FOR IMMEDIATE RELEASE

# PRESTIGE BRANDS REPORTS SECOND QUARTER FY 2005 EARNINGS OF \$9.7 MILLION 

Integration of Acquisitions and Organic Sales Growth Generate Revenue and Profitability

On a Pro Forma Basis, Revenues Grew 8\% and Net Income Increased 41\% Over Q2 2004

Irvington, New York - November 15, 2004 - Prestige Brands International, LLC, a consumer products company with a diversified portfolio of well-recognized brands, today announced results for its second fiscal quarter of 2005, ended September 30, 2004. Net sales for the quarter were $\$ 81.3$ million, up $\$ 57.6$ million from $\$ 23.7$ million in the second quarter of fiscal 2004, reflecting the acquisitions of three companies since last March, as well as underlying sales and income growth. Operating income for the quarter was $\$ 26.4$ million, an increase of $347 \%$ over operating income of $\$ 5.9$ million for the prior year period. As a result, net income increased to $\$ 9.7$ million for the second quarter from $\$ 2.1$ million for the same period last year.
"We believe the strong performance of Prestige Brands continues to validate our strategy of acquiring well-recognized brands and enhancing their performance through a focus on marketing, sales and customer service," said CEO Peter Mann. "With earnings growth in all of our segments, we are delivering on the promise of a smooth, effective integration for our entire portfolio. Products such as Compound W Freeze Off, Clear eyes and Comet are performing very well, and since closing the acquisition of Little Remedies last month, we are working diligently to extend our successes to that brand."

## Acquisitions

On February 6, 2004, Prestige Brands International, LLC acquired all of the outstanding capital stock of Medtech Holdings, Inc. and The Denorex Company. On March 5, 2004, the Company acquired all of the outstanding capital stock of the Spic and Span Company. On April 6, 2004, the Company acquired all of the outstanding capital stock of Bonita Bay Holdings, Inc. On October 7, 2004, subsequent to the close of the second quarter, the Company acquired the rights to the Little Remedies umbrella brand through its purchase of all of the capital stock of Vetco, Inc.

## Pro Forma Results

Pro forma results for the quarter and six months ended September 30, 2003 reflect the operations of Medtech, Denorex, Spic and Span and Bonita Bay as if the acquisitions had taken place effective April 1, 2003.

On a pro forma basis, total revenues for the quarter ended September 30, 2004 increased by $\$ 6.0$ million, or $8.0 \%$, to $\$ 81.3$ million from $\$ 75.3$ million for the quarter ended September 30, 2003. Contribution margin increased $13.9 \%$ to $\$ 33.2$ million for the quarter ended September 30, 2004 from $\$ 29.2$ million for the prior year period. The improvement was due to an increase in sales combined with a year-over-year reduction of $\$ 2.5$ million in advertising and selling expenses, due to the synergies resulting from the Company's acquisitions and a reduction in sales promotion and trade promotion expenses.

## Little Remedies

On October 7, 2004, Prestige Brands International, LLC acquired the rights to the Little Remedies ${ }^{\circledR}$ umbrella brand through its purchase of all of the capital stock of Vetco, Inc. The transaction was valued at approximately $\$ 49.3$ million, and was funded with approximately $\$ 30$ million of debt and the remainder with cash from Prestige balance sheet. For the twelve months end September 30, 2004, Vetco had net sales and contribution margin of $\$ 14.5$ million and $\$ 7.1$ million, respectively.

## Segment Results

The Company conducts operations through three principal business segments: Over-the-Counter Drug, Household Cleaning and Personal Care.

The $8.0 \%$ increase in overall sales on a pro forma basis was mainly driven by the Over-the-Counter Drug segment, which had net sales of $\$ 42.6$ million for the quarter ended September 30, 2004 compared to pro forma net sales of $\$ 37.6$ million for the prior year period. The sales growth was driven primarily by increases in the Clear eyes and Compound W brands, partially offset by a decline in the Murine brand.

On a pro forma basis, net sales for the Household Cleaning category increased $5.8 \%$ to $\$ 29.2$ million for the quarter ended September 30, 2004 from $\$ 27.6$ million for the prior year period. The increase was primarily attributable to Comet, which benefited from increased promotions during the quarter.

Also on a pro forma basis, net sales for the Personal Care category declined by $\$ 0.4$ million from $\$ 10.0$ million for the quarter ended September 30, 2003 to $\$ 9.6$ million for the quarter ended September 30, 2004. The decrease in sales was driven by a decline in the performance of the Cutex brand.

## Six Months Ended September 30, 2004

For the six months ended September 30, 2004, total revenues increased to $\$ 149.1$ million from $\$ 43.0$ million for the same period in 2003. For the six months ended September 30, 2004, operating income increased to $\$ 37.1$ million from $\$ 10.3$ million and net income increased to $\$ 4.5$ million from $\$ 3.6$ million for the six months ended September 30, 2003. Net cash provided by operating activities was $\$ 26.4$ million for the six months ended September 30, 2004 compared to $\$ 3.5$ million for the six months ended September 30, 2003.

For the six months ended September 30, 2004, on a pro forma basis, total revenues increased by $\$ 10.6$ million or $7.6 \%$ to $\$ 149.1$ million from $\$ 138.5$ million for the same period of the prior year. The increase was primarily due to strong sales gains for the Compound W, Clear eyes, Comet and Spic and Span brands.

## Conference Call

The Company will hold a conference call to review its second quarter FY'05 financial performance at 2:00 P.M. Eastern Time on Tuesday, November 16, 2004. The domestic dial in number for the call is $888-606-7034$. The international dial in number is 210-234-0003. The conference pass code is "Prestige." We will also have a live Internet webcast of the conference call, which can be accessed from the investor relations page of www.prestigebrandsinc.com.

A telephonic replay of the conference call will be available beginning at 4:00 P.M. Eastern Time on the day of the call through Tuesday, November 23, 2004 at 10:00 P.M. Eastern Time by calling 866-425-0192. For international callers, please dial 203-369-0875.

## About Prestige Brands

Prestige Brands is a marketer and distributor of well-recognized, branded over-thecounter drug, personal care and household products sold throughout the United States and Canada. Key brands include Compound W® wart remover, Chloraseptic® sore-throat relief products, New-Skin ${ }^{\circledR}$ liquid bandage, Clear eyes ${ }^{\circledR}$ and Murine ${ }^{\circledR}$ eye and ear care products, Little Remedies ${ }^{\circledR}$ pediatric over-the-counter healthcare products, Cutex ${ }^{\circledR}$ nail polish remover, Comet ${ }^{\circledR}$ and Spic \& Span ${ }^{\circledR}$ household cleaner and several other well recognized brands. Prestige Brands is owned by affiliates of GTCR Golder Rauner, LLC., certain other investors and management. Prestige Brands is headquartered in Irvington, New York. For more information, visit www.prestigebrandsinc.com.

Prestige Brands Quarterly Report for the Quarter Ended September 30, 2004 can be accessed at the Company's web site at Www.prestigebrandsinc.com and clicking on the investor relations section.

## About GTCR Golder Rauner, LLC

Founded in 1980, GTCR Golder Rauner is a leading private equity investment firm and long-term strategic partner for outstanding management teams. The Chicago-based firm pioneered the investment strategy of identifying and partnering with exceptional executives to build leading companies through a combination of acquisitions and strong internal growth. GTCR currently manages more than $\$ 6$ billion of equity capital invested in a wide range of companies and industries. For more information, visit www.gtcr.com.

## Forward-Looking Statements

This press release may contain "forward-looking statements." These statements reflect our expectations or beliefs concerning future events that involve risks and uncertainties, including general economic conditions affecting our products and their respective markets, changing consumer trends, pricing pressures which may cause us to lower our prices, increases in supplier prices, changes in our senior management team, our ability to protect our intellectual property rights, our dependency on the reputation of our brand names, the competition in our markets, shortages of supply of sourced goods or interruptions in the manufacturing of our products, our level of debt, our ability to obtain additional financing, the operating and other restrictions in our senior credit facility and the indenture relating to our outstanding senior subordinated notes on our operations and our ability to service our debt. Although we believe that the expectations reflected in such forward- looking statements are reasonable, we can give no assurance that such expectations will prove to have been correct. We disclaim any intention or obligation to update or revise any forward- looking statements, whether as a result of new information, future events or otherwise. These forward-looking statements may contain the words "believe," "anticipate," "expect," "estimate," "project," "will be," "will continue," "will likely result," or other similar words and phrases. Forward- looking statements and our plans and expectations are subject to a number of risks and uncertainties that could cause actual results to differ materially from those anticipated; and our business in general is subject to certain risks, including, but not limited to the risks identified in our most recent Registration Statements on Forms S-1 and S-4 on file with the SEC.

Consolidated Statement of Operations
For the Three and Six Months Ended September 30, 2004 and 2003
(Unaudited)
(dollars in 000's)

|  | Three Months Ended September 30, |  |  |  |  |  | Six Months Ended September 30, |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | $\begin{gathered} \text { Actual } \\ 2004 \\ \hline \end{gathered}$ |  | $\begin{gathered} \text { Actual } \\ 2003 \end{gathered}$ |  | $\begin{aligned} & \text { Pro Forma } \\ & 2003 \\ & \hline \end{aligned}$ |  | $\begin{gathered} \text { Actual } \\ 2004 \\ \hline \end{gathered}$ |  | $\begin{gathered} \text { Actual } \\ 2003 \\ \hline \end{gathered}$ |  | Pro Forma 2003 |  |
| Net sales | \$ | 81,320 | \$ | 23,684 | \$ | 75,213 | \$ | 149,002 | \$ | 42,963 | \$ | 138,315 |
| Other revenues |  | 26 |  | - |  | - |  | 101 |  | - |  | - |
| Other revenues - related party |  | - |  | 97 |  | 97 |  | - |  | 195 |  | 195 |
| Total Revenues |  | 81,346 | \$ | 23,781 | \$ | 75,310 |  | 149,103 |  | 43,158 |  | 138,510 |
| Cost of goods sold |  | 37,843 |  | 9,040 |  | 33,345 |  | 73,966 |  | 16,087 |  | 61,020 |
| Gross profit |  | 43,503 |  | 14,741 |  | 41,965 |  | 75,137 |  | 27,071 |  | 77,490 |
| Operating Expenses: |  |  |  |  |  |  |  |  |  |  |  |  |
| Selling, advertising and promotion |  | 10,304 |  | 5,046 |  | 12,807 |  | 24,075 |  | 9,254 |  | 26,257 |
| General and administrative |  | 4,502 |  | 2,493 |  | 5,736 |  | 9,423 |  | 4,934 |  | 11,275 |
| Depreciation and amortization ${ }^{1}$ |  | 2,254 |  | 1,318 |  | 2,301 |  | 4,543 |  | 2,630 |  | 4,599 |
| Income from Operations |  | 26,443 |  | 5,884 |  | 21,121 |  | 37,096 |  | 10,253 |  | 35,359 |
| Loss on Extinguishment of Debt |  | - |  |  |  | - |  | $(7,567)$ |  | - |  | - |
| Interest expense, net $^{2}$ |  | $(10,834)$ |  | $(2,217)$ |  | $(9,649)$ |  | $(21,883)$ |  | $(4,388)$ |  | $(20,405)$ |
| Income/(Loss) before taxes |  | 15,609 |  | 3,667 |  | 11,472 |  | 7,646 |  | 5,865 |  | 14,954 |
| Provision for income taxes |  | $(5,936)$ |  | $(1,541)$ |  | $(4,589)$ |  | $(3,110)$ |  | $(2,312)$ |  | $(5,982)$ |
| Net Income | \$ | 9,673 | \$ | 2,126 | \$ | 6,883 | \$ | 4,536 | \$ | 3,553 | \$ | 8,972 |
| Reconciliation to EBITDA: |  |  |  |  |  |  |  |  |  |  |  |  |
| Interest expense, net |  | 10,834 |  | 2,217 |  | 9,649 |  | 21,883 |  | 4,388 |  | 20,405 |
| Provision for Income Taxes |  | 5,936 |  | 1,541 |  | 4,589 |  | 3,110 |  | 2,312 |  | 5,982 |
| Depreciation and Amortization |  | 2,254 |  | 1,318 |  | 2,301 |  | 4,543 |  | 2,630 |  | 4,599 |
| Loss on Extinguishment of Debt |  | - |  | - |  | - |  | 7,567 |  | - |  | - |
| Charges due to Inventory Step-up |  | - |  | - |  | 544 |  | 5,249 |  | - |  | 1,002 |
| Other Non-recurring items |  | - |  | - |  | 612 |  | - |  | - |  | 1,224 |
| EBITDA ${ }^{3}$ | \$ | 28,697 | \$ | 7,202 | \$ | 24,578 | \$ | 46,888 | \$ | 12,883 | \$ | 42,184 |

1. Pro forma results reflect historical depreciation plus current year amortization.
2. Pro forma interest expense assumes current year debt calculated using prior year LIBOR.
3. EBITDA is defined as income before taxes, interest expense, depreciation, amortization and certain other non-recurring items. EBITDA is presented to aid in developing an understanding of the ability of our operations to generate cash for debt services and taxes, as well as cash for investments in working capital, capital expenditures and other liquidity needs. EBITDA should not be considered as an alternative to, or more meaningful than, amounts determined in accordance with generally accepted accounting principles. EBITDA is not calculated identically by all companies, and therefore, the presentation herein may not be comparable to similarly titled measures of other companies.
