



NEWS RELEASE

V2X, INC. ANNOUNCES PRICING OF SECONDARY OFFERING OF COMMON STOCK

2024-11-12

MCLEAN, Va., Nov. 12, 2024 /PRNewswire/ -- V2X, Inc. (NYSE:VXX) ("V2X" or the "company"), a leading provider of global mission solutions, announced today the pricing of the previously announced underwritten public offering by a certain selling stockholder at the public offering price of \$61.00 per share. In connection with the offering, the selling stockholder has granted the underwriters an option to purchase up to 375,000 additional shares of common stock from the selling stockholder. V2X is not selling any shares of common stock in the offering, and V2X will not receive any proceeds from the offering by the selling stockholder. The offering is expected to close on or about November 14, 2024, subject to customary closing conditions.

Baird, Goldman Sachs & Co. LLC and Morgan Stanley are serving as lead joint book-running managers for the offering. BofA Securities, Citigroup, RBC Capital Markets and Stifel are also serving as joint book-running managers for the offering.

A registration statement on Form S-3 (File No. 333-267223) relating to the shares of common stock of V2X to be sold in the proposed offering was declared effective by the Securities and Exchange Commission (the "SEC") on September 12, 2022. A preliminary prospectus supplement and accompanying prospectus relating to and describing the terms of the proposed offering have been filed with the SEC and may be obtained by visiting EDGAR on the SEC's website at www.sec.gov or by contacting Baird, 777 East Wisconsin Avenue, Milwaukee, WI 53202, Attention: Syndicate Department, Telephone: 800-792-2473, Email: syndicate@rwbaird.com, Goldman Sachs & Co. LLC, 200 West Street, New York, NY 10282-2198, Attention: Prospectus Department, Telephone: 866-471-2526, Email: Prospectus-ny@ny.email.gs.com, or Morgan Stanley & Co. LLC, 180 Varick Street, 2nd Floor, New York, NY 10014, Attn: Prospectus Department. The final terms of the proposed offering will be disclosed in a final prospectus

supplement to be filed with the SEC.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, and Section 27A of the Securities Act of 1933, as amended, and the Private Securities Litigation Reform Act of 1995 and, as such, may involve risks and uncertainties. All statements included in this press release, other than statements that are purely historical, are forward-looking statements. Forward-looking statements include statements about the offering and 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 statements are based on the beliefs and assumptions of our management 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.

These risks and uncertainties include, but are not limited to: the company's ability to submit proposals for and/or win all potential opportunities in their pipeline; the company's ability to retain and renew existing contracts; the company's ability to compete with other companies in their market; security breaches, cyber-attacks or cyber intrusions, and other disruptions to their information technology and operation; their mix of cost-plus, cost-reimbursable, firm-fixed-price and time-and-materials contracts; maintaining their reputation and relationship with the U.S. government; protests of new awards; economic, political and social conditions in the countries in which they conduct their business; changes in U.S. or international government defense budgets; government regulations and compliance therewith, including changes to the Department of Defense procurement process; changes in technology; the company's ability to protect their 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; the company's success in extending, deepening, and enhancing their technical capabilities; the company's success in expanding their geographic footprint or broadening their customer base; the company's ability to realize the full amounts reflected in their backlog; impairment of goodwill; misconduct of the company's employees, subcontractors, agents, prime contractors and business partners; the company's ability to control costs; the company's level of indebtedness; terms of the company's credit agreements; inflation and interest rate risk; geopolitical risk, including as a result of recent global hostilities; the company's subcontractors' performance; economic and capital markets conditions; the company's ability to

maintain safe work sites and equipment; the company's ability to retain and recruit qualified personnel; the company's ability to maintain good relationships with their workforce; the company's teaming relationships with other contractors; changes in the company's accounting estimates; the adequacy of the company's insurance coverage; volatility in the company's stock price; changes in the company's tax provisions or exposure to additional income tax liabilities; risks and uncertainties relating to integrating and refining internal control systems post-merger; changes in generally accepted accounting principles; the impact of the U.S. November 2024 presidential and congressional elections; and other factors described in the company's reports filed on Form 10-K, 10-Q and 8-K, and other filings the company files with the SEC from time to time. V2X undertakes no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

V2X, Inc.

Mike Smith

Vice President, Treasury, Corporate Development and Investor Relations

1-719-637-5773

IR@goV2X.com

View original content to download multimedia:<https://www.prnewswire.com/news-releases/v2x-inc-announces-pricing-of-secondary-offering-of-common-stock-302303583.html>

SOURCE V2X, Inc.