

PLATFORM SPECIALTY
PRODUCTS CORPORATION

Citi Basic Materials Conference

MacDermid
PERFORMANCE SOLUTIONS

Arysta
LifeScience

November 29, 2016

Safe Harbor

Please note that in this presentation, we may discuss events or results that have not yet occurred or been realized, commonly referred to as forward-looking statements. The Private Securities Litigation Reform Act of 1995 provides a safe harbor for forward-looking statements made by or on behalf of the Company. Such discussion and statements will often contain words such as “expect,” “anticipate,” “project,” “will,” “should,” “believe,” “intend,” “plan” and “estimate” and similar expressions, and relate, without limitations, to the Company's adjusted EBITDA and adjusted earnings per share, expected or estimated net sales, meeting financial and/or strategic goals and objectives, segment earnings, net interest expense, income tax provision, cash flow from operations, full year cash taxes, capital expenditures, restructuring costs and other non-cash charges, the size and outlook for the Company's markets and the demand for its products, consistent profitable growth, free cash flows, future net sales, gross, operating and EBITDA margin requirements and expansion, organic sales growth, performance trends, extending into new markets, bank leverage ratios, the success of new product introductions, growth in costs and expenses, the impact of commodities and currencies costs, the Company's ability to manage its risk in these areas, the anticipated settlement of the Company’s obligations relating to its Series B preferred stock pursuant to the alternative settlement agreement, the anticipated closing of the Company’s repricing of its remaining term loans, the terms of such repricing and the related expected savings, the Company’s ability to identify, hire and retain executives and other qualified employees, the Company’s assessment over its internal control over financial reporting, and the impact of acquisitions, divestitures, restructurings, refinancings, and other unusual items, including the Company's ability to raise new debt and equity and to integrate and obtain the anticipated benefits, results and synergies from its consummated acquisitions. These projections and statements are based on management's estimates and assumptions with respect to future events and financial performance and are believed to be reasonable, though are inherently uncertain and difficult to predict. Actual results could differ materially from those projected as a result of certain factors. A discussion of factors that could cause results to vary is included in the Company's periodic and other reports filed with the Securities and Exchange Commission. The Company undertakes no obligation to update any forward-looking statement, whether as a result of new information, future events or otherwise.

This presentation also contains unaudited “comparable” financial information which assumes full period contribution of Alent plc, and the Electronic Chemicals and Photomasks businesses of OM Group, Inc., each acquired in Q4 2015; and OMG Electronic Chemicals (M) SdnBhd acquired in Q1 2016. This combined information is provided for informational purposes only and is not necessarily, and should not be assumed to be, an indication of the results that would have been achieved had the Company’s acquisitions been completed as of the dates indicated, or that may be achieved in the future. Historical financial results and information included herein relating to these acquired businesses were derived from public filings, when applicable, and/or information provided by management of these businesses prior to their acquisitions by the Company. In addition, financial information for some of these acquired businesses was historically prepared in accordance with non-GAAP accounting methods, and may or may not be comparable to the Company’s financial statements. Consequently, you are cautioned not to place undue reliance on these results and information as they may not be representative in any way of the Company’s actual or future results as a consolidated company.

Industry, market and competitive position data described in this presentation were obtained from our own internal estimates and research, as well as from industry and general publications and research, surveys and studies conducted by third parties. While the Company believes its internal estimates and research are reliable and the market definitions are appropriate, such estimates, research and definitions have not been verified by any independent source. You are cautioned not to place undue reliance on this data.

Non-GAAP Disclosure

To supplement the financial measures prepared in accordance with generally accepted accounting principles in the United States ("GAAP"), the Company uses the following non-GAAP financial measures: adjusted EBITDA, adjusted EBITDA margin, adjusted EBITDA guidance, comparable net sales, comparable adjusted earnings per share, comparable adjusted EBITDA, LTM comparable adjusted EBITDA, comparable adjusted EBITDA margin and organic sales.

Management uses these non-GAAP measures as key metrics in the monitoring and evaluation of the Company's performance and consolidated financial results and, in part, in the determination of cash bonuses for its executive officers. The Company believes that these non-GAAP measures provide useful information to investors by excluding certain items that we believe are not representative of the Company's business and including other items that the Company believes are useful in evaluating its business; thereby providing a more complete understanding of the Company's operational results and a meaningful comparison of the Company's performance between periods and to its peers. When reconciled to the corresponding GAAP measures, these non-GAAP measures also help our investors to understand the long-term profitability trends of our businesses. Finally, these non-GAAP measures address questions the Company routinely receives from securities analysts, investors and other interested parties in the evaluation of companies in our industry and, in order to assure that all investors have access to similar data, the Company has determined that it is appropriate to make this data available to all. Non-GAAP financial measures are however not prepared in accordance with GAAP, as they exclude certain items as described herein, and may not be indicative of the results that the Company expects to recognize for future periods. In addition, these non-GAAP financial measures may differ from measures that other companies may use. As a result, these non-GAAP financial measures should be considered in addition to, and not a substitute for, financial information prepared in accordance with GAAP. Investors are encouraged to review the reconciliation of these non-GAAP measures to their most directly comparable GAAP financial measures included herein.

The Company only provides adjusted EBITDA guidance, organic sales growth and synergy potential on a non-GAAP basis and does not provide reconciliations of such forward-looking non-GAAP measures to GAAP, due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliations, including adjustments that could be made for restructuring, integration and acquisition-related expenses, share-based compensation amounts, adjustments to inventory and other charges reflected in our reconciliation of historic numbers, the amount of which, based on historical experience, could be significant.

Please see the Appendices to this presentation for a more detailed description of each non-GAAP financial measure used by the Company, including the adjustments reflected in each such non-GAAP measure and the reason why we believe such non-GAAP measures are useful to investors.

Agenda

Platform Overview

Recent Updates

Conclusion

Q&A

Appendices

Platform Overview

Platform Business Segments

PLATFORM SPECIALTY PRODUCTS CORPORATION

MacDermid PERFORMANCE SOLUTIONS — $1.8bn 2015 Comparable Sales — $407m 2015 Comparable Adj. EBITDA[1]

	MacDermid Enthone INDUSTRIAL SOLUTIONS	MacDermid Enthone ELECTRONIC SOLUTIONS	alpha ASSEMBLY SOLUTIONS A MacDermid Performance Solutions Business	MacDermid GRAPHIC SOLUTIONS	MacDermid OFFSHORE SOLUTIONS
PRODUCTS	■ Corrosion resistance ■ Decorative finishes ■ Plating-on-plastic	■ Circuit board metallization ■ Through-hole and in-hole plating	■ Solder paste ■ Solder spheres ■ Pre-forms	■ Flexographic printing plates	■ Temperature and pressure resistant hydraulic fluids ■ Blow-out prevention fluids
CUSTOMERS	■ Automotive ■ Construction ■ Consumer electronics ■ Aerospace ■ Oil and gas	■ Mobile devices ■ Electronics ■ Mobile infrastructure ■ Servers and memory	■ Consumer electronics ■ Automotive ■ Medical ■ Aerospace	■ Consumer gackaged goods ■ Food ■ Beverage	■ Oil and gas production

Arysta LifeScience — $1.8bn 2015 Comparable Sales — $382m 2015 Comparable Adj. EBITDA[1]

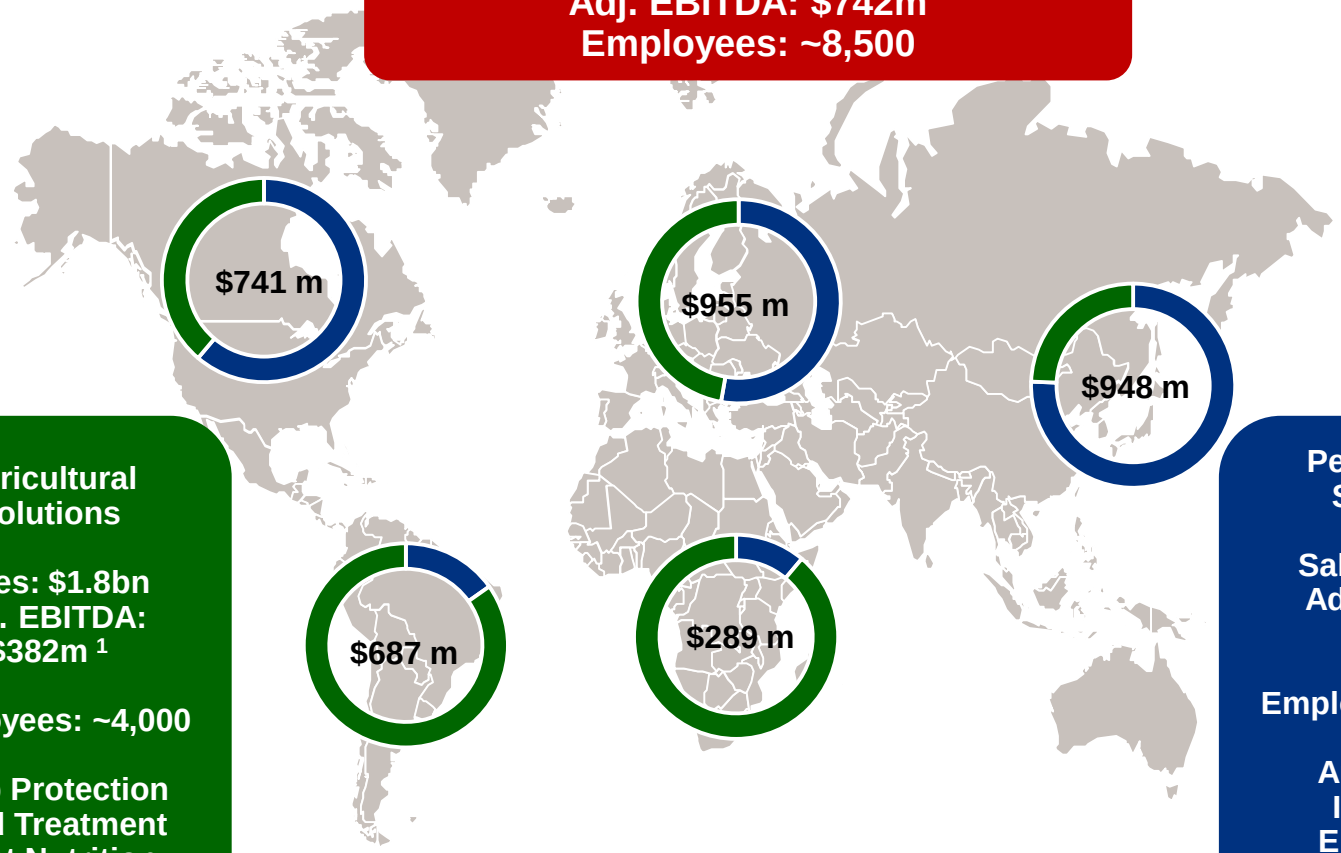
KEY PRODUCTS	FUNGICIDES	HERBICIDES	INSECTICIDES	BIOSOLUTIONS	SEED-TREATMENT
	Vitavax	Select.	ORTHENE	Foltron Plus	Vitavax
	FORTIX FUNGICIDE	Everest, Pantera 3	Dimilin INSECT GROWTH REGULATOR	BIOZYME TF	Rancona i-MIX
	Kasumin	DINAMIC	Acramite	podset	

Note: THE COMPARBALE FINANCIAL MEASURES ON THIS SLIDE AND THROUGHOUT THIS PRESENTATION ARE NOT IN ACCORDANCE WITH GAAP. FOR DEFINITIONS OF THESE NON-GAAP MEASURES, DISCUSSIONS OF ADJUSTMENTS AND RECONCILIATIONS, PLEASE REFER TO THE APPENDICES OF THIS PRESENTATION. Comparable, on this slide and throughout this presentation, *assumes full period contribution of all businesses acquired in 2015 and 2016*

1. *Segment comparable adjusted EBITDA excludes corporate cost allocations*

Platform Comparable Financial Overview (Non-GAAP)

2015 Sales: $3.6bn
Adj. EBITDA: $742m
Employees: ~8,500



Agricultural Solutions

Sales: $1.8bn
Adj. EBITDA: $382m [1]

Employees: ~4,000

Crop Protection
Seed Treatment
Plant Nutrition
BioSolutions

Performance Solutions

Sales: $1.8 bn
Adj. EBITDA: $407m[1]

Employees: ~4,500

Automotive
Industrial
Electronics
Consumer Packaging
Offshore Energy

Significant End-Market and Geographic Diversity

Note: All 2015 financial results presented on a comparable basis
1. *Segment Adjusted EBITDA excludes corporate cost allocations*

Platform is Building a Global, Diversified Specialty Chemicals Company

- **"Asset-Lite, High-Touch" Business Model that Drives Free Cash Flow**
  - Businesses driven by people, partnerships and supply chain as opposed to heavy manufacturing
    - Low capex requirements and highly variable cost structure
    - Significant investment in selling and technical service
- **Leading Positions in Growing and Diversified Niche End-Markets**
  - Leading positions across Performance Solutions end markets(1)
    - Focus on growing segments of electronics and industrial sectors
    - Unique opportunity with accelerated convergence of auto and electronics
  - Differentiated focus in Agricultural Solutions on high-value, specialty crops and non-conventional crop protection
    - Significant exposure to fruits, vegetables, nuts and other non-row crops
    - Leading global position in fast growing Biosolutions market(2)
- **Defensible Free Cash Flow Margins**
  - Combination of "Asset-Lite, High-Touch" business model and niche market focus expected to generate robust, sustainable free cash flow margins

1. *Source: Management estimates and Prismarck Partners (March 2016)*
2. *Source: Phillips McDougall, MarketsandMarkets, Dunham Trimmer and Company Information*

Recent Updates

Recent Update Summary

1. Investor Day Recap
   - Segment Strategy
   - Long Term Objectives
2. Third Quarter Results
3. Synergy Update
4. Guidance Update
5. Balance Sheet Update

2016 Investor Day Recap

PLATFORM SPECIALTY PRODUCTS CORPORATION

Business Unit Strategy Overview

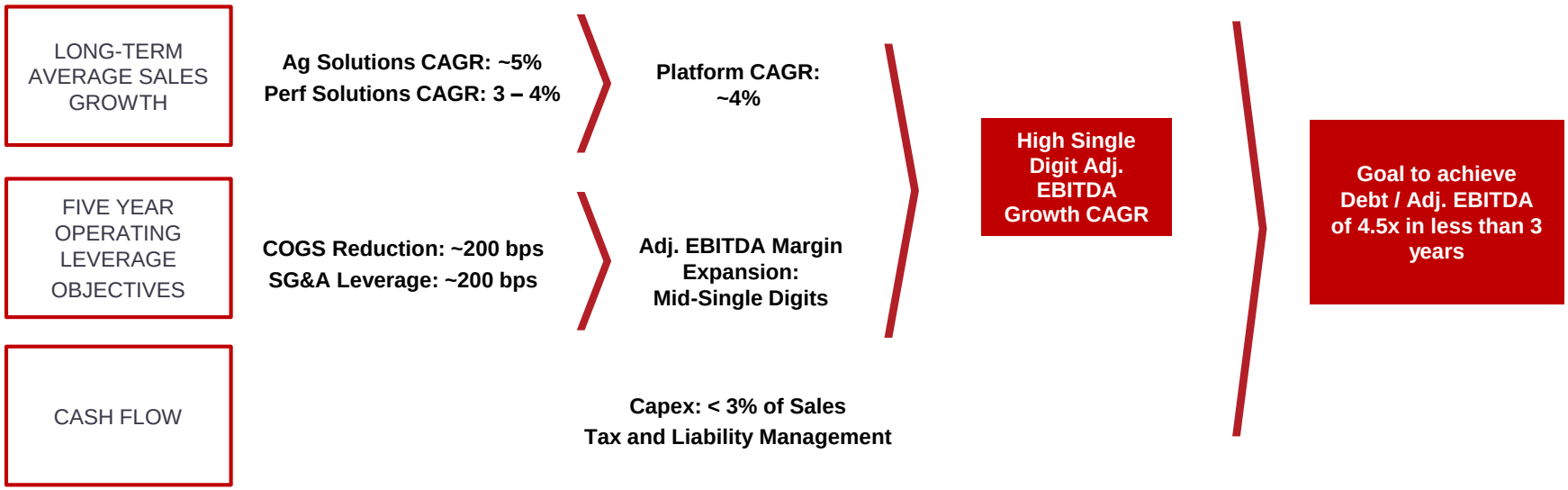
Performance Solutions

- Become integral to customer's supply chain with a two pronged selling approach (OEM and applicator level)
  - Customer focused innovation with OEMs utilizing our unmatched product breadth
  - Best-in-class customer service and troubleshooting with applicators to maintain leadership position

Agricultural Solutions

- Focus on fast-growing niche crop segments where Arysta can lead with differentiated solutions
  - Leverage active ingredient (AI) access and technology partnerships
  - Focused R&D and formulation development, resulting in a new product pipeline with potential peak annual sales value in excess of $700m
  - Become partner of choice for discovery based firms to monetize their molecules

Summary of Long Term Financial Objectives



Q3 2016 Financial Results

($ in millions)	Actual Q3 2016	Actual Q3 2015	Actual YoY%	Comparable[1]* Q3 2016	Comparable[1]* Q3 2015	Comparable[1]* YoY%	Comparable Constant Currency[2]* Q3 2016	Comparable Constant Currency[2]* Q3 2015	Comparable Constant Currency[2]* YoY%	Organic[3]* YoY%
Net Sales	$891	$597	*49%*	$891	$866	*3%*	$889	$866	*3%*	*3%*
EPS - Diluted	$(0.15)	$(0.66)	*nm*							
Adj. EBITDA*	190	114	*45%*	190	166	*14%*	188	166	*13%*	
*Adj. EBITDA Margin**	*21%*	*19%*		*21%*	*19%*		*21%*	*19%*		
Adj. EPS*				$0.14	$0.11	*33%*				

- Net sales increased 49% primarily from impact of acquisitions
- EPS improved year-over-year primarily due to a non-recurring gain from Permira settlement and acquisition activity
- Organic sales increased 3% in the quarter
  - Strong growth in electronics businesses from modest market recovery and share gains
  - Good Asian automotive performance partially offset by continued softness in oil and gas markets
  - Volume increases in most Ag regions including North America, Europe and Asia
- Comparable constant currency Adj. EBITDA increased 13% in the quarter
  - Mix improvements in core electronics markets
  - Raw material cost reductions from suppliers in Ag
  - $13 million of incremental synergies realized in the quarter

1. *Comparable, on this chart and subsequent charts, assumes full period contribution of all businesses acquired in 2015 and 2016*
2. *Constant currency, on this chart and subsequent charts, refers to the financial results of the current period restated at the prior period exchange rates*
3. *Organic sales, on this chart and subsequent charts, excludes the impact of currency, metal prices and divestitures*

* *THE FINANCIAL MEASURES IN THIS CHART AND ON SUBSEQUENT CHARTS ARE NOT IN ACCORDANCE WITH GAAP. FOR DEFINITIONS OF THESE NON-GAAP MEASURES, DISCUSSIONS OF ADJUSTMENTS AND RECONCILIATIONS, PLEASE REFER TO THE APPENDICES OF THIS PRESENTATION*

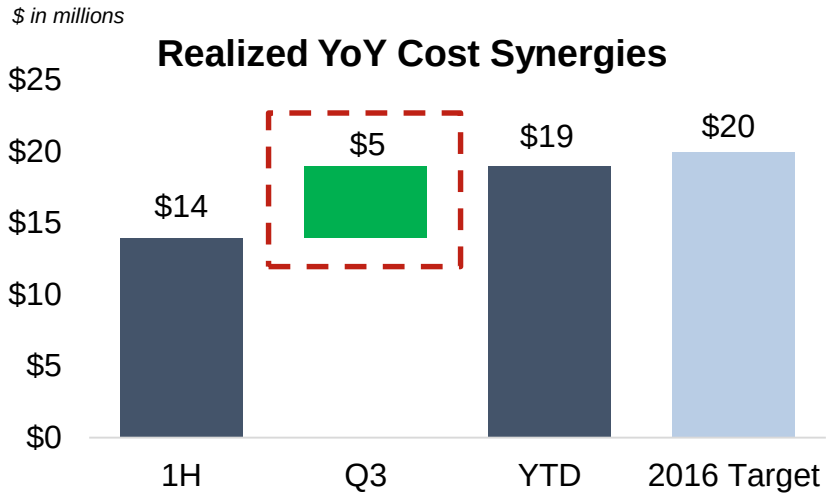
Q3 Business Segment Drivers

	Performance Solutions	Agricultural Solutions
Q3 Tailwinds	– Share gains in Asian automotive markets – Successful product launches and penetration in core electronics markets – Strong automotive and electronics assembly demand of Alpha products – Continued business efficiency and margin improvement initiatives	– Continued growth with high value biosolutions, animal health and newly launched products – Raw material price reduction initiatives and synergies – Currency translation in Latin America
Q3 Headwinds	– Impact of low energy prices on offshore drilling and PET recycling markets – Relatively flat market growth in Alpha assembly – Currency translation impact from weaker CNY and GBP	– Market contraction in central Europe – Price pressure in Brazil driven by rapid US dollar weakening

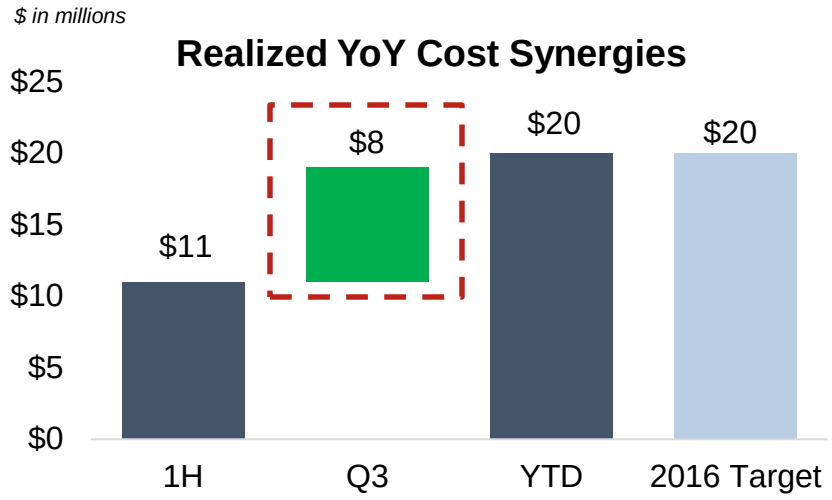
Q3 Cost Synergies

PLATFORM SPECIALTY PRODUCTS CORPORATION

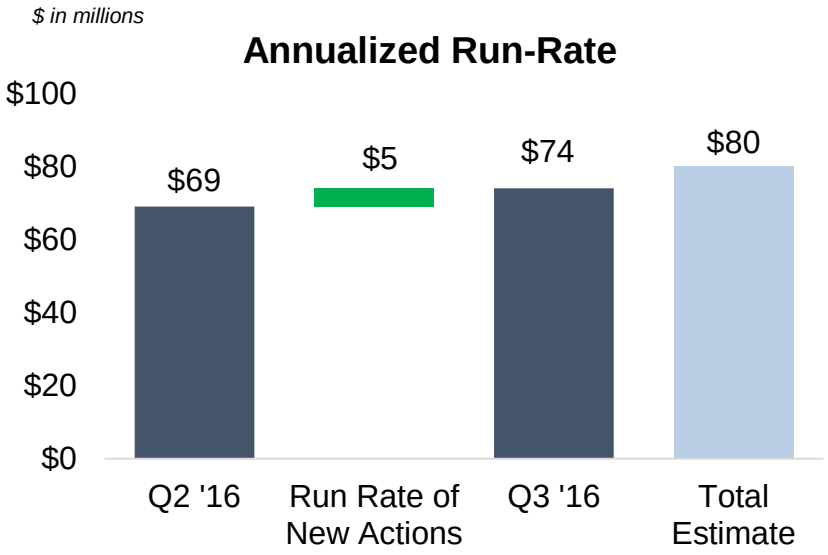
Agricultural Solutions

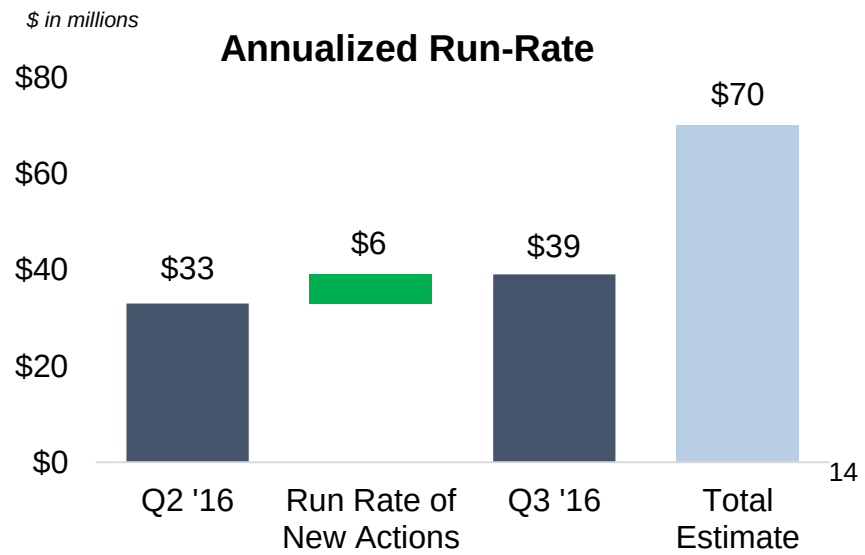


Performance Solutions



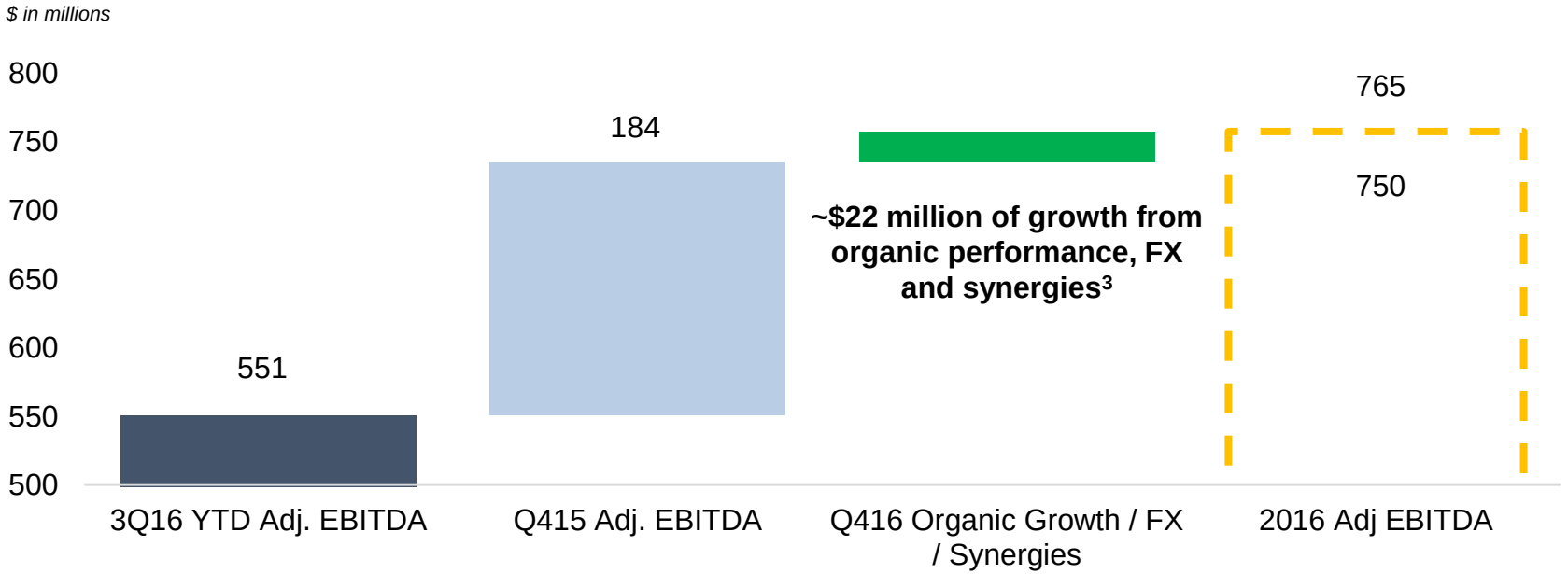
$13 million of new cost synergies realized in Q3





Bridging to Updated Guidance

Improved 2016 Adjusted EBITDA[1] guidance to $750 - $765 million[2]



	Q3 YTD 2016	2016 Outlook	Q4 Expectation
Organic Sales Growth	~1%	Low single digit growth	Continued growth in both Ag Solutions and Performance Solutions
Synergies	$39 million	$40+ million	Continued opportunities
FX Translation	$16 million headwind	Modest headwind at current rates	Expect BRL benefit to be further moderated by price reductions; continued RMB translation headwind

1. *For a definition of non-gaap measures, discussions of adjustments and reconciliations, please refer to the appendices of this presentation*
2. *Based on September 30, 2016 exchange rates*
3. *Based on mid-point of updated adj. EBITDA guidance*

Balance Sheet Activity

- **Series-B settlement**
  - Negotiated alternative settlement driving ~ $100mm of savings[1]
    - 5.5 million shares issuable upon conversion
    - $460m cash payments to settle remaining shares and cash make-whole on or before December 15, 2016

- **~$400mm equity raise**
  - Successfully issued $402mm (48.8mm shares) of common equity
    - Intend to use proceeds for general corporate purposes, including, but not limited to, the alternative settlement of certain obligations relating to the shares of Series B convertible stock
  - Significantly offset dilution[2] with 16.6 million fewer shares issuable to Permira and interest reduction from term loan repricings

- **Term loan repricing**
  - October 2016: Repriced and extended maturity of ~$2bn in term loans resulting in a 3-year maturity extension3 and ~$11mm in expected annual interest savings
    - Shifted ~$165mm from the USD to EUR term loans allowing Platform to further optimize FX exposure
  - December 2016: Anticipated closing of pending repricing for remaining ~$1.3bn in term loans with focus on reducing interest costs and shifting additional USD to EUR
    - Expect annual interest savings of ~ $15mm
    - Pro Forma tranches expected to total $610mm USD and €700mm

1. *Based on PAH closing share price of $8.85 on 11/25/2016 worth $49m plus $460m of cash*
2. *See Appendix page 27 for detailed sharecount walk*
3. *New maturity date: 6/7/2023; provided that if the 6.50% USD senior notes due 2022 have not been prepaid, redeemed or refinanced in full by 11/2/2021, the maturity date will be 11/2/2021*

Conclusion

Conclusion - 2016 Priorities

PLATFORM SPECIALTY PRODUCTS CORPORATION

Integration and Synergy Realization

Focus Commercial Efforts on Fast Growing Niches

Establish Operating Rhythm and Momentum

Generate Free Cash Flow

Appendices

Non-GAAP Financial Measures

For purposes of Regulation G, a non-GAAP financial measure is a numerical measure of a company's historical or future financial performance, financial position or cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measure calculated and presented in accordance with GAAP in the statements of operations, balance sheets, or statements of cash flows of the company; or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented.

To supplement the financial measures prepared in accordance with GAAP, Platform has provided in this presentation non-GAAP financial measures, including adjusted EBITDA, adjusted EBITDA margin, adjusted EBITDA guidance, comparable net sales, comparable adjusted earnings per share, comparable adjusted EBITDA, LTM comparable adjusted EBITDA, comparable adjusted EBITDA margin, and organic sales. We also present our results of operations on a comparable constant currency basis. Management believes that these measures provide useful information to investors by excluding certain items that it believes are not representative of the Company's business and including other items that it believes are useful in evaluating the Company's business; thereby providing a more complete understanding of the Company's operational results and a meaningful comparison of the Company's performance between periods and to its peers. When reconciled to the corresponding GAAP measures, these non-GAAP measures also help the Company's investors to understand the long-term profitability trends of its businesses. Finally, these non-GAAP measures address questions the Company routinely receives from securities analysts, investors and other interested parties in the evaluation of companies in our industry and, in order to assure that all investors have access to the same data, the Company has determined that it is appropriate to make this data available to all. Non-GAAP financial measures are however not prepared in accordance with GAAP, as they exclude certain items as described herein, and may not be indicative of the results that the Company expects to recognize for future periods. In addition, these non-GAAP financial measures may differ from measures that other companies may use. As a result, these non-GAAP financial measures should be considered in addition to, and not a substitute for, financial information prepared in accordance with GAAP. Investors are encouraged to review the reconciliation of these non-GAAP measures to their most directly comparable GAAP financial measures.

Non-GAAP Definitions

Adjusted EBITDA:
Adjusted EBITDA is defined as earnings before interest, taxes, depreciation and amortization, as further adjusted for additional items included in earnings that are not representative or indicative of our ongoing business as described in the footnotes to the non-GAAP measures reconciliations. Management believes Adjusted EBITDA provides investors with a more complete understanding of the long-term profitability trends of Platform's business, and facilitates comparisons of its profitability to prior and future periods.

Comparable Adjusted EBITDA:
Comparable adjusted EBITDA is defined as Adjusted EBITDA adjusted to reflect acquisitions and the related financings as though they had occurred on January 1, 2015 without the impact of purchase accounting. Adjusted EBITDA and comparable adjusted EBITDA are key metrics used by management to measure operating performance and trends. In particular, the exclusion of certain expenses in calculating adjusted EBITDA and comparable adjusted EBITDA facilitates operating performance comparisons on a period-to-period basis. Management believes comparable Adjusted EBITDA provides investors with a more complete understanding of the long-term profitability trends of Platform's business, and facilitates comparisons of its profitability to prior and future periods.

Comparable Constant Currency:
Our constant currency presentation excludes the impact of fluctuations in foreign currency exchange rates. Constant currency percentages are calculated by converting our current-period local currency financial results into U.S. Dollar using the prior period's exchange rates and comparing these adjusted amounts to our prior period reported results. The comparable constant currency presentation includes actual results adjusted to reflect acquisitions and related financings as though they had occurred on January 1, 2015 adjusted for the effects of purchase accounting on actual results. Management believes that this presentation provides a more complete understanding of the Company's operational results and a meaningful comparison of its performance between periods. However, this comparable financial information is provided for informational purposes only and is not necessarily, and should not be assumed to be, an indication of the results that would have been achieved had the Company's acquisitions been completed as of the dates indicated, or that may be achieved in the future.

Comparable Net Sales:
Comparable net sales is defined as net sales adjusted for the sales of our acquisitions as though they had occurred on January 1, 2015. Management believes this measure provides investors with a more complete understanding of net sales trends by providing net sales on a more consistent basis.

Organic Sales:
Organic sales is defined as comparable net sales excluding the impact of currency, metals price, divestitures and acquisitions, as applicable. Management believes this measure provides investors with a more complete understanding of the underlying net sales trends by providing comparable net sales over differing periods on a consistent basis.

Comparable Adjusted Earnings Per Share:
Comparable adjusted earnings per share is defined as net loss attributable to common stockholders adjusted to reflect acquisitions and the related financings as though they had occurred on January 1, 2015 without the impact of purchase accounting, as well as other adjustments consistent with our definition of Adjusted EBITDA. Additionally, we eliminate the amortization associated with (i) intangibles assets recognized in purchase accounting for acquisitions and (ii) costs capitalized in connection with obtaining regulatory approval of our products ("registration rights") as part of ongoing operations and deduct capital expenditures associated with obtaining these registration rights. Further, we adjust the effective tax rate to 35% as described in the notes to the reconciliation. The resulting comparable adjusted net income available to stockholders is divided by the number of shares of outstanding common stock as of September 30, 2016 plus the number of shares that would be issued if convertible stock were converted to common stock, vested stock options were exercised, and all awarded equity granted were vested as of September 30, 2016. Comparable adjusted earnings per share is a key metric used by management to measure operating performance and trends. In particular, the exclusion of certain expenses in calculating comparable adjusted earnings per share facilitates operating performance comparisons on a period-to-period basis.

2015 Net (Loss) Income Reconciliation to Comparable Adjusted EBITDA

PLATFORM SPECIALTY PRODUCTS CORPORATION

(amounts in millions)	Platform 2015	Arysta 1/1 - 2/12/2015	Alent 1/1 – 11/30/2015	OM 1/1 – 10/27/2015	OM Malaysia 2015	Comparable 2015
Net (loss) income available to common stockholders	**$(309)**	**$(65)**	**$55**	**$2**	**$10**	**$(307)**
Adjustments to reconcile net (loss) income to Adjusted EBITDA						
Net income attributable to the non-controlling interests	4	–	–	–	–	4
Income tax expense (benefit)	75	(3)	17	2	3	94
Interest expense, net	214	48	7	–	–	269
Depreciation and amortization expense	251	10	14	8	–	284
Acquisition and integration costs	93 (1)	–	–	–	–	93
Manufacturer's profit in inventory purchase accounting adjustments	77 (2)	–	–	–	–	77
Non-cash fair value adjustment to contingent consideration	7	–	–	–	–	7
Foreign exchange loss on foreign denominated external and internal debt	46 (3)	13 (3)	(3) (3)	–	–	56
Fair value loss on foreign exchange forward contract	74 (4)	–	–	–	–	74
Restructuring expenses	55 (5)	1 (5)	6 (5)	3 (5)	–	65
Legal settlements	(16) (6)	–	–	–	–	(16)
Long-term compensation issued in connection with acquisitions	–	–	1	–	–	1
Corporate development costs	–	–	47	–	–	47
Share of joint venture income	–	–	(2)	–	–	(2)
Other	(3)	(2)	–	–	–	(5)
Adjusted EBITDA	**$568**	**$3**	**$143**	**$15**	**$13**	**$742**

1. *Adjustment for costs associated with acquisitions, including costs of obtaining related financing such as investment banking, legal, and accounting fees; transfer taxes; costs associated with an investigation related to certain past business practices of Arysta, an acquired company, and costs of integrating acquisitions; and bonuses paid to a member of management of an acquired company related to the completion the Arysta Acquisition. The Company adjusts these costs because they are not reflective of ongoing operations*
2. *Adjustment for purchase accounting fair value adjustment to inventory associated with acquisitions charged to cost of sales primarily related to the Agricultural Solutions Acquisitions. The Company adjusts these costs because they are not reflective of ongoing operations*
3. *Adjustment for foreign exchange gains and losses on intercompany and third-party long-term debt because these currencies are out of its control, are expected to offset on a long-term basis and, due to their long-term nature, are not fully realized. The Company does not exclude foreign exchange gains and losses on short-term intercompany and third-party payables and receivables with third parties*
4. *Adjustment to reverse loss on economic hedges related to the Alent Acquisition*
5. *Adjustment for cost of restructuring acquired businesses in both the Agricultural Solutions and Performance Solutions segments. The Company adjusts these costs because they are not reflective of ongoing operations*
6. *Adjustment to reverse gain on legal settlement including reimbursement of legal fees*

2016 Q3 Net Income (Loss) Attributable to Common Stockholders Reconciliation to Adjusted EBITDA

(amounts in millions)	Q3 2016	Q3 2015
Net income (loss) attributable to common stockholders	**$105**	**$(140)**
Gain on amendment of Series B Convertible Preferred Stock	(33)	-
Net (loss) income attributable to the non-controlling interests	(6)	1
Income tax expense	20	35
Income (loss) before income taxes and non-controlling interests	**86**	**(104)**
Adjustments to reconcile to Adjusted EBITDA		
Interest expense, net	99	53
Depreciation expense	19	12
Amortization expense	68	50
Long-term compensation issued in connection with acquisitions	-	(2)
Restructuring expenses	7	5
Manufacturer's profit in inventory purchase accounting adjustments	-	1
Acquisition and integration costs	3	15
Non-cash change in fair value of contingent consideration	-	3
Foreign exchange loss on foreign denominated external and internal debt	12	33
Fair value loss on foreign exchange forward contract	-	48
Gain on settlement agreement related to Series B Convertible Preferred Stock	(103)	-
Non-cash change in fair value of preferred stock redemption liability	(6)	-
Other income, net	5	-
Adjusted EBITDA	**$190**	**$114**

Note: Totals may not reconcile due to rounding

Comparable Net Income (Loss) Attributable to Common Stockholders Reconciliation to Adjusted EBITDA

(amounts in millions)	Q3 2016	Q2 2016	Q1 2016	2016 YTD		Q4 2015
Net income (loss) attributable to common stockholders	**$105**	**$(9)**	**$(135)**	**$(39)**		**$(130)**
Pre-acquisition activity of acquired companies	-	-	-	-		(27)
Gain on amendment of Series B Convertible Preferred Stock	(33)	-	-	(33)		-
Income tax expense	20	27	18	66		31
Net (loss) income attributable to the non-controlling interests	(6)	1	-	(5)		-
Income (loss) before income taxes and non-controlling interests	**86**	**19**	**(116)**	**(11)**		**(125)**
Adjustments to reconcile to Adjusted EBITDA						
Interest expense, net	99	97	94	290		71
Depreciation expense	19	19	18	56		16
Amortization expense	68	67	64	199		63
Long-term compensation issued in connection with acquisitions[1]	-	-	-	1		-
Restructuring expenses	7	7	5	20		37
Manufacturer's profit in inventory purchase accounting adjustments	-	-	12	12		19
Acquisition and integration costs	3	5	19	27		23
Non-cash change in fair value of contingent consideration	-	1	3	4		1
Legal settlements	-	(3)	-	(3)		-
Foreign exchange losses (gains) on foreign denominated external and internal debt	12	(19)	66	59		19
Fair value loss on foreign exchange forward contract	-	-	-	-		26
Gain on settlement agreement related to Series B Convertible Preferred Stock	(103)	-	-	(103)		-
Non-cash change in fair value of preferred stock redemption liability	(6)	-	-	(6)		-
Corporate development costs						37
Other income, net	5	-	3	7		-
Adjusted EBITDA	**$190**	**$193**	**$168**	**$551**		**$184**

Note: Totals may not reconcile due to rounding
1. Rounded down to zero

2015 Reported Segment Results Reconciliation to Comparable Segment Results

2015 Comparable Sales *(amounts in millions)*	
Performance Solutions	**$801**
Acquisitions:	
Alent	848
OM	142
Performance Solutions Comparable Sales	**1,791**
Agricultural Solutions	**1,741**
Acquisitions:	
Arysta	88
Agricultural Solutions Comparable Sales	**1,829**
Total Comparable Sales	**$3,620**

2015 Comparable Adj. EBITDA *(amounts in millions)*	
Performance Solutions	**$224**
Acquisitions:	
Alent	143
OM	28
Corporate cost allocation	**12**
Performance Solutions Comparable Adj. EBITDA	**407**
Agricultural Solutions	**343**
Acquisitions:	
Arysta	3
Corporate cost allocation	**36**
Agricultural Solutions Comparable Adj. EBITDA	**382**
Total Comparable Adj. EBITDA	**$789**

Q3 2015 Reported Segment Results Reconciliation to Comparable Segment Results

Q3 2015 Comparable Sales *(amounts in millions)*	
Performance Solutions	**$180**
Acquisitions:	
Alent	227
OM	41
Performance Solutions Comparable Sales	**448**
Agricultural Solutions	**418**
Agricultural Solutions Comparable Sales	**418**
Total Comparable Sales	**$866**

Q3 2015 Comparable Adj. EBITDA *(amounts in millions)*	
Performance Solutions	**$58**
Acquisitions:	
Alent	42
OM	11
Corporate cost allocation	**(7)**
Performance Solutions Comparable Adj. EBITDA	**103**
Agricultural Solutions	**70**
Corporate cost allocation	**(7)**
Agricultural Solutions Comparable Adj. EBITDA	**63**
Total Comparable Adj. EBITDA	**$166**

Walk to Pro Forma Share Count

(amounts in millions)	6/30/2016	Q3 Activity	9/30/2016	Series B Settlement[1]	Pro Forma 9/30/2016
Basic outstanding shares	**229.6**	**48.8**	**278.4**	**5.5**	**283.9**
Number of shares issuable upon conversion of Series B Convertible Preferred Stock	22.1	-	22.1	(22.1)	**-**
Number of shares issuable upon conversion of PDH Common Stock	8.0	(0.0)	8.0	-	**8.0**
Number of shares issuable upon conversion of Series A Preferred Stock	2.0	-	2.0	-	**2.0**
Stock options	0.6	-	0.6	-	**0.6**
Equity awards granted	3.9	0.1	4.0	-	**4.0**
Adjusted Shares	**266.2**	**48.9**	**315.1**	**(16.6)**	**298.5**

1. *Settlement alternative available until December 15th, 2016*

Q3 Organic Sales Reconciliation

(amounts in millions)	Performance Solutions		Agricultural Solutions		Total	
	Q3 2016	YoY%	Q3 2016	YoY%	Q3 2016	YoY%
Change in net comparable sales	**$7**	**1.6%**	**$18**	**4.4%**	**$25**	**2.9%**
Dispositions	-	-	9	2.3	9	1.1
Foreign exchange impacts	8	1.8	(10)	(2.4)	(2)	(0.2)
Impact of metal prices	(7)	(1.6)	-	-	(7)	(0.8)
Organic Sales Growth	**$8**	**1.8%**	**$18**	**4.3%**	**$26**	**3.0%**

Note: Totals may not reconcile due to rounding

YTD Organic Sales Reconciliation

(amounts I n millions)	Q1 2016 $	Q1 2016 YoY%	Q2 2016 $	Q2 2016 YoY%	Q3 2016 $	Q3 2016 YoY%	YTD 2016 $	YTD 2016 YoY%
Change in net comparable sales	**$(73)**	**(8.2)%**	**$(30)**	**(3.1)%**	**$25**	**2.9%**	**$(78)**	**(2.9)%**
Partial period impacts / dispositions	8	0.9	9	1.0	9	1.1	26	1.0
Foreign exchange impacts	49	5.5	34	3.7	(2)	(0.2)	82	3.1
Impact of metal prices	8	0.9	(1)	(0.1)	(7)	(0.8)	0	0.0
Organic Sales Growth	**$(8)**	**(0.9)%**	**$13**	**1.4%**	**$26**	**3.0%**	**$31**	**1.1%**

Note: Totals may not reconcile due to rounding

GAAP Common EPS Reconciliation to Comparable Adj. EPS

(amounts in millions except per share)	Q3 2016	Q3 2015
GAAP common gain (loss) per share	**$0.45**	**$(0.66)**
Weighted average shares outstanding (in millions)	*234*	*211*
Net income (loss) attributable to common stockholders	**$105**	**$(140)**
Pre-acquisition activity of acquired companies:		
Net sales	-	268
Cost of sales	-	(158)
Selling, technical, general and administrative expense	-	(71)
Research and development expense	-	(8)
Other income	-	(3)
	-	**28**
Adjustments:		
Interest expense for pre-acquisition periods	-	(34)
Reversal of amortization expense	68	52
Adjustment for investment in registration of products	(7)	(12)
Long-term compensation issued in connection with acquisitions	-	(2)
Restructuring expenses	7	19
Manufacturer's profit in inventory purchase accounting adjustments	-	1
Acquisition and integration costs	3	15
Non-cash change in fair value of contingent consideration	-	3
Foreign exchange loss on foreign denominated external and internal debt	12	36
Adjustment to reverse loss on derivative contract	-	48
Gain on settlement agreement related to Series B Convertible Preferred Stock	(103)	-
Non-cash change in fair value of preferred stock redemption liability	(6)	-
Other income, net	5	-
Adjustment to estimated effective tax rate	(3)	17
Gain on amendment of Series B Convertible Preferred Stock	(33)	-
Adjustment to reverse loss attributable to certain noncontrolling interests	(6)	(1)
Comparable adjusted net income attributable to common stockholders	**$43**	**$32**
Comparable adjusted earnings per share	**$0.14**	**$0.11**
Adjusted shares outstanding (in millions)	*299*	*299*

Note: Totals may not reconcile due to rounding

Q3 2016 Foreign Exchange Impact

($ in millions)	Q3 2016 Results As Reported	FX Impacts	Constant Currency
Net Sales			
Performance Solutions	$455	$8	$463
Agricultural Solutions	436	(10)	426
Total Net Sales	**$891**	**$(2)**	**$889**
Adj. EBITDA			
Performance Solutions	$110	$3	$113
Agricultural Solutions	80	(5)	75
Total Adj. EBITDA	**$190**	**$(2)**	**$188**