

Investor Presentation

December 2022



latham Group

SWIM | Nasdaq Listed

Disclaimer

Forward-looking Statements

Certain statements contained in this presentation are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements are generally identified by the use of words such as "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "should," "target," "will," "would" and, in each case, their negative or other various or comparable terminology. In addition, our management may from time to time make oral forward-looking statements. All statements, other than statements of historical facts, are forward-looking statements. These forward-looking statements reflect our views with respect to future events as of the date of this presentation and are based on our management's current expectations, estimates, forecasts, projections, assumptions, beliefs and information. Although management believes that the expectations reflected in these forward-looking statements are reasonable, it can give no assurance that these expectations will prove to have been correct. All such forward-looking statements are subject to risks and uncertainties, many of which are outside of our control, and could cause future events or results to be materially different from those stated or implied in this document. It is not possible to predict or identify all such risks. These risks include, but are not limited to: secular shifts in consumer demand for swimming pools and spending on outdoor living spaces; slow pace of material conversion from concrete pools to fiberglass pools in the pool industry; general economic conditions and uncertainties affecting markets in which we operate and economic volatility that could adversely impact the Company's business, including the COVID-19 pandemic and inflation; the impact of the war between the Russian Federation and Ukraine, including the impact of sanctions imposed by Western governments; changes in access to consumer credit or increases in interest rates impacting consumers' ability to finance their purchases of pools; the impact of weather on the Company's business; the Company's ability to attract new customers and retain existing customers, including the ability to generate additional potential sales leads for our dealers and the ability to convert leads generated into ultimate sales of products to consumers; the Company's ability to sustain further growth and to manage it effectively; the ability of the Company's suppliers to continue to deliver the quantity or quality of materials sufficient to meet the Company's needs to manufacture the Company's products; the availability and cost of third-party transportation services for the Company's products and raw materials; product quality issues; the Company's ability to successfully defend litigation brought against the Company; the Company's ability to adequately obtain, maintain, protect and enforce the Company's intellectual property and proprietary rights and claims of intellectual property and proprietary right infringement, misappropriation or other violation by competitors and third parties; failure to hire and retain qualified employees and personnel; exposure to risks associated with international sales and operations, including foreign currency exchange rates, corruption and instability; security breaches, cyber-attacks and other interruptions to the Company's and the Company's third-party service providers' technological and physical infrastructures; catastrophic events, including war, terrorism and other international conflicts, public health issues or natural catastrophes and accidents; risk of increased regulation of the Company's operations, particularly related to environmental laws; fluctuations in our operating results; inability to compete successfully against current and future competitors; inability to achieve projected savings from our cost reduction initiatives; and other risks, uncertainties and factors described under the section titled "Risk Factors" in our Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and other filings filed with the U.S. Securities and Exchange Commission (the "SEC") by the Company, as well as other filings that the Company will make, or has made, with the SEC. These factors should not be construed as exhaustive and should be read in conjunction with the other cautionary statements that are included in this presentation and in other filings. We expressly disclaim any obligation to update or review publicly any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable law.

Non-GAAP Financial Measures

We track our non-GAAP financial measures to monitor and manage our underlying financial performance. This presentation includes the presentation of Adjusted EBITDA and Adjusted EBITDA margin, which are non-GAAP financial measures that exclude the impact of certain costs, losses and gains that are required to be included in our profit and loss measures under GAAP. Although we believe these measures are useful to investors and analysts for the same reasons it is useful to management, as discussed below, these measures are neither a substitute for, nor superior to, U.S. GAAP financial measures or disclosures. Other companies may calculate similarly-titled non-GAAP measures differently, limiting their usefulness as comparative measures. We have reconciled Adjusted EBITDA and Adjusted EBITDA margin to the applicable most comparable GAAP measures, net income (loss) and net income (loss) margin, respectively, in the Appendix to this presentation.

Adjusted EBITDA and Adjusted EBITDA margin are key metrics used by management and our board of directors to assess our financial performance. Adjusted EBITDA and Adjusted EBITDA margin are also frequently used by analysts, investors and other interested parties to evaluate companies in our industry, when considered alongside other GAAP measures. We use Adjusted EBITDA and Adjusted EBITDA margin to supplement GAAP measures of performance to evaluate the effectiveness of our business strategies, to make budgeting decisions and to compare our performance against that of other companies using similar measures, and as a performance measure in certain employee incentive programs. We have presented Adjusted EBITDA and Adjusted EBITDA margin solely as supplemental disclosures because we believe they allow for a more complete analysis of results of operations and assist investors and analysts in comparing our operating performance across reporting periods on a consistent basis by excluding items that are non-cash items or which we do not believe are indicative of our core operating performance, such as (i) depreciation and amortization, (ii) interest expense, (iii) income tax (benefit) expense, (iv) loss on sale and disposal of property and equipment, (v) restructuring charges, (vi) stock-based compensation expense, (vii) unrealized (gains) losses on foreign currency transactions, (viii) strategic initiative costs, (ix) acquisition and integration related costs, (x) loss on extinguishment of debt, (xi) other, (xii) underwriting fees related to offering of common stock, (xiii) Odessa fire and (xiv) IPO costs.

Adjusted EBITDA and Adjusted EBITDA margin are non-GAAP financial measures and should not be considered as alternatives to net income (loss) and net income (loss) margin, respectively, as a measure of financial performance or any other performance measure derived in accordance with GAAP, and they should not be construed as an inference that our future results will be unaffected by unusual or non-recurring items. You are encouraged to evaluate these adjustments and the reasons we consider them appropriate for supplemental analysis. In evaluating Adjusted EBITDA and Adjusted EBITDA margin, you should be aware that in the future we may incur expenses that are the same as or similar to some of the adjustments in this presentation. There can be no assurance that we will not modify the presentation of Adjusted EBITDA and Adjusted EBITDA margin in the future, and any such modification may be material. Our presentation of Adjusted EBITDA and Adjusted EBITDA margin should not be construed to imply that our future results will be unaffected by any such adjustments. In addition, other companies, including companies in our industry, may not calculate Adjusted EBITDA and Adjusted EBITDA margin at all or may calculate Adjusted EBITDA and Adjusted EBITDA margin differently and accordingly, are not necessarily comparable to similarly entitled measures of other companies, which reduces the usefulness of Adjusted EBITDA and Adjusted EBITDA margin as tools for comparison.

Adjusted EBITDA and Adjusted EBITDA margin have their limitations as analytical tools, and you should not consider them in isolation or as a substitute for analysis of our results as reported under GAAP. Some of these limitations are that Adjusted EBITDA and Adjusted EBITDA margin:

- do not reflect every expenditure, future requirements for capital expenditures or contractual commitments;
- do not reflect changes in our working capital needs;
- do not reflect the interest expense, or the amounts necessary to service interest or principal payments, on our outstanding debt;
- do not reflect income tax (benefit) expense, and because the payment of taxes is part of our operations, tax expense is a necessary element of our costs and ability to operate;
- do not reflect non-cash stock-based compensation, which will remain a key element of our overall stock-based compensation package; and
- do not reflect the impact of earnings or charges resulting from matters we consider not to be indicative of our ongoing operations.

Although depreciation and amortization are eliminated in the calculation of Adjusted EBITDA and Adjusted EBITDA margin, the assets being depreciated and amortized will often have to be replaced in the future, and Adjusted EBITDA and Adjusted EBITDA margin do not reflect any costs of such replacements.

Latham at a Glance



The leader in every pool subcategory in which we compete



The only pool company that has established a direct relationship with the homeowner



Unique direct-to-homeowner model delivers purchase-ready leads to the largest dealer network in the world



Capitalizing on the significant material conversion opportunity with fiberglass



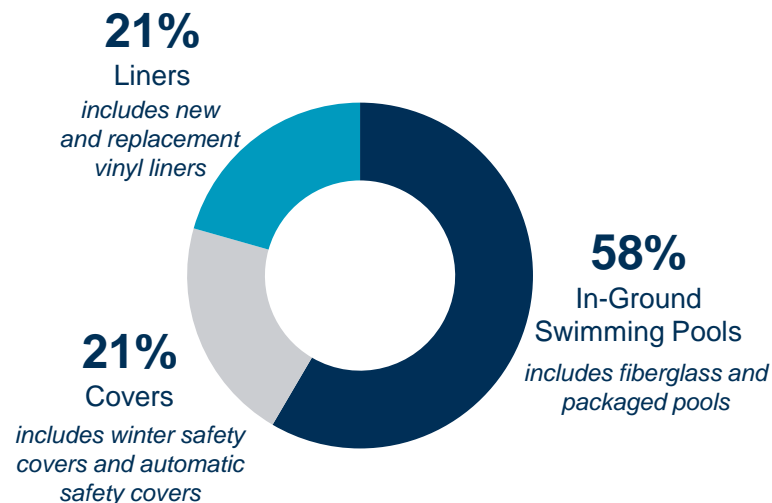
Coast-to-coast manufacturing and distribution platform consisting of 2,000+ employees across over 30 facilities



Twelve consecutive years of net sales and adjusted EBITDA growth

Balanced Portfolio Serving an Attractive Market

Net Sales by Product ⁽¹⁾



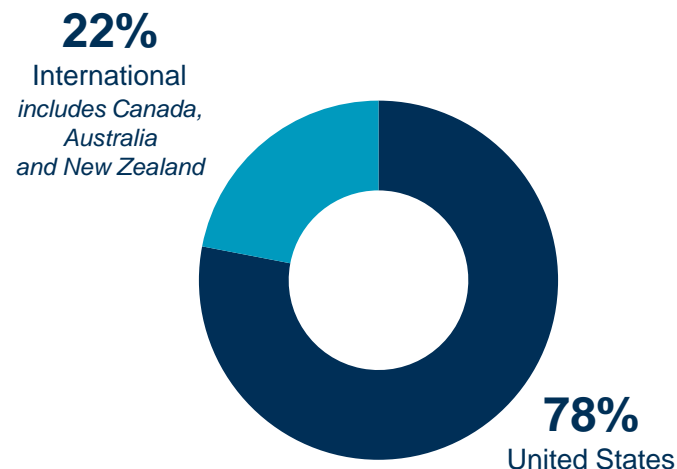
#1

Share in every subcategory in which we compete

+50%

Share of the fiberglass category ⁽³⁾

Net Sales by Geography ⁽¹⁾



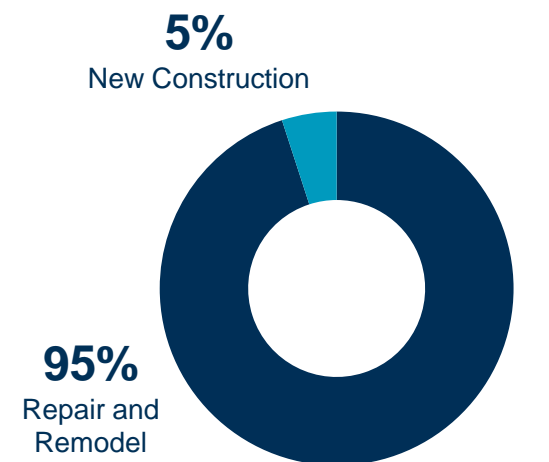
95%

Of the U.S. population can be reached in two days with our fleet

Only

Coast-to-coast manufacturer

Net Sales by End Market ⁽²⁾



2.3x

Outdoor R&R spend outpacing regular R&R spend

~180K – 200K

Vinyl liners must be replaced every year in the U.S.







Source: Management's analysis based on information from studies by a third-party research consulting firm commissioned by the Company, management's knowledge as market participants and P.K. Data.

1. Reflects FY'21 reported figures.

2. Repair and remodel defined as pools installed on existing homes built more than one year prior (based on 2020 year-end data).

3. Reflects share in North America.

Leader in Every Pool Subcategory in Which We Compete

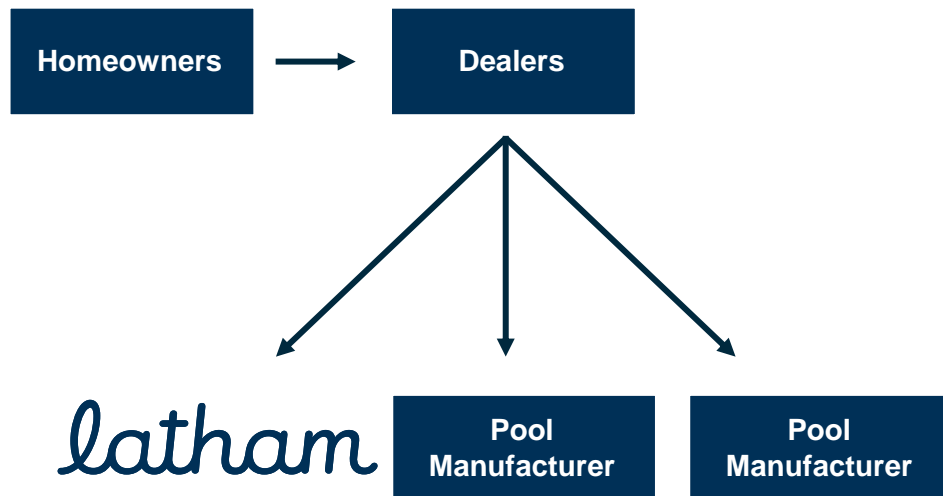
	In-Ground Swimming Pools		Liners		Covers	
Subcategory	Fiberglass	Packaged	In-ground vinyl liners	Above-ground vinyl liners	Winter safety covers	Automatic safety covers
Examples	<ul style="list-style-type: none"> • Pools • Spillover spas • Tanning ledges 	Walled Pools <ul style="list-style-type: none"> • Steel • Polymer • Insulated aluminum Steps <ul style="list-style-type: none"> • Vinyl over • Thermoformed • Fiberglass 	<ul style="list-style-type: none"> • New install • Replacement 	<ul style="list-style-type: none"> • New install • Replacement 	<ul style="list-style-type: none"> • Solid • Mesh 	<ul style="list-style-type: none"> • Automatic safety system • New and replacement automatic safety system
Primary go to market	Direct	Wholesale distribution	Wholesale distribution	Wholesale distribution	Wholesale distribution	Value-added reseller
Stocked products	No	Yes	No	Yes	No	No
Market – New custom installs or installed base (replacement)	New custom installs	New custom installs	New custom installs and installed base (replacement)	New custom installs and installed base (replacement)	Installed base (replacement)	New custom installs and installed base (replacement)
Pool type application (includes competitive pool types)	N/A	N/A	Packaged pools	Above-ground pools	<ul style="list-style-type: none"> • Fiberglass • Packaged pools • Concrete 	<ul style="list-style-type: none"> • Fiberglass • Packaged pools • Concrete
						

Transformational B2C Go-to-Market Fiberglass Strategy

Latham's unique direct-to-homeowner model provides meaningful differentiation that is being enhanced through ongoing investment

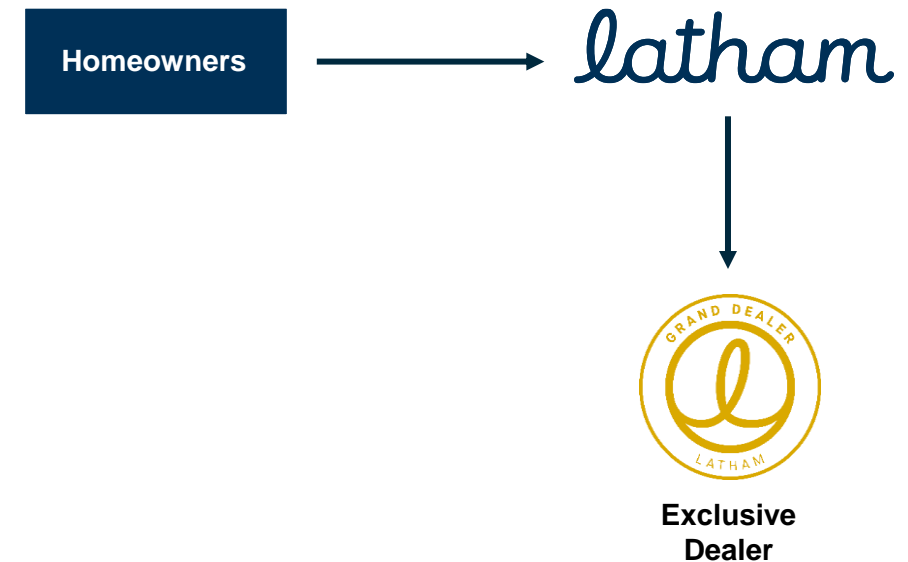
Yesterday

Homeowners relied on their local dealer to provide them information on pool manufacturers, shapes, sizes and materials and were restricted by dealer inventories



Today

Today, Latham controls the homeowner education process and has the ability to funnel purchase-ready leads to pre-qualified dealers through its website or mobile app



Significant Competitive Advantages

Latham's leading position is driven by its unparalleled geographic reach, scaled manufacturing footprint and broad offering of products

Geographic Reach

Latham's Extensive Footprint, Including Over 30 Facilities, Lowers Transportation Costs and Lead Times



With a national network, we can strategically invest in internal freight costs to meet regional fluctuations



Proximity to customers is vital; over-highway transportation costs become very expensive beyond 400–500 miles

Ability to serve 95% of the U.S. in two days



Timeliness of delivery is key, as a multi-hour miss vs. schedule can meaningfully impact profit on a project

Latham views last mile delivery as a core competency (full-time drivers, owned trucks)

Manufacturing Processes and Production Capability

Footprint Creates Competitive Advantages Due to Significant Facility Startup Costs and Time

- Sub-scale competition does not have the resources needed to effectively add capacity
 - Creating 108 fiberglass and 48 vinyl pool molds is expensive and time consuming
- Local and state air permits are integral to manufacturing fiberglass pools
 - We have secured and amended permits such that we can easily double fiberglass manufacturing capacity
 - Sub-scale competitors lack sufficient headroom on their permits to scale alongside the market
 - We manufacture all products to meet or exceed pool requirements under ICC code

Compelling Value Proposition

Scale and Access to Capital to Invest in Customers; No Other Competitor Can Provide



Latham can cost efficiently provide dealers with well-qualified leads



Localized digital marketing spend, co-branding, enhanced product literature, better in-store display samples and white-label websites



"Latham University" provides start-up training as well as continuing education on products and best practices



Business consulting teams to help dealers through challenges (e.g., Scaling from 30–50 pools a year to 75–100 pools by adding crews and following case studies)

Latham's Commitment to ESG Excellence

Sustainability

- **Our products save water and energy**

Automatic safety covers lead to ~90% reduction in water evaporation and over 50% reduction in energy usage

- **Fiberglass penetration reduces pollution**

Fiberglass growth compresses demand for cement, the third largest source of industrial pollution⁽¹⁾

- **Clean, "chemical-light" water**

Fiberglass pools decrease algae and reduce chemical needs

Engagement • Safety • Respect

- **Diversity and inclusion**

>50% of Latham workforce comprised of underrepresented minorities

- **Growing female representation**

~50% across multiple functions, and progressing in others

- **Made in America**

All of our domestically-sold products are manufactured in the USA

Social Impact

1. United States Environmental Protection Agency.

Focus on Safety

- **Our products save lives**

Automatic safety covers enforce the highest level of safety for children and pets

- **Creating and adhering to industry standards**

The design of pools plays a key role in consumer safety

- **Best-in-class workforce safety**

Longstanding commitment to ensuring a safe work environment

Inclusion • Integrity • Pride

- **Accountability**

Board-level oversight of and commitment to sustainability, social impact and strong governance

- **Separation of Chairman and CEO**

Example of commitment to best practices in corporate governance

- **Experienced perspective**

High-quality board of directors comprised of visionary leaders of branded, disruptive businesses and experienced, successful, long-term investors

Corporate Governance



Unique Long-Term Growth Formula



Leverage Leading Brand and Digital Assets

- Content-rich platform provides homeowners with education and engagement tools that help them navigate the pool buying journey and connects them with our dealer partners



Accelerate Pace of Fiberglass Material Conversion

- Scale and industry leadership allow Latham to drive material conversion through homeowner awareness of the lower cost and superior performance of fiberglass pools as well as dealer education on greater profit opportunity



Strategic Partnerships with Priority Dealers

- True business partner approach allows Latham to secure exclusivity from its dealers and take market share in the residential in-ground swimming pool industry



Strategic Acquisitions to Enhance the Latham Platform

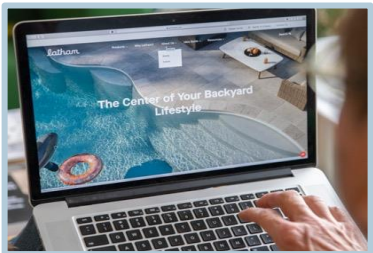
- Strategic acquisitions and partnerships to expand geographic reach, enhance the existing product portfolio and drive operational efficiencies




*Leverage Leading Brand
and Digital Assets*

Transforming the Industry Through Our Digital Strategy

SUITE OF DIGITAL ASSETS




**LAUNCHED IN 2019,
OUR NEW WEBSITE
HAS US ON TOP OF
SEARCH RESULTS**



**AR
VISUALIZER**




**LINER
VISUALIZER**



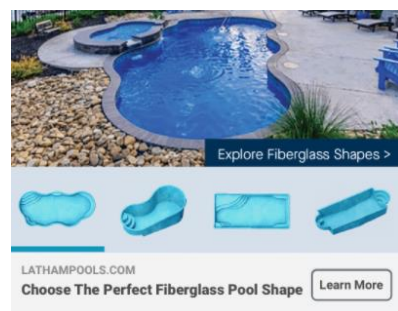
**MY
LATHAM**



**POOL COST
ESTIMATOR**


**OUR POOL-SHOPPING
APPS ARE CHANGING
THE WAY PURCHASES
ARE MADE**

LEAD ENGINE




**OUR NEW LEAD ENGINE
DROVE ~30K LEADS TO
DEALERS IN 2021**

Our unique direct-to-homeowner model and suite of digital technologies creates a superior customer experience

We have invested more in our portfolio of digital assets and capabilities than the rest of the industry, combined

Our online resources and educational tools simplify the consumer buying experience

We generate demand for our pools by providing high quality, purchase-ready consumer-lead generation for our dealers

Paid search is a lever to drive additional leads to our dealer partners



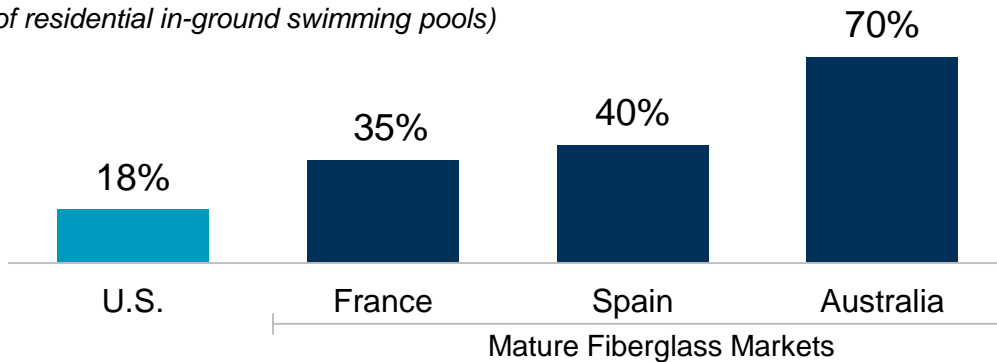
Accelerate Pace of
Fiberglass Conversion

Fiberglass: The Future of the Industry with Significant Opportunity to Accelerate Material Conversion

Long-Term Opportunity to Drive U.S. Fiberglass Growth

2020 International Fiberglass Penetration

(% of residential in-ground swimming pools)



Source: Management's analysis based on information from studies by a third-party research consulting firm in 2019-2020 commissioned by the Company, management's knowledge as market participants and P.K. Data for 2020

1

Premium quality and exceptional design

With impressive strength that outperforms concrete and our proprietary stunning finishes, our fiberglass pools are the most durable and attractive swimming pools in the market

2

Less chemicals, saltwater friendly

The smooth, non-porous finish of fiberglass eliminates the need for harsh chemicals. It also allows you to opt for an eye and skin-friendly saltwater pool without concerns of saltwater corrosion

3

Lower cost: now and for a lifetime

Fiberglass pools cost less and have lower repair expenses compared to concrete. No more worrying about cracks, tears, mold and refinishing

4

Buy today, swim tomorrow

Fiberglass pools can be installed in as little as two-to-three days, compared to up to three months for concrete pools. Rapid installation means less time managing a construction site and more time swimming

5

Built to last

Your Latham pool is guaranteed for a lifetime. Say goodbye to refinishing and resurfacing concrete pools

Fiberglass Manufacturing Update



*Accelerate Pace of
Fiberglass Conversion*

Latham continues to enhance its leadership position through capacity initiatives

Kingston, Ontario Fiberglass Manufacturing Facility

- Continued progress on Latham's largest fiberglass facility with construction progressing as planned and production expected to begin in 2023
- Facility will serve eastern half of Canada, Northeast and upper Midwest U.S.

Seminole, Oklahoma Fiberglass Manufacturing Assets

- Acquired fiberglass pool manufacturing assets to replace the lost fiberglass manufacturing capacity in Odessa, Texas
- Places production closer to strong consumer markets in the Southwest region

These two facilities enable:

- Reduced freight costs
- Tightened lead times
- Ability to tap into large markets that are ripe for fiberglass conversion, while gating capacity through strategic staffing plans to match demand



Construction of New Fiberglass Facility
in Kingston, Ontario

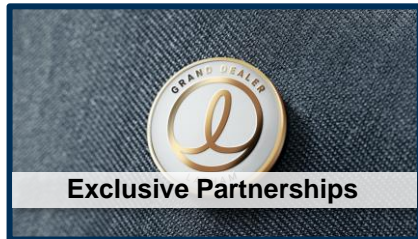


**Strategic Partnerships
with Priority Dealers**

Positioning Dealer Partners for Success

+350⁽¹⁾

Exclusive Partnerships formed Globally



Exclusive Partnerships



Lead Generation



Education On Fiberglass



Hands-On Training



Business Excellence Coaching



Installation Assistance

+20

Extensive Dealer Training Programs

Lead Generation Engine

- Latham funnels demand through its website and mobile app to deliver well-qualified leads to dealer partners
- Latham's proven lead generation engine has allowed it to secure exclusivity from the top 350+ dealers
- Latham has proven it can cost efficiently provide a greater volume of leads than its dealers can handle

Latham Dealer Partners

- "Latham Grand" dealer program allows 250+ North American dealers to benefit from access to purchase-ready leads
- Latham has transitioned its dealers away from three legacy sub-brand affiliations
- Exclusive supply agreements with top builders in the nation driving fiberglass conversion from gunite
- Continue to rollout new partnerships in under-served markets, focused on accelerating the fiberglass conversion story

Training Resources Provided

- Latham University provides hands-on installation training for dealer partners
 - Latham's dealer partners discover firsthand the benefits of fiberglass pools
 - Latham operates a dedicated facility in Florida that offers specialized in-person training
- Latham's "business excellence" coaches help dealers scale by adding crews

1. Includes dealers in the U.S., C.A., Australia and New Zealand.

Latham provides high quality leads, hands-on training and business excellence coaching for its dealer partners

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Execute and Integrate Strategic Acquisitions



Strategic Acquisitions to
Enhance Latham Platform

Latham has a history of successful M&A integration and has ample opportunity for additional add-ons given industry fragmentation

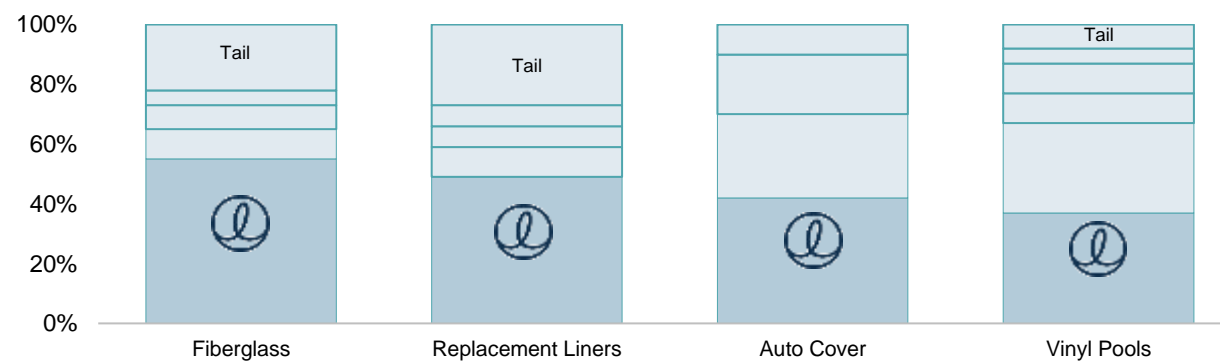
A Clear M&A Framework...



...with a Successful Track Record of M&A...



...in a Fragmented Industry



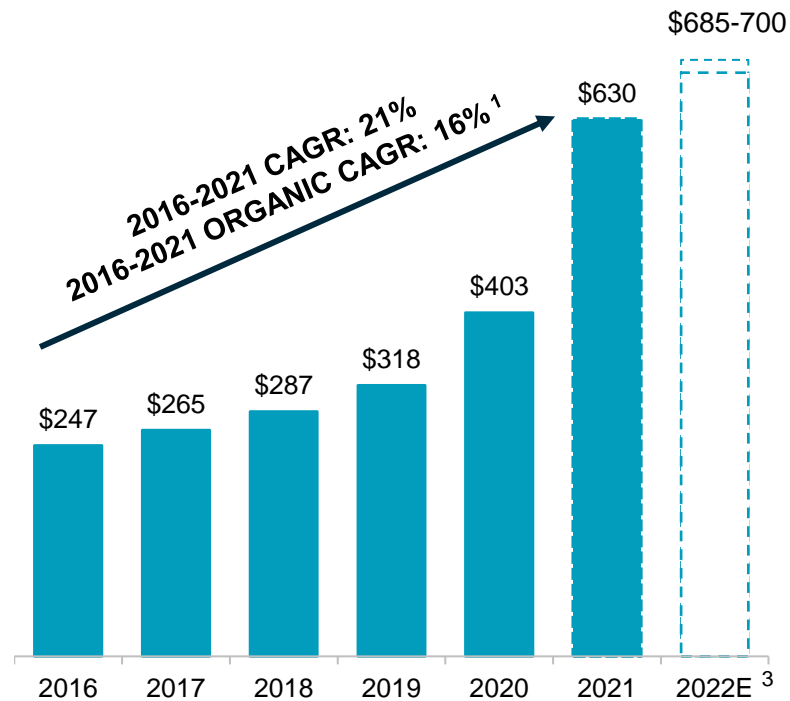
Source: Management estimates

Latham is Driving Continued Growth

Our fiberglass pool sales have outpaced the overall markets' sales from 2016 – 2021

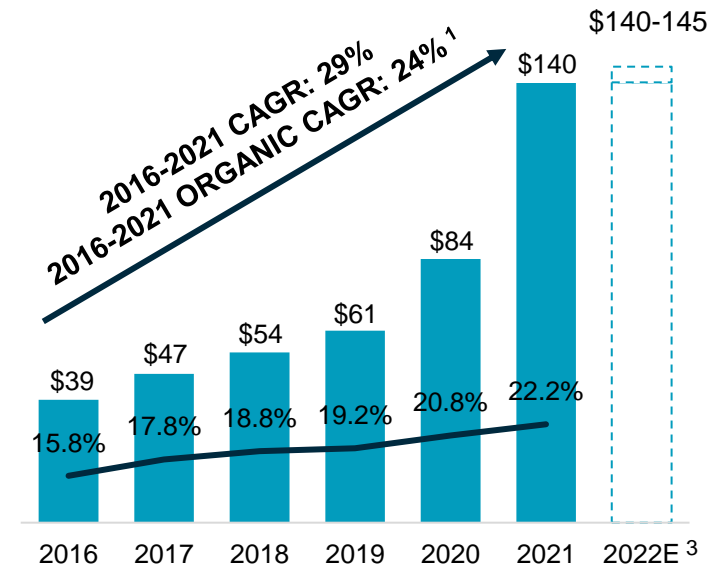
Net Sales

(\$ in millions)



Adj. EBITDA and Adj. EBITDA Margin²

(\$ in millions)



Note: Net Sales and Adjusted EBITDA reflect reported figures.

1. Reflects organic figures, excluding the impact of Narellan, GLI and Radiant.

2. See Appendix for the reconciliation of Adjusted EBITDA and Adjusted EBITDA Margin to net income (loss) and net income (loss) margin, respectively. Adjusted EBITDA margin is Adjusted EBITDA divided by net sales.

3. Represents guidance given by the Company as of November 10, 2022. These are forward-looking statements. See "Forward-looking statements" on page 2 of this presentation. A reconciliation of Latham's projected Adjusted EBITDA to net income is not available due to uncertainty related to our future income tax expense.

Disciplined Approach to Capital Allocation with a Focus on Organic Growth Investments

Reinvesting in the Business

- Invest in organic growth opportunities that generate significant returns and value creation
- Focus on fiberglass production / delivery equipment and new fiberglass molds as demand for fiberglass pools began to outstrip supply

Investing in Inorganic Growth

- Strong history of successful M&A integration
- Ample opportunity for additional add-ons given industry fragmentation

Paying Down Debt

- As of October 1, 2022, we had cash and cash equivalents of \$31 million and total debt of \$313 million
- Net debt leverage ratio was 1.7x at end of Q3 2022¹

Returning Capital to Shareholders

- On May 10, 2022, the Company approved a stock repurchase program, which authorized the repurchase of up to \$100 million of its shares of Common Stock over the next 3 years
- With wealth of accretive investment opportunities – unlikely to pay dividends in the medium term

1. Calculated by net debt divided by LTM Adjusted EBITDA for the four fiscal quarters ended October 1, 2022.

Capital Structure Summary

Latham is a strong cash flow generator with a history of deleveraging the balance sheet, and we expect that trend to continue through net sales and cash flow growth

CAPITALIZATION SUMMARY

(\$ IN MILLIONS)

	As of December 31, 2021	As of October 1, 2022
CASH	\$44	\$31
AMENDED TERM LOAN	\$280	-
NEW TERM LOAN	-	\$313
REVOLVING CREDIT FACILITY ⁽¹⁾	-	-
NEW REVOLVING CREDIT FACILITY ⁽²⁾	-	-
TOTAL DEBT	\$280	\$313
NET DEBT ⁽³⁾	\$236	\$282
LTM ADJ. EBITDA ⁽⁴⁾	\$140	\$166
CREDIT LEVERAGE		
TOTAL DEBT / LTM ADJ. EBITDA	2.0x	1.9x
NET DEBT / LTM ADJ. EBITDA	1.7x	1.7x

1. As of December 31, 2021, no amount was drawn, and we had \$30.0 million of availability under the Revolving Credit Facility.

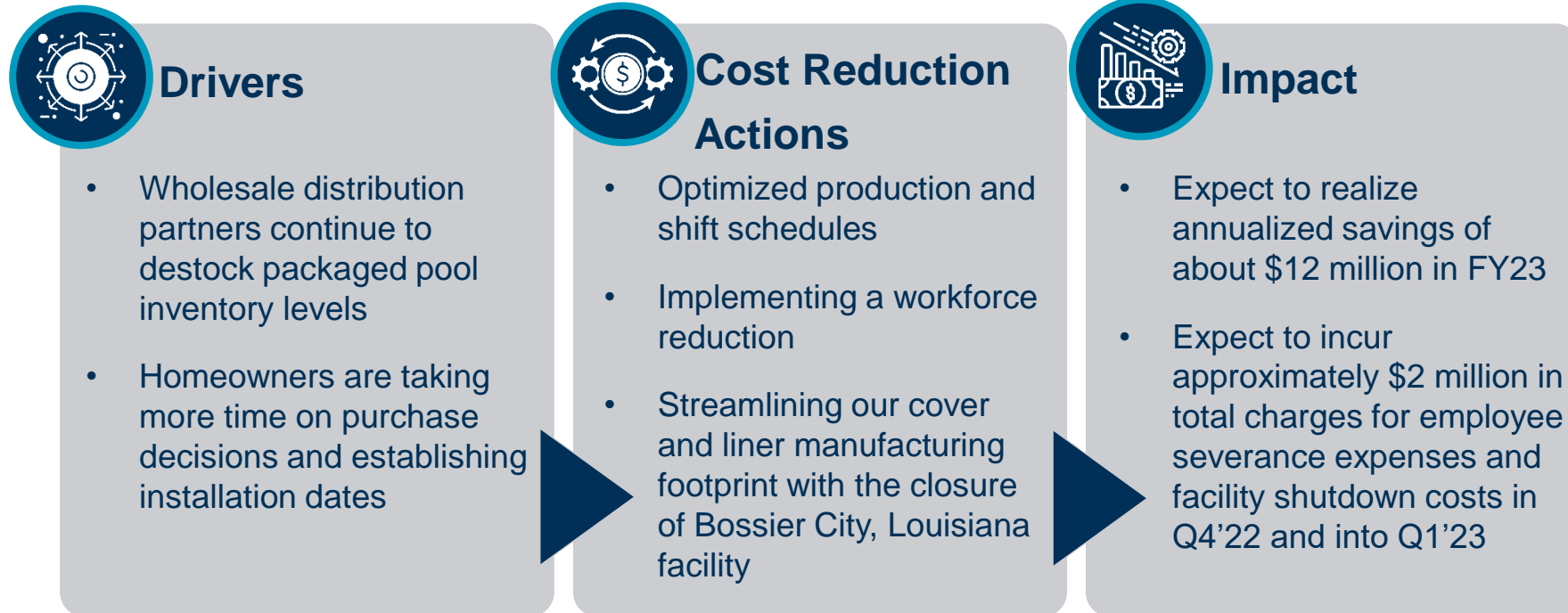
2. As of October 1, 2022, no amount was drawn, and we had \$75.0 million of availability under the New Revolving Credit Facility.

3. Calculated by subtracting cash from total debt.

4. LTM Adjusted EBITDA is the sum of the Company's Adjusted EBITDA for the four fiscal quarters ended October 1, 2022 and December 31, 2021, respectively. See Appendix for the reconciliation of Adjusted EBITDA to net income (loss).

Deliberate Actions to Navigate Current Market Conditions

Latham's continuous improvement culture coupled with the recent cost reduction actions strengthen our ability to navigate the challenging market environment while still prioritizing our growth strategy



Financial Outlook

FISCAL 2022 OUTLOOK¹

Net Sales

~\$685 million to \$700 million

Adjusted EBITDA

~\$140 million to \$145 million

Capital Expenditures

~\$40 million to \$45 million

Key Drivers:

- Continued volume declines in packaged pools as wholesalers destock existing inventory
- Softer demand for pools as macroeconomic environment drives some delayed consumer purchase decisions
- Ongoing execution of strategic initiatives
 - Drive the material conversion to fiberglass
 - Leverage our unique direct-to-consumer digital strategies

Note:

1. Represents guidance given by the Company as of November 10, 2022. These are forward-looking statements. See "Forward-looking statements" on page 2 of this presentation. A reconciliation of Latham's projected Adjusted EBITDA to net income is not available due to uncertainty related to our future income tax expense.
2. These are goals/targets and are not projections. These are forward-looking statements, which are subject to significant business, economic, regulatory and competitive uncertainties and contingencies, many of which are beyond the control of the Company and its management and are based upon assumptions with respect to future decisions, which are subject to change. Actual results will vary and those variations may be material. Nothing in this presentation should be regarded as a representation by any person that these goals/targets will be achieved. See "Forward-looking statements" on page 2 of this presentation.

THREE-TO-FIVE YEAR TARGETS²

Net Sales Growth

10% to 12%

Adjusted EBITDA Growth

12% to 15%

Adjusted EBITDA Margin

+500 bps

Key Drivers:

- Our consumer-driven strategy, as evidenced by our proven ability to generate sales qualified leads
- Material conversion from concrete to manufactured pools, particularly fiberglass
- Latham's capacity investments
- Our disciplined approach to price and cost management

Latham: A Compelling Growth Story



Serving a large and attractive market benefitting from material conversion



The leading consumer brand in the residential pool market



Unique direct-to-homeowner model driving business for our dealer partners



Broadest portfolio of branded products known for quality, durability and aesthetics



Broad reach, regulatory expertise and technological capabilities create significant competitive advantages



Multiple levers to continue to drive growth across our platform



Visionary management team with proven track record of execution

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Appendix

Non-GAAP Reconciliations

ADJUSTED EBITDA RECONCILIATION

(in thousands)

	Predecessor			Successor		
	Fiscal Year Ended December 31,		Period of January 1, 2018 through December 18,	Period of December 19, 2018 through December 31,	Fiscal Year Ended December 31,	
	2016	2017	2018	2018	2019	2020
Net income (loss)	\$ 2,900	\$35,236	\$1,889	\$ (5,032)	\$7,457	\$15,983
Depreciation and amortization	14,162	14,587	14,767	1,228	21,659	25,365
Interest expense	14,550	14,143	11,116	664	22,639	18,251
Income tax expense (benefit)	5,720	(13,516)	4,229	(981)	(4,671)	6,776
Loss (gain) on sale and disposal of property and equipment	233	(204)	914	34	680	332
Restructuring charges ⁽¹⁾	609	176	1,271	47	980	1,265
Management fees ⁽²⁾	500	500	482	18	500	-
Stock-based compensation expense ⁽³⁾	9	9	(18)	-	808	1,827
Unrealized (gains) losses on foreign currency transactions ⁽⁴⁾	47	(1,596)	2,312	85	(300)	(1,111)
Strategic initiative costs ⁽⁵⁾	-	-	-	-	964	6,264
Acquisition and integration related costs ⁽⁶⁾	592	239	19,135	707	3,612	5,497
Other ⁽⁷⁾	(259)	(2,322)	1,227	45	6,722	1,656
IPO costs ⁽⁸⁾	-	-	-	-	-	1,731
Adjusted EBITDA	\$39,063	\$47,252	\$57,324	\$ (3,185)	\$61,050	\$83,836
Adjusted EBITDA margin	15.8%	17.8%	20.1%	NM	19.2%	20.8%

(1) Represents the cost of shutting down production and warehouse facilities in New Market, New Hampshire, Decatur, Georgia, Oregon City, Oregon, and Mississauga, Ontario, Canada, including the cost to transfer and dispose of property and equipment and involuntary workforce reductions. Also includes severance and other costs for our executive management changes.

(2) Represents management fees paid to our Principal Stockholders in accordance with our expense reimbursement arrangement, which terminated as of the effective date of our IPO.

(3) Represents non-cash stock-based compensation expense.

(4) Represents foreign currency transaction (gains) and losses associated with our international subsidiaries and changes in the fair value of the contingent consideration recorded in connection with the acquisition of Narellan, which was settled in September 2020.

(5) Represents fees paid to external consultants for our strategic initiatives, including our rebranding initiative.

(6) Represents acquisition and integration costs primarily related to the acquisition of Narellan, the acquisition of GLI, the equity investment in Premier Pools & Spas, as well as other costs related to a transaction that was abandoned.

(7) Other costs consist of other discrete items as determined by management, including: (i) fees paid to external consultants for tax restructuring, (ii) the cost for legal defense of a specified matter, (iii) the cost incurred and insurance proceeds received related to our production facility fire in Dix, Illinois, in 2016, and our production facility fire in Picton, Australia, in 2020, (iv) temporary cleaning, equipment and salary costs incurred in response to the COVID-19 pandemic, offset by government grants received in the United States, Canada and New Zealand, (v) non-cash adjustments to record the step-up in the fair value of inventory related to the Acquisition, the acquisition of Narellan and the acquisition of GLI, which are amortized through cost of sales in the annual consolidated and in the interim condensed consolidated statements of operations, (vi) non-cash adjustments related to our frozen defined benefit pension plans, which were terminated in 2020, and (vii) other items.

(8) Represents items management believes are not indicative of ongoing operating performance. These expenses are primarily composed of legal, accounting and professional fees incurred in connection with the IPO that are not capitalizable, which are included within selling, general and administrative expense.

Non-GAAP Reconciliations

(in thousands)

	Fiscal Year Ended	
	December 31, 2021	December 31, 2020
Net (loss) income	\$ (62,348)	\$ 15,983
Depreciation and amortization	32,230	25,365
Interest expense	24,433	18,251
Income tax (benefit) expense	8,818	6,776
Loss on sale and disposal of property and equipment	275	332
Restructuring charges ⁽¹⁾	906	1,265
Stock-based compensation ⁽²⁾	128,775	1,827
Unrealized (gains) losses on foreign currency transactions ⁽³⁾	1,151	(1,111)
Strategic initiative costs ⁽⁴⁾	2,531	6,264
Acquisition and integration related costs ⁽⁵⁾	3,576	5,497
Other ⁽⁶⁾	(4,484)	1,656
IPO costs ⁽⁷⁾	3,956	1,731
Adjusted EBITDA	\$ 139,819	\$ 83,836
Net sales	630,456	403,389
Net (loss) income margin	(9.9%)	4.0%
Adjusted EBITDA margin	22.2%	20.8%

(1) Represents severance and other costs for our executive management changes.

(2) Represents non-cash stock-based compensation expense.

(3) Represents foreign currency transaction (gains) and losses associated with our international subsidiaries and changes in the fair value of the contingent consideration recorded in connection with the acquisition of Narellan Group Pty Limited and its subsidiaries, which was settled in September 2020.

(4) Represents fees paid to external consultants for our strategic initiatives.

(5) Represents acquisition and integration costs primarily related to the acquisitions of GLI and Radiant, the equity investment in Premier Pools & Spas, as well as other costs related to potential transactions.

(6) Other costs consist of other discrete items as determined by management, primarily including (i) fees paid to external advisors for various matters, (ii) the cost incurred and insurance proceeds related to our production facility fire in Picton, Australia in 2020, (iii) non-cash adjustments to record the step-up in the fair value of inventory related to the Acquisition and, the acquisitions of GLI and Radiant, which are amortized through cost of sales, (iv) gain on sale of portion of equity method investment, and (v) other items.

(7) These expenses are primarily composed of legal, accounting and professional fees incurred in connection with the IPO that are not capitalizable, which are included within selling, general and administrative expense.

Non-GAAP Reconciliations

(in thousands)

	Fiscal Quarter Ended		Three Fiscal Quarters Ended	
	October 1, 2022	October 2, 2021	October 1, 2022	October 2, 2021
Net income (loss)	\$ 11,876	\$ (11,296)	\$ 13,339	\$ (56,361)
Depreciation and amortization	9,560	8,019	28,834	23,689
Interest expense	4,264	4,271	9,193	20,843
Income tax (benefit) expense	9,109	7,807	25,399	15,908
Loss on sale and disposal of property and equipment	22	38	146	225
Restructuring charges ⁽¹⁾	287	376	406	783
Stock-based compensation ⁽²⁾	7,061	27,603	40,415	104,578
Unrealized (gains) losses on foreign currency transactions ⁽³⁾	1,103	1,740	2,817	948
Strategic initiative costs ⁽⁴⁾	532	778	3,019	1,154
Acquisition and integration related costs ⁽⁵⁾	—	306	257	378
Loss on extinguishment of debt ⁽⁶⁾	—	—	3,465	—
Other ⁽⁷⁾	(39)	(3,535)	140	(3,626)
Underwriting fees related to offering of common stock ⁽⁸⁾	—	—	11,437	—
Odessa fire ⁽⁹⁾	(1,523)	—	—	—
IPO Costs ⁽¹⁰⁾	—	—	—	3,956
Adjusted EBITDA	\$ 42,252	\$ 36,107	\$ 138,867	\$ 112,475
Net sales	\$189,398	\$ 161,957	\$ 587,812	\$ 491,592
Net income (loss) margin	6.3%	(7.0%)	2.3%	(11.5%)
Adjusted EBITDA Margin	22.3%	22.3%	23.6%	22.9%

(1) Represents severance and other costs for our executive management changes.

(2) Represents non-cash stock-based compensation expense.

(3) Represents unrealized foreign currency transaction losses associated with our international subsidiaries.

(4) Represents fees paid to external consultants for our strategic initiatives.

(5) Represents acquisition and integration costs primarily related to the acquisition of Radiant, the equity investment in Premier Pools & Spas, as well as other costs related to potential transactions.

(6) Represents the loss on extinguishment of debt in connection with our Refinancing (as defined below).

(7) Other costs consist of other discrete items as determined by management, primarily including (i) fees paid to external advisors for various matters, (ii) non-cash adjustments to record the step-up in the fair value of inventory related to the acquisitions of GL International, LLC and Radiant, which are amortized through cost of sales in the condensed consolidated statements of operations, (iii) gain on sale of equity method investment, and (iv) other items.

(8) Represents underwriting fees related to our offering of common stock that was completed in January 2022.

(9) Represents costs incurred and insurance recoveries related to a production facility fire in Odessa, Texas.

(10) These expenses are primarily composed of legal, accounting and professional fees incurred in connection with our initial public offering that are not capitalizable, which are included within selling, general and administrative expense.