

**The Timken Company**

# Citi 2022 Global Industrial Tech and Mobility Conference

**February 23, 2022**

***Advancing as a Global Industrial Leader***



# Forward-Looking Statements Safe Harbor and Non-GAAP Financial Information

*Certain statements in this presentation (including statements regarding the company's forecasts, beliefs, estimates and expectations) that are not historical in nature are "forward-looking" statements within the meaning of the Private Securities Litigation Reform Act of 1995. In particular, the statements related to Timken's plans, outlook, projected cost savings, targets, projected sales, cash flows, liquidity and expectations regarding the future financial performance of the company are forward-looking.*

*The Company cautions that actual results may differ materially from those projected or implied in forward-looking statements due to a variety of important factors, including: the company's ability to respond to changes in its end markets that could affect demand for the company's products or services; unanticipated changes in business relationships with customers or their purchases from the company; changes in the financial health of the company's customers, which may have an impact on the company's revenues, earnings and impairment charges; fluctuations in material and energy costs; logistical issues associated with port closures or congestion, delays or increased costs; the impact of changes to the company's accounting methods; political risks associated with government instability; recent world events that have increased the risk posed by international trade disputes, tariffs and sanctions; weakness in global or regional economic conditions and capital markets; the impact of inflation on employee expenses, shipping costs, raw material costs, energy and fuel prices, and other production costs; the company's ability to satisfy its obligations under its debt agreements and renew or refinance borrowings on favorable terms; fluctuations in currency valuations; changes in the expected costs associated with product warranty claims; the ability to achieve satisfactory operating results in the integration of acquired companies, including realizing any accretion, synergies, and expected cashflow generation within expected timeframes or at all; the impact on operations of general economic conditions; fluctuations in customer demand; the impact on the company's pension obligations and assets due to changes in interest rates, investment performance and other tactics designed to reduce risk; the introduction of new disruptive technologies; unplanned plant shutdowns; the effects of government-imposed restrictions and commercial requirements meant to address climate change; unanticipated litigation, claims, investigations or assessments; the Company's ability to maintain appropriate relations with unions and works councils; the company's ability to compete for skilled labor; negative impacts to the company's business, results of operations, financial position or liquidity as a result of COVID-19 or other epidemics and associated governmental measures such as restrictions on travel and manufacturing operations; and the company's ability to complete and achieve the benefits of announced plans, programs, initiatives, acquisitions and capital investments. Additional factors are discussed in the company's filings with the Securities and Exchange Commission, including the company's Annual Report on Form 10-K for the year ended Dec. 31, 2021, quarterly reports on Form 10-Q and current reports on Form 8-K. Except as required by the federal securities laws, the company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.*

*This presentation includes certain non-GAAP financial measures as defined by the rules and regulations of the Securities and Exchange Commission. Reconciliation of those measures to the most directly comparable GAAP equivalents are provided in the Appendix to this presentation.*

**The Timken Company**

# Company Overview and Strategy

***Advancing as a Global Industrial Leader***



# Timken at a Glance

**TKR**

Founded 1899  
NYSE listed  
since 1922

**>18K**

Timken  
employees

**42**

Countries  
worldwide

**99+**

Years  
continuous  
quarterly  
dividends

**14.3%**

5-year  
annualized  
total  
shareholder  
return<sup>(1)(2)</sup>

## 2021 Key Metrics

**\$4.1B** Revenue

**\$718M** Adjusted EBITDA

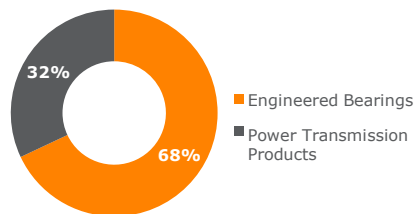
**17.4%** Adjusted EBITDA Margins

**\$4.72** Adjusted EPS

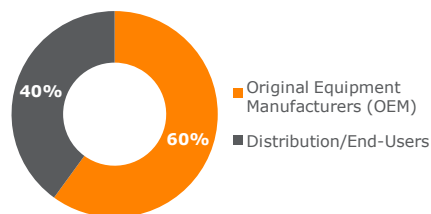
**\$239M** Free Cash Flow

**1.7%** Dividend Yield<sup>(1)</sup>

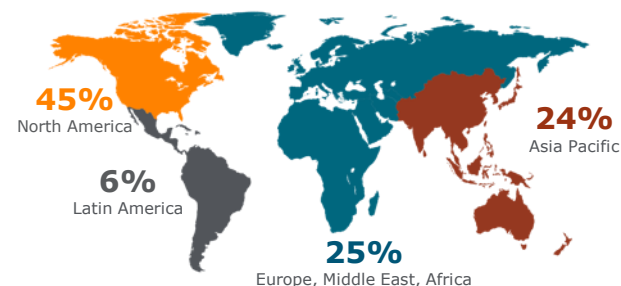
## Product Offering Sales<sup>(3)</sup>



## Sales by Channel<sup>(3)</sup>



## Sales By Geography<sup>(3)</sup>



(1) Total shareholder return and dividend yield as of December 31, 2021.

(2) Total shareholder return for the Company was calculated on an annualized basis, assumes quarterly reinvestment of dividends

(3) Percentage of actual sales for 2021.

See appendix for reconciliations of adjusted EBITDA, adjusted EBITDA margin, adjusted EPS and free cash flow to their most directly comparable GAAP financial measures. Free cash flow is defined as net cash provided by operating activities minus capital expenditures.

# A Broad and Market-Leading Product Portfolio

BEARINGS



LINEAR MOTION



LUBRICATION SYSTEMS



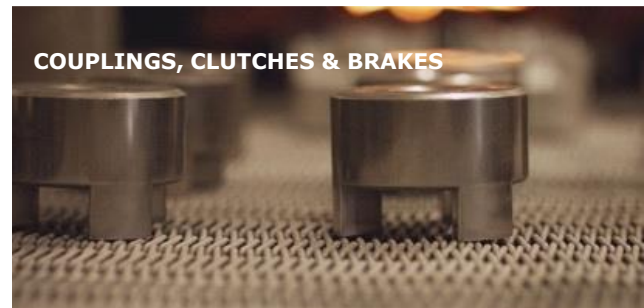
DRIVES & GEARS



BELTS & CHAIN



COUPLINGS, CLUTCHES & BRAKES



TIMKEN

ROLLON®

PHILADELPHIA  
GEAR

DIAMOND

© Cone Drive

DRIVES®

GROENEVELD

Lovejoy

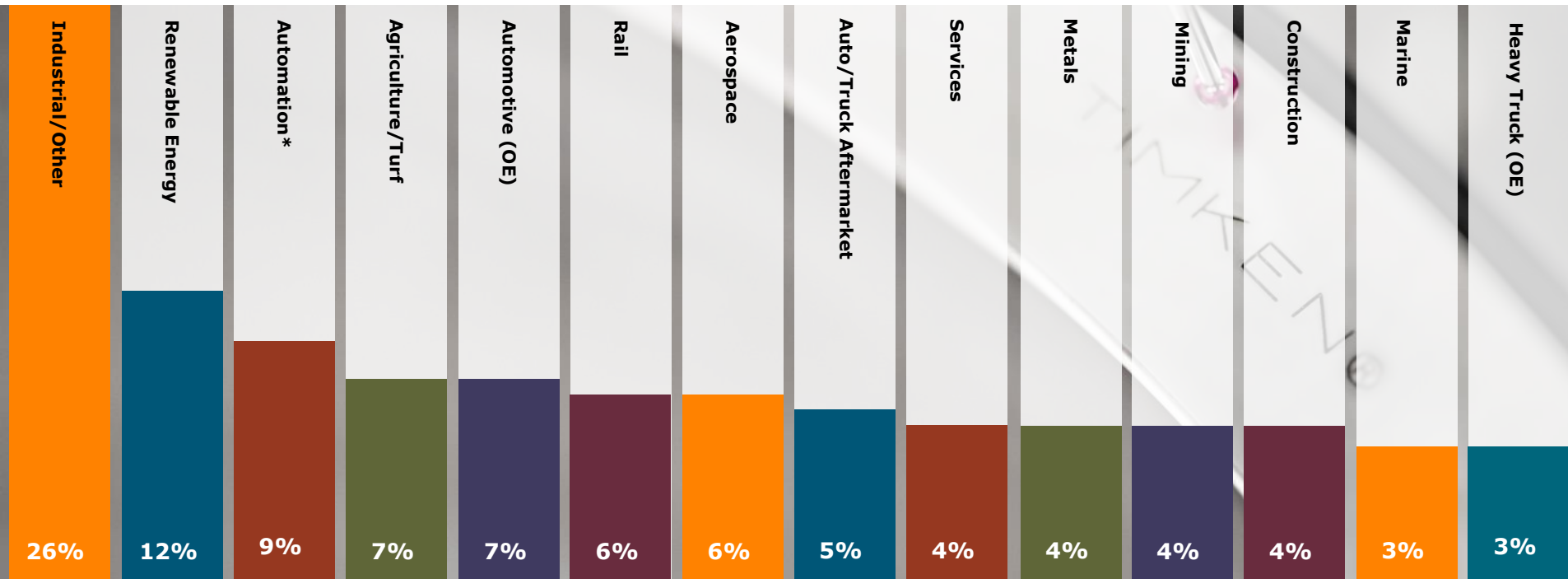
BEKA  
TRANSPORT

PTTECH



# Serving an Attractive and Diverse End-Market Sector Mix

(End-market sector sales mix based on 2021 full year actual sales)

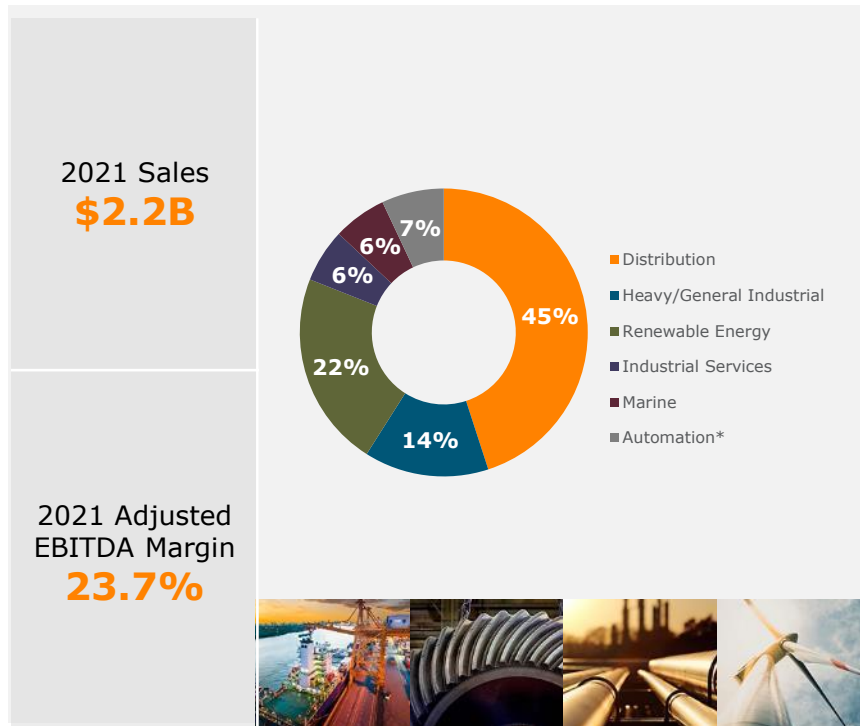


Certain data contained in the bar charts above has been rounded for presentation purposes.

\*Automation includes Timken's automatic lubrication system revenue, as well as revenue serving the factory/process automation sector.

# Segments Focused on the Market Sectors We Serve

## Process Industries Segment



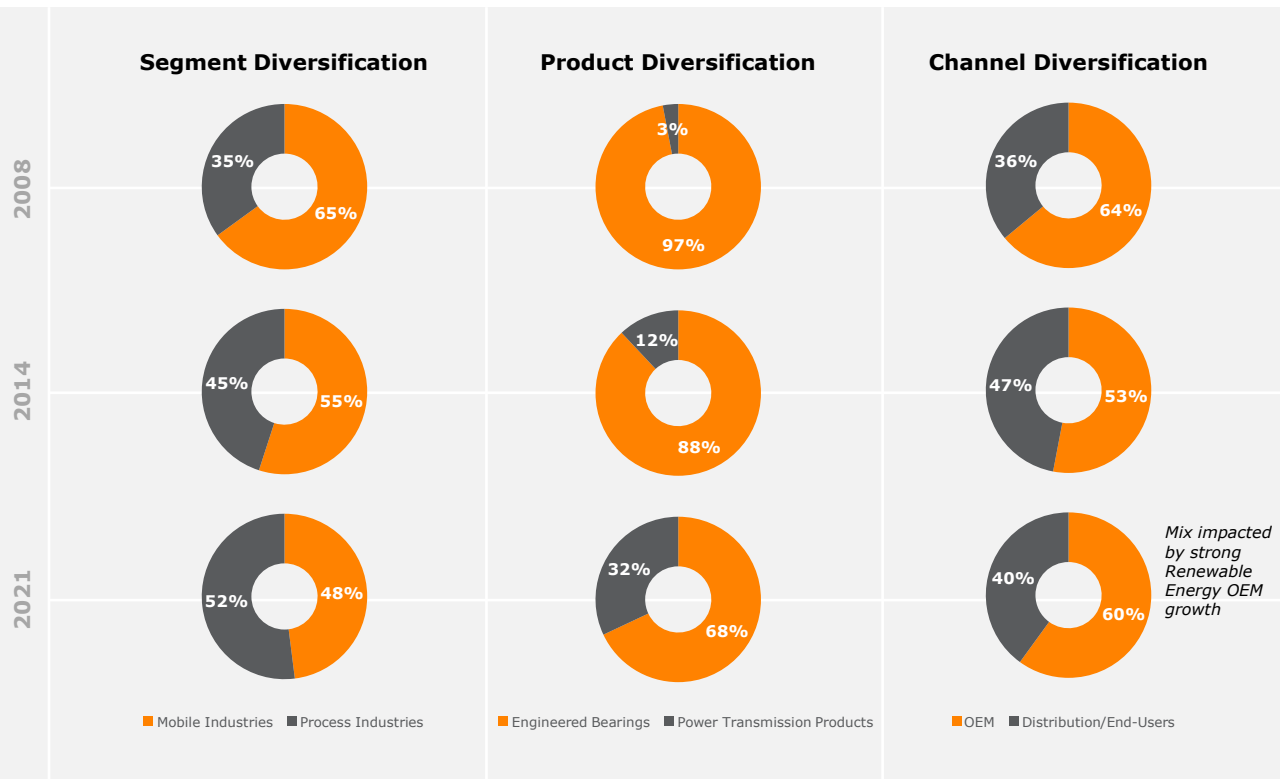
## Mobile Industries Segment



Note: Market/Sector Mix in pie charts above represents percentage of actual sales for 2021. Certain data contained in the pie charts above has been rounded for presentation purposes. See appendix for reconciliation of adjusted EBITDA margin to its most directly comparable GAAP financial measure.

\*Automation includes Timken's automatic lubrication system revenue, as well as revenue serving the factory/process automation sector.

# Progress in Diversification Better-Positions Timken to Deliver Higher Returns Through the Cycle



## Better-Positioned to Perform Through Cycles

- Diversified product portfolio
- Growing in Process faster than Mobile
- Scaling in new markets
- Improved pricing model
- Variablized cost structure
- Lower-cost footprint
- Significantly reduced legacy liabilities
- Enhanced margin profile
- Strong cash flow



# Proven Strategy to Drive Shareholder Value



## DRIVE PROFITABLE ORGANIC GROWTH

- Be the technical leader in solving customers' friction and power transmission challenges
- Expand both our product portfolio and geographic presence
- Deliver a best-in-class customer service experience using a differentiated technical sales model



## OPERATE WITH EXCELLENCE

- Drive enterprise-wide lean and continuous improvement efforts
- Build a more cost-effective global manufacturing footprint
- Deliver efficiencies across our supply chains
- Optimize processes and SG&A efficiency



## DEPLOY CAPITAL TO DELIVER SHAREHOLDER VALUE

- Invest in organic growth and productivity initiatives
- Pay an attractive dividend that grows over time with earnings<sup>(1)</sup>
- Broaden portfolio and reach through value-accretive M&A
- Return capital through share repurchases<sup>(1)</sup>

(1) Subject to Board approval.

# Our Actions Are Driven by the Timken Business Model



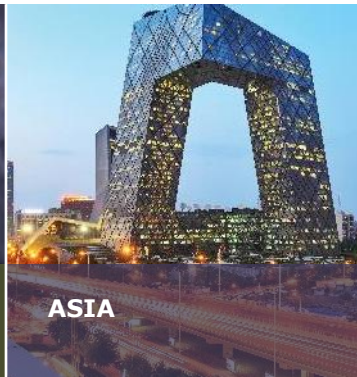
# Emerging Trends Require Timken Expertise



- Increasing penetration in wind and solar energy market sectors; renewable energy is the company's single largest end-market sector
- Helping our customers reduce resistance to motion to improve performance, reliability and efficiency



- Leveraging our engineering expertise to support the global shift towards lighter, more dynamic industrial motion solutions
- Enabling our customers to reduce costs and material usage through engineering and miniaturization



- Seizing opportunities to expand in growth markets like Asia
- Significant aftermarket opportunity as installed base grows



- Improving equipment reliability and driving manufacturing excellence through automation
- Timken is a global leader in automatic lubrication systems for industrial applications



- Developing power-dense solutions to maximize efficiency without sacrificing performance
- Fueling next-generation solutions in electrification to meet customers' evolving expectations

# Focused on Building Scale in Growing Market Sectors

- Timken is an established leader serving capital goods sectors
- Recent focus on higher-growth market sectors with strong margins and different cyclical profiles
- Align our resources and products towards the difficult, high-valued applications
- Increase our pace through both organic and inorganic growth
- Improving market mix over time; making Timken a stronger company



**WIND**



**SOLAR**



**PRECISION**



**FOOD & BEVERAGE**



**AUTOMATION/ROBOTICS**



**AEROSPACE**



**PACKAGING**



**RAIL**



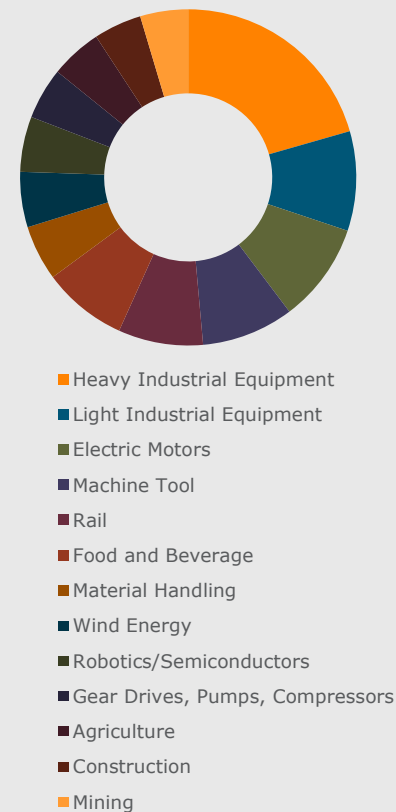
**MARINE**

# Timken Business Model Directs Us to the Most Attractive Opportunities

Key Characteristics	Selective niche opportunities	Full portfolio, broad application set
Equipment Operating Lifecycles	Short	Long, 20-30+ years
Bearing Product Requirements	Standard	Custom-engineered
Volume	High	Medium to Low
Service and Support	Low	High
Ease of Substitution	Easy	Difficult
Aftermarket Channel	Concentrated, OE-owned	Fragmented
Barriers to Entry	Low	High

**Market/Application Attractiveness**

**Industrial Bearing Space:  
~\$30B Market<sup>(1)</sup>**



<sup>(1)</sup> Represents the Company's estimate of premium industrial bearing space; excludes premium on-highway bearings and other non-premium bearings.



# Strategic Footprint Bolsters Operational Excellence

**Regional manufacturing hubs in Americas, Asia and Europe**

**Expand capacity in low-cost geographies to support growth**

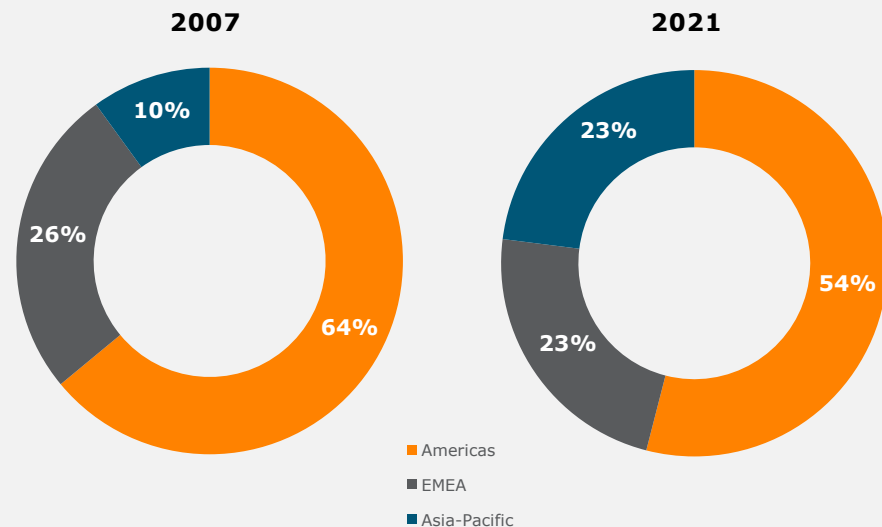
- Ramping-up production at new manufacturing facility in Mexico

**Improve efficiency in high-cost locations**

**Implement state-of-the-art processes and technologies to reduce manual effort and improve efficiency**

- Visual inspection systems
- Factory automation

## Transforming Our Global Manufacturing Footprint<sup>(1)</sup>



<sup>(1)</sup> Based on square feet of manufacturing floor space.



# 2020 Corporate Social Responsibility Report: Creating Real-World Impact

## A Culture of Problem Solvers

Employee learning and development

Diversity and inclusion

Compensation, benefits and well-being



## Commitment to Ethics & Community

Ethics and corporate governance

STEM and mentorship

Community and charitable giving



## Sustainable Products & Practices

Product stewardship

Health, safety and mitigation

Energy, emissions and waste reduction



# Reputation for Strong Corporate Citizenship

## 2021 Recognition

# Forbes

**America's Best Employers  
For New Grads**  
*May 2021*

# Forbes

**America's Best Employers  
For Women**  
*July 2021*



**World's Most Ethical (11x)**  
*Ethisphere*

# Forbes

**America's Best  
Employers**



**America's Most  
Responsible Companies**



# Renewable Energy – Powering to New Heights

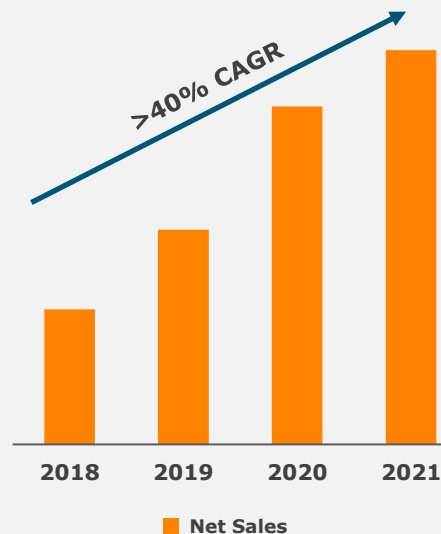
## Renewables delivered double-digit revenue growth again in 2021

- Strong underlying market growth and share gains driving record sales
- Our technology and innovation continue to support the global sustainability trend
- Renewable energy was Timken's single largest individual market sector in 2021 at 12% of total sales

## Strong macros, outgrowth initiatives and industry trends support long-term growth

- The global energy demand outlook for renewables is strong, with an expected CAGR of ~8% over the next decade\*
- Active pipeline of new program wins
- Increasing size of wind turbines creates opportunities for further share gains
- Increasing install rate of off-shore turbines is a positive for Timken
- Aftermarket revenue is an additional long-term revenue opportunity
- Making >\$75 million in capital investments through 2022 to increase capabilities and support growth

Renewable Energy was  
12% of total sales in 2021



The Timken Company

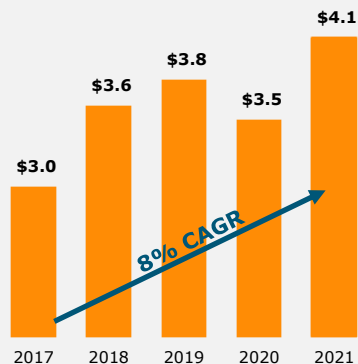
# Financial Performance & Capital Allocation Strategy

*Advancing as a Global Industrial Leader*



# The Strategy is Working

## Revenue (\$B)

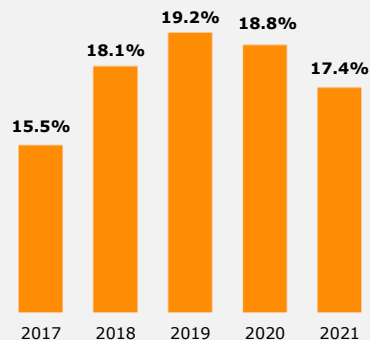


Strong organic revenue growth of 15% in 2021

Outgrowth initiatives adding to top-line performance

Acquisitions contributed meaningfully to revenue growth during the period

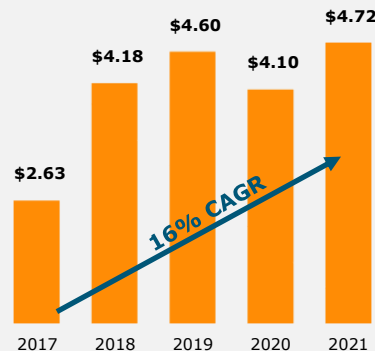
## Adj. EBITDA Margin



Attractive margin profile; higher performance versus prior cycles

Growth, price/mix, acquisitions and operational excellence delivering next-level results

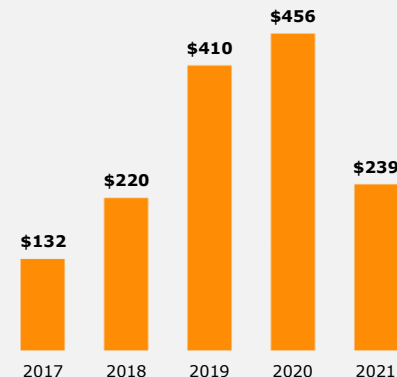
## Adj. EPS



Four consecutive years of more than \$4/share

Demonstrating the new earnings power of the Company through challenging end markets

## Free Cash Flow (\$M)

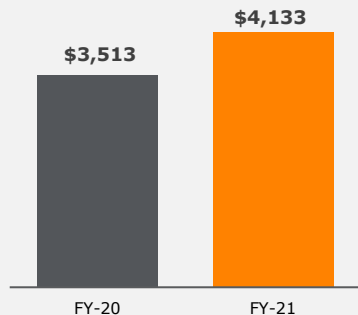


2021 impacted by higher working capital to support sales growth and CapEx to fuel growth initiatives

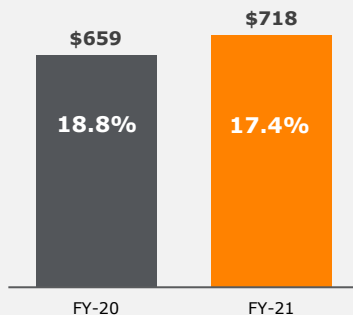
Expect strong cash flow going forward – targeting 100%+ conversion on net income through the cycle

# Full Year 2021 Financial Overview

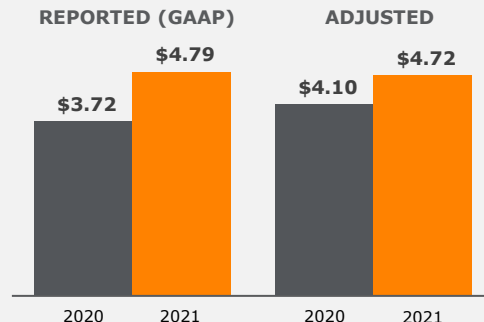
## Net Sales (\$M)



## Adjusted EBITDA (\$M)



## Earnings Per Share



### Sales of \$4.1 billion, up 17.6% from 2020

- Higher organic revenue in most end-market sectors and the favorable impact of currency

### Adjusted EBITDA margin of 17.4%, down 140 bps from 2020

- EBITDA margin performance impacted by significantly higher material, logistics and other operating costs, including the non-recurrence of significant temporary cost reduction actions in 2020

### 2021 adjusted EPS of \$4.72 (a record year)

- Adjusted EPS up 15% due mainly to higher volume, favorable FX, positive price/mix and a lower tax rate, partially offset by significantly higher operating costs



# Disciplined Capital Deployment Framework a Differentiator

## INVEST IN CORE BUSINESS

Organic Growth, Margin Improvement, Innovation (R&D)  
CapEx Target: 3.5-4.0% of Sales

## DIVIDEND

Pay Attractive Dividend<sup>(1)</sup>  
Target: 20-35% Payout Ratio Over Cycle

## INORGANIC GROWTH

Target Accretive Transactions  
to Drive Portfolio Expansion

## SHARE REPURCHASE

Return Capital to Shareholders  
Through Share Buybacks<sup>(1)</sup>

**Leverage Target: 1.5X - 2.5X NET DEBT-TO-ADJ. EBITDA**

<sup>(1)</sup> Subject to Board approval.

# Cash Flow, Leverage & Capital Allocation

(\$M)	FY-20	FY-21	Capital Structure (\$M)	
			<u>12/31/20</u>	<u>12/31/21</u>
Net Cash from Operations	\$577.6	\$387.3	Cash	\$320
Capital Expenditures	(121.6)	(148.3)	Total Debt	\$257
Free Cash Flow (FCF)	\$456.0	\$239.0	Net Debt	\$1,565
			Adjusted EBITDA (TTM)	\$1,465
			Net Debt/Adj. EBITDA	\$1,244
				\$1,208
				\$659
				\$718
				1.9x
				1.7x

## FY-21 Highlights:

- FCF impacted by higher working capital needs to support sales growth and CapEx to fuel growth initiatives
- CapEx of \$148M in 2021 (~3.6% of sales)
- Returned a total of \$185M of cash to shareholders in 2021
  - 8th consecutive year of higher annual dividends (398th consecutive quarterly dividends as of December 31, 2021)
  - Repurchased 1.25M shares during 2021
- Net debt to adjusted EBITDA of 1.7x at December 31
  - Near low-end of 1.5-2.5x targeted range

# Capital Deployment is Focused on Highest Returns

**Balanced approach to capital deployment having a significant impact**

**Allocated significantly more capital to drive growth since the Steel spin**

- CapEx spend roughly flat across 2008-14 and 2015-21 periods
- \$1.7B in M&A from 2015-21, up from \$0.4B during 2008-14

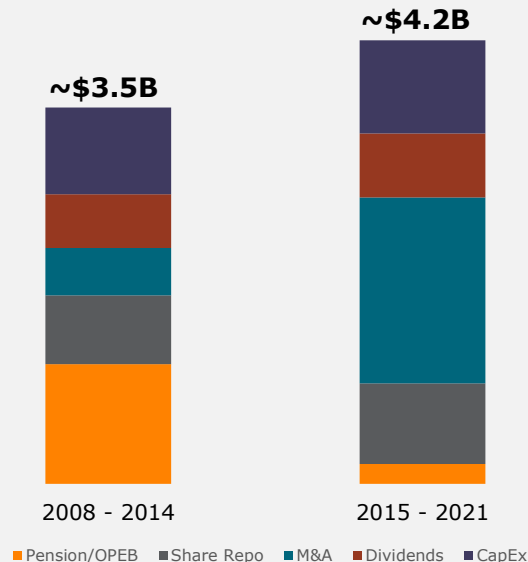
**Returned nearly \$1.4B of cash to shareholders through dividends and share buybacks from 2015-2021**

- ~\$600M in dividends in 2015-21, up from \$505M in 2008-14
- ~\$760M in share buybacks in 2015-21, up from \$645M in 2008-14

**Pensions requiring much less cash versus prior period**

**Strong balance sheet and cash flow allow for further deployment to create value<sup>(1)</sup>**

## Capital Deployment



*NOTE: All periods are excluding the company's steel business which was spun off on June 30, 2014. Prior to 2012 assumes pension/OPEB split of 65% bearing/35% steel.*

# Investing in Core Business Remains Top Priority

## Investing in core business remains top priority for capital deployment

- Supporting organic growth and margin expansion in the core business
- Generally produces the highest risk-adjusted returns

## Includes investments in CapEx, R&D, etc.

## CapEx – target 3½ to 4% of sales over the cycle

- Includes maintenance (~1% of sales)
- Bulk of spend allocated to organic growth and productivity/margin improvement initiatives
  - New capacity/capabilities – focused on lower-cost countries
  - Investments in productivity/automation – focused on higher-cost countries
  - Operational excellence initiatives across the footprint



# Rich History of Dividend Payments

## Goal: Pay an attractive dividend that grows over time with earnings

- Target 20-35% payout (adj. EPS) over the cycle
- Attractive yield as compared to peers and other mid-cap industrials benchmarks

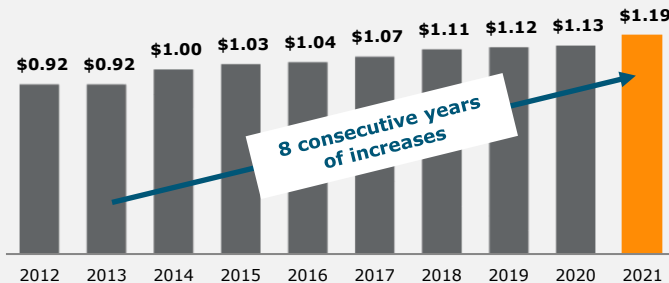
## Paid 398th consecutive quarterly dividend in December 2021

- Dividend of \$0.30/share
- One of the longest active streaks on NYSE

## 2021 marked the 8th consecutive year of higher annual dividends

## Commitment to dividend expected to continue<sup>(1)</sup>

### Annual Dividend Payout



### Dividend Yield (as of: 12/31/21)

The Timken Company	1.7%
Peer Median <sup>(2)</sup>	0.8%
S&P 500	1.3%
S&P Mid-Cap 400 Industrials	0.8%

<sup>(1)</sup> Subject to Board approval on a quarterly basis.

<sup>(2)</sup> Peers represent composite of 18-company group consisting primarily of S&P 400 Mid-Cap Industrials

# Returning Capital Through Share Repurchases

**Share repurchase has been an important component of capital deployment strategy**

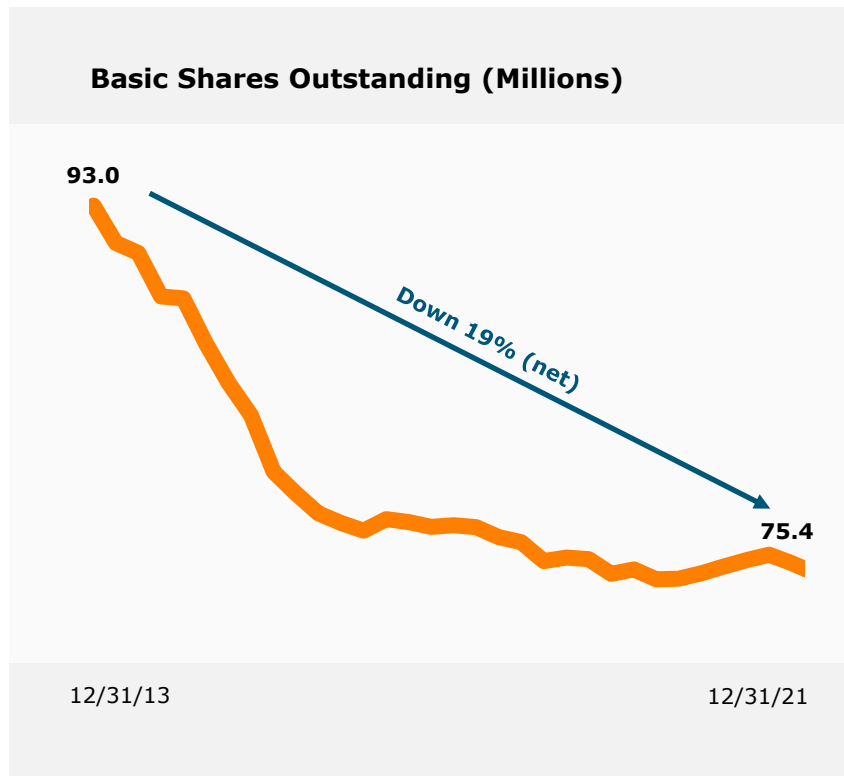
## **Since 2013:**

- Repurchased 24M shares for \$1.03B (avg. ~\$43/share)
  - Basic shares outstanding have been reduced by ~19%, which is net of shares issued for equity-based compensation

## **The Board approved a share repurchase plan in February 2021:**

- 10 million shares authorized for repurchase through February 2026
- 9.1 million shares remaining as of December 31, 2021

**Share repurchase remains an attractive option for capital allocation<sup>(1)</sup>**



<sup>(1)</sup> Subject to Board approval.



# Track Record of Strategic Acquisitions to Accelerate Growth

## Concentrated on bearings

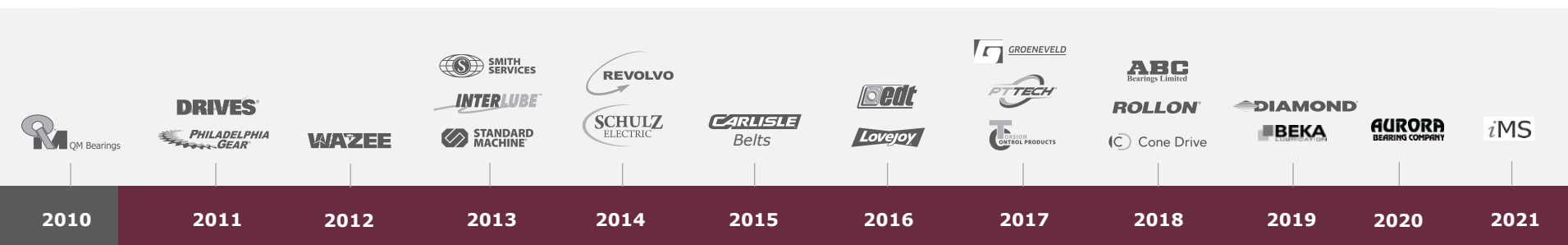
Bearings as primary offering  
Industrial-focused end markets

## Growing our PT portfolio

Adding complementary products/services  
Better serving current customers  
Expanding global customer base  
Accretive to earnings  
Scale in new markets

## Strengthening our position for the future

Deepen position in established product lines  
Higher-growth end markets and geographies  
Significant cost and sales synergies



# Acquisition Strategy Focused on Broader Power Transmission and Motion Space

## Timken acquisition strategy:

Consolidate attractive targets within the global bearing space

- Focus on “bolt-ons” to enhance industry-leading product offering or extend reach

Expand into attractive adjacencies that fit the Timken Business Model

- Focus on high-quality businesses across the industrial PT and motion space
- Enhance our organic growth and profitability over the long-term
- Continue to grow and enhance global industrial distribution platform

## Power transmission is an attractive space

- Significantly larger and more fragmented than the bearing space
- Engineered products with high-aftermarket content; strengthens our aftermarket portfolio
- Complementary to Timken’s core bearing portfolio; opportunities for growth by packaging the bearing and PT offering together
- Increases penetration in higher-growth end markets with strong profit pools and different cyclicity profiles
- Consolidating a historically fragmented industry through strategic M&A

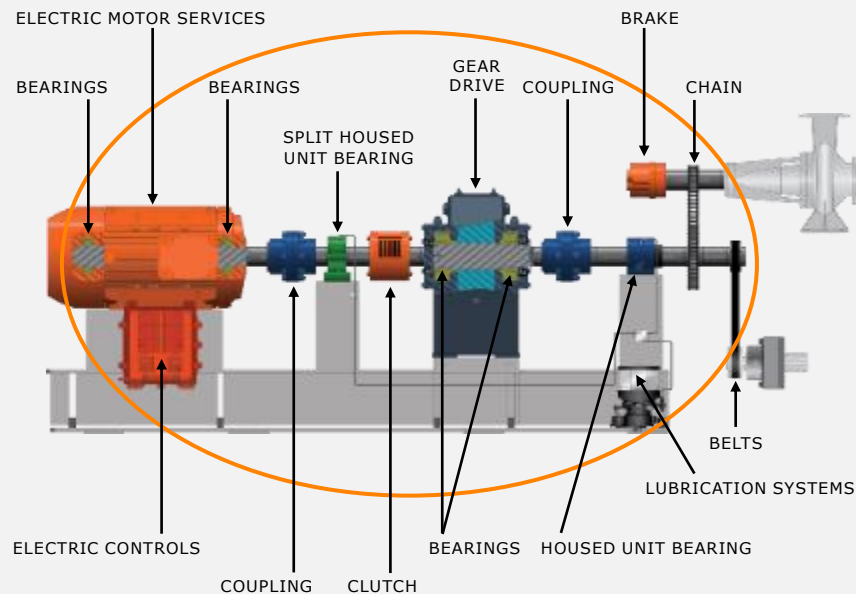
## Total PT Sales



# PT Products and Services Align with Timken Business Model

- Engineered components
- Critical wear parts with regular aftermarket demand
- Often served through same aftermarket channels
- Close proximity to bearing positions - targets same end users
- Requires similar engineering expertise - friction, motion and materials
- Fragmented industry with healthy profit pools

- **Customer and channel relevance**



**DRIVEN EQUIPMENT:** PUMPS/COMPRESSORS, FANS, CONVEYORS, GENERATORS, MILLS

# Extensive Portfolio of Industrial Mounted Bearings

- Timken has built the broadest product range in the industry\*
  - Mounted bearings (housed units) provide enhanced bearing protection in harsh conditions
- Covers unique needs of customers across a broad range of industries
  - Growing in end-market sectors like food & beverage and cement/aggregate
- Revenues have grown from \$0 in 2002 to over \$150M in 2021
  - Combination of organic growth and acquisitions (inorganic)
- Heavy aftermarket content with higher margins



# Long-Term Financial Goals

## Long-Term (5-year) Targets

### Strong Top-line Growth

- Positive macros support market growth of 2-3% over cycle
- Organic outgrowth driven by new products and markets
- Accretive acquisitions will enhance growth

**Organic Growth CAGR: 3-4%**  
**Inorganic Growth CAGR: 2-3%**  
**Total Growth CAGR: ~6%**

### Earnings Growth

- Operational Excellence delivers strong EBITDA margins
- Strong EPS growth over the cycle
- Share buyback will contribute

**EPS CAGR: 10%**  
**EBITDA Margins: 20%**

### Robust Cash Generation

- Expect strong cash flow to continue
- Improved working capital performance
- Supports capital deployment strategy

**Free Cash Flow: >100% Conversion on Net Income**

### Value-creating Capital Deployment

- Organic growth remains top priority with greatest returns
- M&A drives long-term value creation
- Capital return remains important

**Adjusted ROIC: >13%**  
**Leverage: 1.5-2.5x Net Debt-to-Adj. EBITDA**



# Why Invest in Timken?

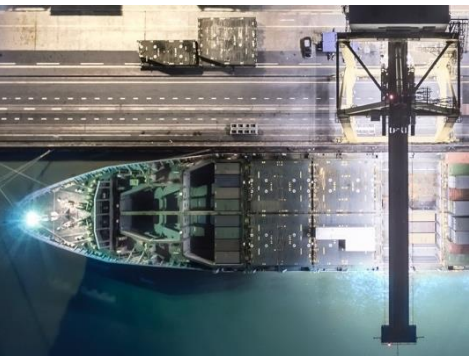
- Advancing as a global industrial leader
- Robust product portfolio with deep technical and commercial capabilities
- Focusing on growth with a compelling pipeline of opportunities for innovation
- Positioned to grow in attractive end markets where we can leverage our global footprint and efficiently serve customers
- Creating value by performing through cycles with solid margins and strong cash flow
- Maintaining our track record of bolt-on acquisitions to support growth, market penetration and new end market and geographic opportunities
- Highly experienced management team driving executional success



**The Timken Company**

# Appendix: GAAP Reconciliations

***Advancing as a Global Industrial Leader***



# GAAP Reconciliation: Net Debt

## Reconciliation of Total Debt to Net Debt, the Ratio of Net Debt to Capital, and the Ratio of Net Debt to Adjusted EBITDA:

### (Unaudited)

These reconciliations are provided as additional relevant information about the Company's financial position deemed useful to investors. Capital, used for the ratio of net debt to capital, is a non-GAAP measure defined as total debt less cash and cash equivalents plus total shareholders' equity. Management believes Net Debt, the Ratio of Net Debt to Capital, Adjusted EBITDA (see above), and the Ratio of Net Debt to Adjusted EBITDA are important measures of the Company's financial position, due to the amount of cash and cash equivalents on hand. The Company presents net debt to adjusted EBITDA because it believes it is more representative of the Company's financial position as it is reflective of the ability to cover its net debt obligations with results from its core operations.

### (Dollars in millions)

	December 31, 2021	December 31, 2020
Short-term debt, including current portion of long-term debt	\$ 53.8	\$ 130.7
Long-term debt	1,411.1	1,433.9
Total Debt	\$ 1,464.9	\$ 1,564.6
Less: Cash and cash equivalents	(257.1)	(320.3)
Net Debt	\$ 1,207.8	\$ 1,244.3
Total Equity	\$ 2,377.7	\$ 2,225.2
Ratio of Net Debt to Capital	33.7 %	35.9 %
Adjusted EBITDA for the Twelve Months Ended	\$ 718.0	\$ 658.5
Ratio of Net Debt to Adjusted EBITDA	1.7	1.9

# GAAP Reconciliation: 2017-2021 Net Income & EPS

## Reconciliations of Adjusted Net Income to GAAP Net Income and Adjusted Earnings Per Share to GAAP Earnings Per Share:

### (Unaudited)

The following reconciliation is provided as additional relevant information about the Company's performance deemed useful to investors. Management believes that the non-GAAP measures of adjusted net income and adjusted diluted earnings per share are important financial measures used in the management of the business, including decisions concerning the allocation of resources and assessment of performance. Management believes that reporting adjusted net income and adjusted diluted earnings per share is useful to investors as these measures are representative of the Company's core operations.

(Dollars in millions, except share data)	2021	2020	2019	2018	2017
Net Income (Loss) Attributable to The Timken Company	\$ 369.1	\$ 284.5	\$ 362.1	\$ 302.8	\$ 203.4
Adjustments:					
Corporate pension and other postretirement benefit related expense (income) <sup>(1)</sup>	0.3	18.5	(4.1)	12.8	18.1
Impairment, restructuring and reorganization charges <sup>(2)</sup>	15.1	29.0	9.8	7.1	13.1
(Gain) loss on divestitures and sale of real estate	—	(0.4)	(4.5)	0.8	(3.6)
Acquisition-related charges <sup>(3)</sup>	3.2	3.7	15.5	20.6	9.0
Acquisition-related gain <sup>(4)</sup>	(0.9)	(11.1)	—	—	—
Tax indemnification and related items	0.2	0.5	0.7	1.5	(1.0)
Health care plan modification costs	—	—	—	—	(0.7)
Property loss and related expenses <sup>(5)</sup>	—	(5.5)	7.6	—	—
Brazil legal matter <sup>(6)</sup>	—	—	1.8	—	—
Noncontrolling interest	—	(0.1)	(0.5)	(1.3)	—
Provision for income taxes	(23.6)	(6.0)	(34.6)	(16.8)	(30.8)
Total Adjustments:	(5.7)	28.6	(8.3)	24.7	4.1
Adjusted Net Income Attributable to The Timken Company	\$ 363.4	\$ 313.1	\$ 353.8	\$ 327.5	\$ 207.5
Diluted Earnings per Share (EPS) - Continuing Operations	\$ 4.79	\$ 3.72	\$ 4.71	\$ 3.86	\$ 2.58
Adjusted EPS - Continuing Operations	\$ 4.72	\$ 4.10	\$ 4.60	\$ 4.18	\$ 2.63
Diluted Shares	77,006,589	76,401,366	76,896,565	78,337,481	78,911,149

<sup>(1)</sup> Corporate pension and other postretirement benefit related expense (income) represent actuarial losses and (gains) that resulted from the remeasurement of plan assets and obligations as a result of changes in assumptions. The Company recognizes actuarial losses and (gains) in connection with the annual remeasurement in the fourth quarter, or if specific events trigger a remeasurement. Refer to the Retirement Benefit Plans and Other Postretirement Benefit Plans footnotes within the Company's annual reports on Form 10-K and quarterly reports on Form 10-Q for additional discussion.

<sup>(2)</sup> Impairment, restructuring and reorganization charges (including items recorded in cost of products sold) relate to: (i) plant closures; (ii) the rationalization of certain plants and (iii) severance related to cost reduction initiatives. The Company re-assesses its operating footprint and cost structure periodically, and makes adjustments as needed that result in restructuring charges. However, management believes these actions are not representative of the Company's core operations.

<sup>(3)</sup> Acquisition-related charges represent deal-related expenses associated with completed and certain unsuccessful transactions, as well as any resulting inventory step-up impact.

<sup>(4)</sup> The acquisition-related gain represents a bargain purchase price gain on the acquisition of the assets of Aurora Bearing Company ("Aurora") that closed on November 30, 2020.

<sup>(5)</sup> Represents property loss and related expenses during the year (net of insurance proceeds) resulting from property loss that occurred during the first quarter of 2019 at one of the Company's warehouses in Knoxville, Tennessee and during the third quarter of 2019 at one of the Company's warehouses in Yantai, China.

<sup>(6)</sup> The Brazil legal matter represents expense recorded to establish a liability associated with an investigation into alleged antitrust violations in the bearing industry that was settled in the fourth quarter of 2019.

# GAAP Reconciliation: 2017-2021 EBITDA, and EBITDA, After Adjustments to Net Income

## Reconciliations of GAAP to Non-GAAP Measures:

### (Unaudited)

The following reconciliation is provided as additional relevant information about the Company's performance deemed useful to investors. Management believes consolidated earnings before interest, taxes, depreciation and amortization (EBITDA) is a non-GAAP measure that is useful to investors as it is representative of the Company's performance and that it is appropriate to compare GAAP net income to consolidated EBITDA. Management also believes that non-GAAP measures adjusted EBITDA and adjusted EBITDA margin are useful to investors as they are representative of the Company's core operations and are used in the management of the business, including decisions concerning the allocation of resources and assessment of performance.

	2021	2020	2019	2018	2017
<b>Reconciliation of Adjusted EBITDA and Margin</b>					
Net Sales	\$ 4,132.9	\$ 3,513.2	\$ 3,789.9	\$ 3,580.8	\$ 3,003.8
Net Income	381.5	292.4	374.7	305.5	202.3
Provision for income taxes	95.1	103.9	97.7	102.6	57.6
Interest expense, net	56.5	63.9	67.2	49.6	34.2
Depreciation and amortization	167.8	167.1	160.6	146.0	137.7
Consolidated Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA)	\$ 700.9	\$ 627.3	\$ 700.2	\$ 603.7	\$ 431.8
Adjustments:					
Corporate pension and other postretirement benefit related expense (income) <sup>(1)</sup>	0.3	18.5	(4.1)	12.8	18.1
Impairment, restructuring and reorganization charges <sup>(2)</sup>	14.3	25.9	9.1	7.1	11.2
(Gain) loss on divestitures and sale of real estate	—	(0.4)	(4.5)	0.8	(3.6)
Acquisition related charges <sup>(3)</sup>	3.2	3.7	15.5	20.6	9.0
Acquisition-related gain <sup>(4)</sup>	(0.9)	(11.1)	—	—	—
Tax indemnification and related items	0.2	0.5	0.7	1.5	(1.0)
Health care plan modification costs	—	—	—	—	(0.7)
Property loss and related expenses <sup>(5)</sup>	—	(5.5)	7.6	—	—
Brazil legal matter <sup>(6)</sup>	—	—	1.8	—	—
Total Adjustments	17.1	31.6	26.1	42.8	33.0
Adjusted EBITDA	\$ 718.0	\$ 658.9	\$ 726.3	\$ 646.5	\$ 464.8
Adjusted EBITDA Margin (% of net Sales)	17.4 %	18.8 %	19.2 %	18.1 %	15.5 %

<sup>(1)</sup> Corporate pension and other postretirement benefit related expense (income) represent actuarial losses and (gains) that resulted from the remeasurement of plan assets and obligations as a result of changes in assumptions. The Company recognizes actuarial losses and (gains) in connection with the annual remeasurement in the fourth quarter, or if specific events trigger a remeasurement. Refer to the Retirement Benefit Plans and Other Postretirement Benefit Plans footnotes within the Company's annual reports on Form 10-K and quarterly reports on Form 10-Q for additional discussion.

<sup>(2)</sup> Impairment, restructuring and reorganization charges (including items recorded in cost of products sold) relate to: (i) plant closures; (ii) the rationalization of certain plants and (iii) severance related to cost reduction initiatives. The Company re-assesses its operating footprint and cost structure periodically, and makes adjustments as needed that result in restructuring charges. However, management believes these actions are not representative of the Company's core operations.

<sup>(3)</sup> Acquisition-related charges represent deal-related expenses associated with completed and certain unsuccessful transactions, as well as any resulting inventory step-up impact.

<sup>(4)</sup> The acquisition-related gain represents a bargain purchase price gain on the acquisition of the assets of Aurora that closed on November 30, 2020.

<sup>(5)</sup> Represents property loss and related expenses during the year (net of insurance proceeds) resulting from property loss that occurred during the first quarter of 2019 at one of the Company's warehouses in Knoxville, Tennessee and during the third quarter of 2019 at one of the Company's warehouses in Yantai, China.

<sup>(6)</sup> The Brazil legal matter represents expense recorded to establish a liability associated with an investigation into alleged antitrust violations in the bearing industry that was settled in the fourth quarter of 2019.

# GAAP Reconciliation: Segment EBITDA & EBITDA Margin

Reconciliation of segment EBITDA Margin, After Adjustments, to segment EBITDA as a Percentage of Sales and segment EBITDA, After Adjustments, to segment EBITDA:

(Unaudited)

The following reconciliation is provided as additional relevant information about the Company's Mobile Industries and Process Industries segment performance deemed useful to investors. Management believes that non-GAAP measures of adjusted EBITDA and adjusted EBITDA margin for the segments are useful to investors as they are representative of each segment's core operations and are used in the management of the business, including decisions concerning the allocation of resources and assessment of performance.

## Mobile Industries

(Dollars in millions)	Three Months Ended December 31,				Twelve Months Ended December 31,			
	2021	Percentage to Net Sales	2020	Percentage to Net Sales	2021	Percentage to Net Sales	2020	Percentage to Net Sales
Earnings before interest, taxes, depreciation and amortization (EBITDA)	\$ 40.0	8.3 %	\$ 54.6	12.6 %	\$ 240.1	12.2 %	\$ 232.5	13.9 %
Impairment, restructuring and reorganization charges <sup>(1)</sup>	1.0		1.1		7.3		11.3	
Acquisition-related charges <sup>(2)</sup>	0.1		—		0.7		2.1	
Property recoveries and related expenses <sup>(3)</sup>	—		(1.7)		—		(5.5)	
Other, net	0.2		(0.1)		0.2		(0.1)	
Adjusted EBITDA	\$ 41.3	8.6 %	\$ 53.9	12.4 %	\$ 248.3	12.6 %	\$ 240.3	14.4 %

## Process Industries

(Dollars in millions)	Three Months Ended December 31,				Twelve Months Ended December 31,			
	2021	Percentage to Net Sales	2020	Percentage to Net Sales	2021	Percentage to Net Sales	2020	Percentage to Net Sales
Earnings before interest, taxes, depreciation and amortization (EBITDA)	\$ 104.4	19.8 %	\$ 99.9	21.8 %	\$ 506.3	23.4 %	\$ 442.9	24.0 %
Impairment, restructuring and reorganization charges <sup>(1)</sup>	0.8		2.5		7.0		14.0	
Acquisition-related charges <sup>(2)</sup>	0.1		—		0.6		1.0	
Adjusted EBITDA	\$ 105.3	20.0 %	\$ 102.4	22.4 %	\$ 513.9	23.7 %	\$ 457.9	24.9 %

<sup>(1)</sup> Impairment, restructuring and reorganization charges (including items recorded in cost of products sold) relate to: (i) plant closures; (ii) the rationalization of certain plants; and (iii) severance related to cost reduction initiatives. The Company re-assesses its operating footprint and cost structure periodically, and makes adjustments as needed that result in restructuring charges. However, management believes these actions are not representative of the Company's core operations.

<sup>(2)</sup> The acquisition-related charges represent the inventory step-up impact.

<sup>(3)</sup> Represents property loss and related expenses during the period presented (net of insurance recoveries received in 2020) resulting from property loss that occurred during the first quarter of 2019 at one of the Company's warehouses in Knoxville, Tennessee and during the third quarter of 2019 at one of the Company's warehouses in Yantai, China.

# GAAP Reconciliation: 2017-2021 Consolidated Free Cash Flow

## Reconciliation of Free Cash Flow to GAAP Net Cash Provided by Operating Activities:

### (Unaudited)

The following reconciliation is provided as additional relevant information about the Company's 2017-2021 performance deemed useful to investors. Management believes that free cash flow is a non-GAAP measure that is useful to investors because it is a meaningful indicator of cash generated from operating activities available for the execution of its business strategy.

Reconciliation of Free Cash Flow	2021	2020	2019	2018	2017
Net cash provided from operating activities	\$ 387.3	\$ 577.6	\$ 550.1	\$ 332.5	\$ 236.8
Less: capital expenditures	(148.3)	(121.6)	(140.6)	112.6	104.7
Free cash flow	\$ 239.0	\$ 456.0	\$ 409.5	\$ 219.9	\$ 132.1