Mattr to Acquire AmerCable

November 8, 2024

Mattr
Infrastructure Technologies

Forward Looking Information

This presentation as well as oral statements made during the course of the oral presentation includes certain statements that reflect management's expectations and objectives for the Company's future performance, opportunities and growth, which statements constitute "forward-looking information" and "forward-looking statements" (collectively "forward-looking information") under applicable securities laws. Such statements, other than statements of historical fact, are predictive in nature or depend on future events or conditions. Forward-looking information involves estimates, assumptions, judgements and uncertainties. These statements may be identified by the use of forward-looking terminology such as "may", "will", "should", "anticipate", "expect", "believe", "predict", "estimate", "continue", "intend", "plan" and variations of these words or other similar expressions. Specifically, this presentation includes forward-looking information in respect of, among other things: the acquisition of AmerCable by the Company (the "**Transaction**"); the Company's positioning in the North American cable manufacturing market; the anticipated realization of synergies following the closing of the Transaction; opportunities for cross-border product offerings in the U.S. and Canada and addressable markets; the Company's ability to participate in "Buy America"; the method of funding for the Transaction; the Company's ability to pursue capital allocation priorities, including organic growth initiatives and share repurchases; the timing of regulatory approvals and closing of the Transaction; the Company's financial profile following the Transaction; the Company's allocation priorities; the anticipated strategic and financial benefits of the Transaction.

Forward-looking information involves known and unknown risks and uncertainties that could cause actual results to differ materially from those predicted by the forward-looking information. Readers are cautioned not to place undue reliance on forward-looking information as a number of factors could cause actual events, results and prospects to differ materially from those expressed in or implied by the forward-looking information. Significant risks facing the Company include, but are not limited to: the satisfaction or waiver of all applicable closing conditions for the Transaction on a timely basis, including regulatory approvals or consents and lack of material changes with respect to Mattr or AmerCable, all as more particularly set forth in the definitive agreement entered into in respect of the Transaction; the potential diversion of management time on pending Transaction-related issues; the synergies expected from the Transaction not being realized; business integration risks; the risks and uncertainties described in the Company's Management's Discussion & Analysis under "Risks and Uncertainties" and in the Company's Annual Information Form under "Risk Factors".

These statements of forward-looking information are based on assumptions, estimates and analysis made by management in light of its experience and perception of trends, current conditions and expected developments as well as other factors believed to be reasonable and relevant in the circumstances. These assumptions include those in respect of: the stability of U.S. market trends in the wire and cable business; the continued expansion and modernization of North American critical infrastructure; the continued demand for specialized wire and cable products; and the continued relationships with customers following the Transaction. When considering the forward-looking information in making decisions with respect to the Company, readers should carefully consider the foregoing factors and other uncertainties and potential events. The Company does not assume the obligation to revise or update forward-looking information after the date of this document or to revise it to reflect the occurrence of future unanticipated events, except as may be required under applicable securities laws.

To the extent any forward-looking information in this document constitutes future oriented financial information or financial outlooks **("FOFI")**, within the meaning of securities laws, such information is being provided to demonstrate the potential of the Company and readers are cautioned that this information may not be appropriate for any other purpose. The Company and management believe that the FOFI has been prepared on a reasonable basis, reflecting management's best estimates and judgments, however, the actual results of operations of the Company and the resulting financial results may vary from the amounts set forth herein and such variations may be material. FOFI contained in this presentation was made as of the date of this presentation and the Company disclaims any intention or obligation to update or revise any FOFI contained in this presentation, whether as a result of new information, future events or otherwise, unless required pursuant to applicable law.

Legal Disclaimer

Any graphs, tables or other information demonstrating the Company's historical performance or that of any other entity contained in this presentation are intended only to illustrate past performance and are not necessarily indicative of such entity's future performance.

Non-IFRS Measures

The Company reports on certain non-IFRS measures that are used to evaluate its performance and segments, as well as to determine compliance with debt covenants and to manage its capital structure. These non-IFRS measures do not have standardized meanings under IFRS and are not necessarily comparable to similar measures provided by other companies. The Company discloses these measures because it believes that they provide further information and assist readers in understanding the results of the Company's operations and financial position. These measures should not be considered in isolation or used in substitution for other measures of performance prepared in accordance with IFRS. Terms by which non-IFRS and other financial measures are identified include, but are not limited to: "EBITDA", "Adjusted EBITDA", "Net-debt to Adjusted EBITDA", and "Adjusted EBITDA Margin".

Financial information related to AmerCable was prepared using U.S. GAAP which differs from IFRS used to prepare the Company's consolidated financial statements. The Adjusted EBITDA and EPS were adjusted by Mattr to reflect IFRS to the best of its knowledge. Mattr has presented in this press release a multiple of adjusted purchase price based on the estimated TTM Adjusted EBITDA of the business being acquired, not including projected synergies. Adjusted EBITDA is a financial measure that does not have a standard definition prescribed by IFRS and, therefore, may not be comparable to similar measures presented by other companies. Mattr's estimation of the TTM Adjusted EBITDA of the business being acquired is based on financial information that was provided by the current management of AmerCable. For more details, please consult Mattr's Management's Discussion & Analysis for the second quarter of 2024.

Presentation of Financial Information and Other Information

Unless otherwise specified, all references to "$", "dollars" or "Canadian dollars" are to Canadian dollars and references to "U.S.$" and "U.S. dollars" are to United States dollars. Amounts are stated in Canadian dollars unless otherwise indicated. Certain totals, subtotals and percentages throughout may not precisely reconcile due to rounding.

Market and Industry Data

Market data and industry forecasts contained in this presentation have been obtained from industry publications, various publicly available sources and subscription-based reports, as well as from management's good faith estimates, which are derived from management's knowledge of the industry and independent sources that management believes to be reliable. Industry publications, surveys and forecasts generally state that the information contained therein has been obtained from sources believed to be reliable. The Company has not independently verified any of the information from third-party sources nor has it ascertained the validity or accuracy of the underlying economic assumptions relied upon therein. The Company hereby disclaims any responsibility or liability whatsoever in respect of any third party sources of market and industry data or information.

Highly Complementary Combination

	SHAWFLEX	AmerCable INCORPORATED
History of Innovation	60 Years	120 Years
Primary Sales Footprint		 *+ Global Customer Base*
Manufacturing Footprint		
Voltage Offering	Low Voltage Instrumentation & Control	Low & Medium Voltage
Product Portfolio	Highly engineered wire and cable products for the harshest environments with uncompromising reliability	

Strong Alignment with Mattr's M&A Criteria

- **Expansion into new medium voltage markets** ✓
- **Meaningful U.S. footprint** ✓
- **Enables participation in "Buy America"** ✓
- **Adds leading, harsh environment, product lines** ✓
- **Relationships with blue-chip customers** ✓

AmerCable enhances our highly engineered wire and cable capabilities in the U.S.

Significant Strategic and Financial Benefits

- Positions Mattr as one of the **premier, custom engineered cable manufacturers in North America**
- Adds **medium voltage capabilities,** which are essential to enabling electrification in key end markets
- Creates a **highly strategic North American wire and cable manufacturing footprint** to drive future growth
- Strengthens **financial profile by reducing earnings cyclicality and increasing revenue predictability**
- **Highly accretive to EPS, excluding synergies,** while maintaining significant **balance sheet flexibility**

AmerCable Overview

Fully certified manufacturer of **highly engineered low and medium voltage** power, control and instrumentation cables which **enable electrification within the industrial, energy and mineral extraction sectors**

Globally Recognized Products



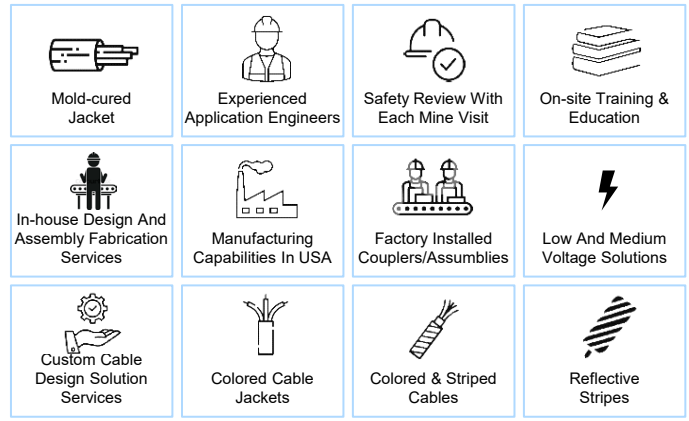
- ✓ Highly-specialized wire and cable solutions for mission critical and harsh environments
- ✓ CSA, UL, ISO Certifications

Blue Chip Customer Base

BHP · FLUOR · Freeport-McMoRan · Mosaic · Nutrien · wesco · sonepar · OMNICABLE Empowering Distribution · Rexel

- ✓ Customers and end users include some of the world's largest and most recognizable industrial, resource and energy supply companies

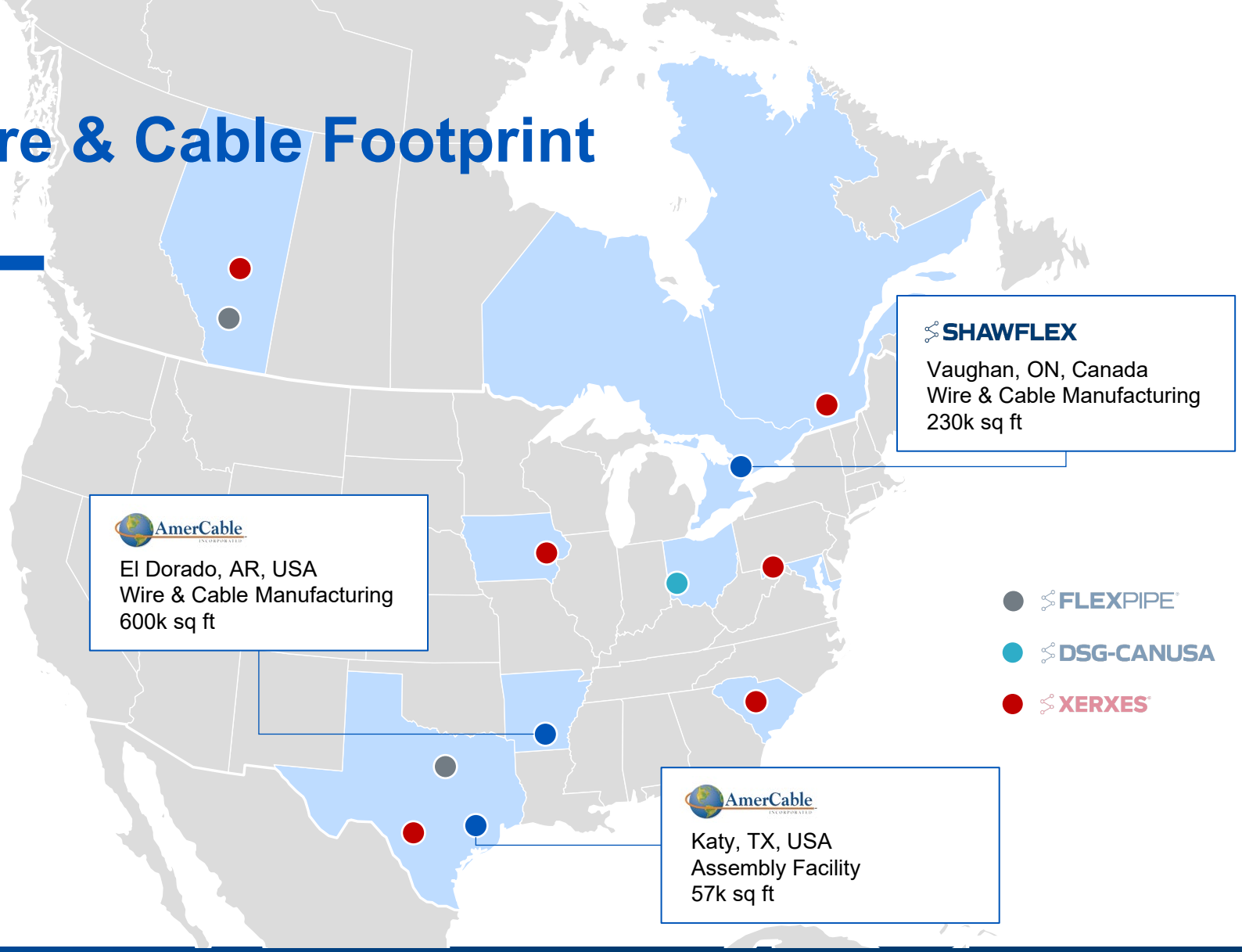
End to End Capabilities



- ✓ "One stop shop" platform and a leading provider of end-to-end wire-cable solutions, including in-house design and engineering capabilities

Highly Strategic Wire & Cable Footprint

- Industry-leading capabilities strategically located in close proximity to key end customers
- Shawflex modernized low voltage manufacturing facility in Vaughan, Ontario to be completed mid-2025
- AmerCable low and medium voltage manufacturing facility in El Dorado, Arkansas and assembly facility in Katy, Texas
- Ability to meet “Buy America” requirements across portfolio
- Scaled platform to drive future organic growth and M&A



Mattr
Infrastructure Technologies

Enabling Electrification Across North America

AmerCable's low and medium voltage capabilities…



Heavy Industrial



Marine



Mineral Extraction



Solar



Wind



Energy

…add to Mattr's existing markets

- Aerospace
- Communication
- Civil
- EV Charging
- Hydro
- Nuclear
- Outer Space
- Transit
- Electrical Utility
- Water Management

…and unlock access to the U.S. market (8x CAD market)

Canadian Low Voltage
TAM* = $2.8B

North American Low and Medium Voltage
TAM* = $23B

Market share from combined business is still far from mature

Combined technical capabilities create significant opportunities to enhance cross-border product offerings and expand addressable markets. U.S. low and medium voltage TAM is ~8x the Canadian TAM.

Mattr
Infrastructure Technologies

**TAM = Total Addressable Market*

AmerCable + Shawflex: The Sum Is Greater Than The Parts

Products & Capabilities

- Globally recognized brands spanning low to medium voltage
- Focus on innovation and advanced technical capabilities
- Bespoke, high margin solutions for challenging environments

Strategic Footprint

- Ability to meet "Buy America" requirements across portfolio
- Enhanced capacity and raw material procurement scope/efficiency
- Platform to drive future organic growth and M&A

Expanded Addressable Market

- Low voltage and critical medium voltage infrastructure applications
- Cross-sell of combined portfolio into respective customer bases
- Revenue diversification and significant untapped international sales opportunities

AmerCable is a significant step forward in our wire and cable growth strategy providing multiple levers to drive growth over the long-term

Transaction Summary

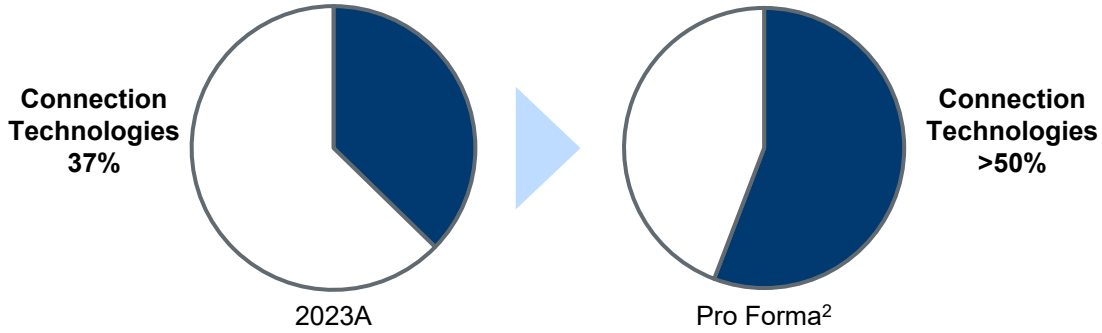
Transaction Overview	▪ Mattr to acquire AmerCable for U.S.$280 million ▪ Represents a multiple of approximately 5.0x TTM Adjusted EBITDA[1] (June 30, 2024)
Financial Metrics	▪ AmerCable has a track record of generating Adjusted EBITDA margins[1] at or above 20% ▪ Expected to add >C$75 million of TTM Adjusted EBITDA ▪ On a TTM basis, >40% accretive to EPS, and similar magnitude expected going forward, pre-synergies
Financing Structure	▪ Mattr intends to fund the transaction through a mix of balance sheet cash and existing credit facility ▪ Pro forma net debt-to-Adjusted EBITDA[1] of 2.2x and 1.4x excluding lease liabilities (June 30, 2024) ▪ Mattr retains strong financial flexibility and access to capital to pursue capital allocation priorities, including organic growth initiatives and ongoing share repurchases
Expected Closing	▪ Subject to customary regulatory approvals and closing conditions ▪ Expected to close around year-end 2024

[1]Adjusted EBITDA, Adjusted EBITDA Margin, and net debt-to-Adjusted EBITDA are non-IFRS measures. See "Non-IFRS and Other Measures" in this presentation and Management's Discussion & Analysis for the second quarter of 2024, which is incorporated by reference herein.

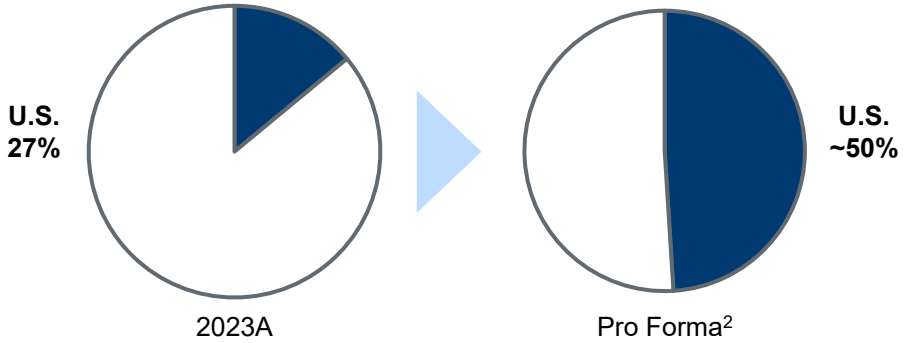
Highly Attractive Financial Profile

Compelling Valuation	▪ ~5.0x TTM Adj. EBITDA (30-Jun-24)
Highly Accretive	▪ >40% accretive to EPS excluding synergies[1]
Revenue Predictability	▪ Sticky, blue chip customer base supports robust pipeline and revenue visibility
Lower Volatility	▪ Mission critical products tied to opex spending in projects with long lifespans
Margin Accretive	▪ Track record of achieving +20% Adj. EBITDA margins and expected to continue
Strong FCF Generation	▪ Historically low capex intensity of ~1% driving >70% free cash flow conversion

Transforms Scale of Connection Technologies Segment Within Mattr



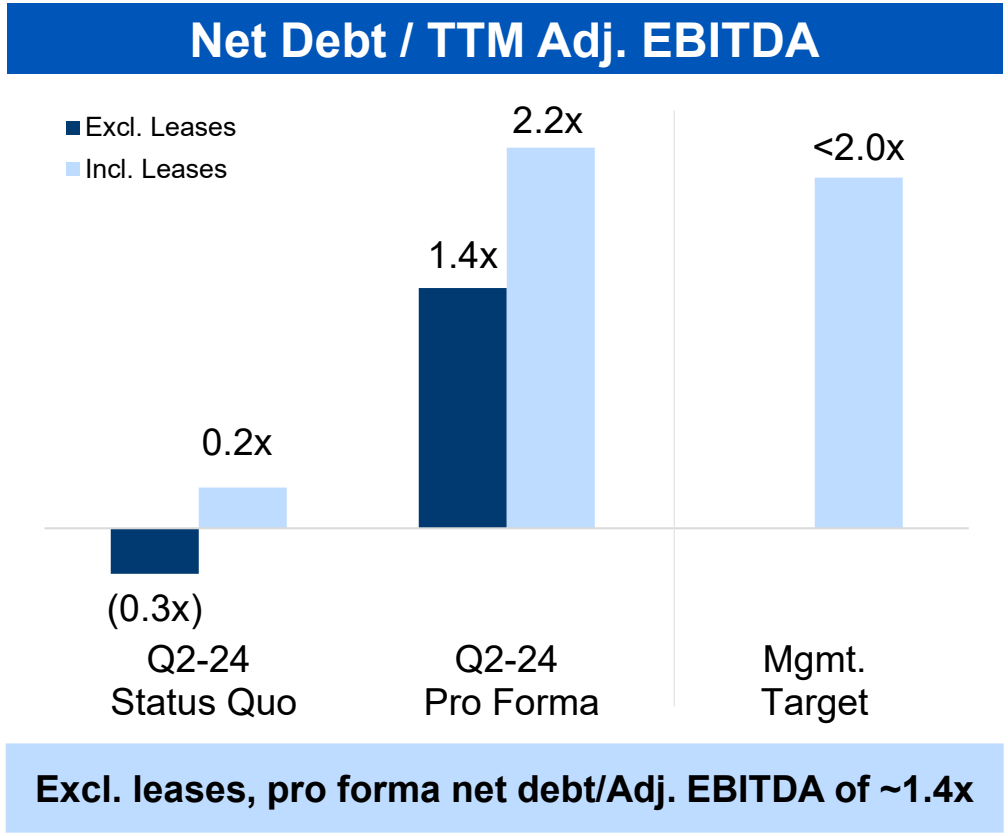
Enhances Connection Technologies' U.S. Presence



Mattr Infrastructure Technologies

1. On a June 30, 2024 trailing twelve months basis.
2. Estimated based off available information from AmerCable

Conservative Financial Profile at Close



- Mattr targets normal course Net-debt-to-Adjusted EBITDA ratio of below 2.0x
- Willing to stretch for M&A, with reduction within 12-18 months back to target range
- Funded via a mix of cash on the balance sheet and the existing credit facility
- Pro forma for the transaction, significant balance sheet capacity to pursue organic initiatives and return of capital

Proven Record of Capital Deployment

Normal Course Net-debt-to Adjusted EBITDA <2x

Expecting to generally remain below 2x leverage, with potential to go slightly above for the right strategic opportunity

Organic Investment

Substantial committed investment in 2024, with incremental opportunities in 2025+

All of the Above

Inorganic Investment

Announced definitive agreement for strategically aligned M&A

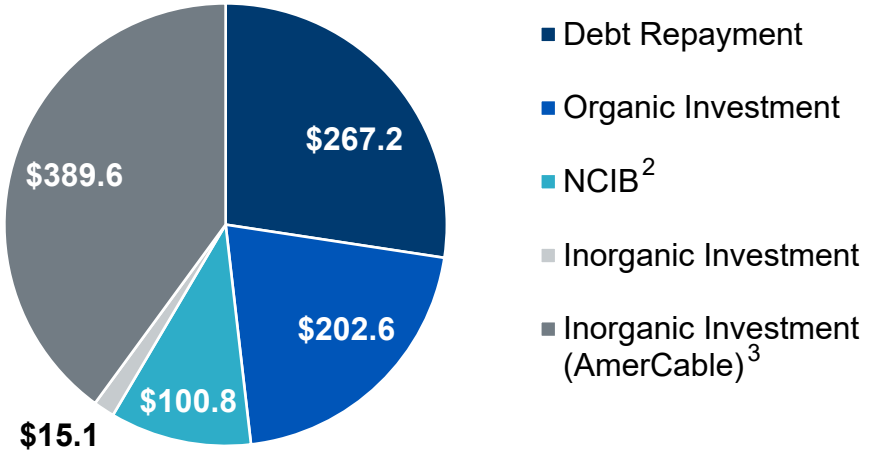
Returning Capital to Shareholders

NCIB renewed in June 2024 and have remained active

Generated ~$500M from Portfolio Rationalization Activities

Deploying Nearly $1B of Capital

Capital Allocation since the beginning of 2021[1]



Post transaction, the Company will adjust its allocation priorities to return its focus to lower net debt, complete already committed organic initiatives and continue to return capital to shareholders

Mattr
Infrastructure Technologies

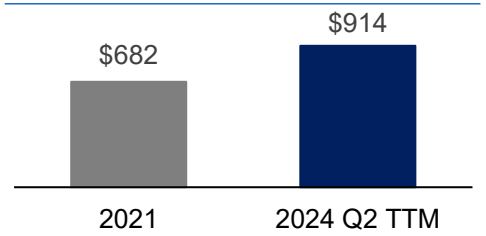
1. Values presented in chart represent spend as of June 30, 2024, unless otherwise stated.
2. NCIB based on spend as of latest filing (October 31, 2024).
3. Estimated spend on Transaction based on current exchange rates. Transaction has not yet closed.

Alignment with Mattr's Growth Objectives

Investing to create a technology driven, high-growth, high-margin infrastructure products business that consistently returns capital to shareholders

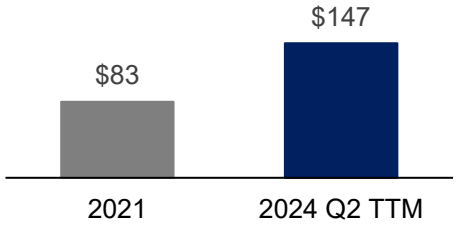
Successful Portfolio Transformation + Substantial Growth in Retained Businesses

Revenue



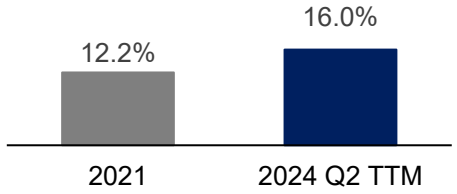
+34%

Adj. EBITDA



+77%

Adj. EBITDA Margin



+385 bps

Established Long-Term Organic Growth Ambitions

>10% growth	Revenue
20%+	Adj. EBITDA Margin
70%+	FCF Conversion

AmerCable is Expected to Accelerate and Enhance These Ambitions

+30%	Proforma increase in Q2-24 TTM Revenue
>20%	Q2-24 TTM AmerCable EBITDA Margin
>70%	Q2-24 TTM AmerCable FCF Conversion

Significant Strategic and Financial Benefits

- Positions Mattr as one of the **premier, custom engineered cable manufacturers in North America**
- Adds **medium voltage capabilities,** which are essential to enabling electrification in key end markets
- Creates a **highly strategic North American wire and cable manufacturing footprint** to drive future growth
- Strengthens **financial profile by reducing earnings cyclicality and increasing revenue predictability**
- **Highly accretive to EPS, excluding synergies,** while maintaining significant **balance sheet flexibility**