



Q4 Earnings Update

February 22, 2022

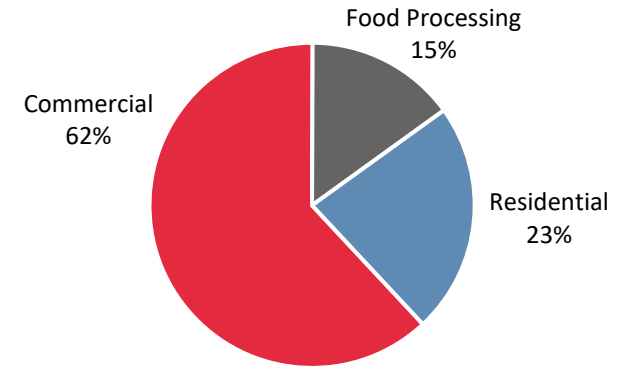
Middleby Segment Summary



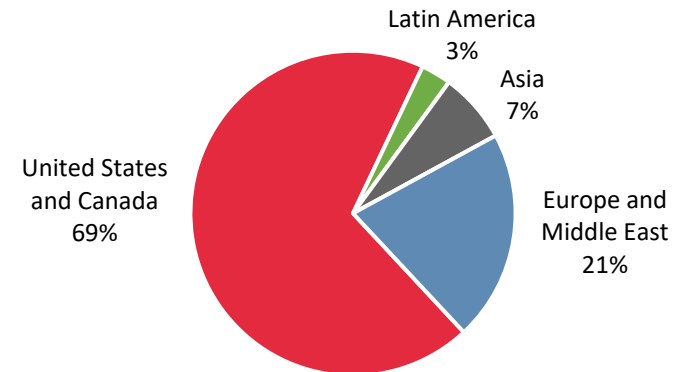
THREE INDUSTRY-LEADING FOODSERVICE PLATFORMS

- 100+ highly-respected, leading brands
- Global business infrastructure
- Highly synergistic business segments
- Technology and innovation leader
- Strong track record of profitability and cash flow
- Well positioned for existing and new market trends

2021 REVENUE BY SEGMENT



2021 REVENUE BY REGION



Financial Results



Q4 2021 FINANCIAL RESULTS

(in millions, except percentages)	Q4 '21	Q4 '20	Change
Net Sales	\$866.4	\$729.3	18.8%
Gross Profit	315.6	256.0	23.3%
% of Sales	36.4%	35.1%	
Operating Income	138.6	93.2	48.7%
Net Earnings	102.7	51.8	98.3%
Adjusted EBITDA	193.0	145.2	32.9%
% of Sales	22.3%	19.9%	
LTM Bank EBITDA as defined in credit agreement	823.2	529.0	55.6%
Operating Cash Flow	77.4	208.6	-62.9%

RESULTS COMMENTARY

- Revenue increase of 12.6% organically as compared to prior year, with growth across all segments:
 - Commercial Foodservice 18.4%
 - Residential Kitchen 4.1%
 - Food Processing 4.7%
- Strong organic adjusted EBITDA across all segments:
 - Commercial Foodservice 26.0%
 - Residential Kitchen 20.8%
 - Food Processing 23.7%
- Q4 orders are up 25% over prior year.
- Backlog has increased 14% from Q3.
- Full year 2021 revenues of \$3,251 million grew 24% organically over 2020, while adjusted EBITDA of \$713 million grew 47%.

Commercial Foodservice



Q4 2021 FINANCIAL RESULTS

(in millions, except percentages)

	Q4 '21	Q4 '20	Change
Revenues	\$531.3	\$428.4	24.0%
Adjusted EBITDA	136.4	94.4	44.5%
Adjusted EBITDA as % of Revenues	25.7%	22.0%	
Organic Adjusted EBITDA as % of Revenues	26.0%		

Revenue and Growth

U.S. and Canada	\$370.6	23.7%
International	160.7	24.8%

RESULTS COMMENTARY

- Revenue growth across all regions globally as compared to prior year.
- Margin expansion from prior year provided by sales volume, pricing, profitability initiatives and disciplined cost control.
- Q4 backlog is up 260%+ from prior year end and 20%+ over Q3 '21.
- Order rates grew 45%+ in Q4 over prior year and 40%+ over Q4 '19.
- Technology solutions focused on labor availability, skill level, and customer profitability remain our focus for new product development.
- The Middleby Innovation Kitchens is poised to have an even bigger impact in 2022 as we have shifted our sales paradigm around customer engagement.

Residential Kitchen



Q4 2021 FINANCIAL RESULTS

(in millions, except percentages)

	Q4 '21	Q4 '20	Change
Revenues	\$209.5	\$180.1	16.3%
Adjusted EBITDA	40.2	34.9	15.2%
Adjusted EBITDA as % of Revenues	19.2%	19.4%	
Organic Adjusted EBITDA as % of Revenues	20.8%		

Revenue and Growth

U.S. and Canada	\$119.2	8.6%
International	90.3	28.3%

RESULTS COMMENTARY

- Revenue growth across all regions globally as compared to prior year.
- Organic EBITDA improvements reflect higher sales volumes, pricing, benefits from facility consolidations and the sale of a non-core tile business in January 2021.
- Q4 backlog is up 90%+ from prior year end and flat as compared to Q3 '21.
- Order rates grew 35%+ over Q4 '19.
- During Q4, we completed the acquisitions of Kamado Joe & Masterbuilt and Char-Griller. These companies both expand and compliment our product portfolio of outdoor cooking equipment in a growing market segment.

Food Processing



Q4 2021 FINANCIAL RESULTS

(in millions, except percentages)

	Q4 '21	Q4 '20	Change
Revenues	\$125.6	\$120.8	4.0%
Adjusted EBITDA	29.8	29.3	1.7%
Adjusted EBITDA as % of Revenues	23.7%	24.3%	
Organic Adjusted EBITDA as % of Revenues	23.7%		

Revenue and Growth

U.S. and Canada	\$87.7	5.3%
International	37.9	0.9%

RESULTS COMMENTARY

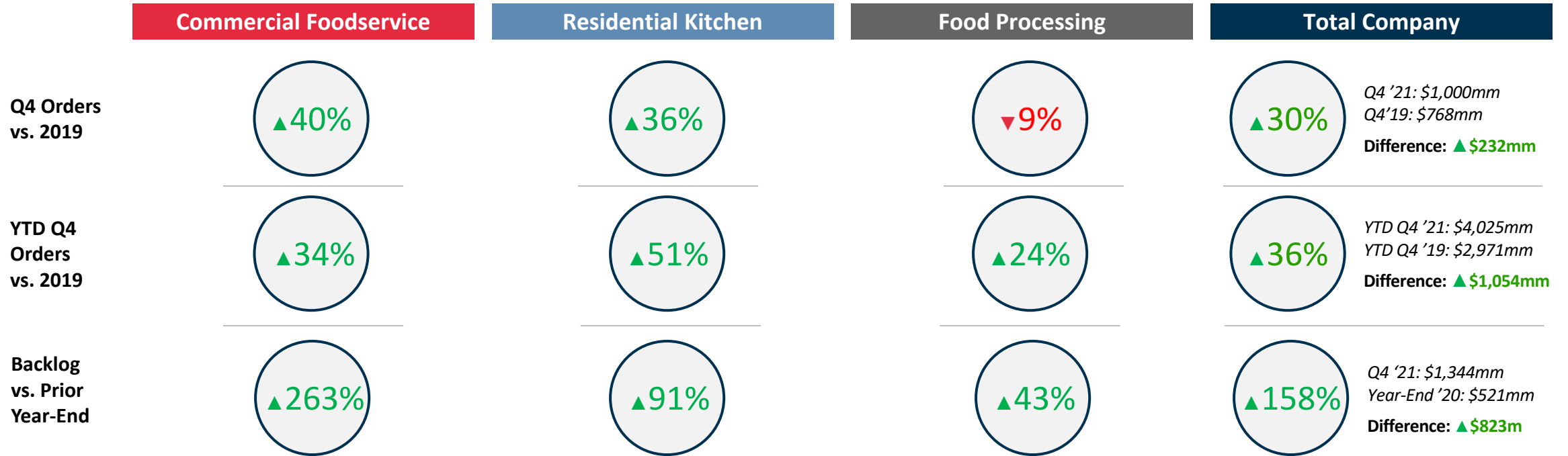
- Revenue growth domestically driven by protein products.
- Q4 backlog is up 40%+ from prior year end and is up 5%+ over Q3 '21.
- Order rates increased 5%+ over Q4' 20.
- Backlog has increased 20% in 2022.
- Demand remains strong for our latest processing technologies and automated full-line solutions in both the bakery and protein processing as our customers accelerate capital investments to provide additional capacity, enhance quality of products and address the risks of labor availability and employee safety.

Business Conditions – 2021 Order Trends



Middleby's Three Innovative Businesses

- All segments reported positive order trends year to date for 2021 as compared to amounts reported for 2019
- The order data below compares Q4 '21 to Q4 '19
- Backlog levels have positioned all the segments for growth into 2022



Backlog is up 14% from Q3 2021.

Note: Order and backlog data refers to organic figures.

Debt and Liquidity

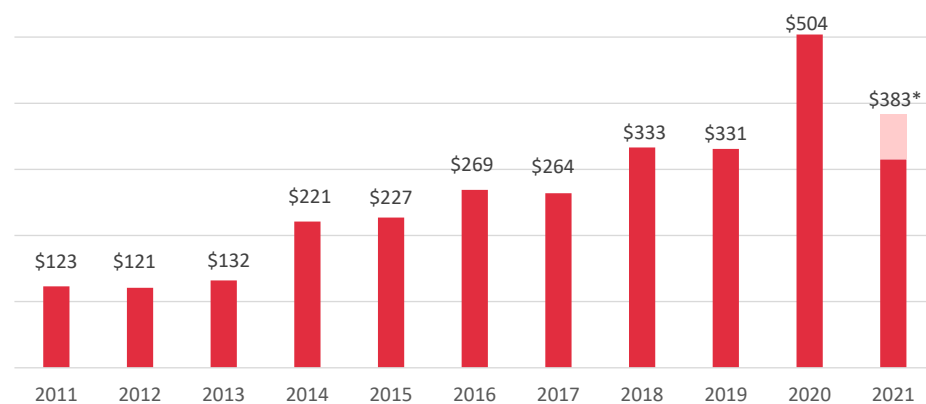


Q4 2021 LEVERAGE RATIO (IN \$000s)

Cash	\$180.4
Debt	\$2,414.3
Net Debt*	\$2,325.5
LTM EBITDA *	\$823.2
Total Leverage	2.8x
Covenant Limit	5.5x

* As defined in the credit agreement

10-YEAR FREE CASH FLOW GROWTH (in 000s)



*Proforma Free Cash Flow is \$315 million, excluding the termination fee received, net of taxes and deal costs of approximately \$68 million.

LIQUIDITY COMMENTARY

- Q4 Highlights
 - Used \$575 million to fund acquisitions
 - Operating cash flows of \$77 million despite an increase in working capital of \$72 million due to strong demand, increasing costs and efforts to manage supply chain challenges
 - Repurchased \$27 million of common stock
 - Purchased \$55 million of additional capped calls to effectively increase the conversion price on our convertible debt to \$225 per share
- On 10/21/21, we amended our credit agreement:
 - Increased facility size from \$3.1 billion to \$4.5 billion and extended maturity to five years from amendment date
 - Facility includes \$1 billion term loan, \$2.75 billion revolver, and \$750 million delayed draw term loan (we have one year to draw)
 - Increased secured leverage covenant from 3.5x to 3.75x or 4.25x after acquisitions
- Current borrowing capacity is approximately \$2.2 billion

Strategic M&A Focus



Middleby has successfully deployed capital to acquire brands over the years which are strategically complementary to the current portfolio

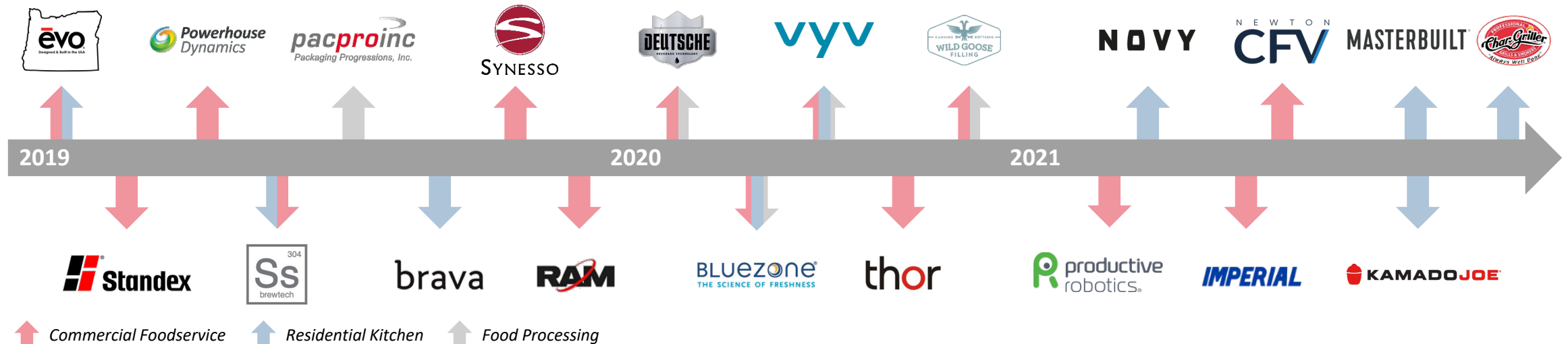
RECENT M&A ACTIVITY

- Middleby has completed 20+ transactions since the beginning of 2019, investing in key technology initiatives and trends, while enhancing the company's capabilities across all three business segments
- Many of the most recent acquisition have ongoing sales and profitability benefits yet to be realized
- Middleby is clearly positioned for additional opportunities in Commercial Foodservice, Food Processing and Residential Kitchen

Strategic Investment Themes

- *Outdoor residential equipment*
- *Beverage Platform Expansion*
- *Health and Safety*
- *International Expansion*
- *Automation, IoT and Digital Controls*
- *Ventless Cooking*

SELECT ACQUISITIONS & INVESTMENTS



Our Expanding Outdoor Residential Platform



ACQUISITIONS SUMMARY

- Acquisitions closed on December 27, 2021
- Consolidated purchase price of approximately \$570 million cash and \$2.5 million common stock issued
- Funded under Middleby's existing revolving credit facility
- Approximately \$54 million NPV tax benefits from step-up in basis
- Accretive to adjusted EPS in 2022



FINANCIAL OVERVIEW

\$400M+

2021
Net Sales

>10%

2021
EBITDA Margin

14%

Consumables &
Accessories 2021
Net Sales

27%

E-Commerce 2021
Net Sales

120

New Product Launches
since 2019

16%

International 2021
Net Sales

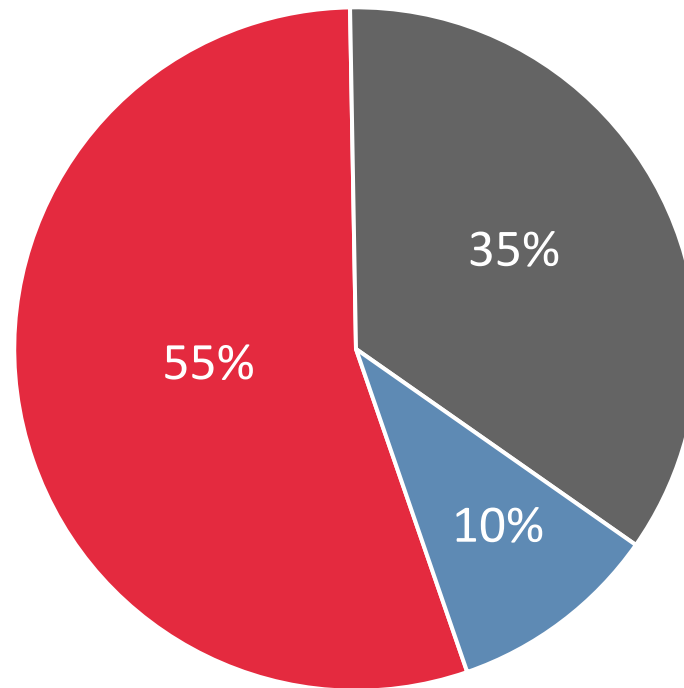
Complementary Indoor and Outdoor Residential Platforms



Middleby Residential Product Mix

Indoor Brands

- AGA
- VIKING
- U-LINE
- MARVEL
- NOVY
- LA CORNUE
- RANGEmaster
- brava



~\$1.2 Billion

Newly Acquired Outdoor Brands

- KAMADOJOE
- MASTERBUILT
- Char-Griller

Existing Outdoor Brands

- LYNX
- evo
- VIKING
- MARVEL

Positioned to Capture Favorable Trends in a Growing Market



Increasing Number of Consumers Own or Plan to Own Charcoal Outdoor Equipment
+20% More in 2021 vs. 2020



Shift in Consumer Preferences towards Alternative Fuel Types over the Last 5 Years
Charcoal +10% CAGR vs. Gas +5% CAGR



The Premium Cooking segment has Grown Faster than the Overall Market over the Last 5 Years
+20% CAGR

Fueled by Enduring Tailwinds



Spending More Time Outdoors
BBQ is the #1

Outdoor living activity in 2020



Moving to the Suburbs

91%

Suburban counties experienced net migration in 2020



Homesteading Driving Sustainable Demand

58%

Consumers will continue investing in the focal outdoor space



Increasing Adoption of the Smart Home

44%

CAGR of IoT connected devices from 2010-2020



Grilling is Here to Stay

85%

Consumers expect to grill as often or more after pandemic



Shortening Replacement Cycle

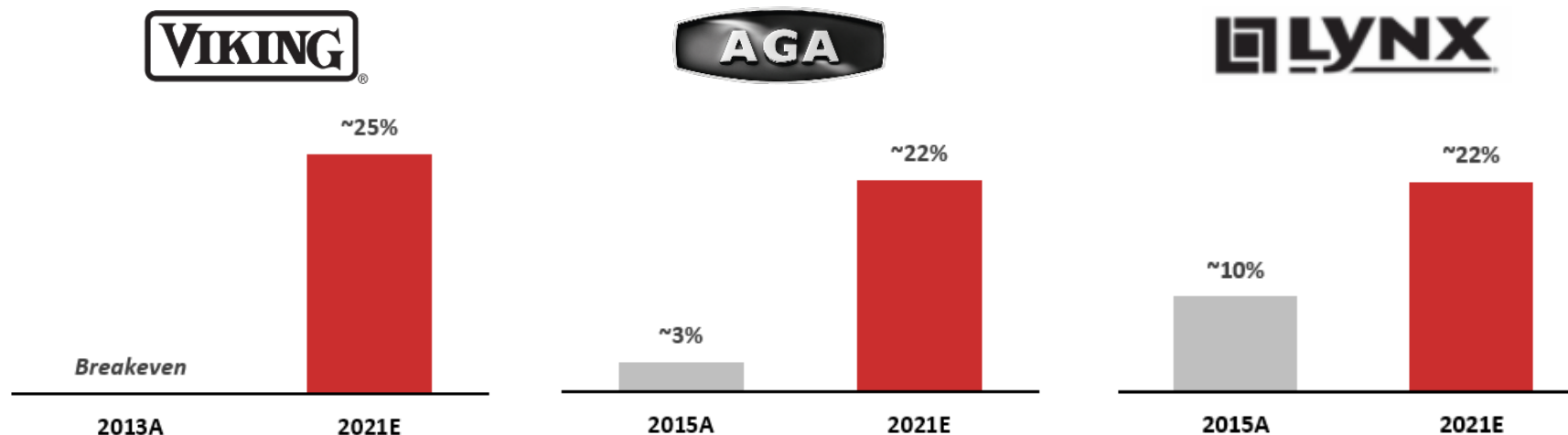
~5 years average

Upgrades range from two-ten years depending on price points

Middleby's Track Record of Expanding Residential Margins



Application of the 'Middleby Way' to EBITDA Margin Improvement

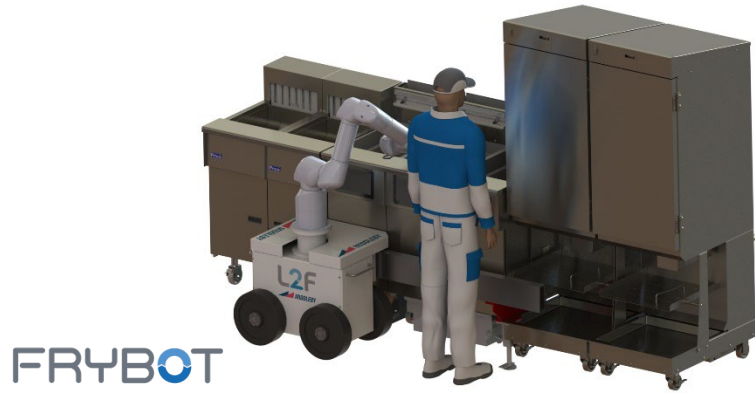


Synergies and Cost Savings Opportunities



Expected Margin Improvement through Synergies and Cost-Savings

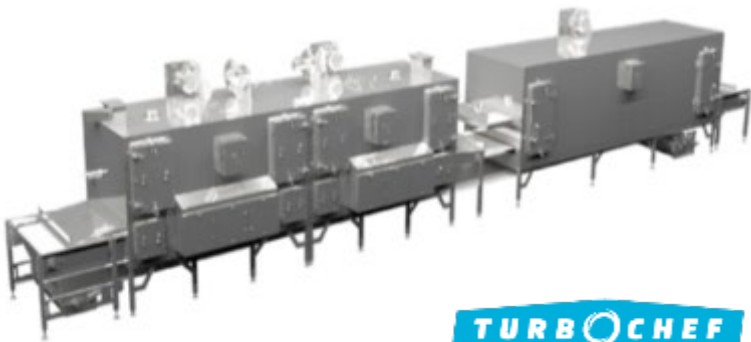
2022 New Product Highlights



FRYBOT
L2F



PLEXOR
TURBOCHEF



TURBOCHEF
ALKAR

www.middleby.com

CROWN SERIES





Ventless Variable Cooking Platform



Highlights

- 4 in 1 – Convection, microwave, radiant, and conduction
- Uniquely positioned to target emerging markets
- Cook, toast, reheat, and grill in one platform
- Compact footprint at only 16” wide
- Easy to use platform ideal for menu expansion
- Green technology with on demand cooking and standby mode providing energy savings
- No ventilation hood required

