

Nōmad Foods

SECOND QUARTER 2022

Earnings

Results

August 10, 2022



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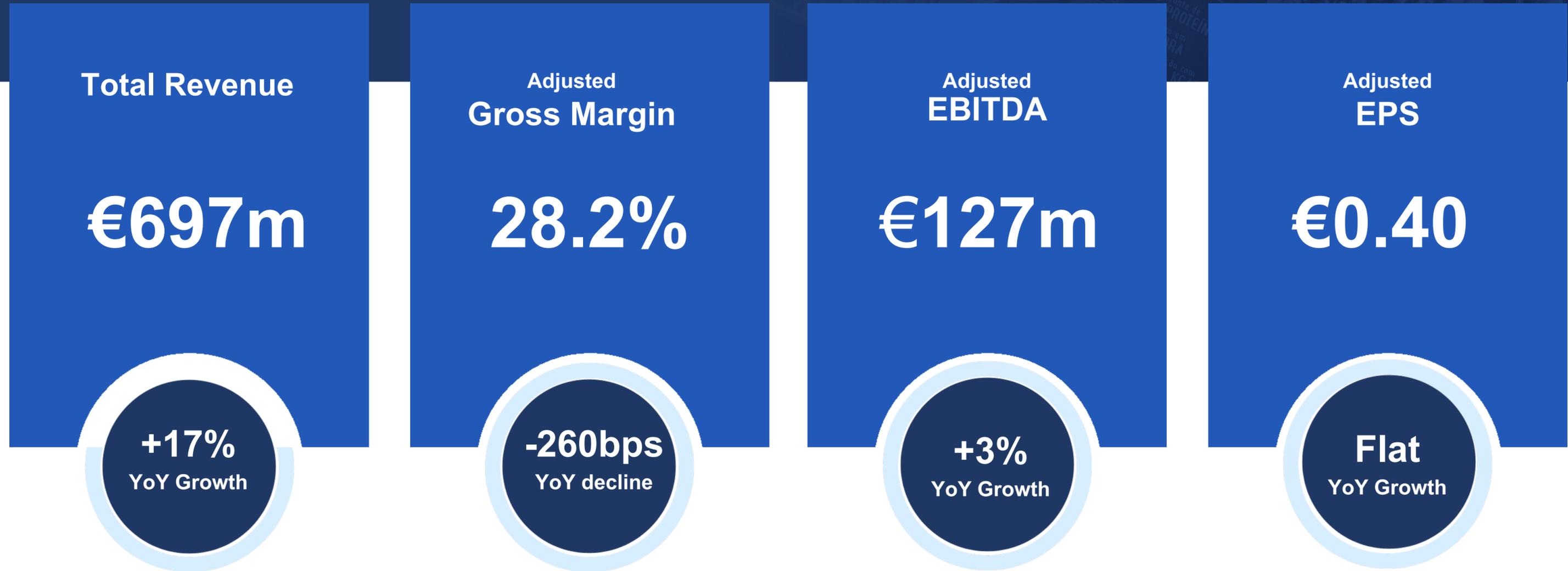
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Given these risks and uncertainties, prospective investors are cautioned not to place undue reliance on forward-looking statements. Other than in accordance with its legal or regulatory obligations, the Company is not under any obligation and the Company and its affiliates expressly disclaim any intention, obligation or undertaking to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. This Presentation shall not, under any circumstances, create any implication that there has been no change in the business or affairs of the Company since the date of this Presentation or that the information contained herein is correct as at any time subsequent to its date. No statement in this Presentation is intended as a profit forecast or estimate.

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This Presentation includes certain additional key performance indicators which are considered non-IFRS financial measures including, but not limited to, organic revenue growth, Adjusted EBITDA, Adjusted EPS, Adjusted EPS growth, Adjusted EBITDA growth, Adjusted EPS growth, Adjusted Free Cash Flow and Free Cash Flow Conversion. Nomad Foods believes these non-IFRS financial measures provide an important alternative measure with which to monitor and evaluate the Company’s ongoing financial results, as well as to reflect its acquisitions. Nomad Foods’ calculation of these financial measures maybe different from the calculations used by other companies and comparability may therefore be limited. You should not consider the Company’s non-IFRS financial measures an alternative or substitute for the Company’s reported results. For a reconciliation of these non-IFRS financial measures to the most directly comparable IFRS measures, refer to the Appendix to this Presentation.

Second Quarter 2022 Key Financial Metrics



Second Quarter Performance

- Delivered revenue growth in a difficult macro environment, supported by our recently acquired Adriatic region
- Q2 had the highest mismatch of input cost inflation versus price for the year and our pricing is now catching up to costs
- We are more than 95% covered on raw material costs for 2022
- We landed our H1 pricing while our overall value share was stable; Must Win Battles (MWB) share up 60bps in Q2, up 50bps in H1
- We are updating our Adjusted EPS guidance to €1.65 to €1.71 due to market volatility and an uncertain consumer outlook; this represents high-single-digit Adj. EPS growth
- We remain on track to reach our 2025 Adj. EPS target of €2.30

Second Quarter Business Highlights

Fish supply strategy: Diversifying risks

- Rapidly securing new farmed fish sources
- Adding alternate species and new geographies to augment current wild caught supplies

Green Cuisine: Growth engine

- Gained 290bps market share in trailing 52 weeks while category headwinds moderated in Q2
- Green Cuisine remains a strategic growth priority addressing both sustainability and expanding consumer demand for affordable alternative proteins

Adriatic region: Strong momentum

- Strong quarter boosted by high summer ice cream demand
- Integration program ahead of 2024 target

Second Quarter 2022 Key Operating Highlights

(in €m unless otherwise noted)	2Q 2022	2Q 2021	YoY Change
Revenue	€697	€596	17%
Organic revenue growth/(decline)			(3)%
Adjusted Gross profit	197	184	7%
Adjusted Gross margin	28.2%	30.8%	(260) bp
Adjusted operating expense	(92)	(77)	19%
Depreciation & amortization	22	17	31%
Adjusted EBITDA	€127	€123	3%
Adjusted EBITDA margin	18.2%	20.7%	(250) bp
Adjusted profit for the period	70	72	(2)%
Adjusted EPS	€0.40	€0.40	—%

Second Quarter 2022 Free Cash Flow Highlights

(in €m unless otherwise noted)	Six Months Ended June 30, 2022	Six Months Ended June 30, 2021
Adjusted EBITDA	€258	€261
Change in working capital	(125)	(55)
Capital expenditures ¹	(34)	(34)
Cash taxes	(25)	(31)
Cash interest & other ²	(38)	(38)
Adjusted free cash flow	€36	€103
Adjusted profit for the period	€146	€155
Adjusted free cash flow as % adjusted profit for the period	25%	66%

¹ Calculated as the sum of purchases of property, plant & equipment and intangible non-current assets.

² Calculated as the sum of net interest paid, proceeds/payments on settlement of derivatives and lease liability payments.

Updated 2022 Guidance

Total Revenue

**High-single digit
Growth**

Organic Revenue

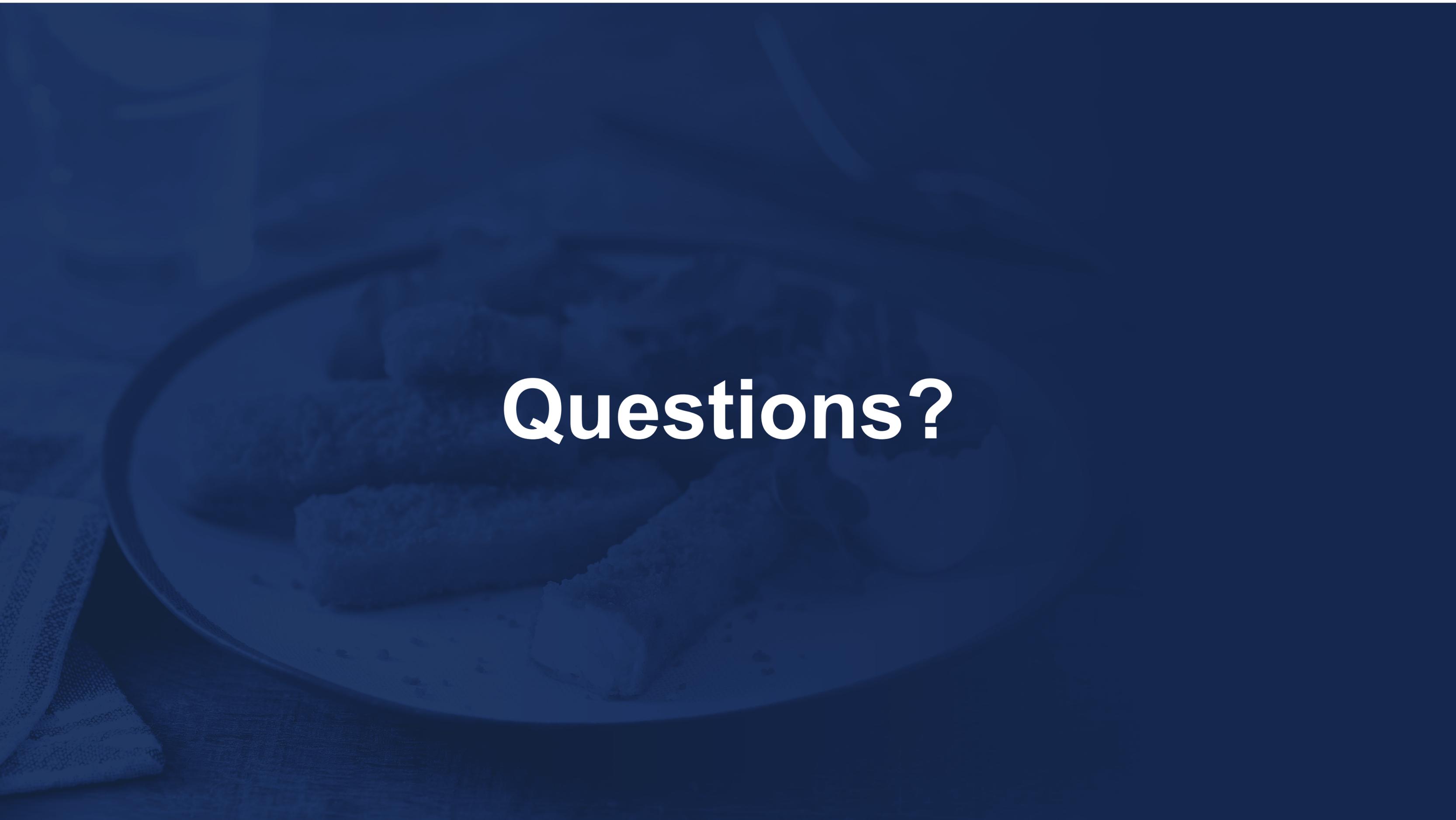
**Low-single digit
Growth**

Adjusted EPS

**High-single digit
Growth**

Adjusted EPS
€1.65 - 1.71

Our 2025 Adjusted EPS target remains at €2.30

A photograph of a plate of food, likely a sandwich or burger, with a blue overlay. The text "Questions?" is centered on the image.

Questions?

A photograph of a plate of food, possibly a sandwich or burger, with a blue overlay. The word "Appendix" is written in white text across the center of the image.

Appendix

Contents

The following tables have been included to allow users to reconcile Non-IFRS financial measures as well as Adjusted financial information included within this presentation to reported IFRS financial measures.

1. Definitions of Non-IFRS financial measures referred to in this presentation.
2. Reconciliation of reported to organic revenue growth/(decline).
3. Reconciliation of Non-IFRS financial measures.

1. Definitions of Non-IFRS financial measures referred to in this presentation

Non-IFRS financial measures should not be considered as substitutes for, or superior to, measures of financial performance prepared in accordance with IFRS. They are limited in value because they exclude charges that have a material effect on the Company's reported results and, therefore, should not be relied upon as the sole financial measures to evaluate the Company's financial results. The non-IFRS financial measures are meant to supplement, and to be viewed in conjunction with, IFRS financial measures. Investors are encouraged to review the reconciliation of these non-IFRS financial measures to their most directly comparable IFRS financial measures as provided in the tables accompanying this document.

Adjusted EBITDA – EBITDA is profit or loss for the period before taxation, net financing costs, depreciation and amortization. Adjusted EBITDA is EBITDA adjusted to exclude, when they occur, the impacts of exited markets, acquisition purchase price adjustments and exceptional items to the extent included in our financial statements such as material restructuring charges, material goodwill and intangible asset impairment charges, other material unusual or non-recurring items, as well as additional items that management deems to be exceptional and appropriate for adjustment. In addition, we exclude other adjustments such as the impact of share based payment expenses and related employer payroll taxes, and non-operating M&A related costs, because we do not believe they are indicative of our normal operating costs, can vary significantly in amount and frequency, and are unrelated to our underlying operating performance. The Company believes Adjusted EBITDA provides important comparability of underlying operating results, allowing investors and management to assess operating performance on a consistent basis.

Adjusted Profit for the period is defined as profit for the period excluding, when they occur, the impacts of exited markets, acquisition purchase price adjustments and exceptional items such as restructuring charges, goodwill and intangible asset impairment charges, unissued preferred share dividends, as well as certain other items considered unusual or non-recurring in nature. In addition, we exclude other adjustments such as the impact of share based payment expenses and related employer payroll taxes, and non-operating M&A related costs, because we do not believe they are indicative of our normal operating costs, can vary significantly in amount and frequency, and are unrelated to our underlying operating performance. The Company believes Adjusted Profit after tax provides important comparability of underlying operating results, allowing investors and management to assess operating performance on a consistent basis.

Adjusted EPS - Adjusted EPS is defined as basic earnings per share excluding, when they occur, the impacts of exited markets, acquisition purchase price adjustments and exceptional items to the extent included in our financial statements such as material restructuring charges, material goodwill and intangible asset impairment charges, unissued preferred share dividends, other material unusual or non-recurring items, as well as additional items that management deems to be exceptional and appropriate for adjustment. In addition, we exclude other adjustments such as the impact of share based payment expenses and related employer payroll taxes, and non-operating M&A related costs, because we do not believe they are indicative of our normal operating costs, can vary significantly in amount and frequency, and are unrelated to our underlying operating performance. The Company believes Adjusted EPS provides important comparability of underlying operating results, allowing investors and management to assess operating performance on a consistent basis.

Adjusted Financial Information – Adjusted financial information presented in this presentation reflects the historical reported financial statements of Nomad Foods, adjusted for share based payment charges including employer payroll taxes, exceptional items (as described above) and non-cash foreign currency translation charges/gain.

Organic Revenue Growth/(Decline) – Organic revenue growth/(decline) is an adjusted measurement of our operating results. This comparison of current and prior period performance takes into consideration only those activities that were in effect during both time periods. Organic revenue reflects reported revenue adjusted for currency translation and non-comparable trading items such as expansion, acquisitions, disposals, closures, trading day impacts or any other event that artificially impact the comparability of our results.

Adjusted Free Cash Flow – Adjusted free cash flow is the amount of cash generated from operating activities before cash flows related to exceptional items (as described above), non-operating M&A related costs and working capital movements on employer taxes associated with share based payment awards, but after capital expenditure (on property, plant and equipment and intangible assets), net interest paid, proceeds/(payments) on settlement of derivatives where hedge accounting is not applied and payments of lease liabilities. Adjusted free cash flow reflects cash flows that could be used for payment of dividends, repayment of debt or to fund acquisitions or other strategic objectives.

2. Reconciliation of reported to organic revenue growth/(decline)

Year on Year Growth - June 30, 2022 compared to June 30, 2021

	Three Months Ended June 30, 2022	Six Months Ended June 30, 2022
	YoY Change	YoY Change
Reported Revenue Growth	17.0%	9.7%
<i>Of which:</i>		
- Organic Revenue Growth/(Decline)	(3.2)%	(3.9)%
- Acquisitions	19.6%	12.6%
- Translational FX (a)	0.6%	1.0%
Total	17.0%	9.7%

(a) Translational FX is calculated by translating data of the current and comparative periods using a budget foreign exchange rate that is set once a year as part of the Company's internal annual forecast process.

3. Reconciliation of Non-IFRS Financial Measures

Adjusted Statement of Profit or Loss (unaudited)
Three Months Ended June 30, 2022

€ in millions, except per share data	As reported for the three months ended June 30, 2022	Adjustments		As adjusted for the three months ended June 30, 2022
Revenue	697.0	—		697.0
Cost of sales	(500.2)	—		(500.2)
Gross profit	196.8	—		196.8
Other operating expenses	(96.1)	4.0	(a)	(92.1)
Exceptional items	12.7	(12.7)	(b)	—
Operating profit	113.4	(8.7)		104.7
Finance income	2.7	(2.7)		—
Finance costs	(18.8)	3.2		(15.6)
Net financing costs	(16.1)	0.5	(c)	(15.6)
Profit before tax	97.3	(8.2)		89.1
Taxation	(22.7)	4.0	(d)	(18.7)
Profit for the period	74.6	(4.2)		70.4
Weighted average shares outstanding in millions - basic	174.1			174.1
Basic earnings per share	0.43			0.40
Weighted average shares outstanding in millions - diluted	174.1			174.1
Diluted earnings per share	0.43			0.40

(a) Represents share based payment charge including employer payroll taxes of €3.5 million and non-operating M&A transaction costs of €0.5 million.

(b) Represents exceptional items which management believes are non-recurring and do not have a continuing impact. See Note 6, Exceptional items, within 'Exhibit 99.2 - Condensed Consolidated Interim Financial Statements' for a detailed list of exceptional items.

(c) Elimination of €2.7 million of foreign exchange translation gains and €3.2 million of losses on derivatives.

(d) Represents tax impact of the above at the applicable tax rate for each adjustment, determined by the nature of the item and the jurisdiction in which it arises.

3. Reconciliation of Non-IFRS Financial Measures (continued)

Adjusted Statement of Profit or Loss (unaudited)

Three Months Ended June 30, 2021

€ in millions, except per share data	As reported for the three months ended June 30, 2021	Adjustments	As adjusted for the three months ended June 30, 2021
Revenue	595.8	—	595.8
Cost of sales	(412.2)	—	(412.2)
Gross profit	183.6	—	183.6
Other operating expenses	(79.1)	1.8 (a)	(77.3)
Exceptional items	(4.3)	4.3 (b)	—
Operating profit	100.2	6.1	106.3
Finance costs	(35.1)	19.0	(16.1)
Net financing costs	(35.1)	19.0 (c)	(16.1)
Profit before tax	65.1	25.1	90.2
Taxation	(13.9)	(4.7) (d)	(18.6)
Profit for the period	51.2	20.4	71.6
Weighted average shares outstanding in millions - basic	177.8		177.8
Basic earnings per share	0.29		0.40
Weighted average shares outstanding in millions - diluted	177.8		177.8
Diluted earnings per share	0.29		0.40

(a) Share based payment charge including employer payroll taxes of €0.9 million and non-operating M&A transaction costs of €0.9 million.

(b) Exceptional items which management believes are non-recurring and do not have a continuing impact. See Note 6, Exceptional items, within 'Exhibit 99.2 - Condensed Consolidated Interim Financial Statements' for a detailed list of exceptional items.

(c) Elimination of €17.9 million of charges recognized as part of the refinancing on June 24, 2021, €0.5 million of foreign exchange translation losses and €0.6 million of losses on derivatives.

(d) Represents tax impact of the above at the applicable tax rate for each exceptional item, determined by the nature of the item and the jurisdiction in which it arises.

3. Reconciliation of Non-IFRS Financial Measures (continued)

Adjusted Statement of Profit or Loss (unaudited)
Six Months Ended June 30, 2022

€ in millions, except per share data	As reported for the six months ended June 30, 2022	Adjustments		As adjusted for the six months ended June 30, 2022
Revenue	1,429.9	—		1,429.9
Cost of sales	(1,028.4)	—		(1,028.4)
Gross profit	401.5	—		401.5
Other operating expenses	(194.2)	7.7	(a)	(186.5)
Exceptional items	(6.3)	6.3	(b)	—
Operating profit	201.0	14.0		215.0
Finance income	3.6	(3.6)		—
Finance costs	(34.3)	3.2		(31.1)
Net financing costs	(30.7)	(0.4)	(c)	(31.1)
Profit before tax	170.3	13.6		183.9
Taxation	(39.7)	1.5	(d)	(38.2)
Profit for the period	130.6	15.1		145.7
Weighted average shares outstanding in millions - basic	174.3			174.3
Basic earnings per share	0.75			0.84
Weighted average shares outstanding in millions - diluted	174.3			174.3
Diluted earnings per share	0.75			0.84

(a) Represents share based payment charge including employer payroll taxes of €4.8 million and non-operating M&A transaction costs of €2.9 million.

(b) Exceptional items which management believes are non-recurring and do not have a continuing impact. See Note 6, Exceptional items, within 'Exhibit 99.2 - Condensed Consolidated Interim Financial Statements' for a detailed list of exceptional items.

(c) Elimination of €3.6 million of foreign exchange translation gains and €3.2 million of losses on derivatives.

(d) Represents tax impact of the above at the applicable tax rate for each adjustment, determined by the nature of the item and the jurisdiction in which it arises.

3. Reconciliation of Non-IFRS Financial Measures (continued)

Adjusted Statement of Profit or Loss (unaudited)
Six Months Ended June 30, 2021

€ in millions, except per share data	As reported for the six months ended June 30, 2021	Adjustments	As adjusted for the six months ended June 30, 2021
Revenue	1,303.2	—	1,303.2
Cost of sales	(906.8)	2.3 (a)	(904.5)
Gross profit	396.4	2.3	398.7
Other operating expenses	(177.1)	5.4 (b)	(171.7)
Exceptional items	(15.1)	15.1 (c)	—
Operating profit	204.2	22.8	227.0
Finance costs	(75.4)	44.0	(31.4)
Net financing costs	(75.4)	44.0 (d)	(31.4)
Profit before tax	128.8	66.8	195.6
Taxation	(28.3)	(11.9) (e)	(40.2)
Profit for the period	100.5	54.9	155.4
Weighted average shares outstanding in millions - basic	178.0		178.0
Basic earnings per share	0.56		0.87
Weighted average shares outstanding in millions - diluted	178.0		178.0
Diluted earnings per share	0.56		0.87

(a) Represents non-cash fair value uplift of inventory recorded as part of the Findus Switzerland purchase price accounting.

(b) Represents share based payment charge including employer payroll taxes of €1.5 million and non-operating M&A transaction costs of €3.9 million.

(c) Exceptional items which management believes are non-recurring and do not have a continuing impact. See Note 6, Exceptional items, within 'Exhibit 99.2 - Condensed Consolidated Interim Financial Statements' for a detailed list of exceptional items.

(d) Elimination of €17.9 million of charges recognized as part of the refinancing on June 24, 2021, a one-time €12.4 million loss from the impairment of a short-term investment, which was made with surplus cash as part of our cash management activities, €12.1 million foreign exchange translation losses and €1.6 million of losses on derivatives.

(e) Represents tax impact of the above at the applicable tax rate for each exceptional item, determined by the nature of the item and the jurisdiction in which it arises.

3. Reconciliation of Non-IFRS Financial Measures (continued)

Reconciliation of Profit for the period to EBITDA and Adjusted EBITDA (unaudited)

€ in millions	Three months ended		Six months ended	
	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021
Profit for the period	74.6	51.2	130.6	100.5
Taxation	22.7	13.9	39.7	28.3
Net financing costs	16.1	35.1	30.7	75.4
Depreciation & amortization	22.0	16.8	43.2	33.6
Acquisition purchase price adjustments ^(a)	—	—	—	2.3
Exceptional items ^(b)	(12.7)	4.3	6.3	15.1
Other add-backs ^(c)	4.0	1.8	7.7	5.4
Adjusted EBITDA	126.7	123.1	258.2	260.6
Revenue	697.0	595.8	1,429.9	1,303.2
Adjusted EBITDA margin ^(d)	18.2%	20.7%	18.1%	20.0%

(a) Non-cash fair value uplift of inventory recorded as part of the Findus Switzerland.

(b) Adjustment to add back exceptional items. See Note 6, Exceptional items, within 'Exhibit 99.2 - Condensed Consolidated Interim Financial Statements' for a detailed list of exceptional items.

(c) Represents the elimination of share-based payment charges including employer payroll taxes for the three month period to June 30, 2022 of €3.5 million (2021: €0.9 million) and for the six months ended June 30, 2022 of €4.8 million (2021: €1.5 million) as well as the elimination of non-operating M&A related costs, professional fees, transaction costs and purchase accounting related valuations for the three month period to June 30, 2022 of nil and five tenths (2021: €0.9 million) and for the six months ended June 30, 2022 of €2.9 million (2021: €3.9 million). We exclude these costs because we do not believe they are indicative of our normal operating costs, can vary significantly in amount and frequency, and are unrelated to our underlying operating performance.

(d) Adjusted EBITDA margin is calculated by dividing Adjusted EBITDA by Revenue.

3. Reconciliation of Non-IFRS Financial Measures (continued)

Reconciliation of reported net cash flows from operating activities to Adjusted free cash flow for the six months ended June 30, 2022 and the six months ended June 30, 2021

(in €m)	Six months ended June 30, 2022	Six months ended June 30, 2021
Net Cash Flows From Operating Activities	75.3	153.9
Add back:		
Cash flows relating to exceptional items ^(a)	28.7	16.7
Employer taxes related to share based payments ^(b)	0.9	0.3
Non-operating M&A costs ^(c)	2.9	3.9
Deduct:		
Capital expenditure ^(d)	(33.9)	(34.2)
Net interest paid	(25.9)	(26.8)
Proceeds on settlement of derivatives	0.8	(1.5)
Payment of lease liabilities ^(e)	(12.4)	(9.4)
Adjusted free cash flow	36.4	102.9

(a) Adjustment to add back cash flows related to exceptional items which are not considered to be indicative of our ongoing operating cash flows.

(b) Adjustment to add back working capital movements related to employer taxes related to share based payments which are not considered to be indicative of our ongoing operating cash flows.

(c) Adjustment to add back cash flows related to non-operating M&A costs which are not considered to be indicative of our ongoing operating cash flows.

(d) Defined as the sum of property, plant and equipment and intangible assets purchased in the year, which are considered part of the underlying business cash flows.

(e) These lease liabilities are included in Net Cash Flows from Financing Activities. We believe these payments are part of the underlying business cash flows and should be reflected in Adjusted free cash flow.