

Sally Beauty Holdings Announces the Completion of a Registered Public Offering of \$600 Million of Senior Notes Due 2032

Feb 27, 2024

DENTON, Texas--(BUSINESS WIRE)-- Sally Holdings LLC ("Holdings") and Sally Capital Inc. (together with Holdings, the "Issuers"), wholly-owned subsidiaries of Sally Beauty Holdings, Inc. (the "Company") (NYSE: SBH), today announced the completion of a registered public offering of \$600.0 million aggregate principal amount of Senior Notes due 2032 (the "Senior Notes"). The Senior Notes are guaranteed by the Company, Sally Investment Holdings LLC and certain other domestic subsidiaries of the Company.

The Issuers will use the net proceeds from this offering, together with borrowings under their existing senior secured credit facility and cash on hand, to redeem all \$679.96 million aggregate principal amount of the Issuers' senior unsecured notes due 2025 which remain outstanding at a redemption price equal to 100.00% of the principal amount being redeemed, plus accrued and unpaid interest to, but not including, the redemption date. The Issuers expect to complete the redemption on or about March 13, 2024.

BofA Securities, J.P. Morgan and Truist Securities served as joint book-running managers for the offering.

A shelf registration statement relating to the offering was previously filed with the Securities and Exchange Commission (the "SEC") and was effective immediately upon filing. Before investing, you should read the prospectus, the prospectus supplement and other documents filed with the SEC for information about the Company and the offering. Copies of the prospectus and related supplement may be obtained by contacting any of the joint book-running managers, whose contact information is listed at the bottom of this announcement. You may also obtain these documents free of charge by visiting the SEC's website at www.sec.gov.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction. This press release shall not constitute a notice of redemption with respect to the notes being redeemed.

About Sally Beauty Holdings, Inc.

Sally Beauty Holdings, Inc. (NYSE: SBH), as the leader in professional hair color, sells and distributes professional beauty supplies globally through its Sally Beauty Supply and Beauty Systems Group businesses. Sally Beauty Supply stores offer up to 7,000 products for hair color, hair care, nails, and skin care through proprietary brands such as Ion®, Bondbar®, Strawberry Leopard®, Generic Value Products®, Inspired by Nature® and Silk Elements® as well as professional lines such as Wella®, Clairol®, OPI®, L'Oreal®, Wahl® and Babyliss Pro®. Beauty Systems Group stores, branded as CosmoProf® or Armstrong McCall® stores, along with its outside sales consultants, sell up to 8,000 professionally branded products including Paul Mitchell®, Wella®, Matrix®, Schwarzkopf®, Kenra®, Goldwell®, Joico®, Amika® and MoroccanOil®, intended for use in salons and for resale by salons to retail consumers. For more information about Sally Beauty Holdings, Inc., please visit <https://www.sallybeautyholdings.com/>.

Cautionary Notice Regarding Forward-Looking Statements

Statements in this news release which are not purely historical facts or which depend upon future events may be forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements, as that term is defined in the Private Securities Litigation Reform Act of 1995, can be identified by the use of forward-looking terminology such as "believes," "projects," "expects," "can," "may," "estimates," "should," "plans," "targets," "intends," "could," "will," "would," "anticipates," "potential," "confident," "optimistic," or the negative thereof, or other variations thereon, or comparable terminology, or by discussions of strategy, objectives, estimates, guidance, expectations and future plans. Forward-looking statements can also be identified by the fact that these statements do not relate strictly to historical or current matters.

Readers are cautioned not to place undue reliance on forward-looking statements, as such statements speak only as of the date they were made. Any forward-looking statements involve risks and uncertainties that could cause actual events or results to differ materially from the events or results described in the forward-looking statements, including, those described in our filings with the SEC, including our Annual Report on Form 10-K for the year ended September 30, 2023. Consequently, all forward-looking statements in this release are qualified by the factors, risks and uncertainties contained therein. We assume no obligation to publicly update or revise any forward-looking statements.

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