Hain Celestial Third Quarter Fiscal Year 2024 Financial Results



Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Such statements involve risks, uncertainties and assumptions. If the risks or uncertainties ever materialize or the assumptions prove incorrect, our results may differ materially from those expressed or implied by such forward-looking statements. The words "believe," "expect," "anticipate," "may," "should," "plan," "intend," "potential," "will" and similar expressions are intended to identify such forward-looking statements. Forward-looking statements include, among other things: our beliefs or expectations relating to our future performance, results of operations and financial condition (including the related assumptions); our strategic initiatives (including statements related to Hain Reimagined, the consolidation of our Personal Care manufacturing, SKU rationalization; innovation and brand building, and our related investments in our business); our business strategy; our brand portfolio; product performance; production and distribution of our products; and current or future macroeconomic trends.

Risks and uncertainties that may cause actual results to differ materially from forward-looking statements include: challenges and uncertainty resulting from the impact of competition; our ability to manage our supply chain effectively; input cost inflation, including with respect to freight and other distribution costs; disruption of operations at our manufacturing facilities; reliance on independent contract manufacturers; impairments in the carrying value of goodwill or other intangible assets; changes to consumer preferences; customer concentration; reliance on independent distributors; risks associated with operating internationally; pending and future litigation, including litigation relating to Earth's Best® baby food products; the reputation of our company and our brands; compliance with our credit agreement; foreign currency exchange risk; the availability of organic ingredients; risks associated with outsourcing arrangements; our ability to execute our cost reduction initiatives and related strategic initiatives; risks associated with conflicts in Eastern Europe and the Middle East and other geopolitical events; our ability to identify and complete acquisitions or divestitures and our level of success in integrating acquisitions; our reliance on independent certification for a number of our products; our ability to use and protect trademarks; general economic conditions; cybersecurity incidents; disruptions to information technology systems; changing rules, public disclosure regulations and stakeholder expectations on ESG-related matters; 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; compliance with data privacy laws; our ability to issue preferred stock; the adequacy of our insurance coverage; and other risks and matters described in our most recent Annual Report on Form 10-K and our other filings from time to time wi

We undertake no obligation to update forward-looking statements to reflect actual results or changes in assumptions or circumstances, except as required by applicable law.



Non-GAAP Financial Measures

This presentation includes non-GAAP financial measures, including, among others, organic net sales, adjusted operating income and its related margin, adjusted gross profit and its related margin, adjusted net income and its related margin, adjusted earnings per diluted share, adjusted EBITDA and its related margin, free cash flow and net debt. The reconciliations of historic non-GAAP financial measures to the comparable GAAP financial measures are provided in the tables below. 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 financial statements presented in accordance with GAAP.

We define our non-GAAP financial measures as follows:

- Organic net sales: net sales excluding the impact of acquisitions, divestitures and discontinued brands. To adjust organic net sales for the impact of acquisitions, the net sales of an acquired business are excluded from fiscal quarters constituting or falling within the current period and prior period where the applicable fiscal quarter in the prior period did not include the acquired business for the entire quarter. To adjust organic net sales for the impact of divestitures and discontinued brands, the net sales of a divested business or discontinued brand are excluded from all periods.
- Adjusted gross profit and its related margin: gross profit, before inventory write-downs related to exited categories, plant closure related costs, net and warehouse and manufacturing consolidation and other costs, net.
- Adjusted operating income and its related margin: operating loss before certain litigation expenses, net, inventory write-downs related to exited categories, plant closure related costs, net, productivity and transformation costs, CEO succession costs, warehouse and manufacturing consolidation and other costs, net, costs associated with acquisitions, divestitures and other transactions, and intangibles and long-lived asset impairments.
- Adjusted net income and its related margin and diluted net income per common share, as adjusted: net loss, adjusted to exclude the impact of certain litigation expenses, net, inventory write-downs related to exited categories, plant closure related costs, net, productivity and transformation costs, CEO succession costs, warehouse and manufacturing consolidation and other costs, net, costs associated with acquisitions, divestitures and other transactions, (gains) losses on sales of assets, intangibles and long-lived asset impairments, unrealized currency (gains) losses and the related tax effects of such adjustments.
- Adjusted EBITDA: net loss before net interest expense, income taxes, depreciation and amortization, equity in net loss of equity-method investees, stock-based compensation, net, unrealized currency losses, certain litigation and related costs, inventory write-downs related to exited categories, plant closure related costs, net, productivity and transformation costs, CEO succession costs, warehouse and manufacturing consolidation and other costs, costs associated with acquisitions, divestitures and other transactions, (gains) losses on sales of assets, intangibles and long-lived asset impairments and other adjustments.
- *Free cash flow*: net cash provided by operating activities less purchases of property, plant and equipment.
- Net debt: total debt less cash and cash equivalents.

We believe 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. We provide:

- Organic net sales to demonstrate the growth rate of net sales excluding the impact of acquisitions, divestitures and discontinued brands, and believe organic net sales is useful to investors because it enables them to better understand the growth of our business from period to period.
- Adjusted results as important supplemental measures of our performance and believe they are frequently used by securities analysts, investors and other interested parties in the evaluation of companies in our industry.
- Free cash flow as one factor in evaluating the amount of cash available for discretionary investments.
- Net debt as a useful measure to monitor leverage and evaluate the balance sheet.

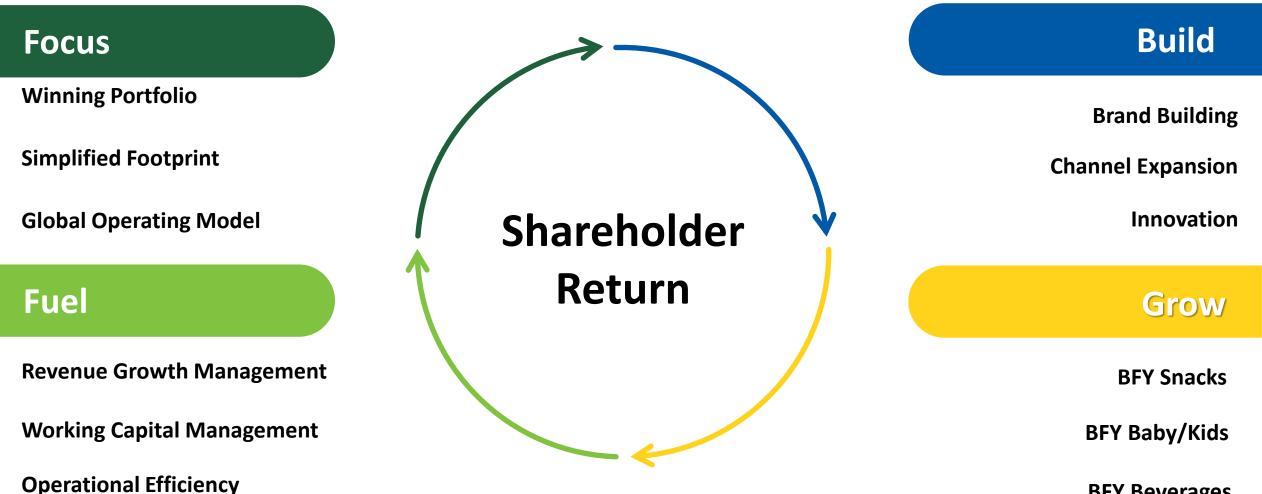


Business Update

Wendy Davidson President & Chief Executive Officer



HAIN X REIMAGINED



BFY Beverages

Q3 Key Takeaways

- Strategy driving gross margin expansion, strong operating cash flow, & leverage improvement to 3.9x
- Investing in brand building, innovation, and channel expansion enabling growth
- **85% of the business is in growth**, working aggressively to stabilize the balance
- Accelerating North America commercial execution
- **Remain confident** in our ability to reach the full potential of Hain Reimagined



Focusing Portfolio & Footprint to Reduce Complexity, Drive Margin Expansion

Winning Portfolio

- 6% SKU Reduction Globally Across Categories YTD
- Thinsters Sale Further Crystalizes Better-For-You Focus
- 62% SKU Reduction in Personal Care (PC) Portfolio Underway
- Focus on High Velocity SKUs to Drive Margin Expansion

Footprint Consolidation

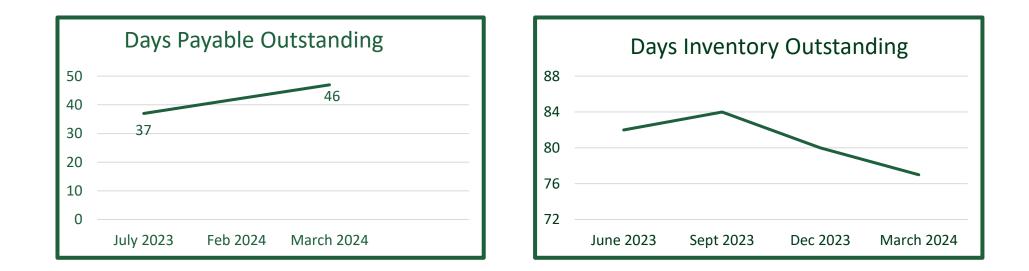
- PC Manufacturing Consolidated Down to One Plant
- Elimination of 60% of Co-Manufacturers in PC
- Ceased Production and Operations within Non-Strategic JV in India

Global Op Model Integration

- Integrated Across Functional Centers of Excellence to Drive Synergies
- In-stock Rates Above 94%, Better Than Peer Set¹
- United on One Digital Platform



Unlocking Fuel For Growth Through Strong RGM, Working Capital Management, Operational Efficiency



Global RGM Efforts Unlocked 70 bps of Trade Spend Efficiency

End-to-End Operational Efficiency to Deliver >\$60 Million in Productivity for the Year

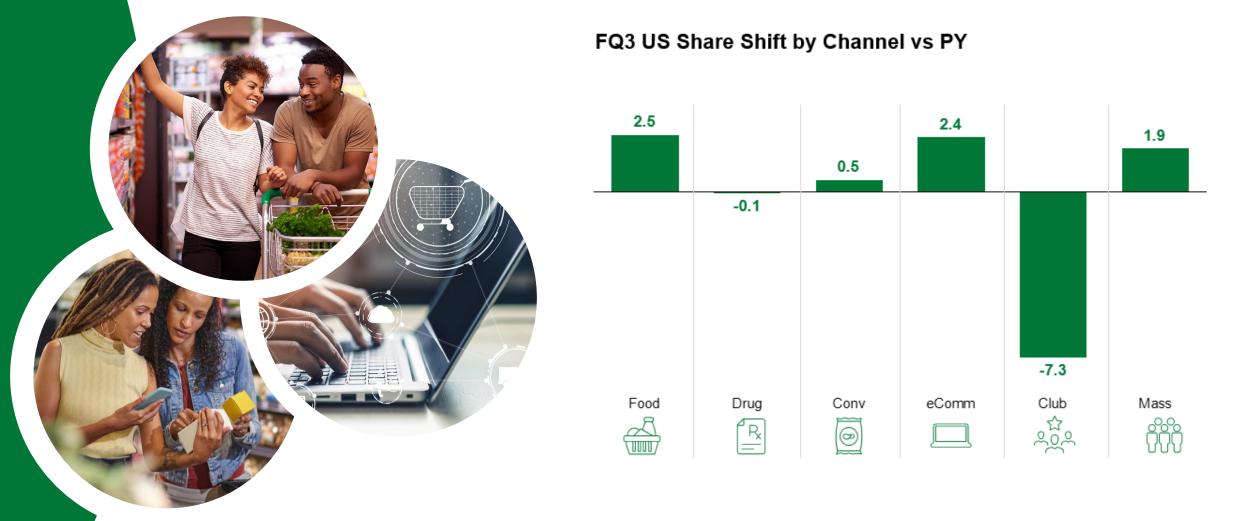


Innovation & Brand Building Driving Share Growth & Distribution Gains



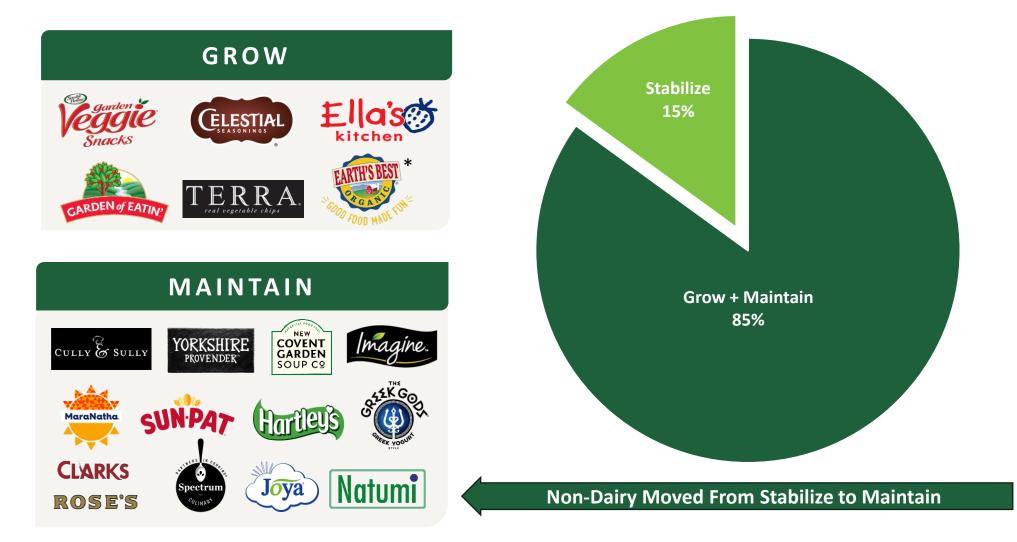


Channel Mix/Expansion Across Food, Convenience, Mass, & E-Commerce



Note: Total category share data weighted based on Hain category mix || Source: Circana POS, Panel, E-Market insights data; L13W ending 3-24-24

Grow + Maintain Brands Are in Growth

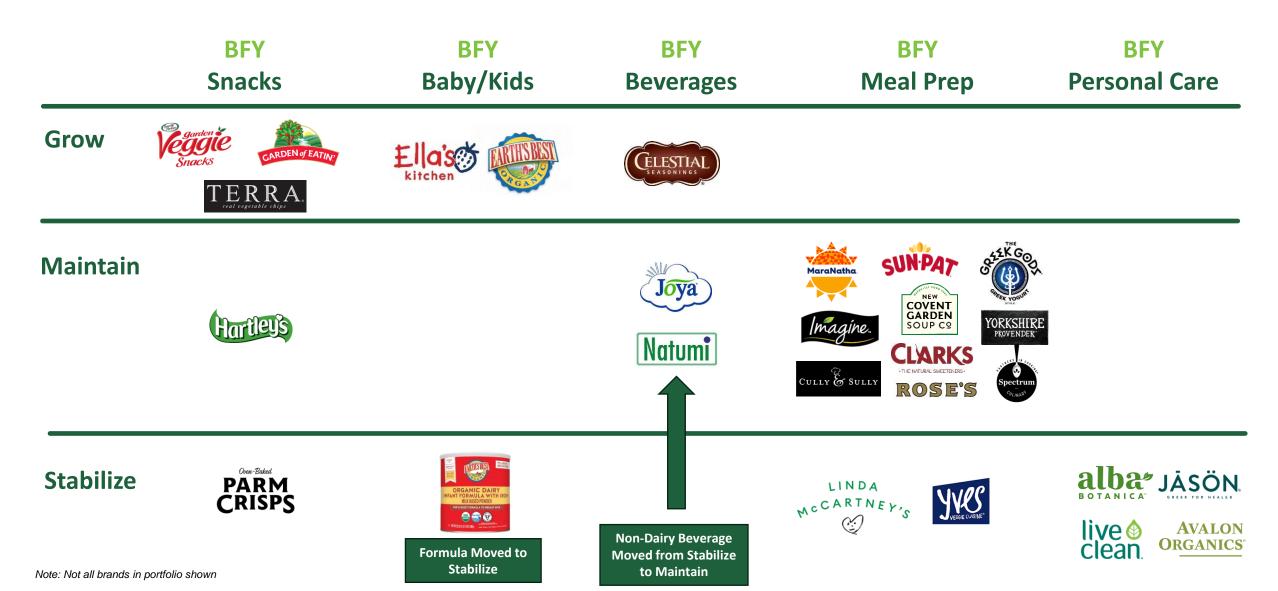


Hain

Celestia

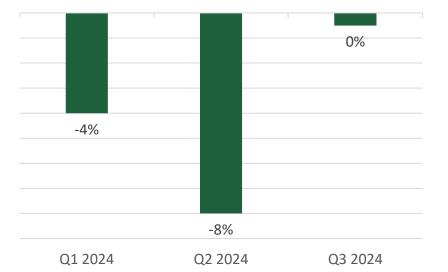
*Earth's Best excluding formula

Grow + Maintain Brands Represent 85% of Hain's Business





y/y Growth

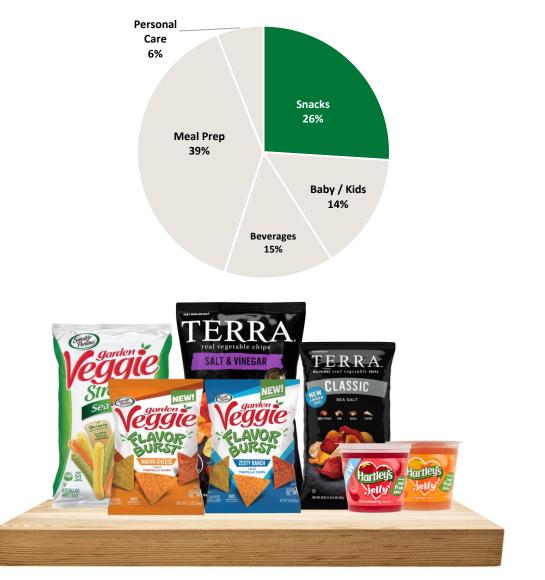


Highlights

- Garden Veggie Core SKU Velocities Outperforming Peers¹
- Ramping Up Successful Flavor Burst Launch
- Savor Your Summer (1st) Multi-Brand Promo / Merchandising
 Program
- GVS Consumption +91% in C-Stores²
- Terra Consumption +65% in C-Stores²

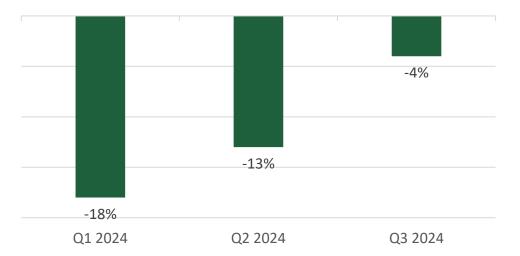
¹ Circana L52 WE 3/24/24 ² Circana MULO + C 12 WE 03/24/24

Revenue % YTD



Baby & Kids

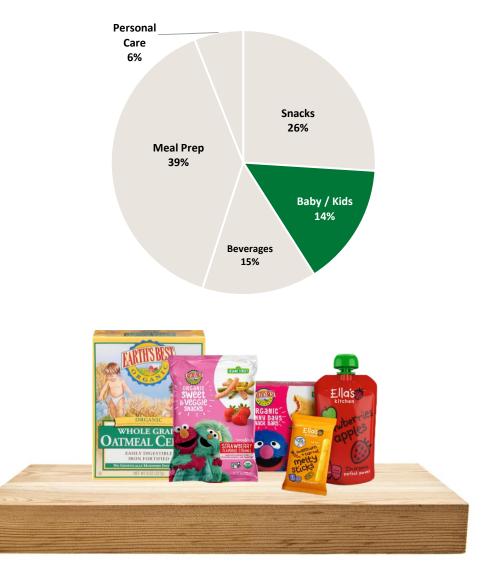
y/y Growth



Highlights

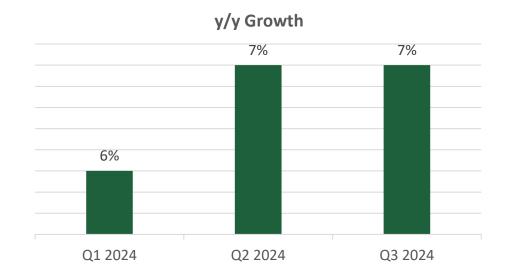
- Leading Brands from 'Birth to Backpack'
 - Ella's is the #1 Baby Brand in the UK¹
 - Earth's Best #2 Baby & Toddler Food Brand in U.S.²
- Earth's Best Growing Dollar Share & Distribution (+DD%)²
- Global Baby Platform Innovation Coming in FY25

Revenue % YTD



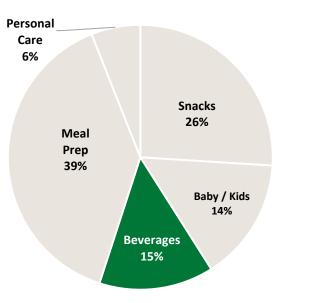
Beverages

Revenue % YTD



Highlights

- Celestial Seasonings Outpacing Tea Category, Gaining Share¹
- Celestial Demonstrating Strong Velocities¹
- Tea Promotional Lift Outpacing the Category²
- Non-Dairy Beverage Stabilized, Moved to Maintain
- Boosting Non-Dairy Beverage Production to Meet Demand





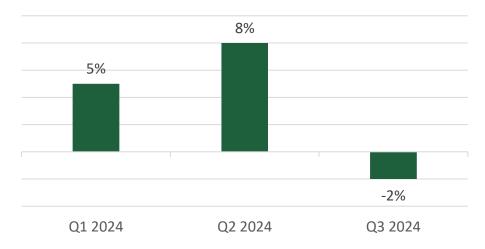
¹ Circana MULO + C 12 WE 03/24/24

² Circana POS data Food Channel 13 WE 3/24/24; Promo Dollar lift calculated at a category & custom aggregate level; Promo dollar lift calculated from total dollars over base dollars, Discount Depth based on Wtd. Avg % Price Disc. Any Merch

Revenue % YTD

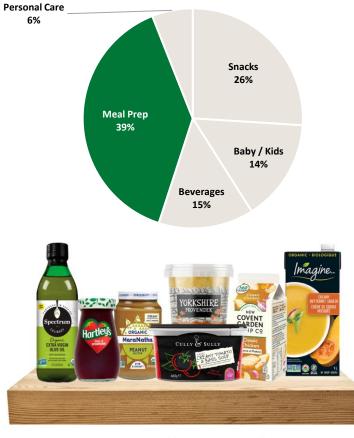
Meal Prep

y/y Growth



Highlights

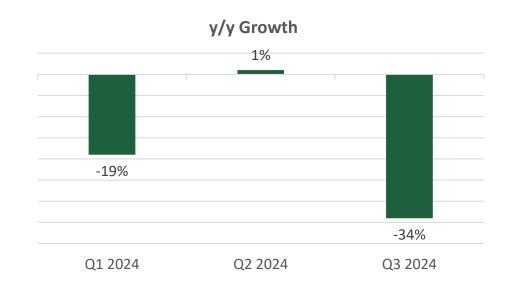
- Strong Growth in Branded Soups In Both Regions
- Yves in Canada Continues to Outpace the Category & Gain Share¹
- Softness Driven by Plant-Based Meat Free







Personal Care



Highlights

- "Shrink to Grow" Strategy Expected to Add 11 PTS Gross Margin
- Removing Underperforming SKUs, 62% of Items
- Manufacturing Consolidation Improves Capacity Utilization
- 60% Reduction in Co-Manufacturers





New Leadership

Chad Marquardt President, North America



Financial Performance

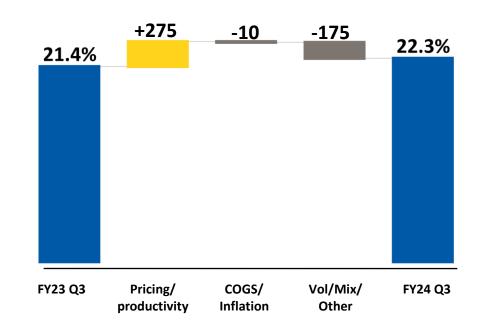
Lee Boyce Chief Financial Officer



Performance Summary

\$'s in millions	<u>Q3 24</u>	<u>Q3 FY24 vs. LY</u>	<u>Q3 FY24 vs. LY</u> <u>FX impact</u>
Net Sales	\$438	-3.7%	+1.3%
Organic Net Sales Growth		-3.7%	+1.3%
Adjusted Gross Margin	22.3%	+90 bps	
Adjusted EBITDA	\$44	+17.5%	
Adjusted EBITDA Margin	10.0%	+180 bps	
Adjusted Net Income	\$11	+52.9%	
Adjusted EPS	\$0.13	+62.5%	

Q3 Adjusted Gross Margin





See Appendix for reconciliation between non-GAAP and comparable GAAP financial measures.

Q3 FY24 Segment Results – North America





Q3 FY24 Segment Results – International

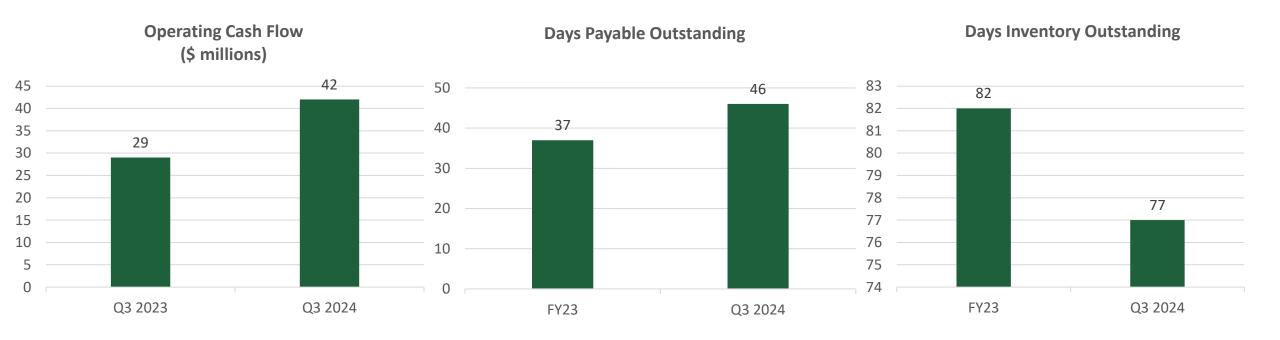


* Reflects 3.4% benefit from foreign exchange

Hain Celestial

See Appendix for reconciliation between non-GAAP and comparable GAAP financial measures.

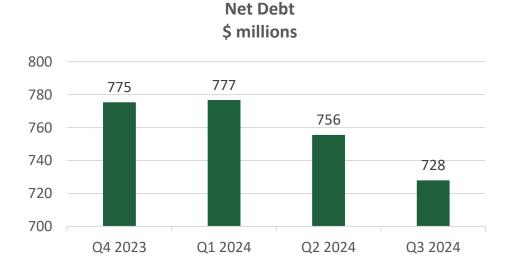
Strong Growth in Operating Cash Flow on Working Capital Management

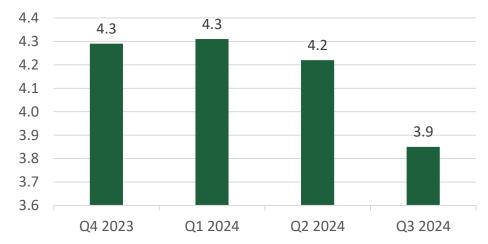


Making Progress Towards FY27 Targets:

70+ Days Payable Outstanding and 55 Days Inventory Outstanding

Continued Improvement in Net Debt and Leverage Ratio





Leverage Ratio*

Reduced Net Debt by \$47 Million Since June 2023, Driven by Working Capital Improvement

Making Progress Towards FY27 Goal of 2-3x Leverage Ratio

* Credit agreement consolidated secured leverage ratio

Note maximum consolidated secured leverage ratio under our credit agreement is 5x until 12/31/24 and 4.25x in calendar 2025 and 2026

Full Year Guidance*

	FY24 Guidance	Prior FY24 Guidance
Organic Net Sales	-3% to -4% vs. FY23	~1%+ vs. FY23
Adjusted EBITDA	\$150-155 million	\$155-160 million
Gross Margin Expansion	+0 – 50 bps	+50 – 100 bps
Free Cash Flow	\$40 – 45 million	\$40 – 45 million

Guidance Assumptions:

- Currency rates will not materially change from today's rates, resulting in ~1% net sales benefit from FX for the year
- Net pricing will recover most of the cost inflation
- Productivity will drive gross margin expansion

*The forward-looking non-GAAP financial measures included on this slide 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 items that would be expected to impact GAAP measures but would not impact the non-GAAP measures. Such items may include certain litigation and related expenses, transaction costs associated with acquisitions and divestitures, 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.

In Summary

- Strategy driving gross margin expansion, strong operating cash flow, & leverage improvement to 3.9x
- Investing in brand building, innovation, and channel expansion enabling growth
- **85% of the business is in growth**, working aggressively to stabilize the balance
- Accelerating North America commercial execution
- **Remain confident** in our ability to reach the full potential of Hain Reimagined







Appendix



Net Sales, Gross Profit, Adjusted Gross Profit & Adjusted EBITDA by Segment (Q3 FY24 and Q3 FY23)

	Nort	h America	Inte	ernational	Corpo	orate/Other	Hain (Consolidated
Net Sales								
Net sales - Q3 FY24	<u>\$</u>	268,107	\$	170,251	\$	-	<u>\$</u> \$	438,358
Net sales - Q3 FY23	\$	286,649	\$	168,594	\$	-	\$	455,243
% change - FY24 net sales vs. FY23								
net sales		(6.5)%		1.0%				(3.7)%
Gross Profit								
Q3 FY24								
Gross profit	\$	59,237	\$	37,434	\$	-	\$	96,671
Non-GAAP adjustments ⁽¹⁾		406		691	-	-		1,097
Adjusted gross profit	\$	59,643	\$	38,125	\$	-	\$	97,768
% change - FY24 gross profit vs.								
FY23 gross profit		(5.6)%		7.8%				(0.8)%
% change - FY24 adjusted gross profit								
vs. FY23 adjusted gross profit		(5.0)%		9.7%				0.3%
Gross margin		22.1%		22.0%				22.1%
Adjusted gross margin		22.2%		22.4%				22.3%
Q3 FY23								
Gross profit	\$	62,742	\$	34,737	\$	-	\$	97,479
Non-GAAP adjustments ⁽¹⁾		22	•	[′] 10	·	-	·	32
Adjusted gross profit	\$	62,764	\$	34,747	\$	-	\$	97,511
Gross margin	-	21.9%		20.6%				21.4%
Adjusted gross margin		21.9%		20.6%				21.4%
Adjusted EBITDA								
Q3 FY24								
Adjusted EBITDA	\$	27,883	\$	24,547	\$	(8,668)	\$	43,762
% change - FY24 adjusted EBITDA								
vs. FY23 adjusted EBITDA		2.5%		15.4%		22.6%		17.5%
Adjusted EBITDA margin		10.4%		14.4%				10.0%
Q3 FY23								
Adjusted EBITDA	\$	27,193	\$	21,269	\$	(11,202)	\$	37,260
Adjusted EBITDA margin		9.5%		12.6%				8.2%

⁽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 and Adjusted EPS (Q3 FY24 and Q3 FY23)

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES

Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income and Adjusted EPS

(unaudited and in thousands, except per share amounts)

Reconciliation of Gross Profit, GAAP to Gross Profit, as Adjusted:

	Third Quarter					
		2024		2023		
Gross profit, GAAP	\$	96,671	\$	97,479		
Adjustments to Cost of sales:						
Plant closure related costs, net		913		22		
Warehouse/manufacturing consolidation and other costs, net		184		10		
Inventory write-downs related to exited categories		-		-		
Gross profit, as adjusted	\$	97,768	\$	97,511		

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Reconciliation of Operating Loss, GAAP to Operating Income, as Adjusted:

	Third Quarter							
		2024	2023					
Operating loss, GAAP	\$	(27,901)	\$	(140,926)				
Adjustments to Cost of sales:								
Plant closure related costs, net		913		22				
Warehouse/manufacturing consolidation and other costs, net		184		10				
Inventory write-downs related to exited categories		-		-				
Adjustments to Operating expenses ^(a) :								
Intangibles and long-lived asset impairment		49,426		156,583				
Productivity and transformation costs		7,175		3,933				
Certain litigation expenses, net ^(b)		458		(1,582)				
Plant closure related costs, net		232		-				
Transaction and integration costs, net		55		215				
CEO succession		-		-				
Warehouse/manufacturing consolidation and other costs, net		-		3,982				
Operating income, as adjusted	\$	30,542	\$	22,237				
(a) Operating expenses include amortization of acquired intangibles	selling de	ooral and adminis	trativo ovo					

^(a) Operating expenses include amortization of acquired intangibles, selling, general and administrative expenses,

intangibles and long-lived asset impairment and productivity and transformation costs.

^(b) Expenses and items relating to securities class action, baby food litigation and SEC investigation.

Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income and Adjusted EPS (Q3 FY24 and Q3 FY23) cont.

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES

Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net Income and Adjusted EPS

(unaudited and in thousands, except per share amounts)

Reconciliation of Net Loss, GAAP to Net Income, as Adjusted:

	Third Quarter							
		2024		2023				
Net loss, GAAP	\$	(48,194)	\$	(115,727)				
Adjustments to Cost of sales:								
Plant closure related costs, net		913		22				
Warehouse/manufacturing consolidation and other costs, net		184		10				
Inventory write-downs related to exited categories		-		-				
Adjustments to Operating expenses ^(a) :								
Intangibles and long-lived asset impairment		49,426		156,583				
Productivity and transformation costs		7,175		3,933				
Certain litigation expenses, net ^(b)		458		(1,582)				
Plant closure related costs, net		232		-				
Transaction and integration costs, net		55		215				
CEO succession		-		-				
Warehouse/manufacturing consolidation and other costs, net		-		3,982				
Adjustments to Interest and other expense, net ^(c) :								
Unrealized currency (gains) losses		(71)		202				
(Gain) loss on sale of assets		-		(134)				
Adjustments to Provision (benefit) for income taxes:								
Net tax impact of non-GAAP adjustments		1,094		(40,131)				
Net income, as adjusted	\$	11,272	\$	7,373				
Net loss margin		(11.0)%		(25.4)%				
Adjusted net income margin		2.6%		1.6%				
Diluted shares used in the calculation of net (loss) income per								
common share:		89,832		89,421				
Diluted net loss per common share, GAAP	\$	(0.54)	\$	(1.29)				
Diluted net income per common share, as adjusted	\$	0.13	\$	0.08				

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

^(b) Expenses and items relating to securities class action, baby food litigation and SEC investigation.

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

Organic Net Sales (Q3 FY24 and Q3 FY23)

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES Organic Net Sales Growth

(unaudited and in thousands)

Q3 FY24	North America		Inte	ernational	Hain C	Consolidated
Net sales	\$	268,107	\$	170,251	\$	438,358
Divestitures and discontinued brands		(307)		-		(307)
Organic net sales	\$	267,800	\$	170,251	\$	438,051
Q3 FY23 Net sales Divestitures and discontinued brands	\$	286,649 (163)	\$	168,594 -	\$	455,243 (163)
Organic net sales	\$	286,486	\$	168,594	\$	455,080
Net sales (decline) growth Impact of divestitures and discontinued brands Organic net sales (decline) growth		(6.5)% 0.0% (6.5)%		1.0% 0.0% 1.0%		(3.7)% (0.0)% (3.7)%

Adjusted EBITDA (Q3 FY24 and Q3 FY23)

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES Adjusted EBITDA

(unaudited and in thousands)

	Third Quarter							
		2024		2023				
Net loss	\$	(48,194)	\$	(115,727)				
Depreciation and amortization		10,858		13,784				
Equity in net loss of equity-method investees		966		528				
Interest expense, net		13,322		12,924				
Provision (benefit) for income taxes		5,100		(39,587)				
Stock-based compensation, net		3,017		3,228				
Unrealized currency losses		250		202				
Certain litigation expenses, net ^(a)		458		(1,582)				
Restructuring activities								
Productivity and transformation costs		7,175		3,933				
Plant closure related costs, net		1,145		22				
Warehouse/manufacturing consolidation and other								
costs, net		184		2,871				
CEO succession		-		-				
Acquisitions, divestitures and other								
Transaction and integration costs, net		55		215				
(Gain) loss on sale of assets		-		(134)				
Impairment charges								
Intangibles and long-lived asset impairment		49,426		156,583				
Inventory write-downs related to exited categories		-		-				
Adjusted EBITDA	\$	43,762	\$	37,260				

^(a) Expenses and items relating to securities class action, baby food litigation and SEC investigation.

Net Debt (Q4 FY23 – Q3 FY24)

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES

Net Debt

(unaudited and in thousands)

	Jun	e 30, 2023	Septer	mber 30, 2023	Decer	nber 31, 2023	Mar	ch 31, 2024
Debt								
Long-term debt, less current portion	\$	821,181	\$	807,401	\$	801,675	\$	769,948
Current portion of long-term debt		7,567		7,568		7,569		7,569
Total debt	\$	828,748	\$	814,969	\$	809,244	\$	777,517
Less: Cash and cash equivalents		53,364		38,280		53,672		49,549
Net debt	\$	775,384	\$	776,689	\$	755,572	\$	727,968

Free Cash Flow (Q3 FY24 and Q3 FY23)

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES Free Cash Flow

(unaudited and in thousands)

	Third Quarter					
		2024		2023		
Net cash provided by operating activities Purchases of property, plant and equipment	\$	42,274 (12,034)	\$	28,961 (7,379)		
Free cash flow	\$	30,240	\$	21,582		

Thank You!

