



Creating a better tomorrow™...

Third Quarter 2021 Earnings

November 2, 2021

Louis Pinkham, Chief Executive Officer

Rob Rehard, Vice President, Chief Financial Officer



This document contains forward-looking statements, within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, which reflect Regal Rexnord's current estimates, expectations and projections about Regal Rexnord's future results, performance, prospects and opportunities. Such forward-looking statements may include, among other things, statements about the merger with the PMC Business or the acquisition of Arrowhead, the benefits and synergies of the transactions described in this communication relating to the acquisitions of the PMC Business and Arrowhead (the "Transactions"), future opportunities for Regal Rexnord, and any other statements regarding Regal Rexnord's future operations, anticipated business levels, future earnings, planned activities, anticipated growth, market opportunities, strategies, competition and other expectations and estimates for future periods. Forward-looking statements include statements that are not historical facts and can be identified by forward-looking words such as "anticipate," "believe," "confident," "estimate," "expect," "plan," "may," "will," "project," "forecast," "would," "could," "should," and similar expressions. These forward-looking statements are based upon information currently available to Regal Rexnord and are subject to a number of risks, uncertainties, and other factors that could cause actual results, performance, prospects or opportunities to differ materially from those expressed in, or implied by, these forward-looking statements. Important factors that could cause actual results to differ materially from the results referred to in the forward-looking statements Regal Rexnord makes in this communication include: risks relating to any unforeseen changes to or the effects on liabilities, future capital expenditures, revenue, expenses, synergies, indebtedness, financial condition, losses and future prospects; the possibility that the conditions to the consummation of the acquisition of Arrowhead will not be satisfied; the failure to consummate or delay in consummating the acquisition of Arrowhead for other reasons; the possibility that Regal Rexnord may be unable to achieve expected synergies and operating efficiencies in connection with the Transactions within the expected time-frames or at all and to successfully integrate the PMC Business and Arrowhead; expected or targeted future financial and operating performance and results; operating costs, customer loss and business disruption (including, without limitation, difficulties in maintaining relationships with employees, customers, clients or suppliers) being greater than expected following the Transactions; Regal Rexnord's ability to retain key executives and employees; the continued financial and operational impacts of and uncertainties relating to the COVID-19 pandemic on customers and suppliers and the geographies in which they operate; uncertainties regarding the ability to execute restructuring plans within expected costs and timing; the ability to obtain the anticipated tax treatment of the acquisition of the PMC Business and related transactions; actions taken by competitors and their ability to effectively compete in the increasingly competitive global electric motor, drives and controls, power generation and power transmission industries; the ability to develop new products based on technological innovation, such as the Internet of Things, and marketplace acceptance of new and existing products, including products related to technology not yet adopted or utilized in geographic locations in which Regal Rexnord does business; fluctuations in commodity prices and raw material costs; dependence on significant customers; seasonal impact on sales of products into HVAC systems and other residential applications; risks associated with global manufacturing, including risks associated with public health crises; issues and costs arising from the integration of acquired companies and businesses and the timing and impact of purchase accounting adjustments; Regal Rexnord's overall debt levels and its ability to repay principal and interest on its outstanding debt, including debt assumed or incurred in connection with the Transactions; prolonged declines in one or more markets, such as heating, ventilation, air conditioning, refrigeration, power generation, oil and gas, unit material handling or water heating; economic changes in global markets, such as reduced demand for products, currency exchange rates, inflation rates, interest rates, recession, government policies, including policy changes affecting taxation, trade, tariffs, immigration, customs, border actions and the like, and other external factors that Regal Rexnord cannot control; product liability and other litigation, or claims by end users, government agencies or others that products or customers' applications failed to perform as anticipated, particularly in high volume applications or where such failures are alleged to be the cause of property or casualty claims; unanticipated liabilities of acquired businesses; unanticipated adverse effects or liabilities from business exits or divestitures; unanticipated costs or expenses that may be incurred related to product warranty issues; dependence on key suppliers and the potential effects of supply disruptions; infringement of intellectual property by third parties, challenges to intellectual property, and claims of infringement on third party technologies; effects on earnings of any significant impairment of goodwill or intangible assets; losses from failures, breaches, attacks or disclosures involving information technology infrastructure and data; cyclical downturns affecting the global market for capital goods; changes in the method of determining London Interbank Offered Rate ("LIBOR"), or the replacement of LIBOR with an alternative reference rate; and other risks and uncertainties including, but not limited, to those described in the section entitled "Risk Factors" in Regal Rexnord's joint proxy statement/prospectus-information statement on file with the Securities and Exchange Commission, in Regal Rexnord's Annual Report on Form 10-K on file with the SEC and from time to time in other filed reports including Regal Rexnord's Quarterly Reports on Form 10-Q. For a more detailed description of the risk factors associated with Regal Rexnord, please refer to Regal Rexnord's Annual Report on Form 10-K for the fiscal year ended January 2, 2021 on file with the SEC and subsequent SEC filings. Shareholders, potential investors, and other readers are urged to consider these factors in evaluating the forward-looking statements and are cautioned not to place undue reliance on such forward-looking statements. The forward-looking statements included in this communication are made only as of the date of this communication, and Regal Rexnord undertakes no obligation to update any forward-looking information contained in this communication or with respect to the announcements described herein to reflect subsequent events or circumstances.

We prepare financial statements in accordance with accounting principles generally accepted in the United States of America ("GAAP"). We also periodically disclose certain financial measures in our quarterly earnings releases, on investor conference calls, and in investor presentations and similar events that may be considered "non-GAAP" financial measures. This additional information is not meant to be considered in isolation or as a substitute for our results of operations prepared and presented in accordance with GAAP.

In this presentation, we disclose the following non-GAAP financial measures, and we reconcile these measures in the tables below to the most directly comparable GAAP financial measures: adjusted diluted earnings per share, adjusted income from operations, adjusted operating margin, adjusted net sales, net debt, adjusted EBITDA, adjusted EBITDA margin, adjusted bank EBITDA, adjusted operating leverage, adjusted net income attributable to Regal Rexnord Corporation, free cash flow, free cash flow as a percentage of adjusted net income attributable to Regal Rexnord Corporation, adjusted income before taxes, adjusted provision for income taxes, adjusted effective tax rate, net sales from ongoing business, adjusted income from operations of ongoing business, ongoing business adjusted operating margin and adjusted diluted earnings per share for ongoing business. We believe that these non-GAAP financial measures are useful measures for providing investors with additional information regarding our results of operations and for helping investors understand and compare our operating results across accounting periods and compared to our peers. Our management primarily uses adjusted income from operations, adjusted operating income, adjusted operating margin, and adjusted operating leverage to help us manage and evaluate our business and make operating decisions, while adjusted diluted earnings per share, net debt, adjusted EBITDA, adjusted EBITDA margin, adjusted net sales, adjusted net income attributable to Regal Rexnord

Corporation, free cash flow, free cash flow as a percentage of adjusted net income attributable to Regal Rexnord Corporation, adjusted income before taxes, adjusted provision for income taxes, adjusted effective tax rate, net sales from ongoing business, adjusted income from operations of ongoing business, ongoing business adjusted operating margin and adjusted diluted earnings per share for ongoing business are primarily used to help us evaluate our business and forecast our future results. Accordingly, we believe disclosing and reconciling each of these measures helps investors evaluate our business in the same manner as management.

In addition to these non-GAAP measures, we use the term "organic sales growth" to refer to the increase in our sales between periods that is attributable to organic sales. "Organic sales" to refers to GAAP sales from existing operations excluding any sales from acquired businesses recorded prior to the first anniversary of the acquisition and excluding any sales from business divested/to be exited recorded prior to the first anniversary of the exit and excluding the impact of foreign currency translation. The impact of foreign currency translation is determined by translating the respective period's organic sales using the currency exchange rates that were in effect during the prior year periods



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Opening Comments & Overview

LOUIS PINKHAM, CEO

3Q 2021 Results, 2021 & 2022 Outlooks

ROB REHARD, CFO

Arrowhead Systems

LOUIS PINKHAM, CEO

Questions & Answers

Closing Remarks

LOUIS PINKHAM, CEO



Opening Comments

- Margin & Adjusted EPS Records Despite Inflation & Supply Chain Headwinds, Aided by 80/20, Price Discipline, Ongoing Restructuring
- Continue to Realize Pockets of Share Gain Across the Business
- Closed Transformational Merger with Rexnord PMC
- Announcing Acquisition of Arrowhead Systems

(\$ in millions, except per share data)	3Q 2020	3Q 2021
Adjusted Net Sales*	\$758.2	\$892.7
Adjusted Income from Operations*	\$97.0	\$127.2
Adjusted Operating Margin*	12.8%	14.2%
Adjusted Diluted EPS*	\$1.73	\$2.36
Free Cash Flow*	\$111.0	\$108.3

* Non-GAAP Financial Measurement, See Appendix for Reconciliation



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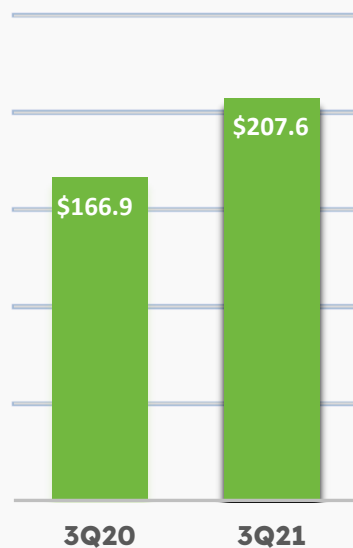
Sales

- Organic Sales* Up 23.7%
- Key Drivers
 - Alternative Energy
 - N.A. General Industrial
 - Conveying

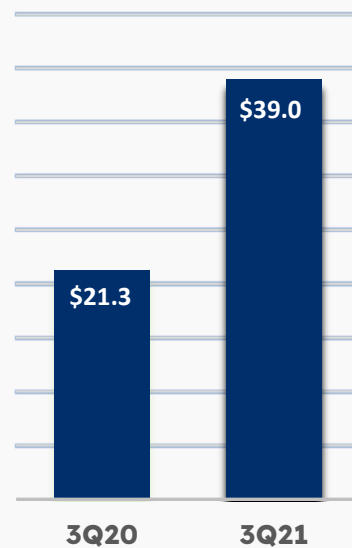
Adjusted Operating Margin*

- 18.8% of Adj. Net Sales

Adjusted Net Sales*
(\$ Millions)



Adjusted Income
from Operations*
(\$ Millions)



* Non-GAAP Financial Measurement, See Appendix for Reconciliation.

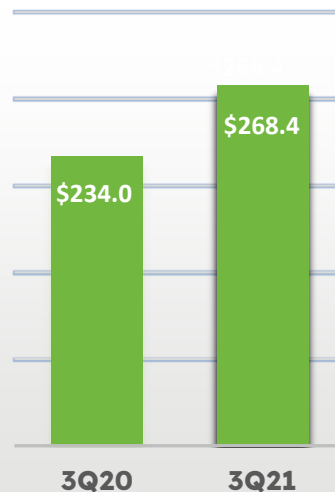
Sales

- Organic Sales* Up 14.2%
- Key Drivers
 - N.A. HVAC
 - EMEA Recovery
 - N.A. General Industrial

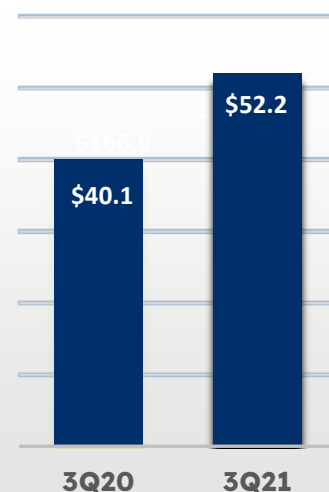
Adjusted Operating Margin*

- 19.4% of Adj. Net Sales
 - Shift to More Energy Efficient Motors

Adjusted Net Sales*
(\$ Millions)



Adjusted Income
from Operations*
(\$ Millions)



* Non-GAAP Financial Measurement, See Appendix for Reconciliation.

Sales

- Organic Sales* Up 20.9%
- Key Drivers
 - N.A. General Industrial
 - C-HVAC

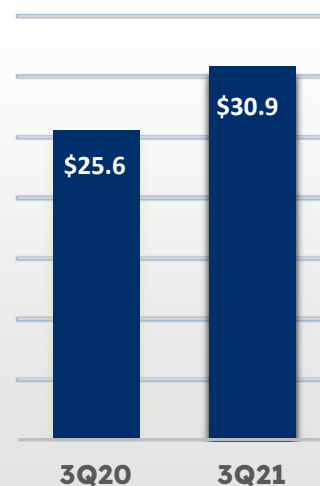
Adjusted Operating Margin*

- 11.5% of Adj. Net Sales

Adjusted Net Sales* (\$ Millions)



Adjusted Income from Operations* (\$ Millions)



* Non-GAAP Financial Measurement, See Appendix for Reconciliation.

Sales

- Organic Sales* Up 3.6%

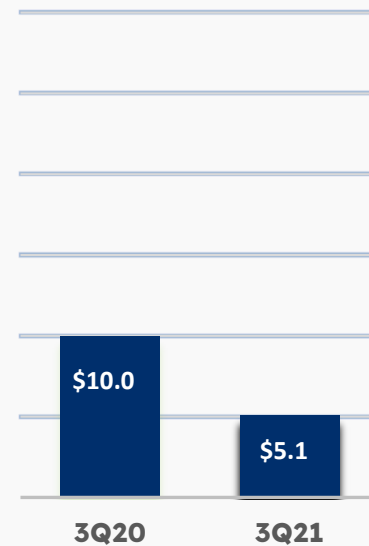
Adjusted Operating Margin*

- 3.4% of Adj. Net Sales

Adjusted Net Sales* (\$ Millions)



Adjusted Income from Operations* (\$ Millions)



* Non-GAAP Financial Measurement, See Appendix for Reconciliation.

Capital Expenditures

- \$13.2 Million in 3Q 2021
- \$57.0 Million Expected in FY 2021**

Effective Tax Rate (ETR)

- 20.2% Adj. ETR* in 3Q 2021
- 21.0% Adj. ETR* Expected in FY 2021**

Restructuring & Related Costs

- \$2.8 Million in 3Q 2021
- \$23.0 Million Expected in FY 2021**

Balance Sheet at October 2, 2021

- Total Debt of \$648.3 Million
- Net Debt of \$319.7 Million
- Net Debt/Adj. EBITDA* of 0.5

Free Cash Flow*

- \$108.3 Million in 3Q 2021
 - 3Q Conversion of 133.4%

Other Updates

- Increased Share Purchase Authorization From \$250M to \$500M

** Guidance does not give effect to the Rexnord-PMC Transaction, or any costs or expenses related to the transaction.

* Non-GAAP Financial Measurement, See Appendix for Reconciliation.

- Incorporating Rexnord PMC and related merger impacts (higher shares, D&A, interest, tax) as of 4Q 2021, and Arrowhead as of January 1, 2022.
- Updating calculation of Adjusted EBITDA to add back stock-based compensation and calculation of Adjusted EPS to add back all amortization and stock-based compensation, after tax – both beginning in 4Q 2021.
- Expect 4Q 2021 sales to grow at a mid teens rate.
- Expect 4Q 2021 Adjusted Diluted Earnings per Share* in a range of \$1.97 to \$2.27.
- New 4Q target consistent with prior outlooks for PMC and for legacy Regal after giving effect to merger with PMC and new approach for calculating adjusted EPS.
- Expect 2022 Adjusted Diluted Earnings per Share* in a range of ~\$9.95 to \$10.35.
- Expect Net Debt/Adjusted EBITDA of 1.1x at EOY 2021.**

Outlook Summary

	4Q 2021	2022		
		RRX	Arrowhead	RRX + Arrowhead
Revenue	~\$1.2B	~\$5.0B	~\$115M	~\$5.1B
Adjusted EBITDA	~\$230M	>\$1.0B	~\$20M	~\$1.1B
Margin	~18%	~21%	~18%	~21%
Diluted adjusted EPS	\$1.97 - \$2.27	\$9.80 - \$10.20	~\$0.15	\$9.95 - \$10.35
Diluted shares	~68.1M	~68.1M	~68.1M	~68.1M

Mid-Point modeling items (\$M, except per share items)

	4Q 2021	RRX + Arrowhead
Stock-based comp.	\$6	\$35
Depreciation	\$34	\$137
Amortization	\$40	\$162
Interest expense, net	\$9	\$38
Adjusted tax rate	22.0%	22.5%
Noncontrolling interest	\$2	\$6
Shares (M)	68.1	68.1
Capital expenditures	\$20	\$100
FCF % of net income	>100%	>100%

* Adjusted EPS and Adjusted EBITDA are non-GAAP financial measures; see Appendix for reconciliations.

** Pro forma for the acquisition of Arrowhead..



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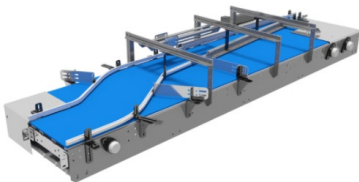
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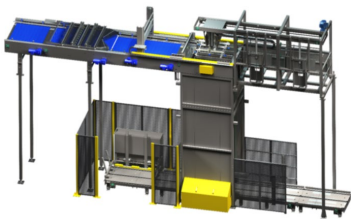
2021F Key Metrics¹

\$99M	Sales
33%	GM %
18%	Adj. EBITDA %
18%	'18-'21 sales CAGR

Representative Products



Mat top conveyors

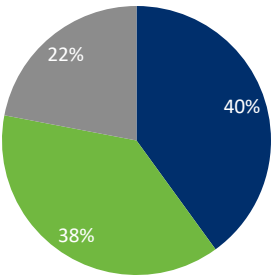


Bulk palletizers



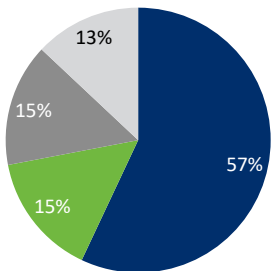
Sanitary/
washdown

Sales by Segment²



- Palletizing/ de-palletizing
- Conveyance
- Aftermarket/ services

Sales by End-Market²



- Aluminum beverage can
- Food
- Consumer staples
- Other beverage

1. 2021 forecast.
2. Reflects 2020 actuals.

1

Strong growth outlook – Compelling historic growth (18% CAGR 2018-2021) with long-term forward-looking forecast of mid-single digits plus, driven by high-growth end markets (e.g. aluminum beverage can manufacturing and filling)

2

Attractive product portfolio – Leading portfolio of highly engineered palletizers/ de-palletizers and conveyance systems, supported by a best-in-class aftermarket and services team

3

Complementary products – Regal Rexnord has a leading portfolio of conveyance components and modules. Arrowhead's system and solution focus is highly complementary and helps accelerate Regal Rexnord's focus on value-added solutions for our customers such as our ModSort Systems offering

4

Compelling financial metrics – \$297M deal price, projecting ROIC to exceed 10%, accretive to adjusted EPS in Year 1, Synergies of \$8M by year 3, growing to \$12M with additional cross-marketing synergies. Expected to close in Q4 2021

5

Platform for future growth – Highly fragmented industry with opportunities for further acquisitions



Component Offerings



Gearing



Motors



Bearings



Guides



Chain

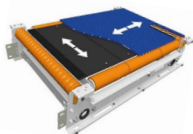


Belts



Gearmotors

Module Offerings



ModSort Transfer & Diverter Station

Combining complementary portfolios will enable Regal Rexnord to better meet our conveying customers' needs for end-to-end solutions (components, pre-engineered modules, engineered systems, and services)



ARROWHEAD
SYSTEMS, INC.

Palletizing / Depalletizing Systems



Bulk palletizers

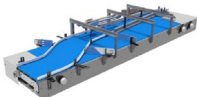


Case palletizers

Conveyance Sub-Systems



Vertical case conveyors



Mat top conveyors



Sanitary/washdown

Aftermarket / Services



Upgrade Kits & Parts



Installation & Service



Project Management



*Combining the ModSort offering,
Regal Rexnord's high-growth
transfer & divert module...*

ModSort Product Line Overview

- Innovative module in the conveyor system that can divert products in any direction
- Serving high-growth end markets including ecommerce and warehousing
- Sales on track to double in 2021 with margins accretive to MCS segment average



*...with Arrowhead's proven system
capabilities, we expect to further
accelerate the platform's growth*

Synergy between Arrowhead and ModSort

- Arrowhead brings controls and fabrication & assembly expertise for system solutions
- Regal Rexnord brings an extensive integrator network focused on ecommerce and other markets where Arrowhead has limited presence today



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ADJUSTED DILUTED EARNINGS PER SHARE

	<u>Three Months Ended</u>		<u>Nine Months Ended</u>	
	<u>Oct 2, 2021</u>	<u>Sep 26, 2020</u>	<u>Oct 2, 2021</u>	<u>Sep 26, 2020</u>
GAAP Diluted Earnings Per Share	\$ 1.70	\$ 1.60	\$ 5.24	\$ 3.41
Restructuring and Related Costs	0.05	0.12	0.19	0.43
Transaction and Related Costs	0.59	—	1.14	—
Loss on Businesses Divested and Assets to be Exited	0.05	—	0.09	0.08
(Gain) Loss on Sales of Assets	(0.03)	0.01	(0.04)	0.01
Net Loss from Businesses Divested/to be Exited	—	—	—	0.01
Executive Transition Costs	—	—	—	0.05
Adjusted Diluted Earnings Per Share	<u>\$ 2.36</u>	<u>\$ 1.73</u>	<u>\$ 6.62</u>	<u>\$ 3.99</u>

2021 ADJUSTED Q4 GUIDANCE

	<u>Minimum</u>	<u>Maximum</u>
2021 Diluted EPS Q4 Guidance	\$ 0.29	\$ 0.59
Restructuring and Related Costs	0.14	0.14
Transaction and Related Costs	0.36	0.36
Inventory Step Up Purchase Accounting	0.66	0.66
Intangible Amortization	0.44	0.44
Share-Based Compensation	0.08	0.08
2021 Adjusted Diluted EPS Q4 Guidance	<u>\$ 1.97</u>	<u>\$ 2.27</u>

2022 ADJUSTED ANNUAL GUIDANCE

	<u>Minimum</u>	<u>Maximum</u>
2022 Diluted EPS Annual Guidance	\$ 7.31	\$ 7.71
Restructuring and Related Costs	0.44	0.44
Intangible Amortization	1.81	1.81
Share-Based Compensation	0.39	0.39
2022 Adjusted Diluted EPS Annual Guidance	<u>\$ 9.95</u>	<u>\$ 10.35</u>

ADJUSTED INCOME FROM OPERATIONS

(Dollars in Millions)

GAAP Income from Operations
 Restructuring and Related Costs
 Transaction and Related Costs
 Loss on Businesses Divested and Assets to be Exited
 (Gain) Loss on Sale of Assets
 Adjusted Income from Operations

GAAP Operating Margin %
 Adjusted Operating Margin %

Three Months Ended

Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020
\$ 30.4	\$ 24.6	\$ 6.4	\$ 7.3	\$ 52.1	\$ 39.2	\$ 18.5	\$ 18.9	\$ 107.4	\$ 90.0
0.3	0.8	0.8	2.4	0.1	0.7	1.6	2.4	2.8	6.3
-	-	-	-	-	-	16.1	-	16.1	-
-	-	-	-	-	-	2.8	-	2.8	-
0.2	0.2	(2.1)	0.3	-	0.2	-	-	(1.9)	0.7
\$ 30.9	\$ 25.6	\$ 5.1	\$ 10.0	\$ 52.2	\$ 40.1	\$ 39.0	\$ 21.3	\$ 127.2	\$ 97.0

11.3 % 11.3 % 4.3 % 5.3 % 19.4 % 16.8 % 8.9 % 11.3 % 12.0 % 11.9 %
 11.5 % 11.7 % 3.4 % 7.2 % 19.4 % 17.1 % 18.8 % 12.8 % 14.2 % 12.8 %

Nine Months Ended**ADJUSTED INCOME FROM OPERATIONS**

(Dollars in Millions)

GAAP Income from Operations
 Restructuring and Related Costs
 Transaction and Related Costs
 Loss on Businesses Divested and Assets to be Exited
 (Gain) Loss on Sale of Assets
 Operating Loss from Businesses Divested/to be Exited
 Executive Transition Costs
 Adjusted Income from Operations

GAAP Operating Margin %
 Adjusted Operating Margin %

Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020
\$ 83.3	\$ 42.9	\$ 13.2	\$ 10.4	\$ 141.9	\$ 88.7	\$ 75.1	\$ 63.9	\$ 313.5	\$ 205.9
4.6	4.9	1.6	5.3	0.7	3.1	3.2	9.5	10.1	22.8
-	-	-	-	-	-	37.9	-	37.9	-
1.8	2.7	-	0.2	0.5	1.3	2.8	-	5.1	4.2
0.2	0.2	(2.2)	0.3	-	0.2	(0.5)	(0.1)	(2.5)	0.6
-	-	-	-	-	0.4	-	-	-	0.4
-	0.5	-	0.4	-	0.5	-	0.4	-	1.8
\$ 89.9	\$ 51.2	\$ 12.6	\$ 16.6	\$ 143.1	\$ 94.2	\$ 118.5	\$ 73.7	\$ 364.1	\$ 235.7

10.7 % 7.2 % 3.1 % 2.7 % 18.6 % 14.3 % 12.0 % 12.3 % 12.1 % 9.7 %
 11.6 % 8.6 % 2.9 % 4.3 % 18.7 % 15.1 % 19.0 % 14.1 % 14.0 % 11.1 %

ADJUSTED NET SALES

(Dollars in Millions)

Net Sales

Adjusted Net Sales

Three Months Ended

Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020
\$ 268.7	\$ 218.5	\$ 148.0	\$ 138.8	\$ 268.4	\$ 234.0	\$ 207.6	\$ 166.9	\$ 892.7	\$ 758.2
\$ 268.7	\$ 218.5	\$ 148.0	\$ 138.8	\$ 268.4	\$ 234.0	\$ 207.6	\$ 166.9	\$ 892.7	\$ 758.2

Nine Months Ended**ADJUSTED NET SALES**

(Dollars in Millions)

Net Sales

Adjusted Net Sales

Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020
\$ 775.0	\$ 593.8	\$ 429.6	\$ 389.0	\$ 764.8	\$ 622.3	\$ 624.3	\$ 521.4	\$ 2,593.7	\$ 2,126.5
\$ 775.0	\$ 593.8	\$ 429.6	\$ 389.0	\$ 764.8	\$ 622.3	\$ 624.3	\$ 521.4	\$ 2,593.7	\$ 2,126.5

ADJUSTED EFFECTIVE TAX RATE

(Dollars in Millions)

Income before Taxes

Provision for Income Taxes

Effective Tax Rate

Income before Taxes

Loss on Businesses Divested and Assets to be Exited

Adjusted Income before Taxes

Provision for Income Taxes

Tax Effect from Loss on Businesses Divested and Assets to be Exited

Non-deductible Portion of Executive Transition Costs

Adjusted Provision for Income Taxes

Adjusted Effective Tax Rate

<u>Three Months Ended</u>		<u>Nine Months Ended</u>	
<u>Oct 2, 2021</u>	<u>Sep 26, 2020</u>	<u>Oct 2, 2021</u>	<u>Sep 26, 2020</u>
\$ 88.9	\$ 83.4	\$ 276.5	\$ 181.8
17.8	17.1	57.2	39.5
20.0%	20.5%	20.7%	21.7%
\$ 88.9	\$ 83.4	\$ 276.5	\$ 181.8
2.8	-	5.1	4.2
\$ 91.7	\$ 83.4	\$ 281.6	\$ 186.0
\$ 17.8	\$ 17.1	\$ 57.2	\$ 39.5
0.7	-	1.2	0.9
-	-	-	(0.5)
\$ 18.5	\$ 17.1	\$ 58.4	\$ 39.9
20.2%	20.5%	20.7%	21.5%

FREE CASH FLOW

(Dollars in Millions)

Net Cash Provided by Operating Activities

Additions to Property Plant and Equipment

Free Cash Flow

GAAP Net Income Attributable to Regal Rexnord Corporation

Loss on Businesses Divested and Impairments

Early Debt Termination Charge

Tax Effect from Loss on Businesses Divested, Impairments and Early Debt Termination Charge

Adjusted Net Income Attributable to Regal Rexnord Corporation

Free Cash Flow as a Percentage of Adjusted Net Income Attributable to Regal Rexnord Corporation

Three Months Ended		Nine Months Ended	
Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020
\$121.5	\$ 120.3	\$258.1	\$ 309.9
(13.2)	(9.3)	(37.5)	(29.7)
<u>\$ 108.3</u>	<u>\$ 111.0</u>	<u>\$ 220.6</u>	<u>\$ 280.2</u>
\$ 69.5	\$ 65.0	\$ 214.7	\$ 138.9
2.8	-	5.1	4.2
12.7	-	12.7	-
(3.8)	-	(4.3)	(0.9)
<u>\$ 81.2</u>	<u>\$ 65.0</u>	<u>\$ 228.2</u>	<u>\$ 142.2</u>
133.4 %	170.8 %	96.7 %	197.0 %

¹ The Net Income Attributable to Regal Rexnord Corporation is adjusted for goodwill and asset impairments related to the business to be exited and is used in the Free Cash Flow Calculation.

ORGANIC SALES GROWTH

(Dollars in Millions)

Three Months Ended

	Commercial Systems	Industrial Systems	Climate Solutions	Power Transmission Solutions	Total Regal
Net Sales Three Months Ended Oct 2, 2021	\$ 268.7	\$ 148.0	\$ 268.4	\$ 207.6	\$ 892.7
Impact from Foreign Currency Exchange Rates	(4.6)	(4.2)	(1.1)	(1.2)	(11.1)
Organic Sales Three Months Ended Oct 2, 2021	<u>\$ 264.1</u>	<u>\$ 143.8</u>	<u>\$ 267.3</u>	<u>\$ 206.4</u>	<u>\$ 881.6</u>
Net Sales Three Months Ended Sep 26, 2020	\$ 218.5	\$ 138.8	\$ 234.0	\$ 166.9	\$ 758.2
Adjusted Net Sales Three Months Ended Sep 26, 2020	<u>\$ 218.5</u>	<u>\$ 138.8</u>	<u>\$ 234.0</u>	<u>\$ 166.9</u>	<u>\$ 758.2</u>
Organic Sales Growth %	20.9 %	3.6 %	14.2 %	23.7 %	16.3 %
Net Sales Growth %	23.0 %	6.6 %	14.7 %	24.4 %	17.7 %

ORGANIC SALES GROWTH

(Dollars in Millions)

Nine Months Ended

	Commercial Systems	Industrial Systems	Climate Solutions	Power Transmission Solutions	Total Regal
Net Sales Nine Months Ended Oct 2, 2021	\$ 775.0	\$ 429.6	\$ 764.8	\$ 624.3	\$ 2,593.7
Impact from Foreign Currency Exchange Rates	(19.3)	(18.3)	(3.2)	(8.3)	(49.1)
Organic Sales Nine Months Ended Oct 2, 2021	<u>\$ 755.7</u>	<u>\$ 411.3</u>	<u>\$ 761.6</u>	<u>\$ 616.0</u>	<u>\$ 2,544.6</u>
Net Sales Nine Months Ended Sep 26, 2020	\$ 593.8	\$ 389.0	\$ 622.3	\$ 521.4	\$ 2,126.5
Adjusted Net Sales Nine Months Ended Sep 26, 2020	<u>\$ 593.8</u>	<u>\$ 389.0</u>	<u>\$ 622.3</u>	<u>\$ 521.4</u>	<u>\$ 2,126.5</u>
Organic Sales Growth %	27.3 %	5.7 %	22.4 %	18.1 %	19.7 %
Net Sales Growth %	30.5 %	10.4 %	22.9 %	19.7 %	22.0 %

TOTAL GROSS DEBT/EBITDA

(Dollars in Millions)

	LTM Oct 2, 2021
Net Income	\$ 270.8
Plus: Income Taxes	74.5
Plus: Interest Expense	54.7
Less: Interest Income	(7.6)
Plus: Depreciation and Amortization	125.4
EBITDA	\$ 517.8
Current Maturities of Debt	\$ 1.0
Long-Term Debt	647.3
Total Gross Debt	\$ 648.3
Total Gross Debt/EBITDA	1.3

TOTAL GROSS DEBT/ADJUSTED BANK EBITDA

(Dollars in Millions)

	LTM Oct 2, 2021
Net Income	\$ 270.8
Plus: Income Taxes	74.5
Plus: Interest Expense	54.7
Less: Interest Income	(7.6)
Plus: Depreciation and Amortization	125.4
Plus: Restructuring and Related Costs	24.1
Plus: Transaction and Related Costs	38.6
Plus: Impairment and Exit Related Costs	6.1
Plus: Goodwill Impairment	10.5
Less: Gain on Sale of Assets	(2.5)
Adjusted Bank EBITDA	\$ 594.6
Current Maturities of Debt	\$ 1.0
Long-Term Debt	647.3
Total Gross Debt	\$ 648.3
Total Gross Debt/Adjusted Bank EBITDA	1.1

TOTAL NET DEBT/EBITDA

(Dollars in Millions)

	LTM Oct 2, 2021
Net Income	\$ 270.8
Plus: Income Taxes	74.5
Plus: Interest Expense	54.7
Less: Interest Income	(7.6)
Plus: Depreciation and Amortization	125.4
EBITDA	\$ 517.8
Current Maturities of Debt	\$ 1.0
Long-Term Debt	647.3
Less: Cash	(328.6)
Total Net Debt	\$ 319.7
Total Net Debt/EBITDA	0.6

TOTAL NET DEBT/ADJUSTED BANK EBITDA

(Dollars in Millions)

	LTM Oct 2, 2021
Net Income	\$ 270.8
Plus: Income Taxes	74.5
Plus: Interest Expense	54.7
Less: Interest Income	(7.6)
Plus: Depreciation and Amortization	125.4
Plus: Restructuring and Related Costs	24.1
Plus: Transaction and Related Costs	38.6
Plus: Impairment and Exit Related Costs	6.1
Plus: Goodwill Impairment	10.5
Less: Gain on Sale of Assets	(2.5)
Adjusted Bank EBITDA	\$ 594.6
Current Maturities of Debt	\$ 1.0
Long-Term Debt	647.3
Less: Cash	(328.6)
Total Net Debt	\$ 319.7
Total Net Debt/Adjusted Bank EBITDA	0.5

Three Months Ended

ADJUSTED INCOME FROM OPERATIONS

(Dollars in Millions)

	Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
	Apr 3, 2021	Mar 28, 2020	Apr 3, 2021	Mar 28, 2020	Apr 3, 2021	Mar 28, 2020	Apr 3, 2021	Mar 28, 2020	Apr 3, 2021	Mar 28, 2020
GAAP Income from Operations	\$ 27.5	\$ 12.1	\$ 3.7	\$ (0.1)	\$ 43.3	\$ 29.5	\$ 22.6	\$ 28.5	\$ 97.1	\$ 70.0
Restructuring and Related Costs	0.2	1.8	0.5	0.9	0.3	1.1	0.7	1.8	1.7	5.6
Transaction and Related Costs	-	-	-	-	-	-	14.7	-	14.7	-
Loss on Businesses Divested and Assets to be Exited	-	0.7	-	0.2	-	0.5	-	-	-	1.4
(Gain) Loss on Sale of Assets	-	-	(0.1)	-	-	-	(0.3)	-	(0.4)	-
Operating Loss from Businesses Divested/to be Exited	-	-	-	-	-	0.4	-	-	-	0.4
Executive Transition Costs	-	0.5	-	0.4	-	0.5	-	0.4	-	1.8
Adjusted Income from Operations	\$ 27.7	\$ 15.1	\$ 4.1	\$ 1.4	\$ 43.6	\$ 32.0	\$ 37.7	\$ 30.7	\$ 113.1	\$ 79.2
Depreciation	\$ 6.1	\$ 5.9	\$ 5.5	\$ 5.2	\$ 3.5	\$ 3.5	\$ 5.6	\$ 5.8	\$ 20.7	\$ 20.4
Amortization	1.7	2.4	0.4	0.7	1.0	1.2	8.0	7.9	11.1	12.2
Other Income (Expense), Net	0.3	0.3	0.2	0.2	0.4	0.3	0.3	0.3	1.2	1.1
Adjusted Bank EBITDA	\$ 35.8	\$ 23.7	\$ 10.2	\$ 7.5	\$ 48.5	\$ 37.0	\$ 51.6	\$ 44.7	\$ 146.1	\$ 112.9
Stock Based Compensation	0.9	0.8	0.6	0.5	1.0	0.7	0.8	0.7	3.3	2.7
Adjusted EBITDA	\$ 36.7	\$ 24.5	\$ 10.8	\$ 8.0	\$ 49.5	\$ 37.7	\$ 52.4	\$ 45.4	\$ 149.4	\$ 115.6
Adjusted EBITDA Margin %	15.5%	12.3%	7.9%	6.2%	20.7%	17.9%	26.0%	23.3%	18.4%	15.7%

Three Months Ended

ADJUSTED INCOME FROM OPERATIONS

(Dollars in Millions)

	Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
	Jul 3, 2021	Jun 27, 2020	Jul 3, 2021	Jun 27, 2020	Jul 3, 2021	Jun 27, 2020	Jul 3, 2021	Jun 27, 2020	Jul 3, 2021	Jun 27, 2020
GAAP Income from Operations	\$ 25.4	\$ 6.2	\$ 3.1	\$ 3.2	\$ 46.5	\$ 20.0	\$ 34.0	\$ 16.5	\$ 109.0	\$ 45.9
Restructuring and Related Costs	4.1	2.3	0.3	2.0	0.3	1.3	0.9	5.3	5.6	10.9
Transaction and Related Costs	-	-	-	-	-	-	7.1	-	7.1	-
Loss on Businesses Divested and Assets to be Exited	1.8	2.0	-	-	0.5	0.8	-	-	2.3	2.8
(Gain) Loss on Sale of Assets	-	-	-	-	-	-	(0.2)	(0.1)	(0.2)	(0.1)
Adjusted Income from Operations	\$ 31.3	\$ 10.5	\$ 3.4	\$ 5.2	\$ 47.3	\$ 22.1	\$ 41.8	\$ 21.7	\$ 123.8	\$ 59.5
Depreciation	\$ 5.8	\$ 5.7	\$ 5.5	\$ 5.4	\$ 2.6	\$ 3.8	\$ 5.4	\$ 6.2	\$ 19.3	\$ 21.1
Amortization	2.0	2.6	0.2	0.6	1.0	1.2	8.0	7.8	11.2	12.2
Other Income (Expense), Net	0.3	0.3	0.2	0.2	0.4	0.3	0.3	0.3	1.2	1.1
Adjusted Bank EBITDA	\$ 39.4	\$ 19.1	\$ 9.3	\$ 11.4	\$ 51.3	\$ 27.4	\$ 55.5	\$ 36.0	\$ 155.5	\$ 93.9
Stock Based Compensation	1.1	0.8	0.9	0.6	1.3	0.7	1.2	0.7	\$ 4.5	\$ 2.8
Adjusted EBITDA	\$ 40.5	\$ 19.9	\$ 10.2	\$ 12.0	\$ 52.6	\$ 28.1	\$ 56.7	\$ 36.7	\$ 160.0	\$ 96.7
Adjusted EBITDA Margin %	15.0%	11.3%	7.0%	10.0%	20.4%	15.8%	26.4%	23.0%	18.0%	15.2%

Six Months Ended

ADJUSTED INCOME FROM OPERATIONS

(Dollars in Millions)

	Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
	Jul 3, 2021	Jun 27, 2020	Jul 3, 2021	Jun 27, 2020	Jul 3, 2021	Jun 27, 2020	Jul 3, 2021	Jun 27, 2020	Jul 3, 2021	Jun 27, 2020
GAAP Income from Operations	\$ 52.9	\$ 18.3	\$ 6.8	\$ 3.1	\$ 89.8	\$ 49.5	\$ 56.6	\$ 45.0	\$ 206.1	\$ 115.9
Restructuring and Related Costs	4.3	4.1	0.8	2.9	0.6	2.4	1.6	7.1	7.3	16.5
Transaction and Related Costs	-	-	-	-	-	-	21.8	-	21.8	-
Loss on Businesses Divested and Assets to be Exited	1.8	2.7	-	0.2	0.5	1.3	-	-	2.3	4.2
(Gain) Loss on Sale of Assets	-	-	(0.1)	-	-	-	(0.5)	(0.1)	(0.6)	(0.1)
Operating Loss from Businesses Divested/to be Exited	-	-	-	-	-	0.4	-	-	-	0.4
Executive Transition Costs	-	0.5	-	0.4	-	0.5	-	0.4	-	1.8
Adjusted Income from Operations	<u>\$ 59.0</u>	<u>\$ 25.6</u>	<u>\$ 7.5</u>	<u>\$ 6.6</u>	<u>\$ 90.9</u>	<u>\$ 54.1</u>	<u>\$ 79.5</u>	<u>\$ 52.4</u>	<u>\$ 236.9</u>	<u>\$ 138.7</u>
Depreciation	\$ 11.9	\$ 11.6	\$ 11.0	\$ 10.6	\$ 6.1	\$ 7.3	\$ 11.0	\$ 12.0	\$ 40.0	\$ 41.5
Amortization	3.7	5.0	0.6	1.3	2.0	2.4	16.0	15.7	22.3	24.4
Other Income (Expense), Net	0.6	0.6	0.4	0.4	0.8	0.6	0.6	0.6	2.4	2.2
Adjusted Bank EBITDA	<u>\$ 75.2</u>	<u>\$ 42.8</u>	<u>\$ 19.5</u>	<u>\$ 18.9</u>	<u>\$ 99.8</u>	<u>\$ 64.4</u>	<u>\$ 107.1</u>	<u>\$ 80.7</u>	<u>\$ 301.6</u>	<u>\$ 206.8</u>
Stock Based Compensation	\$ 2.0	\$ 1.6	\$ 1.5	\$ 1.1	\$ 2.3	\$ 1.4	\$ 2.0	\$ 1.4	\$ 7.8	\$ 5.5
Adjusted EBITDA	<u>\$ 77.2</u>	<u>\$ 44.4</u>	<u>\$ 21.0</u>	<u>\$ 20.0</u>	<u>\$ 102.1</u>	<u>\$ 65.8</u>	<u>\$ 109.1</u>	<u>\$ 82.1</u>	<u>\$ 309.4</u>	<u>\$ 212.3</u>
Adjusted EBITDA Margin %	15.2%	11.8%	7.5%	8.0%	20.6%	16.9%	26.2%	23.2%	18.2%	15.5%

Three Months Ended

ADJUSTED INCOME FROM OPERATIONS

(Dollars in Millions)

	Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020
GAAP Income from Operations	\$ 30.4	\$ 24.6	\$ 6.4	\$ 7.3	\$ 52.1	\$ 39.2	\$ 18.5	\$ 18.9	\$ 107.4	\$ 90.0
Restructuring and Related Costs	0.3	0.8	0.8	2.4	0.1	0.7	1.6	2.4	2.8	6.3
Transaction and Related Costs	-	-	-	-	-	-	16.1	-	16.1	-
Loss on Businesses Divested and Assets to be Exited	-	-	-	-	-	-	2.8	-	2.8	-
(Gain) Loss on Sale of Assets	0.2	0.2	(2.1)	0.3	-	0.2	-	-	(1.9)	0.7
Adjusted Income from Operations	<u>\$ 30.9</u>	<u>\$ 25.6</u>	<u>\$ 5.1</u>	<u>\$ 10.0</u>	<u>\$ 52.2</u>	<u>\$ 40.1</u>	<u>\$ 39.0</u>	<u>\$ 21.3</u>	<u>\$ 127.2</u>	<u>\$ 97.0</u>
Depreciation	\$ 5.7	\$ 5.8	\$ 5.6	\$ 5.3	\$ 3.5	\$ 3.9	\$ 5.2	\$ 6.0	\$ 20.0	\$ 21.0
Amortization	1.5	2.1	0.2	0.7	0.9	1.1	7.9	8.0	10.5	11.9
Other Income (Expense), Net	0.3	0.3	0.2	0.2	0.4	0.3	0.3	0.3	1.2	1.1
Adjusted Bank EBITDA	<u>\$ 38.4</u>	<u>\$ 33.8</u>	<u>\$ 11.1</u>	<u>\$ 16.2</u>	<u>\$ 57.0</u>	<u>\$ 45.4</u>	<u>\$ 52.4</u>	<u>\$ 35.6</u>	<u>\$ 158.9</u>	<u>\$ 131.0</u>
Stock Based Compensation	\$ 0.9	\$ 0.6	\$ 0.4	\$ 0.5	\$ 1.4	\$ 1.0	\$ 1.0	\$ 0.6	\$ 3.7	\$ 2.7
Adjusted EBITDA	<u>\$ 39.3</u>	<u>\$ 34.4</u>	<u>\$ 11.5</u>	<u>\$ 16.7</u>	<u>\$ 58.4</u>	<u>\$ 46.4</u>	<u>\$ 53.4</u>	<u>\$ 36.2</u>	<u>\$ 162.6</u>	<u>\$ 133.7</u>
Adjusted EBITDA Margin %	14.6%	15.7%	7.8%	12.0%	21.8%	19.8%	25.7%	21.7%	18.2%	17.6%

Nine Months Ended

ADJUSTED INCOME FROM OPERATIONS

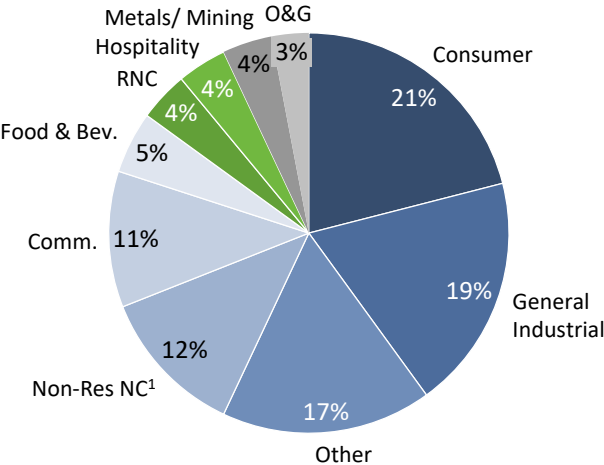
(Dollars in Millions)

	Commercial Systems		Industrial Systems		Climate Solutions		Power Transmission Solutions		Total Regal	
	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020	Oct 2, 2021	Sep 26, 2020
GAAP Income from Operations	\$ 83.3	\$ 42.9	\$ 13.2	\$ 10.4	\$ 141.9	\$ 88.7	\$ 75.1	\$ 63.9	\$ 313.5	\$ 205.9
Restructuring and Related Costs	4.6	4.9	1.6	5.3	0.7	3.1	3.2	9.5	10.1	22.8
Transaction and Related Costs	-	-	-	-	-	-	37.9	-	37.9	-
Loss on Businesses Divested and Assets to be Exited	1.8	2.7	-	0.2	0.5	1.3	2.8	-	5.1	4.2
(Gain) Loss on Sale of Assets	0.2	0.2	(2.2)	0.3	-	0.2	(0.5)	(0.1)	(2.5)	0.6
Operating Loss from Businesses Divested/to be Exited	-	-	-	-	-	0.4	-	-	-	0.4
Executive Transition Costs	-	0.5	-	0.4	-	0.5	-	0.4	-	1.8
Adjusted Income from Operations	<u>\$ 89.9</u>	<u>\$ 51.2</u>	<u>\$ 12.6</u>	<u>\$ 16.6</u>	<u>\$ 143.1</u>	<u>\$ 94.2</u>	<u>\$ 118.5</u>	<u>\$ 73.7</u>	<u>\$ 364.1</u>	<u>\$ 235.7</u>
Depreciation	\$ 17.6	\$ 17.4	\$ 16.6	\$ 15.9	\$ 9.6	\$ 11.2	\$ 16.2	\$ 18.0	\$ 60.0	\$ 62.5
Amortization	5.2	7.1	0.8	2.0	2.9	3.5	23.9	23.7	32.8	36.3
Other Income (Expense), Net	0.9	0.9	0.6	0.6	1.2	0.9	0.9	0.9	3.6	3.3
Adjusted Bank EBITDA	<u>\$ 113.6</u>	<u>\$ 76.6</u>	<u>\$ 30.6</u>	<u>\$ 35.1</u>	<u>\$ 156.8</u>	<u>\$ 109.8</u>	<u>\$ 159.5</u>	<u>\$ 116.3</u>	<u>\$ 460.5</u>	<u>\$ 337.8</u>
Stock Based Compensation	\$ 2.9	\$ 2.2	\$ 1.9	\$ 1.6	\$ 3.7	\$ 2.4	\$ 3.0	\$ 2.0	\$ 11.5	\$ 8.2
Adjusted EBITDA	<u>\$ 116.5</u>	<u>\$ 78.8</u>	<u>\$ 32.5</u>	<u>\$ 36.7</u>	<u>\$ 160.5</u>	<u>\$ 112.2</u>	<u>\$ 162.5</u>	<u>\$ 118.3</u>	<u>\$ 472.0</u>	<u>\$ 346.0</u>
Adjusted EBITDA Margin %	15.0%	13.3%	7.6%	9.4%	21.0%	18.0%	26.0%	22.7%	18.2%	16.3%

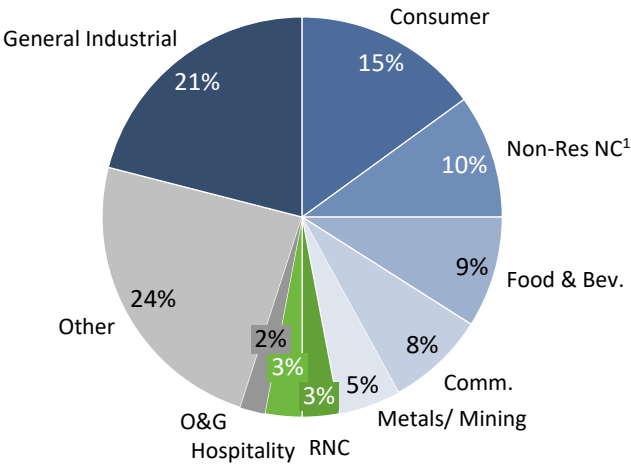
Shipping Days	1Q	2Q	3Q	4Q	FY
2016	64	64	63	60	251
2017	64	63	63	60	250
2018	63	64	63	61	251
2019	63	63	63	61	250
2020	63	63	63	64	253
2021	64	64	63	60	251
2022	63	64	63	60	250

- Regal historically operated on a 52/53 week fiscal year ending on the Saturday closest to December 31.
- Regal is moving to quarterly calendars starting in fiscal 2022
- Fiscal Years 2016, 2017, 2018, 2019 and 2021 have 52 weeks
- Fiscal Year 2020 had 53 weeks

Legacy Regal



Regal Rexnord



Noteworthy End Market Exposure Shifts

General Industrial: 19% to 21%, Up 200bps

Consumer: 21% to 15%, Down 600bps

Non-Res Construction: 12% to 10%, Down 200bps

Food & Beverage: 5% to 9%, Up 400bps

Aerospace & Defense: 1% to 5%, Up 400bps

Alt. E: 2% to 4%, Up 200bps

1. Non-residential new construction.