



POLARIS

Third Quarter 2025 Earnings Presentation

October 28, 2025





Except for historical information contained herein, the matters set forth in this presentation are forward-looking statements that involve certain risks and uncertainties that could cause actual results to differ materially from those forward-looking statements. Potential risks and uncertainties include such factors as the Company's ability to successfully implement its manufacturing operations strategy and supply chain initiatives; the Company's ability to successfully source necessary parts and materials on a timely basis; the ability of the Company to manufacture and deliver products to dealers to meet demand, including as a result of supply chain disruptions; the Company's ability to identify and meet optimal dealer inventory levels; the Company's ability to accurately forecast and sustain consumer demand; the Company's ability to mitigate increasing input costs through pricing or other measures; the Company's ability to complete the proposed separation of Indian Motorcycle in a successful and timely basis or at all; the Company's ability to derive the expected benefits from the Indian Motorcycle separation including the separation being accretive, within the expected timeline or at all; the actual amount of pre-tax charges incurred in connection with the separation of our Indian Motorcycle business; product offerings, promotional activities and pricing strategies by competitors that may make our products less attractive to consumers; the Company's ability to strategically invest in innovation and new products, including as compared to our competitors; economic conditions that impact consumer spending or consumer credit, including recessionary conditions and changes in interest rates; disruptions in manufacturing facilities; product recalls and/or warranty expenses; product rework costs; freight and tariff costs (tariff relief or ability to mitigate tariffs, particularly in light of the policies of the current presidential administration and retaliatory actions in response thereto); environmental and product safety regulatory activity; effects of weather on the Company's supply chain, manufacturing operations and consumer demand; commodity costs; changes to international trade policies and agreements; uninsured product liability and class action claims (including claims seeking punitive damages) and other litigation expenses incurred due to the nature of the Company's business; impact of changes in Polaris stock price on incentive compensation plan costs; foreign currency exchange rate fluctuations; uncertainty in the consumer retail and wholesale credit markets; performance of affiliate partners; changes in tax policy; relationships with dealers and suppliers; and the general global economic, social and political environment. Investors are also directed to consider other risks and uncertainties discussed in documents filed by the Company with the Securities and Exchange Commission. The Company does not undertake any duty to any person to provide updates to its forward-looking statements except as otherwise may be required by law.

The data source for retail sales figures included in this presentation is registration information provided by Polaris dealers in North America and Europe compiled by the Company or Company estimates and other industry data sources. The Company relies on information that its dealers or other third parties supply concerning retail sales, and other retail sales data sources related to Polaris and the powersports industry, and this information is subject to change. Retail sales references to total Company retail sales includes only off-road vehicles (ORV), snowmobiles, On Road and Marine in North America and International unless otherwise noted.

This presentation contains certain non-GAAP financial measures, consisting of "adjusted" sales, gross profit margin, (loss) income before income taxes, net (loss) income attributed to Polaris Inc., diluted EPS attributed to Polaris Inc., EPS attributed to Polaris Inc., EBITDA, EBITDA Margin, and free cash flow as measures of our operating performance. Management believes these measures may be useful in performing meaningful comparisons of past and present operating results, and to understand the performance of its ongoing operations and how management views the business. Reconciliations of reported GAAP historic measures to adjusted non-GAAP measures are included in the financial schedules contained in this presentation. These measures, however, should not be construed as an alternative to any other measure of performance determined in accordance with GAAP.

Third Quarter 2025 Overview



Total Company Results⁽¹⁾

	<u>Q3'25</u>	<u>Y/Y Change</u>
Adjusted Sales	\$1,838M	↑ 7%
Adjusted Gross Profit Margin	20.7%	↓ 8 bps
Adjusted EBITDA Margin	7.6%	↓ 160 bps
Adjusted EPS	\$0.41	↓ 44%

Third Quarter Drivers

- Results in line with preliminary results announced on Oct. 13, 2025
- Sales at the high-end of guidance, driven by higher-than-expected shipments and positive mix
- North America retail up 9% year-over-year
- Gained share in Off Road and On Road
- Dealer inventory aligned with current demand across most categories; down 21% year-over-year
- Margins pressured by tariffs and incentive compensation headwind, partially offset by mix and operational efficiencies
 - Tariff impact largely in line with expectations
- Continue to generate strong cash flow
- Company re-introducing 2025 guidance

Delivered Strong Third Quarter Results



• Retail Trends in Q3

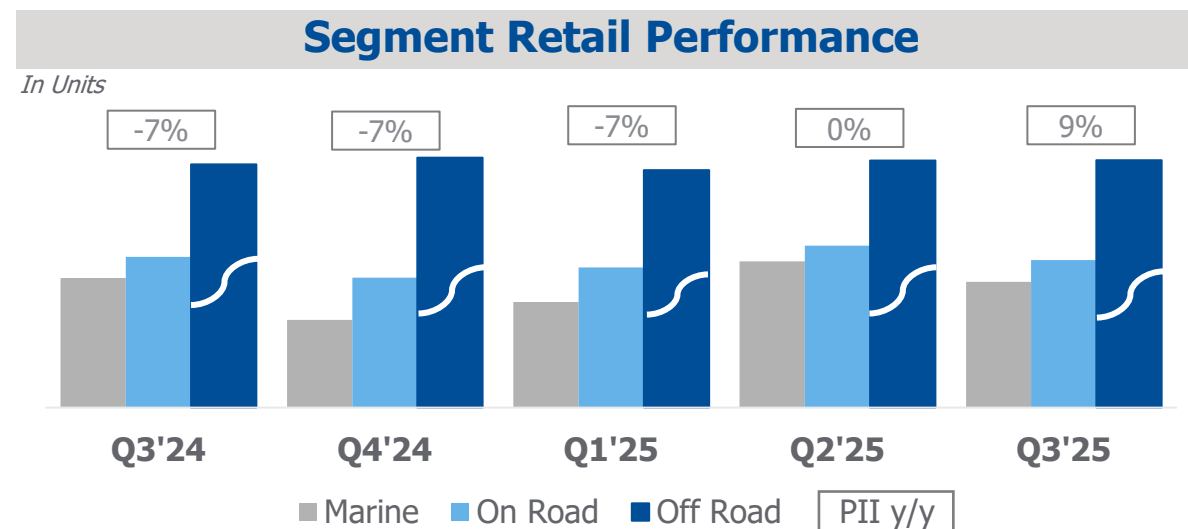
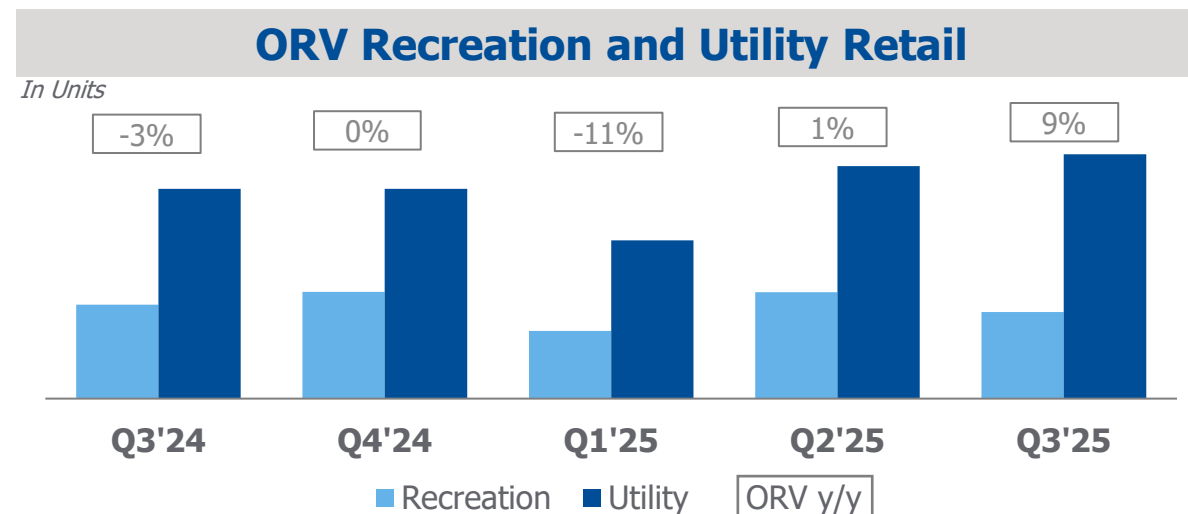
- ORV Utility up high-teens % and Recreation ex-Youth down low-single digits %
 - Aided by Polaris Factory Authorized Clearance program (FAC)
 - ~3 points of ORV share capture driven by new innovation
- Indian Motorcycle down mid-single digits % with share gains
- Marine down low-double digits % as industry continues to be soft and dealers actively managing inventory

• Dealer Sentiment

- Dealers more comfortable with their Polaris inventory levels
- Excitement around the Polaris RANGER 500 introduction
- Polaris remains the innovation leader
- Successful FAC program; positive reception after 5-year hiatus

• Dealer Inventory Backdrop

- Q3'25 Polaris ORV dealer inventory was down 26% year-over-year
 - ORV ex-Youth down 22%
- ORV ex-Youth dealer inventory is now aligned with demand
 - Constraining Snowmobile shipments in Q4 to right-size inventory



Successful FAC Program | Dealer Inventory Aligned with Demand

POLARIS



Think Outside

GLOBAL LEADER IN POWERSPORTS

**RZR Factory Race Team
Secured Third Consecutive
Victory at Baja 400**



**New 2026 Products
RZR, RANGER, Bennington &
Snowmobiles**



**Camp RZR
October 31 - November 1**
An off-road experience unlike any other!



We Are the Global Leader in Powersports



Polaris Agrees to Sell Majority Stake in Indian Motorcycle to Carolwood LP

A win for both companies

A more focused Polaris for accelerated growth:

Creates a more simplified portfolio focused on our strongest opportunities for profitable growth and industry-leading innovation

Support for Indian Motorcycle's next stage of success:

Indian Motorcycle gains a strong partner that believes in the brand and future

Unlocking shareholder value:

Post separation, expected to be accretive to Polaris adjusted EBITDA margins and adjusted earnings per share

Current Tariff Picture and Mitigation Strategy



Updated Estimate for 2025 Tariff Impact*

	Tariff %	\$ Millions
 China	30%	\$60 - \$70
 Mexico	25%	~\$15
 Rest of World	10%	~\$35
Commodities	50%	~\$20
Section 301**	25%	\$50-\$60

Updated New Tariff Impact Estimate* **\$130 - \$140**

4-Pronged Tariff Mitigation Strategy

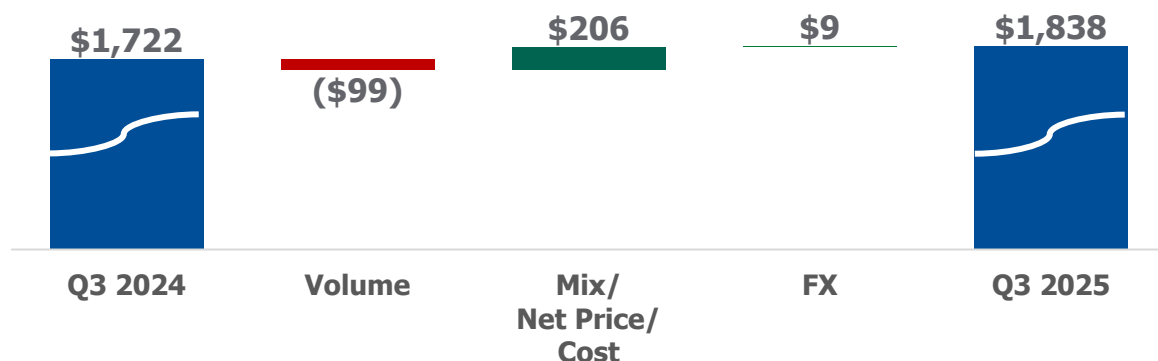
- **Supply Chain and Manufacturing**
 - Continue to execute mitigation strategy
 - Longer-term plan to reduce all China spend by ~80% relative to 2024 levels
 - Currently over 95% of U.S. imports from Mexico are USMCA qualified
 - Negotiating tariff pass-through impact with suppliers
- **Reprioritizing Markets and Pricing**
 - Evaluating pricing strategies
- **Government Affairs**
 - Meeting with members of Congress and the Administration
- **Continuing to Evaluate Discretionary Spending**

Estimated New FY'25 Tariff P&L Impact to be ~\$90 Million; Q4'25 Impact ~\$40 Million

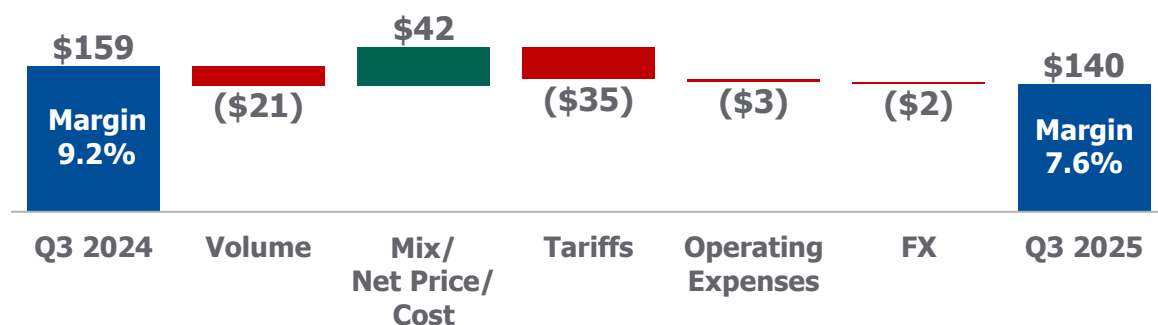
Q3 2025 Financial Results



Adjusted* Sales



Adjusted* EBITDA



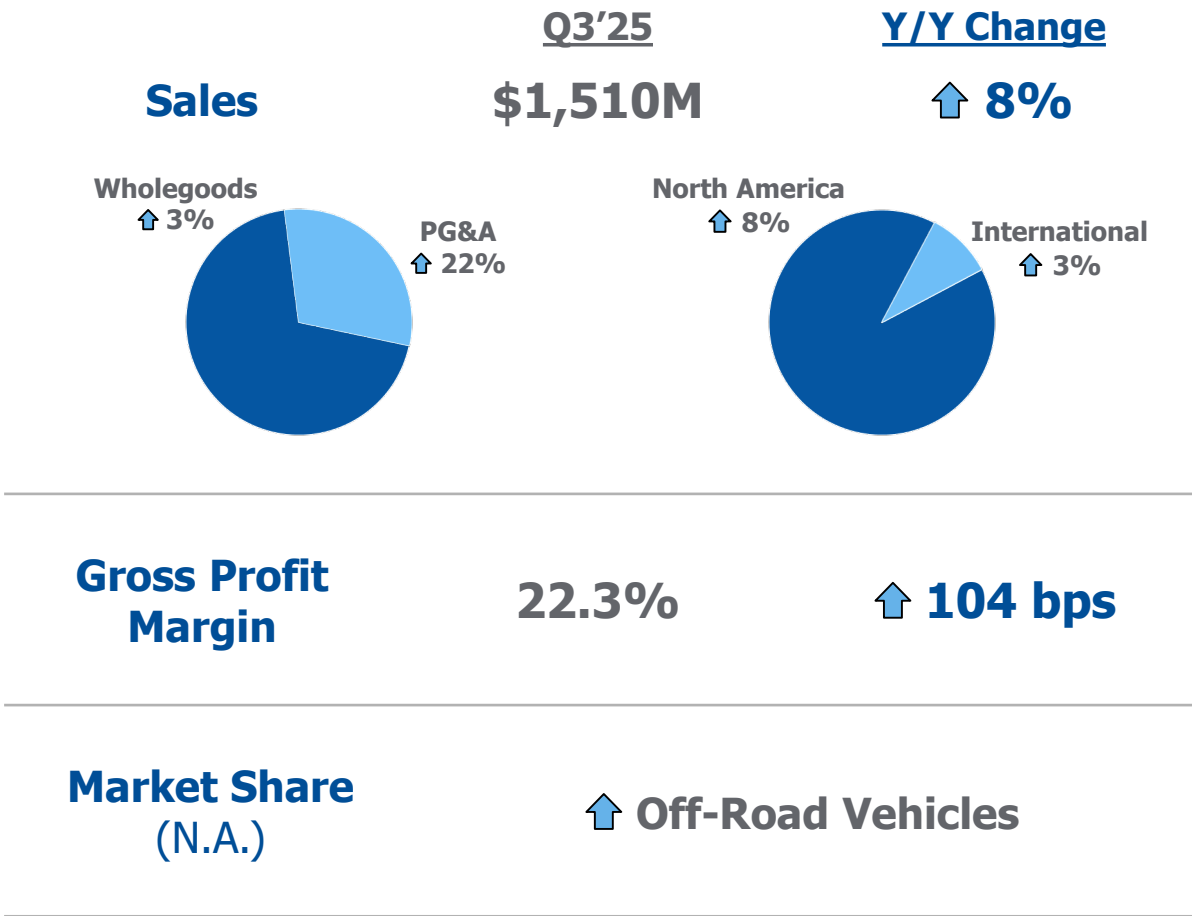
Financial Highlights (Y/Y)

- **Adjusted* quarterly sales of \$1.8B, up 7%**
 - Shipped to high-end of our ORV expectations
 - Higher mix in ORV
 - Reported international sales up 2%
 - Reported PG&A sales up over 20%; record quarter for parts sales
- **Adjusted* EBITDA margin down 160 bps**
 - Tariffs and incentive compensation headwind
 - \$35 million of new tariff impact
 - Favorable mix and operational efficiencies
- **Adjusted* EPS of \$0.41**
- **Other items:**
 - Net interest expense of \$33M
 - Average outstanding diluted shares ~57M
 - \$159 million in Cash Flow from Operations (\$142 million FCF)

Strong Quarter and Well-Positioned to Create Execute



Q3 Results & Y/Y Change



Q3 PII Call-outs

- **N.A. ORV Retail up 9% year-over-year**
 - Polaris RANGER up mid-twenties %
 - ORV dealer inventory down 26% versus prior year
 - Dealer inventory now aligned with demand
- **Gained ~3 points of market share in ORV**
- **Successful FAC marketing program**
- **Favorable mix helped offset tariffs**
- **Neutral net price as higher pricing offset elevated promo**
- **Operational savings continue to be realized**

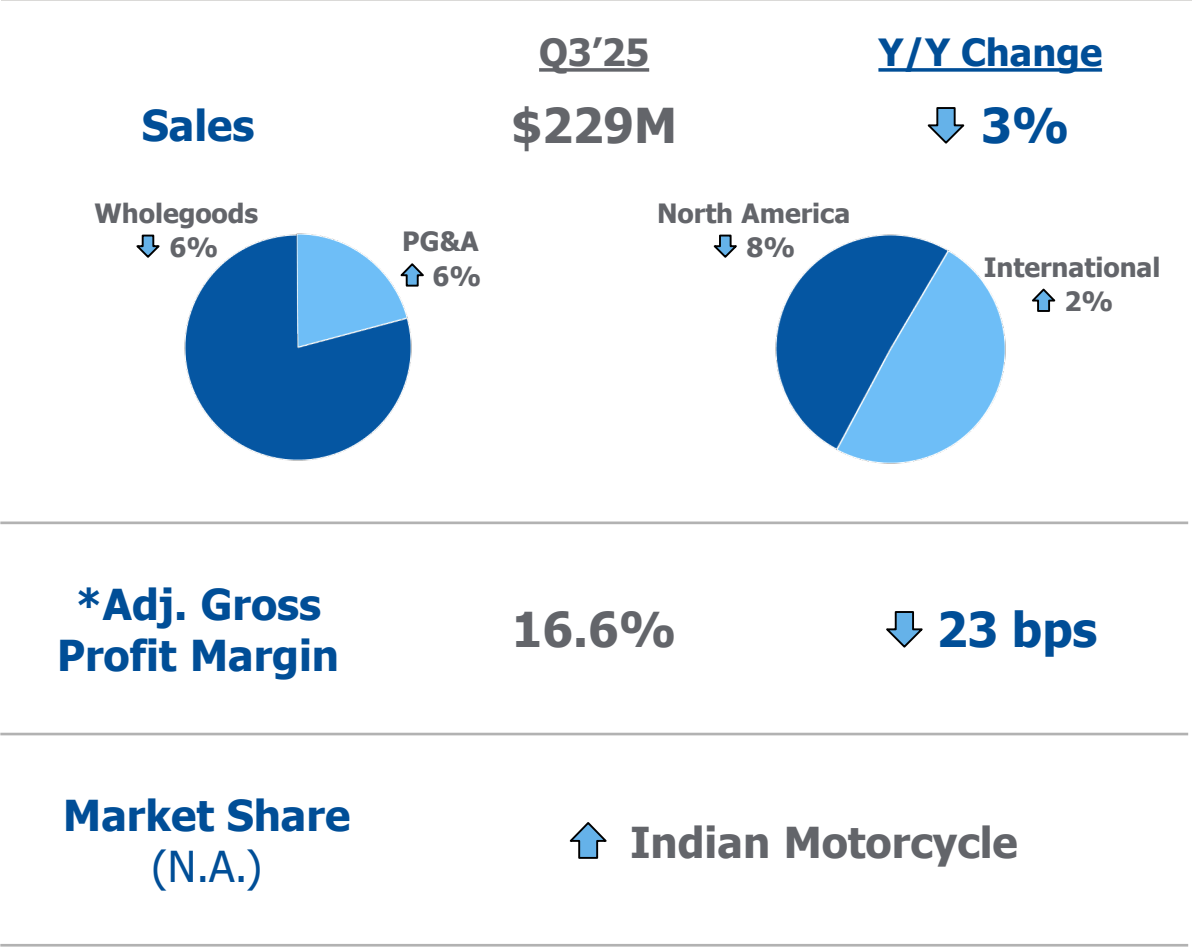
Retail Sales

	North America		International ⁽¹⁾	
	<u>POLARIS</u>	<u>INDUSTRY</u>	<u>POLARIS</u>	<u>INDUSTRY</u>
ORV	↑ 9%	↑ LOW-SINGLE DIGITS %	↑ LOW-TEENS %	↑ LOW-SINGLE DIGITS %
Utility	↑ HIGH-TEENS %			
Recreation	↓ HIGH-SINGLE DIGITS %			
Snowmobiles	N/A (OFF-SEASON)			

Robust Retail Coupled with Large Share Gains | Dealer Inventory Now Aligned with Demand



Q3 Results & Y/Y Change



Q3 PII Call-outs

- Continued market softness driving revenue decline
- Modest share gain in North America Indian Motorcycle
- International markets remain softer than North America
- Margin remains pressured by mix, partially offset by strong performance at Aixam

Retail Sales

	North America		International ⁽¹⁾	
	<u>POLARIS</u>	<u>INDUSTRY</u>	<u>POLARIS</u>	<u>INDUSTRY</u>
Indian Motorcycle	↓ MID-SINGLE DIGITS %	↓ MID-SINGLE DIGITS %	↓ LOW-TWENTIES %	↓ MID-TEENS %

Share Gains Continue for Indian Motorcycle in a Challenging Environment



Q3 Results & Y/Y Change

	<u>Q3'25</u>	<u>Y/Y Change</u>
Sales	\$103M	↑ 20%
Gross Profit Margin	11.4%	↓ 81 bps
Market Share (N.A.)	➡ Marine⁽¹⁾	



Q3 PII Call-outs

- Sales growth driven by dealers ordering entry-level pontoons
- Dealer inventory down ~17% year-over-year as we continue to align with demand
- Flattish share in Pontoons; winning back share in entry segment
- Dealers still cautious; Pontoon industry down low double digits % year-over-year
- Margins negatively impacted by mix

Retail Sales⁽¹⁾

	North America	
	<u>POLARIS</u>	<u>INDUSTRY</u>
Pontoons	↓ LOW-DOUBLE DIGITS %	↓ LOW-DOUBLE DIGITS %
Deck Boats	↓ HIGH-SINGLE DIGITS %	↓ MID-TEENS %

Dealer Inventory Normalizing | Positive Uptake of New Pontoons



2025 Capital Deployment Priorities

#1 Priority – Strategic Investments

Invest in higher-margin profitable growth

#2 Priority – Dividends

Dividend Aristocrat – 30 consecutive years of raising dividend

#3 Priority – Pay Down Debt

Actions to reduce net leverage ratio

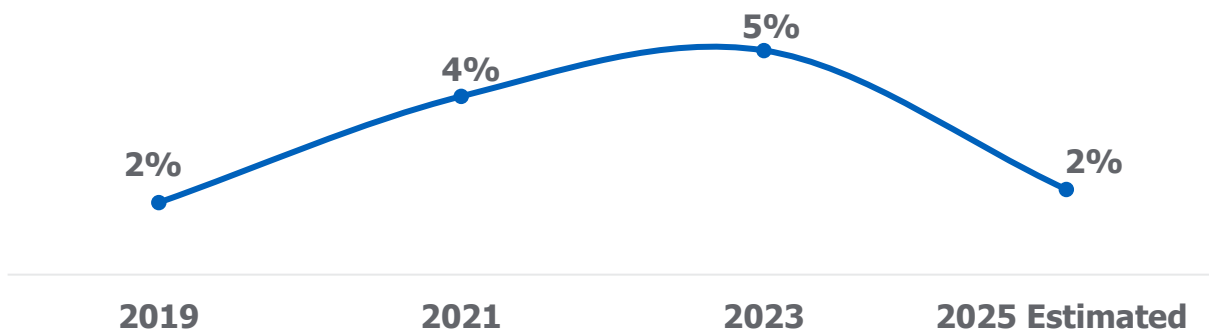
Key Financial Metrics

\$ in millions

Cash	\$336
Capex (YTD)	\$118
Total Debt	\$1,735
Dividends (YTD)	\$113
Net Leverage Ratio	3.0x

Driving Working Capital Efficiencies

Working Capital % of Sales



- Improving clean build
- Aligning connection between demand, procurement and build processes
- Commonizing parts across vehicles
- Optimizing payables management

\$142 Million in Q3 Free Cash Flow* Given Strong Execution Within Working Capital Management



- **Adjusted Sales expected to be \$6.9 billion to \$7.1 billion, in line with original guidance provided in January**
- **Industry retail demand expected to be flattish in an elevated promotional environment**
 - Polaris expected to end the year with higher share
- **Estimated P&L tariff impact from new tariffs to be ~\$90 million**
 - Tariff estimates derived from known tariff rates as of October 27, 2025
- **Adjusted Gross Profit Margin expected to be approximately 19%**
 - Excluding the impact of tariffs, we believe gross margin would be in line with the original guidance provided in January (20.1% - 20.4%)
- **Higher year-over-year operating expenses in Q4 due to headwind from incentive compensation**
- **Expect Q4 GAAP impairments due to announced sale of Indian Motorcycle (disclosed in Form 8-k filed on 10/14/2025)**
- **Adjusted EPS expected to be approximately (\$0.05)**
 - Excluding the impact of tariffs, we believe adjusted EPS would be in line with the original guidance provided in January at ~\$1.10

Expect to Finish the Year Strong

Closing Comments



- Strong Q3 results
- Alignment of dealer inventory with demand
- Continue to launch innovative products that are expected to gain share, deliver on customer needs and provide strong value propositions
- Driving our Lean strategy to realize additional operational efficiencies
- Executing on our tariff mitigation strategy
- Working to complete the Indian Motorcycle transaction in Q1 2026
- Remain committed to long-term strategy to drive growth and margin expansion



Powering Passion and Pioneering New Possibilities for All Those Who Play, Work and Think Outside



Q & A





- **Non-GAAP Reconciliations – Total Company**
- **Non-GAAP Reconciliations – Net (Loss) Income to Adjusted EBITDA**
- **Non-GAAP Reconciliations – Segments**
- **Non-GAAP Reconciliations – Free Cash Flow**

Non-GAAP Reconciliations – Total Company



Reconciliation of GAAP "Reported" Results to Non-GAAP "Adjusted" Results

(In Millions, Except Per Share Data; Unaudited)

	Three months ended September 30,		Nine months ended September 30,		Full Year
	2025	2024	2025	2024	2024
Sales	1,841.6	1,722.4	5,230.1	5,420.0	7,175.4
Product wind downs ⁽³⁾	(3.6)	—	(7.9)	—	(0.7)
Adjusted sales	1,838.0	1,722.4	5,222.2	5,420.0	7,174.7
Gross profit	380.3	354.6	984.5	1,108.9	1,466.8
Restructuring ⁽²⁾	—	3.2	1.8	7.1	7.6
Product wind downs ⁽³⁾	0.1	—	9.3	—	11.1
Adjusted gross profit	380.4	357.8	995.6	1,116.0	1,485.5
Gross profit margin	20.6 %	20.6 %	18.8 %	20.5 %	20.4 %
Adjusted gross profit margin	20.7 %	20.8 %	19.1 %	20.6 %	20.7 %
(Loss) income before income taxes	(12.1)	35.0	(175.8)	128.6	140.8
Acquisition-related costs ⁽¹⁾	0.1	0.5	0.1	1.2	1.4
Restructuring ⁽²⁾	2.7	11.5	8.2	22.5	23.4
Product wind downs ⁽³⁾	0.2	—	9.5	—	11.8
Intangible amortization ⁽⁴⁾	4.4	4.4	13.2	13.3	17.7
Class action litigation expenses ⁽⁵⁾	1.5	1.5	6.5	5.4	7.0
Intangible asset and investment impairment ⁽⁶⁾	—	—	—	—	29.5
Long-lived asset impairment ⁽⁷⁾	42.3	—	42.3	—	—
Goodwill impairment ⁽⁸⁾	—	—	52.6	—	—
Investment impairment ⁽⁹⁾	—	—	49.4	—	—
Adjusted income before income taxes	39.1	52.9	6.0	171.0	231.6
Net (loss) income attributable to Polaris Inc.	(15.8)	27.7	(161.9)	100.2	110.8
Acquisition-related costs ⁽¹⁾	0.1	0.3	0.1	0.9	1.0
Restructuring ⁽²⁾	2.2	8.7	6.3	17.1	17.8
Product wind downs ⁽³⁾	0.1	—	7.2	—	9.0
Intangible amortization ⁽⁴⁾	3.4	3.3	10.1	10.1	13.5
Class action litigation expenses ⁽⁵⁾	1.1	1.2	4.9	4.2	5.4
Intangible asset and investment impairment ⁽⁶⁾	—	—	—	—	27.3
Long-lived asset impairment ⁽⁷⁾	32.2	—	32.2	—	—
Goodwill impairment ⁽⁸⁾	—	—	52.6	—	—
Investment impairment ⁽⁹⁾	—	—	43.6	—	—
Adjusted net income (loss) attributable to Polaris Inc. ⁽¹⁰⁾	\$ 23.3	\$ 41.2	\$ (4.9)	\$ 132.5	\$ 184.8
Diluted EPS attributable to Polaris Inc.	\$ (0.28)	\$ 0.49	\$ (2.84)	\$ 1.76	\$ 1.95
Acquisition-related costs ⁽¹⁾	—	0.01	—	0.02	0.02
Restructuring ⁽²⁾	0.04	0.15	0.10	0.30	0.31
Product wind downs ⁽³⁾	—	—	0.13	—	0.16
Intangible amortization ⁽⁴⁾	0.06	0.06	0.18	0.18	0.24
Class action litigation expenses ⁽⁵⁾	0.02	0.02	0.08	0.07	0.09
Intangible asset and investment impairment ⁽⁶⁾	—	—	—	—	0.48
Long-lived asset impairment ⁽⁷⁾	0.57	—	0.57	—	—
Goodwill impairment ⁽⁸⁾	—	—	0.92	—	—
Investment impairment ⁽⁹⁾	—	—	0.77	—	—
Adjusted EPS attributable to Polaris Inc. ⁽¹⁰⁾	\$ 0.41	\$ 0.73	\$ (0.09)	\$ 2.33	\$ 3.25

Adjustments:

- (1) Represents adjustments for integration and acquisition-related expenses
- (2) Represents adjustments for corporate restructuring
- (3) Represents adjustments related to product wind downs, including the FTR product line within the Company's On Road segment and the Timbersled product line within the Company's Off Road segment
- (4) Represents amortization expense for intangible assets acquired through business combinations
- (5) Represents adjustments for certain class action litigation-related expenses
- (6) Represents impairment charges related to other intangible assets associated with the Company's Off Road segment and an impairment charge related to an investment held by the Company
- (7) Represents impairment charges related to certain property and equipment assets in the Company's On Road segment
- (8) Represents goodwill impairment charges associated with the Company's On Road segment
- (9) Represents impairment charges related to a strategic investment held by the Company
- (10) The Company used its estimated statutory tax rate of 23.8% for the non-GAAP adjustments in 2025 and 2024, except for non-deductible items

Non-GAAP Reconciliations – Net (Loss) Income to Adjusted EBITDA



Reconciliation of Net (Loss) Income to Adjusted EBITDA

(In Millions, Unaudited)

	Three months ended September 30,		Nine months ended September 30,		Full Year
	2025	2024	2025	2024	2024
Adjusted sales	1,838.0	1,722.4	5,222.2	5,420.0	7,174.7
Net (loss) income	(15.7)	27.6	(161.5)	100.4	111.2
Provision (benefit) for income taxes	3.6	7.4	(14.3)	28.2	29.6
Interest expense	33.1	36.2	100.4	102.7	137.0
Depreciation	66.7	68.4	201.0	190.9	264.4
Intangible amortization ⁽¹⁾	5.9	6.0	17.9	15.9	21.9
Acquisition-related costs ⁽²⁾	0.1	0.5	0.1	1.2	1.4
Restructuring ⁽³⁾	2.7	11.5	8.2	22.5	23.4
Product wind downs ⁽⁴⁾	0.2	—	9.5	—	10.0
Class action litigation expenses ⁽⁵⁾	1.5	1.5	6.5	5.4	7.0
Intangible asset and investment impairment ⁽⁶⁾	—	—	—	—	29.5
Long-lived asset impairment ⁽⁷⁾	42.3	—	42.3	—	—
Goodwill impairment ⁽⁸⁾	—	—	52.6	—	—
Investment impairment ⁽⁹⁾	—	—	49.4	—	—
Adjusted EBITDA	\$ 140.4	\$ 159.1	\$ 312.1	\$ 467.2	\$ 635.4
Adjusted EBITDA Margin	7.6 %	9.2 %	6.0 %	8.6 %	8.9 %

Adjustments:

(1) Represents amortization expense for intangible assets acquired through business combinations and asset acquisitions

(2) Represents adjustments for integration and acquisition-related expenses

(3) Represents adjustments for corporate restructuring

(4) Represents adjustments related to product wind downs, including the FTR product line within the Company's On Road segment and the Timbersled product line within the Company's Off Road segment

(5) Represents adjustments for certain class action litigation-related expenses

(6) Represents impairment charges related to other intangible assets associated with the Company's Off Road segment and an impairment charge related to an investment held by the Company

(7) Represents impairment charges related to certain property and equipment assets in the Company's On Road segment

(8) Represents goodwill impairment charges associated with the Company's On Road segment

(9) Represents impairment charges related to a strategic investment held by the Company

Non-GAAP Reconciliations – Segments



Reconciliation of GAAP Segment Gross Profit to Non-GAAP Segment Gross Profit (In Millions, Unaudited)

	Three months ended September 30,		Nine months ended September 30,		Full Year
	2025	2024	2025	2024	2024
Off Road segment gross profit	\$ 336.3	\$ 297.4	\$ 815.9	\$ 852.6	1,160.5
Restructuring ⁽¹⁾	—	0.9	1.2	4.1	4.3
Product wind down ⁽²⁾	(0.7)	—	6.2	—	—
Adjusted Off Road segment gross profit	<u>335.6</u>	<u>298.3</u>	<u>823.3</u>	<u>856.7</u>	<u>1,164.8</u>
On Road segment gross profit	36.7	39.9	128.4	161.4	179.4
Restructuring ⁽¹⁾	—	—	—	—	0.1
Product wind down ⁽²⁾	0.8	—	3.1	—	11.1
Adjusted On Road segment gross profit	<u>37.5</u>	<u>39.9</u>	<u>131.5</u>	<u>161.4</u>	<u>190.6</u>
Marine segment gross profit	11.8	10.6	52.7	56.9	80.6
Restructuring ⁽¹⁾	—	—	—	—	0.1
Adjusted Marine segment gross profit	<u>11.8</u>	<u>10.6</u>	<u>52.7</u>	<u>56.9</u>	<u>80.7</u>
Corporate gross profit	(4.5)	6.7	(12.5)	38.0	46.3
Restructuring ⁽¹⁾	—	2.3	0.6	3.0	3.1
Adjusted Corporate gross profit	<u>(4.5)</u>	<u>9.0</u>	<u>(11.9)</u>	<u>41.0</u>	<u>49.4</u>
Total gross profit	380.3	354.6	984.5	1,108.9	1,466.8
Restructuring ⁽¹⁾	—	3.2	1.8	7.1	7.6
Product wind downs ⁽²⁾	0.1	—	9.3	—	11.1
Adjusted total gross profit	<u><u>\$ 380.4</u></u>	<u><u>\$ 357.8</u></u>	<u><u>\$ 995.6</u></u>	<u><u>\$ 1,116.0</u></u>	<u><u>1,485.5</u></u>

Adjustments:

⁽¹⁾ Represents adjustments for corporate restructuring

⁽²⁾ Represents adjustments related to product wind downs, including the FTR product line within the Company's On Road segment and the Timbersled product line within the Company's Off Road segment

Non-GAAP Reconciliations – Segments



Reconciliation of GAAP Segment Sales to Non-GAAP Segment Sales

(In Millions, Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
On Road segment sales	\$ 228.5	\$ 236.5	\$ 739.3	\$ 807.0
Product wind down ⁽¹⁾	(2.9)	—	(9.8)	—
Adjusted On Road segment sales	<u>225.6</u>	<u>236.5</u>	<u>729.5</u>	<u>807.0</u>

Adjustments:

⁽¹⁾ Represents adjustments for the wind down of the FTR product line within the Company's On Road segment



**Reconciliation of GAAP Operating Cash Flow to Non-GAAP
Adjusted Free Cash Flow**
(In Millions, Unaudited)

	Three months ended September 30,		Nine months ended September 30,		Full Year
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2024</u>
Net cash provided by operating activities	158.8	21.0	562.3	61.9	268.2
Purchase of property and equipment	(42.1)	(53.4)	(118.2)	(192.7)	(261.7)
Distributions from (investment in) finance affiliate, net	25.0	15.9	41.4	42.4	58.2
Adjusted free cash flow	\$ 141.7	\$ (16.5)	\$ 485.5	\$ (88.4)	\$ 64.7

Key Definitions: This presentation contains certain GAAP financial measures which have been "adjusted" for certain revenues, expenses, gains and losses and include "adjusted" gross profit, income before taxes, net (loss) income, EBITDA, EBITDA margin, and net (loss) income per diluted share (non-GAAP measures) as measures of our operating performance. Management believes these measures may be useful in performing meaningful comparisons of past and present operating results, to understand the performance of its ongoing operations and how management views the business. These measures, however, should not be construed as an alternative to any other measure of performance determined in accordance with GAAP.

The Company has not provided a reconciliation of financial guidance in reliance on the unreasonable efforts exception provided under Item 10(e)(1)(i)(B) of Regulation S-K. The Company is unable, without unreasonable efforts, to forecast certain items required to develop meaningful comparable GAAP financial measures. These items include sales related to product wind downs and restructuring and acquisition integration costs that are difficult to predict in advance in order to include in a GAAP estimate.