

# RPM Reports Record Results for Fiscal 2018 Third Quarter

- Sales increase 7.8% to a third-quarter record of \$1.1 billion
- Record diluted EPS of \$0.30 versus \$0.09 a year ago includes non-recurring \$0.01 per share net tax benefit with the enactment of tax reform and an additional \$0.08 per share benefit from lower corporate tax rate that was previously included in the company's earnings guidance
- Record third-quarter net income of \$40.2 million versus \$11.9 million a year ago
- Record third-quarter EBIT of \$56.7 million

MEDINA, OH – April 5, 2018 – RPM International Inc. (NYSE: RPM) today reported record sales, net income and diluted earnings per share for its fiscal 2018 third quarter ended February 28, 2018.

### **Third-Quarter Results**

Net sales grew 7.8% to \$1.1 billion in the fiscal 2018 third quarter from \$1.0 billion in the fiscal 2017 third quarter. Organic sales improved 1.8%, while acquisitions added 3.1%. Foreign currency translation positively affected sales by 2.9%. Net income was \$40.2 million versus \$11.9 million in the fiscal 2017 third quarter. Third-quarter earnings per diluted share were \$0.30 compared to \$0.09 reported last year. Third-quarter net income included an income tax benefit of \$5.9 million, compared to year-ago income tax expense of \$4.3 million.

Income before income taxes (IBT) was \$34.7 million versus year-ago IBT of \$17.0 million. Consolidated earnings before interest and taxes (EBIT) were \$56.7 million, up 52.6% from year-ago EBIT of \$37.1 million.

During the quarter, the company recognized a non-recurring \$0.01 per share net tax benefit as a result of the enactment of the Tax Cuts and Jobs Act on December 22, 2017, and an additional \$0.08 per share benefit from the resulting lower U.S. statutory tax rate. In January, the full-year guidance that was communicated included a \$0.10 per share benefit from the lower corporate tax rate, of which \$0.08 per share was recognized in the third quarter.

"RPM's operating performance for the third quarter was outstanding, despite severe, continued industry-wide headwinds from higher raw material costs. We continue to generate exceptional EBIT leverage, reflecting the early success of cost savings initiatives we began implementing last year and rigorous SG&A spending discipline we have exercised throughout this year," stated Frank C. Sullivan, RPM chairman and chief executive officer.

# **Third-Quarter Segment Sales and Earnings**

Industrial segment sales increased 9.2% to \$569.2 million from \$521.4 million in the fiscal 2017 third quarter. Organic sales improved 2.2%, while acquisitions added 2.8%. Foreign currency translation positively affected sales by 4.2%. IBT increased 52.1% to \$17.8 million, compared to year-ago IBT of

\$11.7 million. Industrial segment EBIT for the quarter of \$20.3 million was up 38.8% from last year's EBIT of \$14.6 million.

"Our industrial segment, representing over 50% of consolidated sales, increased EBIT by nearly 40% through greater SG&A cost leverage, despite higher raw materials costs. Our Tremco Roofing and international polymer flooring businesses did extremely well, partially offset by continued weakness in Brazil and mixed results in Europe," stated Sullivan.

Sales in RPM's consumer segment increased 6.4% to \$363.4 million from \$341.4 million in the fiscal 2017 third quarter. Organic sales improved 0.7%, while acquisitions added 4.2%. Foreign currency translation positively affected sales by 1.5%. IBT was \$29.1 million, down 2.3% from year-ago IBT of \$29.8 million. Consumer segment EBIT declined 2.1% to \$29.3 million from \$29.9 million in the fiscal 2017 third quarter. Last year's consumer EBIT included a \$4.9 million intangible impairment charge on the Synta product line.

"In our consumer segment, prior-year acquisitions continue to drive incremental sales and our organic growth has outperformed that of our peers in the consumer space. However, the overall sluggishness in consumer point-of-sale takeaway over the last several quarters continued. We expect a robust advertising schedule in the fourth quarter to position the consumer segment for accelerated growth in fiscal 2019," stated Sullivan.

Third-quarter sales in the company's specialty segment increased 6.5% to \$170.1 million from \$159.7 million a year ago. Organic sales increased 2.7% and acquisitions added 2.2%. Foreign currency translation positively affected sales by 1.6%. IBT was \$22.8 million, up 51.9% from year-ago IBT of \$15.0 million. Specialty segment EBIT improved 52.6% to \$22.7 million from \$14.9 million a year ago. Last year's specialty EBIT included a European facility closure charge of \$4.2 million.

"Sales were brisk in our restoration, OEM and pleasure marine coatings businesses, which were partially offset by expected declines in our edible coatings business as a result of a patent expiration. Specialty generated very strong improvement in EBIT, largely as a result of SG&A cost savings actions we began implementing last year, including a plant closure in Europe, and tight spending controls this year," stated Sullivan.

#### **Nine-Month Results**

Nine-month net sales grew 8.6% to \$3.76 billion from \$3.47 billion a year ago. Net income was \$252.1 million compared to \$53.8 million in the year-ago period. Diluted earnings per share improved to \$1.87 from \$0.41 in the first nine months of fiscal 2017. IBT was \$299.2 million versus year-ago IBT of \$58.6 million. Consolidated EBIT was \$366.1 million compared to year-ago EBIT of \$118.2 million. Prior-year results included pre-tax impairment charges of \$193.2 million, a pre-tax charge of \$12.3 million for exiting a business in the Middle East, and a pre-tax charge of \$4.2 million for a plant closure in Europe.

## **Nine-Month Segment Sales and Earnings**

Sales for RPM's industrial segment increased 9.4% to \$2.0 billion from \$1.83 billion in the fiscal 2017 first nine months. Organic sales increased 3.7%, while acquisitions added 3.5%. Foreign currency

translation positively affected sales by 2.2%. IBT was \$174.4 million, up 15.3% from year-ago IBT of \$151.3 million. Industrial segment EBIT of \$182.0 million was up 15.2% from EBIT of \$157.9 million in the first nine months of fiscal 2017, which included a charge for exiting a business in the Middle East.

In the consumer segment, nine-month sales were up 8.1% to \$1.21 billion from \$1.12 billion in the first nine months of fiscal 2017. Organic sales improved 0.2%, while acquisitions added 7.2%. Foreign currency positively affected sales by 0.7%. IBT was \$146.6 million, compared to a year-ago loss before income taxes of \$40.7 million. Consumer segment EBIT was \$147.1 million compared to a loss of \$40.6 million in the first nine months a year ago, as a result of impairment charges.

Specialty segment sales increased 6.9% to \$555.7 million from \$519.6 million in the first nine months a year ago. Organic sales increased 2.8% and acquisitions added 3.4%. Foreign currency translation positively affected sales by 0.7%. IBT was \$90.4 million, up 17.9% from year-ago IBT of \$76.7 million. Specialty segment EBIT improved 18.2% to \$90.1 million from \$76.3 million in the same period a year ago, which included the charge for a plant closure in Europe.

#### **Cash Flow and Financial Position**

For the first nine months of fiscal 2018, cash from operations was \$140.7 million, compared to \$173.5 million in the first nine months of fiscal 2017. Capital expenditures during the current nine-month period of \$72.8 million compare to \$80.1 million over the same time in fiscal 2017. Total debt at the end of the first nine months of fiscal 2018 was \$2.18 billion, compared to \$1.98 billion a year ago and \$2.09 billion at the end of fiscal 2017. RPM's net (of cash) debt-to-total capitalization ratio was 54.0%, compared to 58.0% at February 28, 2017 and 54.8% at May 31, 2017.

At February 28, 2018, RPM's total liquidity, including cash and long-term committed available credit, was \$966.9 million. "We continue to aggressively pursue acquisitions and reinvest in our existing businesses," stated Sullivan.

#### **Business Outlook**

"On a consolidated basis in the fourth quarter, we expect RPM to generate mid-to-upper-single-digit sales growth that will drive double-digit EBIT growth, reflecting continued tight SG&A spending controls, despite the challenging higher raw material environment. Overall, these anticipated results are consistent with what we communicated back in January," stated Sullivan.

"As for the performance of our segments in the fourth quarter, we expect sales growth in our industrial segment in the mid- to upper-single digits, driven by continued strong performance in our Tremco Roofing liquid applied products, as well as favorable foreign currency translation. For our consumer segment, we expect sales growth in the mid-single-digit range and for the specialty segment, sales growth in the low-single-digit range," Sullivan stated.

The company currently expects its income tax rate to be in the 26% to 27% range in the fourth quarter of fiscal 2018, which includes the lower U.S. statutory income tax rate. The company noted its tax rate could change as the IRS continues to issue guidance on the new tax law.

"We are narrowing our fiscal 2018 earnings guidance upwards to a range of \$3.05 to \$3.10 per diluted share from our previous guidance of \$3.00 to \$3.10 per diluted share, reflecting our expectation of a continuation of solid top-line sales and double-digit EBIT growth," stated Sullivan.

#### **Webcast and Conference Call Information**

Management will host a conference call to discuss these results beginning at 10:00 a.m. EDT today. The call can be accessed by dialing 888-771-4371 or 847-585-4405 for international callers. Participants are asked to call the assigned number approximately 10 minutes before the conference call begins. The call, which will last approximately one hour, will be open to the public, but only financial analysts will be permitted to ask questions. The media and all other participants will be in a listen-only mode.

For those unable to listen to the live call, a replay will be available from approximately 12:30 p.m. EDT on April 5, 2018 until 11:59 p.m. EDT on April 12, 2018. The replay can be accessed by dialing 888-843-7419 or 630-652-3042 for international callers. The access code is 46126364. The call also will be available both live and for replay, and as a written transcript, via the RPM web site at www.RPMinc.com.

#### **About RPM**

RPM International Inc. owns subsidiaries that are world leaders in specialty coatings, sealants, building materials and related services across three segments. RPM's industrial products include roofing systems, sealants, corrosion control coatings, flooring coatings and other construction chemicals. Industrial companies include Stonhard, Tremco, tremco illbruck, Carboline, Flowcrete, Euclid Chemical and RPM Belgium Vandex. RPM's consumer products are used by professionals and do-it-yourselfers for home maintenance and improvement and by hobbyists. Consumer brands include Rust-Oleum, DAP, Zinsser, Varathane and Testors. RPM's specialty products include industrial cleaners, colorants, exterior finishes, specialty OEM coatings, edible coatings, restoration services equipment and specialty glazes for the pharmaceutical and food industries. Specialty segment companies include Day-Glo, Dryvit, RPM Wood Finishes, Mantrose-Haeuser, Legend Brands, Kop-Coat and TCI. Additional details can be found at www.RPMinc.com and by following RPM on Twitter at www.twitter.com/RPMintl.

For more information, contact Barry M. Slifstein, vice president – investor relations, at 330-273-5090 or bslifstein@rpminc.com.

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#### **Use of Non-GAAP Financial Information**

To supplement the financial information presented in accordance with Generally Accepted Accounting Principles in the United States ("GAAP") in this earnings release, we use EBIT, a non-GAAP financial measure. EBIT is defined as earnings (loss) before interest and taxes. We evaluate the profit performance of our segments based on income before income taxes, but also look to EBIT as a performance evaluation measure because interest expense is essentially related to acquisitions, as opposed to segment operations. For that reason, we believe EBIT is also useful to investors as a metric in their investment decisions. EBIT should not be considered an alternative to, or more meaningful than, income before income taxes as determined in accordance with GAAP, since EBIT omits the impact of interest in determining operating performance, which represent items necessary to our continued operations, given our level of indebtedness. Nonetheless, EBIT is a key measure expected by and useful to our fixed income investors, rating agencies and the banking community all of whom believe, and we concur, that this measure is critical to the capital markets' analysis of our segments' core operating performance. We also evaluate EBIT because it is clear that movements in EBIT impact our ability to attract financing. Our underwriters and bankers consistently require inclusion of this measure in offering memoranda in conjunction with any debt underwriting or bank

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financing. EBIT may not be indicative of our historical operating results, nor is it meant to be predictive of potential future results. See the financial statement section of this earnings release for a reconciliation of EBIT to income before income taxes.

#### **Forward-Looking Statements**

This press release contains "forward-looking statements" relating to our business. These forward-looking statements, or other statements made by us, are made based on our expectations and beliefs concerning future events impacting us, and are subject to uncertainties and factors (including those specified below) which are difficult to predict and, in many instances, are beyond our control. As a result, our actual results could differ materially from those expressed in or implied by any such forwardlooking statements. These uncertainties and factors include (a) global markets and general economic conditions, including uncertainties surrounding the volatility in financial markets, the availability of capital and the effect of changes in interest rates, and the viability of banks and other financial institutions; (b) the prices, supply and capacity of raw materials, including assorted pigments, resins, solvents and other natural gas- and oil-based materials; packaging, including plastic containers; and transportation services, including fuel surcharges; (c) continued growth in demand for our products; (d) legal, environmental and litigation risks inherent in our construction and chemicals businesses and risks related to the adequacy of our insurance coverage for such matters; (e) the effect of changes in interest rates; (f) the effect of fluctuations in currency exchange rates upon our foreign operations; (g) the effect of non-currency risks of investing in and conducting operations in foreign countries, including those relating to domestic and international political, social, economic and regulatory factors; (h) risks and uncertainties associated with our ongoing acquisition and divestiture activities; (i) risks related to the adequacy of our contingent liability reserves; and (j) other risks detailed in our filings with the Securities and Exchange Commission, including the risk factors set forth in our Annual Report on Form 10-K for the year ended May 31, 2017, as the same may be updated from time to time. We do not undertake any obligation to publicly update or revise any forward-looking statements to reflect future events, information or circumstances that arise after the date of this release.

## CONSOLIDATED STATEMENTS OF INCOME

IN THOUSANDS, EXCEPT PER SHARE DATA (Unaudited)

	Three Months Ended February 28,			Nine Months Ended February 28,				
		2018		2017		2018		2017
Net Sales	\$	1,102,677	\$	1,022,496	\$	3,763,487	\$	3,465,329
Cost of sales	•	663,184	•	593,923	•	2,200,971	•	1,963,033
Gross profit		439,493		428,573		1,562,516		1,502,296
Selling, general & administrative expenses		382,972		386,032		1,196,980		1,189,611
Goodwill and other intangible asset impairments				4,900				193,198
Interest expense		27,459		23,769		80,628		69,452
Investment (income), net		(5,471)		(3,627)		(13,663)		(9,881)
Other (income) expense, net		(165)		502		(592)		1,301
Income before income taxes		34,698		16,997		299,163		58,615
(Benefit) provision for income taxes		(5,890)		4,313		45,814		2,793
Net income		40,588		12,684		253,349		55,822
Less: Net income attributable to noncontrolling interests	-	361_		756		1,243		2,051
Net income attributable to RPM International Inc. Stockholders	\$	40,227	\$	11,928	\$	252,106	\$	53,771
Earnings per share of common stock attributable to RPM International Inc. Stockholders:								
Basic	\$	0.30	\$	0.09	\$	1.90	\$	0.41
Diluted	\$	0.30	\$	0.09	\$	1.87	\$	0.41
Average shares of common stock outstanding - basic		131,178		130,677		131,195		130,657
Average shares of common stock outstanding - diluted		131,178		130,677		135,657		130,657

#### SUPPLEMENTAL SEGMENT INFORMATION

IN THOUSANDS (Unaudited)

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	Three Months Ended February 28,			Nine Months Ended February 28,				
		2018	<b>,</b> ,	2017		2018	,,	2017
Net Sales:								
Industrial Segment	\$	569,210	\$	521,403	\$	2,001,883	\$	1,830,672
Consumer Segment		363,370		341,434		1,205,945		1,115,095
Specialty Segment		170,097		159,659		555,659		519,562
Total	\$	1,102,677	\$	1,022,496	\$	3,763,487	\$	3,465,329
Income Before Income Taxes:								
Industrial Segment								
Income Before Income Taxes (a)	\$	17,804	\$	11,705	\$	174,402	\$	151,262
Interest (Expense), Net (b)		(2,505)		(2,929)		(7,572)		(6,672)
EBIT (c)		20,309		14,634		181,974		157,934
Charge to exit Flowcrete Middle East (d)								12,275
Adjusted EBIT	\$	20,309	\$	14,634	\$	181,974	\$	170,209
Consumer Segment								
Income (Loss) Before Income Taxes (a)	\$	29,123	\$	29,802	\$	146,576	\$	(40,685)
Interest (Expense), Net (b)		(154)		(92)		(493)		(114)
EBIT (c)	<u></u>	29,277		29,894		147,069		(40,571)
Goodwill and other intangible asset impairments (e)								188,298
Adjusted EBIT	\$	29,277	\$	29,894	\$	147,069	\$	147,727
Specialty Segment								
Income Before Income Taxes (a)	\$	22,792	\$	15,000	\$	90,398	\$	76,664
Interest Income, Net (b)		86		116		284		406
EBIT (c)	\$	22,706	\$	14,884	\$	90,114	\$	76,258
Corporate/Other								
(Expense) Before Income Taxes (a)	\$	(35,021)	\$	(39,510)	\$	(112,213)	\$	(128,626)
Interest (Expense), Net (b)		(19,415)		(17,237)		(59,184)		(53,191)
EBIT (c)	\$	(15,606)	\$	(22,273)	\$	(53,029)	\$	(75,435)
Consolidated								
Income Before Income Taxes (a)	\$	34,698	\$	16,997	\$	299,163	\$	58,615
Interest (Expense), Net (b)		(21,988)		(20,142)		(66,965)		(59,571)
EBIT (c)		56,686	-	37,139		366,128	-	118,186
Charge to exit Flowcrete Middle East (d)								12,275
Goodwill and other intangible asset impairments (e)								188,298
Adjusted EBIT	\$	56,686	\$	37,139	\$	366,128	\$	318,759
			-					

<sup>(</sup>a) The presentation includes a reconciliation of Income (Loss) Before Income Taxes, a measure defined by Generally Accepted Accounting Principles in the United States (GAAP), to EBIT.

<sup>(</sup>b) Interest income (expense), net includes the combination of interest income (expense) and investment income (expense), net.

<sup>(</sup>c) EBIT is defined as earnings (loss) before interest and taxes. We evaluate the profit performance of our segments based on income before income taxes, but also look to EBIT as a performance evaluation measure because interest expense is essentially related to acquisitions, as opposed to segment operations. For that reason, we believe EBIT is also useful to investors as a metric in their investment decisions. EBIT should not be considered an alternative to, or more meaningful than, income before income taxes as determined in accordance with GAAP, since EBIT omits the impact of interest in determining operating performance, which represent items necessary to our continued operations, given our level of indebtedness. Nonetheless, EBIT is a key measure expected by and useful to our fixed income investors, rating agencies and the banking community all of whom believe, and we concur, that this measure is critical to the capital markets' analysis of our segments' core operating performance. We also evaluate EBIT because it is clear that movements in EBIT impact our ability to attract financing. Our underwriters and bankers consistently require inclusion of this measure in offering memoranda in conjunction with any debt underwriting or bank financing. EBIT may not be indicative of our historical operating results, nor is it meant to be predictive of potential future results.

<sup>(</sup>d) Reflects the charges related to Flowcrete decision to exit the Middle East.

<sup>(</sup>e) Reflects the impact of goodwill and other intangible asset impairment charges of \$188.3 million related to our Kirker reporting unit.

# **CONSOLIDATED BALANCE SHEETS**

IN THOUSANDS (Unaudited)

	February 28, 2018	February 28, 2017	May 31, 2017		
Assets					
Current Assets					
Cash and cash equivalents	\$ 264,386	\$ 210,796	\$ 350,497		
Trade accounts receivable	926,539	829,632	1,039,468		
Allowance for doubtful accounts	<u>(42,244)</u>	<u>(41,357)</u>	(44,138)		
Net trade accounts receivable	884,295	788,275	995,330		
Inventories	930,594	856,461	788,197		
Prepaid expenses and other current assets	278,069	224,347	263,412		
Total current assets	2,357,344	2,079,879	2,397,436		
Property, Plant and Equipment, at Cost	1,570,597	1,433,413	1,484,579		
Allowance for depreciation	(797,610)	(731,279)	(741,893)		
Property, plant and equipment, net	772,987	702,134	742,686		
Other Assets	·		'		
Goodwill	1,185,890	1,133,013	1,143,913		
Other intangible assets, net of amortization	577,861	579,237	573,092		
Deferred income taxes, non-current	21,042	25,872	19,793		
Other	220,801	212,084	213,529		
Total other assets	2,005,594	1,950,206	1,950,327		
Total Assets	\$ 5,135,925	\$ 4,732,219	\$ 5,090,449		
Liabilities and Stockholders' Equity					
Current Liabilities					
Accounts payable	\$ 433,372	\$ 417,730	\$ 534,718		
Current portion of long-term debt	3,767	383,980	253,645		
Accrued compensation and benefits	139,243	133,588	181,084		
Accrued losses	21,107	37,123	31,735		
Other accrued liabilities	324,624	258,102	234,212		
Total current liabilities	922,113	1,230,523	1,235,394		
Long-Term Liabilities					
Long-term debt, less current maturities	2,179,658	1,597,553	1,836,437		
Other long-term liabilities	334,913	569,859	482,491		
Deferred income taxes	63,219	48,557	97,427		
Total long-term liabilities	2,577,790	2,215,969	2,416,355		
Total liabilities	3,499,903	3,446,492	3,651,749		
Commitments and contingencies					
Stockholders' Equity					
Preferred stock; none issued					
Common stock (outstanding 133,730; 133,583; 133,563)	1,337	1,336	1,336		
Paid-in capital	972,187	946,955	954,491		
Treasury stock, at cost	(233,288)	(216,366)	(218,222)		
Accumulated other comprehensive (loss)	(405,734)	(533,165)	(473,986)		
Retained earnings	1,298,876	1,084,462	1,172,442		
Total RPM International Inc. stockholders' equity	1,633,378	1,283,222	1,436,061		
Noncontrolling interest	2,644	2,505	2,639		
Total equity	1,636,022	1,285,727	1,438,700		
Total Liabilities and Stockholders' Equity	\$ 5,135,925	\$ 4,732,219	\$ 5,090,449		

# **CONSOLIDATED STATEMENTS OF CASH FLOWS**

IN THOUSANDS (Unaudited)

Nine Months	Ended
February	28,

	February 28,			,
		2018		2017
Cash Flows From Operating Activities:				
Net income	\$	253,349	\$	55,822
Adjustments to reconcile net income to net	Ψ	200,010	Ψ	00,022
cash provided by (used for) operating activities:				
Depreciation		61,078		53,343
Amortization		35,123		33,497
Goodwill and other intangible asset impairments		00,120		193,198
Deferred income taxes		(42,885)		(26,996)
Stock-based compensation expense		17,698		25,005
Other non-cash interest expense		4,275		7,149
Realized (gain) on sales of marketable securities		(6,833)		(5,338)
Other		(0,033)		136
Changes in assets and liabilities, net of effect		(71)		130
from purchases and sales of businesses:				
Decrease in receivables		138,942		190,423
		•		
(Increase) in inventory		(121,095)		(143,409)
Decrease (increase) in prepaid expenses and other		44 207		(26 600)
current and long-term assets		14,307		(26,698)
(Decrease) in accounts payable		(112,888)		(95,727)
(Decrease) in accrued compensation and benefits		(45,873)		(50,425)
(Decrease) increase in accrued losses		(11,001)		2,247
(Decrease) in other accrued liabilities		(42,895)		(35,135)
Other		(483)		(3,613)
Cash Provided By Operating Activities		140,748		173,479
Cash Flows From Investing Activities:				
Capital expenditures		(72,769)		(80,110)
Acquisition of businesses, net of cash acquired		(59,991)		(246,874)
Purchase of marketable securities		(139,641)		(36,418)
Proceeds from sales of marketable securities		97,624		36,696
Other		6,766		1,493
Cash (Used For) Investing Activities		(168,011)		(325,213)
Cash Flows From Financing Activities:				
Additions to long-term and short-term debt		340,106		422,521
Reductions of long-term and short-term debt		(264,051)		(78,654)
Cash dividends		(125,672)		(116,680)
Shares of common stock repurchased and returned for taxes		(15,065)		(20,092)
Payments of acquisition-related contingent consideration		(3,825)		(4,206)
Payments for 524(g) trust				(102,500)
Other		(1,911)		(2,009)
Cash (Used For) Provided By Financing Activities		(70,418)		98,380
Effect of Exchange Rate Changes on Cash and				
Cash Equivalents		11,570		(1,002)
Net Change in Cash and Cash Equivalents		(86,111)		(54,356)
Cash and Cash Equivalents at Beginning of Period		350,497		265,152
Cash and Cash Equivalents at End of Period	\$	264,386	\$	210,796