

**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): August 16, 2022

MATTHEWS INTERNATIONAL CORPORATION

(Exact name of registrant as specified in its charter)

Pennsylvania	0-09115	25-0644320
(State or other jurisdiction of Incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

Two Northshore Center, Pittsburgh, PA 15212-5851
(Address of principal executive offices) (Zip Code)

(412) 442-8200
(Registrant's telephone number, including area code)

Not Applicable
(Former name, former address and former fiscal year, 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 ~~see~~ General Instruction A.2. below):

- ☐ 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	Name of each exchange on which registered
Class A Common Stock, \$1.00 par value	MATW	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If 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.

Attached is Matthews International Corporation's standard investor presentation updated with financial results for the third quarter of fiscal 2022. This presentation, or excerpts from this presentation, may be provided to existing and/or prospective investors during future meetings. The presentation is furnished herewith as Exhibit 99.1 and will also be posted to the Company's website at www.matw.com/investor.

This information, including exhibits attached hereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section. This information shall not be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference to this Form 8-K in such a filing.

Item 7.01 Regulation FD Disclosure.

See discussion of Matthews International Corporation's investor presentation set forth above in Item 2.02, which is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
<u>99.1</u>	Matthews International Corporation investor presentation for the third quarter of fiscal 2022
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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 hereunto duly authorized.

MATTHEWS INTERNATIONAL CORPORATION
(Registrant)

By: /s/ Steven F. Nicola

Steven F. Nicola
Chief Financial Officer and Secretary

Date: August 16, 2022

A stylized, high-contrast world map in shades of gray, with landmasses appearing as raised, three-dimensional shapes against a lighter background. The map is centered behind the main text blocks.

Matthews
INTERNATIONAL®

**INVESTOR
PRESENTATION**
THIRD QUARTER FISCAL YEAR 2022

www.matw.com | Nasdaq: MATW

DISCLAIMER

Any forward-looking statements contained in this presentation are included pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks and uncertainties that may cause the Company's actual results in future periods to be materially different from management's expectations. Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove correct. Factors that could cause the Company's results to differ materially from the results discussed in such forward-looking statements principally include changes in domestic or international economic conditions, changes in foreign currency exchange rates, changes in the cost of materials used in the manufacture of the Company's products, changes in mortality and cremation rates, changes in product demand or pricing as a result of consolidation in the industries in which the Company operates, or other factors such as supply chain disruptions, labor shortages or labor cost increases, changes in product demand or pricing as a result of domestic or international competitive pressures, ability to achieve cost-reduction objectives, unknown risks in connection with the Company's acquisitions, cybersecurity concerns, effectiveness of the Company's internal controls, compliance with domestic and foreign laws and regulations, technological factors beyond the Company's control, impact of pandemics or similar outbreaks, or other disruptions to our industries, customers, or supply chains, the impact of global conflicts, such as the current war between Russia and Ukraine, and other factors described in the Company's Annual Report on Form 10-K and other periodic filings with the U.S. Securities and Exchange Commission ("SEC").

The information contained in this presentation, including any financial data, is made as of June 30, 2022 unless otherwise noted. The Company does not, and is not obligated to, update this information after the date of such information. Included in this report are measures of financial performance that are not defined by generally accepted accounting principles in the United States ("GAAP"). The Company uses non-GAAP financial measures to assist in comparing its performance on a consistent basis for purposes of business decision-making by removing the impact of certain items that management believes do not directly reflect the Company's core operations including acquisition costs, ERP integration costs, strategic initiative and other charges (which includes non-recurring charges related to operational initiatives and exit activities), stock-based compensation and the non-service portion of pension and postretirement expense. Management believes that presenting non-GAAP financial measures is useful to investors because it (i) provides investors with meaningful supplemental information regarding financial performance by excluding certain items that management believes do not directly reflect the Company's core operations, (ii) permits investors to view performance using the same tools that management uses to budget, forecast, make operating and strategic decisions, and evaluate historical performance, and (iii) otherwise provides supplemental information that may be useful to investors in evaluating the Company's results. The Company believes that the presentation of these non-GAAP financial measures, when considered together with the corresponding GAAP financial measures and the reconciliations to those measures, provided herein, provides investors with an additional understanding of the factors and trends affecting the Company's business that could not be obtained absent these disclosures.

The Company believes that adjusted EBITDA provides relevant and useful information, which is used by the Company's management in assessing the performance of its business. Adjusted EBITDA is defined by the Company as earnings before interest, income taxes, depreciation, amortization and certain non-cash and/or non-recurring items that do not contribute directly to management's evaluation of its operating results. These items include stock-based compensation, the non-service portion of pension and postretirement expense, acquisition costs, ERP integration costs, and strategic initiatives and other charges. Adjusted EBITDA provides the Company with an understanding of earnings before the impact of investing and financing charges and income taxes, and the effects of certain acquisition and ERP integration costs, and items that do not reflect the ordinary earnings of the Company's operations. This measure may be useful to an investor in evaluating operating performance. It is also useful as a financial measure for lenders and is used by the Company's management to measure business performance. Adjusted EBITDA is not a measure of the Company's financial performance under GAAP and should not be considered as an alternative to net income or other performance measures derived in accordance with GAAP, or as an alternative to cash flow from operating activities as a measure of the Company's liquidity. The Company's definition of adjusted EBITDA may not be comparable to similarly titled measures used by other companies.

The Company has also presented adjusted net income and adjusted earnings per share and believes each measure provides relevant and useful information, which is widely used by analysts and investors, as well as by the Company's management in assessing the performance of its business. Adjusted net income and adjusted earnings per share provides the Company with an understanding of the results from the primary operations of our business by excluding the effects of certain acquisition and system-integration costs, and items that do not reflect the ordinary earnings of our operations. These measures provide management with insight into the earning value for shareholders excluding certain costs, not related to the Company's primary operations. Likewise, these measures may be useful to an investor in evaluating the underlying operating performance of the Company's business overall, as well as performance trends, on a consistent basis.

The Company has also presented net debt and a net debt leverage ratio and believes each measure provides relevant and useful information, which is widely used by analysts and investors as well as by our management. These measures provide management with insight on the indebtedness of the Company, net of cash and cash equivalents and relative to adjusted EBITDA. These measures allow management, as well as analysts and investors, to assess the Company's leverage.

Lastly, the Company has presented free cash flow as supplemental measures of cash flow that are not required by, or presented in accordance with, GAAP. Management believes that these measures provide relevant and useful information, which is widely used by analysts and investors as well as by our management. These measures provide management with insight on the cash generated by operations, excluding capital expenditures. These measures allow management, as well as analysts and investors, to assess the Company's ability to pursue growth and investment opportunities designed to increase Shareholder value.

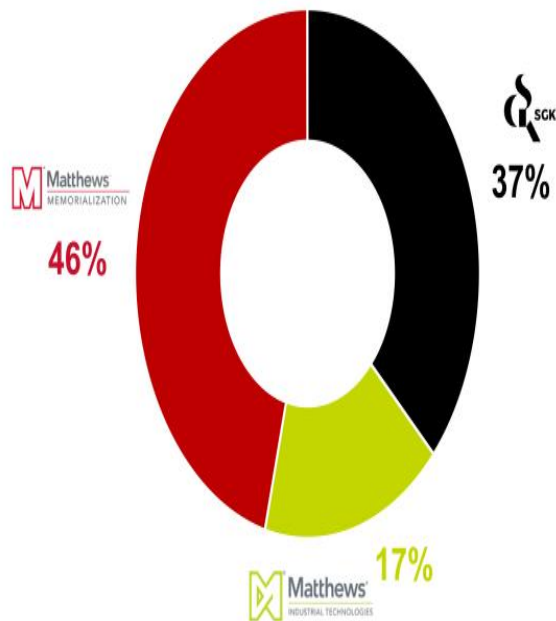


BUSINESS OVERVIEW

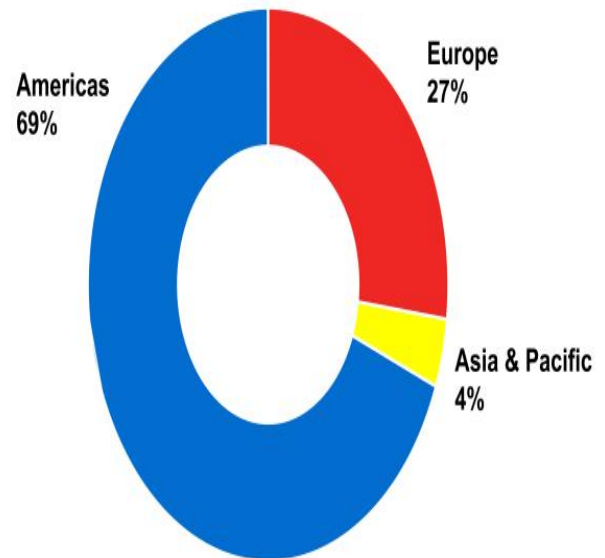


MATTHEWS AT A GLANCE - \$1.7B FY2021 REVENUE

TOTAL SALES BY SEGMENT



TOTAL SALES BY REGION



Note: Effective in the first quarter of fiscal 2022, the Company transferred its surfaces and engineered products businesses from the SGK Brand Solutions segment to the Industrial Technologies segment. The above chart sets forth sales for the year ended September 30, 2021, as if the segments had been reported under the new reportable segment structure.



**ENGINEERED SOLUTIONS
PRODUCT IDENTIFICATION
WAREHOUSE AUTOMATION**

INDUSTRIAL TECHNOLOGIES PRODUCTS AND MARKETS

PRINCIPAL PRODUCT LINES		COMPETITIVE ADVANTAGES
Energy Storage Solutions	<ul style="list-style-type: none"> Design and build advanced purpose-built equipment including tooling that supports lithium-ion battery production 	<ul style="list-style-type: none"> ✓ IP protected process for advanced calendaring processes ✓ Leader in the renewable energy market with advanced manufacturing solutions for lithium-ion batteries ✓ Positioned to serve the complementary hydrogen fuel cell industry through acquisition of Terrella Energy Systems in May 2021
Warehouse Automation	<ul style="list-style-type: none"> Complement the tracking and distribution of a customer's products with automated order fulfillment technologies and controls for material handling systems 	<ul style="list-style-type: none"> ✓ Diversified client base including some of the largest retailers and e-commerce leaders ✓ Highly innovative and customized designs and solutions in robotics for fulfillment and distribution applications ✓ High switching costs and relative operational ease and maintenance result in high customer retention
Product Identification	<ul style="list-style-type: none"> Manufactures and markets products and systems that employ different marking technologies, including laser and ink-jet printing 	<ul style="list-style-type: none"> ✓ Expertise in the space allows for greater ease of marking equipment integration in manufacturing and distribution facilities ✓ Variety of product offerings meet customers' diverse set of manufacturing and distribution needs while reducing maintenance costs and downtime ✓ Recurring revenue from consumables and replacement parts required by MATW's marking, coding and tracking products

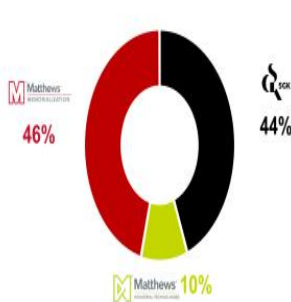
ENERGY STORAGE SOLUTIONS

BACKGROUND

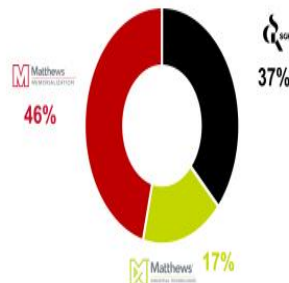
- In the first quarter of fiscal 2022, Matthews began reporting its energy storage solutions-related business in the Industrial Technologies segment (previously SGK)
- Matthews' exposure to electric vehicles comes primarily through the wholly-owned Saueressig subsidiary which produces engineered calendaring equipment used in the manufacturing of lithium ion batteries and embossing plates used in fuel cells
- Saueressig currently delivers to two major vehicle producers and is in active discussions with other electric vehicle manufacturers
- Matthews has experienced significant growth in this space driven by a number of tailwinds including the electrification of the cities in Europe as well as the expansion of renewable energy production globally

SALES BREAKDOWN (FY2021)

HISTORICAL (ILLUSTRATIVE)



ADJUSTED²

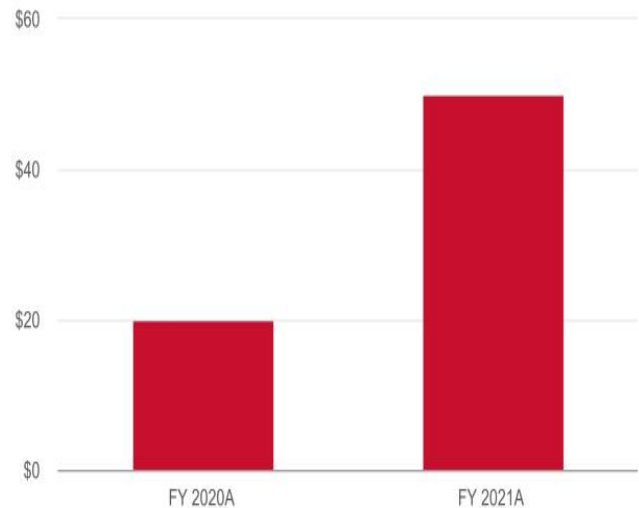


Note: All figures reflect fiscal years ended September 30th.

¹ Includes energy storage solutions-related sales; ² Effective in the first quarter of fiscal 2022, the Company transferred its surfaces and engineered products businesses from the SGK Brand Solutions segment to the Industrial Technologies segment. The above chart sets forth sales for the year ended September 30, 2021, as if the segments had been reported under the new reportable segment structure.

ENERGY STORAGE SOLUTIONS SALES¹ (\$mm)

Backlog remains near ~\$100mm for the next 12 months



Growing demand for fuel efficient and low emission vehicles

Stringent rules and regulations on emissions





Increasing government support

WAREHOUSE AUTOMATION

BACKGROUND

- Warehouse Automation systems complement the tracking and distribution of a customer's products with automated order fulfillment technologies and controls for material handling systems
- Material handling customers include some of the largest retail, e-commerce and automated assembly companies in the United States
- Matthews engineers innovative, custom solutions to address specific customer requirements in a variety of industries

SELECT MATTHEWS SOLUTIONS

DISTRIBUTION AND FULFILLMENT SYSTEMS	PYRAMID	PICK-TO-LIGHT SYSTEMS	AUTONOMOUS VEHICLE NAVIGATION
			
Systems communicate in a warehouse to identify and route items and parcels through the facility and out to a customer	Proven platform integrates interconnected systems to balance work, provide process visibility and boost end-to-end material flow	Utilizes light indicators to help increase the speed, accuracy and efficiency of material handling tasks	Fully integrated with the Warehouse Automation groups' other solutions to offer a collaborative, AMR-assisted operation

GLOBAL WAREHOUSE AUTOMATION MARKET SIZE (\$bn)



KEY MEGATRENDS DRIVING GROWTH

Speed of shipping	<ul style="list-style-type: none"> • Consumers expect faster delivery speeds while ordering a variety of SKUs • Shift toward one-day shipping has made automation of certain warehousing tasks essential
Growth of e-commerce	<ul style="list-style-type: none"> • Growth of e-commerce sales requires improved order fulfillment capabilities • Increased throughput volume and the importance of accuracy requires reducing human-error in sorting and picking processes
Labor shortages in warehouse	<ul style="list-style-type: none"> • Shortages of qualified skilled labor for warehouse fulfillment exacerbated in periods of peak labor demand • Wages steadily rising contributes to margin pressure in non automated facilities

INKJET ORGANIC GROWTH OPPORTUNITY

BACKGROUND

- Product identification dates back to Matthews' original branding irons and hand stamps from the 1850s
- Matthews identified a significant market opportunity to displace incumbent continuous inkjet (CIJ) technology, which is complex, generally unreliable and requires complete rebuilds every two years, with new inkjet technology
- Team spent ~12+ years developing a new technology that culminated in a product that is more reliable, experiences less downtime and results in approximately 75% lower cost of ownership versus legacy products

NEW TECHNOLOGY VALUE PROPOSITION

CIJ HEAD (CONTINUOUS INKJET)



NEW TECHNOLOGY

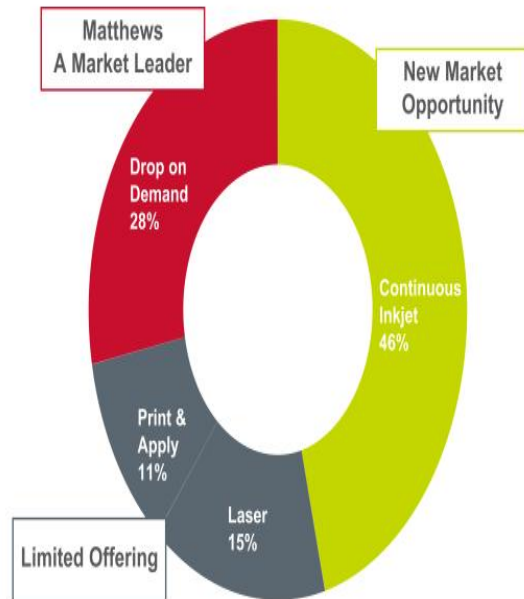


IMPROVED
RELIABILITY

75% LOWER COST
OF OWNERSHIP
VERSUS LEGACY
PRODUCTS

REDUCED
DOWNTIME

MARKET OPPORTUNITY¹



Significant market opportunity for organically developed product

¹ Total marking and coding industry per Technavio (2019)



**CEMETERY PRODUCTS
FUNERAL HOME PRODUCTS
CREMATION PRODUCTS AND EQUIPMENT**

MARKET LEADERSHIP

Cemetery Products	Funeral Home Products	Cremation and Incineration Equipment
 		
Market Position (U.S.)		
Bronze Memorials - #1 Granite Memorials - #1	Caskets - #2	Cremation Equipment - #1
Core Geographies		
North America, Italy, Australia	United States	Global

MEMORIALIZATION MARKET POSITION

COMPETITIVE ADVANTAGE



STRONG BRAND AND REPUTATION

- Respected and growing market leader within the death care services industry



DEEP CUSTOMER RELATIONSHIPS

- Provides innovative, value-added services to help clients grow their businesses



BREADTH OF PRODUCT OFFERING

- Superior product quality and service



LEAN OPERATING MODEL AND NATIONAL DELIVERY NETWORK

- Maintains a strong supply chain that maximizes efficiency and reliability



OPERATOR OF SCALE

- Leadership position and barriers to entry create strong margins and stable cash flow generation

LEADING MARKET POSITION



Matthews
INTERNATIONAL

54.3%

MARKET POSITIONS (U.S.)



Bronze
Memorials



Granite
Memorials



Caskets

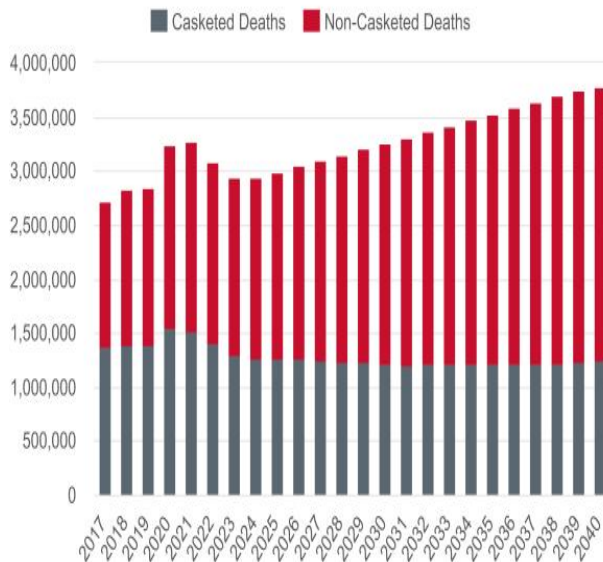


Cremation
Equipment

[†] As of 2020 per FactSet

STABILITY IN MEMORIALIZATION WITH GROWTH POTENTIAL

CASKETED VS. NON-CASKETED DEATHS ¹



Relatively stable demand driven by predictable trends:
increased deaths and rising cremation rates

Note: All financial figures reflect fiscal years ended September 30th.

¹ Internal estimates based upon data compiled from CDC, US Census Bureau and Industry reports; ² Includes incineration products

SALES OF CREMATION PRODUCTS ²



ADDITIONAL GROWTH OPPORTUNITIES

3D Printing

- New 3D printing mold technology presents opportunity to further drive efficiency, flexibility and profitability
- Currently holding patent for 3D printing technology that allows MATW to print molds allowing for wider breadth of products both in and outside the memorialization market

Environmentally Safe Incineration Equipment

- Offers waste-to-energy solutions where MATW takes municipal waste and turns it into steam that turns a turbine that generates electricity
- Advanced equipment allows environmentally equipment incineration of potentially toxic materials (e.g. plastic, drugs)



**BRAND SOLUTIONS
CORE PACKAGING SERVICES**

CORE PACKAGING SERVICES



SGK BRAND SOLUTIONS

SERVICING GLOBAL AND REGIONAL CLIENTS

- Longstanding relationships with a large, blue chip customer base consisting of many Fortune 100 and Fortune 500 companies
- "Strategic" relationships rather than "vendor" relationships – more valued client engagement
- Critical service provider in marketing execution of top worldwide brands, particularly where global consistency is highly valued
- Global ERP platform provides improvements for the segment operations

FOOD/BEVERAGE CLIENTS	GLOBAL PHARMA / HEALTHCARE CLIENTS	GLOBAL RETAILER CLIENTS	OTHER LEADING BRANDS
             	           	              	             

SGK MARKET POSITION & STRATEGIC INITIATIVES

COMPETITIVE ADVANTAGES

SCALE

- One of the largest global provider of brand solutions

FINANCIAL FLEXIBILITY

- Well capitalized business able to make investments through the cycle

GEOGRAPHIC DIVERSITY

- Global provider with operations in 9 countries

CUSTOMER RELATIONSHIPS

- Long-term relationships with top tier client base

BREADTH OF PRODUCT

- Diversified product portfolio offering wide breadth of solutions

TECHNOLOGY

- Technology investments driving sustainable competitive advantage

ADDITIONAL NEW PRODUCTS AND POSITIVE MARKET TRENDS



DESIRE FOR
SUSTAINABILITY



OUTSOURCING
OF NON-CORE
FUNCTIONS



PRIVATE LABEL
BRANDS



GOVERNMENT
REGULATION

SGK's STRATEGIC INITIATIVES

EXTEND REVENUE OPPORTUNITY WITHIN THE CORE PACK BUSINESS

- Improving focus and messaging in the marketplace
- Redesigning, rebranding and bundling products and services
- Continued focus on ESG through sustainability and D&I initiatives

CONTINUE TO EVOLVE THE BRAND EXPERIENCE

- Extend brand experience offering to existing pack clients and new verticals
- Develop internal expertise in digitally native content beyond digital asset production and management
 - Social media
 - Dynamic Media
 - Virtual Experiences, etc.
- Leverage all teams worldwide through a council designed to coordinate global targeting to clients

LEVERAGE IT INVESTMENT IN WORKFLOW TOOLS TO DRIVE DIFFERENTIATION

- Rebranding technology approach and communications
- Enhance automation offering to self-service model and end-to-end solutions; build a cloud-based technology infrastructure
- Drive global operations with data-driven reporting



INVESTMENT THESIS



KEY HIGHLIGHTS

- 1 FAVORABLE COMPETITIVE POSITIONS IN ATTRACTIVE ADDRESSABLE MARKETS
- 2 STABLE CORE BUSINESSES SUPPORT GROWTH OPPORTUNITIES
- 3 DISCIPLINED TRACK RECORD OF ACQUISITIONS AND INTEGRATION
- 4 ROBUST CASH FLOW AND LOW LEVERAGE SUPPORTING DISCIPLINED FINANCIAL POLICY
- 5 STRONG AND EXPERIENCED MANAGEMENT TEAM

GROWING ATTRACTIVE ADDRESSABLE MARKETS

Matthews
INTERNATIONAL®



- Stable demand driven by increased deaths as a result of population growth
- Strong presence and growing revenue in cremation products and equipment
- Investment in innovations to drive profitability



- Expanding digital and social media channels challenge traditional marketing approach
- Positioned across global markets to leverage scale
- Positive trends including consumer focus on sustainability, private label proliferation and government regulation impacting consumer packaging



- **Energy storage solutions:**
High-growth, high-margin battery business supported by global vehicle electrification
- **Warehouse automation:**
Growth in retail e-commerce and rapid fulfillment accelerated by the COVID-19 pandemic
- **Inkjet:**
Highly disruptive opportunity with new product resulting in lower total cost of ownership for customers

Attractive
markets and
growth
opportunities

STRONG HISTORY OF 170+ YEARS ROOTED IN IDENTIFICATION PRODUCTS

STABLE CORE BUSINESSES SUPPORT GROWTH OPPORTUNITIES

STABLE CORE BUSINESSES

- **Memorialization**
 - Demographic (death rate) trends support long-term stable demand for core product lines
 - Strong market positions/customer relationships in core product offerings
- **SGK**
 - Longstanding relationships with large, blue chip clients
 - Critical provider in marketing execution of top global brands
- **Industrial Technologies**
 - Core product line in product identification equipment and consumables

GROWTH OPPORTUNITIES

- **Industrial Technologies**
 - **Energy storage solutions:** Critical supplier to high-growth electric vehicle market
 - **Warehouse automation:** Growth in retail e-commerce and rapid fulfillment accelerated by the pandemic
 - **Inkjet:** Highly disruptive opportunity with new product resulting in lower total cost of ownership for customers
- **Memorialization** experiencing growth in cremation and new, innovative solutions driving margin enhancement
- **SGK** well positioned for European recovery and growing digital and social media channels continuing to disrupt traditional marketing approach

DISCIPLINED TRACK RECORD OF ACQUISITIONS AND INTEGRATION

PRINCIPAL OBJECTIVE

- Identify and integrate complementary businesses with an insistence on prudent capital deployment
- Focus on complementary geographies with minimal customer overlap

FINANCIAL CRITERIA

- Immediately accretive to earnings per share and cash flow
- Achieve return on invested capital of at least 12% over the long-term

INTEGRATION FOCUS

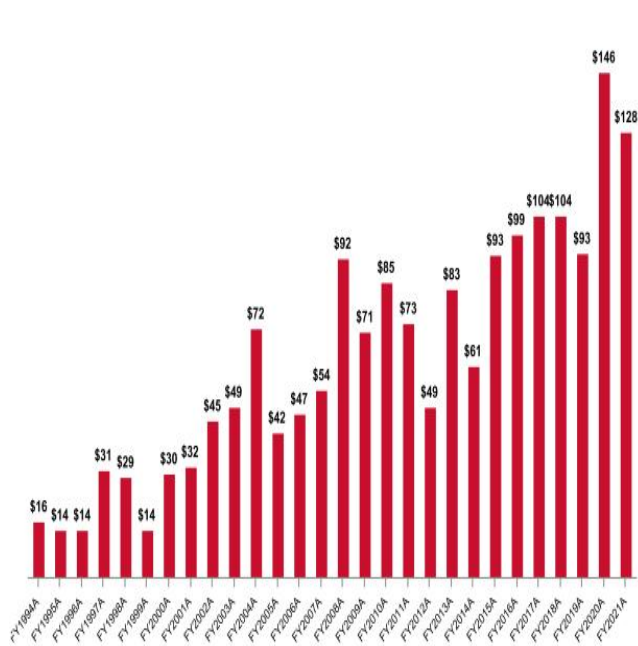
- Matthews has a long track record of successfully integrating acquisitions and has carried out 27 acquisitions in last five years

RECENT M&A ACTIVITY

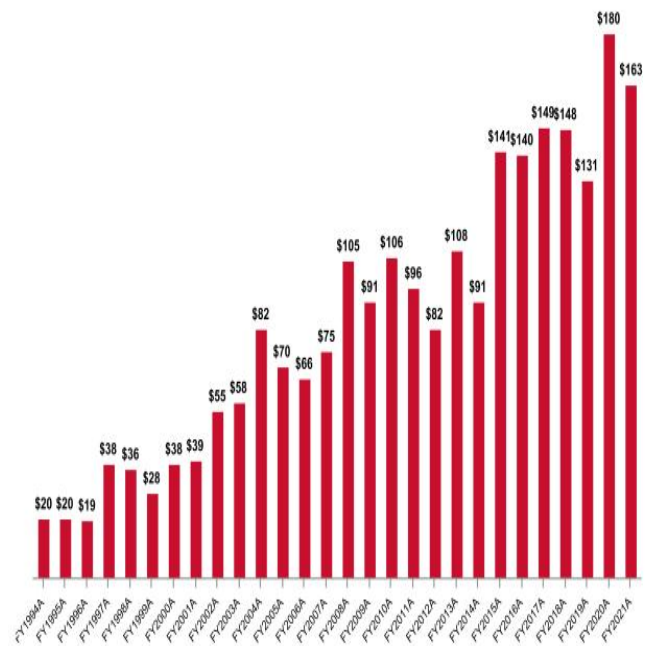
- Added hydrogen fuel cell manufacturing support with Terrella Energy in May 2021
- Further consolidated position in Memorialization with ~\$13mm bolt-on acquisition

ROBUST CASH FLOW AND LOW LEVERAGE SUPPORTING DISCIPLINED FINANCIAL POLICY

FREE CASH FLOW ¹ (\$mm)



OPERATING CASH FLOW (\$mm)



Note: All figures reflect fiscal years ended September 30th; Historical FY1994 – FY2018 reflect amounts as reported in the Company's 10-K filings for those fiscal years.

See Disclaimer (Page 2) for Management's assessment of supplemental information related to non-GAAP measures.

¹ Defined as cash provided from operating activities less capital expenditures. See reconciliation in appendix D

STRONG AND EXPERIENCED MANAGEMENT TEAM



Joseph Bartolacci
Chief Executive Officer and
President

- Chief Executive Officer and President since 2006 and previously served as Chief Operating Officer from 2005-2006
- President of York Casket division and EVP of Matthews from 2004-2005
- Joined Matthews in 1997 and later served as president of Caggiati and Matthews, Europe from 1999-2004



Greg Babe
Chief Technology Officer

- Chief Technology Officer since 2015
- Served as interim Chief Information Officer / Chief Technology Officer in 2014
- Also served as President and Chief Executive Officer of Bayer Corporation North America from 2008-2012 before retiring from that role



Brian Dunn
EVP, Strategy and
Corporate Development

- Responsible for the Industrials Group and Integration Management
- Group President of Brand Solutions from 2010 to 2014
- Served as President, Marking Products Division 2000-2007



Steven Gackebach
Group President of
Memorialization

- Joined Matthews in January 2011 and originally served as Chief Commercial Officer, Memorialization Group
- Group President of Memorialization since 2011
- Spent 18 years in marketing, general management and strategy assignments with Kraft Foods prior to joining Matthews



Gary Kohl
President, SGK Brand
Solutions

- Became SGK's Group president in 2017
- Prior to serving in his current role, he was the Executive Vice President, Global Development at SGK
- Prior to joining SGK, he was the group senior vice president of the digital solutions, global packaging and printed electronics team at RR Donnelley



Steve Nicola
Chief Financial Officer and
Secretary

- Chief Financial Officer since 2003
- Previously served as Vice President, Accounting and Finance and Controller
- Joined Matthews in 1992



FINANCIAL OVERVIEW



FINANCIAL POLICY AND CAPITAL ALLOCATION STRATEGY

DEBT REDUCTION

- Historically maintained a modest leverage profile
- Publicly stated Net Debt Leverage Ratio ⁽¹⁾ target of 3.0x or less
- Continued debt reduction, balanced growth and share repurchase
- Approximately \$190mm of debt reduction since the beginning of the pandemic through June 30, 2022
- Settled the principal U.S. defined benefit plan, reducing the Company's accrued pension liabilities over \$100 million from September 30, 2020
- New receivables purchased agreement entered into during Q2 of FY2022 (reduced debt \$100 million as of June 30, 2022)

GROWTH – ORGANIC & ACQUISITIONS

- Organic: Leverage existing capability in new markets and geographic regions, cost structure improvements, new product development
- Recent growth initiatives include (i) Saueressig engineered machines used in electric vehicle battery production, and (ii) new technology in industrial product identification business
- Acquisitions: Identify and integrate complementary businesses with prudent capital deployment (achieve long-term annual return on invested capital of at least 12%)

SHARE REPURCHASES & DIVIDENDS

- Opportunistically repurchase in periods of excess cash flow
- Authorization of 1.6 million shares at 06/30/22
- Quarterly dividend of \$0.22 per share for FY2022 vs. \$0.215 per share for FY2021

Note: See Disclaimer (Page 2) for Management's assessment of supplemental information related to non-GAAP net debt leverage ratio.

⁽¹⁾ Non-GAAP net debt leverage ratio is defined as outstanding debt (net of cash) relative to adjusted EBITDA. See reconciliation at Appendix C.

FINANCIAL SUMMARY

(Unaudited)

(Dollars in thousands)	Fiscal Year Ended September 30,			Year to Date June 30,	
	2019	2020	2021	2021	2022
Sales:					
Memorialization	\$ 636,892	\$ 656,035	\$ 769,016	\$ 573,068	\$ 633,868
Industrial Technologies	239,238	228,453	284,495	200,538	230,928
SGK Brand Solutions	661,146	613,818	617,519	458,585	440,480
Consolidated Sales	<u>\$ 1,537,276</u>	<u>\$ 1,498,306</u>	<u>\$ 1,671,030</u>	<u>\$ 1,232,191</u>	<u>\$ 1,305,276</u>
Adjusted EBITDA:					
Memorialization	\$ 134,286	\$ 146,285	\$ 165,653	\$ 132,080	\$ 118,404
Industrial Technologies	31,214	23,055	34,889	23,446	33,377
SGK Brand Solutions	112,361	90,342	91,435	67,222	43,422
Corporate and Non-Operating	<u>(56,989)</u>	<u>(56,602)</u>	<u>(64,227)</u>	<u>(47,030)</u>	<u>(40,656)</u>
Total Adjusted EBITDA ⁽¹⁾	<u>\$ 220,872</u>	<u>\$ 203,080</u>	<u>\$ 227,750</u>	<u>\$ 175,718</u>	<u>\$ 154,547</u>

Note: Effective in the first quarter of fiscal 2022, the Company transferred its surfaces and engineered products businesses from the SGK Brand Solutions segment to the Industrial Technologies segment. The above chart sets forth sales and adjusted EBITDA for the years ended September 30, 2021, 2020 and 2019 as if the segments had been reported under the new reportable segment structure. See Disclaimer (Page 2) for Management's assessment of supplemental information related to total adjusted EBITDA.

⁽¹⁾ Total adjusted EBITDA is defined by the Company as earnings before interest, income taxes, depreciation, amortization and certain non-cash and/or non-recurring items that do not contribute directly to management's evaluation of its operating results. See reconciliation at Appendix A.



ESG OVERVIEW



COMMITMENT TO SUSTAINABILITY

BRINGING ENVIRONMENTALLY RESPONSIBLE SOLUTIONS TO THE MARKETPLACE

- Provider of Energy storage solutions including battery production technology for electric vehicles
- Waste-to-Energy solutions with projects in UK and Europe

SOCIALLY RESPONSIBLE EMPLOYMENT ENVIRONMENT

- Committed to a culture of diversity and inclusion
- Safe work environment with TRR and DART rates below industry averages
- Committed to being a good neighbor in our communities

KEY AREAS OF ENVIRONMENTAL METRICS FOCUS IDENTIFIED FOR THE BUSINESS

Green House Gas (GHG) Emissions	• Matthews is committed to being part of the global solution in reducing carbon emissions consistent with the 2°C Scenario.
Energy Management	• Matthews' absolute target for non-renewable energy usage is to use 20% less KWH/\$1000 revenue by 2030
Solid Waste and Hazardous Waste Management	• The Company is committed to reduce the waste from both operations and packaging by 50% by 2030 from the 2017 baseline
Water Management	• Matthews' target is to reduce water usage by 10% by the year 2030.

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APPENDIX



TOTAL ADJUSTED EBITDA

NON-GAAP RECONCILIATION (Unaudited)

APPENDIX A

(In thousands, except per share data)

	Fiscal Year Ended September 30,			Year to Date June 30,	
	2019	2020	2021	2021	2022
Net (loss) income	\$ (38,889)	\$ (87,652)	\$ 2,858	\$ 6,526	\$ (18,871)
Income tax provision (benefit)	806	(18,685)	6,375	2,627	(2,311)
(Loss) income before income taxes	(38,083)	(106,337)	9,233	9,153	(21,182)
Net loss attributable to noncontrolling interests	901	497	52	60	56
Interest expense	40,962	34,885	28,684	21,709	19,426
Depreciation and amortization	90,793	119,058	133,512	97,919	80,163
Strategic initiatives and other charges ⁽¹⁾	31,829	40,686	29,539	23,498	17,863
Legal matter reserve ⁽²⁾	—	10,566	—	—	—
Non-recurring / incremental coronavirus disease 2019 ("COVID-19") costs ⁽³⁾	—	3,908	5,312	4,689	2,204
Goodwill write-down ⁽⁴⁾	77,572	90,408	—	—	—
Net realized (gain) loss on divestitures and asset dispositions:					
Loss (gain) on sale of ownership interests in subsidiaries ⁽⁵⁾	6,469	(11,208)	—	—	—
Realized (gain) loss on cost method investments ⁽⁶⁾	4,731	—	—	—	—
Net gains from the sale of buildings and vacant properties ⁽⁷⁾	(7,347)	—	—	—	—
Joint Venture depreciation, amortization, interest expense and other charges ⁽⁸⁾	1,514	4,732	—	—	—
Defined benefit plan termination related items ⁽⁹⁾	—	—	—	—	284
Asset write-downs, net ⁽¹⁰⁾	—	—	—	—	10,017
Stock-based compensation	7,729	8,096	15,581	12,960	14,128
Non-service pension and postretirement expense ⁽¹¹⁾	3,802	7,789	5,837	5,730	31,588
Total Adjusted EBITDA	\$ 220,872	\$ 203,080	\$ 227,750	\$ 175,718	\$ 154,547

⁽¹⁾ Includes certain non-recurring items associated with recent acquisition activities, costs associated with global ERP system integration efforts, certain non-recurring costs associated with productivity and cost-reduction initiatives intended to result in improved operating performance, profitability and working capital levels, and exchange losses associated with highly inflationary accounting.

⁽²⁾ Represents a reserve established for a legal matter involving a letter of credit for a customer in Saudi Arabia within the Memorialization segment.

⁽³⁾ Includes certain non-recurring direct incremental costs (such as costs for purchases of computer peripherals and devices to facilitate working-from-home, additional personal protective equipment and cleaning supplies and services, etc.) incurred in response to COVID-19. This amount does not include the impact of any lost sales or underutilization due to COVID-19.

⁽⁴⁾ Represents the goodwill write-down for two reporting units within the SGK Brand Solutions segment.

⁽⁵⁾ Represents the loss (gain) on the sale of ownership interests in subsidiaries within the Memorialization segment.

⁽⁶⁾ Includes gains/losses related to cost-method investments, and related assets, within the SGK Brand Solutions and Memorialization segments.

⁽⁷⁾ Includes gains/losses related to significant building and vacant property transactions across all segments.

⁽⁸⁾ Represents the Company's portion of depreciation, intangible amortization, interest expense, and other non-recurring charges incurred by non-consolidated subsidiaries accounted for as equity-method investments within the Memorialization segment.

⁽⁹⁾ Represents costs associated with the termination of the Company's principal defined benefit retirement plan ("DB Plan"), supplemental retirement plan and the defined benefit portion of the officers retirement restoration plan.

⁽¹⁰⁾ Represents asset write-downs, net of recoveries within the SGK Brand Solutions segment.

⁽¹¹⁾ Non-service pension and postretirement expense includes interest cost, expected return on plan assets, amortization of actuarial gains and losses, curtailment gains and losses, and settlement gains and losses. These benefit cost components are excluded from adjusted EBITDA since they are primarily influenced by external market conditions that impact investment returns and interest (discount) rates. Curtailment gains and losses and settlement gains and losses are excluded from adjusted EBITDA since they generally result from certain non-recurring events, such as plan amendments to modify future benefits or settlements of plan obligations. The service cost and prior service cost components of pension and postretirement expense are included in the calculation of adjusted EBITDA, since they are considered to be a better reflection of the ongoing service-related costs of providing these benefits. Please note that GAAP pension and postretirement expense or the adjustment above are not necessarily indicative of the current or future cash flow requirements related to these employee benefit plans.

* See Disclaimer (page 2) for Management's assessment of supplemental information related to adjusted EBITDA.

ADJUSTED NET INCOME AND EARNINGS PER SHARE

NON-GAAP RECONCILIATION (Unaudited)

APPENDIX B

(In thousands, except per share data)

(In thousands, except per share data)	Fiscal Year Ended September 30,								Year to Date June 30,											
	2019		2020		2021		2021		2022											
	per share		per share		per share		per share		per share											
Net (loss) income attributable to Matthews	\$	(37,988)	\$	(1.21)	\$	(87,155)	\$	(2.79)	\$	2,910	\$	0.09	\$	6,586	\$	0.21	\$	(18,815)	\$	(0.60)
Strategic initiatives and other charges ⁽¹⁾		24,743		0.79		30,649		0.98		25,237		0.79		20,091		0.62		13,663		0.44
Legal matter reserve ⁽²⁾		—		—		7,924		0.25		—		—		—		—		—		—
Non-recurring / incremental COVID-19 costs ⁽³⁾		—		—		2,931		0.09		4,106		0.13		3,559		0.11		1,676		0.05
Goodwill write-down ⁽⁴⁾		76,316		2.42		81,861		2.63		—		—		—		—		—		—
Net realized (gains) losses on divestitures and asset dispositions ⁽⁵⁾		3,232		0.10		(8,406)		(0.27)		—		—		—		—		—		—
Joint Venture amortization and other charges ⁽⁶⁾		266		0.01		2,433		0.08		—		—		—		—		—		—
Defined benefit plan termination related items ⁽⁷⁾		—		—		—		—		—		—		—		—		355		0.01
Asset write-downs, net ⁽⁸⁾		—		—		—		—		—		—		—		—		9,955		0.32
Non-service pension and postretirement expense ⁽⁹⁾		2,927		0.09		5,842		0.19		4,395		0.14		4,239		0.13		23,817		0.76
Amortization		35,232		1.12		53,636		1.72		63,428		1.98		45,281		1.41		34,158		1.08
Tax-related ⁽¹⁰⁾		(300)		(0.01)		4,175		0.13		4,837		0.15		—		—		—		—
Adjusted net income	\$	104,428	\$	3.31	\$	93,890	\$	3.01	\$	104,913	\$	3.28	\$	79,756	\$	2.48	\$	64,809	\$	2.06

Note: Adjustments to net income for non-GAAP reconciling items were calculated using an income tax rate of 24.6% for the nine months ended June 30, 2022, 26% for the nine months ended June 30, 2021, and 24.7%, 25.0%, and 23.0% for the fiscal years ended September 30, 2021, 2020, and 2019, respectively.

⁽¹⁾ Includes certain non-recurring items associated with recent acquisition activities, costs associated with global ERP system integration efforts, certain non-recurring costs associated with productivity and cost-reduction initiatives intended to result in improved operating performance, profitability and working capital levels, and exchange losses associated with highly inflationary accounting.

⁽²⁾ Represents a reserve established for a legal matter involving a customer in Saudi Arabia within the Memorialization segment.

⁽³⁾ Includes certain non-recurring direct incremental costs (such as costs for purchases of computer peripherals and devices to facilitate working-from-home, additional personal protective equipment and cleaning supplies and services, etc.) incurred in response to COVID-19. This amount does not include the impact of any lost sales or underutilization due to COVID-19.

⁽⁴⁾ Represents the goodwill write-down for two reporting units within the SGK Brand Solutions segment.

⁽⁵⁾ Includes gains/losses related to the sale of ownership interests in subsidiaries within the Memorialization segment, gains/losses related to cost-method investments, and related assets, within the SGK Brand Solutions and Memorialization segments, and gains/losses related to significant building and vacant property transactions across all segments.

⁽⁶⁾ Represents the Company's portion of intangible amortization and other non-recurring charges incurred by non-consolidated subsidiaries accounted for as equity-method investments within the Memorialization segment.

⁽⁷⁾ Represents costs associated with the termination of the Company's principal defined benefit retirement plan ("DB Plan"), supplemental retirement plan and the defined benefit portion of the officers retirement restoration plan.

⁽⁸⁾ Represents asset write-downs, net of recoveries within the SGK Brand Solutions segment.

⁽⁹⁾ Non-service pension and postretirement expense includes interest cost, expected return on plan assets, amortization of actuarial gains and losses, curtailment gains and losses, and settlement gains and losses. These benefit cost components are excluded from adjusted EBITDA since they are primarily influenced by external market conditions that impact investment returns and interest (discount) rates. Curtailment gains and losses and settlement gains and losses are excluded from adjusted EBITDA since they generally result from certain non-recurring events, such as plan amendments to modify future benefits or settlements of plan obligations. The service cost and prior service cost components of pension and postretirement expense are included in the calculation of adjusted EBITDA, since they are considered to be a better reflection of the ongoing service-related costs of providing these benefits. Please note that GAAP pension and postretirement expense or the adjustment above are not necessarily indicative of the current or future cash flow requirements related to these employee benefit plans.

⁽¹⁰⁾ Fiscal 2021 balance represents tax-related items incurred in connection with the termination of the Company's Supplemental Retirement Plan. Fiscal 2020 balance represents tax-related items incurred in connection with goodwill write-downs.

* See Disclaimer (page 2) for Management's assessment of supplemental information related to adjusted net income and adjusted EPS.

NET DEBT AND NET DEBT LEVERAGE RATIO

NON-GAAP RECONCILIATION (Unaudited)

APPENDIX C

(Dollars in thousands) (unaudited)	Fiscal Year Ended September 30,			June 30,
	2019	2020	2021	2022
Long-term debt, current maturities	\$ 42,503	\$ 26,824	\$ 4,624	\$ 3,364
Long-term debt	898,194	807,710	759,086	772,673
Total debt	940,697	834,534	763,710	776,037
Less: Cash and cash equivalents	(35,302)	(41,334)	(49,176)	(45,846)
Net Debt	\$ 905,395	\$ 793,200	\$ 714,534	\$ 730,191
Adjusted EBITDA	\$ 220,872	\$ 203,080	\$ 227,750	\$ 206,579
Net Debt Leverage Ratio	4.1	3.9	3.1	3.5

* See Disclaimer (page 2) for Management's assessment of supplemental information related to net debt and net debt leverage ratio.

FREE CASH FLOW

NON-GAAP RECONCILIATION (Unaudited)

APPENDIX D

(Dollars in thousands)	Fiscal Year Ended September 30,			Nine Months Ended June 30, 2022
	2019	2020	2021	
Cash Provided from Operating Activities	\$ 131,083	\$ 180,447	\$ 162,811	\$ 84,367
Less: Capital Expenditures	(37,688)	(34,849)	(34,313)	(40,597)
Free Cash Flow	\$ 93,395	\$ 145,598	\$ 128,498	\$ 43,770

Note: See Disclaimer (Page 2) for Management's assessment of supplemental information related to free cash flow.

INSTITUTIONAL SHAREHOLDERS

APPENDIX E

Shares

June 30, 2022

BlackRock, Inc.	5,399,897	
The Vanguard Group, Inc.	3,512,363	
Phoenix Holdings Ltd.	1,814,248	
Dimensional Fund Advisors, L.P.	1,482,001	
Gamco Investors, Inc. et al	1,137,850	
State Street Corporation	1,133,475	
Ameriprise Financial, Inc.	1,126,730	
Aristotle Capital Boston, LLC	1,120,682	
Geode Capital Management, LLC	561,045	
Palisade Capital Management, LLC	513,316	
Top Ten Institutions	17,801,607	58.2 % of outstanding shares
Remaining Institutions	7,505,842	
Total Institutional Ownership	25,307,449	82.7 % of outstanding shares

Note: Institutional share information obtained from Nasdaq as of August 16, 2022.

A stylized, high-contrast world map in shades of gray, with landmasses appearing as raised, three-dimensional shapes against a darker background. The map is centered behind a white rectangular area containing logos.

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