

# Cemtrex Highlights Value of Recently Announced Exchange Offer for Key Tronic Shareholders

Provides detailed analysis of offer & remains optimistic about growth expecting FY 2017 annual revenues to be 30% higher than FY 2016

Farmingdale, NY, Sept. 13, 2017 (GLOBE NEWSWIRE) -- Cemtrex, Inc. (Nasdaq: CETX, CETXP, CETXW) today responded to the September 6, 2017 press release from Key Tronic Corporation (Nasdaq: KTCC) regarding the exchange offer made by Cemtrex on September 5, 2017 to acquire all outstanding shares of Key Tronic by offering to exchange each outstanding share of common stock of Key Tronic for one share of Cemtrex common stock.

Cemtrex believes that a combination of the two companies will unlock significant shareholder value for both companies, by enabling cost savings, higher earnings per share and a more attractive price to earnings ratio than either company is currently maintaining. Additionally, since Key Tronic shareholders are not being asked to sell their shares for cash, but instead exchange their shares for Cemtrex shares, the exchange offer will allow them to own Cemtrex while continuing to own Key Tronic as Key Tronic will become a subsidiary of Cemtrex.

Cemtrex recognizes that the market price of Key Tronic common stock is higher than Cemtrex's common stock price. However, on a fundamental valuation basis, Cemtrex's offer is of significant value that is not readily apparent when simply looking at each company's stock price alone. A comprehensive review of various metrics and ratios commonly used by investment professionals to evaluate the efficiency, growth, financial strength and management effectiveness of the two companies is outlined below.

When evaluating financial strength, Cemtrex holds \$1.26 more in cash per share than Key Tronic. A deeper look at revenue growth shows that Cemtrex's 5 Year TTM Revenue CAGR is 50% compared to only Key Tronic's 4%. And looking at profitability, Cemtrex's 5 Year EPS growth rate stands at 62.4% compared to a negative 19% for Key Tronic. Finally, an analysis of management effective reflects Cemtrex's 5 Year Average Return on Equity at 75% compared to Key Tronic's 5%.

In regards to the value of either company's current shares, it could be argued that the current trading volume of Cemtrex's and Key Tronic's shares do not constitute an efficient market and therefore the shares prices do not accurately reflect the intrinsic value of the businesses. Cemtrex's Board believes that bringing the two companies together will provide a much more enticing investment opportunity for a larger base of shareholders, thereby generating more significant trading volume and an efficient market. As a result, we would expect to further unlock shareholder value.

### The following includes our full analysis:

#### Cemtrex Inc. (CETX) vs. Key Tronic Corp. (KTCC) Comparison of Metrics & Ratios

Data as of September 8, 2017 CETX **KTCC Analysis** Valuation Ratios CETX trades at a 56% discount to KTCC from a PE ratio Price to Earnings Ratio "PE" (TTM) 13.67 perspective 5.96 CETX's PEG ratio is favorable vs. KTCC PEG ratio cannot be Price to Earnings to Growth calculated due to negative earnings growth rate during the Ratio "PEG" (TTM) 0.09 n/a trailing year Price to Sales ratio "PS" KTCC trades at a 36% discount to CETX on a Price to Sales 0.16 0.25 (TTM) ratio Financial Strength (Leverage & Credit Ratios) **CETX KTCC** Cash & Equivalents Per CETX had \$1.26 cash per share more than KTCC at the end of Share \$ 1.29 0.03 their most recent quarters Quick Ratio (TTM) 1.50 0.84 CETX has a 79% healthier Quick Ratio Current Ratio (TTM) 2.55 2.29 CETX has a 11% healthier Current Ratio Growth Rates based on 5 Yr. CAGR CETX **KTCC** CETX's 5 Year TTM Revenue CAGR was approximately 46 Revenue 50 % 4 % percentage points greater than KTCC's CETX has a greater growth rate of net profit over the TTM 5 years vs KTCC decline in profits -19 % 79 % Profit CETX's 5 Year TTM Asset CAGR is 93 percentage points 112 % 9 % greater than KTCC's Assets **Profitability** CETX **KTCC** CETX has a 24.2% higher gross profit margin than KTCC for the 32.4 % Gross Profit Margin (TTM) 8.2 % trailing year CETX has a 92.9% higher annual growth of gross profit margin Gross Profit - 5 Yr. CAGR 94.2 % 1.3 % over the last 5 years CETX's EBITDA Margin as % of Revenue was 105% greater 7.3 % EBITDA Margin 3.6 % than KTCC's for the trailing year EBITDA - 5 Yr. CAGR 75.7 % -6.3 % CETX's 5 Year EBITDA CAGR was 1299% greater than KTCC's EPS - 5 Yr. Growth Rate 62.4 % -19.7 % CETX's 5 Year EPS Growth Rate was 417% higher than KTCC's **Efficiency** CETX KTCC CETX has \$64,400 more revenue per employee than KTCC for Revenue/Employee (TTM) \$ 162,400 \$ 98,000 the trailing year CETX's Receivable Turnover was 30.8% greater than KTCC's in 9.64 7.37 Receivable Turnover (TTM) the trailing year CETX's Inventory Turnover was 31.3% greater than KTCC's in Inventory Turnover (TTM) 5.41 4.12 the trailing year Management **Effectiveness** CETX **KTCC** CETX's Net Profit margin was 237% greater than KTCC's as a % 4.1 % Net Profit Margin (TTM) 1.2 % of revenue in the trailing year Net Profit - 5 Yr. CAGR 78.8 % -18.9 % CETX's Net Profit 5 Year CAGR was 517% greater than KTCC's CETX's Return on Equity was 298% greater than KTCC's in the 20.2 % Return on Equity (TTM) 5.1 % trailing year Return on Equity - 5 Yr. CETX's 5 Year Average Return on Equity was 893% greater 75.2 % 7.6 % than KTCC's Avg

Return on Assets (TTM) Return on Assets - 5 Yr. Avg Return on Capital (TTM) Return on Capital (5 Yr.) Avg	12.5 % 8.8 %	3.9	% % %	CETX's Return on Assets was 157.5% greater than KTCC's in the trailing year CETX's 5 Year Average Return on Assets was 222.7% greater than KTCC's CETX's Return on Capital was 129% greater than KTCC's in the trailing year CETX's 5 Year Average Return on Capital was 179.3% greater than KTCC's
Defined Terms				
	TTM - Trailing Twelve Months	е		
	MRQ - Most Recent Quarter			CAGR - Compounded Average Growth Rate
				EBITDA - Earnings Before Interest, Taxes, Depreciation and Amortization
	Qtr - Quarter			
	Yr Year			EBIT - Earnings Before Interest and Taxes
	Avg - Average			ROE- Return on Equity
				ROE- Return on Assets ROC - Return on Capital

In a comparison of the above ratios and metrics Cemtrex achieved a superior result in 24 out of 25 categories than Key Tronic. As such, Cemtrex maintains its belief that the exchange offer of one common stock of CETX for one common stock of KTCC is an attractive offer for KTCC shareholders.

Cemtrex continues to be optimistic about its own growth outlook over the long term. The Company is aggressively pursuing many initiatives, both organic and inorganic, that it believes will lead to strong shareholder value over the years to come. The Company expects that its annual revenues for fiscal 2017 will be between \$118 - \$122 Million, an increase of approximately 30% over fiscal 2016 results of \$93 Million.

# **About the Exchange Offer**

The exchange offer is conditioned upon, among other things, the registration statement for the issuance of Cemtrex common stock in the exchange offer being declared effective by the Securities and Exchange Commission and the approval by Cemtrex stockholders of any required increase in its authorized common stock and, to the extent required by the rules of the Nasdaq Stock Market, stockholder approval of the issuance of Cemtrex common stock in the offer, which the executive officers and directors of Cemtrex have the voting power to approve. A registration statement relating to these securities has been filed with the Securities and Exchange Commission but has not yet become effective. These securities may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective.

This press release is for informational purposes only and is neither an offer to sell nor a solicitation of an offer to buy any securities. Any exchange offer will be made only through a registration statement and related materials. Investors and stockholders of Key

Tronic are advised to read this registration statement and other disclosure materials (including other disclosure materials when they become available) carefully because they will contain (and will contain) important information. Investors and stockholders may obtain a free copy of the disclosure materials and other documents filed by Cemtrex with the Securities and Exchange Commission at the SEC's website at www.sec.gov. A free copy of the disclosure materials and other documents of Cemtrex may also be obtained from Cemtrex upon request by directing such request to Okapi Partners LLC, the Information Agent for the exchange offer:

Okapi Partners LLC

1212 Avenue of the Americas, 24<sup>th</sup> Floor
New York, NY 10036

Banks and brokerage firms, please call: (212) 297-0720
Stockholders and others call toll-free: (855) 208-8901
E-mail: cemtrex@okapipartners.com

#### **About Cemtrex**

Cemtrex, Inc. (NASDAQ:CETX) is a world leading diversified industrial and manufacturing company that provides a wide array of solutions to meet today's technology challenges. Cemtrex provides manufacturing services of advanced custom engineered electronics design and manufacturing services, comprehensive industrial services, monitoring instruments for industrial processes and environmental compliance, and systems for controlling particulates, hazardous gases, emissions of Greenhouse gases, and other regulated pollutants. The Company is also in the process of developing its own proprietary loT and wearable devices.

www.cemtrex.com

# **Forward-Looking Statements**

This release contains forward-looking statements relating to Cemtrex's exchange offer for all of the outstanding shares of Key Tronic common stock and Cemtrex's expectations with regard to the proposed transaction. These forward-looking statements are based on Cemtrex's current intent, expectations, estimates and projections and are not guarantees of future performance. These statements involve risks, uncertainties, assumptions and other factors that are difficult to predict and that could cause actual results to vary materially from those expressed in or indicated by them. In addition, some factors are beyond Cemtrex's control. Factors that could cause actual results to differ materially from the statements made in this release include, among others: (i) the willingness of Key Tronic shareholders to tender their shares in the exchange offer and the number and timing of shares tendered; (ii) the satisfaction, or waiver by Cemtrex to the extent legally permissible, of all conditions to the exchange offer; (iii) Cemtrex's and Key Tronic's ability to receive any and all necessary approvals, including any necessary governmental or regulatory approvals; and (iv) other factors as described in filings with the Securities and Exchange Commission, including the factors to be discussed under the heading "Risk Factors" in Cemtrex's prospectus included in its registration statement on Form S-4 as filed with the Securities and Exchange Commission on September 5, 2017.

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Source: Cemtrex Inc.