



# Q4'20 Earnings Call

March 3<sup>rd</sup>, 2021

**CECO**  
ENVIRONMENTAL



# 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 these forward-looking 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, 2019 and "Part II – Item 1A. Risk Factors" of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2020 and June 30, 2020 and include, but are not limited to: the sensitivity of our business to economic and financial market conditions generally and economic conditions in CECO's 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 CECO's infrastructure, resources, and existing sales; the ability to expand operations in both new and existing markets; the potential for contract delay or cancellation; 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; 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; unpredictability and severity of catastrophic events, including cyber security threats, acts of terrorism or outbreak of war or hostilities or public health crises, such as uncertainties regarding the extent and duration of impacts of matters associated with the novel coronavirus (COVID-19), 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. Furthermore, forward-looking statements speak only as of the date they are 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 CECO reports its 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; 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 CECO's financial results and are not a substitute for their comparable GAAP measures. Explanations of these non-GAAP measures and reconciliations of these non-GAAP measures to their directly comparable GAAP measures are included in the accompanying "Supplementary Non-GAAP Financial Measures." Descriptions of many of these non-GAAP measures are also included in CECO's SEC reports.

# Q4 Results Provide Solid Finish to 2020 ...

(\$MM)

## Q4 2020 Financial Results

- **Orders:** ~ \$77 ... Up 14% Y/Y ... Up 16% Sequentially
- **Sales:** ~ \$83 ... Down (7)% Y/Y ... Up 7% Sequentially
- **Gross Margin:** 31.6% Down (200)bps Y/Y ... Flat Sequentially
- **Adj. EBITDA:** \$9.9 with 12.0% margins ... Up 70bp Y/Y ... Up 260bp Sequentially
- **Adj. EPS :** \$0.16 ... Down (41)% Y/Y ... Up 47% Sequentially

## Positioning for Higher Performance

- **End Markets:** Improvement in previously down markets ... Growth in majority
- **Cost Structure:** Aggressive actions taken throughout '20 and early '21 to offset backlog declines ... efficient structure in place for EBITDA margin expansion
- **Strategy/Portfolio:** Real progress with “New CECO” strategy ... Q2/Q3 Launch
- **ESG:** Committed to advancing leadership in Environmental Solutions ... will produce inaugural Sustainability Report in the next year

# YoY double-digit growth in Energy; Industrials gaining sequential momentum off COVID lows

(\$MM)

## Refinery Momentum Building

Q4 Orders: \$9 | +157% YoY | +177% Sequential  
 TY Orders: \$30 | (46)%

## Midstream O&G Remains Soft

Q4 Orders: \$16 | +11% YoY | (19)% Sequential  
 TY Orders: \$67 | (32)%

## Power Gen: Natural Gas Active Pipeline

Q4 Orders: \$18 | +20% YoY | +70% Sequential  
 TY Orders: \$55 | (33)%

## Power Gen: Solid Fuel Bottomed

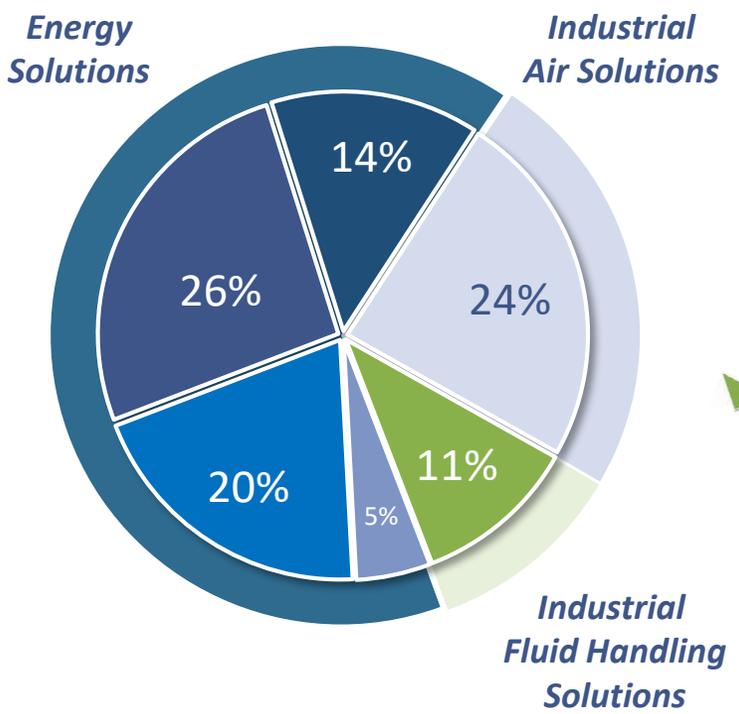
Q4 Orders: \$3 | (31)% YoY | (15)% Sequential  
 TY Orders: \$13 | (24)%

## Industrial Air Solutions Solid Pipeline

Q4 Orders: \$22 | +8% YoY | +11% Sequential  
 TY Orders: \$80 | (13)%

## Industrial Fluid Handling Optimistic

Q4 Orders: \$9 | 0% YoY | +5% Sequential  
 TY Orders: \$35 | (8)%



2020 Revenue Mix



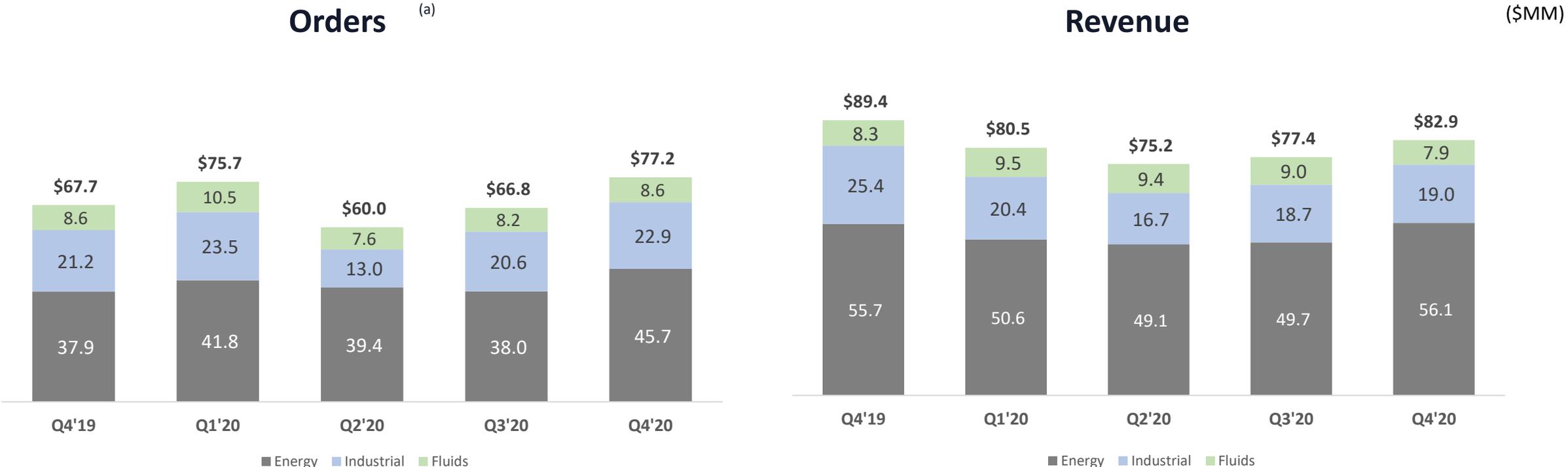
\* Gross Bookings, excludes Cancellations



# Q4'20/TY'20 Financials



# Energy drove revenues higher on strength of backlog execution



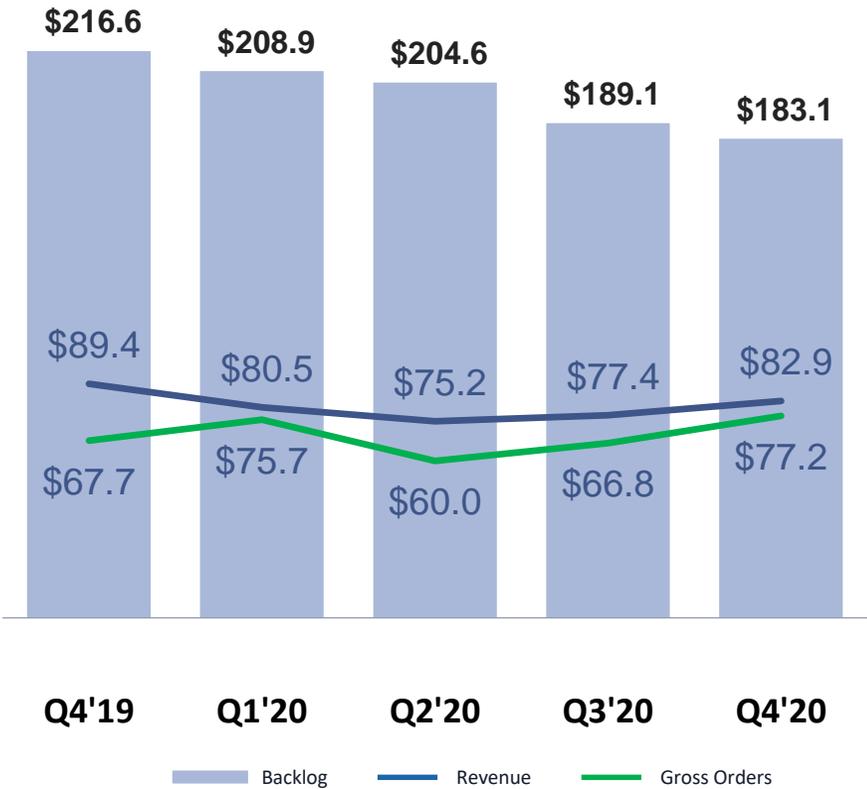
- Energy orders +16% over trailing four quarters' average ... Strong project execution drives +13% sequential growth in revenue
- \$9 Refinery orders +177% sequentially with December orders highest since May'20 as **mandatory replacement capex** begins to materialize
- Industrials continues sequential order growth and +4% organically... **EV and Food & Bev markets** acted as a tailwind for the quarter
- **Short cycle revenue** totaled \$16.9 million in Q4'20 and \$71.4 million in 2020, up sequentially in Q4 but down YoY on COVID



(a) Gross Bookings, excludes Cancellations

# Book-to-Bill continues sequential increase ... Economic environment improving

(\$MM)



- 5<sup>th</sup> consecutive quarter of sequential declines
- Backlog down (3)% sequentially and (15)% Year over Year
- TTM Book to Bill Ratio at 0.89x
- CECO's 12-month Orders Pipeline eclipsing \$1.9B... early indicator of Growth

Book/Bill	Q4'19	Q1'20	Q2'20	Q3'20	Q4'20
	0.76	0.94	0.80	0.86	0.93

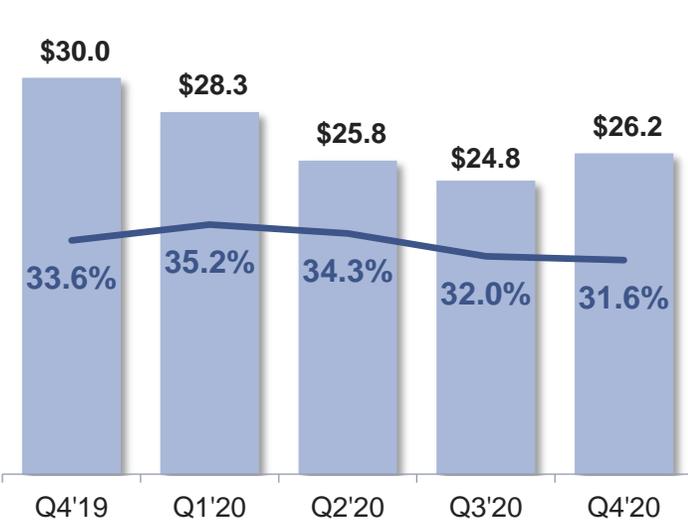


\*\* Starting Backlog – Revenue + Gross Orders – Cancellations +/- FX = Ending Backlog. FX typically +/- ~\$1-3 per quarter.

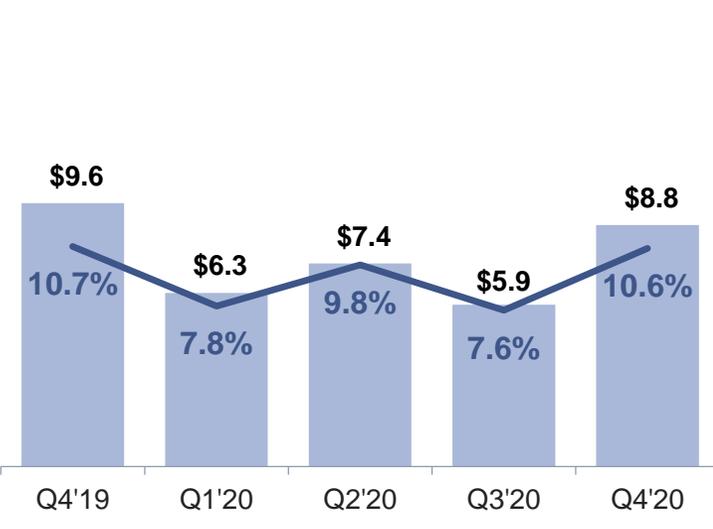
# Gross profit challenged on mix... Other profitability measures show sequential improvement

(\$MM)

Non-GAAP Gross Profit



Non-GAAP Operating Income



Adjusted EBITDA



- Q4 GM at 31.6%... (0.4)pts sequentially and (2) pts Y/Y on project mix
- Non-GAAP OI +46% sequentially on volume and SG&A cuts. (10)% Y/Y on volume, offset by \$4 SG&A cuts
- Adjusted EBITDA +34% sequentially on volume and SG&A cuts. (3)% Y/Y on volume, offset by \$4 SG&A cuts

# Executing well for customers drives volume and profitability

(\$MM)

	Three Months Ended			
	Q4'20	Y/Y	Y/Y \$	Q/Q
<b>GAAP:</b>				
Orders	\$ 77.2	14.0%	\$ 9.5	\$ 10.4
Revenue	\$ 82.9	(7.3)%	\$ (6.5)	\$ 5.5
Gross Profit	\$ 26.2	(12.7)%	\$ (3.8)	\$ 1.4
-%	31.6%	(2)pts		(0.4)pts
Op Income	\$ 3.7	(47.1)%	\$ (3.3)	\$ 2.7
-%	4.5%	(3.4)pts		3.2pts
Diluted EPS	\$ 0.05	(79.2)%	\$ (0.19)	\$ 0.06
<b>Non-GAAP:</b>				
Op Income	\$ 8.8	(8.3)%	\$ (0.8)	\$ 2.9
-%	10.6%	(0.1)pts		3pts
Adj. EBITDA\$	\$ 9.9	(1.7)%	\$ (0.2)	\$ 2.6
-%	12.0%	0.7pts		2.5pts
Diluted EPS	\$ 0.16	(40.7)%	\$ (0.11)	\$ 0.05

- \$77 of Orders +16% Sequentially and +14% Y/Y... growth in all 3 segments
- Revenue +7% sequentially driven by Energy backlog conversion in December
- GM% (2)pts on mix/pricing pressure
- GAAP OI/EPS ↓Y/Y on EIS earnout, intangible impairment, Stock comp, ↓ Tax benefit



- Non-GAAP OI/EPS ↓Y/Y on Volume, Stock Comp, and ↓ Tax benefit
- 12% EBITDA signals strength of CECO operating leverage and right-sized SG&A

# Despite FY'20 order declines, profitability maintained through proactive cost actions

(\$MM)

## Total Year Results

	TY'20	Y/Y	Y/Y \$
--	-------	-----	--------

### GAAP:

Orders	\$ 279.6	(27.1)%	\$ (104.1)
Revenue	\$ 316.0	(7.6)%	\$ (25.9)
Gross Profit	\$ 105.1	(7.8)%	\$ (8.9)
-%	33.3%	(0.1)pts	
Op Income	\$ 13.3	(26.1)%	\$ (4.7)
-%	4.2%	(1.1)pts	
Diluted EPS	\$ 0.23	(54.0)%	\$ (0.27)

- \$280 Orders ↓(27)% Y/Y as Customers curtailed their CAPEX spend to preserve capital
- Revenue down only ↓(8)% as backlog turned slower on customer COVID delays
- 33% GM a solid result for TY results... in-line with historical CECO averages
- GAAP OI/EPS ↓Y/Y on Restructuring, M&A expense, intangible impairment, ↓ Tax benefit

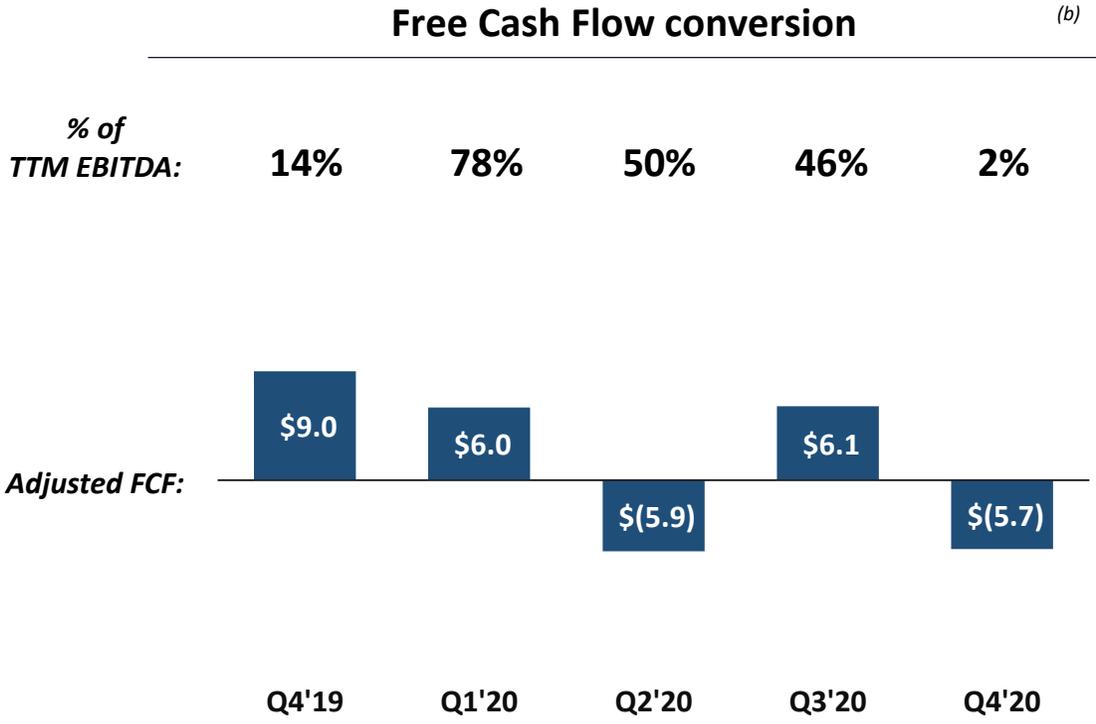
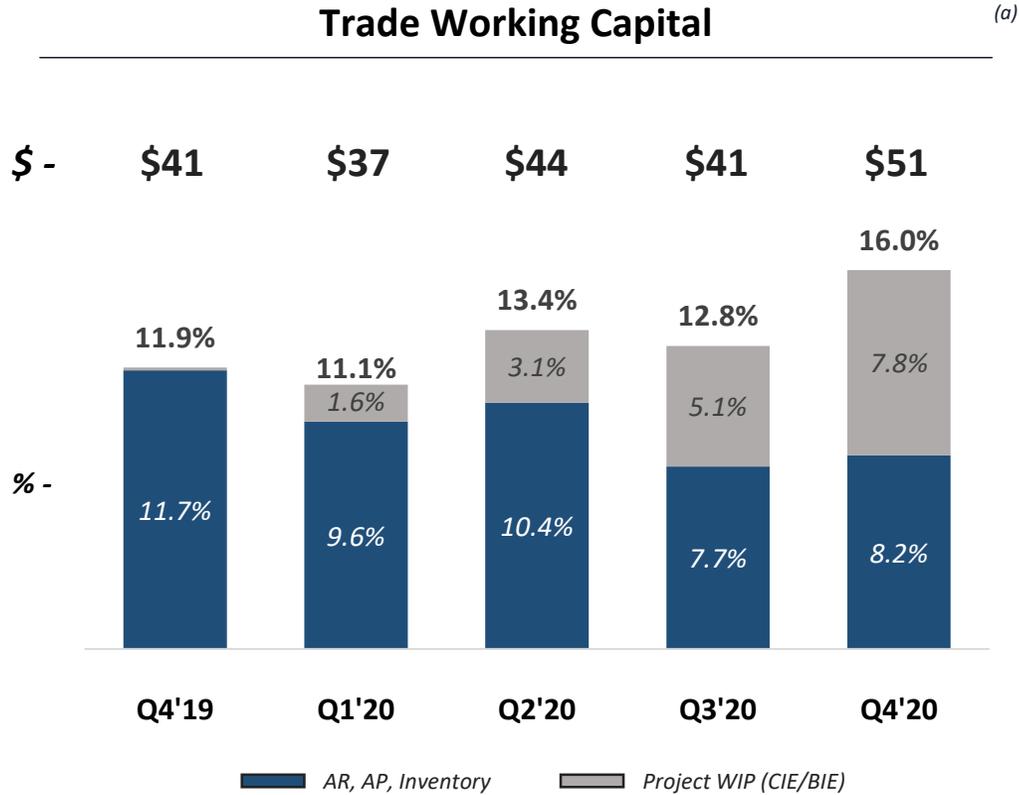
### Non-GAAP:

Op Income	\$ 28.2	0.0%	\$ -
-%	8.9%	0.7pts	
Adj. EBITDA\$	\$ 32.8	(0.6)%	\$ (0.2)
-%	10.4%	0.7pts	
Diluted EPS	\$ 0.56	(5.1)%	\$ (0.03)

- Non-GAAP EPS of \$0.56 ↓(3)¢ Y/Y on less favorable Stock Comp and Tax benefits in '20
- 10.4% EBITDA, +70 bps Y/Y as Volume increased, and SG&A cost reductions take effect

# FCF timing driven by lower Energy backlog and less “upfront” project cashflows

(\$MM)



- **Project WIP expansion driven by two primary factors**
  - Large Middle eastern project in middle of its project life (↑ WC)
  - As Energy’s backlog declines, fewer favorable “negative WC” projects

- **\$0.5 of FCF generated in 2020... \$4.4 CFOA less \$(3.9) CAPEX**
- **FCF to EBITDA conversion negatively impacted by:**
  - Change in operating assets/liabilities (\$21)
  - Executive Transition, Restructuring, Interest, Income Taxes (\$7)

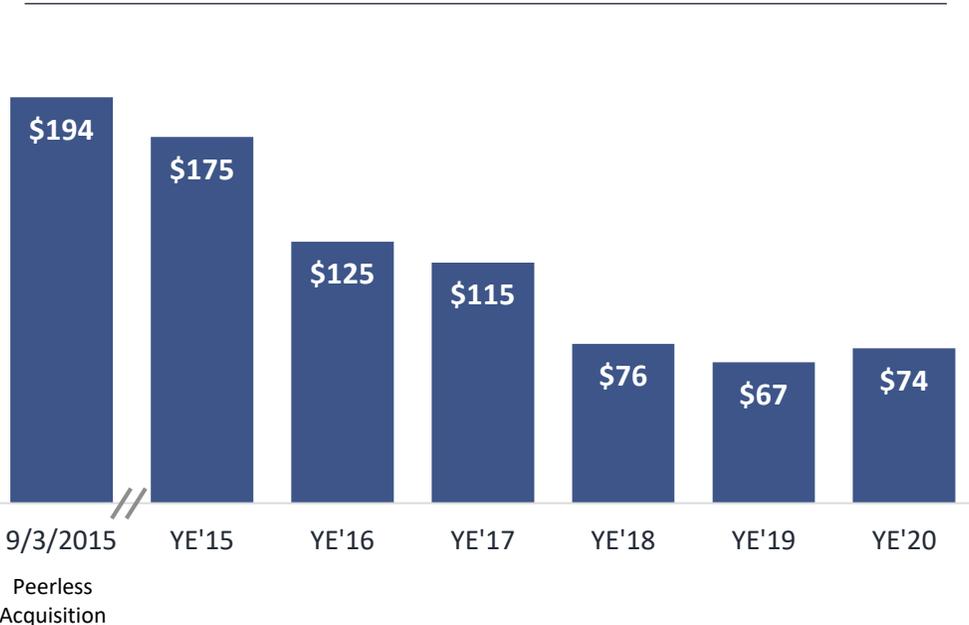


(a) W/C includes: Trade AR, Trade AP, Inventory and Cost/Billings of on TTM Revenue; Reported Basis.  
 (b) Adjusted Free Cash Flow = Cash Flow From Operations less Earnout classified as Operating Cash Flow less CAPEX spend.

# Continue to pay down debt... Balance sheet in strong position

(\$MM)

## Debt Paydown



## Balance sheet

	Q4'19	Q1'20	Q2'20	Q3'20	Q4'20
Term Debt	\$ 48.8	\$ 48.1	\$ 47.5	\$ 46.9	\$ 46.3
Revolver	18.5	61.5	32.0	31.0	27.7
<b>Total Debt</b>	<b>\$ 67.3</b>	<b>\$ 109.6</b>	<b>\$ 79.5</b>	<b>\$ 77.9</b>	<b>\$ 74.0</b>
Cash	\$ 35.5	\$ 84.1	\$ 43.1	\$ 46.3	\$ 37.8
<b>Bank Defined Leverage Ratio</b>	<b>1.5x</b>	<b>1.5x</b>	<b>1.7x</b>	<b>1.8x</b>	<b>1.9x</b>
<b>Total Net Debt/TTM EBITDA</b>	<b>0.8x</b>	<b>0.7x</b>	<b>0.8x</b>	<b>0.8x</b>	<b>1.0x</b>

- Debt paydown of \$(4) in Q4... ~\$60 of capacity under credit facility
- Cash on hand is split 22% North America and 78% International

# With cost actions taken early in '20, CECO is scalable and positioned for growth

(\$MM)



- As Orders & Revenues declined on customer COVID fears... CECO cut costs and improved profitability

*With growth, CECO can scale to >13% EBITDA margins*



(a) All metrics exclude Divestitures

# Concluding remarks on a pivotal year of leadership for CECO

- **New leadership, new strategy...** thank you to Dennis, Todd, and our Board for guidance
- Swift response to **protect employees...** Work from Home, furloughs, essential plants, and safe customer visits
- Embraced technology and **future-proofed CECO...** 5 ERPs, banking automation, cybersecurity, and Teams roll-out
- Welcomed **two new acquisitions** (EIS & Mader) to the CECO family... all done remotely!
- Protected the balance sheet and **grew profitability...** quick & responsive call to action on cost measures

*A Very Productive Year*



# Looking Forward



# 2020 – Year in Review ... Driving For More in 2021 and Beyond

## Orders and Backlog

- **FY'20 Orders ↓(27%)** with Energy taking longest to recover ... COVID-impact ~80%
- 2020 Ending Backlog ↓(15%) ... **Puts pressure on 1H'21 revenue and margins**
- **Q4 Orders momentum expected to continue** ... Record Pipeline of Project Opportunities

## CECO Strength

- **300+ engineers and application specialists** (approximately 40% of total headcount)
- Asset-light businesses and **improved cost structure** will yield superior margin conversion
- **Healthy balance sheet** ... ready to bolster growth, diversify markets, add predictable sales

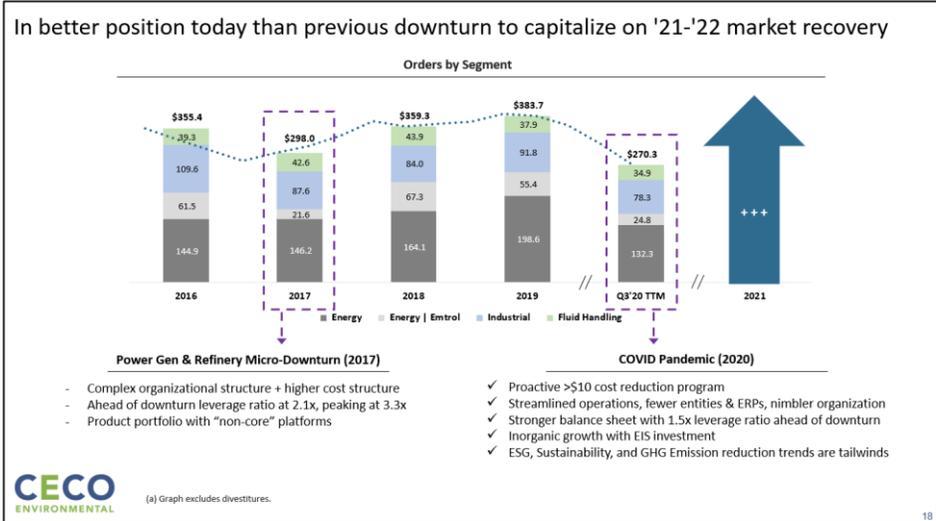
## 2021 Focus

- **Deliver Financial Results:** Ensure we maximize Orders' growth in improving markets
- **Enterprise Strategy:** Technology-based Platforms oriented for Growth & Capital-Allocation
- **Portfolio Transformation:** Invest in key platforms ... short-cycle opportunities (“core”) ... and utilize M&A to build more balanced revenue model
  - Examples: Water Treatment platform extension and investing in Analytical Services
- **Environmentally focused diversified Industrial:** Elevate awareness of leadership position



# In better position today than previous downturn... ready to capitalize on market recovery

## Slide from Q3'20 Earnings Release



- Sustainable/Structural cost actions provide new baseline for strong EBITDA margin conversion as growth rebounds
- Unlike 2017, CECO Balance Sheet in solid position to provide ammunition for additive transactions
- Will continue to advance adjacent market expansion ... both organically and inorganically
- 1H'20 market declines driven by COVID impact ... market recovery underway and gaining strength

### Slide Take-Aways ...

- In '17... CECO experienced Power-Gen bubble burst and backlog declined significantly.
- In '20-21... CECO in better financial & operational position to deliver > margins/cash flows post COVID

# CECO: Committed to deliver increased and sustainable value

**Long-term  
Growth &  
Profitability**



**~ 5% Topline Growth Target: Expand “Core” Platforms + Modest M&A**



**13%+ EBITDA Margin Target: Streamlined G&A + Ops Excellence**



**100%+ Free Cash Flow Conversion of Net Income: Historically Achieved**

**Driving Now:**

**Significant  
Opportunity To  
“Up Our Game”**



**Increased focus on new markets, short-cycle revenue, partnerships ...**



**ESG: (1) “Get in the Game” ... (2) Leadership Examples, Metrics & Targets**



# Conclusion

- Thank you Team CECO ... Commitment to our customers and health & safety!
- Navigating challenging markets with strong project execution and cost management
- Energy markets improving and 1H 2021 expected to continue orders momentum
- Revamping CECO strategy to aggressively evaluate and prioritize opportunities
- Continue to focus on new markets, technologies and expanding awareness of CECO Environmental leadership and ESG story

**Questions?**

# Supplemental Materials

## Non-GAAP Reconciliation

# Revenue excluding Acquisitions & Divestitures

<i>(dollars in millions)</i>	Annual 2017	Annual 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Annual 2019	Q1 2020	Q2 2020	Q3 2020	Q4 2020	Annual 2020
Revenue as reported in accordance with GAAP	\$ 345.1	\$ 337.3	\$ 86.0	\$ 81.2	\$ 85.3	\$ 89.4	\$ 341.9	\$ 80.5	\$ 75.2	\$ 77.4	\$ 82.9	\$ 316.0
<i>Less revenue attributable to divestitures</i>	\$ (34.6)	\$ (9.3)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
<i>Less revenue attributable to acquisitions and joint ventures</i>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (0.5)	\$ (5.9)	\$ (2.6)	\$ (9.0)
Organic revenue	\$ 310.5	\$ 328.0	\$ 86.0	\$ 81.2	\$ 85.3	\$ 89.4	\$ 341.9	\$ 80.5	\$ 74.7	\$ 71.5	\$ 80.3	\$ 307.0

# Non-GAAP Gross Profit and Margin

<i>(dollars in millions)</i>	Annual 2017	Annual 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Annual 2019	Q1 2020	Q2 2020	Q3 2020	Q4 2020	Annual 2020
Gross profit as reported in accordance with GAAP	\$ 113.2	\$ 111.5	\$ 28.4	\$ 26.8	\$ 28.8	\$ 30.0	\$ 114.0	\$ 28.3	\$ 25.8	\$ 24.8	\$ 26.2	\$ 105.1
<i>Gross profit margin in accordance with GAAP</i>	32.8%	33.1%	33.0%	33.0%	33.8%	33.6%	33.3%	35.2%	34.3%	32.0%	31.6%	33.3%
Legacy design repairs	\$ 2.0	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Inventory valuation adjustment	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Plant, property and equipment valuation adjustment	\$ 0.6	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Non-GAAP gross profit	\$ 115.8	\$ 111.5	\$ 28.4	\$ 26.8	\$ 28.8	\$ 30.0	\$ 114.0	\$ 28.3	\$ 25.8	\$ 24.8	\$ 26.2	\$ 105.1
<i>Non- GAAP Gross profit margin</i>	33.6%	33.1%	33.0%	33.0%	33.8%	33.6%	33.3%	35.2%	34.3%	32.0%	31.6%	33.3%

# Non-GAAP Operating Income and Margin

<i>(dollars in millions)</i>	Annual 2017	Annual 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Annual 2019	Q1 2020	Q2 2020	Q3 2020	Q4 2020	Annual 2020
Operating income as reported in accordance with GAAP	\$ 8.0	\$ 10.0	\$ 4.9	\$ 2.0	\$ 4.1	\$ 7.0	\$ 18.0	\$ 4.2	\$ 4.4	\$ 1.0	\$ 3.7	\$ 13.3
<i>Operating margin in accordance with GAAP</i>	2.3%	3.0%	5.7%	2.5%	4.8%	7.8%	5.3%	5.2%	5.9%	1.3%	4.5%	4.2%
Legacy design repairs	\$ 2.0	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Inventory valuation adjustment	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Plant, property and equipment valuation adjustment	\$ 0.6	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Gain on insurance settlement	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Acquisition and integration expenses	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 0.5	\$ 0.5	\$ -	\$ 0.7	\$ 0.4	\$ 0.3	\$ 1.4
Amortization	\$ 11.5	\$ 9.7	\$ 2.2	\$ 2.2	\$ 2.2	\$ 2.0	\$ 8.6	\$ 1.7	\$ 1.8	\$ 2.0	\$ 2.0	\$ 7.5
Earn-out and retention expenses	\$ (4.4)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 0.1	\$ 1.3	\$ 1.4
Intangible asset impairment	\$ 7.2	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 0.9	\$ 0.9
(Gain) Loss on divestitures, net of selling costs	\$ -	\$ 4.4	\$ 0.1	\$ -	\$ -	\$ -	\$ 0.1	\$ -	\$ -	\$ -	\$ -	\$ -
Restructuring expense (income)	\$ 1.9	\$ -	\$ -	\$ 0.2	\$ 0.7	\$ 0.1	\$ 1.0	\$ 0.4	\$ 0.5	\$ 0.9	\$ 0.6	\$ 2.2
Executive transition expenses	\$ 1.3	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1.5	\$ -	\$ 1.5
Facility exit expenses	\$ 0.2	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Legal reserves	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Non-GAAP operating income	\$ 28.3	\$ 24.1	\$ 7.2	\$ 4.4	\$ 7.0	\$ 9.6	\$ 28.2	\$ 6.3	\$ 7.4	\$ 5.9	\$ 8.8	\$ 28.2
<i>Non-GAAP Operating margin</i>	8.2%	7.1%	8.4%	5.4%	8.2%	10.7%	8.2%	7.8%	9.8%	7.6%	10.6%	8.9%

# Non-GAAP Net Income, Adjusted EBITDA and Margin

	Annual 2017	Annual 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Annual 2019	Q1 2020	Q2 2020	Q3 2020	Q4 2020	Annual 2020
<i>(dollars in millions)</i>												
Net income (loss) as reported in accordance with GAAP	\$ (3.0)	\$ (7.1)	\$ 1.9	\$ 5.5	\$ 1.9	\$ 8.4	\$ 17.7	\$ 3.4	\$ 3.3	\$ (0.2)	\$ 1.8	\$ 8.3
Legacy design repairs	\$ 2.0	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Inventory valuation adjustment	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Plant, property and equipment valuation adjustment	\$ 0.6	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Gain on insurance settlement	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Acquisition and integration expenses	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 0.5	\$ 0.5	\$ -	\$ 0.7	\$ 0.4	\$ 0.3	\$ 1.4
Amortization	\$ 11.5	\$ 9.7	\$ 2.2	\$ 2.2	\$ 2.2	\$ 2.0	\$ 8.6	\$ 1.7	\$ 1.8	\$ 2.0	\$ 2.0	\$ 7.5
Earn-out and retention expenses	\$ (4.4)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 0.1	\$ 1.3	\$ 1.4
Intangible asset impairment	\$ 7.2	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 0.9	\$ 0.9
(Gain) Loss on divestitures, net of selling costs	\$ -	\$ 4.4	\$ 0.1	\$ -	\$ -	\$ -	\$ 0.1	\$ -	\$ -	\$ -	\$ -	\$ -
Restructuring expense (income)	\$ 1.9	\$ -	\$ -	\$ 0.2	\$ 0.7	\$ 0.1	\$ 1.0	\$ 0.4	\$ 0.5	\$ 0.9	\$ 0.6	\$ 2.4
Executive transition expenses	\$ 1.3	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1.5	\$ -	\$ 1.5
Facility exit expenses	\$ 0.2	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Legal reserves	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Deferred financing fee adjustment	\$ -	\$ -	\$ -	\$ 0.4	\$ -	\$ -	\$ 0.4	\$ -	\$ -	\$ -	\$ -	\$ -
Foreign currency remeasurement	\$ (2.1)	\$ 0.8	\$ 0.6	\$ (0.3)	\$ 0.2	\$ (1.0)	\$ (0.5)	\$ 0.5	\$ (0.6)	\$ 0.4	\$ -	\$ 0.3
Tax benefit of expenses	\$ (5.7)	\$ 2.4	\$ (0.7)	\$ (0.6)	\$ (0.8)	\$ (0.4)	\$ (2.5)	\$ (0.7)	\$ (0.6)	\$ (1.3)	\$ (1.3)	\$ (3.9)
Zhongli Tax benefit	\$ -	\$ -	\$ -	\$ (4.4)	\$ -	\$ -	\$ (4.4)	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Non-GAAP net income</b>	<b>\$ 9.5</b>	<b>\$ 10.3</b>	<b>\$ 4.1</b>	<b>\$ 3.0</b>	<b>\$ 4.2</b>	<b>\$ 9.6</b>	<b>\$ 20.9</b>	<b>\$ 5.3</b>	<b>\$ 5.1</b>	<b>\$ 3.8</b>	<b>\$ 5.6</b>	<b>\$ 19.8</b>
Depreciation	\$ 3.9	\$ 3.5	\$ 0.6	\$ 0.6	\$ 0.5	\$ 0.5	\$ 2.2	\$ 0.5	\$ 0.6	\$ 0.6	\$ 0.6	\$ 2.3
Non-cash stock compensation	\$ 2.3	\$ 3.1	\$ 0.8	\$ 1.0	\$ 1.0	\$ -	\$ 2.8	\$ 0.6	\$ 0.2	\$ 0.7	\$ 0.5	\$ 2.0
Other (income)/expense	\$ 2.0	\$ (0.4)	\$ -	\$ (0.5)	\$ (0.1)	\$ 0.3	\$ (0.3)	\$ (1.5)	\$ 0.2	\$ (0.1)	\$ (1.0)	\$ (2.4)
Gain on insurance settlement	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Interest expense	\$ 6.7	\$ 7.1	\$ 1.5	\$ 1.1	\$ 1.3	\$ 1.1	\$ 5.0	\$ 1.0	\$ 0.9	\$ 0.8	\$ 0.8	\$ 3.5
Income tax expense (benefit)	\$ 10.1	\$ 6.6	\$ 1.5	\$ 0.8	\$ 1.5	\$ (1.4)	\$ 2.4	\$ 1.5	\$ 1.2	\$ 1.5	\$ 3.4	\$ 7.6
<b>Adjusted EBITDA</b>	<b>\$ 34.5</b>	<b>\$ 30.2</b>	<b>\$ 8.5</b>	<b>\$ 6.0</b>	<b>\$ 8.4</b>	<b>\$ 10.1</b>	<b>\$ 33.0</b>	<b>\$ 7.4</b>	<b>\$ 8.2</b>	<b>\$ 7.3</b>	<b>\$ 9.9</b>	<b>\$ 32.8</b>
<b>Adjusted EBITDA margin</b>	<b>10.0%</b>	<b>8.9%</b>	<b>9.9%</b>	<b>7.4%</b>	<b>9.8%</b>	<b>11.3%</b>	<b>9.7%</b>	<b>9.2%</b>	<b>10.9%</b>	<b>9.4%</b>	<b>11.9%</b>	<b>10.4%</b>
Basic Shares Outstanding	34,445,256	34,714,395	34,835,550	34,923,587	35,070,449	35,117,916	34,987,878	35,155,377	35,275,729	35,358,913	35,366,837	35,289,616
Diluted Shares Outstanding	34,697,744	34,988,461	35,360,042	35,582,727	35,624,590	35,352,957	35,484,273	35,394,865	35,410,182	35,358,913	35,655,014	35,520,670
Earnings (loss) per share:												
Basic	\$ (0.09)	\$ (0.20)	\$ 0.05	\$ 0.16	\$ 0.06	\$ 0.24	\$ 0.51	\$ 0.10	\$ 0.09	\$ (0.01)	\$ 0.05	\$ 0.24
Diluted	\$ (0.09)	\$ (0.20)	\$ 0.05	\$ 0.15	\$ 0.05	\$ 0.24	\$ 0.50	\$ 0.10	\$ 0.09	\$ (0.01)	\$ 0.05	\$ 0.23
Non-GAAP earnings per share:												
Basic	\$ 0.28	\$ 0.30	\$ 0.12	\$ 0.09	\$ 0.12	\$ 0.27	\$ 0.60	\$ 0.15	\$ 0.14	\$ 0.11	\$ 0.16	\$ 0.56
Diluted	\$ 0.27	\$ 0.29	\$ 0.12	\$ 0.08	\$ 0.12	\$ 0.27	\$ 0.59	\$ 0.15	\$ 0.14	\$ 0.11	\$ 0.16	\$ 0.56

# Adjusted Free Cash Flow

(dollars in millions)	Annual 2017	1Q 2018	2Q 2018	3Q 2018	4Q 2018	Annual 2018	1Q 2019	Q2 2019	Q3 2019	Q4 2019	Annual 2019	1Q 2020	Q2 2020	Q3 2020	Q4 2020	Annual 2020
Net cash provided by operating activities	6.6	3.2	6.7	(6.2)	18.3	22.0	(13.8)	2.5	10.7	10.8	10.2	7.0	(4.9)	7.0	(4.7)	4.4
Add: earn-outs classified as operating	7.8	0.2	1.9	0.8	(0.0)	2.9	-	-	-	-	-	-	-	-	-	-
Capital expenditures	(1.0)	(0.5)	(0.1)	(1.3)	(1.2)	(3.1)	(0.4)	(0.8)	(2.5)	(1.9)	(5.6)	(1.0)	(1.0)	(0.9)	(1.0)	(3.9)
<b>Adjusted free cash flow</b>	<b>13.4</b>	<b>2.9</b>	<b>8.5</b>	<b>(6.7)</b>	<b>17.1</b>	<b>21.8</b>	<b>(14.2)</b>	<b>1.7</b>	<b>8.2</b>	<b>8.9</b>	<b>4.6</b>	<b>6.0</b>	<b>(5.9)</b>	<b>6.1</b>	<b>(5.7)</b>	<b>0.5</b>
TTM Adjusted free cash flow	13.4	9.8	15.9	12.2	21.8	21.8	4.7	(2.1)	12.8	4.6	4.6	24.8	17.2	15.1	0.5	0.5
TTM EBITDA	34.5	28.3	24.2	25.7	30.2	30.2	33.2	32.3	32.3	33.0	33.0	31.9	34.1	33.0	32.8	32.8
TTM FCF / EBITDA Conversion	38.8%	34.6%	65.7%	47.6%	72.3%	72.3%	14.2%	-6.5%	39.6%	13.9%	13.9%	77.7%	50.4%	45.8%	1.5%	1.5%