



USPh
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Disclaimer

Forward-Looking Statements

This presentation contains forward-looking statements, which involve numerous risks and uncertainties. Included are statements relating to opening of new clinics, availability of personnel and reimbursement environment. The forward-looking statements are based on the Company's current views and assumptions and the Company's actual results could differ materially from those anticipated as a result of certain risks, uncertainties, and factors, which include, but are not limited to: changes in Medicare rules and guidelines and reimbursement or failure of our clinics to maintain their Medicare certification and/or enrollment status; revenue we receive from Medicare and Medicaid being subject to potential retroactive reduction; changes in reimbursement rates or payment methods from third party payors including government agencies, and changes in the deductibles and co-pays owed by patients; compliance with federal and state laws and regulations relating to the privacy of individually identifiable patient information, and associated fines and penalties for failure to comply; competitive, economic or reimbursement conditions in our markets which may require us to reorganize or close certain clinics and thereby incur losses and/or closure costs including the possible write-down or write-off of goodwill and other intangible assets; the impact of future public health crises and epidemics/pandemics, such as was the case with the novel strain of COVID-19 and its variants; one of our acquisition agreements contains a put right related to a future purchase of a majority interest in a separate company; the impact of future vaccinations and/or testing mandates at the federal, state and/or local level, which could have an adverse impact on staffing, revenue, costs and the results of operations; our debt and financial obligations could adversely affect our financial condition, our ability to obtain future financing and our ability to operate our business; changes as the result of government enacted national healthcare reform; business and regulatory conditions including federal and state regulations; governmental and other third party payor inspections, reviews, investigations and audits, which may result in sanctions or reputational harm and increased costs; revenue and earnings expectations; contingent consideration provisions in certain our acquisition agreements, the value of which may impact future financial results; legal actions, which could subject us to increased operating costs and uninsured liabilities; general economic conditions, including but not limited to inflationary and recessionary periods; actual or perceived events involving banking volatility or limited liability, defaults or other adverse developments that affect the U.S. or international financial systems, may result in market wide liquidity problems which could have a material and adverse impact on our available cash and results of operations; our business depends on hiring, training, and retaining qualified employees; availability and cost of qualified physical therapists; competitive environment in the industrial injury prevention services business, which could result in the termination or non-renewal of contractual service arrangements and other adverse financial consequences for that service line; our ability to identify and complete acquisitions, and the successful integration of the operations of the acquired businesses; impact on the business and cash reserves resulting from retirement or resignation of key partners and resulting purchase of their non-controlling interest (minority interests); maintaining our information technology systems with adequate safeguards to protect against cyber-attacks and preserve data privacy; a security breach of our or our third-party vendors' information technology systems may subject us to potential legal action and reputational harm and may result in a violation of the Health Insurance Portability and Accountability Act of 1996 of the Health Information Technology for Economic and Clinical Health Act, or may interfere with our ability to file and process claims for payment which could interfere with our collection of revenues from third party payors; maintaining clients for which we perform management, industrial injury prevention related services, and other services, as a breach or termination of those contractual arrangements by such clients could cause operating results to be less than expected; enforcing our noncompetition covenants with employed therapists; maintaining adequate internal controls; maintaining necessary insurance coverage; availability, terms, and use of capital; and weather and other seasonal factors. See Risk Factors in Item 1A of our Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on February 29, 2024, and any subsequent filings we make with the SEC.

Non-GAAP Financial Measures

This Presentation includes certain measures ("non-GAAP financial measures") which are not presented in accordance with generally accepted accounting principles in the United States of America ("GAAP"), such as Operating Results, basic and diluted Operating Results per share, Adjusted EBITDA, Adjusted EBITDA margin and other Non-GAAP measures. These non-GAAP financial measures are not measures of financial performance in accordance with GAAP and may exclude items that are significant in understanding and assessing our financial results. Therefore, these measures should not be considered in isolation or as an alternative to GAAP measures. Our presentation of these measures may not be comparable to similarly titled measures used by other companies. Management believes that such measures are commonly reported by issuers and widely used by investors as indicators of a company's operating performance.

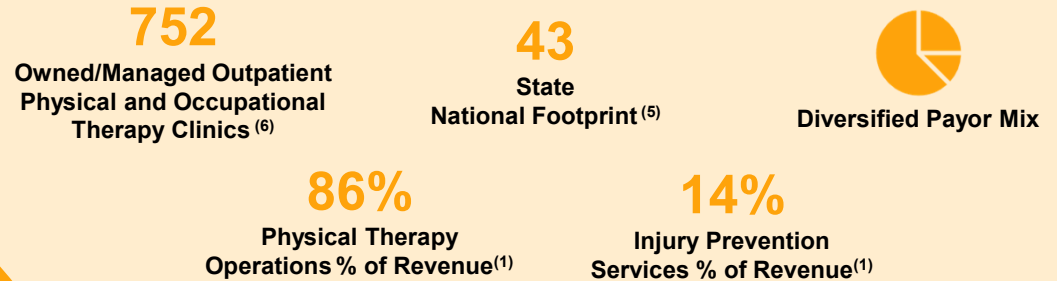
² All non-GAAP financial measures contained herein should be considered only as a supplement to, and not as a superior measure to, financial measures prepared in accordance with GAAP.

USPh At a Glance



- One of the largest PT clinic owner/operator platforms in a highly fragmented market
- Leading public physical therapy platform
- Headquarters: Houston, TX
- Founded: 1990
- Employees: 6,000+

Leading Physical Therapy Company



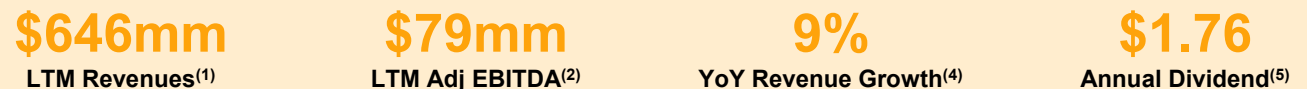
Attractive Market Dynamics



Proven Business Model



Strong Financial Position



(1) As of or for the nine months ended Sept 30, 2024.

(2) Adjusted EBITDA is a non-GAAP financial measure and has not been prepared in accordance with GAAP. See Reconciliation of Non-GAAP Financial Measures - Adjusted EBITDA for further detail.

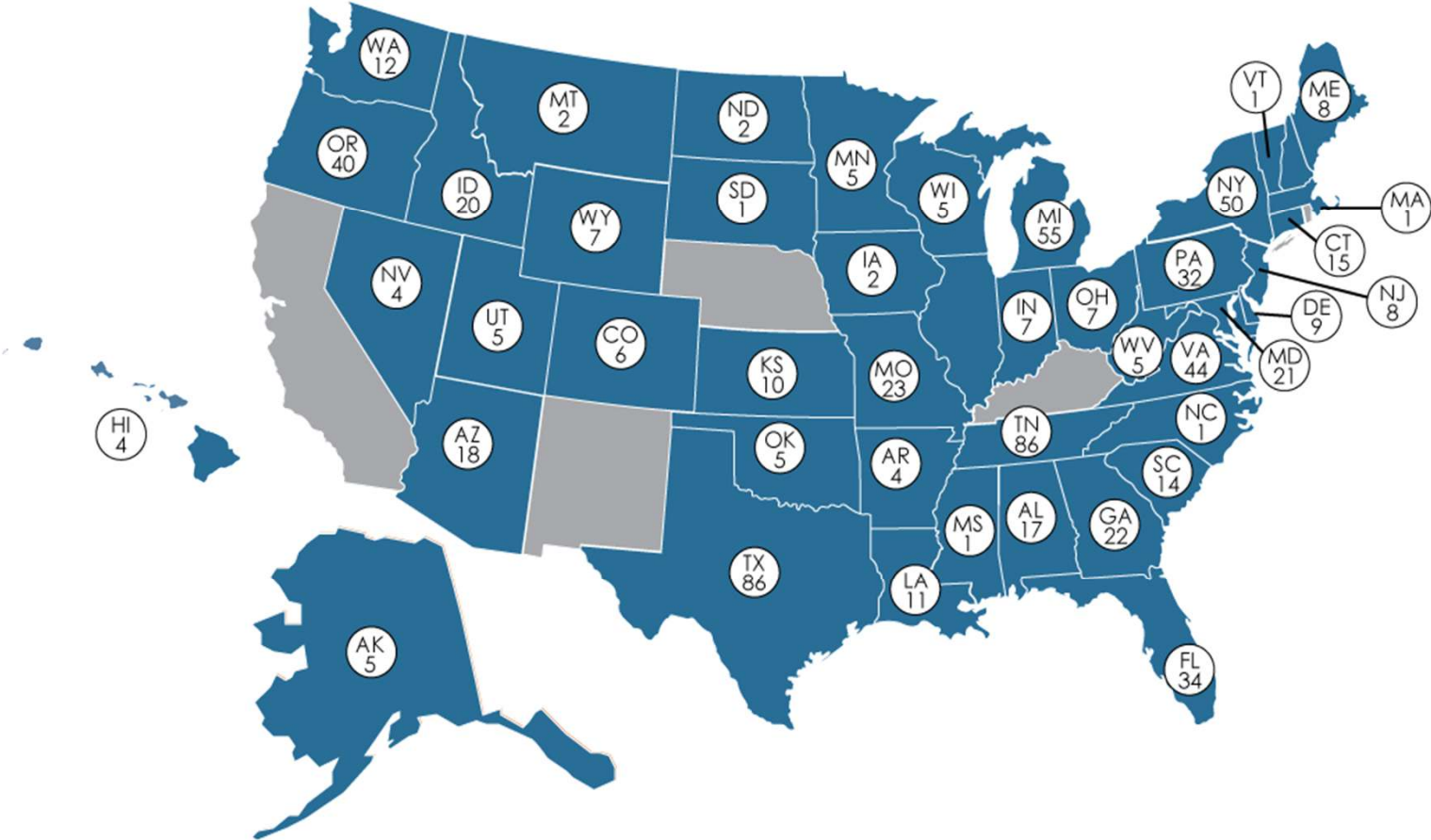
3 (3) Source: "Industry Trends in M&A and Total Addressable Market Study" (Bain & Company, WebPT). Select Medical used as proxy for largest physical therapy operator in the U.S. with 1,944 outpatient rehabilitation clinics as of Sept 30, 2023.

(4) Based on FY 2023 results.

(5) Annualized quarterly dividend of \$0.44 per share.

(6) As of October 31, 2024.

Expanding National Footprint of Physical Therapy Clinics (1)



752⁽¹⁾ Clinics in 43 States as of October 31, 2024

(1) Included in the clinic count shown above, as of October 31, 2024, are 39 clinics that the Company manages on behalf of third parties.

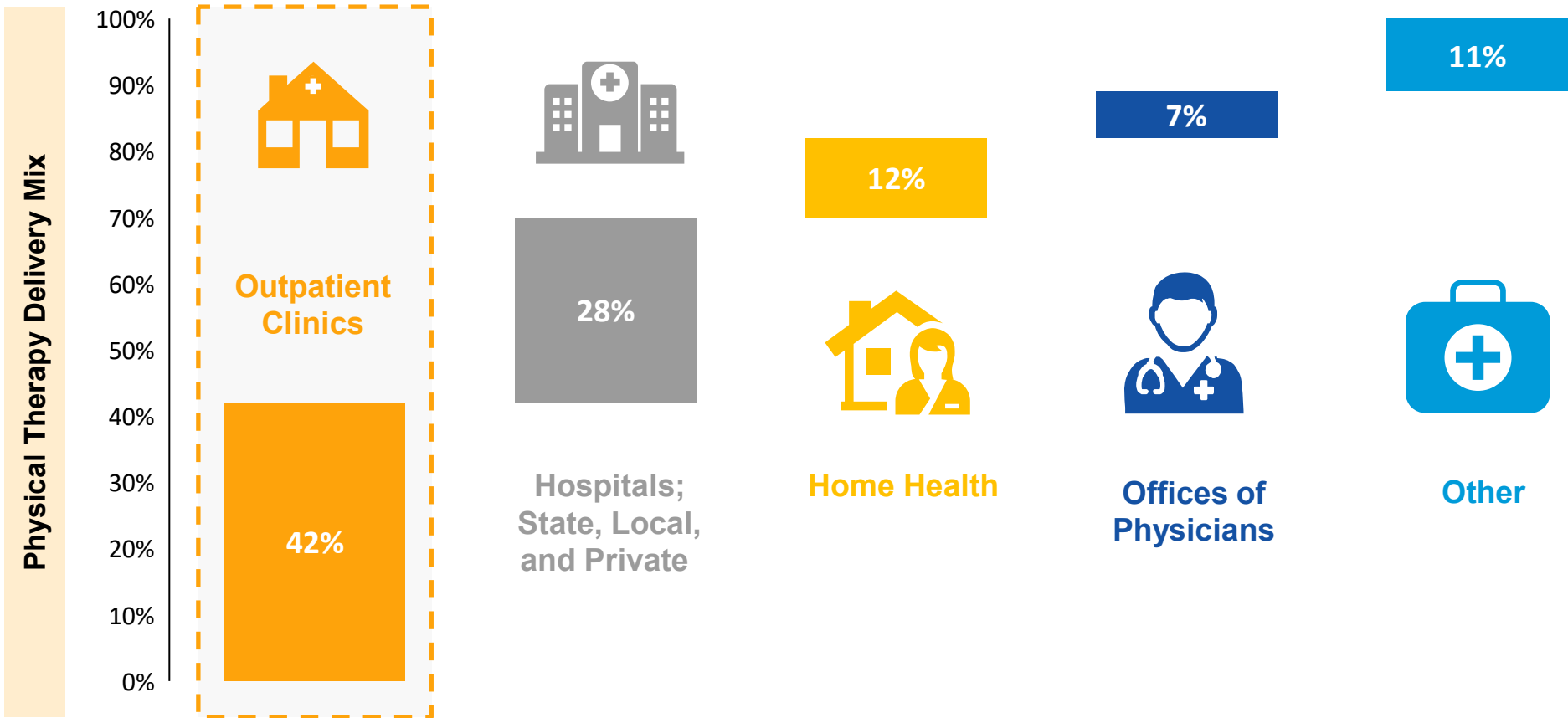
Large and Growing Market Opportunity

- \$30B+ U.S. rehab market projected to grow to \$40B+ by 2025
- Favorable demographics – physically active, aging and obese population segments
- Significant market potential
 - ~50% of Americans over 18 years old develop a musculoskeletal injury that lasts more than 3 months
 - Within this group, only 10% use outpatient physical therapy services ⁽¹⁾
- Healthcare delivery shifting towards lower cost, high quality outpatient providers
- Operating environment favors market consolidators with scale

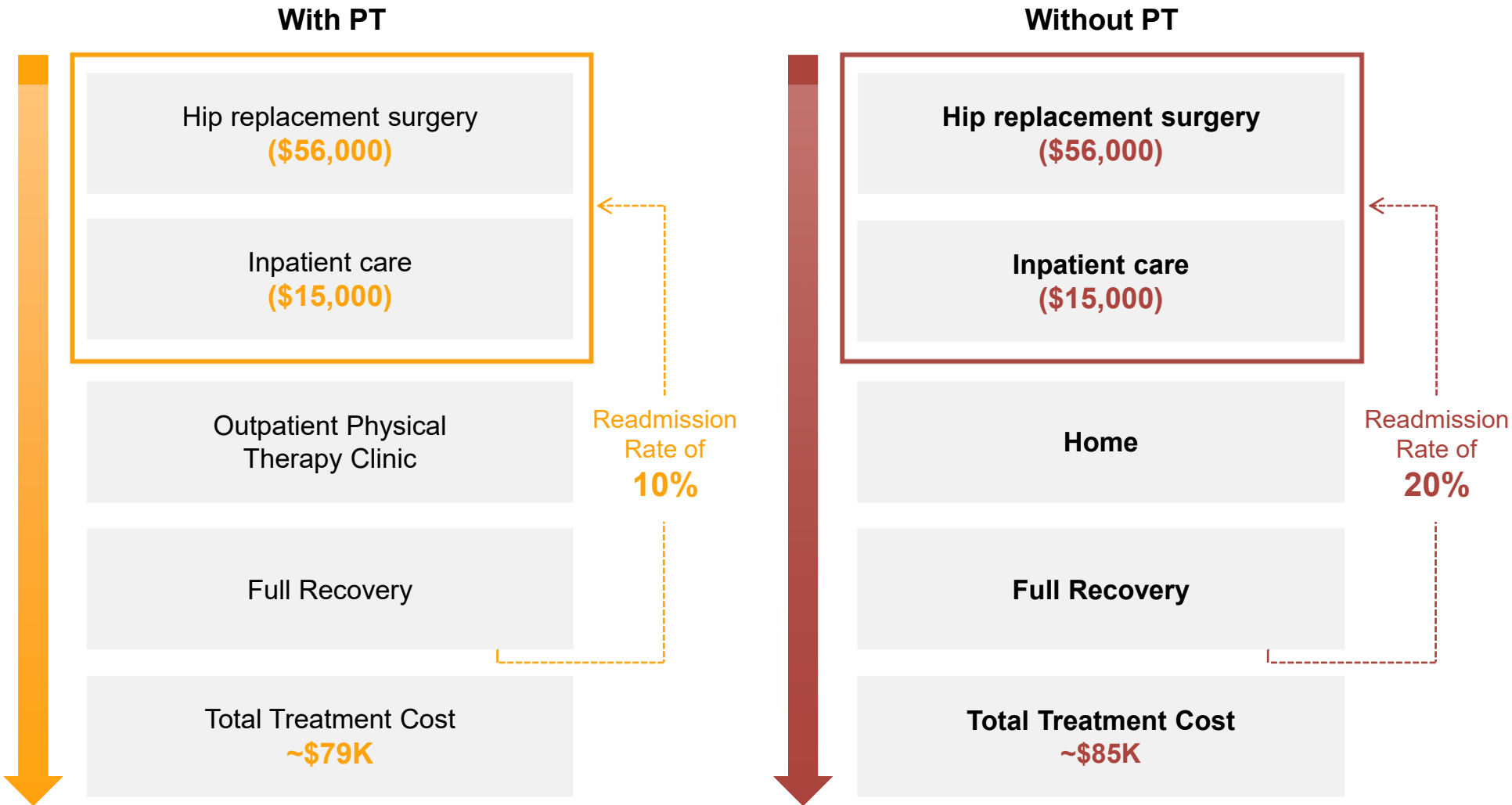


Outpatient Clinics are the Leading Setting For Care

Orthopedic rehab is the primary driver of physical therapy services, representing approximately 60% of visits



Payors See Significant ROI for Physical Therapy



Average overall savings of ~\$6k with significantly lower readmission rate

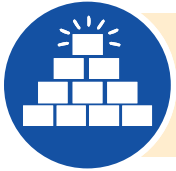
Competitive Landscape



Highly fragmented U.S. outpatient rehab market with **37,000+** clinics ⁽¹⁾



No company with **>10%** market share⁽²⁾



USPh is one of the **largest** owner/operator of PT clinics



USPh is well-positioned to capitalize in a more challenged macro environment



1,920+
Clinics⁽³⁾



870+
Clinics⁽³⁾



752
Managed / Owned
Clinics⁽⁴⁾

(1) Source: "Industry Trends in M&A and Total Addressable Market Study" (Bain & Company, WebPT).

(2) Source: "Industry Trends in M&A and Total Addressable Market Study" (Bain & Company, WebPT). Select Medical used as proxy for largest physical therapy operator in the U.S. with 1,925 outpatient rehabilitation clinics as of September 30, 2024.

(3) Clinic counts as of September 30, 2024.

(4) Clinic count as of October 31, 2024.

Growth Strategy

1

Drive organic growth through de novo PT/OT clinic openings, utilize true partnership model

2

Maximize profits of existing facilities by growing patient volume, improving pricing, increasing efficiencies and adding programs and services

3

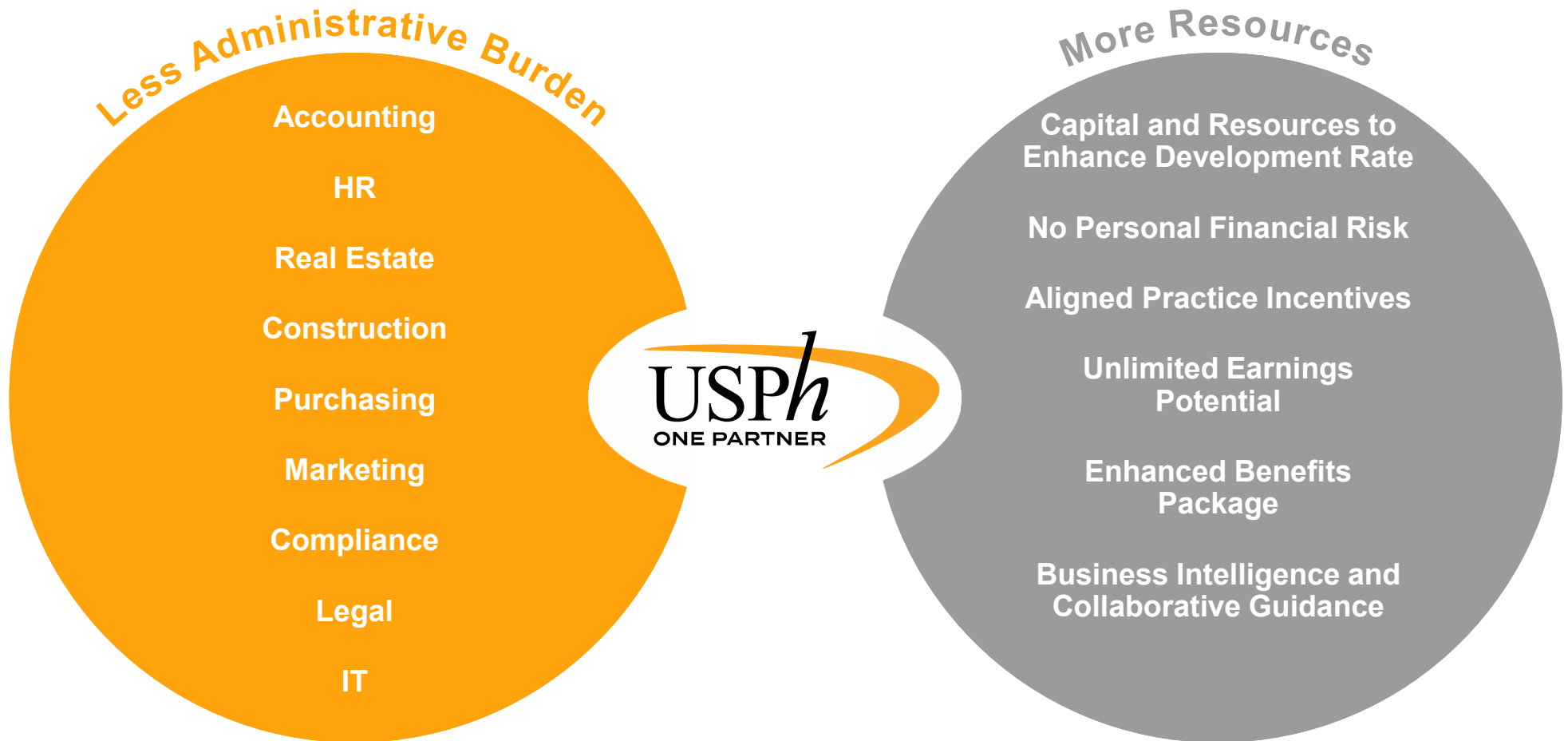
Augment organic growth through strategic acquisitions

Highly Retentive, Partnership Model

- Specialize in trauma, sports, work-related and pre- and post-surgical cases
- Partner with experienced physical therapists
 - Drive volume via referrals
 - Augment sales with marketing reps
- Organic growth includes lower cost de novo start up clinics
- Strategic acquisitions structured as partnerships to create strong alignment of interests:
 - Significant ownership retained by founders (~20% to 40%)
 - Maintain established local brand
 - Monthly distributions of cash generated based on ownership percentages
 - Agree to purchase remaining interest of partners on back end at typically the same EBITDA multiple as the original purchase



USPh Partnership Advantages



Acquisition Strategy



Completed **more than 50** acquisitions since 2005 ranging in size from **3** to **52** clinics



Acquisitions include **more than five industrial injury prevention services** businesses



Seeking & evaluating M&A transactions is part of USPh's DNA



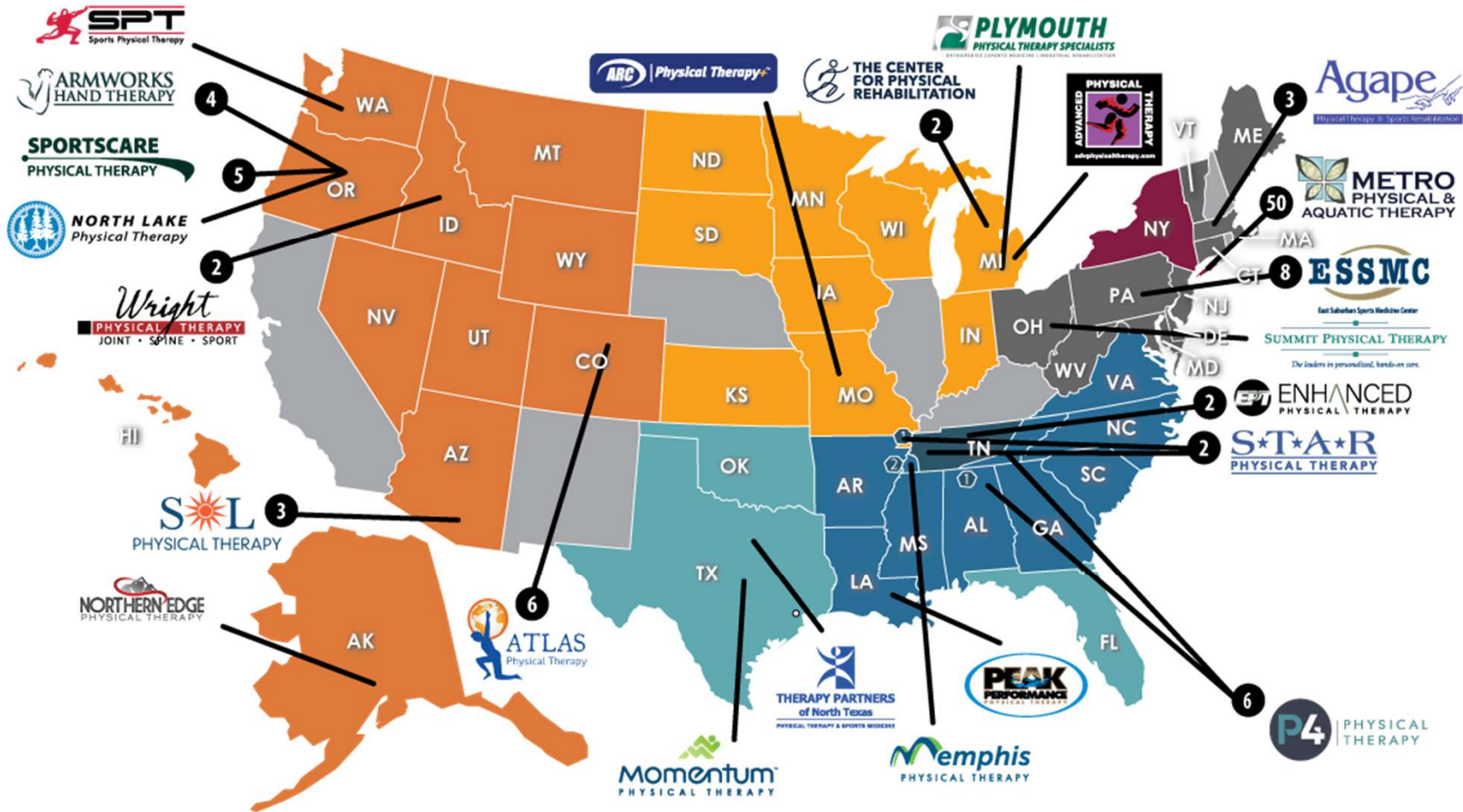
Acquisition criteria:

- ✓ Owner therapists continue to operate clinics and retain significant equity interest
- ✓ Immediately accretive to earnings
- ✓ Further de novo growth opportunities
- ✓ High quality clinics with a history of profitability
- ✓ Values Alignment



New Clinics Since November 1, 2023

From 11/01/2023 – 10/31/2024



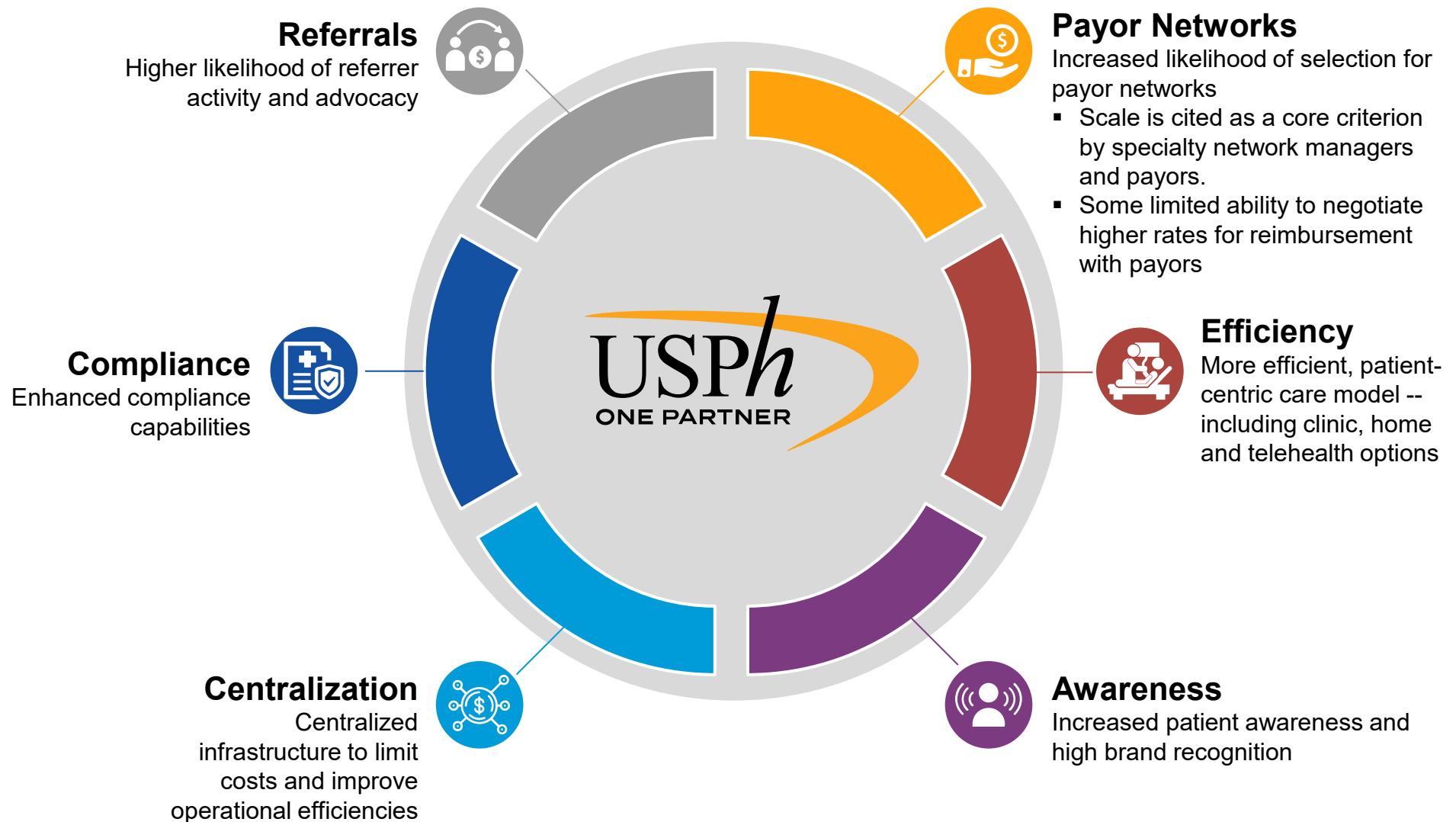
752⁽¹⁾ Clinics in 43 States as of October 31, 2024

85 clinics added⁽²⁾ since August 1, 2023

13

(1) Included in the clinic count shown above, as of October 31, 2024, are 39 clinics the Company manages on behalf of third parties.
 (2) Includes de-novo clinics and acquisitions of single and multi-site practices.

Scale Advantages Create a Robust Business Case for Consolidation

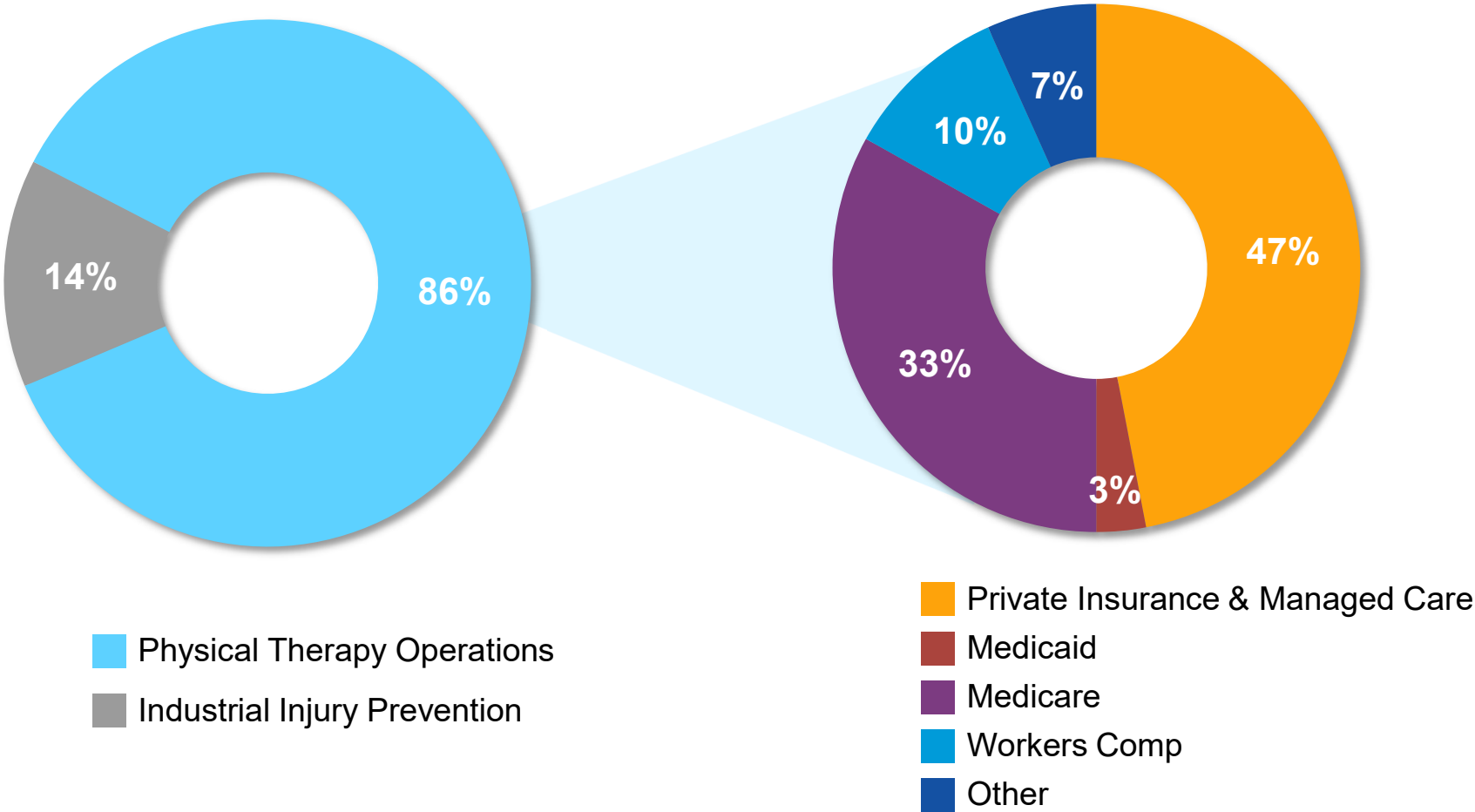


Increasingly difficult environment for smaller clinics given increasing compliance, regulatory and payor complexities and challenging macroeconomic conditions

Revenue Mix by Segment and Payor Type

Revenue Mix by Segment Type
Third Quarter Ended September 30, 2024

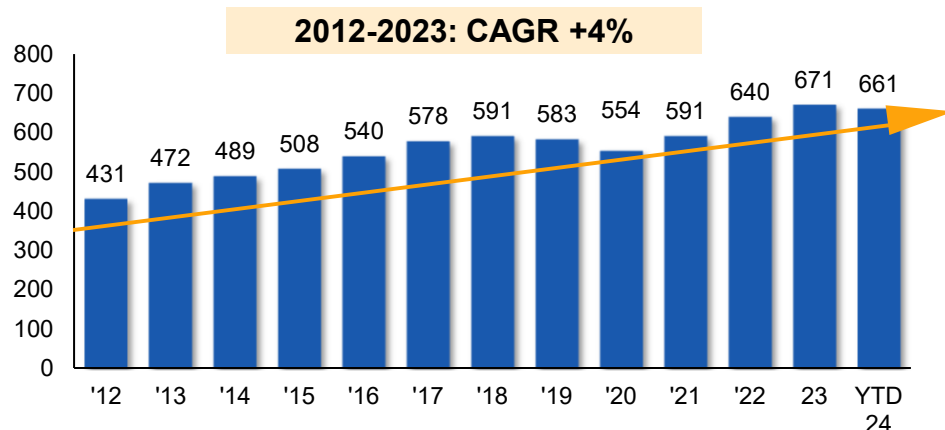
Physical Therapy Revenue Mix by Payor Type
Third Quarter Ended September 30, 2024



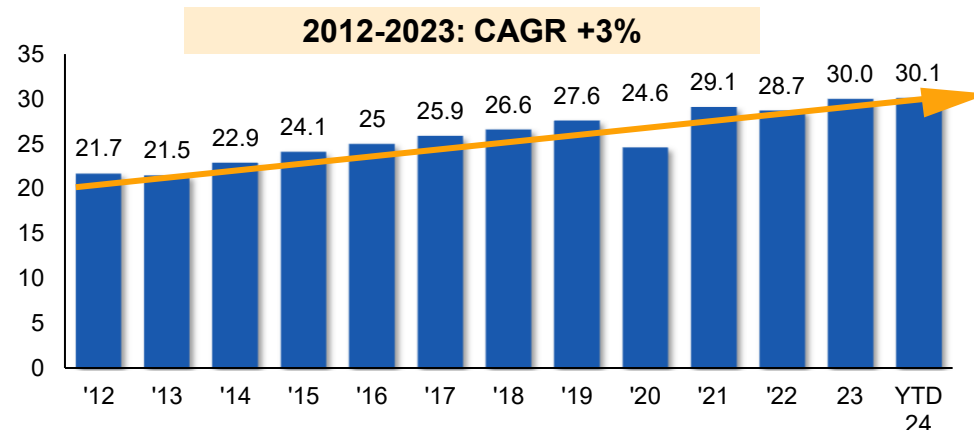
USPh Physical Therapy Growth Drivers

Both prior to and post COVID-19, each driver has shown robust growth

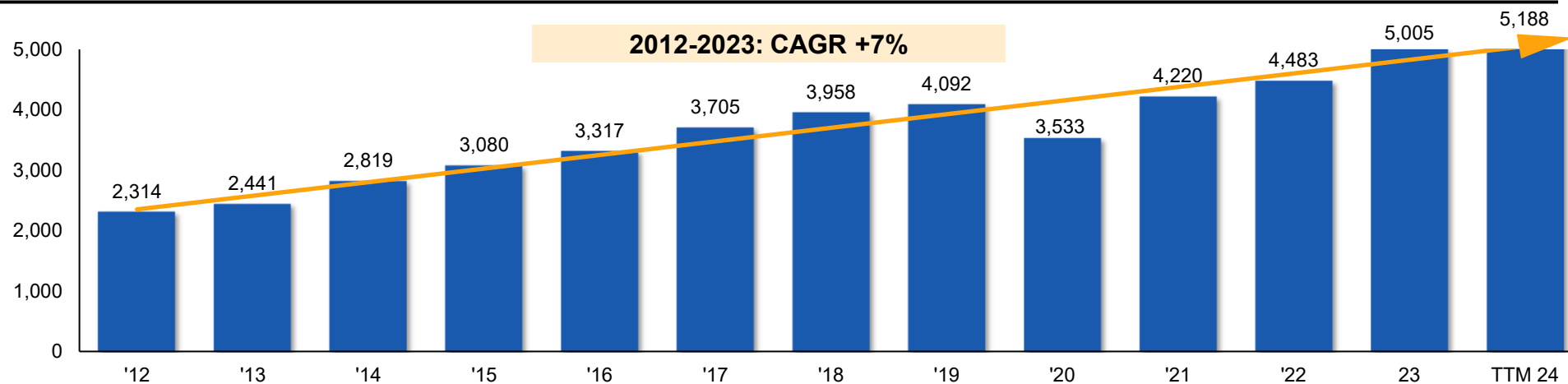
Number of Clinics ⁽¹⁾



Daily Patient Visits Per Clinic

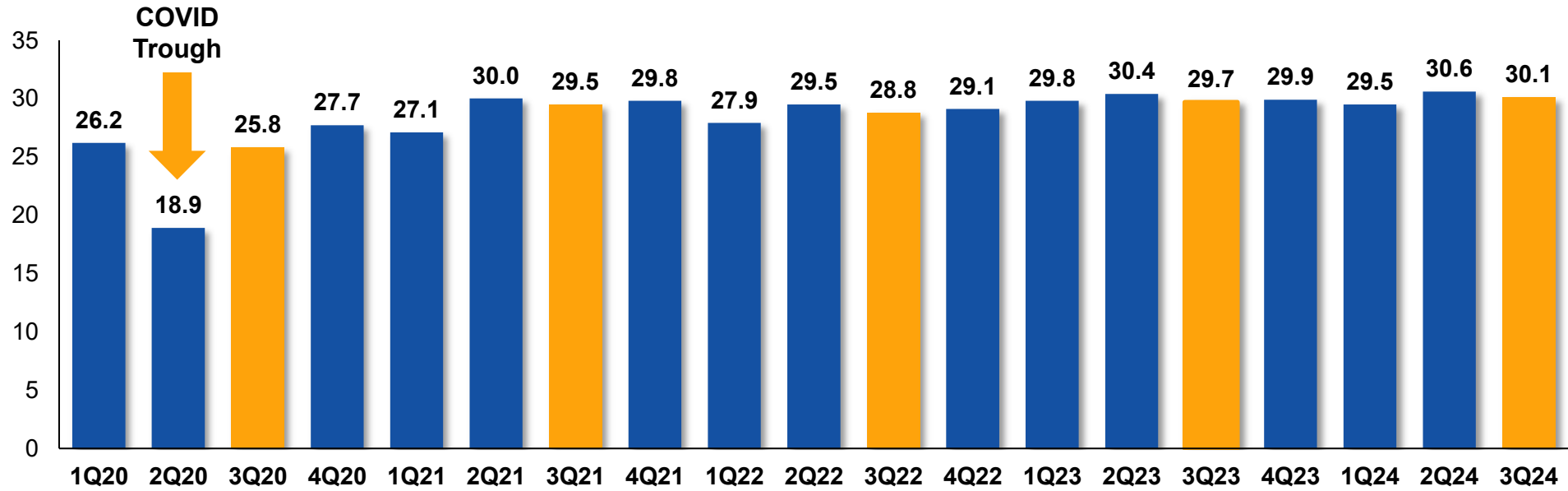


Number of Patient Visits (in thousands)



Daily Physical Therapy Volumes Progression

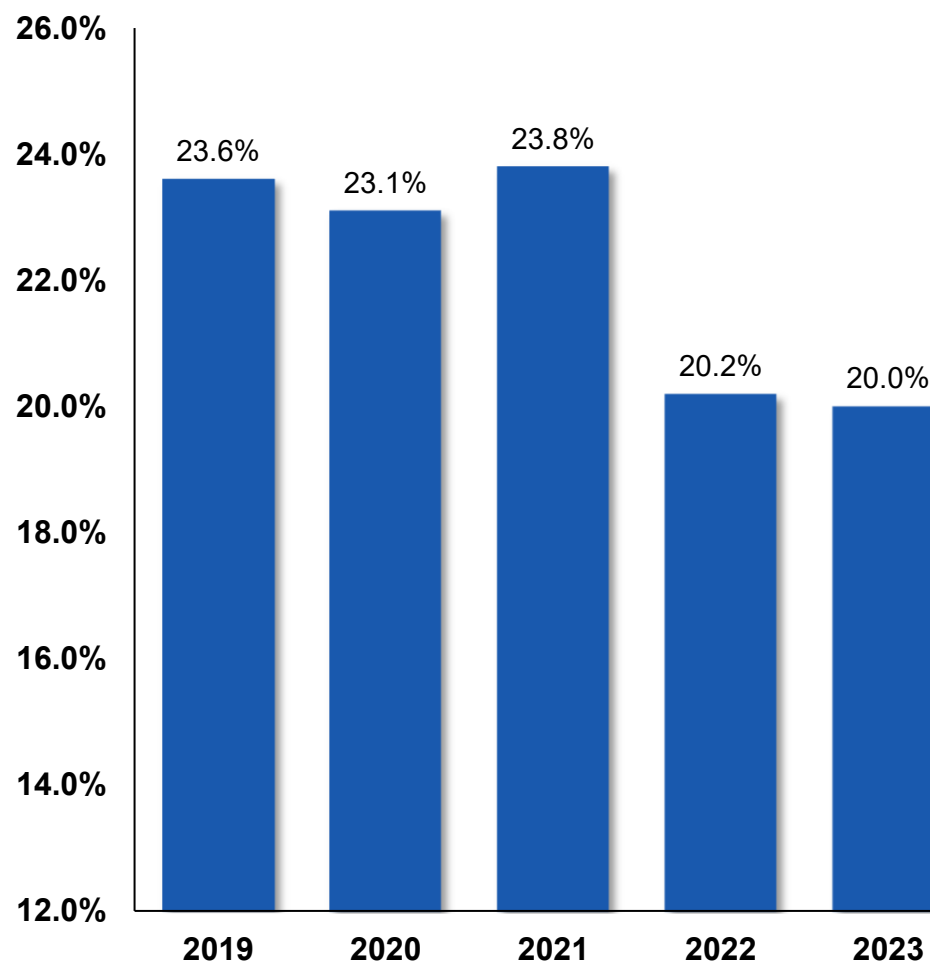
Average Visits per Clinic per Day



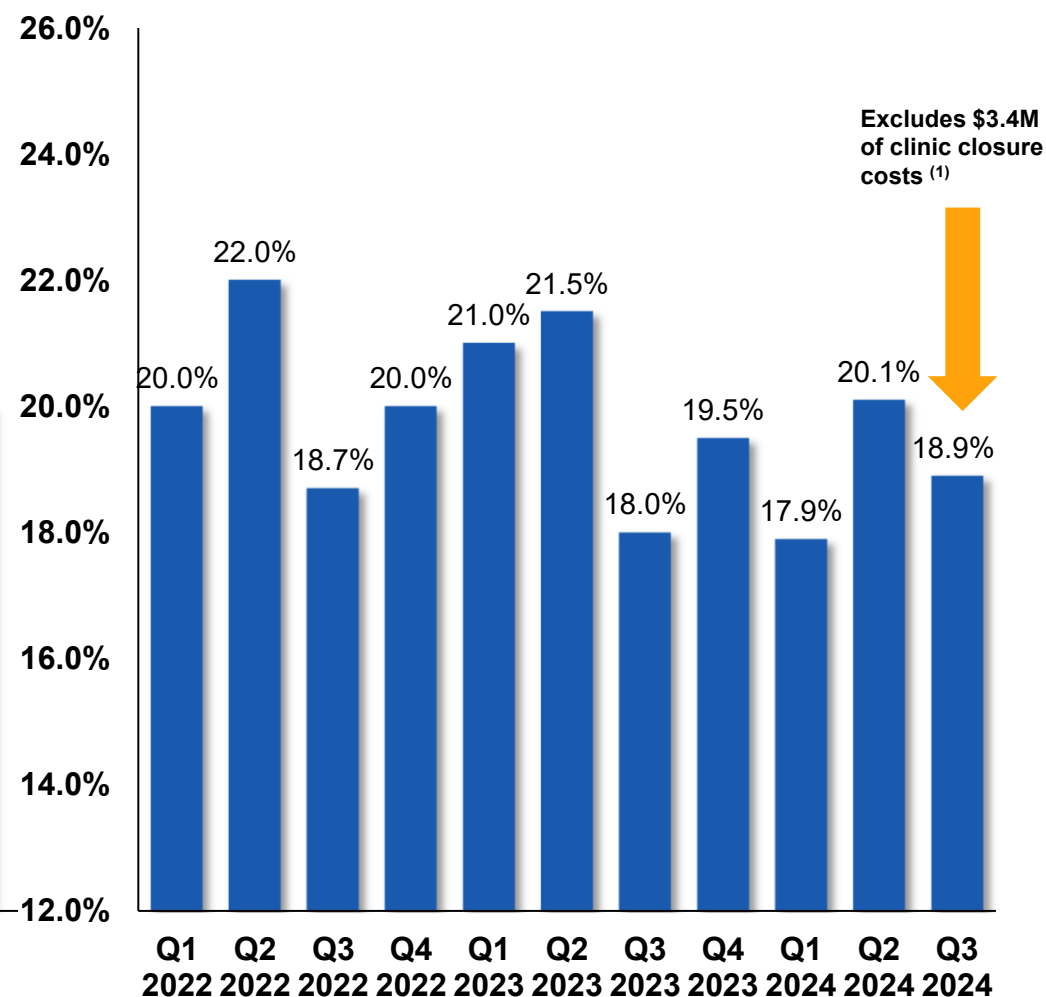
- Continue to see record-high volumes
- Average daily visits per clinic was at an all-time high of 30.1 for any Third Quarter

Physical Therapy Operations

Annual Gross Margin Percentage



Quarterly Gross Margin Percentage



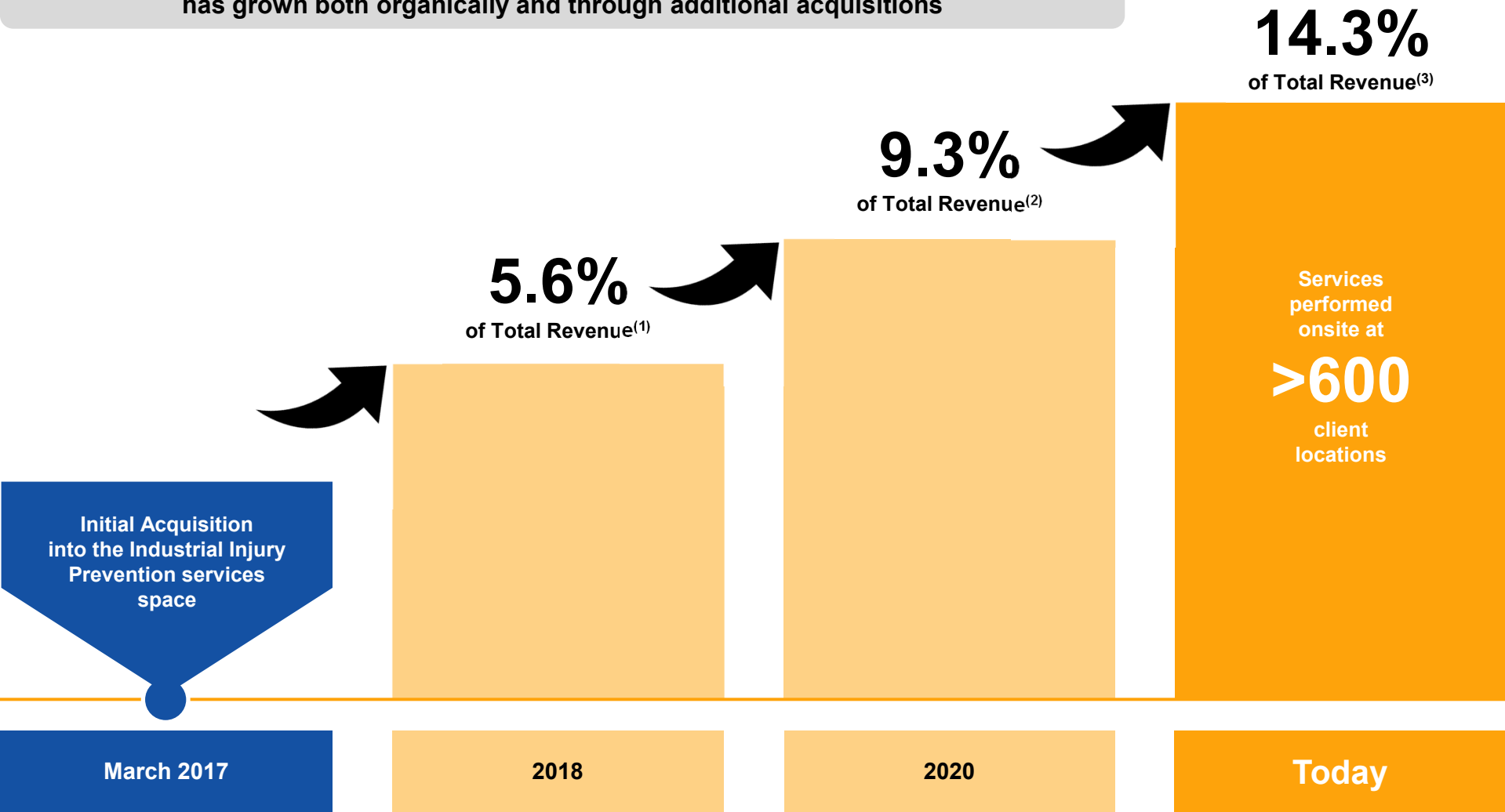
Note: Excludes management contracts.

(1) This is a non-GAAP measure. See tables in the Appendix section for a reconciliation of GAAP to Non-GAAP financial measures.

Industrial Injury Prevention

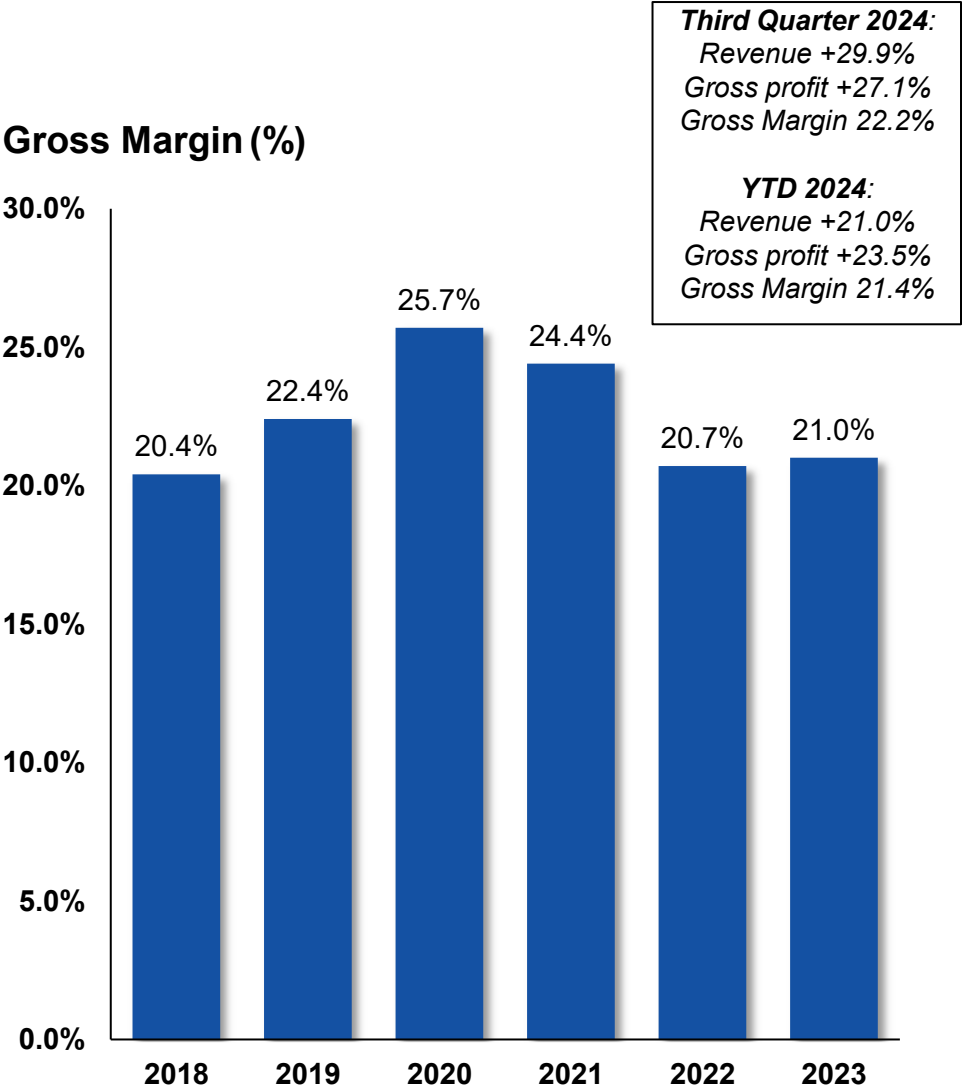
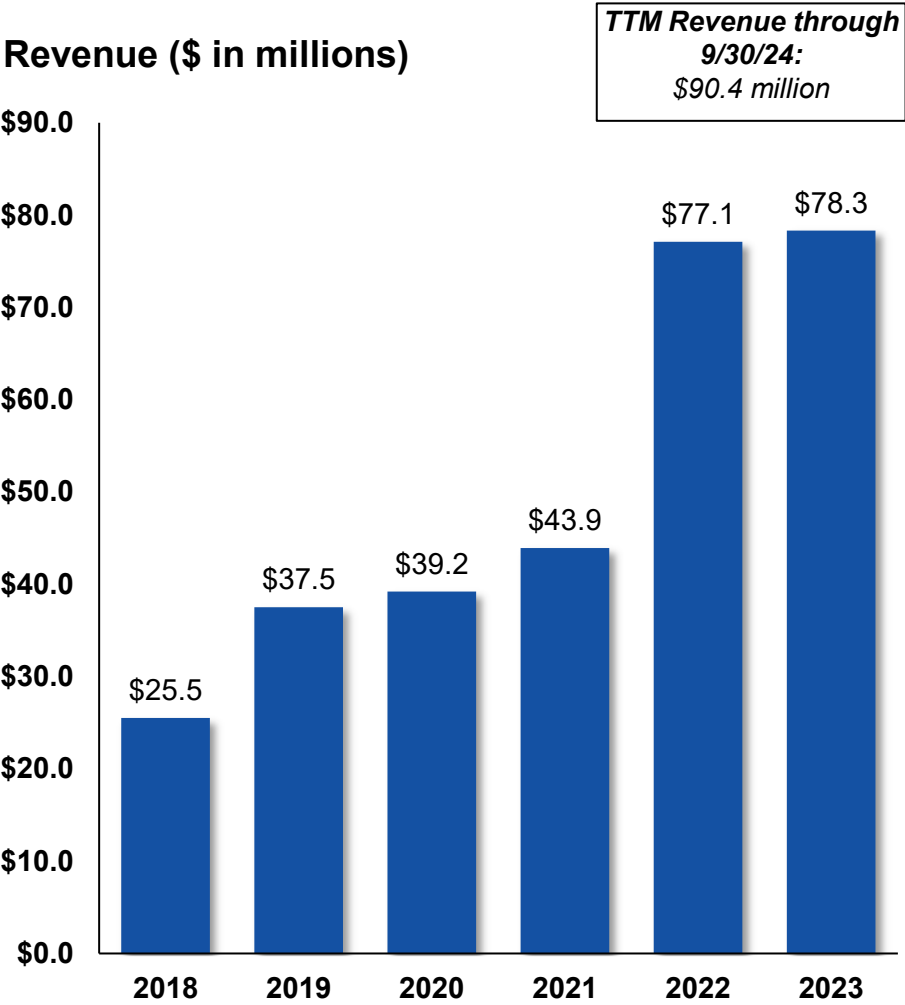
Industrial Injury Prevention services include industrial sports medicine and injury prevention; post offer testing; ergonomic services; occupational health and medical services; specialized solutions

Since USPh's initial entry into the Industrial Injury Prevention services space, the business has grown both organically and through additional acquisitions



19 (1) % of Revenue full year 2018.
 (2) % of Revenue full year 2020.
 (3) Revenue for the nine months ended September 30, 2024.

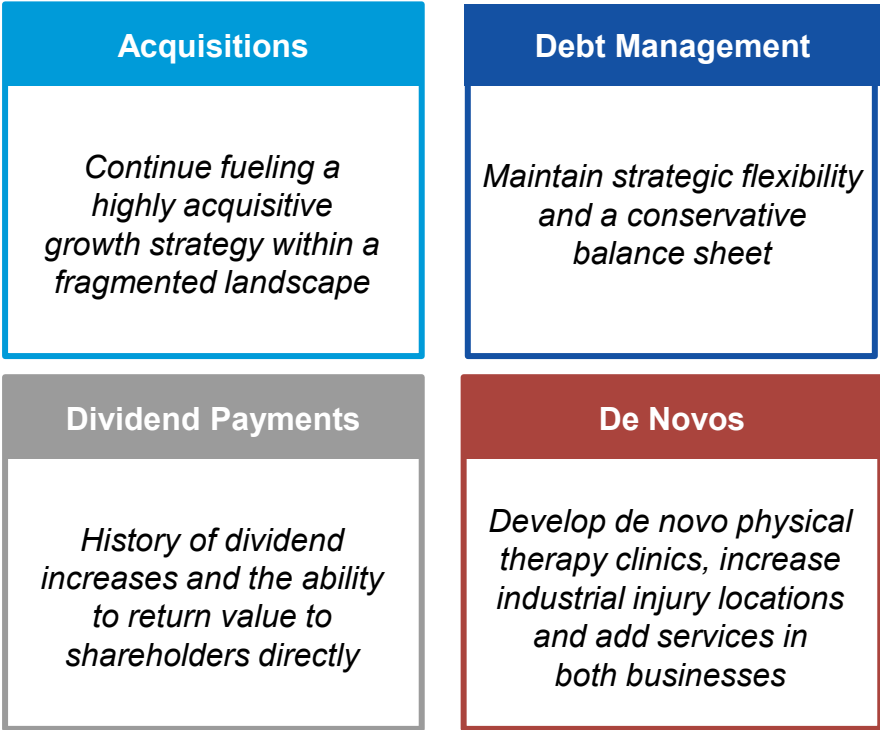
Industrial Injury Prevention



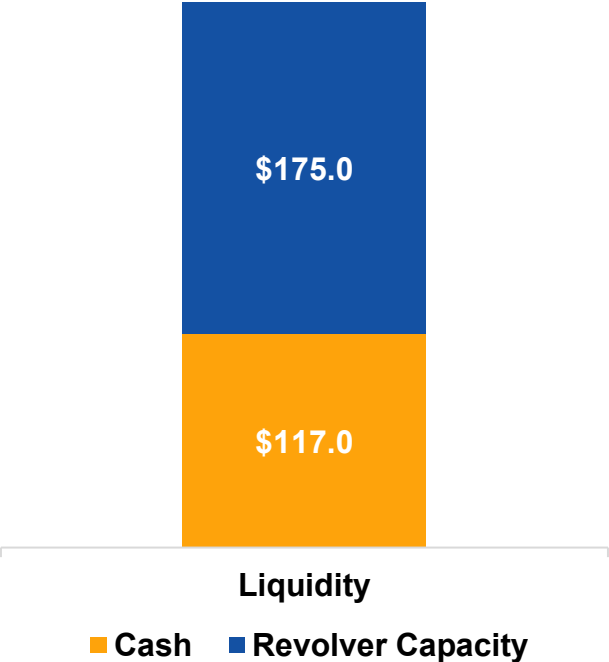
Note: 2022 includes November 2021 acquisition with \$26.7 million in revenue at an EBITDA Margin of 16.0%.

Strong Balance Sheet and Capital Allocation Strategy

Capital Allocation Strategy



Liquidity (\$ in millions) (as of 09/30/2024)



A strong balance sheet and capital allocation strategy has allowed USPh to return value to shareholders both directly and through strategic growth investments

Executive Management



Chris Reading

Chief Executive Officer

- Joined USPh as COO in November 2003
- Promoted to CEO and Board in November 2004
- Previously Senior Vice President of Operations with HealthSouth, managed over 200 facilities including OP, ASC, DX Imaging and rehab hospital operations
- BS Physical Therapy



Carey Hendrickson

Chief Financial Officer

- Joined USPh as CFO in November 2020
- Previously served as CFO for Capital Senior Living Corporation (NYSE:CSU) and Belo Corp. (NYSE: BLC)
- BBA & MBA



Eric Williams

President, Chief Operating Officer – East Region

- Joined USPh in July 2021
- Served since August 2018 as President and Chief Operating Officer for Omni Ophthalmic Management Consultants (OOMC), an ophthalmology management services organization
- Previously served in the roles of Chief Operating Officer and then Chief Executive Officer of Drayer Physical Therapy Institute, LLC, an outpatient physical therapy provider with a network of over 150 clinics in 14 states
- BA in Materials and Logistics Management



Graham Reeve

Chief Operating Officer – West Region

- Joined USPh in March 2018
- Previously President & Chief Executive Officer of Baptist Health System in San Antonio, TX. Managed six hospitals with a \$1.32B annual operating budget
- BS Physical Therapy & MBA



Rick Binstein

Executive VP & General Counsel

- Joined USPh in May 2011 as VP, General Counsel and Secretary and served in that role until March 17, 2022
- Previously served as VP, General Counsel and Secretary for Physiotherapy Associates, Inc. (and its predecessor, Benchmark Medical, Inc.), a national provider of outpatient physical therapy services. From 1997 through 2000, served as Assistant General Counsel and then General Counsel of NovaCare, Inc., a national provider of rehabilitation services.
- Law degree from The Columbus School of Law at The Catholic University of America and Bachelor of Science degree in Business Administration from the University of Delaware in 1983

Summary Investment Highlights



Publicly-traded, pure play operator of rehab clinics



Proven business model, driven by organic growth and acquisitions



Significant scale with national footprint



Large and growing market / favorable demographics



Strong cash flow and balance sheet



Attractive Dividend Yield

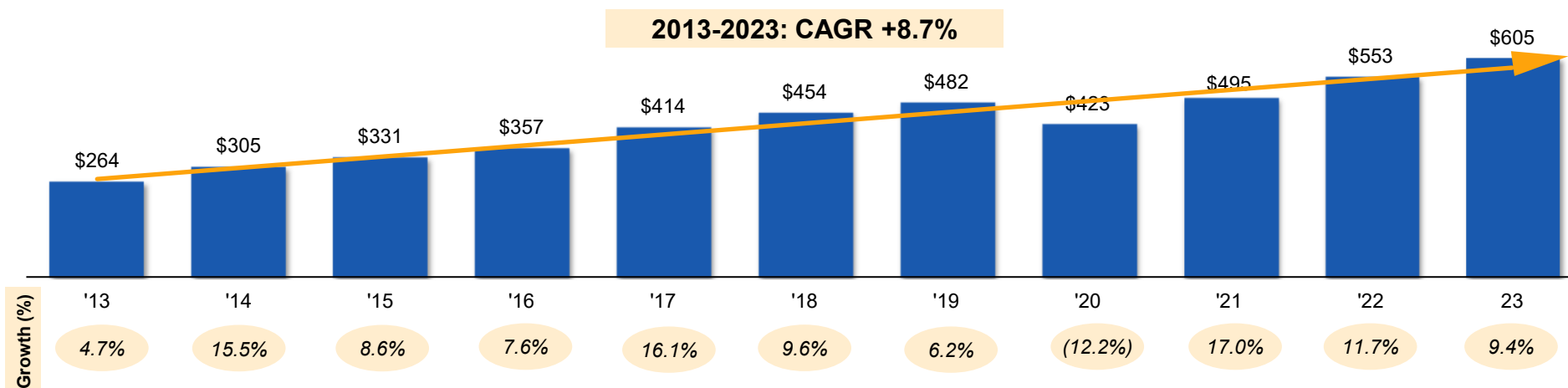


APPENDIX

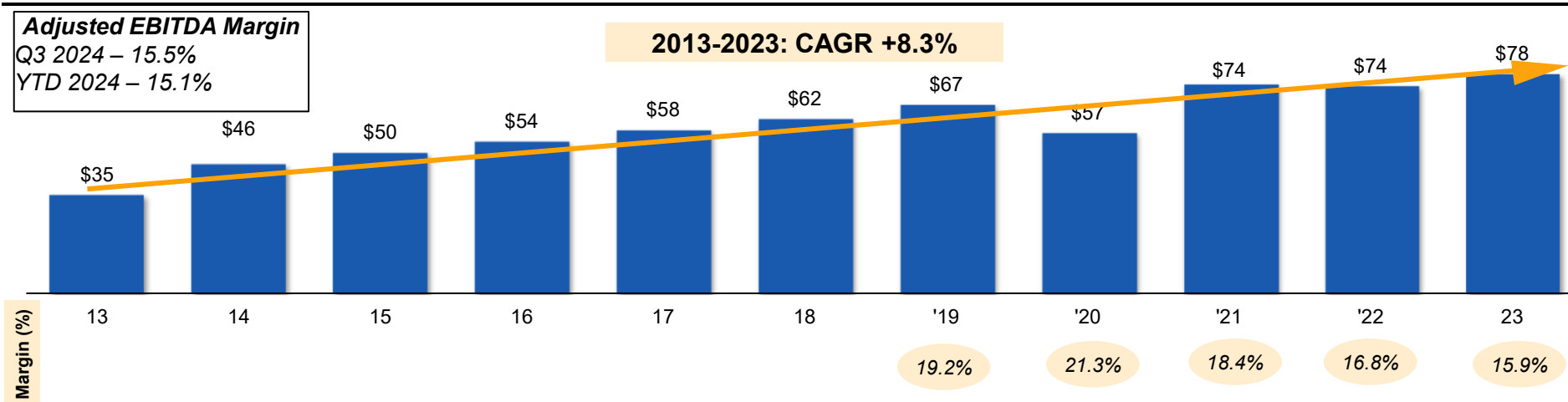
Demonstrated Track Record of Consistent Growth

Over the last decade, USPH has consistently grown, organically and through strategic acquisitions

USPH Revenue (\$ in millions)



Adj. EBITDA⁽¹⁾ (\$ in millions)



Summary Financial Results

	Three Months Ended September 30, 2024			Three Months Ended September 30, 2023		
	As Reported (GAAP)	Closure Costs (1)	As Adjusted (Non-GAAP)	As Reported (GAAP)	Closure Costs (1)	As Adjusted (Non-GAAP)
Revenue	\$ 168,033	\$ -	168,033	\$ 150,007	\$ -	150,007
Operating costs	138,902	(3,432)	135,470	122,078	(29)	122,049
Gross profit	29,131	3,432	32,563	27,929	29	27,958
Gross margin	17.3%	2.0%	19.4%	18.6%	-	18.6%
Operating income	14,746	3,432	18,178	15,881	29	15,910
Provision for taxes	2,559	(958)	1,601	3,557	(8)	3,549
Net income	9,777	2,474	12,251	12,222	21	12,243
Net income attributable to USPH shareholders	6,628	2,474	9,102	9,254	21	9,275
Earnings per share	0.39	0.16	0.55	0.51	-	0.51
Non-GAAP Operating results (2)	10,386	-	10,386	9,242	-	9,242
Non-GAAP Operating results per share (2)	0.69	-	0.69	0.62	-	0.62
Non-GAAP Adjusted EBITDA (3)	\$ 21,071	\$ -	\$ 21,071	\$ 18,612	\$ -	\$ 18,612

	Nine Months Ended September 30, 2024			Nine Months Ended September 30, 2023		
	As Reported (GAAP)	Closure Costs (1)	As Adjusted (Non-GAAP)	As Reported (GAAP)	Closure Costs (1)	As Adjusted (Non-GAAP)
Revenue	\$ 490,898	\$ -	490,898	\$ 450,001	\$ -	450,001
Operating costs	399,504	(4,109)	395,395	359,008	(161)	358,847
Gross profit	91,394	4,109	95,503	90,993	161	91,154
Gross margin	18.6%	0.8%	19.5%	20.2%	0.0%	20.3%
Operating income	48,675	4,109	52,784	52,941	161	53,102
Provision for taxes	8,781	(1,167)	7,614	10,757	(45)	10,712
Net income	33,106	2,942	36,048	38,513	116	38,629
Net income attributable to USPH shareholders	22,180	2,942	25,122	27,583	116	27,699
Earnings per share	1.32	0.20	1.52	1.72	0.01	1.73
Non-GAAP Operating results (2)	29,162	-	29,162	27,451	-	27,451
Non-GAAP Operating results per share (2)	1.94	-	1.94	1.97	-	1.97
Non-GAAP Adjusted EBITDA (3)	\$ 59,966	\$ -	\$ 59,966	\$ 58,873	\$ -	\$ 58,873

(1) Costs associated with the closure of 32 and 43 clinics during the 2024 Third Quarter and 2024 Nine Months, respectively. Closure costs for the comparable prior year periods were not material. We believe that presenting this information will allow investors to evaluate the performance of the Company's business more objectively.

(2) Operating Results, a non-GAAP measure, equals net income attributable to USPH diluted shareholders per the consolidated statements of income, less a change in revaluation of the put-right liability, Relief Funds, clinic closure costs, changes in fair value of contingent earnout consideration, and any allocations to non-controlling interests, all net of taxes. Operating Results per diluted share also exclude the impact of the revaluation of redeemable non-controlling interest and the associated tax impact. See Reconciliation of Non-GAAP Financial Measures - Operating Results for further detail.

(3) Adjusted EBITDA, a non-GAAP measure, is defined as net income attributable to USPH shareholders before interest income, interest expense, taxes, depreciation, amortization, change in fair value of contingent earn-out consideration, Relief Funds, changes in revaluation of put-right liability, equity-based awards compensation expense, clinic closure costs and related portions for non-controlling interests.

Segment Information

	Three Months Ended September 30, 2024			Three Months Ended September 30, 2023		
	As Reported (GAAP)	Closure Costs (1)	As Adjusted (Non-GAAP)	As Reported (GAAP)	Closure Costs (1)	As Adjusted (Non-GAAP)
<i><u>Physical Therapy Operations</u></i>						
Net revenue	\$ 142,714	\$ -	\$ 142,714	\$ 130,521	\$ -	\$ 130,521
Gross profit	23,507	3,432	26,939	23,505	29	23,534
Gross margin	16.5%	2.4%	18.9%	18.0%	-	18.0%
<i><u>IIP</u></i>						
Net revenue	\$ 25,319	\$ -	\$ 25,319	\$ 19,486	\$ -	\$ 19,486
Gross profit	5,624	-	5,624	4,424	-	4,424
Gross margin	22.2%	-	22.2%	22.7%	-	22.7%
	Nine Months Ended September 30, 2024			Nine Months Ended September 30, 2023		
	As Reported (GAAP)	Closure Costs (1)	As Adjusted (Non-GAAP)	As Reported (GAAP)	Closure Costs (1)	As Adjusted (Non-GAAP)
<i><u>Physical Therapy Operations</u></i>						
Net revenue	\$ 420,625	\$ -	\$ 420,625	\$ 391,919	\$ -	\$ 391,919
Gross profit	76,355	4,109	80,464	78,815	161	78,976
Gross margin	18.2%	1.0%	19.1%	20.1%	0.0%	20.2%
<i><u>IIP</u></i>						
Net revenue	\$ 70,273	\$ -	\$ 70,273	\$ 58,082	\$ -	\$ 58,082
Gross profit	15,039	-	15,039	12,178	-	12,178
Gross margin	21.4%	-	21.4%	21.0%	-	21.0%

(1) Costs associated with the closure of 32 and 43 clinics during the 2024 Third Quarter and 2024 Nine Months, respectively. Closure costs for the comparable prior year periods were not material. We believe that presenting this information will allow investors to evaluate the performance of the Company's business more objectively.

Reconciliation of Non-GAAP Financial Measures – Operating Results

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands, except per share data)			
<u>Operating Results (a non-GAAP measure)</u>				
Net income attributable to USPH shareholders	\$ 6,628	\$ 9,254	\$ 22,180	\$ 27,583
Adjustments:				
Change in fair value of contingent earn-out consideration	1,899	145	5,332	344
Change in revaluation of put-right liability	(168)	(187)	136	(197)
Clinic closure costs (1)	3,432	29	4,109	161
Business acquisition related costs (2)	314	-	314	-
Relief Funds	-	-		(467)
Allocation to non-controlling interests	(429)	(3)	(513)	(19)
Tax effect at statutory rate (federal and state)	(1,290)	4	(2,396)	46
	<u>\$ 10,386</u>	<u>\$ 9,242</u>	<u>\$ 29,162</u>	<u>\$ 27,451</u>
Operating Results per share (a non-GAAP measure)	<u>\$ 0.69</u>	<u>\$ 0.62</u>	<u>\$ 1.94</u>	<u>\$ 1.97</u>

Reconciliation of Non-GAAP Financial Measures

Adjusted EBITDA and Adjusted EBITDA Margin

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands, except per share data)			
<u>Adjusted EBITDA (a non-GAAP measure)</u>				
Net income attributable to USPh shareholders	\$ 6,628	\$ 9,254	\$ 22,180	\$ 27,583
Adjustments:				
Provision for income taxes	2,559	3,557	8,781	10,757
Depreciation and amortization	4,387	3,966	12,996	11,582
Interest expense, debt and other, net	2,018	2,101	5,966	7,293
Equity-based awards compensation expense	1,921	1,859	5,837	5,451
Interest income from investments	(1,018)	(1,673)	(3,635)	(2,191)
Change in revaluation of put-right liability	(168)	(187)	136	(197)
Change in fair value of contingent earn-out consideration	1,899	145	5,332	344
Relief Funds	-	-	-	(467)
Clinic closure costs (1)	3,432	29	4,109	161
Business acquisition related costs (2)	314	-	314	-
Other income	(90)	(78)	(261)	(305)
Allocation to non-controlling interests	(811)	(361)	(1,789)	(1,138)
	<u>\$ 21,071</u>	<u>\$ 18,612</u>	<u>\$ 59,966</u>	<u>\$ 58,873</u>
Net revenue, as reported	168,033	150,007	490,898	450,001
Minority interest	(32,434)	(28,867)	(93,712)	(86,445)
Net revenue after minority interest	<u>\$ 135,599</u>	<u>\$ 121,140</u>	<u>\$ 397,186</u>	<u>\$ 363,556</u>
Adjusted EBITDA margin (a non-GAAP measure)	15.5%	15.4%	15.1%	16.2%

(1) Costs associated with the closure of 32 clinics during the 2024 Third Quarter and 43 clinics during the 2024 Nine Months. Closure costs in the 2023 Third Quarter and 2023 Nine Months were not material.

(2) Primarily consists of legal and consulting expenses related to the acquisition of 50% equity interest in a management services organization that provides management and administrative services to 50 physical therapy clinics.



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Thank you