



# Q1 2024 Investor Presentation

## May 9, 2024

| BUILD ABOVE |

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# Forward-Looking Statements

Readers are cautioned that the statements contained in this Presentation regarding expectations of our performance or other matters that may affect our business, results of operations, or financial condition are "forward-looking statements" as defined by the "safe harbor" provisions in the Private Securities Litigation Reform Act of 1995. Such statements are made in reliance on the safe harbor provisions of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of historical fact, included or incorporated in this Presentation, including statements regarding our strategy, financial position, guidance, funding for continued operations, cash reserves, liquidity, projected costs, plans, projects, awards and contracts, and objectives of management, among others, are forward looking statements. Words such as "expect," "anticipate," "should," "believe," "hope," "target," "continued," "project," "plan," "goals," "opportunity," "appeal," "estimate," "potential," "predict," "demonstrates," "may," "will," "might," "could," "intend," "shall," "possible," "forecast," "trends," "contemplate," "would," "approximately," "likely," "outlook," "schedule," "on track," "poised," "pipeline," and variations of these terms or the negative of these terms and similar expressions are intended to identify these forward-looking statements, but the absence of these words does not mean that a statement is not forward looking. These forward-looking statements are not guarantees of future performance, conditions or results. Forward-looking statements are subject to a number of risks and uncertainties, many of which involve factors or circumstances that are beyond our control.

These factors and circumstances include, but are not limited to: (1) risks associated with the continued economic uncertainty, including high inflation, supply chain challenges, labor shortages, high interest rates, foreign currency exchange volatility, concerns of economic slowdown or recession and reduced spending or suspension of investment in new or enhanced projects; (2) the failure of financial institutions or transactional counterparties; (3) the Company's limited operating history and history of losses to date; (4) the inability to successfully integrate recently completed and future acquisitions; (5) the development and continued refinement of many of the Company's proprietary technologies, products and service offerings; (6) competition with new or existing companies; (7) the possibility that the Company's expectations and assumptions relating to future results may prove incorrect; (8) adverse publicity stemming from any incident or perceived risk involving Redwire or our competitors; (9) unsatisfactory performance of our products resulting from challenges in the space environment, extreme space weather events, or otherwise; (10) the emerging nature of the market for in-space infrastructure services; (11) inability to realize benefits from new offerings or the application of our technologies; (12) the inability to convert orders in backlog into revenue; (13) our dependence on U.S. government contracts, which are only partially funded and subject to immediate termination; (14) the fact that we are subject to stringent U.S. economic sanctions, and trade control laws and regulations; (15) the need for substantial additional funding to finance our operations, which may not be available when we need it, on acceptable terms or at all; (16) the fact that the issuance and sale of shares of our Series A Convertible Preferred Stock has reduced the relative voting power of holders of our common stock and diluted the ownership of holders of our capital stock; (17) AE Industrial Partners and Bain Capital have significant influence over us, which could limit your ability to influence the outcome of key transactions; (18) provisions in our Certificate of Designation with respect to our Series A Convertible Preferred Stock may delay or prevent our acquisition by a third party, which could also reduce the market price of our capital stock; (19) our Series A Convertible Preferred Stock has rights, preferences and privileges that are not held by, and are preferential to, the rights of holders of our other outstanding capital stock; (20) there may be sales of a substantial amount of our common stock by our current stockholders, and these sales could cause the price of our common stock and warrants to fall; (21) the impact of the issuance of the Series A Convertible Preferred Stock on the price and market for our common stock; (22) the trading price of our common stock and warrants is and may continue to be volatile; (23) risks related to short sellers of our common stock; (24) our management team's limited experience operating a public company; (25) inability to report our financial condition or results of operations accurately or timely as a result of identified material weaknesses in internal control over financial reporting; and (26) other risks and uncertainties described in our most recent Annual Report on Form 10-K and Quarterly Reports on Form 10-Q and those indicated from time to time in other documents filed or to be filed with the SEC by the Company.

The forward-looking statements contained in this Presentation are based on our current expectations and beliefs concerning future developments and their potential effects on us. If underlying assumptions to forward-looking statements prove inaccurate, or if known or unknown risks or uncertainties materialize, actual results could vary materially from those anticipated, estimated, or projected. The forward-looking statements contained in this presentation are made as of the date of this presentation, and the Company disclaims any intention or obligation, other than imposed by law, to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Persons reading this presentation are cautioned not to place undue reliance on forward-looking statements.

# Non-GAAP Financial Information

This Presentation contains financial measures that have not been prepared in accordance with United States Generally Accepted Accounting Principles (“U.S. GAAP”). These financial measures include Adjusted EBITDA, Pro Forma Adjusted EBITDA, and Free Cash Flow.

Non-GAAP financial measures are used to supplement the financial information presented on a U.S. GAAP basis and should not be considered in isolation or as a substitute for the relevant U.S. GAAP measures and should be read in conjunction with information presented on a U.S. GAAP basis. Because not all companies use identical calculations, our presentation of Non-GAAP measures may not be comparable to other similarly titled measures of other companies.

**Adjusted EBITDA** is defined as net income (loss) adjusted for interest expense, net, income tax expense (benefit), depreciation and amortization, impairment expense, acquisition deal costs, acquisition integration costs, acquisition earnout costs, purchase accounting fair value adjustment related to deferred revenue, severance costs, capital market and advisory fees, litigation-related expenses, write-off of long-lived assets, equity-based compensation, committed equity facility transaction costs, debt financing costs, and warrant liability fair value adjustments. **Pro Forma Adjusted EBITDA** is defined as Adjusted EBITDA further adjusted for the incremental Adjusted EBITDA that acquired businesses would have contributed for the periods presented if such acquisitions had occurred on January 1 of the year in which they occurred. Accordingly, historical financial information for the businesses acquired includes pro forma adjustments calculated in a manner consistent with the concepts of Article 8 of Regulation S-X, which are ultimately added back in the calculation of Adjusted EBITDA. **Free Cash Flow** is computed as net cash provided by (used in) operating activities less capital expenditures.

We use Adjusted EBITDA and Pro Forma Adjusted EBITDA to evaluate our operating performance, generate future operating plans, and make strategic decisions, including those relating to operating expenses and the allocation of internal resources. We use Free Cash Flow as a useful indicator of liquidity to evaluate our period-over-period operating cash generation that will be used to service our debt, and can be used to invest in future growth through new business development activities and/or acquisitions, among other uses. Free Cash Flow does not represent the total increase or decrease in our cash balance, and it should not be inferred that the entire amount of Free Cash Flow is available for discretionary expenditures, since we have mandatory debt service requirements and other non-discretionary expenditures that are not deducted from this measure. We believe Pro Forma Adjusted EBITDA provides meaningful insights into the impact of strategic acquisitions as well as an indicative run rate of the Company’s future operating performance.

## Key Performance Indicators

Management uses Key Performance Indicators (“KPIs”) to assess the financial performance of the Company, monitor relevant trends and support financial, operational and strategic decision-making. Management frequently monitors and evaluates KPIs against internal targets, core business objectives as well as industry peers and may, on occasion, change the mix or calculation of KPIs to better align with the business, its operating environment, standard industry metrics or other considerations. If the Company changes the method by which it calculates or presents a KPI, prior period disclosures are recast to conform to current presentation.

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**Note: Defined terms contained within these two disclaimer slides can be found in the Appendix to this Presentation.  
Please refer to the Appendix for additional information.**

# Agenda

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## Presenters



**Peter Cannito**

*Chairman & Chief Executive Officer*



**Jonathan Baliff**

*Chief Financial Officer & Director*

# Q1 2024 Results

Peter Cannito,  
Chairman and CEO



Rendering Credit: Blue Origin

# Q1 2024 Starting Strong

**+52.4%**

Improvement in  
Revenue  
from Q1 2023 to Q1 2024

**\$(8.1)M**

Net Income  
in  
Q1 2024

**+\$16.8M**

Improvement in  
Cash from Operations  
from Q1 2023 to Q1 2024

**1.11x**

LTM Book-to-Bill<sup>1</sup> Ratio  
in Q1 2024

**\$4.3M**

Positive  
Adjusted EBITDA<sup>2</sup>  
in Q1 2024

**+\$15.2M**

Improvement in  
Free Cash Flow<sup>2</sup>  
from Q1 2023 to Q1 2024

# 2024 Growth Strategy

- Protecting the core
- Scaling production
- Moving up the value chain
- Venture optionality



# Protecting the Core



## IM-1 Cameras

### Avionics & Sensors

Redwire cameras were on Intuitive Machine's lunar lander for the IM-1 mission, providing Terrain Navigation and Hazard Detection

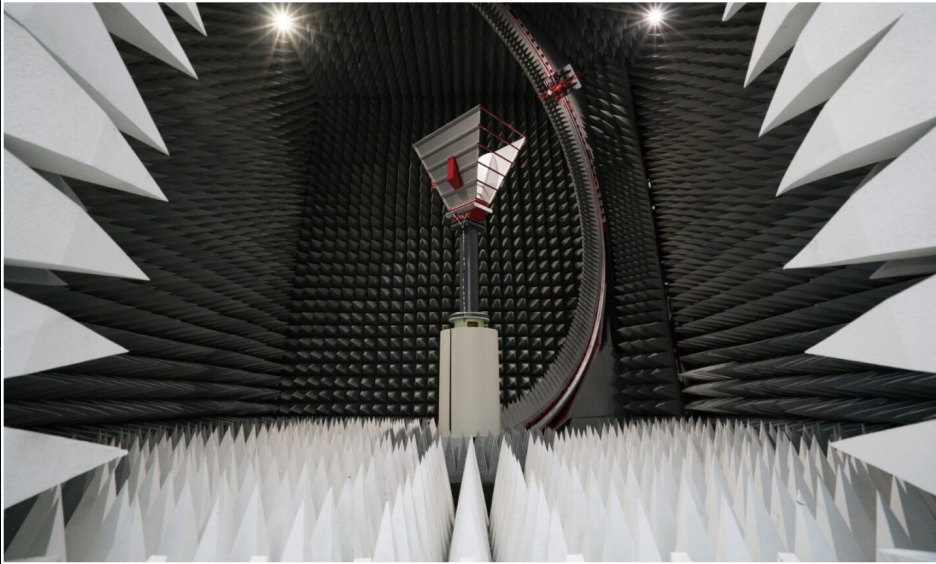


## Solar Sail

### Structures & Mechanisms

Redwire developed deployment mechanisms and booms for Solar Sail, which cleared a key technology milestone with the successful deployment of one quadrant

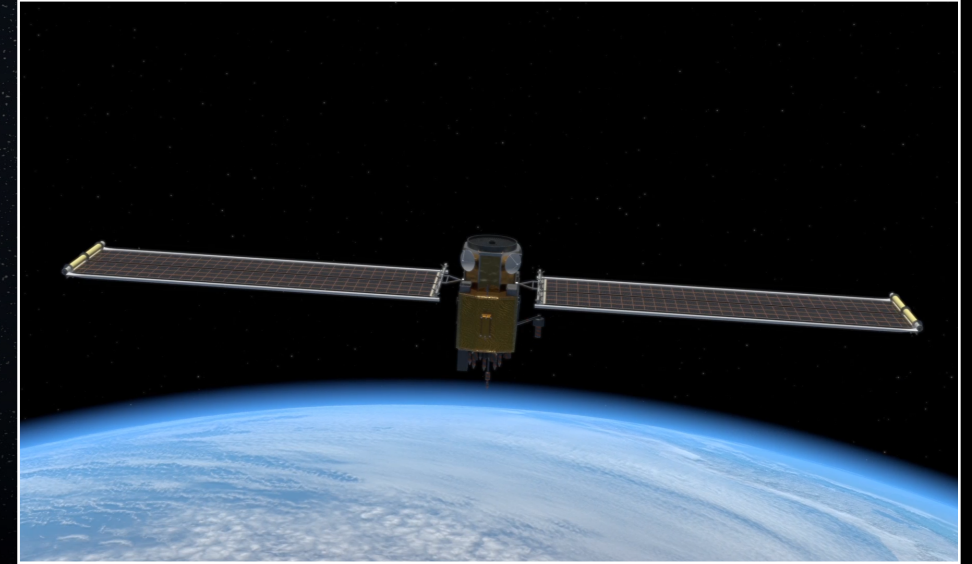
# Scaling Production



## SDA Tranche 2 Beta

### Radio Frequency Systems

Under contract with Rocket Lab for 18 ship sets of antennas and RF hardware for the SDA Transport Layer Tranche 2 Beta variant satellites

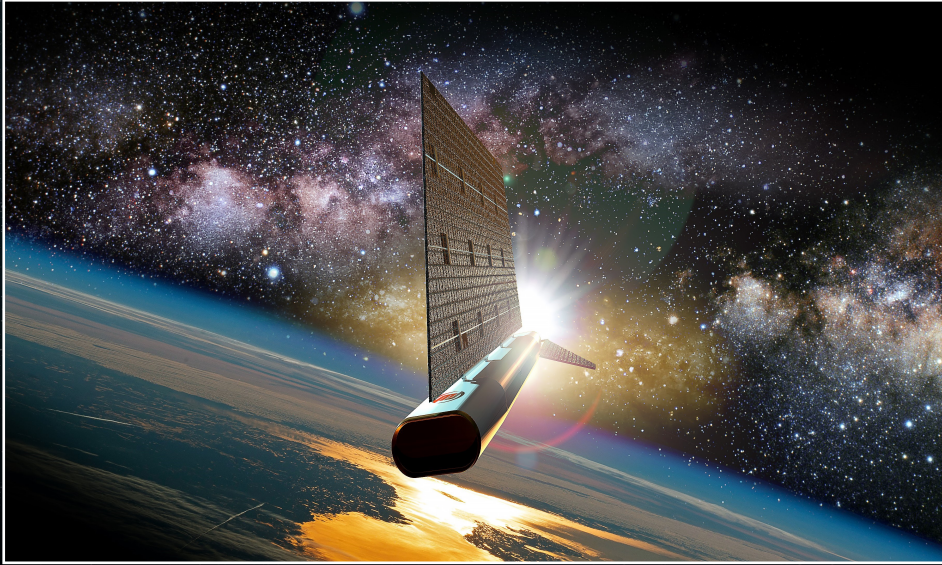


## ROSA

### Power Generation

2 ROSA wings successfully deployed on the Ovzon 3 satellite; Redwire began execution on its \$142M contract award for power solutions

# Moving Up the Value Chain



## SabreSat

### Platforms, Payloads, & Missions - US

Awarded a study related to SabreSat, our US VLEO platform, during the quarter



## Phantom

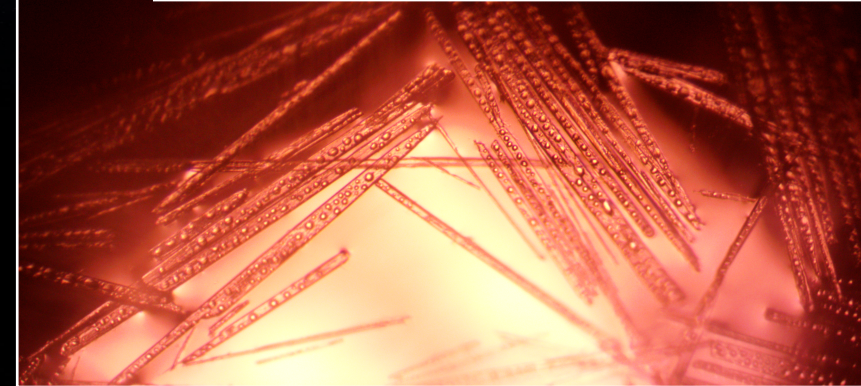
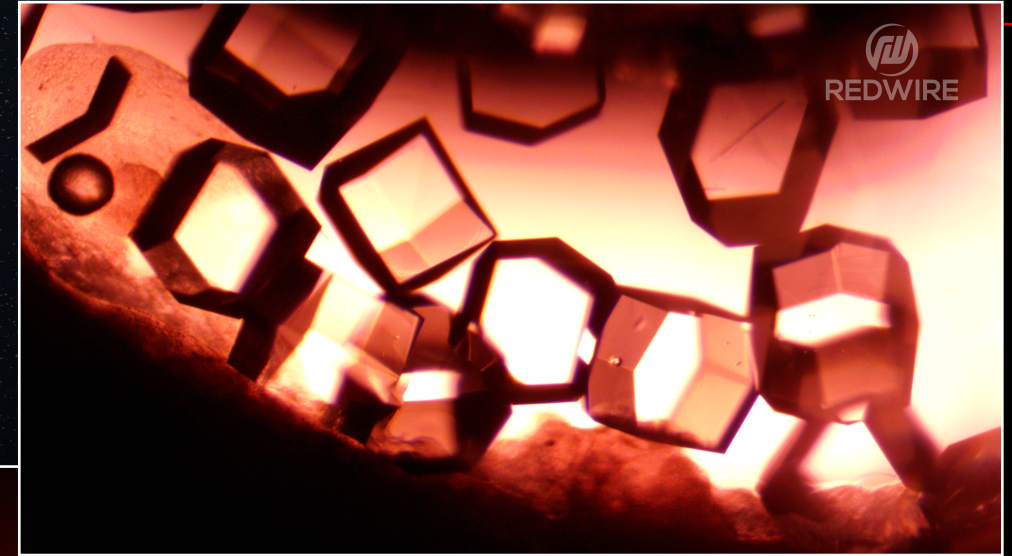
### Platforms, Payloads, & Missions - Europe

Executing on ESA's Skimsat mission as European VLEO platform developer; program aims to reduce cost of Earth observation while increasing performance

# In Focus: Venture Optionality

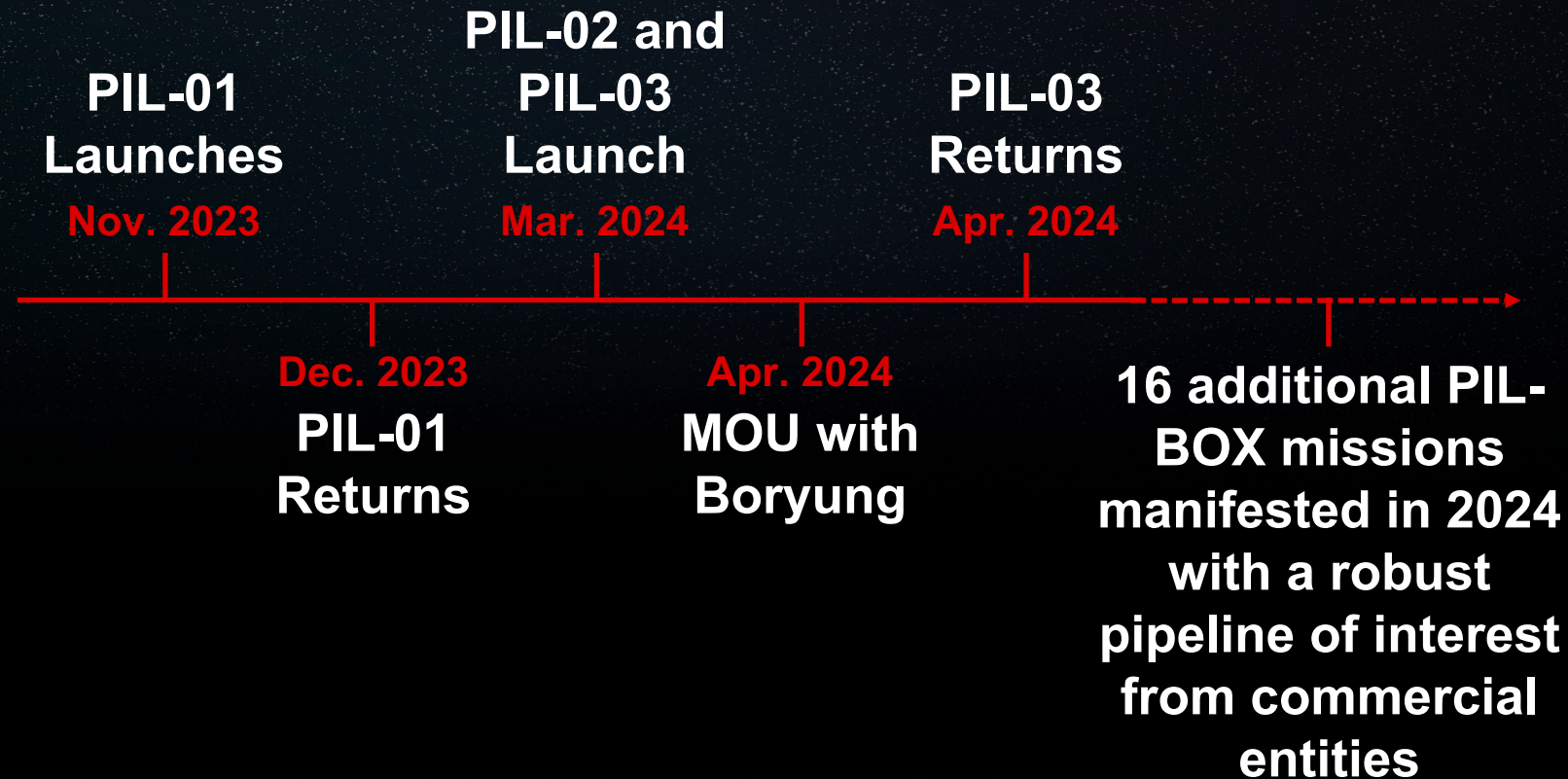
## Pharma Beyond the Limits of Earth

- Drug discovery market size has been estimated at ~\$80 billion in 2023, growing to ~\$180 billion by 2032<sup>1</sup>
- PIL-BOX is a proven, cutting-edge in-space pharmaceutical manufacturing platform delivering reliable results now
- Crystals grown using PIL-BOX were larger and more highly ordered versus terrestrial crystals
- Already scaling to production-level cadence for the industry, with 16 additional PIL-BOX mission manifested in 2024
- Recent funding for industry players imply premium valuations for microgravity businesses



# In Focus: Venture Optionality

## Critical PIL-BOX Milestones



# Backlog Growth Demonstrates the Heritage + Innovation Differentiation

**~\$6.3B**

Pipeline as of  
March 31, 2024

**~\$610M**

2024 Year-to-Date  
submitted bids as of  
March 31, 2024

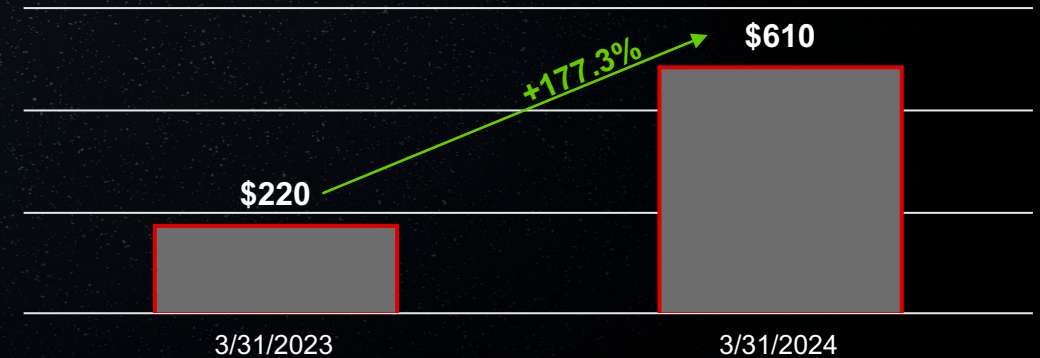
**\$35.1M**

Q1 2024  
Contract Awards

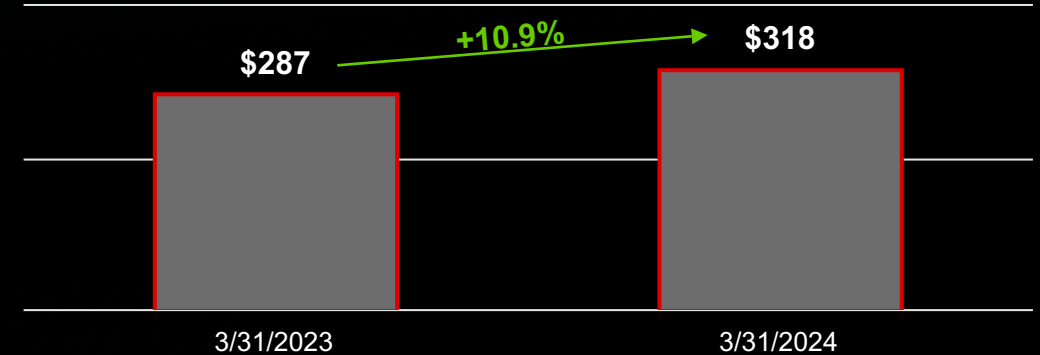
**1.11x**

Q1 2024 LTM  
Book-to-Bill<sup>1</sup>

## YTD Submitted Bids



## Contracted Backlog<sup>1</sup> Detail



# Financial Highlights

Jonathan Baliff,  
Chief Financial Officer

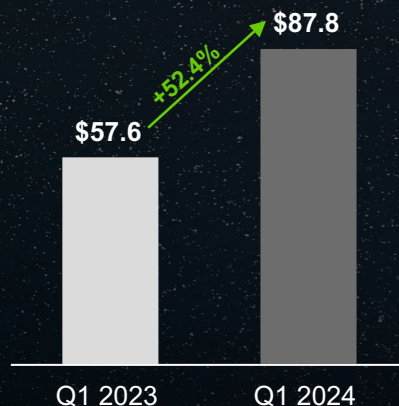


PROBA-3 Credit: Redwire

# Balancing Growth & Profitability in Q1 2024

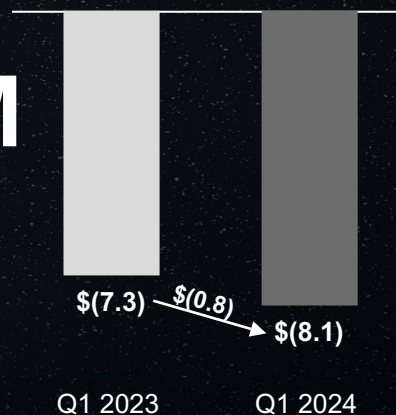
**\$87.8M**

**Record  
Revenue**



**\$(8.1)M**

**Net  
Loss**



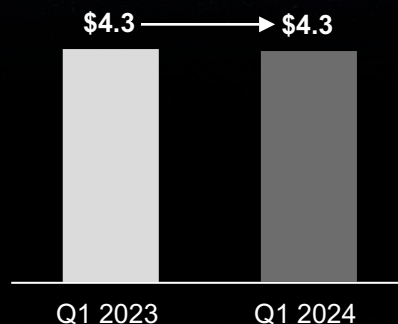
**\$2.8M**

**Cash from  
Operations**



**\$4.3M**

**Adjusted  
EBITDA<sup>1</sup>**



**\$0.4M**

**Free Cash  
Flow<sup>1</sup>**



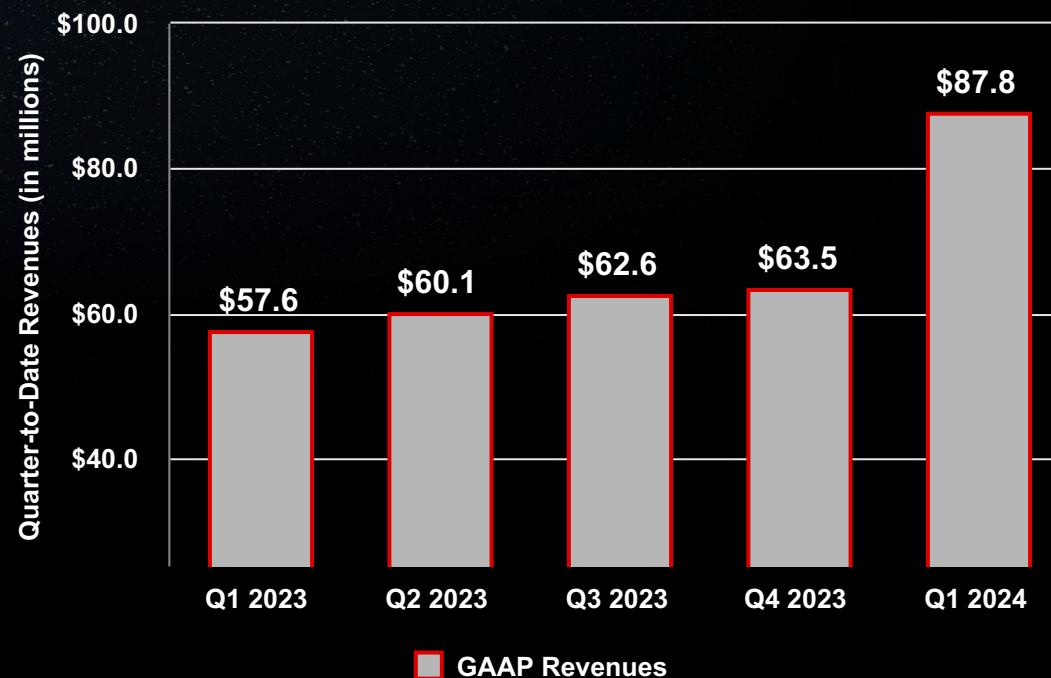
# Quarterly Revenues

- 38.3% sequential increase in revenues from Q4 2023 to record quarterly revenue of \$87.8 million in Q1 2024
- More than 90% of revenues from Government and Marquee customers
- No longer presenting year-over-year revenue comparison that excludes Space NV (after one full fiscal year post-acquisition)

**52.4%**

Increase in revenues to \$87.8 for Q1 2024 vs. \$57.6 for Q1 2023

## Sequential Quarterly Revenues



Exact figures may not foot or recalculate based on reported numbers due to rounding.

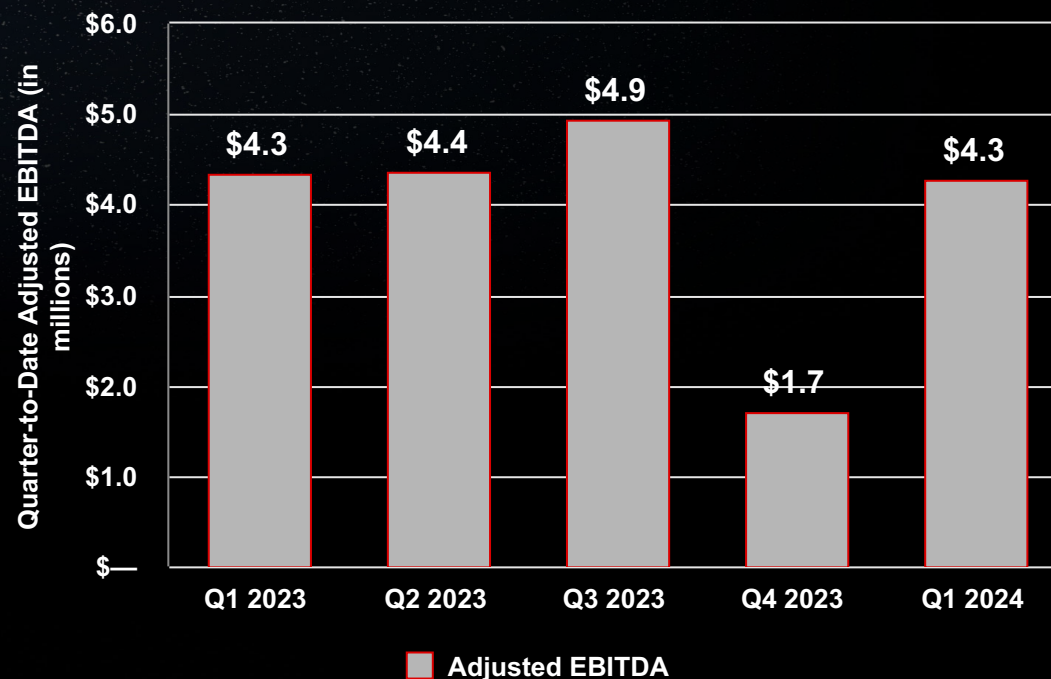
# Quarterly Adjusted EBITDA

- Q1 2024 Adjusted EBITDA was flat with Q1 2023; however significant sequential improvement from Q4 2023
- Positive Adjusted EBITDA supported by a decrease in SG&A margin, to 19.8% in Q1 2024 vs. 27.8% in Q1 2023
- Q1 2024 negatively impacted by \$3.9M in EAC adjustments to select projects

**+\$2.6M**

Sequential improvement in Adjusted EBITDA in Q1 2024 vs. Q4 2023

## Quarterly Adjusted EBITDA

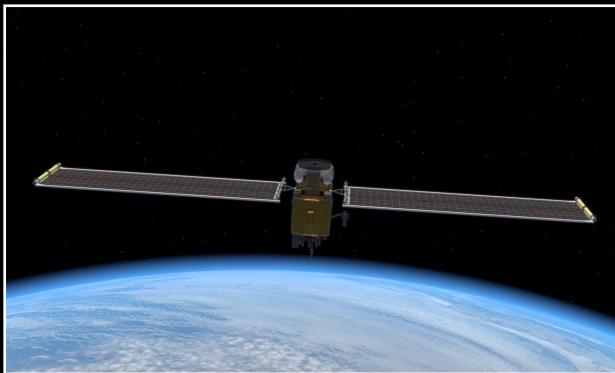


Exact figures may not foot or recalculate based on reported numbers due to rounding.

# Continued Investments for Growth and Scale to Advance our Path to Profitability

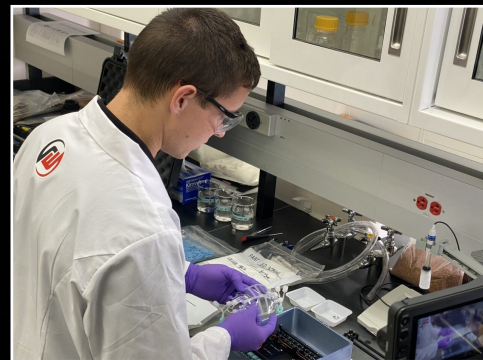
**\$2.4M**

**Q1 2024  
Capital  
Expenditures**



**\$1.0M**

**Q1 2024  
Research and  
Development**



**\$1.0M**

**Q1 2024  
ERP and SOX  
Investments**

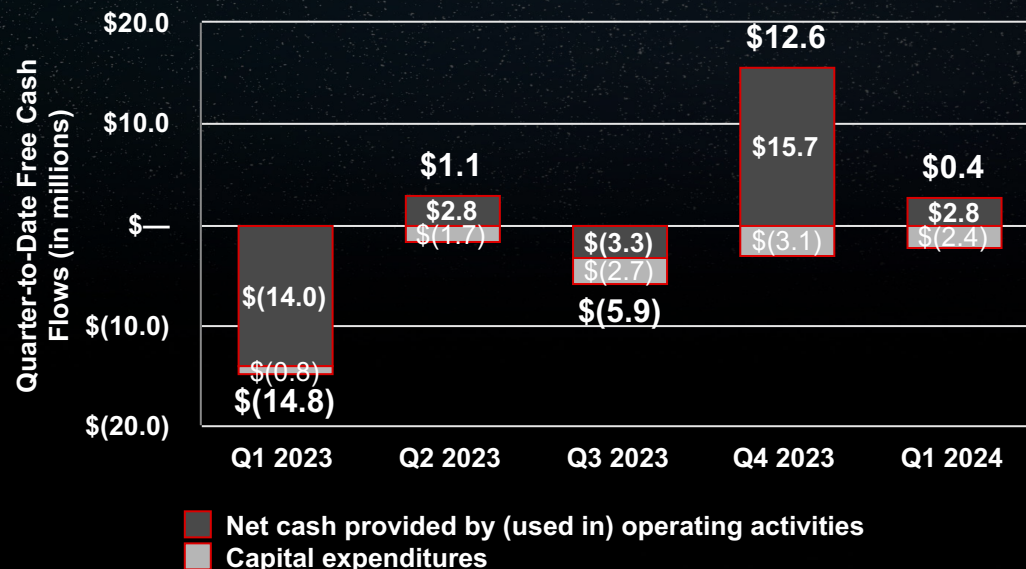


# Quarterly Free Cash Flow and Liquidity

**\$0.4M**

Q1 2024 Free Cash Flow<sup>1</sup>; a year-over-year improvement of \$15.2M

## Quarterly Free Cash Flow<sup>1</sup>

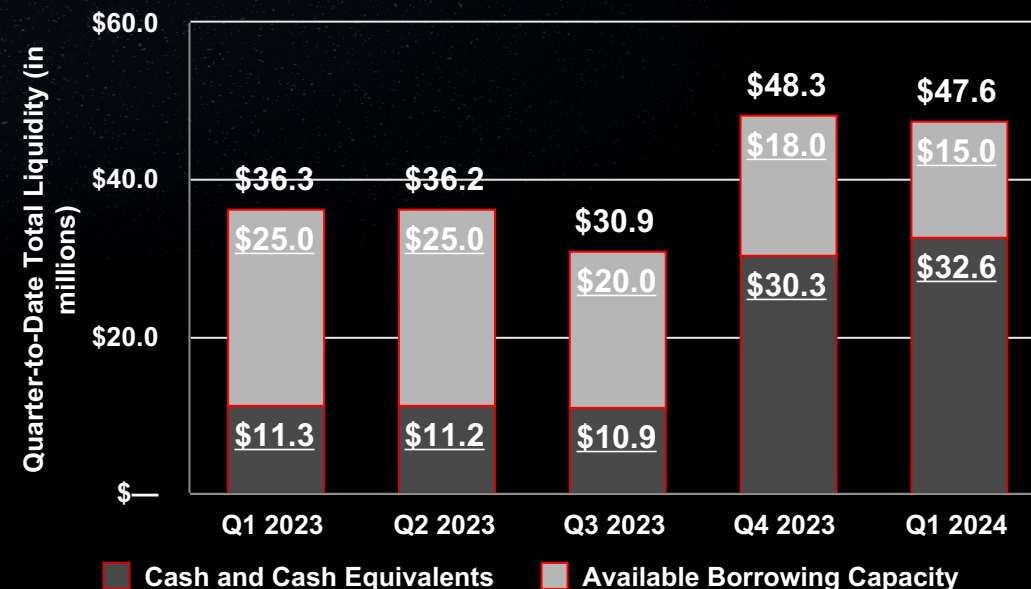


Exact figures may not foot or recalculate based on reported numbers due to rounding.

**\$47.6M**

Ending liquidity as of March 31, 2024

## Quarterly Total Available Liquidity



Exact figures may not foot or recalculate based on reported numbers due to rounding.

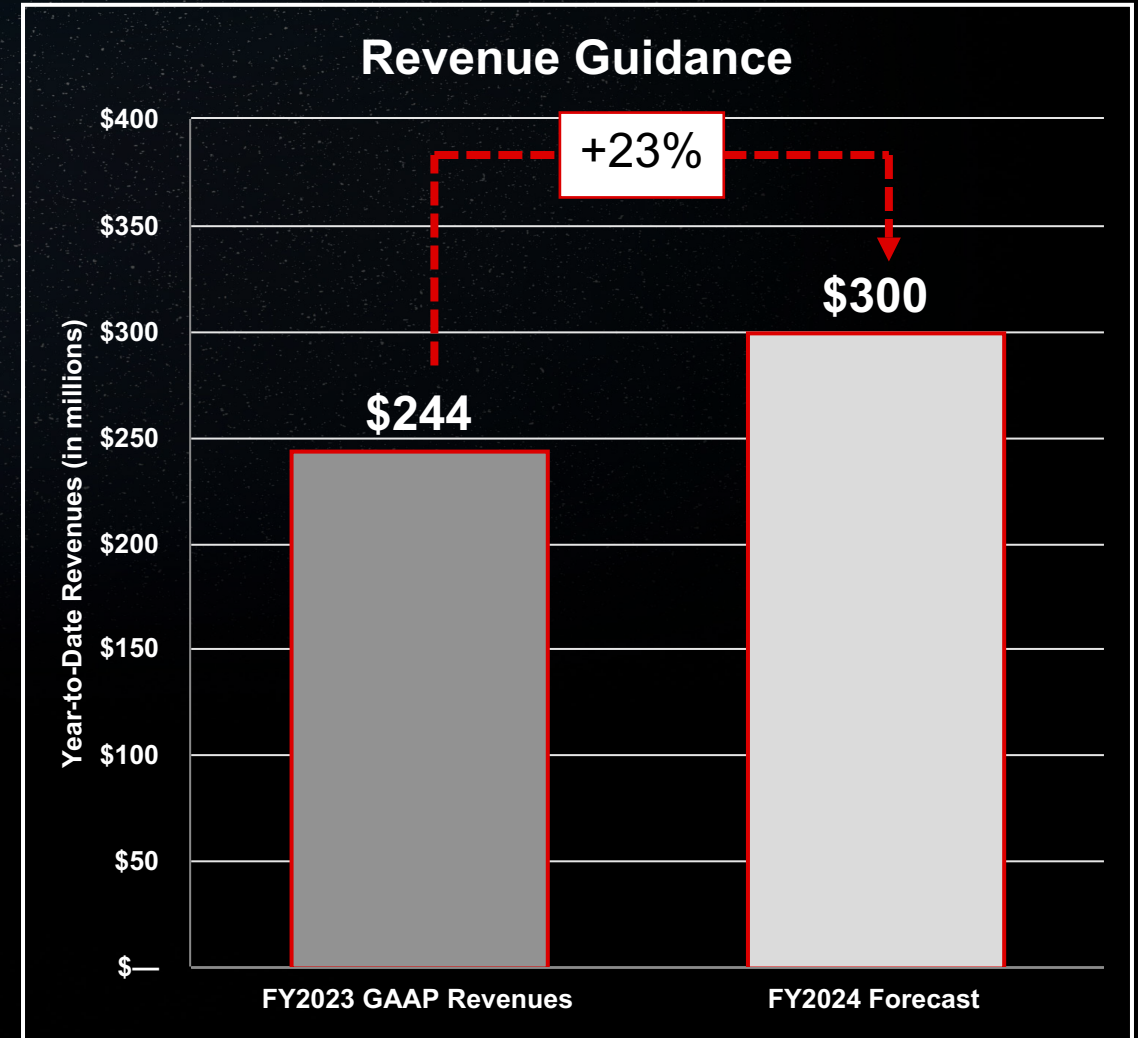
# Remainder of 2024 Outlook

- **Global Revenue Growth**

- Redwire affirms that it is forecasting full year 2024 revenues to be \$300M
- 23% forecasted year-over-year growth
- Timing of long-lead items drove achievement of 29% of forecasted revenues in Q1 2024

- **Excellence in Execution**

- Continue to improve operating leverage and cost efficiency, which offsets lower gross margins on recent larger contracts
- Expecting to continue Path to Profitability





# *Questions & Answers*



# *Appendix*

# Q1 2024 Quarter-to-Date Performance

(\$ in thousands, except percentages)	Three Months Ended		\$ Change from prior year period	% Change from prior year period
	March 31, 2024	March 31, 2023		
Revenues	\$ 87,792	\$ 57,605	\$ 30,187	52 %
Cost of sales	72,967	43,388	29,579	68
<b>Gross margin</b>	<b>14,825</b>	<b>14,217</b>	<b>608</b>	<b>4</b>
Operating expenses:				
Selling, general and administrative expenses	17,362	16,038	1,324	8
Transaction expenses	—	9	(9)	(100)
Research and development	1,040	388	652	168
<b>Operating income (loss)</b>	<b>(3,577)</b>	<b>(2,218)</b>	<b>(1,359)</b>	<b>61</b>
Interest expense, net	2,918	2,644	274	10
Other (income) expense, net	1,492	2,427	(935)	(39)
<b>Income (loss) before income taxes</b>	<b>(7,987)</b>	<b>(7,289)</b>	<b>(698)</b>	<b>10</b>
Income tax expense (benefit)	109	(31)	140	(452)
<b>Net income (loss)</b>	<b>(8,096)</b>	<b>(7,258)</b>	<b>(838)</b>	<b>12</b>
Net income (loss) attributable to noncontrolling interests	(1)	—	(1)	100
<b>Net income (loss) attributable to Redwire Corporation</b>	<b>\$ (8,095)</b>	<b>\$ (7,258)</b>	<b>\$ (837)</b>	<b>12 %</b>

# Supplemental Non-GAAP Information

## Adjusted EBITDA and Pro Forma Adjusted EBITDA

Adjusted EBITDA and Pro Forma Adjusted EBITDA are not measures of results under generally accepted accounting principles in the United States.

**Adjusted EBITDA** is defined as net income (loss) adjusted for interest expense, net, income tax expense (benefit), depreciation and amortization, impairment expense, acquisition deal costs, acquisition integration costs, acquisition earnout costs, purchase accounting fair value adjustment related to deferred revenue, severance costs, capital market and advisory fees, litigation-related expenses, write-off of long-lived assets, equity-based compensation, committed equity facility transaction costs, debt financing costs, and warrant liability change in fair value adjustments. **Pro Forma Adjusted EBITDA** is defined as Adjusted EBITDA further adjusted for the incremental Adjusted EBITDA that acquired businesses would have contributed for the periods presented if such acquisitions had occurred on January 1 of the year in which they occurred. Accordingly, historical financial information for the businesses acquired includes pro forma adjustments calculated in a manner consistent with the concepts of Article 8 of Regulation S-X, which are ultimately added back in the calculation of Adjusted EBITDA. **Free Cash Flow** is computed as net cash provided by (used in) operating activities less capital expenditures.

The table to the right presents a reconciliation of Adjusted EBITDA and Pro Forma Adjusted EBITDA to net income (loss), computed in accordance with U.S. GAAP.

	Three Months Ended	
	March 31, 2024	March 31, 2023
<i>(in thousands)</i>		
<b>Net income (loss)</b>	<b>\$ (8,096)</b>	<b>\$ (7,258)</b>
Interest expense, net	2,918	2,644
Income tax expense (benefit)	109	(31)
Depreciation and amortization	2,753	2,466
Acquisition deal costs (i)	—	9
Acquisition integration costs (i)	—	306
Purchase accounting fair value adjustment related to deferred revenue (ii)	—	15
Severance costs (iii)	8	144
Capital market and advisory fees (iv)	2,278	1,388
Litigation-related expenses (v)	701	25
Equity-based compensation (vi)	2,535	1,958
Committed equity facility transaction costs (vii)	—	(106)
Warrant liability change in fair value adjustment (ix)	1,075	2,784
<b>Adjusted EBITDA</b>	<b>4,281</b>	<b>4,344</b>
Pro forma impact on Adjusted EBITDA (x)	—	—
<b>Pro Forma Adjusted EBITDA</b>	<b>\$ 4,281</b>	<b>\$ 4,344</b>

Please refer to the next slide for explanatory footnotes.

# Supplemental Non-GAAP Information, Continued

- i. Redwire incurred acquisition costs including due diligence, integration costs and additional expenses related to pre-acquisition activity.
- ii. Redwire recorded adjustments related to the impact of recognizing deferred revenue at fair value as part of the purchase accounting for previous acquisitions.
- iii. Redwire incurred severance costs related to separation agreements entered into with former employees.
- iv. Redwire incurred capital market and advisory fees related to advisors assisting with transitional costs associated with becoming a public company, such as implementation of internal controls over financial reporting, and the internalization of corporate services, including, but not limited to, implementing enhanced enterprise resource planning systems.
- v. Redwire incurred expenses related to the 2021 Audit Committee investigation and resulting securities litigation.
- vi. Redwire incurred expenses related to equity-based compensation under Redwire's equity-based compensation plan.
- vii. Redwire incurred expenses related to the committed equity facility with B. Riley, which includes consideration paid to enter into the Purchase Agreement as well as changes in fair value recognized as a gain or loss during the respective periods.
- viii. Redwire incurred expenses related to debt financing agreements, including amendment related fees paid to third parties that are expensed in accordance with U.S. GAAP.
- ix. Redwire adjusted the private warrant liability to reflect changes in fair value recognized as a gain or loss during the respective periods.
- x. Pro forma impact is computed in a manner consistent with the concepts of Article 8 of Regulation S-X and represents the incremental results of a full period of operations assuming the entities acquired during the periods presented were acquired from January 1 of the year in which they occurred. For the periods presented, the pro forma impact included the results of Space NV.

	Three Months Ended				
(in thousands)	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
<b>Net income (loss)</b>	<b>\$ (7,258)</b>	<b>\$ (5,465)</b>	<b>\$ (6,325)</b>	<b>\$ (8,216)</b>	<b>\$ (8,096)</b>
Interest expense, net	2,644	2,664	2,629	2,762	2,918
Income tax expense (benefit)	(31)	(85)	(253)	(117)	109
Depreciation and amortization	2,466	2,618	2,887	2,753	2,753
Acquisition deal cost (i)	9	4	—	—	—
Acquisition integration cost (i)	306	240	—	—	—
Purchase accounting fair value adjustment related to deferred revenue (ii)	15	—	—	—	—
Severance costs (iii)	144	176	62	(69)	8
Capital market and advisory fees (iv)	1,388	2,967	2,536	1,716	2,278
Litigation-related expenses (v)	25	43	249	918	701
Equity-based compensation (vi)	1,958	1,908	2,451	2,341	2,535
Committed equity facility transaction costs (vii)	(106)	40	245	80	—
Debt financing costs (viii)	—	17	—	—	—
Warrant liability change in fair value adjustment (ix)	2,784	(773)	464	(464)	1,075
<b>Adjusted EBITDA</b>	<b>4,344</b>	<b>4,354</b>	<b>4,945</b>	<b>1,704</b>	<b>4,281</b>
Pro forma impact on Adjusted EBITDA (x)	—	—	—	—	—
<b>Pro Forma Adjusted EBITDA</b>	<b>\$ 4,344</b>	<b>\$ 4,354</b>	<b>\$ 4,945</b>	<b>\$ 1,704</b>	<b>\$ 4,281</b>

# Supplemental Non-GAAP Information, Continued

## Free Cash Flow

**Free Cash Flow** is computed as net cash provided by (used in) operating activities less capital expenditures. The tables to the right present the reconciliation of Free Cash Flow to net cash provided by (used in) operating activities, computed in accordance with U.S. GAAP.

	Three Months Ended	
	March 31, 2024	March 31, 2023
<i>(in thousands)</i>		
<b>Net cash provided by (used in) operating activities</b>	<b>\$ 2,764</b>	<b>\$ (14,048)</b>
Less: Capital expenditures	(2,367)	(799)
<b>Free Cash Flow</b>	<b>\$ 397</b>	<b>\$ (14,847)</b>

	Three Months Ended			
	Q2 2023	Q3 2023	Q4 2023	Q1 2024
<i>(in thousands)</i>				
<b>Net cash provided by (used in) operating activities</b>	<b>\$ 2,844</b>	<b>\$ (3,256)</b>	<b>\$ 15,691</b>	<b>\$ 2,764</b>
Less: Capital expenditures	(1,749)	(2,666)	(3,113)	(2,367)
<b>Free Cash Flow</b>	<b>\$ 1,095</b>	<b>\$ (5,922)</b>	<b>\$ 12,578</b>	<b>\$ 397</b>

# Key Performance Indicators

## Contracted Backlog

We view growth in backlog as a key measure of our business growth. Contracted backlog represents the estimated dollar value of firm funded executed contracts for which work has not been performed (also known as the remaining performance obligations on a contract).

Organic backlog change excludes backlog activity from acquisitions for the first four full quarters since the entities' acquisition date. Contracted backlog activity for the first four full quarters since the entities' acquisition date is included in acquisition-related contracted backlog change. After the completion of four fiscal quarters, acquired entities are treated as organic for current and comparable historical periods.

Organic contract value includes the remaining contract value as of January 1 not yet recognized as revenue and additional orders awarded during the period for those entities treated as organic. Acquisition-related contract value includes remaining contract value as of the acquisition date not yet recognized as revenue and additional orders awarded during the period for entities not treated as organic. Organic revenue includes revenue earned during the period presented for those entities treated as organic, while acquisition-related revenue includes the same for all other entities, excluding any pre-acquisition revenue earned during the period. There is no acquisition-related backlog activity presented in the table above as all acquired entities have completed four fiscal quarters post-acquisition.

## Book-to-bill Ratio

We view book-to-bill as an indicator of future revenue growth potential. To drive future revenue growth, our goal is for the level of contracts awarded in a given period to exceed the revenue recorded, thus yielding a book-to-bill ratio greater than 1.0.

<i>(in thousands)</i>	March 31, 2024	December 31, 2023
Organic backlog, beginning balance	\$ 372,790	\$ 313,057
Organic additions during the period	35,101	300,042
Organic revenue recognized during the period	(87,792)	(243,800)
Foreign currency translation	(2,135)	3,491
Organic backlog, ending balance	317,964	372,790
Acquisition-related contract value, beginning balance	—	—
Acquisition-related backlog, ending balance	—	—
Contracted backlog, ending balance	<b>\$ 317,964</b>	<b>\$ 372,790</b>

	Three Months Ended		Last Twelve Months	
<i>(in thousands, except ratio)</i>	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Contracts awarded	\$ 35,101	\$ 29,665	\$ 305,478	\$ 326,273
Revenues	87,792	57,605	273,987	185,287
<b>Book-to-bill ratio</b>	<b>0.40</b>	<b>0.51</b>	<b>1.11</b>	<b>1.76</b>