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DELTA REPORT

10-Q

UVV - UNIVERSAL CORP /VA/

10-Q - JUNE 30, 2024 COMPARED TO 10-Q - DECEMBER 31, 2023

The following comparison report has been automatically generated

TOTAL DELTAS	721
CHANGES	200
DELETIONS	278
ADDITIONS	243

REFINITIV

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-Q

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

FOR THE QUARTERLY PERIOD ENDED DECEMBER 31, 2023 JUNE 30, 2024

OR

☐ **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: 001-00652

UNIVERSAL CORPORATION
(Exact name of registrant as specified in its charter)

Virginia	54-0414210
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

9201 Forest Hill Avenue, Richmond,	**Virginia**	**23235**
(Address of principal executive offices)		(Zip Code)

804-359-9311
(Registrant's telephone number, including area code)

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

Title of each class	Trading Symbol(s)	Name of Exchange on which registered
Common Stock, no par value	UVV	New York Stock Exchange

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. Yesþ No o

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 þ No o

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

Large Accelerated Filer	þ	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. o

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

As of February 5, 2024 August 5, 2024, the total number of shares of common stock outstanding was 24,573,240. 24,692,747.

UNIVERSAL CORPORATION
FORM 10-Q
TABLE OF CONTENTS

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

UNIVERSAL CORPORATION
CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME
(in thousands, except share and per share data)

	Three Months Ended December 31,		Nine Months Ended December 31,	
	2023	**2022**	**2023**	**2022**
	Three Months Ended June 30,			
	Three Months Ended June 30,			
	Three Months Ended June 30,			

		2024		2023		
	(Unaudited)		(Unaudited)		(Unaudited)	(Unaudited)
Sales and other operating revenues						
Costs and expenses						
Cost of goods sold						
Cost of goods sold						
Cost of goods sold						
Selling, general and administrative expenses						
Restructuring and impairment costs						
Restructuring and impairment costs						
Restructuring and impairment costs						
Operating income						
Operating income						
Operating income						
Equity in pretax earnings (loss) of unconsolidated affiliates						
Other non-operating income (expense)						
Interest income						
Interest expense						
Income before income taxes and other items						
Income (loss) before income taxes and other items						
Income taxes						
Net income						
Net income (loss)						
Less: net loss (income) attributable to noncontrolling interests in subsidiaries						
Net income attributable to Universal Corporation						
Net income (loss) attributable to Universal Corporation						
Earnings per share:						
Earnings per share:						
Earnings per share:						
Basic						
Basic						
Basic						
Diluted						
Weighted average common shares outstanding:						
Weighted average common shares outstanding:						
Weighted average common shares outstanding:						
Basic						
Basic						
Basic						
Diluted						
Total comprehensive income (loss), net of income taxes						
Total comprehensive income (loss), net of income taxes						
Total comprehensive income (loss), net of income taxes						
Less: comprehensive (income) loss attributable to noncontrolling interests						

Comprehensive income (loss) attributable to Universal Corporation
Dividends declared per common share
Dividends declared per common share
Dividends declared per common share

See accompanying notes.

UNIVERSAL CORPORATION
CONSOLIDATED BALANCE SHEETS
(in thousands of dollars)

		December 31, 2023	December 31, 2022	March 31, 2023
		June 30, 2024	June 30, 2023	March 31, 2024
	(Unaudited)			
ASSETS				
ASSETS				
ASSETS				
Current assets				
Current assets				
Current assets				
Cash and cash equivalents				
Cash and cash equivalents				
Cash and cash equivalents				
Accounts receivable, net				
Advances to suppliers, net				
Accounts receivable—unconsolidated affiliates				
Inventories—at lower of cost or net realizable value:				
Tobacco				
Tobacco				
Tobacco				
Other				
Prepaid income taxes				
Other current assets				
Other current assets				
Other current assets				
Total current assets				
Property, plant and equipment				
Property, plant and equipment				
Property, plant and equipment				
Land				
Land				
Land				
Buildings				
Machinery and equipment				
	1,067,072			

	1,055,067
Less accumulated depreciation	
	360,430
	375,056
Other assets	
Operating lease right-of-use assets	
Operating lease right-of-use assets	
Operating lease right-of-use assets	
Goodwill, net	
Other intangibles, net	
Investments in unconsolidated affiliates	
Deferred income taxes	
Pension asset	
Other noncurrent assets	
	459,815
	459,457
Total assets	
Total assets	
Total assets	

See accompanying notes.

UNIVERSAL CORPORATION
CONSOLIDATED BALANCE SHEETS
(in thousands of dollars)

		December 31, 2023	**December 31, 2022**	**March 31, 2023**
		June 30, 2024	**June 30, 2023**	**March 31, 2024**
	(Unaudited)			
LIABILITIES AND SHAREHOLDERS' EQUITY				
LIABILITIES AND SHAREHOLDERS' EQUITY				
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities				
Current liabilities				
Current liabilities				
Notes payable and overdrafts				
Notes payable and overdrafts				
Notes payable and overdrafts				
Accounts payable				
Accounts payable—unconsolidated affiliates				
Customer advances and deposits				
Accrued compensation				
Income taxes payable				

Current portion of operating lease liabilities
Accrued expenses and other current liabilities
Current portion of long-term debt
Total current liabilities
Long-term debt
Long-term debt
Long-term debt
Pensions and other postretirement benefits
Long-term operating lease liabilities
Other long-term liabilities
Deferred income taxes
Total liabilities
Shareholders’ equity
Shareholders’ equity
Shareholders’ equity
Universal Corporation:
Universal Corporation:
Universal Corporation:
Preferred stock:
Preferred stock:
Preferred stock:
Series A Junior Participating Preferred Stock, no par value, 500,000 shares authorized, none issued or outstanding
Series A Junior Participating Preferred Stock, no par value, 500,000 shares authorized, none issued or outstanding
Series A Junior Participating Preferred Stock, no par value, 500,000 shares authorized, none issued or outstanding
Common stock, no par value, 100,000,000 shares authorized 24,559,181 shares issued and outstanding at December 31, 2023 (24,555,361 at December 31, 2022 and 24,555,361 at March 31, 2023)
Common stock, no par value, 100,000,000 shares authorized 24,559,181 shares issued and outstanding at December 31, 2023 (24,555,361 at December 31, 2022 and 24,555,361 at March 31, 2023)
Common stock, no par value, 100,000,000 shares authorized 24,559,181 shares issued and outstanding at December 31, 2023 (24,555,361 at December 31, 2022 and 24,555,361 at March 31, 2023)
Common stock, no par value, 100,000,000 shares authorized 24,675,988 shares issued and outstanding at June 30, 2024 (24,636,600 at June 30, 2023 and 24,573,408 at March 31, 2024)
Common stock, no par value, 100,000,000 shares authorized 24,675,988 shares issued and outstanding at June 30, 2024 (24,636,600 at June 30, 2023 and 24,573,408 at March 31, 2024)
Common stock, no par value, 100,000,000 shares authorized 24,675,988 shares issued and outstanding at June 30, 2024 (24,636,600 at June 30, 2023 and 24,573,408 at March 31, 2024)
Retained earnings
Accumulated other comprehensive loss
Total Universal Corporation shareholders' equity
Noncontrolling interests in subsidiaries
Total shareholders' equity
Total liabilities and shareholders' equity
Total liabilities and shareholders' equity
Total liabilities and shareholders' equity

See accompanying notes.

UNIVERSAL CORPORATION
CONSOLIDATED STATEMENTS OF CASH FLOWS
(in thousands of dollars)

	Nine Months Ended December 31,	
	2023	2022
	Three Months Ended June 30,	
	2024	2023
		(Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income		
Net income		
Net income		
Net income (loss)		
Net income (loss)		
Net income (loss)		
Adjustments to reconcile net income (loss) to net cash used by operating activities:		
Depreciation and amortization		
Depreciation and amortization		
Depreciation and amortization		
Net provision for losses (recoveries) on advances to suppliers		
Net provision for losses (recoveries) on advances to suppliers		
Net provision for losses (recoveries) on advances to suppliers		
Inventory writedowns		
Stock-based compensation expense		
Foreign currency remeasurement (gain) loss, net		
Foreign currency exchange contracts		
Deferred income taxes		
Equity in net loss (income) of unconsolidated affiliates, net of dividends		
Restructuring and impairment costs		
Restructuring payments		
Restructuring payments		
Restructuring payments		
Other, net		
Other, net		
Other, net		
Changes in operating assets and liabilities, net:		
Accounts and notes receivable		
Accounts and notes receivable		
Accounts and notes receivable		
Inventories		
Other assets		
Accounts payable		
Accrued expenses and other current liabilities		
Income taxes		
Customer advances and deposits		
Net cash provided (used) by operating activities		
CASH FLOWS FROM INVESTING ACTIVITIES:		
CASH FLOWS FROM INVESTING ACTIVITIES:		

CASH FLOWS FROM INVESTING ACTIVITIES:
Purchase of property, plant and equipment
Purchase of property, plant and equipment
Purchase of property, plant and equipment
Proceeds from sale of business, net of cash held by the business
Proceeds from sale of property, plant and equipment
Proceeds from sale of property, plant and equipment
Proceeds from sale of property, plant and equipment
Net cash used by investing activities
Net cash used by investing activities
Net cash used by investing activities
CASH FLOWS FROM FINANCING ACTIVITIES:
CASH FLOWS FROM FINANCING ACTIVITIES:
CASH FLOWS FROM FINANCING ACTIVITIES:
Issuance of short-term debt, net
Issuance of short-term debt, net
Issuance of short-term debt, net
Issuance of long-term debt
Repayment of long-term debt
Dividends paid to noncontrolling interests
Dividends paid to noncontrolling interests
Dividends paid to noncontrolling interests
Repurchase of common stock
Repurchase of common stock
Repurchase of common stock
Dividends paid on common stock
Dividends paid on common stock
Dividends paid on common stock
Proceeds from termination of interest rate swap agreements
Other
Other
Other
Net cash provided (used) by financing activities
Effect of exchange rate changes on cash, restricted cash and cash equivalents
Effect of exchange rate changes on cash, restricted cash and cash equivalents
Effect of exchange rate changes on cash, restricted cash and cash equivalents
Net increase (decrease) in cash, restricted cash and cash equivalents
Cash, restricted cash and cash equivalents at beginning of year
Cash, restricted cash and cash equivalents at end of period
Cash, restricted cash and cash equivalents at end of period
Cash, restricted cash and cash equivalents at end of period

See accompanying notes.

UNIVERSAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1. BASIS OF PRESENTATION

Universal Corporation, which together with its subsidiaries is referred to herein as “Universal” or the “Company,” is a global business-to-business agri-products supplier to consumer product manufacturers. The Company is the leading global leaf tobacco supplier and provides high-quality plant-based ingredients to food and beverage end markets. Because of the seasonal nature of the Company’s business, the results of operations for any fiscal quarter will not necessarily be indicative of results to be expected for other quarters or a full fiscal year. All adjustments necessary to state fairly the results for the period have been included and were of a normal recurring nature. This Form 10-Q should be read in conjunction with the financial statements and notes thereto included in the Company’s Annual Report on Form 10-K for the fiscal year ended March 31, 2023 March 31, 2024 (the “2023 “2024 Annual Report on Form 10-K”).

Accounting Pronouncements to be Adopted in Future Years

In November 2023, the FASB issued Accounting Standards Update No. 2023-07, "Segment “Segment Reporting (Topic 280) - Improvements to Reportable Segment Disclosures" (" Disclosures” (“ASU 2023-07" 2023-07”). ASU 2023-07 requires additional disclosures about profitability measures utilized by the chief operating decision maker and significant segment expenses. ASU 2023-07 also requires all annual disclosures regarding profit or loss and assets to be included in interim disclosures. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023 and for interim periods in fiscal years beginning after December 15, 2024, although early adoption is permitted. The Company is currently evaluating the impact of adopting this standard on its operating segments segment disclosures.

In December 2023, the FASB issued Accounting Standards Update No. 2023-09, “Income Taxes (Topic 740) - Improvements to Income Tax Disclosures” (“ASU 2023-09”). ASU 2023-09 requires additional disclosures reconciling the rates of different categories of income tax (i.e. federal, state, foreign, etc.) and a disaggregation of taxes paid and refunded. ASU 2023-09 is effective for fiscal years beginning after December 15, 2024 and for interim periods in fiscal years beginning after December 15, 2025, although early adoption is permitted. The Company is currently evaluating the impact of adopting this standard on its income tax disclosures.

NOTE 2. RESTRUCTURING AND IMPAIRMENT COSTS

Universal continually reviews its business for opportunities to realize efficiencies, reduce costs, and realign its operations in response to business changes. Restructuring and impairment costs are periodically incurred in connection with those activities.

There were no restructuring and impairment costs incurred for the three and nine months ended December 31, 2022.

Tobacco Operations

During the nine months ended December 31, 2023, the Company began restructuring operations at its Global Labs Services ("GLS") facility in Wilson, NC. GLS provides testing for crop protection agents and tobacco constituents in seed, leaf, and finished products, including e-cigarette liquids and vapors, and has capabilities for testing non-tobacco products. As a result of the restructuring of the GLS operations, the Company incurred $1.8 million of restructuring and impairment costs for the nine months ended December 31, 2023.

During the nine months ended December 31, 2023, the Company also incurred $1.7 million of termination and impairment costs in other areas of the Tobacco Operations segment.

NOTE 3. 2. REVENUE FROM CONTRACTS WITH CUSTOMERS

The majority of the Company’s consolidated revenue consists of sales of processed leaf tobacco to customers. The Company also earns revenue from processing leaf tobacco owned by customers and from various other services provided to customers. Additionally, the Company has fruit and vegetable processing operations, as well as flavor and extract services that provide customers with a range of ingredient products. Payment terms with customers vary depending on customer creditworthiness, product types, services provided, and other factors. Contract durations and payment terms for all revenue categories generally do not exceed one year. Therefore, the Company has applied a practical expedient to not adjust the transaction price for the effects of financing components, as the Company expects that the period from the time the revenue for a transaction is recognized to the time the customer pays for the related good or service transferred will be one year or less. Shipping and handling costs under sales contracts with customers are treated as fulfillment costs and included in the transaction price. Below is a description of the major revenue-generating categories from contracts with customers.

Tobacco Sales

The majority of the Company’s business involves purchasing leaf tobacco from farmers in the origins where it is grown, processing and packing the tobacco in its factories, and then transferring ownership and control of the tobacco to customers. On a much smaller basis, the Company also sources processed tobacco from third-party suppliers for resale to customers. The contracts for tobacco sales with customers create a performance obligation to transfer tobacco to the customer. Transaction prices for the sale of tobaccos are primarily based on negotiated fixed prices, but the Company does have a small number of cost-plus contracts with certain customers. Cost-plus arrangements provide the Company reimbursement of the cost to purchase and process the tobacco, plus a contractually agreed-upon profit margin. The Company utilizes the most likely amount methodology under the accounting guidance to recognize revenue for cost-plus arrangements with customers. Shipping and handling costs under tobacco sales contracts with customers are treated as fulfillment costs and included in the transaction price. Taxes assessed by government authorities on the sale of leaf tobacco products are excluded from the transaction price. At the point in time that the customer obtains control over the tobacco, which is typically aligned with physical shipment under the contractual terms with the customer, the Company completes its performance obligation and recognizes the revenue for the sale.

Ingredients Sales

The Company has diversified operations through the acquisition of established companies that offer customers a wide range of both liquid and dehydrated fruit and vegetable ingredient products, flavors, and extracts. These operations procure raw materials from domestic and international growers and suppliers and through a variety of processing steps including sorting, cleaning, pressing, mixing, extracting, and blending to manufacture finished goods utilized in beverages and both human and pet food and human food and beverages. food. The contracts for ingredients with customers create a performance obligation to transfer the manufactured finished goods to the customer. Transaction prices for the sale of ingredients are primarily based on negotiated fixed prices. prices, but the Company does have a small number of cost-plus contracts with certain customers.. At the point in time that the customer obtains control over the finished product, which is typically aligned with physical shipment under the contractual terms with the customer, the Company completes its performance obligation and recognizes the revenue for the sale.

Processing Revenue

Processing and packing of customer-owned tobacco and ingredients is a short-duration process. Processing charges are primarily based on negotiated fixed prices per unit of weight processed. Under normal operating conditions, customer-owned raw materials that are placed into the production line exits as processed and packed product and is then later transported to customer-designated transfer locations. The revenue for these services is recognized when the performance obligation is satisfied, which is generally when processing is completed. The Company’s operating history and contract analyses indicate that customer requirements for processed tobacco and food ingredients products are consistently met upon completion of processing.

Other Sales and Revenue from Contracts with Customers

From time to time, the Company enters into various arrangements with customers to provide other value-added services that may include blending, chemical and physical testing of products, storage, logistics, sorting, and tobacco cutting services for select manufacturers. These other arrangements and operations are a much smaller portion of the Company’s business, and are separate and distinct contractual agreements from the Company’s tobacco and food ingredients sales or third-party processing arrangements with customers. The transaction prices and timing of revenue recognition of these items are determined by the specifics of each contract.

Disaggregation of Revenue from Contracts with Customers

The following table disaggregates the Company’s revenue by significant revenue-generating category:

			Three Months Ended December 31,		Nine Months Ended December 31,				
		Three Months Ended June 30, Three Months Ended June 30, Three Months Ended June 30,							
(in thousands of dollars)	(in thousands of dollars)	2023		2022	2023	2022	(in thousands of dollars)	2024	2023
Tobacco sales									
Tobacco sales									
Tobacco sales									
Ingredients sales									
Processing revenue									
Other sales and revenue from contracts with customers									
Total revenue from contracts with customers									
Other operating sales and revenues									

Consolidated sales and other operating revenues

Other operating sales and revenues consists principally of interest on advances to suppliers and dividend payments from deconsolidated affiliates.

NOTE 4. 3. OTHER CONTINGENT LIABILITIES AND OTHER MATTERS

Other Contingent Liabilities

Other Contingent Liabilities (Letters of credit)

The Company had other contingent liabilities totaling approximately $1 million at December 31, 2023 June 30, 2024, primarily related to outstanding letters of credit.

Value-Added Tax Assessments in Brazil

As further discussed below, the Company's local operating subsidiaries pay significant amounts of value-added tax ("VAT") in connection with their operations, which generate tax credits that they normally are entitled to recover through offset, refund, or sale to third parties. In Brazil, VAT is assessed at the state level when green tobacco is transferred between states. The Company's operating subsidiary there pays VAT when tobaccos grown in the states of Santa Catarina and Parana are transferred to its factory in outside the state of Rio Grande do Sul are transferred to the factory for processing. The subsidiary has received assessments for additional VAT plus interest and penalties from tax authorities for the states state of Santa Catarina and Parana based on audits of the subsidiary's VAT filings for specified periods. In June 2011, tax authorities for the state of Santa Catarina issued assessments for tax, interest, and penalties for periods from 2006 through 2009 totaling approximately $10 million. In September 2014, tax authorities for the state of Parana issued an assessment for tax, interest, and penalties for periods from 2009 through 2014 totaling approximately $11 million $10 million. Those amounts are based on the exchange rate for the Brazilian currency at December 31, 2023 June 30, 2024. Management of the operating subsidiary and outside counsel believe that errors were made by the tax authorities for both states in determining all or significant portions of these assessments this assessment and that various defenses support the subsidiary's positions.

With respect to the Santa Catarina assessments, the subsidiary took appropriate steps to contest the full amount of the claims. As of December 31, 2023, a portion of the subsidiary's arguments had been accepted, but there has not been any further resolution for the matter. The assessment, together with the related accumulated interest through the end of the current reporting period, totaled approximately $11 million (at the December 31, 2023 exchange rate). The subsidiary is continuing to contest the full remaining amount of the assessment. While the range of reasonably possible loss is zero up to the full $11 million remaining assessment with interest, based on the strength of the subsidiary's defenses, no loss within that range is considered probable at this time and no liability has been recorded at December 31, 2023.

With respect to the Parana assessment, management Management of the subsidiary and outside counsel challenged the full amount of the Parana assessment claim. A significant portion of the Parana assessment was based on positions taken by the tax authorities that management and outside counsel believe deviate significantly from the underlying statutes and relevant case law. In addition, under the law, the subsidiary's tax filings for certain periods covered in the assessment were no longer open to any challenge by the tax authorities. In December 2015, the Parana tax authorities withdrew the initial claim and subsequently issued a new assessment covering the same tax periods, reflecting a substantial reduction from the original assessment. In fiscal year 2020, the Parana tax authorities acknowledged the statute of limitations related to claims prior to December 2010 had expired and reduced the assessment to $3 million (at the December 31, 2023 June 30, 2024 exchange rate). Notwithstanding the reduced assessment, management and outside counsel continue to believe that the new assessment is not supported by the underlying statutes and relevant case law and have challenged the full amount of the claim. The range of reasonably possible loss is considered to be zero up to the full $3 million assessment. However, based on the strength of the subsidiary's defenses, no loss within that range is considered probable at this time and no liability has been recorded at December 31, 2023 June 30, 2024.

In both states, the The process for reaching a final resolution to the assessments assessment is expected to be lengthy, and management is not currently able to predict when either the case will be concluded. Should the subsidiary ultimately be required to pay any tax, interest, or penalties in either the case, the portion paid for tax would generate VAT credits that the subsidiary may be able to recover.

Other Legal and Tax Matters

Various subsidiaries of the Company are involved in litigation and tax examinations incidental to their business activities. While the outcome of these matters cannot be predicted with certainty, management is vigorously defending the matters and does not currently expect that any of them will have a material adverse effect on the Company's business or financial position. However, should one or more of these matters be resolved in a manner adverse to management's current expectation, the effect on the Company's results of operations for a particular fiscal reporting period could be material.

Advances to Suppliers

In many sourcing origins where the Company operates, it provides agronomy services and seasonal advances of seed, seedlings, fertilizer, and other supplies to tobacco farmers for crop production, or makes seasonal cash advances to farmers for the procurement of those inputs. These advances are short term, are repaid upon delivery of tobacco to the Company, and are reported in advances to suppliers in the consolidated balance sheets. In several origins, the Company has made long-term advances to tobacco farmers to finance curing barns and other farm infrastructure. In some years, due to low crop yields and other factors, individual farmers may not deliver sufficient volumes of tobacco to fully repay their seasonal advances, and the Company may extend repayment of those advances into future crop years. The long-term portion of advances is included in other noncurrent assets in the consolidated balance sheets. Both the current and the long-term portions of advances to suppliers are reported net of allowances recorded when the Company determines that amounts outstanding are not likely to be collected. Short-term and long-term advances to suppliers totaled $186 million $120 million at December 31, 2023 June 30, 2024, $138 million at June 30, 2023, and 2022, and $199 million $162 million at March 31, 2023 March 31, 2024. The related valuation allowances totaled $25 million $19 million at December 31, 2023 June 30, 2024, $21 million $26 million at December 31, 2022 June 30, 2023, and $24 million $20 million at March 31, 2023 March 31, 2024, and were estimated based on the Company's historical loss information and crop projections. The allowances were decreased by net recoveries of $0.8 million in the three-month period ended June 30, 2024 and increased by net provisions of approximately $10.0 million and $6.1 million $1.4 million in the nine-month periods three-month period ended December 31, 2023 and 2022, respectively. June 30, 2023. These net provisions recoveries and recoveries provisions are included in selling, general, and administrative expenses in the consolidated statements of income. Interest on advances is recognized in earnings upon the farmers' delivery of tobacco in payment of principal and interest.

Recoverable Value-Added Tax Credits

In many foreign countries, the Company's local operating subsidiaries pay significant amounts of VAT on purchases of unprocessed and processed tobacco, crop inputs, packing materials, and various other goods and services. In some countries, VAT

is a national tax, and in other countries it is assessed at the state level. Items subject to VAT vary from jurisdiction to jurisdiction, as do the rates at which the tax is assessed. When tobacco is sold to customers in the country of origin, the operating subsidiaries generally collect VAT on those sales. The subsidiaries are normally permitted to offset their VAT payments against the collections and remit only the incremental VAT collections to the tax authorities. When tobacco is sold for export, VAT is normally not assessed. In countries where tobacco sales are predominately for export markets, VAT collections generated on downstream sales are often not sufficient to fully offset the subsidiaries' VAT payments. In those situations, unused VAT credits can accumulate. Some jurisdictions have procedures that allow companies to apply for refunds of unused VAT credits from the tax authorities, but the refund process often takes an extended period of time and it is not uncommon for refund applications to be challenged or rejected in part on technical grounds. Other jurisdictions may permit companies to sell or transfer unused VAT credits to third parties in private transactions, although approval for such transactions must normally be obtained from the tax authorities, limits on the amounts that can be transferred may be imposed, and the proceeds realized may be heavily discounted from the face value of the credits. Due to these factors, local operating subsidiaries in some countries can accumulate significant balances of VAT credits over time. The Company reviews these balances on a regular basis and records valuation allowances on the credits to reflect amounts that are not expected to be recovered, as well as discounts anticipated on credits that are expected to be sold or transferred. At December 31, 2023 June 30, 2024, the aggregate balance of recoverable tax credits held by the Company's subsidiaries totaled approximately $63 million $68 million ($66 76 million at December 31, 2022 June 30, 2023, and $64 million $72 million at March 31, 2023 March 31, 2024), and the related valuation allowances totaled approximately $21 million ($24 22 million at December 31, 2022 June 30, 2023, and $22 million $21 million at March 31, 2023 March 31, 2024). The net balances are reported in other current assets and other noncurrent assets in the consolidated balance sheets.

Shelf Registration and Stock Repurchase Plan

In November 2023, the Company filed an undenominated automatic universal shelf registration statement with the U.S. Securities and Exchange Commission to provide for the future issuance of an undefined amount of securities as determined by the Company and offered in one or more prospectus supplements prior to issuance.

A stock repurchase plan, which was authorized by the Company's Board of Directors, became effective and was publicly announced on November 2, 2022. This stock repurchase plan authorized the purchase of up to $100 million in common and/or preferred stock in open market or privately negotiated transactions through November 15, 2024 or when funds for the program have been exhausted, subject to market conditions and other factors. The program had $95 million of remaining capacity for repurchases of common stock at December 31, 2023 June 30, 2024.

Sale of Idled Tanzania Operations

During the nine months ended December 31, 2022, the Company entered into a sales agreement to sell all outstanding shares of common stock, which included all properties, of the idled companies in Tanzania for $8.5 million.

Restricted Cash Release of Deferred Proceeds from Acquisition of Silva International, Inc.

During the three months ended December 31, 2022, the Company released $6.0 million, held in a third-party escrow account, to one of Silva's selling shareholders. The amounts were held in escrow since the date of acquisition, as the employee had a post-combination service requirement with forfeitable payment provisions. Therefore, under ASC Topic 805, "Business Combinations," the amounts held in escrow were treated as a contingent consideration arrangement and expensed as compensation expense in selling, general, and administrative expense on the consolidated statements of income. As of December 31, 2022, all amounts had been released to the selling shareholder, who remains employed by the Company, and expensed in the Company's consolidated statements of income.

NOTE 5.4. EARNINGS PER SHARE

The following table sets forth the computation of basic and diluted earnings per share:

(in thousands, except share and per share data)	Three Months Ended December 31, 2023	Three Months Ended December 31, 2022	Nine Months Ended December 31, 2023	Nine Months Ended December 31, 2022
Basic Earnings Per Share				
Numerator for basic earnings per share				
Net income attributable to Universal Corporation	$ 53,216	$ 41,660	$ 79,280	$ 70,345
Denominator for basic earnings per share				
Weighted average shares outstanding	24,849,498	24,770,294	24,853,774	24,772,827
Basic earnings per share	$ 2.14	$ 1.68	$ 3.19	$ 2.84
Diluted Earnings Per Share				
Numerator for diluted earnings per share				
Net income attributable to Universal Corporation	$ 53,216	$ 41,660	$ 79,280	$ 70,345
Denominator for diluted earnings per share:				
Weighted average shares outstanding	24,849,498	24,770,294	24,853,774	24,772,827
Effect of dilutive securities				
Employee and outside director share-based awards	206,331	158,132	163,393	161,620
Denominator for diluted earnings per share	25,055,829	24,928,426	25,017,167	24,934,447
Diluted earnings per share	$ 2.12	$ 1.67	$ 3.17	$ 2.82

(in thousands, except share and per share data)	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023
Basic Earnings (Loss) Per Share		
Numerator for basic earnings (loss) per share		
Net income (loss) attributable to Universal Corporation	$ 130	$ (2,064)
Denominator for basic earnings (loss) per share		
Weighted average shares outstanding	24,876,220	24,842,171
Basic earnings (loss) per share	$ 0.01	$ (0.08)
Diluted Earnings (Loss) Per Share		
Numerator for diluted earnings (loss) per share		
Net income (loss) attributable to Universal Corporation	$ 130	$ (2,064)
Denominator for diluted earnings (loss) per share:		
Weighted average shares outstanding	24,876,220	24,842,171
Effect of dilutive securities		
Employee and outside director share-based awards	189,886	—

Denominator for diluted earnings (loss) per share	25,066,106	24,842,171
Diluted earnings (loss) per share	$ 0.01	$ (0.08)

NOTE 6. 5. INCOME TAXES

The Company operates in the United States and many foreign countries and is subject to the tax laws of many jurisdictions. Changes in tax laws or the interpretation of tax laws can affect the Company's earnings, as can the resolution of pending and contested tax issues. The Company's consolidated effective income tax rate is affected by various factors, including the mix and timing of domestic and foreign earnings, discrete items, and the effect of exchange rate changes on taxes.

Numerous countries in which Company operates have enacted or are in the process of enacting legislation to adopt a global minimum effective tax rate described in the Global Anti-Base Erosion framework rules, or Pillar Two, issued by the Organization for Economic Co-operation and Development ("OECD"). The Pillar Two legislation includes establishing a 15% global minimum tax rate on a country-by-country basis and is effective for the Company's fiscal year 2025. The Company performed an assessment of the potential impact on income taxes from enactment of the Pillar Two legislation. Based on the assessment, the Company does not anticipate a material impact to the consolidated financial statements from the Pillar Two legislation in fiscal year 2025.

Three and nine months ended December 31, 2023 June 30, 2024

The Company's consolidated effective income tax rate for the three and nine months ended December 31, 2023 June 30, 2024 was 19.1% and 19.8%, respectively.

34.7%.

Three and nine months ended December 31, 2022 June 30, 2023

The Company's consolidated effective income tax rate for the three and nine months ended December 31, 2022 June 30, 2023 was 19.3% and 23.2%, respectively. In the nine months ended December 31, 2022, the Company sold its idled Tanzania operations and recognized $1.1 million of income taxes. Without this item, the consolidated effective income tax rate for the nine months ended December 31, 2022 would have been approximately 22.0%.

Additionally, the sale of the Company's idled Tanzania operations resulted in a $1.8 million reduction to consolidated interest expense related to the removal of an uncertain tax position for the nine months ended December 31, 2022. 21.6% benefit.

NOTE 7. 6. GOODWILL AND OTHER INTANGIBLES

The Company's changes in goodwill at December 31, 2023 June 30, 2024 and 2022 2023 consisted of the following:

(in thousands of dollars)	**(in thousands of dollars)**	**Nine Months Ended December 31,**	**(in thousands of dollars)**	**Three Months Ended June 30,**
		2023		**2022**
		2024		**2023**
Balance at beginning of fiscal year				
Foreign currency translation adjustment				
Foreign currency translation adjustment				
Foreign currency translation adjustment				
Balance at end of period				
Balance at end of period				
Balance at end of period				

The Company's intangible assets primarily consist of capitalized customer-related intangibles, trade names, proprietary developed technology and noncompetition agreements. The Company's intangible assets subject to amortization consisted of the following at December 31, 2023 June 30, 2024 and 2022 2023 and at March 31, 2023 March 31, 2024:

(in thousands, except useful life)	**(in thousands, except useful life)**		**December 31, 2023**		**(in thousands, except useful life)**			**June 30, 2024**		
	Useful Life (years)	Useful Life (years)	Gross Carrying Value	Accumulated Amortization		Net Carrying Value	Useful Life (years)	Gross Carrying Value	Accumulated Amortization	Net Carrying Value

Customer relationships
Trade names
Developed technology
Noncompetition agreements
Other
Total intangible assets

	December 31, 2022					June 30, 2023			
	Useful Life (years)	Useful Life (years)	Gross Carrying Value	Accumulated Amortization	Net Carrying Value	Useful Life (years)	Gross Carrying Value	Accumulated Amortization	Net Carrying Value
Customer relationships									
Trade names									
Developed technology									
Noncompetition agreements									
Other									
Total intangible assets									

	March 31, 2023					March 31, 2024			
	Useful Life (years)	Useful Life (years)	Gross Carrying Value	Accumulated Amortization	Net Carrying Value	Useful Life (years)	Gross Carrying Value	Accumulated Amortization	Net Carrying Value
Customer relationships									
Trade names									
Developed technology									
Noncompetition agreements									
Other									
Total intangible assets									

Intangible assets are amortized on a straight-line basis over the asset's estimated useful economic life, as noted above.

The Company's amortization expense for intangible assets for the three and nine months ended December 31, 2023June 30, 2024 and 20222023 was:

(in thousands of dollars)	**(in thousands of dollars)**	**Three Months Ended December 31,**		**Nine Months Ended December 31,**	
		2023	**2022**	**2023**	**2022**
(in thousands of dollars)					
(in thousands of dollars)		**Three Months Ended June 30,**			
				2024	**2023**
Amortization Expense					

Amortization expense for the developed technology intangible asset is recorded in cost of goods sold in the consolidated statements of income. The amortization expense for other intangible assets is recorded in selling, general, and administrative expenses in the consolidated statements of income.

As of December 31, 2023 June 30, 2024, the expected future amortization expense for intangible assets is as follows:

Fiscal Year (in thousands of dollars)
2024 (excluding the nine months ended December 31, 2023)
2024 (excluding the nine months ended December 31, 2023)
2024 (excluding the nine months ended December 31, 2023)
2025
2025 (excluding the three months ended June 30, 2024)
2025 (excluding the three months ended June 30, 2024)
2025 (excluding the three months ended June 30, 2024)
2026
2027
2028 and thereafter
2028
2029 and thereafter
Total expected future amortization expense

NOTE 8. 7. DERIVATIVES AND HEDGING ACTIVITIES

Universal is exposed to various risks in its worldwide operations and uses derivative financial instruments to manage two specific types of risks – interest rate risk and foreign currency exchange rate risk. Interest rate risk has been managed by entering into interest rate swap agreements, and foreign currency exchange rate risk has been managed by entering into forward and option foreign currency exchange contracts. However, the Company's policy also permits other types of derivative instruments. In addition, foreign currency exchange rate risk is also managed through strategies that do not involve derivative instruments, such as using local borrowings and other approaches to minimize net monetary positions in non-functional currencies. The disclosures below provide additional information about the Company's hedging strategies, the derivative instruments used, and the effects of these activities on the consolidated statements of income and comprehensive income and the consolidated balance sheets. In the consolidated statements of cash flows, the cash flows associated with all of these activities are reported in net cash provided by operating activities.

Cash Flow Hedging Strategy for Interest Rate Risk

In December 2022, the Company entered into receive-floating/pay-fixed interest rate swap agreements that were designated and qualify as hedges of the exposure to changes in interest payment cash flows created by fluctuations in variable interest rates on two outstanding non-amortizing bank term loans that were funded as part of a new bank credit facility in December 2022. Although no significant ineffectiveness is expected with this hedging strategy, the effectiveness of the interest rate swaps is evaluated on a quarterly basis. At December 31, 2023 June 30, 2024, the total notional amount of the interest rate swaps was $310 million, which corresponded to a portion of the aggregate outstanding balance of the term loans.

Previously, the Company had receive-floating/pay-fixed interest rate swap agreements that were designated and qualified as cash flow hedges for two non-amortizing bank loans that were repaid concurrent with closing on the new bank credit facility in December 2022. Those swap agreements, which had an aggregate notional amount of $370 million corresponding to a portion of the principal balance on the repaid loans, were terminated concurrent with the inception of the new swap agreements. The fair value of the previous swap agreements, approximately $11.8 million, was received from the counterparties in December 2022 upon termination and is being amortized from accumulated other comprehensive loss into earnings as a reduction of interest expense through the original maturity dates of those agreements.

Cash Flow Hedging Strategy for Foreign Currency Exchange Rate Risk Related to Sales of Crop Inputs, Forecast Purchases of Tobacco, and Related Processing Costs

The majority of the tobacco production in most countries outside the United States where Universal operates is sold in export markets at prices denominated in U.S. dollars. However, sales of crop inputs (such as seeds and fertilizers) to farmers, purchases of tobacco from farmers, and most processing costs (such as labor and energy) in those countries are usually denominated in the local currency. Changes in exchange rates between the U.S. dollar and the local currencies where tobacco is grown and processed affect the ultimate U.S. dollar sales of crop inputs and cost of processed tobacco. From time to time, the Company enters into forward and option contracts to buy U.S. dollars and sell the local currency at future dates that coincide with the sale of crop inputs to farmers. In the case of forecast purchases of tobacco and the related processing costs, the Company enters into forward and option contracts to sell U.S. dollars and buy the local currency at future dates that coincide with the expected timing of a portion of the tobacco purchases and processing costs. These strategies offset the variability of future U.S. dollar cash flows for sales of crop inputs, tobacco purchases, and processing costs for the foreign currency notional amount hedged. These hedging strategies have been used mainly for tobacco purchases, processing costs, and sales of crop inputs in Brazil, although the Company periodically enters into hedges for a portion of tobacco purchases in Africa.

The aggregate U.S. dollar notional amount of forward and option contracts entered into for these purposes during the nine-month three-month periods in fiscal years 2024 2025 and 2023 2024 was as follows:

		Nine Months Ended December 31,			Three Months Ended June 30,	
(in millions of dollars)	(in millions of dollars)	2023	2022	(in millions of dollars)	2024	2023
Tobacco purchases						
Tobacco purchases						
Tobacco purchases						
Processing costs						
Total						
Total						
Total						

Fluctuations in exchange rates and in the amount and timing of fixed-price orders from customers for their purchases from individual crop years routinely cause variations in the U.S. dollar notional amount of forward contracts entered into from one year to the next. All contracts related to tobacco purchases and crop input sales were initially designated and qualified as hedges of the future cash flows associated with the forecast purchases of tobacco. As a result, changes in fair values of the forward contracts have been recognized in comprehensive income as they occurred, but only recognized in earnings as a component of cost of goods sold upon sale of the related tobacco to third-party customers. The Company de-designates ineffective tobacco purchases and crop input sales hedges to selling, general, and administrative expense when the forecasted tobacco purchases or crop input sales are no longer expected to occur.

The table below presents the expected timing of when the remaining accumulated other comprehensive gains and losses as of December 31, 2023 June 30, 2024 for cash flows hedges of tobacco purchases and crop input sales are expected to be recognized in earnings.

Hedging Program	Hedging Program	Crop Year	Geographic Location(s)	Fiscal Year Earnings	Hedging Program	Crop Year	Geographic Location(s)	Fiscal Year Earnings
Tobacco purchases	Tobacco purchases	2022	Brazil	2024	Tobacco purchases	2023	Brazil	2025
Tobacco purchases	Tobacco purchases	2023	Brazil	2024	Tobacco purchases	2025	Brazil	2026
Crop input sales	Crop input sales	2023	Brazil	2024	Crop input sales	2024	Brazil	2025
Crop input sales	Crop input sales	2024	Brazil	2025	Crop input sales	2025	Brazil	2026

Forward contracts related to processing costs have not been designated as hedges, and gains and losses on those contracts have been recognized in earnings on a mark-to-market basis.

Hedging Strategy for Foreign Currency Exchange Rate Risk Related to Net Local Currency Monetary Assets and Liabilities of Foreign Subsidiaries

Most of the Company's foreign subsidiaries transact the majority of their sales in U.S. dollars and finance the majority of their operating requirements with U.S. dollar borrowings, and therefore use the U.S. dollar as their functional currency. These subsidiaries normally have certain monetary assets and liabilities on their balance sheets that are denominated in the local currency. Those assets and liabilities can include cash and cash equivalents, accounts receivable and accounts payable, advances to farmers and suppliers, deferred income tax assets and liabilities, recoverable value-added taxes, operating lease liabilities, and other items. Net monetary assets and liabilities denominated in the local currency are remeasured into U.S. dollars each reporting period, generating gains and losses that the Company records in earnings as a component of selling, general, and administrative expenses. The level of net monetary assets or liabilities denominated in the local currency normally fluctuates throughout the year based on the operating cycle, but it is most common for monetary assets to exceed monetary liabilities, sometimes by a significant amount. When this situation exists and the local currency weakens against the U.S. dollar, remeasurement losses are generated. Conversely, remeasurement gains are generated on a net monetary asset position when the local currency strengthens against the U.S. dollar. To manage a portion of its exposure to currency remeasurement gains and losses, the Company enters into forward contracts to buy or sell the local currency at future dates coinciding with expected changes in the overall net local currency monetary asset position of the subsidiary. Gains and losses on the forward contracts are recorded in earnings as a component of selling, general, and administrative expenses for each reporting period as they occur, and thus directly offset the related remeasurement losses or gains in the consolidated statements of income for the notional amount hedged. The Company does not designate these contracts as hedges for accounting purposes. The contracts are generally arranged to hedge the subsidiary's projected exposure to currency remeasurement risk for specified periods of time, and new contracts are entered as necessary throughout the year to replace previous contracts as they mature. The Company is currently using forward currency contracts to manage its exposure to currency remeasurement risk in Brazil. The total notional amounts of contracts outstanding at December 31, 2023 June 30, 2024 and 2022, 2023, and March 31, 2023 March 31, 2024, were approximately $97.2 million $75.4 million, $91.8 million $83.0 million, and $42.8 million $20.9 million, respectively. To further mitigate currency remeasurement exposure, the Company's foreign subsidiaries may utilize short-term local currency financing during certain periods. This strategy, while not involving the use of derivative instruments, is intended to minimize the subsidiary's net monetary position by financing a portion of the local currency monetary assets with local currency monetary liabilities, thus hedging a portion of the overall position.

Several of the Company's foreign subsidiaries transact the majority of their sales and finance the majority of their operating requirements in their local currency, and therefore use their respective local currencies as the functional currency for reporting purposes. From time to time, these subsidiaries sell tobacco to customers in transactions that are not denominated in the functional currency. In those situations, the subsidiaries routinely enter into forward exchange contracts to offset currency risk for the period of time that a fixed-price order and the related trade account receivable are outstanding with the customer. The contracts are not designated as hedges for accounting purposes.

Effect of Derivative Financial Instruments on the Consolidated Statements of Income

The table below outlines the effects of the Company's use of derivative financial instruments on the consolidated statements of income:

		Three Months Ended December 31,		**Nine Months Ended December 31,**				
		Three Months Ended June 30,						
		Three Months Ended June 30,						
		Three Months Ended June 30,						
(in thousands of dollars)	**(in thousands of dollars)**	**2023**	**2022**	**2023**	**2022**	**(in thousands of dollars)**	**2024**	**2023**
Cash Flow Hedges - Interest Rate Swap Agreements								
Cash Flow Hedges - Interest Rate Swap Agreements								
Cash Flow Hedges - Interest Rate Swap Agreements								
Derivative								
Derivative								
Derivative								
Effective Portion of Hedge								
Effective Portion of Hedge								
Effective Portion of Hedge								
Gain (loss) recorded in accumulated other comprehensive loss								
Gain (loss) recorded in accumulated other comprehensive loss								
Gain (loss) recorded in accumulated other comprehensive loss								
Gain (loss) reclassified from accumulated other comprehensive loss into earnings								
Gain on terminated interest rate swaps amortized from accumulated other comprehensive loss into earnings								

Location of gain (loss) reclassified from accumulated other comprehensive loss into earnings	Location of gain (loss) reclassified from accumulated other comprehensive loss into earnings	Interest expense	Location of gain (loss) reclassified from accumulated other comprehensive loss into earnings	Interest expense

Ineffective Portion of Hedge

Gain (loss) recognized in earnings

Gain (loss) recognized in earnings

Gain (loss) recognized in earnings

Location of gain (loss) recognized in earnings	Location of gain (loss) recognized in earnings	Selling, general and administrative expenses	Location of gain (loss) recognized in earnings	Selling, general and administrative expenses

Hedged Item

Description of hedged item

Description of hedged item

Description of hedged item		Floating rate interest payments on term loans		Floating rate interest payments on term loans

Cash Flow Hedges - Foreign Currency Exchange Contracts

Cash Flow Hedges - Foreign Currency Exchange Contracts

Cash Flow Hedges - Foreign Currency Exchange Contracts

Derivative

Derivative

Derivative

Effective Portion of Hedge

Effective Portion of Hedge

Effective Portion of Hedge

Gain (loss) recorded in accumulated other comprehensive loss

Gain (loss) recorded in accumulated other comprehensive loss

Gain (loss) recorded in accumulated other comprehensive loss

Gain (loss) reclassified from accumulated other comprehensive loss into earnings

Location of gain (loss) reclassified from accumulated other comprehensive loss into earnings	Location of gain (loss) reclassified from accumulated other comprehensive loss into earnings	Cost of goods sold	Location of gain (loss) reclassified from accumulated other comprehensive loss into earnings	Cost of goods sold

Ineffective Portion and Early De-designation of Hedges

Gain (loss) recognized in earnings

Gain (loss) recognized in earnings

Gain (loss) recognized in earnings

Location of gain (loss) recognized in earnings	Location of gain (loss) recognized in earnings	Selling, general and administrative expenses	Location of gain (loss) recognized in earnings	Selling, general and administrative expenses

Hedged Item

Description of hedged item

Description of hedged item

Description of hedged item	Forecast purchases of tobacco in Brazil and Africa		Forecast purchases of tobacco in Brazil

Derivatives Not Designated as Hedges - Foreign Currency Exchange Contracts

Derivatives Not Designated as Hedges - Foreign Currency Exchange Contracts

Derivatives Not Designated as Hedges - Foreign Currency Exchange Contracts

Gain (loss) recognized in earnings				
Gain (loss) recognized in earnings				
Gain (loss) recognized in earnings				
Location of gain (loss) recognized in earnings	Location of gain (loss) recognized in earnings	Selling, general and administrative expenses	Location of gain (loss) recognized in earnings	Selling, general and administrative expenses

For the interest rate swap agreements, the effective portion of the gain or loss on the derivative is recorded in accumulated other comprehensive loss and any ineffective portion is recorded in selling, general and administrative expenses.

For the forward foreign currency exchange contracts designated as cash flow hedges of tobacco purchases and the crop input sales in Brazil, a net hedge gain loss of approximately $1.5 million $5.9 million remained in accumulated other comprehensive loss at December 31, 2023 June 30, 2024. That balance reflects gains and losses on contracts related to the 2023 2025 and 2022 2023 Brazil crops, and the 2024 2025 and 2023 2024 Brazil crop input sales, less the amounts reclassified to earnings related to tobacco sold through December 31, 2023 June 30, 2024. Based on the hedging strategy, as the gain or loss is recognized in earnings, it is expected to be offset by a change in the direct cost for the cost for the tobacco or by a change in sales prices if the strategy has been mandated by the customer. Generally, margins on the sale of the tobacco will not be significantly affected.

Effect of Derivative Financial Instruments on the Consolidated Balance Sheets

The table below outlines the effects of the Company's derivative financial instruments on the consolidated balance sheets at December 31, 2023 June 30, 2024 and 2022, 2023, and March 31, 2023 March 31, 2024:

		Derivatives in a Fair Value Asset Position				**Derivatives in a Fair Value Asset Position**		**Derivatives in a Fair Value Liability Position**				**Derivatives in a Fair Value Asset Position**				**Derivatives in a Fair Value Liability Position**		
				Fair Value as of				**Fair Value as of**				**Fair Value as of**				**Fair Value as of**		
(in thousands of dollars)	**(in thousands of dollars)**	**Balance Sheet Location**	**Balance Sheet Location December 31, 2023**	**December 31, 2022**	**March 31, 2023**	**Balance Sheet Location**	**December 31, 2023**	**December 31, 2022**	**March 31, 2023**	**(in thousands of dollars)**	**Balance Sheet Location**	**June 30, 2024**	**June 30, 2023**	**March 31, 2024**	**Balance Sheet Location**	**June 30, 2024**	**June 30, 2023**	**March 31, 2024**
Derivatives Designated as Hedging Instruments																		
Derivatives Designated as Hedging Instruments																		
Derivatives Designated as Hedging Instruments																		
Interest rate swap agreements																		
Interest rate swap agreements																		
Interest rate swap agreements																		
Foreign currency exchange contracts																		

Foreign currency exchange contracts
Foreign currency exchange contracts
Total
Derivatives Not Designated as Hedging Instruments
Derivatives Not Designated as Hedging Instruments
Derivatives Not Designated as Hedging Instruments
Foreign currency exchange contracts
Foreign currency exchange contracts
Foreign currency exchange contracts
Total

Substantially all of the Company's foreign exchange derivative instruments are subject to master netting arrangements whereby the right to offset occurs in the event of default by a participating party. The Company has elected to present these contracts on a gross basis in the consolidated balance sheets.

NOTE 9. 8. FAIR VALUE MEASUREMENTS

Universal measures certain financial and nonfinancial assets and liabilities at fair value based on applicable accounting guidance. The financial assets and liabilities measured at fair value include money market funds, trading securities associated with deferred compensation plans, interest rate swap agreements and forward foreign currency exchange contracts. The application of the fair value guidance to nonfinancial assets and liabilities primarily includes the determination of fair values for goodwill and long-lived assets when indicators of potential impairment are present.

Under the accounting guidance, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The framework for measuring fair value is based on a fair value hierarchy that distinguishes between observable inputs and unobservable inputs. Observable inputs are based on market data obtained from independent sources. Unobservable inputs require the Company to make its own assumptions about the value placed on an asset or liability by market participants because little or no market data exists.

There are three levels within the fair value hierarchy:

Level	Description
1	quoted prices in active markets for identical assets or liabilities that the Company has the ability to access as of the reporting date;
2	quoted prices in active markets for similar assets or liabilities, or quoted prices for identical or similar assets or liabilities in markets that are not active, or inputs other than quoted prices that are observable for the asset or liability; and
3	unobservable inputs for the asset or liability.

As permitted under the accounting guidance, the Company uses net asset value per share ("NAV") as a practical expedient to measure the fair value of its money market funds. The fair values for those funds are presented under the heading "NAV" in the tables that follow in this disclosure. In measuring the fair value of liabilities, the Company considers the risk of non-performance in determining fair value. Universal has not elected to report at fair value any financial instruments or any other assets or liabilities that are not required to be reported at fair value under current accounting guidance.

Recurring Fair Value Measurements

At December 31, 2023 June 30, 2024 and 2022, 2023, and at March 31, 2023 March 31, 2024, the Company had certain financial assets and financial liabilities that were required to be measured and reported at fair value on a recurring basis. These assets and liabilities are listed in the tables below and are classified based on how their values were determined under the fair value hierarchy or the NAV practical expedient:

	December 31, 2023					June 30, 2024				
	Fair Value Hierarchy									
(in thousands of dollars)										
(in thousands of dollars)										
(in thousands of dollars)	NAV	Level 1	Level 2	Level 3	Total	NAV	Level 1	Level 2	Level 3	Total
Assets										
Assets										
Assets										
Money market funds										
Money market funds										
Money market funds										
Trading securities associated with deferred compensation plans										
Interest rate swap agreements										
Foreign currency exchange contracts										
Total financial assets measured and reported at fair value										
Liabilities										
Liabilities										
Liabilities										
Foreign currency exchange contracts										
Foreign currency exchange contracts										
Foreign currency exchange contracts										
Total financial liabilities measured and reported at fair value										

	December 31, 2022					June 30, 2023				
	Fair Value Hierarchy									
(in thousands of dollars)										
(in thousands of dollars)										
(in thousands of dollars)	NAV	Level 1	Level 2	Level 3	Total	NAV	Level 1	Level 2	Level 3	Total
Assets										
Assets										
Assets										
Money market funds										
Money market funds										
Money market funds										
Trading securities associated with deferred compensation plans										
Interest rate swap agreements										
Foreign currency exchange contracts										
Total financial assets measured and reported at fair value										
Liabilities										
Liabilities										
Liabilities										
Foreign currency exchange contracts										
Foreign currency exchange contracts										
Foreign currency exchange contracts										
Total financial liabilities measured and reported at fair value										

	March 31, 2023	March 31, 2024
	Fair Value Hierarchy	
(in thousands of dollars)		
(in thousands of dollars)		

(in thousands of dollars)	NAV	Level 1	Level 2	Level 3	Total	NAV	Level 1	Level 2	Level 3	Total
Assets										
Assets										
Assets										
Money market funds										
Money market funds										
Money market funds										
Trading securities associated with deferred compensation plans										
Foreign currency exchange contracts										
Foreign currency exchange contracts										
Interest rate swap agreements										
Foreign currency exchange contracts										
Total financial assets measured and reported at fair value										
Liabilities										
Liabilities										
Liabilities										
Interest rate swap agreements										
Foreign currency exchange contracts										
Interest rate swap agreements										
Foreign currency exchange contracts										
Interest rate swap agreements										
Foreign currency exchange contracts										
Total financial liabilities measured and reported at fair value										

Money market funds

The fair value of money market funds, which are reported in cash and cash equivalents in the consolidated balance sheets, is based on NAV, which is the amount at which the funds are redeemable and is used as a practical expedient for fair value. These funds are not classified in the fair value hierarchy, but are disclosed as part of the fair value table above.

Trading securities associated with deferred compensation plans

Trading securities represent mutual fund investments that are matched to employee deferred compensation obligations. These investments are bought and sold as employees defer compensation, receive distributions, or make changes in the funds underlying their accounts. Quoted market prices (Level 1) are used to determine the fair values of the mutual funds.

Interest rate swap agreements

The fair values of interest rate swap agreements are determined based on dealer quotes using a discounted cash flow model matched to the contractual terms of each instrument. Since inputs to the model are observable and significant judgment is not required in determining the fair values, interest rate swaps are classified within Level 2 of the fair value hierarchy.

Foreign currency exchange contracts

The fair values of forward and option foreign currency exchange contracts are also determined based on dealer quotes using a discounted cash flow model matched to the contractual terms of each instrument. Since inputs to the model are observable and significant judgment is not required in determining the fair values, forward and option foreign currency exchange contracts are classified within Level 2 of the fair value hierarchy.

Long-term Debt

The following table summarizes the fair and carrying value of the Company's long-term debt, and if applicable any current portion, at each of the balance sheet dates December 31, 2023 June 30, 2024, and 2022 2023 and March 31, 2023 March 31, 2024:

(in millions of dollars)	(in millions of dollars)	December 31, 2023	December 31, 2022	March 31, 2023	(in millions of dollars)	June 30, 2024	June 30, 2023	March 31, 2024

Fair market value of long term obligations	
Carrying value of long term obligations	

The Company estimates the fair value of its long-term debt using Level 2 inputs which are based upon quoted market prices for the same or similar obligations or on calculations that are based on the current interest rates available to the Company for debt of similar terms and maturities.

Nonrecurring Fair Value Measurements

Assets and liabilities that are measured at fair value on a nonrecurring basis primarily relate to long-lived assets, right-of-use operating lease assets and liabilities, goodwill and intangibles, and other current and noncurrent assets. These assets and liabilities fair values are also evaluated for impairment when potential indicators of impairment exist. Accordingly, the nonrecurring measurement of the fair value of these assets and liabilities are classified within Level 3 of the fair value hierarchy.

Acquisition Accounting for Business Combinations

The Company accounts for acquisitions qualifying under ASC 805, "Business Combinations," which requires, among other things, that the assets acquired and liabilities assumed be recognized at their fair values as of the acquisition date. The fair values of consideration transferred and net assets acquired are determined using a combination of Level 2 and Level 3 inputs as specified in the fair value hierarchy in ASC 820, “Fair Value Measurements and Disclosures.” The Company believes that the fair values assigned to the assets acquired and liabilities assumed are based on reasonable assumptions.

Long-Lived Assets

The Company reviews long-lived assets for impairment whenever events, changes in business conditions, or other circumstances provide an indication that such assets may be impaired.

NOTE 10. 9. PENSION AND OTHER POSTRETIREMENT BENEFIT PLANS

The Company sponsors several defined benefit pension plans covering eligible U.S. salaried employees and certain foreign and other employee groups. These plans provide retirement benefits based primarily on employee compensation and years of service. The Company also sponsors defined benefit plans that provide postretirement health and life insurance benefits for eligible U.S. employees attaining specific age and service levels, although postretirement life insurance is no longer provided for active employees.

The components of the Company’s net periodic benefit cost were as follows:

	Pension Benefits		Other Postretirement Benefits	
	Three Months Ended December 31,		Three Months Ended December 31,	
(in thousands of dollars)	**2023**	**2022**	**2023**	**2022**
Service cost	$ 1,280	$ 1,549	$ 24	$ 33
Interest cost	2,897	2,341	263	236
Expected return on plan assets	(3,887)	(3,323)	(15)	(18)
Net amortization and deferral	205	1,001	(189)	(168)
Net periodic benefit cost	$ 495	$ 1,568	$ 83	$ 83

	Pension Benefits		Pension Benefits	Other Postretirement Benefits	Pension Benefits	Other Postretirement Benefits
		Nine Months Ended December 31,	Nine Months Ended December 31,			
		Three Months Ended June 30,	Three Months Ended June 30,			

(in thousands of dollars)	(in thousands of dollars)	2023		2022		2023		2022	(in thousands of dollars)	2024		2023		2024		2023
Service cost																
Service cost																
Service cost																
Interest cost																
Expected return on plan assets																
Net amortization and deferral																
Net amortization and deferral																
Net amortization and deferral																
Net periodic benefit cost																

During the nine three months ended December 31, 2023 June 30, 2024, the Company made contributions of approximately $0.9 million $0.2 million to its pension plans. Additional contributions of $3.0 million $2.5 million are expected during the remaining three nine months of fiscal year 2024. 2025.

NOTE 11. 10. STOCK-BASED COMPENSATION

The Company's shareholders approved the Universal Corporation 2023 Stock Incentive Plan ("Plan") under which officers, directors, and employees of the Company may receive grants and awards of common stock, restricted stock, restricted stock units ("RSUs"), performance share units ("PSUs"), stock appreciation rights, incentive stock options, and non-qualified stock options. The Company's practice is to award grants of stock-based compensation to officers on an annual basis at the first regularly-scheduled meeting of the Compensation Committee of the Board of Directors (the "Compensation Committee") in the fiscal year following the public release of the Company's financial results for the prior year. The Compensation Committee administers the Company's Plan consistently, following previously defined guidelines. In recent years, the Compensation Committee has awarded only grants of RSUs and PSUs. Awards of restricted stock, RSUs, and PSUs are currently outstanding under the Plan.

outstanding.

RSUs awarded prior to fiscal year 2022 vest 5 years after the grant date and those awarded beginning in with fiscal year 2022 vest 3 years after the grant date. After vesting RSUs are paid out in shares of common stock. Under the terms of the RSU awards, grantees receive dividend equivalents in the form of additional RSUs that vest and are paid out on the same date as the original RSU grant. The PSUs vest at the end of a performance period of three years that begins with the year of the grant, are paid out in shares of common stock shortly after the vesting date, and do not carry rights to dividends or dividend equivalents prior to vesting. Shares ultimately paid out under PSU grants are dependent on the achievement of predetermined performance measures established by the Compensation Committee and can range from zero to 150% of the stated award. The Company's outside directors receive RSUs following the annual meeting of shareholders. RSUs awarded to outside directors vest 1 year after the grant date. Restricted shares vest upon the individual's retirement from service as a director.

During the nine-month three-month periods ended December 31, 2023 June 30, 2024 and 2022, 2023, the Company issued the following stock-based awards, representing the regular annual grants to officers and outside directors of the Company:

	Nine Months Ended December 31,	
	2023	2022
	Three Months Ended June 30,	
	2024	2023
RSUs:		
RSUs:		
RSUs:		
Number granted		
Number granted		
Number granted		
Grant date fair value		
PSUs:		
PSUs:		

PSUs:	
Number granted	
Number granted	
Number granted	
Grant date fair value	

Fair value expense for RSUs and PSUs stock-based compensation is recognized ratably over the period from grant date to the earlier of: of (1) the vesting date of the award, or (2) the date the grantee is eligible to retire without forfeiting the award. For employees who are already eligible to retire at the date an award is granted, the total fair value of all non-forfeitable awards the award is recognized as expense at the date of grant. For PSUs, the Company recognizes expense based on management's judgment of the ultimate award that is likely to be paid out based on the achievement of the predetermined performance measures. Universal typically incurs higher stock compensation expense in the first quarter of each fiscal year when grants are awarded to officers who are retirement eligible. The Company accounts for forfeitures of stock-based awards as they occur. For the nine-month three-month periods ended December 31, 2023 June 30, 2024 and 2022, 2023, the Company recorded total stock-based compensation expense of approximately $10.6 million $4.6 million and $6.6 million $3.9 million, respectively. The Company expects to recognize stock-based compensation expense of approximately $1.0 million $1.6 million during the remaining three nine months of fiscal year 2024. 2025.

NOTE 12. 11. OPERATING SEGMENTS

The Company conducts operations across two reportable operating segments, Tobacco Operations and Ingredients Operations.

The Tobacco Operations segment activities involve selecting, contracting, procuring, processing, packing, storing, shipping, and financing shipping leaf tobacco for sale to, or for the account of, manufacturers of consumer tobacco products throughout the world. Through various operating subsidiaries located in tobacco-growing countries around the world and significant ownership interests in unconsolidated affiliates, the Company processes and/or sells flue-cured and burley tobaccos, dark air-cured tobaccos, and oriental tobaccos. Flue-cured, burley, and oriental tobaccos are used principally in the manufacture of cigarettes, and dark air-

cured air-cured tobaccos are used mainly in the manufacture of cigars, pipe tobacco, and smokeless tobacco products. Some of these tobacco types are also increasingly used in the manufacture of non-combustible next generation tobacco products that are intended to provide consumers with an alternative to traditional combustible products. The Tobacco Operations segment also provides physical and chemical product testing and smoke testing for tobacco customers. A substantial portion of the Company's Tobacco Operations' revenues are derived from sales to a limited number of large, multinational cigarette and cigar manufacturers.

The Ingredients Operations segment provides its customers with a broad variety of plant-based ingredients for both human and pet consumption. The Ingredients Operations segment utilizes a variety of value-added manufacturing processes converting raw materials into a wide spectrum of fruit and vegetable juices, concentrates, dehydrated products, flavors, botanical extracts, and botanical extracts. flavorings. Customers for the Ingredients Operations segment include large multinational food and beverage companies, smaller independent manufacturers, and retail organizations. FruitSmart, Silva, and Shank's are the primary operations for the Ingredients Operations segment. FruitSmart manufactures supplies a broad set of juices, concentrates, pomaces, purees, fruit and vegetable juices, purees, concentrates, essences, fibers, seeds, seed oils, and seed powders. Silva is primarily a dehydrated product manufacturer of fruit and vegetable based flakes, dices, granules, powders, and blends. other value-added products to food, beverage, and flavor companies throughout the United States and internationally. Silva procures dehydrated vegetables, fruits, and herbs from around the world and specializes in processing natural materials into custom designed dehydrated vegetable and fruit-based ingredients for a variety of end products. Shank's manufactures offers a diversified portfolio of botanical extracts, distillates, natural flavors, and botanical extracts color for industrial and private label customers worldwide, and is known for their significant vanilla expertise. Shank's is also offers equipped to offer customers custom bottling and custom packaging for customers. their products.

The Company currently evaluates the performance of its segments based on operating income after allocated overhead expenses, plus equity in the pretax earnings (loss) of unconsolidated affiliates. Operating results for the Company's reportable segments for each period presented in the consolidated statements of income and comprehensive income were as follows.

	Three Months Ended December 31,	Nine Months Ended December 31,
Three Months Ended June 30,		
Three Months Ended June 30,		

	Three Months Ended June 30,							
(in thousands of dollars)	(in thousands of dollars)	2023		2022	2023	2022	(in thousands of dollars)	2024	2023
SALES AND OTHER OPERATING REVENUES								
SALES AND OTHER OPERATING REVENUES								
SALES AND OTHER OPERATING REVENUES								
Tobacco Operations								
Tobacco Operations								
Tobacco Operations								
Ingredients Operations								
Consolidated sales and other operating revenues								
OPERATING INCOME								
OPERATING INCOME								
OPERATING INCOME								
OPERATING INCOME (LOSS)								
OPERATING INCOME (LOSS)								
OPERATING INCOME (LOSS)								
Tobacco Operations								
Tobacco Operations								
Tobacco Operations								
Ingredients Operations								
Segment operating income								
Deduct: Equity in pretax (earnings) loss of unconsolidated affiliates (1)								
Restructuring and impairment costs (2)								
Consolidated operating income								
Consolidated operating income								
Consolidated operating income								

(1) Equity in pretax earnings (loss) of unconsolidated affiliates is included in segment operating income (Tobacco Operations), but is reported below consolidated operating income and excluded from that total in the consolidated statements of income and comprehensive income.

(2) Restructuring and impairment costs are excluded from segment operating income, but are included in consolidated operating income in the consolidated statements of income and comprehensive income. See Note 2 for additional information.

NOTE 13. 12. ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The following table summarizes the changes in the accumulated balances for each component of accumulated other comprehensive income (loss) attributable to the Company for the nine three months ended December 31, 2023 June 30, 2024 and 2022: 2023:

		Nine Months Ended December 31,					
						Three Months Ended June 30,	
(in thousands of dollars)	(in thousands of dollars)	2023		2022	(in thousands of dollars)	2024	2023
Foreign currency translation:							
Balance at beginning of year							
Balance at beginning of year							
Balance at beginning of year							

Other comprehensive income (loss) attributable to Universal Corporation:

Net gain (loss) on foreign currency translation

Net gain (loss) on foreign currency translation

Net gain (loss) on foreign currency translation

Less: Net (gain) loss on foreign currency translation attributable to noncontrolling interests

Less: Net (gain) loss on foreign currency translation attributable to noncontrolling interests

Less: Net (gain) loss on foreign currency translation attributable to noncontrolling interests

Other comprehensive income (loss) attributable to Universal Corporation, net of income taxes

Balance at end of period

Foreign currency hedge:

Foreign currency hedge:

Foreign currency hedge:

Balance at beginning of year

Balance at beginning of year

Balance at beginning of year

Other comprehensive income (loss) attributable to Universal Corporation:

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(153) and $(530))

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(153) and $(530))

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(153) and $(530))

Reclassification of (gain) loss to earnings (net of tax expense (benefit) of $1,422 and $519) (1)

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $1,209 and $(15))

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $1,209 and $(15))

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $1,209 and $(15))

Reclassification of (gain) loss to earnings (net of tax expense (benefit) of $137 and $188) (1)

Other comprehensive income (loss) attributable to Universal Corporation, net of income taxes

Balance at end of period

Interest rate hedge:

Interest rate hedge:

Interest rate hedge:

Balance at beginning of year

Balance at beginning of year

Balance at beginning of year

Other comprehensive income (loss) attributable to Universal Corporation:

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(2,063) and $(3,224))

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(2,063) and $(3,224))

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(2,063) and $(3,224))

Reclassification of (gain) loss to earnings (net of tax expense (benefit) of $2,327 and $(220)) (2)

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(691) and $(2,666))

Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(691) and $(2,666))
Net gain (loss) on derivative instruments (net of tax (expense) benefit of $(691) and $(2,666))

Reclassification of (gain) loss to earnings (net of tax expense (benefit) of $570 and $734) (2)

Other comprehensive income (loss) attributable to Universal Corporation, net of income taxes

Balance at end of period

Pension and other postretirement benefit plans:

Pension and other postretirement benefit plans:

Pension and other postretirement benefit plans:

Balance at beginning of year

Balance at beginning of year

Balance at beginning of year

Other comprehensive income (loss) attributable to Universal Corporation:

Amortization included in earnings (net of tax expense (benefit) of $(38) and $(409))(3)

Amortization included in earnings (net of tax expense (benefit) of $(12) and $(14))(3)

Amortization included in earnings (net of tax expense (benefit) of $(38) and $(409))(3)

Amortization included in earnings (net of tax expense (benefit) of $(12) and $(14))(3)

Amortization included in earnings (net of tax expense (benefit) of $(38) and $(409))(3)

Amortization included in earnings (net of tax expense (benefit) of $(12) and $(14))(3)

Other comprehensive income (loss) attributable to Universal Corporation, net of income taxes

Balance at end of period

Total accumulated other comprehensive loss at end of period

Total accumulated other comprehensive loss at end of period

Total accumulated other comprehensive loss at end of period

(1) Gain (loss) on foreign currency cash flow hedges related to forecast purchases of tobacco and crop input sales is reclassified from accumulated other comprehensive income (loss) to cost of goods sold when the tobacco is sold to customers. See Note 8 7 for additional information.

(2) Gain (loss) on interest rate cash flow hedges is reclassified from accumulated other comprehensive income (loss) to interest expense when the related interest payments are made on the underlying debt, or as amortized to interest expense over the period to original maturity for terminated swap agreements. See Note 8 7 for additional information.

(3) This accumulated other comprehensive income (loss) component is included in the computation of net periodic benefit cost. See Note 10 9 for additional information.

NOTE 14. 13. CHANGES IN SHAREHOLDERS' EQUITY AND NONCONTROLLING INTERESTS IN SUBSIDIARIES

A reconciliation of the changes in Universal Corporation shareholders’ equity and noncontrolling interests in subsidiaries for the three and nine months ended December 31, 2023 June 30, 2024 and 2022 2023 is as follows:

		Three Months Ended December 31, 2023			Three Months Ended December 31, 2022				Three Months Ended June 30, 2024			Three Months Ended June 30, 2023		
(in thousands of dollars)	(in thousands of dollars)	Universal Corporation	Non-controlling Interests	Total	Universal Corporation	Non-controlling Interests	Total	(in thousands of dollars)	Universal Corporation	Non-controlling Interests	Total	Universal Corporation	Non-controlling Interests	Total
Balance at beginning of three-month period														

Balance at beginning of three-month period
Balance at beginning of three-month period
Changes in common stock
Changes in common stock
Changes in common stock
Accrual of stock-based compensation
Accrual of stock-based compensation
Accrual of stock-based compensation
Withholding of shares from stock-based compensation for grantee income taxes
Dividend equivalents on RSUs
Changes in retained earnings
Changes in retained earnings
Changes in retained earnings
Net income (loss)
Net income (loss)
Net income (loss)
Cash dividends declared
Common stock
Common stock
Common stock
Dividend equivalents on RSUs
Dividend equivalents on RSUs
Dividend equivalents on RSUs
Other comprehensive income (loss)
Other comprehensive income (loss)
Other comprehensive income (loss)
Other changes in noncontrolling interests
Other changes in noncontrolling interests

Other changes in noncontrolling interests

Dividends paid to noncontrolling shareholders

Dividends paid to noncontrolling shareholders

Dividends paid to noncontrolling shareholders

Balance at end of period

Balance at end of period

Balance at end of period

(in thousands of dollars)	Nine Months Ended December 31, 2023 Universal Corporation	Nine Months Ended December 31, 2023 Non-controlling Interests	Nine Months Ended December 31, 2023 Total	Nine Months Ended December 31, 2022 Universal Corporation	Nine Months Ended December 31, 2022 Non-controlling Interests	Nine Months Ended December 31, 2022 Total
Balance at beginning of year	$ 1,397,088	$ 39,864	$ 1,436,952	$ 1,340,543	$ 44,226	$ 1,384,769
Changes in common stock						
Repurchase of common stock	(1,373)	—	(1,373)	(893)	—	(893)
Accrual of stock-based compensation	10,625	—	10,625	6,630	—	6,630
Withholding of shares from stock-based compensation for grantee income taxes	(2,972)	—	(2,972)	(2,090)	—	(2,090)
Dividend equivalents on RSUs	940	—	940	851	—	851
Changes in retained earnings						
Net income	79,280	7,634	86,914	70,345	3,223	73,568
Cash dividends declared						
Common stock	(59,004)	—	(59,004)	(58,244)	—	(58,244)
Repurchase of common stock	(3,371)	—	(3,371)	(2,555)	—	(2,555)
Dividend equivalents on RSUs	(940)	—	(940)	(851)	—	(851)
Other comprehensive income (loss)	(3,197)	(79)	(3,276)	7,056	(247)	6,809
Other changes in noncontrolling interests						
Dividends paid to noncontrolling shareholders	—	(5,845)	(5,845)	—	(6,825)	(6,825)
Other	—	—	—	—	(427)	(427)
Balance at end of period	$ 1,417,076	$ 41,574	$ 1,458,650	$ 1,360,792	$ 39,950	$ 1,400,742

NOTE 14. SUBSEQUENT EVENT

In July 2024, management initiated a restructuring plan to consolidate our European sheet tobacco operations into our facility in the Netherlands. The plan involves the closure of the tobacco sheet operations in Germany in fiscal year 2025. We expect to recognize between a total of $10 million to $15 million of restructuring and impairment costs during fiscal years 2025 and 2026 as a result of the consolidation of operations.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Unless the context otherwise requires, the terms "we," "our," "us" or "Universal" or the "Company" refer to Universal Corporation together with its subsidiaries. This Quarterly Report on Form 10-Q and the following "Management's Discussion and Analysis of Financial Condition and Results of Operations" contain "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. Among other things, these statements relate to the Company's financial condition, results of operation, and future business plans, operations, opportunities, and prospects. In addition, the Company and its representatives may from time to time make written or oral forward-looking statements, including statements contained in other filings with the Securities and Exchange Commission and in reports to shareholders. These forward-looking statements are generally identified by the use of words such as we "expect," "believe," "anticipate," "could," "should," "may," "plan," "will," "predict," "estimate," and similar expressions or words of similar import. These forward-looking statements are based upon management's current knowledge and assumptions about future events and involve risks and uncertainties that could cause actual results, performance, or achievements to be materially different from any anticipated results, prospects, performance, or achievements expressed or implied by such forward-looking statements. Such risks and uncertainties include, but are not limited to: success in pursuing strategic investments or acquisitions and integration of new businesses and the impact of these new businesses on future results; product purchased not meeting quality and quantity requirements; our reliance on a few large customers; our ability to maintain effective information systems and safeguard confidential information; anticipated levels of demand for and supply of our products and services; costs incurred in providing these products and services including increased transportation costs and delays attributed to global supply chain challenges; timing of shipments to customers; higher inflation rates; changes in market structure; government regulation and other stakeholder expectations; economic and political conditions in the countries in which we and our customers operate, including the ongoing impacts from international conflicts, such as the conflict in Ukraine; conflicts; product taxation; industry consolidation and evolution; changes in exchange rates and interest rates; impacts of regulation and litigation on our customers; industry-specific risks related to our plant-based ingredients businesses; exposure to certain regulatory and financial risks related to climate change; changes in estimates and assumptions underlying our critical accounting policies; the promulgation and adoption of new accounting standards; new government regulations and interpretation of existing standards and regulations; and general economic, political, market, and weather conditions. For a further description of factors that may cause actual results to differ materially from such forward-looking statements, see Item 1A, "Risk Factors" of our Annual Report on Form 10-K for the fiscal year ended March 31, 2023 March 31, 2024. We caution investors not to place undue reliance on any forward-looking statements as these statements speak only as of the date when made, and we undertake no obligation to update any forward-looking statements made in this report. This Form 10-Q should be read in conjunction with our Annual Report on Form 10-K for the fiscal year ended March 31, 2023 March 31, 2024.

Results of Operations

Amounts described as net income (loss) and earnings (loss) per diluted share in the following discussion are attributable to Universal Corporation and exclude earnings related to non-controlling interests in subsidiaries. Adjusted Any references to adjusted operating income (loss), adjusted net income (loss) attributable to Universal Corporation, adjusted diluted earnings (loss) per share, and the total for segment operating income (loss) referred are references to in this discussion are non-GAAP financial measures. These measures are not financial measures calculated in accordance with GAAP and should not be considered as substitutes for operating income (loss), net income (loss) attributable to Universal Corporation, diluted earnings (loss) per share, cash from operating activities or any other operating or financial performance measure calculated in accordance with GAAP, and may not be comparable to similarly-titled measures reported by other companies. A reconciliation of adjusted operating income (loss) to consolidated operating (income), adjusted net income (loss) attributable to Universal Corporation to consolidated net income (loss) attributable to Universal Corporation and adjusted diluted earnings (loss) per share to diluted earnings (loss) per share are provided in Other Items below. below to the extent these non-GAAP financial measures are referenced. In addition, we have provided a reconciliation of the total for segment operating income (loss) to consolidated operating income (loss) in Note 12. 11. "Operating Segments" to the consolidated financial statements. Management evaluates the consolidated Company and segment performance excluding certain significant charges or credits. We believe these non-GAAP financial measures, which exclude items that we believe are not indicative of our core operating results, can provide investors with important information that is useful in understanding our business results and trends.

Overview

Universal Corporation again delivered is off to a strong financial and operational performance in the third quarter of start for our fiscal year 2024. Operating income and net income for 2025. For the quarter were ended June 30, 2024, revenue was $597.1 million, up 13% by approximately 15% for both our Tobacco and 28%, respectively, relative to the third quarter of fiscal year 2023, which helped increase Ingredients Operations segments, while operating income and net income for the nine months of fiscal year 2024 by 20% and 13% was $17.2 million, respectively, up $6.2 million, or 56%, compared to the same period quarter last fiscal year.

Our tobacco business continued to perform very well, revenue increase in the Tobacco Operations segment was driven by a favorable product mix higher sales volumes and prices. Coming out of an exceptional fiscal year 2024, we benefited from continued strong demand from our tobacco customers. Improved margins, larger crops We believe this demand will continue to support solid results for the segment for fiscal year 2025. Our strategic decisions to accelerate tobacco crop purchasing allowed us to secure our contracted tobacco in Africa, certain dynamic markets, which has positioned us well to meet customer demand. As in previous fiscal years, we expect that tobacco shipment timing and strong related revenue recognition will be more heavily weighted towards the second half of our fiscal year 2025.

Our uncommitted tobacco shipments inventory levels at June 30, 2024, remained low at about 13%, and we believe that global leaf tobacco remains in line an undersupply position. Looking ahead, we expect that recent elevated green tobacco prices will incentivize farmers to increase planting for the next season, potentially leading to more balanced markets in the coming years. We work closely with our expectations benefited our results in contract farmers to provide guidance and support to promote increased production.

During the nine months and quarter ended December 31, 2023 June 30, 2024, our Ingredients Operations segment also delivered improved performance primarily based on increased sales volumes. New product sales have increased across our ingredients platform, contributing to positive results. These increased sales, combined with general improvement in certain markets and recovery of demand for our core products, drove the 15% increase in sales revenue for the segment as compared to the same periods in quarter last fiscal year 2023. Global leaf supply for all types of leaf tobacco continues to be tight, and as of December 31, 2023, our uncommitted tobacco inventory was at a low level of 8%. While we expect global leaf tobacco supply to remain tight in fiscal year 2025, in part due to El Nino weather conditions, we believe the strength of our diverse global footprint will help us satisfy our customers' leaf tobacco needs. year.

We continue Test runs and certifications of the processing lines for our Lancaster, Pennsylvania expansion project are progressing well, and the facility is on track to be encouraged by the solid progress the team is making to expand our ingredients business. The investments we have made to build out the research and development and corporate sales teams are starting to gain momentum and have positioned us for future growth. We are also pleased with the progress we are making on the expansion of our processing capabilities at our ingredients facility in Lancaster, Pennsylvania. We expect those resources to be become fully operational in the third quarter second half of this fiscal year 2025 year. Along with the expansion project, we continue to focus on our commercial and positively contributing research and development teams to enhance the capabilities and specialized products we are able to offer Universal Ingredients' customers. We continue to expect the project to meaningfully contribute to our earnings as soon as Ingredients Operations segment results in fiscal year 2026.

Another important achievement in As expected, our debt level remained elevated at June 30, 2024. As our committed tobacco inventories, which represented 87% of total tobacco inventories at June 30, 2024, are processed and delivered to customers, we anticipate working capital to unwind during fiscal year 2024 has been the progress we made to advance Universal's global sustainability agenda. These include the December 2023 publication of 2025.

Reducing our 2023 Sustainability Report, environmental impacts remains a key business goal for Universal. Setting scope 1, 2 and our recently announced participation in a solar project that we believe will help us meet our target to reduce operational 3 greenhouse gas emissions targets with the Science Based Target initiative (SBTi) in 2021 and committing to publicly disclosing our progress towards meeting those targets by 30 percent by 2030. 2030 are some of the ways we demonstrate our commitment to sustainability. The credibility of our disclosures is contingent on the accuracy of our emissions data and the methods we use to calculate them. We are proud pleased to announce that we received independent third-party verification of our scope 1 and 2 emissions data, as well as our scope 3 emissions data associated with tobacco purchased through our supply chain, and the methods we use to calculate our emissions. These important milestones reinforce our dedication to the public and transparent disclosure of our progress towards our goals, and the importance of sustainability advances, to Universal.

For over 100 years, Universal has successfully managed our business and generated strong cash flows over time under a wide range of market conditions. We continue to leverage our global footprint to alleviate the impact of localized disruptions, such as adverse weather. Our proactive approach to understanding and responding to the changing world in which we operate and our deep understanding of our customers' needs will serve us well as we continue our endeavor to seek opportunities to further promote sustainability in our business. deliver consistent results year-over-year.

FINANCIAL HIGHLIGHTS

	Nine Months Ended December 31,		Change	
(in millions of dollars, except per share data)	**2023**	**2022**	**$**	**%**
Consolidated Results				
Sales and other operating revenue	$ 1,977.7	$ 1,875.8	$ 101.9	5 %
Cost of goods sold	$ 1,592.5	$ 1,540.4	$ 52.2	3 %
Gross Profit Margin	19.5 %	17.9 %		160 bps
Selling, general and administrative expenses	$ 227.8	$ 206.8	$ 21.0	10 %
Operating income (loss)	$ 153.8	$ 128.7	$ 25.1	20 %
Diluted earnings (loss) per share (as reported)	$ 3.17	$ 2.82	$ 0.35	12 %
Adjusted diluted earnings (loss) per share (non-GAAP)*	$ 3.29	$ 2.80	$ 0.49	18 %
Segment Results				
Tobacco operations sales and other operating revenues	$ 1,742.5	$ 1,642.7	$ 99.8	6 %
Tobacco operations operating income	$ 148.9	$ 119.0	$ 29.9	25 %

Ingredients operations sales and other operating revenues	$	235.2	$	233.2	$	2.1		1 %
Ingredients operations operating income (loss)	$	5.0	$	9.9	$	(4.9)		(50)%

*See Reconciliation of Certain Non-GAAP Financial Measures in Other Items below.

Net income for the nine months ended December 31, 2023, was $79.3 million, or $3.17 per diluted share, compared with $70.3 million, or $2.82 per diluted share, for the nine months ended December 31, 2022. Excluding restructuring and impairment costs and certain other non-recurring items, as detailed in Other Items below, net income increased by $12.6 million and diluted earnings per share increased by $0.49 for the nine months ended December 31, 2023, compared to the same period in the prior fiscal year. Operating income for the nine months ended December 31, 2023, was $153.8 million, an increase of $25.1 million, compared to operating income of $128.7 million for the nine months ended December 31, 2022. Adjusted operating income, detailed in Other Items below, was $157.3 million, an increase of $28.7 million, as compared to the same period in fiscal year 2023.

FINANCIAL HIGHLIGHTS

	Three Months Ended June 30,				Change			
(in millions of dollars, except per share data)	**2024**		**2023**		**$**		**%**	
Consolidated Results								
Sales and other operating revenue	$	597.1	$	517.7	$	79.3		15 %
Cost of goods sold	$	501.1	$	431.2	$	69.9		16 %
Gross profit margin percentage		16.1 %		16.7 %				-60 bps
Selling, general and administrative expenses	$	78.7	$	75.5	$	3.2		4 %
Operating income	$	17.2	$	11.0	$	6.2		56 %
Diluted earnings (loss) per share	$	0.01	$	(0.08)	$	0.09		113 %
Segment Results								
Tobacco operations sales and other operating revenues	$	512.0	$	443.9	$	68.0		15 %
Tobacco operations operating income	$	14.5	$	8.9	$	5.6		63 %
Ingredients operations sales and other operating revenues	$	85.1	$	73.8	$	11.3		15 %
Ingredients operations operating income (loss)	$	2.9	$	(2.0)	$	4.9		245 %

Net income for the quarter ended December 31, 2023 June 30, 2024, was $53.2 million $0.1 million, or $2.12 $0.01 per diluted share, compared with $41.7 million, a net loss of $(2.1) million, or $1.67 $(0.08) per diluted share, for the quarter ended December 31, 2022 June 30, 2023. Excluding restructuring and impairment costs and certain other non-recurring items, as detailed in Other Items below, net Net income and diluted earnings per share increased by $12.4 million $2.2 million and $0.49, $0.09, respectively, for the quarter ended December 31, 2023 June 30, 2024, compared to the quarter ended December 31, 2022 June 30, 2023. Operating income for the quarter ended December 31, 2023 June 30, 2024, was $87.5 million $17.2 million, an increase of $9.9 million $6.2 million, compared to operating income of $77.5 million $11.0 million for the quarter ended December 31, 2022 June 30, 2023. Adjusted operating income, detailed in Other Items

below, was $88.4 million Consolidated revenues increased by $79.3 million to $597.1 million for the third first quarter of fiscal year 2024, an increase of $10.9 million, as 2025, compared to adjusted operating income of $77.5 million for the third first quarter of fiscal year 2023.

Consolidated revenues increased by $101.9 million to $2.0 billion and by $26.5 million to $821.5 million, respectively, for the nine months and quarter ended December 31, 2023, compared to the same periods in fiscal year 2023. These changes were 2024. The increase was largely due to higher tobacco sales prices which more than offset lower tobacco sales and volumes as well as an improved product mix in the Tobacco Operations segment. increased sales of new ingredients products.

Tobacco Operations

The first fiscal quarter is historically a slow quarter for our tobacco businesses. Revenues for the Tobacco Operations segment were $1.7 billion $512.0 million for the nine months ended December 31, 2023, and $743.9 million for the first quarter ended December 31, 2023, of fiscal year 2025, up $99.8 million and $19.3 million $68.0 million or 15%, respectively, compared to the same periods in the prior first quarter of fiscal year. These increases were due to year 2024, on higher tobacco sales prices and a favorable product mix, partially offset by lower tobacco sales volumes.

Operating income for the Tobacco Operations segment increased by $29.9 million $5.6 million to $148.9 million and by $10.5 million to $87.6 million, respectively, $14.5 million for the nine months and quarter ended December 31, 2023 June 30, 2024, compared with to the nine months and quarter ended December 31, 2022 June 30, 2023. Tobacco Operations segment operating income was up largely on higher prices and a more favorable product mix, partially offset by lower tobacco sales volumes. In the nine months and quarter ended December 31, 2022, a large amount of lower margin carryover tobacco crops was shipped. Larger African crops positively impacted the results for the Tobacco Operations segment in both the nine months and quarter ended December 31, 2023. Carryover crop shipments from South America were significantly lower in the nine months and quarter ended December 31, 2023, compared to the same periods in fiscal year 2023. In the nine months ended December 31, 2023, our operations in Europe and in Asia had improved product mixes, compared to the nine months ended December 31, 2022. Equity as well as higher earnings from our oriental tobacco joint venture were down venture. Our operations in the nine months ended December 31, 2023, on unfavorable foreign currency comparisons and higher interest expenses, but several origins saw increased shipments of carryover tobacco in the quarter ended December 31, 2023 June 30, 2024, on an improved product mix, compared to the same periods quarter ended June 30, 2023. Results for our oriental joint venture were up in the prior fiscal year. quarter ended June 30, 2024, on a better product mix as well as favorable foreign currency comparisons, compared to the quarter ended June 30, 2023. Selling, general, and administrative expenses for the Tobacco Operations segment were modestly higher in the nine months and first quarter ended December 31, 2023, of fiscal year 2025, compared to the nine months and first quarter ended December 31, 2022, of fiscal year 2024, primarily on higher compensation and benefit costs, as well as due to unfavorable foreign currency comparisons.

Ingredients Operations

Revenues for For the Ingredients Operations segment, revenues of $235.2 million for the nine months ended December 31, 2023, $85.1 million and $77.6 million operating income of $2.9 million for the quarter ended December 31, 2023 June 30, 2024, were up $2.1 million $11.3 million and $7.1 million $4.9 million, respectively, compared to the same periods in the prior fiscal year, as the sale quarter ended June 30, 2023. These increases were primarily due to increased sales volumes which included higher sales of new products more than offset the impact as well as some increases in sales of core products, notably fruit juices. Accelerated purchasing by certain customers and lower sales prices on core products.

Operating income inventory write-downs also increased results for the Ingredients Operations segment was $5.0 million and $2.2 million, respectively, for in the nine months and first quarter ended December 31, 2023, of fiscal year 2025, compared to $9.9 million the same period last fiscal year. Selling, general, and $0.8 million, respectively for the nine months and quarter ended December 31, 2022.

In administrative expenses were flat in the quarter ended December 31, 2023 June 30, 2024, operating income for our Ingredients Operations segment was in line with results for the same quarter in the prior fiscal year, as incremental revenue and margin from sale of new products offset the effects of market challenges for our core products and higher expenses resulting from the investments that we are making to position the segment for future growth.

Operating income for the nine months ended December 31, 2023, was lower as compared to the same period in the prior year, mainly as the result of lower operating income in the first quarter of the current fiscal year as compared to the same period in the prior fiscal year. Results for the first quarter of fiscal 2024 were negatively impacted by customer inventory recalibrations. Other factors that contributed to lower segment operating income for the nine months ended December 31, 2023, as compared to the same period in the prior fiscal year, include lower new crop raw material prices, inventory write-downs, and higher selling, general, and administrative expenses, partially offset by margins from the sale of new products. In the nine months and quarter ended December 31, 2023, selling, general, and administrative expenses were higher, compared to the same periods in the prior fiscal year, due to higher compensation and other costs related to investment in expanding sales and product development capabilities as well as higher corporate overhead allocations, partially offset by deferred compensation expense incurred during the third quarter of fiscal year 2023.

2024.

Other Items

Cost of goods sold in the nine months and quarter ended December 31, 2023 June 30, 2024, increased by 3% 16% to $1.6 billion and by 1% to $654.6 million $501.1 million, respectively, compared with the nine months and quarter ended December 31, 2022 June 30, 2023, largely due to higher green tobacco costs. Selling, general, and administrative costs for the nine months quarter ended December 31, 2023 June 30, 2024, increased by $21.0 million $3.2 million to $227.8 million $78.7 million, compared to the nine months ended December 31, 2022, on higher compensation costs. Selling, general, and administrative costs for the quarter ended December 31, 2023 June 30, 2023, increased by $10.6 million primarily due to $78.6 million, compared to the same period in the prior fiscal year, largely on higher compensation costs and

unfavorable foreign currency comparisons. Interest expense for the nine months and quarter ended December 31, 2023 June 30, 2024, increased by $14.9 million to $48.1 million and by $1.3 million to $15.5 million $5.2 million, respectively, compared to the same periods in the prior fiscal year, on increased costs from higher interest rates. Interest income for the nine months and quarter ended December 31, 2023 June 30, 2023, increased by $3.6 million to $4.0 million and by $1.6 million to $1.7 million, respectively, compared to the same periods in the prior fiscal year, primarily largely on interest income associated with favorably resolved tax judgements at a subsidiary as well as higher interest rates on cash deposits. and higher debt balances resulting from higher green tobacco prices and accelerated tobacco purchases.

For the nine three months and quarter ended December 31, 2023 June 30, 2024, our effective tax rate on pre-tax income was 19.8% and 19.1%, respectively. For the nine months and quarter ended December 31, 2022, our effective tax rate on pre-tax income was 19.3% and 23.2%, respectively. The consolidated effective income tax rate for was 34.7%. For the nine three months ended December 31, 2022 June 30, 2023, was affected by the sale of the idled Tanzania operations in the quarter ended June 30, 2022, which resulted in $1.1 million of additional income taxes. Without this item, the our consolidated effective income tax rate for the nine months ended December 31, 2022, would have been approximately 22.0% was 21.6%. Additionally, the sale of the idled Tanzania operations resulted in a $1.8 million reduction to consolidated interest expense related to an uncertain tax position.

Reconciliation As part of Certain Non-GAAP Financial Measures

The following table sets forth certain non-recurring items included our ongoing efforts to promote efficiency in reported results our operations, we initiated a plan in the second quarter of fiscal year 2025 to reconcile adjusted operating income consolidate our European sheet tobacco operations into our facility in the Netherlands. As part of this plan, we will wind down our sheet operations in Germany in fiscal year 2025. We believe that this consolidation, which will bring together two operations that are in close proximity to consolidated operating income one another, will optimize our sheet operations and adjusted net income generate efficiencies. We expect to net income attributable recognize between a total of $10 million to Universal Corporation:

Adjusted Operating Income Reconciliation

	Three Months Ended December 31,		Nine Months Ended December 31,	
(in thousands)	**2023**	**2022**	**2023**	**2022**
As Reported: Consolidated operating income	$ 87,464	$ 77,526	$ 153,811	$ 128,678
Restructuring and impairment costs(1)	924	—	3,523	—
As Adjusted operating income (Non-GAAP)	$ 88,388	$ 77,526	$ 157,334	$ 128,678

Adjusted Net Income Attributable to Universal Corporation and Adjusted Diluted Earnings Per Share Reconciliation

(in thousands except for per share amounts)	Three Months Ended December 31,		Nine Months Ended December 31,	
	2023	**2022**	**2023**	**2022**
As Reported: Net income attributable to Universal Corporation	$ 53,216	$ 41,660	$ 79,280	$ 70,345
Restructuring and impairment costs(1)	924	—	3,523	—
Interest expense reversal on uncertain tax position from sale of operations in Tanzania	—	—	—	(1,816)
Total of Non-GAAP adjustments to income before income taxes	924	—	3,523	(1,816)
Non-GAAP adjustments to income taxes				
Income tax benefit from restructuring and impairment costs	(47)	—	(512)	—
Income tax expense from sale of operations in Tanzania	—	—	—	1,132
Total of income tax impacts for Non-GAAP adjustments to income before income taxes	(47)	—	(512)	1,132
As adjusted: Net income attributable to Universal Corporation (Non-GAAP)	$ 54,093	$ 41,660	$ 82,291	$ 69,661
As reported: Diluted earnings per share	$ 2.12	$ 1.67	$ 3.17	$ 2.82
As adjusted: Diluted earnings per share (Non-GAAP)	$ 2.16	$ 1.67	$ 3.29	$ 2.80

(1) Restructuring $15 million of restructuring and impairment costs are included in Consolidated operating income in during fiscal years 2025 and 2026 as a result of the consolidated statements consolidation of income, but excluded for purposes of Adjusted operating income, Adjusted net income available to Universal Corporation, and Adjusted diluted earnings per share. operations.

Sustainability

In 2019, Universal committed to setting science-based goals for reducing our global greenhouse gas (GHG) emissions. Our target of reducing scope 1, 2, and 3 emissions by 30% by 2030 was approved by the Science Based Target initiative (SBTi) in 2021. GHG emissions are inherently difficult to calculate, particularly scope 3 emissions because they are indirect emissions by our supply chain partners that require collection and analysis of data from third parties. We previously received independent third-party verification of our scope 1 and 2 emissions data and how we calculate such data. We are proud to have recently received independent third-party verification related to our scope 3 emissions as well. These important milestones reinforce the credibility of our commitment to reducing our scope 1, 2 and 3 emissions, as well as ensuring the methods and data we use to calculate emissions are accurate and comply with established standards. The need for companies to accurately calculate and disclose their environmental impacts has never been greater, which is taking important steps why we continue to advance its sustainability agenda as Universal continues to monitor publicly and address the environmental and social impacts of its businesses. In December 2023, we published transparently share our 2023 progress towards meeting our GHG emissions goals each year in our annual Sustainability Report, which details efforts we have taken to promote the sustainability of our operations and contribute to global sustainability goals. The report focuses is available on our primary sustainability topics as well as our environmental, social, and supply chain goals. We also announced in January 2024 an investment in a solar project that is intended to address emissions from 100 percent of Universal's annual purchased electricity demand in the United States. We believe that this is a meaningful step towards meeting our science-based environmental target to reduce operational greenhouse gases emissions by 30 percent by 2030. website.

Liquidity and Capital Resources

Overview

After Our first fiscal quarter is usually a period of significant seasonal working capital investment in our tobacco operations in the first half of the fiscal year, we generally see tobacco inventory levels both Africa and other working capital items decrease in the second half of our fiscal year South America as tobacco crops are delivered by farmers. Due to market conditions in Africa, South America, and North America are being shipped.We saw Brazil, we made the beginning strategic decision in the quarter ended March 31, 2024, to accelerate tobacco purchases there. Therefore, some of the seasonal contraction in our working capital requirements by investments for the end of Brazil crop that typically would have been made in the third quarter of fiscal year 2024. ended June 30, 2024, were made in the quarter ended March 31, 2024. We also accelerated some African tobacco crop purchases in the quarter ended June 30, 2024. We funded our working capital needs in the nine

months quarter ended December 31, 2023 June 30, 2024, using a combination of cash on hand, short-term borrowings, customer advances, and operating cash flows. Tobacco sales are expected to be more heavily weighted to the second half of fiscal year 2025.

Our liquidity and operating capital resource requirements are predominantly short term in nature and primarily relate to working capital for tobacco crop purchases. Working capital needs are seasonal within each geographic region. The geographic dispersion and the timing of working capital needs permit us to predict our general level of cash requirements, although tobacco crop sizes, prices paid to farmers, shipment and delivery timing, and currency fluctuations affect requirements each year. Peak working capital requirements are generally reached during the first and second fiscal quarters. Each geographic area follows a cycle of buying, processing, and shipping tobacco to customers, and in many regions, we also provide agricultural materials to farmers during the growing season. The timing of the elements of each cycle is influenced by such factors as local weather conditions and individual customer shipping requirements, which may change the level or the duration of crop financing. Despite a predominance of short-term needs, we maintain a portion of our total debt as long-term to reduce liquidity risk. We also periodically have large cash balances that we utilize to meet our working capital requirements.

Operating Activities

Net cash used by our operations was $46.7 million $62.4 million during the nine months quarter ended December 31, 2023 June 30, 2024. That amount The net use of cash was $137.1 million lower $41.4 million less than during the same period in fiscal year 2023, 2024, primarily on sales mix and timing of shipments and customer payments accelerated tobacco purchases in Brazil in our Tobacco Operations segment. segment in the fourth quarter of fiscal year 2024. Tobacco inventory levels increased by $175.2 million $131.8 million from March 31, 2023 March 31, 2024 levels to $1.0 billion $1.2 billion at December 31, 2023 June 30, 2024, on seasonal leaf purchases of larger tobacco crops. purchases. Tobacco inventory levels were $142.7 million $101.6 million above December 31, 2022 June 30, 2023 levels, primarily on higher green leaf tobacco prices. prices and some accelerated tobacco purchases in Africa. We generally do not purchase material quantities of tobacco on a speculative basis.However, when we contract directly with tobacco farmers, we are often obligated to buy all stalk positions, which may contain less marketable leaf styles. As of December 31, 2023 June 30, 2024, our

uncommitted tobacco inventories were $75.8 million $154.8 million, or less than 8% about 13% of total tobacco inventory, compared to $91.1 million $181.1 million, or about 11% 17% of our tobacco inventory as of March 31, 2023 March 31, 2024, and $56.0 million $175.2 million, or less than 7% about 16% of our tobacco inventory as of December 31, 2022 June 30, 2023. While we target committed inventory levels of 80% or more of total tobacco inventory, the level of these uncommitted inventory percentages is influenced by timing of farmer deliveries of new crops, as well as the receipt of customer orders.

Our balance sheet accounts reflected seasonal patterns in the nine months quarter ended December 31, 2023 June 30, 2024, on deliveries of tobacco crops by farmers in both South America Africa, and North America. Compared to March 31, 2023 Africa. Accounts receivable decreased by $89.3 million from March 31, 2024 levels, as of December 31, 2023, accounts receivable were up $33.2 million, accounts receivable—unconsolidated affiliates were up $20.9 million from March 31, 2023 levels, we used collections on a larger crop size, and notes payable and overdrafts were up $169.8 million, on increased short-term borrowings receivables to fund seasonal working capital needs.

Compared Advances to December 31, 2022 levels, suppliers were $100.5 million at June 30, 2024, a reduction of $38.6 million from March 31, 2024, as tobacco crops were delivered in payment on some of December 31, 2023 those balances, net of new advances on upcoming tobacco crops. Accounts receivable—unconsolidated affiliates were up $55.6 million at June 30, 2024, accounts receivable were down $101.3 million, largely due to on the timing of tobacco crop shipments purchases and customer payments, accounts receivable—unconsolidated affiliates shipments. Notes payable and overdrafts were up $27.2 million $163.9 million from March 31, 2024 levels, on seasonal working capital needs.

Accounts receivable were up $60.4 million for the quarter ended June 30, 2024, compared to the same quarter in the prior fiscal year, on higher sales of carryover crop tobacco as well as the timing of tobacco crop shipments. Notes payable and overdrafts were up $221.3 million compared to June 30, 2023 levels, in part due to lower customer advances available to fund working capital needs and timing of tobacco crop purchases. Customer advances and deposits were $87.8 million lower at June 30, 2024, compared to June 30, 2023, primarily due to a larger customer arrangement providing for a higher amount of advances on tobacco crop size. purchases in fiscal year 2024 that was not repeated in the first quarter of fiscal year 2025.

Investing Activities

Our capital allocation strategy focuses on four strategic priorities: strengthening and investing for growth in our leaf tobacco business; increasing our strong dividend; exploring growth opportunities for our plant-based ingredients platform; and returning excess capital to our shareholders. In deciding where to invest capital resources, we look for opportunities where we believe we can earn an adequate return as well as leverage our assets and expertise or enhance our farmer base. Our capital expenditures are generally limited to those that add value, replace or maintain equipment, increase efficiency, or position us for future growth. During the nine months quarters ended December 31, 2023 June 30, 2024 and 2022, 2023, we invested about $47.7 million $22.7 million and $39.4 million $18.0 million, respectively, in our property, plant and equipment. Depreciation expense was approximately $35.4 million $11.7 million and $33.2 million $11.9 million for the nine months quarters ended December 31, 2023 June 30, 2024 and 2022, 2023, respectively. Typically, our capital expenditures for maintenance projects are less than $30 million per fiscal year. In addition, from time to time, we undertake projects that require capital expenditures when we identify opportunities to improve efficiencies, invest in sustainability projects, add value for our customers, and position ourselves for future growth. We currently expect to spend approximately $55 $50 to $65 million $60 million over the next twelve months on capital projects for maintenance of our facilities and other investments including significant investments in our plant-based ingredients platform, to grow and improve our businesses.

Our Board of Directors approved our current share repurchase program in November 2022. The program authorizes the purchase of up to $100 million of our common stock through November 15, 2024.Under the program, we may purchase shares

from time to time on the open market or in privately negotiated transactions at prices not exceeding prevailing market rates.Repurchases of shares under the repurchase program may vary based on management discretion, as well as changes in cash flow generation and availability.During the three months ended December 31, 2023 June 30, 2024, we did not purchase any shares of common stock.As of December 31, 2023 June 30, 2024, approximately 24.6 million 24.7 million shares of our common stock were outstanding, and our available authorization under our current share repurchase program was $95.3 million.

Financing Activities

We consider the sum of notes payable and overdrafts, long-term debt (including any current portion), and customer advances and deposits, less cash, cash equivalents, and short-term investments on our balance sheet to be our net debt. We also consider our net debt plus shareholders' equity to be our net capitalization. Net debt as a percentage of net capitalization was approximately 40% 44% at December 31, 2023 June 30, 2024, flat with up from the December 31, 2022 June 30, 2023 level of approximately 40% 42%, and up from the March 31, 2023 March 31, 2024 level of approximately 35% 41%.As of December 31, 2023 June 30, 2024, we had $74.1 million $101.7 million in cash and cash equivalents, our short-term debt totaled $365.3 million $581.1 million, and we were in compliance with all covenants of our debt agreements, which require us to maintain certain levels of tangible net worth and observe restrictions on debt levels.

As of December 31, 2023 June 30, 2024, we had $335 million $330 million available under the committed revolving credit facility that will mature in December 2027, and we had about $175 million $41 million in available, uncommitted credit lines. We also maintain an effective,

undenominated universal shelf registration statement that provides for future issuance of additional debt or equity securities. We have no long-term debt maturing until fiscal year 2028.

Our seasonal working capital requirements for our tobacco business typically increase significantly between March and September and decline after mid-year. Available capital resources from our cash balances, committed credit facility, and uncommitted credit lines exceed our normal working capital needs and currently anticipated capital expenditure requirements over the next twelve months.

Derivatives

From time to time, we use interest rate swap agreements to manage our exposure to changes in interest rates. At December 31, 2023 June 30, 2024, the fair value of our outstanding interest rate swap agreements was an asset of about $0.6 million $7.9 million, and the notional amount swapped was $310 million. We entered into these agreements to eliminate the variability of cash flows in the interest payments on a portion of our variable-rate term loans. Under the swap agreements we receive variable rate interest and pay fixed rate interest. The swaps are accounted for as cash flow hedges.

We also use derivative instruments from time to time to hedge certain foreign currency exposures, primarily related to forecasted purchases of tobacco, related processing costs, and crop input sales in Brazil, as well as our net monetary balance sheet exposures in local currency there. We generally account for our hedges of forecasted tobacco purchases as cash flow hedges. At December 31, 2023 June 30, 2024, we had no the fair value of our open hedges for forecasted tobacco purchases. purchases was a net liability of approximately $5.5 million. We had forward contracts outstanding that were not designated as hedges, and the fair value of those contracts was a net liability asset of approximately $1.2 million at December 31, 2023 June 30, 2024.

Critical Accounting Estimates

A summary of our critical accounting policies is included in *Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations* of our Annual Report on Form 10-K for the period ended March 31, 2023 March 31, 2024. Our critical accounting policies have not changed from those reported in the 2023 2024 Annual Report on Form 10-K.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Currency

The international leaf tobacco trade generally is conducted in U.S. dollars, thereby limiting foreign exchange risk to that which is related to leaf purchase and production costs, overhead, and income taxes in the source country. We also provide farmer advances that are directly related to leaf purchases and are denominated in the local currency. Any currency gains or losses on those advances are usually offset by decreases or increases in the cost of tobacco, which is priced in the local currency. However, the effect of the offset may not occur until a subsequent quarter or fiscal year. Most of our tobacco operations are accounted for using the U.S. dollar as the functional currency. Because there are no forward foreign exchange markets in many of our major countries of tobacco origin, we often manage our foreign exchange risk by matching funding for inventory purchases with the currency of sale, which is usually the U.S. dollar, and by minimizing our net local currency monetary position in individual countries. We are vulnerable to currency remeasurement gains and losses to the extent that monetary assets and liabilities denominated in local currency do not offset each other. In addition to foreign exchange gains and losses, we are exposed to changes in the cost of tobacco due to changes in the value of the local currency in relation to the U.S. dollar. We routinely enter forward currency exchange contracts to hedge against the effects of currency movements on purchases of tobacco to reduce the volatility of costs. In addition, from time-to-time we enter forward contracts to hedge balance sheet exposures.

In certain tobacco markets that are primarily domestic, we use the local currency as the functional currency. Examples of these markets are Poland and the Philippines. In other markets, such as Western Europe, where export sales have been primarily in local currencies, we also use the local currency as the functional currency. In each case, reported earnings are affected by the translation of the local currency into the U.S. dollar.

Interest Rates

We generally use both fixed and floating interest rate debt to finance our operations. Changes in market interest rates expose us to changes in cash flows for floating rate instruments and to changes in fair value for fixed-rate instruments. We normally maintain a proportion of our debt in both variable and fixed interest rates to manage this exposure, and from time to time we may enter hedge agreements to swap the interest rates. In addition, our customers may pay market rates of interest for inventory purchased on order, which could mitigate a portion of the floating interest rate exposure. We also periodically have large cash balances and may receive deposits from customers, both of which we use to fund seasonal purchases of tobacco, reducing our financing needs. Excluding the portion of our bank term loans that have been converted to fixed-rate borrowings with interest rate swaps, debt carried at variable interest rates was approximately $675 million $891 million at December 31, 2023 June 30, 2024. Although a hypothetical 1% change in short-term interest rates would result in a change in annual interest expense of approximately $6.8 million $8.9 million, that amount would be at least partially mitigated by changes in charges to customers.

Derivatives Policies

Hedging interest rate exposure using swaps and hedging foreign exchange exposure using forward contracts are specifically contemplated to manage risk in keeping with management's policies. We may use derivative instruments, such as swaps, forwards, or futures, which are based directly or indirectly upon interest rates and currencies to manage and reduce the risks inherent in interest rate and currency fluctuations. When we use foreign currency derivatives to mitigate our exposure to exchange rate fluctuations, we may choose not to designate them as hedges for accounting purposes, which may result in the effects of the derivatives being recognized in our earnings in periods different from the items that created the exposure.

We do not utilize derivatives for speculative purposes, and we do not enter into market risk-sensitive instruments for trading purposes. Derivatives are transaction specific so that a specific debt instrument, forecast purchase, contract, or invoice determines the amount, maturity, and other specifics of the hedge. We routinely review counterparty risk as part of our derivative program.

ITEM 4. CONTROLS AND PROCEDURES

We maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed in reports we file under the Exchange Act,, is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms and that such information is accumulated and communicated to management, including our Chief Executive Officer (our Principal Executive Officer) and Chief Financial Officer (our Principal Financial Officer), as appropriate, to allow for timely decisions regarding required disclosure.

Our Chief Executive Officer and Chief Financial Officer evaluated, with the participation of other members of management, the effectiveness of our disclosure controls and procedures (as defined in Exchange Act Rule 13a-15(e)), as of the end of the period covered by this Quarterly Report on Form 10-Q. Based on this evaluation, management concluded that our disclosure controls and procedures were effective.

There have been no changes in our internal control over financial reporting during our last fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Other Legal Matters

Some of our subsidiaries are involved in litigation or legal matters incidental to their business activities. While the outcome of these matters cannot be predicted with certainty, we are vigorously defending them and do not currently expect that any of them will have a material adverse effect on our business or financial position. However, should one or more of these matters be resolved in a manner adverse to our current expectation, the effect on our results of operations for a particular fiscal reporting period could be material.

ITEM 1A. RISK FACTORS

As of the date of this report, there are no material changes to the risk factors previously disclosed in our Annual Report on Form 10-K for the year ended March 31, 2023 March 31, 2024 (the "2023 "2024 Annual Report on Form 10-K"). In evaluating our risks, readers should carefully consider the risk factors discussed in our 2023 2024 Annual Report on Form 10-K, which could materially affect our business, financial condition or operating results, in addition to the other information set forth in this report and in our other filings with the Securities and Exchange Commission.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES, USE OF PROCEEDS, AND ISSUER PURCHASES OF EQUITY

The following table sets forth repurchased shares of our common stock during the three-month period ended December 31, 2023 June 30, 2024:

Period (1)	Total Number of Shares Repurchased	Average Price Paid Per Share (2)	Total Number of Shares Repurchased as Part of Publicly Announced Plans or Programs (3)	Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs (3)
October 1-31, 2023 April 1-30, 2024	—	$ —	—	$ 95,255,674
November 1-30, 2023 May 1-31, 2024	—	—	—	95,255,674
December 1-31, 2023 June 1-30, 2024	—	—	—	95,255,674
Total	—	$ —	—	$ 95,255,674

(1) Repurchases are based on the date the shares were traded. This presentation differs from the consolidated statement of cash flows, where the cost of share repurchases is based on the date the transactions were settled.

(2) Amounts listed for average price paid per share include broker commissions paid in the transactions.

(3) A stock repurchase plan, which was authorized by the Company's Board of Directors, became effective and was publicly announced on November 3, 2022. This stock repurchase plan authorized the purchase of up to $100 million in common and/or preferred stock in open market or privately negotiated transactions through November 15,

2024 or when funds for the program have been exhausted, subject to market conditions and other factors.

Our current dividend policy anticipates the payment of quarterly dividends in the future. However, the declaration and payment of dividends to holders of common stock is at the discretion of the Board of Directors and will be dependent upon our future earnings, financial condition, and capital requirements. Under certain of our credit facilities, we must meet financial covenants relating to minimum tangible net worth and maximum levels of debt. If we were not in compliance with them, these financial covenants could restrict our ability to pay dividends. We were in compliance with all such covenants at December 31, 2023 June 30, 2024.

ITEM 5. OTHER INFORMATION

During the three months ended December 31, 2023 June 30, 2024, none of our directors or officers (as defined in Rule 16a-1(f) of the Securities Exchange Act of 1934, as amended) adopted or terminated a Rule 10b5-1 trading arrangement (as such terms are defined in Item 408 of Regulation S-K of the Securities Act of 1933). 1933, as amended), except as follows:

On May 30, 2024, George C. Freeman, III, our President and Chief Executive Officer and Chairman of the Board, adopted a Rule 10b5-1 trading agreement, which is intended to satisfy the affirmative defense of Rule 10b5-1(c). The Rule 10b5-1 trading agreement provides for sales of up to 30,000 shares of our common stock commencing on August 30,2024, until May 30,2025, or once all of the shares have been sold. Actual sales transactions will be disclosed publicly in filings with the SEC in accordance with applicable securities laws, rules and regulations.

ITEM 6. EXHIBITS

31.1 Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.*

31.2 Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.*

32.1 Certification of Chief Executive Officer Pursuant to 18 U.S.C. Section 1350.*

32.2 Certification of Chief Financial Officer Pursuant to 18 U.S.C. Section 1350.*

101 Interactive Data File (submitted electronically herewith).*

101.INS XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document. 101.SCH XBRL Taxonomy Extension Schema Document 101.CAL XBRL Taxonomy Extension Calculation Linkbase Document 101.DEF XBRL Taxonomy Extension Definition Linkbase Document 101.LAB XBRL Taxonomy Extension Label Linkbase Document 101.PRE XBRL Taxonomy Extension Presentation Linkbase Document In accordance with Rule 406T of Regulation S-T, the XBRL related information in Exhibit 101 to this Quarterly Report on Form 10-Q shall not be deemed to be “filed” for purposes of Section 18 of the Exchange Act, or otherwise subject to the liability of that section and shall not be part of any registration or other document filed under the Securities Act or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

104 Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

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*Filed herewith

SIGNATURES

Pursuant to the requirements 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.

UNIVERSAL CORPORATION

(Registrant)

Date: February August 7, 2024	/s/ Johan C. Kroner
	Johan C. Kroner, Senior Vice President and Chief Financial Officer
	(Principal Financial Officer)
Date: February August 7, 2024	/s/ Scott J. Bleicher
	Scott J. Bleicher, Vice President and Controller
	(Principal Accounting Officer)

Exhibit 31.1

CERTIFICATION

I, George C. Freeman, III, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Universal Corporation for the period ended December 31, 2023 June 30, 2024;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, 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;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of the annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February August 7, 2024

/s/ George C. Freeman, III

George C. Freeman, III
Chairman, President, and Chief Executive Officer
(Principal Executive Officer)

Exhibit 31.2

CERTIFICATION

I, Johan C. Kroner, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Universal Corporation for the period ended December 31, 2023 June 30, 2024;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, 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;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of the annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February August 7, 2024

/s/ Johan C. Kroner

Johan C. Kroner
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

Exhibit 32.1

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the quarterly report of Universal Corporation (the "Company") on Form 10-Q for the period ended December 31, 2023 June 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the "Report") and pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, I, George C. Freeman, III, certify, to the best of my knowledge and belief, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: February August 7, 2024

/s/ George C. Freeman, III

George C. Freeman, III
Chairman, President, and Chief Executive Officer
(Principal Executive Officer)

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.

Exhibit 32.2

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the quarterly report of Universal Corporation (the "Company") on Form 10-Q for the period ended December 31, 2023 June 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the "Report") and pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, I, Johan C. Kroner, certify, to the best of my knowledge and belief, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: February August 7, 2024	/s/ Johan C. Kroner
	Johan C. Kroner
	Senior Vice President and Chief Financial Officer
	(Principal Financial Officer)

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.