

Forward Together*

Forward-Looking Statements

Regulation G

The attached charts include Company information that does not conform to generally accepted accounting principles ("GAAP"). Management believes that an analysis of this data is meaningful to investors because it provides insight with respect to ongoing operating results of the Company and helps investors to evaluate the financial results of the Company. These measures should not be viewed as an alternative to GAAP measures of performance. Furthermore, these measures may not be consistent with similar measures provided by other companies. This data should be read in conjunction with the third quarter earnings news release, dated October 31, 2024, which has been furnished to the Securities and Exchange Commission ("SEC") on Form 8-K.

Forward-Looking Statements

This presentation contains "forward-looking statements" that fall under the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and the Securities Act of 1933, as amended. These statements can be identified by the fact that they do not relate strictly to historical or current facts. We have based these forward-looking statements on assumptions, projections and expectations about future events that we believe are reasonable based on currently available information, including statements regarding the potential effects of the conflicts in Ukraine and the Middle East; inflation and global supply chain constraints on the Company's business, results of operations, and financial condition; our expectation that we will maintain sufficient liquidity and remain in compliance with the terms of the Company's credit facility; expectations about future demand and raw material costs; and statements regarding the impact of increased raw material costs and pricing initiatives. These forward-looking statements include statements with respect to our beliefs, plans, objectives, goals, expectations, anticipations, intentions, financial condition, results of operations, future performance, and business, which may differ materially from our actual results, including but not limited to the potential benefits of acquisitions and divestitures, the impacts on our business as a result of global supply chain constraints, and our current and future results and plans and statements that include the words "may," "could," "should," "believe," "expect," "anticipate," "estimate," "intend," "outlook, "target", "possible", "potential", "plan" or similar expressions. A major risk is that demand for the Company's products and services is largely derived from the demand for its customers' products, which subjects the Company to uncertainties related to downturns in a customer's business and unanticipated customer production slowdowns and shutdowns. Other major risks and uncertainties include, but are not limited to inflationary pressures, including the potential for significant increases in raw material costs; supply chain disruptions; customer financial instability; high interest rates and the possibility of economic recession; economic and political disruptions particularly in light of numerous elections globally and the possibility of regime changes, and including the impacts of the military conflicts between Russia and Ukraine and in the Middle East; legislative and regulatory developments including changes to existing laws and regulations, or the way they are interpreted, applied or enforced; tariffs, trade restrictions, and the economic and other sanctions imposed by other nations on Russia and Belarus and/or other government organizations; suspensions of activities in Russia by many multinational companies and the potential expansion of military activity; foreign currency fluctuations; significant changes in applicable tax rates and regulations; future terrorist attacks and other acts of violence; the impacts of consolidation in our industry, including loss or consolidation of a major customer; and the potential occurrence of cyber-security breaches, cyber-security attacks and other technology outages and security incidents. Furthermore, the Company is subject to the same business cycles as those experienced by our customers in the steel, automobile, aircraft, industrial equipment, aluminum and durable goods industries. Our forward-looking statements are subject to risks, uncertainties and assumptions about the Company and its operations that are subject to change based on various important factors, some of which are beyond our control. These risks, uncertainties, and possible inaccurate assumptions relevant to our business could cause our actual results to differ materially from expected and historical results. All forward-looking statements included in this press release, including expectations about business conditions during 2024 and future periods, are based upon information available to the Company as of the date of this press release, which may change. Therefore, we caution you not to place undue reliance on our forward-looking statements. For more information regarding these risks and uncertainties as well as certain additional risks that we face, refer to the Risk Factors section, which appears in Item 1A of our Annual Report on Form 10-K for the year ended December 31, 2023 and in subsequent reports filed from time to time with the Securities and Exchange Commission. We do not intend to, and we disclaim any duty or obligation to, update or revise any forward-looking statements to reflect new information or future events or for any other reason. This discussion is provided as permitted by the Private Securities Litigation Reform Act of 1995.

Non-GAAP Measures

The information included in this presentation includes non-GAAP (unaudited) financial information that includes EBITDA, adjusted EBITDA margin, non-GAAP operating income, non-GAAP operating margin, non-GAAP net income and non-GAAP earnings per diluted share. The Company believes these non-GAAP financial measures provide meaningful supplemental information as they enhance a reader's understanding of the financial performance and facilitate a comparison among fiscal periods, as the non-GAAP financial measures exclude items that are not indicative of future operating performance or not considered core to the Company's operations. Non-GAAP results are presented for supplemental informational purposes only and should not be considered a substitute for the financial information presented in accordance with GAAP. In addition, our definitions of EBITDA, adjusted EBITDA margin, non-GAAP operating income, non-GAAP operating margin, non-GAAP net income and non-GAAP earnings per diluted share as discussed and reconciled below to the most comparable respective GAAP measures, may not be comparable to similarly named measures reported by other companies.

The Company presents EBITDA which is calculated as net income attributable to the Company before depreciation and amortization, interest expense, net, and taxes on income before equity in net income of associated companies. The Company also presents adjusted EBITDA which is calculated as EBITDA plus or minus certain items that are not indicative of future operating performance or not considered indicative of future operating income plus or minus certain items that are not considered indicative of future operating performance or not considered core to the Company's operations. Adjusted EBITDA margin and non-GAAP operating margin are calculated as the percentage of adjusted EBITDA and non-GAAP operating income to consolidated net sales, respectively. The Company believes these non-GAAP measures provide transparent and useful information and are widely used by investors, analysts, and peers in our industry as well as by management in assessing the operating performance of the Company on a consistent basis.

Additionally, the Company presents non-GAAP net income and non-GAAP earnings per diluted share as additional performance measures. Non-GAAP net income is calculated as adjusted EBITDA, defined above, less depreciation and amortization, interest expense, net, and taxes on income before equity in net income of associated companies, in each case adjusted, as applicable, for any depreciation, amortization, interest or tax impacts resulting from the non-core items identified in the reconciliation of net income attributable to the Company to adjusted EBITDA. Non-GAAP earnings per diluted share is calculated as non-GAAP net income per diluted share as accounted for under the "two-class share method." The Company believes that non-GAAP net income and non-GAAP earnings per diluted share provide transparent and useful information and are widely used by investors, analysts, and competitors in our industry as well as by management in assessing the operating performance of the Company on a consistent basis.

As it relates to 2024 projected adjusted EBITDA growth for the Company, the Company has not provided guidance for comparable GAAP measures or a quantitative reconciliation of forward-looking non-GAAP financial measures to the most directly comparable U.S. GAAP measure because it is unable to determine with reasonable certainty the ultimate outcome of certain significant items necessary to calculate such measures without unreasonable effort. These items include, but are not limited to, certain non-recurring or non-core items the Company may record that could materially impact net income. These items are uncertain, depend on various factors, and could have a material impact on the U.S. GAAP reported results for the guidance period.

The following charts should be read in conjunction with the Company's third quarter earnings news release dated October 31, 2024, which has been furnished to the Securities and Exchange Commission on Form 8-K, the Company's Annual Report for the year ended December 31, 2023, and the Company's 10-Q for the period ended September 30, 2024. These documents may contain additional explanatory language and information regarding certain of the items included in the following reconciliations.







100+
countries served around the world



\$1.95B

net sales¹



36
manufacturing locations



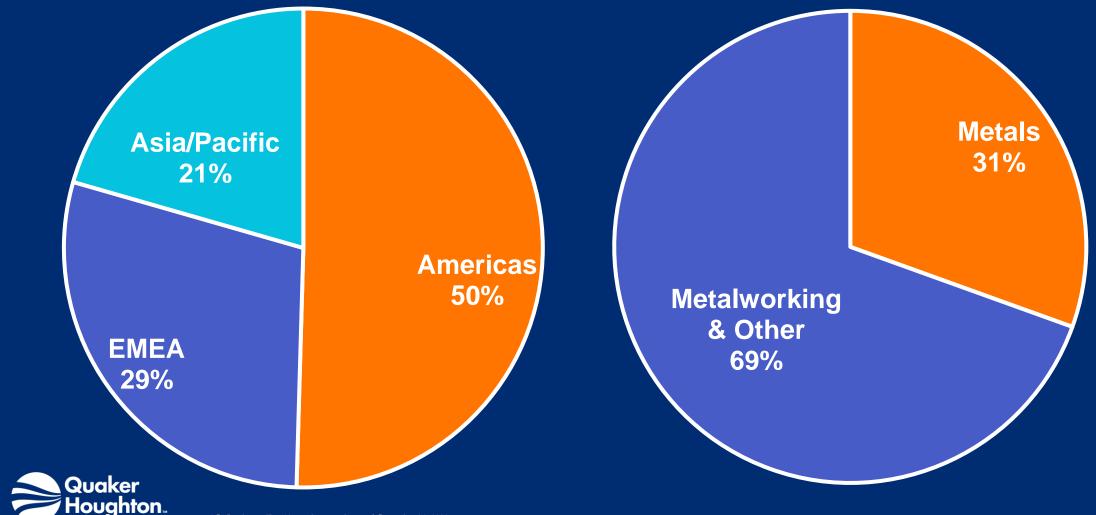


Quaker Houghton

The global leader in industrial process fluids.

Quaker Houghton: Leading Global Supplier of Industrial Process Fluids with Net Sales of \$1.95B¹

Geographic and Product Snapshot



Outperformance Powered by Distinctive Customer Intimacy Model

A Customer-Intimate Model at the center of our organizational decision-making Products & Solutions
Offerings are tailored to customer processes and needs

Knowledge & Expertise
Customer facing experts
driving sustainable on-site
improvements

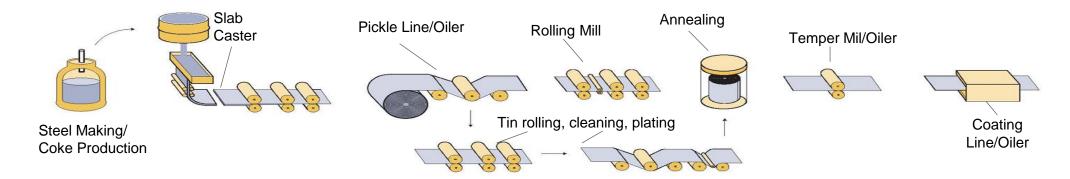
On-Site Support
Dedicated service teams
of experts at customer
locations

Fast response time to product deliveries, formulation changes, and sample testing



Quaker Houghton: Value Proposition for Primary Metals

Sheet Metal Production Process



QH Value Proposition

End-to-End Fluid Portfolio

On-site **Technical Expertise**

Continuous Casting Fluid

Hydraulic Fluids & Greases

Hot Rolling Oils

Pickling Oils

Cold Rolling Oils

TemperMill **Fluids**

Cleaners

Coatings

Application Expertise, Process Expertise, Inventory Management, Cost Savings (TCO) Projects

Customized **Technology**

Product Customization, New Formulation Development, Regulatory Support

Customer **Benefits \$\$\$**

Reduced **Operating Costs**



Enhanced Surface Quality and Protection



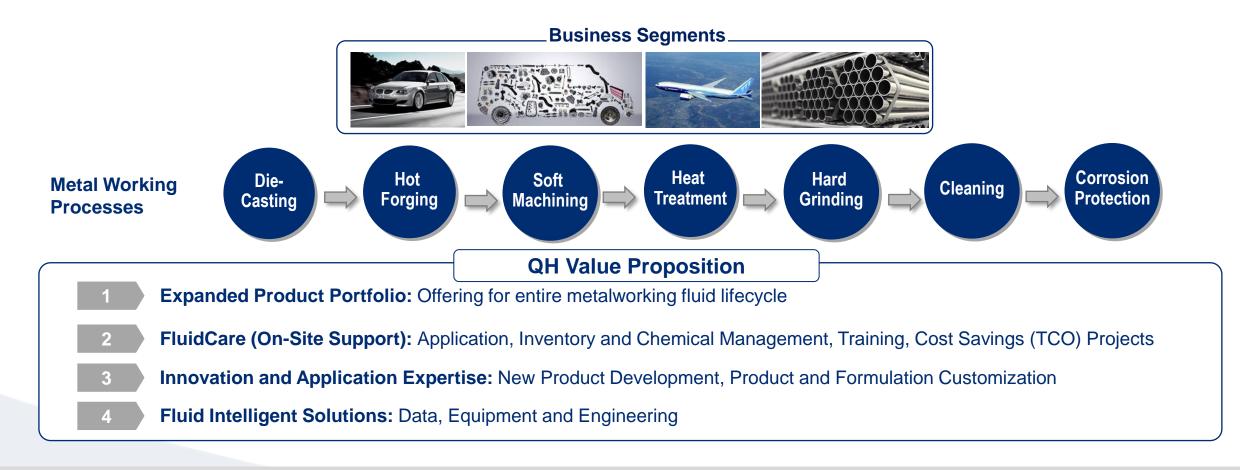
Extended and Improved Roll Life



Reduced Scrap and Waste



Quaker Houghton: Value Proposition for Metalworking



Customer Benefits \$\$\$

Sustainable Cost Reductions



Product Surface Improvements



Equipment & Tool-life Improvement



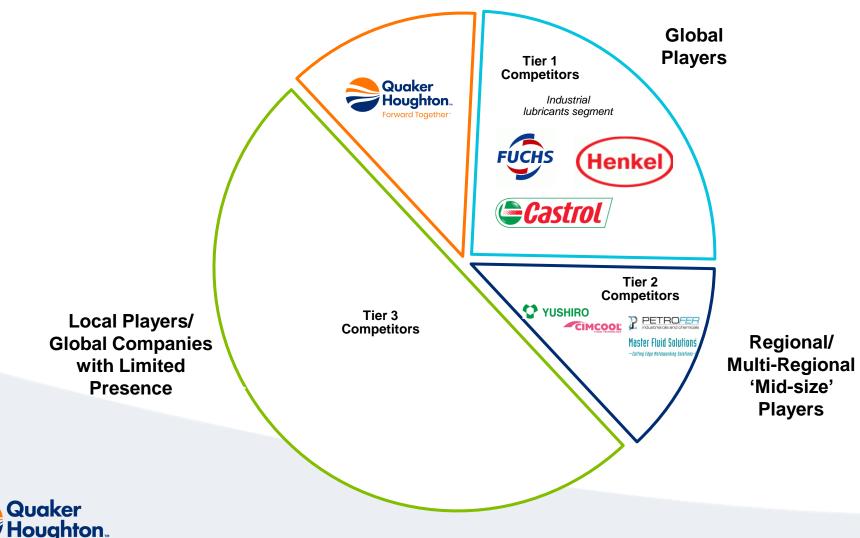
Increased Throughput & Utilization



Competitive Landscape: Only Global Pure Play in Our Addressable Markets

>\$13B Addressable Market

Forward Together



Differentiated from Competitors by Scale, Focus and Solution Offering

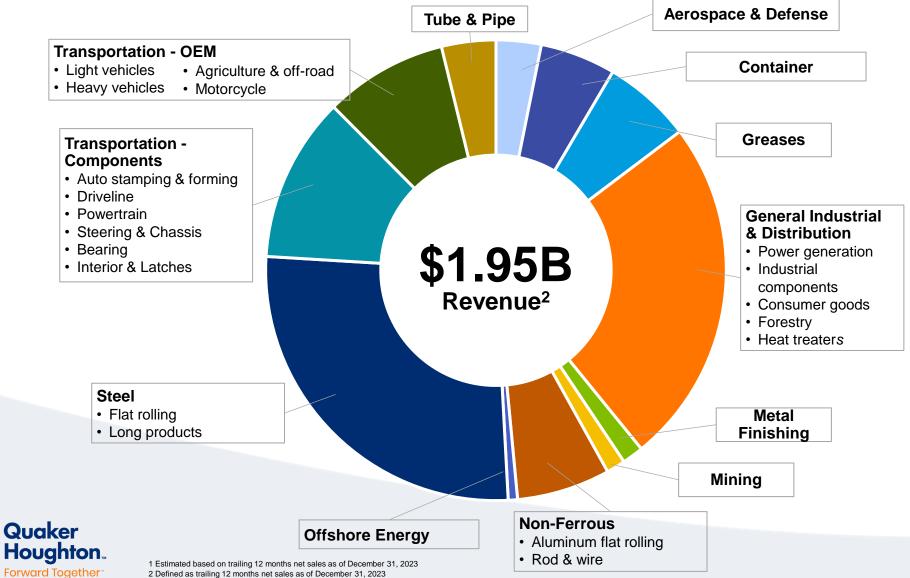
| | Quaker | Tier 1 Competitors | Tier 2 Competitors | Tier 3 Competitors | | | | |
|---|-------------------------------|--------------------|---|------------------------|--------------------------------------|--|--|--|
| | Houghton, Forward Together | FUCHS Henkel | YUSHIRO PETROFE industrial ole and chamicals Master Fluid Solutions - Latting Edge Retaliuniting Solutions = | Small, Local Player | Diversified Chemical Companies | | | |
| Scale and Global Reach | | | | | | | | |
| Tight Strategic Focus | | | | | | | | |
| Portfolio Breadth and Depth | | | | | | | | |
| Industry Talent and Expertise | | | | | | | | |
| Service Capabilities: Fluidcare® & Solutions | | | | | | | | |



Advantage Neutral / Average Potential Disadvantage
Industrial Processing Fluid Market Perspective

Diversified End Markets¹

QH Continues to Expand Addressable Markets

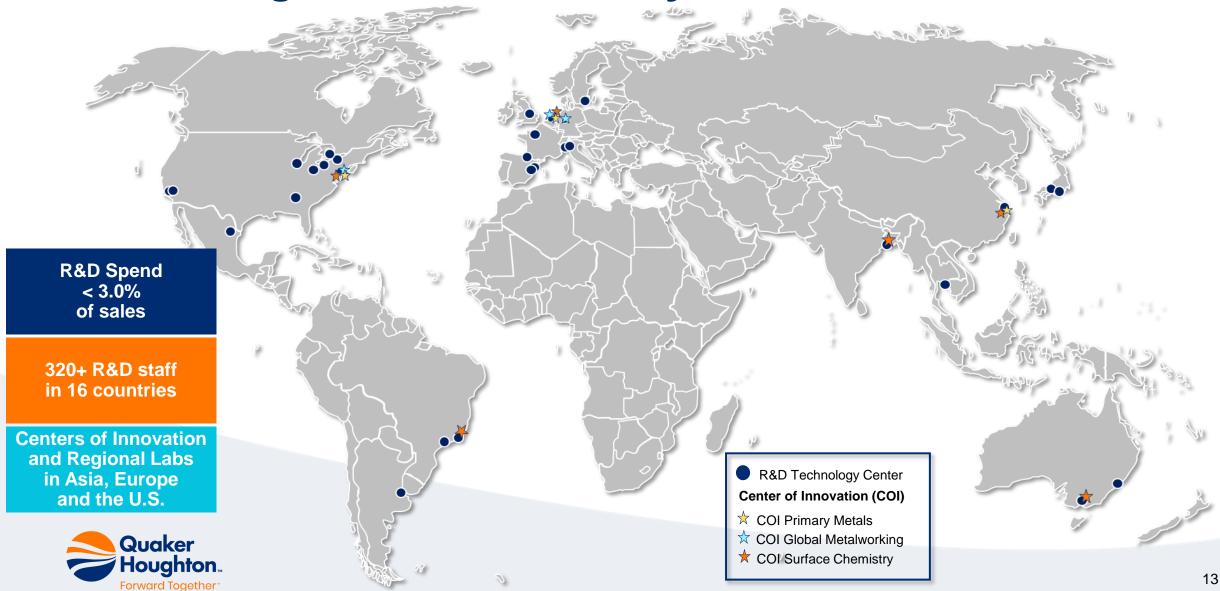


Market Leader with Significant Opportunities to Grow

| > \$13B Addre | ssable Market | QH Market Share ² | Strategic Segments | | | | | | |
|---------------------------------------|---------------------|------------------------------|---|--|--|--|--|--|--|
| PRIMARY METALS | \$1.4B | ~ 35% | SteelNon-Ferrous | | | | | | |
| METALWORKING Mid-large size customers | \$3.7B | < 15% | Transportation – OEM Transportation – Components Aerospace & Defense Tube & Pipe | | | | | | |
| METALWORKING Small-mid size customers | \$5.4B | < 10% | General IndustrialIndirect Channel | | | | | | |
| GLOBAL SPECIALTY BUSINESSES | \$2.1B ¹ | < 15% | Global Specialty Segment | | | | | | |



Quaker Houghton is the Industry's R&D Leader

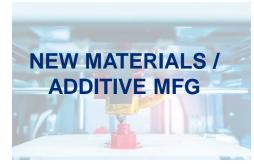


Well-Positioned to Address Market Trends

TECHNOLOGY ADVANCEMENT







CLIMATE CHANGE / SUSTAINABILITY



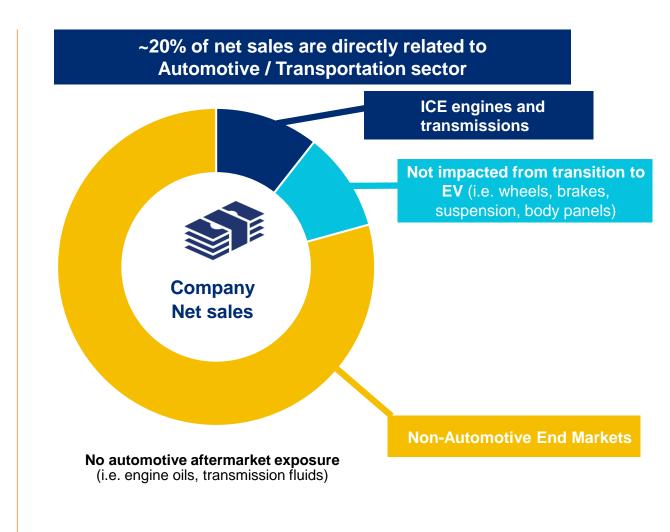






Electric Vehicle ("EV") Overview

- ~11% of sales are tied to automotive engines and transmissions
- Mix of future growth in Hybrid Vehicles ("HEV") vs. Full Battery Vehicles ("BEV") will drive impact:
 - <u>Positive:</u> More fluids (+20%) are used in HEVs versus Internal Combustion Engines ("ICE")
 - Negative: Less fluids (-25%) used in BEV compared to ICE
- We expect a 2-3% revenue growth CAGR through 2030¹ in our business in the powertrain part of the automotive market





Data and Equipment Solutions:

Complement Existing Product Portfolio









Social. Economic. Environmental Progress.

How We Strengthen Our Sustainable Business Practices



Highlights

Innovating

100%

of finished goods not classified as CMR

97.8%

finished goods not classified as CMR hazards



Protecting

CARBON NEUTRAL

In our operations (Scope 1 and 2)

52%

of global electricity is sourced by renewable or zero carbon energy



Empowering

serious injuries

40%

reduction in TRIR from 2020-2022; our TRIR is well below industry standard



Sourcing

75% of our suppli

of our suppliers that exceed our performance threshold

30%

of our palm oil is fully segregated through the RSPO



*An extensive list of goals can be found at quakerhoughton.com/sustainability.

RSPO: Roundtable on Sustainable Palm Oil

TRIR: Total recordable incident rate

CMR: Carcinogenic, mutagenic and reprotoxic hazards

How We Enable Our Customers To Achieve Their Ambitions





Responsible Suppliers

53

EcoVadis rating, better than 61% of companies assessed



Waste

21k

metric tons of waste avoided or reduced at QH FLUIDCARE ™ customer locations



Water

50%

water consumption reduction at one automotive customer*, by converting from a competitor solution



Energy

41%

reduction in gas consumption at one beverage customer* while using our ambient temperature cleaner



Human Health

44%

reduction in consumption of MBM** across EMEA



Carbon Footprint

7%

of raw materials are re-refined, and 25% are renewable

Our Plan For Continued Growth



Market leader with significant opportunities for organic growth



Advancing enterprise strategy and contemporizing enterprise to further unlock growth potential



Well positioned to capitalize on macro trends including **electrification**, **digitization**, **sustainability** and an expected **increased regulatory environment**



We are in markets that are expected to grow at an annual rate of 1-3% over time



Differentiated **customer intimate** business model accelerates **growth 2-4% above market** primarily due to new business wins and high customer retention

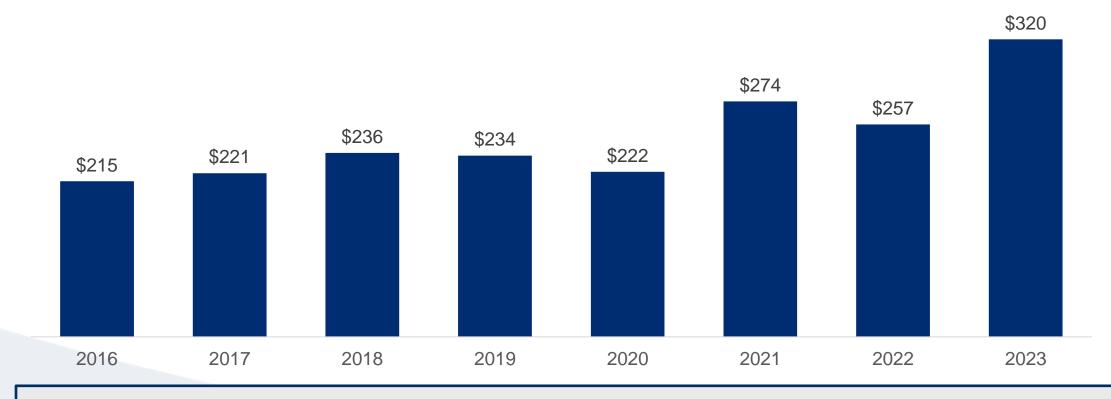


Continue to pursue strategic acquisitions to complement organic growth



Annual Adjusted EBITDA Trend¹

(dollars in millions)



Strong execution on financial and operational priorities amid a challenging end market environment



¹ Results presented above for 2020, 2021, 2022 and TTM are the actual results for Quaker Houghton, all other years are pro forma results

Balanced Capital Allocation Strategy

Supported by Strong Cash Flow Generation

Structure

Capital

≤ 2.5x net leverage target Capex

Asset lite business with CAPEX of 1.5% - 2.5% of sales

Organic Investments

Invest in Productivity and Profitability Initiatives

Acquisitions

Accretive M&A
To Support
Growth Strategy

Return to Shareholders

>50 years of dividends

Return excess cash to shareholders

Balanced capital allocation strategy to deliver long-term value for shareholders

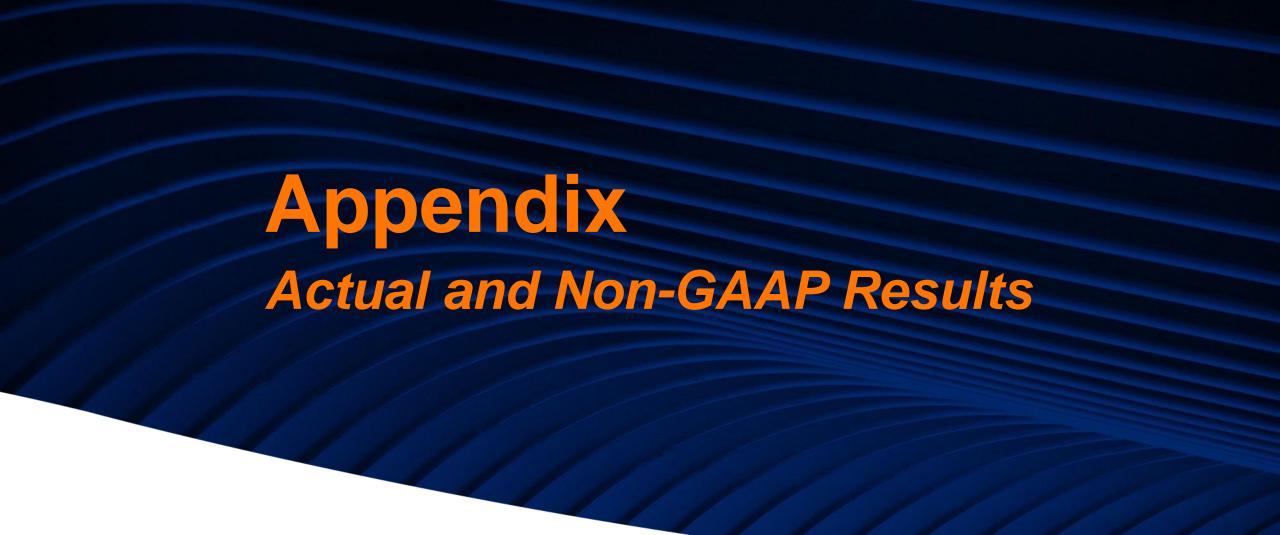


Advancing the Proven Growth Strategy of Quaker Houghton

We are confident in our ability to deliver long-term shareholder value

- 1 Industry leading safety performance and an engaged workforce
- Advance our differentiated customer intimate business model
- 3 Maximize the benefits of our scale, footprint and R&D competencies
- 4 Achieve our long-term growth and adjusted EBITDA margin targets
- Generate strong free cash flow and maintain balance sheet flexibility
- 6 Execute on strategic acquisitions to enhance our technology portfolio
- Achieve our aggressive stated sustainability and ESG targets







Adjusted EBITDA Reconciliation

(dollars in thousands)

| Net income attributable to Quaker Chemical Corporation \$112,748 \$ (15,931) \$ 121,369 \$ 39,658 Depreciation and amortization \$3,020 \$ 81,514 \$ 7,728 \$ 84,494 Interest expense, net \$50,699 \$ 32,579 \$ 22,326 \$ 26,603 Taxes on income before equity in net (loss) income of associated companies \$55,585 \$ 24,925 \$ 34,939 \$ (5,296) EgiTDA \$302,052 \$ 123,087 \$ 266,362 \$ 145,459 Equity income (loss) in a captive insurance company (2,090 \$ 1,427 \$ (4,993) \$ (1,151) Combination, integration and other acquisition-related expenses (475) \$ 10,990 \$ 20,151 \$ 35,305 Strategic planning expenses 4,704 \$ 14,446 \$ - \$ - \$ Executive transition costs 688 \$ 2,813 \$ 2,986 \$ - \$ Pension and postretirement benefit (income) costs, non-service components 2,033 \$ (1,704) \$ (759) \$ 21,592 Russia-Ukraine conflict related expenses 7,588 \$ 3,163 \$ - \$ - \$ Pension and postretirement benefit (income) costs, non-service components 2,033 \$ (1,704) \$ (759) \$ 21,592 Russia-Ukraine conflict related expenses 2,487 \$ - \$ Loss on extinguishment of debt 5,6763 \$ - \$ Facility remediation (recovery) costs, net (2,141) \$ (1,804) \$ 2,066 \$ - \$ Impairment charges 93,000 \$ - \$ 38,000 \$ Gain on changes in insurance settlement restrictions of an inactive subsidiary and related insurance insolvency recovery - \$ - \$ (18,144) \$ Brazilian non-income tax credits 4,040 \$ Continue (loss) in captive insurance insolvency recovery - \$ - \$ (18,144) \$ Continue (loss) in captive insurance insolvency recovery - \$ - \$ (18,144) \$ Continue (loss) in captive insurance insolvency recovery - \$ - \$ (18,144) \$ Continue (loss) in captive insurance insolvency recovery - \$ - \$ (18,144) \$ Continue (loss) in captive insurance insolvency recovery - \$ - \$ (18,144) \$ Continue (loss) in captive insurance insolvency recovery - \$ - \$ (18,144) \$ Continue (loss) in captive insurance insolvency recovery - \$ - \$ (18,144) \$ |
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| Depreciation and amortization 83,020 81,514 87,728 84,494 Interest expense, net 50,699 32,579 22,326 26,603 25,595 24,925 |
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| Brazilian non-income tax credits (13,087) - |
| |
| Other shares |
| Other charges 171 865 819 913 |
| \$ 320,379 \$ 257,150 \$ 274,109 \$ 221,974 |
| Adjusted EBITDA Margin (%) 16.4% 13.2% 15.6% 13.0% |
| |
| Adjusted EBITDA \$ 320,379 \$ 257,150 \$ 274,109 \$ 221,974 |
| Less: Depreciation and amortization - adjusted 83,020 81,514 87,002 83,732 |
| Less: Interest expense, net 50,699 32,579 22,326 26,603 |
| Less: Taxes on income before equity in net income of associated companies - adjusted 49,017 37,737 41,976 26,488 |
| Non-GAAP Net Income \$ 137,643 \$ 105,320 \$ 122,805 \$ 85,151 |



Full Year 2019 Pro Forma Reconciliation

| | 2019 | | | | | | | | | |
|---|--------|-------|-----|--------|--------------|------|-----------|------|-----|--------|
| | Quaker | | Hou | ughton | Divestitures | | Other (a) | | Pro | Forma* |
| Net sales | | 1,134 | \$ | 475 | \$ | (34) | \$ | (13) | \$ | 1,562 |
| Net Income (Loss) Attributable to Quaker Houghton | \$ | 32 | \$ | (3) | \$ | (6) | \$ | 10 | \$ | 33 |
| Depreciation and Amortization | | 45 | | 31 | | - | | 3 | | 77 |
| Interest Expense, Net | | 17 | | 33 | | - | | (15) | | 35 |
| Taxes on Income (b) | | 2 | | (1) | | (2) | | 3 | | 2 |
| EBITDA* | | 96 | | 60 | | (8) | | 1 | | 148 |
| Combination, Integration and Other Acquisition-Related Expenses | | 35 | | 44 | | - | | - | | 80 |
| Gain on the Sale of Divested Assets | | - | | (35) | | - | | - | | (35) |
| Fair Value Step Up of Houghton and Norman Hay Inventory Sold | | 12 | | - | | - | | - | | 12 |
| Restructuring and Related Charges | | 27 | | - | | - | | - | | 27 |
| Other Addbacks (c) | | 3 | | (0) | | - | | _ | | 3 |
| Adjusted EBITDA* | \$ | 173 | \$ | 68 | \$ | (8) | \$ | 1 | \$ | 234 |
| Adjusted EBITDA Margin* (%) | | 15% | | 14% | | 24% | | -4% | | 15% |

^{*} Certain amounts may not calculate due to rounding, including EBITDA, Adjusted EBITDA, Adjusted EBITDA margin (%) as well as the total pro forma financial results presented for combined Quaker Houghton.

- (a) Other includes: (i) additional depreciation and amortization expense based on the initial estimates of fair value step up and estimated useful lives of depreciable fixed assets, definite-lived intangible assets and investment in associated companies acquired; (ii) adoption of required accounting guidance and alignment of related accounting policies; (iii) elimination of transactions between Quaker and Houghton; and (iv) an adjustment to interest expense, net, to reflect the impact of the new financing and capital structure of the combined Company.
- (b) Taxes on income related to both Divestitures and Other reflect each tax effected at the U.S. federal tax rate of 21%.
- (c) Other addbacks include equity income in a captive insurance company, pension and postretirement benefit costs, non-service components, customer bankruptcy costs, insurance insolvency recoveries and currency conversion impacts of hyper-inflationary economies.



Full Year 2018 Pro Forma Reconciliation

| | 2018 | | | | | | | | | |
|---|------|-------|----------|-----|--------------|------|-----------|------|-----|--------|
| Net sales | | ıaker | Houghton | | Divestitures | | Other (a) | | Pro | Forma* |
| | | 868 | \$ | 861 | \$ | (53) | \$ | (22) | \$ | 1,655 |
| Net Income (Loss) Attributable to Quaker Houghton | \$ | 59 | \$ | (0) | \$ | (9) | \$ | 17 | \$ | 66 |
| Depreciation and Amortization | | 20 | | 54 | | - | | 5 | | 79 |
| Interest Expense, Net | | 4 | | 56 | | - | | (25) | | 35 |
| Taxes on Income (b) | | 25 | | 3 | | (2) | | 5 | | 30 |
| EBITDA* | | 108 | | 113 | | (12) | | 1 | | 210 |
| Combination, Integration and Other Acquisition-Related Expenses | | 16 | | 7 | | - | | - | | 23 |
| Other Addbacks (c) | | 1 | | 2 | | - | | - | | 3 |
| Adjusted EBITDA* | \$ | 126 | \$ | 121 | \$ | (12) | \$ | 1 | \$ | 236 |
| Adjusted EBITDA Margin* (%) | | 14% | | 14% | | 23% | | -4% | | 14% |

^{*} Certain amounts may not calculate due to rounding, including EBITDA, Adjusted EBITDA, Adjusted EBITDA margin (%) as well as the total pro forma financial results presented for combined Quaker Houghton.

- (a) Other includes: (i) additional depreciation and amortization expense based on the initial estimates of fair value step up and estimated useful lives of depreciable fixed assets, definite-lived intangible assets and investment in associated companies acquired; (ii) adoption of required accounting guidance and alignment of related accounting policies; (iii) elimination of transactions between Quaker and Houghton; and (iv) an adjustment to interest expense, net, to reflect the impact of the new financing and capital structure of the combined Company.
- (b) Taxes on income related to both Divestitures and Other reflect each tax effected at the U.S. federal tax rate of 21%.
- (c) Other addbacks include currency conversion impacts on hyper-inflationary economies, a gain on the liquidation of an inactive legal entity and charges related to non-recurring non-income tax and VAT charges.



Full Year 2017 Pro Forma Reconciliation

| | 2017 | | | | | | | | | |
|--|------|--------|----|-------|--------------|------|-----------|------|-------|-------|
| | Qua | Quaker | | ghton | Divestitures | | Other (a) | | Pro F | orma* |
| Net Income (Loss) Attributable to Quaker Houghton | \$ | 20 | \$ | (47) | \$ | (9) | \$ | 9 | \$ | (26) |
| Depreciation and Amortization | | 20 | | 55 | | - | | 5 | | 80 |
| Interest Expense, Net | | 1 | | 51 | | - | | (16) | | 37 |
| Taxes on Income (b) | | 42 | | 42 | | (2) | | 2 | | 84 |
| EBITDA* | | 83 | | 102 | | (11) | | 0 | | 175 |
| Equity Income in a Captive Insurance Company | | (3) | | - | | - | | - | | (3) |
| Combination, Integration and Other Acquisition-Related Expenses | | 30 | | 10 | | - | | - | | 40 |
| Pension and Postretirement Benefit Costs, Non-Service Components | | 4 | | (1) | | - | | - | | 4 |
| Cost Reduction Activities | | 0 | | 2 | | - | | - | | 2 |
| Loss on Disposal of Held-for-Sale Asset | | 0 | | - | | - | | - | | 0 |
| Insurance Insolvency Recovery | | (1) | | - | | - | | - | | (1) |
| Affiliate Management Fees | | - | | 2 | | - | | - | | 2 |
| Non-Income Tax Settlement Expense | | - | | 1 | | - | | - | | 1 |
| Other Addbacks (c) | | 0 | | 0 | | - | | - | | 1 |
| Adjusted EBITDA* | \$ | 115 | \$ | 116 | \$ | (11) | \$ | 0 | \$ | 221 |
| Adjusted EBITDA Margin* (%) | | 14% | | 15% | | 20% | | 0% | | 14% |

^{*} Certain amounts may not calculate due to rounding, including EBITDA, Adjusted EBITDA, Adjusted EBITDA margin (%) as well as the total pro forma financial results presented for combined Quaker Houghton.

- (a) Other includes estimated increases to depreciation and amortization due to purchase accounting fair value adjustments and a reduction of interest expense based on the average borrowings of the period plus the purchase consideration under the Quaker Houghton facility estimated interest rates.
- (b) Taxes on income related to both Divestitures and Other reflect each tax effected at the U.S. federal tax rate of 21%.
- (c) Other addbacks includes charges related to inventory fair value step up adjustments in the Wallover acquisition, currency conversion impacts of hyper-inflationary economies and other non-recurring charges.



Full Year 2016 Pro Forma Reconciliation

| | 2016 | | | | | | | | | |
|--|------|--------|----|-------|--------------|------|-----------|------|-------|-------|
| | Quak | Quaker | | ghton | Divestitures | | Other (a) | | Pro F | orma* |
| Net Income (Loss) Attributable to Quaker Houghton | \$ | 61 | \$ | (37) | \$ | (8) | \$ | 7 | \$ | 23 |
| Depreciation and Amortization | | 20 | | 55 | | - | | 5 | | 80 |
| Interest Expense, Net | | 1 | | 51 | | - | | (14) | | 37 |
| Taxes on Income (b) | | 23 | | (5) | | (2) | | 2 | | 18 |
| EBITDA* | | 105 | | 64 | | (10) | | 0 | | 158 |
| Equity Income in a Captive Insurance Company | | (2) | | - | | - | | - | | (2) |
| Combination, Integration and Other Acquisition-Related Expenses | | 2 | | 3 | | - | | - | | 5 |
| Pension and Postretirement Benefit Costs, Non-Service Components | | 2 | | (1) | | - | | - | | 1 |
| Cost Reduction Activities | | - | | 4 | | - | | - | | 4 |
| Impairment of Goodwill and Intangible Assets | | - | | 41 | | - | | - | | 41 |
| Affiliate Management Fees | | - | | 2 | | - | | - | | 2 |
| Non-Income Tax Settlement Expense | | - | | 2 | | - | | - | | 2 |
| Full-Year Impact of Wallover Acquisition | | - | | 3 | | - | | - | | 3 |
| Other Addbacks (c) | | (0) | | 1 | | - | | - | | 1 |
| Adjusted EBITDA* | \$ | 107 | \$ | 119 | \$ | (10) | \$ | 0 | \$ | 215 |
| Adjusted EBITDA Margin* (%) | | 14% | | 16% | | 22% | | 0% | | 15% |

^{*} Certain amounts may not calculate due to rounding, including EBITDA, Adjusted EBITDA, Adjusted EBITDA margin (%) as well as the total pro forma financial results presented for combined Quaker Houghton.

- (a) Other includes estimated increases to depreciation and amortization due to purchase accounting fair value adjustments and a reduction of interest expense based on the average borrowings of the period plus the purchase consideration under the Quaker Houghton facility estimated interest rates.
- (b) Taxes on income related to both Divestitures and Other reflect each tax effected at the U.S. federal tax rate of 21%.
- (c) Other addbacks includes a charge related to a legal settlement, a charge related to inventory fair value adjustments in the Wallover acquisition, offset by a gain on the sale of an asset, currency conversion impacts of hyper-inflationary economies and a restructuring credit.

