



Fourth Quarter & Year End Results Presentation

JULY 31, 2024

Legal Disclaimer

Cautionary note on forward-looking statements

Certain information included in this presentation and discussed on the conference call that this presentation accompanies is forward-looking, including within the meaning of the Private Securities Litigation Reform Act of 1995, and involves risks, assumptions and uncertainties that could cause actual results to differ materially from those expressed or implied by forward-looking statements. Forward-looking statements cover all matters which are not historical facts and speak only as of the date on which they are made. Forward-looking statements can be identified by the use of forward-looking terminology, including terms such as "believes," "estimates," "anticipates," "expects," "forecasts," "guidance," "intends," "continues," "plans," "projects," "goal," "target," "aim," "may," "will," "would," "could" or "should" or, in each case, their negative or other variations or comparable terminology and other similar references to future periods. Examples of forward-looking statements include, among others: statements or guidance regarding or relating to our future financial position, results of operations and growth, projected interest in and ownership of our common stock by investors including as a result of being domiciled in the U.S. and inclusion in North American market indices, plans and objectives for the future including our capabilities and priorities, risks associated with changes in global and regional economic, market and political conditions, ability to manage supply chain challenges, ability to manage the impact of product price fluctuations, our financial condition and liquidity, legal or regulatory changes and other statements concerning the success of our business and strategies. Many factors could affect our actual financial results or results of operations and could cause actual results to differ materially from those contained in such forward-looking statements, including but not limited to: weakness in the economy, market trends, uncertainty and other conditions in the markets in which we operate, and other factors beyond our control, including disruption in the financial markets and any macroeconomic or other consequences of political unrest, disputes or war; failure to rapidly identify or effectively respond to direct and/or end customers' wants, expectations or trends, including costs and potential problems associated with new or upgraded information technology systems or our ability to timely deploy new omni-channel capabilities; decreased demand for our products as a result of operating in highly competitive industries and the impact of declines in the residential and non-residential markets; changes in competition, including as a result of market consolidation or competitors responding more quickly to emerging technologies (such as generative artificial intelligence ("AI")); failure of a key information technology system or process as well as exposure to fraud or theft resulting from payment-related risks; privacy and protection of sensitive data failures, including failures due to data corruption, cybersecurity incidents or network security breaches; ineffectiveness of or disruption in our domestic or international supply chain or our fulfillment network, including delays in inventory availability at our distribution facilities and branches, increased delivery costs or lack of availability; failure to effectively manage and protect our facilities and inventory or to prevent personal injury to customers, suppliers or associates, including as a result of workplace violence; unsuccessful execution of our operational strategies; failure to attract, retain and motivate key associates; exposure of associates, contractors, customers, suppliers and other individuals to health and safety risks; risks associated with acquisitions, partnerships, joint ventures and other business combinations, dispositions or strategic transactions; regulatory, product liability and reputational risks and the failure to achieve and maintain a high level of product and service quality or comply with responsible sourcing standards; inability to renew leases on favorable terms or at all, as well as any remaining obligations under a lease when we close a facility; changes in, interpretations of, or compliance with tax laws; our indebtedness and changes in our credit ratings and outlook; fluctuations in product prices (e.g., commodity-priced materials, inflation/deflation) and foreign currency; funding risks related to our defined benefit pension plans; legal proceedings in the course of our business as well as failure to comply with domestic and foreign laws, regulations and standards, as those laws, regulations and standards or interpretations and enforcement thereof may change, or the occurrence of unforeseen developments such as litigation, investigations, governmental proceedings or enforcement actions; our failure to comply with the obligations associated with being a public company listed on the New York Stock Exchange and London Stock Exchange and the costs associated therewith; the costs and risk exposure relating to environmental, social and governance matters, including sustainability issues, regulatory or legal requirements, and disparate stakeholder expectations; adverse impacts caused by a public health crisis; and other risks and uncertainties set forth under the heading "Risk Factors" in the Annual Report on Form 10-K for the fiscal year ended July 31, 2023 filed by Ferguson plc with the Securities and Exchange Commission ("SEC") on September 26, 2023, in the Quarterly Report on Form 10-Q filed by Ferguson plc with the SEC on June 5, 2024, and in other filings we make with the SEC in the future. Additionally, forward-looking statements regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. Other than in accordance with our legal or regulatory obligations, we undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

Non-GAAP Financial Information

This presentation contains certain financial information that is not presented in conformity with U.S. generally accepted accounting principles ("U.S. GAAP"). These non-GAAP financial measures include, but are not limited to, adjusted operating profit, adjusted operating margin, adjusted net income, adjusted earnings per share - diluted, adjusted EBITDA, adjusted effective tax rate, net debt, net debt to adjusted EBITDA ratio and free cash flow. The Company believes that these non-GAAP financial measures provide users of the Company's financial information with additional meaningful information to assist in understanding financial results and assessing the Company's performance from period to period. Management believes these measures are important indicators of operations because they exclude items that may not be indicative of our core operating results and provide a better baseline for analyzing trends in our underlying businesses, and they are consistent with how business performance is planned, reported and assessed internally by management and the Company's Board of Directors. Because non-GAAP financial measures are not standardized, it may not be possible to compare these financial measures with other companies' non-GAAP financial measures having the same or similar names. These non-GAAP financial measures should not be considered in isolation or as a substitute for results reported under U.S. GAAP. These non-GAAP financial measures reflect an additional way of viewing aspects of operations that, when viewed with U.S. GAAP results, provide a more complete understanding of the business. The Company strongly encourages investors and shareholders to review the Company's financial statements and publicly filed reports in their entirety and not to rely on any single financial measure. Except as otherwise noted, see the appendix to this presentation for more information and a reconciliation of each non-GAAP financial measure to the most comparable U.S. GAAP measure. The Company does not provide a reconciliation of forward-looking non-GAAP financial measures to the most directly comparable U.S. GAAP financial measures on a forward-looking basis because it is unable to predict with reasonable certainty or without unreasonable effort non-recurring items, such as those described in our earnings announcement, dated September 17, 2024, that may arise in the future. The variability of these items is unpredictable and may have a significant impact.

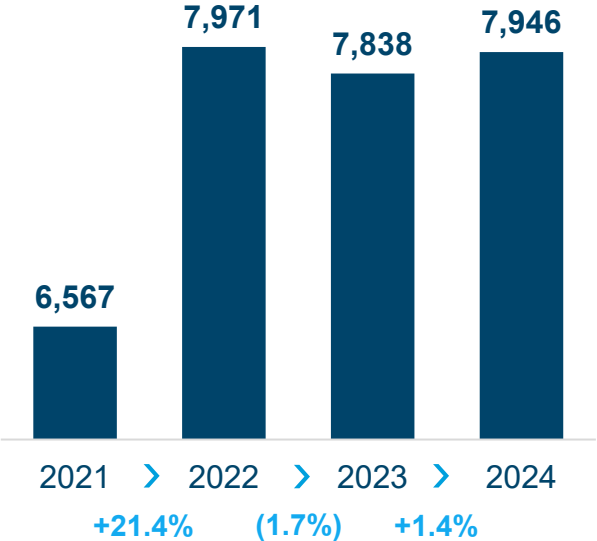
01 Highlights and introduction

Kevin Murphy, CEO

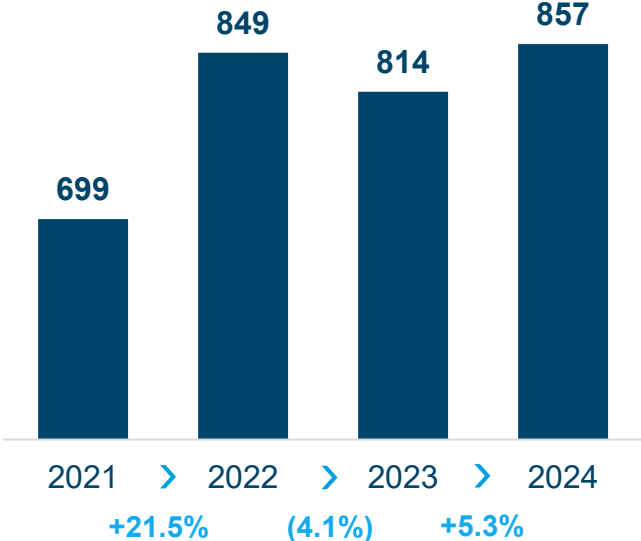


Fourth quarter financial highlights

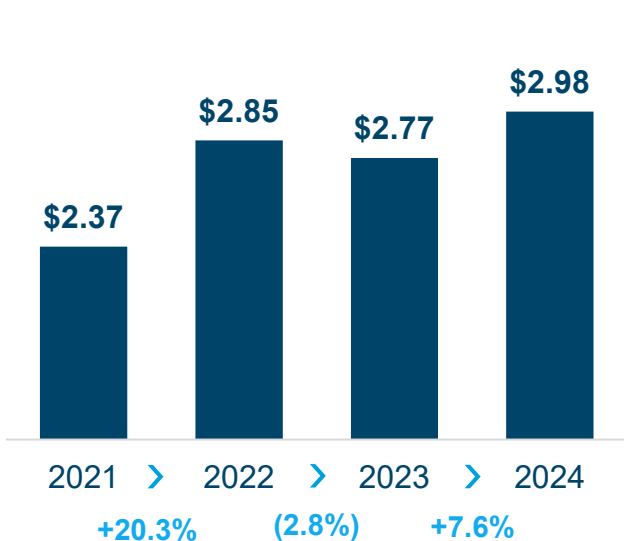
Q4 Net sales (\$m)



Q4 Adjusted operating profit* (\$m)



Q4 Adjusted EPS – diluted*



Strong fourth quarter execution

* This is a non-GAAP measure. See the appendix to this presentation for more information and a reconciliation of the non-GAAP measure to the most comparable U.S. GAAP measure.

FY2024 Financial highlights

\$29.6b

Net sales

\$2.8b

Adjusted operating profit*

9.5%

Adjusted operating margin*

\$9.69

Adjusted EPS – diluted*

\$1.9b

Operating cash flow

\$1.4b

Shareholder returns**

10

Number of acquisitions

31.1%

Return on capital employed*

Resilient results in a year of market headwinds and deflation

*This is a non-GAAP measure. See the appendix to this presentation for more information and a reconciliation of the non-GAAP measure to the most comparable U.S. GAAP measure. Adjusted operating margin is calculated as adjusted operating profit divided by net sales.

** Shareholder returns include dividends paid and shares repurchased under our share repurchase program.

Market update: Full year US end-market revenue

		FY2024	FY2024
	% of US net sales*	Estimated market decline**	Ferguson US organic revenue (decline)/growth***
Residential	51%	Approx. (7%)	(4%)
Non-residential	49%	Approx. (4%)	Flat
	100%	Approx. (6%)	(2.5%)

Continued market outperformance

* For year ended July 31, 2024.

** Derived from management estimates as of FY2024.

*** For further details regarding organic revenue, visit corporate.ferguson.com on the Investors menu page under 'Analysts and Resources'. See also slide 16 for further information on organic revenue.

Long-term track record of outperformance



From FY20 to FY24

Revenue
+49%

Adjusted operating margin
+150bps

Adjusted operating profit
+78%

Adjusted diluted EPS
+92% (from \$5.04 to \$9.69)

02 Financial Review

Bill Brundage, CFO



Fourth quarter financial highlights

\$m (except per share amounts)	Q4 2024	Q4 2023	Change
Net sales	7,946	7,838	+1.4%
Gross margin	31.0%	30.6%	+40 bps
Adjusted operating profit*	857	814	+5.3%
Adjusted operating margin*	10.8%	10.4%	+40 bps
Adjusted earnings per share – diluted*	\$2.98	\$2.77	+7.6%
Adjusted EBITDA*	906	858	+5.6%
Net debt : adjusted EBITDA*	1.1x	1.0x	

Adjusted operating profit and EPS growth outpaced sales growth

*This is a non-GAAP measure. See the appendix to this presentation for more information and a reconciliation of the non-GAAP measure to the most comparable U.S. GAAP measure. Adjusted operating margin is calculated as adjusted operating profit divided by net sales. Net debt : adjusted EBITDA is provided on a rolling 12 month basis.

Balanced approach to US end markets

	% of US net sales*	Q4 2024 US net sales growth/(decline)	Q4 2023 US net sales growth/(decline)
Residential	51%	Flat	(4%)
Non-residential	49%	+3%	+2%
Commercial	34%	+2%	+1%
Civil/Infrastructure	8%	+4%	Flat
Industrial	7%	+3%	+8%
	100%	+1.3%	(1.5%)

Non-residential outperforming residential

* Residential / Non-residential proportions derived from management estimates as of FY2024.

USA fourth quarter net sales

Customer group	% of US net sales*	Q4 2024 net sales growth/(decline)	Q4 2023 net sales growth/(decline)
Residential Trade Plumbing	17%	+1%	(11%)
HVAC	12%	+9%	+4%
Residential Building and Remodel	14%	Flat	+2%
Residential Digital Commerce	7%	(12%)	(9%)
Waterworks	22%	+5%	(1%)
Commercial / Mechanical	14%	+6%	(1%)
Fire & Fabrication, Facilities Supply and Industrial	14%	(5)%	+6%
USA	100%	1.3%	(1.5%)

* For year ended July 31, 2024.

Segment financial highlights

\$m	Q4 2024	Q4 2023	Change
Net sales			
US	7,528	7,428	+1.3%
Canada	418	410	+2.0%
Total net sales	7,946	7,838	+1.4%
Adjusted operating profit*			
US	844	804	+5.0%
Canada	22	22	Flat
Central and other costs	(9)	(12)	
Total adjusted operating profit	857	814	+5.3%

* The Company uses adjusted operating profit as a measure of segment profit under U.S. GAAP.

FY2024 Financial highlights

\$m (except per share amounts)	FY2024	FY2023	Change
Net sales	29,635	29,734	(0.3%)
Gross margin	30.5%	30.4%	+10 bps
Adjusted operating profit*	2,824	2,917	(3.2%)
Adjusted operating margin*	9.5%	9.8%	(30) bps
Adjusted earnings per share – diluted*	\$9.69	\$9.84	(1.5%)
Adjusted EBITDA*	3,015	3,105	(2.9%)

Strong execution delivers resilient full year results

* This is a non-GAAP measure. See the appendix to this presentation for more information and a reconciliation of the non-GAAP measure to the most comparable U.S. GAAP measure. Adjusted operating margin is calculated as adjusted operating profit divided by net sales. Net debt : adjusted EBITDA is provided on a rolling 12 month basis.

Cash flow – full year

\$m	FY2024	FY2023
Adjusted EBITDA*	3,015	3,105
Working capital	(339)	410
Interest and tax	(839)	(838)
Other items	36	50
Operating cash flow	1,873	2,727
Capex	(372)	(441)
Proceeds from the sale of assets	21	9
Free cash flow*	1,522	2,295

Strong cash generation

* This is a non-GAAP measure. See the appendix to this presentation for more information and a reconciliation of adjusted EBITDA to the most comparable U.S. GAAP measure. Free cash flow is calculated as net cash provided by operating activities of continuing operations less capital expenditures plus proceeds from the sale of assets and divestitures, and the reconciliation is shown above where net cash provided by operating activities of continuing operations is reflected as operating cash flow.

Capital allocation

1. Organic growth

Working capital

- Inventory position now normalized

Capex investments

- Invested **\$372m** during the fiscal year
- Supply chain network optimization
- Technology
- Branch expansion and refurbishment

2. Dividends

- Quarterly dividend of **\$0.79** per share
- Full year dividend amounts to **\$3.16**, an increase of **5%** over the prior year

3. Acquisitions

- Invested **\$260m** in 10 acquisitions during the fiscal year
- Pipeline remains healthy

4. Surplus capital returns

- **\$634m** share repurchases completed during fiscal year
- **~3.3m** shares repurchased during fiscal year
- Share repurchase program has outstanding balance of approx. **\$900m** at fiscal year end

1.1x Net debt :
adjusted EBITDA*
at July 31, 2024

1-2x
Target net leverage range

* This is a non-GAAP measure. See the appendix to this presentation for more information and a reconciliation to the most comparable U.S. GAAP measure.

Sequential performance

	FY23				FY24			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Organic revenue growth / (decline)*	+12.7%	+2.7%	(2.5%)	(5.3%)	(4.9%)	(3.7%)	(0.9%)	(0.2%)

Gradual improvement in organic trends

* Management evaluates organic revenue as it provides a consistent measure of the change in revenue year-on-year. Organic revenue growth (or decline) is determined as the growth (or decline) in total reported revenue excluding the growth (or decline) attributable to currency exchange rate fluctuations, sales days, acquisitions and disposals, divided by the preceding financial year's revenue at the current year's exchange rates.

For further details regarding organic revenue, visit corporate.ferguson.com on the Investors menu under Analysts and Resources.

FY2025 Guidance

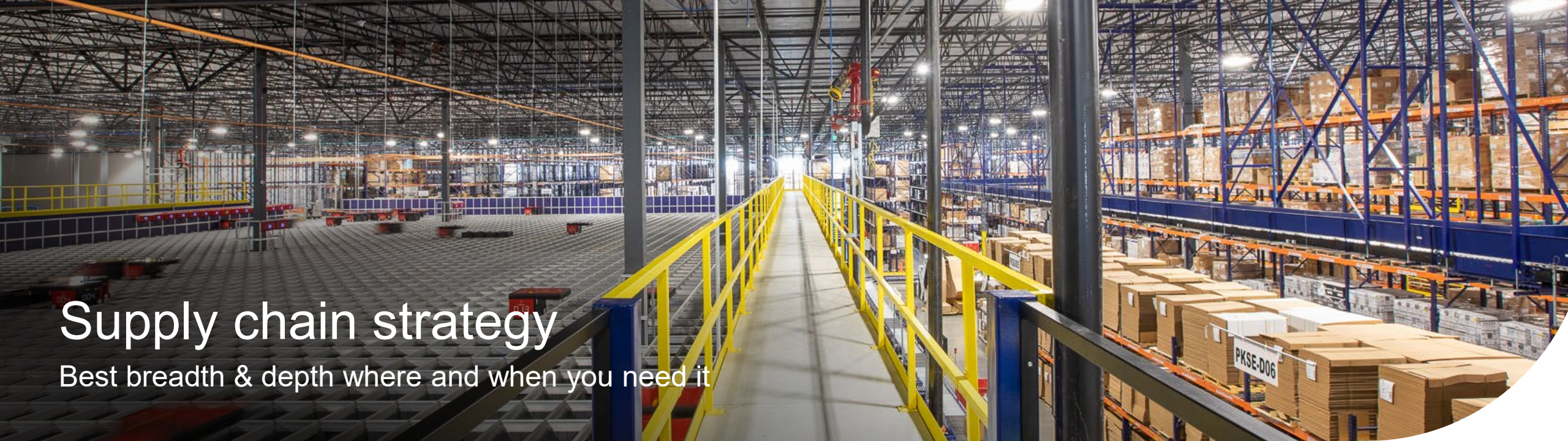
- Net sales to be low single digit growth
 - Assumes our markets are down low single digits, inclusive of pricing slightly down for the year.
 - We assume **continued Company market outperformance** and contribution from already completed acquisitions...
 - ...offset in part by one fewer sales day.
- Adjusted operating margin^{*} of **9.0% to 9.5%**
- Interest expense of **\$180 - \$200** million
- Adjusted effective tax rate^{*} of **~26%**
- Capital expenditures of **\$400 - \$450** million

* This is a non-GAAP measure. See slide 2 of this presentation for more information on forward-looking statements and non-GAAP financial information.

03 Our focus on deploying scale locally

Kevin Murphy, CEO





Supply chain strategy

Best breadth & depth where and when you need it

01

World-class supply chain

We will connect the entire supply chain from the point of manufacturing to the point of installation

02

Network optimization

We will optimize our network through a combination of expansion, automation and efficiency, bringing inventory closer to the customer for efficient same day / next day access with fully-integrated omnichannel capabilities

03

Best local service

Local relationships advantaged through seamless access to world-class global supply chain capabilities

HVAC everywhere we are Plumbing

We help the **dual-trade pro** succeed by providing convenient access to the expertise, equipment, parts and supplies for their project needs.

- Our multi-brand strategy ensures a wide selection of both plumbing and HVAC products locally.
- We remain focused on dual-trade branch conversions, geographic branch expansion and acquisitions.



Project Cost*

~\$2.5T

Addressable Market Opportunity**

~\$50B

Large capital projects

Multi-Customer Group opportunity

- Waterworks, Commercial / Mechanical, Industrial and Fire & Fabrication

Engage early to provide value to owners, general contractors, engineers and our contractor customers

Focus areas

- Data centers
- Semi-conductors & chips
- Manufacturing / warehousing
- EV & battery
- Sports & entertainment
- Biotech manufacturing

Closing remarks

Thank you to our associates.

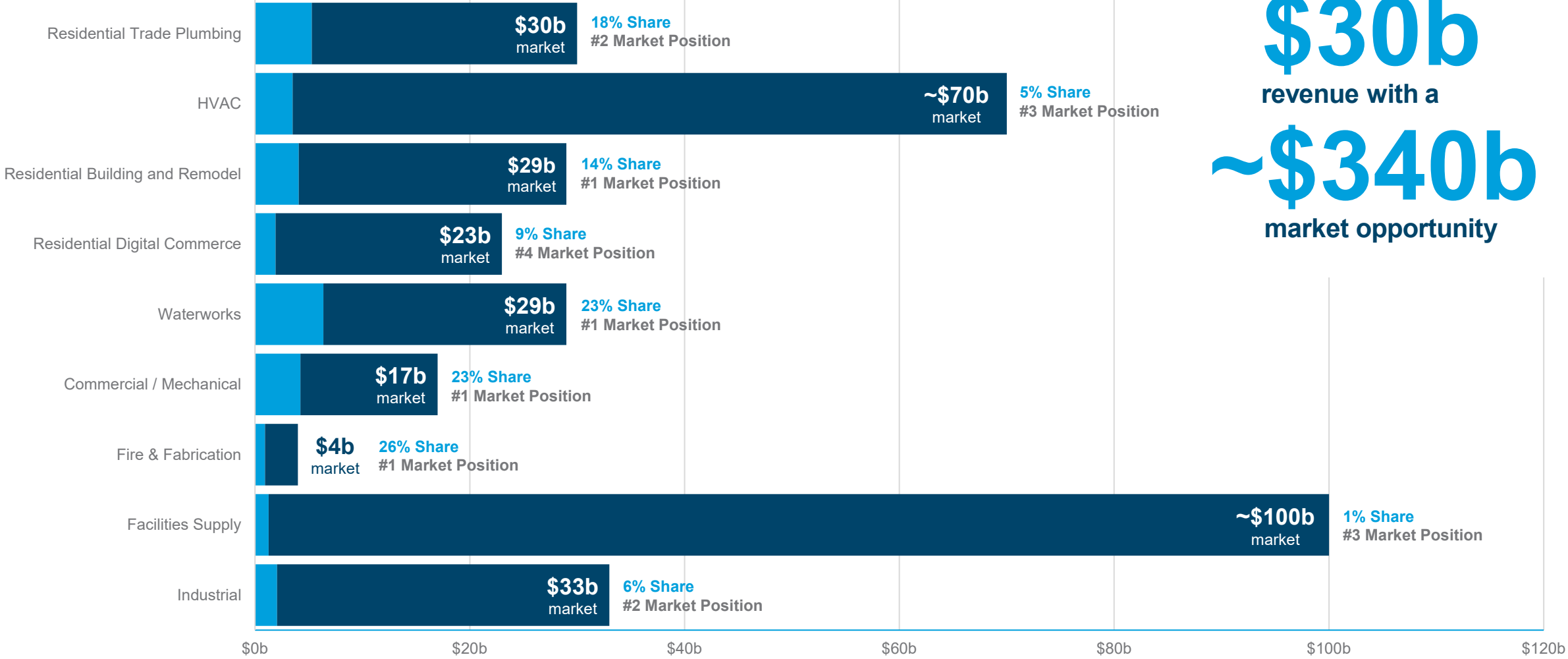
1. Continued resilient execution from our teams in serving the complex project needs of our specialist pro customers.
2. Despite market headwinds and deflation during the year, we continued to outperform our markets, returned to volume growth, expanded gross margins and delivered solid operating margin performance.
3. Our fiscal 2025 guidance reflects modest full year growth in an ongoing challenging near term market environment.
4. Strong cash flow and balance sheet positions us well for continued outperformance.
5. We will take advantage of multi-year structural tailwinds.

Join us for
Q&A



04 Appendix

Leading positions in highly fragmented North American markets



Market size, share and position are approximates derived from management estimates as of FY2024.

Reconciliation of Net Income to Adjusted Operating Profit and Adjusted EBITDA

(In millions)	Three months ended			
	July 31,			
	2024	2023	2022	2021
Net income	\$451	\$584	\$580	\$674
Loss (income), discontinued operations (net of tax)	—	—	2	(9)
Income from continuing operations	451	584	582	665
Provision for income taxes	308	146	193	(15)
Interest expense, net	47	48	40	20
Other expense (income), net	5	4	(1)	(9)
Operating profit	811	782	814	661
Business restructurings ⁽¹⁾	—	—	—	(1)
Corporate restructurings ⁽²⁾	8	—	5	9
Impairments and other charges ⁽³⁾	—	(2)	—	—
Adjusted EBIT⁽⁴⁾	819	780	819	669
Amortization of acquired intangibles	38	34	30	30
Adjusted operating profit	857	814	849	699
Depreciation and impairment of PP&E	42	37	35	33
Amortization and impairment of non-acquired intangibles	7	7	12	10
Adjusted EBITDA	<u>\$906</u>	<u>\$858</u>	<u>\$896</u>	<u>\$742</u>

1. For the three months ended July 31, 2021, business restructuring reflects the release of provisions in connection with previously anticipated COVID-19 cost actions recorded in fiscal 2020.
2. For the three months ended July 31, 2024, corporate restructuring costs related to incremental costs in connection with establishing the new corporate structure to domicile our ultimate parent company in the United States (the "Merger"). For the three months ended July 31, 2022 and 2021, corporate restructuring costs primarily related to the incremental costs of the Company's listing in the United States.
3. For the three months ended July 31, 2023, the benefit recorded in impairments and other charges related to a change in estimated impairment charges in connection with the closure of certain, smaller underperforming branches in the United States recorded in the third quarter of fiscal 2023.
4. Adjusted EBIT is defined as operating profit from continuing operations excluding certain non-recurring items (non-GAAP adjustments) and including the impact of acquisition related intangible amortization.

Reconciliation of Net Income to Adjusted Operating Profit and Adjusted EBITDA

(In millions)	Twelve months ended				
	2024	2023	July 31, 2022	2021	2020
Net income	\$1,735	\$1,889	\$2,122	\$1,472	\$961
(Income) loss, discontinued operations (net of tax)	—	—	(23)	158	12
Income from continuing operations	1,735	1,889	2,099	1,630	973
Provision for income taxes	729	575	609	232	299
Interest expense, net	179	184	111	98	93
Other expense (income), net	9	11	1	(10)	7
Operating profit	2,652	2,659	2,820	1,950	1,372
Business restructurings ⁽¹⁾	—	—	—	(11)	72
Corporate restructurings ⁽²⁾	28	—	17	22	29
Impairments and other charges ⁽³⁾	—	125	—	—	—
Adjusted EBIT⁽⁴⁾	2,680	2,784	2,837	1,961	1,473
Amortization of acquired intangibles	144	133	114	131	114
Adjusted operating profit	2,824	2,917	2,951	2,092	1,587
Depreciation and impairment of PP&E	162	148	140	130	139
Amortization and impairment of non-acquired intangibles	29	40	62	37	29
Adjusted EBITDA	\$3,015	\$3,105	\$3,153	\$2,259	\$1,755

1. For fiscal 2021, business restructuring reflects the release of provisions in connection with previously anticipated COVID-19 cost actions recorded in fiscal 2020. For fiscal 2020, business restructuring principally comprised costs incurred in the United States and Canada in respect of cost actions taken to ensure the business is appropriately sized for the post COVID-19 operating environment.
2. For fiscal 2024, corporate restructuring costs related to incremental costs in connection with the Merger. For fiscal 2022, 2021 and 2020, corporate restructuring costs primarily related to the incremental costs of the Company's listing in the United States.
3. For fiscal 2023, impairments and other charges related to the \$107 million in software impairment charges and \$18 million in charges associated with the closure of certain smaller, underperforming branches in the United States.
4. Adjusted EBIT is defined as operating profit from continuing operations excluding certain non-recurring items (non-GAAP adjustments) and including the impact of acquisition related intangible amortization.

Net Debt: Adjusted EBITDA reconciliation

Net debt comprises bank overdrafts, bank and other loans and derivative financial instruments, excluding lease liabilities, less cash and cash equivalents. Long-term debt is presented net of debt issuance costs.

(In millions)	As of July 31,	
	2024	2023
Long-term debt	\$3,774	\$3,711
Short-term debt	150	55
Bank overdrafts ⁽¹⁾	1	17
Derivative liabilities	8	18
Cash and cash equivalents	(571)	(601)
Net debt	\$3,362	\$3,200
Adjusted EBITDA	\$3,015	\$3,105
Net Debt : Adjusted EBITDA	1.1x	1.0x

(1) Bank overdrafts are included in other current liabilities in the Company's Consolidated Balance Sheet.

Return on capital employed

	As of July 31,
(In millions)	2024
Average net debt ⁽¹⁾	\$3,281
Average shareholders' equity ⁽²⁾	5,327
Average capital employed	8,608
Return on capital employed (ROCE)⁽³⁾	31.1%

1. Management employs the following averaging method: beginning balance net debt plus ending balance divided by two. See slide 28 for definition of net debt.
2. Management employs the following averaging method: GAAP total shareholders' equity beginning balance plus ending balance divided by two.
3. ROCE is calculated as adjusted EBIT divided by average capital employed. See slide 26 for the definition and a reconciliation of adjusted EBIT.

Reconciliation of Net Income to Adjusted Net Income and Adjusted EPS - Diluted

(In millions, except per share amounts)	Three months ended							
	July 31,							
	2024		2023		2022		2021	
	<i>per share⁽¹⁾</i>		<i>per share⁽¹⁾</i>		<i>per share⁽¹⁾</i>		<i>per share⁽¹⁾</i>	
Net income	\$451	\$2.23	\$584	\$2.85	\$580	\$2.72	\$674	\$3.02
Loss (income) from discontinued operations (net of tax)	—	—	—	—	2	0.01	(9)	(0.04)
Income from continuing operations	451	2.23	584	2.85	582	2.73	665	2.98
Business restructurings ⁽²⁾	—	—	—	—	—	—	(1)	—
Corporate restructurings ⁽³⁾	8	0.04	—	—	5	0.02	9	0.04
Impairments and other charges ⁽⁴⁾	—	—	(2)	(0.01)	—	—	—	—
Amortization of acquired intangibles	38	0.19	34	0.17	30	0.14	30	0.13
Discrete tax adjustments ⁽⁵⁾	114	0.56	(32)	(0.16)	—	—	(149)	(0.67)
Tax impact on non-GAAP adjustments ⁽⁶⁾	(9)	(0.04)	(16)	(0.08)	(9)	(0.04)	(25)	(0.11)
Adjusted net income	\$602	\$2.98	\$568	\$2.77	\$608	\$2.85	\$529	\$2.37
Diluted weighted average shares outstanding		202.3		205.1		213.4		223.3

1. Per share on a dilutive basis.
2. For the three months ended July 31, 2021, business restructuring reflects the release of provisions in connection with previously anticipated COVID-19 cost actions recorded in fiscal 2020.
3. For the three months ended July 31, 2024, corporate restructuring costs related to incremental costs in connection with the Merger. For the three months ended July 31, 2022 and July 31, 2021, corporate restructuring costs primarily related to the incremental costs of the Company's listing in the United States.
4. For the three months ended July 31, 2023, the benefit recorded in impairments and other charges related to a change in estimated impairment charges in connection with the closure of certain, smaller underperforming branches in the United States recorded in the third quarter of fiscal 2023.
5. For the three months ended July 31, 2024, discrete tax adjustments primarily related to one-time, non-cash deferred tax charges of \$137 million, resulting from the elimination of certain pre-existing U.K. tax attributes as part of the Merger, partially offset by the release of uncertain tax positions, as well as the tax treatment of certain compensation items that were not individually significant. For the three months ended July 31, 2023, discrete tax adjustments primarily related to the release of uncertain tax positions following the lapse of statute of limitations, as well as adjustments in connection with amended returns. For the three months ended July 31, 2021, the discrete tax adjustments primarily related to the release of uncertain tax positions following the closure of tax audits, as well as the impact of changes in tax rates.
6. For the three months ended July 31, 2024, 2022 and 2021, the tax impact of non-GAAP adjustments primarily related to the amortization of acquired intangibles. For the three months ended July 31, 2023, the tax impact on non-GAAP adjustments primarily related to the impairments and other charges and amortization of acquired intangibles.

Reconciliation of Net Income to Adjusted Net Income and Adjusted EPS - Diluted

Twelve months ended

July 31,

(In millions, except per share amounts)	2024		2023		2022		2021		2020	
		<i>per share⁽¹⁾</i>		<i>per share⁽¹⁾</i>		<i>per share⁽¹⁾</i>		<i>per share⁽¹⁾</i>		<i>per share⁽¹⁾</i>
Net income	\$1,735	\$8.53	\$1,889	\$9.12	\$2,122	\$9.69	\$1,472	\$6.55	\$961	\$4.24
(Income) loss from discontinued operations (net of tax)	—	—	—	—	(23)	(0.10)	158	0.70	12	0.05
Income from continuing operations	1,735	8.53	1,889	9.12	2,099	9.59	1,630	7.25	973	4.29
Business restructurings ⁽²⁾	—	—	—	—	—	—	(11)	(0.05)	72	0.32
Corporate restructurings ⁽³⁾	28	0.14	—	—	17	0.08	22	0.10	29	0.13
Impairments and other charges ⁽⁴⁾	—	—	125	0.60	—	—	—	—	—	—
Gain on disposal of interests in associates and other investments	—	—	—	—	—	—	—	—	(7)	(0.03)
Income/loss/impairment of equity method investments	—	—	—	—	—	—	—	—	22	0.10
Amortization of acquired intangibles	144	0.71	133	0.64	114	0.52	131	0.58	114	0.50
Discrete tax adjustments ⁽⁵⁾	101	0.49	(36)	(0.17)	(72)	(0.33)	(203)	(0.90)	(3)	(0.01)
Tax impact on non-GAAP adjustments ⁽⁶⁾	(36)	(0.18)	(73)	(0.35)	(21)	(0.10)	(51)	(0.23)	(56)	(0.26)
Adjusted net income	<u>\$1,972</u>	<u>\$9.69</u>	<u>\$2,038</u>	<u>\$9.84</u>	<u>\$2,137</u>	<u>\$9.76</u>	<u>\$1,518</u>	<u>\$6.75</u>	<u>\$1,144</u>	<u>\$5.04</u>
Diluted weighted average shares outstanding		203.5		207.2		218.9		224.8		226.8

- Per share on a dilutive basis.
- For fiscal 2021, business restructuring reflects the release of provisions in connection with previously anticipated COVID-19 cost actions recorded in fiscal 2020. For fiscal 2020, business restructuring principally comprised costs incurred in the United States and Canada in respect of cost actions taken to ensure the business is appropriately sized for the post COVID-19 operating environment.
- For fiscal 2024, corporate restructuring costs related to incremental costs in connection with the Merger. For fiscal 2022, 2021 and 2020, corporate restructuring costs primarily related to the incremental costs of the Company's listing in the United States.
- For fiscal 2023, impairments and other charges related to the \$107 million in software impairment charges and \$18 million in charges associated with the closure of certain smaller, underperforming branches in the United States.
- For fiscal 2024, discrete tax adjustments primarily related to one-time, non-cash deferred tax charges of \$137 million, resulting from the elimination of certain pre-existing U.K. tax attributes as part of the Merger, partially offset by the release of uncertain tax positions, as well as the tax treatment of certain compensation items that were not individually significant. For fiscal 2023, discrete tax adjustments primarily related to the release of uncertain tax positions following the lapse of statute of limitations, as well as adjustments in connection with amended returns. For fiscal 2022, the discrete tax adjustments primarily related to the release of uncertain tax positions following the closure of tax audits and prior year adjustments, including amended tax return items. For fiscal 2021, the discrete tax adjustments primarily related to the release of uncertain tax positions following the closure of tax audits, as well as the impact of changes in tax rates. For fiscal 2020, the discrete tax adjustments primarily related to changes in tax rates.
- For fiscal 2024, 2022, 2021, and 2020, the tax impact of non-GAAP adjustments primarily related to the amortization of acquired intangibles. For fiscal 2023, the tax impact on non-GAAP adjustments primarily related to the impairments and other charges and amortization of acquired intangibles.



Thank you