



# Third Quarter 2021 Earnings Presentation

October 28, 2021

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## Forward-Looking Statement

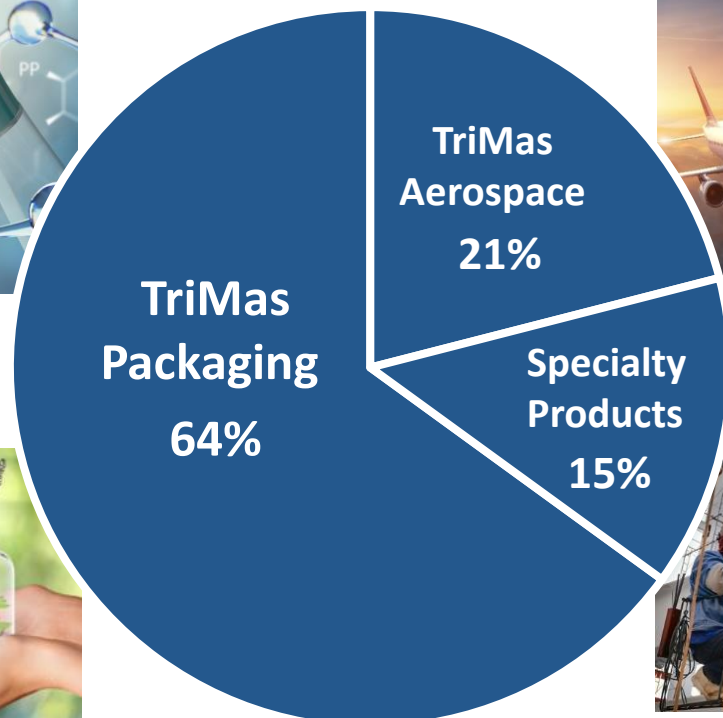
Any "forward-looking" statements, within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, contained herein, including those relating to TriMas' business, financial condition or future results, involve risks and uncertainties with respect to, including, but not limited to: the severity and duration of the ongoing coronavirus ("COVID-19") pandemic on our operations, customers and suppliers, as well as related actions taken by governmental authorities and other third parties in response, each of which is uncertain, rapidly changing and difficult to predict; general economic and currency conditions; material and energy costs; risks and uncertainties associated with intangible assets, including goodwill or other intangible asset impairment charges; competitive factors; future trends; our ability to realize our business strategies; our ability to identify attractive acquisition candidates, successfully integrate acquired operations or realize the intended benefits of such acquisitions; information technology and other cyber-related risks; the performance of our subcontractors and suppliers; supply constraints, including the availability and cost of raw materials; market demand; intellectual property factors; litigation; government and regulatory actions, including, without limitation, climate change legislation and other environmental regulations, as well as the impact of tariffs, quotas and surcharges; our leverage; liabilities imposed by our debt instruments; labor disputes; changes to fiscal and tax policies; contingent liabilities relating to acquisition activities; the disruption of operations from catastrophic or extraordinary events, including natural disasters and public health crises; the potential impact of Brexit; our future prospects; and other risks that are detailed in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2020. These risks and uncertainties may cause actual results to differ materially from those indicated by the forward-looking statements. All forward-looking statements made herein are based on information currently available, and the Company assumes no obligation to update any forward-looking statements, except as required by law.

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## Non-GAAP Financial Measures

In this presentation, certain non-GAAP financial measures may be used. Reconciliations of these non-GAAP financial measures to the most directly comparable GAAP financial measure may be found in the Appendix at the end of this presentation or in the earnings releases available on the Company's website. Additional information is available at [www.trimascorp.com](http://www.trimascorp.com) under the "Investors" section.

Please see the Appendix for details regarding certain costs, expenses and other amounts or charges, collectively described as "Special Items," that are included in the determination of net income, earnings per share and/or cash flows from operating activities under GAAP, but that management believes should be separately considered when evaluating the quality of the Company's core operating results, given they may not reflect the ongoing activities of the business. Management believes that presenting these non-GAAP financial measures, by adjusting for Special Items, provides useful information to investors by helping them identify underlying trends in the Company's businesses and facilitating comparisons of performance with prior and future periods. These non-GAAP financial measures should be considered in addition to, and not as a replacement for or superior to, the comparable GAAP financial measures.



9/30/21 LTM Sales % by Segment

## ***Our Business Characteristics***

- Strong brand names
- Diverse end markets
- Innovative product solutions
- Consistent cash generation

## ***Continued Momentum<sup>(1)</sup>***

- Sales of \$836.3 million
- Adjusted EBITDA<sup>(2)</sup> of \$168.5 million, or 20.2% of sales
- Strong balance sheet
- Free Cash Flow<sup>(3)</sup> greater than target of 100% of net income

## ***Returning Capital to Shareholders***

- Share buyback program; reduced shares outstanding by 0.8% YTD
- Added dividend program; \$0.04 per share to be paid in Q4

***Strong cash generation with ample liquidity to invest in our strategic initiatives and execute against our capital allocation strategy.***

(1) On a LTM basis as of September 30, 2021.

(2) Adjusted EBITDA is defined as net income (loss) plus expense (benefit) for interest, taxes, depreciation, amortization and non-cash stock compensation, all as adjusted for the impact of Special Items.

(3) Free Cash Flow is defined as Net Cash Provided by/(Used for) Operating Activities, excluding the cash impact of Special Items, less capital expenditures.

# Q3 2021 Results



<i>Adjusted for Special Items</i>	Q3 2021	Q3 2020
Net Sales	\$222.4	\$199.5
Operating Profit	\$31.6	\$29.6
Operating Profit Margin	14.2%	14.8%
Net Income	\$20.5	\$18.6
Adjusted Earnings Per Share <sup>(1)</sup>	\$0.57	\$0.52
Adjusted EBITDA <sup>(2)</sup>	\$46.0	\$41.6
Adjusted EBITDA Margin	20.7%	20.8%



	YOY Growth %			
	Organic	Acquisitions	Fx	Total
Consolidated TriMas	4.8%	5.7%	1.0%	11.5%
TriMas Packaging	-7.7%	8.4%	1.4%	2.1%
TriMas Aerospace	18.8%	-	-	18.8%
Specialty Products	50.4%	-	-	50.4%

- Sales increased 11.5% primarily due to acquisition-related sales in TriMas Packaging, stocking orders in TriMas Aerospace and robust organic growth in our Specialty Products segment
  - TriMas Packaging’s organic sales level reflects the planned abatement of demand for products that help fight the spread of germs as compared to the COVID-surge levels in Q3 2020
- Increased operating profit 6.8%, as the impact of higher sales more than offset the impact of input cost increases and less favorable product mix
- Achieved Q3 Adjusted EPS of \$0.57 per share, a 9.6% increase compared to Q3 2020
- Adjusted EBITDA<sup>(2)</sup> increased by \$4.4 million, driven by higher sales levels

Note: All items are adjusted for Special Items. Please see the Appendix for a detailed reconciliation to GAAP results. Unaudited, dollars in millions, except per share amounts.

(1) Adjusted EPS is defined as diluted EPS per GAAP plus or minus the after tax impact of Special Items and acquisition-related intangible amortization expense.

(2) Adjusted EBITDA is defined as net income (loss) plus expense (benefit) for interest, taxes, depreciation, amortization and non-cash stock compensation, all as adjusted for the impact of Special Items.

# YTD Q3 2021 Results



<i>Adjusted for Special Items</i>	Q3 2021 YTD	Q3 2020 YTD
Net Sales	\$648.1	\$581.8
Operating Profit	\$88.2	\$79.1
Operating Profit Margin	13.6%	13.6%
Net Income	\$60.5	\$52.4
Adjusted Earnings Per Share <sup>(1)</sup>	\$1.68	\$1.45
Adjusted EBITDA <sup>(2)</sup>	\$131.9	\$120.1
Adjusted EBITDA Margin	20.3%	20.6%



	YOY Growth %			
	Organic	Acquisitions	Fx	Total
Consolidated TriMas	3.1%	6.7%	1.6%	11.4%
Packaging	0.6%	9.5%	2.5%	12.6%
Aerospace	0.5%	3.3%	-	3.8%
Specialty Products	17.9%	-	-	17.9%

- Net sales increased 11.4% due to acquisitions and organic sales growth
  - Modest organic sales growth in TriMas Packaging reflects the planned abatement of demand for products that help fight the spread of germs as compared to the COVID-surge levels in Q3 2020
- Operating profit increased 11.5%, as the impact of higher sales and a more favorable product mix more than offset increased input costs
- Achieved YTD Adjusted EPS of \$1.68 per share, a 15.9% increase compared to YTD 2020
- Adjusted EBITDA<sup>(2)</sup> increased by \$11.8 million, primarily driven by higher sales levels

Note: All items are adjusted for Special Items. Please see the Appendix for a detailed reconciliation to GAAP results.

Unaudited, dollars in millions, except per share amounts.

(1) Adjusted EPS is defined as diluted EPS per GAAP plus or minus the after tax impact of Special Items and acquisition-related intangible amortization expense.

(2) Adjusted EBITDA is defined as net income (loss) plus expense (benefit) for interest, taxes, depreciation, amortization and non-cash stock compensation, all as adjusted for the impact of Special Items.

# Strong Balance Sheet and Cash Flow



<i>Key Credit Statistics</i>	September 30, 2021	September 30, 2020	December 31, 2020
Total Debt	\$393.6	\$295.6	\$346.3
Less: Cash	\$137.0	\$99.7	\$74.0
Net Debt	\$256.6	\$195.8	\$272.3
LTM Adjusted EBITDA <sup>(1)</sup>	\$168.5	\$154.1	\$156.8
Net Leverage <sup>(2)</sup>	1.5x	1.3x	1.7x
Q3 Free Cash Flow <sup>(3)</sup>	\$24.7	\$41.6	
YTD Q3 Free Cash Flow <sup>(3)</sup>	\$55.7	\$68.5	

- Net debt lower than 2020 year end despite the upsizing of Senior Notes in March 2021
- Achieved YTD 2021 Free Cash Flow<sup>(3)</sup> of \$55.7 million, as an increased amount of cash flow from operations was used for investment in working capital and growth capex related to TriMas Packaging
- Reduced total shares outstanding 0.8% through Q3 YTD as a result of share repurchases
- Unrestricted cash & availability of more than \$400 million as of September 30, 2021

***Ample liquidity to invest in our strategic initiatives.***

Note: All items are adjusted for Special Items. Please see the Appendix for a detailed reconciliation to GAAP results. Unaudited, dollars in millions.

(1) Adjusted EBITDA is defined as net income (loss) plus expense (benefit) for interest, taxes, depreciation, amortization and non-cash stock compensation, all as adjusted for the impact of Special Items.

(2) Net Leverage is defined as Net Debt/LTM Adjusted EBITDA.

(3) Free Cash Flow is defined as Net Cash Provided by/(Used for) Operating Activities, excluding the cash impact of Special Items, less capital expenditures.



Segment Results



<i>Adjusted for Special Items</i>	Q3 2021	Q3 2020
Net Sales	\$138.0	\$135.1
Operating Profit	\$27.3	\$28.0
Operating Margin	19.8%	20.7%
Adjusted EBITDA <sup>(1)</sup>	\$34.6	\$34.2
Adjusted EBITDA Margin	25.1%	25.3%



## Quarterly Takeaways

- Sales increase driven by acquisitions, higher demand for industrial and food & beverage applications, and the impact of favorable currency exchange, which more than offset the planned abatement of record levels of demand in Q3 2020 for product applications that help fight the spread of germs
- Operating profit decreased slightly as higher sales levels and a more favorable product sales mix were more than offset by higher input costs
- Remain committed to further building-out TriMas' Packaging platform through acquisitions

Note: All items are adjusted for Special Items. Please see the Appendix for a detailed reconciliation to GAAP results. Unaudited, dollars in millions.

(1) Adjusted EBITDA is defined as net income (loss) plus expense (benefit) for interest, taxes, depreciation, amortization and non-cash stock compensation, all as adjusted for the impact of Special Items.



<i>Adjusted for Special Items</i>	Q3 2021	Q3 2020
Net Sales	\$46.5	\$39.1
Operating Profit	\$4.6	\$3.7
Operating Margin	9.8%	9.5%
Adjusted EBITDA <sup>(1)</sup>	\$9.0	\$8.2
Adjusted EBITDA Margin	19.4%	20.9%



## Quarterly Takeaways

- Sales positively impacted by stocking orders spanning 2021, while overall demand remains at low levels related to significantly reduced aircraft production as a result of the effects of the global pandemic
- Operating profit increased as a result of favorable sales mix and savings from realignment actions, which more than offset production inefficiencies related to the pandemic
- Projects underway to continue to benefit from a market recovery

Note: All items are adjusted for Special Items. Please see the Appendix for a detailed reconciliation to GAAP results. Unaudited, dollars in millions.

(1) Adjusted EBITDA is defined as net income (loss) plus expense (benefit) for interest, taxes, depreciation, amortization and non-cash stock compensation, all as adjusted for the impact of Special Items.

<i>Adjusted for Special Items</i>	Q3 2021	Q3 2020
Net Sales	\$37.9	\$25.2
Operating Profit	\$6.7	\$3.4
Operating Margin	17.6%	13.4%
Adjusted EBITDA <sup>(1)</sup>	\$7.6	\$4.3
Adjusted EBITDA Margin	19.9%	16.9%



## Quarterly Takeaways

- Sales increased as a result of the demand recovery for general industrial goods
- Operating profit and the related margin increased as a result of leveraging previous factory floor improvement actions and higher sales volumes
- Near-term order intake continues to remain strong

Note: All items are adjusted for Special Items. Please see the Appendix for a detailed reconciliation to GAAP results. Unaudited, dollars in millions.

(1) Adjusted EBITDA is defined as net income (loss) plus expense (benefit) for interest, taxes, depreciation, amortization and non-cash stock compensation, all as adjusted for the impact of Special Items.



Outlook & Summary



# Forward Expectations



TriMas FY 2021 Outlook		
	<u>7/29/21 Outlook</u>	<u>10/28/21 Outlook</u>
<b>Sales Growth</b> <i>(as compared to FY 2020)</i>	9% to 14%	10% to 13%
<b>Adjusted EPS</b>	\$2.15 to \$2.30	\$2.18 to \$2.27
<b>Free Cash Flow</b>	> 100% of Net Income	> 110% of Net Income

Initial 2022 Thoughts
<p><b>TriMas Consolidated</b></p> <ul style="list-style-type: none"> <li>Organic sales growth expected to be supplemented by bolt-on acquisitions; continued strong cash conversion</li> </ul>
<p><b>TriMas Packaging</b></p> <ul style="list-style-type: none"> <li>Organic sales increase in the GDP+ range; projecting stabilization of key input costs as we move into 2022</li> </ul>
<p><b>TriMas Aerospace</b></p> <ul style="list-style-type: none"> <li>Sales decrease, as the impact of new business awards and the start of a market recovery is more than offset by the 2021 benefit of customers' stocking orders</li> </ul>
<p><b>Specialty Products</b></p> <ul style="list-style-type: none"> <li>Sales increase, as industrial demand continues to recover</li> </ul>
<p><b><i>Continued positive momentum into 2022.</i></b></p>

**Reaffirmed 2021 sales and EPS outlook midpoints; 2021 EPS range midpoint represents a YOY increase of ~16%.**

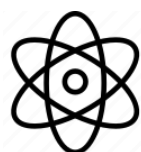
Note: All of the figures on this slide are adjusted for any current and future Special Items.

Adjusted EPS is defined as diluted EPS per GAAP plus or minus the after tax impact of Special Items and acquisition-related intangible amortization expense.

See Appendix for reconciliation between GAAP and Adjusted EPS outlook.

Free Cash Flow is defined as Net Cash Provided by/(Used for) Operating Activities, excluding the cash impact of Special Items, less capital expenditures.

## Value Drivers



### Packaging at Our Core

- Products that help fight the spread of germs
- Innovation pipeline to drive long-term growth



### Market Recoveries

- Well positioned as industrial and aerospace markets rebound
- Expect margin leverage due to realignment actions



### M&A Augmented Growth

- Targeting to build-out Packaging and Aerospace platforms
- Continuously assessing business and product line additions



### Treasury Actions

- Proactively managing strong balance sheet
- Momentum in returning capital to investors through share buybacks and quarterly dividends



### Commitment to ESG

- Operating TriMas in a way to positively benefit society
- Enhancing transparency and communications on our ESG progress

***Multiple pathways for shareholders to win with TriMas.***



Q & A





Appendix



# Additional FY 2021 Assumptions



As of 10/28/21

TriMas FY 2021 Outlook		
	<i>7/29/21 Outlook</i>	<i>10/28/21 Outlook</i>
<b>TriMas Packaging</b>		
Sales Growth (as compared to FY 2020)	10% to 13%	8% to 11%
Operating Profit Margin	19.5% to 20.5%	19% to 20%
<b>TriMas Aerospace</b>		
Sales Growth (as compared to FY 2020)	7% to 13%	9% to 11%
Operating Profit Margin	7.5% to 8.5%	8% to 9%
<b>Specialty Products</b>		
Sales Growth (as compared to FY 2020)	10% to 19%	19% to 23%
Operating Profit Margin	15% to 16%	16% to 17%
<b>Enterprise-wide Assumptions:</b>		
Effective Tax Rate	20% to 21%	~21%
Capital Expenditures as a % of Sales	5% to 6%	5% to 6%
Interest Expense	\$14M to \$15M	~\$14M
Corporate Expenses <sup>(1)</sup> as a % of Sales	~2.5%	~2.5%
Non-cash Stock Compensation	~7M	\$6M to \$7M

Note: All of the figures on this slide are adjusted for any current and future Special Items.

(1) Includes Legacy costs. Legacy costs are expenses associated with facilities and/or legal entities that, following previous realignment actions, are no longer an active part of TriMas' operations.



# Condensed Consolidated Balance Sheet



	September 30, 2021	December 31, 2020
	<i>(unaudited)</i>	
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 136,960	\$ 73,950
Receivables, net	135,010	113,410
Inventories	154,330	149,380
Prepaid expenses and other current assets	17,070	15,090
Total current assets	443,370	351,830
Property and equipment, net	254,330	253,060
Operating lease right-of-use assets	37,360	37,820
Goodwill	299,040	303,970
Other intangibles, net	187,770	206,200
Deferred income taxes	9,190	19,580
Other assets	27,200	21,420
Total assets	<u>\$ 1,258,260</u>	<u>\$ 1,193,880</u>
<b>Liabilities and Shareholders' Equity</b>		
Current liabilities:		
Accounts payable	\$ 71,990	\$ 69,910
Accrued liabilities	59,820	60,540
Operating lease liabilities, current portion	6,600	6,740
Total current liabilities	138,410	137,190
Long-term debt, net	393,600	346,290
Operating lease liabilities	31,860	31,610
Deferred income taxes	19,250	24,850
Other long-term liabilities	60,820	69,690
Total liabilities	643,940	609,630
Total shareholders' equity	614,320	584,250
Total liabilities and shareholders' equity	<u>\$ 1,258,260</u>	<u>\$ 1,193,880</u>

Dollars in thousands.

# Consolidated Statement of Operations



	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
	(unaudited)			
Net sales	\$ 222,420	\$ 199,460	\$ 648,140	\$ 581,800
Cost of sales	(163,980)	(147,530)	(480,340)	(446,270)
Gross profit	58,440	51,930	167,800	135,530
Selling, general and administrative expenses	(27,620)	(25,650)	(90,300)	(107,570)
Impairment of goodwill and indefinite-lived intangible assets	-	(134,600)	-	(134,600)
Operating profit (loss)	30,820	(108,320)	77,500	(106,640)
Other expense, net:				
Interest expense	(3,440)	(3,450)	(11,110)	(11,260)
Debt financing and related expenses	-	-	(10,520)	-
Other income (expense), net	(540)	(1,200)	(800)	(150)
Other expense, net	(3,980)	(4,650)	(22,430)	(11,410)
Income (loss) before income tax expense	26,840	(112,970)	55,070	(118,050)
Income tax benefit (expense)	(7,250)	12,100	(10,580)	14,600
Net income (loss)	\$ 19,590	\$ (100,870)	\$ 44,490	\$ (103,450)
<b>Earnings (loss) per share - basic:</b>				
Net income (loss) per share	\$ 0.46	\$ (2.32)	\$ 1.03	\$ (2.37)
Weighted average common shares - basic	42,889,922	43,457,704	43,061,707	43,707,331
<b>Earnings (loss) per share - diluted:</b>				
Net income (loss) per share	\$ 0.45	\$ (2.32)	\$ 1.03	\$ (2.37)
Weighted average common shares - diluted	43,094,099	43,457,704	43,345,777	43,707,331

Dollars in thousands, except for share and per share amounts.

# Consolidated Statement of Cash Flows



	Nine months ended September 30,	
	2021	2020
<b>Cash Flows from Operating Activities:</b>		
Net income (loss)	\$ 44,490	\$ (103,450)
Adjustments to reconcile net income to net cash provided by operating activities, net of acquisition impact:		
Impairment of goodwill and indefinite-lived intangible assets	-	134,600
Loss on dispositions of assets	130	1,080
Depreciation	23,740	21,700
Amortization of intangible assets	16,150	15,460
Amortization of debt issue costs	740	860
Deferred income taxes	3,480	(17,790)
Non-cash compensation expense	7,320	5,610
Debt financing and related expenses	10,520	-
Non-cash change in legacy liability estimate	-	23,400
Increase in receivables	(23,260)	(6,210)
(Increase) decrease in inventories	(5,850)	4,510
(Increase) decrease in prepaid expenses and other assets	(3,830)	5,500
Increase (decrease) in accounts payable and accrued liabilities	450	(7,410)
Other operating activities	3,660	1,250
Net cash provided by operating activities, net of acquisition impact	<u>77,740</u>	<u>79,110</u>
<b>Cash Flows from Investing Activities:</b>		
Capital expenditures	(29,850)	(17,670)
Acquisition of businesses, net of cash acquired	-	(95,160)
Net proceeds from disposition of business, property and equipment	160	1,930
Net cash used for investing activities	<u>(29,690)</u>	<u>(110,900)</u>
<b>Cash Flows from Financing Activities:</b>		
Retirement of senior notes	(300,000)	-
Proceeds from issuance of senior notes	400,000	-
Proceeds from borrowings on revolving credit facilities	-	300,950
Repayments of borrowings on revolving credit facilities	(48,620)	(303,240)
Debt financing fees and senior notes redemption premium	(13,570)	-
Shares surrendered upon exercise and vesting of equity awards to cover taxes	(4,690)	(2,600)
Payments to purchase common stock	(18,160)	(36,050)
Net cash provided by (used for) financing activities	<u>14,960</u>	<u>(40,940)</u>
<b>Cash and Cash Equivalents:</b>		
Increase (decrease) for the period	63,010	(72,730)
At beginning of period	73,950	172,470
At end of period	<u>\$ 136,960</u>	<u>\$ 99,740</u>
<b>Supplemental disclosure of cash flow information:</b>		
Cash paid for interest	\$ 6,490	\$ 7,490
Cash paid for taxes	<u>\$ 8,250</u>	<u>\$ 6,660</u>

Unaudited. Dollars in thousands.

# Company and Segment Financial Information



	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
<b>Packaging</b>				
Net sales	\$ 138,010	\$ 135,120	\$ 409,730	\$ 364,000
Operating profit	\$ 27,340	\$ 28,020	\$ 76,490	\$ 70,340
Special Items to consider in evaluating operating profit:				
Purchase accounting costs	-	-	830	750
Business restructuring and severance costs	-	-	1,900	2,730
Adjusted operating profit	\$ 27,340	\$ 28,020	\$ 79,220	\$ 73,820
<b>Aerospace</b>				
Net sales	\$ 46,510	\$ 39,130	\$ 135,680	\$ 130,660
Operating profit (loss)	\$ 3,980	\$ (133,500)	\$ 10,600	\$ (132,630)
Special Items to consider in evaluating operating profit:				
Impairment of goodwill and indefinite-lived intangible assets	-	134,600	-	134,600
Pre-acquisition contingent liability	-	2,000	-	2,000
Purchase accounting costs	-	-	-	2,030
Business restructuring and severance costs	580	600	1,650	8,110
Adjusted operating profit	\$ 4,560	\$ 3,700	\$ 12,250	\$ 14,110
<b>Specialty Products</b>				
Net sales	\$ 37,900	\$ 25,210	\$ 102,730	\$ 87,140
Operating profit	\$ 6,660	\$ 3,380	\$ 17,190	\$ 870
Special Items to consider in evaluating operating profit:				
Business restructuring and severance costs	-	-	-	9,700
Adjusted operating profit	\$ 6,660	\$ 3,380	\$ 17,190	\$ 10,570
<b>Corporate Expenses</b>				
Operating loss	\$ (7,160)	\$ (6,220)	\$ (26,780)	\$ (45,220)
Special Items to consider in evaluating operating loss:				
Change in accounting policy for asbestos-related costs	-	-	-	23,400
M&A diligence and transaction costs	170	710	830	1,780
Business restructuring and severance costs	40	-	5,520	640
Adjusted operating loss	\$ (6,950)	\$ (5,510)	\$ (20,430)	\$ (19,400)
<b>Total Company</b>				
Net sales	\$ 222,420	\$ 199,460	\$ 648,140	\$ 581,800
Operating profit (loss)	\$ 30,820	\$ (108,320)	\$ 77,500	\$ (106,640)
Total Special Items to consider in evaluating operating profit	790	137,910	10,730	185,740
Adjusted operating profit	\$ 31,610	\$ 29,590	\$ 88,230	\$ 79,100

# Additional Information on Non-GAAP Measures



	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
<b>Net income (loss), as reported</b>	\$ 19,590	\$ (100,870)	\$ 44,490	\$ (103,450)
<b>Special Items to consider in evaluating quality of net income (loss):</b>				
Impairment of goodwill and indefinite-lived intangible assets	-	134,600	-	134,600
Change in accounting policy for asbestos-related costs	-	-	-	23,400
Business restructuring and severance costs	620	600	9,680	21,180
M&A diligence and transaction costs	170	710	830	2,080
Purchase accounting costs	-	-	830	2,780
Pre-acquisition contingent liability	-	2,000	-	2,000
Debt financing and related expenses	-	-	10,520	-
Income tax effect of Special Items <sup>(1)</sup>	80	(18,400)	(5,830)	(30,190)
<b>Adjusted net income</b>	<b>\$ 20,460</b>	<b>\$ 18,640</b>	<b>\$ 60,520</b>	<b>\$ 52,400</b>

	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
<b>Diluted earnings (loss) per share, as reported</b>	\$ 0.45	\$ (2.32)	\$ 1.03	\$ (2.37)
Dilutive impact <sup>(2)</sup>	-	0.01	-	0.01
<b>Special Items to consider in evaluating quality of diluted EPS:</b>				
Impairment of goodwill and indefinite-lived intangible assets	-	3.08	-	3.07
Change in accounting policy for asbestos-related costs	-	-	-	0.53
Business restructuring and severance costs	0.02	0.01	0.22	0.48
M&A diligence and transaction costs	0.01	0.02	0.02	0.05
Purchase accounting costs	-	-	0.02	0.06
Pre-acquisition contingent liability	-	0.05	-	0.05
Debt financing and related expenses	-	-	0.24	-
Income tax effect of Special Items <sup>(1)</sup>	-	(0.42)	(0.13)	(0.69)
Pre-tax amortization of acquisition-related intangible assets	0.12	0.12	0.37	0.35
Income tax benefit on amortization of acquisition-related intangible assets <sup>(1)</sup>	(0.03)	(0.03)	(0.09)	(0.09)
<b>Adjusted diluted EPS</b>	<b>\$ 0.57</b>	<b>\$ 0.52</b>	<b>\$ 1.68</b>	<b>\$ 1.45</b>
<b>Weighted-average shares outstanding<sup>(2)</sup></b>	<b>43,094,099</b>	<b>43,672,026</b>	<b>43,345,777</b>	<b>43,930,237</b>

<sup>(1)</sup> Income tax effect of Special Items and amortization of acquisition-related intangible assets is calculated on an item-by-item basis, utilizing the tax rate in the jurisdiction where the Special Item or amortization occurred. For the three and nine month periods ended September 30, 2021 and 2020, the income tax effect of Special Items varied from the tax rate inherent in the Company's reported GAAP results, primarily as a result of certain discrete items that occurred during the period for GAAP reporting purposes.

<sup>(2)</sup> 214,322 and 222,906 shares for the three and nine months ended September 30, 2020, respectively, would have been dilutive to the computation of earnings per share in an income position.

	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
<b>Adjusted operating profit</b>	\$ 31,610	\$ 29,590	\$ 88,230	\$ 79,100
Corporate operating expenses (adjusted)	5,190	4,420	14,840	13,650
Non-cash stock compensation (adjusted)	1,660	930	4,570	5,610
Legacy expenses (adjusted)	100	160	1,020	140
Corporate expenses	6,950	5,510	20,430	19,400
<b>Adjusted segment operating profit</b>	<b>\$ 38,560</b>	<b>\$ 35,100</b>	<b>\$ 108,660</b>	<b>\$ 98,500</b>
<b>Adjusted segment operating profit margin</b>	<b>17.3%</b>	<b>17.6%</b>	<b>16.8%</b>	<b>16.9%</b>

# Additional Information on Non-GAAP Measures



	Three months ended September 30,					
	2021			2020		
	As reported	Special Items	As adjusted	As reported	Special Items	As adjusted
Net cash provided by operating activities	\$ 35,070	\$ 1,180	\$ 36,250	\$ 48,270	\$ 1,740	\$ 50,010
Less: Capital expenditures	(11,520)	-	(11,520)	(8,420)	-	(8,420)
Free Cash Flow	23,550	1,180	24,730	39,850	1,740	41,590
Net income (loss)	19,590	870	20,460	(100,870)	119,510	18,640
Free Cash Flow as a percentage of net income	120%		121%	NM		223%

	Nine months ended September 30,					
	2021			2020		
	As reported	Special Items	As adjusted	As reported	Special Items	As adjusted
Net cash provided by operating activities	\$ 77,740	\$ 7,770	\$ 85,510	\$ 79,110	\$ 7,100	\$ 86,210
Less: Capital expenditures	(29,850)	-	(29,850)	(17,670)	-	(17,670)
Free Cash Flow	47,890	7,770	55,660	61,440	7,100	68,540
Net income (loss)	44,490	16,030	60,520	(103,450)	155,850	52,400
Free Cash Flow as a percentage of net income	108%		92%	NM		131%

	September 30, 2021	December 31, 2020	September 30, 2020
Long-term debt, net	\$ 393,600	\$ 346,290	\$ 295,550
Less: Cash and cash equivalents	136,960	73,950	99,740
Net Debt	\$ 256,640	\$ 272,340	\$ 195,810

# Additional Information on Non-GAAP Measures



	Three months ended		Twelve months ended		Nine months ended	
	September 30,		September 30,		September 30,	
	2021	2020	2021	2020	2021	2020
Net income (loss), as reported	\$ 19,590	\$ (100,870)	\$ 68,180	\$ (90,020)	\$ 44,490	\$ (103,450)
Depreciation expense	7,910	6,930	31,060	28,240	23,740	21,700
Amortization expense	5,370	5,310	21,440	20,060	16,150	15,460
Interest expense	3,440	3,450	14,510	14,760	11,110	11,260
Income tax expense	7,250	(12,100)	2,230	(11,000)	10,580	(14,600)
Non-cash compensation expense	1,660	930	9,880	7,930	7,320	5,610
Adjusted EBITDA, before Special Items	\$ 45,220	\$ (96,350)	\$ 147,300	\$ (30,030)	\$ 113,390	\$ (64,020)
Adjusted EBITDA impact of Special Items	790	137,900	21,230	184,080	18,500	184,160
Adjusted EBITDA <sup>(1)</sup>	\$ 46,010	\$ 41,550	\$ 168,530	\$ 154,050	\$ 131,890	\$ 120,140
Adjusted EBITDA as a percentage of net sales	20.7%	20.8%	20.2%	20.5%	20.3%	20.6%
Packaging	\$ 34,620	\$ 34,230	\$ 132,130	\$ 118,590	\$ 101,860	\$ 93,360
Aerospace	9,040	8,160	30,930	38,560	25,940	27,140
Specialty Products	7,560	4,270	24,720	16,780	20,250	13,400
Segment Adjusted EBITDA <sup>(1)</sup>	\$ 51,220	\$ 46,660	\$ 187,780	\$ 173,930	\$ 148,050	\$ 133,900
Segment Adjusted EBITDA as a percentage of net sales	23.4%	23.4%	22.5%	23.1%	22.8%	23.0%
Other Corporate expenses	(5,210)	(5,110)	(19,250)	(19,880)	(16,160)	(13,760)
Adjusted EBITDA <sup>(1)</sup>	\$ 46,010	\$ 41,550	\$ 168,530	\$ 154,050	\$ 131,890	\$ 120,140

Unaudited, dollars in thousands.

(1) Adjusted EBITDA is defined as net income plus expense (benefit) for interest, taxes, depreciation, amortization and non-cash stock compensation, all as adjusted for the impact of Special Items.

# Additional Information on Non-GAAP Measures



As of 10/28/21

## Full Year 2021 GAAP to Non-GAAP EPS Outlook Reconciliation

	Twelve months ended December 31, 2021	
	Low	High
<b>Diluted earnings per share (GAAP)</b>	\$ 1.44	\$ 1.53
Pre-tax amortization of acquisition-related intangible assets <sup>(1)</sup>	0.49	0.49
Income tax benefit on amortization of acquisition-related intangible assets	(0.12)	(0.12)
Impact of Special Items <sup>(2)</sup>	0.37	0.37
<b>Adjusted diluted earnings per share</b>	<b>\$ 2.18</b>	<b>\$ 2.27</b>

(1) These amounts relate to acquisitions completed prior to September 30, 2021. The Company is unable to provide forward-looking estimates of future acquisitions, if any, that have not yet been consummated.

(2) The Company is unable to provide forward-looking estimates of Special Items without unreasonable effort, due to the uncertainty and inherent difficulty of predicting the occurrence and the financial impact of such items and the periods in which such items may be recognized. For the same reasons, the Company is unable to address the probable significance of the unavailable information, which could be material to future results.