

VWR Funding, Inc.
GAAP / Non-GAAP Reconciliations
Three and Six Months Ended June 30, 2014

The following are excerpts from “Management’s Discussion and Analysis of Financial Condition and Results of Operations” as filed in our Quarterly Report on Form 10-Q for the period ended June 30, 2014. All references contained herein refer to that report.

Adjusted EBITDA

Adjusted EBITDA is a non-GAAP financial measurement used by our creditors, investors and management to measure and evaluate our operating performance. We strongly encourage readers to review our financial statements and publicly filed reports in their entirety and not rely solely on any one, single financial measure as discussed previously in the section entitled “Key Indicators of Performance and Financial Condition.”

The following table presents Adjusted EBITDA, changes in Adjusted EBITDA and Adjusted EBITDA as a percentage of net sales (dollars in millions):

	Three Months Ended June 30,				Six Months Ended June 30,			
	2014	2013	Change		2014	2013	Change	
			Amount	%			Amount	%
Adjusted EBITDA	\$ 105.3	\$ 96.7	\$ 8.6	8.9 %	\$ 217.0	\$ 192.9	\$ 24.1	12.5 %
Adjusted EBITDA margin	9.5 %	9.2 %	30	basis points	10.0 %	9.3 %	70	basis points

Adjusted EBITDA for the three and six months ended June 30, 2014 increased \$8.6 million or 8.9% and increased \$24.1 million or 12.5%, respectively, compared to the prior periods. Changes in foreign currency rates caused Adjusted EBITDA to increase by \$1.1 million and to increase by \$2.4 million for the three and six months ended June 30, 2014, respectively. Recent acquisitions caused Adjusted EBITDA to increase by \$1.7 million and to increase by \$3.4 million for the three and six months ended June 30, 2014, respectively. The remaining increase was primarily due to the organic improvement in operating income discussed previously.

The following table presents the reconciliation of Adjusted EBITDA from net income or loss (in millions):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2014	2013	2014	2013
Net income (loss)	\$ 16.6	\$ (3.6)	\$ 34.0	\$ 18.5
Income tax provision	8.8	3.9	19.5	18.7
Interest expense, net of interest income	44.9	47.4	90.7	95.0
Depreciation and amortization	31.7	32.0	66.3	63.8
Net foreign currency remeasurement (gain) loss from financing activities	(8.2)	16.1	(5.2)	(7.6)
Impairment of goodwill	11.3	—	11.3	—
Loss on extinguishment of debt	—	—	—	2.0
Charges associated with an executive departure	—	0.8	—	2.2
Share-based compensation expense	0.2	0.1	0.4	0.3
Adjusted EBITDA	\$ 105.3	\$ 96.7	\$ 217.0	\$ 192.9

Net Debt and Net Leverage

Net Debt and Net Leverage are non-GAAP financial measurements used by our creditors, investors and management to monitor our financial condition and our continuing ability to service debt. We strongly encourage readers to review our financial statements and publicly filed reports in their entirety and not rely solely on any one, single financial measure as discussed previously in the section entitled “Key Indicators of Performance and Financial Condition.”

The following table reconciles Net Debt from total debt and capital lease obligations and presents the calculation of Net Leverage (dollars in millions):

	June 30, 2014	December 31, 2013	June 30, 2013
Total debt and capital lease obligations	\$ 2,844.6	\$ 2,854.4	\$ 2,871.9
Less:			
Cash and cash equivalents	151.6	135.6	148.3
Compensating cash balance	17.0	25.9	23.0
Net Debt	2,676.0	2,692.9	2,700.6
LTM Adjusted EBITDA	442.6	418.5	400.0
Net Leverage	6.0X	6.4X	6.8X

The decreases in Net Leverage at June 30, 2014 compared to prior periods were primarily attributable to increases in LTM Adjusted EBITDA.

The following table presents the reconciliation of LTM Adjusted EBITDA from net income or loss (in millions):

	Twelve Months Ended		
	June 30, 2014	December 31, 2013	June 30, 2013
Net income (loss)	\$ 29.6	\$ 14.1	\$ (10.8)
Interest expense, net of interest income	186.4	190.7	197.0
Income tax provision	9.2	8.4	2.9
Depreciation and amortization	132.5	130.0	129.4
Share-based compensation expense	0.7	0.6	0.7
Net foreign currency remeasurement loss from financing activities	40.4	38.0	30.0
Impairment of goodwill	11.3	—	—
Debt refinancing fees and extinguishment losses	—	2.0	27.5
Charges associated with executive departures	—	2.2	8.4
Charges associated with restructurings and other cost reduction initiatives	32.5	32.5	16.9
Gains from changes in the estimated fair value of contingent consideration	—	—	(2.0)
LTM Adjusted EBITDA	\$ 442.6	\$ 418.5	\$ 400.0