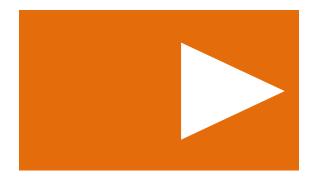
# Investor Presentation August 2018





# **Investor Relations**

# Contacts







Aaron Jagdfeld President & CEO











# **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 and product mix; 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; 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; and changes in environmental, health and safety laws and regulations.

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 2017 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.

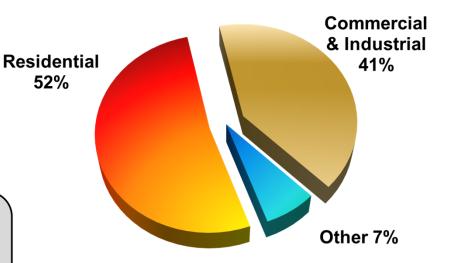
### **About Generac**



Leading designer and manufacturer of a wide range of power generation equipment and other engine powered products

Variety of end markets include residential, light commercial and industrial

# 2018 LTM Sales: \$1.838 billion



network of independent dealers, distributors, retailers, wholesalers and equipment rental companies, and also sold direct to certain end users

Global distribution

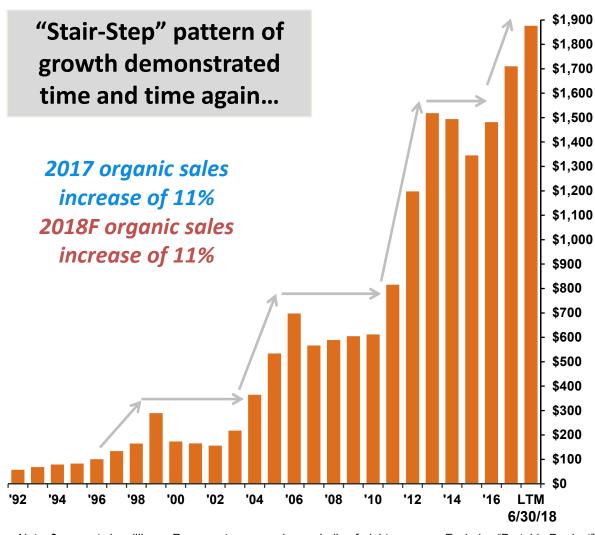
Global manufacturing, distribution, fulfillment and commercial footprint with facilities located in the U.S., Latin America, Europe and Asia.

Approx. **4,600 employees** (as of 1/1/2018)

Eleven acquisitions completed since 2011, including recent strategic acquisition of Selmec

### **Track Record of Innovation & Growth**





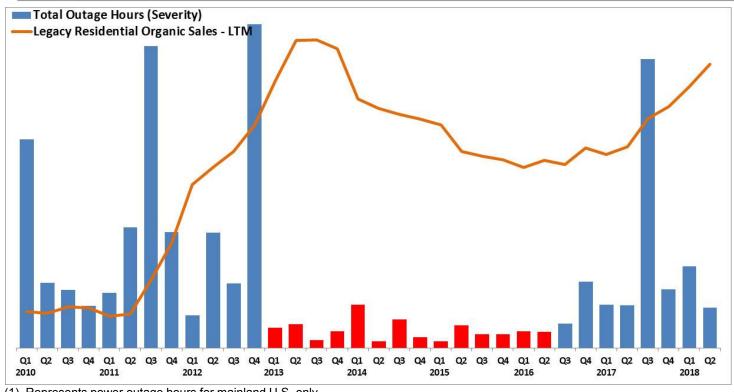
#### History of Innovation Driving Organic Growth

- Commercialized affordable home standby generators and lightcommercial generators
- Differentiated distribution model
- Over 350 engineers on staff as of 12/31/17
- Natural gas and Bi-Fuel<sup>™</sup> expertise
- Modular Power System (MPS) approach for industrial applications
- A.M.P.<sup>™</sup> targeted marketing process and PowerPlay<sup>™</sup> in-home selling solution for home standby generators
- Continued focus on new product introductions

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 – 2017; see slide titled "Summary of Acquisitions" for further details.

# **Expanding Power Outage Severity**(1)





**HOME STANDBY AFTERGLOW DEMAND** 



**PORTABLES REPLENISHMENT** 



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

**NURSING/ASSISTED-LIVING FACILITIES MANDATE** 



**TELECOM RECOVERY** 



LIGHT COMMERCIAL/RETAIL **AWARENESS** 



2017 baseline outages: ~25% higher vs. LT avg; YTD 2018 outages: ~50% higher vs. LT avg

# "Powering Ahead" Strategic Plan



# DRIVE CONTINUED INCREASE IN THE PENETRATION RATE OF HOME STANDBY GENERATORS



- Increase awareness, availability and affordability
- · Generate more sales leads
- · Improve close rates
- · Reduce total overall cost of home standby system
- · Grow residential dealer base
- Continued focus on product expansion & innovation

1% INCREASE IN PENETRATION EQUATES TO A \$2B SALES OPPORTUNITY

# EXPANSION OF C&I PRODUCTS FAVORABLY POSITIONS TO CONTINUE GAINING MARKET SHARE



- · Leverage expanded product offering
- Better optimize distribution partners to market, sell and support expanded product range
- Expand relationships with specifying engineers to increase spec rates
- Sales process excellence to improve quoting and close rates

1% INCREASE IN MARKET SHARE EQUATES TO A \$35M SALES OPPORTUNITY

# CAPITALIZE ON OUR COMPETITIVE ADVANTAGES WITH GASEOUS-FUELED PRODUCTS



- Leverage deep technical capabilities for gaseousfueled products, including recent Motortech acquisition
- Capitalize on faster-growing natural gas generator market vs. diesel
- Explore new gaseous-generator related market opportunities
- · Natural gas viewed more favorably as a cleaner fuel

\$5B MARKET GLOBAL GAS MARKET OPPORTUNITY - CURRENTLY SERVE ~\$2B

# GROWING AND IMPROVING PROFITABILITY WITHIN OUR GLOBAL BUSINESS



- Leverage global footprint to serve over \$13B annual market outside of U.S. & Canada
- Improve margins by executing on several revenue and cost synergies
- Drive organic growth in existing markets with additional investment and focus, including gaseousfueled products opportunity
- Expand into additional regions through organic means and acquisitions

GLOBAL FOOTPRINT TO SERVE \$13.5B MARKET OUTSIDE OF US & CANADA

## **Global Distribution Channels**



#### RESIDENTIAL AND C&I DEALER NETWORK

- International network of over 6,000 dealers
- Legacy Generac domestic network
  - ~5,900 residential & light commercial dealers
  - ~135 industrial distributor and GAIN dealer locations
- Installation and after sale service support

- Work with professional engineering firms to develop customized solutions
- Over 4,000 technicians trained every year
- Support for global large account sales
- Multiple programs to support all product segments and investment levels

#### **OTHER KEY CHANNELS** Speedy Auchan amazon Country Home **Honeywell** MENARDS\* OOGE GOO & GE Jenbacher KAISER+KRAFT FAT-N ELECTRIC GENERATORS TARGET DEPÔT **∌IREGT SIEMENS** NORTHERN' sonepar veri**7**on UNGHEINRICH at&t REXEI BRICOMAN SHOP United GRAINGER SUNBELL Flectrical & Datacom Products **DIRECT TO GLOBAL ELECTRICAL CATALOG AND PRIVATE LABEL** MASS DIRECT TO **E-COMMERCE WHOLESALERS RETAILERS PARTNERS ACCOUNTS C**ONSUMER

**Significant Omni-Channel Distribution Creates Barriers to Entry** 

# **Summary of Acquisitions**





**Acquisitions used to accelerate Powering Ahead strategy** 

#### Revenue synergies

- ✓ New products, customers, end markets
- ✓ Numerous cross-selling opportunities
- ✓ Geographic and international expansion

#### **Cost synergies**

- ✓ Strategic global sourcing initiatives
- ✓ Innovation and cost-reduction engineering
- ✓ Adopt Generac's lean cost culture
- ✓ Operational excellence focus





June 2018



**Aug 2013** 



Nov 2013

#### Country Home

**Aug 2015** 

Mar 2016

Jan 2017

#### **MOBILE**

#### **PRODUCTS**

Mobile products including light towers, generators, pumps and heaters Berlin, WI Bismarck, ND

#### **LATIN AMERICA**

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

#### **TOWER LIGHT**

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

#### **BALDOR**

#### **GENERATORS**

Expands domestic offering of standby and prime-duty gensets up to 2.5 MWOshkosh, WI

#### **CHP**

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

#### PRAMAC

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

#### **MOTORTECH**

**MOTORTECI** 

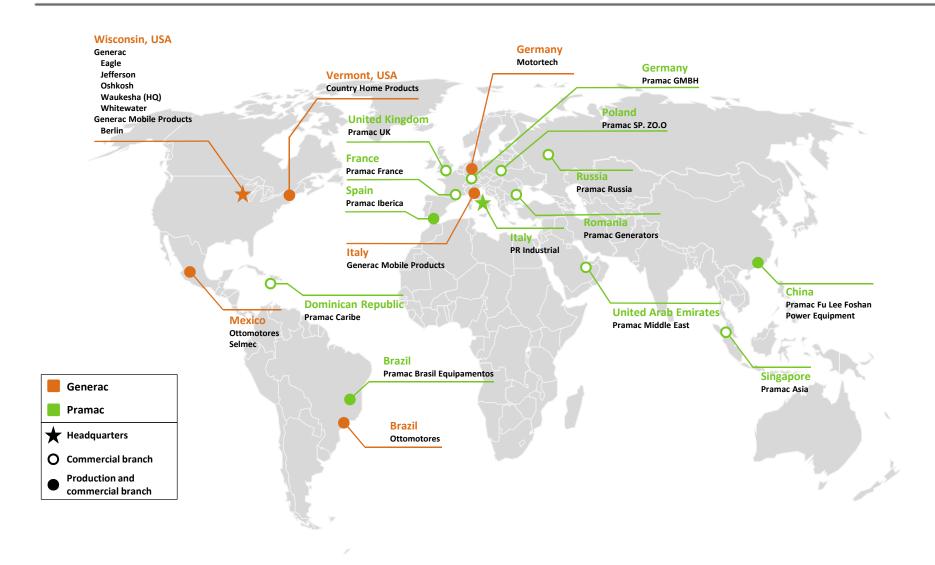
Gaseous-engine control systems and accessories sold to engine **OEMs** and aftermarket customers Celle, Germany



Represents the relatively 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)

### **Generac Worldwide**





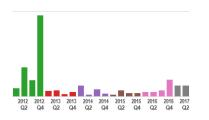
Vertically Integrated Manufacturing Capacity Serving a Globally Diverse Commercial Footprint

# **HSB Demand Creation Process**





Activations/IHC's



**Outage Tracking** 



Proprietary Segmentation =



**Lead Generation** 

#### LEAD GENERATION



DIGITAL MKTG
INFOMERCIAL
SOCIAL MEDIA
TV & RADIO ADS
DIRECT MAIL
PRINT ADS
WEBSITE TOOLS
BUYER'S GUIDE
888-GENERAC

# QUALIFICATION & SCHEDULING



TYPE OF HOME
COVERAGE OPTIONS
BUDGET
OUTAGE HISTORY
PAIN POINTS
SCHEDULING OPTIONS
(ONE OR TWO)

# IN HOME CONSULTATION



SITE WALK THROUGH
ASSESSMENT OF NEEDS
SIMULATION
FINANCING OPTIONS
GOOD, BETTER, BEST
PROPOSAL OPTIONS



# PowerPlay

#### CLOSED SALE



#### **GLT FOLLOW-UP**



FOLLOW-UP CALLS
FOLLOW-UP EMAILS
STORM & OUTAGE CALLS
STORM & OUTAGE EMAIL
REBATES
2<sup>ND</sup> LOOK IHC

#### **INSTALLATION**



- SITE PREP
   INSTALLATION
- OPTIONS
  FOR IMPROVED
  EFFICIENCY
- HOMEOWNER DEBRIEF

# **Profitability Enhancement Program (PEP)**



- Cross-functional
- Cross-company
- Project managed
- Resourced
- Measured
- Accountable
- Value-oriented culture

Profitable Mix

Price / Promo

New Product Introductions

Operational Excellence

VA / VE

Ops Vertical Integration

Global Sourcing

Freight / Logistics

Continuous Improvement Leverage SAP Platform Discretionary OPEX Spend M&A Integration

Targeting margin expansion of ≈ 150bps through 2020

# **Residential – Consumer Power Products**





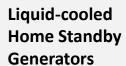








Emergency backup – small to medium homes



Emergency backup – larger homes & small businesses

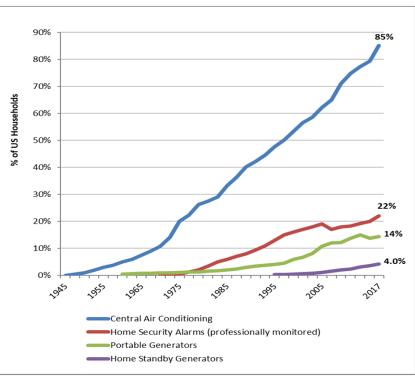


Emergency home backup, construction, recreation & other light duty uses

#### **Long-Term Growth Themes**

- **Key drivers:** aging and underinvested grid, favorable demographics, heightened power outages
- Low penetration of emerging HSB category: ~4.0% of addressable households within the U.S.
- Market leader: leading share of domestic HSB market with significant barriers to entry; high-20% share of portable generator market
- **Key strategic initiatives:** further improve lead generation, close rates and reduce total system cost
- Strong historical organic growth: ~9% CAGR for home standby generators from 2010-2017

#### North American Penetration Opportunity(1)



(1) Source: Company estimates; based on addressable market for HSB generators consisting of all single-family detached, owner-occupied 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.

#### Aging Population Fits Demographic<sup>(2)</sup>

- ~70% of buyers age 50 and older
- ~45% of homes valued under \$300k
- ~80% retro-fit application

# Residential – Engine Powered Tools (EPT) GENERAC





#### **Chore-Related Outdoor Power** Equipment

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

Wide variety of property maintenance applications:

- Larger-acreage residential
- Light commercial
- Municipal
- Farm

#### Country Home

PRODUCTS

- Acquired in August 2015
- Based in Vergennes, VT
- Expands chore-related products line-up by adding a broad line of specialty outdoor power equipment
- Provides additional scale to the residential power equipment platform
- Products are largely sold in North America through catalogs, outdoor power equipment dealers, and select regional retailers

#### **Long-Term Growth Themes**

- Diversification with "chore" products: expanding line of other engine-powered products that is not dependent on power outage activity
- CHP acquisition: significantly expands EPT platform and provides additional scale to better optimize production and supply chain
- Revenue synergies: attractive cross-selling opportunities for CHP products with nat'l retailers, plus expanded D2C capabilities for legacy residential products
- **D2C marketing best practices**: leverage CHP's consumer marketing expertise to further broaden the appeal of home standby generators

#### **Estimated Potential Annual Market** ~\$3B<sup>(1)</sup>







(1) Source: Generac estimates; based on sales price to Generac customers

# **C&I** – Stationary Products



#### 20kW to 3.5MW<sup>(1)</sup>



#### Larger kW & Container Gensets

Prime and emergency backup - both regulated and non-regulated markets



Industrial Stationary Generators Emergency backup – large healthcare, telecom, municipal, manufacturing



Emergency backup – small to mid-sized retail, telecom, municipal

(1) Up to 3.5MW for single-engine generators; Modular Power Systems (MPS) extend up to 100MW

#### **Long-Term Growth Themes**

- Natural gas generators: gaining share vs. diesel
- Market share gains: larger-kW product offering, distribution optimization, sales process excellence
- International expansion: Pramac acquisition accelerates expansion into other regions of the world
- **Expansion of gaseous-fueled products:** market entry into prime, continuous and CHP applications
- "Optional standby" market: low penetration within the light commercial/retail market
- **Telecom:** growing importance of backup power for critical telecommunications infrastructure

#### Acquired in March 2016



- Based in Siena, Italy
- Leading global manufacturer of C&I stationary and mobile generators, and portable generators
- Products sold into over 150 countries worldwide. through a broad distribution network
- Significantly expands geographic footprint and doubles international sales mix outside U.S. & Canada

Elevates Generac to a major player in the global power generation market









#### ~\$3B Domestic. >\$16B Global Market<sup>(2)</sup>

Non-Residential Construction





**Commercial Healthcare** 





Retro-Fit **Application** 





Data Centers Government Industrial





(2) Frost & Sullivan, SBI, EGSA, Generac estimates

# **C&I** – Mobile Products





#### **Light Towers**



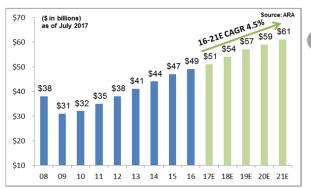
Mobile Generators



Heaters & Pumps

- Temporary lighting, power, heating and dewatering
- Construction, energy, special events, road development, airlines and other general rental markets
- Rental equipment companies a key channel

#### Mobile Equipment - Rental vs. Buy





- Overall industry projected to grow at ~4% CAGR from 2017-21
- Construction and industrial projected to grow at a similar level
   Source: ARA Rental Market Monitor, IHS Economics February 2018 forecast

#### **Long-Term Growth Themes**

- Secular shift toward renting: mobile products platform benefitting 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: multidecade upcycle for mobile support equipment that is essential to oil & gas drilling and production sites

#### RENTAL MARKET: ~\$12B ANNUAL SPEND



SPECIALTY RENTS – MINING, OIL & GAS



**EVENT** 



RENTAL

- ✓ POWER, LIGHTING & HVAC
  ✓ PRESSURE WASHERS & PUMPS
- □PLUMBING & PIPES
- ☐AIR COMPRESSOR EQUIPMENT
- □ COMPACTION
- ☐ CONCRETE & MASONRY
- □ EARTHMOVING EQUIPMENT
- ☐FORKLIFT & MATERIAL HANDLING
- □ Power Tools & Survey
- ☐SURFACE PREPARATION
- ☐TRENCH SAFETY
- □Vehicles & Traffic Control
- ☐ WELDERS

Source: Generac estimates; Public Reports, Third-Party Industry Reports

# **2018 Business Outlook**

GENERAC<sup>\*</sup>

As reported on August 1, 2018

# Consolidated net sales: increase between 13 to 14%; core organic sales increase approximately 10%

- ~4% y/y sales growth headwind from spike in portable shipments during 2H 2017 from major events
- Impact from foreign currency approximately 1% over prior year
- Home standby shipments expected grow solidly compared to 2017 levels
- Strong growth expected for domestic C&I stationary & mobile products and International segment

# <u>Power outage assumptions:</u> no major events; baseline outage severity levels <u>for remainder of year</u> similar to longer-term average

Baseline outages in recent quarters well above the longer-term average

Adjusted EBITDA margins: approximately 20.0%

Cash income tax rate: between 14 to 15% of pretax income

Free cash flow: solid conversion of adjusted net income over 90%

Expect to Utilize Strong Free Cash Flow Generation in Variety of Ways to Increase Shareholder Value

# **Investment Highlights**



- ✓ Flexible operating model to execute on next step-function increase in demand from a major event
- ✓ Building a global Tier 1 power equipment company
- ✓ "Powering Ahead" strategy targeted to capitalize on numerous secular growth opportunities
- ✓ Market leader with significant barriers to entry
- ✓ Leading technology and innovation in the marketplace
- ✓ PEP program targeted to improve margins by ~150bp
- ✓ Free cash flow over \$800 million expected from 2017-2020



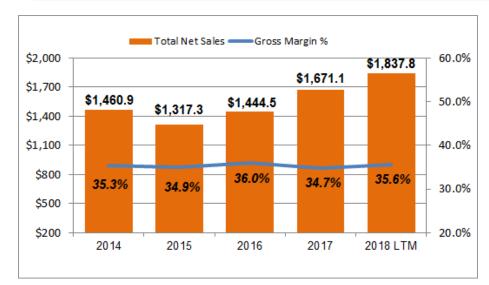
# **Appendix**

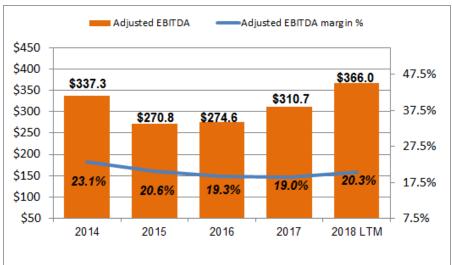


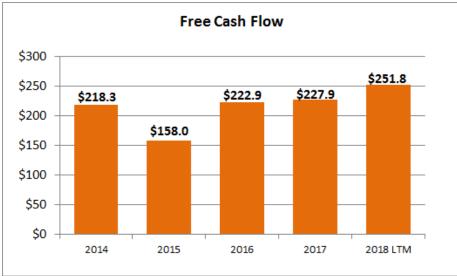


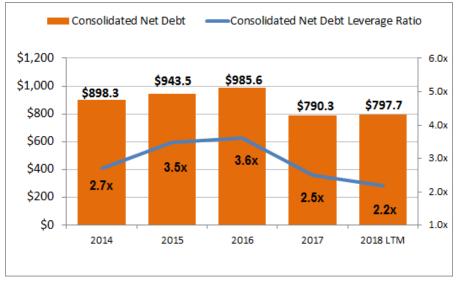
# **Financial Summary**









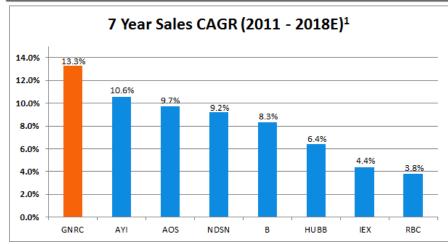


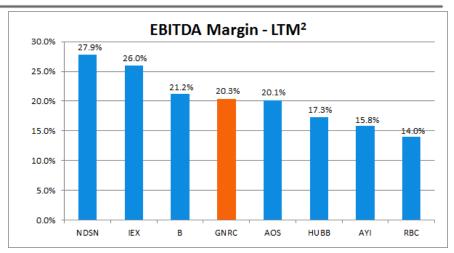
Note: Gross margin for 2016 excludes a \$2.7 million non-recurring charge relating to business optimization and restructuring costs to address the significant and extended downturn in capital spending within the oil & gas industry and a \$3.4 million non-recurring expense related to a pre-tax purchase accounting inventory step-up adjustment related to Pramac. Adjusted EBITDA margin for 2016 through LTM 2018 calculated using adjusted EBITDA before deducting for non-controlling interest. Consolidated net debt leverage ratio for 2016 through LTM 2018 calculated using adjusted EBITDA attributable to the Generac.

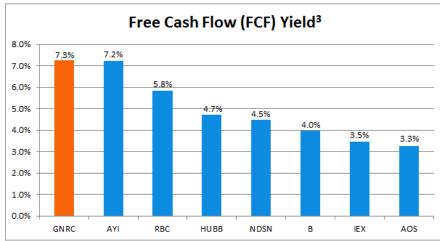
# **Relative Performance**

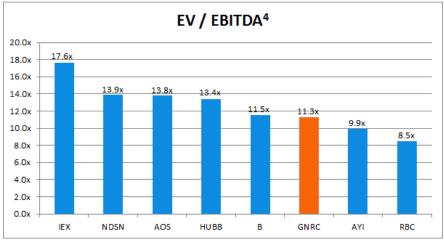
### Compared with Industrial Technology Peers











Source: Thomson One, Company Filings Note: Charts for Free Cash Flow Yield and Enterprise Value / NTM EBITDA use closing share prices as of August 3, 2018.

- (1) Figures represent an eight-year compound annual growth rate calculated by comparing the base year 2010 to the analyst consensus revenue forecast for 2018 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.

# **Projected Capital Deployment Priorities**



# >\$800mm of FCF expected 2017 - 2020

### **Priority Uses of Capital:**



- Organic growth
- Invest in technology, innovation, and R&D capabilities
- Capacity expansion; Global systems; High ROI automation

= Asset Lite

- 2.) Pay down debt
- Target 2-3x leverage (2.2x at 6/31/18)
- No ECF payment on Term Loan if leverage < 3.75x; Matures 2023</li>
- \$500mm notional swapped fixed

= Deleveraging story

- 3.) M&A
- Demonstrated ability to execute; 11 deals since 2011
- Accelerates "Powering Ahead" strategic plan
- Seek high synergy opportunities with above WACC returns

= Evaluate the funnel

- Return of Capital
- As future cash flow permits, will evaluate options opportunistically
- \$144mm remaining on current share repurchase authorization
- = Opportunistic

# **Lead Gas – Powering Ahead Pillar**



PAST	PRESENT	FUTURE
North America • Emergency Standby	North America • Emergency Standby • Prime Power	<ul><li>North America</li><li>Standby &amp; Prime</li><li>Demand Response</li></ul>
	<ul> <li>Demand Response</li> <li>ROW/International</li> <li>Standby &amp; Prime</li> </ul>	ROW/International • Standby & Prime
	Geographic PRAMAC Market Access Technology & Application Expertise	Global • Continuous, Combined Heat & Power (CHP)
~\$2.0B	~\$3.0B	~\$5.0B
	Increase Served Market	
Up to 200kW + MPS 60Hz only	Up to 500kW + MPS 50Hz & 60Hz	Up to 1MW + MPS 50Hz & 60Hz
	<b>Product Line Expansion</b>	

### **Favorable Tax Attributes**



# 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 <u>cash</u> tax obligation on average by ~\$30 million per year through 2021

(\$ mm)	Total	2018	2019	2020	2021	2022+
Annual tax amortization	\$523	\$130	\$130	\$130	\$107	\$27
Cash tax savings <sup>(1)</sup>	\$133	\$33	\$33	\$33	\$27	\$7

#### Results in present value tax savings of ~ \$100-\$125 million<sup>(2)</sup> or \$1.50-\$2.00 per share

<sup>(1)</sup> Assuming continued profitability and no limitations at an assumed 25.5% federal and state tax rate.

<sup>(2)</sup> Based on annual discount rate of between 5 and 10%

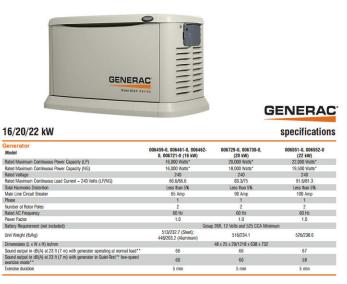
# Comparison - Tesla Powerwall 2



### **Standalone** Backup Power Comparison – Battery vs. HSB generator

	Tesla Powerwall battery	Generac Guardian HSB generator				
Size	14 kWh	22 kW				
Backup power duration	3 to 11 hrs. based on load	Unlimited				
Power capacity - continuous	5.0 kW	22.0/19.5 kW LP/NG				
Power capacity - peak	7.0 kW	22.0/19.5 kW LP/NG				
House backup potential	Limited appliances <sup>(1)</sup>	Whole house				
Cost of unit	\$5,500 (retail price)	\$4,799 MSRP				
Cost to install (approx.)	\$2,500	\$3,200				
Total system cost (approx.)	\$8,000 (incl. unit markup)	\$8,000				
Total system cost - 48 hrs. backup protection (approx.)	\$25,000 (requires 4 units - see below)	\$8,000				

Inputs		Notes
Capacity of Powerwall battery (kWh)	14	
Battery cost (to installer)	\$ 5,000	
Markup on battery (approx.)	10%	Battery cost to end user \$ 5,500
Inverter cost (N/A - included in unit)	\$ -	Converts DC/AC, also serves as a charger/monitor and the intelligence/controls to the system
Professional install cost/other equipment (approx.)	\$ 2,500	Labor, permits, software and electrical equipment to wire out the circuits to be backed up
Installation cost increase per each add'l unit	10%	Insufficient information available, this is an approximate estimate
Avg kW use per hour	1.25	National average is ~ 1.25 kW per hour
Duration of backup power desired (hours)	48	Assumes no other alternative energy source (e.g. solar panels)
Outputs		
Number of battery units needed	4.0	Per Tesla, limit is 9 units maximum to be installed together
Retail cost of battery units	\$ 22,000	
Cost of installation	\$ 3,250	
Total system cost - 48 hrs. backup protection	\$ 25,250	



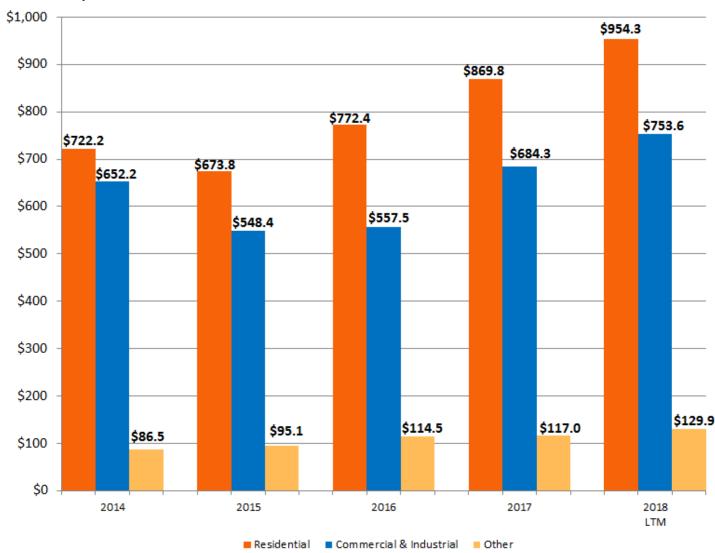


Tesla battery primarily serves different market than emergency backup power – More of a supplement to solar/peak-shaving applications

# **Net Sales by Product Class**



#### (\$ in millions)



# **Q2 2018 & LTM Financial Overview**



(\$ in millions)

(							
	Actual Q2 2018		Y/Y %		Actual	Y/Y % Change dited)	
			Change	LTN	/I Q2 2018		
		(unaudi	ted)		(unaud		
Residential	\$	246.4	24.7%	\$	954.3	21.8%	
Industrial		215.6	26.3%		753.6	21.7%	
Other		32.9	24.2%		129.9	14.9%	
Net Sales	\$	494.9	25.3%	\$	1,837.8	21.2%	
Gross Profit	\$	176.3	32.6%		653.4	22.4%	
% Margin		35.6%			35.6%		
Adjusted EBITDA - GHI	\$	99.6	45.9%	\$	366.0	32.1%	
% Margin (1)		20.7%			20.3%		
Net Income - GHI (2)	\$	53.3	110.6%	\$	207.8	97.6%	
Adjusted Net Income - GHI	\$	68.9	61.5%	\$	258.8	34.7%	
Adjusted EPS - GHI	\$	1.11	63.0%	\$	4.15	38.6%	
Free Cash Flow	\$	45.9	NM	\$	251.8	25.1%	
Consolidated Net Debt				\$	797.7		
Consolidated Net Debt Leverage Ratio					2.2x		

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

<sup>(2)</sup> 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**



### (\$ in millions)

	2014	2015	2016	2017	LTM 2018
Net income	\$ 174.6	\$ 77.7	\$ 98.8	\$ 160.5	\$ 210.5
Interest expense	47.2	42.8	44.6	42.7	42.1
Depreciation and amortization	34.7	40.3	54.4	52.0	49.7
Income taxes provision	83.7	45.2	57.6	43.1	51.0
Non-cash write-down and other charges	(3.9)	44.6	7.5	5.8	5.3
Non-cash share-based compensation expense	12.6	8.2	9.5	10.2	11.4
Loss on extinguishment of debt	2.1	4.8	0.6	-	1.3
(Gain) loss on change in contractual interest rate	(16.0)	2.4	3.0	-	-
Transaction costs and credit facility fees	1.9	2.2	2.4	2.1	2.1
Other	0.3	2.4	0.1	0.3	0.5
Adjusted EBITDA	337.3	270.8	278.4	316.8	373.9
Adjusted EBITDA attributable to noncontrolling interests	-	-	(3.8)	(6.1)	(7.8)
Adjusted EBITDA attributable to Generac Holdings, Inc.	\$ 337.3	\$ 270.8	\$ 274.6	\$ 310.7	\$ 366.0

# **Adjusted EBITDA Reconciliation**



#### (\$ in thousands)

Three months ended							
Net income to Adjusted EBITDA reconciliation	Jun	e 30,	LTM Ended June 30,				
	2018	2017	2018	2017			
	(una	udited)	(unaud	dited)			
Net income attributable to Generac Holdings. Inc.	\$ 53,261	\$ 25,291	\$ 207,790	\$ 105,158			
Net income attributable to noncontrolling interests	970	85	2,752	57			
Net income	54,231	25,376	210,542	105,215			
Interest expense	11,002	10,893	42,101	43,834			
Depreciation and amortization	11,600	12,986	49,688	53,558			
Income taxes provision	18,382	13,878	50,986	61,631			
Non-cash write-down and other charges	1,345	3,056	5,302	897			
Non-cash share-based compensation expense	3,885	3,186	11,378	9,925			
Tradename and goodwill impairment	-	-	-	-			
Loss on extinguishment of debt	1,332	-	1,332	574			
(Gain) loss on change in contractual interest rate	-	-	-	2,957			
Transaction costs and credit facility fees	441	420	2,112	2,418			
Other	12	(69)	451	73			
Adjusted EBITDA	102,230	69,726	373,892	281,082			
Adjusted EBITDA attributable to noncontrolling interests	(2,630)	(1,455)	(7,843)	(3,888)			
Adjusted EBITDA attributable to Generac Holdings, Inc.	\$ 99,600	\$ 68,271	\$ 366,049	\$ 277,194			

# Adjusted Net Income and Free Cash Flow Reconciliations



#### Net income to Adjusted net income reconciliation

	Three months ended June 30,					LTM Ended June 30,			
(\$ in thousands)		2018		2017		2018		2017	
(† III diseased)		(unau	ıdited)			(unaudited)		ı	
Net income attributable to Generac Holdings. Inc.	\$	53,261	\$	25,291	\$	207,790	\$	105,158	
Net income attributable to noncontrolling interests		970		85		2,752		57	
Net income		54,231		25,376		210,542		105,215	
Provision for income taxes		18,382		13,878		50,986		61,631	
Income before provision for income taxes		72,613		39,254		261,528		166,846	
Amortization of intangible assets		5,482		7,129		25,663		31,251	
Amortization of deferred financing costs and OID		1,190		818		4,575		3,126	
Tradename and goodwill impairment		-		-		-		-	
Loss on extinguishment of debt		1,332		-		1,332		574	
(Gain) loss on change in contractual interest rate		-		-		-		2,957	
Transaction costs and credit facility fees		794		429		1,506		1,977	
Business optimization expenses		29		1,346		1,633		1,656	
Adjusted net income before provision for income taxes		81,440		48,976		296,237		208,387	
Cash income tax expense		(11,114)		(5,642)		(33,419)		(14,758)	
Adjusted net income	\$	70,326	\$	43,334	\$	262,818	\$	193,629	
Adjusted net income attributable to noncontrolling interests		(1,383)		(633)		(4,030)		(1,553)	
Adjusted net income attributable to Generac Holdings. Inc.	\$	68,943	\$	42,701	\$	258,788	\$	192,076	
Free Cash Flow Reconciliation									
Net cash provided by operating activities	\$	50,689	\$	59,451	\$	285,461	\$	226,450	
Proceeds from beneficial interests in securitization transactions	\$	1,062	\$	769		1929	\$	1,398	
Expenditures for property and equipment		(5,830)		(6,482)		(35,557)		(26,493)	
Free cash flow	\$	45,921	\$	53,738	\$	251,833	\$	201,355	