

1. What did Catalina announce?

- The company has reached an agreement with over 90% of its first lien lenders and over 70% of its second lien lenders on the terms of a restructuring support agreement to effectuate a balance sheet restructuring.
- The agreement will allow Catalina to significantly enhance its financial flexibility and position the company for long-term success.
- To implement the negotiated restructuring transaction, the Company has filed voluntary petitions to restructure under Chapter 11 of the U.S. Bankruptcy Code.
- Through this process, we expect to give Catalina a stronger financial foundation to accelerate investments in technology, advanced analytics, data science and talent.
- Once Catalina emerges from the restructuring process, we expect to have reduced the company's debt by approximately \$1.6 billion, from approximately \$1.9 billion to approximately \$300 million.
- Importantly, Catalina expects all operations – both in the U.S. and overseas – to continue as usual throughout the restructuring process. Catalina's operations outside of the U.S. are not part of the Chapter 11 filing and will not be affected by the Chapter 11 process.

2. What is Chapter 11? Should I be concerned about the Chapter 11 process?

- Chapter 11 restructuring allows companies to implement financial restructurings through a court-supervised proceeding while continuing to operate their businesses. Catalina's operations outside of the U.S. are not part of the Chapter 11 filing and will not be impacted.
- It is important to remember that a court-supervised financial restructuring in the U.S. is **NOT** a liquidation.
- Many strong businesses, such as Delta Airlines, have used Chapter 11 to accomplish targeted balance sheet restructurings.

3. Is Catalina going out of business?

- No. This is a financial restructuring, and we expect Catalina to emerge with a stronger financial foundation to accelerate investments in technology, advanced analytics, data science and talent.
- Operations are continuing as normal as we move through this process without interruption in our ability to serve our customers or any impact on how we work with them.
- Catalina has strong operations, solid cash flow and adequate liquidity, and we remain focused on continuing to solve customer challenges.

4. What does this announcement mean for Catalina customers in my country outside the U.S.?

- Catalina's operations outside of the U.S. are not part of this court-supervised process and will not be impacted. Business in your country will continue in the ordinary course.
- This process will give Catalina greater financial flexibility to expand our recent investments in technology, advanced analytics, data science and talent to strengthen our core capabilities and enable new data-driven solutions for our customers.
- There will be no interruption in our ability to serve your business or any impact on how we work together.
- We're excited about modernizing and strengthening our business and the customized solutions we offer. You can continue to rely on us.

- 5. Why did Catalina initiate a court-supervised restructuring process?**
- After carefully evaluating our options, we determined that a court-supervised restructuring is the best way to strengthen the company's financial position for the long term.
 - The court-supervised process is a strategic balance sheet restructuring where day to day operations will continue uninterrupted.
 - This is a significant step forward in transforming our business because it enables us to accelerate investments in technology, advanced analytics, data science and talent to strengthen our core capabilities and enable new data-driven solutions for our customers.
- 6. Why should I continue to do business with Catalina?**
- Operations are continuing as normal as we move through this process, and we expect no interruption in our ability to serve customers or any impact in how we work with them.
 - We will meet our customer obligations throughout this process. You can continue to rely on us.
 - Our personalized digital media will continue to drive lift and loyalty for our customers.
 - We're excited about modernizing and strengthening our business and the customized solutions we offer and we are confident that our work to strengthen the company's balance sheet will make us an even better partner for your organization.
- 7. Will you be able to meet your customer obligations throughout this process?**
- Yes. Catalina has solid cash flow and sufficient liquidity to continue operating as usual.
 - In addition, the company has received a commitment for \$125 million in new money debtor-in-possession ("DIP") financing, which will be available to support our operations during the restructuring process.
 - As we move through this process there will be no interruption in our ability to serve your business or any impact on how we work together.
- 8. Will there be any changes to products or pricing? Will you continue to offer the same solutions?**
- Operations are continuing as normal throughout this process. We expect no interruption in our ability to serve you or any impact in how we work together.
- 9. How will this impact ongoing campaigns?**
- All customer programs and campaigns will continue as usual. Customers can continue to rely us.
 - Operations are continuing as normal as we move through this process, and we expect no interruption in our ability to serve customers or any impact in how we work with them.
- 10. Will digital and print coupons provided by Catalina continue to be honored?**
- Yes. Retailers will continue to honor both digital and print coupons provided by Catalina.
- 11. What can I tell my management team to ensure they feel confident in continuing our relationship with Catalina?**
- Please assure your team that operations at Catalina are continuing as normal through this process.
 - There will be no interruption in our ability to serve your business or any impact on how we work together.
 - We're excited about modernizing and strengthening our business and the customized solutions we offer and we are confident that our work to strengthen the company's balance sheet will make us an even better partner to your organization.

12. How can I get more information?

- You can find additional information on our restructuring page, www.catalinarestructuring.com.