# CHURCH & DWIGHT CO., INC.





February 23, 2018















#### 08 – HOW WE RUN THE COMPANY









05 – DIGITAL CAPABILITIES



# 2017 was another **Solid year**. We have

# confidence in 2018 and beyond...

- Consistent innovation
- Oigital capabilities growing
- International growth continues
- Animal Productivity opportunity





# WHO WE ARE

### We have an Evergreen Business Model



# Organic Sales Growth3%EPS Growth8%













# **POWER BRANDS**



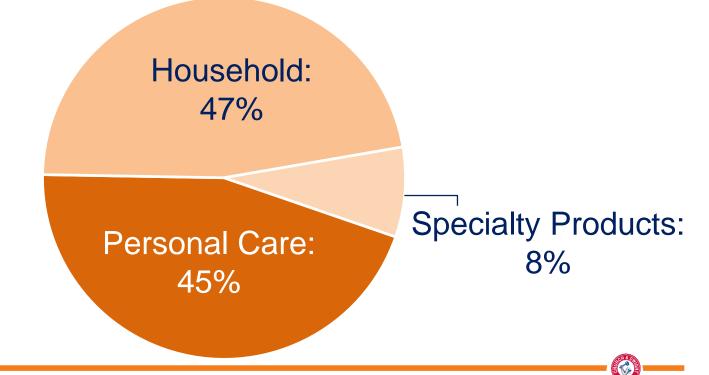
### **These 11 Brands Drive Our Results**

more than 80%

of sales & profits are represented by these 11 POWER BRANDS

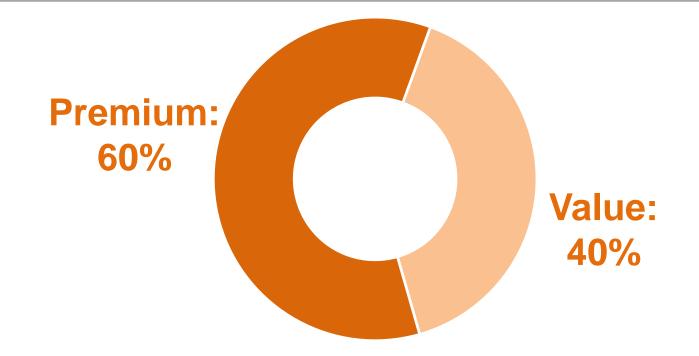
### **Our Portfolio Is Balanced & Diversified**

A well-balanced portfolio of household and personal care products.



### **Diversified Product Portfolio**

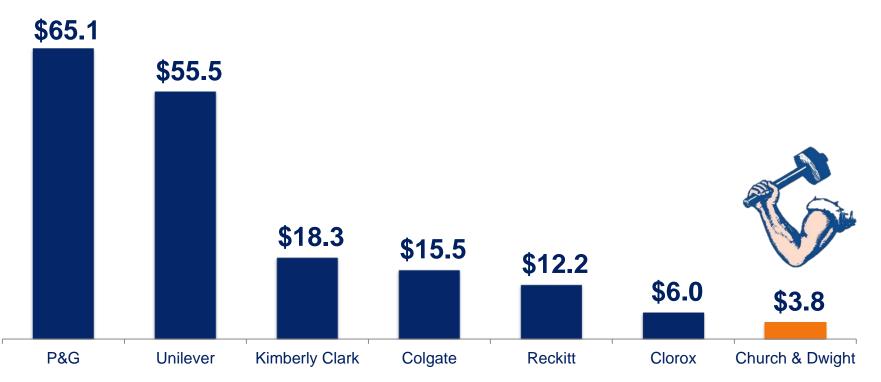
#### Our Unique Product Portfolio Has Both Value and Premium Products





### We Operate in the Land of Giants

2017 Net Sales (billions)





### Nimble Organizational Structure

quick decision ability to easy making communication adapt

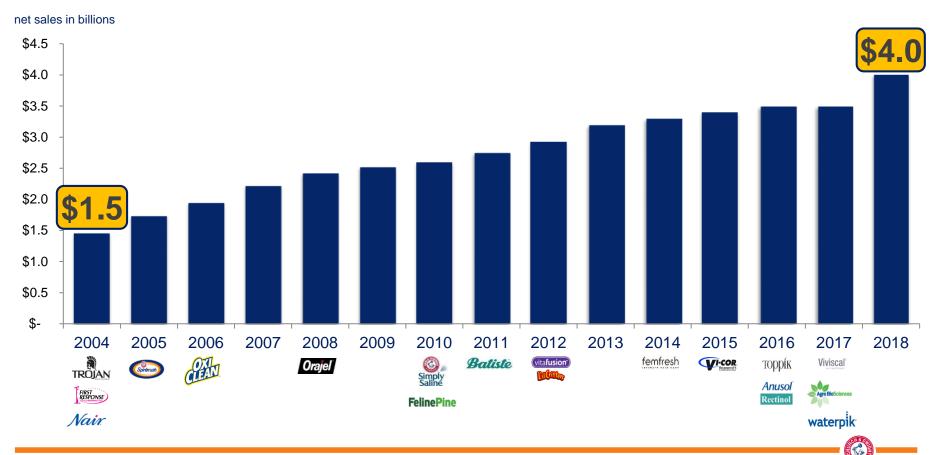


### We are an Acquisition Platform





### Long History of Growth Through Acquisitions



Note: Trojan, Nair and First Response acquired in two parts - 2001 and 2004.

### Acquired 10 of our 11 Power Brands Since 2001

Acquired 2001	Acquired 2001	Acquired 2001	Acquired 2001	Acquired 2005
TROJAN	#1 Extreme Value	FIRST RESPONSE	Nair	Spinbrush
#1 Condom	Laundry Detergent	#1 Pregnancy Kit	#1 Depilatory	#1 Battery Powered Toothbrush
Acquired 2006	Acquired 2008	Acquired 2011	Acquired 2012	Acquired 2017
CHAN.	Orajeľ	Batiste	vitafusion	waterpik
#1 Laundry Additive	#1 Oral Care Pain Relief	#1 Dry Shampoo	#1 Adult & Kids Gummy Vitamin	#1 Power Flosser #1 Replacement Showerhead



### We Have Clear Acquisition Criteria











Primarily #1 or #2 share brands

Higher growth, higher margin brands

Asset Light

Leverage CHD capital base in manufacturing, logistics and purchasing

Deliver sustainable competitive advantage



Catching a wave with our acquisitions

# "Dry Shampoo"

# 80% of women do not wash their hair daily



# "Gummies vs Pills & Capsules"

# 12% of adult VMS is now gummy form.



# "Hair – Thinning Solutions"

# **40%** of men and women will have noticeable hair loss by age forty.

# Acquired 2015





# "Demand for Non-Antibiotic Foods"







## "Need for Better Flossing Solutions"

55% of non-flossers say "too time consuming" **16%** say flossing is "too painful"

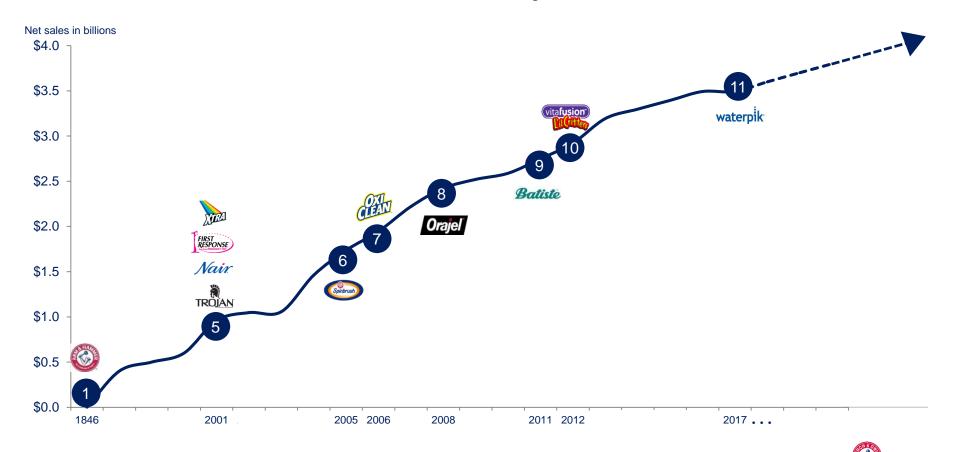
## 2017 Acquisition: 11<sup>TH</sup> Power Brand



### #1 power flosser, #1 showerhead replacement



### 11 Power Brands Today, 20 Tomorrow





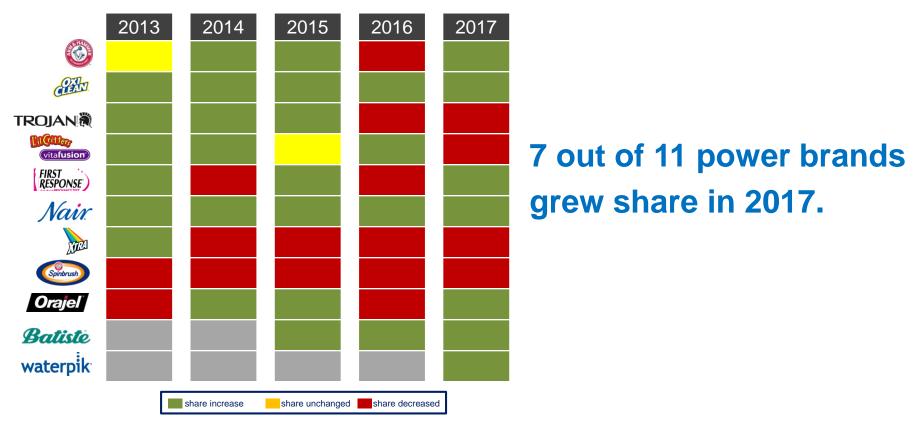
### All Three Businesses Are Healthy





Organic sales is a non-GAAP measure. Please refer to the Appendix for a reconciliation to net sales, the most directly comparable GAAP measure.

### Measured Channels - Church & Dwight Report Card





### "All In" Category Growth is Healthy





### **Private Label Shares are Stable**

### Only 5 of our 14 categories have private label exposure.















# 04 2018 INNOVATION

# Build on SLIDE Success in 2018



In 2017, SLIDE had the #2 highest repeat among the past 15 category launches, next to #1 Clump & Seal.



# **Unscented Clump & Seal Lightweight**

with powerful odor neutralizers







## **Odor Blasters**

Eliminates tough odors.







# **Gummy Probiotics**

Supports digestive health by providing friendly bacteria to the gut.







## First Response Triple Check Get results three ways.





Hopeful positives will test early and often.



# Batiste Naughty & Nice



### Dry shampoo to match your mood



### Waterpik Whitening Water Flosser Precision whitening while you floss.







### Waterpik Pet Wand Pro

Watercomb spray for a more effective clean.



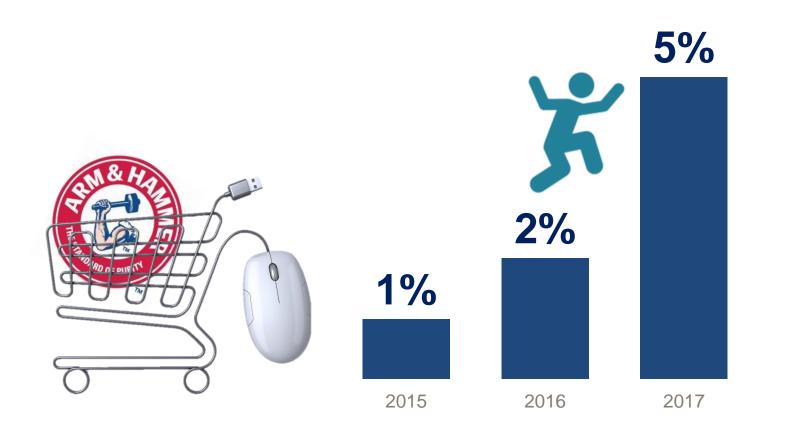


### Shampooing your dog is a challenge.



### 05 DIGITAL CAPABILITIES

### **Church & Dwight Online Sales**





### Skilled in **digital advertising**

### Growing expertise in digital attribution models



Developing our **DTC skills** 







Source: eMarketer 9/14 (2008-2010), eMarketer 4/15 (2011-2013), eMarketer 4/17 (2014-2016). Note: Other connected devices include OTT and game consoles. Mobile includes smartphone and tablet. Usage includes both home and work. Ages 18+: time spent with each medium includes all time spent with that medium, regardless of multitasking.

### Online presents great opportunities for Church & Dwight...





...while obtaining great consumer insights...



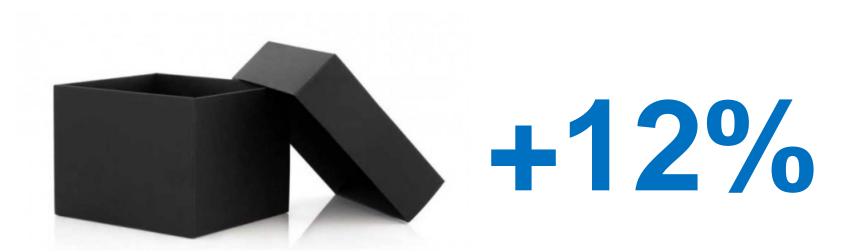




...which leads to better targeting, a better message and better results.



### **Predictive Modeling Drives Results**





### OxiClean: A Great Example Of Targeting







### **Targeting Wine Drinkers**





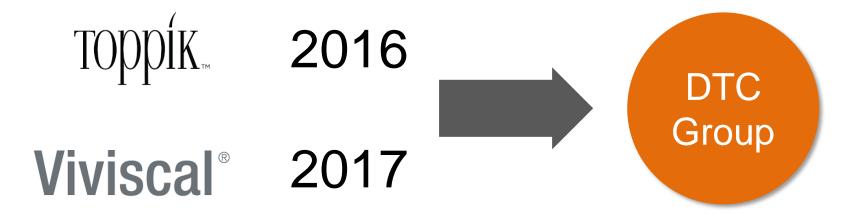


# greater than 50%

### market share



### **Direct-to-Consumer Skills via Acquisitions**





### Skills in Online Advertising





Emotion & Humor



### Kaboom – Having Fun With How Online Works







over 35% of our advertising spend is online



 a majority of our products have 4.5 stars or higher ++++



### Church & Dwight Products - #1 on Amazon





### Church & Dwight Products - #1 on Amazon







### Church & Dwight Products - #1 on Amazon



## greater than 50% market share



### The Future is Bright

- #1 online market shares
- Growing expertise in digital attribution models
- Developing our DTC skills







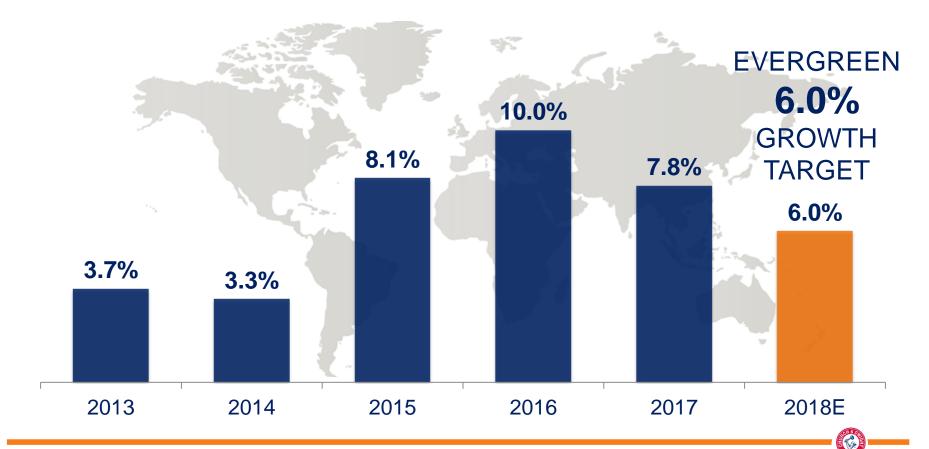
Skilled in connecting with consumers





### 06 INTERNATIONAL STORY

### International Business is Growing Organically



Note: Organic sales growth is a non-GAAP measure. Refer to the Appendix for a reconciliation to the most directly comparable GAAP measure.

### **Developed Markets – Leveraging Markets & Brands**



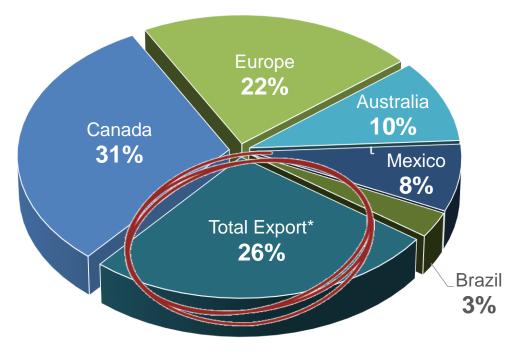
### Emerging Markets – Leveraging Markets & Brands



### **International Net Sales Composition**

### 2017 International Net Sales:

~\$600 million





\*Includes exports from our subsidiaries to over 100 countries.

#### Established Export Offices in Panama, Singapore and UK



#### Transforming Church & Dwight's Asia Pacific Business





#### Transforming Church & Dwight's Asia Pacific Business





### **International Has Achieved Critical Mass**



Leveraging our global platform to drive growth of acquired businesses.

Anusol<sup>®</sup> Toppik<sup>®</sup> Viviscal<sup>®</sup> waterpik<sup>®</sup>



### Positioned for 6% Organic Growth

- Brands have significant runway
- Acquired brands are big opportunity Anusol TOPPIK Viviscal waterpik
- Exports grow double digits

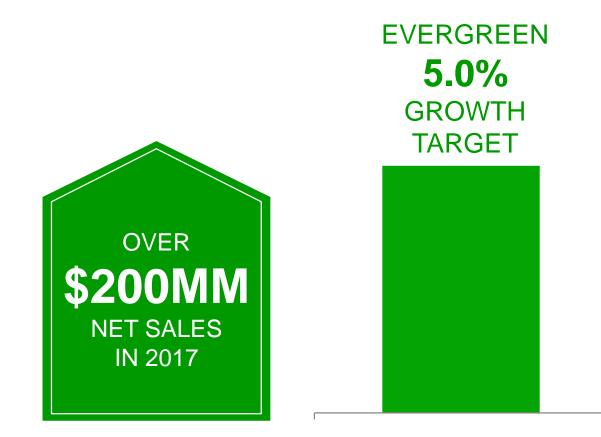
• Investment in SE Asia & China







### Animal Productivity Opportunity





### Humans are consuming resources faster than we are replacing them.





Source: World Wild Life Fund and the Global Footprint Network

#### Control Population

### 

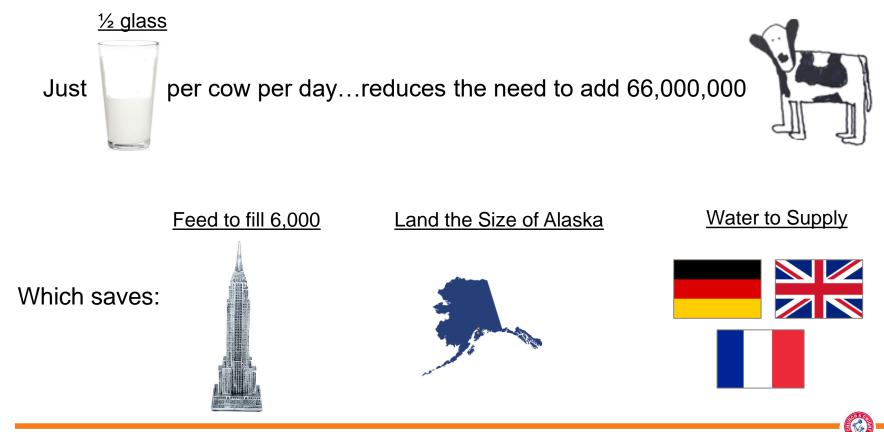
#### Change What We Eat

#### Leverage Technology





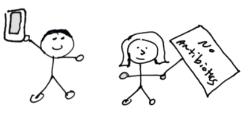
### An Example of the Significance of Improved Productivity



Source: Elanco Animal Health

## **Consumers Drive Alternatives to Traditionally Raised Livestock**

## Consumers





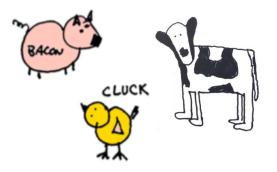
## Retailers



Walmart 💦



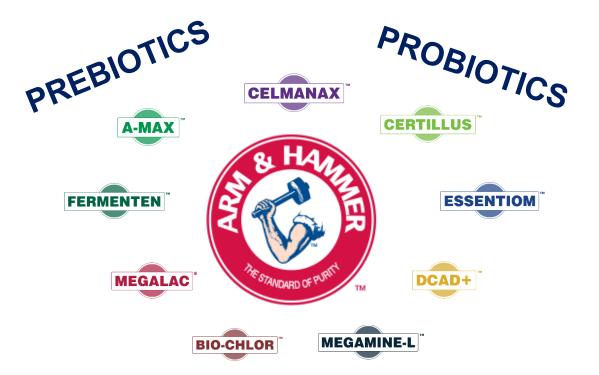
## **Farmers**



no antibiotics ever no added hormones no chemicals added



## **Natural Solutions**

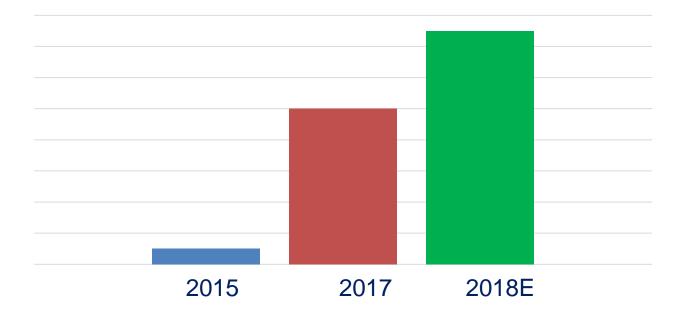


## **NUTRITIONAL SUPPLEMENTS**



## Acquisitions Created a More Balanced Business...

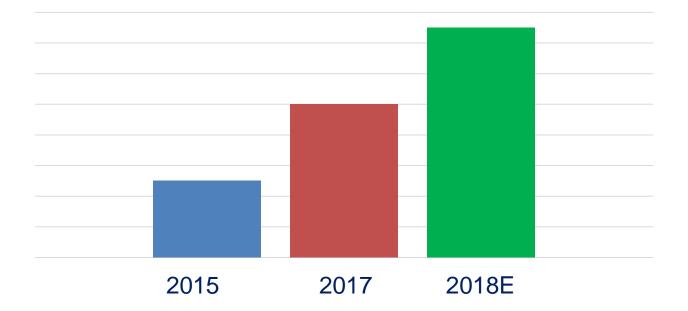
## % Non-Dairy Sales





## ...and an International Presence

## % International Sales



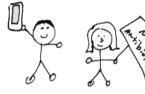


# Positioned for 5% Organic Growth

• Trusted brand



Aligned with consumers trend



• Multiple species





Global growth





# We Have 4 Operating Principles





# Key Gross Margin Growth Drivers





# Incentive Compensation Directly Linked to TSR

- 1. Bonuses tied 100% to business results
- Equity compensation is 100% stock options
- 3. Management required to be heavily invested in company stock





# All CHD Employees Focus on Gross Margin



# **GROSS MARGIN IS** OF ALL EMPLOYEES' ANNUAL BONUS.





# FINANCIALS

# Safe Harbor Statement

This presentation contains forward-looking statements, including, among others, statements relating to net sales and earnings growth; gross margin changes; trade and marketing spending; marketing expense as a percentage of net sales; sufficiency of cash flows from operations; earnings per share; the impact of new accounting pronouncements; cost savings programs; consumer demand and spending; the effects of competition; the effect of product mix; volume growth, including the effects of new product launches into new and existing categories; the impact of competitive laundry detergent products, including unit dose laundry detergent; the Company's hedge programs; the impact of foreign exchange and commodity price fluctuations; actual voluntary and expected cash contributions to pension plans; impairments and other charges including the pension settlement charge and asset impairment charges; the Company's investments in joint ventures; the impact of acquisitions and divestitures; capital expenditures; the Company's effective tax rate; the impact of the Tax Cuts and Jobs Acts; the impact of tax audits; tax changes and the lapse of applicable statutes of limitations; the effect of the credit environment on the Company's liquidity and capital resources; the Company's fixed rate debt; compliance with covenants under the Company's debt instruments; the Company's commercial paper program; the Company's current and anticipated future borrowing capacity to meet capital expenditure program costs; and the Company's share repurchase programs; payment of dividends; environmental and regulatory matters; and the availability and adequacy of raw materials, including trona reserves and the conversion of such reserves. These statements represent the intentions, plans, expectations and beliefs of the Company, and are based on assumptions that the Company believes are reasonable but may prove to be incorrect. In addition, these statements are subject to risks, uncertainties and other factors, many of which are outside the Company's control and could cause actual results to differ materially from such forwardlooking statements. Factors that could cause such differences include a decline in market growth, retailer distribution and consumer demand (as a result of, among other things, political, economic and marketplace conditions and events); unanticipated increases in raw material and energy prices; delays or other problems in manufacturing or distribution; adverse developments affecting the financial condition of major customers and suppliers; competition; changes in marketing and promotional spending; growth or declines in various product categories and the impact of customer actions in response to changes in consumer demand and the economy, including increasing shelf space of private label products; consumer and competitor reaction to, and customer acceptance of, new product introductions and features; the Company's ability to maintain product quality and characteristics at a level acceptable to our customers and consumers; disruptions in the banking system and financial markets; foreign currency exchange rate fluctuations; implications of the United Kingdom's withdrawal from the European Union; transition to, and shifting trade or economic policies in the United States; issues relating to the Company's information technology and controls; the impact of natural disasters on the Company and its customers and suppliers, including third party information technology service providers; the acquisition or divestiture of assets; the outcome of contingencies, including litigation, pending regulatory proceedings and environmental matters; and changes in the regulatory environment. For a description of additional factors that could cause actual results to differ materially from the forward looking statements, please see Item 1A "Risk Factors" in the Company's annual report on Form 10-K.

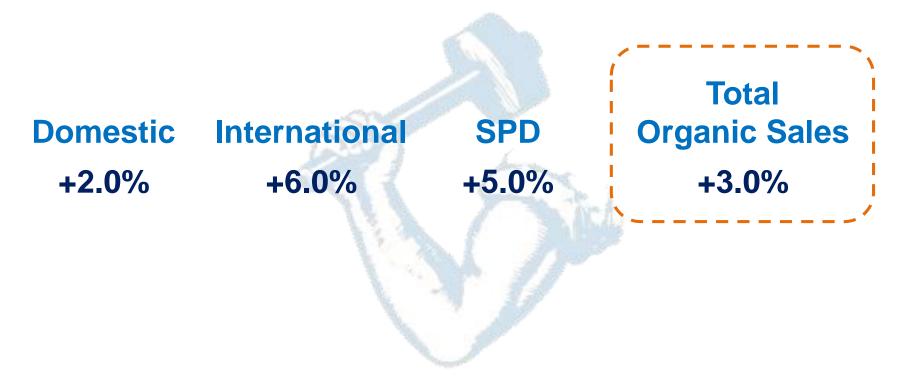
This presentation contains non-GAAP financial measures such as Adjusted Operating Margin, Free Cash Flow, Adjusted Free Cash Flow Conversion, Organic Net Sales, Adjusted SG&A, EBITDA, Adjusted EPS and Adjusted Gross Margin, Adjusted Gross Margin Expansion, Adjusted Effective Tax Rate, which differ from reported results using Generally Accepted Accounting Principles (GAAP). The most directly comparable GAAP financial measures and reconciliation to non-GAAP financial measures are set forth in the Appendix hereto and in the Company's filings with the Securities and Exchange Commission.



	TSR Model
Organic Net Sales Growth	+3.0%
Gross Margin	+25 bps
Marketing	FLAT
SG&A	-25 bps
Operating Margin Δ	+50 bps
EPS Growth	8%



## Evergreen Model – Organic Sales





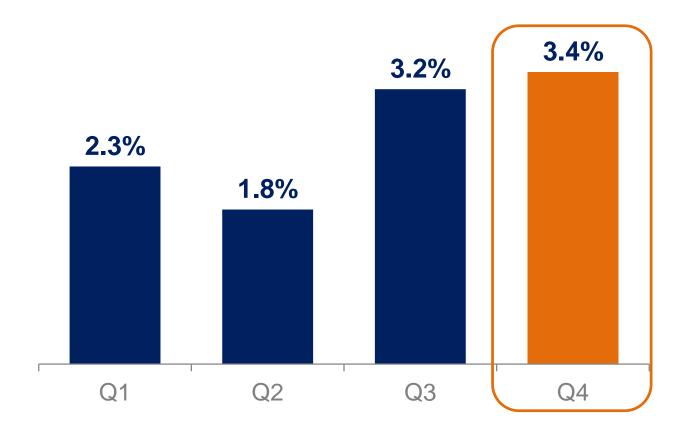
# Q4 2017 Highlights – Strong Finish

Organic sales growth	+3.4% - Domestic: 2.7% International: 5.8% SPD: 5.1%
Consumer organic	+3.2%
Adjusted gross margin	+50 bps
Adjusted operating margin	+90 bps
Adjusted EPS	+18.2% to \$0.52



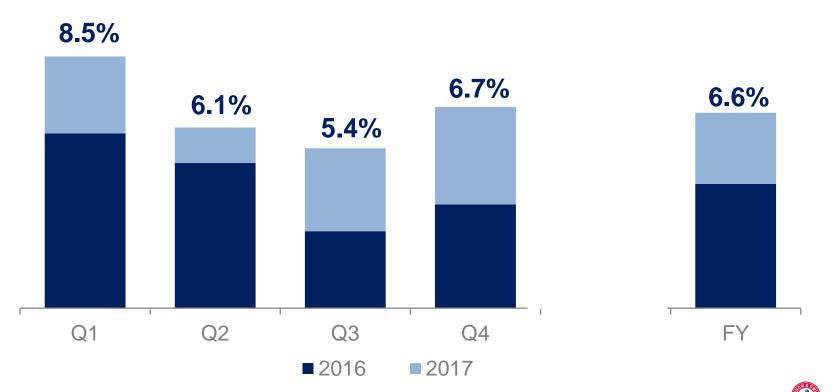
Organic sales, adjusted gross margin, adjusted operating margin, and adjusted EPS are non-GAAP measures. Please refer to the Appendix for a reconciliation to the most directly comparable GAAP measures.

# 2017 Quarterly Organic Sales





## 2 Year Stacked Quarterly Organic Sales – Global Consumer



Organic sales is a non-GAAP measure. Please refer to the Appendix for a reconciliation to net sales, the most directly comparable GAAP measure.

# Full Year 2017 Highlights

Organic sales growth	+2.7% - Domestic: 1.4% International: 7.8% SPD: 5.3%
Adjusted gross margin	+10 bps
Marketing %	-20 bps to 12.0%
Adjusted SG&A	+70 bps to 13.3%
Adjusted operating margin	-40 bps
Adjusted EPS	+9.6% to \$1.94
Free Cash Flow	\$637MM
Adjusted FCF Conversion	123%





# We are exiting 2017 with strong momentum.

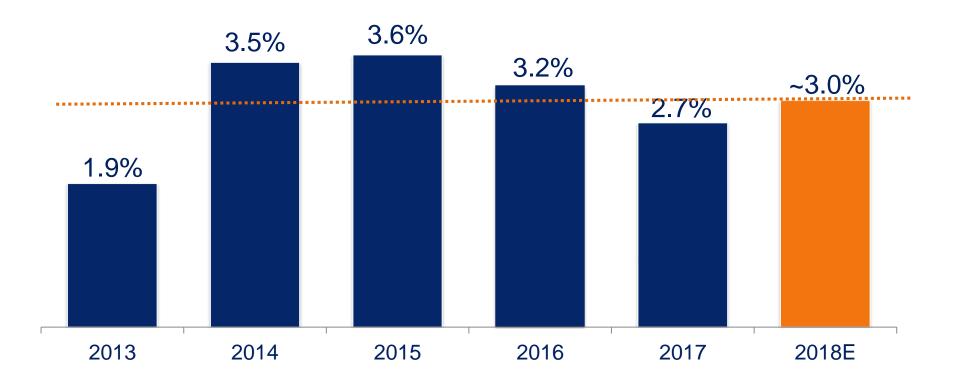
## 16% - 18% Adjusted EPS Growth in 2018

	2018 Outlook
Reported Sales	8%
Organic Sales	~3%
Adjusted Gross Margin	flat
Marketing	flat
SG&A	+
Adjusted Operating Margin	-
FY Other Expense	~(\$70MM)
Adjusted Effective Tax Rate	24% - 25%
Adjusted EPS	16% - 18%

Outlook as of February 5, 201

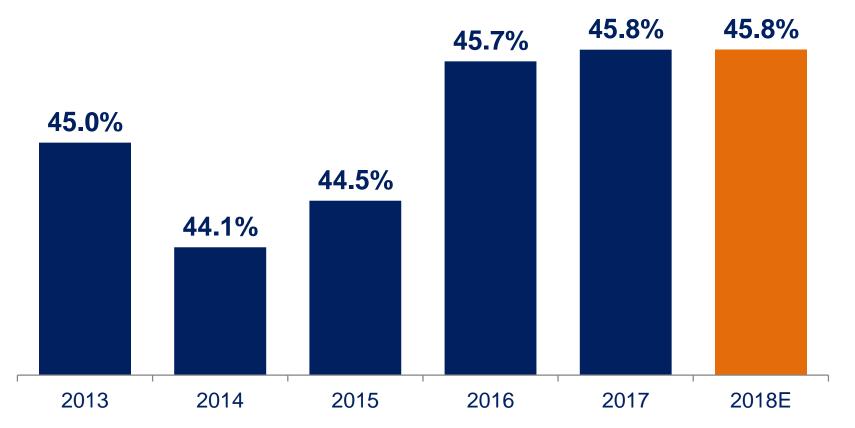


## CHD Consistent Solid Organic Sales Growth





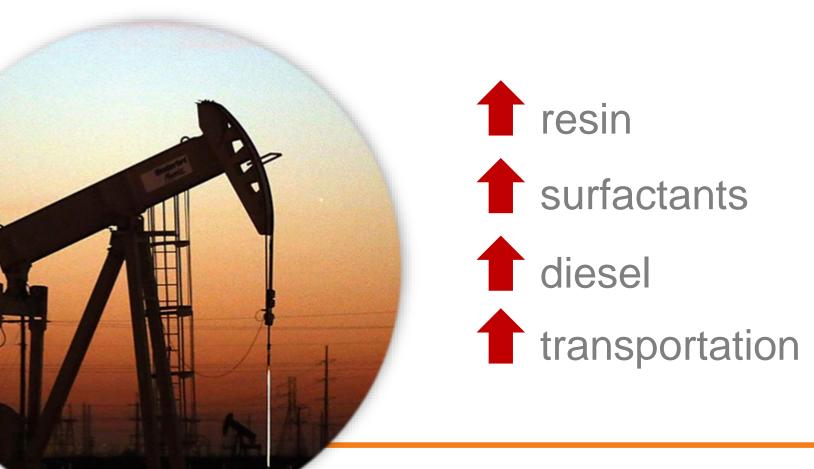
## Focus on Gross Margin



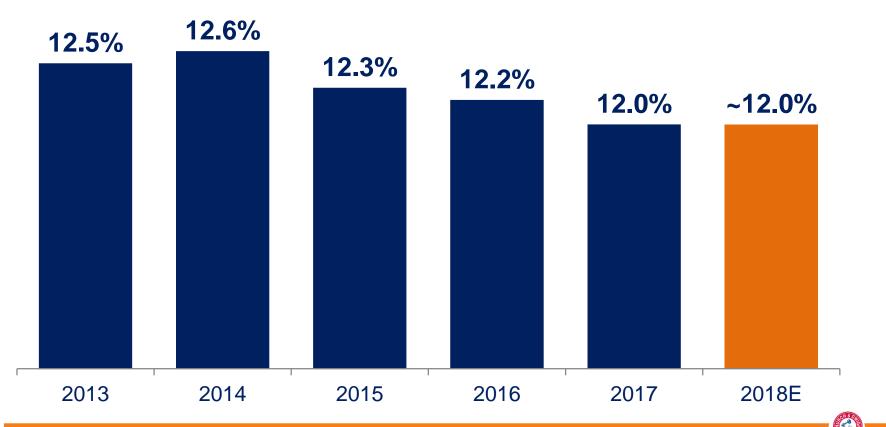


Note: Percentages are adjusted gross margin, a non GAAP measure. See appendix for adjustments to gross margin presented in accordance with GAAP.

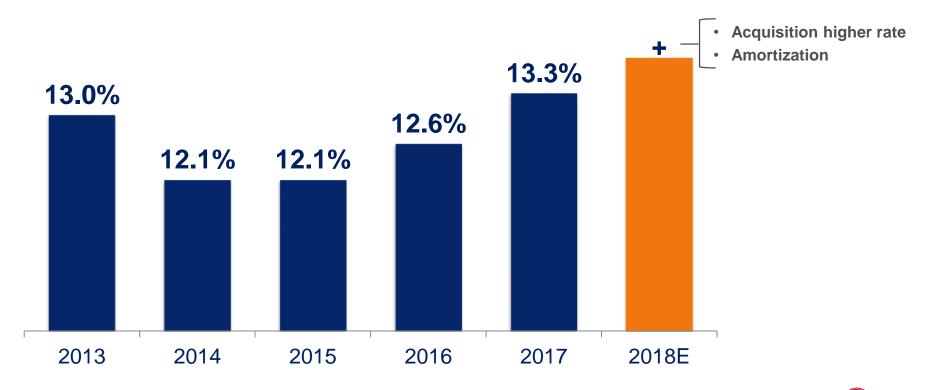
# **Commodities & Distribution Costs Continue to Rise**



# **Consistent Marketing Spend**



## Superior "SG&A" Management



Note: Adjusted SG&A is a non-GAAP measure. Refer to the Appendix for a reconciliation to the most comparable GAAP measures. Excludes Waterpik.



## "SG&A" Flat Excluding Acquisition Amortization



Note: Adjusted SG&A is a non-GAAP measure. Refer to the Appendix for a reconciliation to the most comparable GAAP measures. Excludes Waterpik.

## Consistent Strong Adjusted EPS Growth

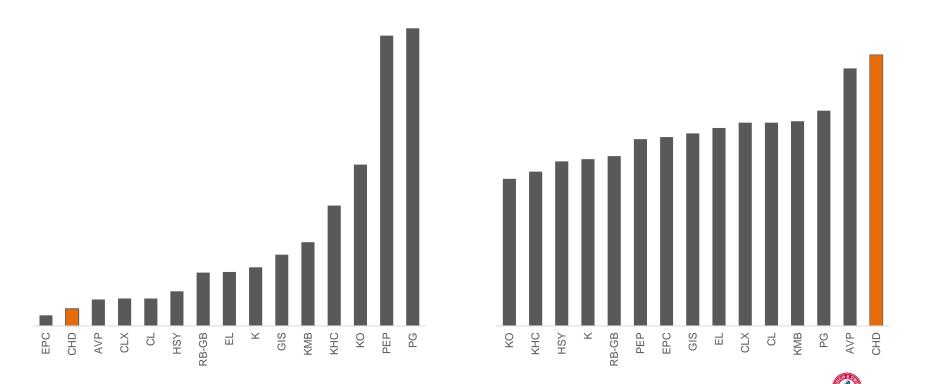




## **Cash Flow Generator**

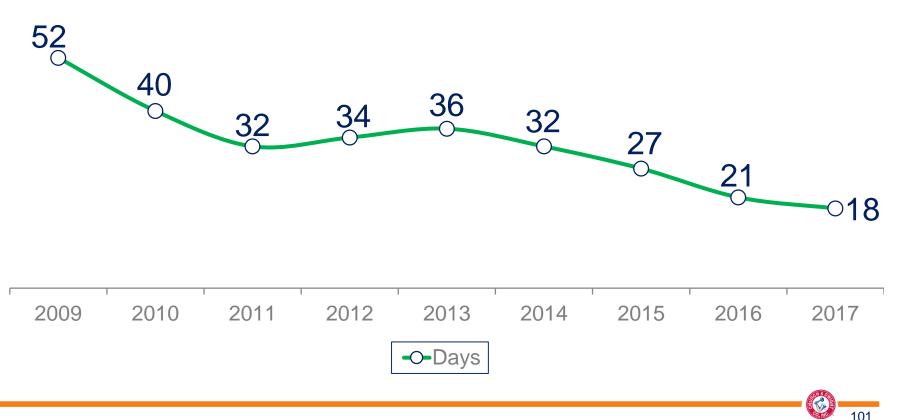
#### 2017 Revenue (\$)

### 2017 FCF Conversion (%)



# **Cash Conversion Cycle**

Tight Control of Working Capital Drives CCC Improvement.



## **Strong Balance Sheet**

## Total Debt/Bank EBITDA



Note: Total debt/EBITA is a non-GAAP measure. Refer to the Appendix for a reconciliation to the most comparable GAAP measures.

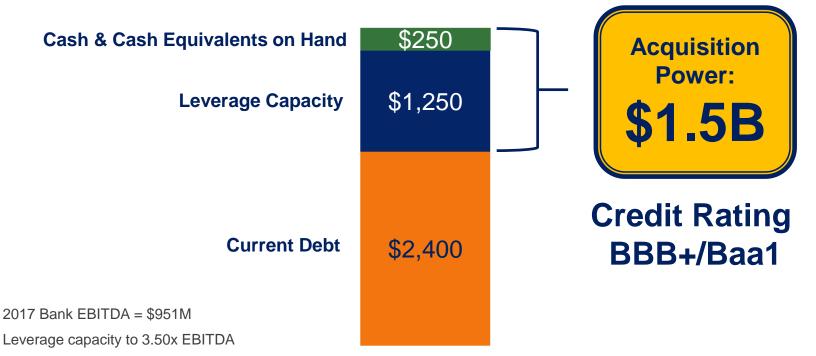
## **Prioritized Uses of Free Cash Flow**





# Significant Financial Capacity

As of December 31, 2017 (in \$millions)

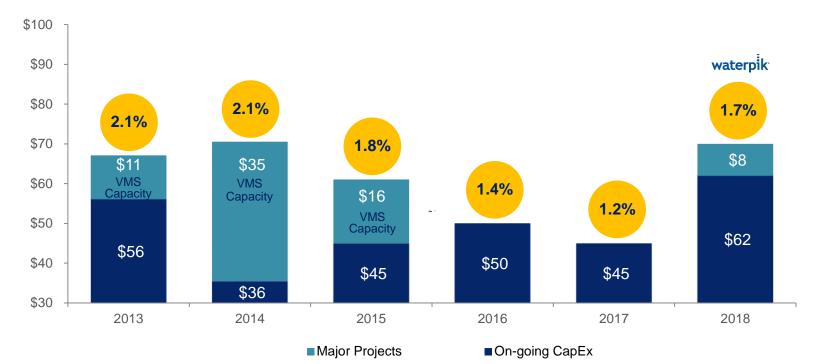


Example: Acquisition EBITDA multiple of 12x



## **Minimal Capital Investment**





## 14% Dividend Increase in 2018





# Reconciliations

www.churchdwight.com



#### Church & Dwight Co., Inc.'s Reconciliation of Non-GAAP Measures:

The following pages provide definitions of the non-GAAP measures used in this presentation and reconciliations of these non-GAAP measures to the most directly comparable GAAP measures. These non-GAAP financial measures should not be considered in isolation from or as a substitute for the comparable GAAP measures, but rather as supplemental information to more fully understand our business results. The following non-GAAP measures may not be the same as similar measures provided by other companies due to differences in methods of calculation and items and events being excluded.

The measures provided are (1) organic sales growth, (2) adjusted EPS, (3) adjusted SG&A and adjusted SG&A as a percentage of sales, (4) adjusted operating profit and margin, (5) free cash flow, (6) free cash flow as a percentage of net income, (7) EBITDA and EBITDA margin and (8) Total Debt to Bank EBITDA.

As described in more detail below, we believe these measures provide useful perspective of underlying business trends and results and provide a more comparable measure of year over year results.



### **Organic Sales Growth:**

The presentation provides information regarding organic sales growth, namely net sales growth excluding the effect of acquisitions, divestitures, the change in customer shipping arrangements, foreign exchange rate changes, the impact of an information systems upgrade, a discontinued product line and the change in the fiscal calendar for three foreign subsidiaries, from year-over-year comparisons.

Management believes that the presentation of organic sales growth is useful to investors because it enables them to assess, on a consistent basis, sales trends related to products that were marketed by the Company during the entirety of relevant periods excluding the change in customer shipping arrangements and the SAP Conversion, without the effect of the change in the fiscal calendar and foreign exchange rate changes that are out of the control of, and do not reflect the performance of, management.



# **Adjusted Gross Profit and Gross Profit Margin**

This presentation discloses the Company's Gross Profit and Gross Profit Margin. Adjusted Gross Profit and Gross Profit Margin, as used in this presentation, is defined as gross profit excluding significant one-time items that is not indicative of the Company's period to period performance. We believe that this metric further enhances investors' understanding of the Company's year over year gross profit and gross profit margin, excluding certain significant one-time items. These excluded item is as follows:

2016: Excludes the impact of a plant impairment charge of \$4.9 million (pre and post-tax) at the Company's Brazilian subsidiary

2017: Excludes the impact of a charge of \$1.3 million relating to the sale of the Company's chemical business in Brazil



# Adjusted EPS:

This presentation discloses reported EPS excluding the following, namely, earnings per share calculated in accordance with GAAP adjusted to exclude significant one-time items that are not indicative of the Company's period to period performance. We believe that this metric provides investors a useful perspective of underlying business trends and results and provides useful supplemental information regarding our year over year earnings per share growth. The excluded items are as follows:

- 2015: Excludes the impact of the settlement of a foreign pension plan of \$8.9 million (\$6.6 post tax) and the pre and post tax Natronx Impairment charge of \$17 million.
- 2016: Excludes the impact of a plant impairment charge of \$4.9 million at the Company's Brazilian subsidiary.
- 2017: Excludes a (\$0.12 per share) charge associated with the settlement of a foreign pension plan, a (\$0.01 per share) charge associated with the sale of the Company's chemical business in Brazil, a tax benefit of \$0.03 per share from a prior year joint venture impairment charge and a one time tax benefit (non-cash) of \$1.06 per share to adjust deferred tax accounts and reflect deemed repatriation of foreign subsidiary earnings as a result of the Tax Cuts and Jobs Act (TCJA)



# Adjusted SG&A:

This presentation discloses the Company's SG&A expenses as a percent of net sales. Adjusted SG&A, as used in this presentation, is defined as selling, general and administrative expenses excluding significant one-time items that is not indicative of the Company's period to period performance. We believe that this metric further enhances investors' understanding of the Company's year over year expenses, excluding certain significant one-time items. These excluded items are as follows:

- 2015: Excludes the impact of the settlement of a foreign pension plan of \$8.9 million (\$6.6 post tax).
- 2017: Excludes the impact of the settlement of a foreign pension plan of \$39.2 million (\$31.5 post tax), and a charge of \$2.2 million relating to the sale of the Company's chemical business in Brazil



# **Adjusted Operating Profit and Margin:**

The presentation discloses Operating Income and margin (a GAAP measure) and Adjusted Operating Income and margin (a non-GAAP measure) which excludes significant one time items. We believe that excluding the significant one-time items provides a useful measure of the Company's ongoing operating performance growth. These items are:

- 2015 Excludes the impact of the settlement of a foreign pension plan of \$8.9 million (\$6.6 post tax).
- 2016 Excludes the impact of a plant impairment charge of \$4.9 million at the Company's Brazilian subsidiary.
- 2017 Excludes the impact of the settlement of a foreign pension plan of \$39.2 million (\$31.5 post tax), the impact of a \$3.5 million charge relating to the sale of the Company's chemical business in Brazil



#### Free Cash Flow:

Free cash flow (a non-GAAP measure) is defined as cash from operating activities (a GAAP measure) less capital expenditures (a GAAP measure). Management views free cash flow as an important measure because it is one factor in determining the amount of cash available for dividends and discretionary investment.

# Free Cash Flow as Percent of Net Income:

Free cash flow as percent of net income is defined as the ratio of free cash flow to net income. Management views this as a measure of how effective the Company manages its cash flow relating to working capital and capital expenditures.



# **Total Debt to Bank EBITDA:**

Total Debt to Bank EBITDA is a ratio used in our debt agreements. Bank EBITDA (a non-GAAP measure) is a form of adjusted EBITDA, and represents earnings from Income (a GAAP measure), excluding interest income, interest expense, and before income taxes, depreciation, and amortization (EBITDA) and certain other adjustments per the Company's Credit Agreement.

Total Debt is defined as short and long term debt as defined by GAAP, plus items that are classified as debt by the Company's credit agreement. These items include Letters of Credit, Capital and Synthetic Lease Obligations, and certain Guarantees.

Management believes the presentation of Total Debt to Bank EBITDA provides additional useful information to investors about liquidity and our ability to service existing debt.



					System	Calendar/	Shipping	
Year	Reported	FX	Acq/Div	Disc. Ops.	Upgrade	Other	Terms	Organic
2017	8.1%	0.0%	-5.4%	0.0%	0.0%	0.0%	0.0%	2.7%
2016	2.9%	1.2%	-0.9%	0.0%	0.0%	0.0%	0.0%	3.2%
2015	2.9%	2.7%	-2.0%	0.0%	0.0%	0.0%	0.0%	3.6%
2014	3.2%	0.5%	-0.2%	0.0%	0.0%	0.0%	0.0%	3.5%
2013	9.3%	0.5%	-7.6%	0.0%	-0.3%	0.0%	0.0%	1.9%



# Reported & Adjusted Non Gaap Reconciliations

		2017	2016	2015
Adjusted Crees Marsin Deservation				
Adjusted Gross Margin Reconciliation Gross margin Reported		45.8%	45.5%	
Brazil Charge		45.8% 0.0%	45.5%	
Gross Margin - Adjusted (non-gaap)		45.8%	<u> </u>	
Gross margin Aujusted (non gaup)		43.070	43.770	
Adjusted SG&A Reconciliation				
SG&A - Reported		14.4%		12.4%
Pension Settlement Charge		-1.0%		-0.3%
Brazil Charge		-0.1%		0.0%
SG&A Adjusted (non-gaap)		13.3%	_	12.1%
			-	
Adjusted Operating Profit Margin Reconciliation				
Operating Profit Margin - Reported		19.4%	20.7%	19.9%
Pension Settlement Charge		1.0%	0.0%	0.3%
Brazil Charge		0.1%	0.2%	0.0%
Operating Profit Margin - Adjusted (non-gaap)		20.5%	20.9%	20.1%
Adjusted EPS Reconciliation				
EPS - Reported	\$	2.90	-	\$ 1.54
Pension Settlement Charge	\$	0.12		\$ -
Brazil Charge	\$	0.01		\$ 0.02
Joint Venture Impairment Tax Benefit	\$	(0.03)		\$ -
Natronx Charge	\$	-		\$ 0.06
U.S. TCIA Tax Reform	\$	(1.06)		\$-
EPS - Adjusted (non-gaap)	\$	1.94	\$ 1.77	\$ 1.62



# Church & Dwight Co., Inc. and Subsidiaries SG&A less Amortization Expense Reconciliation

	2017	2016	2015	2014	2013	2012
SG&A as % of Net Sales - Reported	14.4%	12.6%	12.4%	12.0%	13.0%	13.3%
Pension Settlement Charge	-1.0%	0.0%	-0.3%	0.0%	0.0%	0.0%
Brazil Charge	-0.1%					
Amortization Expense	-1.7%	-1.3%	-1.2%	-1.0%	-0.9%	-0.9%
SG&A as % of Net Sales - Adjusted (non-gaap)	11.6%	11.3%	10.9%	11.0%	12.1%	12.4%



Church & Dwight Co., Inc Total Debt to Bank EBITDA Reconciliation (\$ in millions)

		2017		2016		2015		2014		2013		2012
Total Debt as Presented (1) Other Debt per Covenant (2)	\$	2,374.3 59.2	\$	1,120.1 75.1	\$	1,050.0 83.5	\$	1,086.6 88.0	\$	797.3 90.3	\$	895.6 79.1
Total Debt per Credit Agreement	\$	2,433.5	\$	1,195.2	\$	1,133.5	\$	1,174.6	\$	887.6	\$	974.7
Net Cash from Operations Interest Paid	\$	681.5 33.3	\$	655.3 25.6	\$	606.1 29.0	\$	540.3 25.7	\$	499.6 26.4	\$	523.6 9.7
Current Tax Provision		186.9		222.0		201.0		198.3		192.3		179.5
Excess Tax Benefits on Option Exercises		42.1		30.0		15.8		18.5		13.1		14.6
Change in Working Capital and other Liabilities		(42.9)		(75.7)		(38.6)		(13.5)		16.1		(75.4)
Adjustments for Significant Acquisitions/Dispositions (net)		50.2		-		-		-		-		46.8
Adjusted EBITDA (per Credit Agreement)	\$	951.1	\$	857.2	\$	813.3	\$	769.3	\$	747.5	\$	698.8
Ratio		2.6		1.4		1.4		1.5		1.2		1.4

#### Notes:

(1)Net of Deferred Financing Costs per ASC 2015-03, "Simplifying the Presentation of Debt Issuance Costs"

(2) Includes Letters of Credit, Capital and Synthetic Lease Obligations, and certain Guarantees.

