+ INVESTOR DAY

September 10, 2021

TRAVEL+ LEISURE

Forward Looking Statements Disclaimer

This presentation includes "forward-looking statements" as that term is defined by the Securities and Exchange Commission ("SEC"). Forward-looking statements are any statements other than statements of historical fact, including statements regarding expectations, beliefs, hopes, intentions, outlook and strategies regarding the business of Travel + Leisure Co. and its subsidiaries ("Travel + Leisure," "we" or "our"). In some cases, forward-looking statements can be identified by the use of words such as "may," "will," "expects," "should," "believes," "plans," "anticipates," "projects," "estimates," "predicts," "potential," "continue," "future" or other words of similar meaning. Forward-looking statements are subject to risks and uncertainties that could cause actual results of Travel + Leisure to differ materially from those discussed in, or implied by, the forward-looking statements. Factors that might cause such a difference include, but are not limited to, uncertainty with respect to our ability to realize the benefits of the Travel + Leisure acquisition; the scope and duration of the novel coronavirus global pandemic ("COVID-19"), any resurgences and the pace of recovery; the timing of the widespread distribution of an effective vaccine or treatment for COVID-19; the potential impact of governmental, business and individuals' actions in response to the COVID-19 pandemic and our related contingency plans, including reductions in investment in our business, vacation ownership interest sales and tour flow, and consumer demand and liquidity; our ability to comply with financial and restrictive covenants under our indebtedness and our ability to access capital on reasonable terms, at a reasonable cost or at all; general economic conditions and unemployment rates, the performance of the financial and credit markets, the competition in and the economic environment for the leisure travel industry; risks associated with employees working remotely or operating with a reduced workforce; the impact of war, terrorist activity, political strife, severe weather events and other natural disasters, and pandemics (including COVID-19) or threats of pandemics; operating risks associated with the Vacation Ownership and Travel and Membership segments; uncertainties related to strategic transactions and any potential impact on our relationships with our customers, suppliers, employees and others with whom we have relationships, and possible disruption to our operations; our ability to execute on our strategy; the timing and amount of future dividends and share repurchases, if any; and those other factors disclosed as risks under "Risk Factors" in documents we have filed with the SEC, including in Part I, Item 1A of our Annual Report on Form 10-K for the fiscal year ended December 31, 2020, filed with the SEC on February 24, 2021. We caution readers that any such statements are based on currently available operational, financial and competitive information, and they should not place undue reliance on these forward-looking statements, which reflect management's opinion only as of the date on which they were made. Except as required by law, we undertake no obligation to review or update these forward-looking statements to reflect events or circumstances as they occur.

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Presentation of Financial Information

Financial information discussed in this presentation includes non-GAAP measures such as adjusted EBITDA, adjusted EBITDA margin, adjusted free cash flow, adjusted earnings per share, and gross VOI sales, which include or exclude certain items. The Company utilizes non-GAAP measures on a regular basis to assess performance of its reportable segments and allocate resources. These non-GAAP measures differ from reported GAAP results and are intended to illustrate what management believes are relevant period-over-period comparisons and are helpful to investors when considered with GAAP measures as an additional tool for further understanding and assessing the Company's ongoing operating performance by adjusting for items which in our view do not necessarily reflect ongoing performance. Management also internally uses these measures to assess our operating performance, both absolutely and in comparison to other companies, and in evaluating or making selected compensation decisions. Exclusion of items in the Company's non-GAAP presentation should not be considered an inference that these items are unusual, infrequent or non-recurring. See the appendix to this presentation for definitions of these Non-GAAP measures, and reconciliations to the most comparable GAAP measure, where applicable.

Forward-looking statements that include non-GAAP financial measures have been presented only on a non-GAAP basis because not all of the information necessary for a quantitative reconciliation of forward-looking non-GAAP financial measures to the most directly comparable GAAP financial measure is available without unreasonable effort, primarily due to uncertainties relating to the occurrence or amount of these adjustments that may arise in the future.



TRAVEL+ LEISURE

Michael Brown

President & Chief Executive Officer



KEY THEMES



STRATEGICSTRONGBUSINESSACCELERATINGOVERVIEWFOUNDATIONEXTENSIONSGROWTH

KEY THEMES



STRATEGIC OVERVIEW

STRONG FOUNDATION

BUSINESS EXTENSIONS

ACCELERATING GROWTH



+ MISSION

To Put The World On Vacation

+ FOCUS Leisure Travel



LEADING MEMBERSHIP TRAVEL BUSINESS FOR 50+ YEARS





STRATEGIC M&A EXTENDS CAPABILITIES



TRAVEL + LEISURE ACQUISITION OUTCOMES



+ REBRAND THE COMPANY

+ PARTNER WITH LEISURE BRANDS WITHOUT BRAND CONFLICT

+ LAUNCH BRANDED B2C TRAVEL SUBSCRIPTION CLUB

+ BROADEN BEYOND TIMESHARE TO GROW OUR ADDRESSABLE MARKET





BROADEN THE ENTERPRISE

	WYNDHAM • DESTINATIONS	TRAVEL+ LEISURE	
	COMING FROM		GOING TO
FOCUS	Timeshare-centric		Leisure Travel
BUSINESS MODEL	Mono-branded		Multi-branded
ADDRESSABLE MARKET	Narrow/Focused		Broad/Targeted



EXPANDING OUR TOTAL ADDRESSABLE MARKET



NEW LINES WILL CAPITALIZE ON THE 'PRIMEIFICATION' MEGATREND



U.S. HOUSEHOLD PENETRATION RATES (2021)



CREATING A PRIVATE VACATION MARKETPLACE

	Private Vacation Marketplace			
	HIGH	CUSTOMER COMMITME	NT LOW	
MODEL	Timeshare	Subscription Clubs	Booking Platforms	
TRAVEL + LEISURE BRANDS	WYNDHAM •DESTINATIONS RCI	PANORAMA TRAVEL SOLUTIONS TRAVEL+ LEISURE Club	TRAVEL+GO	
MARKET BRANDS	GRAND VACATIONS WORLDWIDE	INSPIRATO	Expedia [®] Booking	

TRAVEL + LEISURE PRIVATE VACATION MARKETPLACE

Foster Engagement

Travel Suppliers





TRAVEL+ LEISURE Club

Captive Communities

Fulfilled Inventory with Price Integrity

TRAVEL+ LEISURE

STRONG BUSINESSES DELIVER





1. 2019 adjusted EBITDA, a non-GAAP measure. See appendix for definitions and GAAP reconciliation. 2. 2019 adjusted EBITDA mix represents Travel and Membership which is comprised of RCI, North American Vacation Rentals, and ARN.

STRONG BUSINESSES DELIVER



 Adjusted free cash flow, a forward looking non-GAAP measure, the reconciliation of which is not available without unreasonable effort. See appendix for definition
Adjusted free cash flow as a percentage of Adjusted EBITDA for the years 2022 to 2025

STRATEGIC INTENT OF VACATION OWNERSHIP

Grow Vacation Ownership

- + Commitment to the Wyndham brand
- + Broaden demographic through additional brands
- + Optimize margins

Strong and Resilient business model

- + Resilient through last two downturns
- + Capital efficient
- + Industry leading margins, returns and Adj. FCF

WYNDHAM

DESTINATIONS

STRATEGIC INTENT OF RCI

Re-ignite RCI

- + Increase share of travel wallet
- + Elevate member engagement
- + Add growth streams

Recurring and Predictable Revenue Streams

- + Capital efficient, high Adj. FCF
- + Leverage core competencies and acquired capabilities to launch new travel services
- + Scalable membership model



RCI



KEY TAKEAWAYS



ACCELERATE GROWTH AND MAXIMIZE FREE CASH FLOW





1. Target compound Annual Growth 2021-25 2. Target adj. FCF conversion range 2022-25

ENVIRONMENTAL, SOCIAL GOVERNANCE

TRAVEL+ LEISURE

ESG INITIATIVES: PROGRESS





ESG INITIATIVES: ENVIRONMENTAL

ENVIRONMENTAL

SOCIAL

GOVERNANCE

+ CARBON EMISSIONS

+ SUSTAINABLE SUPPLY CHAINS

+ WATER STEWARDSHIP

Achieved water reduction goal of

25%

usage intensity six years early Planted approximately **2M**

trees through Arbor Day partnership Goal of **40%**

Reduction in greenhouse gas emissions



ESG INITIATIVES: SOCIAL



SOCIAL

GOVERNANCE

- + INCLUSION AND DIVERSITY
- + PHILANTHROPY

(a) (a)

+ COMMUNITY ENGAGEMENT



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ESG INITIATIVES: GOVERNANCE



ESG: RECOGNIZED ACCOMPLISHMENTS





KEY THEMES



STRATEGIC OVERVIEW STRONG FOUNDATION BUSINESS EXTENSIONS ACCELERATING GROWTH





TRAVEL+ LEISURE

Geoff Richards

Chief Operating Officer Wyndham Destinations



TIMESHARE = MORE RELEVANT THAN EVER







SPACE

TRUSTED BRANDS

VALUE



INDUSTRY TRANSFORMATION

HISTORICAL

Fragmented, regional developers

Fixed week/fixed unit

Real estate focused/capital intensive

TODAY

Branded hospitality developers

Flexibility

Capital efficient



WYNDHAM DESTINATIONS POSITIONED FOR SUCCESS



RESILIENT BUSINESS MODEL

245+ GLOBAL LOCATIONS



TRAVEL+ LEISURE

PRESENCE IN MAJOR LEISURE DESTINATIONS





20+ HAWAIIAN ISLANDS RESORTS

18 FLORIDA RESORTS

7 LAS VEGAS RESORTS

PRESENCE IN MAJOR URBAN DESTINATIONS





35 URBAN PROPERTIES

20 CITY DESTINATIONS
ASPIRATIONAL DESTINATIONS





KEY STATISTICS SHOW STABILITY IN OUR OWNER/MEMBER BASE





1. As of 12/31/20 2. Annual retention of owners without loans over last 10 years 3. YTD through June 30, 2021

BUILDING UPON OUR STRONG FOUNDATION



LARGE UPGRADE PIPELINE

~2.6x Initial Purchase

BLUE THREAD OPPORTUNITY

89M Loyalty Members

OPTIMIZING OPEN-MARKET CHANNELS

New Owner VPGs increase ~40% in 2021^1

1. YTD July 2021 vs. YTD July 2019

EMBEDDED REVENUE POTENTIAL OF EXISTING OWNER BASE

\$19.38 TOTAL

\$2.38 CLUB & RESORT MANAGEMENT

Total Club & Resort Management Fees over next ten years

\$4.5B FINANCING

Interest revenue on existing portfolio and upgrade loans over next ten years

\$12.58 GROSS VOI SALES¹ Owner upgrade potential of current members over next ten years

TRAVEL+ LEISURE Note: Ten year cumulative revenue potential, not discounted 1. Gross VOI, a forward looking non-GAAP measure, the reconciliation of which is not available without unreasonable effort. See appendix for definition.

BLUE THREAD OPPORTUNITY



OPTIMIZING OPEN MARKET CHANNELS

PRE-PANDEMIC

REOPENING

+ High volume

- + Scale to leverage costs
- + 600+ FICOs

- + Targeted marketing
- + CRM and data analytics
- + Advanced underwriting/ scoring

BENEFITS

- + Higher VPG
- + Stronger Portfolio
- + Higher margins

VACATION OWNERSHIP: STEADY GROWTH

2025 GOALS



COST OF SALES RISING TO 10%¹

PROVISION FOR LOAN LOSS BELOW 19%¹

NEW OWNER TRANSACTION MIX 35-40%

KEY TAKEAWAYS





TRAVEL+ LEISURE

Olivier Chavy

President, Panorama

Fiona Downing

Sr. Managing Director, Panorama and RCI





RCI BUSINESS



RCI AFFILIATES:





[‡]airmon[



WORLD'S LARGEST EXCHANGE COMPANY FOR 45+ YEARS





As of 12/31/2020, unless otherwise noted. 1. Expected absolute member count at 12/31/2021

FOCUS ON TRAVEL TO GROW



HIGH MARGIN + CAPITAL-LIGHT + HIGH ADJ. FCF



CAPTURE MORE OF OUR MEMBERS' TRAVEL SPEND





70% of U.S. travelers take 3 or more trips per year





Average booking spend per trip



RCI members could be spending as much as \$6B with travel competitors



ONE-STOP-SHOP TRAVEL MEMBERSHIP





Premium discounts to drive upgrades

From Exchange Company to Travel Provider for 3.5 million members¹

Best price guarantee on:

- + Hotels
- + Car
- + Activities
- + Cruise
- + Shopping
- + Tickets
- + More....



INCREASE EXCHANGE PROPENSITY





+ More flexibility

- + Use trading power to buy down cost of hotels
- + Added 600k+ hotels and resorts to exchange portfolio
- + Additional exchange options

TRAVEL+ LEISURE

POSITIVE TRAVEL BOOKING TRENDS





KEY TAKEAWAYS





KEY THEMES



STRATEGIC OVERVIEW STRONG FOUNDATION

BUSINESS EXTENSIONS

ACCELERATING GROWTH





TRAVEL+ LEISURE

Olivier Chavy

President, Panorama



LEVERAGE EXPERTISE TO EXPAND BEYOND TIMESHARE





BUSINESS EXTENSIONS 57

PANORAMA TRAVEL SOLUTIONS PRODUCT OFFERING



- + B2B Travel Club Solution
- + Closed User Group Travel Club
- + White Label Under Partner Brand
- + Comprehensive Travel Platform at Preferred Pricing



PANORAMA TRAVEL SOLUTIONS PARTNER VALUE PROPOSITION



BENEFITS THAT MATTER

- + Benefit from Scale and Core Competencies of RCI
- + Customized Solutions
- + Dedicated Website and Digital Interface
- + Re-enforcement of Partner Brand

MARQUEE BRANDS RECOGNIZE THE VALUE







20K MEMBERS



BUSINESS EXTENSIONS 60

SUBSCRIPTION LEVELS LEADS TO FLEXIBLE PRICING & MEMBERSHIP OPTIONS

STANDARD

+ Up to 25% discount

+ Online booking

+ No/Low Subscription Fee



+ Up to 60% discount

+ Travel concierge

+ Subscription Fee



PANORAMA TRAVEL SOLUTIONS ALGORITHM EXAMPLE

NATIONAL ASSOCIATION OF REALTORS

REALTORS:

DRIVING ENGAGEMENT



\$350 AVERAGE TRANSACTION

STANDARD MEMBERSHIP

STANDARD MEMBERSHIP CONVERSION



PREMIUM MEMBERSHIP



\$99 SUBSCRIPTION FEE

PANORAMA TRAVEL SOLUTIONS

AFFINITY PARTNER OPPORTUNITIES ACROSS MULTIPLE SECTORS



TRADE ASSOCIATIONS & NETWORKING GROUPS



MEDIA & MAGAZINES



SPORTS ASSOCIATIONS



BENEFIT & INCENTIVE PROVIDERS







BANKS & FINANCIAL INSTITUTIONS



CORPORATES & INSTITUTIONS



UNIVERSITIES



THEME PARKS



DIGITAL COMMUNITIES



PANORAMA TRAVEL SOLUTIONS DEALS TO DATE: GAINING MOMENTUM



TRAVEL+ LEISURE

LEVERAGE EXPERTISE TO EXPAND BEYOND TIMESHARE

PAN∩RAMA



CUSTOM TRAVEL SOLUTIONS TO INCREASE CUSTOMER ENGAGEMENT AND LOYALTY



Customizable digital platform White-label booking engine

PANORAMA TRAVEL SOLUTIONS





PANORAMA TRAVEL SOLUTIONS OPENS A WORLD OF OPPORTUNITY

- + U.S. TAM is 90M households
- + Global opportunity is larger
- + Affinity partner opportunities across multiple business sectors
- + Potential pool for capturing subscribers and transactions



SOCIAL FEATURES TO FOSTER COMMUNITY AND LOYALTY



- + ONE-STOP-SHOP
- + PERSONALIZED SERVICE
- + ABILITY TO COMMUNICATE WITH MY COMMUNITY

Challenges and gamification Social media tie-in Insider tips & recommendations Reward activity Referral program

TRAVEL+ LEISURE

VALUE PROPOSITION TO ALL PARTICIPANTS



TRAVEL+ LEISURE

PANORAMA TRAVEL SOLUTIONS DEALS TO DATE: GAINING MOMENTUM



BANKS & FINANCIAL INSTITUTIONS

POSADAS. VIAJAPLUS citibanamex 🕸

2.7M CARD HOLDERS



46M CARD HOLDERS



KEY TAKEAWAYS





TRAVEL+ LEISURE

Noah Brodsky

President, Travel + Leisure Group and Chief Brand Officer


WORLD'S MOST INFLUENTIAL **TRAVEL BRAND**





MEDIA HALO: MAGAZINE, WEBSITE, SOCIAL, PODCAST

TRAVEL+GO

TRAVEL+ LEISURE Club

TRAVEL+ LEISURE Licensing



Content meets commerce: Book travel at retail rates

TRAVEL+ LEISURE



Exclusive experiences, customized concierge, preferred pricing



Growing reach and awareness with branded products and services

BUSINESS EXTENSIONS 74

TRAVEL + LEISURE GO TRAFFIC IS DRIVEN FROM BOTH AFFINITY AND OPEN MARKET CHANNELS



TRAVELANDLEISURE.COM

AS EXPECTED, TRAVEL + LEISURE AFFINITY CUSTOMERS ARE OUR BEST PROSPECTS

HIGHLY ENGAGED



REPEAT VISITORS



COME BACK AGAIN

ACTIVELY PLANNING TRIPS



LOOKING TO BOOK





SHOPPERS ON GO WILL BE UPSOLD TO CLUB





WE ARE LAUNCHING AN OMNI-CHANNEL CONSUMER MARKETING CAMPAIGN TARGETING BRAND LOYALISTS



+ Travel + Leisure print ad, debuting October 2021

EXCLUSIVE EXPERIENCES FEATURE "WORLD'S BEST" AWARD WINNERS



TRAVEL+ LEISURE

CLUB MEMBERS WILL SAVE AN AVERAGE OF 25%

			Brunelles
	RATE DI	RATE DETAILS	
	Sunday, December 12, 2021	262.07 USD 138.61 USD	Room Description Check-in Checkout
	Monday, December 13, 2021	262.07 USD 138.61 USD	5 Night Stay
	Tuesday, December 14, 2021	262.07 USD 138.61 USD	Sunday, December 12 2021 Monday, December 1
	Wednesday, December 15, 2021	262.07 USD 138.61 USD	2021 Tuesday, December 1 2021
Brunelleschi Hotel	Thursday, December 16, 2021	262.06 USD 138.60 USD	Wednesday, Decemb 15, 2021 Thursday, December 2021
Piazza Santa Elisabetta	Room Cost:	1310.34 USD 693.04 USD	Room Cost:
3 Florence, IT 50122 Check-in Sunday, December 12, 2021	Tax Recovery Charges and Service Fees:	76.24 USD	Tax Recovery Charg and Service Fees: Due Now: Member Saving
Checkout Friday, December 17, 2021	Due Now:	1020.80 USD	
5 Night Stay	Member Savings	712.00 USD	

TRAVEL + LEISURE CLUB HAS A SIMPLE BUSINESS MODEL THAT PLAYS TO OUR CORE STRENGTHS

ACQUISITION CHANNELS Upsell from Travel + Leisure GO Travel + Leisure Direct (e.g., print ads) Core database ONGOING MEMBERSHIP REVENUE STREAMS Monthly dues Transaction commissions

CORE STRENGTHS

- + Upselling
- + Database marketing

- + Club membership operations
- + Discount travel

TRAVEL + LEISURE FINANCIAL ALGORITHM

TOTAL ADDRESSABLE MARKET

40M HOUSEHOLDS

PENETRATION

1%-3%

TRANSACTION PROPENSITY

2X-4X YEAR \$500 AVERAGE TRANSACTION

TRAVEL+ LEISURE Club

T+L CLUB LAUNCH TO MEDIA WAS THIS WEEK, AND HAS HAD EARLY TRACTION



Travel + Leisure is launching its subscription travel club today



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** Travel + Leisure Group has launched a new subscription based travel club today to help travelers turn their wanderlust into actionable trips an experiences. **



TRAVEL+ LEISURE

KEY TAKEAWAYS





TRAVEL+ LEISURE

Mike Hug

Chief Financial Officer



KEY THEMES



STRATEGIC OVERVIEW STRONG FOUNDATION BUSINESS EXTENSIONS ACCELERATING GROWTH





ADJUSTED EBITDA CAGR 2021-2025



4 YEAR COMPOUND ANNUAL GROWTH OUTLOOK¹





l. Growth assumptions are based off 2021 guidance

2. Adjusted EPS, a forward-looking non-GAAP measure, the reconciliation of which is not available without unreasonable effort. See appendix for definition.

VACATION OWNERSHIP GROWTH OUTLOOK 2025 PROJECTION

	Low	High
REVENUE CAGR 2021-2025	9%	10%
TOUR CAGR 2021-2025	18%	20%
GROSS VOI SALES	\$2.5B	\$2.6B
ADJ. EBITDA ¹	\$740M	\$780M



TRAVEL AND MEMBERSHIP GROWTH OUTLOOK 2025 PROJECTION

	Low	High	EBITDA Margins
REVENUE CAGR 2021-2025	27%	30%	
RCI	\$250M	\$265M	41-44%
PANORAMA TRAVEL SOLUTIONS	\$120M	\$170M	23-26%
TRAVEL + LEISURE GROUP	\$80M	\$95M	8-9%
T&M ADJUSTED EBITDA	\$450M	\$530M	21-23%

Adjusted EBITDA

Δdi

TRAVEL AND MEMBERSHIP DRIVERS 2021-2025 PROJECTION

		Low	High	
Revenue per Transaction	EXCHANGE RPT	\$335	\$350	
Reven Trans	NON-EXCHANGE RPT	\$330	\$345	
	EXCHANGE TRANSACTIONS	0.5%	2%	CAGR
	NON-EXCHANGE TRANSACTIONS	40%	50%	CAGR
	AVG. EXCHANGE MEMBERS	3.6M	3.7M	

RPT – Revenue per Transaction



2025 ADJUSTED EBITDA TARGETS

	Low	High
VACATION OWNERSHIP	\$740M	\$780M
TRAVEL AND MEMBERSHIP	\$450M	\$530M
CORP AND OTHER	(\$65M)	(\$60M)
TRAVEL + LEISURE	\$1,125M	\$1,250M



ADJUSTED EBITDA TO ADJUSTED FREE CASH FLOW CONVERSION %

2022 to 2025 Projection



STRONG TRACK RECORD OF CAPITAL RETURN

Cumulative Capital Return (\$mn) \$1,166M \$1,114M \$1.2B Returned since spin \$479M \$852M \$427M \$290M **13%** Reduced original share count since spin \$346 \$687M \$687M \$125M \$562M **PRIORITY** Ongoing capital return \$221M 2018 2019 2020 1H21 Dividends Share Repurchase

COMMITTED AND DISCIPLINED CAPITAL DEPLOYMENT

BALANCE SHEET

- + TARGETING LEVERAGE 2.25x-3.0x
- + EXPECT TO BE BELOW 4.25X BY END OF 2021

+ \$1.3B LIQUIDITY¹

STRATEGIC M&A

Active pipeline management of acquisition opportunities

DIVIDENDS

Targeting double digit dividend growth

SHARE REPURCHASES

Systematic approach with excess Adj. FCF

COMMITTED TO RETURNING CASH TO SHAREHOLDERS 2022-2025



BUSINESS INVESTMENTS SHARE REPURCHASES M&A

A NEW ALGORITHM FOR SUSTAINED GROWTH

STRONG FOUNDATION

Building on a strong foundation; resilient business with strong adj. EBITDA margins

BUSINESS EXTENSIONS

Accelerating top-line growth by leveraging core competencies with acquired strategic capabilities

FREE CASH FLOW

Driving strong Adj. FCF generation of \$2.4B+ over next four years

THE OUTLOOK

Accelerating adj. EBITDA growth and cumulative Adj. FCF to maximize shareholder returns

TRAVEL + LEISURE CO. FINANCIAL ALGORITHM 2021-2025

REVENUE CAGR

1 15-17%

ADJUSTED EBITDA CAGR

11-14%

CASH AVAILABLE FOR SHAREHOLDER VALUE

+\$2.9B-3.3B

CAPITAL ALLOCATION

DIVIDENDS

SHARE REPURCHASES M&A

COMPELLING TOTAL RETURN FRAMEWORK

TRAVEL+ LEISURE

ACCELERATING GROWTH 99

TRAVEL+ LEISURE

TNL LISTED NYSE

APPENDIX: NON-GAAP RECONCILIATION

TNL Consolidated Reconciliation of Net Income to Adjusted EBITDA (\$ in millions)

	2019	2018 ⁽¹⁾	2018 + 2019
Net income attributable to T+L shareholders	507	672	1,179
Income from ops of disc bus, net of income taxes	-	50	50
Gain on disposal of disc bus, net of income taxes	(18)	(456)	(474)
Provision for income taxes	191	130	321
Depreciation and amortization	121	138	259
Interest expense	162	170	332
Interest (income)	(7)	(5)	(12)
Acquisition related	1	-	1
Restructuring costs	9	16	25
Asset impairments	27	(4)	23
Separation & related costs ⁽²⁾	45	223	268
Legacy items ⁽³⁾	1	1	2
Gain on disposal	(68)	-	(68)
Stock based compensation	20	23	43
VAT adjustment	-	(16)	(16)
Further adjustments ⁽⁴⁾	-	15	15
Adjusted EBITDA	991	957	1,948

	2019	2018 ⁽¹⁾	2018 + 2019
- Vacation Ownership	736	704	1,440
Travel and Membership	309	295	604
Total reportable segments	1,045	999	2,044
Corporate and other ⁽⁵⁾	(54)	(42)	(96)
Adjusted EBITDA	991	957	1,948

- 1. 2018 Adjusted EBITDA is further adjusted.
- 2. Includes \$4 million and \$105 million of stock-based compensation expenses for the years ended 2019 and 2018.
- Legacy items include the resolution of and adjustments to certain contingent liabilities related to acquisitions of continuing businesses and dispositions, including the separation of Wyndham Hotels and Cendant and the sale of the European vacation rentals business.
- 4. Includes incremental license fees paid to Wyndham Hotels, other changes being effected in conjunction with the spin-off, and other costs to reflect the Company's position as if the spin-off of its hotel business and the sale of its European vacation rentals business had occurred for all reported periods.
- 5. Includes the elimination of transactions between segments.

APPENDIX: NON-GAAP RECONCILIATION

Reconciliation of Net Cash Provided by Operating Activities from Continuing Operations to Adjusted Free Cash Flow from Continuing Operations (\$ in millions)

	2019	2018	2018 + 2019
Net cash provided by operating activities from continuing operations	453	292	745
Property and equipment additions	(108)	(99)	(207)
Sum of proceeds and principal payments of non-recourse vacation ownership debt	185	264	449
Free cash flow from continuing operations	530	457	987
Separation and other adjustments ⁽¹⁾	87	123	210
Adjusted free cash flow from continuing operations ⁽²⁾	617	580	1,197
Net income cash flow conversion			63%
Adjusted free cash flow conversion			61%

- 1. Includes cash paid for separation-related activities and transaction costs for acquisitions and divestitures as well as certain adjustments to 2018 for comparative purposes for incremental license fees paid to Wyndham Hotels and other corporate costs being effected in order to reflect the Company's position as if the spin-off had occurred for all periods presented.
- 2. The Company had \$66 million of net cash used in investing activities and \$289 million of net cash used in financing activities for the year ended December 31, 2019, and \$725 million of net cash used in investing activities and \$280 million of net cash provided by financing activities for the year ended December 31, 2018.

DEFINITIONS

- 1. Adjusted Earnings/(Loss) per Share: A non-GAAP measure, defined by the Company as Adjusted net income/(loss) from continuing operations divided by the diluted weighted average number of common shares.
- 2 Adjusted EBITDA: A non-GAAP measure, defined by the Company as net income/(loss) from continuing operations before depreciation and amortization, interest expense (excluding consumer financing interest), early extinguishment of debt, interest income (excluding consumer financing revenues) and income taxes, each of which is presented on the Condensed Consolidated Statements of Income. Adjusted EBITDA also excludes stock-based compensation costs, separation and restructuring costs, legacy items, transaction costs for acquisitions and divestitures, impairments, gains and losses on sale/disposition of business, and items that meet the conditions of unusual and/or infrequent. Legacy items include the resolution of and adjustments to certain contingent liabilities related to acquisitions of continuing businesses and dispositions, including the separation of Wyndham Hotels and Cendant, and the sale of the vacation rentals businesses. We believe that when considered with GAAP measures, Adjusted EBITDA is useful to assist our investors in evaluating our ongoing operating performance for the current reporting period and, where provided, over different reporting periods. We also internally use these measures to assess our operating performance, both absolutely and in comparison to other companies, and in evaluating or making selected compensation decisions. Adjusted EBITDA should not be considered in isolation or as a substitute for net income/(loss) or other income statement data prepared in accordance with GAAP and our presentation of Adjusted EBITDA may not be comparable to similarly-titled measures used by other companies.
- 3. Adjusted EBITDA Margin: A non-GAAP measure, represents Adjusted EBITDA as a percentage of revenue.
- 4. Adjusted Free Cash Flow: A non-GAAP measure, defined by the Company as net cash provided by operating activities from continuing operations less property and equipment additions (capital expenditures) plus the sum of proceeds and principal payments of non-recourse vacation ownership debt, while also adding back cash paid for transaction costs for acquisitions and divestitures, and separation adjustments associated with the spin-off of Wyndham Hotels and certain adjustments related to COVID-19. A limitation of using Adjusted free cash flow versus the GAAP measure of net cash provided by operating activities as a means for evaluating TNL is that Adjusted free cash flow does not represent the total cash movement for the period as detailed in the consolidated statement of cash flows.
- 5. Average Number of Members: Represents paid members in our vacation exchange programs who are current on their annual membership dues or within the allowed grace period.
- 6. Free Cash Flow (FCF): A non-GAAP measure, defined by TNL as net cash provided by operating activities from continuing operations less property and equipment additions (capital expenditures) plus the sum of proceeds and principal payments of non-recourse vacation ownership debt. TNL believes free cash flow to be a useful operating performance measure to evaluate the ability of its operations to generate cash for uses other than capital expenditures and, after debt service and other obligations, its ability to grow its business through acquisitions and equity investments, as well as its ability to return cash to shareholders through dividends and share repurchases. A limitation of using free cash flow versus the GAAP measure of net cash provided by operating activities as a means for evaluating TNL is that free cash flow does not represent the total cash movement for the period as detailed in the consolidated statement of cash flows.
- 7. Further Adjusted Earnings Measures: A non-GAAP measure, defined by the Company to exclude certain items including impairment charges, restructuring and other related charges, transaction-related items, contract termination costs and other significant charges which in the Company's view does not reflect ongoing performance. Further adjusted earnings measures adjust for license fees, credit card income and corporate expense to reflect the performance of the Company as if it were separated from Wyndham Hotels and the sale of the European rentals business was completed for all reported periods. All further adjusted earnings measures are reported from continuing operations, unless otherwise noted. Wyndham Destinations believes that these measures are useful to investors as supplemental measures in evaluating the aggregate performance of the Company.
- 8. Gross Vacation Ownership Interest Sales: A non-GAAP measure, represents sales of vacation ownership interests (VOIs), including sales under the fee-for-service program before the effect of loan loss provisions. We believe that Gross VOI sales provide an enhanced understanding of the performance of our vacation ownership business because it directly measures the sales volume of this business during a given reporting period.
- 9. Leverage Ratio: The Company calculates leverage ratio as net debt divided by Adjusted EBITDA as defined in the credit agreement.
- 10. Net Debt: Net debt equals total debt outstanding, less non-recourse vacation ownership debt and cash and cash equivalents.
- 11. New Owner Sales, Transactions Mix: Represents the number of first time buyer transactions as a percentage of the total number of VOIs sold during the period.

DEFINITIONS AND SOURCES

- 12. Travel and Membership Revenue per Transaction: Represents transactional revenue divided by transactions, provided in two categories; Exchange, which is primarily RCI, and non-Exchange.
- **13.** Travel and Membership Transactions: Represents the number of vacation bookings recognized as revenue during the period, net of cancellations, provided in two categories; Exchange, which is primarily RCI, and non-Exchange.
- 14. Volume Per Guest (VPG): Represents Gross VOI sales (excluding tele-sales upgrades, which are non-tour upgrade sales) divided by the number of tours. The Company has excluded non-tour upgrade sales in the calculation of VPG because non-tour upgrade sales are generated by a different marketing channel.

Sources

Slide 14 EXPANDING OUR TOTAL ADDRESSABLE MARKET: * 90M Qualified U.S. HHs = Number of U.S. households that reported having taken at least one leisure trip in the past year; **40M U.S. HHs = U.S. HHs addressable for subscription services, estimated based on analysis of a basket of mainstream subscription services such as Amazon Prime, Costco, Travel Credit Cards, etc. Source: ARDA; Timeshare Consumer Guide; Euromonitor

Slide 15 NEW LINES WILL CAPITALIZE ON THE 'PRIMEIFICATION' MEGATREND: * Hundreds of companies across SaaS, IoT, Manufacturing, Publishing, Media, Telecommunications, Healthcare, and Corporate Services tracked by Zuora; ^ Zuora survey conducted across 12 countries including the U.S. Source: BMC/Mercatus survey; Company sites, filings, and executives; Emarketer; IMF; Leichtman Research; Realty Mogul; U.S. Census Bureau; Zuora

Slide 78 PANORAMA TRAVEL SOLUTIONS OPENS A WORLD OF OPPORTUNITY: * Qualified Global HHs = Number of households in the world with income above the U.S. median household income (~\$75K), adjusted for purchasing power parity and who therefore have the potential to subscribe to travel services or transact through our travel service Source: ARDA; Timeshare Consumer Guide; Euromonitor