testing

pH | total alkalinity | calcium hardness |
total available chlorine (TAC) |
free available chlorine (FAC) |
cyanuric acid (CYA) |
phosphates | iron | copper |
total dissolved solids (TDS)

... And There Is No Option but to Maintain a Pool...

If a pool is...



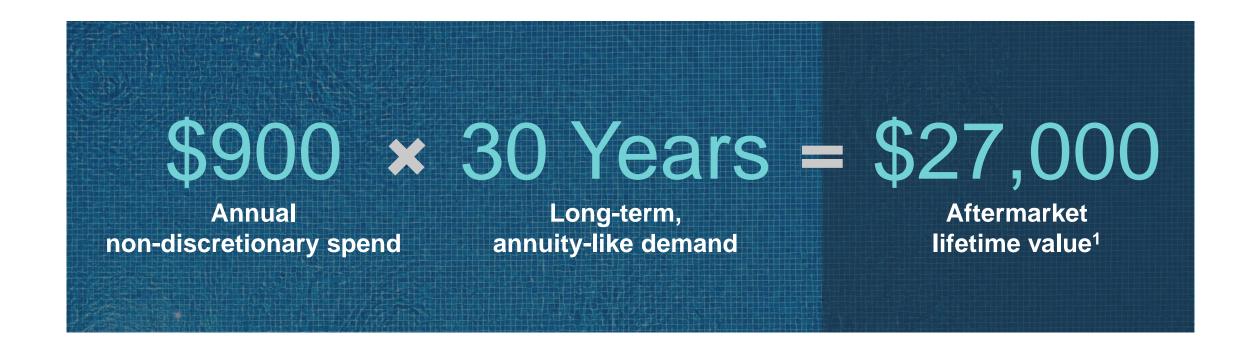
- Expensive chemical treatments
- Risk of permanent equipment failure



Risk of structural failures



- Prohibitively expensive
- Home value depreciation



Installation of ~340k new in-ground pools during 2019-22 creates ~\$9B in new lifetime value

¹Third-party research



Secular Tailwinds Are Driving Growth

Consumers are...

Investing in their homes

Moving to the Sunbelt

Working from home

Increasing attention to sanitization

Pursuing outdoor lifestyles

Adopting new technologies



Pool & spa usage

New pool installations

Interest in pool & spa ownership

New spa purchases

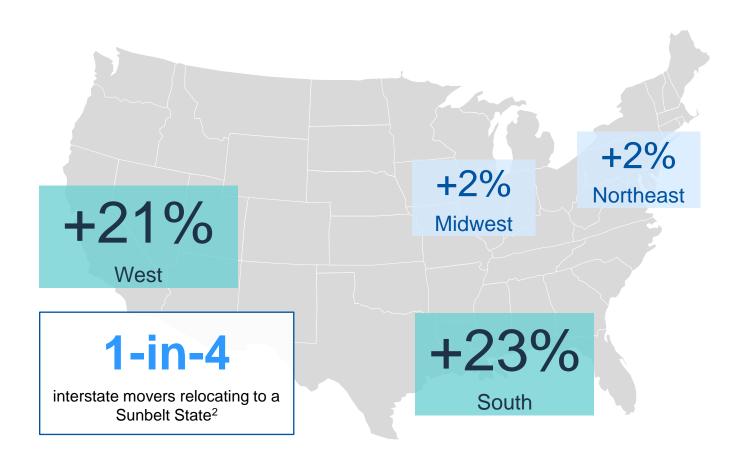
Pool equipment upgrades





Americans Are Moving to the South and Southwest

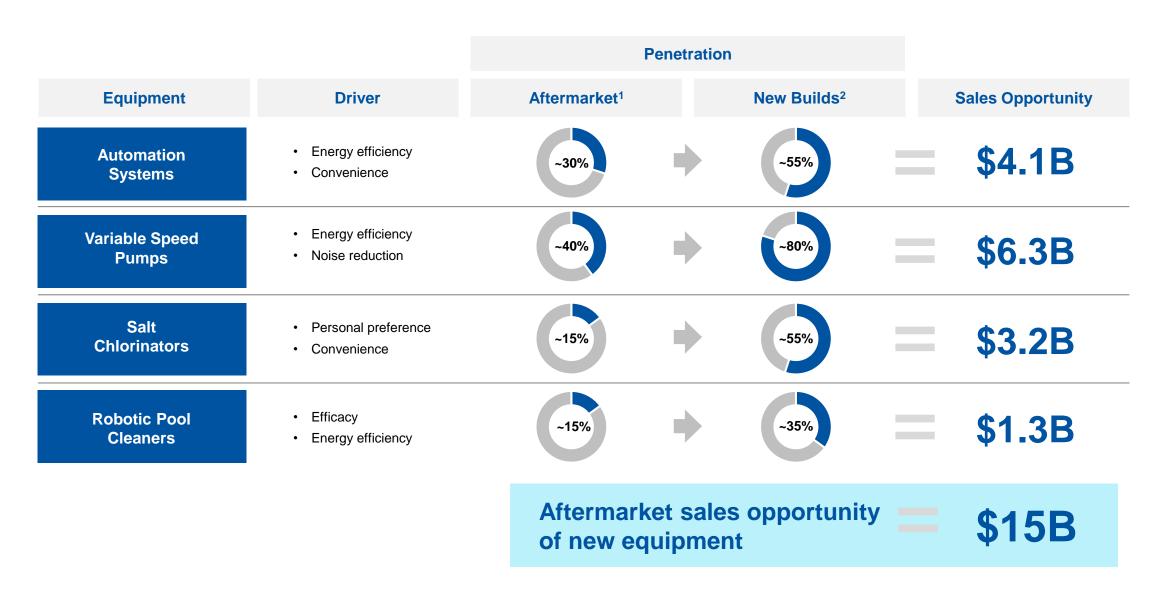
Projected U.S. population Growth Through 2040¹





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Pool Equipment Innovation Driving Next Phase of Growth



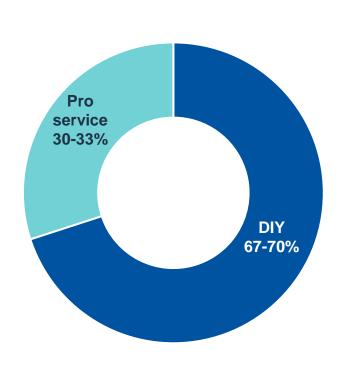


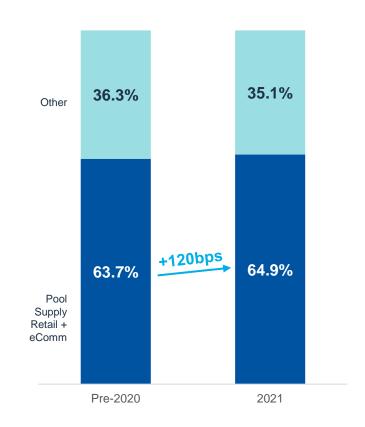
Consumer Behavior Favors Leslie's Competitive Positioning

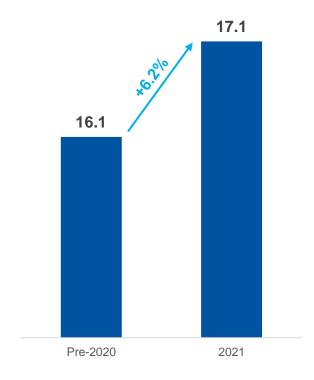
2021 Residential Pool Maintenance

Chemical Purchases by Channel

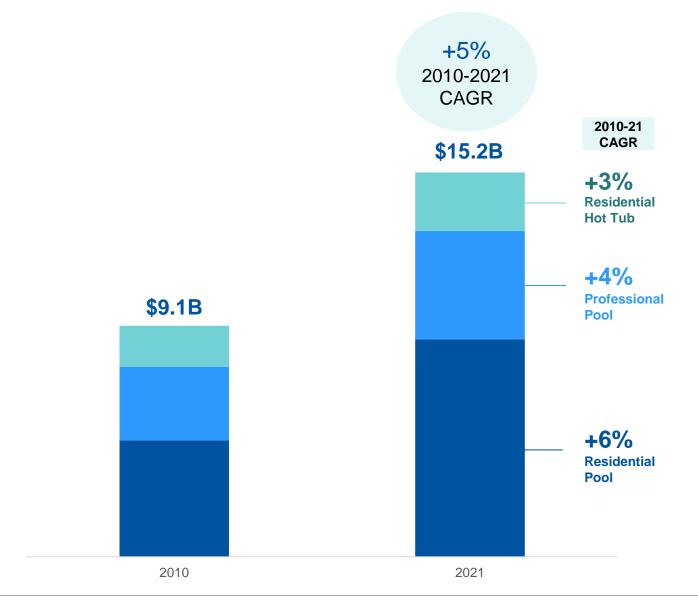
Average Days per Month of Pool Usage







Leslie's Total Addressable Market Has Expanded and Continues to Grow







Integrated Ecosystem

Unmatched Scale and Reach Consumer-centric Total Solution Provider



An Integrated Network of Physical and Digital Properties

Physical Network – 990 Total Locations

Larger physical network than 20 largest competitors combined

Residential locations

Professional locations



Aqua Quip Oregon Hot Tub

Hot Tub locations



Digital Platform

Digital sales >5x largest digital competitor

Owned Sites



Mobile App



Marketplaces







All locations serve Residential and PRO customers

Leslie's Connect Integrates Our Physical and Digital Properties



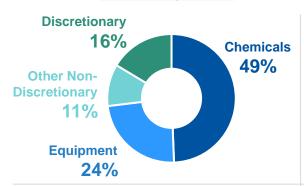


Proprietary Brands and Non-Discretionary Products Drive Sales



Majority of products are non-discretionary and exclusive





Proprietary Brands

55% proprietary products

>80%
non-discretionary
sales

85%

proprietary chemicals

Services

We help consumers spend less time maintaining and more time enjoying their pools

In-Store Service

3,000+

in-store associates

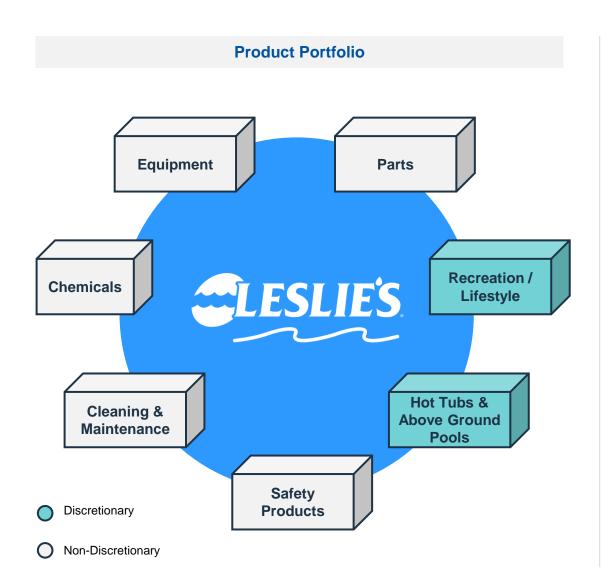
- Expert advice
- ✓ Free water testing
- ✓ Free in-store repairs

In-Field Service

350+

certified technicians for equipment installation & repair

Comprehensive Product Assortment



Proprietary Brands



- Most trusted name in pool care
- Superior quality products



- Quality products at a great price for the DIY consumer
- Only available online



Pool equipment products exclusive to Leslie's¹



Value alternative to OEM parts



- · Total solution for a clean, safe, and sparkling pool
- · Most comprehensive and accurate water test available
- · Exclusive to Leslie's



Proprietary AccuBlue Water Testing Provides Total Solution for a Safe, Clean, Beautiful Pool

59 Years

conducting water tests

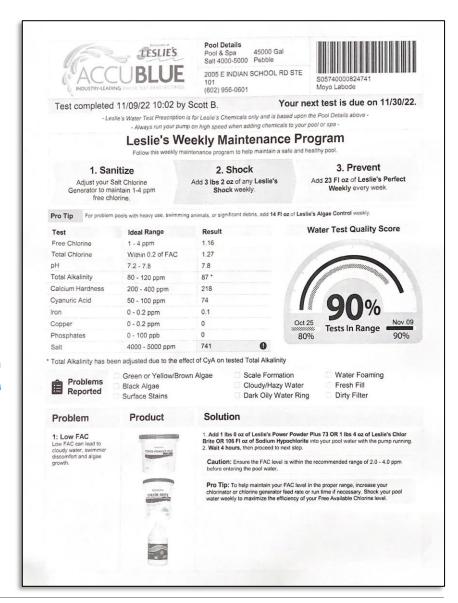
17K

lines of proprietary code

50M+

water tests performed **10-Point test**

calibrated specifically to Leslie's product specifications



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Leslie's Has the Industry's Only Consumer-centric Integrated Ecosystem

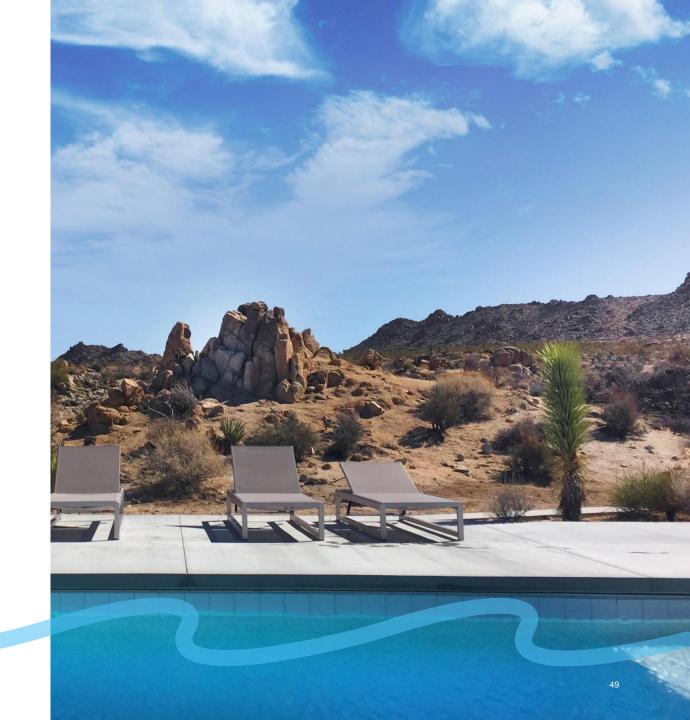


Serving consumers whatever their need, whenever, wherever, and however they choose to engage with us



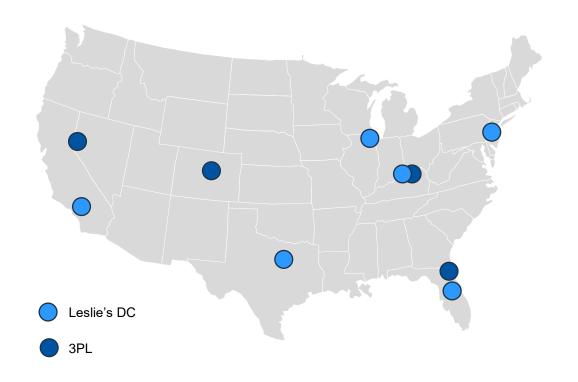
Optimizing Our Supply Chain

Expand Capacity
Carry More Inventory
Diversify Supply Base



Capacity Requirements Monitored Daily and Have Expanded to Serve Demand

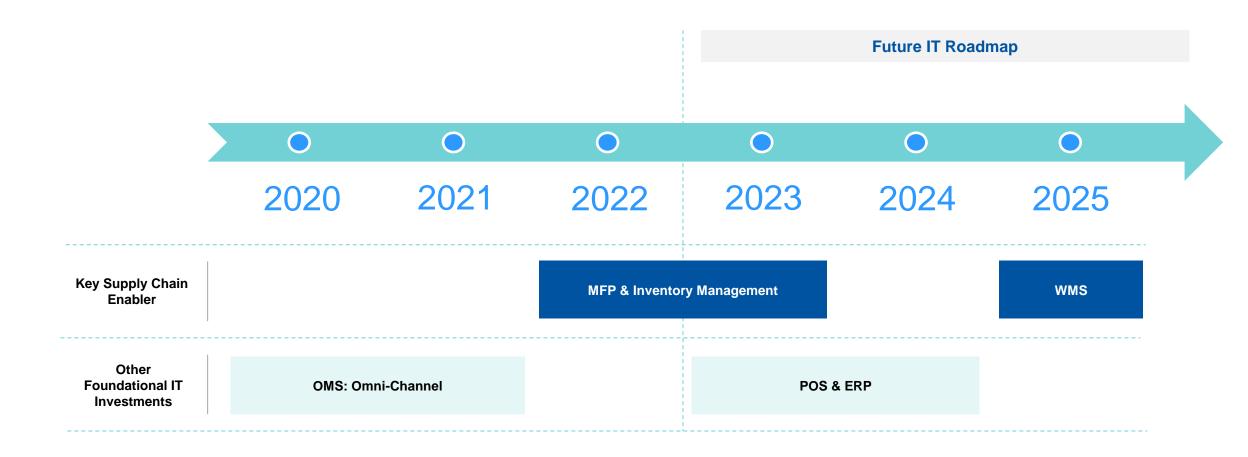
Six Residential Pool DCs and Four 3PLs



Investments to Support Growth

- Flexibility to operate a two-shift / seven-day model; ability to increase operating hours per week by 40% compared to FY22
- Adding two 3PLs, one in the northeast
- Driving further vertical integration
- Shifting tableting to Leslie's-owned Stellar Manufacturing
- Expanding tableting capacity at Stellar Manufacturing
- Hired experienced omni-channel fulfillment leader

Information Technology Investments Enable Supply Chain Optimization





Carrying More Inventory to Serve Omni-Channel Demand

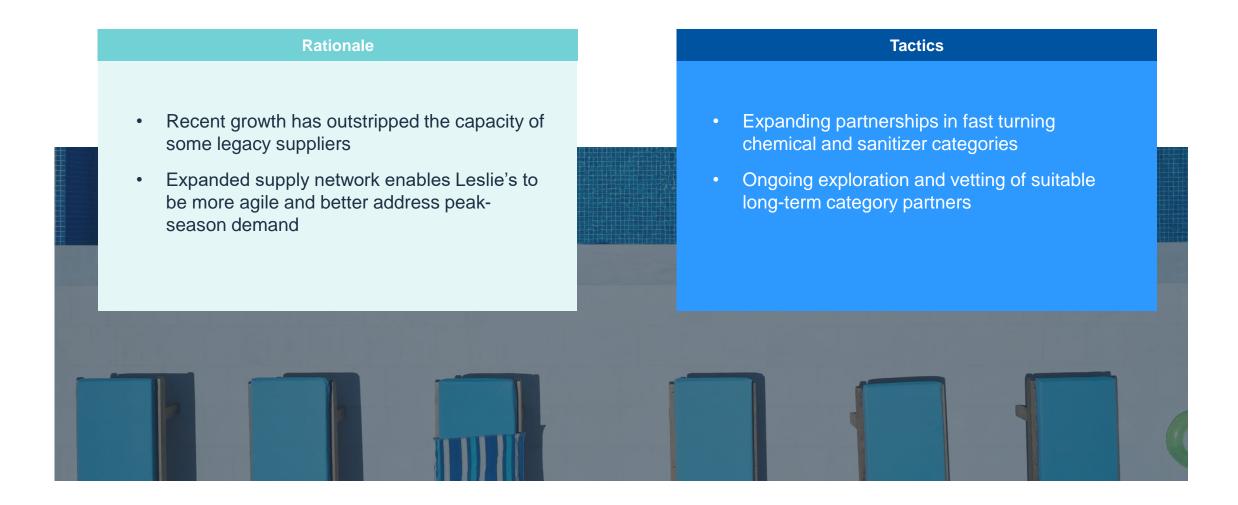
Rationale

- Ensure in-stock position across network to meet consumer demand
- Vendor deliveries have been unpredictable
- Experienced intermittent stock-outs of key products
- Strong balance sheet enables us to bolster inventory position to mitigate the unpredictable nature of industry supply
- Strong growth over last three years has stretched our vendor base

Tactics

- Increased inventory prior to 2023 season
- Contracted supply of key raw materials
- Sourcing inventory direct from manufacturers
- Leveraging strong relationships with key vendors
- Expanding production capacity at Leslie's owned Stellar Manufacturing
- Will maintain heightened inventory balance until supply chain normalizes

Diversify Supply Base

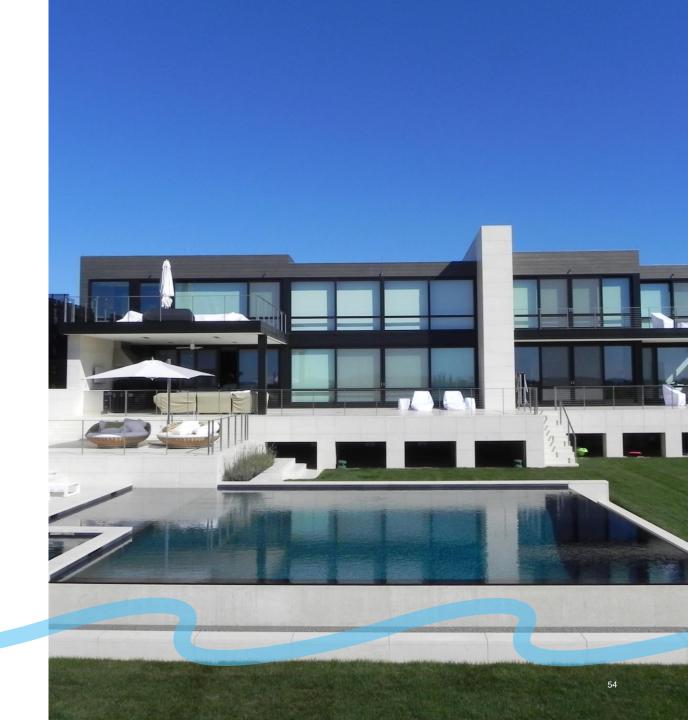






Clear Path to Continued Growth

Strategic Growth Initiatives



Consumer File Expected to Contribute +100-300bps of Growth



Near-Term Opportunities and Initiatives



Enhanced Targeting Capabilities

- Leverage proprietary pool database and new capabilities to capture new customers
- Apply recency, frequency, and monetary valuation to prioritize retention tactics and shape new customer onboarding

Optimized Marketing Mix

- Build brand awareness, drive consideration, and increase conversion
- Measure offline impact through marketing mix modeling and multi-touch attribution

Relevant Marketing and Content

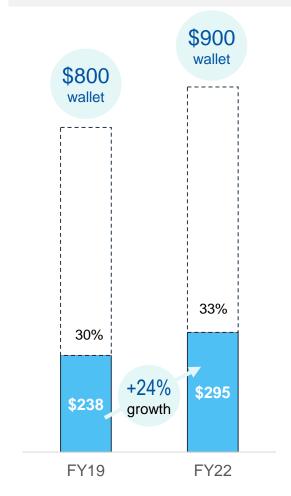
- Identify changes in behavior and employ multi-tier campaigns to drive retention
- Trigger automated email campaigns based on consumer attributes
- Deliver relevant content and promotions based on customer's lifecycle status

Investment in customer experience and retention driving strong return metrics

LTV¹/CAC:18x

Deeper Customer Relationships Expected to Contribute +100-300bps of Growth





Opportunity Overview

We are gaining share of wallet with our customers, but there is significant remaining share to be captured

Key Initiatives

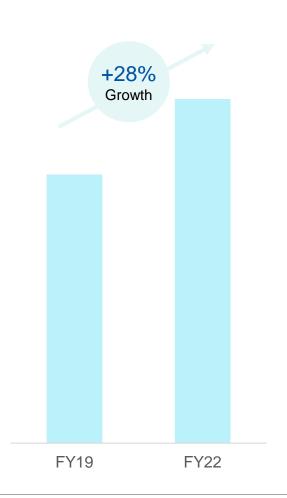
- Marketing: leverage in-house data to increase frequency and expand share of wallet through category adoption
- Omni-channel: promote omni-channel adoption to drive transaction frequency and wallet share gains
- AccuBlue: advance AccuBlue adoption to drive retention and transaction frequency
- Assortment: introduce eco products and expand into new categories to create new purchase occasions

Once a customer is in our file for more than 12 months, their **ARC increases to \$354**

Pool Perks Loyalty Program is a Strong Enabler of Growth

Loyalty File Growth





Industry-Leading Benefits



EARN 5%
IN POOL PERKS REWARDS



FREE SHIPPING





KPIs

- Active loyalty members +9% CAGR since FY19
- Loyalty ARC 2x non-loyalty
- Loyalty retention 3x non-loyalty
- Loyalty LTV 3x non-loyalty



Leslie's PRO Partner Program











Pool professionals spend 25x more than residential pool owners



Leslie's PRO Partner Program

- Launched 2020
- 2,750+ total contracts
- PRO Partners commit minimum spend
- PRO Partners receive:
 - Preferred pricing
 - Customer referrals for pool maintenance
 - Rebate programs
 - AccuBlue water testing
 - In-store equipment inspection and repair

Leslie's PRO Locations

- 80 Leslie's PRO Locations:
- ~4,200 sqft. / ~1,500 SKUs
- Convenient locations
- Extended store hours
- · Expanded assortment
- Omni-channel capabilities
- Trusted store teams that are trained and knowledgeable on PRO customer needs
- Opportunity to operate 350 PRO locations

Leslie's PRO Website

- Dedicated, members-only website
- Omni-channel capabilities
- Enables PRO customers to shop and check inventory availability at their convenience

Extensive Network of Locations is a Distinct Competitive Advantage in the PRO Market



ELESLIE'S

Expanding into Whitespace Expected to Contribute +100-300bps of Growth

Targeting Pool-Dense Areas in Existing and New Markets

Strategies to enter underserved markets

Build New Stores

Acquire Stores

Digital Properties



Format Overview

LESLIES	ELESLIE'S PRO
~	

Square footage	~3,500 sqft.	~4,200 sqft.
SKUs	~900	~1,500
Hours of operation	9am – 6pm	7am – 6pm

M&A Opportunity

~8,000

Independent pool supply retailers

~2,500

Independent hot tub dealers



61

Programmatic M&A Expected to Contribute +100-300bps of Growth

Opportunity Overview

- 8,000 specialty pool retail targets
- Typically <\$25M sales and actionable <5.0x TEV / EBITDA
- Rapidly integrate assets and realize synergies
- Blended payback period of <2 years

Investment Criteria

Leaders within respective markets

Cultural alignment

Actionable synergy opportunities

Overweight non-discretionary pool supply retailers

Strict valuation discipline

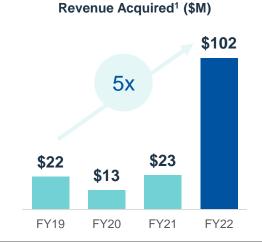
Overweight Sunbelt

Accelerating Our Pace of Acquisitions



2022 INVESTOR DAY









Legacy of Leadership and Disruptive Innovation Drives Upside Potential

Complimentary Water Testing



Complimentary Equipment Repair



Industry's First Loyalty Program



Industry's Only Omni-Channel Platform



AccuBlue Home

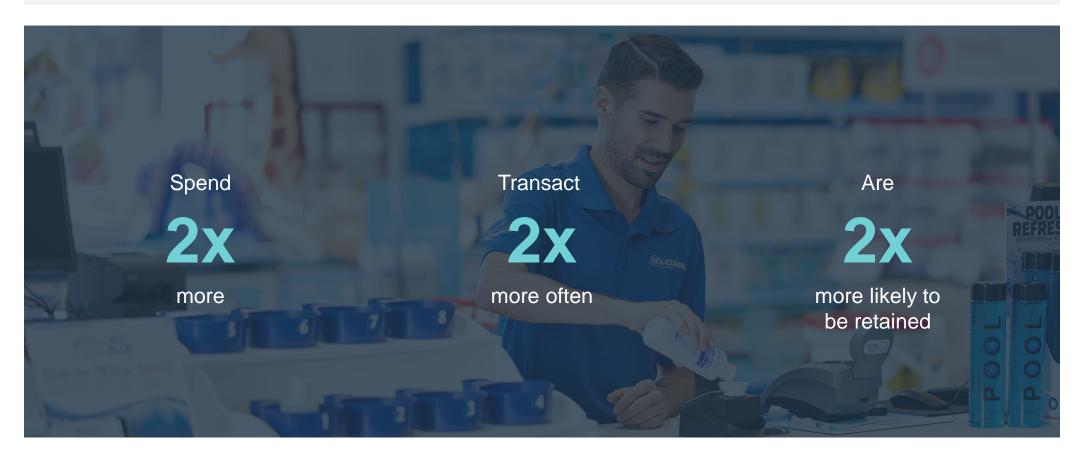


v1.0

v2.0

Free AccuBlue Water Testing Is Offered in All Leslie's Locations

Pool Owners That Regularly Test with Leslie's...



AccuBlue Home

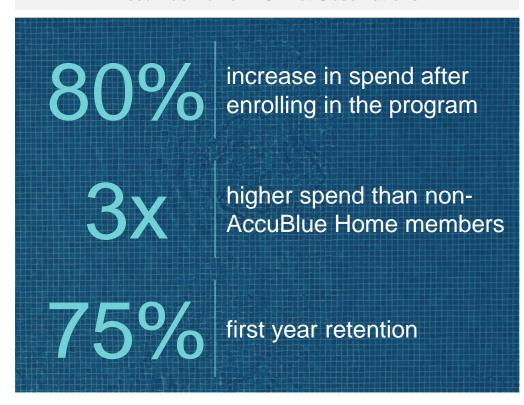
The total solution for a clean, safe, and beautiful pool.

Program Overview

- AccuBlue Home is a monthly membership program
- Members receive a free AccuBlue Home device upon sign-up
- AccuBlue Home integrates with the Leslie's app to deliver the same comprehensive and easy to follow treatment plan Leslie's customers receive in store, with the added convenience of testing from home
- \$50 monthly membership fee
- Members receive \$50 in AccuBlue Membership credits each month
- Credits are good for a year can be used toward Leslie's purchases in app, online, or in store
- Members return their device to Leslie's if they choose to exit the program



AccuBlue Home v1.0 Pilot Observations



6



57%

trial intent among surveyed pool owners

What Makes **ELESLIE'S** Unique?

Advantaged Industry

Large / Annuity-Like Demand / Predictable Growth

Integrated Ecosystem

Unmatched Scale and Reach / Consumer-Centric / Total Solution Provider

Clear Path to Growth

Six Strategic Growth Initiatives





GAAP to Non-GAAP reconciliation tables

		hree Months Ended		Year Ended							
	October 1, 2022	October 2, 2021		October 3, 2020 ⁽¹⁾		October 1, 2022		October 2, 2021		October 3, 2020 ⁽¹⁾	
Net income	\$ 57,934	\$	44,541	\$	42,640	\$	159,029	\$	126,634	\$	58,561
Interest expense	9,581		7,369		19,501		30,240		34,410		84,098
Income tax expense (benefit)	15,569		14,746		7,229		49,088		36,495		2,627
Depreciation and amortization expense (2)	7,889		7,348		8,463		30,769		26,553		28,925
Management fees ⁽³⁾	_		_		1,752		_		382		4,900
Equity-based compensation expense ⁽⁴⁾	3,097		5,030		(8)		11,922		25,621		1,785
Loss on debt extinguishment ⁽⁵⁾	_		_		_		_		9,169		_
Costs related to equity offerings ⁽⁶⁾	_		458		_		550		10,444		_
Strategic project costs ⁽⁷⁾	532		_		_		4,960		_		_
Executive transition costs and other ⁽⁸⁾	 4,940		2,490		479		5,718		905		1,874
Adjusted EBITDA	\$ 99,542	\$	81,982	\$	80,056	\$	292,276	\$	270,613	\$	182,770

- (1) The three months ended and year ended October 3, 2020 included 14 weeks and 53 weeks, respectively. The amounts for the three months ended October 3, 2020 differ from amounts previously reported, as a result of the retrospective presentation of the effects of the adoption of Topics 606 and 842 which were adopted on October 3, 2020. The amounts for the year ended October 3, 2020 included the full year impact and no amounts differ.
- (2) Includes depreciation related to our distribution centers and locations, which is reported in cost of merchandise and services sold in our consolidated statements of operations.
- (3) Represents amounts paid or accrued in connection with our management services agreement, which was terminated upon the completion of our IPO in November 2020 and are reported in SG&A in our consolidated statements of operations.
- (4) Represents charges related to equity-based compensation and the related Company payroll tax expense, which are reported in SG&A in our consolidated statements of operations.
- (5) Represents non-cash expense due to the write-off of deferred financing costs related to the term loan modification and the repayment of our senior unsecured notes in Fiscal 2021, which are reported in loss on debt extinguishment in our consolidated statements of operations.
- (6) Includes one-time payments of contractual amounts incurred in connection with our IPO that was completed in November 2020, which are reported in SG&A, and costs incurred for follow-on equity offerings, which are reported in other (income) expenses, net in our consolidated statements of operations.
- (7) Represents non-recurring costs, such as third-party consulting costs, which are not part of our ongoing operations and are incurred to execute differentiated, strategic projects, and are reported in SG&A in our consolidated statements of operations.
- (8) Includes executive transition costs, losses (gains) on disposition of fixed assets, merger and acquisition costs and other non-recurring, non-cash or discrete items as determined by management. Amounts are reported in SG&A and other (income) expenses, net in our consolidated statements of operations.

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.

GAAP to Non-GAAP reconciliation tables

	Three Months Ended							Year Ended							
	Oc	tober 1, 2022	October 2, 2021 (October 3, 2020 ⁽¹⁾		October 1, 2022		October 2, 2021		0	ctober 3, 2020 ⁽¹⁾			
Net income	\$	57,934	\$	44,541	\$	42,640	\$	159,029	\$	126,634	\$	58,561			
Management fees ⁽²⁾		_		_		1,752		_		382		4,900			
Equity-based compensation expense ⁽³⁾		3,097		5,030		(8)		11,922		25,621		1,785			
Loss on debt extinguishment ⁽⁴⁾		_		_		_		_		9,169		_			
Costs related to equity offerings ⁽⁵⁾		_		458		_		550		10,444		_			
Strategic project costs ⁽⁶⁾		532		_		_		4,960		_		_			
Executive transition costs and other ⁽⁷⁾		4,940		2,490		479		5,718		905		1,874			
Tax effects of these adjustments (8)		(2,143)		(2,005)		(558)		(5,788)		(11,677)		(2,147)			
Adjusted net income	\$	64,360	\$	50,514	\$	44,305	\$	176,391	\$	161,478	\$	64,973			

		Three Months Ended							Year Ended					
	Octob	October 1, 2022		October 2, 2021		October 3, 2020 ⁽¹⁾		October 1, 2022		October 2, 2021		October 3, 2020 ⁽¹⁾		
Diluted earnings per share	\$	0.31	\$	0.23	\$	0.27	\$	0.85	\$	0.67	\$	0.37		
Adjusted diluted earnings per share	\$	0.35	\$	0.26	\$	0.28	\$	0.95	\$	0.85	\$	0.42		
Weighted average shares outstanding														
Basic		183,267		189,582		156,500		184,347		185,412		156,500		
Diluted		184,688		192,729		156,500		186,148		190,009		156,500		

- (1) The three months ended and year ended October 3, 2020 included 14 weeks and 53 weeks, respectively. The amounts for the three months ended October 3, 2020 differ from amounts previously reported, as a result of the retrospective presentation of the effects of the adoption of Topics 606 and 842 which were adopted on October 3, 2020. The amounts for the year ended October 3, 2020 included the full year impact and no amounts differ.
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- (5) Includes one-time payments of contractual amounts incurred in connection with our IPO that was completed in November 2020, which are reported in SG&A, and costs incurred for follow-on equity offerings, which are reported in other (income) expenses, net in our consolidated statements of operations.
- (6) Represents non-recurring costs, such as third-party consulting costs, which are not part of our ongoing operations and are incurred to execute differentiated, strategic projects, and are reported in SG&A in our consolidated statements of operations.
- (7) Includes executive transition costs, losses (gains) on disposition of fixed assets, merger and acquisition costs and other non-recurring, non-cash or discrete items as determined by management. Amounts are reported in SG&A and other (income) expenses, net in our consolidated statements of operations.
- (8) Represents the tax effect of the total adjustments based on our actual statutory tax rate. Amounts are reported in income tax expense in our consolidated statements of operations.

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.