

THE ODP CORPORATION
RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES

We report our results in accordance with accounting principles generally accepted in the United States (“GAAP”). We also review certain financial measures excluding impacts of transactions that are not related to our core operations (“non-GAAP”). Management believes that the presentation of these non-GAAP financial measures enhances the ability of its investors to analyze trends in its business and provides a means to compare periods that may be affected by various items that might obscure trends or developments in its business. Management uses both GAAP and non-GAAP measures to assist in making business decisions and assessing overall performance. Non-GAAP measures help to evaluate programs and activities that are intended to attract and satisfy customers, separate from expenses and credits directly associated with Merger, restructuring, and certain similar items. Certain non-GAAP measures are also used for short and long-term incentive programs.

Our measurement of these non-GAAP financial measures may be different from similarly titled financial measures used by others and therefore may not be comparable. These non-GAAP financial measures should not be considered superior to the GAAP measures, but only to clarify some information and assist the reader. We have included reconciliations of this information to the most comparable GAAP measures in the tables included within this material.

Free cash flow is a non-GAAP measure, which we define as cash flows from operating activities of continuing operations less capital expenditures. We believe that free cash flow is an important indicator that provides additional perspective on our ability to generate cash to fund our strategy and expand our distribution network. Adjusted free cash flow is also a non-GAAP measure, which we define as free cash flow excluding cash charges associated with the Company’s Maximize B2B Restructuring Plan, the Business Acceleration Program, and the planned separation of consumer business.

THE ODP CORPORATION
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES
NET INCOME (LOSS)
(Dollars in millions, except per share amounts) *

	13 Weeks Ended		39 Weeks Ended	
	September 25, 2021	September 26, 2020	September 25, 2021	September 26, 2020
Net Income (Loss)				
Net income (loss)	\$ 101	\$ 57	\$ 66	\$ (337)
Discontinued operations, net of tax	28	23	(89)	(243)
Net income (loss) from continuing operations	73	34	155	(94)
Add (Less):				
Charges and credits, after tax	22	68	42	254
Adjusted net income from continuing operations	<u>\$ 96</u>	<u>\$ 102</u>	<u>\$ 197</u>	<u>\$ 160</u>
EPS from continuing operations (most dilutive) - GAAP	\$ 1.33	\$ 0.63	\$ 2.79	\$ (1.78)
Charges and credits, after tax	(0.43)	(1.25)	(0.76)	(4.75)
Adjusted EPS from continuing operations (most dilutive)	<u>\$ 1.76</u>	<u>\$ 1.88</u>	<u>\$ 3.55</u>	<u>\$ 2.97</u>
Weighted-average shares used:				
Basic	53	53	54	53
Diluted	55	54	56	54
Charges/Credits				
Merger and transaction related expenses, net				
Transaction and integration	\$ (1)	\$ -	\$ -	\$ 5
Total Merger and transaction related expenses, net	<u>(1)</u>	<u>-</u>	<u>-</u>	<u>5</u>
Restructuring expenses				
Severance	(1)	2	(2)	39
Professional fees	-	10	1	21
Facility closure, contract termination, and other expenses, net	5	12	14	24
Total Restructuring expenses, net	<u>4</u>	<u>24</u>	<u>13</u>	<u>84</u>
Other operating expenses				
Professional fees	10	-	24	-
Total Other operating expenses	<u>10</u>	<u>-</u>	<u>24</u>	<u>-</u>
Total Merger, restructuring and other operating expenses, net	<u>13</u>	<u>24</u>	<u>37</u>	<u>89</u>
Selling, general, and administrative expenses - CompuCom's malware incident related co	-	-	-	-
Asset impairments	5	10	18	175
Loss on extinguishment and modification of debt	-	-	-	12
Other income, net - European Business liabilities release	-	-	(7)	-
Charges and credits, pretax	18	34	48	276
Income tax effect of charges and credits	(4)	(34)	6	22
Charges and credits, after tax	<u>\$ 22</u>	<u>\$ 68</u>	<u>\$ 42</u>	<u>\$ 254</u>

* Amounts may not foot due to rounding. The sum of the quarterly amounts may not equal the reported amounts for the year due to rounding.

THE ODP CORPORATION
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES
OPERATING INCOME (LOSS)
(Dollars in millions)*

	13 Weeks Ended		39 Weeks Ended	
	September 25, 2021	September 26, 2020	September 25, 2021	September 26, 2020
Operating Income (Loss)				
Operating income (loss)	\$ 104	\$ 102	\$ 203	\$ (14)
Add:				
Charges and credits, pretax	18	34	55	264
Adjusted operating income	<u>\$ 122</u>	<u>\$ 136</u>	<u>\$ 258</u>	<u>\$ 250</u>
Sales	\$ 2,179	\$ 2,347	\$ 6,423	\$ 6,787
Operating income (loss) margin	4.8%	4.3%	3.2%	-0.2%
Adjusted operating income margin	5.6%	5.8%	4.0%	3.7%

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The Company's outlook for 2021 adjusted operating income excludes charges or credits not indicative of our core operations, which may include but not be limited to merger integration expenses, restructuring charges, asset impairments, and other significant items that currently cannot be predicted without unreasonable effort. The exact amount of these charges or credits are not currently determinable, but may be significant. Accordingly, the Company is unable to provide a reconciliation to an equivalent operating income outlook for 2021.

THE ODP CORPORATION
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES
ADJUSTED EBITDA
(Dollars in millions)*

	13 Weeks Ended		39 Weeks Ended	
	September 25, 2021	September 26, 2020	September 25, 2021	September 26, 2020
Adjusted EBITDA				
Net income (loss)	\$ 101	\$ 57	\$ 66	\$ (337)
Discontinued operations, net of tax	28	23	(89)	(243)
Net income (loss) from continuing operations	73	34	155	(94)
Income tax expense	27	64	47	42
Income (loss) from continuing operations before income taxes	100	98	202	(52)
Add (subtract):				
Interest income	-	-	-	(3)
Interest expense	7	6	20	34
Adjusted depreciation and amortization**	36	37	108	115
Charges and credits, pretax	18	34	48	276
Adjusted EBITDA	<u>\$ 162</u>	<u>\$ 175</u>	<u>\$ 378</u>	<u>\$ 371</u>
<u>Depreciation and amortization**</u>				
Reported (GAAP)	\$ 36	\$ 39	\$ 110	\$ 119
Less: Accelerated depreciation	-	2	2	4
Adjusted (non-GAAP)	<u>\$ 36</u>	<u>\$ 37</u>	<u>\$ 108</u>	<u>\$ 115</u>

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**Adjusted depreciation and amortization represents a non-GAAP measure and excludes accelerated depreciation caused by updating the salvage value and shortening the useful life of depreciable fixed assets to coincide with the planned store closures under an approved restructuring plan, but only if impairment is not present. Accelerated depreciation charges are restructuring expenses and included in the Charges and credits, pretax line item.

THE ODP CORPORATION
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES
FREE CASH FLOW
(Dollars in millions)*

We define free cash flow as net cash provided by (used in) operating activities of continuing operations less capital expenditures. We believe that reporting free cash flow is useful to management and investors because it relates operating cash flow to the capital that is spent to continue and improve our existing businesses. Further, free cash flow facilitates management's ability to strengthen our balance sheet, repay our debt obligations and consider investment alternatives. Free cash flow is not a measure of financial performance under generally accepted accounting principles in the U.S. and may not be defined and calculated by other companies in the same manner. Free cash flow does not represent the residual cash flow available for discretionary expenditures as it does not incorporate certain cash payments, including payments made on capital lease obligations, scheduled debt repayments or other firm commitments and payments. Free cash flow should not be considered in isolation or as an alternative to cash flow provided by operating activities as an indicator of performance.

We define adjusted free cash flow as free cash flow excluding cash charges associated with the Company's Maximize B2B Restructuring, the Business Acceleration Program, and the planned separation of consumer business.

	13 Weeks Ended		39 Weeks Ended	
	September 25, 2021	September 26, 2020	September 25, 2021	September 26, 2020
Cash Flow Summary (As Reported)				
Net cash provided by operating activities of continuing operations	\$ 121	\$ 256	\$ 256	\$ 410
Net cash provided by (used in) investing activities of continuing operations	(19)	(15)	(51)	751
Net cash used in financing activities of continuing operations	(85)	(316)	(168)	(1,188)
Net cash provided by (used in) operating activities of discontinued operations	50	53	(10)	79
Net cash used in investing activities of discontinued operations	(2)	(1)	(3)	(5)
Net cash used in financing activities of discontinued operations	-	-	-	-
Effect of exchange rate changes on cash and cash equivalents	(3)	2	-	(4)
Net increase (decrease) in cash and cash equivalents	<u>\$ 62</u>	<u>\$ (21)</u>	<u>\$ 24</u>	<u>\$ 43</u>
Free Cash Flow				
Net cash provided by operating activities of continuing operations	\$ 121	\$ 256	\$ 256	\$ 410
Less: Capital expenditures	(19)	(13)	(47)	(49)
Free Cash Flow	<u>102</u>	<u>243</u>	<u>209</u>	<u>361</u>
Adjustments for certain cash charges:				
Maximize B2B Restructuring Plan	2	12	17	15
Business Acceleration Program	-	4	3	26
Planned separation of consumer business	19	-	19	-
Adjusted Free Cash Flow	<u>\$ 123</u>	<u>\$ 259</u>	<u>\$ 248</u>	<u>\$ 402</u>

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