Earnings Conference Call

Fiscal Q4 and Full Year 2024

November 26, 2024

embecta™

Forward-Looking Statements

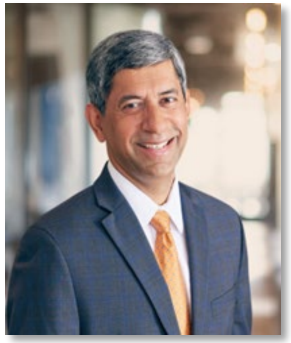
Safe Harbor Statement Regarding Forward-Looking Statements

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 and achievements. 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," "plans," "intends", “pursue”, “will” or similar expressions, we are making forward-looking statements. For example, embecta is using forward-looking statements when it discusses its plans to discontinue its patch pump program, concentrate its resources on its core business, prioritize free cash flow towards paying down debt, and create financial flexibility for future investments, its ability to reduce costs, streamline operations and enhance profitability, its expected savings and expenses from its organizational restructuring and the timing thereof, its fiscal 2025 financial guidance and its expectations with respect to strengthening its base business, separating and standing up embecta as an independent company, and investing in growth, and geographic expansion of 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 extend or replace the services provided by 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) expectations related to the costs, profitability, timing and the estimated financial impact of, and charges and savings associated with, the restructuring plan we announced; (xvi) risks associated with not completing strategic collaborative partnerships and acquisitions for innovative technologies, complementary product lines, and new markets; and (xvii) 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.

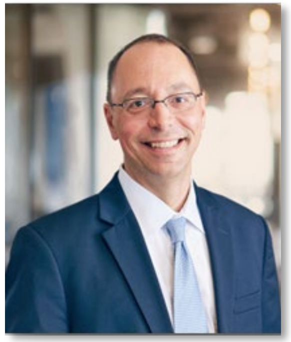
Agenda and Presenters

Today's topics:

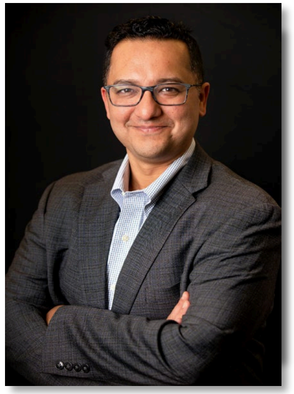
- ✓ Strategic Priorities Roadmap
- ✓ Strategic Business Update
- ✓ Revenue and Earnings Review
- ✓ Guidance
- ✓ Q&A



Dev Kurdikar
Chief Executive Officer



Jake Elguicze
Chief Financial Officer



Pravesh Khandelwal
Vice President, Investor Relations

embecta™

We set a 3-year strategic priorities roadmap as we became an independent company

Strengthen and optimize the core business:

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

Separate and stand-up:

- Complete ERP implementation
- Execute separation projects (e.g., setting up distribution networks and back-office functions, initiating product and brand transitions)

Invest in growth:

- Advance insulin patch pump development
- Seek M&A and partnership opportunities

embecta™

We accomplished what we set out to do

Strengthen and optimize core business

- ✓ Overcame challenging operating environment, inflationary pressures, and rapid rise in interest rates
- ✓ Named exclusive or dual-preferred brand with 3 of the top Medicare part D payers
- ✓ Included on the Express Scripts National Preferred Formulary
- ✓ Won national contracts from U.S. Department of Veterans Affairs

Separate and stand-up

- ✓ Completed implementation of ERP, shared services, and distribution network; ~98% of global revenue now under our own systems and processes
- ✓ Transferred Suzhou, China facility from BD to embecta
- ✓ Implemented global HR information system, customer relationship management system, and IT network
- ✓ Published Environmental, Social and Governance (ESG) Strategy report

Invest in growth

- ✓ Received U.S. FDA clearance for our insulin patch pump system
- ✓ Collaborated with Tidepool to integrate an insulin dosing algorithm for T2D into our insulin patch pump system
- ✓ Introduced a new small-pack pen needle product in Germany to address unmet needs of customers using GLP-1
- ✓ Leveraged commercial capabilities to add collaboration agreements globally

- ✓ Strong execution led to financial results that have exceeded expectations set pre-spin
- ✓ Adjusted Constant Currency Revenue CAGR of 1.3% (1) and Adjusted EBITDA margin of ~31.4% (1)
- ✓ Initiated debt paydown plan to manage leverage

(1) Please see Appendix for GAAP to non-GAAP and CAGR reconciliations accompanying the presentation.

embecta

Strategic reorganization designed to streamline operations, reduce costs and prioritize debt paydown

Discontinue the insulin patch pump program

- Restructuring expected to be substantially complete during the first half of fiscal year 2025
- Expected pre-tax cash charges of between $25 million and $30 million
- Estimated additional pre-tax non-cash charges related to asset impairments and asset write-offs of between $10 million and $15 million (1)

Enhance the organization’s profitability and cash flow

- Anticipated annualized pre-tax cost savings of between $60 million and $65 million
- Plans to prioritize debt paydown

Create financial flexibility with the intent to take advantage of opportunities that leverage the Company’s core competencies

(1) These preliminary estimates may be revised following the completion of the ongoing analysis of the expected additional pre-tax non-cash charges associated with the implementation of the intended plan to undergo an organizational restructuring

Next phase of embecta's transformation back to growth

Strengthen core business

- Brand transition
- Growth opportunities

Expand product portfolio

- Global commercial channel
- High-volume manufacturing

Increase financial flexibility

- Operational efficiency
- Net leverage/debt reduction

Q4 Fiscal Year 2024 vs. Q4 Fiscal Year 2023 adjusted revenue

Dollars in Millions	Three Months Ended September 30,						% Increase / Decrease			
	2024			2023			Reported Revenue Growth	Currency Impact	Adjustment Impact	Adjusted Constant Currency Revenue Growth
	Reported Revenue	Adjustment	Adjusted Revenue	Reported Revenue	Adjustment	Adjusted Revenue	%			
U.S.	$167.4	—	$167.4	$151.8	—	$151.8	10.3%	—	—	10.3%
International [(1)]	$118.7	$(4.1)	$122.8	$130.1	—	$130.1	(8.8)%	(2.6)%	(3.1)%	(3.1)%
Total	**$286.1**	**$(4.1)**	**$290.2**	**$281.9**	—	**$281.9**	**1.5%**	**(1.2)%**	**(1.4)%**	**4.1%**

Dollars in Millions	Three Months Ended September 30,						% Increase / Decrease			
	2024			2023			Reported Revenue Growth	Currency Impact	Adjustment Impact	Adjusted Constant Currency Revenue Growth
	Reported Revenue	Adjustment	Adjusted Revenue	Reported Revenue	Adjustment	Adjusted Revenue	%			
Pen Needles	$215.2	—	$215.2	$211.1	—	$211.1	1.9%	(0.9)%	—	2.8%
Syringes	$33.7	—	$33.7	$33.2	—	$33.2	1.5%	(3.3)%	—	4.8%
Safety	$32.8	—	$32.8	$31.3	—	$31.3	4.8%	(1.0)%	—	5.8%
Other [(2)]	$(0.3)	$(4.1)	$3.8	$3.9	—	$3.9	(107.7)%	(5.1)%	(102.6)%	—
Contract Mfr.	$4.7	—	$4.7	$2.4	—	$2.4	95.8%	—	—	95.8%
Total	**$286.1**	**$(4.1)**	**$290.2**	**$281.9**	—	**$281.9**	**1.5%**	**(1.2)%**	**(1.4)%**	**4.1%**

Note: Adjusted Constant Currency Revenue Growth is a non-GAAP measure. Please see Appendix for the definition of Adjusted Constant Currency Revenue Growth.

(1) In 2024, International includes the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 in order to arrive at Adjusted Revenue.

(2) Other includes product sales for swabs and other accessories. In 2024, Other reflects the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 in order to arrive at Adjusted Revenues.

embecta™

Fiscal Year 2024 vs. Fiscal Year 2023 adjusted revenue

Dollars in Millions	Twelve Months Ended September 30,						% Increase / Decrease			
	2024			2023			Reported Revenue Growth	Currency Impact	Adjustment Impact	Adjusted Constant Currency Revenue Growth
	Reported Revenue	Adjustment	Adjusted Revenue	Reported Revenue	Adjustment	Adjusted Revenue	%			
U.S.	$607.2	—	$607.2	$601.4	—	$601.4	1.0%	—	—	1.0%
International [1]	$515.9	$(4.1)	$520.0	$519.4	—	$519.4	(0.7)%	(1.2)%	(0.8)%	1.3%
Total	**$1,123.1**	**$(4.1)**	**$1,127.2**	**$1,120.8**	—	**$1,120.8**	**0.2%**	**(0.5)%**	**(0.4)%**	**1.1%**

Dollars in Millions	Twelve Months Ended September 30,						% Increase / Decrease			
	2024			2023			Reported Revenue Growth	Currency Impact	Adjustment Impact	Adjusted Constant Currency Revenue Growth
	Reported Revenue	Adjustment	Adjusted Revenue	Reported Revenue	Adjustment	Adjusted Revenue	%			
Pen Needles	$844.4	—	$844.4	$829.2	—	$829.2	1.8%	(0.8)%	—	2.6%
Syringes	$126.2	—	$126.2	$138.1	—	$138.1	(8.6)%	0.2%	—	(8.8)%
Safety	$129.4	—	$129.4	$126.3	—	$126.3	2.5%	—	—	2.5%
Other [2]	$10.3	$(4.1)	$14.4	$14.2	—	$14.2	(27.5)%	—	(28.2)%	0.7%
Contract Mfr.	$12.8	—	$12.8	$13.0	—	$13.0	(1.5)%	—	—	(1.5)%
Total	**$1,123.1**	**$(4.1)**	**$1,127.2**	**$1,120.8**	—	**$1,120.8**	**0.2%**	**(0.5)%**	**(0.4)%**	**1.1%**

Note: Adjusted Constant Currency Revenue Growth is a non-GAAP measure. Please see Appendix for the definition of Adjusted Constant Currency Revenue Growth.

(1) In 2024, International includes the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 in order to arrive at Adjusted Revenue.
(2) Other includes product sales for swabs and other accessories. In 2024, Other reflects the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 in order to arrive at Adjusted Revenues.

embecta™

Q4 FY24 financial highlights

Revenue	Q4 FY24 reported revenue of $286.1 million, up 1.5%; as compared to the prior year period Q4 FY24 adjusted revenue of $290.2 million, up 4.1% on an adjusted constant currency basis, as compared to the prior year period
Gross Profit	Q4 FY24 GAAP gross profit and margin of $173.8 million and 60.7%, compared to $181.8 million and 64.5% in the prior year period Q4 FY24 adjusted gross profit and margin of $178.3 million and 61.4%, compared to $182.6 million and 64.8% in the prior year period
Operating Income	Q4 FY24 GAAP operating income and margin of $26.2 million and 9.2%, compared to $25.8 million and 9.2% in the prior year period Q4 FY24 adjusted operating income and margin of $61.2 million and 21.1%, compared to $65.2 million and 23.1% in the prior year period
Net Income & Earnings per diluted share	Q4 FY24 GAAP net income and earnings per diluted share of $14.6 million and $0.25, compared to net income and earnings per diluted share of $6.0 million and $0.10 in the prior year period Q4 FY24 adjusted net income and adjusted earnings per diluted share of $25.9 million and $0.45, compared to $34.1 million and $0.59 in the prior year period
Adjusted EBITDA	Q4 FY24 adjusted EBITDA and margin of $73.0 million and 25.2%, compared to $79.6 million and 28.2% in the prior year period

embecta™

FY24 financial highlights

Revenue	FY24 reported revenue of $1,123.1 million, up 0.2%; as compared to the prior year period FY24 adjusted revenue of $1,127.2 million, up 1.1% on an adjusted constant currency basis, as compared to the prior year period
Gross Profit	FY24 GAAP gross profit and margin of $735.2 million and 65.5%, compared to $749.9 million and 66.9% in the prior year period FY24 adjusted gross profit and margin of $740.7 million and 65.7%, compared to $751.2 million and 67.0% in the prior year period
Operating Income	FY24 GAAP operating income and margin of $166.8 million and 14.9%, compared to $221.5 million and 19.8% in the prior year period FY24 adjusted operating income and margin of $296.9 million and 26.3%, compared to $331.5 million and 29.6% in the prior year period
Net Income & Earnings per diluted share	FY24 GAAP net income and earnings per diluted share of $78.3 million and $1.34, compared to net income and earnings per diluted share of $70.4 million and $1.22 in the prior year period FY24 adjusted net income and adjusted earnings per diluted share of $143.1 million and $2.45, compared to $172.6 million and $2.99 in the prior year period
Adjusted EBITDA	FY24 adjusted EBITDA and margin of $353.4 million and 31.4%, compared to $378.7 million and 33.8% in the prior year period

embecta™

Fiscal Year 2025 financial guidance

Dollars in Millions, except per share and percentages	Current	
	Low	High
Reported Revenue	**$1,093**	**$1,110**
Reported Revenue Growth (%)	**(2.7)%**	**(1.2)%**
Impact of F/X (%)	*(0.6)%*	
Impact of Italian payback measure [(1)] *(%)*	*0.4%*	
Adjusted Constant Currency Revenue Growth (%)	**(2.5)%**	**(1.0)%**
Adjusted Gross Margin	**63.25% - 64.25%**	
Adjusted Operating Margin	**29.00% - 30.00%**	
Adjusted Earnings per Diluted Share	**$2.70**	**$2.90**
Adjusted EBITDA Margin	**35.50% - 36.50%**	

Note: We are unable to present a quantitative reconciliation of our adjusted constant currency revenue growth, 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) Reflects the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 recorded in Revenues.

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) Adjusted Revenue, (ii) earnings before interest, taxes, depreciation, and amortization (“EBITDA”), (iii) Adjusted EBITDA and Adjusted EBITDA Margin, (iv) Adjusted Gross Profit and Adjusted Gross Profit Margin, (v) Adjusted Constant Currency Revenue Growth, (vi) Adjusted Operating Income and Adjusted Operating Income Margin, and (vii) 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.

Adjusted constant currency revenue growth is based upon net revenues, adjusted to exclude, depending on the period presented, the items described in Adjusted revenue and to eliminate the impact of translating the results of international subsidiaries at different currency exchange rates from period to period. The impact of changes in foreign currency may vary significantly from period to period, and such changes generally are outside of the control of our management. We believe that this measure facilitates a comparison of our operating performance exclusive of currency exchange rate fluctuations that do not reflect our underlying performance or business trends. These results should be considered in addition to, not as a substitute for, results reported in accordance with GAAP. Results on an Adjusted 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 revenue and adjusted gross profit margin reconciliation

Dollars in Millions	Three Months Ended		Twelve Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Reported Revenue	**$286.1**	**$281.9**	**$1,123.1**	**$1,120.8**
Italian payback measure (1)	4.1	—	4.1	—
Adjusted Revenue	**$290.2**	**$281.9**	**$1,127.2**	**$1,120.8**

Dollars in Millions, except percentages	Three Months Ended		Twelve Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
GAAP Gross Profit	**$173.8**	**$181.8**	**$735.2**	**$749.9**
GAAP Gross Profit Margin	***60.7%***	***64.5%***	***65.5%***	***66.9%***
Stock-based compensation expense (2)	0.1	—	0.3	0.1
Amortization of intangible assets (3)	0.3	0.8	1.1	1.2
Italian payback measure (1)	4.1	—	4.1	—
Adjusted Gross Profit	**$178.3**	**$182.6**	**$740.7**	**$751.2**
Adjusted Gross Profit Margin	***61.4%***	***64.8%***	***65.7%***	***67.0%***

embecta™

Adjusted revenue and adjusted gross profit margin reconciliation - continued

(1) Reflects the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 recorded in Revenues.

(2) Represents stock-based compensation expense recognized during the period associated with the incremental value of converted legacy BD share-based awards and sign-on equity awards granted to certain members of the embecta leadership team in connection with the Separation from BD recorded in Cost of products sold.

(3) Amortization of intangible assets is recorded in Cost of products sold.

Adjusted operating income margin reconciliation

Dollars in Millions, except percentages	Three Months Ended		Twelve Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
GAAP Operating Income	**$26.2**	**$25.8**	**$166.8**	**$221.5**
GAAP Operating Income Margin	***9.2%***	***9.2%***	***14.9%***	***19.8%***
Amortization of intangible assets (1)	0.3	0.8	1.1	1.2
One-time stand up costs (2)	27.5	31.8	112.5	93.7
European regulatory initiative-related costs (“EU MDR”) (3)	0.2	0.6	0.5	1.3
Stock-based compensation expense (4)	1.2	1.1	4.5	5.7
Impairment losses (5)	—	2.5	—	2.5
Business optimization and severance related costs (6)	1.7	2.6	7.4	5.6
Italian payback measure (7)	4.1	—	4.1	—
Adjusted Operating Income	**$61.2**	**$65.2**	**$296.9**	**$331.5**
Adjusted Operating Income Margin	***21.1%***	***23.1%***	***26.3%***	***29.6%***

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) manufacturing, 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 September 30, 2024, approximately $27.3 million and $0.2 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the twelve months ended September 30, 2024, approximately $111.2 million and $1.3 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the three months ended September 30, 2023, approximately $31.6 million and $0.2 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the twelve months ended September 30, 2023, approximately $92.7 million and $1.0 million are recorded in Other operating expenses and Selling and administrative expense, respectively.

(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 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 September 30, 2024, $1.1 million is recorded in Selling and administrative expense and $0.1 million is recorded in Cost of products sold. For the twelve months ended, September 30, 2024, $4.1 million is recorded in Selling and administrative expense, $0.1 million is recorded in Research and development expense, and $0.3 million is recorded in Cost of products sold. For the three months ended September 30, 2023, $1.0 million is recorded in Selling and administrative expense and $0.1 million is recorded in Research and development expense. For the twelve months ended September 30, 2023, $5.4 million is recorded in Selling and administrative expense, $0.1 million is recorded in Cost of products sold, and $0.2 million is recorded in Research and development expense.

(5) Relates to impairment charges incurred related to the abandonment of certain manufacturing equipment in China that is no longer in use that was inherited as part of the Separation from BD. The impairment charges are recorded in Impairment Expense.

(6) Represents business optimization and severance related costs associated with standing up the organization recorded in Other operating expenses.

(7) Reflects the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 recorded in Revenues.

Adjusted net income and adjusted net income per diluted share reconciliation

Dollars in Millions, except per share amounts	Three Months Ended		Twelve Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
GAAP Net Income (Loss)	**$14.6**	**$6.0**	**$78.3**	**$70.4**
Adjustments:				
GAAP Income tax provision (benefit)	(21.6)	(1.0)	(34.1)	35.3
Amortization of intangible assets (1)	0.3	0.8	1.1	1.2
One-time stand up costs (2)	27.5	31.8	112.5	93.7
EU MDR (3)	0.2	0.6	0.5	1.3
Stock-based compensation expense (4)	1.2	1.1	4.5	5.7
Impairment losses (5)	—	2.5	—	2.5
Business optimization and severance related costs (6)	1.7	2.6	7.4	5.6
Italian payback measure (7)	4.1	—	4.1	—
Deferred jurisdiction adjustments in Other income (expense), net for taxes (8)	0.6	(4.7)	4.6	8.4
Non-GAAP income tax provision (9)	(2.7)	(5.6)	(35.8)	(51.5)
Adjusted Net Income	**$25.9**	**$34.1**	**$143.1**	**$172.6**
GAAP Net Income per Diluted share	**$0.25**	**$0.10**	**$1.34**	**$1.22**
Adjusted Net Income per Diluted share	**$0.45**	**$0.59**	**$2.45**	**$2.99**
Diluted weighted-average shares outstanding (in thousands)	58,122	57,473	58,326	57,758

embecta™

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) manufacturing, 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 September 30, 2024, approximately $27.3 million and $0.2 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the twelve months ended September 30, 2024, approximately $111.2 million and $1.3 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the three months ended September 30, 2023, approximately $31.6 million and $0.2 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the twelve months ended September 30, 2023, approximately $92.7 million and $1.0 million are recorded in Other operating expenses and Selling and administrative expense, respectively.

(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 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 September 30, 2024, $1.1 million is recorded in Selling and administrative expense and $0.1 million is recorded in Cost of products sold. For the twelve months ended, September 30, 2024, $4.1 million is recorded in Selling and administrative expense, $0.1 million is recorded in Research and development expense, and $0.3 million is recorded in Cost of products sold. For the three months ended September 30, 2023, $1.0 million is recorded in Selling and administrative expense and $0.1 million is recorded in Research and development expense. For the twelve months ended September 30, 2023, $5.4 million is recorded in Selling and administrative expense, $0.1 million is recorded in Cost of products sold, and $0.2 million is recorded in Research and development expense.

(5) Relates to impairment charges incurred related to the abandonment of certain manufacturing equipment in China that is no longer in use that was inherited as part of the Separation from BD. The impairment charges are recorded in Impairment Expense.

(6) Represents business optimization and severance related costs associated with standing up the organization recorded in Other operating expenses.

(7) Reflects the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 recorded in Revenues.

(8) Represents amounts due to BD for tax liabilities incurred in deferred jurisdictions where BD is considered the primary obligor.

(9) 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 the three and twelve months ended September 30, 2024 were 9% and 20%, respectively. The non-GAAP effective tax rates for the three and twelve months ended September 30, 2023 were 14% and 23%, respectively.

Adjusted EBITDA reconciliation

Dollars in Millions, except percentages	Three Months Ended		Twelve Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
GAAP Net Income	**$14.6**	**$6.0**	**$78.3**	**$70.4**
Interest expense, net	29.0	27.6	112.3	107.0
Income taxes loss (benefit)	(21.6)	(1.0)	(34.1)	35.3
Depreciation and amortization	9.5	9.3	36.2	32.6
EBITDA	**$31.5**	**$41.9**	**$192.7**	**$245.3**
Stock-based compensation expense (1)	6.2	4.9	26.6	21.9
One-time stand up costs (2)	26.2	31.8	111.2	93.7
EU MDR (3)	0.2	0.6	0.5	1.3
Business optimization and severance related costs (4)	1.7	2.6	7.4	5.6
Impairment losses (5)	—	2.5	—	2.5
Deferred jurisdiction adjustments in Other income (expense), net for taxes (6)	0.6	(4.7)	4.6	8.4
Amortization of cloud computing arrangements (7)	2.5	—	6.3	—
Italian payback measure (8)	4.1	—	4.1	—
Adjusted EBITDA	**$73.0**	**$79.6**	**$353.4**	**$378.7**
Adjusted EBITDA Margin	***25.2%***	***28.2%***	***31.4%***	***33.8%***

embecta

Adjusted EBITDA reconciliation – continued

(1) Represents stock-based compensation expense incurred during the three and twelve months ended September 30, 2024 and 2023, respectively. For the three months ended September 30, 2024, $5.3 million is recorded in Selling and administrative expense, $0.4 million is recorded in Cost of products sold, and $0.5 million is recorded in Research and development expense. For the twelve months ended September 30, 2024, $21.4 million is recorded in Selling and administrative expense, $3.0 million is recorded in Cost of products sold, and $2.2 million is recorded in Research and development expense. For the three months ended September 30, 2023, $4.1 million is recorded in Selling and administrative expense, $0.4 million is recorded in Cost of products sold, and $0.4 million is recorded in Research and development expense. For the twelve months ended September 30, 2023, $18.1 million is recorded in Selling and administrative expense, $2.2 million is recorded in Cost of products sold, and $1.6 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 September 30, 2024, approximately $26.0 million and $0.2 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the twelve months ended September 30, 2024, approximately $109.9 million and $1.3 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the three months ended September 30, 2023, approximately $31.6 million and $0.2 million are recorded in Other operating expenses and Selling and administrative expense, respectively. For the twelve months ended September 30, 2023, approximately $92.7 million and $1.0 million are recorded in Other operating expenses and Selling and administrative expense, respectively.

(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 business optimization and severance related costs associated with standing up the organization recorded in Other operating expenses.

(5) Relates to impairment charges incurred related to the abandonment of certain manufacturing equipment in China that is no longer in use that was inherited as part of the Separation from BD. The impairment charges are recorded in Impairment Expense.

(6) Represents amounts due to BD for tax liabilities incurred in deferred closing jurisdictions where BD is considered the primary obligor.

(7) Represents amortization of implementation costs associated with cloud computing arrangements recorded in Other operating expenses.

(8) Reflects the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 recorded in Revenues.

Adjusted Revenue CAGR reconciliation

Dollars in Millions	September 30, 2022	September 30, 2024	CAGR Growth Rate
Reported Revenue	$1,129.5	$1,123.1	(0.3)%
Adjustment Impact (1)		$4.1	
F/X Impact		$32.6	
Adjusted Revenue	**$1,129.5**	**$1,159.8**	**1.3%** (2)

(1) Reflects the recognition of incremental Italian payback accruals resulting from the two July 22, 2024 rulings by the Constitutional Court of Italy relating to certain prior years since 2015 recorded in Revenues.

(2) Represents Adjusted Constant Currency Revenue CAGR FY2022-FY2024

embecta™

Fiscal Year 2025 financial guidance assumptions

Dollars in Millions, except percentages	Current
Interest Expense, Net	~ $107
Adjusted Tax Rate	~ 25%
Weighted Average Shares (in millions)	58.9
Foreign Exchange	
EUR/USD	~ 1.08
USD/YEN	~ 151
USD/CNY	~ 7.12