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This presentation contains forward-looking statements within the meaning of the federal securities laws. All statements other than statements of historical facts contained in this presentation, including statements regarding our future results of operations and financial position, business strategy and plans and objectives of management for future operations, are forward-looking statements. In many cases, you can identify forwardlooking statements by terms such as "may," "should," "expects," "plans," "anticipates," "could," "intends," "target," "projects," "contemplates," "believes," "estimates," "predicts," "potential" or "continue" or the negative of these terms or other similar words. Forwardlooking statements contained in this presentation include, but are not limited to, statements about (i) growth of the wind energy market and our addressable market; (ii) the potential impact of the increasing prevalence of auction-based tenders in the wind energy market and increased competition from solar energy on our gross margins and overall financial performance; (iii) our future financial performance, including our net sales, cost of goods sold, gross profit or gross margin, operating expenses, ability to generate positive cash flow, and ability to achieve or maintain profitability; (iv) changes in domestic or international government or regulatory policy, including without limitation, changes in trade policy. (v) the sufficiency of our cash and cash equivalents to meet our liquidity needs; (vi) our ability to attract and retain customers for our products, and to optimize product pricing; (vii) our ability to effectively manage our growth strategy and future expenses, including our startup and transition costs; (viii) competition from other wind blade and wind blade turbine manufacturers; (ix) the discovery of defects in our products; (x) our ability to successfully expand in our existing wind energy markets and into new international wind energy markets; (xi) our ability to successfully expand our transportation business and execute upon our strategy of entering new markets outside of wind energy: (xii) worldwide economic conditions and their impact on customer demand; (xiii) our ability to maintain, protect and enhance our intellectual property; (xiv) our ability to comply with existing, modified or new laws and regulations applying to our business, including the imposition of new taxes, duties or similar assessments on our products; (xv) the attraction and retention of qualified employees and key personnel; (xvi) our ability to maintain good working relationships with our employees, and avoid labor disruptions, strikes and other disputes with labor unions that represent certain of our employees; (xvii) our ability to procure adequate supplies of raw materials and components to fulfill our wind blade volume commitments to our customers; and (xviii) the potential impact of one or more of our customers becoming bankrupt or insolvent, or experiencing other financial problems.

These forward-looking statements are only predictions. These statements relate to future events or our future financial performance and involve known and unknown risks, uncertainties and other important factors that may cause our actual results, levels of activity, performance or achievements to materially differ from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements. Because forward-looking statements are inherently subject to risks and uncertainties, some of which cannot be predicted or quantified, you should not rely on

these forward-looking statements as guarantees of future events. Further information on the factors, risks and uncertainties that could affect our financial results and the forwardlooking statements in this presentation are included in our filings with the Securities and Exchange Commission and will be included in subsequent periodic and current reports we make with the Securities and Exchange Commission from time to time, including in our Annual Report on Form 10-K filed with the Securities and Exchange Commission.

The forward-looking statements in this presentation represent our views as of the date of this presentation. We anticipate that subsequent events and developments will cause our views to change. However, while we may elect to update these forward-looking statements at some point in the future, we undertake no obligation to update any forward-looking statement to reflect events or developments after the date on which the statement is made or to reflect the occurrence of unanticipated events except to the extent required by applicable law. You should, therefore, not rely on these forwardlooking statements as representing our views as of any date after the date of this presentation. Our forward-looking statements do not reflect the potential impact of any future acquisitions, mergers, dispositions, joint ventures, or investments we may make.

This presentation includes unaudited non-GAAP financial measures including total billings, EBITDA, adjusted EBITDA, net cash (debt) and free cash flow. We define total billings as the total amounts we have invoiced our customers for products and services for which we are entitled to payment under the terms of our long-term supply agreements or other contractual agreements. We define EBITDA as net income (loss) plus interest expense (including losses on the extinguishment of debt and net of interest income), income taxes and depreciation and amortization. We define Adjusted EBITDA as EBITDA plus any share-based compensation expense, plus or minus any gains or losses from foreign currency remeasurement and any gains or losses on the sale of assets. We define net cash (debt) as total unrestricted cash and cash equivalents less the total principal amount of debt outstanding. We define free cash flow as net cash flow generated from operating activities less capital expenditures. We present non-GAAP measures when we believe that the additional information is useful and meaningful to investors. Non-GAAP financial measures do not have any standardized meaning and are therefore unlikely to be comparable to similar measures presented by other companies. The presentation of non-GAAP financial measures is not intended to be a substitute for, and should not be considered in isolation from, the financial measures reported in accordance with GAAP. See the appendix for the reconciliations of certain non-GAAP financial measures to the comparable GAAP measures.

This presentation also contains estimates and other information concerning our industry that are based on industry publications, surveys and forecasts. This information involves a number of assumptions and limitations, and we have not independently verified the accuracy or completeness of the information.





### Investment Thesis

#### Capitalizing on Wind Market Growth, Blade Outsourcing and Improving Economics

- Renewables and wind energy are mainstream, large, growing, competitive and desired by customers.
- Emerging markets around the world are growing faster than mature markets.
- Blades are being outsourced to access emerging growth markets, drive cost and efficiently utilize capital.
- Same competitive dynamics in place today that put us in business.

#### Only Independent Blade Manufacturer with a Global Footprint

- We've made good choices customers, locations and markets.
- Our factories are low cost, world class hubs that serve large, diverse and growing addressable markets, reducing the effect of individual market fluctuations.

#### Advanced Composite Technology and Production Expertise Provide Barrier to Entry

- TPI holds important IP that is difficult to replicate (materials, process, tooling, inspection and DFM).
- >300 engineers and growing, opened Denmark office to attract even more talent.
- 60-70+ meter blades, larger than 787 wing span, with tolerances measured in millimeters.

#### Collaborative Dedicated Supplier Model to Share Gain and Drive Down LCOE

Our business model helps TPI customers to gain market share in a cost effective and capital efficient manner by sharing the investment, spreading overhead, driving down material cost, improving productivity and sharing a large portion of that benefit with our customers.

#### Long-Term Supply Agreements Provide Significant Revenue Visibility

- Current agreements provide up to \$6.3B in potential revenue through 2023.
- Volume based pricing and shared investment motivate both parties to keep plants full.
- Shared gain/pain protects our margins.

#### **Compelling Return on Invested Capital**

- Shared capital investment results in a "capital-light" model for TPI and our customers.
- New investments target an initial average five-year ROIC hurdle rate of 25%.

#### **Seasoned Management Team with Significant Global Growth Experience**

TPI has become a destination for top talent. Pleased with the exceptional leaders and managers that have joined the TPI team.

### **Key Messages**

- Applying our advanced composites technology to major growth trends including the decarbonization of the electric sector and clean transportation systems.
- BNEF estimates that \$11.5 trillion will be invested in renewable power generation capacity through 2050 the bulk of which will be for wind and solar.
- BNEF estimates that by 2040 annual global EV sales will reach 65 million units representing 55% of all new car sales. 33% of the global fleet will be electric.
- MarketsandMarkets projects the aerospace composites market to grow from \$24.5 billion in 2016 to \$43 billion by 2022, or a CAGR of 9.85% between 2017 and 2022.
- Wind industry and market dynamics are rationalizing. Large global players are competing.
- TPI is a large global player with ~14% global share, ~25% ex-China and ~53% ex-China outsourced and a strong global reach.
- TPI has executed really well delivering revenue growth, market share growth, cost reduction, operational improvements and profit expansion.
- 37% revenue CAGR 2013 through 2018 estimate 43% revenue growth and 21% Adjusted EBITDA growth in 2019.
- Will continue to advance TPI technology, further expand global footprint, and drive world class cost to differentiate and win.
- Will utilize deep partnership business model to provide capacity, flexibility and share gain to help our customers increase market share while we maintain and grow our profit.
- TPI strategy of strong and diversified growth will continue to build shareholder value.



### **Introduction to TPI Composites**

#### **Business Overview**

Only independent manufacturer of composite wind blades for the high-growth wind energy market with a global footprint

Provides wind blades to some of the industry's leading OEMs such as: Vestas, GE, Siemens/Gamesa, Nordex, and **ENERCON** 

Operates ten wind blade manufacturing plants, with one more under construction, two transportation facilities, and four tooling and R&D facilities and an advanced engineering center across six countries:

- United States
- Mexico
- Denmark

China

- Turkey
- India

Applying advanced composites technology to production of clean transportation solutions, including electric buses

Long-term supply agreements with customers, providing contracted volumes that generate significant revenue visibility and drive capital efficiency

Founded in 1968 and headquartered in Scottsdale, Arizona

Approximately 11,000 employees globally

#### **Strong Historical Financial Results**



<sup>\*</sup> Adjusted EBITDA margin is before startup and transition costs















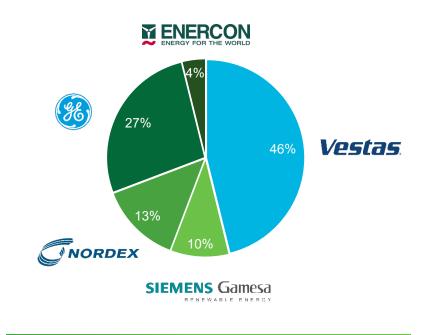
### **Strong Customer Base of Industry Leaders**

#### **Key Customers with Significant Market Share**

#### Global Onshore Wind Global Onshore Wind excl. China

Rank	OEM	2016–2018 Share <sup>(1)</sup>	Rank	OEM	2016–2018 Share <sup>(1)</sup>	
1	Vestas	18%	1	Vestas	28%	
2	Goldwind	12%	2	SGRE (2)	19%	
3	SGRE (2)	12%	3	GE Wind	19%	
4	GE Wind	12%	4	ENERCON	11%	
5	ENERCON	7%	5	Nordex Group	10%	
6	Envision	6%	6	Senvion	4%	
7	Nordex Group	6%	7	Suzlon	4%	
8	Mingyang	4%	8	INOX	1%	
9	United Power	3%	9	Goldwind	<1%	
10	CSIC Haizhuang	3%	10	ReGen Powertech	<1%	
	TPI Customer Market Share	~56%		TPI Customer Market Share	~90%	

#### Current Customer Mix - 52 (3) Dedicated Lines



TPI's customers account for **99%** of the U.S. onshore wind market and **56%** of the global onshore market

Source: Wood Mackenzie, "Historical Global Wind Turbine OEM Market Share"

(1) Figures are rounded to nearest whole percent

= TPI Customer = Chinese Players

- (2) Figures for Siemens/Gamesa are pro forma for the April 2017 merger of Gamesa Corporation Tecnológica and Siemens Wind Power
- (3) Reflects the number of dedicated lines once the transitions for GE in Iowa and Mexico are completed and excludes Senvion



## Existing Contracts Provide for ~\$6.3 Billion in Revenue through 2023 (1)



**Minimum Volume** Visibility Mitigates **Downside Risk** 

Minimum Volume Obligations (MVOs) in place requiring the customer to take an agreed upon percentage of total production capacity or pay TPI its equivalent gross margin and operating costs associated with the MVO

Incentivized Maximum **Customer Volume** 

- Pricing mechanisms encourage customers to purchase 100% of the contract volume, as prices progressively increase as volumes decrease
- Customers fund the molds for each production line incentivizing them to maximize TPI's production capability to amortize their fixed cost

**Attractive** Contract **Negotiation Dynamic** 

- TPI typically renegotiates and extends contracts more than a year in advance of expiration in conjunction with blade model transitions
- Provisions allowing for reductions in lines generally provide for adequate time to replace a customer if a line reduction option is exercised
- Demand in locations where TPI already has a foothold (China, Turkey, Mexico and India) provides a substantial opportunity for synergies in the construction of new facilities.
- TPI continues to expand its manufacturing facilities globally to meet increased demand



Long-term supply agreements provide for estimated minimum aggregate volume commitments from our customers of ~\$3.6 billion and encourage our customers to purchase additional volume up to, in the aggregate, an estimated total contract value ~\$6.3 billion through the end of 2023<sup>(1)</sup>

#### Long-term contracts with minimum volume obligations provide strong revenue visibility

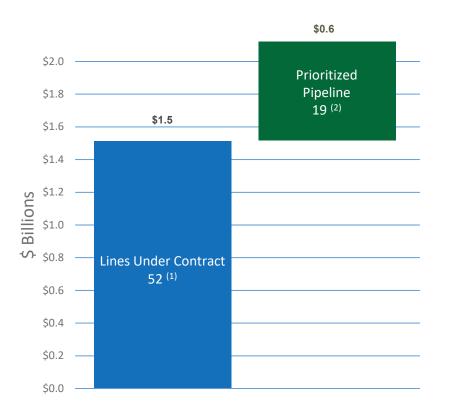
Note: Contracts with some of our customers are subject to termination on short notice with substantial penalties. Contracts with some of our customers also enable them to reduce number of lines, generally with 12 months notice, and in some cases with substantial penalties. Our contracts also contain liquidated damages provisions, which may require us to make unanticipated payments to our customers or our customers to make payments to us.

(1) As of March 31, 2019. The chart depicts the term of the longest contract in each location. Contract values do not include Senvion.



### **Prioritized Pipeline**

#### Annual Revenue Potential – Wind Only > \$2.0 Billion



#### **Pipeline Opportunities**

Prioritized Pipeline represents those opportunities we have prioritized to close by the end of 2020



#### **Prioritized Pipeline – 19 lines**

- 60-70m+ blades, >\$40M/yr./line
- New and Existing Customers
- New and Existing Geographies
- · Onshore and Offshore

<sup>(1)</sup> Annual revenue potential based on 52 lines under contract as of March 31, 2019 (excluding Senvion) at an average of \$35 million per line per year at **85%** utilization (2) Annual revenue potential based on \$40 million per line per year at **80%** utilization.



### **TPI Financial Targets**



Revenue Growth 20%-25%

Adj. EBITDA Margin 12+%

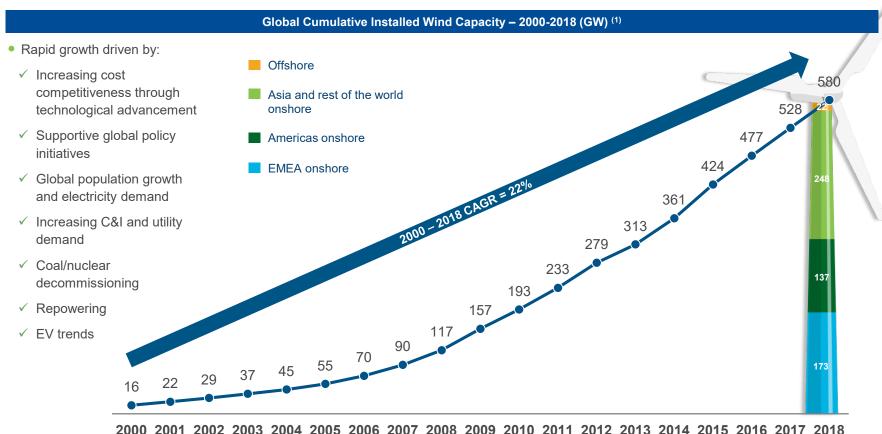
ROIC(1)

35+%

(1) ROIC target is based on an estimate of tax effected income from operations plus implied interest on operating leases divided by beginning of the period capital which includes total stockholders' equity less cash and cash equivalents plus total outstanding debt and the net present value of operating leases.

# Wind Power Generation Has Grown Rapidly and Expanded Globally in Recent Years

From 2008 to 2018, the cumulative global power generating capacity of wind turbine installations has gone up 5 times, with compound annual growth in cumulative global installed wind capacity of 22% since 2000.



Wind energy is a large and rapidly growing worldwide business

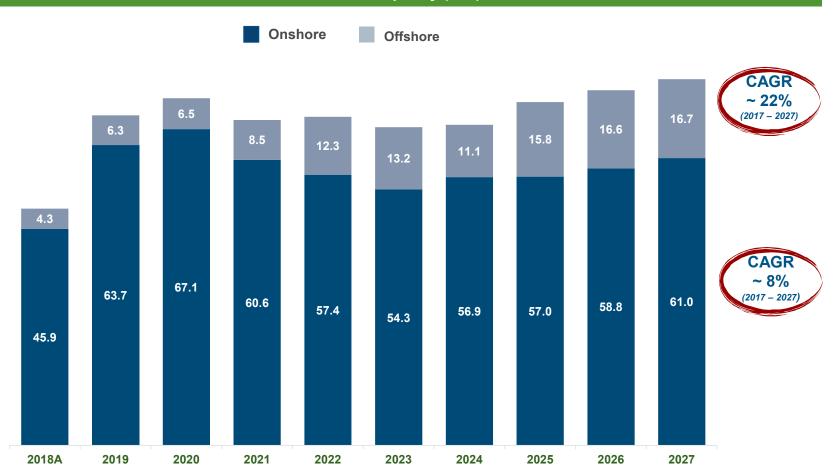


Source: Bloomberg New Energy Finance

<sup>(1)</sup> Regional onshore and worldwide offshore figures presented for 2018 only

### **Global Market Growth**

#### Annual Installed Global Wind Capacity (GW): 2018A – 2027E



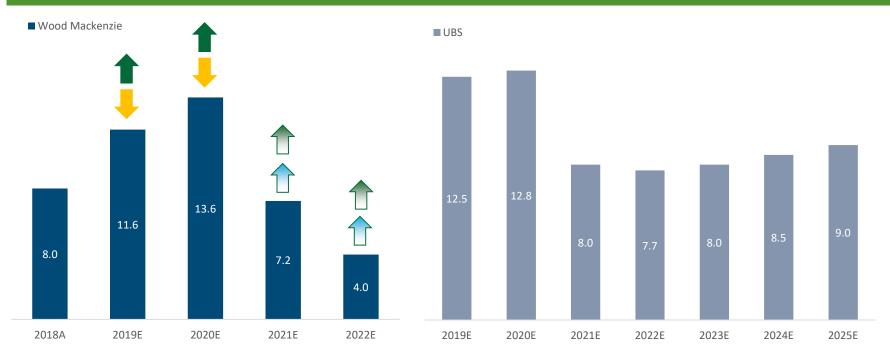
Annual installed wind capacity growth is projected to average 69GW between 2018 and 2027 and is propelled by offshore – 22% CAGR – and Emerging Markets - 25% CAGR. TPI is well positioned to participate in this growth.

Source: Wood Mackenzie, "Q1 2019 Global Wind Power Market Outlook Update"



### **U.S. Onshore Market Growth**

#### U.S. Annual Installed Wind Capacity (GW): 2018A - 2025E



- Offtake demand
- Logistics limitations
- Cost-out and serial production of next-gen. turbines
- → Demand from future RPS and C&I target increases

#### **Key Demand Drivers**

- · Economics of Onshore Wind
- Corporate and Industrial Buyers
- Utilities
- Decarbonization

- Economics of Offshore Wind
- Repowering
- Vehicle Electrification
- State RPS/Country Renewable Goals

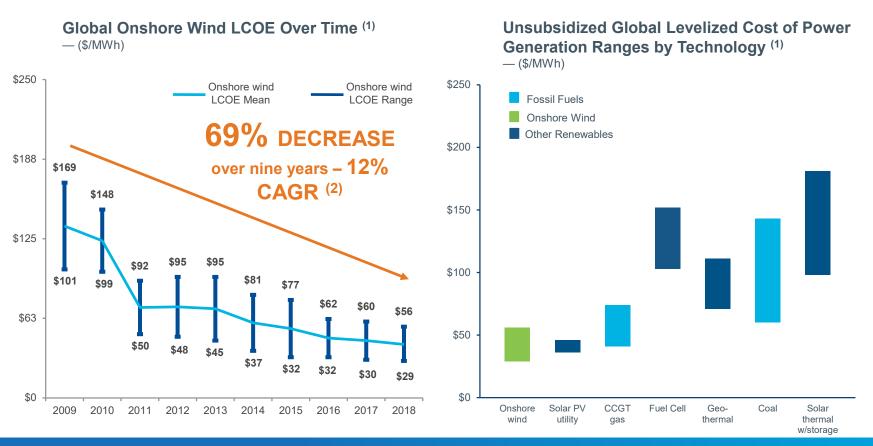
The U.S. wind market is expected to experience consistent near-term growth

Source: Wood Mackenzie, "Q1 2019 Global Wind Power Market Outlook Update" and UBS Securities LLC



### **Declining LCOE**

# Allows Wind Energy to be More Competitive with Conventional Power Generation



Global LCOE for onshore wind generation has become increasingly competitive at or below new combined cycle gas turbines, unsubsidized, with an additional 50% decline expected by 2030 (3)

Source: Lazard Levelized Cost of Energy Analysis (version 12.0).

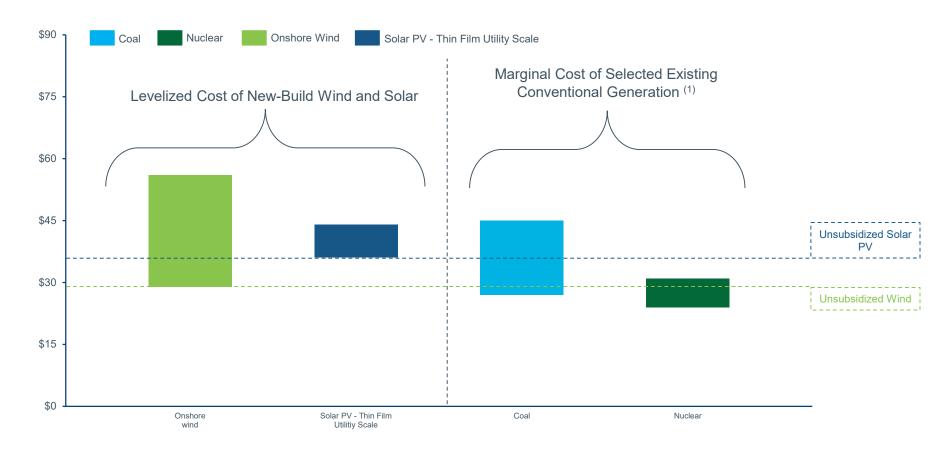
U.S. Department of Energy National Renewable Energy Laboratory (NREL)



<sup>(1)</sup> Costs are on an unsubsidized basis. Ranges reflect differences in resources, geography, fuel costs and cost of capital, among other factors.

<sup>2)</sup> Represents the average compound annual rate of decline of the high and low end of the LCOE range.

# LCOE Comparison – Alternative Energy versus Marginal Cost of Selected Existing Conventional Generation



Onshore wind, which became cost-competitive with conventional generation technologies several years ago, is, in some scenarios, approaching an LCOE that is at or below the marginal cost of operating existing conventional generation technologies.

Source: Lazard Levelized Cost of Energy Analysis (version 12.0).

<sup>(1)</sup> Represents the marginal cost of operating, fully depreciated coal and nuclear facilities, inclusive of decommissioning costs for nuclear facilities. Analysis assumes that the salvage value for a decommissioned coal plant is equivalent to the decommissioning and site restoration costs. Inputs are derived from a benchmark of operating, fully depreciated coal and nuclear assets across the U.S. Capacity factors, fuel, variable and fixed operating expenses are based on upper and lower quartile estimates derived from Lazard's research.



### Global Policy Support Coupled with Corporate Initiatives and Repowering Expected to Drive Additional Growth



U.S. **Policy Initiatives**  U.S. policy expected to support continued domestic wind capacity installation

- Extension of the Wind Production Tax Credit (PTC) through 2019 for both new turbines and repowering of existing turbines along with IRS clarifications that expand PTC eligibility allowing developers a PTC benefit as late as 2023
- · State Renewable Portfolio Standards
- · Increased state programs/targets for offshore wind

#### Increasing focus in board rooms regarding the economic and social benefits of adopting low-cost wind energy

- Nearly 50% of Fortune 500 companies have set sustainability goals
- Furthermore, over 160 leading multinationals such as GM, Nike, Walmart, IKEA, BMW, Coca Cola and Proctor & Gamble have taken the RE100 pledge, organized by the Climate Group, to transition to 100% renewable energy



Corporate and Utility **Procurement** 

International **Policy Initiatives** 



Recent global initiatives aimed at promoting the growth of renewable energy including wind

- European Union finalized new climate rules targeting an uplift in the share of renewable energy to 32% by 2030
- · China is targeting 210 GW of gridconnected wind capacity by 2020

Paris Agreement is a landmark deal marking a significant commitment by the international community to further reduce fossil fuel consumption

- · Effective in 2020 and took effect on November 4, 2016
- 170 countries have ratified the agreement

COP21 **Paris Climate** Talks



Longer term policy visibility and an increase in corporate and utility procurement is expected to drive additional growth over the next decade

Source: Bloomberg New Energy Finance, China National Development and Reform Commission, RE100



# The Industry is Shifting to a Predominantly Outsourced Wind Blade Manufacturing Model

#### **Outsourcing Trends**

Vertically integrated OEMs are outsourcing wind blade manufacturing due to:

- the need to accelerate access to emerging markets
- · the need for efficient capital allocation
- · the need for supply chain optimization
- · global talent constraints

Some have sold or shuttered in-house tower and blade manufacturing facilities in favor of an outsourced manufacturer

Geographically distributed, high precision blade manufacturing is more cost effective when performed by diversified, specialized manufacturers

TPI is the only independent manufacturer of composite wind blades with a global footprint and is well positioned to capitalize on global industry trends





TPI selected as manufacturer of Vestasdesigned blades in China, Mexico, India and Turkey





Expected to continue to outsource a significant percentage of blade needs notwithstanding acquisition of LM Wind Power. Expanded with TPI in 2018.





Currently outsources to TPI in Mexico and Turkey

#### Global Wind Blade Manufacturing: Outsourced vs. Insourced (1) 100% 80% 41% 62% 60% 40% 59% 20% 38% 0% 2009 2018 Outsourced Insourced TPI Global Wind Blade Market Share 2013 – 2018 (2) 14% Future market share increases **TPI Share Increase:** expected to be driven by: ~4X ✓ Continuation of 9% outsourcing

2018

Several of the wind industry's largest participants have chosen TPI as their leading outsourced blade manufacturer

3%

2013

2016

<sup>(2)</sup> TPI's market share based on TPI MW relative to Wood Mackenzie OEM total onshore MW for 2013, 2016 and 2018



LM Wind Power customer

✓ Advantages from global

attrition

footprint

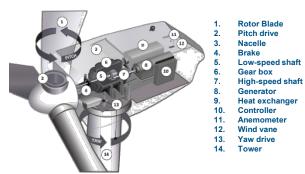
<sup>(1)</sup> Source: Wood Mackenzie, "Global wind turbine supply chain trends 2019" - based on % of MW

# TPI is Well Positioned to Take Advantage of the Market Movement Towards Larger Blades

#### Wind Turbine & Blade Overview

- A typical wind turbine consists of many components, the most important being the wind blades, gear box, electric generator and tower
- When the wind blows, the combination of the lift and drag of the air pressure on the wind blades rotate the rotor, which drives the gearbox and generator to create electricity

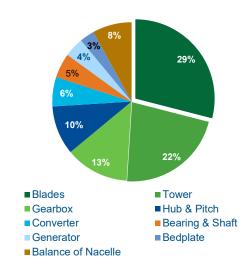
#### **A Typical Wind Turbine**



#### **Turbine Cost by Component**

 Blades and pitch systems remain the most important elements in reducing LCOE driven by ongoing improvements in aerodynamic efficiency, load controls and cost reductions

### Turbine Cost Breakdown by Component (1)



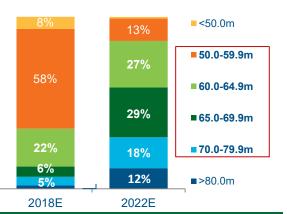
Wind blades represent ~22% of total installed turbine costs

#### **Movement Towards Larger Blade Lengths**

 The trend toward larger wind blades indicates the potential phase out of smaller wind blades, as larger blades have the greatest impact on energy efficiency and LCOE reduction



Global Blade Length Breakdown



On par with the movement toward larger wind blades, TPI blades are generally 50-70m in length

Blade length and air foil shape contribute to efficiency in turning kinetic energy from the rotor into electricity

Source: Wood Mackenzie, American Wind Energy Association

(1) Costs included in turbine cost breakdown represent 77% of total installed turbine costs. Remaining 23% not represented in chart.



### **Strong Barriers to Entry Will Allow TPI to Capture Additional Market Share**

Wind blades are a critical component of our customers' strategy and, along with supply chain optimization, play an integral role bringing down **LCOE** 

We believe that our extensive experience and track-record in delivering high quality wind blades combined with our established global scale and strong customer relationships creates a significant barrier to entry and is the foundation of our leadership position





#### **Extensive Expertise**

Strong track record of delivering high quality wind blades to diverse, global markets, and of developing replicable and scalable manufacturing facilities and processes



#### Reputation for Reliability

Over 47,000 wind blades produced since 2001, with an excellent field performance record in a market where reliability is critical to our customers' success



#### **Established Global Scale**

We expand our manufacturing footprint in coordination with our customers' needs, scaling our capacity to meet demand in markets across the globe



#### **Customer Stickiness**

Dedicated capacity and collaborative approach of manufacturing wind blades to meet customer specifications promotes significant customer loyalty and creates higher switching costs

TPI's ability to capitalize on recent growth trends in the wind energy market and outsourcing trends has allowed it to grow its revenue by nearly 400% from 2013 to 2018 while expanding its global manufacturing footprint over the same period



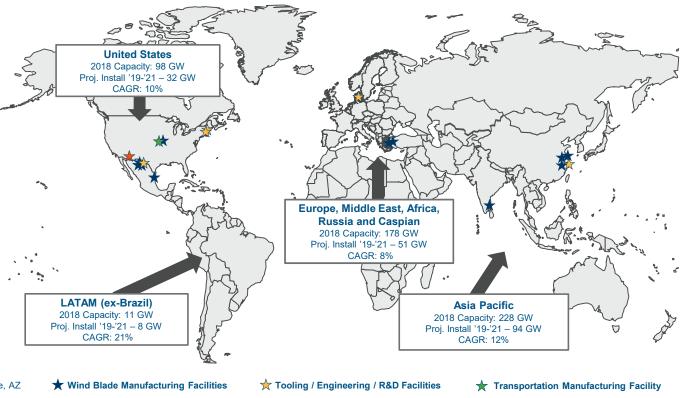
## Global Footprint Strategically Optimized for Regional **Industry Demand**

TPI has strategically built a strong global footprint that takes advantage of proximity to large existing regional markets, adjacent new markets and seaports for global export

#### Demonstrated ability of global expansion

- TPI has developed a strong process to enter new markets. with an excellent track record of ramping and operating new facilities
- Significant "know how" in creating replicable and scalable manufacturing processes for ramping facilities globally
- Has successfully reduced costs and operational risks through the utilization of existing teams that have personally led similar startup processes

TPI's operational expertise provides for a crucial competitive advantage as it continues to ramp new facilities in 2019 and beyond \* Headquarters: Scottsdale, AZ

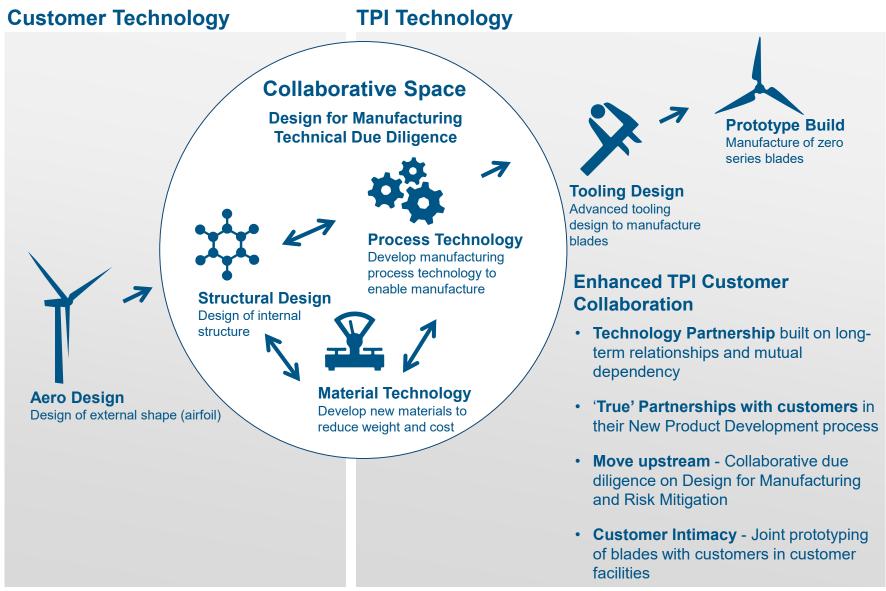


16 manufacturing facilities in 5 countries; approximately 6 million square feet of manufacturing facilities, including India facility under construction

Source: Wood Mackenzie, "Q1 2019 Global Wind Power Market Outlook - Onshore"



### **Advanced Technology**





### **Expanding Technology Development Footprint**



#### Rhode Island, US

- Deep historical partnerships with U.S. Gov't agencies to advance composite manufacturing technologies
- Pilot projects to demonstrate new technologies like thermoplastics

#### Kolding, Denmark

- Established Advanced Engineering Center to enhance capabilities to serve European customer base
- Expand technical resource base to enable growth

#### **Izmir, Turkey**

- Established AR-GE program to leverage Turkish Gov't R&D Funding
- R&D programs in tooling and process engineering

#### Taicang, China

- Accredited materials lab
- Significant process and tooling development
- Tooling transition process expertise

★ Applied Development at all Manufacturing Sites
Over 300 engineers globally. TPI is a destination for top talent.



### **Industrialization**

**Objective:** Create replicable and scalable processes to launch new sites, new blades and transition technology

### **Approach**

- Standard Stage Gate Model
- Clearly defined metrics and deliverables
- Consistent processes based on lessons learned
- Core team with functional expertise

#### **Benefits**

- Consistency, repeatability and scalability
- Speed time to market
- Flexibility in dynamic environment
- Reduction in startup and transition costs

#### Results IN DAYS









# Dedicated Supplier Model Encourages Stable Long-Term Customers

#### **Deeply Integrated Partnership Model**

#### **High Customer Value Proposition**

**Strong Customer Base of Leading OEMs** 

- Dedicated TPI capacity provides outsourced volume that customers can depend upon
- Joint investment in manufacturing with tooling funded by customers
- Long-term agreements with incentives for maximum volumes
- Strong visibility into next fiscal year volumes
- Shared pain/gain on increases and decreases of material costs and some production costs
- Cooperative manufacturing and design efforts optimize performance, quality and cost
- Global presence enables customers to repeat models in new markets









✓ Global operations





















### **Diversification Strategy**

**CLEAN TRANSPORTATION:** In EVs, lighter weight equates to longer range or fewer batteries which drives cost

By 2040, 55% of all new car sales and 33% of global fleet will be electric (1)

#### Multiple development programs in:

- Passenger automotive
- EVs
- Commercial vehicles



NAYISTAR"



#### **Growing with Proterra**







(1) Bloomberg New Energy Finance, "New Energy Outlook 2018"

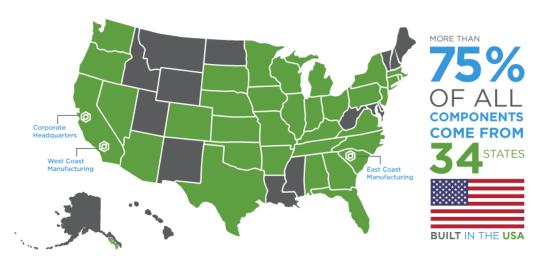


### **Diversification Strategy**

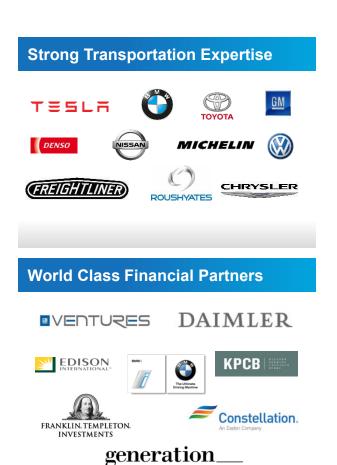


#### **Proterra's Mission**

Advancing electric vehicle technology to deliver the world's best-performing heavy-duty vehicles

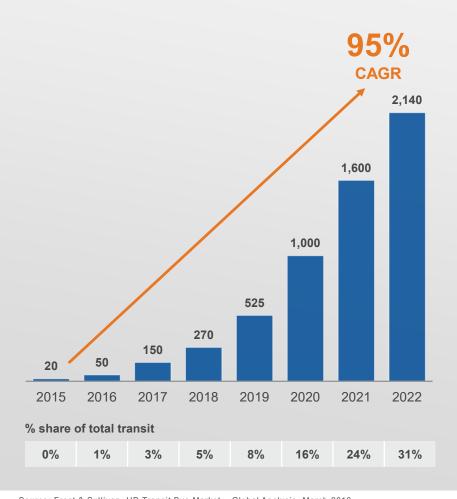


- Offices and manufacturing in CA and SC
- 500+ employees, strong transportation expertise
- >90 customers; >700 vehicles sold
- >265 vehicles delivered; >7,000,000 service miles
- >39,000,000 pounds of CO<sub>2</sub> emissions avoided
- Demonstrated >1,100 miles on single charge



### **Large Market Opportunity**

#### **North American Electric Bus Market (Units)**



- Addresses large opportunity given mission-critical nature of transit
- Cusp of wide-spread adoption
- Technology applicable everywhere
- Compelling growth potential



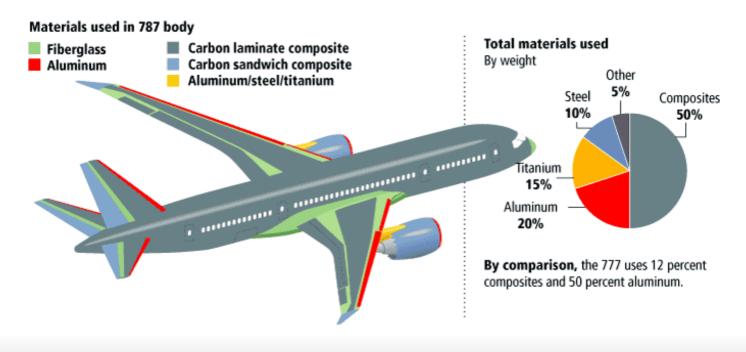


### **Diversification Strategy**

#### **AEROSPACE**

# \$24.5B per year composites market growing to \$43.0B by 2022 – CAGR of 9.85% (1)

 Replacing aluminum and other more expensive composites (e.g., carbon) with TPI's solutions





### **OUR ESG ROADMAP**

Embracing and operationalizing Environmental, Social and Governance (ESG) practices into everything we do will drive growth, improve productivity, reduce operational risks and reduce cost. TPI is committed to ESG and we've developed a roadmap for our long-term ESG strategy.



#### **Materiality Assessment**

Through peer analysis and stakeholder engagement, we have identified which ESG topics are material, relevant and aligned to TPI's business strategy.



#### **Data Collection & Processes**

We have established and documented procedures for data collection, identification of data owners and developed standard operating procedures for ESG reporting.



#### **Stakeholder Communications**

We will create messaging and reporting for all stakeholders investors, associates, customers and suppliers.















TPI's ESG materiality matrix aligned to our business strategy:

#### **Environmental**

- Environmental Compliance
- Materials and Materials Efficiency
- Waste

#### Social

- Occupational Health and Safety
- · Training and Education
- Local Communities
- Indirect Economic Impacts

#### Governance

- · Governance and Ethics
- Economic Performance



### High Quality Management Team, Board and Workforce

Management Team							
Steve Lockard Chief Executive Officer	<ul> <li>Joined TPI in 1999. Prior to TPI, served as the Vice President of Satloc and was a founding officer of ADFlex solutions, a NASDAQ listed company</li> <li>Chairman of the Board for the American Wind Energy Association (AWEA)</li> </ul>						
Bill Siwek President	<ul> <li>Joined TPI in 2013. Prior to TPI, was CFO for T.W. Lewis Company, EVP of Talisker Inc., President &amp; CFO of Lyle Anderson Company and was a Partner at Arthur Andersen in both Audit and Business Consulting</li> </ul>						
Ramesh Gopalakrishnan Chief Operating Officer, Wind	<ul> <li>Joined TPI in 2016. Prior to TPI, was EVP of Global Manufacturing for Senvion Wind Energy. Prior to that he was COO of Suzlon Energy Composites, Inc. and has also spent time at Haliburton Corp. and GE</li> </ul>						
Joe Kishkill Chief Commercial Officer	Joined TPI in 2017. Prior to TPI, was President, International and Chief Commercial Officer of First Solar, Inc., President, Eastern Hemisphere and Latin America for Exterran Holdings						
Bryan Schumaker Chief Financial Officer	<ul> <li>Joined TPI in 2019. Prior to TPI, was Chief Accounting Officer of First Solar, Inc. and Chief Financial Officer for 8point3 Energy Partners and prior to that held multiple roles at Swift Transportation including VP Corporate Controller.</li> </ul>						
Steve Fishbach General Counsel	<ul> <li>Joined TPI in 2015. Prior to TPI, was SVP, Deputy General Counsel of Global Cash Access Holdings, Inc. (NYSE: GCA) and various senior roles in the legal department of Fidelity National Information Services, Inc./eFunds Corporation (NYSE: FIS)</li> </ul>						
T.J. Castle SVP – Operations, Strategic Markets	Joined TPI in 2015. Prior to TPI, held a number of positions with Honeywell including most recently VP of Integrated Supply Chain and prior to that was Global VP of the Honeywell Operating System for Aerospace						
<b>Deane Ilukowicz</b> SVP – Global Human Resources	Joined TPI in 2016. Prior to TPI, was VP of Organizational Effectiveness at TransUnion, Chief Human Resources Officer for Hypertherm, and held senior level roles at other financial services and manufacturing companies						
Joe Kerkhove SVP – Strategic Markets	Joined TPI in 2017. Prior to TPI, was Commercial Vice-President with Arconic (ALCOA) and has over 20 years of sales and marketing experience, including leadership positions in Aerospace, Defense and Automotive markets						
Paddy Weir SVP – China	Joined TPI in 2017. Prior to TPI, was the Director of Taylor Weir Limited. Prior to that, he was VP and Managing Director of UK Blade operations for Vestas.						

Board of Directors								
Name	Affiliation							
Steve Lockard	<ul><li>Chief Executive Officer and Director</li><li>Chairman of the Board - AWEA</li></ul>							
Stephen B. Bransfield	<ul><li>Director</li><li>Previously VP, General Electric</li></ul>							
Michael L. DeRosa	<ul><li>Director</li><li>MD, Element Partners</li></ul>							
Jayshree S. Desai	<ul><li>Director</li><li>President, ConnectGen, LLC</li></ul>							
Philip J. Deutch	<ul><li>Director</li><li>MP, NGP Energy Technology Partners</li></ul>							
Paul G. Giovacchini	<ul><li>Director and Chairman of the Board</li><li>Independent consulting advisor to Landmark Partners</li></ul>							
Jack A. Henry	Director     MD, Sierra Blanca Ventures							
James A. Hughes	<ul><li>Director</li><li>Former CEO and board member of First Solar, Inc.</li></ul>							
Tyrone M. Jordan	<ul><li>Director</li><li>President and COO of Dura Automotive Systems, LLC</li></ul>							
Daniel G. Weiss	<ul><li>Director</li><li>MP, Angeleno Group</li></ul>							





## FINANCIAL SUMMARY

TOI COMPOSITES.

### **Financial Results**

GAAP Net Sales and Total Billings (\$ in millions) (1) (2) (3)

#### Adjusted EBITDA (\$ in millions) (2) (3)





<sup>1.</sup> Total billings refers to the total amounts we have invoiced our customers for products and services for which we are entitled to payment under the terms of our long-term supply agreements or other contractual agreements

<sup>3. 2016</sup> and 2017 as restated per the Company's retroactive adoption of ASC 606.



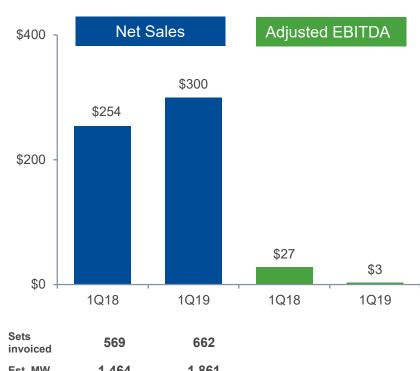
<sup>2.</sup> See appendix for reconciliations of non-GAAP financial data

### Q1 2019 Highlights

#### Q1 2019 Highlights

- Operating results and year-over-year compared to 2018:
  - Net sales were up 18.0% to \$299.8 million for the guarter
  - Total billings were up 24.9% to \$279.5 million for the quarter
  - Net loss for the quarter was \$12.1 million compared to net income of \$8.6 million in 2018.
  - Adjusted EBITDA for the quarter was \$2.9 million or 1.0% of sales
- GE executed a joint development agreement to cooperatively develop advanced blade technology for future wind turbines.
- Continued progress on diversification strategy with additional focus of senior talent to accelerate progress on this strategic initiative.
- Bill Siwek was promoted to President responsible for global operations, supply chain, finance, HR, legal and IT. Ramesh Gopalakrishnan was promoted to Chief Operating Officer for Wind responsible for our global wind blade operations. Bryan Schumaker was hired as Chief Financial Officer responsible for finance, accounting and investor relations.

#### Net Sales and Adjusted EBITDA (\$ in millions)



Sets invoiced	569	662
Est. MW	1,464	1,861
Dedicated lines <sup>(1)</sup>	46	54
Lines installed (2)	38	49

<sup>(1)</sup> Number of wind blade manufacturing lines dedicated to our customers under long-term supply agreements at the end of the quarter.



<sup>(2)</sup> Number of wind blade manufacturing lines installed that are either in operation, startup or transition at the end of the quarter.

## Q1 2019 Financial Highlights (1)

(unaudited)

S in millions, except per share data and KPIs)		Q1 '19		Q1 '18	Δ	
Select Financial Data						
Net Sales	\$	299.8	\$	254.0		18.0%
Total Billings	\$	279.5	\$	223.7		24.9%
Net Income (Loss)	\$	(12.1)	\$	8.6		NM
Diluted Earnings (Loss) Per Share	\$	(0.35)	\$	0.24	\$	(0.59)
Adjusted EBITDA	\$	2.9	\$	27.4		-89.3%
Adjusted EBITDA Margin		1.0%		10.8%		-980 bps
Net Cash (Debt)	\$	(81.9)	\$	11.1	\$	(93.1)
Free Cash Flow	\$	(30.8)	\$	(14.7)	\$	(16.1)
Capital Expenditures	\$	18.7	\$	11.7	\$	7.0
Key Performance Indicators (KPIs)						
Sets Invoiced		662		569		93
Estimated Megawatts		1,861		1,464		397
Utilization		64%		71%		-700 bps
Dedicated Wind Blade Manufacturing Lines		54		46		8 lines
Wind Blade Manufacturing Lines Installed		49		38		11 lines
Wind Blade Manufacturing Lines in Operation		31		24		7 lines
Wind Blade Manufacturing Lines in Startup		13		10		3 lines
Wind Blade Manufacturing Lines in Transition		5		4		1 line

<sup>(1)</sup> See Appendix for reconciliations of non-GAAP financial data



## **Income Statement Summary** (1)

(unaudited)

	Three Months Ended					01		
	March 31,				Change			
		2019		2018		\$	%	
(\$ in thousands, except per share amounts)								
Net sales	\$	299,780	\$	253,981	\$	45,799	18.0%	
Cost of sales	\$	283,038	\$	210,988	\$	72,050	34.1%	
Startup and transition costs	\$	18,178	\$	14,735	\$	3,443	23.4%	
Total cost of goods sold	\$	301,216	\$	225,723	\$	75,493	33.4%	
Cost of goods sold %		100.5%		88.9%			1160 bps	
Gross profit (loss)	\$	(1,436)	\$	28,258	\$	(29,694)	-105.1%	
Gross profit (loss) %		-0.5%		11.1%			-1160 bps	
General and administrative expenses	\$	10,220	\$	11,163	\$	(943)	-8.4%	
General and administrative expenses %		3.4%		4.4%			-100 bps	
Income (loss) from operations	\$	(11,656)	\$	17,095	\$	(28,751)	-168.2%	
Income (loss) before income taxes	\$	(16,704)	\$	10,605	\$	(27,309)	-257.5%	
Net income (loss)	\$	(12,104)	\$	8,648	\$	(20,752)	NM	
Weighted-average common shares outstanding:								
Basic		34,906		34,049				
Diluted		34,906		35,479				
Net income (loss) per common share:								
Basic	\$	(0.35)	\$	0.25	\$	(0.60)		
Diluted	\$	(0.35)	\$	0.24	\$	(0.59)		
Non-GAAP Metrics								
Total billings	\$	279,471	\$	223,701	\$	55,770	24.9%	
EBITDA	\$	(4,097)	\$	20,974	\$	(25,071)	-119.5%	
EBITDA margin		-1.4%		8.3%			-970 bps	
Adjusted EBITDA	\$	2,925	\$	27,373	\$	(24,448)	-89.3%	
Adjusted EBITDA margin		1.0%		10.8%			-980 bps	

Three Months Ended

<sup>(1)</sup> See Appendix for reconciliations of non-GAAP financial data



### **Key Balance Sheet and Cash Flow Data** (1)

(unaudited)

	IV	March 31,		ember 31,		
(\$ in thousands)	2019			2018		
Balance Sheet Data:						
Cash and cash equivalents	\$	78,319	\$	85,346		
Restricted cash	\$	1,850	\$	3,555		
Accounts receivable	\$	167,209	\$	176,815		
Contract assets	\$	133,110	\$	116,708		
Total debt-current and noncurrent, net	\$	159,438	\$	137,623		
Net debt	\$	(81,946)	\$	(53, 155)		
		Three Months Endo March 31,				
(\$ in thousands)		2019				
Cash Flow Data:						
Net cash used in operating activities	\$	(12,091)	\$	(3,032)		
Capital expenditures	\$	18,709	\$	11,714		

(30,800)\$

(14,746)

Free cash flow



<sup>(1)</sup> See Appendix for the reconciliations of net cash (debt) and free cash flow

# **& 2020 KEY TARGETS**

TOI COMPOSITES.

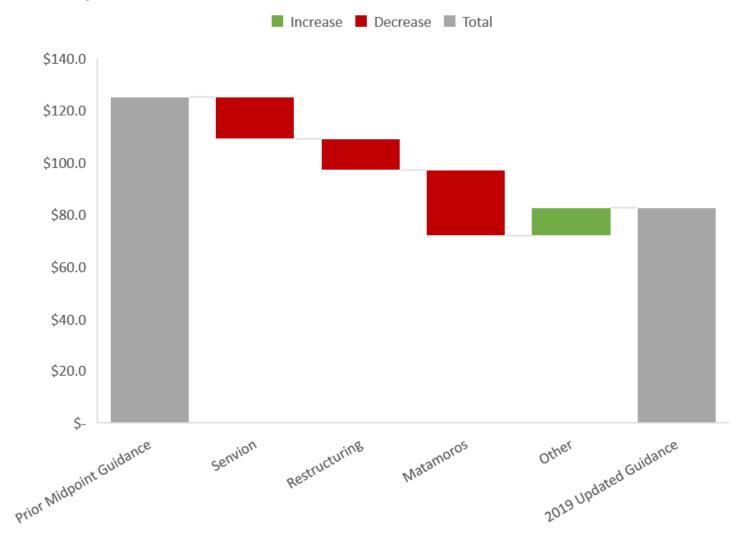
### **Key Drivers for 2019 Performance**

- Continued focus on day-to-day execution and delivery to continue driving down cycle times and direct labor hours and collaborating with our supplier base for raw material pricing, certainty of supply and further innovation
- Increase in dedicated manufacturing lines to between 60 and 63 through conversion of prioritized pipeline
- 43% growth in net sales and 21% increase in Adjusted EBITDA based on the mid-point of the guidance ranges
- As we execute on the 10 lines in transition and 14 lines in start-up, we end the year with strong overall utilization (of the lines under contract as of January 1, 2019) and prepared to execute on 2020 targets
- At or near break even free cash flow due to significant startup and transition activity. Will continue our rigorous working capital management and selective use of credit facilities when needed.
- Continue investments in 2019 to drive growth in 2020 and beyond 10 lines in transition and 14 lines in startup
- Continued conversion of our pipeline will necessitate additional facility and/or campus expansion during 2019
- Open a new tooling facility in Juarez, Mexico and expand our tooling resources on a global scale
- Continued use of productivity and throughput improvements
- Leveraging of our investment in the automated pilot manufacturing line to advance our diversification strategy and expand the number of transportation-related production contracts over time



## **2019 EBITDA Guidance Bridge**

(\$ in millions)





# 2019 Key Guidance Metrics and 2020 Targets

	2019 Guidance Updated	2019 Guidance Previous	2020 Target
Total Billings	\$1.45B - \$1.5B	\$1.5B - \$1.6B	\$1.7B - \$1.9B
Net Sales	\$1.45B - \$1.5B	\$1.5B - \$1.6B	\$1.7B - \$1.9B
Adjusted EBITDA	\$80M - \$85M	\$120M - \$130M	\$170M - \$190M
Earnings per Share - FD	(\$0.03) - (\$0.09)	\$1.34 – \$1.45	
Sets	3,200 – 3,300	3,300 – 3,500	
Average Selling Price per Blade	\$135K - \$140K	\$135K - \$140K	
Non-Blade Billings	\$100M - \$105M	\$115M - \$120M	
G&A Costs as a % of Billings (incl. SBC and loss on sale of receivables)	4.0% – 4.25%	4.0% – 4.25%	
Estimated MW	9,400 – 9,700	9,800 – 10,400	
Dedicated Lines - EOY	60 – 63	62 – 65	
Share-Based Compensation	\$7M - \$8M	\$9M - \$9.5M	
Depreciation & Amortization	\$41M - \$42M	\$40M - \$45M	
Net Interest Expense	\$8.5M - \$9.5M	\$8M <b>–</b> \$9M	
Capital Expenditures	\$95M - \$100M	\$95M – \$100M	
Effective Tax Rate	NM	20% – 25%	

Note: References to lines relate to wind blade manufacturing lines



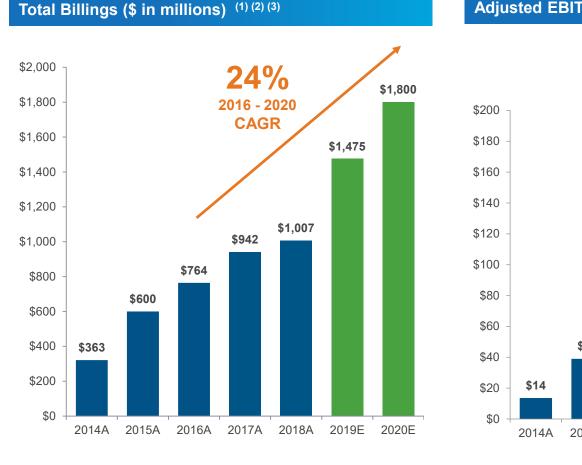
## **2019 Startup and Transition Guidance Metrics**

	Q1A	Q2F	Q3F	Q4F	2019 Guidance Updated	2019 Guidance Previous
Lines Installed – end of period <sup>(1)</sup>	49	50	48	48	48 - 50	50 – 52
Lines in Startup – during period	13	13	10	4	14	14
Lines in Transition – during period	5	7	8	4	10	10
Startup Costs	\$16.1M	\$14.4M – \$15.0M	\$7.5M - \$8.0M	\$5.0M - \$5.9M	\$43.0M - \$45.0M	\$30.0M - \$33.0M
Transition Costs	\$2.1M	\$9.0M – \$9.5M	\$8.0M - \$8.5M	\$3.0M - \$3.9M	\$22.1M - \$24.0M	\$22.0M - \$25.0M
Line Utilization % (based on 50 lines in Q1/Q2 and 48 lines in Q3/Q4)	64%	73% - 75%	90% - 92%	95% - 97%	80% - 82%	84% – 86%
Sets	662	733 - 768	875 - 903	930 - 967	3,200 – 3,300	3,300 – 3,500

Note: References to lines relate to wind blade manufacturing lines (1) Assumes Senvion lines get deinstalled at the end of Q2



### **Strong Financial Performance and Outlook**







<sup>(1)</sup> Estimates for 2019 and 2020 are shown at the midpoint of ranges provided. See appendix for reconciliation of non-GAAP financial data.

<sup>(3) 2016</sup> and 2017 as restated per the Company's retroactive adoption of ASC 606.



<sup>2)</sup> We have not reconciled our total expected billings for 2019 or 2020 to expected net sales under GAAP or 2020 expected Adjusted EBITDA to expected Net Income because we have not yet finalized calculations necessary to provide the reconciliations and as such the reconciliations are not possible without unreasonable efforts.

### **Compelling Return on Invested Capital on New Plants**

## Illustrative Manufacturing Facility Expansion Assumptions

- · 6 lines per plant
- Total invested capital of \$60 million (CapEx and Startup Losses)
- Gross margin of 15%
- Illustrative effective tax rate of 25%
- · Full run-rate achieved by end of year 2
- 500,000 sq. ft. per facility leased by TPI
- · Assumes 5 production year supply agreement(s)
- Assumes 25% 30% of annual set volume from a line in startup during the startup year
- Average sets per line per year of 75

#### **Financial Highlights**

- · Steady state revenue of \$210M per year
- \$36M million of annual run-rate EBITDA
- Target hurdle ROIC of 25% over the first five years of production

#### **Illustrative Plant Financial Results**

	Year 0	Year 1	Year 2	Year 3	Year 4	Year 5	Average
Net Sales	\$1	\$132	\$210	\$210	\$210	\$210	\$162
COGS (excluding depreciation)	(8)	(108)	(174)	(174)	(174)	(174)	(\$135)
EBITDA	(\$7)	\$24	\$36	\$36	\$36	\$36	\$27
Taxes	0	(6)	(9)	(9)	(9)	(9)	(7)
Tax-Effected EBITDA	(\$7)	\$18	\$27	\$27	\$27	\$27	\$20
Depreciation	(3)	(5)	(5)	(5)	(5)	(5)	(4)
Net Income	(\$10)	\$14	\$23	\$23	\$23	\$23	\$16
Return on Invested Capital	-17%	23%	38%	38%	38%	38%	26%
Invested Capital	\$60	\$60	\$60	\$60	\$60	\$60	\$60

Note: Return on Invested Capital (ROIC) is calculated as Net Income divided by Invested Capital



# **APPENDIX**

TO COMPOSITES.

### **Balance Sheets**

				De	cember 31,			M	arch 31,
(\$ in thousands)		2014	2015		2016	2017	2018		2019
Assets									
Current assets:									
Cash and cash equivalents	\$	43.592 \$	45,917	\$	119,066 \$	148,113 \$	85,346	\$	78,31
Restricted cash	•	771	1,760	•	2,259	3,849	3,555	Ψ	1,85
Accounts receivable		44,432	72,913		67,349	121,576	176,815		167,20
Inventories		44,017	50,841		5,076	4,112	5,735		6,15
Inventories held for customer orders		55,794	49,594		_	_	_		_
Contract assets		_	_		99,120	105,619	116,708		133.11
Prepaid expenses and other current assets		20,360	31,337		30,657	27,507	26,038		43,29
Total current assets		208,966	252,362		323,527	410,776	414,197		429,94
Noncurrent assets:									
Property, plant, and equipment, net		51,799	67,732		91,166	123,480	159,423		171,88
Operating lease right of use assets		_	_		_	_	_		135,90
Goodwill and other intangibles, net		3.994	3.226		3.624	3,915	7,265		7,20
Other noncurrent assets		8.945	6,600		18,516	7.566	23.970		36,90
Total assets	\$	273,704 \$	329,920	\$	436,833 \$	545,737 \$	604,855	\$	781,84
Current liabilities:  Accounts payable and accrued expenses	\$	66,805 \$	101,108	\$	112,490 \$	167,175 \$	199,078	\$	218,29
	•				440.400	407.475	400.070		0.40.00
Accrued warranty	*	5,916	13,596	•	21,089	30,419	34,236	•	39,53
Current maturities of long-term debt		64,260	52,065		33,403	35,506	27,058		41,56
Deferred revenue		59,476	65,520		_	_	_		_
Contract liabilities		_	_		687	2,763	9,672		7,53
Current operating lease liabilities		_	_		_	_	_		17,00
Customer deposits and customer advances		13,267	8,905		_	_	_		_
Total current liabilities		209,724	241,194		167,669	235,863	270,044		323,93
Noncurrent liabilities:									
Long-term debt		58,464	77,281		89,752	85,879	110,565		117,87
Noncurrent operating lease liabilities		<u> </u>	_		<u> </u>	_	_		123,06
Other noncurrent liabilities		3,260	3,812		8,012	3,441	3,289		3,69
Total liabilities		271,448	322,287		265,433	325,183	383,898		568,56
Convertible and senior redeemable preferred shares and warrants		189,349	198,830		_	_	_		_
Total stockholders' equity (deficit)		(187,093)	(191,197)		171,400	220,554	220,957		213,27
Total liabilities and stockholders' equity	\$	273,704 \$		\$	436,833 \$	545,737 \$	604,855	\$	781,84
Non-GAAP Metric (unaudited):									
Net cash (debt)	\$	(87,547) \$	(90,667)	\$	(6,379) \$	24,557 \$	(53, 155)	\$	(81,94

Source: Year end 2014 through 2018 audited financial statements. 2016 and 2017 as restated per the Company's retroactive adoption of ASC 606. 2019 interim period is unaudited. 7



### **Income Statements**

			Year End	led December 31			Three Months March 31	
(\$ in thousands)		2014	2015	2016	2017	2018	2018	2019
Net sales	\$	320,747 \$	585,852 \$	769,019 \$	955,198 \$	1,029,624	\$ 253,981 \$	299,780
Cost of sales		289,528	528,247	664,026	804,099	882,075	210,988	283,038
Startup and transition costs		16,567	15,860	18,127	40,628	74,708	14,735	18,178
Total cost of goods sold	_	306,095	544,107	682,153	844,727	956,783	225,723	301,216
Gross profit (loss)		14,652	41,745	86,866	110,471	72,841	28,258	(1,436
General and administrative expenses		9,175	14,126	33,892	40,373	48,123	11,163	10,220
Income (loss) from operations		5,477	27,619	52,974	70,098	24,718	 17,095	(11,656
Other income (expense)								
Interest income		186	161	344	95	181	41	51
Interest expense		(7,236)	(14,565)	(17,614)	(12,381)	(10,417)	(3,338)	(1,999
Loss on extinguishment of debt		(2,946)	_	(4,487)	_	(3,397)	_	_
Realized loss on foreign currency remeasurement		(1,743)	(1,802)	(757)	(4,471)	(13,489)	(4,011)	(3,802
Miscellaneous income		539	246	238	1,191	4,650	818	702
Total other expense		(11,200)	(15,960)	(22,276)	(15,566)	(22,472)	 (6,490)	(5,048
Income (loss) before income taxes		(5,723)	11,659	30,698	54,532	2,246	10,605	(16,704
Income tax benefit (provision)		(925)	(3,977)	(3,654)	(15,798)	3,033	(1,957)	4,600
Net income (loss)		(6,648)	7,682	27,044	38,734	5,279	 8,648	(12,104
Net income attributable to preferred stockholders		13,930	9,423	5,471	_	_	_	_
Net income (loss) attributable to common stockholders	\$	(20,578) \$	(1,741) \$	21,573 \$	38,734 \$	5,279	\$ 8,648 \$	(12,104
Non-GAAP Metrics (unaudited):								
Total billings	\$	362,749 \$	600,107 \$	764,424 \$	941,565 \$	1,006,541	\$ 223,701 \$	279,471
EBITDA	\$	11,714 \$	37,479 \$	65,641 \$	88,516 \$	42,308	\$ 20,974 \$	(4,097
Adjusted EBITDA	\$	13,457 \$	39,281 \$	76,300 \$	100,111 \$	68,173	\$ 27,373 \$	2,925

Source: Year end 2014 through 2018 audited financial statements. 2016 and 2017 as restated per the Company's retroactive adoption of ASC 606. 2018 and 2019 interim periods are unaudited.



### **Cash Flow Statements**

			Year Eng	led December 31,				Three Months E March 31,	
(\$ in thousands)		2014	2015	2016	2017	2018		2018	2019
Cash flows from operating activities									
Net income (loss)	\$	(6,648) \$	7.682 \$	27.044 \$	38.734 \$	5,279	\$	8.648 \$	(12,104)
Depreciation and amortization	•	7.441	11.416	13,186	21.698	26,429	•	7.072	10,659
Share-based compensation expense				9,902	7.124	7,795		2.388	985
Amortization of debt issuance costs and debt discount		715	4.319	4,681	573	336		181	51
Loss on extinguishment of debt		2,946	_	4,487	_	3,397		_	_
Loss on sale of assets		128	187	2	334	4,581		_	2,235
Amortization of discount on customer advances		224	_	_	_			_	
Deferred income taxes		(1,018)	(765)	(6,123)	1,650	(14,912)		_	_
Changes in assets and liabilities		(35,151)	5,561	6,663	4,487	(36,163)		(21,321)	(13,917
Net cash provided by (used in) operating activities		(31,363)	28,400	59,842	74,600	(3,258)		(3,032)	(12,091
Cash flows from investing activities									
Purchase of property and equipment		(18,924)	(26,361)	(30,507)	(44,828)	(52,688)		(11,714)	(18,709
Proceeds from sale of assets		(10,924)	146	(30,307)	850	(32,000)		(11,714)	(10,709
Net cash used in investing activities		(18,924)	(26,215)	(30,507)	(43,978)	(52,688)		(11,714)	(18,709
Cash flows from financing activities									
Proceeds from issuance of common stock sold in initial public offering, net of underwriters discount and offering costs		_	_	67,199	_	_		_	_
Proceeds from issuance of preferred stock		6,846	_	_	_	_		_	_
Net proceeds from (repayment of) debt		77,220	1,554	(15,370)	(8,095)	(8,876)		4,177	17,062
Debt issuance costs		(4,818)	(1,113)	_	(454)	(281)		_	_
Payment on acquisition of noncontrolling interest		(1,625)	(1,875)	_	_	_		_	_
Proceeds from customer advances		4,500	_	_	_	_		_	_
Proceeds from exercise of stock options		_	_	_	1,430	4,284		585	4,572
Repurchase of common stock including shares withheld in lieu of income taxes		_	_	_	(1,264)	(2,859)		(272)	(559
Net cash provided by (used in) financing activities		82.123	(1,434)	51.829	(8,383)	(7,732)		4,490	21,075
Impact of foreign exchange rates on cash, cash equivalents and restricted cash		(43)	(330)	(1,515)	335	617		386	993
Net change in cash, cash equivalents and restricted cash		31,793	421	79,649	22,574	(63,061)	_	(9,870)	(8,732
Cash, cash equivalents and restricted cash, beginning of year		18,000	49.793	50.214	129.863	152,437		152,437	89,376
Cash, cash equivalents and restricted cash, end of year	\$	49,793 \$	50,214 \$	129,863 \$	152,437 \$	89,376	\$	142,567 \$	80,644
Non-GAAP Metric (unaudited):									
Free cash flow	\$	(50,287) \$	2,039 \$	29,335 \$	29,772 \$	(55,946)	\$	(14,746) \$	(30,800

Source: Year end 2014 through 2018 audited financial statements. 2016 and 2017 as restated per the Company's retroactive adoption of ASC 606. 2018 and 2019 interim periods are unaudited.



### **Non-GAAP Reconciliations**

#### Net sales is reconciled to total billings as follows:

		Three Months Ended March 31,						
(\$ in thousands)	 2014	2015	2016	2017	2018		2018	2019
Net sales	\$ 320,747 \$	585,852 \$	769,019 \$	955,198 \$	1,029,624	\$	253,981 \$	299,780
Blade-related deferred revenue at beginning of year <sup>(1)</sup> Blade-related deferred revenue at end of year <sup>(1)</sup>	(20,646) 59,476	(59,476) 65,520	_	_	_		_	_
Change in gross contract assets  Foreign exchange impact (2)	— 3,172	— 8,211	(10,094) 5,499	(13,437) (196)	(15,011) (8,072)		(24,396) (5,884)	(17,056) (3,253)
Total billings	\$ 362,749 \$	600,107 \$	764,424 \$	941,565 \$	1,006,541	\$	223,701	279,471

#### Net income (loss) is reconciled to adjusted EBITDA as follows:

		Three Months Ended March 31,					
(\$ in thousands)	2014	2015	2016	2017	2018	2018	2019
Net income (loss)	\$ (6,648) \$	7,682 \$	27,044 \$	38,734 \$	5,279	\$ 8,648 \$	(12,104)
Adjustments:							
Depreciation and amortization	7,441	11,416	13,186	21,698	26,429	7,072	10,659
Interest expense (net of interest income)	7,050	14,404	17,270	12,286	10,236	3,297	1,948
Loss on extinguishment of debt	2,946	_	4,487	_	3,397	_	_
Income tax provision (benefit)	 925	3,977	3,654	15,798	(3,033)	1,957	(4,600)
EBITDA	 11,714	37,479	65,641	88,516	42,308	20,974	(4,097)
Share-based compensation expense	_	_	9,902	7,124	7,795	2,388	985
Realized loss on foreign currency remeasurement	1,743	1,802	757	4,471	13,489	4,011	3,802
Loss on sale of assets	 _	_	_	_	4,581		2,235
Adjusted EBITDA	\$ 13,457 \$	39,281 \$	76,300 \$	100,111 \$	68,173	\$ 27,373 \$	2,925

Note: Footnote references are on the following page.

Source: Year end 2014 through 2018 audited financial statements. 2016 and 2017 as restated per the Company's retroactive adoption of ASC 606. 2018 and 2019 interim periods are unaudited.



#### **Non-GAAP Reconciliations**

#### (Continued)

(1) Total billings is reconciled using the blade-related deferred revenue amounts at the beginning and the end of the year as follows:

	Υ.	ear Ended [	De ce	mber 31,
(\$ in thousands)		2014		2015
Blade-related deferred revenue at beginning of year  Non-blade related deferred revenue at beginning of year	\$	20,646 757	\$	59,476
Total current and noncurrent deferred revenue at beginning of year	\$	21,403	\$	59,476
Blade-related deferred revenue at end of year  Non-blade related deferred revenue at end of year	\$	59,476	\$	65,520
Total current and noncurrent deferred revenue at end of year	\$	59,476	\$	65,520

(2) Represents the effect of the difference in the exchange rates used by our various foreign subsidiaries when converted to U.S. dollars on the net sales and deferred revenue (for 2014 and 2015) and on contract assets (for 2016 – 2018) as of period end.

#### Net cash (debt) is reconciled as follows:

		March 31,						
(\$ in thousands)	2014	2015	2016	2017	2018	2018		2019
Cash and cash equivalents	\$ 43,592 \$	45,917 \$	119,066 \$	148,113 \$	85,346	\$ 138,84	1 \$	78,319
Less total debt, net of debt issuance costs and discount	(120,849)	(129,346)	(123, 155)	(121,385)	(137,623)	(125,74	3)	(159,438)
Less debt issuance costs and discount	(10,290)	(7,238)	(2,290)	(2,171)	(878)	(1,99	0)	(827)
Net cash (debt)	\$ (87,547) \$	(90,667) \$	(6,379) \$	24,557 \$	(53, 155)	\$ 11,10	8 \$	(81,946)

Source: Year end 2014 through 2018 audited financial statements. 2018 and 2019 interim periods are unaudited.



#### **Non-GAAP Reconciliations**

(Continued)

#### Free cash flow is reconciled as follows (1):

	Year Ended December 31,								Three Months March 31	
(\$ in thousands)	2014	2015		2016		2017	2018		2018	2019
Net cash provided by (used in) operating activities	\$ (31,363) \$	28,400	\$	59,842	\$	74,600	\$ (3,258)	\$	(3,032) \$	(12,091)
Less capital expenditures	 (18,924)	(26,361)		(30,507)		(44,828)	(52,688)		(11,714)	(18,709)
Free cash flow	\$ (50,287) \$	2,039	\$	29,335	\$	29,772	(55,946)	\$	(14,746) \$	(30,800)

# A reconciliation of the low end and high end ranges of projected 2019 net loss under ASC 606 to projected adjusted EBITDA is as follows (2):

	2019 Adjusted EBITDA Guidance Range							
(\$ in thousands)		Low End	High End					
Projected net loss	\$	(3,000)	\$ (1,000)					
Adjustments:								
Projected depreciation and amortization		41,000	42,000					
Projected interest expense (net of interest income)		9,000	9,000					
Projected income tax provision		15,000	16,500					
Projected EBITDA		62,000	66,500					
Projected share-based compensation expense		7,500	7,500					
Projected realized loss on foreign currency remeasurement		3,500	4,000					
Projected realized loss on sale of assets		7,000	7,000					
Projected Adjusted EBITDA	\$	80,000	\$ 85,000					

<sup>(1)</sup> Source: Year end 2014 through 2018 audited financial statements. 2016 and 2017 as restated per the Company's retroactive adoption of ASC 606. 2018 and 2019 interim periods are unaudited.

<sup>(2)</sup> Figures presented are projected estimates for the full years ending December 31, 2019.



