

Q4 2023 Earnings Release



March 5, 2024



Forward-looking statements and Non-GAAP information

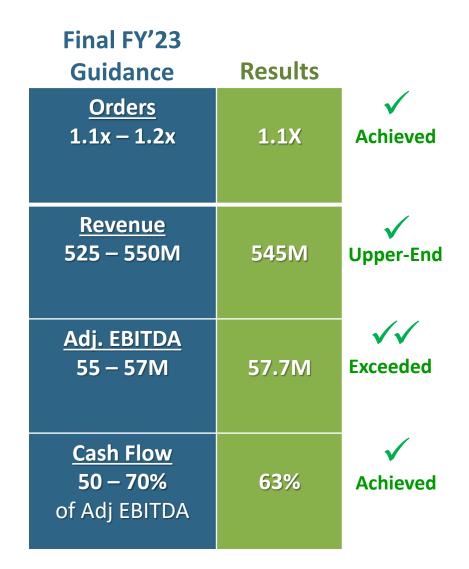
This presentation contains forward-looking statements with predictions, projections and other statements about future events. These statements are made on the basis of management's views and assumptions regarding future events and business performance. We use words such as "believe," "expect," "anticipate," "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, 2023 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 and rising energy costs; inflationary pressures relating to rising raw material costs and the cost of labor; 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; 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 measures provide 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 and Full Year 2023 Earnings Highlights

- <u>Record</u> Q4 Revenues, Gross Profit \$ and Adjusted EBITDA
- <u>Record</u> Backlog in '23 ... YE of \$371 up ~19% YoY
- Book-to-Bill of ~ 1.1 for Past 12 Months
- Sales Pursuit Pipeline at All-time Levels of ~\$3.5B
- Deployed ~\$60M in growth investments
- Each Acquisition Delivering Results > Deal Models
- Achieving or Exceeding Guidance Important / Consistent
- Delivering Robust Cash Flows for Continued Investment



Another Great Quarter and Year... Positioned for Continued Strong Growth

Q4 and FY 2023 Financial Summary

Orders	Q4'23 \$128M	<u>YoY</u> (15%)	FY Book-to-bill ~1.1x	Orders	<u>TTM</u> \$583M	<u>YoY</u> 11%
Sales	\$154M	32%	FY Organic Sales Up ~22%	Sales	\$545M	29%
Adj. EBITDA	\$19.4M <i>12.6%</i>	49% +139bps	Normalized* FY Margins Up ~110 bps YoY	Adj. EBITDA	\$57.7 10.6%	37% +58bps
Adj. EPS (diluted)	\$0.28	\$0.07	FY EPS Growth overcame ~(\$0.20) of Interest Expense	Adj. EPS (diluted)	\$0.75	\$0.01
FCF	\$12.2M	\$3.2M	Strong Working Capital Execution FCF ~ 63% of Adj. EBITDA	FCF	\$36.2M	33%

Strong Q4 Performance and another Year of High Double-digit Growth

* Normalized for Q1 2022 Insurance settlement favorable non-recurring.

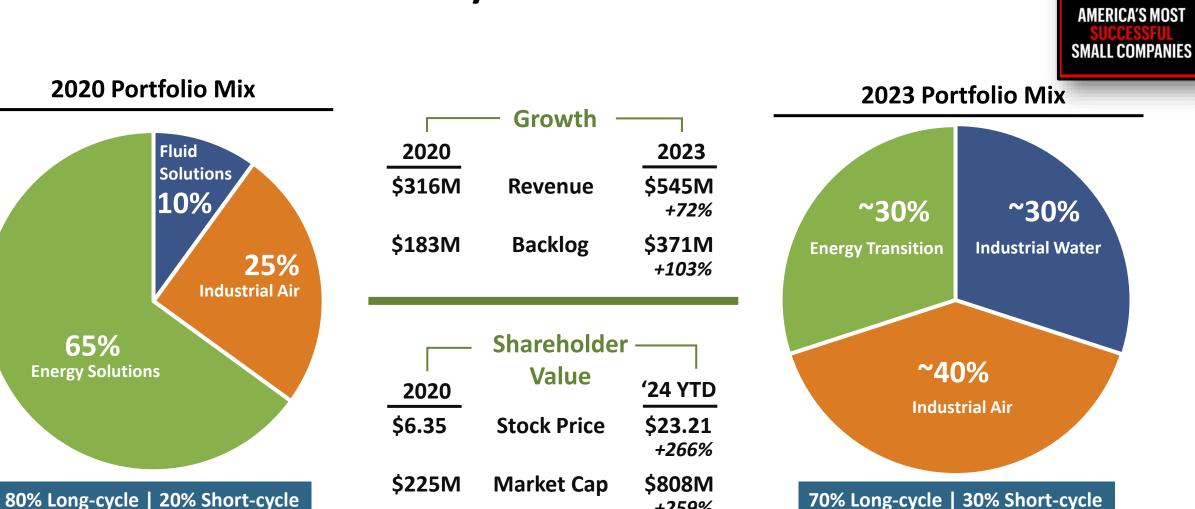
CECO Transformation Journey

Fluid

2020 Stock Price as of July 6, 2020 (Timing of new CEO)

65%

Energy Solutions



+259%

Steady Portfolio Transformation = Growth and Shareholder Value

2020 financials are based on December 31st. 2020

Legend (cont.) 2023 financials are based on December 31, 2023

2023 Stock Price as of close of business March 1st, 2024.

Forbes 2024

Committed To Consistent Execution ... Accelerating Transformation

- Sustained Financial Performance
- <u>High Performance Organization</u>
- Portfolio/Biz Mix Optimization
- Full Operating Model Deployed
- EBITDA Margins in Mid-Teens

Exciting Outlook for 2025+

- Strong Q4'23 Results Record Backlog, Revenue and GP\$
- Programmatic M&A Delivering
- Robust High-growth Region and Staff Expansion
- Advancing Operating Excellence
- 2024 Outlook / Plan = Growth

Strong Finish to 2023

- Sustained Double Digit Growth Mindset
- Continue Programmatic M&A
- Further Margin Expansion
- Operating Model Deployment
- Acquired Business Integration
- Continue to Drive Short Cycle Mix
- Balanced Capital Deployment
- Deliver Against 2024 Targets

Maintain Strong Execution in 2024



Updating Full Year 2024 Guidance

	Initial FY '24	Updated FY '24 2024 Co	mmentary
Order Rate: Book to Bill	1.05 – 1.1X		
Revenue Mid-point YoY %	575 – 600 Up ~10%	Raised590 – 610• Maintaining Double Dig Strong Y/E Backlog EnterUp ~10%• Opportunity Pipeline Re	ering 2024
Adj. EBITDA Mid-point YoY %	65 – 70 Up ~20%	Improved67 – 70Up ~20%• Maintaining Strong y/y• Adj. EBITDA ~3X 2021 le• Margin Expansion Oppo	evels
Free Cash Flow	50% to 70% of EBITDA	50% to 70% of EBITDA • Maintain Focus on Wor • FCF for Debt Repaymen	king Capital Management t and M&A

Outlook for 2024 Remains Very Positive ... Increasing Sales & Profit Expectations



Financial Performance



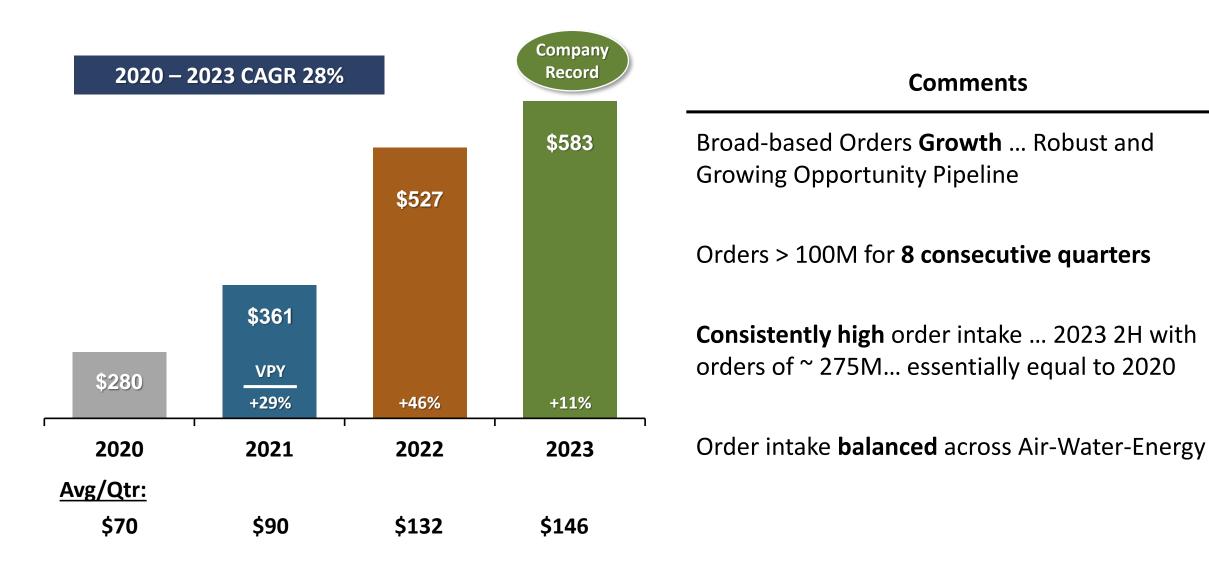
Q4'23 P&L and Earnings

	(\$MM)	Q4'23	YoY	Comments
I	Orders:	\$128.3	(15%)	 Tough compare driven by significant order that didn't repeat Company record TTM \$583M
(Sales:	\$153.7	32%	• Steady execution from growing backlog and benefit of acquisitions
	Gross Profit Margin:	34.6%	222bps	 Record GP\$ quarter, up 41% YoY on higher volume GP% up YoY driven by execution and project mix. TTM of \$171M with margins of ~ 31.4%, +105 bps YoY.
	GAAP OI:	\$12.7	\$4.3/51%	
	Non-GAAP OI:	\$16.3	\$5.3/48%	$\int \cdot Adi FRITDA \% of 12.6\% + ~140 hps YoY driven by strong volume$
(Adj. EBITDA:	\$19.4	49%	 Adj EBITDA % of 12.6%, + ~140 bps YoY driven by strong volume execution and favorable mix
	GAAP EPS:	\$0.11	(\$0.13)	 Partially offset with investments in growth and process improvement
	Adj. EPS:	\$0.28	\$0.07	 Adj. EPS +33% with operational performance overdriving interest expense headwinds

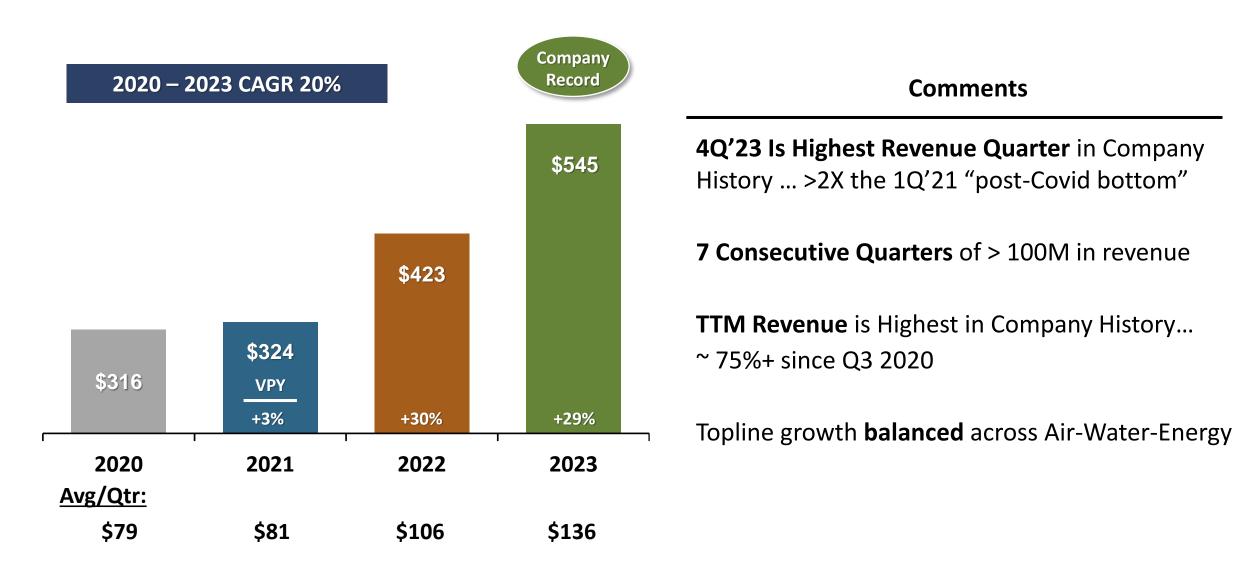


Orders: Q4'23 Continues Track Record of Double-Digit TTM Growth

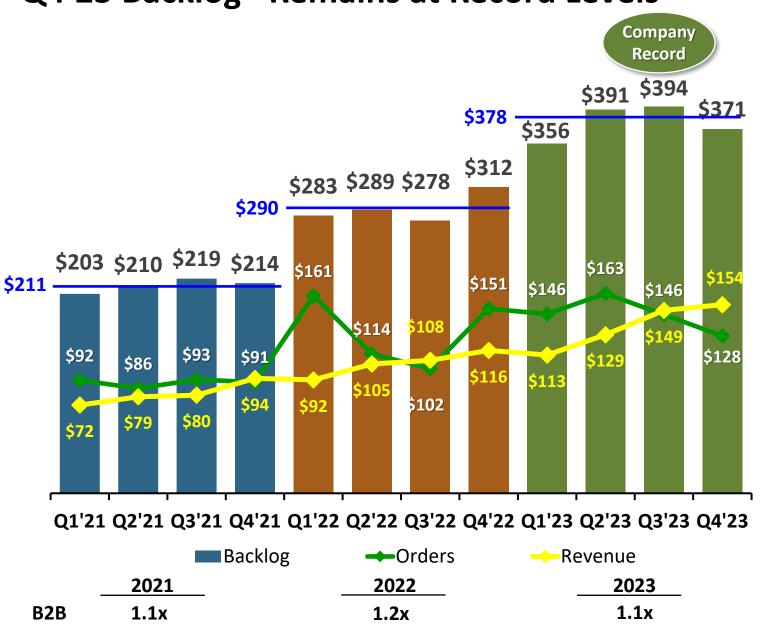
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($MM)
TTM = Trailing 12 Month
Avg = TTM/4
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Revenue: Q4'23 Extends Trend of Record Quarters



Strong Backlog Conversion Delivering Double-Digit Y/Y & TTM Growth

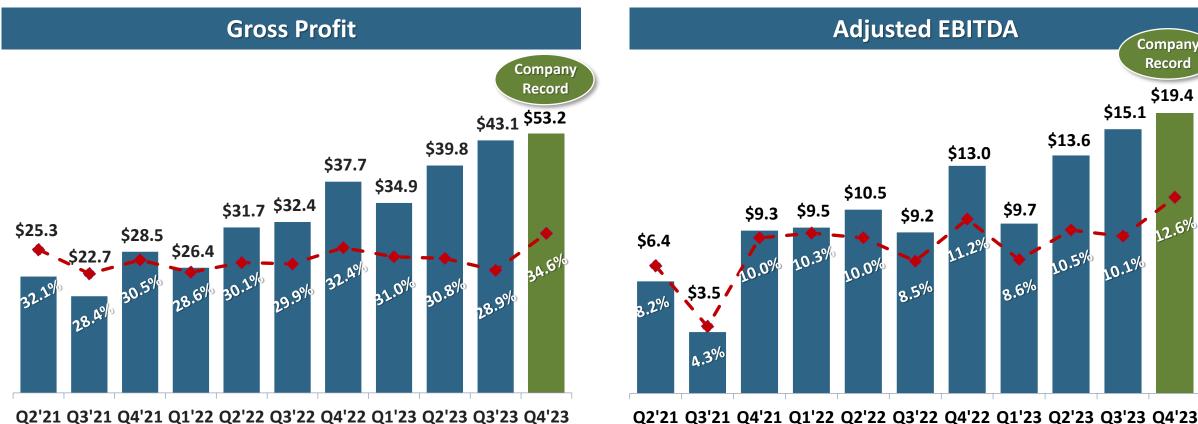


Q4'23 Backlog* Remains at Record Levels

Comments

- Up 19% YoY, ~70%+ converts to sales in 2024
- 2023 Qtr. Average of 378M up 30% YoY
- TTM Orders = \$583
- TTM Revenue = \$545
- Q4 B2B = 0.83x driven by company record revenues at expected order intake levels
- TTM <u>B2B = $\sim 1.1x$ </u> \rightarrow Future Growth
- Opportunity <u>Pipeline</u> > \$3.5B supports continued B2B rates > 1.0

Continuing to Drive Strong Profitability



Q2'21 Q3'21 Q4'21 Q1'22 Q2'22 Q3'22 Q4'22 Q1'23 Q2'23 Q3'23 Q4'23

- Gross Profit: Record Q4 GP\$, + 41% YoY, expanding ~220bps ... TTM of \$171M, +33% YoY with margin improvement of +105 bps YoY
- Adj. EBITDA: Record EBITDA\$ quarter for CECO ... +49% / +139 bps YoY ... TTM of \$57.7M up +37%, margins up +58bps YoY or +110 bps with Q1'22 normalized for favorable non-recurring.

YoY and TTM expansion reflect continued strong and sustained Growth

Cash Position and Liquidity Supports Capital Deployment Plan

Cash Position	and Liquid	lity	Leverage a	nd Inve	stment Cap	acity 5/		
Cash 12.31.22		<u>\$46.6</u>	Gross Debt 12.31	22		<u>\$104.9</u>		
<u>Sources</u>			Borrowings					
Cash from Operations	\$44.6		On revolver		\$106.6			
Net Borrowings	<u>\$26.0</u>		On term loan		\$75.0			
Total \$70.6			Other		\$1.3			
<u>Uses</u>			Total		\$182.9			
M&A	\$(51.5)		Repayments					
<u>Capex \$(8.4)</u>			On revolver		\$(150.6)			
Total	\$(59.9)		On credit facili	tv	\$ (3.9 <u>)</u>			
<u>Other</u>			Total	<u> </u>	\$(154.5)			
FX	\$(0.4)		Net Borrowings, (NA 2023 6/	\$28.3			
<u>Other</u>	\$(1.5 <u>)</u>		Gross Debt 12.31			-		
Total	\$(1.9)		G1055 Debt 12.51	25		<u>\$133.2</u>		
Cash 12.31.23		<u>\$55.4</u>		12.31.21	<u>12.31.22</u>	<u>12.31.23</u>		
<u>Ref:</u>			Net Debt ^{1/5/}	\$33.5	\$58.3	\$77.8		
Cash Interest	\$(12.1) ¢(0.0)		TTM Bank EBITDA ^{2/}	\$28.7	\$42.7	\$56.3		
Cash Taxes	\$(9.9)		Leverage Ratio ^{3/}	1.2x	1.4x	1.4x		

Capacity^{4/}

~\$50

~\$74



3/ Leverage Ratio = Net Debt / TTM Bank EBITDA 4/ Capacity = Current Facility Capacity + Net <u>US</u> Cash dit Facility 5/ excludes JV Debt 6/ exclude JV debt repayment in 2023

~\$116

Disciplined Capital Allocation Driving Value Creation



► WAKEFIELDACOUSTICS







- Q1 Close
- UK-based
- Annualized Revenues ~\$20M+
- Bolt-on to Thermal Acoustics Platform
- Adds Standard Acoustic Control Products and Enclosures
- Substantial opportunity in datacenters
- Early Q2 Close
- US-based
- Annualized Revenues ~\$16M+
- Expand Separation-Filtration Platform
- Adds Energy Transition applications and Liquid-Liquid solutions
- Substantial global opportunity

Acquisition Completed Q3'23



- Mid-Q3 Close
- US-based
- Annualized Revenues ~\$28M+
- Complement to DS21 and Compass Water acquisitions
- Adds new niche leadership positions in Industrial Water

Growth CapEx

~\$8.4M

~\$22M

- US facility updates, Investments in Lean & Productivity
- UK capacity expansion
- IT upgrades: network/data security, bandwidth, ERP migrations, India office cabling.
- India expansion = Doubled resources

Deployed >\$100M in Capital In Growth Investments & Stock Buybacks Over the Past 24 Months



Looking Forward: 2024 and Beyond



2024 Tailwinds Continue to Outpace Headwinds



- Recent Acquisitions
- Improving Macro Environment
- Record YE Backlog to Start 2024
- Strong Opportunity Pipeline
- Policy-driven Investments and Spending
- Global Footprint in High Growth Regions
- M&A Opportunities

- Project Delays Continue
- Lower Inflation Reducing Pricing Leverage
- Continued High Interest Rates
- Supply Chain Challenges Remain / New Ones Presenting Themselves
- Geopolitical Disruptions
- Talent Acquisition Tight

Capitalizing on Tailwinds While Overcoming Challenges and Uncertainty



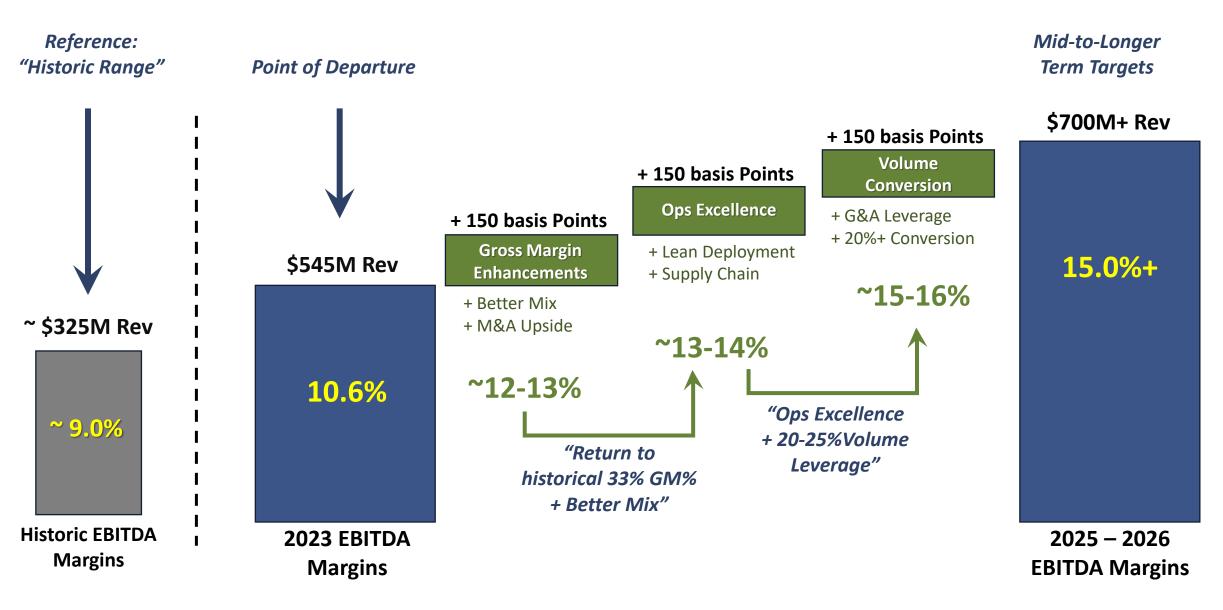
Updating Full Year 2024 Guidance

	Initial FY '24	Updated FY '24	2024 Commentary
Order Rate: Book to Bill	1.05 – 1.1X	1.05 – 1.1X	 Investments Maintain Growth Market Drivers Remain Good: Mfg. Reshoring, Infrastructure, Energy Transition, Policy \$, Other
Revenue Mid-point YoY %	575 – 600 Up ~10%	Raised 590 – 610 Up ~10%	 Maintaining Double Digit Sales Growth Strong Y/E Backlog Entering 2024 Pipeline Remains Robust
Adj. EBITDA Mid-point YoY %	65 – 70 Up ~20%	Improved 67 - 70 Up ~20%	 Maintaining Strong y/y\$ Growth Adj. EBITDA ~3X 2021 levels Margin Expansion Opportunities Remain
Free Cash Flow	50% to 70% of EBITDA	50% to 70% of EBITDA	 Maintain Focus on Working Capital Management FCF for Debt Repayment and M&A

Outlook for 2024 Remains Very Positive ... Increasing Sales & Profit Expectations



Longer-Term Outlook Combines Steady Topline and Bottomline Growth





Focused On Continuing to Drive Strong Results

\$MM

Final Wrap-up



Q4 2023 Earnings Summary

- Tremendous progress on our strategy and execution
- Outstanding Performance operationally and financially
 - Record Orders, Revenue, Gross Profit\$ and Adj. EBITDA\$
 - Q4 Adjusted EPS growth of 33%
 - Book to Bill ~1.1x
 - Record Year-end Backlog
- Completed 3 strategic M&A transactions in 2023
- 2024 Outlook / Execution remains positive ... modestly increased FY'24 Guidance
- We are Transforming CECO
 - Advancing Leadership Positions in Industrial Air, Industrial Water and Energy Transition
 - Improving Business Mix More Balance Across Long-cycle, Mid-cycle and Shorter-cycle Businesses
 - Building a high-performance organization with Great Teams and Talent
 - Delivering for our Customers, our Teams, our Investors, our Communities

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		Annual	Q1	Q2	Q3	Q4		Annual	
	2022		2022		2022		2022		2022	2023	2023	2023		2023		2023
Revenue as report in accordance with GAAP	\$ 92.4	\$	105.4	\$	108.4	\$	116.4 \$	\$	422.6 \$	112.6 \$	129.2 \$	149.4	\$	153.7 \$	5	544.9
Less revenue attributable to acquisitions	-		(0.6)		(6.0)		(7.4)		(18.7)	(11.0)	(7.9)	(15.1)		(17.1)		(51.1)
Organic Revenue	\$ 92.4	\$	104.8	\$	102.4	\$	109.0 \$	\$	403.9 \$	101.6 \$	121.3 \$	134.3	\$	136.6 \$	5	493.8

Non-GAAP Operating Income and Margin

(dollars in millions)		Q1	Q2	Q3	Q4	Annual	Q1	Q2	Q3	Q4	Annual	
	2	022	2022	2022	2022	2022	2023	2023	2023	2023	2023	
Operating Income as reported in accordance with GAAP	\$	5.2 \$	5.7 \$	2.8 \$	8.4 \$	22.2 \$	5.5 \$	8.6 \$	7.9 \$	12.7 \$	34.7	
Operating Margin in accordance with GAAP		5.6%	5.4%	2.6%	7.2%	5.3%	4.9%	6.7%	5.3%	8.3%	6.4%	
Acquisition and integration expense		1.0	1.5	1.3	0.7	4.5	0.5	0.3	1.4	0.3	2.5	
Amortization expense		1.5	1.5	2.0	2.1	7.0	1.7	1.8	1.9	2.1	7.5	
Earn-out and retention expense (income)		-	-	-	(0.2)	(0.2)	-	0.5	0.1	0.1	0.7	
Restructuring expense		0.1	-	-	-	0.1	-	-	0.2	1.1	1.3	
Executive transition expense		-	-	1.2	-	1.2	-	0.1	1.3	-	1.4	
Non-GAAP Operating Income	\$	7.8 \$	8.7 \$	7.3 \$	11.0 \$	34.8 \$	7.7 \$	11.3 \$	12.8 \$	16.3 \$	48.1	
Non-GAAP Operating Margin		8.4%	8.3%	6.7%	9.5%	8.2%	6.8%	8.7%	8.6%	10.6%	8.8%	

Non-GAAP Net Income, Adjusted EBITDA, and Margin

(dollars in millions)		QL	Q	2	Q	3	C	¥	A	Annual	C)1	Q2		Q3		Q4		Annual
		2022	20	22	202	22	20	22		2022	20	23	2023		2023		2023		2023
Net Income as reported in accordance with GAAP	\$	2.8	\$	4.4	\$	1.9	\$	8.3	\$	17.4	\$	2.0	\$ 3.7	\$	3.3	\$	3.9	\$	12.9
Acquisition and integration expense		1.0		1.5		1.3		0.7		4.5		0.5	0.3	1	1.4		0.3	\$	2.5
Amortization expense		1.5		1.5		2.0		2.1		7.0		1.7	1.8	}	1.9		2.1	\$	7.5
Earn-out and retention expense (income)		-		-		-		(0.2)		(0.2)		-	0.5	j	0.1		0.1	\$	0.7
Restructuring expense		0.1		-		-		-		0.1		-	-		0.2		1.1	\$	1.3
Executive transition expense		-		-		12		-		1.2		-	0.1		1.3		-	\$	1.4
Foreign currency remeasu rement		0.3		(0.3)		2.5		(3.8)		(1.3)		(0.1)	8.0)	3)	0.8		(1.0)	\$	(1.0
Tax benefit (cost) of expenses		(0.7)		(0.7)		(1.8)		0.3		(2.8)		(0.5)	(0.5	j)	(1.4)		3.6	\$	1.3
Non-GAAP Net Income	\$	5.0	\$	6.4	\$	7.1	\$	7.4	\$	25.9	\$	3.6	\$ 5.1	\$	7.6	\$	10.1	\$	26.6
Depreciation expense		0.9		0.9		0.9		1.0		3.6		1.2	1.0)	1.3		1.7		5.1
Non-cash stock compensation		0.9		0.9		1.1		1.0		3.9		0.8	1.2	2	1.1		1.5		4.5
Other (income) / expense		0.2		(1.6)		(3.8)		(0.4)		(5.6)		0.7	0.7		(0.6)		(0.1)		0.3
Interest expense		0.8		1.1		1.6		1.9		5.4		2.4	3.8	}	3.3		3.9		13.4
Income tax expense		1.8		2.6		2.1		1.8		8.2		0.5	1.5	j	2.0		1.8		5.3
Non-Controlling Interest		-		0.3		0.2		0.3		0.8		0.5	0.3	1	0.4		0.5		1.0
Adjusted EBIT DA	s	9.6	s	10.6	s	92	s	13.0	s	42.2	\$	9.7	\$ 13.6	s	15.1	s	19.4	s	57.3
Non-GAAP Operating Margin		10.4%		10.1%	Ĩ	8.5%		11.2%	Ť	10.0%	Ť	8.6%	10.59		10.1%	Ť	12.6%	Ĩ	10.69
Basic Shares Outstanding	35	,051,034	34,87	73,238	34,45	5,657	34,31	18,526	34	,672,007	34,44	41,905	34,619,216	;	34,771,742		34,823,663		34,665,473
Diluted Shares Outstanding	35	,199,201	35,04	1,152	34,87	1,313	34,91	19,398	35	,005,159	35,1	98,668	35,143,782	2	35,301,429		35,687,092		35,334,09
Earnings per share:																			
Basic	\$	0.08	\$	0.13	\$	0.06	s	0.24	s	0.50	\$	0.06	\$ 0.11	\$	0.09	\$	0.11	\$	0.3
D ilute d	\$	0.08	\$	0.13	\$	0.06	\$	0.24	\$	0.50	\$	0.06	\$ 0.11	\$	0.09	\$	0.11	\$	0.3
Non-GAAP earnings per share:																			
Basic	\$	0.14	\$	0.18	\$	0.21	s	0.22	s	0.75	\$	0.10	\$ 0.15	i \$	0.22	\$	0.29	\$	0.7
Diluted	\$	0.14	S	0.18	\$	0.20	S	0.21	\$	0.74	s	0.10	\$ 0.15	i \$	0.22	\$	0.28	\$	0.7

Adjusted Free Cash Flow

(dollars in millions)		Q1	Q2		Q3	Q4		Annual	Q1	Q2	Q3	Q4	Annual	
		2022	2022	2	2022	2022		2022	2023	2023	2023	2023	2023	
Net Cash provided by (used in) operating activities	\$	(0.2) \$	18.9	\$	1.0 \$	\$ 10	.0 \$	\$ 29.6 \$	(12.0) \$	11.4 \$	30.1 \$	15.2 \$	44.6	
Add: Earn-outs classified as operating		-	1.0		-		-	1.0	-	-	-	-	-	
Capital Expenditures		(0.7)	(0.8)		(0.9)	(1	.0)	(3.4)	(2.5)	(1.4)	(1.6)	(2.9)	(8.4)	
Adjusted Free Cash Flow	\$	(0.9) \$	19.1	\$	0.1	<u>\$9</u>	.0 \$	<u>\$ </u>	(14.5) \$	10.0 \$	<u> </u>	12.3 \$	36.2	
TTM Adjusted FCF	\$	1.0 \$	26.4	\$	20.5	\$ 27	.2 \$	\$ 27.2 \$	13.7 \$	4.6 \$	5 33.0 \$	36.2 \$	36.2	
TTM EBITDA	\$	28.9 \$	33.1	\$	38.7	\$ 42	.2 \$	§ 42.2 \$	42.5 \$	45.5 \$	5 51.4 \$	57.7 \$	57.7	
TTM FCF / EBITDA conversion		3.5%	79.8%	, D	53.0%	64.	.5%	64.5%	32.2%	10.1%	64.2%	62.7%	62.7%	