

Q3 2021 FINANCIAL RESULTS

Financial Summary¹

Net Sales	\$253M
Adjusted Gross Margin	71%
Adjusted Operating Margin	19%
Adjusted Diluted EPS	\$0.68

"Our third-quarter performance demonstrates continued focus on execution across all regions in our key product lines amidst lingering COVID-19-related headwinds. We are encouraged by our sales growth year over year and compared to 2019, excluding the impact of Heart Valves. In addition, we saw improvements in margins and cash flow generation. We also strengthened our financial flexibility with the completion of an equity offering during the quarter, which allowed us to retire the \$450 million term loan and enter into a new \$125 million revolver."

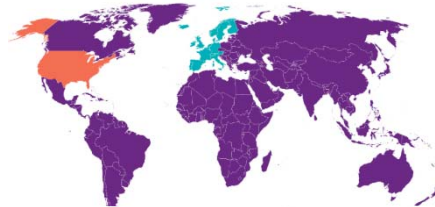
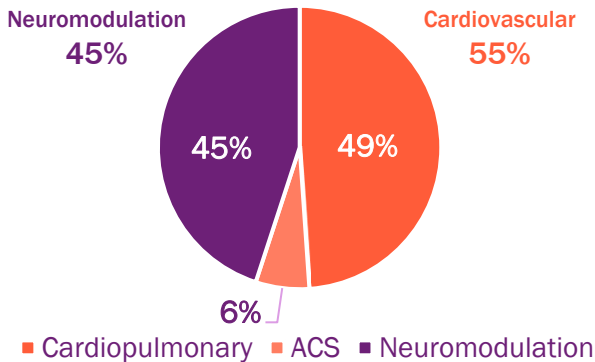


- Damien McDonald, CEO of LivaNova

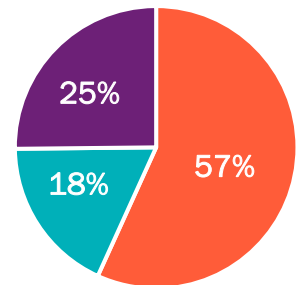
Net Sales Summary^{2,3}

By Business

By Geography



Geography	Net Sales	Change
US	\$144M	↑ 12%
EU	\$46M	↓ 8%
ROW	\$64M	↑ 1%



2021 Guidance⁴

Highlights

	Guidance, Aug. 16, 2021	Guidance, Nov. 3, 2021
Net Sales	5-10%	8-11%
Adjusted Diluted EPS	\$1.75-2.05	\$2.00-2.10
Adjusted Free Cash Flow (FCF)	\$50-70M	\$55-75M

Sales Growth, Margin Expansion and FCF Generation
sequentially and over previous year⁽⁵⁾

>20% Organic Growth in Advanced Circulatory Support
driven by LifeSPARC® launch

2021 Strategic Priorities

Core Growth

- Expand the go-to-market initiative for U.S. Epilepsy
- ACS growth of over 30% in 2021

Pipeline Execution

- Achieve key study milestones in:
 - RECOVER and ANTHEM HFReF
- Advance next-generation HLM



Operational Excellence

- Expand operating margin through cost discipline
- Drive improvement in free cash flow generation

Definitions:

- ACS:** Advanced Circulatory Support
- HF:** Heart Failure
- HLM:** Heart-Lung Machine

1) Adjusted financial measures are non-GAAP measures and exclude specified items as described and reconciled in the "Reconciliation of GAAP to non-GAAP Financial Measures" contained on the back of this document. All EPS measures in this document refer to diluted EPS from continuing operations. 2) Unless otherwise noted, all sales growth rates in this document reflect constant-currency sales growth, which eliminates the effects of foreign currency fluctuations. Constant-currency growth, a non-GAAP financial measure, measures the change in sales between current and prior-year periods using average exchange rates in effect during the applicable prior-year period. 3) The Heart Valves business was divested and deconsolidated effective June 1, 2021. 4) LivaNova calculates forward-looking non-GAAP financial measures based on internal forecasts that omit certain amounts that would be included in GAAP financial measures. For example, forward-looking net sales growth projections are estimated on a constant-currency basis and exclude the impact of foreign currency fluctuations. In addition, management uses the non-GAAP measure of Free Cash Flow defined as Net Cash Used in Operating Activities, less Net Cash Used in Investing Activities and further excludes the following one-time extraordinary adjustments: 3T litigation payments and a tax stimulus benefit. Forward-looking non-GAAP adjusted diluted earnings per share guidance exclude other items such as, but not limited to, stock-based compensation costs, changes in fair value of contingent consideration arrangements and product remediation costs that would be included in comparable GAAP financial measures. The most directly comparable GAAP measure for constant-currency net sales and adjusted diluted earnings per share are net sales and earnings per share, respectively. However, non-GAAP financial adjustments on a forward-looking basis are subject to uncertainty and variability as they are dependent on many factors, including but not limited to, the effect of foreign currency exchange fluctuations, impacts from potential acquisitions or divestitures, gains or losses on the potential sale of businesses or other assets, restructuring costs, merger and integration activities, changes in fair value of contingent consideration arrangements, product remediation costs and the tax impact of the aforementioned items, tax law changes or other tax matters. Accordingly, reconciliations to the most directly comparable forward-looking GAAP financial measures are not available without unreasonable effort. *Numbers may not add precisely due to rounding. (5) Excluding the impact of the Heart Valves divestiture.

RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES – UNAUDITED

Three Months Ended September 30, 2021

	GAAP Financial Measures	Depreciation and Amortization Expenses (A)	Financing Transactions (B)	Certain Legal, Contingent Consideration and Other (C)	Stock-based Compensation Costs (D)	Certain Tax Adjustments (E)	Certain Interest Adjustments (F)	Heart Valves (G)	Adjusted Financial Measures
Gross Margin %	67.2%	1.6%	--	1.8%	0.1%	--	--	--	70.7%
Operating Margin %	7.1%	2.8%	--	4.6%	4.4%	--	--	0.1%	18.9%
Diluted EPS – Continuing Operations	(\$0.82)	\$0.12	\$0.88	\$0.20	\$0.21	(\$0.02)	\$0.08	\$0.02	\$0.68

Three Months Ended September 30, 2020

	GAAP Financial Measures	Depreciation and Amortization Expenses (A)	Financing Transactions (B)	Certain Legal, Contingent Consideration and Other (C)	Stock-based Compensation Costs (D)	Certain Tax Adjustments (E)	Certain Interest Adjustments (F)	Product Remediation Expenses (H)	Restructuring Expenses (I)	Merger and Integration Expenses (J)	Adjusted Financial Measures
Gross Margin %	61.5%	2.2%	--	2.2%	0.2%	--	--	0.5%	--	--	66.5%
Operating Margin %	(3.1)%	4.7%	--	7.8%	3.3%	--	--	0.5%	(0.1)%	0.5%	13.4%
Diluted EPS – Continuing Operations	(\$0.30)	\$0.20	(\$0.10)	\$0.38	\$0.15	(\$0.05)	\$0.07	\$0.02	(\$0.01)	\$0.02	\$0.38

GAAP results include:

- (A) Includes depreciation and amortization associated with purchase price accounting
- (B) Costs associated with the June 2020 financing transactions, including the mark-to-market adjustment for the exchangeable option feature and capped call derivatives. Three-month period ended September 30, 2021 also includes loss on debt extinguishment.
- (C) 3T Heater-Cooler litigation provision, legal expenses primarily related to 3T Heater-Cooler defense, settlements, other matters and remeasurement of contingent consideration related to acquisitions
- (D) Non-cash expenses associated with stock-based compensation costs
- (E) Primarily relates to discrete tax items. Three-month period ended September 30, 2020 also includes the tax impact of intercompany transactions.
- (F) Primarily relates to non-cash interest expense on the Senior Secured Term Loan and Cash Exchangeable Senior Notes. Three-month period ended September 30, 2020 also includes non-cash interest expense related to intellectual property migration and interest reversed upon the settlement of a tax litigation matter.
- (G) Loss associated with the sale of Heart Valves
- (H) Costs related to the 3T Heater-Cooler remediation plan
- (I) Restructuring expenses related to organizational changes
- (J) Merger and integration expenses related to our legacy companies and recent acquisitions

* Numbers may not add precisely due to rounding.

NET SALES: COMPARISON OF ACTUAL RESULTS TO CONSTANT CURRENCY – UNAUDITED ⁽¹⁾

(U.S. dollars in millions)

Business	Three Months Ended September 30,		% Change at Actual Currency Rates	% Change at Constant-Currency Rates
	2021	2020		
Cardiovascular	\$138.6	\$140.9	(1.6)%	(1.9)%
Neuromodulation	113.3	98.4	15.1%	14.6%
Other	1.3	0.8	62.4%	61.2%
Total Net Sales	\$253.2	\$240.1	5.5%	5.0%

Region	Three Months Ended September 30,		% Change at Actual Currency Rates	% Change at Constant-Currency Rates
	2021	2020		
US	\$143.8	\$128.9	11.6%	11.6%
Europe	45.7	48.5	(5.8)%	(7.5)%
Rest of World	63.7	62.7	1.6%	1.3%
Total Net Sales	\$253.2	\$240.1	5.5%	5.0%

(1) Constant-currency growth, a non-GAAP financial measure, measures the change in sales between current and prior-year periods using average exchange rates in effect during the applicable prior-year period. The sales results presented are unaudited.

* Numbers may not add or recalculate precisely due to rounding.