



# Annual Meeting of Stockholders

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October 6, 2022

**RPM**  
LISTED  
**NYSE**

# Forward-Looking Statements & Regulation G

This presentation contains “forward-looking statements” relating to our business. These forward-looking statements, or other statements made by us, are made based on our expectations and beliefs concerning future events impacting us and are subject to uncertainties and factors (including those specified below), which are difficult to predict and, in many instances, are beyond our control. As a result, our actual results could differ materially from those expressed in or implied by any such forward-looking statements. These uncertainties and factors include (a) global markets and general economic conditions, including uncertainties surrounding the volatility in financial markets, the availability of capital, and the viability of banks and other financial institutions; (b) the prices, supply and availability of raw materials, including assorted pigments, resins, solvents, and other natural gas-and oil-based materials; packaging, including plastic and metal containers; and transportation services, including fuel surcharges; (c) continued growth in demand for our products; (d) legal, environmental and litigation risks inherent in our construction and chemicals businesses and risks related to the adequacy of our insurance coverage for such matters; (e) the effect of changes in interest rates ; (f) the effect of fluctuations in currency exchange rates upon our foreign operations; (g) the effect of non-currency risks of investing in and conducting operations in foreign countries, including those relating to domestic and international political, social, economic and regulatory factors; (h) risks and uncertainties associated with our ongoing acquisition and divestiture activities; (i) the timing of and the realization of anticipated cost savings from restructuring initiatives and the ability to identify additional cost savings opportunities; (j) risks related to the adequacy of our contingent liability reserves; (k) risks relating to the Covid pandemic; (l) risks related to adverse weather conditions or the impacts of climate change and natural disasters; (m) risks relating to the Russian invasion of Ukraine and other wars; (n) risks related to data breaches and data privacy violations; and (o) other risks detailed in our filings with the Securities and Exchange Commission, including the risk factors set forth in our Annual Report on Form 10-K for the year ended May 31, 2022, as the same may be updated from time to time. We do not undertake any obligation to publicly update or revise any forward-looking statements to reflect future events, information or circumstances that arise after the date of this presentation.

This presentation includes certain company data that do not directly conform to generally accepted accounting principles, or GAAP, and certain company data that has been restated for improved clarity, understanding and comparability, or pro forma. All non-GAAP data in this presentation are indicated by footnote. Tables reconciling such data with GAAP measures are available through our website, [www.rpminc.com](http://www.rpminc.com) under Investor Information/Presentations.

# RPM At a Glance



## QUICK FACTS

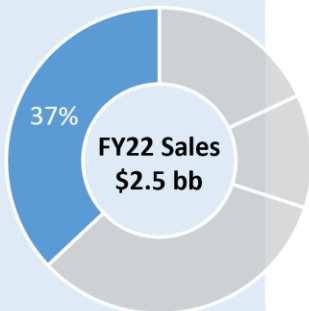
A world leader in specialty coatings, sealants, building materials and related services.

### MANUFACTURING FACILITIES IN 26 COUNTRIES



FOUNDED:	1947
HEADQUARTERS:	Medina, OH
STOCK LISTING:	NYSE (Symbol: RPM)
FISCAL 2022 SALES:	\$6.7 Billion
SALES LOCATIONS:	162 countries and territories
EMPLOYEES:	16,800

# Operating Groups Drive Growth & Efficiency Through Four Reportable Segments



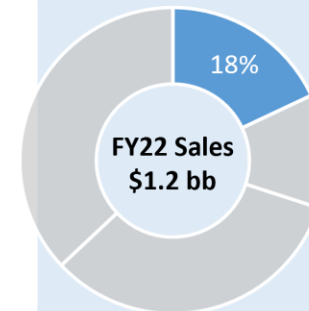
## CONSTRUCTION PRODUCTS GROUP

Create and drive unique solutions for the construction, restoration and maintenance of the building envelope



## PERFORMANCE COATINGS GROUP

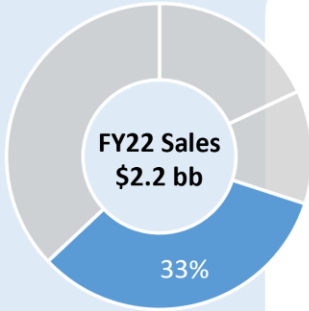
Protecting, decorating and extending the useful life of steel and concrete in industry + infrastructure



**RPM**  
FY22 SALES:  
\$6.7 BILLION

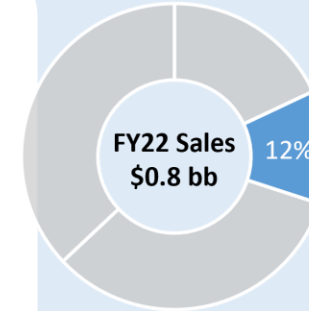
## CONSUMER GROUP

Create, innovate and lead consumer product category platforms



## SPECIALTY PRODUCTS GROUP

Best home for entrepreneurial companies and incubator of new market platforms



## THE POWER OF RPM

Entrepreneurial Approach to Customers with Leading Brands Driving Innovation and Growth Center-Led in Operations and Administration, Driving Efficiency and Continuous Improvement Value of 168: Transparency, Trust & Respect + Connections Creating Value

# Momentum Accelerated in Fiscal 2022

## FINANCIAL HIGHLIGHTS

**\$6.71B**

RECORD SALES  
+9.8%

**\$256.9M**

RETURNED TO  
SHAREHOLDERS  
through Dividends and  
Share Repurchases in  
fiscal 2022.

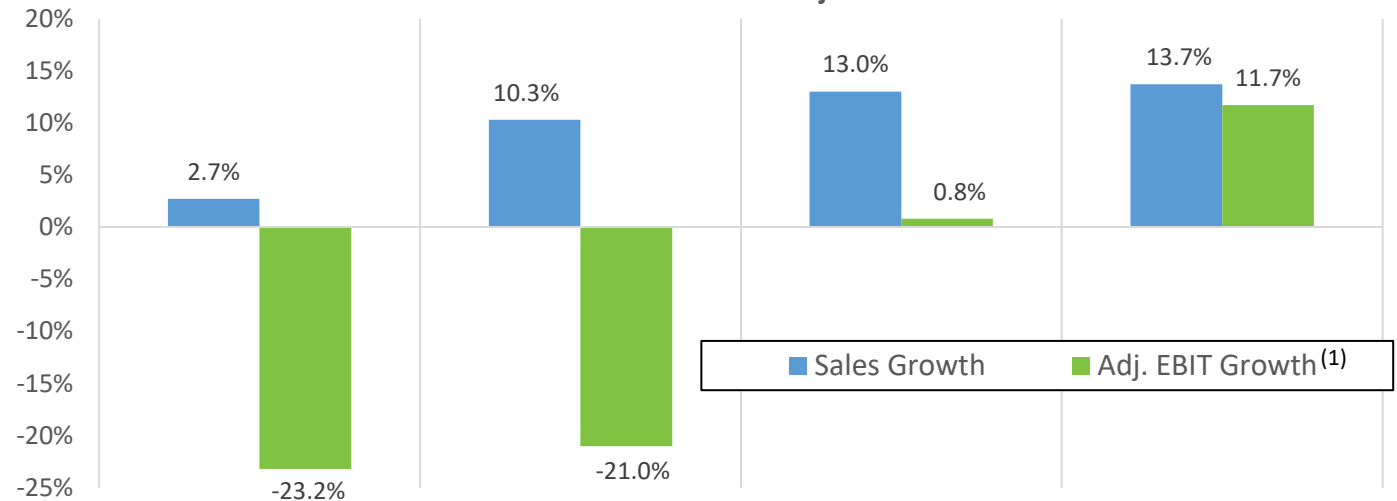
**\$702.3M**

EBIT  
-1.0%

**\$708.4M**

ADJUSTED EBIT  
-9.7%

Fiscal 2022 Consolidated Sales and Adjusted EBIT Growth

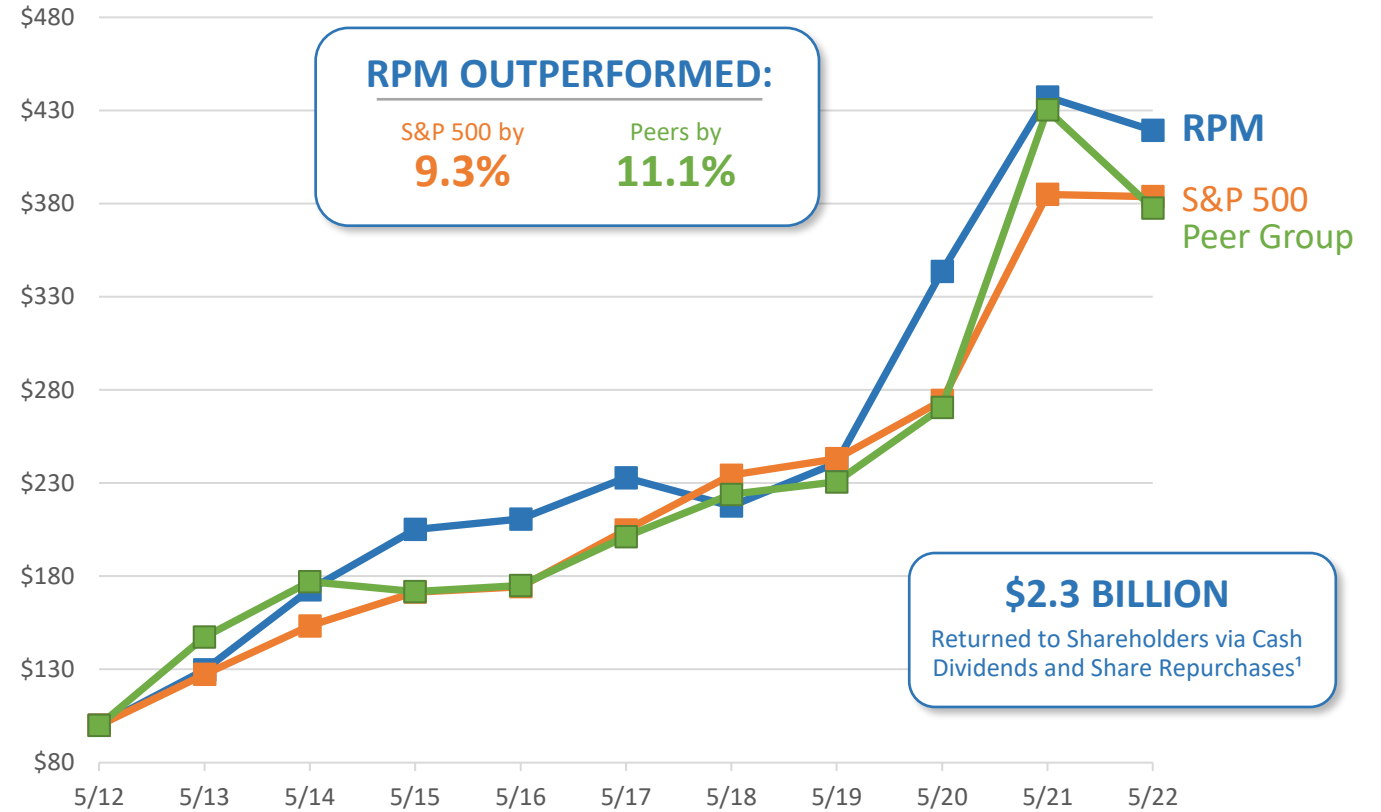
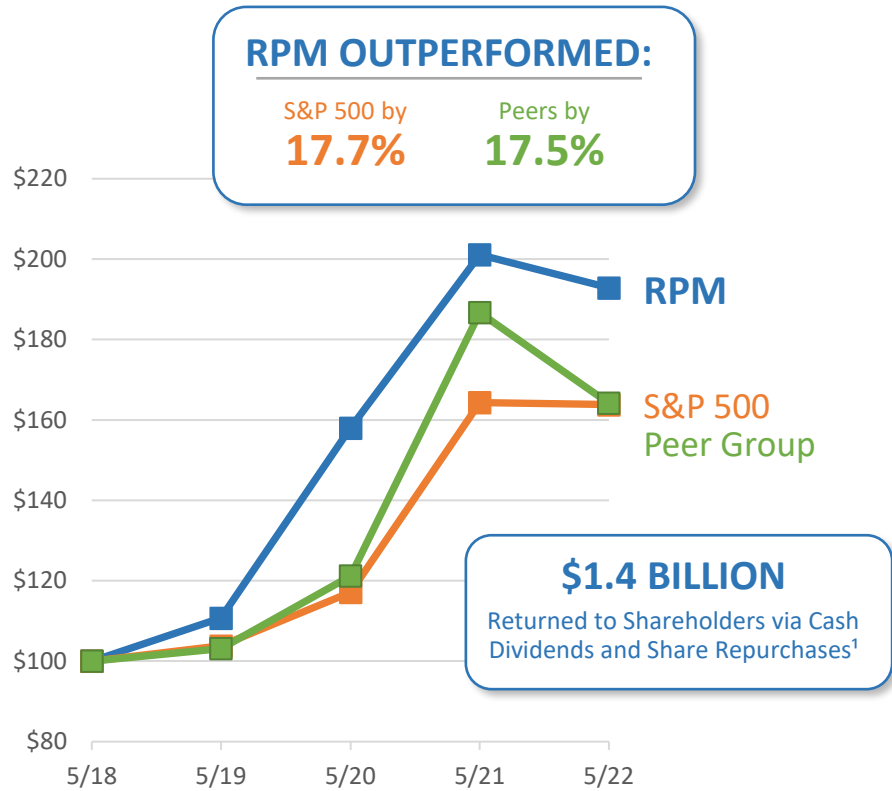


	1Q22	2Q22	3Q22	4Q22
<b>Record Sales</b>	✓	✓	✓	✓
<b>Record Adjusted EBIT</b>			✓	✓
<b>Challenges and Responses</b>	<ul style="list-style-type: none"> <li>Key resin supplier plant explosion (4Q21)</li> <li>Chip shortage hinders restoration equipment production</li> <li>Reformulate products for material shortages</li> </ul>	<ul style="list-style-type: none"> <li>Acquired production facility (Sep)</li> <li>Reconfigured products for new chips (Oct)</li> <li>Begin manufacturing alkyd resins (Nov)</li> </ul>	<ul style="list-style-type: none"> <li>New chips arrive and products begin to ship (Jan/Feb)</li> <li>Reformulate products for material shortages</li> </ul>	<ul style="list-style-type: none"> <li>Reformulate products for material shortages</li> </ul>

(1) Adjusted EBIT Growth is a non-GAAP financial measure. Refer to Appendix for reconciliations between GAAP and non-GAAP measures.

# RPM Total Return Performance

## Comparison of Cumulative Total Return vs. S&P 500 and a Customized Peer Group



Since Start of MAP to Growth Program:  
FY19 – FY22

10-Year:  
FY13 – FY22

(1) Includes \$205M cash settlement of convertible debt

The graphs above compare the cumulative four- and ten-year total return provided to stockholders on RPM International Inc.'s common stock relative to the cumulative total returns of the S&P 500 Index and a customized peer group. An investment of \$100 (with reinvestment of all dividends) is assumed to have been made in RPM common stock, the peer group, and the index on 5/31/2012 and 5/31/2018 and their relative performance is tracked through 5/31/2022. Peer Group companies include: Akzo Nobel N.V., Axalta Coating Systems Ltd., Carlisle Companies Inc., H.B. Fuller Company, Masco Corporation, PPG Industries, Inc., The Sherwin-Williams Company and Sika AG.

# Sustainability Report – Released in August of 2022



Dear Stakeholders,

Sustainability is fundamental to who we are at RPM. We provide a portfolio of products designed to protect, restore and extend the useful life of buildings, equipment and other items the world relies on every day.

As RPM celebrates 75 years in business, we reflect on our track record of delivering a positive impact in our communities and for our stakeholders. While we are proud of the work achieved to live The Value of 168 commitment by our operating companies and associates to be good corporate stewards in everything we do – we recognize our work is only getting started.

**Building a Better World** is RPM's ongoing commitment to building a sustainable future across three pillars: **Our Products, Our People and Our Processes**. This commitment is supported by a foundation of corporate governance and ethical practices that emphasizes our company's core values of transparency, trust and respect.

In recent years, RPM has doubled down on our commitment by implementing new data-driven systems and processes across our decentralized operating companies. Our initiatives prioritize the areas where we can make the biggest impact as stewards of the built and natural environment. For example, this includes reducing waste-to-landfill from our facilities, recruiting diverse candidates, and supporting our associates' growth and development.

On behalf of RPM and our associates, we thank you for sharing in our commitment to building a better world, together.

Yours very truly,

Frank C. Sullivan  
Chairman and CEO  
RPM International Inc.

August 22, 2022

# Significant Sustainability Gains Achieved to Date

## Environmental Sustainability Impact of Map to Growth MS-168 – 2015-2021<sup>1</sup>

	2015 <sup>2</sup>	2021 <sup>3</sup>	Approx. % Change
<b>Tons (US) of Production</b>	1,100,000	1,400,000	30%
<b>kWh per Ton of Production</b>	790	533	-35%
<b>Greenhouse Gas Emissions per Ton of Production (lbs.)</b>	460	269	-40%
<b>Waste (lbs. not including Recycled) per Ton of Production</b>	99	60	-40%
<b>Water (gallons) per Ton of Production</b>	190	79	-60%
<b>Hazardous Waste (lbs.) per Ton of Production</b>	20	18	-10%
<b>Non-Hazardous Waste (lbs.) per Ton of Production</b>	23	15	-35%
<b>Waste to Landfill (lbs.) per Ton of Production</b>	55	26	-55%
<b>Recycled (lbs.) per Ton of Production</b>	20	72	260%

[1] Assumptions and estimation methodology used for 2015 differs from the calculation and estimation methodology used for 2021 given the limited data available for 2015.

[2] 2015 energy and emissions information include only facilities; waste and water information includes only manufacturing and production facilities; to address information availability, 2015 calculations include a significant amount of assumptions and estimations, which may vary materially from actual.

[3] 2021 energy and emissions data include only facilities worldwide; waste and water data includes only manufacturing and production locations worldwide; calculations include assumptions and estimates, which may vary from actual.

- Through our Map to Growth Program, we have:

- Consolidated locations
- Become more operationally efficient
- Significantly reduced greenhouse gas emissions and energy, waste and water use.

- Although data from 2015 is limited, we believe that, on a per ton of production basis, our approximate reductions through 2021 were:

- Greenhouse gas emissions by ~40%
- Energy usage by ~35%
- Waste by ~40%.



# Where We Are Now: 2025 Sustainability Goals



Reduce our Scope 1 and 2 greenhouse gas (GHG) emissions from our facilities by 20% per ton of production and energy consumed in our facilities by 10% per ton of production.



Reduce our waste to landfill by 10% and increase recycling by 20% per ton of production from our facilities.



Identify and implement additional opportunities for water reuse and conservation and collaborate with suppliers to do the same.

# MAP to Growth Successfully Completed May 31, 2021

## Cost Saving Target Exceeded by \$30 Million

### Center-Led Manufacturing



- Launched MS-168 manufacturing system
- Reduced manufacturing footprint by 31 facilities
- Consolidated production to more strategically advantageous plants
- Created culture of manufacturing excellence and continuous improvement

### Center-Led Procurement



- Consolidated material spending across the business
- Established longer-term supply contracts
- Improved payment terms with suppliers
- Better positioned RPM to weather raw material supply shortages

### Center-Led Administration

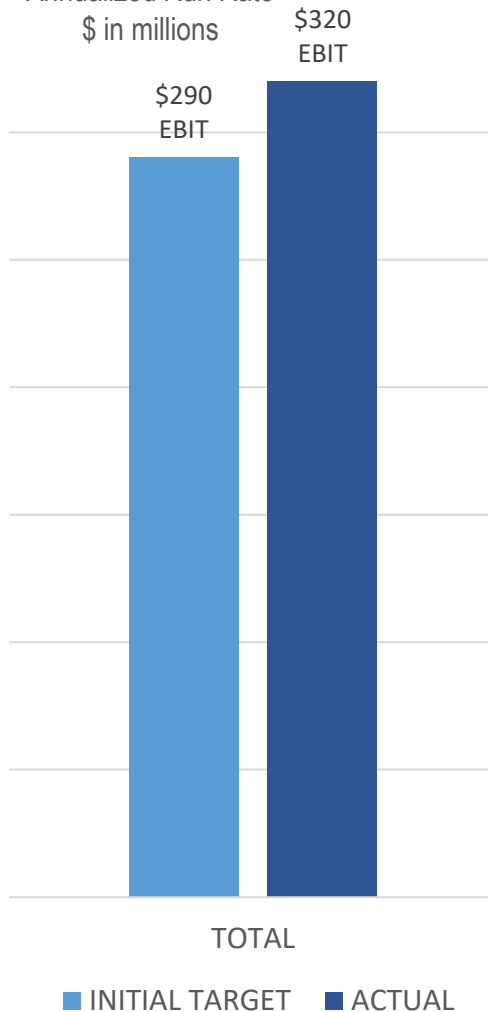


- Consolidated 46 accounting locations
- Improved accounting controls and processes
- Migrated 75% of organization to one of four group-level ERP platforms
- Shifted systems and hardware to cloud to reduce number of data centers

### MAP to Growth

Annualized Run Rate

\$ in millions



MAP 2025 is a new plan with the goal of driving even more efficiencies across RPM. Details to be announced in October 2022.

### GOALS

- \$8.5 bb in Revenue
- 42% Gross Margins
- 16% Adjusted EBIT margin

# Fiscal 2023 First-Quarter Financial Results | Consolidated

## Record sales and adjusted EBIT achieved

(\$ in millions, except per share amounts)	Q1 2023	Q1 2022	% Change
Sales	\$1,932	\$1,650	+17.1%
EBIT <sup>1</sup>	\$255	\$197	+29.8%
Adjusted EBIT <sup>1</sup>	\$275	\$207	+33.1%
Adjusted EBIT Margin <sup>1</sup>	14.2%	12.5%	+170 bps
Net Income	\$169	\$135	+25.6%
Diluted EPS	\$1.31	\$1.04	+26.0%
Adjusted Diluted EPS <sup>1</sup>	\$1.47	\$1.08	+36.1%

(1) EBIT, Adjusted EBIT, Adjusted EBIT Margin and Adjusted Diluted EPS are non-GAAP financial measures. Refer to Appendix for reconciliations between GAAP and non-GAAP measures.

### HIGHLIGHTS

- Sales driven by improved material availability from insourcing and qualifying new suppliers as well as pricing management
- Solid demand in U.S.; strength in emerging markets; Europe soft
- Strong adjusted EBIT growth and margin expansion driven by \$30 million of MAP 2025 operational efficiencies enhanced by material availability

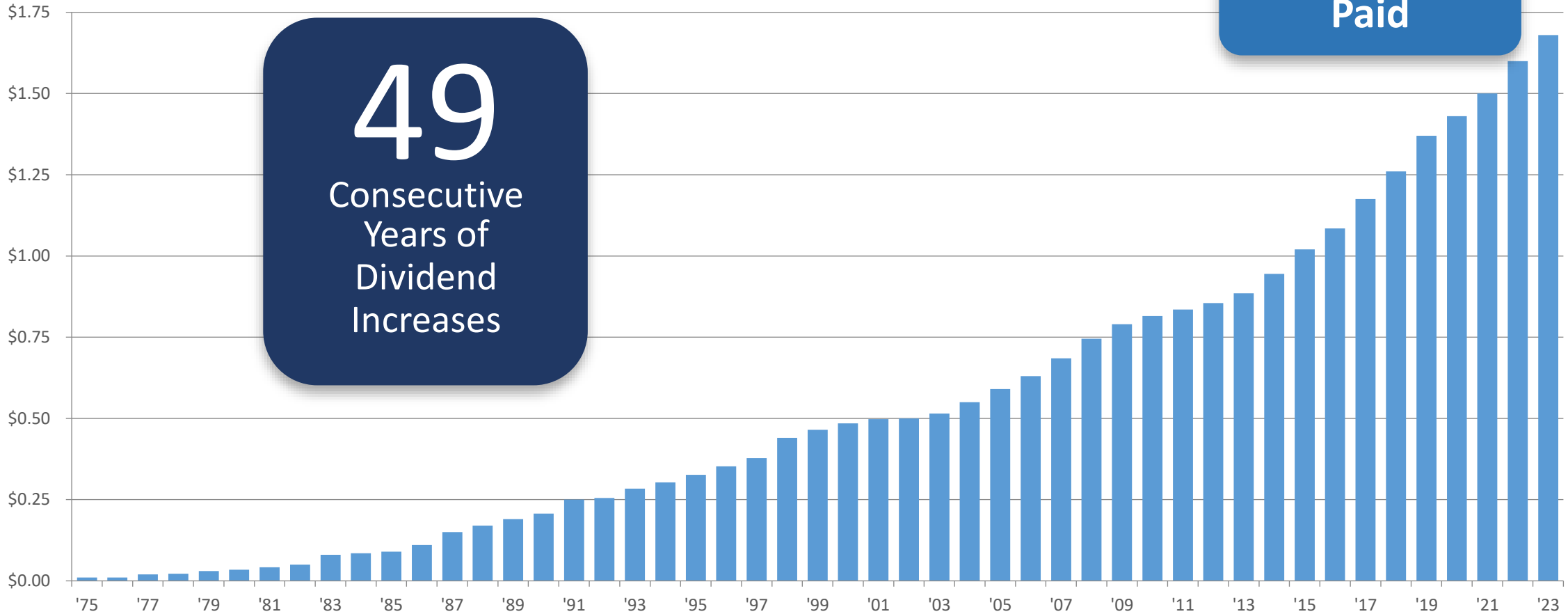
### SECOND-QUARTER OUTLOOK

- Sales up 9% to 12%
- Adjusted EBIT up 30% to 40%

# Delivering Value to Shareholders

Only 41 publicly traded U.S. companies have an equal or better record\*

**\$3.0+ billion  
Paid**



October 2022: RPM increases annual cash dividend by 5% to \$1.68 per share

\*Source: Dividend Radar

# Thank You for Your Investment in RPM



## *The Value of* **168<sup>®</sup>**

*“Hire the best people you can find.  
Create an atmosphere  
that will keep them.  
Then let them do their jobs.”*

*Frank C. Sullivan, 1947*

The logo for RPM, consisting of the letters 'R', 'P', and 'M' in a bold, dark blue, sans-serif font. The 'R' and 'P' are connected at the bottom, and the 'M' is positioned to the right of the 'P'.

**RPM**

The text 'Reconciliation of Non-GAAP to GAAP Measures' in a white, sans-serif font, positioned on a blue background. The background is split into a light blue triangle on the left and a dark blue triangle on the right, separated by a diagonal orange line.

**Reconciliation of  
Non-GAAP to  
GAAP Measures**

# Non-GAAP Financial Measures

The following are the non-GAAP financial measures used in this presentation:

**\*Interest (Income) Expense, Net** includes the combination of interest (income) expense and investment (income) expense, net.

**\*\*EBIT** is defined as earnings (loss) before interest and taxes. Management uses EBIT, as defined, as a measure of operating performance, since interest (income) expense, net, essentially relates to corporate functions, as opposed to segment operations.

**\*\*\*Adjusted EBIT** is defined as earnings (loss) before interest and taxes, adjusted for items that management does not consider to be indicative of ongoing operations. Management uses Adjusted EBIT, as defined, as a measure of operating performance, since interest expense, net, essentially relates to corporate functions, as opposed to segment operations. Tables reconciling this non-GAAP data with GAAP measures are available in the appendix of this presentation.

# Adjustment Details – FY22

- a) Charges recorded in Cost of Goods Sold related to inventory write-offs in connection with restructuring activities, partially offset by subsequent recoveries and revisions of accrual estimates.
- b) Reflects restructuring charges, including headcount reductions, closures of facilities and related costs, and accelerated vesting of equity awards, all in relation to our Margin Acceleration Plan (“MAP to Growth”) and other cost-savings related initiatives.
- c) Accelerated costs, including depreciation and amortization expense related to the shortened useful lives of facilities, equipment, and ERP systems that are currently in use, but are in the process of being retired associated with various MAP to Growth initiatives including facility closures, exiting a business, and ERP consolidation.
- d) Reflects write-offs and subsequent collections of amounts previously written off to our allowance for doubtful accounts as a result of a change in market and leadership strategy.
- e) Includes implementation costs associated with our ERP consolidation plan and decision support tools.
- f) Comprises professional fees incurred in connection with our MAP to Growth and other strategic initiatives.
- g) Acquisition costs reflect amounts included in gross profit for inventory step-ups and reserve adjustments associated with completed acquisitions and third-party consulting fees incurred in evaluating potential acquisition targets.
- h) Reflects unusual compensation costs that resulted from executive departures related to our MAP to Growth, including stock and deferred compensation plan arrangements, offset by subsequent revisions of accrual estimates.
- i) Reflects unusual compensation costs, net of insurance proceeds that resulted from executive departures unrelated to our MAP to Growth.
- j) Reflects gains upon divestiture of a business.
- k) Reflects prepaid asset and inventory write-off related to the discontinuation of a product line targeting OEM markets and subsequent recoveries of previously recorded charges related to the discontinuation of a product line. This resulted from ongoing product line rationalization efforts in connection with our MAP to Growth.
- l) Reflects the favorable adjustment as a result of the resolution of a contingent liability related to a FY18 charge to exit our Flowcrete business in China.
- m) Reflects charges related to the Final Judgement entered by the court, resolving our legacy “SEC Investigation & Enforcement Action.”
- n) Reflects the net gain associated with the sale and leaseback of certain real property assets within our CPG and SPG segments during 2022.
- o) Foreign exchange loss on early payment of the \$100 million term loan in Q4 of fiscal 2022.
- p) Investment returns include realized net gains and losses on sales of investments and unrealized net gains and losses on equity securities, which are adjusted due to their inherent volatility. Management does not consider these gains and losses, which cannot be predicted with any level of certainty, to be reflective of the company's core business operations.
- q) FY22 includes income tax benefits associated with a reduction of the deferred income tax liability for unremitted foreign earnings and the reversal of valuation allowance against foreign tax credits. FY21 includes income tax charges for an increase to our deferred income tax liability for withholding taxes on additional unremitted foreign earnings not considered permanently reinvested and for income tax charges related to certain foreign legal entity restructurings.



# EBIT (Non-GAAP Measure): RPM Consolidated: Fiscal Year 2022

	Fiscal Year Ended May 31,	
	2022	2021
Net Income	\$ 492,466	\$ 503,500
Provision for Income Taxes	114,333	164,938
Income Before Income Taxes	606,799	668,438
Interest Expense	87,928	85,400
Investment Expense (Income), Net	7,595	(44,450)
EBIT** (non-GAAP measure)	702,322	709,388
Inventory-related charges (a)	43	1,967
Restructuring expense (b)	5,863	23,954
Accelerated expense - other (c)	1,209	5,966
Receivable (recoveries) write-offs (d)	(227)	1,553
ERP consolidation plan (e)	3,873	4,711
Professional fees (f)	34,244	33,888
Acquisition-related costs (g)	2,776	1,724
Unusual (credits) costs triggered by executive departures (h)	(8)	2,832
Unusual executive costs, net of insurance proceeds (i)	5,590	(1,006)
Divestitures (j)	-	(1,715)
Discontinued product line (k)	558	(384)
Adjustment to exit Flowcrete China (l)	-	(305)
SEC Settlement (m)	-	2,000
(Gain) on Sales of Assets, Net (n)	(49,163)	-
Foreign exchange loss on settlement of debt (o)	1,357	-
Adjusted EBIT*** (non-GAAP measure)	\$ 708,437	\$ 784,573
Net Sales	\$ 6,707,728	\$ 6,106,288
Adj EBIT*** as a % of Net Sales (non-GAAP measure)	10.6%	12.8%

NOTE – Refer to “Non-GAAP Financial Measures” slide for definitions of non-GAAP measures identified (\*) in the table above and “Adjustments Detail” slide for further information on adjustments outlined above.

## Adjustments Detail Q1 – Fiscal Year 2023

- a) Charges recorded in Cost of Goods Sold related to inventory write-offs in connection with restructuring activities at our Consumer, Construction Products and Specialty Products segments, partially offset by subsequent recoveries and revisions of accrual estimates.
- b) Reflects restructuring charges, including headcount reductions, closures of facilities and related costs, all in relation to our Margin Acceleration Plan (“MAP to Growth”) and our Margin Achievement Plan (“MAP 2025”), together MAP initiatives.
- c) Accelerated costs, including depreciation and amortization expense related to the shortened useful lives of facilities, equipment, and ERP systems that are currently in use, but are in the process of being retired associated with various MAP initiatives including facility closures, exiting a business, and ERP consolidation.
- d) Reflects subsequent collections of amounts previously written off to our allowance for doubtful accounts as a result of a change in market and leadership strategy.
- e) Includes implementation costs associated with our ERP consolidation plan and decision support tools.
- f) Comprises professional fees incurred in connection with our MAP initiatives.
- g) Acquisition costs reflect amounts included in gross profit for inventory step-ups.
- h) Reflects unusual compensation costs that resulted from executive departures related to our MAP to Growth, including stock and deferred compensation plan arrangements, offset by subsequent revisions of accrual estimates.
- i) Reflects unusual compensation costs that resulted from executive departures unrelated to our MAP to Growth.
- j) Reflects gains incurred upon divestiture of a business and/or assets.
- k) Investment returns include realized net gains and losses on sales of investments and unrealized net gains and losses on equity securities, which are adjusted due to their inherent volatility. Management does not consider these gains and losses, which cannot be predicted with any level of certainty, to be reflective of the company's core business operations.

# Reconciliation of "Reported" to "Adjusted" EPS: Q1 – Fiscal Year 2023

(Unaudited)

<u>Reconciliation of Reported Earnings per Diluted Share to Adjusted Earnings per Diluted Share (All amounts presented after-tax):</u>	<u>Three Months Ended August 31,</u>	
	<u>2022</u>	<u>2021</u>
Reported Earnings per Diluted Share	\$ 1.31	\$ 1.04
Restructuring expense (b)	0.01	0.01
ERP consolidation plan (e)	0.01	0.01
Professional fees (f)	0.10	0.03
Unusual executive costs (i)	-	0.01
Investment returns (k)	0.04	(0.02)
<b>Adjusted Earnings per Diluted Share****</b>	<b>\$ 1.47</b>	<b>\$ 1.08</b>

\*\*\*\*Adjusted EPS is provided for the purpose of adjusting diluted earnings per share for items impacting earnings that are not considered by management to be indicative of ongoing operations.

NOTE: Refer to "Adjustments detail" slide for further information on adjustments outlined above

# EBIT\*\* (Non-GAAP Measure): RPM Consolidated: Q1 – Fiscal Year 2023

(\$ in thousands, except per share and percent data)  
(Unaudited)

	Three Months Ended August 31,	
	2022	2021
Net Income	\$ 169,279	\$ 134,795
Provision for Income Taxes	55,842	46,676
Income Before Income Taxes	225,121	181,471
Interest Expense	26,711	21,109
Investment Expense (Income), Net	3,664	(5,750)
EBIT** (non-GAAP measure)	255,496	196,830
Inventory-related charges (recoveries) (a)	76	(71)
Restructuring expense (b)	1,592	1,607
Accelerated expense - other (c)	87	378
Receivable (recoveries) (d)	-	(28)
ERP consolidation plan (e)	1,201	1,097
Professional fees (f)	16,813	4,701
Acquisition-related costs (g)	-	339
Unusual (credits) triggered by executive departures (h)	-	(8)
Unusual executive costs (i)	-	1,983
Divestitures (j)	-	(22)
Adjusted EBIT*** (non-GAAP measure)	\$ 275,265	\$ 206,806
Net Sales	\$ 1,932,320	\$ 1,650,420
Adj EBIT*** as a % of Net Sales (non-GAAP measure)	14.2%	12.5%

NOTE – Refer to “Non-GAAP Financial Measures” slide for definitions of non-GAAP measures identified (\*) in the table above and “Adjustments Detail” slide for further information on adjustments outlined above.