

# A Decade of Outperformance

2021 ANNUAL REPORT



Fortune Brands  
A home and security company

# 10 YEARS



## Celebrating 10 Years

### A Decade of Outperformance

Since Fortune Brands became an independent company 10 years ago, our purpose has been Fulfilling the Dreams of Home, and the home has never mattered more. Our portfolio of trusted brands helps homeowners create spaces to connect with loved ones, protect what matters, and live their most authentic lives. As we continue to deliver on our purpose, we are also proud of our impressive track record of delivering results and shareholder value.

### Our Growing Team

Number of associates



### Acquisitions Timeline

- 2011 ● Listed on NYSE (FBHS)
- 2013 ● Acquired WoodCrafters
- 2014 ● Acquired SentrySafe
- 2015 ● Acquired Norcraft Companies
- 2016 ● Formed Fortune Brands Global Plumbing Group  
Acquired Riobel, ROHL, and Perrin & Rowe
- 2017 ● Acquired Shaws and Victoria + Albert
- 2018 ● Formed Fortune Brands Doors & Security  
Acquired Fiberon
- 2020 ● Renamed Doors & Security to Fortune Brands Outdoors & Security  
Acquired LARSON
- 2021 ● Celebrated 10 years as a publicly traded company

To learn more about our history, visit [www.fbhs.com/our-story/history](http://www.fbhs.com/our-story/history)



# 10 Years of Financial Growth

## Total Net Sales

In billions

↑ 145%



## Operating Income

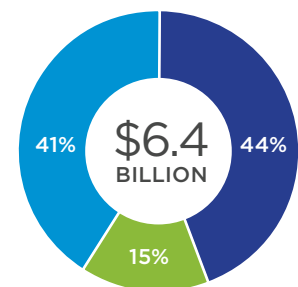
In millions

↑ 430%



## Capital Allocation for Incremental Growth

2012 - 2021



- Strategic Acquisitions
- Share Repurchases
- Dividends

## Earnings Per Share

Dollars

↑ 590%



## EBITDA

In millions

↑ 352%



In this annual report, all data presented is from continuing operations and all references to earnings per share, operating income, operating margin and EBITDA are on a before charges/gains basis, unless noted otherwise. Reconciliations of non-GAAP measures are presented on pages 90-95.

# Letter to Shareholders

## Dear Shareholders:

**2021** We delivered outstanding performance in 2021, driving sales, operating income and earnings per share growth and achieving operating margin improvement. We delivered these results while overcoming numerous external headwinds, including supply chain disruptions and extreme inflation during yet another historically challenging year. Demand for our products was again strong, and our teams worked tirelessly to keep one another safe while delivering for our customers.

We also took actions to keep our Company positioned for future outperformance. We advanced our Fortune Brands Advantage capabilities, which make our businesses stronger together, and continued investing in our people and leading brands. As a result, we are driving innovation, expanding capacity, and pursuing exciting growth opportunities throughout the organization. Our commitment to our purpose of Fulfilling the Dreams of Home is resonating, and it reflects our dedication to creating value for all of our stakeholders in an ethical, responsible, and sustainable way.



“Our commitment to our purpose of Fulfilling the Dreams of Home is resonating, and it reflects our dedication to creating value for all of our stakeholders in an ethical, responsible, and sustainable way.”

**Nicholas I. Fink**  
Chief Executive Officer

## Financial Highlights

In millions, except per-share amounts

Years ended December 31	2021	2020	2019	2018	2017
Total Net Sales	\$7,660	\$6,100	\$5,770	\$5,490	\$5,280
Operating Income	\$ 1,116	\$ 857	\$ 764	\$ 705	\$ 716
Earnings Per Share	\$ 5.73	\$ 4.19	\$ 3.60	\$ 3.34	\$ 3.08
EBITDA	\$1,308	\$ 1,018	\$ 920	\$ 868	\$ 855

Capital Performance	12/31/2021
Cash	\$ 472
Debt	\$2,710
Debt-to-Capital*	46.9%
Market Capitalization (in billions)	\$ 14.4

\* Debt-to-Capital represents gross debt (both short-term and long-term) divided by the sum of gross debt plus stockholders' equity.

Learn more about our growth platforms on the following pages.

## 2021 Financial Highlights

For the full year 2021, sales were \$7.7 billion, an increase of approximately 26 percent over 2020. Earnings per share were \$5.73, up 37 percent. Total company operating margin was 14.6 percent, up 50 basis points. All of our businesses performed exceptionally well. Below are our 2021 results and highlights by segment.

### PLUMBING

The Global Plumbing Group continued to outperform its global and U.S. markets and grew sales across all brands and regions. The year 2021 marks the sixth year in a row that full-year margins exceed 21 percent. Investments in marketing and innovation continued to fuel market-beating results, along with investments in capacity and distribution to help meet demand and better serve customers. Momentum remains strong across the group.

### Plumbing Financial Highlights:

- Sales increased 25 percent to over \$2.8 billion
- Operating income was up 29 percent to \$633 million
- Operating margin was 22.9 percent

### OUTDOORS & SECURITY

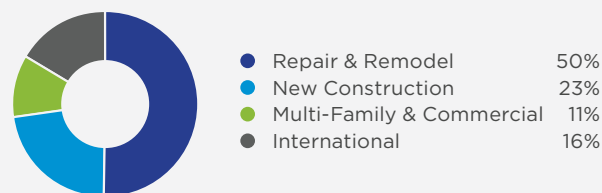
Outdoors & Security all delivered double-digit growth in 2021, highlighting widespread strength across the brands. Outdoor living continues to show sustained momentum, and we remain focused on expanding our presence in this attractive category. Security also delivered strong performance in 2021, and the team continues to make progress toward its strategic goals, including innovation-led growth and margin expansion.



### Business Mix by Channel\*



### Business Mix by End Market\*



\*Company data for the year ended December 31, 2021.

### Outdoors & Security Financial Highlights:

- Sales increased 44 percent to \$2.0 billion
- Operating income was up 49 percent to \$305 million
- Operating margin was 14.9 percent

### CABINETS

Cabinets' performance is a testament to how agile the business has become. Sales increased to the mid-teens for the full year, with growth across product lines at all price points. Demand remained strong, and we are executing strategies to increase efficiency and align our growth with the highest returning opportunities.

### Cabinets Financial Highlights:

- Sales increased 16 percent to \$2.9 billion
- Operating income was up 12 percent to \$287 million
- Operating margin was 10.1 percent

### Driving Outperformance

In 2021, we celebrated 10 years as a public company. I am proud of how we have consistently produced exceptional results while simultaneously investing in key strategic initiatives that will drive the business for the future. We have the tools and the opportunities for continued above-market

growth and outperformance, and we will maintain the discipline, agility, and execution for which we have become known.

Looking to the future, Fortune Brands is investing across the enterprise to make digital excellence a new and transformative Fortune Brands Advantage capability. We are excited to advance our digital journey in 2022 and are confident that digital excellence will become a true advantage for our Company.

We will continue to leverage our amazing brands, innovation, and operating efficiency to create products which enrich the lives of millions, while delivering for stakeholders.

We believe our future remains every bit as bright — or brighter — as we look forward to the next 10 years.

Regards,

**Nicholas I. Fink**

Chief Executive Officer

March 1, 2022



Members of Fortune Brands' Leadership Team had the honor of ringing the closing bell at the NYSE in the fall of 2021 in celebration of our 10-year anniversary of becoming a publicly traded company.



# The Fortune Brands Advantage

FUELING LONG-TERM OUTPERFORMANCE

**The Fortune Brands Advantage is our unifying operating model that bridges all of our businesses, fueling exceptional, long-term performance.** We invest in a common set of capabilities across the enterprise, driving cost-savings and revenue growth opportunities and yielding incremental investment and margin growth. We believe this ensures that we are well positioned to continually outperform any market condition.

## 2021 Fortune Brands Advantage Focus Areas



### Category Management

Working with channel partners to drive optimal performance and best serve consumers through actionable category insights.



### Global Supply Chain Excellence

Leveraging a robust, global supply chain to strategically drive scale efficiencies with cutting-edge capabilities.



### Complexity Reduction

Simplifying workstreams to eliminate redundancies, reduce waste, and maximize efficiencies at all points.



***Our strong execution in these core capabilities helps us drive cost improvement and fuel investments for revenue growth and outperformance.***

## The Fortune Brands Advantage in Action

By developing best-in-class capabilities within these areas, we can generate additional cash to fuel exciting growth opportunities, such as brand building, product innovation, digital enhancements, and capacity expansion. These investments contribute to our resiliency and, in turn, enable even stronger capital deployment and investment. This cycle of building and leveraging key capabilities and reinvesting in our business drives our perpetual outperformance engine.





## Spotlighting Our Supply Chain Excellence

The year 2021 was a year marked by supply chain disruptions, which were driven by unprecedented demand, labor challenges, and unpredictable weather events. Yet we still delivered exceptional performance.

An unwavering focus on supply chain excellence — leveraging our scale, strong supplier relationships, and global sourcing and logistics capabilities — enabled us to respond with agility and determination. We are proud of how our teams have worked tirelessly to overcome supply chain headwinds and continue to outperform the market, proving, yet again, that we can effectively create value in extremely challenging situations.



Looking forward, Fortune Brands is investing in our next Fortune Brands Advantage capability: digital excellence.



## GROWTH PLATFORM

# Plumbing

The Global Plumbing Group (GPG) significantly outperformed both its U.S. and global markets, achieving above-market growth and margin performance for the sixth straight year. GPG designs for water and manufactures, markets, and distributes faucets, showers, sinks, tubs, and bathroom accessories. It also expanded its innovative smart water ecosystem, which is empowering homeowners to manage water in a connected, digital way.

### FEATURED BRANDS INCLUDE

MOEN®

HOUSE OF ROHL™

Riobel

PERRIN & ROWE®  
WATER SOLUTIONS



victoria + albert®

ROHL  
AMERICAN COUNTRY FOR OTHERS



### Responsible Products: The Moen Smart Water Network

Moen is connecting homeowners to their water like never before with the industry's first-of-its-kind, whole-home smart water ecosystem: the Moen Smart Water Network. The system includes innovative water-saving products, like the Moen Smart Faucet and Smart Shower, Flo Smart Water Monitor and Shutoff, and Moen Smart Sump Pump Monitor. Water-savings generated by these products contribute to Mission Moen, the brand's ambitious goal to save water.





## Fuel for Growth

- GPG delivers above-market growth in North America and China, with industry-leading operating margins
- Strategy fueled by driving consumer-led innovation and growing with strategic partnerships and into adjacent categories
- Its anchor brand, Moen, is consistently rated as best in class on consumer score metrics for brand awareness and loyalty
- A leader in digital home water management, a category with substantial growth opportunity
- House of Rohl, GPG's collection of luxury brands, is drawing increased consumer demand for its attractive and stylish portfolio

## Driving Outperformance

GPG is winning share and driving growth across all major brands, channels, and geographies and generating incremental investment dollars to pursue further above-market growth and margin. Investing in e-commerce, brand, innovation, and capacity continues to fuel long-term outperformance. GPG's strong focus on innovation, developing the future of water for today's consumers, is delivering robust results.

**2021 Segment Net Sales**  
% of total FBHS

**36%**

**2021 Segment Income\***  
% of total FBHS

**52%**

**2021 Operating Margin**  
OM%

**23%**

**Net Sales**  
In billions



**Operating Income**  
In millions



\*Segment income excludes Corporate G&A expense.



GROWTH PLATFORM

# Outdoors & Security

Outdoors & Security is focused on driving growth in the attractive outdoor living space with products engineered for a lifetime of performance, providing homeowners protection and security. Sales were up in 2021 even in the midst of ongoing labor and material availability headwinds, and demand was strong across the portfolio. The portfolio's products include exterior entryway, storm, security and screen doors; eco-friendly composite decking and cladding; retractable screens and porch windows; and safety and security devices.

FEATURED BRANDS INCLUDE



## Responsible Products: Recycled Composite Deck Boards

Fiberon composite decking and cladding is certified for containing a minimum 94 percent mixed recycled wood fiber and plastic content. These outdoor products are beautiful, durable, and easy-to-maintain, while helping consumers to eliminate millions of pounds of plastic from entering landfills and save thousands of trees from being cut down each year.





## Fuel for Growth

- Therma-Tru pioneered the fiberglass entry door industry and is the leading entry door brand most preferred by residential building professionals
- Larson Manufacturing adds the #1 storm, screen, and security door brand, creating significant opportunity for co-product development
- Fiberon is a leading U.S. manufacturer of capped composites, the fastest-growing area within wood-alternative decking and cladding products
- The iconic Master Lock and SentrySafe brands are widely recognized in locks, safety, and security devices, including electronic security solutions and protective security containers

## Driving Outperformance

We expect continued growth across Outdoors & Security as we leverage our expertise in advanced materials and take advantage of the continuing trend for homeowners to invest in their outdoor living spaces. Further, Security continues to build momentum. With many trusted and leading brands, we are leveraging our Fortune Brands Advantage capabilities to fuel innovation throughout the portfolio and capture even greater above-market growth.

**2021 Segment Net Sales**  
% of total FBHS

**27%**

**2021 Segment Income\***  
% of total FBHS

**25%**

**2021 Operating Margin**  
OM%

**15%**

**Net Sales**  
In billions



**Operating Income**  
In millions



\*Segment income excludes Corporate G&A expense.



## GROWTH PLATFORM Cabinets

MasterBrand Cabinets is the premier kitchen and bath cabinet producer in North America. The business achieved strong results in 2021 despite an incredibly challenging environment. The team delivered strong growth across all price points, meeting the needs of consumers while delivering double-digit margins. MasterBrand Cabinets leverages its industry leadership, scale, and strong reputation with home centers, builders, and its 4,000+ dealer partners to fuel outperformance.

### FEATURED BRANDS INCLUDE



### Responsible Products: Eco-Friendly Quality Cabinets

Most cabinets from MasterBrand are certified in the Kitchen Cabinet Manufacturers Association's Environmental Stewardship Program (ESP). The ESP recognizes companies that demonstrate the use of environmentally responsible materials in cabinet products and minimize their environmental impact by recycling wastes and using low-emission coatings.



## Fuel for Growth

- Focusing on streamlining operations to successfully deliver share gains and higher margins, outperforming in a variety of market environments
- Growing by investing in channels, including our advantaged, leading dealer network, home centers, e-commerce, and new partners
- Strong reputation for quality and customer service with MasterBrand Cabinets' 4,000+ dealer network
- Continuing to optimize a large, low-cost, competitive global supply chain designed to meet consumer trends and win in the marketplace

## Driving Outperformance

Cabinets continues to drive growth and capture market share, especially in the value-priced product market and with strong momentum in our premium offerings. Our Fortune Brands Advantage capabilities are succeeding in offsetting labor, material, and freight inflation challenges, while demand remains high across all price points. We expect to continue delivering on our long-term margin objectives.

**2021 Segment Net Sales**  
% of total FBHS

**37%**

**2021 Segment Income\***  
% of total FBHS

**23%**

**2021 Operating Margin**  
OM%

**10%**

**Net Sales**  
In billions



**Operating Income**  
In millions



\*Segment income excludes Corporate G&A expense.





# ESG Highlights

## Our Impact Beyond the Home

Our products play an important role in the homes of millions. We are making sure the way in which we manufacture them, and the great teams behind our brands, are all supported with responsibility and sustainability in mind. It's simply the right thing to do, and our strong management practices benefit our associates, customers, investors, communities, and our larger, collective home.

We're using SASB, GRI, and TCFD reporting frameworks and have expanded our disclosures. To see the latest, please visit [fbhs.com/corporate-responsibility](https://fbhs.com/corporate-responsibility).

### Environmental



Announced carbon reduction and renewable energy goals to help fight climate change



Invested in new software and systems to improve and streamline environmental data collection processes, capture global data, enhance future reporting, and better evaluate opportunities



Committed to operating efficiently to reduce environmental impacts; we recycle the majority of the waste produced





We're also proud to design and manufacture responsible products, including the ones spotlighted on pages 8, 10, and 12 of this report.

## Social



Well-established, strong safety record; we're committed to zero safety incidents and proud of how we invest in acquired companies to make them safer



Diverse Board and Leadership Team demonstrate how we have increased representation at the highest levels, and we are driving a comprehensive equity strategy to advance diversity, equity and inclusion



Conducted our first global associate feedback survey and established ongoing survey cadence

## Governance



Re-evaluated and aligned key ESG focus areas with SASB and TCFD reporting frameworks to ensure we are providing meaningful information to our stakeholders



Nominating, Environmental, Social and Governance (NESG) Committee of the Board provides oversight of ESG programs and related risks



Established formal ESG Steering Committee that reports to the CEO

# Excited for Our Future



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

## Form 10-K

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

For the fiscal year ended December 31, 2021

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

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 1-35166

# Fortune Brands Home & Security, Inc.

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**62-1411546**  
(IRS Employer  
Identification No.)

**520 Lake Cook Road, Deerfield, IL 60015-5611**  
(Address of Principal Executive Offices) (Zip Code)

**Registrant's telephone number, including area code: (847) 484-4400**

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbols(s)</b>	<b>Name of each exchange on which registered</b>
Common Stock, par value \$0.01 per share	FBHS	New York Stock Exchange

### Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes   
No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes   
No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer  Non-accelerated filer  Smaller reporting company   
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.

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes  No

The aggregate market value of the registrant's voting common equity held by non-affiliates of the registrant at June 30, 2021 (the last day of the registrant's most recent second quarter) was \$13,699,604,954. The number of shares outstanding of the registrant's common stock, par value \$0.01 per share, at February 11, 2022, was 134,174,304.

### DOCUMENTS INCORPORATED BY REFERENCE

Certain information contained in the registrant's proxy statement for its Annual Meeting of Stockholders to be held on May 3, 2022 (to be filed not later than 120 days after the end of the registrant's fiscal year) (the "2022 Proxy Statement") is incorporated by reference into Part III hereof.



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## PART I

### Item 1. Business.

#### Cautionary Statement Concerning Forward-Looking Statements

This Annual Report on Form 10-K contains certain “forward-looking statements” made pursuant to the safe harbor provisions of Section 27A of the Securities Act of 1933, as amended (the “Securities Act”), and Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), regarding our general business strategies, anticipated market potential, the potential impact of costs, including material and labor costs, the potential impact of inflation, the potential of our brands expected capital spending, expected pension contributions, expected impact of acquisitions, the anticipated effects of recently issued accounting standards on our financial statements, planned business strategies, future financial performance and other matters. Statements that include the words “believes,” “expects,” “anticipates,” “intends,” “projects,” “estimates,” “plans” and similar expressions or future or conditional verbs such as “will,” “should,” “would,” “may” and “could” are generally forward-looking in nature and not historical facts. Where, in any forward-looking statement, we express an expectation or belief as to future results or events, such expectation or belief is based on the expectations, estimates, assumptions and projections about our industry, business and future financial results available at the time this report is filed with the Securities and Exchange Commission (the “SEC”). Although we believe that these statements are based on reasonable assumptions, they are subject to numerous factors, risks and uncertainties that could cause actual outcomes and results to be materially different from those indicated in such statements. These factors include those listed in the section below entitled “Risk Factors.” Except as required by law, we undertake no obligation to, and expressly disclaim any such obligation to, update or revise any forward-looking statements to reflect changed assumptions, the occurrence of anticipated or unanticipated events, new information or changes to future results over time or otherwise, except as required by the law.

Unless the context otherwise requires, references in this Annual Report on Form 10-K to “Fortune Brands,” the “Company,” “we,” “our” or “us” refer to Fortune Brands Home & Security, Inc. and its consolidated subsidiaries.

#### Our Company

We are a leading home and security products company that competes in attractive long-term growth markets in our product categories. We sell our products through a wide array of sales channels, including kitchen and bath dealers, wholesalers oriented toward builders or professional remodelers, industrial and locksmith distributors, “do-it-yourself” remodeling-oriented home centers, e-commerce and other retail outlets.

#### Our Strategy

***Build on leading business and brand positions in attractive growth and return categories.*** We have leading brands with what we believe to be sustainable competitive advantages in many of our product categories, which we sell primarily in North America and China. We believe that established brands are meaningful to both consumers and trade customers in their respective categories and that we have the opportunity to, among other things, gain share in the marketplace and continue to strengthen many of our brands through cross-branding, expanding into adjacent product categories, and expanding in international and e-commerce markets. We are committed to continuing to invest in our capacity and supply chain to strengthen our business and continue to meet demand for our products.

***Develop innovative products and processes for customers and consumers.*** We have a long track record of successful product and process innovations that introduce valued new products to our customers and consumers. We are committed to continuing to invest in new product development and enhance customer service to strengthen our leading brands and penetrate adjacent markets, including in the digital space and connected products.

**Enhance returns and deploy our cash flow to high-return opportunities.** We continue to believe our most attractive opportunities are to invest in profitable organic growth initiatives, pursue accretive strategic acquisitions, non-controlling equity investments, and joint ventures, and return cash to stockholders through a combination of dividends and repurchases of our common stock.

**Advance our digital strategy to fuel growth.** We continue to invest in our digital capabilities to leverage our scale across technology, data and talent to further accelerate and sustain growth in e-commerce and connected products.

**Invest in appropriate ESG initiatives that positively impact our employees and community and conduct business responsibly.** We believe that advancing environmental, social and governance (“ESG”) initiatives are critical to making sure we continue to serve our customers and consumers to meet their needs. As a manufacturer, conducting business ethically is a priority for our businesses. We continue to look for ways to improve our environmental, social and governance programs and practices by focusing on ways to improve water conservation, waste reduction and carbon and climate impact, keep our employees safe and create a culture where all employees are treated with dignity and respect.

**Invest in a common set of capabilities across the enterprise, known as the Fortune Brands Advantage.**

While our business segments are focused on distinct product categories and are responsible for their own performance, the Fortune Brands Advantage is an operating model consisting of a set of unifying capabilities that we believe are critical to our strategic growth across all of our businesses. The Fortune Brands Advantage currently consists of three critical pillars:

**Category Management** - Partnering with our channel partners to drive optimal performance and best serve our consumers through actionable category insights.

**Global Supply Chain Excellence** - Leveraging our robust, global supply chain to strategically drive scale efficiencies with cutting edge capabilities.

**Complexity Reduction** - Simplifying workstreams to be even more efficient.

We continue to grow our competencies in these areas, allowing each of our businesses to take advantage of available opportunities for revenue growth and margin improvement, no matter the market environment.

## **Business Segments**

We have three business segments: Plumbing, Outdoors & Security and Cabinets. Our segments compete on the basis of innovation, fashion, quality, price, service and responsiveness to distributor, retailer and installer needs, as well as end-user consumer preferences. Our markets are very competitive. Approximately 16% of 2021 net sales were to international markets, and sales to two of the Company’s customers, The Home Depot, Inc. (“The Home Depot”) and Lowe’s Companies, Inc. (“Lowe’s”), each accounted for more than 14% of the Company’s net sales in 2021. Sales to all U.S. home centers in the aggregate were approximately 35% of net sales in 2021. In 2021, sales to our top ten customers represented less than half of total sales.

**Plumbing.** Our Plumbing segment manufactures or assembles and sells faucets, accessories, kitchen sinks and waste disposals, predominantly under the Moen, ROHL, Riobel, Victoria+Albert, Perrin & Rowe and Shaws brands. Although this segment sells products principally in the U.S., China and Canada, this segment also sells in Mexico, Southeast Asia, Europe and South America. Approximately 32% of 2021 net sales were to international markets. This segment sells directly through its own sales force and indirectly through independent manufacturers’ representatives, primarily to wholesalers, home centers, mass merchandisers and industrial distributors. This segment is increasingly investing in digital trends and “smart” home capabilities. In aggregate, sales to The Home Depot and Lowe’s comprised approximately 21% of net sales of the Plumbing segment in 2021. This segment’s chief competitors include Masco, Kohler, LIXIL Group, InSinkErator (owned by Emerson Electronic Company), Huida, Hgill, and Jomoo and imported private-label brands.

**Outdoors & Security.** Our Outdoors & Security segment manufactures and sells fiberglass and steel entry door systems under the Therma-Tru brand, storm, screen and security doors under the Larson brand, composite decking, railing and cladding under the Fiberon brand, and urethane millwork under the Fypon brand. It also manufactures, sources and distributes locks, safety and security devices, and electronic security products under the Master Lock and American Lock brands and fire resistant safes, security containers and commercial cabinets under the SentrySafe brand. Larson, a North American market leading brand of storm, screen and security doors, was acquired in December 2020. This segment sells products principally in the U.S., Canada, Europe, Central America, Japan and Australia. Approximately 10% of 2021 net sales were to international markets. This segment’s principal customers are home centers, hardware and other retailers, millwork building products and wholesale distributors, and specialty dealers that provide products to the residential new construction market, as well as to the remodeling and renovation markets. In addition, it sells lock systems and fire resistant safes to locksmiths, industrial and institutional users, and original equipment manufacturers. In aggregate, sales to The Home Depot and Lowe’s comprised approximately 30% of net sales of the Outdoors & Security segment in 2021. Therma-Tru, Larson, Fiberon and Fypon brands compete with Masonite, JELD-WEN, Andersen, Trex, Azek, Plastpro, Pella and various regional and local suppliers. The Master Lock brand competes with Abus, W.H. Brady, Hampton, Allegion, Assa Abloy and various imports. The SentrySafe brand competes with Magnum, Fortress and Interlocks.

**Cabinets.** Our Cabinets segment manufactures high quality stock, semi-custom and custom cabinetry, as well as vanities, for the kitchen, bath and other parts of the home with a regional and international supply chain footprint. This segment sells a portfolio of brands, including AOK, Diamond Brands, KitchenCraft, Homecrest, Omega and EVE, that enable our customers to differentiate themselves against competitors. Substantially all of this segment’s sales are in North America. Approximately 6% of 2021 net sales were to international markets. This segment sells directly to kitchen and bath dealers, home centers, wholesalers, large builders and through e-commerce. In aggregate, sales to The Home Depot and Lowe’s comprised approximately 39% of net sales of the Cabinets segment in 2021. This segment’s competitors include Cabinetworks Group (formerly ACPI) and American Woodmark, as well as a large number of overseas, regional and local competitors.

### Other Information

**Raw materials.** The table below indicates the principal raw materials used by each of our segments. These materials are available from a number of sources. Volatility in the prices of commodities and energy used in making and distributing our products impacts the cost of manufacturing our products.

Segment	Raw Materials
Plumbing	Brass, zinc, resins, stainless steel and aluminum
Outdoors & Security	Wood, resins, plastics, steel, glass, aluminum, vinyl and insulating foam
Cabinets	Hardwoods (maple, birch and oak), plywood and particleboard

**Intellectual property.** Product innovation and branding are important to the success of our business. In addition to the brand protection offered by our trademarks, patent protection helps distinguish our unique product features in the market by preventing copying and making it more difficult for competitors to benefit unfairly from our design innovation. We hold U.S. and foreign patents covering various features used in products sold within all of our business segments. Although each of our segments relies on a number of patents and patent groups that, in the aggregate, provide important protections to the Company, no single patent or patent group is material to any of the Company’s segments.

**Human Capital Resources.** As of December 31, 2021, Fortune Brands had more than 28,000 full-time and part-time employees worldwide (excluding contract workers). Approximately 77% of our workforce is composed of hourly production and distribution associates and the remaining population is composed of



associates in an office role. Approximately 14% of employees in the U.S. work under collective bargaining agreements. Below is a summary of the number of employees by segment and role:

Segment	Production and Distribution	Office	Total
Plumbing	2,461	2,167	4,628
Outdoors & Security	5,402	1,911	7,313
Cabinets	13,646	2,330	15,976
Corporate	—	139	139

We believe our associates are the key to our success. We invest in our teams and develop our associates to become the next generation of leaders to fuel innovation and drive Company growth. The Company also endeavors to create an environment that keeps our employees safe, treats them with dignity and respect and fosters a culture of performance. Fortune Brands does this through the programs summarized below, the objectives and related risks of each is overseen by our Board of Directors or its committees.

#### *Health and Safety*

Safety is a critical element to Fortune Brands' growth strategy, integral to Company culture and one of our core values. This is reflected in our goal of zero safety incidents and through our efforts to create an injury-free workplace. Our Employee Safety & Environmental Stewardship Principles set standards for how we maintain a safe work environment and guides our business operations. The Company also has an Environmental, Health & Safety Leadership council comprised of representatives from across the Company's businesses that share best practices and is responsible for driving environmental, health and safety strategy. This helps drive our best-in-class programs designed to reinforce positive behaviors, to empower our employees to actively take part in maintaining a safe work environment, to heighten awareness and to mitigate risk on critical safety components. Within each of our manufacturing and distribution facilities, we have site-specific safety and environmental plans designed to reduce risk. Through a continued commitment to improve our safety performance, we have historically been successful in reducing the number of injuries sustained by our employees. Two of our primary safety measures are the Total Recordable Incidence Rate ("TRIR") and Lost Time Rate ("LTR"). For the year ended December 31, 2021, our TRIR was 1.34, compared to 1.20 for the year ended December 31, 2020 and our LTR was 0.48, compared to 0.40 for the year ended December 31, 2020. The year over year increases in in these numbers are reflective of the addition of Larson to our 2021 results.

Our safety focus was demonstrated in our continued response to the COVID-19 pandemic. In 2021, we supplemented our enhanced safety protocols and implemented a mandatory mask mandate in our facilities when a location hits a positivity rate of 1% or more. We continue to offer flexibility to work remotely, with most office locations working on a hybrid schedule, but allowing for flexibility in that schedule where possible to minimize potential exposure of our employees. We also emphasized the importance of vaccines, by offering over 40 onsite vaccine clinics to employees, implementing flexible leave policies to allow people to get vaccinated, and offering educational opportunities on the safety and efficacy of vaccines. The Company also encouraged vaccinations and rewarded employees who were already vaccinated through a vaccine sweepstakes.

#### *Attracting and Retaining Superior Talent*

Fortune Brands is committed to investing in the physical, emotional and financial well-being of our employees and we believe that this is a critical component of our business strategy. To attract and retain superior talent at all levels of the Company, our total rewards are designed to be market competitive, align employee incentives with Company performance and support our employees across many aspects of their lives. We have a strong pay-for-performance culture that is supported by incentive programs that take into consideration business results and employee performance. We also offer a range of benefits including retirement savings plans, comprehensive healthcare and mental-health benefits including medical, dental and vision coverage, health savings and spending accounts, and employee assistance services. In 2021, we took steps to enhance our benefit plans starting in 2022 to further enhance

inclusivity by providing enhanced parental support benefits for our US associates, including fertility benefits and specialized support from adoption and surrogacy assistance to pregnancy and post-partum. Many of our businesses also offer paid parental leave.

### *Creating a Culture of Diversity, Equity and Inclusion (“DEI”)*

We continue to take measured actions that create an inclusive culture and diverse workforce, increase representation and engagement of underrepresented associates and that are reflective of our consumers and communities. We believe that attracting and retaining talented and diverse employees will enable us to be more innovative, responsive to consumer needs and deliver strong performance and growth.

Fortune Brands is a party to CEO Action for Diversity & Inclusion, a CEO-driven business commitment to advance diversity and inclusion in the workplace. We also continue to partner with Network of Executive Women to help focus on the development and advancement of women. In 2021, Fortune Brands joined the W.K. Kellogg Foundation Expanding Equity program, a program designed for advancing racial equity in the workplace. The program has helped the Company to create a comprehensive diversity, equity and inclusion equity to increase representation of underrepresented associates. The Company is committed to increasing representation of professionals of color and women through new hires and promotions, ensuring an inclusive culture by reducing the barriers to inclusion through our policies, programs, business practices and education and by demonstrating support for racial equality in our communities through outreach and investment. As of December 31, 2021, Fortune Brands’ workforce is composed of 38% women and approximately 44% of hourly production and distribution employees are people of color and 15% of employees in an office role are people of color.

The Company implemented an unconscious bias learning program to increase DEI awareness and break bias in the decision making process for its senior leaders during 2020. In 2021, Fortune Brands continued its unconscious bias learning program to all global people managers and launched an organization-wide employee engagement survey among employees and implemented a system to foster employee engagement and drive continued improvement in DEI awareness. The Company also continued to expand its employee resource groups during 2021. We now have a dedicated employee resource group for our Women, Black, Hispanic and LGBTQ employees that are focused on activating and educating leaders and accelerating an inclusive culture. These actions supplement the Company’s (i) inclusive culture councils which are responsible for setting priorities and initiatives that support an inclusive work environment, and (ii) employee resource groups that support DEI initiatives and provide networking and professional development opportunities.

### *Talent Development and Succession*

We aim to inspire and equip our associates to be successful in their current role within the organization and help them to develop the skills to build on opportunities to grow their career. We understand our most critical roles that serve as points of leverage to deliver value and place our best people in those roles, while attracting new talent and capabilities in support of continuous improvement in all we do. Fortune Brands uses performance management programs to support a high-performance culture, strengthening our employee engagement and helping to retain our top talent. The Company provides associates with relevant skills training and provides leadership training for production and distribution associates in a supervisory role and mid-level office associates. The Company also makes a significant investment in assessing our talent against the jobs both in the near term and the future and ensuring our leaders are prepared for greater levels of responsibility and can successfully transition into new roles.

Succession planning for critical roles is an important part of our talent program. Succession and development plans are created and monitored to ensure progress is made along established timelines.

**Seasonality.** All of our operating segments traditionally experience lower sales in the first quarter of the year when new home construction, repair and remodel activity and security buying are at their lowest. As a result of sales seasonality and associated timing of working capital fluctuations, our cash flow from operating activities is typically higher in the second half of the year.

**Environmental matters.** We believe that the cost of complying with the present environmental protection laws, before considering estimated recoveries either from other potentially responsible parties under Superfund or similar state laws or from insurance, will not have a material adverse effect on our competitive position, results of operations, cash flows or financial condition.

**Available Information.** The Company's website address is [www.FBHS.com](http://www.FBHS.com). The Company's annual report on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and any amendments to these reports are available free of charge on the Company's website as soon as reasonably practicable after the reports are filed or furnished electronically with the SEC. Reports filed with the SEC are also made available on its website at [www.sec.gov](http://www.sec.gov).



## **Item 1A. Risk Factors.**

*There are inherent risks and uncertainties associated with our business that could adversely affect our business, financial condition or operating results. Set forth below are descriptions of those risks and uncertainties that we currently believe to be material, but the risks and uncertainties described below are not the only risks and uncertainties that could adversely affect our business, financial condition or operating results. If any of these risks materialize, our business, financial condition or operating results could suffer. In this case, the trading price of our common stock could decline, and you may lose all or part of your investment.*

### **Industry Risks**

***Our business primarily relies on North American and Chinese home improvement, repair and remodel and new home construction activity levels, all of which are impacted by risks associated with fluctuations in the housing market. Downward changes in the general economy, the housing market, unfavorable interest rates or other business conditions could adversely affect our results of operations, cash flows and financial condition.***

Our business primarily relies on home improvement, repair and remodel, and new home construction activity levels, principally in North America and China. The housing market is sensitive to changes in economic conditions and other factors, such as the level of employment, access to and the cost of labor, consumer confidence, demographic changes, consumer income, government tax programs, availability of financing, inflation and interest rate levels. Adverse changes in any of these conditions generally, or in any of the markets where we operate, could decrease demand and could adversely impact our businesses by: causing consumers to delay or decrease homeownership; making consumers more price conscious resulting in a shift in demand to smaller, less expensive homes; making consumers more reluctant to make investments in their existing homes or causing them to delay investments, including large kitchen and bath repair and remodel projects; or making it more difficult to secure loans for major renovations.

***We operate in very competitive consumer and trade brand categories.***

The markets in which we operate are very competitive. Although we believe that competition in our businesses is based largely on product quality, consumer and trade brand reputation, customer service and product features, as well as fashion trends, innovation and ease of installation, price is a significant factor for consumers as well as our trade customers. Some of our competitors may resort to price competition to sustain or grow market share and manufacturing capacity utilization. Also, certain large customers continue to offer private-label brands that compete with some of our product offerings as a lower-cost alternative. The strong competition that we face in all of our businesses may adversely affect our profitability and revenue levels, as well as our results of operations, cash flows and financial condition.

***We may not successfully develop new products or processes or improve existing products or processes.***

Our success depends on meeting consumer needs and anticipating changes in consumer preferences with successful new products and product improvements. We aim to introduce products and new or improved production processes proactively to offset obsolescence and decreases in sales of existing products. We may not be successful in product development and our new products may not be commercially successful. In addition, it is possible that competitors may improve their products or processes more rapidly or effectively, which could adversely affect our sales. Furthermore, market demand may decline as a result of consumer preferences trending away from our categories or trending down within our brands or product categories, which could adversely impact our results of operations, cash flows and financial condition.

***Our businesses rely on the performance of wholesale distributors and dealers, retailers and other marketing arrangements and could be adversely affected by poor performance or other disruptions in our distribution channels and customers.***

We rely on a distribution network comprised of consolidating customers. Any disruption to the existing distribution channels could adversely affect our results of operations, cash flows and financial condition.

The consolidation of distributors or retailers or the financial instability or default of a distributor or one of its major customers could potentially cause such a disruption. In addition to our own sales force, we offer our products through a variety of third-party distributors, representatives and retailers. Certain of our distributors, representatives or retailers may also market other products that compete with our products. In addition, one or more retailers may stop carrying certain of our products, reduce the volume of purchases of our products and/or replace certain of our products with the products of our competitors. The loss or termination of, or significant reduction in sales to, one or more of our major distributors, representatives or retailers, the failure of one or more of our distributors, representatives or retailers to effectively promote our products, or changes in the financial or business condition of these distributors, representatives or retailers could adversely affect our ability to bring products to market and our results of operations, cash flows and financial condition.

### ***Operational and Sourcing Risks***

***Risks associated with our ability to improve organizational productivity and global supply chain efficiency and flexibility could adversely affect our results of operations, cash flows and financial condition.***

If we are unable to obtain sufficient components or raw materials on a timely basis or for a cost-effective price or if we experience other manufacturing, supply or distribution difficulties, our business and results of operations may be adversely affected. We acquire our components and raw materials from many suppliers and vendors in various countries. We endeavor to ensure the continuity of our components and materials and make efforts to diversify certain of our sources of components and materials, but we cannot guarantee these efforts will be successful. A reduction or interruption in supply or an issue in the supply chain, including as a result of our inability to quickly develop acceptable alternative sources for such supply, could adversely affect our ability to manufacture, distribute and sell our products in a timely or cost-effective manner.

We regularly evaluate our organizational productivity and global supply chains and assess opportunities to increase capacity, reduce costs and enhance quality. We may be unable to enhance quality, speed and flexibility to meet changing and uncertain market conditions, as well as manage continued cost inflation, including wages, pension and medical costs. Our success depends in part on refining our cost structure and supply chains to promote consistently flexible and low cost supply chains that can respond to market changes to protect profitability and cash flow or ramp up quickly and effectively to meet demand. Supply chain disruptions could continue to impact our ability to timely source necessary components and inputs. Import tariffs could potentially lead to increases in prices of raw materials or components which are critical to our business. Failure to achieve the desired level of quality, capacity or cost reductions could impair our results of operations, cash flows and financial condition.

***Risks associated with global commodity and energy availability and price volatility, as well as the possibility of sustained inflation, could adversely affect our results of operations, cash flows and financial condition.***

We are exposed to risks associated with global commodity price volatility arising from restricted or uneven supply conditions, the sustained expansion and volatility of demand from emerging markets, potentially unstable geopolitical and economic variables, severe weather and other unpredictable external factors. We buy raw materials that contain commodities such as brass, zinc, steel, wood, glass and petroleum-based products such as resins. In addition, our distribution costs are significantly impacted by the price of oil and diesel fuel. Decreased availability and increased or volatile prices for these commodities, as well as energy used in making, distributing and transporting our products, could increase the costs of our products. While in the past we have been able to mitigate the impact of these cost increases through productivity improvements and passing on increasing costs to our customers over time, there is no assurance that we will be able to offset such cost increases in the future, and the risk of potentially sustained high levels of inflation could adversely impact our results of operations, cash flows and financial condition. While we may use derivative contracts to limit our short-term exposure to commodity price volatility, the commodity exposures under these contracts could still be material to our results of operations, cash flows and financial condition. In addition, in periods of declining commodity prices, these derivative contracts may have the short-term effect of increasing our expenditures for these raw materials.

***We may experience delays or outages in our information technology systems and computer networks. We may be subject to breaches of our information technology systems, which could damage our reputation and consumer relationships. Such breaches could subject us to significant financial, legal and operational consequences.***

We, like most companies, may be subject to information technology system failures and network disruptions caused by delays or disruptions due to system updates, natural disasters, malicious attacks, accidents, power disruptions, telecommunications failures, acts of terrorism or war, computer viruses, physical or electronic break-ins, or similar events or disruptions. We rely upon information technology systems and infrastructure, including support provided by third parties, to support our business, our products and our customers. Our businesses may implement digital systems or technologies, enterprise resource planning systems or add applications to replace outdated systems and to operate more efficiently. We may not be able to successfully implement these projects without experiencing difficulties. Any expected benefits of implementing projects might not be realized or the costs of implementation might outweigh the benefits realized.

We routinely rely on systems for manufacturing, customer orders, shipping, regulatory compliance and various other matters, as well as information technology systems and infrastructure to aid us in the collection, use, storage and transfer and other processing of data including confidential, business, financial, and personal information. Security threats, including cyber and other attacks, are becoming increasingly sophisticated, frequent and adaptive. In addition, a greater number of our employees are working remotely in response to the COVID-19 pandemic, which (among other things) could expose us to greater risks related to cybersecurity and our information technology systems. Third-party systems that we rely upon could also become vulnerable to the same risks and may contain defects in design or manufacture or other problems that could result in system disruption or compromise the information security of our own systems. We believe we devote appropriate resources to network security, data encryption, and other security measures to protect our systems and data, but these security measures cannot provide absolute security. Breaches and breakdowns affecting our information technology systems or protected data could have an adverse effect on our business, results of operations, cash flows and financial condition.

***We manufacture, source and sell products internationally and are exposed to risks associated with doing business globally, including risks associated with uncertain trade environments.***

We manufacture, source or sell our products in a number of locations throughout the world, predominantly in the U.S., Mexico, Europe, Africa, Canada and Asia. Accordingly, we are subject to risks associated with potential disruption caused by changes in political, economic and social environments, including civil and political unrest, illnesses declared as a public health emergency (including viral pandemics such as COVID-19), terrorism, expropriation, local labor conditions, changes in laws, regulations and policies of foreign governments and trade disputes with the U.S., and U.S. laws affecting activities of U.S. companies abroad. We could be adversely affected by international trade regulations, including duties, tariffs and antidumping penalties. Risks inherent to international operations include: potentially adverse tax laws, unfavorable changes or uncertainty relating to trade agreements or importation duties, uncertainty regarding clearance and enforcement of intellectual property rights, risks associated with the Foreign Corrupt Practices Act and other anti-bribery laws, mandatory or voluntary shutdowns of our facilities or our suppliers due to changes in political dynamics, economic policies or health emergencies and difficulty enforcing contracts. While we hedge certain foreign currency transactions, a change in the value of the currencies will impact our financial statements when translated into U.S. dollars. In addition, fluctuations in currency can adversely impact the cost position of our products in local currency, making it more difficult for us to compete. Our success will depend, in part, on our ability to effectively manage our businesses through the impact of these potential changes. In addition, we source certain raw materials, components and finished goods from Asia where we have experienced higher manufacturing costs and longer lead times due to higher tariffs, currency fluctuations, higher wage rates, labor shortages and higher raw material costs.



***Disruption of operations could adversely affect our results of operations, cash flows and financial condition.***

We manufacture a significant portion of the products we sell. Any prolonged disruption in our manufacturing operations, whether due to technical or labor difficulties, continued labor shortages, transportation-related shortages, supply chain constraints, COVID-19, weather conditions (including due to the impacts of climate change, particularly for those facilities near any shorelines or in any other area traditionally impacted by extreme weather), lack of raw material or component availability, startup inefficiencies for new operations, destruction of or damage to any facility (as a result of natural disasters, fires and explosions, use and storage of hazardous materials or other events) or other reasons, could negatively impact our profitability and competitive position and adversely affect our results of operations, cash flows and financial condition.

***Our inability to obtain raw materials and finished goods in a timely and cost-effective manner from suppliers could adversely affect our ability to manufacture and market our products.***

We purchase raw materials to be used in manufacturing our products and also rely on third-party manufacturers to produce certain of the finished goods we sell. We often do not enter into long-term contracts with our suppliers or sourcing partners. Instead, most raw materials and sourced goods are obtained on a "purchase order" basis. In addition, in some instances we maintain single-source or limited-source sourcing relationships, either because multiple sources are not available or the relationship is advantageous due to performance, quality, support, delivery, capacity or price considerations. Financial, operating or other difficulties encountered by our suppliers or sourcing partners or changes in our relationships with them could result in manufacturing or sourcing interruptions, delays and inefficiencies, and prevent us from manufacturing or obtaining the finished goods necessary to meet customer demand. If we are unable to meet customer demand, there could be an adverse effect on our results of operations, cash flows and financial condition.

***Risks associated with strategic acquisitions and joint ventures could adversely affect our results of operations, cash flows and financial condition.***

We consider acquisitions and joint ventures as a means of enhancing stockholder value. Acquisitions and joint ventures involve risks and uncertainties, including difficulties integrating acquired companies and operating joint ventures; difficulties retaining the acquired businesses' customers; the inability to achieve the expected financial results and benefits of transactions; the loss of key employees from acquired companies; implementing and maintaining consistent standards, controls, policies and information systems; and diversion of management's attention from other business and strategic matters. Future acquisitions could cause us to incur additional debt or issue additional shares, resulting in dilution in earnings per share and return on capital.

***Impairment charges could have a material adverse effect on the Company's financial results.***

Goodwill and other acquired intangible assets expected to contribute indefinitely to our cash flows are not amortized, but must be evaluated for impairment by management at least annually. If the carrying value exceeds the implied fair value of goodwill, the goodwill is considered impaired and is reduced to fair value via a non-cash charge to earnings. If the carrying value of an indefinite-lived intangible asset is greater than its fair value, the intangible asset is considered impaired and is reduced to fair value via a non-cash charge to earnings. No impairments were recorded during the year ended December 31, 2021. During the years ended December 31, 2020 and 2019, we recorded non-cash impairment charges related to indefinite-lived intangible assets of \$22.5 million and \$41.5 million, respectively. Future events may occur that would adversely affect the fair value of our goodwill or other acquired intangible assets and require impairment charges. Such events may include, but are not limited to, lower than forecasted revenues, actual new construction and repair and remodel growth rates that fall below our assumptions, actions of key customers, increases in discount rates, continued economic uncertainty, higher levels of unemployment, weak consumer confidence, lower levels of discretionary consumer spending, a decrease in royalty rates and a decline in the trading price of our common stock. We continue to evaluate the impact of economic and other developments to assess whether impairment indicators are present. Accordingly, we may be required to perform impairment tests based on changes in the economic environment and other factors, and these tests could result in impairment charges in the future. Given the

Company's recent impairment charges, there is minimal difference between the estimated fair values and the carrying values of some of our indefinite-lived intangible assets, increasing the possibility of future impairment charges.

***Our pension costs and funding requirements could increase as a result of volatility in the financial markets and changes in interest rates and actuarial assumptions.***

Increases in the costs of pension benefits may continue and negatively affect our business as a result of: the effect of potential declines in the stock and bond markets on the performance of our pension plan assets; potential reductions in the discount rate used to determine the present value of our benefit obligations; and changes to our investment strategy that may impact our expected return on pension plan assets assumptions. U.S. generally accepted accounting principles require that we calculate income or expense for the plans using actuarial valuations. These valuations reflect assumptions about financial markets and interest rates, which may change based on economic conditions. Our accounting policy for defined benefit plans may subject earnings to volatility due to the recognition of actuarial gains and losses, particularly due to the change in the fair value of pension assets and interest rates. Funding requirements for our U.S. pension plans may become more significant. However, the ultimate amounts to be contributed are dependent upon, among other things, interest rates, underlying asset returns and the impact of legislative or regulatory changes related to pension funding obligations.

***Legal, Regulatory and People Risks***

***COVID-19 has impacted our business and may cause further disruptions to our business, results of operations and financial condition.***

The COVID-19 pandemic has had an impact on many aspects of the Company's business and operations and may continue to impact the Company in the future, including impacting our ability to efficiently operate our facilities across the globe, the ability of our suppliers to supply and manufacture key inputs, availability and cost of transportation and logistics, customer behaviors, our employees, the distributors, dealers and retailers who sell our products, and the market generally. Our business could be negatively impacted over the longer term if the disruptions related to COVID-19 decrease consumer confidence and housing investments; or precipitate a prolonged economic downturn and/or an extended rise in unemployment or tempering of wage growth, any of which could lower demand for our products. The COVID-19 pandemic may also exacerbate certain of the other risks described in this "Risk Factors" section.

The COVID-19 pandemic has also resulted in and is expected to continue to result in operational challenges in the manufacturing of our products and the operation of the related domestic and international supply chains supporting our ability to manufacture our products and distribute them through our channels. Restrictions on or disruptions of transportation or increased border controls or closures, or other impacts on domestic and global supply chains or distribution channels, could increase our raw materials and commodity costs, increase demand for raw materials and commodities from competing purchasers, limit our ability to manufacture and distribute products to meet customer demand or otherwise have a material adverse effect on our business, results of operations and financial condition.

***Our failure to attract and retain qualified personnel and other labor constraints could adversely affect our results of operations, cash flows and financial condition.***

Our success depends in part on the efforts and abilities of qualified personnel at all levels, including our senior management team and other key employees. Their motivation, skills, experience, contacts and industry knowledge significantly benefit our operations and administration.

Low unemployment rates in the U.S., rising wages, competition for qualified talent and attracting and retaining personnel in remote locations could result in the failure to attract, motivate and retain personnel. This has resulted in higher employee costs, increased attrition and significant shifts in the labor market and employee expectations and we may continue to face challenges in finding and retaining qualified personnel, particularly at the production level, which could have an adverse effect on our results of operations, cash flows and financial condition.

***Climate change and related legislative and regulatory initiatives could adversely affect our business and results of operations.***

Concerns over the long-term effects of climate change have led to, and we expect will continue to lead to governmental efforts around the world to mitigate those effects. The Company will need to respond to any new laws and regulations as well as to consumer, investor and business preferences resulting from climate change concerns, which may increase our operational complexity and result in costs to us in order to comply with any new laws, regulations or preferences. Further, the effects of climate change may negatively impact international, regional and local economic activity, which may lower demand for our products or disrupt our manufacturing or distribution operations. Overall, climate change, its effects and the resulting, unknown impact on government regulation, consumer, investor and business preferences could have a long-term material adverse effect on our business and results of operations.

***Environmental, social and governance matters may adversely impact our business and reputation.***

In addition to the importance of their financial performance, companies are increasingly being judged by their performance on a variety of environmental, social and governance (“ESG”) matters.

In light of the increased focus on ESG matters, there can be no certainty that we will manage such issues successfully, or that we will successfully meet stakeholder expectations as to our proper role. Any failure or perceived failure by us in this regard could adversely impact our business and reputation.

***Changes in government and industry regulatory standards could adversely affect our results of operations, cash flows and financial condition.***

Government regulations and policies pertaining to trade agreements, health and safety (including protection of employees as well as consumers), taxes and environment (including those specific to climate change and the reduction of air and energy emissions) may continue to emerge in the U.S., as well as internationally. In particular, there may be additional tariffs or taxes related to our imported raw materials, components and finished goods. It is necessary for us to comply with current requirements (including requirements that do not become effective until a future date), and even more stringent requirements could be imposed on our products or processes in the future. Compliance with changes in taxes, tariffs and other regulations may require us to further alter our manufacturing and installation processes and our sourcing. Such actions may result in customers transitioning to available competitive products, loss of market share, negative publicity, reputational damage loss of customer confidence or other negative consequences (including a decline in stock price) and could increase our capital expenditures and adversely impact our results of operations, cash flows and financial condition.

***Future tax law changes or the interpretation of existing tax laws may materially impact our effective income tax rate, the resolution of unrecognized tax benefits and cash tax payments.***

Our businesses are subject to taxation in the U.S., as well as internationally, including income tax, value-added tax and property tax. Our total tax expense could be affected by changes in tax rates in the jurisdictions in which our businesses are subject to taxation, changes in the valuation of deferred tax assets and liabilities or changes in tax laws or the interpretation of such laws by tax authorities which may have a material impact on our financial results. In addition, we are routinely audited by tax authorities in many jurisdictions. Although we believe we record and accrue tax estimates that are reasonable and appropriate, these estimates are based on assumptions and require the exercise of significant judgment, and there are significant uncertainties in these estimates. As a result, the ultimate outcome from any audit could be materially different from amounts reflected in our income tax provisions and accruals. Future settlements of income tax audits may have a material adverse effect on earnings between the period of initial recognition of tax estimates in our financial statements and the point of ultimate tax audit settlement.



***Our inability to secure and protect our intellectual property rights could negatively impact revenues and brand reputation.***

We have many patents, trademarks, brand names, trade names and trade secrets that, in the aggregate, are important to our business. Unauthorized use of these intellectual property rights or other loss of our intellectual property competitive position may not only erode sales of our products, but may also cause us to incur substantial significant damage to our brand name and reputation, interfere with our ability to effectively represent the Company to our customers, contractors and suppliers, and increase litigation costs. There can be no assurance that our efforts to protect our brands and trademark rights will prevent violations. In addition, existing patent, trade secret and trademark laws offer only limited protection, and the laws of some countries in which our products are or may be developed, manufactured or sold may not fully protect our intellectual property from infringement by others. There can be no assurance that our efforts to assess possible third party intellectual property rights will ensure the Company's ability to manufacture, distribute, market or sell in any given country or territory. Furthermore, others may assert intellectual property infringement claims against us or our customers which may require us to incur significant expense to defend such litigation or indemnify our customers.

***Potential liabilities and costs from claims and litigation could adversely affect our results of operations, cash flows and financial condition.***

We are, from time to time, involved in various claims, litigation matters and regulatory proceedings that arise in the ordinary course of our business and that could have an adverse effect on us. These matters may include contract disputes, intellectual property disputes, product recalls, personal injury claims, construction defects and home warranty claims, warranty disputes, environmental claims or proceedings, other tort claims, employment and tax matters and other proceedings and litigation, including class actions. It is not possible to predict the outcome of pending or future litigation, and, as with any litigation, it is possible that some of the actions could be decided unfavorably and could have an adverse effect on our results of operations, cash flows and financial condition.

We are subject to product safety regulations, recalls and direct claims for product liability that can result in significant liability and, regardless of the ultimate outcome, can be costly to defend. As a result of the difficulty of controlling the quality of products or components sourced from other manufacturers, we are exposed to risks relating to the quality of such products and to limitations on our recourse against such suppliers.

**Item 1B. Unresolved Staff Comments.**

None.

**Item 2. Properties.**

Our principal executive office is located in Deerfield, Illinois. We operate 35 U.S. manufacturing facilities in 18 states and have 21 manufacturing facilities in international locations (8 in Mexico, 2 in Asia, 4 in Europe, 4 in Africa, and 3 in Canada). In addition, we have 71 distribution centers and warehouses worldwide, of which 56 are leased. The following table provides additional information with respect to these properties.

Segment	Manufacturing Facilities			Distribution Centers and Warehouses		
	Owned	Leased	Total	Owned	Leased	Total
Plumbing	7	5	12	7	19	26
Outdoors & Security	17	3	20	5	17	22
Cabinets	20	4	24	3	20	23
Totals	44	12	56	15	56	71

We are of the opinion that the properties are suitable to our respective businesses and have production capacities adequate to meet the current needs of our businesses.

### Item 3. Legal Proceedings.

The Company is a defendant in lawsuits that are ordinary routine litigation matters incidental to its businesses. It is not possible to predict the outcome of the pending actions, and, as with any litigation, it is possible that these actions could be decided unfavorably to the Company. The Company believes that there are meritorious defenses to these actions and that these actions will not have a material adverse effect upon the Company's results of operations, cash flows or financial condition, and, where appropriate, these actions are being vigorously contested. Accordingly, the Company believes the likelihood of material loss is remote.

### Item 4. Mine Safety Disclosures.

Not applicable.

### Information about our current Executive Officers.

Our current executive officers are:

Name	Age	Position
Nicholas I. Fink	47	Chief Executive Officer
Patrick D. Hallinan	54	Senior Vice President & Chief Financial Officer
Cheri M. Phyfer	50	President, Plumbing
Brett E. Finley	51	President, Outdoors & Security
R. David Banyard, Jr.	53	President, Cabinets
Hiranda S. Donoghue	43	Senior Vice President, General Counsel & Corporate Secretary
Sheri R. Grissom	57	Senior Vice President, Chief Human Resources Officer
John D. Lee	49	Senior Vice President, Global Growth & Development
May Russell	44	Senior Vice President, Chief Digital Officer
Marty Thomas	63	Senior Vice President, Operations & Supply Chain Strategy
Dan Luburic	50	Vice President and Corporate Controller

**Nicholas I. Fink** has served as Chief Executive Officer since January 2020. From March 2019 to January 2020, Mr. Fink served as President and Chief Operating Officer of Fortune Brands. From July 2016 to March 2019, Mr. Fink served as President of the Company's Plumbing business.

**Patrick D. Hallinan** has served as Senior Vice President & Chief Financial Officer of Fortune Brands since July 2017. From January 2017 to July 2017, Mr. Hallinan served as Senior Vice President of Finance of Fortune Brands.

**Cheri M. Phyfer** has served as President of the Plumbing segment since March 2019. Ms. Phyfer served as President of Moen's U.S. business from February 2018 to March 2019. Prior to that, Ms. Phyfer held various positions at the Sherwin-Williams Company, a manufacturer of paint and coatings products, including President of the Consumer Brands Group (2017) and President & General Manager – Diversified Brands from 2013 to 2017.

**Brett E. Finley** has served as President of the Outdoors & Security segment since July 2018. From February 2016 to July 2018, Mr. Finley served as the President of Fortune Brands Doors, Inc.

**R. David Banyard, Jr.** has served as President of the Cabinets segment since November 2019. Mr. Banyard served as President and Chief Executive Officer of Myer Industries, an international manufacturer of packaging, storage, and safety products and specialty molding, from December 2015 to October 2019.

**Hiranda S. Donoghue** has served as Senior Vice President, General Counsel & Secretary of Fortune Brands since December 2021. Ms. Donoghue served as Vice President & Deputy General Counsel of Baxter International Inc., a healthcare company, from November 2018 to December 2021. Prior to that, Ms. Donoghue held various positions as a legal advisor at Walgreen Co., from October 2007 to

November 2018, including most recently as Vice President, Corporate and M&A Legal (from October 2017 to November 2018).

**Sheri R. Grissom** has served as Senior Vice President, Chief Human Resources Officer of Fortune Brands since February 2015.

**John D. Lee** has served as Senior Vice President, Global Growth & Development of Fortune Brands since January 2020. Mr. Lee served as Senior Vice President, Global Growth & Development of the Plumbing segment from July 2016 to January 2020.

**May Russell** has served as Senior Vice President & Chief Digital Officer of Fortune Brands since February 2022. Ms. Russell served in various positions with Ford Motor Company, a manufacturer of vehicles, since 2009, most recently serving as Chief Technology/Product Officer of Ford Digital Solutions, a division of Ford Motor Company, from November 2018 to January 2022.

**Marty Thomas** has served as Senior Vice President, Operations & Supply Chain Strategy of Fortune Brands since September 2017. Mr. Thomas served as Senior Vice President of Global Operations and Engineering Services at Rockwell Automation, Inc., a provider of industrial automation and information products, prior thereto.

**Dan Luburic** has served as Vice President and Corporate Controller of Fortune Brands since October 2011.



## PART II

### Item 5. Market for Registrant’s Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities.

#### Market Information, Dividends and Holders of Record

Our common stock is listed on the New York Stock Exchange under the ticker symbol “FBHS”.

In December 2021, our Board of Directors increased the quarterly cash dividend by 8% to \$0.28 per share of our common stock. Our Board of Directors will continue to evaluate dividend payment opportunities on a quarterly basis. There can be no assurance as to when and if future dividends will be paid, or at what level, because the payment of dividends is dependent upon our financial condition, results of operations, capital requirements and other factors deemed relevant by our Board of Directors.

As a holding company, we are a legal entity separate and distinct from our subsidiaries. Accordingly, the source of our unconsolidated revenues and funds is dividends and other payments from subsidiaries. Our subsidiaries are not limited by long-term debt or other agreements in their abilities to pay cash dividends or to make other distributions with respect to their capital stock or other payments to the Company.

On February 11, 2022, there were 8,055 record holders of the Company’s common stock, par value \$0.01 per share. A substantially greater number of holders of the Company’s common stock are “street name” or beneficial holders, whose shares of record are held by banks, brokers or other financial institutions.

#### Purchases of Equity Securities by the Issuer and Affiliated Purchasers

Below are the repurchases of common stock by the Company or any “affiliated purchaser” (as defined in Rule 10b-18(a)(3) under the Exchange Act) for the three months ended December 31, 2021:

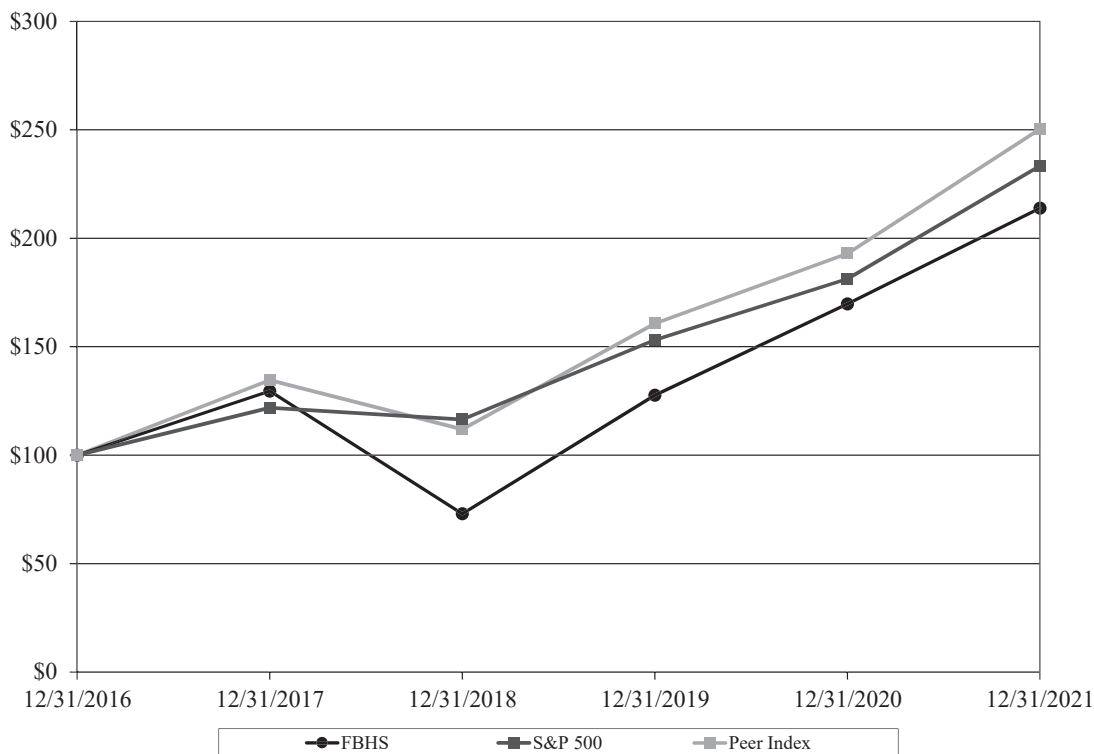
<i>Three Months Ended December 31, 2021</i>	<i>Total number of shares purchased<sup>(a)</sup></i>	<i>Average price paid per share</i>	<i>Total number of shares purchased as part of publicly announced plans or programs<sup>(a)</sup></i>	<i>Approximate dollar value of shares that may yet be purchased under the plans or programs<sup>(a)</sup></i>
October 1 – October 31	1,435,721	\$ 94.53	1,435,721	\$ 456,660,001
November 1 – November 30	408,200	102.82	408,200	414,689,648
December 1 – December 31	—	—	—	414,689,648
Total	1,843,921	\$ 96.37	1,843,921	

<sup>(a)</sup> Information on the Company’s share repurchase program follows:

<i>Authorization date</i>	<i>Announcement date</i>	<i>Authorization amount of shares of outstanding common stock</i>	<i>Expiration date</i>
September 21, 2020	September 21, 2020	\$500,000,000	September 21, 2022
July 23, 2021	July 23, 2021	\$400,000,000	July 23, 2023

## Stock Performance

### FORTUNE BRANDS HOME & SECURITY, INC. STOCK PRICE PERFORMANCE (With Dividend Reinvestment)



The above graph compares the relative performance of our common stock, the S&P 500 Index and a Peer Group Index. This graph covers the period from December 31, 2016 through December 31, 2021. This graph assumes \$100 was invested in the stock or the index on December 31, 2016 and also assumes the reinvestment of dividends. The foregoing performance graph is being furnished as part of this Annual Report on Form 10-K solely in accordance with the requirement under Rule 14a-3(b)(9) to furnish our stockholders with such information, and therefore, shall not be deemed to be filed or incorporated by reference into any filings by the Company under the Securities Act or the Exchange Act.

*Peer Group Index.* The 2021 peer group is composed of the following publicly traded companies corresponding to the Company's core businesses:

American Woodmark Corporation, Armstrong World Industries, Inc., Leggett & Platt Incorporated, Lennox International Inc., Masco Corporation, Masonite International Corporation, Mohawk Industries, Inc., Newell Brands Inc., The Sherwin-Williams Company, Stanley Black & Decker, Inc. and Fastenal Company.

*Calculation of Peer Group Index*

The weighted-average total return of the entire peer group, for the period of December 31, 2016 through December 31, 2021, is calculated in the following manner:

- (1) the total return of each peer group member is calculated by dividing the change in market value of a share of its common stock during the period, assuming reinvestment of any dividends, by the value of a share of its common stock at the beginning of the period; and
- (2) each peer group member's total return is then weighted within the index based on its market capitalization relative to the market capitalization of the entire index, and the sum of such weighted returns results in a weighted-average total return for the entire Peer Group Index.

**Item 6. Reserved.**

Not applicable.



## Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations.

### Introduction

This Management’s Discussion and Analysis of Financial Condition and Results of Operations (“MD&A”) is a supplement to the accompanying consolidated financial statements and provides additional information on our business, recent developments, financial condition, liquidity and capital resources, cash flows and results of operations. MD&A is organized as follows:

- **Overview:** This section provides a general description of our business and a discussion of management’s general outlook regarding market demand, our competitive position and product innovation, as well as recent developments we believe are important to understanding our results of operations and financial condition or in understanding anticipated future trends.
- **Basis of Presentation:** This section provides a discussion of the basis on which our consolidated financial statements were prepared.
- **Results of Operations:** This section provides an analysis of our results of operations for the two years ended December 31, 2021 and 2020. For a discussion of our 2019 results, please refer to Item 7. “Management’s Discussion and Analysis of Financial Condition and Results of Operations” of the Company’s Annual Report on Form 10-K for the year ended December 31, 2020 filed with the SEC on February 24, 2021.
- **Liquidity and Capital Resources:** This section provides a discussion of our financial condition and an analysis of our cash flows for each of the two years ended December 31, 2021 and 2020. This section also provides a discussion of our contractual obligations, other purchase commitments and customer credit risk that existed at December 31, 2021, as well as a discussion of our ability to fund our future commitments and ongoing operating activities through internal and external sources of capital.
- **Critical Accounting Estimates:** This section identifies and summarizes those accounting policies that significantly impact our reported results of operations and financial condition and require significant judgment or estimates on the part of management in their application.

### Overview

The Company is a leader in home and security products focused on the design, manufacture and sale of market-leading branded products in the following categories: plumbing and accessories, entry door and storm door systems, security products, outdoor performance materials used in decking and railing products, and kitchen and bath cabinetry.

For the year ended December 31, 2021, net sales based on country of destination were:

<i>(In millions)</i>		
United States	\$	6,402.8 84%
China		510.4 7
Canada		542.6 7
Other international		200.3 2
<b>Total</b>	<b>\$</b>	<b>7,656.1 100%</b>

We believe the Company has certain competitive advantages including market-leading brands, a diversified mix of customer channels, lean and flexible supply chains, a decentralized business model and a strong capital structure, as well as a tradition of strong innovation and customer service. We are focused on outperforming our markets in growth, profitability and returns in order to drive increased stockholder value. We believe the Company’s track record reflects the long-term attractiveness and potential of our categories and our leading brands. As consumer demand and the housing market continue to grow, we expect the benefits of operating leverage and strategic spending to support increased manufacturing capacity and long-term growth initiatives will help us to continue to achieve profitable organic growth.

We continue to believe our most attractive opportunities are to invest in profitable organic growth initiatives, pursue accretive strategic acquisitions, non-controlling equity investments, and joint ventures, and return cash to stockholders through a combination of dividends and repurchases of shares of our common stock under our share repurchase program as explained in further detail under “Liquidity and Capital Resources” below.

The U.S. market for our home products consists of spending on both new home construction and repair and remodel activities within existing homes, with the substantial majority of the markets we serve consisting of repair and remodel spending. Continued growth in the U.S. market for our home products will largely depend on consumer confidence, employment, wage growth, home prices, stable mortgage rates and credit availability.

We may be impacted by fluctuations in raw materials, component costs, labor costs, tariffs, transportation costs, foreign exchange rates, inflation, interest rates and promotional activity among our competitors, among other things. We strive to offset the potential unfavorable impact of these items with productivity improvements and price increases.

During the two years ended December 31, 2021, our net sales grew at a compounded annual rate of 15.2% as we benefited from a growing U.S. home products market, acquisitions, and growth in international markets. Operating income grew at a compounded annual rate of 24.9% with consolidated operating margins between 12% and 14% from 2019 to 2021. Growth in operating income was primarily due to higher sales volume, changes to our portfolio of businesses, control over our operating expenses and the benefits of manufacturing productivity programs.

During the first half of 2020, in response to the COVID-19 pandemic, a number of countries and U.S. states issued orders requiring nonessential businesses to close (“closure orders”) and persons who were not engaged in essential businesses to stay at home. Generally, states and jurisdictions designated our products, our retail channel partners and residential construction as essential business activities. While our financial results were negatively impacted during the second quarter of 2020 by these closure orders, sales volumes increased as these restrictions were relaxed benefiting our third and fourth quarter 2020 results.

During 2021, the U.S. home products market grew due to increases in repair and remodel and new home construction activity. We believe spending for home repair and remodeling increased approximately 14% and new housing construction experienced approximately 11% growth in 2021 compared to 2020. In 2021, net sales grew 25.7% due to higher sales volume including the favorable comparison to 2020 when our volumes were impacted by the COVID-19 pandemic, the benefit from the Larson acquisition (\$403.4 million), price increases to help mitigate the impact of cumulative commodity and transportation cost increases and favorable mix, as well as favorable foreign exchange of approximately \$63 million. These benefits were partially offset by higher promotion and volume-based rebate costs. In 2021, operating income increased 36.1% over 2020 primarily due to higher net sales, the benefit from the Larson acquisition, manufacturing productivity improvements, the absence of the 2020 asset impairment charges and lower restructuring and other charges, as well as favorable foreign exchange of approximately \$17 million. These benefits were partially offset by higher commodity, employee-related and transportation costs, higher amortization of intangible assets principally due to the Larson acquisition, higher advertising costs, higher promotion and volume-based rebate costs and higher tariffs.

In December 2020, we acquired 100% of the outstanding equity of Larson, the North American market leading brand of storm, screen and security doors, for a total purchase price of approximately \$717.5 million, net of cash acquired. We financed the transaction with borrowings under our existing credit facilities. The results of operations are included in the Outdoors & Security segment. The financial results of Larson were included in the Company’s December 31, 2021 and 2020 consolidated balance sheets and the Company’s consolidated statements of income and of cash flows beginning January 2021. Larson’s net sales, operating income and cash flows from the date of acquisition to December 31, 2020 were not material to the Company.

In June 2020, we repaid all amounts outstanding on the 3.000% Senior Notes issued in June 2015 at their maturity date using borrowings under our 2019 Revolving Credit Agreement (as defined below). In September 2019, the Company issued \$700 million of 3.25% Senior Notes due 2029 (“2019 Notes”) in a registered public offering. The Company used the proceeds from the 2019 Notes offering to repay in full a \$350 million term loan and to pay down outstanding balances under our 2019 Revolving Credit Agreement.

In November 2021, the Company entered into a 364-day, \$400 million term loan credit agreement (“2021 Term Loan”) for general corporate purposes that matures in November 2022. Interest rates under the 2021 Term Loan are variable based on LIBOR at the time of the borrowing and the Company’s long-term credit rating and can range from LIBOR + 0.625% to LIBOR + 1.25%.

In 2018 our Plumbing segment entered into a strategic partnership with, and acquired non-controlling equity interests in, Flo Technologies, Inc. (“Flo”), a U.S. manufacturer of comprehensive water monitoring and shut-off systems with leak detection technologies. In January 2020, we entered into an agreement to acquire 100% of the outstanding shares of Flo in a multi-phase transaction, which was completed in January 2022. The minority shareholders' substantive participating rights expired on January 1, 2021, at which time we obtained control of, and began consolidating, Flo in our results of operations and statements of financial positions and cash flows. Immediately prior to consolidating Flo, we recognized a non-cash loss of \$4.5 million within other expense for the year-ended December 31, 2021, related to the remeasurement of our previously existing investment in Flo. During the fourth quarter of 2021 we recorded a mark-to-market expense of \$2.2 million related to the remaining shares held by the minority shareholders.

## Basis of Presentation

The consolidated financial statements in this Annual Report on Form 10-K have been derived from the accounts of the Company and its wholly-owned subsidiaries. The Company’s consolidated financial statements are based on a fiscal year ending December 31. Certain of the Company’s subsidiaries operate on a 52 or 53 week fiscal year ending during the month of December.

## Results of Operations

The following discussion of both consolidated results of operations and segment results of operations refers to the year ended December 31, 2021 compared to the year ended December 31, 2020. The discussion of consolidated results of operations should be read in conjunction with the discussion of segment results of operations and our financial statements and notes thereto included in this Annual Report on Form 10-K. Unless otherwise noted, all discussion of results of operations are for continuing operations.

## Years Ended December 31, 2021 and 2020

<i>(In millions)</i>	2021	% change	2020
<b>Net Sales:</b>			
Plumbing	\$ 2,761.2	25.4%	\$ 2,202.1
Outdoors & Security	2,039.9	43.7	1,419.2
Cabinets	2,855.0	15.6	2,469.0
Total Fortune Brands	\$ 7,656.1	25.7%	\$ 6,090.3
<b>Operating Income:</b>			
Plumbing	\$ 629.7	34.6%	\$ 467.9
Outdoors & Security	291.9	45.0	201.3
Cabinets	279.3	18.5	235.7
Corporate	(110.5)	(6.8)	(103.5)
Total Fortune Brands	\$ 1,090.4	36.1%	\$ 801.4

Certain items had a significant impact on our results in 2021 and 2020. These included restructuring and other charges, asset impairment charges and the impact of changes in foreign currency exchange rates.

In 2021, financial results included:

- the impact of foreign exchange primarily due to movement in the Canadian dollar, Mexican peso, British pound and Chinese yuan, which had a favorable impact compared to 2020, of approximately \$63 million on net sales and of approximately \$17 million both on operating income and net income and
- restructuring and other charges of \$20.7 million before tax (\$15.9 million after tax), largely related to severance costs associated with the relocation of manufacturing facilities within our Outdoor & Security and Cabinets segments.

In 2020, financial results included:

- restructuring and other charges of \$25.1 million before tax (\$17.5 million after tax), largely related to headcount actions associated with COVID-19 across all segments and costs associated with changes in our manufacturing processes within our Plumbing segment,
- asset impairment charges of \$22.5 million related to the impairment of indefinite-lived tradenames within our Plumbing and Cabinets segments, which were primarily the result of forecasted sales declines resulting from the COVID-19 pandemic,
- actuarial losses within our defined benefit plans of \$3.4 million primarily related to decreases in discount rates and differences between expected and actual returns on plan assets and
- the impact of foreign exchange primarily due to movement in the Canadian dollar, British pound, Mexican peso and Chinese yuan, which had an unfavorable impact compared to 2019, of approximately \$4 million on net sales and a favorable impact compared to 2019, of approximately \$1 million both on operating income and net income.

## **Total Fortune Brands**

### *Net sales*

Net sales increased by \$1,565.8 million, or 25.7%, due to higher sales volume including the favorable comparison to 2020 when our volumes were impacted by the COVID-19 pandemic, the benefit from the Larson acquisition (\$403.4 million), price increases to help mitigate the impact of cumulative commodity and transportation cost increases and favorable mix, as well as favorable foreign exchange of approximately \$63 million. These benefits were partially offset by higher promotion and volume-based rebate costs.

### *Cost of products sold*

Cost of products sold increased by \$983.2 million, or 25.0%, due to higher net sales, the impact of the Larson acquisition including higher amortization of the acquisition related inventory fair value adjustment (\$3.3 million in 2021), commodity cost inflation, product mix, labor inflation, and higher tariffs, partially offset by the benefit from manufacturing productivity improvements.

### *Selling, general and administrative expenses*

Selling, general and administrative expenses increased by \$296.4 million, or 23.1%, due to higher transportation and employee-related costs, the impact of the Larson acquisition and advertising costs.



### *Amortization of intangible assets*

Amortization of intangible assets increased by \$22.1 million primarily due to the Larson acquisition in our Outdoors & Security segment (\$18.2 million) and the 2021 consolidation of Flo in our Plumbing segment (\$2.6 million).

### *Asset impairment charges*

Asset impairment charges of \$22.5 million in 2020 related to indefinite-lived tradenames within our Plumbing and Cabinets segments.

### *Restructuring charges*

Restructuring charges of \$13.5 million in 2021 largely related to severance costs associated with the relocation of manufacturing facilities within our Outdoor & Security and Cabinets segments. Restructuring charges of \$15.9 million in 2020 largely related to headcount actions associated with COVID-19 across all segments and costs associated with changes in our manufacturing processes within our Plumbing segment.

### *Operating income*

Operating income increased by \$289.0 million, or 36.1%, primarily due to higher net sales, the benefit from the Larson acquisition, manufacturing productivity improvements, the absence of the 2020 asset impairment charges and lower restructuring and other charges, as well as favorable foreign exchange of approximately \$17 million. These benefits were partially offset by higher commodity, employee-related and transportation costs, higher amortization of intangible assets principally due to the Larson acquisition, higher advertising costs, higher promotion and volume-based rebate costs and higher tariffs.

### *Interest expense*

Interest expense increased by \$0.5 million to \$84.4 million, due to higher average borrowings partially offset by lower average interest rates.

### *Other expense (income), net*

Other expense (income), net, was expense of \$0.9 million in 2021, compared to income of \$13.3 million in 2020. The decrease of \$14.2 million of income is primarily due to losses of \$5.0 million in 2021 and gains of \$11.0 million in 2020 related to our investment in Flo prior to its consolidation and unfavorable foreign currency losses, partially offset by higher defined benefit income (\$7.8 million increase).

### *Income taxes*

The effective income tax rates for 2021 and 2020 were 23.2% and 23.1%, respectively. The 2021 effective income tax rate was unfavorably impacted by state and local income taxes, foreign income taxed at higher rates and a valuation allowance increase. This expense was offset by favorable benefits for the release of uncertain tax positions, primarily related to statute of limitation lapses, and share-based compensation.

The 2020 effective income tax rate was unfavorably impacted by state and local income taxes and foreign income taxed at higher rates. This expense was offset by a tax benefit related to share-based compensation.

### *Net income attributable to Fortune Brands*

Net income attributable to Fortune Brands was \$772.4 million in 2021 compared to \$553.1 million in 2020. The increase of \$219.3 million was due to higher operating income, lower equity in losses of affiliate and lower noncontrolling interests, partly offset by higher income tax expenses, higher other expense and higher interest expense.

## **Results By Segment**

### **Plumbing**

Net sales increased by \$559.1 million, or 25.4%, due to higher sales volume across all brands and markets, including showroom customers whose locations were negatively impacted in 2020 by the COVID-19 pandemic, and price increases to help mitigate the impact of cumulative commodity and transportation cost increases, as well as favorable foreign exchange of approximately \$53 million. These benefits were partially offset by higher volume-based rebate costs.

Operating income increased by \$161.8 million, or 34.6%, due to higher net sales, the benefit from manufacturing productivity improvements, the absence of the 2020 asset impairment charge (\$13.0 million) and favorable restructuring and other charges, as well as favorable foreign exchange of approximately \$21 million. These benefits were partially offset by the impact of higher employee-related, freight, commodity, advertising and tariff costs, higher amortization of intangible assets related to the Flo acquisition and higher volume-based rebate costs.

### **Outdoors & Security**

Net sales increased by \$620.7 million, or 43.7%, due to the benefit from the Larson acquisition (\$403.4 million), higher sales volume including the favorable comparison to 2020 when our volumes were impacted by the COVID-19 pandemic, price increases to help mitigate the impact of cumulative commodity and transportation cost increases and lower rebate costs due to timing of sales in 2021 versus prior year period, as well as favorable foreign exchange of approximately \$1 million. These benefits were partially offset by unfavorable mix primarily driven by materials availability.

Operating income increased by \$90.6 million, or 45.0%, due to higher net sales, the benefit from the Larson acquisition and manufacturing productivity improvements. These benefits were partially offset by commodity cost inflation, higher freight and employee-related costs and higher restructuring charges, as well as unfavorable foreign exchange of approximately \$1 million.

### **Cabinets**

Net sales increased by \$386.0 million, or 15.6%, due to higher sales volume in both our stock and make-to-order products, including the favorable comparison to 2020 when our volumes were impacted by the COVID-19 pandemic, price increases to help mitigate the impact of cumulative commodity and transportation cost increases and favorable mix, as well as favorable foreign exchange of approximately \$8 million. These benefits were partially offset by higher volume-based rebate costs.

Operating income increased by \$43.6 million, or 18.5%, due to higher net sales, the benefit from manufacturing productivity improvements, the absence of the 2020 asset impairment charge (\$9.5 million) and lower advertising, tariff and restructuring costs. These factors were partly offset by higher freight, commodity, and employee-related costs and higher volume-based rebate costs, as well as unfavorable foreign exchange of approximately \$3 million.

### **Corporate**

Corporate expenses increased by \$7.0 million, or 6.8%, due to higher employee-related and consulting costs. These factors were partly offset by the absence of transaction costs associated with the Larson acquisition in 2020 (\$4.5 million) and the absence of the impairment of a long-lived asset in 2020 (\$3.6 million).

### **Liquidity and Capital Resources**

Our principal sources of liquidity are cash on hand, cash flows from operating activities, cash borrowed under our credit facility and cash from debt issuances in the capital markets. Our operating income is generated by our subsidiaries. We believe our operating cash flows, including funds available under the credit facility and access to capital markets, provide sufficient liquidity to support the Company's working capital requirements, capital expenditures and service of indebtedness, as well as to finance acquisitions,

repurchase shares of our common stock and pay dividends to stockholders, as the Board of Directors deems appropriate.

Our cash flows from operations, borrowing availability and overall liquidity are subject to certain risks and uncertainties, including those described in the section entitled "Item 1A. Risk Factors." In addition, we cannot predict whether or when we may enter into acquisitions, joint ventures or dispositions, make any purchases of shares of our common stock under our share repurchase programs, or pay dividends, or what impact any such transactions could have on our results of operations, cash flows or financial condition, whether as a result of the issuance of debt or equity securities, or otherwise.

### *Unsecured Senior Notes*

At December 31, 2021, the Company had aggregate outstanding notes in the principal amount of \$1.8 billion, with varying maturities (the "Notes"). The Notes are unsecured senior obligations of the Company. The following table provides a summary of the Company's outstanding Notes, including the carrying value of the Notes, net of underwriting commissions, price discounts and debt issuance costs as of December 31, 2021 and December 31, 2020:

(in millions)	Coupon Rate	Principal Amount	Issuance Date	Maturity Date	Net Carrying Value	
					December 31, 2021	December 31, 2020
	4.000% Senior Notes	\$ 500.0	June 2015	June 2025	\$ 497.4	\$ 496.6
	4.000% Senior Notes	600.0	September 2018	September 2023	598.2	597.1
	3.250% Senior Notes	700.0	September 2019	September 2029	694.2	693.5
	Total Senior Notes	\$ 1,800.0			\$ 1,789.8	\$ 1,787.2

### *Credit Facilities*

In November 2021, the Company entered into a 364-day, \$400 million term loan credit agreement ("2021 Term Loan") for general corporate purposes that matures in November 2022. Interest rates under the 2021 Term Loan are variable based on LIBOR at the time of the borrowing and the Company's long-term credit rating and can range from LIBOR + 0.625% to LIBOR + 1.25%. Covenants under the 2021 Term Loan are the same as the existing \$1.25 billion revolving credit agreement. As of December 31, 2021, we were in compliance with all covenants under this facility.

In September 2019, the Company entered into a second amended and restated \$1.25 billion revolving credit facility (the "2019 Revolving Credit Agreement"), and borrowings thereunder will be used for general corporate purposes. The maturity date of the facility is September 2024. Interest rates under the 2019 Revolving Credit Agreement are variable based on LIBOR at the time of the borrowing and the Company's long-term credit rating, and can range from LIBOR + 0.91% to LIBOR + 1.4%. Company is required to maintain a minimum ratio of consolidated EBITDA to consolidated interest expense of 3.0 to 1.0. Consolidated EBITDA is defined as consolidated net income before interest expense, income taxes, depreciation, amortization of intangible assets, losses from asset impairments, and certain other one-time adjustments. In addition, the Company's ratio of consolidated debt minus certain cash and cash equivalents to consolidated EBITDA generally may not exceed 3.5 to 1.0. On December 31, 2021 and December 31, 2020, our outstanding borrowings under this credit facility were \$520.0 million and 785.0 million, respectively. As of December 31, 2021, we were in compliance with all covenants under this credit facility.

We currently have uncommitted bank lines of credit in China, which provide for unsecured borrowings for working capital of up to \$17.5 million in aggregate as of December 31, 2021 and December 31, 2020, of which there were no outstanding balances as of December 31, 2021 and 2020. The weighted-average interest rates on these borrowings were zero in 2021 and 2020.

### *Commercial Paper*

In November 2021, the Company established a commercial paper program (the "Commercial Paper Program") pursuant to which the Company may issue short-term, unsecured commercial paper notes. Amounts available under the Commercial Paper Program may be borrowed, repaid and re-borrowed, with the aggregate principal amount outstanding at any time not to exceed \$1.25 billion. The Company's 2019

Revolving Credit Agreement is the liquidity backstop for the repayment of any notes issued under the Commercial Paper Program. The Company plans to use net proceeds from any issuances under the Commercial Paper Program for general corporate purposes. There was no commercial paper outstanding as of December 31, 2021.

As of December 31, 2021, the components of external long-term debt were as follows:

<i>(In millions)</i>	2021	2020
Notes (due 2023 to 2029)	\$ 1,789.8	\$ 1,787.2
2019 Revolving Credit Agreement	520.0	785.0
2021 Term Loan	400.0	—
Total debt	2,709.8	2,572.2
Less: current portion	400.0	—
<b>Total long-term debt</b>	<b>\$ 2,309.8</b>	<b>\$ 2,572.2</b>

In our debt agreements, there are normal and customary events of default which would permit the lenders to accelerate the debt if not cured within applicable grace periods, such as failure to pay principal or interest when due or a change in control of the Company. There were no events of default as of December 31, 2021.

#### *Cash and Seasonality*

In 2021, we invested approximately \$148.1 million in incremental capacity to support long-term growth potential and new products inclusive of cost reduction and productivity initiatives. We expect capital spending in 2022 to be in the range of \$375 to \$425 million, reflecting incremental capacity investments in our decking product line within Outdoors & Security. On December 31, 2021, we had cash and cash equivalents of \$471.5 million, of which \$376.1 million was held at non-U.S. subsidiaries. We manage our global cash requirements considering (i) available funds among the subsidiaries through which we conduct business, (ii) the geographic location of our liquidity needs, and (iii) the cost to access international cash balances. The repatriation of non-U.S. cash balances from certain subsidiaries could have adverse tax consequences as we may be required to pay and record tax expense on those funds that are repatriated.

Our operating cash flows are significantly impacted by the seasonality of our business. We typically generate most of our operating cash flow in the third and fourth quarters of each year. We use operating cash in the first quarter of the year.

#### *Share Repurchases*

In 2021, we repurchased 4.7 million shares of our outstanding common stock under the Company's share repurchase program for \$447.7 million. As of December 31, 2021, the Company's total remaining share repurchase authorization under the remaining program was approximately \$414.7 million. The share repurchase program does not obligate the Company to repurchase any specific dollar amount or number of shares and may be suspended or discontinued at any time.

#### *Dividends*

In 2021, we paid dividends in the amount of \$143.0 million to the Company's stockholders. Our Board of Directors will continue to evaluate dividend payment opportunities on a quarterly basis. There can be no assurance as to when and if future dividends will be paid, and at what level, because the payment of dividends is dependent on our financial condition, results of operations, cash flows, capital requirements and other factors deemed relevant by our Board of Directors. There are no restrictions on the ability of our subsidiaries to pay dividends or make other distributions to Fortune Brands.

#### *Acquisitions*

We periodically review our portfolio of brands and evaluate potential strategic transactions and other capital initiatives to increase stockholder value. In December 2020, we acquired 100% of the outstanding equity of Larson for a total purchase price of approximately \$717.5 million, net of cash acquired.



In 2018 our Plumbing segment entered into a strategic partnership with, and acquired non-controlling equity interests in, Flo Technologies, Inc. (“Flo”), a U.S. manufacturer of comprehensive water monitoring and shut-off systems with leak detection technologies. In January 2020, we entered into an agreement to acquire 100% of the outstanding shares of Flo in a multi-phase transaction, which was completed in January 2022. The minority shareholders' substantive participating rights expired on January 1, 2021, at which time we obtained control of, and began consolidating, Flo in our results of operations and statements of financial positions and cash flows. Immediately prior to consolidating Flo, we recognized a non-cash loss of \$4.5 million within other expense for the year-ended December 31, 2021, related to the remeasurement of our previously existing investment in Flo. During the fourth quarter of 2021 we recorded a mark-to-market expense of \$2.2 million related to the remaining shares held by the minority shareholders.

## Cash Flows

Below is a summary of cash flows for the years ended December 31, 2021 and 2020.

<i>(In millions)</i>	2021	2020
Net cash provided by operating activities	\$ 688.7	\$ 825.7
Net cash used in investing activities	(207.1)	(923.5)
Net cash provided by (used in) financing activities	(428.6)	111.6
Effect of foreign exchange rate changes on cash	(1.9)	16.3
Net increase in cash, cash equivalents and restricted cash	\$ 51.1	\$ 30.1

Net cash provided by operating activities was \$688.7 million in 2021 compared to \$825.7 million in 2020. The \$137.0 million decrease in cash provided from 2020 to 2021 was primarily due to an increase in our inventory investments to mitigate the impact of an uncertain and volatile global supply chain environment and higher increases in accounts receivable associated with our sales growth. These factors were partially offset by higher net income.

Net cash used in investing activities was \$207.1 million in 2021 compared to \$923.5 million in 2020. The decrease in cash used of \$716.4 million from 2020 to 2021 was primarily due to the acquisition of Larson in December 2020 (\$713.0 million decrease), the acquisition of additional shares of Flo in January and April 2020 (\$59.4 million decrease) and the cash acquired during the consolidation of Flo in January 2021, partially offset by higher capital expenditures.

Net cash used in financing activities was \$428.6 million in 2021 compared to cash provided by financing activities of \$111.6 million in 2020. The increase in cash used of \$540.2 million from 2020 to 2021 was primarily due to higher share repurchases in 2021 compared to 2020 (\$260.1 million increase), lower net borrowings in 2021 compared to 2020 (\$250.0 million decrease), lower proceeds from the exercise of stock options and higher dividends to shareholders (\$9.7 million increase).

## Pension Plans

Subsidiaries of Fortune Brands sponsor their respective defined benefit pension plans that are funded by a portfolio of investments maintained within our benefit plan trust. In 2021 and 2020, we contributed \$21.3 million and \$47.7 million, respectively, to our qualified pension plans. In 2022, we expect to make pension contributions of approximately \$10.0 million. As of December 31, 2021, the fair value of our total pension plan assets was \$816.0 million, representing funding of 92% of the accumulated benefit obligation liability. For the foreseeable future, we believe that we have sufficient liquidity to meet the minimum funding that may be required by the Pension Protection Act of 2006.

## Foreign Exchange

We have operations in various foreign countries, principally Canada, Mexico, the United Kingdom, China, South Africa, France and Japan. Therefore, changes in the value of the related currencies affect our financial statements when translated into U.S. dollars.

## **Contractual Obligations and Other Commercial Commitments**

The following summarizes our contractual obligations and commitments as of December 31, 2021. Purchase obligations were \$959.1 million, of which \$900.3 million is due within one year. Purchase obligations include contracts for raw materials and finished goods purchases, selling and administrative services, and capital expenditures. Total lease payments under non-cancellable operating leases as of December 31, 2021 were \$48.2 million in 2022, \$43.3 million in 2023, \$34.0 million in 2024, \$24.6 million in 2025, \$20.4 million in 2026 and \$55.2 million thereafter. A final payment of \$16.6 million related to our acquisition of Flo was paid in January 2022.

Due to the uncertainty of the timing of settlement with taxing authorities, we are unable to make reasonably reliable estimates of the period of cash settlement of unrecognized tax benefits. Therefore, \$83.1 million of unrecognized tax benefits as of December 31, 2021 have been excluded from the paragraph above.

In addition to the contractual obligations and commitments described above, we also had other commercial commitments for which we are contingently liable as of December 31, 2021. Other corporate commercial commitments include standby letters of credit of \$37.0 million, in the aggregate, all of which expire in less than one year, and surety bonds of \$22.7 million, of which \$17.4 million matures in less than one year and \$5.3 million matures in 1-3 years. These contingent commitments are not expected to have a significant impact on our liquidity.

Debt payments due during the next five years as of December 31, 2021 are \$400 million in 2022, \$600 million in 2023, \$520 million in 2024, \$500 million in 2025, zero in 2026 and \$700 million in 2027 and beyond. The Company intends to repay or refinance the \$400 million Term Loan on or before the November 2022 maturity date. Interest payments due during the next five years as of December 31, 2021 are \$78 million in 2022, \$124 million in 2023 through 2024, \$56 million in 2025 through 2026 and \$68 million in 2027 and beyond.

## **Foreign Currency Risk**

Certain anticipated transactions, assets and liabilities are exposed to foreign currency risk. Principal currencies hedged include the Canadian dollar, the Mexican peso, the British pound and the Chinese yuan. We regularly monitor our foreign currency exposures in order to maximize the overall effectiveness of our foreign currency hedge positions. For additional information on this risk, see Item 7A. "Quantitative and Qualitative Disclosures about Market Risk" in this Annual Report on Form 10-K.

## **Derivative Financial Instruments**

In accordance with Accounting Standards Codification ("ASC") requirements for Derivatives and Hedging, we recognize all derivative contracts as either assets or liabilities on the balance sheet, and the measurement of those instruments is at fair value. If the derivative is designated as a fair value hedge and is effective, the changes in the fair value of the derivative and of the hedged item attributable to the hedged risk are recognized in earnings in the same period. If the derivative is designated as a cash flow hedge, the changes in the fair value of the derivative are recorded in other comprehensive income ("OCI") and are recognized in the consolidated statement of income when the hedged item affects earnings. If the derivative is designated as an effective economic hedge of the net investment in a foreign operation, the changes in the fair value of the derivative is reported in the cumulative translation adjustment section of OCI. Similar to foreign currency translation adjustments, these changes in fair value are recognized in earnings only when realized upon sale or upon complete or substantially complete liquidation of the investment in the foreign entity.

Deferred currency gains (loss) of \$0.3 million, \$(3.0) million and \$4.1 million (before tax impact) were reclassified into earnings for the years ended December 31, 2021, 2020 and 2019, respectively. Based on foreign exchange rates as of December 31, 2021, we estimate that \$1.9 million of net derivative gain

included in other comprehensive income ("AOCI") as of December 31, 2021, will be reclassified to earnings within the next twelve months.

### **Recently Issued Accounting Standards**

The adoption of recent accounting standards, as discussed in Note 2, "Significant Accounting Policies," to our Consolidated Financial Statements, has not had and is not expected to have a significant impact on our revenue, earnings or liquidity.

### **Critical Accounting Estimates**

Our significant accounting policies are described in Note 2, "Significant Accounting Policies," of the Notes to Consolidated Financial Statements in Item 8 of this Annual Report on Form 10-K. The Consolidated Financial Statements are prepared in conformity with U.S. generally accepted accounting principles ("GAAP"). Preparation of the financial statements requires us to make judgments, estimates and assumptions that affect the amounts of assets and liabilities reflected in the financial statements and revenues and expenses reported for the relevant reporting periods. We believe the policies discussed below are the Company's critical accounting policies as they include the more significant, subjective and complex judgments and estimates made when preparing our consolidated financial statements.

#### *Inventories*

Inventory provisions are recorded to reduce inventory to the net realizable dollar value for obsolete or slow moving inventory based on assumptions about future demand and marketability of products, the impact of new product introductions, inventory levels and turns, product spoilage and specific identification of items, such as product discontinuance, engineering/material changes, or regulatory-related changes. In accordance with this policy, our inventory provision was \$50.7 million and \$51.2 million as of December 31, 2021 and 2020, respectively.

#### *Business Combinations*

We account for business combinations under the acquisition method of accounting in accordance with ASC Topic 805, *Business Combinations*, which requires an allocation of the consideration we paid to the identifiable assets, intangible assets and liabilities based on the estimated fair values as of the closing date of the acquisition. The excess of the fair value of the purchase price over the fair values of these identifiable assets, intangible assets and liabilities is recorded as goodwill.

Purchased intangibles other than goodwill are initially recognized at fair value and amortized over their useful lives unless those lives are determined to be indefinite. The valuation of acquired assets will impact future operating results. The fair value of identifiable intangible assets is determined using an income approach on an individual asset basis. Specifically, we use the multi-period excess earnings method to determine the fair value of customer relationships and the relief-from-royalty approach to determine the fair value of the tradename and proprietary technology. Determining the fair value of acquired intangibles involves significant estimates and assumptions, including forecasted revenue growth rates, EBITDA margins, percentage of revenue attributable to the tradename, contributory asset charges, customer attrition rate, market-participant discount rates and the assumed royalty rates.

The determination of the useful life of an intangible asset other than goodwill is based on factors including historical tradename performance with respect to consumer name recognition, geographic market presence, market share, plans for ongoing tradename support and promotion, customer attrition rate, and other relevant factors.

#### *Goodwill and Indefinite-lived Intangible Assets*

In accordance with ASC requirements for Intangibles - Goodwill and Other, goodwill is tested for impairment at least annually in the fourth quarter and written down when impaired. An interim impairment test is performed if an event occurs or conditions change that would more likely than not reduce the fair value of the reporting unit below the carrying value.

To evaluate the recoverability of goodwill, we first assess qualitative factors to determine whether it is more likely than not that goodwill is impaired. Qualitative factors include changes in volume, margin, customers and the industry. If it is deemed more likely than not that goodwill for a reporting unit is impaired, we will perform a quantitative impairment test using a weighting of the income and market approaches. For the income approach, we use a discounted cash flow model, estimating the future cash flows of the reporting units to which the goodwill relates and then discounting the future cash flows at a market-participant-derived discount rate. In determining the estimated future cash flows, we consider current and projected future levels of income based on management's plans for that business; business trends, prospects and market and economic conditions; and market-participant considerations. Furthermore, our cash flow projections used to assess impairment of our goodwill and other intangible assets are significantly influenced by our projection for the U.S. home products market, our annual operating plans finalized in the fourth quarter of each year, and our ability to execute on various planned cost reduction initiatives supporting operating income improvements. Our projection for the U.S. home products market is inherently uncertain and is subject to a number of factors, such as employment, home prices, credit availability, new home starts and the rate of home foreclosures. For the market approach, we apply market multiples for peer groups to the current operating results of the reporting units to determine each reporting unit's fair value. The Company's reporting units are operating segments, or one level below operating segments when appropriate. When the estimated fair value of a reporting unit is less than its carrying value, we measure and recognize the amount of the goodwill impairment loss based on that difference.

The significant assumptions that are used to determine the estimated fair value for goodwill impairment testing include the following: third-party market forecasts of U.S. new home starts and home repair and remodel spending; management's sales, operating income and cash flow forecasts; peer company EBITDA earnings multiples; the market-participant-based discount rate; and the perpetuity growth rate. Our estimates of reporting unit fair values are based on certain assumptions that may differ from our historical and future actual operating performance. Specifically, assumptions related to growth in the new construction and repair and remodel segments of the U.S. home products markets drive our forecasted sales growth. The market forecasts are developed using independent third-party forecasts from multiple sources. In addition, estimated future operating income and cash flow consider our historical performance at similar levels of sales volume and management's future operating plans as reflected in annual and long-term plans that are reviewed and approved by management.

The significant assumptions used to estimate the fair values of the goodwill tested quantitatively during the year ended December 31, 2021 were as follows:

Unobservable Input	2021		Weighted Average <sup>(a)</sup>
	Minimum	Maximum	
Discount rates	8.3%	10.0%	9.2%
EBITDA multiple	15.0	18.0	16.8
Long-term revenue growth rates <sup>(b)</sup>	2.5%	3.0%	3.0%

<sup>(a)</sup> Weighted by relative fair value of the goodwill that was tested quantitatively.

<sup>(b)</sup> Selected long-term revenue growth rate within 10-year projection period for the goodwill that was tested quantitatively.

A 50 basis point change in any of the significant assumptions during the year ended December 31, 2021 would not have resulted in an impairment being recognized when estimating the fair value of our reporting unit goodwill.

Certain of our tradenames have been assigned an indefinite life as we currently anticipate that these tradenames will contribute cash flows to the Company indefinitely. Indefinite-lived intangible assets are not amortized, but are evaluated at least annually to determine whether the indefinite useful life is appropriate. We measure the fair value of identifiable intangible assets upon acquisition and we review for impairment annually in the fourth quarter and whenever market or business events indicate there may be a potential impairment of that intangible. Impairment losses are recorded to the extent that the carrying value of the indefinite-lived intangible asset exceeds its fair value. The significant assumptions that are used to determine the estimated fair value for indefinite-lived intangible assets upon acquisition and



subsequent impairment testing are forecasted revenue growth rates; the assumed royalty rates; and the market-participant discount rates.

We first assess qualitative factors to determine whether it is more likely than not that an indefinite-lived intangible asset is impaired. Qualitative factors include changes in volume, customers and the industry. If it is deemed more likely than not that an intangible asset is impaired, we will perform a quantitative impairment test. We measure fair value of our indefinite-lived tradenames using the relief-from-royalty approach which estimates the present value of royalty income that could be hypothetically earned by licensing the brand name to a third party over the remaining useful life. The determination of fair value using this technique requires the use of estimates and assumptions related to forecasted revenue growth rates, the assumed royalty rates and the market-participant discount rates. During our 2021 annual impairment test, of our \$711.1 million indefinite lived tradenames, we tested \$355.4 million quantitatively, and the remainder was assessed using qualitative factors. There were no impairments for the year ended December 31, 2021. See Note 5, "Goodwill and Identifiable Intangible Assets," for additional information.

During the second quarter of 2020, extended closures of luxury plumbing showrooms associated with COVID-19 led to lower than expected sales related to an indefinite-lived tradename within the Plumbing segment, which combined with the updated financial outlook compared to previous forecasts and the continued uncertainty of the pandemic on the sales and profitability related to the tradename led us to conclude that it was more likely than not that the indefinite-lived tradename was impaired. Therefore, we performed an interim impairment test as of June 30, 2020, and as a result we recognized a pre-tax impairment charge of \$13.0 million related to this tradename. We also performed an evaluation of the useful life of this tradename and determined it was no longer indefinite-lived due to changes in long-term management expectations and future operating plans. As a result, the remaining carrying value of this tradename is being amortized over its estimated useful life of 30 years.

In the first quarter of 2020, we recognized an impairment charge of \$9.5 million related to an indefinite-lived tradename in our Cabinets segment. This charge was primarily the result of lower expected sales of custom cabinetry products related to the impact of COVID-19. In the fourth quarter of 2019, we recognized an impairment charge of \$12.0 million related to the same indefinite-lived tradename, which was the result of a strategic shift associated with new segment leadership and acceleration of our capacity rebalancing initiatives from custom cabinetry products to value-based cabinetry products as a result of lower than expected sales of custom cabinetry products compared to prior forecasts. As of December 31, 2021, the carrying value of this tradename was \$29.1 million.

In the third quarter of 2019, we recognized an impairment charge of \$29.5 million related to a second indefinite-lived tradename in our Cabinets segment, which was primarily the result of a continuing shift in consumer demand from semi-custom cabinetry products to value-priced cabinetry products, which led to consecutive downward adjustments of internal sales forecasts and future growth rates associated with the tradename. As of December 31, 2021, the carrying value of this tradename was \$85.0 million.

The fair values of the impaired tradenames were measured using the relief-from-royalty approach, which estimates the present value of royalty income that could be hypothetically earned by licensing the tradename to a third party over its remaining useful life. Some of the more significant assumptions inherent in estimating the fair values include forecasted revenue growth rates, assumed royalty rates, and market-participant discount rates that reflect the level of risk associated with the tradenames' future revenues and profitability. We selected the assumptions used in the financial forecasts using historical data, supplemented by current and anticipated market conditions, estimated growth rates, and management plans. These assumptions represent level 3 inputs of the fair value hierarchy (refer to Note 9).

The significant assumptions used to estimate the fair values of the tradenames tested quantitatively during the years ended December 31, 2021 and 2020 were as follows:

Unobservable Input	2021			2020		
	Minimum	Maximum	Weighted Average <sup>(a)</sup>	Minimum	Maximum	Weighted Average <sup>(a)</sup>
Discount rates	10.2%	12.4%	11.4%	11.2%	13.2%	12.7%
Royalty rates <sup>(b)</sup>	1.0%	5.0%	3.4%	1.0%	5.0%	3.3%
Long-term revenue growth rates <sup>(c)</sup>	1.0%	3.0%	2.6%	1.0%	3.0%	2.7%

<sup>(a)</sup> Weighted by the relative fair value of the tradenames that were tested quantitatively.

<sup>(b)</sup> Represents estimated percentage of sales a market-participant would pay to license the tradenames that were tested quantitatively.

<sup>(c)</sup> Selected long-term revenue growth rate within 10-year projection period of the tradenames that were tested quantitatively.

A 50 basis point change in any of the significant assumptions used during the year ended December 31, 2021 would not have resulted in an impairment being recognized when estimating the fair value of our indefinite-lived tradenames.

### Defined Benefit Plans

We have a number of pension plans in the United States, covering many of the Company's employees. In addition, the Company provides postretirement health care and life insurance benefits to certain retirees. Service cost for 2021 relates to benefit accruals for an hourly Union group within the defined benefit plan for our Outdoors & Security segment. All other benefit accruals under our defined benefit pension plans were frozen as of, or prior to, December 31, 2016.

We recognize changes in the fair value of pension plan assets and net actuarial gains or losses in excess of 10 percent of the greater of the fair value of pension plan assets or each plan's projected benefit obligation (the "corridor") in earnings immediately upon remeasurement, which is at least annually in the fourth quarter of each year. Net actuarial gains and losses occur when actual experience differs from any of the assumptions used to value defined benefit plans or when assumptions change as they may each year. The primary factors contributing to actuarial gains and losses are changes in the discount rate used to value obligations as of the measurement date and the differences between expected and actual returns on pension plan assets. This accounting method results in the potential for volatile and difficult to forecast gains and losses. The pre-tax recognition of actuarial losses was \$0.8 million and \$2.8 million in 2021 and 2020, respectively. The total net actuarial losses in accumulated other comprehensive income for all defined benefit plans were \$39.6 million as of December 31, 2021, compared to \$87.1 million as of December 31, 2020.

We record amounts relating to these defined benefit plans based on various actuarial assumptions, including discount rates, assumed rates of return, compensation increases, turnover rates and health care cost trend rates. We review our actuarial assumptions on an annual basis and make modifications to the assumptions based on current economic conditions and trends. We believe that the assumptions utilized in recording our obligations under our plans are reasonable based on our experience and on advice from our independent actuaries; however, differences in actual experience or changes in the assumptions may materially affect our financial condition or results of operations. The expected rate of return on plan assets is determined based on the nature of the plans' investments, our current asset allocation and our expectations for long-term rates of return. The weighted-average long-term expected rate of return on pension plan assets for the years ended December 31, 2021 and 2020 was 4.4% and 4.5%, respectively. Compensation increases reflect expected future compensation trends. The discount rate used to measure obligations is based on a spot-rate yield curve on a plan-by-plan basis that matches projected future benefit payments with the appropriate interest rate applicable to the timing of the projected future benefit payments. The bond portfolio used for the selection of the discount rate is from the top quartile of bonds rated by nationally recognized statistical rating organizations, and includes only non-callable bonds and those that are deemed to be sufficiently marketable with a Moody's credit rating

of Aa or higher. The weighted-average discount rate for defined benefit liabilities as of December 31, 2021 and 2020 was 2.9% and 2.6%, respectively.

For postretirement benefits, our health care trend rate assumption is based on historical cost increases and expectations for long-term increases. As of December 31, 2021, for postretirement medical and prescription drugs in the next year, our assumption was an assumed rate of increase of 6.3% for pre-65 retirees and 6.7% for post-65 retirees, declining until reaching an ultimate assumed rate of increase of 4.5% per year in 2028. As of December 31, 2020, for postretirement medical and prescription drugs in the next year, our assumption was an assumed rate of increase of 6.4% for pre-65 retirees and 7.4% for post-65 retirees, declining until reaching an ultimate assumed rate of increase of 4.5% per year in 2027.

Below is a table showing pre-tax pension and postretirement expenses, including the impact of actuarial gains and losses:

<i>(In millions)</i>	2021	2020
Total pension (income) expense	\$ (9.4)	\$ (0.8)
Actuarial loss component of expense above	1.1	2.7
Total postretirement expense	0.7	0.7
Actuarial (gain) loss component of expense above	(0.3)	0.1

The actuarial losses in 2021 were principally due to lower than expected return on plan assets. The actuarial losses in 2020 were principally due to changes in discount rates offset by positive asset returns. Discount rates in 2021 used to determine benefit obligations increased by an average of 30 basis points for pension benefits. Discount rates for 2021 postretirement benefits decreased an average of 200 basis points mainly due to the acquisition of Larson. Discount rates in 2020 used to determine benefit obligations decreased by an average of 70 basis points for pension benefits. Discount rates for 2020 postretirement benefits decreased an average of 50 basis points. Our actual return on plan assets in 2021 was 6.6% compared to an actuarial assumption of an average 4.4% expected return. Our actual return on plan assets in 2020 was 16.5% compared to an actuarial assumption of an average 4.5% expected return. Significant actuarial losses in future periods would be expected if discount rates decline, actual returns on plan assets are lower than our expected return, or a combination of both occurs.

A 25 basis point change in our discount rate assumption would lead to an increase or decrease in our pension and postretirement liability of approximately \$27 million. A 25 basis point change in the long-term rate of return on plan assets used in accounting for our pension plans would have a \$2.0 million impact on pension expense. In addition, if required, actuarial gains and losses will be recorded in accordance with our defined benefit plan accounting method as previously described. It is not possible to forecast or predict whether there will be actuarial gains and losses in future periods, and if required, the magnitude of any such adjustment. These gains and losses are driven by differences in actual experience or changes in the assumptions that are beyond our control, such as changes in interest rates and the actual return on pension plan assets.

#### *Income Taxes*

In accordance with ASC requirements for Income Taxes, we establish deferred tax liabilities or assets for temporary differences between financial and tax reporting basis and subsequently adjust them to reflect changes in tax rates expected to be in effect when the temporary differences reverse. We record a

valuation allowance reducing deferred tax assets when it is more likely than not that such assets will not be realized.

We record liabilities for uncertain income tax positions based on a two-step process. The first step is recognition, where we evaluate whether an individual tax position has a likelihood of greater than 50% of being sustained upon examination based on the technical merits of the position, including resolution of any related appeals or litigation processes. For tax positions that are currently estimated to have a less than 50% likelihood of being sustained, no tax benefit is recorded. For tax positions that have met the recognition threshold in the first step, we perform the second step of measuring the benefit to be recorded. The actual benefits ultimately realized may differ from our estimates. In future periods, changes in facts, circumstances, and new information may require us to change the recognition and measurement estimates with regard to individual tax positions. Changes in recognition and measurement estimates are recorded in the consolidated statement of income and consolidated balance sheet in the period in which such changes occur. As of December 31, 2021, we had liabilities for unrecognized tax benefits pertaining to uncertain tax positions totaling \$83.1 million. It is reasonably possible that the unrecognized tax benefits may decrease in the range of \$4.1 million to \$41.9 million in the next 12 months primarily as a result of the conclusion of U.S. federal, state and foreign income tax proceedings.

#### *Customer Program Costs*

Customer programs and incentives are a common practice in our businesses. Our businesses incur customer program costs to obtain favorable product placement, to promote sales of products and to maintain competitive pricing. We record estimates to reduce revenue for customer programs and incentives, which are considered variable consideration, and include price discounts, volume-based incentives, promotions and cooperative advertising when revenue is recognized in order to determine the amount of consideration the Company will ultimately be entitled to receive. These estimates are based on historical and projected experience for each type of customer. In addition, for certain customer program incentives, we receive an identifiable benefit (goods or services) in exchange for the consideration given and record the associated expenditure in selling, general and administrative expenses. Volume allowances are accrued based on management's estimates of customer volume achievement and other factors incorporated into customer agreements, such as new products, store sell-through, merchandising support, levels of returns and customer training. Management periodically reviews accruals for these rebates and allowances, and adjusts accruals when circumstances indicate (typically as a result of a change in volume expectations).

#### **Item 7A. Quantitative and Qualitative Disclosures about Market Risk.**

We are exposed to various market risks, including changes in interest rates, foreign currency exchange rates and commodity prices. Market risk is the potential loss arising from adverse changes in market rates and prices, such as interest rates, foreign currency exchange rates and commodity prices. We do not enter into derivatives or other financial instruments for trading or speculative purposes. We enter into financial instruments to manage and reduce the impact of changes in foreign currency exchange rates and commodity prices. The counterparties are major financial institutions.

#### **Interest Rate Risk**

The Company had \$920 million of external variable rate borrowings as of December 31, 2021. A hypothetical 100 basis point change in interest rates affecting the Company's external variable rate borrowings as of December 31, 2021 would be \$9.2 million on a pre-tax basis.



## **Foreign Exchange Rate Risk**

We enter into forward foreign exchange contracts principally to hedge currency fluctuations in transactions denominated in certain foreign currencies, thereby limiting our risk that would otherwise result from changes in exchange rates. The periods of the forward foreign exchange contracts correspond to the periods of the hedged transactions.

The estimated fair value of foreign currency contracts represents the amount required to enter into offsetting contracts with similar remaining maturities based on quoted market prices.

The estimated potential loss under foreign exchange contracts from movement in foreign exchange rates would not have a material impact on our results of operations, cash flows or financial condition. As part of our risk management procedure, we use a value-at-risk ("VAR") sensitivity analysis model to estimate the maximum potential economic loss from adverse changes in foreign exchange rates over a one-day period given a 95% confidence level. The VAR model uses historical foreign exchange rates to estimate the volatility and correlation of these rates in future periods. The estimated maximum one-day loss in the fair value of the Company's foreign currency exchange contracts using the VAR model was \$0.6 million at December 31, 2021. The 95% confidence interval signifies our degree of confidence that actual losses under foreign exchange contracts would not exceed the estimated losses. The amounts disregard the possibility that foreign currency exchange rates could move in our favor. The VAR model assumes that all movements in the foreign exchange rates will be adverse. These amounts should not be considered projections of future losses, since actual results may differ significantly depending upon activity in the global financial markets. The VAR model is a risk analysis tool and should not be construed as an endorsement of the VAR model or the accuracy of the related assumptions.

## **Commodity Price Risk**

We are subject to commodity price volatility caused by weather, supply conditions, geopolitical and economic variables, and other unpredictable external factors. From time to time, we use derivative contracts to manage our exposure to commodity price volatility.

## **Item 8. Financial Statements and Supplementary Data.**

## **Report of Independent Registered Public Accounting Firm**

To the Board of Directors and Stockholders of Fortune Brands Home & Security, Inc.

### ***Opinions on the Financial Statements and Internal Control over Financial Reporting***

We have audited the accompanying consolidated balance sheets of Fortune Brands Home & Security, Inc. and its subsidiaries (the “Company”) as of December 31, 2021 and 2020, and the related consolidated statements of income, of comprehensive income, of equity and of cash flows for each of the three years in the period ended December 31, 2021, including the related notes and schedule of valuation and qualifying accounts for each of the three years in the period ended December 31, 2021 appearing after the signature page (collectively referred to as the “consolidated financial statements”). We also have audited the Company’s internal control over financial reporting as of December 31, 2021, based on criteria established in *Internal Control - Integrated Framework* (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2021 and 2020, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America. Also in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2021, based on criteria established in *Internal Control - Integrated Framework* (2013) issued by the COSO.

### ***Basis for Opinions***

The Company’s management is responsible for these consolidated financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in Management’s Report on Internal Control Over Financial Reporting appearing under Item 9A. Our responsibility is to express opinions on the Company’s consolidated financial statements and on the Company’s internal control over financial reporting based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud, and whether effective internal control over financial reporting was maintained in all material respects.

Our audits of the consolidated financial statements included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

### ***Definition and Limitations of Internal Control over Financial Reporting***

A company’s internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for

external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### ***Critical Audit Matters***

The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the audit committee and that (i) relates to accounts or disclosures that are material to the consolidated financial statements and (ii) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

#### ***Indefinite-Lived Intangible Asset Impairment Tests for Certain Tradenames Where Management Performed a Quantitative Annual Impairment Test***

As described in Notes 2 and 5 to the consolidated financial statements, the Company's consolidated indefinite-lived tradenames balance was \$711.1 million as of December 31, 2021. The carrying value of tradenames where management performed a quantitative annual impairment test was \$355.4 million. Management reviews indefinite-lived tradename intangible assets for impairment annually in the fourth quarter and whenever market or business events indicate there may be a potential impairment of that intangible. Impairment losses are recorded to the extent that the carrying value of the indefinite-lived intangible asset exceeds its fair value. Fair value is measured by management using the relief-from-royalty approach. Significant assumptions inherent in estimating fair values include forecasted revenue growth rates, assumed royalty rates and market-participant discount rates.

The principal considerations for our determination that performing procedures relating to certain tradenames where management performed a quantitative annual impairment test is a critical audit matter are (i) the significant judgment by management when developing the fair value measurement of the tradenames; (ii) the high degree of auditor judgment, subjectivity, and effort in performing procedures and evaluating management's significant assumptions related to the forecasted revenue growth rates, the assumed royalty rates, and the market-participant discount rates; and (iii) the audit effort involved the use of professionals with specialized skill and knowledge.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. These procedures included testing the effectiveness of controls relating to management's indefinite-lived intangible asset impairment tests, including controls over the valuation of the Company's indefinite-lived tradenames. These procedures also included, among others (i) testing management's process for developing the fair value measurements of certain tradenames where management performed a quantitative annual impairment test; (ii) evaluating the appropriateness of the relief-from-royalty approach; (iii) testing the completeness and accuracy of underlying data used in the approach; and (iv) evaluating the reasonableness of significant assumptions used by management related to the forecasted revenue growth rates, the assumed royalty rates, and the market-participant discount rates. Evaluating management's assumptions related to the forecasted revenue growth rates and assumed royalty rates involved evaluating whether the

assumptions used by management were reasonable considering, as applicable, (i) the current and past performance of the business associated with the tradenames; (ii) the consistency with external market and industry data; and (iii) whether the assumptions were consistent with evidence obtained in other areas of the audit. Professionals with specialized skill and knowledge were used to assist in the evaluation of (i) the appropriateness of the relief-from-royalty approach and (ii) the reasonableness of the significant assumptions related to the assumed royalty rates and market-participant discount rates.

/s/ PricewaterhouseCoopers LLP  
Chicago, Illinois  
February 28, 2022

We have served as the Company's auditor since 2011.



**Consolidated Statements of Income**

Fortune Brands Home &amp; Security, Inc. and Subsidiaries

<i>(In millions, except per share amounts)</i>	For years ended December 31		
	2021	2020	2019
<b>NET SALES</b>	\$ 7,656.1	\$ 6,090.3	\$ 5,764.6
Cost of products sold	4,909.1	3,925.9	3,712.2
Selling, general and administrative expenses	1,579.0	1,282.6	1,256.3
Amortization of intangible assets	64.1	42.0	41.4
Asset impairment charges	—	22.5	41.5
Restructuring charges	13.5	15.9	14.7
<b>OPERATING INCOME</b>	1,090.4	801.4	698.5
Interest expense	84.4	83.9	94.2
Other expense (income), net	0.9	(13.3)	29.0
Income before taxes	1,005.1	730.8	575.3
Income taxes	232.7	168.8	144.0
Income after tax	772.4	562.0	431.3
Equity in losses of affiliate	—	7.6	—
<b>NET INCOME</b>	772.4	554.4	431.3
Less: Noncontrolling interests	—	1.3	(0.6)
<b>NET INCOME ATTRIBUTABLE TO FORTUNE BRANDS</b>	\$ 772.4	\$ 553.1	\$ 431.9
<b>BASIC EARNINGS PER COMMON SHARE</b>	\$ 5.62	\$ 3.99	\$ 3.09
<b>DILUTED EARNINGS PER COMMON SHARE</b>	\$ 5.54	\$ 3.94	\$ 3.06
Basic average number of shares outstanding	137.5	138.7	139.9
Diluted average number of shares outstanding	139.5	140.2	141.3

See Notes to Consolidated Financial Statements.

**Consolidated Statements of Comprehensive Income**

Fortune Brands Home & Security, Inc. and Subsidiaries

<i>(In millions)</i>	For years ended December 31		
	2021	2020	2019
<b>NET INCOME</b>	\$ 772.4	\$ 554.4	\$ 431.3
<b>Other comprehensive income (loss), before tax:</b>			
<b>Foreign currency translation adjustments</b>	(3.9)	18.7	13.8
<b>Unrealized (losses) gains on derivatives:</b>			
Unrealized holding gains (losses) arising during period	1.5	(3.2)	4.8
Less: reclassification adjustment for (gains) losses included in net income	(2.2)	2.4	(4.4)
<b>Unrealized (losses) gains on derivatives</b>	(0.7)	(0.8)	0.4
<b>Defined benefit plans:</b>			
Net actuarial gains (loss) arising during period	47.5	0.3	(15.9)
<b>Defined benefit plans</b>	47.5	0.3	(15.9)
Other comprehensive income (loss), before tax	42.9	18.2	(1.7)
Income tax (expense) benefit related to items of other comprehensive income <sup>(a)</sup>	(12.4)	(0.7)	4.7
<b>Other comprehensive income, net of tax</b>	30.5	17.5	3.0
<b>COMPREHENSIVE INCOME</b>	802.9	571.9	434.3
Less: comprehensive income attributable to noncontrolling interest	—	1.3	(0.6)
<b>COMPREHENSIVE INCOME ATTRIBUTABLE TO FORTUNE BRANDS</b>	\$ 802.9	\$ 570.6	\$ 434.9

<sup>(a)</sup> Income tax (expense) benefit on unrealized (losses) gains on derivatives of \$(0.5) million, \$(0.5) million and \$0.9 million and on defined benefit plans of \$(11.9) million, \$(0.2) million and \$3.8 million in 2021, 2020 and 2019, respectively.

See Notes to Consolidated Financial Statements.

**Consolidated Balance Sheets**

Fortune Brands Home &amp; Security, Inc. and Subsidiaries

<i>(In millions)</i>	December 31	
	2021	2020
<b>ASSETS</b>		
Current assets		
Cash and cash equivalents	\$ 471.5	\$ 419.1
Accounts receivable less allowances for discounts and credit losses	885.7	734.9
Inventories	1,193.8	867.2
Other current assets	193.5	187.3
<b>TOTAL CURRENT ASSETS</b>	<b>2,744.5</b>	<b>2,208.5</b>
Property, plant and equipment, net of accumulated depreciation	1,009.5	917.4
Operating lease assets	191.7	170.2
Goodwill	2,465.1	2,394.8
Other intangible assets, net of accumulated amortization	1,383.8	1,420.3
Other assets	141.6	247.5
<b>TOTAL ASSETS</b>	<b>\$ 7,936.2</b>	<b>\$ 7,358.7</b>
<b>LIABILITIES AND EQUITY</b>		
Current liabilities		
Short-term debt	400.0	—
Accounts payable	764.9	620.5
Other current liabilities	806.2	724.6
<b>TOTAL CURRENT LIABILITIES</b>	<b>1,971.1</b>	<b>1,345.1</b>
Long-term debt	2,309.8	2,572.2
Deferred income taxes	176.0	160.5
Accrued defined benefit plans	79.7	159.5
Operating lease liabilities	158.8	140.5
Other non-current liabilities	176.0	205.4
<b>TOTAL LIABILITIES</b>	<b>4,871.4</b>	<b>4,583.2</b>
Commitments (Note 17) and Contingencies (Note 21)		
Equity		
Common stock <sup>(a)</sup>	1.9	1.8
Paid-in capital	3,018.3	2,926.3
Accumulated other comprehensive loss	(24.6)	(55.1)
Retained earnings	2,807.9	2,180.2
Treasury stock	(2,738.7)	(2,277.7)
<b>TOTAL EQUITY</b>	<b>3,064.8</b>	<b>2,775.5</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$ 7,936.2</b>	<b>\$ 7,358.7</b>

<sup>(a)</sup> Common stock, par value \$0.01 per share, 185.3 million shares and 184.1 million shares issued at December 31, 2021 and 2020, respectively.

See Notes to Consolidated Financial Statements.

**Consolidated Statements of Cash Flows**

Fortune Brands Home &amp; Security, Inc. and Subsidiaries

<i>(In millions)</i>	For years ended December 31		
	2021	2020	2019
<b>OPERATING ACTIVITIES</b>			
Net income	\$ 772.4	\$ 554.4	\$ 431.3
Non-cash expense (income):			
Depreciation	125.0	121.5	111.3
Amortization of intangibles	64.1	42.0	41.4
Non-cash lease expense	42.5	37.4	35.9
Stock-based compensation	50.2	47.6	30.5
Loss (gain) on sale of property, plant and equipment	1.6	2.4	(0.4)
Loss (gain) on equity investments	5.0	(6.6)	—
Asset impairment charges	—	26.1	43.2
Recognition of actuarial losses	0.8	3.2	34.1
Deferred taxes	1.7	(14.6)	(7.5)
Amortization of deferred financing costs	3.6	4.5	3.4
Changes in assets and liabilities including effects subsequent to acquisitions			
Increase in accounts receivable	(151.5)	(85.7)	(50.7)
Increase in inventories	(324.3)	(91.8)	(38.3)
Increase in accounts payable	137.7	142.9	8.7
Decrease (increase) in other assets	1.0	(41.1)	(10.5)
Increase in accrued taxes	8.4	12.5	(5.3)
(Decrease) increase in accrued expenses and other liabilities	(49.5)	71.0	10.1
<b>NET CASH PROVIDED BY OPERATING ACTIVITIES</b>	<b>688.7</b>	<b>825.7</b>	<b>637.2</b>
<b>INVESTING ACTIVITIES</b>			
Capital expenditures <sup>(a)</sup>	(214.2)	(150.5)	(131.8)
Proceeds from the disposition of assets	1.9	1.6	4.2
Cost of acquisitions, net of cash acquired	5.2	(715.2)	—
Cost of investments in equity securities	—	(59.4)	—
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(207.1)</b>	<b>(923.5)</b>	<b>(127.6)</b>
<b>FINANCING ACTIVITIES</b>			
Increase (decrease) in short-term debt	400.0	—	(525.0)
Issuance of long-term debt	1,245.0	1,850.0	1,719.3
Repayment of long-term debt	(1,510.0)	(1,465.0)	(1,345.0)
Proceeds from the exercise of stock options	41.8	64.9	17.3
Employee withholding taxes paid related to stock-based compensation	(13.3)	(10.7)	(8.7)
Deferred acquisition payments	—	—	(19.0)
Dividends to stockholders	(143.0)	(133.3)	(123.0)
Dividends paid to non-controlling interests	—	(2.5)	—
Treasury stock purchases	(447.7)	(187.6)	(100.0)
Other financing activities, net	(1.4)	(4.2)	(5.6)
<b>NET CASH (USED IN) PROVIDED BY FINANCING ACTIVITIES</b>	<b>(428.6)</b>	<b>111.6</b>	<b>(389.7)</b>
Effect of foreign exchange rate changes on cash	(1.9)	16.3	4.3
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>\$ 51.1</b>	<b>\$ 30.1</b>	<b>\$ 124.2</b>
Cash, cash equivalents and restricted cash <sup>(b)</sup> at beginning of year	\$ 425.0	\$ 394.9	\$ 270.7
Cash, cash equivalents and restricted cash <sup>(b)</sup> at end of year	\$ 476.1	\$ 425.0	\$ 394.9
Cash paid during the year for			
Interest	\$ 76.8	\$ 76.2	\$ 81.0
Income taxes paid directly to taxing authorities	228.8	175.5	144.5
Dividends declared but not paid	37.8	36.1	33.5

<sup>(a)</sup> Capital expenditures of \$19.6 million, \$13.6 million and \$10.0 million that have not been paid as of December 31, 2021, 2020 and 2019, respectively, were excluded from the Consolidated Statement of Cash Flows.

<sup>(b)</sup> Restricted cash of \$1.3 million and \$3.3 million is included in Other current assets and Other assets, respectively, as of December 31, 2021, \$1.0 million and \$4.9 million is included in Other current assets and Other assets, respectively, as of December 31, 2020 and \$0.9 million and \$6.1 million is included in Other current assets and Other assets, respectively, as of December 31, 2019 within our Consolidated Balance Sheet.

See Notes to Consolidated Financial Statements.



**Consolidated Statements of Equity**

Fortune Brands Home &amp; Security, Inc. and Subsidiaries

<i>(In millions)</i>	Common Stock	Paid-In Capital	Accumulated Other Comprehensive (Loss) Income	Retained Earnings	Treasury Stock	Non- controlling Interests	Total Equity
Balance at December 31, 2018	\$ 1.8	\$ 2,766.0	\$ (67.0)	\$ 1,448.1	\$ (1,970.7)	\$ 1.8	\$ 2,180.0
Comprehensive income:							
Net income	—	—	—	431.9	—	(0.6)	431.3
Other comprehensive income (loss)	—	—	3.0	—	—	—	3.0
Stock options exercised	—	17.3	—	—	—	—	17.3
Stock-based compensation	—	30.5	—	—	(8.7)	—	21.8
Adoption of ASU 2018-02	—	—	(8.6)	8.6	—	—	—
Treasury stock purchase	—	—	—	—	(100.0)	—	(100.0)
Dividends (\$0.90 per Common share)	—	—	—	(125.6)	—	—	(125.6)
Balance at December 31, 2019	\$ 1.8	\$ 2,813.8	\$ (72.6)	\$ 1,763.0	\$ (2,079.4)	\$ 1.2	\$ 2,427.8
Comprehensive income:							
Net income	—	—	—	553.1	—	1.3	554.4
Other comprehensive income (loss)	—	—	17.5	—	—	—	17.5
Stock options exercised	—	64.9	—	—	—	—	64.9
Stock-based compensation	—	47.6	—	—	(10.7)	—	36.9
Treasury stock purchase	—	—	—	—	(187.6)	—	(187.6)
Dividends to non-controlling interest	—	—	—	—	—	(2.5)	(2.5)
Dividends (\$0.98 per Common share)	—	—	—	(135.9)	—	—	(135.9)
Balance at December 31, 2020	\$ 1.8	\$ 2,926.3	\$ (55.1)	\$ 2,180.2	\$ (2,277.7)	\$ —	\$ 2,775.5
Comprehensive income:							
Net income	—	—	—	772.4	—	—	772.4
Other comprehensive income (loss)	—	—	30.5	—	—	—	30.5
Stock options exercised	0.1	41.8	—	—	—	—	41.9
Stock-based compensation	—	50.2	—	—	(13.3)	—	36.9
Treasury stock purchase	—	—	—	—	(447.7)	—	(447.7)
Dividends (\$1.06 per Common share)	—	—	—	(144.7)	—	—	(144.7)
Balance at December 31, 2021	\$ 1.9	\$ 3,018.3	\$ (24.6)	\$ 2,807.9	\$ (2,738.7)	\$ —	\$ 3,064.8

See Notes to Consolidated Financial Statements.

## Notes to Consolidated Financial Statements

### 1. Background and Basis of Presentation

The Company is a leading home and security products company with a portfolio of leading branded products used for residential home repair, remodeling, new construction and security applications. References to "Fortune Brands," "the Company," "we," "our" and "us" refer to Fortune Brands Home & Security, Inc. and its consolidated subsidiaries as a whole, unless the context otherwise requires.

**Basis of Presentation** The consolidated financial statements in this Annual Report on Form 10-K have been derived from the accounts of the Company and its wholly-owned subsidiaries. The Company's consolidated financial statements are based on a fiscal year ending December 31. Certain of the Company's subsidiaries operate on a 52 or 53 week fiscal year ending during the month of December. In December 2021, there were certain transactions that resulted in approximately \$59 million of net cash outflows, relating to payments made to third parties in the normal course of business during the period between the year-end of our wholly-owned subsidiaries and the Company's year-end.

In 2018 our Plumbing segment entered into a strategic partnership with, and acquired non-controlling equity interests in, Flo Technologies, Inc. ("Flo"), a U.S. manufacturer of comprehensive water monitoring and shut-off systems with leak detection technologies. In January 2020, we entered into an agreement to acquire 100% of the outstanding shares of Flo in a multi-phase transaction, which was completed in January 2022. The minority shareholders' substantive participating rights expired on January 1, 2021, at which time we obtained control of, and began consolidating, Flo in our results of operations and statements of financial positions and cash flows. Immediately prior to consolidating Flo, we recognized a non-cash loss of \$4.5 million within other expense for the year-ended December 31, 2021, related to the remeasurement of our previously existing investment in Flo. During the fourth quarter of 2021 we recorded a mark-to-market expense of \$2.2 million related to the remaining shares held by the minority shareholders. The financial results of Flo are included in the Company's consolidated statements of comprehensive income for the year-ended December 31, 2021, the consolidated statement of cash flow for the year-ended December 31, 2021 and the consolidated balance sheet as of December 31, 2021. The results of operations are included in the Plumbing segment.

In December 2020, we acquired 100% of the outstanding equity of Larson Manufacturing ("Larson"), the North American market leading brand of storm, screen and security doors. Larson also sells related outdoor living products including retractable screens and porch windows. The acquisition of Larson is aligned with our strategic focus on the fast-growing outdoor living space. See Note 4 "Acquisitions and Dispositions," for additional information.

### 2. Significant Accounting Policies

**Use of Estimates** The presentation of financial statements in accordance with U.S. generally accepted accounting principles ("GAAP") requires us to make estimates and assumptions that affect reported amounts and related disclosures. Actual results in future periods could differ from those estimates.

**Cash and Cash Equivalents** Highly liquid investments with an original maturity of three months or less are included in cash and cash equivalents.

**Allowances for Credit Losses** Trade receivables are recorded at the stated amount, less allowances for discounts and credit losses. The allowances represent estimated uncollectible receivables associated with potential customer defaults on contractual obligations (usually due to customers' potential insolvency) or discounts related to early payment of accounts receivables by our customers. The allowances for credit losses include provisions for certain customers where a risk of default has been specifically identified. In addition, the allowances include a provision for expected customer defaults on a general formula basis when it cannot yet be associated with specific customers. Expected credit losses are estimated using various factors, including the length of time the receivables are past due, historical collection experience and existing economic conditions. In accordance with this policy, our allowance for credit losses was \$8.2 million and \$6.7 million as of December 31, 2021 and 2020, respectively.

**Inventories** We use first-in, first-out inventory method. Inventory provisions are recorded to reduce inventory to the net realizable dollar value for obsolete or slow moving inventory based on assumptions about future demand and marketability of products, the impact of new product introductions, inventory levels and turns, product spoilage and specific identification of items, such as product discontinuance, engineering/material changes, or regulatory-related changes.

**Property, Plant and Equipment** Property, plant and equipment are carried at cost. Depreciation is provided, principally on a straight-line basis, over the estimated useful lives of the assets. Gains or losses resulting from dispositions are included in operating income. Betterments and renewals, which improve and extend the life of an asset, are capitalized; maintenance and repair costs are expensed as incurred. Assets held for use to be disposed of at a future date are depreciated over the remaining useful life. Assets to be sold are written down to fair value less costs to sell at the time the assets are being actively marketed for sale. Estimated useful lives of the related assets are as follows:

Buildings and leasehold improvements	15 to 40 years
Machinery and equipment	3 to 15 years
Software	3 to 7 years

**Long-lived Assets** In accordance with Accounting Standards Codification ("ASC") requirements for Property, Plant and Equipment, a long-lived asset (including amortizable identifiable intangible assets) or asset group held for use is tested for recoverability whenever events or changes in circumstances indicate that its carrying amount may not be recoverable. When such events occur, we compare the sum of the undiscounted cash flows expected to result from the use and eventual disposition of the asset or asset group to the carrying amount of a long-lived asset or asset group. The cash flows are based on our best estimate of future cash flows derived from the most recent business projections. If this comparison indicates that there is an impairment, the amount of the impairment is calculated based on fair value. Fair value is estimated primarily using discounted expected future cash flows on a market-participant basis.

We recorded impairments of \$0.2 million and \$3.6 million related to a long-lived asset to be disposed of in selling, general and administrative expenses in 2021 and 2020, respectively. During 2019, we recorded an impairment of \$1.7 million related to a long-lived asset to be disposed of in cost of products sold.

**Leases** Operating lease assets and operating lease liabilities are recognized based on the present value of the future lease payments over the lease term at commencement date. As most of our lease contracts do not provide an explicit interest rate, we use our incremental borrowing rate in determining the present value of future lease payments. Our incremental borrowing rates include estimates related to the impact of collateralization and the economic environment where the leased asset is located. The operating lease assets also include any prepaid lease payments and initial direct costs incurred, but exclude lease incentives received at lease commencement. Our lease terms include options to extend or terminate the lease when it is reasonably certain that we will exercise that option. Our leases have remaining lease terms of 1 to 34 years, some of which may include options to extend or terminate the lease. Operating lease expense is recognized on a straight-line basis over the lease term.

We do not recognize leases with an initial term of twelve months or less on the balance sheet and instead recognize the related lease payments as expense in the consolidated statements of income on a straight-line basis over the lease term. We account for lease and non-lease components as a single lease component for all asset classes. Additionally, for certain equipment leases, we apply a portfolio approach and account for multiple lease components as a single lease component.

Certain lease agreements include variable rental payments, including rental payments adjusted periodically for inflation. Variable rental payments are expensed during the period they are incurred and therefore are excluded from our lease assets and liabilities. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants.

**Business Combinations** We account for business combinations under the acquisition method of accounting in accordance with ASC Topic 805, *Business Combinations*, which requires an allocation of the consideration we paid to the identifiable assets, intangible assets and liabilities based on the estimated fair values as of the closing date of the acquisition. The excess of the fair value of the purchase price over the fair values of these identifiable assets, intangible assets and liabilities is recorded as goodwill.

Purchased intangibles other than goodwill are initially recognized at fair value and amortized over their useful lives unless those lives are determined to be indefinite. The valuation of acquired assets will impact future operating results. The fair value of identifiable intangible assets is determined using an income approach on an individual asset basis. Specifically, we use the multi-period excess earnings method to determine the fair value of customer relationships and the relief-from-royalty approach to determine the fair value of the tradename and proprietary technology. Determining the fair value of acquired intangibles involves significant estimates and assumptions, including forecasted revenue growth rates, EBITDA margins, percentage of revenue attributable to the tradename, contributory asset charges, customer attrition rate, market-participant discount rates and the assumed royalty rates.

The determination of the useful life of an intangible asset other than goodwill is based on factors including historical tradename performance with respect to consumer name recognition, geographic market presence, market share, plans for ongoing tradename support and promotion, customer attrition rate, and other relevant factors.

**Goodwill and Indefinite-lived Intangible Assets** In accordance with ASC requirements for Intangibles - Goodwill and Other, goodwill is tested for impairment at least annually in the fourth quarter and written down when impaired. An interim impairment test is performed if an event occurs or conditions change that would more likely than not reduce the fair value of the reporting unit below the carrying value.

To evaluate the recoverability of goodwill, we first assess qualitative factors to determine whether it is more likely than not that goodwill is impaired. Qualitative factors include changes in volume, margin, customers and the industry. If it is deemed more likely than not that goodwill for a reporting unit is impaired, we will perform a quantitative impairment test using a weighting of the income and market approaches. For the income approach, we use a discounted cash flow model, estimating the future cash flows of the reporting units to which the goodwill relates and then discounting the future cash flows at a market-participant-derived discount rate. In determining the estimated future cash flows, we consider current and projected future levels of income based on management's plans for that business; business trends, prospects and market and economic conditions; and market-participant considerations. Furthermore, our cash flow projections used to assess impairment of our goodwill and other intangible assets are significantly influenced by our projection for the U.S. home products market, our annual operating plans finalized in the fourth quarter of each year, and our ability to execute on various planned cost reduction initiatives supporting operating income improvements. Our projection for the U.S. home products market is inherently uncertain and is subject to a number of factors, such as employment, home prices, credit availability, new home starts and the rate of home foreclosures. For the market approach, we apply market multiples for peer groups to the current operating results of the reporting units to determine each reporting unit's fair value. The Company's reporting units are operating segments, or one level below operating segments when appropriate. When the estimated fair value of a reporting unit is less than its carrying value, we measure and recognize the amount of the goodwill impairment loss based on that difference.

The significant assumptions that are used to determine the estimated fair value for goodwill impairment testing include the following: third-party market forecasts of U.S. new home starts and home repair and remodel spending; management's sales, operating income and cash flow forecasts; peer company EBITDA earnings multiples; the market-participant-based discount rate; and the perpetuity growth rate. Our estimates of reporting unit fair values are based on certain assumptions that may differ from our historical and future actual operating performance. Specifically, assumptions related to growth in the new construction and repair and remodel segments of the U.S. home products markets drive our forecasted sales growth. The market forecasts are developed using independent third-party forecasts from multiple sources. In addition, estimated future operating income and cash flow consider our historical performance at similar levels of sales volume and management's future operating plans as reflected in annual and long-term plans that are reviewed and approved by management.

Certain of our tradenames have been assigned an indefinite life as we currently anticipate that these tradenames will contribute cash flows to the Company indefinitely. Indefinite-lived intangible assets are not amortized, but are evaluated at least annually to determine whether the indefinite useful life is appropriate. We measure the fair value of identifiable intangible assets upon acquisition and we review for impairment annually in the fourth quarter and whenever market or business events indicate there may be a potential impairment of that intangible. Impairment losses are recorded to the extent that the carrying



value of the indefinite-lived intangible asset exceeds its fair value. The significant assumptions that are used to determine the estimated fair value for indefinite-lived intangible assets upon acquisition and subsequent impairment testing are forecasted revenue growth rates; the assumed royalty rates; and the market-participant discount rates.

We first assess qualitative factors to determine whether it is more likely than not that an indefinite-lived intangible asset is impaired. Qualitative factors include changes in volume, customers and the industry. If it is deemed more likely than not that an intangible asset is impaired, we will perform a quantitative impairment test. We measure fair value of our indefinite-lived tradenames using the relief-from-royalty approach which estimates the present value of royalty income that could be hypothetically earned by licensing the brand name to a third party over the remaining useful life. The determination of fair value using this technique requires the use of estimates and assumptions related to forecasted revenue growth rates, the assumed royalty rates and the market-participant discount rates. During our 2021 annual impairment test, of our \$711.1 million indefinite lived tradenames, we tested \$355.4 million quantitatively, and the remainder was assessed using qualitative factors. There were no impairments for the year ended December 31, 2021. See Note 5, "Goodwill and Identifiable Intangible Assets," for additional information.

Events or circumstances that could have a potential negative effect on the estimated fair value of our reporting units and indefinite-lived tradenames include: lower than forecasted revenues, actual new construction and repair and remodel growth rates that fall below our assumptions, actions of key customers, increases in discount rates, continued economic uncertainty, higher levels of unemployment, weak consumer confidence, lower levels of discretionary consumer spending, a decrease in royalty rates and decline in the trading price of our common stock. We cannot predict the occurrence of certain events or changes in circumstances that might adversely affect the carrying value of goodwill and indefinite-lived assets.

**Investments in Equity Securities** In accordance with ASC requirements for investments in equity securities, we utilize the equity method to account for investments when we possess the ability to exercise significant influence, but not control, over the operating and financial policies of the investee. The ability to exercise significant influence is presumed when the investor possesses more than 20% of the voting interests of the investee. This presumption may be overcome based on specific facts and circumstances that demonstrate that the ability to exercise significant influence is restricted. In applying the equity method, we record our investment at cost and subsequently increase or decrease the carrying amount of the investment by our proportionate share of the net earnings or losses of the investee. We record dividends or other equity distributions as reductions in the carrying value of our investment.

When we do not have the ability to exercise significant influence over the operating and financial policies of the investee, we account for non-controlling investments in equity securities at fair value, with any gains or losses recognized through other income and expense. Equity securities without readily determinable fair values are recorded at cost minus impairment, plus or minus any changes resulting from observable price changes in orderly transactions for identical or similar investments of the same issuer.

As of December 31, 2021, all of our investments in our strategic partners where we do not have significant influence over the investee do not have readily determinable fair values. As of December 31, 2021 and 2020, the carrying value of our investments were \$3.5 million and \$3.5 million, respectively, which is included in other assets within our Consolidated Balance Sheet. There were no impairments or other changes resulting from observable price changes recorded during the years ended December 31, 2021, 2020 or 2019.

**Defined Benefit Plans** We have a number of pension plans in the United States, covering many of the Company's employees. In addition, the Company provides postretirement health care and life insurance benefits to certain retirees. Service cost for 2021 relates to benefit accruals for an hourly Union group within the defined benefit plan for our Outdoors & Security segment. All other benefit accruals under our defined benefit pension plans were frozen as of, or prior to, December 31, 2016.

We record amounts relating to these plans based on calculations in accordance with ASC requirements for Compensation – Retirement Benefits, which include various actuarial assumptions, including discount rates, assumed rates of return, compensation increases, turnover rates and health care cost trend rates.

We recognize changes in the fair value of pension plan assets and net actuarial gains or losses in excess of 10 percent of the greater of the fair value of pension plan assets or each plan's projected benefit obligation (the "corridor") in earnings immediately upon remeasurement, which is at least annually in the fourth quarter of each year. We review our actuarial assumptions on an annual basis and make modifications to the assumptions based on current economic conditions and trends. The discount rate used to measure obligations is based on a spot-rate yield curve on a plan-by-plan basis that matches projected future benefit payments with the appropriate interest rate applicable to the timing of the projected future benefit payments. The expected rate of return on plan assets is determined based on the nature of the plans' investments, our current asset allocation and our expectations for long-term rates of return. Compensation increases reflect expected future compensation trends. For postretirement benefits, our health care trend rate assumption is based on historical cost increases and expectations for long-term increases. The cost or benefit of plan changes, such as increasing or decreasing benefits for prior employee service (prior service cost), is deferred and included in expense on a straight-line basis over the average remaining service period of the related employees. We believe that the assumptions utilized in recording obligations under our plans, which are presented in Note 14, "Defined Benefit Plans," are reasonable based on our experience and on advice from our independent actuaries; however, differences in actual experience or changes in the assumptions may materially affect our financial position and results of operations. We will continue to monitor these assumptions as market conditions warrant.

**Insurance Reserves** We provide for expenses associated with workers' compensation and product liability obligations when such amounts are probable and can be reasonably estimated. The accruals are adjusted as new information develops or circumstances change that would affect the estimated liability.

**Litigation Contingencies** Our businesses are subject to risks related to threatened or pending litigation and are routinely defendants in lawsuits associated with the normal conduct of business. Liabilities and costs associated with litigation-related loss contingencies require estimates and judgments based on our knowledge of the facts and circumstances surrounding each matter and the advice of our legal counsel. We record liabilities for litigation-related losses when a loss is probable and we can reasonably estimate the amount of the loss in accordance with ASC requirements for Contingencies. We evaluate the measurement of recorded liabilities each reporting period based on the then-current facts and circumstances specific to each matter. The ultimate losses incurred upon final resolution of litigation-related loss contingencies may differ materially from the estimated liability recorded at any particular balance sheet date. Changes in estimates are recorded in earnings in the period in which such changes occur.

**Income Taxes** In accordance with ASC requirements for Income Taxes, we establish deferred tax liabilities or assets for temporary differences between financial and tax reporting basis and subsequently adjust them to reflect changes in tax rates expected to be in effect when the temporary differences reverse. We record a valuation allowance reducing deferred tax assets when it is more likely than not that such assets will not be realized.

We record liabilities for uncertain income tax positions based on a two-step process. The first step is recognition, where we evaluate whether an individual tax position has a likelihood of greater than 50% of being sustained upon examination based on the technical merits of the position, including resolution of any related appeals or litigation processes. For tax positions that are currently estimated to have a less than 50% likelihood of being sustained, no tax benefit is recorded. For tax positions that have met the recognition threshold in the first step, we perform the second step of measuring the benefit to be recorded. The actual benefits ultimately realized may differ from our estimates. In future periods, changes in facts, circumstances, and new information may require us to change the recognition and measurement estimates with regard to individual tax positions. Changes in recognition and measurement estimates are recorded in the consolidated statement of income and consolidated balance sheet in the period in which such changes occur. As of December 31, 2021, we had liabilities for unrecognized tax benefits pertaining to uncertain tax positions totaling \$83.1 million. It is reasonably possible that the unrecognized tax benefits may decrease in the range of \$4.1 million to \$41.9 million in the next 12 months primarily as a result of the conclusion of U.S. federal, state and foreign income tax proceedings.

**Revenue Recognition** The Company recognizes revenue for the sale of goods based on its assessment of when control transfers to our customers. See Note 13, “Revenue,” for additional information.

**Cost of Products Sold** Cost of products sold includes all costs to make products saleable, such as labor costs, inbound freight, purchasing and receiving costs, inspection costs and internal transfer costs. In addition, all depreciation expense associated with assets used to manufacture products and make them saleable is included in cost of products sold.

**Customer Program Costs** Customer programs and incentives are a common practice in our businesses. Our businesses incur customer program costs to obtain favorable product placement, to promote sales of products and to maintain competitive pricing. We record estimates to reduce revenue for customer programs and incentives, which are considered variable consideration, and include price discounts, volume-based incentives, promotions and cooperative advertising when revenue is recognized in order to determine the amount of consideration the Company will ultimately be entitled to receive. These estimates are based on historical and projected experience for each type of customer. In addition, for certain customer program incentives, we receive an identifiable benefit (goods or services) in exchange for the consideration given and record the associated expenditure in selling, general and administrative expenses. Volume allowances are accrued based on management’s estimates of customer volume achievement and other factors incorporated into customer agreements, such as new products, store sell-through, merchandising support, levels of returns and customer training. Management periodically reviews accruals for these rebates and allowances, and adjusts accruals when circumstances indicate (typically as a result of a change in volume expectations). The costs typically recognized in selling, general and administrative expenses include product displays, point of sale materials and media production costs. The costs included in the selling, general and administrative expenses category were \$63.5 million, \$64.7 million and \$66.3 million for the years ended December 31, 2021, 2020 and 2019, respectively.

**Selling, General and Administrative Expenses** Selling, general and administrative expenses include advertising costs; marketing costs; selling costs, including commissions; research and development costs; shipping and handling costs, including warehousing costs; and general and administrative expenses. Shipping and handling costs included in selling, general and administrative expenses were \$334.1 million, \$232.6 million and \$225.5 million in 2021, 2020 and 2019, respectively.

Advertising costs, which amounted to \$297.3 million, \$259.4 million and \$251.7 million in 2021, 2020 and 2019, respectively, are principally expensed as incurred. Advertising costs paid to customers as pricing rebates include product displays, marketing administration costs, media production costs and point of sale materials. Advertising costs recorded as a reduction to net sales, primarily cooperative advertising, were \$65.1 million, \$66.7 million and \$74.0 million in 2021, 2020 and 2019, respectively. Advertising costs recorded in selling, general and administrative expenses were \$232.2 million, \$192.7 million and \$177.7 million in 2021, 2020 and 2019, respectively.

Research and development expenses include product development, product improvement, product engineering and process improvement costs. Research and development expenses, which were \$65.6 million, \$49.9 million and \$48.2 million in 2021, 2020 and 2019, respectively, are expensed as incurred within selling, general and administrative expenses.

**Stock-based Compensation** Stock-based compensation expense, measured as the fair value of an award on the date of grant, is recognized in the financial statements over the period that an employee is required to provide services in exchange for the award. Compensation expense is recorded net of forfeitures, which we have elected to record in the period they occur. The fair value of each option award is measured on the date of grant using the Black-Scholes option-pricing model. The fair value of each performance share award is based on the average of the high and low share prices on the date of grant and the probability of meeting performance targets. The fair value of each restricted stock unit granted is equal to the average of the high and low share prices on the date of grant. See Note 12, “Stock-Based Compensation,” for additional information.

**Earnings Per Share** Earnings per common share is calculated by dividing net income attributable to Fortune Brands by the weighted-average number of shares of common stock outstanding during the year. Diluted earnings per common share include the impact of all potentially dilutive securities outstanding during the year. See Note 19, "Earnings Per Share," for further discussion.

**Foreign Currency Translation** Foreign currency balance sheet accounts are translated into U.S. dollars at the actual rates of exchange at the balance sheet date. Income and expenses are translated at the average rates of exchange in effect during the period for the foreign subsidiaries where the local currency is the functional currency. The related translation adjustments are made directly to a separate component of the "accumulated other comprehensive income" ("AOCI") caption in equity. Transactions denominated in a currency other than the functional currency of a subsidiary are translated into functional currency with resulting transaction gains or losses recorded in other expense, net.

**Derivative Financial Instruments** In accordance with ASC requirements for Derivatives and Hedging, we recognize all derivative contracts as either assets or liabilities on the balance sheet, and the measurement of those instruments is at fair value. If the derivative is designated as a fair value hedge and is effective, the changes in the fair value of the derivative and of the hedged item attributable to the hedged risk are recognized in earnings in the same period. If the derivative is designated as a cash flow hedge, the changes in the fair value of the derivative are recorded in other comprehensive income ("OCI") and are recognized in the consolidated statement of income when the hedged item affects earnings. If the derivative is designated as an effective economic hedge of the net investment in a foreign operation, the changes in the fair value of the derivative is reported in the cumulative translation adjustment section of OCI. Similar to foreign currency translation adjustments, these changes in fair value are recognized in earnings only when realized upon sale or upon complete or substantially complete liquidation of the investment in the foreign entity.

Deferred currency gains (loss) of \$0.3 million, \$(3.0) million and \$4.1 million (before tax impact) were reclassified into earnings for the years ended December 31, 2021, 2020 and 2019, respectively. Based on foreign exchange rates as of December 31, 2021, we estimate that \$1.9 million of net derivative gain included in AOCI as of December 31, 2021, will be reclassified to earnings within the next twelve months.

## **Recently Issued Accounting Standards**

### *Simplifying the Accounting for Income Taxes*

In December 2019, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2019-12, which is intended to simplify accounting for income taxes and improve consistency in application. ASU 2019-12 amends certain elements of income tax accounting, including but not limited to intraperiod tax allocations, step-ups in tax basis of goodwill, and calculating taxes on year-to-date losses in interim periods. The guidance was effective for the Company's fiscal year beginning January 1, 2021. The adoption of this guidance did not have a material effect on our financial statements.

### *Effects of Reference Rate Reform*

In March 2020, the FASB issued ASU 2020-04, which provides relief from accounting analysis and impacts that may otherwise be required for modifications to agreements necessitated by reference rate reform. It also provides optional expedients to enable the continuance of hedge accounting where certain hedging relationships are impacted by reference rate reform. In January 2021, the FASB issued ASU 2021-01 which further clarifies the scope of ASU 2020-04. This optional guidance is effective immediately, and available to be used through December 31, 2022. The adoption of this guidance did not have a material effect on our financial statements.



### Disclosures by Business Entities About Government Assistance

In November 2021, the FASB issued ASU 2021-10, Government Assistance (Topic 832). The new guidance, codified in ASC 832, requires business entities that account for transactions with a government by applying a grant or contribution model by analogy to disclose information about government assistance recorded during the period. ASU 2021-10 is effective for all entities for annual reporting periods beginning after December 15, 2021. We are assessing the impact that this guidance may have on our financial statements.

### 3. Balance Sheet Information

Supplemental information on our year-end consolidated balance sheets is as follows:

<i>(In millions)</i>	2021	2020
Inventories:		
Raw materials and supplies	\$ 455.1	\$ 346.6
Work in process	93.0	76.7
Finished products	645.7	443.9
Total inventories	\$ 1,193.8	\$ 867.2
Property, plant and equipment:		
Land and improvements	\$ 76.6	\$ 75.9
Buildings and improvements to leaseholds	551.5	552.4
Machinery and equipment	1,461.9	1,411.5
Construction in progress	188.0	110.3
Property, plant and equipment, gross	2,278.0	2,150.1
Less: accumulated depreciation	1,268.5	1,232.7
Property, plant and equipment, net of accumulated depreciation	\$ 1,009.5	\$ 917.4
Other current liabilities:		
Accrued salaries, wages and other compensation	\$ 178.7	\$ 167.3
Accrued customer programs	250.4	196.2
Accrued taxes	90.1	70.8
Dividends payable	37.8	36.1
Other accrued expenses	249.2	254.2
Total other current liabilities	\$ 806.2	\$ 724.6

### 4. Acquisitions and Dispositions

#### *Flo Technologies*

In 2018 our Plumbing segment entered into a strategic partnership with, and acquired non-controlling equity interests in, Flo Technologies, Inc. ("Flo"), a U.S. manufacturer of comprehensive water monitoring and shut-off systems with leak detection technologies. In January 2020, we entered into an agreement to acquire 100% of the outstanding shares of Flo in a multi-phase transaction which was completed in January 2022. As part of this agreement, we acquired additional shares for \$44.2 million in cash, including direct transactions costs, and entered into a forward contract to purchase all remaining shares of Flo at a future date in exchange for an additional \$7.9 million in cash, which is included in other assets in our consolidated balance sheet. In April 2020, we acquired additional shares of Flo under a separate option agreement which resulted in a non-cash gain of \$4.4 million on the forward contract as included within other income for the year-ended December 31, 2020.

As of December 31, 2020, we owned approximately 80% of Flo's outstanding shares. Starting in the first quarter of 2020, we applied the equity method of accounting to our investment in Flo as the minority stockholders had substantive participating rights which precluded consolidation in our results of operations and statements of financial position and cash flows. Immediately prior to applying the equity method of accounting, we recognized a non-cash gain of \$6.6 million within other income during the year-

ended December 31, 2020 related to the remeasurement of our previously existing investment in Flo. The carrying value of our investment as of December 31, 2020 was \$76.2 million.

The minority shareholders' substantive participating rights expired on January 1, 2021, at which time we obtained control of and began consolidating Flo in our results of operations and statements of financial positions and cash flows. Immediately prior to consolidating Flo, we recognized a non-cash loss of \$4.5 million within other expense for the year-ended December 31, 2021, related to the remeasurement of our previously existing investment in Flo. The fair value allocated to assets acquired and liabilities assumed as of January 1, 2021 was \$87.8 million, net of cash acquired of \$9.7 million, which includes \$65.3 million of goodwill. Goodwill includes expected sales and cost synergies and is not expected to be deductible for income tax purposes. During the fourth quarter of 2021, we recorded a mark-to-market expense of \$2.2 million related to the remaining shares held by the minority shareholders. Flo's net sales and operating income for the year-ended December 31, 2021 were not material to the Company.

### *Larson Manufacturing*

In December 2020, we acquired 100% of the outstanding equity of Larson, the North American market leading brand of storm, screen and security doors. Larson also sells related outdoor living products including retractable screens and porch windows. The acquisition of Larson is aligned with our strategic focus on the fast-growing outdoor living space. The Company completed the acquisition for a total purchase price of approximately \$717.5 million, net of cash acquired. We financed the transaction with borrowings under our existing credit facilities. The financial results of Larson were included in the Company's December 31, 2021 and 2020 consolidated balance sheets and the Company's consolidated statements of income and statements of cash flow beginning January 2021. Larson's net sales, operating income and cash flows from the date of acquisition to December 31, 2020 were not material to the Company. The results of operations are included in the Outdoors & Security segment. We incurred \$4.5 million of Larson acquisition-related transaction costs in the year ended December 31, 2020. The goodwill deductible for income tax purposes is approximately \$290 million.

The following table summarizes the final allocation of the purchase price to the fair value of assets acquired and liabilities assumed as of the date of the acquisition.

<i>(In millions)</i>	
Accounts receivable	\$ 42.3
Inventories	49.8
Property, plant and equipment	66.6
Goodwill	307.0
Identifiable intangible assets	313.0
Operating lease assets	6.2
Other assets	3.7
<b>Total assets</b>	<b>788.6</b>
Accounts payable	6.6
Other current liabilities and accruals	32.1
Other non-current liabilities	32.4
<b>Net assets acquired<sup>(a)</sup></b>	<b>\$ 717.5</b>

<sup>(a)</sup> Net assets exclude \$0.4 million of cash transferred to the Company as the result of the Larson acquisition.

Goodwill includes expected sales and cost synergies. The goodwill will be included in our Outdoors & Security segment. Identifiable intangible assets consist of a finite-lived customer relationships asset of \$168.0 million, an indefinite-lived tradename of \$111.0 million and a finite-lived proprietary technology asset of \$34.0 million. The useful life of the customer relationship intangible asset is estimated to be 13 years. The Larson tradename has been assigned an indefinite life as we currently anticipate that this tradename will contribute cash flows to the Company indefinitely. The useful life of the proprietary technology intangible asset is estimated to be 7 years. Customer and contractual relationships and proprietary technology are amortized on a straight-line basis over their useful lives.

The following unaudited pro forma summary presents consolidated financial information as if Larson had been acquired on January 1, 2019. The unaudited pro forma financial information is based on historical results of operations and financial position of the Company and Larson. The pro forma results include:

- estimated amortization of finite-lived intangible asset, including customer relationships and proprietary technology,
- the estimated cost of the inventory adjustment to fair value,
- interest expense associated with debt that would have been incurred in connection with the acquisition,
- the reclassification of Larson transaction costs from 2020 to the first quarter of 2019, and
- the removal of certain transactions recorded in the historical financial statements of Larson related to assets and activities which were retained by the seller, and
- adjustments to conform accounting policies.

The unaudited pro forma financial information does not necessarily represent the results that would have occurred had the acquisition occurred on January 1, 2019. In addition, the unaudited pro forma information should not be deemed to be indicative of future results.

<i>(In millions)</i>	2020		2019
Net sales	\$ 6,493.2	\$	6,100.4
Net income	\$ 592.5	\$	410.8

## 5. Goodwill and Identifiable Intangible Assets

We had goodwill of \$2,465.1 million and \$2,394.8 million as of December 31, 2021 and 2020, respectively. The change in the net carrying amount of goodwill by segment was as follows:

<i>(In millions)</i>	Plumbing	Outdoors & Security	Cabinets	Total Goodwill
Balance at December 31, 2019 <sup>(a)</sup>	\$ 747.3	\$ 417.4	\$ 925.5	\$ 2,090.2
2020 translation adjustments	2.8	0.3	0.6	3.7
Acquisition-related adjustments	—	300.9	—	300.9
Balance at December 31, 2020 <sup>(a)</sup>	\$ 750.1	\$ 718.6	\$ 926.1	\$ 2,394.8
2021 translation adjustments	(1.3)	0.1	0.1	(1.1)
Acquisition-related adjustments	65.3	6.1	—	71.4
Balance at December 31, 2021 <sup>(a)</sup>	\$ 814.1	\$ 724.8	\$ 926.2	\$ 2,465.1

<sup>(a)</sup> Net of accumulated impairment losses of \$399.5 million in the Outdoors & Security segment.

The gross carrying value and accumulated amortization by class of intangible assets as of December 31, 2021 and 2020 were as follows:

<i>(In millions)</i>	As of December 31, 2021			As of December 31, 2020		
	Gross Carrying Amounts	Accumulated Amortization	Net Book Value	Gross Carrying Amounts	Accumulated Amortization	Net Book Value
Indefinite-lived tradenames	\$ 711.1	\$ —	\$ 711.1	\$ 711.0	\$ —	\$ 711.0
Amortizable intangible assets						
Tradenames	36.4	(15.5)	20.9	34.8	(14.0)	20.8
Customer and contractual relationships	975.7	(388.2)	587.5	973.2	(337.3)	635.9
Patents/proprietary technology	133.1	(68.8)	64.3	109.6	(57.0)	52.6
Total	1,145.2	(472.5)	672.7	1,117.6	(408.3)	709.3
Total identifiable intangibles	\$ 1,856.3	\$ (472.5)	\$ 1,383.8	\$ 1,828.6	\$ (408.3)	\$ 1,420.3

We had identifiable intangible assets, principally tradenames and customer relationships, of \$1,383.8 million and \$1,420.3 million as of December 31, 2021 and 2020, respectively. The \$27.7 million increase in gross identifiable intangible assets was primarily due to the consolidation of Flo.

Amortizable intangible assets, principally customer relationships, are subject to amortization on a straight-line basis over their estimated useful life, ranging from 5 to 30 years, based on the assessment of a number of factors that may impact useful life which include customer attrition rates and other relevant factors. We expect to record intangible amortization of approximately \$62 million in 2022, \$60 million in 2023, \$60 million in 2024, \$60 million in 2025, and \$59 million in 2026.

During the second quarter of 2020, extended closures of luxury plumbing showrooms associated with COVID-19 led to lower than expected sales related to an indefinite-lived tradename within the Plumbing segment, which combined with the updated financial outlook compared to previous forecasts and the continued uncertainty of the pandemic on the sales and profitability related to the tradename led us to conclude that it was more likely than not that the indefinite-lived tradename was impaired. Therefore, we performed an interim impairment test as of June 30, 2020, and as a result we recognized a pre-tax impairment charge of \$13.0 million related to this tradename. We also performed an evaluation of the useful life of this tradename and determined it was no longer indefinite-lived due to changes in long-term management expectations and future operating plans. As a result, the remaining carrying value of this tradename is being amortized over its estimated useful life of 30 years.

In the first quarter of 2020, we recognized an impairment charge of \$9.5 million related to an indefinite-lived tradename in our Cabinets segment. This charge was primarily the result of lower expected sales of custom cabinetry products related to the impact of COVID-19. In the fourth quarter of 2019, we recognized an impairment charge of \$12.0 million related to the same indefinite-lived tradename, which was the result of a strategic shift associated with new segment leadership and acceleration of our capacity rebalancing initiatives from custom cabinetry products to value-based cabinetry products as a result of lower than expected sales of custom cabinetry products compared to prior forecasts. As of December 31, 2021, the carrying value of this tradename was \$29.1 million.

In the third quarter of 2019, we recognized an impairment charge of \$29.5 million related to a second indefinite-lived tradename in our Cabinets segment, which was primarily the result of a continuing shift in consumer demand from semi-custom cabinetry products to value-priced cabinetry products, which led to consecutive downward adjustments of internal sales forecasts and future growth rates associated with the tradename. As of December 31, 2021, the carrying value of this tradename was \$85.0 million.

The fair values of the impaired tradenames were measured using the relief-from-royalty approach, which estimates the present value of royalty income that could be hypothetically earned by licensing the tradename to a third party over its remaining useful life. Some of the more significant assumptions inherent in estimating the fair values include forecasted revenue growth rates, assumed royalty rates, and market-participant discount rates that reflect the level of risk associated with the tradenames' future revenues and profitability. We selected the assumptions used in the financial forecasts using historical data, supplemented by current and anticipated market conditions, estimated growth rates, and management plans. These assumptions represent level 3 inputs of the fair value hierarchy (refer to Note 9).

A reduction in the estimated fair value of any of our tradenames could trigger impairment charges in future periods. Events or circumstances that could have a potential negative effect on the estimated fair value of our reporting units and indefinite-lived tradenames include: lower than forecasted revenues, more severe impacts of the COVID-19 pandemic than currently expected, actual new construction and repair and remodel growth rates that fall below our assumptions, actions of key customers, increases in discount rates, continued economic uncertainty, higher levels of unemployment, weak consumer confidence, lower levels of discretionary consumer spending, a decrease in royalty rates and a decline in the trading price of our common stock. We cannot predict the occurrence of certain events or changes in circumstances that might adversely affect the carrying value of goodwill and indefinite-lived assets.

There were no impairments for the year ended December 31, 2021. The significant assumptions used to estimate the fair values of the tradenames impaired during the years ended December 31, 2020 and 2019 were as follows:

Unobservable Input	2020			2019		
	Minimum	Maximum	Weighted Average <sup>(a)</sup>	Minimum	Maximum	Weighted Average <sup>(a)</sup>
Discount rates	14.8%	15.8%	15.1%	13.0%	13.5%	13.3%
Royalty rates <sup>(b)</sup>	4.0%	5.0%	4.3%	3.0%	4.0%	3.3%
Long-term revenue growth rates <sup>(c)</sup>	1.0%	3.0%	1.6%	3.0%	3.0%	3.0%

<sup>(a)</sup> Weighted by relative fair value of the impaired tradenames.

<sup>(b)</sup> Represents estimated percentage of sales a market-participant would pay to license the impaired tradenames.

<sup>(c)</sup> Selected long-term revenue growth rate within 10-year projection period of the impaired tradenames.

## 6. Leases

We have operating and finance leases for buildings and certain machinery and equipment. Operating leases are included in operating lease assets, other current liabilities, and operating lease liabilities in our consolidated balance sheets. Amounts recognized for finance leases as of and for the years ended December 31, 2021 and 2020 were immaterial.

Operating lease expense recognized in the consolidated statement of comprehensive income for the years ended December 31, 2021, 2020 and 2019 and were \$60.3 million, \$53.9 million and \$51.0 million, respectively, including approximately \$11.2 million, \$9.3 million and \$8.2 million of short-term and variable lease costs for the years ended December 31, 2021, 2020 and 2019, respectively.



Other information related to leases was as follows:

<i>(In millions, except lease term and discount rate)</i>	December 31, 2021	December 31, 2020	December 31, 2019
Cash paid for amounts included in the measurement of lease liabilities:			
Operating cash flows from operating leases	\$ 48.0	\$ 43.5	\$ 41.3
Right-of-use assets obtained in exchange for operating lease obligations	\$ 69.7	\$ 40.5	\$ 24.5
Weighted average remaining lease term - operating leases	6.1 years	6.4 years	7.1 years
Weighted average discount rate - operating leases	3.3%	3.8%	4.2%

Total lease payments under non-cancellable operating leases as of December 31, 2021 were as follows:

<i>(In millions)</i>		
<b>Year Ending December 31,</b>		
2022		\$ 48.2
2023		43.3
2024		34.0
2025		24.6
2026		20.4
Thereafter		<u>55.2</u>
Total lease payments		225.7
Less imputed interest		<u>(24.2)</u>
Total		<u>\$ 201.5</u>
<b>Reported as of December 31, 2021</b>		
Other current liabilities		\$ 42.7
Operating lease liabilities		<u>158.8</u>
Total		<u>\$ 201.5</u>

## 7. External Debt and Financing Arrangements

### *Unsecured Senior Notes*

At December 31, 2021, the Company had aggregate outstanding notes in the principal amount of \$1.8 billion, with varying maturities (the “Notes”). The Notes are unsecured senior obligations of the Company. The following table provides a summary of the Company’s outstanding Notes, including the carrying value of the Notes, net of underwriting commissions, price discounts, and debt issuance costs as of December 31, 2021 and December 31, 2020:

<i>(in millions)</i>	Coupon Rate	Principal Amount	Issuance Date	Maturity Date	Net Carrying Value	
					December 31, 2021	December 31, 2020
4.000% Senior Notes		\$ 500.0	June 2015	June 2025	\$ 497.4	\$ 496.6
4.000% Senior Notes		600.0	September 2018	September 2023	598.2	597.1
3.250% Senior Notes		<u>700.0</u>	September 2019	September 2029	<u>694.2</u>	<u>693.5</u>
Total Senior Notes		\$ 1,800.0			\$ 1,789.8	\$ 1,787.2

During June 2020, we repaid all outstanding 3.000% Senior Notes issued in June 2015 at their maturity date using borrowings under our 2019 Revolving Credit Agreement (as defined below). In September 2019, we issued \$700 million of 3.25% Senior Notes due 2029 (“2019 Notes”) in a registered public

offering. The Company used the proceeds from the 2019 Notes offering to repay in full the Company's \$350 million term loan and to pay down outstanding balances under our revolving credit facility.

In September 2018, we issued \$600 million of unsecured senior notes ("2018 Notes") in a registered public offering. The 2018 Notes are due in 2023 with a coupon rate of 4%. We used the proceeds from the 2018 Notes offering to pay down our revolving credit facility.

#### *Credit Facilities*

In November 2021, the Company entered into a 364-day, \$400 million term loan credit agreement ("2021 Term Loan") for general corporate purposes that matures in November 2022. Interest rates under the 2021 Term Loan are variable based on LIBOR at the time of the borrowing and the Company's long-term credit rating and can range from LIBOR + 0.625% to LIBOR + 1.25%. Covenants under the 2021 Term Loan are the same as the existing \$1.25 billion revolving credit agreement. As of December 31, 2021, we were in compliance with all covenants under this facility.

In September 2019, the Company entered into a second amended and restated \$1.25 billion revolving credit facility (the "2019 Revolving Credit Agreement"), and borrowings thereunder will be used for general corporate purposes. The maturity date of the facility is September 2024. Interest rates under the 2019 Revolving Credit Agreement are variable based on LIBOR at the time of the borrowing and the Company's long-term credit rating and can range from LIBOR + 0.91% to LIBOR + 1.4%. Under the 2019 Revolving Credit Agreement, the Company is required to maintain a minimum ratio of consolidated EBITDA to consolidated interest expense of 3.0 to 1.0. Consolidated EBITDA is defined as consolidated net income before interest expense, income taxes, depreciation, amortization of intangible assets, losses from asset impairments, and certain other one-time adjustments. In addition, the Company's ratio of consolidated debt minus certain cash and cash equivalents to consolidated EBITDA generally may not exceed 3.5 to 1.0. On December 31, 2021 and December 31, 2020, our outstanding borrowings under these credit facilities were \$520.0 million and \$785.0 million, respectively, which is included in Long-term debt in the consolidated balance sheets. As of December 31, 2021, we were in compliance with all covenants under this facility.

We currently have uncommitted bank lines of credit in China, which provide for unsecured borrowings for working capital of up to \$17.5 million in aggregate as of December 31, 2021 and December 31, 2020, of which there were no outstanding balances as of December 31, 2021 and 2020. The weighted-average interest rates on these borrowings were zero in both 2021 and 2020.

#### *Commercial Paper*

In November 2021, the Company established a commercial paper program (the "Commercial Paper Program") pursuant to which the Company may issue short-term, unsecured commercial paper notes. Amounts available under the Commercial Paper Program may be borrowed, repaid and re-borrowed, with the aggregate principal amount outstanding at any time not to exceed \$1.25 billion. The Company's 2019 Revolving Credit Agreement is the liquidity backstop for the repayment of any notes issued under the Commercial Paper Program. The Company plans to use net proceeds from any issuances under the Commercial Paper Program for general corporate purposes. There was no commercial paper outstanding as of December 31, 2021.

As of December 31, 2021, the components of long-term debt were as follows:

<i>(In millions)</i>	2021	2020
Notes (due 2023 to 2029)	\$ 1,789.8	\$ 1,787.2
2019 Revolving Credit Agreement	520.0	785.0
2021 Term Loan	400.0	—
Total debt	2,709.8	2,572.2
Less: current portion	400.0	—
Total long-term debt	\$ 2,309.8	\$ 2,572.2

In our debt agreements, there are normal and customary events of default which would permit the lenders to accelerate the debt if not cured within applicable grace periods, such as failure to pay principal or interest when due or a change in control of the Company. There were no events of default as of December 31, 2021.

Debt payments due during the next five years as of December 31, 2021 are \$400 million in 2022, \$600 million in 2023, \$520 million in 2024, \$500 million in 2025, zero in 2026 and \$700 million in 2027 and beyond. Interest payments due during the next five years as of December 31, 2021 are \$78 million in 2022, \$124 million in 2023 through 2024, \$56 million in 2025 through 2026 and \$68 million in 2027 and beyond.

## **8. Financial Instruments**

We do not enter into financial instruments for trading or speculative purposes. We principally use financial instruments to reduce the impact of changes in foreign currency exchange rates and commodities used as raw materials in our products. The principal derivative financial instruments we enter into on a routine basis are foreign exchange contracts. Derivative financial instruments are recorded at fair value. The counterparties to derivative contracts are major financial institutions. We are subject to credit risk on these contracts equal to the fair value of these instruments. Management currently believes that the risk of incurring material losses is unlikely and that the losses, if any, would be immaterial to the Company.

Raw materials used by the Company are subject to price volatility caused by weather, supply conditions, geopolitical and economic variables, and other unpredictable external factors. As a result, from time to time, we enter into commodity swaps to manage the price risk associated with forecasted purchases of materials used in our operations. We account for these commodity derivatives as economic hedges or cash flow hedges. Changes in the fair value of economic hedges are recorded directly into current period earnings. The gross notional amount of all commodity derivatives outstanding at December 31, 2021 was \$5.0 million, representing a net settlement asset of zero. The gross notional amount of all commodity derivatives outstanding at December 31, 2020 was \$9.8 million, representing a net settlement asset of \$1.9 million.

We may enter into foreign currency forward contracts to protect against foreign exchange risks associated with certain existing assets and liabilities, forecasted future cash flows, and net investments in foreign subsidiaries. Foreign exchange contracts related to forecasted future cash flows correspond to the periods of the forecasted transactions, which generally do not exceed 12 to 15 months subsequent to the latest balance sheet date.

We may enter into interest rate swap contracts to protect against interest rate risks associated with certain of our debt obligations. Interest rate swap contracts related to forecasted future interest payments correspond to the periods of the forecasted transactions. We account for these derivatives as cash flow hedges. These contracts were immaterial to the financial statements at December 31, 2021.

For derivative instruments that are designated as fair value hedges, the gain or loss on the derivative instrument, as well as the offsetting loss or gain on the hedged item, are recognized on the same line of the consolidated statements of income. The changes in the fair value of cash flow hedges are reported in OCI and are recognized in the consolidated statements of income when the hedged item affects earnings. The changes in fair value for net investment hedges are recognized in the consolidated statements of income when realized upon sale or upon complete or substantially complete liquidation of the investment in the foreign entity. In addition, changes in the fair value of all economic hedge transactions are immediately recognized in current period earnings. Our primary foreign currency hedge contracts pertain to the Canadian dollar, the British pound, the Mexican peso and the Chinese yuan. The gross U.S. dollar equivalent notional amount of all foreign currency derivative hedges outstanding at December 31, 2021 was \$559.0 million, representing a net settlement asset of \$2.7 million. Based on foreign exchange rates as of December 31, 2021, we estimate that \$1.9 million of net derivative gains included in accumulated

other comprehensive income as of December 31, 2021 will be reclassified to earnings within the next twelve months.

The fair values of foreign exchange and commodity derivative instruments on the consolidated balance sheets as of December 31, 2021 and 2020 were:

<i>(In millions)</i>	Location	Fair Value	
		2021	2020
<b>Assets:</b>			
Foreign exchange contracts	Other current assets	\$ 4.1	\$ 3.7
Commodity contracts	Other current assets	—	1.9
	<b>Total assets</b>	<b>\$ 4.1</b>	<b>\$ 5.6</b>
<b>Liabilities:</b>			
Foreign exchange contracts	Other current liabilities	\$ 1.4	\$ 6.5
Commodity contracts	Other current liabilities	0.1	—
	<b>Total liabilities</b>	<b>\$ 1.5</b>	<b>\$ 6.5</b>

The effects of derivative financial instruments on the consolidated statements of income in 2021, 2020 and 2019 were:

(In millions)

	Classification and Amount of Gain (Loss) Recognized in Income on Fair Value and Cash Flow Hedging Relationships		
	2021		
	Cost of products sold	Interest expense	Other expense, net
Total amounts per Consolidated Statements of Income	\$ 4,909.1	\$ 84.4	\$ 0.9
The effects of fair value and cash flow hedging:			
Gain (loss) on fair value hedging relationships			
Foreign exchange contracts:			
Hedged items	—	—	(4.7)
Derivative designated as hedging instruments	—	—	1.6
Gain (loss) on cash flow hedging relationships			
Foreign exchange contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	0.3	—	—
Commodity contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	1.3	—	—
Interest rate contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	—	0.6	—

(In millions)

	Classification and Amount of Gain (Loss) Recognized in Income on Fair Value and Cash Flow Hedging Relationships		
	2020		
	Cost of products sold	Interest expense	Other income, net
Total amounts per Consolidated Statements of Income	\$ 3,925.9	\$ 83.9	\$ 13.3
The effects of fair value and cash flow hedging:			
Gain (loss) on fair value hedging relationships			
Foreign exchange contracts:			
Hedged items	—	—	2.9
Derivative designated as hedging instruments	—	—	(1.8)
Gain (loss) on cash flow hedging relationships			
Foreign exchange contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	(3.0)	—	—
Commodity contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	—	—	—
Interest rate contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	—	0.6	—



(In millions)

	Classification and Amount of Gain (Loss) Recognized in Income on Fair Value and Cash Flow Hedging Relationships		
	2019		
	Cost of products sold	Interest expense	Other expense, net
Total amounts per Consolidated Statements of Income	\$ 3,712.2	\$ 94.2	\$ 29.0
The effects of fair value and cash flow hedging:			
Gain (loss) on fair value hedging relationships			
Foreign exchange contracts:			
Hedged items	—	—	4.0
Derivative designated as hedging instruments	—	—	(3.0)
Gain (loss) on cash flow hedging relationships			
Foreign exchange contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	4.1	—	—
Commodity contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	(0.1)	—	—
Interest rate contracts:			
Amount of gain or (loss) reclassified from accumulated other comprehensive (loss) income into income	—	0.4	—

The cash flow hedges recognized in other comprehensive income were net gains (losses) of \$1.5 million, \$(3.2) million and \$4.8 million in 2021, 2020 and 2019 respectively.

## 9. Fair Value Measurements

ASC requirements for Fair Value Measurements and Disclosures establish a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three levels. Level 1 inputs, the highest priority, are quoted prices in active markets for identical assets or liabilities. Level 2 inputs reflect other than quoted prices included in level 1 that are either observable directly or through corroboration with observable market data. Level 3 inputs are unobservable inputs due to little or no market activity for the asset or liability, such as internally-developed valuation models. We do not have any assets or liabilities measured at fair value on a recurring basis that are level 3, except for pension assets discussed in Note 14.

The carrying value and fair value of debt as of December 31, 2021 and 2020 were as follows:

(In millions)	December 31, 2021		December 31, 2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Notes, net of underwriting commissions, price discounts and debt issuance costs	\$ 1,789.8	\$ 1,902.9	\$ 1,787.2	\$ 1,994.9
2019 Revolving Credit Agreement	520.0	520.0	785.0	785.0
2021 Term Loan	400.0	400.0	—	—

The estimated fair value of our term loan and revolving credit facility is determined primarily using broker quotes, which are level 2 inputs. The estimated fair value of our Notes is determined by using quoted market prices of our debt securities, which are level 1 inputs.

Assets and liabilities measured at fair value on a recurring basis as of December 31, 2021 and 2020 were as follows:

<i>(In millions)</i>	Fair Value	
	2021	2020
<b>Assets:</b>		
Derivative asset financial instruments (level 2)	\$ 4.1	\$ 5.6
Deferred compensation program assets (level 2)	19.8	16.3
<b>Total assets</b>	<b>\$ 23.9</b>	<b>\$ 21.9</b>
<b>Liabilities:</b>		
Derivative liability financial instruments (level 2)	\$ 1.5	\$ 6.5

The principal derivative financial instruments we enter into on a routine basis are foreign exchange contracts. In addition, from time to time, we enter into commodity swaps. Derivative financial instruments are recorded at fair value.

## 10. Common Stock

The Company has 750 million authorized shares of common stock, par value \$0.01 per share and 60 million authorized shares of preferred stock, par value \$0.01 per share. The number of shares of common stock and treasury stock and the share activity for 2021 and 2020 were as follows:

	Common Shares		Treasury Shares	
	2021	2020	2021	2020
Balance at the beginning of the year	138,660,154	139,555,487	45,406,158	42,335,315
Stock plan shares issued	1,250,550	2,175,510	—	—
Shares surrendered by optionees	(144,280)	(159,089)	144,280	159,089
Common stock repurchases	(4,702,128)	(2,911,754)	4,702,128	2,911,754
<b>Balance at the end of the year</b>	<b>135,064,296</b>	<b>138,660,154</b>	<b>50,252,566</b>	<b>45,406,158</b>

At December 31, 2021, no shares of our preferred stock were outstanding. Our Board of Directors has the authority, without action by the Company's stockholders, to designate and issue our preferred stock in one or more series and to designate the rights, preferences, limitations and privileges of each series of preferred stock, which may be greater than the rights of the Company's common stock.

In 2021, we repurchased 4.7 million shares of outstanding common stock under the Company's share repurchase program for \$447.7 million. As of December 31, 2021, the Company's total remaining share repurchase authorization under the remaining program was approximately \$414.7 million. The share repurchase program does not obligate the Company to repurchase any specific dollar amount or number of shares and may be suspended or discontinued at any time.

## 11. Accumulated Other Comprehensive Income (Loss)

The reclassifications out of accumulated other comprehensive income (loss) for the years ended December 31, 2021 and 2020 were as follows:

<i>(In millions)</i>		Affected Line Item in the Consolidated Statements of Income	
Details about Accumulated Other Comprehensive Loss Components	2021	2020	
Gains (losses) on cash flow hedges			
Foreign exchange contracts	\$ 0.3	\$ (3.0)	Cost of products sold
Interest rate contracts	0.6	0.6	Interest expense
Commodity contracts	1.3	—	Cost of products sold
	2.2	(2.4)	Total before tax
	0.2	—	Tax expense
	\$ 2.4	\$ (2.4)	Net of tax
Defined benefit plan items			
Recognition of actuarial losses	\$ (0.8)	\$ (3.2)	(a)
	0.2	0.4	Tax benefit
	\$ (0.6)	\$ (2.8)	Net of tax
<b>Total reclassifications for the period</b>	<b>\$ 1.8</b>	<b>\$ (5.2)</b>	<b>Net of tax</b>

<sup>(a)</sup> These accumulated other comprehensive (loss) income components are included in the computation of net periodic benefit cost. Refer to Note 14, "Defined Benefit Plans," for additional information.

Total accumulated other comprehensive income (loss) consists of net income and other changes in business equity from transactions and other events from sources other than stockholders. It includes currency translation gains and losses, unrealized gains and losses from derivative instruments designated as cash flow hedges, and defined benefit plan adjustments. The after-tax components of and changes in accumulated other comprehensive (loss) income were as follows:

<i>(In millions)</i>	Foreign Currency Adjustments	Derivative Hedging Gain (Loss)	Defined Benefit Plan Adjustments	Accumulated Other Comprehensive (Loss) Income
Balance at December 31, 2018	\$ (25.3)	\$ 4.2	\$ (45.9)	\$ (67.0)
Amounts classified into accumulated other comprehensive (loss) income	13.8	5.1	(37.9)	(19.0)
Amounts reclassified into earnings	—	(3.8)	25.8	22.0
Adoption of ASU 2018-02			(8.6)	(8.6)
Net current period other comprehensive (loss) income	13.8	1.3	(20.7)	(5.6)
Balance at December 31, 2019	\$ (11.5)	\$ 5.5	\$ (66.6)	\$ (72.6)
Amounts classified into accumulated other comprehensive (loss) income	18.7	(3.7)	(2.7)	12.3
Amounts reclassified into earnings	—	2.4	2.8	5.2
Net current period other comprehensive (loss) income	18.7	(1.3)	0.1	17.5
Balance at December 31, 2020	\$ 7.2	\$ 4.2	\$ (66.5)	\$ (55.1)
Amounts classified into accumulated other comprehensive (loss) income	(3.9)	1.1	35.1	32.3
Amounts reclassified into earnings	—	(2.4)	0.6	(1.8)
Net current period other comprehensive (loss) income	(3.9)	(1.3)	35.7	30.5
Balance at December 31, 2021	\$ 3.3	\$ 2.9	\$ (30.8)	\$ (24.6)

## 12. Stock-Based Compensation

As of December 31, 2021, we had awards outstanding under two Long-Term Incentive Plans, the Fortune Brands Home & Security, Inc. 2013 Long-Term Incentive Plan (the “Plan”) and the 2011 Long-Term Incentive Plan (the “2011 Plan”, and together with the Plan - the “Plans”). No new stock-based awards can be made under the 2011 Plan, but there are outstanding stock options under the 2011 Plan that continue to be exercisable. Our stockholders approved the Plan in 2013, which provides for the granting of stock options, performance share awards, restricted stock units, and other equity-based awards, to employees, directors and consultants. As of December 31, 2021, approximately 2.2 million shares of common stock remained authorized for issuance under the Plan. In addition, shares of common stock that were granted and subsequently expired, terminated, cancelled or forfeited, or were used to satisfy the required withholding taxes with respect to existing awards under the Plans may be recycled back into the total numbers of shares available for issuance under the Plan. Upon the exercise or payment of stock-based awards, shares of common stock are issued from authorized common shares.

Stock-based compensation expense was as follows:

<i>(In millions)</i>	2021	2020	2019
Restricted stock units	\$ 24.0	\$ 21.5	\$ 19.4
Stock option awards	6.1	5.3	7.0
Performance awards	23.0	22.6	4.2
Director awards	1.3	0.9	1.2
Total pre-tax expense	54.4	50.3	31.8
Tax benefit	9.9	8.7	6.0
Total after tax expense	\$ 44.5	\$ 41.6	\$ 25.8

Included in compensation costs are cash-settled restricted stock units of \$3.3 million, \$2.3 million and \$1.4 million that are classified as a liability as of December 31, 2021, 2020 and 2019, respectively. Compensation costs that were capitalized in inventory were not material.

### Restricted Stock Units

Restricted stock units (“RSUs”) have been granted to officers and certain employees of the Company and represent the right to receive shares of Company common stock subject to continued employment through each vesting date. RSUs generally vest ratably over a three-year period. In addition, certain employees can elect to defer receipt of a portion of their RSU awards upon vesting. Compensation cost is recognized over the service period. We calculate the fair value of each RSU granted by using the average of the high and low share prices on the date of grant.

A summary of activity with respect to RSUs outstanding under the Plans for the year ended December 31, 2021 was as follows:

	Number of Restricted Stock Units	Weighted-Average Grant-Date Fair Value
Non-vested at December 31, 2020	708,338	\$ 61.48
Granted	263,536	\$ 90.02
Vested	(359,290)	\$ 59.98
Forfeited	(39,982)	\$ 74.20
Non-vested at December 31, 2021	572,602	\$ 74.92

The remaining unrecognized pre-tax compensation cost related to RSUs at December 31, 2021 was approximately \$21.4 million, and the weighted-average period of time over which this cost will be recognized is 1.8 years. The fair value of RSUs that vested during 2021, 2020 and 2019 was \$22.2 million, \$24.0 million and \$15.2 million, respectively.

## Stock Option Awards

Stock options were granted to officers and certain employees of the Company and represent the right to purchase shares of Company common stock subject to continued employment through each vesting date. Stock options granted under the Plans generally vest over a three-year period and generally have a maturity of ten years from the grant date.

All stock-based compensation to employees is required to be measured at fair value and expensed over the requisite service period. We recognize compensation expense on awards on a straight-line basis over the requisite service period for the entire award.

The fair value of Fortune Brands options was estimated at the date of grant using a Black-Scholes option pricing model with the assumptions shown in the following table:

	2021	2020	2019
Current expected dividend yield	1.2%	1.4%	1.5%
Expected volatility	35.1%	25.9%	27.0%
Risk-free interest rate	0.6%	1.2%	2.5%
Expected term	5.2	5.3	5.0
	years	years	years

Beginning in 2020, the determination of expected volatility is based on the volatility of Fortune Brands common stock. The determination of expected volatility in prior years is based on a blended peer group volatility for companies in similar industries, at a similar stage of life and with similar market capitalization. The risk-free interest rate is based on U.S. government issues with a remaining term equal to the expected life of the stock options. The expected term is the period over which our employees are expected to hold their options. The expected term was determined based on the historical employee exercise behavior and the contractual term of the options. The dividend yield is based on the Company's estimated dividend over the expected term. The weighted-average grant date fair value of stock options granted under the Plans during the years ended December 31, 2021, 2020 and 2019 was \$24.55, \$15.21 and \$11.36, respectively.

A summary of Fortune Brands stock option activity related to Fortune Brands and former employees of Fortune Brands, Inc., the Company from which we spun off from in 2011, for the year ended December 31, 2021 was as follows:

	Options	Weighted-Average Exercise Price
Outstanding at December 31, 2020	2,539,029	\$ 55.54
Granted	277,038	\$ 86.94
Exercised	(848,895)	\$ 49.27
Expired/forfeited	(20,378)	\$ 72.54
<b>Outstanding at December 31, 2021</b>	<b>1,946,794</b>	<b>\$ 62.56</b>

Options outstanding and exercisable at December 31, 2021 were as follows:

Range Of Exercise Prices	Options Outstanding <sup>(a)</sup>			Options Exercisable <sup>(b)</sup>		
	Options Outstanding	Weighted-Average Remaining Contractual Life	Weighted-Average Exercise Price	Options Exercisable	Weighted-Average Exercise Price	
\$13.00 to \$20.00	4,556	0.15	\$ 19.46	4,556	\$ 19.46	
\$20.01 to \$87.54	1,942,238	6.69	\$ 62.67	1,217,180	\$ 56.22	
	<b>1,946,794</b>	<b>6.68</b>	<b>\$ 62.56</b>	<b>1,221,736</b>	<b>\$ 56.07</b>	

<sup>(a)</sup> At December 31, 2021, the aggregate intrinsic value of options outstanding was \$86.3 million.

<sup>(b)</sup> At December 31, 2021 the weighted-average remaining contractual life of options exercisable was 5.6 years and the aggregate intrinsic value of options exercisable was \$62.1 million.



The remaining unrecognized compensation cost related to unvested awards at December 31, 2021 was \$6.4 million, and the weighted-average period of time over which this cost will be recognized is 1.7 years. The fair value of options that vested during the years ended December 31, 2021, 2020 and 2019 was \$5.5 million, \$9.4 million and \$7.1 million, respectively. The intrinsic value of Fortune Brands stock options exercised in the years ended December 31, 2021, 2020 and 2019 was \$42.7 million, \$64.0 million and \$26.0 million, respectively.

### Performance Share Awards

Performance share awards were granted to officers and certain employees of the Company and represent the right to earn shares of Company common stock based on the achievement of company-wide non-GAAP performance conditions, including average return on net tangible assets and cumulative EBITDA during the three-year performance period. Compensation cost is amortized into expense over the performance period, which is generally three years, and is based on the probability of meeting performance targets. The fair value of each performance share award is based on the average of the high and low stock price on the date of grant.

The following table summarizes information about performance share awards as of December 31, 2021, as well as activity during the year then ended. The number of performance share awards granted are shown below at the target award amounts:

	Number of Performance Share Awards	Weighted- Average Grant-Date Fair Value
Non-vested at December 31, 2020	576,459	\$ 57.54
Granted	194,644	\$ 90.57
Vested	(30,295)	\$ 63.42
Forfeited	(102,072)	\$ 65.06
Non-vested at December 31, 2021	638,736	\$ 66.12

The remaining unrecognized pre-tax compensation cost related to performance share awards at December 31, 2021 was approximately \$20.3 million, and the weighted-average period of time over which this cost will be recognized is 1.6 years. The fair value of performance share awards that vested during 2021 was \$1.9 million (30,295 shares).

### Director Awards

Stock awards are used as part of the compensation provided to outside directors under the Plan. Awards are issued annually in the second quarter. In addition, outside directors can elect to have director cash compensation paid in stock or can elect to defer payment of stock. Compensation cost is expensed at the time of an award based on the fair value of a share at the date of the award. In 2021, 2020 and 2019, we awarded 12,114, 20,181 and 21,746 shares of Company common stock to outside directors with a weighted-average fair value on the date of the award of \$107.73, \$46.82 and \$54.48, respectively.

## 13. Revenue

Our principal performance obligations are the sale of faucets and accessories, fiberglass and steel entry-door systems and locks, safes, safety, security devices and decking, and kitchen and bath cabinets (collectively, “goods” or “products”). We recognize revenue for the sale of goods based on our assessment of when control transfers to our customers. Revenue is measured as the amount of consideration we expect to receive in exchange for transferring goods to our customers. Payment terms on our product sales normally range from 30 to 90 days. Taxes assessed by a governmental authority that we collect are excluded from revenue. The expected costs associated with our contractual warranties will continue to be recognized as expense when the products are sold. See Note 17, “Product Warranties,” for further discussion.

We record estimates to reduce revenue for customer programs and incentives, which are considered variable consideration, and include price discounts, volume-based incentives, promotions and cooperative advertising when revenue is recognized in order to determine the amount of consideration the Company will ultimately be entitled to receive. These estimates are based on historical and projected experience for each type of customer. In addition, for certain customer program incentives, we receive an identifiable benefit (goods or services) in exchange for the consideration given and record the associated expenditure in selling, general and administrative expenses.

We account for shipping and handling costs that occur after the customer has obtained control of a product as a fulfillment activity (i.e., as an expense) rather than as a promised service (i.e., as a revenue element). These costs are classified within selling, general and administrative expenses.

Settlement of our outstanding accounts receivable balances is normally within 30 to 90 days of the original sale transaction date. Obligations arise for us from customer rights to return our goods for any reason, including among others, product obsolescence, stock rotations, trade-in agreements for newer products and upon termination of a customer contract. We estimate future product returns at the time of sale based on historical experience and record a corresponding refund obligation, which amounted to \$25.3 million and \$30.5 million as of December 31, 2021 and 2020, respectively. Refund obligations are classified within other current liabilities in our consolidated balance sheet. Return assets related to the refund obligation are measured at the carrying amount of the goods at the time of sale, less any expected costs to recover the goods and any expected reduction in value. Return assets are classified within other current assets and were approximately \$2.2 million and \$2.9 million as of December 31, 2021 and 2020, respectively.

The Company disaggregates revenue from contracts with customers into (i) major sales distribution channels in the U.S. and (ii) total sales to customers outside the U.S. market as these categories depict the nature, amount, timing and uncertainty of revenues and cash flows that are affected by economic factors. The following table disaggregates our consolidated revenue by major sales distribution channels for the years ended December 31, 2021, 2020 and 2019.

<i>(In millions)</i>	December 31, 2021	December 31, 2020	December 31, 2019
Wholesalers <sup>(a)</sup>	\$ 3,517.2	\$ 2,720.6	\$ 2,682.8
Home Center retailers <sup>(b)</sup>	2,185.5	1,808.1	1,606.7
Other retailers <sup>(c)</sup>	440.6	345.6	304.8
Builder direct	259.5	220.0	229.4
U.S. net sales	6,402.8	5,094.3	4,823.7
International <sup>(d)</sup>	1,253.3	996.0	940.9
<b>Net sales</b>	<b>\$ 7,656.1</b>	<b>\$ 6,090.3</b>	<b>\$ 5,764.6</b>

<sup>(a)</sup> Represents sales to customers whose business is oriented towards builders, professional trades and home remodelers, inclusive of sales through our customers' respective internet website portals.

<sup>(b)</sup> Represents sales to the three largest "Do-It-Yourself" retailers; The Home Depot, Inc., Lowes Companies, Inc. and Menards, Inc., inclusive of sales through their respective internet website portals.

<sup>(c)</sup> Represents sales principally to our mass merchant and standalone independent e-commerce customers.

<sup>(d)</sup> Represents sales in markets outside the United States, principally in China, Canada, Europe and Mexico.

## Practical Expedients

Incremental costs of obtaining a contract include only those costs the Company incurs that would not have been incurred if the contract had not been obtained. These costs are required to be recognized as assets and amortized over the period that the related goods or services transfer to the customer. As a practical expedient, we expense as incurred costs to obtain a contract when the expected amortization period is one year or less. These costs are recorded within selling, general and administrative expenses.

## 14. Defined Benefit Plans

We have a number of pension plans in the United States, covering many of the Company's employees; however, the majority of these plans have been frozen to new participants and benefit accruals were frozen for active participants on December 31, 2016. The plans provide for payment of retirement

benefits, mainly commencing between the ages of 55 and 65. After meeting certain qualifications, an employee acquires a vested right to future benefits. The benefits payable under the plans are generally determined on the basis of an employee's length of service and/or earnings. Employer contributions to the plans are made, as necessary, to ensure legal funding requirements are satisfied. Also, from time to time, we may make contributions in excess of the legal funding requirements. Service cost for 2021 relates to benefit accruals for an hourly Union group within the defined benefit plan for our Outdoors & Security segment. All other benefit accruals under our defined benefit pension plans were frozen as of, or prior to, December 31, 2016.

Net actuarial gains and losses occur when actual experience differs from any of the assumptions used to value defined benefit plans or when assumptions change as they may each year. The primary factors contributing to actuarial gains and losses are changes in the discount rate used to value obligations as of the measurement date and the differences between expected and actual returns on pension plan assets.

In addition, the Company provides postretirement health care and life insurance benefits to certain retirees.

<i>(In millions)</i>	Pension Benefits		Postretirement Benefits	
	2021	2020	2021	2020
Obligations and Funded Status at December 31				
Change in the Projected Benefit Obligation (PBO):				
Projected benefit obligation at beginning of year	\$ 933.5	\$ 877.1	\$ 13.4	\$ 3.6
Projected benefit obligation acquired <sup>(a)</sup>	—	—	—	9.6
Service cost	0.4	0.4	0.6	0.4
Interest cost	24.0	28.3	0.4	0.2
Actuarial (loss) gain	(32.4)	70.6	(0.7)	0.2
Benefits paid	(40.2)	(42.9)	(0.4)	(0.6)
Projected benefit obligation at end of year	\$ 885.3	\$ 933.5	\$ 13.3	\$ 13.4
Accumulated benefit obligation at end of year (excludes the impact of future compensation increases)	\$ 885.3	\$ 933.5	\$ —	\$ —
Change in Plan Assets:				
Fair value of plan assets at beginning of year	\$ 784.9	\$ 677.2	\$ —	\$ —
Actual return on plan assets	48.4	101.3	—	—
Employer contributions	22.9	49.3	0.4	0.6
Benefits paid	(40.2)	(42.9)	(0.4)	(0.6)
Fair value of plan assets at end of year	\$ 816.0	\$ 784.9	\$ —	\$ —
Funded status (Fair value of plan assets less PBO)	\$ (69.3)	\$ (148.6)	\$ (13.3)	\$ (13.4)

(a) Related to the Larson acquisition discussed in Note 4.

The actuarial loss is primarily a result of changes in discount rates from year to year.

The accumulated benefit obligation exceeds the fair value of assets for all pension plans. Amounts recognized in the consolidated balance sheets consist of:

<i>(In millions)</i>	Pension Benefits		Postretirement Benefits	
	2021	2020	2021	2020
Current benefit payment liability	\$ (1.4)	\$ (1.4)	\$ (1.5)	\$ (1.1)
Accrued benefit liability	(67.9)	(147.2)	(11.8)	(12.3)
Net amount recognized	\$ (69.3)	\$ (148.6)	\$ (13.3)	\$ (13.4)

As of December 31, 2021, we adopted the new Society of Actuaries MP-2021 mortality tables resulting in an immaterial decrease in plan benefit obligation and ongoing expenses. As of December 31, 2020, we adopted the new Society of Actuaries MP-2020 mortality tables, resulting in an immaterial increase in plan benefit obligation, and deferred actuarial losses in accumulated other comprehensive income.

The amounts in accumulated other comprehensive loss on the consolidated balance sheets that have not yet been recognized as components of net periodic benefit cost were as follows:

<i>(In millions)</i>	Pension Benefits		Postretirement Benefits	
Net actuarial loss (gain) at December 31, 2019	\$	87.7	\$	(0.3)
Recognition of actuarial loss		(2.7)		(0.1)
Current year actuarial loss		2.1		1.0
Net actuarial loss due to curtailment		(0.6)		—
Net actuarial loss (gain) at December 31, 2020	\$	86.5	\$	0.6
Recognition of actuarial loss		(1.1)		0.3
Current year actuarial gain		(45.8)		(0.9)
Net actuarial loss at December 31, 2021	\$	39.6	\$	(0.0)

Components of net periodic benefit cost were as follows:

<i>(In millions)</i>	Pension Benefits			Postretirement Benefits		
	2021	2020	2019	2021	2020	2019
Service cost	\$ 0.4	\$ 0.4	\$ 0.4	\$ 0.6	\$ 0.4	\$ 0.2
Interest cost	24.0	28.3	32.9	0.4	0.2	0.2
Expected return on plan assets	(34.9)	(32.8)	(35.2)	—	—	—
Recognition of actuarial losses (gains)	1.1	2.7	34.1	(0.3)	0.1	0.6
Settlement/Curtailment losses (gains)	—	0.6	0.1	—	—	(0.1)
Amortization of prior service credits	—	—	—	—	—	0.2
Net periodic benefit (income) cost	\$ (9.4)	\$ (0.8)	\$ 32.3	\$ 0.7	\$ 0.7	\$ 1.1

Assumptions	Pension Benefits			Postretirement Benefits		
	2021	2020	2019	2021	2020	2019
Weighted-Average Assumptions Used to Determine Benefit Obligations at December 31:						
Discount rate	2.9%	2.6%	3.3%	3.9%	5.9%	6.4%
Weighted-Average Assumptions Used to Determine Net Cost for Years Ended December 31:						
Discount rate	2.6%	3.3%	4.4%	5.9%	6.4%	4.2%
Expected long-term rate of return on plan assets	4.4%	4.5%	4.9%	—	—	—

	Postretirement Benefits	
	2021	2020
Assumed Health Care Cost Trend Rates Used to Determine Benefit Obligations and Net Cost at December 31:		
Health care cost trend rate assumed for next year	6.3/6.7 % <sup>(a)</sup>	6.4/7.4 % <sup>(a)</sup>
Rate that the cost trend rate is assumed to decline (the ultimate trend rate)	4.5 %	4.5 %
Year that the rate reaches the ultimate trend rate	2028	2027

(a) The pre-65 initial health care cost trend rate is shown first / followed by the post-65 rate.

## Plan Assets

The fair value of the pension assets by major category of plan assets as of December 31, 2021 and 2020 were as follows:

<i>(In millions)</i>	Total as of balance sheet date	
	2021	2020
Group annuity/insurance contracts (level 3)	\$ 25.5	\$ 24.8
Collective trusts:		
Cash and cash equivalents	10.5	16.0
Equity	221.1	287.6
Fixed income	512.1	410.0
Multi-strategy hedge funds	22.0	24.6
Real estate	24.8	21.9
<b>Total</b>	<b>\$ 816.0</b>	<b>\$ 784.9</b>

A reconciliation of Level 3 measurements was as follows:

<i>(In millions)</i>	Group annuity/ insurance contracts	
	2021	2020
January 1	\$ 24.8	\$ 24.2
Actual return on assets related to assets still held	0.7	0.6
<b>December 31</b>	<b>\$ 25.5</b>	<b>\$ 24.8</b>

Our defined benefit plans Master Trust own a variety of investment assets. All of these investment assets, except for group annuity/insurance contracts are measured using net asset value per share as a practical expedient per ASC 820. Following the retrospective adoption of ASU 2015-07 (Fair Value Measurement (Topic 820): Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share) we excluded all investments measured using net asset value per share in the amount of \$790.5 million and \$760.1 million as of December 31, 2021 and 2020, respectively, from the tabular fair value hierarchy disclosure.

The terms and conditions for redemptions vary for each class of the investment assets valued at net asset value per share as a practical expedient. Real estate assets may be redeemed quarterly with a 45 day redemption notice period. Investment assets in multi-strategy hedge funds may be redeemed semi-annually with a 95 day redemption notice period. Equity, fixed income and cash and cash equivalents have no specified redemption frequency and notice period and may be redeemed daily. As of December 31, 2021 we do not have an intent to sell or otherwise dispose of these investment assets at prices different than the net asset value per share.

Our investment strategy is to optimize investment returns through a diversified portfolio of investments, taking into consideration underlying plan liabilities and asset volatility. The defined benefit asset allocation policy of the plans allow for an equity allocation of 0% to 75%, a fixed income allocation of 25% to 100%, a cash allocation of up to 25% and other investments of up to 20%. Asset allocations are based on the underlying liability structure. All retirement asset allocations are reviewed periodically to ensure the allocation meets the needs of the liability structure.

Our 2022 expected blended long-term rate of return on plan assets of 4.4% was determined based on the nature of the plans' investments, our current asset allocation and projected long-term rates of return from pension investment consultants.



## Estimated Future Retirement Benefit Payments

The following retirement benefit payments are expected to be paid:

<i>(In millions)</i>	Pension Benefits	Postretirement Benefits
2022	\$ 42.6	\$ 1.2
2023	43.4	1.1
2024	44.3	1.1
2025	45.5	1.1
2026	46.4	1.1
Years 2027-2031	237.3	5.9

Estimated future retirement benefit payments above are estimates and could change significantly based on differences between actuarial assumptions and actual events and decisions related to lump sum distribution options that are available to participants in certain plans.

## Defined Contribution Plan Contributions

We sponsor a number of defined contribution plans. Contributions are determined under various formulas. Cash contributions by the Company related to these plans amounted to \$48.4 million, \$36.7 million and \$36.3 million in 2021, 2020 and 2019, respectively.

## 15. Income Taxes

The components of income from continuing operations before income taxes and noncontrolling interests were as follows:

<i>(In millions)</i>	2021	2020	2019
Domestic operations	\$ 836.0	\$ 576.8	\$ 438.2
Foreign operations	169.1	154.0	137.1
Income before income taxes and noncontrolling interests	\$ 1,005.1	\$ 730.8	\$ 575.3

Income tax expense in the consolidated statement of income consisted of the following:

<i>(In millions)</i>	2021	2020	2019
Current			
Federal	\$ 153.0	\$ 100.0	\$ 94.9
Foreign	49.1	55.9	35.1
State and other	30.7	27.5	21.5
Deferred			
Federal	2.5	(1.8)	(6.9)
Foreign	(2.8)	(11.5)	(3.1)
State and Local	0.2	(1.3)	2.5
Total income tax expense	\$ 232.7	\$ 168.8	\$ 144.0

A reconciliation between the federal statutory tax rate and the effective tax rate is as follows:

<i>(In millions)</i>	2021	2020	2019
Income tax expense computed at federal statutory income tax rate	\$ 211.1	\$ 153.5	\$ 120.8
State and local income taxes, net of federal tax benefit	33.9	22.3	18.0
Foreign taxes at a different rate than U.S. federal statutory income tax rate	9.0	3.0	1.4
Provision for foreign earnings repatriation, net	0.3	3.2	0.4
Net adjustments for uncertain tax positions	(12.6)	(0.2)	7.5
Share-based compensation (ASU 2016-09)	(10.4)	(11.5)	(3.7)
Deferred tax impact of state tax rate changes	(0.9)	(0.7)	3.1
Valuation allowance (decrease) increase	4.6	(7.1)	3.4
Expiration of loss carryforwards	—	6.1	—
Miscellaneous other, net	(2.3)	0.2	(6.9)
<b>Income tax expense as reported</b>	<b>\$ 232.7</b>	<b>\$ 168.8</b>	<b>\$ 144.0</b>
<b>Effective income tax rate</b>	<b>23.2%</b>	<b>23.1%</b>	<b>25.0%</b>

The 2021 effective income tax rate was unfavorably impacted by state and local income taxes, foreign income taxed at higher rates and a valuation allowance increase. This expense was offset by favorable benefits for the release of uncertain tax positions, primarily related to statute of limitations lapses, and share-based compensation.

The 2020 and 2019 effective income tax rates were unfavorably impacted by state and local income taxes and foreign income taxed at higher rates. The 2019 effective income tax rate was also unfavorably impacted by increases in uncertain tax positions and valuation allowances. Both 2020 and 2019 expenses were offset by a tax benefit related to share-based compensation.

A reconciliation of the beginning and ending amount of unrecognized tax benefits (“UTBs”) is as follows:

<i>(In millions)</i>	2021	2020	2019
Unrecognized tax benefits—beginning of year	\$ 96.1	\$ 88.0	\$ 83.5
Gross additions—current year tax positions	2.6	7.2	9.2
Gross additions—prior year tax positions	2.0	3.7	2.9
Gross additions (reductions)—purchase accounting adjustments	—	12.1	—
Gross reductions—prior year tax positions	(16.6)	(11.7)	(6.9)
Gross reductions—settlements with taxing authorities	(1.0)	(3.2)	(0.7)
<b>Unrecognized tax benefits—end of year</b>	<b>\$ 83.1</b>	<b>\$ 96.1</b>	<b>\$ 88.0</b>

The amount of UTBs that, if recognized as of December 31, 2021, would affect the Company’s effective tax rate is \$69.2 million. It is reasonably possible that, within the next twelve months, total UTBs may decrease in the range of \$4.1 million to \$41.9 million primarily as a result of the conclusion of U.S. federal, state and foreign income tax proceedings.

The Company classifies interest and penalty accruals related to UTBs as income tax expense. In 2021, the Company recognized an interest and penalty benefit of approximately \$1.9 million. In 2020 and 2019, the Company recognized interest and penalty expenses of approximately \$0.7 million and \$3.0 million, respectively. As of December 31, 2021 and 2020, the Company had accruals for the payment of interest and penalties of \$15.5 million and \$17.6 million, respectively.

The Company files income tax returns in the U.S., various state and foreign jurisdictions. The Company is currently under examination by the U.S. Internal Revenue Service for the periods related to 2017 and 2018. In addition to the U.S., the Company has tax years that remain open and subject to examination by tax authorities in the following major taxing jurisdictions: Canada for years after 2016, Mexico for years after 2016 and China for years after 2017.

The components of net deferred tax assets (liabilities) as of December 31, 2021 and 2020 were as follows:

<i>(In millions)</i>	2021	2020
Deferred tax assets:		
Compensation and benefits	\$ 46.1	\$ 43.3
Defined benefit plans	18.7	38.9
Capitalized inventories	28.4	18.4
Accounts receivable	20.6	16.0
Operating lease liabilities	50.9	43.3
Other accrued expenses	85.5	79.7
Net operating loss and other tax carryforwards	25.3	14.4
Valuation allowance	(20.5)	(9.7)
Miscellaneous	0.1	1.2
Total deferred tax assets	255.1	245.5
Deferred tax liabilities:		
Fixed assets	(98.3)	(86.4)
Intangible assets	(239.0)	(220.9)
Operating lease assets	(48.5)	(43.3)
Other investments	(0.2)	(6.8)
Miscellaneous	(16.3)	(17.8)
Total deferred tax liabilities	(402.3)	(375.2)
Net deferred tax liability	\$ (147.2)	\$ (129.7)

In accordance with ASC requirements for Income Taxes, deferred taxes were classified in the consolidated balance sheets as of December 31, 2021 and 2020 as follows:

<i>(In millions)</i>	2021	2020
Other assets	28.8	30.8
Deferred income taxes	(176.0)	(160.5)
Net deferred tax liability	\$ (147.2)	\$ (129.7)

As of December 31, 2021, and 2020, the Company had deferred tax assets related to net operating losses and other tax carryforwards of \$25.3 million and \$14.4 million, respectively. Approximately \$2.9 million expires between 2022 and 2026, and the remainder will expire in 2027 and thereafter.

The Company evaluated its ability to realize tax benefits associated with deferred tax assets and concluded, based on the available evidence, that it is more likely than not that certain of these deferred tax assets will not be fully realized. The valuation allowance at December 31, 2021, includes amounts set up against acquired federal and state net operating losses of Flo, that are limited in utilization. See Note 4, "Acquisitions and Dispositions" for additional information.

Accumulated foreign earnings and profits of the Company's foreign subsidiaries as of December 31, 2017 were subject to a deemed repatriation tax and should not be subject to additional U.S. federal income tax upon an actual repatriation of these earnings. As of December 31, 2021, the Company has recorded an estimated deferred tax liability of \$7.3 million for foreign and state taxes that will be payable upon distribution of these earnings.

Subsequent to December 31, 2017, we consider the unremitted earnings of certain foreign subsidiaries that impose local country taxes on dividends to be indefinitely reinvested. We have not provided deferred taxes on the remaining book over tax outside basis difference of \$201.1 million related to these subsidiaries. The amount of unrecognized deferred tax liabilities for local country withholding taxes that would be owed related to these earnings is \$13.2 million.

## 16. Restructuring and Other Charges

Pre-tax restructuring and other charges for the year ended December 31, 2021 were as follows:

(In millions)	Year Ended December 31, 2021			
	Restructuring Charges	Other Charges <sup>(a)</sup>		Total Charges
		Cost of Products Sold	SG&A <sup>(b)</sup>	
Plumbing	\$ (1.1)	\$ 2.0	\$ 2.1	\$ 3.0
Outdoors & Security	10.4	—	(0.6)	9.8
Cabinets	4.2	3.7	—	7.9
<b>Total</b>	<b>\$ 13.5</b>	<b>\$ 5.7</b>	<b>\$ 1.5</b>	<b>\$ 20.7</b>

<sup>(a)</sup> "Other Charges" represent charges or gains directly related to restructuring initiatives that cannot be reported as restructuring under GAAP. Such charges or gains may include losses on disposal of inventories, trade receivables allowances from exiting product lines, write-off of displays from exiting a customer relationship, accelerated depreciation resulting from the closure of facilities, and gains and losses on the sale of previously closed facilities.

<sup>(b)</sup> Selling, general and administrative expenses

Restructuring and other charges in 2021 are largely related to severance costs associated with the relocation of manufacturing facilities within our Outdoor & Security and Cabinets segments.

Pre-tax restructuring and other charges for the year ended December 31, 2020 were as follows:

(In millions)	Year Ended December 31, 2020			
	Restructuring Charges	Other Charges <sup>(a)</sup>		Total Charges
		Cost of Products Sold	SG&A <sup>(b)</sup>	
Plumbing	\$ 6.0	\$ 4.4	\$ (1.7)	\$ 8.7
Outdoors & Security	3.0	0.9	—	3.9
Cabinets	5.5	5.1	0.2	10.8
Corporate	1.4	—	0.3	1.7
<b>Total</b>	<b>\$ 15.9</b>	<b>\$ 10.4</b>	<b>\$ (1.2)</b>	<b>\$ 25.1</b>

<sup>(a)</sup> "Other Charges" represent charges or gains directly related to restructuring initiatives that cannot be reported as restructuring under GAAP. Such charges or gains may include losses on disposal of inventories, trade receivables allowances from exiting product lines, write-off of displays from exiting a customer relationship, accelerated depreciation resulting from the closure of facilities, and gains and losses on the sale of previously closed facilities.

<sup>(b)</sup> Selling, general and administrative expenses

Restructuring and other charges in 2020 are largely related to headcount actions associated with COVID-19 across all segments and costs associated with changes in our manufacturing processes within our Plumbing segment.

Pre-tax restructuring and other charges for the year ended December 31, 2019 were as follows:

(In millions)	Year Ended December 31, 2019			
	Restructuring Charges	Other Charges <sup>(a)</sup>		Total Charges
		Cost of Products Sold	SG&A <sup>(b)</sup>	
Plumbing	\$ 2.8	\$ 2.6	\$ 2.8	\$ 8.2
Outdoors & Security	1.7	1.6	—	3.3
Cabinets	10.2	(0.1)	0.6	10.7
<b>Total</b>	<b>\$ 14.7</b>	<b>\$ 4.1</b>	<b>\$ 3.4</b>	<b>\$ 22.2</b>

<sup>(a)</sup> "Other Charges" represent charges or gains directly related to restructuring initiatives that cannot be reported as restructuring under GAAP. Such charges or gains may include losses on disposal of inventories, trade receivables allowances from exiting product lines, write-off of displays from exiting a customer relationship, accelerated depreciation resulting from the closure of facilities, and gains and losses on the sale of previously closed facilities.

<sup>(b)</sup> Selling, general and administrative expenses

Restructuring and other charges in 2019 largely related to severance costs and costs associated with closing facilities across all our segments.

### Reconciliation of Restructuring Liability

(In millions)	Balance at 12/31/20	2021 Provision	Cash Expenditures <sup>(a)</sup>	Non-Cash Write-offs	Balance at 12/31/21
Workforce reduction costs	\$ 6.9	\$ 11.4	\$ (13.6)	\$ -	\$ 4.7
Other	0.7	2.1	(1.8)	-	1.0
	<b>\$ 7.6</b>	<b>\$ 13.5</b>	<b>\$ (15.4)</b>	<b>\$ -</b>	<b>\$ 5.7</b>

<sup>(a)</sup> Cash expenditures primarily related to severance charges.

(In millions)	Balance at 12/31/19	2020 Provision	Cash Expenditures <sup>(a)</sup>	Non-Cash Write-offs	Balance at 12/31/20
Workforce reduction costs	\$ 6.7	\$ 14.6	\$ (14.4)	\$ —	\$ 6.9
Other	0.1	1.3	(0.7)	—	0.7
	<b>\$ 6.8</b>	<b>\$ 15.9</b>	<b>\$ (15.1)</b>	<b>\$ —</b>	<b>\$ 7.6</b>

<sup>(a)</sup> Cash expenditures primarily related to severance charges.

## 17. Commitments

### Purchase Obligations

Purchase obligations of the Company as of December 31, 2021 were \$959.1 million, of which \$900.3 million is due within one year. Purchase obligations include contracts for raw materials and finished goods purchases, selling and administrative services, and capital expenditures.

### Product Warranties

We generally record warranty expense related to contractual warranty terms at the time of sale. We may also provide customer concessions for claims made outside of the contractual warranty terms and those expenses are recorded in the period in which the concession is made. We offer our customers various warranty terms based on the type of product that is sold. Warranty expense is determined based on historic claim experience and the nature of the product category. The following table summarizes activity related to our product warranty liability for the years ended December 31, 2021, 2020 and 2019.

(In millions)	2021	2020	2019
Reserve balance at the beginning of the year	\$ 24.5	\$ 24.7	\$ 24.9
Provision for warranties issued	36.6	25.4	25.4
Settlements made (in cash or in kind)	(35.0)	(27.2)	(25.8)
Acquisition	0.3	1.5	—
Foreign currency	0.1	0.1	0.2
<b>Reserve balance at end of year</b>	<b>\$ 26.5</b>	<b>\$ 24.5</b>	<b>\$ 24.7</b>



## 18. Information on Business Segments

We report our operating segments based on how operating results are regularly reviewed by our chief operating decision maker for making decisions about resource allocations to segments and assessing performance. The Company's operating segments and types of products from which each segment derives revenues are described below.

The Plumbing segment manufactures or assembles and sells faucets, accessories, kitchen sinks and waste disposals, predominantly under the Moen, ROHL, Riobel, Victoria+Albert, Perrin & Rowe and Shaws brands. The Outdoors & Security segment includes fiberglass and steel entry door systems under the Therma-Tru brand name, storm, screen and security doors under the Larson brand name, composite decking and railing under the Fiberon brand name, urethane millwork under the Fypon brand name, locks, safety and security devices, and electronic security products under the Master Lock and American Lock brands, and fire resistant safes, security containers and commercial cabinets under the SentrySafe brand. The Cabinets segment includes stock, semi-custom and custom cabinetry, as well as vanities, for the kitchen, bath and other parts of the home under brand names including AOK, Diamond Brands, KitchenCraft, Homecrest, Omega and EVE. Corporate expenses consist of headquarters administrative expenses. Corporate assets consist primarily of cash.

The Company's subsidiaries operate principally in the United States, Canada, Mexico, China and Western Europe.

<i>(In millions)</i>	2021	2020	2019
<b>Net sales:</b>			
Plumbing	\$ 2,761.2	\$ 2,202.1	\$ 2,027.2
Outdoors & Security	2,039.9	1,419.2	1,348.9
Cabinets	2,855.0	2,469.0	2,388.5
Net sales	\$ 7,656.1	\$ 6,090.3	\$ 5,764.6

Net sales to two of the Company's customers, The Home Depot, Inc. ("The Home Depot") and Lowe's Companies, Inc. ("Lowe's") each accounted for greater than 10% of the Company's net sales in 2021, 2020 and 2019. All segments sell to both The Home Depot and Lowe's. Net sales to The Home Depot were 14%, 15% and 14% of net sales in 2021, 2020 and 2019, respectively. Net sales to Lowe's were 16%, 15% and 14% of net sales in 2021, 2020 and 2019, respectively.

<i>(In millions)</i>	2021	2020	2019
<b>Operating income:</b>			
Plumbing	\$ 629.7	\$ 467.9	\$ 427.6
Outdoors & Security	291.9	201.3	172.3
Cabinets	279.3	235.7	178.3
Corporate	(110.5)	(103.5)	(79.7)
Operating income	\$ 1,090.4	\$ 801.4	\$ 698.5

<i>(In millions)</i>	2021	2020	2019
<b>Total assets:</b>			
Plumbing	\$ 2,614.7	\$ 2,262.9	\$ 2,110.8
Outdoors & Security	2,619.4	2,453.8	1,596.6
Cabinets	2,489.7	2,366.8	2,355.7
Corporate	212.4	275.2	228.2
Total assets	\$ 7,936.2	\$ 7,358.7	\$ 6,291.3
<b>Depreciation expense:</b>			
Plumbing	\$ 37.1	\$ 37.6	\$ 32.0
Outdoors & Security	40.7	33.3	32.3
Cabinets	44.4	47.9	44.3
Corporate	2.8	2.7	2.7
Depreciation expense	\$ 125.0	\$ 121.5	\$ 111.3
<b>Amortization of intangible assets:</b>			
Plumbing	\$ 14.9	\$ 10.8	\$ 10.3
Outdoors & Security	31.5	13.4	13.3
Cabinets	17.7	17.8	17.8
Amortization of intangible assets	\$ 64.1	\$ 42.0	\$ 41.4
<b>Capital expenditures:</b>			
Plumbing	\$ 38.1	\$ 30.5	\$ 35.7
Outdoors & Security	124.2	76.4	63.6
Cabinets	51.6	27.3	30.9
Corporate	0.3	16.3	1.6
Capital expenditures, gross	214.2	150.5	131.8
Less: proceeds from disposition of assets	(1.9)	(1.6)	(4.2)
Capital expenditures, net	\$ 212.3	\$ 148.9	\$ 127.6
<b>Net sales by geographic region <sup>(a)</sup>:</b>			
United States	\$ 6,402.8	\$ 5,094.3	\$ 4,823.7
China	510.4	416.7	355.4
Canada	542.6	414.2	401.0
Other international	200.3	165.1	184.5
Net sales	\$ 7,656.1	\$ 6,090.3	\$ 5,764.6
<b>Property, plant and equipment, net:</b>			
United States	\$ 807.2	\$ 732.4	\$ 641.9
Mexico	122.1	104.7	103.2
Canada	40.4	41.2	43.9
China	23.7	25.0	22.5
Other international	16.1	14.1	12.7
Property, plant and equipment, net	\$ 1,009.5	\$ 917.4	\$ 824.2

<sup>(a)</sup> Based on country of destination

## 19. Earnings Per Share

The computations of earnings per common share were as follows:

<i>(In millions, except per share data)</i>	2021	2020	2019
Net income	\$ 772.4	\$ 554.4	\$ 431.3
Less: Noncontrolling interests	—	1.3	(0.6)
Net income attributable to Fortune Brands	\$ 772.4	\$ 553.1	\$ 431.9
Basic earnings per common share	\$ 5.62	\$ 3.99	\$ 3.09
Diluted earnings per common share	\$ 5.54	\$ 3.94	\$ 3.06
Basic average shares outstanding <sup>(a)</sup>	137.5	138.7	139.9
Stock-based awards	2.0	1.5	1.4
Diluted average shares outstanding <sup>(a)</sup>	139.5	140.2	141.3
Antidilutive stock-based awards excluded from weighted-average number of shares outstanding for diluted earnings per share	0.3	0.8	1.8

<sup>(a)</sup> Reflects the impact of share repurchases during the years ended December 31, 2021, 2020 and 2019, respectively.

## 20. Other Expense (Income), Net

The components of other expense (income), net for the years ended December 31, 2021, 2020 and 2019 were as follows:

<i>(In millions)</i>	2021	2020	2019
Defined benefit plan	\$ (9.1)	\$ (1.3)	\$ 31.9
Foreign currency losses (gains)	6.0	2.8	(0.7)
Losses (gains) on equity investment	5.0	(11.0)	—
Other items, net	(1.0)	(3.8)	(2.2)
Total other expense (income), net	\$ 0.9	\$ (13.3)	\$ 29.0

## **21. Contingencies**

### **Litigation**

The Company is a defendant in lawsuits that are ordinary routine litigation matters incidental to its businesses. It is not possible to predict the outcome of the pending actions, and, as with any litigation, it is possible that these actions could be decided unfavorably to the Company. The Company believes that there are meritorious defenses to these actions and that these actions will not have a material adverse effect upon the Company's results of operations, cash flows or financial condition, and, where appropriate, these actions are being vigorously contested. Accordingly, the Company believes the likelihood of material loss is remote.

### **Environmental**

We are involved in remediation activities to clean up hazardous wastes as required by federal and state laws. Liabilities for remediation costs of each site are based on our best estimate of undiscounted future costs, excluding possible insurance recoveries or recoveries from other third parties. Uncertainties about the status of laws, regulations, technology and information related to individual sites make it difficult to develop estimates of future environmental remediation exposures. Some of the potential liabilities relate to sites we own, and some relate to sites we no longer own or never owned. Several of our subsidiaries have been designated as potentially responsible parties ("PRP") under Superfund or similar state laws. As of December 31, 2021, twelve such instances have not been dismissed, settled or otherwise resolved. In 2021, none of our subsidiaries were identified as a PRP in a new instance and no instances were settled, dismissed or otherwise resolved. In most instances where our subsidiaries are named as a PRP, we enter into cost-sharing arrangements with other PRPs. We give notice to insurance carriers of potential PRP liability, but very rarely, if ever, receive reimbursement from insurance for PRP costs. At December 31, 2021 and 2020, we had accruals of \$0.4 million and \$0.3 million, respectively, relating to environmental compliance and cleanup including, but not limited to, the above mentioned Superfund sites.

## **22. Subsequent Events**

In January 2022, we acquired 100% of the outstanding equity of Solar Innovations LLC, a leading producer of wide-opening exterior door systems and outdoor enclosures, for a total gross purchase price of approximately \$63 million. The acquisition cost is further subject to the final post-closing working capital adjustment. We financed the transaction using cash on hand and borrowings under our existing revolving credit facilities. Solar Innovations will be part of Fortune Brands' Outdoors & Security business segment. Its complementary product offerings will support the segment's outdoor living strategy.

**Item 9. Changes in and Disagreements With Accountants on Accounting and Financial Disclosure.**

None.

**Item 9A. Controls and Procedures.**

(a) Evaluation of Disclosure Controls and Procedures.

The Company's management has evaluated, with the participation of the Company's Chief Executive Officer and Chief Financial Officer, the effectiveness of the Company's disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act) as of the end of the period covered by this report. Based on that evaluation, the Chief Executive Officer and the Chief Financial Officer have concluded that the Company's disclosure controls and procedures were effective as of December 31, 2021.

(b) Management's Report on Internal Control Over Financial Reporting.

Our management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Exchange Act Rule 13a-15(f) and 15d-15(f). Under the supervision and with the participation of our management, including our principal executive officer and principal financial officer, we conducted an evaluation of the effectiveness of our internal control over financial reporting based on the framework in *Internal Control — Integrated Framework* (2013) issued by the Committee of Sponsoring Organization of the Treadway Commission ("COSO"). Based on our evaluation under the framework in *Internal Control — Integrated Framework* (2013) issued by the COSO, our management concluded that our internal control over financial reporting was effective as of December 31, 2021.

PricewaterhouseCoopers LLP, the Company's independent registered public accounting firm, has audited the effectiveness of the Company's internal control over financial reporting as of December 31, 2021, as stated in their report which appears herein.

(c) Changes in Internal Control Over Financial Reporting.

There have not been any changes in the Company's internal control over financial reporting that occurred during the Company's fiscal quarter ended December 31, 2021 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

**Item 9B. Other Information.**

None.

**Item 9C. Disclosure Regarding Foreign Jurisdictions that Prevent Inspections.**

Not applicable.



## **PART III**

### **Item 10. Directors, Executive Officers and Corporate Governance.**

See the information under the captions “Proposal 1 – Election of Directors,” “Corporate Governance - Board Committees - Audit Committee” and “Delinquent Section 16(a) Reports” contained in the 2022 Proxy Statement, which information is incorporated herein by reference. See the information under the caption “information about our Executive Officers” contained in Part I of this Annual Report on Form 10-K.

The Company’s Board of Directors has adopted a Code of Business Conduct & Ethics which sets forth various policies and procedures intended to promote the ethical behavior of all of the Company’s employees. The Company’s Board of Directors has also adopted a Code of Ethics for Senior Financial Officers that applies to the Company’s principal executive officer, principal financial officer and principal accounting officer. The Code of Business Conduct & Ethics and the Code of Ethics for Senior Financial Officers are available, free of charge, on the Company’s website, <http://ir.fbhs.com/governing-high-standards>. A copy of these documents is also available and will be sent to stockholders free of charge upon written request to the Company’s Secretary. Any amendment to, or waiver from, the provisions of the Code of Business Conduct & Ethics or the Code of Ethics for Senior Financial Officers that applies to any of those officers will be posted to the same location on the Company’s website.

### **Item 11. Executive Compensation.**

See the information under the captions “Director Compensation,” “Corporate Governance - Board Committees - Compensation Committee,” “Compensation Committee Interlocks and Insider Participation,” “Compensation Discussion and Analysis,” “2021 Executive Compensation,” “CEO Pay Ratio” and “Compensation Committee Report” contained in the 2022 Proxy Statement, which information is incorporated herein by reference.

### **Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters.**

See the information under the caption “Certain Information Regarding Security Holdings” contained in the 2022 Proxy Statement, which information is incorporated herein by reference. See also the “Equity Compensation Plan Information” table contained in the 2022 Proxy Statement, which information is incorporated herein by reference.

### **Item 13. Certain Relationships and Related Transactions, and Director Independence.**

See the information under the captions “Director Independence,” “Board Committees,” “Policies with Respect to Transactions with Related Persons” and “Certain Relationships and Related Transactions” contained in the 2022 Proxy Statement, which information is incorporated herein by reference.

### **Item 14. Principal Accountant Fees and Services.**

See the information under the captions “Fees of Independent Registered Public Accounting Firm” and “Approval of Audit and Non-Audit Services” in the 2022 Proxy Statement, which information is incorporated herein by reference.

## PART IV

### Item 15. Exhibits and Financial Statement Schedules

- (a) Financial Statements, Financial Statement Schedules and Exhibits.
- (1) Financial Statements (all financial statements listed below are of the Company and its consolidated subsidiaries):
  - Consolidated Statements of Income for the years ended December 31, 2021, 2020 and 2019 contained in Item 8 hereof.
  - Consolidated Statements of Comprehensive Income for the years ended December 31, 2021, 2020 and 2019 contained in Item 8 hereof.
  - Consolidated Balance Sheets as of December 31, 2021 and 2020 contained in Item 8 hereof.
  - Consolidated Statements of Cash Flows for the years ended December 31, 2021, 2020 and 2019 contained in Item 8 hereof.
  - Consolidated Statements of Equity for the years ended December 31, 2021, 2020 and 2019 contained in Item 8 hereof.
  - Notes to Consolidated Financial Statements contained in Item 8 hereof.
  - Report of Independent Registered Public Accounting Firm contained in Item 8 hereof. (PCAOB ID Number: 238)
- (2) Financial Statement Schedules
  - See Financial Statement Schedule of the Company and subsidiaries at page 89.
- (3) Exhibits
  - 2.1. Equity Purchase Agreement dated November 16, 2020 between Fortune Brands Doors, Inc., Fortune Brands Home & Security, Inc. and the owners of Larson Manufacturing Company of South Dakota and its affiliated companies, is incorporated herein by reference to Exhibit 2.1 to the Company's Annual Report on Form 10-K filed on February 24, 2021.
  - 3.1. Restated Certificate of Incorporation of Fortune Brands Home & Security, Inc., dated as of September 27, 2011, is incorporated herein by reference to Exhibit 3(i) to the Company's Quarterly Report on Form 10-Q filed on November 5, 2012.
  - 3.2. Amended and Restated Bylaws of Fortune Brands Home & Security, Inc., effective February 23, 2021, are incorporated herein by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed on February 23, 2021.
  - 4.1. Description of Securities are incorporated herein by reference to Exhibit 4.1 to the Company's Annual Report on Form 10-K filed on February 26, 2020.
  - 4.2. Indenture, dated as of June 15, 2015, by and among Fortune Brands Home & Security, Inc., Wilmington Trust, National Association, as Trustee, and Citibank, N.A., as Securities Agent is incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on June 16, 2015.
  - 4.3. First Supplemental Indenture, dated as of June 15, 2015, by and among Fortune Brands Home & Security, Inc., Wilmington Trust, National Association, as Trustee, and Citibank, N.A., as Securities Agent is incorporated herein by reference to Exhibit 4.2 to the Company's Current Report on Form 8-K filed on June 16, 2015.
  - 4.4. Second Supplemental Indenture, dated as of September 21, 2018, by and among Fortune Brands Home & Security, Inc. Wilmington Trust National Association as Trustee, and Citibank, N.A., as Securities Agent is incorporated by reference to Exhibit 4.2 to the Company's current report on Form 8-K filed on September 21, 2018.

- 4.5. Third Supplemental Indenture, dated as of September 13, 2019, by and among Fortune Brands Home & Security, Inc., Wilmington Trust, National Association, as Trustee, and Citibank, N.A., as Securities Agent is incorporated by reference to Exhibit 4.1 to the Company's current report on Form 8-K filed on September 13, 2019.
- 4.6. Form of global certificate for the Company's 4.000% Senior Notes due 2025 is incorporated herein by reference to Exhibit 4.4 to the Company's Current Report on Form 8-K on June 16, 2015.
- 4.7. Form of global certificate for the Company's 4.000% Senior Notes due 2023 is incorporated herein by reference to Exhibit 4.2 to the Company's Current Report on Form 8-K filed on September 21, 2018.
- 4.8. Form of global certificate for the Company's 3.250% Senior Notes due 2029 is incorporated herein by reference to Exhibit 4.2 to the Company's Current Report on Form 8-K filed on September 13, 2019.
- 10.1. Tax Allocation Agreement, dated as of September 28, 2011, by and between Fortune Brands Home & Security, Inc. and Fortune Brands, Inc. (N/K/A Beam Suntory Inc.) is incorporated herein by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed on September 30, 2011.
- 10.2. Indemnification Agreement, dated as of September 14, 2011, by and between Fortune Brands Home & Security, Inc. and Fortune Brands, Inc. (N/K/A Beam Suntory Inc.) is incorporated herein by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed on September 15, 2011.
- 10.3. \$1,250,000,000 Second Amended and Restated Credit Agreement by and among the Company, the lenders party thereto and JPMorgan Chase Bank, N.A., as Administrative Agent, dated September 30, 2019 is incorporated herein by reference to Exhibit 10.2 to the Company's Quarterly Report on Form 10-Q filed on October 31, 2019.
- 10.4. \$400,000,000 Credit Agreement among the Company, the lenders party thereto and JP Morgan Chase Bank, N.A., as Administrative Agent, dated April 29, 2020, is incorporated herein by reference to Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q filed on May 1, 2020.
- 10.5. 364-Day Term Loan Credit Agreement between Fortune Brands Home & Security, Inc., as borrower, the lenders party thereto and JPMorgan Chase Bank, N.A., as administrative agent, is incorporated herein by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed on December 2, 2021.
- 10.6. Form of Commercial Paper Dealer Agreement between Fortune Brands Home & Security, Inc., as issuer, and the Dealer parties thereto, is incorporated herein by reference to Exhibit 10.2 to the Company's Current Report on Form 8-K filed on December 2, 2021.
- 10.7. Fortune Brands Home & Security, Inc. Annual Executive Incentive Compensation Plan is incorporated herein by reference to Appendix B to the Company's Definitive Proxy Statement filed on March 5, 2013.\*
- 10.8. Fortune Brands Home & Security, Inc. 2011 Long-Term Incentive Plan is incorporated herein by reference to Exhibit 10.1 to the Company's registration Statement on Form S-8 filed on October 3, 2011.\*
- 10.9. Fortune Brands Home & Security, Inc. 2013 Long-Term Incentive Plan is incorporated herein by reference to Appendix A to the Company's Definitive Proxy Statement filed on March 5, 2013.\*
- 10.10. Amendment Number One to the Fortune Brands Home & Security, Inc. 2013 Long-Term Incentive Plan, dated as of August 2, 2016, is incorporated by reference to Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q filed on November 2, 2016.\*
- 10.11. Form of 2012 Option Award Notice and Agreement for awards under the Fortune Brands Home & Security, Inc. 2011 Long-Term Incentive Plan is incorporated herein by reference to Exhibit 10.11 to the Company's Annual Report on Form 10-K filed on February 22, 2012.\*

- 10.12. Form of 2013 Stock Option Award Notice and Agreement for awards under the Fortune Brands Home & Security, Inc. 2011 Long-Term Incentive Plan is incorporated herein by reference to Exhibit 10.14 to the Company's Annual Report on Form 10-K filed on February 27, 2013.\*
- 10.13. Form of 2014 Stock Option Award Notice and Agreement for awards under the Fortune Brands Home & Security, Inc. 2013 Long-Term Incentive Plan is incorporated herein by reference to Exhibit 10.18 to the Company's Annual Report on Form 10-K filed on February 26, 2014.\*
- 10.14. Form of 2016 Stock Option Award Notice and Agreement for awards under the Fortune Brands Home & Security, Inc. 2013 Long-Term Incentive Plan is incorporated herein by reference to Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q filed on April 28, 2016.\*
- 10.15. Form of Stock Option Agreement for awards under the Fortune Brands Home & Security, Inc. 2013 Long-Term Incentive, is incorporated herein by reference to Exhibit 10.13 to the Company's Annual Report on Form 10-K filed on February 26, 2020.\*
- 10.16. Form of Performance Share Award Agreement for awards under the Fortune Brands Home & Security, Inc. 2013 Long-Term Incentive Plan, is incorporated herein by reference to Exhibit 10.14 to the Company's Annual Report on Form 10-K filed on February 26, 2020.\*
- 10.17. Form of Restricted Stock Unit Award Agreement for awards under the Fortune Brands Home & Security, Inc. 2013 Long-Term Incentive Plan, is incorporated herein by reference to Exhibit 10.15 to the Company's Annual Report on Form 10-K filed on February 26, 2020.\*
- 10.18. Form of Agreement for the Payment of Benefits Following Termination of Employment between the Company and each of Nicholas I. Fink, Patrick D. Hallinan, Hiranda S. Donoghue, Sheri R. Grissom, John D. Lee, May Russell, Marty Thomas and Tracey L. Belcourt, is incorporated herein by reference to Exhibit 10.23 to the Company's Annual Report on Form 10-K filed on February 28, 2018.\*
- 10.19. Form of Agreement for the Payment of Benefits Following Termination of Employment for each of R. David Banyard, Jr., Brett E. Finley and Cheri M. Phyfer, is incorporated herein by reference to Exhibit 10.24 to the Company's annual Report on Form 10-K filed on February 28, 2018.\*
- 10.20. Fortune Brands Home & Security, Inc. Directors' Deferred Compensation Plan (as Amended and Restated Effective January 1, 2013) is incorporated herein by reference to Exhibit 10.19 to the Company's Annual Report on Form 10-K filed on February 27, 2013.\*
- 10.21. Fortune Brands Home & Security, Inc. Non-Employee Director Stock Election Program is incorporated herein by reference to Exhibit 10.17 to the Company's Annual Report on Form 10-K filed on February 22, 2012.\*
- 10.22. Fortune Brands Home & Security, Inc. Deferred Compensation Plan, amended & restated as of February 27, 2017 is incorporated herein by reference to Exhibit 10.30 to the Company's Annual Report on Form 10-K filed on February 28, 2017.\*
21. Subsidiaries of the Company.\*\*
23. Consent of Independent Registered Public Accounting Firm, PricewaterhouseCoopers LLP.\*\*
24. Powers of Attorney relating to execution of this Annual Report on Form 10-K.\*\*
- 31.1. Certificate of Chief Executive Officer Required Under Section 302 of the Sarbanes-Oxley Act of 2002.\*\*
- 31.2. Certificate of Chief Financial Officer Required Under Section 302 of the Sarbanes-Oxley Act of 2002.\*\*
32. Joint CEO/CFO Certification Required Under Section 906 of the Sarbanes-Oxley Act of 2002.\*\*

101. The following materials from the Fortune Brands Home & Security, Inc. Annual Report on Form 10-K for the year ended December 31, 2021 formatted in Inline eXtensible Business Reporting Language (iXBRL): (i) the Consolidated Statements of Income, (ii) the Consolidated Statements of Comprehensive Income (iii) the Consolidated Balance Sheets, (iv) the Consolidated Statements of Cash Flows, (v) the Consolidated Statements of Equity, and (vi) the Notes to the Consolidated Financial Statements.\*\*
104. The cover page of the Company's Annual Report on Form 10-K for the year ended December 31, 2021, formatted in Inline XBRL and contained in Exhibit 101.\*\*

\* Indicates the exhibit is a management contract or compensatory plan or arrangement.

\*\* Indicates the exhibit is being furnished or filed herewith, as applicable.

**Item 16. Form 10-K Summary**

None.



## Signatures

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

FORTUNE BRANDS HOME & SECURITY, INC.  
(The Company)

Date: February 28, 2022

By:

/s/ NICHOLAS I. FINK  
Nicholas I. Fink  
Chief Executive Officer (principal executive officer)

/s/ PATRICK D. HALLINAN  
Patrick D. Hallinan  
Senior Vice President and Chief Financial Officer  
(principal financial officer)

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

/s/ NICHOLAS I. FINK  
Nicholas I. Fink, Chief Executive Officer and  
Director  
(principal executive officer)  
Date: February 28, 2022

/s/ SUSAN S. KILSBY\*  
Susan S. Kilsby, Director  
Date: February 28, 2022

/s/ PATRICK D. HALLINAN  
Patrick D. Hallinan, Senior Vice President and  
Chief Financial Officer (principal financial  
officer)  
Date: February 28, 2022

/s/ A.D. DAVID MACKAY\*  
A.D. David Mackay, Director  
Date: February 28, 2022

/s/ DANNY LUBURIC  
Danny Luburic, Vice President – Controller  
(principal accounting officer)  
Date: February 28, 2022

/s/ JOHN G. MORIKIS \*  
John G. Morikis, Director  
Date: February 28, 2022

/s/ AMIT BANATI\*  
Amit Banati, Director  
Date: February 28, 2022

/s/ JEFFERY S. PERRY\*  
Jeffery S. Perry, Director  
Date: February 28, 2022

/s/ IRIAL FINAN\*  
Irial Finan, Director  
Date: February 28, 2022

/s/ DAVID M. THOMAS\*  
David M. Thomas, Director  
Date: February 28, 2022

/s/ ANN FRITZ HACKETT\*  
Ann Fritz Hackett, Director  
Date: February 28, 2022

/s/ RONALD V. WATERS, III\*  
Ronald V. Waters, III, Director  
Date: February 28, 2022

\*By: /s/ Hiranda Donaghue  
Hiranda Donaghue, Attorney-in-Fact

**Schedule II Valuation and Qualifying Accounts**  
**For the years ended December 31, 2021, 2020 and 2019**

<i>(In millions)</i>	Balance at Beginning of Period	Charged to Expense	Reclassifications (c)	Write-offs and Deductions (a)	Business Acquisition (b)	Balance at End of Period
<b>2021:</b>						
Allowance for cash discounts and sales						
allowances	\$ 21.0	\$ 241.8	\$ (3.5)	\$ 245.8	\$ —	\$ 13.5
Allowance for credit losses	6.7	5.9	—	4.4	—	8.2
Customer program allowance	132.0	278.7	23.4	250.8	—	183.3
Allowance for deferred tax assets	9.7	4.6	6.2	—	—	20.5
<b>2020:</b>						
Allowance for cash discounts and sales						
allowances	\$ 17.0	\$ 258.3	\$ (28.8)	\$ 228.3	2.8	\$ 21.0
Allowance for credit losses	3.0	5.1	2.2	3.6	—	6.7
Customer program allowance	79.9	—	52.1	—	—	132.0
Allowance for deferred tax assets	16.8	(7.1)	—	—	—	9.7
<b>2019:</b>						
Allowance for cash discounts and sales						
allowances	\$ 16.4	\$ 198.6	\$ (11.7)	\$ 186.3	\$ —	\$ 17.0
Allowance for credit losses	3.7	1.6	—	2.3	—	3.0
Customer program allowance	68.2	—	11.7	—	—	79.9
Allowance for deferred tax assets	13.3	3.5	—	—	—	16.8

(a) Net of recoveries of amounts written off in prior years and immaterial foreign currency impact.

(b) Represents purchase accounting adjustment related to the Larson acquisition within our Outdoors & Security segment in 2020.

(c) Represents the reclassification of certain liabilities to customer program allowance due to the adoption of CECL across all segments for 2021, 2020 and 2019.

## Reconciliation of Operating Income Before Charges/Gains to GAAP Operating Income

(In millions)  
(Unaudited)

	Twelve Months Ended December 31,							
	2021	2020	% Change 2021 vs 2020	2019	2018	2017	2012	% Change 2021 vs 2012
<b>PLUMBING</b>								
<b>Operating income before charges/gains</b>	\$632.7	\$489.6	29	\$435.8	\$396.0	\$365.8	\$169.3	274
Restructuring charges <sup>(a)</sup>	1.1	(6.0)	(118)	(2.8)	(2.6)	(2.8)	—	100
Other charges <sup>(a)</sup>								
Cost of products sold	(2.0)	(4.4)	(55)	(2.6)	(6.0)	(2.1)	—	(100)
Selling, general and administrative expenses	(2.1)	1.7	(224)	(2.8)	(8.3)	(2.4)	—	(100)
Asset impairment charges <sup>(c)</sup>	—	(13.0)	(100)	—	—	—	—	—
Change in inventory costing method <sup>(b)</sup>	—	—	—	—	(3.8)	—	—	—
<b>Operating income (GAAP)</b>	\$629.7	\$467.9	35	\$427.6	\$375.3	\$358.5	\$169.3	272
<b>OUTDOORS &amp; SECURITY</b>								
<b>Operating income before charges/gains</b>	\$305.0	\$205.2	49	\$177.4	\$155.3	\$163.0	\$60.6	403
Restructuring charges <sup>(a)</sup>	(10.4)	(3.0)	247	(1.7)	(4.7)	(4.1)	—	(100)
Other charges <sup>(a)</sup>								
Cost of products sold	(3.4)	(0.9)	278	(3.4)	(7.3)	(5.6)	—	(100)
Selling, general and administrative expenses	0.7	—	100	—	1.2	(0.8)	—	100
Change in inventory costing method <sup>(b)</sup>	—	—	—	—	11.1	—	—	—
Asset impairment charges <sup>(c)</sup>	—	—	—	—	—	(3.2)	(7.3)	(100)
Loss on sale of product line	—	—	—	—	—	(2.4)	—	—
<b>Operating income (GAAP)</b>	\$291.9	\$201.3	45	\$172.3	\$155.6	\$146.9	\$53.3	448
<b>CABINETS</b>								
<b>Operating income before charges/gains</b>	\$287.2	\$256.0	12	\$230.5	\$232.3	\$272.4	\$40.2	614
Restructuring charges <sup>(a)</sup>	(4.2)	(5.5)	(24)	(10.2)	(16.8)	(1.4)	(4.7)	(11)
Other charges <sup>(a)</sup>								
Cost of products sold	(3.7)	(5.1)	(27)	0.1	(9.1)	(1.6)	(8.9)	(58)
Selling, general and administrative expenses	—	(0.2)	(100)	(0.6)	(0.3)	(2.2)	—	—
Asset impairment charges <sup>(c)</sup>	—	(9.5)	(100)	(41.5)	(62.6)	—	(5.9)	(100)
<b>Operating income (GAAP)</b>	\$279.3	\$235.7	18	\$178.3	\$143.5	\$267.2	\$20.7	1,249
<b>CORPORATE</b>								
<b>Operating income (loss) before charges/gains</b>	\$(108.6)	\$(93.7)	16	\$(79.7)	\$(78.9)	\$(85.0)	\$(59.5)	83
Restructuring charges <sup>(a)</sup>	—	(1.4)	(100)	—	—	—	—	—
Other charges <sup>(a)</sup>								
Selling, general and administrative expenses	(1.9)	(8.4)	(77)	—	(0.3)	—	—	(100)
Asset impairment charges <sup>(c)</sup>	—	—	—	—	—	(5.1)	—	—
<b>Corporate expense (GAAP)</b>	\$(110.5)	\$(103.5)	7	\$(79.7)	\$(79.2)	\$(90.1)	\$(59.5)	86
<b>FORTUNE BRANDS HOME &amp; SECURITY</b>								
<b>Operating income before charges/gains</b>	\$1,116.3	\$857.1	30	\$764.0	\$704.7	\$716.2	\$210.6	430
Restructuring charges <sup>(a)</sup>	(13.5)	(15.9)	(15)	(14.7)	(24.1)	(8.3)	(4.7)	187
Other charges <sup>(a)</sup>								
Cost of products sold	(9.1)	(10.4)	(13)	(5.9)	(22.4)	(9.3)	(8.9)	2
Selling, general and administrative expenses	(3.3)	(6.9)	(52)	(3.4)	(7.7)	(5.4)	—	(100)
Change in inventory costing method <sup>(b)</sup>	—	—	—	—	7.3	—	—	—
Asset impairment charges <sup>(c)</sup>	—	(22.5)	(100)	(41.5)	(62.6)	(8.3)	(13.2)	(100)
Loss on sale of product line	—	—	—	—	—	(2.4)	—	—
<b>Operating income (GAAP)</b>	\$1,090.4	\$801.4	36	\$698.5	\$595.2	\$682.5	\$183.8	493

Operating income before charges/gains is operating income derived in accordance with U.S. generally accepted accounting principles (“GAAP”) excluding restructuring and other charges, a benefit from an inventory costing change, asset impairment charges and the loss on sale of product line. Operating income before charges/gains is a measure not derived in accordance with GAAP. Management uses this measure to evaluate the returns generated by FBHS and its business segments. Management believes this measure provides investors with helpful supplemental information regarding the underlying performance of the Company from period to period. This measure may be inconsistent with similar measures presented by other companies.

(a) (b) (c) For definitions of Non-GAAP measures, see Definitions of Terms page

## Before Charges/Gains Operating Margin to Operating Margin

(Unaudited)

	Twelve Months Ended					
	2021	2020	% Change 2021 vs 2020	2019	2018	2017
<b>PLUMBING</b>						
<b>Before charges/gains operating margin</b>	22.9%	22.2%	70 bps	21.5%	21.0%	21.3%
Restructuring & Other Charges <sup>(a)</sup>	(0.1%)	(0.4%)		(0.4%)	(0.9%)	(0.5%)
Change in inventory costing method <sup>(b)</sup>	—	—		—	(0.2%)	—
Asset impairment charges <sup>(c)</sup>	—	(0.6%)		—	—	—
<b>Operating margin</b>	22.8%	21.2%	160 bps	21.1%	19.9%	20.8%
<b>OUTDOORS &amp; SECURITY</b>						
<b>Before charges/gains operating margin</b>	14.9%	14.5%	40 bps	13.2%	13.1%	14.9%
Restructuring & Other Charges <sup>(a)</sup>	(0.6%)	(0.3%)		(0.4%)	(0.8%)	(1.0%)
Change in inventory costing method <sup>(b)</sup>	—	—		—	0.9%	—
Asset impairment charges <sup>(c)</sup>	—	—		—	—	(0.3%)
Loss on sale of product line	—	—		—	—	(0.2%)
<b>Operating margin</b>	14.3%	14.2%	10 bps	12.8%	13.2%	13.4%
<b>CABINETS</b>						
<b>Before charges/gains operating margin</b>	10.1%	10.4%	(30) bps	9.7%	9.6%	11.0%
Restructuring & Other Charges <sup>(a)</sup>	(0.3%)	(0.5%)		(0.4%)	(1.1%)	(0.2%)
Asset impairment charges <sup>(c)</sup>	—	(0.4%)		(1.8%)	(2.6%)	—
<b>Operating margin</b>	9.8%	9.5%	30 bps	7.5%	5.9%	10.8%
<b>FORTUNE BRANDS HOME &amp; SECURITY</b>						
<b>Before charges/gains operating margin</b>	14.6%	14.1%	50 bps	13.3%	12.8%	13.6%
Restructuring & Other Charges <sup>(a)</sup>	(0.4%)	(0.5%)		(0.5%)	(1.0%)	(0.4%)
Change in inventory costing method <sup>(b)</sup>	—	—		—	0.1%	—
Asset impairment charges <sup>(c)</sup>	—	(0.4%)		(0.7%)	(1.0%)	(0.2%)
Loss on sale of product line	—	—		—	—	(0.1%)
<b>Operating margin</b>	14.2%	13.2%	100 bps	12.1%	10.9%	12.9%

Operating margin is calculated as operating income derived in accordance with GAAP divided by GAAP net sales. Before charges/gains operating margin is operating income derived in accordance with GAAP excluding restructuring and other charges, a benefit from an inventory costing change, asset impairment charges and the loss on sale of product line, divided by GAAP net sales. Before charges/gains operating margin is a measure not derived in accordance with GAAP. Management uses this measure to evaluate the returns generated by FBHS and its business segments. Management believes this measure provides investors with helpful supplemental information regarding the underlying performance of the Company from period to period. This measure may be inconsistent with similar measures presented by other companies.

(a) (b) (c) For definitions of Non-GAAP measures, see Definitions of Terms page

## Diluted EPS Before Charges/Gains Reconciliation

(Unaudited)

	Twelve Months Ended December 31,							
	2021	2020	% Change 2021 vs 2020	2019	2018	2017	2012	% Change 2021 vs 2012
<b>Earnings Per Common Share — Diluted</b>								
Diluted EPS before charges/gains <sup>(e)</sup>	\$5.73	\$4.19	37	\$3.60	\$3.34	\$3.08	\$0.83	590
Restructuring and other charges <sup>(a)</sup>	(0.17)	(0.19)	(11)	(0.13)	(0.30)	(0.10)	(0.05)	240
Change in inventory costing method <sup>(b)</sup>	—	—	—	—	0.04	—	—	—
Asset impairment charges <sup>(c)</sup>	—	(0.13)	(100)	(0.22)	(0.35)	(0.07)	(0.05)	(100)
Tax items	—	0.03	(100)	(0.01)	(0.05)	0.16	0.08	(100)
Loss on sale of product line	—	—	—	—	—	(0.02)	—	—
(Loss) gain on equity investments <sup>(g)</sup>	(0.02)	0.06	(133)	—	—	—	—	—
Defined benefit plan actuarial losses <sup>(d)</sup>	—	(0.02)	(100)	(0.18)	(0.02)	—	(0.16)	(100)
<b>Diluted EPS — continuing operations</b>	<b>\$5.54</b>	<b>\$3.94</b>	<b>41</b>	<b>\$3.06</b>	<b>\$2.66</b>	<b>\$3.05</b>	<b>\$0.65</b>	<b>752</b>

For the twelve months ended December 31, 2021, diluted EPS before charges/gains is net income less noncontrolling interests calculated on a diluted per-share basis excluding \$28.1 million (\$22.9 million after tax or \$0.17 per diluted share) of restructuring and other charges; including \$2.2 million of mark-to-market expense classified in the other expense, net associated with the acquisition of the remaining outstanding shares of Flo, which occurred in January 2022, loss on equity investments of \$4.5 million (\$3.4 million net of tax or \$0.02 per diluted share), the impact from actuarial losses associated with our defined benefit plans of \$1.0 million (\$0.7 million net of tax) and a net tax expense of \$0.2 million.

For the twelve months ended December 31, 2020, diluted EPS before charges/gains is net income less noncontrolling interests calculated on a diluted per-share basis excluding \$33.2 million (\$27.1 million after tax or \$0.19 per diluted share) of restructuring and other charges, asset impairment charges of \$22.5 million (\$17.6 million after tax or \$0.13 per diluted share), gain on equity investments of \$11.0 million (\$8.3 million net of tax or \$0.06 per diluted share), the impact from actuarial losses associated with our defined benefit plans of \$3.2 million (\$2.3 million after tax or \$0.02 per diluted share) and a tax benefit of \$3.8 million (\$0.03 per diluted share).

For the twelve months ended December 31, 2019, diluted EPS before charges/gains is net income less noncontrolling interests calculated on a diluted per-share basis excluding \$24.0 million (\$18.1 million after tax or \$0.13 per diluted share) of restructuring and other charges, intangible asset impairment charges of \$41.5 million (\$31.4 million after tax or \$0.22 per diluted share), the impact from actuarial losses associated with our defined benefit plans of \$34.1 million (\$25.8 million after tax or \$0.18 per diluted share) and a net tax charge of \$1.3 million (\$0.01 per diluted share).

For the twelve months ended December 31, 2018, diluted EPS before charges/gains is net income from continuing operations, net of tax less noncontrolling interests calculated on a diluted per-share basis excluding \$54.2 million (\$43.4 million after tax or \$0.30 per diluted share) of restructuring and other charges, asset impairment charges of \$62.6 million (\$50.8 million after tax or \$0.35 per diluted share), a benefit from an inventory costing change of \$7.3 million (\$5.5 million after tax or \$0.04 per diluted share), a net tax charge principally related to an update to the estimated impact from the Tax Cuts and Jobs Act of 2017 (\$7.2 million or \$0.05 per diluted share) and the impact from actuarial losses associated with our defined benefit plans of \$3.9 million (\$2.9 million after tax or \$0.02 per diluted share).

For the twelve months ended December 31, 2017, diluted EPS before charges/gains is income from continuing operations, net of tax less noncontrolling interests calculated on a diluted per-share basis excluding \$23.0 million (\$16.3 million after tax or \$0.10 per diluted share) of restructuring and other charges, asset impairments of \$15.3 million (\$11.1 million after tax or \$0.07 per diluted share), the loss on sale of product line of \$2.4 million (\$2.5 million after tax or \$0.02 per diluted share), the impact from actuarial gains associated with our defined benefit plans of \$0.5 million (\$0.3 million after tax) and an income tax gain arising from a net benefit related to the Tax Cuts and Jobs Act of 2017 of \$25.7 million (\$0.16 per diluted share).

For the twelve months ended December 31, 2012, diluted EPS before charges/gains is income from continuing operations, net of tax less noncontrolling interests calculated on a diluted per-share basis excluding \$13.6 million (\$8.9 million after tax or \$0.05 per diluted share) of restructuring and other charges, asset impairment charges of \$13.2 million (\$8.1 million after tax or \$0.05 per diluted share) pertaining to the impairment of certain indefinite lived trade names, income tax gains pertaining to the favorable resolution of tax audits of \$12.7 million (\$0.08 per diluted share) and the impact from actuarial losses associated with our defined benefit plans of \$42.2 million (\$26.2 million after tax or \$0.16 per diluted share).

(a) (b) (c) (d) (e) (g) For definitions of Non-GAAP measures, see Definitions of Terms page.



## Reconciliation of EBITDA Before Charges/Gains to Income From Continuing Operations (net of tax)

(Unaudited)

	Twelve Months Ended December 31,						% Change 2021 vs 2012
	2021	2020	2019	2018	2017	2012	
<b>EBITDA before charges/gains<sup>(f)</sup></b>	\$1,308.2	\$1,017.6	\$919.9	\$868.3	\$854.7	\$289.7	352
Depreciation *	\$(121.1)	\$(113.0)	\$(109.4)	\$(107.3)	\$(98.6)	\$(69.6)	74
Amortization of intangible assets	(64.1)	(42.0)	(41.4)	(36.1)	(31.7)	(7.4)	766
Interest expense	(84.4)	(83.9)	(94.2)	(74.5)	(49.4)	(8.5)	893
Restructuring and other charges <sup>(a)</sup>	(28.1)	(33.2)	(24.0)	(54.2)	(23.0)	(13.6)	107
Change in inventory costing method <sup>(b)</sup>	—	—	—	7.3	—	—	—
Asset impairment charges <sup>(c)</sup>	—	(22.5)	(41.5)	(62.6)	(15.3)	(13.2)	(100)
Equity in losses of affiliate	—	(7.6)	—	—	—	—	—
(Loss) gain on equity investments <sup>(g)</sup>	(4.5)	11.0	—	—	—	—	(100)
Loss on sale of product line	—	—	—	—	(2.4)	—	—
Defined benefit plan actuarial gains/(losses) <sup>(d)</sup>	(0.9)	(3.2)	(34.1)	(3.9)	0.5	(42.2)	(98)
Income taxes	(232.7)	(168.8)	(144.0)	(147.0)	(159.5)	(26.9)	765
<b>Income from continuing operations, net of tax</b>	\$772.4	\$554.4	\$431.3	\$390.0	\$475.3	\$108.3	613

\*Depreciation excludes accelerated depreciation expense for the twelve months ended December 31, 2021 of (\$3.9) million, 2020 of (\$8.5) million, 2019 of (\$1.9) million, 2018 of (\$6.2) million, and (\$8.7) million for 2012. Accelerated depreciation is included in restructuring and other charges.

(a) (b) (c) (d) (f) (g) For definitions of Non-GAAP measures, see Definitions of Terms page

## Definitions of Terms: Non-GAAP Measures

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(a) Restructuring charges are costs incurred to implement significant cost reduction initiatives and include workforce reduction costs. "Other charges" represent pre-tax charges or gains directly related to restructuring initiatives that cannot be reported as restructuring under GAAP. Such costs may include losses on disposal of inventories, trade receivables allowances from exiting product lines, accelerated depreciation resulting from the closure of facilities, write-off of displays from exiting a customer relationship, impairments related to previously closed facilities and gains or losses on the sale of previously closed facilities.

In total, the Company recognized other charges of \$7.2 million for the twelve months ended December 31, 2021, \$9.2 million for the twelve months ended December 31, 2020, \$7.5 million for the twelve months ended December 31, 2019, \$11.3 million for the twelve months ended December 31, 2018, \$10.2 million for the twelve months ended December 31, 2017 and \$8.9 million for the twelve months ended December 31, 2012.

At Corporate, other charges for the twelve months ended December 31, 2021 include \$0.3 million for banking, legal, accounting and other similar services directly related to the acquisition of LARSON classified in selling, general and administrative expenses, a charge of \$0.2 million for a loss on sale of a Corporate asset and \$1.3 million of external costs directly related to evaluation of acquisition targets, these external costs include expenditures for accounting, tax and other similar services. Other charges for the twelve months ended December 31, 2020 include expenditures of \$4.5 million for banking, legal, accounting and other similar services directly related to the acquisition of LARSON classified in selling, general and administrative expenses and a charge of \$3.6 million for an impairment of a Corporate asset. Other charges for the twelve months ended December 31, 2018 include \$0.3 million of expense associated with our assessment of impact on the Company from the Tax Cuts and Jobs Act of 2017.

In our Outdoors & Security segment, other charges for the twelve months ended December 31, 2021 include an acquisition-related inventory step-up expense (LARSON) of \$3.4 million classified in cost of products sold. Other charges also include an acquisition-related inventory step-up expense (Fiberon) classified in cost of products sold of \$1.8 million for the twelve months ended December 31, 2019 and \$4.9 million for the twelve months ended December 31, 2018.

In our Plumbing segment, other charges for the twelve months ended December 31, 2018 include compensation expense classified in selling, general and administrative expense of \$8.1 million and \$5.5 million associated with acquisition-related inventory step-up expense (Victoria + Albert) classified in cost of products sold. Other charges for the twelve months ended December 31, 2017 include \$2.1 million associated with acquisition-related inventory step-up expense (Victoria + Albert), and \$1.6 million related to deferred purchase price consideration payable to certain former (Victoria + Albert) shareholders contingent on their employment through October 2018, and \$0.7 million of transaction related to U.K. stamp duty resulting from our acquisition of (Victoria + Albert).

(b) During the fourth quarter of 2018, we determined that it was preferable to change our accounting policy for product groups in which metals inventory comprise a significant portion of inventories from last-in, first-out ("LIFO") to first-in, first-out ("FIFO"). As a result, we recorded a pre-tax benefit of \$7.3 million within cost of products sold during the twelve months ended December 31, 2018.

(c) Asset impairments charges for the twelve months ended December 31, 2020 represent impairment charges of \$22.5 million related to indefinite-lived tradenames in our Cabinets and Plumbing segments. Asset impairments charges for the twelve months ended December 31, 2019 represent impairment charge of \$29.5 million related to indefinite-lived tradenames in our Cabinets segment. Asset impairments charges for the twelve months ended December 31, 2018 represent impairment charges of \$62.6 million related to two indefinite-lived tradenames within our Cabinets segment. Asset impairments charges for the twelve months ended December 31, 2017 represent an impairment of a cost investment in a developmental stage home security company classified in other expense and at Corporate, an impairment of a long-lived asset classified in selling, general and administrative expenses and impairments related to the sale of the Field ID product line. Asset impairments charges for the twelve months ended December 31, 2012 represent impairment charges of \$13.2 million related to two indefinite-lived tradenames within our Cabinets and Security segments.

(d) Represents actuarial gains or losses associated with our defined benefit plans. Actuarial gains or losses in a period represent the difference between actual and actuarially assumed experience, principally related to liability discount rates and plan asset returns, as well as other actuarial assumptions including compensation rates, turnover rates, and health care cost trend rates. The Company recognizes actuarial gains or losses immediately in other income (expense) to the extent they cumulatively exceed a "corridor." The corridor is equal to the greater of 10% of the fair value of plan assets or 10% of a plan's projected benefit obligation. Actuarial gains or losses are determined at required remeasurement dates which occur at least annually in the fourth quarter. Remeasurements due to plan amendments and settlements may also occur in interim periods during the year. Our other income (expense) reflects our expected rate of return on pension plan assets which in a given period may materially differ from our actual return on plan assets. Our liability discount rates and plan asset returns are based upon difficult to predict fluctuations in global bond and equity markets that are not directly related to the Company's business. We believe that the exclusion of actuarial gains or losses from diluted EPS before charges/gains provides investors with useful supplemental information regarding the underlying performance of the business from period to period that may be considered in conjunction with our diluted EPS as measured on a GAAP basis. We present this supplemental information because such actuarial gains or losses may create volatility in our diluted EPS that does not necessarily have an immediate corresponding impact on operating cash flow or the actual compensation and benefits provided to our employees. The table below sets forth additional supplemental information

on the Company's historical actual and expected rate of return on plan assets, as well as discount rates used to value its defined benefit obligations:

(\$ In millions)	Years Ending December 31,											
	2021		2020		2019		2018		2017		2012	
	%	\$	%	\$	%	\$	%	\$	%	\$	%	\$
Actual return on plan assets	6.6%	\$48.4	16.5%	\$101.3	19.7%	\$106.8	(3.5)%	(\$30.7)	16.3%	\$83.2	14.5%	\$63.7
Expected return on plan assets	4.4%	34.9	4.5%	32.8	4.9%	35.2	6.0%	41.0	6.4%	37.3	7.8%	36.8
Discount rate at December 31:												
Pension benefits	2.9%		2.6%		3.3%		4.4%		3.8%		4.2%	
Postretirement benefits	3.9%		5.9%		3.0%		4.2%		3.4%		3.7%	

- (e) Diluted EPS before charges/gains is income from continuing operations, net of tax, less noncontrolling interests calculated on a diluted per-share basis excluding restructuring and other charges, a benefit from a change in inventory costing method, asset impairment charges, tax items, loss on sale of product line, gain (loss) on equity investments, gains (losses) associated with our defined benefit plans, and the write-off of prepaid debt issuance costs. Diluted EPS before charges/gains is a measure not derived in accordance with GAAP. Management uses this measure to evaluate the overall performance of the Company and believes this measure provides investors with helpful supplemental information regarding the underlying performance of the Company from period to period. This measure may be inconsistent with similar measures presented by other companies.
- (f) EBITDA before charges/gains is income from continuing operations, net of tax, derived in accordance with GAAP excluding depreciation, amortization of intangible assets, interest expense, restructuring and other charges, a benefit from a change in inventory costing method, asset impairment charges, equity in losses of affiliate, gain (loss) on equity investments, loss on sale of product line, gains (losses) associated with our defined benefit plans and income taxes. EBITDA before charges/gains is a measure not derived in accordance with GAAP. Management uses this measure to assess returns generated by the Company. Management believes this measure provides investors with helpful supplemental information about the Company's ability to fund internal growth, make acquisitions and repay debt and related interest. This measure may be inconsistent with similar measures presented by other companies.
- (g) Gain (loss) on equity investments is related to our investment in Flo Technologies.

## Cautionary Statement Concerning Forward-Looking Statements

This Annual Report contains certain "forward-looking statements" regarding business strategies, market potential, future financial performance and other matters, including all statements with words such as "will," "should," "could," "expects," "look to" or "potential." Where, in any forward-looking statement, we express an expectation or belief as to future results or events, such expectation or belief is based on the current plans and expectations at the time of this Annual Report. Although we believe that these statements are based on reasonable assumptions, they are subject to numerous factors, risks and uncertainties that could cause actual outcomes and results to be materially different from those indicated in such statements, including the risks described in Item 1A of our Annual Report on Form 10-K as filed with the Securities and Exchange Commission. Except as required by law, we undertake no obligation to update or revise any forward-looking statements to reflect changed assumptions, the occurrence of anticipated or unanticipated events, new information or changes to future results over time or otherwise.

## Use of Non-GAAP Financial Information

This Annual Report includes financial measures, including operating income before charges/gains, operating margin before charges/gains, EBITDA before charges/gains, segment income and diluted EPS before charges/gains, that are derived on the basis of methodologies other than in accordance with U.S. generally accepted accounting principles (GAAP). We offer these measures to assist investors in assessing our financial performance and liquidity under GAAP, but investors should not rely on these measures as a substitute for any GAAP measure. In addition, these measures may be inconsistent with similarly titled measures presented by other companies. For more information, including reconciliations of these non-GAAP financial measures to the most comparable GAAP measures, please see the reconciliation tables in this Annual Report.

## CORPORATE DATA

### Executive Office

520 Lake Cook Road  
Suite 300  
Deerfield, IL 60015-5611  
847-484-4400

### Website

FBHS.com

### Email

Mail@FBHS.com

### Registered Office

251 Little Falls Drive  
Wilmington, DE 19808

### Common Stock

Fortune Brands Home & Security, Inc., common stock is listed on the New York Stock Exchange. Our trading symbol is FBHS.

### Annual Meeting

The Annual Meeting of Stockholders will take place on May 3, 2022, at 8:00 a.m. (CDT). Visit [ir.fbhs.com](http://ir.fbhs.com) for details.

### Transfer Agent for Common Stock

EQ Shareowner Services  
1110 Centre Pointe Curve  
Suite 101  
Mendota Heights, MN 55120-4100  
800-468-9716

### Earnings & News

[ir.FBHS.com](http://ir.FBHS.com)

Duplicate mailings of proxy materials to the same address are costly and may be inconvenient. Stockholders who wish to eliminate duplicate mailings must provide their request in writing. Eliminating duplicate mailings will not affect your voting rights.

### For Inquiries

Fortune Brands Home & Security, Inc.  
Shareholder Services  
520 Lake Cook Road  
Suite 300  
Deerfield, IL 60015-5611

### SEC Filings

Our Annual Report on Form 10-K, as filed with the SEC for the last fiscal year, and this 2021 Annual Report are being distributed in connection with our 2022 Annual Meeting of Stockholders. You may also view electronic copies of our Annual Report on Form 10-K and other documents we file with the SEC on our investor relations website, [ir.FBHS.com](http://ir.FBHS.com).

Fortune Brands Home & Security, Inc. is a holding company with subsidiaries engaged in the manufacture and sale of home and security products. To make this Annual Report easier to read, we've used "we," "our," "FBHS," "Fortune Brands" and similar terms to describe the activities of Fortune Brands Home & Security, Inc., or its subsidiary companies or both, depending on the context.

## KEY BRANDS

### Cabinets



MANTRA



Diamond

Schrock

KEMPER.

MC mid continent CABINETRY

HOMECREST CABINETS

KitchenCraft CABINETS

URBANEFFECTS

Aristokraft

URBANA CABINET CO.



### Plumbing

MOEN



Riobel



victoria + albert

ROHL

### Outdoors & Security

THERMA-TRU DOORS



fiberon

FYPON

Master Lock

AMERICAN LOCK

SentrySafe

Throughout this Annual Report, we refer to numerous trademarks, trade names and brands. Moen, Riobel, ROHL, Perrin & Rowe, Shaws, Victoria + Albert, Fiberon, Thermo-Tru, LARSON, Master Lock, SentrySafe, and MasterBrand Cabinets are among the trademarks or trade names held by subsidiaries of Fortune Brands Home & Security, Inc., and are registered, pending registration, and/or common law marks in the U.S. and/or various countries.

Occasionally, in conveying information, we refer to trademarks of third parties. Such trademarks are the property of their respective owners.

Therma-Tru was awarded the No. 1 most-used entry door brand in the United States among residential building professionals, based on the 2021 *Builder* magazine Brand Use Study.

Fortune Brands Home & Security, Inc. was named to Newsweek's 2022 list of America's Most Responsible Companies.

Fortune Brands Home & Security, Inc. was named to Fortune magazine's 2022 list of World's Most Admired Companies.

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Former Senior Advisor  
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Chief Executive Officer  
Fortune Brands Home & Security, Inc.



**Amit Banati**  
Senior Vice President & Chief Financial Officer  
Kellogg Company



**Irial Finan**  
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**Ann Fritz Hackett**  
Former Strategy Consulting Partner & Co-Founder Personal Pathways LLC



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Chief Executive Officer



**Patrick D. Hallinan**  
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President, Cabinets



**Hiranda S. Donoghue**  
Senior Vice President, General Counsel & Secretary



**Brett E. Finley**  
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**John D. Lee**  
Senior Vice President, Global Growth & Development



**Cheri M. Phyfer**  
President, Plumbing



**May Russell**  
Senior Vice President & Chief Digital Officer



**Marty Thomas**  
Senior Vice President, Operations & Supply Chain Strategy



Fortune Brands is a home and security consumer products company built on industry-leading brands and innovative products for kitchens, bathrooms, entryways and outdoor living spaces, and for protection and security. To learn more, visit [www.FBHS.com](http://www.FBHS.com).



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A home and security company

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