





## Gabelli A&D Symposium

September 5, 2024

### **Disclosures**

**Forward-Looking Statements:** This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements may be preceded by, followed by or include the words "believes," "expects," "anticipates," "intends," "intends," "estimates" or similar expressions. These statements are based on the beliefs and assumptions of the Company's management. Generally, forward-looking statements include information concerning the Company's possible or assumed future actions, events or results of operations. Forward-looking statements specifically include, without limitation: the information in this presentation regarding: our expected top-line growth, margin expansion, targeted aftermarket mix percentage, and key tenets of our shareholder value creation strategy, all through 2027; the expected results and annualized savings from our footprint restructuring initiative; estimated build rates for single- and twin-aisle commercial aerospace platforms through 2027; our M&A strategy, vision, outlook and timing expectations; and our expectations relations the our relationships with, and offloading by, key defense primes.

Although the Company believes that the expectations reflected in the forward-looking statements are based on reasonable assumptions, these forward-looking statements are subject to numerous factors, risks and uncertainties that could cause actual outcomes and results to be materially different from those projected. The Company cannot guarantee future results, performance or achievements. Moreover, neither the Company nor any other person assumes responsibility for the accuracy and completeness of the forward-looking statements. All written and oral forward-looking statements made in connection with this presentation that are attributable to the Company or persons acting on the Company's behalf are expressly qualified in their entirety by "Risk Factors" and other cautionary statements.

The information in this presentation is not a complete description of the Company's business or the risks. There can be no assurance that other factors will not affect the accuracy of these forward-looking statements or that the Company's actual results will not differ materially from the results anticipated in such forward-looking statements. Factors that could cause actual results to differ materially from those estimated by the Company include, but are not limited to, those factors or conditions described under "Risk Factors" in the Company's Annual Report on Form 10-K for the year ended December 31, 2023 once it is filed with the Securities and Exchange Commission (SEC) and the following: the Company's level of indebtedness; the Company's ability to service its indebtedness; the Company's negative for the securities and Exchange Commission (SEC) and the following: the Company's level of indebtedness; the Company's ability to service its indebtedness; the covenants in the Company's negative for the securities and Exchange Commission (SEC) and the following: the Company's level of indebtedness; the Company's negative for the securities and Exchange Commission (SEC) and the following: the Company's negative for the securities and Exchange Commission (SEC) and the following: the Company's negative for the securities and Exchange Commission (SEC) and the following: the Company's negative for the securities and Exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the following: the Company's negative for the securities and exchange Commission (SEC) and the sec may limit its operating and financial flexibility; the typical volume of the Company's common stock may affect an investor's ability to sell significant stock holdings in the future without negatively affecting the Company's stock price; the amount debt may require the Company to raise additional capital to fund acquisitions; the cyclicality of the Company's end-use markets; a significant portion of the Company's business depends on U.S. Government defense spending; exports of certain of the Company's products and the Company's production facility in in Guaymas, Mexico are subject to various export control regulations and authorizations for proposed sales to certain foreign customers; contracts with some of the Company's customers give them a variety of rights that are unfavorable to the Company and the original equipment manufacturers to whom the Company provide products and services, including the ability to terminate a contract at any time for convenience; further consolidation in the aerospace industry; the Company's ability to execute its growth strategy, which includes evaluating select acquisitions; the Company may not be successful in achieving expected operating efficiencies and sustaining or improving operating expense reductions, and may experience business disruptions associated with restructuring, performance center consolidations, realignment, cost reduction, and other strategic initiatives; enhanced design, product development, manufacturing, supply chain project management and other skills will be required as the Company moves up the value chain to become a more value added supplier, and the Company is dependent upon its ability to attract and retain key personnel; risks associated with operating and conducting the Company's business outside the United States; customer pricing pressures could reduce the demand and/or price for the Company's products and services; the Company's products and processes are subject to risk of obsolescence as a result of changes in technology and evolving industrial and regulatory standards; the Company may not have the ability to renew facilities leases on terms favorable to the Company and relocation of operations presents risks due to business interruptions; the Company is subject to a number of procurement laws with which the Company must comply; the Company's operations are subject to numerous extensive, complex, costly and evolving laws, regulations and restrictions, including the Defense Contract Audit Agency and cybersecurity requirements; possible goodwill and other asset impairments; the risk of environmental liabilities and the Company's environmental, social and governance, and sustainability responsibilities; the Company may be subject to litigation, other legal proceedings and indemnity claims; the Company's ability to implement changes in estimates when bidding on fixed-price contracts: unanticipated changes in the Company's tax provision or exposure to additional income tax liabilities; the Company's ability to accurately report its financial results or prevent fraud if the Company's internal control over financial reporting is not effective; labor disruptions and the ability of the Company's suppliers to meet the quality and delivery expectations of the Company's customers; cybersecurity attacks; assertions by third parties of violations of intellectual property rights; damage or destruction of the Company's facilities caused by natural disasters: and other risks and uncertainties.

The Company cautions the reader that undue reliance should not be placed on any forward-looking statements, which speak only as of the date of this presentation. The Company does not undertake any duty or responsibility to update any of these forward-looking statements to reflect events or circumstances after the date of this presentation or to reflect actual outcomes.

Non-GAAP Financial Measures: This presentation includes certain non-GAAP financial measures, such as Adjusted EBITDA, Adjusted EBITDA Margin, Adjusted Operating Income Margin, and backlog. For a reconciliation of such non-GAAP financial measures to the closest GAAP measure as well as why management believes these measures are useful, see "Non-GAAP Financial Measures" in the Appendix of this presentation.

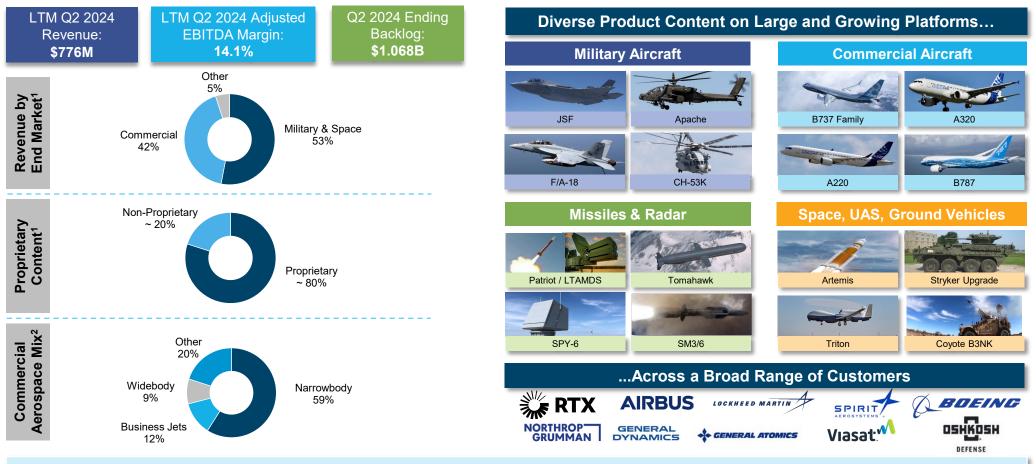
Other: The inclusion of information in this presentation does not indicate that such information is material or that disclosure of such information is required.

Industry and Customer Information: Market data and industry information used throughout this presentation are based on management's knowledge of the industry and the good faith estimates of management. The Company also relied, to the extent available, upon management's review of independent industry surveys and publications and other publicly available information prepared by a number of third-party sources. All of the market data and industry information used in this presentation involves a number of assumptions and limitations, and you are cautioned not to give undue weight to such estimates. Although the Company believes that these sources are reliable, the Company cannot guarantee the accuracy or completeness of this information, and the Company has not independently verified this information. While the Company believes the estimated market position, market opportunity and market size information are generally reliable, such information, which is derived in part from management's estimates and beliefs, is inherently uncertain and imprecise. No representations or warranties are made by the Company or any of its affiliates as to the accuracy of any such estimates of the Company or any of its affiliates as to the accuracy of any such estimates of the Company's future performance and the future performance of the industry in which the Company operates are necessarily subject to a high degree of uncertainty and risk due to a variety of factors, including those described above. These and other factors could cause results to differ materially from those expressed in the Company's estimates and beliefs and in the estimates prepared by independent parties. Further, the inclusion of customer logos or references to specific programs in this presentation is not an endorsement by the Company.





## **Our Company**



Leading manufacturer mainly as a Tier 1 supplier of complex electronics and structural systems for the commercial aerospace, defense, and space markets



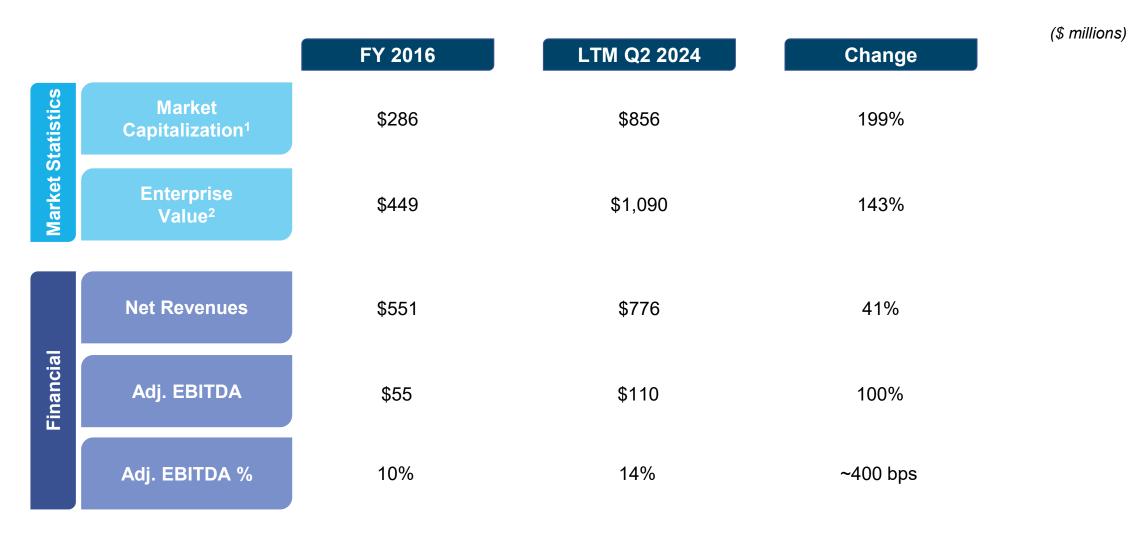


## **Our Segments**

		Electronic Systems (57% of 2023 Revenue)	Structural Systems (43% of 2023 Revenue)		
Overview		Innovative and ruggedized electronic and electromechanical products and assemblies	Engineered aerostructure components and assemblies		
Financial Profile	Revenue	\$430mm	\$327mm		
(2023)	Adj. EBITDA Margin	<b>15</b> % <sup>1</sup>	18% <sup>1</sup>		
Selected Products		Ruggedized Wire Harness	Titanium Hot FormingVersaCore Composite™ & MetalbondTitanium Super Plastic Forming		
		Complex Circuit Card Lightning Protection	Ammunition Handling Systems Aluminum Stretch Form & Chemical Mill		
		Integrated Box Build Motion Control	Magnetic Seals Aerodynamic Enhancement Products		
		RTX <b>NORTHROP</b> GRUMMAN Viasat	BOEING AIRBUS SIKORSKY		
Key Customers		GENERAL ATOMICS — Parker	GKN AEROSPACE		
		SIKORSKY LOCKHEED MARTIN	Gulfstream STELIA BOMBARDIER		



## **Evolution of Ducommun's Financial Profile**

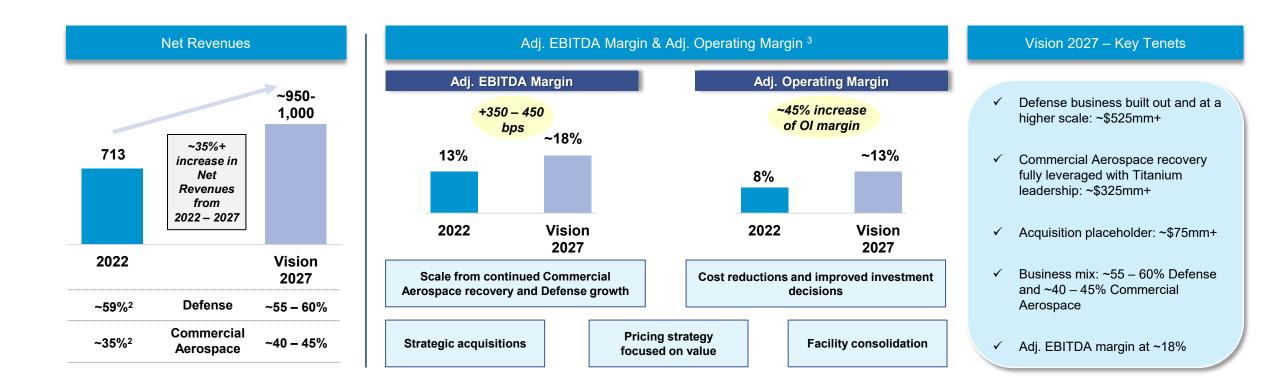




 <sup>1</sup> FY2016 based on closing share price of \$25.56 as of December 30, 2016 and 11.2M common shares outstanding. LTM Q2 2024 based on closing share price of \$58.06 as of June 28, 2024 and 14.7M common shares outstanding as of June 29, 2024.
 <sup>2</sup> FY2016 and LTM Q2 2024 assumes \$163M and \$233M of net debt, respectively.



#### **Vision 2027**<sup>1</sup>





Vision 2027 information as included in the Company's December 8, 2022 Investor Day Presentation, with the baseline 2022 Estimate updated for actuals. Remaining 6% of Net Revenues mix by end-market in 2022 is Other.



Ducommun does not provide a reconciliation of 2027 adjusted EBITDA margin or 2027 adjusted operating margin or the most directly comparable forwardlooking GAAP measure of net income because the timing and nature of excluded items are unreasonably difficult to fully and accurately estimate.

#### **Expanding Portfolio of Engineered Product Businesses**



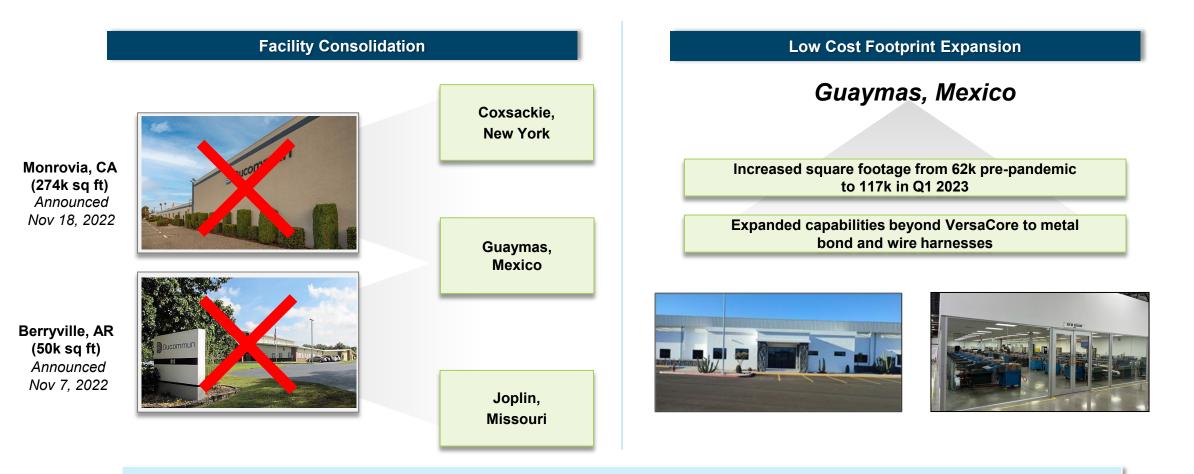
\*Proprietary process capability held by very limited group of suppliers and aftermarket content percentage is based on management estimates



Vision 2027 information as included in the Company's December 8, 2022 Investor Day Presentation.

Jucommun

#### **Cost Reduction Initiatives to Support Margin Growth**

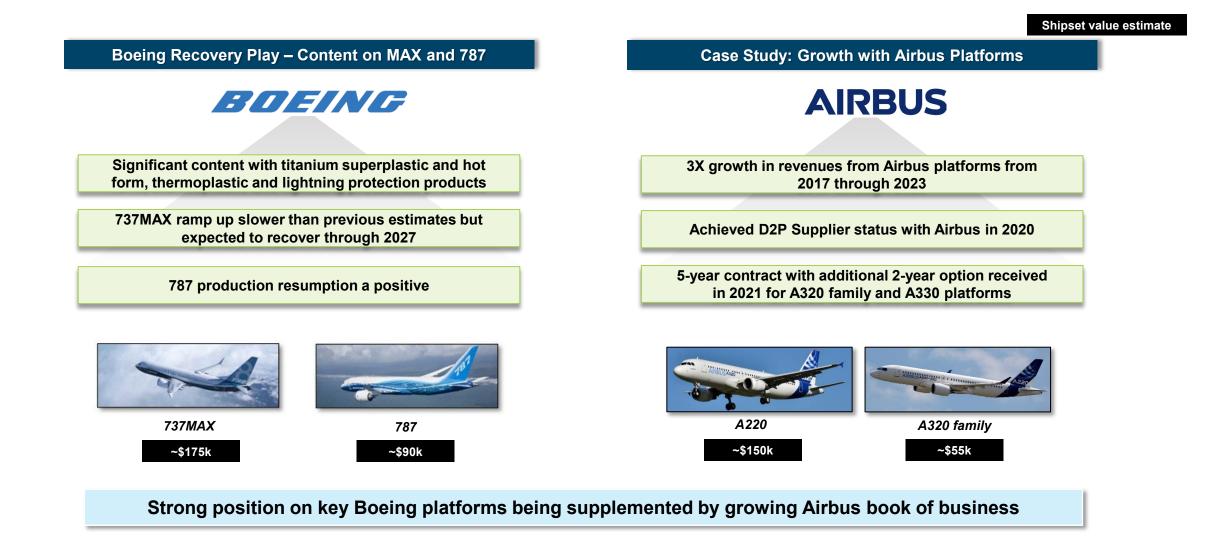


Consolidate redundant footprint & expand low-cost capability driving anticipated <u>\$11-13M in annual savings</u>





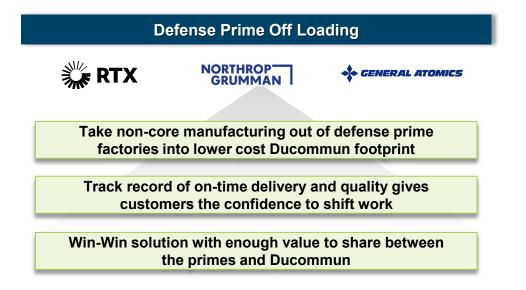
#### **Well Positioned on Key Commercial Aerospace Platforms**



NOTE: Shipset values based on Investor Day Presentation on December 8, 2022.



#### Positioned to Benefit from Macro Defense Tailwinds





SPY-6



Next Gen Jammer Mid Band

#### **Gaining content on Next Generation Platforms**



Significant content on next-generation missile defense and related radar programs including SPY-6, LTAMDS/ GhostEye®, NASAMS, SM-3/6



Partnering with leading Defense primes on Hypersonics and Counter Hypersonic programs

Hypersonics



Leveraging experience and capabilities to pursue content on next gen UAV and counter UAS platforms

Ducommun is bolstering its strong relationships with key Defense Primes





#### **Differentiated Manufacturing Services Capabilities**



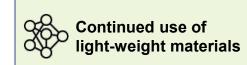
Largest non-OEM titanium hot forming and super plastic forming provider<sup>1</sup> in the world

Significant trusted low-cost domestic footprint Engineering design & rapid prototyping services Unique capability to stretch and chem mill large structural components including skins

Proprietary VersaCore Composite<sup>™</sup> – Nacelle Components with opportunity to expand to other applications



**Rapidly expanding** narrowbody fleet





Increasing electronics



Differentiated capabilities supported by significant IP including trade secrets and know-how





## **Key Investment Highlights**



commun

Driving shareholder value through 2027





# Appendix

## **Non-GAAP Financial Measures**

**Note Regarding Non-GAAP Financial Information:** This presentation contains non-GAAP financial measures, including Adjusted EBITDA (which excludes interest expense, income tax expense, depreciation, amortization, stock-based compensation expense, restructuring charges, gain on divestitures, net, Guaymas fire related expenses, inventory purchase accounting adjustments, insurance recoveries related to business interruption, insurance recoveries related to loss on operating assets, and professional fees related to unsolicited non-binding acquisition offer), Adjusted EBITDA Margin, Adjusted Operating Income Margin, and backlog.

The Company believes the presentation of these non-GAAP financial measures provide important supplemental information to management and investors regarding financial and business trends relating to its financial condition and results of operations. The Company's management uses these non-GAAP financial measures along with the most directly comparable GAAP financial measures in evaluating the Company's actual and forecasted operating performance, capital resources and cash flow. The non-GAAP financial information presented herein should be considered supplemental to, and not as a substitute for, or superior to, financial measures calculated in accordance with GAAP. The Company discloses different non-GAAP financial measures in order to provide greater transparency and to help the Company's investors to more meaningfully evaluate and compare the Company's results to its previously reported results. The non-GAAP financial measures that the Company uses may not be comparable to similarly titled financial measures used by other companies.

Under ASC 606, the Company defines performance obligations as customer placed purchase orders with firm fixed price and firm delivery dates. The Company defines backlog as customer placed purchase orders and long-term agreements ("LTAs') with firm fixed price and expected delivery dates of 24 months of less. The majority of the LTAs do not meet the definition of a contract under ASC 606 and thus, the backlog amount disclosed herein may or may not be greater than the remaining performance obligations under ASC 606. Backlog is subject to delivery delays or program cancellations, which are beyond the Company's control. Backlog is affected by timing differences in the placement of customer orders and tends to be concentrated in several programs to a greater extent than the Company's net revenues. As a result of these factors, trends in the Company's overall level of backlog may not be indicative of trends in its future net revenues.

For more information on our non-GAAP financial measures and a reconciliation of such measures to the nearest GAAP measure, please see the "Non-GAAP Reconciliation" slides on the following pages.





## Adjusted EBITDA for 2016 through Q2 2024

	2016	2022	LTM Q2 2024
Net Revenues	\$ 551	\$ 713	\$ 776
GAAP Net Income	\$ 25	29	23
Non-GAAP Adjustments:			
Interest Expense	9	12	19
Income Tax Expense	13	5	3
Depreciation	13	15	16
Amortization	10	17	17
Stock-Based Compensation Expense	3	11	15
Restructuring Charges <sup>1</sup>	-	7	9
Gain on Divestitures, Net <sup>2</sup>	(18)	-	-
Guaymas Fire Related Expenses	-	4	1
Inventory Purchase Accounting Adjustments <sup>3</sup>	-	1	6
Insurance Recoveries Related to Business Interruption	-	(5)	-
Insurance Recoveries Related to Loss on Operating Assets	-	-	-
Professional fees related to unsolicited non-binding acquisition offer	-	-	1
Adjusted EBITDA	\$ 55	\$ 95	\$ 110
Net Income as a % of Net Revenues	5%	4%	3%
Adjusted EBITDA as a % of Net Revenues	10%	13%	14%

Note: May not sum due to rounding.



(1) 2022 and LTM Q2 2024 included \$0.5M and \$1.2M respectively of restructuring charges that were recorded as cost of sales.

2016 included gain on divestitures, net in our electronic systems operating segment related to the divestitures of our Pittsburgh and Miltec operations. (2) 2022 and LTM Q2 2024 included inventory purchase accounting adjustments of inventory that was stepped up in the purchase price allocation from acquisitions of Magnetic Seal LLC, and BLR Aerospace in Dec 2021, and Apr 2023, respectively, and are both part of our Structural Systems operating segments



(\$ millions)

## **Adjusted OI Margin for 2022**

GAAP Operating Income	\$ 40
Restructuring Charges <sup>1</sup>	7
Guaymas Fire Related Expenses	4
Inventory Purchase Accounting Adjustments <sup>2</sup>	1
Other Debt Refinancing Costs	-
Amortization of Acquisition Related Assets	6
Non-GAAP Adjusted Operating Income	\$ 59
GAAP Operating Income as a % of Net Revenues	6%
Non-GAAP Adjusted Operating Income as a % of Net Revenues	8%

Ducommun

Note: May not sum due to rounding. <sup>1</sup> 2022 included \$0.5M of restructuring charges that were recorded as cost of sales. <sup>2</sup> 2022 included inventory purchase accounting adjustments of inventory that was stepped up in the purchase price allocation and amortization of purchased intangible assets from acquisition of Magnetic Seal LLC (f/k/a Magnetic Seal Corporation) in December 2021 and is part of our Structural Systems operating segment.



(\$ millions)

## **Non-GAAP Reconciliation for Backlog**

(\$ millions)

Remaining Performance Obligations <sup>1</sup>
--

Backlog<sup>2</sup>

<u>\$1,068</u>

Q2 2024



Note: There is no reconciliation between GAAP remaining performance obligations and the non-GAAP backlog amount.
(1) Based on customer placed purchase orders with firm fixed price and firm delivery dates.
(2) Based on customer placed purchase orders and long-term agreements with firm fixed price and expected delivery dates of 24 months or less.

