WeightWatchers

Supplemental Investor Materials



February 27, 2025

Forward-looking Statements

This presentation includes “forward-looking statements,” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, including, in particular, any statements about the Company’s plans, strategies, objectives, initiatives, and prospects. The Company generally uses the words “may,” “will,” “could,” “expect,” “anticipate,” “believe,” “estimate,” “plan,” “intend,” “aim” and similar expressions in this presentation to identify forward-looking statements. The Company bases these forward-looking statements on its current views with respect to future events and financial performance. Actual results could differ materially from those projected in the forward-looking statements. These forward-looking statements are subject to risks, uncertainties and assumptions, including, among other things: competition from other weight management and health and wellness industry participants or the development of more effective or more favorably perceived weight management methods; the Company's failure to continue to retain and grow its subscriber base; the Company’s ability to be a leader in the rapidly evolving and increasingly competitive clinical weight management and weight loss market; the Company's ability to continue to develop new, innovative services and products and enhance its existing services and products or the failure of its services, products or brands to continue to appeal to the market, or its ability to successfully expand into new channels of distribution or respond to consumer trends or sentiment; regulatory, reputational and other risks associated with the Company’s new compounded GLP-1 offering; the ability to successfully implement strategic initiatives; the Company’s ability to evolve its community offerings to meet the evolving tastes and preferences of its members; the effectiveness and efficiency of the Company's advertising and marketing programs, including the strength of the Company's social media presence; the impact on the Company's reputation of actions taken by its franchisees, licensees, suppliers, affiliated provider entities, PCs’ healthcare professionals, and other partners, including as a result of its acquisition of Weekend Health, Inc., doing business as Sequence (“Sequence”) (the “Acquisition”); the recognition of asset impairment charges; the loss of key personnel, strategic partners or consultants or failure to effectively manage and motivate the Company's workforce; the Company’s chief executive officer transition; the Company’s ability to successfully make acquisitions or enter into collaborations or joint ventures, including its ability to successfully integrate, operate or realize the anticipated benefits of such businesses, including with respect to Sequence; uncertainties related to a downturn in general economic conditions or consumer confidence, including as a result of the existing inflationary environment, rising interest rates, the potential impact of political and social unrest and increased volatility in the credit and capital markets; the seasonal nature of the Company's business; the Company's failure to maintain effective internal control over financial reporting; the impact of events that impede accessing resources or discourage or impede people from gathering with others; the early termination by the Company of leases; the inability to renew certain of the Company's licenses, or the inability to do so on terms that are favorable to the Company; the impact of the Company's substantial amount of debt, debt service obligations and debt covenants, and its exposure to variable rate indebtedness; the ability to generate sufficient cash to service the Company's debt and satisfy its other liquidity requirements; uncertainties regarding the satisfactory operation of the Company's technology or systems; the impact of data security breaches and other malicious acts or privacy concerns, including the costs of compliance with evolving privacy laws and regulations; the Company’s ability to successfully integrate and use artificial intelligence in its business; the Company's ability to enforce its intellectual property rights both domestically and internationally, as well as the impact of its involvement in any claims related to intellectual property rights; the impact of existing and future laws and regulations, including federal and state regulations relating to compounded medications; risks related to the Company's exposure to extensive and complex healthcare laws and regulations as a result of the Acquisition; the outcomes of litigation or regulatory actions; risks and uncertainties associated with the Company's international operations, including regulatory, economic, political, social, intellectual property, and foreign currency risks, which risks may be exacerbated as a result of war and terrorism; risks related to the Acquisition, including risks that the Acquisition may not achieve its intended results; the possibility that the Company could fail to maintain the listing of its common stock on Nasdaq; risks related to the actions of activist shareholders; and other risks and uncertainties, including those detailed from time to time in the Company's periodic reports filed with the United States Securities and Exchange Commission (the “SEC”) (which are available on the SEC’s EDGAR database at www.sec.gov and via the Company’s website at corporate.ww.com). You should not put undue reliance on any forward-looking statements. You should understand that many important factors, including those discussed herein, could cause the Company’s results to differ materially from those expressed or suggested in any forward-looking statement. Except as required by law, the Company does not undertake any obligation to update or revise these forward-looking statements to reflect new information or events or circumstances that occur after the date of this presentation or to reflect the occurrence of unanticipated events or otherwise. Readers are advised to review the Company’s filings with the SEC (which are available on the SEC’s EDGAR database at www.sec.gov and via the Company’s website at corporate.ww.com).

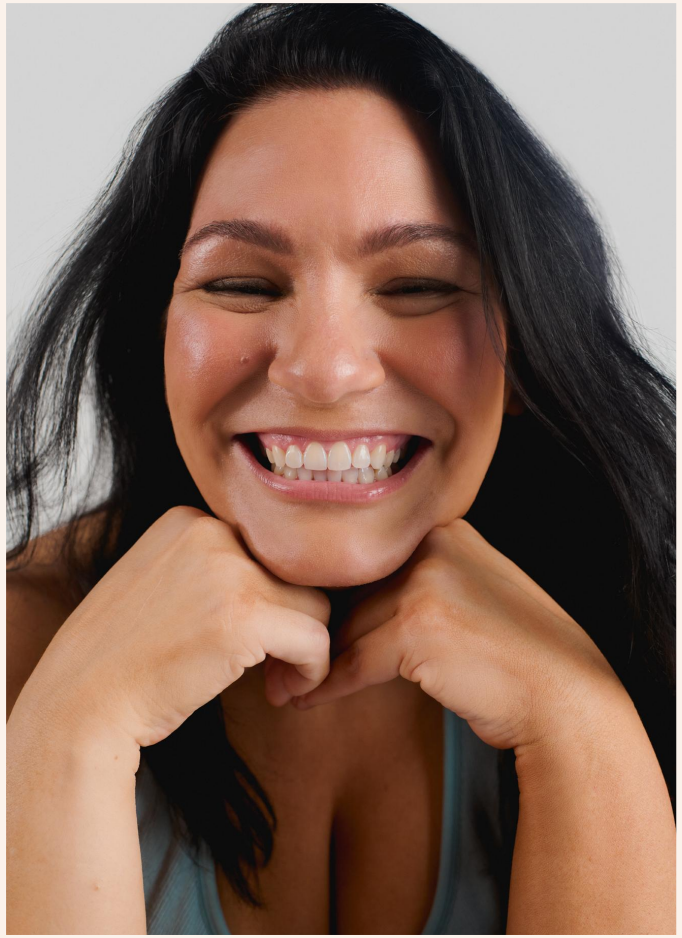
Non-GAAP Financial Measures

This presentation includes certain financial results not presented in accordance with accounting principles generally accepted in the United States (“GAAP”) including, but not limited to, gross profit, gross margin, operating (loss) income, operating (loss) income margin, net income (loss), net income (loss) margin, diluted (net loss) earnings per share, selling, general and administrative expenses, EBITDAS, and EBITDAS margin, all as adjusted. In addition, it includes certain financial results on a constant currency basis in addition to GAAP results. Constant currency information compares results between periods as if exchange rates had remained constant period-over-period. In this presentation, the Company calculates constant currency by calculating current-year results using prior-year foreign currency exchange rates. See Financial Detail section for reconciliations. Management believes these non-GAAP financial measures provide useful supplemental information for its and investors' evaluation of the Company's business performance and are useful for period-over-period comparisons of the performance of the Company's business. While management believes that these non-GAAP financial measures are useful in evaluating the Company's business, this information should be considered as supplemental in nature and should not be considered in isolation or as a substitute for the related financial information prepared in accordance with GAAP. In addition, these non-GAAP financial measures may not be the same as similarly titled measures reported by other companies.

Trademarks

The following terms used in this presentation are our trademarks: Points®, ZeroPoint®, Weight Watchers® and the Weight Watchers logo.

WeightWatchers is proven to work and advancing with the science



#1

#1 Best Weight-Loss Diet—again!
(that makes 15 years in a row)
Ranked by U.S. News & World Report.[1]

2x

more effective for weight loss than do-it-yourself.[3]

2x

more effective for weight loss than physician counseling.[4]

3.5x **more effective** for weight loss than reliance on standard nutritional guidance.[5]

#1

US doctor-recommended weight-loss program.[2]

11% more weight loss for members who combined weight-loss medication with our behavior change program compared to those who used medications alone.[6]

2.7% Members who transitioned from our Clinic offering to the Behavioral program not only maintained their weight loss, but continued to lose an additional 2.7% of their body weight.[7]

WeightWatchers.

Source: **1** U.S. News (2024). **2** Based on a 2023 Cerner Inviza survey of 500 doctors who recommend weight-loss programs to patients. **3** Tate et al. 2022 **4** Jebb et al., Lancet 2011 **5** Palacios et al. Manuscript under review. **6** Based on observational data from 56,879 WW Clinic Members conducted in January 2024. **7** On average, after 13 weeks. Based on observational data from 215 individuals.

Q4 2024 SUMMARY

End of Period Subscribers	Paid Weeks	Revenues	Subscription Revenues	Adjusted Gross Margin[1]	Adjusted Operating Income[1]	Adjusted EBITDAS[1]
3.3 million *-12.2% YoY* *37.8% YoY growth in Clinical Subscribers*	45.5 million *-9.9% YoY*	$184.4 million *-10.5% YoY*	$181.7 million *-7.3% YoY*	69.1% *Up 771 basis points YoY*	$36.9 million *20.0% of Revenues* *Up 967 basis points YoY*	$50.4 million *27.4% of Revenues* *Up 1,109 basis points YoY*

Q4 Operational Highlights

- **Key Product Launches** - Compounded Semaglutide, Registered Dietitians available to all U.S. members, AI Food Scanner, Recipe Analyzer, Macronutrients, and 150+ new ZeroPoint Foods
- **Cost savings on target** - executed majority of actions needed to achieve $100M of run-rate cost savings by the end of 2025

Q4 Financial Highlights

- **Subscription Revenues per Paid Week** - Sequential increase in Q4 vs. Q3 due to a higher mix of Clinical Subscribers
- **Adjusted Gross Margin[1]** - Remained near record highs and up 771 basis points YoY due to actions to reduce our fixed cost base and the closure of the lower margin consumer products business at the end of fiscal 2023
- **Adjusted Operating Income Margin[1] and Adjusted EBITDAS Margin[1]** - Both at highest level since Q3 2022

[1] See non-GAAP reconciliation on slides 10 - 16

2024 SUMMARY

End of Period Subscribers	Paid Weeks	Revenues	Subscription Revenues	Adjusted Gross Margin[1]	Adjusted Operating Income[1]	Adjusted EBITDAS[1]
3.3 million *-12.2% YoY* *37.8% YoY growth in Clinical Subscribers*	196.6 million *-5.1% YoY*	$785.9 million *-11.6% YoY*	$777.0 million *-5.6% YoY*	68.5% *Up 659 basis points YoY*	$104.8 million *13.3% of Revenues* *Up 328 basis points YoY*	$149.3 million *19.0% of Revenues* *Up 254 basis points YoY*

- **Subscription Revenues** of $777.0 million declined 5.6% YoY, with declines in Digital and Workshops + Digital Revenues driven primarily by a higher mix of Digital subscribers within their initial, lower-priced commitment periods and recruitment declines. Additionally, Subscription Revenues were negatively impacted by the continued mix shift from our Workshops + Digital business to our Digital business. Subscription Revenues included $78.0 million of Clinical Subscription Revenues
- **Other Revenues** of $8.9 million declined $57.9 million YoY due to the closure of the lower margin consumer products business at the end of 2023
- **Record Annual Adjusted Gross Margin**[1] - Up 659 basis points YoY driven primarily by actions to reduce our fixed cost base and the closure of the lower margin consumer products business at the end of 2023
- **Adjusted Operating Income Margin**[1] - Up 328 basis points YoY driven primarily by adjusted gross margin expansion

[1] See non-GAAP reconciliation on slides 10 - 16

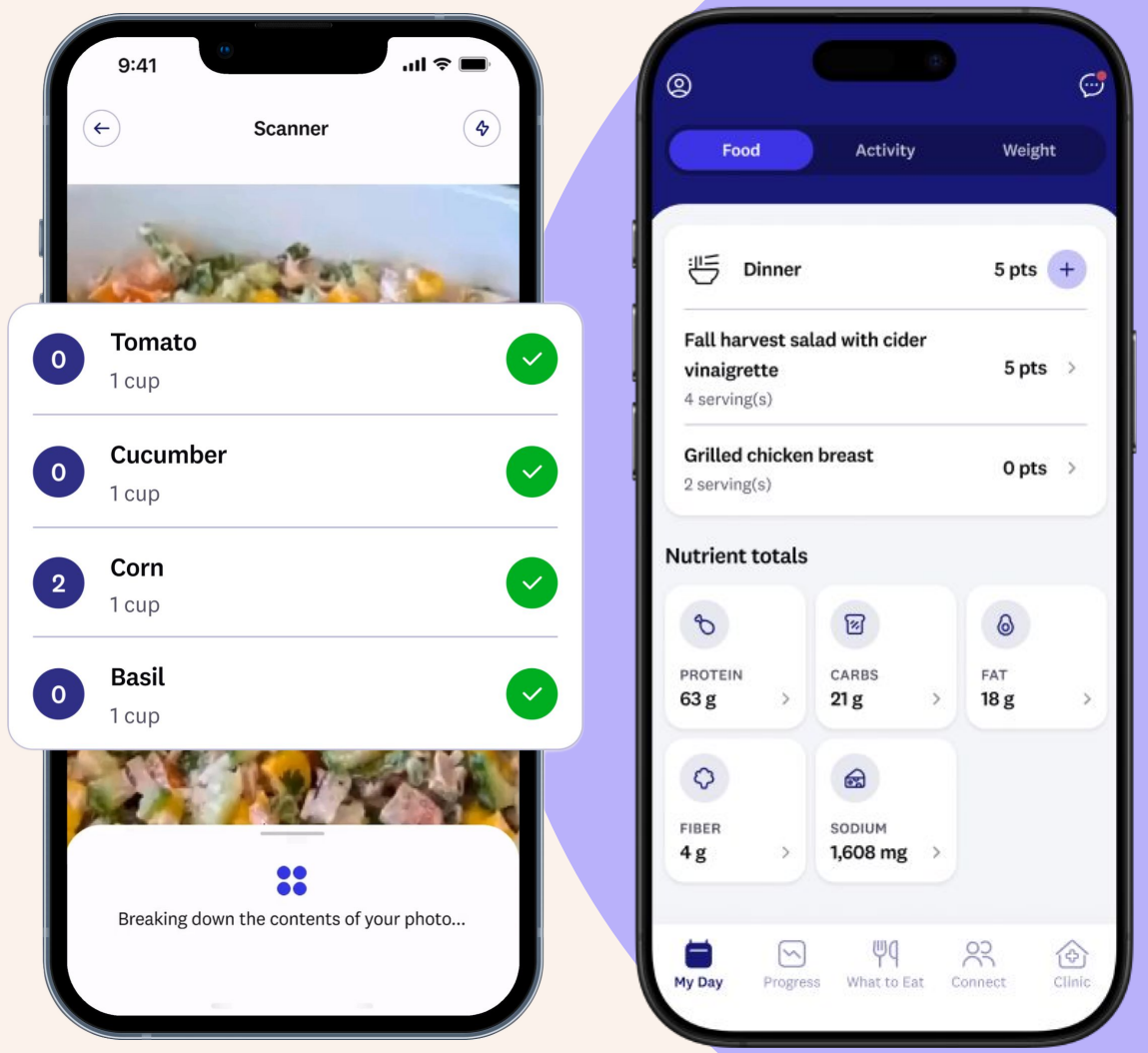
Product Updates



Next-Gen Program With AI-Powered App Features

Innovative features that make weight management easier, more personalized, and sustainable

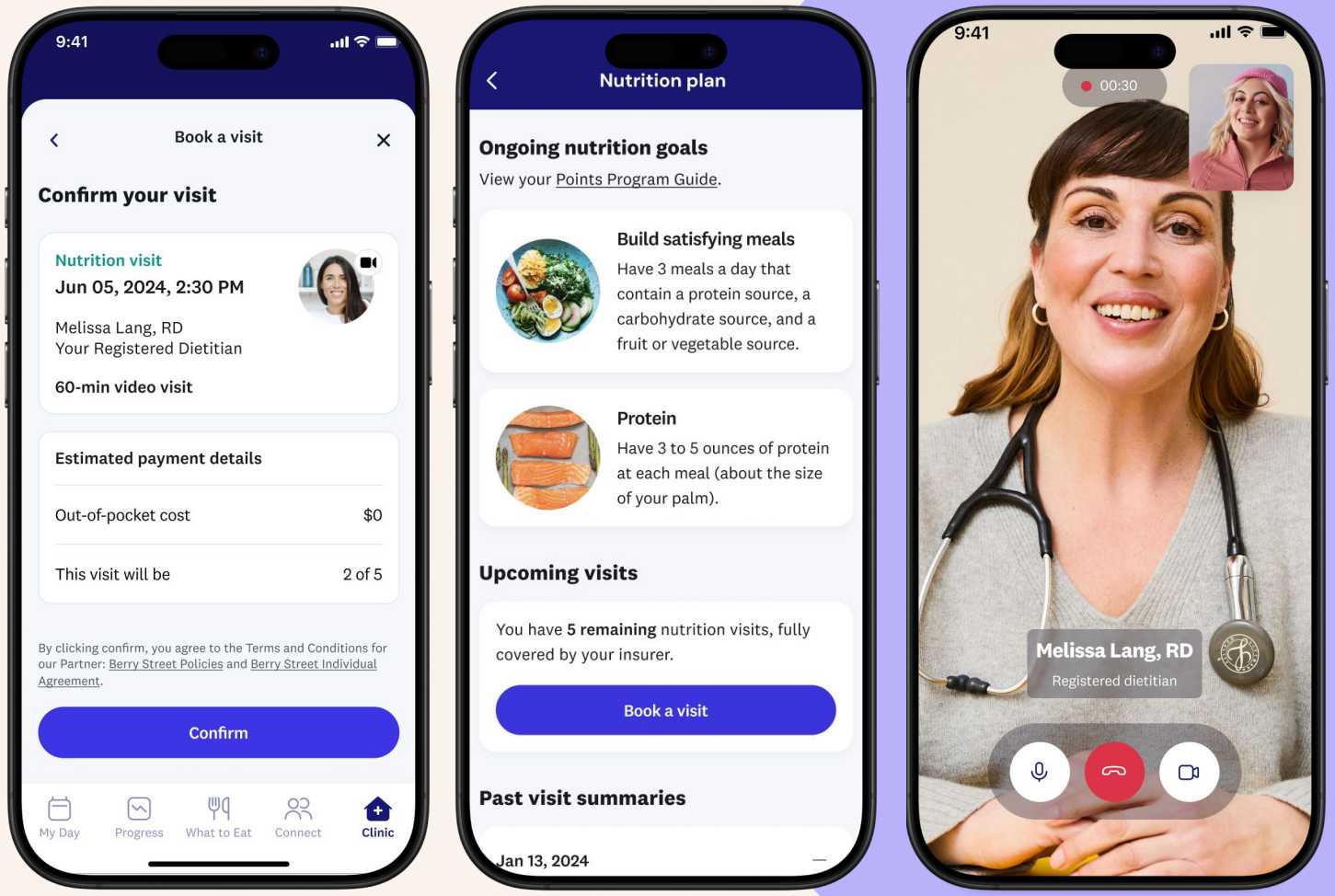
- **AI Food Scanner, Recipe Analyzer, Macronutrients, and 150+ new ZeroPoint Foods**
- Approaching 2 million meals tracked using the AI food scanner, almost a million recipes imported, and macros driving a 5 percent increase in tracked foods since launch
- Collectively, these new features translated into our highest activation rate for the start of a year since 2020, together with encouraging positive traction across many of our January brand survey metrics



Registered Dietitian Offering

1:1 visits with a Registered Dietitian now available to US members

- Uptake has been positive, requiring us to scale our registered dietitians faster than expected to keep up with demand
- Insurance-covered and cash-pay options. Approximately half our current members have existing insurance coverage for this type of service



Financial Detail



Income Statement Impact of Non-GAAP Adjustments

The schedule below shows the income statement impact of adjustments made to Gross Profit, Gross Margin, Operating Income, Income Before Tax, (Benefit From) Income Taxes, Net Income, and Diluted Earnings Per Share.

($ in thousands, except percentages and per share amounts)	Q4 2024 GAAP	Q4 2024 Net Restructuring Reversal of Charges (Charges)	Q4 2024 Adjusted
Gross Profit	**$ 128,513**	**$ 1,140**	**$ 127,373**
Gross Margin	*69.7%*		*69.1%*
Operating Income	**$ 36,222**	**$ (651)**	**$ 36,873**
Less: Interest expense	27,031	-	27,031
Less: Other (income), net	(4,188)	-	(4,188)
Income Before Tax	**13,379**	**(651)**	**14,030**
Less: (Benefit From) Income Taxes	(11,745)	(164)	(11,581)
Net Income	**$ 25,124**	**$ (487)**	**$ 25,611**
Diluted Earnings Per Share	**$ 0.31**[(1)]	**$ (0.01)**	**$ 0.32**[(1)]

Note: Totals may not sum due to rounding.

[(1)] Diluted Earnings Per Share included a $0.28 tax benefit arising from the impact of a valuation allowance on the Company's full year fiscal 2024 financials

Adjusted Operating Income to Adjusted EBITDAS

(in thousands)

	Three Months Ended		Twelve Months Ended	
	December 28, 2024	December 30, 2023	December 28, 2024	December 30, 2023
Adjusted Operating Income	**$ 36,873**	**$ 21,254**	**$ 104,842**	**$ 89,485**
Other Income (Expense), net	4,188	(107)	1	(72)
Depreciation and Amortization	8,681	10,007	37,784	45,640
Stock-based Compensation	705	2,346	6,671	11,303
Adjusted EBITDAS	**$ 50,447**	**$ 33,500**	**$ 149,298**	**$ 146,356**

Note: Totals may not sum due to rounding.

Net Income (Loss) to Adjusted EBITDAS Non-GAAP Reconciliation

(in thousands, except percentages)	Three Months Ended		Twelve Months Ended	
	December 28, 2024	December 30, 2023	December 28, 2024	December 30, 2023
Net Income (Loss)	**$ 25,124**	**$ (88,135)**	**$ (345,701)**	**$ (112,255)**
Interest	27,031	24,464	108,954	95,893
Taxes	(11,745)	57,556	526	38,623
Depreciation and Amortization	8,681	10,007	37,784	45,640
Stock-based Compensation	705	2,346	6,671	11,303
EBITDAS	**$ 49,796**	**$ 6,238**	**$ (191,766)**	**$ 79,204**
EBITDAS Margin	*27.0%*	*3.0%*	*(24.4%)*	*8.9%*
Franchise Rights Acquired and Goodwill Impairments	—	3,633 [1]	315,033 [2]	3,633 [1]
2024 Plan Restructuring Charges [3]	2,231	—	17,043	—
2023 Plan Restructuring Charges [4]	(1,532)	23,140	5,122	53,743
2022 Plan Restructuring Charges [5]	(48)	489	8	1,135
2021 Plan Restructuring Charges [6]	—	—	—	57
2020 Plan Restructuring Charges [7]	—	—	—	(21)
Former CEO Separation Expenses [8]	—	—	3,858	—
Acquisition Transaction Costs [9]	—	—	—	8,605
Adjusted EBITDAS	**$ 50,447**	**$ 33,500**	**$ 149,298**	**$ 146,356**
Adjusted EBITDAS Margin	*27.4%*	*16.3%*	*19.0%*	*16.5%*

[1] Impairment charges of the Company's goodwill of $2,383 and $1,203 related to its Republic of Ireland and Northern Ireland reporting units, respectively, and the impairment charge of the Company's franchise rights acquired of $47 related to its Northern Ireland unit of account.
[2] Impairment charges of the Company's franchise rights acquired of $305,726, $4,074, $2,905 and $2,328 related to its United States, Australia, United Kingdom and New Zealand units of account, respectively.
[3] Charges associated with the Company's previously disclosed 2024 restructuring plan.
[4] The reversal of charges or charges, as applicable, associated with the Company's previously disclosed 2023 restructuring plan.
[5] The reversal of charges or charges, as applicable, associated with the Company's previously disclosed 2022 restructuring plan.
[6] Charges associated with the Company's previously disclosed 2021 organizational restructuring plan.
[7] The reversal of charges associated with the Company's previously disclosed 2020 organizational restructuring plan.
[8] Certain non-recurring expenses in connection with the separation from the Company of its former Chief Executive Officer.
[9] Certain non-recurring transaction costs in connection with the Company's acquisition of Sequence.

Income Statement Non-GAAP Reconciliation

Q4 2024 Gross Profit, Gross Margin, Selling, General and Administrative Expenses, Operating Income (Loss), Operating Income (Loss) Margin, (Benefit From) Provision for Income Taxes, Net Income (Loss), Net Income (Loss) Margin, and Diluted Earnings (Net Loss) Per Share

(in thousands, except percentages and per share amounts) Footnotes are on the following slide

	Q4 2024						Q4 2023			Q4 2024 Variance			
												2024 Constant Currency	
	GAAP	Adjustment	Adjusted	Currency Adjustment	Constant Currency	Adjusted Constant Currency	GAAP	Adjustment	Adjusted	2024 vs 2023	2024 Adjusted vs 2023 Adjusted	2024 vs 2023	2024 Adjusted vs 2023 Adjusted
Selected Financial Data													
Gross Profit	**$ 128,513**	**$ (1,140)** (1)	**$ 127,373**	**$ 114**	**$ 128,627**	**$ 127,487**	**$ 124,857**	**$ 1,512** (7)	**$ 126,369**	**2.9%**	**0.8%**	**3.0%**	**0.9%**
Gross Margin	*69.7%*		*69.1%*		*69.7%*	*69.1%*	*60.6%*		*61.4%*				
Selling, General and Administrative Expenses	$ 44,084	$ (1,791) (2)	$ 42,293	$ 36	$ 44,120	$ 42,329	$ 76,312	$ (22,117) (8)	$ 54,195	(42.2%)	(22.0%)	(42.2%)	(21.9%)
Operating Income (Loss)	**$ 36,222**	**$ 651** (3)	**$ 36,873**	**$ 69**	**$ 36,291**	**$ 36,942**	**$ (6,008)**	**$ 27,262** (9)	**$ 21,254**	**(703.0%)**	**73.5%**	**(704.2%)**	**73.8%**
Operating Income (Loss) Margin	*19.6%*		*20.0%*		*19.7%*	*20.0%*	*(2.9%)*		*10.3%*				
(Benefit from) Provision for Income Taxes	$ (11,745)	$ 164 (4)	$ (11,581)	$ 21	$ (11,724)	$ (11,560)	$ 57,556	$ 5,903 (10)	$ 63,459	(120.4%)	(118.2%)	(120.4%)	(118.2%)
Net Income (Loss)	**$ 25,124**	**$ 487** (5)	**$ 25,611**	**$ 49**	**$ 25,173**	**$ 25,660**	**$ (88,135)**	**$ 21,359** (11)	**$ (66,776)**	**(128.5%)**	**(138.4%)**	**(128.6%)**	**(138.4%)**
Net Income (Loss) Margin	*13.6%*		*13.9%*		*13.6%*	*13.9%*	*(42.8%)*		*(32.4%)*				
Diluted Earnings (Net Loss) Per Share	$ 0.31	$ 0.01 (6)	$ 0.32	$ 0.00	$ 0.31	$ 0.32	$ (1.11)	$ 0.27 (12)	$ (0.84)	(127.8%)	(137.5%)	(127.9%)	(137.5%)

Income Statement Non-GAAP Reconciliation - Footnotes

Q4 2024 Gross Profit, Gross Margin, Selling, General and Administrative Expenses, Operating Income (Loss), Operating Income (Loss) Margin, (Benefit From) Provision for Income Taxes, Net Income (Loss), Net Income (Loss) Margin, and Diluted Earnings (Net Loss) Per Share

Note: Totals may not sum due to rounding.

(1) Excludes the net impact of $47 of charges associated with the Company's previously disclosed 2024 restructuring plan and the reversal of $1,187 of charges associated with the Company's previously disclosed 2023 restructuring plan.

(2) Excludes the net impact of $2,184 of charges associated with the Company's previously disclosed 2024 restructuring plan, the reversal of $345 of charges associated with the Company's previously disclosed 2023 restructuring plan and the reversal of $48 of charges associated with the Company's previously disclosed 2022 restructuring plan.

(3) Excludes the net impact of (a) $47 of charges and $2,184 of charges associated with the Company's previously disclosed 2024 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, (b) the reversal of $1,187 of charges and the reversal of $345 of charges associated with the Company's previously disclosed 2023 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, and (c) the reversal of $48 of charges associated with the Company's previously disclosed 2022 restructuring plan recorded to selling, general and administrative expenses.

(4) Excludes the net impact of $563 of charges associated with the Company's previously disclosed 2024 restructuring plan, the reversal of $387 of charges associated with the Company's previously disclosed 2023 restructuring plan and the reversal of $12 of charges associated with the Company's previously disclosed 2022 restructuring plan.

(5) Excludes the net impact of $1,668 of charges associated with the Company's previously disclosed 2024 restructuring plan, the reversal of $1,145 of charges associated with the Company's previously disclosed 2023 restructuring plan and the reversal of $36 of charges associated with the Company's previously disclosed 2022 restructuring plan.

(6) Excludes the net impact of $0.02 of charges associated with the Company's previously disclosed 2024 restructuring plan, the reversal of $0.01 of charges associated with the Company's previously disclosed 2023 restructuring plan and the reversal of $0.00 of charges associated with the Company's previously disclosed 2022 restructuring plan.

(7) Excludes the net impact of $1,247 of charges associated with the Company's previously disclosed 2023 restructuring plan and $265 of charges associated with the Company's previously disclosed 2022 restructuring plan.

(8) Excludes the net impact of $21,893 of charges associated with the Company's previously disclosed 2023 restructuring plan and $224 of charges associated with the Company's previously disclosed 2022 restructuring plan.

(9) Excludes (i) the net impact of (a) $1,247 of charges and $21,893 of charges associated with the Company's previously disclosed 2023 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, and (b) $265 of charges and $224 of charges associated with the Company's previously disclosed 2022 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, and (ii) the impact of impairment charges of the Company's goodwill related to its Republic of Ireland and Northern Ireland reporting units of $2,383 and $1,203, respectively, and the impairment charge of the Company's franchise rights acquired related to its Northern Ireland unit of account of $47.

(10) Excludes the net impact of $5,781 of charges associated with the Company's previously disclosed 2023 restructuring plan and $122 of charges associated with the Company's previously disclosed 2022 restructuring plan.

(11) Excludes (i) the net impact of $17,359 of charges associated with the Company's previously disclosed 2023 restructuring plan and $367 of charges associated with the Company's previously disclosed 2022 restructuring plan, and (ii) the impact of impairment charges of the Company's goodwill related to its Republic of Ireland and Northern Ireland reporting units of $2,383 and $1,203, respectively, and the impairment charge of the Company's franchise rights acquired related to its Northern Ireland unit of account of $47.

(12) Excludes (i) the net impact of $0.22 of charges associated with the Company's previously disclosed 2023 restructuring plan and $0.00 of charges associated with the Company's previously disclosed 2022 restructuring plan, and (ii) the impact of impairment charges of the Company's goodwill related to its Republic of Ireland and Northern Ireland reporting units of $0.03 and $0.02, respectively, and the impairment charge of the Company's franchise rights acquired related to its Northern Ireland unit of account of $0.00.

Income Statement Non-GAAP Reconciliation- Footnotes

2024 Gross Profit, Gross Margin, Selling, General and Administrative Expenses, Operating (Loss) Income, Operating (Loss) Income Margin, Provision for Income Taxes, Net Loss, Net Loss Margin, and Diluted Net Loss Per Share

(in thousands, except percentages and per share amounts) Footnotes are on the following slide

	Full Year 2024						Full Year 2023			Full Year 2024 Variance			
												2024 Constant Currency	
	GAAP	Adjustment	Adjusted	Currency Adjustment	Constant Currency	Adjusted Constant Currency	GAAP	Adjustment	Adjusted	2024 vs 2023	2024 Adjusted vs 2023 Adjusted	2024 vs 2023	2024 Adjusted vs 2023 Adjusted
Selected Financial Data													
Gross Profit	**$ 533,103**	**$ 5,033** (1)	**$ 538,136**	**$ (554)**	**$ 532,549**	**$ 537,582**	**$ 529,303**	**$ 21,187** (10)	**$ 550,490**	**0.7%**	**(2.2%)**	**0.6%**	**(2.3%)**
Gross Margin	*67.8%*		*68.5%*		*67.8%*	*68.5%*	*59.5%*		*61.9%*				
Selling, General and Administrative Expenses	$ 217,825	$ (20,998) (2)	$ 196,827	$ (83)	$ 217,742	$ 196,744	$ 264,950	$ (42,332) (11)	$ 222,618	(17.8%)	(11.6%)	(17.8%)	(11.6%)
Operating (Loss) Income	**$ (236,222)**	**$ 341,064** (3)	**$ 104,842**	**$ (369)**	**$ (236,591)**	**$ 104,404** (7)	**$ 22,333**	**$ 67,152** (12)	**$ 89,485**	**(1,157.7%)**	**17.2%**	**(1,159.4%)**	**16.7%**
Operating (Loss) Income Margin	*(30.1%)*		*13.3%*		*(30.1%)*	*13.3%*	*2.5%*		*10.1%*				
Provision for Income Taxes	$ 526	$ 28,358 (4)	$ 28,884	$ (91)	$ 435	$ 28,787 (8)	$ 38,623	$ 14,787 (13)	$ 53,410	(98.6%)	(45.9%)	(98.9%)	(46.1%)
Net Loss	**$ (345,701)**	**$ 312,706** (5)	**$ (32,995)**	**$ (278)**	**$ (345,979)**	**$ (33,336)** (9)	**$ (112,255)**	**$ 52,365** (14)	**$ (59,890)**	**208.0%**	**(44.9%)**	**208.2%**	**(44.3%)**
Net Loss Margin	*(44.0%)*		*(4.2%)*		*(44.1%)*	*(4.2%)*	*(12.6%)*		*(6.7%)*				
Diluted Net Loss Per Share	$ (4.34)	$ 3.93 (6)	$ (0.41)	$ (0.00)	$ (4.35)	$ (0.42)	$ (1.46)	$ 0.68 (15)	$ (0.78)	196.7%	(46.9%)	197.0%	(46.4%)

Income Statement Non-GAAP Reconciliation- Footnotes

2024 Gross Profit, Gross Margin, Selling, General and Administrative Expenses, Operating (Loss) Income, Operating (Loss) Income Margin, Provision for Income Taxes, Net Loss, Net Loss Margin, and Diluted Net Loss Per Share

Note: Totals may not sum due to rounding.

(1) Excludes the net impact of $2,497 of charges associated with the Company's previously disclosed 2024 restructuring plan, $2,510 of charges associated with the Company's previously disclosed 2023 restructuring plan and $26 of charges associated with the Company's previously disclosed 2022 restructuring plan.

(2) Excludes (i) the net impact of $14,546 of charges associated with the Company's previously disclosed 2024 restructuring plan, $2,612 of charges associated with the Company's previously disclosed 2023 restructuring plan and the reversal of $18 of charges associated with the Company's previously disclosed 2022 restructuring plan, and (ii) the impact of $3,858 of former CEO separation expenses.

(3) Excludes (i) the impact of impairment charges of the Company's franchise rights acquired of $305,726, $4,074, $2,905 and $2,328 related to its United States, Australia, United Kingdom and New Zealand units of account, respectively, (ii) the net impact of (a) $2,497 of charges and $14,546 of charges associated with the Company's previously disclosed 2024 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, (b) $2,510 of charges and $2,612 of charges associated with the Company's previously disclosed 2023 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, and (c) $26 of charges and the reversal of $18 of charges associated with the Company's previously disclosed 2022 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, and (iii) the impact of $3,858 of former CEO separation expenses recorded to selling, general and administrative expenses.

(4) Excludes (i) the impact of impairment charges of the Company's franchise rights acquired of $19,839, $1,222 and $726 related to its United States, Australia and United Kingdom units of account, respectively, (ii) the net impact of $4,302 of charges associated with the Company's previously disclosed 2024 restructuring plan, $1,293 of charges associated with the Company's previously disclosed 2023 restructuring plan and $2 of charges associated with the Company's previously disclosed 2022 restructuring plan, and (iii) the impact of $974 of former CEO separation expenses.

(5) Excludes (i) the impact of impairment charges of the Company's franchise rights acquired of $285,887, $2,852, $2,328 and $2,179 related to its United States, Australia, New Zealand and United Kingdom units of account, respectively, (ii) the net impact of $12,741 of charges associated with the Company's previously disclosed 2024 restructuring plan, $3,829 of charges associated with the Company's previously disclosed 2023 restructuring plan and $6 of charges associated with the Company's previously disclosed 2022 restructuring plan, and (iii) the impact of $2,884 of former CEO separation expenses.

(6) Excludes (i) the impact of impairment charges of the Company's franchise rights acquired of $3.59, $0.03, $0.03 and $0.03 related to its United States, Australia, United Kingdom and New Zealand units of account, respectively, (ii) the net impact of $0.16 of charges associated with the Company's previously disclosed 2024 restructuring plan, $0.05 of charges associated with the Company's previously disclosed 2023 restructuring plan and $0.00 of charges associated with the Company's previously disclosed 2022 restructuring plan, and (iii) the impact of $0.04 of former CEO separation expenses.

(7) Includes $(69) of currency adjustment associated with the impairment charges of the Company's franchise rights acquired of $4,074, $2,905 and $2,328 related to its Australia, United Kingdom and New Zealand units of account, respectively.

(8) Includes $(6) of currency adjustment associated with the impairment charges of the Company's franchise rights acquired of $4,074, $2,905 and $2,328 related to its Australia, United Kingdom and New Zealand units of account, respectively.

(9) Includes $(63) of currency adjustment associated with the impairment charges of the Company's franchise rights acquired of $4,074, $2,905 and $2,328 related to its Australia, United Kingdom and New Zealand units of account, respectively.

(10) Excludes the net impact of $21,116 of charges associated with the Company's previously disclosed 2023 restructuring plan, the reversal of $4 of charges associated with the Company's previously disclosed 2022 restructuring plan, $96 of charges associated with the Company's previously disclosed 2021 organizational restructuring plan and the reversal of $21 of charges associated with the Company's previously disclosed 2020 organizational restructuring plan.

(11) Excludes (i) the net impact of $32,627 of charges associated with the Company's previously disclosed 2023 restructuring plan, $1,139 of charges associated with the Company's previously disclosed 2022 restructuring plan and the reversal of $39 of charges associated with the Company's previously disclosed 2021 organizational restructuring plan, and (ii) the impact of $8,605 of acquisition transaction costs.

(12) Excludes (i) the net impact of (a) $21,116 of charges and $32,627 of charges associated with the Company's previously disclosed 2023 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, (b) the reversal of $4 of charges and $1,139 of charges associated with the Company's previously disclosed 2022 restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, (c) $96 of charges and the reversal of $39 of charges associated with the Company's previously disclosed 2021 organizational restructuring plan recorded to cost of subscription revenues and selling, general and administrative expenses, respectively, and (d) the reversal of $21 of charges associated with the Company's previously disclosed 2020 organizational restructuring plan recorded to cost of subscription revenues, (ii) the impact of $8,605 of acquisition transaction costs recorded to selling, general and administrative expenses, and (iii) the impact of impairment charges of the Company's goodwill related to its Republic of Ireland and Northern Ireland reporting units of $2,383 and $1,203, respectively, and the impairment charge of the Company's franchise rights acquired related to its Northern Ireland unit of account of $47.

(13) Excludes (i) the net impact of $13,425 of charges associated with the Company's previously disclosed 2023 restructuring plan, $283 of charges associated with the Company's previously disclosed 2022 restructuring plan, $14 of charges associated with the Company's previously disclosed 2021 organizational restructuring plan and the reversal of $5 of charges associated with the Company's previously disclosed 2020 organizational restructuring plan, and (ii) the impact of $1,070 of acquisition transaction costs.

(14) Excludes (i) the net impact of $40,318 of charges associated with the Company's previously disclosed 2023 restructuring plan, $852 of charges associated with the Company's previously disclosed 2022 restructuring plan, $43 of charges associated with the Company's previously disclosed 2021 organizational restructuring plan and the reversal of $16 of charges associated with the Company's previously disclosed 2020 organizational restructuring plan, (ii) the impact of $7,535 of acquisition transaction costs, and (iii) the impact of impairment charges of the Company's goodwill related to its Republic of Ireland and Northern Ireland reporting units of $2,383 and $1,203, respectively, and the impairment charge of the Company's franchise rights acquired related to its Northern Ireland unit of account of $47.

(15) Excludes (i) the net impact of $0.52 of charges associated with the Company's previously disclosed 2023 restructuring plan, $0.01 of charges associated with the Company's previously disclosed 2022 restructuring plan, $0.00 of charges associated with the Company's previously disclosed 2021 organizational restructuring plan and the reversal of $0.00 of charges associated with the Company's previously disclosed 2020 organizational restructuring plan, (ii) the impact of $0.10 of acquisition transaction costs, and (iii) the impact of impairment charges of the Company's goodwill related to its Republic of Ireland and Northern Ireland reporting units of $0.03 and $0.02, respectively, and the impairment charge of the Company's franchise rights acquired related to its Northern Ireland unit of account of $0.00.

CAPITAL STRUCTURE

Flexible, covenant-lite debt structure

$945M Outstanding on Term Loan[1] - Due April 2028

Variable Interest Rate: 1 month Term SOFR + Credit Spread Adjustment of 11.448 bps (50 bps floor) +350 bps[1]

Covenant-lite structure; first-lien, secured term loan; flexibility to prepay term loan; amortization pre-paid through 2026.

$500M notional amount of interest rate swaps fixed a portion of the variable interest rate. The two $250M swaps were entered into in 2018 and 2019 and had fixed rates of 3.1513% and 1.9645%, respectively. Both swaps terminated on March 31, 2024. As of February 27, 2025, the Company had no active swaps in place.

$500M Notes[1] - April 2029 Maturity

Fixed Interest Rate: 4.500%

First-lien, secured notes

$175M Revolving Credit Facility - Fully Drawn[2] - April 2026 Maturity

Variable Interest Rate: 1 month Term SOFR + Credit Spread Adjustment of 11.448 bps +275 bps[1]

Consolidated First Lien Leverage Ratio impacts full access to the $175M revolving credit facility (guaranteed minimum access of $61.25M). The Company must be in compliance with a Consolidated First Lien Leverage Ratio of 5.25x until the end of Q1 2025 and 5.00x thereafter if more than $61.25M is drawn on the last day of each fiscal quarter.

As of January 31, 2025, the aggregate principal amount of borrowings under the Revolving Credit Facility was $175.0 million, including approximately $3.7 million of undrawn letters of credit under the Revolving Credit Facility.

[1] As of December 28, 2024. Debt reflects par principal of loans and notes.
[2] As of January 31, 2025