



Third Quarter 2024 Results

MISSION ENABLEMENT | END-TO-END CAPABILITIES | GLOBAL REACH

November 4, 2024

GO TOWARDS
TOMORROW  #goV2X

FORWARD-LOOKING STATEMENTS

This presentation contains forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended (the Exchange Act), and Section 27A of the Securities Act of 1933, as amended (the Securities Act), and the Private Securities Litigation Reform Act of 1995 and, as such, may involve risks and uncertainties. All statements included or incorporated by reference in this presentation, other than statements that are purely historical, are forward-looking statements. Forward-looking statements generally can be identified by the use of forward-looking terminology such as “may,” “will,” “expect,” “intend,” “estimate,” “anticipate,” “believe,” “could,” “potential,” “continue” or similar terminology. These forward-looking statements include, but are not limited to, all the statements and items listed under “Raising Revenue & EPS Guidance Midpoint” and other assumptions contained therein for purposes of such guidance, other statements about our 2024 performance outlook, revenue, contract opportunities, and any discussion of future operating or financial performance. These statements are based on the beliefs and assumptions of the management of the Company based on information currently available to management. Forward-looking statements are not guarantees of future performance and are subject to risks and uncertainties that could cause actual results to differ materially from the results contemplated by the forward-looking statements. The forward-looking statements included or incorporated by reference in this presentation are subject to additional risks and uncertainties further identified and discussed in Part I, “Item 1A. Risk Factors” of our Annual Report on Form 10-K for the year ended December 31, 2023, and updated, as necessary, on subsequent quarterly reports on Form 10-Q and are based on information available to us on the date of this presentation. Readers are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date of this presentation. New risks and uncertainties arise from time to time, and we cannot predict those events or how they may affect us.

We undertake no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. In addition, forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from the Company's historical experience and our present expectations or projections. These risks and uncertainties include, but are not limited to: our ability to submit proposals for and/or win all potential opportunities in our pipeline; our ability to retain and renew our existing contracts; our ability to compete with other companies in our market; security breaches, cyber-attacks or cyber intrusions, and other disruptions to our information technology and operation; our mix of cost-plus, cost-reimbursable, firm-fixed-price, and time-and-materials contracts; maintaining our reputation and relationship with the U.S. government; protests of new awards; economic, political and social conditions in the countries in which we conduct our business; changes in U.S. or international government defense budgets; government regulations and compliance therewith, including changes to the DoD procurement process; changes in technology; our ability to protect our intellectual property rights; governmental investigations, reviews, audits and cost adjustments; contingencies related to actual or alleged environmental contamination, claims and concerns; delays in completion of the U.S. government budget; our success in extending, deepening, and enhancing our technical capabilities; our success in expanding our geographic footprint or broadening our customer base; our ability to realize the full amounts reflected in our backlog; impairment of goodwill; misconduct of our employees, subcontractors, agents, prime contractors and business partners; our ability to control costs; our level of indebtedness; terms of our credit agreements; inflation and interest rate risk; geopolitical risk, including as a result of recent global hostilities; our subcontractors' performance; economic and capital markets conditions; our ability to maintain safe work sites and equipment; our ability to retain and recruit qualified personnel; our ability to maintain good relationships with our workforce; our teaming relationships with other contractors; changes in our accounting estimates; the adequacy of our insurance coverage; volatility in our stock price; changes in our tax provisions or exposure to additional income tax liabilities; risks and uncertainties relating to integrating and refining internal control systems post-merger; changes in accounting principles generally accepted in the United States (“GAAP”); impact of the U.S. November 2024 presidential and congressional elections; and other factors described in Part I. “Item 1A Risk Factors” and elsewhere in our Annual Report on Form 10-K for the year ended December 31, 2023 and described from time to time in our future reports filed with the SEC.

Use of Projections

The financial projections, estimates and targets in this presentation are forward-looking statements that are based on assumptions that are inherently subject to significant uncertainties and contingencies, many of which are beyond the V2X's control. The assumptions and estimates underlying the projected, expected or target results are inherently uncertain and are subject to a wide variety of significant business, economic and competitive risks and uncertainties that could cause actual results to differ materially from those contained in the financial projections, estimates and targets. The inclusion of financial projections, estimates and targets in this presentation should not be regarded as an indication that V2X or its representatives considered or consider the financial projections, estimates and targets to be a reliable prediction of future events.

Use of Non-GAAP Financial Measures

This presentation includes certain non-GAAP financial measures that are not prepared in accordance with GAAP, including forward-looking measures, which may be different from non-GAAP financial measures used by other companies. These non-GAAP measures that management believes are useful to investors, and other measures that are calculated using these non-GAAP measures, are an addition, and not a substitute for or superior to measures of financial performance prepared in accordance with GAAP and should not be considered as an alternative to operating income, net income or any other performance measures derived in accordance with GAAP. We have provided additional information regarding these measures in the Appendix to this presentation. The Company is not providing a quantitative reconciliation with respect to the forward-looking non-GAAP measures Adjusted EBITDA, Adjusted Diluted Earnings Per Share, and Adjusted Net Cash Provided by Operating Activities in reliance on the “unreasonable efforts” exception set forth in SEC rules because certain financial information, the probable significance of which cannot be determined, is not available and cannot be reasonably estimated.

Q3'24 Highlights



- Record revenue of \$1.08B, +8% y/y
- Indo-Pacific revenue +31% y/y with increasing opportunities
- Record net income of \$15.1M, +\$21.5M y/y; Adj. net income¹ of \$41.3, +76% y/y
- Record adjusted EBITDA¹ of \$82.7M, +28% y/y; Adj. EPS¹ of \$1.29, +77% y/y
- Strong adj. operating cash flow¹ of \$130M, +35% y/y
- \$5B of new awards phasing in:
 - F-5 Adversary achieved full operational capability
 - Navy Pacific IT and Communications (NCTAMS-PAC) fully operational
 - Saudi Arabia Aviation Support & Training Program fully operational
 - W-TRS on track for full operational capability in H2'25
- Raising revenue and adj. EPS¹ guidance midpoint and reaffirming adj. EBITDA and Net cash from operations¹

\$1.08B

Q3'24 Revenue

\$82.7M

Q3'24 Adj. EBITDA¹

\$1.29

Q3'24 Adj. EPS¹

¹ See appendix for reconciliation and definitions of non-GAAP measures

Photo source: U.S. Department of Defense, V2X Inc.

Enabling Missions from Start to Finish

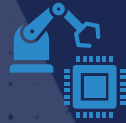


High Impact Readiness



- Transitioning \$3.7B Warfighter-Training Readiness Solutions
- Received requirements to support training in Australia, Netherlands, Lithuania, and Sweden

Platform Modernization



- Successfully introduced and tested new platform utilizing rapid prototyping and engineering capabilities
- Award pending for F-16 Cockpit Display Upgrades

Platform Renewal



- Awarded \$60M contract to support over 100 P-8A Poseidon Aircraft for the U.S. Navy; Additional opportunity to support fleet requirements of international allies



Mission Solutions



- Awarded a new eight-year \$100M contract to support an important missile defense facility
- Awarded U.S. Air Force task order to support readiness in the Middle East

Integrated Supply Chain Management



- Awarded position on \$11.9B Defense Logistics Agency (DLA) JETS 2.0 indefinite-delivery/indefinite-quantity contract to deliver a range of advanced technology solutions

Assured Communications



- Awarded \$32M contract to enable assured communications in the European (EUCOM) Area of Responsibility
- Awarded \$141M contract for end-to-end C4I systems engineering solutions that are integral to communications and readiness of U.S. Navy ships
- Awarded Cyber Operations task order to ensure 24/7/365 network operations for Air National Guard

Assured Communications for Global Missions



- Awarded \$141M five-year contract to deliver end-to-end C4I systems solutions to the U.S. Navy
- Awarded \$32M three-year contract with the U.S. Army ensuring connectivity and critical communications in Europe
- Completed transition of NCTAMS-PAC (\$88M), the largest DoD communications hub in the Pacific
- Total recent awards for assured communications valued at ~\$270M across key regions

Cobra Dane Radar

Mobile Sensors

ANG Cyber Operations

OPMAS-Europe

ITSS III

OMDAC-SWACA

FSET III

NCTAMS-PAC



Q3'24 Financial Results



+8%

Revenue Growth

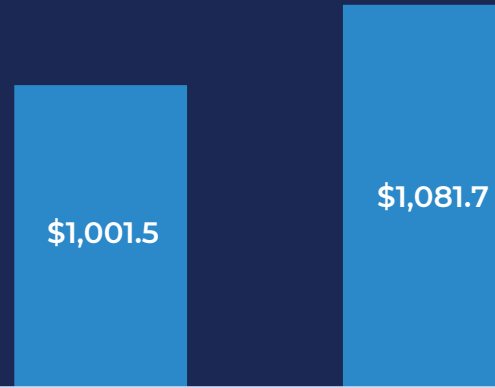
7.6%

Adj. EBITDA margin¹

\$1.29

Adj. EPS¹

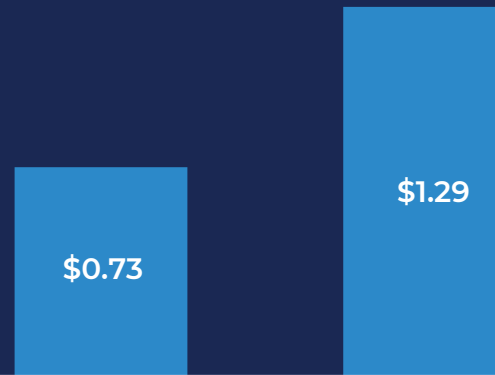
Revenue (\$M)



Q3'23

Q3'24

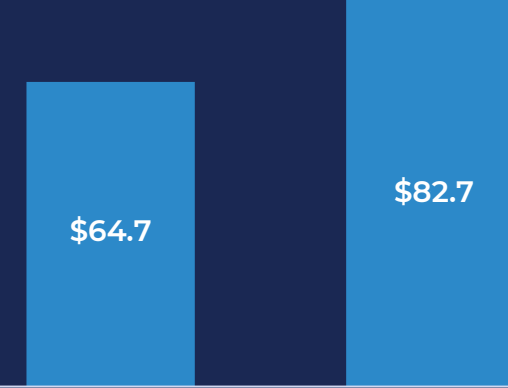
Adj. EPS¹



Q3'23

Q3'24

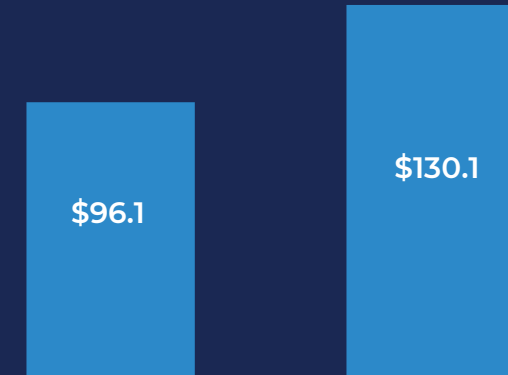
Adj. EBITDA¹ (\$M)



Q3'23

Q3'24

Adj. OCF¹ (\$M)



Q3'23

Q3'24

¹See appendix for reconciliation and definitions of non-GAAP measures

YTD Q3'24 Financial Results



+8%

Revenue Growth

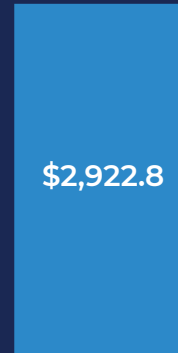
7.1%

Adj. EBITDA margin¹

\$3.01

Adj. EPS¹

Revenue (\$M)

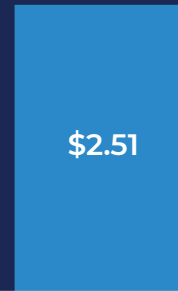


YTD Q3'23

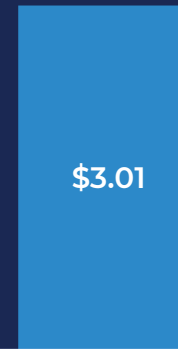


YTD Q3'24

Adj. EPS¹

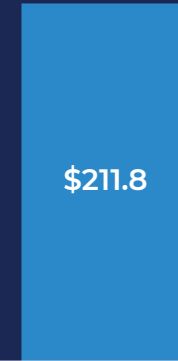


YTD Q3'23

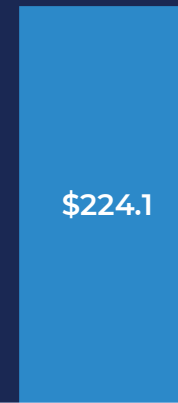


YTD Q3'24

Adj. EBITDA¹ (\$M)

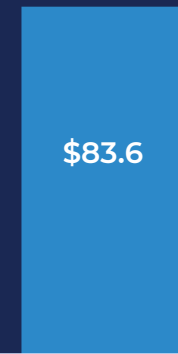


YTD Q3'23



YTD Q3'24

Adj. OCF¹ (\$M)



YTD Q3'23



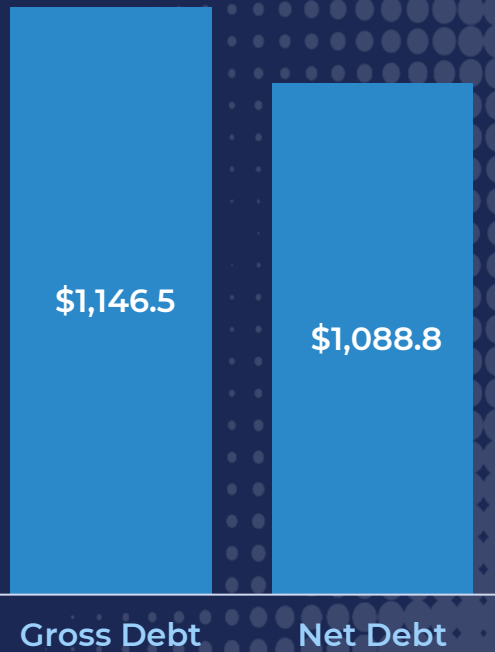
YTD Q3'24

¹ See appendix for reconciliation and definitions of non-GAAP measures

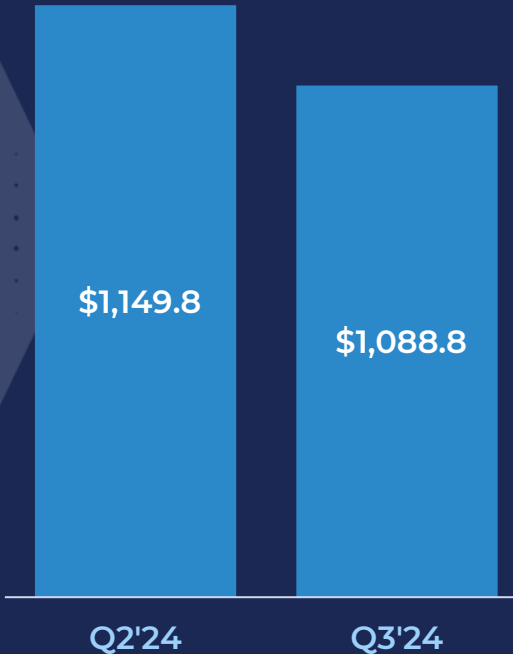
Deleveraging with Strong Liquidity



Q3'24 Debt & Net Debt
(\$M)



Net Debt Improvement
(\$M)



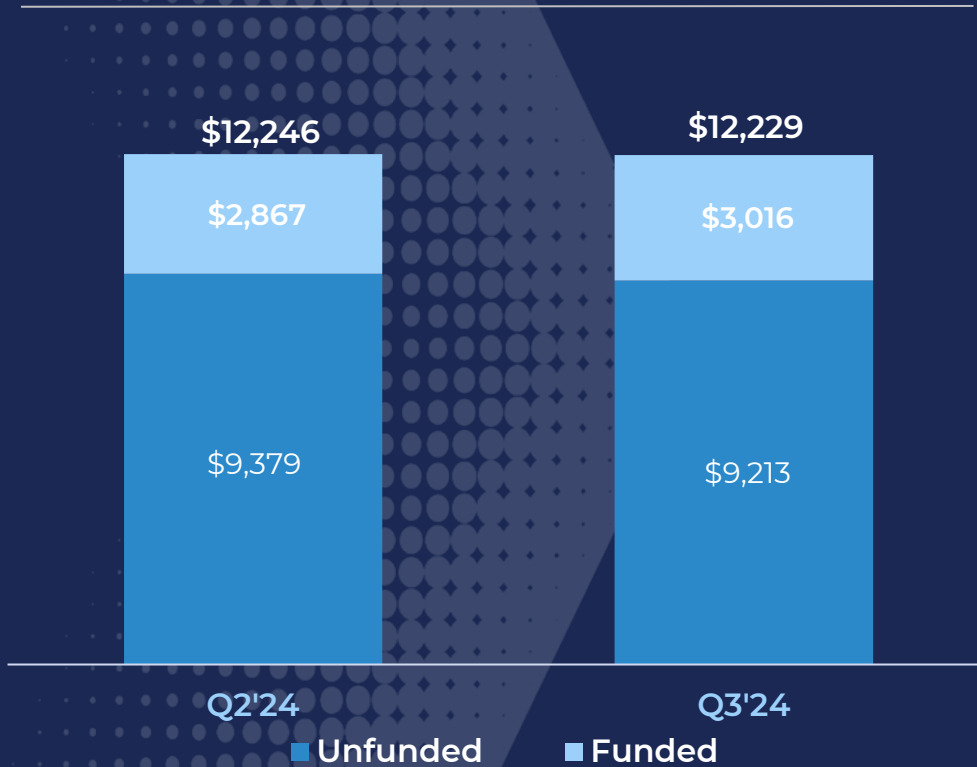
- Net leverage ratio¹ improved 0.29x sequentially to 3.27x from 3.56x
- Strong liquidity with ~\$500 million of capacity
- Continuing to target $\leq 3.0x$ by end of 2024

¹ See appendix for reconciliation and definitions of non-GAAP measures

Solid Backlog Provides Visibility



Backlog (\$M)



- Total backlog of \$12.2B, with \$3.0B of funded backlog
- Solid visibility with ~3.0x revenue coverage based on guidance mid-point
- Backlog does not include the full contract value associated with recent awards

Raising Revenue & EPS Guidance Midpoint



(\$M, except per share data)	<i>Prior 2024 Guidance</i>	<i>Updated 2024 Guidance</i>
Revenue	\$4,175- \$4,275	\$4,225 - \$4,275
Adjusted EBITDA ¹	\$300 - \$315	\$300 - \$315
Adjusted Earnings Per Share ¹	\$3.85- \$4.20	\$3.95- \$4.20
Adjusted Net Cash Provided by Operating Activities ¹	\$145 - \$165	\$145 - \$165

2024 guidance assumptions include:

- Cash interest expense and other expense ~ \$111 million
- Depreciation and amortization ~ \$118 million
- Amortization of acquired intangible assets ~ \$89 million
- Adj. tax rate of ~ 21%
- Diluted EPS assumes ~ 32.1 million weighted average diluted shares
- Capital Expenditures ~ \$20 million
- Net leverage ratio ≤ 3.0x

¹ See appendix for reconciliation and definitions of non-GAAP measures

V2X Key Investment Highlights



- 1 Well-Aligned with U.S. Federal Budget Priorities in Growing End Markets
- 2 Long-Standing Relationships with Diverse Customers and Contract Base
- 3 Contract Backlog Drives Highly Visible Revenue Growth Profile
- 4 Scaled Platform Providing Full Life Cycle of Mission Critical Solutions
- 5 Growth Potential from Expanding Addressable Market
- 6 Low Capex with Strong Cash Flow

MISSION ENABLEMENT | END-TO-END CAPABILITIES | GLOBAL REACH



Appendix

GO TOWARDS
TOMORROW  #goV2X

Key Performance Indicators and Non-GAAP Measures



This presentation includes certain non-GAAP financial measures, including adjusted net income, adjusted diluted earnings per share, adjusted operating income, adjusted EBITDA, adjusted EBITDA margin, pro forma revenue and adjusted net cash provided by (used in) operating activities. These financial measures are not prepared in accordance with accounting principles generally accepted in the United States and may be different from non-GAAP financial measures used by other companies. V2X believes that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating ongoing operating results and trends. These non-GAAP measures with comparable names should not be considered in isolation from, or as an alternative to, financial measures determined in accordance with GAAP.

- Adjusted operating income is defined as operating income, adjusted to exclude items that may include, but are not limited to, significant charges or credits, and unusual and infrequent non-operating items that impact current results but are not related to our ongoing operations, such as M&A, integration, and related costs.
- Adjusted EBITDA is defined as operating income, adjusted to exclude depreciation and amortization of intangible assets, and items that may include, but are not limited to, significant charges or credits, and unusual and infrequent non-operating items that impact current results but are not related to our ongoing operations, such as M&A, integration and related costs.
- Adjusted EBITDA margin is defined as adjusted EBITDA divided by revenue.
- Adjusted net income is defined as net income, adjusted to exclude items that may include, but are not limited to, significant charges or credits, and unusual and infrequent non-operating items that impact current results but are not related to our ongoing operations, such as M&A, integration and related costs, amortization of acquired intangible assets, amortization of debt issuance costs, land impairments, and loss on extinguishment of debt.
- Adjusted earnings per share is defined as adjusted net income divided by the weighted average diluted common shares outstanding.
- Cash interest expense, net is defined as interest expense, net adjusted to exclude amortization of debt issuance costs.
- Adjusted net cash provided by (used in) operating activities or adjusted operating cash flow is defined as net cash provided by (or used in) operating activities adjusted to exclude infrequent non-operating items, such as M&A payments and related costs.
- Adjusted net income (NI) conversion is defined as adjusted operating cash flow divided by adjusted net income.
- Net leverage ratio is defined as net debt (or total debt less unrestricted cash) divided by trailing twelve-month (TTM) bank EBITDA.

Reconciliation Of Non-GAAP Measures



(\$K, except per share data)	Three Months Ended		Nine Months Ended	
	September 27, 2024	September 29, 2023	September 27, 2024	September 29, 2023
Revenue	\$ 1,081,656	\$ 1,001,507	\$ 3,164,403	\$ 2,922,819
Net income (loss)	\$ 15,051	\$ (6,400)	\$ 9,651	\$ (22,081)
Plus:				
Income tax expense (benefit)	4,486	(4,837)	2,896	(10,364)
Other expense, net	3,198	2,024	9,566	2,335
Interest expense, net	27,152	30,252	83,533	93,946
Loss on extinguishment of debt	—	—	1,998	22,052
Operating income	\$ 49,887	\$ 21,039	\$ 107,644	\$ 85,888
Plus:				
Amortization of intangible assets	22,727	22,607	68,252	67,818
M&A, integration and related costs	4,319	15,824	29,644	41,565
Adjusted operating income	\$ 76,933	\$ 59,470	\$ 205,540	\$ 195,271
Plus:				
Depreciation and CCA amortization	5,759	5,206	18,515	16,532
Adjusted EBITDA	\$ 82,692	\$ 64,676	\$ 224,055	\$ 211,803
Adjusted EBITDA margin	7.6 %	6.5 %	7.1 %	7.2 %
Minus:				
Cash interest expense, net	25,598	28,069	77,816	87,071
Income tax expense, as adjusted	6,887	5,937	24,187	26,329
Depreciation and CCA amortization	5,759	5,206	18,515	16,532
Other expense, net, as adjusted	3,198	2,024	7,373	2,335
Adjusted net income	\$ 41,250	\$ 23,440	\$ 96,163	\$ 79,536

(\$K, except per share data)	Three Months Ended		Nine Months Ended	
	September 27, 2024	September 29, 2023	September 27, 2024	September 29, 2023
Diluted earnings (loss) per share	\$ 0.47	\$ (0.21)	\$ 0.30	\$ (0.71)
Plus:				
M&A, integration and related costs	0.14	0.37	0.75	0.97
Amortization of intangible assets	0.63	0.52	1.72	1.58
Amortization of debt issuance costs and				
Loss on extinguishment of debt	0.05	0.05	0.19	0.67
FMV land impairment	0.00	\$ —	0.06	\$ —
Adjusted diluted earnings per share	\$ 1.29	\$ 0.73	\$ 3.01	\$ 2.51
Average shares outstanding:				
Basic, as reported	31,550	31,179	31,458	31,048
Diluted, as reported	31,973	31,179	31,921	31,048
Adjusted diluted	31,973	31,761	31,921	31,520

Reconciliation Of Non-GAAP Measures



(\$K)	Three Months Ended		Nine Months Ended	
	September 27, 2024	September 29, 2023	September 27, 2024	September 29, 2023
Net cash provided by operating activities	62,654	57,035	31,103	135,175
Plus:				
M&A, integration, CARES Act, and related payments	13,009	11,854	25,044	34,248
MARPA facility activity	54,471	27,168	(63,348)	(85,832)
Adjusted operating cash flow	130,134	96,057	(7,201)	83,591

Reconciliation Of Non-GAAP Measures



(\$K)	TTM	
	September 27, 2024	
Net income (loss)	\$	9,159
Plus:		
Interest expense, net		112,030
Income tax expense		11,315
Depreciation and amortization		115,248
Additional permitted add-backs ¹		85,707
TTM Bank EBITDA	\$	333,458

(\$K, except ratio)	Period Ending	
	September 27, 2024	
Total debt	\$	1,146,490
Cash, cash equivalents and restricted cash	\$	59,857
Less:		
Restricted cash		(2,117)
Cash and cash equivalents	\$	57,740
Net debt	\$	1,088,750
TTM bank EBITDA	\$	333,458
Net leverage ratio		3.27x

¹Additional permitted add-backs includes among other items, non-cash losses like loss on extinguishment of debt and/or lease impairments, stock compensation, transaction and integration related costs, and pro forma cost savings



7901 Jones Branch Drive
Suite 700
McLean, VA 22102
571.481.2000 PHONE

www.goV2X.com

