



# Company Overview

## Citi Basic Chemicals Virtual Conference

November 2021

# Disclaimer

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## **Forward-Looking Statements:**

This presentation and the related conference call includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward looking statements reflect the current expectations of Diversey Holdings, Ltd. and its subsidiaries (the "Company") and projections with respect to, among other things, its financial condition, results of operations, plans, objectives, future performance, business, strategy, guidance, long term margins and other financial goals and value creation algorithms. These statements may be preceded by, followed by, include or otherwise be identified by the words "anticipate," "estimate," "expect," "project," "plan," "potential," "predict," "intend," "believe," "may," "might," "will," "would," "should", "can have," "could," "continue," "contemplate," "target," "likely" and the negatives thereof and other words and terms of similar meaning. Forward-looking statements include all statements that are not historical facts. Forward-looking statements are based on information available at the time those statements are made and/or management's good faith beliefs and assumptions as of that time with respect to future events. There is no assurance that any forward-looking statements will materialize. Such forward-looking statements involve unknown risks and uncertainties and other important factors that may cause performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. You are cautioned not to place undue reliance on forward-looking statements, which reflect expectations only as of the date of this presentation. Statements in this presentation speak only as of the date they were made, and the Company undertakes no obligation to update or review any forward-looking statement, whether as a result of new information, future events or otherwise, except as otherwise required by law.

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This presentation includes information concerning economic conditions, the Company's industry, the Company's markets and the Company's competitive position that is based on a variety of sources, including information from independent industry analysts and publications, as well as the Company's own estimates and research. The Company's estimates are derived from publicly available information released by third party sources, as well as data from its internal research, and are based on such data and the Company's knowledge of its industry, which the Company believes to be reasonable. The independent industry publications used in this presentation were not prepared on the Company's behalf. This information involves many assumptions and limitations, and you are cautioned not to give undue weight to these estimates. The Company has not independently verified the accuracy or completeness of the data contained in these industry publications and other publicly available information. Accordingly, the Company makes no representations as to the accuracy or completeness of that data nor does it undertake to update such data after the date of this presentation.

## **Non-GAAP Measures:**

This presentation contains financial measures, including Adjusted EBITDA and EBITDA, which are not recognized under generally accepted accounting principles in the United States ("GAAP"). The Company believes that non-GAAP financial information, when taken collectively, may be helpful to investors because it provides consistency and comparability with past financial performance and assists in comparisons with other companies, some of which use similar non-GAAP financial information to supplement their GAAP results. The non-GAAP financial information is presented for supplemental informational purposes only, and should not be considered a substitute for financial information presented in accordance with GAAP and may be different from similarly-titled non-GAAP measures used by other companies. Adjusted EBITDA and EBITDA have limitations as analytical tools, and you should not consider these measures either in isolation or as a substitute for other methods of analyzing the results as reported under GAAP. For a reconciliation of historical non-GAAP financial measures to the most closely comparable GAAP measures, see the appendix to this presentation.

# Market Leader in Hygiene, Infection Prevention, and Cleaning Solutions

## Diversey At-a-Glance

**95+**  
Years of History

**\$2.6Bn**  
2020 Revenue

**15%+**  
Adj. EBITDA Margin <sup>(1)</sup>

**~8,600**  
Employees

**~\$46Bn**  
Market Opportunity

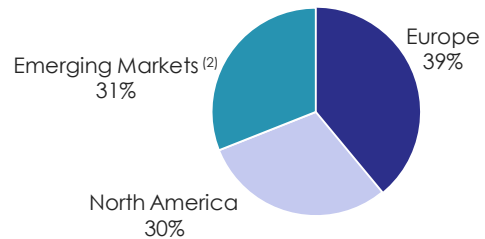
**#1 or #2**  
Market Positions

**80+**  
Countries Served

**1,400+**  
Patents

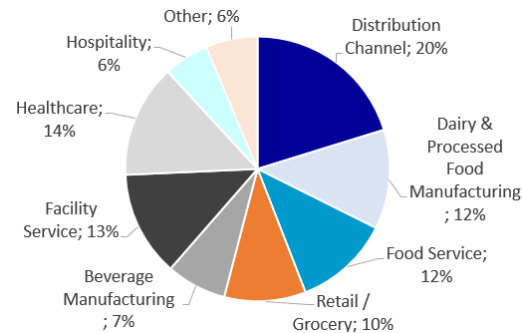
## Global, Diversified, and Balanced Business Model

Revenue by Geography <sup>(2)</sup>



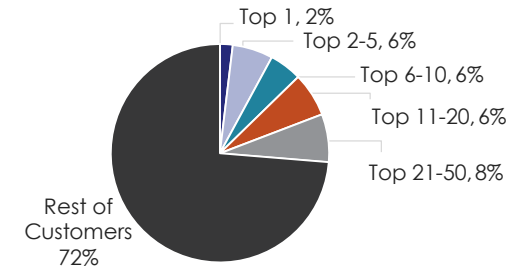
Market Leading Scale in All Regions

Revenue by End Market <sup>(3)</sup>



Diverse End Market Presence

Revenue by Customer <sup>(3)</sup>



85,000+ Global Customers



**Notes:**

1. Based on year end 2020 values. See page in appendix for reconciliation to NetIncome
2. Based on 2020 revenues. Emerging markets includes Eastern Europe
3. Based on 2020 revenues, Facility Service includes BSC and Education end markets

# We Serve Our Customers Across Two Business Segments



## Institutional

**\$1,995MM (76% of 2020 Revenue)**

- Infection Prevention: Hard Surface & Personal Care
- Floor & Building Care Chemicals
- Kitchen & Mechanical Warewash Chemicals and Machines
- Fabric Care
- Dosing & Dispensing Equipment
- Floor Care Machines
- Food Safety and Audit



## Food & Beverage

**\$634MM (24% of 2020 Revenue)**

- Cleaning Products
- Engineering & Equipment Solutions
- Knowledge-Based Services
- Training
- Water Treatment

## End Markets



Healthcare



Food Service



Retail and Grocery



Education



Hospitality



Building Service Contractors



Alcoholic Beverage



Non-Alcoholic Beverage



Dairy



Pharma



Agriculture



Processed Food

## End Markets

# The Diversey Value Creation Algorithm

## Compelling Value Creation Algorithm

Market Growth + Above-Market Share Gains

+

Accretive M&A

+

Long-Term Targeted Adjusted EBITDA Margin Expansion to 20%

+

Significant Deleveraging Opportunities

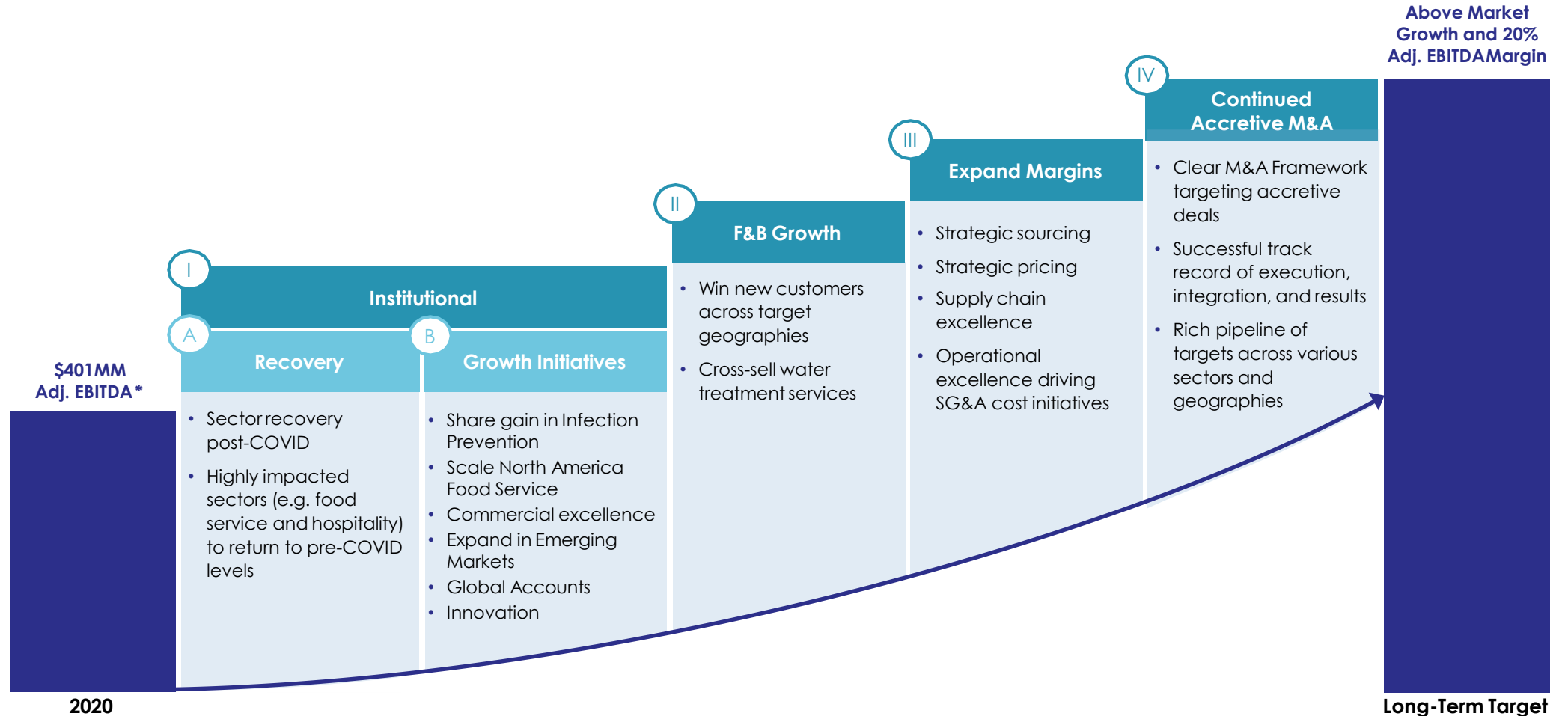
+

Target Strong Free Cash Flow Conversion

=

**Powerful Model for Shareholder Value Creation**

# Our Growth Plan is Clear, Compelling, and Multi-Faceted



**Notes:**

\* See page in appendix for reconciliation to Net Income

The Diversey logo is a white oval with a blue border. Inside the oval, the word "Diversey" is written in a white, sans-serif font. To the right of the text is a stylized white leaf icon. A small "TM" trademark symbol is located at the top right of the oval.

Diversey™

APPENDIX

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## Financial Reconciliations

# Non-GAAP Financial Measures

\$MM	Year Ended December 31,		
	2018	2019	2020
<b>Net Income (Loss)</b>	<b>(224.7)</b>	<b>(76.3)</b>	<b>(29.3)</b>
Interest expense	135.2	141.0	127.7
Interest income	(5.8)	(7.5)	(5.9)
Amortization of intangible assets	91.2	93.7	98.2
Depreciation expense included in COGS	73.4	84.4	89.5
Depreciation expense included in SG&A	7.6	7.4	7.9
<b>EBITDA</b>	<b>76.9</b>	<b>242.7</b>	<b>288.1</b>
Impairment of goodwill	68.5	--	--
Transition and transformation costs and non-recurring costs	120.6	52.8	42.5
Restructuring costs	24.9	19.8	25.6
Foreign currency loss related to Argentina	3.4	11.4	1.6
Adjustment for tax indemnification asset	31.0	7.1	2.8
Merger and acquisition-related costs	7.3	0.3	1.0
Acquisition accounting adjustments	5.3	1.9	--
Bain Capital management fee	7.5	7.5	7.5
Non-cash pension and other post-employment benefit plan	(10.5)	(8.8)	(12.9)
Foreign currency loss (gain)	(16.3)	10.8	(25.1)
Factoring fees	0.6	3.4	4.3
Share-based compensation	--	3.0	67.5
Gain on sale of business and investments	--	(13.0)	--
Other items	2.4	0.9	(1.7)
<b>Non-GAAP consolidated Adjusted EBITDA</b>	<b>321.6</b>	<b>339.8</b>	<b>401.2</b>

