

First-Quarter 2024 Earnings Results

MAY 2, 2024



Cautionary Note Regarding Forward-Looking Statements and Non-GAAP Financial Measures

Unless expressly indicated or the context requires otherwise, the terms “Sotera Health,” “Company,” “we,” “us,” and “our” in this document refer to Sotera Health Company, a Delaware corporation, and, where appropriate, its subsidiaries on a consolidated basis. This presentation contains forward-looking statements that reflect management’s expectations about future events and the Company’s operating plans and performance and speak only as of the date hereof. You can identify these forward-looking statements by the use of forward-looking words such as “will,” “may,” “plan,” “estimate,” “project,” “believe,” “anticipate,” “expect,” “intend,” “should,” “would,” “could,” “target,” “goal,” “continue to,” “positioned to,” “are confident” or the negative versions of those words or other comparable words. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances, are forward-looking statements. Any forward-looking statements contained in this release are based upon our historical performance and on our current plans, estimates and expectations of the Company’s future performance and the future performance of the markets in which the Company operates in light of information currently available to us. The inclusion of this forward-looking information should not be regarded as a representation by us that the future plans, estimates or expectations contemplated by us will be achieved. These forward-looking statements are subject to various risks, uncertainties and assumptions relating to our operations, financial results, financial condition, business, prospects, growth strategy and liquidity. These risks and uncertainties include, without limitation, any disruption in the availability or supply of, or increases in the price of, ethylene oxide (“EO”) or Cobalt-60 (“Co-60”), or our other direct materials, services and supplies, including as a result of geopolitical instability and/or sanctions arising against Russia; fluctuations in foreign currency exchange rates; changes in industry trends, environmental, health and safety regulations or preferences, and general economic, social and business conditions; the impact and outcome of current and future legal proceedings and liability claims, including litigation related to use of EO and/or emission and releases of EO from our facilities in California, Georgia, Illinois and New Mexico and the possibility that other claims will be made in the future relating to these or other facilities; our ability to increase capacity at existing facilities, renew leases for our leased facilities; our ability to attract and retain qualified employees; the risks of doing business internationally, including global and regional economic and political instability and compliance with numerous laws and regulations in multiple jurisdictions; and an inability to pursue strategic transactions, find suitable acquisition targets, or integrate strategic acquisitions into our business successfully. For additional discussion of these risks and uncertainties, please refer to the Company’s filings with the SEC, such as its annual and quarterly reports. We do not undertake any obligation to publicly update or revise these forward-looking statements, except as otherwise required by law.

This presentation includes Adjusted EBITDA, Adjusted EBITDA margin, Tax Rate Applicable to Adjusted Net Income, Adjusted Net Income, Segment Income Margin, Adjusted EPS, Net Debt and Net Leverage Ratio, which are unaudited financial measures that are not based on any standardized methodology prescribed by GAAP. Adjusted EBITDA, Adjusted EBITDA margin, Tax Rate Applicable to Adjusted Net Income, Adjusted Net Income, Segment Income Margin, Adjusted EPS, Net Debt and Net Leverage Ratio may be calculated differently from, and therefore may not be comparable to, similarly titled measures used by other companies. Adjusted EBITDA, Adjusted EBITDA margin, Tax Rate Applicable to Adjusted Net Income, Adjusted Net Income, Segment Income Margin, Adjusted EPS, Net Debt and Net Leverage Ratio should not be considered in isolation from, or as a substitute for, financial information prepared in accordance with GAAP. See the Appendix for a reconciliation of net income (loss), the most directly comparable financial measure calculated and presented in accordance with GAAP, to Adjusted Net Income and Adjusted EBITDA and Adjusted EPS and a reconciliation of total debt, the most directly comparable financial measure calculated and presented in accordance with GAAP, to Net Debt and Net Leverage.

This presentation refers to, and in other communications with investors the Company may refer to, net sales or revenues or other historical financial information on a “constant currency” basis, which is a non-GAAP financial measure defined in the Appendix to this presentation.

We use these non-GAAP financial measures as the principal measures of our operating performance. Management believes these measures allow management to more effectively evaluate our operating performance and compare the results of our operations from period to period without the impact of certain non-cash items and non-routine items that we do not expect to continue at the same level in the future and other items that are not core to our operations. We believe that these measures are useful to our investors because they provide a more complete understanding of the factors and trends affecting our business than could be obtained without these measures and their disclosure. In addition, we believe these measures will assist investors in making comparisons to our historical operating results and analyzing the underlying performance of our operations for the periods presented. Our management also uses these measurements in their financial analysis and operational decision-making and Adjusted EBITDA serves as the key metric for attainment of our primary annual incentive program. These measures may be calculated differently from, and therefore may not be comparable to, a similarly titled measure used by other companies.

The Company does not provide a reconciliation for non-GAAP financial measures on a forward-looking basis where it is unable to provide a meaningful or accurate calculation or estimation of reconciling items without unreasonable effort. The Company cannot reconcile its expected Adjusted EBITDA, Adjusted Net Income, Adjusted EPS and Net Leverage Ratio without unreasonable effort because certain items that impact net income, earnings per share and other reconciling metrics are out of the Company’s control and/or cannot be reasonably predicted at this time, including uncertainties caused by changes to the regulatory landscape, restructuring items and certain fair value measurements, all of which are potential adjustments for future earnings.

This presentation also contains estimates and other statistical data made by independent parties and by the Company relating to market size and growth and other data about the Company’s industry and estimated total and serviceable addressable markets. This data involves a number of assumptions and limitations, and you are cautioned not to give undue weight to such estimates. We have not independently verified this market data. While we are not aware of any misstatements regarding any industry or similar data presented herein, such data involve risks and uncertainties and are subject to change based on various factors, including those described under the headings of “Risk Factors” and “Cautionary Note Regarding Forward-Looking Statements” in the Company’s Form 10-K, and in the Company’s other SEC filings. In addition, projections, assumptions and estimates of the Company’s future performance and the future performance of the markets in which the Company operates are necessarily subject to a high degree of uncertainty and risk.

The Sotera Health name, our logo and other trademarks mentioned in this presentation are the property of their respective owners. All Company data and financial information included in this presentation is as of March 31, 2024, unless otherwise stated. Note to SHC: We have marked changes here to align with the FLS that is in the latest earnings release draft. Please adjust this further if there are more changes on the earnings release version.



Speakers



Michael B. Petras, Jr.
Chairman and Chief Executive Officer



Jonathan M. Lyons
Senior Vice President and Chief Financial Officer

Safeguarding Global Health® Through Our Sterilization Services, Lab Testing and Advisory Services

What we do...

Leader in sterilization services



Leader in lab testing and advisory services



...and how we do it...

- Provide mission-critical services to **blue chip customers with multi-year contracts**
- Unmatched **network of local facilities** to support customer requirements and growth
- In an increasingly regulated industry, we are a **global leader in technical and regulatory expertise**
- **Organic and inorganic growth**
- Our culture – **safety, quality, accountability and excellence**

...leads to strong results

- **Annual revenue growth every year** since 2005
- **TTM Q1 2024 Adjusted EBITDA margins⁽¹⁾ greater than 50%**
- **~\$33 billion TAM⁽²⁾** and growing
- Consistent track record of **cash flow generation**
- **Well positioned for growth in global healthcare market** without payor reimbursement risk

***Our capabilities, scale and know-how are not easily replicated...
Our customers depend on our mission-critical services in any economic environment***

(1) This is a non-GAAP financial measure. Please refer to Non-GAAP Financial Measures provided in the Appendix.

(2) 2019 Management estimated total addressable markets for in-house and outsourced terminal sterilization and outsourced medical device and pharmaceutical lab testing.

Our Customers Trust and Value Our Expertise



Global scale with integrated facility network

Expertise and strong track record in highly regulated markets

Ability to meet customers' regulatory needs

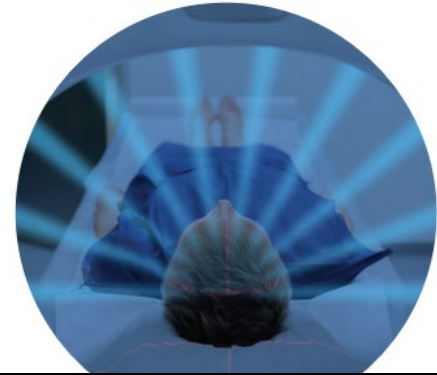
Comprehensive end-to-end services offered

Provide customer peace-of-mind

Experienced management team with established track record

⁽¹⁾ Based on revenue for the year ended December 31, 2023.

- Our mission is at the heart of our work
- Nordion supplies high-specific activity (HSA) Cobalt-60 to use in Gamma Knife® radiosurgery for the precision treatment of brain cancer
- Our industry-leading expertise in science, logistics, safety and quality allow us to deliver on Safeguarding Global Health®



Q1 2024 Highlights

Business & Market Update

- Top- and bottom-line growth compared to Q1 2023
 - Nordion revenue more normalized vs. a light quarter in the prior year due to timing of reactor harvest schedules
- Volume softness remains at Sterigenics and core lab testing at Nelson Labs
- Continued growth at Nelson Labs expert advisory services

Capital Deployment & Liquidity

- Capital deployment priorities continue to be organic growth, leverage reduction and M&A
- Strong liquidity of \$661M; no outstanding borrowings on the revolving line of credit
- Extended the maturity of revolving credit facility to the earlier of March 2029 and 91 days prior to maturity of existing term loans
- Net Leverage Ratio⁽¹⁾ finished at 3.8x, within target range of 2.0x – 4.0x

Financial Performance

Q1 '24 vs Q1 '23

Net Revenues	↑ 12.5% to \$248M
Adjusted EBITDA ⁽¹⁾	↑ 13.7% to \$112M
Adjusted EBITDA margin ⁽¹⁾	↑ 50bps to 45.1%
Adjusted EPS ⁽¹⁾	\$0.00 to \$0.13

Other Activities

- Completed annual customer satisfaction survey and received continued strong results
- NESHAP regulations finalized in March 2024
- Completed the \$35M settlement of ~25% of the Georgia EO personal injury claims

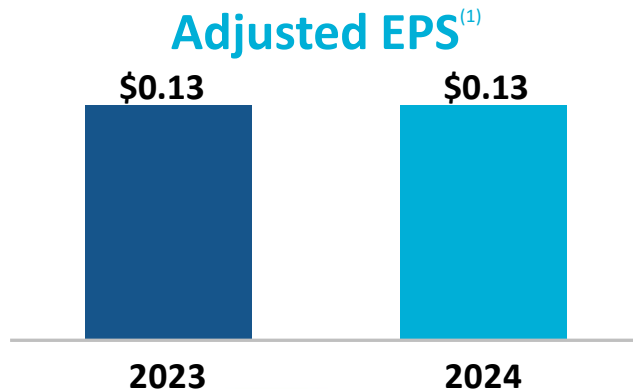
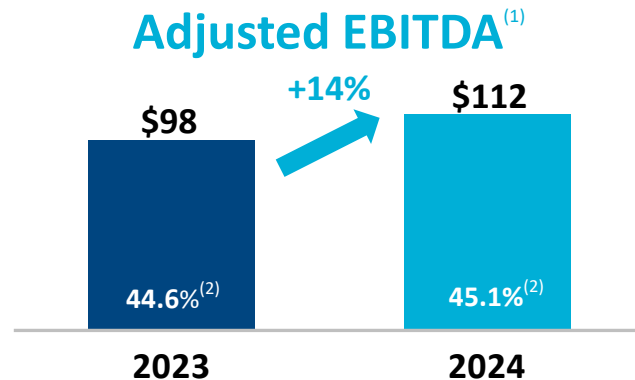
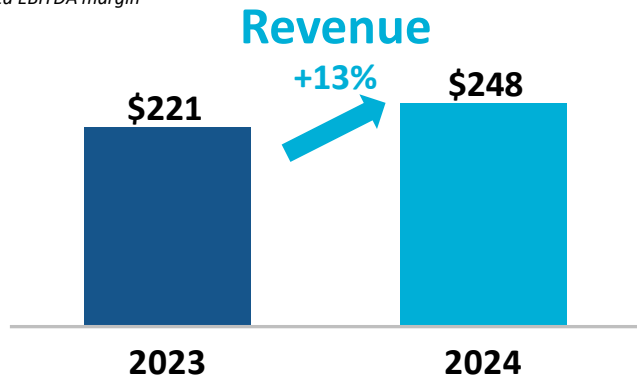
(1) This is a non-GAAP financial measure. Please refer to Non-GAAP Financial Measures provided in the Appendix.

FINANCIAL OVERVIEW



Q1 2024 Consolidated Financial Performance

\$ In millions, except Adjusted EPS and Adjusted EBITDA margin



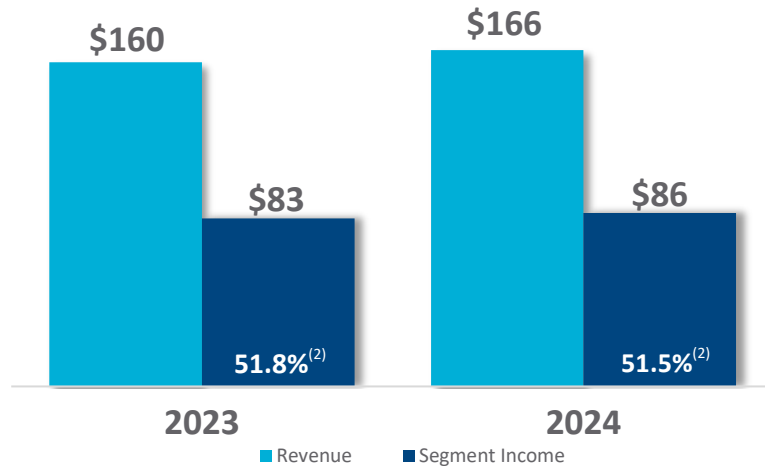
(1) This is a non-GAAP financial measure. Please refer to Non-GAAP Financial Measures provided in the Appendix.

(2) Adjusted EBITDA margin is equal to Adjusted EBITDA divided by net revenues. Please refer to Non-GAAP Financial Measures provided in the Appendix.

Sterigenics Q1 2024 Financial Performance

\$ In millions

Revenue +4.1%
Segment income⁽¹⁾ +3.6%



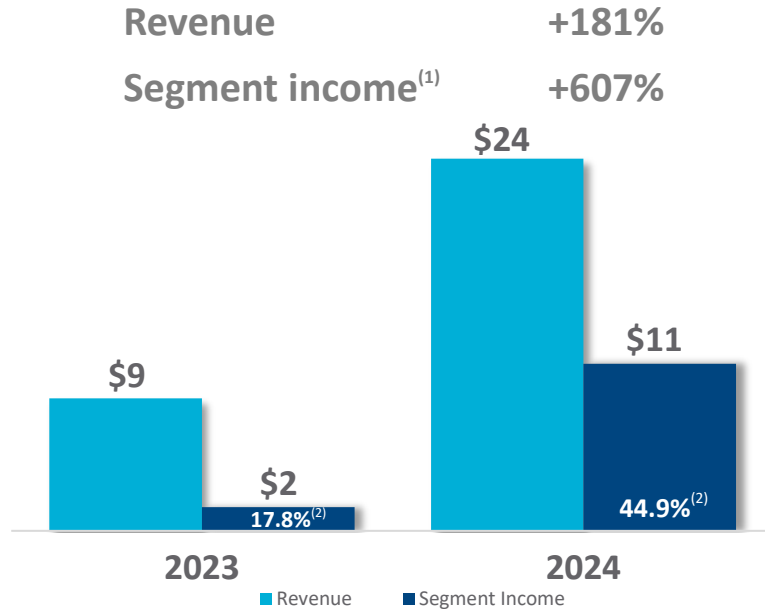
- Revenue growth for the first-quarter 2024 was driven by favorable pricing and changes in foreign currency rates, partially offset by unfavorable volume and mix
- Segment income growth for the quarter was driven by favorable pricing, partially offset by impacts from volume and mix, as well as inflation

(1) Segment income is defined to exclude, among other things, depreciation and amortization. Please refer to our consolidated financial statements for more information.

(2) Segment income margin is equal to segment income divided by net revenues. Please refer to Non-GAAP Financial Measures provided in the Appendix.

Nordion Q1 2024 Financial Performance

\$ In millions



First-quarter 2024 was more normalized versus first-quarter 2023 as revenue, segment income and segment income margin growth were driven by favorable volume and mix related to the timing of reactor harvest schedules

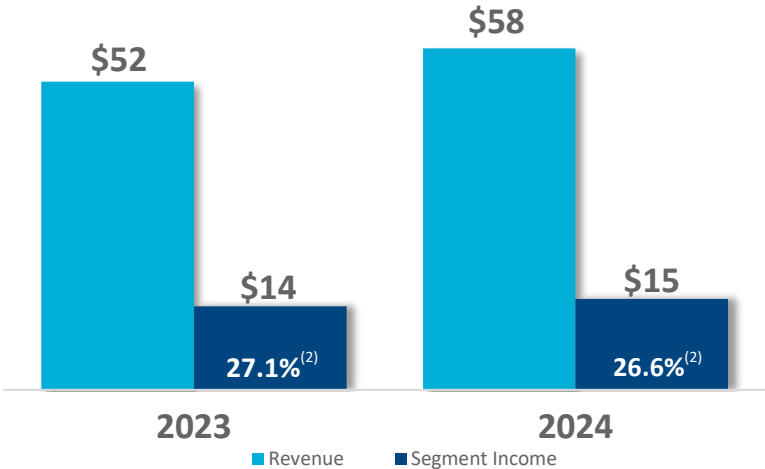
(1) Segment income is defined to exclude, among other things, depreciation and amortization. Please refer to our consolidated financial statements for more information.

(2) Segment income margin is equal to segment income divided by net revenues. Please refer to Non-GAAP Financial Measures provided in the Appendix.

Nelson Labs Q1 2024 Financial Performance

\$ In millions

Revenue +10.8%
Segment income⁽¹⁾ +8.8%



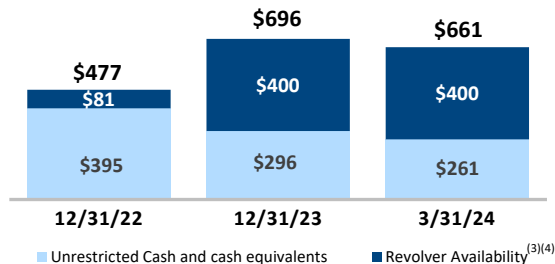
Revenue and segment income growth for the first-quarter 2024 were driven by volume and mix improvements as well as favorable pricing

(1) Segment income is defined to exclude, among other things, depreciation and amortization. Please refer to our consolidated financial statements for more information.
(2) Segment income margin is equal to segment income divided by net revenues. Please refer to Non-GAAP Financial Measures provided in the Appendix.

Net Leverage, Liquidity and Investments

\$ In millions

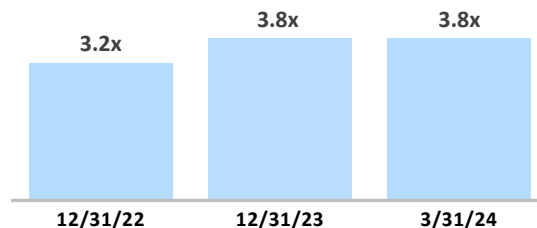
Liquidity



Liquidity Position

- Continued strong liquidity position of over \$660M as of Q1 2024
- No borrowings on revolving credit facility as of Q1 2024

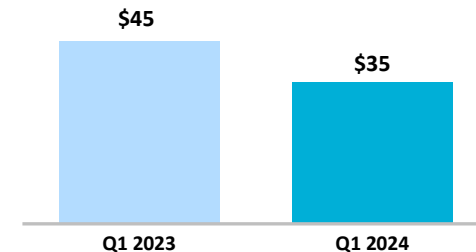
Net Leverage⁽¹⁾



Long-range target of 2.0x – 4.0x

- Current Net Leverage Ratio⁽¹⁾ of 3.8x
- No change to leverage target range

Capital Expenditures⁽²⁾



Investing to Meet Customer Demand

- **Sterigenics:** 3 active capacity expansions; continued EO facility investments
- **Nordion:** Cobalt-60 development projects
- **Nelson Labs:** Pharma expansion & lab information management system

(1) This is a non-GAAP financial measure. Please refer to Non-GAAP Financial Measures provided in the Appendix.

(2) Excludes any Capital Expenditures included in accounts payable or accruals at the end of the applicable period.

(3) Revolving availability is calculated as maximum facility size less letters of credit.

(4) Maximum facility size was \$347.5M as of December 31, 2022 and increased to \$423.8M in March 2023.

2024 Outlook

On the following slides, Sotera Health presents an overview of its full-year 2024 outlook, including certain non-GAAP financial measures. As outlined in the Company's May 2, 2024 press release, Sotera Health does not provide a reconciliation of the forward-looking Adjusted EBITDA, Adjusted Net Income, Adjusted EPS and Net Leverage Ratio outlook to the most directly comparable GAAP measure, as this cannot be done without unreasonable effort due to the variability and low visibility with respect to certain costs, including, among others, uncertainties caused by changes to the regulatory landscape, restructuring items and certain fair value measurements, all of which are potential adjustments for future earnings. The variability of these items could have a potentially unpredictable, and a potentially significant, impact on our future GAAP results.

Reaffirming Full-Year 2024 Outlook⁽¹⁾

	FY 2024 Outlook
Net Revenues	+4.0% to +6.0%
Adj EBITDA ⁽²⁾	+4.0% to +6.0%
Interest Expense	\$170M to \$180M
Adj NI Tax Rate ⁽²⁾	31.5% to 34.5%
Adj EPS ⁽²⁾	\$0.67 to \$0.75
Weighted Avg. Diluted Shares	283M to 285M
Capital Expenditures	\$205M to \$225M

(1) The outlook provided on this slide contains a number of assumptions, including, among others, the Company's current expectations regarding supply chain continuity, particularly for the supply of EO and Co-60, the impact of inflationary trends, including their impact on energy prices and the supply of labor and the expectation that exchange rates as of March 31, 2024 remain constant for the remainder of 2024. Our outlook is based on current plans and expectations and is subject to several known and unknown risks and uncertainties, including those set forth on the slide titled "Cautionary Note Regarding Forward-Looking Statements and Non-GAAP Financial Measures."

(2) This is a non-GAAP financial measure. Please refer to Non-GAAP Financial Measures provided in the Appendix.

Other 2024 Guidance Items⁽¹⁾

Total Company

- Slightly less than 45% of full-year Adjusted EBITDA to occur in 1H
- Expect to be on the lower-end of long-term stated price range of 3.5% - 5.0%
- FY Adjusted EBITDA margin rates to be similar to 2023
 - Q2 year-over-year margin rates expected to be down modestly due to Nelson Labs margin rates

Business Unit

- **Sterigenics:** slight volume and mix recovery beginning in 2H
- **Nordion:** 35% of full-year revenues to occur in the 1H
- **Nelson Labs:**
 - Relatively flat year-over-year volume and mix for the remainder of the year
 - Nelson Labs segment income margin rate to improve sequentially throughout the year; FY margin rate approaching 30%

Capital Deployment & Net Leverage

- Capital deployment priorities continue to be organic growth, leverage reduction and opportunistic M&A
- Expect to reduce Net Leverage

(1) The outlook provided on this slide contains a number of assumptions, including, among others, the Company's current expectations regarding supply chain continuity, particularly for the supply of EO and Co-60, the impact of inflationary trends, including their impact on energy prices and the supply of labor and the expectation that exchange rates as of March 31, 2024 remain constant for the remainder of 2024. Our outlook is based on current plans and expectations and is subject to several known and unknown risks and uncertainties, including those set forth above in "Cautionary Note Regarding Forward-Looking Statements and Non-GAAP Financial Measures."

Appendix

Non-GAAP Financial Measures

(unaudited)

(dollars in thousands, except per share amounts)

	Three Months Ended March 31,	
	2024	2023
Net income	\$ 6,323	\$ 2,842
Amortization of intangible assets	20,124	20,607
Share-based compensation ^(a)	8,657	7,348
Loss on foreign currency and derivatives not designated as hedging instruments, net ^(b)	1,230	535
Business optimization project expenses ^(c)	54	2,231
Refinancing and secondary offering costs ^(d)	1,807	—
Professional services relating to EO sterilization facilities ^(e)	6,339	13,972
Accretion of asset retirement obligations ^(f)	642	572
Income tax benefit associated with pre-tax adjustments ^(g)	<u>(9,546)</u>	<u>(12,250)</u>
Adjusted Net Income	35,630	35,857
Interest expense, net ^(h)	41,771	28,870
Depreciation ⁽ⁱ⁾	20,306	18,931
Income tax provision applicable to Adjusted Net Income ^(j)	<u>14,237</u>	<u>14,810</u>
Adjusted EBITDA^(k)	\$ 111,944	\$ 98,468
Net Revenues	\$ 248,176	\$ 220,590
Adjusted EBITDA Margin	45.1 %	44.6 %
Weighted average number of shares outstanding		
Basic	281,913	280,691
Diluted	284,062	282,977
Earnings per share		
Basic	\$ 0.02	\$ 0.01
Diluted	0.02	0.01
Adjusted earnings per share		
Basic	\$ 0.13	\$ 0.13
Diluted	0.13	0.13

Non-GAAP Financial Measures (continued)

- (a) Represents share-based compensation expense to employees and Non-Employee Directors.
- (b) Represents the effects of (i) fluctuations in foreign currency exchange rates and (ii) non-cash mark-to-fair value of embedded derivatives relating to certain customer and supply contracts at Nordion.
- (c) Represents (i) certain costs related to acquisitions and the integration of recent acquisitions, (ii) the earnings impact of fair value adjustments (excluding those recognized within amortization expense) resulting from the businesses acquired, (iii) transition services income and non-cash deferred lease income associated with the terms of the divestiture of the Medical Isotopes business in 2018, (iv) professional fees and other costs associated with business optimization, cost saving and other process enhancement projects, and (v) professional fees, payroll costs, and other costs, including ongoing lease and utility expenses associated with the closure of the Willowbrook, Illinois facility. The three months ended March 31, 2023 includes a \$1.0 million cancellation fee received from a tenant in connection with the termination of an office space lease at the Nordion facility.
- (d) The three months ended March 31, 2024 includes \$1.1 million of expenses incurred in connection with the secondary offering of our common stock that closed on March 4, 2024 and write-off of unamortized debt issuance costs in connection with Amendment No. 3 to the Revolving Credit Facility.
- (e) Represents litigation and other professional fees associated with our EO sterilization facilities. Amounts presented for the three months ended March 31, 2023 have been adjusted to exclude interest expense, net associated with Term Loan B attributable to the loan proceeds that were used to fund the \$408.0 million Illinois EO litigation settlement.
- (f) Represents non-cash accretion of asset retirement obligations related to Co-60 and gamma processing facilities, which are based on estimated site remediation costs for any future decommissioning of these facilities and are accreted over the life of the asset.
- (g) Represents the income tax impact of adjustments calculated based on the tax rate applicable to each item. We eliminate the effect of tax rate changes as applied to tax assets and liabilities and unusual items from our presentation of adjusted net income.
- (h) Interest expense, net presented in this reconciliation for the three months ended March 31, 2023 has been adjusted to conform to the current year presentation to include interest expense, net on Term Loan B attributable to the loan proceeds that were used to fund the \$408.0 million Illinois EO litigation settlement.
- (i) Includes depreciation of Co-60 held at gamma irradiation sites.
- (j) Represents the difference between income tax provision or benefit as determined under U.S. GAAP and the income tax provision or benefit associated with pre-tax adjustments described in footnote (g).
- (k) \$23.8 million and \$22.9 million of the adjustments for the three months ended March 31, 2024 and 2023, respectively, are included in cost of revenues, primarily consisting of amortization of intangible assets, depreciation, and accretion of asset retirement obligations.

Non-GAAP Financial Measures (continued)

	As of December 31,		As of March 31,
	2022	2023	2024
Current portion of long-term debt	\$ 197,119	\$ 4,797	\$ 4,808
Long-term debt less current portion	1,747,115	2,223,674	2,224,611
Current portion of finance leases	1,722	8,771	1,490
Finance leases less current portion	56,955	63,793	90,858
Total Debt	2,002,911	2,301,035	2,321,767
Less: cash and cash equivalents	(395,214)	(296,407)	(261,133)
Total Net Debt	\$ 1,607,697	\$ 2,004,628	\$ 2,060,634
Adjusted EBITDA^(a)	\$ 506,249	\$ 528,029	\$ 541,505
Net Leverage	3.2x	3.8x	3.8x

(a) Represents Adjusted EBITDA for the years ended December 31, 2022, December 31, 2023 and the twelve months ended March 31, 2024, respectively. Refer to the reconciliations of Adjusted EBITDA to net income (loss) for additional detail.

Non-GAAP Financial Measures (continued)

	Twelve months ended December 31,		Twelve months ended March 31,
	2022	2023	2024
Net income (loss)	\$ (233,570)	\$ 51,376	\$ 54,857
Amortization of intangible assets	81,554	81,348	80,865
Share-based compensation ^(a)	21,211	32,364	33,673
Loss (gain) on foreign currency and derivatives not designated as hedging instruments, net ^(b)	3,150	(1,552)	(857)
Business optimization expenses ^(c)	8,354	7,662	5,485
Impairment of investment in unconsolidated affiliate ^(d)	9,613	—	—
Refinancing and secondary offering costs ^(e)	—	—	1,807
Professional services relating to EO sterilization facilities ^(f)	72,639	45,312	37,679
Illinois EO litigation settlement ^(g)	408,000	—	—
Georgia EO litigation settlement ^(h)	—	35,000	35,000
Accretion of asset retirement obligations ⁽ⁱ⁾	2,194	2,413	2,483
COVID-19 expenses ^(j)	155	—	—
Income tax benefit associated with pre-tax adjustments ^(k)	(103,081)	(49,597)	(46,893)
Adjusted Net Income	270,219	204,326	204,099
Interest expense, net ^(l)	78,490	142,878	155,779
Depreciation ^(m)	64,000	76,577	77,952
Income tax provision applicable to Adjusted Net Income ⁽ⁿ⁾	93,540	104,248	103,675
Adjusted EBITDA^(o)	\$ 506,249	\$ 528,029	\$ 541,505

Non-GAAP Financial Measures (continued)

- (a) Represents share-based compensation expense to employees and non-employee directors.
- (b) Represents the effects of (i) fluctuations in foreign currency exchange rates, (ii) non-cash mark-to-fair value of embedded derivatives relating to certain customer and supply contracts at Nordion, and (iii) unrealized gains and losses on interest rate derivatives not designated as hedging instruments.
- (c) Represents (i) certain costs related to acquisitions and the integration of recent acquisitions, (ii) the earnings impact of fair value adjustments (excluding those recognized within amortization expense) resulting from the businesses acquired, (iii) transition services income and non-cash deferred lease income associated with the terms of the divestiture of the Medical Isotopes business in 2018, (iv) professional fees and other costs associated with business optimization, cost saving and other process enhancement projects, and (v) professional fees, payroll costs, and other costs, including ongoing lease and utility expenses associated with the closure of the Willowbrook, Illinois facility. The twelve months ended December 31, 2023 includes a \$1.0 million cancellation fee received from a tenant in connection with the termination of an office space lease at the Nordion facility.
- (d) Represents an impairment charge on an equity method investment in a joint venture.
- (e) The twelve months ended March 31, 2024 includes \$1.1 million of expenses incurred in connection with the secondary offering of our common stock that closed on March 4, 2024 and write-off of unamortized debt issuance costs in connection with Amendment No. 3 to the Revolving Credit Facility.
- (f) Represents litigation and other professional fees associated with our EO sterilization facilities. Amounts presented for the twelve months ended December 31, 2023 have been adjusted to exclude interest expense, net associated with Term Loan B attributable to the loan proceeds that were used to fund the \$408.0 million Illinois EO litigation settlement.
- (g) Represents the cost to settle 880 pending and threatened EO claims against Sterigenics U.S., LLC and Sotera Health LLC (“the Defendant Subsidiaries”) in Illinois pursuant to Settlement Agreements entered into on March 28, 2023.
- (h) Represents the cost to settle 79 pending EO claims against the Defendant Subsidiaries in Georgia under a Settlement Term Sheet entered into on December 21, 2023.
- (i) Represents non-cash accretion of asset retirement obligations related to Co-60 gamma and EO processing facilities, which are based on estimated site remediation costs for any future decommissioning of these facilities and are accreted over the life of the asset.
- (j) Represents non-recurring costs associated with the COVID-19 pandemic, including incremental costs to implement workplace health and safety measures.
- (k) Represents the income tax impact of adjustments calculated based on the tax rate applicable to each item. We eliminate the effect of tax rate changes as applied to tax assets and liabilities, and unusual items from our presentation of adjusted net income.
- (l) Interest expense, net presented in this reconciliation for the twelve months ended December 31, 2023 has been adjusted to conform to the current year presentation to include interest expense, net on Term Loan B attributable to the loan proceeds that were used to fund the \$408.0 million Illinois EO litigation settlement. The year ended December 31, 2022 excludes a \$1.7 million net decrease in the fair value of interest rate derivatives not designated as hedging instruments recorded to interest expense.
- (m) Includes depreciation of Co-60 held at gamma irradiation sites.
- (n) Represents the difference between the income tax provision/benefit as determined under U.S. GAAP and the income tax benefit associated with pre-tax adjustments described in footnote (n).
- (o) \$83.6 million, \$94.1 million, and \$95.0 million of the adjustments for the twelve months ended December 31, 2022 and 2023 and March 31, 2024, respectively, are included in cost of revenues, primarily consisting of amortization of intangible assets, depreciation, and accretion of asset retirement obligations.

Non-GAAP Financial Measures Definitions

- **Adjusted Net Income** is defined as net income (loss) before amortization and certain other adjustments that we do not consider in our evaluation of our ongoing operating performance from period to period.
- **Adjusted EBITDA** is defined as Adjusted Net Income before interest expense, depreciation (including depreciation of Co-60 used in our operations) and income tax provision applicable to Adjusted Net Income.
- **Adjusted EBITDA margin** is equal to Adjusted EBITDA divided by net revenues.
- **Segment income margin** is equal to segment income divided by net segment revenues.
- **Adjusted EPS** is defined as Adjusted Net Income divided by the weighted average number of diluted shares outstanding.
- **Net Debt** is equal to our total debt net of unamortized debt issuance costs and debt discounts, less cash and cash equivalents.
- **Net Leverage Ratio** is equal to Net Debt divided by Adjusted EBITDA
- We calculate **constant currency** net revenues by translating prior year net revenues in local currency at the average exchange rates applicable for the current period. The translated results are then used to determine year-over-year percentage increases or decreases. We generally refer to such amounts calculated on a constant currency basis as excluding the impact of foreign currency exchange rates.