

*VISION* **CARLISLE** *2025*

*THE NEXT 100 YEARS*

**3<sup>rd</sup> Quarter 2023 Earnings Call**

**October 26, 2023**

# Forward Looking Statements & Non-GAAP Financial Measures

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements generally use words such as "expect," "foresee," "anticipate," "believe," "project," "should," "estimate," "will," "plans," "intends," "forecast," and similar expressions, and reflect our expectations concerning the future. Such statements are made based on known events and circumstances at the time of publication and, as such, are subject in the future to unforeseen risks and uncertainties. It is possible that our future performance may differ materially from current expectations expressed in these forward-looking statements, due to a variety of factors such as: increasing price and product/service competition by foreign and domestic competitors, including new entrants; technological developments and changes; the ability to continue to introduce competitive new products and services on a timely, cost-effective basis; our mix of products/services; increases in raw material costs that cannot be recovered in product pricing; domestic and foreign governmental and public policy changes including environmental and industry regulations; the ability to meet our goals relating to our intended reduction of greenhouse gas emissions, including our net zero commitments; threats associated with and efforts to combat terrorism; protection and validity of patent and other intellectual property rights; the identification of strategic acquisition targets and our successful completion of any transaction and integration of our strategic acquisitions; our successful completion of strategic dispositions; the cyclical nature of our businesses; the impact of information technology, cybersecurity or data security breaches at our businesses or third parties; the outcome of pending and future litigation and governmental proceedings; the emergence or continuation of widespread health emergencies such as the COVID-19 pandemic, including, for example, expectations regarding their impact on our businesses, including on customer demand, supply chains and distribution systems, production, our ability to maintain appropriate labor levels, our ability to ship products to our customers, our future results, or our full-year financial outlook; and the other factors discussed in the reports we file with or furnish to the Securities and Exchange Commission from time to time. In addition, such statements could be affected by general industry and market conditions and growth rates, the condition of the financial and credit markets and general domestic and international economic conditions, including inflation and interest rate and currency exchange rate fluctuations. Further, any conflict in the international arena, including the Russian invasion of Ukraine and war in the Middle East, may adversely affect general market conditions and our future performance. Any forward-looking statement speaks only as of the date on which that statement is made, and we undertake no duty to update any forward-looking statement to reflect events or circumstances, including unanticipated events, after the date on which that statement is made, unless otherwise required by law. New factors emerge from time to time and it is not possible for management to predict all of those factors, nor can it assess the impact of each of those factors on the business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statement.

Our management uses non-GAAP financial measures in assessing and evaluating the Company's and its segments' performance, which exclude items we consider non-comparable items. We believe the use of such financial measures and information may be useful to investors. Non-GAAP financial measures should be read in conjunction with the GAAP financial measures, as non-GAAP measures are a supplement to, and not a replacement for, GAAP financial measures. Please refer to the financial reconciliations (slides [15](#) through [22](#)) for a reconciliation of non-GAAP financial measures to the related GAAP financial measures. Throughout this presentation each non-GAAP measure is denoted with an \*.

# 3Q23 Results

## 3Q Revenue decreased 16% y/y:

- » Fed Actions driving market softness
- » Residual inventory destocking

## Strong 3Q Adjusted EBITDA margin of 27%

- » +100 bps vs 3Q 2022
- » Sequential improvement vs 2Q
- » Price to value and manufacturing efficiencies
- » CWT margin expansion of +890 bps

## 3Q Adjusted EPS declined 7% y/y:

- » Lower volumes year-over-year
- » Partially offset by margin expansion and share repurchases

## Financial Summary

*(in millions, except per share amounts and percentages)*

	3Q23	3Q22	Δ
<b>Revenues</b>	<b>\$1,259.8</b>	<b>\$1,497.0</b>	<b>(15.8)%</b>
<b>Operating income</b>	<b>\$299.9</b>	<b>\$324.0</b>	<b>(7.4)%</b>
<i>Operating margin</i>	23.8%	21.6%	220 bps
<b>Adjusted EBITDA*</b>	<b>\$339.7</b>	<b>\$389.5</b>	<b>(12.8)%</b>
<i>Adjusted EBITDA margin*</i>	27.0%	26.0%	100 bps
<b>Diluted EPS</b>	<b>\$4.32</b>	<b>\$4.42</b>	<b>(2.3)%</b>
<b>Adjusted diluted EPS*</b>	<b>\$4.68</b>	<b>\$5.04</b>	<b>(7.1)%</b>

## Carlisle's Long-Term Value Creation Drivers

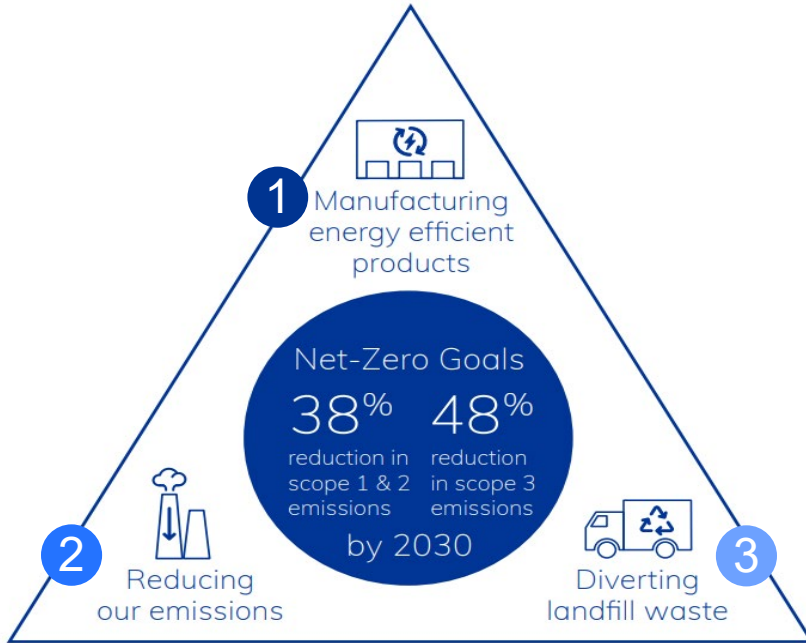
- » CCM multi-year backlog driven by re-roofing cycle
- » CWT non-discretionary R&R balanced with long-term new residential growth to solve housing shortage
- » Growing demand for green building & energy efficient system solutions
- » Innovation to deliver higher performing and easier to install system solutions
- » Brand strength supported by the Carlisle Experience
- » Financial flexibility driven by strong balance sheet and cash flow generation



Carlisle's pivot to pure-play building products enables laser focus on delivering industry-leading integrated building solutions

# Carlisle Is Committed To Achieve Net Zero GHG Emissions By 2050

## Our 3 Pillars And Near-Term Targets



## Progress

- 1** Carlisle sold more than \$3.5 billion worth of LEED qualified products in 2022
- 1** Transitioned 50% of our spray foam blowing agents from Hydrofluorocarbons (HFC's) to Hydrofluoroolefins (HFO's)
- 2** 42% of our facilities now meet ISO 14001 standards
- 2** New Sikeston, MO polyiso plant pending final certification for LEED v4 by USGBC
- 3** Quoted 1.1 million square feet through our Rooftop Recycling Incentive Program which contributed to 95,000 tons of material diverted from landfills via re/upcycling

# ESG Dashboard – Carlisle’s Impact Is Clear and Measurable



**\$3.5B**

LEED qualified and manufactured products sold in 2022



**155M MWh** of energy will be saved based on Carlisle product sales in 2022<sup>1</sup>

Equivalent to the amount of energy required to power almost 14 million homes for a year



**33M metric tons** of GHG will be avoided based on products sold in 2022<sup>1</sup>

Equivalent to the annual emissions of ~7.0M cars



**0.67 OSHA Incident Rate** due to ‘Path to Zero’ initiative

Compared to 3.7 industry average<sup>2</sup>



**50%** of Board of Directors identifies as gender, racial, or ethnically diverse

Compared to <40% in the United States<sup>3</sup>

<sup>1</sup>Derived from 3rd party life-cycle analysis over the life of the products

<sup>2</sup> U.S. Bureau of Labor Statistics

<sup>3</sup> ISS Corporate Solutions, 2021

## Vision 2025 Put Our Foundational Pillars In Place

- » Deliver mid-single-digit organic revenue growth
- » Utilize the Carlisle Operating System ("COS") effectively to enhance productivity
- » Seek accretive, strategic acquisitions with a focus on Building Products
- » Maintain a disciplined, returns-focused capital allocation strategy
- » Attract and develop exceptional talent



# Carlisle Construction Materials



<i>(in millions, except percentages)</i>	Three Months Ended September 30,				Organic	Acquisition Effect	Exchange Rate Effect
	2023	2022	Change \$	Change %			
Revenues	\$ 914.0	\$ 1,090.3	\$ (176.3)	(16.2)%	(16.5)%	— %	0.3 %
Operating income	\$ 272.5	\$ 341.7	\$ (69.2)	(20.3)%			
Operating margin	29.8 %	31.3 %		-150 bps			
Depreciation and amortization	\$ 15.7	\$ 13.6					
Adjusted EBITDA*	\$ 289.4	\$ 354.1	\$ (64.7)	(18.3)%			
Adjusted EBITDA margin*	31.7 %	32.5 %		-80 bps			

## 3Q23 Notable Commercial Items:

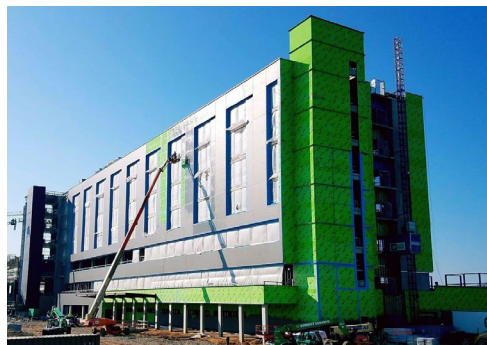
- » Lower volumes driven by:
  - » Higher interest rates
  - » Inventory destocking
- » Channel destocking substantially complete at end of Q3

## Adjusted EBITDA Margin\* Decrease:

- » Driven by lower volumes
- » Partially offset by positive price/cost and savings from COS



# Carlisle Weatherproofing Technologies



<i>(in millions, except percentages)</i>	Three Months Ended September 30,				Organic	Acquisition Effect	Exchange Rate Effect
	2023	2022	Change \$	Change %			
Revenues	\$ 345.8	\$ 406.7	\$ (60.9)	(15.0)%	(14.9)%	— %	(0.1)%
Operating income	\$ 58.8	\$ 9.6	\$ 49.2	512.5 %			
Operating margin	17.0 %	2.4 %		+1460 bps			
Depreciation and amortization	\$ 21.8	\$ 24.7					
Adjusted EBITDA*	\$ 80.8	\$ 59.1	\$ 21.7	36.7 %			
Adjusted EBITDA margin*	23.4 %	14.5 %		+890 bps			



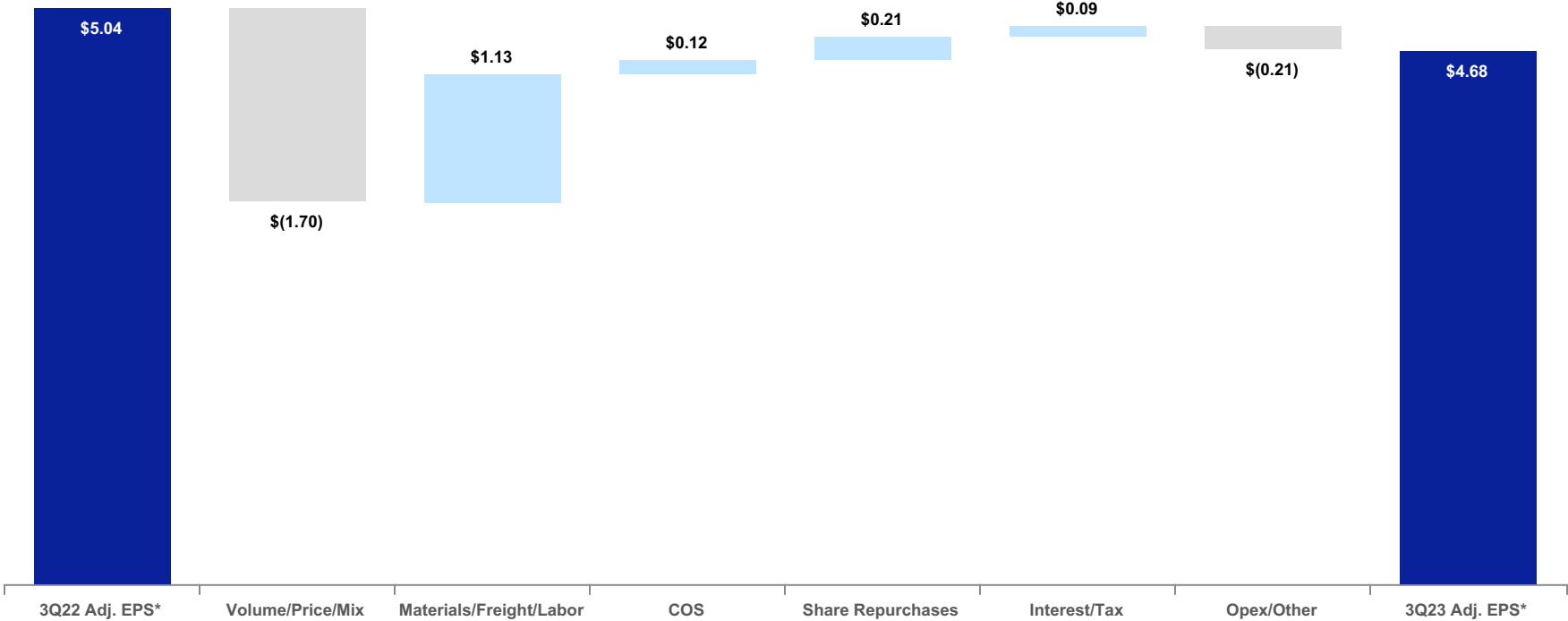
## 3Q23 Notable Commercial Items:

- » Volume declines primarily due to residential demand weakness and project delays
- » Partially offset by steady non-residential and repair/remodel demand

## Adjusted EBITDA Margin\* Increase:

- » Efficiency gains through targeted restructuring actions and Henry synergies
- » Operational efficiencies through implementation of COS
- » Positive price/cost and improved mix through system selling initiatives

# 3Q23 Adjusted EPS\* Bridge



\* Reference the financial reconciliations of non-GAAP financial measures to the related GAAP financial measures.

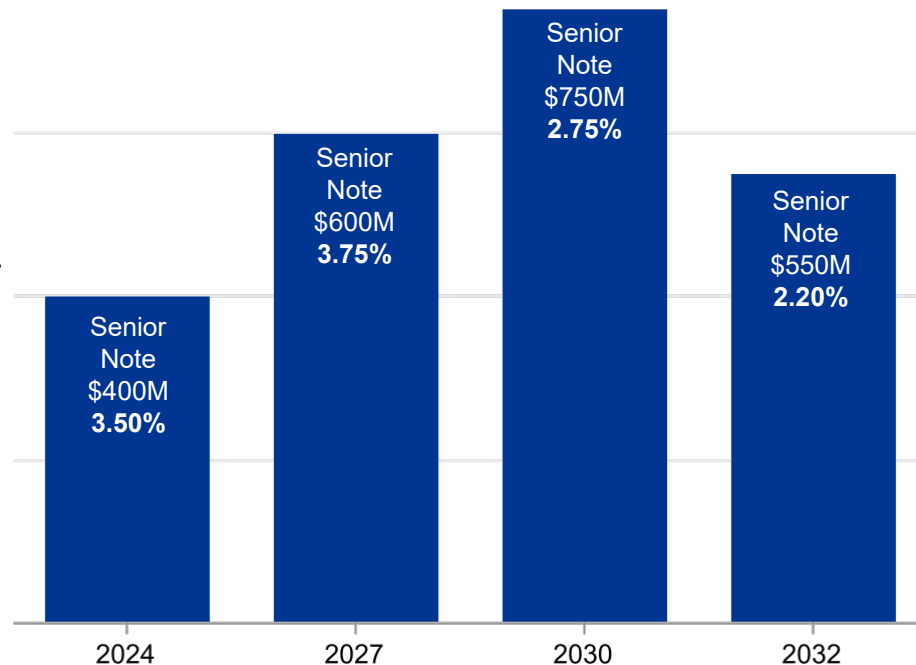
## Focused on Capital Structure Optimization

- » Cash on hand of \$108M as of September 30, 2023
- » Repaid \$300M Senior Note in 3Q23
- » \$1B available under revolver
- » \$42M in dividends paid in 3Q23
- » Repurchased 1.2M shares for \$330M in 3Q23
  - » 8.6M shares remaining under authorization as of September 30, 2023

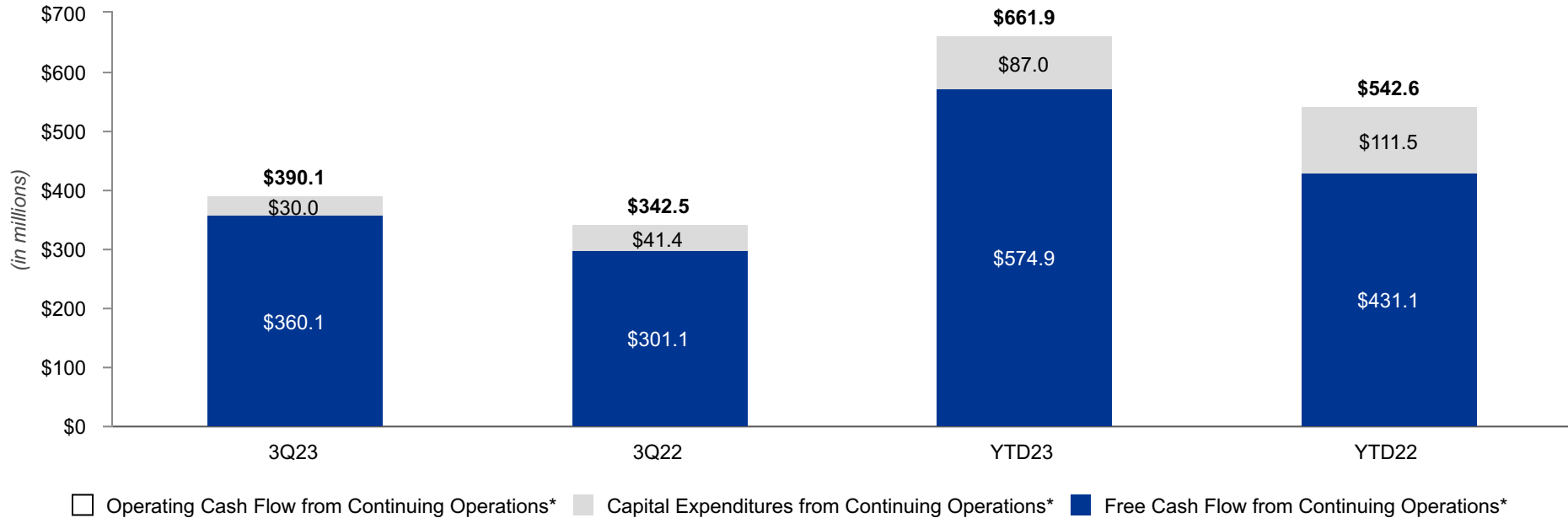
### Key Debt Ratios:

- » Net debt to cap ratio\* of 43%
- » Net debt to EBITDA\* of 1.7x
- » EBITDA to interest\* of 16.9x

## Debt Maturity Schedule



## 3Q23 Cash Flow Performance



- » Reflects improved working capital
- » Continue to expect strong free cash generation in 2023

# 2023 Outlook

Year over Year Outlook	Q4	Primary Drivers
CCM Revenue	-3% to -5%	<ul style="list-style-type: none"> <li>• Medium term end market challenges driven by higher interest rates, tighter lending and project delays</li> <li>• Contractor backlog remains strong driven by re-roof cycle</li> </ul>
CWT Revenue	~ -10%	<ul style="list-style-type: none"> <li>• Headwinds in residential markets</li> <li>• Partially offset by channel penetration, steady commercial and R&amp;R demand</li> <li>• Exit of rubber business</li> </ul>
<b>Total CSL Revenue</b>	<b>-5% to -7%</b>	
<b>Total CSL Adj. EBITDA Margin*</b>	<b>Up 200 bps</b>	<ul style="list-style-type: none"> <li>• Price discipline</li> <li>• Cost controls and efficiencies</li> </ul>
Other Expense Expectations		Q4
Corporate & Unallocated Expense	~\$30M	
Depreciation	~\$18M	
Amortization	~\$22M	
Capital Expenditures	~\$40M	
Interest Expense, net**	~\$13M	
Base Tax Rate	23% to 24%	

# Financial Reconciliations



# Non-GAAP Financial Metrics

This presentation includes the following financial measures that are not presented in accordance with generally accepted accounting principles in the United States of America (“GAAP”):

1. Adjusted EBITDA, which the Company defines as net income excluding income/loss from discontinued operations, interest expense, interest income, income tax expense, depreciation and amortization, inventory step-up amortization and transaction costs, impairment charges, gains and losses from acquisitions or divestitures, gains and losses from insurance, gains and losses from litigation, losses on extinguishment of debt;
2. Adjusted EBIT Margin, which the Company defines as the percentage that results from dividing Adjusted EBIT by total revenues;
3. Adjusted EBITDA Margin, which the company defines as the percentage that results from dividing Adjusted EBITDA by total revenues;
4. Adjusted net income, which the Company defines as net income excluding income/loss from discontinued operations, exit and disposal and facility rationalization costs, inventory step-up amortization and acquisition costs, impairment charges, gains and losses from acquisitions or divestitures, gains and losses from insurance, gains and losses from litigation, losses on extinguishment of debt, amortization of acquisition intangible assets, and discrete tax items;
5. Adjusted earnings per diluted share, which the Company defines as diluted earnings per share excluding exit and disposal and facility rationalization costs, inventory step-up amortization and acquisition costs, impairment charges, gains and losses from acquisitions or divestitures, gains and losses from insurance, gains and losses from litigation, losses on extinguishment of debt amortization of acquisition intangible assets, and discrete tax items; and the impact of including dilutive securities divided by diluted weighted average shares outstanding;
6. Organic revenue, which the Company defines as revenues excluding acquired revenues within the last 12 months and the impact of changes in foreign exchange rates versus the U.S. Dollar;
7. Free Cash Flow, which the Company defines as net cash provided by operating activities less capital expenditures;
8. Net debt to EBITDA<sup>(1)</sup>, which the Company defines as senior note debt less cash (net debt per debt covenants) divided by EBITDA per debt covenants (income from continuing operations excluding interest expense, income tax expense, depreciation, amortization, non-cash stock compensation expense and pro forma impact of any acquisition having an impact on net book value in excess of \$10 million);
9. EBITDA<sup>(1)</sup> to interest, which the Company defines as EBITDA per debt covenants divided by interest expense;
10. Net debt to capital, which the Company defines as total debt less cash (net debt) divided by total shareholder’s equity plus net debt;
11. ROIC, which the Company defines as EBITA times one minus the tax rate divided by shareholders equity plus debt minus cash.

Management believes that adjusted EBITDA, and adjusted EBITDA margin, adjusted diluted earnings per share and organic revenue are useful to investors because they allow for comparison to the Company’s and its segments’ performance in prior periods without the effect of items that, by their nature, tend to obscure core operating results due to potential variability across periods based on the timing, frequency and magnitude of such items. As a result, management believes that these measures enhance the ability of investors to analyze trends in the Company’s business and evaluate the Company’s performance relative to similarly-situated companies. Management also believes free cash flow, net debt to EBITDA, EBITDA to interest and net debt to capital are useful to investors as an additional way of viewing the Company’s liquidity and provides a more complete understanding of factors and trends affecting the Company’s cash flows and liquidity. However, non-GAAP financial measures have limitations as analytical tools and should not be considered in isolation from, or solely as alternatives to, financial measures prepared in accordance with GAAP. In addition, these non-GAAP financial measures may differ from similarly named measures used by other companies. Reconciliations of the differences between these non-GAAP financial measures and their most directly comparable financial measures calculated in accordance with GAAP are set forth in this appendix.

# Reconciliation to Organic Revenue

<i>(in millions, except percentages)</i>	Three Months Ended September 30,					
	CSL		CCM		CWT	
2022 Revenue (GAAP)	\$	1,497.0	\$	1,090.3	\$	406.7
Organic		(240.3)	(16.1)%	(179.7)	(16.5)%	(60.6) (14.9)%
Acquisitions		—	— %	—	— %	— — %
FX impact		3.1	0.3 %	3.4	0.3 %	(0.3) (0.1)%
Total change		(237.2)	(15.8)%	(176.3)	(16.2)%	(60.9) (15.0)%
2023 Revenue (GAAP)		1,259.8		914.0		345.8



# Reconciliation to Free Cash Flow

<i>(in millions)</i>	Three Months Ended September 30,		Nine Months Ended September 30,	
	2023	2022	2023	2022
Operating cash flow (GAAP)	\$ 441.7	\$ 365.1	\$ 812.4	\$ 588.6
Less: operating cash flow from discontinued operations	51.6	22.6	150.5	46.0
Operating cash flow from continuing operations	<u>\$ 390.1</u>	<u>\$ 342.5</u>	<u>\$ 661.9</u>	<u>\$ 542.6</u>
Capital expenditures (GAAP)	\$ (36.2)	\$ (47.8)	\$ (106.3)	\$ (130.5)
Less: capital expenditures from discontinued operations	(6.2)	(6.4)	(19.3)	(19.0)
Capital expenditures from continuing operations	<u>\$ (30.0)</u>	<u>\$ (41.4)</u>	<u>\$ (87.0)</u>	<u>\$ (111.5)</u>
Operating cash flow from continuing operations	\$ 390.1	\$ 342.5	\$ 661.9	\$ 542.6
Capital expenditures from continuing operations	(30.0)	(41.4)	(87.0)	(111.5)
Free cash flow from continuing operations	<u>\$ 360.1</u>	<u>\$ 301.1</u>	<u>\$ 574.9</u>	<u>\$ 431.1</u>

# Reconciliation to Adjusted EBITDA

<i>(in millions, except percentages)</i>	Three Months Ended September 30,	
	2023	2022
Net income (GAAP)	\$ 265.6	\$ 254.7
Less: Income from discontinued operations (GAAP)	48.7	21.4
Income from continuing operations (GAAP)	216.9	233.3
Provision for income taxes	66.6	69.1
Interest expense, net	19.4	22.6
Interest income	(3.6)	(2.9)
EBIT	299.3	322.1
Exit and disposal, and facility rationalization costs	1.7	—
Inventory step-up amortization and transactions costs	—	2.3
Impairment charges	0.5	25.1
(Gains) losses from acquisitions and disposals	(0.7)	0.2
Gains from litigation	(0.1)	—
Total non-comparable items	1.4	27.6
Adjusted EBIT	300.7	349.7
Depreciation	16.8	17.2
Amortization	22.2	22.6
Adjusted EBITDA	339.7	389.5
Divided by:		
Total revenues	\$ 1,259.8	\$ 1,497.0
Adjusted EBITDA margin	27.0 %	26.0 %

# Reconciliation to Adjusted EBITDA

	Three Months Ended September 30, 2023		
	CCM	CWT	Corporate and unallocated
<i>(in millions, except percentages)</i>			
Operating income (loss) (GAAP)	\$ 272.5	\$ 58.8	\$ (31.4)
Non-operating expense (income), net <sup>(1)</sup>	0.3	(0.2)	0.5
EBIT	272.2	59.0	(31.9)
Exit and disposal, and facility rationalization costs	1.7	—	—
Impairment charges	—	0.5	—
Gains from acquisitions and disposals	(0.2)	(0.5)	—
Gains from litigation	—	—	(0.1)
Total non-comparable items	1.5	—	(0.1)
Adjusted EBIT	273.7	59.0	(32.0)
Depreciation	11.7	4.1	1.0
Amortization	4.0	17.7	0.5
Adjusted EBITDA	\$ 289.4	\$ 80.8	\$ (30.5)
Divided by:			
Total revenues	\$ 914.0	\$ 345.8	\$ —
Adjusted EBITDA margin	31.7 %	23.4 %	NM

<sup>(1)</sup> Includes other non-operating (income) expense, net, which may be presented in separate line items on the unaudited Consolidated Statements of Income.

# Reconciliation to Adjusted EBITDA

	Three Months Ended September 30, 2022		
	CCM	CWT	Corporate and unallocated
<i>(in millions, except percentages)</i>			
Operating income (loss) (GAAP)	\$ 341.7	\$ 9.6	\$ (27.3)
Non-operating expense, net <sup>(1)</sup>	1.2	0.2	0.5
EBIT	340.5	9.4	(27.8)
Inventory step-up amortization and transaction costs	—	—	2.3
Impairment charges	—	24.8	0.3
Losses from acquisitions and disposals	—	0.2	—
Total non-comparable items	—	25.0	2.6
Adjusted EBIT	340.5	34.4	(25.2)
Depreciation	9.8	6.4	1.0
Amortization	3.8	18.3	0.5
Adjusted EBITDA	\$ 354.1	\$ 59.1	\$ (23.7)
Divided by:			
Total revenues	\$ 1,090.3	\$ 406.7	\$ —
Adjusted EBITDA margin	32.5 %	14.5 %	NM

<sup>(1)</sup> Includes other non-operating (income) expense, net, which may be presented in separate line items on the unaudited Consolidated Statements of Income.

# Reconciliation to Adjusted Diluted EPS

	Three Months Ended September 30, 2023			Three Months Ended September 30, 2022		
	Pre-tax Impact	Post-tax Impact <sup>(1)</sup>	Impact to Diluted EPS <sup>(2)</sup>	Pre-tax Impact	Post-tax Impact <sup>(1)</sup>	Impact to Diluted EPS <sup>(2)</sup>
<i>(in millions, except per share amounts)</i>						
Net income (GAAP)		\$ 265.6	\$ 5.29		\$ 254.7	\$ 4.83
Less: Income from discontinued operations (GAAP)		48.7	0.97		21.4	0.41
Income from continuing operations (GAAP)		216.9	4.32		233.3	4.42
Exit and disposal, and facility rationalization costs	1.7	1.1	0.02	—	—	—
Inventory step-up amortization and transaction costs	—	—	—	2.3	1.7	0.03
Impairment charges	0.5	0.3	0.01	25.1	19.1	0.36
(Gains) losses from acquisitions and disposals	(0.7)	(0.4)	(0.01)	0.2	0.1	—
Acquisition-related amortization <sup>(3)</sup>	20.9	15.8	0.32	21.6	16.3	0.31
Discrete tax items <sup>(4)</sup>	—	1.1	0.02	—	(4.6)	(0.08)
Total adjustments		17.9	0.36		32.6	0.62
Adjusted net income		<u>\$ 234.8</u>	<u>\$ 4.68</u>		<u>\$ 265.9</u>	<u>\$ 5.04</u>

<sup>(1)</sup>The impact to net income reflects the tax effect of noted items, which is based on the statutory rate in the jurisdiction in which the expense or income is deductible or taxable.

<sup>(2)</sup>The per share impact of adjustments to each period is based on diluted shares outstanding using the two-class method.

<sup>(3)</sup>Acquisition-related amortization includes the amortization of customer relationships, technology, trade names and other intangible assets recorded in purchase accounting in connection with a business combination. These intangible assets contribute to revenue generation and the amortization of these assets will recur until such intangible assets are fully amortized.

<sup>(4)</sup>Discrete tax items include current period tax expense or benefit related to prior year items, the tax impact of foreign currency gains and losses, or changes in tax laws or rates.

# Reconciliation of Unaudited Leverage Ratios and Net Debt to Capital Ratios

## Unaudited Leverage Ratios

<i>(in millions, except ratios)</i>	<b>LTM 9/30/2023</b>
Income from continuing operations (GAAP)	\$ 707.0
Income tax expense	206.0
Interest expense	75.3
Depreciation and amortization	176.9
Non-cash stock based compensation expense	34.4
Non-cash asset impairment	74.7
Debt covenant defined EBITDA <sup>(1)</sup>	\$ 1,274.3
Consolidated interest expense	\$ 75.3
Short-term debt from senior notes	\$ —
Long-term debt from senior notes	2,300.0
Total senior note debt	\$ 2,300.0
Less: cash	108.0
Net debt per debt covenants <sup>(1)</sup>	\$ 2,192.0
Net debt to EBITDA per debt covenants <sup>(1)</sup>	1.7x
EBITDA <sup>(1)</sup> per debt covenants to interest	16.9x

<sup>(1)</sup> Debt covenant ratios use a credit agreement adjusted EBITDA and net debt definitions which differs slightly from standard adjusted EBITDA and net debt calculations.

## Net Debt to Capital Ratio

<i>(in millions, except percentages)</i>	<b>9/30/2023</b>
Long-term debt, including current portion (GAAP)	\$ 2,285.5
Less: cash	108.0
Net debt	\$ 2,177.5
Capital	
Net debt	\$ 2,177.5
Total stockholders' equity	2,923.8
Total capital (net of cash)	\$ 5,101.3
Net debt to capital	43 %