## Quality Affordable Healthcare Products ${ }^{T M}$

## Perrigo Fiscal 2014 Second Quarter Conference Call

February 6, 2014

Consumer Healthcare | Nutritionals Rx Pharmaceuticals | Specialty Sciences Active Pharmaceutical Ingredients


## Forward - Looking Statements

Certain statements in this report are "forward-looking statements" within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, and are subject to the safe harbor created thereby. These statements relate to future events or the Company's future financial performance and involve known and unknown risks, uncertainties and other factors that may cause the actual results, levels of activity, performance or achievements of the Company or its industry to be materially different from those expressed or implied by any forward-looking statements. In particular, statements about the Company's expectations, beliefs, plans, objectives, assumptions, future events or future performance contained in this report, including certain statements contained in "Management's Discussion and Analysis of Financial Condition and Results of Operations" are forward-looking statements. In some cases, forwardlooking statements can be identified by terminology such as "may," "will," "could," "would," "should," "expect," "plan," "anticipate," "intend," "believe," "estimate," "predict," "potential" or the negative of those terms or other comparable terminology.

Please see Item 1A of the Form 10-K of Perrigo Company, of which the Company is the successor registrant, for the year ended June 29, 2013 and Part II, Item 1A of the Company's Form 10-Q for a discussion of certain important risk factors that relate to forward-looking statements contained in this report. The Company has based these forward-looking statements on its current expectations, assumptions, estimates and projections. While the Company believes these expectations, assumptions, estimates and projections are reasonable, such forward-looking statements are only predictions and involve known and unknown risks and uncertainties, many of which are beyond the Company's control. These and other important factors may cause actual results, performance or achievements to differ materially from those expressed or implied by these forward-looking statements. Any forward-looking statements are made only as of the date hereof, and unless otherwise required by applicable securities laws, the Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Longstanding History of Quality Affordable Healthcare ${ }^{\text {TM }}$ FY14 Estimated Revenue >\$4B


## Perrigo Consolidated - Q2 FY 2014 GAAP Financials

| (\$ in millions, except per share amounts) | Q2 2014 |  | Q2 2013 |  | \% Change Y/Y |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Net Sales | \$ | 979 | \$ | 883 | 11\% |
| Cost of Sales |  | 618 |  | 576 | 7\% |
| Gross Profit |  | 361 |  | 307 | 17\% |
| Distribution |  | 14 |  | 12 | 20\% |
| $\boldsymbol{R \&} \mathbf{D}^{(1)}$ |  | 43 |  | 28 | 53\% |
| $S G \& A^{(2)}$ |  | 217 |  | 103 | 110\% |
| Operating Income | \$ | 87 | \$ | 164 | (47\%) |
| Net Income (Loss) ${ }^{(3)}$ | \$ | (86) | \$ | 106 | N/M |
| Diluted Income (Loss) Per Share | \$ | (0.87) | \$ | 1.12 | $N / M$ |


| Gross Margin |  |  |
| :---: | :---: | :---: |
| Q2 2014 | Q2 2013 | Change |
| $\mathbf{3 6 . 8 \%}$ | 34.8\% | 210 bps |
| Operating Margin* |  |  |
| Q2 2014 | Q2 2013 | Change |
| $\mathbf{8 . 8 \%}$ | $\mathbf{1 8 . 6 \%}$ | (970) bps |

(3) Q2:FY14 includes loss of $\$ 166$ million on debt extinguishment

## Perrigo Consolidated - Q2 FY 2014 Adjusted Financials*

| (\$ in millions, except per share amounts) | Q2 2014 |  | Q2 2013 |  | \% Change Y/Y | Change as a \% to sales** |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net Sales | \$ | 979 | \$ | 883 | 11\% |  |
| Adjusted Cost of Sales |  | 581 |  | 552 | 5\% |  |
| Adjusted Gross Profit |  | 398 |  | 330 | 20\% | 320 bps |
| Distribution |  | 14 |  | 12 | 20\% |  |
| Adjusted R\&D |  | 37 |  | 28 | 32\% |  |
| Adjusted SG\&A |  | 109 |  | 96 | 14\% |  |
| Adjusted Operating Income | \$ | 238 | \$ | 195 | 22\% | 220 bps |
| Adjusted Net Income | \$ | 185 | \$ | 128 | 45\% | 440 bps |
| Adjusted Diluted EPS | \$ | 1.87 | \$ | 1.36 | 38\% |  |

Adj. Gr. Margin Q2'14-Q2'12 Adj. Op. Margin Q2'14-Q2'12


## Net Sales Performance by Segment - Adjusted Financials*

| (\$ in millions) | Q2 2014 |  | Q2 2013 |  | \% Change $\mathrm{Y} / \mathrm{Y}^{* *}$ |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Consolidated Perrigo | \$ | 979 | \$ | 883 | 11\% |
| Adjusted Operating Income |  | 238 |  | 195 | 22\% |
| Consumer Healthcare |  | 536 |  | 539 | (1\%) |
| Adjusted Operating Income |  | 94 |  | 99 | (5\%) |
| Nutritionals |  | 140 |  | 122 | 15\% |
| Adjusted Operating Income |  | 21 |  | 14 | 43\% |
| Rx Pharmaceuticals |  | 247 |  | 163 | 52\% |
| Adjusted Operating Income |  | 123 |  | 74 | 66\% |
| API |  | 30 |  | 41 | (27\%) |
| Adjusted Operating Income |  | 9 |  | 14 | (39\%) |
| Specialty Sciences |  | 7 |  | N/A | N/A |
| Adjusted Operating Income |  | 4 |  | N/A | N/A |

## All Category Update - 52 Weeks



## Store Brand Infant Formula Market Share Growth

Volume (LB) Share, including WIC

| Summary - MULO |  |  |
| :---: | :---: | :---: |
| All Powder Volume |  |  |
| 13 Weeks ended Dec 15, 2013 |  |  |
| Store Brand Market Share | \% Change YoY | \% Change QoQ |
| $\mathbf{1 2 . 1 \%}$ | $\mathbf{6 0}$ bps | 16 bps |

Store Brand Volume Share of All Powder


## Consumer Healthcare Segment - Adjusted Financials*

| (\$ in millions) | Q2 2014 |  | Q2 2013 |  | $\begin{gathered} \text { \% Change } \\ \text { Y/Y } \end{gathered}$ | Change as a \% to sales** |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net Sales | \$ | 536 | \$ | 539 | (1\%) |  |
| Adjusted Cost of Sales |  | 361 |  | 366 | (1\%) |  |
| Adjusted Gross Profit |  | 175 |  | 173 | 1\% | 50 bps |
| Adjusted Operating Expenses |  | 82 |  | 75 | 9\% |  |
| Adjusted Operating Income | \$ | 94 | \$ | 99 | (5\%) | (90) bps |

## Positive Impacts

- Animal Health
- Product mix
- New products
- Gross margin flowthrough

Negative Offsets

- Lower sales in contract manufacturing category
- Increased investments in R\&D
- Smaller infrastructure investments


## Nutritionals Segment - Adjusted Financials*

$\left.\begin{array}{|cr|r|r|r|c|}\hline \text { (\$ in millions) } & \text { Q2 2014 } & \text { Q2 2013 } & \begin{array}{c}\text { \% Change } \\ \text { Y/Y }\end{array} & \begin{array}{c}\text { Change as a } \\ \text { \% to sales** }\end{array} \\ \hline \text { Net Sales } & \text { \$ } & \mathbf{1 4 0} & \text { \$ } & \mathbf{1 2 2} & \mathbf{1 5 \%}\end{array}\right)$

Positive Impacts

- Increased absorption levels
- Greater efficiencies
- DSG\&A leverage on increased efficiencies

Negative Offsets

- Higher VMS and toddler food sales at lower margin
- Investments in consumerfacing marketing


## Rx Segment - Adjusted Financials*

| (\$ in millions) | Q2 2014 |  | Q2 2013 |  | \% Change Y/Y | Change as a $\%$ to sales** |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net Sales | \$ | 247 | \$ | 163 | 52\% |  |
| Adjusted Cost of Sales |  | 96 |  | 68 | 42\% |  |
| Adjusted Gross Profit |  | 150 |  | 94 | 59\% | 280 bps |
| Adjusted Operating Expenses |  | 27 |  | 20 | 33\% |  |
| Adjusted Operating Income | \$ | 123 | \$ | 74 | 66\% | 440 bps |

Positive Impacts
Negative Offsets

| Adjusted Gross Margin** |  |  |
| :---: | :---: | :---: |
| Q2 2014 | Q2 2013 | Change |
| $\mathbf{6 0 . 9 \%}$ | $\mathbf{5 8 . 1 \%}$ | $\mathbf{2 8 0}$ bps |
| Adjusted Operating Margin** |  |  |
| Q2 2014 | Q2 2013 | Change |
| $\mathbf{4 9 . 9 \%}$ | $\mathbf{4 5 . 6 \%}$ | $\mathbf{4 4 0}$ bps |

- Acquisitions
- Product mix
- New products
- Gross margin flow-
- Investments in R\&D through


## API Segment - Adjusted Financials*

| (\$ in millions) | Q2 2014 |  | Q2 2013 |  | \% Change Y/Y | Change as a $\%$ to sales** |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net Sales | \$ | 30 | \$ | 41 | (27\%) |  |
| Adjusted Cost of Sales |  | 13 |  | 17 | (26\%) |  |
| Adjusted Gross Profit |  | 17 |  | 23 | (27\%) | (30) bps |
| Operating Expenses |  | 8 |  | 9 | (8\%) |  |
| Adjusted Operating Income | \$ | 9 | \$ | 14 | (39\%) | (590) bps |

Positive Impacts

Q2 2014 Q2 2013 Change
56.9\% $\quad 57.2 \% \quad$ (30) bps

Adjusted Operating Margin** Q2 2014 Q2 2013 Change
29.1\% $35.0 \%$ (590) bps

- New products
- Lower DSG\&A dollar spend

Negative Offsets

- Increased competition on base portfolio - product mix
- Investments in R\&D

|  |  |
| :---: | :---: |
| (\$ in millions) | Q2 2014 |
| Net Sales | $\$$ |
| $\quad$ Adjusted Cost of Sales |  |
| Adjusted Gross Profit |  |
| Adjusted Operating Expenses |  |
| Adjusted Operating Income | $\$$ |


| Adjusted Gross Margin |
| :---: |
| Q2 2014 |
| $100.0 \%$ |
| Adjusted Operating Margin |
| Q2 2014 |
| $57.6 \%$ |

## Perrigo FY14 Segment Guidance*

|  | FY 2014 Guidance 8/15/13 Conference Call | FY 2014 Guidance 10/31/13 Conference Call | FY 2014 Guidance 2/6/14 Conference Call |
| :---: | :---: | :---: | :---: |
| CONSUMER HEALTHCARE <br> Revenue Growth Y/Y Adjusted Gross Margin \% Adjusted Operating Margin \% | $\begin{aligned} & 10 \%-14 \% \\ & 33 \%-37 \% \\ & 18 \%-22 \% \end{aligned}$ | $\begin{aligned} & 10 \%-14 \% \\ & 33 \%-37 \% \\ & 18 \%-22 \% \end{aligned}$ | $\begin{aligned} & 6 \%-10 \% \\ & 32 \%-36 \% \\ & 17 \%-21 \% \end{aligned}$ |
| NUTRITIONALS <br> Revenue Growth Y/Y <br> Adjusted Gross Margin \% Adjusted Operating Margin \% | $\begin{gathered} 8 \%-12 \% \\ 26 \%-30 \% \\ 12 \%-16 \% \end{gathered}$ | $\begin{aligned} & 8 \%-12 \% \\ & 26 \%-30 \% \\ & 12 \%-16 \% \end{aligned}$ | $\begin{aligned} & 10 \%-14 \% \\ & 28 \%-30 \% \\ & 12 \%-16 \% \end{aligned}$ |
| RX PHARMACEUTICALS <br> Revenue Growth Y/Y Adjusted Gross Margin \% Adjusted Operating Margin \% | $\begin{aligned} & 25 \%-29 \% \\ & 58 \%-62 \% \\ & 46 \%-50 \% \end{aligned}$ | $\begin{aligned} & 25 \%-29 \% \\ & 58 \%-62 \% \\ & 46 \%-50 \% \end{aligned}$ | $\begin{aligned} & 26 \%-30 \% \\ & 60 \%-62 \% \\ & 47 \%-50 \% \end{aligned}$ |
| API <br> Revenue Growth Y/Y <br> Adjusted Gross Margin \% <br> Adjusted Operating Margin \% | $\begin{gathered} 3 \%-8 \% \\ 52 \%-56 \% \\ 32 \%-36 \% \end{gathered}$ | $\begin{gathered} 3 \%-8 \% \\ 52 \%-56 \% \\ 32 \%-36 \% \end{gathered}$ | $\begin{gathered} 0 \%-3 \% \\ 55 \%-59 \% \\ 35 \%-39 \% \end{gathered}$ |

## Perrigo FY14 Consolidated \& EPS Guidance*

|  | FY 2014 Guidance 8/15/13 Conference Call | FY 2014 Guidance 10/31/13 Conference Call | FY 2014 Guidance 2/6/14 Conference Call |
| :---: | :---: | :---: | :---: |
| CONSOLIDATED PERRIGO |  |  |  |
| Revenue Growth Y/Y | 12\%-16\% | 12\%-16\% | 15\%-18\% |
| Adjusted Gross Margin \% | 38\% - 42\% | 38\%-42\% | 41\%-43\% |
| Adjusted R\&D as \% to Net Sales | $\sim 3.5 \%$ | $\sim 3.5 \%$ | $\sim 4.5 \%$ |
| Adjusted DSG\&A as \% to Net Sales | $\sim 12.5 \%$ | $\sim 12.5 \%$ | ~13.0\% |
| Adjusted Operating Margin \% | 23\%-25\% | 23\%-25\% | 24\%-27\% |
| Effective Tax Rate | 30\%-32\% | 30\%-32\% | 21\%-22\% |
| Adjusted Diluted EPS | \$6.35-\$6.60 | \$6.35-\$6.60 | \$6.45-\$6.70 |
| Y/Y Growth | 13\%-18\% | 13\%-18\% | 15\%-19\% |
| Y/Y Growth w/out Discrete Tax ${ }^{\dagger}$ | 15\%-19\% | 15\%-19\% | 17\%-21\% |
| Operating Cash Flow | \$650M - \$700M | \$650M - \$700M | \$675M - \$725M*** |
| CAPEX | \$150M - \$185M | \$150M - \$185M | \$150M - \$185M |
| Adjusted Diluted Shares Outstanding | 95M | 99M** | 116M |


| $\pm$ Implied Y/Y Growth Without Discrete Tax Items Reconciliation |  |  |
| :--- | ---: | ---: |
|  | FY 2013 | FY 2014 Guidance |
| Adjusted Diluted EPS | $\$ 5.61$ | $\$ 6.45-\$ 6.70$ |
| Less: Discrete Tax Items | $(0.08)$ | - |
| Adjusted Diluted EPS, Excluding Discrete Tax Items | $\$ 5.53$ | $\$ 6.45-\mathbf{\$ 6 . 7 0}$ |
| Implied FY Y/Y Adjusted EPS Growth |  | $\mathbf{1 5 \% - 1 9 \%}$ |
| Implied FY Y/Y Adjusted EPS Growth, Excluding Discrete Tax Items | $\mathbf{1 7 \% - 2 1 \%}$ |  |

[^0]
## Legend:

$\mathbf{Y} / \mathbf{Y}=$ Year over Year
R\&D = Research \& Development Expense DSG\&A = Distribution, Selling, General \& Administrative Expense CAPEX = Capital Expenditures

Corporate and Consumer Healthcare Growth - FY14 \& Beyond Publicly disclosed products

Across ALL segments, we expect to launch $>75$ new products, resulting in >\$190M of revenue in FY 2014

## Potential Rx to OTC switches

- \$10B in branded sales potential over the next 5 years

| Consumer Healthcare FY14 Pipeline Highlights | Branded Sales (\$M) |
| :--- | ---: |
| Full year effect of Guaifenesin $\mathbf{6 0 0 \mathrm { mg } \text { ER }}$ | $\$ 135$ - Launched |
| SB version of Children's Delsym® Liquid Suspension | $\$ 100$ - Launched |
| SB version of Vicks® Severe Cold \& Flu | New - Launched |
| SB version of Claritin® 24HR Liqui-Gel | $\$ 35$ |
| SB version of Advil® Congestion Relief | $\$ 22$ |



Perrigo

## Nutritionals Growth - FY14 \& Beyond

Publicly disclosed products

## Infant Formula SmarTub™

- Upgraded National Brand style package
- Improved usage experience for parents/caregivers
- Global Expansion


## North American Formulas

- Organic Toddler
- Dual Prebiotics
- Partially Hydrolyzed \& Low Lactose (Compare to Similac Total Comfort)
- Concentrates in Plastic Bottles
- Extensively Hydrolyzed


## Chinese Formulas

- Ultra-Premium Stage 1, 2 \& 3


## CODEX Gold Formulas

CODEX Gold Formulas

- Upgraded to include: prebiotics, lutein \& DHA
- Targeting: Latin America, Africa \& Middle East
CODEX Gold Formulas
- Upgraded to include: prebiotics, lutein \& DHA
- Targeting: Latin America, Africa \& Middle East



## Rx Growth - FY14 \& Beyond

Publicly disclosed products

## 28 ANDAs Pending FDA approval

- ANDAs represent $\$ 4.2 \mathrm{~B}$ in branded sales
- 7 confirmed first-to-file ANDAs
- Additional 2 FTF ANDAs have final approval with later certain launch dates


## 5 Paragraph IV litigations

- Azelastine Nasal Spray (Astepro®)
- Albuterol HFA Inhaler (Proair®)
- Testosterone 1.62\% Gel (Androgel®)
- Testosterone 2\% Topical Solution (Axiron®)
- Adapalene 0.1\% / Benzoyl Peroxide 2.5\% Gel (Epiduo®)


## 5 projects in clinical studies



## Perrigo

Leadership Position in Multiple Technologies


## Perrigo - Poised for Continued Growth

Movement from National Brand to Store Brand

Rx to OTC Switches

Animal Health Store Brand Offering

Infant Formula Conversion to New Containers

Strong Rx Performance

New Strategic Platform

# Questions 

Appendix

Table I
company pic

## RECONCILIATION OF NON-GAAP MEASURES

(in millions, except per share amounts)
(unaudited)

Consolidated

Net sales
Cost of sales
Gross profit
Operating expenses
Distribution
Research and development
Selling
Administration
Write-off of in-process research and development Restructuring
Total operating expenses
Operating income
Interest, net
Other expense, net
Loss on sale of investment
Loss on extinguishment of debt
Income (loss) before income taxes
Income tax expense (benefit)
Net income (loss)
Diluted EPS
Diluted weighted average shares outstanding
Effective tax rate
Gross margin**
Operating margin**

* Amounts may not sum or cross-foot due to rounding
**Ratios as a \% to net sales may not calculate due to rounding NM - Calculations are not meaningful
(a) Acquisition-related amortization
(b) Elan transaction costs of $\$ 93.7$ million
(c) Escrow settlement of $\$ 2.5$ million related to the Sergeant's acquisition
(d) Write-off of contingent consideration of $\$ 4.9$ million related to the Fera acquisition
(e) Write-offs of IPR\&D related to the Paddock and Rosemont acquisitions 22
(f) Restructuring charges related to Elan, Georgia, and Minnesota
(g) Elan transaction costs
(h) Losses on Elan equity method investments of $\$ 1.3$ million
(i) Inventory step-up charge of $\$ 7.7$ million
(j) Severance costs of $\$ 1.5$ million
(k) Total tax effect for non-GAAP pre-tax adjustments

Three Months Ended

| Three Months Ended |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| December 28, 2013 |  |  |  |  |  | December 29, 2012 |  |  |  |  |  |  | \% Change |  |
| Non-GAAP |  |  |  |  |  | Non-GAAP |  |  |  |  |  |  |  | As |
| GAAP* | Adjustments* |  |  | As Adjusted* |  | GAAP* |  | Adjustments* |  |  | As Adjusted* |  | GAAP | Adj. |
| \$ 536.3 | \$ | - |  | \$ | 536.3 | \$ | 539.3 | \$ | - |  | \$ | 539.3 | -1 \% | -1 \% |
| 364.6 |  | 3.4 | (a) |  | 361.2 |  | 377.0 |  | 10.9 | (a,d) |  | 366.1 | -3\% | -1\% |
| 171.7 |  | 3.4 |  |  | 175.1 |  | 162.3 |  | 10.9 |  |  | 173.2 | 6 \% | 1 \% |
| 82.2 |  | 0.6 | (a,b,c) |  | 81.6 |  | 76.2 |  | 1.6 | (a) |  | 74.5 | 8 \% | 9 \% |
| \$ 89.5 | \$ | 4.0 |  | \$ | 93.5 | \$ | 86.1 | \$ | 12.6 |  | \$ | 98.6 | 4 \% | -5 \% |
| 32.0\% |  |  |  |  | $32.7 \%$ |  | 30.1 |  |  |  |  | $32.1 \%$ |  |  |
| 16.7\% |  |  |  |  | 17.4\% |  | 16.0 |  |  |  |  | 18.3\% |  |  |

Three Months Ended

| December 28, 2013 |  |  |  |  |  | December 29, 2012 |  |  |  |  |  |  | \% Change |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Non-GAAP |  |  |  |  |  | Non-GAAP |  |  |  |  |  |  |  | As |
| GAAP* | Adjustments* |  |  | As Adjusted* |  | GAAP* |  | Adjustments* |  |  | As Adjusted* |  | GAAP | Adj. |
| \$ 139.7 | \$ | - |  | \$ | 139.7 | \$ | 121.9 | \$ | - |  | \$ | 121.9 | 15\% | 15\% |
| 101.0 |  | 3.1 | (a) |  | 97.9 |  | 91.8 |  | 3.0 | (a) |  | 88.7 | 10\% | 10\% |
| 38.7 |  | 3.1 |  |  | 41.8 |  | 30.1 |  | 3.0 |  |  | 33.2 | 29\% | 26\% |
| 25.4 |  | 4.3 | (a) |  | 21.1 |  | 23.0 |  | 4.3 | (a) |  | 18.7 | 10\% | 13\% |
| \$ 13.3 | \$ | 7.3 |  | \$ | 20.7 | \$ | 7.2 | \$ | 7.3 |  | \$ | 14.5 | 86\% | 43\% |
| 27.7\% |  |  |  |  | 29.9\% |  | 24.7 |  |  |  |  | 27.2\% |  |  |
| 9.6\% |  |  |  |  | 14.8\% |  | 5.9 |  |  |  |  | 11.9\% |  |  |

* Amounts may not sum or cross-foot due to rounding
**Ratios as a \% to net sales may not calculate due to rounding
(1) Only includes activity from December 18, 2013 to December 28, 2013
(a) Acquisition-related amortization
(b) Escrow settlement of $\$ 2.5$ million related to the Sergeant's acquisition
(c) Restructuring charges of $\$ 0.5$ million related to Georgia
(d) Inventory step-up charge of $\$ 7.7$ million
(e) Write-offs of IPR\&D of $\$ 4.0$ million and $\$ 2.0$ million related to the Paddock and Rosemont acquisitions, respectively
(f) Write-off of contingent consideration of $\$ 4.9$ million related to the Fera acquisition
(g) Restructuring charges of $\$ 0.2$ million related to Minnesota
(h) Severance costs of $\$ 1.5$ million
(i) Restructuring charges of $\$ 14.3$ million related to Elan and $\$ 0.3$ million of other integration-related charges


## PERRIGO COMPANY PLC

REPORTABLE SEGMENTS
(in millions)
(unaudited)
Three Months Ended

| December 28, 2013 |  |  |  |  |  | December 29, 2012 |  |  |  |  |  |  | \% Change |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Non-GAAP |  |  |  |  |  | Non-GAAP |  |  |  |  |  |  |  | As |
| GAAP* | Adjustments* |  |  | As Adjusted* |  | GAAP* |  | Adjustments* |  |  | As Adjusted* |  | GAAP | Adj. |
| \$ 246.6 | \$ | - |  | \$ | 246.6 | \$ | 162.5 | \$ | - |  | \$ | 162.5 | 52\% | 52\% |
| 117.8 |  | 21.4 | (a) |  | 96.4 |  | 76.5 |  | 8.5 | (a) |  | 68.0 | 54\% | 42\% |
| 128.8 |  | 21.4 |  |  | 150.2 |  | 86.0 |  | 8.5 |  |  | 94.5 | 50\% | 59\% |
| 28.4 |  | 1.3 | ( $\mathrm{a}, \mathrm{e}, \mathrm{f}, \mathrm{g}$ ) |  | 27.1 |  | 22.0 |  | 1.5 | (h) |  | 20.5 | 29\% | 33\% |
| \$ 100.4 | \$ | 22.7 |  | \$ | 123.1 | \$ | 64.1 | \$ | 10.0 |  | \$ | 74.0 | 57\% | 66\% |
| 52.2\% |  |  |  |  | 60.9\% |  | 52.9 |  |  |  |  | 58.1\% |  |  |
| 40.7\% |  |  |  |  | 49.9\% |  | 39.4 |  |  |  |  | 45.6\% |  |  |

Three Months Ended

| December 28, 2013 |  |  |  | December 29, 2012 |  |  |  |  |  |  | \% Change |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Non-GAAP |  |  |  | Non-GAAP |  |  |  |  |  |  |  | As |
| GAAP* | Adjustments* |  | As Adjusted* | GAAP* |  | Adjustments* |  |  | As Adjusted* |  | GAAP | Adj. |
| \$ 30.0 | \$ |  | \$ 30.0 | \$ | 40.9 | \$ | - |  | \$ | 40.9 | -27\% | -27\% |
| 13.5 | 0.5 | (a) | 12.9 |  | 18.0 |  | 0.5 | (a) |  | 17.5 | -25\% | -26\% |
| 16.5 | 0.5 |  | 17.1 |  | 22.9 |  | 0.5 |  |  | 23.4 | -28\% | -27\% |
| 8.3 | - |  | 8.3 |  | 9.1 |  | - |  |  | 9.1 | -8\% | -8\% |
| \$ 8.2 | \$ 0.5 |  | \$ 8.7 | \$ | 13.8 | \$ | 0.5 |  | \$ | 14.3 | -41\% | -39\% |
| 55.2\% |  |  | 56.9\% |  | 56.0\% |  |  |  |  | 57.2\% |  |  |
| 27.4\% |  |  | 29.1\% |  | 33.8\% |  |  |  |  | 35.0\% |  |  |

* Amounts may not sum or cross-foot due to rounding
**Ratios as a \% to net sales may not calculate due to rounding
(1) Specialty Sciences only includes activity from December 18, 2013 to December 28,
(a) Acquisition-related amortization
(b) Escrow settlement of $\$ 2.5$ million related to the Sergeant's acquisition
(c) Restructuring charges of $\$ 0.5$ million related to Georgia
(d) Inventory step-up charge of $\$ 7.7$ million
(e) Write-offs of IPR\&D of $\$ 4.0$ million and $\$ 2.0$ million related to the Paddock and Rosemont acquisitions, respectively
(f) Write-off of contingent consideration of $\$ 4.9$ million related to the Fera acquisition
(g) Restructuring charges of $\$ 0.2$ million related to Minnesota
(h) Severance costs of $\$ 1.5$ million
(i) Restructuring charges of $\$ 14.3$ million related to Elan and $\$ 0.3$ million of other integration-related charges

| Specialty Sciences | Three Months Ended ${ }^{(1)}$ |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | December 28, 2013 |  |  |  |  |  |  |
|  | GAAP* |  | Non-GAAP <br> Adjustments* |  |  | As Adjusted* |  |
|  |  |  |  |  |  |
| Net sales | \$ | 7.4 |  |  | \$ | - |  | \$ | 7.4 |
| Cost of sales |  | 8.7 |  | 8.7 | (a) |  | - |
| Gross profit |  | (1.3) |  | 8.7 |  |  | 7.4 |
| Operating expenses |  | 17.7 |  | 14.6 | (i) |  | 3.1 |
| Operating income (loss) | \$ | (19.0) | \$ | 23.2 |  | \$ | 4.3 |
| Gross margin** |  | -17.1\% |  |  |  |  | 100.0\% |
| Operating margin** |  | -256.2\% |  |  |  |  | 57.6\% |

* Amounts may not sum or cross-foot due to rounding
**Ratios as a \% to net sales may not calculate due to rounding
(1) Only includes activity from December 18, 2013 to December 28, 2013
(a) Acquisition-related amortization
(b) Escrow settlement of $\$ 2.5$ million related to the Sergeant's acquisition
(c) Restructuring charges of $\$ 0.5$ million related to Georgia
(d) Inventory step-up charge of $\$ 7.7$ million
(e) Write-offs of IPR\&D of $\$ 4.0$ million and $\$ 2.0$ million related to the Paddock and Rosemont acquisitions, respectively
(f) Write-off of contingent consideration of $\$ 4.9$ million related to the Fera acquisition
(g) Restructuring charges of $\$ 0.2$ million related to Minnesota
(h) Severance costs of $\$ 1.5$ million
(i) Restructuring charges of $\$ 14.3$ million related to Elan and $\$ 0.3$ million of other integration-related charges


# Full Year <br> Fiscal 2014 Guidance 

FY14 reported diluted EPS range
Charges associated with acquisition and other integration-related costs
Acquisition-related amortization ${ }^{(1)}$
\$2.45-\$2.70 2.06

Charges associated with restructuring 1.73

Charges associated with write-offs of in-process R\&D 0.03
Charge associated with litigation settlement
0.01

Losses on Elan equity method investments
0.01

Earnings associated with write-off of contingent consideration
Earnings associated with escrow settlement
FY14 adjusted equivalent EPS range

Fiscal 2013
FY13 reported diluted EPS
$\$ 4.68$
Acquisition-related amortization ${ }^{(1)}$
0.668

Charges associated with inventory step-ups
0.077

Charges associated with acquisition, severance and other integration-related costs
0.061

Charge associated with write-off of in-process R\&D
0.059

Losses on sales of investments
0.047

Charge associated with restructuring
FY13 adjusted diluted EPS
0.018
\$5.61
(1) Amortization of acquired intangible assets related to business combinations and asset acquisitions.

## Consolidated

Reported consolidated gross margin range
Acquisition-related amortization ${ }^{(1)}$
Adjusted consolidated gross margin range
Reported research and development expense as \% of net sales
Charges associated with write-offs of in-process R\&D
Adjusted research and development expense as \% of net sales
Reported distribution, sales, general and administrative expense as \% of net sales Charges associated with acquisition and other integration-related costs
Charges associated with restructuring
Full Year
Fiscal 2014 Guidance

| $34.7 \%-36.7 \%$ |
| :---: |
| $6.3 \%$ |
| $41 \%-43 \%$ |
|  |
| $.6 \%$ |
| $4.5 \%$ |
| $16.8 \%$ |
| $-2.6 \%$ |
| $-0.7 \%$ |
| $-0.6 \%$ |
| $-0.1 \%$ |
| $0.1 \%$ |
| $0.1 \%$ |
| $13 \%$ |

Reported consolidated operating margin range
Acquisition-related amortization ${ }^{(1)}$
Charges associated with acquisition and other integration-related costs
Charges associated with restructuring
Charges associated with write-offs of in-process R\&D
Charge associated with litigation settlement
Earnings associated with write-off of contingent consideration
Earnings associated with escrow settlement
Adjusted consolidated operating margin range

## Consumer Healthcare

Reported gross margin range
Acquisition-related amortization ${ }^{(1)}$
Adjusted gross margin range

Reported operating margin range
Acquisition-related amortization ${ }^{(1)}$
Charges associated with restructuring
Earnings associated with escrow settlement
Adjusted operating margin range

|  | Full Year Fiscal 2014 Guidance |
| :---: | :---: |
| Nutritionals |  |
| Reported gross margin range | 25.8\%-27.8\% |
| Acquisition-related amortization ${ }^{(1)}$ | 2.2\% |
| Adjusted gross margin range | 28\%-30\% |
| Reported operating margin range | 6.9\%-10.9\% |
| Acquisition-related amortization ${ }^{(1)}$ | 5.1\% |
| Adjusted operating margin range | 12\%-16\% |
| Rx Pharmaceuticals |  |
| Reported gross margin range | 52.4\%-54.4\% |
| Acquisition-related amortization ${ }^{(1)}$ | 7.6\% |
| Adjusted gross margin range | 60\%-62\% |
| Reported operating margin range | 38.6\%-41.6\% |
| Acquisition-related amortization ${ }^{(1)}$ | 7.7\% |
| Charges associated with write-offs of in-process R\&D | 0.7\% |
| Charge associated with litigation settlement | 0.3\% |
| Charge associated with restructuring | 0.2\% |
| Earnings associated with write-off of contingent consideration | -0.5\% |
| Adjusted operating margin range | 47\%-50\% |
| API |  |
| Reported gross margin range | 53.7\%-57.7\% |
| Acquisition-related amortization ${ }^{(1)}$ | 1.3\% |
| Adjusted gross margin range | 55\%-59\% |
| Reported operating margin range | 33.7\%-37.7\% |
| Acquisition-related amortization ${ }^{(1)}$ | 1.3\% |
| Adjusted operating margin range | 35\%-39\% |

(1) Amortization of acquired intangible assets related to business combinations and asset acquisitions.

|  |  | /28/2013 |
| :---: | :---: | :---: |
| Total debt | \$ | 3,300.3 |
| Less: Cash and cash equivalents and current investment securities |  | (606.6) |
| Total net debt |  | 2,693.7 |
| Total shareholders' equity |  | 8,501.2 |
| Total capital | \$ | 11,194.9 |
| Net debt to total capital ratio |  | 24.1\% |
| Consolidated |  | 2 FY12 |
| Net sales | \$ | 838.2 |
| Reported gross profit | \$ | 294.9 |
| Acquisition-related amortization ${ }^{(1)}$ |  | 12.9 |
| Adjusted gross profit | \$ | 307.8 |
| Adjusted gross margin |  | 36.7\% |
| Reported operating income | \$ | 160.7 |
| Acquisition-related amortization ${ }^{(1)}$ |  | 17.7 |
| Severance costs |  | 0.6 |
| Adjusted operating income | \$ | 179.0 |
| Adjusted operating margin |  | 21.4\% |

(1) Amortization of acquired intangible assets related to business combinations and asset acquisitions

## Consolidated

Net sales, as reported
Less: FY13 acquisitions ${ }^{(1)}$
Less: FY14 acquisitions ${ }^{(2)}$
Net sales, organic

| Three Months Ended |  |  |  | $\begin{gathered} \text { Change } \\ \hline \% \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: |
| December 28, 2013 |  | December 29, 2012 |  |  |
| \$ | 979.0 | \$ | 883.0 | 11\% |
|  | (31.6) |  | - | - |
|  | (7.4) |  | - | - |
| \$ | 947.4 | \$ | 883.0 | 7\% |

(1) Net sales from the acquisitions of Rosemont Pharmaceuticals Ltd., Velcera, Inc. and Fera Pharmaceuticals LLC, which were acquired on Feb. 11, 2013, April 1, 2013 and June 17, 2013, respectively.
(2) Net sales from the acquisition of Elan Corporation, plc, which was acquired on December 18, 2013.


[^0]:    *See attached financial schedule for reconciliation to GAAP numbers
    **Adjusted diluted shares outstanding of 99M is the actual number of shares for FY14:Q2 and was not provided as forward-looking guidance

