

Non-GAAP Financial Measures

- ***Free Cash Flow (“FCF”)***

Our measure of “FCF” meets the definition of a non-GAAP financial measure. FCF is used in addition to and in conjunction with results presented in accordance with Generally Accepted Accounting Principles (“GAAP”) and FCF should not be relied upon to the exclusion of GAAP financial measures. Management strongly encourages investors to review our financial statements and publicly-filed reports in their entirety and to not rely on any single financial measure. FCF, which we reconcile to “Net cash provided by operating activities,” is cash flow from operations reduced by “Expenditures for property, plant and equipment”. We believe that FCF, although similar to cash flow from operations, is a useful additional measure since capital expenditures are a necessary component of ongoing operations. Management also views FCF, as a measure of the Company’s ability to reduce debt, add to cash balances, pay dividends, and repurchase stock. FCF has limitations due to the fact that it does not represent the residual cash flow available for discretionary expenditures. For example, FCF does not incorporate payments made on finance lease obligations or required debt service payments. In addition, different companies define FCF differently. Therefore, we believe it is important to view FCF as a complement to our entire consolidated statements of cash flows.

- ***Results excluding Restructuring and Other Related Costs***

To supplement MSC’s unaudited and audited selected financial data presented consistent with GAAP, the Company discloses certain non-GAAP financial measures, including Non-GAAP net sales, non-GAAP gross profit, non-GAAP operating expenses, non-GAAP income from operations, non-GAAP provision for income taxes, non-GAAP net income and non-GAAP diluted earnings per share, that exclude restructuring and other related costs.

These non-GAAP measures are not in accordance with or an alternative for GAAP and may be different from non-GAAP measures used by other companies. We believe that these non-GAAP measures have limitations in that they do not reflect MSC’s results of operations as determined in accordance with GAAP, and that these measures should only be used to evaluate MSC’s results of operations in conjunction with the corresponding GAAP measures. The presentation of this additional information is not meant to be considered in isolation or as a substitute for the most directly comparable GAAP measures. We compensate for the limitations of non-GAAP financial measures by relying upon GAAP results to gain a complete picture of the Company’s performance.

In calculating non-GAAP financial measures, we exclude restructuring and other related costs, and the related tax effects, to facilitate a review of the Company’s operating performance on a period-to-period basis, for comparison with forecasts and strategic plans, and for benchmarking performance externally against competitors.

- ***Return on Invested Capital (“ROIC”)***

ROIC is calculated using a non-GAAP financial measure. We calculate ROIC by dividing non-GAAP net operating profit after tax (“NOPAT”) by average invested capital, a GAAP measure. NOPAT is defined as tax effected income from operations. Average invested capital is defined as net debt plus shareholder’s equity using a trailing 12-month average. We believe that ROIC is useful to investors as a measure of performance and of the effectiveness of the use of capital in our operations. We use ROIC as one measure to monitor and evaluate operating performance. This method of determining non-GAAP ROIC may differ from other companies’ methods and therefore may not be comparable to those used by other companies. ROIC should be considered in addition to, rather than as a substitute for, other information provided in accordance with GAAP. The financial measure calculated under GAAP which is most directly comparable to ROIC is considered to be the ratio of Net income to Average invested capital. See below for the calculation of ROIC and the reconciliation to the comparable GAAP measure.

We believe that investors benefit from seeing results “through the eyes” of management in addition to seeing GAAP results. We believe that these non-GAAP measures, when read in conjunction with the Company’s GAAP financials, provide useful information to investors by offering:

- the ability to make more meaningful period-to-period comparisons of the Company’s on-going operating results;
- the ability to better identify trends in the Company’s underlying business and perform related trend analyses;
- a better understanding of how management plans and measures the Company’s underlying business; and
- an easier way to compare the Company’s operating results against analyst financial models and operating results of competitors that supplement their GAAP results with non-GAAP financial measures

MSC INDUSTRIAL SUPPLY CO. AND SUBSIDIARIES
Reconciliation of GAAP and Non-GAAP Information
Quarters and Years Ended August 29, 2020 and August 31, 2019
(dollars in thousands)

GAAP Measure		Items Affecting Comparability		Non-GAAP Measure	
Net cash provided by operating activities Thirteen Weeks Ended		Expenditures for property, plant and equipment Thirteen Weeks Ended		Free cash flow Thirteen Weeks Ended	
August 29, 2020	August 31, 2019	August 29, 2020	August 31, 2019	August 29, 2020	August 31, 2019
\$ 181,798	\$ 141,226	\$ (11,071)	\$ (15,817)	\$ 170,727	\$ 125,409

GAAP Measure		Items Affecting Comparability		Non-GAAP Measure	
Net cash provided by operating activities Fiscal Year Ended		Expenditures for property, plant and equipment Fiscal Year Ended		Free cash flow Fiscal Year Ended	
August 29, 2020	August 31, 2019	August 29, 2020	August 31, 2019	August 29, 2020	August 31, 2019
\$ 396,739	\$ 328,426	\$ (46,991)	\$ (51,773)	\$ 349,748	\$ 276,653

MSC INDUSTRIAL SUPPLY CO. AND SUBSIDIARIES
Reconciliation of GAAP and Non-GAAP Information
Thirteen Weeks and Year Ended August 29, 2020
(dollars in thousands, except per share data)

	GAAP Measure		Items Affecting Comparability		Non-GAAP Measure	
	Total MSC		Restructuring and Other Related Costs		Excluding Restructuring and Other Related Costs	
	Thirteen Weeks Ended	Year Ended	Thirteen Weeks Ended	Year Ended	Thirteen Weeks Ended	Year Ended
	August 29, 2020	August 29, 2020	August 29, 2020	August 29, 2020	August 29, 2020	August 29, 2020
Net Sales	\$ 747,732	\$ 3,192,399	\$ -	\$ -	\$ 747,732	\$ 3,192,399
ADS Growth %	(12.7)%	(5.1)%	-	-	(12.7)%	(5.1)%
Cost of Goods Sold	436,620	1,849,077	-	-	436,620	1,849,077
Gross Profit	311,112	1,343,322	-	-	311,112	1,343,322
Gross Margin	41.6%	42.1%	-	-	41.6%	42.1%
Operating Expense	238,192	992,582	11,158	17,029 ⁽¹⁾	227,034	975,553
Operating Exp as % of Sales	31.9%	31.1%	1.5%	0.5%	30.4%	30.6%
Income from Operations	72,920	350,740	(11,158)	(17,029)	84,078	367,769
Operating Margin	9.8%	11.0%	(1.5)%	(0.5)%	11.2%	11.5%
Total Other Expense	(4,115)	(16,490)	-	-	(4,115)	(16,490)
Income before provision for income taxes	68,805	334,250	(11,158)	(17,029)	79,963	351,279
Provision for income taxes	16,169	82,492	(2,622)	(4,206)	18,791	86,698
Net income	52,636	251,758	(8,536)	(12,823)	61,172	264,581
Net income (loss) attributable to noncontrolling interest	140	641	-	-	140	641
Net income attributable to MSC Industrial	\$ 52,496	\$ 251,117	\$ (8,536)	\$ (12,823)	\$ 61,032	\$ 263,940
Net income per common share:						
Diluted	\$ 0.94	\$ 4.51	\$ (0.15)	\$ (0.23)	\$ 1.09	\$ 4.74

⁽¹⁾Restructuring and Other Related Costs were incurred in each fiscal quarter as follows: \$2,571 in fiscal Q1, \$1,941 in fiscal Q2, \$1,359 in fiscal Q3, and \$11,158 in fiscal Q4.

MSC INDUSTRIAL SUPPLY CO. AND SUBSIDIARIES
Reconciliation of GAAP and Non-GAAP Information
Thirteen Weeks and Year Ended August 31, 2019
(dollars in thousands, except per share data)

	GAAP Measure		Items Affecting Comparability		Non-GAAP Measure	
	Total MSC		Restructuring and Other Related Costs		Excluding Restructuring and Other Related Costs	
	Thirteen Weeks Ended	Year Ended	Thirteen Weeks Ended	Year Ended	Thirteen Weeks Ended	Year Ended
	August 31, 2019	August 31, 2019	August 31, 2019	August 31, 2019	August 31, 2019	August 31, 2019
Net Sales	\$ 842,670	\$ 3,363,817	\$ -	\$ -	\$ 842,670	\$ 3,363,817
ADS Growth %	2.1%	5.8%			2.1%	5.8%
Cost of Goods Sold	489,081	1,931,774	-	-	489,081	1,931,774
Gross Profit	353,589	1,432,043	-	-	353,589	1,432,043
Gross Margin	42.0%	42.6%	-	-	42.0%	42.6%
Operating Expense	263,075	1,032,047	6,725	6,725	256,350	1,025,322
Operating Exp as % of Sales	31.2%	30.7%	0.8%	0.2%	30.4%	30.5%
Income from Operations	90,514	399,996	(6,725)	(6,725)	97,239	406,721
Operating Margin	10.7%	11.9%	-0.8%	-0.2%	11.5%	12.1%
Total Other Expense	(3,881)	(16,867)	-	-	(3,881)	(16,867)
Income before provision for	86,633	383,129	(6,725)	(6,725)	93,358	389,854
Provision for income taxes	20,012	94,332	(1,554)	(1,554)	21,566	95,886
Net income	66,621	288,797	(5,171)	(5,171)	71,792	293,968
Net income (loss) attributable to noncontrolling interest	13	(68)	-	-	13	(68)
Net income attributable to MSC Industrial	\$ 66,608	\$ 288,865	\$ (5,171)	\$ (5,171)	\$ 71,779	\$ 294,036
Net income per common share:						
Diluted	\$ 1.20	\$ 5.20	\$ (0.09)	\$ (0.09)	\$ 1.30	\$ 5.29

MSC INDUSTRIAL SUPPLY CO. AND SUBSIDIARIES
Reconciliation of GAAP and Non-GAAP Information
Year Ended August 29, 2020
(dollars in thousands)

		Fiscal Year Ended August 29, 2020
(a) Net income attributable to MSC Industrial	\$	251,117
NOPAT		
Income from Operations		350,740
Effective tax rate		24.7%
(b) Non-GAAP NOPAT		264,177
Invested Capital		
Total MSC Industrial shareholders' equity	\$	1,314,945
Current portion of debt including obligations under finance leases		122,248
Long-term debt including obligations under finance leases		497,018
Total Debt		619,266
Cash and cash equivalents		125,211
Net debt		494,055
Invested capital		1,809,000
(c) Average invested capital (twelve-month trailing average)		1,876,934
(a)/(c) Net income to Average invested capital		13.4%
(b)/(c) Non-GAAP ROIC		14.1%