

Edgar Filing: ALBERTO CULVER CO - Form 425

ALBERTO CULVER CO  
Form 425  
September 12, 2006

Filed by Alberto-Culver Company

Pursuant to Rule 425 under the Securities Act of 1933 and deemed  
filed pursuant to Rule 14a-12 under the Securities Exchange Act of  
1934

Subject Company: Alberto-Culver Company

(Commission File No. 1-5050)

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Howard B. Bernick  
Howard B. Bernick  
President and CEO,  
President and CEO,  
Alberto-Culver Company

Alberto-Culver Company

3  
3  
Forward Looking Statements  
Forward Looking Statements  
This  
presentation  
contains

forward-looking  
statements  
within  
the  
meaning  
of  
the  
Private  
Securities  
Litigation  
Reform  
Act  
of  
1995.  
Such  
statements  
are  
based  
upon  
the  
current  
beliefs  
and  
expectations  
of  
Alberto-Culver's  
management  
and  
are  
subject  
to  
significant  
risks  
and  
uncertainties.  
Actual  
results  
may  
differ  
from  
those  
set  
forth  
in  
the  
forward-looking  
statements.  
The  
following  
factors,

among  
others,  
could  
cause  
actual  
results  
to  
differ  
from  
those  
set  
forth  
in  
the  
forward-looking  
statements:  
risks  
inherent  
in  
acquisitions,  
divestitures  
and  
strategic  
alliances;  
the  
pattern  
of  
brand  
sales;  
loss  
of  
distributorship  
rights;  
competition  
within  
the  
relevant  
product  
markets;  
loss  
of  
one  
or  
more  
key  
employees;  
sales  
by  
unauthorized  
distributors

in  
Alberto-Culver  
Company's  
exclusive  
markets;  
the  
effects  
of  
a  
prolonged  
United  
States  
or  
global  
economic  
downturn  
or  
recession;  
changes  
in  
costs;  
the  
cost  
and  
effects  
of  
unanticipated  
legal  
or  
administrative  
proceedings;  
health  
epidemics;  
adverse  
weather  
conditions;  
and  
variations  
in  
political,  
economic  
or  
other  
factors  
such  
as  
currency  
exchange  
rates,  
inflation

rates,  
interest  
rates,  
tax  
changes,  
legal  
and  
regulatory  
changes  
or  
other  
external  
factors  
over  
which  
Alberto-Culver  
has  
no  
control.  
These  
forward-looking  
statements  
speak  
only  
as  
of  
the  
date  
of  
this  
presentation,  
and  
there  
is  
no  
undertaking  
to  
update  
or  
revise  
them  
as  
more  
information  
becomes  
available.  
Additional  
factors  
that  
could

cause  
Alberto-Culver's  
results  
to  
differ  
materially  
from  
those  
described  
in  
the  
forward-looking  
statements  
can  
be  
found  
in  
the  
Company's  
2005  
Annual  
Report  
on  
Form  
10-  
K,  
the  
Current  
Report  
on  
Form  
8-K,  
dated  
June  
20,  
2006,  
and  
the  
Current  
Report  
on  
Form  
8-K  
dated  
June  
22,  
2006,  
filed  
with  
the

SEC  
and  
available  
at  
the  
SEC's  
internet  
site  
(<http://www.sec.gov>).

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4  
Pending Separation  
Pending Separation

5  
5  
\$1.4 Billion+  
\$895 Million+  
DISTRIBUTION  
Alberto-Culver Company  
Alberto-Culver Company

\$1.3 Billion+  
CONSUMER PRODUCTS

6  
6  
Consistent Revenue Growth  
Consistent Revenue Growth  
(\$ in millions)  
\$822  
\$3,531

7

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Consistent EPS Growth

Consistent EPS Growth

(Diluted EPS)

\$0.35

One Time Gains

(\$ per share)

\* Before Non-Core Items

\$2.37\*

8

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Alberto-Culver

Alberto-Culver

FY 06 Nine Months / 3Q Results

FY 06 Nine Months / 3Q Results

6.4%

6.0%  
15.2%  
15.0%  
15.6%  
16.4%  
19.5%  
20.2%  
0.0%  
5.0%  
10.0%  
15.0%  
20.0%  
25.0%  
30.0%  
35.0%  
40.0%

Sales

Diluted EPS\*

Net Earnings\*

Advertising

Nine Months

Third Quarter

Change vs. Prior Year

\*Excluding non-core items.

9  
9  
1991  
1993  
1995  
1997  
1999

2001

2003

2005

Excludes \$.01/share special dividend paid in 1993

(\$ per share)

\$0.07

\$0.52

Continuous Dividend Increases

Continuous Dividend Increases

10

10

Reasons for the Split

Reasons for the Split

Channel Conflicts

Channel Conflicts

11

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Metrics of Split

Metrics of Split

ACV Shareholders will own

ACV Shareholders will own

approximately 52.5% of the new

approximately 52.5% of the new  
Sally/BSG  
Sally/BSG  
Clayton, Dubilier & Rice will Invest  
Clayton, Dubilier & Rice will Invest  
\$575 Million to Obtain a 47.5% Equity  
\$575 Million to Obtain a 47.5% Equity  
Stake in Sally/BSG  
Stake in Sally/BSG  
Transaction Implies Sally Enterprise  
Transaction Implies Sally Enterprise  
Value, Including \$1.85 Billion of New  
Value, Including \$1.85 Billion of New  
Sally Debt, of Approximately \$3.0  
Sally Debt, of Approximately \$3.0  
Billion  
Billion  
Sally/BSG will be a \$2.4 Billion  
Sally/BSG will be a \$2.4 Billion  
Company Generating Nearly \$300  
Company Generating Nearly \$300  
Million in EBITDA  
Million in EBITDA

12  
12  
ACV Holders Receive  
ACV Holders Receive  
New Share of  
Consumer Products  
(100% Ownership)

New Share of  
Sally/BSG  
(52.5% Ownership)  
\$25 Cash

13  
13  
Gary Winterhalter  
Gary Winterhalter  
President,  
President,  
Sally Beauty Company, Inc.

Sally Beauty Company, Inc.

14  
14  
FY 2005 Sales (millions)  
\$2,254  
6/30/06  
Employees  
+18,000

Stores

3,318

Distributor Sales Consultants

+1,200

Beauty Supply Distribution

Beauty Supply Distribution

15

15

Future Opportunities

Future Opportunities

Accelerated Store Openings

Accelerated Store Openings

Geographic Expansion

Geographic Expansion

Acquisitions

Acquisitions

Stepped-up Advertising Campaign

Stepped-up Advertising Campaign

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16  
V. James Marino  
V. James Marino  
President,  
President,  
Alberto-Culver Consumer Products Worldwide

Alberto-Culver Consumer Products Worldwide

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Flexible Balance Sheet:

Flexible Balance Sheet:

New Alberto-Culver

New Alberto-Culver

14.6%

37.1%  
44.4%  
52.5%  
54.0%  
72.2%  
82.1%  
87.3%  
0.0%  
20.0%  
40.0%  
60.0%  
80.0%  
100.0%

ACV  
CENT  
CHD  
CHTT  
PBH  
SPC  
PYX  
ENR

Net Cash of  
Net Cash of  
Approximately \$50 Million  
Approximately \$50 Million  
Strong Cash Flows  
Strong Cash Flows  
Cash on Hand and  
Cash on Hand and  
Borrowing Power to:  
Borrowing Power to:

Pursue Strategic  
Acquisitions

Invest in the Business

Pay Dividends

Share Repurchases

Total Debt / Total Capitalization (1)

(1) Latest SEC 10-Q Filing. ACV is Pro-forma (post separation of Consumer and Sally/BSG).

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Future Goals

Future Goals

Mid to High Single Digit Sales Growth

Mid to High Single Digit Sales Growth

Complemented by Strategic Acquisitions

Complemented by Strategic Acquisitions

Gradual Margin Expansion

Gradual Margin Expansion

19  
19  
We believe  
We believe  
Companies don't succeed,  
Companies don't succeed,  
People Do.

People Do.

We believe

We believe

Our success for another 50 years

Our success for another 50 years

can only come from innovative,

can only come from innovative,

values-driven team players.

values-driven team players.

20  
20