Non-GAAP Financial Measures

To supplement MSC's unaudited selected financial data presented consistent with accounting principles generally accepted in the United States ("GAAP"), the Company discloses certain non-GAAP financial measures, including non-GAAP income from operations, non-GAAP operating margin, non-GAAP provision for income taxes, non-GAAP net income and non-GAAP diluted earnings per share, that exclude restructuring and other costs, acquisition-related costs, share reclassification costs, and tax effects.

These non-GAAP financial measures are not presented in accordance with GAAP or an alternative for GAAP financial measures and may be different from similar non-GAAP financial measures used by other companies. The presentation of this additional information is not meant to be considered in isolation or as a substitute for the most directly comparable GAAP financial measure and should only be used to evaluate MSC's results of operations in conjunction with the corresponding GAAP financial measure.

Financial data also includes certain forward-looking information that is not presented in accordance with GAAP. The Company believes that a quantitative reconciliation of such forward-looking information to the most directly comparable financial measure calculated and presented in accordance with GAAP cannot be made available without unreasonable efforts because a reconciliation of these non-GAAP financial measures would require the Company to predict the timing and likelihood of potential future events such as restructurings, M&A activity and other infrequent or unusual gains and losses. Neither the timing or likelihood of these events, nor their probable significance, can be quantified with a reasonable degree of accuracy. Accordingly, a reconciliation of such forward-looking information to the most directly comparable GAAP financial measure is not provided.

Free Cash Flow

FCF is a non-GAAP financial measure. FCF is used in addition to and in conjunction with results presented in accordance with 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. A reconciliation of cash provided by operating activities to FCF for the thirteen- and thirty-nine-week periods ended June 1, 2024 and June 3, 2023, respectively, is shown below.

Results Excluding Restructuring and Other Costs, Acquisition-Related Costs and Share Reclassification Costs

In calculating non-GAAP financial measures, we exclude restructuring and other costs, acquisition-related costs and share reclassification costs, and tax effects. Management makes these adjustments to facilitate a review of the Company's operating performance on a comparable basis between periods, for comparing with forecasts and strategic plans, for identifying and analyzing trends in the Company's underlying business and for benchmarking performance externally against competitors. We believe that investors benefit from seeing results from the perspective of management in addition to seeing results presented in accordance with GAAP for the same reasons and purposes for which management uses such non-GAAP financial measures.

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 13-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.

Net Debt to Earnings before Interest, Taxes, and Depreciation and Amortization ("EBITDA")

Net debt to EBITDA is calculated using a non-GAAP financial measure, EBITDA. The Company defines EBITDA as GAAP net income adjusted for taxes, total other expense and depreciation and amortization. Net debt, a GAAP measure, is calculated as total debt less cash and cash equivalents. The Company presents net debt to EBITDA because it more clearly represents the operating profitability of the company and is a more accurate representation of the Company's financial position and its ability to cover its net debt obligations with results from its core operations. This method of determining non-GAAP EBITDA may differ from other companies' methods and therefore may not be comparable to those used by other companies. EBITDA should be considered in addition to, rather than as a substitute for, other information provided in accordance with GAAP.

Reconciliation of GAAP and Non-GAAP Financial Information Thirteen and Thirty-Nine Weeks Ended June 1, 2024 and June 3, 2023 (In thousands)

GAAP	Measure	Items Affecting	g Comparability	Non-GAAP Measure					
•	Net cash provided by operating activities Thirteen Weeks Ended		property, plant and oment /eeks Ended	Free cash flow Thirteen Weeks Ended					
June 1, 2024	June 3, 2023	June 1, 2024	June 3, 2023	June 1, 2024	June 3, 2023				
\$143,522	\$150,637	\$(29,571)	\$(23,542)	\$113,951	\$127,095				
GAAP	GAAP Measure		g Comparability	Non-GAAP Measure					
Net cash provided b	GAAP Measure Items Affecting Comparability Expenditures for property, plant and equipment mirty-Nine Weeks Ended Thirty-Nine Weeks Ended				ash flow				
Thirty-Nine	weeks Ended	Thirty-Nine	weeks Ended	Thirty-Nine Weeks Ended					
June 1, 2024	June 3, 2023	June 1, 2024	June 3, 2023	June 1, 2024	June 3, 2023				
\$303,433	\$567,077	\$(73,354)	\$(64,113)	\$230,079	\$502,964				

Reconciliation of GAAP and Non-GAAP Financial Information

Thirteen Weeks Ended June 1, 2024

	GA	AP Financial Measure		ns Affecting mparability		on-GAAP Financial Measure	
		Total MSC Industrial		Restructuring and Other Costs		Adjusted Total MSC Industrial	
Net Sales	\$	\$ 979,350		\$ —		979,350	
Cost of Goods Sold		578,903				578,903	
Gross Profit		400,447		_		400,447	
Gross Margin		40.9 %		— %		40.9 %	
Operating Expenses		288,991		_		288,991	
Operating Exp as % of Sales		29.5 %		— %		29.5 %	
Restructuring and Other Costs		4,690		4,690		_	
Income from Operations		106,766		(4,690)		111,456	
Operating Margin		10.9 %		0.5 %		11.4 %	
Total Other Expense		(11,430)		_		(11,430)	
Income before provision for income taxes		95,336		(4,690)		100,026	
Provision for income taxes		24,024		(1,183)		25,207	
Net income		71,312		(3,507)		74,819	
Net loss attributable to noncontrolling interest		(393)		_		(393)	
Net income attributable to MSC Industrial	\$	71,705	\$	(3,507)	\$	75,212	
Net income per common share:							
Diluted	\$	1.27	\$	(0.06)	\$	1.33	

^{*}Individual amounts may not agree to the total due to rounding.

Reconciliation of GAAP and Non-GAAP Financial Information

Thirty-Nine Weeks Ended June 1, 2024

	GAAP Financial Measure Items Affecting Comparability								Non-GAAP Financial Measure	
		Total MSC Industrial		structuring and Other Costs	F	Acquisition- Related Costs	_	Share eclassification Costs	Adjusted Total ISC Industrial	
Net Sales	\$	2,868,667	\$	_	\$	_	\$	_	\$ 2,868,667	
Cost of Goods Sold		1,686,492							1,686,492	
Gross Profit		1,182,175		_		_		_	1,182,175	
Gross Margin		41.2 %		— %		— %		— %	41.2 %	
Operating Expenses		870,859		<u>—</u>		465		1,187	869,207	
Operating Exp as % of Sales		30.4 %		— %		0.0 %		0.0 %	30.3 %	
Restructuring and Other Costs		11,787		11,787					_	
Income from Operations		299,529		(11,787)		(465)		(1,187)	312,968	
Operating Margin		10.4 %		0.4 %		0.0 %		0.0 %	10.9 %	
Total Other Expense		(32,920)		_		_		_	(32,920)	
Income before provision for income taxes		266,609		(11,787)		(465)		(1,187)	280,048	
Provision for income taxes		64,604		(2,767)		(113)		(288)	67,772	
Net income		202,005		(9,020)		(352)		(899)	212,276	
Net loss attributable to noncontrolling interest		(897)							(897)	
Net income attributable to MSC Industrial	\$	202,902	\$	(9,020)	\$	(352)	\$	(899)	\$ 213,173	
NT										
Net income per common share: Diluted	\$	3.59	\$	(0.16)	\$	(0.01)	\$	(0.02)	\$ 3.77	

^{*}Individual amounts may not agree to the total due to rounding.

Reconciliation of GAAP and Non-GAAP Financial Information

Thirteen Weeks Ended June 3, 2023

		GAAP Financial Measure	I	tems Affecting	Cor	nparability		Von-GAAP Financial Measure
		Total MSC Industrial		Restructuring and Other Costs		Share Reclassification Costs		ljusted Total SC Industrial
Net Sales	\$	1,054,464	\$	_	\$	_	\$	1,054,464
Cost of Goods Sold		625,527						625,527
Gross Profit		428,937		_		_		428,937
Gross Margin		40.7 %		— %		— %		40.7 %
Operating Expenses		291,706				1,373		290,333
Operating Exp as % of Sales		27.7 %		— %		(0.1)%		27.5 %
Restructuring and Other Costs		1,845		1,845				_
Income from Operations		135,386		(1,845)		(1,373)		138,604
Operating Margin		12.8 %		0.2 %		0.1 %		13.1 %
Total Other Expense		(8,981)		_		_		(8,981)
Income before provision for income taxes		126,405		(1,845)		(1,373)		129,623
Provision for income taxes	_	31,266		(505)		(376)		32,147
Net income		95,139		(1,340)		(997)		97,476
Net income attributable to noncontrolling interest	ф	(41)	Ф	(1.240)	Ф	(007)	Ф	(41)
Net income attributable to MSC Industrial	\$	95,180	\$	(1,340)	\$	(997)	\$	97,517
Net income per common share:								
Diluted	\$	1.69	\$	(0.02)	\$	(0.02)	\$	1.74
	_		_		•		_	-

^{*}Individual amounts may not agree to the total due to rounding.

Reconciliation of GAAP and Non-GAAP Financial Information

Thirty-Nine Weeks Ended June 3, 2023

	G.	AAP Financial Measure Items Affecting Comparability								Non-GAAP Financial Measure	
		Total MSC Industrial	_	structuring and Other Costs	I	Acquisition- Related Costs	_	Share eclassification Costs	N	Adjusted Total MSC Industrial	
Net Sales	\$	2,973,841	\$	_	\$	_	\$	_	\$	2,973,841	
Cost of Goods Sold		1,750,410								1,750,410	
Gross Profit		1,223,431		_		_		_		1,223,431	
Gross Margin		41.1 %		— %		— %		— %		41.1 %	
Operating Expenses		852,031		_		398		2,249		849,384	
Operating Exp as % of Sales		28.7 %		— %		0.0 %		0.1 %		28.6 %	
Restructuring and Other Costs		5,722		5,722							
Income from Operations		365,678		(5,722)		(398)		(2,249)		374,047	
Operating Margin		12.3 %		0.2 %		0.0 %		0.1 %		12.6 %	
Total Other Expense		(25,244)		_		_		_		(25,244)	
Income before provision for income taxes		340,434		(5,722)		(398)		(2,249)		348,803	
Provision for income taxes		84,768		(1,424)		(100)		(560)		86,852	
Net income		255,666		(4,298)		(298)		(1,689)		261,951	
Net income attributable to noncontrolling interest		32								32	
Net income attributable to MSC Industrial	\$	255,634	\$	(4,298)	\$	(298)	\$	(1,689)	\$	261,919	
Net income per common share:											
Diluted	\$	4.56	\$	(0.08)	\$	(0.01)	\$	(0.03)	\$	4.67	

^{*}Individual amounts may not agree to the total due to rounding.

Reconciliation of GAAP and Non-GAAP Financial Information Twelve Months Ended June 1, 2024 and September 2, 2023 (In thousands, except percentages)

	Twelve Months Ended June 1, 2024			Twelve Months Ended September 2, 2023
(a) Net income attributable to MSC Industrial (twelve-month trailing)	\$	290,501	\$	343,233
NOPAT				
Income from Operations (twelve-month trailing)		417,584		483,733
Effective tax rate		24.3 %		24.8 %
(b) Non-GAAP NOPAT		316,134		363,850
(c) Adjusted Non-GAAP NOPAT		335,944		379,531 ²
Invested Capital				
Total MSC Industrial shareholders' equity	\$	1,401,616	\$	1,479,164
Current portion of debt including obligations under finance leases		206,335		229,935
Long-term debt including obligations under finance leases		299,812		224,391
Total Debt		506,147		454,326
Cash and cash equivalents	\$	25,928	\$	50,052
Net debt		480,219		404,274
Invested capital		1,881,835		1,883,438
(d) Average invested capital (thirteen-month trailing average)		1,884,549		1,951,818
(e) Adjusted average invested capital (thirteen-month trailing average)		1,886,716		1,953,516 2
			-	
(a)/(d) Net income to Average invested capital		15.4 %		17.6 %
(b)/(d) Non-GAAP ROIC		16.8 %		18.6 %
(c)/(e) Adjusted Non-GAAP ROIC		17.8 %		19.4 %

⁽¹⁾ Adjusted Non-GAAP NOPAT and invested capital excludes \$14.0 million of restructuring and other costs, \$11.3 million of share reclassification costs and \$0.5 million of acquisition-related charges, net of an associated tax benefit of \$6.3 million.

⁽²⁾ Adjusted Non-GAAP NOPAT and invested capital excludes \$7.9 million of restructuring and other costs, \$0.4 million of acquisition-related charges and \$12.4 million of share reclassification costs, net of an associated tax benefit of \$5.3 million.

Reconciliation of GAAP and Non-GAAP Financial Information

Twelve Months Ended June 1, 2024 and June 3, 2023 (In thousands)

	Twelve	Twelve Months Ended		ve Months Ended	
	Ju	ne 1, 2024	June 3, 2023		
Net Debt		_			
Current portion of debt including obligations under finance leases	\$	206,335	\$	290,281	
Long-term debt including obligations under finance leases		299,812		174,017	
Total Debt		506,147		464,298	
Cash and cash equivalents		25,928		58,428	
(a) Net Debt	\$	480,219	\$	405,870	
Net Income	\$	289,446	\$	360,020	
Total Other Expense		35,253		31,496	
Income tax expense		92,885		118,139	
Depreciation and amortization		78,937		73,682	
(b) EBITDA	\$	496,521	\$	583,337	
(a)/(b) Net Debt to EBITDA		0.97		0.70	