Non-GAAP Financial Measures

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

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

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

Free Cash Flow

FCF is a non-GAAP financial measure. FCF is used in addition to and in conjunction with results presented in accordance with GAAP, and FCF should not be relied upon to the exclusion of GAAP financial measures. Management strongly encourages investors to review our financial statements and publicly-filed reports in their entirety and to not rely on any single financial measure. FCF, which we reconcile to "Net cash provided by operating activities," is cash flow from operations reduced by "Expenditures for property, plant and equipment". We believe that FCF, although similar to cash flow from operations, is a useful additional measure since capital expenditures are a necessary component of ongoing operations. Management also views FCF, as a measure of the Company's ability to reduce debt, add to cash balances, pay dividends, and repurchase stock. FCF has limitations due to the fact that it does not represent the residual cash flow available for discretionary expenditures. For example, FCF does not incorporate payments made on finance lease obligations or required debt service payments. In addition, different companies define FCF differently. Therefore, we believe it is important to view FCF as a complement to our entire consolidated statements of cash flows. A reconciliation of cash provided by operating activities to FCF for the thirteen- and thirty-nine-week periods ended June 3, 2023 and May 28, 2022, respectively, is shown below.

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

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

Return on Invested Capital ("ROIC")

ROIC is calculated using a non-GAAP financial measure. We calculate ROIC by dividing non-GAAP net operating profit after tax ("NOPAT") by average invested capital, a GAAP measure. NOPAT is defined as tax effected income from operations. Average invested capital is defined as net debt plus shareholder's equity using a trailing 13-month average. We believe that ROIC is useful to investors as a measure of performance and of the effectiveness of the use of capital in our operations. We use ROIC as one measure to monitor and evaluate operating performance. This method of determining non-GAAP ROIC may differ from other companies' methods and therefore may not be comparable to those used by other companies. ROIC should be considered in addition to, rather than as a substitute for, other information provided in accordance with GAAP. The financial measure calculated under GAAP which is most directly comparable to ROIC is considered to be the ratio of Net income to Average invested capital. See below for the calculation of ROIC and the reconciliation to the comparable GAAP measure.

Reconciliation of GAAP and Non-GAAP Financial Information Thirteen and Thirty-Nine Weeks Ended June 3, 2023 and May 28, 2022 (dollars in thousands)

GAAP	Measure	Items Affectin	g Comparability	Non-GAAP Measure					
Net cash provided by operating activities Thirteen Weeks Ended		equi	property, plant and pment Veeks Ended	Free cash flow Thirteen Weeks Ended					
June 3, 2023	May 28, 2022	June 3, 2023	May 28, 2022	June 3, 2023	May 28, 2022				
\$150,637	\$77,881	\$(23,542)	\$(13,764)	\$127,095	\$64,117				
GAAP Measure		Items Affectin	g Comparability	Non-GAAP Measure					
GAAP Measure Net cash provided by operating activities		Expenditures for	g Comparability property, plant and pment	Free cash flow					
Thirty-Nine Weeks Ended		Thirty-Nine	Weeks Ended	Thirty-Nine	e Weeks Ended				
June 3, 2023	May 28, 2022	June 3, 2023	May 28, 2022	June 3, 2023	May 28, 2022				
\$567,077	\$135,302	\$(64,113)	\$(44,943)	\$502,964	\$90,359				

Reconciliation of GAAP and Non-GAAP Financial Information

Thirteen Weeks Ended June 3, 2023

	- G	AAP Financial Measure	Items Affecting	; Coı	nparability		Ion-GAAP Financial Measure
		Total MSC Industrial	estructuring and Other Costs	Re Pi	Share eclassification roposal Costs	MS	justed Total SC Industrial
Net Sales	\$	1,054,464	\$ _	\$	<u> </u>	\$	1,054,464
Cost of Goods Sold		625,527	<u> </u>				625,527
		420.027					420.027
Gross Profit		428,937	— — %				428,937
Gross Margin		40.7 %	— %		— %		40.7 %
Operating Expenses		291,706			1,373		290,333
Operating Expenses Operating Exp as % of Sales		27.7 %	— — %		(0.1)%		27.5 %
Operating Exp as 70 or Sales		27.7 70	— 7 0		(0.1)/0		27.3 70
Restructuring and Other Costs		1,845	1,845				_
			-,				
Income from Operations		135,386	(1,845)		(1,373)		138,604
Operating Margin		12.8 %	0.2 %		0.1 %		13.1 %
Total Other Expense		(8,981)	_		_		(8,981)
Income before provision for income taxes		126,405	(1,845)		(1,373)		129,623
Provision for income taxes		31,266	(505)		(376)		32,147
Net income		95,139	(1,340)		(997)		97,476
Net loss attributable to noncontrolling interest		(41)	 				(41)
Net income attributable to MSC Industrial	\$	95,180	\$ (1,340)	\$	(997)	\$	97,517
Net income per common share:							
Diluted	\$	1.69	\$ (0.02)	\$	(0.02)	\$	1.74

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

Reconciliation of GAAP and Non-GAAP Financial Information

Thirty-Nine Weeks Ended June 3, 2023

	GAAP Financial Measure	Items	Affecting Compara	ability Share	Non-GAAP Financial Measure Adjusted
	Total MSC Industrial	Restructuring and Other Costs	Acquisition- related Costs	Reclassification Proposal Costs	Total MSC Industrial
Net Sales	\$ 2,973,841	\$ —	\$ —	\$ —	\$ 2,973,841
Cost of Goods Sold	1,750,410				1,750,410
Gross Profit	1,223,431		_		1,223,431
Gross Margin	41.1 %	— %	— %	— %	41.1 %
Operating Expenses	852,031	<u> </u>	398	2,249	849,384
Operating Exp as % of Sales	28.7 %	— %	— %	(0.1)%	28.6 %
Restructuring and Other Costs	5,722	5,722			
Income from Operations	365,678	(5,722)	(398)	(2,249)	374,047
Operating Margin	12.3 %	0.2 %	— %	0.1 %	12.6 %
Total Other Expense	(25,244)	_	_	_	(25,244)
Income before provision for income	340,434	(5,722)	(398)	(2,249)	348,803
taxes	310,131	(5,722)	(370)	(2,219)	3 10,003
Provision for income taxes	84,768	(1,424)	(100)	(560)	86,852
Net income	255,666	(4,298)	(298)	(1,689)	261,951
Net income attributable to noncontrolling interest	32				32
Net income attributable to MSC Industrial	\$ 255,634	\$ (4,298)	\$ (298)	\$ (1,689)	\$ 261,919
Net income per common share:					
Diluted	\$ 4.56	\$ (0.08)	\$ (0.01)	\$ (0.03)	\$ 4.67

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

Reconciliation of GAAP and Non-GAAP Financial Information

Thirteen Weeks Ended May 28, 2022

	G	AAP Financial Measure	I	tems Affecting	; Coı	nparability	Fir	Non-GAAP nancial Measure
		Total MSC Industrial	R	Restructuring d Other Costs	A re	equisition- lated Costs	A N	Adjusted Total MSC Industrial
Net Sales	\$	958,579	\$	_	\$	_	\$	958,579
Cost of Goods Sold		547,430						547,430
Gross Profit		411,149		_		_		411,149
Gross Margin		42.9 %		— %		— %		42.9 %
Operating Expenses		271,046		_		211		270,835
Operating Exp as % of Sales		28.3 %		— %		— %		28.3 %
Restructuring and Other Costs		3,267		3,267				_
Income from Operations		136,836		(3,267)		(211)		140,314
Operating Margin		14.3 %		-0.3 %		0.0 %		14.6 %
Total Other Expense		(3,702)		_		_		(3,702)
Income before provision for income taxes		133,134		(3,267)		(211)		136,612
Provision for income taxes		33,417		(884)		(57)		34,358
Net income		99,717		(2,383)		(154)		102,254
Net income attributable to noncontrolling interest		60						60
Net income attributable to MSC Industrial	\$	99,657	\$	(2,383)	\$	(154)	\$	102,194
Net income per common share:								
Diluted	\$	1.78	\$	(0.04)	\$		\$	1.82

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

Reconciliation of GAAP and Non-GAAP Financial Information

Thirty-Nine Weeks Ended May 28, 2022

	G	GAAP Financial Measure	Items Affecting Comparability				Non-GAAP Financial Measure		
		Total MSC Industrial	R and	Lestructuring d Other Costs	r	Acquisition- related Costs	A N	Adjusted Total ASC Industrial	
Net Sales	\$	2,669,648	\$	_	\$	_	\$	2,669,648	
Cost of Goods Sold		1,539,628						1,539,628	
Gross Profit		1,130,020		_		_		1,130,020	
Gross Margin		42.3 %		— %		— %		42.3 %	
Operating Expenses		793,600		_		211		793,389	
Operating Exp as % of Sales		29.7 %		— %		— %		29.7 %	
Restructuring and Other Costs		11,684		11,684				_	
Income from Operations		324,736		(11,684)		(211)		336,631	
Operating Margin		12.2 %		-0.4 %		0.0 %		12.6 %	
Total Other Expense		(11,329)		_		_		(11,329)	
	_								
Income before provision for income taxes		313,407		(11,684)		(211)		325,302	
Provision for income taxes		77,279		(3,014)	_	(57)		80,350	
Net income		236,128		(8,670)		(154)		244,952	
Net income attributable to noncontrolling interest		473			_			473	
Net income attributable to MSC Industrial	\$	235,655	\$	(8,670)	\$	(154)	\$	244,479	
Net income per common share:									
Diluted	\$	4.21	\$	(0.15)	\$		\$	4.36	

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

Reconciliation of GAAP and Non-GAAP Financial Information

Twelve Months Ended June 3, 2023

(In thousands, except percentages)

		Twelve Months Ended					
		June 3, 2023					
(a) Net income attributable to MSC Industrial (twelve-month trailing)	\$	359,765					
NOPAT							
Income from Operations (twelve-month trailing)		509,655					
Effective tax rate		24.7 %					
(b) Non-GAAP NOPAT		383,735					
(c) Adjusted Non-GAAP NOPAT		386,058					
Invested Capital							
Total MSC Industrial shareholders' equity	\$	1,489,260					
Current portion of debt including obligations under finance leases		290,281					
Long-term debt including obligations under finance leases		174,017					
Total Debt		464,298					
Cash and cash equivalents		58,428					
Net debt		405,870					
Invested capital		1,895,130					
(d) Average invested capital (thirteen-month trailing average)		1,995,947					
(e) Adjusted average invested capital (thirteen-month trailing average)		1,996,251					
		_					
(a)/(d) Net income to Average invested capital		18.0 %					
(b)/(d) Non-GAAP ROIC		19.2 %					
(c)/(e) Adjusted Non-GAAP ROIC		19.3 %					

⁽¹⁾ Adjusted Non-GAAP NOPAT and invested capital excludes \$9.8 million of restructuring and other costs, \$10.1 million gain on sale of property, \$1.1 million of acquisition-related charges and \$2.2 million of share reclassification proposal costs, net of an associated tax benefit of \$0.7 million.