Forward Looking Statements

Statements and information in this presentation that are not historical are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 and are made pursuant to the “safe harbor” provisions of such Act.

Forward-looking statements include, but are not limited to, statements regarding our outlook, guidance, expectations, beliefs, hopes, intentions and strategies. These statements are subject to a number of risks, uncertainties, assumptions and other factors including those identified below. All forward-looking statements are based on information available to us at the time the statements are made. We undertake no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

You should not place undue reliance on our forward-looking statements. Actual events or results may differ materially from those expressed or implied in the forward-looking statements. The risks, uncertainties, assumptions and other factors that could cause actual results to differ from the results predicted or implied by our forward-looking statements include the factors disclosed under the captions “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in our Annual Report on Form 10-K for the year ended December 31, 2016 and in our subsequent Quarterly Reports on Form 10-Q. These reports are available on our investor relations website at lkqcorp.com and on the SEC website at sec.gov.
Mission Statement

To be the leading global value-added distributor of vehicle parts and accessories by offering our customers the most comprehensive, available and cost effective selection of part solutions while building strong partnerships with our employees and the communities in which we operate.
LKQ’s Evolution

Total Revenue
- 1998: $328M
- 2004: $1.11B
- 2007: $3.27B
- 2011: $9.42B
- 2017*: $9.42B

Recycled Products: 37%
Aftermarket NA: 25%
Self Service-Parts: 5%
Heavy Truck-Parts: 14%
European Operations: 15%
Specialty: 1%
Other: 3%

* TTM as of 9/30/2017
Operating Unit Overview

North America

- Collision
  - Aftermarket automotive products
  - Automotive glass distribution
  - Recycled & Refurbished

- Mechanical
  - Recycled engines & transmissions
  - Remanufactured engines & transmissions

Europe

- Mechanical
  - 175,000+ small part SKUs
  - Brakes, filters, hoses, belts, etc.
- Collision (limited)
  - Aftermarket (UK) & Recycled (Sweden)

Specialty

- Performance products
- Appearance & accessories
- RV, trailer & other
- Specialty wheels & tires
Key Strategic Underpinnings

GROW
Diversified Offerings

EXPAND
Global Footprint

ADAPT
To Evolving Technology

RATIONALIZE
Asset Base

Path to Success:
- DEPENDABLE
- VALUE
- EXCELLENCE
- EFFICIENT
- LEADERSHIP
- RESPONSIVE
- INTEGRITY

GEAR Forward!
Operating Segments
Large & Fragmented US Market

Automotive Repair Market
$243 bn

Do It For Me (DIFM)
$194 bn

DIY
$49 bn

Retail Price

Collision
$46 bn

Collision Parts
$25 bn

Collision (Wholesale)
$17 bn

Markup
$8 bn

Labor
$21 bn

Mechanical
$148 bn

Mechanical Parts
$81 bn

Markup
$27 bn

Labor
$67 bn

Market Opportunity – $71 billion

## Clear Value Proposition

...and Improved Cycle Time for Repairs

<table>
<thead>
<tr>
<th></th>
<th>2015 Chrysler Town &amp; Country Wheel</th>
<th>2006 Chevrolet Silverado Engine</th>
<th>2012 Chevrolet Malibu Bumper Cover</th>
</tr>
</thead>
<tbody>
<tr>
<td>New OEM</td>
<td>$380</td>
<td>$5,896</td>
<td>$335</td>
</tr>
<tr>
<td>Remanufactured</td>
<td>$261</td>
<td>$2,069</td>
<td>$209</td>
</tr>
<tr>
<td>Recycled OEM</td>
<td>$85</td>
<td>$1,090</td>
<td>$175</td>
</tr>
<tr>
<td>New A/M</td>
<td>N/A</td>
<td>N/A</td>
<td>$209</td>
</tr>
<tr>
<td>Average Savings</td>
<td>55%</td>
<td>73%</td>
<td>59%</td>
</tr>
</tbody>
</table>

Note: Parts price only - excludes labor.
Collision Products, a $17 Billion Industry

New OEM Manufacturers 63%

Insurance Companies (Indirect Customers)

Repair Shop

Recycled OEM 12%

Aftermarket 19%

Refurbished & Optional OE Products 6%

Alternative parts = 37% of parts costs

Source: CCC Information Services - Crash Course 2016.
Shift Toward Alternative Parts Usage

Average Parts Used Per Claim

- **OEM**
  - 2011: 5.8
  - 2012: 6.0
  - 2013: 6.5
  - 2014: 2.2
  - 2015: 2.9
  - 2016: 8.0

- **Alternative Parts**
  - 2011: 5.8
  - 2012: 6.5
  - 2013: 2.2
  - 2014: 2.9
  - 2015: 8.0
  - 2016: 9.4

- **Total**
  - 2011: 11.6
  - 2012: 12.5
  - 2013: 8.7
  - 2014: 5.1
  - 2015: 8.8
  - 2016: 17.4

Over 20 million vehicle claims

Source: CCC Information Services Inc.
Regional Distribution Improves Fulfilment

- Highly fragmented space
- 20X size of next competitor
- Consistent nationwide coverage and warranty
- Strong management team
- Strong logistics & footprint
- Industry leading fill-rates
  - Aftermarket: 95%
  - Salvage
    - Competitor: 25%
    - LKQ Single Site: 35%
    - LKQ Region: 75%
## LKQ’s Collision “Sweet Spot” is Growing

### Age & Size of U.S. Car Parc

#### 5 year time horizon

<table>
<thead>
<tr>
<th>Years</th>
<th>New(SAAR)</th>
<th>Collision 3-10 Years</th>
</tr>
</thead>
<tbody>
<tr>
<td>2010</td>
<td>12</td>
<td>118</td>
</tr>
<tr>
<td>2011</td>
<td>13</td>
<td>114</td>
</tr>
<tr>
<td>2012</td>
<td>14</td>
<td>108</td>
</tr>
<tr>
<td>2013</td>
<td>16</td>
<td>103</td>
</tr>
<tr>
<td>2014</td>
<td>16</td>
<td>101</td>
</tr>
<tr>
<td>2015</td>
<td>17</td>
<td>101</td>
</tr>
<tr>
<td>2016</td>
<td>17</td>
<td>101</td>
</tr>
<tr>
<td>2017</td>
<td>17</td>
<td>103</td>
</tr>
<tr>
<td>2018</td>
<td>16</td>
<td>106</td>
</tr>
<tr>
<td>2019</td>
<td>15</td>
<td>112</td>
</tr>
<tr>
<td>2020</td>
<td>13</td>
<td>117</td>
</tr>
<tr>
<td>2021</td>
<td>13</td>
<td>119</td>
</tr>
</tbody>
</table>

Large European Market

Automotive Repair Market
€198B

Do It For Me (DIFM)
€188B

DIY (1)
€10B

Market Opportunity - €102 billion

Retail Price

Parts & Labor

Collision
€30B

Collision Parts
€22B

Collision (Wholesale)
€14B

Markup
€8B

Labor
€8B

Mechanical
€158B

Mechanical Parts
€120B

Mechanical (Wholesale)
€78B

Markup
€42B

Labor
€38B

Source: 2014 Datamonitor; Management estimates.
Note: All € in millions; Excludes VAT and sales taxes.
(1) Do It Yourself e-commerce only.
Europe - Market Observations

- Large Car Parc
- Fragmented Industry
- "Country Champion" in Key Markets
- DIFM Focused
- Low Collision APU
- Supplier Segmentation
LKQ’s European Platform Acquisitions

**October 2011**
- Leading distributor of automotive aftermarket mechanical parts in the UK
- Nearly 55,000 commercial customers
- 1 National Distribution Center totaling 500K square feet
- 8 regional hubs, 89 branches

**April 2013**
- Leading distributor of automotive aftermarket mechanical parts in the Benelux
- Proprietary, best-in-class online ordering technology for local distributors & repair shops
- 11 distribution centers

**March 2016**
- Leading automotive aftermarket mechanical parts distributor in Italy, The Czech Republic & Slovakia; #2 or #3 position in 6 other countries in Central & Eastern Europe
- Rhiag utilizes a network of 10 DC’s and 247 local branches, distributing product to over 57,000 professional customers.

**December 2016**
- The leading independent car parts and service chain in the Nordic region of Europe, offering a wide range of quality products including spare parts and accessories for cars, and workshop services for consumers and businesses
- LKQ acquired a 26.5% ownership position

Opportunities for Procurement & Back Office Synergies
Top European Players

<table>
<thead>
<tr>
<th>Company</th>
<th>Revenue (€ in billions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>MEKO</td>
<td>€ 3.7</td>
</tr>
<tr>
<td>LKQ Europe</td>
<td>€ 3.1</td>
</tr>
<tr>
<td>AAG</td>
<td>€ 1.5</td>
</tr>
<tr>
<td>Stahlgruber</td>
<td>€ 1.5</td>
</tr>
<tr>
<td>WM</td>
<td>€ 1.4</td>
</tr>
<tr>
<td>Autodis</td>
<td>€ 1.3</td>
</tr>
<tr>
<td>Intercars</td>
<td>€ 1.1</td>
</tr>
<tr>
<td>Swiss Auto Group</td>
<td>€ 0.8</td>
</tr>
<tr>
<td>Parts Alliance</td>
<td>€ 0.7</td>
</tr>
<tr>
<td>Mekonomen</td>
<td>€ 0.6</td>
</tr>
</tbody>
</table>

Source: Company filings and websites; amounts are approximate.
Note: EUR in billions. Represents FY2016 sales unless otherwise indicated.
(1) Sep 2017 TTM. (2) FY2015. (3) Subsidiary of GPC. Per company filings, revenue based on an estimated US GAAP basis in 2017.
Highly Fragmented with many “Country Champions”

- LKQ—Central and Eastern Europe, Italy, the Netherlands and the United Kingdom
- Alliance Automotive—France, Germany and the United Kingdom
- On 12/1/2016 LKQ acquired a 26.5% equity interest in Mekonomen AB

Selected Market Players

Source: Company filings, press releases, FactSet, Orbis and CapitalIQ.
Benefits of Scale

• Lower procurement costs
  – OES brands (volume)
  – Private label brands (margin)

• Reduced logistics and warehousing
  – e.g. Asian sourcing
  – e.g. long tail products

• Improved overhead costs
  – Offshoring
  – Cataloguing

• Brand economies of scale

• Vendor financing programs
Specialty

Specialty Overview

- Leading distributor and marketer of specialty aftermarket equipment, accessories, and products in North America
- Critical link between 800+ suppliers and approximately 20,000 customers selling over 250,000 total SKUs supported by a highly technical sales force
- Diverse product segments: truck and off-road; speed and performance; recreational vehicle; towing; wheels, tires and performance handling; and miscellaneous accessories
- Best-in-class logistics and distribution network with approximately 1,000,000 annual deliveries and ability to serve over 97% of dealer / jobber customers next-day

Specialty Directly Addressable Market (1)

<table>
<thead>
<tr>
<th>Category</th>
<th>Value ($ in billions)</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accessory and Appearance</td>
<td>$3.13B</td>
<td>28%</td>
</tr>
<tr>
<td>Performance Products</td>
<td>$3.99B</td>
<td>36%</td>
</tr>
<tr>
<td>RV and Towing</td>
<td>$1.37B</td>
<td>12%</td>
</tr>
<tr>
<td>Wheels, Tires &amp; Suspension</td>
<td>$2.65B</td>
<td>24%</td>
</tr>
</tbody>
</table>

(1) Management estimates based on AAIA Factbook, SEMA and other industry research
Consistent Business Model and Strategy

- Niche and Fragmented Markets
- Industry Leading Management
- Attractive Adjacent Markets
- Sustainable Growth and Margin Expansion
- High Fulfillment Rates
- Synergy and Leverage Opportunities
Financial Overview
## Financial Policy

<table>
<thead>
<tr>
<th>Focus on Free Cash Flow Generation</th>
<th>Maintain Liquidity</th>
<th>Retain Capital in Business</th>
<th>Maintain Reasonable Debt Levels</th>
<th>Manage Interest Rate Risk</th>
</tr>
</thead>
<tbody>
<tr>
<td>• Organic revenue growth of ( \geq 6.0% )</td>
<td>• Cash balances</td>
<td>• Capital spending to support organic growth</td>
<td>• Pre-payable debt structure</td>
<td>• Target 60% of debt with a fixed rate</td>
</tr>
<tr>
<td>• Margin expansion in each business</td>
<td>• Revolver capacity</td>
<td>• Tuck-in acquisitions with synergies</td>
<td>• Near-term target (&lt;3x) Net Debt/EBITDA</td>
<td>– Fixed coupons</td>
</tr>
<tr>
<td>• Working capital management</td>
<td>• Sufficient maturity of bank facility ( \geq 18 ) months</td>
<td>• Larger strategic platform additions where justified while preserving strong balance sheet</td>
<td>• Mid-term target (~2x) Net Debt/EBITDA</td>
<td>– Interest rate swaps</td>
</tr>
</tbody>
</table>

**LKQ’s Business Strength and Financial Metrics Will Evolve into an Investment Grade Profile**
History of Strong Organic Growth

Organic Revenue Growth Rates

- 2010: 6.6%
- 2011: 7.9%
- 2012: 6.0%
- 2013: 11.0%
- 2014: 9.0%
- 2015: 7.0%
- 2016: 4.8%

(1) Parts and services only.
LKQ’s Acquisition Philosophies

- Markets where we can be #1 or #2
- Strong and experienced management
- Opportunities for growth & synergies
- Financial returns
  - IRR (mid-teens over 10 years)
  - ROIC (10 years’ average >10%)
- Integrity
- Criteria in new markets
  - Among the leaders in the market
  - High fulfillment rates
  - Consistent with LKQ culture
  - Excellent management team that will stay post closing
- Criteria in existing markets
  - “Tuck in” companies
  - High synergies
  - Additional capacity
- Substantial experience integrating acquisitions
Historical Financial Performance

Revenue**

- 2012: $4,123
- 2013: $5,063
- 2014: $6,740
- 2015: $7,193
- 2016: $8,584
- TTM Q3 2017: $9,417

Segment EBITDA**

- 2012: $221
- 2013: $88
- 2014: $90
- 2015: $141
- 2016: $170
- TTM Q3 2017: $178

Cash Flow / Capex**

- 2012: $2,000
- 2013: $4,000
- 2014: $6,000
- 2015: $8,000
- 2016: $10,000

Net Leverage*

- 2012: 2.0x
- 2013: 1.7x
- 2014: 2.0x
- 2015: 1.7x
- 2016: 2.7x
- Q3 2017: 2.5x

* Net Leverage based on bank covenant definitions
** Amounts reflect continuing operations only
Effective borrowing rate for Q3 2017 was 2.9%

(1) Total capacity includes our term loans and revolving credit facilities

(*) Net leverage per bank covenants is defined as Net Debt/EBITDA. See the definitions of Net Debt and EBITDA in the credit agreement filed with the SEC for further details
**LKQ Credit Highlights**

**Leading Positions in Large Markets**
- Largest participant in each market served
- Scale provides purchasing leverage and depth of inventory
- European & Specialty expansion drives diversification
- Opportunities for new locations & adjacent markets remain in all segments

**Diversified Revenue Stream**
- Global balance with Pan-European footprint
- Multiple end markets
- Broad parts segment exposure
- Self funded growth

**Expanding Alternative Parts Usage**
- Increasing availability of quality aftermarket and recycled products
- Distribution network and inventory levels allow higher fulfillment rates
- Expanding number of vehicles comprising “sweet spot” in our target market

**Clear Value Proposition**
- Insurers focused on controlling repair costs
- Alternative products offer savings of 20% - 50% of OEM parts repairs
- LKQ represents the best partner for the insurance companies

**Solid Financial Metrics**
- History of delivering organic revenue growth & EBITDA expansion
- Strong FCF generation supports growth
- Diversified capital structure
- Limited near-term structured debt repayments & ample liquidity

**Market Leader**

**Growing Markets**

**Diversified Revenue Base**

**Demonstrated Performance**
Appendices
Appendix 1- Constant Currency Reconciliation

The following unaudited table reconciles consolidated revenue growth for Parts & Services to constant currency revenue growth for the same measure:

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Consolidated</td>
<td>Europe</td>
</tr>
<tr>
<td>Parts &amp; Services</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Revenue Growth as reported</td>
<td>11.4%</td>
<td>23.8%</td>
</tr>
<tr>
<td>Less: Currency impact</td>
<td>1.3%</td>
<td>3.0%</td>
</tr>
<tr>
<td>Revenue growth at constant currency</td>
<td>10.1%</td>
<td>20.8%</td>
</tr>
</tbody>
</table>

We have presented the growth of our revenue on both an as reported and a constant currency basis. The constant currency presentation, which is a non-GAAP financial measure, excludes the impact of fluctuations in foreign currency exchange rates. We believe providing constant currency revenue information provides valuable supplemental information regarding our growth, consistent with how we evaluate our performance, as this statistic removes the translation impact of exchange rate fluctuations, which are outside of our control and do not reflect our operational performance. Constant currency revenue results are calculated by translating prior year revenue in local currency using the current year's currency conversion rate. This non-GAAP financial measure has limitations as an analytical tool and should not be considered in isolation or as a substitute for an analysis of our results as reported under GAAP. Our use of this term may vary from the use of similarly-titled measures by other issuers due to the potential inconsistencies in the method of calculation and differences due to items subject to interpretation. Accordingly, our calculations are not necessarily comparable to similarly-named measures of other companies and may not be appropriate measures for performance relative to other companies.
## Appendix 2 - Revenue and Segment EBITDA by segment

<table>
<thead>
<tr>
<th></th>
<th>Three Months Ended September 30*</th>
<th>Nine Months Ended September 30*</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2017 % of revenue</td>
<td>2016 % of revenue</td>
</tr>
<tr>
<td><strong>Revenue</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>North America</td>
<td>$1,181.9</td>
<td>$1,118.6</td>
</tr>
<tr>
<td>Europe</td>
<td>954.5</td>
<td>770.2</td>
</tr>
<tr>
<td>Specialty</td>
<td>330.6</td>
<td>319.7</td>
</tr>
<tr>
<td>Eliminations</td>
<td>(1.3)</td>
<td>(1.2)</td>
</tr>
<tr>
<td>Total Revenue</td>
<td>$2,465.8</td>
<td>$2,207.3</td>
</tr>
<tr>
<td><strong>Segment EBITDA</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>North America</td>
<td>$152.6</td>
<td>12.9%</td>
</tr>
<tr>
<td>Europe</td>
<td>79.3</td>
<td>8.3%</td>
</tr>
<tr>
<td>Specialty</td>
<td>35.1</td>
<td>10.6%</td>
</tr>
<tr>
<td>Total Segment EBITDA</td>
<td>$267.0</td>
<td>10.8%</td>
</tr>
</tbody>
</table>

We have presented Segment EBITDA solely as a supplemental disclosure that offers investors, securities analysts and other interested parties useful information to evaluate our segment profit and loss. We calculate Segment EBITDA as EBITDA excluding restructuring and acquisition related expenses, change in fair value of contingent consideration liabilities, other acquisition related gains and losses and equity in earnings of unconsolidated subsidiaries. EBITDA, which is the basis for Segment EBITDA, is calculated as net income excluding discontinued operations, depreciation, amortization, interest (which includes loss on debt extinguishment) and income tax expense. Our chief operating decision maker, who is our Chief Executive Officer, uses Segment EBITDA as the key measure of our segment profit or loss. We use Segment EBITDA to compare profitability among our segments and evaluate business strategies. We also consider Segment EBITDA to be a useful financial measure in evaluating our operating performance, as it provides investors, securities analysts and other interested parties with supplemental information regarding the underlying trends in our ongoing operations. Segment EBITDA includes revenue and expenses that are controllable by the segment. Corporate and administrative expenses are allocated to the segments based on usage, with shared expenses apportioned based on the segment's percentage of consolidated revenue.

*The sum of the individual components may not equal the total due to rounding
# Appendix 3 - Reconciliation of Net Income to EBITDA and Segment EBITDA

<table>
<thead>
<tr>
<th>(in millions)</th>
<th>Three Months Ended September 30**</th>
<th>Nine Months Ended September 30**</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net income</td>
<td>$122.4</td>
<td>$122.7</td>
</tr>
<tr>
<td>Subtract:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Income (Loss) from discontinued operations, net of tax</td>
<td>—</td>
<td>12.8</td>
</tr>
<tr>
<td>Income from continuing operations</td>
<td>$122.4</td>
<td>$109.8</td>
</tr>
<tr>
<td>Add:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Depreciation and amortization</td>
<td>59.9</td>
<td>55.0</td>
</tr>
<tr>
<td>Interest expense, net</td>
<td>25.2</td>
<td>24.8</td>
</tr>
<tr>
<td>Loss on debt extinguishment*</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Provision for income taxes</td>
<td>58.2</td>
<td>49.8</td>
</tr>
<tr>
<td>EBITDA</td>
<td>$265.7</td>
<td>$239.5</td>
</tr>
<tr>
<td>Subtract:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Equity in earnings (loss) of unconsolidated subsidiaries</td>
<td>2.7</td>
<td>—</td>
</tr>
<tr>
<td>Gains on foreign exchange contracts - acquisition related</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Gains on bargain purchases</td>
<td>0.9</td>
<td>—</td>
</tr>
<tr>
<td>Add:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restructuring and acquisition related expenses</td>
<td>4.9</td>
<td>6.9</td>
</tr>
<tr>
<td>Inventory step-up adjustment - acquisition related</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Change in fair value of contingent consideration liabilities</td>
<td>—</td>
<td>0.1</td>
</tr>
<tr>
<td>Segment EBITDA</td>
<td>$267.0</td>
<td>$246.4</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Three Months Ended September 30**</th>
<th>Nine Months Ended September 30**</th>
</tr>
</thead>
<tbody>
<tr>
<td>EBITDA as a percentage of revenue</td>
<td>10.8%</td>
<td>10.8%</td>
</tr>
<tr>
<td>Segment EBITDA as a percentage of revenue</td>
<td>10.8%</td>
<td>11.2%</td>
</tr>
</tbody>
</table>

* Loss on debt extinguishment is considered a component of interest in calculating EBITDA
** The sum of the individual components may not equal the total due to rounding
Appendix 3- Reconciliation of Net Income to EBITDA and Segment EBITDA

We have presented EBITDA solely as a supplemental disclosure that offers investors, securities analysts and other interested parties useful information to evaluate our operating performance and the value of our business. We calculate EBITDA as net income excluding discontinued operations, depreciation, amortization, interest (which includes loss on debt extinguishment) and income tax expense. EBITDA provides insight into our profitability trends and allows management and investors to analyze our operating results with and without the impact of discontinued operations, depreciation, amortization, interest (which includes loss on debt extinguishment) and income tax expense. We believe EBITDA is used by investors, securities analysts and other interested parties in evaluating the operating performance and the value of other companies, many of which present EBITDA when reporting their results.

We have presented Segment EBITDA solely as a supplemental disclosure that offers investors, securities analysts and other interested parties useful information to evaluate our segment profit and loss and underlying trends in our ongoing operations. We calculate Segment EBITDA as EBITDA excluding restructuring and acquisition related expenses, change in fair value of contingent consideration liabilities, other acquisition related gains and losses and equity in earnings of unconsolidated subsidiaries. Our chief operating decision maker, who is our Chief Executive Officer, uses Segment EBITDA as the key measure of our segment profit or loss. We use Segment EBITDA to compare profitability among our segments and evaluate business strategies. Segment EBITDA includes revenue and expenses that are controllable by the segment. Corporate and administrative expenses are allocated to the segments based on usage, with shared expenses apportioned based on the segment's percentage of consolidated revenue.

EBITDA and Segment EBITDA should not be construed as alternatives to operating income, net income or net cash provided by (used in) operating activities, as determined in accordance with accounting principles generally accepted in the United States. In addition, not all companies that report EBITDA or Segment EBITDA information calculate EBITDA or Segment EBITDA in the same manner as we do and, accordingly, our calculations are not necessarily comparable to similarly named measures of other companies and may not be appropriate measures for performance relative to other companies.
Appendix 4 - Reconciliation of Net Income and EPS to Adjusted Net Income and Adjusted EPS from continuing operations

<table>
<thead>
<tr>
<th>(in millions, except per share data)</th>
<th>Three Months Ended September 30*</th>
<th>Nine Months Ended September 30*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net income</td>
<td>$122.4</td>
<td>$122.7</td>
</tr>
<tr>
<td>Subtract:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Income (Loss) from discontinued operations, net of tax</td>
<td>—</td>
<td>12.8</td>
</tr>
<tr>
<td>Income from continuing operations</td>
<td>$122.4</td>
<td>$109.8</td>
</tr>
<tr>
<td>Adjustments:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Amortization of acquired intangibles</td>
<td>25.1</td>
<td>25.0</td>
</tr>
<tr>
<td>Restructuring and acquisition related expenses</td>
<td>4.9</td>
<td>6.9</td>
</tr>
<tr>
<td>Loss on debt extinguishment</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Inventory step-up adjustment – acquisition related</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Change in fair value of contingent consideration liabilities</td>
<td>—</td>
<td>0.1</td>
</tr>
<tr>
<td>Gains on foreign exchange contracts - acquisition related</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Gains on bargain purchases</td>
<td>(0.9)</td>
<td>—</td>
</tr>
<tr>
<td>Excess tax benefit from stock-based payments</td>
<td>(1.5)</td>
<td>(5.0)</td>
</tr>
<tr>
<td>Tax effect of adjustments</td>
<td>(10.2)</td>
<td>(11.1)</td>
</tr>
<tr>
<td>Adjusted income from continuing operations</td>
<td>$139.7</td>
<td>$125.8</td>
</tr>
<tr>
<td>Weighted average diluted common shares outstanding</td>
<td>310.8</td>
<td>310.0</td>
</tr>
<tr>
<td>Diluted earnings per share - continuing operations</td>
<td>$0.39</td>
<td>$0.35</td>
</tr>
<tr>
<td>Adjusted diluted earnings per share - continuing operations</td>
<td>$0.45</td>
<td>$0.41</td>
</tr>
</tbody>
</table>

*The sum of the individual components may not equal the total due to rounding.
Appendix 4 - Reconciliation of Net Income and EPS to Adjusted Net Income and Adjusted EPS from continuing operations

We have presented Adjusted Net Income and Adjusted Diluted Earnings per Share from Continuing Operations as we believe these measures are useful for evaluating the core operating performance of our continuing business across reporting periods and in analyzing the company’s historical operating results. We define Adjusted Net Income and Adjusted Diluted Earnings per Share from Continuing Operations as Net Income and Diluted Earnings per Share adjusted to eliminate the impact of discontinued operations, restructuring and acquisition related expenses, loss on debt extinguishment, amortization expense related to acquired intangibles, the change in fair value of contingent consideration liabilities, other acquisition-related gains and losses, excess tax benefits and deficiencies from stock-based payments, and any tax effect of these adjustments. The tax effect of these adjustments is calculated using the effective tax rate for the applicable period or for certain discrete items the specific tax expense or benefit for the adjustment. These financial measures are used by management in its decision making and overall evaluation of operating performance of the company and are included in the metrics used to determine incentive compensation for our senior management. Adjusted Net Income and Adjusted Diluted Earnings per Share from Continuing Operations should not be construed as alternatives to Net Income or Diluted Earnings per Share as determined in accordance with accounting principles generally accepted in the United States. In addition, not all companies that report Adjusted Net Income and Adjusted Diluted Earnings per Share from Continuing Operations calculate such measures in the same manner as we do and, accordingly, our calculations are not necessarily comparable to similarly-named measures of other companies and may not be appropriate measures for performance relative to other companies.
## Appendix 5 - Forecasted EPS reconciliation*

<table>
<thead>
<tr>
<th>(in millions, except per share data)</th>
<th>For the year ending December 31, 2017</th>
<th>Minimum Guidance</th>
<th>Maximum Guidance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Income from continuing operations</td>
<td></td>
<td>$517</td>
<td>$537</td>
</tr>
<tr>
<td>Adjustments:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Amortization of acquired intangibles</td>
<td></td>
<td>95</td>
<td>95</td>
</tr>
<tr>
<td>Restructuring and acquisition related expenses</td>
<td></td>
<td>10</td>
<td>10</td>
</tr>
<tr>
<td>Gain on bargain purchase</td>
<td></td>
<td>(4)</td>
<td>(4)</td>
</tr>
<tr>
<td>Excess tax benefit from stock-based payments</td>
<td></td>
<td>(7)</td>
<td>(7)</td>
</tr>
<tr>
<td>Tax effect of adjustments</td>
<td></td>
<td>(36)</td>
<td>(36)</td>
</tr>
<tr>
<td><strong>Adjusted income from continuing operations</strong></td>
<td></td>
<td><strong>$575</strong></td>
<td><strong>$595</strong></td>
</tr>
<tr>
<td>Weighted average diluted common shares outstanding</td>
<td></td>
<td>311</td>
<td>311</td>
</tr>
<tr>
<td>Diluted earnings per share - continuing operations</td>
<td></td>
<td>$1.67</td>
<td>$1.73</td>
</tr>
<tr>
<td>Adjusted diluted earnings per share - continuing operations</td>
<td></td>
<td>$1.86</td>
<td>$1.92</td>
</tr>
</tbody>
</table>

In the calculation of forecasted Adjusted Income from Continuing Operations and forecasted Adjusted Diluted Earnings Per Share from Continuing Operations, we included estimates of income from continuing operations and amortization of acquired intangibles for the full fiscal year 2017 and the related tax effect; we included for all other components the amounts incurred as of September 30, 2017.

*The sum of the individual components may not equal the total due to rounding*