



#### **2024 Active-Passive Investor Summit**

October 2024

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#### If You Have a Headache, You're Likely to Take Tylenol



Tylenol is the leading over-the-counter pain relief medication.



#### If You Have Allergies, You're Likely to Take Zyrtec...



Zyrtec is one of the leading over-the-counter antihistamines.



#### ... Or You Might Take Benadryl



Benadryl is one of the leading over-the-counter antihistamines.



#### If You Have a Minor Cut, You Ask For a BAND-AID...



BAND-AIDs are the leading wound-care treatment.



#### ... And You're Also Likely to Use Neosporin



Neosporin is the leading first aid antibiotic.



#### When You Think of Mouthwash, You Think of Listerine



Listerine is the dominant mouthwash brand.





#### Neutrogena and Aveeno are Household Skin Care Brands



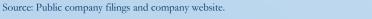
Neutrogena and Aveeno are leading skin care brands.





Collectively, These Are Among the Most Well-Known and Widely-Used Consumer Health Brands...







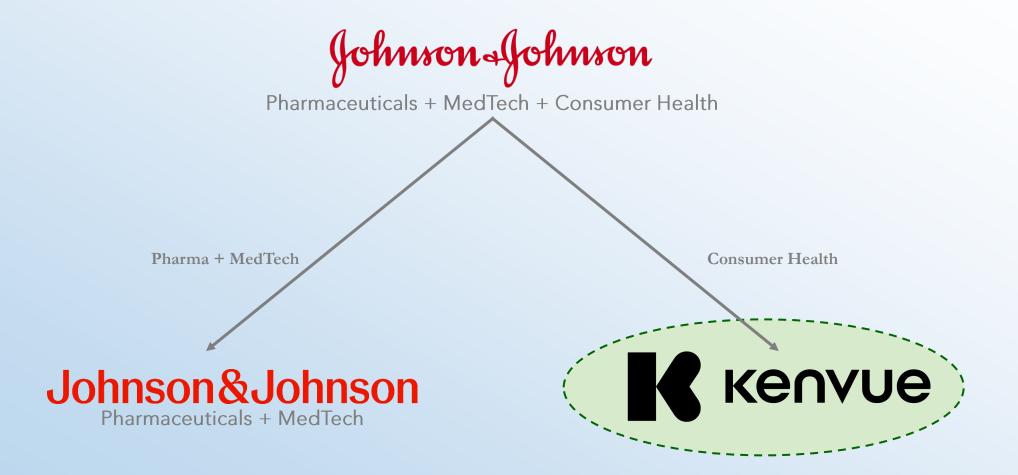
... But What You Might Not Know is <u>All of These</u> <u>Brands Are Owned By the Same Company</u>







## Kenvue Was Recently Created Through the Spin of Johnson and Johnson's Consumer Health Business



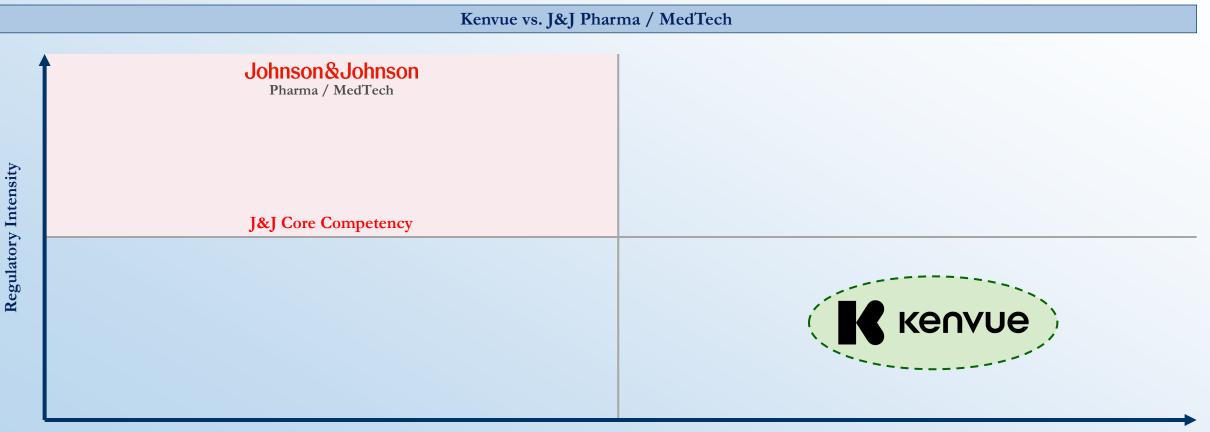
Kenvue was created in May 2023 as the spin of J&J's Consumer Health business.



Source: Public company filings.

# We Believe the Separation Had Substantial Merit As Consumer Health Is a Fundamentally Different Business From J&J's Core

Kenvue's underlying business drivers – principally consumer marketing – are fundamentally different than J&J's core business.



Importance of Consumer Marketing and Speed of Innovation

We believe that Kenvue should perform well as an independent company.



## J&J Management Astutely Recognized the Differences Between Consumer Health and Its Core Businesses, Leading to Its Separation

#### J&J Management Commentary



Alex Gorsky J&J Chairman and CEO November 2021 "Now in this particular case, we've seen a significant evolution in these markets, particularly on the consumer side, whether it's the innovation being sought by consumers, whether it's the evolving nature of the channels, the distribution, the shift to e-commerce. And as we observe that, and I must say, I think it was accelerated quite significantly with COVID-19, where we're seeing greater interest in personal care and taking care of the families. We felt that this, in fact, was the right time to recognize the differences between the consumer-facing business versus that in our medical device and pharmaceuticals.

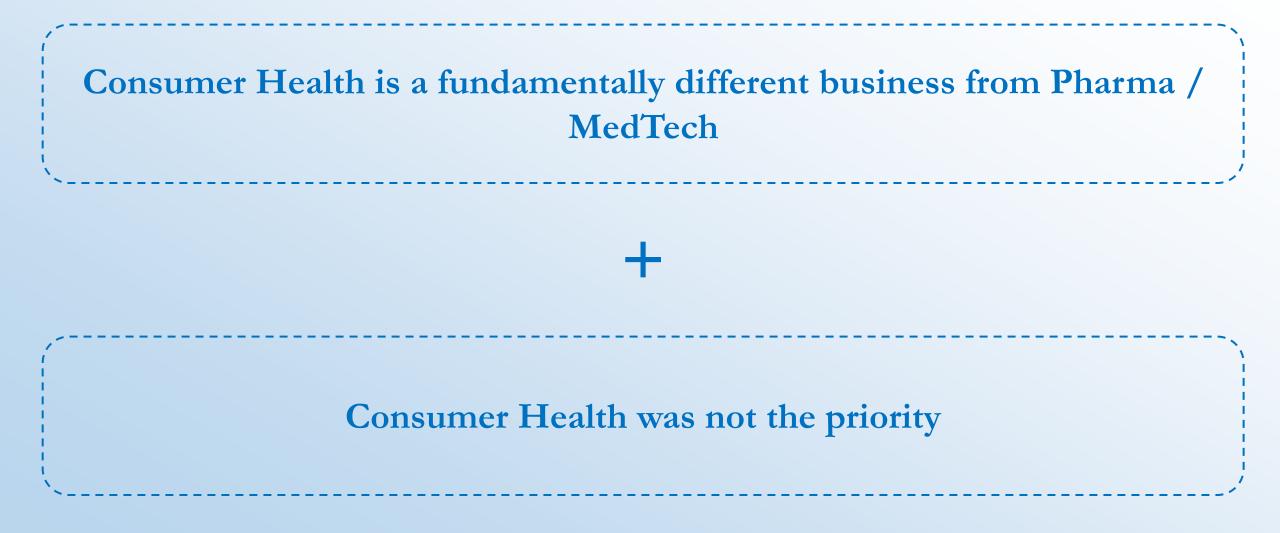
What I would reflect on is that we think these have evolved as fundamentally different businesses. If you look at, for example, the rate and pace of innovation, the level of science and technology involved in pharmaceutical and medical devices. If you look at the investment required for clinical development plans, if you look at the regulatory pathways, if you take a look at the distribution channels where you shift through intermediaries versus a more business to consumer interface that we're seeing on consumer as well as the actual sales and marketing and contracting and working to ensure access around the world. These 2 businesses share many more common themes versus our consumer business. And we think that it makes strategic sense for these 2 businesses to continue to work together."

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J&J management recognized the differences between Consumer Health and its core businesses, leading to the separation.

Source: Public company transcripts. Quotes bolded and underlined for emphasis.

## In Summary, We Believe the Consumer Health Separation Had Tremendous Merit and Liberated a Great Business with Amazing Brands





## Consumer Health Made Up a Smaller and Smaller Mix of J&J's Overall Business Over Time



Consumer Health was the smallest segment within J&J.



## Understanding Kenvue's Brand Portfolio as a Standalone Company



Kenvue Operates Three Segments With an Impressive Portfolio of Brands That Is Impossible to Replicate



#### We Believe Kenvue's Brands Compare Favorably to Colgate-Palmolive



We believe Kenvue has a better personal care brand portfolio versus Colgate-Palmolive.

Source: Public company filings.



#### We Believe Kenvue's Brands Compare Favorably to Haleon



We believe Kenvue has a better personal care brand portfolio versus Haleon.



#### We Believe Kenvue's Brands Compare Favorably to P&G



We believe Kenvue has a better personal care brand portfolio versus P&G.



#### We Believe Kenvue's Brands Compare Favorably to Church & Dwight



We believe Kenvue has a better personal care brand portfolio versus Church & Dwight.



#### We Believe Kenvue's Brands Compare Favorably to Clorox



We believe Kenvue has a better personal care brand portfolio versus Clorox.



#### We Believe Kenvue's Brands Compare Favorably to Kimberly Clark



We believe Kenvue has a better personal care brand portfolio versus Kimberly Clark.



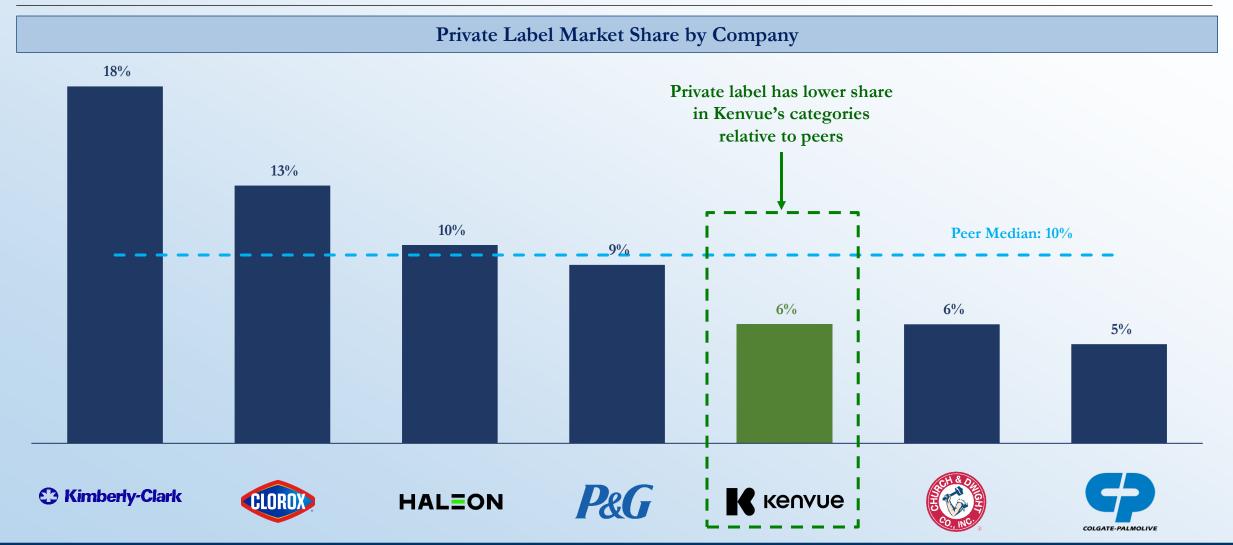
## We Believe Kenvue Has the Best Brand Portfolio In Its Peer Group

Kenvue					
Tylenol	LISTERINE	(Benadryl)	ZYRTEC	SUDAFED®	Motrin
<b>BAND</b> -AID	Neutrogena	Aveeno.	Johnsonis baby	Rogaine	Ogr
P&G	Colgate-Palmolive		Haleon		
OlayGilletteTAMPAXOlayImage: Constant of the second s	Coral B Performance Spice		NOLIVE Sanex	Advil THERAFU SENSODYNE	
Clorox		Church & Dwight		Kimberly Clark	
CLOROX: GLA PILO-SO: OBRI BURT'S BEES Hidden t	TA	Craj	el heraBreath		Wites Cleenex. +ex Scott

Source: Public company filings.

Starboard has identified PG, CL, HLN, CLX, CHD, and KMB as the relevant peer set for comparison with KVUE. Starboard believes these provide appropriate peer comparisons. This presentation is a determination that is subject to a certain degree of subjectivity. As the full universe of potential peers is not listed here, the comparisons made herein may differ materially if other firms had been included.

#### Kenvue's Categories Are Also More Defensible Than Peers With Less Threat From Private Label Alternatives



#### Kenvue is better suited to handle private label threat than its average peer.

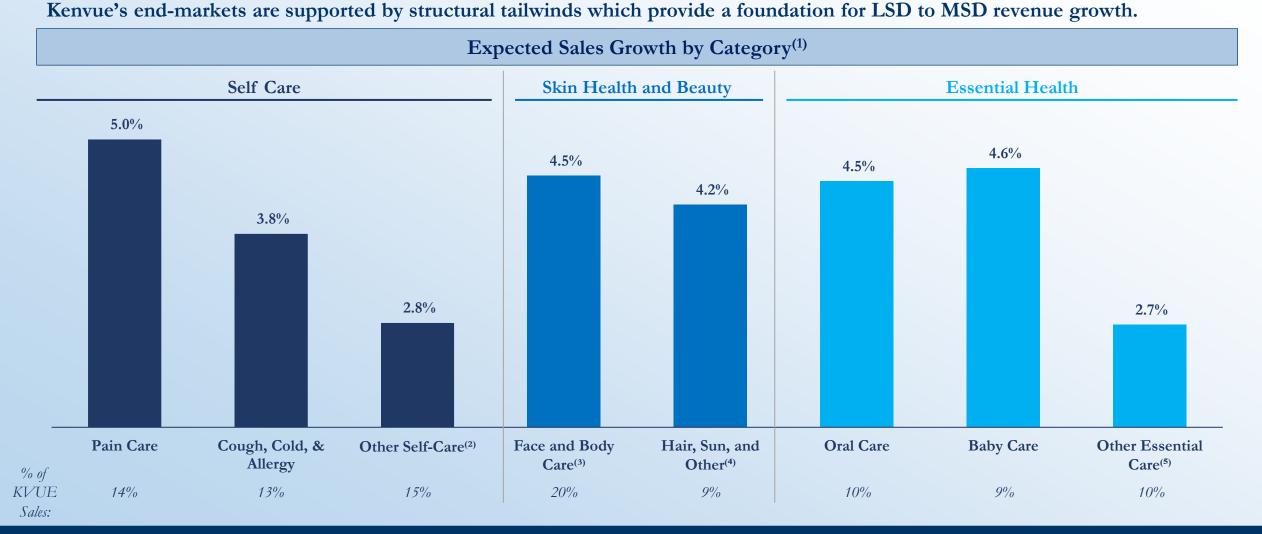
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#### Source: Wall Street research.

Starboard has identified PG, CL, HLN, CLX, CHD, and KMB as the relevant peer set for comparison with KVUE. Starboard believes these provide appropriate peer comparisons. This presentation is a determination that is subject to a certain degree of subjectivity. As the full universe of potential peers is not listed here, the comparisons made herein may differ materially if other firms had been included.

#### Lastly, Kenvue's Categories Are Also Supported By Attractive End Markets



#### Kenvue's end-markets are expected to grow LSD to MSD through 2030.

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Source: Public company filings and Wall Street Research.

(1) Represents expected annualized growth 2021 - 2030. (2) Average of smoking cessation and digestive remedies. (3) Average of facial and body care. (4) Average of adult sun care and hair care.

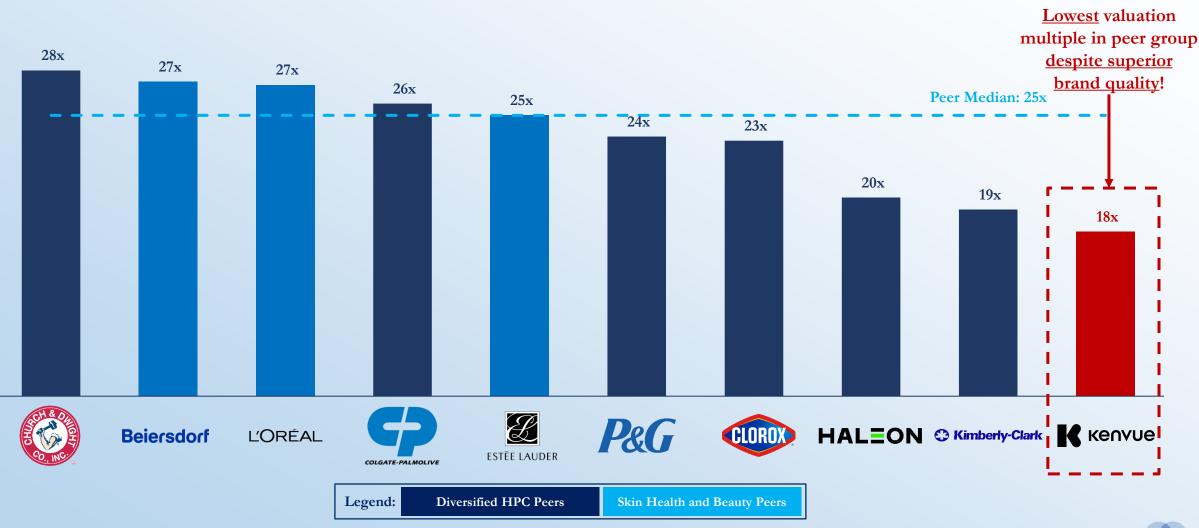
(5) Represents wound care expected growth rate.

Given Its Strong Brands in Attractive Categories, <u>Where Would You Expect Kenvue Is Valued</u> <u>Relative To Its Peers?</u>



#### Kenvue Trades at a Valuation Discount to Peers

P / CY25 Earnings



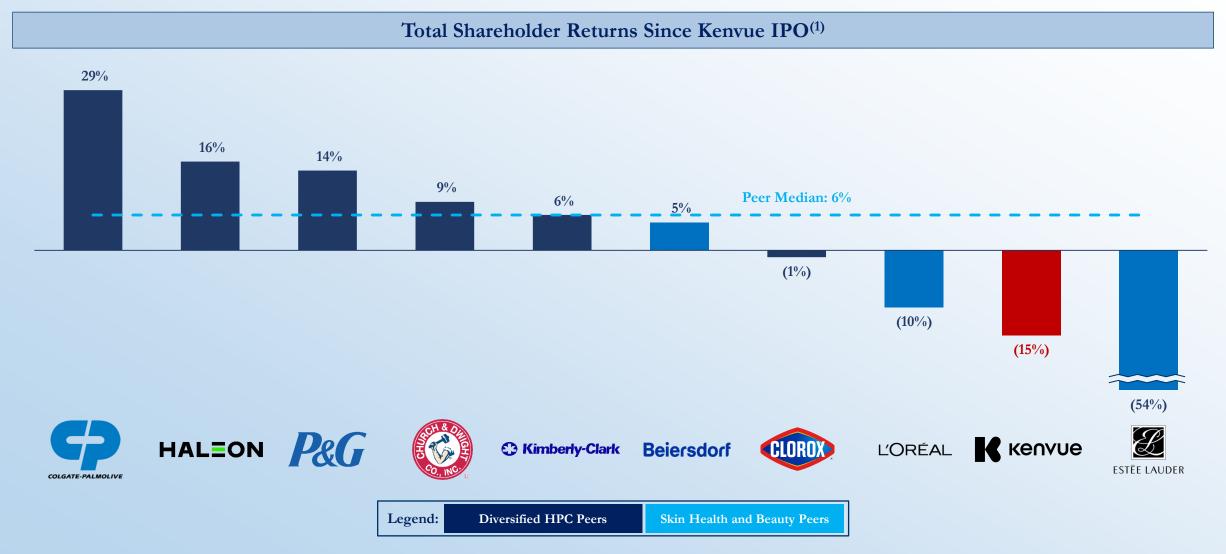
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Source: CapIQ and Bloomberg. As of October 18, 2024.

Starboard has identified PG, CL, HLN, CLX, CHD, KMB, OR, BEI, and EL as the relevant peer set for comparison with KVUE. Starboard believes these provide appropriate peer comparisons. This presentation is a determination that is subject to a certain degree of subjectivity. As the full universe of potential peers is not listed here, the comparisons made herein may differ materially if other firms had been included.

#### Kenvue's Share Price Performance Since Its Spin Has Been Frustrating



Source: Bloomberg. (1) Represents TSR from May 4, 2023 to October 18, 2024. Excludes the gain realized from the IPO price to the close on the first trading day.

Starboard has identified PG, CL, HLN, CLX, CHD, KMB, OR, BEI, and EL as the relevant peer set for comparison with KVUE. Starboard believes these provide appropriate peer comparisons. This presentation is a determination that is subject to a certain degree of subjectivity. As the full universe of potential peers is not listed here, the comparisons made herein may differ materially if other firms had been included.

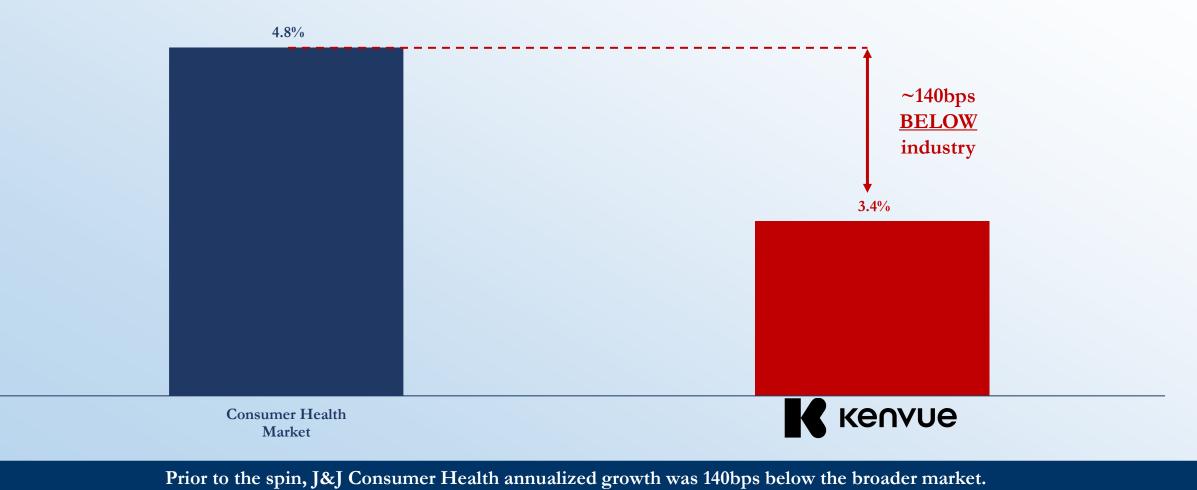


Kenvue Has Great Brands and Its Separation From J&J Made Perfect Sense, <u>But Its Share Price Has</u> <u>Underperformed Since Its IPO... Why?</u>



#### Prior to the Spin, Kenvue Grew Slower Than Its Underlying Markets...

Net Sales Growth CAGR % (2019-22)

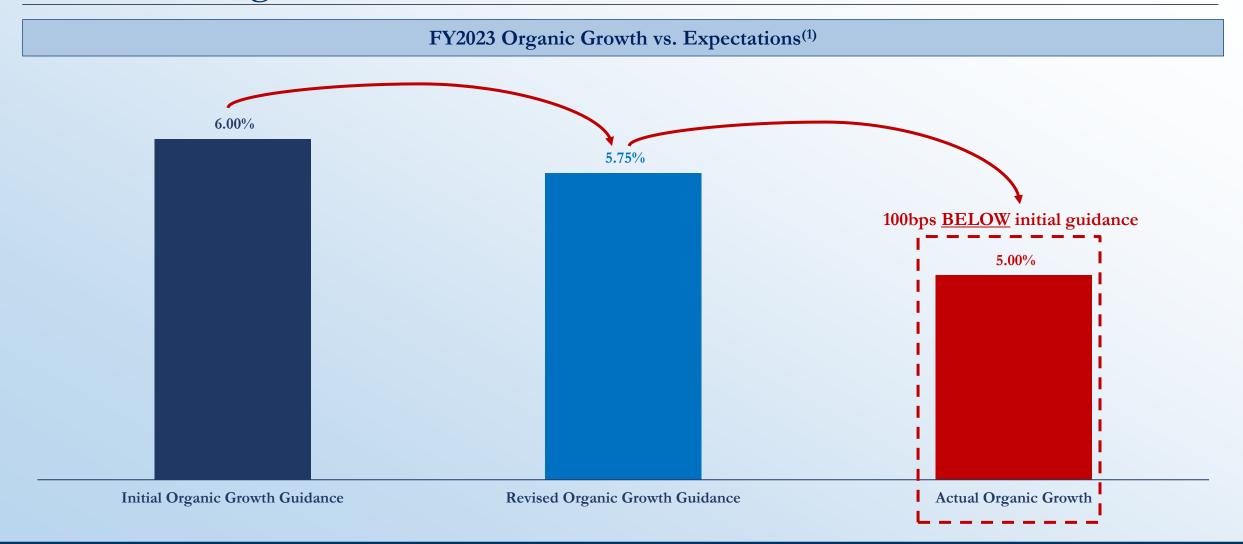


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Source: Public company filings.

## ... And Following the Spin, 2023 Growth Missed Expectations... Even After Lowering Guidance



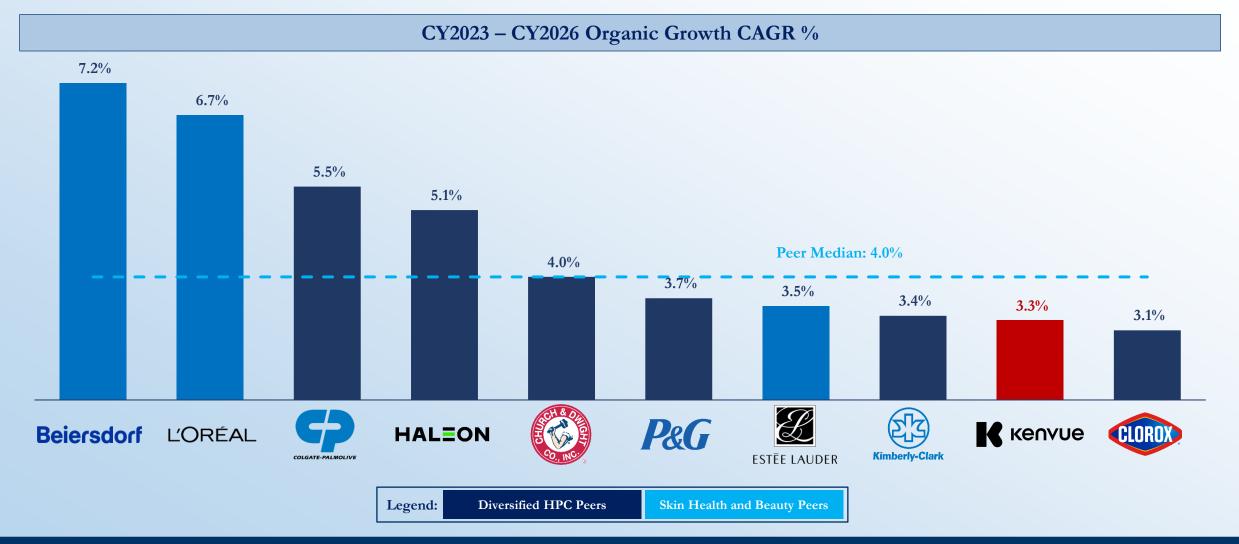
After the separation, Kenvue missed its organic growth expectations for 2023.

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## Looking Forward, Kenvue's Organic Growth Is Expected to Continue Lagging Its Peer Group



#### Kenvue's organic growth over the next three years is expected to lag its peers.

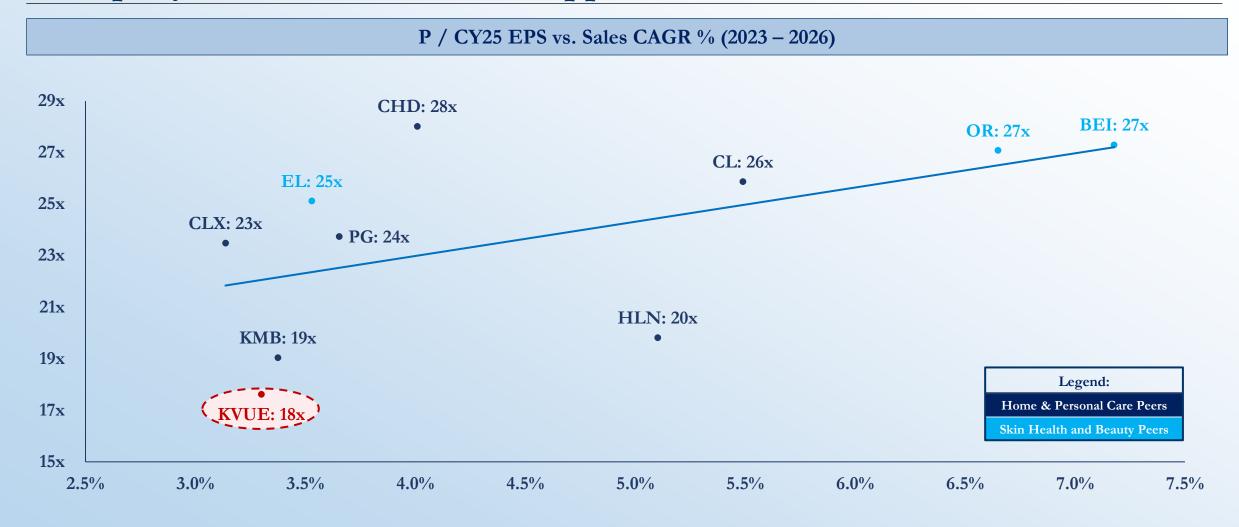
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Source: Bloomberg and CapIQ. Estimates as of October 18, 2024.

Starboard has identified PG, CL, HLN, CLX, CHD, KMB, OR, BEI, and EL as the relevant peer set for comparison with KVUE. Starboard believes these provide appropriate peer comparisons. This presentation is a determination that is subject to a certain degree of subjectivity. As the full universe of potential peers is not listed here, the comparisons made herein may differ materially if other firms had been included.

## Still, Even Accounting for Kenvue's Lower Growth Outlook, the Company's Valuation Discount Appears Excessive...



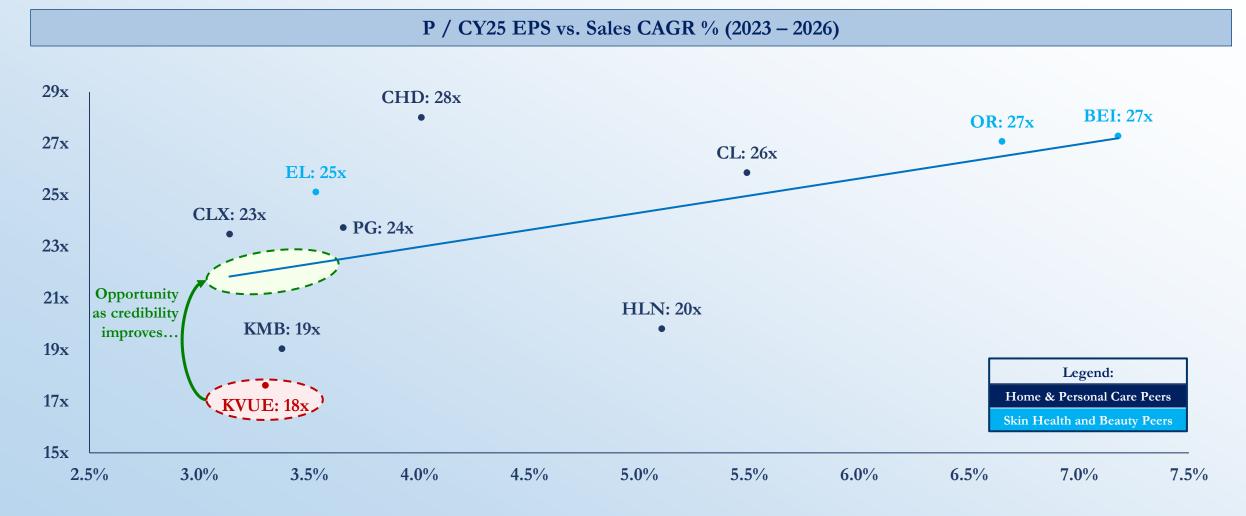
#### Kenvue trades at a steep discount to its peers – even accounting for its growth profile.

Source: Capital IQ., and Wall Street Research. Market data as of October, 18, 2024.

Starboard has identified PG, CL, HLN, CLX, CHD, KMB, OR, BEI, and EL as the relevant peer set for comparison with KVUE. Starboard believes these provide appropriate peer comparisons. This presentation is a determination that is subject to a certain degree of subjectivity. As the full universe of potential peers is not listed here, the comparisons made herein may differ materially if other firms had been included.



## ... Which We Believe Presents an Opportunity as the Company's Renewed Focus Should Result In More Consistency and Credibility...



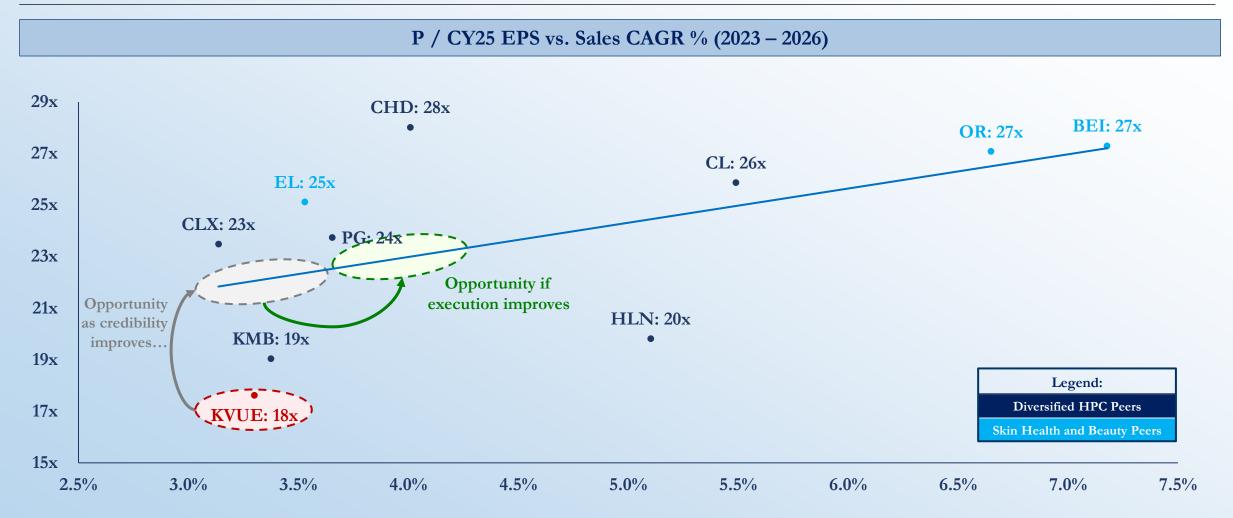
#### We believe improving consistency and credibility should provide meaningful upside.

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Source: Capital IQ., and Wall Street Research. Market data as of October, 18, 2024

## ... With Even Greater Upside Potential as Increased Focus Translates Into Better Execution



#### Further, we believe heightened focused should drive improved execution and higher growth.

Source: Capital IQ., and Wall Street Research. Market data as of October, 18, 2024.



Although Kenvue's <u>Consolidated</u> Growth Has Fallen Short, <u>Individual Segment Performance Has</u> <u>Varied</u>



### Kenvue's Self Care Segment Has Performed Extremely Well

"Self Care delivered another banner year of 8.4% organic growth, sustaining the momentum we have built over the past several years, resulting, once again, in strong revenue growth and share gain."

> Thibaut Mongon (Kenvue CEO) February 2024





### The Essential Health Segment Also Performed Well in 2023

"Essential Health grew ahead of our long-term expectations with 3.6% organic growth, while continuing to execute our strategy to drive gross margin enhancement through successful value realization and premiumization initiatives."

Thibaut Mongon (Kenvue CEO) February 2024





**NEOSPORIN**<sup>°</sup>



## The Problem / Opportunity Lies in Skin Health and Beauty

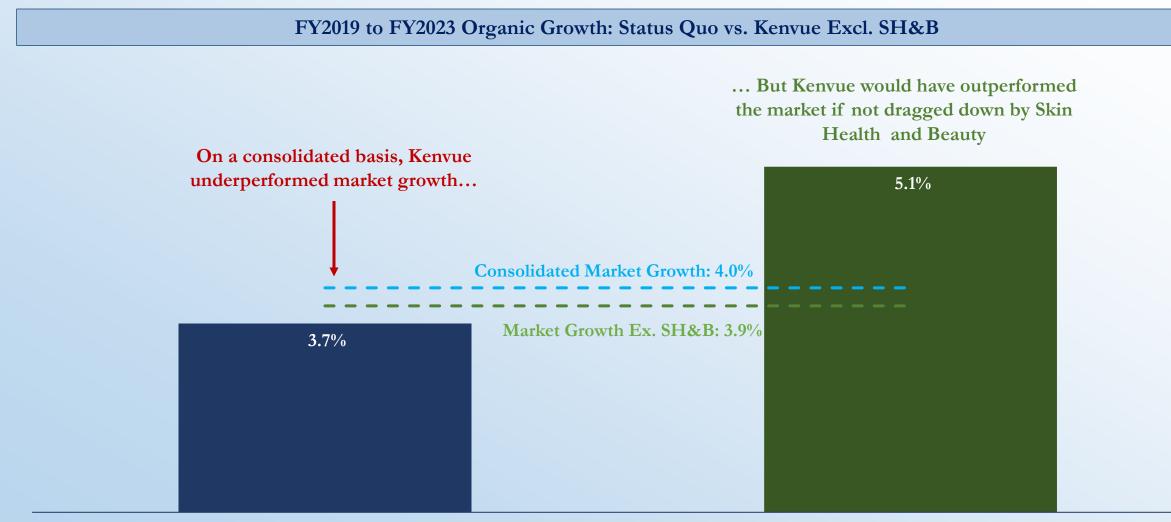
"And in Skin Health and Beauty, organic growth was 1.8% <u>less than we expected</u>, <u>mostly due to</u> <u>specific missteps around in-store execution in the U.S</u>... However, it is our performance in the U.S. that did not meet our expectations... <u>frankly, the execution of this plan was disappointing.</u>"

> Thibaut Mongon (Kenvue CEO) February 2024





## Importantly, Skin Health and Beauty Growth Has Weighed on Kenvue's Consolidated Organic Growth



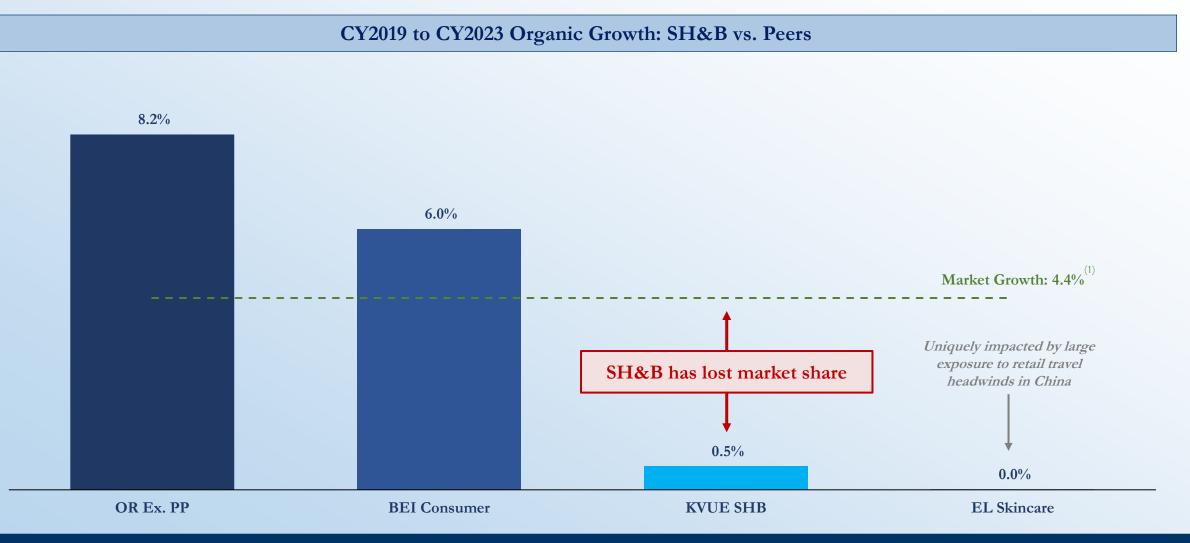
Consolidated Kenvue

Consolidated Excl. Skin Health and Beauty



Source: Public company filings and Wall Street research.

## Notably, Skin Health and Beauty's Lackluster Growth Is a Kenvue Specific Issue as Its Peers Have Grown Nicely

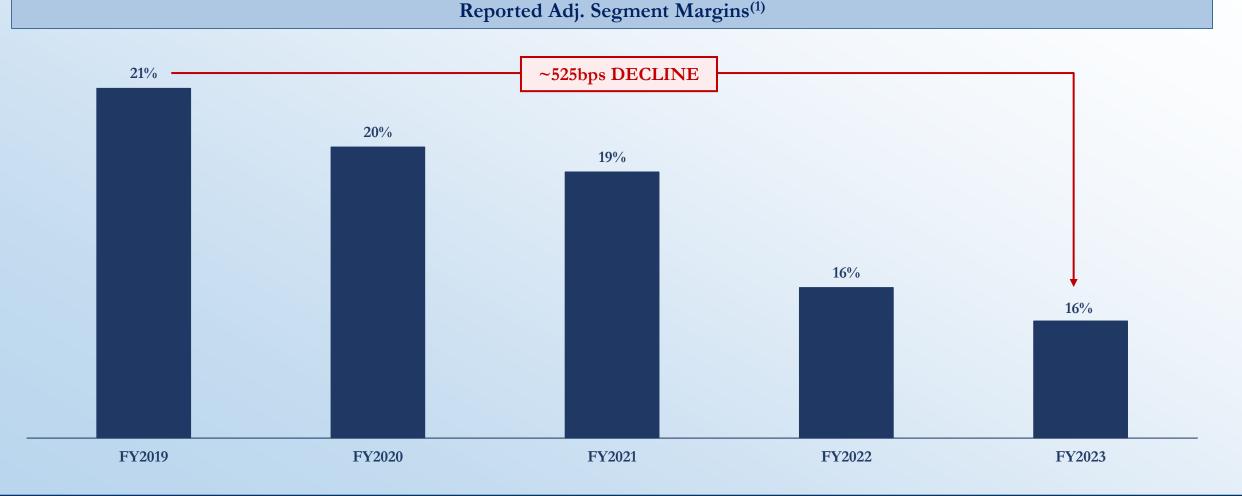


#### Industry growth is not the issue with Skin Health and Beauty.

Source: Public company filings and Wall Street research. (1) Represents market growth rates for Face / Body Care and Hair, Sun, and Other categories, weighted based upon Kenvue's sales mix.



### Skin Health and Beauty's Margins Have Also Declined



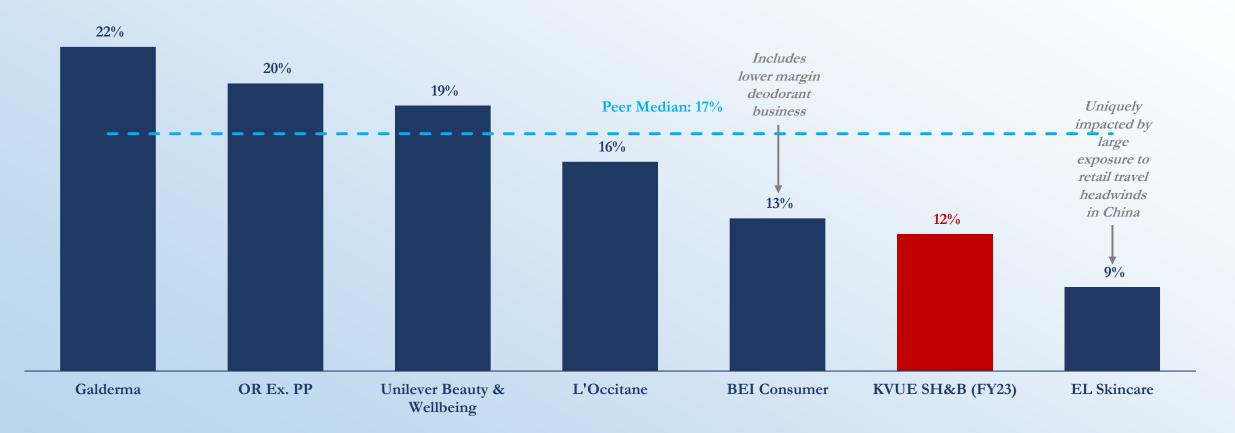
#### Skin Health and Beauty's margins have meaningfully declined over time.

Source: Public company filings. (1) Note reported adjusted segment margins do not include an estimated allocation of corporate overhead.

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### Skin Health and Beauty's Margins Now Trail Peers





#### Skin Health and Beauty now has below peer profitability.

Source: Public company presentations and filings. (1) Includes an estimate for allocated corporate overhead.



Given Kenvue's Strong Underlying Fundamentals, <u>Why Has the Company – and Skin Health and</u> <u>Beauty in Particular – Underperformed?</u>



We Believe Skin Health & Beauty's Issues Trace Back to Its Prior Ownership and Will Now be Addressed That Kenvue Is an Independent Company

We believe Consumer Health – especially SH&B – was not prioritized under J&J

We believe Consumer Health previously did not have a marketing and innovation culture

Poor marketing and innovation have resulted in Consumer Health's financial underperformance



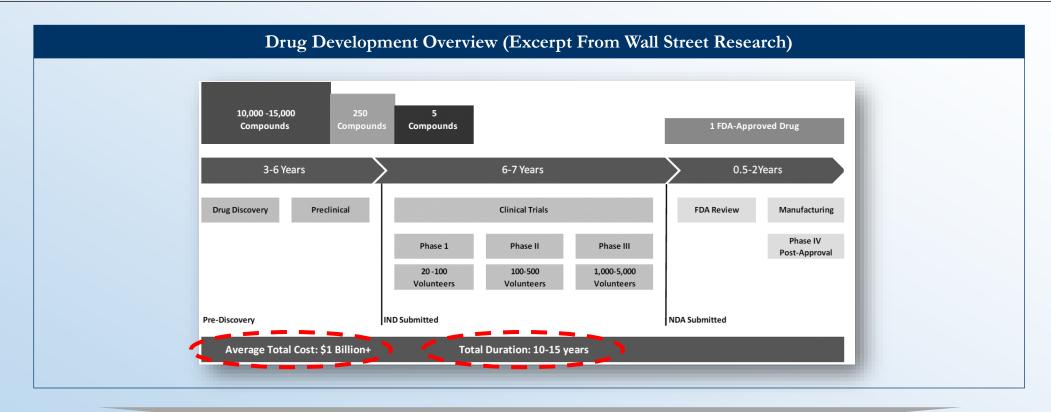
## Skin Health and Beauty Is a Fundamentally Different Business Than J&J's Core Pharma Business



This change has taken time.



## At Its Core, Pharma Businesses Depend On Long-Cycle, Rigorous, and Extremely Expensive R&D...



Large capital investments, long-product cycles, complex trials, and high regulatory burden require significant internal R&D scrutiny and bureaucracy



## ... Unlike Skin Health and Beauty Which Depends More On Marketing and Faster Product Cycles

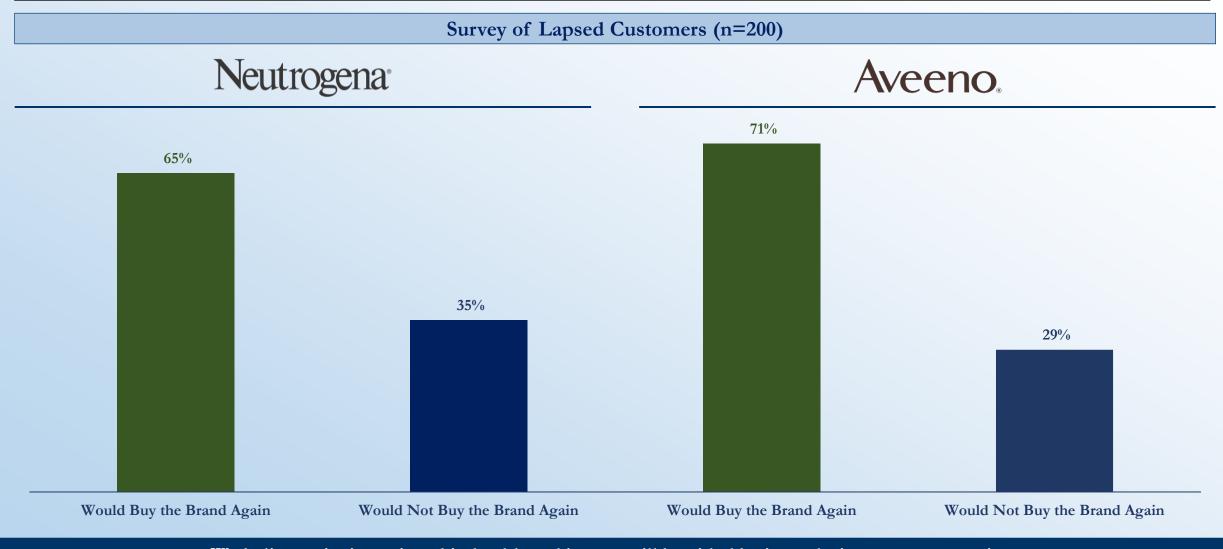
#### The skin care and hair care industries – like other consumer goods – rely on marketing to drive sales



As an independent company, we believe Kenvue has the potential to significantly improve the struggling Skin Health and Beauty Segment – <u>but it</u> <u>must embrace a new marketing driven culture</u>.



### Neutrogena and Aveeno Remain Highly Regarded Brands



We believe reinvigorating skin health and beauty will be aided by its enduring customer equity.

Source: Wall Street research.



## Skin Health and Beauty Is a Priority for Management

#### Kenvue Management Commentary





"Regarding your question on the Skin Health segment and how -- what we should expect moving forward in Skin Health. Our diagnostic has not changed. I've always said that our recovery would not happen overnight, will not be linear. <u>We have developed a thoughtful plan. It's a priority for us</u>. Jan and his team in the U.S. are laser-focused on executing this plan, the objective to stabilize brand in 2024 with improving volumes as the year goes on and deliver growth from 2025 onwards."

Thibaut Mongon (Kenvue CEO) May 2024

"Sure. yes. Look, I mean, North America in Skin Health and Beauty is a huge priority for the business and for <u>Kenvue.</u> It's such an exciting dynamic segment. So we are really focused on 3 things in our segment in North America. The first is about reaching more consumers and more health care professionals. The second is about really brilliantly activating an -- activating in-store, so really driving our presence and our prominence, both in-store and online. And thirdly, it's about amplifying our innovation."

Charmaine England (Kenvue Chief Growth Officer) September 2024

Management is focused on improving Skin Health and Beauty performance.



## Kenvue's Improved Focus and Resource Allocation Is Evidenced By Its Increasing Advertising Spend

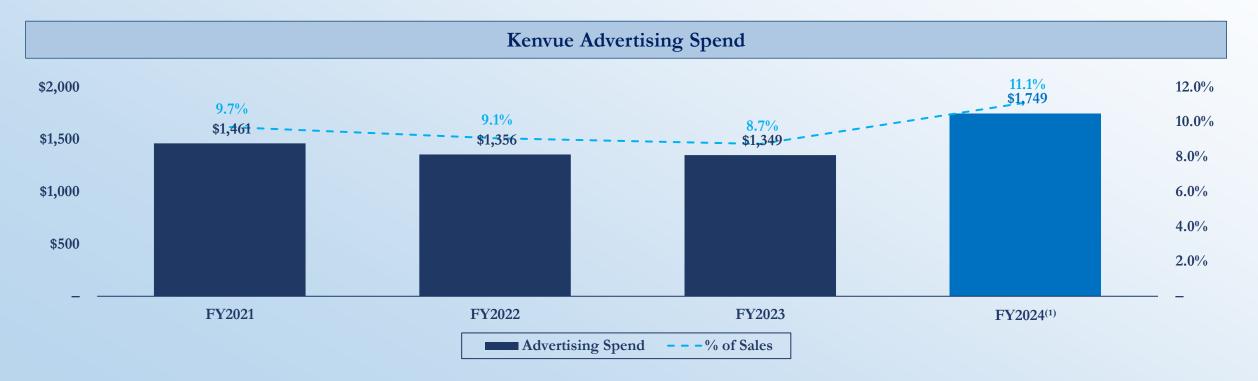
"We started the year with a 15% year-over-year increase. <u>Remember, it was \$300 million that we talked about</u>. As we have seen the acceleration of initiatives take hold and we have seen the benefits of gross margin enhancement, now we feel more confident in investing 20% more instead of 15% more. <u>So we</u> added another \$100 million that we are starting to deploy as of Q2 and going forward."

Paul Ruh, Kenvue CFO

August 2024

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## Critically, the Company Appears to Have Embraced a Marketing-First Mentality for Its Skin Health and Beauty Focused on Social Media

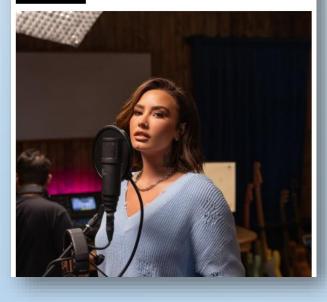
#### Demi Lovato / OGX Partnership

#### Demi Lovato on Middle Parts, *Child Star*, and Creating the Song of the Summer with OGX

"OG me, OG you, OG we, OG new."

BY CAROL LEE PUBLISHED: JUL 18, 2024 9:00 AM EDT

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#### TikTok / Instagram Partnerships



#### Collagen Bank TikTok Launch



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## Neutrogena's Recent Collagen Bank Launch Highlights Marketing First Mentality As Well As On-Trend Product Innovation



- Product launched on TikTok prior to in-store distribution
- Partnered with Hailee Steinfeld (20mm Instagram followers / 4mm
  TikTok followers) to be the face of the product

Various partnerships with Instagram and TikTok influencers to promote the product

Introduced new product during the early-innings of new trend



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Neutrogena's recent Collagen Bank product launch is very encouraging.

## **CeraVe Case Study Highlights the Importance of Social Media Marketing For Skin Health and Beauty Success**

#### L'Oréal Acquired CeraVe in 2017...



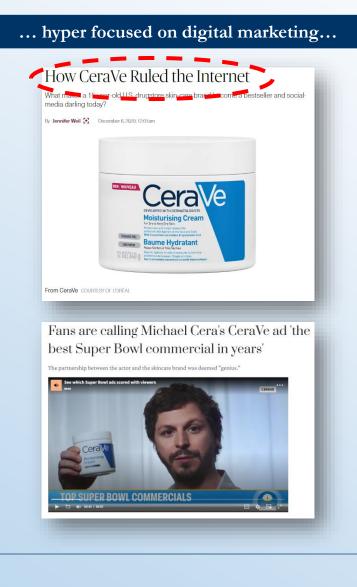
- f PARIS L'Oréal is bolstering its U.S. business in the dynamic
- active cosmetics segment.
- The world's largest beauty company said on Tuesday that it has signed a definitive agreement with Valeant Pharmaceuticals
- International Inc. to acquire the CeraVe, AcneFree and Ambi skin care brands for \$1.3 billion in cash.



## **CeraVe Case Study Highlights the Importance of Social Media Marketing For Skin Health and Beauty Success (Cont'd)**

#### L'Oréal Acquires CeraVe in 2017...



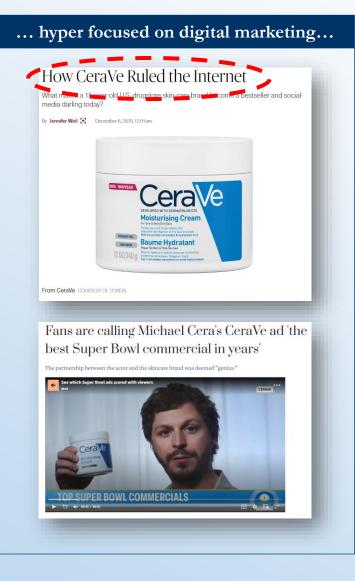




## **CeraVe Case Study Highlights the Importance of Social Media Marketing For Skin Health and Beauty Success (Cont'd)**

#### L'Oréal Acquires CeraVe in 2017...

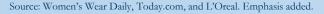






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## Summary



## We Believe Kenvue Has the Best Brand Portfolio In Its Peer Group

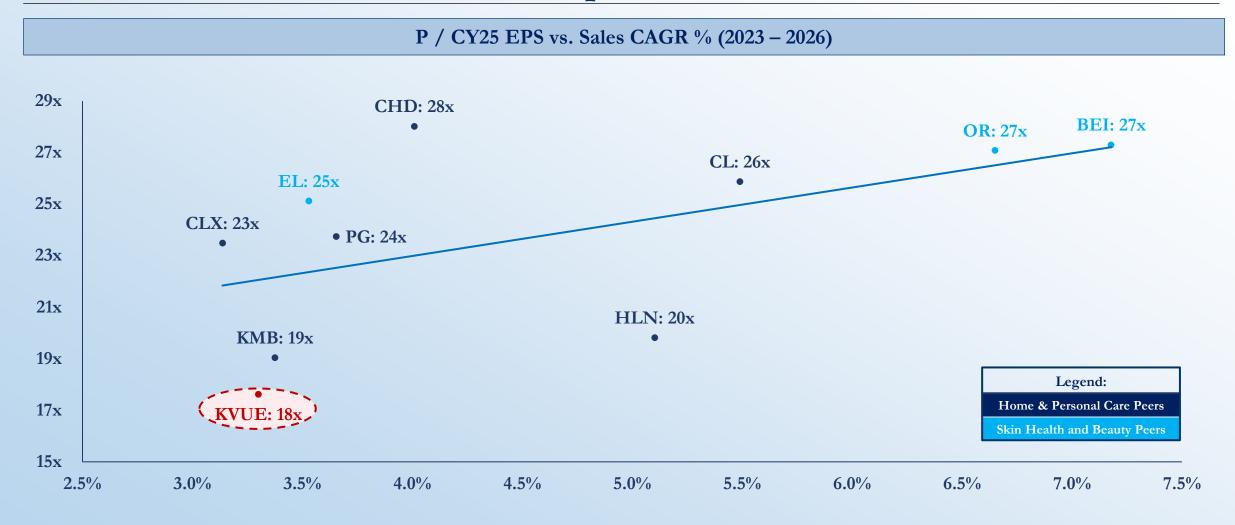
Kenvue							
Tylenol	LISTERINE	(Benadryl)	ZYRTEC	SUDAFED®	Motrin		
<b>BAND</b> -AID	Neutrogena	Aveeno.	Johnson's baby	Rogaine	Ogr		
P&G		Colgate-Palmolive		Haleon			
Oracle shouldersGillette TAMPAXOLAYImage: CrestPANTENEImage: Crest	Coral-B Report Spice	Colgate  PALM    Mail  Mail    Mail  Mail	MOLIVE Sanex	Advil THERAFU SENSODYNE			
Clorox Church & Dwight			Kimberly Clark				
CLOROX GLA PILO-SOI® ©BRI BURT'S BEES® Hidden V	TA	Craj	el heraBreath.		INites Cleeney.		

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Source: Public company filings.

## We Believe Kenvue Is Too Cheap Given Its World-Class Brand Portfolio and Current Consensus Growth Expectations



#### Kenvue trades at a steep discount to its peers – even accounting for its growth profile.

Source: Capital IQ., and Wall Street Research. Market data as of October, 18, 2024.



## We Believe Kenvue Can Improve Performance – Specifically Within Its Skin Health and Beauty Business

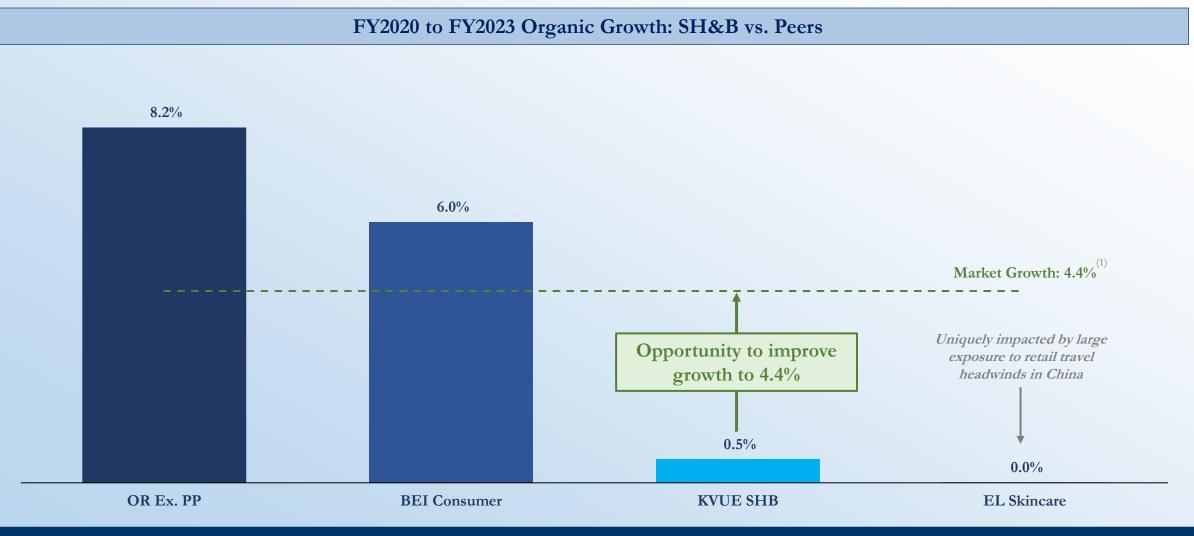
	Kenvue Performance by Segment	
	Management Commentary	Performance
"Self Care	"Self Care delivered another banner year of 8.4% organic growth, sustaining the momentum we have built over the past several years, resulting, once again, in strong revenue growth and share gain."	$\checkmark$
	Thibaut Mongon (CEO)	
	"Essential Health grew ahead of our long-term expectations with 3.6% organic growth, while continuing to execute our strategy to drive gross margin enhancement through successful value realization and premiumization initiatives."	$\checkmark$
	Thibaut Mongon (CEO)	
	"And in Skin Health and Beauty, <u>organic growth was 1.8% less than we expected, mostly due to specific missteps around</u> <u>in-store execution in the U.S However, it is our performance in the U.S. that did not meet our expectations</u> . As we	
	have talked with you about, we had ambitious fourth quarter recovery plan for the U.S., but frankly, <u>the execution of this plan</u> was disappointing. Restoring Neutrogena to the level of growth, we know the brand is capable of is a priority for me and for the team."	X
	Thibaut Mongon (CEO)	

While portions of Kenvue's business are performing well, we believe Skin Health and Beauty can improve performance.

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## We Believe a Revitalized Skin Health and Beauty Can Improve Its Organic Growth Rate to <u>At Least</u> Industry Growth Rates...

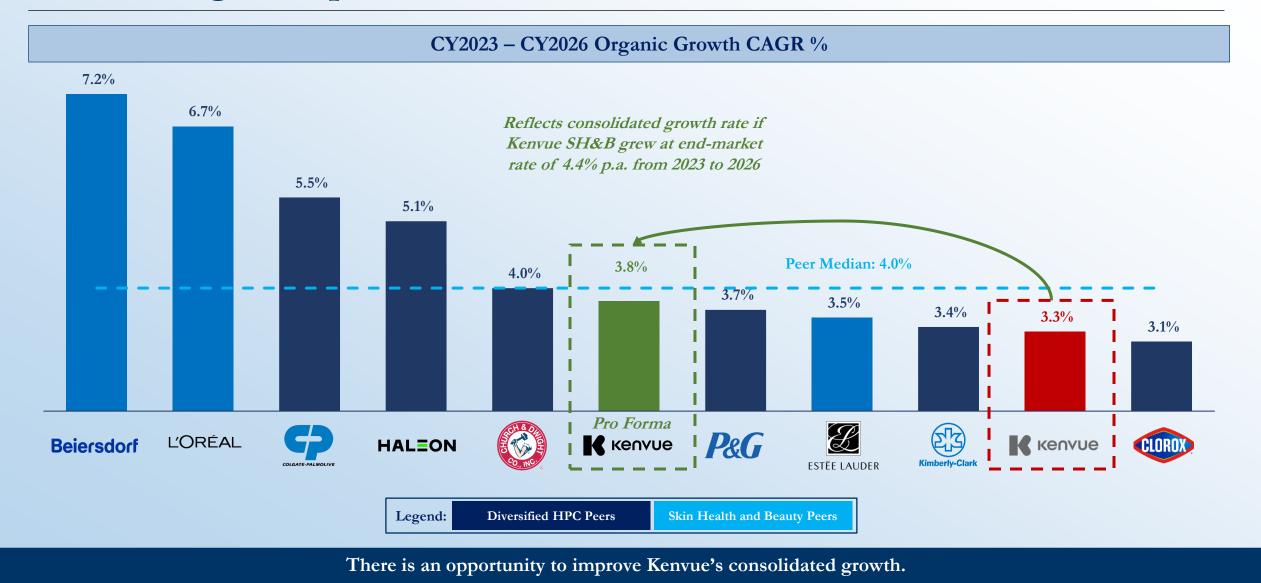


#### Industry growth is not the issue with Skin Health and Beauty.

Source: Public company filings and Wall Street research. (1) Represents market growth rates for Face / Body Care and Hair, Sun, and Other categories, weighted based upon Kenvue's sales mix. Starboard has identified OR, BEI, and EL as the relevant peer set for comparison with KVUE. Starboard believes these provide appropriate peer comparisons. This presentation is a determination that is subject to a certain degree of subjectivity. As the full universe of potential peers is not listed here, the comparisons made herein may differ materially if other firms had been included.



## ... Resulting In Improved Consolidated Growth

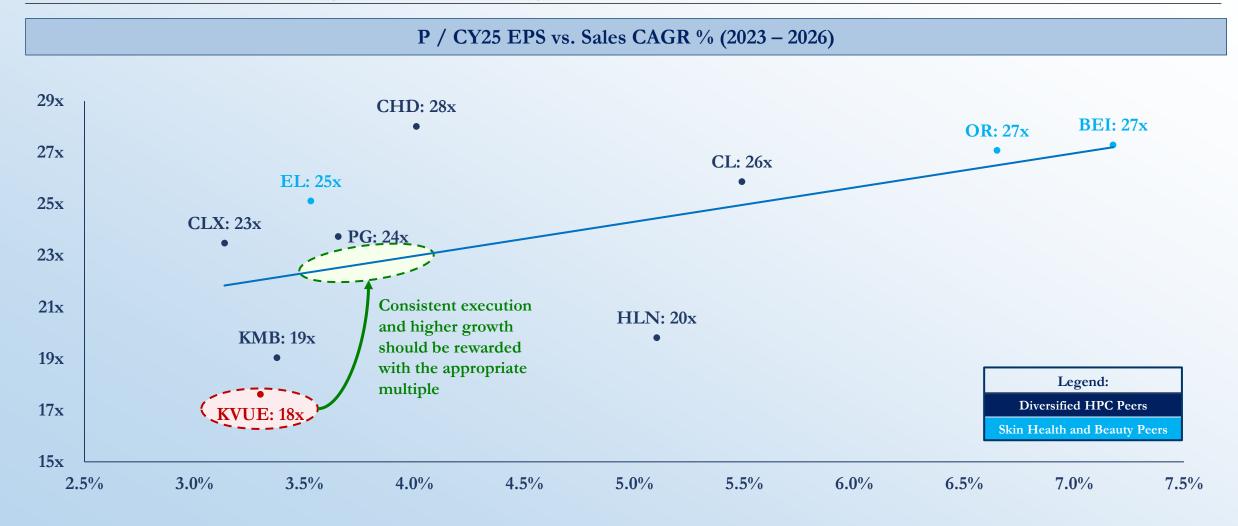


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#### Source: Public company filings, Bloomberg, Wall Street research, and Starboard estimates.

## We Believe Consistent Execution Along With Improved Growth Is Likely to Result In an Improved Multiple In-Line With Peers



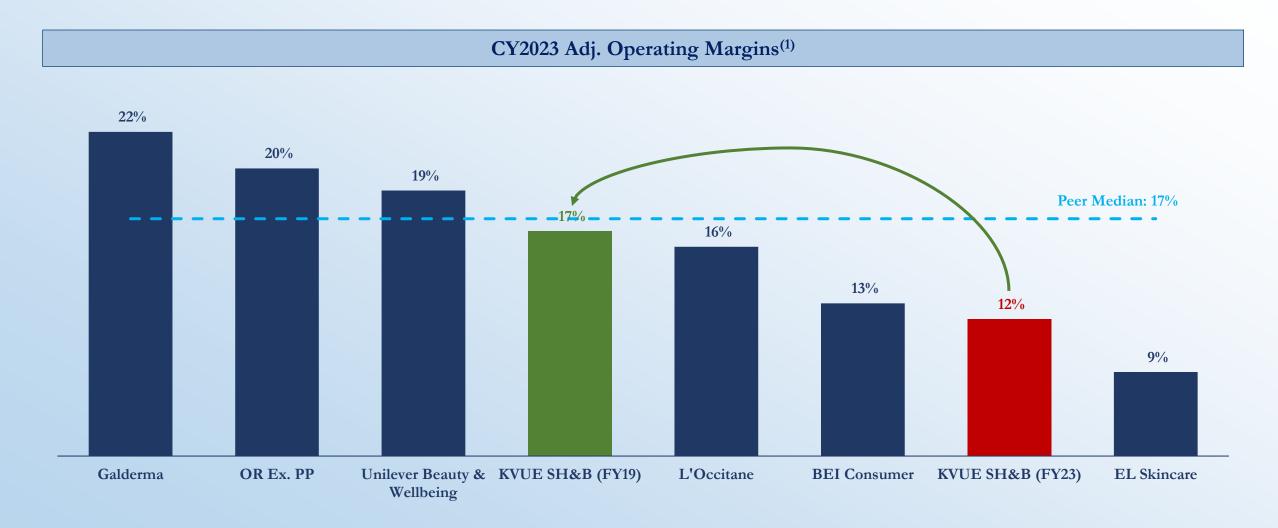
#### Further, we believe heightened focused should drive improved execution and higher growth.

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Source: Capital IQ., and Wall Street Research. Market data as of October, 18, 2024.

## In Addition, Skin Health and Beauty Should Also Be Able to Return to FY2019 Margins, Which Would Be In-Line with Peers

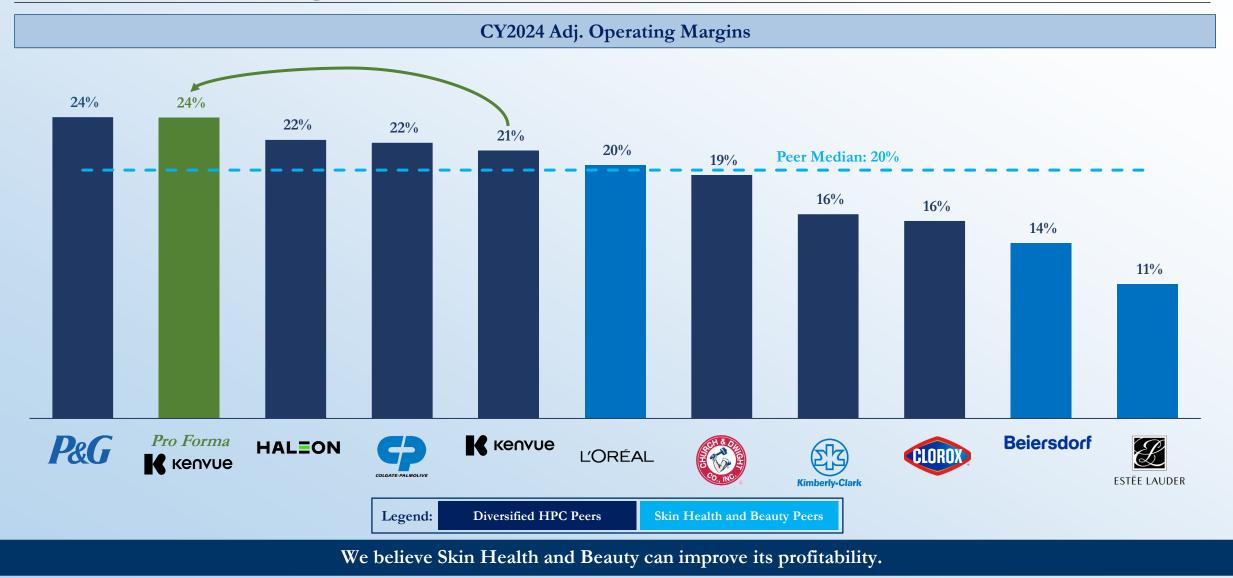


We believe Skin Health and Beauty can improve its profitability.

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## **Restoring Skin Health and Beauty's Margins Would Also Improve Consolidated Margins to Best-In-Class**



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Source: CapIQ and Bloomberg.

## Collectively, We Believe Kenvue's Current Valuation Presents a Compelling Investment Opportunity with Asymmetric Upside Potential



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