



Fourth Quarter Fiscal Year 2021 Earnings Call

August 26, 2021

Safe Harbor Statement



Safe Harbor Statement

Certain statements contained in this presentation constitute “forward-looking statements” within the meaning of federal securities laws, including the Private Securities Litigation Reform Act of 1995. Forward-looking statements are predictions based on expectations and projections about future events and are not statements of historical fact. You can identify forward-looking statements by the use of forward-looking terminology such as “plan,” “continue,” “expect,” “anticipate,” “intend,” “predict,” “project,” “estimate,” “likely,” “believe,” “might,” “seek,” “may,” “will,” “remain,” “potential,” “can,” “should,” “could,” “future” and similar expressions, or the negative of those expressions, or similar words or phrases that are predictions of or indicate future events or trends and that do not relate solely to historical matters. You can also identify forward-looking statements by discussions of the Company’s strategic initiatives, including productivity and transformation, the Company’s guidance for fiscal year 2022 and our future performance and results of operations.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, levels of activity, performance or achievements of the Company, or industry results, to be materially different from any future results, levels of activity, performance or achievements expressed or implied by such forward-looking statements, and you should not rely on them as predictions of future events. Forward-looking statements depend on assumptions, data or methods that may be incorrect or imprecise and may not be able to be realized. We do not guarantee that the transactions and events described will happen as described (or that they will happen at all). Such factors include, among others, the impact of competition; challenges and uncertainty resulting from the COVID-19 pandemic; our ability to manage our supply chain effectively; disruption of operations at our manufacturing facilities; reliance on independent contract manufacturers; changes to consumer preferences; customer concentration; reliance on independent distributors; the availability of organic ingredients; risks associated with our international sales and operations; risks associated with outsourcing arrangements; our ability to execute our cost reduction initiatives and related strategic initiatives; our reliance on independent certification for a number of our products; the reputation of our Company and our brands; our ability to use and protect trademarks; general economic conditions; input cost inflation; the United Kingdom’s exit from the European Union; cybersecurity incidents; disruptions to information technology systems; the impact of climate change; liabilities, claims or regulatory change with respect to environmental matters; potential liability if our products cause illness or physical harm; the highly regulated environment in which we operate; pending and future litigation; compliance with data privacy laws; compliance with our credit agreement; the discontinuation of LIBOR; concentration in the ownership of our common stock; our ability to issue preferred stock; the adequacy of our insurance coverage; impairments in the carrying value of goodwill or other intangible assets; and other risks detailed from time-to-time in the Company’s reports filed with the United States Securities and Exchange Commission, including our most recent Annual Report on Form 10-K and our subsequent reports on Forms 10-Q and 8-K. As a result of the foregoing and other factors, the Company cannot provide any assurance regarding future results, levels of activity and achievements of the Company, and neither the Company nor any person assumes responsibility for the accuracy and completeness of these statements. All forward-looking statements contained herein apply as of the date hereof or as of the date they were made and, except as required by applicable law, the Company disclaims any obligation to publicly update or revise any forward-looking statement to reflect changes in underlying assumptions or factors or new methods, future events or other changes.

Non-GAAP Financial Measures

This presentation and the accompanying appendix include non-GAAP financial measures, including adjusted operating income and its related margin, adjusted gross margin, adjusted net income, adjusted earnings per diluted share, net sales adjusted for the impact of foreign exchange, divestitures and discontinued brands, adjusted EBITDA and its related margin and net debt. The reconciliations of these non-GAAP financial measures to the comparable GAAP financial measures are included in this presentation and the appendix to this presentation. Management believes that the non-GAAP financial measures presented provide useful additional information to investors about current trends in the Company’s operations and are useful for period-over-period comparisons of operations. These non-GAAP financial measures should not be considered in isolation or as a substitute for the comparable GAAP measures. In addition, these non-GAAP measures may not be the same as similar measures provided by other companies due to potential differences in methods of calculation and items being excluded. They should be read only in connection with the Company’s Consolidated Balance Sheets and Statements of Operations and Cash Flows presented in accordance with GAAP. Certain forward-looking non-GAAP financial measures included in this presentation are not reconciled to the comparable forward-looking GAAP financial measures. The company is not able to reconcile these forward-looking non-GAAP financial measures to their most directly comparable forward looking GAAP financial measures without unreasonable efforts because the company is unable to predict with a reasonable degree of certainty the type and extent of certain measures. Such items may include litigation and related expenses, productivity and transformation costs, impairments, gains or losses on sales of assets and businesses, foreign exchange movements and other items. The unavailable information could have a significant impact on the Company’s GAAP financial results.



Fourth quarter FY 2021

- Delivered Q4 guidance and solid growth vs. FY19
- Strong consumption growth on Get Bigger brands vs. FY19

Full year FY 2021

- 9 consecutive quarters of year over year adjusted gross margin and adjusted EBITDA margin improvement
- Achieved full year adjusted EBITDA margin outlined at the 2019 Investor Day, one year ahead of schedule
- Strong full year Operating Cash Flow & adjusted EPS Growth

FY 2022 guidance¹

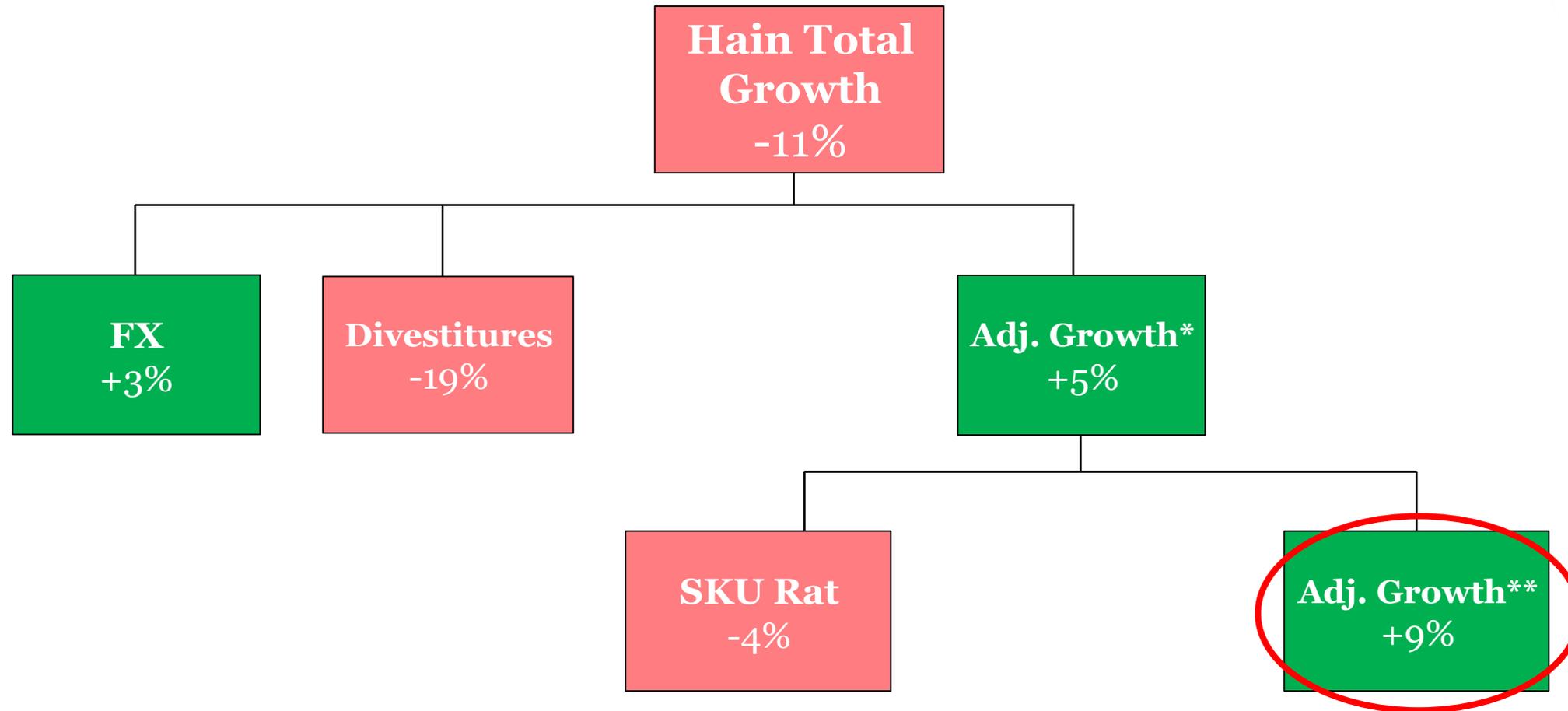
- Low single digit adjusted net sales growth
- Adjusted Gross margin improvement
- Mid to high single digit adjusted EBITDA growth
- High single digit adjusted topline growth and 65%+ adjusted EBITDA growth vs. FY 2019

Q4 2021 Delivered Against Guidance and Growing vs. 2019 on an Adjusted Basis



	Q4 2021 Guidance	Performance vs. Prior Year	Performance vs. 2 YAG
Net Sales Growth	11% to 14% decline	-12%	-11%
Adj. Net Sales Growth	5% to 8% decline	-8%	+5%
Adj. Gross Margin Improvement	>100bps	+49 bps	+306 bps
Adj. EBITDA \$ Growth	Near 10%	+10%	+38%
Adj. EBITDA Margin Improvement	>100 bps	+296 bps	+534 bps

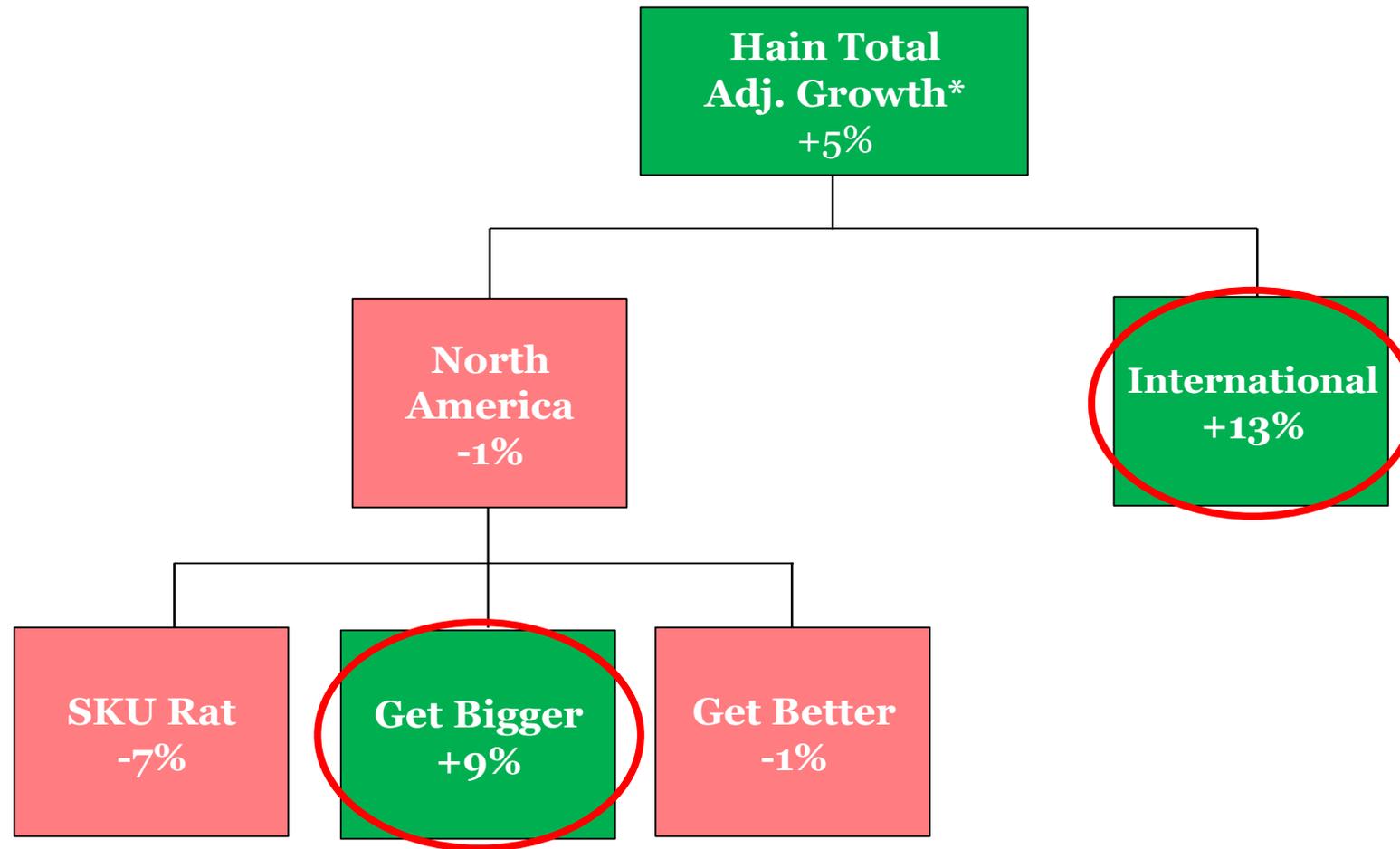
Q4 Topline Growth Decomposition vs. FY19: Strong Underlying Growth



*Adjusted for the impact of foreign currency changes, divestitures and discontinued brands

** Further adjusted for SKU rationalizations

Q4 Topline Growth Decomposition vs. FY19: Healthy Growth of International and Get Bigger Brands

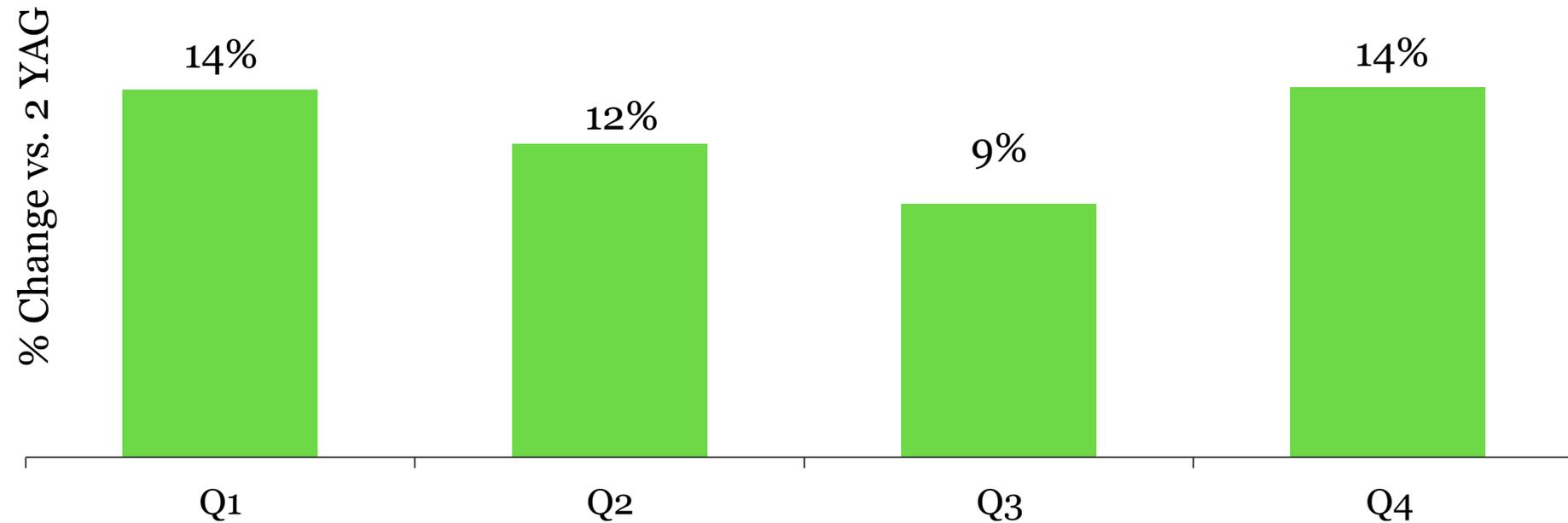


*Adjusted for the impact of foreign currency changes, divestitures and discontinued brands

Strong Get Bigger Brand Consumption Growth Every Quarter vs. Pre-Pandemic Periods



Consumption Growth FY21 vs. FY19

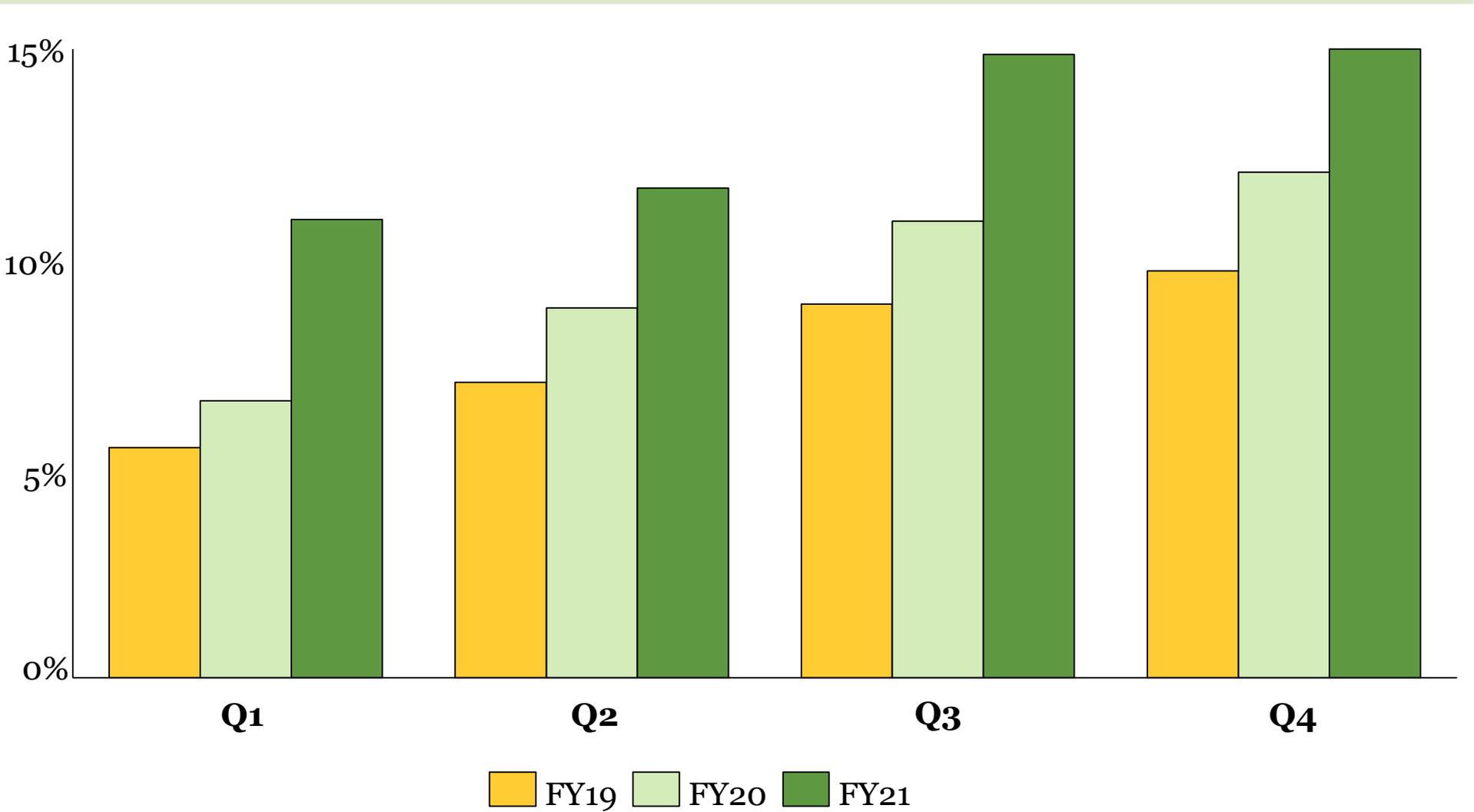


Source: US IRI MULO+C, 12-week quarterly data ending 7/12/20 for Q1, 12/27/20 for Q2, 3/21/21 for Q3 and 7/11/21 for Q4

Delivered Margin Improvements Every Quarter Since FY19



Adjusted EBITDA Margin

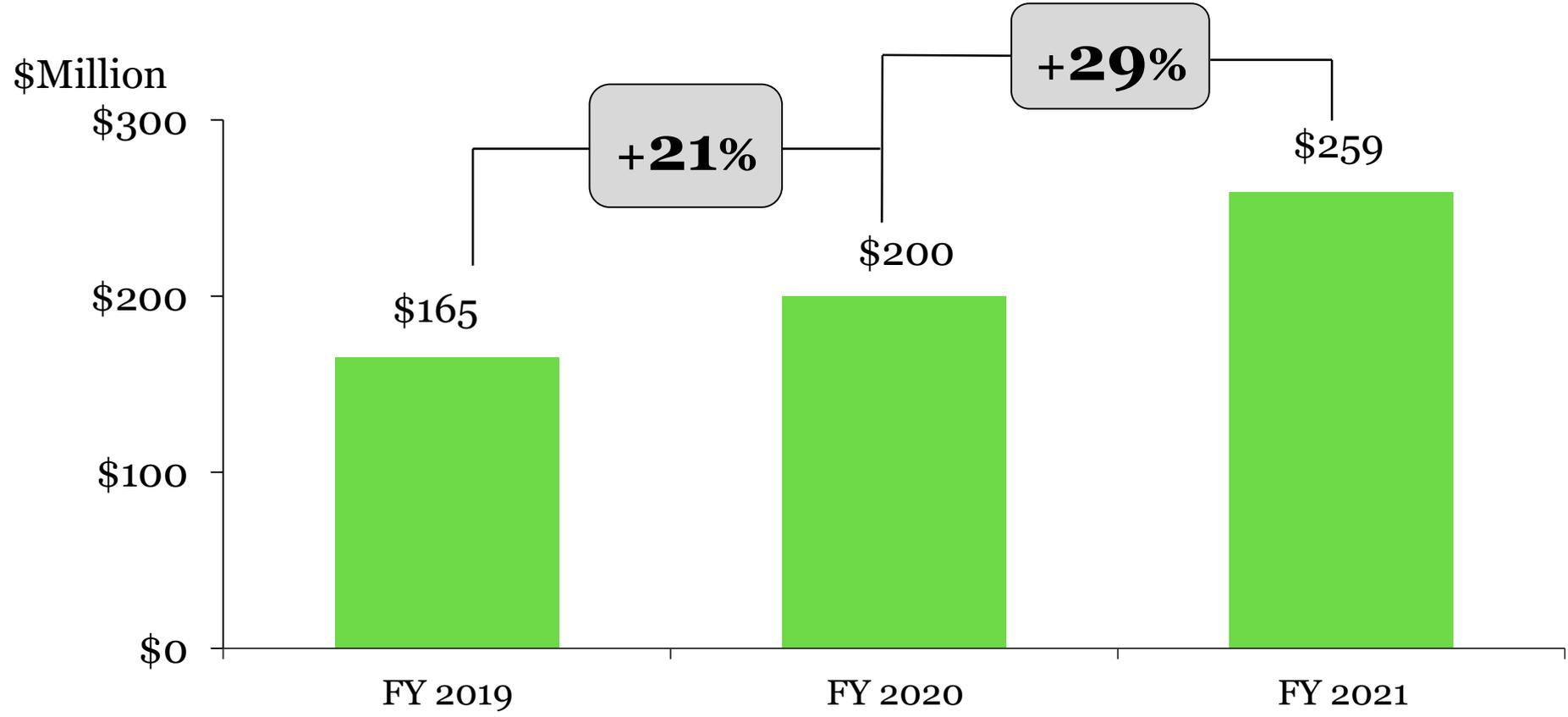


Note: See appendix pages for reconciliation between adjusted and GAAP figures

Double Digit Adj. EBITDA \$ Growth in Last Two Years



Consolidated Adjusted EBITDA \$ Growth

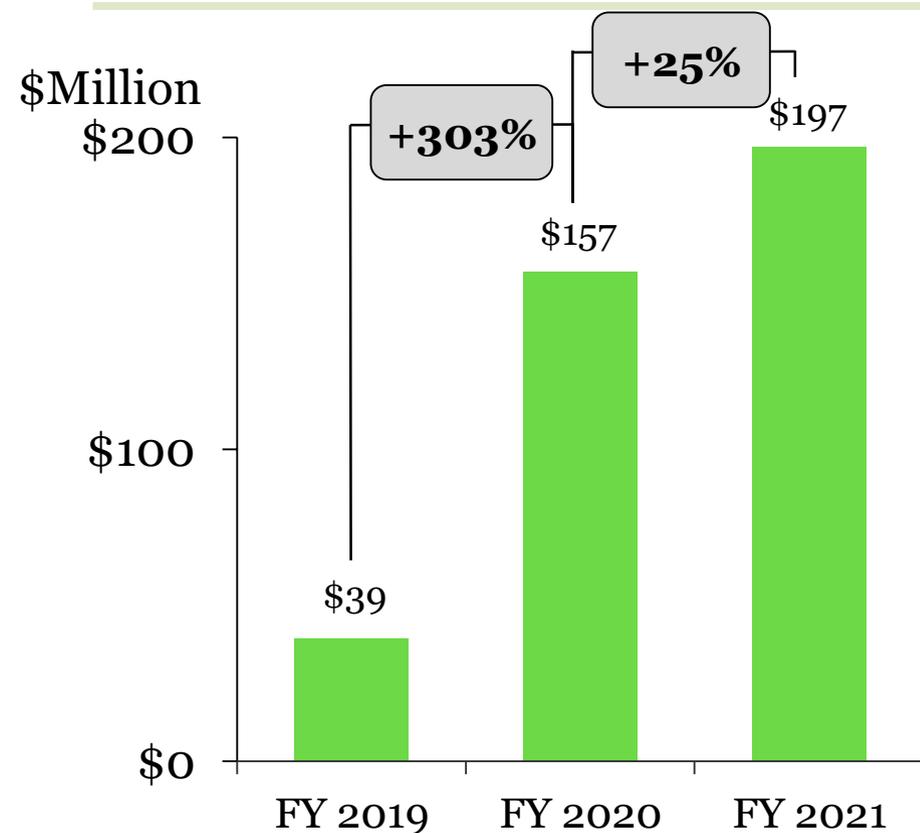


Note: See appendix for reconciliation between adjusted and GAAP figures

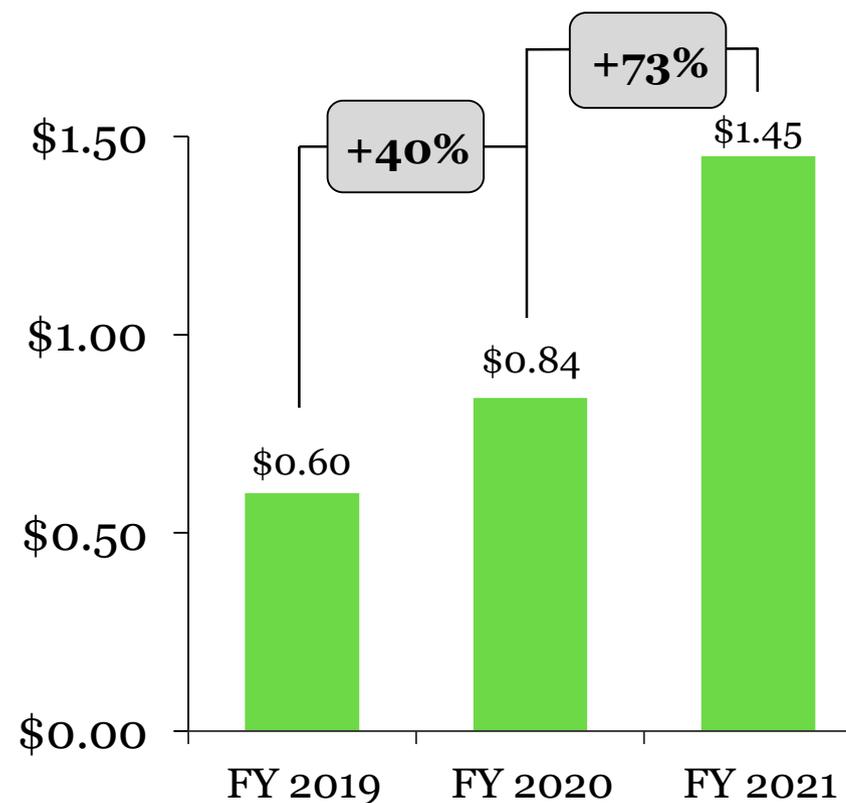
Strong Full Year Operating Cash Flow & Adj. EPS Growth



Operating Cash Flow



Adjusted EPS



Note: See appendix for reconciliation between adjusted EPS and EPS

FY22 Guidance: Delivering Topline Growth and Margin Expansion



	FY22 vs. FY21	FY22 vs. FY20	FY22 vs. FY19
Adj. Net Sales Growth	Low Single-Digit	Mid Single-Digit	High Single-Digit
Adj. Gross Margin	Continued expansion		
Adj. EBITDA Growth	Mid to High Single-Digit	35%+	65%+
Adj. EBITDA Margin	Continued expansion		

FY22 Key Plan Assumptions



Mid-digit inflation

Pricing/productivity exceeds inflation and delivers margin improvement

At-Home eating occasions normalizing, however somewhat higher than pre-Covid levels

Net sales and adjusted EBITDA growth stronger in second half

- Confirmed incremental promotional events at a large customer
- Lapping Covid-surge in first half of FY21
- Recovering from labor-driven supply chain challenges
- Pricing actions fully benefitting the P&L in second half of FY22



APPENDIX

Net Sales, Gross Profit & Operating Income (Loss) by Segment (FY21 and FY20 Q4)



THE HAIN CELESTIAL GROUP, INC.
Net Sales, Gross Profit and Operating Income (Loss) by Segment
(unaudited and in thousands)

	North America	International	Corporate/Other	Hain Consolidated
Net Sales				
Net sales - Q4 FY21	\$ 253,348	\$ 197,305	\$ -	\$ 450,653
Net sales - Q4 FY20	\$ 298,644	\$ 213,102	\$ -	\$ 511,746
% change - FY21 net sales vs. FY20 net sales	(15.2)%	(7.4)%		(11.9)%
Gross Profit				
Q4 FY21				
Gross profit	\$ 59,622	\$ 52,958	\$ -	\$ 112,580
Non-GAAP adjustments ⁽¹⁾	2,752	686	-	3,438
Adjusted gross profit	\$ 62,374	\$ 53,644	\$ -	\$ 116,018
Gross margin	23.5%	26.8%		25.0%
Adjusted gross margin	24.6%	27.2%		25.7%
Q4 FY20				
Gross profit	\$ 83,589	\$ 46,348	\$ -	\$ 129,937
Non-GAAP adjustments ⁽¹⁾	(728)	13	-	(715)
Adjusted gross profit	\$ 82,861	\$ 46,361	\$ -	\$ 129,222
Gross margin	28.0%	21.7%		25.4%
Adjusted gross margin	27.7%	21.8%		25.3%
Operating income (loss)				
Q4 FY21				
Operating income (loss)	\$ 23,822	\$ 29,892	\$ (12,148)	\$ 41,566
Non-GAAP adjustments ⁽¹⁾	5,732	1,439	4,227	11,398
Adjusted operating income (loss)	\$ 29,554	\$ 31,331	\$ (7,921)	\$ 52,964
Operating income margin	9.4%	15.2%		9.2%
Adjusted operating income margin	11.7%	15.9%		11.8%
Q4 FY20				
Operating income (loss)	\$ 31,867	\$ 14,667	\$ (21,273)	\$ 25,261
Non-GAAP adjustments ⁽¹⁾	7,020	8,056	7,521	22,597
Adjusted operating income (loss)	\$ 38,887	\$ 22,723	\$ (13,752)	\$ 47,858
Operating income margin	10.7%	6.9%		4.9%
Adjusted operating income margin	13.0%	10.7%		9.4%

⁽¹⁾ See accompanying table "Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income and Adjusted EPS"

Net Sales, Gross Profit & Operating Income (Loss) by Segment (FY21 and FY20 Q4 YTD)



THE HAIN CELESTIAL GROUP, INC.
Net Sales, Gross Profit and Operating Income (Loss) by Segment
(unaudited and in thousands)

	North America	International	Corporate/Other	Hain Consolidated
Net Sales				
Net sales - Q4 FY21 YTD	\$ 1,104,128	\$ 866,174	\$ -	\$ 1,970,302
Net sales - Q4 FY20 YTD	\$ 1,171,478	\$ 882,425	\$ -	\$ 2,053,903
% change - FY21 net sales vs. FY20 net sales	(5.7)%	(1.8)%		(4.1)%
Gross Profit				
Q4 FY21 YTD				
Gross profit	\$ 291,435	\$ 200,180	\$ -	\$ 491,615
Non-GAAP adjustments ⁽¹⁾	9,190	4,555	-	13,745
Adjusted gross profit	\$ 300,625	\$ 204,735	\$ -	\$ 505,360
Gross margin	26.4%	23.1%		25.0%
Adjusted gross margin	27.2%	23.6%		25.6%
Q4 FY20 YTD				
Gross profit	\$ 293,545	\$ 172,225	\$ -	\$ 465,770
Non-GAAP adjustments ⁽¹⁾	7,309	2,679	-	9,988
Adjusted gross profit	\$ 300,854	\$ 174,904	\$ -	\$ 475,758
Gross margin	25.1%	19.5%		22.7%
Adjusted gross margin	25.7%	19.8%		23.2%
Operating income (loss)				
Q4 FY21 YTD				
Operating income (loss)	\$ 129,010	\$ 38,036	\$ (59,666)	\$ 107,380
Non-GAAP adjustments ⁽¹⁾	14,661	65,231	12,208	92,100
Adjusted operating income (loss)	\$ 143,671	\$ 103,267	\$ (47,458)	\$ 199,480
Operating income margin	11.7%	4.4%		5.4%
Adjusted operating income margin	13.0%	11.9%		10.1%
Q4 FY20 YTD				
Operating income (loss)	\$ 95,934	\$ 55,333	\$ (95,225)	\$ 56,042
Non-GAAP adjustments ⁽¹⁾	25,083	18,559	40,296	83,938
Adjusted operating income (loss)	\$ 121,017	\$ 73,892	\$ (54,929)	\$ 139,980
Operating income margin	8.2%	6.3%		2.7%
Adjusted operating income margin	10.3%	8.4%		6.8%

⁽¹⁾ See accompanying table "Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income and Adjusted EPS"

Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income & Adjusted EPS (FY21, FY20 and FY19 Q4)



THE HAIN CELESTIAL GROUP, INC.
Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income and Adjusted EPS
(unaudited and in thousands, except per share amounts)

	Fourth Quarter								
	2021 GAAP	Adjustments	2021 Adjusted	2020 GAAP	Adjustments	2020 Adjusted	2019 GAAP	Adjustments	2019 Adjusted
Net sales	\$ 450,653	\$ -	\$ 450,653	\$ 511,746	\$ -	\$ 511,746	\$ 505,305	\$ -	\$ 505,305
Cost of sales	338,073	(3,438)	334,635	381,809	715	382,524	410,275	(19,591)	390,684
Gross profit	112,580	3,438	116,018	129,937	(715)	129,222	95,030	19,591	114,622
Operating expenses (a)	64,486	(1,432)	63,054	93,442	(12,079)	81,363	91,637	(11,459)	80,179
Productivity and transformation costs	6,528	(6,528)	-	10,840	(10,840)	-	10,494	(10,494)	-
Goodwill impairment	-	-	-	394	(394)	-	-	-	-
Operating income	41,566	11,398	52,964	25,261	22,597	47,858	(2,641)	37,084	34,443
Interest and other (income) expense, net (b)	(7,381)	7,510	129	4,834	(1,803)	3,031	5,737	882	6,619
Provision (benefit) for income taxes	7,896	4,714	12,610	15,958	(4,243)	11,715	(1,306)	8,962	7,656
Net income (loss) from continuing operations	40,485	(826)	39,659	3,699	28,644	32,343	(7,336)	27,240	19,904
Net (loss) income from discontinued operations, net of tax	-	-	-	(460)	460	-	(6,215)	6,215	-
Net income (loss)	40,485	(826)	39,659	3,239	29,104	32,343	(13,551)	33,455	19,904
Diluted net income (loss) per common share from continuing operations	0.40	(0.01)	0.39	0.04	0.28	0.32	(0.07)	0.26	0.19
Diluted net income per common share from discontinued operations	-	-	-	-	-	-	(0.06)	0.06	-
Diluted net income (loss) per common share	0.40	(0.01)	0.39	0.04	0.28	0.32	(0.13)	0.32	0.19

(a) Operating expenses include amortization of acquired intangibles, selling, general and administrative expenses and long-lived asset impairment.

(b) Interest and other (income) expense, net includes interest and other financing expenses, net, unrealized currency losses, (gain) loss on sale of assets and businesses and other expense, net.

Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income & Adjusted EPS (FY21, FY20 and FY19 Q4, cont.)



Detail of Adjustments:

	Q4 FY21	Q4 FY20	Q4 FY19
Warehouse/manufacturing consolidation and other costs	\$ 4,038	\$ 385	\$ 8,107
Plant closure related costs	132	3	1,138
SKU rationalization and inventory write-down	(732)	(1,103)	10,346
Cost of sales	<u>3,438</u>	<u>(715)</u>	<u>19,591</u>
Gross profit	<u>3,438</u>	<u>(715)</u>	<u>19,591</u>
Litigation and related expenses	943	-	455
Warehouse/manufacturing consolidation and other costs	245	-	-
Long-lived asset impairment	244	12,079	10,010
Operating expenses ^(a)	<u>1,432</u>	<u>12,079</u>	<u>11,459</u>
Productivity and transformation costs	6,528	10,840	10,494
Productivity and transformation costs	<u>6,528</u>	<u>10,840</u>	<u>10,494</u>
Goodwill impairment	-	394	-
Goodwill impairment	<u>-</u>	<u>394</u>	<u>-</u>
Operating income	<u>11,398</u>	<u>22,597</u>	<u>37,084</u>
Unrealized currency losses	1,287	355	(3,401)
Gain on sale of assets	(4,900)	-	-
(Gain) loss on sale of businesses	(3,897)	1,448	(534)
Interest and other (income) expense, net ^(b)	<u>(7,510)</u>	<u>1,803</u>	<u>(882)</u>
Income tax related adjustments	(4,714)	4,243	(8,962)
(Benefit) provision for income taxes	<u>(4,714)</u>	<u>4,243</u>	<u>(8,962)</u>
Net (loss) income from continuing operations	<u>\$ (826)</u>	<u>\$ 28,644</u>	<u>\$ 27,240</u>

^(a) Operating expenses include amortization of acquired intangibles, selling, general and administrative expenses and long-lived asset impairment.

^(b) Interest and other (income) expense, net includes interest and other financing expenses, net, unrealized currency losses, (gain) loss on sale of assets and businesses and other expense, net.

Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income & Adjusted EPS (FY21, FY20 and FY19 Q4 YTD)



THE HAIN CELESTIAL GROUP, INC.
Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income and Adjusted EPS
(unaudited and in thousands, except per share amounts)

	Fourth Quarter Year to Date								
	2021 GAAP	Adjustments	2021 Adjusted	2020 GAAP	Adjustments	2020 Adjusted	2019 GAAP	Adjustments	2019 Adjusted
Net sales	\$ 1,970,302	\$ -	\$ 1,970,302	\$ 2,053,903	\$ -	\$ 2,053,903	\$ 2,104,606	\$ -	\$ 2,104,606
Cost of sales	1,478,687	(13,745)	1,464,942	1,588,133	(9,988)	1,578,145	1,706,109	(34,900)	1,671,209
Gross profit	491,615	13,745	505,360	465,770	9,988	475,758	398,497	34,900	433,397
Operating expenses ^(a)	365,928	(60,048)	305,880	363,507	(27,730)	335,777	360,853	(37,316)	323,537
Productivity and transformation costs	18,899	(18,899)	-	48,789	(48,789)	-	40,107	(40,107)	-
Proceeds from insurance claim	(592)	592	-	(2,962)	2,962	-	(4,460)	4,460	-
Goodwill impairment	-	-	-	394	(394)	-	-	-	-
Operating income	107,380	92,100	199,480	56,042	83,938	139,980	(32,493)	142,353	109,860
Interest and other (income) expense, net ^(b)	(1,413)	6,752	5,339	22,214	(5,082)	17,132	23,511	(1,669)	21,842
Provision (benefit) for income taxes	41,093	4,929	46,022	6,205	27,575	33,780	(3,232)	28,499	25,267
Net income (loss) from continuing operations	66,109	80,419	146,528	25,634	61,445	87,079	(53,427)	115,521	62,094
Net income (loss) from discontinued operations, net of tax	11,255	(11,255)	-	(106,041)	106,041	-	(129,887)	129,887	-
Net income (loss)	77,364	69,164	146,528	(80,407)	167,486	87,079	(183,314)	245,408	62,094
Diluted net income (loss) per common share from continuing operations	0.65	0.80	1.45	0.25	0.59	0.84	(0.51)	1.11	0.60
Diluted net income (loss) per common share from discontinued operations	0.11	(0.11)	-	(1.02)	1.02	-	(1.25)	1.25	-
Diluted net income (loss) per common share	0.76	0.69	1.45	(0.77)	1.61	0.84	(1.76)	2.36	0.60

^(a) Operating expenses include amortization of acquired intangibles, selling, general and administrative expenses and long-lived asset and intangibles impairment.

^(b) Interest and other (income) expense, net includes interest and other financing expenses, net, unrealized currency losses, (gain) loss on sale of assets and businesses and other expense, net.

Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income & Adjusted EPS (FY21, FY20 and FY19 Q4 YTD, cont.)



Detail of Adjustments:

	<u>Q4 FY21 YTD</u>	<u>Q4 FY20 YTD</u>	<u>Q4 FY19 YTD</u>
Warehouse/manufacturing consolidation and other costs	\$ 11,313	\$ 3,251	\$ 17,636
Plant closure related costs	2,853	2,562	4,883
SKU rationalization and inventory write-down	(421)	4,175	12,381
Cost of sales	<u>13,745</u>	<u>9,988</u>	<u>34,900</u>
Gross profit	<u>13,745</u>	<u>9,988</u>	<u>34,900</u>
Long-lived asset impairment	57,920	17,954	15,819
Litigation and related expenses	1,587	48	1,517
Warehouse/manufacturing consolidation and other costs	508	189	-
Plant closure related costs	33	-	622
Intangibles impairment	-	9,539	17,900
Operating expenses ^(a)	<u>60,048</u>	<u>27,730</u>	<u>37,316</u>
Productivity and transformation costs	18,899	48,789	40,107
Productivity and transformation costs	<u>18,899</u>	<u>48,789</u>	<u>40,107</u>
Proceeds from insurance claim	(592)	(2,962)	(4,460)
Proceeds from insurance claim	<u>(592)</u>	<u>(2,962)</u>	<u>(4,460)</u>
Goodwill impairment	-	394	-
Goodwill impairment	<u>-</u>	<u>394</u>	<u>-</u>
Operating income	<u>92,100</u>	<u>83,938</u>	<u>142,353</u>
Unrealized currency losses	752	543	(850)
Gain on sale of assets	(4,900)	-	-
(Gain) loss on sale of businesses	(2,604)	3,564	(534)
Deferred financing cost write-off	-	975	347
Interest and other (income) expense, net ^(b)	<u>(6,752)</u>	<u>5,082</u>	<u>1,669</u>
Income tax related adjustments	(4,929)	(27,575)	(28,499)
Benefit for income taxes	<u>(4,929)</u>	<u>(27,575)</u>	<u>(28,499)</u>
Net income from continuing operations	<u>\$ 80,419</u>	<u>\$ 61,445</u>	<u>\$ 115,521</u>

^(a) Operating expenses include amortization of acquired intangibles, selling, general and administrative expenses and long-lived asset and intangibles impairment.

^(b) Interest and other (income) expense, net includes interest and other financing expenses, net, unrealized currency losses, (gain) loss on sale of assets and businesses and other expense, net.

Adjusted Net Sales Growth (FY21 and FY20 Q4)



THE HAIN CELESTIAL GROUP, INC.
Adjusted Net Sales Growth
(unaudited and in thousands)

	<u>North America</u>	<u>International</u>	<u>Hain Consolidated</u>
Q4 FY21			
Net sales	\$ 253,348	\$ 197,305	\$ 450,653
Divestitures and discontinued brands	(525)	-	(525)
Impact of foreign currency exchange	(3,940)	(20,091)	(24,031)
Net sales on a constant currency basis adjusted for divestitures and discontinued brands	<u>\$ 248,883</u>	<u>\$ 177,214</u>	<u>\$ 426,097</u>
Q4 FY20			
Net sales	\$ 298,644	\$ 213,102	\$ 511,746
Divestitures and discontinued brands	(15,551)	(35,051)	(50,602)
Net sales adjusted for divestitures and discontinued brands	<u>\$ 283,093</u>	<u>\$ 178,051</u>	<u>\$ 461,144</u>
Net sales decline	(15.2)%	(7.4)%	(11.9)%
Impact of divestitures and discontinued brands	4.4%	16.3%	9.0%
Impact of foreign currency exchange	(1.3)%	(9.4)%	(4.7)%
Net sales decline on a constant currency basis adjusted for divestitures and discontinued brands	<u>(12.1)%</u>	<u>(0.5)%</u>	<u>(7.6)%</u>

Adjusted EBITDA (Q4 and Year to Date FY21, FY20 and FY19)



THE HAIN CELESTIAL GROUP, INC.

Adjusted EBITDA

(unaudited and in thousands)

	Fourth Quarter			Fourth Quarter Year to Date		
	2021	2020	2019	2021	2020	2019
Net income (loss)	\$ 40,485	\$ 3,239	\$ (13,551)	\$ 77,364	\$ (80,407)	\$ (183,314)
Net (loss) income from discontinued operations, net of tax	-	(460)	(6,215)	11,255	(106,041)	(129,887)
Net income (loss) from continuing operations	\$ 40,485	\$ 3,699	\$ (7,336)	\$ 66,109	\$ 25,634	\$ (53,427)
Provision (benefit) for income taxes	7,896	15,958	(1,306)	41,093	6,205	(3,232)
Interest expense, net	1,099	2,467	5,484	5,880	14,351	19,450
Depreciation and amortization	11,801	12,019	13,350	49,569	52,088	50,898
Equity in net loss of equity-method investees	566	770	264	1,591	1,989	655
Stock-based compensation, net	3,771	3,497	3,982	15,659	13,078	9,471
Stock-based compensation expense in connection with Former Chief Executive Officer Succession Plan	-	-	-	-	-	429
Goodwill impairment	-	394	-	-	394	-
Unrealized currency losses (gains)	1,287	355	(3,401)	752	543	(850)
Productivity and transformation costs	5,435	10,194	10,494	15,863	47,596	39,958
Former Chief Executive Officer Succession Plan expense, net	-	-	-	-	-	29,727
Proceeds from insurance claim	-	-	(4,460)	(592)	(2,962)	(4,460)
Accounting review and remediation costs, net of insurance proceeds	-	-	-	-	-	4,334
Long-lived asset and intangibles impairment	244	12,079	10,010	57,920	27,493	33,719
Warehouse/manufacturing consolidation and other costs	4,061	385	8,107	11,374	3,440	17,636
Litigation and related expenses	943	-	455	1,587	48	1,517
Plant closure related costs	41	3	1,232	58	2,357	4,734
Gain on sale of assets	(4,900)	-	-	(4,900)	-	-
(Gain) loss on sale of businesses	(3,897)	1,448	(534)	(2,604)	3,564	(534)
SKU rationalization and inventory write-down	(732)	(1,103)	10,346	(421)	4,175	12,381
Realized currency loss on repayment of international loans	-	-	2,706	-	-	2,706
Adjusted EBITDA	\$ 68,100	\$ 62,165	\$ 49,393	\$ 258,938	\$ 199,993	\$ 165,112

Adjusted EBITDA & Adjusted EBITDA Margin by Segment (FY21 and FY20 Q4)



THE HAIN CELESTIAL GROUP, INC.
Adjusted EBITDA and Adjusted EBITDA Margin by Segment
(unaudited and in thousands)

	<u>North America</u>	<u>International</u>	<u>Corporate/Other</u>	<u>Hain Consolidated</u>
Q4 FY21				
Operating income (loss)	\$ 23,822	\$ 29,892	\$ (12,148)	\$ 41,566
Depreciation and amortization	4,123	6,946	732	11,801
Stock-based compensation, net	841	312	2,618	3,771
Productivity and transformation costs	2,954	285	2,196	5,435
Long-lived asset impairment	-	244	-	244
Warehouse/manufacturing consolidation and other costs	3,396	665	-	4,061
Plant closure related costs	41	-	-	41
SKU rationalization and inventory write-down	(732)	-	-	(732)
Litigation and related expenses	-	-	943	943
Other	372	(85)	683	970
Adjusted EBITDA	<u>\$ 34,817</u>	<u>\$ 38,259</u>	<u>\$ (4,976)</u>	<u>\$ 68,100</u>
Net sales	\$ 253,348	\$ 197,305		\$ 450,653
Adjusted EBITDA margin	13.7%	19.4%		15.1%
Q4 FY20				
Operating income (loss)	\$ 31,867	\$ 14,667	\$ (21,273)	\$ 25,261
Depreciation and amortization	4,101	7,179	739	12,019
Stock-based compensation, net	631	333	2,533	3,497
Goodwill impairment	-	394	-	394
Productivity and transformation costs	1,553	2,765	5,876	10,194
Long-lived asset impairment	6,196	4,883	1,000	12,079
SKU rationalization and inventory write-down	(1,103)	-	-	(1,103)
Warehouse/manufacturing consolidation and other costs	385	-	-	385
Plant closure related costs	3	-	-	3
Other	153	(312)	(405)	(564)
Adjusted EBITDA	<u>\$ 43,786</u>	<u>\$ 29,909</u>	<u>\$ (11,530)</u>	<u>\$ 62,165</u>
Net sales	\$ 298,644	\$ 213,102		\$ 511,746
Adjusted EBITDA margin	14.7%	14.0%		12.1%

Adjusted EBITDA & Adjusted EBITDA Margin by Segment (FY19 Q4)



THE HAIN CELESTIAL GROUP, INC.
Adjusted EBITDA and Adjusted EBITDA Margin by Segment
(unaudited and in thousands)

	<u>North America</u>	<u>International</u>	<u>Corporate/Other</u>	<u>Hain Consolidated</u>
Q4 FY19				
Operating (loss) income	\$ (2,745)	\$ 18,112	\$ (18,008)	\$ (2,641)
Depreciation and amortization	4,203	8,142	1,005	13,350
Stock-based compensation, net	682	291	3,009	3,982
Productivity and transformation costs	3,549	(913)	7,858	10,494
Proceeds from insurance claim	-	-	(4,460)	(4,460)
Long-lived asset impairment	5,617	4,393	-	10,010
SKU rationalization and inventory write-down	10,075	271	-	10,346
Warehouse/manufacturing consolidation and other costs	8,133	-	(26)	8,107
Plant closure related costs	126	1,058	48	1,232
Litigation and related expenses	-	68	387	455
Other	285	(701)	(1,066)	(1,482)
Adjusted EBITDA	<u>\$ 29,925</u>	<u>\$ 30,721</u>	<u>\$ (11,253)</u>	<u>\$ 49,393</u>
Net sales	\$ 284,893	\$ 220,412		\$ 505,305
Adjusted EBITDA margin	10.5%	13.9%		9.8%

Quarterly Year over Year Adjusted Net Sales Growth



\$ in thousands	Q4 FY19	Q1 FY20	Q2 FY20	Q3 FY20	Q4 FY20	Q1 FY21	Q2 FY21	Q3 FY21	Q4 FY21
Net sales as reported	\$ 505,305	\$ 482,076	\$ 506,784	\$ 553,297	\$ 511,746	\$ 498,627	\$ 528,418	\$ 492,604	\$ 450,653
Divestitures and discontinued brands	(15,790)	-	(181)	(1,412)	(2,123)	(4,287)	(406)	(4,464)	(525)
SKU rationalization	(8,545)	(6,436)	(3,531)	(1,354)	(1,710)	-	-	-	-
Impact of foreign currency exchange	14,395	11,694	2,012	5,572	8,192	(9,523)	(10,284)	(17,470)	(24,031)
Net sales on a constant currency basis adjusted for divestitures, discontinued brands and SKU rationalization	<u>\$ 495,365</u>	<u>\$ 487,334</u>	<u>\$ 505,084</u>	<u>\$ 556,103</u>	<u>\$ 516,105</u>	<u>\$ 484,817</u>	<u>\$ 517,728</u>	<u>\$ 470,670</u>	<u>\$ 426,097</u>
Net sales - prior year	\$ 568,247	\$ 518,478	\$ 533,566	\$ 547,257	\$ 505,305	\$ 482,076	\$ 506,784	\$ 553,297	\$ 511,746
Divestitures and discontinued brands	(25,250)	(1,931)	(7,205)	(11,685)	(15,790)	(21,321)	(17,742)	(53,179)	(50,602)
SKU rationalization	(18,990)	(25,906)	(17,342)	(11,495)	(8,545)	-	-	-	-
Net sales adjusted for divestitures, discontinued brands, SKU rationalization and other	<u>\$ 524,007</u>	<u>\$ 490,641</u>	<u>\$ 509,019</u>	<u>\$ 524,077</u>	<u>\$ 480,970</u>	<u>\$ 460,755</u>	<u>\$ 489,042</u>	<u>\$ 500,118</u>	<u>\$ 461,144</u>
Net sales (decline) growth on a constant currency basis adjusted for divestitures, discontinued brands, SKU rationalization and other	-5%	-1%	-1%	6%	7%	5%	6%	-6%	-8%

Net Sales Growth (FY21 and FY19 Q4)



\$ in thousands

Q4 FY21

	<u>North America</u>	<u>International</u>	<u>Hain Consolidated</u>
Net sales	\$ 253,348	\$ 197,305	\$ 450,653
Divestitures and discontinued brands	(525)	-	(525)
Impact of foreign currency exchange ⁽¹⁾	(2,842)	(14,529)	(17,371)
Net sales on a constant currency basis excluding divestitures and discontinued brands	<u>\$ 249,981</u>	<u>\$ 182,776</u>	<u>\$ 432,757</u>

Q4 FY19

Net sales	\$ 284,893	\$ 220,412	\$ 505,305
Divestitures and discontinued brands	(15,790)	-	(15,790)
Net sales adjusted for divestitures and discontinued brands	<u>\$ 269,103</u>	<u>\$ 220,412</u>	<u>\$ 489,515</u>
Divestitures and discontinued brands from FY21 & FY20 ⁽²⁾	(16,997)	(59,086)	(76,083)
Net sales adjusted for divestitures and discontinued brands	<u>\$ 252,106</u>	<u>\$ 161,326</u>	<u>\$ 413,432</u>
SKU rationalization ⁽³⁾	(16,774)	-	(16,774)
Net sales adjusted for divestitures, discontinued brands and SKU rationalization	<u>\$ 235,332</u>	<u>\$ 161,326</u>	<u>\$ 396,658</u>
Net sales decline as reported	-11%	-10%	-11%
Impact of foreign currency exchange	-1%	-7%	-3%
Impact of divestitures and discontinued brands	11%	30%	19%
Net sales growth in constant currency excluding divestitures and discontinued brands	-1%	13%	5%
Impact of SKU rationalization	7%	0%	4%
Net sales growth in constant currency excluding divestitures, discontinued brands and SKU rationalization	6%	13%	9%

⁽¹⁾In relation to FY19

⁽²⁾Impact of FY20 & FY21 divestitures and discontinued brands compared to FY19

⁽³⁾Impact of FY20 & FY21 SKU rationalization compared to FY19

Quarterly Adjusted Gross Profit and Adjusted Gross Margin



\$ in thousands	Q4 FY18	Q1 FY19	Q2 FY19	Q3 FY19	Q4 FY19	Q1 FY20	Q2 FY20	Q3 FY20	Q4 FY20	Q1 FY21	Q2 FY21	Q3 FY21	Q4 FY21
Net Sales	\$ 568,247	\$ 518,478	\$ 533,566	\$ 547,257	\$ 505,305	\$ 482,076	\$ 506,784	\$ 553,297	\$ 511,746	\$ 498,627	\$ 528,418	\$ 492,604	\$ 450,653
Gross profit	\$ 112,942	\$ 88,908	\$ 101,351	\$ 113,208	\$ 95,030	\$ 97,831	\$ 105,607	\$ 132,395	\$ 129,937	\$ 119,164	\$ 129,965	\$ 129,906	\$ 112,580
SKU rationalization and inventory write-down	-	-	1,530	505	10,346	(11)	3,927	1,362	(1,103)	204	107	-	(732)
Warehouse/manufacturing consolidation and other costs	3,024	4,599	1,708	3,222	8,107	1,879	476	511	385	390	3,325	3,560	4,038
Plant closure related costs	2,015	2,263	1,056	426	1,138	933	1,626	-	3	579	476	1,666	132
Recall and other related costs	307	-	-	-	-	-	-	-	-	-	-	-	-
Adjusted gross profit	<u>\$ 118,288</u>	<u>\$ 95,770</u>	<u>\$ 105,645</u>	<u>\$ 117,361</u>	<u>\$ 114,622</u>	<u>\$ 100,632</u>	<u>\$ 111,636</u>	<u>\$ 134,268</u>	<u>\$ 129,222</u>	<u>\$ 120,337</u>	<u>\$ 133,873</u>	<u>\$ 135,132</u>	<u>\$ 116,018</u>
Gross margin	19.9%	17.1%	19.0%	20.7%	18.8%	20.3%	20.8%	23.9%	25.4%	23.9%	24.6%	26.4%	25.0%
Adjusted gross margin	20.8%	18.5%	19.8%	21.4%	22.7%	20.9%	22.0%	24.3%	25.3%	24.1%	25.3%	27.4%	25.7%
Adjusted gross profit growth (%)		-17%	-17%	-12%	-3%	5%	6%	14%	13%	20%	20%	1%	-10%
Adjusted gross margin growth (bps)		(256)	(258)	(154)	187	240	223	282	257	326	331	317	49

Quarterly Adjusted EBITDA and Adjusted EBITDA Margin (FY21 & FY20)



\$ in thousands	Q1 FY20	Q2 FY20	Q3 FY20	Q4 FY20	Q1 FY21	Q2 FY21	Q3 FY21	Q4 FY21
Net Sales	\$ 482,076	\$ 506,784	\$ 553,297	\$ 511,746	\$ 498,627	\$ 528,418	\$ 492,604	\$ 450,653
Net (loss) income	\$ (107,021)	\$ (964)	\$ 24,339	\$ 3,239	\$ 485	\$ 2,140	\$ 34,254	\$ 40,485
Net (loss) income from discontinued operations, net of tax	(102,068)	(2,816)	(697)	(460)	11,266	(11)	-	-
Net (loss) income from continuing operations	\$ (4,953)	\$ 1,852	\$ 25,036	\$ 3,699	\$ (10,781)	\$ 2,151	\$ 34,254	\$ 40,485
(Benefit) provision for income taxes	(531)	1,020	(10,242)	15,958	12,962	8,438	11,797	7,896
Interest expense, net	4,552	4,000	3,332	2,467	2,154	1,300	1,327	1,099
Depreciation and amortization	13,923	13,219	12,927	12,019	13,761	11,193	12,814	11,801
Equity in net loss (income) of equity-method investees	317	338	564	770	19	1,076	(70)	566
Stock-based compensation, net	2,737	3,083	3,761	3,497	4,367	3,823	3,698	3,771
Goodwill impairment	-	-	-	394	-	-	-	-
Long-lived asset and intangibles impairment	-	1,889	13,525	12,079	32,497	25,179	-	244
Unrealized currency losses (gains)	1,684	(485)	(1,011)	355	(1,202)	225	442	1,287
Productivity and transformation costs	14,175	12,260	10,967	10,194	1,150	5,363	3,915	5,435
Proceeds from insurance claim	(2,562)	-	(400)	-	-	-	(592)	-
Gain on sale of assets	-	-	-	-	-	-	-	(4,900)
Loss (gain) on sale of businesses	-	1,783	332	1,448	(620)	9	1,904	(3,897)
Warehouse/manufacturing consolidation and other costs	1,879	639	537	385	390	3,325	3,598	4,061
Plant closure related costs	832	1,522	-	3	(6)	2	21	41
SKU rationalization and inventory write-down	(11)	3,927	1,362	(1,103)	204	107	-	(732)
Litigation and related expenses	48	-	-	-	-	-	644	943
Adjusted EBITDA	<u>\$ 32,090</u>	<u>\$ 45,047</u>	<u>\$ 60,690</u>	<u>\$ 62,165</u>	<u>\$ 54,895</u>	<u>\$ 62,191</u>	<u>\$ 73,752</u>	<u>\$ 68,100</u>
Adjusted EBITDA margin	6.7%	8.9%	11.0%	12.1%	11.0%	11.8%	15.0%	15.1%
Adjusted EBITDA growth (%)	12%	19%	24%	26%	71%	38%	22%	10%
Adjusted EBITDA margin growth (bps)	112	179	199	237	435	288	400	296

Quarterly Adjusted EBITDA and Adjusted EBITDA Margin (FY19)



\$ in thousands	<u>Q4 FY18</u>	<u>Q1 FY19</u>	<u>Q2 FY19</u>	<u>Q3 FY19</u>	<u>Q4 FY19</u>
Net Sales	\$ 568,247	\$ 518,478	\$ 533,566	\$ 547,257	\$ 505,305
Net loss	(69,941)	(37,425)	(66,501)	\$ (65,837)	\$ (13,551)
Net loss from discontinued operations, net of tax	(63,317)	(14,338)	(34,714)	(74,620)	(6,215)
Net (loss) income from continuing operations	\$ (6,624)	\$ (23,087)	\$ (31,787)	\$ 8,783	\$ (7,336)
Provision (benefit) for income taxes	10,407	(9,966)	5,097	2,943	(1,306)
Interest expense, net	4,240	3,804	4,884	5,278	5,484
Depreciation and amortization	13,999	12,860	12,205	12,483	13,350
Equity in net (income) loss of equity-method investees	(235)	175	11	205	264
Stock-based compensation, net	3,122	(214)	1,776	3,927	3,982
Stock-based compensation expense in connection with Former Chief Executive Officer Succession Plan	(2,203)	312	117	-	-
Goodwill impairment	7,700	-	-	-	-
Long-lived asset and intangibles impairment	5,743	4,236	19,473	-	10,010
Unrealized currency losses (gains)	3,143	590	439	1,522	(3,401)
Productivity and transformation costs	4,276	10,333	9,872	9,259	10,494
Former Chief Executive Officer Succession Plan expense, net	2,723	19,241	10,031	455	-
Proceeds from insurance claim	-	-	-	-	(4,460)
Accounting review and remediation costs, net of insurance proceeds	2,887	3,414	920	-	-
Gain on sale of businesses	-	-	-	-	(534)
Warehouse/manufacturing consolidation and other costs	3,024	4,599	1,708	3,222	8,107
Plant closure related costs	1,567	1,828	1,490	184	1,232
SKU rationalization and inventory write-down	-	-	1,530	505	10,346
Litigation and related expenses	780	569	122	371	455
Realized currency loss on repayment of international loans	-	-	-	-	2,706
Recall and other related costs	307	-	-	-	-
Adjusted EBITDA	<u>\$ 54,855</u>	<u>\$ 28,694</u>	<u>\$ 37,888</u>	<u>\$ 49,137</u>	<u>\$ 49,393</u>
Adjusted EBITDA margin	9.7%	5.5%	7.1%	9.0%	9.8%
Adjusted EBITDA growth (%)		-38%	-37%	-27%	-10%
Adjusted EBITDA margin growth (bps)		(296)	(355)	(253)	12

Net Debt



\$ in thousands	June 30, 2021	June 30, 2020
Long-term debt, less current portion	\$ 230,492	\$ 281,118
Current portion of long-term debt	530	1,656
Total debt	<u>231,022</u>	<u>282,774</u>
Less: Cash and cash equivalents	75,871	37,771
Net debt	<u>\$ 155,151</u>	<u>\$ 245,003</u>