

Platform Specialty Products Corp  
Form 424B5  
September 15, 2016

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Registration No. 333-212480

The information in this preliminary prospectus supplement is not complete and may be changed. This preliminary prospectus supplement and the accompanying prospectus are not an offer to sell these securities, and we and the underwriters are not soliciting offers to buy these securities in any jurisdiction where the offer or sale is not permitted.  
SUBJECT TO COMPLETION DATED SEPTEMBER 15, 2016

**PRELIMINARY PROSPECTUS SUPPLEMENT**  
(To Prospectus dated July 12, 2016)

\$350,000,000

**COMMON STOCK**

We are offering up to shares of our common stock (the "Shares").

Our shares of common stock are listed on the New York Stock Exchange (the "NYSE") under the ticker symbol "PAH." The closing sale price on the NYSE for our shares of common stock on September 12, 2016 was \$9.35 per share. Investing in our common stock involves risks. Please refer to the "Risk Factors" section beginning on page S-24 of this prospectus supplement and page 4 of the accompanying prospectus.

	Per share	Total
Price to the public	\$	\$
Underwriting discounts and commissions	\$	\$
Proceeds to Platform (before expenses)	\$	\$

See "Underwriting" on page S-36 for additional information regarding underwriting compensation.

The underwriters may also exercise their option to purchase up to an additional shares from us, at the public offering price, less the underwriting discount, within 30 days after the date of this prospectus supplement.

Neither the Securities and Exchange Commission (the "SEC") nor any state securities commission has approved or disapproved of these securities or passed upon the adequacy or accuracy of this prospectus supplement or the prospectus to which it relates. Any representation to the contrary is a criminal offense.

The underwriters expect to deliver the Shares against payment on or about \_\_\_\_\_, 2016.

Joint Book-Running Managers

Credit Suisse Goldman, Sachs & Co. UBS Investment Bank

Prospectus Supplement dated \_\_\_\_\_, 2016.

TABLE OF CONTENTS

Prospectus Supplement

	Page
ABOUT THIS PROSPECTUS SUPPLEMENT	<u>i</u>
NON-GAAP FINANCIAL MEASURES	<u>ii</u>
TRADEMARKS AND TRADE NAMES	<u>ii</u>
MARKET AND INDUSTRY DATA	<u>iii</u>
UNAUDITED PRO FORMA FINANCIAL INFORMATION	<u>iii</u>
PROSPECTUS SUPPLEMENT SUMMARY	<u>S-1</u>
RISK FACTORS	<u>S-24</u>
FORWARD-LOOKING STATEMENTS	<u>S-25</u>
USE OF PROCEEDS	<u>S-26</u>
CAPITALIZATION	<u>S-27</u>
PRICE RANGE OF COMMON STOCK	<u>S-28</u>
DIVIDEND POLICY	<u>S-28</u>
MATERIAL U.S. FEDERAL INCOME TAX CONSIDERATIONS TO NON-U.S. HOLDERS	<u>S-30</u>
UNDERWRITING	<u>S-33</u>
LEGAL MATTERS	<u>S-40</u>
EXPERTS	<u>S-40</u>
WHERE YOU CAN FIND MORE INFORMATION	<u>S-40</u>
INCORPORATION OF CERTAIN INFORMATION BY REFERENCE	<u>S-41</u>

Prospectus

	Page
ABOUT THIS PROSPECTUS	1
FORWARD-LOOKING STATEMENTS	1
THE COMPANY	3
RISK FACTORS	4
USE OF PROCEEDS	4
RATIO OF EARNINGS TO FIXED CHARGES AND EARNINGS TO COMBINED FIXED CHARGES AND	4
PREFERRED STOCK DIVIDENDS	4
DESCRIPTION OF CAPITAL STOCK	5
DESCRIPTION OF DEBT SECURITIES	10
PLAN OF DISTRIBUTION	16
LEGAL MATTERS	17
EXPERTS	17
WHERE YOU CAN FIND MORE INFORMATION	18
INCORPORATION OF CERTAIN INFORMATION BY REFERENCE	18

You should rely only on the information contained or incorporated by reference in this prospectus supplement and the accompanying prospectus prepared by us or on our behalf. We and the underwriters have not authorized anyone to provide you with different or additional information. If you receive different or additional information, you should not rely on it. We and the underwriters are offering to sell, and seeking offers to buy, Shares only in jurisdictions where offers and sales are permitted. The information contained or incorporated by reference in this prospectus supplement and the accompanying prospectus is accurate only as of its respective date, regardless of the time of delivery of the applicable document or of any sale of Shares. Our business, financial condition, results of operations and prospects may have changed since those dates.



## ABOUT THIS PROSPECTUS SUPPLEMENT

This document is in two parts. The first part is the prospectus supplement, which describes the specific terms of the common stock we are offering and certain other matters relating to us and our financial condition. The second part, the accompanying prospectus, provides more general information about securities we may offer from time to time, including securities other than the common stock being offered by this prospectus supplement. You should read this prospectus supplement along with the accompanying prospectus, as well as the documents incorporated by reference herein and therein. This prospectus supplement and the accompanying prospectus are part of a shelf registration statement that we filed with the SEC under the Securities Act of 1933, as amended (the "Securities Act"). If the description of the offering varies between this prospectus supplement and the accompanying prospectus, you should rely on the information in this prospectus supplement.

It is important for you to read and consider all of the information contained in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and therein in making your investment decision. You should also read and consider the information in the documents we have referred you to in "Where You Can Find More Information" on page S-43 of this prospectus supplement and page 18 of the accompanying prospectus.

We include cross-references in this prospectus supplement and the accompanying prospectus to captions in these materials where you can find additional related discussions. The table of contents in this prospectus supplement provides the pages on which those captions are located.

As used in this prospectus supplement, unless the context otherwise requires, all references to "we," "us," "our," the "Company" and "Platform" refer to Platform Specialty Products Corporation, a Delaware corporation, and its subsidiaries, collectively, for all periods subsequent to April 23, 2013 (inception).

All references in this prospectus supplement to our "Predecessor" refer to MacDermid, Incorporated, a Connecticut corporation ("MacDermid") and its subsidiaries for all periods prior to our acquisition of MacDermid on October 31, 2013 (the "MacDermid Acquisition"). As used in this prospectus, the "Successor 2016 Six Month Period" refers to the period from January 1, 2016 to June 30, 2016, the "Successor 2015 Six Month Period" refers to the period from January 1, 2015 to June 30, 2015, the "Successor 2015 Period" refers to the fiscal year ended December 31, 2015, the "Successor 2014 Period" refers to the fiscal year ended December 31, 2014, the "Successor 2013 Period" refers to the period from April 23, 2013 (inception) through December 31, 2013 and the "Predecessor 2013 Period" refers to the ten month period from January 1, 2013 through October 31, 2013.

All references in this prospectus supplement to:

- our "2015 Annual Report" refer to our annual report on Form 10-K for the fiscal year ended December 31, 2015 filed with the SEC on March 11, 2016;
- our "2016 Q1 Form 10-Q" refer to our quarterly report on Form 10-Q for the three months ended March 31, 2016 filed with the SEC on May 10, 2016;
- our "2016 Q2 Form 10-Q" refer to our quarterly report on Form 10-Q for the three and six months ended June 30, 2016 filed with the SEC on August 9, 2016;
- the "Agriphar Acquisition" refer to our acquisition of Percival S.A., including Percival S.A.'s agrochemical business, Agriphar (collectively, "Agriphar"), on October 1, 2014;
- the "CAS Acquisition" refer to our acquisition of the Chemtura AgroSolutions business ("CAS") of Chemtura Corporation ("Chemtura") on November 3, 2014;
- the "Arysta Acquisition" refer to our acquisition of Arysta LifeScience Limited ("Arysta" or "Arysta LifeScience") on February 13, 2015;
- the "OMG Acquisition" refer to our acquisition of the Electronic Chemicals and Photomasks businesses of OM Group, Inc. (collectively, the "OMG Businesses") on October 28, 2015;
- the "Alent Acquisition" refer to our acquisition of Alent plc ("Alent") on December 1, 2015;
- the "OMG Malaysia Acquisition" refer to our acquisition of OMG Electronic Chemicals (M) Sdn Bhd, a subsidiary of OM Group, Inc. located in Malaysia ("OMG Malaysia"), on January 31, 2016;
- the "Agricultural Solutions Acquisitions" refer to the Agriphar Acquisition, the Arysta Acquisition and the CAS Acquisition, collectively;

the "Performance Solutions Acquisitions" refer to the Alent Acquisition and the OMG Acquisition and the OMG Malaysia Acquisition, collectively;

the "Prior Acquisitions" refer to the Agriphar Acquisition, the CAS Acquisition, the Arysta Acquisition, the OMG Acquisition, the Alent Acquisition and the OMG Malaysia Acquisition, collectively; and

our "common stock" refer to the common stock of Platform, par value \$0.01 per share.

i

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## NON-GAAP FINANCIAL MEASURES

### Non-GAAP Financial Measures

The SEC has adopted rules to regulate the use of "non-GAAP financial measures" that are derived on the basis of methodologies other than in accordance with U.S. generally accepted accounting principles ("GAAP"). This prospectus supplement contains comparable net (loss) income available to common stockholders, comparable sales, comparable cost of sales, comparable gross profit, Adjusted EBITDA, segment comparable Adjusted EBITDA, and segment comparable sales, which are non-GAAP financial measures. This prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and therein also present additional non-GAAP financial measures, including adjusted net sales change, adjusted cost of sales change, adjusted gross profit change, adjusted selling, technical, general and administrative expense change, adjusted research and development expense change and adjusted operating profit change, in each case adjusted for acquisitions and changes in foreign currency translations, which are also non-GAAP financial measures.

For purposes of Regulation G and Section 10(e) of Regulation S-K, a non-GAAP financial measure is a numerical measure of a company's historical or future financial performance, financial position or cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measure calculated and presented in accordance with GAAP in the statements of operations, balance sheets, or statements of cash flows of the company; or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented. Pursuant to the requirements of Regulation G and Item 10(e) of Regulation S-K, Platform has provided reconciliations of the non-GAAP financial measures to the most directly comparable GAAP financial measures.

These non-GAAP financial measures are provided because management uses this non-GAAP financial information as an indicator of business performance, and evaluates overall management with respect to such indicators. Management believes these non-GAAP financial measures provide useful information about our operating performance by excluding certain items that we believe are not representative of our business performance and including other items that we believe are useful in evaluating our business. We also believe that these non-GAAP financial measures provide investors with a useful tool for assessing the comparability between periods of our ability to generate cash from operations sufficient to pay taxes, to service debt and to undertake capital expenditures. We use these non-GAAP financial measures as key metrics in the evaluation of the Company's performance and our consolidated financial results and, in part, in the determination of cash bonuses for the Company's executive officers. However, these non-GAAP financial measures should be considered in addition to, not a substitute for, measures of financial performance prepared in accordance with GAAP.

For definitions of our non-GAAP financial measures and additional information on why we present them, the limitations associated with their use and their reconciliations to the most comparable applicable GAAP financial measures, see "Summary Financial Data."

### Financial Statements of Alent and Arysta

Alent's consolidated financial statements for the years ended December 31, 2014 and 2013 and for the nine months ended September 30, 2015 and Arysta's consolidated financial statements for the years ended December 31, 2014 and 2013, all incorporated by reference in this prospectus supplement and the accompanying prospectus, were prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

## TRADEMARKS AND TRADE NAMES

This prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and therein contain or incorporate by reference some of our trademarks and trade names. All other trademarks or trade names of any other company appearing or incorporated by reference in this prospectus supplement, the accompanying prospectus or the documents incorporated by reference herein and therein belong to their respective owners. Solely for convenience, the trademarks and trade names in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and therein may be referred to without the ® and ™ symbols, but such references should not be construed as any indicator that their respective owners will not assert, to the fullest extent under applicable law, their rights thereto. We do not intend our use or display of other companies' trade names to

imply a relationship with, or endorsement or sponsorship of us by, these other companies.

ii

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## MARKET AND INDUSTRY DATA

We obtained the industry, market and competitive position data described or incorporated by reference in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and therein from our own internal estimates and research, as well as from industry and general publications and research, surveys and studies conducted by third parties. While we believe our internal estimates and research are reliable and the market definitions are appropriate, such estimates, research and definitions have not been verified by any independent source. We caution you not to place undue reliance on this data.

## UNAUDITED PRO FORMA FINANCIAL INFORMATION

The Alent Acquisition, which was consummated on December 1, 2015, was a significant acquisition to us (at a significance level of greater than fifty percent) under Rule 3-05 and 1-02(w) of Regulation S-X under the Securities Act. The Arysta Acquisition, which was consummated on February 13, 2015, was also a significant acquisition to us (at a significance level of greater than seventy percent) under Rule 3-05 and 1-02(w) of Regulation S-X under the Securities Act. As a result, we have incorporated by reference in this prospectus supplement and the accompanying prospectus the historical financial statements of Alent and Arysta and unaudited pro forma financial information based on the historical financial statements of Platform, Alent and Arysta, combined and adjusted to give effect to the Alent Acquisition and the Arysta Acquisition and their respective financings as if each had occurred as of January 1, 2015 for purposes of the statements of operations. The unaudited pro forma statements of operations do not reflect the OMG Acquisition or the OMG Malaysia Acquisition, consummated on October 28, 2015 and January 31, 2016, respectively, because neither the OMG Acquisition nor the OMG Malaysia Acquisition, individually or in the aggregate, was significant as defined by Rule 1-02(w) of Regulation S-X. The Agriphar Acquisition and the CAS Acquisition were completed on October 1, 2014 and November 3, 2014, respectively, and therefore are already reflected in Platform's financial statements for all of fiscal year 2015.

The unaudited pro forma combined consolidated financial information incorporated by reference in this prospectus supplement and the accompanying prospectus is for informational purposes only and is not intended to represent or to be indicative of the consolidated results of operations or financial position that we would have reported had the Alent Acquisition and the Arysta Acquisition been completed as of the dates set forth in the unaudited pro forma combined consolidated financial information, and should not be taken as indicative of our future consolidated results of operations or financial position. The unaudited pro forma financial data has been prepared in accordance with the requirements of Article 11 of Regulation S-X of the Securities Act. However, neither the assumptions underlying the pro forma adjustments nor the resulting pro forma financial information have been audited or reviewed in accordance with any generally accepted auditing standards.

The unaudited pro forma combined consolidated financial information should be read in conjunction with the historical financial statements of Platform, Alent and Arysta, all incorporated by reference in this prospectus supplement and the accompanying prospectus.



## PROSPECTUS SUPPLEMENT SUMMARY

This summary highlights information contained elsewhere or incorporated by reference in this prospectus supplement and the accompanying prospectus. This summary does not contain all of the information that you should consider before making an investment decision. We urge you to read this entire prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein or therein carefully, including the financial statements of Platform, Alent and Arysta and the notes to those financial statements incorporated by reference herein. Please also read "Risk Factors" contained herein, in the accompanying prospectus and in the documents incorporated by reference herein and therein for more information about important risks that you should consider before investing in our common stock. This prospectus contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of certain factors. See "Forward-Looking Statements" for more information relating to these factors.

### Our Company

We are a global, diversified producer of high-technology specialty chemical products. Our business involves the formulation of a broad range of solutions-oriented specialty chemicals, which are sold into multiple industries, including agricultural, animal health, electronics, graphic arts, plating, and offshore oil and gas production and drilling. We refer to our products as "dynamic chemistries" due to their intricate chemical compositions. Our dynamic chemistries are used in a wide variety of attractive niche markets and we believe that the majority of our operations hold strong positions in the product markets they serve.

Our strategy is to acquire and maintain leading positions in niche sectors of high-growth markets. As our name "Platform Specialty Products Corporation" implies, we continually seek opportunities to acquire and consolidate specialty chemical businesses on a global basis, particularly those meeting our "Asset-Lite, High-Touch" philosophy, which involves prioritizing extensive resources to research and development and highly technical customer service, while managing conservatively our investments in fixed assets and capital expenditures. We regularly review acquisition opportunities and may acquire businesses that meet our acquisition criteria when we deem it to be financially prudent. To date, we have completed seven acquisitions: the MacDermid Acquisition on October 31, 2013, the Agriphar Acquisition on October 1, 2014, the CAS Acquisition on November 3, 2014, the Arysta Acquisition on February 13, 2015, the OMG Acquisition on October 28, 2015, the Alent Acquisition on December 1, 2015 and the OMG Malaysia Acquisition on January 31, 2016.

We generate revenue through the formulation and sale of our dynamic chemistries and by providing highly-technical services to our customers through our extensive global network of specially trained service personnel. Our personnel work closely with our customers to ensure that the intricate chemical composition and function of our products are maintained as intended while ensuring that these products are applied safely and effectively by users globally. We believe that the fragmented nature of the specialty chemical products market will continue to provide significant opportunities for growth and that our combined company will provide a strong platform on which to grow our business and expand our market shares in key geographic markets, particularly in emerging markets. For Performance Solutions, we believe the current addressable market is approximately \$8 billion while its global addressable market is approximately \$15 billion. For Agricultural Solutions, we believe the global addressable market is \$54 billion. We expect that the Prior Acquisitions and any future acquisitions will enhance our growth by extending our products breadth, developing higher-margin products and growing internationally. We intend to extend many of our product offerings through the development of new applications for our existing products or through synergistic combinations. Our goal is to target those geographies with attractive market fundamentals where our strengths in marketing, portfolio development, registration and customer education can add value for our customers.

### Our History

We were initially incorporated with limited liability under the laws of the British Virgin Islands on April 23, 2013 under the name Platform Acquisition Holdings Limited. We completed our initial public offering in the United Kingdom on May 22, 2013, raising net proceeds of approximately \$881 million, and were listed on the London Stock Exchange.

On October 31, 2013, we indirectly acquired substantially all of the equity of MacDermid Holdings, LLC ("MacDermid Holdings"), which, at the time, owned approximately 97% of MacDermid. As a result, we became a

holding company for the MacDermid business. We acquired the remaining 3% of MacDermid on March 4, 2014. Concurrently with the closing of the MacDermid Acquisition, we changed our name to Platform Specialty Products Corporation. On January 22, 2014, we changed

S-1

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our jurisdiction of incorporation from the British Virgin Islands to Delaware, and on January 23, 2014, our shares of common stock began trading on the NYSE under the ticker symbol "PAH."

#### Our Business

We currently operate our business in two reportable business segments, Performance Solutions and Agricultural Solutions, as described below:

**Performance Solutions** – Our Performance Solutions segment formulates and markets dynamic chemistry solutions that are used in automotive production, commercial packaging and printing, electronics, and oil and gas production and drilling. Our products include surface and coating materials, functional convention coatings, electronic assembly materials, water-based hydraulic control fluids and photopolymers. In conjunction with the sale of these products, we provide extensive technical service and support when necessary to ensure superior performance of their application. Within this segment, we provide specialty chemicals to the following industries: Electronics, Electronics Assembly Materials, Industrial, Offshore and Commercial Packing and Printing. For the Electronics industry, we design and formulate a complete line of proprietary “wet” dynamic chemistries that our customers use to process the surface of printed circuit boards and other electronic components they manufacture. For the Electronics Assembly Materials industry, we develop, manufacture and sell innovative interconnected materials, primarily in the electronics market, used to assemble printed circuit boards and advanced semiconductor packaging. We also offer a small water treatment product line. For the Industrial industry, our dynamic chemistries are used for finishing, cleaning and providing surface coatings for a broad range of metal and non-metal surfaces which improve the performance or look of a component of an industrial part or process. For the Offshore industry, we produce water-based hydraulic control fluids for major oil and gas companies and drilling contractors for offshore deep water production and drilling applications. For the Commercial Packaging and Printing industries, we produce photopolymers through an extensive line of flexographic plates, used to produce printing plates for transferring images onto commercial packaging, including packaging for consumer food products, pet food bags, corrugated boxes, labels and beverage containers. In addition, we also produce photopolymer printing plates for the flexographic and letterpress newspaper and publications markets. Our Performance Solutions segment employs approximately 4,500 personnel which operate mainly in the Americas, Asia/Pacific region and Europe.

**Agricultural Solutions** – Our Agricultural Solutions segment is based on a solutions-oriented business model that focuses on product innovation to address an ever-increasing need for higher crop yield and quality. We offer to growers diverse crop protection solutions from weeds (herbicides), insects (insecticides) and diseases (fungicides), in foliar and seed treatment applications. We also offer a wide variety of proven biosolutions, including biostimulants, which stimulate plant growth and reproductive development, innovative nutrition, which optimizes the nutrition of plants, and biocontrol products, such as bioinsecticides and biofungicides, which perform the same task as conventional crop protection products without chemical residues. We emphasize farmer economics and food safety by combining, when possible, biosolutions with crop protection and seed treatment agrochemicals. Our Global Value Added Portfolio ("GVAP") consists of agrochemicals in the herbicides, insecticides, fungicides and seed treatment categories, based on patented or proprietary off-patent AIs. Our Global BioSolutions Portfolio ("GBP") includes biostimulants, innovative nutrition and biocontrol products. We consider our GVAP and GBP to be key pillars for our sustainable growth. In addition, we offer regional off-patent AIs and certain non-crop products, including animal health products, such as honey bee protective miticides and certain veterinary vaccines. We employ approximately 4,000 personnel with a significant presence on high-growth regions such as Africa and the Middle East, South Asia, Latin America and Central and Eastern Europe.

Our operating segments include significant foreign operations. There are certain risks associated with our foreign operations. See Risk Factors— "Our substantial international operations subject us to risks not faced by domestic competitors" and "We are exposed to fluctuations in currency exchange rates, which may adversely affect our operating results and may significantly affect the comparability of our results between financial periods" included in this prospectus supplement.

#### Recent Developments

On July 12, 2016, we filed with the SEC a shelf registration statement on Form S-3, to which this prospectus supplement and the accompanying prospectus form a part and under which we may issue up to \$1.0 billion of

securities, including common stock, preferred stock and debt securities. The shelf registration statement was declared effective by the SEC on July 26, 2016.

On September 9, 2016, we agreed with Nalozo S.à.r.l. (the "Arysta seller") that from October 20, 2016 until the close of business on December 15, 2016, we may (i) settle all of our obligations with respect to our shares of Series B convertible preferred stock (the "Series B Convertible Preferred Stock") in exchange for a cash payment of \$1.00 and the issuance of 5,500,000 shares of our common stock upon simultaneous conversion of the Series B Convertible Preferred Stock by the Arysta

S-2

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seller, and (ii) settle for a payment of \$460 million, our obligation to pay a “make whole payment” to the Arysta seller pursuant to a share purchase agreement among us, the Arysta seller and certain other parties thereto, dated as of October 20, 2014, as amended. The agreement includes mutual releases from any and all claims the parties may have had related to the Arysta share purchase agreement.

Rakesh Sachdev joined Platform on January 5, 2016 as our Chief Executive Officer. The board of directors of Platform (the "Board") also appointed Mr. Sachdev to serve as a Director on Platform's Board. Mr. Sachdev joined Platform with more than 28 years of management experience at leading public companies having most recently served as President and Chief Executive Officer of Sigma-Aldrich Corporation since 2010 through its recent acquisition by Merck KGaA. His previous positions at Sigma Aldrich included Vice President and Chief Financial Officer as well as Chief Administrative Officer. Earlier in his career, Mr. Sachdev held numerous senior management positions at ArvinMeritor, Inc. and Cummins Inc.

Diego Lopez Casanello joined Platform on February 1, 2016 as President of our Agricultural Solutions segment. Mr. Casanello joined Platform with over 20 years of experience at global diversified chemicals manufacturer BASF, having most recently served as Senior Vice President and head of the Agricultural Products Division, Asia Pacific. His previous positions at BASF included Senior Vice President of the Performance Chemicals Division, North America, as well as Chief Executive Officer and Managing Director of BASF Argentina. Mr. Casanello has held numerous other roles within the Agricultural Products Division of BASF, including Head of Global Marketing for Seed Treatment, Global Manager of New Business Development and Business Director for South Europe.

John E. Capps joined Platform on May 31, 2016 as Executive Vice President, General Counsel and Secretary. Before joining Platform, Mr. Capps was Executive Vice President - Administration, General Counsel and Secretary of Jarden Corporation, a Fortune 500 broad-based consumer products company ("Jarden"), where he served until April 2016 when Jarden merged with Newell Brands Inc. Previously, Mr. Capps worked with American Household, Inc. which was acquired by Jarden in January 2005, and as a private lawyer with the firm Sullivan & Cromwell LLP.

On January 31, 2016, we completed the OMG Malaysia Acquisition for an aggregate purchase price of approximately \$124 million, net of acquired cash and closing working capital adjustments. OMG Malaysia is included in our Performance Solutions business segment. We financed the OMG Malaysia Acquisition with the proceeds from the public offering of shares of our common stock which closed on June 29, 2015.

As previously disclosed in our 2015 Annual Report, 2016 Q1 Form 10-Q and 2016 Q2 Form 10-Q, in connection with the implementation of our internal controls, policies and procedures at Arysta, a newly acquired subsidiary, following our acquisition of that business, we discovered certain payments made to third-party agents in connection with Arysta's government tender business in West Africa which may be illegal or otherwise inappropriate. We have engaged outside counsel and an outside accounting firm to conduct an internal investigation (the "Internal Investigation") to review the legality of these and other payments made in Arysta's West Africa tender business, including Arysta's compliance with the Foreign Corrupt Practices Act of 1977 (the "FCPA"). We contacted the SEC and the U.S. Department of Justice to voluntarily inform them of this matter and we are fully cooperating with these governmental authorities as the Internal Investigation continues and as they review the matter. Although the Internal Investigation is still ongoing, at this time, based on the results to date, management does not currently believe that the amount of the payments in question, or any revenue or operating income related to those payments, are material to our business, results of operations, financial condition or liquidity.

In March and April 2016, a class action lawsuit entitled *Dillard v. Platform Specialty Products Corporation, et al.* and a shareholder derivative action entitled *Tuttelman v. Platform Specialty Products Corporation, et al.*, respectively, were filed against Platform, certain of its former and current executive officers and, in the case of the derivative action, its directors in the U.S. District Court for the Southern District of Florida alleging that the defendants made material false and misleading statements relating to the Company's business, operational and compliance policies in light of the Internal Investigation. In June 2016, the shareholder derivative action was dismissed by the Court. On June 29, 2016, the Court appointed joint lead plaintiffs in the class action lawsuit, and on July 20, 2016, the plaintiffs filed an amended complaint with an expanded class period but stating substantially similar claims to those contained in the original complaint. The class action lawsuit, which remains pending, is seeking unspecified damages. We believe this proceeding is without merit and intend to defend it vigorously.

As previously described in Note 26, Restatement of Unaudited Condensed Consolidated Financial Statements (unaudited), to the Consolidated Financial Statements included in our 2015 Annual Report, during the preparation of our annual financial statements for the fiscal year ended December 31, 2015, we discovered an error related to our income tax provision for the quarter ended September 30, 2015. The error was the result of recording an unrealized loss associated with foreign currency hedges entered into in connection with the Alent Acquisition as a temporary rather than permanent difference for income tax accounting purposes. As a result, we concluded that we were required to restate our unaudited financial information for our

S-3

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third quarter ended September 30, 2015. Our 2015 Annual Report includes the restatement of our unaudited financial statements for the third quarter ended September 30, 2015 in the aforementioned Note 26. Subsequently, as previously disclosed in our 2016 Q1 Form 10-Q, an error to goodwill and foreign currency translation adjustment of \$72.8 million occurred relating to the Arysta Acquisition and was corrected as an out-of-period adjustment in such quarterly report. We subsequently concluded that this previously disclosed error also had the effect of understating cash flows provided by operating activities and cash flows used in investing activities by \$72.8 million, and therefore further concluded that the previously reported information should no longer be relied upon. As a result, we restated our unaudited Condensed Consolidated Statement of Comprehensive Income, Condensed Consolidated Balance Sheet, Condensed Consolidated Statement of Cash Flows, Condensed Consolidated Statement of Changes in Stockholders' Equity and related notes, for and as of the three months ended March 31, 2015. This restatement is included in Note 20, Restatement of Unaudited Interim Condensed Consolidated Financial Statements (Unaudited) to the unaudited interim Condensed Consolidated Financial Statements included in our 2016 Q1 Form 10-Q, incorporated by reference herein. The error had no impact on the net decrease in cash and cash equivalents for the quarter ended March 31, 2015 and cash balances as of March 31, 2015. Except as previously disclosed, these restatements had no impact on prior periods.

As previously disclosed in our 2016 Q2 Form 10-Q, 2016 Q1 Form 10-Q and our 2015 Annual Report, due to material weaknesses in our internal control over financial reporting, our disclosure controls and procedures were not effective beginning as of December 31, 2015. These material weaknesses, which are more fully described in our 2015 Annual Report, relate to insufficient complement of personnel with an appropriate level of accounting knowledge, experience and training commensurate with our financial reporting requirements. Our management is actively engaged in implementing the remediation initiatives described in our 2015 Annual Report and 2016 Q1 Form 10-Q which are designed to address these material weaknesses. As indicated in our 2016 Q1 Form 10-Q, we completed the implementation of a global tax reporting system during the first quarter of 2016. As indicated in our 2016 Q2 Form 10-Q, during the second quarter of 2016, we continued our remediation efforts towards the following actions, which were previously described in the 2016 Q1 Form 10-Q and which remain on-going as of the date of this prospectus supplement:

- implementation of a global consolidation and planning system;
- implementation of control processes relating to newly-acquired businesses and non-routine transactions;
- implementation of enhanced monitoring controls relating to the financial reporting and performance of our newly-acquired businesses;
- implementation of enhanced financial planning and analysis function within our businesses and at the corporate level;
- addition of further qualified resources to our corporate and segment staff;
- enhancement of the controllership function in our newly-acquired businesses; and
- continued recruiting efforts to hire qualified personnel.

While significant progress has been made, additional time is needed to fully implement and demonstrate the effectiveness of the remediation initiatives and until remediated, the material weaknesses described above could result in material misstatements of our annual or interim consolidated financial statements that would not be prevented or detected. We are committed to operating effective controls, and management continues to regularly assess the progress and sufficiency of the ongoing initiatives and make adjustments as and when necessary.

#### Risks Relating to Our Business

Our business is subject to a number of risks of which you should be aware before you decide to invest in our common stock. In particular, you should consider the following risks, which are discussed more fully in this prospectus supplement as well as our 2015 Annual Report and 2016 Q2 Form 10-Q, both incorporated by reference in this prospectus supplement and the accompanying prospectus:

- our business model depends on our ability to consummate future acquisitions and to successfully integrate acquisitions into our business;
- our substantial indebtedness may adversely affect our cash flow and our ability to operate our business and fulfill our obligations under our indebtedness;
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our business, results of operations and financial conditions depend on our ability to attract and retain key personnel, including our executive officers, and to effectively manage succession;  
the accuracy and timeliness of our financial reporting depends on our ability to remediate our existing material weaknesses in our internal control over financial reporting;

S-4

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maintaining an effective internal control environment with operations in multiple international locations, including language differences, varying levels of U.S. GAAP expertise in international locations and multiple financial information systems may present certain challenges;

our existing material weaknesses may require the restatement of previously issued financial statements for additional periods;

foreign exchange controls or other currency restrictions and limitation on the movement of funds, including the prohibition of the repatriation of funds, may result in adverse tax consequences and tax inefficiencies;

our business and results of operations depend on our ability to protect and preserve our intellectual property rights;

adverse weather conditions, business cycles as well as seasonality, may cause fluctuation in the revenue and operating results of our Agricultural Solutions business;

conditions in the global economy, as well as social, political or economic instability, acts of wars and terrorism and natural disasters or other crisis may directly adversely affect our substantial international operations and financial condition;

failure to comply with the FCPA and other similar anti-corruption laws could subject us to penalties and damage our reputation;

agrochemical products are highly regulated by governmental agencies in countries where we do business; and our business involves chemicals manufacturing, which is both inherently hazardous and subject to evolving laws and regulations (including, but not limited to, the June 2016 amendments to the U.S. Toxic Substances Control Act and the EU REACH Substances of Very High Concern program) that could result in material costs relating to regulatory compliance, liabilities or litigation proceedings or other impacts, such as restrictions or prohibitions on our products. These risks, among others, may have a material adverse effect on our business, financial condition or results of operations, which could cause the trading price of our shares of common stock to decline and result in a loss of all or a portion of your investment.

#### Corporate Information

Our principal office is located at 1450 Centrepark Boulevard, Suite 210, West Palm Beach, Florida 33401, and our telephone number at that address is (561) 207-9600. We maintain a website at [www.platformspecialtyproducts.com](http://www.platformspecialtyproducts.com) where general information about us is available. Information on, or accessible through, our website is not part of this prospectus supplement.

THE OFFERING

The summary below is not intended to be complete. For a more detailed description of our common stock, see "Description of Capital Stock - Common Stock" in the accompanying prospectus.

Shares offered by us..... Shares  
 Common Stock to be outstanding immediately after this offering..... shares (or shares if the underwriters exercise in full their option to purchase additional shares), based on an assumed offering price of \$ per share, which is the last reported sale price of our common stock on NYSE on September , 2016.

Option to purchase additional shares..... We have granted the underwriters a 30-day option to purchase up to additional shares of our common stock.

Use of proceeds..... We intend to use the net proceeds from this offering for general corporate purposes, including, but not limited to, the alternative settlement of certain obligations relating to our Series B Convertible Preferred Stock. See "Use of Proceeds."

Dividend policy..... We have never paid any cash dividends on our common stock. We intend to retain earnings to fund our working capital needs and growth opportunities and do not intend to pay any cash dividends.

holders of shares of our Series A preferred stock (the "Series A Preferred Stock") are entitled to receive an annual stock dividend based on the appreciated stock price compared to the highest dividend price previously used in calculating the Series A Preferred Stock dividends.

No dividend may be declared on any other series of preferred stock, other than the Series A Preferred Stock, or common stock without the prior approval of a majority of the holders of the shares of our Series B Convertible Preferred Stock.

Market for our common stock..... Our shares of common stock are currently listed on the NYSE.  
 NYSE ticker symbol..... "PAH"

Risk Factors..... Investing in our common stock involves substantial risks. You should carefully consider all the information included or incorporated by reference in this prospectus supplement prior to investing in our common stock. In particular, we urge you to carefully consider the factors set forth under "Risk Factors" beginning on page S-24 of this prospectus supplement, page 4 of the accompanying prospectus and in the documents incorporated by reference herein and therein.

Unless otherwise indicated, the information presented in this prospectus supplement:  
 assumes no exercise by the underwriters of their option to purchase up to additional shares of our common stock; and  
 excludes, in reference to the number of shares of common stock outstanding after this offering, (i) 2,000,000 shares of our common stock issuable upon the conversion of shares of Series A Preferred Stock; (ii) 22,107,590 shares of our common stock issuable upon the conversion of shares of Series B Convertible Preferred Stock, (iii) 7,997,665 shares of our common stock issuable upon exchange of shares of common stock of our subsidiary, Platform Delaware Holdings, Inc.; (iv) 565,198 shares of our common stock issuable upon exercise of options; (v) 12,387,681 shares of our common stock currently available for issuance under our Platform Specialty Products Corporation Amended and Restated 2013 Incentive Compensation Plan (the "2013 Plan") (subject to increase in accordance with the terms of such plan), (vi) 2,348,687 shares of our common stock underlying restricted stock units ("RSUs") issued under the 2013 Plan; and (vii) 5,026,150 shares of common stock currently available for issuance under our Platform Specialty

Products Corporation 2014 Employee Stock Purchase Plan (the "2014 ESPP").

S-6

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## SUMMARY FINANCIAL DATA

The following table presents summary consolidated historical financial data for us and our Predecessor as of the dates and for each of the periods indicated. The summary consolidated historical data for the Successor 2015 Period, the Successor 2014 Period and the Successor 2013 Period and as of December 31, 2015, 2014 and 2013 have been derived from our audited consolidated financial statements incorporated by reference in this prospectus supplement and the accompanying prospectus. The summary consolidated historical data for our Predecessor 2013 Period has been derived from the audited consolidated financial statements of our Predecessor incorporated by reference in this prospectus supplement and the accompanying prospectus. The summary consolidated historical data for the Successor 2016 Six Month Period and as of June 30, 2016 and the Successor 2015 Six Month Period and as of June 30, 2015, have been derived from our unaudited condensed consolidated interim financial statements incorporated by reference in this prospectus supplement and the accompanying prospectus. The summary consolidated historical financial data for such interim periods contain all normal recurring adjustments that, in the opinion of management, are necessary for a fair statement of the financial information set forth in those statements.

The summary comparable financial data for the six months ended June 30, 2016 and the last twelve months ended June 30, 2016 give effect to the Alent, OMG and OMG Malaysia Acquisitions and the related financings as if they had been consummated on January 1, 2015. The summary financial data included in this section is not necessarily indicative of future results and should be read in conjunction with "Capitalization" as well as the financial statements of Platform, Arysta and Alent and the pro forma financial information filed with respect to such acquisitions, and the respective notes thereto, in each case, incorporated by reference in this prospectus supplement and the accompanying prospectus.

In this section, we present comparable net (loss) income available to common stockholders, comparable sales, comparable cost of sales, comparable gross profit, Adjusted EBITDA, Adjusted EBITDA margin, segment comparable Adjusted EBITDA and segment comparable sales, which are non-GAAP financial measures. Alent's and the OM Businesses' methods of calculating their Adjusted EBITDA differed from our method of calculating Adjusted EBITDA and, as a result, the financial information and synergies included or incorporated by reference herein may not be comparable and/or indicative of our future results of operations. As such, you are cautioned not to place undue reliance on this information. For definitions of these non-GAAP financial measures and reconciliations to the most comparable GAAP financial measure, please refer to the applicable reconciliation tables and " - Definition