

Q4 2022 Earnings Release

March 6, 2023





Forward-looking statements and Non-GAAP information

This presentation contains forward-looking statements with predictions, projections and other statements about future events. These statements are made on the basis of management's views and assumptions regarding future events and business performance. We use words such as "believe," "expect," "anticipate," "intends," "estimate," "forecast," "project," "will," "plan," "should, and similar expressions to identify forward-looking statements. Forward-looking statements involve risks and uncertainties that may cause actual results to differ materially from any future results, performance or achievements expressed or implied by such statements. Potential risks and uncertainties, among others, that could cause actual results to differ materially are discussed under "Part I – Item 1A. Risk Factors" of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2021 and may be included in subsequently filed Quarterly Reports on Form 10-Q, and include, but are not limited to: the sensitivity of our business to economic and financial market conditions generally and economic conditions in our service areas; dependence on fixed price contracts and the risks associated therewith, including actual costs exceeding estimates and method of accounting for revenue; the effect of growth on our infrastructure, resources, and existing sales; the ability to expand operations in both new and existing markets; the potential for contract delay or cancellation as a result of on-going or worsening supply chain challenges; liabilities arising from faulty services or products that could result in significant professional or product liability, warranty, or other claims; changes in or developments with respect to any litigation or investigation; failure to meet timely completion or performance standards that could result in higher cost and reduced profits or, in some cases, losses on projects; the potential for fluctuations in prices for manufactured components and raw materials, including as a result of tariffs and surcharges; the substantial amount of debt incurred in connection with our strategic transactions and our ability to repay or refinance it or incur additional debt in the future; the impact of federal, state or local government regulations; our ability to repurchase shares of our common stock and the amounts and timing of repurchases, if any; economic and political conditions generally; our ability to successfully realize the expected benefits of our restructuring program; our ability to successfully integrate acquired businesses and realize the synergies from strategic transactions; and the unpredictability and severity of catastrophic events, including cyber security threats, acts of terrorism or outbreak of war or hostilities or public health crises, as well as management's response to any of the aforementioned factors. Many of these risks are beyond management's ability to control or predict. Should one or more of these risks or uncertainties materialize, or should the assumptions prove incorrect, actual results may vary in material aspects from those currently anticipated. Investors are cautioned not to place undue reliance on such forward-looking statements as they speak only to our views as of the date the statement is made. Except as required under the federal securities laws or the rules and regulations of the Securities and Exchange Commission, we undertake no obligation to update or review any forward-looking statements, whether as a result of new information, future events or otherwise.

While we report our results in accordance with generally accepted accounting principles in the U.S. (GAAP), comments made during this conference call and these materials may include the following "non-GAAP" financial measures: organic revenue, non-GAAP gross profit, non-GAAP operating income, non-GAAP net income, adjusted EBITDA, adjusted free cash flow, adjusted net free cash flow, non-GAAP gross profit margin, non-GAAP operating margin, non-GAAP earnings per basic and diluted share, adjusted EBITDA margin and selected measures expressed on a constant currency basis. These measures are included to provide additional useful information regarding our financial results and are not a substitute for their comparable GAAP measures. Management believes that these measure provides individuals with additional information to better compare the Company's results over multiple periods. Explanations of these non-GAAP measures and reconciliations of these non-GAAP measures to their directly comparable GAAP measures, to the extent the reconciliation be performed without unreasonable efforts, are included in the accompanying "Appendix." Descriptions of many of these non-GAAP measures are also included in our SEC reports.



Q4 2022 Earnings Summary

- Strong Q4 and Full Year Financial Results + Steady Transformation Continues
 - Growth: Every key financial metric showed significant YoY and Sequential growth
 - Steady Transformation: Continue to build more balance, expanding niche leadership, adding more talent
 - O Higher Performance: Delivering consistent organic growth, margin expansion, FCF and capital deployment
- Consistent Capital Allocation: Closed 4 Acquisitions and Repurchased \$7M of shares in 2022
- Two Consecutive Years of Tremendous Orders Growth:
 - 2022: Full Year Orders up 46% ... Year-end backlog of \$312M (record level)
 - 2021: Full Year Orders up 29% ... Year-end Backlog was \$214M
- Raising 2023 Outlook: Maintaining Growth and Steady Transformation

Proud of 2022 Results ... Well Positioned for 2023+



Q4 and FY 2022 Financial Summary



4th Consecutive Quarter with Orders > \$100M

Great Q4 and FY Execution

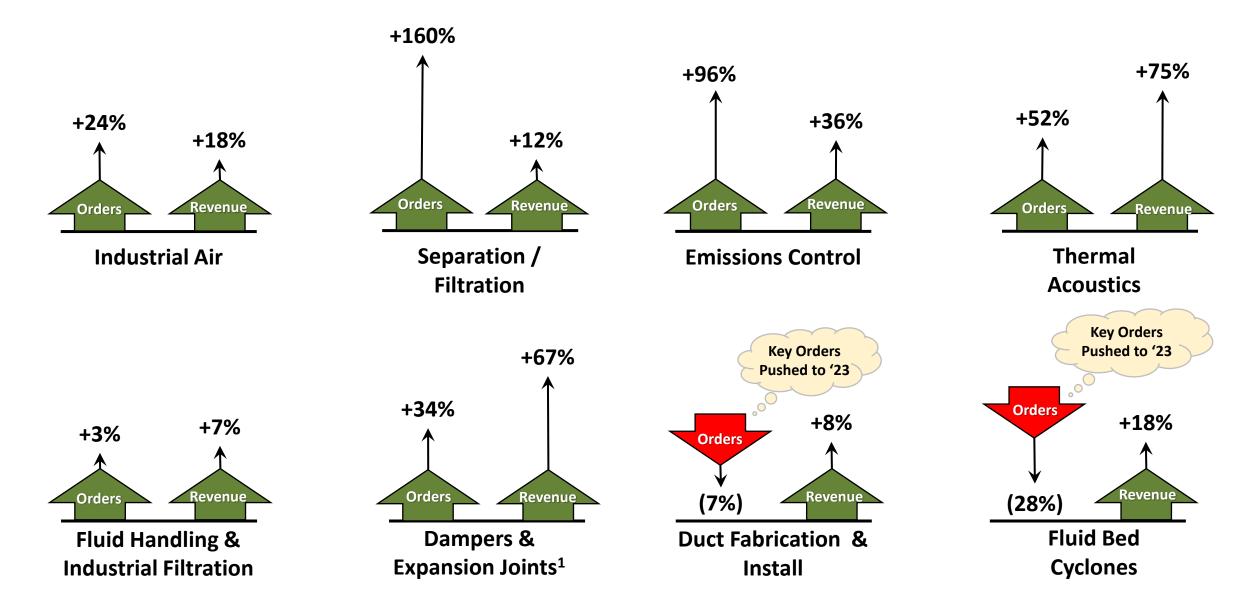
Continued Margin Expansion & FCF Conversion

Orders	FY'22 \$527M	YoY +46%
Sales	\$423M	+30%
Adj. EBITDA	\$42.2M <i>10.0%</i>	+65% +210bps
Adj. EPS (diluted)	\$0.74	+164% +\$0.46
FCF % of EBITDA	\$27.2M 64%	+141%

- Broad-based Orders Growth ... Record Orders rate ... Run rate >> \$100M/qtr
- Record Q4 Revenue ... Balanced across platforms ... Run rate now > \$100M/qtr
 - **Navigating** input cost, and supply chain and logistics challenges
- **Continuing** to Invest in Growth ... **Overcoming** Inflation and F/X Impacts



FY 2022: Broad-based Platform Growth in Orders and Revenue





Winning In Diverse Growth Markets

Select Brands

Typical Applications & End Markets

Industrial Air

~ 45% of Portfolio





AARDING



western









Compass water solutions

🥯 DEAN PUMP

Thermal Oxidation

- EV Battery (EV)
- Automotive
- · Beverage Can
- Wet/Dry Scrubbers
- Semiconductor
- Mist Removal
- Alum./Steel rolling
- Chemical processing

- Dust & Particle Collection
- Wood working
- Machining/Grinding
- Cement & Building Materials
- Food Processing/Milling
- Silencers
- Blower/Fan intake
- Rotating equipment exhaust

Industrial Water

~ 25% of Portfolio













Produced Water Treatment • Oil & Gas Production

- **Oily Water Separation** Hydrocarbon Processing
- · Bilge Water Discharge
- **Wastewater Treatment**
- Industrial Processes
- Food & Beverage Prod.

Ultra-pure (DI/DM) Water Treat Semicon/Electronics

- Electrolysis
- Condensate Polishing
- Cooling Water
- Steam Processing
- Desalination
- Recirculation
- Potable Water Supply

Energy Transition

~ 30% of Portfolio











Emission Management

- Gas-fired Power Gen Baseload, Backup
- Flue Gas Scrubbers
- **Gas-Liquid Separation**
- Natural Gas/CO2 Transport
- Natural Gas Liquefaction
- Hydrocarbon Processing
- Fuel Gas Upgrading

- Cyclone Separation
- Hydrocarbon Processing
- Polysilcon Production
- Carbon Capture
- Ethanol Processing
- Acid Gas Treatment
- **Thermal/Acoustic Mgmt**
- Gas-fired Power-Gen
- Compressor Station Silencing



Balanced Capital Allocation Driving Value Creation

Acquisitions in 2022



Share Repurchase: FY'22 + 2H'21

~ \$12M



- Q3 Close ... Annualized Revenues ~ \$12M
- Industrial Water ... Adds Geography + EPC's
- South Korea-based



- Q2 Close ... Annualized Revenues ~ \$5M
- Industrial Air ... Adds Standard Products + Energy Controls
- UK-based



- Q2 Close ... Annualized Revenues ~ \$10M
- Industrial Water ... Membrane Solutions + Marine & Navy
- US-based



- Q1 Close ... Annualized Revenues ~ \$13M
- Industrial Water ... Adds Infrastructure & Process Applications
- US-based

- Announced \$20M, 3-Yr. Authorization in May '22
- Repurchased ~ 3% of Shares in 2022 (Avg. Price \$6.80)
- Completed ~ \$7M of share repurchases in 2022
- Completed ~ \$5M of repurchases in 2H'21

CapEx & Growth

~ \$3.5M in '22

- Increased investments in Lean/Productivity Initiatives
- Already strong plant safety programs were advanced
- Upgrades to IT network security and bandwidth
- India expansion = Doubled resources

Deployed ~ \$60M in Capital Toward Acquisitions and Stock Buybacks Over the Past 18 Months



Financial Performance

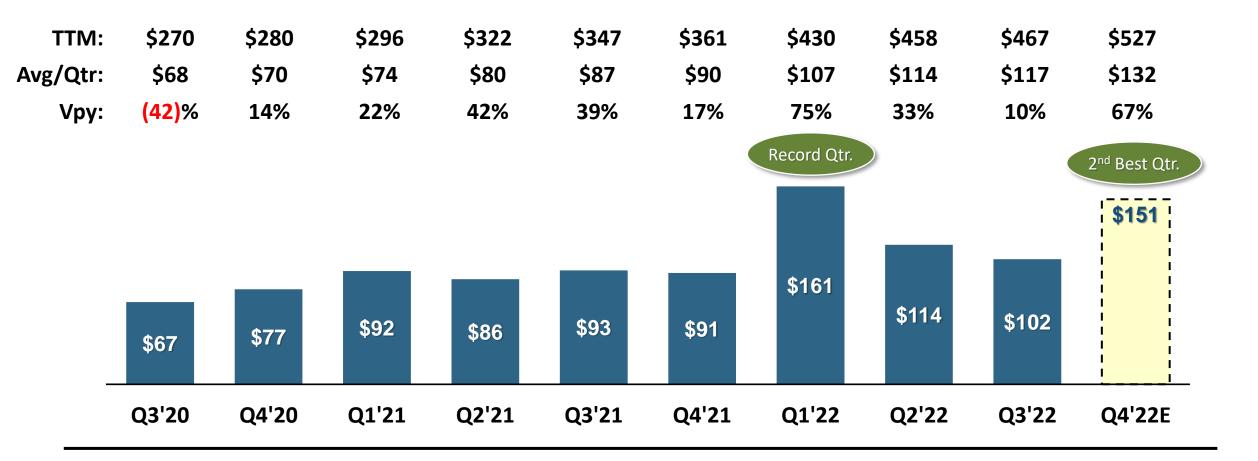


Q4'22 P&L Performance

		Q4'22	YoY		Comments
ı	Orders:	\$150.5	+66%		Broad-based orders momentum, TTM = \$527M
	Sales:	\$116.4	+24%		Steady execution from backlog, TTM = \$423M
	Gross Profit Margin:	32.4%	+200bp		Gross Margins improving sequentially covering inflation with price and execution, FY level of 30.3% Record GP\$ level
	GAAP OI:	\$8.4	+\$3.1/58%		
	Non-GAAP OI:	\$11.0	+\$3.3/43%	7	
	Adj. EBITDA:	\$13.0	+38%		Adj. Income / EBITDA Driven by Volume Growth/Execution Highest EBITDA\$ quarter since 3Q'16
	GAAP EPS:	\$0.24	+\$0.21		Adi FDC Cucuth Driven have less / Componiers - Basels at les
	Adj. EPS:	\$0.22	+\$0.12		Adj. EPS Growth Driven by Volume / Conversion Modestly Offset by Higher F/X, Higher Interest Expense, Tax Rate



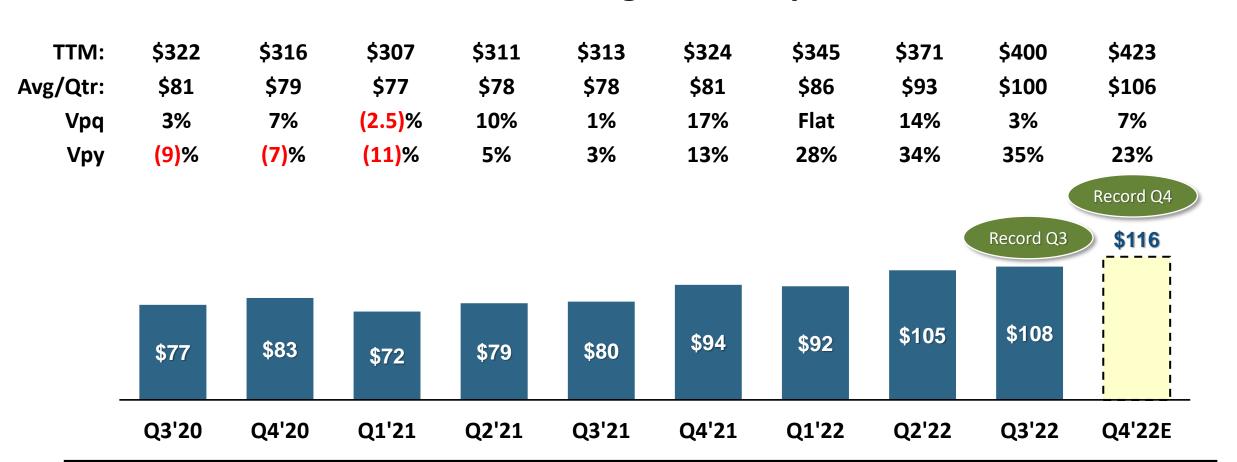
Strong & Consistent Orders Growth = 2023 Revenue Growth



- Broad-based Orders **Growth** ... 6 of 8 platforms up YoY
- Q4'22 ~2x Q4'20 orders
- Record FY'22 Orders of ~\$530M drives Record YE backlog of >\$310M ... Sustains Future Growth



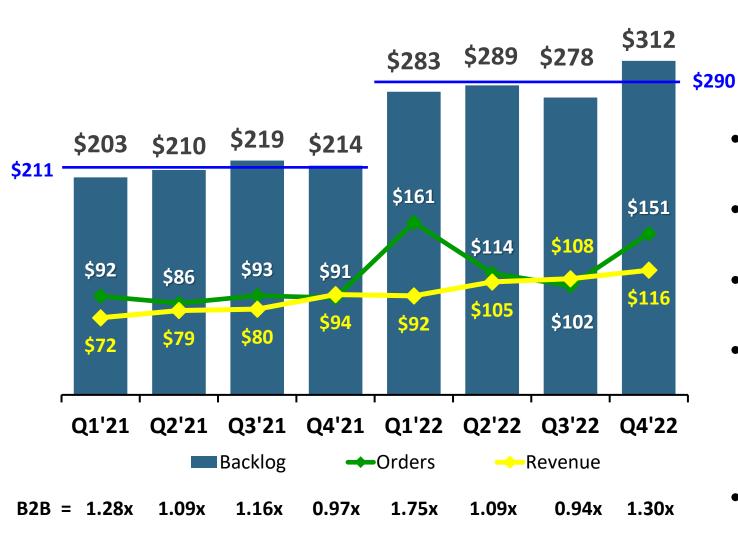
Record FY'22 Revenue ... Maintaining Solid Sequential Growth



- Record 4Q'22 following record 3Q'22 ... Highest Revenue Quarter in Company History
- All Platforms Grew FY'22 Revenue YoY ... Navigating Supply Chain Challenges to Deliver
- Sequential revenue growth for 7 consecutive quarters

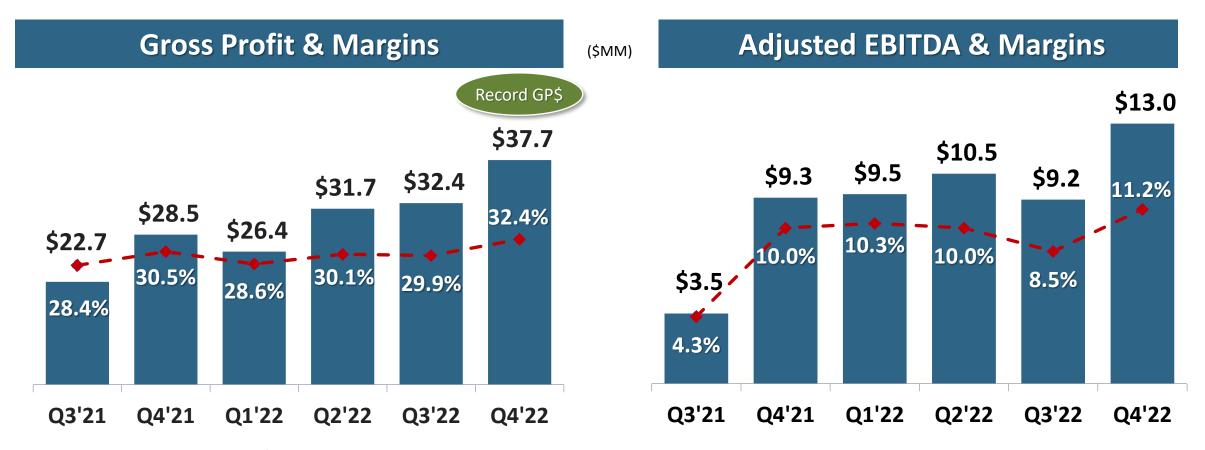


Year-end Backlog* at Record Levels



- Record year-end Backlog up 46%
- Book-to-Bill (B2B) Consistently > 1.0
- FY'22 B2B = 1.25x \rightarrow Future Growth
- Opportunity <u>Pipeline</u> > \$2.5B support continued B2B > 1.0 and high backlog level
- Single cancellation in 4Q'22

Solid Margin Sequential and YoY Improvement ... Gross Margin Near Pre-COVID Levels



- Gross Profit: Record GP\$ quarter ... Q4 up 32% YoY on higher volume, execution and project pricing ... margin rate up ~800 bps from Q3'21 lows and 250 bps sequentially
- Price: Continued price actions to address inflation and capture value ... benefits flowing thru P&L as backlog turns
- EBITDA: Best EBITDA\$ Quarter since Q3'16 ... Q4 up 40% YoY ... FY up 65% ... margin rate up 120 bps YoY



Cash Position and Liquidity Supports Capital Deployment Plan

Cash Position	n and Liquidity	
Cash 12.31.21	<u>\$</u> :	32.0
<u>Sources</u>		
Cash from Operations	\$29.6	
Net Borrowings	<u>\$47.4</u>	
Total	\$77.0	
<u>Uses</u>		
M&A	\$(44.9)	
Share Buyback	\$(7.0)	
Capex	\$(3.4 <u>)</u>	
Total	\$(55.3)	
<u>Other</u>		
FX	\$(5.0)	
Other	\$(2.1 <u>)</u>	
Total	\$(7.1)	
Cash 12.31.22	<u>\$</u> 4	<u>46.6</u>
Ref:		
Cash Interest	\$(5.0)	
Cash Taxes	\$(5.4)	
Note: 1/ Net Debt = Gross Debt - Cash	3/ Leverage Ratio = Net Debt / T	TM Bank EBITD

Leverage a	and Inve	stment Ca _l	pacity
Gross Debt 12.31	.21		<u>\$65.5</u>
Borrowings			
On revolver		\$75.2	
On term loan		\$ -	
<u>Other</u>		\$2. <u>8</u>	
Total		\$78.0	
Repayments			
On revolver		\$(35.9)	
On credit facilit	ty	\$(2.2)	
<u>Other</u>		\$(0. <u>5)</u>	
Total		\$(38.6)	
Net Borrowings, F	Y2022		\$39.4
Gross Debt 12.31	.22		<u>\$104.9</u>
	12.31.21	09.30.22	<u>12.31.22</u>
Net Debt¹/	\$33.5	\$75.7	\$58.3
TTM Bank EBITDA ^{2/}	\$28.7	\$42.9	\$42.7
Leverage Ratio ^{3/}	1.17x	1.76x	1.37x
Capacity ^{4/}	~\$65	~\$80	~\$80

2022: Significant Progress In Our Transformational Journey

Actions / Results

> 2020: Stated Goal to Transform CECO Environment

New CEO (Gleason)

New 3-5 Year Vision

> 2021: Reorganized Internally and Set Path for Growth

~ 29% Orders Growth

Increased Sales Pipeline

Exited 2021 With More Nimble / Accountable Organization

2022 ... Accelerating Transformation to CECO 2.0

- Growth (Over 90% Organic)
- > Margins and Income
- > Transform Portfolio Through M&A
- > Introduced Share Buybacks
- > ESG Report
- ➤ Introduced Annual Guidance (in Q1'22)
- > Talent Upgrades
- Shareholder Value
- Culture

Orders up 46% Sales up 30%

EBITDA up 65% Margins up 200bp+

Completed 4 Deals Ind'l Air + Ind'l Water

\$7M in 2022 \$5M in 2H'21

Inaugural Report Published ESG Score 50% Better

Provided Transparency Raised Throughout Year

New Executive Team Board Breadth/Diversity

Stock up Significantly Outperforming Market

Focus on Values Higher Performance

Important Accomplishments



Looking Forward: 2023 and Beyond



Committed To Consistent Execution ... Accelerating Transformation

- Strong Q4'22 Results Record Backlog, Revenue and GP\$
- Programmatic M&A
- Robust High-growth Market and Staff Expansion
- Advancing Operating Excellence
- 2023 Operating Plan in Place

Strong Finish to 2022

- Sustained Organic Growth
- Continue Programmatic M&A
- Further Margin Expansion
- Operating Model Deployment
- Target Integration
- Continue to Drive Short Cycle Mix
- Balanced Capital Deployment
- Deliver Against 2023 Targets

Accelerate Execution in 2023

- Sustained Financial Performance
- High Performance Culture
- Portfolio/Biz Mix Optimization
- Full Operating Model Deployed
- EBITDA Margins in Mid-Teens

Full Deployed Strategy by 2025



Raising Full Year 2023 Earnings Outlook

(\$MM)

	Revenue	Adjusted EBITDA	Free Cash Flow
Full Year Outlook	\$460 to \$485	\$45 to \$50	50% to 70% of EBITDA
Previous Range:	Up ~13% YoY* \$450 – \$475	Up ~13% YoY* \$45 – \$48	LDITUA

Maximize to Exceed Outlook

- **✓** Strong Backlog Provides Good Visibility
- ✓ Organic Growth Initiatives Accelerating
- ✓ Commercial and Operating Excellence Initiatives Gaining Momentum
- ✓ Active Programmatic M&A

Potential Challenges = Remain Cautious

- **?** Continued Supply Chain Disruptions
- ? Macro Uncertainties (e.g., inflation)
- **?** Pace of China Recovery
- **?** Regional Conflicts Remain Uncertain
- ? Expecting Some Unexpected Challenges



* At midpoint of the range

Final Wrap-up



Earnings Summary

- Outstanding Performance Operationally and Financially
- Completed 4 M&A Transactions in 2022 Add Confidence in Process and Capabilities
- Record Backlog Provides Good Visibility to Organic Growth
- Incredible Talent at CECO ... Delivering for our Customers, our Teams, our Investors, our Communities
- We are Transforming CECO
 - Building Real Leadership Positions in Industrial Air, Industrial Water and Energy Transition
 - Improving Business Mix to Have More Balanced Long-cycle and Shorter-cycle Businesses

Thanks Team CECO ... And Thank You For Your Interest



Appendix

Supplemental Materials and Non-GAAP Reconciliation Tables



Revenue Excluding Acquisitions

(dollars in millions)		Q1	Q2	Q3	Q4	1	Annual	Q1	Q2	Q3	Q4	Α	nnual
	2	021	2021	2021	2021		2021	2022	2022	2022	2022		2022
Revenue as reported in accordance with GAAP	\$	71.9	\$ 78.7	\$ 80.0	\$ 93.6	\$	324.1	\$ 92.4	\$ 105.4	\$ 108.4	\$ 116.4	\$	422.6
Less revenue attributable to acquisitions		-	-	-	-		-	(0.7)	(4.6)	(6.0)	(7.4)		(18.7)
Organic Revenue	\$	71.9	\$ 78.7	\$ 80.0	\$ 93.6	\$	324.1	\$ 91.7	\$ 100.8	\$ 102.4	\$ 109.0	\$	403.9

Non-GAAP Operating Income and Margin

(dollars in millions)		Q1	Q2	Q3	Q4	A	Annual	Q1		Q2	Q3	Q4	A	nnual
	2	021	2021	2021	2021		2021	2022	:	2022	2022	2022		2022
Operating Income as reported in accordance with GAAP	\$	3.1	\$ 2.1	\$ (0.6)	\$ 5.3	\$	9.9	\$ 5.2	\$	5.7	\$ 2.8	\$ 8.4	\$	22.2
Operating margin in accordance with GAAP		4.3%	2.7%	(0.8%)	5.7%		3.1%	5.6%		5.4%	2.6%	7.2%		5.3%
Acquisition and integration expenses		0.1	-	0.2	0.5		8.0	1.0		1.5	1.3	0.7		4.5
Amortization		1.7	1.7	1.7	1.6		6.7	1.5		1.5	2.0	2.1		7.0
Earn-out and retention expenses		0.1	0.6	0.1	0.3		1.1	-		-	-	(0.2)		(0.2)
Restructuring expense (income)		-	0.3	0.4	-		0.6	0.1		-	-	-		0.1
Executive transition expenses		-	-	-	-		-	-		-	1.2	-		1.2
Non-GAAP operating Income	\$	5.0	\$ 4.7	\$ 1.8	\$ 7.7	\$	19.1	\$ 7.8	\$	8.7	\$ 7.3	\$ 11.0	\$	34.8
Non-GAAP Operating margin		7.0%	6.0%	2.3%	8.2%		5.9%	8.4%		8.3%	6.7%	9.5%		8.2%

Non-GAAP Net Income, Adjusted EBITDA, and Margin

(dollars in millions)		Q1		Q2		Q3		Q4		Annual	,	Q1		Q2	_	Q3	_	Q4		Annual
		2021		2021		2021		2021		2021		2022		2022		2022		2022		2022
Net Income (loss) as reported in accordance with GAAP	\$	1.2	\$	0.3	\$	(1.2)	\$	1.2	\$		\$		\$	4.4	\$		\$		\$	17.4
Acquisition and integration expenses		0.1		-		0.2		0.5		8.0		1.0		1.5		1.3		0.7		4.5
Amortization		1.7		1.7		1.7		1.6		6.7		1.5		1.5		2.0		2.1		7.0
Earn-out and retention expenses		0.1		0.6		0.1		0.3		1.1		-		-		-		(0.2)		(0.2)
Restructuring expense (income)		-		0.3		0.4		-		0.6		0.1		-		-		-		0.1
Executive transition expenses		-		-		-		-		-		-		-		1.2		-		1.2
Foreign currency remeasurement		0.6		1.1		(0.1)		0.5		2.0		0.3		(0.3)		2.5		(3.8)		(1.3)
Tax benefit of expenses		(0.6)		(0.9)		(0.6)		(0.7))	(2.8)		(0.7)		(0.7)		(1.8)		0.3		(2.8)
Zhongli Tax benefit		-		-		-		-		-		-		-		-		-		-
Non-GAAP net income	\$	3.1	\$	3.1	\$	0.5	\$	3.4	\$	9.8	\$	5.0	\$	6.4	\$	7.1	\$	7.4	\$	25.9
Depreciation		0.8		0.8		0.8		0.8		3.2		0.9		0.9		0.9		1.0		3.6
Non-cash stock compensation		0.7		0.9		0.9		0.9		3.3		0.9		0.9		1.1		1.0		3.9
Other (income)/expense		(0.1)		(0.2)		(0.1)		0.6		0.2		0.2		(1.6)		(3.8)		(0.4)		(5.6)
Interest expense		0.7		0.7		0.7		0.8		3.0		0.8		1.1		`1.6 [°]		`1.9 [´]		5.4
Income tax expense		1.2		1.1		0.7		2.6		5.5		1.8		2.6		2.1		1.8		8.2
Non-Controlling Interest		0.1		0.1		0.1		0.3		0.6		-		0.3		0.2		0.3		8.0
Adjusted EBITDA	\$	6.5	\$	6.5	\$	3.6	\$	9.4	\$	25.6	\$	9.6	\$	10.6	\$	9.2	\$	13.0	\$	42.2
Non-GAAP Operating margin	Ť	9.0%	Ť	8.3%	Ť	4.5%	Ť	10.0%		7.9%		10.4%	Ť	10.1%		8.5%	Ť	11.2%	Ť	10.0%
Basic Shares Outstanding	35	5,396,705	35	5,491,725	35	5,472,298	3	35,399,724		35,345,785		35,051,034		34,873,238		34,871,948		34,318,526	3	4,672,007
Diluted Shares Outstanding		5,774,208		5,819,269		5,472,298		35,537,136		35,594,779		35,199,201		35,041,152		35,287,605		34,919,398		5,005,159
Earnings (loss) per share:																				
Basic	\$	0.03	\$	0.01	\$	(0.03)	\$	0.03	\$	0.04	\$	0.08	\$	0.13	\$	0.06	\$	0.24	\$	0.50
Diluted	\$	0.03	\$	0.01	\$	(0.03)	\$	0.03	\$	0.04	\$	0.08	\$	0.13	\$	0.06	\$	0.24	\$	0.50
Non-GAAP earnings per share:																				
Basic	\$	0.09	\$	0.09	\$	0.01	\$	0.10	\$	0.28	\$	0.14	\$	0.18	\$	0.20	\$	0.22	\$	0.75
Diluted	\$	0.09	\$		\$	0.01	- 1	0.10				0.14		0.18			- 1	0.21		0.74

Adjusted Free Cash Flow

(dollars in millions)	Q1	Q2		Q3	Q4		Annual		Q1		Q2		Q3	Q4	- 1	Annual
	2021	2021	2021			2021	2021			2022		2022	2022	2022		2022
Net Cash provided by operating activities	\$ 9.9	\$ (5.8)	\$	6.1	\$	3.1	\$	13.3	\$	(0.2)	\$	18.9	\$ 1.0	\$ 10.0	\$	29.6
Add: earn-outs classified as operating	-	-		0.6		-		0.6		-		1.0	-	-		1.0
Capital Expenditures	(0.5)	(0.5)		(0.7)		(0.9)		(2.6)		(0.7)		(0.8)	(0.9)	(1.0)		(3.4
Adjusted Free Cash Flow	\$ 9.4	\$ (6.3)	\$	6.0	\$	2.2	\$	11.3	\$	(0.9)	\$	19.1	\$ 0.1	\$ 9.0	\$	27.2
TTM Adjusted FCF	\$ 3.9	\$ 3.5	\$	3.4	\$	11.3	\$	11.3	\$	1.0	\$	26.4	\$ 20.5	\$ 27.2	\$	27.2
TTM EBITDA	\$ 31.9	\$ 30.2	\$	26.5	\$	25.7	\$	25.7	\$	28.9	\$	33.1	\$ 38.7	\$ 42.2	\$	42.2
TTM FCF / EBITDA conversion	12.2%	11.6%		12.8%		44.0%		44.0%		3.5%		79.8%	53.0%	64.5%		64.5%