



PLATFORM SPECIALTY
PRODUCTS CORPORATION

Third Quarter 2016



MacDermid
PERFORMANCE SOLUTIONS



Arysta
LifeScience

November 4, 2016

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,” and similar expressions, and relate, without limitations, to the Company's adjusted EBITDA and adjusted earnings per share, expected or estimated net sales, meeting financial and/or strategic goals and objectives, segment earnings, net interest expense, income tax provision, cash flow from operations, full year cash taxes, capital expenditures, restructuring costs and other non-cash charges, the outlook for the Company's markets and the demand for its products, consistent profitable growth, free cash flows, future net sales, gross, operating and EBITDA margin requirements and expansion, organic sales growth, 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, the Company's ability to manage its risk in these areas, the anticipated settlement of the Company's obligations relating to its Series B preferred stock pursuant to the alternative settlement agreement, 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, 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. 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. A discussion of factors that could cause results to vary is included in the Company's periodic and other reports filed with the Securities and Exchange Commission. The Company undertakes no obligation to update any forward-looking statement, whether as a result of new information, future events or otherwise.

This presentation also contains unaudited “comparable” financial information which assumes full period contribution of Alent plc and the Electronic Chemicals and Photomasks businesses of OM Group, Inc. acquired in Q4 2015; and OMG Electronic Chemicals (M) SdnBhd acquired in 2016. This combined information is provided for informational purposes only and is not necessarily, and should not be assumed to be, an indication of the results that would have been achieved had the Company's acquisitions been completed as of the dates indicated, or that may be achieved in the future. Historical financial results and information included herein relating to these acquired businesses were derived from public filings, when applicable, and/or information provided by management of these businesses prior to their acquisitions by the Company. In addition, financial information for some of these acquired businesses was historically prepared in accordance with non-GAAP accounting methods, and may or may not be comparable to the Company's financial statements. Consequently, you are cautioned not to place undue reliance on these results and information as they may not be representative in any way of the Company's actual or future results as a consolidated company.

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: adjusted EBITDA, adjusted EBITDA margin, adjusted EBITDA guidance, comparable net sales, comparable adjusted earnings per share, comparable adjusted EBITDA, comparable adjusted EBITDA margin and organic sales. The Company also evaluates and presents its results of operations on a constant currency and comparable 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 this presentation and the tables included in the Company’s earnings release dated November 4, 2016 (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 guidance on a non-GAAP basis and does not provide reconciliations of such forward-looking non-GAAP measure 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 our reconciliation of historic numbers, the amount of which, based on historical experience, could be significant.

Management uses these non-GAAP measures as key metrics in the monitoring and evaluation of the Company’s performance and consolidated financial results and, in part, in the determination of cash bonuses for its executive officers. The Company believes that these non-GAAP measures provide useful information to investors by excluding certain items that we believe are not representative of the Company’s business and including other items that the Company believes are useful in evaluating its business; thereby providing a more complete understanding of the Company’s operational results and a meaningful comparison of the Company’s performance between periods and to its peers. When reconciled to the corresponding GAAP measures, these non-GAAP measures also help our investors to understand the long-term profitability trends of our businesses. Finally, these non-GAAP measures address questions the Company routinely receives from securities analysts, investors and other interested parties in the evaluation of companies in our industry and, in order to assure that all investors have access to similar data, the Company has determined that it is appropriate to make this data available to all. Non-GAAP financial measures are however not prepared in accordance with GAAP, as they exclude certain items as described herein, 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. As a result, these non-GAAP financial measures should be considered in addition to, and not a substitute for, 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 such non-GAAP measure and the reason why we believe such non-GAAP measures are useful to investors.

Recent Highlights

- **Strong Q3 organic growth in sales and comparable earnings**
 - 3% organic sales growth
 - 13% Adj. EBITDA growth excluding currency impact
 - Constant currency Adj. EBITDA margin improved by ~200bps
- **Continued synergy realization**
 - \$13m of additional synergies in Q3
 - Total run-rate of over \$110m
- **Updated 2016 Adj. EBITDA guidance: \$750 - \$765 million¹**
- **Meaningful balance sheet improvement**
 - Equity financing to accelerate deleveraging
 - 48.8 million shares issued for a total value of ~\$403m
 - Significantly offset dilution² with 16.6 million fewer shares issuable to Permira and interest reduction from term loan repricing
 - Series-B Preferred settlement option: ~\$100m savings
 - Recent ~\$2bn term loan extension of 3 years³ and favorable repricing
 - ~\$11m of annual interest saving

1. Based on September 30, 2016 exchange rates

2. See Appendix page 19 for detailed sharecount walk

3. New maturity date: 6/7/2023; provided that if the 6.50% USD senior notes due 2022 have not been prepaid, redeemed or refinanced in full by 11/2/2021, the maturity date will be 11/2/2021

2016 Investor Day Recap

Business Unit Strategy Overview

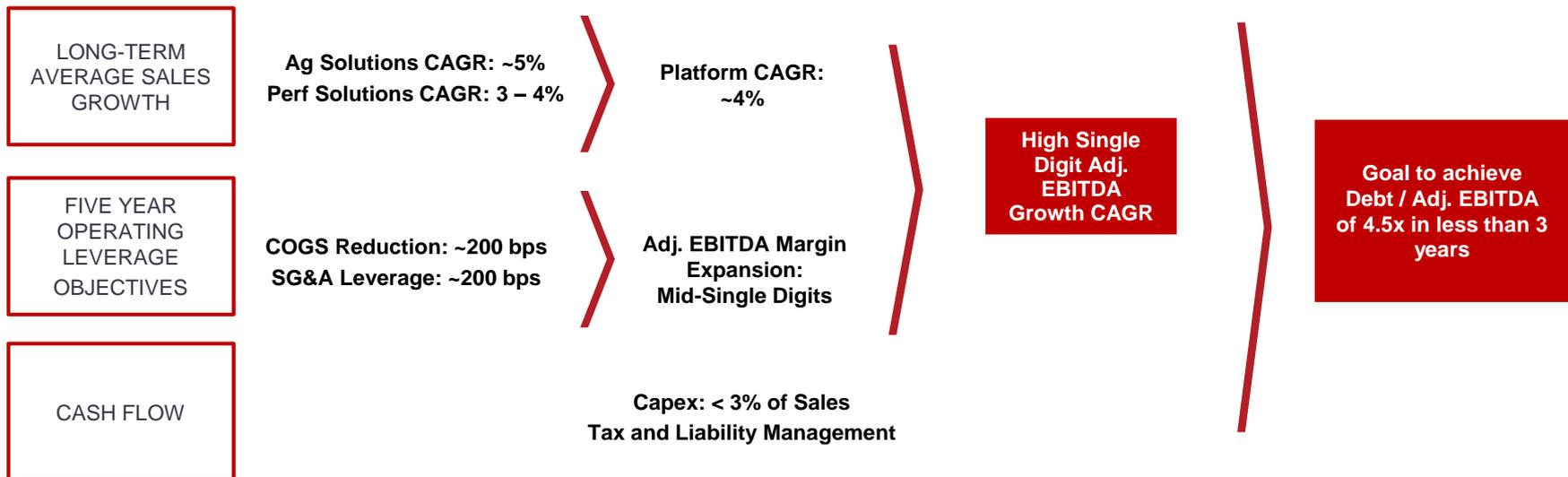
Performance Solutions

- Become integral to customer’s supply chain with a two pronged selling approach (OEM and applicator level)
 - Customer focused innovation with OEMs utilizing our unmatched product breadth
 - Best-in-class customer service and troubleshooting with applicators to maintain leadership position

Agricultural Solutions

- Focus on fast-growing niche crop segments where Arysta can lead with differentiated solutions
 - Leverage active ingredient (AI) access and technology partnerships
 - Focused R&D and formulation development, resulting in a new product pipeline with potential peak annual sales value in excess of \$700m
 - Become partner of choice for discovery based firms to monetize their molecules

Summary of Long Term Financial Objectives



Q3 2016 Financial Results

(\$ in millions)	Actual			Comparable ^{1*}			Comparable Constant Currency ^{2*}			Organic ^{3*}
	Q3 2016	Q3 2015	YoY%	Q3 2016	Q3 2015	YoY%	Q3 2016	Q3 2015	YoY%	YoY%
Net Sales	\$891	\$597	49%	\$891	\$866	3%	\$889	\$866	3%	3%
EPS - Diluted	\$(0.15)	\$(0.66)	<i>nm</i>							
Adj. EBITDA*	190	114	45%	190	166	14%	188	166	13%	
Adj. EBITDA Margin*	21%	19%		21%	19%		21%	19%		
Adj. EPS*				\$0.14	\$0.11	33%				

- Net sales increased 49% primarily from impact of acquisitions
- EPS improved year-over-year primarily due to a non-recurring gain from Permira settlement and acquisition activity
- Organic sales increased 3% in the quarter
 - Strong growth in electronics businesses from modest market recovery and share gains
 - Good Asian automotive performance partially offset by continued softness in oil and gas markets
 - Volume increases in most Ag regions including North America, Europe and Asia
- Comparable constant currency Adj. EBITDA increased 13% in the quarter
 - Mix improvements in core electronics markets
 - Raw material cost reductions from suppliers in Ag
 - \$13 million of incremental synergies realized in the quarter

1. Comparable, on this chart and subsequent charts, assumes full period contribution of all businesses acquired in 2015 and 2016

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

3. Organic sales, on this chart and subsequent charts, excludes the impact of currency, metal prices and divestitures

* 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

Performance Solutions Q3 Results

(\$ in millions)	Actual	Comparable*		Comparable Constant Currency*			Organic*
	Q3 2016	Q3 2015	YoY%	Q3 2016	Q3 2015	YoY%	YoY%
Net Sales	\$455	\$448	2%	\$463	\$448	3%	2%
Adj. EBITDA	110	103	6%	113	103	9%	
Adj. EBITDA Margin	24%	23%		24%	23%		
<i>Adj. EBITDA ex-corp costs</i>	118	110	7%	120	110	9%	
<i>Adj. EBITDA margin ex-corp costs</i>	26%	25%		26%	25%		

- Net sales grew over the comparable 2015 period due to increased demand in electronics businesses and strong growth in Asian automotive business despite negative currency pressures
- Organic sales, excluding the impact of currency and metals pricing, increased 2% in the quarter
 - Electronics, assembly, industrial and graphics segments all experienced positive growth
 - Sales into offshore markets remained weak due to reduced capital expenditures in the industry
- Excluding corporate allocations, comparable constant currency Adj. EBITDA increased 9%
 - Key drivers were continued synergy progress and growth in higher margin electronics products
- Tailwinds:
 - Share gains in Asian automotive markets
 - Successful product launches and penetration in core electronics markets
 - Strong automotive and electronics assembly demand of Alpha products
 - Continued business efficiency and margin improvement initiatives
- Headwinds:
 - Impact of low energy prices on offshore drilling and PET recycling markets
 - Relatively flat market growth in Alpha assembly
 - Currency translation impact from weaker CNY and GBP

Agricultural Solutions Q3 Results

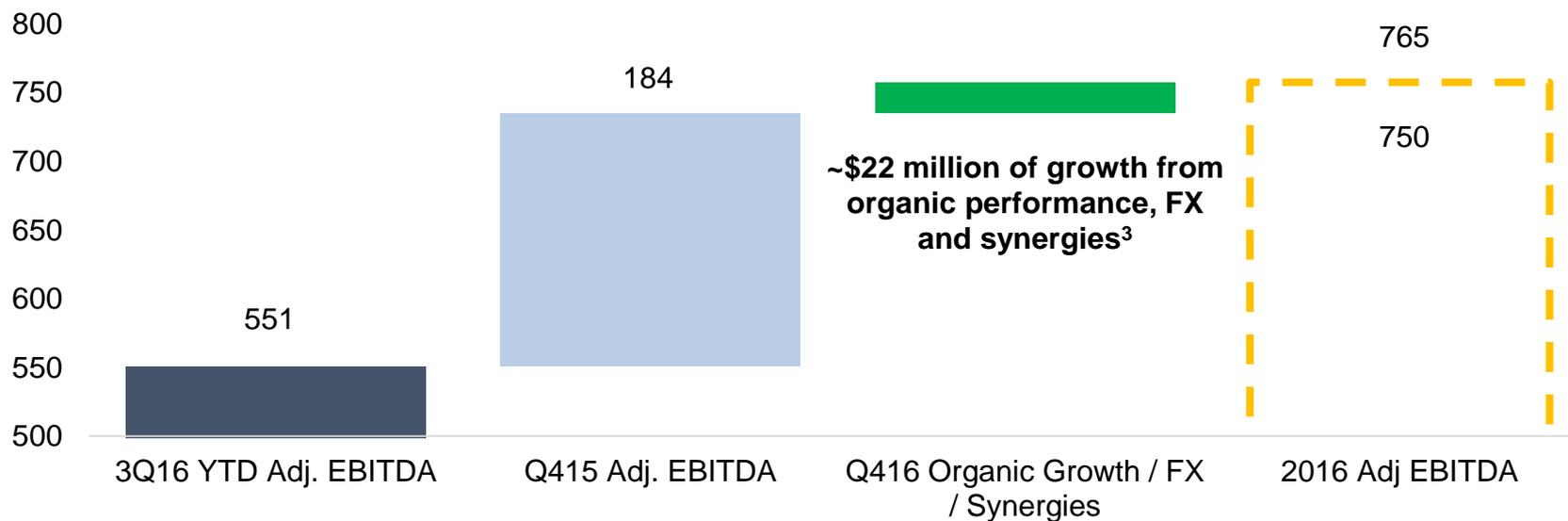
(\$ in millions)	Actual	Comparable*		Comparable Constant Currency*			Organic*
	Q3 2016	Q3 2015	YoY%	Q3 2016	Q3 2015	YoY%	YoY%
Net Sales	\$436	\$418	4%	\$426	\$418	2%	4%
Adj. EBITDA	80	63	27%	75	63	19%	
Adj. EBITDA Margin	18%	15%		18%	15%		
<i>Adj. EBITDA ex-corp costs</i>	88	70	25%	83	70	18%	
<i>Adj. EBITDA margin ex-corp costs</i>	20%	17%		19%	17%		

- Net sales grew over the comparable 2015 period driven by growth in specialty crops in Europe, Asia and North America; the benefit of currency (\$10 million) was roughly offset by continued impact of divestitures (\$9 million)
- Organic sales increased 4%
 - Share gains in Europe and Asia driven by both volume and price
 - North America showing signs of improvement
- Excluding corporate allocations, comparable constant currency Adj. EBITDA increased 18%
- Tailwinds:
 - Continued growth with high value bio-solutions, animal health and newly launched products
 - Raw material price reduction initiatives and synergies
 - Currency translation in Latin America
- Headwinds:
 - Market contraction in central Europe
 - Price pressure in Brazil driven by rapid US dollar weakening

Bridging to Updated Guidance

Improved 2016 Adjusted EBITDA¹ guidance to \$750 - \$765 million²

\$ in millions



	Q3 YTD 2016	2016 Outlook	Q4 Expectation
Organic Growth	~1%	Low single digit growth	Continued growth in both Ag Solutions and Performance Solutions
Synergies	\$39 million	\$40+ million	Continued opportunities
FX Translation	\$16 million headwind	Modest headwind at current rates	Expect BRL benefit to be further moderated by price reductions; continued RMB translation headwind

1. For a definition of non-gaap measures, discussions of adjustments and reconciliations, please refer to the appendices of this presentation
 2. Based on September 30, 2016 exchange rates
 3. Based on mid-point of updated adj. EBITDA guidance

Cost Synergies

Agricultural Solutions

\$ in millions

Realized YoY Cost Synergies



Performance Solutions

\$ in millions

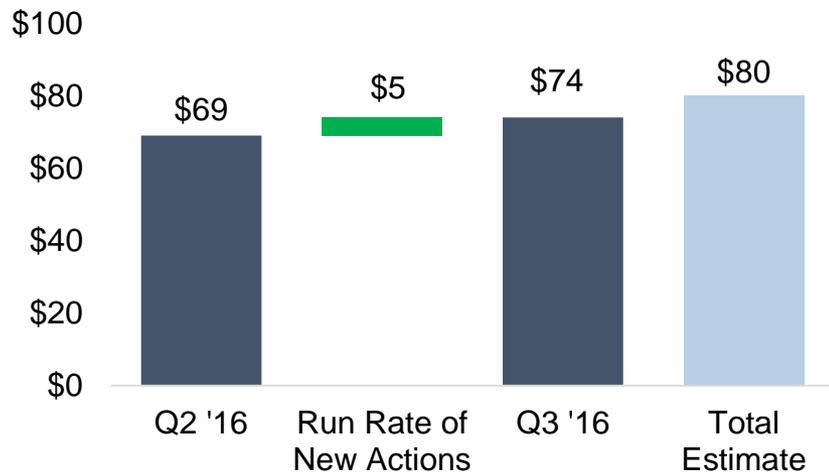
Realized YoY Cost Synergies



\$13 million of new cost synergies realized in Q3

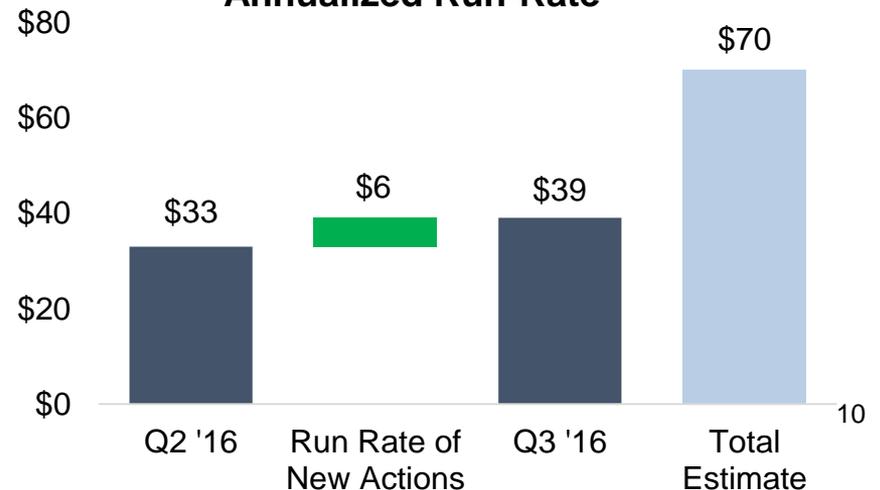
\$ in millions

Annualized Run-Rate



\$ in millions

Annualized Run-Rate



Agricultural Solutions

- Growth strategy development completed
 - Business units have begun phase I execution
- Completing internal consolidation of Europe and AME
- \$5 million of new run-rate cost synergy actions in Q3
 - Supply chain and procurement synergy priority continues
- On track to exceed \$20 million estimated target in 2016

Performance Solutions

- First phase facility consolidation demonstrating significant progress
 - Initial product moves and test production batches underway in US
- Prioritizing completion of consolidated order-to-cash and customer service processes by early 2017
- \$6 million of new run-rate cost synergy actions in Q3
 - Driven by shared-service efficiencies and non-manufacturing facility closures
- \$8 million of realized synergies in Q3 2016 – on track to outperform against initial \$20 million target in 2016

Improved Adj. EBITDA by >\$75 million of synergies to-date across both integrations

Run-rate synergies of over \$110 million

Financial Performance

Q3 Financial Overview

(\$ in millions)	Actual			Comparable*			Comparable Constant Currency*			Organic*
	Q3 2016	Q3 2015	YoY%	Q3 2016	Q3 2015	YoY%	Q3 2016	Q3 2015	YoY%	YoY%
Net Sales	\$891	\$597	49%	\$891	\$866	3%	\$889	\$866	3%	3%
EPS - Diluted	\$(0.15)	\$(0.66)	<i>nm</i>							
Adj. EBITDA*	190	114	45%	190	166	14%	188	166	13%	
Adj. EBITDA Margin*	21%	19%		21%	19%		21%	19%		
Adj. EPS*				\$0.14	\$0.11	33%				

Updating 2016 Adjusted EBITDA¹ guidance to \$750 - \$765 million²

(\$ in millions)	Q3 YTD 2016	2016 Outlook
Organic Growth	1%	Low single digit growth
Cash Interest	\$286	~\$360
Cash Taxes	\$86	\$100 - \$125
Capex ³	\$55	\$75 - \$100

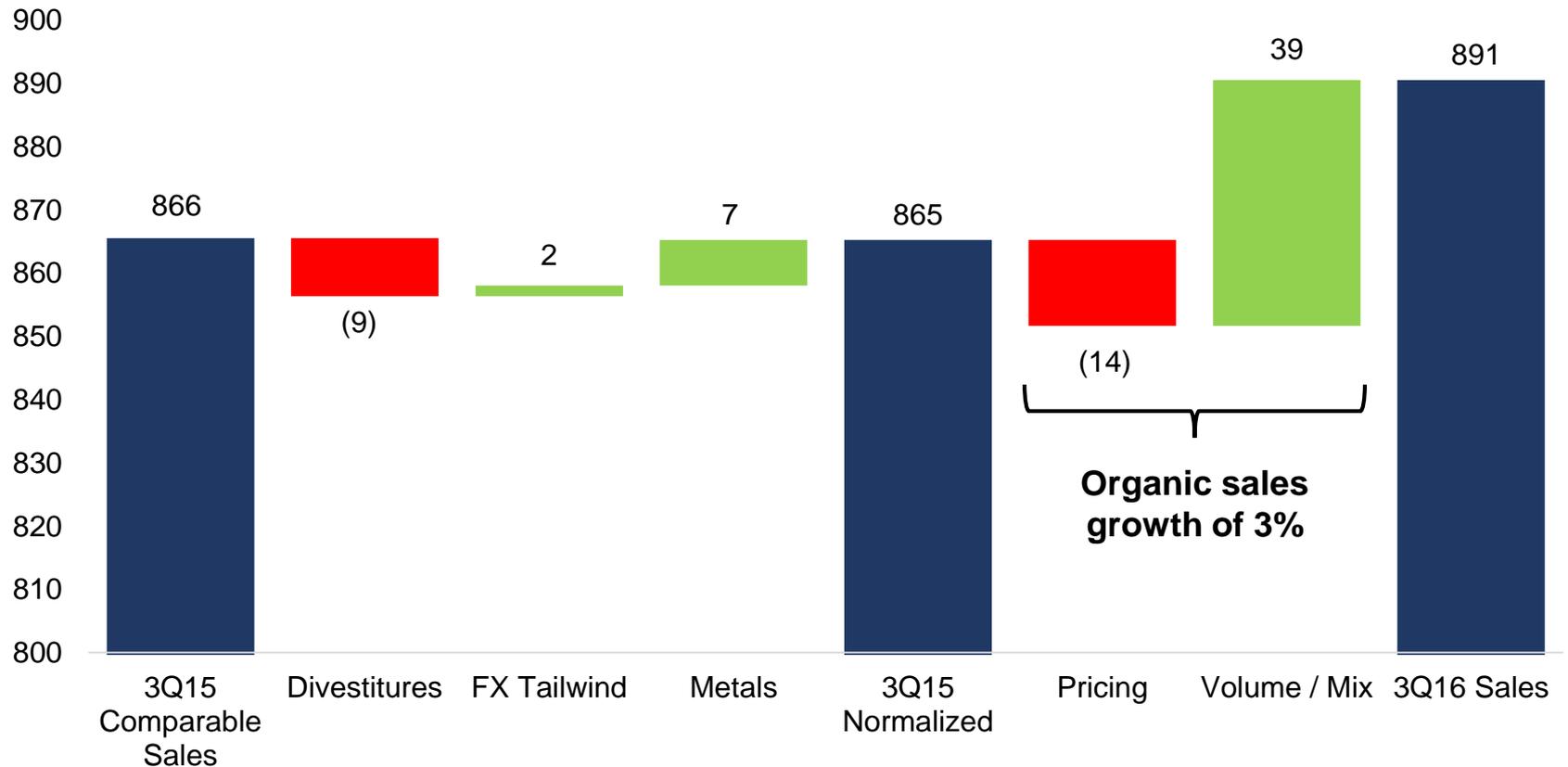
Cash Flow Commentary
<ul style="list-style-type: none"> Strong Q3 cash flow performance, consistent with full year outlook Working capital release of ~\$48m in Q3 driven primarily by reduction in receivables Significant working capital release expected in Q4

1. For a definition of non-gaap measures, discussions of adjustments and reconciliations, please refer to the appendices of this presentation
2. Based on September 30, 2016 exchange rates
3. Capex includes investments in fixed assets as well as investments in product registrations

Q3 2015 to Q3 2016 Sales Bridge (Non-GAAP)

Sales Bridge

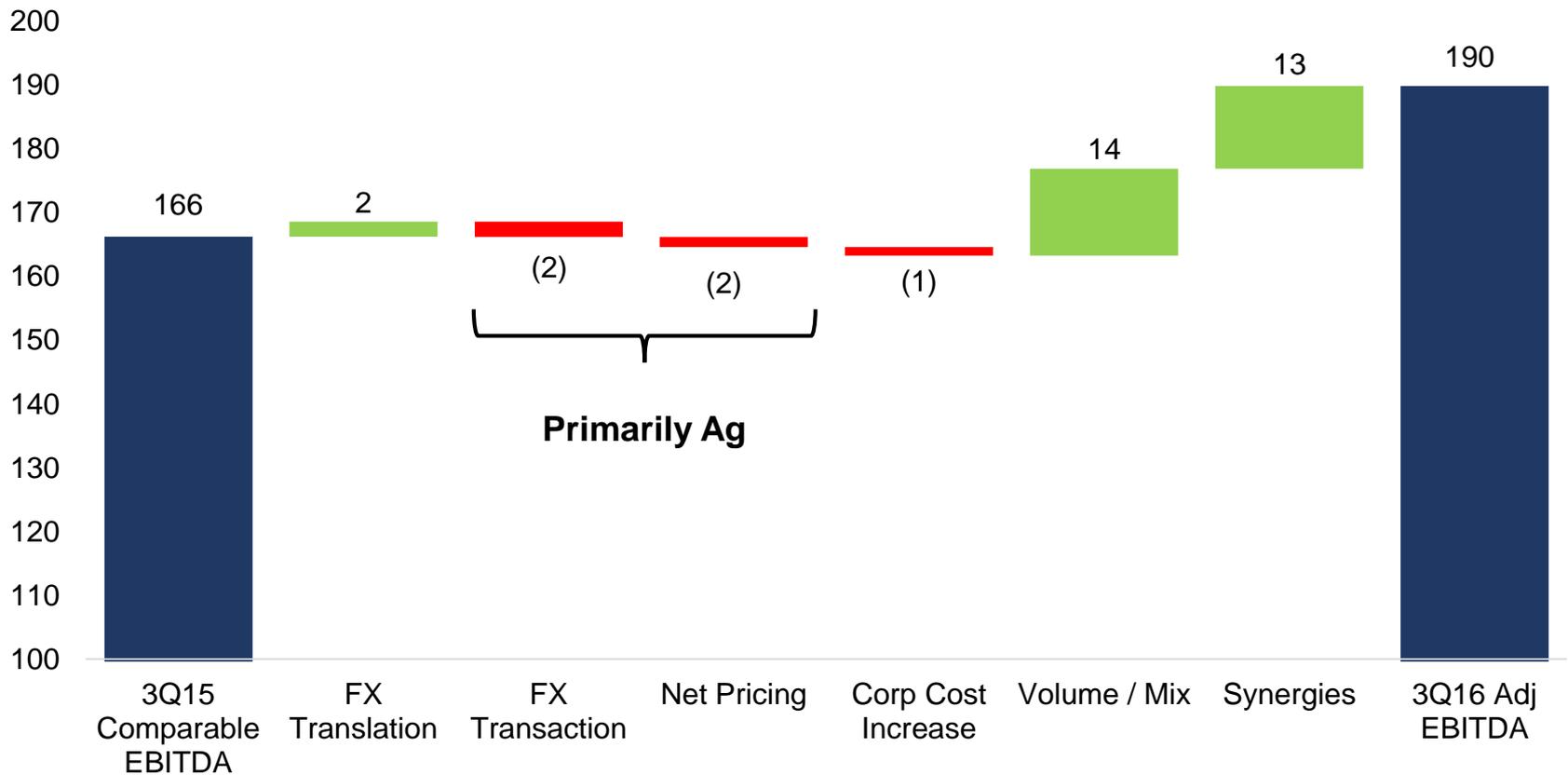
\$ in millions



Q3 2015 to Q3 2016 Adjusted EBITDA Bridge (Non-GAAP)

Adjusted EBITDA Bridge

\$ in millions



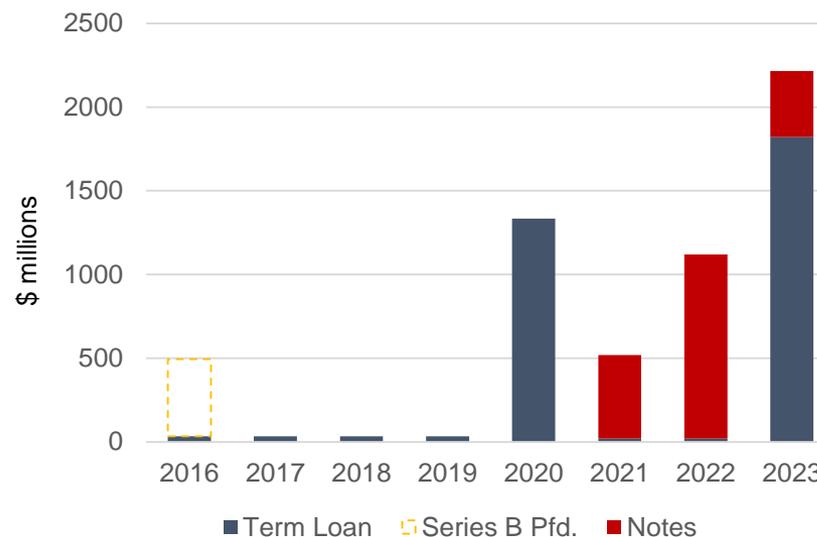
Capital Structure Overview

Capital Structure¹

\$ millions

Instrument	Maturity	Coupon	Adj. 9/30/16
Corporate Revolver (\$500M)	6/7/2019		\$0
Term Loan B3 – USD ²	6/7/2020	L + 450	1,033
Term Loan B4 – USD ²	6/7/2023	L + 400	1,475
Term Loan C2 – EUR ²	6/7/2020	E + 450	334
Term Loan C3 – EUR ²	6/7/2023	E + 375	487
Other Debt			62
Total First Lien Debt			\$3,390
10.375% of '21 Senior Notes	5/1/2021	10.375%	500
6.5% of '22 Senior Notes	2/1/2022	6.500%	1,100
6% of '23 Senior Notes (€)	2/1/2023	6.000%	393
Total Unsecured Debt			\$1,993
Total Debt			\$5,384
Cash Balance as of 9/30/16			714
Net Debt			\$4,670
Series B Pfd. Make Whole ³			460
Adjusted Shares Outstanding ⁴			299
Market Capitalization⁵			\$2,421
Total Capitalization			\$7,551

Maturity Profile¹



- Extended and repriced ~\$2b of TLB in October
 - Reduced annual interest ~\$11m
 - Extended maturity by 3 years⁶
- Series-B Settlement option of \$460m due December 15
 - Likely outcome given >\$100m of savings
 - Option to exercise initial agreement still available

1. Tranches presented as adjusted for October term loan refinancing. Adjustments were made to currency mix, maturity and borrowing rates.

2. Platform has swapped certain amounts of its floating rate term loans to fixed rate including \$1.2bn of its USD tranches and €283m of its Euro tranches. At 9/30/2016, 35% of debt was floating and 65% was fixed

3. Based on the settlement alternative announced on 9/12/16, which provides the option until 12/15/16 to settle all Series B obligations for 5.5 million shares and \$460 million in cash (instead of 22.1 million shares and a make whole payment of \$421 million (based on 9/30/16 PAH closing price of \$8.11) pursuant to the original share purchase agreement

4. See Appendix on page 19 for Adjusted Shares Outstanding bridge

5. Based on 9/30/2016 PAH closing price of \$8.11

6. New maturity date: 6/7/2023; provided that if the 6.50% USD senior notes due 2022 have not been prepaid, redeemed or refinanced in full by 11/2/2021, the maturity date will be 11/2/2021

Integration and Synergy Realization

Focus Commercial Efforts on Fast Growing Niches

Establish Operating Rhythm and Momentum

Generate Free Cash Flow

Appendices

Walk to Pro Forma Share-Count

<i>(amounts in millions)</i>	6/30/2016	Q3 Activity	9/30/2016	Series B Settlement ¹	Pro Forma 9/30/2016
Basic outstanding shares	229.6	48.8	278.4	5.5	283.9
Number of shares issuable upon conversion of Series B Convertible Preferred Stock	22.1	-	22.1	(22.1)	-
Number of shares issuable upon conversion of PDH Common Stock	8.0	(0.0)	8.0	-	8.0
Number of shares issuable upon conversion of Series A Preferred Stock	2.0	-	2.0	-	2.0
Stock options	0.6	-	0.6	-	0.6
Equity awards granted	3.9	0.1	4.0	-	4.0
Adjusted Shares	266.2	48.9	315.1	(16.6)	298.5

1. Settlement alternative available until December 15th, 2016

Covenant Overview

- Our capital structure is subject to only one quarterly maintenance test - 6.25x First Lien Net Debt to Covenant EBITDA
- Covenant EBITDA is defined as LTM comparable adj. EBITDA plus synergies expected to be realized based on actions to be taken over the next 12 months and excludes the impact of stock-based compensation ¹
- We have significant headroom under the maintenance covenant
- The Gross First Lien Leverage ratio only limits our ability to incur debt if we would not satisfy a 2x Fixed Charge Coverage Ratio test, tested at the time of incurrence

Covenant EBITDA

LTM Comparable adj. EBITDA	\$735
(+) Announced Synergies	150
(-) Realized Synergies	(77)
(+) Synergy Adjustment	73
(+) SBC Adjustment	4
Covenant EBITDA	\$812

Covenant Calculations²

Leverage Covenants	as of 9/30/16	Covenant	EBITDA Headroom	Headroom %
<i>Maintenance Covenant:</i>				
Net First Lien Leverage	3.30x	< 6.25x	\$384	47%
<i>Incurrence Covenants:</i>				
Gross First Lien Leverage	4.18x	< 4.50x	\$59	7%
Total Net Leverage	5.75x	< 6.75x – 7.00x ³	\$120 – \$145	15% - 18%

Note: All \$ amounts in millions

1. Synergy credit is limited to 15% of consolidated EBITDA over the four most recent consecutive quarters; See definition of Consolidated EBITDA in the Company's Amended and Restated Credit Agreement

2. This covenant varies based on use of proceeds – 6.75x applies to acquisitions while 7.00x applies to other uses of debt

3. The covenants do not reflect the impact of any potential Series B preferred make-whole payment

Organic Sales Reconciliation

	Performance Solutions		Agricultural Solutions		Total	
	Q3 2016	YoY%	Q3 2016	YoY%	Q3 2016	YoY%
<i>(amounts in millions)</i>						
Change in net comparable sales	\$7	1.6%	\$18	4.4%	\$25	2.9%
Dispositions	-	-	9	2.3	9	1.1
Foreign exchange impacts	8	1.8	(10)	(2.4)	(2)	(0.2)
Impact of metal prices	(7)	(1.6)	-	-	(7)	(0.8)
Organic Sales Growth	\$8	1.8%	\$18	4.3%	\$26	3.0%

Note: Totals may not reconcile due to rounding

Net Income (Loss) Attributable to Common Stockholders

Reconciliation to Adjusted EBITDA

<i>(amounts in millions)</i>	Q3 2016	Q3 2015
Net income (loss) attributable to common stockholders	\$105	\$(140)
Gain on amendment of Series B Convertible Preferred Stock	(33)	-
Net (loss) income attributable to the non-controlling interests	(6)	1
Income tax expense	20	35
Income (loss) before income taxes and non-controlling interests	86	(104)
Adjustments to reconcile to Adjusted EBITDA		
Interest expense, net	99	53
Depreciation expense	19	12
Amortization expense	68	50
Long-term compensation issued in connection with acquisitions	-	(2)
Restructuring expenses	7	5
Manufacturer's profit in inventory purchase accounting adjustments	-	1
Acquisition and integration costs	3	15
Non-cash change in fair value of contingent consideration	-	3
Foreign exchange loss on foreign denominated external and internal debt	12	33
Fair value loss on foreign exchange forward contract	-	48
Gain on settlement agreement related to Series B Convertible Preferred Stock	(103)	-
Non-cash change in fair value of preferred stock redemption liability	(6)	-
Other income, net	5	-
Adjusted EBITDA	\$190	\$114

Note: Totals may not reconcile due to rounding

GAAP Common EPS Reconciliation to Comparable Adj. EPS

<i>(amounts in millions except per share)</i>	Q3 2016	Q3 2015
GAAP common gain (loss) per share	\$0.45	\$(0.66)
<i>Weighted average shares outstanding (in millions)</i>	234	211
Net income (loss) attributable to common stockholders	\$105	\$(140)
Pre-acquisition activity of acquired companies:		
Net sales	-	268
Cost of sales	-	(158)
Selling, technical, general and administrative expense	-	(71)
Research and development expense	-	(8)
Other income	-	(3)
	-	28
Adjustments:		
Interest expense for pre-acquisition periods	-	(34)
Reversal of amortization expense	68	52
Adjustment for investment in registration of products	(7)	(12)
Long-term compensation issued in connection with acquisitions	-	(2)
Restructuring expenses	7	19
Manufacturer's profit in inventory purchase accounting adjustments	-	1
Acquisition and integration costs	3	15
Non-cash change in fair value of contingent consideration	-	3
Foreign exchange loss on foreign denominated external and internal debt	12	36
Adjustment to reverse loss on derivative contract	-	48
Gain on settlement agreement related to Series B Convertible Preferred Stock	(103)	-
Non-cash change in fair value of preferred stock redemption liability	(6)	-
Other income, net	5	-
Adjustment to estimated effective tax rate	(3)	17
Gain on amendment of Series B Convertible Preferred Stock	(33)	-
Adjustment to reverse loss attributable to certain noncontrolling interests	(6)	(1)
Comparable adjusted net income attributable to common stockholders	\$43	\$32
Comparable adjusted earnings per share	\$0.14	\$0.11
<i>Adjusted shares outstanding (in millions)</i>	299	299

Note: Totals may not reconcile due to rounding

Reported Segment Results Reconciliation to Comparable Segment Results

Q3 2015 Comparable Sales

(amounts in millions)

Performance Solutions	\$180
Acquisitions:	
Alent	227
OM	41
<hr/>	
Performance Solutions Comparable Sales	448
 Agricultural Solutions	 418
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Agricultural Solutions Comparable Sales	418
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Total Comparable Sales	\$866

Q3 2015 Comparable Adj. EBITDA

(amounts in millions)

Performance Solutions	\$58
Acquisitions:	
Alent	42
OM	11
Corporate cost allocation	(7)
<hr/>	
Performance Solutions Comparable Adj. EBITDA	103
 Agricultural Solutions	 70
<hr/>	
Corporate cost allocation	(7)
Agricultural Solutions Comparable Adj. EBITDA	63
<hr/>	
Total Comparable Adj. EBITDA	\$166

Non-GAAP Financial Measures



For purposes of Regulation G, a non-GAAP financial measure is a numerical measure of a company's historical or future financial performance, financial position or cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measure calculated and presented in accordance with GAAP in the statements of operations, balance sheets, or statements of cash flows of the company; or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented.

To supplement the financial measures prepared in accordance with GAAP, Platform has provided in this presentation non-GAAP financial measures, including adjusted EBITDA, adjusted EBITDA margin, adjusted EBITDA guidance, comparable net sales, comparable adjusted earnings per share, comparable adjusted EBITDA, comparable adjusted EBITDA margin and organic sales. We also present our results of operations on a comparable constant currency basis. Management believes that these measures provide useful information to investors by excluding certain items that it believes are not representative of the Company's business and including other items that it believes are useful in evaluating the Company's business; thereby providing a more complete understanding of the Company's operational results and a meaningful comparison of the Company's performance between periods and to its peers. When reconciled to the corresponding GAAP measures, these non-GAAP measures also help the Company's investors to understand the long-term profitability trends of its businesses. Finally, these non-U.S. GAAP measures address questions the Company routinely receives from securities analysts, investors and other interested parties in the evaluation of companies in our industry and, in order to assure that all investors have access to the same data, the Company has determined that it is appropriate to make this data available to all. Non-GAAP financial measures are however not prepared in accordance with GAAP, as they exclude certain items as described herein, 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. As a result, these non-GAAP financial measures should be considered in addition to, and not a substitute for, 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 press release.

A reconciliation of GAAP to non-GAAP financial measures has been provided in this presentation. The Company only provides adjusted EBITDA guidance, organic sales growth and synergy potential 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 our reconciliation of historic numbers, the amount of which, based on historical experience, could be significant.

Non-GAAP Definitions

Adjusted EBITDA:

Adjusted EBITDA is defined as earnings before interest, taxes, depreciation and amortization, as further adjusted for additional items included in earnings that are not representative or indicative of our ongoing business as described in the footnotes to the non-GAAP measures reconciliations. Management believes Adjusted EBITDA provides investors with a more complete understanding of the long-term profitability trends of Platform's business, and facilitates comparisons of its profitability to prior and future periods.

Comparable Adjusted EBITDA:

Comparable adjusted EBITDA is defined as Adjusted EBITDA adjusted to reflect acquisitions and the related financings as though they had occurred on January 1, 2015 without the impact of purchase accounting. Adjusted EBITDA and comparable adjusted EBITDA are key metrics used by management to measure operating performance and trends. In particular, the exclusion of certain expenses in calculating adjusted EBITDA and comparable adjusted EBITDA facilitates operating performance comparisons on a period-to-period basis. Management believes comparable Adjusted EBITDA provides investors with a more complete understanding of the long-term profitability trends of Platform's business, and facilitates comparisons of its profitability to prior and future periods.

Comparable Constant Currency:

Our constant currency presentation excludes the impact of fluctuations in foreign currency exchange rates. Constant currency percentages are calculated by converting our current-period local currency financial results into U.S. Dollar using the prior period's exchange rates and comparing these adjusted amounts to our prior period reported results. The comparable constant currency presentation includes actual results adjusted to reflect acquisitions and related financings as though they had occurred on January 1, 2015 adjusted for the effects of purchase accounting on actual results. Management believes that this presentation provides a more complete understanding of the Company's operational results and a meaningful comparison of its performance between periods. However, this comparable financial information is provided for informational purposes only and is not necessarily, and should not be assumed to be, an indication of the results that would have been achieved had the Company's acquisitions been completed as of the dates indicated, or that may be achieved in the future.

Comparable Net Sales:

Comparable net sales is defined as net sales adjusted for the sales of our acquisitions as though they had occurred on January 1, 2015. Management believes this measure provides investors with a more complete understanding of net sales trends by providing net sales on a more consistent basis.

Organic Sales:

Organic sales is defined as comparable net sales excluding the impact of currency, metals price, divestitures and acquisitions, as applicable. Management believes this measure provides investors with a more complete understanding of the underlying net sales trends by providing comparable net sales over differing periods on a consistent basis.

Comparable Adjusted Earnings Per Share:

Comparable adjusted earnings per share is defined as net loss attributable to common stockholders adjusted to reflect acquisitions and the related financings as though they had occurred on January 1, 2015 without the impact of purchase accounting, as well as other adjustments consistent with our definition of Adjusted EBITDA. Additionally, we eliminate the amortization associated with (i) intangibles 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 deduct capital expenditures associated with obtaining these registration rights. Further, we adjust the effective tax rate to 35% as described in the notes to the reconciliation. The resulting comparable adjusted net income available to stockholders is divided by the number of shares of outstanding common stock as of September 30, 2016 plus the number of shares that would be issued if convertible stock were converted to common stock, vested stock options were exercised, and all awarded equity granted were vested as of September 30, 2016. Comparable 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 comparable adjusted earnings per share facilitates operating performance comparisons on a period-to-period basis.