

## Smarter Pet Health

## Credit Suisse Healthcare Conference

## November 13, 2019

#### **FORWARD-LOOKING STATEMENTS**

This presentation contains forward-looking statements that involve risks and uncertainties, such as statements about our plans, objectives, expectations, assumptions or future events, including statements regarding the proposed acquisition of VIP Petcare by PetIQ, the expected closing date of the acquisition and the potential benefits and synergies of the acquisition. In some cases, you can identify forward-looking statements by terminology such as "anticipate," "estimate," "plan," "project," "continuing," "ongoing," "expect," "believe," "intend," "may," "will," "should," "could" and similar expressions. Forward-looking statements involve estimates, assumptions, known and unknown risks, uncertainties and other factors that could cause actual results to differ materially from any future results, performances, or achievements expressed or implied by the forward-looking statements. Forward-looking statements should not be read as a guarantee of future performance or results, and will not necessarily be accurate indications of the times at, or by, which such performance or results will be achieved. Forwardlooking statements are based on information available at the time those statements are made or management's good faith belief as of that time with respect to future events, and are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in or suggested by the forward-looking statements. Important factors that could cause such differences include, but are not limited to, our ability to successfully grow our business through acquisitions; our dependency on a limited number of customers; our ability to implement our growth strategy effectively; our ability to sustain profitability; competition from veterinarians and others in our industry; reputational damage to our brands; economic trends and spending on pets; the effectiveness of our marketing and trade promotion programs; recalls or withdrawals of our products or product liability claims; our ability to manage our manufacturing and supply chain effectively; disruptions in our manufacturing and distribution chains; our ability to introduce new products and improve existing products; our failure to protect our intellectual property; costs associated with governmental regulation; our ability to keep and retain key employees; and the risks set forth under the "Risk Factors" section of our Annual Report on Form 10-K for the year ended December 31, 2018 and other filings from time to time with the Securities and Exchange Commission.

Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial also may materially adversely affect our business, financial condition or operating results. The forward-looking statements speak only as of the date on which they are made, and, except as required by law, we undertake no obligation to update any forward-looking statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events. In addition, we cannot assess the impact of each factor on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. Consequently, you should not place undue reliance on forward-looking statements.

This presentation includes certain non-GAAP financial measures, including adjusted gross profit, adjusted G&A, adjusted net income and Adjusted EBITDA. These non-GAAP financial measures should be considered only as supplemental to, and not as superior to, financial measures prepared in accordance with GAAP. Please refer to the Appendix of this presentation for a reconciliation of these measures to net income, the most directly comparable financial measure prepared in accordance with U.S. GAAP.

The Company does not provide outlook for net income, and similarly cannot provide a reconciliation between its 2019 adjusted EBITDA outlook and net income without unreasonable effort due to the unavailability of reliable estimates for certain reconciling items. These items are not within the Company's control and may vary greatly between periods and could significantly impact future financial results.





Smarter Pet Health

Veterinary Services | National Brand Distribution | Product Manufacturing









Manufacturing





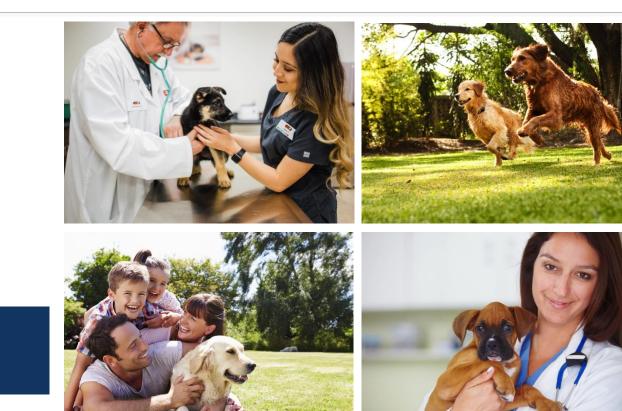
Smarter Pet Health

#### OUR MISSION:

To deliver a smarter way for pet parents to help their pets live their best lives through convenient access to affordable products and services.



# PILLARS FOR SUCCESS HOW WE WIN

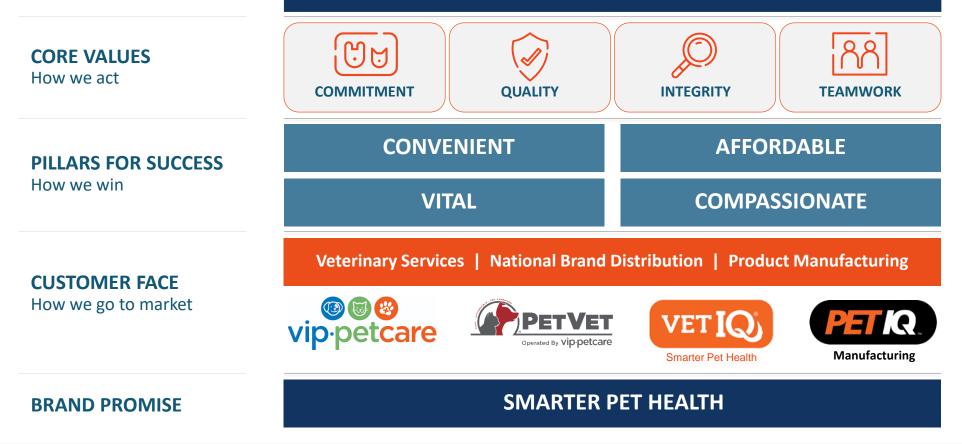


**OUR MISSION** 



#### WE ARE ADVOCATES FOR PET PARENTS

To deliver a smarter way for pet parents to help their pets live their best lives through convenient access to affordable veterinarian products and services.





## **COMPANY OVERVIEW**



#### **Animal Health Products**

- 500+ DISTRIBUTED MEDICATIONS
- 200+ PRODUCTS MANUFACTURED
- 40+ RETAIL PARTNERS
- 60,000+ POINTS OF DISTRIBUTION
- LEADER IN DRIVING "MASS PREMIUMIZATION" TREND



#### VALUE TO EVERYONE

- Healthier Pets
- Saving Pet Owners Time & Money
- Adding Value To Retailers
- Helping the Animal Health Industry Grow Faster
- Increasing Shareholder Value



- 36 REGIONAL OFFICES
- 3,400 CLINIC LOCATIONS
- CONVENIENT AND
  AFFORDABLE VET CARE
- MOBILE & FIXED LOCATION CLINICS
- 1,500+ VETERINARIANS
- OVER 900,000+ PETS SERVED IN 2018

#### NATIONWIDE INFRASTRUCTURE TO OPERATE VETERINARY CLINICS



## WE TAKE CARE OF PETS & HELP PET PARENTS SAVE MONEY

#### **VETERINARY PET PRODUCTS** \$ 10.7 Billion in 2018 \*

#### PETIQ.

#### **Distributed Product**

- Prescription and OTC
- Leading Animal Health Partner to Retailers

**lex**Gard

 24 Hour Delivery to Any Pharmacy

#### PET IQ.

#### Manufactured Product

DOG

MHNTHE

- 400,000 Square Feet of Our Own Facilities
- Over 200 Items Manufactured
  - Flea & Tick
  - Health & Wellness
  - Prescription Drug
  - Treats
- EPA/FDA Licensed
- SQF Certified

**VETERINARY SERVICES** \$ 21.3 Billion in 2018 \*



#### **Veterinary Clinics**

- Over 900,000 Pets served in 2018
- Retail Partners
- Community Clinics
- Wellness Centers
- Plan to open 80 Wellness Centers in 2019
- Plan to Open 1,000 WellnessCenters by 2023



\* Package Facts, US Pet Market Outlook, 2018 – 2019 \* Package Facts US Pet Medications US 5<sup>th</sup> Edition

#### **Provide the Best Veterinary Products and Services Available for All Pets at an Affordable Cost and Greater Convenience for Pet Parents**



HEALTH & WELLNESS PRODUCTS • PHARMACEUTICALS • CLINICS • TREATS

**PET I**Q.



## **OUR STRATEGY**

## **PETIQ GROWTH STRATEGY**

#### CORE BUSINESS GROWTH OUTPACES THE MARKET TODAY

**Further Acceleration Happens with Expansion Beyond the Base** 

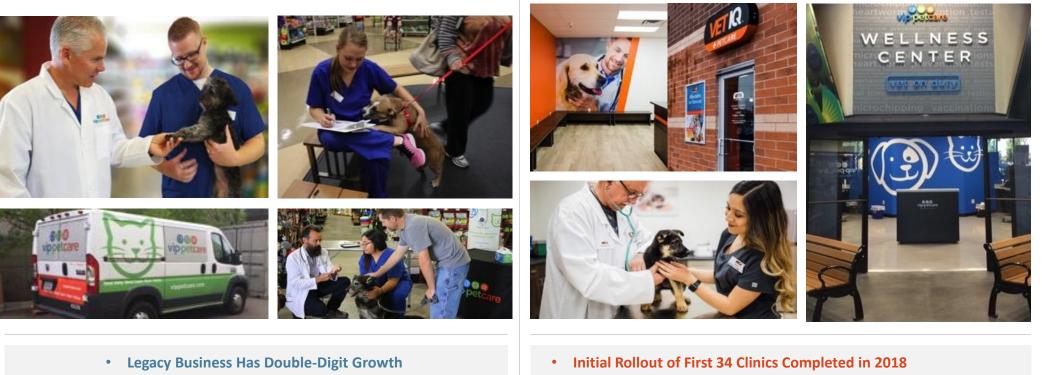


Growth ambition leverages core Product & Services businesses to become an integrated, omni-channel pet healthcare business

#### **EXPANDING VETERINARY SERVICES FOOTPRINT**

#### **COMMUNITY CLINICS**

#### **WELLNESS CENTERS**



- 74K Clinics Held in 2018
- 20% Adjusted EBITDA Margin Enabler

- Learnings Being Leveraged With New Clinics
- 80 Wellness Centers Scheduled to Open in 2019

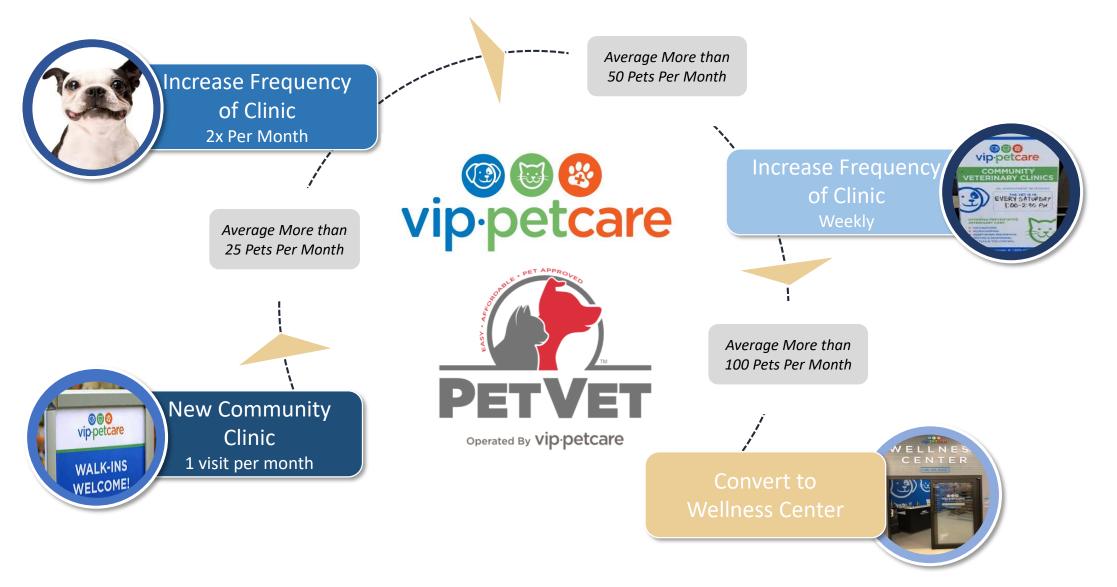
## **OUR PLAN: BUILD 1000 NEW CLINICS BY 2023**

#### **COMMUNITY CLINICS: WELLNESS CENTER INCUBATOR**



## **GROWTH CYCLE...FROM COMMUNITY CLINIC TO WELLNESS CENTER**





## **PROGRESS ON NEW WELLNESS CENTERS FOR 2019**

	Walmart Save money. Live better.	meijer	TSC	PET SUPPLIES PLUS	pet food express	TOTALS
Opened Year to Date (October)	17	4	1	0	4	26
Remaining to Open in 2019	18	10	20	6	0	54
Total to Open in 2019	35	14	21	6	4	80
In Operation by End of 2019	55	14	25	9	11	114

**2019 WELLNESS CENTER LOCATIONS** 



## **CONTINUED GROWTH OF VETERINARY PRODUCTS VOLUME**

#### SOURCES OF GROWTH



## **ACQUISITION OF PERRIGO ANIMAL HEALTH**

#### **BUSINESS OVERVIEW**



- Headquartered in Omaha, Nebraska,
- Diversified manufacturer and marketer of over-the-counter pet health and wellness products under brands including
  - PetArmor<sup>®</sup>
  - Sentry<sup>®</sup>
  - Sergeant's<sup>™</sup>
- Perrigo Animal Health has a sales across the flea and tick,

de-wormer, behavioral, dental and other pet health and wellness product categories

 State-of-the-art manufacturing facility located in Omaha, NE

#### TERMS

\$185 million cash transaction closed July 8, 2019. Perrigo Animal Health is now an indirect whollyowned subsidiary of PetIQ.

The Company financed the transaction with \$25 million of existing cash on hand, \$145 million of new term loan financing from Ares Capital Management, with the remaining balance financed through PetIQ's existing revolving credit facility with East West Bank.







### **ACQUISITION OF PERRIGO ANIMAL HEALTH**

#### STRATEGIC AND FINANCIAL BENEFITS

#### Diversifies and Expands Pet Health and Wellness Branded Product Offerings:

Creates a combined company with approximately \$605 million in pro forma 2018 net sales and meaningful product category, brand, and sales channel diversity with a focus on accessible and affordable, high-quality pet preventive and wellness veterinary products.

#### Accelerates Whitespace Realization and Enhances Customer Relationships:

The acquisition allows PetIQ to more rapidly realize the opportunity provided by the macro trends in the pet industry. Complementary distribution channels and sales teams provide actionable whitespace opportunities in new and existing customers representing the potential to accelerate net sales growth for both PetIQ's and Perrigo Animal Health's current product portfolios.

#### Increased Operating Scale Provides Significant Future Synergies and Enhances Margin Profile

In addition to benefiting from greater operating scale and increased procurement savings, Perrigo Animal Health adds outstanding manufacturing expertise and marketing capabilities that will provide future cost benefits to PetIQ. Together, the combined company expects to generate more than \$3 million in run-rate cost synergies by 2020 and growing to more than \$5 million by 2022 primarily from procurement, manufacturing and marketing efficiencies.

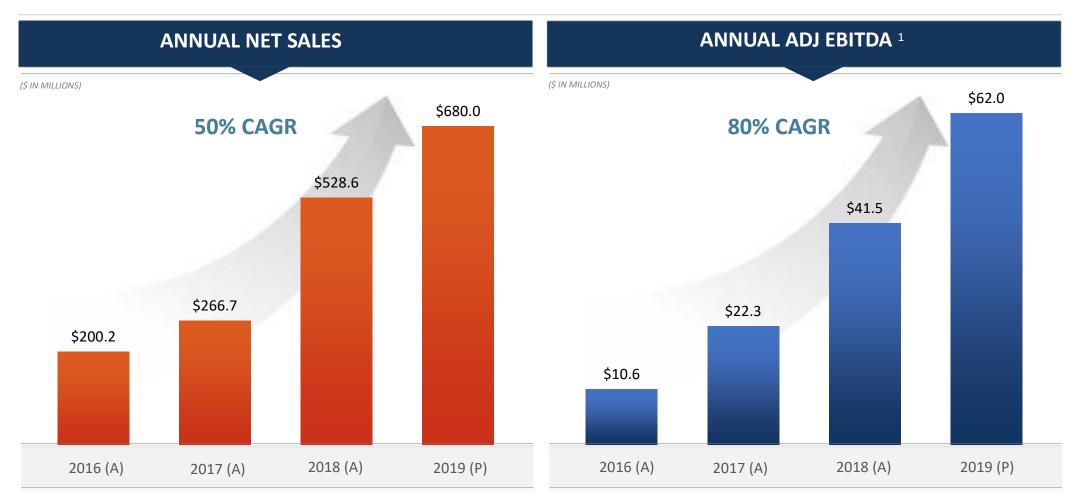
#### **CONNECT AND LEVERAGE PRODUCTS & SERVICES**





## **FINANCIAL PERFORMANCE**

#### **GROWTH TRAJECTORY REMAINS INTACT**



Notes: 1 - Non-GAAP financial measure. See the Appendix of this presentation for a reconciliation of the most comparable GAAP measure.

#### **THIRD QUARTER 2019 RESULTS**



Notes: 1 - Non-GAAP financial measure. See the Appendix of this presentation for a reconciliation of the most comparable GAAP measure.

## **RECENT PETIQ FINANCIAL HIGHLIGHTS**

#### THIRD QUARTER 2019 RESULTS COMPARED TO PRIOR YEAR PERIOD

- Net sales were \$186.0 million, an increase of 42% year-over-year
- Net loss was \$8.8 million compared to net income of \$3.9 million
  - Net Income includes \$12.0 million of non-recurring acquisition and integration related costs in the current period and \$0.2 million in the prior year period
  - Interest expense was \$3.6 million higher versus the third quarter 2018, which was nearly entirely due to debt incurred to finance the transaction.
- Adjusted Net Income was **\$9.3 million**<sup>1</sup>, an increase of **14%** year-over-year
- Adjusted EBITDA was \$19.3 million<sup>1</sup>, an increase of 44% year-over-year

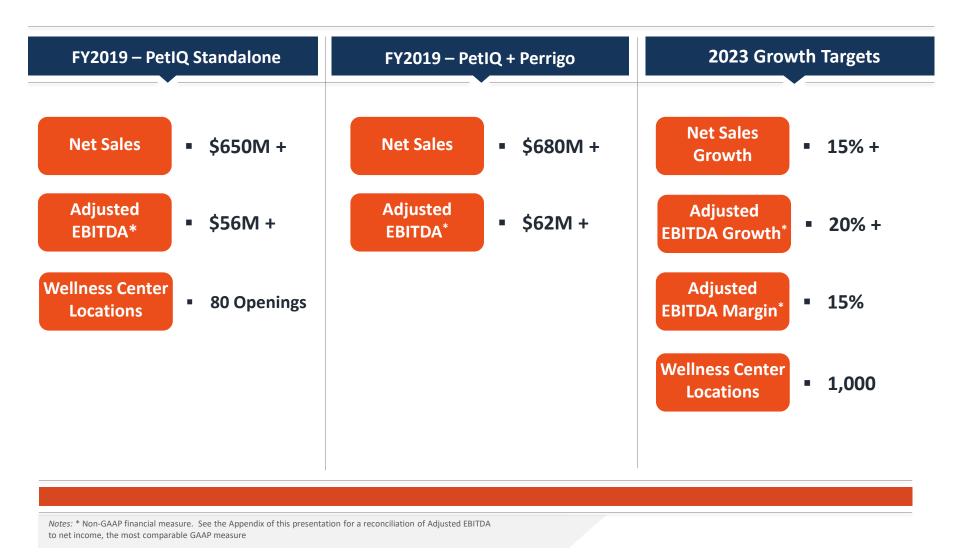
## THIRD QUARTER 2019 SEGMENT RESULTS COMPARED TO PRIOR YEAR PERIOD

- Product sales were \$161.5 million, an increase of 49% year-over-year
- Product adjusted EBITDA of **\$20.5 million**, an increase of **40%** year-over-year
- Service revenue was **\$24.5 million**, an increase of **7%** year-over-year
- Services adjusted EBITDA of **\$7.0 million**, an increase of **36%** year-over-year



Notes: 1 - Non-GAAP financial measure. See the Appendix of this presentation for a reconciliation of the most comparable GAAP measure

#### **REITERATED 2019 OUTLOOK IN CONJUNCTION WITH 3Q19 EARNINGS**



# WE ARE PETRO.

## Smarter Pet Health



## **APPENDIX**

	TWELVE MONTHS ENDING		
\$ IN THOUSANDS	2016	2017	2018
NET INCOME	(3,395)	7,817	87
PLUS:			
TAX EXPENSE (BENEFIT)	_	3,970	(661)
DEPRECIATION	1,915	2,348	6,657
AMORTIZATION	1,067	1,052	5,210
INTEREST	3,058	1,563	8,022
EBITDA	2,645	16,750	19,315
LOSS ON DEBT EXTINGUISHMENT	1,681	_	_
LITIGATION EXPENSE	3,262	_	_
COSTS ASSOCIATED WITH BECOMING A PUBLIC COMPANY	2,180	2,710	—
MANAGEMENT FEES	864	610	_
ACQUISITION COSTS	_	1,965	3,787
SUPPLIER RECEIVABLE WRITE OFF	_	(175)	_
STOCK BASED COMPENSATION EXPENSE	—	447	3,812
PURCHASE ACCOUNTING ADJUSTMENT TO INVENTORY	-	—	2,149
NON SAME-STORE REVENUE	_	—	(3,967)
NON SAME-STORE COSTS	_	_	10,345
FAIR VALUE ADJUSTMENT OF CONTINGENT NOTE	_	_	3,280
INTEGRATION COSTS AND COSTS OF DISCONTINUED CLINICS	_	_	998
NEW WELLNESS CENTER LAUNCH EXPENSES	—	_	1,380
NON-RECURRING ROYALTY SETTLEMENT	-	_	440
ADJUSTED EBITDA	10,632	22,307	41,539

#### **ADJUSTED NET INCOME RECONCILIATION**

	THREE MONTHS ENDED		NINE MONTHS ENDED	
\$ IN MILLIONS	9/30/2019	9/30/2018	9/30/2019	9/30/2018
NET INCOME	(8,796)	3,902	(552)	5,343
PLUS:				
ACQUISITION COSTS	1,960	113	5,425	3,479
TAX EXPENSE	(1,304)	801	77	754
STOCK BASED COMPENSATION EXPENSE	1,601	1,224	4,747	2,678
PURCHASE ACCOUNTING ADJUSTMENT TO INVENTORY	2,403	_	2,403	1,502
NON SAME-STORE REVENUE	(2,583)	(1,472)	(6,254)	(2,775)
NON SAME-STORE COSTS	5,394	3,845	12,690	6,667
FAIR VALUE ADJUSTMENT OF CONTINGENT NOTE	2,310	(350)	3,090	250
INTEGRATION COSTS AND COSTS OF DISCONTINUED CLINICS	1,166	57	2,308	813
CLINIC LAUNCH EXPENSES	672	50	672	1,261
SKU RATIONALIZATION	6,482	_	6,482	_
NON-RECURRING ROYALTY SETTLEMENT	-	-	_	440
ADJUSTED NET INCOME	9,305	8,170	31,088	20,412

## **ADJUSTED EBITDA RECONCILIATION**

	THREE MONTHS ENDED		NINE MONTHS ENDED	
\$ IN MILLIONS	9/30/2019	9/30/2018	9/30/2019	9/30/2018
NET INCOME	(8,796)	3,902	(552)	5,343
PLUS:				
TAX EXPENSE (BENEFIT)	(1,304)	801	77	754
DEPRECIATION	2,404	1,786	5,587	4,816
AMORTIZATION	1,807	1,294	4,364	3,691
INTEREST	5,742	2,159	9,921	6,140
BITDA	(147)	9,942	19,397	20,744
ACQUISITION COSTS	1,960	113	5,425	3,479
STOCK BASED COMPENSATION EXPENSE	1,601	1,224	4,747	2,678
PURCHASE ACCOUNTING ADJUSTMENT TO INVENTORY	2,403	_	2,403	1,502
NON SAME-STORE ADJUSTMENT	2,811	2,373	6,436	3,892
FAIR VALUE ADJUSTMENT OF CONTINGENT NOTE	2,310	(350)	3,090	250
INTEGRATION COSTS AND COSTS OF DISCONTINUED CLINICS	1,166	57	2,308	813
CLINIC LAUNCH EXPENSES	672	50	672	1,261
SKU RATIONALIZATION	6,482	—	6,482	—
NON-RECURRING ROYALTY SETTLEMENT	_	—	_	440
ADJUSTED EBITDA	19,258	13,409	50,960	35,059

## **SEGMENT ADJUSTED EBITDA RECONCILIATION**

	THREE MONTHS ENDED		NINE M	NINE MONTHS ENDED	
\$ IN THOUSANDS	9/30/2019	9/30/2018	9/30/2019	9/30/2018	
SERVICES SEGMENT SALES:					
SAME-STORE SALES	21,908	21,386	66,617	59,727	
NON SAME-STORE SALES	2,583	1,472	6,254	2,775	
NET SERVICES SEGMENT SALES	24,491	22,858	72,871	62,502	
PRODUCTS SEGMENT SALES	161,534	108,524	482,224	355,088	
TOTAL NET SALES	186,025	131,382	555,095	417,590	
ADJUSTED EBITDA					
PRODUCTS	20,506	14,642	56,030	41,337	
SERVICES	7,048	5,217	18,147	13,049	
UNALLOCATED CORPORATE	(8,296)	(6,450)	(23,217)	(19,327)	
TOTAL ADJUSTED EBITDA	19,258	13,409	50,960	35,059	