



GENERAL MILLS
FISCAL 2019
THIRD-QUARTER EARNINGS
MARCH 20, 2019

A Reminder on Forward-looking Statements



This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 that are based on management's current expectations and assumptions. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from the potential results discussed in the forward-looking statements. In particular, our predictions about future net sales and earnings could be affected by a variety of factors, including: competitive dynamics in the consumer foods industry and the markets for our products, including new product introductions, advertising activities, pricing actions, and promotional activities of our competitors; economic conditions, including changes in inflation rates, interest rates, tax rates, or the availability of capital; product development and innovation; consumer acceptance of new products and product improvements; consumer reaction to pricing actions and changes in promotion levels; acquisitions or dispositions of businesses or assets, including our acquisition of Blue Buffalo and issues in the integration of Blue Buffalo and retention of key management and employees; unfavorable reaction to our acquisition of Blue Buffalo by customers, competitors, suppliers, and employees; changes in capital structure; changes in the legal and regulatory environment, including tax legislation, labeling and advertising regulations, and litigation; impairments in the carrying value of goodwill, other intangible assets, or other long-lived assets, or changes in the useful lives of other intangible assets; changes in accounting standards and the impact of significant accounting estimates; product quality and safety issues, including recalls and product liability; changes in consumer demand for our products; effectiveness of advertising, marketing, and promotional programs; changes in consumer behavior, trends, and preferences, including weight loss trends; consumer perception of health-related issues, including obesity; consolidation in the retail environment; changes in purchasing and inventory levels of significant customers; fluctuations in the cost and availability of supply chain resources, including raw materials, packaging, and energy; disruptions or inefficiencies in the supply chain; effectiveness of restructuring and cost saving initiatives; volatility in the market value of derivatives used to manage price risk for certain commodities; benefit plan expenses due to changes in plan asset values and discount rates used to determine plan liabilities; failure or breach of our information technology systems; foreign economic conditions, including currency rate fluctuations; and political unrest in foreign markets and economic uncertainty due to terrorism or war. The company undertakes no obligation to publicly revise any forward-looking statements to reflect any future events or circumstances.

Today's Key Messages



- **Pleased with Q3 Execution and Results**
- **Updating Full Year Guidance, Including Increased Expectations for EPS Growth and Cash Conversion**
- **Remain Confident in Our Consumer First Strategy and Global Growth Priorities**

GENERAL MILLS
FISCAL 2019
THIRD-QUARTER RESULTS
MARCH 20, 2019



Don Mulligan
Chief Financial Officer



Third Quarter Fiscal 2019 Financial Results



dollars in millions except per share data

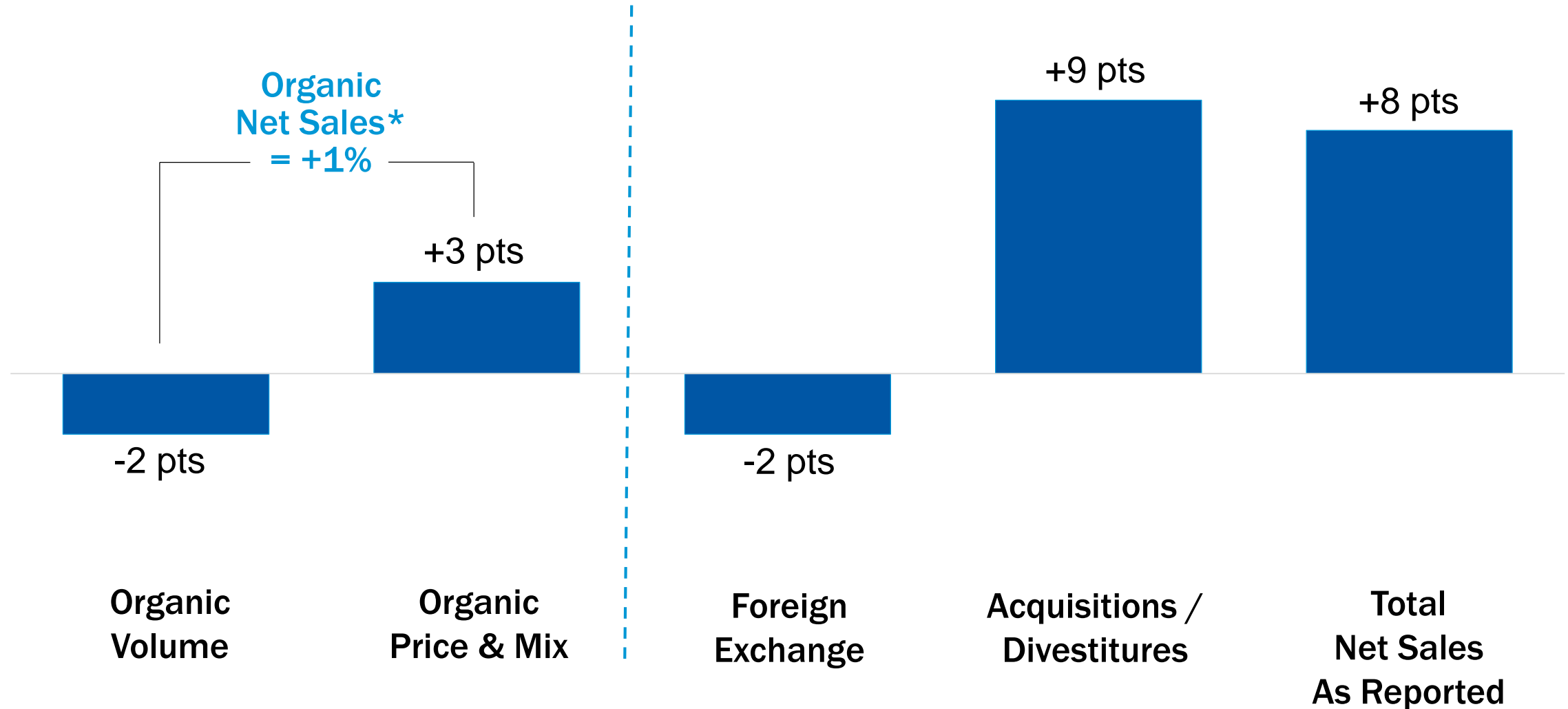
TOTAL GENERAL MILLS	\$	VS LY ¹
Net Sales	\$4,198	+10%
Adjusted Operating Profit*	\$730	+25%
Adjusted Diluted EPS*	\$0.83	+6%

- Q3 Results Include the Addition of Blue Buffalo
- Organic Net Sales* +1% vs. LY
- HMM Savings, Positive Price/Mix, Strong Cost Control, and Blue Buffalo Drove Operating Margin Expansion

*Non-GAAP measure. See appendix for reconciliation.

(1) Constant currency growth rate. Non-GAAP measure. See appendix for reconciliation

Third Quarter Fiscal 2019 Components of Net Sales Growth



*Non-GAAP measure.

Third Quarter Fiscal 2019 North America Retail



SEGMENT RESULTS

\$MM

VS. LY

SEGMENT RESULTS	\$MM	VS. LY
Net Sales	\$2,519	Flat ¹
Segment Operating Profit	\$582	+12% ²

NET SALES GROWTH BY OPERATING UNIT

U.S. Cereal	+4%
U.S. Meals & Baking	+2
U.S. Snacks	-1
U.S. Yogurt	-2
Canada	-11
<i>Constant-currency²</i>	-6

North America Retail

Flat



Highlights:

- Nielsen-measured U.S. retail sales Flat vs. LY; Share gains in majority of top U.S. categories
- Sequential net sales improvement in all U.S. operating units
- SOP growth driven by cost savings, lower SG&A, and positive price/mix

(1) Organic net sales growth rate. Non-GAAP measure. See appendix for reconciliation
(2) Constant currency growth rate. Non-GAAP measure. See appendix for reconciliation.
Source: Nielsen xAOC, 13 weeks ending 2/23/2019

Third Quarter Fiscal 2019 Convenience Stores & Foodservice



SEGMENT RESULTS

\$MM

VS. LY

Net Sales	\$472	+3% ¹
Segment Operating Profit	\$97	+15%

NET SALES GROWTH BY PLATFORM

Focus 6 Platforms	+4%
Other	+1%
Total CS&F	+3%

Highlights:

- Frozen Meals, Snacks, and Frozen Baked Goods platforms drove Focus 6 growth
- Strong performance in convenience store channel
- SOP acceleration due to cost savings and positive price/mix, partially offset by input cost inflation



(1) Organic net sales growth rate. Non-GAAP measure. See appendix for reconciliation

Third Quarter Fiscal 2019 Europe & Australia



SEGMENT RESULTS \$MM VS. LY

Net Sales	\$433	-2% ¹
Segment Operating Profit	\$24	-1% ²



Highlights:

- Net sales declines on Yogurt, partially offset by growth on Snack Bars and Ice Cream
- Double-digit retail sales growth on Nature Valley, Fibre One, and Häagen-Dazs
- SOP results due to input cost inflation, partially offset by cost savings, lower SG&A, and favorable price/mix



(1) Organic net sales growth rate. Non-GAAP measure. See appendix for reconciliation
 (2) Constant currency growth rate. Non-GAAP measure. See appendix for reconciliation
 Source: Nielsen/IRI. Retail sales growth, latest 12 weeks through January 2019.

Third Quarter Fiscal 2019 Asia & Latin America



SEGMENT RESULTS

\$MM

VS. LY

Net Sales	\$428	+7% ¹
Segment Operating Profit	\$20	+++

Highlights:

- Double-digit retail sales growth on Snacks in India and Middle East
- Solid performance on Wanchai Ferry and Häagen-Dazs in Asia
- Significant increase in SOP driven by organic net sales growth and lower SG&A



(1) Organic net sales growth rate. Non-GAAP measure. See appendix for reconciliation
Source: Nielsen/IRI. Retail sales growth, latest 12 weeks through January 2019.

Third Quarter Fiscal 2019 Pet Segment



SEGMENT RESULTS	\$MM	PRO FORMA GROWTH
Net Sales	\$347	+4%
Segment Operating Profit	\$73	-3%

Highlights:

- Net sales increase driven by significant growth in FDM and E-commerce, partially offset by Pet Specialty declines
- SOP decline due to higher input costs and plant start-up costs, partially offset by cost savings and synergies
- On track to deliver +DD top and bottom line growth in F19*

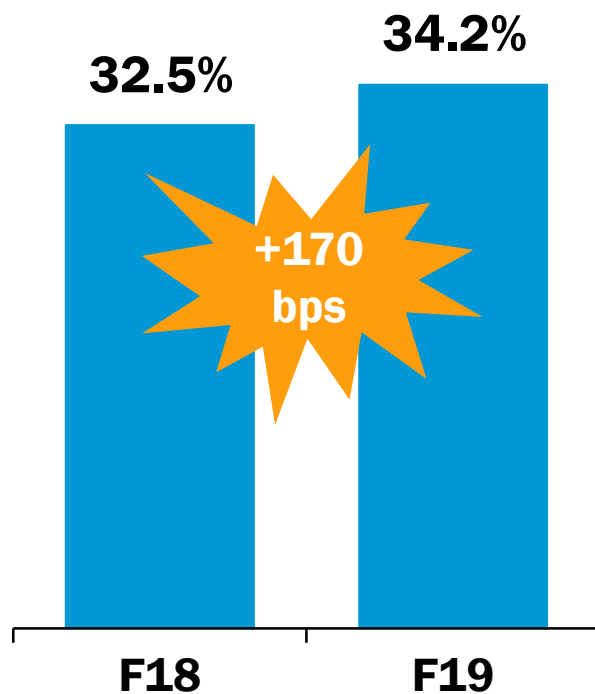


*Excluding purchasing accounting charges.
Source: Nielsen, Profitero, Company Estimates.

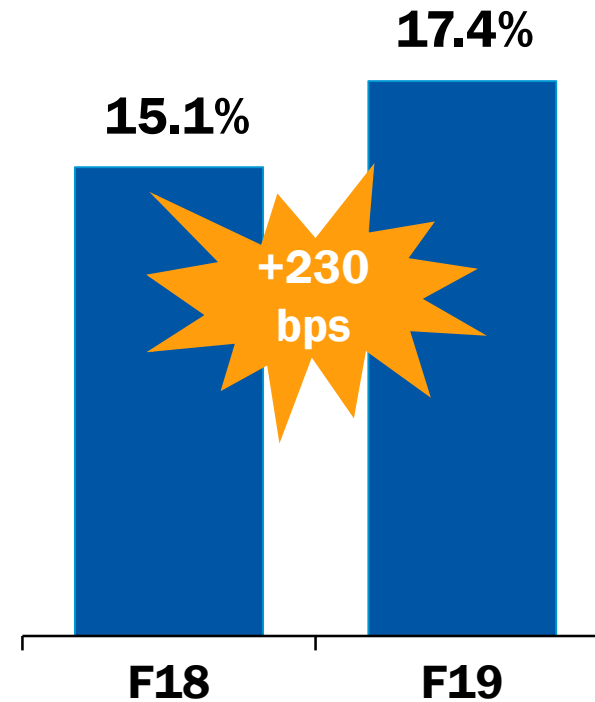
Third Quarter Fiscal 2019 Margin Results¹



ADJUSTED GROSS MARGIN* (% of Net Sales)



ADJUSTED OPERATING PROFIT MARGIN* (% of Net Sales)



Q3 Margin Drivers:

- + COGS HMM Savings
- + Positive Price/Mix
- + Strong Cost Control
- + Addition of Blue Buffalo
- Input Cost Inflation

(1) Reflects new Retirement and Postemployment Benefit reporting requirement.

*Non-GAAP measure. See appendix for reconciliation.

Third Quarter Fiscal 2019 Joint Venture Results



AFTER-TAX EARNINGS: \$12MM VS. \$17MM LY

JV GROWTH	CPW	HDJ
Net Sales*	+2%	-5%

Highlights:

- CPW net sales growth due to Asia, Middle East, and Africa and Europe regions, partially offset by LATAM
- HDJ net sales declines driven by crispy sandwich and stick bar varieties
- After-tax earnings impacted by \$4MM restructuring charge at CPW



* Growth rates in constant currency.

Third Quarter Fiscal 2019 Other Income Statement Items



- **Restructuring, Impairment, and Other Exit Costs Totaled \$60MM**
- **\$35MM Loss on Argentina Divestiture**
- **Unallocated Corporate Expense Increased \$24MM ex. Certain Items**
- **Net Interest Expense Increased \$42MM**
- **Adjusted Effective Tax Rate 19.9% vs. 15.2% LY***
- **Average Diluted Shares Outstanding Up 4%**

Nine-month Fiscal 2019 Financial Results



dollars in millions except per share data

TOTAL GENERAL MILLS	\$	VS LY ¹
Net Sales	\$12,704	+9%
Adjusted Operating Profit*	\$2,136	+11%
Adjusted Diluted EPS*	\$2.39	+3%

- Organic Net Sales* Flat vs. LY
- Adjusted Gross Margin* +10bps
- Adjusted Operating Margin* +60bps

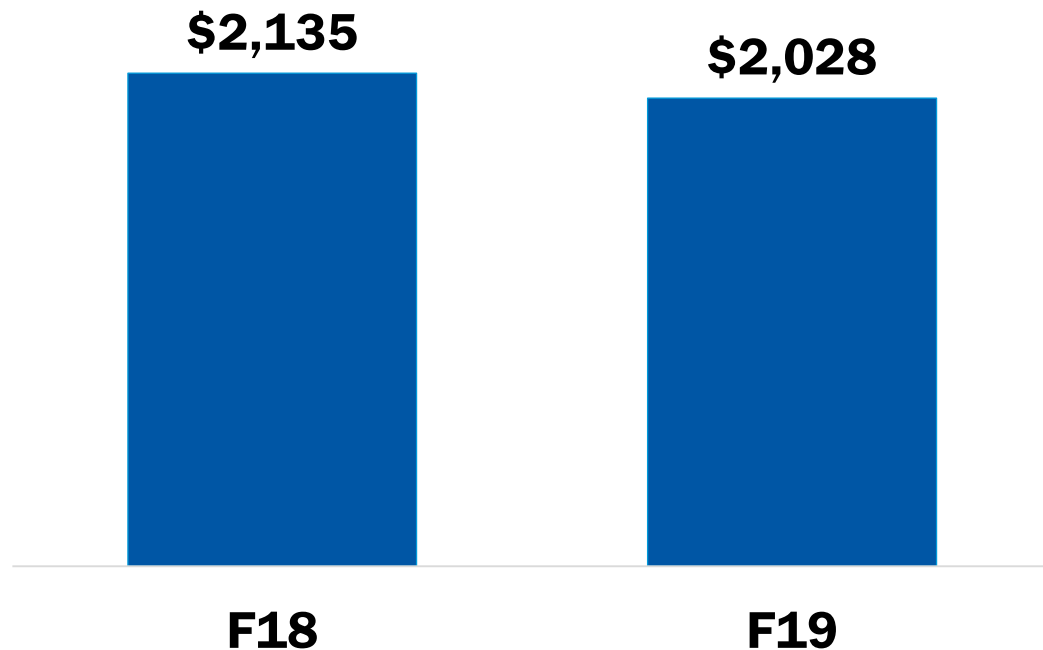
*Non-GAAP measure. See appendix for reconciliation.

(1) Constant currency growth rate. Non-GAAP measure. See appendix for reconciliation

Nine-month Fiscal 2019 Balance Sheet and Cash Flow



NINE-MONTH OPERATING CASH FLOW (\$ IN MILLIONS)



- Core Working Capital = \$498MM
- Capital Investments = \$368MM
- FCF Conversion* = 113%
- Debt Reduction = \$798MM
- Dividends Paid = \$884MM

Fourth Quarter Fiscal 2019 Expectations



- **Significant Top and Bottom Line Growth for Blue Buffalo**
- **Organic Net Sales Growth* to Moderate From Q3**
- **Lapping Significant Margin Expansion in F18 Q4**

Updating Fiscal 2019 Guidance



KEY FINANCIAL METRICS	PREVIOUS 2019 GUIDANCE	UPDATED 2019 GUIDANCE
Net Sales Growth	+9 to +10% ¹	Lower End
Organic Net Sales Growth*	Flat to +1%	Lower End
Adjusted Operating Profit Growth*	+6 to +9% ¹	Higher End
Net Interest Expense	~\$550MM	~\$535MM
Adjusted Effective Tax Rate*	23-24%	22-23%
Adjusted Diluted EPS Growth*	Flat to -3% ¹	Flat to +1% ¹
Free Cash Flow Conversion*	>95%	>105%

*Non-GAAP measure.

(1) Constant-currency growth rate.

GENERAL MILLS
FISCAL 2019
THIRD-QUARTER RESULTS
MARCH 20, 2019



Jeff Harmening

Chairman and Chief Executive Officer



Our Fiscal 2019 Priorities



Grow The Core

Compete Effectively and Accelerate Growth Platforms



Transition Blue Buffalo

Successfully Transition Blue Buffalo and Maintain Momentum



Deliver Financial Commitments

Achieve Profit and Cash Flow Goals



Keys to Growing the Core in F19



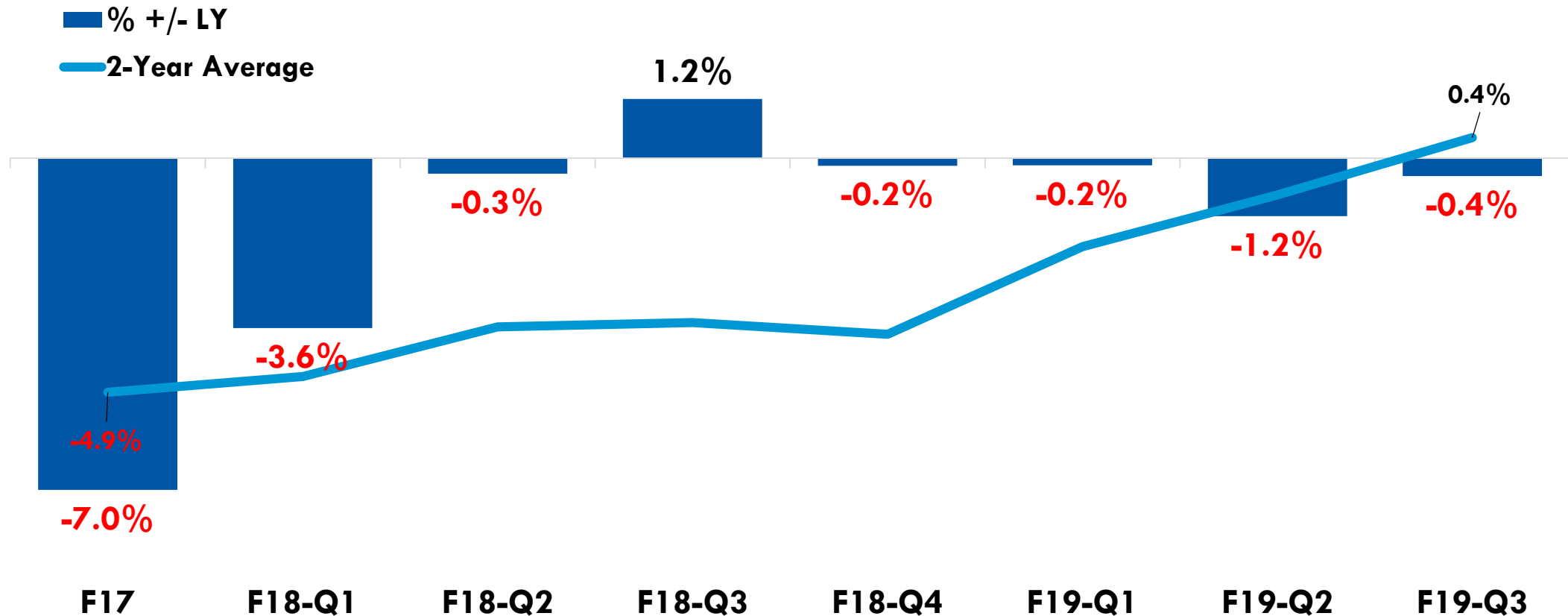
F19 YTD vs. F18

- 1) Improve U.S. Yogurt ✓
- 2) Improve Emerging Markets ✓
- 3) Strengthen Innovation ✓
- 4) Stabilize U.S. Distribution ✓
- 5) Increase Benefits from Price/Mix ✓

General Mills U.S. Retail Sales Trends



(% vs. LY)



General Mills U.S. Retail Market Share Performance



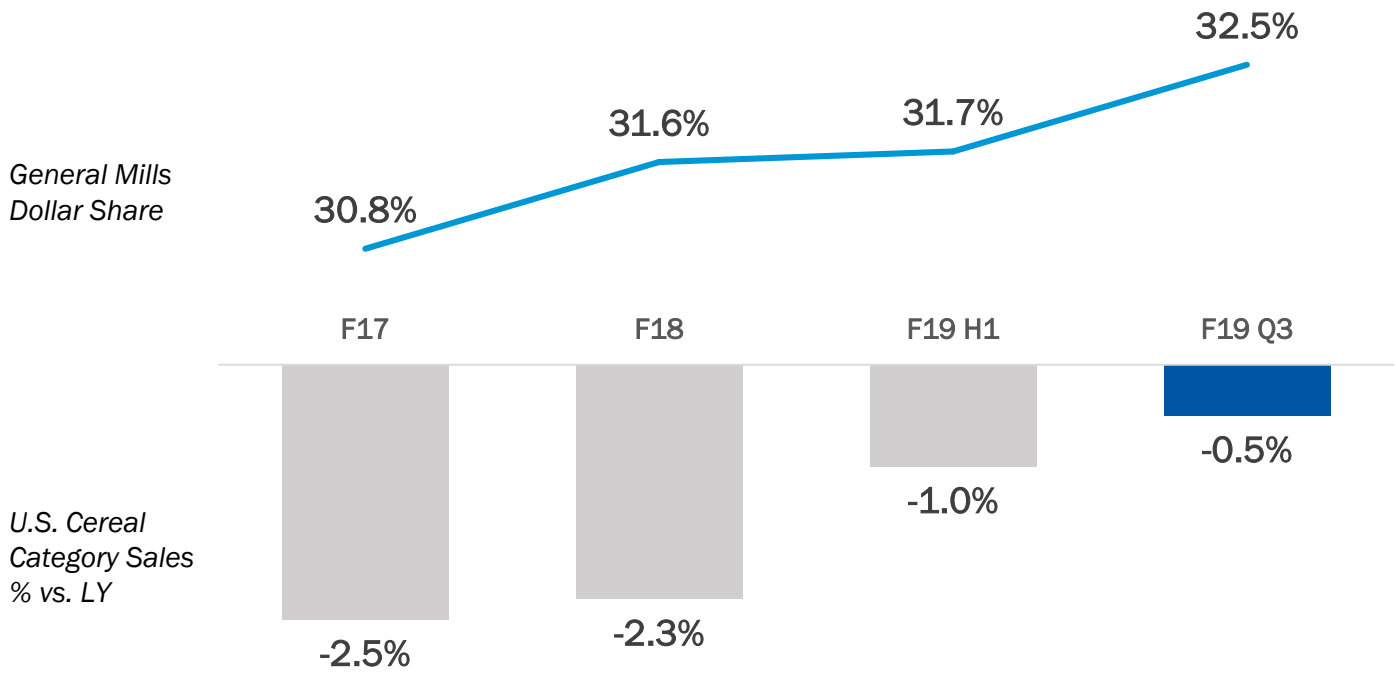
	F17	F18 H1	F18 H2	F19 YTD
Cereal	—	+	+	+
Bars	—	+	—	—
Yogurt	—	—	—	+
Refrigerated Dough	—	—	+	+
Soup	—	+	+	—
Hot Snacks	+	—	+	+
Desserts	—	—	+	+
Mexican	+	+	+	+
Fruit Snacks	—	+	+	—
Natural & Organic	+	+	+	+
Top 10 Holding / Gaining Share	3 of 10	6 of 10	8 of 10	7 of 10

Source: Nielsen xAOC, dollar share, F19 YTD through February 2019
 Natural & Organic includes Nielsen XAOC tracked categories

Grow the Core: Cereal



U.S. CEREAL CATEGORY IS IMPROVING GENERAL MILLS GROWING SHARE



CONVENIENCE STORES & FOODSERVICE



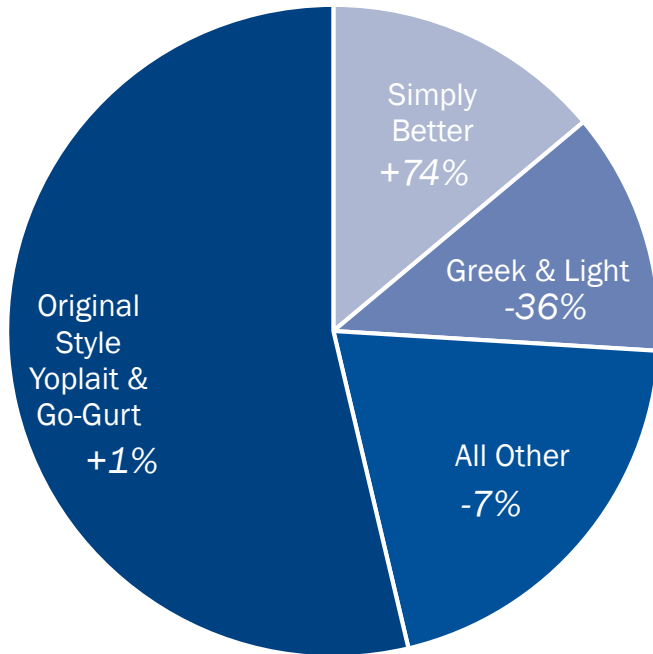
F19 YTD Net Sales +LSD

Grow the Core: U.S. Yogurt



YOGURT PORTFOLIO TRANSITIONING TO CORE AND SIMPLY BETTER

(General Mills F19 YTD Retail Sales, % vs. LY)



F19 YTD Retail Sales -2%



CONVENIENCE STORES & FOODSERVICE



F19 Q3 Yogurt Net Sales +LSD

Grow the Core: Regional Business Highlights



U.S. REFRIGERATED BAKED GOODS



F19 YTD Retail Sales +2%

CONVENIENCE STORES & FOODSERVICE FROZEN BAKED GOODS



F19 YTD Net Sales +MSD

Grow the Core: Regional Business Highlights



U.S. HOT SNACKS



F19 YTD Retail Sales +5%

WANCHAI FERRY IN CHINA

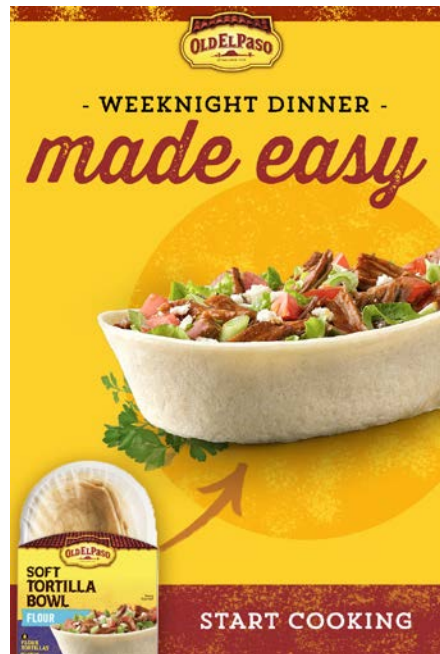


F19 YTD Retail Sales +7%

Grow the Core: Accelerate Platforms



BRAND SUPPORT FUELING MEXICAN GROWTH



F19 YTD Retail Sales +3%

PRODUCT AND PACKAGING NEWS DRIVING NATURAL & ORGANIC GROWTH



F19 YTD Retail Sales +3%

Grow the Core: Accelerate Platforms



CONTINUED STRENGTH IN BARS OUTSIDE NORTH AMERICA



F19 YTD Retail Sales +33%

WORK CONTINUES IN U.S. BARS



F19 YTD Retail Sales -5%

INNOVATION AND DISTRIBUTION DRIVING HÄAGEN-DAZS GROWTH



F19 YTD Retail Sales +12%

Transition of Blue Buffalo



- **On Track to Deliver Double Digit Top and Bottom Line Growth* in F19**
- **Executing Q4 FDM Expansion Plans**
- **Targeting Significant Q4 Margin Improvement**
 - ✓ Increased HMM and Synergies
 - ✓ Benefits from Strategic Revenue Management Actions
 - ✓ Improved Product Mix

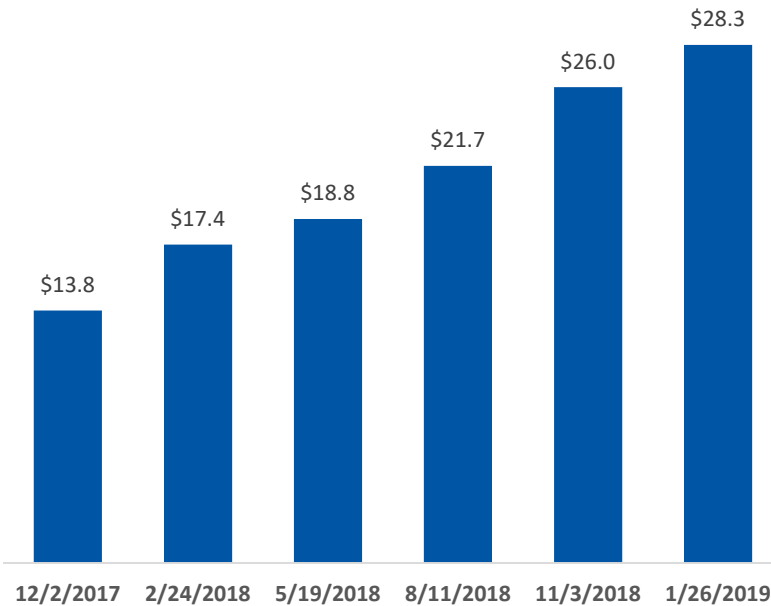


Blue Buffalo Year-to-date Growth by Channel



FDM

BLUE U.S. RETAIL SALES
(in millions, 4 weeks ending)



- Retail Sales +++
- Market Share Gains

PET SPECIALTY



- Retail Sales -DD
- Market Share Declines

E-COMMERCE



- Retail Sales +24%
- Market Share Gains

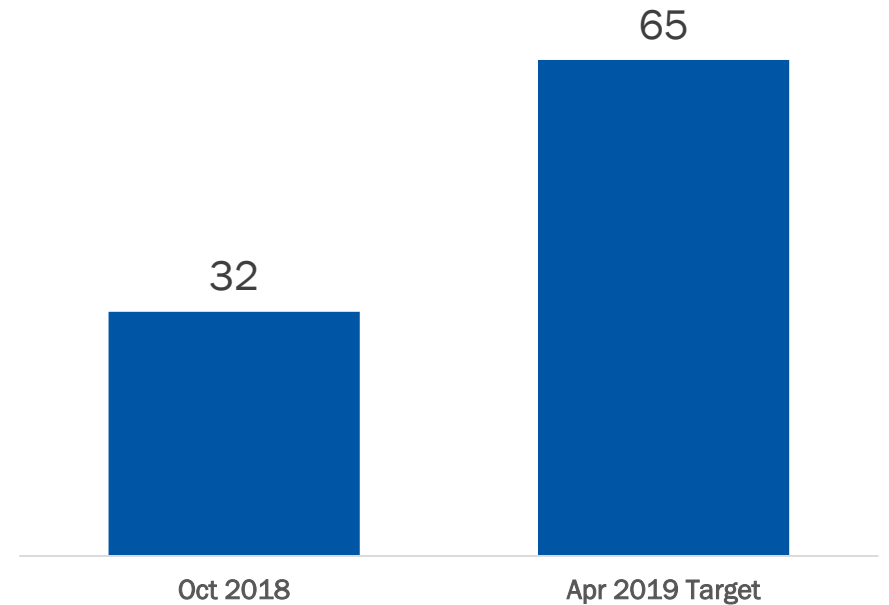
Expanding BLUE's Availability in Q4



- Doubling FDM Distribution in Q4
- Expanding Wilderness to FDM in Q4
- Expect Q4 Pro Forma Net Sales Growth of 30%+

BLUE BUFFALO U.S. DISTRIBUTION

% ACV



*Life Protection Formula
FDM Launch: August 2017*



*Wilderness
FDM Launch: March 2019*

Deliver Financial Commitments



- **Increased COGS HMM Savings, Driven by Global Sourcing**
- **SRM Driving Price/Mix Benefits Ahead of LY**
- **Strong Cost and CapEx Discipline**
- **Core Working Capital Reduction**

Today's Key Messages



- **Pleased with Q3 Execution and Results**
- **Updating Full Year Guidance, Including Increased Expectations for EPS Growth and Cash Conversion**
- **Remain Confident in Our Consumer First Strategy and Global Growth Priorities**

A Reminder on Non-GAAP Guidance



Our fiscal 2019 outlook for organic net sales growth, constant currency adjusted operating profit and adjusted diluted EPS, and free cash flow are non-GAAP financial measures that exclude, or have otherwise been adjusted for, items impacting comparability, including the effect of foreign currency exchange rate fluctuations, restructuring charges and project-related costs, acquisition transaction and integration costs, acquisitions, divestitures and mark-to-market effects. We are not able to reconcile these forward-looking non-GAAP financial measures to their most directly comparable forward-looking GAAP financial measures without unreasonable efforts because we are unable to predict with a reasonable degree of certainty the actual impact of changes in foreign currency exchange rates and commodity prices or the timing or impact of acquisitions, divestitures and restructuring actions throughout fiscal 2019. The unavailable information could have a significant impact on our fiscal 2019 GAAP financial results.

For fiscal 2019, we currently expect: foreign currency exchange rates (based on blend of forward and forecasted rates and hedge positions) to reduce net sales growth by 1-2 percent; acquisitions and divestitures to increase net sales growth by high single digits; foreign currency exchange rates to have an immaterial impact on adjusted operating profit and adjusted diluted EPS growth; and total restructuring charges and project-related costs related to actions previously announced to total approximately \$85 million.

Reconciliation of Third Quarter Fiscal 2019 Constant-currency Net Sales Growth



(FISCAL YEAR)

2019

	Percentage Change in Net Sales as Reported	Impact of Foreign Currency Exchange	Percentage Change in Net Sales on a Constant- currency Basis
Q3	8 %	(2) pts	10 %

Reconciliation of Third Quarter Fiscal 2019 Organic Net Sales Growth



(FISCAL YEAR)

	Q3 2019					
	Organic Volume	Organic Price/Mix	Organic Net Sales	Foreign Exchange	Acquisitions & Divestitures	Reported Net Sales Growth
North America Retail	(2) pts	2 pts	Flat	-	-	Flat
Convenience Stores & Foodservice	(2) pts	5 pts	3 %	-	-	3 %
Europe & Australia	(4) pts	2 pts	(2) %	(6) pts	-	(8) %
Asia & Latin America	3 pts	4 pts	7 %	(8) pts	(1) pt	(2) %
Pet	-	-	-	-	-	-
Total	(2) pts	3 pts	1 %	(2) pts	9 pts	8 %

Reconciliation of Third Quarter Fiscal 2019 Adjusted Operating Profit Constant-currency Growth Rate



(FISCAL YEARS, \$ IN MILLIONS)

	Q3		
	2019	2018	Change
Operating profit as reported	\$ 651.3	\$ 569.5	14 %
Mark-to-market effects	(6.5)	2.8	
Restructuring charges	58.6	7.6	
Project-related costs	0.1	3.0	
Asset impairments	1.2	-	
Acquisition transaction and integration costs	5.8	3.5	
Divestiture loss	35.4	-	
Legal recovery	(16.2)	-	
Adjusted operating profit, excluding certain items affecting comparability	\$ 729.7	\$ 586.4	24 %
Foreign currency exchange impact			(1) pt
Adjusted operating profit growth, Excluding certain items affecting comparability, on a constant-currency basis			25 %

Reconciliation of Third Quarter Fiscal 2019 Adjusted Diluted EPS and Related Constant-currency Growth Rate



(FISCAL YEARS)

Per Share Data	Q3		
	2019	2018	Change
Diluted earnings per share, as reported	\$ 0.74	\$ 1.62	(54) %
Net tax benefit	(0.01)	(0.86)	
Mark-to-market effects*	(0.01)	-	
Acquisition transaction and integration costs*	0.01	0.02	
Divestiture loss*	0.03	-	
Restructuring charges*	0.08	0.01	
Legal recovery*	(0.01)	-	
Diluted earnings per share, excluding certain items affecting comparability	\$ 0.83	\$ 0.79	5 %
Foreign currency exchange impact			(1) pt
Diluted earnings per share growth, excluding certain items affecting comparability, on a constant-currency basis			6 %

*See reconciliation of tax rate excluding items for tax impact of individual items.

Reconciliation of Third Quarter Fiscal 2019 Canada Operating Unit Constant-currency Net Sales Growth



(FISCAL YEAR)

2019

	Percentage Change in Net Sales as Reported	Impact of Foreign Currency Exchange	Percentage Change in Net Sales on a Constant- currency Basis
Q3	(11)%	(5) pts	(6) %

Reconciliation of Third Quarter Fiscal 2019 Constant-currency Segment Operating Profit Growth



(FISCAL YEAR)

Q3 2019

	Percentage Change in Segment Operating Profit as Reported	Impact of Foreign Currency Exchange	Percentage Change in Segment Operating Profit on a Constant-currency Basis
North America Retail	12 %	Flat	12 %
Europe & Australia	(11) %	(10) pts	(1) %

Reconciliation of Third Quarter Fiscal 2019 Adjusted Gross Margin



(FISCAL YEARS)

	Q3	
	2019	2018
	% of Net Sales	% of Net Sales
Gross margin as reported	34.4 %	32.4 %
Mark-to-market effects	(0.2)	-
Project-related costs	-	0.1
Adjusted gross margin	34.2 %	32.5 %

Reconciliation of Third Quarter Fiscal 2019 Adjusted Operating Profit Margin



(FISCAL YEARS)

	Q3	
	2019	2018
	% of Net Sales	% of Net Sales
Operating profit margin as reported	15.5 %	14.7 %
Mark-to-market effects	(0.1)	0.1
Restructuring charges	1.4	0.1
Project-related costs	-	0.1
Acquisition transaction and integration costs	0.1	0.1
Divestiture loss	0.9	-
Legal recovery	(0.4)	-
Adjusted operating profit margin	17.4 %	15.1 %

Reconciliation of Third Quarter Fiscal 2019 Tax Rate Excluding Items



(FISCAL YEARS, \$ IN MILLIONS)

	Q3			
	2019		2018	
	Pretax Earnings*	Income Taxes	Pretax Earnings*	Income Taxes
As reported	\$541.9	\$95.8	\$503.4	\$(432.5)
Net tax benefit	-	7.2	-	503.8
Mark-to-market effects	(6.5)	(1.5)	2.8	1.2
Restructuring charges	58.6	12.3	7.6	0.8
Project-related costs	0.1	-	3.0	0.7
Asset impairments	1.2	0.3	-	-
Acquisition transaction and integration costs	5.8	1.3	19.4	5.6
Divestiture loss	35.4	13.6	-	-
Tax adjustment	-	-	-	1.7
Legal recovery	(16.2)	(5.4)	-	-
As adjusted	\$620.3	\$123.6	\$536.2	\$81.3
Effective tax rate:				
As reported		17.7%		(85.9) %
As adjusted		19.9%		15.2 %
Sum of adjustments to income taxes		\$27.8		\$513.8
Average number of common shares - diluted EPS		604.5		582.7
Impact of income tax adjustments on diluted EPS excluding certain items affecting comparability		\$0.04		\$0.88

*Earnings before income taxes and after-tax earnings from joint ventures.

Reconciliation of Nine-month Fiscal 2019 Constant-currency Net Sales Growth



(FISCAL YEAR)

	2019		
	Percentage Change in Net Sales as Reported	Impact of Foreign Currency Exchange	Percentage Change in Net Sales on a Constant- currency Basis
Nine Months	7 %	(2) pts	9 %

Reconciliation of Nine-month Fiscal 2019 Organic Net Sales Growth



(FISCAL YEAR)

	2019 Nine Months					
	Organic Volume	Organic Price/Mix	Organic Net Sales	Foreign Exchange	Acquisitions & Divestitures	Reported Net Sales Growth
North America Retail	(3) pts	2 pts	(1) %	(1) pt	-	(2) %
Convenience Stores & Foodservice	(2) pts	4 pts	2 %	-	-	2 %
Europe & Australia	(2) pts	2 pts	Flat	(3) pts	-	(3) %
Asia & Latin America	3 pts	4 pts	7 %	(8) pts	-	(1) %
Pet	-	-	-	-	-	-
Total	(2) pts	2 pts	Flat	(2) pts	9 pts	7 %

Reconciliation of Nine-month Fiscal 2019 Adjusted Gross Margin



(FISCAL YEARS)

	Nine Months	
	2019	2018
	% of Net Sales	% of Net Sales
Gross margin as reported	33.8 %	33.9 %
Mark-to-market effects	0.3	-
Restructuring charges	-	0.1
Adjusted gross margin	34.1 %	34.0 %

Reconciliation of Nine-month Fiscal 2019 Adjusted Operating Profit Margin



(FISCAL YEARS)

	Nine Months	
	2019	2018
	% of Net Sales	% of Net Sales
Operating profit margin as reported	14.2 %	15.9 %
Mark-to-market effects	0.3	-
Restructuring charges	0.5	0.2
Project-related costs	-	0.1
Asset impairments	1.6	-
Acquisition transaction and integration costs	0.1	-
Investment valuation adjustments	(0.1)	-
Divestiture loss	0.3	-
Legal recovery	(0.1)	-
Adjusted operating profit margin	16.8 %	16.2 %

Reconciliation of Nine-month Fiscal 2019 Adjusted Operating Profit Constant-currency Growth Rate



(FISCAL YEARS, \$ IN MILLIONS)

	Nine Months		
	2019	2018	Change
Operating profit as reported	\$ 1,799.8	\$ 1,883.8	(4) %
Mark-to-market effects	36.4	(3.5)	
Restructuring charges	61.0	27.3	
Project-related costs	1.3	8.4	
Asset impairments	207.0	-	
Hyperinflationary accounting	3.2	-	
Acquisition transaction and integration costs	21.3	3.5	
Investment valuation adjustments	(13.0)	-	
Divestiture loss	35.4	-	
Legal recovery	(16.2)	-	
Adjusted operating profit, excluding certain items affecting comparability	\$ 2,136.2	\$ 1,919.5	11 %
Foreign currency exchange impact			-
Adjusted operating profit growth, excluding certain items affecting comparability, on a constant-currency basis			11 %

Reconciliation of Nine-month Fiscal 2019 Adjusted Diluted EPS and Related Constant-currency Growth Rate



(FISCAL YEARS)

Per Share Data	Nine Months		
	2019	2018	Change
Diluted earnings per share, as reported	\$ 1.96	\$ 3.05	(36) %
Net tax benefit	(0.01)	(0.86)	
Tax adjustment*	-	0.07	
Mark-to-market effects*	0.05	-	
Acquisition transaction and integration costs*	0.03	0.02	
Divestiture loss*	0.03	-	
CPW restructuring charges	0.01	-	
Restructuring charges*	0.08	0.03	
Project-related costs*	-	0.01	
Asset impairments*	0.26	-	
Investment valuation adjustments*	(0.01)	-	
Legal recovery*	(0.01)	-	
Diluted earnings per share, excluding certain items affecting comparability	\$ 2.39	\$ 2.32	3 %
Foreign currency exchange impact			-
Diluted earnings per share growth, excluding certain items affecting comparability, on a constant-currency basis			3 %

*See reconciliation of tax rate excluding items for tax impact of individual items.

Reconciliation of Nine-month Fiscal 2019 Tax Rate Excluding Items



(FISCAL YEARS, \$ IN MILLIONS)

	Nine Months			
	2019		2018	
	Pretax Earnings*	Income Taxes	Pretax Earnings*	Income Taxes
As reported	\$1,466.1	\$313.1	\$1,711.7	\$(29.1)
Net tax benefit	-	7.2	-	503.8
Mark-to-market effects	36.4	8.4	(3.5)	(1.1)
Restructuring charges	61.0	12.5	27.3	6.7
Project-related costs	1.3	0.3	8.4	2.5
Asset impairments	207.0	47.7	-	-
Acquisition transaction and integration costs	21.3	4.9	19.4	5.6
Divestiture loss	35.4	13.6	-	-
Tax adjustment	-	-	-	(40.5)
Hyperinflationary accounting	3.2	-	-	-
Investment valuation adjustments	(13.0)	(3.0)	-	-
Legal recovery	(16.2)	(5.4)	-	-
As adjusted	\$1,802.5	\$399.3	\$1,763.3	\$447.9
Effective tax rate:				
As reported		21.4%		(1.7) %
As adjusted		22.2%		25.4 %
Sum of adjustments to income taxes		\$86.2		\$477.0
Average number of common shares - diluted EPS		604.0		583.2
Impact of income tax adjustments on diluted EPS excluding certain items affecting comparability		\$0.14		\$0.82

*Earnings before income taxes and after-tax earnings from joint ventures.

Reconciliation of Nine-month Fiscal 2019 Free Cash Flow and Free Cash Flow Conversion



(FISCAL YEAR, \$ IN MILLIONS)

	2019 Nine Months
Net earnings, including earnings attributable to redeemable and noncontrolling interests	\$1,205.0
Mark-to-market effects*	28.0
Restructuring charges*	48.5
Project-related costs*	1.0
Asset impairments*	159.3
Acquisition transaction and integration costs*	16.4
Divestiture loss*	21.8
Hyperinflationary accounting*	3.2
Investment valuation adjustments*	(10.0)
CPW restructuring charges	8.6
Legal recovery*	(10.8)
Net tax benefit	(7.2)
Adjusted net earnings, including earnings attributable to redeemable and noncontrolling interests	\$1,463.8
Net cash provided by operating activities, as reported	\$2,027.6
Purchases of land, buildings, and equipment	(367.9)
Free cash flow	\$1,659.7
Free cash flow conversion rate	113%

*See reconciliation of Income Taxes on Adjusting Items.
Adjusted for the adoption of new accounting requirements