

# **H&E** EQUIPMENT SERVICES®



*KeyBanc Industrial, Automotive & Transportation Conference*

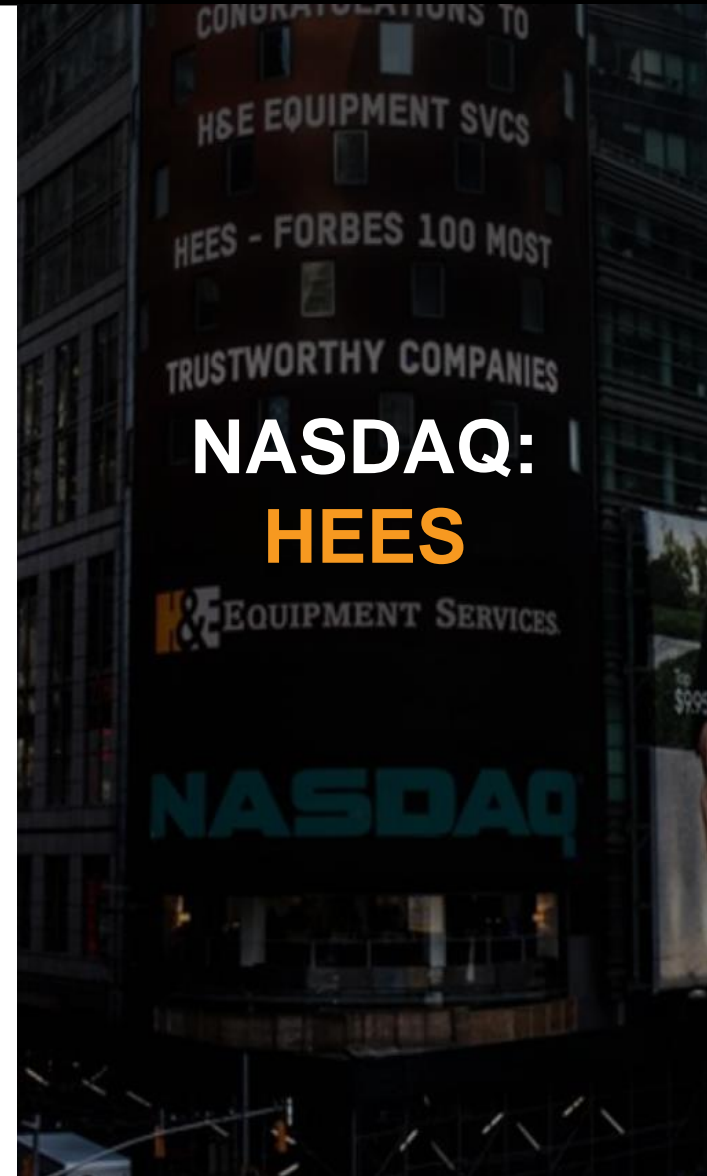
# ***KeyBanc Industrial, Automotive & Transportation Conference***

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**John Engquist** CHIEF EXECUTIVE OFFICER

**Kevin Inda** VICE PRESIDENT OF INVESTOR RELATIONS

May 31, 2017



### ***Forward-Looking Information***

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This presentation contains "forward-looking statements" within the meaning of the federal securities laws. Statements that are not historical facts, including statements about our beliefs and expectations, are forward-looking statements. Statements containing the words "may", "could", "would", "should", "believe", "expect", "anticipate", "plan", "estimate", "target", "project", "intend", "foresee" and similar expressions constitute forward-looking statements. Forward-looking statements involve known and unknown risks and uncertainties, which could cause actual results to differ materially from those contained in any forward-looking statement. Such factors include, but are not limited to, the following: (1) general economic conditions and construction and industrial activity in the markets where we operate in North America; (2) our ability to forecast trends in our business accurately, and the impact of economic downturns and economic uncertainty on the markets we serve; (3) the impact of conditions in the global credit and commodity markets and their effect on construction spending and the economy in general; (4) relationships with equipment suppliers; (5) increased maintenance and repair costs as we age our fleet and decreases in our equipment's residual value; (6) our indebtedness; (7) risks associated with the expansion of our business; (8) our possible inability to integrate any businesses we acquire; (9) competitive pressures; (10) security breaches and other disruptions in our information technology systems; (11) adverse weather events or disasters; (12) compliance with laws and regulations, including those relating to environmental matters and corporate governance matters; and (13) other factors discussed in our public filings, including the risk factors included in the Company's most recent Annual Report on Form 10-K. Investors, potential investors and other readers are urged to consider these factors carefully in evaluating the forward-looking statements and are cautioned not to place undue reliance on such forward-looking statements. Except as required by applicable law, including the securities laws of the United States and the rules and regulations of the SEC, we are under no obligation to publicly update or revise any forward-looking statements after the date of this presentation.

### ***Non-GAAP Financial Measures***

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This presentation contains certain Non-GAAP measures (EBITDA, Adjusted EBITDA and Free Cash Flow). Please refer to Appendix A of this presentation for a description of these measures and a discussion of our use of these measures. These Non-GAAP measures, as calculated by the Company, are not necessarily comparable to similarly titled measures reported by other companies. Additionally, these Non-GAAP measures are not a measurement of financial or operating performance or liquidity under GAAP and should not be considered an alternative to the Company's other financial information determined under GAAP. See Appendix A for a reconciliation of these Non-GAAP measures.





**John Engquist** CHIEF EXECUTIVE OFFICER

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## Company Overview

## ***Integrated Business Model***

- By providing equipment rental, sales, and on-site parts, repair and maintenance functions under one roof, the Company is a one-stop provider for its customers' varied equipment needs.

## ***Geographic Diversity***

- 78 full-service locations in 22 U.S. States.
- Significant presence in Gulf Coast and Intermountain Regions; also serve Mid-Atlantic, Southeast, Southwest and West Coast.

## ***Specialized Fleet Focus***

- Focus on non-residential heavy construction and industrial equipment.
- Fleet is 100% transferrable between end markets. No fleet type is specialized for application in O&G industry.

## ***Well-Maintained, Young Fleet***

- Fleet age at March 31, 2017 was 34.1 months; industry average was 41.9 months.
- Fleet is well maintained to maximize equipment life.

## ***Strong Balance Sheet with Flexible Capital Structure***

- Leverage was 2.6x for LTM ended March 31, 2017 (on net debt to EBITDA<sup>1</sup>) .

<sup>1</sup> See Appendix A for reconciliation of Non-GAAP measures.

### Overview

- Leading integrated equipment services company with \$958.0 million of revenue for LTM ended March 31, 2017.
- Formed in 2002 through the merger of H&E and ICM – 56 years of operating history.
- Focused on heavy construction and industrial equipment; rents, sells and provides parts and service support for five categories of specialized equipment:



HI-LIFT OR AERIAL  
PLATFORM EQUIPMENT



CRANES



EARTHMOVING  
EQUIPMENT



INDUSTRIAL LIFT  
TRUCKS



GENERAL RENTALS

- Integrated, full-service approach provides the Company with multiple points of customer contact, enabling it to maintain a high quality rental fleet, as well as an effective distribution channel for fleet disposal and provides cross-selling opportunities among its new and used equipment sales, rental, parts sales and service operations.
- \$1.3 billion of rental fleet (original acquisition cost at March 31, 2017).
- Well diversified customer base.
- Highly experienced management team; over 2,000 employees.

## ***H&E Integrated Equipment Services Model***

- Rental Equipment
- New Equipment Sales
- Used Equipment Sales
- Parts and Service

## ***Key Advantages***

- Mix of business activities enables effective operation through economic cycles
- Cross-selling opportunities among our rental, new and used equipment sales, parts sales and services operations
- High-margin parts and service operations
- Multiple points of contact with the customer
- Difficult to replicate infrastructure and improved purchasing power



## ***Leverage Integrated Business Model***

- Provide our customers with a “one-stop” solution to our customers’ varied equipment needs and cross-sell our services to expand and deepen our customer relationships.

## ***Manage Rental Equipment Life Cycle***

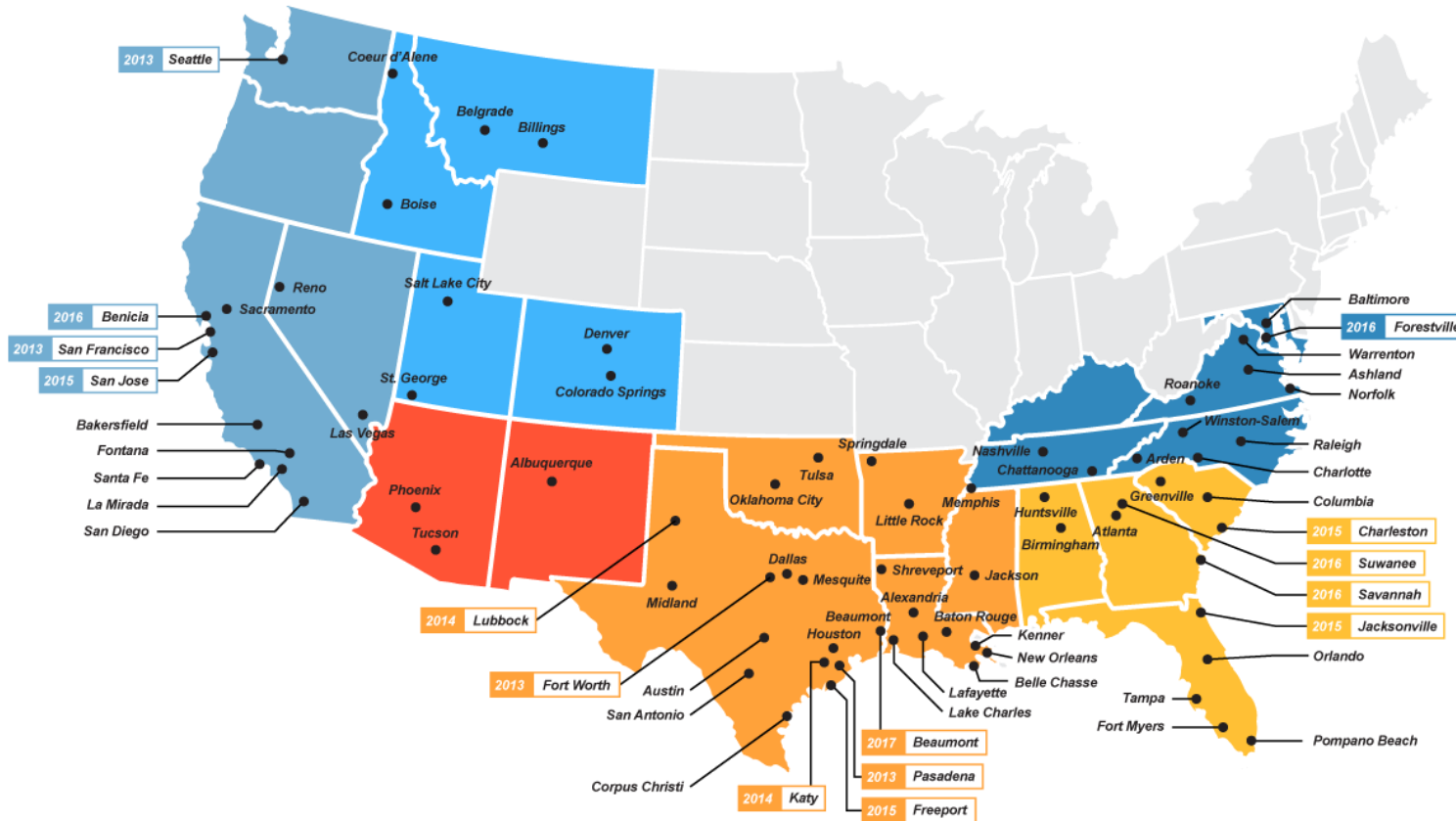
- Actively manage the size, quality, age and composition of our rental fleet employing a “cradle through the grave” approach which allows us to purchase our rental equipment at competitive prices, optimally utilize our fleet, cost-effectively maintain our equipment quality and maximize equipment value.

## ***Grow Parts and Services Operations***

- Our parts and service operations are keystones of our integrated equipment services platform and provide a relatively stable high-margin revenue source.
- This business helps us develop strong, on-going customer relationships, attract new customers and maintain a high-quality rental fleet.

## ***Enter Carefully Selected New Markets***

- Intend to continue our strategy of selectively expanding our network to solidify our presence in attractive regions where we operate.



# 78

Total Locations

### Greenfield Opening Year and Count

- 2017 – 1
- 2016 – 4
- 2015 – 4
- 2014 – 2
- 2013 – 4

### West Coast

12% Revenue  
14% Gross Profit  
13 Branches

### Southwest

5% Revenue  
5% Gross Profit  
3 Branches

### Intermountain

12% Revenue  
13% Gross Profit  
7 Branches

### Gulf Coast

46% Revenue  
41% Gross Profit  
30 Branches

### Southeast

9% Revenue  
11% Gross Profit  
13 Branches

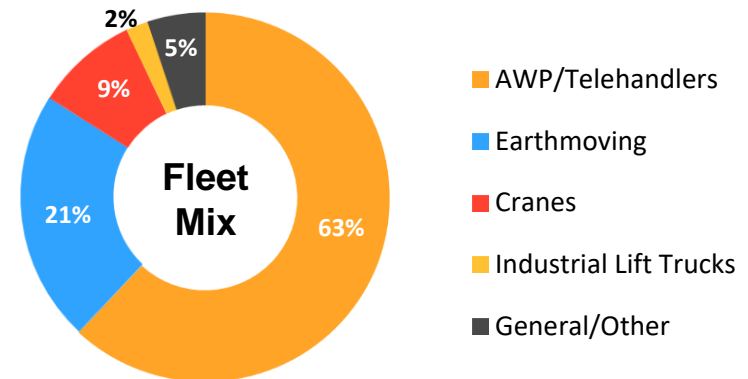
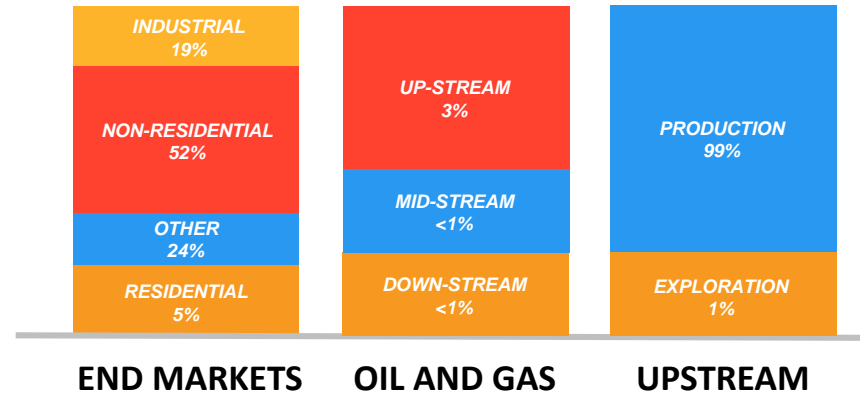
### Mid-Atlantic

16% Revenue  
16% Gross Profit  
12 Branches

Revenue and gross profit statistics for quarter ended March 31, 2017.

- Shale drillers in Permian and Eagle Ford basins continuing to ramp exploration activity.
- Of the 824 total rigs operating in the U.S. on March 31<sup>st</sup>, 543 or 66% of these rigs were drilling in our operating regions.
- Majority of our O&G exposure is in Gulf Coast region at 81% of our total ~5% O&G exposure. Texas alone represents 66% of our Gulf Coast O&G exposure<sup>1</sup>.
- Time utilization in four Texas stores with heavy oil and gas markets averaged 72.1% during 1Q 2017 on a combined basis, up from 71.7% in 4Q 2016.
- Potential near-term benefit to rental, parts and service businesses.
- Fleet is 100% transferrable; no specialized fleet.

Oil and Gas accounts for ~5% of Total Revenue in Q1 2017



<sup>1</sup> Statistics for quarter ended March 31, 2017.

**Non-residential construction activity remains healthy; current trends encouraging.**

**Key industry indicators remain positive:**

- DMI running at eight-year highs; risen for six consecutive months.
- ABI hit 10-year high at 55.9 in December; continues to indicate expansion market.
- Non-residential construction starts and construction put in place continue to suggest an extended cycle.
- Construction employment reached eight-year high in March; continued growth forecast for 2017.

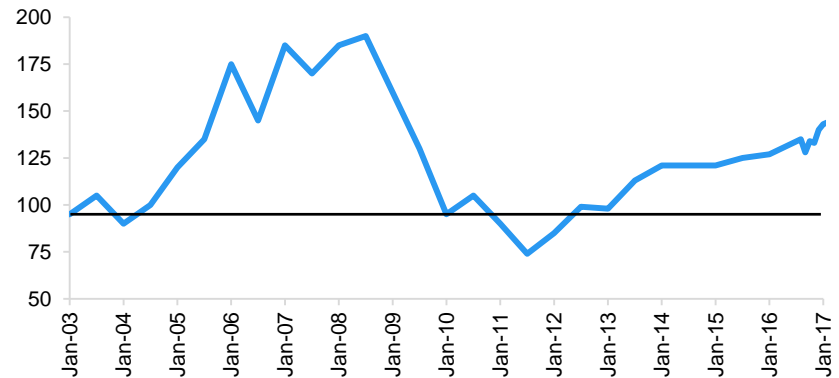
**Uncertainty remains regarding pro-industry impacts from the new administration.**

Projected Construction Growth			
	2016	2017	2018
Dodge Data and Analytics	1%	5%	8%
IHS-Global Insight	4%	4%	4%

Source: Dodge Data and Analytics, American Institute of Architects, Bureau of Labor Statistics

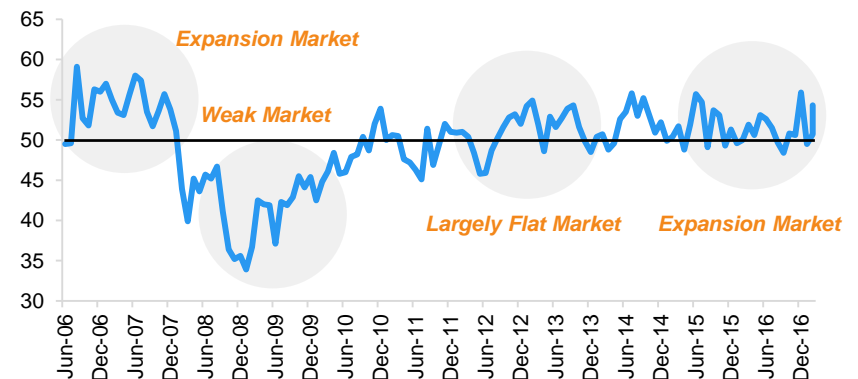
### Dodge Momentum Index (DMI)

Source: Dodge Data & Analytics



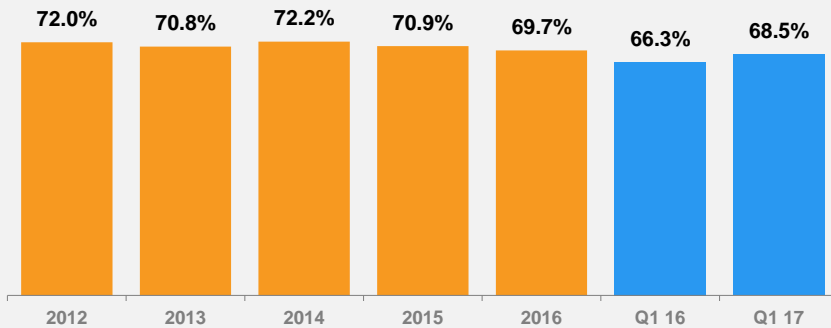
### Architectural Billing Index

Source: American Institute of Architects

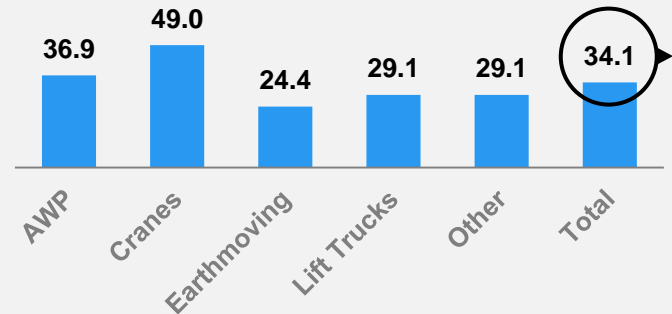




### Utilization – OEC Based

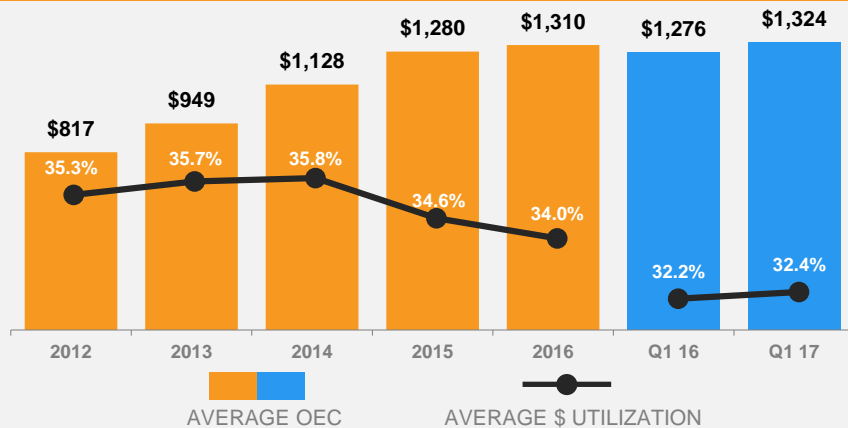


### Fleet Age by Type (Months)

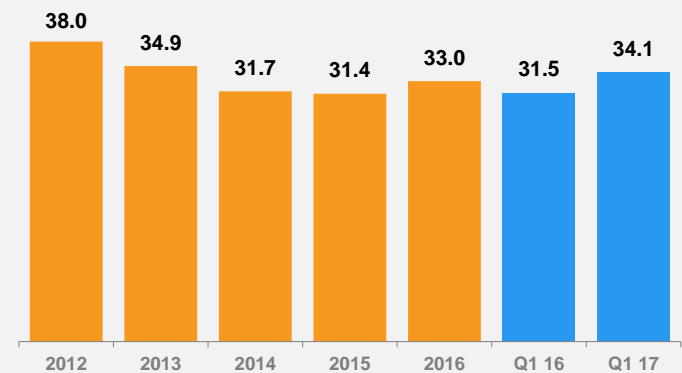


Average Industry Fleet Age ~ 42 Months

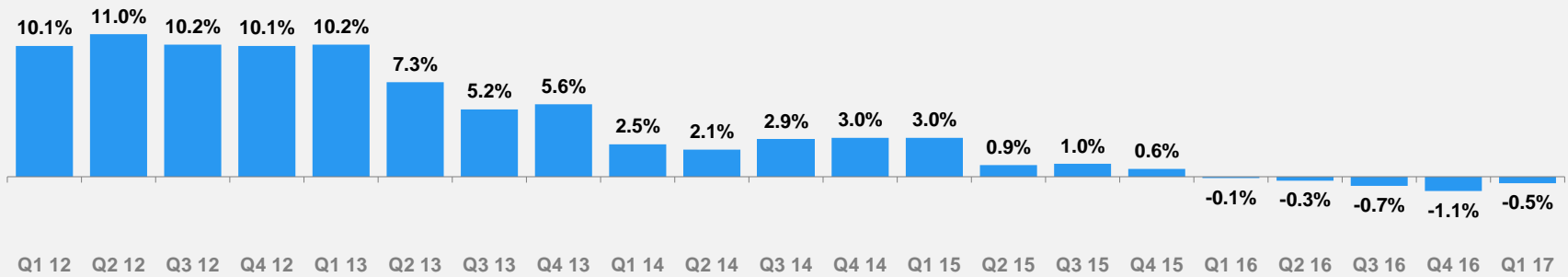
### Rental Fleet Statistics<sup>1</sup> (\$MM)



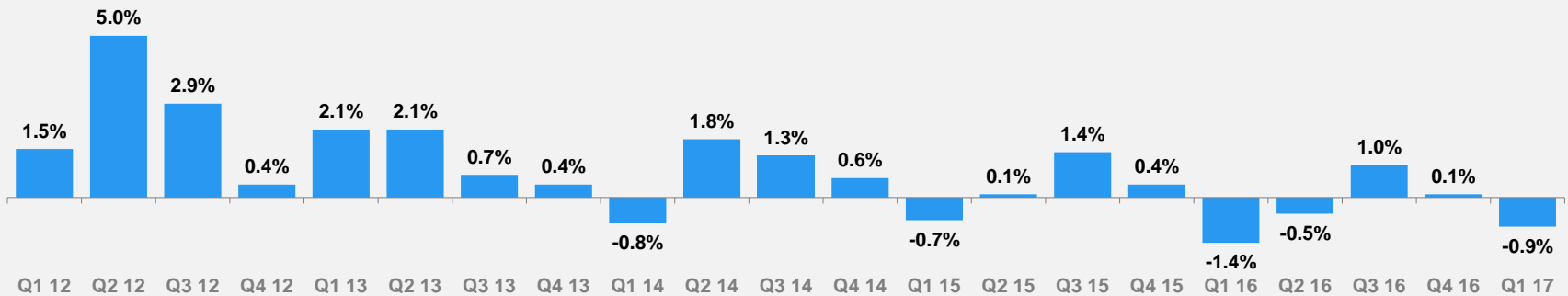
### Fleet Age (Months)



### Year Over Year Average Rental Rate Trends



### Sequential Average Rental Rate Trends



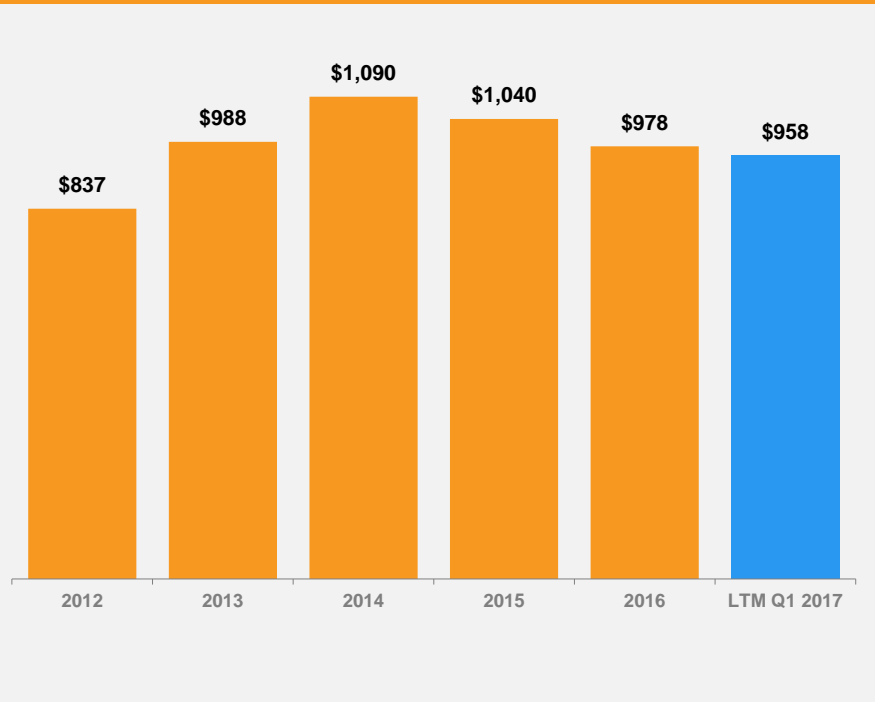


**John Engquist** CHIEF EXECUTIVE OFFICER

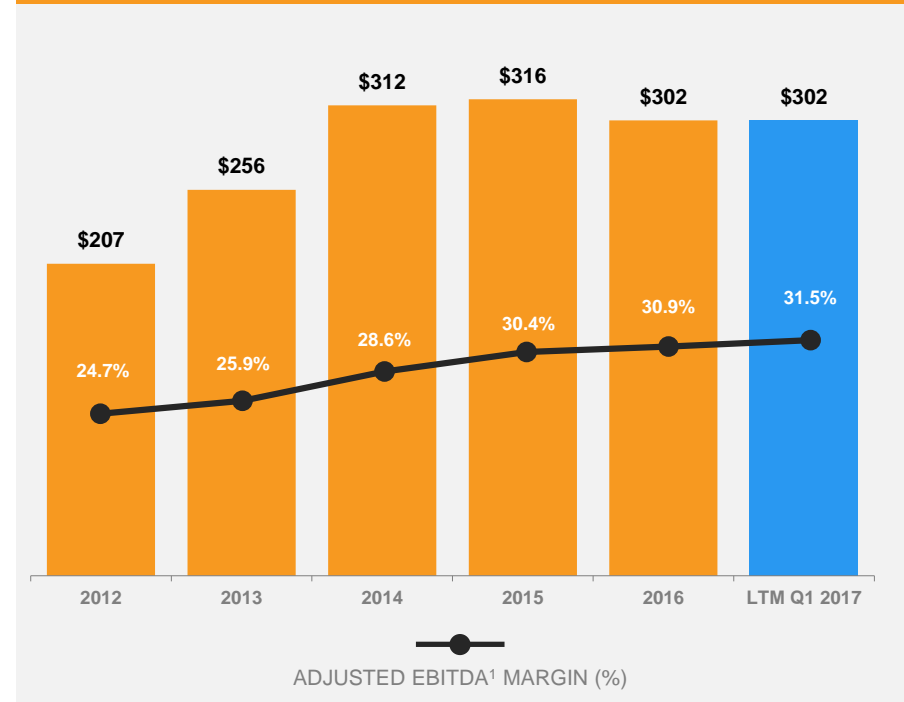
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**First Quarter 2017 Financial Overview**

## Revenues (\$MM)



## Adjusted EBITDA<sup>1</sup> (\$MM)



<sup>1</sup> See reconciliations of non-GAAP measures and adjustments in Appendix A. Adjusted EBITDA calculated as EBITDA adjusted for non-recurring item in 2012 as described in Appendix A.



## ***First Quarter Summary***

- First quarter trends reinforced expectations for 2017.
- Rental demand remained strong, with solid year-over-year growth.
- Crane distribution business remains challenging.
- Energy activity in Permian Basin continues to increase.

## ***Revenue/Gross Margin***

- Total revenue decreased 8.2% or \$20.2 million to \$226.8 million vs. \$247.0 million in Q1 2016.
- New equipment sales down 40.1%, or \$22.9 million vs. Q1 2016 to \$34.3 million.
- Gross margin increased to 34.2% vs. 32.9% in year ago quarter.

## ***EBITDA***

- EBITDA was \$68.8 million (30.3% margin) vs. Q1 2016 EBITDA of \$69.1 million (28.0% margin).

## ***Net Income***

- Net income was \$5.4 million vs. net income of \$5.6 million in Q1 2016.
- Net income per diluted share was \$0.15 vs. \$0.16 a year ago.

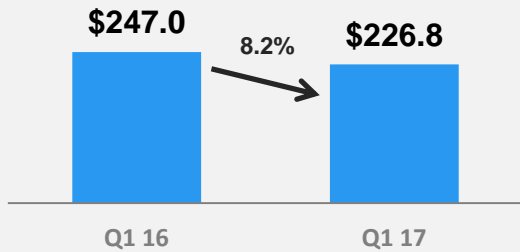
## ***Fleet Utilization***

- Time utilization (based on OEC) was 68.5% vs. 66.3% in Q1 2016.
- Time utilization (based on units) was 66.0% vs. 64.6% in Q1 2016.

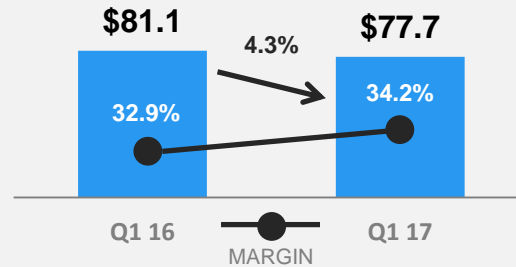
## ***Rental Business Highlights***

- Rental revenue increased 4.4% to \$107.3 million compared to \$102.8 million in Q1 2016.
- Rental gross margins were solid at 44.8% vs. 45.3% in Q1 2016.
- Rental rates decreased only 0.5% over Q1 2016; rates decreased 0.9% sequentially.
- Dollar utilization was 32.4% vs. 32.2% in Q1 2016.

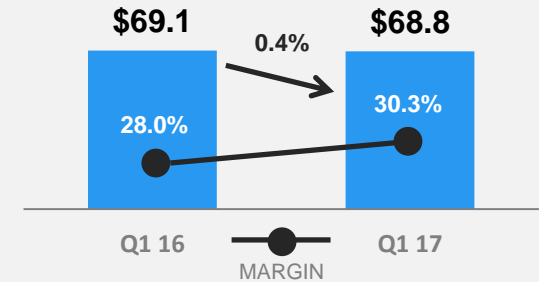
## Revenues (\$MM)



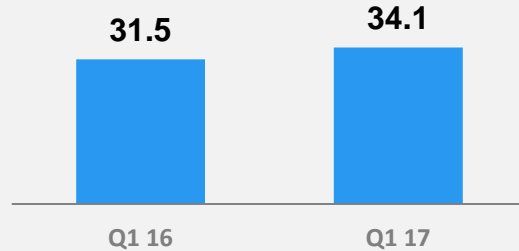
## Gross Profit (\$MM)



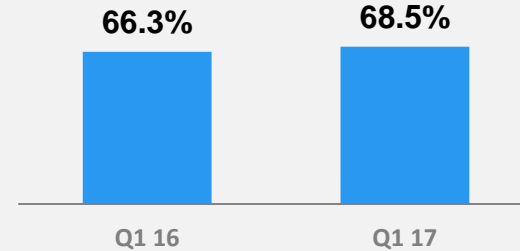
## EBITDA (\$MM)



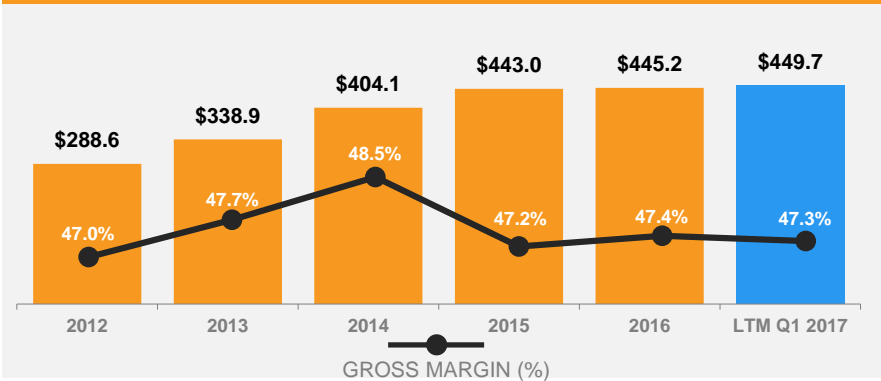
## Fleet Age (Months)



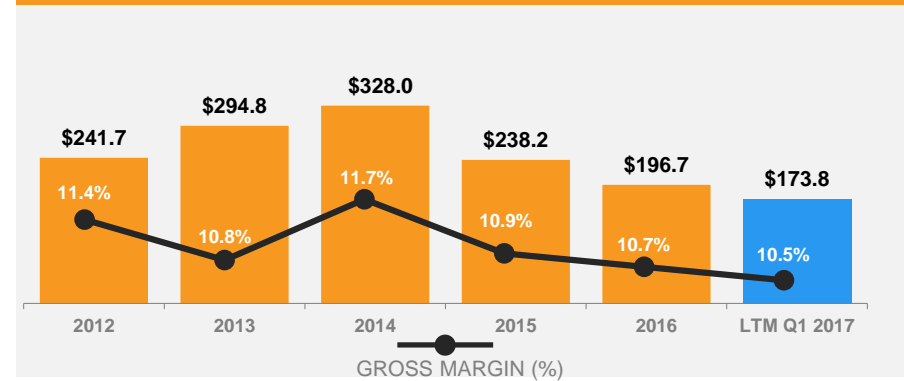
## Utilization



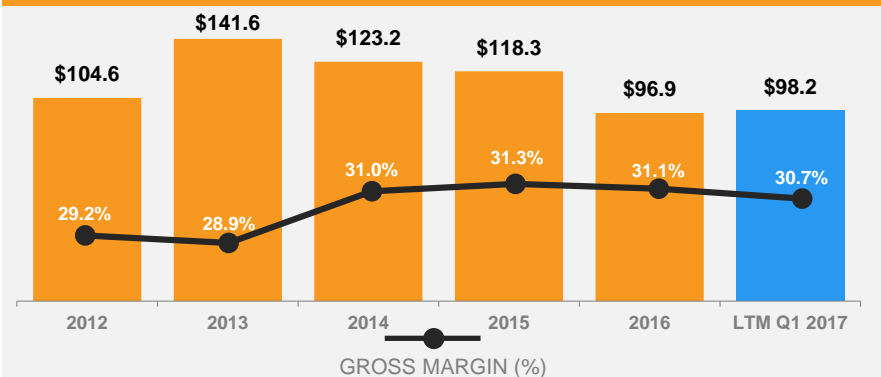
### Equipment Rentals (\$MM)



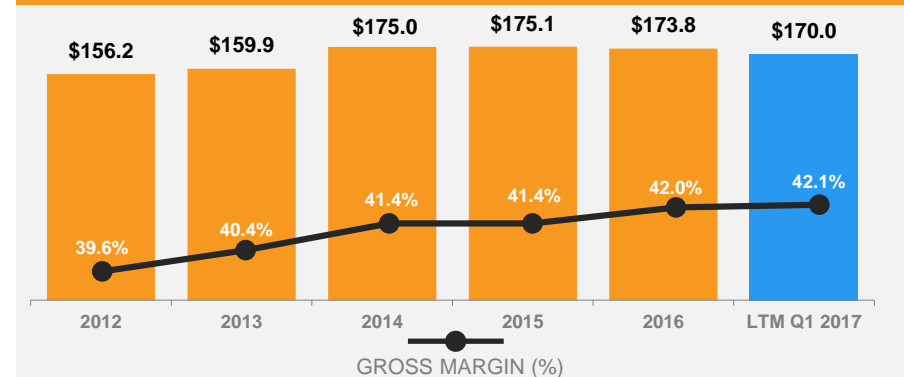
### New Equipment Sales (\$MM)



### Used Equipment Sales (\$MM)



### Parts and Service (\$MM)





### Rental Cap-Ex Summary (\$MM)

	2012	2013	2014	2015	2016	Q1 2016	Q1 2017
<b>Gross Rental CapEx<sup>1</sup></b>	\$296.4	\$303.3	\$412.7	\$230.2	\$218.2	\$ 34.6	\$ 40.8
<b>Sale of Rental Equipment</b>	\$ (90.5)	\$(114.6)	\$(101.4)	\$ (99.5)	\$ (84.4)	\$ (24.2)	\$ (24.8)
<b>Net Rental CapEx</b>	\$205.9	\$188.7	\$311.3	\$130.7	\$133.8	\$ 10.4	\$ 16.0

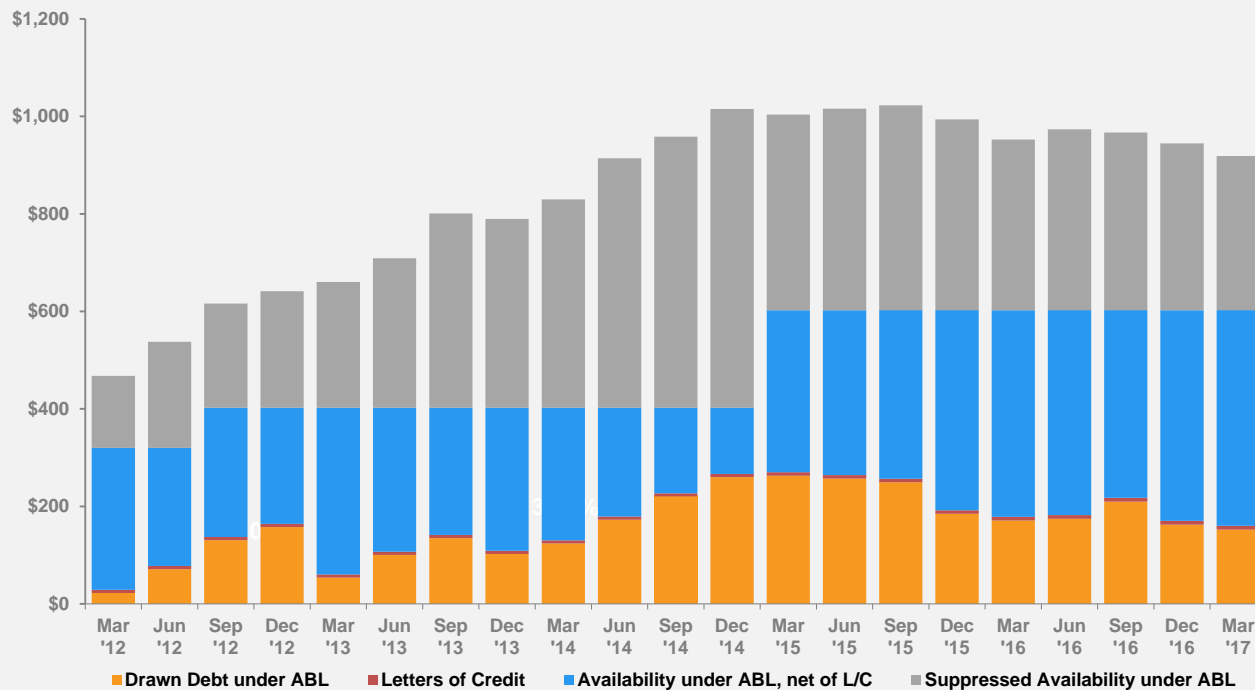
### Free Cash Flow Summary (\$MM)

	2012	2013	2014	2015	2016	Q1 2016	Q1 2017
<b>Free Cash Flow<sup>2</sup></b>	\$(172.0)	\$ (40.9)	\$(138.3)	\$104.9	\$ 62.6	\$ 21.2	\$ 17.5

NOTE: Fleet statistics as of March 31, 2017.

<sup>1</sup> Gross rental cap-ex includes amounts transferred from new and used inventory considered non-cash asset purchases for purposes of the Consolidated Statement of Cash Flow.

<sup>2</sup> We define Free Cash Flow as net cash provided by operating activities less (1) purchases of rental equipment and property and equipment plus (2) proceeds from sales of rental equipment and property and equipment. Please refer to Appendix A for a further description and reconciliation of net cash provided by operating activities to this Non-GAAP measure.

**Components of Asset-Backed Loan (ABL) Credit Facility (\$MM)**


## Credit Facility

- Liquidity under facility.**
  - \$152.4 million drawn under ABL at March 31, 2017.
  - \$442.4 million of availability, net of letters of credit, under the ABL at March 31, 2017.
  - Suppressed availability (supporting asset value in excess of \$602.5 million facility size) under ABL borrowing base certificate was \$316.1 million at March 31, 2017.

**Capital Structure (\$MM)**
**3/31/17**

Cash	<b>\$5.0</b>
Debt:	
Sr. Sec'd Credit Facility (ABL)	<b>\$152.4</b>
Senior Unsecured Notes <sup>1</sup>	<b>\$630.0</b>
Capital Leases Payable	<b>\$1.6</b>
<b>Total Debt</b>	<b>\$784.0</b>
<b>Shareholders' Equity</b>	<b>\$140.4</b>
<b>Total Book Capitalization</b>	<b>\$924.4</b>

**Credit Statistics**

	2012	2013	2014	2015	2016	LTM Q1 2017
<b>Adj. EBITDA<sup>2</sup> /Total Interest Exp.</b>	5.8x	5.0x	6.0x	5.9x	5.6x	5.7x
<b>Total Net Debt<sup>3</sup> /Adj. EBITDA<sup>2</sup></b>	3.3x	2.8x	2.8x	2.6x	2.6x	2.6x
<b>Total Debt /Total Capitalization</b>	93.4%	88.6%	87.0%	85.1%	84.8%	84.8%

<sup>1</sup> Senior Unsecured Notes exclude \$7.0 million of unaccreted note discount and \$4.8 million of unamortized premium.

<sup>2</sup> Excludes the impact of the \$10.2 million loss from early extinguishment of debt incurred in the third quarter of 2012. See Appendix A for a reconciliation of Non-GAAP measures.

<sup>3</sup> Net debt is defined as total debt less cash on hand.

**Appendix A-Unaudited Reconciliation  
of Non-GAAP Financial Measures**

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HEES - FORBES 100 MOST  
TRUSTWORTHY COMPANIES

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## ***Unaudited Reconciliation of Non-GAAP Financial Measures***

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EBITDA, Adjusted EBITDA and Free Cash Flow are non-GAAP measures as defined under the rules of the SEC. We define EBITDA as net income (loss) before interest expense, income taxes, depreciation and amortization. We define Adjusted EBITDA for the year ended December 31, 2012 as EBITDA adjusted for the \$10.2 million loss from early extinguishment of debt incurred in the third quarter ended September 30, 2012. We define Free Cash Flow as net cash provided by operating activities, less purchases of rental equipment and property and equipment plus proceeds from sales of rental equipment and property and equipment.

We use EBITDA and Adjusted EBITDA in our business operations to, among other things, evaluate the performance of our business, develop budgets and measure our performance against those budgets. We also believe that analysts and investors use EBITDA and Adjusted EBITDA as supplemental measures to evaluate a company's overall operating performance. However, EBITDA and Adjusted EBITDA have material limitations as analytical tools and you should not consider them in isolation, or as substitutes for analysis of our results as reported under GAAP. We consider them useful tools to assist us in evaluating performance because they eliminate items related to capital structure, taxes and non-cash charges. The items that we have eliminated in determining EBITDA for the periods presented are interest expense, income taxes, depreciation of fixed assets (which includes rental equipment and property and equipment) and amortization of intangible assets and, in the case of Adjusted EBITDA, any other items described above applicable to the particular period. However, some of these eliminated items are significant to our business. For example, (i) interest expense is a necessary element of our costs and ability to generate revenue because we incur a significant amount of interest expense related to our outstanding indebtedness; (ii) payment of income taxes is a necessary element of our costs; and (iii) depreciation is a necessary element of our costs and ability to generate revenue because rental equipment is the single largest component of our total assets and we recognize a significant amount of depreciation expense over the estimated useful life of this equipment. Any measure that eliminates components of our capital structure and costs associated with carrying significant amounts of fixed assets on our consolidated balance sheet has material limitations as a performance measure. In light of the foregoing limitations, we do not rely solely on EBITDA and Adjusted EBITDA as performance measures and also consider our GAAP results. EBITDA and Adjusted EBITDA are not measurements of our financial performance under GAAP and should not be considered alternatives to net income, operating income or any other measures derived in accordance with GAAP.

The company uses Free Cash Flow in our business operations to, among other things, evaluate the cash flow available to meet future debt service obligations and working capital requirements. However, this measure should not be considered as an alternative to cash flows from operating activities or any other measures derived in accordance with GAAP as indicators of operating performance or liquidity. Additionally, our definition of Free Cash Flow is limited, in that it does not represent residual cash flows available for discretionary expenditures due to the fact that the measure does not deduct the payments required for debt service and other contractual obligations. Therefore, we believe it is important to view Free Cash Flow as a measure that provides supplemental information to our entire statement of cash flows. Further, the method used by our management to calculate Free Cash Flow may differ from the methods other companies use to calculate their Free Cash Flow.

Because EBITDA, Adjusted EBITDA and Free Cash Flow may not be calculated in the same manner by all companies, these measures may not be comparable to other similarly titled measures by other companies.

For a reconciliation of historical non-GAAP financial measures to the nearest comparable GAAP measures, see the Non-GAAP reconciliations included further in this presentation.



**EBITDA and Adjusted EBITDA GAAP Reconciliation (\$ in thousands)**

	2012	2013	2014	2015	2016	LTM Q1 2017	Q1 2016	Q1 2017
<b>Net Income</b>	\$28,836	\$44,140	\$55,139	\$44,305	\$37,172	\$36,988	\$5,574	\$5,390
<b>Interest expense</b>	35,541	51,404	52,353	54,030	53,604	53,429	13,407	13,232
<b>Provision for income taxes</b>	15,612	21,007	37,545	31,371	21,858	21,117	3,881	3,140
<b>Depreciation</b>	116,447	138,903	166,514	186,457	189,697	190,496	46,199	46,998
<b>Amortization of intangibles</b>	66	-	-	-	-	-	-	-
<b>EBITDA</b>	\$196,502	\$255,454	\$311,551	\$316,163	\$302,331	\$302,030	\$69,061	\$68,760
<b>Loss on early extinguishment of debt<sup>1</sup></b>	10,180	-	-	-	-	-	-	-
<b>Adjusted EBITDA</b>	\$206,682	\$255,454	\$311,551	\$316,163	\$302,331	\$302,030	\$69,061	\$68,760

<sup>1</sup> Adjustments relate to loss from early extinguishment of debt incurred in the third quarter ended September 30, 2012.



### Free Cash Flow GAAP Reconciliation (\$ in thousands)

	2012	2013	2014	2015	2016	LTM Q1 2017	Q1 2016	Q1 2017
<b>Net cash provided by operating activities</b>	\$41,023	\$138,652	\$158,318	\$206,620	\$176,979	\$193,848	\$13,738	\$30,607
<b>Purchases of property and equipment</b>	(37,361)	(29,479)	(33,235)	(26,797)	(22,895)	(23,733)	(4,966)	(5,804)
<b>Purchases of rental equipment<sup>1</sup></b>	(268,229)	(267,465)	(368,491)	(178,772)	(179,709)	(201,068)	(12,620)	(33,979)
<b>Proceeds from sale of property and equipment</b>	2,058	2,759	3,657	4,289	3,805	4,816	837	1,848
<b>Proceeds from sale of rental equipment</b>	90,542	114,595	101,426	99,521	84,389	84,997	24,195	24,803
<b>Free cash flow</b>	\$(171,967)	\$(40,938)	(138,325)	\$104,861	\$62,569	\$58,860	\$21,184	\$17,475

<sup>1</sup> Purchases of rental equipment as reflected in the Consolidated Statement of Cash Flows exclude non-cash assets transferred from new and used inventory to rental. Transfers from new and used inventory to rental are included below and also shown in the supplemental schedule of non-cash investing and financing activities of the Consolidated Statement of Cash Flows. In addition, the amounts as detailed below are included in gross rental cap-ex on slide 21.

### Transfers from New and Used Inventory (\$ in thousands)

	2012	2013	2014	2015	2016	LTM Q1 2017	Q1 2016	Q1 2017
<b>Transfers of new and used inventory</b>	\$28.2	\$35.9	\$44.2	\$51.4	\$38.5	\$23.4	\$21.9	\$6.8

The image features a dark, atmospheric background with silhouettes of various construction and industrial equipment. In the foreground, there is a large excavator on the left, a telehandler in the center, and a large crane on the right. In the background, other pieces of equipment like a scissor lift and a truck are visible. The overall scene is set against a dark sky with faint clouds.

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