Premier Industrial Growth Company

CECO | Morgan Stanley 14th Annual Laguna Conference

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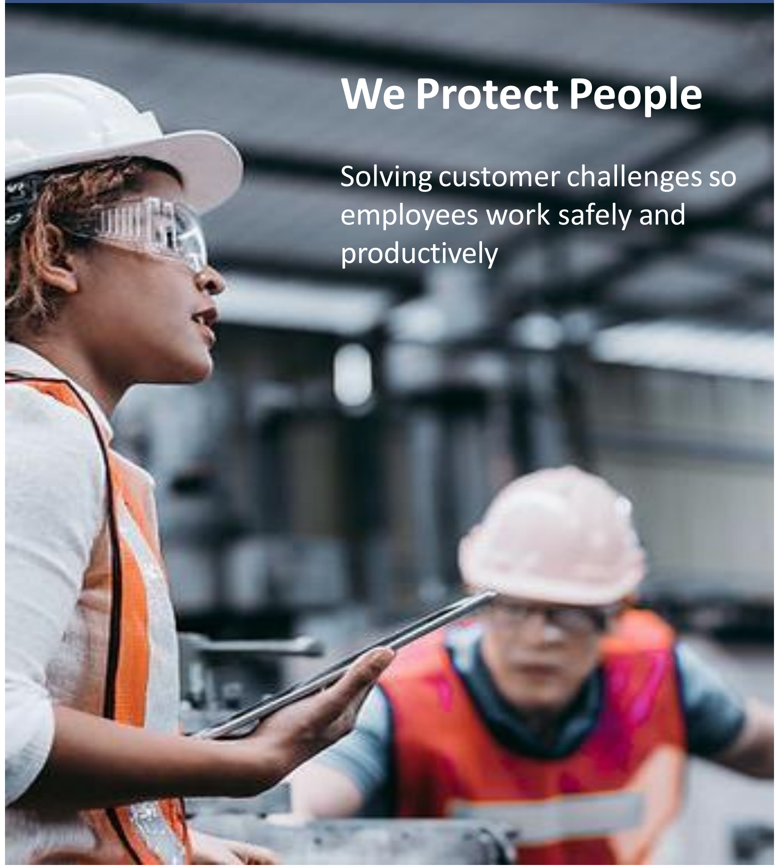
Forward-Looking Statements

This presentation contains "forward-looking statements" within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. All statements, other than statements of historical fact, included in this presentation that address events, or developments that CECO Environmental Corp. ("CECO") expects, believes, or anticipates will or may occur in the future are forward-looking statements. The words "intend," "expect," and similar expressions are intended to identify forward-looking statements. Forward-looking statements in this presentation include, but are not limited to, statements regarding the proposed combination of CECO and Thermon Group Holdings, Inc. ("Thermon"), pro forma descriptions of the combined company and its operations, integration and transition plans, synergies, opportunities and anticipated future performance. However, the absence of these words or similar expressions does not mean that a statement is not forward-looking. There are a number of risks and uncertainties that could cause actual results to differ materially from the forward-looking statements included in this presentation. These include the expected timing and likelihood of completion of the transaction, including the timing, receipt and terms and conditions of any required governmental and regulatory approvals of the transaction that could reduce anticipated benefits or cause the parties to abandon the transaction, the ability to successfully integrate the businesses, the occurrence of any event, change or other circumstances that could give rise to the termination of the merger agreement between CECO and Thermon, the possibility that stockholders of CECO or Thermon may not approve the transaction, the risk that the parties may not be able to satisfy the conditions to the transaction in a timely manner or at all, risks related to disruption of management time from ongoing business operations due to the transaction, the risk that any announcements relating to the transaction could have adverse effects on the market price of CECO's common stock, the risk that the transaction and its announcement could have an adverse effect on the ability of CECO and Thermon to retain customers and retain and hire key personnel and maintain relationships with their suppliers and customers and on their operating results and businesses generally, the risk the pending transaction could distract management of both entities and they will incur substantial costs, the risk that problems may arise in successfully integrating the businesses of the companies, which may result in the combined company not operating as effectively and efficiently as expected, the risk that the combined company may be unable to achieve synergies or it may take longer than expected to achieve those synergies and other important factors that could cause actual results to differ materially from those projected. All such factors are difficult to predict and are beyond CECO's control, including those detailed in CECO's annual reports on Form 10-K, quarterly reports on Form 10-Q and current reports on Form 8-K that are available on its website at https://investors.cecoenviro.com and on the SEC's website at https://www.sec.gov. All forward-looking statements are based on assumptions that CECO believes to be reasonable but that may not prove to be accurate. Such forward-looking statements are based on assumptions and analyses made by CECO in light of their perceptions of current conditions, expected future developments, and other factors that CECO believes are appropriate under the circumstances. These statements are subject to a number of known and unknown risks and uncertainties. Forward-looking statements are not guarantees of future performance and actual events may be materially different from those expressed or implied in the forward-looking statements. The forward-looking statements in this presentation speak as of the date of this presentation. CECO does not undertake, and expressly disclaims, any duty to update any forward-looking statement whether as a result of new information, future events or otherwise, except as required by law. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof.

Non-GAAP Financial Measures

This presentation includes certain non-GAAP financial measures, including Adjusted EBITDA, Adjusted EBITDA margin, Adjusted EPS, and free cash flow (collectively, the "Non-GAAP Measures"). Management believes these measures provide useful supplemental information regarding the operating performance of CECO , both on a standalone and pro forma combined basis with Thermon. Non-GAAP Measures should not be considered in isolation or as a substitute for any measure of financial performance or liquidity derived in accordance with GAAP. These measures have limitations as analytical tools, and similarly titled measures used by other companies may not be comparable. Reconciliations of each Non-GAAP Measure to its most directly comparable GAAP measure are set forth in the appendix to this presentation.

CECO Environmental

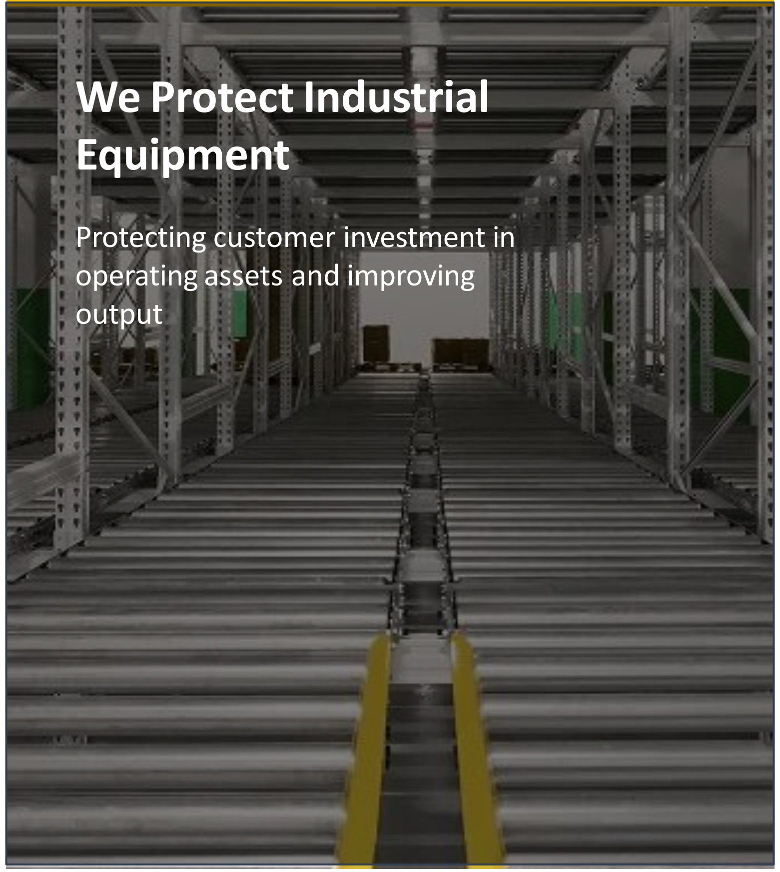


We Protect People

Solving customer challenges so employees work safely and productively

We Protect The Environment

Reducing environmental impact, in our communities



We Protect Industrial Equipment

Protecting customer investment in operating assets and improving output

The New CECO: A Global, Diversified Industrial Solutions Leader

CECO FY 2026 Proforma – "Day One"

PRO FORMA[1] REVENUE

$1.5B+

BACKLOG[2]

$1.6B+

Sales Pipeline Over >***$8B***

PRO FORMA[1] EBITDA

$250M+

~17% margin, excl. synergies
~20% after $40M Synergies (2-3 Yr)

PRO FORMA[1] NET LEVERAGE

2.7x[3]

2.3x w/ 40M run-rate synergies

1) CECO standalone midpoint of 2026 guidance. Thermon 2026 FY results, per their reporting calendar
2) CECO standalone estimated backlog based on guided orders with midpoint revenue of 2026 guidance. Thermon Q4'26 reported backlog.
3) As of Q2 2026 earnings call

Positioned to Maximize Secular Tailwinds

Aligned To Maximize Strong Secular Tailwinds

- Power Generation, Electrification, Data Centers / AI, Industrial Reshoring & Global Infrastructure

Investing for Sustainable, Long-term Growth

- **CECO:** Industrial Water Projects, Emissions Management
- **Thermon:** Liquid Load Bank, Medium Voltage Heaters

CECO 1H'26 Orders $1.25B => Ongoing Momentum

Combination Provides More Balanced Mix / Visibility

- Long-Cycle ~60% … Short-Cycle ~40%
- Steady Quarterly cash profile

Integration Program On Schedule

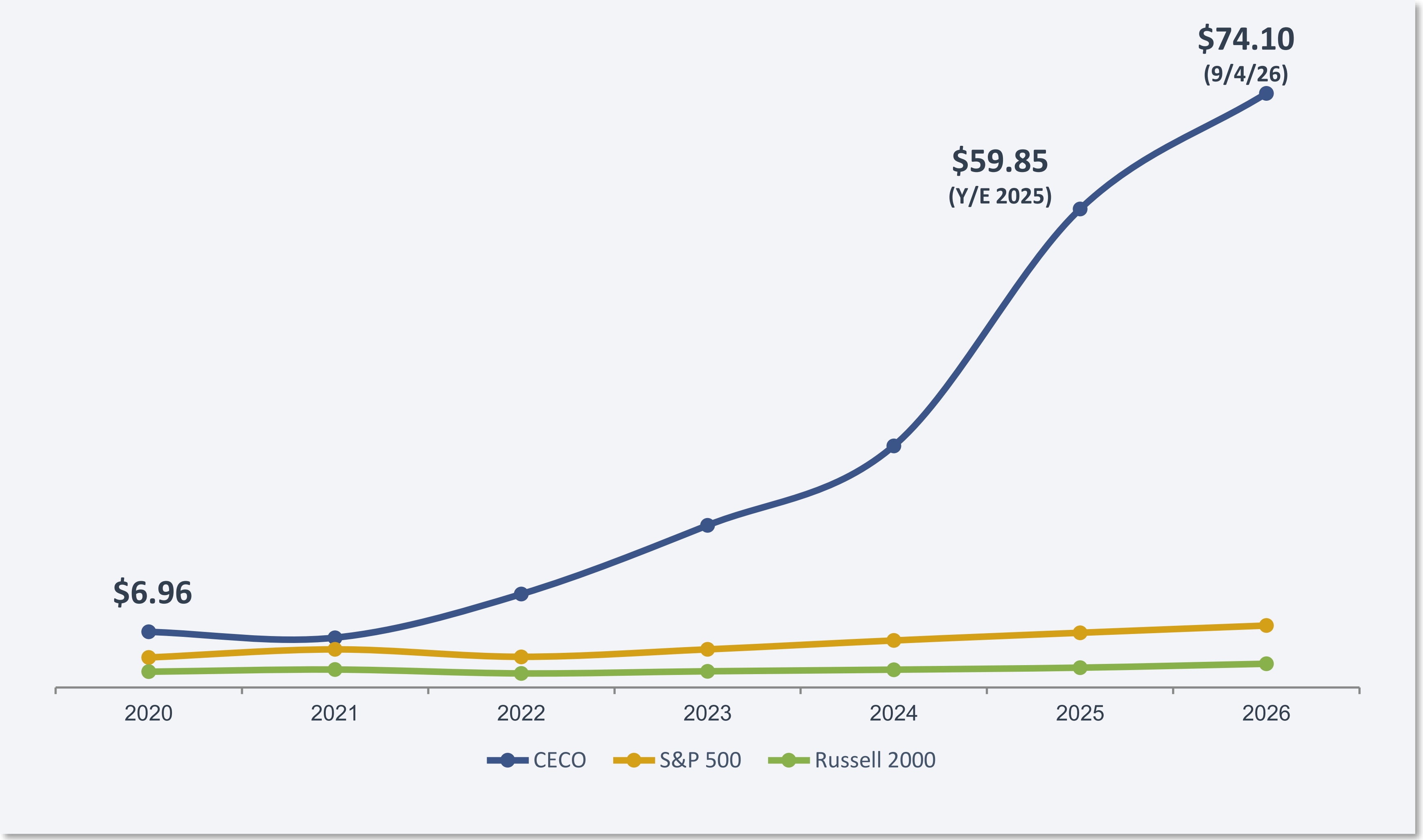
Programmatic M&A Pipeline Remains Robust

Combination Accelerates CECO's Ongoing Transformation as a Global Leader

Conference Name

Stock Performance

CECO vs. S&P 500 vs. Russell 2000 — cumulative return since December 2020



Market Cap

~ $4.3B

CECO

+11x

Cumulative since 2020

S&P 500

~110%

Cumulative since 2020

Russell 2000

~50%

Cumulative since 2020

* Close of day

CECO ENVIRONMENTAL

Transformational Journey that Started in 2020 is Now Accelerating.

Business Transformation:
High-Performance Design / Processes

ORGANIZATIONAL DESIGN

- Solution / Market Focused P&Ls (CECO Platforms)
- Established Niche Leadership
- Simple / Non-complexity Structure

PERFORMANCE CULTURE & PROCESSES

- Align Incentives = High Performance
- Win Right Values
- Continuous Improvement plus Operational Excellence

Proven Business Model

Portfolio Transformation:
Expanding Industrial Leadership

ORGANIC GROWTH

- People / Processes / Systems
- Geographic Expansion
- Market Expansion
- New Solutions

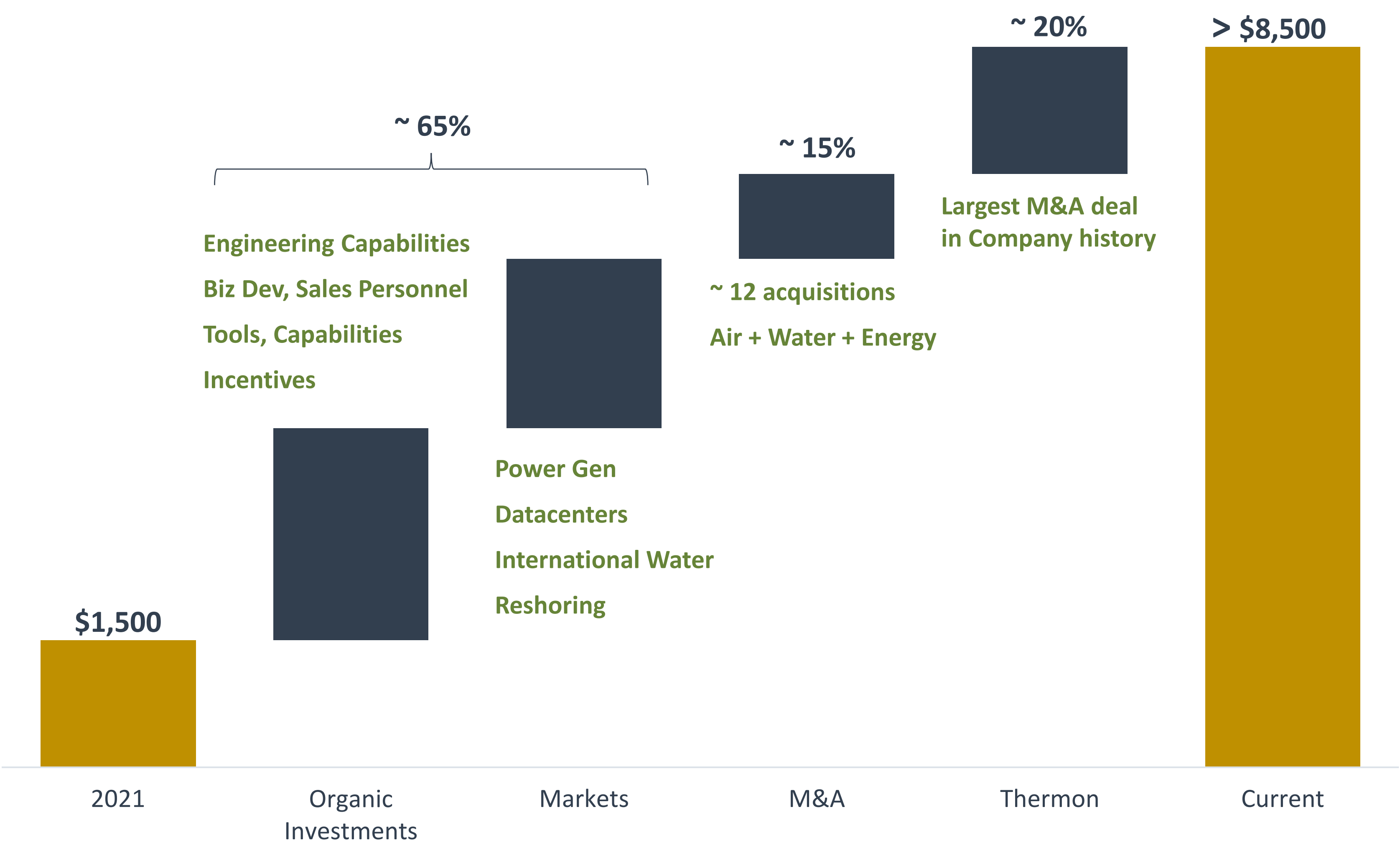
STRATEGIC M&A

- M&A Pipeline Built to Support Multiple "Levels" of Transactions
- Proven Acquisition Financial Model
- Integration Methodology In Place

Proven Business Model / Playbook … The "New CECO" Adds New Capabilities

Robust Pipeline of Opportunities

Pipeline of $8B+ offers CECO great visibility to near-term Growth



Pipeline

~560%+

Since Full Year 2021

Orders

~460%+

Since Full Year 2021… vs FY'26 Guidance

Revenue

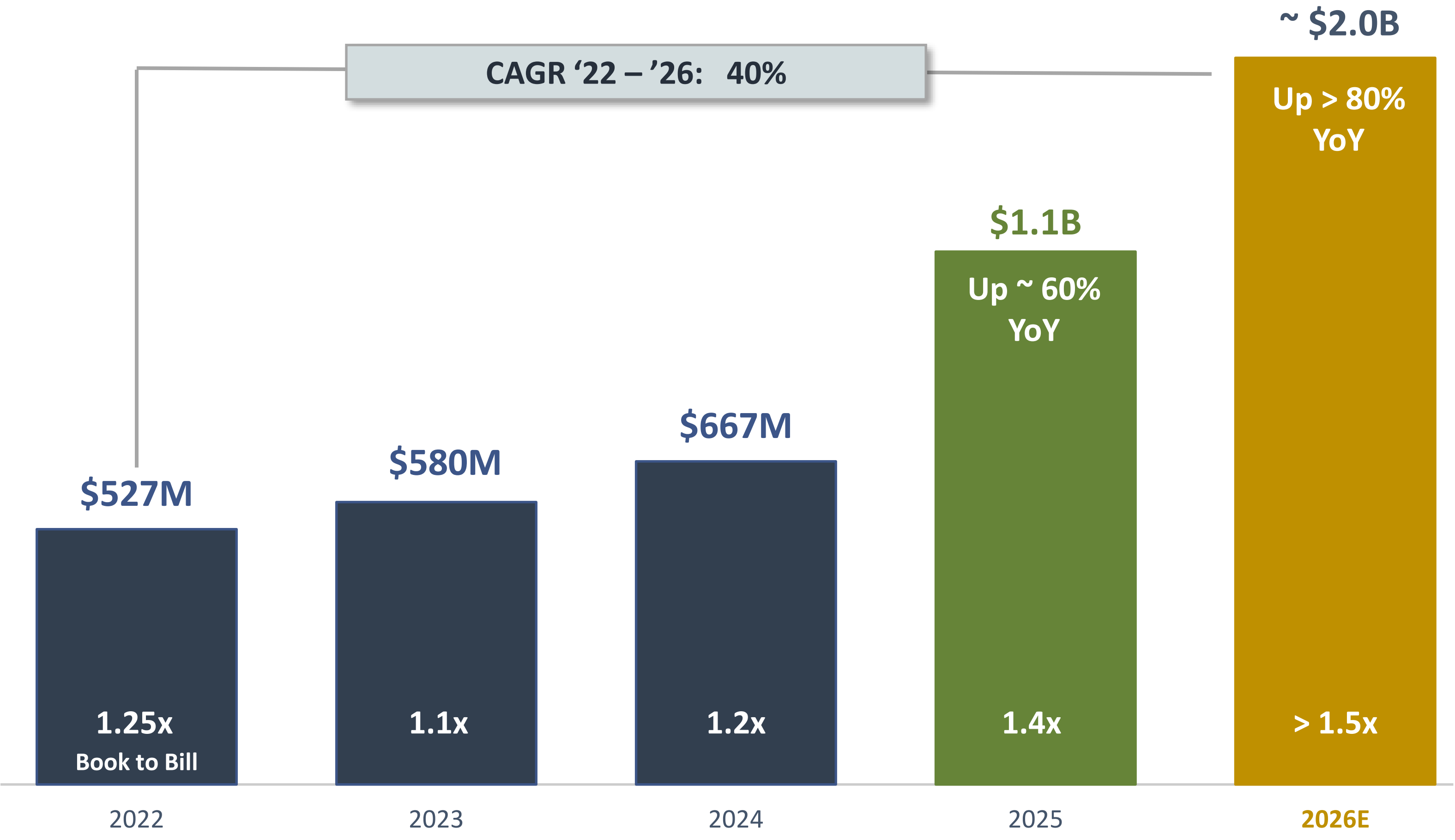
~420%+

Since Full Year 2021…vs FY'26 Guidance

CECO ENVIRONMENTAL

FY Orders: Leading Solutions & Position + Right Markets = Sustainable Growth

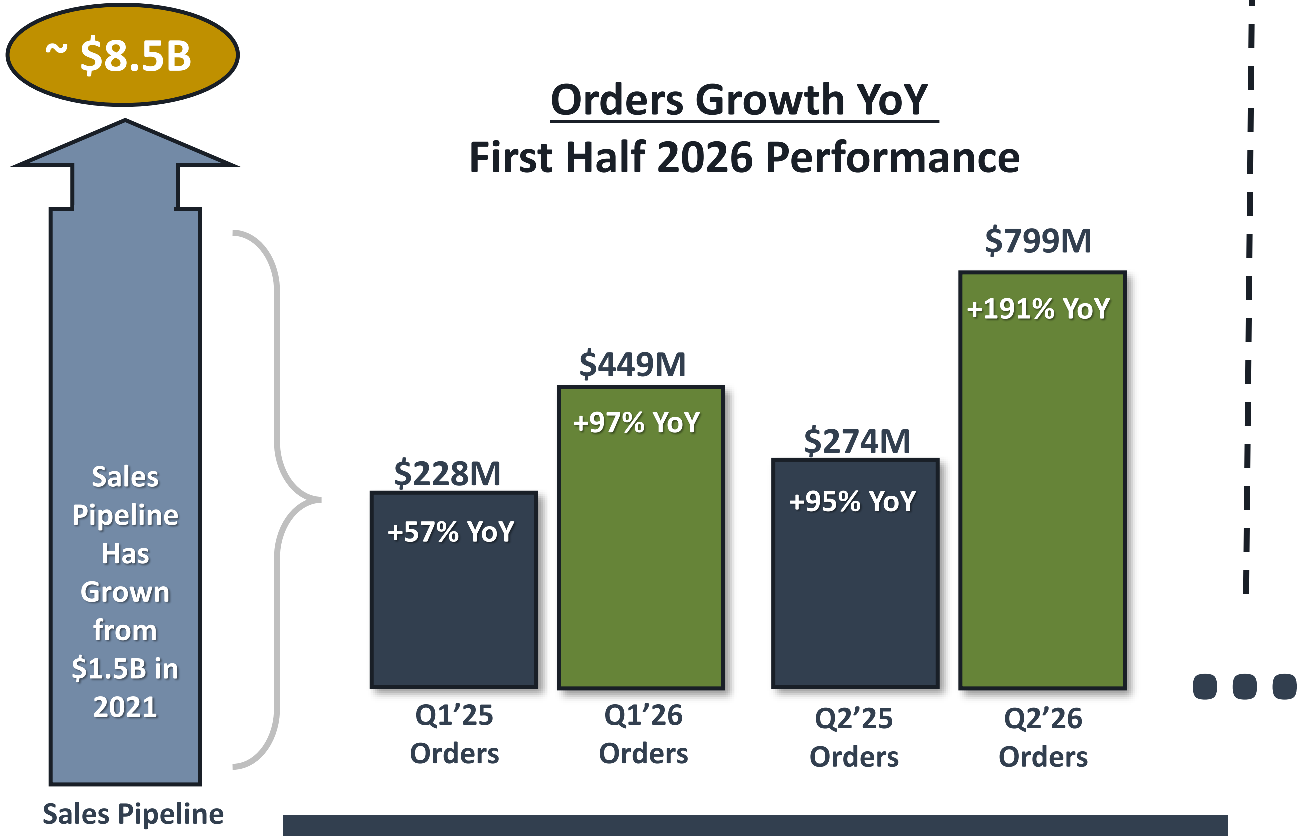
Orders Up ~60% YoY to $1.1B in 2025. 2026 raised to ~$2.0B on $8.5B+ pipeline.



- \+ Power Markets: Remains in Super-cycle mode
- \+ Natural Gas / Energy Infrastructure
- \+ Global Industrial Water and Wastewater
- = Reshoring Industrial Remains Balanced
- = Global Semiconductor & Electronics Investing
- \+ Investments in Talent, Incentives and Systems

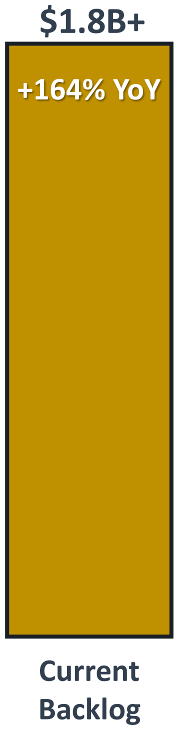
Driving Sustainable, High-Performance Growth

Building an $8B+ sales pipeline has driven 5 straight years of record orders growth -- enabling consistent double-digit sales growth



Trailing Twelve Month Book-to-Bill = ~ 2.0

Record Backlog ~ $1.8B = Solid + High Visibility to Rev & Margins

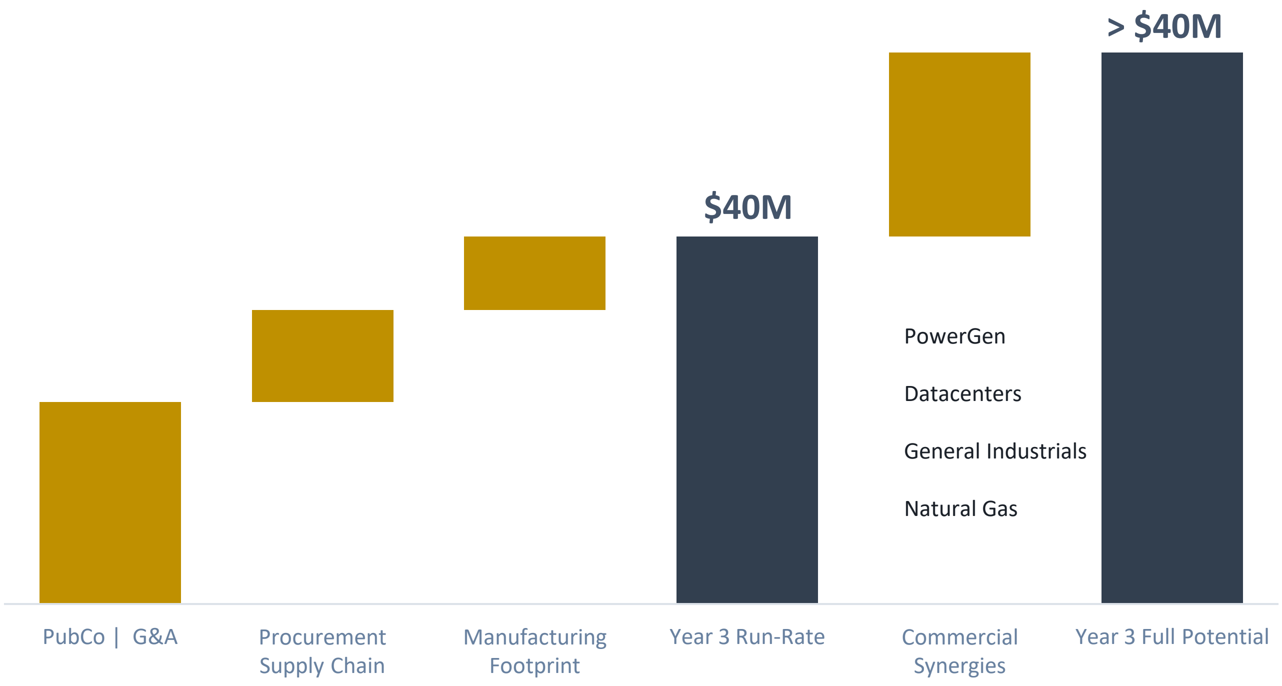


- **Full POs / Legally Binding T&Cs**
- **Projects Underway / Permitted**
- **Very Low De-booking Rate (Less than 0.5%)**
- **POs Not Associated with "Slot Reservations"**
- **Full Visibility to Revenue Timing and Margin**

Note: Q2 results include one month (June) of Thermon financials

Thermon Integration - 40M+ Run-Rate Synergies by Year 3

Three high-confidence synergy buckets — fully realized by Year 3. Deal is accretive on standalone numbers alone.



Cost Synergies Plan assimilated by both management teams.

Commercial Synergies not included in base model but not forgotten.

RUN-RATE BY YEAR 3

$40M+

Cost synergies · fully realized

Zero priced into the deal.

Deal is accretive on standalone numbers alone. Every dollar of synergy capture is pure upside to the combined platform.

Thermon runs Thermon.

No forced integration. Autonomous operations preserved — synergies captured through collaboration, not disruption.

Pre-Synergy PF '26 EBITDA

$265M

Full Synergy EBITDA

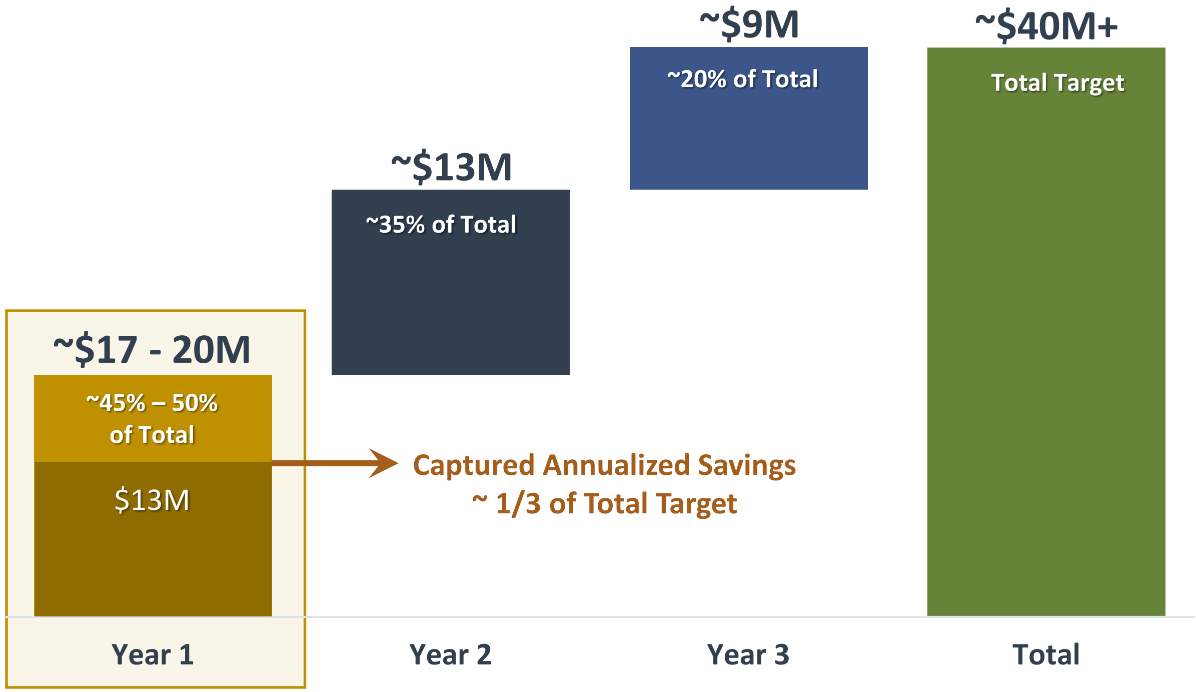
~$305M

Q2 2026 - Cost Synergies Ahead of Plan

Captured $13M of annualized cost savings representing 1/3 of total target. Expect to deliver on ~50% of savings by Year-1.

Confident in our ability to deliver greater than $40M in EBITDA synergies.

Net Adjusted EBITDA Savings Target



Integration and Cost Synergies Update

- Integration efforts well underway with all work streams engaged on assessment and process improvement
- **$13M of captured EBITDA annualized savings** driven by PubCo costs and other actions across the organization. Approx. $5M realized in FY ’26
- **$19M of captured annualized total savings** with additional stock compensation and other cash items
- Estimate captured savings between $17 and $20M by 1-year anniversary of the transaction

Note: Approximately $21M of year-to-date costs to achieve savings, primarily related to change-in-control provisions and accelerated equity vesting for former executives. A significant portion of the related cash payments will occur over approximately two years.

Commercial Synergies: Building a Pipeline to Add 1 to 2 Percentage Points Organic Growth

Leveraging Strengths and Leadership Positions of Each

CECO ENVIRONMENTAL + THERMON

CECO Environmental

- $7B+ Detailed Sales Pipeline
- Global Supply Chain
- Global Footprint
- Niche Leadership in:
  - Power Generation
  - LNG / Gas Infrastructure
  - Industrial Water
  - Semiconductor
  - Electronics / Solar / Battery
  - Materials Processing

Thermon

- Leading Thermal Solutions Portfolio
- New Product Development
- Genesis Controls Platform
- Leading positions in:
  - Mid/Downstream O&G
  - Chem / Petrochem
  - Datacenter
  - Nuclear
  - Gas Infrastructure
  - Rail & Transit Infrastructure

Delivering Early Wins & Opportunities

- ✓ $500K+ Thermon Content Added to CECO PowerGen Projects
- ✓ Commercial Teams Already ID'd 100+ Opportunities To Drive Growth
- ✓ Multi-billion $ PowerGen Sales Pipeline = $M's in Thermal Opportunities
- ✓ Joint Marketing Campaigns and Awareness for Scale and Efficiencies

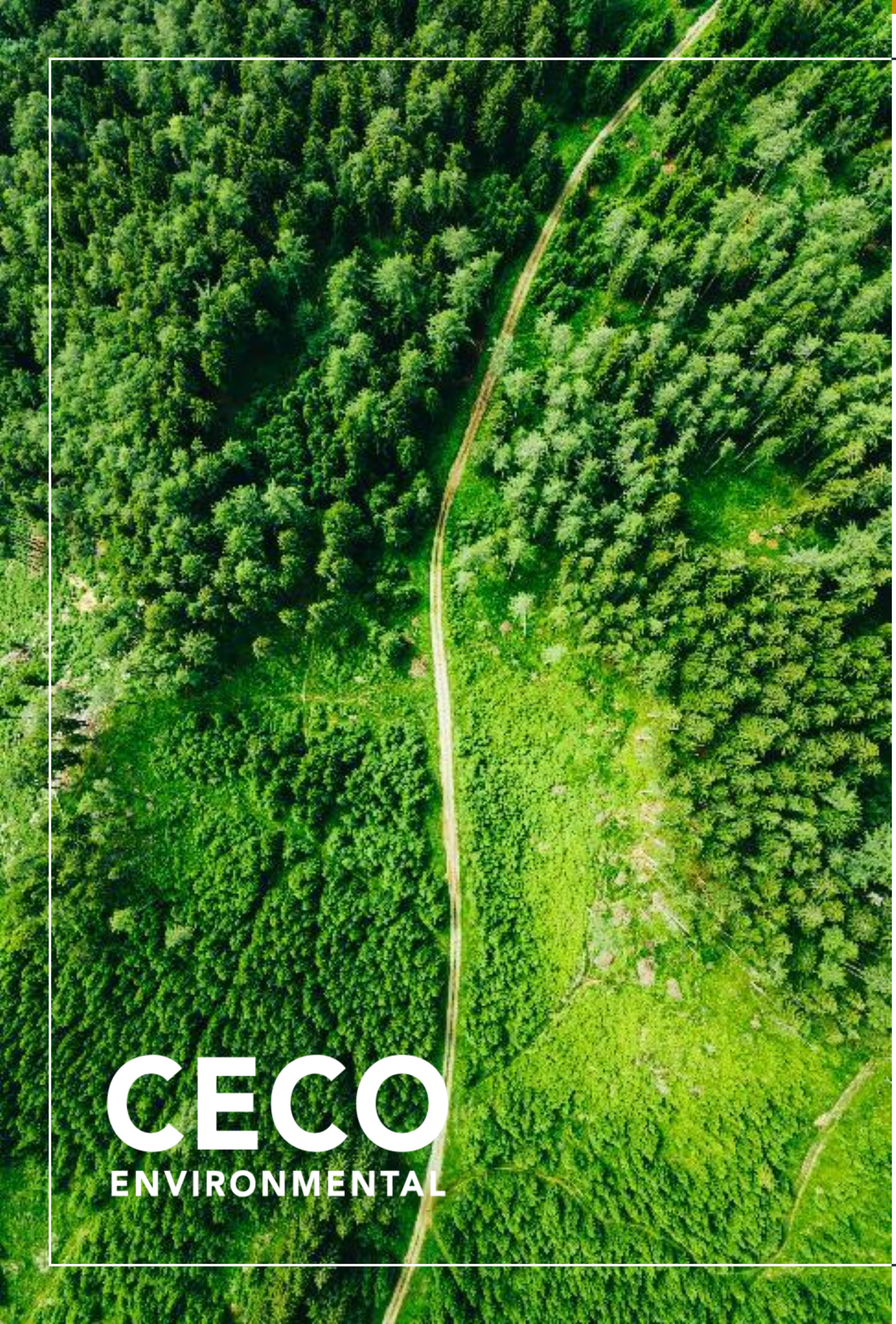
Values in $ millions

Raising Full-Year 2026 Outlook

	[April] Outlook *(Standalone CECO)*	New Outlook [1] FY 2026	Commentary
Orders/B-2-B (book to bill)	> $1.5B *Off to Great Start*	**$2B+**	• **Expecting Well-Over $2B** • Market momentum continues • Opportunity pipeline continues to expand • **Proforma[2] FY $2.4B+**
Revenue	$940 – 1B *YoY +25% at midpt.*	**$1,300 – $1,375** *YoY +20% at midpt.*	• **Increased low-end $25M vs. June Guidance** • Backlog growth supports increase in 2H'26 • Thermon Topline up HSD Proforma • **Proforma[2] FY $1.5B - $1.6B**
Adj EBITDA	$120 – 140 *YoY +44% at midpt.* *+170bps expansion*	**$200 – $225** *YoY 25% at midpt.* *Mid-teens Margin*	• **Increased low-end $5M** vs. June Guidance • Includes ~ $5M of cost synergies • **Proforma[2] FY $255M - $280M**
Free Cash Flow % of Adj. EBITDA	50%+	***55%+***	• Thermon short cycle mix improves Q/Q Free Cash Flow visibility • Working Capital position improves as project milestones are achieved

1) Includes Thermon's financial performance for the period between 06/01/26 through 12/31/26
2) Proforma includes estimated Thermon Full Year 2026 aligned with CECO's calendar, i.e. 01/01/26 through 12/31/26. It includes Q1'26 (reported separately by Thermon), April and May (stub period).

CECO ENVIRONMENTAL



Appendix

Q2 2026 Performance

% = Year over Year performance

CECO Environmental Q2 2026 Summary

Q2 2026 KEY FINANCIAL METRICS *

$1,819M	Q2 Ending Backlog, +164%
$799M	Bookings, +191%
$285M	Revenue, +54%
$40.2M	Adjusted EBITDA, +73% ~ 150bps Margin Expansion

* As reported = CECO + Thermon June Performance (closed acquisition June 1)

Markets & Backlog

- Sales Pipeline > $8.5B Reflects Ongoing Strong Market Opportunities
- Record Backlog = Secured by PO + Higher Margin + Associated with Active Projects
- Bullish on 2H Order Outlook

Execution & Financial Summary

- Continued Strong Double Digit Revenue Growth
- Maintaining Steady Margin Expansion … Adj. EBITDA Margins Up +150bp
- Healthy Balance Sheet … Net Bank Leverage of 2.7x, Post Acquisition
- Adjusted EPS of $0.47 … Up 96% YoY

Thermon Integration | Full Year Outlook

- Integration On-or-Ahead of Schedule
- Cost Synergies: Captured ~$13M of Annualized Savings in 1st 60 Days
- Commercial Synergies: Early Wins by Cross-Selling into CECO Projects
- Raising Full Year 2026 Outlook

Maintaining High-Performance Growth … Full Year 2026 Guidance Raised

Q2 2026 and Trailing Twelve-Month Financial Performance

As reported = CECO standalone with Thermon June performance

	Q2 '26	YoY	Q2 TTM	YoY
Backlog	$1,819M	+164%	$1,819M	+164%
Orders *Book to Bill*	$799M *2.80x*	+191%	$1,810M *2.00x*	+105%
Revenue	$285M	+54%	$903M	+38%
Adj. Gross Profit *Margin %*	$96.0M *33.7%*	+43% *(252)bps*	$299.9M *33.2%*	+30% *(204)Bps*
Adj. EBITDA *Margin %*	$40.2M *14.1%*	+73% *+154bps*	$113.4M *12.6%*	+61% *+180bps*

See appendix for Adjusted EBITDA and Adjusted Gross Profit reconciliation to GAAP.

KEY HIGHLIGHTS

- **Orders: Power Gen** with significant project bookings in 1H 2026; **Industrial** with **Strong momentum in** Semiconductor/Electronics and Industrial Reshoring
- **Middle East:** Conflict = Market Pause … major rebuild and investment expected
- **Organic orders growth +185% YoY** driven by record sales pipeline and return on investments

- **YoY sales increase of ~$100M and ~$247M** for Q2 and Q2 TTM, respectively
- **Organic sales growth +44% YoY** driven by record CECO-legacy backlog
- Revenue ramp accelerates in 2H from large Power Gen and Semicon projects

- **Q2 Adjusted Gross Margins of 33.7%, up >250 basis points sequentially** due to volume/mix benefits on higher margin projects in backlog, Thermon accretion
- Expect **2H margins to maintain steady expansion** on higher margin projects in backlog and full benefit of Thermon accretion + operating excellence programs

- **Organic Adj EBITDA growth ~ +54% YoY**
- **YoY increase of ~$15M & ~$43M** for Q2 and Q2 TTM respectively on growth + G&A leverage
- **SG&A rate lower** YoY on volume leverage, cost management, and integration synergies

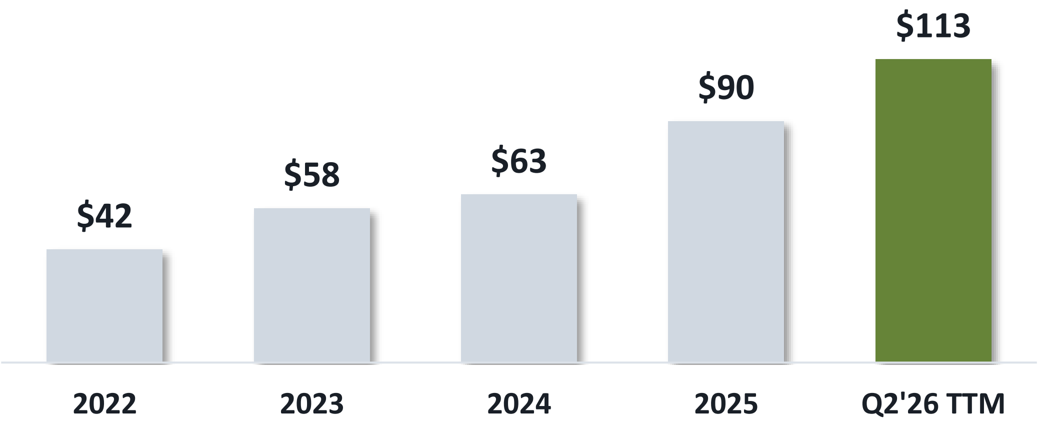
CECO ENVIRONMENTAL

Adjusted EBITDA Trend

*As **Reported** financials.*

($MM)
TTM = Trailing 12 Month
As reported = CECO standalone with Thermon June performance

Full Year / TTM Performance



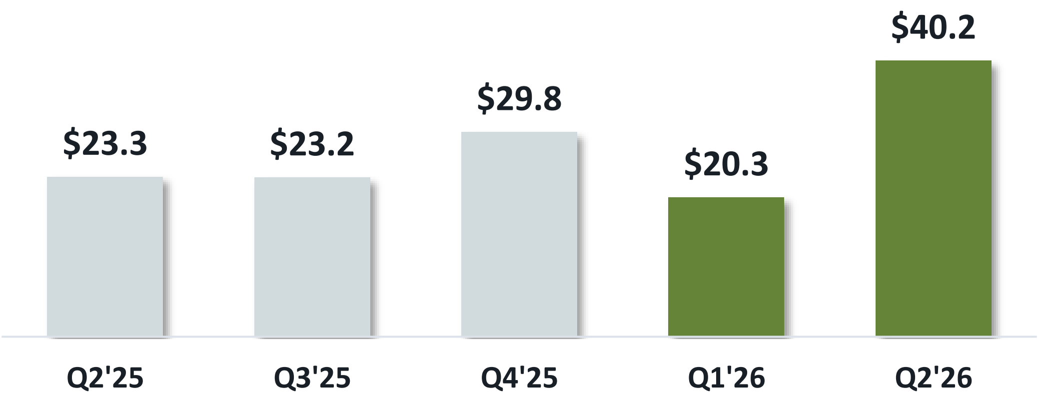
Adj EBITDA Margin

2022	2023	2024	2025	Q2'26 TTM
10.0%	10.6%	11.3%	11.7%	12.6%

Adj EBITDA VPY

2022	2023	2024	2025	Q2'26 TTM
$17	$15	$5	$28	$43

Quarter Performance



Adj EBITDA Margin

Q2'25	Q3'25	Q4'25	Q1'26	Q2'26
12.6%	11.7%	13.9%	9.9%	14.1%

Adj EBITDA VPY

Q2'25	Q3'25	Q4'25	Q1'26	Q2'26
$7.2	$8.9	$10.7	$6.3	$16.9

Q2 Comments

- SEG&A ~ 22.4% of revenue… favorable ~400 bps YoY driven by volume leverage and cost actions initiated in 2025
- Gross Profit margin headwind offset with SG&A cost management

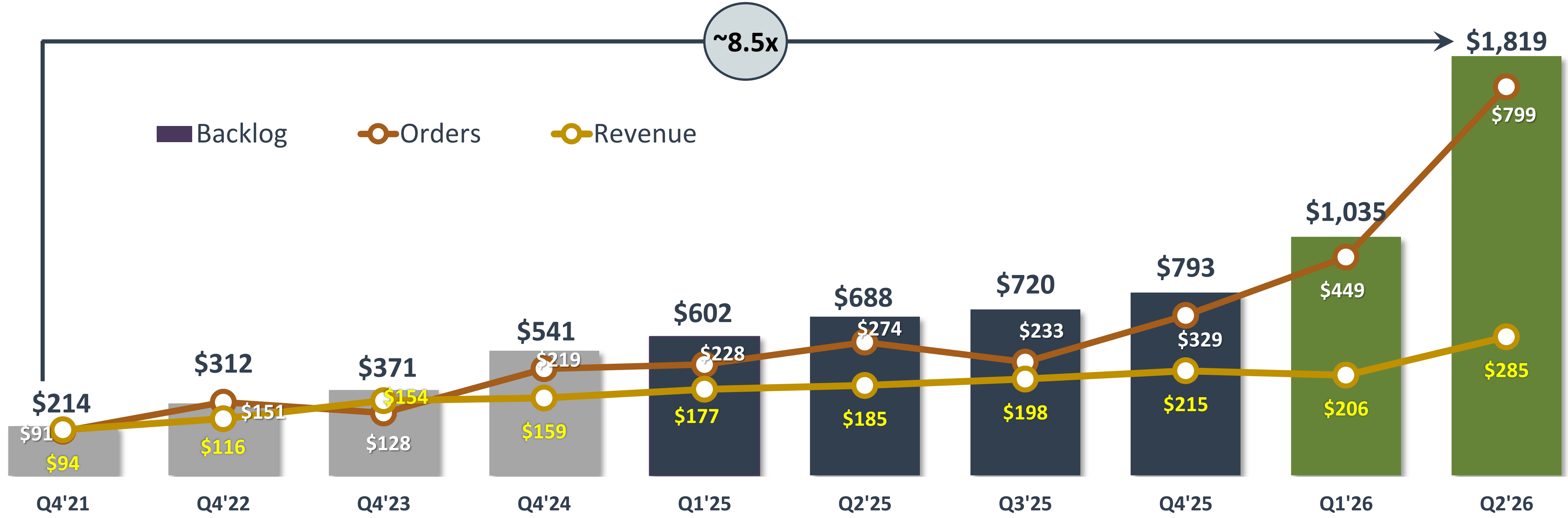
Go Forward Key Actions

- Improving Project Execution … improving as-delivered margins
- Accelerating Thermon acquisition savings
- Continue 80/20 deployment

Backlog Expansion Supports Future Revenue Growth

($MM)
B2B = Book to Bill

** Starting Backlog – Revenue + Net Orders +/- FX + Acquired Backlog = Ending Backlog*



Book-to-Bill	FY'21	FY'22	FY'23	FY'24	FY'25	Q1'26	Q2'26	1H'26
	~ 1.1x	~ 1.2x	~ 1.1x	~1.2x	~1.4x	~2.2x	~2.8x	~2.6x

Backlog + Pipeline Supports Sustained Double-Digit Growth Outlook

Q2 2026 Adjusted* Free Cash Flow and Indebtedness Update

($MM)

ADJUSTED FREE CASH FLOW

	Q2'25 YTD	Q2'26 YTD [1)]	YoY
GAAP Net Income *(incl. NCI)*	**$46.5**	**$(34.8)**	**$(81.2)**
D&A	$10.2	$18.1	
Gain on Sale	$(64.5)	--	
Working Capital	$(10.6)	$(45.0)	
Other Net Operating Assets	$4.8	$106.7	
Operating Cash Flow, as adjusted	$(13.6)	$45.0	$58.6
CapEx	$(4.4)	$(7.5)	$(3.1)
Adj. Free Cash Flow	**$(18.0)**	**$37.5**	**$55.5**

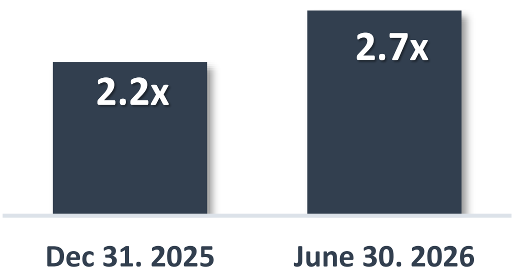
* See definition of Adj. Free Cash Flow in Appendix.

1) Q2 Adj FCF of approx. $53M. See appendix

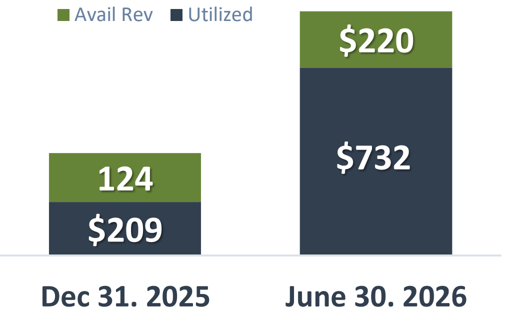
GROSS DEBT POSITION

Dec 31, 2025	**$208.6**
Cash Used / (Generated) from Ops	$(37.5)
M&A + CapEx Investments [Net]	$480.8
Bank Debt Net Repayments	$0.0
Other Cash Used / (Generated)	$80.1
June 30, 2026	**$732.0**

LEVERAGE RATIO [1, 2]



CAPACITY [3]



1) Leverage Ratio = Net Debt / TTM Bank EBITDA;
2) Net Debt = $732.0 – 61.1 = $670.9
3) Available Debt Stack = Debt utilized (Revolver + Term Loan) + Revolver capacity

Strong Q2 Cash Generation + Expected 2H'26 Cash Delivery = Leverage Near Target

Additional Items as of Q2 2026

($MM)

Item	Q2'26	Commentary
Shares outstanding	58.6 million	Shares issued for Thermon transaction, Increased stock grants, PRSU multiplier
Cash balance	$61.1	Cash utilized for debt repayment and working capital
Total borrowings	$732	Combined revolver and Term Loan balances; Focus on debt repayment to meet 2.0-2.5x range
Leverage[1]	2.7x	Target range 2.0 – 2.5x
Borrowing capacity[2]	$220	Revolver capacity is sufficient to meet WC needs
Interest expense	$9.1	Blended borrowing rate at ~6.5%
Global headcount	~3,500	

1/ Leverage Ratio = Net Debt / TTM Bank EBITDA
2/ Capacity = Revolver and Delayed Draw Term Loan (Q1'26) less utilized

($MM)

Thermon Proforma financials for 2024 and 2025

	2024 FY Proforma - Calendar Year					2025 FY Proforma - Calendar Year					
	Q1	Q2	Q3	Q4	Full Year	Q1	Q2	Q3	Q4	Full Year	YoY
Orders	$117	$127	$131	$139	$514	$139	$121	$131	$158	$549	7%
B-t-B	0.92	1.10	1.14	1.03	1.04	1.04	1.11	0.99	1.07	1.05	
Revenue	$128	$115	$115	$134	$492	$134	$109	$132	$147	$522	6%
Adj EBITDA	$23.6	$23.2	$23.8	$31.8	$102.4	$30	$21	$31	$36	$118	15%
Margin %	18.5%	20.1%	20.8%	23.6%	20.8%	22.7%	19.5%	23.2%	24.2%	22.6%	
Free Cash Flow	$35	$9	$7	$8	$59	$29	$8	$4	$13	$55	-7%
% of Adj. EBITDA	148%	38%	28%	26%	58%	95%	39%	14%	37%	46%	

Revenue Excluding Acquisitions. Revenue by Segment.

(dollars in millions)	Annual 2024	Q1 2025	Q2 2025	Q3 2025	Q4 2025	Annual 2025	Q1 2026	Q2 2026	YTD 2026	TTM
Revenue as reported in accordance with GAAP	$ 558.0	$ 176.7	$ 185.4	$ 197.6	$ 214.7	$ 774.4	$ 205.9	$ 285.0	$ 490.9	$ 903.2
Revenue attributable to divestitures	-	-	8.1	8.5	7.8	24.5	8.2	-	8.2	$ 24.5
Revenue attributable to acquisitions	(33.2)	(34.3)	(40.3)	(33.3)	(22.9)	(130.8)	(0.4)	(51.0)	(51.4)	$ (107.6)
Organic Revenue	$ 524.8	$ 142.4	$ 153.2	$ 172.9	$ 199.6	$ 668.1	$ 213.7	$ 234.0	$ 447.6	$ 820.1

	Three months ended June 30,		Six months ended June 30,	
(in thousands)	**2026**	**2025**	**2026**	**2025**
Net sales				
Engineered Systems	$ 173,673	$ 128,460	$ 324,209	$ 248,893
Thermal Solutions	49,606	-	49,606	-
Industrial Process Solutions	61,682	56,931	117,065	113,195
Total net sales	$ 284,961	$ 185,391	$ 490,880	$ 362,088

NOTE: Amounts are computed independently each quarter. Accordingly, the sum of each quarter's amounts may not equal the total amounts for the respective year.

Non-GAAP Gross Profit

(dollars in millions)	Annual 2024	Q1 2025	Q2 2025	Q3 2025	Q4 2025	Annual 2025	Q1 2026	Q2 2026	YTD 2026	TTM
Gross Profit as reported in accordance with GAAP	$ 196.1	$ 62.2	$ 67.1	$ 64.6	$ 75.4	$ 269.2	$ 63.9	$ 86.5	$ 150.4	$ 290.4
Gross Profit Margin in accordance with GAAP	35.1%	35.2%	36.2%	32.7%	35.1%	34.8%	31.0%	30.3%	30.6%	32.2%
Inventory fair value adjustment 1)	-	-	-	-	-	-	-	9.5	9.5	9.5
Non-GAAP Gross profit	$ 196.1	$ 62.2	$ 67.1	$ 64.6	$ 75.4	$ 269.2	$ 63.9	$ 96.0	$ 159.9	$ 299.9
Non-GAAP Gross profit margin	35.1%	35.2%	36.2%	32.7%	35.1%	34.8%	31.0%	33.7%	32.6%	33.2%

NOTE: Amounts are computed independently each quarter. Accordingly, the sum of each quarter's amounts may not equal the total amounts for the respective year.
1) Purchase accounting inventory valuation adjustment, related to Thermon Group acquisition.

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Non-GAAP Operating Income and Margin

(dollars in millions)	Annual 2024	Q1 2025	Q2 2025	Q3 2025	Q4 2025	Annual 2025	Q1 2026	Q2 2026	YTD 2026	TTM
Operating Income as reported in accordance with GAAP	$ 35.4	$ 61.9	$ 18.1	$ 9.4	$ 16.5	$ 105.9	$ 1.9	$ (33.2)	$ (31.3)	$ (5.4)
Operating Margin in accordance with GAAP	6.3%	35.0%	9.8%	4.8%	7.7%	13.7%	0.9%	-11.6%	-6.4%	-0.6%
Inventory fair value adjustment	-	-	-	-	-	-	$ -	$ 9.5	9.5	9.5
Acquisition and integration expense	4.2	8.1	-	0.3	1.1	9.5	10.3	45.5	55.7	57.1
Amortization expense	8.8	3.1	2.9	6.1	4.0	16.1	4.0	7.8	11.8	21.9
Earn-out and retention expense (income)	0.3	-	(6.6)	-	-	(6.6)	-	0.0	0.0	0.0
Intangible asset impairment	-	-	-	-	-	-	-	1.9	1.9	1.9
Gain on divestiture	-	(64.5)	-	0.8	-	(63.7)	-	(0.0)	0.0	0.8
Restructuring expense	0.5	-	0.5	0.2	-	0.7	0.3	0.4	0.7	0.9
Divestiture expense	-	-	0.6	-	-	0.6	-	(0.0)	(0.0)	(0.0)
Executive transition expense	-	-	0.2	0.7	0.4	1.3	0.1	-	0.1	1.2
Asbestos and other legal matter expense	0.2	-	2.6	-	2.0	4.6	$ 1.3	0.1	1.4	3.4
Non-GAAP Operating Income	$ 49.4	$ 8.6	$ 18.3	$ 17.5	$ 24.0	$ 68.4	$ 17.8	$ 32.1	$ 49.9	$ 91.4
Non-GAAP Operating Margin	8.9%	4.9%	9.9%	8.9%	11.2%	8.8%	8.6%	11.3%	10.2%	10.1%

NOTE: Amounts are computed independently each quarter. Accordingly, the sum of each quarter's amounts may not equal the total amounts for the respective year.

Non-GAAP Net Income, Adjusted EBITDA, and Margin

(dollars in millions)	Annual 2024	Q1 2025	Q2 2025	Q3 2025	Q4 2025	Annual 2025	Q1 2026	Q2 2026	YTD 2026	TTM
Net Income as reported in accordance with GAAP	$ 13.0	$ 36.0	$ 9.5	$ 1.5	$ 3.1	$ 50.1	$ (0.4)	$ (34.8)	$ (35.2)	$ (30.6)
Inventory fair value adjustment	-	-	-	-	-	-	-	9.5	9.5	9.5
Acquisition and integration expense	4.2	8.1	-	0.3	1.1	9.5	10.3	45.5	55.7	57.1
Amortization expense	8.8	3.1	2.9	6.1	4.0	16.1	4.0	7.8	11.8	21.9
Earn-out and retention expense (income)	0.3	-	(6.6)	-	-	(6.6)	-	0.0	0.0	0.0
Intangible asset impairment	-	-	-	-	-	-	-	1.9	1.9	1.9
Gain on divestiture	-	(64.5)	-	0.8	-	(63.7)	-	(0.0)	0.0	0.8
Restructuring expense	0.5	-	0.5	0.2	-	0.7	0.3	0.4	0.7	0.9
Divestiture expense	-	-	0.6	-	-	0.6	-	(0.0)	(0.0)	(0.0)
Executive transition expense	-	-	0.2	0.7	0.4	1.3	0.1	-	0.1	1.2
Asbestos and other legal matter expense	0.2	-	2.6	-	2.0	4.6	1.3	0.1	1.4	3.4
Foreign currency remeasurement	4.2	0.6	(1.4)	2.0	1.1	2.3	1.6	2.0	3.6	6.7
Tax benefit (cost) of expenses	(4.6)	20.2	0.4	(2.3)	(0.6)	17.7	(3.3)	(11.0)	(14.3)	(17.2)
Non-GAAP Net Income	$ 26.7	$ 3.5	$ 8.7	$ 9.3	$ 11.1	$ 32.6	$ 13.8	$ 21.5	$ 35.4	$ 55.7
Depreciation expense	5.8	2.0	2.1	2.3	2.2	8.7	2.1	4.2	6.3	10.8
Non-cash stock compensation	7.5	3.4	2.9	3.3	3.6	13.1	0.4	3.8	4.3	11.2
Other (income) / expense	0.5	-	-	0.1	(0.2)	(0.1)	(0.3)	0.3	0.1	(0.1)
Interest expense	13.0	6.2	4.9	5.1	4.7	20.9	4.2	9.1	13.3	23.1
Income tax expense	7.9	(1.6)	4.1	2.8	6.7	12.0	(0.2)	0.9	0.7	10.2
Non-Controlling Interest	1.5	0.5	0.6	0.3	1.7	3.1	0.2	0.3	0.4	2.5
Adjusted EBITDA	$ 62.8	$ 14.0	$ 23.3	$ 23.2	$ 29.8	$ 90.3	$ 20.3	$ 40.2	$ 60.5	$ 113.4
Adjusted EBITDA Margin	*11.3%*	*7.9%*	*12.6%*	*11.7%*	*13.9%*	*11.7%*	*9.9%*	*14.1%*	*12.3%*	*12.6%*
Basic weighted-average shares	34,978,382	35,027,929	35,286,065	35,359,969	35,643,762	35,331,105	35,873,031	43,310,506	39,521,709	37,540,198
Diluted weighted-average shares	36,559,198	36,688,947	36,558,493	36,396,693	36,764,996	36,603,956	38,586,442	45,340,297	41,566,889	39,259,239
Earnings per share:										
Basic	$ 0.37	$ 1.03	$ 0.27	$ 0.04	$ 0.09	$ 1.42	$ (0.01)	$ (0.80)	$ (0.89)	$ (0.81)
Diluted	$ 0.36	$ 0.98	$ 0.26	$ 0.04	$ 0.08	$ 1.37	$ (0.01)	$ (0.80)	$ (0.89)	$ (0.81)
Non-GAAP earnings per share:										
Basic	$ 0.76	$ 0.10	$ 0.25	$ 0.26	$ 0.31	$ 0.92	$ 0.39	$ 0.50	$ 0.90	$ 1.48
Diluted	$ 0.73	$ 0.09	$ 0.24	$ 0.26	$ 0.30	$ 0.89	$ 0.36	$ 0.47	$ 0.85	$ 1.42

NOTE: Amounts are computed independently each quarter. Accordingly, the sum of each quarter's amounts may not equal the total amounts for the respective year.

Free Cash Flow

(dollars in millions)	Annual 2024	Q1 2025	Q2 2025	Q3 2025	Q4 2025	Annual 2025	Q1 2026	Q2 2026	YTD 2026	TTM
Cash provided by (used in) operating activities	$ 24.8	$ (11.7)	$ (7.7)	$ 15.3	$ 10.0	$ 5.9	$ (13.1)	$ (19.4)	$ (32.4)	$ (7.2)
Capital expenditures	(17.4)	(3.4)	(1.1)	(4.2)	(2.6)	(11.3)	(2.6)	(4.9)	(7.5)	(14.3)
Acquisition-related and other cash-cost adjustments *	-	-	5.8	7.9	1.3	15.0	-	77.5	77.5	86.7
Adjusted Free Cash Flow	$ 7.4	$ (15.1)	$ (3.0)	$ 19.0	$ 8.7	$ 9.6	$ (15.7)	$ 53.2	$ 37.5	$ 65.2

NOTE: Amounts are computed independently each quarter. Accordingly, the sum of each quarter's amounts may not equal the total amounts for the respective year.
** Other Adjustment: excluding tax payments related to tax gain on the divestiture of GPS business in Q1 2025. It also includes cash paid related to the Thermon Group acquisition, for external vendor services, incurred in the transaction.*