



Aramark Business Review

August 4, 2020

Forward-Looking Statements

This presentation includes "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 that reflect our current views as to future events and financial performance with respect to, without limitation, conditions in our industry, our operations, our economic performance and financial condition, including, in particular, and with respect to, without limitation, the impact of COVID-19 on our business, financial performance and operating results, anticipated effects of our adoption of new accounting standards, the expected impact of strategic portfolio actions, the benefits and costs of our acquisitions of each of Avendra, LLC ("Avendra") and AmeriPride Services, Inc. ("AmeriPride"), as well as statements regarding these companies' services and products and statements relating to our business and growth strategy. These statements can be identified by the fact that they do not relate strictly to historical or current facts. They use words such as "outlook," "aim," "anticipate," "are or remain or continue to be confident," "have confidence," "estimate," "expect," "will be," "will continue," "will likely result," "project," "intend," "plan," "believe," "see," "look to" and other words and terms of similar meaning or the negative versions of such words.

Forward-looking statements speak only as of the date made. All statements we make relating to our estimated and projected earnings, costs, expenditures, cash flows, growth rates, financial results and our estimated benefits and costs of our acquisitions are forward-looking statements. In addition, we, through our senior management, from time to time make forward-looking public statements concerning our expected future operations and performance and other developments. These forward-looking statements are subject to risks and uncertainties that may change at any time, and, therefore, our actual results may differ materially from those that we expected. We derive many of our forward-looking statements from our operating budgets and forecasts, which are based upon many detailed assumptions. While we believe that our assumptions are reasonable, we caution that it is very difficult to predict the impact of known factors, and, of course, it is impossible for us to anticipate all factors that could affect our actual results. All subsequent written and oral forward-looking statements attributable to us, or persons acting on our behalf, are expressly qualified in their entirety by the cautionary statements. Some of the factors that we believe could affect or could continue to affect our results or the costs and benefits of the acquisitions include without limitation: the severity and duration of the COVID-19 pandemic, the pandemic's impact on the U.S. and global economies, including particularly the client sectors we serve, and governmental responses to the pandemic; unfavorable economic conditions; natural disasters, global calamities, pandemics, sports strikes and other adverse incidents; the failure to retain current clients, renew existing client contracts and obtain new client contracts; the manner and timing of benefits we expect to receive under the CARES Act or other government programs; a determination by clients to reduce their outsourcing or use of preferred vendors; competition in our industries; increased operating costs and obstacles to cost recovery due to the pricing and cancellation terms of our food and support services contracts; the inability to achieve cost savings through our cost reduction efforts; our expansion strategy; our ability to successfully integrate the businesses of Avendra and AmeriPride and costs and timing related thereto; the risk of unanticipated restructuring costs or assumption of undisclosed liabilities; the risk that we are unable to achieve the anticipated benefits (including tax benefits) and synergies of the acquisition of AmeriPride and Avendra including whether the transactions will be accretive and within the expected timeframes; the availability of sufficient cash to repay certain indebtedness and our decision to utilize the cash for that purpose; the failure to maintain food safety throughout our supply chain, food-borne illness concerns and claims of illness or injury; governmental regulations including those relating to food and beverages, the environment, wage and hour and government contracting; liability associated with noncompliance with applicable law or other governmental regulations; new interpretations of or changes in the enforcement of the government regulatory framework; currency risks and other risks associated with international operations, including Foreign Corrupt Practices Act, U.K. Bribery Act and other anti-corruption law compliance; continued or further unionization of our workforce; liability resulting from our participation in multiemployer defined benefit pension plans; risks associated with suppliers from whom our products are sourced; disruptions to our relationship with, or to the business of, our primary distributor; the inability to hire and retain sufficient qualified personnel or increases in labor costs; healthcare reform legislation; the contract intensive nature of our business, which may lead to client disputes; seasonality; a cyber security incident or other disruptions in the availability of our computer systems or privacy breaches; failure to maintain effective internal controls; our leverage, including our recent significantly increased borrowings; the inability to generate sufficient cash to service all of our indebtedness; debt agreements that limit our flexibility in operating our business; our ability to attract new or maintain existing customer and supplier relationships at reasonable cost, our ability to retain key personnel and other factors set forth under the headings Item 1A "Risk Factors," of our Annual Report on Form 10-K, filed with the SEC on November 26, 2019, as such Risk Factors are supplemented by information contained in Part II, Item 1A of the Form 10-Q for the quarter ended March 27, 2020, Item 3 "Legal Proceedings" and Item 7 "Management's Discussion and Analysis of Financial Condition and Results of Operations" and other sections of our Annual Report on Form 10-K, filed with the SEC on November 26, 2019 as such factors may be updated from time to time in our other periodic filings with the SEC, which are accessible on the SEC's website at www.sec.gov and which may be obtained by contacting Aramark's investor relations department via its website www.aramark.com. Accordingly, there are or will be important factors that could cause actual outcomes or results to differ materially from those indicated in these statements. These factors should not be construed as exhaustive and should be read in conjunction with the other cautionary statements that are included in this presentation and in our other filings with the SEC. As a result of these risks and uncertainties, readers are cautioned not to place undue reliance on any forward-looking statements included herein or that may be made elsewhere from time to time by, or on behalf of, us. We undertake no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments, changes in our expectations, or otherwise, except as required by law.

Reiterating Key Points of Differentiation in the Current Environment



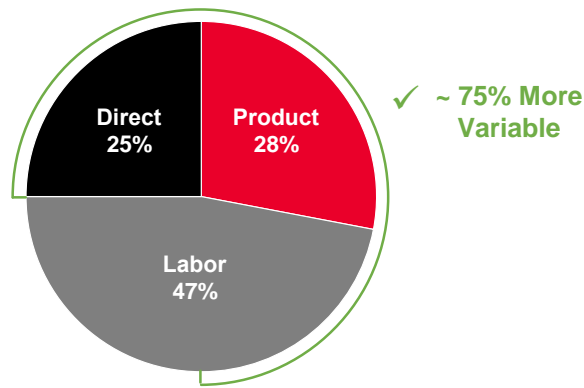
- ✓ Strong balance sheet with financial flexibility
- ✓ Resilient business with proven track record
- ✓ Low fixed cost operating model
- ✓ Ability to quickly scale expenses and capital to meet demand
- ✓ Highly diversified portfolio with long-term contracts
- ✓ Critical services delivering safety and hygiene
- ✓ Fully prepared to help enable and perform strongly in the recovery

Strong Cash Flow Management

Disciplined business actions

- Initiated cost mitigation strategies at end of fiscal second quarter
- Variable cost structure quickly flexed to current operating environment
- Resulted in effective management of AOI drop-through to 20% of corresponding revenue decline

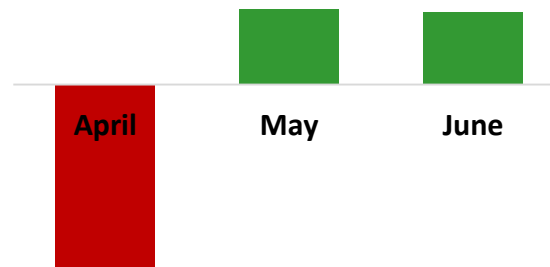
FY19 Cost of Services Provided Components



Positive cash flow since bond issuance in April

- Cash provided by operating activities of \$17 million in quarter; Minimal Free Cash Flow use of \$37 million in quarter
- Favorable working capital in third quarter as trends for collections and disbursements normalized as quarter progressed
- Disciplined management of CapEx

Monthly Cash Flow Trend



Over \$2.5 billion cash availability at quarter-end

- Remained focused on capital allocation priorities
- Positioned to pursue long-term growth opportunities
- Amended credit facility to suspend secured debt ratio covenant requirement for four quarters beginning September 2020 in order to prevent effects of COVID-19 from distorting covenant calculation

Cash Availability	
Cash and cash equivalents:	\$ 2,417.3
Availability under Revolver:	85.7
	<u>\$ 2,503.0</u>

Note: Fiscal Years end on Friday closest to September 30th
Showing FY19 to represent pre-COVID breakdown

CapEx and Client Payments as a Percentage of Revenue

Aramark
 CapEx and Client Payments as a Percentage of Revenue
(in thousands)

	Nine Months Ended	
	<u>6/26/2020</u>	<u>6/28/2019</u>
Purchases of property and equipment and other	\$ 298,716	\$ 340,449
Payments made to clients on contracts	42,824	30,169
	\$ 341,540	\$ 370,618
Revenue (as reported)	\$ 10,137,409	\$ 12,276,097
Percentage of Revenue	3.4%	3.0%

Q3 Business Activity

Education

- Accelerated summer shutdown impacted third quarter
- Actively participating in extended government-sponsored K-12 meal programs
- Working closely with clients to execute their reopening plans

Sports, Leisure & Corrections

- Professional sports leagues have begun playing without fans as an interim solution
- Leisure activity has increased as National Parks reopened with modified and enhanced operations
- Corrections remains relatively stable in the current environment

Business & Industry

- Operations have been industry and geography dependent
- Portfolio reflects ~20% pure white collar, 20% pure blue collar, and 60% hybrid of the two

Facilities & Other

- Relatively stable business as clients prioritized safety and cleanliness
- Providing more frequent and comprehensive services as client locations reopen

Healthcare

- Continued activity in the sector focused on serving the heightened needs of clients in the current environment
- Experienced initial impact from the delay of elective procedures that started to return in June

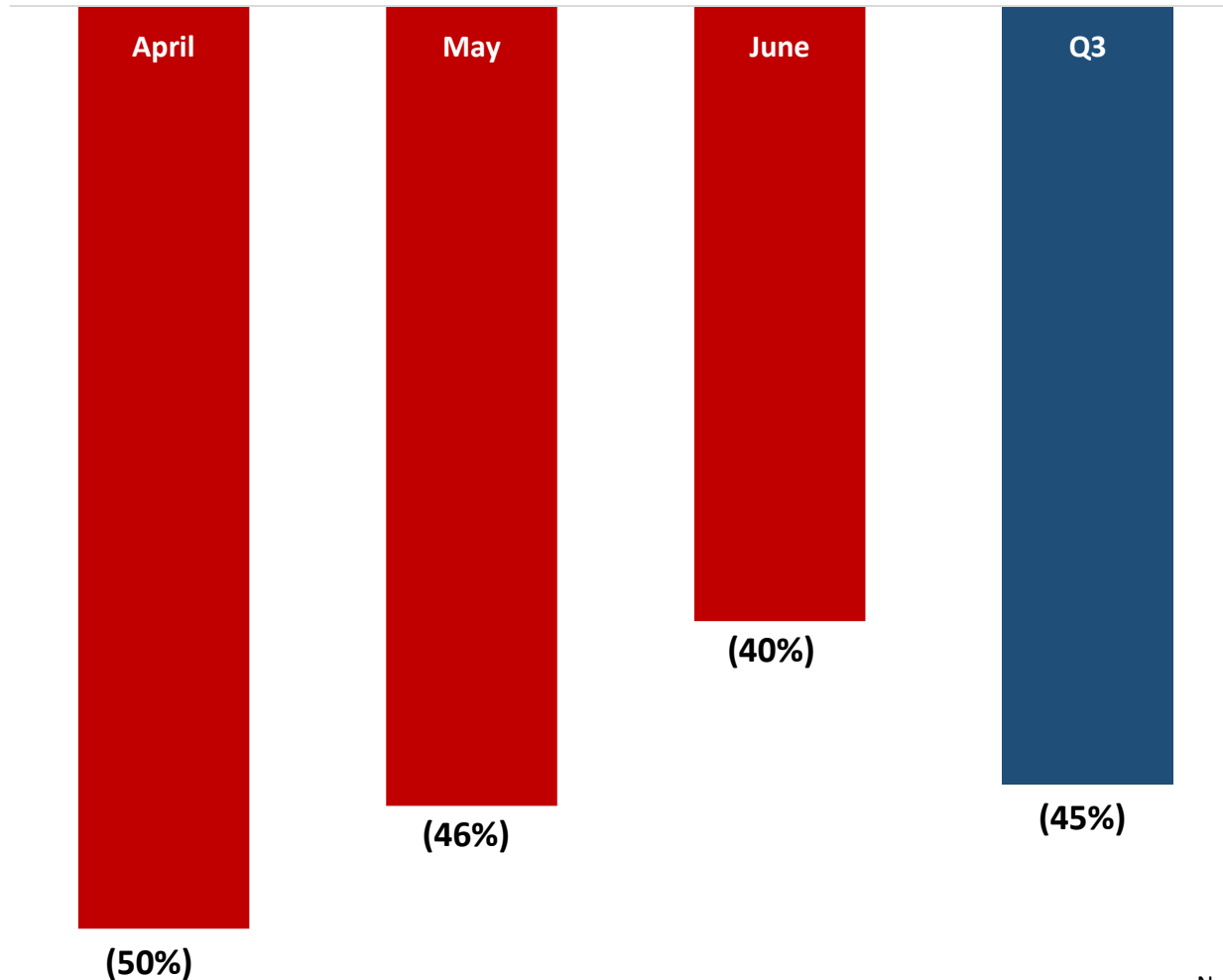
International

- Canada and Europe showing encouraging signs of activity after impact from government-imposed shutdowns
- China has largely recovered and drove double-digit organic growth as a result of frontline response
- South America executed on growth strategies while operations were affected by delayed impact of the virus in the region

Uniforms

- Resilient business experienced modest decline with increased demand for PPE offerings and other hygienic solutions
- Essential businesses continued operation and clients in non-essential areas began increasing activity

Q3 Revenue Performance



- Revenue (46.3%); Organic Revenue (45.3%)
- Sequential monthly revenue improvement in the third quarter following April trough when revenues were (50%)
- Increasing activity particularly in Uniforms, International, Education and Leisure

Note: Difference between Revenue and Organic Revenue reflects currency. Chart shows Organic Revenue.

Revenue by Sector

	Three Months Ended			Change %	Nine Months Ended			Change %
	June 26, 2020	June 28, 2019			June 26, 2020	June 28, 2019		
FSS United States:								
Business & Industry	160.9	404.4	-60%	935.6	1,199.1	-22%		
Education	207.1	707.6	-71%	2,013.7	2,625.5	-23%		
Healthcare	176.6	224.0	-21%	624.8	708.7	-12%		
Sports, Leisure & Corrections	194.3	681.4	-71%	1,247.6	1,780.4	-30%		
Facilities & Other	328.7	396.1	-17%	1,116.0	1,177.1	-5%		
Total FSS United States	\$ 1,067.6	\$ 2,413.5	-56%	\$ 5,937.7	\$ 7,490.8	-21%		
FSS International:								
Europe	225.4	527.0	-57%	1,173.6	1,559.2	-25%		
Rest of World	291.7	422.9	-31%	1,143.2	1,285.9	-11%		
Total FSS International	\$ 517.1	\$ 949.9	-46%	\$ 2,316.8	\$ 2,845.1	-19%		
Uniform	567.5	647.4	-12%	1,882.9	1,940.2	-3%		
Total Revenue	\$ 2,152.2	\$ 4,010.8	-46%	\$ 10,137.4	\$ 12,276.1	-17%		

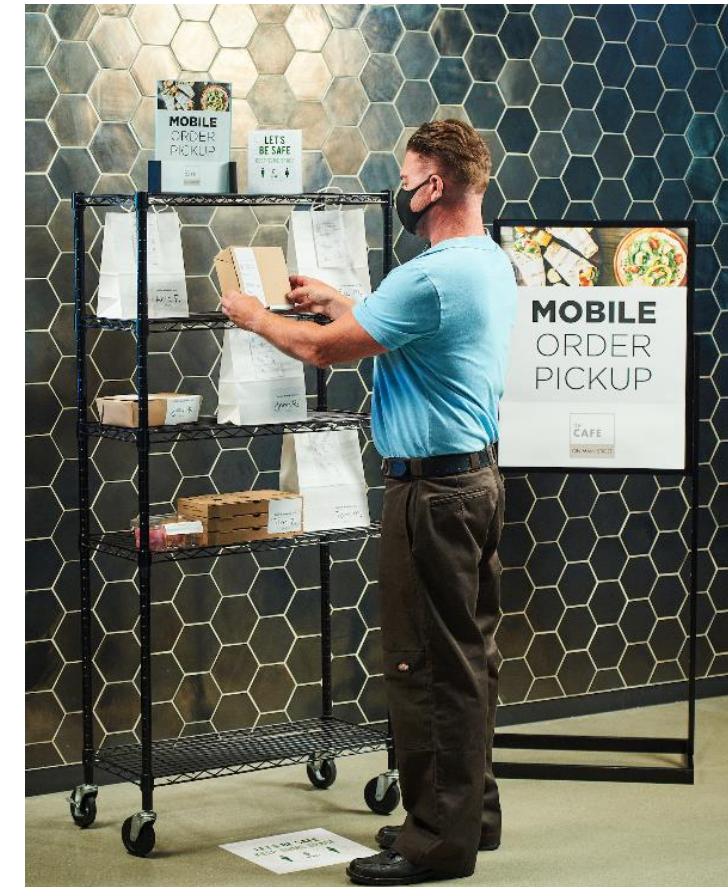
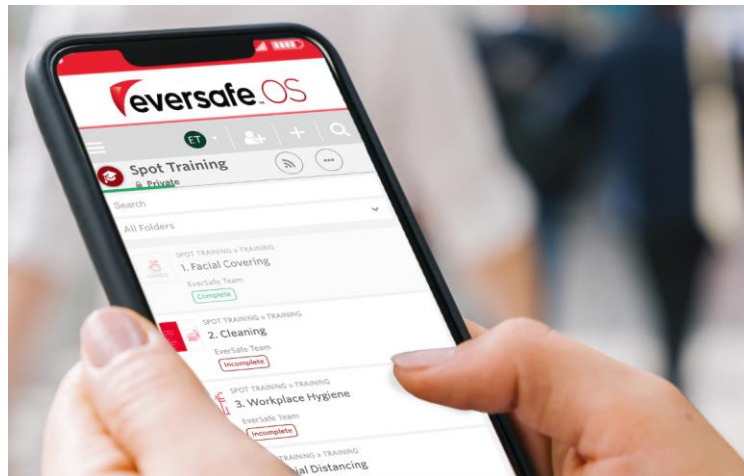
*The numbers above reflect Revenue (as reported) and therefore, by definition, include the impact of currency and divestitures, including Healthcare Technologies reflected in the Healthcare Sector. The chart below shows the Healthcare sector detail excluding the impact of the divestiture of Healthcare Technologies that impacted the first quarter in fiscal year 2019.

Healthcare	Three Months Ended			Change %	Nine Months Ended			Change %
	June 26, 2020	June 28, 2019			June 26, 2020	June 28, 2019		
Revenue (as Reported)	176.6	224.0	-21%	624.8	708.7	-12%		
Less: Healthcare Technologies	-	-		-	(43.7)			
Revenue excluding HCT	176.6	224.0	-21%	624.8	665.0	-6%		

Launched EverSafe™ Proprietary Platform



- Comprehensive offering to maintain superior hygienic standard that supports safe reopening and sustainable management of client locations
- Developed in partnership with Jefferson Health and in accordance with recommendations of the CDC, WHO, and other leading health organizations
- Features five distinct strategic pillars:
 - Embedding good health and hygiene practices
 - Social distancing practices
 - Enhanced cleaning, sanitation, and disinfecting procedures
 - Employing available and emerging technology
 - New service offerings and capabilities



Non-GAAP Reconciliation

Adjusted Revenue (Organic)

Adjusted Revenue (Organic) represents revenue growth, adjusted to eliminate the effects of material divestitures and the impact of currency translation.

Adjusted Operating (Loss) Income

Adjusted Operating (Loss) Income represents operating (loss) income adjusted to eliminate the change in amortization of acquisition-related intangible assets; the impact of the change in fair value related to certain gasoline and diesel agreements; severance and other charges; the effect of divestitures (including the gain on the sale); merger and integration related charges; asset impairments; tax reform related employee reinvestments and other items impacting comparability.

Adjusted Operating (Loss) Income (Constant Currency)

Adjusted Operating (Loss) Income (Constant Currency) represents Adjusted Operating (Loss) Income adjusted to eliminate the impact of currency translation.

Adjusted Net (Loss) Income

Adjusted Net (Loss) Income represents net (loss) income attributable to Aramark stockholders adjusted to eliminate the change in amortization of acquisition-related intangible assets; the impact of changes in the fair value related to certain gasoline and diesel agreements; severance and other charges; the effect of divestitures (including the gain on the sale); merger and integration related charges; asset impairments; tax reform related employee reinvestments, less the tax impact of these adjustment; the tax benefit attributable to the former CEO's equity award exercises; the tax impact related to shareholder contribution; the impact of tax legislation and other items impacting comparability. The tax effect for adjusted net (loss) income for our U.S. earnings is calculated using a blended U.S. federal and state tax rate. The tax effect for adjusted net (loss) income in jurisdictions outside the U.S. is calculated at the local country tax rate.

Adjusted Net (Loss) Income (Constant Currency)

Adjusted Net (Loss) Income (Constant Currency) represents Adjusted Net (Loss) Income adjusted to eliminate the impact of currency translation.

Adjusted EPS

Adjusted EPS represents Adjusted Net (Loss) Income divided by diluted weighted average shares outstanding.

Adjusted EPS (Constant Currency)

Adjusted EPS (Constant Currency) represents Adjusted EPS adjusted to eliminate the impact of currency translation.

Non-GAAP Reconciliation (cont'd)

Covenant Adjusted EBITDA

Covenant Adjusted EBITDA represents net (loss) income attributable to Aramark stockholders adjusted for interest and other financing costs, net; (benefit) provision for income taxes; depreciation and amortization and certain other items as defined in our debt agreements required in calculating covenant ratios and debt compliance. The Company also uses Net Debt for its ratio to Covenant Adjusted EBITDA, which is calculated as total long-term borrowings less cash and cash equivalents.

Free Cash Flow

Free Cash Flow represents net cash (used in) provided by operating activities less net purchases of property and equipment and other. Management believes that the presentation of free cash flow provides useful information to investors because it represents a measure of cash flow available for distribution among all the security holders of the Company. We use Adjusted Revenue (Organic), Adjusted Operating (Loss) Income (including on a constant currency basis), Adjusted Net (Loss) Income (including on a constant currency basis), Adjusted EPS (including on a constant currency basis), Covenant Adjusted EBITDA and Free Cash Flow as supplemental measures of our operating profitability and to control our cash operating costs. We believe these financial measures are useful to investors because they enable better comparisons of our historical results and allow our investors to evaluate our performance based on the same metrics that we use to evaluate our performance and trends in our results. These financial metrics are not measurements of financial performance under generally accepted accounting principles, or GAAP. Our presentation of these metrics has limitations as an analytical tool and should not be considered in isolation or as a substitute for analysis of our results as reported under GAAP. You should not consider these measures as alternatives to revenue, operating (loss) income, net (loss) income, or (loss) earnings per share, determined in accordance with GAAP. Adjusted Revenue (Organic), Adjusted Operating (Loss) Income, Adjusted Net (Loss) Income, Adjusted EPS, Covenant Adjusted EBITDA and Free Cash Flow as presented by us may not be comparable to other similarly titled measures of other companies because not all companies use identical calculations.

Non-GAAP Reconciliation

- Q3 Organic Revenue by Month

Fiscal 2020	April	May	June	Q3
Revenue (as reported)	\$654,822	\$677,596	\$819,836	\$2,152,253
Effect of Currency Translation	17,271	13,966	10,863	42,099
Adjusted Revenue (Organic)	\$672,093	\$691,562	\$830,699	\$2,194,352
Revenue Growth (as reported)	(52)%	(47)%	(40)%	(46)%
Adjusted Revenue Growth (Organic)	(50)%	(46)%	(40)%	(45)%
Fiscal 2019	April	May	June	Q3
Revenue (as reported)	\$1,356,808	\$1,279,818	\$1,374,135	\$4,010,761

Non-GAAP Reconciliation

Adjusted Consolidated Operating Income Margin

ARAMARK AND SUBSIDIARIES RECONCILIATION OF NON-GAAP MEASURES ADJUSTED CONSOLIDATED OPERATING (LOSS) INCOME MARGIN (Unaudited) (In thousands)					
	Three Months Ended				
	June 26, 2020				
	FSS United States	FSS International	Uniform	Corporate	Aramark and Subsidiaries
Revenue (as reported)	\$ 1,067,580	\$ 517,171	\$ 567,502		\$ 2,152,253
Operating (Loss) Income (as reported)	\$ (193,799)	\$ (138,283)	\$ 21,899	\$ (17,414)	\$ (327,597)
Operating (Loss) Income Margin (as reported)	(18.15)%	(26.74)%	3.86 %		(15.22)%
Revenue (as reported)	\$ 1,067,580	\$ 517,171	\$ 567,502		\$ 2,152,253
Effect of Currency Translation	534	40,188	1,377		42,099
Adjusted Revenue (Organic)	\$ 1,068,114	\$ 557,359	\$ 568,879		\$ 2,194,352
Revenue Growth (as reported)	(55.77)%	(45.55)%	(12.34)%		(46.34)%
Adjusted Revenue Growth (Organic)	(55.74)%	(41.32)%	(12.13)%		(45.29)%
Operating (Loss) Income (as reported)	\$ (193,799)	\$ (138,283)	\$ 21,899	\$ (17,414)	\$ (327,597)
Amortization of Acquisition-Related Intangible Assets	21,246	1,661	6,266		29,173
Severance and Other Charges	48,205	74,704	367	1,657	124,933
Merger and Integration Related Charges	169	131	4,739		5,039
Gains, Losses and Settlements impacting comparability	45,852		(16,348)	(5,205)	24,299
Adjusted Operating (Loss) Income	\$ (78,327)	\$ (61,787)	\$ 16,923	\$ (20,962)	\$ (144,153)
Effect of Currency Translation	140	(4,179)	(161)		(4,200)
Adjusted Operating (Loss) Income (Constant Currency)	\$ (78,187)	\$ (65,966)	\$ 16,762	\$ (20,962)	\$ (148,353)
Operating (Loss) Income Growth (as reported)	(251.56)%	(444.36)%	(59.15)%	46.94 %	(273.50)%
Adjusted Operating (Loss) Income Growth	(150.19)%	(245.01)%	(74.74)%	27.81 %	(160.92)%
Adjusted Operating (Loss) Income Growth (Constant Currency)	(150.10)%	(254.82)%	(74.98)%	27.81 %	(162.70)%
Adjusted Operating (Loss) Income Margin (Constant Currency)	(7.32)%	(11.84)%	2.95 %		(6.76)%
Three Months Ended					
June 28, 2019					
	FSS United States	FSS International	Uniform	Corporate	Aramark and Subsidiaries
Revenue (as reported)	\$ 2,413,503	\$ 949,862	\$ 647,396		\$ 4,010,761
Operating Income (as reported)	\$ 127,873	\$ 40,157	\$ 53,609	\$ (32,820)	\$ 188,819
Amortization of Acquisition-Related Intangible Assets	21,059	1,487	6,139		28,685
Severance and Other Charges	642			4,208	4,850
Merger and Integration Related Charges	2,238		5,798		8,036
Tax Reform Related Employee Reinvestments	3,627		1,440		5,067
Gains, Losses and Settlements impacting comparability	615	965		(425)	1,155
Adjusted Operating Income	\$ 156,054	\$ 42,609	\$ 66,986	\$ (29,037)	\$ 236,612
Operating Income Margin (as reported)	5.30 %	4.23 %	8.28 %		4.71 %
Adjusted Operating Income Margin	6.47 %	4.49 %	10.35 %		5.90 %

ARAMARK AND SUBSIDIARIES RECONCILIATION OF NON-GAAP MEASURES ADJUSTED CONSOLIDATED OPERATING INCOME (LOSS) MARGIN (Unaudited) (In thousands)					
	Nine Months Ended				
	June 26, 2020				
	FSS United States	FSS International	Uniform	Corporate	Aramark and Subsidiaries
Revenue (as reported)	\$ 5,937,647	\$ 2,316,813	\$ 1,882,949		\$ 10,137,409
Operating Income (Loss) (as reported)	\$ 57,946	\$ (285,786)	\$ 121,956	\$ (65,096)	\$ (170,980)
Operating Income (Loss) Margin (as reported)	0.98 %	(12.34)%	6.48 %		(1.69)%
Revenue (as reported)	\$ 5,937,647	\$ 2,316,813	\$ 1,882,949		\$ 10,137,409
Effect of Currency Translation	651	127,817	1,681		130,149
Adjusted Revenue (Organic)	\$ 5,938,298	\$ 2,444,630	\$ 1,884,630		\$ 10,267,558
Revenue Growth (as reported)	(20.73)%	(18.57)%	(2.95)%		(17.42)%
Adjusted Revenue Growth (Organic)	(20.26)%	(14.07)%	(2.87)%		(16.06)%
Operating Income (Loss) (as reported)	\$ 57,946	\$ (285,786)	\$ 121,956	\$ (65,096)	\$ (170,980)
Amortization of Acquisition-Related Intangible Assets	63,762	4,988	18,614		87,364
Severance and Other Charges	48,205	78,351	367	4,904	131,827
Merger and Integration Related Charges	3,480	525	18,400		22,405
Goodwill Impairment		198,600			198,600
Tax Reform Related Employee Reinvestments	1,436		(13)		1,423
Gains, Losses and Settlements impacting comparability	44,557	1,111	(16,274)	5,685	35,079
Adjusted Operating Income (Loss)	\$ 219,386	\$ (2,211)	\$ 143,050	\$ (54,507)	\$ 305,718
Effect of Currency Translation	74	(2,592)	(182)		(2,700)
Adjusted Operating Income (Loss) (Constant Currency)	\$ 219,460	\$ (4,803)	\$ 142,868	\$ (54,507)	\$ 303,018
Operating Income (Loss) Growth (as reported)	(89.66)%	(405.61)%	(15.60)%	42.61 %	(124.96)%
Adjusted Operating Income (Loss) Growth	(59.11)%	(101.85)%	(27.52)%	37.72 %	(60.07)%
Adjusted Operating Income (Loss) Growth (Constant Currency)	(59.09)%	(104.03)%	(27.61)%	37.72 %	(60.42)%
Adjusted Operating Income (Loss) Margin (Constant Currency)	3.70 %	(0.20)%	7.58 %		2.95 %
Nine Months Ended					
June 28, 2019					
	FSS United States	FSS International	Uniform	Corporate	Aramark and Subsidiaries
Revenue (as reported)	\$ 7,490,818	\$ 2,845,045	\$ 1,940,234		\$ 12,276,097
Effect of Divestitures	(43,680)				(43,680)
Adjusted Revenue (Organic)	\$ 7,447,138	\$ 2,845,045	\$ 1,940,234		\$ 12,232,417
Operating Income (as reported)	\$ 560,439	\$ 93,512	\$ 144,501	\$ (113,436)	\$ 685,016
Amortization of Acquisition-Related Intangible Assets	65,487	3,975	18,273		87,735
Severance and Other Charges	14,589	17,945	493	14,461	47,488
Effect of Divestitures	(4,003)				(4,003)
Merger and Integration Related Charges	5,520		20,788	8	26,316
Gain on sale of Healthcare Technologies	(156,309)				(156,309)
Tax Reform Related Employee Reinvestments	55,429	352	13,298	1,443	70,522
Gains, Losses and Settlements impacting comparability	(4,661)	3,507		10,006	8,852
Adjusted Operating Income	\$ 536,491	\$ 119,291	\$ 197,353	\$ (87,518)	\$ 765,617
Operating Income Margin (as reported)	7.48 %	3.29 %	7.45 %		5.58 %
Adjusted Operating Income Margin	7.20 %	4.19 %	10.17 %		6.26 %

Non-GAAP Reconciliation

- Adjusted Net Income & Adjusted EPS

ARAMARK AND SUBSIDIARIES
RECONCILIATION OF NON-GAAP MEASURES
ADJUSTED NET (LOSS) INCOME & ADJUSTED EPS

(Unaudited)

(In thousands, except per share amounts)

	Three Months Ended		Nine Months Ended	
	June 26, 2020	June 28, 2019	June 26, 2020	June 28, 2019
Net (Loss) Income Attributable to Aramark Stockholders (as reported)	\$ (256,440)	\$ 82,955	\$ (312,939)	\$ 362,992
<i>Adjustment:</i>				
Amortization of Acquisition-Related Intangible Assets	29,173	28,685	87,364	87,735
Severance and Other Charges	124,933	4,850	131,827	47,488
Effect of Divestitures	—	—	—	(4,003)
Merger and Integration Related Charges	5,039	8,036	22,405	26,316
Goodwill Impairment	—	—	198,600	—
Gain on sale of Healthcare Technologies	—	—	—	(156,309)
Tax Reform Related Employee Reinvestments	—	5,067	1,423	70,522
Gains, Losses and Settlements impacting comparability	24,299	1,155	35,079	8,852
Effect of Refinancing and Other on Interest and Other Financing Costs, net	—	—	20,883	—
Effect of Tax Legislation on (Benefit) Provision for Income Taxes	(50,653)	—	(46,968)	(12,126)
Tax Impact Related to Shareholder Transactions	(1,757)	—	(20,479)	—
Tax Impact of Adjustments to Adjusted Net (Loss) Income	(48,728)	(11,915)	(69,626)	(43,257)
Adjusted Net (Loss) Income	\$ (174,134)	\$ 118,833	\$ 47,569	\$ 388,210
Effect of Currency Translation, net of Tax	(3,308)	—	(2,795)	—
Adjusted Net (Loss) Income (Constant Currency)	\$ (177,442)	\$ 118,833	\$ 44,774	\$ 388,210
(Loss) Earnings Per Share (as reported)				
Net (Loss) Income Attributable to Aramark Stockholders (as reported)	\$ (256,440)	\$ 82,955	\$ (312,939)	\$ 362,992
Diluted Weighted Average Shares Outstanding	252,943	251,147	251,343	251,271
	\$ (1.01)	\$ 0.33	\$ (1.25)	\$ 1.44
Adjusted (Loss) Earnings Per Share				
Adjusted Net (Loss) Income	\$ (174,134)	\$ 118,833	\$ 47,569	\$ 388,210
Diluted Weighted Average Shares Outstanding	252,943	251,147	253,968	251,271
	\$ (0.69)	\$ 0.47	\$ 0.19	\$ 1.54
Adjusted (Loss) Earnings Per Share (Constant Currency)				
Adjusted Net (Loss) Income (Constant Currency)	\$ (177,442)	\$ 118,833	\$ 44,774	\$ 388,210
Diluted Weighted Average Shares Outstanding	252,943	251,147	253,968	251,271
	\$ (0.70)	\$ 0.47	\$ 0.18	\$ 1.54

Non-GAAP Reconciliation

- **Net Debt to Covenant Adjusted EBITDA**

ARAMARK AND SUBSIDIARIES
RECONCILIATION OF NON-GAAP MEASURES
NET DEBT TO COVENANT ADJUSTED EBITDA

(Unaudited)
(In thousands)

	Twelve Months Ended	
	June 26, 2020	June 28, 2019
Net (Loss) Income Attributable to Aramark Stockholders (as reported)	\$ (227,380)	\$ 538,445
Interest and Other Financing Costs, net	359,254	341,919
(Benefit) Provision for Income Taxes	(97,061)	86,932
Depreciation and Amortization	589,135	599,944
Share-based compensation expense ⁽¹⁾	22,215	68,372
Unusual or non-recurring (gains) and losses ⁽²⁾	198,600	(156,309)
Pro forma EBITDA for equity method investees ⁽³⁾	5,510	12,517
Pro forma EBITDA for certain transactions ⁽⁴⁾	12,342	19,750
Other ⁽⁵⁾	452,725	191,841
Covenant Adjusted EBITDA	\$ 1,315,340	\$ 1,703,411
Net Debt to Covenant Adjusted EBITDA		
Total Long-Term Borrowings	\$ 9,259,614	\$ 7,252,667
Less: Cash and cash equivalents	2,417,255	220,055
Net Debt	\$ 6,842,359	\$ 7,032,612
Covenant Adjusted EBITDA	\$ 1,315,340	\$ 1,703,411
Net Debt/Covenant Adjusted EBITDA⁽⁶⁾	5.2	4.1

(1) Represents compensation expense related to the Company's issuances of share-based awards.

(2) Represents non-cash impairment charge related to goodwill.

(3) Represents our estimated share of EBITDA primarily from our AIM Services Co., Ltd. equity method investment, not already reflected in our net income attributable to Aramark stockholders. EBITDA for this equity method investee is calculated in a manner consistent with Covenant Adjusted EBITDA but does not represent cash distributions received from this investee.

(4) Represents the annualizing of net EBITDA from certain acquisitions and divestitures made during the period.

(5) "Other" for the twelve months ended June 26, 2020 and June 28, 2019, respectively, includes severance charges (\$129.3 million and \$16.7 million), expenses related to merger and integration related charges (\$32.2 million and \$39.6 million), adjustments to remove the impact attributable to the adoption of certain accounting standards in accordance with the Credit Agreement and indentures (\$24.0 million and \$16.2 million), the impact of hyperinflation in Argentina (\$6.0 million and \$3.8 million), compensation expense for retirement contributions and employee training programs funded by benefits from U.S. tax reform (\$5.8 million and \$70.5 million), the impact of the change in fair value related to certain gasoline and diesel agreements (\$4.4 million loss and \$4.2 million loss) and other miscellaneous expenses. "Other" for the twelve months ended June 26, 2020 also includes labor charges, incremental expenses and other expenses associated with closed or partially closed client locations resulting from the COVID-19 pandemic, net of U.S. and non-U.S. governmental labor related credits (\$150.9 million), non-cash charge related to asset write-downs (\$36.7 million), non-cash charge related to operating lease right-of-use assets, property and equipment and other assets from disposal by abandonment of certain rental properties (\$28.5 million), charges related to certain legal settlements (\$27.4 million), gain from the insurance proceeds received related to property damage from a tornado in Nashville (\$16.3 million gain), cash compensation charges associated with the retirement of the Company's former chief executive officer (\$10.4 million) and advisory fees related to shareholder matters (\$7.7 million). "Other" for the twelve months ended June 28, 2019 also includes duplicate rent charges, moving costs, opening costs to build out and ready the Company's new headquarters while occupying its then existing headquarters and closing costs (\$11.1 million), closing costs mainly related to customer contracts (\$8.5 million), banker fees and other charges related to the sale of Healthcare Technologies (\$8.0 million), certain environmental charges (\$5.0 million) and settlement charges related to exiting a joint venture arrangement (\$4.5 million).

(6) On April 22, 2020, the Company entered into Amendment No. 9 to the Credit Agreement. Amendment No. 9 provides for a covenant waiver period which suspends the Consolidated Secured Debt Ratio debt covenant required under the credit agreement for four fiscal quarters, commencing with the fourth quarter of fiscal 2020 and ending after the third quarter of fiscal 2021, subject to certain conditions.

Non-GAAP Reconciliation

- Free Cash Flow

ARAMARK AND SUBSIDIARIES
RECONCILIATION OF NON-GAAP MEASURES

FREE CASH FLOW

(Unaudited)

(In thousands)

	Nine Months Ended		Six Months Ended	Three Months Ended
	June 26, 2020	June 28, 2019	March 27, 2020	June 26, 2020
Net Cash (used in) provided by operating activities	\$ (74,845)	\$ 208,187	\$ (91,626)	\$ 16,781
Net purchases of property and equipment and other	(259,375)	(329,429)	(205,331)	(54,044)
Free Cash Flow	<u>\$ (334,220)</u>	<u>\$ (121,242)</u>	<u>\$ (296,957)</u>	<u>\$ (37,263)</u>