



THIRD QUARTER 2021



FORWARD-LOOKING STATEMENTS

Except for historical information, certain matters discussed in this presentation may be forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include but are not limited to all projections and anticipated levels of future performance. Forward-looking statements involve risks, uncertainties and other factors that may cause our actual results to differ materially from those discussed herein. Any number of factors could cause actual results to differ materially from projections or forward-looking statements, including without limitation global economic conditions, spending patterns of government agencies, competitive pressures, the impact of acquisitions and related integration activities, product liability claims, the success of new product introductions, currency exchange rate fluctuations and the risks of doing business in the markets in which we operate, including foreign countries. More information on potential factors that could affect the Company's financial results are more fully described in our prospectus filed with the Securities and Exchange Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, on November 5, 2021, and will be included from time to time in the Company's public reports filed with the Securities and Exchange Commission, including the Company's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, and Current Reports on Form 8-K. All forward-looking statements included in this presentation are based upon information available to the Company as of this date, and speak only as of the date hereof. We assume no obligation to update any forward-looking statements to reflect events or circumstances after the date of this presentation.

TODAY'S PRESENTERS



WARREN KANDERS

Chief Executive Officer and
Chairman of the Board



BRAD WILLIAMS

President



BLAINE BROWERS

Chief Financial Officer

AGENDA

- Q3 and YTD Developments
- Cadre Overview
- Financial Summary
- Conclusion and Q&A



THIRD QUARTER 2021 HIGHLIGHTS AND YTD DEVELOPMENTS



	Q3 2021	Q3 2020	YTD 2021	YTD 2020
NET SALES	\$98.7M	\$105.7M	\$323.8M	\$297.0M
GROSS MARGIN	39.8%	37.8%	40.6%	38.1%
NET LOSS / NET INCOME	(\$5.3M) ¹ / (\$0.19) per share	\$6.4M / \$0.23 per share	\$8.4M ¹ / \$0.30 per share	\$22.7M ² / \$0.82 per share
ADJUSTED EBITDA	\$15.4M	\$15.0M	\$56.1M	\$42.5M
ADJUSTED EBITDA MARGIN	15.6%	14.2%	17.3%	14.3%

- Declared quarterly cash dividend of \$0.08 per share in November 2021
- Completed IPO and paid down debt

WHO IS CADRE?

BODY ARMOR



DUTY GEAR



EOD



KEY FACTS AND FIGURES



2,380+
Employees



23,000+
First Responders and
Federal Agencies that
Rely on Cadre's Products



55+
Years in
Business



85+
Design Engineers
and Technicians



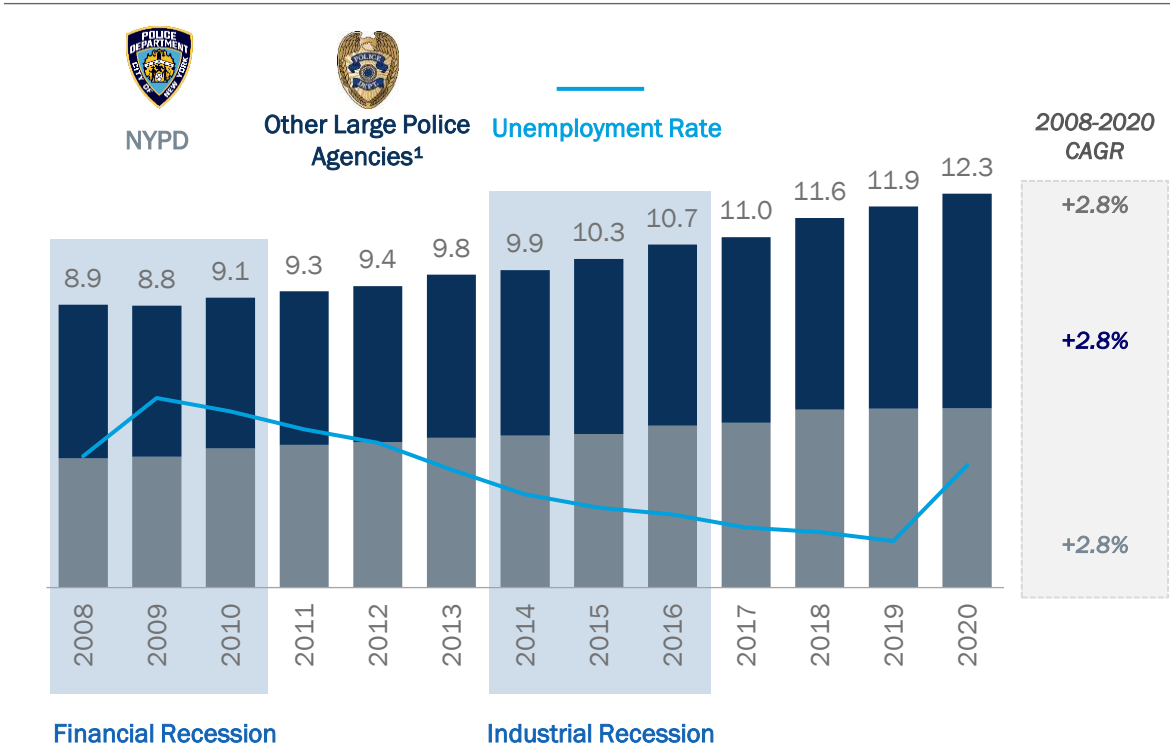
104+
Countries in
which Cadre's
Products are
Sold



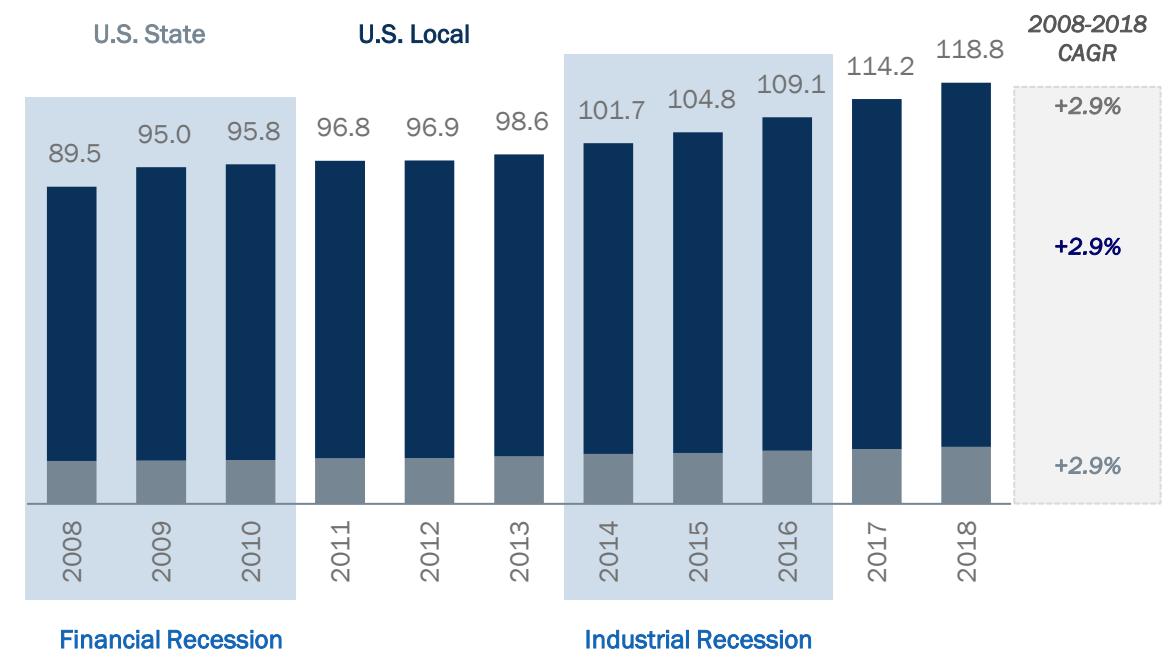
15
Manufacturing Facilities

ATTRACTIVE TAILWINDS DRIVING DEMAND AND VISIBILITY FOR CADRE'S PRODUCTS

MAJOR DOMESTIC LAW ENFORCEMENT BUDGETS (\$BN)

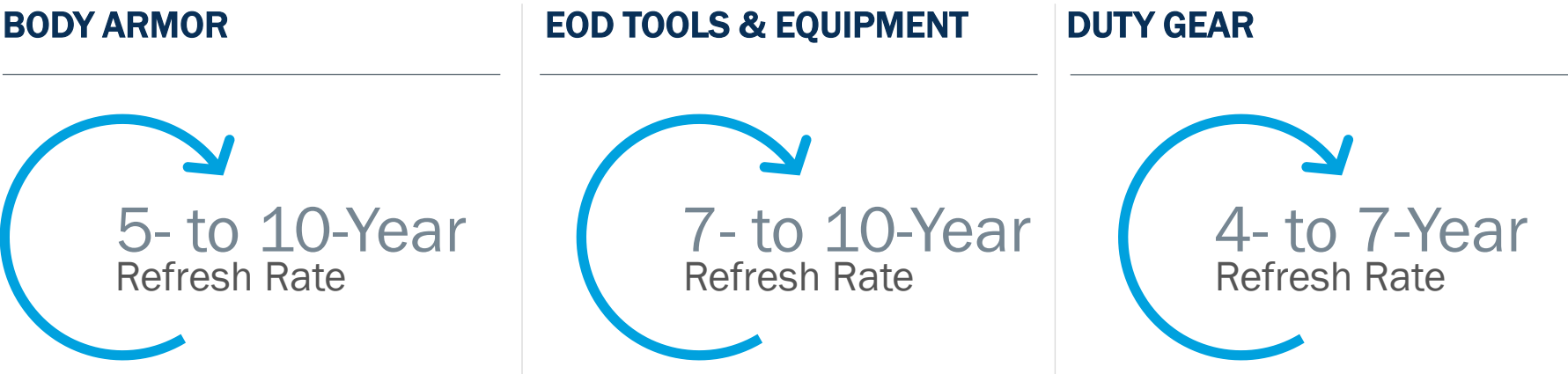


DOMESTIC STATE & LOCAL GOVERNMENT POLICE PROTECTION EXPENDITURES (\$BN)



MISSION-CRITICAL PRODUCTS WITH RECURRING DEMAND CHARACTERISTICS

Over 80% of Cadre’s products are tied to customer refresh cycles, which drive a predictable revenue stream



Additional Catalysts Drive Steady, Recurring Demand for Cadre’s Equipment

Technology Upgrades / Advancements



Brilliance Award for Best Tactical Holster from Optics Planet

Regulatory Environment



Safety



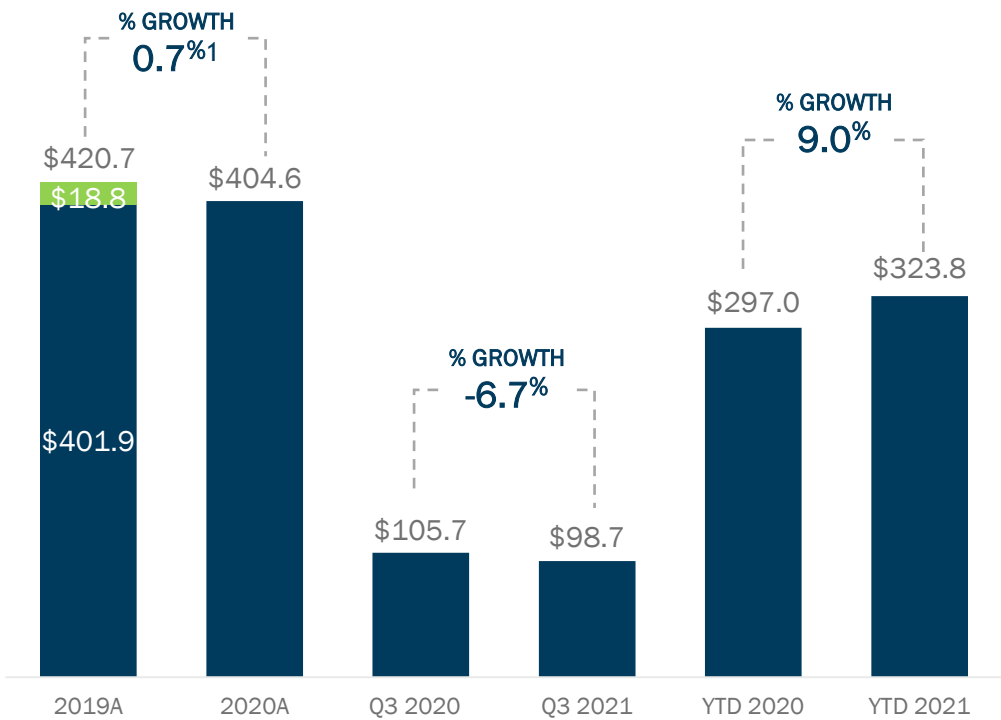
Brandy Pierce
Save #2000



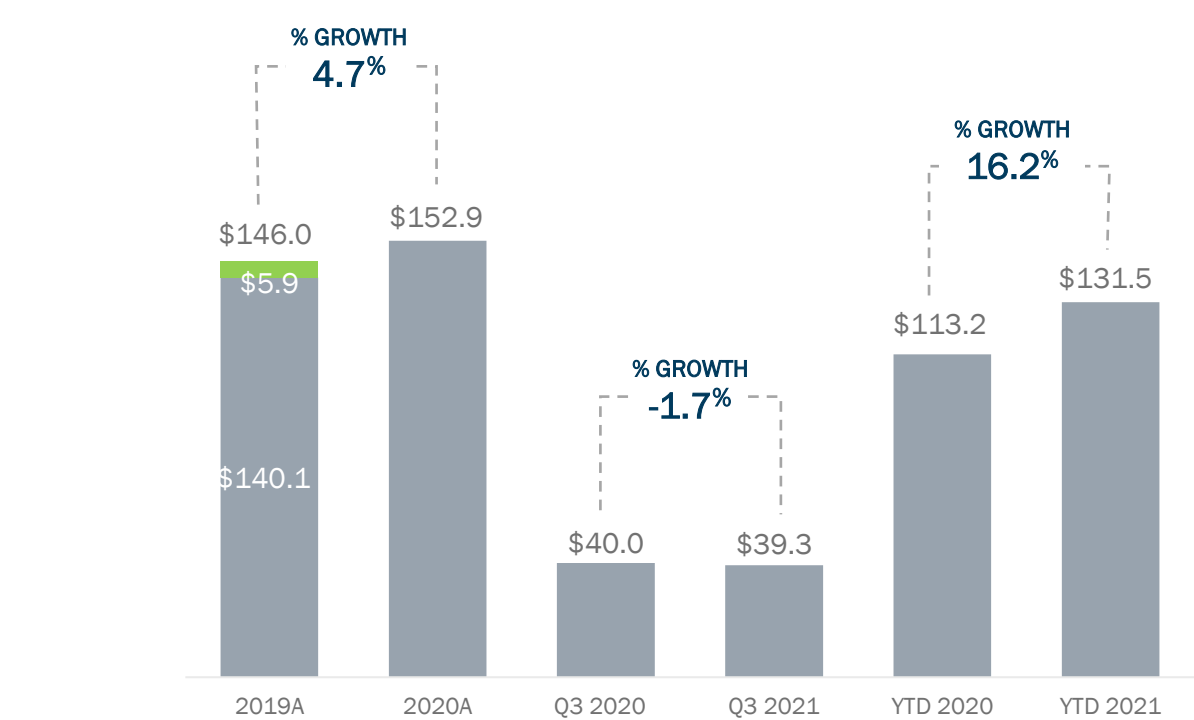
Stephan O'Dell
Save #2040

NET SALES AND GROSS PROFIT

NET SALES AND GROWTH PROFILE (\$MM)



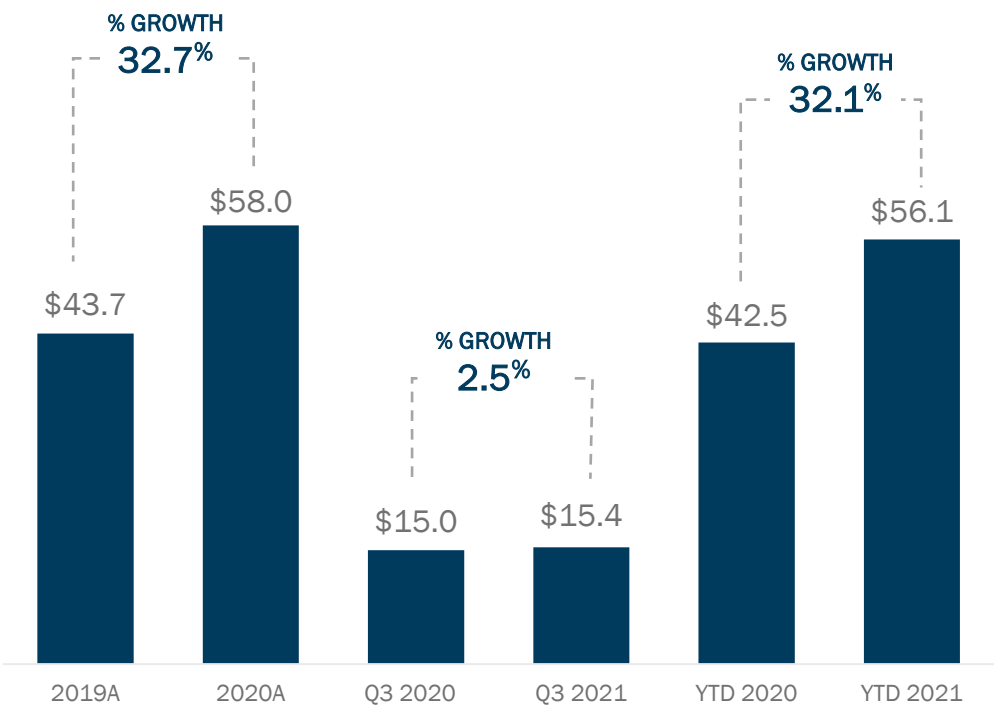
GROSS PROFIT (\$MM)



Gross Margin (%)	34.7%	37.8%	37.8%	39.8%	38.1%	40.6%
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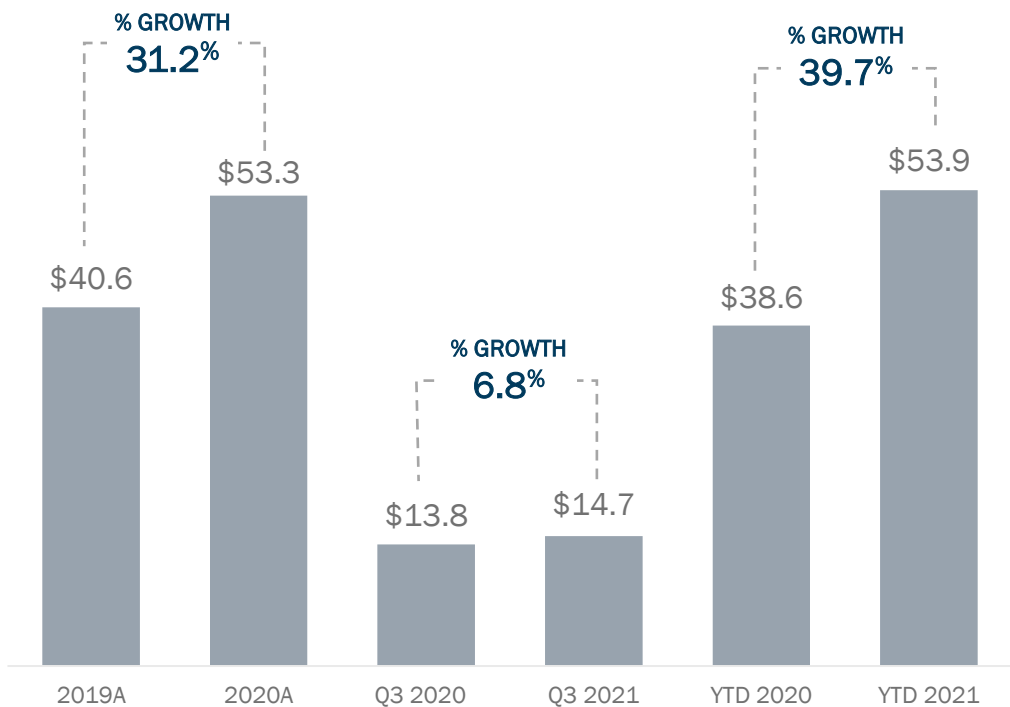
ADJ. EBITDA AND FREE CASH FLOW GENERATION

ADJ. EBITDA¹(\$MM)



Adj. EBITDA Margin (%) ¹	10.4%	14.3%	14.2%	15.6%	14.3%	17.3%
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ADJ. EBITDA CONVERSION²



Adj. EBITDA Conversion (%) ²	93%	92%	92%	95%	91%	96%
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1. Non-GAAP financial measures. See slide 15 and 16 for definitions and reconciliations to the nearest GAAP measures
2. Adj. EBITDA conversion (%) defined as (Adj. EBITDA – capital expenditure) / Adj. EBITDA

PRO FORMA 3Q21 CAPITAL STRUCTURE

	Actual 9/30/21 (\$MM)		Actual 9/30 Pro-forma for IPO (\$MM)	
Cash and cash equivalents	\$	15,275	\$	29,141
DEBT:				
Revolver	\$	25,500	\$	-
Current portion of long-term debt		12,904		12,904
Long-term debt		190,113		151,176
Capitalized Discount/Issuance		(2,667)		(2,147)
Total debt, net	\$	225,850	\$	161,933
Net debt (Total debt net of cash)	\$	210,575	\$	132,792
Total debt / LTM Adj. EBITDA ¹		3.2x		2.3x
Net debt / LTM Adj. EBITDA ¹		2.9x		1.9x
LTM Adj. EBITDA ¹	\$	71,615	\$	71,615

CONCLUSION



Warren Kanders' Strong Track Record of Creating Shareholder Value



Leadership Positions for Mission-critical Products with Recurring Demand



Entrenched Position in Large and Expanding TAM



Robust Acquisition Pipeline to Accelerate Growth



Strong Free Cash Flow Generation

APPENDIX



INCOME STATEMENT

UNAUDITED (IN THOUSANDS, EXCEPT SHARE AND PER SHARE AMOUNTS)

	Three Months Ended		Nine Months Ended	
	September 30, 2021	September 30, 2020	September 30, 2021	September 30, 2020
Net sales	\$ 98,654	\$ 105,735	\$ 323,751	\$ 297,019
Cost of goods sold	59,346	65,739	192,256	183,869
Gross profit	39,308	39,996	131,495	113,150
Operating expenses				
Selling, general and administrative	27,673	26,908	87,168	79,963
Restructuring and transaction costs	(49)	171	1,491	3,143
Related party expense	142	159	437	480
Other general income	—	—	—	(10,950)
Total operating expenses	27,766	27,238	89,096	72,636
Operating income	11,542	12,758	42,399	40,514
Other expense				
Interest expense	(3,464)	(5,668)	(14,129)	(18,275)
Loss on extinguishment of debt	(15,155)	—	(15,155)	—
Other (expense) income, net	(352)	(213)	(881)	1,925
Total other expense, net	(18,971)	(5,881)	(30,165)	(16,350)
(Loss) income before provision for income taxes	(7,429)	6,877	12,234	24,164
Benefit (provision) for income taxes	2,123	(430)	(3,861)	(1,491)
Net (loss) income	\$ (5,306)	\$ 6,447	\$ 8,373	\$ 22,673
Net (loss) income per share:				
Basic	\$ (0.19)	\$ 0.23	\$ 0.30	\$ 0.82
Diluted	\$ (0.19)	\$ 0.23	\$ 0.30	\$ 0.82
Weighted average shares outstanding:				
Basic	27,483,350	27,483,350	27,483,350	27,483,350
Diluted	27,483,350	27,483,350	27,483,350	27,483,350

NON-GAAP RECONCILIATION

(IN THOUSANDS)

	Three Months Ended September 30,				Nine Months Ended September 30,			
	2021		2020		2021		2020	
Net (loss) income	\$	(5,306)	\$	6,447	\$	8,373	\$	22,673
Add back:								
Depreciation and amortization		3,406		3,537		10,426		11,206
Interest expense		3,464		5,668		14,129		18,275
Provision for income taxes		(2,123)		430		3,861		1,491
EBITDA	\$	(559)	\$	16,082	\$	36,789	\$	53,645
Add back:								
Restructuring and transaction costs ⁽¹⁾		(49)		171		1,491		3,143
Other general income ⁽²⁾		—		—		—		(10,950)
Loss on extinguishment of debt ⁽³⁾		15,155		—		15,155		—
Other (expense) income, net ⁽⁴⁾		352		213		881		(1,925)
Contingent consideration ⁽⁵⁾		—		(1,427)		—		(1,427)
LTIP bonus ⁽⁶⁾		520		—		1,804		—
Adjusted EBITDA	\$	15,419	\$	15,039	\$	56,120	\$	42,486
Less: Capital expenditures		(719)		(1,275)		(2,225)		(3,913)
Adjusted EBITDA less capital expenditures	\$	14,700	\$	13,764	\$	53,895	\$	38,573
Adjusted EBITDA conversion rate		95%		92%		96%		91%
Adjusted EBITDA margin⁽⁷⁾		15.6%		14.2%		17.3%		14.3%

1. Reflects the "Restructuring and transaction costs" line item on our consolidated statement of operations, which primarily includes transaction costs composed of legal and consulting fees.
2. Reflects the "Other general income" line item on our consolidated statement of operations and includes a gain from a long-lived asset sale as well as earn-out stock payments for the nine months ended September 30, 2020.
3. Reflects a loss incurred in connection with the August 2021 debt refinance.
4. Reflects the "Other (expense) income, net" line item on our consolidated statement of operations. For the three and nine months ended September 30, 2021, other (expense) income, net primarily includes losses on foreign currency transactions. For the three and nine months ended September 30, 2020, other (expense) income, net primarily includes gains on foreign exchange transactions and unrealized gains on an investment in equity securities.
5. Reflects a gain on the settlement of contingent consideration.
6. Reflects the cost of a cash-based long-term incentive plan awarded to employees that vests over three years.
7. Reflects Adjusted EBITDA / Net sales for the relevant periods.

NON-GAAP RECONCILIATION - CONTINUED

(IN THOUSANDS)

	Year Ended December 31, 2020		Nine Months Ended September 30,		LTM September 30, 2021	
			2020	2021		
Net (loss) income	\$	38,453	\$ 22,673	\$ 8,373	\$	24,153
Add back:						
Depreciation and amortization		14,733	11,207	10,426		13,952
Interest expense		24,388	18,275	14,129		20,242
Provision for income taxes		(10,578)	1,491	3,861		(8,208)
EBITDA	\$	66,996	\$ 53,646	\$ 36,789	\$	50,139
Add back:						
Restructuring and transaction costs ⁽¹⁾		5,822	3,143	1,491		4,170
Other general income ⁽²⁾		(10,950)	(10,950)	—		—
Loss on extinguishment of debt ⁽³⁾		200	—	15,155		15,355
Other (expense) income, net ⁽⁴⁾		(2,659)	(1,925)	881		147
Contingent consideration ⁽⁵⁾		(1,427)	(1,427)	—		—
LTIP bonus ⁽⁶⁾			—	1,804		1,804
Adjusted EBITDA	\$	57,982	\$ 42,487	\$ 56,120	\$	71,615
Adjusted EBITDA margin⁽⁷⁾		14.3%	14.3%	17.3%		

1. Reflects the "Restructuring and transaction costs" line item on our consolidated statement of operations, which primarily includes transaction costs composed of legal and consulting fees.
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3. Reflects a loss incurred in connection with the August 2021 debt refinance.
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5. Reflects a gain on the settlement of contingent consideration.
6. Reflects the cost of a cash-based long-term incentive plan awarded to employees that vests over three years.
7. Reflects Adjusted EBITDA / Net sales for the relevant periods.

STATEMENT OF CASH FLOWS

UNAUDITED (IN THOUSANDS)

	Nine Months Ended September 30, 2021	Nine Months Ended September 30, 2020
Cash Flows From Operating Activities:		
Net income	\$ 8,373	\$ 22,673
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	10,426	11,207
Amortization of original issue discount and debt issue costs	2,483	1,012
Loss on extinguishment of debt	15,155	—
Non cash consideration received from sale of business	—	(6,821)
Deferred income taxes	1,533	125
Gain on sale of fixed assets	—	(6,218)
Provision for losses on accounts receivable	(254)	(130)
Foreign exchange loss (gain)	45	(752)
Changes in operating assets and liabilities:		
Accounts receivable	1,549	10,922
Inventories	(10,261)	(4,902)
Prepaid expenses and other assets	(4,642)	(2,332)
Accounts payable and other liabilities	6,582	3,408
Net cash provided by operating activities	30,989	28,192
Cash Flows From Investing Activities:		
Purchase of property and equipment	(2,225)	(3,913)
Proceeds from disposition of property and equipment	—	12,386
Proceeds from sale of equity securities	—	5,591
Net cash (used in) provided by investing activities	(2,225)	14,064
Cash Flows From Financing Activities:		
Proceeds from revolving credit facility	248,000	281,730
Principal payments on revolving credit facility	(223,132)	(283,887)
Proceeds from term loan	198,735	—
Principal payments on term loan	(224,547)	(40,841)
Proceeds from insurance premium financing	4,269	2,733
Principal payments on insurance premium financing	(2,611)	(1,998)
Payment of capital leases	(32)	(35)
Payments for debt issuance costs	(2,830)	—
Payments on extinguishment of debt	(4,215)	—
Dividends distributed	(9,996)	—
Net cash used in financing activities	(16,359)	(42,298)
Effect of foreign exchange rates on cash and cash equivalents	(3)	6
Change in cash and cash equivalents	12,402	(36)
Cash and cash equivalents, beginning of period	2,873	2,520
Cash and cash equivalents, end of period	15,275	2,484

BALANCE SHEET

UNAUDITED (IN THOUSANDS, EXCEPT SHARE AND PER SHARE AMOUNTS)

	September 30, 2021	December 31, 2020
ASSETS		
Current assets		
Cash and cash equivalents	\$ 15,275	\$ 2,873
Accounts receivable, net of allowance for doubtful accounts of \$624 and \$1,113, respectively	42,230	43,646
Inventories	71,067	60,923
Prepaid expenses	9,212	6,665
Other current assets	5,859	3,362
Total current assets	143,643	117,469
Property and equipment, net of accumulated depreciation and amortization of \$37,510 and \$33,643, respectively	33,780	35,437
Deferred tax assets, net	11,696	12,900
Intangible assets, net	44,459	51,009
Goodwill	66,227	66,314
Other assets	2,219	150
Total assets	\$ 302,024	\$ 283,279
LIABILITIES, MEZZANINE EQUITY AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable	\$ 21,890	\$ 21,978
Accrued liabilities	40,238	36,004
Income tax payable	2,505	1,005
Current portion of long-term debt	12,904	3,496
Total current liabilities	77,537	62,483
Long-term debt	212,946	209,310
Deferred tax liabilities	2,430	2,085
Other liabilities	1,774	550
Total liabilities	294,687	274,428
Mezzanine equity		
Preferred stock (\$0.0001 par value, 10,000,000 shares authorized, no shares issued and outstanding as of September 30, 2021 and December 31, 2020)	—	—
Shareholders' equity		
Common stock (\$0.0001 par value, 190,000,000 shares authorized, 27,483,350 issued and outstanding as of September 30, 2021 and December 31, 2020)	3	3
Additional paid-in capital	48,670	48,670
Accumulated other comprehensive loss	(2,747)	(2,860)
Accumulated deficit	(38,589)	(36,962)
Total shareholders' equity	7,337	8,851
Total liabilities, mezzanine equity and shareholders' equity	\$ 302,024	\$ 283,279