

A close-up photograph of a medical professional's hands in blue gloves applying a white adhesive bandage to a patient's skin. The patient is wearing a green surgical cap and a white lab coat. The background is dark.

# Q4'2023 Earnings Presentation

03.11.2024

# FORWARD LOOKING STATEMENTS & NON-GAAP FINANCIAL MEASURES

**Forward-Looking Statements Disclosure.** Certain information in this presentation contains "forward-looking" statements. You should not place undue reliance on these statements. Forward-looking statements include information concerning our possible or assumed future results of operations, including descriptions of our business strategies. These statements often include words such as "believe", "expect", "approximately", "anticipate", "intend", "plan", "estimate", "seek", "will", "should", "could", "may" or the negative thereof or variations thereon or similar expressions that are predictions of or indicate future events or trends. These statements are based on certain assumptions that we have made in light of our experience in the industry as well as our perceptions of historical trends, current conditions, expected future developments and other factors we believe are appropriate in these circumstances. As you read and consider this presentation, you should understand that these statements are not guarantees of performance or results and that actual future results may vary materially. They involve risks, uncertainties and assumptions. Many factors could affect our actual financial results and could cause actual results to differ materially from those expressed in the forward-looking statements, including the current positive market and customer response to us; our ability to leverage our competitive advantages to achieve or exceed market growth rates; our reliance on our former parent company, Laboratory Corporation of America Holdings to provide financial reporting and other financial and information for periods prior to the spin-off through the end of the relevant transition agreements, as well as IT, accounting, finance, legal, human resources, and other services critical to our businesses; our dependence on third parties generally to provide services critical to our businesses throughout the transition period and beyond; the establishment of our accounting, enterprise resource planning, and other management systems post the transition period could cost more or take longer than anticipated; our ability to successfully implement our business strategies, improve margins, and execute our long-term value creation strategy; risks and expenses associated with our international operations and currency fluctuations; our customer or therapeutic area concentrations; any further deterioration in the macroeconomic environment, which could lead to defaults or cancellations by our customers; the risk that our backlog and net new business may not be indicative of our future revenues and we might not realize all of the anticipated future revenue reflected in our backlog; our ability to generate sufficient net new business awards, or if net new business awards are delayed, terminated, reduced in scope, or fail to go to contract; the risk that we may underprice our contracts, overrun our cost estimates, or fail to receive approval for, or experience delays in documentation of change orders; our ability to complete the divestiture of certain assets relating to the Enabling Services segment on time or at all and our ability to realize the full purchase price and benefits of the transaction; and other factors described from time to time in documents that we file with the U.S. Securities and Exchange Commission (the "SEC"), including any updates or amendments thereof. For a further discussion of the risks relating to our business, see the "Risk Factors" Section of our Information Statement filed with our Registration Statement on Form 10, as amended (the "Form 10"), as filed with the SEC.

In light of these risks, uncertainties and assumptions, the forward-looking statements contained in this presentation might not prove to be accurate and you should not place undue reliance upon them. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by the foregoing cautionary statements. All such statements speak only as of the date made, and we undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

**Non-GAAP Financial Measures.** This presentation contains discussions of certain financial measures, such as EBITDA, Adjusted EBITDA, Adjusted EBITDA Margin, Adjusted Net Income, Net Debt, Net Leverage and Free Cash Flow, which are non-GAAP financial measures. Non-GAAP financial measures are presented only as a supplement to the Company's financial statements based on GAAP. Non-GAAP financial information is provided to enhance understanding of the Company's financial and operational performance and cash flow, but none of these non-GAAP financial measures are recognized terms under GAAP, and non-GAAP measures should not be considered in isolation from, or as a substitute analysis for, the Company's results of operations as determined in accordance with GAAP. The Company believes these adjusted measures are useful to investors as a supplement to, but not as a substitute for, GAAP measures, in evaluating the Company's operational performance and cash-flow. The Company further believes that the use of these non-GAAP financial measures provides an additional tool for investors in evaluating operating results and trends, growth, indebtedness, cash-flow and shareholder returns, as well as in comparing the Company's financial results with the financial results of other companies. However, the Company notes that these adjusted measures may be different from and not directly comparable to the measures presented by other companies. Because not all companies use identical calculations, our presentation of these non-GAAP financial measures may not be comparable to other similarly titled measures of other companies. For example, in calculating Adjusted EBITDA, the Company excludes all the amortization of intangible assets associated with acquired customer relationships and backlog, databases, non-compete agreements and trademarks, trade names and other from non-GAAP expense and income measures as such amounts can be significantly impacted by the timing and size of acquisitions.

# Fortrea's Q4'23 Highlights

1.3x Book-to-Bill and attractive mix of work

Solid demand environment

Continued momentum executing on our growth and differentiation strategies

Sustained focus on cost structure and margin expansion:

- ~40% of TSAs<sup>1</sup> exited at year-end 2023
- SG&A reduction roadmap defined and execution underway

<sup>1</sup> Transition services agreement

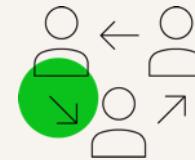
# Fortrea's Program for Change: Significant Opportunity to Create Shareholder Value



## Leverage Competitive Advantages to Lay Foundation for Growth in '23

- ✓ Leverage existing scale, skills and capabilities
- ✓ Selective further organic investments to differentiate
- ✓ World-class customer relationship development

## Improve Margins & Optimize the Business in '24



- 🎯 Continued execution of growth and operational initiatives
- 🎯 Exit TSAs with fit-for-purpose infrastructure
- 🎯 Begin to align SG&A to benchmarks
- 🎯 Improve workforce productivity



## Disciplined Strategy to Drive Long-term Growth & Margins

- 🎯 Positioned for sustained long-term growth
- 🎯 Investing for further differentiation
- 🎯 Operating within industry leading delivery cost structures
- 🎯 Move to 2.5x to 3.0x leverage

We remain committed to exiting 2024 at or around 2022 EBITDA margin levels

# Q4'23 – Key Financial Highlights

(\$ in millions, except per share data)	Fourth Quarter		
	2022	2023	% Change
Revenue	\$761.7	\$775.4	1.8%
<i>Clinical Services</i>	\$697.8	\$709.7	1.7%
<i>Enabling Services</i>	\$63.9	\$65.7	2.8%
Adj. EBITDA <sup>1</sup>	\$109.8	\$67.2	(38.8)%
% Adj. EBITDA Margin <sup>1</sup>	14.4%	8.7%	
Net Income	\$33.4	\$(36.0)	(207.8)%
Net Income / diluted share <sup>2</sup>	\$0.38	\$(0.41)	(207.8)%
Adj. Net Income <sup>1</sup>	\$81.6	\$16.6	(79.7)%
Adj. Net Income / diluted share <sup>1, 2</sup>	\$0.92	\$0.19	(79.3)%
Ending Backlog <sup>3</sup>	n/a	7,392	n/a

<sup>1</sup> Adjusted EBITDA, Adjusted EBITDA Margin, Adjusted Net Income and Adjusted Net Income/share are non-GAAP financial measures. Please see slides 8 and 9 for a reconciliation to the most comparable GAAP number.

<sup>2</sup> On June 30, 2023, the Separation from Labcorp was affected through a pro-rata distribution of one share of the Company's common stock for every share of Labcorp common stock held at the close of business on the record date of June 20, 2023. As a result, on June 30, 2023, the Company had 88.8 million shares of common stock outstanding. This share amount is being utilized for 2022 for the calculation of basic earnings per share for all periods presented through the Separation date. Additionally, there are no dilutive instruments for 2022.

<sup>3</sup> Historical backlog is not provided for prior quarters based on previously disclosed backlog methodology changes

# Cash Flow and Liquidity Profile

## Free Cash Flow and Conversion Rate

Cash Flow (\$ in millions)	FY 2023
Operating Cash Flow	\$167.4
Less: CAPEX	\$40.3
Free Cash Flow <sup>1</sup>	\$127.1
EBITDA <sup>8</sup>	\$167.3
Free Cash Flow Conversion % <sup>2, 8</sup>	76.0%
Adj. EBITDA <sup>8</sup>	\$267.3

## Liquidity Position

Debt Leverage (\$ in millions)	December 31 2023
Debt <sup>3</sup>	\$1,624.7
Cash <sup>4</sup>	\$108.6
Net Debt <sup>5</sup>	\$1,516.1
Net Leverage <sup>6</sup>	5.7x
Net DSO <sup>7</sup>	92 days

<sup>1</sup> Free Cash Flow, a non-GAAP measure, is equal to Operating Cash Flow less Capital expenditures; <sup>2</sup> Free Cash Flow Conversion %, a non-GAAP measure, is equal to Free Cash Flow divided by EBITDA; <sup>3</sup> Debt includes long-term and current notes, term loans and revolving credit facility balance; <sup>4</sup> Cash is defined as Cash and Cash Equivalents; <sup>5</sup> Net Debt, a non-GAAP measure, is defined as Debt less Cash; <sup>6</sup> Net leverage, a non-GAAP measure, is defined as Net Debt divided by TTM adj. EBITDA. TTM adj. EBITDA as of Dec. 31, 2023, was \$267.3 million. After considering the addbacks permitted under the Credit Agreement, including addbacks for public company costs, spin-related costs and proforma cost-saving, covenant leverage is more than one full turn lower; <sup>7</sup> Net Days Sales Outstanding (DSO) reflects Revenue, net, and is based on billed and unbilled accounts receivable and gross unbilled services, less allowance for credit losses, and unearned revenue; <sup>8</sup> Non-GAAP financial measure. Please see slides 8 and 9 for a reconciliation to the most comparable GAAP number.

# 2024 Financial Guidance and Outlook

(\$ in millions)	FY'23 Actuals	FY'24 Guidance <sup>1</sup> <i>(as of March 11<sup>th</sup>, 2024)</i>	Growth rate <i>(FY2024 guidance vs. FY2023A)</i>
Revenue	\$3,109	\$3,140-\$3,205	1.0%-3.1%
Adj. EBITDA <sup>2</sup>	\$267.3	\$280-\$320	4.8%-19.7%

<sup>1</sup> Full-year 2024 guidance measures (other than revenue) are provided on a non-GAAP basis without a reconciliation to the most directly comparable GAAP measure because Fortrea is unable to predict with a reasonable degree of certainty certain items contained in the GAAP measures without unreasonable efforts. Such items include, but are not limited to, acquisition-related expenses, restructuring and related expenses, stock-based compensation and other items not reflective of Fortrea's ongoing operations.

<sup>2</sup> Adjusted EBITDA is a non-GAAP financial measure. Please see slides 8 and 9 for a reconciliation to the most comparable GAAP number for 2023.

# Net Income to Adjusted EBITDA Reconciliation (Non-GAAP)

(\$ in millions)	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2023	2022	2023	2022
<b>Adjusted EBITDA:</b>				
Net income (loss)	\$(36.0)	\$33.4	\$(3.4)	\$192.9
Provision for income taxes	(5.0)	8.3	4.5	44.1
Interest expense, net	34.5	0.2	69.8	0.2
Depreciation and amortization <sup>1</sup>	23.9	23.0	96.4	92.7
<b>EBITDA</b>	<b>17.4</b>	<b>64.9</b>	<b>167.3</b>	<b>329.9</b>
Foreign exchange (gain) loss	(1.9)	22.0	(0.9)	0.9
Goodwill and other asset impairments <sup>2</sup>	0.0	9.8	0.0	9.8
Restructuring and other charges <sup>3</sup>	7.6	2.7	26.9	30.5
Stock based compensation	15.5	5.8	42.7	25.4
Acquisition and disposition-related costs <sup>4</sup>	0.0	2.3	0.0	3.9
One-time spin related costs <sup>5</sup>	25.2	0.0	31.7	0.0
Customer matter <sup>6</sup>	5.5	0.0	5.5	0.0
Other	(2.1)	2.3	(5.9)	4.7
<b>Adjusted EBITDA</b>	<b>\$67.2</b>	<b>\$109.8</b>	<b>\$267.3</b>	<b>\$405.1</b>

<b>Adjusted EBITDA Margin:</b>				
Revenue	\$775.4	\$761.7	\$3,109.0	\$3,096.1
Adjusted EBITDA Margin	8.7%	14.4%	8.6%	13.1%

<sup>1</sup> Represents amortization of intangible assets acquired as part of business acquisitions.

<sup>2</sup> During 2022, impairment of identifiable intangible assets of \$9.8 was recorded for Enabling Services for impairment of technology assets.

<sup>3</sup> Restructuring and other charges represent amounts incurred in connection with the elimination of redundant positions to reduce overcapacity, align resources, and restructure certain operations.

<sup>4</sup> Acquisition and disposition-related costs include due-diligence legal and advisory fees, retention bonuses and other integration or disposition related activities.

<sup>5</sup> Represents one-time or incremental costs required to implement capabilities to exit transition services agreements.

<sup>6</sup> As part of working with the customer, the Company has agreed to make concessions and provide discounts and other consideration to the customer as part of a multi-party solution. The Company's contribution to the customer is approximately \$5.5 in 2023 and anticipated to be \$7.0 in 2024.

# Net Income to Adjusted Net Income Reconciliation (Non-GAAP)

(\$ in millions)	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2023	2022	2023	2022
<b>Adjusted net income (loss):</b>				
Net income (loss)	\$ (36.0)	\$33.4	\$ (3.4)	\$192.9
Foreign exchange (gain) loss	(1.9)	22.0	(0.9)	0.9
Amortization <sup>1</sup>	15.9	16.0	63.8	65.7
Restructuring and other charges <sup>2</sup>	7.6	2.7	26.9	30.5
Goodwill and other asset impairments	0.0	9.8	0.0	9.8
Stock based compensation	15.5	5.8	42.7	25.4
Acquisition and disposition-related costs <sup>3</sup>	0.0	2.3	0.0	3.9
One-time spin related costs <sup>4</sup>	25.2	0.0	31.7	0.0
Customer matter <sup>5</sup>	5.5	0.0	5.5	0.0
Other	(2.1)	2.3	(5.9)	4.7
Income tax impact of adjustments <sup>6</sup>	(13.1)	(12.7)	(35.9)	(31.6)
<b>Adjusted net income (loss)</b>	<b>\$16.6</b>	<b>\$81.6</b>	<b>\$124.5</b>	<b>\$302.2</b>
<b>Basic shares <sup>7</sup></b>				
<b>Adjusted basic EPS</b>	<b>88.8</b>	<b>88.8</b>	<b>88.8</b>	<b>88.8</b>
<b>Diluted shares</b>	<b>\$0.19</b>	<b>\$0.92</b>	<b>\$1.40</b>	<b>\$3.40</b>
<b>Adjusted diluted EPS</b>	<b>89.7</b>	<b>88.8</b>	<b>89.0</b>	<b>88.8</b>

<sup>1</sup> Represents amortization of intangible assets acquired as part of business acquisitions.

<sup>2</sup> Restructuring and other charges represent amounts incurred in connection with the elimination of redundant positions to reduce overcapacity, align resources, and restructure certain operations.

<sup>3</sup> Acquisition and disposition-related costs include due-diligence legal and advisory fees, retention bonuses and other integration or disposition related activities.

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<sup>6</sup> Income tax impact of adjustments calculated based on the tax rate applicable to each item.

<sup>7</sup> On June 30, 2023, the Separation from former parent was effectuated through a pro-rata distribution of one share of the Company's common stock for every share of Labcorp common stock held at the close of business on the record date of June 20, 2023. As a result, on June 30, 2023, the Company had 88.8 shares of common stock outstanding. This share amount is being utilized for 2022 for the calculation of basic earnings per share for all periods presented through the Separation date. Additionally, there are no dilutive instruments for 2022.