4th Quarter 2024 Results

February 12, 2025

Cautionary Statement Regarding Forward-Looking Statements

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Should one or more of these risks or uncertainties materialize, or should any of the assumptions prove incorrect, actual results may vary in material respects from those projected in these forward-looking statements. Vertiv has previously disclosed risk factors in its Securities and Exchange Commission ("SEC") reports, including those set forth in the Vertiv 2023 Annual Report on Form 10-K filed with the SEC on February 23, 2024. These risk factors and those identified elsewhere in this release, among others, could cause actual results to differ materially from historical performance and include, but are not limited to: risks relating to the continued growth of our customers' markets; long sales cycles for certain Vertiv products and solutions as well as unpredictable placing or cancelling of customer orders; failure to realize sales expected from our backlog of orders and contracts; disruption of our customer's orders or the markets; less favorable contractual terms with large customers; risks associated with governmental contracts; failure to mitigate risks associated with long-term fixed price contracts; competition in the industry in which we operate; failure to obtain performance and other guarantees from financial institutions; failure to properly manage supply chain, difficulties with third-party manufacturers and increases in costs of material, freight and/or labor, and changes in the costs of production; competition in the infrastructure technologies; risks associated with information technology disruption or cyber-security incidents; risks associated with the implementation and enhancement of information systems; failure to realize the expected benefit from any rationalization, restructuring and improvement efforts; disruption of, or changes in, Vertiv's independent sales representatives, distributors and original equipment manufacturers; increase of variability in our effective tax rate costs or liabilities associated with product liability due to global operations subjecting us to income and other taxes in the U.S. and numerous foreign entities; the global scope of Vertiv's operations, especially in emerging markets; failure to benefit from future significant corporate transactions; risks associated with Vertiv's sales and operations in emerging markets including economic, political and production level risk; risks associated with future legislation and regulation of Vertiv's customers' markets both in the United States and abroad; our ability to comply with various laws and regulations including but not limited to, laws and regulations relating to data protection and data privacy; failure to properly address legal compliance issues, particularly those related to imports/exports, anti-corruption laws, and foreign operations; risks associated with foreign trade policy, including tariffs and global trade conflict; risks associated with litigation or claims against the Company, including the risk of adverse outcomes to any legal claims and proceedings; our ability to protect or enforce our proprietary rights on which our business depends; third party intellectual property infringement claims; liabilities associated with environmental, health and safety matters; failure to achieve environmental, social and governance goals; failure to realize the value of goodwill and intangible assets; exposure to fluctuations in foreign currency exchange rates; failure to remediate material weaknesses in our internal controls over financial reporting; our level of indebtedness and the ability to incur additional indebtedness; our ability to comply with the covenants and restrictions contained in our credit agreements, including restrictive covenants that restrict operational flexibility; our ability to comply with the covenants and restrictions contained in our credit agreements is not fully within our control; our ability to access funding through capital markets; resales of Vertiv securities may cause volatility in the market price of our securities; our organizational documents contain provisions that may discourage unsolicited takeover proposals; our certificate of incorporation includes a forum selection clause, which could discourage or limit stockholders' ability to make a claim against it; the ability of our subsidiaries to pay dividends; factors relating to the business, operations and financial performance of Vertiv and its subsidiaries, including: global economic weakness and uncertainty; our ability to attract, train and retain key members of our leadership team and other qualified personnel; the adequacy of our insurance coverage; fluctuations in interest rates materially affecting our financial results and increasing the risk our counterparties default in our interest rate hedges; our incurrence of significant costs and devotion of substantial management time as a result of operating as a public company; and other risks and uncertainties indicated in Vertiv's SEC reports or documents filed or to be filed with the SEC by Vertiv. Forward-looking statements included or incorporated by reference in this presentation speak only as of the date of this presentation or any earlier date specified for such statements. All subsequent written or oral forward-looking statements attributable to Vertiv or persons acting on Vertiv's behalf may be qualified in their entirety by this Cautionary Note Concerning Forward-Looking Statements.

This presentation also includes certain non-GAAP financial measures, such as organic net sales growth, adjusted operating profit, adjusted operating margin, adjusted diluted EPS and adjusted free cash flow, that may not be directly comparable to other similarly titled measures used by other companies and therefore may not be comparable among companies. The Company has provided reconciliations of non-GAAP financial measures to the most directly comparable GAAP financial measures on pages 18-27 of this presentation and our current earnings release dated February 12, 2025, which are available on the Company's website at investors.vertiv.com. Information reconciling certain forward-looking GAAP measures to non-GAAP measures related to first quarter and full year 2025 guidance, including organic net sales growth, adjusted operating margin, and adjusted free cash flow is not available without unreasonable effort due to high variability, complexity and uncertainty with respect to forecasting and quantifying certain amounts that are necessary for such reconciliations. For the same reasons, we are unable to compute the probable significance of the unavailable information, which could have a potentially unpredictable, and potentially significant, impact on our future GAAP financial results.

Fourth quarter 2024 key messages

Fourth quarter adjusted diluted earnings per share of $0.99, up ~77% from fourth quarter 2023, and full year 2024 adjusted diluted earnings per share of $2.85, up ~61% from prior year – primarily driven by higher adjusted operating profit.

Fourth quarter organic net sales up 27% compared to fourth quarter 2023 driven by greater than 20% growth in all three regions. Pipeline expanded from third quarter 2024 driven by strong data center demand, including AI, across all regions.

Strong **trailing twelve-month (TTM) organic orders growth of ~30%**[1]. Fourth quarter orders approximately flat relative to same quarter last year mainly influenced by timing of orders in EMEA. Book-to-bill of ~1.0x for fourth quarter 2024 and ~1.2x for full year.

Fourth quarter adjusted operating profit of $504M, up 53% from prior year quarter driven by higher sales and contribution margin. **Fourth quarter adjusted operating margin of 21.5%** up 380 bps compared to fourth quarter 2023 driven by operational leverage.

Adjusted free cash flow of $362M in fourth quarter 2024, up $57M from fourth quarter 2023. **Full year 2024 adjusted free cash flow of $1,135M with ~103% adjusted free cash conversion**. Net leverage at ~1.0x at year-end.

Expected 2025 adjusted diluted EPS of $3.50 - $3.60 on projected full year 2025 organic net sales growth of 15% - 17%, adjusted operating profit in the range of $1,910M - $1,960M and adjusted operating margin 20.8% - 21.2%.

Strong fourth quarter 2024 sets foundation for continued top-line and earnings growth in 2025

1 – Adjusted for foreign exchange

Note: see “Non-GAAP Financial Measures” beginning on slide 18 of the Appendix.

Customer demand, operations, and procurement update

Customer demand

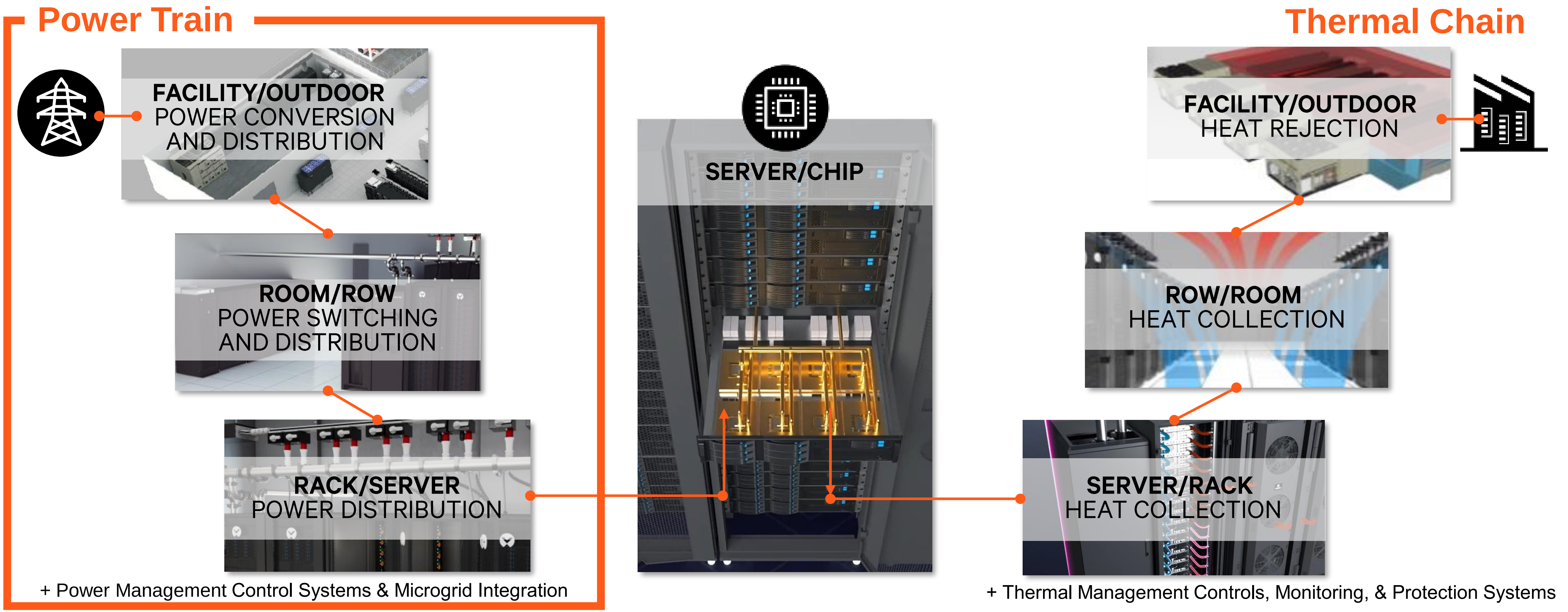
- **Strong trailing twelve-month (TTM) organic orders growth of ~30%** vs. same prior year period. Book-to-bill ratio of ~1.0x for fourth quarter and ~1.2x for full-year 2024. Americas TTM organic orders up ~50%+ with strong growth across all market verticals.
- Very strong **Backlog at end of 2024 of $7.2B up ~30%** vs. end of 2023, despite the negative impact of FX headwind vs. end of third quarter 2024.
- **Sales pipeline continued to grow in fourth quarter - strongly supported by AI** as data center capacity expansion plans further developed
- **Hyperscale customers confirmed substantial increases in capital expenditures** in 2025+ to support AI datacenter investments. With increasing compute and model efficiencies, we anticipate **significant increase in AI adoption and the infrastructure to support it.**

Operations and Procurement update

- **Supply chain resiliency continuing to strengthen** across multiple dimensions. Bill of Material health assessments applied pervasively across supply chain, driving geographical balance, multiple sources of supply, extended supply agreements and parts standardization.
- **Overall, commodity inflation not expected to be significant risk to our price-cost projections.** While Steel pricing declined last year, Copper and Aluminum fluctuated, and the outlook remains uncertain pending clarity on potential changes to global trade policies, including tariffs.
- **Continued focus on Vertiv Operating System (VOS)** including operational excellence and lean principles to drive manufacturing productivity and efficiency. Relentless focus on operational excellence across the organization.

Building capacity to support strong AI-driven demand • Driving operational excellence across organization

VERTIV end-to-end systems and services expertise are well positioned to solve the industry's increasingly complex power management and cooling challenges



AI infrastructure driving the need for "System" thinking more than ever • Ability to scale end-to-end is paramount

VERTIV power management portfolio and prowess

Covering the end-to-end power train

✓ FACILITY POWER CONVERSION & DISTRIBUTION

- LOW- AND- MEDIUM-VOLTAGE **SWITCHGEAR**
- LOW- AND- MEDIUM VOLTAGE **BUSWAY**
- 3-PHASE **UNINTERRUPTIBLE POWER SUPPLY** (UPS)
- **ENERGY STORAGE & MICROGRID** SYSTEMS

✓ ROOM / ROW POWER SWITCHING & DISTRIBUTION

- STATIC **TRANSFER SWITCH**
- TRANSFORMER / **DISTRIBUTION UNITS**
- REMOTE **POWER PANELS**

✓ RACK / SERVER POWER DISTRIBUTION

- **BUSWAY**
- **RACK POWER DISTRIBUTION** UNITS
- **DC POWER SHELF** RACK SYSTEMS

✓ POWER TRAIN **MONITORING & CONTROL SYSTEMS**

Leveraging key Vertiv differentiators

- **GLOBAL SERVICE NETWORK**
- **GLOBAL PRODUCTION SCALE**
- **DEEP CUSTOMER COLLABORATION**
- **COMPLETE MODULAR PREFABRICATION**
- **RELIABILITY & QUALITY**

Vertiv broad and expanding power portfolio coupled with services, scale, prefabrication, and quality is enabling scalability and efficiency of critical digital infrastructure deployment

VERTIV is enabling the industry's evolution by addressing increasingly complex power management challenges

Evolving critical power technology

Industry is navigating…

Growing power demands
Dynamic AI load profiles
Quality power availability and permitting
Maximizing AI cluster proximity
Power, cooling and IT interoperability and complexities
Unwavering continuity and uptime
Operators' deployment speed

Resulting in potential digital infrastructure of the future

- High-voltage power conversion and power distribution
- Whitespace integration between IT, Cooling, and Power
- Increasing focus on speed and scale
- Higher power capacity blocks
- Arbitration across power sources and energy storage systems

Delivering new-to-market offerings

Vertiv™ PowerNexus

- Integrates Power Train elements
- Includes Vertiv™ Trinergy™ Large power conversion technology
- Up to 30% space savings[1]
- Dynamic grid support
- Dynamic AI power loads managed

Vertiv™ Liebert® APM2

- Flexible and expandable modular power system for changing power needs – parallel units for up to 2.4MW system capacity
- Continuous power for new mission critical high-density thermal management elements like coolant distribution units
- Up to 70% space savings[2]

Vertiv technology thought leadership is defining and enabling future-ready digital infrastructure

1 - Vertiv PowerNexus prefabricated integrated solution vs separate similar component products
2 - Vertiv Liebert APM2 with modular internal lithium batteries vs other UPS + external batter cabinet configurations

BSE acquisition and balance sheet

Acquisition of BSE[1] in December 2024

- Manufacturer of chillers, heat pumps, heat-recovery solutions and air-handling units based in China
- High-efficiency, high-capacity centrifugal compressor-based chiller technology to support high-performance compute in all regions
- Core products include oil-free, magnetic-bearing centrifugal water-cooled and air-cooled chillers incorporating pumped-refrigerant-economization technology
- Supports capital deployment strategy which includes adding technologies in early stages of maturity curve

Strong balance sheet

Adjusted free cash flow

- Continued strong adjusted free cash flow of ~$1.1B in 2024 with adjusted free cash flow conversion of 103%
- Supports ample liquidity, manageable leverage and significant flexibility with capital deployment

Liquidity

- $2.0B of liquidity at end of 2024 including ~$1.2B of cash and $800M undrawn asset-based lending (ABL) facility

Leverage

- Net leverage of ~1.0x at end of 2024 – down from 1.9x at end of 2023 and 5.6x at end of 2022
- Committed to achieve and maintain investment grade ratings and continue to make progress towards achieving this goal in short term.

Capital deployment

- Continued emphasis on flexibility including executing bolt-on acquisitions focused on differentiating technology and opportunistic share repurchases

Strong free cash flow and balance sheet supports flexibility with capital deployment

1 - As announced on December 20, 2024; acquisition by Vertiv Chinese subsidiary of certain assets and technologies of BiXin Energy Technology (Suzhou) Co., Ltd (BSE)

Fourth quarter 2024 financial results

$Millions; deltas to midpoint of guidance range

Adj. Diluted EPS

Up ~$0.43

Up ~77% vs. prior year

Up ~$0.17 vs. guidance

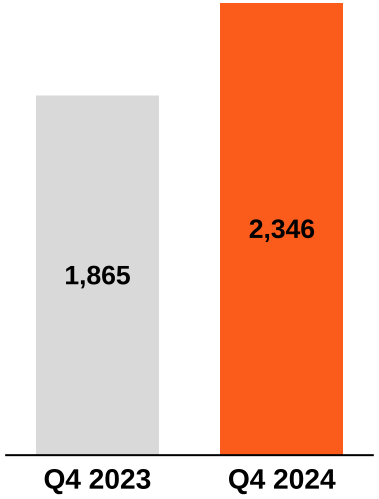
+ ~$0.34 after-tax adj. op. profit
+ ~$0.07 income tax
+ ~$0.02 after-tax net interest expense

Net Sales

Up ~$481M

Organic up ~27%

Up ~$206M vs. guidance



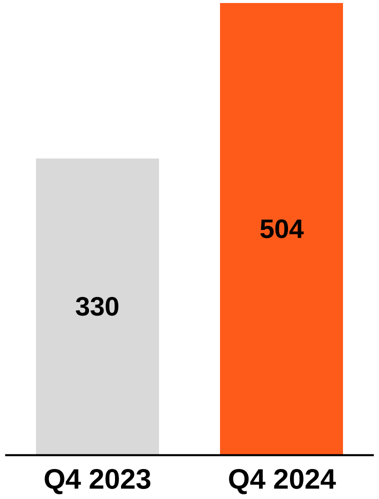
- Higher sales driven by 25% organic growth in AMER, 27% organic growth in APAC, and 33% organic growth in EMEA.
- ~($24M) FX headwind

Adj. Operating Profit

Up ~$174M

Up ~53% vs. prior year

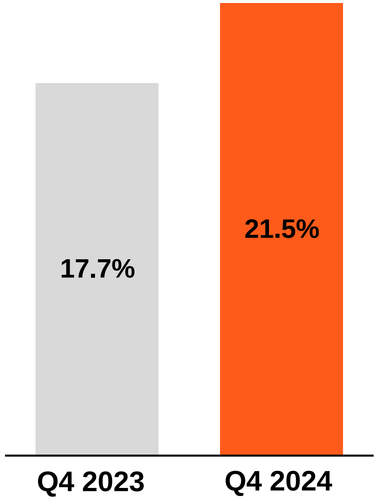
Up ~$67M vs. guidance



Adj. Operating Margin

Up ~380 bps

Up ~110 bps vs. guidance



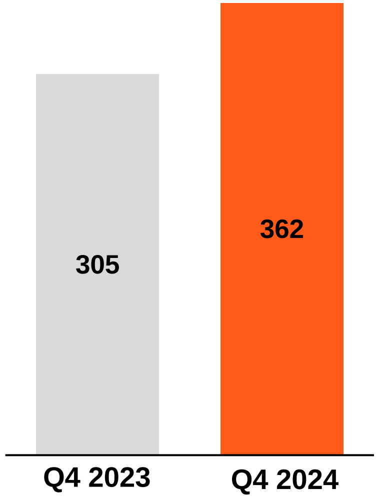
- Incremental AOP from 27% organic sales increase
- Price-cost (material, freight, labor) tailwinds
- Manufacturing and procurement productivity benefits
- Continued investment in capacity, technology and R&D, enabling AI-driven demand growth

Adj. Free Cash Flow

Up ~$57M

Up ~19% vs. prior year

Up ~$135M vs. guidance



+ ~$174M higher adj. op profit
+ ~$10M lower cash interest
− ~($78) working capital & other
− ~($43) higher cash taxes
− ~($6M) higher net capex

Net leverage: ~1.0x

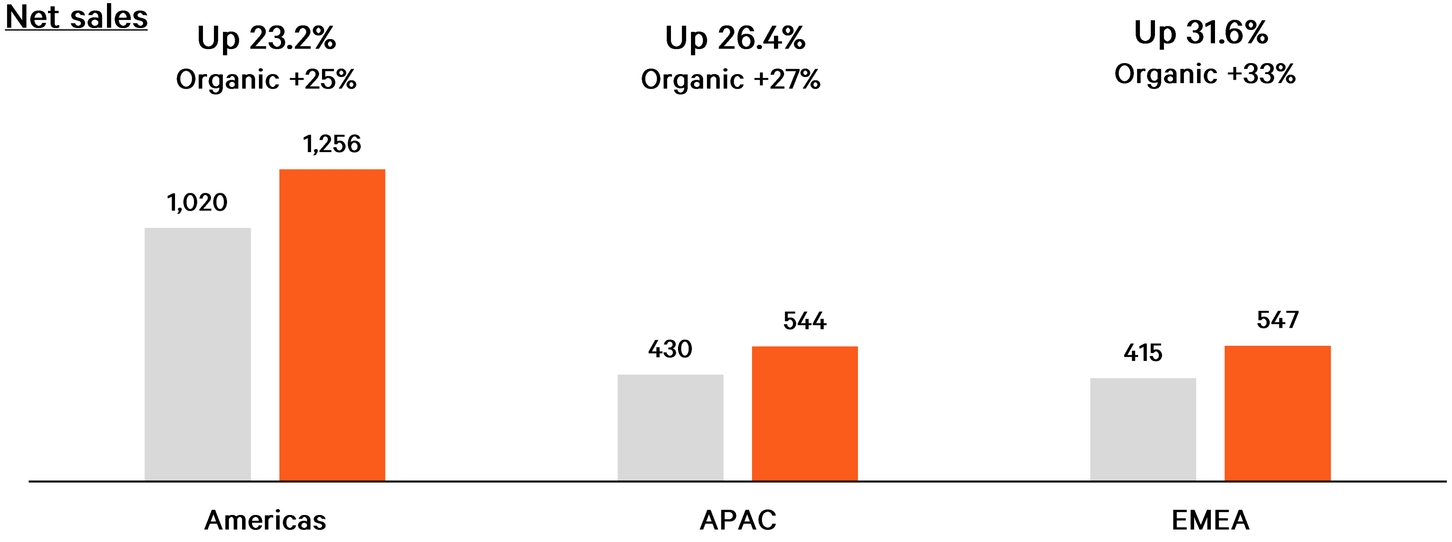
Strong fourth quarter results driven by organic sales and margin expansion across all regions

Note: see "Non-GAAP Financial Measures" beginning on slide 18 of the Appendix. Adjusted free cash flow equals cash from operations less capital expenditures and investments in capitalized software.

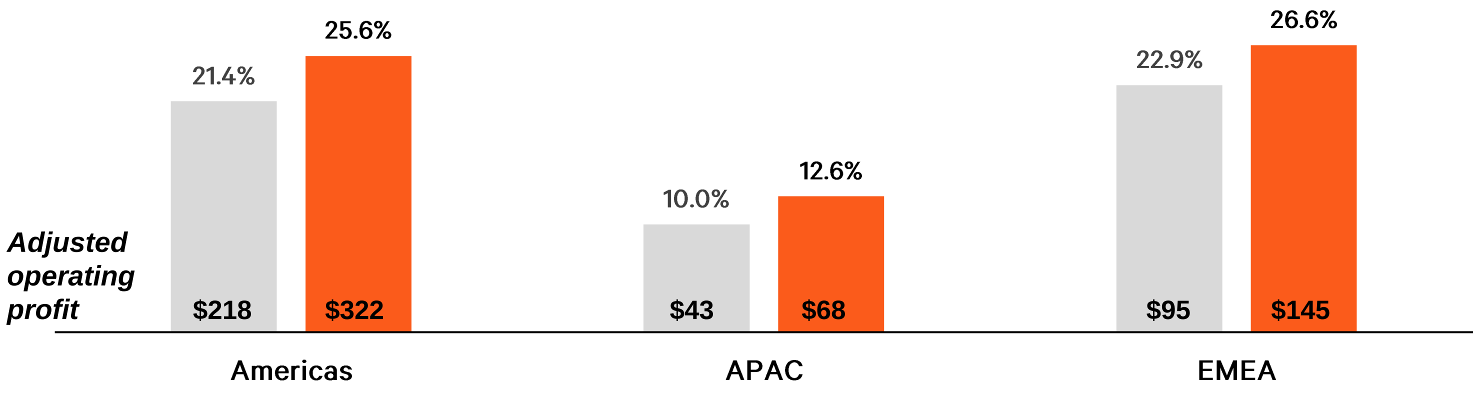
Fourth quarter 2024 financial results

$Millions

Net sales



Adjusted operating margin



Americas

- Organic sales growth driven by demand in the colocation & hyperscale markets with strong contribution from switchgear, busway, liquid cooling and services.
- Margin expansion from continued favorable price-cost, operational productivity and operational leverage on higher sales.

APAC

- Organic sales growth driven by continued recovery in China and strong market growth in India while the market in Rest of Asia remains strong.
- Margin continued to improve sequentially up 240bps from third quarter 2024. Improvement from prior year driven by strong growth in India and rest of Asia markets.

EMEA

- Strong organic sales growth driven by demand from colocation & hyperscale markets across several product lines including switchgear, chillers, modular solutions and services.
- Margin expansion from strong operational leverage on higher sales and operational productivity.

 Note: see “Non-GAAP Financial Measures” beginning on slide 18 of the Appendix.

Full year 2024 financial results

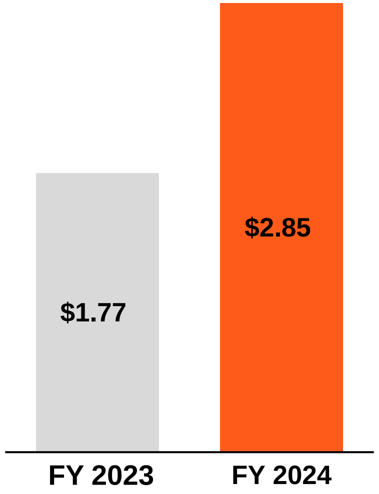
$Millions; deltas to midpoint of guidance range

Adj. Diluted EPS

Up ~$1.08

Up ~61% vs. prior year

Up ~$0.17 vs. guidance

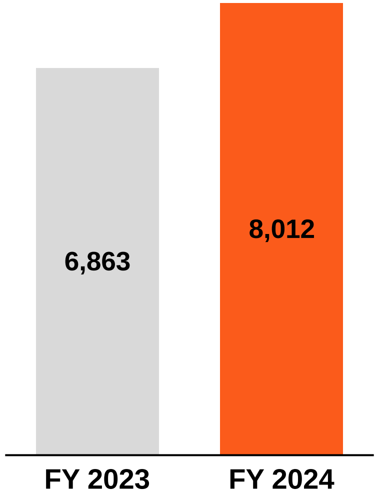


Net Sales

Up ~$1,149M

Organic up ~18%

Up ~$207M vs. guidance

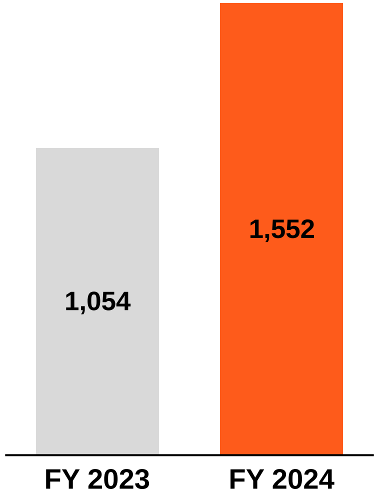


Adj. Operating Profit

Up ~$498M

Up ~47% vs. prior year

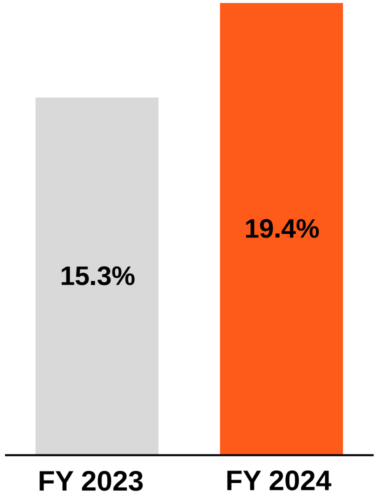
Up ~$67M vs. prior guidance



Adj. Operating Margin

Up ~410 bps

Up 40 bps vs. guidance

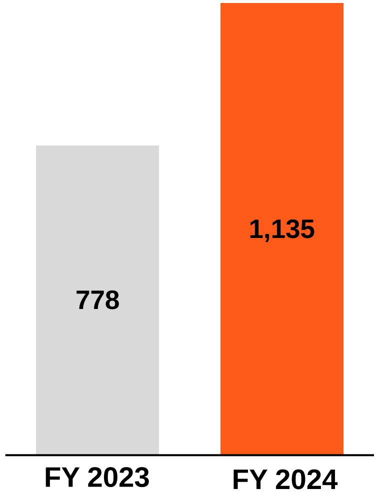


Adj. Free Cash Flow

Up ~$357M

Up ~46% vs. prior year

Up ~$135M vs. guidance



+ ~$1.01 after-tax adj. op. profit
+ ~$0.06 after-tax net interest expense
+ ~$0.01 income tax

- Higher sales driven by 18% organic growth in AMER, 14% organic growth in APAC, and 21% organic growth in EMEA.
- ~($54M) FX headwind

- Incremental AOP from 18% organic sales increase
- Price-cost (material, freight, labor) tailwinds
- Manufacturing and procurement productivity benefits
- Continued investment in capacity and R&D, enabling AI-driven demand growth

+ ~$498M higher adj. op profit
+ ~$28M lower cash interest
− ~($119) higher cash taxes
− ~($44M) higher net capex
− ~($6M) working capital and other

Strong 2024 financial performance across all key financial measures

Note: see "Non-GAAP Financial Measures" beginning on slide 18 of the Appendix. Adjusted free cash flow equals cash from operations less capital expenditures and investments in capitalized software.

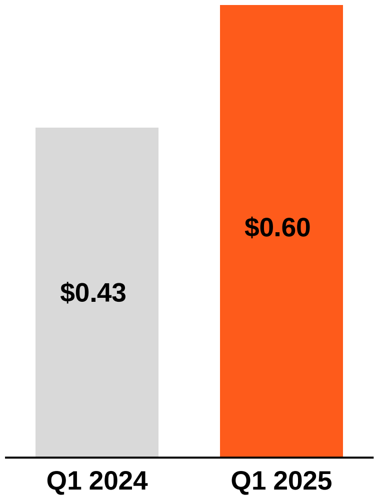
First quarter 2025 financial guidance

$Millions; deltas to midpoint of guidance range

Adj. Diluted EPS

Up ~$0.17

Up ~40% vs. prior year



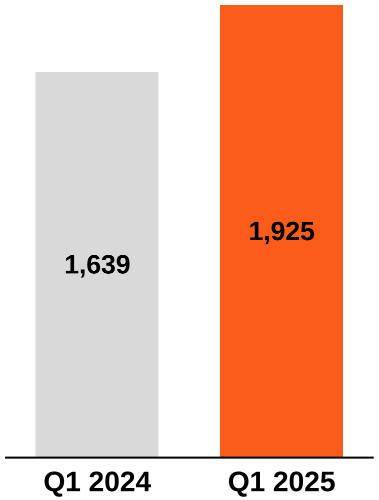
Range: $0.57 - $0.63

+ ~$0.16 after-tax adj. op. profit
+ ~$0.02 after-tax net interest expense
− ~($0.01) income tax

Net Sales

Up ~$286M

Organic up ~19% vs. prior year



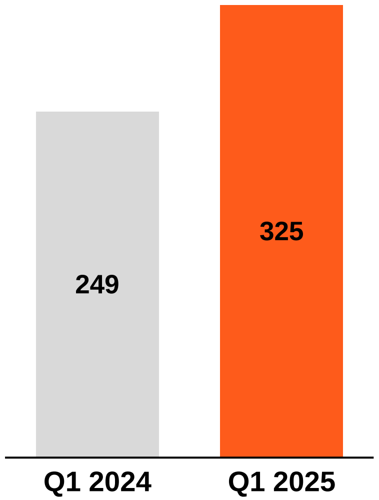
Range: $1,900M - $1,950M

- Organic growth: AMER low 20s, APAC mid 20s and EMEA low-teens growth
- ~($31M) FX headwind

Adj. Operating Profit

Up ~$76M

Up ~31% vs. prior year

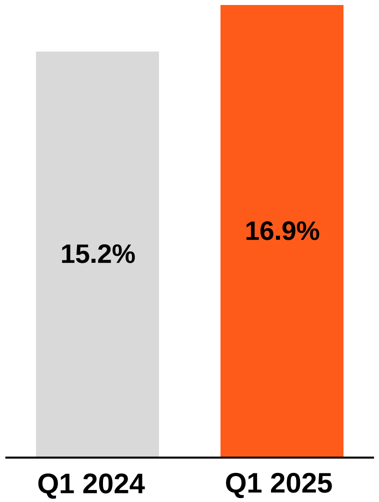


Range: $315M - $335M

- Incremental AOP from 19% organic sales increase
- Commercial execution and price-cost tailwinds
- Continued manufacturing and procurement productivity
- Fixed cost leverage

Adj. Operating Margin

Up ~170 bps



Range: 16.7% - 17.1%

Continued momentum driving expected Q1 organic sales growth and margin expansion

Note: see "Non-GAAP Financial Measures" beginning on slide 18 of the Appendix. Additionally, our guidance does not reflect potential impacts from recent policy changes or considerations by the new U.S. Administration, including tariff and corporate tax policies, or countermeasures by other governments.

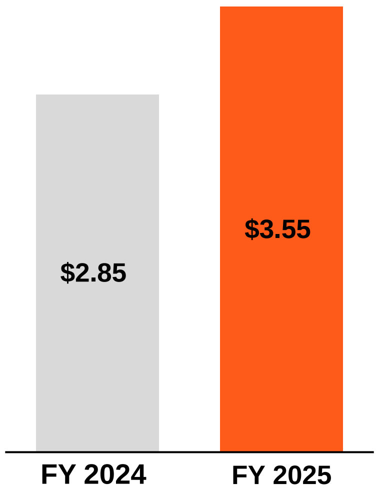
Full year 2025 financial guidance

$Millions; deltas to midpoint of guidance range

Adj. Diluted EPS

Up ~$0.70

Up ~25% vs. prior year



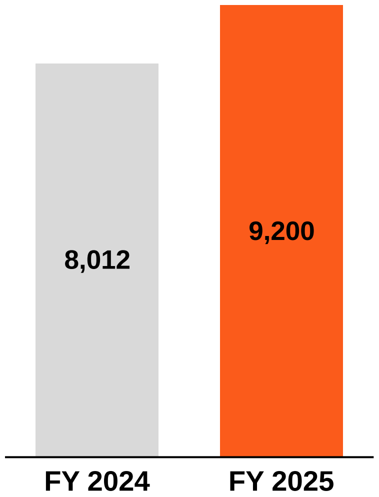
Range: $3.50 - $3.60

+ ~$0.78 after-tax adj. op. profit
+ ~$0.05 after-tax net interest expense
− ~($0.08) income tax
− ~($0.05) higher share count

Net Sales

Up $1,188M

Organic up ~16% vs. prior year



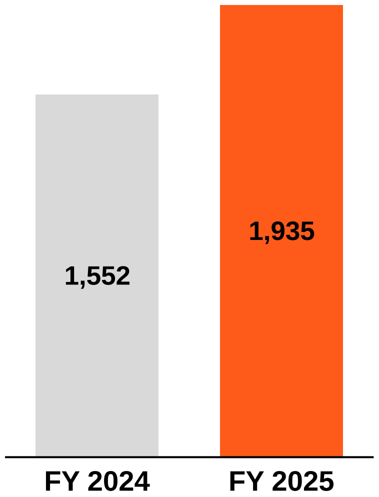
Range: $9,125M - $9,275M

- Organic growth: AMER low 20s, APAC low-teens and EMEA high single-digit growth
- ~($125M) FX headwind

Adj. Operating Profit

Up ~$383M

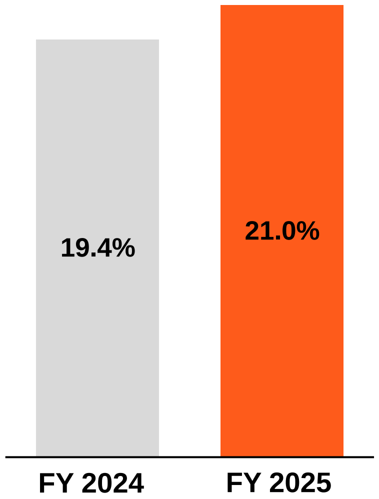
Up ~25% vs. prior year



Range: $1,910M - $1,960M

Adj. Operating Margin

Up ~160 bps



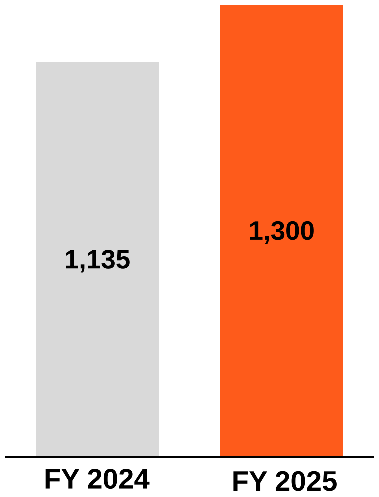
Range: 20.8% - 21.2%

- Incremental AOP from 16% organic sales increase
- Price-cost tailwinds
- Continued manufacturing and procurement productivity
- Fixed cost leverage while investing in growth, ER&D and capacity

Adj. Free Cash Flow

Up ~$165M

Up ~15% vs. prior year



Range: $1,275M - $1,325M

+ ~$383M higher adj. op. profit
+ ~$21M working capital & other
+ ~$36M lower cash interest
− ~($184M) higher cash taxes
− ~($91) higher net capex

Expecting strong organic growth in 2025 driving 25% increase in adjusted EPS

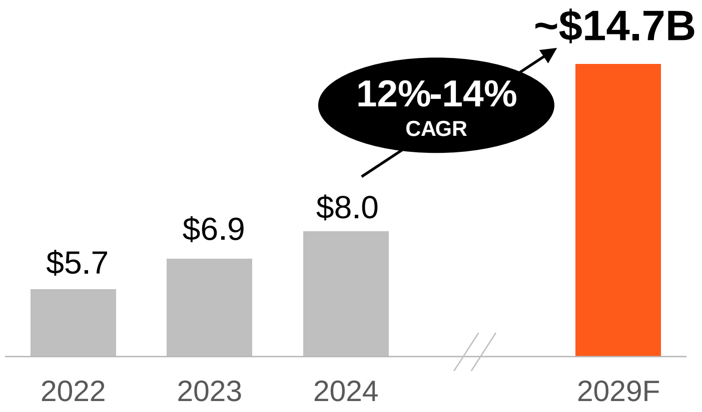
Note: see “Non-GAAP Financial Measures” beginning on slide 18 of the Appendix. Adjusted free cash flow equals cash from operations less capital expenditures and investments in capitalized software. Additionally, our guidance does not reflect potential impacts from recent policy changes or considerations by the new U.S. Administration, including tariff and corporate tax policies, or countermeasures by other governments.

Reconfirm long-term assumptions from Nov investor event

$Billions

Top Line Growth

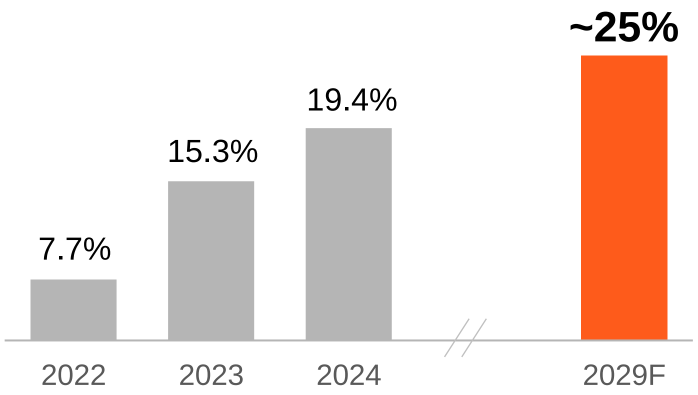
- Above-market growth
- Accelerating offering innovation
- Data center leadership
- Cloud (hyperscale) and colocation position
- Further penetration in C&I



Revenue & Organic Growth

Margin Expansion

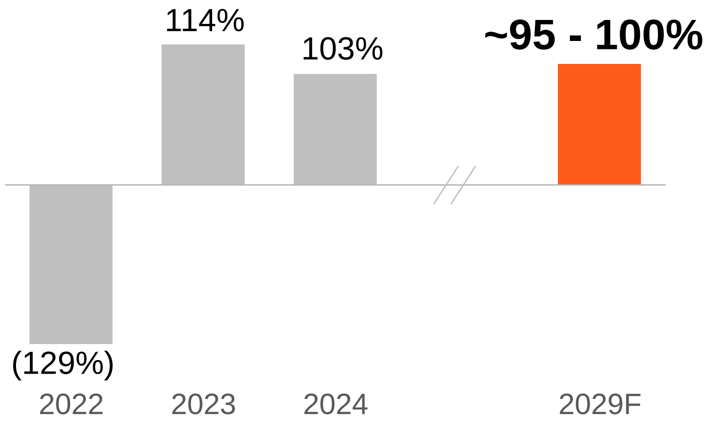
- Operational leverage
- Vertiv Operating System (VOS)
- Manufacturing and procurement productivity
- Strong commercial execution



Adj. Operating Margin

Cash Generation

- Improved profitability
- Disciplined and focused Capex deployment
- Continuous working capital improvements



Adj. Free Cash Flow Conversion[1]

Continued confidence in market growth assumptions and long-term operational execution

1 – Adjusted free cash flow as a percentage of adjusted net income
Note: see "Non-GAAP Financial Measures" beginning on slide 18 of the Appendix.

Focus areas for 2025

Leverage strong customer relationships and continue to invest in portfolio to deliver above-market growth

Continue to focus on Vertiv Operating System (VOS) including operational excellence and lean principles to drive execution, efficiency and productivity

Commercial execution paramount to enable positive price-inflation; continue to monitor early warning signals for inflation

Improve inventory turnover and continue to focus on cash conversion cycle with customers and suppliers to drive strong cash generation

Accelerate operational leverage through continued focus and discipline on fixed cost investments

Leverage strong free cash flow generation to continue to invest in value-creating growth opportunities

Strong organic sales growth drives profitability, cash generation and flexible capital deployment

Key takeaways

Strong adjusted operating margin of 21.5% in the fourth quarter exceeded profitability expectations

Full-year orders up ~30%[1] vs. prior year with book-to-bill at ~1.2x. Strong sales pipeline supports 2025+ growth

Trend of strong organic sales growth and margin expansion expected to continue in Q1 2025 and throughout year

Full-year 2025 net sales guidance of $9,125M - $9,275M (up ~$1,188M vs. 2024)

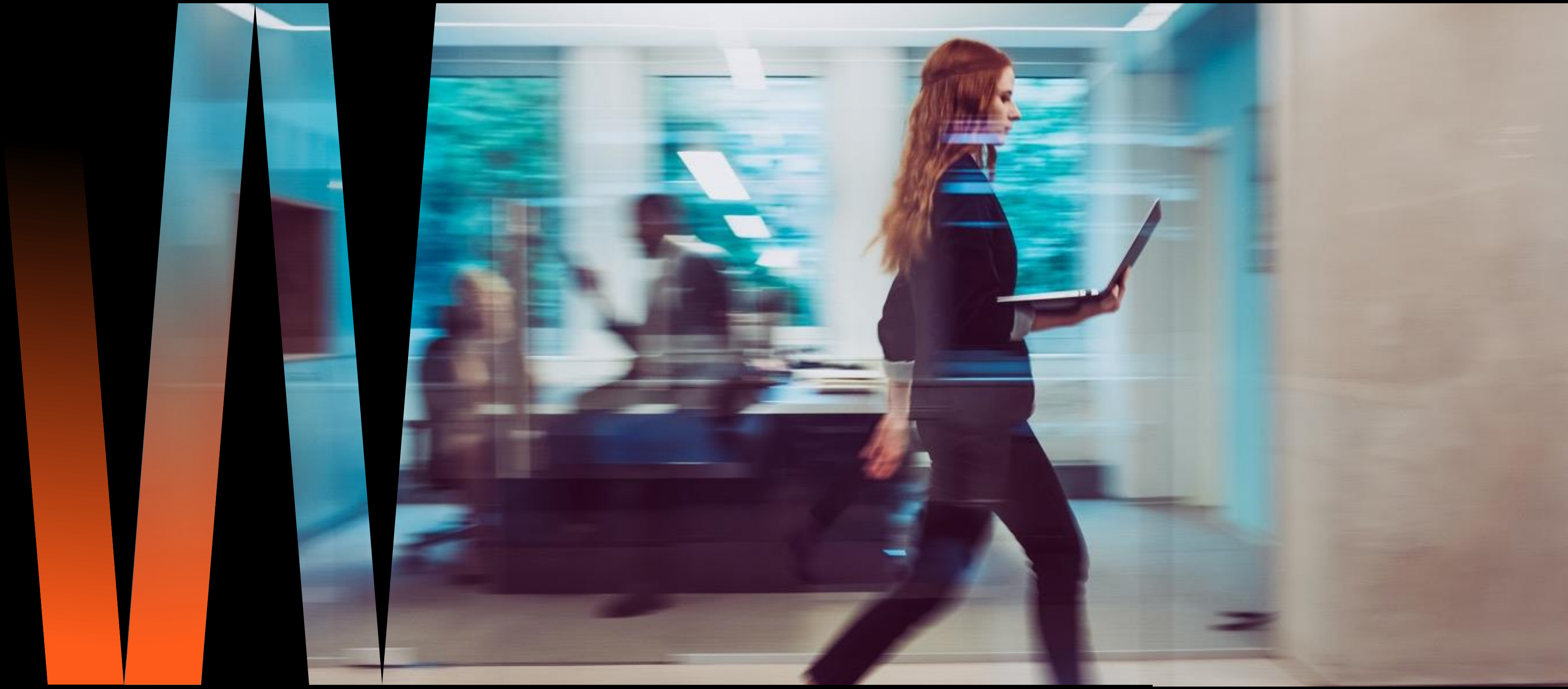
Full-year 2025 adjusted operating profit guidance of $1,910M - $1,960M (up ~$383M vs. 2024)

Full-year 2025 adjusted free cash flow guidance of $1,275M - $1,325M (up ~$165M vs. 2024)

Expecting 25% growth in adjusted EPS to $3.55 (at mid-point) driven by strong organic sales growth and continued adjusted operating margin improvement

1 – Adjusted for foreign exchange
Note: see "Non-GAAP Financial Measures" beginning on slide 18 of the Appendix.

Non-GAAP financial reconciliations



Non-GAAP financial measures – fourth quarter results

Reconciliation of segment operating profit (loss) to operating profit (loss) and adjusted operating profit (loss)

($M | 4th **QUARTER**)	**4Q24**	**4Q23**
Americas	$321.5	$218.4
Asia Pacific	68.4	42.9
Europe, Middle East & Africa	145.2	95.0
Total reportable segments	**$535.1**	**$356.3**
Foreign currency gain (loss)	(0.6)	(2.7)
Corporate and other	(30.2)	(23.2)
Total corporate, other and elimination	(30.8)	(25.9)
Amortization of intangibles	(47.1)	(45.2)
Operating profit (loss)	**$457.2**	**$285.2**
Amortization of intangibles	47.1	45.2
Adjusted operating profit (loss)	**$504.3**	**$330.4**

Net Sales and Organic Net Sales Change by Segment[1]

($M | 4th **QUARTER**)	**4Q24**	**4Q23**	**Δ%**	**Organic Δ%**
Americas	$1,255.9	$1,019.6	23.2%	24.7%
APAC	544.0	430.4	26.4%	27.1%
EMEA	546.5	415.4	31.6%	32.8%
Total	**$2,346.4**	**$1,865.4**	**25.8%**	**27.1%**

Reconciliation from operating profit (loss) margin to adjusted operating profit (loss) margin

($M | 4th **QUARTER**)	**4Q24**	**4Q23**	**Δ**
Net sales	$2,346.4	$1,865.4	$481.0
Operating profit	457.2	285.2	172.0
Operating margin	**19.5%**	**15.3%**	**4.2%**
Amortization of intangibles	47.1	45.2	1.9
Adjusted operating profit	504.3	330.4	173.9
Adjusted operating margin	**21.5%**	**17.7%**	**3.8%**

Reconciliation of Net cash provided by (used for) operating activities to Adjusted Free Cash Flow

($M | 4th **QUARTER**)	**4Q24**	**4Q23**
Net cash provided by (used for) operating activities	$425.2	$356.2
Less: Capital expenditures	(60.7)	(47.8)
Less: Investments in capitalized software	(2.7)	(3.3)
Adjusted free cash flow	**$361.8**	**$305.1**

Note: Segment operating profit (loss) is the measure of profitability disclosed in Note 14 to the consolidated financial statements for the year ended December 31, 2024.
1 – Refer to the reconciliation on Slide 27 for the change in net sales to the change in organic net sales.

Non-GAAP financial measures – fourth quarter results (cont.)

Reconciliation of diluted EPS to adjusted diluted EPS and operating profit (loss) to adjusted operating profit (loss)

($M, except EPS | **4th QUARTER 2024**)	**Operating profit (loss)**	**Interest expense, net**	**Loss on extinguishment of debt**	**Change in warrant liability**	**Income tax expense (benefit)**	**Net income (loss)**	**Diluted EPS[1]**
GAAP	$457.2	$30.7	$1.3	$180.0	$98.2	$147.0	$0.38
Amortization of intangibles	47.1	-	-	-	-	47.1	0.12
Change in warrant liability	-	-	-	(180.0)	(37.5)	217.5	0.56
Nonrecurring tax benefit, net[2]	-	-	-	-	27.1	(27.1)	(0.07)
Non-GAAP Adjusted	$504.3	$30.7	$1.3	-	$87.8	$384.5	$0.99
Diluted shares (in millions)							*386.5*

($M, except EPS | **4th QUARTER 2023**)	**Operating profit (loss)**	**Interest expense, net**	**Loss on extinguishment of debt**	**Change in warrant liability**	**Income tax expense (benefit)**	**Net income (loss)**	**Diluted EPS[3]**
GAAP	$285.2	$42.9	$0.5	$54.5	$(45.3)	$232.6	$0.60
Amortization of intangibles	45.2	-	-	-	-	45.2	0.12
Change in warrant liability	-	-	-	(54.5)	-	54.5	0.14
Nonrecurring tax benefit[4]	-	-	-	-	115.0	(115.0)	(0.30)
Non-GAAP Adjusted	$330.4	$42.9	$0.5	-	$69.7	$217.3	$0.56
Diluted Shares (in millions)							*390.5*

1 – Diluted EPS and adjusted diluted EPS is based on 386.5 million shares (includes 376.6 million basic shares and 9.9 million potential dilutive stock options, restricted stock units and performance awards converted into RSUs upon achievement of the related performance target). We believe that this presentation is more representative of operating results by removing the impact of warrant liability accounting and the associated impact on diluted share count.

2 – Nonrecurring tax benefit includes $27.1 million of valuation allowance release as a result of the Company's updated assessment of the realization of deferred tax assets in certain countries.

3 – Diluted EPS and adjusted diluted EPS based on 390.5 million shares (includes 381.6 million basic shares and 8.9 million potential dilutive stock options, restricted stock units and performance awards converted into RSUs upon achievement of the related performance target). We believe that this presentation is more representative of operating results by removing the impact of warrant liability accounting and the associated impact on diluted share count.

4 – Nonrecurring tax benefit includes $115.0 million of valuation allowance release as a result of the Company's updated assessment of the realization of deferred tax assets in certain countries.

Non-GAAP financial measures – full year results

Reconciliation of segment operating profit (loss) to operating profit (loss) and adjusted operating profit (loss)

($M | **FULL YEAR**)	**FY24**	**FY23**
Americas	$1,097.8	$762.4
Asia Pacific	175.2	147.4
Europe, Middle East & Africa	439.4	297.7
Total reportable segments	**$1,712.4**	**$1,207.5**
Foreign currency gain (loss)	(9.3)	(16.0)
Corporate and other	(151.5)	(138.0)
Total corporate, other and elimination	(160.8)	(154.0)
Amortization of intangibles	(184.2)	(181.3)
Operating profit (loss)	**$1,367.4**	**$872.2**
Amortization of intangibles	184.2	181.3
Adjusted operating profit (loss)	**$1,551.6**	**$1,053.5**

Net Sales and Organic Net Sales Change by Segment[1]

($M | **FULL YEAR**)	**FY24**	**FY23**	**Δ%**	**Organic Δ%**
Americas	$4,500.6	$3,844.5	17.1%	17.8%
APAC	1,717.8	1,527.8	12.4%	13.6%
EMEA	1,793.4	1,490.9	20.3%	20.8%
Total	**$8,011.8**	**$6,863.2**	**16.7%**	**17.5%**

Reconciliation from operating profit (loss) margin to adjusted operating profit (loss) margin

($M | **FULL YEAR**)	**FY24**	**FY23**	**Δ**
Net sales	$8,011.8	$6,863.2	$1,148.6
Operating profit	1,367.4	872.2	495.2
Operating margin	**17.1%**	**12.7%**	**4.4%**
Amortization of intangibles	184.2	181.3	2.9
Adjusted operating profit	1,551.6	1,053.5	498.1
Adjusted operating margin	**19.4%**	**15.3%**	**4.1%**

Reconciliation of Net cash provided by (used for) operating activities to Adjusted Free Cash Flow

($M | **FULL YEAR**)	**FY24**	**FY23**
Net cash provided by (used for) operating activities	$1,319.3	$900.5
Less: Capital expenditures	(167.0)	(127.9)
Less: Investments in capitalized software	(17.1)	(6.7)
Plus: proceeds for disposition of PP&E	-	12.4
Adjusted free cash flow	**$1,135.2**	**$778.3**

Note: Segment operating profit (loss) is the measure of profitability disclosed in Note 14 to the consolidated financial statements for the year ended December 31, 2024.
1 – Refer to the reconciliation on Slide 27 for the change in net sales to the change in organic net sales.

Non-GAAP financial measures – full year results (cont.)

Reconciliation of diluted EPS to adjusted diluted EPS and operating profit (loss) to adjusted operating profit (loss)

($M, except EPS | **FULL YEAR 2024**)	**Operating profit (loss)**	**Interest expense, net**	**Loss on extinguishment of debt**	**Change in warrant liability**	**Income tax expense (benefit)**	**Net income (loss)**	**Diluted EPS[1]**
GAAP	$1,367.4	$150.4	$2.4	$449.2	$269.6	$495.8	$1.28
Amortization of intangibles	184.2	-	-	-	-	184.2	0.48
Change in warrant liability	-	-	-	(449.2)	-	449.2	1.16
Nonrecurring tax benefit, net[2]	-	-	-	-	27.1	(27.1)	(0.07)
Non-GAAP Adjusted	$1,551.6	$150.4	$2.4	-	$296.7	$1,102.1	$2.85
Diluted shares (in millions)							*386.3*

($M, except EPS | **FULL YEAR 2023**)	**Operating profit (loss)**	**Interest expense, net**	**Loss on extinguishment of debt**	**Change in warrant liability**	**Income tax expense (benefit)**	**Net income (loss)**	**Diluted EPS[3]**
GAAP	$872.2	$180.1	$0.5	$157.9	$73.5	$460.2	$1.19
Amortization of intangibles	181.3	-	-	-	-	181.3	0.47
Change in warrant liability	-	-	-	(157.9)	-	157.9	0.41
Nonrecurring tax benefit[4]	-	-	-	-	115.0	(115.0)	(0.30)
Non-GAAP Adjusted	$1,053.5	$180.1	$0.5	-	$188.5	$684.4	$1.77
Diluted Shares (in millions)							*386.2*

1 – Diluted EPS and adjusted diluted EPS is based on 386.3 million shares (includes 376.4 million basic shares and 9.9 million potential dilutive stock options, restricted stock units and performance awards converted into RSUs upon achievement of the related performance target). We believe that this presentation is more representative of operating results by removing the impact of warrant liability accounting and the associated impact on diluted share count.

2 – Nonrecurring tax benefit includes $27.1 million of valuation allowance release as a result of the Company's updated assessment of the realization of deferred tax assets in certain countries.

3 – Diluted EPS and adjusted diluted EPS based on 386.2 million shares (includes 380.1 million basic shares and 6.1 million potential dilutive stock options, restricted stock units and performance awards converted into RSUs upon achievement of the related performance target). We believe that this presentation is more representative of operating results by removing the impact of warrant liability accounting and the associated impact on diluted share count.

4 – Nonrecurring tax benefit includes $115.0 million of valuation allowance release as a result of the Company's updated assessment of the realization of deferred tax assets in certain countries.

Non-GAAP financial measures – first quarter 2025 guidance[1]

Reconciliation of diluted EPS to adjusted diluted EPS and operating profit (loss) to adjusted operating profit (loss)

($M, except EPS | 1st **QUARTER 2025**[2])	Operating profit (loss)	Interest expense, net	Income tax expense	Net income (loss)	Diluted EPS[3]
GAAP	$280.0	$28.0	$104.0	$148.0	$0.38
Amortization of intangibles	45.0	-	-	45.0	0.12
Non-recurring tax adjustment, net[4]	-	-	(40.0)	40.0	0.10
Non-GAAP Adjusted	$325.0	$28.0	$64.0	$233.0	$0.60
Diluted Shares (in millions)					*391.0*

Reconciliation of diluted EPS to adjusted diluted EPS and operating profit (loss) to adjusted operating profit (loss)

($M, except EPS | 1st **QUARTER 2024**)	Operating profit (loss)	Interest expense, net	Change in warrant liability	Income tax expense	Net income (loss)	Diluted EPS[5]
GAAP	$202.6	$39.0	$176.6	$(7.1)	$(5.9)	$(0.02)
Amortization of intangibles	46.0	-	-	-	46.0	0.12
Change in warrant liability	-	-	(176.6)	47.9	128.7	0.33
Non-GAAP Adjusted	$248.6	$39.0	-	$40.8	$168.8	$0.43
Diluted Shares (in millions)						*389.3*

1 – Our guidance does not reflect potential impacts from the recent policy changes or considerations by the new U.S. Administration, including tariff and corporate tax policies, or countermeasures by other governments.

2 – Information reconciling certain forward-looking GAAP measures to non-GAAP measures related to FY 2025 guidance, including organic net sales growth, adjusted operating margin and adjusted free cash flow, is not available without unreasonable effort due to high variability, complexity and uncertainty with respect to forecasting and quantifying certain amounts that are necessary for such reconciliations. For the same reasons, we are unable to compute the probable significance of the unavailable information, which could have a potentially unpredictable, and potentially significant, impact on our future GAAP financial results.

3 – Diluted EPS and adjusted diluted EPS based on 391.0 million shares (includes 381.0 million basic shares and a weighted average 10.0 million potential dilutive stock options and restricted stock units).

4 – Nonrecurring tax adjustment of $40.0 million due to recently issued guidance which changes our assessment of our realizability of certain deferred tax assets.

5 – Diluted EPS is based on 379.1 million shares. Adjusted diluted EPS is based on a pro-forma diluted share count of 389.3 million which includes 379.1 million basic shares and 10.2 million potential dilutive stock options, restricted stock units and performance awards converted into RSUs upon achievement of the related performance target which would have been in diluted EPS if the Company had net income for the three months ended March 31, 2024. We believe that this presentation is more representative of operating results by removing the impact of warrant liability accounting and the associated impact on diluted share count.

Non-GAAP financial measures – FY 2025 guidance[1]

At midpoint of guidance range

Reconciliation of diluted EPS to adjusted diluted EPS and operating profit (loss) to adjusted operating profit (loss)

($M, except EPS | **FULL YEAR 2025**)	Operating profit (loss)	Interest expense, net	Income tax expense (benefit)	Net income (loss)	Diluted EPS[2]
GAAP	$1,754.0	$125.0	$460.0	$1,169.0	$2.98
Amortization of intangibles	181.0	-	-	181.0	0.47
Non-recurring tax adjustment, net[3]	-	-	(40.0)	40.0	0.10
Non-GAAP Adjusted	$1,935.0	$125.0	$420.0	$1,390.0	$3.55
Diluted Shares (in millions)					*392.0*

Reconciliation of diluted EPS to adjusted diluted EPS and operating profit (loss) to adjusted operating profit (loss)

($M, except EPS | **FULL YEAR 2024**)	Operating profit (loss)	Interest expense, net	Loss on extinguishment of debt	Change in warrant liability	Income tax expense	Net income (loss)	Diluted EPS[4]
GAAP	$1,367.4	$150.4	$2.4	$449.2	$269.6	$495.8	$1.28
Amortization of intangibles	184.2	-	-	-	-	184.2	0.48
Change in warrant liability	-	-	-	(449.2)	-	449.2	1.16
Nonrecurring tax benefit[5]	-	-	-	-	27.1	(27.1)	(0.07)
Non-GAAP Adjusted	$1,551.6	$150.4	$2.4	-	$296.7	$1,102.1	$2.85
Diluted Shares (in millions)							*386.3*

1 – Our guidance does not reflect potential impacts from the recent policy changes or considerations by the new U.S. Administration, including tariff and corporate tax policies, or countermeasures by other governments.

2 – Diluted EPS and adjusted diluted EPS based on 392.0 million shares (includes 382.0 million basic shares and a weighted average 10.0 million potential dilutive stock options and restricted stock units).

3 – Nonrecurring tax adjustment of $40.0 million due to recently issued guidance which changes our assessment of our realizability of certain deferred tax assets.

4 – Diluted EPS and adjusted diluted EPS based on 386.3 million shares (includes 376.4 million basic shares and 9.9 million potential dilutive stock options, restricted stock units and performance awards converted into RSUs upon achievement of the related performance target). We believe that this presentation is more representative of operating results by removing the impact of warrant liability accounting and the associated impact on diluted share count.

5 – Nonrecurring tax benefit includes $27.1 million of valuation allowance release as a result of the Company's updated assessment of the realization of deferred tax assets in certain countries.

Non-GAAP financial measures: Q1 2023 – Q4 2024 results

Net Sales[1]

($M)	1Q23	2Q23	3Q23	4Q23	FY23	1Q24	2Q24	3Q24	4Q24	FY24
Americas	$862.3	$959.4	$1,003.2	$1,019.6	$3,844.5	$925.0	$1,121.1	$1,198.6	$1,255.9	$4,500.6
Asia Pacific	313.0	395.8	388.6	430.4	1,527.8	332.3	409.1	432.4	544.0	1,717.8
Europe, Middle East & Africa	345.8	378.9	350.8	415.4	1,490.9	381.8	422.6	442.5	546.5	1,793.4
Total	**$1,521.1**	**$1,734.1**	**$1,742.6**	**$1,865.4**	**$6,863.2**	**$1,639.1**	**$1,952.8**	**$2,073.5**	**$2,346.4**	**$8,011.8**

Adjusted operating profit (loss)[2]

($M)	1Q23	2Q23	3Q23	4Q23	FY23	1Q24	2Q24	3Q24	4Q24	FY24
Americas	$145.8	$191.7	$206.5	$218.4	$762.4	$187.8	$285.1	$303.4	$321.5	$1,097.8
Asia Pacific	16.6	38.2	49.7	42.9	147.4	30.4	32.3	44.1	68.4	175.2
Europe, Middle East & Africa	46.1	79.9	76.7	95.0	297.7	70.3	109.5	114.4	145.2	439.4
Corporate[3]	(33.0)	(58.6)	(36.5)	(25.9)	(154.0)	(39.9)	(45.1)	(45.0)	(30.8)	(160.8)
Adjusted operating profit (loss) Total	**$175.5**	**$251.2**	**$296.4**	**$330.4**	**$1,053.5**	**$248.6**	**$381.8**	**$416.9**	**$504.3**	**$1,551.6**

Adjusted operating margins[4]

($M)	1Q23	2Q23	3Q23	4Q23	FY23	1Q24	2Q24	3Q24	4Q24	FY24
Americas	16.9%	20.0%	20.6%	21.4%	19.8%	20.3%	25.4%	25.3%	25.6%	24.4%
Asia Pacific	5.3%	9.7%	12.8%	10.0%	9.6%	9.1%	7.9%	10.2%	12.6%	10.2%
Europe, Middle East & Africa	13.3%	21.1%	21.9%	22.9%	20.0%	18.4%	25.9%	25.9%	26.6%	24.5%
Vertiv	11.5%	14.5%	17.0%	17.7%	15.3%	15.2%	19.6%	20.1%	21.5%	19.4%

1 – Segment net sales are presented excluding intercompany sales.
2 – Adjusted operating profit (loss) is only adjusted at the Corporate segment. There are no adjustments at the reportable segment level between operating profit (loss) and adjusted operating profit (loss).
3 – Corporate costs consist of headquarters management costs, change in fair value of warrant liabilities, asset impairments and costs that support centralized global functions including Finance, Treasury, Risk Management, Strategy & Marketing, and Legal.
4 – Adjusted operating margins calculated as adjusted operating profit (loss) divided by net sales.

Non-GAAP financial measures: Q1 2023 – Q4 2024 results

Reconciliation from operating profit (loss) margin to adjusted operating profit (loss) margin

($M)	1Q23	2Q23	3Q23	4Q23	FY23	1Q24	2Q24	3Q24	4Q24	FY24
Net sales	$1,521.1	$1,734.1	$1,742.6	$1,865.4	$6,863.2	$1,639.1	$1,952.8	$2,073.5	$2,346.4	$8,011.8
Operating profit	130.3	205.8	250.9	285.2	872.2	202.6	336.0	371.6	457.2	1,367.4
Operating margin	**8.6%**	**11.9%**	**14.4%**	**15.3%**	**12.7%**	**12.4%**	**17.2%**	**17.9%**	**19.5%**	**17.1%**
Amortization of intangibles	45.2	45.4	45.5	45.2	181.3	46.0	45.8	45.3	47.1	184.2
Adjusted operating profit	175.5	251.2	296.4	330.4	1,053.5	248.6	381.8	416.9	504.3	1,551.6
Adjusted operating margin[1]	**11.5%**	**14.5%**	**17.0%**	**17.7%**	**15.3%**	**15.2%**	**19.6%**	**20.1%**	**21.5%**	**19.4%**

Reconciliation of Net cash provided by (used for) operating activities to Adjusted Free Cash Flow

($M)	1Q23	2Q23	3Q23	4Q23	FY23	1Q24	2Q24	3Q24	4Q24	FY24
Net cash provided by (used for) operating activities	$42.0	$253.6	$248.7	$356.2	$900.5	$137.5	$378.4	$375.1	$425.2	$1,319.3
Less: Capital expenditures	(27.8)	(25.8)	(26.5)	(47.8)	(127.9)	(35.8)	(34.1)	(36.4)	(60.7)	(167.0)
Less: Investments in capitalized software	(2.0)	(0.5)	(0.9)	(3.3)	(6.7)	(0.7)	(10.9)	(2.8)	(2.7)	(17.1)
Plus: proceeds from disposition of PP&E	12.4	-	-	-	12.4	-	-	-	-	-
Adjusted free cash flow	**$24.6**	**$227.3**	**$221.3**	**$305.1**	**$778.3**	**$101.0**	**$333.4**	**$335.9**	**$361.8**	**$1,135.2**

1 – Adjusted operating margins calculated as adjusted operating profit (loss) divided by net sales.

Non-GAAP financial measures: Q1 2023 – Q4 2024 results

Reconciliation of segment operating profit (loss) to operating profit (loss) and adjusted operating profit (loss)

($M)	1Q23	2Q23	3Q23	4Q23	FY23	1Q24	2Q24	3Q24	4Q24	FY24
Americas	$145.8	$191.7	$206.5	$218.4	$762.4	$187.8	$285.1	$303.4	$321.5	$1,097.8
Asia Pacific	16.6	38.2	49.7	42.9	147.4	30.4	32.3	44.1	68.4	175.2
Europe, Middle East & Africa	46.1	79.9	76.7	95.0	297.7	70.3	109.5	114.4	145.2	439.4
Total reportable segments	**$208.5**	**$309.8**	**$332.9**	**$356.3**	**$1,207.5**	**$288.5**	**$426.9**	**$461.9**	**$535.1**	**$1,712.4**
Foreign currency gain (loss)	(3.1)	(7.5)	(2.7)	(2.7)	(16.0)	(3.2)	(0.2)	(5.3)	(0.6)	(9.3)
Corporate and other	(29.9)	(51.1)	(33.8)	(23.2)	(138.0)	(36.7)	(44.9)	(39.7)	(30.2)	(151.5)
Total corporate, other and elimination	(33.0)	(58.6)	(36.5)	(25.9)	(154.0)	(39.9)	(45.1)	(45.0)	(30.8)	(160.8)
Amortization of intangibles	(45.2)	(45.4)	(45.5)	(45.2)	(181.3)	(46.0)	(45.8)	(45.3)	(47.1)	(184.2)
Operating profit (loss)	**$130.3**	**$205.8**	**$250.9**	**$285.2**	**$872.2**	**$202.6**	**$336.0**	**$371.6**	**$457.2**	**$1,367.4**
Amortization of intangibles	45.2	45.4	45.5	45.2	181.3	46.0	45.8	45.3	47.1	184.2
Adjusted operating profit (loss)	**$175.5**	**$251.2**	**$296.4**	**$330.4**	**$1,053.5**	**$248.6**	**$381.8**	**$416.9**	**$504.3**	**$1,551.6**

Net Sales and Organic Net Sales Change by Segment [1]

($M | 4th **QUARTER**)	4Q24	4Q23	Δ%	Organic Δ%
Americas	$1,255.9	$1,019.6	23.2%	24.7%
APAC	544.0	430.4	26.4%	27.1%
EMEA	546.5	415.4	31.6%	32.8%
Total	**$2,346.4**	**$1,865.4**	**25.8%**	**27.1%**

1 – Refer to the reconciliation on Slide 27 for the change in net sales to the change in organic net sales.

Non-GAAP financial measures – organic net sales growth reconciliation

Reconciliation of change in net sales to organic change in net sales

($M | 4th QUARTER 2024)	Net Sales Δ	FX Δ	Organic growth	Organic Δ % [1]
Americas:	$236.3	$15.9	$252.2	24.7%
Asia Pacific:	113.6	3.0	116.6	27.1%
Europe, Middle East & Africa:	131.1	5.3	136.4	32.8%
Total:	**$481.0**	**$24.2**	**$505.2**	**27.1%**

($M | FULL YEAR 2024)	Net Sales Δ	FX Δ	Organic growth	Organic Δ % [1]
Americas:	$656.1	$28.2	$684.3	17.8%
Asia Pacific:	190.0	18.1	208.1	13.6%
Europe, Middle East & Africa:	302.5	7.3	309.8	20.8%
Total:	**$1,148.6**	**$53.6**	**$1,202.2**	**17.5%**

1 – Organic growth percentage change is calculated as organic growth divided by comparable prior period net sales.

Key FX rates and other modeling assumptions

$Millions unless otherwise specified

	Avg 2024	2025 Plan
CNY / USD	7.19	7.29
USD / EUR	$1.08	$1.04
USD / GBP	$1.28	$1.24
INR / USD	83.8	87.6
1-mo SOFR		4.2%

FY Sales FX Exposure by Currency	
EUR	10%
CNY	10%
GBP	7%
INR	5%
Other non-USD	13%
Total non-USD	**45%**
USD	55%

FX translation impact[1] 2024 vs. 2023

	Q1	Q2	Q3	Q4	FY
Sales	~(6)	~(20)	~(4)	~(24)	~(54)
Adj. OP	~2	~(3)	~(1)	~(3)	~(5)

FX translation impact[1] 2025 vs. 2024

	Q1	FY
Sales	~(31)	~(125)
Adj. OP	~(3)	~(12)

1 – Excludes FX transaction gain / (loss) within regions

.

Additional 2025 guidance assumptions

$Millions

SEGMENT EXPECTATIONS[1]

	AMERICAS	APAC	EMEA
NET SALES	$5,300 - $5,500	$1,800 - $2,000	$1,800 - $2,000
ORGANIC GROWTH	Low 20s	Low teens	High single-digits

ADJUSTED FREE CASH FLOW

	FY 2025	FY 2024	B/(W)
Adjusted operating profit	**$1,935**	**$1,552**	**$ 383**
Depreciation & amortization	110	93	17
Adjusted EBITDA	2,045	1,645	400
Change in working capital	95	92	3
Cash taxes	(455)	(272)	(183)
Cash net interest	(110)	(145)	36
Net cash provided by operations	1,575	1,319	256
Net capital expenditures	(275)	(184)	(91)
Adjusted free cash flow	**$ 1,300**	**$ 1,135**	**$ 165**

1 – Includes unfavorable FX impact on net sales of ~$35M in Americas, ~$45M in APAC, and ~$45M in EMEA

Additional Tax Information

$Millions

- In 4Q24 we recorded an expense of $180M related to exercise of warrants. In the same quarter, we are also reversing the cumulative tax effect of change in fair value of warrants of $38M recorded in Q1-Q3 of FY24, consistent with our guidance shared last quarter.

- In 4Q24 we recorded a release of valuation allowance on certain deferred tax assets which created a nonrecurring tax benefit of $27M. This reflects our improved ability to utilize certain tax attributes (primarily related to foreign tax credits) and is similar to the adjustment made in 4Q23.

- Our full year effective tax rate (ETR) for 2024 is 24% which includes favorable impact of $25M from discrete tax items. **Adjusting for these items, our "normalized" ETR for 2024 is 26%.**

- **Our guidance for 1Q25 and FY25 assumes adjusted ETR of 26%.** This excludes the tax expense of $40M related to establishment of valuation allowance on certain deferred tax assets (DTA VA) that will be adversely impacted by legislative changes enacted in Jan 2025.

Effective Tax Rate (ETR) Reconciliation

			Guidance	
	4Q24	**FY24**	**1Q25**	**FY25**
Income (loss) before income taxes (GAAP)	$ 245	$ 766	$ 252	$ 1,629
Expense related to exercise of warrants	180	449	-	-
Income (loss) before income taxes and warrant liabilities	**425**	**1,215**	**252**	**1,629**
Income tax expense (benefit) (GAAP)	98	270	104	460
Tax effect of warrants - reversal of Q1-Q3	(38)	(0)	-	-
Nonrecurring tax effect of DTA VA[1]	27	27	(40)	(40)
Income tax expense (benefit) excluding tax effect of warrants	**$ 88**	**$ 297**	**$ 65**	**$ 420**
ETR excluding estimated tax effect of warrants	21%	24%	26%	26%

1 – Deferred Tax Asset Valuation Allowance
Note: see "Non-GAAP Financial Measures" beginning on slide 18 of the Appendix.

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