

1st Quarter 2022 Earnings Call

May 4, 2022



Call Participants & Forward-Looking Statements



Joel Quadracci
*Chairman, President &
Chief Executive Officer*



Tony Staniak
Chief Financial Officer

Forward-Looking Statements

This communication contains certain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements regarding, among other things, our current expectations about the Company’s future results, financial condition, sales, earnings, free cash flow, margins, objectives, goals, strategies, beliefs, intentions, plans, estimates, prospects, projections and outlook of the Company and can generally be identified by the use of words or phrases such as “may,” “will,” “expect,” “intend,” “estimate,” “anticipate,” “plan,” “foresee,” “project,” “believe,” “continue” or the negatives of these terms, variations on them and other similar expressions. These forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results to be materially different from those expressed in or implied by such forward-looking statements. Forward-looking statements are based largely on the Company’s expectations and judgments and are subject to a number of risks and uncertainties, many of which are unforeseeable and beyond our control.

The factors that could cause actual results to materially differ include, among others: the impact of fluctuations in costs (including labor and labor-related costs, energy costs, freight rates and raw materials, including paper and the materials to manufacture ink) and the impact of fluctuations in the availability of raw materials, including paper and the materials to manufacture ink; the impact of inflationary cost pressures and supply chain shortages; the impact of decreasing demand for printed materials and significant overcapacity in a highly competitive environment creates downward pricing pressures and potential under-utilization of assets; the negative impacts the COVID-19 pandemic has had and will continue to have on the Company’s business, financial condition, cash flows, results of operations and supply chain, including rising inflationary cost pressures on raw materials, distribution and labor, and future uncertain impacts; the failure to attract and retain qualified talent across the enterprise; the impact of increased business complexity as a result of the Company’s transformation to a marketing experience company; the impact of digital media and similar technological changes, including digital substitution by consumers; the inability of the Company to reduce costs and improve operating efficiency rapidly enough to meet market conditions; the impact of changes in postal rates, service levels or regulations, including delivery delays due to ongoing COVID-19 impacts on daily operational staffing at the United States Postal Service; the impact of a data-breach of sensitive information, ransomware attack or other cyber incident on the Company; the impact negative publicity could have on our business; the impact of changing future economic conditions; the failure of clients to perform under contracts or to renew contracts with clients on favorable terms or at all; the fragility and decline in overall distribution channels; the failure to successfully identify, manage, complete and integrate acquisitions, investment opportunities or other significant transactions, as well as the successful identification and execution of strategic divestitures; the impact of an other than temporary decline in operating results and enterprise value that could lead to non-cash impairment charges due to the impairment of property, plant and equipment and other intangible assets; the impact of risks associated with the operations outside of the United States (“U.S.”), including costs incurred or reputational damage suffered due to improper conduct of its employees, contractors or agents, and geopolitical events like war or terrorism; significant investments may be needed to maintain the Company’s platforms, processes, systems, client and product technology and marketing and to remain technologically and economically competitive; the impact of the various restrictive covenants in the Company’s debt facilities on the Company’s ability to operate its business, as well as the uncertain negative impacts COVID-19 may have on the Company’s ability to continue to be in compliance with these restrictive covenants; the impact of regulatory matters and legislative developments or changes in laws, including changes in cyber-security, privacy and environmental laws; and the impact on the holders of Quad’s class A common stock of a limited active market for such shares and the inability to independently elect directors or control decisions due to the voting power of the class B common stock; and the other risk factors identified in the Company’s most recent Annual Report on Form 10-K, which may be amended or supplemented by subsequent Quarterly Reports on Form 10-Q or other reports filed with the Securities and Exchange Commission. Except to the extent required by the federal securities laws, the Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.



First Quarter 2022 Results

9%
Net Sales
Growth



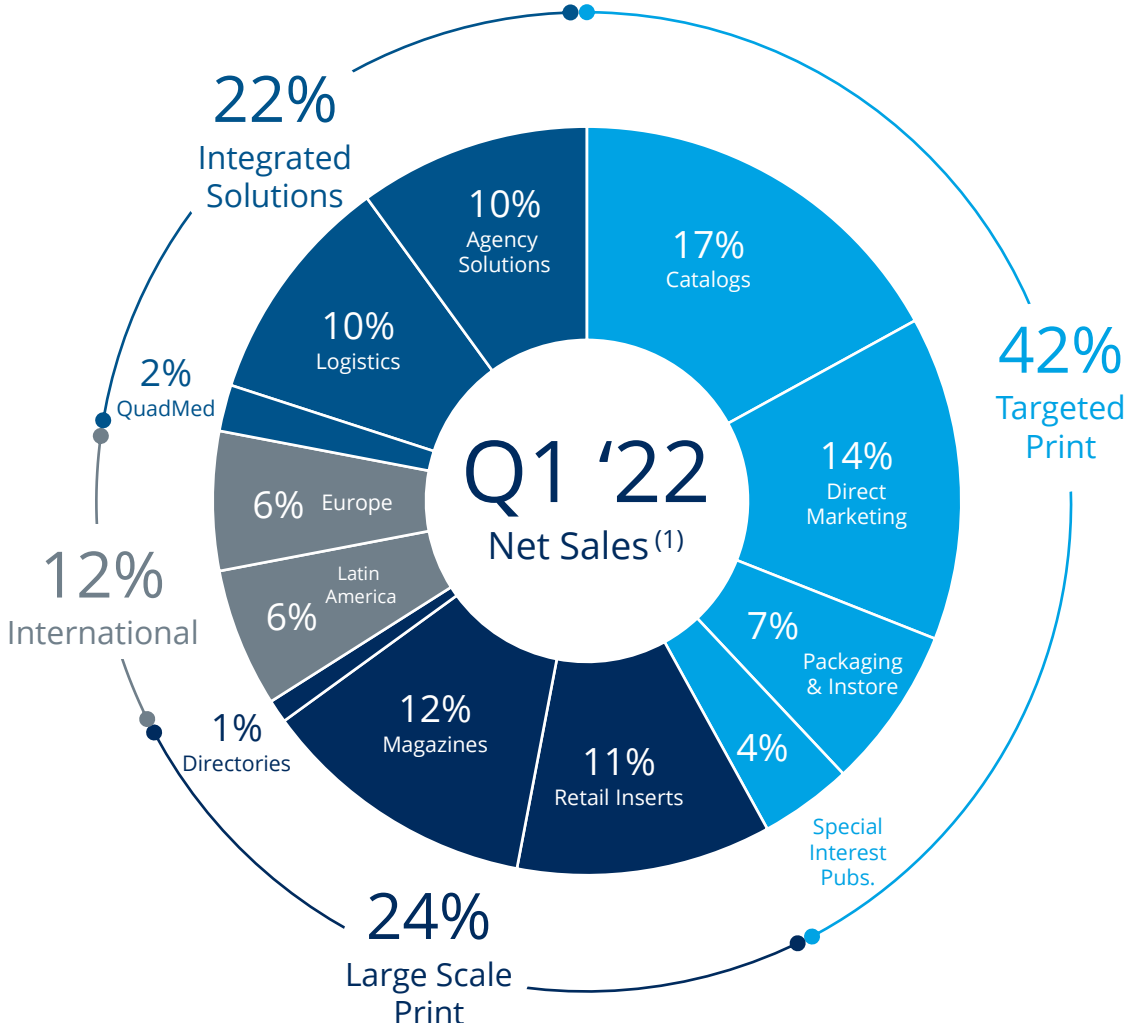
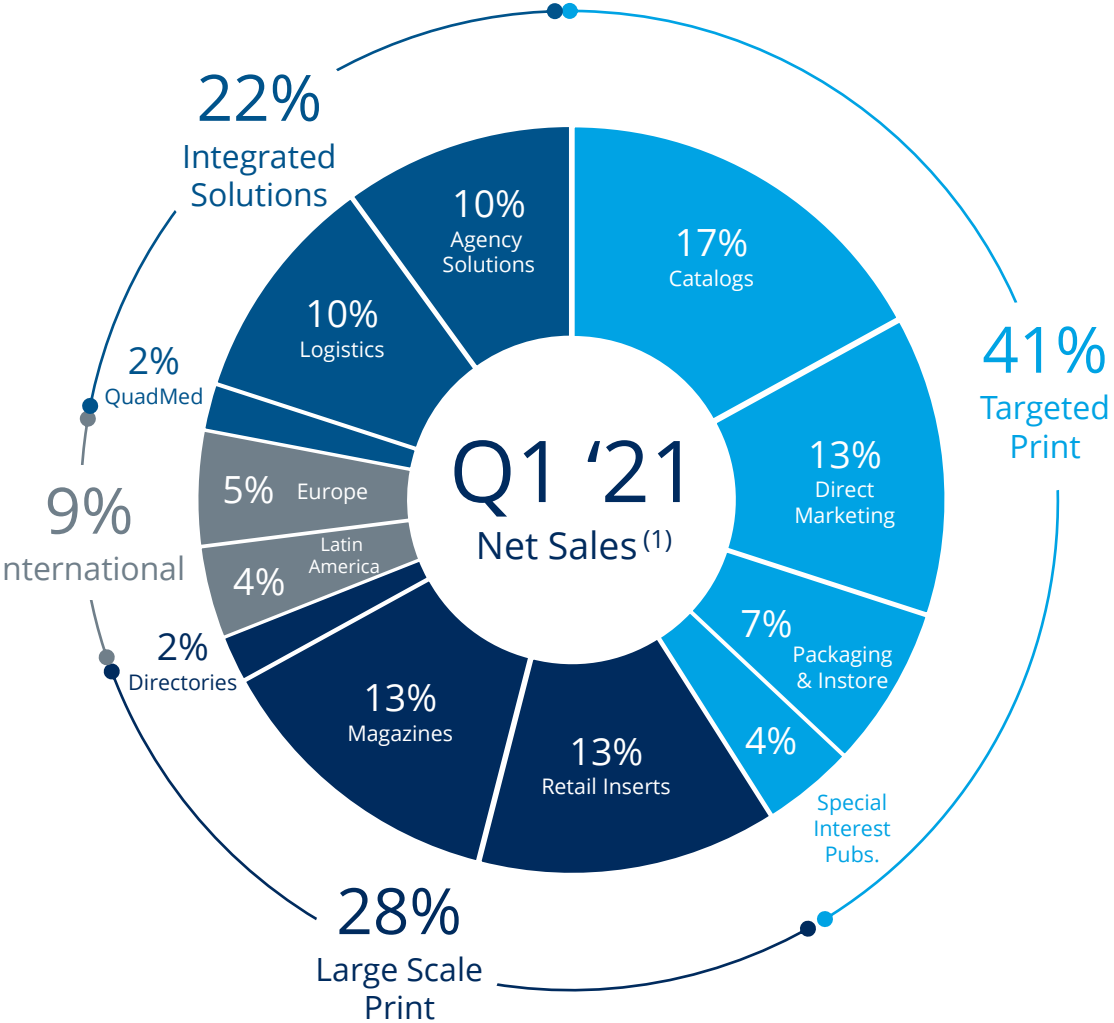
Print Segment Share Gains
from New Clients

Growth in Targeted Print
and Agency Solutions

Increased Pricing in Response to
Inflationary Cost Pressures

We delivered a fourth consecutive quarter of sales growth, achieving a 9% increase in Net Sales when excluding divestitures

Net Sales Breakdown



(1) Net sales for all periods presented have been adjusted to exclude divestitures

Quad: A Marketing Experience Company



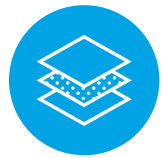
Business
Strategy



Insights &
Analytics



Technology
Solutions



Managed
Services



Agency & Studio
Solutions



Media



Print



In-Store



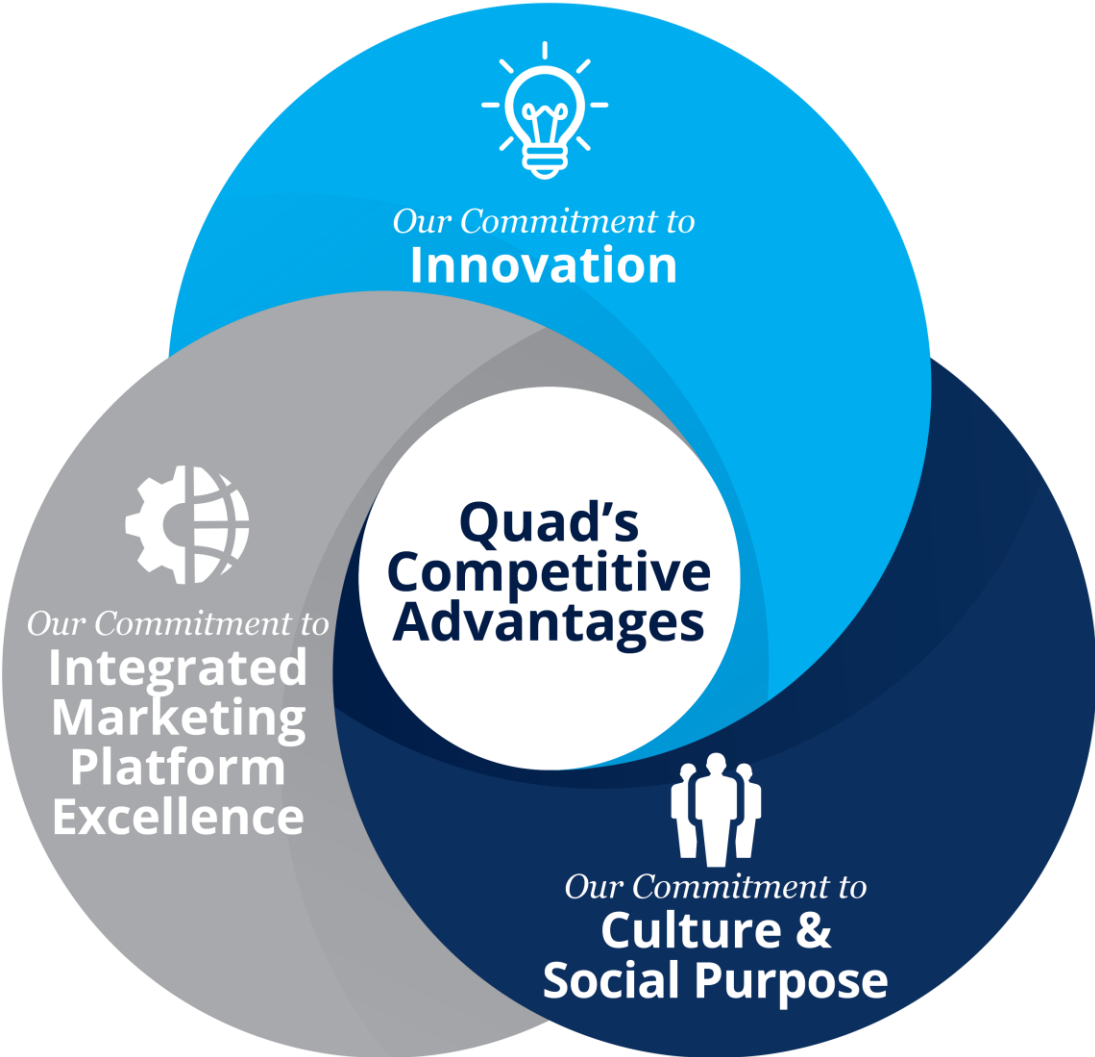
Packaging

We are a marketing experience company that helps brands reimagine their marketing to be more streamlined, impactful, flexible, and frictionless through our integrated marketing platform



Our Key Competitive Advantages

Our key competitive advantages power our strategic priorities and distinguish Quad as a Marketing Experience Company



Recent and Upcoming Events

SXSW



We are introducing Quad to other industry marketers to create brand awareness, share our innovation story, build new client relationships and further increase revenue in growing vertical industries

Recent Success Story

Opportunity

- Partnered with global energy drink and media company to develop a point-of-sale marketing solution to support field sales

Quad Solution

- Created a mobile-accessible platform to manage consistent point-of-sale experiences, including hyper-localized promotional materials
- Maximized production economies of scale, and tracked and managed national, regional and local budgets



OUTCOME

- Placed Quad employees on-site to serve as an extension of the client's U.S. marketing team
- Engaged for additional marketing services, including consumer research, campaign strategy and creative for digital assets



Recent Success Story



Opportunity

- Appeared on stage with client CVS Health at SPC Impact 2022, the Sustainable Packaging Coalition's flagship event

Quad Solution

- Discussed how companies can start their sustainability journey by "lifting" what they do well and then "shifting" that into sustainability efforts to accelerate progress and achieve results



OUTCOME

- Continue to leverage our long-standing expertise on sustainability to help clients seeking to advance their own sustainability efforts

Commitment to Culture & Social Purpose



Environmental

Social

Governance

Financial Overview

US \$ Millions (Except Per Share Data)	First Quarter	
	March 31, 2022	March 31, 2021
STATEMENT OF OPERATIONS		
Net Sales	\$ 744.2	\$ 705.8
Cost of Sales	619.6	559.8
Selling, General and Administrative Expenses	79.1	80.5
Adjusted EBITDA ⁽¹⁾	\$ 48.7	\$ 69.9
Adjusted EBITDA Margin ⁽¹⁾	6.5%	9.9%
Adjusted Diluted Earnings Per Share ⁽¹⁾	\$ 0.04	\$ 0.19
STATEMENT OF CASH FLOWS		
Net Cash Provided By (Used In) Operating Activities	\$ (16.9)	\$ 72.9
Capital Expenditures	(19.1)	(16.9)
Free Cash Flow ⁽¹⁾	\$ (36.0)	\$ 56.0



(1) See slide 16 for definitions of our non-GAAP measures, slide 17 for reconciliations of Adjusted EBITDA and Adjusted EBITDA Margin, slide 18 for a reconciliation of Free Cash Flow, and slide 21 for a reconciliation of Adjusted Diluted Earnings Per Share as non-GAAP measures

Debt Capital Structure

2.77x

Debt Leverage Ratio ⁽¹⁾
as of March 31, 2022

56%

Floating



44%

Fixed

4.6%

Blended Interest Rate
as of March 31, 2022

\$138 million

Cash on Hand
as of March 31, 2022

\$397 million

Unused Capacity under Revolver
as of March 31, 2022
Subject to Certain Covenants

January 2024

Next Significant Debt Maturity of
\$91.5 Million

We paid remaining \$209 million of our unsecured 7.00% senior notes on May 2, 2022, resulting in a lower blended interest rate of approximately 3.8% moving forward – an improvement of over 80 basis points



(1) See slide 16 for definitions of our Non-GAAP measures and slide 19 for a reconciliation of Debt Leverage Ratio as a Non-GAAP measure

2022 Guidance

Full-Year 2022	Guidance
Annual Net Sales Change ⁽¹⁾	3% to 7% increase
Full-Year Adjusted EBITDA ⁽²⁾	\$230 to \$270 million
Free Cash Flow ⁽²⁾	\$70 to \$100 million
Capital Expenditures	\$55 to \$65 million
Year-End Debt Leverage Ratio ⁽²⁾⁽³⁾	Approximately 2.25x

(1) Annual Net Sales Change excludes the Net Sales impact from the divestiture of QuadExpress, which was sold on June 30, 2021

(2) See slide 16 for definitions of our Non-GAAP measures

(3) Debt Leverage Ratio is calculated at the midpoint of the Adjusted EBITDA guidance





Thank You

Supplemental Information

Non-GAAP Financial Measures

- In addition to financial measures prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”), this presentation also contains Non-GAAP financial measures, specifically EBITDA, EBITDA Margin, Adjusted EBITDA, Adjusted EBITDA Margin, Free Cash Flow, Net Debt, Debt Leverage Ratio, and Adjusted Diluted Earnings (Loss) Per Share. The Company believes that these Non-GAAP measures, when presented in conjunction with comparable GAAP measures, provide additional information for evaluating Quad’s performance and are important measures by which Quad’s management assesses the profitability and liquidity of its business. These Non-GAAP measures should be considered in addition to, not as a substitute for or superior to, net earnings (loss) as a measure of operating performance or to cash flows provided by operating activities as a measure of liquidity. These Non-GAAP measures may be different than Non-GAAP financial measures used by other companies. Reconciliations to the GAAP equivalent of these Non-GAAP measures are contained on slides 17 - 21.
- Adjusted EBITDA is defined as net earnings (loss) excluding interest expense, income tax expense (benefit), depreciation and amortization (“EBITDA”), restructuring, impairment and transaction-related charges, gains from sale and leaseback, loss on debt extinguishment, equity in earnings of unconsolidated entity, and the Adjusted EBITDA for unconsolidated equity method investments (calculated in a consistent manner with the calculation for Quad).
- EBITDA Margin and Adjusted EBITDA Margin is defined as EBITDA or Adjusted EBITDA divided by net sales.
- Free Cash Flow is defined as net cash provided by (used in) operating activities less purchases of property, plant and equipment.
- Debt Leverage Ratio is defined as total debt and finance lease obligations less cash and cash equivalents (“Net Debt”) divided by the last twelve months of Adjusted EBITDA.
- Adjusted Diluted Earnings (Loss) Per Share is defined as earnings (loss) before income taxes and equity in earnings of unconsolidated entity excluding restructuring, impairment and transaction-related charges, and adjusted for income tax expense at a normalized tax rate, divided by diluted weighted average number of common shares outstanding.



Adjusted EBITDA

First Quarter

US \$ Millions	Three Months Ended March 31,	
	2022	2021
Net earnings (loss)	\$ (1.0)	\$ 10.2
Interest expense	9.3	14.5
Income tax expense	0.3	0.5
Depreciation and amortization	36.5	41.9
EBITDA [Non-GAAP]	\$ 45.1	\$ 67.1
EBITDA Margin [Non-GAAP]	6.1%	9.5%
Restructuring, impairment and transaction-related charges	3.6	2.6
Other ⁽¹⁾	—	0.2
Adjusted EBITDA [Non-GAAP] ⁽²⁾	\$ 48.7	\$ 69.9
Adjusted EBITDA Margin [Non-GAAP]	6.5%	9.9%

(1) Other includes the following items: (a) the equity in earnings of unconsolidated entity, which includes the results of operations for an investment in an entity where Quad has the ability to exert significant influence, but not control, and is accounted for using the equity method of accounting; and (b) the Adjusted EBITDA for unconsolidated equity method investments, which was calculated in a consistent manner with the calculation above for Quad.

(2) The Company made a change in its definition of Adjusted EBITDA to include net pension income. This change is reflected in both periods presented.

Free Cash Flow

First Quarter

US \$ Millions	Three Months Ended March 31,	
	2022	2021
Net cash provided by (used in) operating activities	\$ (16.9)	\$ 72.9
Less: purchases of property, plant and equipment	(19.1)	(16.9)
Free Cash Flow [Non-GAAP]	\$ (36.0)	\$ 56.0



Net Debt and Debt Leverage Ratio

US \$ Millions	March 31, 2022	December 31, 2021
Total debt and finance lease obligations on the balance sheets	\$ 802.2	\$ 803.7
Less: Cash and cash equivalents	138.3	179.9
Net Debt [Non-GAAP]	\$ 663.9	\$ 623.8
Divided by: trailing twelve months Adjusted EBITDA [Non-GAAP] ⁽¹⁾	\$ 239.3	\$ 260.5
Debt Leverage Ratio [Non-GAAP]	2.77x	2.39x

(1) The Company made a change in its definition of Adjusted EBITDA to include net pension income. This change is reflected in both periods presented. The calculation of Adjusted EBITDA for the trailing twelve months ended March 31, 2022, and December 31, 2021, was as follows:

	Year Ended December 31, 2021	Three Months Ended		Trailing Twelve Months Ended March 31, 2022
		Add March 31, 2022	Subtract March 31, 2021	
Net earnings (loss)	\$ 37.8	\$ (1.0)	\$ 10.2	\$ 26.6
Interest expense	59.6	9.3	14.5	54.4
Income tax expense	9.5	0.3	0.5	9.3
Depreciation and amortization	157.3	36.5	41.9	151.9
EBITDA [Non-GAAP]	\$ 264.2	\$ 45.1	\$ 67.1	\$ 242.2
Restructuring, impairment and transaction-related charges	18.9	3.6	2.6	19.9
Gains from sale and leaseback	(24.5)	—	—	(24.5)
Loss on debt extinguishment	0.7	—	—	0.7
Other	1.2	—	0.2	1.0
Adjusted EBITDA [Non-GAAP]	\$ 260.5	\$ 48.7	\$ 69.9	\$ 239.3



Balance Sheet

US \$ Millions	March 31, 2022	December 31, 2021
ASSETS		
Cash and cash equivalents	\$ 138.3	\$ 179.9
Receivables, less allowance for credit losses	341.7	362.0
Inventories	249.1	226.2
Prepaid expenses and other current assets	45.1	41.0
Property, plant and equipment—net	716.3	727.0
Operating lease right-of-use assets—net	119.2	125.7
Goodwill	86.4	86.4
Other intangible assets—net	68.2	75.3
Other long-term assets	73.9	66.5
Total assets	\$ 1,838.2	\$ 1,890.0
LIABILITIES AND SHAREHOLDERS' EQUITY		
Accounts payable	\$ 396.3	\$ 367.3
Accrued liabilities	242.7	308.9
Current portion of debt and finance lease obligations	252.9	247.4
Current portion of operating lease obligations	28.6	28.1
Long-term debt and finance lease obligations	549.3	556.3
Operating lease obligations	93.3	99.8
Deferred income taxes	12.8	11.9
Single and multi-employer pension obligations	47.2	51.4
Other long-term liabilities	77.8	82.1
Total liabilities	1,700.9	1,753.2
Total shareholders' equity	137.3	136.8
Total liabilities and shareholders' equity	\$ 1,838.2	\$ 1,890.0



Adjusted Diluted Earnings Per Share

First Quarter

US \$ Millions (Except Per Share Data)	Three Months Ended March 31,	
	2022	2021
Earnings (loss) before income taxes and equity in earnings of unconsolidated entity	\$ (0.7)	\$ 10.6
Restructuring, impairment and transaction-related charges	3.6	2.6
Adjusted net earnings, before income taxes [Non-GAAP]	2.9	13.2
Income tax expense at 25% normalized tax rate	0.7	3.3
Adjusted net earnings [Non-GAAP]	\$ 2.2	\$ 9.9
Basic weighted average number of common shares outstanding	51.5	51.4
Plus: effect of dilutive equity incentive instruments [Non-GAAP]	2.0	1.4
Diluted weighted average number of common shares outstanding [Non-GAAP]	53.5	52.8
Adjusted Diluted Earnings Per Share [Non-GAAP]	\$ 0.04	\$ 0.19
Diluted earnings (loss) per share [GAAP]	\$ (0.02)	\$ 0.19

