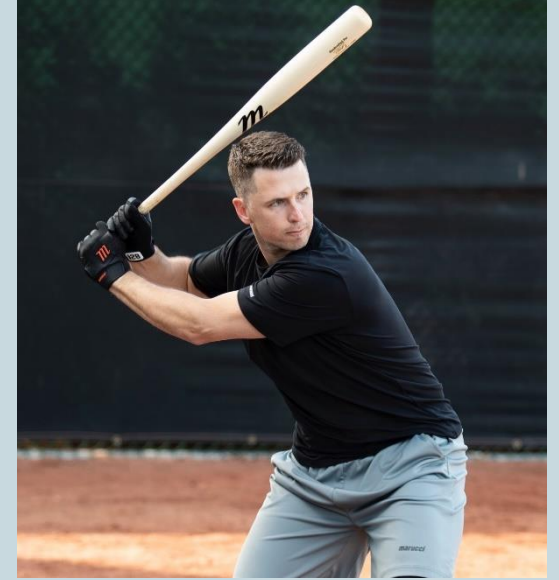


COMPASS
DIVERSIFIED

CODI Investor Presentation

AUGUST 2022



Legal Disclaimer

This presentation contains certain forward-looking statements within the meaning of the federal securities laws. These statements may be made a part of this presentation or by reference to other documents we file with the SEC.

Some of the forward-looking statements can be identified by the use of forward-looking words. Statements that are not historical in nature, including the words “anticipate,” “may,” “estimate,” “should,” “seek,” “expect,” “plan,” “believe,” “intend,” and similar words, or the negatives of those words, are intended to identify forward-looking statements. Certain statements regarding the following particularly are forward-looking in nature: future financial performance, market forecasts or projections, projected capital expenditures; and our business strategy.

All forward-looking statements are based on our management’s beliefs, assumptions and expectations of our future economic performance, taking into account the information currently available to it. These statements are not statements of historical fact. Forward-looking statements are subject to a number of factors, risks and uncertainties, some of which are not currently known to us, that may cause our actual results, performance or financial condition to be materially different from the expectations of future results, performance or financial position. Our actual results may differ materially from the results discussed in forward-looking statements. Factors that might cause such a difference include but are not limited to the risks set forth in “Risk Factors” included in our SEC filings.

In addition, our discussion may include references to Adjusted Earnings, Adjusted EBITDA, EBITDA, cash flow, or other non-GAAP measures. A reconciliation of the most directly comparable GAAP financial measures to such non-GAAP financial measures is included in our annual and quarterly reports in Forms 10-K and 10-Q filed with the SEC as well as the attached Appendix.

Who is CODI?

Compass Diversified Holdings (NYSE: CODI) owns a diverse group of leading middle-market businesses

Long-term ownership approach through permanent capital base

Founded in 1998, came public in 2006

Currently controlling ownership in seven branded consumer and four niche industrial subsidiaries

Provides shareholders access to leading middle market businesses through public company transparency and liquidity

SUBSIDIARIES

5.11⁺

ADVANCED
CIRCUITS

ALGOR
SOLUTIONS

ARNOLD
MAGNETIC TECHNOLOGIES



LUGANO[®]
DIAMONDS



marucci

PRIMALOFT.

THE
Sterno
GROUP

VELOCITY  OUTDOOR

COMPASS
DIVERSIFIED

CODI BY THE NUMBERS

\$7.0B⁺

**AGGREGATE
TRANSACTIONS**

23 Platforms & 31 Add-Ons

\$138.9M

TTM Adjusted Earnings

June 30, 2022

\$3.1B

ASSETS MANAGED

11 Current Platforms

~\$600M

**Available Revolver +
Cash**

Permanent Capital Base

\$2.2B⁺

TTM Proforma Revenue

\$448M⁺

**TTM Proforma Adjusted
EBITDA**

How Are We Different?

Permanent Capital is Strategic Capital.

Permanent capital structure & long-term holding horizons allow us to:

- Deploy capital patiently
- Withstand short-term market distortions
- Act swiftly when others are sidelined

Owning Uncorrelated Assets Drives Lower Cost of Capital.

Track record of scaling diverse assets has consistently:

- Reduced our cost of capital
- Increased share price returns
- Deepened our economic and competitive moat

Clear Alignment with Investors.

Since we finance acquisitions at the parent company level vs. separate companies (à la traditional private equity):

- We bear the risk alongside our shareholders

Our Permanent Capital Advantage



Long-term, Opportunistic Approach in Sectors with Management Expertise

- Partner with management teams to sustainably build businesses for the long-term
- 24 years of experience in branded consumer and niche industrial verticals
- Strong balance sheet provides certainty and speed to close
- Acquired three businesses during the pandemic, all are contributing double-digit top-line growth



Value Creation Through Actively Partnering with Management

- Permanent capital drives long-term value creation through:
 - Building management teams
 - Investing in lasting infrastructure
 - Organic growth and add-on acquisitions



Superior Governance and Transparency

- Compensation structure aligns interest of shareholders and management
- Quarterly reporting = transparency
- Majority of board is independent
- History of waiving management fees when appropriate
- Large and growing ownership of CODI shares by manager partners and employees

ESG is in Our DNA

Our mission is to deliver superior investment results while mitigating risk and conducting our business in a socially responsible and ethical manner

ESG is embedded in all aspects of our investment process, from the original investment selection, to the subsequent value creation and eventual divestiture—with a goal of continuous improvement



Committed to an annual paid internship with non-profit partner Big Brothers Big Sisters of Colorado that exposes youth from marginalized communities to career possibilities in STEM and the outdoor industry.



Going greener through its commitment to reducing the company's carbon footprint.



Made recent investments in LEED-certified facility and sophisticated water reclamation system.



Committed to sourcing timber from sustainable forests and establishing an end-of-life recycling program.



Published the first annual impact report for accountability on all ESG goals such as growing the Everlove re-commerce program and reducing the company's carbon footprint.



First industry player to introduce BioEPS®, a high performance protective and thermal packaging solution that is 100% sustainable, recyclable, biodegradable and reusable.



Created an endowment for the Orange County Museum of Art to provide free general admission to the museum in perpetuity. They feel every member of the community should have equal access to the Arts.



Committed to creating sustainable alternatives to traditional down with over 99% of products containing recycled content and 614 million water bottles saved since 2015.

Multipronged Strategy to Reach \$1B of EBITDA in 5-7 Years

Growth Drivers

1

Business Transformation

- Recently focused on premium, highly-differentiated brands
- Increases our consolidated core growth rate
- Positioned to capitalize on evolving economic factors and robust consumer demand

2

Capital Allocation

- Acquire new platform businesses
- Sustainably invest in our current subsidiaries
 - Add-on acquisitions
 - Growth capital expenditures

3

Healthcare Vertical

- Advantageous demographic indicators
- Compelling targets aligned with CODI's acquisition profile

1 Business Transformation is Accelerating Our Core Growth Rate



May 2019
DIVESTITURE

Strengthened brand, industry leadership and financial performance

Capitalized on organic growth opportunities and compelling add-on acquisitions

Opportunistically sold to strategic consolidator with revenue synergies and infrastructure

\$209M gain



April 2020
ACQUISITION

Acquired leading manufacturer and distributor of baseball and softball equipment for \$200M

Added Lizard Skins, which brings complementary products and high brand awareness

2022 6 Mo. Revenue Growth Rate: 30%



October 2020
ACQUISITION

Acquired market leader of dial based fit systems delivering a scientifically proven performance advantage for athletes

\$454M purchase price

2022 6 Mo. Revenue Growth Rate: 44%



July 2021
DIVESTITURE

Scaled the business and cemented Liberty's leading status

Supported Liberty's growth as a leading national brand

Opportunistically sold after owning for >10 years due to change in strategic direction at CODI

\$73M gain



September 2021
ACQUISITION

Acquired high growth, luxury goods brand with differentiated go-to-market approach for \$256mm

Appointed two experienced, independent directors to company Board:

- Frederic Cumenal, Former CEO of Tiffany & Co
- David Arnold, Vice Chairman of *Robb Report*

2022 6 Mo. Pro Forma Revenue Growth Rate: 64%



July 2022
ACQUISITION

Acquired market and innovation leader of branded, high performance synthetic insulation and materials used primarily in consumer outerwear and accessories

\$530M purchase price

2022 6 Mo. Pro Forma Revenue Growth Rate: 34%

2 Capital Allocation — Identifying New Opportunities for Growth

✓ Platform Acquisitions

- Continue the same strategy acquiring leading **niche industrial** and **branded consumer** companies
- Target 1 to 2 Platform Acquisitions per year
- Target companies in the \$200–\$600M size

✓ Investment in Subsidiaries

- Strategic Add-Ons – Target 2-3 per year
- Growth Capex – Target spend \$20-\$40M per year

Optimal Future Structure

~15 subsidiary companies mixed among niche industrial, branded consumer and healthcare

Each subsidiary company has the potential to reach \$70M+ EBITDA

3 Exploring New Healthcare Vertical



Attractive, high-growth market with strong industry tailwinds



Acyclical industry that will bring valuable diversification and stability



Strong alignment with CODI's existing Subsidiaries priorities

Experienced Leadership Uniquely Aligned With Shareholders



ELIAS SABO
Founding Partner & CEO

Responsible for directing CODI's strategy

Investment Committee Member

Joined The Compass Group in 1998 as one of its founding partners

Graduate of Rensselaer Polytechnic Institute



RYAN FAULKINGHAM
EVP & CFO

Responsible for capital raising, accounting and reporting, financial controls, as well as risk assessment

Investment Committee Member
Joined The Compass Group in 2008

Graduate of Lehigh University and Fordham University



PATRICK MACIARIELLO
COO

West Coast Managing Partner
Joined The Compass Group in 2005

Graduate of University of Notre Dame and Columbia Business School

COMPANY MANAGEMENT TEAM



CODI has been executing the same strategy since its founding and has consistently generated superior results



Compensation structure aligns interest of shareholders and management team and allows for recruitment of top-level talent



16+ year history as a public company manager, patient deployer of capital, ability to grow and manage businesses for the long term














Highly accountable organization focused on generating consistent strong shareholder returns

Financials



Subsidiary Snapshot

(\$ millions)

Subsidiaries	Year Acquired	LTM AT 6/30/22 ⁽⁴⁾				Purchase Price + Add-ons
		Revenue	Adj. EBITDA	Adj. EBITDA Margin	Capital Expenditures	
 5.11	2016	\$459	\$64	14%	\$15.5 ⁽²⁾	\$400
 VELOCITY OUTDOOR	2017	\$247	\$42	17%	\$5.3	\$248
 ergobaby	2010	\$91	\$17	18%	\$0.9	\$168
 LUGANO DIAMONDS	2021	\$159	\$53	33%	\$1.7	\$268
 marucci	2020	\$137	\$27	20%	\$6.7	\$249
 BOA DIALED IN.	2020	\$201	\$77	38%	\$5.0	\$454
 PRIMALOFT.	2022	\$78	\$33	42%	\$0.0	\$530
Total Branded Consumer:		\$1,371	\$313	23%	\$35.1	
 Sterno	2014	\$370	\$45	12%	\$3.0	\$347
 ALIDOR SOLUTIONS	2018	\$232	\$38	17%	\$3.0	\$321
 ARNOLD MAGNETIC TECHNOLOGIES	2012	\$152	\$24	16%	\$7.0	\$165
 ADVANCED CIRCUITS ⁽³⁾	2006	\$92	\$28	31%	\$0.4	\$100
Total Niche Industrial:		\$845	\$136	16%	\$ 13.4	
Consolidated:		\$2,217	\$448⁽⁴⁾	20%	\$48.5	\$3,250

1. Revenue, Adj. EBITDA, capex shown pro forma for acquisition of Lugano Diamonds and PrimaLoft and divestiture of Liberty Safe.

2. Growth capex at 5.11 for retail store rollout.

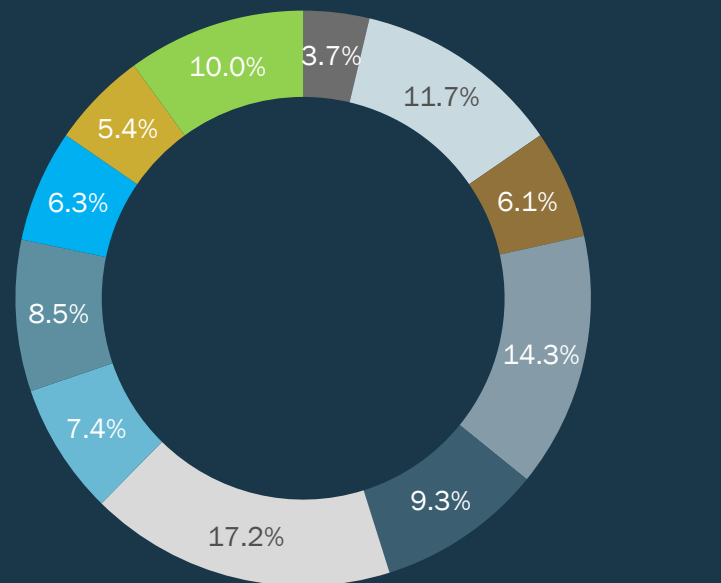
3. ACI was a held for sale asset at 6/30/22.

4. Subsidiary Adj. EBITDA does not include ~\$65M of corporate expenses.

Our Asset Diversity is Producing Consistent Cash Flow



Subsidiary Pro Forma Adj. EBITDA – LTM at 6/30/22



Note: References to Adj. EBITDA and revenue includes pro forma information for Lugano Diamonds and PrimaLoft and excludes Liberty Safe.

ACI was a held for sale asset at 6/30/22.

- Ergobaby
- Pro Forma Lugano
- Marucci
- 5.11 Tactical
- Velocity Outdoor
- BOA
- Pro Forma PrimaLoft
- Altor Solutions
- Advanced Circuits
- Arnold
- Sterno



DIVERSIFIED CASH FLOWS FROM 11 SUBSIDIARIES

- Four niche industrial subsidiaries representing 38% of revenues and 30% of Adj. EBITDA (LTM 6/30/22)
- Seven branded consumer subsidiaries representing 62% of revenues and 70% of Adj. EBITDA (LTM 6/30/22)



DIVERSIFIED CUSTOMER BASE

- 11 subsidiaries in diverse industry segments reduce customer concentration risk
- **If economic expansion** – eleven remaining subsidiaries producing strong cash flow and poised to grow in economic expansion
- **If economic downturn** – cash flow from existing subsidiaries expected to decline, offset by ~\$600M in available capital to deploy into acquisitions at attractive prices

Strong Balance Sheet as of June 30, 2022

OVERVIEW

Cash: **\$102.7M**
Unsecured Debt: **\$1,300M**
Leverage: **2.98x**
Revolver Availability: **~\$600M**

July PrimaLoft acquisition:
Funded With New \$400M Term
Loan A and Revolver Draw
Revolver Availability Post Deal:
~\$500M
Leverage ~4.0x

LIQUIDITY DETAIL

5.25% Fixed

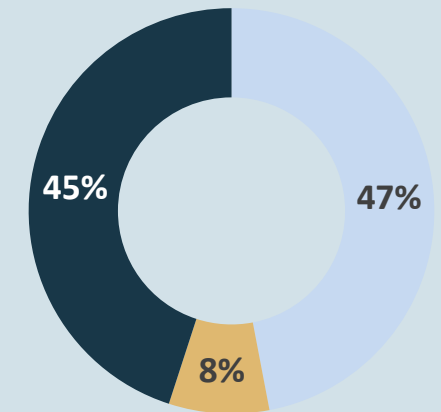
Senior Unsecured Bond due 2029
\$1B in March 2021

5.0% Fixed

Senior Unsecured Bond Due 2032
\$300M in Nov 2021

New Term Loan A Same Pricing as Revolver
SOFR + 225bps

CAPITAL STRUCTURE¹



■ Debt ■ Preferred ■ Equity

Rate on debt — 4.9%²

Rate on preferred — 7.7%

- 1) Pro forma for PrimaLoft
- 2) If the Company drew its entire revolver, its effective rate on debt would decline to ~4.77%

2022 Financial Outlook

RAISED FULL YEAR GUIDANCE

\$445M - \$470M

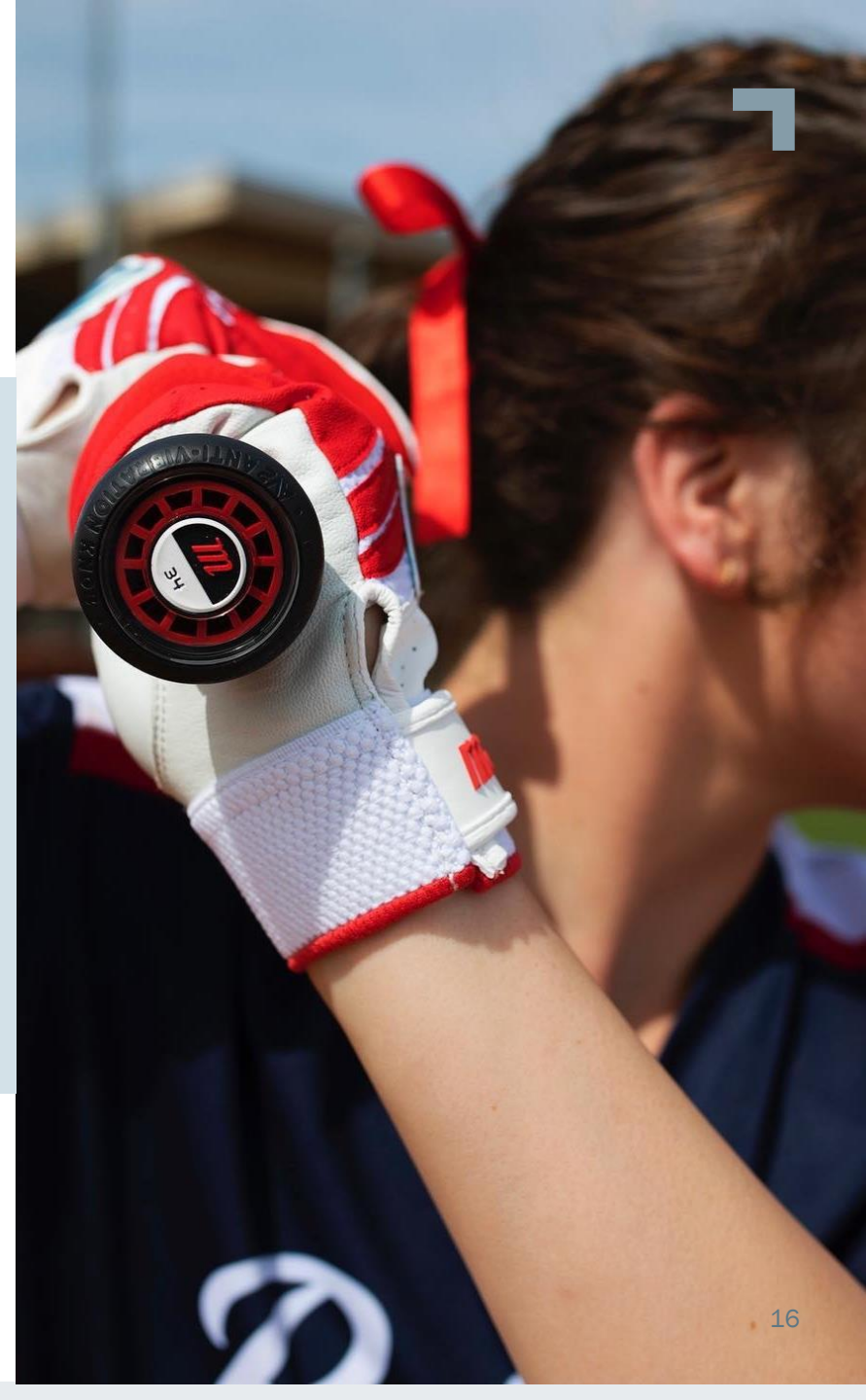
Full Year 2022 Pro Forma Adj.
EBITDA guidance
(\$410 - \$430M prior)

10%

Implied YOY growth in Pro Forma Adj.
EBITDA

\$130M - \$145M

Adj. Earnings (including PrimaLoft and Advanced
Circuits)
(\$120 - \$135M prior)



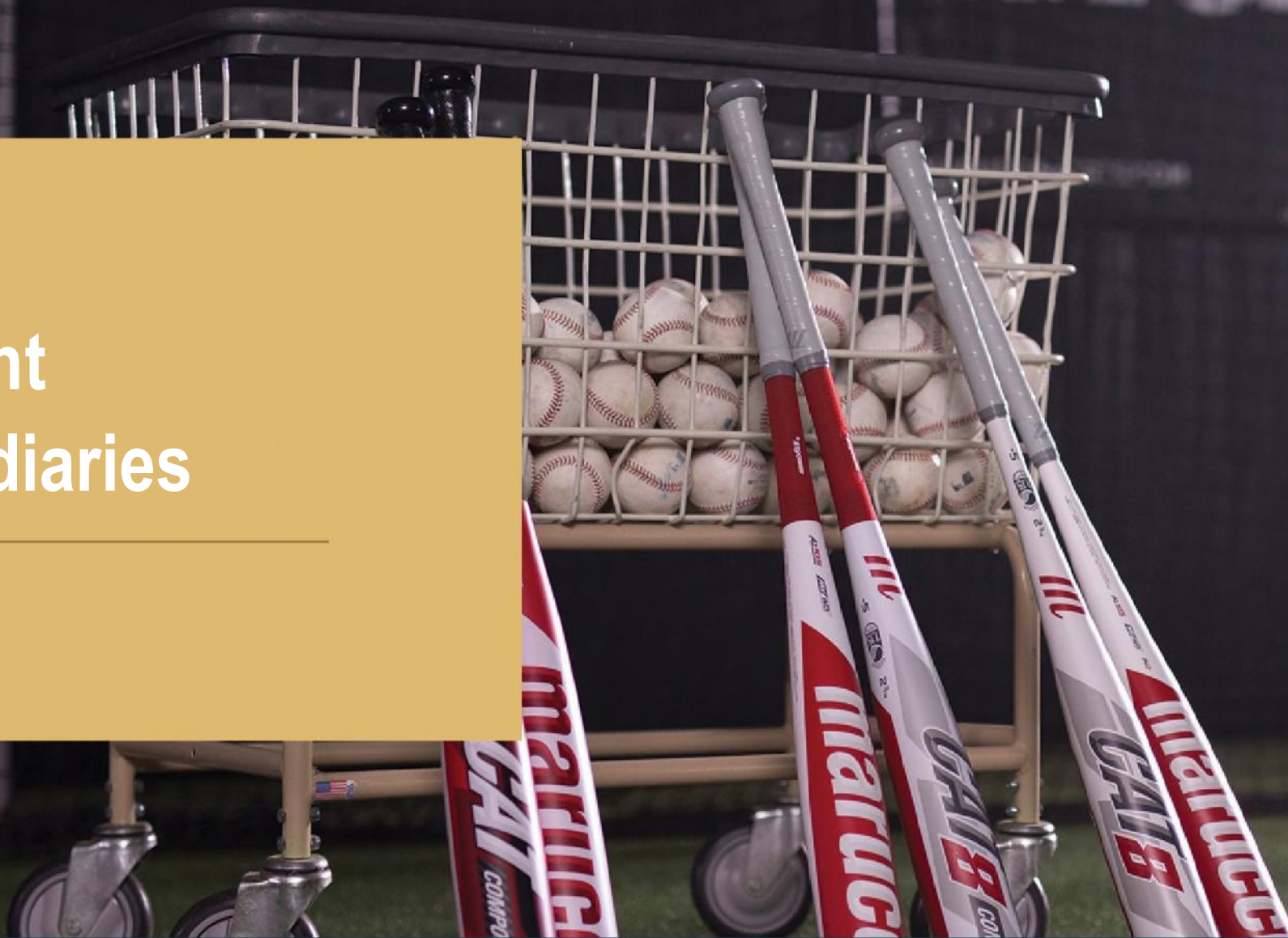
Investor Relations Contacts:

Compass Diversified
irinquiry@compassdiversified.com

Cody Slach, Gateway Group
949.574.3860
CODI@gatewayir.com



Current Subsidiaries



5.11



PURCHASE PRICE (AUGUST 2016)

\$400M



DESCRIPTION

Designer and marketer of purpose-built technical apparel and gear serving a wide range of global customers



COMPETITIVE STRENGTHS

- Passionate and enthusiastic customer base
- Entrenched position in the professional market providing stable cash flow
- Broad customer base and product portfolio



COMPASS VALUE ADDED

Working with management to build its direct-to-consumer efforts through online and retail and enhance omni-channel infrastructure

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$224.1	\$30.0
Six Months Ended 6/30/2021	\$209.9	\$29.8
Year Ended 12/31/2021	\$445.0	\$64.1
Year Ended 12/31/2020	\$401.1	\$53.7
Year Ended 12/31/2019	\$388.6	\$45.9



PURCHASE PRICE (JUNE 2017)

\$152M

+ \$97M add-on acquisitions



DESCRIPTION

Designer, manufacturer and marketer of airguns, archery products, optics and related accessories



COMPETITIVE STRENGTHS

- Market share leader in airguns and crossbows
- Unrivaled sourcing and manufacturing capabilities allows for penetration into new markets
- Well-known brand names
- Enthusiastic and passionate customer base



COMPASS VALUE ADDED

Working with management to develop strategy for new market penetration, identify add-ons and broaden international distribution

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$105.3	\$15.4
Six Months Ended 6/30/2021	\$129.0	\$24.6
Year Ended 12/31/2021	\$270.4	\$50.9
Year Ended 12/31/2020	\$216.0	\$39.0
Year Ended 12/31/2019	\$147.8	\$21.1



PURCHASE PRICE (SEPTEMBER 2010)

\$85M

+\$83M add-on acquisitions



DESCRIPTION

Designer and marketer of wearable baby carriers, strollers and related products



COMPETITIVE STRENGTHS

- Carrier endorsed as “one of the 20 best products in the last 20 years” by Parenting Magazine
- Superior design resulting in improved comfort for both parent and child
- Passionate and enthusiastic customer base
- Reduced cyclical industry with low elasticity of price due to importance of product to purchaser

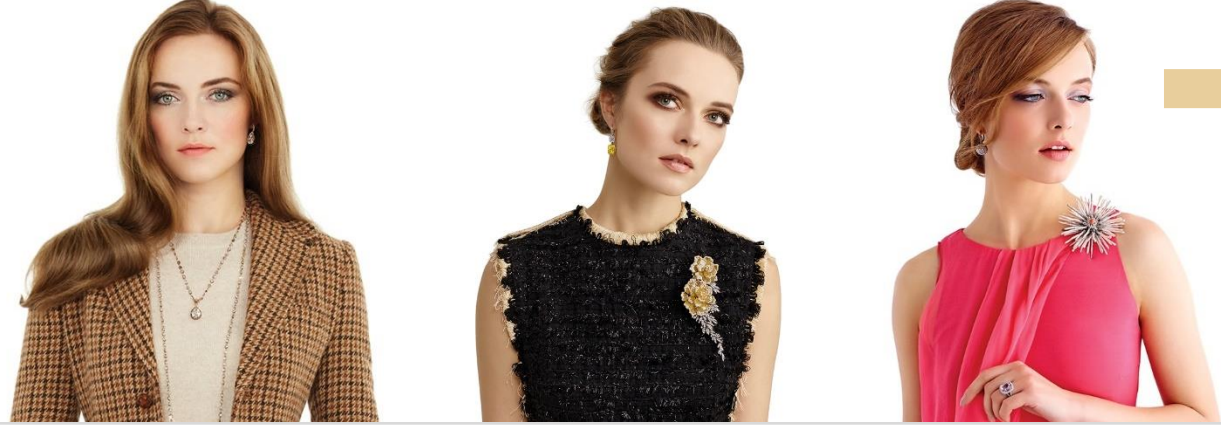


COMPASS VALUE ADDED

Recruited senior management team. Working with management to improve product distribution globally, identify add-on acquisitions and related brand products to sell into passionate customer base

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$46.7	\$8.3
Six Months Ended 6/30/2021	\$49.3	\$10.8
Year Ended 12/31/2021	\$93.6	\$19.2
Year Ended 12/31/2020	\$74.7	\$15.1
Year Ended 12/31/2019	\$90.0	\$19.8



PURCHASE PRICE
(SEPTEMBER 2021)

\$256M



DESCRIPTION

Designer, manufacturer and marketer of high-end, one-of-a-kind jewelry



COMPETITIVE STRENGTHS

- World-class design capabilities creates exquisite, one-of-a-kind jewelry
- Unique retail strategy improves client experience
- Highly effective event-driven marketing strategy
- Long-lasting client connections bring high-value, discerning and loyal clientele



COMPASS VALUE ADDED

Working with management to support retail rollout plans and build infrastructure to support growth

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$86.1	\$29.9
Proforma Six Months Ended 6/30/2021	\$52.4	\$18.6
Proforma Year Ended 12/31/2021	\$125.1	\$41.2
Proforma Year Ended 12/31/2020	\$67.2	\$21.3



PURCHASE PRICE (APRIL 2020)

\$200M

+\$48M add-on acquisitions



DESCRIPTION

Designer and manufacturer of baseball and softball equipment and apparel



COMPETITIVE STRENGTHS

- Leading position in the professional market
- Enthusiast and aspirational brands
- Vertically integrated wood bat operations
- Broad product portfolio and omni-channel sales strategy



COMPASS VALUE ADDED

Working with management to penetrate new markets, continue its omni-channel approach, pursue strategic acquisitions and broaden international distribution

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$79.7	\$15.8
Six Months Ended 6/30/2021	\$61.3	\$17.4
Year Ended 12/31/2021	\$118.2	\$29.0
Proforma Year Ended 12/31/2020	\$65.9	\$13.9
Proforma Year Ended 12/31/2019	\$66.5	\$14.2



PURCHASE PRICE (OCTOBER 2020)

\$454M



DESCRIPTION

Designer, engineer and marketer of dial-based fit systems delivering a scientifically proven performance advantage for athletes



COMPETITIVE STRENGTHS

- Market leader with strong brand awareness in core categories
- Diverse customer base with global end-market focus
- Broad intellectual property position creates barriers to entry



COMPASS VALUE ADDED

Supporting management’s strategic vision to penetrate new product categories and geographies, and to drive increased brand awareness

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$116.2	\$49.2
Six Months Ended 6/30/2021	\$80.5	\$31.7
Year Ended 12/31/2021	\$165.2	\$59.5
Proforma Year Ended 12/31/2020	\$106.4	\$34.1
Proforma Year Ended 12/31/2019	\$106.3	\$30.2



PURCHASE PRICE (JULY 2022)

\$530M



DESCRIPTION

The leading provider of branded, high-performance synthetic insulation used primarily in consumer outerwear and accessories



COMPETITIVE STRENGTHS

- Innovation leader in the growing synthetic insulation market
- Significant intellectual property
- Exceptional growth and cash flow profile
- World class management team with proven track record
- Sustainability leader in product development



COMPASS VALUE ADDED

Supporting management’s strategic vision to penetrate existing product categories, new geographies, explore cross-selling opportunities, and drive increased brand awareness

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Proforma Six Months Ended 6/30/2022	\$52.9	\$23.4
Six Months Ended 6/30/2021	\$39.5	\$16.3
Proforma Year Ended 12/31/2021	\$64.9	\$26.0
Proforma Year Ended 12/31/2020	\$48.0	\$16.3
Proforma Year Ended 12/31/2019	\$58.5	\$18.7



PURCHASE PRICE (OCTOBER 2014)

\$160M

+\$184M add-on acquisition



DESCRIPTION

Manufacturer and marketer of portable food warming systems used in the foodservice industry, creative indoor and outdoor lighting, and home fragrance solutions for the consumer markets



COMPETITIVE STRENGTHS

- Leading manufacturer in a niche market
- Iconic brand with over 100 year history
- Strong management team with proven ability to make accretive acquisitions



COMPASS VALUE ADDED

Working with management team to develop its strategic plan to enter new markets, support the development of new products, and pursue add-on acquisitions

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$161.1	\$22.2
Six Months Ended 6/30/2021	\$166.6	\$22.1
Year Ended 12/31/2021	\$375.1	\$45.0
Year Ended 12/31/2020	\$370.0	\$49.0
Year Ended 12/31/2019	\$395.4	\$68.0



PURCHASE PRICE (FEBRUARY 2018)

\$248M

+\$69M add-on acquisition



DESCRIPTION

Designer and manufacturer of custom packaging, insulation and componentry



COMPETITIVE STRENGTHS

- A leader in molded foam protective packaging
- National manufacturing footprint of 19 plants provides:
 - Ability to scale raw material purchases
 - Ability to service national customers
- Long-tenured blue-chip customer relationships



COMPASS VALUE ADDED

Working with management to develop its strategic plan and to pursue add-on acquisitions

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$130.0	\$20.5
Six Months Ended 6/30/2021	\$78.5	\$14.4
Year Ended 12/31/2021	\$180.2	\$32.1
Year Ended 12/31/2020	\$130.0	\$29.7
Year Ended 12/31/2019	\$121.4	\$27.8



PURCHASE PRICE (MARCH 2012)

\$129M

+\$36M add-on acquisition



DESCRIPTION

Designer and manufacturer of engineered electric motor and magnetic solutions for a wide range of specialty applications and end markets globally



COMPETITIVE STRENGTHS

- Market share leader
- Attractive and diverse end-markets
- Engineering and product development capabilities
- Stable blue chip customer base—2,000+ customers globally
- Global manufacturing footprint



COMPASS VALUE ADDED

Working with management to identify and consummate add-on acquisitions and expand capabilities through investment in technology center

FINANCIALS

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$76.9	\$12.7
Six Months Ended 6/30/2021	\$65.0	\$9.5
Year Ended 12/31/2021	\$139.9	\$21.1
Year Ended 12/31/2020	\$99.0	\$8.8
Year Ended 12/31/2019	\$120.0	\$14.9





PURCHASE PRICE (MAY 2006)

\$81M

+\$19M add-on acquisition



DESCRIPTION

Manufacturer of quick-turn, small-run and production rigid printed circuit boards



COMPETITIVE STRENGTHS

- Insulated from Asian manufacturing due to small, customized order size and requirements for rapid turnaround
- Largest quick turn manufacturer in the US; approximately 300 unique daily orders received
- Manufacturing scale produces high margins
- Diverse customer base — 10,000 current customers



COMPASS VALUE ADDED

Working with management to identify and consummate add-on acquisitions and build complementary quick turn assembly business

FINANCIALS

- ACI is classified as held for sale at 12/31/2021 and 6/30/2022.*

	Revenue (\$ millions)	Adjusted EBITDA (\$ millions)
Six Months Ended 6/30/2022	\$45.4	\$13.6
Six Months Ended 6/30/2021	\$44.0	\$13.1
Year Ended 12/31/2021	\$90.5	\$27.8
Year Ended 12/31/2020	\$88.1	\$25.8
Year Ended 12/31/2019	\$90.8	\$28.4

- * Expected to be no longer classified as Held for Sale as a result of the termination of the sale agreement on July 29th 2022

Appendix





Case Study



PURCHASE PRICE
(JULY 2015)

C\$ 132M



OVERVIEW

Manitoba Harvest is a pioneer and global leader in hemp-based foods, both under its own brand and as an ingredient supplier. The company is the world's largest vertically-integrated hemp food manufacturer and is strategically located near its supply base in Canada.



COMPETITIVE STRENGTHS

Market share leader in Canada and the U.S.

Vertically-integrated manufacturing model

Passionate and loyal consumer following

Unique access to highly regulated supply base

Strong management team; thought leaders in Hemp industry



CODI's Active Management in Action

- Recruited Bill Chiasson, a former CEO of a CODI portfolio company, to transition from founder led business
- Recruited VP Marketing, SVP Global Sales, CFO
- Relocated corporate offices from Winnipeg to Minneapolis, providing access to robust talent pool for future growth
- Add-on acquisition (C\$42mm) of the leading hemp food ingredient processor, Hemp Oil Canada, strengthening product and supply position
- Invested heavily in sales, marketing and product R&D
 - Expanded points of distribution
 - Increased consumer awareness by ~100% (Household Penetration)
 - Launched multiple new products including protein powders, granola, bars and CBD (announced prior to divestiture)



Results

- Sold Feb 2019 to Tilray Inc. (NASDAQ: TRLY) for \$294M (C\$132M purchase price)
- Bill Chiasson, CEO of Manitoba Harvest, stated: "CODI's ability and willingness to make substantial investments into consumer marketing for our leading brands has resulted in a greatly expanded consumer appreciation of hemp-based food products, accelerating sales growth, and a ubiquitous market presence in highly desirable retail locations. I would like to thank CODI for all that they have done to bring Manitoba Harvest to the transformative market opportunity that we are realizing today."



PURCHASE PRICE
(AUG 2014)

C\$ 251M



OVERVIEW

Clean Earth is a provider of environmental services including de-characterization, remediation, disposal, recycling, and beneficial reuse for hazardous and non-hazardous wastes, contaminated soil, wastewater and dredged material. Clean Earth serves a variety of industries including infrastructure, chemical, utilities, industrial, commercial, retail, and healthcare markets.



COMPETITIVE STRENGTHS

Market share leader

Benefits from strengthening and enforcement of environmental regulation

Significant portfolio of regulatory permits, processing knowledge and equipment

Increasing waste disposal costs and landfill avoidance trends

Strong management team; average tenure of approximately 10 years



CODI's Active Management in Action

- Worked with management to execute an aggressive add-on acquisition strategy, repositioning the company's end markets and customer base while broadening its facility footprint and permit portfolio.
- Completed accretive add-ons of seven environmental services providers, representing ~\$100M of annual revenue and expanding the Company's footprint from 12 to 27 fixed facilities across the U.S.
 - Transformed revenue mix from primarily soil to majority hazardous waste treatment, which is higher margin, more programmatic and less indexed to macroeconomic fluctuations
 - Shifted contaminated materials end markets from primarily commercial to majority infrastructure
 - Developed advanced reporting and analytical systems to manage operational integration and track performance of the add-ons
- Successfully targeted fragmented hazardous waste treatment market, acquiring 8 valuable RCRA Part B permits to expand processing capacity and capabilities (no new commercial Part B permits issued in over 30 years)
- Deployed capital through proprietary transactions at accretive valuations in a high-multiple environment



Results

- Sold June 2019 to Harsco Corp. (NYSE: HSC) for \$625M (\$251M purchase price)
- Chris Dods, CEO of Clean Earth stated of the transaction: "The momentum that [CODI] helped create will provide us with a strong platform for the future."



PURCHASE PRICE
(JAN 2008)

\$80M



OVERVIEW

FOX is a designer, manufacturer and marketer of high-performance suspension products used primarily on mountain bikes, side-by-side vehicles, on-road vehicles with off-road capabilities, off-road vehicles and trucks, all-terrain vehicles, snowmobiles, specialty vehicles and applications and motorcycles.



COMPETITIVE STRENGTHS

Global, premium, performance-based lifestyle brand

Highly-engineered products with focus on innovation

Large white space opportunity in new vehicle categories

Strong OEM relationships and global aftermarket distribution network

Experienced management team leading company of enthusiasts



CODI's Active Management in Action

- Recruited professional management team including CEO, CFO and SVP of Operations
- Streamlined mountain bike supply chain and co-located by key OEMs
- Supported large R&D budget to drive new product introduction in rapidly growing vehicle categories like side-by-sides and off-road trucks
- Invested heavily in sales and marketing to drive consumer demand and loyalty



Results

- Completed IPO in Aug 2013 (NASDAQ: FOXF) at \$15 per share
- Reduced holdings via five secondary offerings from 2014-2017
- Ultimately received proceeds of over \$527M (\$80M purchase price)

CODI Partnership Structure



1. As of 12/31/21, 57.8% beneficially owned by certain persons who are employees and partners of our Manager. C. Sean Day, the Chairman of our Board of Directors, CGI and former founding partners of the Manager, are non-managing members.

2. Mr. Sabo is a Member and the Manager of this entity, which is an LLC, not a partnership

3. The Allocation Interests, which carry the right to receive a profit allocation, represent less than 0.1% equity interest in the Company.

C-Corp Tax Reclassification Benefits

Creates clear alignment with investors by simplifying corporate structure and attracting additional investors

NOTE: Reclassified to C-Corp on September 1, 2021

We believe there are significant benefits to reclassifying as a C-Corp



Broadens pool of investors by making it significantly easier for both institutional and retail investors to own CODI shares

- Simplifies tax reporting and uncertainty



Reduces average cost of capital

- Increases share liquidity
- Improves cost of equity capital and shares become more attractive currency



Included in Russell 2000 and 3000 Index



Improves profile with rating agencies
Reduces administrative costs
Eliminates K-1 and UBTI

Building on 16+ years of success, C-Corp taxation would drive greater value for all CODI shareholders over time

Net Income (Loss) to Non-GAAP Adjusted Earnings



In 000's

	Three Months Ended		Six Months Ended	
	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021
Net income (loss)	\$ 30,957	\$ (11,251)	\$ 60,697	\$ 10,745
Gain (loss) on sale of discontinued operations	(579)	—	5,414	—
Income from discontinued operations, net of tax	5,004	10,357	10,374	19,271
Income (loss) from continuing operations	\$ 26,532	\$ (21,608)	\$ 44,909	\$ (8,526)
Less: income from continuing operations attributable to noncontrolling interest	3,635	1,903	8,572	3,870
Net Income (loss) attributable to Holdings – continuing operations	\$ 22,897	\$ (23,511)	\$ 36,337	\$ (12,396)
Adjustments:				
Distributions Paid – Preferred Shares	(6,046)	(6,046)	(12,091)	(12,091)
Amortization expense – intangibles and inventory step-up	22,471	18,837	45,837	37,426
Loss on debt extinguishment	—	33,305	—	33,305
Stock compensation	2,680	2,716	5,361	5,356
Acquisition expenses	—	11	216	310
Integration service fees	563	1,600	1,125	3,200
Held-for-sale corporate tax impact	(4,338)	—	(4,338)	—
Other	1,027	1,032	2,829	(1,069)
Adjusted Earnings	\$ 39,254	\$ 27,880	\$ 75,276	\$ 54,041

Adjusted Earnings to Adjusted EBITDA



In 000's	Three Months Ended		Six Months Ended	
	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021
Adjusted Earnings	\$ 39,254	\$ 27,880	\$ 75,276	\$ 54,041
Plus (less):				
Depreciation	10,355	8,946	20,282	17,503
Income Taxes	6,132	8,344	16,108	13,652
Held-for-sale tax impact - corporate	4,338	—	4,338	—
Interest expense, net	17,519	14,947	34,938	28,752
Amortization of debt issuance	865	722	1,731	1,408
Noncontrolling interest	3,635	1,967	8,572	3,870
Preferred Distributions	6,046	6,046	12,091	12,091
Other expense (income)	(737)	642	(2,773)	2,870
Adjusted EBITDA	\$ 87,407	\$ 69,494	\$ 170,563	\$ 134,187

Adjusted EBITDA

Quarter Ended June 30, 2022

In 000's

	Corporate	5.11	BOA	Ergo	Lugano	Marucci Sports	Velocity Outdoor	Altor Solutions	Arnold	Sterno	Consolidated
Income (loss) from continuing operations ⁽¹⁾	\$ (9,790)	\$ 6,990	\$ 13,988	\$ 1,604	\$ 5,282	\$ (1,990)	\$ 2,434	\$ 2,448	\$ 2,782	\$ 2,784	\$26,532
Adjusted for:											
Provision (benefit) for income taxes	(4,338)	2,274	2,566	443	1,802	(794)	754	1,043	1,219	1,163	6,132
Interest expense, net	17,466	(16)	(7)	1	4	9	55	—	7	—	17,519
Intercompany interest	(20,460)	3,078	1,798	1,476	2,453	1,320	2,137	2,558	1,278	4,362	—
Depreciation and amortization expense	301	5,584	5,451	2,020	3,048	2,865	3,292	4,140	1,903	5,087	33,691
EBITDA	(16,821)	17,910	23,796	5,544	12,589	1,410	8,672	10,189	7,189	13,396	83,874
Other (income) expense	—	(68)	45	—	—	(18)	(26)	(203)	—	(467)	(737)
Non-controlling shareholder compensation	—	418	633	379	204	276	251	267	12	240	2,680
Integration services fee	—	—	—	—	563	—	—	—	—	—	563
Other	—	—	—	250	—	—	—	—	—	777	1,027
Adjusted EBITDA ⁽²⁾	\$ (16,821)	\$ 18,260	\$ 24,474	\$ 6,173	\$ 13,356	\$ 1,668	\$ 8,897	\$ 10,253	\$ 7,201	\$ 13,946	\$ 87,407

1) Income (loss) from continuing operations does not include income from discontinued operations for the three months ended June 30, 2022.

2) As a result of the classification of ACI as Held for Sale at June 30, 2022, Adjusted EBITDA for the three months ended June 30, 2022 does not include \$6.4 million in Adjusted EBITDA from ACI.

Adjusted EBITDA

Quarter Ended June 30, 2021

In 000's

	Corporate	5.11	BOA	Ergo	Marucci Sports	Velocity Outdoor	Altor Solutions	Arnold	Sterno	Consolidated
Income (loss) from continuing operations ⁽¹⁾	\$ (46,509)	\$ 7,096	\$ 7,108	\$ 2,559	\$ (278)	\$ 5,364	\$ 1,083	\$ 636	\$ 1,333	\$ (21,608)
Adjusted for:										
Provision (benefit) for income taxes	—	2,259	2,172	681	(109)	1,541	596	468	735	8,343
Interest expense, net	14,892	7	—	—	2	46	—	—	—	14,947
Intercompany interest	(15,694)	2,799	2,076	507	641	1,866	1,680	1,353	4,772	—
Loss on debt extinguishment	33,305	—	—	—	—	—	—	—	—	33,305
Depreciation and amortization	253	5,439	4,917	2,102	2,053	3,200	3,193	2,056	5,293	28,506
EBITDA	(13,753)	17,600	16,273	5,849	2,309	12,017	6,552	4,513	12,133	63,493
Other (income) expense	29	(289)	25	—	894	227	131	—	(375)	642
Non-controlling shareholder compensation	—	659	523	403	276	262	256	8	329	2,716
Acquisition expenses	—	—	—	—	—	—	—	11	—	11
Integration services fees	—	—	1,100	—	500	—	—	—	—	1,600
Other	699	—	—	—	—	—	—	—	333	1,032
Adjusted EBITDA ⁽²⁾	\$ (13,025)	\$ 17,970	\$ 17,921	\$ 6,252	\$ 3,979	\$ 12,506	\$ 6,939	\$ 4,532	\$ 12,420	\$ 69,494

1) Income (loss) from continuing operations does not include income from discontinued operations for the three months ended June 30, 2021.

2) As a result of the sale of Liberty Safe in August 2021, and the classification of ACI as Held for Sale at December 31, 2021, Adjusted EBITDA for the three months ended June 30, 2021 does not include \$6.5 million in Adjusted EBITDA from Liberty and \$7.1 million in Adjusted EBITDA from ACI.

Adjusted EBITDA

Six Months Ended June 30, 2022

In 000's

	Corporate	5.11	BOA	Ergo	Lugano	Marucci Sports	Velocity Outdoor	Altor Solutions	Arnold	Sterno	Consolidated
Income (loss) from continuing operations ⁽¹⁾	\$ (24,771)	\$ 9,635	\$ 28,187	\$ 125	\$ 13,776	\$ 4,144	\$ 3,147	\$ 4,384	\$ 3,742	\$ 2,540	\$ 44,909
Adjusted for:											
Provision (benefit) for income taxes	(4,338)	3,093	5,043	842	4,697	1,212	956	2,102	2,231	270	16,108
Interest expense, net	34,834	10	(12)	2	9	10	72	—	13	—	34,938
Intercompany interest	(39,735)	5,998	3,826	2,263	4,578	2,837	3,990	5,023	2,545	8,675	—
Depreciation and amortization expense	637	11,038	10,768	4,028	5,302	7,054	6,561	8,130	4,129	10,203	67,850
EBITDA	(33,373)	29,774	47,812	7,260	28,362	15,257	14,726	19,639	12,660	21,688	163,805
Other (income) expense	—	(616)	95	4	2	(1,828)	183	109	—	(722)	(2,773)
Non-controlling shareholder compensation	—	829	1,268	792	444	552	502	535	25	414	5,361
Acquisition expenses	—	—	—	—	—	—	—	216	—	—	216
Integration services fee	—	—	—	—	1,125	—	—	—	—	—	1,125
Other	—	—	—	250	—	1,802	—	—	—	777	2,829
Adjusted EBITDA ⁽²⁾	\$ (33,373)	\$ 29,987	\$ 49,175	\$ 8,306	\$ 29,933	\$ 15,783	\$ 15,411	\$ 20,499	\$ 12,685	\$ 22,157	\$ 170,563

1) Income (loss) from continuing operations does not include income from discontinued operations for the six months ended June 30, 2022.

2) As a result of the classification of ACI as Held for Sale at June 30, 2022, Adjusted EBITDA for the six months ended June 30, 2022 does not include \$13.6 million in Adjusted EBITDA from ACI.

Adjusted EBITDA

Six Months Ended June 30, 2021

In 000's

	Corporate	5.11	BOA	Ergo	Marucci Sports	Velocity Outdoor	Altor Solutions	Arnold	Sterno	Consolidated
Income (loss) from continuing operations ⁽¹⁾	\$ (57,916)	\$ 9,095	\$ 12,652	\$ 3,602	\$ 7,250	\$ 10,589	\$ 3,298	\$ 1,594	\$ 1,310	\$ (8,526)
Adjusted for:										
Provision (benefit) for income taxes	—	3,027	1,465	1,028	2,289	3,047	1,531	1,004	260	13,651
Interest expense, net	28,651	7	—	—	4	90	—	—	—	28,752
Intercompany interest	(31,825)	5,783	4,362	1,073	1,193	3,684	3,418	2,815	9,497	—
Loss on debt extinguishment	33,305	—	—	—	—	—	—	—	—	33,305
Depreciation and amortization	459	10,894	9,884	4,327	4,222	6,328	5,816	3,817	10,591	56,338
EBITDA	(27,326)	28,806	28,363	10,030	14,958	23,738	14,063	9,230	21,658	123,520
Other (income) expense	149	(301)	80	—	892	2,613	(133)	—	(430)	2,870
Non-controlling shareholder compensation	—	1,287	1,083	807	551	524	513	8	583	5,356
Acquisition expenses	—	—	—	—	—	—	—	310	—	310
Integration services fees	—	—	2,200	—	1,000	—	—	—	—	3,200
Other	898	—	—	—	—	(2,300)	—	—	333	(1,069)
Adjusted EBITDA ⁽²⁾	<u>\$ (26,279)</u>	<u>\$ 29,792</u>	<u>\$ 31,726</u>	<u>\$ 10,837</u>	<u>\$ 17,401</u>	<u>\$ 24,575</u>	<u>\$ 14,443</u>	<u>\$ 9,548</u>	<u>\$ 22,144</u>	<u>\$ 134,187</u>

Adjusted EBITDA ⁽²⁾



- 1) Income (loss) from continuing operations does not include income from discontinued operations for the six months ended June 30, 2021.
- 2) As a result of the sale of Liberty Safe in August 2021, and the classification of ACI as Held for Sale at December 31, 2021, Adjusted EBITDA for the six months ended June 30, 2021 does not include \$12.5 million in Adjusted EBITDA from Liberty and \$13.1 million in Adjusted EBITDA from ACI.

Adjusted EBITDA

Year ended December 31, 2021

In 000's	Corporate	5.11	BOA	Ergobaby	Lugano	Marucci Sports	Velocity Outdoor	Altor Solutions	Arnold	Sterno	Consolidated
Net income from continuing operations (1)	\$ (72,624)	\$ 20,152	\$ 21,178	\$ 5,079	\$ 5,239	\$ 10,232	\$ 23,035	\$ 7,871	\$ 5,013	\$ (316)	\$ 24,859
Adjusted for:											
Provision (benefit) for income taxes	(12,119)	6,905	3,559	2,018	2,094	3,070	6,237	2,619	1,345	2,609	18,337
Interest expense, net	58,639	16	—	—	9	5	165	(1)	6	—	58,839
Intercompany interest	(66,765)	11,868	8,581	1,960	2,450	3,110	7,461	7,558	5,455	18,322	—
Loss on debt extinguishment	33,305	—	—	—	—	—	—	—	—	—	33,305
Depreciation and amortization	1,025	22,355	20,279	8,435	4,757	8,634	12,704	12,938	8,888	23,369	123,384
EBITDA	(58,539)	61,296	53,597	17,492	14,549	25,051	49,602	30,985	20,707	43,984	258,724
Other (income) expense	(284)	125	377	—	16	(119)	2,573	(323)	8	(1,189)	1,184
Noncontrolling shareholder compensation	—	2,428	2,194	1,693	190	1,101	1,020	1,035	38	1,242	10,941
Acquisition expenses	39	—	—	—	1,827	971	—	444	310	—	3,591
Integration services fees	—	—	3,300	—	563	1,000	—	—	—	—	4,863
Other	1,132	273	—	—	—	1,000	(2,300)	—	—	995	1,100
Adjusted EBITDA	\$ (57,651)	\$ 64,122	\$ 59,468	\$ 19,185	\$ 17,145	\$ 29,004	\$ 50,895	\$ 32,141	\$ 21,063	\$ 45,032	\$ 280,403

Adjusted EBITDA

Year ended December 31, 2020

In 000's

	Corporate	5.11	BOA	Ergobaby	Liberty	Marucci Sports	Velocity Outdoor	ACI	Arnold	Altor Solutions	Sterno	Consolidated
Net income from continuing operations (1)	\$(19,065)	\$12,356	\$(2,640)	\$725	\$9,902	\$(4,785)	\$11,161	\$13,170	\$(3,539)	\$6,092	\$3,820	\$27,197
Adjusted for:												
Provision (benefit) for income taxes	—	1,808	(535)	2,033	3,288	(1,390)	3,560	3,431	(198)	2,554	2,343	16,894
Interest expense, net	45,610	19	—	—	—	7	131	—	—	—	1	45,768
Intercompany interest	(70,449)	14,085	2,043	2,405	3,548	1,843	8,915	5,778	5,730	7,084	19,018	—
Depreciation and amortization	399	21,483	5,589	8,199	1,742	10,203	12,781	2,773	6,805	12,722	22,510	105,206
EBITDA	(43,505)	49,751	4,457	13,362	18,480	5,878	36,548	25,152	8,798	28,452	47,692	195,065
Gain on sale of business	(100)	—	—	—	—	—	—	—	—	—	—	(100)
Other (income) expense	—	1,420	39	—	7	(42)	931	154	9	(38)	140	2,620
Noncontrolling shareholder compensation	—	2,489	469	1,156	29	634	1,549	495	(20)	1,028	1,166	8,995
Acquisition expenses and other	—	—	2,517	—	—	2,042	—	—	—	273	—	4,832
Integration service fee	—	—	1,125	—	—	1,000	—	—	—	—	—	2,125
Other	324	—	—	598	—	—	—	—	—	—	—	922
Adjusted EBITDA	\$(43,281)	\$ 53,660	\$8,607	\$15,116	\$18,516	\$9,512	\$39,028	\$25,801	\$8,787	\$29,715	\$48,998	\$214,459