

Craig Hallum Conference

Minneapolis, MN

May 29, 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 identify and 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 forwardlooking 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.



Company Overview



Why CECO – Investment Thesis

- Legend:
- a) Based on stock price as at \$24.50
- b) Based on Q1'2024 financial metrics as presented publicly.

Transformation Underway: Organic and Inorganic Investments to Advance our Leadership



- o **Industrial Air:** Advancing Leadership (3 acquisitions since 2020)
- o Industrial Water: Building Leadership (4 acquisitions since 2022)
- o **Energy Transition**: *Maintaining Leadership* as our ecosystem transitions (1 acquisition in 2023)

Favorable Macro Trends



- Developed economy Industrial "Rebuild" and "Reshoring"
- Global Infrastructure and "Green" Investments
- o Energy Transition ... Solar, LNG, RNG, Hydrogen, Carbon Capture, Nuclear

Capital Allocation



- Expanding our Core
- Programmatic M&A
- Debt Reduction and Share Repurchase



~\$0.9B Enterprise Value

a) b)

Growing Revenue
Strong Double Digits
and Record Backlog

b)

8 Strategic Deals
Since 2022

CECO Environmental's Mission ... Purpose Driven and Passionate



We Protect People

Solving customer challenges to ensure their employees work in a safe and productive work environment



We Protect The Environment

We minimize our environmental impact and help our global customers do the same



We Protect Industrial Equipment and Improve Processes

We help maximize our customer's investment in their operating systems and optimize their output



Industry-leading Solutions Addressing Key Environmental Challenges

Clean & Filter Air and Flue Gas **Emissions**

Reduce **Thermal Signature** and Noise **Emissions**

Clean and **Transport** Water & **Wastewater**

Clean, **Condition &** Contain **Process** Gases

Clean & **Transport Process & Natural Gas** Liquids

Just a Few Examples ...

Industrial Air

Dust Collectors & Bag Houses



- Battery
- Wood
- · Electric vehicle
- · Beverage Can

Thermal Oxidizers



- Semiconductor
- · Clean Power
- General Industrial
- · Beverage Can

Cyclone Separators Acid Gas/Ammonia Scrubbers





Industrial Water

Bulk Solids Separators







Dissolved Air Flotation

Media Filters



Ion Exchange Packages

RO Watermakers





Check & Control Valves





Oily Water Separators







- Marine
- **Produced Water**
- Refining
- Power Gen
- Food & Beverage
- Chemical/Petrochem

- Industrial Laundry
- Concrete/Aggregate
- Offshore Wind
- Battery/Semi/Electronics
- Hydrogen/Ammonia

Energy Transition

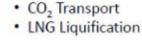
Gas Separation Equipment





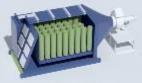
- Renewable Nat Gas
- Carbon Capture
- Nat Gas Pipelines
- Hi-Temp Process Pumps





H₂ / Gas Turbines

Mist/Vapor Eliminators -**Fuel Gas Conditioners**

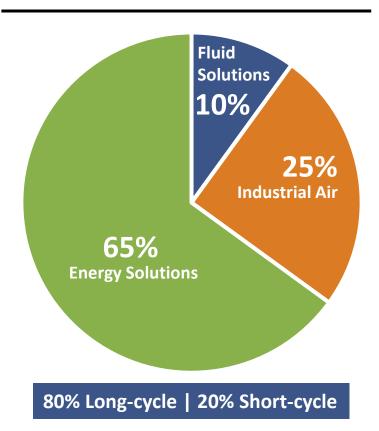




CECO Transformation Journey

- 2020 financials are based on December 31st, 2020
- 2020 Stock Price as of July 6, 2020 (Timing of new CEO)
- 2023 financials are based on December 31, 2023
- 2023 Stock Price as of close of business May 20, 2024.

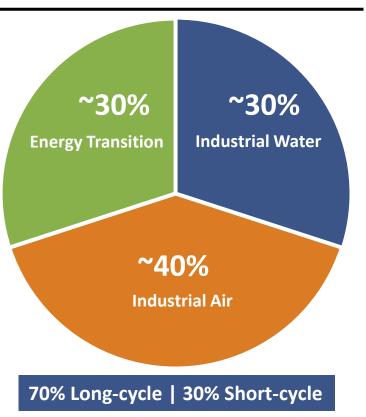
2020 Portfolio Mix







2023 Portfolio Mix





Steady Portfolio Transformation = Growth and Shareholder Value



HEE

ADWEST

NAARDING

Industrial Air

~40% of Portfolio

Acquired Brands* Legacy Brands

Typical Applications & End Markets

Thermal Oxidation

- EV Battery
- Automotive
- o 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
- o Blower/Fan intake
- Rotating equipment exhaust
- Steam Vent/Blowdown

Industrial Water

~30% of Portfolio



PEERLESS !

FISHER-KLOSTERMAN

FLEX-KLEEN

MDUALL















Produced Water Treatment

- Oil & Gas Production
- Oily Water Separation
- Food Processing
- Hydrocarbon Processing
- Bilge Water Discharge
- Wastewater Treatment
- Industrial Processes
- o Food & Beverage Prod.

- **Ultra-pure Water Supply** 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 Liquefaction
- **Hydrocarbon Processing**
- Fuel Gas Upgrading

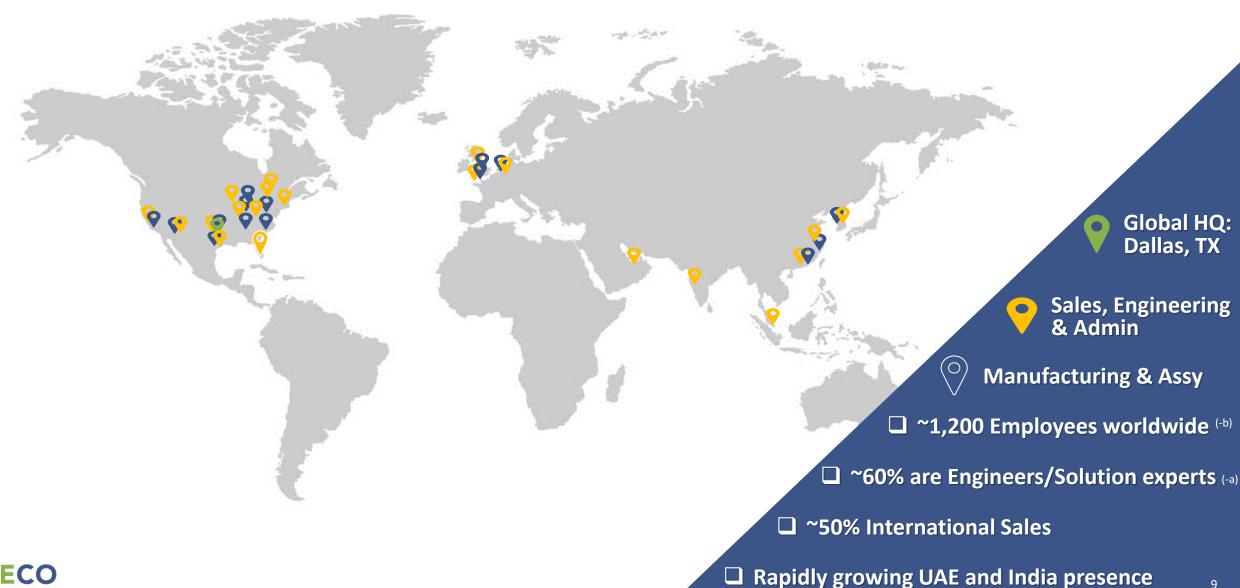
Cyclone Separation

- Hydrocarbon Processing
- Polysilcon Production
- Carbon Capture
 - Ethanol Processing
- Natural Gas/CO2 Transport Acid Gas Treatment
 - Thermal/Acoustic Mgmt
 - o Gas-fired Power-Gen
 - Compressor Station Silencing





Global Footprint ... Serving Global Customers



Double Digit Growth Mindset: Maintaining & Investing in Strong Growth Fundamentals

Favorable Macro Trends

Solutions and Applications Tightly Aligned to Secular, Global Growth Driver

- Reshoring Industrial Production ... High-tech (Semiconductor and Electronics),
- Infrastructure
- Clean and Green Energy ... The Energy Transition
- Power and Data
- Increased Regulatory Standards

Developing Strong Market Position

Leadership Position In Key Markets = Strong Relationships with End Customers

 Solidifying "Preferred" Relationships with Market Leaders Because of Our Expertise and Global Scale

Continue Investing To Expand Target Markets and Diversified Opportunities

- Moving "Beyond Equipment"
- More Global
- New Applications and Customer Segments

Relentless Execution + Commitment to Quality. Overcoming All Market Challenges





Recent Performance



Orders	Q1'24 \$145M	YoY flat	Q1 Book-to-bill ~1.2x	Orders	TTM \$582M	<u>YoY</u> 14%
Sales	\$126M	12%	Sales In Line with Expectations	Sales	\$559M	26%
Adj. EBITDA	\$13.2M <i>10.5%</i>	36% +187bps	Great Margins To Start 2024	Adj. EBITDA	\$61.2 11.0%	44% +136bps
Adj. EPS (diluted)	\$0.11	\$0.01	EPS Growth Despite Higher Tax and Interest Expense	Adj. EPS (diluted)	\$0.76	\$0.06
FCF	(\$1.9M)	\$12.6M	Strong Working Capital Performance	FCF	\$48.9M	\$35.3M



Backlog*: Q1'24 Remains at ~ Record Levels

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





Q1'24 Earnings Summary

- High-Quality Start to Year ... With Opportunities for Full Year Upside
- Financial Performance Met or Exceeded Expectations
 - Orders, Sales and FCF all essentially In Line ...
 - Margins higher and Meets-or-Exceeds the trajectory we have set to reach mid-teen EBITDA margins
- Sales Pipeline = Very Strong ... Balanced across Air, Water and Energy Transition
 - Energy Transition Pipeline Becoming Very Interesting for 2H 2024+
- We Continue to Transform CECO
 - Advancing Leadership Positions in Industrial Air, Industrial Water and Energy Transition
 - M&A Pipeline Remains Active
 - Continue to Invest in Talent and Capabilities / Processes
 - Delivering Shareholder Value = Key Focus



Reaffirming Full Year 2024 Guidance

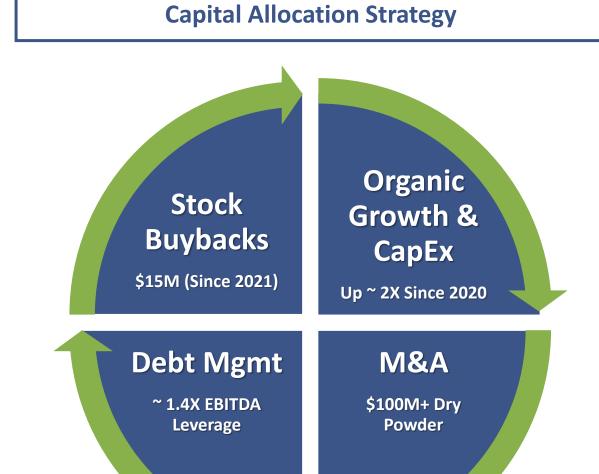
	Initial FY'24	March 5 th Call	Current Outlook	Key Outlook Drivers
Order Rate Book to Bill	1.05 – 1.1X	1.05 – 1.1X Raised	1.05 – 1.1X —— Maintain	 Investments Maintain Growth Market Drivers Remain Good: Reshoring, Infrastructure, Energy Transition, Policy \$, Other
Revenues Mid-point YoY	575 – 600 Up ~10%	590 – 610 Up ~10%	590 – 610 Up ~10%	 Continued Backlog Record levels Opportunity Pipeline Remains Robust at ~ \$3.6B
Adj. EBITDA Mid-point YoY	65 – 70 Up ~20%	Improved 67 - 70 Up ~20%	Maintain 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	50% to 70% of EBITDA	 Maintain Focus on Working Capital Management FCF for Debt Repayment and M&A



Looking Forward



Prioritized Cash Deployment to Drive Growth and Create Shareholder Value



Investment Priorities

Organic Growth Programs / Investments / CapEx

- Sales Team, Engineers and Project Managers
- Select Innovations
- CapEx: Adding Mfg. Capabilities, Digital, IT / ERP / Cyber

M&A Transactions

- Active Pipeline ... across Air / Water / Energy Transition
- Great Returns in 2022 & 2023 Transactions

Debt Management

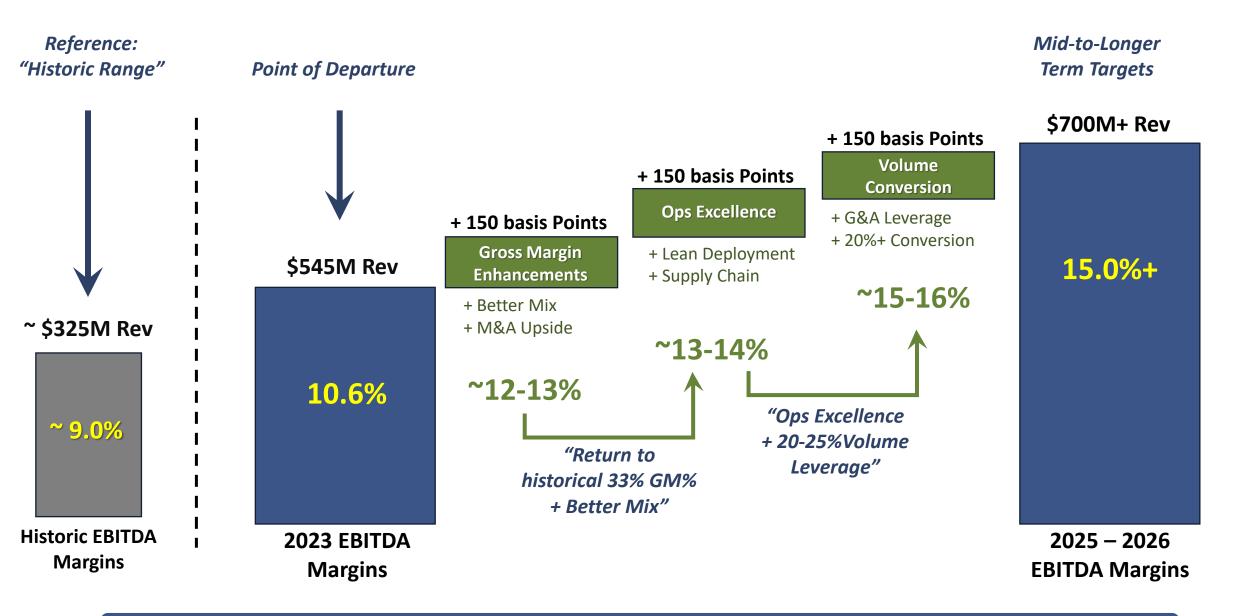
• Maintain Healthy Balance Sheet

Stock Buybacks

- \$15M repurchased since 2021 (average price ~ \$8.20)
- \$10M remaining on authorization



Longer-Term Outlook Combines Steady Topline and Bottomline Growth







Power of CECO

Peerless

Dean

HEE-Duall

Fybroc

Separation • Emissions • Water

Fisher-Klosterman

Sethco

TRANSCEND





Emtrol-Buell Flex-Kleen

EIS







Adwest

KB Duct

Compass water solutions

Burgess-Aarding



Busch

Aarding

Mefiag



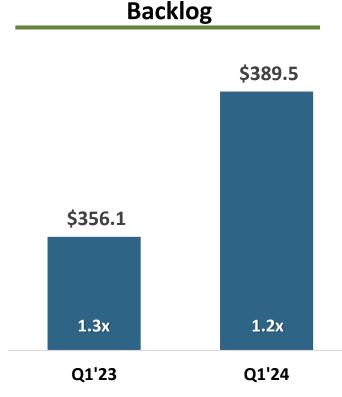


Kirk & Blum

Appendix

Supplemental Materials and Non-GAAP Reconciliation Tables





Up 9% YoY with sales pipeline at all time levels

Up ~ 20M from Prior Quarter

Gross Profit



Record Gross Profits and Gross Margins for any Quarter

29% YoY increase in GP\$

Margins ~ 100 bps sequentially

Adj. EBITDA



Record Q1 EBITDA\$ up 36% YoY with improving margins

Operational Adj EPS of \$0.17 partially offset by interest expense, tax expense timing and share count



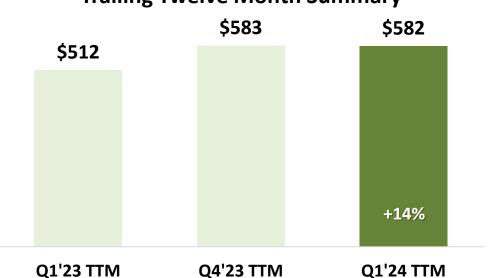
Orders: Q1'24 Continues Track Record of Double-Digit TTM Growth

(\$MM) TTM = Trailing 12 Month



- + 3rd best Q1 Order Intake in Company history
- + Order intake balanced across Air-Water-Energy
- Pipeline and Project Awards remain strong but taking
 longer to finalize booking (past ~ 6 months)





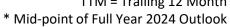
CECO Continues to Build <u>Sustainable</u> Pipeline

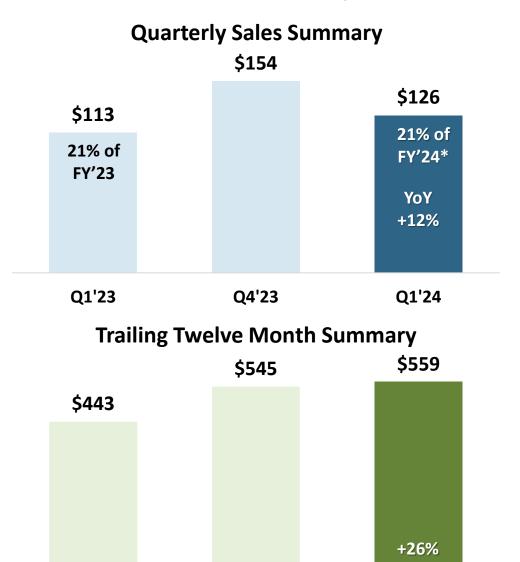
- + Robust opportunities in **Energy Transition** with **~ \$120M** in active negotiations for 2H'24 order placement
- + 4-Qtr average bookings of ~ \$145M



Sales: In-line with FY Expectations ... Continued Double-Digit TTM Growth

TTM = Trailing 12 Month





Q4'23 TTM

Q1'24 TTM

Q1 Sales % FY estimate aligned with "%" of prior FY Sales

Q1 Sales (-) impacted by reduced revenue days, modest customer project delays and some prior (Q4'23) project accelerations

Expect positive sequential sales uptick with Q2 timing and more in-the-quarter revenue days

26% TTM growth

4-Qtr average revenues of ~ \$140M

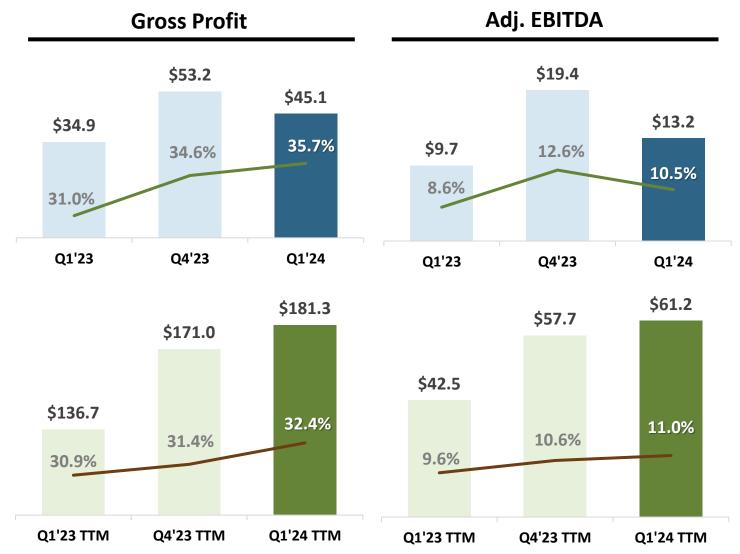


Q1'23 TTM

Margins: Driven by Positive Mix, Project Execution & Sourcing, and M&A

(\$MM)

TTM = Trailing 12 Month



Gross Profit

YoY margins driven by **mix, execution** and flow through from **improving** booked **margins**

Early benefits from sourcing

Sequentially up ~ 100bps despite lower volume, driven:

- Favorable mix
- ↑ Margins from M&A / Portfolio Transformation

Adjusted EBITDA

Margins **up ~190 bps YoY** driven by strong volume execution and favorable mix

Q1'24 **G&A** seasonally higher with new comm'l excellence initiative and key leadership investments

Continue to invest in Sales / Engineers / Project Mgmt



Cash Position and Liquidity: Increased Capacity Supports Capital Deployment

Cash Position a	and Liquidity
Cash 12.31.23	<u>\$55.4</u>
<u>Sources</u>	
Cash from Operations	\$1.2
Net Borrowings	<u>\$0.0</u>
Total	\$1.2
<u>Uses</u>	
M&A	\$0.0
Capex	\$(3.1)
Net Repayments	\$(2.8 <u>)</u>
Total	\$(5.9)
<u>Other</u>	
FX	\$(0.0)
Other	\$(3.7) ^{a)}
Total	\$(3.7)
Cash 03.31.24	<u>\$47.0</u>
Ref:	
Cash Interest	\$(3.3)
Cash Taxes	\$(1.0)
Notes: a) Includes 0.4M of escrow funds, received in Q1 1/ Net Debt = Gross Debt - Cash 2/ TTM Bank EBITDA as defined in Credit Facility	3/ Leverage Ratio = Net Debt / TTM Bank EBITDA 4/ Capacity = Current Facility Capacity + Net <u>US</u> Cas 5/ excludes JV Debt 6/ exclude JV debt repayment in 2024

Leverage and Investment Capacity 5/

Gross Debt 12.31	.23		<u>\$133.2</u>
Borrowings			
On revolver		\$13.4	
On term loan		\$0.0	
<u>Other</u>		\$0. <u>0</u>	
Total		\$13.4	
Repayments			
On revolver		\$(12.6)	
On term loan		\$ (2.2)	
<u>Other</u>		\$ (1.0 <u>)</u>	
Total		\$(15.8)	
Net Borrowings, C	Q1 2024 6/		\$(2.4)
Gross Debt 03.31	.24		<u>\$130.8</u>
	12.31.22	12.31.23	03.31.24
Net Debt ^{1/5/}	\$58.3	\$77.8	\$83.8
TTM Bank EBITDA ^{2/}	\$42.7	\$56.6	\$60.1
Leverage Ratio ^{3/}	1.4x	1.4x	1.4 x
Capacity ^{4/}	~\$74	~\$117	~\$119



Revenue Excluding Acquisitions

(dollars in millions)	Annual		Q1	Q1		Q3		Q4		Annual			Q1	
	2022		2023	2023 20		2023		2023		2023		2024		TTM
Revenue as report in accordance with GAAP	\$	422.6	\$ 112.6	\$	129.2	\$	149.4	\$	153.7	\$	544.9	\$	126.3	\$ 558.6
Less revenue attributable to acquisitions		(18.7)	(11.0)		(7.9)		(15.1)		(17.1)		(51.1)		(10.0)	(50.1)
Organic Revenue	\$	403.9	\$ 101.6	\$	121.3	\$	134.3	\$	136.6	\$	493.8	\$	116.3	\$ 508.5

Non-GAAP Operating Income and Margin

(dollars in millions)	А	Annual		Q1		Q2		Q3	Q4		Annual	Q1		
		2022		2023		2023		2023	2023		2023	2024		TTM
Operating Income as reported in accordance with GAAP	\$	22.2	\$	5.5	\$	8.6	\$	7.9	\$ 12.7	\$	34.7	\$	7.7	\$ 36.9
Operating Margin in accordance with GAAP		5.3%		4.9%		6.7%		5.3%	8.3%		6.4%		6.1%	6.6%
Acquisition and integration expense		4.5		0.5		0.3		1.4	0.3		2.5		0.2	2.2
Amortization expense		7.0		1.7		1.8		1.9	2.1		7.5		2.2	8.0
Earn-out and retention expense (income)		(0.2)		-		0.5		0.1	0.1		0.7			0.7
Restructuring expense		0.1		-				0.2	1.1		1.3		0.1	1.4
Executive transition expense		1.2		•		0.1		1.3	-		1.4		•	1.4
Non-GAAP Operating Income	\$	34.8	\$	7.7	\$	11.3	\$	12.8	\$ 16.3	\$	48.1	\$	10.2	\$ 50.6
Non-GAAP Operating Margin		8.2%	H	6.8%		8.7%		8.6%	10.6%		8.8%		8.1%	9.1%

Non-GAAP Net Income, Adjusted EBITDA, and Margin

(dollars in millions)		nnual		Q1		Q2		Q3		Q4		Annual		Q1		Annual		
		2022	- 2	2023		2023		2023		2023		2023		2024		2024		ТТМ
Net Income as reported in accordance with GAAP	\$	17.4	\$	2.0	\$	3.7	\$	3.3	\$	3.9	\$	12.9	\$	1.5	\$	1.5	\$	12.4
Acquisition and integration expense		4.5		0.5		0.3		1.4		0.3		2.5		0.2		0.2		2.2
Amortization expense		7.0		1.7		1.8		1.9		2.1		7.5		2.2		2.2		8.0
Earn-out and retention expense (income)		(0.2)		-		0.5		0.1		0.1		0.7		-		-		0.7
Restructuring expense		0.1		-		-		0.2		1.1		1.3		0.1		0.1		1.4
Executive transition expense		1.2		-		0.1		1.3		-		1.4		-		-		1.4
Foreign currency remeasurement		(1.3)		(0.1)		(0.8)		0.8		(1.0)		(1.0)		0.9		0.9		(0.1)
Tax benefit (cost) of expenses		(2.8)		(0.5)		(0.5)		(1.4)		3.6		1.3		(0.9)		(0.9)		0.9
Non-GAAP Net Income	\$	25.9	\$	3.6	\$	5.1	\$	7.6	\$	10.1	\$	26.6	\$	4.0	\$	4.0	\$	26.9
Depreciation expense		3.6		1.2		1.0		1.2		1.6		5.1		1.3	•	1.3		5.2
Non-cash stock compensation		3.9		0.8		1.2		1.1		1.4		4.5		1.7		1.7		5.4
Other (income) / expense		(5.6)		0.7		0.7		(0.6)		-		0.8		0.6		0.6		0.9
Interest expense		5.4		2.4		3.8		3.3		3.9		13.4		3.4		3.4		14.4
Income tax expense		8.2		0.5		1.5		2.0		1.8		5.7		1.6		1.6		6.9
Non-Controlling Interest		0.8		0.5		0.3		0.4		0.4		1.6		0.6		0.6		1.7
Adjusted E BITD A	s	42.2	s	9.7	s	13.6	s	15.0	s	19.2	s	57.7	s	13.2	s	13.2	s	61.4
Non-GAAP Operating Margin		10.0%		8.6%		10.5%		10.0%		12.5%		10.6%	Ť	10.5%		10.5%		11.0%
Basic Shares Outstanding	34	,672,007	34,	441,905	34	1,619,216	34	4,771,742	3	4,823,663	34	4,665,473	;	34,846,163	3	34,846,163	3	4,765,196
Diluted Shares Outstanding	35	,005,159	35,	198,668	35	5,143,782	3	5,301,429	3	5,687,092	3	5,334,090	,	36,177,323	3	36,177,323	3	5,577,407
E amings per share:																		
Basic	\$	0.50	\$	0.06	\$	0.11	\$	0.09	\$	0.11	\$	0.37	\$	0.04	\$	0.04	\$	0.36
Diluted	\$	0.50	\$	0.06	\$	0.11	\$	0.10	\$	0.11	\$	0.37	\$	0.04	\$	0.04	\$	0.35
Non-GAAP earnings per share:																		
Basic	\$	0.75	\$	0.10	\$	0.15	\$	0.22	\$	0.29	\$	0.77	\$	0.11	\$	0.11	\$	0.77
Diluted	\$	0.74	\$	0.10	\$	0.15	\$	0.22	\$	0.28	\$	0.75	\$	0.11	\$	0.11	\$	0.76

Adjusted Free Cash Flow

(dollars in millions)	Annual		Q1		Q2		Q3	Q4	Annual	Q1	
	2022		2023		2023		2023	2023	2023	2024	TTM
Net Cash provided by (used in) operating activities	\$	34.9	\$ (12.0)	\$	11.4	\$	30.1	\$ 15.2	\$ 44.6	\$ 1.2	57.9
Add: Earn-outs classified as operating		1.0	-		-		-	-	-		-
Capital Expenditures		(3.4)	(2.5)		(1.4)		(1.6)	(2.9)	(8.4)	(3.1)	(9.0)
Adjusted Free Cash Flow	\$	32.5	\$ (14.5)	\$	10.0	\$	28.5	\$ 12.3	\$ 36.2	\$ (1.9)	\$ 48.9
TTM Adjusted FCF	\$	32.5	\$ 13.7	\$	4.6	\$	33.0	\$ 36.2	\$ 36.2	\$ 48.9	\$ 48.9
TTM EBITDA	\$	42.2	\$ 42.5	\$	45.5	\$	51.4	\$ 57.7	\$ 57.7	\$ 61.0	\$ 61.0
TTM FCF / EBITDA conversion		77.0%	32.2%		10.1%		64.2%	62.7%	62.7%	80.2%	80.2%