



# Non-GAAP Reconciliations

As of June 30, 2017

# Reconciliation of Non-GAAP Measures



## Adjusted diluted earnings per share from continuing operations

(\$M, except per share data)	Three Months Ended June 30,		Six Months Ended June 30,	
	2017	2016	2016	2017
Income from continuing operations as reported	\$ 18.3	\$ 18.8	\$ 35.9	\$ 24.0
Non-GAAP adjustments:				
Restructuring expense	0.6	1.9	1.0	9.1
Impact on tax provision from Non-GAAP adjustments	<u>(0.2)</u>	<u>(0.6)</u>	<u>(0.3)</u>	<u>(2.9)</u>
Adjusted income from continuing operations	\$ 18.7	\$ 20.1	\$ 36.6	\$ 30.2
Income from continuing operations as reported	\$ 18.3	\$ 18.8	\$ 35.9	\$ 24.0
Total shares and dilutive securities	<u>32.3</u>	<u>29.8</u>	<u>31.4</u>	<u>29.8</u>
Diluted earnings per share from continuing operations	<u>\$ 0.57</u>	<u>\$ 0.63</u>	<u>\$ 1.14</u>	<u>\$ 0.80</u>
Adjusted income from continuing operations	\$ 18.7	\$ 20.1	\$ 36.6	\$ 30.2
Total shares and dilutive securities	<u>32.3</u>	<u>29.8</u>	<u>31.4</u>	<u>29.8</u>
Adjusted diluted earnings per share from continuing operations	<u>\$ 0.58</u>	<u>\$ 0.67</u>	<u>\$ 1.17</u>	<u>\$ 1.01</u>

# Reconciliation of Non-GAAP Measures



## Adjusted EBITDA

(\$M)	Six Months Ended June 30,		For the Year Ended
	2017	2016	December 31, 2016
Net income	\$ 35.3	\$ 23.9	\$ 67.6
Loss from discontinued operations, net of tax	(0.6)	(0.1)	(0.4)
Income from continuing operations as reported	\$ 35.9	\$ 24.0	\$ 68.0
Provision for income tax	7.6	11.4	26.0
Net interest expense	6.7	4.2	9.4
Depreciation and amortization	25.1	18.1	38.5
EBITDA	\$ 75.3	\$ 57.7	\$ 141.9
Restructuring expense	1.0	9.1	12.3
Adjusted EBITDA	<u>\$ 76.3</u>	<u>\$ 66.8</u>	<u>\$ 154.2</u>

# Reconciliation of Non-GAAP Measures



## Adjusted EBITDA Outlook

As of August 1, 2017

(\$M)	<b>Outlook FY 2017</b>
Net income	\$92.3 to \$98.7
Loss from discontinued operations, net of tax	(1.2) to (0.8)
Income from continuing operations as reported	<u>\$93.5 to \$99.5</u>
Provision for income tax	33.0 to 36.0
Net interest expense	13.5 to 14.5
Depreciation and amortization	<u>49.0 to 51.0</u>
EBITDA	\$190.0 to \$200.0
Restructuring expense	1.0 to 2.0
Adjusted EBITDA	<u><u>\$191.0 to \$202.0</u></u>

# Reconciliation of Non-GAAP Measures



## Free cash flow and free cash flow conversion

(\$M)	Six Months Ended June 30,	
	2017	2016
Cash provided by operating activities (GAAP Measure)	\$ 2.0	\$ 0.7
Less: capital expenditures net of proceeds from sale of fixed assets	16.4	19.9
Plus: Pension contributions	-	5.0
Free cash flow (FCF)	<u>\$ (14.4)</u>	<u>\$ (14.2)</u>
Income from continuing operations(ICO)	\$ 35.9	\$ 24.0
Free cash flow conversion (FCF divided by ICO)	-40%	-59%

# Reconciliation of Non-GAAP Measures



## Q2 FoodTech Operating Margin Analysis

(\$M)	Three months ended June 30, 2017
Total FoodTech operating profit	\$ 31.1
Total FoodTech revenue	\$ 278.9
FoodTech operating profit margin	11.2%
Total FoodTech operating profit	\$ 31.1
Less: remove the effects of acquisitions	(1.4)
Adjusted FoodTech organic total segment operating profit	<u>\$ 29.7</u>
Total FoodTech revenue	\$ 278.9
Less: remove the effects of acquisitions	(44.0)
Adjusted FoodTech organic total revenue	<u>\$ 234.9</u>
Adjusted FoodTech operating profit margin	12.6%

# Reconciliation of Non-GAAP Measures



## Bank leverage ratio calculation

(\$M)

Twelve months  
ended  
June 30, 2017

Total debt	\$	399.5
Obligations with respect to deferred purchase price		12.8
Other items considered debt under the credit agreement		0.5
<b>Consolidated total indebtedness</b>	<b>\$</b>	<b>412.8</b>
Last four quarters adjusted EBITDA	\$	164.1
Add: Proforma EBITDA from acquisitions not included in adjusted EBITDA, per credit agreement		13.5
Non-cash expenses, including those related to stock based compensation, per credit agreement		9.7
Cash payments with respect to non-cash charges noted above subsequent to the fiscal quarter in which the relevant non-cash expenses or losses were incurred, per credit agreement		(8.0)
<b>Consolidated EBITDA</b>	<b>\$</b>	<b>179.3</b>
<b>Bank leverage ratio (Consolidated Total Indebtedness / Consolidated EBITDA)</b>		<b>2.30</b>



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