3Q 2024
Earnings Investor
Presentation

November 5, 2024

The Timken Company



Introduction	Neil Frohnapple Vice President of Investor Relations
Overview and Business Update	Tarak Mehta President and Chief Executive Officer
Financial Review	Phil Fracassa Executive Vice President and Chief Financial Officer
Q&A	Question and Answer Session

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, future financial performance, targets, projected sales, cash flows, liquidity, cost reduction measures and expectations regarding the future financial performance of the company, including the information under the headings, "Organic Growth Outlook – FY 2024 By Market/Sector", "2024 Outlook", "Acquisition of CGI", "Looking Ahead", "3Q-24 Financial Comparison – Net Income & Diluted EPS", and "Cash Flow, Leverage & Capital Allocation" 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 finalization of the Company's financial statements for the third quarter of 2024; fluctuations in customer 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; logistical issues associated with port closures, 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 risks posed by international trade disputes, tariffs, sanctions and hostilities; strained geopolitical relations between countries in which we have significant operations; weakness in global or regional general economic conditions and capital markets (as a result of financial stress affecting the banking system or otherwise); the impact of inflation on wages, 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 in a high interest rate environment; 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 Company's ability to effectively adjust prices for its products in response to changing dynamics; 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, commercial requirements, and Company goals associated with climate change and emissions or other sustainability initiatives; unanticipated litigation, claims, investigations, remediation, or assessments; changes in the global regulatory landscape; restrictions on the use of, or claims or remediation associated with, per- and polyfluoroalkyl substances; the Company's ability to maintain positive relations with unions and works councils; the Company's ability to compete for skilled labor and to attract, retain and develop management, other key employees, and skilled personnel; negative impacts to the Company's operations or financial position as a result of pandemics, epidemics, or other public health concerns and associated governmental measures; 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, 2023, 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 financial measures are provided in the Appendix to this presentation.

Overview and Business Update

Tarak Mehta
President and
Chief Executive Officer

The Timken Company



3Q 2024 Performance Highlights

Sales of \$1.13 billion in 3Q-24, down 1.4% from last year

- Revenue down 2.9% organically (vs. 2Q-24 organic decline of 7.7% YOY)
 - Lower demand in China (renewable energy) and Europe (industrial sectors); up slightly in the Americas
 - Continued positive price realization
- Stable backlog (flat vs. end of 2Q-24)

Adjusted EBITDA margin of 16.9% versus 18.9% in the prior year period

- Margins fell short of expectations due to cost headwinds; taking actions to improve performance
- Solid performance from recent acquisitions (net); accretive to Company adj. EBITDA margin in the quarter

Adjusted EPS of \$1.23, compared to \$1.55 in the prior year period

Closed on the acquisition of CGI, Inc.

Expands drive systems platform in the attractive automation/robotics space

Generated free cash flow of \$88 million

Ended the 3rd quarter with net debt-to-adjusted EBITDA (TTM) at 2.1x



Organic Growth Outlook - FY 2024 By Market/Sector

(Market/Sector Placement Reflects Mid-Point of Guidance)

NEGATIVE (down HSD+)	(down MSD)	NEUTRAL (flat to +/- LSD)	(up MSD)	POSITIVE (up HSD+)
General Industrial	Automation	Auto/Truck	Marine	Aerospace
Heavy Industries		Ind. Distribution	Rail	
Off-Highway		Services		
Renewable Energy				

Current outlook is for FY organic revenue to be down ~6% at mid-point (versus -5% prior)

- Economic uncertainty remains elevated across several sectors and geographies
- Planning for slightly greater than normal seasonal declines in the fourth quarter

LSD = low-single digit percentage change MSD = mid-single digit percentage change

 $\mathit{HSD} = \mathit{high-single}\ \mathit{digit}\ \mathit{percentage}\ \mathit{change}$



2024 Outlook

	Prior Outlook (Jul. 31, 2024)	Current Outlook (Nov. 5, 2024)
Net Sales	-3% to -4%	~-4%
Adjusted EPS	\$6.00 to \$6.20	\$5.55 to \$5.65
Free Cash Flow	>\$350M*	~\$300M*

Current Outlook: Full Year 2024 vs. 2023

Sales -4% at mid-point (organic: -6%; M&A: +2.25%; FX: -0.25%)

Organic outlook reflects lower demand and slightly higher pricing vs. 2023

Adj. EBITDA margins of low-18's% range for FY-24

- Updated outlook reflects 3Q performance and the impact of lower volume and margins expected in 4Q
- Positive price-cost outlook for FY-24, but less favorable than prior guide
- Favorable impact from acquisitions (net); currency unfavorable

Adj. EPS \$5.60 at mid-point

- Assumes adjusted tax rate of ~27% and interest expense of ~\$110M (before incremental M&A/buybacks)
- Includes modest net accretion from Timken India Limited transaction/proceeds and CGI acquisition

Free cash flow updated to ~\$300M

- Updated outlook mostly reflects the impact of lower earnings
- Expecting strong FCF generation in 4Q-24 (>\$100M)





Acquisition of CGI

Expands Timken's Drive Systems Platform (Industrial Motion) in the attractive automation/robotics space

- USA-based manufacturer of customized precision drive systems
- Mission-critical, high-precision products that are complementary to Cone Drive harmonic and Spinea cycloidal drives
- Focused on high growth, medical robotics sector
- Advanced engineering and high-precision manufacturing capabilities
- CY2024 revenue expected to be ~\$45M
- Attractive margin profile (>25% adj. EBITDA margin)





Timken: Growing Position in Precision Drive Systems

Growing position in precision drive systems through M&A

- Established position in solar and industrial sectors with Cone Drive (2018)
- Scaled further into robotics with Spinea (2022)
- CGI expands position into medical robotics (2024)

Timken now a leader in precision drive systems

- Broad product portfolio serving high growth sectors like medical technology and factory automation
- Innovative engineering and manufacturing capabilities
- Global footprint and scale





Looking Ahead

Updating 2024 outlook

- Reflects 3Q-24 results and updated outlook for the fourth quarter
 - Organic revenue of -6% (-5% prior); FX headwind of -0.25% (-0.75% prior); net M&A +2.25% (unchanged)
 - Margins expected to be in the low-18's% range for FY-24 (vs. high-18's% range prior)
- CGI acquisition off to a good start; continue to integrate recent acquisitions and drive synergies

Near-term CEO priorities

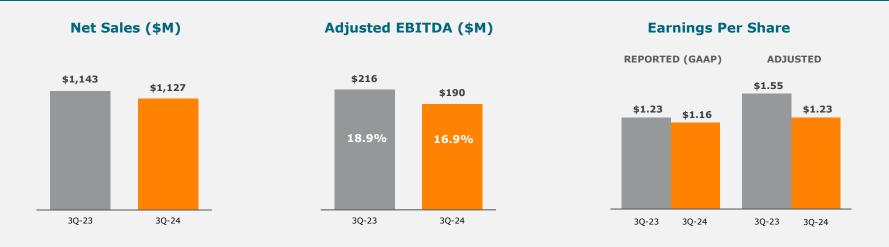
- Continue to engage with employees, customers, suppliers, investors and other stakeholders
- Implement additional cost reduction actions to improve operating margins
- Build on the momentum created over the past several years to accelerate profitable growth
 - Organic: focus on customer-centric innovation and operational excellence to drive growth and margins
 - Inorganic: continue to look for opportunities to scale in attractive sectors and build/strengthen the portfolio

Capital allocation

- Strong balance sheet and significant FCF generation expected in 4Q-24 (>\$100M)
- Continue balanced and disciplined approach to capital allocation; emphasis on accretive M&A







Sales of \$1.13 billion, down 1.4% from 3Q-23

- Decline was driven primarily by lower end-market demand in Europe and China, offset partially by the benefit of acquisitions (net)
- Continued positive pricing

Adjusted EBITDA margin of 16.9%, down 200 bps from 3Q-23

 YOY margin contraction driven mainly by impact of lower volume, higher logistics costs and unfavorable currency, partially offset by favorable price/mix and net acquisition accretion

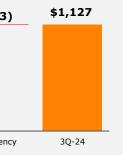
Third quarter adjusted EPS of \$1.23 per diluted share

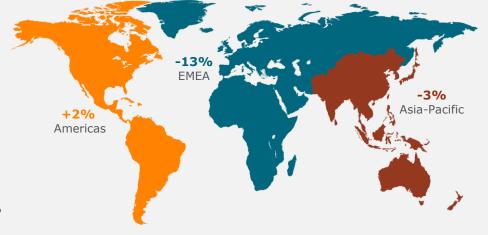


3Q-24 vs. 3Q-23 Sales by Geography – ORGANIC

(Excludes Acquisitions (net) and Currency Impact)







Sales of \$1.13 billion, down 1.4% from a year ago

- Organically, revenue was down 2.9% in the quarter
- Acquisitions (net) added 1.8%; currency was negative 0.3%

Organic revenue mixed across regions

- Up modestly in the Americas
- EMEA down double digits
- APac down, driven entirely by China; India and rest of region up double digits

3Q 2024 Financial Comparison - Adjusted EBITDA



Adjusted EBITDA of \$190 million or 16.9% of sales, compared with \$216 million or 18.9% of sales in the same period a year ago

- Decline in adjusted EBITDA reflects the impact of lower organic volume, higher operating costs and unfavorable currency, partially offset by favorable price/mix and the benefit of acquisitions
- Adj. EBITDA margins impacted by FX headwinds, higher logistics costs and other discrete expenses, which were greater than anticipated



^{*} Includes fixed manufacturing cost absorption impact on the lower sales volume

	3Q-	·23	3Q-24		
	\$M	EPS	\$M	EPS	
Net Income / EPS	\$87.9	\$1.23	\$81.8	\$1.16	
Adjustments	23.3	0.32	5.2	0.07	
Adjusted Net Income / Adjusted EPS	\$111.2	\$1.55	\$87.0	\$1.23	
Average diluted shares outstanding:	71.5 n	71.5 million 70.7		million	
GAAP tax rate:	26.8	8%	21.9%		
Adjusted tax rate:	25.8	25.8% 27 .		0%	

3Q-24 adjusted EPS of \$1.23, down 21% from the prior year

Net interest expense of \$26.9 million in the quarter, up from \$24.9 million in 3Q-23

Diluted share count down slightly

Adjusted tax rate of 27.0% in 3Q-24, in-line with expectations

- GAAP tax rate (21.9%) reflects discrete tax benefits booked in the current quarter
- Continue to expect ~27% adjusted tax rate for FY-24



3Q 2024 Segment Performance

Engineered Bearings



Adjusted EBITDA (\$M)



Sales of \$741 million, down 4.5% from the same period last year

- Organically, sales down 3.6% YOY driven by Europe and China
- Significant declines in renewable energy (China) and off-highway (Ag)
- Pricing slightly higher YOY
- Sales down 0.6% from currency; acquisitions (net) slightly unfavorable

Adjusted EBITDA of \$138 million, or 18.7% of sales

- Favorable: price/mix
- Unfavorable: volume, logistics and manufacturing costs





3Q 2024 Segment Performance

Industrial Motion





- Organically, sales down 1.4% YOY;
 Europe down YOY, rest of world up
- Pricing higher YOY
- Acquisitions added 6.2%; currency was slightly positive





Adjusted EBITDA of \$74 million, or 19.2% of sales

- Favorable: acquisitions
- Unfavorable: volume and operating costs

Q3 Organic Sales	by Platform
Belts & Chain	•
Couplings	\Leftrightarrow
Drive Systems*	•
Services*	\leftrightarrow
Linear Motion	\Leftrightarrow
Lubrication Systems	•





Cash Flow, Leverage & Capital Allocation

(\$M)	3Q-23	3Q-24	YTD-23	YTD-24
Net Cash from Operations	\$194.3	\$123.2	\$416.9	\$297.1
Capital Expenditures	(43.6)	(35.0)	(134.9)	(116.4)
Free Cash Flow (FCF)	\$150.7	\$88.2	\$282.0	\$180.7

Capital Structure (\$M)

	12/31/23	09/30/24
Cash	\$ 419	\$ 413
Total Debt	<u>2,396</u>	<u>2,239</u>
Net Debt	\$1,977	\$1,826
Adj. EBITDA (TTM)	\$ 940	\$ 862
Net Debt/Adj. EBITDA	2.1x	2.1x

3Q-24 Highlights:

- Solid cash flow in 3Q; expect stronger cash flow in 4Q
- CapEx of \$35M (3.1% of sales)
- Paid 409th consecutive quarterly dividend in 3Q-24 (\$0.34/share)
- Completed CGI acquisition
- Net debt/adj. EBITDA of 2.1x as of September 30 (TTM)

FY-24 Outlook:

- CapEx <4% of sales; includes footprint initiatives and other spending to drive growth and operational excellence
- FY-24 net interest expense: ~\$110M (pre-tax)
- FY-24 noncontrolling interest: ~\$25M
- Continue to pay an attractive dividend⁽¹⁾
- Intend to deploy capital toward accretive M&A and/or share repurchases, while maintaining a strong balance sheet



2024 Outlook

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Free Cash Flow	>\$350M*	~\$300M*

Current Outlook: Full Year 2024 vs. 2023

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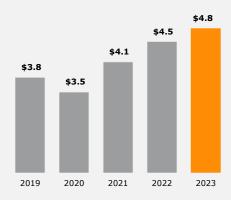






Consistent, Growing and Strong Performance

Revenue (\$B)



Record revenue four out of five years

Organic outgrowth initiatives adding to top-line performance

Acquisitions also contributing meaningfully to revenue growth

Adj. EBITDA Margin

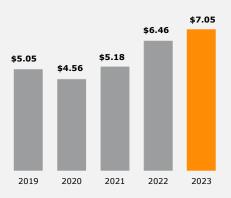


Attractive margin profile and consistent performance through dynamic operating environments

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

2023 performance is a new high

Adj. EPS



Record earnings four out of five years; up ~9% YOY in 2023

Consistently growing the earnings power and cash generation of the company through varying macroeconomic conditions



Supplemental Information: EBITDA Adjustments and Depreciation & Amortization by Segment

(Unaudited)

(Dollars in millions)	Three I	Months Ended S	September 30, 20		Three Months Ended September 30, 2023					
	ineered arings	Industrial Motion	Corporate	Timken		gineered earings	Industrial Motion	Corporate	Timken	
Cost of products sold	\$ 1.1 \$	1.4 \$	· - \$	2.5	\$	3.2 \$	3.0 \$	- \$	6.2	
Selling, general and administrative expense	_	0.5	3.1	3.6		(0.2)	(0.1)	0.9	0.6	
Impairment and restructuring charges	1.1	1.4	_	2.5		6.9	2.0	_	8.9	
Gain on sale of real estate	(13.8)			(13.8))	_	_	_	_	
Other (income) expense, net		_	_			(1.4)	_	0.2	(1.2)	
Total Adjustments to EBITDA	\$ (11.6) \$	3.3	3.1	\$ (5.2)	\$	8.5 \$	4.9 \$	1.1 \$	14.5	

(Unaudited)

(Dollars in millions)	Three Months Ended September 30, 2024						Three Months Ended September 30, 2023				
		neered arings	Industrial Motion	Corporate	Timken		ineered arings	Industrial Motion	Corporate	Timken	
Depreciation and amortization expense (GAAP)	\$	27.4 \$	28.3 \$	0.4 \$	56.1	\$	27.5 \$	24.3	\$ 0.4 \$	52.2	
Adjusted depreciation and amortization expense		27.4	28.0	0.4	55.8		27.4	24.3	0.4	52.1	
Total Adjustments to Depreciation and Amortization	\$	– \$	0.3 \$	– \$	0.3	\$	0.1 \$	_	\$ - \$	0.1	
Acquisition intangible amortization		2.9	16.8	_	19.7		4.0	13.5	_	17.5	
Total Adjustments to Income Before Income Taxes and Noncontrolling Interest	\$	(8.7) \$	20.4 \$	3.1 \$	14.8	\$	12.6 \$	18.4	\$ 1.1 \$	32.1	

Supplemental Information: EBITDA Adjustments and Depreciation & Amortization by Segment

(Unaudited)

(Dollars in millions)	Nine Months Ended September 30, 2024							Nine Months Ended September 30, 2023				
		ineered arings	Industrial Motion	Corporate	Timken		gineered earings	Industrial Motion	Corporate	Timken		
Cost of products sold	\$	4.6 \$	8.3	- \$	12.9	\$	8.9 \$	7.2 \$	- \$	16.1		
Selling, general and administrative expense		_	(0.1)	5.6	5.5		(0.6)	0.3	3.9	3.6		
Impairment and restructuring charges		4.1	4.0	_	8.1		9.3	31.0	_	40.3		
Gain on sale of real estate		(13.8)	_	_	(13.8)		_	_	_	_		
Other (income) expense, net		(0.9)			(0.9)		(6.2)	0.3	(1.7)	(7.6)		
Total Adjustments to EBITDA	\$	(6.0) \$	12.2	5.6 \$	11.8	\$	11.4 \$	38.8 \$	2.2 \$	52.4		

(Unaudited)

(Dollars in millions)	Nine Months Ended September 30, 2024						Nine Months Ended September 30, 2023				
	ineered arings	Industrial Motion	Corporate	Timken		gineered earings	Industrial Motion	Corporate	Timken		
Depreciation and amortization expense (GAAP)	\$ 80.9 \$	83.6	1.1	\$ 165.6	\$	80.6 \$	67.3 \$	1.1 \$	149.0		
Adjusted depreciation and amortization expense	80.9	82.7	1.1	164.7		79.9	67.3	1.1	148.3		
Total Adjustments to Depreciation and Amortization	\$ – \$	0.9	· — :	\$ 0.9	\$	0.7 \$	— \$	- \$	0.7		
Acquisition intangible amortization	8.7	50.0	_	58.7		11.0	37.3	_	48.3		
Total Adjustments to Income Before Income Taxes and Noncontrolling Interest	\$ 2.7 \$	63.1	5.6	\$ 71.4	\$	23.1 \$	76.1 \$	2.2 \$	101.4		



GAAP Reconciliation: 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)	Three Months Ended September 30,								Nine Months Ended September 30,							
		2024		EPS		2023		EPS		2024		EPS		2023	E	EPS
Net Income Attributable to The Timken Company	\$	81.8	\$	1.16	\$	87.9	\$	1.23	\$	281.5	\$	3.98	\$	335.4	\$	4.63
Adjustments: (1)																
Acquisition intangible amortization	\$	19.7			\$	17.5			\$	58.7			\$	48.3		
Impairment, restructuring and reorganization charges (2)		3.4				11.6				12.8				47.9		
Corporate pension and other postretirement benefit related (income) expense(3)		_				0.2				_				(1.7)		
Acquisition-related charges (4)		3.1				4.3				10.8				12.8		
Gain on divestitures and sale of certain assets (5)		(13.8)				(1.5)				(14.7)				(5.9)		
CEO succession expenses (6)		1.5				_				2.7				_		
Property losses and related expenses (7)		0.9				_				1.1				_		
Noncontrolling interest of above adjustments		(0.1)				(1.8)				(0.2)				(2.0)		
Provision for income taxes (8)		(9.5)				(7.0)				(24.8)				(24.0)		
Total Adjustments:		5.2		0.07		23.3		0.32		46.4		0.65		75.4		1.04
Adjusted Net Income Attributable to The Timken Company	\$	87.0	\$	1.23	\$	111.2	\$	1.55	\$	327.9	\$	4.63	\$	410.8	\$	5.67

⁽¹⁾ Adjustments are pre-tax, with the net tax provision listed separately



⁽²⁾ Impairment, restructuring and reorganization charges (including items recorded in cost of products sold) relate to: (i) plant closures; (ii) the rationalization of certain plants; (iii) severance related to cost reduction initiatives; (iv) impairment of assets; and (v) related depreciation and amortization. Impairment, restructuring and reorganization charges for 2023 included \$28.3 million related to the impairment of goodwill. 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.

⁽³⁾ Corporate pension and other postretirement benefit related (income) expense represents actuarial (gains) and losses that resulted from the remeasurement of plan assets and obligations as a result of changes in assumptions or experience. The Company recognizes actuarial gains and losses 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-K

⁽⁴⁾ Acquisition-related charges represent deal-related expenses associated with completed transactions and any resulting inventory step-up impact.

⁽⁶⁾ Represents the net gain resulting from divestitures and sale of certain assets. Gain on divestitures and sale of certain assets for the third quarter of 2024 included \$13.8 million gain related to the sale of the Gaffney, South Carolina plant.

⁽⁶⁾ On March 26, 2024, the Company announced that Richard G. Kyle, President and Chief Executive Officer ("CEO") of the Company would be retiring from his position as CEO and that Tarak Mehta would be appointed CEO on September 5, 2024. CEO succession expenses include the acceleration of certain stock compensation awards for Mr. Kyle and other one-time costs associated with the transition.

⁽⁷⁾ Represents property loss and related expenses incurred during the periods presented resulting from property loss that occurred during the second quarter of 2024 at one of the Company's plants in Slovakia.

⁽⁸⁾ Provision for income taxes includes the net tax impact on pre-tax adjustments (listed above), the impact of discrete tax items recorded during the respective periods as well as other adjustments to reflect the use of one overall effective tax rate on adjusted pre-tax income in interim periods.

GAAP Reconciliation: 2019-2023 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)	2023	2022	2021	2020	2019
Net Income Attributable to The Timken Company	\$ 394.1	\$ 407.4	\$ 369.1	\$ 284.5	\$ 362.1
Adjustments:					
Corporate pension and other postretirement benefit related expense (income) (1)	\$ 20.6	\$ 2.9	\$ 0.3	\$ 18.5	\$ (4.1)
Acquisition intangible amortization	65.7	43.9	46.8	47.3	46.7
Impairment, restructuring and reorganization charges (2)	51.6	39.5	15.1	29.0	9.8
Gain on divestitures and sale of certain assets	(5.2)	(2.9)	_	(0.4)	(4.5)
Russia-related charges (3)	8.5	15.6	_	_	_
Acquisition-related charges (4)	31.8	14.8	2.3	(7.4)	15.5
Tax indemnification and related items	_	0.3	0.2	0.5	0.7
Property losses (recoveries) and related expenses (5)	_	_	_	(5.5)	7.6
Brazil legal matter (6)	_	_	_	_	1.8
Noncontrolling interest	(2.1)	(5.3)	_	(0.1)	(0.5)
Provision for income taxes	(56.9)	(35.9)	(35.0)	(18.2)	(47.2)
Total Adjustments:	114.0	72.9	29.7	63.7	25.8
Adjusted Net Income Attributable to The Timken Company	\$ 508.1	\$ 480.3	\$ 398.8	\$ 348.2	\$ 387.9
Diluted Earnings per Share (EPS)	\$ 5.47	\$ 5.48	\$ 4.79	\$ 3.72	\$ 4.71
Adjusted EPS	\$ 7.05	\$ 6.46	\$ 5.18	\$ 4.56	\$ 5.05
Diluted Shares	72,081,884	74,323,839	77,006,589	76,401,366	76,896,565

(1) Copporate 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.

(2) 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; (iv) impairment of assets; and (v) related depreciation and amortization. Impairment, restructuring and reorganization charges for 2023 included \$28.3 million related to the impairment of goodwill. Impairment, restructuring and reorganization charges for 2022 included \$29.3 million related to the sale of Timker Aerospace Drives Systems, LLC ("ADS"). 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.

(9) Russia-related charges include impairments or allowances recorded against certain property, plant and equipment, inventory and trade receivables and write-down of a 51%-owned joint venture ("Russian JV") to reflect the current impact of Russia's invasion of Ukraine (and associated sanctions) on the Company operations. In addition to the impairments and allowances recorded, the Company is not becomed by the Company of t

(4) Acquisition-related charges represent deal-related expenses associated with completed and certain unsuccessful transactions, as well as any resulting inventory step-up impact. In addition, the 2021 and 2020 acquisition-related charges include an acquisition-related gain due to the bargain purchase gain related to a 2020 acquisition.

(5) 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.

(6) 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: EBITDA and EBITDA, After Adjustments to GAAP Net Income

Reconciliation of EBITDA to GAAP Net Income, EBITDA Margin to Net Income as a Percentage of Sales, and EBITDA Margin, After Adjustments, to Net Income as a Percentage of Sales, and EBITDA, After Adjustments, to Net Income (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 adjusted EBITDA adjusted EBITDA margin and 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.

(Dollars in millions)	Thi	ree Months Ended	Septembe	er 30,	Ni	ne Months Ended	Ended September 30,		
	2024	Percentage to Net Sales	2023	Percentage to Net Sales	2024	Percentage to Net Sales	2023	Percentage to Net Sales	
Net Income	\$ 87.6	7.8 % \$	90.9	8.0 %	\$ 300.2	8.6 % \$	346.1	9.4 %	
Provision for income taxes	24.6		33.3		103.2		122.9		
Interest expense	30.3		27.5		97.1		79.9		
Interest income	(3.4)		(2.6)		(11.3)		(6.0)		
Depreciation and amortization	56.1		52.2		165.6		149.0		
Consolidated EBITDA	\$ 195.2	17.3 % \$	201.3	17.6 %	\$ 654.8	18.7 % \$	691.9	18.8 %	
Adjustments:									
Impairment, restructuring and reorganization charges (1)	\$ 3.1	\$	11.5		\$ 11.9	\$	47.2		
Corporate pension and other postretirement benefit related (income) expense ⁽²⁾	_		0.2		_		(1.7)		
Acquisition-related charges (3)	3.1		4.3		10.8		12.8		
Gain on divestitures and sale of certain assets (4)	(13.8)		(1.5)		(14.7)		(5.9)		
CEO succession expenses (5)	1.5		_		2.7		_		
Property losses and related expenses (6)	0.9		_		1.1		_		
Total Adjustments	(5.2)	(0.4)%	14.5	1.3 %	11.8	0.3 %	52.4	1.4 %	
Adjusted EBITDA	\$ 190.0	16.9 % \$	215.8	18.9 %	\$ 666.6	19.0 % \$	744.3	20.2 %	

(1) Impairment, restructuring and reorganization charges (including items recorded in cost of products sold) relate to: (i) plant closures; (iii) the rationalization of certain plants; (iii) severance related to cost reduction initiatives; and (iv) impairment of assets. Impairment, restructuring and reorganization charges for 2023 included \$28.3 million related to the impairment of goodwill. 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.

(2) Corporate pension and other postretirement benefit related income represents actuarial gains that resulted from the remeasurement of plan assets and obligations as a result of changes in assumptions or experience. The Company recognizes actuarial gains and losses 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.

(3) Acquisition-related charges represent deal-related expenses associated with completed transactions and any resulting inventory step-up impact

(4) Represents the net gain resulting from divestitures and sale of certain assets. Gain on divestitures and sale of certain assets for the third quarter of 2024 included \$13.8 million gain related to the sale of the Gaffney, South Carolina plant.

(5) On March 26, 2024, the Company announced that Richard G. Kyle, President and CEO of the Company would be retiring from his position as CEO and that Tarak Mehta would be appointed CEO on September 5, 2024. CEO succession expenses include the acceleration of certain stock compensation awards for Mr. Kyle and other one-time costs associated with the transition.

(6) Represents property loss and related expenses incurred during the periods presented resulting from property loss that occurred during the second guarter of 2024 at one of the Company's plants in Slovakia.



Reconciliations of GAAP to Non-GAAP Measures:

(Unaudited)

The following reconcilitation is provided as additional relevant information about the Company's performance deemed useful to investors. Management believes consolidated Enrings 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 that non-GAAP 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.

Reconciliation of Adjusted EBITDA and Margin	2023	2022		2021		2020		2019
Net Sales	\$ 4,769.0	\$ 4,496.7	\$	4,132.9	\$	3,513.2	\$	3,789.9
Net Income	408.0	417.0		381.5		292.4		374.7
Provision for income taxes	122.5	133.9		95.1		103.9		97.7
Interest expense, net	101.4	70.8		56.5		63.9		67.2
Depreciation and amortization	201.3	164.0		167.8		167.1		160.6
Consolidated Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA)	\$ 833.2	\$ 785.7	\$	700.9	\$	627.3	\$	700.2
Adjustments:								
Corporate pension and other postretirement benefit related expense (income) (1)	\$ 20.6	\$ 2.9	\$	0.3	\$	18.5	\$	(4.1)
Impairment, restructuring and reorganization charges (2)	50.8	39.5		14.3		25.9		9.1
Gain on divestitures and sale of certain assets	(5.2)	(2.9)		_		(0.4)		(4.5)
Acquisition related charges (3)	31.8	14.8		2.3		(7.4)		15.5
Russia-related charges (4)	8.5	15.6		_		_		_
Tax indemnification and related items	_	0.3		0.2		0.5		0.7
Property losses (recoveries) and related expenses (5)	_	_		_		(5.5)		7.6
Brazil legal matter (6)	_	_		_		_		1.8
Total Adjustments	106.5	70.2	·	17.1	·	31.6	·	26.1
Adjusted EBITDA	\$ 939.7	\$ 855.9	\$	718.0	\$	658.9	\$	726.3
Adjusted EBITDA Margin (% of net Sales)	19.7 %	19.0 %		17.4 %		18.8 %		19.2 %

⁽¹⁾ 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.



⁽²⁾ 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 and (iv) impairment of assets. Impairment, restructuring and reorganization charges for 2023 included \$28.3 million related to the impairment, restructuring and reorganization charges for 2022 included \$29.3 million related to the sale of ADS. The Company reassesses 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.

⁽³⁾ Acquisition-related charges represent deal-related expenses associated with completed and certain unsuccessful transactions, as well as any resulting inventory step-up impact. In addition, the 2021 and 2020 acquisition-related charges include an acquisition-related gain due to the bargain purchase gain related to a 2020 acquisition.

⁽⁴⁾ Russia-related charges include impairments or allowances recorded against certain property, plant and equipment, inventory and trade receivables and write-down of a Russian JV to reflect the current impact of Russia's invasion of Ukraine (and associated sanctions) on the Company's operations. In addition to the impairments and allowances recorded, the Company recorded a loss on the divestiture of its Timken Russia business during the third quarter of 2022. Refer to the Russia Operations in Management Discussion and Analysis within the Company's annual report on Form 10-K for additional information.

⁽⁵⁾ 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.

⁽⁶⁾ 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, after adjustments, to segment EBITDA, and segment EBITDA, after adjustments, as a percentage of sales to segment EBITDA, as a percentage of sales: (Unaudited)

The following reconciliation is provided as additional relevant information about the Company's Engineered Bearings and Industrial Motion segment performance deemed useful to investors. Management believes that non-GAAP measures of deadjusted 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.

Engineered Bearings

	Т	hree Months Ended S	September 30),	
(Dollars in millions)	2024	Percentage to Net Sales	2023	Percentage to Net Sales	
Earnings before interest, taxes, depreciation and amortization (EBITDA)	\$ 150.0	20.3 % \$	148.2	19.1 %	
Impairment, restructuring and reorganization charges (1)	1.3		9.0		
Acquisition-related charges (2)	_		0.9		
Gain on divestitures and sale of certain assets (3)	(13.8)		(1.4)		
Property losses and related expenses (4)	0.9		_		
Adjusted EBITDA	\$ 138.4	18.7 % \$	156.7	20.2 %	

Industrial Motion

		inee Months Ended	epternoer ou	, , , , , , , , , , , , , , , , , , , 	
(Dollars in millions)		2024	Percentage to Net Sales	2023	Percentage to Net Sales
Earnings before interest, taxes, depreciation and amortization (EBITDA)	\$	70.9	18.4 % \$	70.3	19.2 %
Impairment, restructuring and reorganization charges (1)		1.8		2.5	
Acquisition-related charges (2)		1.5		2.5	
Gain on divestitures and sale of certain assets (3)		_		(0.1)	
Adjusted EBITDA	\$	74.2	19.2 % \$	75.2	20.5 %

⁽i) Impairment, restructuring and reorganization charges (including items recorded in cost of products sold) relate to: (i) plant closures; (ii) the rationalization of certain plants; (iii) severance related to cost reduction initiatives; and (iv) impairment of assets. 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.



Three Months Ended Sentember 30

⁽²⁾ The acquisition-related charges represent the inventory step-up impact of the completed acquisitions.

⁽⁹⁾ Represents the net gain resulting from divestitures and sale of certain assets. Gain on divestitures and sale of certain assets for the third quarter of 2024 included \$13.8 million gain related to the sale of the Gaffney, South Carolina plant.

⁽⁴⁾ Represents property loss and related expenses during the periods presented resulting from property loss that occurred during the second quarter of 2024 at one of the Company's plants in Slovakia.

GAAP Reconciliation: Net Debt & Free Cash Flow

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 next slide of GAAP reconciliations), 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)

	September 30, 2024		December 31, 2023
Short-term debt, including current portion of long-term debt	\$	49.7	\$ 605.6
Long-term debt	2	,189.2	1,790.3
Total Debt	\$ 2	,238.9	\$ 2,395.9
Less: Cash and cash equivalents		(412.7)	(418.9)
Net Debt	\$ 1	,826.2	\$ 1,977.0
Total Equity	\$ 3	,090.7	\$ 2,702.4
Ratio of Net Debt to Capital		37.1 %	42.2 %
Adjusted EBITDA for the Twelve Months Ended	\$	862.0	\$ 939.7
Ratio of Net Debt to Adjusted EBITDA		2.1	2.1

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

(Unaudited)

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.

(Dollars in millions)

	Three Months E September 3		Nine Mon Septer		
	2024	2023	2024		2023
Net cash provided by operating activities	\$ 123.2 \$	194.3 \$	297.1	\$	416.9
Less: capital expenditures	(35.0)	(43.6)	(116.4)		(134.9)
Free cash flow	\$ 88.2 \$	150.7 \$	180.7	\$	282.0



GAAP Reconciliation: Consolidated EBITDA

Reconciliation of EBITDA and EBITDA, After Adjustments, to GAAP Net Income:

(Unaudited)

The following reconcilitation 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 the non-GAAP measure of adjusted EBITDA is useful to investors as it is representative of the Company's core operations and is used in the management of the business, including decisions concerning the allocation of resources and assessment of performance.

(Dollars in millions)	Twelve Months Ended Septem	ber 30, 2024	Twelve Months Ended December 31, 2023
Net Income	\$	362.1	\$ 408.0
Provision for income taxes		102.8	122.5
Interest expense		127.9	110.7
Interest income		(14.6)	(9.3)
Depreciation and amortization		217.9	201.3
Consolidated EBITDA	\$	796.1	\$ 833.2
Adjustments:			
Impairment, restructuring and reorganization charges (1)	\$	24.0	\$ 59.3
Corporate pension and other postretirement benefit related expense (2)		22.3	20.6
Acquisition-related charges (3)		29.8	31.8
Gain on divestitures and sale of certain assets (4)		(14.0)	(5.2)
Property losses and related expenses (5)		1.1	_
CEO succession expenses (6)		2.7	<u> </u>
Total Adjustments		65.9	106.5
Adjusted EBITDA	\$	862.0	\$ 939.7

⁽¹⁾ Impairment, restructuring and reorganization charges (including items recorded in cost of products sold) relate to: (i) plant closures; (ii) the rationalization of certain plants; (iii) severance related to cost reduction initiatives; and (iv) impairment of assets. Impairment, restructuring and reorganization charges for the twelve months ended December 31, 2023 included \$28.3 million related to the impairment of goodwill. 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.



⁽²⁾ Corporate pension and other postretirement benefit related expense represents actuarial losses that resulted from the remeasurement of plan assets and obligations as a result of changes in assumptions or experience. The Company recognizes actuarial losses and gains in connection with the annual remeasurement in the fourth quarter, or if specific events trigger a remeasurement.

⁽³⁾ Acquisition-related charges represent deal-related expenses associated with completed transactions and any resulting inventory step-up impact.

⁽⁴⁾ Represents the net gain resulting from divestitures and sale of certain assets. Gain on divestitures and sale of certain assets included \$13.8 million gain related to the sale of the Gaffney plant.

⁽⁵⁾ Represents property loss and related expenses incurred during the periods presented resulting from property loss that occurred during the second guarter of 2024 at one of the Company's plants in Slovakia.

⁽⁶⁾ On March 26, 2024, the Company announced that Richard G. Kyle, President and CEO of the Company would be retiring from his position as CEO and that Tarak Mehta would be appointed CEO on September 5, 2024. CEO succession expenses include the acceleration of certain stock compensation awards for Mr. Kyle and other one-time costs associated with the transition.

GAAP Reconciliation: Adjusted EPS and Free Cash Flow Outlook

Reconciliation of Adjusted Earnings per Share to GAAP Earnings per Share for Full Year 2024 Outlook: (Unaudited)

The following reconciliation is provided as additional relevant information about the Company's outlook deemed useful to investors. Forecasted full year adjusted diluted earnings per share is an important financial measure that management believes is useful to investors as it is representative of the Company's expectation for the performance of its core business operations.

	nd Earnings r Share	nd Earnings r Share
Forecasted full year GAAP diluted earnings per share	\$ 4.65	\$ 4.75
Forecasted Adjustments:		
Impairment, restructuring and other special items, net (1)	0.10	0.10
Acquisition-related intangible amortization expense, net	0.80	0.80
Forecasted full year adjusted diluted earnings per share	\$ 5.55	\$ 5.65

⁽¹⁾ Impairment, restructuring and other special items, net do not include the impact of any potential future mark-to-market pension and other postretirement remeasurement adjustments, because the amounts will not be known until incurred.

Reconciliation of Free Cash Flow to GAAP Net Cash Provided by Operating Activities in Full Year 2024 Outlook: (Unaudited)

Forecasted full year free cash flow is a non-GAAP measure that is useful to investors because it is representative of the Company's expectation of cash that will be generated from operating activities and available for the execution of its business strategy.

Reconciliation of Free Cash Flow	Cash Flow Outlook
Net cash provided from operating activities	\$ 480.0
Less: capital expenditures	180.0
Free cash flow	\$ 300.0



GAAP Reconciliation: Net Sales to Organic Sales

Reconciliation of Net Sales to Organic Sales

(Unaudited)

The following reconciliation is provided as additional relevant information about the Company's performance deemed useful to investors. Management believes that net sales, excluding the impact of acquisitions, divestitures and foreign currency exchange rate changes, allow investors and the Company to meaningfully evaluate the percentage change in net sales on a comparable basis from period to period.

Total Company

				Three Months Ended September 30, 2023	\$ Change	% Change
Net sales	\$	1,126.8	\$	1,142.7 \$	(15.9)	(1.4) %
Less: Acquisitions and divestitures		20.5		_	20.5	NM
Currency		(3.2)		_	(3.2)	NM
Net sales, excluding the impact of acquisitions, divestitures and currency	\$	1,109.5	\$	1,142.7 \$	(33.2)	(2.9) %

Engineered Bearings

	Three Months Ended September 30, 2024		Three Months Ended September 30, 2023	\$ Change	% Change
Net sales	\$	740.7	\$ 775.6 \$	(34.9)	(4.5) %
Less: Acquisitions and divestitures		(2.3)	_	(2.3)	NM
Currency		(4.4)	_	(4.4)	NM
Net sales, excluding the impact of acquisitions, divestitures and currency	\$	747.4	\$ 775.6 \$	(28.2)	(3.6) %

Industrial Motion

	Three Months Ended September 30, 2024		Three Months Ended September 30, 2023	\$ Change	% Change
Net sales	\$	386.1 \$	367.1 \$	19.0	5.2 %
Less: Acquisitions		22.8	_	22.8	NM
Currency		1.2	_	1.2	NM
Net sales, excluding the impact of acquisitions and currency	\$	362.1 \$	367.1 \$	(5.0)	(1.4) %



GAAP Reconciliation: Net Sales to Organic Sales

Reconciliation of Net Sales to Organic Sales

(Unaudited)

The following reconciliation is provided as additional relevant information about the Company's performance deemed useful to investors. Management believes that net sales, excluding the impact of acquisitions, divestitures and foreign currency exchange rate changes, allow investors and the Company to meaningfully evaluate the percentage change in net sales on a comparable basis from period to period.

Total Company

	Three Months Ended June 30, 2024		Three Months Ended June 30, 2023		\$ Change	% Change
Net sales	\$	1,182.3	\$	1,272.3 \$	(90.0)	(7.1) %
Less: Acquisitions and divestitures		21.9		_	21.9	NM
Currency		(13.7)		_	(13.7)	NM
Net sales, excluding the impact of acquisitions, divestitures and currency	\$	1,174.1	\$	1,272.3 \$	(98.2)	(7.7) %

