
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) April 24, 2019

AXALTA COATING SYSTEMS LTD.

(Exact name of registrant as specified in its charter)

Bermuda
(State or other jurisdiction
of incorporation)

001-36733
(Commission
File Number)

98-1073028
(IRS Employer
Identification No.)

Two Commerce Square, 2001 Market Street, Suite 3600, Philadelphia, Pennsylvania 19103
(Address of principal executive offices) (Zip Code)

(855) 547-1461
Registrant's telephone number, including area code

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 7.01. Regulation FD Disclosure.

On April 24, 2019, Axalta Coating Systems Ltd. (“Axalta”) issued a press release and posted an earnings call presentation to its website reporting its financial results for the first quarter ended March 31, 2019. Subsequent to the earnings release, Axalta posted supplemental information pertaining to its 2018 Adjusted EBIT to Axalta’s Investor Relations website (<http://ir.axaltacs.com>). A copy of the supplemental information is furnished as Exhibit 99.1 hereto.

The information contained in this Item 7.01 and in Exhibit 99.1 hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any other filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such a filing.

In the supplemental materials, Axalta presents certain non-GAAP financial measures. Axalta management believes that presenting these non-GAAP financial measures provides meaningful information to investors in understanding operating results and may enhance investors’ ability to analyze financial and business trends. In addition, Axalta management believes that these non-GAAP financial measures allow investors to compare period to period more easily by excluding items that could have a disproportionately negative or positive impact on results in any particular period. Non-GAAP measures are not a substitute for GAAP measures and should be considered together with the GAAP financial measures. As calculated, Axalta’s non-GAAP financial measures may not be comparable to other similarly titled measures of other companies.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Supplemental Information - 2018 Adjusted EBIT

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AXALTA COATING SYSTEMS LTD.

Date: April 24, 2019

By: /s/ Sean M. Lannon

Sean M. Lannon

Senior Vice President and Chief Financial Officer

News Release

Axalta Coating Systems
Two Commerce Square
2001 Market Street
Suite 3600
Philadelphia, PA 19103

Contact
Christopher Mecray
D +1 215 255 7970
Christopher.Mecray@axalta.com



SUPPLEMENTAL INFORMATION - 2018 ADJUSTED EBIT

The following table reconciles income from operations to adjusted EBIT for the periods presented (in millions):

	Three Months Ended				Year Ended
	March 31, 2018	June 30, 2018	September 30, 2018	December 31, 2018	December 31, 2018
Income from operations	\$ 120.0	\$ 146.5	\$ 47.8	\$ 127.8	\$ 442.1
Other (income) expense, net	(2.2)	8.1	5.5	3.6	15.0
Total	122.2	138.4	42.3	124.2	427.1
Debt extinguishment and refinancing related costs ^(a)	—	8.4	—	1.1	9.5
Termination benefits and other employee related costs ^(b)	(1.3)	(0.9)	82.4	1.5	81.7
Offering and transactional costs ^(c)	—	0.1	0.8	0.1	1.0
Accelerated depreciation ^(d)	—	—	4.2	6.1	10.3
Indemnity losses ^(e)	—	0.9	—	3.4	4.3
Change in fair value of equity investments ^(f)	0.1	0.3	—	0.1	0.5
Step-up depreciation and amortization ^(g)	37.6	34.5	33.7	34.3	140.1
Adjusted EBIT	\$ 158.6	\$ 181.7	\$ 163.4	\$ 170.8	\$ 674.5
Segment Adjusted EBIT:					
Performance Coatings	\$ 76.0	\$ 108.9	\$ 104.1	\$ 110.5	\$ 399.5
Transportation Coatings	45.0	38.3	25.6	26.0	134.9
Total	121.0	147.2	129.7	136.5	534.4
Step-up depreciation and amortization ^(g)	37.6	34.5	33.7	34.3	140.1
Adjusted EBIT	\$ 158.6	\$ 181.7	\$ 163.4	\$ 170.8	\$ 674.5

(a) Represents expenses associated with the restructuring and refinancing of our indebtedness, which are not considered indicative of our ongoing operating performance.

(b) Represents expenses and associated changes to estimates related to employee termination benefits and other employee-related costs, which includes Axalta CEO recruitment fees. Employee termination benefits are associated with Axalta Way initiatives. These amounts are not considered indicative of our ongoing operating performance.

(c) Represents acquisition and divestiture-related expenses, all of which are not considered indicative of our ongoing operating performance.

(d) Represents incremental depreciation expense resulting from truncated useful lives of the assets impacted by our manufacturing footprint assessments, which we do not consider indicative of our ongoing operating performance.

(e) Represents indemnity losses associated with the acquisition by Axalta of the DuPont Performance Coatings business.

(f) Represents mark to market impacts of our equity investments, which we do not consider to be indicative of our ongoing operating performance.

(g) Represents the incremental step-up depreciation and amortization expense associated with the acquisition of DuPont Performance Coatings by Axalta. We believe this will assist investors in performing meaningful comparisons of past, present and future operating results and better highlight the results of our ongoing operating performance.