



January 12th, 2021

ICR Conference

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This presentation contains certain “forward-looking” statements within the meaning of the Private Securities Litigation Reform Act of 1995, such as statements regarding the Company’s expected financial performance, including revenues, EPS, and free cash flow; the Company’s ability to adapt to and perform well in the current changing disrupted environment, including ensuring the health and safety of employees and maintain business continuity; anticipated inventory reductions; the Company’s ability to have a disciplined capital allocation strategy, reduce debt and create value; the expected market share and consumption trends for the Company’s brands; and the Company’s disciplined capital allocation strategy. Words such as “trend,” “continue,” “will,” “expect,” “project,” “anticipate,” “likely,” “estimate,” “may,” “should,” “could,” “would,” and similar expressions identify forward-looking statements. Such forward-looking statements represent the Company’s expectations and beliefs and involve a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those expressed or implied by such forward-looking statements. These factors include, among others, the impact of the COVID-19 pandemic, including on economic and business conditions, government actions, consumer trends, retail management initiatives, and disruptions to the distribution and supply chain; competitive pressures; unexpected costs or liabilities; the financial condition of the Company’s suppliers and customers; and other risks set forth in Part I, Item 1A. Risk Factors in the Company’s Annual Report on Form 10-K for the year ended March 31, 2020. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date this presentation. Except to the extent required by applicable law, the Company undertakes no obligation to update any forward-looking statement contained in this presentation, whether as a result of new information, future events, or otherwise.

All adjusted GAAP numbers presented are footnoted and reconciled to their closest GAAP measurement in the attached reconciliation schedule or in our November 5, 2020 earnings release in the “About Non-GAAP Financial Measures” section.

Contents

- I. Introduction to Prestige Consumer Healthcare
- II. Brand Building in a Dynamic World
- III. Financial Profile & Capital Allocation
- IV. The Road Ahead





Introduction to Prestige Consumer Healthcare

Who We Are: Helping Consumers Care for Themselves

5+ Billion

eye drops per year



MURINE®

650 Million

throat drops for every cold season



17 Million

doses of pain relief per week



8 Million

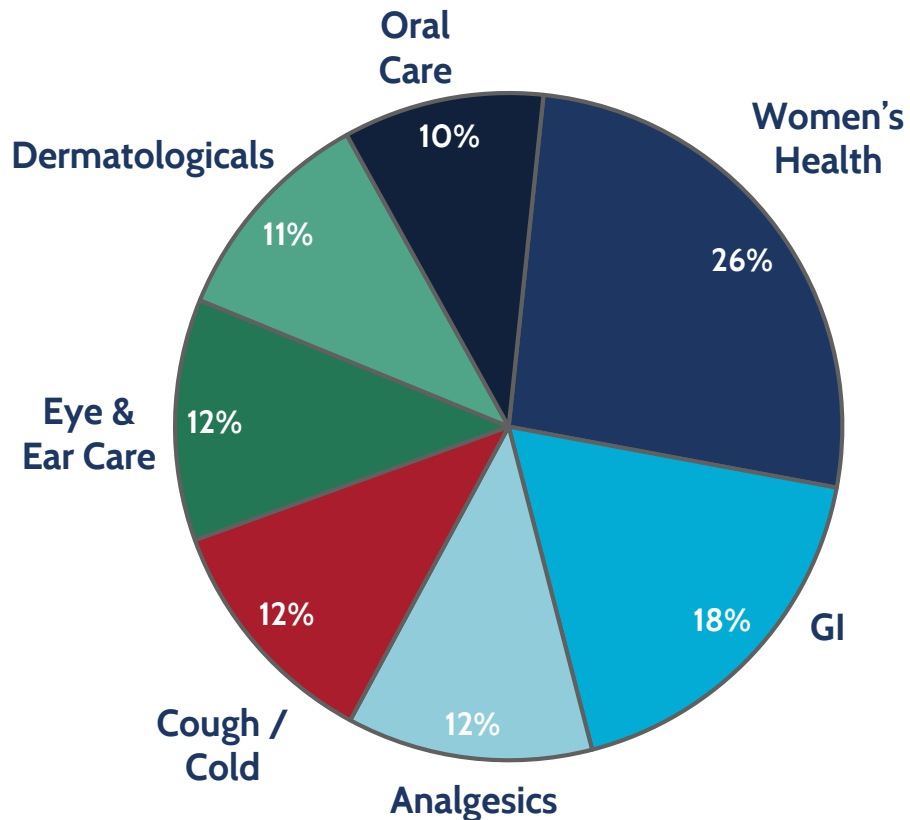
infections treated annually



Source: Company records

Diversified Portfolio of Leading Consumer Healthcare Brands

Total Sales* by Category



* FY'20 Revenues, Excludes Other OTC (less than 1%)

#1 Brands Represent Two-Thirds of Total Sales*

#1 Feminine Hygiene
#1 Vaginal Anti-Fungal

MONISTAT

Summer's Eve

#1 Enemas & Suppositories
#1 Motion Sickness

Dramamine **Fleet**

#1 Powdered Analgesic

BC

Goody's
FAST PAIN RELIEF

#1 Sore Throat Liquids/Lozenge

Chloraseptic
FAST ACTING

#1 Allergy & Redness Relief Drop

Clear eyes

#1 Wart Removal
#1 Lice/Parasite Treatments

Compound W
WART REMOVER

Nix
FOR THIN

Proven, Consistent & Repeatable Strategy

#1

Invest for Growth

- Positioned for long-term 2% to 3%⁽¹⁾ Organic growth
- Brand building to drive long-term success

#2

Cash Generation

- Industry-leading financial profile
- Consistent and strong FCF generation
- Enables capital allocation opportunities

#3

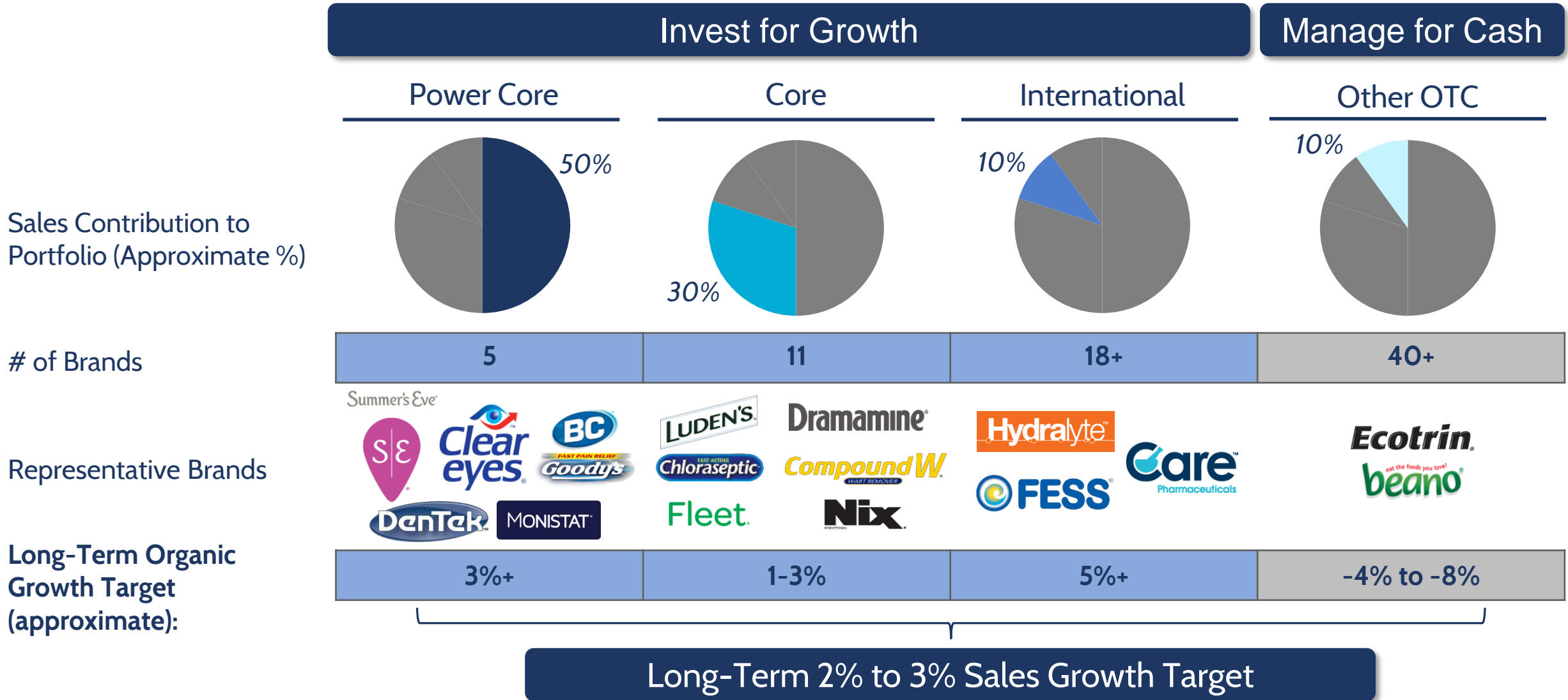
Capital Allocation Options

- Disciplined capital allocation priorities
- Prioritization of debt reduction & liquidity
- Opportunistic share repurchases in FY20 & 1H21



Brand Building in a Dynamic World

Investment Across Key Brands Drives Organic Growth



Portfolio Positioned To Benefit From Changing Environment

Consumers Seeking Trusted Brands

Increased consumer focus on self-care and hygiene

Accelerated trend towards shopping online

**Continuing to benefit
from investments and
diverse positioning**

Playbook Remains Consistent in an Evolving Retail Environment

Retail Traffic Driver

- Need-based products sought by consumers, beginning a basket of purchases
- Retailers dedicating more shelf space and focus to health & hygiene “self-care” product
- We are retail channel agnostic; placement & content opportunities in e-commerce and other channels



Long-Term Brand Building Toolkit

- Develop and understand consumer insights
- Wide-ranging and flexible brand strategies focused on growing categories
- Leverage long-standing brand heritage with focused digital and content marketing
- New product and claim development that are key to category growth
- Channel development opportunities

Brand-Building Differentiates versus Private Label and Branded Competition

Nimble Marketing Efforts Balanced Against Long-Term Strategy

Long-Term Growth Toolkit Wide-Ranging

Professional Marketing

Brand Innovation & Extensions

Digital Marketing & Content

Wide Channel Availability



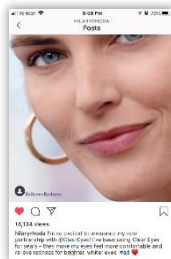
Real-Time Agile Marketing Strategy Across Portfolio



- Engaging customers through campaigns both in-store and online
- Investment in current initiatives leading to strong momentum



- Consumer brand promise: *Brighter, whiter, and more comfortable*
- New campaign across all key touchpoints



Winning in Consumer Shift to Online

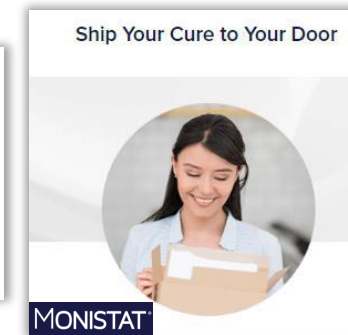
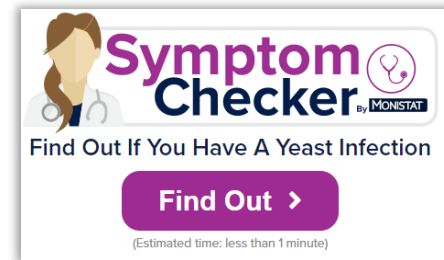


- Growing eCommerce trend continued into Q2; eCommerce representing 10%+ of consumer retail sales in 1H
 - Robust growth across all eCommerce partners
- Long-term focus and heavy investment on eCommerce channel paying dividends
- Many brands in portfolio hold market share at or above offline channels

Online Tools Increase Consumer Conversion

Consumers Continue to Seek Treat at Home Remedies

MONISTAT®



CompoundW[®]
WART REMOVER





Financial Profile and Capital Allocation

Cash Flow Drivers That Enable Capital Allocation

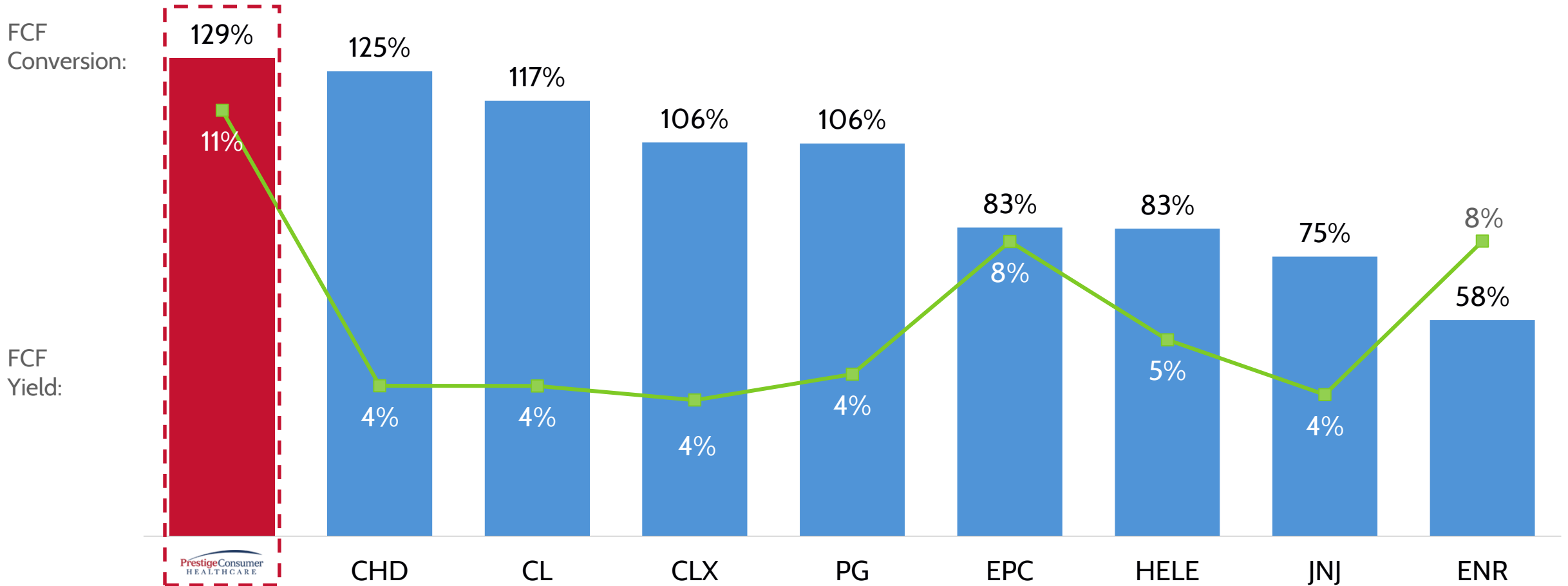
Key Attributes and Positioning

- Net Debt at September 30 of ~\$1.5 billion⁽³⁾, leverage ratio of 4.3x⁽⁴⁾
 - Target leverage ratio⁽⁴⁾ of between 3.5x and 5.0x
 - Ample liquidity; \$100+ million in revolver capacity
- Strong Free Cash Flow Generation
 - Portfolio characteristics drives solid EBITDA margins
 - Strong cash flow conversion (minimal capital expenditure outlays, low cash tax rate)
- Target approximate mid-30s EBITDA margin over time

Capital Allocation Priorities Unchanged

- 1 Invest in Current Brands to Drive Organic Growth
- 2 Continue Strategy of De-Leveraging
- 3 Opportunistic Share Repurchases
- 4 Pursue Accretive M&A that is accretive for Shareholders

...and Best-in-Class Free Cash Flow Conversion

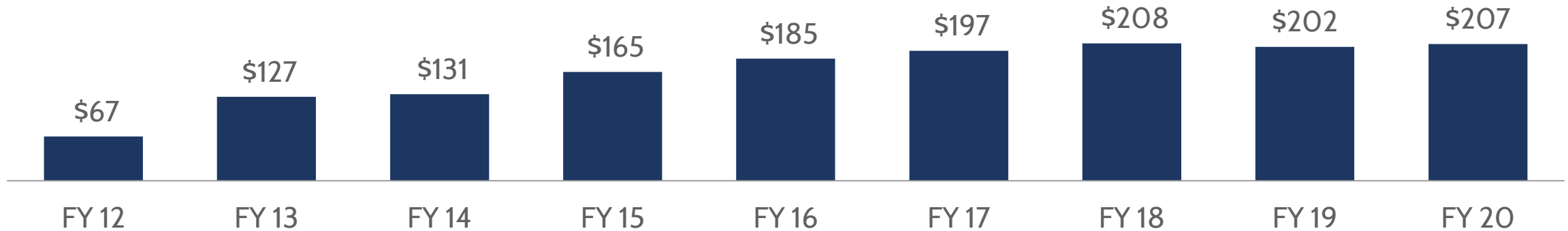


Source: FactSet data as of November 10, 2020; comparable set includes selected HPC companies

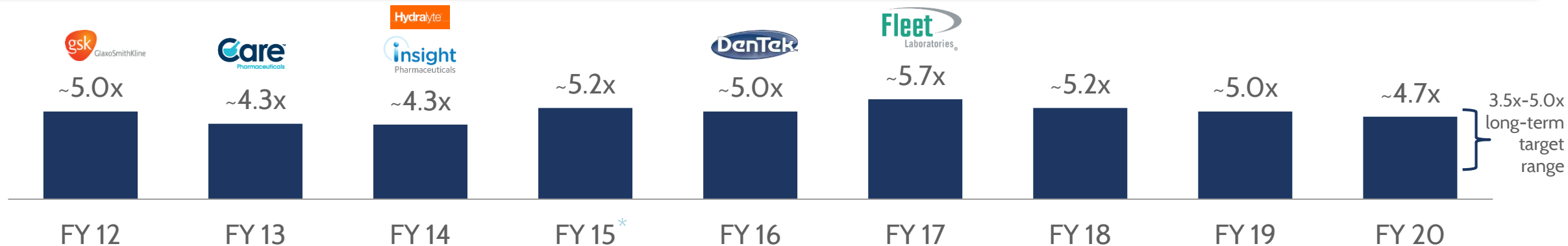
Note: Free Cash Flow Conversion defined as Non-GAAP Operating Cash Flow less Capital Expenditures over Adjusted Net Income; Adj. Free Cash Flow Yield defined as Free Cash Flow divided by Market Cap as of November 10, 2020

Strong and Consistent Cash Flow Leads to Rapid De-Levering

Adjusted Free Cash Flow⁽³⁾



Leverage Ratio⁽⁴⁾



Dollar values in millions.

* Peak leverage of 5.75x at close of the Insight Acquisition in September 2014



The Road Ahead

Strategy in Place for Value Creation

Long-Term Strategy

- Brand-Building designed to grow categories and connect with consumers
- Strategy and tactics performing well in disrupted environment

Business Continuity

- Continuity plans continue to protect service levels
- Investing in inventory has paid off in challenged supply environment

Agile Marketing

- Pivoted marketing efforts and returned to normalized investment levels
- Benefited from investments in winning channels wherever consumers shop

Financial Profile & Cash Flow

- Solid financial profile and cash flow generation
- Continued focus on debt reduction in Q2

Strategic Priorities Remain Intact

Outlook: Staying the Strategic Course to Create Value

Top Line Trends

- Business and strategy remain well-positioned in changing environment
- Market share solid and growing during pandemic environment
- Anticipate FY 21 Reported Revenue of ~\$925 million
 - Expect similar dollar performance to 1H; cough, cold, and travel remain under pressure

EPS

- Anticipate FY 21 EPS⁽⁵⁾ of ~\$3.18
- Strong financial profile leading to increased profitability

Free Cash Flow & Allocation

- Anticipate FY 21 Free Cash Flow⁽⁶⁾ at or above \$207 million generated in FY 20
- Continue to execute disciplined capital allocation strategy
- Remain focused on debt reduction



Appendix

Appendix

- (1) Organic Revenue is a Non-GAAP financial measure and is reconciled to the most closely related GAAP financial measure in the attached Reconciliation Schedules and / or our earnings release dated November 5, 2020 in the “About Non-GAAP Financial Measures” section.
- (2) Total company consumption is based on domestic IRI multi-outlet + C-Store retail sales for the period ending October 4, 2020, retail sales from other 3rd parties for certain untracked channels in North America for leading retailers, Australia consumption based on IMS data, and other international net revenues as a proxy for consumption.
- (3) Adjusted EPS, Adjusted Gross Margin, Adjusted Operating Income, EBITDA, EBITDA Margin, Free Cash Flow and Net Debt are Non-GAAP financial measures and are reconciled to their most closely related GAAP financial measures in the attached Reconciliation Schedules and / or in our earnings release dated November 5, 2020 in the “About Non-GAAP Financial Measures” section.
- (4) Leverage ratio reflects net debt / covenant defined EBITDA.
- (5) Adjusted EPS for FY 21 is a projected Non-GAAP financial measure, is reconciled to projected GAAP EPS in the attached Reconciliation Schedules and / or in our November 5, 2020 earnings release in the “About Non-GAAP Financial Measures” section and is calculated based on projected GAAP EPS plus adjustments relating to discrete income tax items.
- (6) Adjusted Free Cash Flow for FY 21 is a projected Non-GAAP financial measure, is reconciled to projected GAAP Net Cash Provided by Operating Activities in the attached Reconciliation Schedules and / or in our November 5, 2020 earnings release in the “About Non-GAAP Financial Measures” section and is calculated based on projected Net Cash Provided by Operating Activities less projected capital expenditures.

Reconciliation Schedules

Organic Revenue Change

	Three Months Ended September 30,		Six Months Ended September 30,	
	2020	2019	2020	2019
<i>(In Thousands)</i>				
GAAP Total Revenues	\$ 237,422	\$ 238,069	\$ 466,816	\$ 470,223
Revenue Change	(0.3%)		(0.7%)	
Adjustments:				
Impact of foreign currency exchange rates	-	624	-	(729)
Total adjustments	\$ -	\$ 624	\$ -	\$ (729)
Non-GAAP Organic Revenues	\$ 237,422	\$ 238,693	\$ 466,816	\$ 469,494
Non-GAAP Organic Revenue Change	(0.5%)		(0.6%)	

Adjusted EPS

	Three Months Ended September 30,				Six Months Ended September 30,			
	2020		2019		2020		2019	
	Net Income	EPS	Net Income	EPS	Net Income	EPS	Net Income	EPS
<i>(In Thousands, except per share data)</i>								
GAAP Net Income	\$ 44,589	\$ 0.88	\$ 33,252	\$ 0.65	\$ 88,295	\$ 1.74	\$ 67,177	\$ 1.31
Adjustments:								
Transition and other costs associated with new warehouse in Cost of Goods Sold ^(a)	-	-	1,407	0.03	-	-	1,407	0.03
Tax impact of adjustments ^(b)	-	-	(344)	(0.01)	-	-	(344)	(0.01)
Normalized tax rate adjustment ^(c)	(5,106)	(0.10)	-	-	(5,106)	(0.10)	-	-
Total Adjustments	(5,106)	(0.10)	1,063	0.02	(5,106)	(0.10)	1,063	0.02
Non-GAAP Adjusted Net Income and Adjusted EPS	\$ 39,483	\$ 0.78	\$ 34,315	\$ 0.68	\$ 83,189	\$ 1.64	\$ 68,240	\$ 1.33

a) Items related to new warehouse represent costs to transition to the new warehouse and duplicate costs incurred during the transition.

b) The income tax adjustments are determined using applicable rates in the taxing jurisdictions in which the above adjustments relate and includes both current and deferred income tax expense (benefit) based on the specific nature of the specific Non-GAAP performance measure.

c) Income tax adjustment to adjust for discrete income tax items.

Reconciliation Schedules (Continued)

Adjusted EBITDA

<i>(In Thousands)</i>	Three Months Ended September 30,		Six Months Ended September 30,	
	2020	2019	2020	2019
GAAP Net Income	\$ 44,589	\$ 33,252	\$ 88,295	\$ 67,177
Interest expense, net	21,266	24,477	43,207	49,497
Provision for income taxes	7,307	10,760	21,769	22,885
Depreciation and amortization	7,551	7,222	15,018	14,283
Non-GAAP EBITDA	80,713	75,711	168,289	153,842
Non-GAAP EBITDA Margin	34.0%	31.8%	36.1%	32.7%
Adjustments:				
Transition and other costs associated with new warehouse in Cost of Goods Sold ^(a)	-	1,407	-	1,407
Total adjustments	-	1,407	-	1,407
Non-GAAP Adjusted EBITDA	\$ 80,713	\$ 77,118	\$ 168,289	\$ 155,249
Non-GAAP Adjusted EBITDA Margin	34.0%	32.4%	36.1%	33.0%

a) Items related to new warehouse represent costs to transition to the new warehouse and duplicate costs incurred during the transition.

Adjusted Free Cash Flow

<i>(In Thousands)</i>	Three Months Ended September 30,		Six Months Ended September 30,	
	2020	2019	2020	2019
GAAP Net Income	\$ 44,589	\$ 33,252	\$ 88,295	\$ 67,177
Adjustments:				
Adjustments to reconcile net income to net cash provided by operating activities as shown in the Statement of Cash Flows	11,374	14,039	29,775	28,896
Changes in operating assets and liabilities as shown in the Statement of Cash Flows	(3,824)	2,932	9,223	6,927
Total adjustments	7,550	16,971	38,998	35,823
GAAP Net cash provided by operating activities	52,139	50,223	127,293	103,000
Purchase of property and equipment	(9,066)	(3,866)	(11,619)	(5,822)
Non-GAAP Free Cash Flow	43,073	46,357	115,674	97,178
Transition and other payments associated with new warehouse ^(a)	-	810	-	810
Non-GAAP Adjusted Free Cash Flow	\$ 43,073	\$ 47,167	\$ 115,674	\$ 97,988

Reconciliation Schedules (Continued)

Projected EPS

Projected FY'21 GAAP EPS	\$	3.28
<u>Adjustments:</u>		
Normalized tax rate adjustment for discrete income tax items ^(a)		(0.10)
Total Adjustments		(0.10)
Projected Non-GAAP Adjusted EPS	\$	<u>3.18</u>

a) Income tax adjustment to adjust for discrete income tax items.

Projected Free Cash Flow

<u>(In millions)</u>		
Projected FY'21 GAAP Net Cash provided by operating activities	\$	232
Additions to property and equipment for cash		(25)
Projected Non-GAAP Adjusted Free Cash Flow	\$	<u>207</u>

