



**Genuine Parts Company
Investor Presentation**

May 2024

Safe Harbor Statement

FORWARD-LOOKING STATEMENTS: Some statements in this presentation, as well as in other materials we file with the Securities and Exchange Commission (SEC), release to the public, or make available on our website, constitute forward-looking statements that are subject to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. All statements in the future tense and all statements accompanied by words such as “expect,” “likely,” “outlook,” “forecast,” “preliminary,” “would,” “could,” “should,” “position,” “will,” “project,” “intend,” “plan,” “on track,” “anticipate,” “to come,” “may,” “possible,” “assume,” or similar expressions are intended to identify such forward-looking statements. These forward-looking statements include our view of business and economic trends for the remainder of the year, our expectations regarding our ability to capitalize on these business and economic trends and to execute our strategic priorities, and the updated full-year 2024 financial guidance provided. Senior officers may also make verbal statements to analysts, investors, the media and others that are forward-looking. We caution you that all forward-looking statements involve risks and uncertainties, and while we believe that our expectations for the future are reasonable in view of currently available information, you are cautioned not to place undue reliance on our forward-looking statements. Actual results or events may differ materially from those indicated as a result of various important factors. Such factors may include, among other things, changes in general economic conditions, including unemployment, inflation (including the impact of tariffs) or deflation, financial institution disruptions and geopolitical conflicts such as the conflict between Russia and Ukraine, the conflict in the Gaza strip and other unrest in the Middle East; volatility in oil prices; significant cost increases, such as rising fuel and freight expenses; public health emergencies, including the effects on the financial health of our business partners and customers, on supply chains and our suppliers, on vehicle miles driven as well as other metrics that affect our business, and on access to capital and liquidity provided by the financial and capital markets; our ability to maintain compliance with our debt covenants; our ability to successfully integrate acquired businesses into our operations and to realize the anticipated synergies and benefits; our ability to successfully implement our business initiatives in our two business segments; slowing demand for our products; the ability to maintain favorable supplier arrangements and relationships; changes in national and international legislation or government regulations or policies, including changes to import tariffs, environmental and social policy, infrastructure programs and privacy legislation, and their impact to us, our suppliers and customers; changes in tax policies; volatile exchange rates; our ability to successfully attract and retain employees in the current labor market; uncertain credit markets and other macroeconomic conditions; competitive product, service and pricing pressures; failure or weakness in our disclosure controls and procedures and internal controls over financial reporting, including as a result of the work from home environment; the uncertainties and costs of litigation; disruptions caused by a failure or breach of our information systems, as well as other risks and uncertainties discussed in our Annual Report on Form 10-K for 2023 and from time to time in our subsequent filings with the SEC. Forward-looking statements speak only as of the date they are made, and we undertake no duty to update any forward-looking statements except as required by law. You are advised, however, to review any further disclosures we make on related subjects in our subsequent Forms 10-K, 10-Q, 8-K and other reports filed with the SEC.

NON-GAAP MEASURES: This presentation contains certain financial information not derived in accordance with United States (“U.S.”) generally accepted accounting principles (“GAAP”). These items include adjusted net income, adjusted operating and non-operating expenses, total segment profit, total segment margin, adjusted EBITDA, adjusted diluted earnings per share and free cash flow. We believe that the presentation of these non-GAAP measures when considered together with the corresponding GAAP financial measures and the reconciliations to those measures, provide meaningful supplemental information to both management and investors that is indicative of our core operations. We considered these metrics useful to investors because they provide greater transparency into management’s view and assessment of our ongoing operating performance by removing items management believes are not representative of our operations and may distort our longer-term operating trends. We believe these measures are useful and enhance the comparability of our results from period to period and with our competitors, as well as show ongoing results from operations distinct from items that are infrequent or not associated with our core operations. We do not, nor do we suggest investors should, consider such non-GAAP financial measures as superior to, in isolation from, or as a substitute for, GAAP financial information. We have included reconciliations of this additional information to the most comparable GAAP measure in the appendix of this presentation. We do not provide forward-looking guidance for certain financial measures on a GAAP basis because we are unable to predict certain items contained in the GAAP measures without unreasonable efforts. These items may include acquisition-related costs, litigation charges or settlements, impairment charges, and certain other unusual adjustments.



Our Purpose: We Keep the World **MOVING**

Our Mission

BE THE
Employer of Choice

BE THE
Supplier of Choice

BE A
Valued Customer

BE A
Good Corporate Citizen

BE THE
Investment of Choice

Our Vision

Be the leading global automotive and industrial parts distributor and solutions provider.

Our Values

Serve

Perform

Influence

Respect

Innovate

Team

GPC Operating Principles

How We Play

One GPC Team working together to create customer success and stakeholder value

Where We Play

Earn strategic leadership positions in industries, geographies, customers and suppliers with opportunities to profitably grow

How We Win

Invest and differentiate in Talent & Culture, Sales Effectiveness, Technology, Supply Chain, Emerging Technology and Mergers & Acquisitions

How We Measure Success

Deliver profitable growth in excess of market, operating leverage, free cash flow and ROIC through the cycle

GPC Snapshot (as of 3/31/2024)

Key Statistics

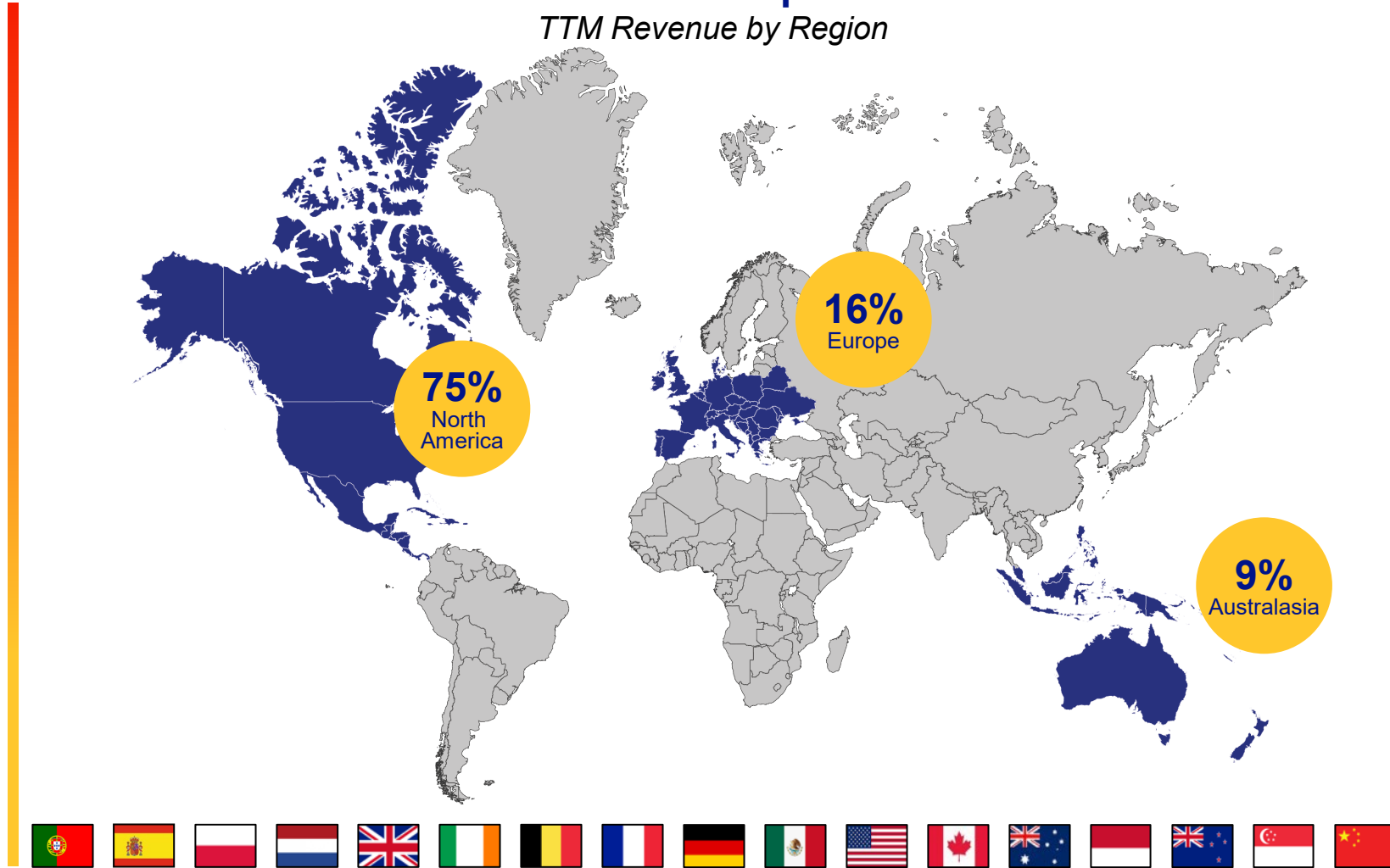
Founded	1928
Headquarters	Atlanta, GA
Countries Served	17
Locations	~10,820
<ul style="list-style-type: none"> Distribution Centers Warehouses Retail (Owned/Independent) 	<ul style="list-style-type: none"> ~200 ~720 ~9,900
Employees	~60,000
Market Capitalization	~\$21.6B

TTM Financial Highlights

Revenue ¹	\$23.1B
<ul style="list-style-type: none"> Automotive Industrial 	<ul style="list-style-type: none"> 62% 38%
Segment Profit Margin ²	9.9%
Free Cash Flow ²	~\$1.0B
Dividend Yield ³	2.6%

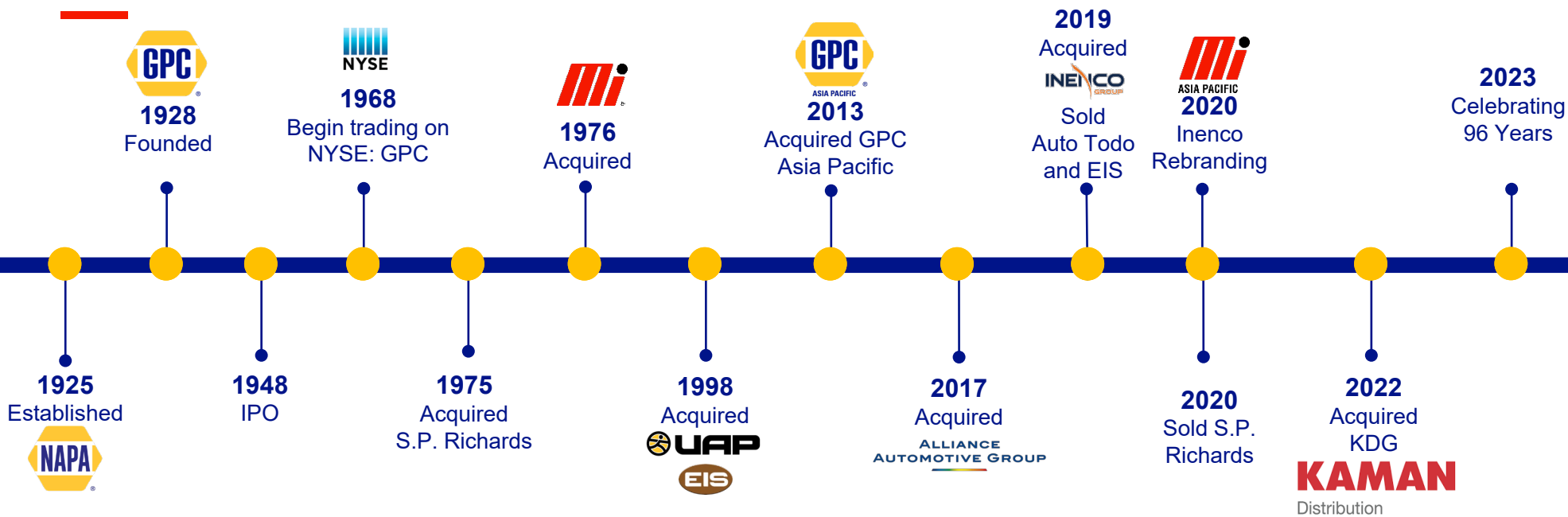
Global Footprint

TTM Revenue by Region



Leading Global Distributor in Diversified End Markets

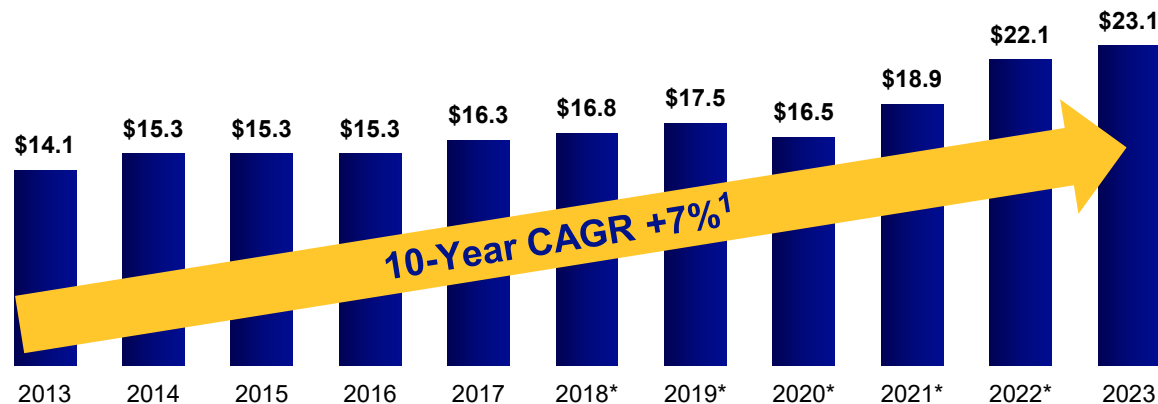
History of Disciplined Execution to Drive Profitable Growth



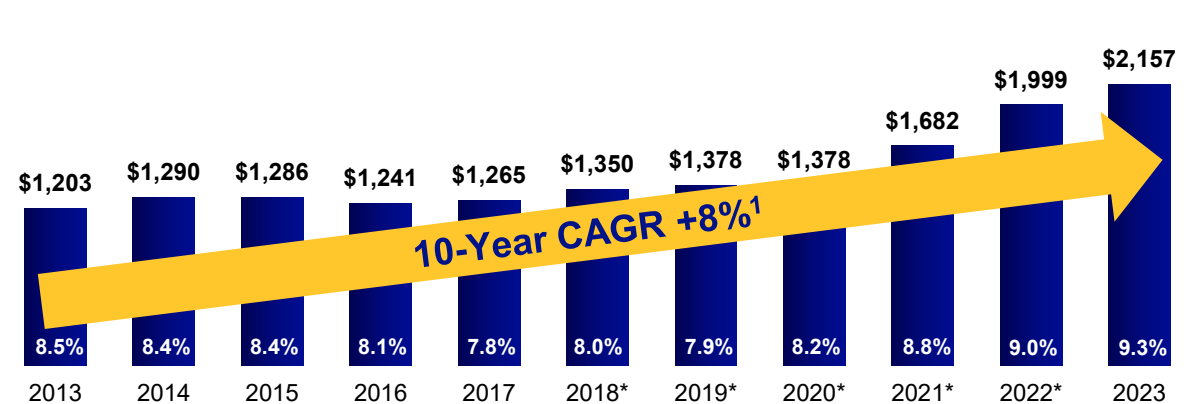
Strong History of Sales and Profit Growth
Increased Sales and Profit in 90 and 79 Years of 96-Year History, Respectively

Dividend Growth
2024 Marks GPC's 68th Consecutive Year of Dividend Increases

Revenues (\$B)

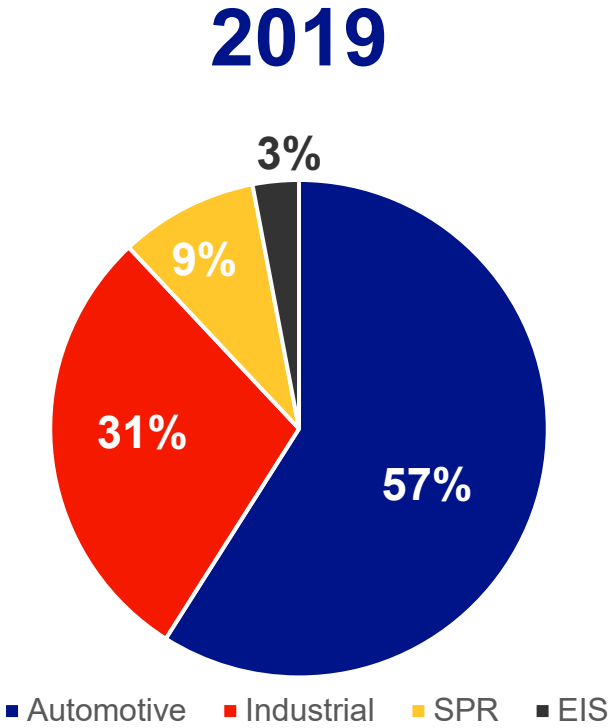


Adjusted EBITDA (\$M)



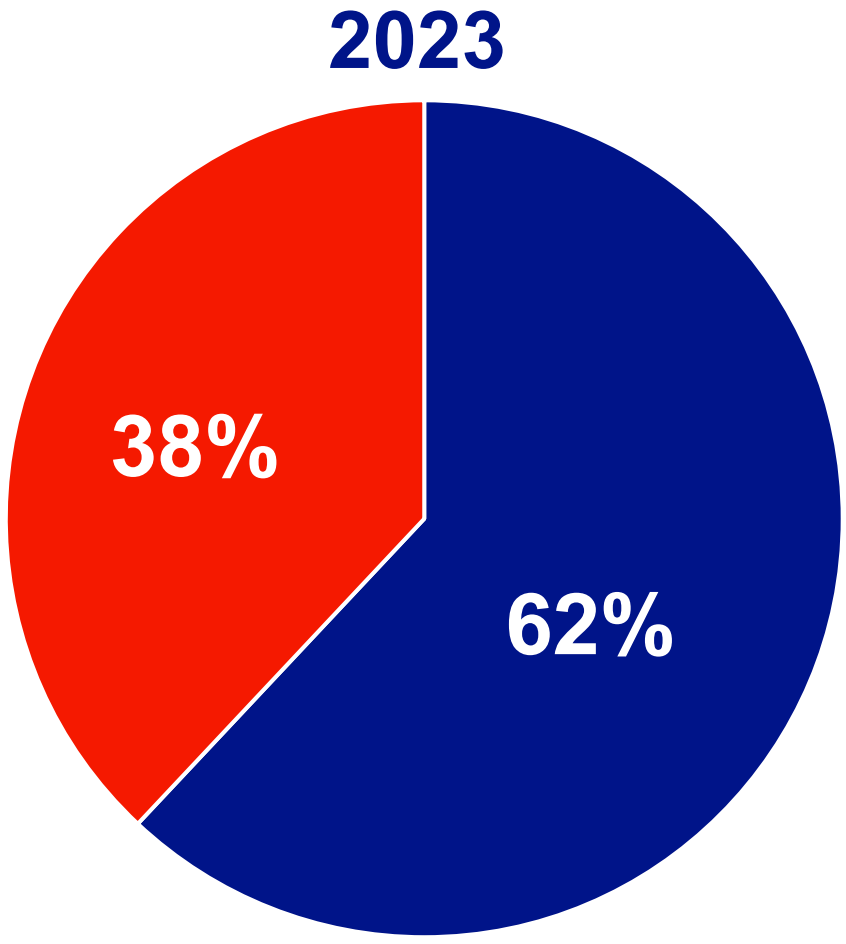
* 2018 – 2020 continuing operations only; prior years are as originally reported; no adjustments prior to 2018 for EBITDA; For the period 2018 – 2022, adjusted EBITDA for these periods excludes restructuring, inventory adjustment and transaction and other certain costs. These amounts are non-GAAP measures (See Reconciliation of Non-GAAP Measures)¹ 2013 adjusted to exclude discontinued and divested operations

Significant Transformation of Portfolio Since 2019



Progress since 2019

- Established transformation office
- Divested EIS and SPR
- ~\$150M cost reduction
- Recruited new talent
- Established global investment pillars
- Acquisition of KDG
- Continued effective M&A strategy



**Better Positioned for Future Growth
With a Streamlined Portfolio**

Our Market-Leading Global Automotive Business

Largest network of parts and care



9,900

Stores

3,207 company owned
6,693 independents

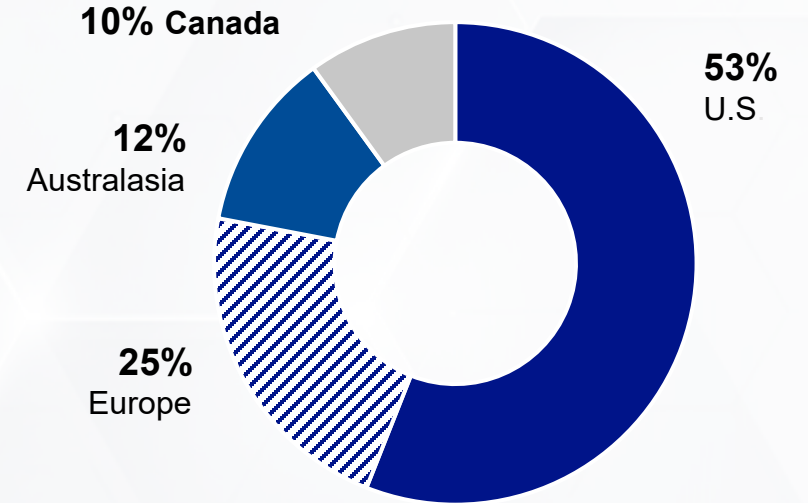
Growth Opportunities

- Sales Team Effectiveness
- Commercial sales programs and promotions
- Improve inventory availability
- Strengthening supply chain
- Omni-channel investments – B2B & B2C
- Strategic pricing initiatives
- Maximize value of NAPA and other key brands
- Expand global footprint



Diversification of Business

2023 Sales by Region



20,000+

Global Repair Center
Customer Partnerships

~80%

DIFM

~20%

DIY



~80%

of NA Sales are
NAPA-Branded Products

Strong Results (2019 to 2023)*

Sales CAGR of

6.7%

~60bps

Segment Margin
Improvement



* Excludes impact of divestitures. Store count as of 3/31/24.

Our Market-Leading Industrial Business



Leading industrial parts distributor and solutions provider in North America and Australasia...meeting needs for industrial manufacturing applications and processes

Growth Opportunities

- Omni-channel buildout / e-commerce acceleration
- Expand industrial services and value-add solutions capabilities
- M&A to further boost product/service offerings
- Enhance pricing and product category management
- Network optimization and automation for improved productivity



~720
Branches and Service Centers



Access to
19M+ Parts

Strong Results (2019 to 2023)*

Sales CAGR of
7.9%

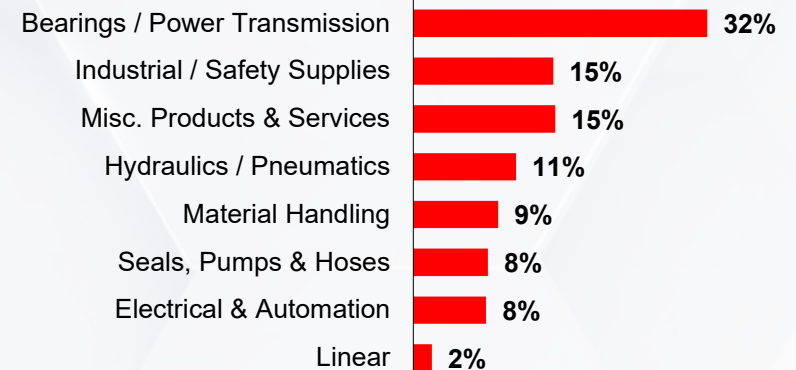
~440bps
Segment Margin Improvement

Diverse portfolio of end markets



- Equipment & Machinery
- Food Products
- Iron & Steel
- Pulp & Paper
- Automotive
- Mining
- Aggregate & Cement
- Chemical & Allied Products
- Lumber & Wood Products
- Fabricated Metal Products
- Rubber & Plastic Products
- Equipment Rentals & Leasing
- Oil & Gas Extraction
- Distribution/Logistics

2023 Sales by Product Category



* Excludes impact of divestitures. Branch count as of 3/31/24.

The Power of One GPC



Operating strategy that ...



Leverages **shared values** and **teamwork** to ...



Capture **opportunities** uniquely available to **GPC** ...



Based on its **global business mix and scale** that ...



Translate into **differentiated performance** and **shareholder value**

Together, Our Business Mix Creates Value

Each are value-added, service-oriented distribution businesses

Commercial and talent best practice sharing given similar strategic initiatives

Numerous shared vendor relationships globally and across industries

End market and cash flow dynamics are complementary through cycle

Cost efficiencies driven by scale advantages

Operating advantage based on business diversification

Technology, freight, indirect costs

Sustainable Competitive Advantages



Global Presence and Brand Strength

- Long and Successful Company history
- Largest global automotive aftermarket and industrial businesses
- Expanding the NAPA and Mi brands globally



Best-in-Class Operating and Distribution Efficiencies

- Shared services and technologies
- Automation/Productivity improvements
- Purchasing scale with shared suppliers across automotive and industrial
- Strategically co-located facilities
- Acquisition and integration expertise



Enhanced Technology Solutions

- Improved omni-channel capabilities to meet customers' needs and accelerate digital growth
- Agile development of digital technologies to innovate our supply chains
- Utilizing the power of data analytics to make better decisions about how we price for our customers

Diversified and Complementary Markets

Automotive

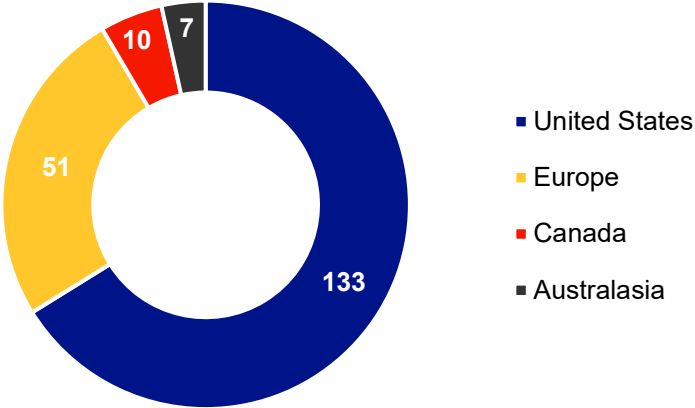
- ✓ Positive long-term growth outlook for miles driven
- ✓ Growing and aging of car parc
- ✓ Complexity of vehicles increasing, driving more DIFM
- ✓ EV to create opportunity; will take time to materially impact the aftermarket industry

Industrial

- ✓ Nearshoring given disruptions in global supply chain
- ✓ Strong outlook for automation and robotics solutions
- ✓ Need for industrial expertise given aging technical workforce
- ✓ Diversified industrial end market opportunities, e.g. EV and batteries

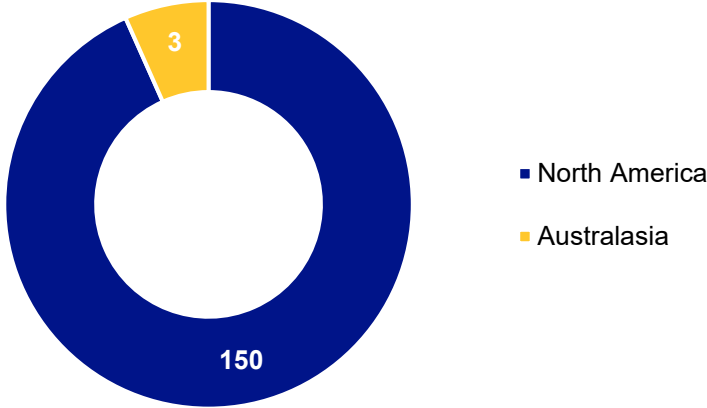
Addressable Market of \$350B+

Automotive \$200B+ Global Market



Regions	Market Share	Industry Growth
United States	7%	+2-3%
Europe	7%	+1-2%
Canada	18%	+2-3%
Australasia	23%	+2-3%
Total	8%	+2-3%

Industrial \$150B+ Global Market



Regions	Market Share	Industry Growth
North America	6%	+2-3%
Australasia	17%	+2-3%
Total	6%	+2-3%



GPC Investor Day

March 23, 2023

Click [here](#) to access the webcast and presentation and learn more about GPC's key growth initiatives and long-term financial targets.

How We Win

Foundational Priorities for Strategic Investments



Talent & Culture

Develop high potential talent and infuse capabilities into the organization to build diverse, high-performing teams



Sales Effectiveness

Utilize data and analytics to understand our customer segments and drive solution-based sales and commercial strategies



Technology

Enhance data and digital capabilities to deliver a best-in-class customer experience, profitable growth and operational productivity



Supply Chain

Modernize operations to increase productivity and efficiency across inventory, facilities and logistics capabilities



Emerging Technology

Lead in emerging technologies and leverage our unique positioning, global scale and One GPC team approach



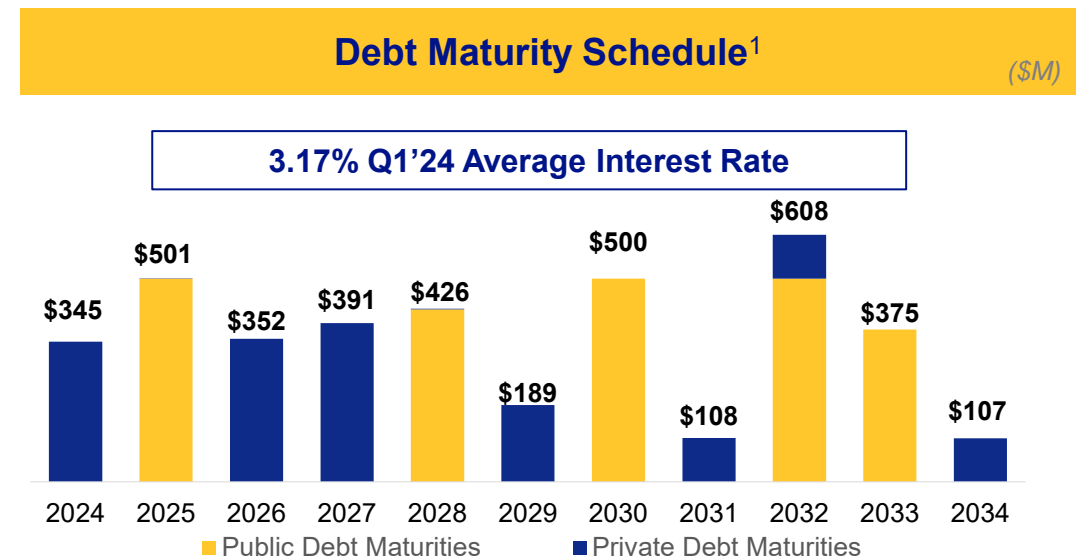
Mergers & Acquisitions

Acquire strategic assets and create value via scale, footprint, customer relationships, products and services and technology

Strong Balance Sheet and Financial Flexibility

Balance Sheet Highlights ¹ (\$B)	
Cash / Cash Equivalents	\$1.0
Accounts Receivable	\$2.4
Inventory	\$4.7
Total Assets	\$18.3
Accounts Payable	\$5.7
Total Debt	\$3.9
Total Liabilities	\$13.9
Working Capital ²	\$1.2

Liquidity Profile ¹ (\$B)	
Revolving Credit Facility	\$1.5
Cash	\$1.0
Total Available Liquidity	\$2.5
Total debt to adj EBITDA (TTM)⁴	1.8x

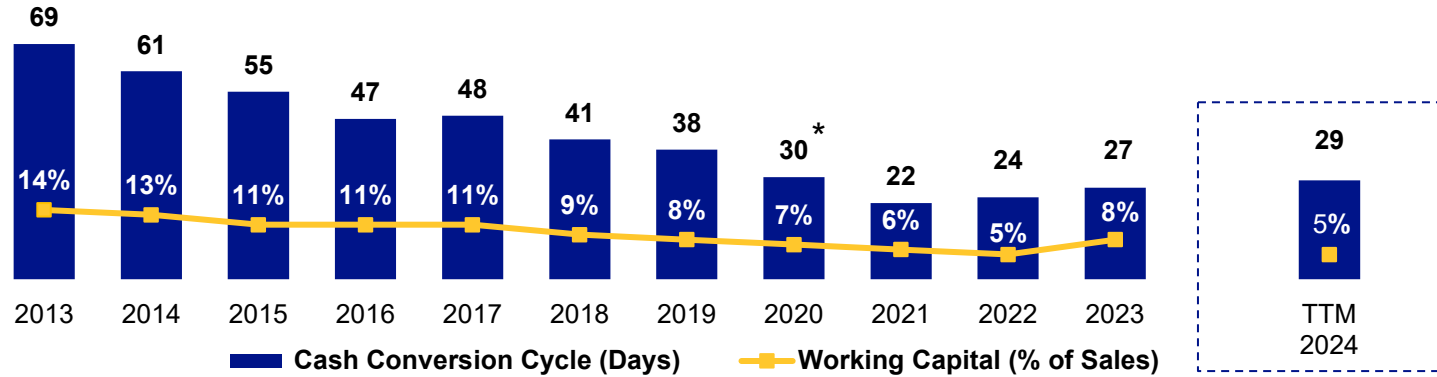


- **Focused on driving improvement in key working capital accounts**
- **Steady debt position and favorable financial arrangements** supporting our investment grade rating
- **Total debt to TTM adjusted EBITDA⁴ was 1.8x on March 31, 2024**, versus our targeted range of 2.0 to 2.5 times
- **Baa1/BBB Rating⁵**

¹ As of 03/31/2024 not including issuance cost; ² Working capital is defined as current assets less current liabilities ³ Total credit capacity represents total committed capacity under the revolving credit facility plus the amount of all other debt outstanding ⁴ These amounts are Non-GAAP measures ⁵ A security rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

Cash Flow Supporting Growth

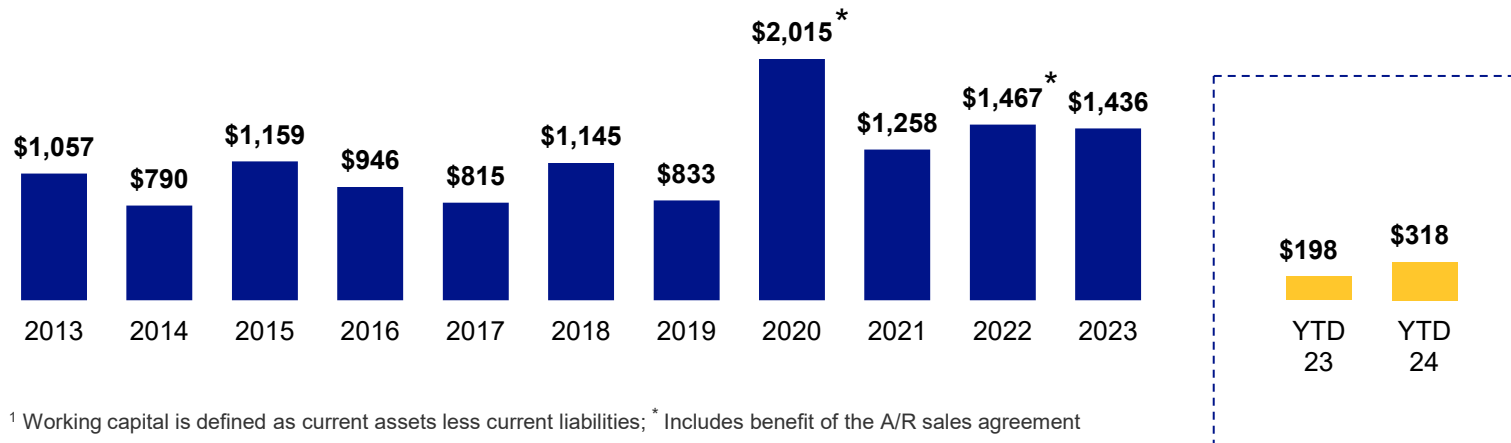
Working Capital¹



Working Capital Initiatives

- Timely collections
- Effective inventory management
- Extended terms and programs with vendors

Cash from Operations (\$M)



Cost Savings Initiatives

- Reinvestment in core businesses to enhance efficiencies and productivity
- Continued improvement in overall cost structure

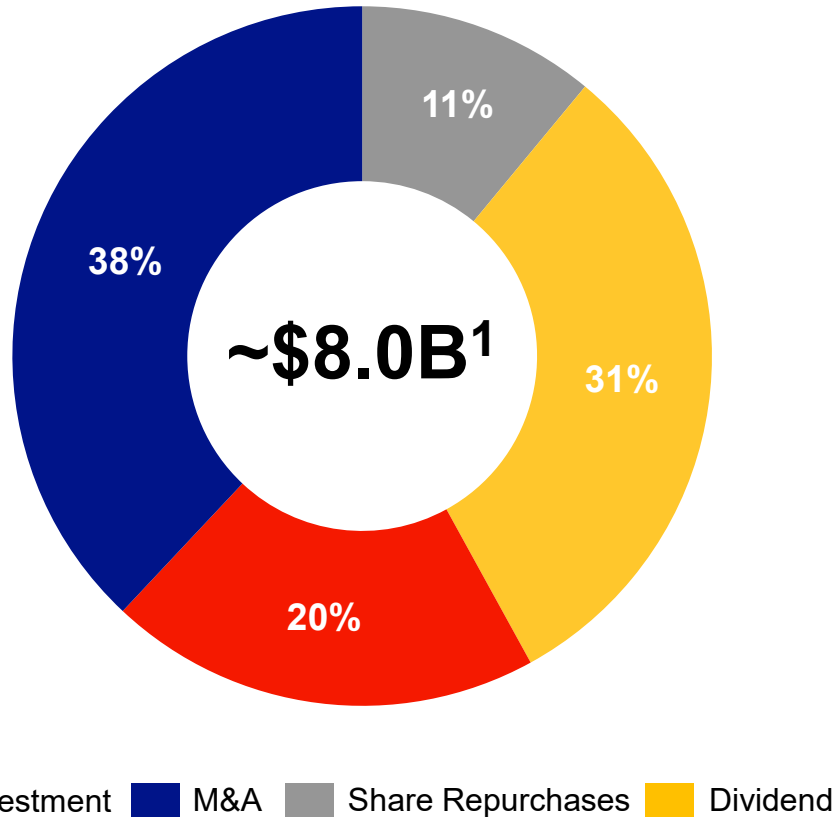
Cash Flows

- Solid cash generation
- Resilient cash flow in economic downturns

¹ Working capital is defined as current assets less current liabilities; * Includes benefit of the A/R sales agreement

Effective Capital Allocation

2019-2023 Capital Deployment



Key Priorities

Reinvestment

- Projecting '24 CapEx of ~\$500M

M&A

- Targeting additional acquisitions in '24

Share Repurchases

- Plans for additional share buy-backs in '24

Dividend

- 2024 cash dividend of \$4.00 per share, +5% from 2023
 - 68th consecutive year of increased dividends paid to our shareholders

Strategic Approach to M&A

Strategic Filters

- Key Product Category Extension
- Market Leadership
- Geographic / Market Expansion
- Capability Enhancements
- Operating and Cost Synergies
- Talent Acquisition / Retention

Financial Criteria

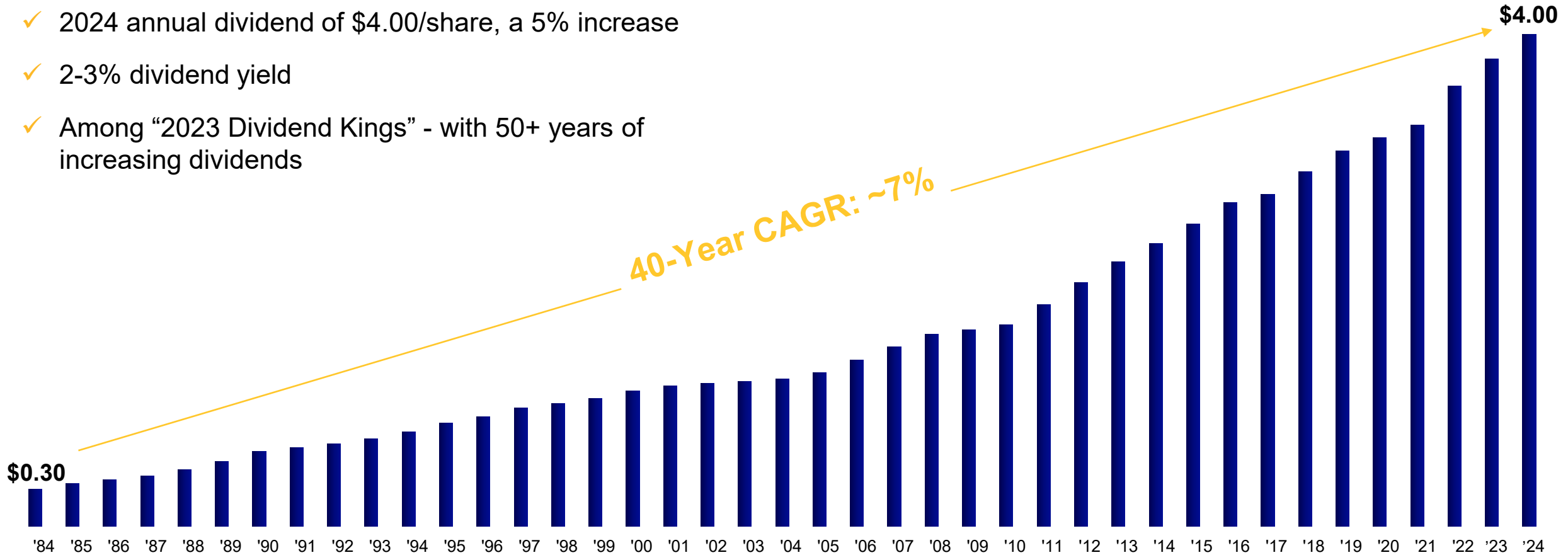
- Accretive Sales Growth and Margin Rates
- Accretive to EPS within First Year
- ROIC > GPC Cost of Capital
- Post-Synergy Purchase Price Multiple Below Our Trading Multiple
- Financed to Maintain Investment Grade Rating
- Dedicated Investment Committee Provides Oversight and Discipline on Capital Allocation Practices



68 Consecutive Years of Dividend Growth

Dividend History

- ✓ 2024 annual dividend of \$4.00/share, a 5% increase
- ✓ 2-3% dividend yield
- ✓ Among “2023 Dividend Kings” - with 50+ years of increasing dividends



2023 Sustainability Report



Environmental

Reducing carbon emissions



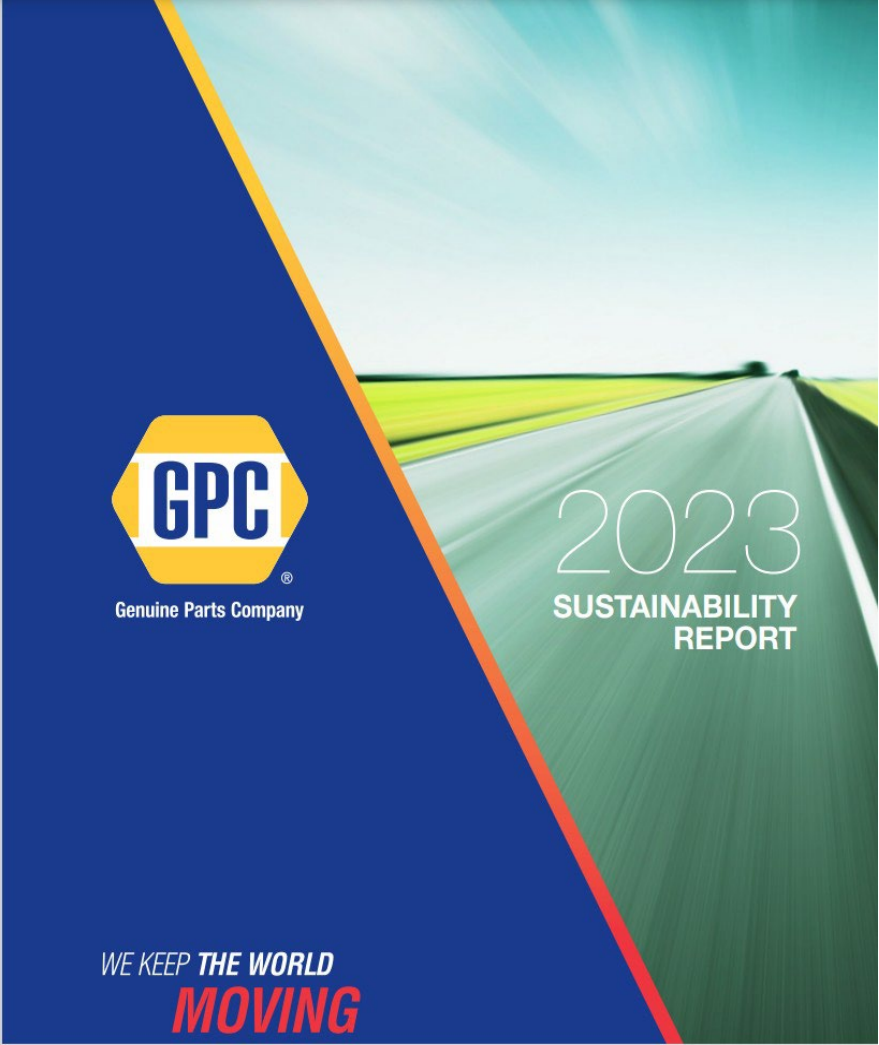
Social

Improving diversity, equity and inclusion



Governance

Enhancing ESG governance



[2023 GPC Sustainability Report](#)

Experienced Leadership Team with Deep Industry Expertise



Paul Donahue
Chairman, CEO
Joined GPC: 2003
Current Role: 2016



Will Stengel
President, CEO-elect
2019
2024



Bert Nappier
EVP, CFO
2022
2022



Naveen Krishna
EVP, CIDO
2021
2021



Jim Neill
EVP, CHRO
2006
2013



Chris Galla
*SVP, General Counsel &
Corporate Secretary*
2005
2020



Lisa Hamilton
*SVP, Total
Rewards*
1996
2020



Vickie Smith
*SVP, Employee
Experience*
2002
2020



Randy Breaux
*Group President,
GPC North
America*
2011
2023



James Howe
*President,
Motion*
1994
2024



Alain Masse
*President,
Canadian
Automotive*
2011
2015



Franck Baduel
*CEO, European
Automotive*
1999
2020



Rob Cameron
*Managing Director
and Group CEO,
Australasia*
2003
2022

Supportive Board With Diverse Expertise and Experience

Board Composition

86% Independent Directors
29% Women
29% Diverse¹
9 Years Average Tenure

Expertise and Experience

CEO / Leadership Position **86%**

Government / Regulatory **50%**

Finance and Accounting **43%**

Distribution / Supply Chain **43%**

Automotive **36%**

International **29%**

Legal **29%**



Left to Right: E. Jenner Wood III, John D. Johns, Jean-Jacques Lafont, P. Russell Hardin, Juliette W. Pryor, Paul D. Donahue, Donna W. Hyland, Richard Cox, Jr., Gary P. Fayard, Wendy B. Needham, Darren M. Rebelez, Robert C. “Robin” Loudermilk, Jr., John R. Holder, Elizabeth W. “Betsy” Camp. Note, as of April 30, Charles K. Stevens (not pictured) was elected to fill Mr. Wood’s vacancy.

¹ Race, ethnicity and/or nationality

GPC as Investment of Choice



Talented team
with deep
expertise to drive
value



Size and scale
across diverse
industries and
geographies to
serve our
customers



Leading positions
in large and
fragmented
automotive and
industrial markets



Clear strategic
plan underpinned
by M&A for
robust growth



Continued
delivery of strong
financial results
through cycles



Appendix

Segment Data

Appendix A

(in thousands)	2023	2022	2021	2020	2019
Net sales:					
Automotive	\$ 14,246,783	\$ 13,666,634	\$ 12,544,131	\$ 10,860,695	\$ 10,993,902
Industrial	8,843,827	8,429,339	6,326,379	5,676,738	6,528,332
Total net sales	23,090,610	22,095,973	18,870,510	16,537,433	17,522,234
Segment profit:					
Automotive	1,174,880	1,191,674	1,073,427	867,743	831,951
Industrial	1,102,836	888,636	595,232	481,854	521,830
Total segment profit	2,277,716	2,078,310	1,668,659	1,349,597	1,353,781
Interest expense, net	(64,469)	(73,886)	(62,150)	(91,048)	(91,405)
Intangible asset amortization	(323,721)	(269,364)	(103,273)	(94,962)	(92,206)
Corporate expense	(147,178)	(157,437)	(174,842)	(149,754)	(140,815)
Other unallocated costs	—	(5,021)	(128,048)	(634,465)	(170,072)
Income (Loss) before income taxes from continuing operations	1,742,348	1,572,602	1,200,346	379,368	859,283
Income taxes from continuing operations	(425,824)	(389,901)	(301,556)	(215,973)	(212,808)
Net income from continuing operations	\$ 1,316,524	\$ 1,182,701	\$ 898,790	\$ 163,395	\$ 646,475
Segment profit margin:					
Automotive	8.2%	8.7%	8.6%	8.0%	7.6%
Industrial	12.5%	10.5%	9.4%	8.5%	8.0%
Total segment profit margin	9.9%	9.4%	8.8%	8.2%	7.7%

Reconciliation of Non-GAAP Financial Measures

Appendix B

Total Segment Profit & Total Segment Profit Margin

(in thousands)	2024	2024	2023			
	TTM	Q1	Q1	Q2	Q3	Q4
GAAP net income	\$ 1,261,461	\$ 248,894	\$ 303,957	\$ 344,494	\$ 351,198	\$ 316,875
Income taxes	401,662	76,287	100,449	109,595	113,862	101,918
Income before income taxes	1,663,123	325,181	404,406	454,089	465,060	418,793
Interest expense, net	65,295	17,690	16,864	16,455	15,827	15,323
Corporate expense	341,468	83,762	66,015	101,550	90,257	65,899
Intangible asset amortization	142,156	34,100	39,122	40,625	33,667	33,764
Other unallocated (loss) income, net	83,042	83,042	—	—	—	—
Total segment profit	<u>\$ 2,295,084</u>	<u>\$ 543,775</u>	<u>\$ 526,407</u>	<u>\$ 612,719</u>	<u>\$ 604,811</u>	<u>\$ 533,779</u>
GAAP net sales	\$ 23,109,123	\$ 5,783,631	\$ 5,765,118	\$ 5,915,006	\$ 5,824,602	\$ 5,585,884
GAAP net income margin	5.5%	4.3%	5.3%	5.8%	6.0%	5.7%
Total segment profit margin	9.9%	9.4%	9.1%	10.4%	10.4%	9.6%

Reconciliation of Non-GAAP Financial Measures

Appendix B

Reconciliation of 2019 Net Sales Excluding Divestitures

(in thousands)	For the Year Ended December 31, 2019		
	GAAP Total Net Sales	Net Sales of Businesses Divested in 2019 (1)	Net Sales Excluding Divestitures
Net sales:			
Automotive	\$ 10,993,902	\$ 15,900	\$ 10,978,002
Industrial	6,528,332	588,031	5,940,301
Total net sales	\$ 17,522,234	\$ 603,931	\$ 16,918,303

Adjusted EBITDA

(in thousands)	2023	2022	2021	2020	2019	2018
GAAP net income from continuing operations	\$ 1,316,524	\$ 1,182,701	\$ 898,790	\$ 163,395	\$ 646,475	\$ 749,534
Depreciation and amortization	350,529	347,819	290,971	272,842	257,263	227,584
Interest expense, net	64,469	73,886	62,150	91,048	91,405	93,281
Income taxes from continuing operations	425,824	389,901	301,556	215,973	212,808	245,104
EBITDA:	2,157,346	1,994,307	1,553,467	743,258	1,207,951	1,315,503
Loss on software disposal (1)	—	—	61,063	—	—	—
Product liability damages award (2)	—	—	77,421	—	—	—
Goodwill impairment charge (3)	—	—	—	506,721	—	—
Restructuring costs (4)	—	—	—	50,019	142,780	—
Realized currency loss on divestitures (5)	—	—	—	11,356	34,701	—
Gain on insurance proceeds (6)	—	(1,507)	(3,862)	(13,448)	—	—
Gain in equity investments (7)	—	—	(10,229)	—	(38,663)	—
Inventory adjustment (8)	—	—	—	40,000	—	—
Gain on sale of real estate (9)	—	(102,803)	—	—	—	—
Product liability adjustment (10)	—	28,730	—	—	—	—
Transaction and other costs (11)	—	80,601	3,655	39,817	31,254	34,930
Adjusted EBITDA	\$ 2,157,346	\$ 1,999,328	\$ 1,681,515	\$ 1,377,723	\$ 1,378,023	\$ 1,350,433

Reconciliation of Non-GAAP Financial Measures (Cont.) Appendix B

Free Cash Flow

(in thousands)

	Three Months Ended March 31, 2024	TTM Ended March 31, 2024
Net cash provided by operating activities	\$ 318,306	\$ 1,556,409
Less: Purchases of property, plant and equipment	115,690	540,265
Free Cash Flow	<u>\$ 202,616</u>	<u>\$ 1,016,144</u>

Outlook

	Year Ending December 31, 2024
Net cash provided by operating activities	\$1.3 billion to \$1.5 billion
Purchases of property, plant and equipment	~\$500 million
Free Cash Flow	<u>\$800 million to \$1 billion</u>

Explanation of Adjustments

Appendix B

- (1) **Loss on software disposal:** Adjustment reflects a loss on an internally developed software project that was disposed of due to a change in management strategy related to advances in alternative technologies.
- (2) **Product liability damages award:** Adjustment reflects damages reinstated by the Washington Supreme Court order on July 8, 2021 in connection with a 2017 automotive product liability claim.
- (3) **Goodwill impairment charge:** Adjustment reflects a second quarter goodwill impairment charge related to our European reporting unit.
- (4) **Restructuring costs:** Adjustment reflects restructuring and special termination costs related to the 2019 Cost Savings Plan announced in the fourth quarter of 2019. The costs are primarily associated with severance and other employee costs, including a voluntary retirement program, and facility and closure costs related to the consolidation of operations.
- (5) **Realized currency loss on divestiture losses:** Adjustment reflects realized currency losses related to divestitures.
- (6) **Gain on insurance proceeds:** Adjustment reflects insurance recoveries in excess of losses incurred on inventory, property, plant and equipment and other fire-related costs related to the S.P. Richards Headquarters and Distribution Center.
- (7) **Gain on equity investment:** Adjustment relates to the gain recognized upon remeasuring the Company's preexisting 35% equity investment to fair value upon acquiring the remaining equity of Motion Asia Pacific on July 1, 2019. Adjustment relates to gains recognized upon remeasurement of certain equity investments to fair value upon acquiring the remaining equity of those entities.
- (8) **Inventory adjustment:** Adjustment reflects a \$40 million increase to cost of goods sold recorded during the quarter ended December 31, 2020 due to the correction of an immaterial error related to the accounting in prior years for consideration received from vendors.
- (9) **Gain on sale of real estate:** Adjustment reflects a gain on the sale of real estate that had been leased to S.P. Richards.
- (10) **Product liability adjustment:** Adjustment to remeasure the product liability reserve for a revised estimate of the number of claims to be incurred in future periods, among other assumptions.
- (11) **Transaction and other costs:** Adjustments for 2019 reflect transaction and other costs related to acquisitions and divestitures. Adjustment for 2020 includes a \$17 million loss on investment, \$10 million of incremental costs associated with COVID-19, and costs associated with certain divestitures. Adjustment for 2021 include transaction and other costs related to acquisitions. Adjustment for 2022 primarily includes costs of \$67 million associated with the January 3, 2022 acquisition and integration of KDG which includes a \$17 million impairment charge. Separately, this adjustment includes an \$11 million loss related to an investment.