Genuine Parts Company Investor Presentation

November 2023

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 2023 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 and the conflict in the Gaza strip; volatility in oil prices; significant cost increases, such as rising fuel and freight expenses; public health emergencies such as the COVID-19 pandemic, 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 2022 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, total segment profit, total segment margin, adjusted EBITDA 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 9/30/2023)

Key Statistics

Founded	**1928**
Headquarters	**Atlanta, GA**
Countries Served	**17**
Locations	**~10,680**
• Distribution Centers	~210
• Warehouses	~700
• Retail (Owned/Independent)	~9,770
Employees	**~58,000**
Market Capitalization	**~$20.2B**

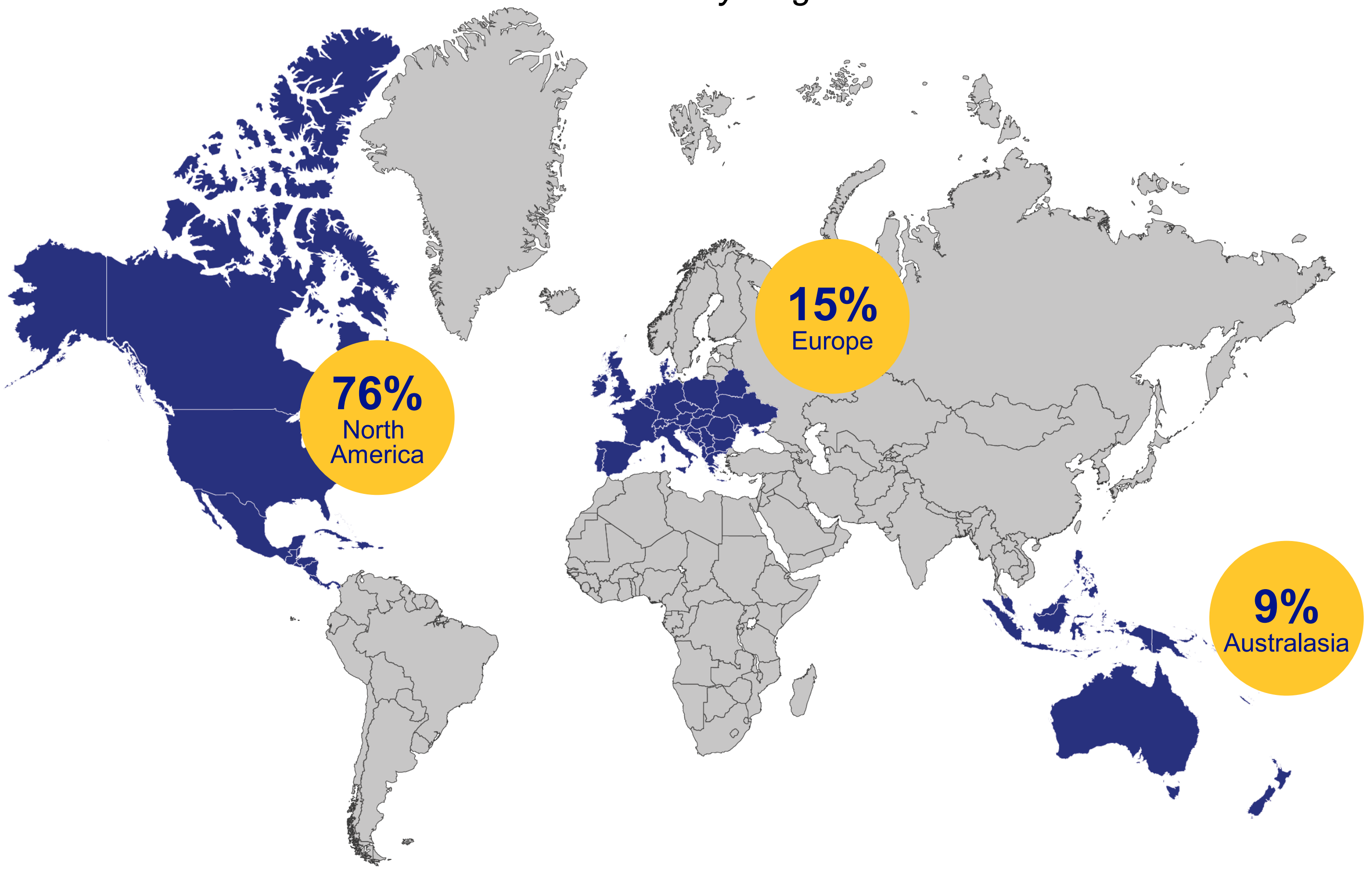
TTM Financial Highlights

Revenue[1]	**$23.0B**
• Automotive	62%
• Industrial	38%
Segment Profit Margin[2]	**9.9%**
Free Cash Flow[2]	**~$859M**
Dividend Yield[3]	**2.6%**

[1]See Appendix A [2]See Appendix B [3]Calculated based on annual dividend per share divided by share price as of 9/30/23

Global Footprint

TTM Revenue by Region



Leading Global Distributor in Diversified End Markets

History of Disciplined Execution to Drive Profitable Growth

1925 Established (NAPA)

1928 Founded (GPC)

1948 IPO

1968 Begin trading on NYSE: GPC

1975 Acquired S.P. Richards

1976 Acquired (Motion Industries)

1998 Acquired UAP, EIS

2013 Acquired GPC Asia Pacific

2017 Acquired Alliance Automotive Group

2019 Acquired Inenco; Sold Auto Todo and EIS

2020 Inenco Rebranding (Asia Pacific)

2020 Sold S.P. Richards

2022 Acquired KDG (Kaman Distribution)

2022 Celebrating 95 Years - A Record Year

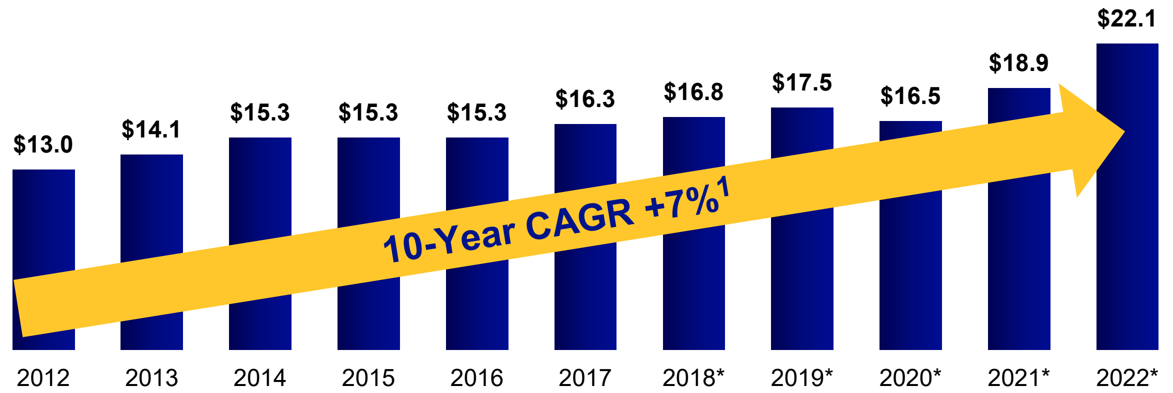
Strong History of Sales and Profit Growth

Increased Sales and Profit in 89 and 78 Years of 95-Year History, Respectively

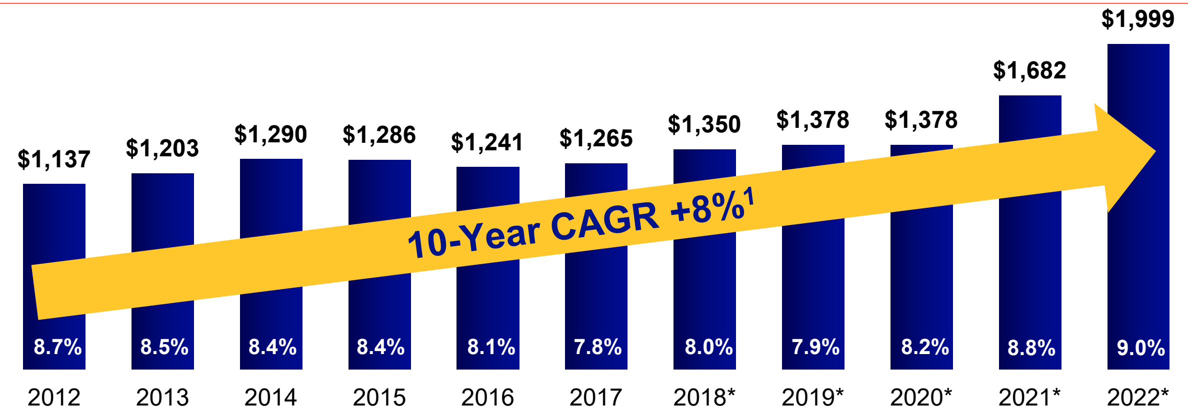
Dividend Growth

2023 Marks GPC's 67th Consecutive Year of Dividend Increases

Revenues ($B)



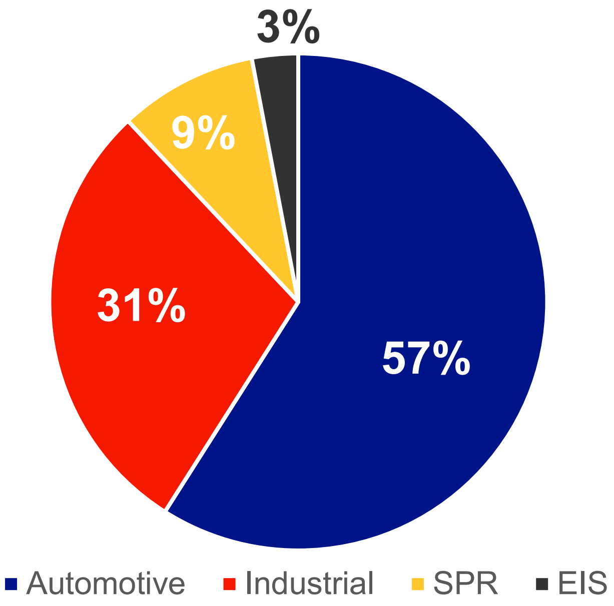
Adjusted EBITDA ($M)



* 2018 – 2022 continuing operations only; prior years are as originally reported; no adjustments prior to 2017 for EBITDA; For the period 2017 – 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] 2012 adjusted to exclude discontinued and divested operations

Significant Transformation of Portfolio Since 2019

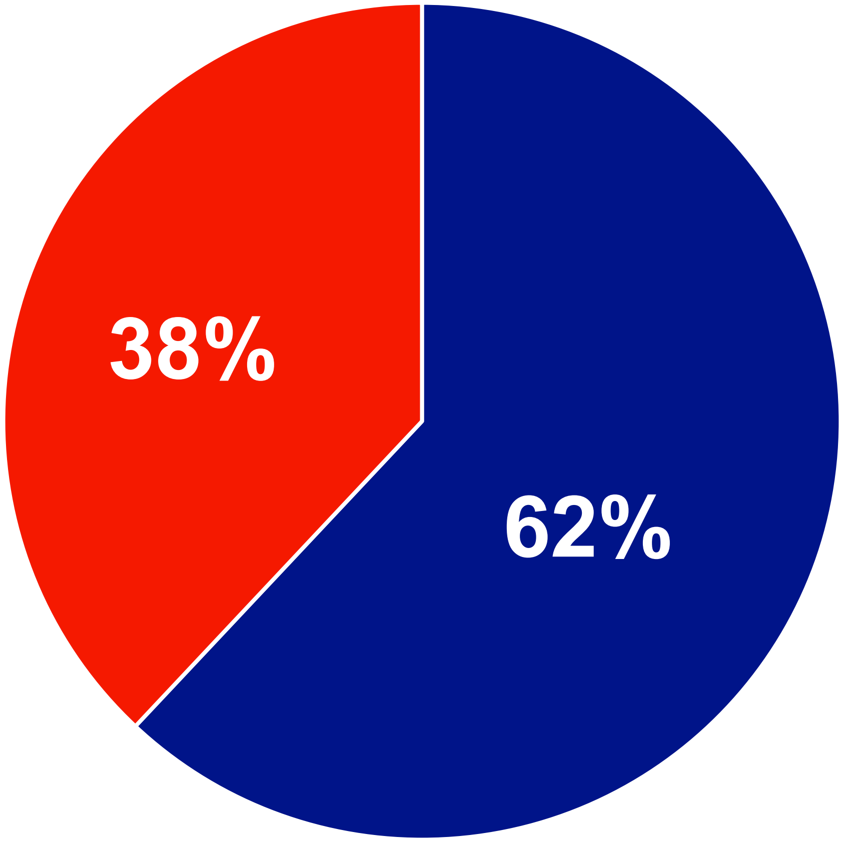
2019



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

2022



Better Positioned for Future Growth With a Streamlined Portfolio

Our Market-Leading Global Automotive Business

Largest network of parts and care

~9,770

Stores

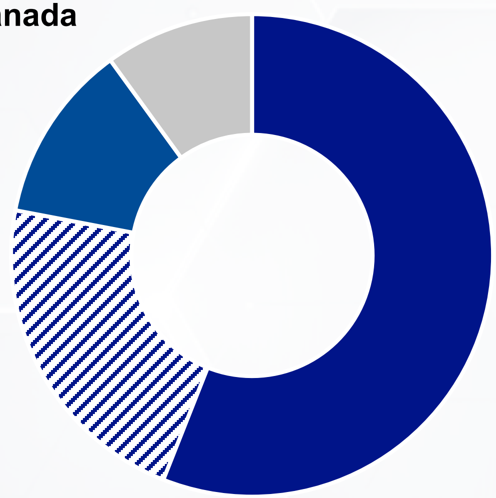
~3,095 company owned
~6,675 independents

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

2022 Sales by Region



~30,000

Global Repair Center Customer Partnerships

~80%

DIFM

~20%

DIY

~85%

of NA Sales are NAPA-Branded Products

Strong Results *(2019 to 2022)**

Sales CAGR of

7.6%

110bps

Segment Margin Improvement

GPC

* Excludes impact of divestitures

Our Market-Leading Industrial Business

MOTION

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

~700 Branches and Service Centers

Access to **19M+** Parts

Strong Results *(2019 to 2022)**

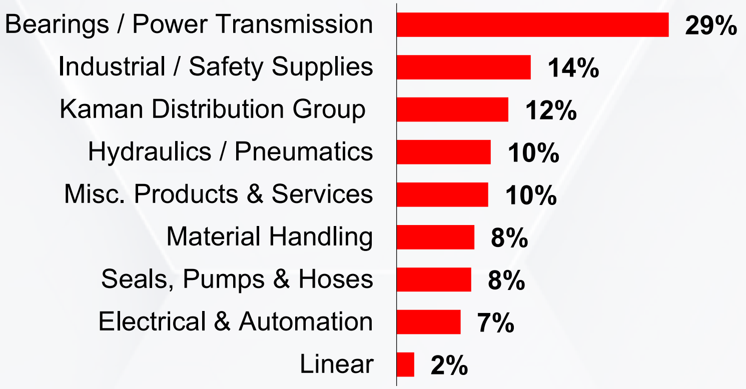
Sales CAGR of **12.4%**

~240bps Segment Margin Improvement

Diverse portfolio of end markets

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

2022 Sales by Product Category



* Excludes impact of divestitures

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**

One GPC Team working together to create customer success 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

Technology, freight, indirect costs

Operating advantage based on business diversification

Differentiated model given complementary business mix

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

Well Positioned as a Leading Global Distributor

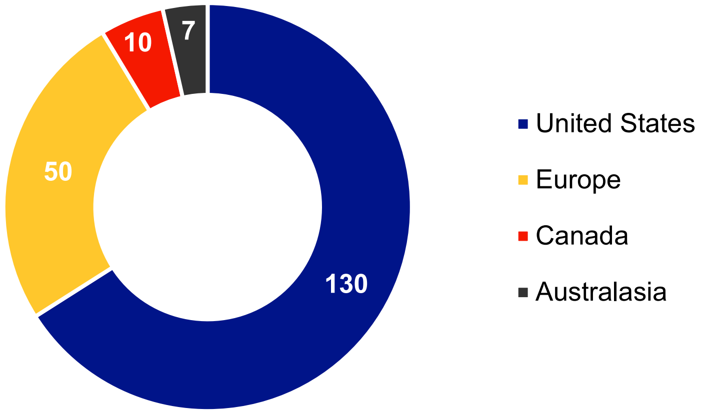
Diversified and Complementary Markets

Automotive	Industrial
✓ Positive long-term growth outlook for miles driven	✓ Nearshoring given disruptions in global supply chain
✓ Growing and aging of car parc	✓ Strong outlook for automation and robotics solutions
✓ Complexity of vehicles increasing, driving more DIFM	✓ Need for industrial expertise given aging technical workforce
✓ EV to create opportunity; will take time to materially impact the aftermarket industry	✓ Diversified industrial end market opportunities, e.g. EV and batteries

Long-term industry fundamentals are attractive

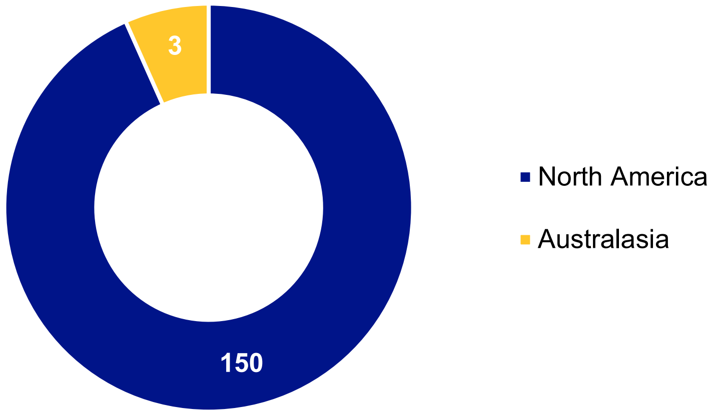
Addressable Market of $350B+

Automotive
$200B+ Global Market



Regions	Market Share	Industry Growth
United States	7%	+2-3%
Europe	6%	+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	5%	+2-3%
Australasia	15%	+2-3%
Total	**6%**	**+2-3%**

Proven Ability to Consolidate and Grow within Large and Fragmented Markets

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	$0.7
Accounts Receivable	$2.4
Inventory	$4.5
Total Assets	**$17.0**
Accounts Payable	$5.5
Total Debt	$3.3
Total Liabilities	**$12.8**
Working Capital[2]	$1.2

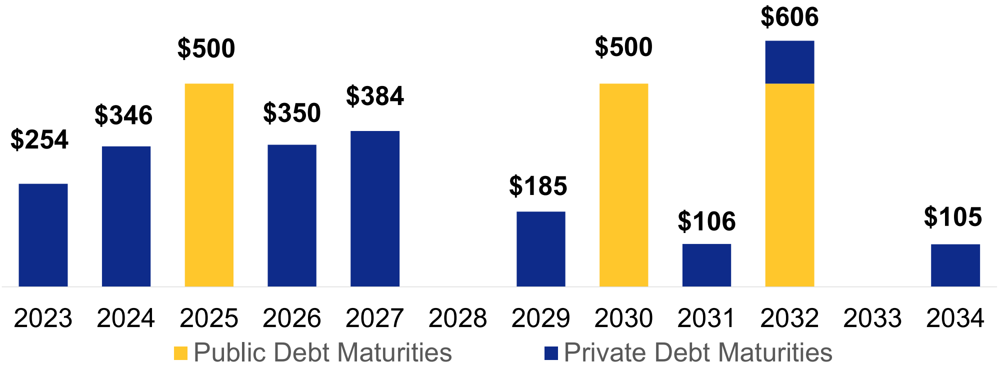
Liquidity Profile[1] *($B)*

Revolving Credit Facility	$1.5
Cash	$0.7
Total Available Liquidity	**$2.2**

Total debt to adj EBITDA (TTM)[3] **1.56x**

Debt Maturity Schedule[4] *($M)*

2.33% Q3'23 Average Interest Rate



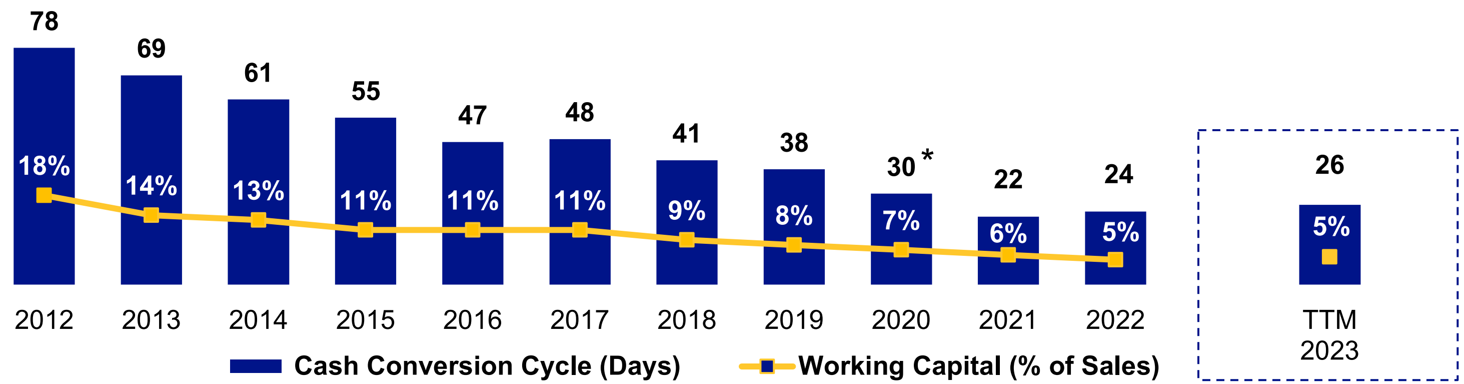
- **Focused on driving improvement in key working capital accounts**
- **Steady debt position and favorable financial arrangements** supporting our investment grade rating
- **Total debt to TTM adjusted EBITDA[3] was 1.56x on September 30, 2023,** versus our targeted range of 2.0 to 2.5 times
- **Baa1/BBB Rating[5]**

[1] As of 9/30/2023 [2] Working capital is defined as current assets less current liabilities [3] These amounts are Non-GAAP measures (See Appendix B) [4] Debt Maturity schedule is as of 9/30/2023 and does not include issuance costs [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

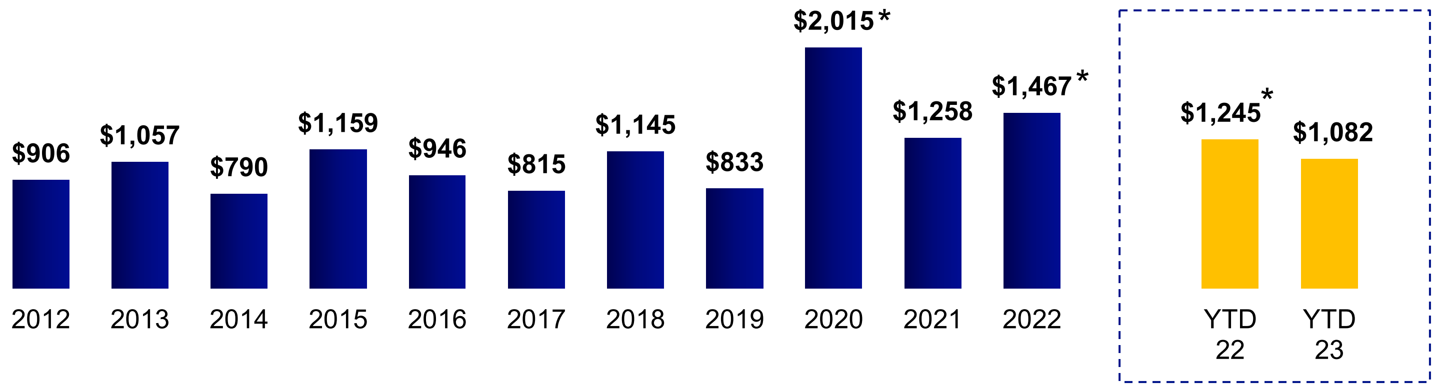
Ample Liquidity and Financial Strength to Support Growth Strategy

Cash Flow Supporting Growth

Working Capital[1]



Cash from Operations ($M)



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

Working Capital Initiatives

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

Cost Savings Initiatives

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

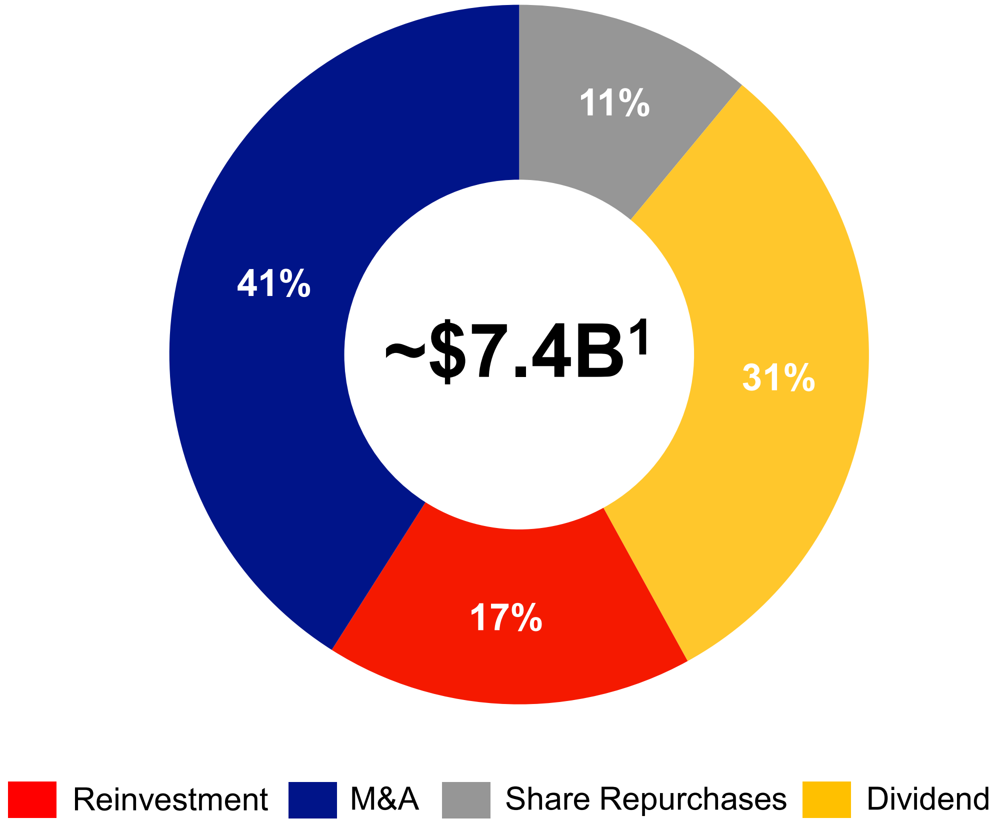
Cash Flows

- Solid cash generation
- Resilient cash flow in economic downturns

Driving Improved Working Capital and Strong Cash Flow

Effective Capital Allocation

2018-2022 Capital Deployment



Key Priorities

Reinvestment

- Projecting ’23 CapEx of $375M - $400M

M&A

- Targeting additional acquisitions in ‘23

Share Repurchases

- Plans for additional share buy-backs in ‘23

Dividend

- 2023 cash dividend of $3.80 per share, +6% from 2022
  - 67th consecutive year of increased dividends paid to our shareholders

[1] Includes proceeds from divestiture

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

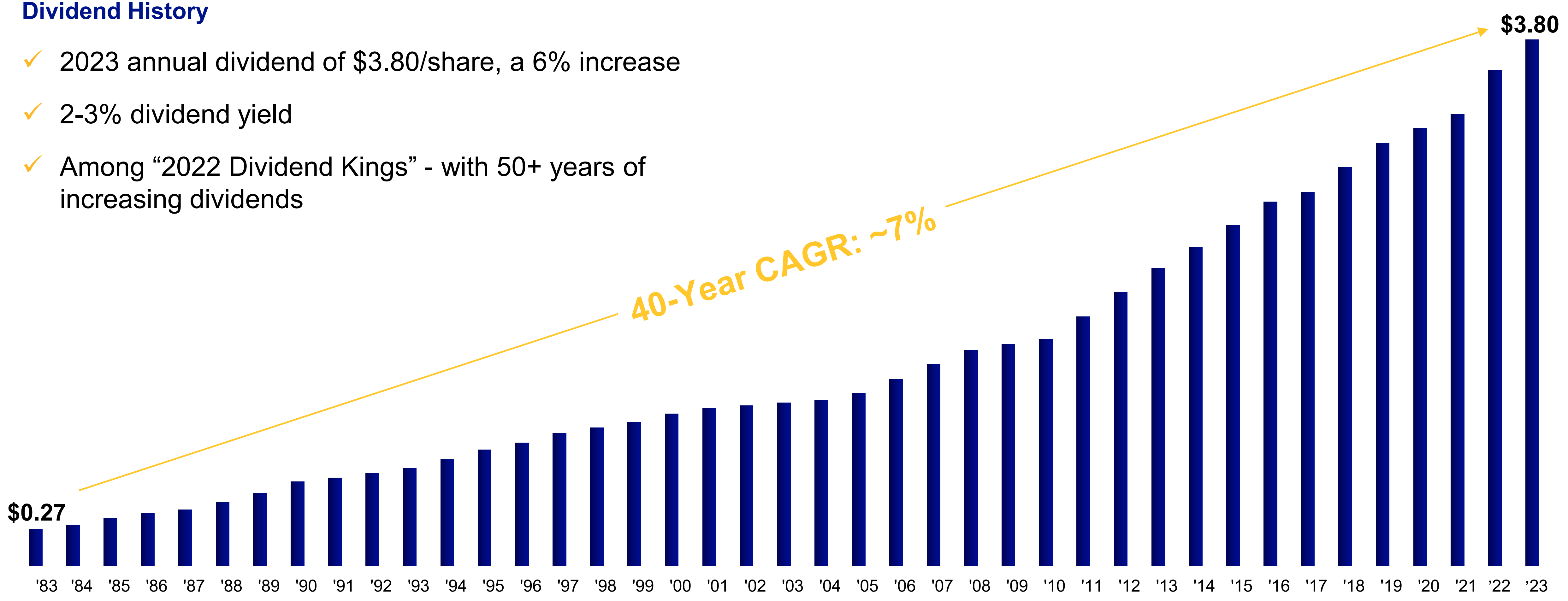
- Accretive Sales Growth and Margin Rates
- Accretive to EPS within First Year
- ROIC > GPC Cost of Capital
- Post-Synergy Purchase Price Multiple Below Our Trading Multiple
- Financed to Maintain Investment Grade Rating
- Dedicated Investment Committee Provides Oversight and Discipline on Capital Allocation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

Core Competency with a Proven History of Successful Acquisitive Growth

67 Consecutive Years of Dividend Growth

Dividend History

- ✓ 2023 annual dividend of $3.80/share, a 6% increase
- ✓ 2-3% dividend yield
- ✓ Among "2022 Dividend Kings" - with 50+ years of increasing dividends



Strong Track Record of Paying Consistent Dividends

2023 Sustainability Report

Environmental

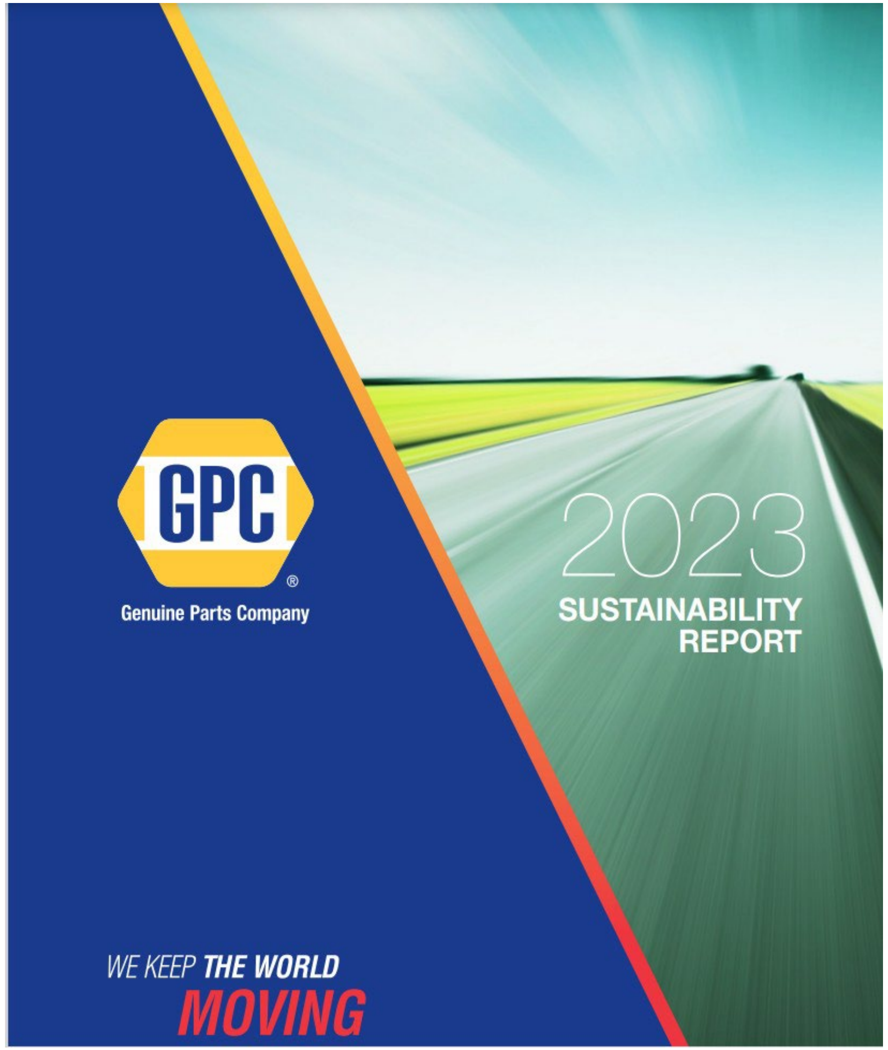
Reducing carbon emissions

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, COO
2019
2023

Bert Nappier
EVP, CFO
2022
2022

Naveen Krishna
EVP, CIDO
2021
2021

Jim Neill
EVP, CHRO
2006
2013

Chris Galla
SVP & General Counsel
2005
2020

Lisa Hamilton
SVP, Total Rewards
1996
2020

Vickie Smith
SVP, Employee Experience
2002
2020

Franck Baduel
CEO, European Automotive
1999
2020

Randy Breaux
Group President, GPC North America
2011
2023

Rob Cameron
Managing Director and Group CEO, Australasia
2003
2022

Alain Masse
President, Canadian Automotive
2011
2015

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

Supportive Board With Diverse Expertise and Experience

Board Composition

86%	29%	50%	9 Years
Independent Directors	Women	Diverse[1]	Average Tenure

Expertise and Experience

CEO / Leadership Position	93%
Government / Regulatory	50%
Finance and Accounting	43%
Distribution / Supply Chain	36%
Automotive	29%
International	29%
Legal	29%

Left to right: Gary P. Fayard, Jean-Jacques Lafont, Robert C. “Robin” Loudermilk, Jr., John D. Johns, Juliette W. Pryor, Richard Cox, Jr., Elizabeth W. “Betsy” Camp, Wendy B. Needham, Paul D. Donahue, John R. Holder, E. Jenner Wood III, P. Russell Hardin, Donna W. Hyland. Not pictured: new director, Darren M. Rebelez

[1] Gender, 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)	2022	2021	2020	2019	2018
Net sales:					
Automotive	$ 13,666,634	$ 12,544,131	$ 10,860,695	$ 10,993,902	$ 10,553,021
Industrial	8,429,339	6,326,379	5,676,738	6,528,332	6,298,584
Total net sales	22,095,973	18,870,510	16,537,433	17,522,234	16,831,605
Segment profit:					
Automotive	1,191,674	1,073,427	867,743	831,951	856,014
Industrial	888,636	595,232	481,854	521,830	487,360
Total segment profit	2,078,310	1,668,659	1,349,597	1,353,781	1,343,374
Interest expense, net	(73,886)	(62,150)	(91,048)	(91,405)	(93,281)
Intangible asset amortization	(269,364)	(103,273)	(94,962)	(92,206)	(83,489)
Corporate expense	(157,437)	(174,842)	(149,754)	(140,815)	(137,036)
Other unallocated costs	(5,021)	(128,048)	(634,465)	(170,072)	(34,930)
Income (Loss) before income taxes from continuing operations	1,572,602	1,200,346	379,368	859,283	994,638
Income taxes from continuing operations	(389,901)	(301,556)	(215,973)	(212,808)	(245,104)
Net income from continuing operations	$ 1,182,701	$ 898,790	$ 163,395	$ 646,475	$ 749,534
Segment profit margin:					
Automotive	8.7%	8.6%	8.0%	7.6%	8.1%
Industrial	10.5%	9.4%	8.5%	8.0%	7.7%
Total segment profit margin	9.4%	8.8%	8.2%	7.7%	8.0%

Segment Data

Appendix A

	2023	2023			2022			
(in thousands)	TTM Q3	Q1	Q2	Q3	Q1	Q2	Q3	Q4
Net sales:								
Automotive	$ 14,220,826	$ 3,505,827	$ 3,654,999	$ 3,626,943	$ 3,275,621	$ 3,467,494	$ 3,490,462	$ 3,433,057
Industrial	8,807,550	2,259,291	2,260,007	2,197,659	2,019,014	2,134,920	2,184,812	2,090,593
Total net sales	23,028,376	5,765,118	5,915,006	5,824,602	5,294,635	5,602,414	5,675,274	5,523,650
Segment profit:								
Automotive	1,210,970	264,420	329,347	322,004	264,573	322,553	309,349	295,199
Industrial	1,058,472	261,987	283,372	282,807	188,353	225,472	242,505	230,306
Total segment profit	2,269,442	526,407	612,719	604,811	452,926	548,025	551,854	525,505
Interest expense, net	(64,714)	(16,864)	(16,455)	(15,827)	(19,850)	(20,248)	(18,220)	(15,568)
Corporate expense	(339,303)	(66,015)	(101,550)	(90,257)	(41,751)	(73,312)	(72,820)	(81,481)
Intangible asset amortization	(152,111)	(39,122)	(40,625)	(33,667)	(39,694)	(39,630)	(39,416)	(38,697)
Other unallocated costs	(52,376)	—	—	—	(25,915)	76,732	(3,462)	(52,376)
Income before income taxes	1,660,938	404,406	454,089	465,060	325,716	491,567	417,936	337,383
Income taxes	(409,313)	(100,449)	(109,595)	(113,862)	(79,878)	(119,038)	(105,578)	(85,407)
Net income	$ 1,251,625	$ 303,957	$ 344,494	$ 351,198	$ 245,838	$ 372,529	$ 312,358	$ 251,976
Segment profit margin:								
Automotive	8.5%	7.5%	9.0%	8.9%	8.1%	9.3%	8.9%	8.6%
Industrial	12.0%	11.6%	12.5%	12.9%	9.3%	10.6%	11.1%	11.0%
Total segment profit margin	9.9%	9.1%	10.4%	10.4%	8.6%	9.8%	9.7%	9.5%

Reconciliation of Non-GAAP Financial Measures

Appendix B

Total segment profit & total segment profit margin

(in thousands)	2023 TTM Q3	2023 Q1	2023 Q2	2023 Q3	2022 Q1	2022 Q2	2022 Q3	2022 Q4
GAAP net income	$ 1,251,625	$ 303,957	$ 344,494	$ 351,198	$ 245,838	$ 372,529	$ 312,358	$ 251,976
Income taxes	409,313	100,449	109,595	113,862	79,878	119,038	105,578	85,407
Income before income taxes	1,660,938	404,406	454,089	465,060	325,716	491,567	417,936	337,383
Interest expense, net	64,714	16,864	16,455	15,827	19,850	20,248	18,220	15,568
Corporate expense	339,303	66,015	101,550	90,257	41,751	73,312	72,820	81,481
Intangible asset amortization	152,111	39,122	40,625	33,667	39,694	39,630	39,416	38,697
Other unallocated (loss) income, net	52,376	—	—	—	25,915	(76,732)	3,462	52,376
Total segment profit	$ 2,269,442	$ 526,407	$ 612,719	$ 604,811	$ 452,926	$ 548,025	$ 551,854	$ 525,505
GAAP net sales	$ 23,028,376	$ 5,765,118	$ 5,915,006	$ 5,824,602	$ 5,294,635	$ 5,602,414	$ 5,675,274	$ 5,523,650
GAAP net income margin	5.4%	5.3%	5.8%	6.0%	4.6%	6.6%	5.5%	4.6%
Total segment profit margin	9.9%	9.1%	10.4%	10.4%	8.6%	9.8%	9.7%	9.5%

Adj EBITDA

(in thousands)	2023 TTM Q3	2023 Q1	2023 Q2	2023 Q3	2022 Q1	2022 Q2	2022 Q3	2022 Q4
GAAP net income	$ 1,251,625	$ 303,957	$ 344,494	$ 351,198	$ 245,838	$ 372,529	$ 312,358	$ 251,976
Depreciation and amortization	349,945	87,215	90,873	83,860	87,369	85,890	86,563	87,997
Interest expense, net	64,714	16,864	16,455	15,827	19,850	20,248	18,220	15,568
Income taxes	409,313	100,449	109,595	113,862	79,878	119,038	105,578	85,407
EBITDA:	2,075,597	508,485	561,417	564,747	432,935	597,705	522,719	440,948
Gain on sale of real estate (1)	—	—	—	—	—	(102,803)	—	—
Gain on insurance proceeds (2)	—	—	—	—	(634)	(873)	—	—
Product liability adjustment (3)	28,730	—	—	—	—	—	—	28,730
Transaction and other costs (4)	23,646	—	—	—	26,549	26,944	3,462	23,646
Adjusted EBITDA	$ 2,127,973	$ 508,485	$ 561,417	$ 564,747	$ 458,850	$ 520,973	$ 526,181	$ 493,324

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)	2022	2021	2020	2019
GAAP net income from continuing operations	$ 1,182,701	$ 898,790	$ 163,395	$ 646,475
Depreciation and amortization	347,819	290,971	272,842	257,263
Interest expense, net	73,886	62,150	91,048	91,405
Income taxes from continuing operations	389,901	301,556	215,973	212,808
EBITDA:	1,994,307	1,553,467	743,258	1,207,951
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
Adjusted EBITDA	$ 1,999,328	$ 1,681,515	$ 1,377,723	$ 1,378,023

Refer to Explanation of Adjustments for further information (1) Refer to the acquisitions and divestitures footnote in the Notes to the Consolidated Financial Statements on Form 10-K filed with the SEC on February 21, 2020 for additional information on divested businesses

Reconciliation of Non-GAAP Financial Measures (Cont.)

Free Cash Flow

(in thousands)	Nine Months Ended September 30, 2023	TTM Ended September 30, 2023
Net cash provided by operating activities	$ 1,082,445	$ 1,304,825
Less: Purchases of property, plant and equipment	(349,858)	(445,492)
Free Cash Flow	$ 732,587	$ 859,333

Updated Outlook

	Year Ending December 31, 2023
Net cash provided by operating activities	$1.3 billion to $1.4 billion
Purchases of property, plant and equipment	$375 million to $400 million
Free Cash Flow	$900 million to $1.0 billion

Refer to Explanation of Adjustments for further information

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.