

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 9, 2026



THE HAIN CELESTIAL GROUP, INC.

(Exact name of Registrant as Specified in Its Charter)

**Delaware
(State or Other Jurisdiction
of Incorporation)**

**0-22818
(Commission File
Number)**

**22-3240619
(IRS Employer
Identification No.)**

**221 River Street,
Hoboken, New Jersey
(Address of Principal Executive Offices)**

**07030
(Zip Code)**

Registrant's Telephone Number, Including Area Code: (516) 587-5000

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|---|----------------------|---|
| Common Stock, par value \$.01 per share | HAIN | The Nasdaq Stock Market LLC |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On February 9, 2026, The Hain Celestial Group, Inc. (the “Company”) issued a press release announcing financial results for its second quarter ended December 31, 2025. A copy of the press release is furnished as Exhibit 99.1 hereto.

The information contained in this Item 2.02 of this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, or incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description |
|-------------|--|
| 99.1 | Press Release of The Hain Celestial Group, Inc. dated February 9, 2026 |
| 104 | Cover Page Interactive Data File (embedded within the inline XBRL document) |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE HAIN CELESTIAL GROUP, INC.

Date: February 9, 2026

By: /s/ Lee A. Boyce
Lee A. Boyce
Chief Financial Officer



Hain Celestial Reports Fiscal Second Quarter 2026 Financial Results

*Net cash provided by operations in the quarter +20% year-over-year,
demonstrating strong cash delivery*

HOBOKEN, N.J., February 9, 2026 — The Hain Celestial Group, Inc. (Nasdaq: HAIN), a leading global health and wellness company whose purpose is to inspire healthier living through better-for-you brands, today reported financial results for its fiscal second quarter ended December 31, 2025.

“We demonstrated meaningful strategic and operational progress in the second quarter and are advancing our turnaround strategy with urgency. We took bold steps to sharpen our portfolio and strengthen our balance sheet through the divestiture of our North American snack business, giving us greater financial flexibility alongside an improved margin and cash flow profile. Our core categories are stable, our operational execution is improving, and we demonstrated strong cash delivery in the quarter. The actions underway across simplification, pricing, innovation, and productivity provide a clear path to sequential improvement in the back half of the year. We remain confident in our path forward,” stated Alison Lewis, President and CEO.

FINANCIAL HIGHLIGHTS*

Summary of Fiscal Second Quarter Results Compared to the Prior Year Period

- Net sales were \$384 million, down 7% year-over-year.
 - Organic net sales decreased 7% compared to the prior year period.
 - The decrease in organic net sales was comprised of a 9-point decrease in volume/mix, partially offset by a 2-point increase in pricing.
- Gross profit margin was 19.4%, a 330-basis point decrease from the prior year period.
 - Adjusted gross profit margin was 19.5%, a 340-basis point decrease from the prior year period.
- Net loss was \$116 million, compared to a net loss of \$104 million in the prior year period.
 - Net loss included pre-tax non-cash impairment charges of \$132 million (\$131 million after-tax) related to goodwill and certain intangible assets.
 - Adjusted net loss was \$3 million, compared to adjusted net income of \$8 million in the prior year period.
- Adjusted EBITDA was \$24 million, compared to \$38 million in the prior year period.
- Loss per diluted share was \$1.28, compared to a loss per diluted share of \$1.15 in the prior year period.
 - Adjusted loss per diluted share was \$0.03, compared to adjusted earnings per diluted share of \$0.08 in the prior year period.

*This press release includes certain non-GAAP financial measures, which are intended to supplement, not substitute for, comparable GAAP financial measures. Reconciliations of non-GAAP financial measures to GAAP financial measures and other non-GAAP financial calculations are provided in the tables included in this press release.

Cash Flow and Balance Sheet Highlights

- Net cash provided by operating activities was \$37 million in the fiscal second quarter, compared to \$31 million in the prior year period.
- Free cash flow was \$30 million in the fiscal second quarter, compared to \$25 million in the prior year period.
- Total debt was \$705 million at the end of the fiscal second quarter, in line with \$705 million at the beginning of the fiscal year.
- Net debt was \$637 million at the end of the fiscal second quarter, compared to \$650 million at the beginning of the fiscal year.
- The company ended the fiscal second quarter with a net secured leverage ratio of 4.9x as calculated under our credit agreement.

SEGMENT HIGHLIGHTS

The company operates under two reportable segments: North America and International.

| | Net Sales | | | | | | | | | |
|----------------------|-------------|---------------------|------------------------------|-----------|--------------------|-------------|---------------------|------------------------------|-----------|--------------------|
| | Q2 FY26 | | | | | Q2 FY26 YTD | | | | |
| | \$ Millions | Reported Growth Y/Y | M&A/Exit Impact ¹ | FX Impact | Organic Growth Y/Y | \$ Millions | Reported Growth Y/Y | M&A/Exit Impact ¹ | FX Impact | Organic Growth Y/Y |
| North America | 198 | -14% | -3% | 0% | -10% | 402 | -13% | -4% | 0% | -9% |
| International | 186 | 2% | 0% | 5% | -3% | 350 | 1% | 0% | 5% | -3% |
| Total | 384 | -7% | -2% | 2% | -7% | 752 | -7% | -2% | 2% | -6% |

* May not add due to rounding

¹ Reflects the impact within reported net sales growth of the following items that are excluded from organic net sales growth: net sales from divested brands (ParmCrisps® snacks brands), held for sale businesses (Personal Care), discontinued brands, and exited product categories.

North America

Fiscal second quarter organic net sales decreased by 10% year-over-year, primarily driven by snacks and baby formula, partially offset by growth in beverages.

Segment gross profit and adjusted gross profit were each \$41 million in the fiscal second quarter, representing decreases of 28% and 29%, respectively, from the prior year period. Gross margin was 20.6%, a 420-basis point decrease from the prior year period, and adjusted gross margin was 20.8%, a 440-basis point decrease from the prior year period. The decreases in margin were primarily driven by lower volume/mix, cost inflation, and unfavorable fixed cost absorption, partially offset by productivity savings and pricing.

Adjusted EBITDA in the fiscal second quarter was \$11 million, compared to \$25 million in the prior year period, a decrease of 57%. The decrease was primarily driven by lower gross margins, as discussed above, partially offset by a reduction in SG&A. Adjusted EBITDA margin was 5.5% of net sales compared to 11.0% of net sales in the prior year period.

International

Fiscal second quarter organic net sales decreased by 3% year-over-year, primarily driven by lower sales in baby & kids. This demonstrates sequential improvement from the 4% decrease year-over-year in organic net sales in the fiscal first quarter of 2026.

Segment gross profit and adjusted gross profit in the fiscal second quarter were both \$34 million, each representing an 8% decrease from the prior year period. Gross margin and adjusted gross margin were both 18.1%, each representing a 200-basis point decrease from the prior year period. The decreases in margin were primarily driven by cost inflation, unfavorable fixed cost absorption, and lower volume/mix, partially offset by productivity savings and pricing.

Adjusted EBITDA in the fiscal second quarter was \$19 million, compared to \$23 million in the prior year period, a decrease of 16%. The decrease was primarily driven by lower gross margins, as discussed above. Adjusted EBITDA margin was 10.2% compared to 12.4% in the prior year period.

CATEGORY HIGHLIGHTS

| | Net Sales | | | | | | | | | |
|------------------------|-------------|---------------------|------------------------------|-----------|--------------------|-------------|---------------------|------------------------------|-----------|--------------------|
| | Q2 FY26 | | | | | Q2 FY26 YTD | | | | |
| | \$ Millions | Reported Growth Y/Y | M&A/Exit Impact ¹ | FX Impact | Organic Growth Y/Y | \$ Millions | Reported Growth Y/Y | M&A/Exit Impact ¹ | FX Impact | Organic Growth Y/Y |
| Snacks | 72 | -20% | 0% | 0% | -20% | 152 | -20% | -1% | 0% | -19% |
| Baby & Kids | 54 | -13% | 0% | 2% | -14% | 109 | -11% | -1% | 2% | -12% |
| Beverages | 75 | 7% | 0% | 4% | 3% | 134 | 6% | 0% | 4% | 2% |
| Meal Prep | 172 | -3% | -5% | 3% | -1% | 332 | -2% | -4% | 3% | 0% |
| Personal Care | 12 | -7% | n/a | n/a | n/a | 25 | -20% | n/a | n/a | n/a |
| Total | 384 | -7% | -2% | 2% | -7% | 752 | -7% | -2% | 2% | -6% |

* May not add due to rounding

¹ Reflects the impact within reported net sales growth of the following items that are excluded from organic net sales growth: net sales from divested brands (ParmCrisps® snacks brands), held for sale businesses (Personal Care), discontinued brands, and exited product categories.

Snacks

The fiscal second quarter organic net sales decline of 20% year-over-year was driven by distribution losses and velocity challenges in North America.

Baby & Kids

The fiscal second quarter organic net sales decline of 14% year-over-year was driven primarily by industry-wide volume softness in purees in the UK and by formula in North America, which was lapping supply recovery from last year.

Beverages

The fiscal second quarter organic net sales increase of 3% year-over-year was driven by growth in tea in North America. This demonstrates acceleration from the 2% year-over-year growth in organic net sales in the fiscal first quarter of 2026.

Meal Prep

The fiscal second quarter organic net sales decline of 1% year-over-year was driven primarily by spreads and drizzles in the UK, partially offset by strength in yogurt in North America.

Conference Call and Webcast Information

Hain Celestial will host a conference call and webcast today at 8:00 AM ET to discuss its results and business outlook. The live webcast and accompanying presentation are available under the Investors section of the company's corporate website at www.hain.com. Investors and analysts can access the live

call by dialing 800-715-9871 or 646-307-1963. The conference ID is 5099081. Participation by the press and public in the Q&A session will be in listen-only mode. A replay of the call will be available shortly after the conclusion of the live call through Monday, February 16th, 2026, and can be accessed by dialing 800-770-2030 or 609-800-9909 and referencing the conference access ID: 5099081.

About The Hain Celestial Group, Inc.

Hain Celestial is a leading health and wellness company whose purpose is to inspire healthier living for people, communities and the planet through better-for-you brands. For more than 30 years, Hain Celestial has intentionally focused on delivering nutrition and well-being that positively impacts today and tomorrow. Headquartered in Hoboken, N.J., Hain Celestial's products across snacks, baby/kids, beverages and meal preparation are marketed and sold in over 70 countries around the world. Our leading brands include Garden Veggie Snacks™, Terra® chips, Garden of Eatin'® snacks, Hartley's® jelly, Earth's Best® Organic and Ella's Kitchen® baby and kids foods, Celestial Seasonings® teas, Joya® and Natumi® plant-based beverages, The Greek Gods® yogurt, Cully & Sully®, Yorkshire Provender®, New Covent Garden® and Imagine® soups, among others. For more information, visit www.hain.com and LinkedIn.

Forward-Looking Statements

This press release 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 strategy, our future results of operations, our capital and cost structure, and the macroeconomic environment.

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; changes to consumer preferences; our ability to execute our business strategy; the ability to satisfy the conditions to the closing of the contemplated disposition of our North American snacks business, which may include conditions outside of our control; our ability to successfully separate the North American snacks business and realize the benefits of the contemplated disposition; compliance with our credit agreement and our ability to refinance, retire and/or extend the maturity of the Company's existing debt; our ability to manage our supply chain effectively; input cost inflation, including as a result of tariffs; reliance on independent contract manufacturers; disruption of operations at our manufacturing facilities; customer concentration; reliance on independent distributors; risks associated with operating internationally; risks associated with outsourcing arrangements; risks associated with geopolitical conflicts or events; our reliance on independent certification for a number of our products; our ability to attract and retain highly skilled people; risks related to tax matters; foreign currency exchange risk; general economic conditions; impairments in the carrying value of goodwill or other intangible assets; the reputation of our company and our brands; our ability to use and protect trademarks; cybersecurity incidents; disruptions to information technology systems; pending and future litigation, including litigation relating to Earth's Best® baby food products; potential liability if our products cause illness or physical harm; the highly regulated environment in which we operate; our ability to manage our financial reporting and internal control systems and processes; compliance with data privacy laws; the adequacy of our insurance coverage; climate impacts; liabilities, claims or regulatory change with respect to environmental matters; and other risks and matters described in our most recent Annual Report on Form 10-K and our other filings from time to time with the U.S. Securities and Exchange Commission.

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 press release and the accompanying tables include non-GAAP financial measures, including, among others, organic net sales; adjusted gross profit and its related margin; adjusted operating income and its related margin; adjusted net (loss) income and its related margin; diluted net (loss) income per common share, as adjusted; 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, held for sale businesses, discontinued brands, exited product categories and foreign exchange. 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, held for sale businesses, discontinued brands and exited product categories, the net sales of a divested business, held for sale business, discontinued brand or exited product category are excluded from all periods. To adjust organic net sales for the impact of foreign exchange, current period net sales for entities reporting in currencies other than the U.S. dollar are translated into U.S. dollars at the average monthly exchange rates in effect during the corresponding period of the prior fiscal year, rather than at the actual average monthly exchange rate in effect during the current period of the current fiscal year.
 - *Adjusted gross profit and its related margin*: gross profit, before plant closure related costs, net.
 - *Adjusted operating income and its related margin*: operating loss before goodwill impairment, intangibles and long-lived asset impairment, productivity and transformation costs, costs associated with acquisitions, divestitures and other transactions, plant closure related costs, net, certain litigation expenses, net, and proceeds from insurance claim.
 - *Adjusted net (loss) income and its related margin and diluted net (loss) income per common share, as adjusted*: net loss, adjusted to exclude the impact of goodwill impairment, intangibles and long-lived asset impairment, productivity and transformation costs, costs associated with acquisitions, divestitures and other transactions, plant closure related costs, net, certain litigation expenses, net, proceeds from insurance claim, (gains) losses on sales of assets, unrealized currency losses (gains) and the related tax effects of such adjustments.
 - *Adjusted EBITDA and its related margin*: net loss before depreciation and amortization, equity in net loss of equity-method investees, net interest expense, income taxes, stock-based compensation, net, unrealized currency losses (gains), proceeds from insurance claim, certain litigation expenses, net, productivity and transformation costs, plant closure related costs, net, costs associated with acquisitions, divestitures and other transactions, (gains) losses on sales of assets, goodwill impairment and intangibles and long-lived asset impairment.
 - *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, held for sale businesses, discontinued brands, and exited product categories and foreign exchange, 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 our Company and 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.

We discuss the Company's net secured leverage ratio as calculated under our credit agreement as a measure of our financial condition, liquidity and compliance with our credit agreement. For a description of the material terms of our credit agreement and risks of non-compliance with our credit agreement, see "Liquidity and Capital Resources" under "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Risk Factors" in our most recent Annual Report on Form 10-K and our subsequent quarterly reports on Form 10-Q filed with the U.S. Securities and Exchange Commission.

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THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Consolidated Statements of Operations
(unaudited and in thousands, except per share amounts)

| | Second Quarter | | Second Quarter Year to Date | |
|--|---------------------|---------------------|-----------------------------|---------------------|
| | 2026 | 2025 | 2026 | 2025 |
| Net sales | \$ 384,120 | \$ 411,485 | \$ 752,003 | \$ 806,081 |
| Cost of sales | 309,681 | 318,033 | 609,486 | 631,019 |
| Gross profit | 74,439 | 93,452 | 142,517 | 175,062 |
| Selling, general and administrative expenses | 60,903 | 70,155 | 126,415 | 141,483 |
| Goodwill impairment | 119,908 | 91,267 | 119,908 | 91,267 |
| Intangibles and long-lived asset impairment | 11,917 | 17,986 | 11,917 | 18,017 |
| Productivity and transformation costs | 5,234 | 4,190 | 13,453 | 9,208 |
| Amortization of acquired intangible assets | 1,199 | 1,753 | 2,411 | 3,933 |
| Proceeds from insurance claim | (25,900) | - | (25,900) | - |
| Operating loss | (98,822) | (91,899) | (105,687) | (88,846) |
| Interest and other financing expense, net | 15,662 | 12,800 | 31,161 | 26,546 |
| Other (income) expense, net | (997) | (4,040) | (1,653) | 1,252 |
| Loss before income taxes and equity in net loss of equity-method investees | (113,487) | (100,659) | (135,195) | (116,644) |
| Provision for income taxes | 2,386 | 2,728 | 1,130 | 6,251 |
| Equity in net loss of equity-method investees | 133 | 588 | 306 | 743 |
| Net loss | <u>\$ (116,006)</u> | <u>\$ (103,975)</u> | <u>\$ (136,631)</u> | <u>\$ (123,638)</u> |
| Net loss per common share: | | | | |
| Basic | <u>\$ (1.28)</u> | <u>\$ (1.15)</u> | <u>\$ (1.51)</u> | <u>\$ (1.37)</u> |
| Diluted | <u>\$ (1.28)</u> | <u>\$ (1.15)</u> | <u>\$ (1.51)</u> | <u>\$ (1.37)</u> |
| Shares used in the calculation of net loss per common share: | | | | |
| Basic | <u>90,655</u> | <u>90,132</u> | <u>90,482</u> | <u>89,997</u> |
| Diluted | <u>90,655</u> | <u>90,132</u> | <u>90,482</u> | <u>89,997</u> |

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Consolidated Balance Sheets
(unaudited and in thousands)

| | December 31, 2025 | June 30, 2025 |
|---|--------------------------|----------------------|
| ASSETS | | |
| Current assets: | | |
| Cash and cash equivalents | \$ 68,017 | \$ 54,355 |
| Accounts receivable, net | 174,064 | 154,440 |
| Inventories | 215,742 | 248,731 |
| Prepaid expenses and other current assets | 76,435 | 43,169 |
| Assets held for sale | 30,137 | 29,603 |
| Total current assets | 564,395 | 530,298 |
| Property, plant and equipment, net | 250,500 | 264,730 |
| Goodwill | 378,042 | 500,961 |
| Trademarks and other intangible assets, net | 194,293 | 210,905 |
| Operating lease right-of-use assets, net | 67,348 | 71,171 |
| Other assets | 22,832 | 25,213 |
| Total assets | \$ 1,477,410 | \$ 1,603,278 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| Current liabilities: | | |
| Accounts payable | \$ 198,475 | \$ 188,307 |
| Accrued expenses and other current liabilities | 103,190 | 68,426 |
| Current portion of long-term debt | 704,315 | 7,653 |
| Liabilities related to assets held for sale | 10,554 | 12,987 |
| Total current liabilities | 1,016,534 | 277,373 |
| Long-term debt, less current portion | 388 | 697,168 |
| Deferred income taxes | 40,923 | 40,332 |
| Operating lease liabilities, noncurrent portion | 61,683 | 65,284 |
| Other noncurrent liabilities | 27,637 | 48,116 |
| Total liabilities | 1,147,165 | 1,128,273 |
| Stockholders' equity: | | |
| Common stock | 1,135 | 1,125 |
| Additional paid-in capital | 1,241,446 | 1,238,402 |
| Retained (deficit) earnings | (89,953) | 46,678 |
| Accumulated other comprehensive loss | (91,893) | (81,053) |
| | 1,060,735 | 1,205,152 |
| Less: Treasury stock | (730,490) | (730,147) |
| Total stockholders' equity | 330,245 | 475,005 |
| Total liabilities and stockholders' equity | \$ 1,477,410 | \$ 1,603,278 |

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Consolidated Statements of Cash Flows
(unaudited and in thousands)

| | Second Quarter | | Second Quarter Year to Date | |
|--|------------------|------------------|-----------------------------|------------------|
| | 2026 | 2025 | 2026 | 2025 |
| CASH FLOWS FROM OPERATING ACTIVITIES | | | | |
| Net loss | \$ (116,006) | \$ (103,975) | \$ (136,631) | \$ (123,638) |
| Adjustments to reconcile net loss to net cash provided by operating activities: | | | | |
| Depreciation and amortization | 11,149 | 11,020 | 26,560 | 22,447 |
| Deferred income taxes | (183) | (445) | (23) | (1,116) |
| Equity in net loss of equity-method investees | 133 | 588 | 306 | 743 |
| Stock-based compensation, net | 1,051 | 3,573 | 3,054 | 6,449 |
| Goodwill impairment | 119,908 | 91,267 | 119,908 | 91,267 |
| Intangibles and long-lived asset impairment | 11,917 | 17,986 | 11,917 | 18,017 |
| (Gain) loss on sale of assets | (1,142) | (1,626) | (2,028) | 2,308 |
| Other non-cash items, net | 1,100 | (1,583) | 1,332 | (498) |
| (Decrease) increase in cash attributable to changes in operating assets and liabilities: | | | | |
| Accounts receivable | (3,882) | 2,467 | (19,589) | (1,459) |
| Inventories | 15,757 | 1,691 | 31,967 | 3,973 |
| Other current assets | (29,023) | (5,211) | (33,126) | (7,682) |
| Other assets and liabilities | (291) | (669) | (3,149) | (90) |
| Accounts payable and accrued expenses | 26,480 | 15,822 | 27,990 | 9,397 |
| Net cash provided by operating activities | <u>36,968</u> | <u>30,905</u> | <u>28,488</u> | <u>20,118</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | | |
| Purchases of property, plant and equipment | (6,988) | (6,382) | (12,215) | (12,139) |
| Proceeds from sale of assets | 1,769 | 1,701 | 1,782 | 13,767 |
| Investments and joint ventures, net | - | 2,570 | - | 2,570 |
| Net cash (used in) provided by investing activities | <u>(5,219)</u> | <u>(2,111)</u> | <u>(10,433)</u> | <u>4,198</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | | |
| Borrowings under bank revolving credit facility | 45,000 | 50,000 | 113,000 | 109,000 |
| Repayments under bank revolving credit facility | (55,000) | (60,000) | (109,500) | (121,000) |
| Repayments under term loan | (1,875) | (1,875) | (3,750) | (3,750) |
| Payments of other debt, net | (98) | (21) | (2,609) | (42) |
| Employee shares withheld for taxes | (273) | (956) | (343) | (1,258) |
| Net cash used in financing activities | <u>(12,246)</u> | <u>(12,852)</u> | <u>(3,202)</u> | <u>(17,050)</u> |
| Effect of exchange rate changes on cash | 628 | (16,595) | (1,191) | (5,373) |
| Net increase (decrease) in cash and cash equivalents | 20,131 | (653) | 13,662 | 1,893 |
| Cash and cash equivalents at beginning of period | 47,886 | 56,853 | 54,355 | 54,307 |
| Cash and cash equivalents at end of period | <u>\$ 68,017</u> | <u>\$ 56,200</u> | <u>\$ 68,017</u> | <u>\$ 56,200</u> |

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Net Sales, Gross Profit and Adjusted EBITDA by Segment
(unaudited and in thousands)

| | <u>North America</u> | <u>International</u> | <u>Corporate/Other</u> | <u>Hain Consolidated</u> |
|--|----------------------|----------------------|------------------------|--------------------------|
| Net Sales | | | | |
| Net sales - Q2 FY26 | \$ 197,821 | \$ 186,299 | \$ - | \$ 384,120 |
| Net sales - Q2 FY25 | \$ 229,289 | \$ 182,196 | \$ - | \$ 411,485 |
| % change - FY26 net sales vs. FY25 net sales | (13.7)% | 2.3% | | (6.7)% |
| Gross Profit | | | | |
| Q2 FY26 | | | | |
| Gross profit | \$ 40,749 | \$ 33,690 | \$ - | \$ 74,439 |
| Non-GAAP adjustments ⁽¹⁾ | 419 | - | - | 419 |
| Adjusted gross profit | \$ 41,168 | \$ 33,690 | \$ - | \$ 74,858 |
| % change - FY26 gross profit vs. FY25 gross profit | (28.4)% | (7.8)% | | (20.3)% |
| % change - FY26 adjusted gross profit vs. FY25 adjusted gross profit | (28.8)% | (7.8)% | | (20.6)% |
| Gross margin | 20.6% | 18.1% | | 19.4% |
| Adjusted gross margin | 20.8% | 18.1% | | 19.5% |
| Q2 FY25 | | | | |
| Gross profit | \$ 56,926 | \$ 36,526 | \$ - | \$ 93,452 |
| Non-GAAP adjustments ⁽¹⁾ | 858 | - | - | 858 |
| Adjusted gross profit | \$ 57,784 | \$ 36,526 | \$ - | \$ 94,310 |
| Gross margin | 24.8% | 20.0% | | 22.7% |
| Adjusted gross margin | 25.2% | 20.0% | | 22.9% |
| Adjusted EBITDA | | | | |
| Q2 FY26 | | | | |
| Adjusted EBITDA | \$ 10,911 | \$ 18,998 | \$ (5,627) | \$ 24,282 |
| % change - FY26 Adjusted EBITDA vs. FY25 Adjusted EBITDA | (56.9)% | (15.7)% | 43.4% | (35.9)% |
| Adjusted EBITDA margin | 5.5% | 10.2% | | 6.3% |
| Q2 FY25 | | | | |
| Adjusted EBITDA | \$ 25,307 | \$ 22,526 | \$ (9,940) | \$ 37,893 |
| Adjusted EBITDA margin | 11.0% | 12.4% | | 9.2% |

⁽¹⁾ See accompanying tables "Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net (Loss) Income and Adjusted Net (Loss) Income per Diluted Share"

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Net Sales, Gross Profit and Adjusted EBITDA by Segment
(unaudited and in thousands)

| | <u>North America</u> | <u>International</u> | <u>Corporate/Other</u> | <u>Hain Consolidated</u> |
|--|----------------------|----------------------|------------------------|--------------------------|
| Net Sales | | | | |
| Net sales - Q2 FY26 YTD | \$ 401,741 | \$ 350,262 | \$ - | \$ 752,003 |
| Net sales - Q2 FY25 YTD | \$ 460,429 | \$ 345,652 | \$ - | \$ 806,081 |
| % change - FY26 net sales vs. FY25 net sales | (12.7)% | 1.3% | | (6.7)% |
| Gross Profit | | | | |
| Q2 FY26 YTD | | | | |
| Gross profit | \$ 83,163 | \$ 59,354 | \$ - | \$ 142,517 |
| Non-GAAP adjustments ⁽¹⁾ | 4,208 | - | - | 4,208 |
| Adjusted gross profit | \$ 87,371 | \$ 59,354 | \$ - | \$ 146,725 |
| % change - FY26 gross profit vs. FY25 gross profit | (20.2)% | (16.2)% | | (18.6)% |
| % change - FY26 adjusted gross profit vs. FY25 adjusted gross profit | (17.1)% | (16.2)% | | (16.8)% |
| Gross margin | 20.7% | 16.9% | | 19.0% |
| Adjusted gross margin | 21.7% | 16.9% | | 19.5% |
| Q2 FY25 YTD | | | | |
| Gross profit | \$ 104,210 | \$ 70,852 | \$ - | \$ 175,062 |
| Non-GAAP adjustments ⁽¹⁾ | 1,187 | - | - | 1,187 |
| Adjusted gross profit | \$ 105,397 | \$ 70,852 | \$ - | \$ 176,249 |
| Gross margin | 22.6% | 20.5% | | 21.7% |
| Adjusted gross margin | 22.9% | 20.5% | | 21.9% |
| Adjusted EBITDA | | | | |
| Q2 FY26 YTD | | | | |
| Adjusted EBITDA | \$ 27,920 | \$ 31,553 | \$ (15,459) | \$ 44,014 |
| % change - FY26 Adjusted EBITDA vs. FY25 Adjusted EBITDA | (26.1)% | (26.4)% | 24.2% | (27.0)% |
| Adjusted EBITDA margin | 6.9% | 9.0% | | 5.9% |
| Q2 FY25 YTD | | | | |
| Adjusted EBITDA | \$ 37,766 | \$ 42,896 | \$ (20,394) | \$ 60,268 |
| Adjusted EBITDA margin | 8.2% | 12.4% | | 7.5% |

⁽¹⁾ See accompanying tables "Adjusted Gross Profit, Adjusted Operating Income, Adjusted Net (Loss) Income and Adjusted Net (Loss) Income per Diluted Share"

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Adjusted Gross Profit and Adjusted Operating Income
(unaudited and in thousands)

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

| | Second Quarter | | Second Quarter Year to Date | |
|--------------------------------------|----------------|-----------|-----------------------------|------------|
| | 2026 | 2025 | 2026 | 2025 |
| Gross profit, GAAP | \$ 74,439 | \$ 93,452 | \$ 142,517 | \$ 175,062 |
| <i>Adjustments to Cost of sales:</i> | | | | |
| Plant closure related costs, net | 419 | 858 | 4,208 | 1,187 |
| Gross profit, as adjusted | \$ 74,858 | \$ 94,310 | \$ 146,725 | \$ 176,249 |

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

| | Second Quarter | | Second Quarter Year to Date | |
|---|----------------|-------------|-----------------------------|-------------|
| | 2026 | 2025 | 2026 | 2025 |
| Operating loss, GAAP | \$ (98,822) | \$ (91,899) | \$ (105,687) | \$ (88,846) |
| <i>Adjustments to Cost of sales:</i> | | | | |
| Plant closure related costs, net | 419 | 858 | 4,208 | 1,187 |
| <i>Adjustments to Operating expenses^(a):</i> | | | | |
| Goodwill impairment | 119,908 | 91,267 | 119,908 | 91,267 |
| Intangibles and long-lived asset impairment | 11,917 | 17,986 | 11,917 | 18,017 |
| Productivity and transformation costs | 5,234 | 4,190 | 13,453 | 9,208 |
| Transaction and integration costs, net | 1,009 | (105) | 3,182 | (423) |
| Plant closure related costs, net | 101 | - | 148 | 47 |
| Certain litigation expenses, net ^(b) | (182) | 1,020 | 645 | 1,847 |
| Proceeds from insurance claim ^(c) | (25,900) | - | (25,900) | - |
| Operating income, as adjusted | \$ 13,684 | \$ 23,317 | \$ 21,874 | \$ 32,304 |

^(a) Operating expenses include amortization of acquired intangibles, selling, general and administrative expenses, goodwill impairment, 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) Represents a receivable under the Company's representation and warranty insurance related to one of its prior acquisitions, which was collected on January 2, 2026.

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Adjusted Net (Loss) Income and Adjusted Net (Loss) Income per Diluted Share
(unaudited and in thousands, except per share amounts)

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

| | Second Quarter | | Second Quarter Year to Date | |
|--|-------------------|-----------------|-----------------------------|-----------------|
| | 2026 | 2025 | 2026 | 2025 |
| Net loss, GAAP | \$ (116,006) | \$ (103,975) | \$ (136,631) | \$ (123,638) |
| <i>Adjustments to Cost of sales:</i> | | | | |
| Plant closure related costs, net | 419 | 858 | 4,208 | 1,187 |
| <i>Adjustments to Operating expenses^(a):</i> | | | | |
| Goodwill impairment | 119,908 | 91,267 | 119,908 | 91,267 |
| Intangibles and long-lived asset impairment | 11,917 | 17,986 | 11,917 | 18,017 |
| Productivity and transformation costs | 5,234 | 4,190 | 13,453 | 9,208 |
| Transaction and integration costs, net | 1,009 | (105) | 3,182 | (423) |
| Plant closure related costs, net | 101 | - | 148 | 47 |
| Certain litigation expenses, net ^(b) | (182) | 1,020 | 645 | 1,847 |
| Proceeds from insurance claim ^(c) | (25,900) | - | (25,900) | - |
| <i>Adjustments to Interest and other expense, net^(d):</i> | | | | |
| (Gain) loss on sale of assets | (1,142) | (1,626) | (2,028) | 2,308 |
| Unrealized currency losses (gains) | 139 | (1,624) | 404 | (430) |
| <i>Adjustments to Provision for income taxes:</i> | | | | |
| Net tax impact of non-GAAP adjustments | 1,768 | (485) | 717 | 4,308 |
| Net (loss) income, as adjusted | <u>\$ (2,735)</u> | <u>\$ 7,506</u> | <u>\$ (9,977)</u> | <u>\$ 3,698</u> |
| Net loss margin | (30.2)% | (25.3)% | (18.2)% | (15.3)% |
| Adjusted net (loss) income margin | (0.7)% | 1.8% | (1.3)% | 0.5% |
| Diluted shares used in the calculation of net loss per common share: | 90,655 | 90,132 | 90,482 | 89,997 |
| Diluted shares used in the calculation of adjusted net (loss) income per common share: | 90,655 | 90,392 | 90,482 | 90,233 |
| Diluted net loss per common share, GAAP | \$ (1.28) | \$ (1.15) | \$ (1.51) | \$ (1.37) |
| Diluted net (loss) income per common share, as adjusted | \$ (0.03) | \$ 0.08 | \$ (0.11) | \$ 0.04 |

^(a) Operating expenses include amortization of acquired intangibles, selling, general and administrative expenses, goodwill impairment, 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) Represents a receivable under the Company's representation and warranty insurance related to one of its prior acquisitions, which was collected on January 2, 2026.

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

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Organic Net Sales Growth by Segment
(unaudited and in thousands)

| | <u>North America</u> | <u>International</u> | <u>Hain Consolidated</u> |
|---|----------------------|----------------------|--------------------------|
| Q2 FY26 | | | |
| Net sales | \$ 197,821 | \$ 186,299 | \$ 384,120 |
| Less: Impact of held for sale businesses, discontinued brands and exited product categories | 12,704 | 780 | 13,484 |
| Less: Impact of foreign currency exchange | 89 | 8,947 | 9,036 |
| Organic net sales | <u>\$ 185,028</u> | <u>\$ 176,572</u> | <u>\$ 361,600</u> |
| Q2 FY25 | | | |
| Net sales | \$ 229,289 | \$ 182,196 | \$ 411,485 |
| Less: Impact of divestitures, held for sale businesses, discontinued brands and exited product categories | 22,932 | 785 | 23,717 |
| Organic net sales | <u>\$ 206,357</u> | <u>\$ 181,411</u> | <u>\$ 387,768</u> |
| Net sales (decline) growth | (13.7)% | 2.3% | (6.7)% |
| Less: Impact of divestitures, held for sale businesses, discontinued brands and exited product categories | (3.4)% | 0.1% | (2.2)% |
| Less: Impact of foreign currency exchange | 0.0% | 4.9% | 2.2% |
| Organic net sales decline | <u>(10.3)%</u> | <u>(2.7)%</u> | <u>(6.7)%</u> |
| Q2 FY26 YTD | | | |
| Net sales | \$ 401,741 | \$ 350,262 | \$ 752,003 |
| Less: Impact of held for sale businesses, discontinued brands and exited product categories | 31,851 | 1,692 | 33,543 |
| Less: Impact of foreign currency exchange | (69) | 15,662 | 15,593 |
| Organic net sales | <u>\$ 369,959</u> | <u>\$ 332,908</u> | <u>\$ 702,867</u> |
| Q2 FY25 YTD | | | |
| Net sales | \$ 460,429 | \$ 345,652 | \$ 806,081 |
| Less: Impact of divestitures, held for sale businesses, discontinued brands and exited product categories | 54,699 | 2,051 | 56,750 |
| Organic net sales | <u>\$ 405,730</u> | <u>\$ 343,601</u> | <u>\$ 749,331</u> |
| Net sales (decline) growth | (12.7)% | 1.3% | (6.7)% |
| Less: Impact of divestitures, held for sale businesses, discontinued brands and exited product categories | (3.9)% | (0.1)% | (2.4)% |
| Less: Impact of foreign currency exchange | (0.0)% | 4.5% | 1.9% |
| Organic net sales decline | <u>(8.8)%</u> | <u>(3.1)%</u> | <u>(6.2)%</u> |

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Organic Net Sales Growth by Category
(unaudited and in thousands)

| | Snacks | Baby & Kids | Beverages | Meal Prep | Personal Care | Hain Consolidated |
|---|-------------------|------------------------|-------------------|-------------------|----------------------|--------------------------|
| Q2 FY26 | | | | | | |
| Net sales | \$ 71,851 | \$ 53,590 | \$ 74,533 | \$ 172,264 | \$ 11,882 | \$ 384,120 |
| Less: Impact of held for sale businesses, discontinued brands and exited product categories | 216 | (5) | - | 1,391 | 11,882 | 13,484 |
| Less: Impact of foreign currency exchange | 269 | 965 | 2,924 | 4,878 | - | 9,036 |
| Organic net sales | <u>\$ 71,366</u> | <u>\$ 52,630</u> | <u>\$ 71,609</u> | <u>\$ 165,995</u> | <u>\$ -</u> | <u>\$ 361,600</u> |
| Q2 FY25 | | | | | | |
| Net sales | \$ 89,707 | \$ 61,561 | \$ 69,814 | \$ 177,653 | \$ 12,750 | \$ 411,485 |
| Less: Impact of divestitures, held for sale businesses, discontinued brands and exited product categories | 587 | 251 | - | 10,129 | 12,750 | 23,717 |
| Organic net sales | <u>\$ 89,120</u> | <u>\$ 61,310</u> | <u>\$ 69,814</u> | <u>\$ 167,524</u> | <u>\$ -</u> | <u>\$ 387,768</u> |
| Net sales (decline) growth | (19.9)% | (12.9)% | 6.8% | (3.0)% | (6.8)% | (6.7)% |
| Less: Impact of divestitures, held for sale businesses, discontinued brands and exited product categories | (0.3)% | (0.3)% | (0.0)% | (4.8)% | n/a | (2.2)% |
| Less: Impact of foreign currency exchange | 0.3% | 1.6% | 4.2% | 2.7% | n/a | 2.2% |
| Organic net sales (decline) growth | <u>(19.9)%</u> | <u>(14.2)%</u> | <u>2.6%</u> | <u>(0.9)%</u> | <u>n/a</u> | <u>(6.7)%</u> |
| Q2 FY26 YTD | | | | | | |
| Net sales | \$ 151,866 | \$ 109,382 | \$ 134,107 | \$ 331,886 | \$ 24,762 | \$ 752,003 |
| Less: Impact of held for sale businesses, discontinued brands and exited product categories | 400 | (4) | - | 8,385 | 24,762 | 33,543 |
| Less: Impact of foreign currency exchange | 473 | 1,875 | 4,784 | 8,461 | - | 15,593 |
| Organic net sales | <u>\$ 150,993</u> | <u>\$ 107,511</u> | <u>\$ 129,323</u> | <u>\$ 315,040</u> | <u>\$ -</u> | <u>\$ 702,867</u> |
| Q2 FY25 YTD | | | | | | |
| Net sales | \$ 189,182 | \$ 122,329 | \$ 126,490 | \$ 337,045 | \$ 31,035 | \$ 806,081 |
| Less: Impact of divestitures, held for sale businesses, discontinued brands and exited product categories | 3,904 | 782 | - | 21,029 | 31,035 | 56,750 |
| Organic net sales | <u>\$ 185,278</u> | <u>\$ 121,547</u> | <u>\$ 126,490</u> | <u>\$ 316,016</u> | <u>\$ -</u> | <u>\$ 749,331</u> |
| Net sales (decline) growth | (19.7)% | (10.6)% | 6.0% | (1.5)% | (20.2)% | (6.7)% |
| Less: Impact of divestitures, held for sale businesses, discontinued brands and exited product categories | (1.5)% | (0.6)% | (0.0)% | (3.7)% | n/a | (2.4)% |
| Less: Impact of foreign currency exchange | 0.3% | 1.5% | 3.8% | 2.5% | n/a | 1.9% |
| Organic net sales (decline) growth | <u>(18.5)%</u> | <u>(11.5)%</u> | <u>2.2%</u> | <u>(0.3)%</u> | <u>n/a</u> | <u>(6.2)%</u> |

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES
Adjusted EBITDA
(unaudited and in thousands)

| | Second Quarter | | Second Quarter Year to Date | |
|---|----------------|--------------|-----------------------------|--------------|
| | 2026 | 2025 | 2026 | 2025 |
| Net loss | \$ (116,006) | \$ (103,975) | \$ (136,631) | \$ (123,638) |
| Depreciation and amortization | 11,149 | 11,020 | 26,560 | 22,447 |
| Equity in net loss of equity-method investees | 133 | 588 | 306 | 743 |
| Interest expense, net | 14,066 | 11,993 | 27,208 | 24,988 |
| Provision for income taxes | 2,386 | 2,728 | 1,130 | 6,251 |
| Stock-based compensation, net | 1,051 | 3,573 | 3,054 | 6,449 |
| Unrealized currency losses (gains) | 139 | (1,624) | 404 | (430) |
| Proceeds from insurance claim ^(a) | (25,900) | - | (25,900) | - |
| Certain litigation expenses, net ^(b) | (182) | 1,020 | 645 | 1,847 |
| Restructuring activities | | | | |
| Productivity and transformation costs | 5,234 | 4,190 | 13,453 | 9,208 |
| Plant closure related costs, net | 520 | 858 | 806 | 1,234 |
| Acquisitions, divestitures and other | | | | |
| Transaction and integration costs, net | 1,009 | (105) | 3,182 | (423) |
| (Gain) loss on sale of assets | (1,142) | (1,626) | (2,028) | 2,308 |
| Impairment charges | | | | |
| Goodwill impairment | 119,908 | 91,267 | 119,908 | 91,267 |
| Intangibles and long-lived asset impairment | 11,917 | 17,986 | 11,917 | 18,017 |
| Adjusted EBITDA | \$ 24,282 | \$ 37,893 | \$ 44,014 | \$ 60,268 |

^(a) Represents a receivable under the Company's representation and warranty insurance related to one of its prior acquisitions, which was collected on January 2, 2026.

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

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES

Free Cash Flow

(unaudited and in thousands)

| | Second Quarter | | Second Quarter Year to Date | |
|--|-----------------------|------------------|------------------------------------|-----------------|
| | 2026 | 2025 | 2026 | 2025 |
| Net cash provided by operating activities | \$ 36,968 | \$ 30,905 | \$ 28,488 | \$ 20,118 |
| Purchases of property, plant and equipment | (6,988) | (6,382) | (12,215) | (12,139) |
| Free cash flow | <u>\$ 29,980</u> | <u>\$ 24,523</u> | <u>\$ 16,273</u> | <u>\$ 7,979</u> |

THE HAIN CELESTIAL GROUP, INC. AND SUBSIDIARIES

Net Debt

(unaudited and in thousands)

| | <u>December 31, 2025</u> | <u>June 30, 2025</u> |
|--------------------------------------|--------------------------|----------------------|
| Debt | | |
| Current portion of long-term debt | \$ 704,315 | \$ 7,653 |
| Long-term debt, less current portion | 388 | 697,168 |
| Total debt | <u>704,703</u> | <u>704,821</u> |
| Less: Cash and cash equivalents | 68,017 | 54,355 |
| Net debt | <u>\$ 636,686</u> | <u>\$ 650,466</u> |
