# TriMas









# **Second Quarter 2017 Earnings Presentation**

July 27, 2017

## Forward-Looking Statement



#### **Forward-Looking Statement**

Any "forward-looking" statements, within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, contained herein, including those relating to the Company's business, financial condition or future results, involve risks and uncertainties with respect to, including, but not limited to: the Company's leverage; liabilities imposed by the Company's debt instruments; market demand; competitive factors; supply constraints; material and energy costs; intangible assets, including goodwill or other intangible asset impairment charges; technology factors; litigation; government and regulatory actions; the Company's accounting policies; future trends; general economic and currency conditions; the potential impact of Brexit; various conditions specific to the Company's business and industry; the Company's ability to identify attractive acquisition candidates, successfully integrate acquired operations or realize the intended benefits of such acquisitions; potential costs and savings related to facility consolidation activities; future prospects of the Company; and other risks that are detailed in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2016. These risks and uncertainties may cause actual results to differ materially from those indicated by the forward-looking statements. All forward-looking statements made herein are based on information currently available, and the Company assumes no obligation to update any forward-looking statements.

#### **Non-GAAP Financial Measures**

In this presentation, certain non-GAAP financial measures may be used. Reconciliations of these non-GAAP financial measures to the most directly comparable GAAP financial measure may be found in the Appendix at the end of this presentation or in the earnings releases available on the Company's website. Additional information is available at www.trimascorp.com under the "Investors" section.

Please see the Appendix for details regarding certain costs, expenses and other amounts or charges, collectively described as "Special Items," that are included in the determination of net income, earnings per share and/or cash flows from operating activities under GAAP, but that management believes should be separately considered when evaluating the quality of the Company's core operating results, given they may not reflect the ongoing activities of the business. Management believes that presenting these non-GAAP financial measures, on an after Special Items basis, provides useful information to investors by helping them identify underlying trends in the Company's businesses and facilitating comparisons of performance with prior and future periods. These non-GAAP financial measures should be considered in addition to, and not as a replacement for or superior to, the comparable GAAP financial measures.

## Agenda



- 1. Quarter Highlights and Performance
- 2. Segment Summary
- 3. Outlook
- 4. Questions and Answers
- 5. Appendix

#### Presenters Include:

- Thomas Amato, President and Chief Executive Officer
- Robert Zalupski, Chief Financial Officer
- Sherry Lauderback, Vice President, Investor Relations



## Second Quarter Highlights



#### Performance On Plan

- ✓ Leveraging TriMas Business Model to drive results
- ✓ Tangible improvements in Aerospace and Energy

#### Continued strong cash flow conversion

- Further debt reduction through performance and relentless focus on cash flow drivers
- ✓ Opportunities remain for additional improvements

#### Shifting gears toward longer-term strategies

- ✓ Leveraging year-to-date momentum to achieve 2017 Plan
- ✓ Increasing focus on 2018 plans and longer-range divisional strategies



### Second Quarter Performance



(Unaudited, dollars in millions, except per share amounts)

Q2 2017	Q2 2016	Change
\$213.4	\$203.3	4.9%
\$26.3	\$18.7	40.7%
12.3%	9.2%	310 bps
\$30.3	\$25.7	18.2%
14.2%	12.6%	160 bps
\$14.9	\$10.5	41.7%
\$18.2	\$15.6	16.3%
\$0.32	\$0.23	39.1%
\$0.40	\$0.34	17.6%
	\$213.4 \$26.3 12.3% \$30.3 14.2% \$14.9 \$18.2 \$0.32	\$213.4 \$203.3 \$26.3 \$18.7 12.3% 9.2% \$30.3 \$25.7 14.2% 12.6% \$14.9 \$10.5 \$18.2 \$15.6 \$0.32 \$0.23

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

- Q2 2017 net sales increased 4.9% as a result of higher demand levels and improved production throughput compared to Q2 2016
  - Sales increased organically in all four reportable segments
  - More than offset the impact of de-emphasizing certain geographic regions in the Energy segment and unfavorable currency exchange
- Q2 2017 operating profit, excluding Special Items, increased by \$4.6 million, or 18.2%, primarily
  as a result of successful, accelerated realignment and continuous improvement initiatives
- Increased Q2 2017 EPS, excluding Special Items, by 17.6% to \$0.40, compared to Q2 2016

Improved performance as a result of accelerated realignment efforts.

### Second Quarter Performance



(Unaudited, dollars in millions)

	Q2 2017
Debt	\$346.5
Less: Cash	\$22.7
Net Debt	\$323.8
Leverage Ratio <sup>(1)</sup>	2.3x
Cash & Available Liquidity (2)	\$199.4
Free Cash Flow <sup>(3)</sup>	\$23.8
Capital Expenditures	\$6.2

v. Q4 2016	Change
\$374.7	(\$28.2)
\$20.7	\$2.0
\$353.9	(\$30.1)
2.6x	
\$147.2	\$52.2
\$33.2	(\$9.4)
\$8.9	(\$2.7)

v. Q2 2016	Change
\$406.3	(\$59.8)
\$23.7	(\$1.0)
\$382.6	(\$58.8)
2.8x	
\$123.7	\$75.7
\$34.2	(\$10.4)
\$7.0	(\$0.8)

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

- Reduced Net Debt by \$58.8 million, or 15.4%, to \$323.8 million compared to June 30, 2016
- Another quarter of solid Free Cash Flow<sup>(3)</sup> through focus on performance and cash flow drivers
- Ended Q2 2017 with cash and available liquidity of \$199.4 million, and a leverage ratio of 2.3x

Increased focus on cash flow is a key component of the new TriMas Business Model.

<sup>(1)</sup> The leverage ratio is based on Bank EBITDA and total indebtedness as defined in the Credit Agreement dated June 30, 2015.

<sup>(2)</sup> Period-end total of cash and aggregate availability under the Company's revolving credit and accounts receivable facilities.

<sup>(3)</sup> Free Cash Flow is defined as Net Cash Provided by/Used for Operating Activities, excluding the cash impact of Special Items, less Capital Expenditures.

## Second Quarter YTD Summary



(Unaudited, dollars in millions, except per share amounts)

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	YTD 2017	YTD 2016	Change
Net Sales	\$413.2	\$406.2	1.7%
Operating Profit	\$42.0	\$35.1	19.6%
Operating Profit Margin	10.2%	8.6%	160 bps
Excluding Special Items, Operating Profit would have been:	\$54.2	\$47.5	14.1%
Excluding Special Items, Operating Profit Margin would have been:	13.1%	11.7%	140 bps
Net Income	\$21.8	\$18.8	16.3%
Excluding Special Items, Income would have been:	\$32.2	\$28.0	14.8%
Diluted Earnings Per Share	\$0.48	\$0.41	17.1%
Excluding Special Items, Diluted Earnings Per Share would have been:	\$0.70	\$0.61	14.8%
Free Cash Flow <sup>(1)</sup>	\$41.5	\$28.3	46.5%
Capital Expenditures	\$16.9	\$13.0	30.5%
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Note: Please see the Appendix for a detailed reconciliation to GAAP results.

- YTD Q2 2017 net sales increased 1.7% as a result of higher levels of demand and improved delivery as compared to YTD Q2 2016
  - More than offset the impact of de-emphasizing certain regions in the Energy segment and unfavorable currency
- Accelerated realignment and continuous improvement initiatives drove higher YTD operating profit, net income and EPS, all excluding Special Items, by more than 14% compared to the prior year
- YTD Q2 2017 Free Cash Flow<sup>(1)</sup> increased 46.5% as compared to YTD 2016

<sup>(1)</sup> Free Cash Flow is defined as Net Cash Provided by/Used for Operating Activities, excluding the cash impact of Special Items, less Capital Expenditures.



## **Packaging Segment**





(Unaudited, dollars in millions)

Financial Summary	Q2 2017	Q2 2016	Change
Sales	\$88.7	\$88.1	0.7%
Operating Profit, excluding Special Items	\$21.5	\$22.0	-2.1%
Operating Margin, excluding Special Items	24.3%	25.0%	-70 bps

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

#### **Markets, Products & Brands**









#### **Quarterly Comments**

- Sales increased 2% on a constant currency basis
- Growth in all end markets with particular strength in Europe and Asia
- · Operating profit margin remains strong
- Continued solid quoting activity on innovative products through proprietary processes for global customers

Positioning business for product innovation to drive future growth.

## Aerospace Segment





(Unaudited, dollars in millions)

Financial Summary	Q2 2017	Q2 2016	Change
Sales	\$47.6	\$44.1	7.9%
Operating Profit, excluding Special Items	\$6.9	\$5.0	37.5%
Operating Margin, excluding Special Items	14.6%	11.4%	320 bps

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

#### Markets, Products & Brands















#### **Quarterly Comments**

- Increased sales due to improved production throughput and solid customer demand
- Operating profit and related margin increased due to higher sales levels and operational performance improvement actions
- Continued progress on recovery plan more work to do
- · Accelerating efforts for additional product qualifications

Focusing on continued manufacturing and delivery performance.

## **Energy Segment**





(Unaudited, dollars in millions)

Financial Summary	Q2 2017	Q2 2016	Change
Sales	\$43.5	\$40.0	8.9%
Operating Profit, excluding Special Items	\$4.0	\$1.8	122.2%
Operating Margin, excluding Special Items	9.2%	4.5%	470 bps

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

#### Markets, Products & Brands









#### **Quarterly Comments**

- Sales higher than anticipated due to greater customer demand resulting from improved delivery performance
  - Offset lower sales in de-emphasized, underperforming geographic regions
- Profitability increased due to accelerated business realignment actions, improved operational performance and increased sales levels
- Successfully completed production relocation from Reynosa, Mexico facility to existing Houston facility

Accelerated performance improvement plans.

## **Engineered Components Segment**





(Unaudited, dollars in millions)

Financial Summary	Q2 2017	Q2 2016	Change
Sales	\$33.6	\$31.2	7.7%
Operating Profit, excluding Special Items	\$4.7	\$3.9	21.4%
Operating Margin, excluding Special Items	14.0%	12.4%	160 bps

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

#### Markets, Products & Brands











#### **Quarterly Comments**

- Sales increased due to greater oil and gas production activity in the U.S., and increased demand for large, high pressure cylinders in the quarter
- Experiencing higher quote activity related to Arrow pump jack engines and compression packages
- Continued cost containment and flexed cost structure to improve operating profit and margin
- Applied for extension of trade duty protection of certain high pressure steel cylinders manufactured in the U.S. – filing was unopposed with expected ruling by year-end

Tight cost management and incremental demand positively impacting profitability.

## Segment Performance Summary



(Unaudited, dollars in millions)



## Segment Operating Profit Margin, excluding Special Items





Note: Please see the detailed reconciliation to GAAP results in the Appendix.

# TriMas



## Full Year Outlook (as of 7/27/17)

Free Cash Flow<sup>(1)</sup>

> 100% of net income

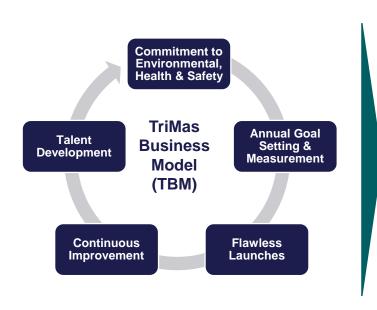
Note: All of the figures on this slide exclude any current and future Special Items.

Reaffirming previously provided full year 2017 outlook.

<sup>(1)</sup> Free Cash Flow is defined as Net Cash Provided by/Used for Operating Activities, excluding the cash impact of Special Items, less Capital Expenditures.



## **TriMas**



Drive Performance, Exceptional Cash Generation and Solid ROI

#### TriMas Cash Priorities

- 1. Reinvest in our businesses
- 2. Reduce net debt with a long-term target leverage ratio of <2.0x
- 3. Evaluate bolt-on acquisitions to augment TriMas' highest value proposition segments
- 4. Consider share repurchases and/or dividends

Improve cash generation through performance to drive higher returns.



# TriMas

## Updated FY 2017 Segment Assumptions



From Continuing Operations

(Updated as of 7/27/17)

Segment	Sales <sup>(1)</sup>	Operating Profit Margin, excluding Special Items
Packaging	1% – 2% Previous 2% – 4%	23% – 24%
Aerospace	4% – 6%	13% – 15%
Energy	(2%) – 0% Previous (5%) – (2%)	6% – 8% Previous 5% – 7%
Engineered Components	2% – 5%	13% – 15%

Note: All of the figures and comments on this slide exclude any current and future Special Items.

<sup>(1) 2017</sup> sales growth versus 2016.

## Condensed Consolidated Balance Sheet



(Dollars in thousands)

	June 30, 2017 (unaudited)		2017		2017		2017		_	De	cember 31, 2016
Assets											
Current assets:											
Cash and cash equivalents	\$	22,680		\$	20,710						
Receivables, net		123,790			111,570						
Inventories		156,330			160,460						
Prepaid expenses and other current assets		9,770	_		16,060						
Total current assets		312,570			308,800						
Property and equipment, net		183,760			179,160						
Goodwill		317,850			315,080						
Other intangibles, net		204,110			213,920						
Other assets		34,840	_		34,690						
Total assets	\$	1,053,130	_	\$	1,051,650						
Liabilities and Shareholders' Equity											
Current liabilities:	_			_							
Current maturities, long-term debt	\$	13,760		\$	13,810						
Accounts payable		77,060			72,270						
Accrued liabilities		42,160	_		47,190						
Total current liabilities		132,980			133,270						
Long-term debt, net		332,740			360,840						
Deferred income taxes		8,200			5,910						
Other long-term liabilities		50,750	_		51,910						
Total liabilities		524,670			551,930						
Total shareholders' equity		528,460	_		499,720						
Total liabilities and shareholders' equity	\$	1,053,130	_	\$	1,051,650						

## **Consolidated Income Statement**



(Unaudited, dollars in thousands, except for per share amounts)

	Three months ended June 30,			ths ended ne 30,	
	2017	2016	2016 2017		
Net sales	\$ 213,370	\$ 203,320	\$ 413,200	\$ 406,200	
Cost of sales	(153,960)	(146,240)	(302,030)	(293,200)	
Gross profit	59,410	57,080	111,170	113,000	
Selling, general and administrative expenses	(33,160)	(38,420)	(69,180)	(77,890)	
Operating profit	26,250	18,660	41,990	35,110	
Other expense, net:		·			
Interest expense	(3,420)	(3,310)	(6,970)	(6,750)	
Other income (expense), net	30	130	(580)	70	
Other expense, net	(3,390)	(3,180)	(7,550)	(6,680)	
Income before income taxes	22,860	15,480	34,440	28,430	
Income tax expense	(8,010)	(5,000)	(12,600)	(9,650)	
Net income	\$ 14,850	\$ 10,480	\$ 21,840	\$ 18,780	
Earnings per share - basic:					
Net income per share	\$ 0.32	\$ 0.23	\$ 0.48	\$ 0.41	
Weighted average common shares - basic	45,717,697	45,429,851	45,644,096	45,354,421	
Earnings per share - diluted:					
Net income per share	\$ 0.32	\$ 0.23	\$ 0.48	\$ 0.41	
Weighted average common shares - diluted	45,922,416	45,726,348	45,915,687	45,690,582	

## Consolidated Statement of Cash Flow



(Unaudited, dollars in thousands)

	Six months ended June 30,				
		2017		2016	
Cash Flows from Operating Activities:	•	04.040	•	40.700	
Net income.	\$	21,840	\$	18,780	
Adjustments to reconcile net income to net cash provided by operating activities:		0.000		4.400	
Loss on dispositions of assets		3,030		1,120	
Depreciation		13,050		11,980	
Amortization of intangible assets		9,990		10,190	
Amortization of debt issue costs		690		670	
Deferred income taxes		2,060		230	
Non-cash compensation expense.		3,340		4,140	
Tax effect from stock based compensation				(170)	
Increase in receivables		(11,490)		(3,660)	
Decrease in inventories		2,850		1,130	
Decrease in prepaid expenses and other assets		6,280		10,650	
Decrease in accounts payable and accrued liabilities		(1,930)		(21,710)	
Other operating activities		(120)		(410)	
Net cash provided by operating activities		49,590		32,940	
Cash Flows from Investing Activities:					
Capital expenditures		(16,910)		(12,960)	
Net proceeds from disposition of property and equipment		1,780		120	
Net cash used for investing activities		(15,130)		(12,840)	
Cash Flows from Financing Activities:					
Repayments of borrowings on term loan facilities		(6,910)		(6,950)	
Proceeds from borrowings on revolving credit and accounts receivable facilities		300,050		216,580	
Repayments of borrowings on revolving credit and accounts receivable facilities		(324,900)		(225,050)	
Shares surrendered upon options and restricted stock vesting to cover taxes		(480)		(650)	
Other financing activities		(250)		180	
Net cash used for financing activities		(32,490)		(15,890)	
Cash and Cash Equivalents:					
Net increase for the period		1,970		4,210	
At beginning of period.		20,710		19,450	
At end of period.	\$	22,680	\$	23.660	
	Ψ	22,000	Ψ	20,000	
Supplemental disclosure of cash flow information:					
Cash paid for interest	\$	6,060	\$	5,860	
Cash paid for taxes	\$	10,600	\$	3,170	

## Company and Segment Financial Information TriMas



(Unaudited, dollars in thousands)

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		Three months ended June 30.				Six months ended June 30.			
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Parkering.		2017		2016		2017		2016	
Packaging	Φ.	00.740	•	00.440	Φ.	400 700	•	400,000	
Net sales	\$	88,740	\$	88,110	\$	169,700	\$	168,220	
Operating profit	\$	21,540	\$	21,410	\$	38,390	\$	39,250	
Special Items to consider in evaluating operating profit:									
Business restructuring and severance costs				590		1,670		1,060	
Excluding Special Items, operating profit would have been	\$	21,540	\$	22,000	\$	40,060	\$	40,310	
Aerospace									
Net sales	\$	47,580	\$	44,090	\$	93,000	\$	84,590	
Operating profit	\$	6,930	\$	3,550	\$	11,930	\$	7,010	
Special Items to consider in evaluating operating profit:									
Business restructuring and severance costs		-		1,490		-		1,560	
Excluding Special Items, operating profit would have been	\$	6,930	\$	5,040	\$	11,930	\$	8,570	
Energy									
Net sales	\$	43,490	\$	39,950	\$	84,420	\$	84,700	
Operating profit (loss)	\$	110	\$	(3.090)	\$	(3.790)	\$	(6,700)	
Special Items to consider in evaluating operating profit:	Ψ	110	Ψ	(3,090)	Ψ	(3,790)	Ψ	(0,700)	
Business restructuring and severance costs		3,890		4,890		10,330		9,590	
Excluding Special Items, operating profit would have been	\$	4,000	\$	1,800	\$	6,540	\$	2,890	
Excluding Special herrs, operating profit would have been	φ	4,000	Ψ	1,000	φ	0,540	φ	2,090	
Engineered Components									
Net sales	\$	33,560	\$	31,170	\$	66,080	\$	68,690	
Operating profit	\$	4,710	\$	3,860	\$	9,690	\$	9,440	
Special Items to consider in evaluating operating profit:									
Business restructuring and severance costs		-		20		-		170	
Excluding Special Items, operating profit would have been	\$	4,710	\$	3,880	\$	9,690	\$	9,610	
Corporate expenses									
Operating loss	\$	(7.040)	\$	(7.070)	\$	(14,230)	\$	(13,890)	
Special Items to consider in evaluating operating loss:		( , ,		, ,		, , ,		, , ,	
Severance and business restructuring costs		180		_		180		_	
Excluding Special Items, operating loss would have been	\$	(6,860)	\$	(7,070)	\$	(14,050)	\$	(13,890)	
Total Company									
Net sales	\$	213,370	\$	203,320	\$	413,200	\$	406,200	
Operating profit.	\$	26,250	\$	18,660	\$	41,990	\$	35,110	
Total Special Items to consider in evaluating operating profit	Ψ	4,070	Ψ	6,990	Ψ	12,180	Ψ	12,380	
Excluding Special Items, operating profit would have been	\$	30,320	\$	25,650	\$	54,170	\$	47,490	
Excluding opecial fields, operating profit would have been	φ	30,320	φ	20,000	φ	34,170	φ	47,430	

## Additional Information Regarding Special Items TriMas

(Unaudited, dollars in thousands, except for per share amounts)

	Three months ended June 30,			Six months e June 30,			ded	
	2017		2016		2017			2016
Net income, as reported	\$	14,850	\$	10,480	\$	21,840	\$	18,780
Special Items to consider in evaluating quality of net income:								
Business restructuring and severance costs		4,000		7,400		12,110		12,790
Income tax effect of Special Items <sup>(1)</sup>		(690)		(2,270)		(1,800)		(3,570)
Excluding Special Items, net income would have been	\$	18,160	\$	15,610	\$	32,150	\$	28,000

	Three months ended June 30.					ed		
	2017		2016		2017		2	2016
Diluted earnings per share, as reported	\$	0.32	\$	0.23		0.48	\$	0.41
Special Items to consider in evaluating quality of diluted EPS:								
Business restructuring and severance costs		0.09		0.16		0.26		0.28
Income tax effect of Special Items <sup>(1)</sup>		(0.01)		(0.05)		(0.04)		(80.0)
Excluding Special Items, diluted EPS would have been	\$	0.40	\$	0.34	\$	0.70	\$	0.61
Weighted-average shares outstanding	45	,922,416	45	,726,348	45	,915,687	45	,690,582

<sup>(1)</sup> Income tax effect of Special Items is calculated on an item-by-item basis, utilizing the tax rate in the jurisdiction where the Special Item occurred. For the three and six month periods ended June 20, 2017 and 2016, the income tax effect of Special Items varied from the tax rate inherent in the Company's reported GAAP results, primarily as a result of certain of the Special Items in each period being incurred in jurisdictions where no tax benefit could be recorded due to valuation allowance assessments.

	Three months ended June 30,					Six months ended June 30,			
	2017		2016		2017			2016	
Operating profit (excluding Special Items)	\$	30,320	\$	25,650	\$	54,170	\$	47,490	
Corporate expenses (excluding Special Items)		6,860		7,070		14,050		13,890	
Segment operating profit (excluding Special Items)	\$	37,180	\$	32,720	\$	68,220	\$	61,380	
Segment operating profit margin (excluding Special Items)		17.4%		16.1%		16.5%		15.1%	

## Additional Information Regarding Special Items TriMas

(Unaudited, dollars in thousands)

	Thi oo montho onaoa cano co,											
	2017									2016		
					E	xcluding					Ex	cluding
	As reported		orted Special Items			ecial Items	As reported		Special Items		Special Items	
Net cash provided by operating activities	\$	27,620	\$	2,340	\$	29,960	\$	36,280	\$	4,920	\$	41,200
Less: Capital expenditures		(6,170)		-		(6,170)		(6,980)		-		(6,980)
Free Cash Flow		21,450		2,340		23,790		29,300		4,920		34,220
Net income		14,850		3,310		18,160		10,480		5,130		15,610
Free Cash Flow as a percentage of net income		144%				131%		280%				219%

Three months ended June 30.

	Six months ended June 30,												
	2017						2016						
	Excluding							E	cluding				
	As reported		Special Items		Special Items		As reported		Special Items		Special Items		
Net cash provided by operating activities	\$	49,590	\$	8,830	\$	58,420	\$	32,940	\$	8,360	\$	41,300	
Less: Capital expenditures		(16,910)				(16,910)		(12,960)				(12,960)	
Free Cash Flow		32,680		8,830		41,510		19,980		8,360		28,340	
Net income		21,840		10,310		32,150		18,780		9,220		28,000	
Free Cash Flow as a percentage of net income		150%				129%		106%				101%	

	June 30, 2017	Dec	ember 31, 2016	June 30, 2016		
Current maturities, long-term debt	\$ 13,760	\$	13,810	\$	13,820	
Long-term debt, net	332,740		360,840		392,460	
Debt	346,500		374,650		406,280	
Less: Cash and cash equivalents	22,680		20,710		23,660	
Net Debt	\$ 323,820	\$	353,940	\$	382,620	

## LTM Bank EBITDA and Ratios



(Unaudited, dollars in thousands)

	J	une 30, 2017	Dec	cember 31, 2016
Net loss for the twelve months ended	\$	(36,740)	\$	(39,800)
Interest expense		13,940		13,720
Depreciation and amortization		45,730		44,860
Extraordinary non-cash charges		98,900		98,900
Non-cash compensation expense		6,140		6,940
Other non-cash expenses or losses		13,190		8,180
Non-recurring expenses or costs		10,330		11,400
Acquisition integration costs		350		1,460
Bank EBITDA - LTM Ended (1)	\$	151,840	\$	145,660

<sup>&</sup>lt;sup>(1)</sup> As defined in the Credit Agreement dated June 30, 2015.

Key Ratios:	 une 30, 2017	Dec	cember 31, 
Bank LTM EBITDA	\$ 151,840	\$	145,660
Interest Coverage Ratio	12.12 x		11.94 x
Leverage Ratio	2.34 x		2.63 x