2Q23 Regulation G Financial Reconciliations



CHARLES RIVER LABORATORIES INTERNATIONAL, INC. RECONCILIATION OF GAAP TO NON-GAAP

SELECTED BUSINESS SEGMENT INFORMATION (UNAUDITED) $^{(1)}$

(in thousands, except percentages)

	Three Months Ended					Six Months Ended				
		July 1, 2023		June 25, 2022		July 1, 2023		June 25, 2022		
Research Models and Services										
Revenue	\$	209,948	\$	186,410	\$	409,714	\$	362,952		
Operating income		48,918		39,526		89,327		87,408		
Operating income as a % of revenue		23.3 %		21.2 %		21.8 %		24.1 %		
Add back:										
Amortization related to acquisitions		5,491		5,472		10,985		9,310		
Severance		_		453		_		1,127		
Acquisition related adjustments (2)		997	_	971	_	1,827	_	1,354		
Total non-GAAP adjustments to operating income	\$	6,488	\$	6,896	\$	12,812	\$	11,791		
Operating income, excluding non-GAAP adjustments	\$	55,406	\$	46,422	\$	102,139	\$	99,199		
Non-GAAP operating income as a % of revenue		26.4 %		24.9 %		24.9 %		27.3 %		
Depreciation and amortization	\$	13,949	\$	13,228	\$	27,438	\$	22,697		
Capital expenditures	\$	7,493	\$	13,850	\$	26,577	\$	22,496		
Discovery and Safety Assessment										
Revenue	\$	663,457	\$	591,917	\$	1,325,810	\$	1,136,176		
Operating income		161,538		128,793		332,969		233,779		
Operating income as a % of revenue		24.3 %		21.8 %		25.1 %		20.6 %		
Add back:										
Amortization related to acquisitions		17,744		20,849		35,231		43,214		
Severance		_		387		_		461		
Acquisition related adjustments (2)		2,359		(2,591)		2,603		(5,514)		
Site consolidation costs, impairments and other items (3)		1,492		2,287		4,297		2,356		
Total non-GAAP adjustments to operating income	\$	21,595	\$	20,932	\$	42,131	\$	40,517		
Operating income, excluding non-GAAP adjustments	\$	183,133	\$	149,725	\$	375,100	\$	274,296		
Non-GAAP operating income as a % of revenue		27.6 %		25.3 %		28.3 %		24.1 %		
Depreciation and amortization	\$	43,124	\$	44,626	\$	85,574	\$	91,415		
Capital expenditures	\$	48,326	\$	41,578	\$	113,510	\$	90,508		
Manufacturing Solutions										
Revenue	\$	186,532	\$	194,804	\$	353,786	\$	387,932		
Operating income		24,403		62,503		26,509		108,871		
Operating income as a % of revenue		13.1 %		32.1 %		7.5 %		28.1 %		
Add back:										
Amortization related to acquisitions		11,125		11,373		23,146		23,271		
Severance		2,517		271		3,433		378		
Acquisition related adjustments (2)		2,182		(18,888)		3,011		(14,746)		
Site consolidation costs, impairments and other items (3)		2,550		519		9,612		1,940		
Total non-GAAP adjustments to operating income	\$	18,374	\$	(6,725)	\$	39,202	\$	10,843		
Operating income, excluding non-GAAP adjustments	\$	42,777	\$	55,778	\$	65,711	\$	119,714		
Non-GAAP operating income as a % of revenue		22.9 %		28.6 %		18.6 %		30.9 %		
Depreciation and amortization	\$	19,523	\$	18,000	\$	39,607	\$	36,482		
Capital expenditures	\$	10,862	\$	24,431	\$	32,600	\$	47,259		
Capital expenditures	\$	10,862	\$	24,431	\$	32,600	\$	47,25		



CHARLES RIVER LABORATORIES INTERNATIONAL, INC.

RECONCILIATION OF GAAP TO NON-GAAP

SELECTED BUSINESS SEGMENT INFORMATION (UNAUDITED)(1)

(in thousands, except percentages)

	Three Mo	nths	Ended	Six Months Ended				
	July 1, 2023	_	June 25, 2022		July 1, 2023		June 25, 2022	
CONTINUED FROM PREVIOUS SLIDE								
Unallocated Corporate Overhead	\$ (69,914)	\$	(43,411)	\$	(115,968)	\$	(93,869)	
Add back:								
Severance	_		167		_		1,254	
Acquisition related adjustments (2)	 4,799		3,014		7,002		7,130	
Total non-GAAP adjustments to operating expense	\$ 4,799	\$	3,181	\$	7,002	\$	8,384	
Unallocated corporate overhead, excluding non-GAAP adjustments	\$ (65,115)	\$	(40,230)	\$	(108,966)	\$	(85,485)	
Total								
Revenue	\$ 1,059,937	\$	973,131	\$	2,089,310	\$	1,887,060	
Operating income	164,945		187,411		332,837		336,189	
Operating income as a % of revenue	15.6 %		19.3 %		15.9 %		17.8 %	
Add back:								
Amortization related to acquisitions	34,360		37,694		69,362		75,795	
Severance	2,517		1,278		3,433		3,220	
Acquisition related adjustments (2)	10,337		(17,494)		14,443		(11,776)	
Site consolidation costs, impairments and other items (3)	 4,042		2,806		13,909		4,296	
Total non-GAAP adjustments to operating income	\$ 51,256	\$	24,284	\$	101,147	\$	71,535	
Operating income, excluding non-GAAP adjustments	\$ 216,201	\$	211,695	\$	433,984	\$	407,724	
Non-GAAP operating income as a % of revenue	20.4 %		21.8 %		20.8 %		21.6 %	
Depreciation and amortization	\$ 77,671	\$	76,421	\$	154,740	\$	151,720	
Capital expenditures	\$ 67,383	\$	82,852	\$	174,258	\$	163,316	

⁽¹⁾ Charles River management believes that supplementary non-GAAP financial measures provide useful information to allow investors to gain a meaningful understanding of our core operating results and future prospects, without the effect of often-one-time charges and other items which are outside our normal operations, consistent with the manner in which management measures and forecasts the Company's performance. The supplementary non-GAAP financial measures included are not meant to be considered superior to, or a substitute for results of operations prepared in accordance with U.S. GAAP. The Company intends to continue to assess the potential value of reporting non-GAAP results consistent with applicable rules, regulations and guidance.

⁽³⁾ Other items include certain third-party legal costs related to (a) an environmental litigation related to the Microbial business and (b) investigations by the U.S. government into the NHP supply chain applicable to our Safety Assessment business.



⁽²⁾ These adjustments are related to the evaluation and integration of acquisitions, which primarily include transaction, third-party integration, and certain compensation costs, fair value adjustments associated with contingent consideration arrangments, and an adjustment related to certain indirect tax liabilities.

CHARLES RIVER LABORATORIES INTERNATIONAL, INC. RECONCILIATION OF GAAP EARNINGS TO NON-GAAP EARNINGS (UNAUDITED)⁽¹⁾

(in thousands, except per share data)

	Three Months Ended				Six Months Ended			
		July 1, 2023	_	June 25, 2022	July 1, 2023		June 25, 2022	
Net income attributable to common shareholders Add back:	\$	97,020	\$	109,321	\$ 200,151	\$	202,343	
Non-GAAP adjustments to operating income (Refer to previous schedule)		51,256		24,284	101,147		71,535	
Venture capital and strategic equity investment losses, net		1,873		9,612	5,155		23,515	
Loss on divestitures (2)		1,003		_	562		_	
Other (3)		596		3,608	495		3,965	
Tax effect of non-GAAP adjustments:								
Non-cash tax provision related to international financing structure (4)		1,296		1,341	2,420		2,463	
Tax effect of the remaining non-GAAP adjustments		(14,759)		(6,293)	 (28,658)		(20,813)	
Net income attributable to common shareholders, excluding non-GAAP adjustments	\$	138,285	\$	141,873	\$ 281,272	\$	283,008	
Weighted average shares outstanding - Basic Effect of dilutive securities:		51,216		50,823	51,157		50,732	
Stock options, restricted stock units and performance share units		251		460	225		561	
Weighted average shares outstanding - Diluted		51,467		51,283	51,382	_	51,293	
Earnings per share attributable to common shareholders:								
Basic	\$	1.89	\$	2.15	\$ 3.91	\$	3.99	
Diluted	\$	1.89	\$	2.13	\$ 3.90	\$	3.94	
Basic, excluding non-GAAP adjustments	\$	2.70	\$	2.79	\$ 5.50	\$	5.58	
Diluted, excluding non-GAAP adjustments	\$	2.69	\$	2.77	\$ 5.47	\$	5.52	

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⁽²⁾ Adjustments included in 2023 relate to the gain on sale of our Avian business, which was divested in 2022.

⁽³⁾ Amount included in 2023 relates to a final adjustment on the termination of a Canadian pension plan. Amount included in 2022 relates to the sale of RMS Japan operations in October 2021 and a reversal of an indemnification asset related to a prior acquisition.

⁽⁴⁾ This amount relates to the recognition of deferred tax assets expected to be utilized as a result of changes to the Company's international financing structure.

CHARLES RIVER LABORATORIES INTERNATIONAL, INC. RECONCILIATION OF GAAP REVENUE GROWTH TO NON-GAAP REVENUE GROWTH, ORGANIC (UNAUDITED) (1)

Three Months Ended July 1, 2023	Total CRL	RMS Segment	DSA Segment	MS Segment	
Revenue growth, reported	8.9 %	12.6 %	12.1 %	(4.2)%	
Decrease (increase) due to foreign exchange	0.2 %	1.3 %	(0.1)%	 %	
Contribution from acquisitions (2)	(0.2)%	—%	(0.3)%	—%	
Impact of divestitures (3)	2.3 %	—%	—%	10.8 %	
Non-GAAP revenue growth, organic (4)	11.2 %	13.9 %	11.7 %	6.6 %	
Six Months Ended July 1, 2023	Total CRL	RMS Segment	DSA Segment	MS Segment	
Revenue growth, reported	10.7 %	12.9 %	16.7 %	(8.8)%	
Decrease due to foreign exchange	1.1 %	1.9 %	1.0 %	0.9 %	
Contribution from acquisitions (2)	(0.9)%	(4.3)%	(0.3)%	—%	
Impact of divestitures (3)	2.3 %	%	<u> </u>	10.3 %	
Non-GAAP revenue growth, organic (4)	13.2 %	10.5 %	17.4 %	2.4 %	

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⁽²⁾ The contribution from acquisitions reflects only completed acquisitions.

⁽³⁾ The Company sold our Avian business on December 20, 2022. These adjustments represent the revenue from these businesses for all applicable periods in 2023 and 2022.

⁽⁴⁾ Organic revenue growth is defined as reported revenue growth adjusted for acquisitions, divestitures, and foreign exchange.

CHARLES RIVER LABORATORIES INTERNATIONAL, INC. RECONCILIATION OF GAAP TO NON-GAAP REVENUE AND EARNINGS PER SHARE (EPS) Guidance for the Twelve Months Ended December 30, 2023E

2023 GUIDANCE	CURRENT	PRIOR
Revenue growth, reported	2.5% - 4.5%	2.0% - 4.5%
Impact of divestitures/(acquisitions), net	~1.5%	~1.5%
Impact of 53 rd week in 2022	~1.5%	~1.5%
Unfavorable/(favorable) impact of foreign exchange	0.0% - (0.5)%	0.0% - (0.5)%
Revenue growth, organic (1)	5.5% - 7.5%	5.0% - 7.5%
GAAP EPS estimate	\$7.60 - \$8.20	\$7.45 – \$8.45
Acquisition-related amortization	~\$2.00	~\$2.00
Acquisition and integration-related adjustments (2)	\$0.20 - \$0.25	~\$0.10
Venture capital and other strategic investment losses/(gains), net (3)	\$0.06	\$0.03
Other items (4)	~\$0.40	\$0.30 - \$0.35
Non-GAAP EPS estimate	\$10.30 - \$10.90	\$9.90 - \$10.90

Footnotes to Guidance Table:

- (1) Organic revenue growth is defined as reported revenue growth adjusted for completed acquisitions and divestitures, the 53rd week in 2022, and foreign currency translation.
- (2) These adjustments are related to the evaluation and integration of acquisitions and divestitures, and primarily include transaction, advisory, certain third-party integration costs, and certain costs associated with acquisition-related efficiency initiatives.
- (3) Venture capital and other strategic investment performance only includes recognized gains or losses on certain investments. The Company does not forecast the future performance of these investments.
- (4) These items primarily relate to charges associated with U.S. and international tax legislation that necessitated changes to the Company's international financing structure; certain third-party legal costs related to (a) environmental litigation related to the Microbial Solutions business and (b) investigations by the U.S. government into the NHP supply chain related to our Safety Assessment business; and (c) severance and other costs related to the Company's efficiency initiatives.



CHARLES RIVER LABORATORIES INTERNATIONAL, INC. RECONCILIATION OF GAAP TO NON-GAAP

SELECTED BUSINESS SEGMENT INFORMATION (UNAUDITED) (1)

(in thousands, except percentages)

		Months Ended ril 1, 2023
Unallocated Corporate Overhead	\$	(46,054)
Add back:	Φ	(40,034)
Acquisition related adjustments (2) Other Items (3)		2,203
Total non-GAAP adjustments to operating expense	\$	2,203
Unallocated corporate overhead, excluding non-GAAP adjustments	\$	(43,851)

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- (2) These adjustments are related to the evaluation and integration of acquisitions, which primarily include transaction, third-party integration, and certain compensation costs, and fair value adjustments associated with contingent consideration.



CHARLES RIVER LABORATORIES INTERNATIONAL, INC. RECONCILIATION OF GAAP TAX RATE TO NON-GAAP TAX RATE (UNAUDITED) (1) (in thousands)

		Three Months Ended						Six Months Ended			
	J	July 1, 2023		April 1, 2023	_	June 25, 2022	_	July 1, 2023	J	une 25, 2022	
Income before income taxes & noncontrolling interests	\$	128,664	\$	131,041	\$	144,113	\$	259,705	\$	254,959	
Add back:											
Amortization related to acquisitions		34,360		35,002		37,694		69,362		75,795	
Severance		2,517		916		1,278		3,433		3,220	
Acquisition related adjustments (2)		10,337		4,015		(17,494)		14,443		(11,776)	
Site consolidation costs, impairments and other items (3)		4,042		9,958		2,806		13,909		4,296	
Venture capital and strategic equity investment losses (gains), net		1,873		3,282		9,612		5,155		23,515	
Loss (gain) on divestitures (4)		1,003		(441)		_		562		_	
Other (5)		596		(101)		3,608		495		3,965	
Income before income taxes & noncontrolling interests, excluding specified charges (Non-GAAP)	\$	183,392	\$	183,672	\$	181,617	\$	367,064	\$	353,974	
Provision for income taxes (GAAP)	\$	29,221	\$	27,087	\$	33,449	\$	56,308	\$	49,069	
Non-cash tax benefit related to international financing structure (6)		(1,296)		(1,124)		(1,341)		(2,420)		(2,463)	
Tax effect of the remaining non-GAAP adjustments		14,759		13,899		6,293		28,658		20,813	
Provision for income taxes (Non-GAAP)	\$	42,684	\$	39,862	\$	38,401	\$	82,546	\$	67,419	
Total rate (GAAP)		22.7 %		20.7 %		23.2 %		21.7 %		19.2 %	
Total rate, excluding specified charges (Non-GAAP)		23.3 %		21.7 %		21.1 %		22.5 %		19.0 %	



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⁽⁴⁾ Adjustments included in 2023 relate to the gain on sale of our Avian business, which was divested in 2022.

⁽⁵⁾ Amount included in 2023 relates to a final adjustment on the termination of a Canadian pension plan. Amount included in 2022 relates to the sale of RMS Japan operations in October 2021 and a reversal of an indemnification asset related to a prior acquisition.

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CHARLES RIVER LABORATORIES INTERNATIONAL, INC. RECONCILIATION OF GAAP TO NON-GAAP NET INTEREST EXPENSE (1) (in thousands)

		Fiscal Year Ended		
	 July 1, 2023	 April 1, 2023	 June 25, 2022	December 30, 2023E
GAAP Interest expense, net	\$ 33,618	\$ 33,574	\$ 3,515	\$131,000-\$134,000
Adjustments for foreign exchange forward contract and related interest expense, net (2)	 	 <u> </u>	 19,423	<u> </u>
Adjusted Interest expense, net	\$ 33,618	\$ 33,574	\$ 22,938	\$131,000-\$134,000



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⁽²⁾ Amounts reported in total adjusted interest expense include an \$20.5 million gain on a forward contract and \$0.7 million of additional interest expense for the three months ended June 25, 2022.

CHARLES RIVER LABORATORIES INTERNATIONAL, INC.

RECONCILIATION OF GROSS/NET LEVERAGE RATIO, INCLUDING GAAP NET INCOME TO ADJUSTED EBITDA (1)

(dollars in thousands, except for per share data)

	July 1, 2023	April 1, 2023	December 31, 2022	December 25, 2021	December 26, 2020	December 28, 2019	December 29, 2018
DEBT (2):							
Total Debt & Finance Leases \$	2,682,195 \$	2,750,593	\$ 2,711,208	\$ 2,666,359	\$ 1,979,784	\$ 1,888,211	\$ 1,668,014
Plus: Other adjustments per credit agreement \$	— \$	10,543	\$ 13,431	\$ 37,244	\$ 2,328	\$ 712	\$ 3,033
Less: Unrestricted Cash and Cash Equivalents up to \$150M	(150,000) \$	(150,000)	\$ (150,000)	\$ (150,000)			
Total Indebtedness per credit agreement \$	2,532,195 \$	2,611,136	\$ 2,574,639	\$ 2,553,603	\$ 1,982,112	\$ 1,888,924	\$ 1,671,047
Less: Cash and cash equivalents (net of \$150M above)	(50,445)	(51,587)	(83,912)	(91,214)	(228,424)	(238,014)	(195,442)
Net Debt §	2,481,750 \$	2,559,549	\$ 2,490,727	\$ 2,462,389	\$ 1,753,688	\$ 1,650,910	\$ 1,475,605

	J	uly 1, 2023	April 1, 2023	December 31, 2022	December 25, 2021	December 26, 2020	December 28, 2019	December 29, 2018
ADJUSTED EBITDA (2):								
Net income attributable to common shareholders	s	484,034 \$	496,335	\$ 486,226	\$ 390,982	\$ 364,304	\$ 252,019	\$ 226,373
Adjustments:								
Adjust: Non-cash gains/losses of VC partnerships & strategic investments		24,342	33,284	35,498	66,004			
Less: Aggregate non-cash amount of nonrecurring gains		(201)	(29,188)	(32,638)	(42,247)	(1,361)	(310)	_
Plus: Interest expense		133,139	122,194	108,870	107,224	76,825	79,586	65,258
Plus: Provision for income taxes		137,618	141,846	130,379	81,873	81,808	50,023	54,996
Plus: Depreciation and amortization		306,889	305,639	303,870	265,540	234,924	198,095	161,779
Plus: Non-cash nonrecurring losses		32,270	28,883	16,572	8,573	16,810	427	559
Plus: Non-cash stock-based compensation		73,798	72,458	73,617	71,461	56,341	57,271	47,346
Plus: Permitted acquisition-related costs		23,196	29,222	34,453	51,256	18,750	34,827	19,181
Plus: Pro forma EBITDA adjustments for permitted acquisitions			884	5,306	4,008	8	12,320	15,648
Adjusted EBITDA (per the calculation defined in compliance certificates)	S	1,215,085 \$	1,201,557	\$ 1,162,153	\$ 1,004,675	\$ 848,408	\$ 684,259	\$ 591,140

	July 1, 2023	April 1, 2023	December 31, 2022	December 25, 2021	December 26, 2020	December 28, 2019	December 29, 2018
LEVERAGE RATIO:							
Gross leverage ratio per credit agreement (total debt divided by adjusted EBITDA)	2.08	2.17	2.22	2.54	2.34	2.76	2.83
Net leverage ratio (net debt divided by adjusted EBITDA)	2.0	2.1	2.1	2.5	2.1	2.4	2.5
	July 1, 2023	April 1, 2023	December 31, 2022	December 25, 2021			
INTEREST COVERAGE RATIO:							
EVIERESI COVERAGE RATIO:							
Capital Expenditures	335,675	351,144	326,338	232,149			
	335,675 135,774	351,144 124,431	326,338 110,731	232,149 107,389			
Capital Expenditures		,					

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(2) Pursuant to the definition in its credit agreement dated April 21. 2021, the Company has defined its pro forma leverage ratio as total debt divided by adjusted EBITDA for the trailing-twelve-month period. The Company has defined interest coverage ratio as adjusted EBITDA for the trailing-twelve-month period less the aggregate amount of capital expenditures for the trailing-twelve-period, divided by the consolidated interest expense for the period of four consecutive fiscal quarters.

Total Debt represents third-party debt and financial lease obligations minus up to \$150M of unrestricted cash and cash equivalents. Adjusted EBITDA represents net income, prepared in accordance with accounting principles generally accepted in the U.S. (GAAP), adjusted for interest, taxes, depreciation and amortization, and certain items that management believes are not reflective of the operational performance of the business. These adjustments include, but are not limited to, non-cash gains/loss on venture capital portfolios and strategic partnerships, acquisition-related expenses including transaction and advisory costs; asset impairments; changes in fair value of contingent consideration obligations; employee stock compensation; historical EBITDA of companies acquired during the period; and other items identified by the company.

Total Debt and EBITDA have not been restated for periods prior to Q1 2021.



CHARLES RIVER LABORATORIES INTERNATIONAL, INC. RECONCILIATION OF FREE CASH FLOW (NON-GAAP) (1) (in thousands)

	 Three Mor	Ended	 Six Mont	Fiscal Year Ended			
	 July 1, 2023		June 25, 2022	 July 1, 2023	June 25, 2022	December 30, 2023E	
Net cash provided by operating activities	\$ 148,122	\$	149,474	\$ 257,505	\$ 252,104	\$680 - \$730 million	
Less: Capital expenditures	 (67,383)		(82,852)	 (174,258)	(163,316)	\$340 - \$360 million	
Free cash flow	\$ 80,739	\$	66,622	\$ 83,247	\$ 88,788	\$330 - \$380 million	

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