









2017 INVESTOR PRESENTATION
Third Quarter | NASDAQ: MYRG

### SAFE HARBOR STATEMENT

#### **Forward-Looking Statements**

Various statements in this communication, including those that express a belief, expectation, or intention, as well as those that are not statements of historical fact, are forward-looking statements. The forward-looking statements may include projections and estimates concerning the timing and success of specific projects and our future production, revenue, income, capital spending, segment improvements and investments. Forward-looking statements are generally accompanied by words such as "anticipate," "believe," "estimate," "expect," "intend," "may," "objective," "outlook," "plan," "project," "likely," "unlikely," "possible," "potential," "should" or other words that convey the uncertainty of future events or outcomes. The forward-looking statements in this communication speak only as of the date of this communication; we disclaim any obligation to update these statements (unless required by securities laws), and we caution you not to rely on them unduly. We have based these forward-looking statements on our current expectations and assumptions about future events. While our management considers these expectations and assumptions to be reasonable, they are inherently subject to significant business, economic, competitive, regulatory and other risks, contingencies and uncertainties, most of which are difficult to predict and many of which are beyond our control. No forward-looking statement can be guaranteed and actual results may differ materially from those projected. Forward-looking statements in this communication should be evaluated together with the many uncertainties that affect MYR Group's business, particularly those mentioned in the risk factors and cautionary statements in Item 1A of MYR Group's most recent Annual Report on Form 10-K, and in any risk factors or cautionary statements contained in MYR Group's Quarterly Reports on Form 10-Q or Current Reports on Form 8-K.

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# MYR: A MARKET LEADER POSITIONED FOR GROWTH



#### **Strong Market Position**

- ✓ A leader in Transmission & Distribution (T&D) national
- ✓ Growing presence in Commercial and Industrial (C&I) regional
- ✓ Broad geographic footprint with a strong presence in key growth markets
- Network of more than 4,600 highly skilled employees that have built long-standing customer relationships across North America



#### **Favorable Industry Dynamics Support Growth**

- ✓ Current and planned spending by utilities and transmission developers remain high
- ✓ Competitive transmission solicitations spurred by the FERC 1000 ruling
- ✓ Growing need for additional transmission to deliver new generation of natural gas and renewable energy resources to load centers
- ✓ Capitalize on federal and state programs for added infrastructure spending



#### **Numerous Competitive Differentiators**

- Superior performance on key operating metrics (safety, service/customer responsiveness)
- ✓ Large, modern, centralized fleet, including extensive specialized equipment



#### **Solid Financial Performance**

- Growing revenues
- ✓ A top performer with respect to return on investment metrics
- ✓ Stable balance sheet to support growth







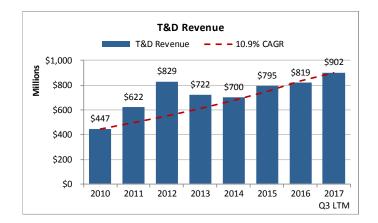
## COMPREHENSIVE NORTH AMERICAN SERVICE OFFERINGS

# T&D

## **Transmission & Distribution**

- Transmission up to 765kV
- Overhead Distribution
- Underground Distribution
- Foundations & Caissons
- Directional Boring
- Substation & Collector Systems

- EPC Services
- PCS / Cellular Towers
- Emergency Storm Response
- Fiber Optics
- Underground Gas Distribution

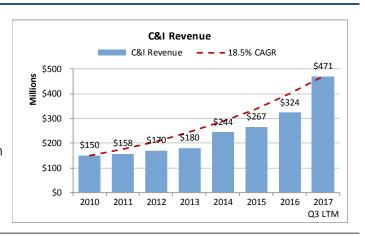


# **C&I**

# Commercial & Industrial

- Educational / Medical Centers
- Airports / Airfield Lighting
- Data Centers
- Bridge, Roadway, Tunnel Lighting
- Government & Office Buildings
- Building Automation & Controls
- Telecommunications
- Transportation / Traffic Signalization

- Voice, Data & Video Systems
- Industrial Facilities
- Water & Wastewater Treatment Plants
- Renovations and Major Additions
- Technical Services
- Power Plant Electrical Construction



## FUTURE GROWTH AND VALUE CREATION OPPORTUNITIES

# Organic Growth

Expand in new and existing markets that align with MYR's core capabilities

# Strategic Acquisitions

Continue to evaluate targeted, strategic acquisitions to expand business and hone operating expertise

# Prudent Capital Return

\$19.3 million remaining under our \$20.0 million Share Repurchase Program

### Organic Growth

- Strategic expansion of MYR's geographic footprint into new markets
- · Invest in additional fleet and labor resources to expand capacity
- Leverage extensive bid knowledge and long-term customer relationships

## Strategic Acquisitions

- Search for and evaluate strategic opportunities that achieve long-term growth objectives and leverage our core capabilities
- Focus on acquisitions that meet clear, long-term return thresholds and are compatible with MYR's own values and culture
- Focus on integration of processes, people, technology and equipment

# Prudent Capital Return

- Under our share repurchase programs approximately of 6.1 million shares have been repurchased at an average price of \$23.64 per share.
- On July 27, 2017, the Company's Board of Directors approved a \$20.0 million share repurchase program that began when the previous share repurchase program expired on August 15, 2017. As of September 30, 2017, the Company had \$19.3 million of remaining availability to purchase shares under the current share repurchase program, which continues in effect until August 15, 2018, or until the authorized funds are exhausted.

## NORTH AMERICAN COVERAGE

### **MYR Group's Strong Competitive Advantage**

- ✓ Added 17 new locations during 2015-2016, including 8 locations added through three acquisitions
- ✓ Modern fleet reduces downtime and protects our competitive edge.
- ✓ Centrally managed fleet allows for greater leverage of resources to effectively service nationwide footprint
- ✓ Fleet investments increase our resource base to execute projects of all sizes and complexity

# MYR

# **Office Locations**



#### **New Acquired C&I Locations:**

Westbrook, ME Coquitlam, BC, Canada Vancouver, BC, Canada Nisku, AB, Canada Winnipeg, MB, Canada

#### New Acquired T&D Locations:

Auburn, ME Bloomfield, CT Morgan, UT

# **2015-2016 ACQUISITIONS**







April 2015

November 2015

October 2016

# Geographic Expansion

- Expanded presence in the northeastern U.S. electrical market
- Established offices in Westbrook, ME, Auburn, ME, and Bloomfield, CT
- Expanded presence in the western and midwestern U.S. electric T&D market
- Established office in Morgan, UT
- Expanded presence in the central and western regions of Canada
- Established offices in Coquitlam, BC, Vancouver, BC, Winnipeg, MB, and Nisku, AB

# Service Offering Expansion

- Strengthens electric T&D footprint in the northeast region
- Significant substation expertise
- Establishes C&I offering in the region
- Full-service high voltage electrical contractor
- Offers full-range of capabilities related to transmission, distribution and substation construction
- Establishes a C&I and substation presence in the regions served
- Significant transportation and hospital construction experience
- Specializes in government and office buildings, including renovations and tenant build-out

# Enhance End Market Exposure

- Strengthens position in the northeast, a region with excellent near and long-term growth potential
- Strengthens position to capture new T&D projects and clients throughout the West and Midwest
- Strengthens position across the central and western regions of Canada

# Grow Skilled Workforce

- Highly experienced management team and skilled workforce
- Extensive experience in the high voltage electrical construction industry
- Highly experienced management team and skilled workforce

# **T&D MARKET CONDITIONS REMAIN FAVORABLE**



Miles of Planned Transmission Lines

Expected to be completed by 2020

"Planned [...] refers to projects where:

- (a) Permits have been approved
- (b) A design is complete, or
- (c) The project is necessary to meet

■100-199 kV 95 359 1,074 94 1,842 200-299 kV 193 29 62 263 81 a regulatory requirement" ■300-399 kV 1,690 134 171 ■400-599 kV 380 19

2.000

1,000

■ 600 kV+

■ Total DC

**FRCC** 

MRO

69

**NPCC** 

237

RF

14

SERC

SPP-RE

188

209

1,034

TRE

291

372

Source: U.S. Department of Energy | October 2016 Transmission Data Review

WECC

759

1,834

974

1,913

## **T&D MARKET CONDITIONS REMAIN FAVORABLE**

Transmission spending by electrical utilities driven by

System Reliability

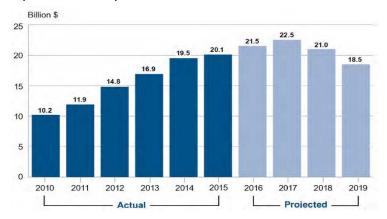
Aging Electric Grid

Connecting Renewables

Plant Retirements

"In 2015, EEI members' total transmission investments reached approximately \$20.1 billion (nominal \$). As shown in the chart, year-over-year total transmission investment is projected to increase through 2017, when EEI estimates a peak at approximately \$22.5 billion."

# Historical and Projected Transmission Investment (Nominal Dollars)



Source: EEI Transmission Projects: At A Glance, December 2016

Drivers for additional distribution spending

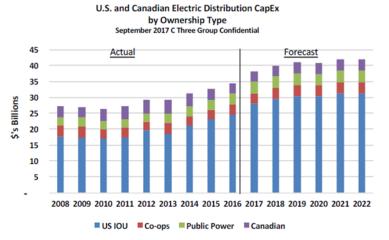
Reliability Upgrades

Aging Infrastructure

Storm Hardening

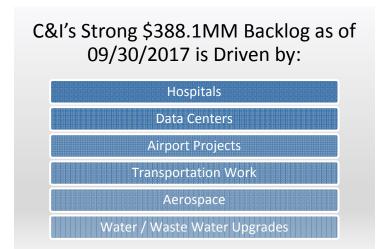
**Housing Starts** 

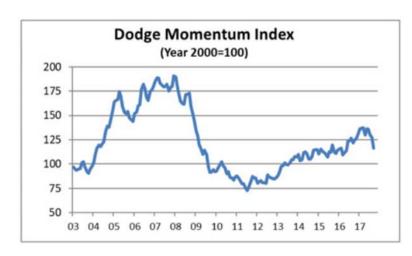
U.S. investor-owned utilities project there should be a continued uptick from 2017 to 2017, and this growth should remain relatively constant for the remainder of the decade.



Source: The C Three Group, 2017 North American Electric Distribution Market Forecast 2008-2020, September 2017

### **C&I MARKET IS GROWING...**





### Associated General Contractors of America:

"Private nonresidential construction spending grew 0.5 percent in August, while public construction spending climbed 0.7 percent from the prior month. Construction spending in August totaled \$1.2018 trillion at a seasonally adjusted rate, an increase of 0.5 percent from the July total and up 2.5 percent from a year earlier. All major categories had gains for the month but private nonresidential and public construction totals were lower than a year ago, while single- and multifamily construction both rose on a year-over-year basis."

Dodge Momentum Index – by McGraw-Hill Construction

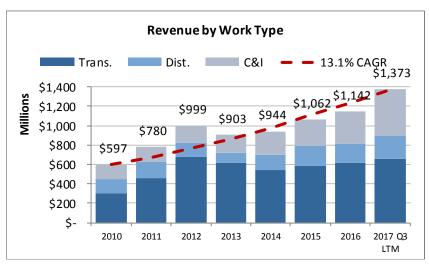
Source: AGC Newsroom • October 2, 2017

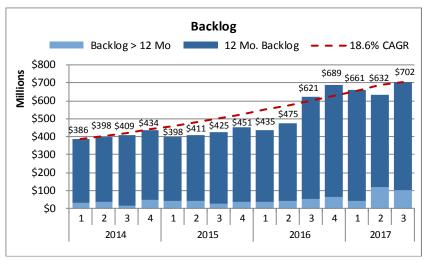
- 12 month leading indicator of construction spending for nonresidential building
- 91% correlation between construction planning reports and the US Commerce Department's Put in Place spending over the past 10 years

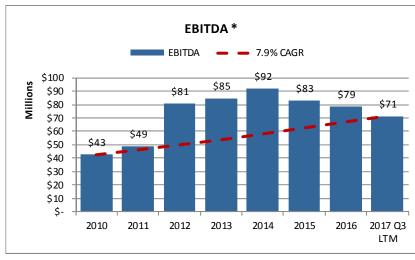
Dodge Momentum Index The Dodge Momentum Index fell to 116.4 (2000=100) in September, down 8.4% from its revised August reading of 127.1, according to Dodge Data & Analytics. The commercial component of the Momentum Index also decreased 6.1% for the same time period, though "this should not be seen, in and of itself, as a predictor of a turn in building markets. Economic growth remains solid, and building market fundamentals are supportive of further growth in construction activity."

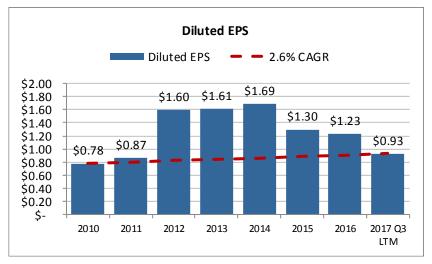
Source: McGraw Hill Construction Press Release October 6, 2017

# STRONG LONG-TERM FINANCIAL PERFORMANCE



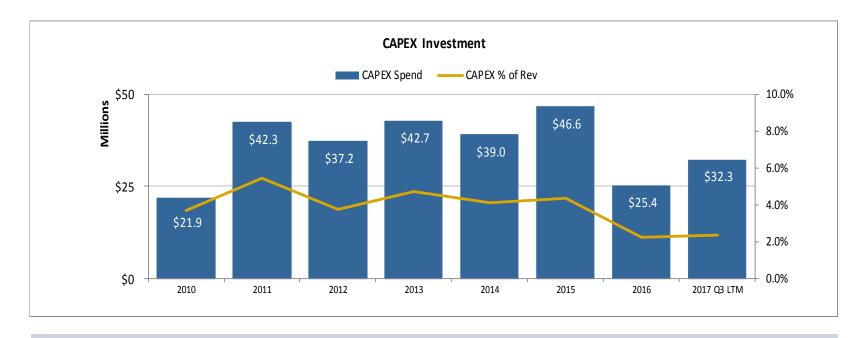






<sup>\*</sup> For reconciliation of EBITDA to net income, see page 25

# INVESTMENT IN CAPEX SUPPORTED GROWTH INITIATIVES



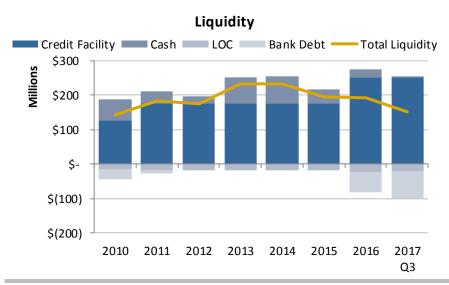
## Successful Execution of Strategy

Three-pronged approach to capital allocation – investing in organic growth, strategic acquisitions and capital returns – has driven strong financial performance

Investment in specialty equipment contributed to organic top-line revenue growth and supports future organic and acquisition growth

Source: S&P Capital IQ

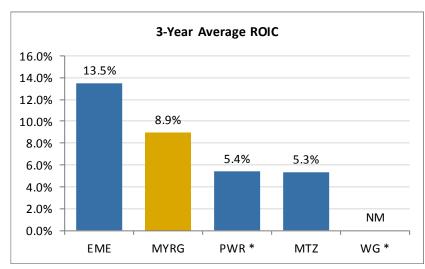
# BALANCE SHEET STRENGTH TO SUPPORT ADDITIONAL GROWTH

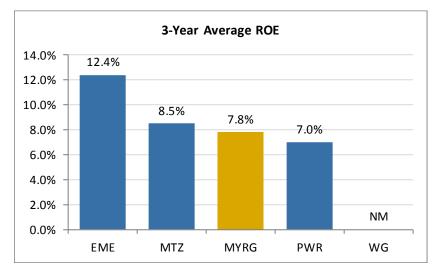


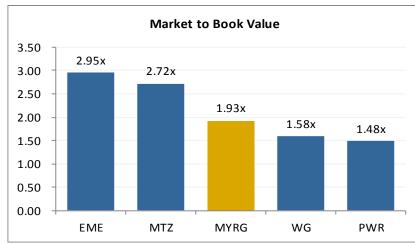
- Little off-balance-sheet leverage
- Limited goodwill
- Modest Debt Leverage
- Strong liquidity position
- Substantial bonding capacity



## STRONG FINANCIAL METRICS







Good, consistent steward of capital

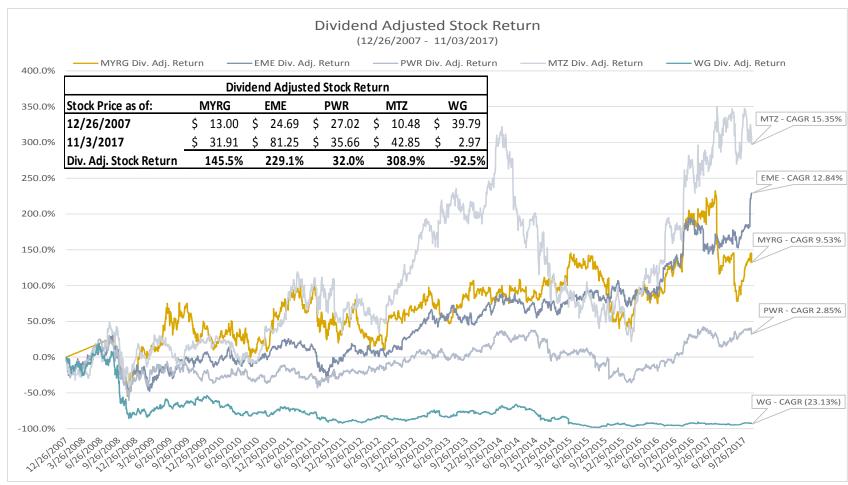
MYR continues to be a strong performer with respect to return on investment metrics

Since going public in August 2008, MYR has had no loss quarters, goodwill impairment charges or extraordinary losses

Source: S&P Capital IQ - NM (Not Meaningful) reflects negative returns and is ignored for comparison purposes. 3 year average is from Sept. 2015 – Sept. 2017.

<sup>\* 3</sup> year Average ROIC calculation for WG and PWR are for the period June 2015 – June 2017.

## **DELIVERING STRONG RETURNS**



• MYR closed on its 144A private placement in December 2007; approximately 17.8 million shares of stock were sold at \$13.00/share to qualified institutional buyers. MYR traded on FBR's 144A portal from that date until it went public on August 12, 2008. The trading volume in the first month of going public was approximately 5.2 million shares and the closing prices ranged from \$14.50/share to \$16.60/share.

Source: S&P Capital IQ

### INVESTMENT OUTLOOK

# Proven Strategy Execution

• Solid execution of corporate strategy has solidified MYR Group's position as a market leader in large transmission line construction

# Experienced Management

• Executive Management average 32 years of industry experience

# Positive Industry Outlook

 Regulatory environment supports growth and market analysts expect escalated spending through year 2020

# Favorable Growth Prospects

• Opportunities for organic, vertical, horizontal and geographic growth

# Strong Financial Position

 Strong equity base provides capacity to add leverage for additional potential acquisitions, organic growth and share repurchases

# Centralized Fleet and Corporate Operations

 Centralization allows for greater efficiency and leverage of company resources

# **Appendix**

## CORPORATE GOVERNANCE OVERVIEW

### ■ 9 of 10 directors are independent • 6 of 10 directors have significant energy / utility experience Separate Chairman of the Board and CEO Positions **EXPERIENCED** ■ Robust lead independent director role **BOARD WITH INDEPENDENT** Audit, Compensation and Nominating / Governance committees comprised solely of **OVERSIGHT** independent directors Separate executive sessions of independent directors Annual Board evaluations Majority voting standard for directors in uncontested elections **STRONG** ■ No shareholder rights plan in place **CORPORATE** Effective executive compensation best practices **GOVERNANCE** Majority of CEO compensation is performance based **PRACTICES** ■ Board adopted majority voting for uncontested elections in December of 2015 based on input from shareholders **ACCOUNTABILITY** ■ Proactive investor relations outreach to ensure active, ongoing engagement **RESPONSIVENESS**

# **EXPERIENCED MANAGEMENT TEAM**

		Years With	Years Industry
Name	Job Title	MYR	Experience
Richard S. Swartz	President and Chief Executive Officer	35	35
Betty R. Johnson	Senior VP, Chief Financial Officer and Treasurer	17	28
William A. Koertner	Executive Chariman of the Board of Directors	19	39
Tod M. Cooper	Senior VP, Chief Operating Officer T&D	26	28
Gerald B. Engen, Jr.	Senior VP, Chief Legal Officer and Secretary	17	34
Jeff J. Waneka	Senior VP, Chief Operating Officer C&I	26	33



Experienced management team that averages more than 23 years with MYR Group and approximately 32 years in our industry

Strong corporate culture focused on customer service and safety

Invested in management team for the successful execution of large, multi-year projects



# MYR GROUP SERVICES



# MYR GROUP CUSTOMER SAMPLE







BONNEVILLE





















**EVERSURCE** 



























**ENERGY** 

# **EBITDA RECONCILIATION**

(\$ In Millions, Except Per Share Amounts)*						LTM								
	2012		2013		2014		2015		2016		9/30/2017		9/30/2016	
Net Income		34.3	\$	34.8	\$	36.5	\$	27.3	\$	21.4	\$	15.4	\$	19.5
Interest Expense, net		0.8		0.7		0.6		0.7		1.3	\$	2.3		1.0
Provision for Income Taxes		20.4		20.1		21.4		17.0		16.9	\$	14.5		12.8
Depreciation and Amortization		25.2		29.2		33.5		38.0		39.2	\$	39.1		39.4
EBITDA	\$	80.7	\$	84.8	\$	92.0	\$	83.0	\$	78.8	\$	71.3	\$	72.8
Diluted Weighted Average Shares Outstanding		21.2		21.4		21.5		21.0		17.5		16.4		18.5
EBITDA per Diluted Share	\$	3.80	\$	3.96	\$	4.29	\$	3.95	\$	4.51	\$	4.34	\$	3.93
Revenue	\$	999.0	\$	902.7	\$	944.0	\$	1,061.7	\$ 1	.,142.5	\$	1,373.5	\$	1,070.0

EBITDA is a non-GAAP financial measure that is defined as Earnings Before Income Taxes, Depreciation and Amortization.

EBITDA Margin 8.08% 9.39% 9.75% 7.82% 6.90% 5.19% 6.80%

#### Note:

LTM diluted weighted average shares outstanding were determined by adding the average shares reported for the last four quarters and dividing by four.

EBITDA is not recognized under GAAP and does not purport to be an alternative to net income as a measure of operating performance or to net cash flows provided by operating activities as a measure of liquidity. EBITDA is a component of the debt to EBITDA covenant that we must report to our bank on a quarterly basis. In addition, management considers EBITDA a useful measure because it eliminates differences which are caused by different capital structures as well as different tax rates and depreciation schedules when comparing our measures to our peers' measures.

# FINANCIAL RATIO DEFINITIONS

(Stockholders Equity - Goodwill - Intangibles)

- ÷ (End Balance of Common Stock + Avg. Common Stock Equivalents)
- = Tangible Book Value per Period End Share

EBIT (Earnings Before Interest, Taxes, inc. unusual items) \* (1-Effective Tax Rate)

- ÷ [Book Value (Total Stockholders' Equity [A]) + Net Debt] @ beginning of LTM
- = Return on Invested Capital

LTM Net Income (including discontinued operations & minority interests)

- ÷ Total Stockholders Equity @ beginning of LTM
- = Return on Equity

EBITDA (Earnings before Interest, Taxes, Depreciation, & Amortization)

- Revenue
- = EBITDA Margin

Market Capitalization (S&P Capital IQ as of 11/03/17)

- Book Value (Total Stockholders' Equity [A])
- = Market to Book Value

[A] Total Stockholders' Equity includes minority interests and discontinued operations

Three year averages are derived from calculating the return metric for each twelve month period and then averaging the three period metrics

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