

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Form 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): March 5, 2021

MYR GROUP INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-08325
(Commission
File Number)

36-3158643
(I.R.S. Employer
Identification No.)

12150 East 112th Avenue
Henderson, CO
(Address of principal executive offices)

80640
(Zip Code)

Registrant's telephone number, including area code: (303) 286-8000

None
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	MYRG	The Nasdaq Stock Market, LLC
		(Nasdaq Global Market)

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 7.01 Regulation FD Disclosure.

On March 5, 2021, MYR Group Inc. (“MYR”) posted presentation materials on the investor relations section of MYR’s website at <http://investor.myrgroup.com/events-and-presentations>. Members of MYR’s management may use all or portions of these materials from time to time during the quarter ending March 31, 2021 in meetings with or when making presentations to the investment community, current or potential stakeholders and others. The presentation materials are furnished herewith as Exhibit 99.1 and 99.2.

The information contained in the presentation materials is summary information that should be considered in the context of MYR’s filings with the Securities and Exchange Commission and other public announcements that MYR may make by press release or otherwise from time to time.

This information is not deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibit is being furnished with this Current Report on Form 8-K.

[99.1](#) [MYR Group Inc. Investor Presentation 2020 Fourth Quarter dated March 2021.](#)

[99.2](#) [MYR Group Inc. Investor Financial Snapshot as of December 31, 2020.](#)

104 Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MYR GROUP INC.


Dated: March 5, 2021

By: /s/ BETTY R. JOHNSON
Name: Betty R. Johnson
Title: Senior Vice President and Chief Financial Officer

INVESTOR PRESENTATION

Q4 2020

March 2021 Update | NASDAQ: MYRG



MYR Group's ability to execute its
strategy of conservative, profitable,
steady growth in a focused, scalable
market -- electrical construction -- is
a strength that differentiates us
from the rest.



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. In addition, many of these risks, contingencies and uncertainties are currently amplified by, and may continue to be amplified by, the COVID-19 pandemic. 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.

MYR GROUP CONTACT

Betty R. Johnson
Chief Financial Officer
847.290.1891
investorinfo@myrgroup.com

INVESTOR CONTACT

David Gutierrez
Dresner Corporate Services
312.780.7204
DGutierrez@dresnerco.com

TABLE OF CONTENTS

Company Overview

Strategy

Market Overview

Financial Performance

Investment Outlook

Appendix

For more than a century, MYR Group's subsidiaries have served the electrical construction needs of clients. Our reputation for excellence in both our markets makes us a leader in the industry.



HEADQUARTERS

12150 E 112TH AVENUE
HENDERSON, CO 80640
Phone: 303.286.8000



STOCK TICKER SYMBOL
NASDAQ: MYRG



2020 REVENUE

\$2.25B

↑ 8.5% YoY



RECORDABLE SEGMENTS

TRANSMISSION & DISTRIBUTION (T&D)
COMMERCIAL & INDUSTRIAL (C&I)



FORTUNE TOP 100

LISTED ON FORTUNE'S
2020 TOP 100 **FASTEST-
GROWING** COMPANIES



TOTAL EMPLOYEES

7,200+



AMONG TOP 5 ENR

U.S. SPECIALTY
ELECTRICAL
CONTRACTORS FOR
25 YEARS IN A ROW



130

YEARS OF EXPERIENCE



A MARKET LEADER



NATIONWIDE
LEADER in T&D



EXPANDING
PRESENCE in C&I



GROWING FOOTPRINT



HEALTHY ORGANI
ACQUISITIVE GRO



STRONG PRESENCE IN
KEY GROWTH MARKETS



LONG STANDING
CLIENT RELATIONSHIPS



GROWING REVENUES



STRONG BACKLOC



EXTENSIVE,
CENTRALIZED FLEET



STABLE
BALANCE SHEET



NO EXTRAORDINARY
LOSSES OR GOODWILL
IMPAIRMENT



SUPERIOR SAFETY
PERFORMANCE

STRATEGIC IMPERATIVES

Deliver positive financial results on a consistent basis while positioning the company for growth

FINANCIAL
STRENGTH

Sustain a culture that in attracting, retaining, developing the people in the ind

ORGANIZATIONAL
EXCELLENCE

Strive to always be the first choice for our clients and remain one of the most reliable and efficient, high-value providers

CUSTOMER
SATISFACTION

OPERATIONAL
EXCELLENCE

Continue investments in pe equipment, health, safety environment, technol innovation, programs, pro improvement, and sustaina

Ensures we are focused on the right work and programs

COVID-19 IMPACTS



- Considered an essential business as a provider of critical infrastructure services.
- Remain committed to serving our customers and are responding and adhering to any new or heightened job-site requirements and guidelines to protect our front-line field employees.
- Enacted measures to maintain safe, efficient, and resilient business operations during the pandemic, adjusting operations as needed.
- Project execution and bidding opportunities have remained active to date.
- T&D work activity primarily consists of small to medium-sized projects, and we continue to execute routine maintenance work under long-term MSAs. Drivers for T&D spending remain intact thus far.
- Most C&I projects remain operational, though social distancing and other project restrictions are limiting project workflows and extending project schedules. We believe the primary markets we serve may be somewhat less vulnerable to economic slowing, such as healthcare, transportation, data centers, warehousing, renewable energy and water projects.
- Closed out the year with record revenues, profit, earnings per share, net income, and EBITDA.
- Stimulus packages and infrastructure bills could promote increased spending.
- Strong balance sheet with \$364.6M in availability under our \$375.0M credit facility, funded debt to LTM EBITDA leverage of 0.2x and management has continued to focus with heightened scrutiny on controlling costs and capital expenditures in these uncertain times

COVID-19 IMPACTS



Since March of 2020, the COVID-19 pandemic has had a significant impact on the global economy, including the US and Canadian economies. As the situation continues to evolve, we are closely monitoring the impact of the COVID-19 pandemic on all aspects of our business, including how it impacts our customers, subcontractors, suppliers, vendors and employees. The COVID-19 pandemic caused a slowdown of certain projects due to specific state, local, municipal and customer mandated stay-at-home orders and new project requirements that were established to protect construction workers and the general public, most of which have impacted our C&I segment. Although the majority of stay-at-home orders have been phased-out, we are still experiencing impacts associated with the COVID-19 project-specific protocols. We expect the project-specific requirements to remain in place which will continue to impact project schedules and workflow going forward.

REVENUE GROWTH

For more than a century, MYR Group's subsidiaries have served the electrical construction needs of clients. Our reputation for excellence in both our markets makes us a leader in the industry.

AMONG TOP 5

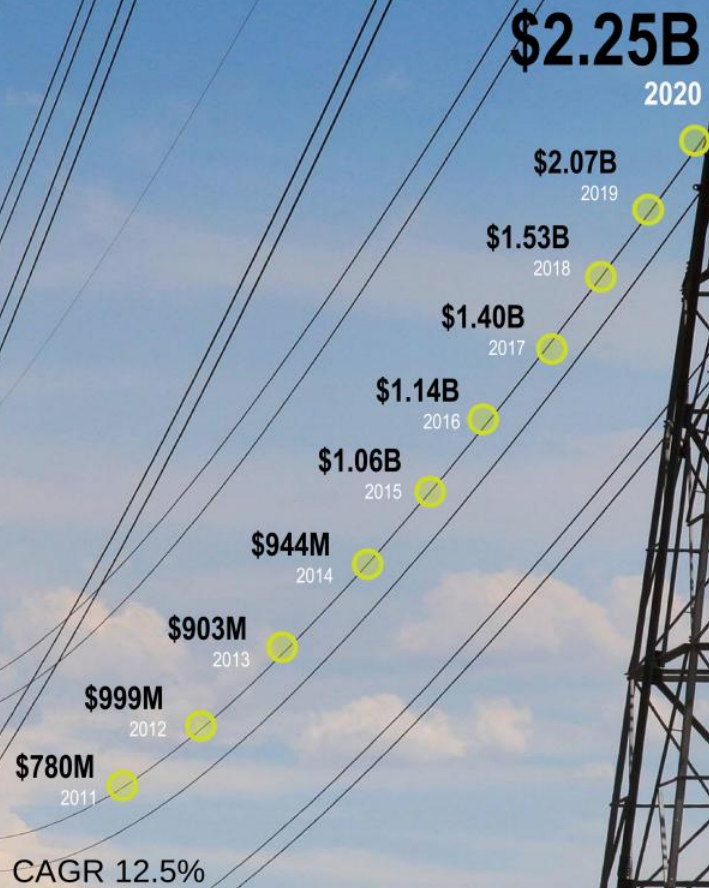
ENR U.S. Specialty Electrical Contractors for 25 years in a row

REPORTABLE SEGMENTS

Commercial & Industrial (C&I)
Transmission & Distribution (T&D)

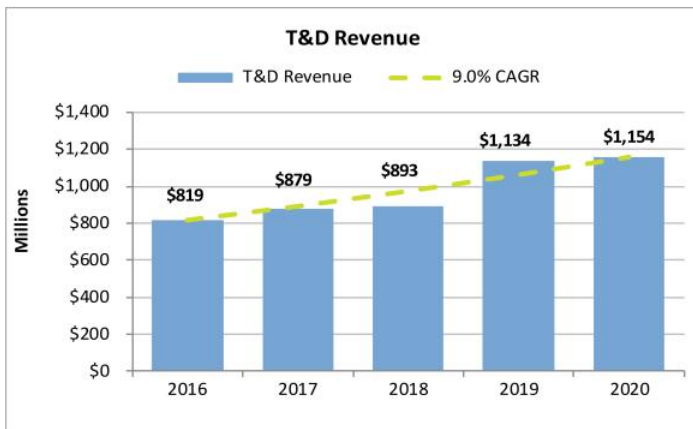
RECORD REVENUES

Reached record revenues in 2020, an increase of 8.5% over 2019



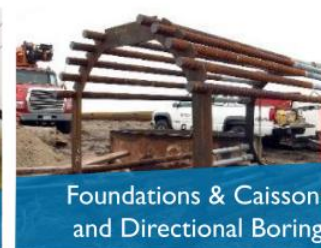
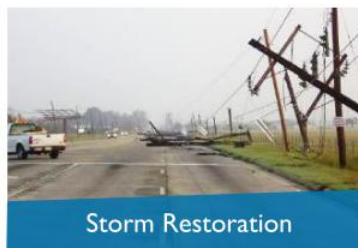
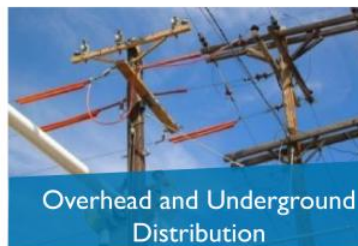
COMPREHENSIVE SERVICE OFFERINGS

TRANSMISSION & DISTRIBUTION (T&D) BUSINESS SEGMENT



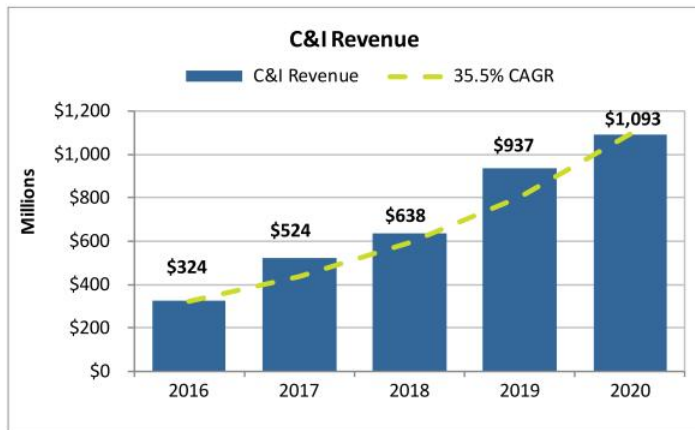
Segment Updates:

- Full year T&D record revenue of \$1,154 Million
- Recent years growth is 100% organic and primarily due to an increase in revenue on small to medium-sized transmission and distribution projects.
- ~ 50% of T&D business is Master Service Agreement work



COMPREHENSIVE SERVICE OFFERINGS

COMMERCIAL & INDUSTRIAL (C&I) BUSINESS SEGMENT



Segment Updates:

- Full year C&I record revenue of \$1,093 Million
- Growth primarily due to increases in volume across all project sizes and incremental revenues from the acquisitions of CSI, and the Huen Companies in the second half of 2019 and 2018, respectively



STRONG COMPETITIVE ADVANTAGE

WE ARE...



Extending our **geographical reach** and expanding our **service offerings**



Inspired to **do the right thing** and investing in the communities in which we live and work



Expanding our **depth and breadth of expertise** while refining project delivery capabilities



Executing with **health and safety** as our **#1 priority** to maintain our industry-leading safety performance



Helping our people reach their **fullest potential** through investments in training and development



Building a **future driven minds** and deploying new systems and technologies



Maintaining **long-standing client relationships** and **developing customized solutions** to address their greatest needs.



Supporting **clean energy infrastructure** and broadening our capabilities to meet the needs of our clients



Focused on collaboration to create truly integrated and cohesive teams

POSITIONED FOR GROWTH



U.S./CANADA

Long-term growth both organically and via acquisition



T&D

Transmission market outlook strong next 5+ years (higher ratio of small-medium/large projects)



C&I

Strength in C&I sector (Airport, Healthcare, Data Center, Hwy/Transp.)



RENEWABLES

Clean energy initiatives driving increased construction spending

Success

VALUE CREATION OPPORTUNITIES



63 OFFICE LOCATIONS IN U.S. AND WESTERN CANADA

PRUDENT CAPITAL RETURN

\$50 Million Share Repurchase Program



On October 22, 2020, the Company's Board of Directors authorized a new \$50.0 million share repurchase program which became effective November 2, 2020. The new share repurchase program will expire on November 2, 2021 or when the authorized funds are exhausted, whichever is earlier. No shares were repurchased under the new program in 2020

ORGANIC GROWTH

Expand in new and existing markets that align with core capabilities



- Strategic expansion of 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

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



- 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 Group's values and culture
- Focus on integration of processes, people, technology and equipment

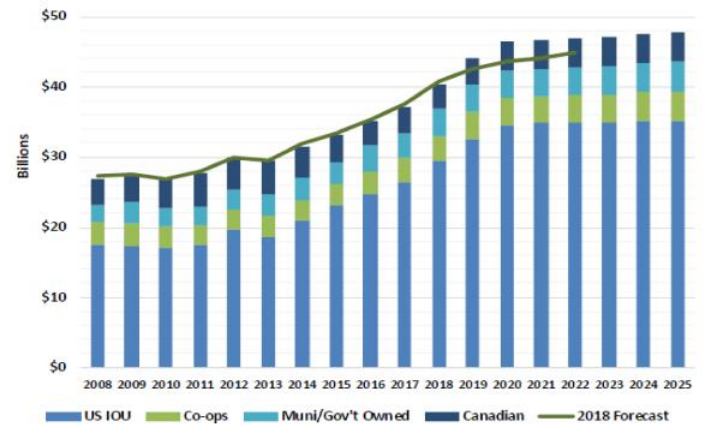
FAVORABLE T&D MARKET CONDITIONS

There may be delays on some spending due to COVID-19 which could impact previously reported projections, however the impacts have been minimal and market drivers remain favorable for the long-term.

Drivers of T&D Spend



U.S. and Canadian Electric Distribution Actual and Forecasted Capital Expenditures by Ownership Type



“Capital expenditures came in at \$40.4 billion in 2018, a 9.3% increase from 2017. U.S. investor-owned utilities project planned spend from 2019 through at least 2023 is robust.”

Source: The C Three Group, North American Electric Distribution Market Forecast, Sep

MARKET OPPORTUNITIES

The generation mix across the U.S. is changing as traditional baseload generation resources retire and renewable generation provides an increasingly large percentage of demand.

UTILITY SOLAR



In Q3, the U.S. solar market installed 3.8GW of PV, 70% of which comprised of utility-scale installations, up 9% from Q2 as the industry began recovering from the worst impacts of the pandemic. Forecasts for solar installations from 2021 – 2025 are now forecasted to exceed 107 GWdc, a 10 GWdc increase from last quarter driven primarily by increases to the utility-scale solar pipeline.

SOURCE: Solar Energy Industries Association (SEIA), December 2020

OFFSHORE WIND



30 MW of offshore wind are operational today and in the next four to six years, U.S. developers expect to manufacture, construct, and install more than 9 GW of offshore wind.

SOURCE: The Business Network for Offshore Wind (BNOW), March 2020

Provides ample engineer, procurement, and construction (EPC) opportunities for the generation site and transmission interconnect.

ACTIVE C&I MARKET

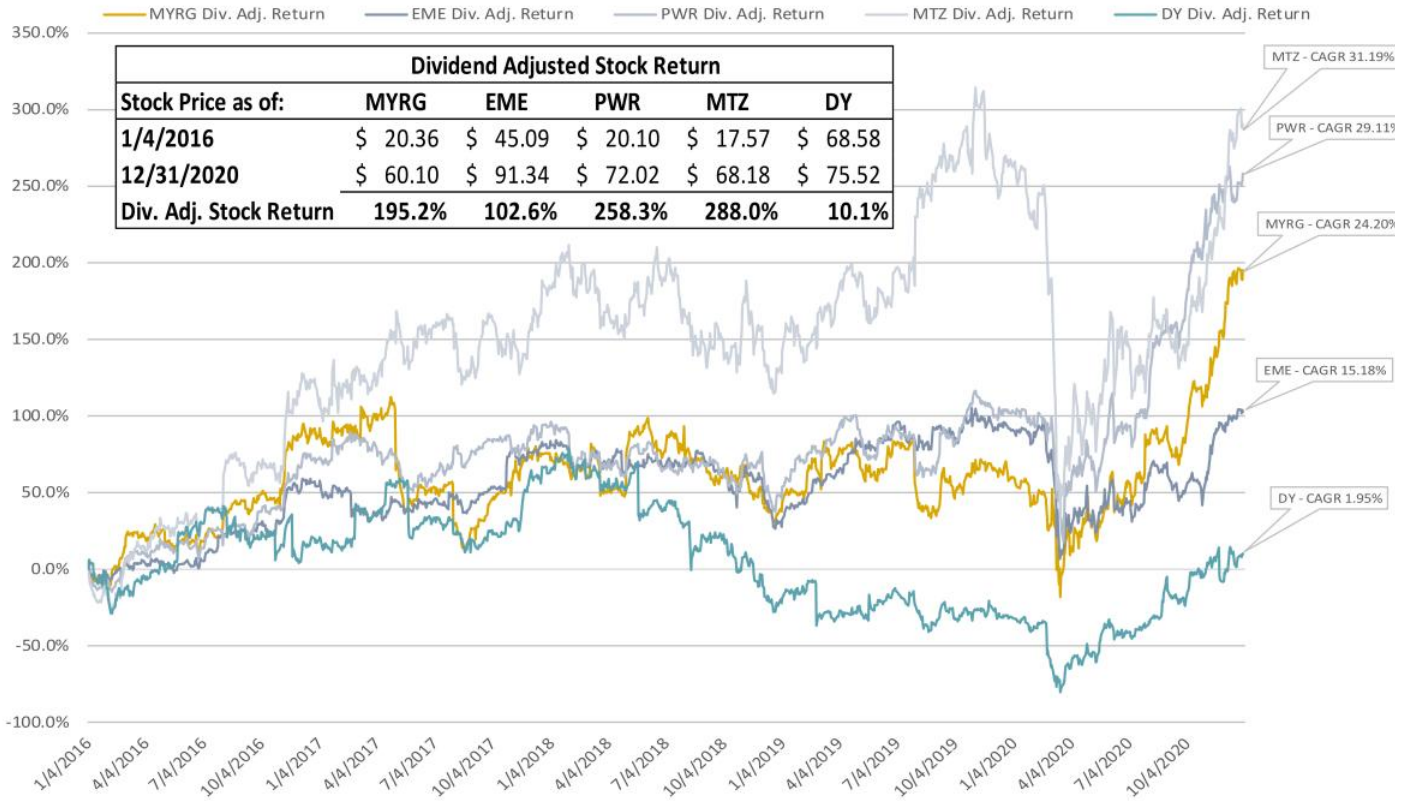
C&I's strong \$895.5M backlog as of 12/31/2020 is driven by:



- Most of our primary markets are deemed critical and essential and may be less vulnerable to economic slowdown
- The primary markets we serve may be somewhat less vulnerable to economic slowing, such as healthcare, transportation, data centers, warehousing, renewable energy and water projects
- Government stimulus packages and infrastructure investment programs could accelerate project activity

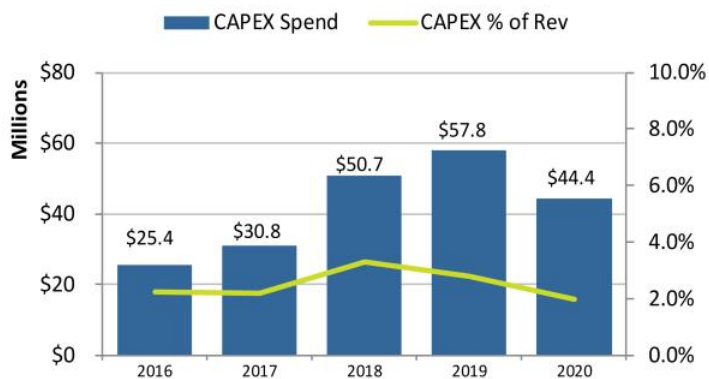
DELIVERING STRONG RETURNS

Dividend Adjusted Stock Return
(01/04/2016 - 12/31/2020)



BALANCE SHEET STRENGTH TO SUPPORT ADDITIONAL GROWTH

CAPEX Investment



Little off-balance-sheet leverage

Limited goodwill

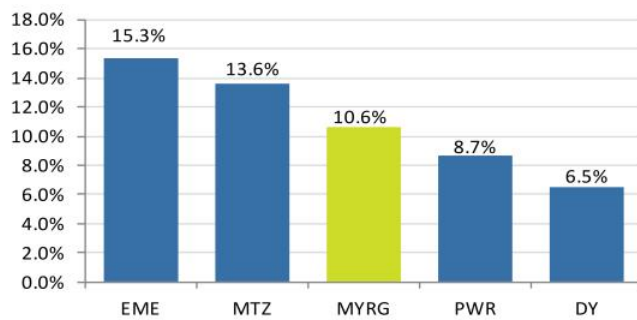
Modest debt leverage

Strong liquidity position – Renewed credit facility in Q3 2019 increasing the revolver to \$375 million

Substantial bonding capacity

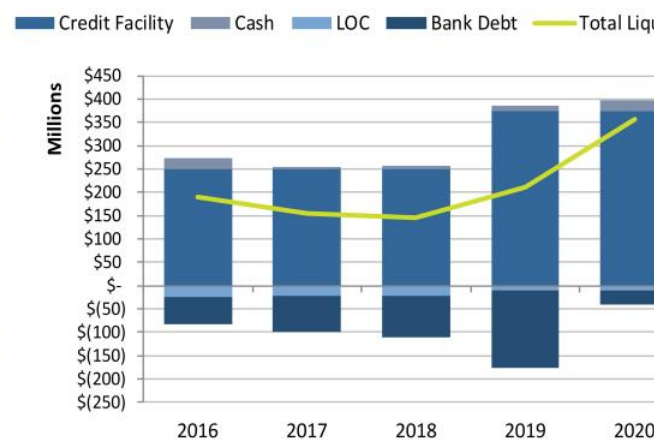
Investment in specialty equipment contributed to top-line organic growth and supports future organic growth

3-Year Average ROIC



Source: S&P Capital IQ
3-year period is December 2018 – December 2020
DY period is October 2018 – October 2020

Liquidity



STRONG LONG-TERM FINANCIAL PERFORMANCE

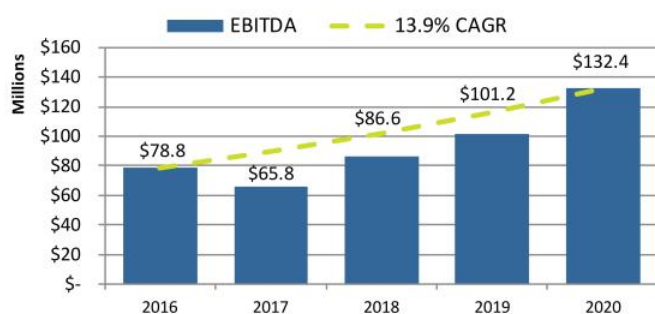
Revenue by Work Type



Backlog



EBITDA *



Diluted EPS - Attributable to MYR Group Inc.



* For reconciliation of EBITDA to net income, see page 21

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 going forward



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 & Corporate Operations

Centralization allows for greater efficiency and leverage of company resources

CORPORATE GOVERNANCE OVERVIEW



DIVERSE AND EXPERIENCED BOARD WITH INDEPENDENT OVERSIGHT

- 7 of 9 directors are independent
- 3 of 7 independent directors are diverse
- 5 of 9 directors have significant energy / utility experience
- Independent Chairman of the Board
- Audit, Compensation, Nominating, Environmental, and Social & Corporate Governance committees comprised solely of independent directors
- Annual Board evaluations



STRONG CORPORATE GOVERNANCE PRACTICES

- Majority voting standard for directors in uncontested elections
- No “Poison Pill” in place
- Effective executive compensation best practices
- Majority of CEO compensation is performance based



ACCOUNTABILITY & RESPONSIVENESS

- Board adopted majority voting for uncontested elections in December of 2015 based on input from shareholders
- Proactive investor relations outreach to ensure active, ongoing engagement

EXPERIENCED MANAGEMENT TEAM



Rick Swartz

Chief Executive Officer
38 years with MYRG
38 years in industry



Betty Johnson

Chief Financial Officer
20 years with MYRG
31 years in industry



Tod Cooper

Chief Operating Officer
Transmission & Distribu
30 years with MYRG
32 years in industry

EXPERIENCED
MANAGEMENT TEAM
AVERAGES
23 YEARS
WITH MYR GROUP
32 YEARS
IN OUR INDUSTRY



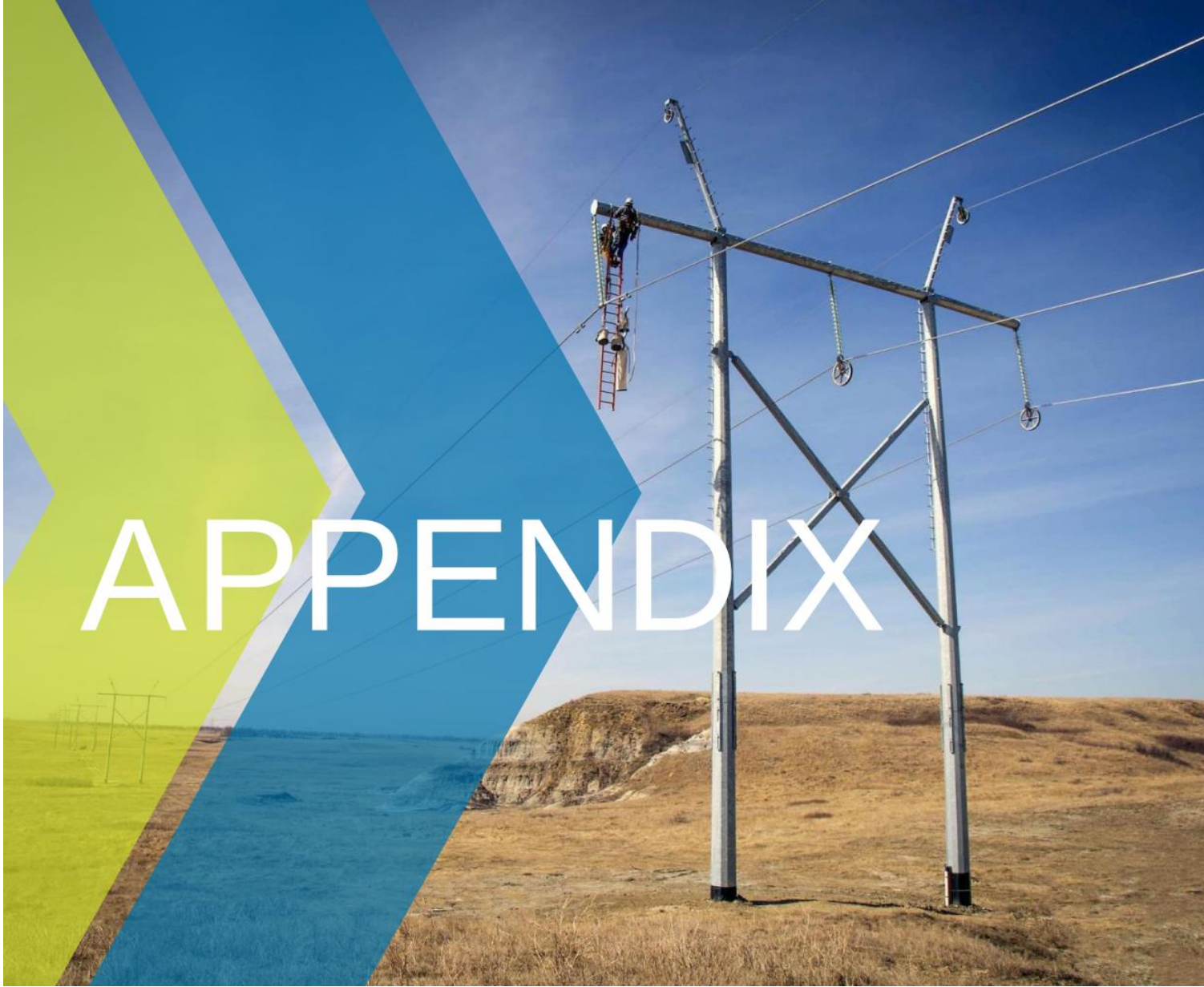
Jeff Waneka

Chief Operating Officer –
Commercial & Industrial
29 years with MYRG
36 years in industry



William Fry

Chief Legal Officer
2 year with MYRG
23 years in industry



APPENDIX

MYR GROUP CUSTOMER SAMPLE



EBITDA RECONCILIATION

(\$ In Millions, Except Per Share Amounts)*

	2016	2017	2018	2019	2020
Net Income	\$ 21.4	\$ 21.2	\$ 31.3	\$ 36.2	\$ 58.4
Interest Expense, net	1.3	2.6	3.6	6.2	4.0
Income Tax Expense	16.9	3.5	11.8	14.2	22.0
Depreciation and Amortization	39.2	38.6	39.9	44.5	46.0
EBITDA	<u>\$ 78.8</u>	<u>\$ 65.8</u>	<u>\$ 86.6</u>	<u>\$ 101.2</u>	<u>\$ 132.4</u>
Diluted Weighted Average Shares Outstanding	17.5	16.5	16.6	16.7	16.8
EBITDA per Diluted Share	\$ 4.51	\$ 3.99	\$ 5.22	\$ 6.06	\$ 7.88
Revenue	\$1,142.5	\$1,403.3	\$1,531.2	\$2,071.2	\$2,247.0

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

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

$$\begin{aligned} & \text{Net Income (LTM) [A] + [Net Interest Expense * (1-Effective Tax Rate)]} \\ \div & \text{[Book Value (Total Stockholders' Equity [B]) + Net Funded Debt] @ beginning of LTM} \\ = & \text{Return on Invested Capital} \end{aligned}$$

$$\begin{aligned} & \text{EBITDA (Earnings before Interest, Taxes, Depreciation, \& Amortization)} \\ \div & \text{Revenue} \\ = & \text{EBITDA Margin} \end{aligned}$$

[A] Net Income excludes noncontrolling interest and discontinued operations

[B] Total Stockholders' Equity excludes 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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FINANCIAL SNAPSHOT



FINANCIAL OVERVIEW AS OF DECEMBER 31, 2020

LTM REVENUE

\$2.25B



↑ 8.5% YoY

BACKLOG

\$1.65B



↑ 10.0% YoY

LTM EBITDA*

\$132.4M



↑ 30.8% YoY

LTM NET INC./EPS

attributable to MYR Group Inc.

\$58.8M



\$3.48 per diluted share

↑ 55.9% YoY

“ We are pleased with our fourth quarter 2020 financial results, which included **increases in revenues, gross profit, net income attributable to MYR Group Inc., earnings per share, EBITDA, and free cash flow** as compared to fourth quarter 2019. ”

Rick Swartz
President and CEO

Q4 HIGHLIGHTS



Fourth quarter **revenues** of **\$608.0 million**
↑ \$36.9 (6.5%) YoY



Fourth quarter **net income** attributable to MYR Group Inc. of **\$18.2 million**, or \$1.07 per diluted share
↑ \$0.31 (40.8%) YoY



Backlog remains strong at **\$1.65 billion**

BUSINESS SEGMENTS

TRANSMISSION & DISTRIBUTION

\$318.6M

Fourth Quarter
2020 Revenues

\$1.15B

Full Year
2020 Revenues

COMMERCIAL & INDUSTRIAL

\$289.4M

Fourth Quarter
2020 Revenues

\$1.09B

Full Year
2020 Revenues

*See reconciliation of non-GAAP measures in our recently filed press release and investor presentation.



COMPANY PROFILE

MYR GROUP CONSISTS OF THE FOLLOWING SUBSIDIARIES:

- The L.E. Myers Co.
- Sturgeon Electric Company, Inc.
- Harlan Electric Company
- MYR Energy Services, Inc.
- Great Southwestern Construction, Inc.
- E.S. Boulous Company
- High Country Line Construction, Inc.
- Huen Electric, Inc.
- CSI Electrical Contractors, Inc.
- GSW Integrated Services, LLC
- Western Pacific Enterprises Ltd.



FAST FACTS

HEADQUARTERS

12150 E 112TH AVENUE
HENDERSON, CO 80640
Phone: 303.286.8000

STOCK TICKER SYMBOL

NASDAQ: MYRG

WEBSITE

myrgroup.com

COMPANY DATA



\$364.6M

CREDIT FACILITY
(AVAILABILITY AT 12/31/2020)



7,200+

TOTAL EMPLOYEES



125+

YEARS OF EXPERIENCE



**7 OF 9 ARE
INDEPENDENT**

BOARD OF DIRECTORS
(CHAIRMAN & CEO ARE
SEPARATE POSITIONS)



**TCIR 1.06
LTIR 0.11**

EXCELLENT 2020 SAFETY STATS
(TOTAL CASE INCIDENT RATE AND
LOST TIME INCIDENT RATE)

LOCATIONS
THROUGHOUT
THE U.S. AND
WESTERN CANADA



