

# **Investor Presentation**

**SEPTEMBER 2019** 

Generac's mission is to ensure peace of mind by developing power products and solutions that make the world safer, brighter and more productive.



# Investor Relations

CONTACTS

# Aaron Jagdfeld

York Ragen CHIEF FINANCIAL OFFICER (262) 506-6064 InvestorRelations@generac.com





# **Forward Looking Statements**

Certain statements contained in this presentation, as well as other information provided from time to time by Generac Holdings Inc. or its employees, may contain forward-looking statements that involve risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements.

Forward-looking statements give Generac's current expectations and projections relating to the Company's financial condition, results of operations, plans, objectives, future performance and business. You can identify forward-looking statements by the fact that they do not relate strictly to historical or current facts. These statements may include words such as "anticipate," "estimate," "expect," "forecast," "project," "plan," "intend," "believe," "confident," "may," "should," "can have," "likely," "future," "optimistic" and other words and terms of similar meaning in connection with any discussion of the timing or nature of future operating or financial performance or other events.

Any such forward-looking statements are not guarantees of performance or results, and involve risks, uncertainties (some of which are beyond the Company's control) and assumptions. Although Generac believes any forward-looking statements are based on reasonable assumptions, you should be aware that many factors could affect Generac's actual financial results and cause them to differ materially from those anticipated in any forward-looking

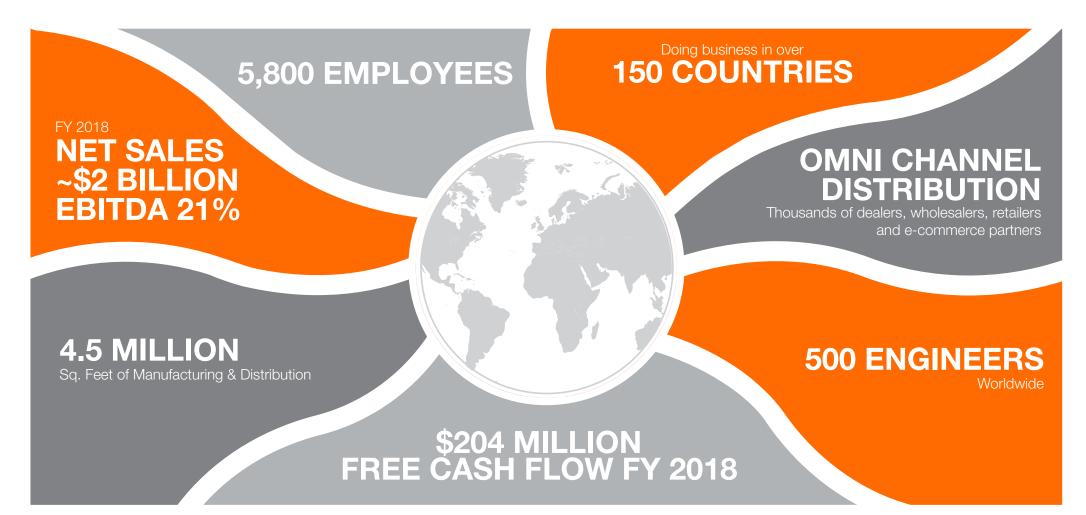
statements, including: frequency and duration of power outages impacting demand for Generac products; availability, cost and quality of raw materials and key components used in producing Generac products; the impact on our results of possible fluctuations in interest rates, foreign currency exchange rates, commodities, product mix and regulatory tariffs; the possibility that the expected synergies, efficiencies and cost savings of our acquisitions will not be realized, or will not be realized within the expected time period; the risk that our acquisitions will not be integrated successfully; difficulties Generac may encounter as its business expands globally or enters new markets; Generac's dependence on its distribution network; Generac's ability to invest in, develop or adapt to changing technologies and manufacturing techniques; loss of key management and employees; increase in product and other liability claims or recalls; failures or security breaches of our networks or information technology systems; and changes in environmental, health and safety, or product compliance laws and regulations affecting our products or operations..

Should one or more of these risks or uncertainties materialize, Generac's actual results may vary in material respects from those projected in any forward-looking statements. A detailed discussion of these and other factors that may affect future results is contained in Generac's filings with the Securities and Exchange Commission ("SEC"), particularly in the Risk Factors section of our 2018 Annual Report on Form 10K and in its periodic reports on Form 10Q. Stockholders, potential investors and other readers should consider these factors carefully in evaluating the forward-looking statements. Any forward-looking statement made by Generac in this presentation speaks only as of the date on which it is made. Generac undertakes no obligation to update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.





# **Generac By The Numbers**





# Mega Trends



# **Disruption of the traditional electrical utility model**

- Regulation Driving Cost
- Technology Enabling Change

# Natural Gas will be the world's fuel for baseload power

- Supply Huge Reserves
- Demand Increasing Uses

# Attitudes around global warming are changing

- Expect More Severe Weather
- Expect More Power Outages
- Expect More Subsidies and Regulation

# Legacy infrastructure needs major investment cycle

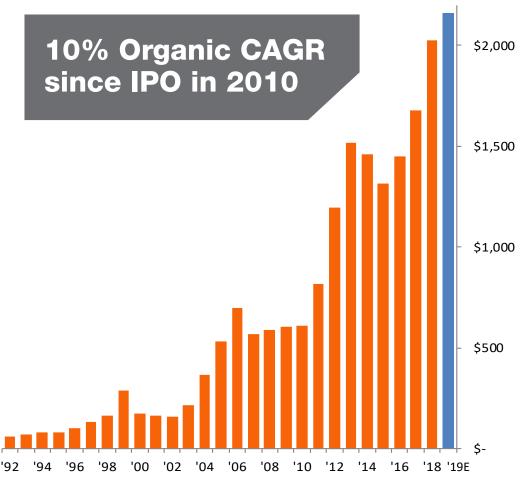
- Overall US infrastructure gets a D+ grade
- Globally things aren't much better

### Telecommunications infrastructure shifting to next generation

- 5G will become telecommunications backbone
- Will enable new technologies



# Macro Investment Themes



Note: \$ amounts in millions. Represents gross sales excluding freight revenue. Excludes "Portable Product" sales prior to the division's divestiture in 1998. Figures include results from acquisitions completed during 2011 – present; see slide titled "Summary of Acquisitions" for further details.

### **Creating a Leading "Energy Technology" Company**

### **Power Quality Issues Continue To Increase**

- Aging grid & aging population dependent on power
- 510 million outage hours in the US over the last year (28% CAGR since 2014)
- PG&E shutoffs could cause "major outage events"

### Home Standby Market Growth Opportunity is Massive

- Only 4.5% of US HH's have a HSB today (TAM=52M HH's)
- Every 1.0% of penetration is a \$2b market (at retail)
- Generac's 75%+ share due to unique go to market strategy

### **Natural Gas Generators Driving Superior Growth Rates**

- Cleaner, greener & more cost effective for on-site power
- US is ~40% gas gen sales annually and growing 2x diesel
- Global opportunity is nascent less than 1% of market

#### **Rollout of 5G Will Require Improved Network Reliability**

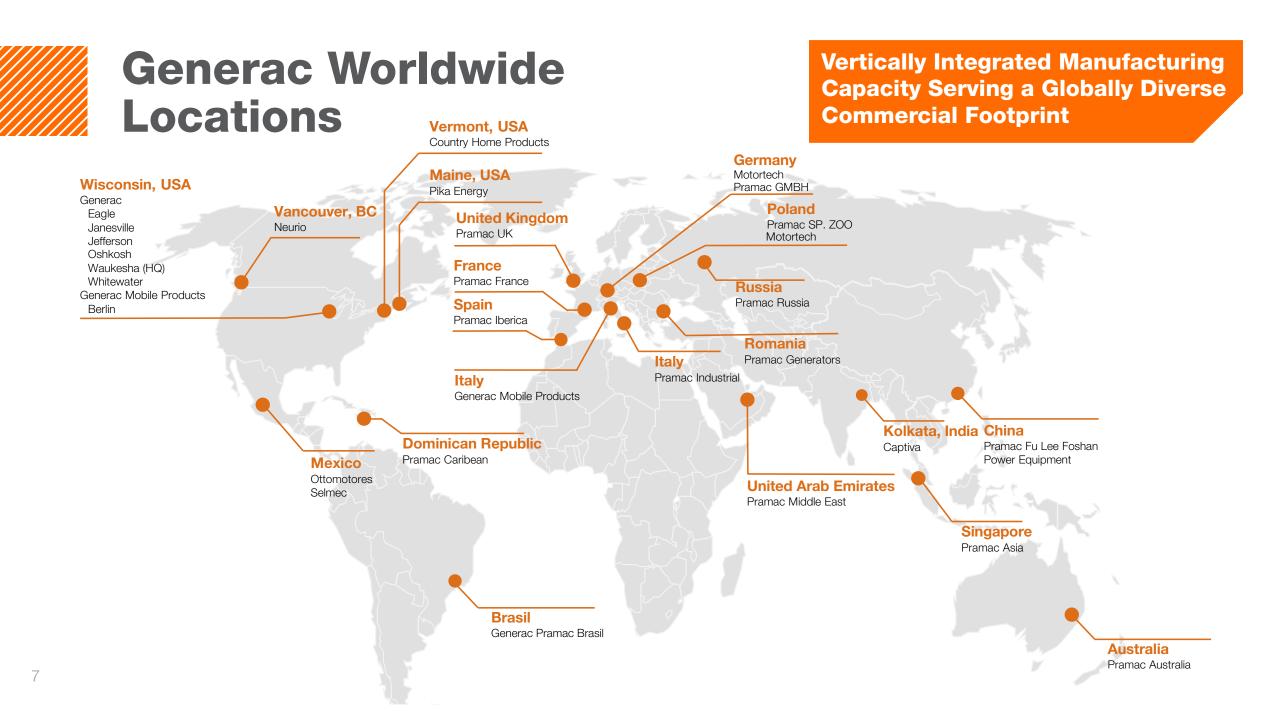
- 5G will enable many new technologies uptime critical
- 330k US sites & only 1/3 have backup Generac #1 supplier

- Technology to rollout globally - Generac footprint can serve

### **Energy Storage & Monitoring Markets Developing Quickly**

- New markets focused on energy cost reduction
- Battery cost and performance continue to improve
- Generac uniquely positioned with distribution, marketing & brand







### Power **Platforms**



### **Consumer Power Products**

Air-cooled Home Standby Generators

Liquid-cooled Home Standby Generators

Portable & Inverter Generators

	Prime and emergency backup for: - Residential - Light Commercial
	Construction
er	Recreation



### **Outdoor Chore Products**

Pressure washers Water pumps Field & brush mowers Trimmer mowers Chippers & shredders Log splitters Lawn & leaf vacuums Stump grinders

Wide variety of property maintenance applications for: - Residential - Larger-acreage properties - Light commercial

- Municipal
- Farm



### **C&I Stationary Products**

Larger kW & Container Gensets

Industrial Stationary Generators

Commercial Stationary

- Complete lines of diesel & natural gas generators

Generators

Prime and emergency backup for:

- Healthcare
- Telecom/Data Centers
- Municipal
- Manufacturing
- Distribution
- Hospitality
- Restaurants - Retail







믦

Heaters & Pumps

- Mining - Special Events

**Mobile Power Products** 

- Road Development
- General Rental needs

Support equipment for:

- Construction

- Oil and Gas







# **Growth Drivers**



### **Consumer Power Products**

**Key drivers:** Aging and under-invested grid, favorable demographics, heightened power outages

**Low penetration of emerging HSB category:** ~4.5% of addressable households within the U.S.

**Market leader:** Leading share of domestic HSB market; With significant competitive advantages high-20% share of portable generator market

**Key strategic initiatives:** Further improve lead generation, close rates and reduce total system cost

**Connectivity:** Driving deeper engagement with customers and distribution partners

### **C&I Stationary Products**

Natural gas generators: Gaining share vs. diesel
Market share gains: Larger-kW product offering, distribution optimization, sales process excellence
International Expansion: Acquisitions accelerate expansion

into other regions of the world

New Market Opportunities: Expansion of gaseous-fueled products into prime, continuous and CHP applications Low penetration: Within the light commercial/retail market Telecom: Growing importance of backup power for critical telecommunications infrastructure





### **Outdoor Chore Products**

Housing drives market growth: Need for outdoor power equipment grows alongside housing starts
Trend toward pro market: Capitalize on growing trend in lawn and garden industry of "do it for me" with products for the pro market
Leverage current D2C customer base: Introducing new products to capture more share of wallet
Expand distribution: Products for outdoor power equipment dealers and other B2B partners

**Supply Chain and Operational Synergies:** Leverage air-cooled engine volumes and consolidated manufacturing footprint to improve cost position.

### **Mobile Power Products**

Secular shift toward renting: Mobile products platform benefiting from shift toward renting in lieu of buying
Diversification into new products: Entry into adjacent "engine-powered" rental equipment categories, both organically and through acquisitions

**Long-term increased infrastructure spending:** Macro opportunity of increased spending stimulus to improve aging domestic infrastructure

**Long-term domestic energy production:** Multi-decade upcycle for mobile support equipment that is essential to oil & gas drilling and production sites





# **Global Distribution Channels**

Residential and C&I Dealer Network

International network of over 6,000 dealers

Installation and after sale service support

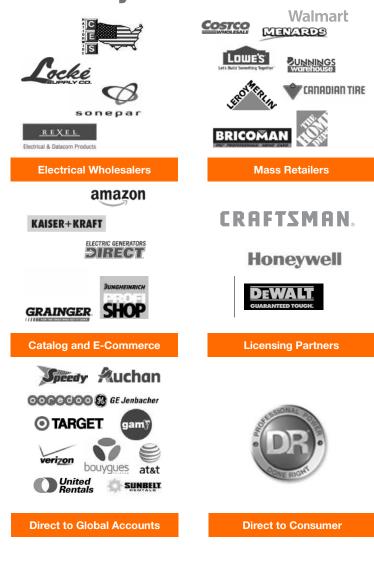
Work with professional engineering firms to develop customized solutions

Over 5,000 technicians trained every year

Support for global large account sales

# Significant Omni-Channel Distribution

### **Other Key Channels**







# **Introducing Generac Clean Energy Solutions**



# **Rapidly Developing Market Opportunity**

Desire to reduce green house gases. Aggressive emission reduction targets being put in place.

Solar and battery prices down approximately 60% since 2012 and projected to continue.

Universal desire to save money. Utility bills rising annually. More consumers want to take control and reduce their bills. Preference to use renewable energy solutions.

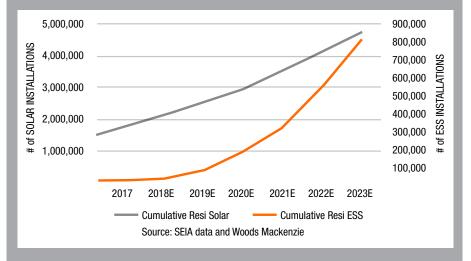
Increased power outages. Energy Storage Systems (ESS) add grid resiliency.

Environmental culture combined with growing energy costs drive global demand.

### US Residential ESS Market \$2.3B; Global Market ~\$4.6B

GENERAC

60 YEARS



Expecting 104% CAGR from 2017 to 2023 results in a significant opportunity



# **Generac Clean Energy Investments**



**Neurio** Vancouver, BC Acquired 03/13/2019

The leading energy data company focused on metering technology and sophisticated analytics to optimize energy use

Staffed by teams of data scientists, firmware and software engineers

In-house app development team

Combined we share a vision to develop groundbreaking technologies that modernize the way electricity is generated, stored, and used



ESS (Energy Storage System)



**Pika** Portland, Maine Acquired 04/26/2019

- Leading manufacturer of smart storage solutions and smart batteries
- Founded by MIT engineers

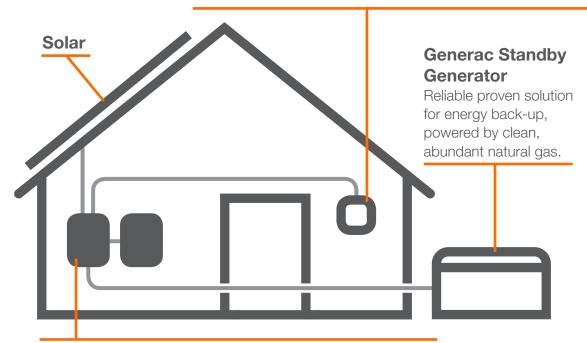
Deep knowledge of power electronics

Innovative products with impressive I.P. portfolio

# **Clean Energy Homes are Here Today**

**Generac Home Energy Management System** 

Reduces energy consumption by providing actionable insights of how home energy is consumed and how to save money.



#### **Generac PWR Cell**

Stores excess solar power or low cost grid power so you can power your home during the evening peak hours, increasing ROI of solar investment.

### **Why Generac**

**Brand:** Generac is the leading brand of residential power solutions with millions of households protected by home standby generators

**Distribution:** Over 6,000 Generac dealers well positioned to sell, install and support ESS with an additional ~30,000 other distribution points (i.e. Retail, Wholesale, E-Comm) Global distribution positioned to penetrate internationally

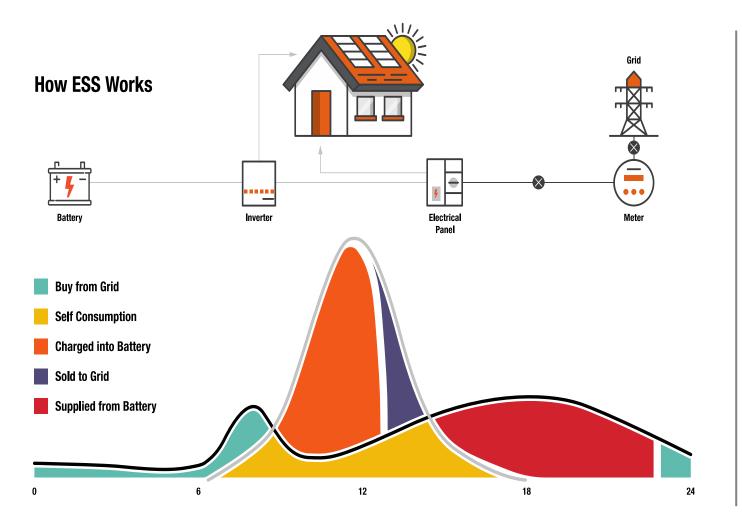
**Demand Creation:** Generac has developed best in class demand creation capabilities, tools and infrastructure (consumer targeting, infomercials, PowerPlay, In-Home Consultations (IHCs) and digital marketing) results in efficient customer acquisition

**Technical Expertise:** Generac knows home electrical systems, power electronics, load management and all associated codes and standards (UL, CSA, NEC, CPSC, etc.)

**Utility Companies:** Generac has key relationships with utility companies who have high interest in behind the meter ESS



## How ESS Works





Solar + Storage enables "optimized" home energy decisions

Time shift solar to off-set peak demand periods

Growth of solar net metering causing grid challenges

Battery provides short-term back-up power during outages

# ESS is a space we believe could be as meaningful as HSB in 5-10 years

### **Clean energy investment highlights**

Fits global distribution and go to market strategies

Neurio and Pika are leaders in energy management and storage

Favorable environment for product adoption globally

Products fit well with commercial and industrial categories

Non seasonal business

Incremental platform for growth

Emerging market opportunity with no clear leader





# 2019 Enterprise Strategy

### **Grow:**

Further expand market penetration in North America while establishing traction for these products globally.

### Lead:

Capitalize on the global growth of natural gas fuel as an available and affordable energy source. Leverage Generac's expertise in gaseous engines to expand applications beyond standby power.



### Gain:

We gain share by innovating and we expand our opportunity for growth by doing the hard work of pioneering new products and markets.

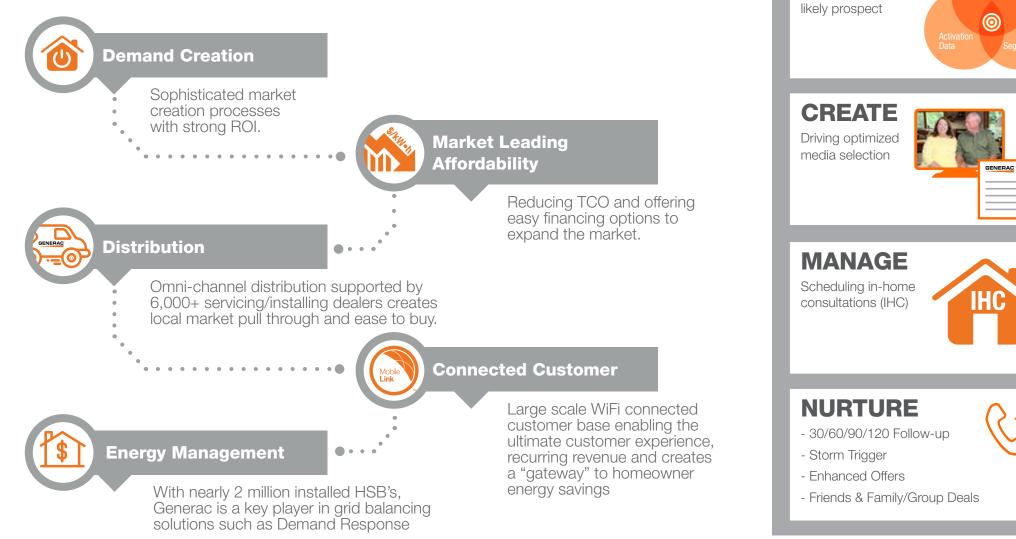
### **Connect:**

By being connected to the devices we manufacture we will drive additional value to our customers and our partners over the product lifecycle.

# POWERING OUR FUTURE



# **Grow: Unique Generac Capabilities**



### PowerPlay Sales Process

\$

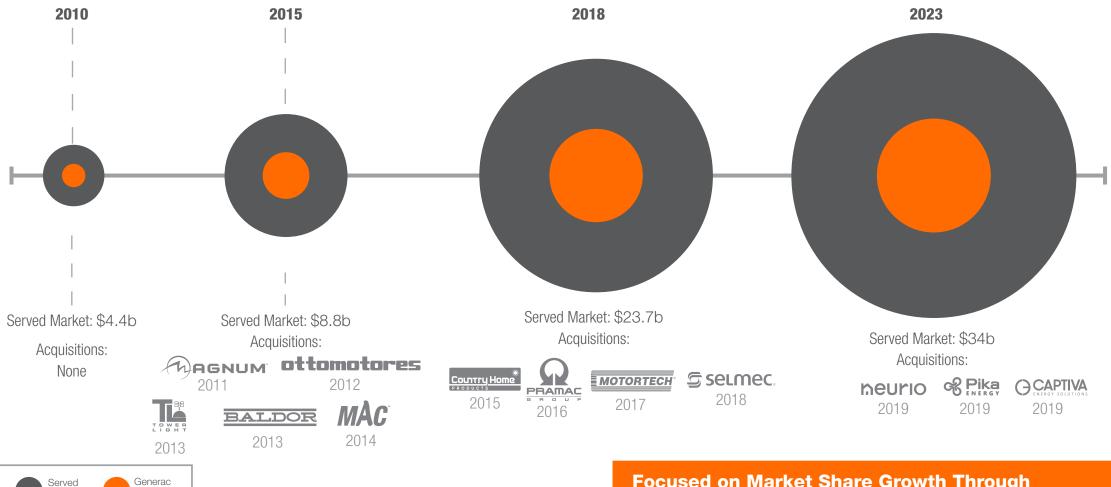
TARGET Finding the "most"



18



### **Expecting served market growth of 8x through diversification**



Focused on Market Share Growth Through Product Innovation and Geographic Expansion

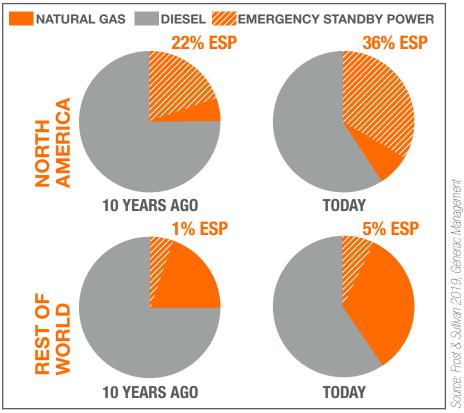
Market

Share



# Lead Gas: Clean, Abundant, Low Cost and Transportable

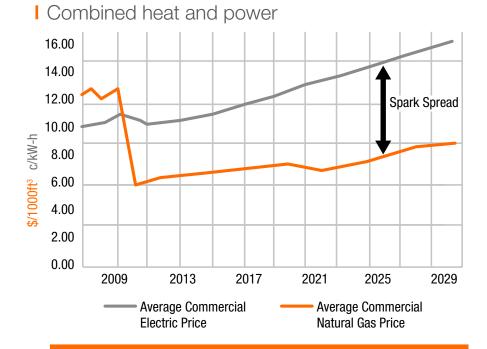
Market Increasingly Favors Natural Gas Over Diesel



Generac product and distribution well suited to accelerate transition from traditional diesel fuel to clean burning, affordable natural gas.

### **New Opportunities Beyond Standby**

- I Demand response/grid support
- Decentralized or "on site" power generation; micro-grid



Long term, low and stable natural gas prices drives opportunity for Generac gas products that are used in beyond standby applications.





# **Connect: Increasing Engagement with our Customers**



### **OWNERSHIP EXPERIENCE**

Remote monitoring drives enhanced ownership experience and higher level of engagement



### **ENERGY MANAGEMENT**

Enhancing the grid by partnering with utilities and creating demand response solutions



### **RECURRING REVENUE**

Tiered business model adds revenue and profit to the entire value chain



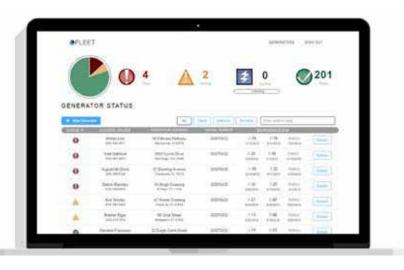
### **ENABLING DEALERS**

Software tools to help dealers with generator fleet management. Improves attachment of Dealers to Generac



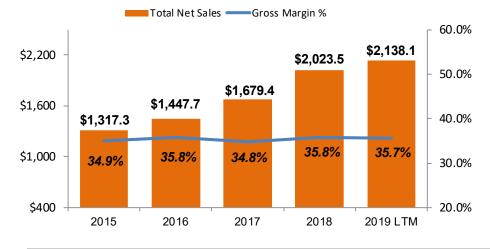
Using data to drive more value streams, customer retention, and product improvements





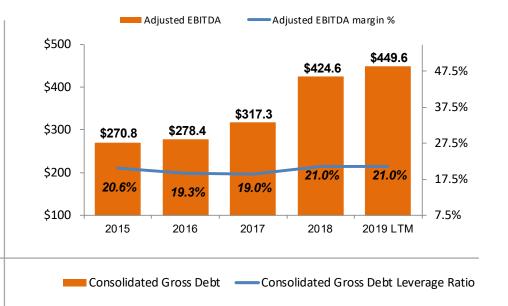


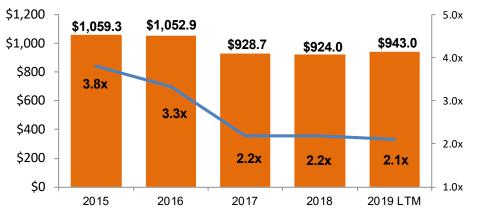
# **Financial Summary**



#### **Free Cash Flow**



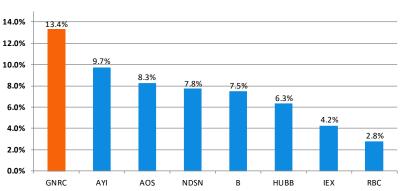




Note: Gross margin for 2016 excludes a \$2.7 million non-recurring charge relating to business optimization and restructuring costs to address the significant and extended downturn in capital spending within the oil & gas industry and a \$3.4 million non-recurring expense related to a pre-tax purchase accounting inventory step-up adjustment related to Pramac. Adjusted EBITDA margin for 2016 through 2019 calculated using adjusted EBITDA before deducting for non-controlling interest. Consolidated net debt leverage ratio for 2016 through LTM 2019 calculated using adjusted EBITDA attributable to the Generac.

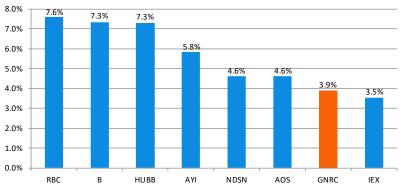


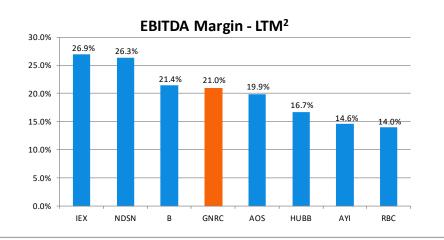
# Relative Performance (Compared with Industrial Technology Peers)



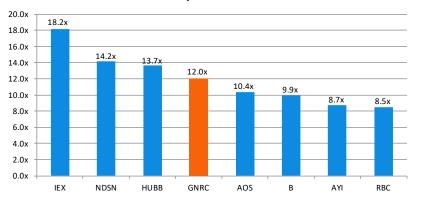
#### 8 Year Sales CAGR (2011 - 2019E)<sup>1</sup>







EV / EBITDA<sup>4</sup>



Source: Thomson One, Company Filings Note: Charts for Free Cash Flow Yield and Enterprise Value / NTM EBITDA use closing share prices as of July 29, 2019.

(1) Figures represent a 8 year compound annual growth rate calculated by comparing the base year 2011 to the analyst consensus revenue forecast for 2019 for each company.

(2) Adjusted EBITDA figures were used for GNRC. For all other companies, EBITDA is calculated as Operating Income plus D&A.

(3) Determined by taking the ratio of FCF (Operating Cash Flow less Capex) on an LTM basis compared to Market Capitalization.

(4) Based on recent Enterprise Value to consensus NTM EBITDA estimates.



# **Capital Deployment Priorities**



				2016-2018 \$
1	Organic Growth	Invest in technology, innovation, and R&D capabilities Capacity expansion; Global systems; High ROI automation	Asset Lite	~100m
2	Pay Down Debt	Target 2-3x leverageTerm Loan and ABL mature 2023\$500mm notional swapped fixed	Deleveraging Story	~200m
3	M&A	<ul> <li>Demonstrated ability to execute; 14 deals since 2011</li> <li>Accelerates "Powering Our Future" strategic plan</li> <li>Seek high synergy opportunities with above WACC returns</li> </ul>	Accelerate the strategy	~150m
4	Return of Capital	As future cash flow permits, will evaluate options opportunistically \$250mm remaining on current share repurchase authorization	Opportunistic	~200m

Disciplined and balanced capital deployment creates value for shareholders



2016 2010







Expect to Utilize Strong Free Cash Flow Generation to Increase Shareholder Value

Consolidated net sales: increase between 6 to 7% (base outage case); core organic sales increase 4 to 5%. Major outages could add approximately 5% of incremental revenue growth.

Adjusted EBITDA margins: approximately 20.0% (base outage case) to 21.0% (major outage case)

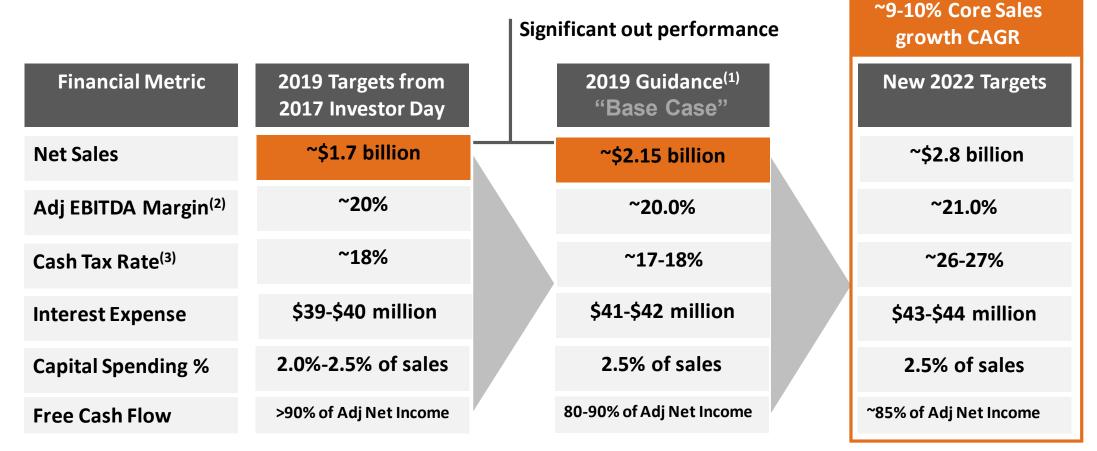
Cash income tax rate approximately 17% to 18% of pretax income

Free cash flow conversion of adjusted net income of ~80 to 90%





# Long-Range Plan Update: Updated 3-Year Targets



GENERAC

60 YEARS

(1) Assumes mid-point of "Base Case" outlook as reported on <u>August 1, 2019</u>.

(2) Calculated using adjusted EBITDA before deducting for non-controlling interest.

(3) Annual tax shield of \$30 million remains in place through 2021.

(4) Excludes potential M&A activity.

# Long-Range Plan Update: 2019E Base to 2022 Target

### **By Segment:**

	Domestic	International	Total
Core Sales Growth:			
GDP & Initiatives	6 to 7%	7 to 8%	6 to 7%
Major Event	1%	0%	1%
Clean Energy	<u>2%</u>	<u>2%</u>	<u>2%</u>
Total	9 to 10%	9 to 10%	9 to 10%

### **By Product Class:**

	Commercial Residential & Industrial		Total
Core Sales Growth:			
GDP & Initiatives	6 to 7%	6 to 7%	6 to 7%
Major Event	1%	0%	1%
Clean Energy	<u>4%</u>	<u>0%</u>	<u>2%</u>
Total	11 to 12%	6 to 7%	9 to 10%



### **Key Initiatives**

**Consumer Power:** Grow dealer count; improve HSB close rate; replacement cycle; connectivity; new home penetration; California

**Clean Energy:** Combined capabilities of Generac, Pika & Neurio to rapidly develop energy storage and energy management markets

**Chore:** Drive innovation through new product development; expand OPE & Hardware presence; optimized lead generation

**C&I Stationary:** Grow natural gas standby market; develop "Beyond Standby" market opportunities; increase market coverage via direct sales force; 5G driving increased telecom penetration

**C&I Mobile:** Channel and product line buildout; after-market support focus; national rental replacement cycle rebound

**International:** Grow natural gas markets; global telecom market; "Beyond Standby"; clean energy global opportunity



+30bps

21.0%

2022

Target

+30bps

# Long-Range Plan Update: Adjusted EBITDA Margin Bridge

### Consolidated

~20% 2019E → ~21% 2022 Target

Price / PEP (Profitability Enhancement Program) to more than offset inflationary cost pressures / tariffs

- Corporate-wide focus on PEP Program drives margin improvement culture
- Favorable mix given stronger Residential growth

Expect ~+30bps operating leverage on organic growth... scaling infrastructure to support growth

### 20.0% 19.0% - 20.0% 18.0% - 2019E Price / Cost / Mix Operating PEP Leverage

### **Domestic Segment**

~23-24% 2019E → ~23-24% 2022 Target

### International Segment

I ~8% 2019E → ~10-12% 2022 Target before deducting for non-controlling interest

+40bps

### **AdjustedEBITDA Margin**

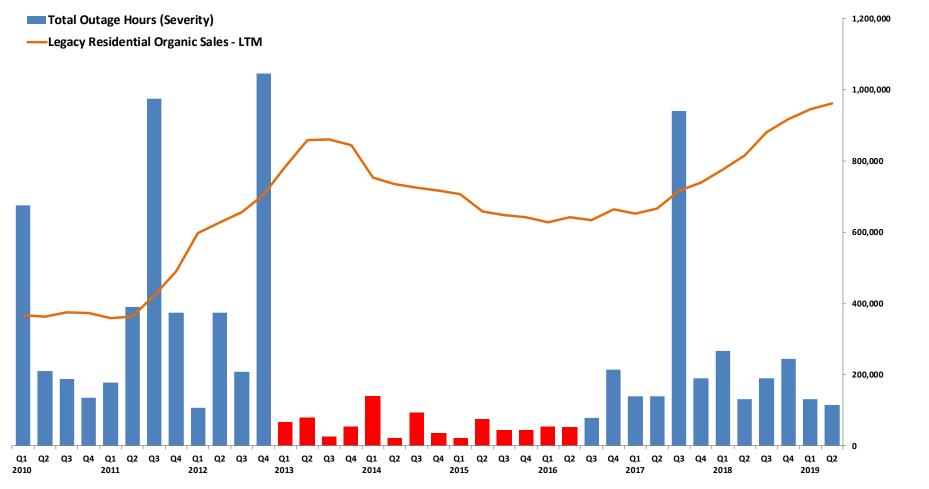
22.0%

21.0%



# **Expanding Power Outage Severity**<sup>(1)</sup>

Elevated Baseline Outages + Major Event = Catalysts for Growth





(1) Represents power outage hours for mainland U.S. only



# Summary of Acquisitions

OCT.

2011

AUG.

2013

NOV.

2013

### MAGNUM

Magnum Products is a leading manufacturer of high-quality light towers, and mobile generators. **Berlin, WI** 

#### DEC. 2012

Leading manufacturer of industrial power generation equipment in Mexico and other parts of Latin America. **Mexico City, Mexico** 



Mobile light towers for EMEA and other international markets **Milan, Italy** 



Expands domestic offering of standby and prime-duty gensets up to 2.5 MW **Oshkosh, WI** 

# MAC

MAC is a leading manufacturer of premiumgrade commercial and industrial mobile heaters within the U.S. and Canada. **Bismarck, ND** 

OCT.

2014

AUG.

2015

MAR.

2016

JAN.

2017

# Country Home

Expands chore-related products line-up and provides additional scale to the residential engine-powered tools platform **Vergennes, VT** 



Stationary, mobile and portable generators sold into over 150 countries worldwide **Siena, Italy** 

MOTORTECH°

Gaseous-engine control systems and accessories sold to engine OEMs and aftermarket customers **Celle, Germany** 

### Sermec°

Larger kW and container gensets; service and remote monitoring platform for Latin America market

JUN.

2018

FEB.

2019

MAR.

2019

APR.

2019

#### Mexico City, Mexico

G CAPTIVA ENERGY SOLUTIONS

Captiva Energy Solutions, founded in 2010 and headquartered in Kolkata, India specializes in customized industrial generators. **Kolkata, India** 

### neurio

The leading energy data company focused on metering technology and sophisticated analytics to optimize energy use **Vancouver, BC** 

Leading manufacturer of smart storage solutions and smart batteries **Portland, Maine** 

### Acquisitions used to accelerate Powering Our Future strategy

Revenue synergies

New products, customers, end markets

Numerous cross-selling opportunities

Geographic and international expansion

Cost synergies

Strategic global sourcing initiatives

Innovation and costreduction engineering

Adopt Generac's lean cost culture

Operational excellence focus

Smaller acquisitions of Gen-Tran completed in February 2012 (manual transfer switches for portable generators -Alpharetta, GA) and Pramac America in September 2017 (portable generators – Marietta, GA)









Results in present value tax savings of ~ \$90 million<sup>(2)</sup> or \$1.40-\$1.50 per share

### Tax attributes and 338(h)10 election overview

\$1.9 billion combined asset basis step-up created through 2006 acquisition of Generac and other acquisitions

Each amortizes over 15 years

Reduces cash tax obligation on average by ~\$33 million per year through 2021

(\$ MM)	TOTAL	2019	2020	2021	2022+
Annual tax amortization	\$394	\$130	\$130	\$107	\$27
Cash tax savings <sup>(1)</sup>	\$100	\$33	\$33	\$27	\$7

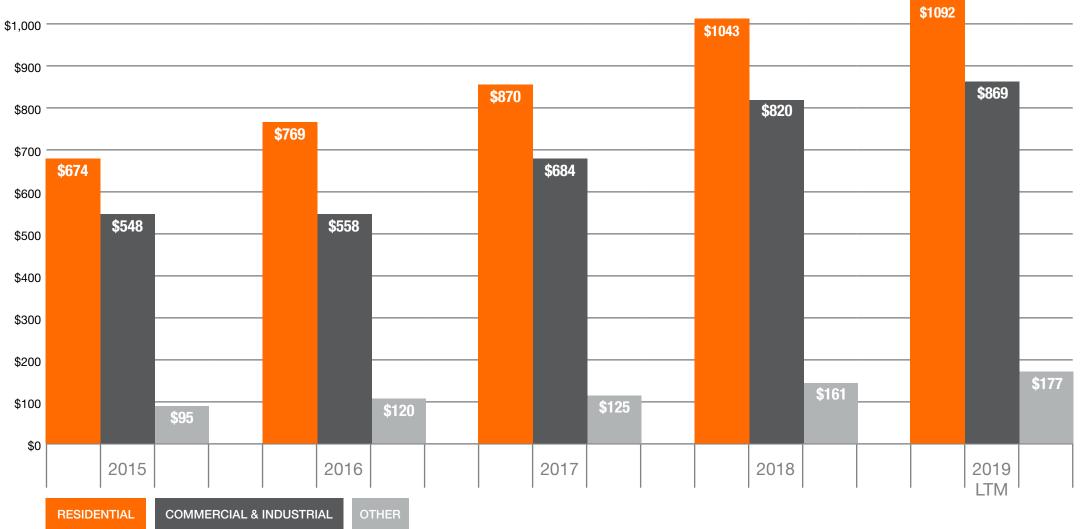
(1) Assuming continued profitability and no limitations at an assumed 25.5% federal and state tax rate.(2) Based on annual discount rate of between 5 and 10%





# Net Sales by Product Class

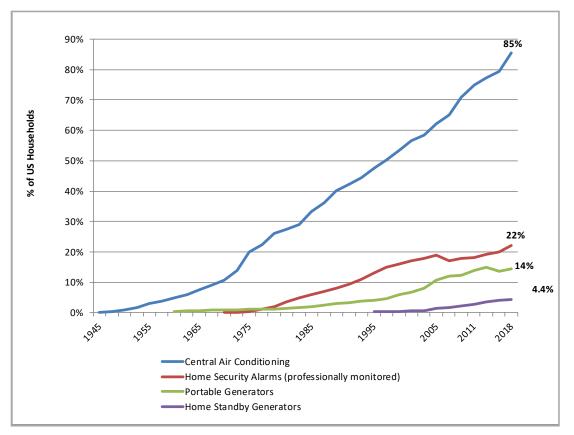




Figures include results from acquisitions completed during 2011 - 2019; see slide titled "Summary of Acquisitions" for further details.

# HSB: A Penetration Story

North American Penetration Opportunity<sup>(1)</sup>



Every 1% of increased penetration equals ~\$2 billion of market opportunity

### Aging Population Fits Demographic

~75% of buyers age 50 and older

~40% of homes valued under \$300k

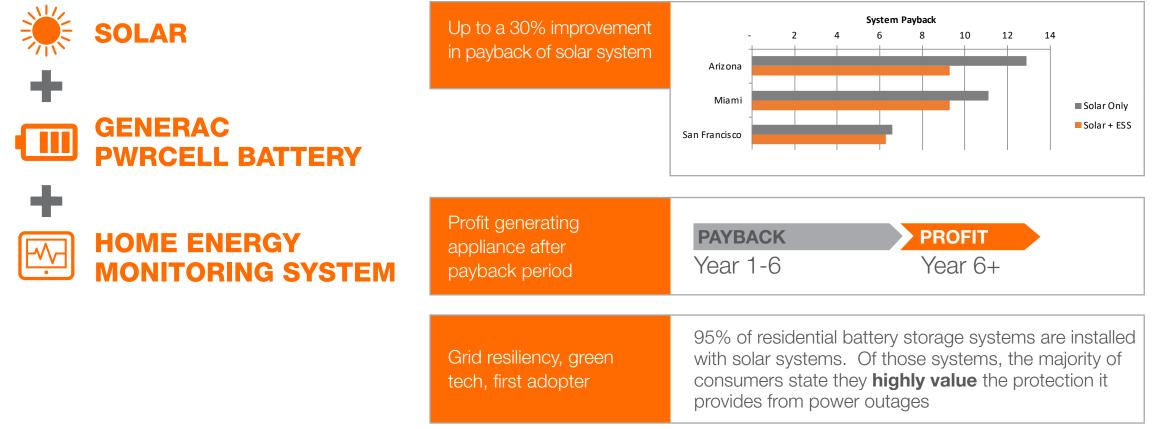
~85% retro-fit application



(1) Source: Company estimates; based on addressable market for HSB generators consisting of all single-family detached, owneroccupied homes valued > \$100K; portables and central A/C use all single-family homes regardless of value; penetration rate for home security alarms was estimated from a variety of industry sources and focuses on the professionally monitored market.



# **Battery Storage System Customer Value Proposition**



Source: NREL System Advisor Model, Management Estimates



# **Q2 2019 & Full Year Financial Overview**

	Actual Q2 2019 (unaudited)	Y/Y % Change	Actual LTM 2019 (unaudited)	Y/Y % Change
Residential	\$268.4	8.9%	\$1,092.1	14.4%
Industrial	230.4	6.9%	869.1	15.2%
Other	43.1	21.3%	176.9	27.0%
Net Sales	\$541.9	8.9%	\$2,138.1	15.7%
Gross Profit	\$195.8	9.7%	762.7	15.4%
% Margin	36.1%		35.7%	
Adjusted EBITDA	\$111.9	11.6%	\$449.6	20.7%
% Margin (1)	20.6%		21.0%	
Net Income - GHI (2)	\$62.0	16.3%	\$258.2	24.6%
Adjusted Net Income - GHI	\$74.9	8.6%	\$308.6	18.9%
Adjusted EPS - GHI	\$1.20	8.0%	\$4.96	<b>19.6</b> %
Free Cash Flow	\$(9.8)	(121.3%)	\$123.9	(50.7%)
Consolidated Gross Debt			\$943.0	
Consolidated Gross Debt Le	verage Ratio		2.1x	

(1) Adjusted EBITDA margin calculated using adjusted EBITDA before deducting for non-controlling interest.

(2) LTM 2018 includes a \$28.4 million non-cash gain largely from the revaluation of the Company's net deferred tax liabilities associated with the enactment of the Tax Cuts and Jobs Act of 2017.





# Adjusted EBITDA Reconciliation

	2015	2016	2017	2018	LTM 2019
Net income	\$77.7	\$97.2	\$159.6	\$241.2	\$260.7
Interest expense	42.8	44.6	42.7	41.0	40.6
Depreciation and amortization	40.3	54.4	52.0	47.4	51.5
Income taxes provision	45.2	56.5	44.1	69.9	73.9
Non-cash write-down and other charges	44.6	7.5	5.8	3.5	2.0
Non-cash share-based compensation expense	8.2	9.5	10.2	14.6	15.5
Loss on extinguishment of debt	4.8	0.6	-	1.3	-
(Gain) loss on change in contractual interest rate	2.4	3.0	-	-	-
Transaction costs and credit facility fees	2.2	2.4	2.1	3.9	4.9
Other	2.4	0.9	0.8	1.8	0.6
Adjusted EBITDA	\$270.8	\$276.5	\$317.3	\$424.6	\$449.6
Adjusted EBITDA attributable to noncontrolling interests	-	(3.8)	(6.1)	(7.8)	(6.4)
Adjusted EBITDA attributable to Generac Holdings, Inc.	\$270.8	\$272.7	\$311.2	\$416.8	\$443.2



# Adjusted EBITDA Reconciliation

Net income to Adjusted EBITDA reconciliation	Three months ended June 30,		LTM Ended June 30,	
	2019 (una	2018 udited)	2019 (un	2018 audited)
Net income attributable to Generac Holdings. Inc.	\$61,958	\$53,261	\$258,170	\$207,248
Net income attributable to noncontrolling interests	(252)	970	2,524	2,752
Net income	61,706	54,231	260,694	210,000
Interest expense	10,452	11,002	40,565	42,101
Depreciation and amortization	14,740	11,600	51,472	49,688
Income taxes provision	18,827	18,382	73,870	52,239
Non-cash write-down and other charges	1,726	1,345	2,021	5,302
Non-cash share-based compensation expense	4,334	3,885	15,500	11,378
Loss on extinguishment of debt	-	1,332	-	1,332
Transaction costs and credit facility fees	413	441	4,879	2,112
Other	(312)	12	554	730
Adjusted EBITDA	111,886	102,230	449,555	374,882
Adjusted EBITDA attributable to noncontrolling interests	(763)	(2,630)	(6,393)	(7,843)
Adjusted EBITDA attributable to Generac Holdings, Inc.	\$111,123	\$99,600	\$443,162	\$367,039





# Adjusted Net Income and Free Cash Flow Reconciliations

Net income to Adjusted net income reconciliation		Three months ended June 30,		LTM Ended June 30,	
	2019 (una	2018 Judited)	2019 (una	2018 audited)	
Net income attributable to Generac Holdings. Inc.	\$61,958	\$53,261	\$258,170	\$207,248	
Net income attributable to noncontrolling interests	(252)	970	2,524	2,752	
Net income	61,706	54,231	260,694	210,000	
Provision for income taxes	18,827	18,382	73,870	52,239	
Income before provision for income taxes	80,533	72,613	334,564	262,239	
Amortization of intangible assets	7,251	5,482	23,591	25,663	
Amortization of deferred financing costs and OID	1,199	1,190	4,758	4,575	
Loss on extinguishment of debt	-	1,332	-	1,332	
Transaction costs and credit facility fees	173	794	2,972	1,506	
Business optimization expenses	73	29	1,027	1,633	
Adjusted net income before provision for income taxes	89,229	81,440	366,912	296,948	
Cash income tax expense	(14,105)	(11, 114)	(55,155)	(33,419)	
Adjusted net income	\$75,124	\$70,326	\$311,757	\$263,529	
Adjusted net income attributable to noncontrolling interests	(222)	(1,383)	(3,174)	(4,030)	
Adjusted net income attributable to Generac Holdings. Inc.	\$74,902	\$68,943	\$308,583	\$259,499	
Free Cash Flow Reconciliation					
Net cash provided by operating activities "Proceeds from beneficial interests in	\$8,043	\$50,689	\$190,184	\$282,703	
securitization transactions"	653	1,062	3,400	4,325	
Expenditures for property and equipment	(18,474)	(5,830)	(69,651)	(35,557)	
Free cash flow	\$(9,778)	\$45,921	\$123,933	\$251,471	