### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### FORM 8-K

CURRENT REPORT
PURSUANT TO SECTIONS 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) April 21, 2020

### **Entegris, Inc.**

(Exact name of registrant as specified in its charter)

 Delaware
 001-32598
 41-1941551

 (State or Other Jurisdiction of Incorporation)
 (Commission File Number)
 (LR.S. Employer Identification No.)

 129 Concord Road, Billerica, MA
 01821

(Address of principal executive offices)

(978) 436-6500 (Registrant's telephone number, including area code) (Zip Code)

N/A (Former Name or Former Address, if Changed Since Last Report)

	<del></del>	
Check the appropriate box below if the Form 8-K filing is intended to simultaneously	satisfy the filing obligation of the registrant under any of the follow	wing provisions:
$\square$ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 23	30.425)	
Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.1	14a-12)	
Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchang	ge Act (17 CFR 240.14d-2(b))	
Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange	ge Act (17 CFR 240.13e-4(c))	
Securities registered pursuant to Section 12(b) of the Act:		
Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, \$0.01 par value per share	ENTG	The Nasdaq Stock Market LLC
ndicate by check mark whether the registrant is an emerging growth company as defi	ined in Pule 405 of the Securities Act of 1933 (8230 405 of this ch	anter) or Pule 12h-2 of the Securities Exchange Act of 1934 (8240 12h

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company  $\Box$ 

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.  $\Box$ 

#### Item 2.02. Results of Operations and Financial Condition.

On April 21, 2020, Entegris, Inc. issued a press release to announce results for the first quarter of 2020 and will hold a conference call to discuss such results. A copy of this press release and the supplemental slides to which management will refer during the conference call are attached hereto as Exhibit 99.1 and Exhibit 99.2, respectively, and are incorporated herein by reference.

In accordance with General Instructions B.2 of Form 8-K, the information in this Item 2.02 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing. The information set forth herein will not be deemed an admission as to the materiality of any information required to be disclosed solely to satisfy the requirements of Regulation FD.

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

#### EXHIBIT INDEX

Exhibit	
No.	Description
99.1	Press Release, date April 21, 2020
99.2	First Quarter Earnings Release Presentation Slides, dated April 21, 2020
101.INS	XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document.
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

### ENTEGRIS, INC.

Dated: April 21, 2020 /s/ Gregory B. Graves By:

Name:

Gregory B. Graves Executive Vice President and Chief Financial Officer Title:

Exhibit 99.1



FOR RELEASE AT 6:00 AM EST

#### **ENTEGRIS REPORTS RESULTS FOR FIRST QUARTER OF 2020**

- First-quarter revenue of \$412.3 million, increased 5% from prior year
- First-quarter GAAP diluted EPS of \$0.45, increased 88%
- First-quarter Non-GAAP diluted EPS of \$0.55, increased 10%

BILLERICA, Mass., April 21, 2020 - Entegris, Inc. (NASDAQ: ENTG), today reported its financial results for the Company's first quarter ended March 28, 2020.

First-quarter sales were \$412.3 million, an increase of 5% from the same quarter last year. GAAP first-quarter net income was \$61.0 million, or \$0.45 per diluted share, which included \$16.2 million of amortization of intangible assets and \$1.4 million in deal and transaction costs. Non-GAAP net income was \$75.6 million and non-GAAP net income per diluted share was \$0.55.

Bertrand Loy, president and chief executive officer, said: "During these unprecedented times, our first priority is to ensure the health and safety of our colleagues and families, while continuing to provide exceptional service to our customers. In light of the significant challenges from Covid-19, I'm pleased with our first quarter results. Despite major supply-chain shutdowns across many industries, our manufacturing operations were only modestly impacted by Covid-19, as a direct result of the extraordinary efforts of our Entegris teams and extended supply chain partners around the world."

Mr. Loy added: "While the demand for our products will likely be impacted by the ongoing effects of Covid-19 on the global economy, we remain very optimistic about the long-term prospects of the industry and the criticality of our solutions. Our team has very effectively managed challenging times in the past and will take the necessary steps to align our business to market conditions as they evolve. Entegris is in a strong financial position and has sufficient liquidity to navigate through this environment."

#### Quarterly Financial Results Summary

(in thousands, except percentages and per share data)

GAAP Results	March 28, 2020	March 30, 2019	<u>December 31, 2019</u>
Net sales	\$412,327	\$391,047	\$426,998
Operating income	\$80,744	\$47,491	\$84,085
Operating margin	19.6 %	12.1 %	19.7 %
Net income	\$61,006	\$32,658	\$57,438
Diluted earnings per share (EPS)	\$0.45	\$0.24	\$0.42
Non-GAAP Results			
Non-GAAP adjusted operating income	\$99,638	\$92,180	\$104,647
Non-GAAP adjusted operating margin	24.2 %	23.6 %	24.5 %
Non-GAAP net income	\$75,571	\$67,894	\$74,582
Non-GAAP EPS	\$0.55	\$0.50	\$0.55

#### Second-Quarter Outlook

For the second quarter ending June 27, 2020, the Company expects sales of \$410 million to \$430 million, net income of \$50 million and net income per diluted share between \$0.37 and \$0.43. On a non-GAAP basis, EPS is expected to range from \$0.45 to \$0.51 per diluted share, which reflects net income on a non-GAAP basis in the range of \$61 million to \$70 million.

#### Segment Results

The Company reports its results in the following segments:

Specialty Chemicals and Engineered Materials (SCEM): SCEM provides high-performance and high-purity process chemistries, gases and materials, as well as safe and efficient delivery systems to support semiconductor and other advanced manufacturing processes.

Microcontamination Control (MC): MC solutions purify critical liquid chemistries and gases used in semiconductor manufacturing processes and other high-technology industries.

Advanced Materials Handling (AMH): AMH develops solutions to monitor, protect, transport, and deliver critical liquid chemistries, wafers, and substrates for a broad set of applications in the semiconductor industry and other high-technology industries.

#### First-Quarter Results Conference Call Details

Entegris will hold a conference call to discuss its results for the first quarter on Tuesday, April 21, 2020, at 9:00 a.m. Eastern Time. Participants should dial 888-254-3590 or +1 323-994-2093, referencing confirmation code 3810279. Participants are asked to dial in 5 to 10 minutes prior to the start of the call. For a replay of the call, please Click Here using passcode 3810279.

The call can also be accessed live and on-demand from the Entegris website. Point your web browser to <a href="http://linvestor.entegris.com/events.cfm">http://linvestor.entegris.com/events.cfm</a> and follow the link to the webcast. The on-demand playback will be available for six weeks after the conclusion of the teleconference.

Management's slide presentation concerning the results for the first quarter, which may be referred to during the call, will be posted on the *investor relations* section of <u>www.entegris.com</u> Tuesday morning before the call.

Entegris, Inc. - page 2 of 13

#### **ABOUT ENTEGRIS**

Entegris is a world-class supplier of advanced materials and process solutions for the semiconductor and other high-tech industries. Entegris is ISO 9001 certified and has manufacturing, customer service and/or research facilities in the United States, Canada, China, France, Germany, Israel, Japan, Malaysia, Singapore, South Korea and Taiwan. Additional information can be found at <a href="https://www.entegris.com">www.entegris.com</a>.

#### Non-GAAP Information

The Company's condensed consolidated financial statements are prepared in conformity with accounting principles generally accepted in the United States (GAAP). Adjusted EBITDA, Adjusted Gross Profit, Adjusted Segment Profit, and Adjusted Operating Income, together with related measures thereof, and non-GAAP net income and non-GAAP EPS, are considered "Non-GAAP financial measures" under the rules and regulations of the Securities and Exchange Commission. The presentation of this financial information is not intended to be considered in isolation or as a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP. The Company uses these non-GAAP financial measures for financial and operational decision-making, as a means to evaluate period-to-period comparisons, as well as comparisons to the Company's competitors' operating results. Management believes that these non-GAAP financial measures provide meaningful supplemental information regarding the Company's performance and liquidity by excluding certain items that may not be indicative of the Company's recurring business operating results, such as amortization, depreciation and discrete cash charges that may vary significantly from period to period. The Company believes that both management and investors benefit from referring to these non-GAAP financial measures in assessing and understanding the Company's results and performance and when planning, forecasting, and analyzing future periods. The Company believes these non-GAAP financial measures are useful to investors both because (1) they allow for greater transparency with respect to key metrics used by management in its financial and operational decision-making and (2) they are used by the Company's institutional investors and the analyst community to help them analyze the Company's business. The reconciliations of GAAP Net Income to Adjusted Operating Income and Adjusted EBITDA, GAAP Net Income and Earnings per Share to Non-GAAP Segment Profit to Adjusted Operatin

#### Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The words "believe," "expect," "anticipate," "intend," "estimate," "forecast," "project," "should," "may," "will," "would" or the negative thereof and similar expressions are intended to identify such forward-looking statements include statements related to future period guidance; future sales, net income, net income per diluted share, non-GAAP EPS, non-GAAP net income, expenses and other financial metrics; the Company's performance relative to its markets; the impact, financial or otherwise, of any organizational changes; market and technology trends, including the expected impact of the Covid-19 pandemic; the development of new products and the success of their introductions; the Company's capital allocation strategy, which may be modified at any time for any reason, including share repurchases, dividends, debt repayments and potential acquisitions; the effect of the Tax Cuts and Jobs Act on the Company's capital allocation strategy; the impact of the acquisitions the Company has made and commercial partnerships the Company has established; the Company's ability to expayments and other matters. These statements involve risks and uncertainties, and actual results may differ materially from those projected in the forward-looking statements. These risks and uncertainties include, but are not limited to, weakening of global and/or regional economic conditions, generally or specifically in the semiconductor industry, which could decrease the demand for the Company's products and solutions; risks related to the Covid-19 pandemic on the global economy and financial markets, as well as on the Company, our customers and suppliers, which may impact our sales, gross margin, customer demand and our ability to supply our products to our customers; the Company's ability to meet rapid demand shifts; the Company's ability to continue technological innovation and introduce new products to meet cus

Entegris, Inc. - page 3 of 13

Annual Report on Form 10-K for the fiscal year ended December 31, 2019, filed on February 7, 2020, and in the Company's other periodic filings. The Company assumes no obligation to update any forward-looking statements or information, which speak as of their respective dates.

Entegris, Inc. - page 4 of 13

# Entegris, Inc. and Subsidiaries Condensed Consolidated Statements of Operations (In thousands, except per share data) (Unaudited)

	Three months ended						
	March 28, 2020					December 31, 2019	
Net sales	\$	412,327	\$	391,047	\$	426,998	
Cost of sales		226,849		213,654		229,362	
Gross profit		185,478		177,393		197,636	
Selling, general and administrative expenses		58,891		82,254		67,171	
Engineering, research and development expenses		29,632		28,991		30,352	
Amortization of intangible assets		16,211		18,657		16,028	
Operating income		80,744		47,491		84,085	
Interest expense, net		10,238		9,659		12,743	
Other expense (income), net		878		(248)		248	
Income before income tax expense	· <u> </u>	69,628		38,080		71,094	
Income tax expense		8,622		5,422		13,656	
Net income	\$	61,006	\$	32,658	\$	57,438	
Basic net income per common share:	\$	0.45	\$	0.24	\$	0.43	
Diluted net income per common share:	\$	0.45	\$	0.24	\$	0.42	
Weighted average shares outstanding:							
Basic		134,745		135,299		134,778	
Diluted		136,369		136,692		136,470	

Entegris, Inc. - page 5 of 13

# Entegris, Inc. and Subsidiaries Condensed Consolidated Balance Sheets (In thousands) (Unaudited)

	(,		
		March 28, 2020	December 31, 2019
ASSETS			
Current assets:			
Cash and cash equivalents	\$	335,077	\$ 351,911
Trade accounts and notes receivable, net		277,796	234,409
Inventories, net		300,694	287,098
Deferred tax charges and refundable income taxes		25,650	24,552
Other current assets		27,089	34,427
Total current assets		966,306	932,397
Property, plant and equipment, net		474,841	479,544
Other assets:			
Right-of-use assets		50,058	50,160
Goodwill		726,234	695,044
Intangible assets, net		355,815	333,952
Deferred tax assets and other noncurrent tax assets		11,563	11,245
Other		13,748	13,744
Total assets	\$	2,598,565	\$ 2,516,086
LIABILITIES AND EQUITY			
Current liabilities			
Long-term debt, current maturities	\$	4,000	\$ 4,000
Accounts payable		81,561	84,207
Accrued liabilities		90,447	150,118
Income tax payable		25,982	 26,108
Total current liabilities		201,990	264,433
Long-term debt, excluding current maturities		1,074,888	932,484
Long-term lease liability		43,549	43,827
Other liabilities		106,811	109,453
Shareholders' equity		1,171,327	 1,165,889
Total liabilities and equity	\$	2,598,565	\$ 2,516,086

Entegris, Inc. - page 6 of 13

# Entegris, Inc. and Subsidiaries Condensed Consolidated Statements of Cash Flows (In thousands) (Unaudited)

	Three months ended		
	 March 28, 2020	March 30, 2019	
Operating activities:			
Net income	\$ 61,006 \$	32,658	
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation	20,648	16,721	
Amortization	16,211	18,657	
Stock-based compensation expense	4,994	4,653	
Other	5,563	5,694	
Changes in operating assets and liabilities, net of effects of acquisitions:			
Trade accounts and notes receivable	(43,995)	(9,109)	
Inventories	(18,205)	(2,131)	
Accounts payable and accrued liabilities	(38,020)	(45,019)	
Income taxes payable, refundable income taxes and noncurrent taxes payable	(225)	(42,873)	
Other	3,426	18,211	
Net cash provided by (used in) operating activities	11,403	(2,538)	
Investing activities:			
Acquisition of property and equipment	(22,585)	(34,465)	
Acquisition of business, net of cash	(75,630)	(49,789)	
Other	5	197	
Net cash used in investing activities	(98,210)	(84,057)	
Financing activities:			
Proceeds from short-term borrowings and long-term debt	217,000	_	
Payments on long-term debt	(75,000)	(1,000)	
Dividend payments	(10,847)	(9,470)	
Issuance of common stock	551	917	
Taxes paid related to net share settlement of equity awards	(11,440)	(7,727)	
Repurchase and retirement of common stock	(29,654)	(35,321)	
Deferred acquisition payments	(16,125)	_	
Other	(2,890)	(250)	
Net cash provided by (used in) financing activities	71,595	(52,851)	
Effect of exchange rate changes on cash and cash equivalents	(1,712)	(256)	
(Decrease) in cash and cash equivalents	(16,924)	(139,702)	
Cash and cash equivalents at beginning of period	351,911	482,062	
Cash and cash equivalents at end of period	\$ 334,987 \$	342,360	

Entegris, Inc. - page 7 of 13

# Entegris, Inc. and Subsidiaries Segment Information (In thousands) (Unaudited)

March 28, 2020

144,214 \$

103,469

16,211

6,514

80,744 \$

March 30, 2019

124,470 \$

94,121

18,657

27,973

47,491 \$

December 31, 2019

110,665

16,028

10,552

84,085

Net sales

Specialty Chemicals and Engineered Materials

Total segment profit

Unallocated expenses

Amortization of intangibles

Total operating income

Specialty Chemicals and Engineered Materials	a a	144,214	3	124,470	Ф		140,/4/
Microcontamination Control		159,261		157,706			169,794
Advanced Materials Handling		116,137		116,064			117,455
Inter-segment elimination		(7,285)		(7,193)			(6,998)
Total net sales	\$	412,327	\$	391,047	\$		426,998
				Three months ended			
Segment profit		March 28, 2020		March 30, 2019		December 31, 2019	
Specialty Chemicals and Engineered Materials	\$	32,670	\$	24,431	\$		32,822
Microcontamination Control		50,167		47,323			57,157
Advanced Materials Handling		20.632		22.367			20.686

Entegris, Inc. - page 8 of 13

# Entegris, Inc. and Subsidiaries Reconciliation of GAAP Gross Profit to Adjusted Gross Profit (In thousands) (Unaudited)

			Three months ended		
	 March 28, 2020		March 30, 2019		December 31, 2019
Net sales	\$ 412,327	\$	391,047	\$	426,998
Gross profit-GAAP	\$ 185,478	\$	177,393	\$	197,636
Adjustments to gross profit:					
Severance and restructuring costs	_		358		(12)
Charge for fair value mark-up of acquired inventory sold	361		2,155		211
Adjusted gross profit	\$ 185,839	\$	179,906	\$	197,835
Gross margin - as a % of net sales	45.0	%	45.4 9	6	46.3 %
Adjusted gross margin - as a % of net sales	45.1	%	46.0 9	6	46.3 %

Entegris, Inc. - page 9 of 13

## Entegris, Inc. and Subsidiaries Reconciliation of GAAP Segment Profit to Adjusted Operating Income (In thousands) (Unaudited)

		i nree months ended						
Segment profit-GAAP	Mar	rch 28, 2020	March 30, 2019	December 31, 2019				
Specialty Chemicals and Engineered Materials (SCEM)	\$	32,670 \$	24,431 \$	32,822				
Microcontamination Control (MC)		50,167	47,323	57,157				
Advanced Materials Handling (AMH)		20,632	22,367	20,686				
Total segment profit		103,469	94,121	110,665				
Amortization of intangible assets		16,211	18,657	16,028				
Unallocated expenses		6,514	27,973	10,552				
Total operating income	\$	80,744 \$	47,491 \$	84,085				

	Three months ended						
Adjusted segment profit		March 28, 2020		March 30, 2019		December 31, 2019	
SCEM segment profit	\$	32,670	\$	24,431	\$	32,822	
Severance and restructuring costs		174		519		184	
Charge for fair value write-up of acquired inventory sold		235		120		(476)	
SCEM adjusted segment profit	\$	33,079	\$	25,070	\$	32,530	
MC segment profit	\$	50,167	\$	47,323	\$	57,157	
Severance and restructuring costs		190		724		195	
Charge for fair value write-up of acquired inventory sold		126		2,035		687	
MC adjusted segment profit	\$	50,483	\$	50,082	\$	58,039	
AMH segment profit	\$	20,632	\$	22,367	\$	20,686	
Severance and restructuring costs		135		578		(379)	
AMH adjusted segment profit	\$	20,767	\$	22,945	\$	20,307	
Unallocated general and administrative expenses	\$	6,514	\$	27,973	\$	10,552	
Unallocated deal and integration costs		(1,479)		(22,056)		(4,323)	
Unallocated severance and restructuring costs		(344)		_		<u> </u>	
Adjusted unallocated general and administrative expenses	\$	4,691	\$	5,917	\$	6,229	
Total adjusted segment profit	\$	104,329	\$	98,097	\$	110,876	
Adjusted amortization of intangible assets		_		_		_	
Adjusted unallocated expenses		4,691		5,917		6,229	
Total adjusted operating income	\$	99,638	\$	92,180	\$	104,647	

Entegris, Inc. - page 10 of 13

# Entegris, Inc. and Subsidiaries Reconciliation of GAAP Net Income to Adjusted Operating Income and Adjusted EBITDA (In thousands) (Unaudited)

Three mor	ths ended

	M	Iarch 28, 2020	March 3	0, 2019	December 31, 2019
Net sales	\$	412,327	\$	391,047	\$ 426,998
Net income	\$	61,006	\$	32,658	\$ 57,438
Adjustments to net income:					
Income tax expense		8,622		5,422	13,656
Interest expense, net		10,238		9,659	12,743
Other expense (income), net		878		(248)	248
GAAP - Operating income	<del></del>	80,744		47,491	84,085
Charge for fair value write-up of acquired inventory sold		361		2,155	211
Deal and transaction costs		1,431		19,136	973
Integration costs		48		2,920	3,350
Severance and restructuring costs		843		1,821	_
Amortization of intangible assets		16,211		18,657	16,028
Adjusted operating income	<del></del>	99,638		92,180	104,647
Depreciation		20,648		16,721	20,352
Adjusted EBITDA	\$	120,286	\$	108,901	\$ 124,999
Net income - as a % of net sales		14.8 %		8.4 %	13.5 %
Adjusted operating margin		24.2 %		23.6 %	24.5 %
Adjusted EBITDA - as a % of net sales		29.2 %		27.8 %	29.3 %

Entegris, Inc. - page 11 of 13

# Entegris, Inc. and Subsidiaries Reconciliation of GAAP Net Income and Earnings per Share to Non-GAAP Net Income and Earnings per Share (In thousands, except per share data) (Unaudited)

Three months ended

	M	farch 28, 2020	March 30, 2019	December 31, 2019
GAAP net income	\$	61,006	\$ 32,658	\$ 57,438
Adjustments to net income:				
Charge for fair value write-up of inventory acquired		361	2,155	211
Deal and transaction costs		1,431	19,547	973
Integration costs		48	2,920	3,350
Severance and restructuring costs		843	1,821	_
Loss on debt extinguishment and modification		_	_	1,980
Amortization of intangible assets		16,211	18,657	16,028
Tax effect of adjustments to net income and discrete items1		(4,329)	(9,864)	(5,398)
Non-GAAP net income	\$	75,571	\$ 67,894	\$ 74,582
Diluted earnings per common share	\$	0.45	\$ 0.24	\$ 0.42
Effect of adjustments to net income	\$	0.11	\$ 0.26	\$ 0.13
Diluted non-GAAP earnings per common share	\$	0.55	\$ 0.50	\$ 0.55

<sup>&</sup>lt;sup>1</sup>The tax effect of pre-tax adjustments to net income was calculated using the applicable marginal tax rate during the respective years.

Entegris, Inc. - page 12 of 13

# Entegris, Inc. and Subsidiaries Reconciliation of GAAP Outlook to Non-GAAP Outlook (In millions, except per share data) (Unaudited)

Second-Quarter Outlook

Reconciliation GAAP net income to non-GAAP net income	June 27, 2020
GAAP net income	\$50 - \$59
Adjustments to net income:	
Restructuring and integration costs	2
Amortization of intangible assets	12
Income tax effect	(3)
Non-GAAP net income	\$61 - \$70
Reconciliation GAAP diluted earnings per share to non-GAAP diluted earnings per share	Second-Quarter Outlook June 27, 2020
Reconciliation GAAP diluted earnings per share to non-GAAP diluted earnings per share  Diluted earnings per common share	Second-Quarter Outlook June 27, 2020 \$0.37 - \$0.43
Reconciliation GAAP diluted earnings per share to non-GAAP diluted earnings per share  Diluted earnings per common share  Adjustments to diluted earnings per common share:	June 27, 2020
Diluted earnings per common share	June 27, 2020
Diluted earnings per common share Adjustments to diluted earnings per common share:	June 27, 2020 \$0.37 - \$0.43
Diluted earnings per common share Adjustments to diluted earnings per common share: Restructuring and integration costs	June 27, 2020 \$0.37 - \$0.43 0.01

### END ###

Entegris, Inc. - page 13 of 13



### SAFE HARBOR

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The words "believe," "expect," "anticipate," "estimate," "forecast," "project," "should," "may," "will," "would" or the negative thereof and similar expressions are intended to identify such forward-looking statements. Th forward-looking statements include statements related to future period guidance; future sales, net income, net income per diluted share, non-GAAP EPS, non-GAAP net income and other financial metrics; the Company's performance relative to its markets; the impact, financial or otherwise, of any organizational changes; market and technology trends the expected impact of the Covid-19 pandemic; the development of new products and the success of their introductions; the Company's capital allocation strategy, which may b at any time for any reason, including share repurchases, dividends, debt repayments and potential acquisitions; the effect of the Tax Cuts and Jobs Act on the Company's capita allocation strategy; the impact of the acquisitions the Company has made and commercial partnerships the Company has established; the Company's ability to execute on its str and other matters. These statements involve risks and uncertainties, and actual results may differ materially from those projected in the forward-looking statements. These risks uncertainties include, but are not limited to, weakening of global and/or regional economic conditions, generally or specifically in the semiconductor industry, which could deci demand for the Company's products and solutions; risks related to the Covid-19 pandemic on the global economy and financial markets, as well as on the Company, our custon suppliers, which may impact our sales, gross margin, customer demand and our ability to supply our products to our customers; the Company's ability to meet rapid demand sh Company's ability to continue technological innovation and introduce new products to meet customers' rapidly changing requirements; the Company's concentrated customer b Company's ability to identify, effect and integrate acquisitions, joint ventures or other transactions; the Company's ability to effectively implement any organizational changes; Company's ability to protect and enforce intellectual property rights; operational, political and legal risks of the Company's international operations; the Company's dependence source and limited source suppliers; the increasing complexity of certain manufacturing processes; raw material shortages, supply constraints and price increases; changes in go regulations of the countries in which the Company operates; fluctuation of currency exchange rates; fluctuations in the market price of the Company's stock; the level of, and ol associated with, the Company's indebtedness; and other risk factors and additional information described in the Company's filings with the Securities and Exchange Commission including under the heading "Risks Factors" in Item 1A of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2019, filed on February 7, 2020 the Company's other periodic filings. The Company assumes no obligation to update any forward-looking statements or information, which speak as of their respective dates.

This presentation contains references to "Adjusted EBITDA," "Adjusted EBITDA Margin," "Adjusted EBITDA — as a % of Net Sales", "Adjusted Operating Income," "Adjust Operating Margin", "Adjusted Gross Profit," "Adjusted Gross Profit Margin", "Adjusted Segment Profit", "Adjusted Segment Profit Margin", "Non-GAAP Operating Expense GAAP Net Income" and "Diluted Non-GAAP Earnings per Share" that are not presented in accordance GAAP. The non-GAAP financial measures should not be considered in or as a substitute for GAAP financial measures but should instead be read in conjunction with the GAAP financial measures. Further information with respect to and reconciliat such measures to the most directly comparable GAAP financial measure can be found attached to this presentation.

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### First Quarter 2020 Financial Summary

\$412mm REVENUE		\$0.45 GAAP EPS \$0.55 NON-GAAP EPS	+886
\$120mm ADJUSTED EBITDA <sup>2</sup>	+10%	\$212mm <sup>4</sup> TTM FREE CASH FLOW <sup>3</sup>	+44

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All growth data on this slide is year-on-year.
 See appendix for EBITDA reconciliations.
 Free cash flow equals cash from operations less capital expenditures.
 Excludes Versum transaction termination fee, net of \$83.4 million.

### Summary – Consolidated Statement of Operations (GAAP)

\$ in millions, except per share data	1Q20	1Q20 Guidance	4Q19	1Q19	1Q20 over 1Q19	1Q20 over 4Q19
Net Revenue	\$412.3	\$415 - \$430	\$427.0	\$391.0	5.4%	(3.4)%
Gross Margin	45.0%		46.3%	45.4%		
Operating Expenses	\$104.7	\$111 - \$113	\$113.6	\$129.9	(19.4)%	(7.8)%
Operating Income	\$80.7		\$84.1	\$47.5	69.9%	(4.0)%
Operating Margin	19.6%		19.7%	12.1%		
Tax Rate	12.4%		19.2%	14.2%		
Net Income	\$61.0	\$56 - \$63	\$57.4	\$32.7	86.5%	6.3%
Earnings per diluted share	\$0.45	\$0.41 - \$0.46	\$0.42	\$0.24	87.5%	7.1%

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### Summary - Consolidated Statement of Operations (Non-GAAP)<sup>1</sup>

\$ in millions, except per share data	1Q20	1Q20 Guidance	4Q19	1Q19	1Q20 over 1Q19	1Q20 over 4Q19
Net Revenue	\$412.3	\$415 - \$430	\$427.0	\$391.0	5.4%	(3.4)%
Adjusted Gross Margin <sup>2</sup>	45.1%		46.3%	46.0%		
Non-GAAP Operating Expenses <sup>3</sup>	\$86.2	\$96 - \$98	\$93.2	\$87.7	(1.7)%	(7.5)%
Adjusted Operating Income	\$99.6		\$104.6	\$92.2	8.0%	(4.8)%
Adjusted Operating Margin	24.2%		24.5%	23.6%		
Non-GAAP Tax Rate <sup>4</sup>	14.6%		20.3%	18.4%		
Non-GAAP Net Income <sup>5</sup>	\$75.6	\$68 - \$75	\$74.6	\$67.9	11.3%	1.3%
Non-GAAP EPS	0.55	\$0.50 - \$0.55	\$0.55	\$0.50	10.0%	_%

5

See GAAP to Non-GAAP reconciliation tables in the appendix of this presentation.
 Adjusted Gross Margin excludes charges for fair value write-up of acquired inventory sold and severance and restructuring costs.
 Non-GAAP Operating Expenses exclude amortization expense, deal and transaction costs, integration costs and severance and restructuring costs.
 Non-GAAP Tax Rate reflects the tax effect of non-GAAP adjustments and discrete tax items to GAAP taxes.
 Non-GAAP Net Income excludes amortization expense, the tax effect of non-GAAP adjustments and discrete tax items to GAAP taxes.

# Specialty Chemicals and Engineered Materials Segment (SCEM)<sup>1</sup> 1Q20 Highlights

\$ in millions	1Q20	4Q19	1Q19	1Q20 over 1Q19	1Q20 over 4Q19
Net Revenue	\$144.2	\$146.7	\$124.5	15.8%	(1.7)%
Segment Profit	\$32.7	\$32.8	\$24.4	34.0%	(0.3)%
Segment Profit Margin	22.7%	22.4%	19.6%		
Adj. Segment Profit	\$33.1	\$32.5	\$25.1	31.9%	1.8%
Adj. Segment Profit Margin	22.9%	22.2%	20.1%		

### 1Q20 SCEM Highlights

- Sales growth (YOY): primarily driven by advanced deposition materials, cleaning chemistries, and the positive impact of the DS MPD and Sinmat acquisitions.
- Sales decline (SEQ): primarily driven by specialty materials.
- Adj. Profit Margin increase (YOY): driven primarily by higher volume and good expense control.

<sup>1.</sup> See GAAP to Non-GAAP reconciliation tables in the appendix of this presentation.

### Microcontamination Control (MC)<sup>1</sup> 1Q20 Highlights

\$ in millions	1Q20	4Q19	1Q19	1Q20 over 1Q19	1Q20 over 4Q19
Net Revenue	\$159.3	\$169.8	\$157.7	1.0%	(6.2)%
Segment Profit	\$50.2	\$57.2	\$47.3	6.1%	(12.2)%
Segment Profit Margin	31.5%	33.7%	30.0%		
Adj. Segment Profit	\$50.5	\$58.0	\$50.1	0.8%	(12.9)%
Adj. Segment Profit Margin	31.7%	34.2%	31.8%		

### 1Q20 MC Highlights

- · Sales growth (YOY): growth in liquid filtratio gas filtration and the impact of the Anow acquisition; more than offset declines in gas purification.
- · Sales decline (SEQ): primarily driven by gas purification, which was impacted the temporar supply chain issues at our California facility.
- · Adj. Profit Margin decline (SEQ): driven primarily by the lower volumes and manufacturing inefficiencies.

<sup>1.</sup> See GAAP to Non-GAAP reconciliation tables in the appendix of this presentation.

# Advanced Materials Handling (AMH)<sup>1</sup> 1Q20 Highlights

\$ in millions	1Q20	4Q19	1Q19	1Q20 over 1Q19	1Q20 over 4Q19
Net Revenue	\$116.1	\$117.5	\$116.1	%	(1.2)%
Segment Profit	\$20.6	\$20.7	\$22.4	(8.0)%	(0.5)%
Segment Profit Margin	17.8%	17.6%	19.3%		
Adj. Segment Profit	\$20.8	\$20.3	\$22.9	(9.2)%	2.5%
Adj. Segment Profit Margin	17.9%	17.3%	19.8%		

### 1Q20 AMH Highlights

- Sales decline (SEQ): primarily driven by wafe reticle handling and sensing products.
- Adj. Profit Margin increase (SEQ): driven primarily by solid cost management.

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<sup>1.</sup> See GAAP to Non-GAAP reconciliation tables in the appendix of this presentation.

### Summary – Balance Sheet Items

\$ in millions	1Q2	0	4Q1	4Q19		
	\$ Amount	% Total	\$ Amount	% Total	\$ Amount	%
Cash & Cash Equivalents	\$335.1	12.9%	\$351.9	14.0%	\$342.4	1
Accounts Receivable, net	\$277.8	10.7%	\$234.4	9.3%	\$232.1	1
Inventories	\$300.7	11.6%	\$287.1	11.4%	\$271.5	1
Net PP&E	\$474.8	18.3%	\$479.5	19.1%	\$442.4	]
Total Assets	\$2,598.6		\$2,516.1		\$2,314.0	
Current Liabilities <sup>1</sup>	\$202.0	7.8%	\$264.4	10.5%	\$212.8	
Long-term debt, excluding current maturities	\$1,074.9	41.4%	\$932.5	37.1%	\$934.3	۷
Total Liabilities	\$1,427.3	54.9%	\$1,350.2	53.7%	\$1,313.5	5
Total Shareholders' Equity	\$1,171.3	45.1%	\$1,165.9	46.3%	\$1,000.5	2
AR - DSOs	61.5	5	50.	1	54.	2
Inventory Turns	3.1		3.2		3.2	2

<sup>1.</sup> Current Liabilities includes \$4 million of current maturities of long term debt.

### Cash Flows

\$ in millions	1Q20	4Q19	1Q19
Beginning Cash Balance	\$351.9	\$282.7	\$482.1
Cash provided by operating activities	\$11.4	\$128.6	(\$2.5)
Capital expenditures	(\$22.6)	(\$25.9)	(\$34.5)
Proceeds from short-term borrowings and long-term debt	\$217.0		
Payments on long-term debt	(\$75.0)	(\$2.0)	(\$1.0)
Acquisition of business, net of cash	(\$75.6)	(\$11.0)	(\$49.8)
Repurchase and retirement of common stock	(\$29.7)	(\$15.0)	(\$35.3)
Dividend payments	(\$10.8)	(\$10.8)	(\$9.5)
Other investing activities	_	\$1.1	\$0.2
Other financing activities	(\$29.9)	\$2.8	(\$7.1)
Effect of exchange rates	(\$1.7)	\$1.4	(\$0.2)
Ending Cash Balance	\$335.0	\$351.9	\$342.4
Free Cash Flow <sup>1</sup>	(\$11.2)	\$102.7	(\$37.0)
Adjusted EBITDA	\$120.3	\$125.0	\$108.9
Adjusted EBITDA %	29.2%	29.3%	27.8%

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<sup>1.</sup> Free cash flow equals cash from operations less capital expenditures.

\$ in millions, except per share data	2Q20 Guidance	1Q20 Actual	1Q19 Actua
Net Revenue	\$410 - \$430	\$412.3	\$391.0
Operating Expenses	\$102 - \$104	\$104.7	\$129.9
Net Income	\$50 - \$59	\$61.0	\$32.7
Earnings (Per Diluted Share)	\$0.37 - \$0.43	\$0.45	\$0.24

Non-GAAP					
\$ in millions, except per share data	2Q20 Guidance	1Q20 Actual	1Q19 Actual		
Net Revenue	\$410 - \$430	\$412.3	\$391.0		
Non-GAAP Operating Expenses <sup>1</sup>	\$88 - \$90	\$86.2	\$87.7		
Non-GAAP Net Income <sup>1</sup>	\$61 - \$70	\$75.6	\$67.9		
Non-GAAP EPS <sup>1</sup>	\$0.45 - \$0.51	\$0.55	\$0.50		

<sup>1.</sup> See GAAP to Non-GAAP reconciliation tables in the appendix of this presentation

### Liquidity and Capital Structure (as of 3/28/2020)

\$ millions

Liquidity							
U.S. Cash	\$134						
Foreign Cash	\$201						
Total Cash	\$335						
Undrawn Revolving Credit Facility	\$158						
Total Liquidity	\$493						

Debt Structure		Covenants
Senior Secured Term Loan (due 2025)	\$396	No maintenance covenants
Senior Unsecured Notes (due 2026)	\$550	No maintenance covenants
Revolving Credit Facility (drawn amount)1	\$142	3.25x secured net leverage

<sup>1.</sup> Springing covenant when borrowings exceed \$105 million. Current covenant calculation: <1x (well below 3.25x threshold).



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### Non-GAAP Reconciliation Table

14

### Reconciliation of GAAP Gross Profit to Adjusted Gross Profit

	Three months ended										
(In thousands)	1,0	March 28, 2020	March 30, 2019	December 31, 2019							
Net sales	\$	412,327 \$	391,047 \$	426,998							
Gross profit-GAAP	\$	185,478 \$	177,393 \$	197,636							
Adjustments to gross profit:											
Severance and restructuring costs		_	358	(12)							
Charge for fair value mark-up of acquired inventory sold		361	2,155	211							
Adjusted gross profit	\$	185,839 \$	179,906 \$	197,835							
Gross margin - as a % of net sales		45.0 %	45.4 %	46.3 %							
Adjusted gross margin - as a % of net sales		45.1 %	46.0 %	46.3 %							

# NON-GAAP RECONCILIATION TABLE RECONCILIATION OF GAAP OPERATING EXPENSES AND TAX RATE TO NON-GAAP OPERATING EXPENSES AND TAX RATE

	Three months ended									
(In millions)	Marc	ch 28, 2020	March 30, 2019	December 31, 2019						
GAAP operating expenses	\$	104.7 \$	129.9 \$	113.6						
Adjustments to operating expenses:										
Deal and transaction costs		1.4	19.1	0.9						
Integration costs		0.1	2.9	3.4						
Severance and restructuring costs		0.8	1.5	_						
Amortization of intangible assets	W	16.2	18.7	16.0						
Non-GAAP operating expenses	\$	86.2 \$	87.7 \$	93.2						
GAAP tax rate		12.4 %	14.2 %	19.2 %						
Other		2.2 %	4.2 %	1.1 %						
Non-GAAP tax rate	&	14.6 %	18.4 %	20.3 %						

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## NON-GAAP RECONCILIATION TABLE RECONCILIATION OF GAAP SEGMENT PROFIT TO ADJUSTED OPERATING INCOME

(In thousands)	Three months ended									
Segment profit-GAAP	Mar	ch 28, 2020	March 30, 2019	December 31, 2019						
Specialty Chemicals and Engineered Materials (SCEM)	S	32,670 \$	24,431 S	32,822						
Microcontamination Control (MC)		50,167	47,323	57,157						
Advanced Materials Handling (AMH)	82	20,632	22,367	20,686						
Total segment profit		103,469	94,121	110,665						
Amortization of intangible assets		16,211	18,657	16,028						
Unallocated expenses		6,514	27,973	10,552						
Total operating income	\$	80,744 \$	47,491 S	84,085						

(In thousands)	Three months ended										
Adjusted segment profit	Mar	ch 28, 2020	March 30, 2019	December 31, 2019							
SCEM segment profit	S	32,670 S	24,431	\$ 32,822							
Severance and restructuring costs		174	519	184							
Charge for fair value write-up of acquired inventory sold		235	120	(476)							
SCEM adjusted segment profit	S	33,079 S	25,070	\$ 32,530							
MC segment profit	S	50,167 S	47,323	\$ 57,157							
Severance and restructuring costs		190	724	195							
Charge for fair value write-up of acquired inventory sold		126	2,035	687							
MC adjusted segment profit	S	50,483 S	50,082	\$ 58,039							
AMH segment profit	S	20,632 \$	22,367	\$ 20,686							
Severance and restructuring costs		135	578	(379)							
AMH adjusted segment profit	S	20,767 \$	22,945	\$ 20,307							
Unallocated general and administrative expenses	S	6,514 S	27,973	\$ 10,552							
Unallocated deal and integration costs		(1,479)	(22,056)	(4,323)							
Unallocated severance and restructuring costs		(344)	-								
Adjusted unallocated general and administrative expenses	S	4,691 \$	5,917	\$ 6,229							
Total adjusted segment profit	S	104,329 S	98,097	\$ 110,876							
Adjusted amortization of intangible assets		90/00/00/201845	5.51000.500	500							
Adjusted unallocated expenses		4,691	5,917	6,229							
Total adjusted operating income	S	99,638 S	92,180	\$ 104,647							

# NON-GAAP RECONCILIATION TABLE RECONCILIATION OF GAAP NET INCOME TO ADJUSTED OPERATING INCOME AND ADJUSTE EBITDA

	Three months ended										
(In thousands)	Mai	rch 28, 2020	March 30, 2019	December 31, 2019							
Net sales	\$	412,327 \$	391,047 \$	426,998							
Net income	\$	61,006 \$	32,658 \$	57,438							
Adjustments to net income:											
Income tax expense		8,622	5,422	13,656							
Interest expense, net		10,238	9,659	12,743							
Other expense (income), net		878	(248)	248							
GAAP - Operating income	€ē	80,744	47,491	84,085							
Charge for fair value write-up of acquired inventory sold		361	2,155	211							
Deal and transaction costs		1,431	19,136	973							
Integration costs		48	2,920	3,350							
Severance and restructuring costs		843	1,821	200							
Amortization of intangible assets		16,211	18,657	16,028							
Adjusted operating income	il.	99,638	92,180	104,647							
Depreciation		20,648	16,721	20,352							
Adjusted EBITDA	\$	120,286 \$	108,901 \$	124,999							
Net income - as a % of net sales		14.8 %	8.4 %	13.5 %							
Adjusted operating margin		24.2 %	23.6 %	24.5 %							
Adjusted EBITDA - as a % of net sales		29.2 %	27.8 %	29 3 %							

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# NON-GAAP RECONCILIATION TABLE RECONCILIATION OF GAAP NET INCOME AND EARNINGS PER SHARE TO NON-GAAP NET INCOME AND EARNINGS PER SHARE

	Three months ended										
(In thousands, except per share data)	Mar	ch 28, 2020	March 30, 2019	December 31, 2019							
GAAP net income	\$	61,006 \$	32,658 \$	57,438							
Adjustments to net income:											
Charge for fair value write-up of inventory acquired		361	2,155	211							
Deal and transaction costs		1,431	19,547	973							
Integration costs		48	2,920	3,350							
Severance and restructuring costs		843	1,821	_							
Loss on debt extinguishment and modification		_	8-3	1,980							
Amortization of intangible assets		16,211	18,657	16,028							
Tax effect of adjustments to net income and discrete items <sup>1</sup>		(4,329)	(9,864)	(5,398)							
Non-GAAP net income	\$	75,571 \$	67,894 \$	74,582							
Diluted earnings per common share	\$	0.45 \$	0.24 \$	0.42							
Effect of adjustments to net income	\$	0.11 \$	0.26 \$	0.13							
Diluted non-GAAP earnings per common share	\$	0.55 \$	0.50 S	0.55							

<sup>1.</sup> The tax effect of pre-tax adjustments to net income was calculated using the applicable marginal tax rate during the respective years.

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## NON-GAAP RECONCILIATION TABLE RECONCILIATION OF GAAP OUTLOOK TO NON-GAAP OUTLOOK

(In millions)	Second-Quarter Outlook
Reconciliation GAAP operating expenses to non-GAAP operating expenses	June 27, 2020
GAAP operating expenses	\$102 - \$104
Adjustments to net income:	
Restructuring and integration costs	2
Amortization of intangible assets	12
Non-GAAP operating expenses	\$88 - \$90
(In millions)	Second-Quarter Outlook
Reconciliation GAAP net income to non-GAAP net income	June 27, 2020
GAAP net income	\$50 - \$59
Adjustments to net income:	
Restructuring and integration costs	2
Amortization of intangible assets	12
Income tax effect	(3)
Non-GAAP net income	\$61 - \$70
	Second-Quarter Outlook
Reconciliation GAAP diluted earnings per share to non-GAAP diluted earnings per share	June 27, 2020
Diluted earnings per common share	\$0.37 - \$0.43
Adjustments to diluted earnings per common share:	
Restructuring and integration costs	0.01
Amortization of intangible assets	0.09
Income tax effect	(0.02)
Diluted non-GAAP earnings per common share	\$0.45 to \$0.51

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### GAAP Segment Trend Data<sup>1</sup>

(In thousands)	Q1	18	Q21	8	Q318	3	Q418	3	Q119	)	Q219	)	Q31	9	Q41	9	Q12	20
Sales																		
SCEM	\$	130,743	\$	134,336	\$	131,234	\$	133,928	\$	124,470	\$	127,552	\$	127,750	\$	146,747	\$	144,214
MC		118,923		124,937		151,478		158,500		157,706		150,185		155,979		169,794		159,261
AMH		124,078		130,572		123,227		115,527		116,064		107,515		117,256		117,455		116,137
Inter-segment elimination	10	(6,545)	)	(6,786)		(7,342)	í	(6,313)		(7,193)		(6,378)		(6,838)	)	(6,998)	C.	(7,285)
Total Sales	\$	367,199	\$	383,059	\$	398,597	\$	401,642	S	391,047	\$	378,874	\$	394,147	\$	426,998	\$	412,327
Segment Profit																		
SCEM	\$	30,921	\$	36,728	S	31,210	\$	28,221	\$	24,431	\$	24,000	\$	17,074	\$	32,822	\$	32,670
MC		40,311		37,214		42,448		46,879		47,323		43,126		46,792		57,157		50,167
AMH		25,463		25,542		22,226		19,096		22,367		15,043		17,077		20,686		20,632
Total Segment Profit	\$	96,695	\$	99,484	S	95,884	\$	94,196	\$	94,121	\$	82,169	\$	80,943	\$	110,665	\$	103,469
Segment Profit Margin																		
SCEM		23.7 %	Ó	27.3 %	i	23.8 %	i.	21.1 %		19.6 %		18.8 %		13.4 %		22.4 %	e	22.7 %
MC		33.9 %	ó	29.8 %	ě	28.0 %		29.6 %		30.0 %		28.7 %		30.0 %	)	33.7 %	į.	31.5 %
AMH		20.5 %	ó	19.6 %		18.0 %	ı	16.5 %		19.3 %		14.0 %		14.6 %	)	17.6 %	01	17.8 %

<sup>1.</sup> In 1Q19 the Company changed its definition of segment profit to include inter-segment sales. Prior period information has been recast to reflect the change

(In thousands)	Q1	118	Q	218	Q:	318	Q4	418	Q1	119	Q2	219	Q:	319	Q4	419	Q1	120
Sales																		
SCEM	\$	130,743	\$	134,336	\$	131,234	\$	133,928	S	124,470	\$	127,552	\$	127,750	\$	146,747	\$	144,214
MC		118,923		124,937		151,478		158,500		157,706		150,185		155,979		169,794		159,261
AMH		124,078		130,572		123,227		115,527		116,064		107,515		117,256		117,455		116,137
Inter-segment elimination		(6,545)	)	(6,786)	)	(7,342)	)	(6,313)		(7,193)	E.	(6,378)	ĺ	(6,838)	)	(6,998)	6	(7,285)
Total Sales	\$	367,199	\$	383,059	\$	398,597	\$	401,642	\$	391,047	\$	378,874	\$	394,147	\$	426,998	\$	412,327
Segment Profit																		
SCEM <sup>2</sup>	\$	30,921	\$	36,728	\$	31,210	\$	28,221	\$	25,070	\$	24,695	\$	23,700	\$	32,530	\$	33,079
$MC^3$		40,311		37,422		45,729		50,258		50,082		43,126		49,769		58,039		50,483
$AMH^3$		25,463		25,542		22,692		19,556		22,945		15,043		20,212		20,307		20,767
Total Segment Profit	\$	96,695	\$	99,692	\$	99,631	\$	98,035	\$	98,097	\$	82,864	\$	93,681	\$	110,876	\$	104,329
Adjusted Segment Profit Margin																		
SCEM		23.7 %		27.3 %	):	23.8 %	)	21.1 %		20.1 %	23	19.4 %		18.6 %	)	22.2 %		22.9 %
MC		33.9 %		30.0 %	)	30.2 %		31.7 %		31.8 %	ě.	28.7 %		31.9 %	)	34.2 %		31.7 %
AMH		20.5 %	•	19.6 %	)	18.4 %	)	16.9 %		19.8 %	į.	14.0 %		17.2 %	)	17.3 %		17.9 %

<sup>1.</sup> In 1Q19 the Company changed its definition of segment profit to include inter-segment sales. Prior period information has been recast to reflect the change. Segment profit excludes amortization of intangibles and unallocated expenses.

<sup>2.</sup> Adjusted segment profit for SCEM for 3Q17, 1Q19, 3Q19,4Q19 and 1Q20 excludes charges for severance and restructuring of \$14, \$519, \$2,143, \$184 and \$174, respectively. Adjusted segment profit for SCEM for 1Q19, 2Q19, 3Q19, 4Q19 and 1Q20 excludes fair value mark-up of inventory and severance charges of \$120, \$695, \$4,483, (\$476) and 235, respectively.

<sup>3.</sup> Adjusted segment profit for MC for 2Q17 excludes charges for impairment of equipment and severance of \$884 and \$559, respectively. Adjusted segment profit for MC for 3Q17, 1Q19, 3Q19, 4Q19 and 1Q20 excludes charges for severance of \$196, \$724, \$2,977, \$195 and \$190, respectively. Adjusted segment profit for MC for 2Q18, 3Q18, 4Q18, 1Q19, 4Q19 and 1Q20 excludes charges for fair value mark-up of acquired inventory sold of \$208, \$3,281, \$3,379, \$2,035, \$687 and \$126, respectively.

<sup>4.</sup> Adjusted segment profit for AMH for 2Q17 excludes charges for impairment of equipment of \$2,286. Adjusted segment profit for AMH for 3Q17 excludes impairment of equipment and severance and restructuring of \$3,364 and \$1,857 respectively. Adjusted segment profit for AMH for 3Q18 excludes loss on sale of subsidiary of \$466. Adjusted segment profit for AMH for 4Q18, 1Q19, 3Q19, 4Q19 and 1Q20 excludes severance and restructuring of \$460, \$578, \$3,135, (\$379) and \$135, respectively.