

Earnings Conference Call

Fiscal Q3 2024

August 9, 2024



Forward-Looking Statements

Safe Harbor Statement Regarding Forward-Looking Statements

This presentation contains express or implied "forward-looking statements" as that term is defined in the Private Securities Litigation Reform Act of 1995 and other securities laws. These forward-looking statements concern our current expectations regarding our future results from operations, performance, financial condition, goals, strategies, plans, achievements, and anticipated product clearances, approvals and launches. These forward-looking statements are subject to various known and unknown risks, uncertainties and other factors, and you should not rely upon them except as statements of our present intentions and of our present expectations, which may or may not occur. When we use words such as "believes," "expects," "anticipates," "estimates," "intends," "plans," "position," "pursue," "will," or similar expressions, we are making forward-looking statements. For example, embecta is using forward-looking statements when it discusses its fiscal 2024 financial guidance, expectations with respect to strengthening and optimizing its core business, separating and standing up embecta as an independent company, investing in growth, and its ability to obtain sustainable success, including executing its separation plans, seeking M&A and partnership opportunities, continuing to invest in the development of its type 2 closed loop insulin delivery system and working with the FDA to obtain clearance for new and anticipated products and launches and its intention to commercialize new product pacts for non-insulin diabetes drugs. Although we believe that our forward-looking statements are based on reasonable assumptions, our expected results may not be achieved, and actual results may differ materially from our expectations. In addition, important factors that could cause actual results to differ from expectations include, among others: (i) competitive factors that could adversely affect embecta's operations; (ii) any inability to replace the services provided by Becton, Dickinson and Company ("BD") under the Transition Services Agreement, the Logistics Services Agreement and other transaction documents; (iii) any failure by BD to perform its obligations under the various separation agreements entered into in connection with the separation and distribution; (iv) any events that adversely affect the sale or profitability of embecta's products or the revenues delivered from sales to its customers; (v) increases in operating costs, including fluctuations in the cost and availability of raw materials or components used in its products, the ability to maintain favorable supplier arrangements and relationships, and the potential adverse effects of any disruption in the availability of such items; (vi) changes in reimbursement practices of governments or private payers or other cost containment measures; (vii) the adverse financial impact resulting from unfavorable changes in foreign currency exchange rates, as well as regional, national and foreign economic factors, including inflation, deflation, and fluctuations in interest rates; (viii) the impact of changes in U.S. federal laws and policy that could affect fiscal and tax policies, healthcare and international trade, including import and export regulation and international trade agreements; (ix) any new pandemic, such as the COVID-19 pandemic, or any geopolitical instability, including disruptions in its operations and supply chains; (x) new or changing laws and regulations, or changes in enforcement practices, including laws relating to healthcare, environmental protection, trade, monetary and fiscal policies, taxation and licensing and regulatory requirements for products; (xi) the expected benefits of the separation from BD; (xii) risks associated with embecta's indebtedness; (xiii) the risk that ongoing dis-synergy costs, costs of restructuring and other costs incurred in connection with the separation from BD will exceed our estimates of these costs; (xiv) the risk that it will be more difficult than expected to effect embecta's full separation from BD; (xv) risks associated with not completing strategic collaborative partnerships and acquisitions for innovative technologies, complementary product lines, and new markets; (xvi) embecta's ability to obtain clearance from the FDA of any product; (xvii) its ability to market and sell such products successfully; (xviii) its ability to anticipate the needs of people with diabetes; (xix) its ability to successfully complete clinical trials, obtain regulatory clearance and obtain approvals for its products; (xx) its ability to manufacture such products in a cost-effective manner, obtain appropriate intellectual property protection for such products, gain and maintain market acceptance of such products, secure distribution channels, and obtain access, coverage and reimbursement for such products; (xxi) future business decisions made by embecta and its competitors; and (xxii) the other risks described in our periodic reports filed with the Securities and Exchange Commission, including under the caption "Risk Factors" in our most recent Annual Report on Form 10-K, as further updated by our Quarterly Reports on Form 10-Q we have filed or will file hereafter. Except as required by law, we undertake no obligation to update any forward-looking statements appearing in this presentation.

Agenda and Presenters

Today's topics:

- ✓ embecta Overview

 - ✓ FY24 Strategic Priorities

 - ✓ Business Review

 - ✓ Revenue and Earnings Review

 - ✓ Guidance

 - ✓ Q&A
-



Dev Kurdikar
Chief Executive Officer



Jake Elguicze
Chief Financial Officer



Pravesh Khandelwal
Vice President, Investor Relations



Advance every day together

Mission

To develop and provide solutions that make life better for people living with diabetes

Vision

A life unlimited by diabetes

Strategic Priorities for Fiscal Year 2024

1 Strengthen and optimize core business

- Maintain core injection business revenue
- Navigate through operating environment; manage costs

2 Separate and stand-up

- Complete ERP implementation
- Operationalize embecta systems and resources, and exit transition service agreements with BD

3 Invest in growth

- Continued progress on insulin patch pump development
- Seek M&A and partnership opportunities

Q3 Fiscal Year 2024 Enterprise Highlights

- Continued execution led to **results that were aligned with our prior expectations**
- **Initiated a program** with the objective of introducing a new small-pack pen needle product in Germany, **to address unmet needs of growing number of customers using GLP-1**
- **Completed implementation** of ERP, operationalization of shared service capability and distribution network in China; **~93% of our global revenue is operating under our systems and processes**
- **Progressed the FDA 510(k) premarket filing** of our open-loop insulin delivery system
- Advanced the development of a **type 2 closed loop insulin delivery system** utilizing embecta's proprietary patch pump, which carries **Breakthrough Device Designation** from the U.S. Food & Drug Administration (FDA)
- Presented embecta-sponsored abstracts at American Diabetes Association's 84th scientific sessions highlighting **unmet need for patch pumps with 300 unit Insulin Reservoir**
- **Tightening and raising our guidance for key financial reporting metrics**

Q3 Fiscal Year 2024 vs. Q3 Fiscal Year 2023 Revenue

| Dollars in Millions | Three Months Ended | | % Increase / Decrease | | |
|---------------------|--------------------|----------------|----------------------------|-------------------------|----------------------------------|
| | June 30, 2024 | June 30, 2023 | As-Reported Revenue Growth | Foreign Currency Impact | Constant Currency Revenue Growth |
| U.S. | \$143.6 | \$153.9 | (6.7)% | — | (6.7)% |
| International | \$128.9 | \$132.2 | (2.5)% | (1.9)% | (0.6)% |
| Total | \$272.5 | \$286.1 | (4.8)% | (0.9)% | (3.9)% |

| Dollars in Millions | Nine Months Ended | | % Increase / Decrease | | |
|---------------------|-------------------|----------------|----------------------------|-------------------------|----------------------------------|
| | June 30, 2024 | June 30, 2023 | As-Reported Revenue Growth | Foreign Currency Impact | Constant Currency Revenue Growth |
| U.S. | \$439.8 | \$449.6 | (2.2)% | — | (2.2)% |
| International | \$397.2 | \$389.3 | 2.0% | (0.7)% | 2.7% |
| Total | \$837.0 | \$838.9 | (0.2)% | (0.3)% | 0.1% |

Note: Constant currency is a non-GAAP measure. Please see Appendix for the definitions of Constant Currency.

Q3 FY24 Financial Highlights

| | |
|--|---|
| Revenue | Q3 FY24 revenue of \$272.5 million, down 4.8% on an as-reported basis; down 3.9% on a constant currency basis, as compared to the prior year period |
| Gross Profit | Q3 FY24 GAAP gross profit and margin of \$190.1 million and 69.8%, compared to \$189.5 million and 66.2% in the prior year period Q3 FY24 adjusted gross profit and margin of \$190.3 million and 69.8%, compared to \$189.6 million and 66.3% in the prior year period |
| Operating Income | Q3 FY24 GAAP operating income and margin of \$55.9 million and 20.5%, compared to \$51.3 million and 17.9% in the prior year period Q3 FY24 adjusted operating income and margin of \$83.3 million and 30.6%, compared to \$79.8 million and 27.9% in the prior year period |
| Net Income & Earnings per diluted share | Q3 FY24 GAAP net income and earnings per diluted share of \$14.7 million and \$0.25, compared to \$15.2 million and \$0.26 in the prior year period Q3 FY24 adjusted net income and adjusted earnings per diluted share of \$43.0 million and \$0.74, compared to \$39.8 million and \$0.69 in the prior year period |
| Adjusted EBITDA | Q3 FY24 adjusted EBITDA and margin of \$99.2 million and 36.4%, compared to \$92.2 million and 32.2% in the prior year period |

Fiscal Year 2024 Updated Financial Guidance

| Dollars in Millions, except per share and percentages | Current | | Previous ⁽¹⁾ | |
|--|------------------------|----------------|-------------------------|----------------|
| | Low | High | Low | High |
| Revenue | \$1,111 | \$1,116 | \$1,111 | \$1,116 |
| <i>As-Reported %</i> | <i>(0.9%)</i> | <i>(0.4%)</i> | <i>(0.9%)</i> | <i>(0.4%)</i> |
| <i>Constant Currency %</i> | <i>(0.5%)</i> | <i>0.0%</i> | <i>(0.5%)</i> | <i>0.0%</i> |
| <i>F/X %</i> | <i>(0.4%)</i> | | <i>(0.4%)</i> | |
| <i>Contract Manufacturing</i> | \$8 | | \$5 | |
| Adjusted Gross Margin | 65.25% - 65.50% | | 64.5% - 65.0% | |
| Adjusted Operating Margin | 25.75% - 26.00% | | 25.25% - 25.75% | |
| Adjusted Earnings per Diluted Share | \$2.30 | \$2.35 | \$2.20 | \$2.30 |
| Adjusted EBITDA Margin | 31.25% - 31.5% | | 31.0% - 31.5% | |

Note: We are unable to present a quantitative reconciliation of our expected adjusted gross margin, expected adjusted operating margin, expected adjusted earnings per diluted share or expected adjusted EBITDA margin as we are unable to predict with reasonable certainty and without unreasonable effort the impact and timing of certain one-time items. The financial impact of these one-time items is uncertain and is dependent on various factors, including timing, and could be material to our Consolidated Statements of Income.

(1) Previous guidance was issued on May 9, 2024.

Q&A



Appendix

Non-GAAP Financial Measures

In evaluating our operating performance, we supplement the reporting of our financial information determined under GAAP with certain non-GAAP financial measures including (i) earnings before interest, taxes, depreciation, and amortization (“EBITDA”), (ii) Adjusted EBITDA and Adjusted EBITDA Margin, (iii) Adjusted Gross Profit and Adjusted Gross Profit Margin, (iv) Constant Currency revenue growth, (v) Adjusted Operating Income and Adjusted Operating Income Margin, and (vi) Adjusted Net Income and Adjusted Earnings per diluted share. These non-GAAP financial measures are indicators of our performance that are not required by, or presented in accordance with, GAAP. They are presented with the intent of providing greater transparency to financial information used by us in our financial analysis and operational decision-making. We believe that these non-GAAP measures provide meaningful information to assist investors, stockholders and other readers of our consolidated financial statements in making comparisons to our historical operating results and analyzing the underlying performance of our results of operations. However, the presentation of these measures has limitations as an analytical tool and should not be considered in isolation, or as a substitute for the Company’s results as reported under GAAP. Because not all companies use identical calculations, the presentations of these non-GAAP measures may not be comparable to other similarly titled measures of other companies. The company uses non-GAAP financial measures in its operational and financial decision making, and believes that it is useful to exclude certain items in order to focus on what it regards to be a meaningful alternative representation of the underlying operating performance of the business.

Each reporting period, we face currency exposure that arises from translating the results of our worldwide operations to the U.S. dollar at exchange rates that fluctuate from the beginning of such period. A stronger U.S. dollar, compared to the prior-year period, resulted in an unfavorable foreign currency translation impact to our revenues as compared to the prior-year period. We evaluate our results of operations on both a reported and a Constant Currency basis, which excludes the impact of fluctuations in foreign currency exchange rates by comparing results between periods as if exchange rates had remained constant period-over-period. As exchange rates are an important factor in understanding period-to-period comparisons, we believe the presentation of results on a Constant Currency basis in addition to reported results helps improve investors’ ability to understand our operating results and evaluate our performance in comparison to prior periods. We calculate Constant Currency percentages by converting our current-period local currency financial results using the prior-period foreign currency exchange rates and comparing these adjusted amounts to our current-period results. These results should be considered in addition to, not as a substitute for, results reported in accordance with GAAP. Results on a Constant Currency basis, as we present them, may not be comparable to similarly titled measures used by other companies and are not measures of performance presented in accordance with GAAP.

Adjusted Gross Profit Margin Reconciliation

| Dollars in Millions, except percentages | Three Months Ended | | Nine Months Ended | |
|---|--------------------|---------------|-------------------|---------------|
| | June 30, 2024 | June 30, 2023 | June 30, 2024 | June 30, 2023 |
| GAAP Gross Profit | \$190.1 | \$189.5 | \$561.4 | \$568.1 |
| GAAP Gross Profit Margin | 69.8% | 66.2% | 67.1% | 67.7% |
| Stock-based compensation expense | — | — | 0.2 | 0.1 |
| Amortization of intangible assets | 0.2 | 0.1 | 0.8 | 0.4 |
| Adjusted Gross Profit | \$190.3 | \$189.6 | \$562.4 | \$568.6 |
| Adjusted Gross Profit Margin | 69.8% | 66.3% | 67.2% | 67.8% |

Adjusted Operating Income Margin Reconciliation

| Dollars in Millions, except percentages | Three Months Ended | | Nine Months Ended | |
|--|--------------------|---------------|-------------------|----------------|
| | June 30, 2024 | June 30, 2023 | June 30, 2024 | June 30, 2023 |
| GAAP Operating Income | \$55.9 | \$51.3 | \$140.6 | \$195.7 |
| <i>GAAP Operating Income Margin</i> | <i>20.5%</i> | <i>17.9%</i> | <i>16.8%</i> | <i>23.3%</i> |
| Amortization of intangible assets ⁽¹⁾ | 0.2 | 0.1 | 0.8 | 0.4 |
| One-time stand up costs ⁽²⁾ | 23.1 | 25.5 | 85.0 | 61.9 |
| European regulatory initiative-related costs (“EU MDR”) ⁽³⁾ | 0.1 | 0.2 | 0.3 | 0.7 |
| Stock-based compensation expense ⁽⁴⁾ | 1.2 | 1.3 | 3.3 | 4.6 |
| Business optimization and severance related costs ⁽⁵⁾ | 2.8 | 1.4 | 5.7 | 3.0 |
| Adjusted Operating Income | \$83.3 | \$79.8 | \$235.7 | \$266.3 |
| <i>Adjusted Operating Income Margin</i> | <i>30.6%</i> | <i>27.9%</i> | <i>28.2%</i> | <i>31.7%</i> |

Adjusted Operating Income Margin Reconciliation – Continued

- (1) Amortization of intangible assets is recorded in Cost of products sold.
- (2) One-time stand-up costs incurred primarily include: (i) product registration and labeling costs; (ii) warehousing and distribution set-up costs; (iii) legal costs associated with patents and trademark work; (iv) temporary headcount resources within accounting, tax, finance, human resources, regulatory and IT; and (v) one-time business integration and IT related costs primarily associated with our global ERP implementation. For the three months ended June 30, 2024, approximately \$23.0 million is recorded in Other operating expenses and \$0.1 million is recorded in Selling and administrative expense. For the three months ended June 30, 2023, approximately \$25.5 million is recorded in Other operating expenses. For the nine months ended June 30, 2024, approximately \$83.9 million is recorded in Other operating expenses and \$1.1 million is recorded in Selling and administrative expense. For the nine months ended June 30, 2023, approximately \$61.1 million is recorded in Other operating expenses and \$0.8 million is recorded in Selling and administrative expense.
- (3) Represents costs required to develop processes and systems to comply with regulations such as the EU MDR and General Data Protection Regulation (“GDPR”) which represent a significant, unusual change to the existing regulatory framework. We consider these costs to be duplicative of previously incurred costs and/or one-off costs, which are limited to a specific period of time. These costs are recorded in Research and development expense.
- (4) Represents stock-based compensation expense recognized during the period associated with the incremental value of converted legacy BD share-based awards and one-time sign-on equity awards granted to certain members of the Embecta leadership team in connection with the separation from BD. For the three months ended June 30, 2024, \$1.2 million is recorded in Selling and administrative expense. For the three months ended June 30, 2023, \$1.3 million is recorded in Selling and administrative expense. For the nine months ended June 30, 2024, \$3.0 million is recorded in Selling and administrative expense, \$0.2 million is recorded in Cost of products sold and \$0.1 million is recorded in Research and development expense. For the nine months ended June 30, 2023, \$4.4 million is recorded in Selling and administrative expense, \$0.1 million is recorded in Cost of products sold, and \$0.1 million is recorded in Research and development expense.
- (5) Represents business optimization and severance related costs associated with standing up the organization recorded in Other operating expenses.

Adjusted Net Income and Adjusted Net Income Per Diluted Share Reconciliation

| Dollars in Millions, except per share amounts | Three Months Ended | | Nine Months Ended | |
|---|--------------------|---------------|-------------------|----------------|
| | June 30, 2024 | June 30, 2023 | June 30, 2024 | June 30, 2023 |
| GAAP Net Income | \$14.7 | \$15.2 | \$63.7 | \$64.4 |
| Adjustments: | | | | |
| GAAP Income tax provision (benefit) | 12.3 | 4.9 | (12.5) | 36.3 |
| Amortization of intangible assets ⁽¹⁾ | 0.2 | 0.1 | 0.8 | 0.4 |
| One-time stand up costs ⁽²⁾ | 23.1 | 25.5 | 85.0 | 61.9 |
| EU MDR ⁽³⁾ | 0.1 | 0.2 | 0.3 | 0.7 |
| Stock-based compensation expense ⁽⁴⁾ | 1.2 | 1.3 | 3.3 | 4.6 |
| Business optimization and severance related costs ⁽⁵⁾ | 2.8 | 1.4 | 5.7 | 3.0 |
| Deferred jurisdiction adjustments in Other income (expense), net for taxes ⁽⁶⁾ | 0.8 | 4.2 | 4.0 | 13.1 |
| Non-GAAP Income tax provision ⁽⁷⁾ | (12.2) | (13.0) | (33.1) | (45.9) |
| Adjusted Net Income | \$43.0 | \$39.8 | \$117.2 | \$138.5 |
| | | | | |
| GAAP Net Income per Diluted share | \$0.25 | \$0.26 | \$1.10 | \$1.12 |
| Adjusted Net Income per Diluted share | \$0.74 | \$0.69 | \$2.02 | \$2.40 |
| Diluted weighted-average shares outstanding (in thousands) | 57,842 | 57,582 | 58,143 | 57,714 |

Adjusted Net Income Per Diluted Share Reconciliation – Continued

- (1) Amortization of intangible assets is recorded in Cost of products sold.
- (2) One-time stand-up costs incurred primarily include: (i) product registration and labeling costs; (ii) warehousing and distribution set-up costs; (iii) legal costs associated with patents and trademark work; (iv) temporary headcount resources within accounting, tax, finance, human resources, regulatory and IT; and (v) one-time business integration and IT related costs primarily associated with our global ERP implementation. For the three months ended June 30, 2024, approximately \$23.0 million is recorded in Other operating expenses and \$0.1 million is recorded in Selling and administrative expense. For the three months ended June 30, 2023, approximately \$25.5 million is recorded in Other operating expenses. For the nine months ended June 30, 2024, approximately \$83.9 million is recorded in Other operating expenses and \$1.1 million is recorded in Selling and administrative expense. For the nine months ended June 30, 2023, approximately \$61.1 million is recorded in Other operating expenses and \$0.8 million is recorded in Selling and administrative expense.
- (3) Represents costs required to develop processes and systems to comply with regulations such as the EU MDR and GDPR which represent a significant, unusual change to the existing regulatory framework. We consider these costs to be duplicative of previously incurred costs and/or one-off costs, which are limited to a specific period of time. These costs are recorded in Research and development expense.
- (4) Represents stock-based compensation expense recognized during the period associated with the incremental value of converted legacy BD share-based awards and one-time sign-on equity awards granted to certain members of the Embecta leadership team in connection with the separation from BD. For the three months ended June 30, 2024, \$1.2 million is recorded in Selling and administrative expense. For the three months ended June 30, 2023, \$1.3 million is recorded in Selling and administrative expense. For the nine months ended June 30, 2024, \$3.0 million is recorded in Selling and administrative expense, \$0.2 million is recorded in Cost of products sold and \$0.1 million is recorded in Research and development expense. For the nine months ended June 30, 2023, \$4.4 million is recorded in Selling and administrative expense, \$0.1 million is recorded in Cost of products sold, and \$0.1 million is recorded in Research and development expense.
- (5) Represents business optimization and severance related costs associated with standing up the organization recorded in Other operating expenses.
- (6) Represents amounts due to BD for tax liabilities incurred in deferred jurisdictions where BD is considered the primary obligor.
- (7) Represents the amount of tax expense that the Company estimates that it would record if it used non-GAAP results instead of GAAP results in the calculation of its tax provision. The non-GAAP effective tax rate for both the three and nine months ended June 30, 2024 was 22.0%. The non-GAAP effective tax rate for the three and nine months ended June 30, 2023 was 24.6% and 24.9%, respectively.

Adjusted EBITDA Reconciliation

| Dollars in Millions, except percentages | Three Months Ended | | Nine Months Ended | |
|---|--------------------|---------------|-------------------|----------------|
| | June 30, 2024 | June 30, 2023 | June 30, 2024 | June 30, 2023 |
| GAAP Net Income | \$14.7 | \$15.2 | \$63.7 | \$64.4 |
| Interest expense, net | 27.8 | 27.0 | 83.3 | 79.4 |
| Income taxes provision (benefit) | 12.3 | 4.9 | (12.5) | 36.3 |
| Depreciation and amortization | 8.9 | 8.1 | 26.7 | 23.3 |
| EBITDA | \$63.7 | \$55.2 | \$161.2 | \$203.4 |
| Stock-based compensation expense ⁽¹⁾ | 6.5 | 5.7 | 20.4 | 17.0 |
| One-time stand up costs ⁽²⁾ | 23.1 | 25.5 | 85.0 | 61.9 |
| EU MDR ⁽³⁾ | 0.1 | 0.2 | 0.3 | 0.7 |
| Business optimization and severance related costs ⁽⁴⁾ | 2.8 | 1.4 | 5.7 | 3.0 |
| Deferred jurisdiction adjustments in Other income (expense), net for taxes ⁽⁵⁾ | 0.8 | 4.2 | 4.0 | 13.1 |
| Amortization of cloud computing arrangements ⁽⁶⁾ | 2.2 | — | 3.8 | — |
| Adjusted EBITDA | \$99.2 | \$92.2 | \$280.4 | \$299.1 |
| Adjusted EBITDA Margin | 36.4% | 32.2% | 33.5% | 35.7% |

Adjusted EBITDA Reconciliation – Continued

- (1) Represents stock-based compensation expense incurred during the three and nine months ended June 30, 2024 and 2023, respectively. For the three months ended, June 30, 2024, \$5.3 million is recorded in Selling and administrative expense, \$0.6 million is recorded in Cost of products sold, and \$0.6 million is recorded in Research and development expense. For the three months ended, June 30, 2023, \$4.6 million is recorded in Selling and administrative expense, \$0.6 million is recorded in Cost of products sold, and \$0.5 million is recorded in Research and development expense. For the nine months ended June 30, 2024, \$16.1 million is recorded in Selling and administrative expense, \$2.6 million is recorded in Cost of products sold, and \$1.7 million is recorded in Research and development expense. For the nine months ended June 30, 2023, \$14.0 million is recorded in Selling and administrative expense, \$1.7 million is recorded in Cost of products sold, and \$1.3 million is recorded in Research and development expense.
- (2) One-time stand-up costs incurred primarily include: (i) product registration and labeling costs; (ii) warehousing and distribution set-up costs; (iii) legal costs associated with patents and trademark work; (iv) temporary headcount resources within accounting, tax, finance, human resources, regulatory and IT; and (v) one-time business integration and IT related costs primarily associated with our global ERP implementation. For the three months ended June 30, 2024, approximately \$23.0 million is recorded in Other operating expenses and \$0.1 million is recorded in Selling and administrative expense. For the three months ended June 30, 2023, approximately \$25.5 million is recorded in Other operating expenses. For the nine months ended June 30, 2024, approximately \$83.9 million is recorded in Other operating expenses and \$1.1 million is recorded in Selling and administrative expense. For the nine months ended June 30, 2023, approximately \$61.1 million is recorded in Other operating expenses and \$0.8 million is recorded in Selling and administrative expense.
- (3) Represents costs required to develop processes and systems to comply with regulations such as the EU MDR and GDPR which represent a significant, unusual change to the existing regulatory framework. We consider these costs to be duplicative of previously incurred costs and/or one-off costs, which are limited to a specific period of time. These costs are recorded in Research and development expense.
- (4) Represents business optimization and severance related costs associated with standing up the organization recorded in Other operating expenses.
- (5) Represents amounts due to BD for tax liabilities incurred in deferred closing jurisdictions where BD is considered the primary obligor.
- (6) Represents amortization of implementation costs associated with cloud computing arrangements recognized in Other operating expenses.

Fiscal Year 2024 Financial Guidance Assumptions

| Dollars in Millions, except percentages | Current | Prior |
|---|---------|---------|
| Interest Expense, Net | ~ \$115 | ~ \$116 |
| Adjusted Tax Rate | ~ 22% | ~ 22% |
| Weighted Average Shares (in millions) | ~ 58.2 | ~ 58.1 |
| Foreign Exchange | | |
| EUR/USD | ~ 1.08 | ~ 1.08 |
| USD/YEN | ~ 151 | ~ 151 |
| USD/CNY | ~ 7.2 | ~ 7.2 |