



Investor Presentation

SEPTEMBER 2024

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Certain statements contained in this presentation that are not historical facts, including any statements as to future market conditions, results of operations, products introductions, and financial projections, are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and are subject to safe harbor created thereby. These forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from future express or implied results. Although SPX Technologies believes that the expectations reflected in its forward-looking statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are based on the company's existing operations and complement of businesses, which are subject to change.

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This presentation includes non-GAAP financial measures. Reconciliations of historical non-GAAP financial measures with the most comparable measures calculated and presented in accordance with GAAP are available in the appendix to this presentation. We believe that these non-GAAP measures are useful to investors in evaluating our operating performance and our management of business from period to period.

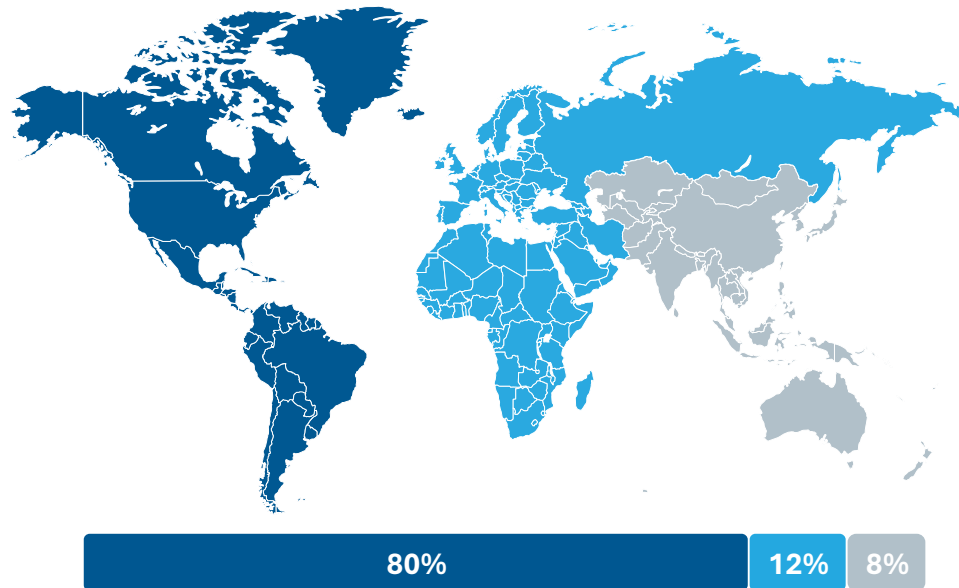
SPX Technologies Overview

Gene Lowe, President & Chief Executive Officer

Company Overview

- Headquartered in Charlotte, NC
- Focused, market-leading segments:
 - » HVAC
 - » Detection & Measurement
- ~\$2.0B Revenue¹
- 4,000+ employees
- NYSE Ticker: **SPXC**

2023 Revenue by Geography
(Destination)



¹2024 revenue guidance midpoint

**A Leading Supplier of HVAC and
Detection & Measurement Products and Technologies**

SPX Technologies - Investment Case

Attractive Core

Well-positioned key platforms in growth markets

Growth

Favorable secular trends and business mix; growth initiatives in early innings

Cash Flow

Solid free cash flow conversion

Business System

Consistent repeatable process to drive improvement

Capital Deployment

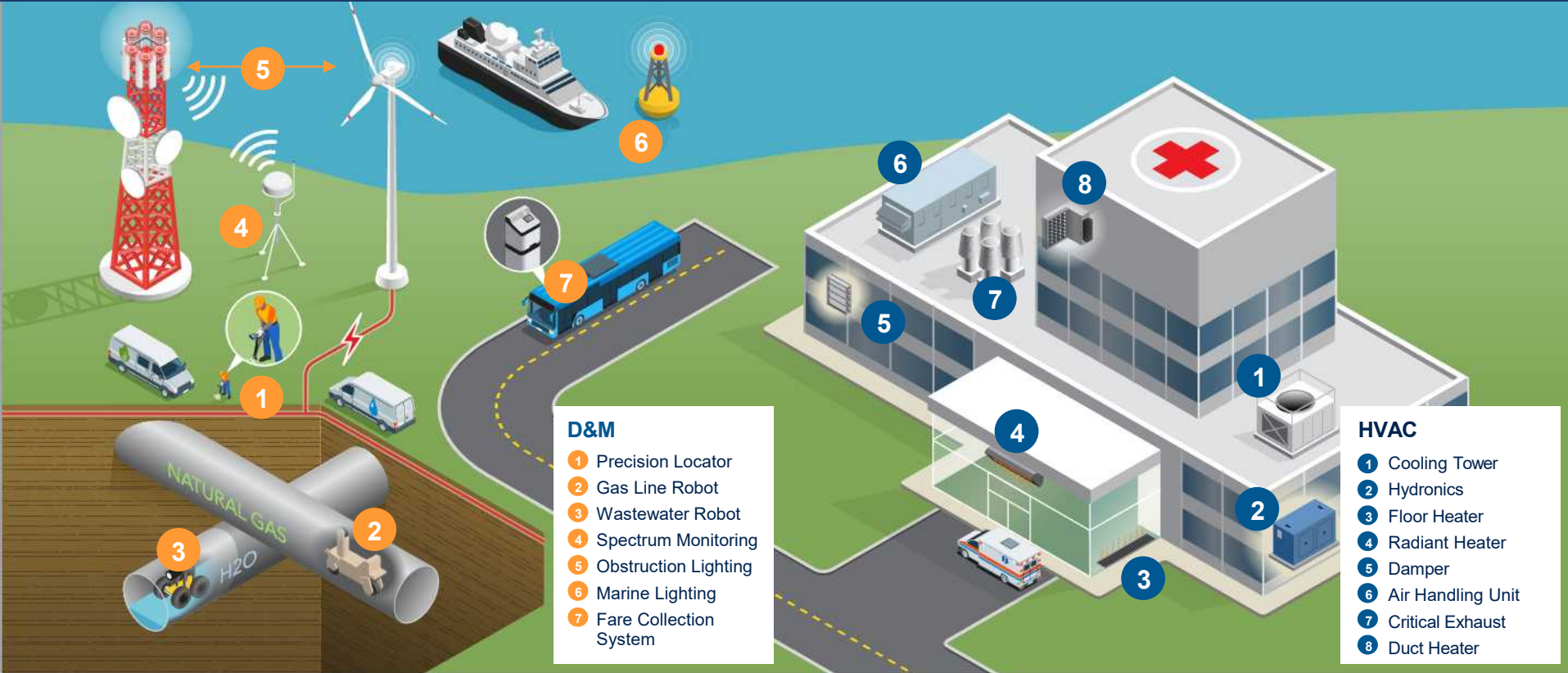
Substantial available capital and liquidity

Well-Positioned for Continued Growth Journey

SPX Products are Everywhere

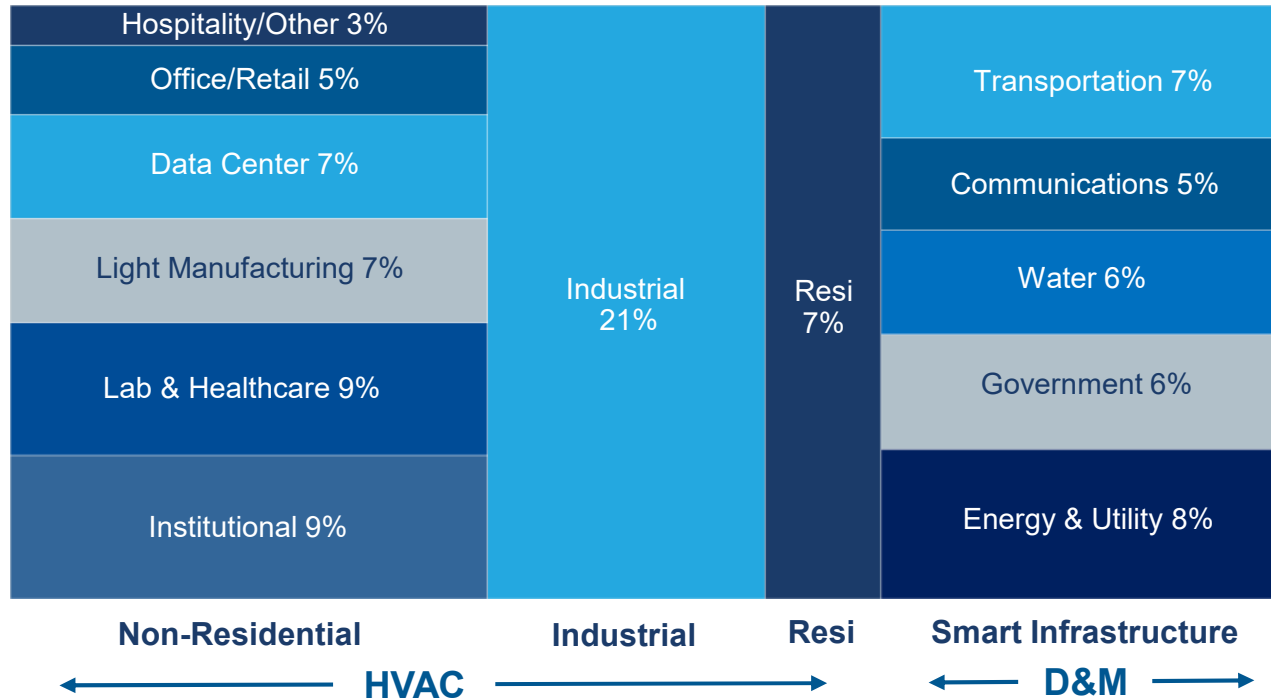
Detection & Measurement

HVAC



Balanced and Attractive End Markets

2024 Revenue¹



¹2024 guidance midpoint of ~\$2B. Percentages are based on Management estimates.

Strong Product Offerings and Attractive Market Dynamics

HVAC

- Cooling Towers
- Electric Heating
- Engineered Air Movement
- Hydronics

	2024 ²	
	Revenue	Segment Margin
	\$1,385M	23.5%

DETECTION & MEASUREMENT

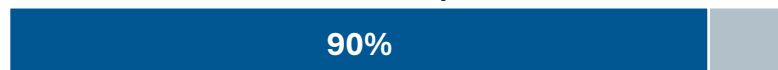
- Location & Inspection
- Aids to Navigation
- Communication Technologies
- Fare Collection

\$610M **21.3%**

Revenue from replacement sales¹



Revenue from #1 or #2 market position¹



- MARLEY ▪ SGS REFRIGERATION
- CINCINNATI FAN ▪ TAMCO ▪ INGENIA
- WEIL-MCLAIN ▪ PATTERSON-KELLEY ▪ MEP ▪ ASPEQ
- RADIODETECTION ▪ CUES ▪ ULC TECHNOLOGIES
- SCHONSTEDT ▪ SENSORS & SOFTWARE
- FLASH TECHNOLOGY ▪ SABIK MARINE ▪ SEALITE/AVLITE ▪ ITL
- TCI ▪ ENTERPRISE CONTROL SYSTEMS ▪ GENFARE

¹ Based on management estimates

² Midpoint of guidance

SPX Technologies at a Glance¹

~\$2.0B
FY 2024E
Revenue

~\$420M
FY 2024E
Adj. EBITDA

~21%
FY 2024E
Adj. EBITDA Margin

~\$5.53
FY 2024E
Adj. EPS

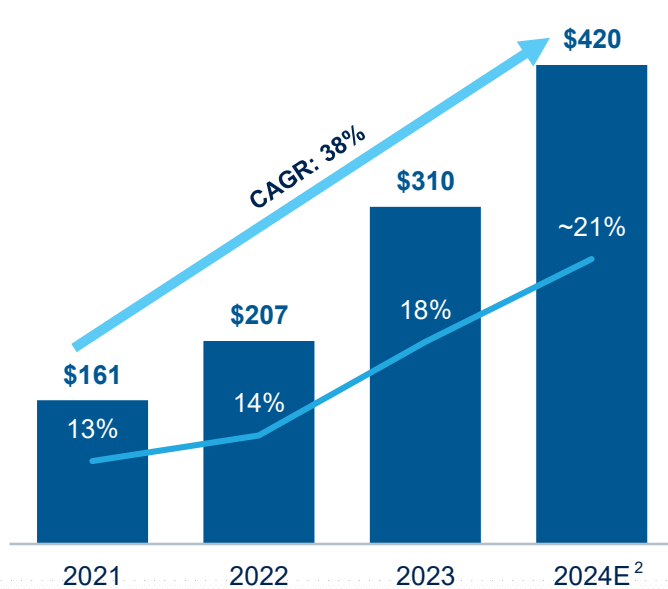


¹ 2024 figures reflect the midpoint of our guidance range. Reconciliations of non-GAAP guidance measures to US GAAP financial measures are not practicable and accordingly are not included in the Appendix to this presentation.

Strong Track Record

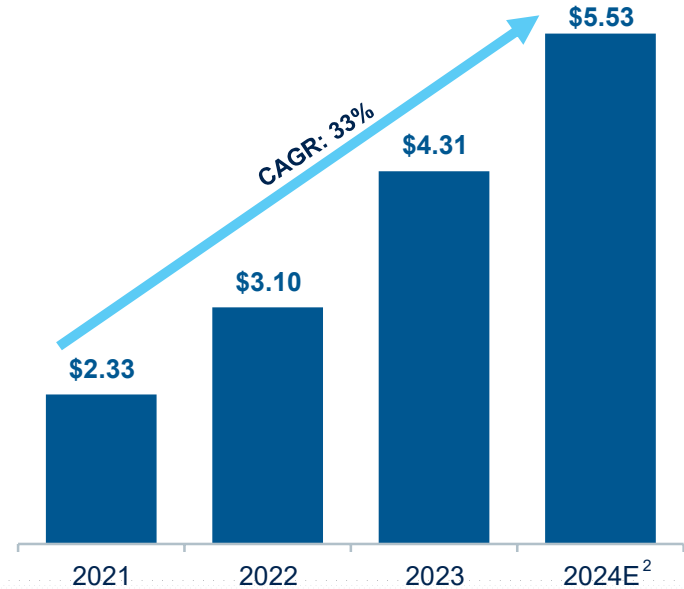
Adj. EBITDA and Margin¹

(\$ M/%)



Adj. Earnings Per Share¹

(\$/Share)

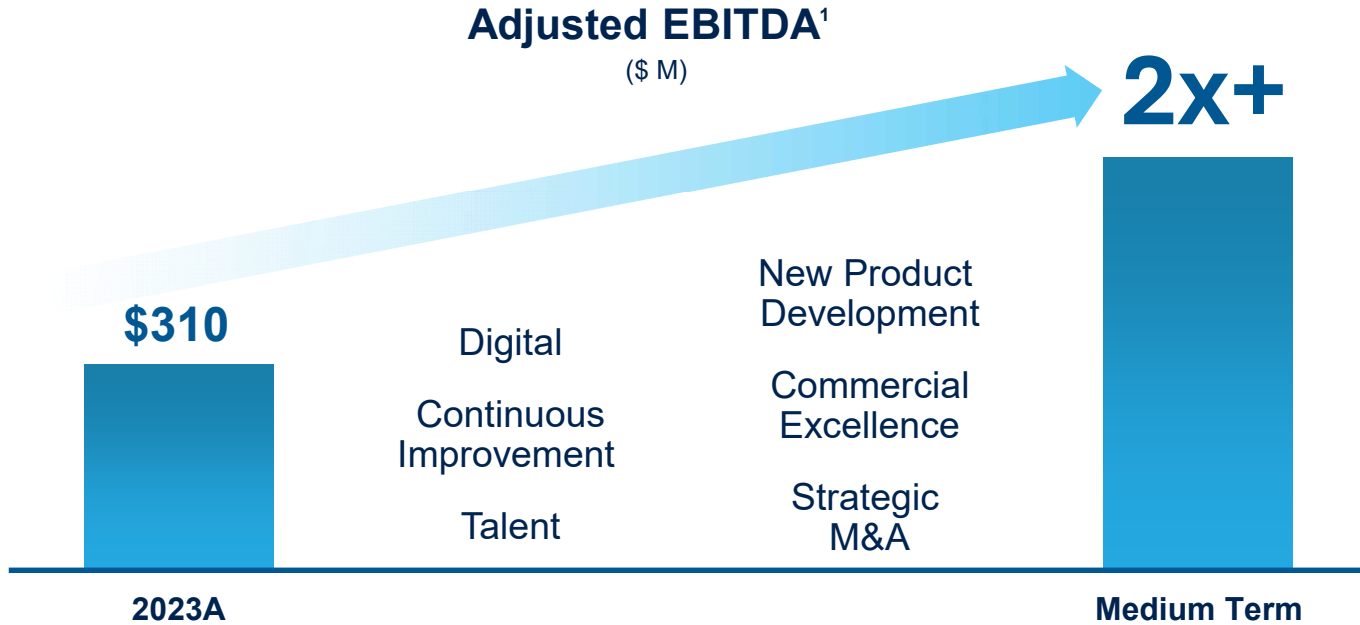


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Substantial Increase in Financial Performance

The Path Forward



¹ Adjusted results are non-GAAP measures. Reconciliations of non-GAAP future measures to US GAAP financial measures are not practicable and accordingly are not included in the Appendix to this presentation.

Objective: Double Adj. EBITDA in Medium-term

Value Creation Framework and Targets



¹Adjusted results are non-GAAP measures. Reconciliations of non-GAAP future measures to US GAAP financial measures are not practicable and accordingly are not included in the Appendix to this presentation.

Sustainability that Creates Value in...

...what we make...



Lower Emissions



Safety



Clean Water



Connectivity



Clean Energy

...and how we make it



Core Values



Diversity & Inclusion



Engagement



Continuous Improvement



Minimize Waste



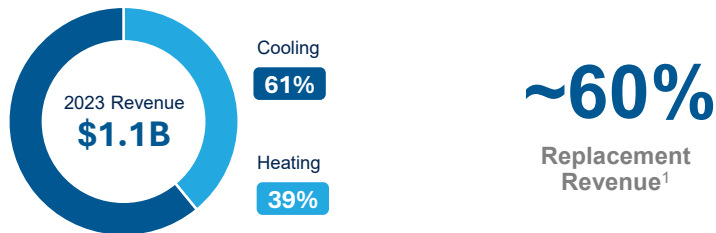
¹ Reduce Scope 1 and 2 GHG emissions intensity (relative to consolidated revenue) by 30% by 2030, starting from a 2019 baseline.

HVAC Segment

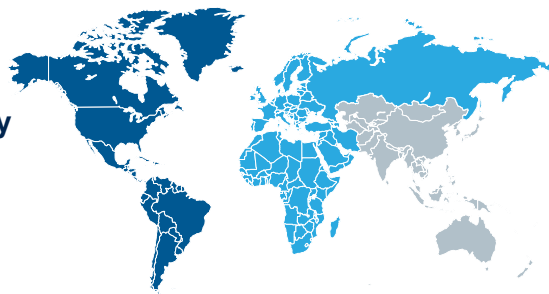


HVAC Segment Overview

2023 Revenue by Product



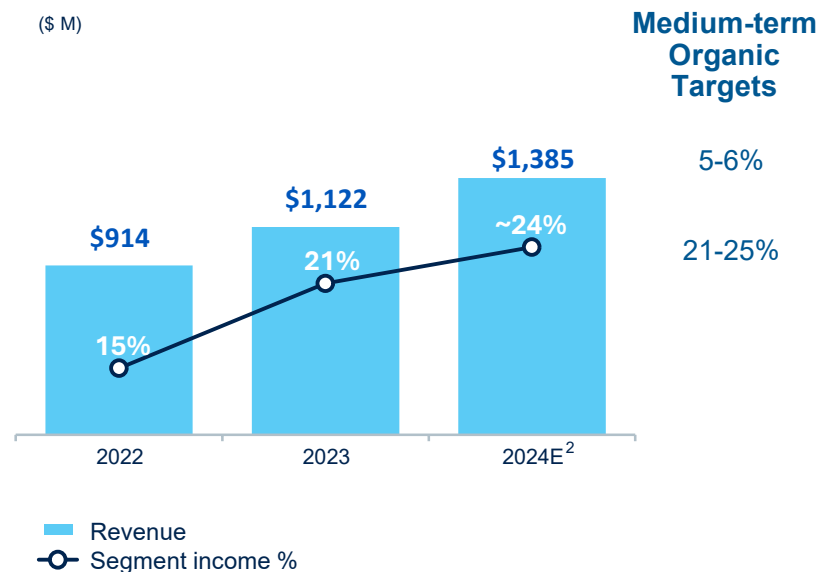
2023 Revenue by Geography (destination)



89% 3% 8%

Segment Growth

(\$ M)



¹ Management estimate

² 2024 figures reflect the midpoint of our guidance range.

Growing a Premium Brand Portfolio with Leading Market Positions

SPX HVAC Products are Everywhere

Air Handling Unit



Critical Exhaust



Damper



Radiant Heat



Floor Heater



Duct Heater



Cooling Tower



Hydronics



Illustrative example. SPX's HVAC products are used in a variety of end markets.

Attractive Fundamentals in HVAC

Strong Sector Attributes

Large addressable market

Operationally critical applications

Numerous specialty niches

Substantial installed base

Extensive aftermarket

Highly technical sales process

Diversified End Markets

Technology

Industrial

Institutional

Commercial

Healthcare

Favorable Growth Trends

4-5%

Market CAGR¹

* Management estimates of medium-term growth.

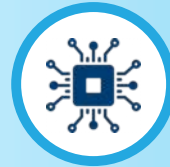
Supported by Near-term Megatrends



Electrification & Decarbonization

~50%

Portion of industrial energy use having high or medium potential for electrification



Semiconductors

\$39B

Available subsidies for domestic semiconductor production in CHIPS Act



AI Investments

~2x

Heat rejection required by AI datacenter chips



Reshoring

25%

Portion of global trade that will relocate in the next 3 years

HVAC - Key Value Creation Drivers

SPX BUSINESS SYSTEM

Growth



Channel

Deepen partnerships with manufacturing reps and specifying engineers



New Product Development

Maintain edge with focused, VOC¹-driven innovation and sustainability emphasis

Continuous Improvement



Operational Excellence

Improve service and reduce cost



Automation

Drive throughput improvement and labor efficiency

Digital



Technology-enabled

Create enhanced customer productivity across value chain

M&A



Acquisitions

Leverage and expand portfolio of leading brands

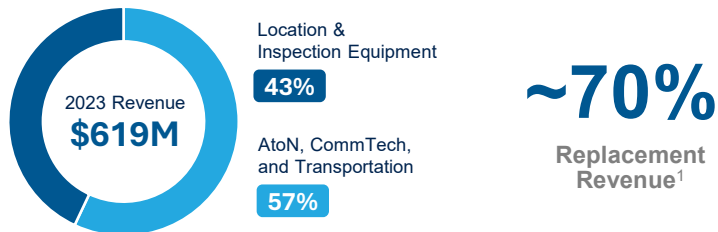
¹ Voice of Customer

Detection & Measurement

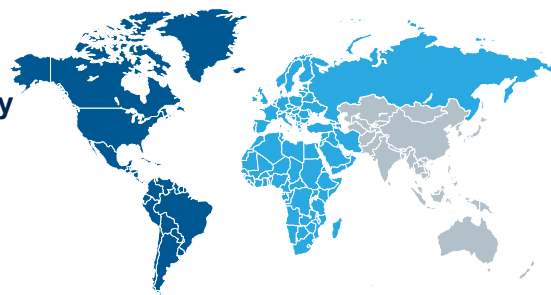


Detection & Measurement Segment Overview

2023 Revenue by Product



2023 Revenue by Geography (destination)



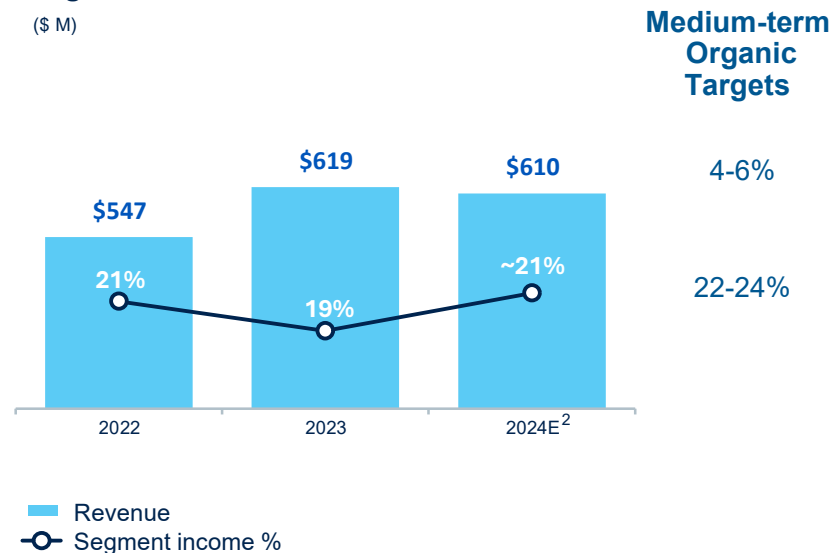
62%

31%

7%

Segment Growth

(\$ M)



¹ Management estimate

² 2024 figures reflect the midpoint of our guidance range.

**Attractive Platform for Growth Investments
in Niche High Margin Technologies**

SPX Detection & Measurement Segment

High value business platforms providing specialized field-deployed tools and technologies that enhance the safety, quality, productivity and performance of critical infrastructure systems



Where do we play and how do we win?



Niche Applications

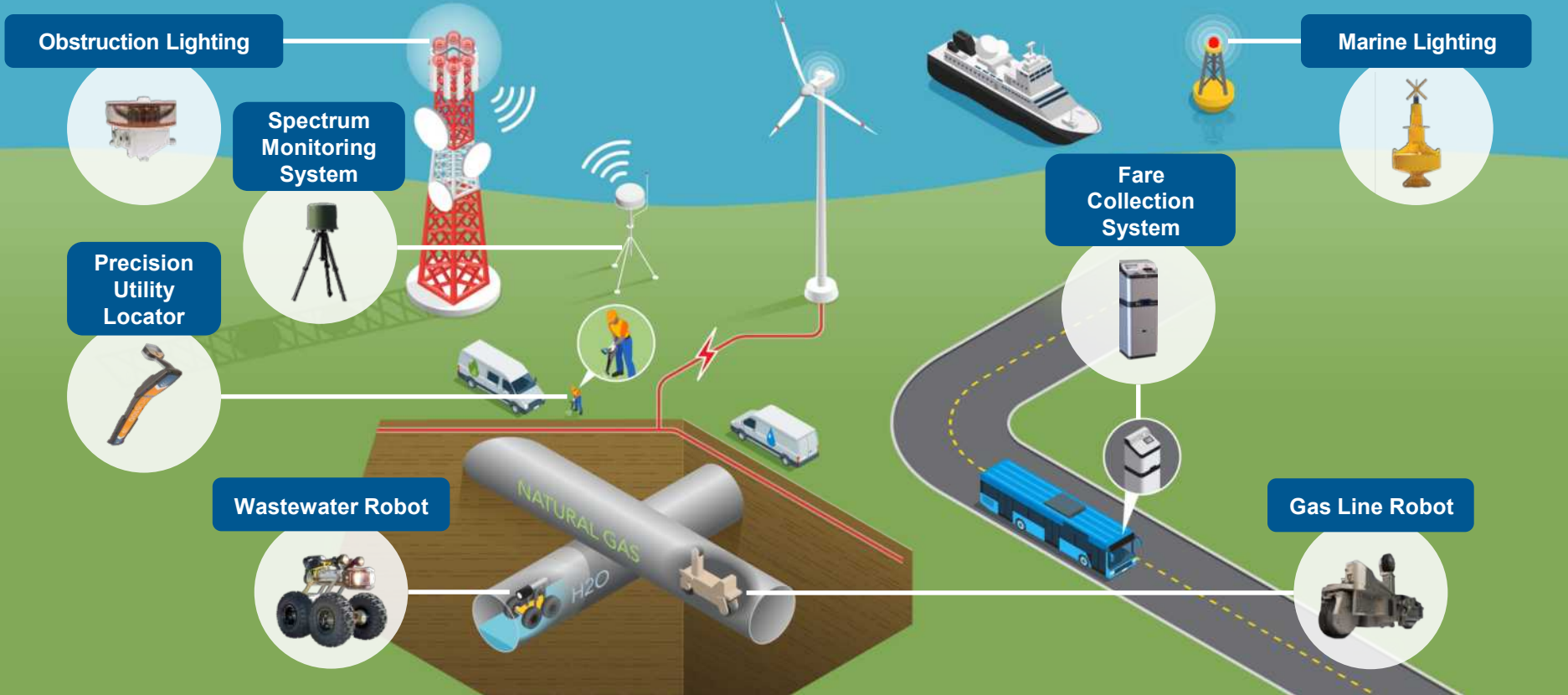
- Specialized market segments
- Deep domain/application knowledge
- Trusted brands with long-term customer and channel relationships



Engineered Solutions

- Differentiated offerings
- High value applications
- Ability to anticipate and address unmet customer needs

SPX Products are Everywhere



Attractive Secular Drivers and End Markets

Strong Secular Drivers



Population Growth & Demographics



Urbanization & Aging Infrastructure



Safety & Sustainability



Automation, Digital & AI

Attractive End Markets

Energy

Water

Government

Communications

Transportation

Favorable Growth Trends

3-5%
Market CAGR¹

¹ Management estimates of medium-term growth.

Key Megatrends



\$30B

Cost to industry annually from utility damages



~50%

Obstruction lighting systems in US yet to be converted to LED



1.8M

Miles of municipal wastewater and lateral pipe in US with average age of 45 years



40,000+

Specific US infrastructure projects and awards totaling \$400B from 2021 IIJA

How Does D&M Win?

SPX BUSINESS SYSTEM

Growth



Strategic Market Expansion

- Attractive end markets and adjacencies
- High value customer segments
- End user intimacy / channel strength



Innovation / New Product Development

- Deep domain expertise
- Unique and differentiated solutions
- Solving emerging customer problems

M&A



Platform Accelerators

- Proven compounder strategy
- Proprietary deal flow
- Increased execution capacity

Digital



Embedded Digital Technologies

- Operator productivity
- Predictive analytics and AI
- Evolving SaaS offerings

Continuous Improvement



Resource Sharing

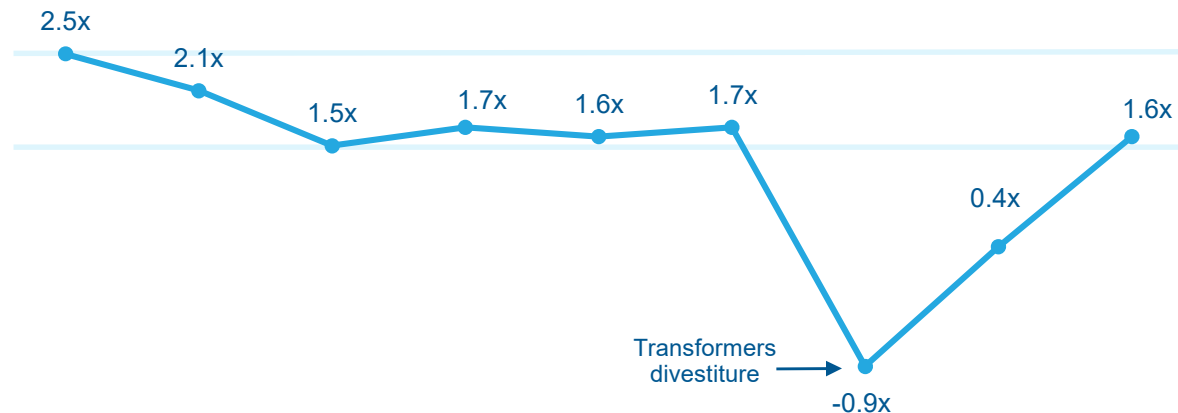
- Engineering tools/processes
- Strategic sourcing leverage
- Back office support services

Financial Performance & Capital Allocation

Disciplined Balance Sheet Utilization

Net Leverage¹

Target Range: 1.5-2.5x



Efficiently operate within target range of 1.5-2.5x

Return-driven capital deployment

Strong free cash flow generation

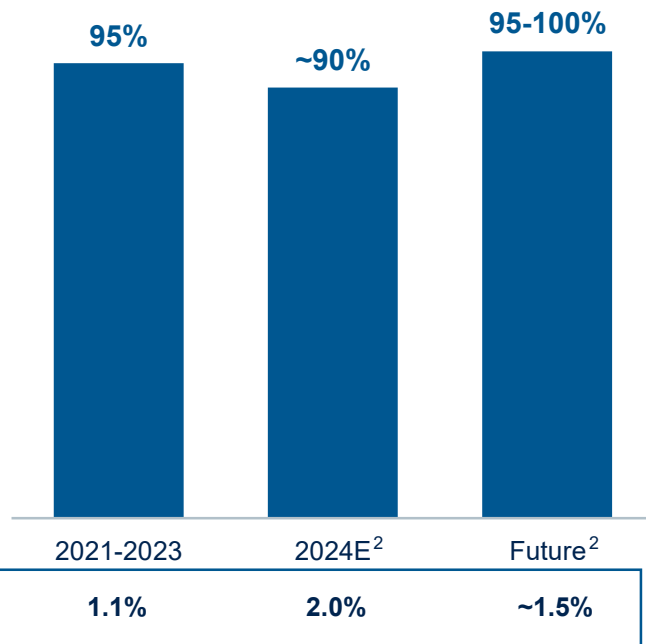
Flexible capital structure

Year-end	2015	2016	2017	2018	2019	2020	2021	2022	Q2'24
M&A Capital Deployed (\$ m)				\$181	\$149	\$104	\$265	\$40	\$843

¹ Calculated as provided in SPX Technologies' credit facility agreement.

Free Cash Flow Generation Enables Growth Strategy

Adj. Free Cash Flow¹ Conversion (% of Adj. Net Income¹)



Solid Adj. Free Cash Flow² Performance

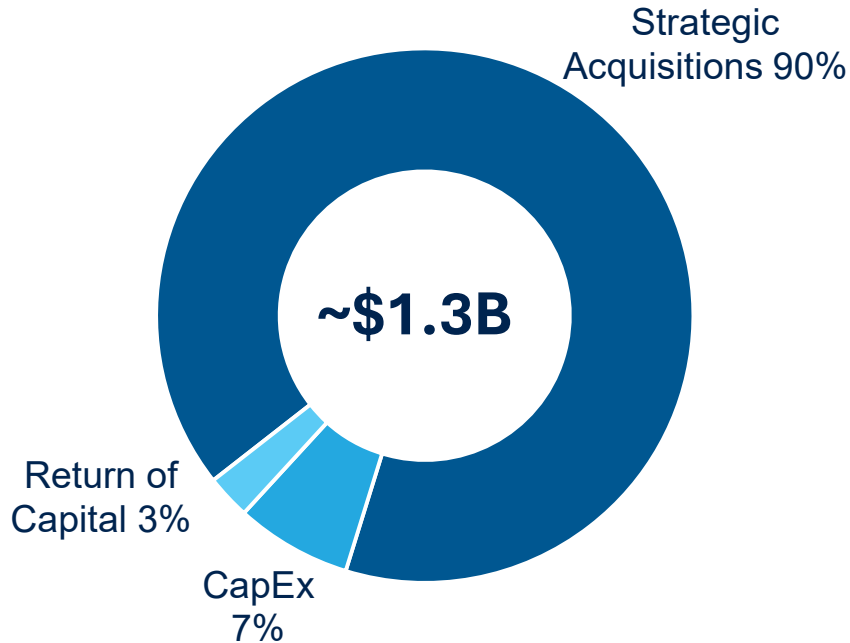
- Target 95-100% conversion of adj. net income²
- Focused working capital optimization
- Return-driven CapEx investments to facilitate growth
 - » Target ~1.5% of revenue
- Efficient integration of acquisitions

¹ Adjusted results are non-GAAP measures. Reconciliations from US GAAP financial measures are available in the Appendix of this presentation.

² Reconciliations of non-GAAP guidance and future target measures to US GAAP financial measures are not practicable and accordingly are not included in the Appendix to this presentation.

Growth-Oriented Capital Allocation

Capital Deployed 2021-2024E¹



Priorities

- Strategic acquisitions
- Return-driven CapEx investments to facilitate organic growth
- Opportunistic return of capital to shareholders

¹ Assumes \$40M of CapEx in 2024 and does not include further potential acquisition-related capital deployment in 2024.

2024 Guidance¹ Update

	Total SPX	HVAC	Detection & Measurement
Revenue	\$1.970-\$2.020B	\$1,365-\$1,405m	\$605-\$615m
<i>Prior</i>	<i>\$1.965-\$2.025B</i>	<i>\$1,360-\$1,400m</i>	<i>\$605-\$625m</i>
Segment Income Margin¹	22.3%-23.3%	23.00%-24.00%	20.75%-21.75%
<i>Prior</i>	<i>21.6%-22.6%</i>	<i>22.25%-23.25%</i>	<i>20.0%-21.0%</i>
Adj. EBITDA¹	\$410-\$430m	Well-positioned to achieve updated full-year guidance	
<i>Prior</i>	<i>\$390-\$420m</i>		
Adj. EBITDA Margin¹	20.8%-21.3%		
<i>Prior</i>	<i>19.8%-20.7%</i>		
Adj. EPS¹	\$5.45-\$5.60		
<i>Prior</i>	<i>\$5.15-\$5.40</i>		

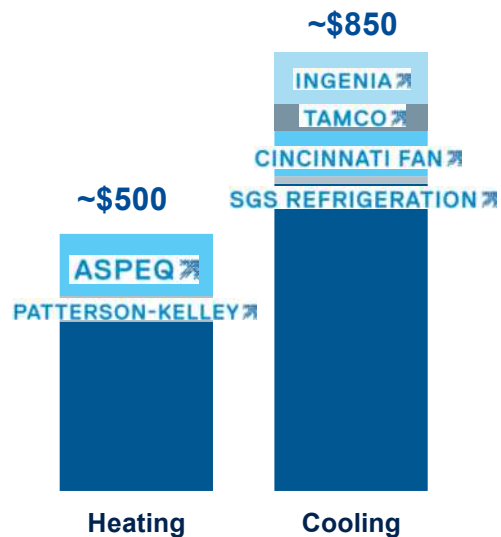
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Building Strategic Platforms

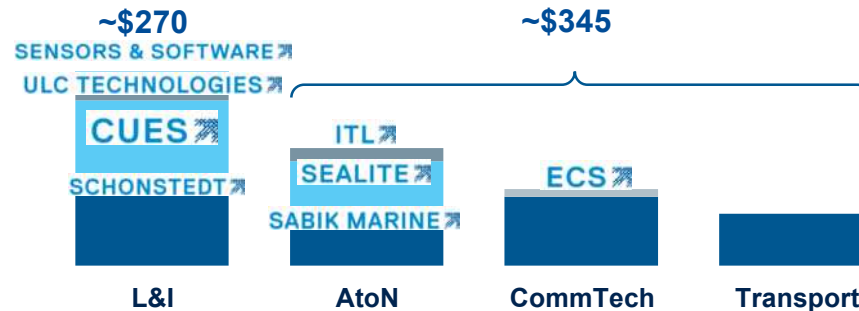
M&A Track Record

(Revenue¹ in \$ M)

HVAC Segment



Detection & Measurement Segment



¹ 2024 guidance midpoint model

Building “Platforms of Scale”

What Makes a Good SPX M&A Target?

Strategic Framework



Engineered Niches



Leading Positions



Tech-Enabled



Moats



Sustainable

Focus Areas

HVAC

D&M

Assessment Criteria

- ✓ Sizable TAM
- ✓ Less-Cyclical
- ✓ Attractive Growth & Margin Opportunities
- ✓ Achievable Synergies
- ✓ Cash ROIC > WACC

M&A Playbook ... Managing Risk & Unlocking Value

Due Diligence

- Target Identification
- Strategic Assessment
- Data Validation & Hypothesis Testing
- Vision for Integration

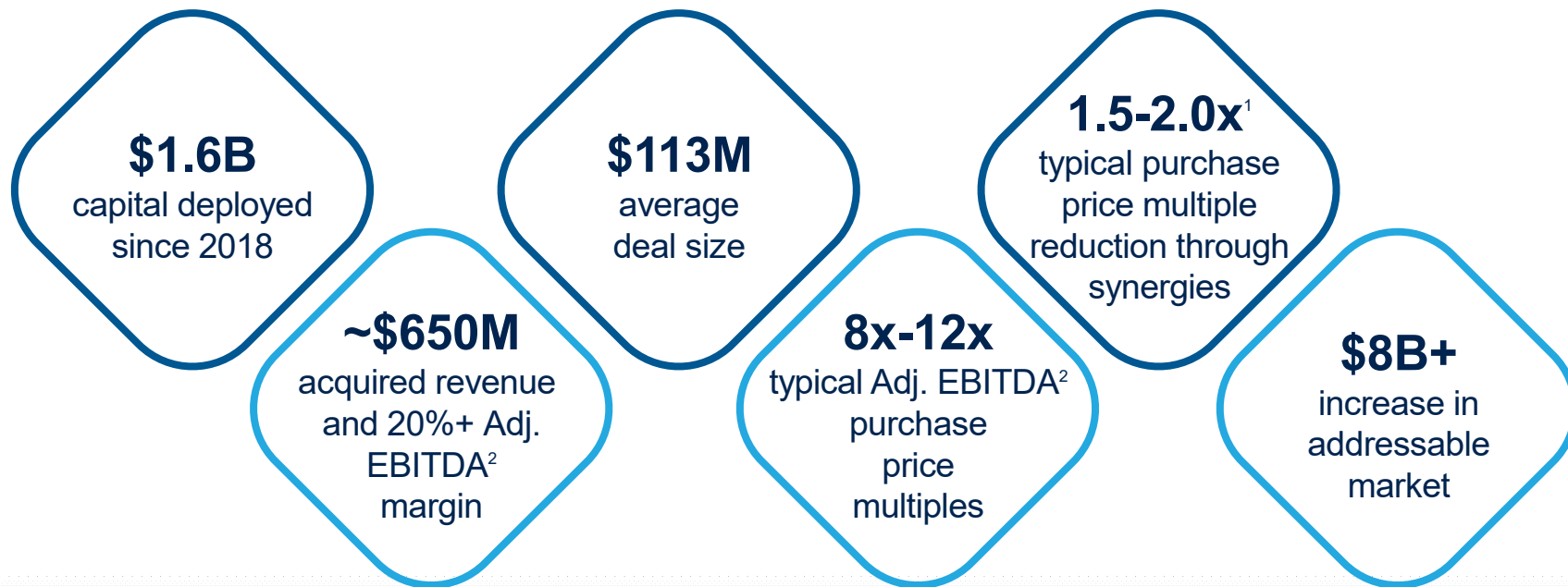


Integration

- Business Continuity
- Strategic Objectives
- Deliver Synergies
- Fit for Purpose Plans
- Process Rigor

Standard Tools Leveraging Deep Expertise • Cohesive End-to-End Process • Business Ownership with BOD Oversight

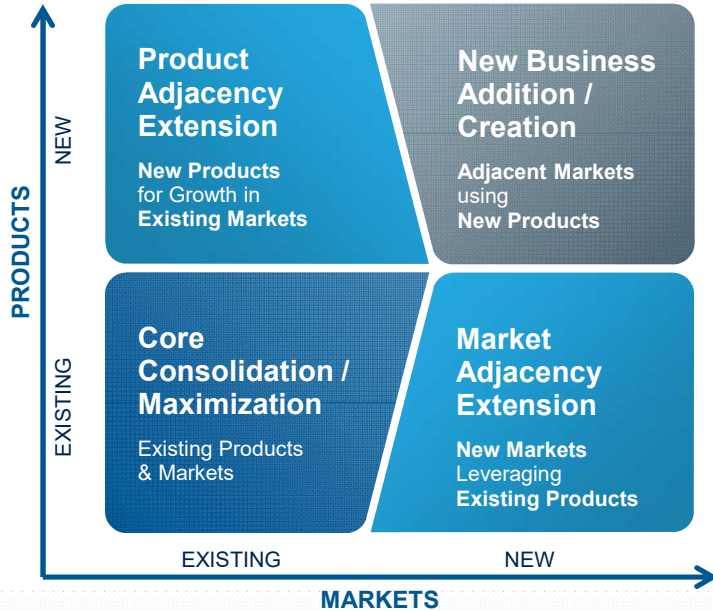
M&A - Key Performance Metrics



¹ Anticipated synergies based on purchase multiple
² Non-GAAP measure

Continued and Disciplined M&A

Ample Room for Growth



	HVAC	D&M
Core Addressable Market¹	\$11B+	\$4B+
Inorganic Focus	<ul style="list-style-type: none"> EAM, Electric Heat & Cooling Expansion 	<ul style="list-style-type: none"> L&I, AtoN, CommTech & Genfare
Key M&A Themes	<ul style="list-style-type: none"> Tech / Data Center & Clean Room Electrification & De-Carbonization 	<ul style="list-style-type: none"> Customer / Channel Leverage Digital Capabilities Monitoring Solutions

¹ Management estimate

Today's White Space is Tomorrow's Adjacency

M&A Case Studies - HVAC

Engineered Air Movement¹

CINCINNATI FAN

Leading fans, blowers, and critical exhaust systems



TAMCO

Industrial and commercial dampers and air control solutions



INGENIA

High performance custom air handling units



~\$250M Comprehensive solutions for high-value air movement applications

¹ Engineered Air Movement (EAM) reported as part of Cooling

Electric Heat²



MARLEY ENGINEERED PRODUCTS

Leader in supplemental electric heat for commercial applications



ASPEQ

High quality electric heating for industrial and commercial applications



~\$230M High-value electric heating solutions with significant expansion potential

² Electric Heat reported as part of Heating

Leverage and Expand Portfolio of Leading Brands



Location & Inspection

RADIODETECTION

Leading electromagnetic locator brand



SCHONSTEDT

Specialized ferrous locators



SENSORS & SOFTWARE

Leading GPR equipment



CUES

Water / Wastewater pipeline inspection & remediation



ULC TECHNOLOGIES

Gas pipeline inspection & remediation



\$270M+ Solution provider for full lifecycle management of critical infrastructure

Accelerating Momentum with Broad Range of Opportunities

M&A Case Studies – Detection & Measurement



Aids to Navigation

Obstruction Lighting

FLASH
Terrestrial
Obstruction Lighting



ITL
Bolt-on Terrestrial
Obstruction Lighting



Marine & Airfield Lighting

SEALITE
Airfield Ground
and Marine
Obstruction Lighting



SABIK MARINE
Marine
Obstruction Lighting



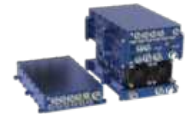
~\$170M Global Leader
in aids to navigation solutions

Communication Technologies

TCI
Spectrum Monitoring and
COMINT Solutions



ECS
Tactical Data Links and RF
Countermeasures



Broad Provider
of spectrum monitoring and COMINT solutions

Product/Technology Synergies Driving Substantial Growth

Summary & Conclusion

Summary & Conclusion

- ▶ **Solid base of attractive growth businesses**

- ▶ **Successful and effective growth and capital deployment**

- ▶ **Significant further Business System and continuous improvement opportunities**

- ▶ **Large M&A pipeline with strong execution capabilities**

- ▶ **Strong cash generation and disciplined balance sheet management**

Appendix

Modeling Considerations – Full-Year 2024

Metric	Considerations
Corporate expense	\$48.0-52.0m
Long-term incentive comp	\$13.5-15.5m
Restructuring costs	\$0.5-1.5m
Interest cost	\$43.0-45.5m
Other income/(expense), and Non-service pension benefit/(expense)	\$1.5-3.0m
Tax rate	24.0%-26.0%
Capex	~\$40m
Cash cost of pension + OPEB	\$10-11m
Depreciation	~\$28m
Amortization	~\$66m
Share count	47.1-47.3m
Currency effect	Topline sensitivity to USD-GBP and USD-CAD rates

FY 2023 U.S. GAAP to Adjusted EPS Reconciliation

(\$ M)

	GAAP	Adjustments	Adjusted
Segment income	\$ 353.2	\$ —	\$ 353.2
Corporate expense ⁽¹⁾	(58.4)	8.1	(50.3)
Acquisition-related and other costs ⁽²⁾	(5.8)	5.8	—
Long-term incentive compensation expense	(13.4)	—	(13.4)
Amortization of acquired intangible assets ⁽³⁾	(43.9)	43.9	—
Special charges, net	(0.8)	—	(0.8)
Other operating expense, net ⁽⁴⁾	(9.0)	9.0	—
Operating income	221.9	66.8	288.7
Other income (expense), net ⁽⁵⁾	(10.1)	12.4	2.3
Interest expense, net	(25.5)	—	(25.5)
Income from continuing operations before income taxes	186.3	79.2	265.5
Income tax provision ⁽⁶⁾	(41.6)	(23.2)	(64.8)
Income from continuing operations	144.7	56.0	200.7
Diluted shares outstanding	46.612		46.612
Earnings per share from continuing operations	\$ 3.10		\$ 4.31

⁽¹⁾ Adjustment represents the removal of acquisition and strategic/transformation related expenses of \$7.8 and a reclassification of transition services income of \$0.3 from "Other income (expense), net." The resulting non-GAAP measure of adjusted corporate expense (\$50.3) represents 2.9% of full-year 2023 revenue.

⁽²⁾ Adjustment represents the removal of (i) an inventory step-up charge of \$3.6 related to the ASPEQ acquisition within the HVAC reportable segment and (ii) integration costs of \$1.7 and \$0.5 within the HVAC and Detection & Measurement reportable segments, respectively.

⁽³⁾ Adjustment represents the removal of amortization expense associated with acquired intangible assets of \$26.7 and \$17.2 within the HVAC and Detection & Measurement reportable segments, respectively.

⁽⁴⁾ Adjustment represents the removal of a charge related to the resolution of a dispute with a former representative at one of our Detection & Measurement reportable segment businesses of \$9.0.

⁽⁵⁾ Adjustment represents the removal of (i) non-service pension and postretirement losses (\$16.1) and (ii) the removal of a charge related to the Asbestos Portfolio Sale of \$0.2, partially offset by (i) a gain on an equity security associated with a fair value adjustment (\$3.6) and (ii) the reclassification of income related to a transition services agreement (\$0.3) to "Corporate expense."

⁽⁶⁾ Adjustment primarily represents the tax impact of items (1) through (5) above and the removal of certain discrete income tax items that are considered non-recurring.

FY 2022 U.S. GAAP to Adjusted EPS Reconciliation

(\$ M)

	GAAP	Adjustments	Adjusted
Segment income	\$ 249.6	\$ —	\$ 249.6
Corporate expense ⁽¹⁾	(68.6)	18.2	(50.4)
Acquisition-related and other costs ⁽²⁾	(1.9)	1.9	—
Long-term incentive compensation expense ⁽³⁾	(10.9)	(0.8)	(11.7)
Amortization of acquired intangible assets ⁽⁴⁾	(28.5)	28.5	—
Impairment of goodwill and intangible assets ⁽⁵⁾	(13.4)	13.4	—
Special charges, net ⁽⁶⁾	(0.4)	0.3	(0.1)
Other operating expense, net ⁽⁷⁾	(74.9)	74.9	—
Operating income	51.0	136.4	187.4
Other income (expense), net ⁽⁸⁾	(15.2)	16.7	1.5
Interest expense, net	(7.6)	—	(7.6)
Loss on amendment/refinancing of senior credit agreement ⁽⁹⁾	(1.1)	1.1	—
Income from continuing operations before income taxes	27.1	154.2	181.3
Income tax provision ⁽¹⁰⁾	(7.3)	(30.7)	(38.0)
Income from continuing operations	19.8	123.5	143.3
Diluted shares outstanding	46,221		46,221
Earnings per share from continuing operations	\$ 0.43		\$ 3.10

⁽¹⁾ Adjustment represents the removal of acquisition and strategic/transformation related expenses incurred during the period (\$14.5), costs associated with our South Africa business that could not be allocated to discontinued operations for U.S. GAAP purposes (\$0.8), as well as a reclassification of transition services income (\$2.9) from "Other income (expense), net." The resulting non-GAAP measure of adjusted corporate expense (\$50.4) represents 3.4% of full-year 2022 revenue.

⁽²⁾ Adjustment represents the removal of inventory step-up charges related to the ITL acquisition of \$1.1 within the Detection & Measurement reportable segment and integration costs of \$0.4 and \$0.4 within the HVAC and Detection & Measurement reportable segments, respectively.

⁽³⁾ Adjustment represents the removal of a gain of \$0.8 related to long-term incentive compensation forfeitures.

⁽⁴⁾ Adjustment represents the removal of amortization expense associated with acquired intangible assets of \$11.5 and \$17.0 within the HVAC and Detection & Measurement reportable segments, respectively.

⁽⁵⁾ Adjustment represents the removal of non-cash charges related to the impairment of goodwill and intangible assets.

⁽⁶⁾ Adjustment represents the removal of a non-cash asset write-down associated with acquisition integration activities.

⁽⁷⁾ Adjustment represents the removal of (i) the loss related to the Asbestos Portfolio Sale (\$73.9), (ii) a charge of (\$2.3) related to revisions of recorded liabilities for asbestos-related claims, and (iii) a gain of (\$1.3) related to a revision of the liability associated with contingent consideration on a recent acquisition.

⁽⁸⁾ Adjustment represents the removal of (i) asbestos-related charges (\$16.5), (ii) a loss on an equity security associated with a fair value adjustment (\$3.0), and (iii) non-service pension and postretirement losses (\$0.1), partially offset by the reclassification of income related to a transition services agreement (\$2.9) to "Corporate expense."

⁽⁹⁾ Adjustment represents the removal of a non-cash charge and certain expenses incurred in connection with an amendment to our senior credit agreement.

⁽¹⁰⁾ Adjustment primarily represents the tax impact of items (1) through (9) above and the removal of certain discrete income tax items that are considered non-recurring.

FY 2021 U.S. GAAP to Adjusted EPS Reconciliation

(\$ M)

	GAAP	Adjustments	Adjusted
Segment income	\$ 200.6	\$ —	\$ 200.6
Corporate expense ⁽¹⁾	(60.5)	8.6	(51.9)
Acquisition related and other costs ⁽²⁾	(5.1)	5.1	—
Long-term incentive compensation expense	(12.8)	—	(12.8)
Amortization of intangible assets ⁽³⁾	(21.6)	21.6	—
Impairment of goodwill and intangible assets ⁽⁴⁾	(30.0)	30.0	—
Special charges, net ⁽⁵⁾	(1.0)	0.2	(0.8)
Other operating income ⁽⁶⁾	4.1	(4.1)	—
Operating income	73.7	61.4	135.1
Other income, net ⁽⁷⁾	9.0	(3.7)	5.3
Interest expense, net	(12.6)	—	(12.6)
Loss on amendment/refinancing of senior credit agreement	(0.2)	0.2	—
Income from continuing operations before income taxes	69.9	57.9	127.8
Income tax provision ⁽⁸⁾	(10.9)	(8.7)	(19.6)
Income from continuing operations	59.0	49.2	108.2
Diluted shares outstanding	46.495		46.495
Earnings per share from continuing operations	\$ 1.27		\$ 2.33

⁽¹⁾ Adjustment represents the removal of acquisition related expenses (\$4.6) and costs associated with our Transformer Solutions and South Africa businesses that could not be allocated to discontinued operations for U.S. GAAP purposes (\$3.1), as well as a reclassification of transition services income (\$0.9) from "Other income, net." The resulting non-GAAP measure of adjusted corporate expense (\$51.9) represents 4.3% of full-year 2021 revenue.

⁽²⁾ Adjustment represents the removal of (i) inventory step-up charges related to the Sensors & Software, Sealite and ECS acquisitions within the Detection & Measurement reportable segment of \$2.5 and Cincinnati Fan acquisition within the HVAC reportable segment of \$0.1, (ii) integration costs within the Detection & Measurement reportable segment of \$0.7, and (iii) a non-cash asset impairment charge within the Detection & Measurement reportable segment of \$1.8.

⁽³⁾ Adjustment represents the removal of amortization expense associated with acquired intangible assets of \$3.4 and \$18.2 within the HVAC and Detection & Measurement reportable segments, respectively.

⁽⁴⁾ Adjustment represents the removal of non-cash charges related to the impairment of goodwill and intangible assets.

⁽⁵⁾ Adjustment represents the removal of restructuring charges associated with acquisition integration activities.

⁽⁶⁾ Adjustment represents the removal of net gains related to contingent consideration fair value adjustments (\$30.4) and charges related to asbestos product liability matters (\$26.3).

⁽⁷⁾ Adjustment represents the removal of (i) charges related to asbestos product liability matters (\$21.0), (ii) a gain on equity security associated with a fair value adjustment (\$11.8), (iii) non-service pension and postretirement gains (\$11.6), and (iv) a gain on the sale of an equity security of (\$0.4), as well as the reclassification of income related to a transition services agreement (\$0.9) to "Corporate expense."

⁽⁸⁾ Adjustment primarily represents the tax impact of items (1) through (7) above and the removal of certain discrete income tax items that are considered non-recurring.

FY 2016 U.S. GAAP to Adjusted EPS Reconciliation

(\$ M)

	GAAP	Adjustments	Adjusted
Segment income ⁽¹⁾	\$ 142.8	\$ 14.5	\$ 157.3
Corporate expense	(41.7)	—	(41.7)
Pension and postretirement income (expense) ⁽²⁾	(15.4)	16.0	0.6
Long-term incentive compensation expense	(13.7)	—	(13.7)
Special charges, net	(5.3)	—	(5.3)
Impairment of goodwill and intangible assets ⁽³⁾	(30.1)	30.1	—
Gain on sale of dry cooling business	18.4	(18.4)	—
Operating income	55.0	42.2	97.2
Other income (expense), net ⁽⁴⁾	(0.3)	2.1	1.8
Interest expense, net ⁽⁵⁾	(14.0)	0.2	(13.8)
Loss on early extinguishment of debt ⁽⁶⁾	(1.3)	1.3	—
Income from continuing operations before income taxes	39.4	45.8	85.2
Income tax provision ⁽⁷⁾	(9.1)	(14.1)	(23.2)
Income from continuing operations	30.3	31.7	62.0
Less: Net loss attributable to redeemable noncontrolling interest ⁽⁸⁾	(0.4)	0.3	(0.1)
Net income from continuing operations attributable to SPX common shareholders	30.7	31.4	62.1
Adjustment related to redeemable noncontrolling interest ⁽⁸⁾	(18.1)	18.1	—
Net income from continuing operations attributable to SPX common shareholders after adjustment to redeemable noncontrolling interest	12.6	49.5	62.1
Dilutive shares outstanding	42.161		42.161
Earnings per share from continuing operations	\$ 0.30		\$ 1.47

⁽¹⁾ Adjustment represents the removal of operating losses associated with the South Africa projects.

⁽²⁾ Adjustment represents the removal of non-service pension and postretirement losses.

⁽³⁾ Adjustment represents the removal of non-cash charges related to the impairment of goodwill and intangible assets.

⁽⁴⁾ Adjustment represents removal of foreign currency losses associated with the South African projects.

⁽⁵⁾ Adjustment relates to interest expense incurred in connection with borrowings under a line of credit in South Africa.

⁽⁶⁾ Adjustment represents the removal of a non-cash charge incurred in connection with the reduction of our foreign credit instrument commitments under our then-existing senior credit agreement.

⁽⁷⁾ Adjustment primarily represents the tax impact of items (1) through (6) above.

⁽⁸⁾ Adjustment represents removal of noncontrolling interest amounts associated with the South Africa projects.

Adjusted EBITDA Reconciliation

(\$ M)

	2016	2021	2022	2023
	FY	FY	FY	FY
Net income (loss)	\$ (67.6)	\$ 425.4	\$ 0.2	\$ 89.9
Exclude:				
Income tax provision	(9.1)	(10.9)	(7.3)	(41.6)
Interest expense, net	(14.0)	(12.6)	(7.6)	(25.5)
Amortization expense ⁽¹⁾	(2.8)	(21.6)	(28.6)	(44.0)
Depreciation expense	(23.7)	(20.7)	(17.8)	(19.2)
Income (loss) from discontinued operations, net of tax	(16.6)	5.7	(19.6)	(54.8)
Gain (loss) on disposition of discontinued operations, net of tax	(81.3)	360.7	-	-
EBITDA	79.9	124.8	81.1	275.0
Exclude:				
Acquisition and strategic/transformation related costs ⁽²⁾	-	(7.7)	(15.3)	(7.8)
Gain on sale of dry cooling business	18.4	-	-	-
Acquisition-related and other costs ⁽³⁾	-	(5.1)	(1.9)	(5.8)
Long-term incentive compensation expense forfeitures ⁽⁴⁾	-	-	0.8	-
Impairment of goodwill and intangible assets	(30.1)	(30.0)	(13.4)	-
Special charges, net ⁽⁵⁾	-	(0.2)	(0.3)	-
Other operating, net ⁽⁶⁾	-	4.1	(74.9)	(9.0)
Non-service pension and postretirement adjustments	(16.0)	11.6	(0.1)	(16.1)
Asbestos-related charges	-	(21.0)	(16.5)	(0.2)
Gain/Fair value adjustments on an equity security	-	12.2	(3.0)	3.6
South African projects ⁽⁷⁾	(16.6)	-	-	-
Loss on early extinguishment of debt/amendment/refinancing of senior credit agreement	(1.3)	(0.2)	(1.1)	-
Adjusted EBITDA	\$ 125.5	\$ 161.1	\$ 206.8	\$ 310.3
as a percent of revenues	9.0%	13.2%	14.2%	17.8%

⁽¹⁾ Represents amortization expense associated with acquired intangible assets recorded within "Intangible amortization and amortization of capitalized software costs recorded within "Cost of products sold."

⁽²⁾ For the twelve months ended December 31, 2023, 2022, and 2021, adjustment represents the removal of acquisition and strategic/transformation related costs of \$7.8, \$14.5, and \$7.7, respectively and during the twelve months ended December 31, 2022, costs associated with our South Africa business that could not be allocated to discontinued operations for U.S. GAAP purposes (\$0.8).

⁽³⁾ During the twelve months ended December 31, 2023, adjustment represents the removal of (i) an inventory step-up charge of \$3.6 related to the ASPEQ acquisition within the HVAC reportable segment and (ii) integration costs of \$1.7 and \$0.5 within the HVAC and Detection & Measurement reportable segments, respectively. During the twelve months ended December 31, 2022, adjustment represents the removal of (i) an inventory step-up charge related to the ITL acquisition of \$1.1 within the Detection & Measurement reportable segment and (ii) integration costs of \$0.4 and \$0.4 within the HVAC and Detection & Measurement reportable segments, respectively. During the twelve months ended December 31, 2021, adjustment represents the removal of (i) inventory step-up charges related to the Sensors & Software, Sealite and ECS acquisitions within the Detection & Measurement reportable segment of \$2.5 and the Cincinnati Fan acquisition within the HVAC reportable segment of \$0.1, (ii) integration costs within the Detection & Measurement reportable segment of \$0.7, and (iii) a non-cash asset impairment charge within the Detection & Measurement reportable segment of \$1.8.

⁽⁴⁾ During the twelve months ended December 31, 2022, adjustment represents the removal of a gain of \$0.8 related to long-term incentive compensation forfeitures.

⁽⁵⁾ Adjustment represents the removal of restructuring charges and a non-cash asset write-down associated with acquisition integration activities.

⁽⁶⁾ For the twelve months ended December 31, 2023, adjustment represents the removal of a charge related to the resolution of a dispute with a former representative at one of our Detection & Measurement reportable segment businesses of \$9.0. For the twelve months ended December 31, 2022, adjustment represents the removal of (i) the loss related to the Asbestos Portfolio Sale (\$73.9), (ii) a charge of (\$2.3) related to revisions of recorded liabilities for asbestos-related claims, and (iii) a gain of (\$1.3) related to a revision of the liability associated with contingent consideration on a recent acquisition. For the twelve months ended December 31, 2021, adjustment represents the removal of net gains related to contingent consideration fair value adjustments (\$30.4) and charges related to asbestos product liability matters (\$26.3).

⁽⁷⁾ Adjustment represents the removal of operating losses, foreign currency losses, and interest expense incurred in connection with borrowings associated with the South African projects

2021-2023 Adjusted FCF Reconciliation

(\$ M)

	<u>FY 2021</u>	<u>FY 2022</u>	<u>FY 2023</u>
Operating cash flow from (used in) continuing operations	\$ 131.2	\$ (115.2)	\$ 243.8
Capital expenditures	<u>(9.6)</u>	<u>(15.9)</u>	<u>(23.9)</u>
Free cash flow from (used in) continuing operations	121.6	(131.1)	219.9
Adjustments*	(18.1)	228.1	10.2
Adjusted free cash flow from continuing operations	<u>\$ 103.5</u>	<u>\$ 97.0</u>	<u>\$ 230.1</u>

* For the twelve months ended December 31, 2023, adjustments represent the removal of acquisition and strategic/transformation related expenses of \$7.8, the removal of a charge related to the Asbestos Portfolio Sale of \$0.2, and integration costs of \$1.7 and \$0.5 within our HVAC and Detection & Measurement reportable segments, respectively. For the twelve months ended December 31, 2022, adjustments represent the removal of cash utilized for asbestos-related matters of \$168.7 (including the payments related to the Asbestos Portfolio Sale), the removal of tax-related payments of \$43.8 primarily related to the taxes paid on the sale of our Transformers Solutions business, and \$16.5 related to acquisition and strategic/transformation-related expenses.