



TreeHouse

Q3 2021 RESULTS AND OUTLOOK

Steve Oakland, CEO and President
Bill Kelley, EVP and CFO

November 8, 2021

FORWARD LOOKING STATEMENTS

From time to time, we and our representatives may provide information, whether orally or in writing, which are deemed to be “forward-looking” within the meaning of the Private Securities Litigation Reform Act of 1995 (the “Litigation Reform Act”). These forward-looking statements and other information are based on our beliefs as well as assumptions made by us using information currently available.

The words “anticipate,” “believe,” “estimate,” “project,” “expect,” “intend,” “plan,” “should,” and similar expressions, as they relate to us, are intended to identify forward-looking statements. Such statements reflect our current views with respect to future events and are subject to certain risks, uncertainties, and assumptions. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described herein as anticipated, believed, estimated, expected, or intended. We do not intend to update these forward-looking statements following the date of this presentation.

In accordance with the provisions of the Litigation Reform Act, we are making investors aware that such forward-looking statements, because they relate to future events, are by their very nature subject to many important factors that could cause actual results to differ materially from those contemplated by the forward-looking statements contained in this presentation and other public statements we make. Such factors include, but are not limited to: risks related to the impact of the ongoing COVID-19 outbreak on our business, suppliers, consumers, customers and employees; the success of our growth, reinvestment, and restructuring programs, our level of indebtedness and related obligations; disruptions in the financial markets; interest rates; changes in foreign currency exchange rates; customer concentration and consolidation; raw material and commodity costs; competition; disruptions or inefficiencies in our supply chain and / or operations, including from the ongoing COVID-19 outbreak; our ability to continue to make acquisitions in accordance with our business strategy or effectively manage the growth from acquisitions; changes and developments affecting our industry, including consumer preferences; the outcome of litigation and regulatory proceedings to which we may be a party; product recalls; changes in laws and regulations applicable to us; disruptions in or failures of our information technology systems; costs associated with shareholder activism; labor strikes or work stoppages; and other risks that are set forth in the Risk Factors section, the Legal Proceedings section, the Management’s Discussion and Analysis of Financial Condition and Results of Operations section, and other sections of our Annual Report on Form 10-K for the year ended December 31, 2020, and from time to time in our filings with the Securities and Exchange Commission.



KEY TAKEAWAYS

1

TreeHouse Board Has Approved a Plan to Explore Strategic Alternatives

2

We Remain Focused on Supporting Our Customers

3

Pricing to Offset Inflationary Pressures Has Been Collaborative With Our Customers

4

Demand is Strengthening and We Are Outperforming the Market

5

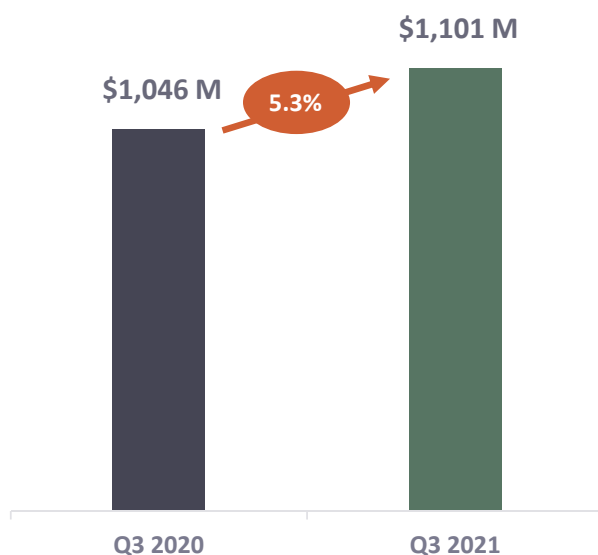
Long-Term Consumer Demand Trends and Fundamentals of Our Underlying Business Are Strong

6

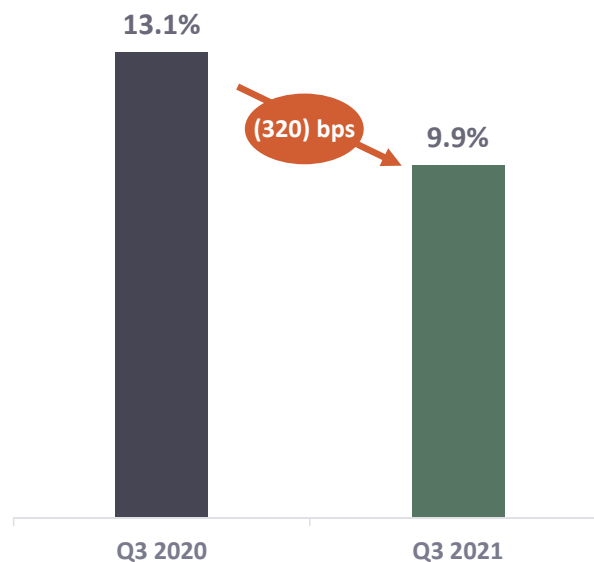
We are Fulfilling As Much Demand As We Can Despite a Significant Near-Term Impact on Profitability

TOPLINE GROWTH OFFSET BY ACCELERATING INFLATION AND SUPPLY CHAIN DISRUPTION

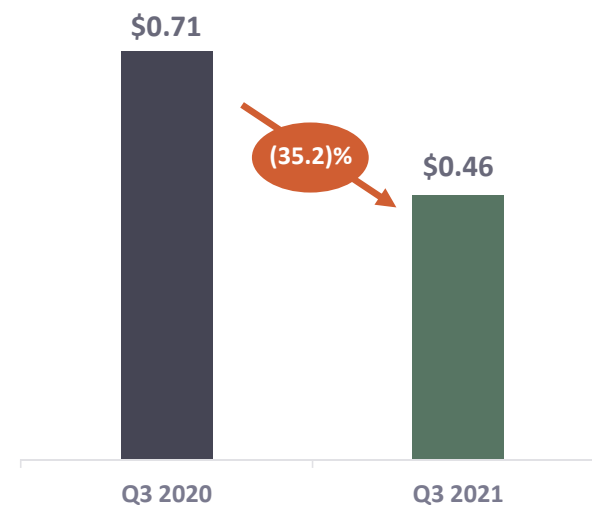
Reported Net Sales growth driven by Pasta acquisition and pricing actions



Adjusted EBITDA Margin¹ declined 320 basis points year-over-year in Q3 2021



Adjusted Diluted EPS¹ declined year-over-year primarily due to inflation not yet offset by pricing actions



TreeHouse

Charts not drawn to scale.

¹ Adjusted EBITDA Margin and Adjusted Diluted EPS are non-GAAP financial measures. See "Comparison of Adjusted Information to GAAP Information" in the Appendix for the definitions of the non-GAAP measures, information concerning certain items affecting comparability, and reconciliation of the non-GAAP measures to the most directly comparable GAAP measures.

INFLATIONARY & MACRO ENVIRONMENT CONTINUES TO BE EXTRAORDINARY



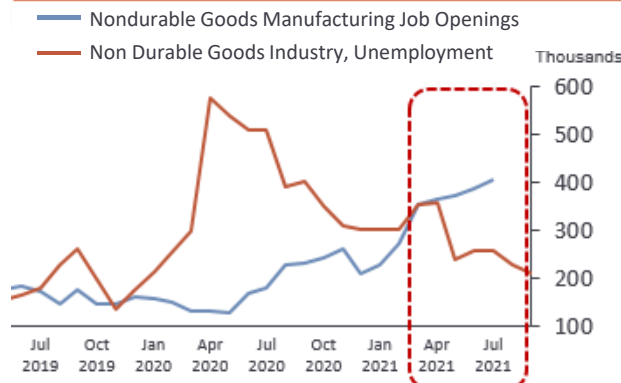
INCREASING PRICES ON KEY INGREDIENTS



Source: GCSI



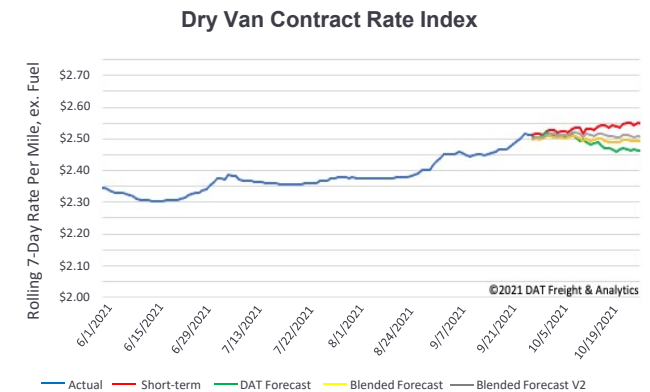
LABOR MARKETS ARE TIGHT AS THE NUMBER OF JOB OPENINGS EXCEEDS AVAILABLE WORKERS



Source: : U.S. Bureau of Labor Statistics, Job Openings, Unemployment: Nondurable Goods Manufacturing



INCREASING FREIGHT COSTS AS DEMAND OUTPACES SUPPLY



Source: DAT.com; October 6, 2021

Industry-wide Supply Chain Disruption



TreeHouse

PRIVATE LABEL SALES GROWTH STRENGTHENING

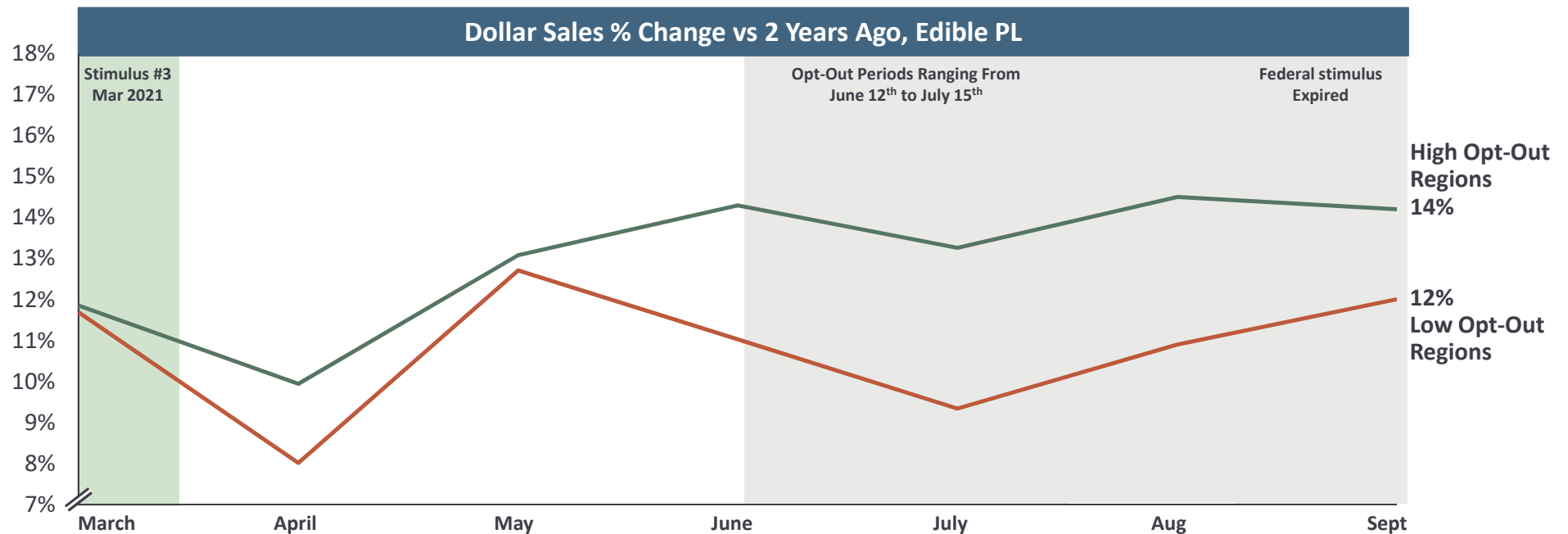


Chart not drawn to scale.

Source: IRI Monthly POS data through 9/19/2021. High Opt-Out includes Plains, South Central and Southeast regions; Low Opt-Out includes California and Northeast regions.

UPDATED 2021 FULL YEAR GUIDANCE

Updated guidance considers:

- Strengthening demand, pricing actions effective in the remainder of the year, and ability to service through supply chain disruption
- Incremental commodity, packaging, and freight inflation which will not be offset with pricing until 2022
- Tight labor availability and supply chain disruption

	FY 2021 Guidance ¹
Reported Net Sales	\$ 4.20 - \$ 4.325 b (Mid-to-low end of August Guidance)
Adjusted Diluted EPS	\$ 1.08 - \$ 1.28
Free Cash Flow	≥ \$ 100 m



¹ Adjusted Diluted EPS and Free Cash Flow from continuing operations are non-GAAP financial measures. See "Comparison of Adjusted Information to GAAP Information" in the Appendix for the definitions of the non-GAAP measures and information concerning certain items affecting comparability.

Q3 2021 RESULTS SCORECARD

	Q3 Guidance communicated in August	Results	Result
Reported Net Sales	\$ 1.05 - \$ 1.16 b	\$ 1.10 b	✓
Interest Expense	\$ 18 - \$ 20 m	\$ 18.8 m	✓
Adjusted Effective Tax Rate ¹	21 % - 23 %	25.9 %	X
Adjusted Diluted EPS ¹	\$ 0.45 - \$ 0.60	\$ 0.46	✓



¹ Adjusted Effective Tax Rate and Adjusted Diluted EPS are non-GAAP financial measures. See “Comparison of Adjusted Information to GAAP Information” in the Appendix for the definitions of the non-GAAP measures, information concerning certain items affecting comparability, and reconciliation of the non-GAAP measures to the most directly comparable GAAP measures.

NET SALES GROWTH DRIVEN BY PASTA ACQUISITION AND PRICING ACTIONS TO RECOVER INFLATION

Net Sales by Division

	Change in Q3 Net Sales vs Prior Year		
	Meal Preparation	Snacking & Beverages	THS
Volume / Mix ¹	(2.8) %	1.1 %	(1.3) %
Pricing	4.6	0.5	3.0
Organic Net Sales ² Growth	1.8 %	1.6 %	1.7 %
Volume / Mix (Acquisition)	5.2	-	3.2
Foreign Currency	0.4	0.4	0.4
Net Sales Growth	7.4 %	2.0 %	5.3 %

- The Pasta acquisition more than offset the organic volume/mix decline in Meal Preparation
- Pricing impact primarily represents actions to recover soybean oil inflation incurred in H1

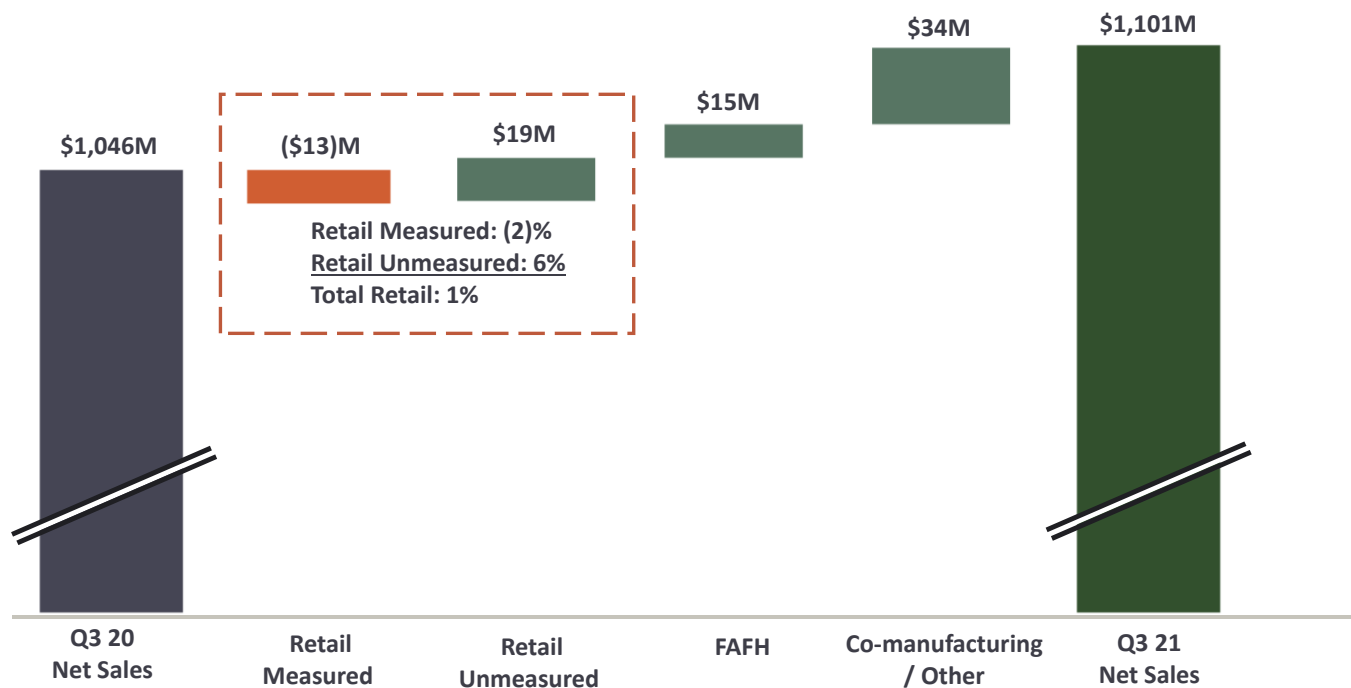


TreeHouse

¹ Excludes volume / mix related to acquisition

² Organic Net Sales is a non-GAAP financial measure. See "Comparison of Adjusted Information to GAAP Information" in the Appendix for the definition of the non-GAAP measure, information concerning certain items affecting comparability, and reconciliation of the non-GAAP measure to the most directly comparable GAAP measure.

RETAIL UNMEASURED CHANNELS CONTINUE TO OUTPERFORM RETAIL MEASURED CHANNELS



INCREMENTAL INFLATION OUTPACED PRICING REALIZATION IN Q3

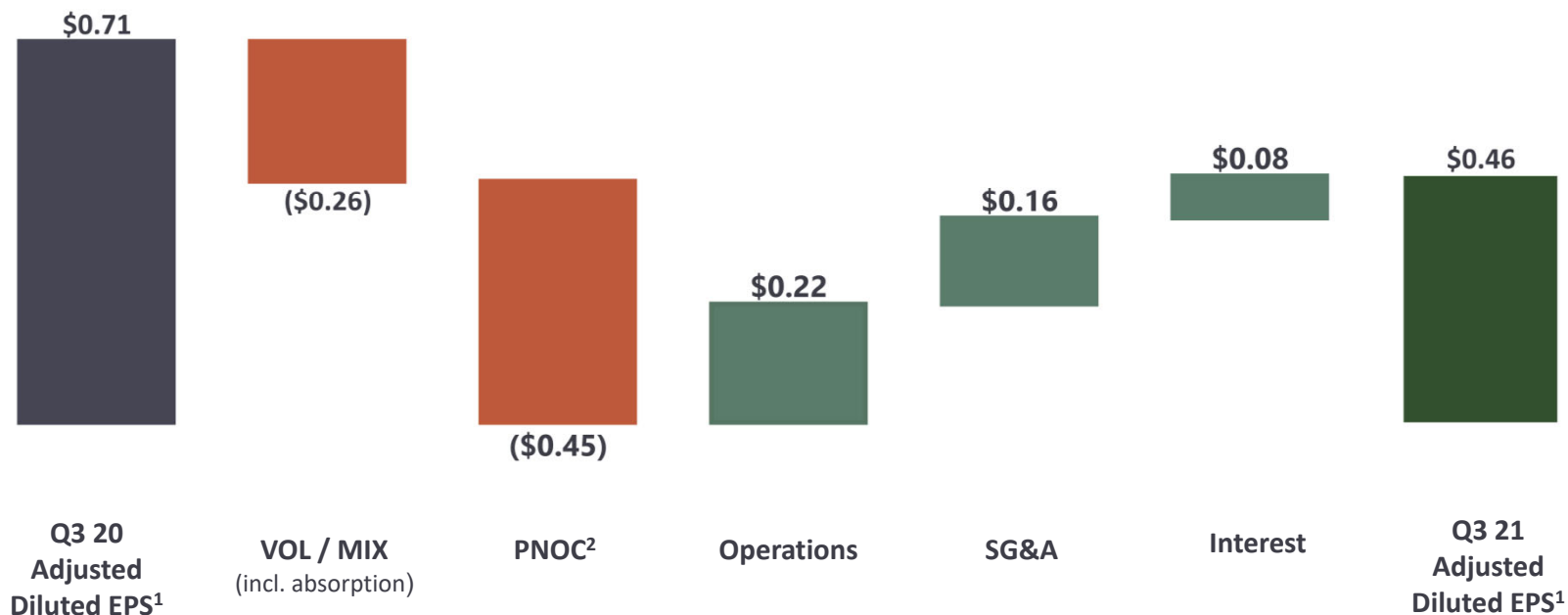
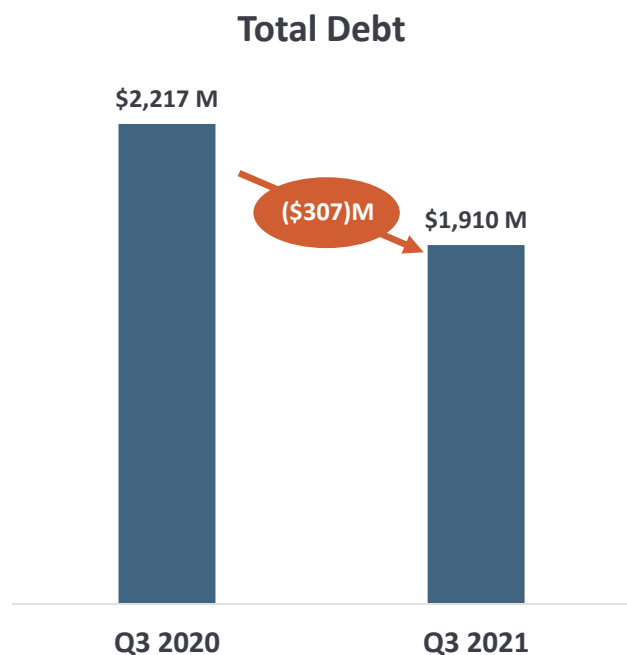


Chart not drawn to scale.

¹ Adjusted Diluted EPS is a non-GAAP financial measure. See "Comparison of Adjusted Information to GAAP Information" in the Appendix for the definition of the non-GAAP measure, information concerning certain items affecting comparability, and reconciliation of the non-GAAP measure to the most directly comparable GAAP measure.

² Pricing to recover inflation, net of commodities, freight & warehousing.

CONTINUED IMPROVEMENT IN BALANCE SHEET AND LIQUIDITY



Over the last year, we've made significant progress to strengthen our Balance Sheet:

- Reduced total debt outstanding by \$307M compared to Q3 2020
- Lowest debt level since 2015
- Q1 2021 successful refinancing
 - Extended maturities of debt tranches
 - Reduced weighted average cost of debt by ~100 basis points resulting in ~\$20M in lower interest costs per annum
- Continue to maintain liquidity of \$797M between Revolver and Cash

REVISING 2021 FULL YEAR GUIDANCE

	FY 2021 Guidance ¹
Reported Net Sales	\$ 4.20 - \$ 4.325 b (Mid-to-low end of August Guidance)
Adjusted EBIT	\$ 155 - \$ 175 m
Adjusted EBITDA	\$ 380 - \$ 410 m
Interest Expense	\$ 80 - \$ 82 m
Adjusted Effective Tax Rate	24 % - 26 %
Adjusted Diluted EPS	\$ 1.08 - \$ 1.28
Capital Expenditures	~ \$125 m
Free Cash Flow	≥ \$100 m



¹ Adjusted EBIT, Adjusted EBITDA, Adjusted Effective Tax Rate, Adjusted Diluted EPS, and Free Cash Flow from continuing operations are non-GAAP financial measures. See “Comparison of Adjusted Information to GAAP Information” in the Appendix for the definitions of the non-GAAP measures and information concerning certain items affecting comparability.

Q4 2021 GUIDANCE

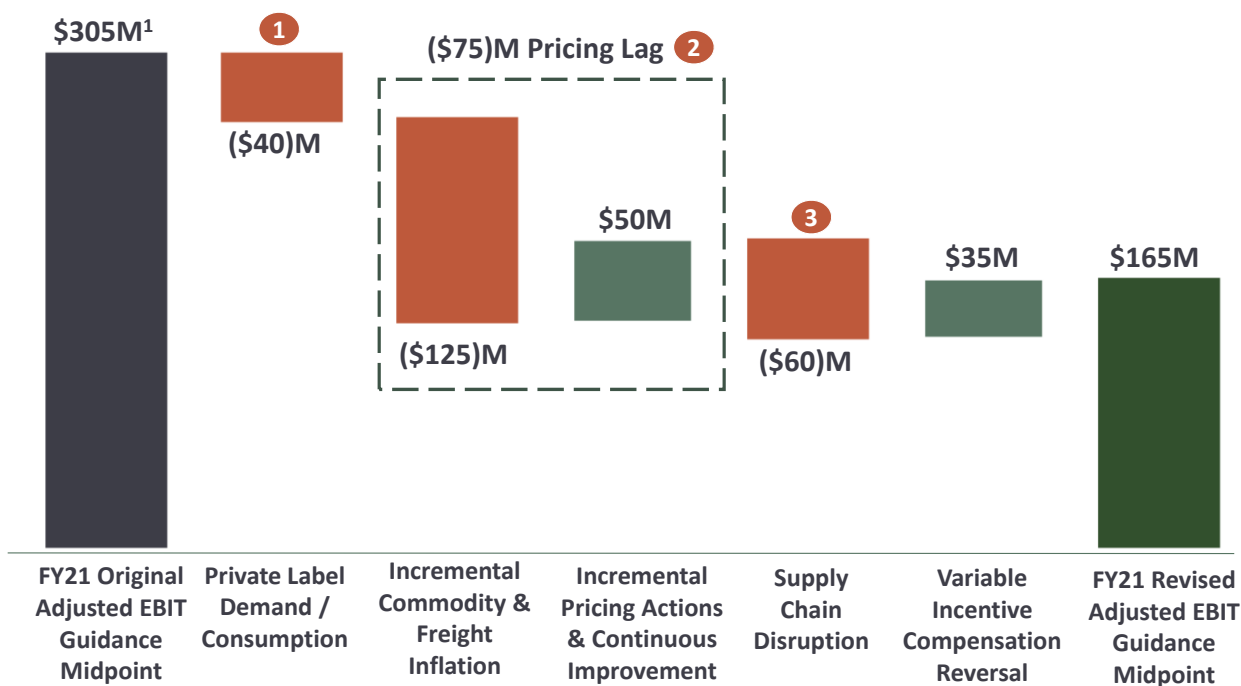
- Demand is strengthening and pricing actions to recover prior inflation are expected to be reflected in Q4 results; ability to service demand may be impacted by labor and supply chain disruption.
- Inflation and incremental costs to serve the customer are expected to significantly compress margins year-over-year.
- We are managing our working capital with a focus on serving our customers, which includes building higher cost inventory.

	Q4 2021 E ¹
Reported Net Sales	\$ 1.04 - \$ 1.16 b
Interest Expense	\$ 18 - \$ 20 m
Adjusted Effective Tax Rate	23 % - 25 %
Adjusted Diluted EPS	\$ 0.00 - \$ 0.20



¹ Adjusted Effective Tax Rate and Adjusted Diluted EPS are non-GAAP financial measures. See "Comparison of Adjusted Information to GAAP Information" in the Appendix for the definitions of the non-GAAP measures and information concerning certain items affecting comparability.

2021 MACRO ENVIRONMENTAL FACTORS DISRUPTING “NORMALIZED” EBIT OF ~\$300M



Addressing the Disruption

- 1 Strengthening Demand**
- 2 Recover inflation over the cycle through pricing and continuous improvement initiatives. Pricing actions in market and confirmed by customers.**
- 3 Deploy holistic labor strategy, explore sourcing and transportation opportunities, and leverage lean manufacturing. Prioritize customers' most important SKUs.**



Chart not drawn to scale.

¹Includes \$100 - \$110M commodity inflation, \$80M of pricing, as well as impact of continuous improvement initiatives.



APPENDIX

OUR INVESTMENT IN SERVICING THE CUSTOMER HAS ENABLED SOLID PERFORMANCE IN OUR LARGEST CATEGORIES



Pretzel

7 of our **10** largest
categories outperformed
the Private Label market
in the Retail channel¹



Pourable Dressing



Refrigerated
Dough



Non-Dairy Creamer



Crackers



Hot Cereal



Broth

Comparison of Adjusted Information to GAAP Information

The Company has included in this release measures of financial performance that are not defined by GAAP ("Non-GAAP"). A Non-GAAP financial measure is a numerical measure of financial performance that excludes or includes amounts so as to be different than the most directly comparable measure calculated and presented in accordance with GAAP in the Company's Condensed Consolidated Balance Sheets, Condensed Consolidated Statements of Operations, Condensed Consolidated Statements of Comprehensive Income (Loss), and the Condensed Consolidated Statements of Cash Flows. The Company believes these measures provide useful information to the users of the financial statements as we also have included these measures in other communications and publications.

For each of these Non-GAAP financial measures, the Company provides a reconciliation between the most directly comparable GAAP measure and the Non-GAAP measure, an explanation of why management believes the Non-GAAP measure provides useful information to financial statement users, and any additional purposes for which management uses the Non-GAAP measure. This Non-GAAP financial information is provided as additional information for the financial statement users and is not in accordance with, or an alternative to, GAAP. These Non-GAAP measures may be different from similar measures used by other companies. Given the inherent uncertainty regarding adjusted items in any future period, a reconciliation of forward-looking financial measures to the most directly comparable GAAP measure is not feasible.

Organic Net Sales

Organic net sales is defined as net sales excluding the impacts of the net sales associated with the pasta acquisition from Riviana Foods, foreign currency, and the net sales associated with the divestiture of the In-Store Bakery facilities, which closed on April 17, 2020. This information is provided in order to allow investors to make meaningful comparisons of the Company's sales between periods and to view the Company's business from the same perspective as Company management.

Adjusted Earnings Per Diluted Share from Continuing Operations, Adjusting for Certain Items Affecting Comparability

Adjusted earnings per diluted share from continuing operations ("adjusted diluted EPS") reflects adjustments to GAAP earnings (loss) per diluted share from continuing operations to identify items that, in management's judgment, significantly affect the assessment of earnings results between periods. This information is provided in order to allow investors to make meaningful comparisons of the Company's earnings performance between periods and to view the Company's business from the same perspective as Company management. As the Company cannot predict the timing and amount of charges that include, but are not limited to, items such as acquisition, integration, divestiture, and related costs, mark-to-market adjustments on derivative contracts, foreign currency exchange impact on the re-measurement of intercompany notes, growth, reinvestment, and restructuring programs, the impact of the COVID-19 pandemic, and other items that may arise from time to time that would impact comparability, management does not consider these costs when evaluating the Company's performance, when making decisions regarding the allocation of resources, in determining incentive compensation, or in determining earnings estimates. The reconciliation of the GAAP measure of diluted earnings (loss) per share from continuing operations as presented in the Condensed Consolidated Statements of Operations, excluding certain items affecting comparability, to adjusted diluted earnings per share from continuing operations is presented below.

Adjusted Net Income from Continuing Operations, Adjusted EBIT from Continuing Operations, and Adjusted EBITDA from Continuing Operations, Adjusted net income margin from Continuing Operations, Adjusted EBIT margin from Continuing Operations and Adjusted EBITDA margin from Continuing Operations, Adjusting for Certain Items Affecting Comparability Adjusted net income from continuing operations represents GAAP net income (loss) from continuing operations as reported in the Condensed Consolidated Statements of Operations adjusted for items that, in management's judgment, significantly affect the assessment of earnings results between periods as outlined in the adjusted diluted EPS section from continuing operations above. This information is provided in order to allow investors to make meaningful comparisons of the Company's earnings performance between periods and to view the Company's business from the same perspective as Company management. This measure is also used as a component of the Board of Director's measurement of the Company's performance for incentive compensation purposes and is the basis of calculating the adjusted diluted EPS from continuing operations metric outlined above. Adjusted EBIT from continuing operations represents adjusted net income from continuing operations before interest expense, interest income, and income tax expense. Adjusted EBITDA from continuing operations represents adjusted EBIT from continuing operations before depreciation and amortization and non-cash stock-based compensation expense. Effective January 1, 2021, non-cash stock-based compensation expense was added as an adjustment to our calculation of Adjusted EBITDA in order to better reflect our core operating performance. Prior period amounts have been recast to conform to this presentation. Adjusted EBIT from continuing operations and adjusted EBITDA from continuing operations are performance measures commonly used by management to assess operating performance, and the Company believes they are commonly reported and widely used by investors and other interested parties as a measure of a company's operating performance between periods. Adjusted net income margin from continuing operations, adjusted EBIT margin from continuing operations and adjusted EBITDA margin from continuing operations are calculated as the respective metric defined above as a percentage of net sales as reported in the Condensed Consolidated Statements of Operations adjusted for items that, in management's judgment, significantly affect the assessment of earnings results between periods as outlined in the adjusted diluted EPS from continuing operations section above. A full reconciliation between the relevant GAAP measure of reported net income (loss) from continuing operations for the three and nine month periods ended September 30, 2021 and 2020 calculated according to GAAP, adjusted net income from continuing operations, adjusted EBIT from continuing operations, and adjusted EBITDA from continuing operations is presented in the below tables.

Adjusted Effective Tax Rate, Adjusting for Certain Items Affecting Comparability

Adjusted effective tax rate represents the GAAP effective tax rate adjusted to exclude the effect of items excluded from adjusted net income, such as growth, reinvestment, and restructuring programs and mark-to-market impacts, and other tax impacts, including those related to CARES Act. This information is provided in order to allow investors to make meaningful, consistent comparisons of the Company's effective tax rate and to view the Company's effective tax rate from the same perspective as Company management.

Free Cash Flow and Net Debt

In addition to measuring the Company's cash flow generation and usage based upon the operating, investing, and financing classifications included in the Condensed Consolidated Statements of Cash Flows, we also measure free cash flow from continuing operations which represents net cash provided by operating activities from continuing operations less capital expenditures. The Company believes free cash flow is an important measure of operating performance because it provides management and investors a measure of cash generated from operations that is available for mandatory payment obligations and investment opportunities such as funding acquisitions, repaying debt, repurchasing outstanding senior debt, and repurchasing our common stock. The Company uses a metric of Net Debt to measure our levered position at any specific point in time. Net Debt is defined as total outstanding debt excluding deferred financing fees, less cash and cash equivalents.

Leverage Ratio

Leverage ratio is defined as net debt divided by adjusted EBITDA for the last twelve months. This Non-GAAP measure allows investors to view leverage from the same perspective as Company management.



TREEHOUSE FOODS, INC.
RECONCILIATION OF NET INCOME (LOSS) FROM CONTINUING OPERATIONS TO ADJUSTED NET INCOME,
ADJUSTED EBIT AND ADJUSTED EBITDA FROM CONTINUING OPERATIONS

		Three Months Ended September 30,		Nine Months Ended September 30,	
		2021	2020	2021	2020
		(unaudited, in millions)			
Net income (loss) from continuing operations (GAAP)		\$ 6.7	\$ 11.4	\$ 1.9	\$ (24.0)
Growth, reinvestment, restructuring programs & other	(1)	17.4	20.2	59.1	53.2
Acquisition, integration, divestiture, and related costs	(2)	7.6	0.8	19.4	1.9
COVID-19	(3)	3.0	3.4	16.3	12.7
Loss on extinguishment of debt	(4)	—	1.2	14.4	1.2
Shareholder activism	(5)	0.9	—	4.0	—
Tax indemnification	(6)	2.7	3.5	2.9	5.2
Foreign currency loss (gain) on re-measurement of intercompany notes	(7)	2.1	(3.1)	(0.7)	5.3
Mark-to-market adjustments	(8)	(5.3)	(9.2)	(33.1)	50.6
Litigation matter	(9)	—	—	—	9.0
Less: Taxes on adjusting items		(9.4)	12.3	(23.2)	(20.9)
Adjusted net income from continuing operations (Non-GAAP)		25.7	40.5	61.0	94.2
Interest expense		18.8	26.9	62.4	77.9
Interest income		—	—	(4.1)	(4.0)
Income taxes (excluding COVID-19 income tax adjustments)		(0.4)	25.0	(2.0)	9.6
Add: Taxes on adjusting items		9.4	(12.3)	23.2	20.9
Adjusted EBIT from continuing operations (Non-GAAP)		53.5	80.1	140.5	198.6
Depreciation and amortization	(10)	53.4	50.9	160.7	150.3
Stock-based compensation expense	(11)	1.7	5.6	10.3	19.9
Adjusted EBITDA from continuing operations (Non-GAAP)		\$ 108.6	\$ 136.6	\$ 311.5	\$ 368.8
Adjusted net income margin from continuing operations		2.3 %	3.9 %	1.9 %	3.0 %
Adjusted EBIT margin from continuing operations		4.9 %	7.7 %	4.4 %	6.3 %
Adjusted EBITDA margin from continuing operations		9.9 %	13.1 %	9.9 %	11.6 %



TreeHouse

TREEHOUSE FOODS, INC.
**FOOTNOTES FOR RECONCILIATION OF NET INCOME (LOSS) FROM CONTINUING OPERATIONS TO
ADJUSTED NET INCOME, ADJUSTED EBIT AND ADJUSTED EBITDA FROM CONTINUING OPERATIONS**

		Location in Condensed Consolidated Statements of Operations	Three Months Ended September 30,		Nine Months Ended September 30,	
			2021	2020	2021	2020
(unaudited, in millions)						
(1)	Growth, reinvestment, restructuring programs & other	Other operating expense, net	\$ 17.4	\$ 19.9	\$ 59.2	\$ 49.9
		General and administrative	—	0.2	—	1.2
		Cost of sales	—	0.1	(0.1)	1.1
		Selling and distribution	—	—	—	1.0
(2)	Acquisition, integration, divestiture, and related costs	General and administrative	7.3	0.6	15.0	1.4
		Cost of sales	0.2	0.1	1.6	0.1
		Other operating expense, net	0.1	0.1	2.8	0.4
(3)	COVID-19	Cost of sales	1.1	17.3	14.4	36.0
		General and administrative	—	0.1	—	1.7
		Income tax expense (benefit)	1.9	(14.0)	1.9	(25.0)
(4)	Loss on extinguishment of debt	Loss on extinguishment of debt	—	1.2	14.4	1.2
(5)	Shareholder activism	General and administrative	0.9	—	4.0	—
(6)	Tax indemnification	Other (income) expense, net	2.7	3.5	2.9	5.2
(7)	Foreign currency loss (gain) on re-measurement of intercompany notes	Loss (gain) on foreign currency exchange	2.1	(3.1)	(0.7)	5.3
(8)	Mark-to-market adjustments	Other (income) expense, net	(5.3)	(9.2)	(33.1)	50.6
(9)	Litigation matter	General and administrative	—	—	—	9.0
Total impact of adjusting items			28.4	16.8	82.3	139.1
(10)	Depreciation included as an adjusting item	Cost of sales	—	0.2	—	0.2
(11)	Stock-based compensation expense included as an adjusting item	Other operating expense, net	—	0.2	0.8	0.8



TREEHOUSE FOODS, INC.
RECONCILIATION OF DILUTED EARNINGS (LOSS) PER SHARE FROM CONTINUING OPERATIONS TO
ADJUSTED DILUTED EARNINGS PER SHARE FROM CONTINUING OPERATIONS

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2021	2020	2021	2020
	(unaudited)		(unaudited)	
Diluted earnings (loss) per share from continuing operations (GAAP)	\$ 0.12	\$ 0.20	\$ 0.03	\$ (0.42)
Growth, reinvestment, restructuring programs & other	0.31	0.36	1.05	0.94
Acquisition, integration, divestiture, and related costs	0.14	0.01	0.34	0.03
COVID-19	0.06	0.06	0.29	0.22
Loss on extinguishment of debt	—	0.02	0.26	0.02
Shareholder activism	0.02	—	0.07	—
Tax indemnification	0.04	0.06	0.05	0.09
Foreign currency loss (gain) on re-measurement of intercompany notes	0.04	(0.06)	(0.01)	0.09
Mark-to-market adjustments	(0.09)	(0.17)	(0.59)	0.89
Litigation matter	—	—	—	0.16
Taxes on adjusting items	(0.18)	0.23	(0.41)	(0.36)
Adjusted diluted EPS from continuing operations (Non-GAAP)	\$ 0.46	\$ 0.71	\$ 1.08	\$ 1.66



TREEHOUSE FOODS, INC.
RECONCILIATION OF EFFECTIVE TAX RATE TO
ADJUSTED EFFECTIVE TAX RATE

	Three Months Ended September 30,	
	2021	2020
	(unaudited, in millions)	
<u>Pre-Tax Results (\$M)</u>		
Income from continuing operations before income taxes (GAAP)	\$ 8.2	\$ 22.4
Less: Impact of adjusting items ¹	(26.5)	(30.8)
Adjusted earnings before taxes (Non-GAAP)	\$ 34.7	\$ 53.2
<u>Taxes (\$M)</u>		
Income tax expense (GAAP)	\$ 1.5	\$ 11.0
Less: Impact of adjusting items ²	(7.5)	(1.7)
Adjusted income tax expense (Non-GAAP)	\$ 9.0	\$ 12.7
<u>Tax Rate (%)</u>		
Effective tax rate (GAAP)	18.3 %	49.1 %
Adjusted effective tax rate (Non-GAAP)	25.9 %	23.9 %

¹ The pre-tax impact of adjusting items for the three months ended September 30, 2021 and 2020 excludes the \$1.9 million income tax expense and \$14.0 million income tax benefit, respectively, recognized due to the enactment of the CARES Act included as part of the COVID-19 adjustment.

² The tax impact of adjusting items for the three months ended September 30, 2021 and 2020 include the \$1.9 million income tax expense and the \$14.0 million income tax benefit, respectively, recognized due to the enactment of the CARES Act included as part of the COVID-19 adjustment.

TREEHOUSE FOODS, INC. ORGANIC NET SALES RECONCILIATION

	Three Months Ended September 30, 2021		Nine Months Ended September 30, 2021	
	Dollars	Percent	Dollars	Percent
	(In millions)		(In millions)	
2020 Net sales	\$ 1,045.7		\$ 3,172.5	
Volume/mix excluding acquisitions and divestitures	(13.5)	(1.3)%	(141.5)	(4.5)%
Pricing	31.8	3.0	30.0	0.9
Volume/mix related to divestitures	—	—	(21.4)	(0.7)
Acquisition	33.2	3.2	106.8	3.5
Foreign currency	4.0	0.4	15.3	0.5
2021 Net sales	\$ 1,101.2	5.3 %	\$ 3,161.7	(0.3)%
Volume/mix related to divestitures		—		0.7
Acquisition		(3.2)		(3.5)
Foreign currency		(0.4)		(0.5)
Percent change in organic net sales		1.7 %		(3.6)%



TREEHOUSE FOODS, INC.
SEGMENT ORGANIC NET SALES RECONCILIATION

	Three Months Ended September 30,				Nine Months Ended September 30,			
	Meal Preparation		Snacking & Beverages		Meal Preparation		Snacking & Beverages	
	Dollars	Percent	Dollars	Percent	Dollars	Percent	Dollars	Percent
	(unaudited, dollars in millions)				(unaudited, dollars in millions)			
2020 Net sales	\$ 642.7		\$ 403.0		\$ 1,984.0		\$ 1,188.5	
Volume/mix excluding acquisitions and divestitures	(17.9)	(2.8)%	4.4	1.1 %	(111.7)	(5.6)%	(29.8)	(2.5)%
Pricing	29.7	4.6	2.1	0.5	27.8	1.3	2.2	0.2
Volume/mix related to divestitures	—	—	—	—	—	—	(21.4)	(1.8)
Acquisition	33.2	5.2	—	—	106.8	5.4	—	—
Foreign currency	2.5	0.4	1.5	0.4	9.4	0.5	5.9	0.5
2021 Net sales	\$ 690.2	7.4 %	\$ 411.0	2.0 %	\$ 2,016.3	1.6 %	\$ 1,145.4	(3.6)%
Volume/mix related to divestitures		—		—		—		1.8
Acquisition		(5.2)		—		(5.4)		—
Foreign currency		(0.4)		(0.4)		(0.5)		(0.5)
Percent change in organic net sales		1.8 %		1.6 %		(4.3)%		(2.3)%



TREEHOUSE FOODS, INC.
RECONCILIATION OF NET CASH PROVIDED BY OPERATING ACTIVITIES FROM CONTINUING
OPERATIONS TO FREE CASH FLOW FROM CONTINUING OPERATIONS

	Nine Months Ended September 30,	
	2021	2020
	(unaudited, in millions)	
Cash flow provided by operating activities from continuing operations	\$ 60.7	\$ 124.5
Less: Capital expenditures	(91.5)	(79.1)
Free cash flow from continuing operations	\$ (30.8)	\$ 45.4

TREEHOUSE FOODS, INC.
NET DEBT RECONCILIATION

Condensed Consolidated Balance Sheet	September 30, 2021
	(unaudited, in millions)
Current portion of long-term debt	\$ 15.8
Long-term debt	1,893.8
Add back deferred financing costs	16.8
(Less) Cash and cash equivalents	(67.4)
Net debt	\$ 1,859.0

TREEHOUSE FOODS, INC. LEVERAGE RATIO RECONCILIATION

	Three Months Ended				Last Twelve Months Ended
	December 31, 2020	March 31, 2021	June 30, 2021	September 30, 2021	September 30, 2021
	(unaudited, in millions)				
Net income (loss) from continuing operations (GAAP)	\$ 73.2	\$ 0.4	\$ (5.2)	\$ 6.7	\$ 75.1
Growth, reinvestment, restructuring programs & other ¹	20.9	19.5	22.2	17.4	80.0
COVID-19	10.5	8.8	4.5	3.0	26.8
Acquisition, integration, divestiture, and related costs	8.5	5.3	6.5	7.6	27.9
Loss on extinguishment of debt	—	14.4	—	—	14.4
Shareholder activism	—	2.1	1.0	0.9	4.0
Tax indemnification	(0.1)	—	0.2	2.7	2.8
Foreign currency (gain) loss on re-measurement of intercompany notes	(5.7)	(1.5)	(1.3)	2.1	(6.4)
Mark-to-market adjustments	(20.7)	(21.6)	(6.2)	(5.3)	(53.8)
Less: Taxes on adjusting items	(26.2)	(6.9)	(6.9)	(9.4)	(49.4)
Adjusted net income from continuing operations (Non-GAAP)	60.4	20.5	14.8	25.7	121.4
Interest expense	26.9	25.1	18.5	18.8	89.3
Interest income (excluding COVID-19 interest income)	(0.1)	(4.1)	—	—	(4.2)
Income taxes (excluding COVID-19 tax adjustments)	(11.9)	(0.2)	(1.4)	(0.4)	(13.9)
Add: Taxes on adjusting items	26.2	6.9	6.9	9.4	49.4
Adjusted EBIT from continuing operations (Non-GAAP)	101.5	48.2	38.8	53.5	242.0
Depreciation and amortization	52.7	53.5	53.8	53.4	213.4
Stock-based compensation expense	5.3	4.5	4.1	1.7	15.6
Adjusted EBITDA from continuing operations (Non-GAAP)	\$ 159.5	\$ 106.2	\$ 96.7	\$ 108.6	\$ 471.0
Net Debt					\$ 1,859.0
Leverage Ratio					3.9

¹ For the period ended December 31, 2020, the growth, reinvestment, restructuring programs & other adjustment includes the previously reported change in regulatory requirements adjustment.