UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 28, 2024

UFP INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

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| (0) | /1 T 1 11 /1 | c |

(State or other Jurisdiction of Incorporation)

0-22684

38-1465835

(Commission File Number)

(IRS Employer Identification No.)

2801 East Beltline, NE Grand Rapids, Michigan

(Address of Principal Executive Offices)

49525

(Zip Code)

Registrant's telephone number, including area code: (616) 364-6161

None

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the

registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425).

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12).

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)).

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which |
|---------------------|-------------------|--------------------------------|
| | | registered |
| Common Stock | UFPI | The NASDAQ Stock Market, LLC |

| Indicate by check mark whether | the registrant is an e | emerging growth o | company as define | d in Rule 405 of the | e Securities Act |
|----------------------------------|------------------------|--------------------|-------------------|----------------------|------------------|
| of 1933 (§230.405 of this chapte | er) or Rule 12b-2 of t | the Securities Exc | hange Act of 1934 | (§240.12b-2 of thi | is chapter). |

Emerging growth company \square

| f an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition |
|---|
| period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the |
| Exchange Act. |

Item 2.02 Results of Operations and Financial Condition

On October 28, 2024, the Registrant issued a press release announcing its financial results for the quarter-ended September 28, 2024. A copy of the Registrant's press release is attached as Exhibit 99(a) to this Current Report.

Item 9.01 Financial Statements, Pro Forma Financial Information, and Exhibits

- (c) Exhibits
- 99(a) Press Release dated October 28, 2024
- 104 Cover Page Interactive File (the cover page XBRL tags are embedded in the Inline XBRL document).

EXHIBIT INDEX

| Exhibit Number | Document |
|----------------|---|
| 99(a) | Press Release, dated October 28, 2024. |
| 104 | Cover Page Interactive Data File (the cover page XBRL tags are embedded in the Inline XBRL document). |
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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

UFP INDUSTRIES, INC. (Registrant)

Dated: October 28, 2024 By: /s/ Michael R. Cole

Michael R. Cole

Principal Financial Officer and Treasurer

Exhibit 99(a)



News release

-----AT THE COMPANY-----

Dick Gauthier VP of Investor Relations (616) 365-1555

FOR IMMEDIATE RELEASE Monday, October 28, 2024

UFP Industries Announces Third Ouarter Results

GRAND RAPIDS, Mich., Monday, October 28, 2024 - UFP Industries, Inc. (Nasdaq: UFPI) today announced third quarter 2024 results including net sales of \$1.65 billion, net earnings attributable to controlling interest of \$100 million, and earnings per diluted share of \$1.64.

"Our third quarter results were impacted by softer demand and broad-based pricing pressure which reduced our revenue and profit margins. We are managing through these ongoing challenges by operating more efficiently, aligning our overhead with lower demand levels and eliminating unnecessary costs. I am confident our teammates will respond appropriately to the changing economy while enhancing the pursuit of our strategic priorities. While we expect conditions to remain challenging as we move into 2025, we are well positioned to capitalize on opportunities when markets recover and remain on track to achieve our longer-term profitability targets," said Chairman and CEO Matthew J. Missad.

"When the economy slows, it also creates opportunities to obtain more appropriate pricing on strategic acquisitions; invest in new products, automation and technology; and pursue organic expansion. We plan to leverage our strong balance sheet and free cash flow generation to pursue growth initiatives that drive ROI and expand our market share, while pursuing share buybacks when our stock is at an attractive level."

"Finally, I want to give special thanks to our teammates in the southeastern U.S. for their dedication and perseverance after the recent hurricanes. Despite their own storm-related personal challenges, they worked long hours to make sure our customers were taken care of. They embody the UFP culture by also caring for their neighbors and communities and helping the UFPI Foundation identify charities to support in the hardest-hit communities where we operate. I am proud to be on their team."

Third Quarter 2024 Highlights (comparisons on a year-over-year basis except where noted):

- Net sales of \$1.65 billion decreased 10 percent due to a 3 percent decrease in organic unit sales and a 7 percent
 decrease in selling prices. The price of Southern Yellow Pine (SYP), which comprises approximately two-thirds of
 our lumber purchases, decreased 21 percent and contributed to the decrease in our selling prices.
- New product sales of \$119 million were 7.2 percent of total sales compared to 7.6 percent in the third quarter of 2023. Many products that were considered new products in 2023 were sunset and not included in 2024 totals. In 2024, we also increased the margin threshold for new products, resulting in certain product lines no longer meeting our growth and margin requirements for the purpose of being categorized as new products.
- Net earnings attributable to controlling interests of \$100 million represents a 26 percent decrease from last year.
- Adjusted EBITDA¹ of \$165 million represents a decrease of 21 percent while adjusted EBITDA margin1 declined 140 basis points to 10.0 percent.

Capital Allocation

UFP Industries maintains a strong balance sheet with \$1.19 billion in cash as of September 28, 2024, compared to \$957 million in cash at the end of the third quarter of 2023. The company had approximately \$2.4 billion of liquidity as of September 28, 2024. The company's return-focused approach to capital allocation includes the following:

- Acquisitions and Organic Growth. The company continues to pursue strategic acquisitions and will invest in organic growth opportunities when acquisition targets are not available at valuations that will allow us to meet or exceed targeted return rates. The company has targeted approximately \$1 billion in capital investments over the next five years, including capital investments in 2024 of up to \$300 million for automation, technology upgrades, geographic expansion and increased capacity at existing facilities, specifically for its Deckorators, Site Built, structural and protective packaging, and machine-built pallet businesses. Approximately \$295 million in capital projects have been approved in 2024 and another \$55 million are pending approval.
- **Dividend payments.** On October 23, 2024, the UFP Industries Board of Directors approved a quarterly dividend payment of \$0.33 per share, a 10 percent increase over the quarterly dividend of \$0.30 per share paid in December 2023. The dividend is payable on December 16, 2024, to shareholders of record on December 2, 2024.
- **Share repurchases.** On July 24, 2024, the UFP Industries Board of Directors authorized the company to repurchase up to \$200 million of shares through July 31, 2025. No shares have been repurchased under this new authorization.

By business segment, the company reported the following third quarter 2024 results:

¹ Represents a non-GAAP measurement; see the reconciliation of non-GAAP financial measures and related explanations below.

UFP Retail Solutions

Net sales of \$636 million, down 13 percent compared to the third quarter of 2023, attributable to a 4 percent decline in organic unit sales, a 7 percent decline in selling prices, and a 2 percent decline due to the transfer of certain product sales to the Packaging and Construction segments. Organic unit sales decreased 5 percent for ProWood, 4 percent for UFP-Edge, and 3 percent for Deckorators. Overall, unit sales decreased 3 percent with big box customers, reflective of ongoing softening in repair and remodel activity. Independent dealer sales decreased 8 percent, a decline that more closely correlates to housing starts. Gross profit of \$93 million decreased 11 percent.

UFP Packaging

Net sales of \$402 million were down 11 percent compared to the third quarter of 2023, due to a 5 percent decline in organic unit sales and an 8 percent decrease in selling prices, partially offset by a 2 percent increase from the transfer of certain product sales from the Retail segment. A 10 percent decline in organic unit sales for Structural Packaging, attributable to weaker demand, drove results in the quarter and were partially offset by a 2 percent increase in organic unit sales for PalletOne and a 4 percent increase in organic unit sales for Protective Packaging, both due to market share gains. Gross profit for the Packaging segment decreased 24 percent to \$71 million due to competitive price pressure and lower sales volumes.

UFP Construction

Net sales of \$535 million decreased 8 percent compared to the third quarter of 2023, attributable to a 2 percent decrease in organic unit sales and a 7 percent decrease in selling prices, partially offset by a 1 percent increase from the transfer of certain product sales from the Retail segment. Organic unit sales increased 11 percent in Factory Built due to an increase in industry production and market share gains. Organic unit sales for Site Built, Concrete Forming and Commercial decreased 8 percent, 7 percent and 6 percent, respectively, primarily due to weaker demand. Gross profit for the Construction segment decreased 23 percent to \$112 million, primarily due to a drop in volume and fixed manufacturing costs, as well as a more competitive pricing environment.

Short-Term Outlook

<u>Lumber Market:</u> We continue to anticipate lumber prices will remain at lower levels in 2024 based on current supply and demand dynamics. Recent industry production curtailments combined with new demand from rebuilding after storm damage may better align supply and demand in 2025.

End Market Demand: Our outlook for the fourth quarter remains unchanged for our Retail and Packaging segments. While we continue to anticipate demand will decrease in Retail by mid-single digits and decrease in Packaging by mid- to high-single digits, we now anticipate a decrease in demand for Construction by low-single digits, with continued strength in our Factory Built business offsetting weaker demand in our other Construction business units. We anticipate the softer demand and competitive pricing environment to continue through the remainder of 2024 and into 2025, resulting in more challenging year-over-year unit sales and profitability comparisons, partially offset by market share gains in each of our segments.

CONFERENCE CALL

UFP Industries will conduct a conference call to discuss its outlook and information included in this news release at 8:30 a.m. ET on Tuesday, October 29, 2024. The call will be hosted by Chairman and CEO Matthew J. Missad and CFO Michael Cole and will be available simultaneously and in its entirety to all interested investors and news media through a webcast at https://www.ufpinvestor.com/news-filings-reports#events---presentations. A replay of the call will be available through the website.

UFP Industries, Inc.

UFP Industries, Inc. is a holding company whose operating subsidiaries – UFP Packaging, UFP Construction and UFP Retail Solutions – manufacture, distribute and sell a wide variety of value-added products used in residential and commercial construction, packaging and other industrial applications worldwide. Founded in 1955, the company is headquartered in Grand Rapids, Mich., with affiliates in North America, Europe, Asia and Australia. UFP Industries is ranked #493 on the Fortune 500 and #128 on Industry Week's list of America's Largest Manufacturers. For more about UFP Industries, go to www.ufpi.com.

This press release contains forward-looking statements within the meaning of Section 21E of the Securities Exchange Act, as amended, that are based on management's beliefs, assumptions, current expectations, estimates and projections about the markets we serve, the economy and the Company itself. Words like "anticipates," "believes," "confident," "estimates," "expects," "forecasts," "likely," "plans," "projects," "should," variations of such words, and similar expressions identify such forward-looking statements. These statements do not guarantee future performance and involve certain risks, uncertainties and assumptions that are difficult to predict with regard to timing, extent, likelihood and degree of occurrence. The Company does not undertake to update forward-looking statements to reflect facts, circumstances, events, or assumptions that occur after the date the forward-looking statements are made. Actual results could differ materially from those included in such forward-looking statements. Investors are cautioned that all forward-looking statements involve risks and uncertainty. Among the factors that could cause actual results to differ materially from forward-looking statements are the following: fluctuations in the price of lumber; adverse or unusual weather conditions; adverse economic conditions in the markets we serve; government regulations, particularly involving environmental and safety regulations; and our ability to make successful business acquisitions. Certain of these risk factors as well as other risk factors and additional information are included in the Company's reports on Form 10-K and 10-Q on file with the Securities and Exchange Commission

Non-GAAP Financial Information

This release includes certain financial information not prepared in accordance with U.S. GAAP. Because not all companies calculate non-GAAP financial information identically (or at all), the presentations herein may not be comparable to other similarly titled measures used by other companies. Management uses Adjusted EBITDA, a non-GAAP financial measure, in order to evaluate historical and ongoing operations. Management believes that this non-GAAP financial measure is useful in order to enable investors to perform meaningful comparisons of historical and current performance. Adjusted EBITDA is intended to supplement and should be read together with the financial results. Adjusted EBITDA should not be considered an alternative or substitute for, and should not be considered superior to, the reported financial results. Accordingly, users of this financial information should not place undue reliance on the non-GAAP financial measure.

Net earnings

Net earnings refers to net earnings attributable to controlling interest unless specifically noted.

CONDENSED CONSOLIDATED STATEMENTS OF EARNINGS AND COMPREHENSIVE INCOME (UNAUDITED) FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 2024/2023

| | | to Date | | | | | | |
|--|--------------------|------------|------------------|---------|--------------------|------------|------------------|---------|
| (In thousands, except per share data) | 2024 | ı | 2023 | 3 | 2024 | | 2023 | |
| NET SALES | \$ 1,649,383 | 100.0 % | \$ 1,827,637 | 100.0 % | \$ 5,190,308 | 100.0 % | \$ 5,694,031 | 100.0 % |
| COST OF GOODS SOLD | 1,350,971 | 81.9 | 1,463,237 | 80.1 | 4,203,075 | 81.0 | 4,571,235 | 80.3 |
| GROSS PROFIT | 298,412 | 18.1 | 364,400 | 19.9 | 987,233 | 19.0 | 1,122,796 | 19.7 |
| SELLING, GENERAL AND ADMINISTRATIVE EXPENSES OTHER LOSSES (GAINS), NET | 183,341 (4,855) | 11.1 (0.3) | 195,649 1,419 | 10.7 | 578,555 (4,105) | 11.1 (0.1) | 595,035 5,224 | 10.5 |
| EARNINGS FROM OPERATIONS | 119,926 | 7.3 | 167,332 | 9.2 | 412,783 | 8.0 | 522,537 | 9.2 |
| INTEREST AND OTHER | (14,184) | (0.9) | (6,177) | (0.3) | (36,353) | (0.7) | (13,043) | (0.2) |
| EARNINGS BEFORE INCOME TAXES | 134,110 | 8.1 | 173,509 | 9.5 | 449,136 | 8.7 | 535,580 | 9.4 |
| INCOME TAXES | 32,491 | 2.0 | 39,326 | 2.2 | 100,186 | 1.9 | 125,031 | 2.2 |
| NET EARNINGS | 101,619 | 6.2 | 134,183 | 7.3 | 348,950 | 6.7 | 410,549 | 7.2 |
| LESS NET (EARNINGS) LOSS ATTRIBUTABLE TO NONCONTROLLING INTEREST | (1,819) | (0.1) | (148) | _ | (2,429) | _ | 316 | _ |
| NET EARNINGS ATTRIBUTABLE TO CONTROLLING INTEREST | \$ 99,800 | 6.1 | \$ 134,035 | 7.3 | \$ 346,521 | 6.7 | \$ 410,865 | 7.2 |
| EARNINGS PER SHARE - BASIC | \$ 1.64 | | \$ 2.14 | | \$ 5.66 | | \$ 6.55 | |
| EARNINGS PER SHARE - DILUTED | \$ 1.64 | | \$ 2.10 | | \$ 5.65 | | \$ 6.45 | |
| COMPREHENSIVE INCOME | \$ 102,411 | | \$ 130,422 | | \$ 340,632 | | \$ 417,518 | |
| LESS COMPREHENSIVE (INCOME) LOSS ATTRIBUTABLE TO NONCONTROLLING INTEREST | (1,032) | | 820 | | 397 | | (2,661) | |
| COMPREHENSIVE INCOME ATTRIBUTABLE TO CONTROLLING INTEREST | \$ 101,379 | | \$ 131,242 | | \$ 341,029 | | \$ 414,857 | |

CONDENSED CONSOLIDATED STATEMENTS OF EARNINGS AND RECONCILIATION TO ADJUSTED EBITDA BY SEGMENT (UNAUDITED) FOR THE THREE MONTHS ENDED SEPTEMBER 2024/2023

| | Quarter Period 2024 | | | | | | | | | | |
|--|---------------------|---------|----|-----------|----|-------------|----|-----------|----|-----------|-----------------|
| (In thousands) | | Retail | _ | Packaging | Co | onstruction | | All Other | _ | Corporate | Total |
| NET SALES | \$ | 635,571 | \$ | 401,626 | \$ | 534,625 | \$ | 75,802 | \$ | 1,759 | \$ 1,649,383 |
| COST OF GOODS SOLD | | 542,516 | | 330,381 | | 422,967 | | 61,350 | | (6,243) | 1,350,971 |
| GROSS PROFIT | | 93,055 | | 71,245 | | 111,658 | | 14,452 | | 8,002 | 298,412 |
| SELLING, GENERAL AND | | | | | | | | | | | |
| ADMINISTRATIVE EXPENSES | | 54,113 | | 49,352 | | 69,046 | | 13,696 | | (2,866) | 183,341 |
| OTHER | | (2,870) | | 28 | | 212 | | (1,791) | | (434) | (4,855) |
| EARNINGS FROM OPERATIONS | | 41,812 | | 21,865 | | 42,400 | | 2,547 | | 11,302 | 119,926 |
| INTEREST AND OTHER | | (114) | | 81 | | | | (4,033) | | (10,118) | (14,184) |
| EARNINGS BEFORE INCOME TAXES | | 41,926 | | 21,784 | | 42,400 | | 6,580 | | 21,420 | 134,110 |
| INCOME TAXES | | 10,157 | | 5,277 | | 10,273 | | 1,594 | | 5,190 | 32,491 |
| NET EARNINGS | \$ | 31,769 | \$ | 16,507 | \$ | 32,127 | \$ | 4,986 | \$ | 16,230 | \$ 101,619 |
| INTEREST AND OTHER | | (114) | | 81 | | _ | | (4,033) | | (10,118) | (14,184) |
| INCOME TAXES | | 10,157 | | 5,277 | | 10,273 | | 1,594 | | 5,190 | 32,491 |
| EXPENSES ASSOCIATED WITH SHARE- BASED COMPENSATION ARRANGEMENTS | | 1,116 | | 1,575 | | 1,822 | | 140 | | 3,416 | 8,069 |
| NET LOSS (GAIN) ON DISPOSITION AND IMPAIRMENT OF ASSETS | | (9) | | 28 | | (64) | | (4) | | (404) | (453) |
| DEPRECIATION EXPENSE | | 7,238 | | 8,664 | | 6,027 | | 832 | | 8,726 | 31,487 |
| AMORTIZATION OF INTANGIBLES | | 998 | | 2,216 | | 703 | | 1,536 | | 433 | 5,886 |
| ADJUSTED EBITDA | \$ | 51,155 | \$ | 34,348 | \$ | 50,888 | \$ | 5,051 | \$ | 23,473 | \$ 164,915 |
| ADJUSTED EBITDA AS A PERCENTAGE | | | | | | | | | | | |
| OF NET SALES | | 8.0% | | 8.6% | | 9.5% | | 6.7% | | * | 10.0% |

^{*} Not meaningful

| | Quarter Period 2023 | | | | | | | | | | |
|--|---------------------|---------|----|-----------|----|-------------|----|-----------|----|-----------|-----------------|
| (In thousands) | | Retail | I | Packaging | C | onstruction | _ | All Other | | Corporate | Total |
| NET SALES | \$ | 730,353 | \$ | 449,885 | \$ | 583,960 | \$ | 62,454 | \$ | 985 | \$ 1,827,637 |
| COST OF GOODS SOLD | | 625,730 | | 355,924 | | 439,152 | | 43,084 | | (653) | 1,463,237 |
| GROSS PROFIT | | 104,623 | | 93,961 | | 144,808 | | 19,370 | | 1,638 | 364,400 |
| SELLING, GENERAL AND | | | | | | | | | | | |
| ADMINISTRATIVE EXPENSES | | 57,019 | | 52,524 | | 75,293 | | 13,919 | | (3,106) | 195,649 |
| OTHER | | 930 | | 8 | | (45) | | 108 | | 418 | 1,419 |
| EARNINGS FROM OPERATIONS | | 46,674 | | 41,429 | | 69,560 | | 5,343 | | 4,326 | 167,332 |
| INTEREST AND OTHER | | 26 | | 10 | | (1) | | (98) | | (6,114) | (6,177) |
| EARNINGS BEFORE INCOME TAXES | | 46,648 | | 41,419 | | 69,561 | | 5,441 | | 10,440 | 173,509 |
| INCOME TAXES | | 10,642 | | 9,388 | | 15,766 | | 1,164 | | 2,366 | 39,326 |
| NET EARNINGS | \$ | 36,006 | \$ | 32,031 | \$ | 53,795 | \$ | 4,277 | \$ | 8,074 | \$ 134,183 |
| INTEREST AND OTHER | | 26 | | 10 | | (1) | | (98) | | (6,114) | (6,177) |
| INCOME TAXES | | 10,642 | | 9,388 | | 15,766 | | 1,164 | | 2,366 | 39,326 |
| EXPENSES ASSOCIATED WITH SHARE- BASED COMPENSATION ARRANGEMENTS | | 1,314 | | 1,686 | | 1,685 | | 184 | | 3,324 | 8,193 |
| NET LOSS (GAIN) ON DISPOSITION AND | | 1,51. | | 1,000 | | 1,000 | | 10. | | 5,52. | 0,175 |
| IMPAIRMENT OF ASSETS | | 35 | | 8 | | (14) | | (200) | | (112) | (283) |
| DEPRECIATION EXPENSE | | 6,355 | | 8,361 | | 4,930 | | 518 | | 7,482 | 27,646 |
| AMORTIZATION OF INTANGIBLES | | 1,133 | | 2,175 | | 703 | | 563 | | 380 | 4,954 |
| ADJUSTED EBITDA | \$ | 55,511 | \$ | 53,659 | \$ | 76,864 | \$ | 6,408 | \$ | 15,400 | \$ 207,842 |
| AD HIGHER EDIEDA AG A BED CENTA CE | | | | | | | | | | | |
| ADJUSTED EBITDA AS A PERCENTAGE OF NET SALES | | 7.6% | | 11.9% | | 13.2% | | 10.3% | | * | 11.4% |

^{*} Not meaningful

CONDENSED CONSOLIDATED STATEMENTS OF EARNINGS AND RECONCILIATION TO ADJUSTED EBITDA BY SEGMENT (UNAUDITED) FOR THE NINE MONTHS ENDED SEPTEMBER 2024/2023

| | Year to Date 2024 | | | | | | | | | | | |
|------------------------------------|-------------------|-----------|----|-----------|----|--------------|----|-----------|----|-----------|----|-----------|
| (In thousands) | | Retail | _ | Packaging | _ | Construction | | All Other | | Corporate | | Total |
| NET SALES | \$ | 2,073,403 | \$ | 1,261,248 | \$ | 1,627,068 | \$ | 224,219 | \$ | 4,370 | \$ | 5,190,308 |
| COST OF GOODS SOLD | | 1,752,464 | | 1,020,877 | | 1,275,520 | | 171,916 | | (17,702) | | 4,203,075 |
| GROSS PROFIT | | 320,939 | | 240,371 | | 351,548 | | 52,303 | | 22,072 | | 987,233 |
| SELLING, GENERAL AND | | | | | | | | | | | | |
| ADMINISTRATIVE EXPENSES | | 175,014 | | 156,289 | | 211,503 | | 41,663 | | (5,914) | | 578,555 |
| OTHER | | (1,650) | | 1,455 | | 292 | | (3,276) | | (926) | | (4,105) |
| EARNINGS FROM OPERATIONS | | 147,575 | | 82,627 | | 139,753 | | 13,916 | | 28,912 | | 412,783 |
| INTEREST AND OTHER | | (386) | | 1,314 | | (25) | | (8,826) | | (28,430) | | (36,353) |
| EARNINGS BEFORE INCOME TAXES | | 147,961 | | 81,313 | | 139,778 | | 22,742 | | 57,342 | | 449,136 |
| INCOME TAXES | | 33,193 | | 17,841 | | 31,194 | | 5,072 | | 12,886 | | 100,186 |
| NET EARNINGS | \$ | 114,768 | \$ | 63,472 | \$ | 108,584 | \$ | 17,670 | \$ | 44,456 | \$ | 348,950 |
| INTEREST AND OTHER | | (386) | | 1,314 | | (25) | | (8,826) | | (28,430) | | (36,353) |
| INCOME TAXES | | 33,193 | | 17,841 | | 31,194 | | 5,072 | | 12,886 | | 100,186 |
| EXPENSES ASSOCIATED WITH SHARE- | | | | | | | | | | | | |
| BASED COMPENSATION ARRANGEMENTS | | 3,928 | | 5,351 | | 6,098 | | 609 | | 11,359 | | 27,345 |
| NET LOSS (GAIN) ON DISPOSITION AND | | | | | | | | | | | | |
| IMPAIRMENT OF ASSETS | | 877 | | 1,455 | | 222 | | 10 | | (1,026) | | 1,538 |
| GAIN FROM REDUCTION OF ESTIMATED | | | | | | | | | | | | |
| EARNOUT LIABILITY | | _ | | (37) | | (1,818) | | _ | | _ | | (1,855) |
| DEPRECIATION EXPENSE | | 21,327 | | 25,600 | | 17,032 | | 2,449 | | 25,722 | | 92,130 |
| AMORTIZATION OF INTANGIBLES | | 2,994 | | 6,624 | | 2,108 | | 4,573 | | 1,322 | | 17,621 |
| ADJUSTED EBITDA | \$ | 176,701 | \$ | 121,620 | \$ | 163,395 | \$ | 21,557 | \$ | 66,289 | \$ | 549,562 |
| | | | | | | | | | | | | |
| ADJUSTED EBITDA AS A PERCENTAGE | | | | | | | | | | | | |
| OF NET SALES | | 8.5% | | 9.6% | | 10.0% | | 9.6% | | * | | 10.6% |

^{*} Not meaningful

| | | | | | Year to D | ate | 2023 | | | | |
|------------------------------------|----|-----------|-----------------|----|--------------|-----|-----------|----|-----------|----|-----------|
| (In thousands) | | Retail | Packaging | (| Construction | | All Other | | Corporate | | Total |
| NET SALES | \$ | 2,430,277 | \$ 1,424,546 | \$ | 1,650,017 | \$ | 185,841 | \$ | 3,350 | \$ | 5,694,031 |
| COST OF GOODS SOLD | | 2,107,528 | 1,091,452 | | 1,246,346 | | 127,446 | | (1,537) | | 4,571,235 |
| GROSS PROFIT | | 322,749 | 333,094 | | 403,671 | | 58,395 | | 4,887 | | 1,122,796 |
| SELLING, GENERAL AND | | | | | | | | | | | |
| ADMINISTRATIVE EXPENSES | | 172,631 | 180,153 | | 216,714 | | 39,982 | | (14,445) | | 595,035 |
| OTHER | | 2,975 | (84) | | 1,190 | | 1,452 | | (309) | | 5,224 |
| EARNINGS FROM OPERATIONS | | 147,143 | 153,025 | | 185,767 | | 16,961 | | 19,641 | | 522,537 |
| INTEREST AND OTHER | | 67 | 1,012 | | (7) | | (4,467) | | (9,648) | | (13,043) |
| EARNINGS BEFORE INCOME TAXES | | 147,076 | 152,013 | | 185,774 | | 21,428 | | 29,289 | | 535,580 |
| INCOME TAXES | | 34,382 | 35,567 | | 43,275 | | 4,979 | | 6,828 | | 125,031 |
| NET EARNINGS | \$ | 112,694 | \$ 116,446 | \$ | 142,499 | \$ | 16,449 | \$ | 22,461 | \$ | 410,549 |
| INTEREST AND OTHER | | 67 | 1,012 | | (7) | | (4,467) | | (9,648) | | (13,043) |
| INCOME TAXES | | 34,382 | 35,567 | | 43,275 | | 4,979 | | 6,828 | | 125,031 |
| EXPENSES ASSOCIATED WITH SHARE- | | | | | | | | | | | |
| BASED COMPENSATION ARRANGEMENTS | | 4,244 | 5,485 | | 5,492 | | 687 | | 10,160 | | 26,068 |
| NET LOSS (GAIN) ON DISPOSITION AND | | | | | | | | | | | |
| IMPAIRMENT OF ASSETS | | 61 | (85) | | (45) | | (140) | | (256) | | (465) |
| DEPRECIATION EXPENSE | | 18,585 | 24,038 | | 14,192 | | 1,479 | | 22,138 | | 80,432 |
| AMORTIZATION OF INTANGIBLES | | 3,465 | 6,657 | | 2,202 | | 1,846 | | 1,155 | | 15,325 |
| ADJUSTED EBITDA | \$ | 173,498 | \$ 189,120 | \$ | 207,608 | \$ | 20,833 | \$ | 52,838 | \$ | 643,897 |
| | T | | | | | _ | | _ | | _ | |
| ADJUSTED EBITDA AS A PERCENTAGE | | | | | | | | | | | |
| OF NET SALES | | 7.1% | 13.3% | | 12.6% | | 11.2% | | * | | 11.3% |

^{*} Not meaningful

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) SEPTEMBER 2024/2023

| thousands) | |
|------------|--|
| | |
| | |

| ASSETS | 2024 | 2023 | LIABILITIES AND EQUITY | 2024 | 2023 |
|---------------------------|--------------|--------------|-------------------------------|--------------|--------------|
| CURRENT ASSETS | | | CURRENT LIABILITIES | | |
| Cash and cash equivalents | \$ 1,190,807 | \$ 957,092 | Accounts payable | \$ 239,897 | \$ 253,065 |
| Restricted cash | 761 | 3,761 | Accrued liabilities and other | 322,031 | 347,231 |
| Investments | 38,935 | 37,062 | Current portion of debt | 44,103 | 1,539 |
| Accounts receivable | 650,869 | 697,555 | | | |
| Inventories | 645,429 | 744,747 | | | |
| Other current assets | 86,724 | 64,905 | | | |
| | | | | | |
| TOTAL CURRENT ASSETS | 2,613,525 | 2,505,122 | TOTAL CURRENT LIABILITIES | 606,031 | 601,835 |
| | | | | | |
| | | | LONG-TERM DEBT AND | | |
| OTHER ASSETS | 259,637 | 283,999 | FINANCE LEASE OBLIGATIONS | 232,043 | 273,308 |
| INTANGIBLE ASSETS, NET | 501,641 | 476,271 | OTHER LIABILITIES | 180,465 | 173,390 |
| | | | | | |
| | | | TEMPORARY EQUITY | 5,527 | 6,788 |
| | | | | | |
| PROPERTY, PLANT AND | | | | | |
| EQUIPMENT, NET | 843,082 | 738,692 | SHAREHOLDERS' EQUITY | 3,193,819 | 2,948,763 |
| | | | | | |
| | | | | | |
| | | | TOTAL LIABILITIES AND | | |
| TOTAL ASSETS | \$ 4,217,885 | \$ 4,004,084 | EQUITY | \$ 4,217,885 | \$ 4,004,084 |

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED) FOR THE NINE MONTHS ENDED SEPTEMBER 2024/2023

| (In thousands) | | 2024 | | 2023 | |
|---|----|-----------|-----|-----------|--|
| CASH FLOWS FROM OPERATING ACTIVITIES: | | | | | |
| Net earnings | \$ | 348,950 | \$ | 410,549 | |
| Adjustments to reconcile net earnings to net cash from operating activities: | | | | | |
| | | | | | |
| Depreciation | | 92,130 | | 80,432 | |
| Amortization of intangibles | | 17,621 | | 15,325 | |
| Expense associated with share-based and grant compensation arrangements | | 27,345 | | 26,068 | |
| Deferred income taxes | | (674) | | 113 | |
| Unrealized (gain) loss on investment and other | | (3,201) | | 362 | |
| Equity in loss of investee | | 1,313 | | 1,013 | |
| Net loss (gain) on sale, disposition and impairment of assets | | 1,538 | | (465) | |
| Gain from reduction of estimated earnout liability | | (1,855) | | _ | |
| Changes in: | | | | | |
| Accounts receivable | | (102,355) | | (82,883) | |
| Inventories | | 81,238 | | 230,559 | |
| Accounts payable and cash overdraft | | 37,391 | | 49,093 | |
| Accrued liabilities and other | | (1,779) | | (18,363) | |
| NET CASH FROM OPERATING ACTIVITIES | | 497,662 | | 711,803 | |
| THE CAMERON OF PROPERTY OF THE PARTY OF THE | | 157,002 | | 711,005 | |
| CASH FLOWS USED IN INVESTING ACTIVITIES: | | | | | |
| Purchases of property, plant, and equipment | | (165,493) | | (130,947) | |
| Proceeds from sale of property, plant and equipment | | 3,795 | | 2,211 | |
| Acquisitions, net of cash received and purchase of equity method investment | | 3,793 | | | |
| | | (4.002) | | (52,488) | |
| Purchase of remaining noncontrolling interest of subsidiary Purchases of investments | | (4,902) | | (2(222) | |
| - | | (34,284) | | (26,333) | |
| Proceeds from sale of investments | | 13,782 | | 22,101 | |
| Other | | 4,712 | | (2,092) | |
| NET CASH USED IN INVESTING ACTIVITIES | | (182,390) | | (187,548) | |
| CASH FLOWS USED IN FINANCING ACTIVITIES: | | | | | |
| Borrowings under revolving credit facilities | | 20,130 | | 18,915 | |
| Repayments under revolving credit facilities | | (20,477) | | (21,929) | |
| Repayments of debt | | | | (29) | |
| Repayment of debt on behalf of investee | | (6,303) | | | |
| Contingent consideration payments and other | | (4,779) | | (6,179) | |
| Proceeds from issuance of common stock | | 2,122 | | 2,087 | |
| Dividends paid to shareholders | | (60,721) | | (49,723) | |
| Distributions to noncontrolling interest | | (11,848) | | (7,355) | |
| Payments to taxing authorities in connection with shares directly withheld from employees | | (17,838) | | (7,555) | |
| Repurchase of common stock | | (141,122) | | (62,076) | |
| Other | | 55 | | 65 | |
| NET CASH USED IN FINANCING ACTIVITIES | | | | | |
| NET CASH USED IN FINANCING ACTIVITIES | | (240,781) | | (126,224) | |
| Effect of exchange rate changes on cash | | (5,179) | | 3,199 | |
| NET CHANGE IN CASH AND CASH EQUIVALENTS | | 69,312 | | 401,230 | |
| ALL CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD | | 1,122,256 | | 559,623 | |
| ALE CASH AND CASH EQUIVALENTS, BEGINNING OF TERIOD | | 1,122,230 | | 339,023 | |
| ALL CASH AND CASH EQUIVALENTS, END OF PERIOD | \$ | 1,191,568 | \$ | 960,853 | |
| | | | | | |
| Reconciliation of cash and cash equivalents and restricted cash: | | | | | |
| Cash and cash equivalents, beginning of period | \$ | 1,118,329 | \$ | 559,397 | |
| Restricted cash, beginning of period | | 3,927 | | 226 | |
| All cash and cash equivalents, beginning of period | \$ | 1,122,256 | \$ | 559,623 | |
| Cook and cook agriculants and of naviod | 0 | 1 100 907 | e e | 057.000 | |
| Cash and cash equivalents, end of period | \$ | 1,190,807 | \$ | 957,092 | |
| Restricted cash, end of period | | 761 | | 3,761 | |
| All cash and cash equivalents, end of period | \$ | 1,191,568 | \$ | 960,853 | |
| | | | | | |
| | | | | | |