
**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): January 29, 2019

CONCRETE PUMPING HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-38166
(Commission
File Number)

83-1779605
(IRS Employer
Identification No.)

6461 Downing Street
Denver, Colorado 80229
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **(303) 289-7497**

N/A
(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))

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 2.02 Results of Operations and Financial Condition.

On January 29, 2019, Concrete Pumping Holdings, Inc. (the “Company”) issued a press release announcing results for the fourth quarter and fiscal year ended October 31, 2018, and intends to discuss the results announced in the press release during a related conference call to be held on January 29, 2019. A copy of the press release is furnished as Exhibit 99.1 hereto.

The information in this Item 2.02 and Exhibit 99.1 attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended (the “Securities Act”), or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 7.01 Regulation FD Disclosure.

A copy of the investor presentation the Company intends to use in connection with its conference call on January 29, 2019 is furnished as Exhibit 99.2 hereto.

The information in this Item 7.01 and Exhibit 99.2 attached hereto shall not be deemed “filed” for purposes of Section 18 of the Exchange Act, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are being filed herewith:

| Exhibit No. | Description |
|--------------------|--------------------|
|--------------------|--------------------|

| | |
|-------------|--|
| <u>99.1</u> | <u>Press Release dated January 29, 2019.</u> |
| <u>99.2</u> | <u>Investor Presentation dated January 2019.</u> |

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.

CONCRETE PUMPING HOLDINGS, INC.

By: /s/ Iain Humphries
Name: Iain Humphries
Title: Chief Financial Officer and Secretary

Dated: January 29, 2019



Concrete Pumping Holdings Reports Fourth Quarter and Fiscal Year 2018 Results

DENVER, CO – January 29, 2019 – Concrete Pumping Holdings, Inc. (Nasdaq: BBCP) (the “Company”), a leading provider of concrete pumping services and concrete waste management services in the U.S. and U.K. markets, today reported financial results for the fourth quarter and fiscal year ended October 31, 2018.

On December 6, 2018, the Company consummated the previously announced business combination transaction (the “Business Combination”) pursuant to which it acquired the private operating company formerly named Concrete Pumping Holdings, Inc. (“CPH”) from Peninsula Pacific. In connection with the closing of the Business Combination, the Company changed its name to Concrete Pumping Holdings, Inc. The financial results described herein for the dates and periods prior to the Business Combination relate to the operations of CPH prior to the consummation of the Business Combination.

Fourth Quarter Fiscal 2018 Financial Summary vs. Fourth Quarter Fiscal 2017

- Revenue increased 13% to \$67.4 million.
- Gross margin decreased approximately 120 basis points to 42.9%.
- Net income increased 21% to \$1.4 million compared to \$1.1 million.
- Net income per diluted common share, which takes into account dividends on preferred shares and undistributed earnings allocated to preferred shares, increased to \$0.09 compared to \$0.07.
- Revenue pro forma for acquisitions increased 6% to \$67.4 million.
- Adjusted EBITDA¹ increased 5% to \$21.4 million.

Fiscal Year 2018 Financial Summary vs. Fiscal Year 2017

- Revenue increased 15% to \$243.2 million.
- Gross margin increased approximately 120 basis points to 43.7%.
- Net income was \$28.4 million compared to \$0.9 million.
- Net income (loss) per diluted common share, which takes into account dividends on preferred shares and undistributed earnings allocated to preferred shares, increased to \$2.47 compared to (\$0.12).
- Revenue pro forma for acquisitions increased 7% to \$250.2 million.
- Adjusted EBITDA¹ increased 15% to \$78.9 million.

Management Commentary

“We delivered solid top and bottom line growth for the fourth quarter and fiscal year 2018,” said Concrete Pumping Holdings CEO Bruce Young. “These results were driven by several factors, including positive construction momentum across all our segments, market share gains, and continued adoption of Eco-Pan, all of which are driving our confidence in the business for fiscal year 2019.”

¹ Adjusted EBITDA is a financial measure not calculated in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”). Adjusted EBITDA is not pro forma for acquisitions. See “Non-GAAP Financial Measures” below for a discussion of the definition of this measure and reconciliation of such measure to its most comparable GAAP measure.



“Our Eco-Pan business, which provides the highest EBITDA margin of our three segments, once again grew double digits in fiscal year 2018. More and more, contractors are seeking premium alternatives for managing their concrete waste to mitigate potential costly clean-up, as well as potential fines by federal and state agencies. We believe the Eco-Pan business is under-penetrated in the marketplace and has significant opportunities for growth through market share gains and synergies with current Brundage-Bone and Camfaud customers.

“In April 2018, we completed the acquisition of Richard O’Brien Companies. Combined with the acquisition of Reilly Concrete Pumping in July 2017, this expanded our U.S. and U.K. concrete pumping regional coverage and solidified the Brundage-Bone and Camfaud brands as the only national providers in both markets. Given our track record of completing more than 45 acquisitions since our founding in 1983, we have developed a highly repeatable integration and synergy model that we have employed at both companies.

“In the fourth quarter, we experienced some adverse weather conditions, particularly heavier than usual rain in the Texas and Oklahoma markets. This pushed business originally anticipated for the fourth quarter of fiscal year 2018 into fiscal year 2019. Based on the positive trends we are seeing in the business and marketplace, we are currently performing in line with expectations for fiscal 2019.

“Looking ahead, the entire organization is eager to enter the next phase of our evolution as a public company. Our near-term strategy is to drive organic growth through our market-leading brand portfolio – Brundage-Bone, Camfaud and Eco-Pan. At the same time, we will opportunistically target tuck-in acquisitions to further strengthen our core brands and pursue transactions that will allow us to enter new end markets. I am confident we are well positioned to execute on this strategy and drive shareholder value over the long-term.”

Fourth Quarter Fiscal Year 2018 Financial Results

Revenue in the fourth quarter of fiscal year 2018 increased 13% to \$67.4 million compared to \$59.6 million in the year-ago quarter. The increase was largely driven by contributions from the recent acquisition of Richard O’Brien Companies in the U.S., as well as 15% growth in Eco-Pan. This was partially offset by adverse weather conditions that delayed a small number of projects originally anticipated for the fourth quarter, which have been pushed into fiscal year 2019.

Gross profit in the fourth quarter of fiscal year 2018 increased 10% to \$28.9 million compared to \$26.3 million in the year-ago quarter. Gross margin decreased approximately 120 basis points to 42.9% from 44.2% in the fourth quarter of fiscal year 2017 primarily due to adverse weather conditions that impacted Brundage-Bone.

General and administrative expense in the fourth quarter of fiscal year 2018 increased 19% to \$15.9 million compared to \$13.4 million in the year-ago quarter. As a percent of revenue, general and administrative expense was 23.6% compared to 22.5% last year, due in part to adverse weather conditions that impacted Brundage-Bone.



Net income in the fourth quarter of fiscal year 2018 increased 21% to \$1.4 million compared to \$1.1 million in the year-ago quarter. Net income growth was primarily driven by the increase in revenue, which was partially offset by an increase in non-recurring transaction costs. Net income per diluted common share, which takes into account dividends on preferred shares and undistributed earnings allocated to preferred shares, was \$0.09 in the fourth quarter of fiscal year 2018 compared to \$0.07 in the fourth quarter of fiscal year 2017. The aforementioned preferred shares were redeemed at the closing of the Business Combination.

Revenue pro forma for acquisitions increased 6% to \$67.4 million.

Adjusted EBITDA (a non-GAAP financial measure that is not pro forma for acquisitions and is defined below) in the fourth quarter of fiscal year 2018 increased 5% to \$21.4 million compared to \$20.3 million in the year-ago quarter.

Fiscal Year 2018 Financial Results

Revenue in fiscal year 2018 increased 15% to \$243.2 million compared to \$211.2 million in fiscal year 2017. The increase was primarily driven by contributions from the acquisitions of Richard O'Brien Companies in the U.S. and Reilly Concrete Pumping Ltd. in the U.K., combined with 21% revenue growth in Eco-Pan and continued market share gains across Brundage-Bone and Camfaud.

Gross profit in fiscal year 2018 increased 18% to \$106.3 million compared to \$89.8 million in fiscal year 2017. Gross margin increased approximately 120 basis points to 43.7% from 42.5% largely due to lower depreciation expense and higher utilization rates.

General and administrative expense in fiscal year 2018 increased 11% to \$58.8 million compared to \$52.9 million in fiscal year 2017. As a percent of revenue, general and administrative expense decreased 80 basis points to 24.2% compared to 25.0% last year.

Net income in fiscal year 2018 improved to \$28.4 million compared to \$0.9 million in fiscal year 2017. The significant year-over-year increase was driven by a combination of higher revenue at a higher gross margin, an income tax benefit due to the enactment of the Tax Cuts and Jobs Act of 2017, and a loss on extinguishment of debt incurred in fiscal year 2017 that did not recur in fiscal year 2018. This was partially offset by higher transaction costs in fiscal year 2018 related to the Business Combination. Net income (loss) per diluted common share, which takes into account dividends on preferred shares and undistributed earnings allocated to preferred shares that were redeemed at the closing of the Business Combination, was \$2.47 in fiscal year 2018 compared to \$(0.12) in fiscal year 2017.

Revenue pro forma for acquisitions grew 7% to \$250.2 million.

Adjusted EBITDA (a non-GAAP financial measure that is not pro forma for acquisitions and is defined below) in fiscal year 2018 increased 15% to \$78.9 million compared to \$68.4 million in fiscal year 2017.

As of October 31, 2018, the Company had \$8.6 million of cash and \$237.1 million of total debt compared to \$6.9 million and \$223.7 million, respectively, at October 31, 2017.

Segment Results

U.S. Concrete Pumping – Brundage-Bone. Revenue in the fourth quarter of fiscal year 2018 increased 11% to \$45.9 million compared to \$41.4 million in the year-ago quarter. Fiscal year 2018 revenue increased 9% to \$164.3 million compared to \$151.2 million in fiscal year 2017. Results were driven by the acquisition of Richard O'Brien companies, positive construction momentum in the first half of the year, primarily in the West and Central regions, as well as favorable winter conditions in the West region. This was partially offset by adverse weather, mainly in the Texas and Oklahoma markets, in the fourth quarter.



U.K. Concrete Pumping – Camfaud. Revenue in the fourth quarter of fiscal year 2018 increased 20% to \$13.7 million compared to \$11.5 million in the year-ago quarter. Fiscal year 2018 revenue increased 38% to \$50.4 million compared to \$36.4 million in fiscal year 2017. Results were driven by the contribution from the Reilly Concrete Pumping acquisition in July 2017, as well as increased market share from operating a broader footprint across the region.

Concrete Waste Management Services – Eco-Pan. Revenue in the fourth quarter of fiscal year 2018 increased 15% to \$7.7 million compared to \$6.7 million in the year-ago quarter. Fiscal year 2018 revenue increased 21% to \$28.5 million compared to \$23.6 million in fiscal year 2017. Growth was driven by the increased customer adoption of Eco-Pan in response to market demand for premier concrete waste management services, partially offset by adverse weather conditions in the fourth quarter of fiscal year 2018.

Conference Call

The Company will hold a conference call today at 10:00 a.m. Eastern time to discuss its fourth quarter and full fiscal year 2018 results.

Date: Tuesday, January 29, 2019
Time: 10:00 a.m. Eastern time (8:00 a.m. Mountain time)
Toll-free dial-in number: 1-877-407-9039
International dial-in number: 1-201-689-8470
Conference ID: 13686194

Please call the conference telephone number 5-10 minutes prior to the start time. An operator will register your name and organization. If you have any difficulty connecting with the conference call, please contact Liolios at 1-949-574-3860.

The conference call will be broadcast live and available for replay [here](#) and via the investor relations section of the Company's website at www.ir.concretepumpingholdings.com. An updated investor presentation will be posted at the time of the call on its website as well.

A replay of the conference call will be available after 1:00 p.m. Eastern time on the same day through February 12, 2019.

Toll-free replay number: 1-844-512-2921
International replay number: 1-412-317-6671
Replay ID: 13686194



About Concrete Pumping Holdings

The Company is the leading provider of concrete pumping services and concrete waste management services in the fragmented U.S. and U.K. markets, operating under the only established, national brands in both markets (Brundage-Bone and Camfaud, respectively). The Company's large fleet of specialized pumping equipment and trained operators position it to deliver concrete placement solutions that facilitate substantial labor cost savings to customers, shorten concrete placement times, enhance worksite safety and improve construction quality. The Company is also the leading provider of concrete waste management services in the U.S. market, operating under the only established, national brand – Eco-Pan. Highly complementary to its core concrete pumping service, Eco-Pan provides a full-service, cost-effective, regulatory-compliant solution to manage environmental issues caused by concrete washout. As of October 31, 2018, CPH provided concrete pumping services in the U.S. from a footprint of 80 locations across 22 states, concrete pumping services in the U.K. from 28 locations, and route-based concrete waste management services from 13 locations in the U.S. For more information, please visit www.concretepumpingholdings.com or the Company's brand websites at www.brundagebone.com, www.camfaud.co.uk, or www.eco-pan.com.

Forward-Looking Statements

This press release includes “forward-looking statements” within the meaning of the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995. The Company's actual results may differ from their expectations, estimates and projections and consequently, you should not rely on these forward-looking statements as predictions of future events. Words such as “expect,” “estimate,” “project,” “budget,” “forecast,” “anticipate,” “intend,” “plan,” “may,” “will,” “could,” “should,” “believes,” “predicts,” “potential,” “continue,” and similar expressions are intended to identify such forward-looking statements. These forward-looking statements include, without limitation, the Company's expectations with respect to future performance. These forward-looking statements involve significant risks and uncertainties that could cause the actual results to differ materially from the expected results. Most of these factors are outside the Company's control and are difficult to predict. Factors that may cause such differences include, but are not limited to: the outcome of any legal proceedings that may be instituted against the Company or its subsidiaries; the ability to recognize the anticipated benefits of the Business Combination, which may be affected by, among other things, competition, the ability of the Company to grow and manage growth profitably and retain its key employees; changes in applicable laws or regulations; the possibility that the Company may be adversely affected by other economic, business, and/or competitive factors; and other risks and uncertainties indicated from time to time in the Company's filings with the Securities and Exchange Commission. The Company cautions that the foregoing list of factors is not exclusive. The Company cautions readers not to place undue reliance upon any forward-looking statements, which speak only as of the date made. The Company does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in its expectations or any change in events, conditions or circumstances on which any such statement is based.

Non-GAAP Financial Measures

Adjusted EBITDA is a financial measure that is not calculated in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”). The Company believes that this non-GAAP financial measure provides useful information to management and investors regarding certain financial and business trends relating to the Company's financial condition and results of operations. The Company's management also uses this non-GAAP financial measure to compare the Company's performance to that of prior periods for trend analyses, determining incentive compensation and for budgeting and planning purposes. Adjusted EBITDA is also used in quarterly financial reports prepared for the Company's board of directors. The Company believes that this non-GAAP measure provides an additional tool for investors to use in evaluating the Company's ongoing operating results and in comparing the Company's financial results with competitors who also present similar non-GAAP financial measures.



Adjusted EBITDA is defined as net income calculated in accordance with GAAP plus interest expense, income taxes, depreciation, amortization, transaction expenses, gain (loss) on sale of assets, non-recurring adjustments, management fees and other one-time and non-operational expenses. Adjusted EBITDA is not pro forma for acquisitions.

The following tables reconcile Adjusted EBITDA to net income (loss) calculated in accordance with GAAP. Current and prospective investors should review the Company's audited financial statements, which are filed with the U.S. Securities and Exchange Commission, and not rely on any single financial measure to evaluate the Company's business. Other companies may calculate Adjusted EBITDA differently and therefore this measure may not be directly comparable to similarly titled measures of other companies.

Contact:

Liolios, Investor Relations
Cody Slach
1-949-574-3860
BBCP@Liolios.com



Concrete Pumping Holdings, Inc. and Subsidiaries

Consolidated Statements of Income

Fiscal Years Ended October 31, 2018 and 2017

| (\$000s) | 2018 | 2017 |
|---|-------------------|-------------------|
| Assets | | |
| Current assets: | | |
| Cash | \$ 8,621 | \$ 6,925 |
| Trade receivables, net | 40,118 | 33,101 |
| Inventory | 3,810 | 3,010 |
| Prepaid expenses and other current assets | 3,946 | 3,669 |
| Total current assets | 56,495 | 46,705 |
| Property, plant and equipment, net | 201,915 | 175,542 |
| Intangible assets, net | 36,429 | 42,034 |
| Goodwill | 74,656 | 73,509 |
| Deferred financing costs | 648 | 1,057 |
| Total assets | \$ 370,144 | \$ 338,847 |
| Liabilities and Stockholders' Equity | | |
| Current liabilities: | | |
| Revolving loan | \$ 62,987 | \$ 65,889 |
| Current portion of capital lease obligations | 85 | 193 |
| Accounts payable | 5,192 | 7,117 |
| Accrued payroll and payroll expenses | 6,705 | 6,903 |
| Accrued expenses and other current liabilities | 18,830 | 14,622 |
| Income taxes payable | 1,152 | 1,578 |
| Total current liabilities | 94,950 | 96,302 |
| Long term debt, net of discount for deferred financing costs | 173,470 | 156,985 |
| Contingent consideration | 1,458 | 969 |
| Capital lease obligations, less current portion | 568 | 653 |
| Deferred income taxes | 39,005 | 50,111 |
| Total liabilities | 309,451 | 305,019 |
| Redeemable preferred stock, \$0.001 par value, 2,342,264 shares issued and outstanding as of October 31, 2018 and 2017 (liquidation preference of \$11,239,060 and \$9,845,139), respectively | 14,672 | 14,672 |
| Stockholders' equity: | | |
| Common stock, \$0.001 par value, 15,000,000 shares authorized, 7,576,289 shares issued and outstanding | 8 | 8 |
| Additional paid-in capital | 18,725 | 18,444 |
| Accumulated other comprehensive income | 584 | 2,381 |
| Retained earnings (accumulated deficit) | 26,705 | (1,677) |
| | 46,021 | 19,156 |
| Total liabilities and stockholders' equity | \$ 370,144 | \$ 338,847 |



Concrete Pumping Holdings, Inc. and Subsidiaries

Consolidated Statements of Income

Fiscal Years Ended October 31, 2018 and 2017

| (\$000s, except per share figures) | Years Ended October 31, | |
|--|-------------------------|-----------------|
| | 2018 | 2017 |
| Revenue | \$ 243,223 | \$ 211,211 |
| Cost of operations | 136,877 | 121,451 |
| Gross profit | 106,346 | 89,759 |
| General and administrative expenses | 58,789 | 52,865 |
| Transaction costs | 7,590 | 4,490 |
| Income from operations | 39,968 | 32,405 |
| Other (expense) income: | | |
| Interest expense | (21,425) | (22,748) |
| Loss on extinguishment of debt | - | (5,161) |
| Other income (expense), net | 55 | 174 |
| | (21,370) | (27,735) |
| Income before income taxes | 18,598 | 4,670 |
| Income tax (benefit) provision | (9,784) | 3,757 |
| Net income | 28,382 | 913 |
| Less: Net loss attributable to noncontrolling interest | - | - |
| Net income attributable to Concrete Pumping Holdings, Inc. and Subsidiaries | \$ 28,382 | \$ 913 |
| Less preferred shares dividends | (1,428) | (1,812) |
| Less undistributed earnings allocated to preferred shares | (6,365) | - |
| Undistributed income (loss) available to common shareholders | \$ 20,589 | \$ (899) |
| Weighted average common shares outstanding | | |
| Basic | 7,576 | 7,576 |
| Diluted | 8,326 | 7,576 |
| Net income (loss) per common share | | |
| Basic | \$ 2.72 | \$ (0.12) |
| Diluted | \$ 2.47 | \$ (0.12) |



Concrete Pumping Holdings, Inc. and Subsidiaries

Consolidated Statements of Income

Three-Months Ended October 31, 2018 and 2017

| (\$000s, except per share figures) | Three-Months Ended October 31, | |
|--|--------------------------------|-----------------|
| | 2018 | 2017 |
| Revenue | \$ 67,369 | \$ 59,569 |
| Cost of operations | 38,447 | 33,259 |
| Gross profit | 28,923 | 26,310 |
| General and administrative expenses | 15,902 | 13,412 |
| Transaction costs | 5,070 | 512 |
| Income from operations | 7,950 | 12,387 |
| Other (expense) income: | | |
| Interest expense | (5,735) | (5,702) |
| Loss on extinguishment of debt | - | (4,669) |
| Other income (expense), net | 21 | 84 |
| | (5,714) | (10,288) |
| Income before income taxes | 2,237 | 2,099 |
| Income tax (benefit) provision | 848 | 955 |
| Net income | 1,389 | 1,144 |
| Less: Net loss attributable to noncontrolling interest | | |
| Net income attributable to Concrete Pumping Holdings, Inc. and Subsidiaries | \$ 1,389 | \$ 1,144 |
| Less preferred shares dividends | (378) | (400) |
| Less undistributed earnings allocated to preferred shares | (239) | (176) |
| Undistributed income (loss) available to common shareholders | \$ 772 | \$ 569 |
| Weighted average common shares outstanding | | |
| Basic | 7,576 | 7,576 |
| Diluted | 8,340 | 8,397 |
| Net income (loss) per common share | | |
| Basic | \$ 0.10 | \$ 0.08 |
| Diluted | \$ 0.09 | \$ 0.07 |



Concrete Pumping Holdings, Inc. and Subsidiaries

Segment Revenue

Fiscal Years Ended October 31, 2018 and 2017

| (\$000s) | Years Ended October 31, | | 2017 to 2018 | |
|--|-------------------------|-------------------|------------------|--------------|
| | 2018 | 2017 | \$ Change | % Change |
| U.S. Concrete Pumping - Brundage-Bone | \$ 164,306 | \$ 151,195 | \$ 13,111 | 8.7% |
| U.K. Concrete Pumping - Camfaud | 50,448 | 36,434 | 14,014 | 38.5% |
| Concrete Waste Management Services - Eco-Pan | 28,469 | 23,582 | 4,887 | 20.7% |
| Revenue | \$ 243,223 | \$ 211,211 | \$ 32,013 | 15.2% |

Three-Months Ended October 31, 2018 and 2017

| (\$000s) | Three-Months Ended October 31, | | 2017 to 2018 | |
|--|--------------------------------|------------------|-----------------|--------------|
| | 2018 | 2017 | \$ Change | % Change |
| U.S. Concrete Pumping - Brundage-Bone | \$ 45,882 | \$ 41,380 | \$ 4,502 | 10.9% |
| U.K. Concrete Pumping - Camfaud | 13,743 | 11,459 | 2,284 | 19.9% |
| Concrete Waste Management Services - Eco-Pan | 7,744 | 6,731 | 1,013 | 15.1% |
| Revenue | \$ 67,369 | \$ 59,569 | \$ 7,800 | 13.1% |



Concrete Pumping Holdings, Inc. and Subsidiaries

Reconciliation of Reported Revenue to Revenue Pro Forma for Acquisitions

Fiscal Years Ended October 31, 2018 and 2017

| (\$000s) | Years Ended October 31, | |
|---|-------------------------|-------------------|
| | 2018 | 2017 |
| Revenue, reported | \$ 243,223 | \$ 211,211 |
| U.K. Concrete Pumping - Camfaud (pre-acquisition) | - | 8,357 |
| O'Brien revenue (pre-acquisition) | 6,990 | 13,796 |
| Revenue Pro Forma for Acquisitions | \$ 250,213 | \$ 233,364 |

Note: CPH's U.K. segment (Camfaud) was acquired in November 2016 and is consolidated in fiscal year 2018 and 2017 financial statements. Financial results of Camfaud are captured separately prior to this date and are labeled as "pre-acquisition," and are consolidated within CPH's "reported" financials for periods after November 2016. O'Brien was acquired in April 2018 and its financial results are included as "pre-acquisition" financials for 2017.

Three-Months Ended October 31, 2018 and 2017

| (\$000s) | Three-Months Ended October 31, | |
|---|--------------------------------|------------------|
| | 2018 | 2017 |
| Revenue, reported | \$ 67,369 | \$ 59,569 |
| U.K. Concrete Pumping - Camfaud (pre-acquisition) | - | - |
| O'Brien revenue (pre-acquisition) | - | 3,710 |
| Revenue Pro Forma for Acquisitions | \$ 67,369 | \$ 63,279 |

Note: CPH's U.K. segment (Camfaud) was acquired in November 2016 and is consolidated in fiscal year 2018 and 2017 financial statements. Financial results of Camfaud are captured separately prior to this date and are labeled as "pre-acquisition," and are consolidated within CPH's "reported" financials for periods after November 2016. O'Brien was acquired in April 2018 and its financial results are included as "pre-acquisition" financials for 2017.



Concrete Pumping Holdings, Inc. and Subsidiaries

Reconciliation of Net Income (Loss) to Reported EBITDA to Adjusted EBITDA

Fiscal Years Ended October 31, 2018 and 2017

| (\$000s) | Years Ended October 31, | |
|---------------------------------------|-------------------------|------------------|
| | 2018 | 2017 |
| Net income (loss) | \$ 28,382 | \$ 913 |
| Interest expense, net | 21,425 | 22,748 |
| Income tax (benefit) expense | (9,784) | 3,757 |
| Depreciation and amortization | 25,623 | 27,154 |
| EBITDA | 65,645 | 54,572 |
| Transaction expenses | 7,590 | 4,490 |
| Loss on debt extinguishment | - | 5,161 |
| Other (income) expense | (55) | (174) |
| Other adjustments ¹ | 1,189 | 2,566 |
| Management fees | 4,499 | 1,750 |
| Subtotal adjustments to EBITDA | 13,223 | 13,792 |
| Adjusted EBITDA | \$ 78,868 | \$ 68,364 |

1) Other adjustments included severance expenses, non-cash expenses such as stock-based compensation, senior executive relocation costs, recruiting costs and other such charges.

Three-Months Ended October 31, 2018 and 2017

| (\$000s) | Three-Months Ended October 31, | |
|---------------------------------------|--------------------------------|------------------|
| | 2018 | 2017 |
| Net income (loss) | \$ 1,389 | \$ 1,144 |
| Interest expense, net | 5,735 | 5,702 |
| Income tax (benefit) expense | 848 | 955 |
| Depreciation and amortization | 6,947 | 6,498 |
| EBITDA | 14,919 | 14,299 |
| Transaction expenses | 5,070 | 512 |
| Loss on debt extinguishment | - | 4,669 |
| Other (income) expense | (21) | (84) |
| Other adjustments ¹ | 229 | 132 |
| Management fees | 1,156 | 786 |
| Subtotal adjustments to EBITDA | 6,434 | 6,015 |
| Adjusted EBITDA | \$ 21,353 | \$ 20,314 |

1) Other adjustments included severance expenses, non-cash expenses such as stock-based compensation, senior executive relocation costs, recruiting costs and other such charges.



**CONCRETE
PUMPING
HOLDINGS**

The Leading Concrete Pumping Provider in the U.S. and U.K.

Investor Presentation

NASDAQ: BBCP

January 2019

Disclaimer

Important Information

This investor presentation ("Investor Presentation") is for informational purposes only and does not constitute an offer to sell, a solicitation of an offer to buy, or a recommendation to purchase any equity, debt or other financial instruments of Concrete Pumping Holdings, Inc. (the "Company") or any of the Company's affiliates. It is not intended to form the basis of any investment decision. The information contained herein does not purport to be all-inclusive. The data contained herein is derived from various internal and external sources. No representation is made as to the reasonableness of the assumptions made within or the accuracy or completeness of any projections or modeling or any other information contained herein. Any data on past performance or modeling contained herein is not an indication as to future performance. The Company assumes no obligation to update the information in this Investor Presentation.

Forward-Looking Statements

This Investor Presentation includes "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. The Company's actual results may differ from its expectations, estimates and projections and consequently, you should not rely on these forward-looking statements as predictions of future events. Words such as "expect," "estimate," "project," "budget," "forecast," "anticipate," "intend," "plan," "may," "will," "could," "should," "believes," "predicts," "potential," "continue," and similar expressions are intended to identify such forward-looking statements. These forward-looking statements involve significant risks and uncertainties that could cause the actual results to differ materially from the expected results. Most of these factors are outside the Company's control and are difficult to predict. Factors that may cause such differences include, but are not limited to: the outcome of any legal proceedings that may be instituted against the Company; the inability to obtain or maintain the listing of the Company's shares of common stock on The Nasdaq Stock Market; the risk that the Company's recently consummated business combination (the "business combination") disrupts current plans and operations; the ability to recognize the anticipated benefits of the business combination, which may be affected by, among other things, competition, the ability of the Company to grow and manage growth profitably and retain its key employees; costs related to the business combination; changes in applicable laws or regulations; the possibility that the Company may be adversely affected by other economic, business, and/or competitive factors; and other risks and uncertainties indicated from time to time in the Company's filings with the U.S. Securities and Exchange Commission. The Company cautions that the foregoing list of factors is not exclusive. The Company cautions readers not to place undue reliance upon any forward-looking statements, which speak only as of the date made. The Company does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in its expectations or any change in events, conditions or circumstances on which any such statement is based.

Industry and Market Data

In this Investor Presentation, we rely on and refer to information and statistics regarding market participants in the sectors in which the Company competes and other industry data. We obtained this information and statistics from third-party sources, including reports by market research firms, and company filings.

Non-GAAP Financial Measures

This Investor Presentation includes financial measures that were not calculated in accordance with Generally Accepted Accounting Principles in the U.S. ("GAAP"), including Adjusted Revenue Pro Forma for Acquisitions, Adjusted EBITDA Pro Forma for Acquisitions, and Adjusted EBITDA Margin Pro Forma for Acquisitions. The Company defines Adjusted Revenue Pro Forma for Acquisitions as revenue after giving pro forma effect to (i) the acquisition on November 17, 2016 of Camfaud Concrete Pumps Limited, and Premier Concrete Pumping Limited, which each also owned 50% of the stock of South Coast Concrete Pumping Limited (collectively "Camfaud" and the acquisition, the "Camfaud Acquisition"), and (ii) the acquisition on April 20, 2018 of substantially all assets of Richard O'Brien Companies, Inc., O'Brien Concrete Pumping-Arizona, Inc., O'Brien Concrete Pumping-Colorado, Inc. and O'Brien Concrete Pumping, LLC (collectively, "O'Brien" and the acquisition, the "O'Brien Acquisition"), as further adjusted to reflect a constant a currency exchange rate. Pre-acquisition financial results of Camfaud and O'Brien are labeled "pre-acquisition." Post-acquisition financial results for these companies are consolidated within the Company's financial statements for periods following the date of acquisition. Adjusted EBITDA Pro Forma for Acquisitions is defined as net income (loss) plus interest expense, income taxes, depreciation, amortization, transaction expenses, loss on debt extinguishment, other income (expense), non-recurring adjustments and management fees. Adjusted EBITDA Margin Pro Forma for Acquisitions is Adjusted EBITDA Pro Forma for Acquisitions divided by Adjusted Revenue Pro Forma for Acquisitions. These measures should not be used as substitutes for their most comparable measures calculated in accordance with GAAP. See Reconciliation of Non-GAAP Measures on Slide 31.

The Company believes that these non-GAAP measures of financial results provide useful information to management and investors regarding certain financial and business trends relating to the Company's financial condition and results of operations. The Company's management uses certain of these non-GAAP measures to compare the Company's performance to that of prior periods for trend analyses and for budgeting and planning purposes. You should review the Company's audited financial statements and not rely on any single financial measure to evaluate the Company's business. Other companies may calculate Adjusted EBITDA, Adjusted EBITDA Margin and other non-GAAP measures differently, and therefore the Company's Adjusted EBITDA Pro Forma for Acquisitions, Adjusted EBITDA Margin Pro Forma for Acquisitions and other non-GAAP measures may not be directly comparable to similarly titled measures of other companies.

1



Concrete Pumping Holdings (CPH) Overview

Company Overview

- The leading concrete pumping provider in the U.S. and U.K. under **Brundage-Bone** and **Camfaud** brands, respectively
- **Eco-Pan** is our highly profitable, disruptive waste management service in the U.S.; emerging presence in the U.K.
- **Brundage-Bone** has a ~10% market share and is ~4x+ larger than any competitor in the U.S. **Camfaud** has a ~34% market share and is ~10x larger than any competitor in the U.K.¹
- **Eco-Pan** has achieved historical annual revenue growth of ~25% with ~44% EBITDA margins and unit economics that generate a ~54% ROI²
- Acquirer of choice that has completed 45+ acquisitions since 1983
- FY 2018 Adjusted Revenue Pro Forma for Acquisitions ~\$251m; Adjusted EBITDA Pro Forma for Acquisitions ~\$83m

Select Marquee Projects

Amazon Block 20 (Seattle, WA)



AT&T Stadium - Dallas Cowboys (Arlington, TX)



Note: Metrics are pro forma for the financial impact of the April 2018 O'Brien acquisition.

(1) Market share based on LTM revenue as of April 2018. Comparison to competitors based on CPH's pump count compared to next largest competitor.

(2) Eco-Pan financial profile reflects historical results and may not be indicative of future returns. EBITDA Margin based on 12 months ending October 31, 2018.










Investment Highlights

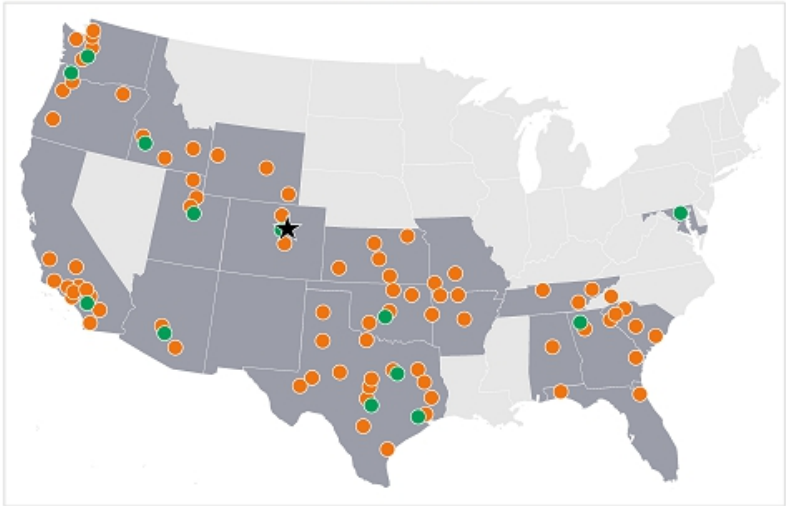
- ✓ **Attractive industry dynamics** – commercial, environmental & legislative tailwinds
- ✓ **Secular trend towards concrete pumping** – faster, safer & higher quality than alternatives
- ✓ **Scale advantages** – utilization & costs
- ✓ Track record of **pricing optimization**
- ✓ **Short investment paybacks & long-life assets**
- ✓ **Diversity** of geographies, end markets & customers provides cycle resiliency
- ✓ **Positioned to grow** – Eco-Pan rollout, geographic expansion, pricing & M&A
- ✓ **Proven management team** with significant ownership stake



CPH Geographic Coverage

| | | | | |
|-----------------|---|---|--|---|
| |  |  |  | Corporate HQ |
| Legend: |  |  |  |  |
| # of Locations: | 80 | 28 | 14 | |

U.S. Footprint



U.K. Footprint



Note: Denver is the HQ for CPH, London is the main corporate office in the U.K. First Eco-Pan location in the U.K. expected to open Q2 FY 2019.



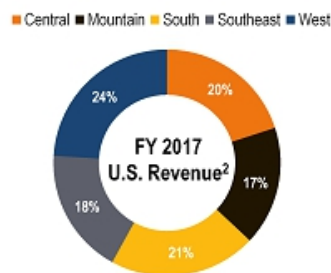
Platform with Significant Scale and Diversity

Diversity Provides Resiliency

Geographic Diversity...



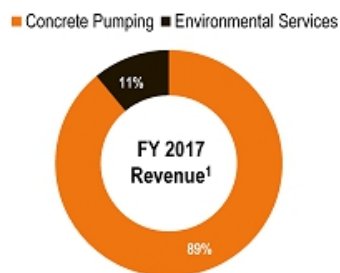
...Even Within the U.S.



End Market Diversity



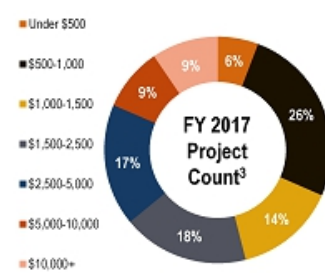
Service Line Diversity



No Customer Concentration

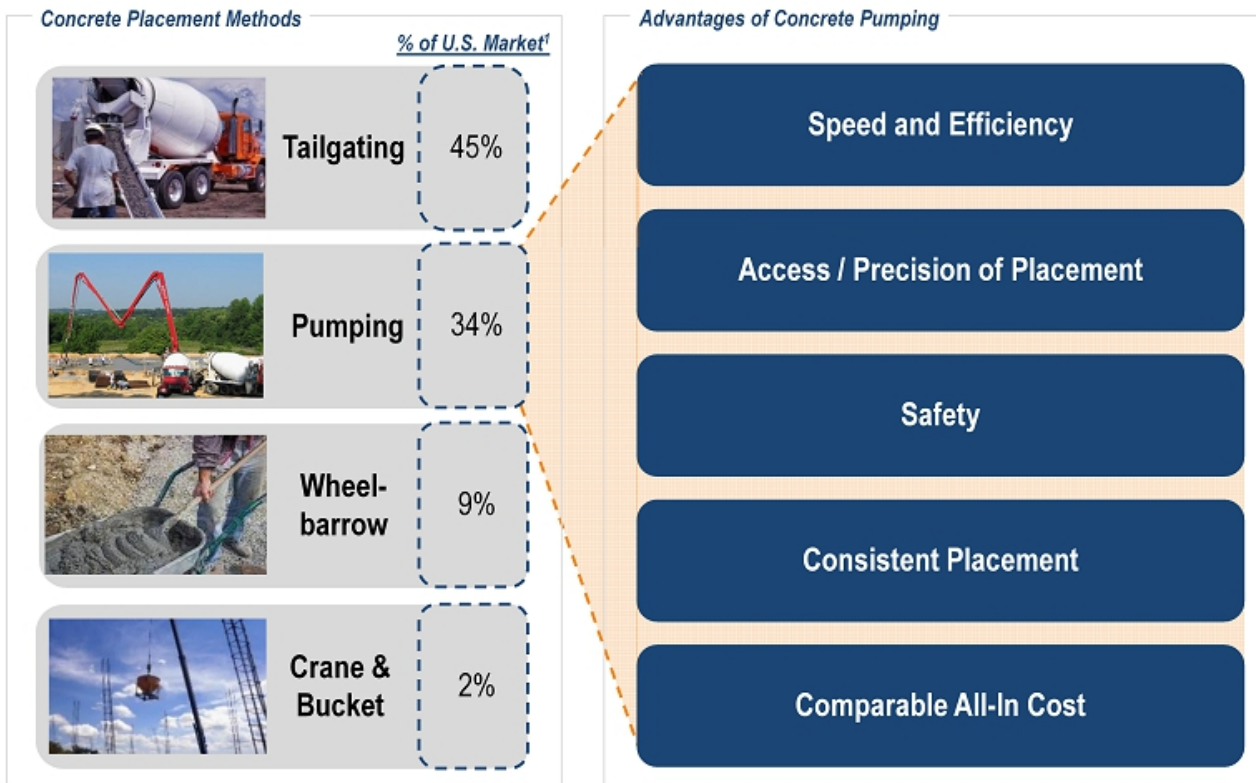


No Project Concentration



Note: Revenue excludes contribution from the April 2016 O'Brien acquisition (approximately \$14 million of revenue in FY 2017, all of which were earned providing concrete pumping services in the U.S.). CPH has an October fiscal year end.
 (1) Analysis is pro forma adjusted for a full year contribution of CPH's U.K. segment (Camfaud), which was acquired in November 2016, and assumes a constant currency adjustment based on a GBP to USD exchange rate of 1.370.
 (2) U.S. revenue breakdown based on concrete pumping operations only.
 (3) Project count based on U.S. and U.K. concrete pumping operations only. Figures do not sum to 100% due to rounding.

Significant Advantages of Concrete Pumping

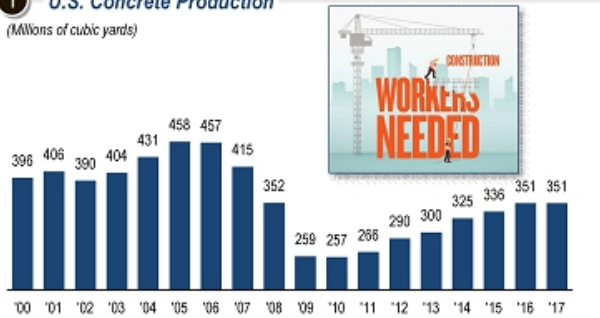


[1] Figures do not sum to 100% as 'other methods' (i.e. pre-cast concrete) account for a further 10% of the market.

Large, Growing Market Supported by Compelling Tailwinds

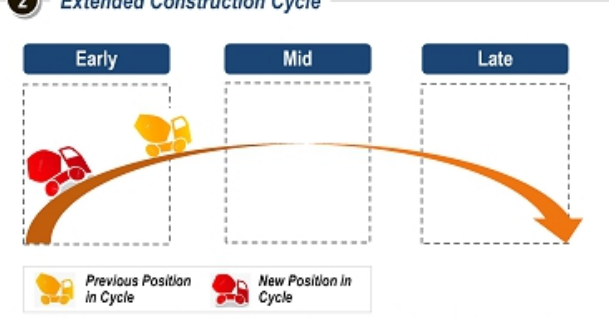
1 U.S. Concrete Production

(Millions of cubic yards)



Concrete production is ~23% below prior peak. Industry labor constraints extending recovery.

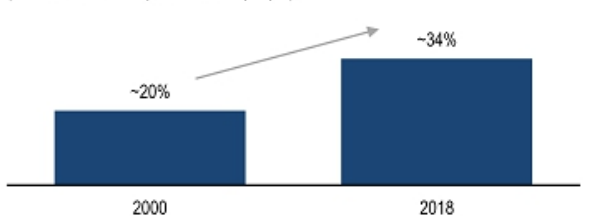
2 Extended Construction Cycle



Tax reform, regulatory relief and increased infrastructure spending extending the cycle.

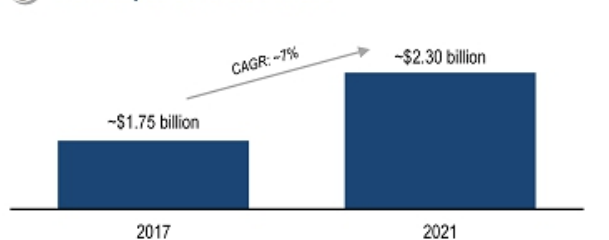
3 Concrete Pumping Gaining Share

(% of total U.S. concrete placement that is pumped)



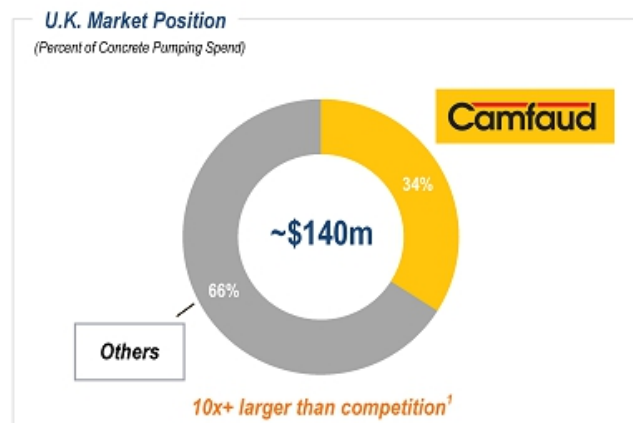
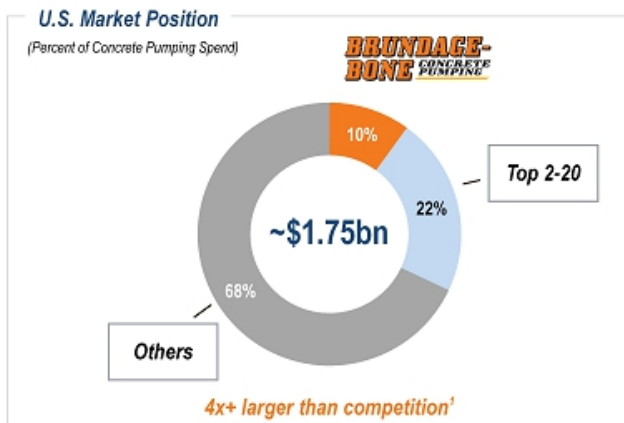
Pumping is taking share due to compelling customer value proposition.

4 U.S. Pumped Concrete Demand



Pumping market expected to see strong pricing and volume growth.

Market Leader in U.S. and U.K.



Key Highlights

- Most competitors serve only local areas and lack breadth of equipment (typical fleet of ~5-10 pumps)
- Few regional competitors serving more than two states or markets
- Most local markets have only two providers of scale
- CPH's expansive fleet and national reach support differentiated, high-quality service

Note: Market position based on LTM revenue as of April 2018. Analysis is pro forma for the financial impact of the April 2018 O'Brien acquisition (approximately \$14 million of revenue on an LTM basis as of April 2018, all of which were earned providing concrete pumping services in the U.S.). U.K. (Camfaud) LTM revenue assumes a constant currency adjustment based on a GBP to USD exchange rate of 1.370.

(1) Based on CPH's pump count compared to next largest competitor.

Compelling Customer Value Proposition

CPH Competitive Advantages

Increasing Importance to Customers

Availability

- More pumps and skilled operators than competitors

Reliability

- Track record of quality and on-time completion

Wide Range of Equipment

- Fleet of boom pumps ranges from 17 to 65 meters
- Also maintains fleet of stationary pumps, placing booms, telebelts, etc.

Technical Expertise

- 30+ years of successful operating history
- Experienced and knowledgeable operators

Key Advantages of Business Model

Simple Bidding Process

- Services provided on a hourly and yardage poured basis, and include invoicing a travel charge
- Surcharge for any additional costs (such as fuel)
- High percentage of repeat customers plus strong referral network

Limited Project Risk

- Pure service business that doesn't take title of ready-mix concrete
- No raw material price exposure
- No product liability risk

No Fixed Price Projects

- No fixed price bid work and no percentage of completion accounting
- The daily pour, not the total project, is what is billed
- Variable Cost base provides flexibility across business environments

No Surety Bonding Requirements

- No letter of credit or bonding exposure

Limited Bad Debt Exposure

- Negligible bad debt expense historically
- Typically one of the first trade contractors paid on the job
- Company invoices customers each day as the work is performed

CPH's business model avoids issues common to typical contractors and construction service providers

Scale Advantages Over Smaller Competitors

Purchasing

- Meaningful discount on OEM capex purchases and parts relative to smaller competitors
- Meaningful discount on fuel purchases by buying wholesale
- Able to negotiate discount on insurance with a more robust Health, Safety and Environmental program

Breadth of Services

- Can bid on larger, more complex jobs that typically require a broader mix of equipment
- Smaller players are typically limited to booms of 47 meters and smaller, CPH has booms of up to 65 meters

Fleet Availability

- Ability to move assets to strongest markets based on customer demand
- Maximized uptime and extended useful life through dedicated, high quality onsite maintenance
- Able to match the appropriate size pump to the customer's requirements driving enhanced utilization

Trained Operators

- Strive to be the "employer of choice" in the industry
- Established training program and opportunities for career advancement
- Leading safety programs and track record

CPH is the only national provider of concrete pumping services, which creates substantial and unique competitive advantages

Eco-Pan – A Unique, Disruptive Environmental Solution

Concrete Waste Management Overview

- Stringent regulation on washout of concrete pump trucks and related equipment
- Ensuring job sites are environmentally compliant is a major challenge and distraction for contractors
- Eco-Pan provides a simple, fully-compliant and cost-effective solution
- Highly profitable (~44% EBITDA margins¹) and strong historical growth (~25% annual revenue growth)

Options for Concrete Washwater Containment

Ineffective Legacy Alternatives



No solution



Immovable washout pits



Disruptive Solution: Eco-Pan



Turn-key, route-based service.
Collect & retain all washwater in leakproof containers

Note: Eco-Pan financial profile reflects historical results and may not be indicative of future returns.
1) EBITDA Margin based on 12 months ending October 31, 2018.

Proven Management With Significant Ownership Stake

Current CPH Management & Employees Collectively Own 13% of the Company¹



Bruce Young
Chief Executive Officer

- CEO of CPH: 2008 – Present
- CEO of Eco-Pan: 1999 – Present
- Manager of Brundage-Bone concrete pumping operations: 2001 – 2008
- 38 years of industry experience



Iain Humphries
Chief Financial Officer

- CFO of CPH: 2016 – Present
- CFO of Wood Group PSN Americas (LSE:WG): 2013 – 2016
- 20 years of international financial and managerial experience
- Chartered Accountant of the Institute of Chartered Accountants of Scotland



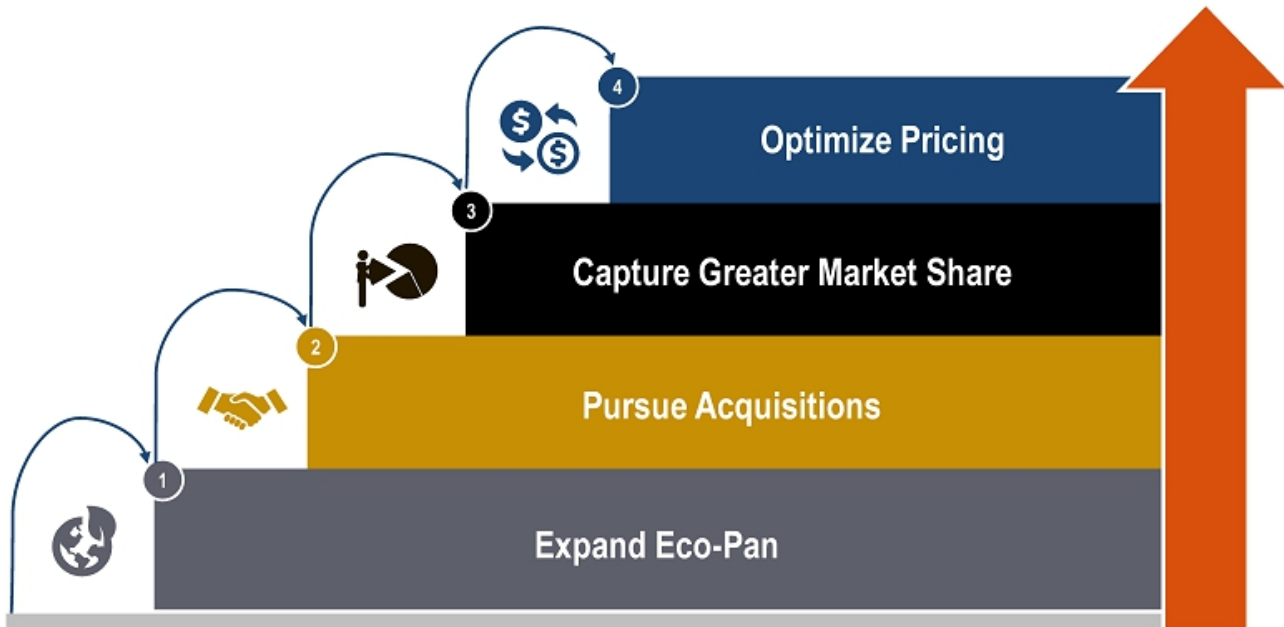
Tony Faud
Managing Director, U.K.

- Managing Director of CPH UK operations
- Managing Director of Camfaud since 2002
- 30+ years of industry experience

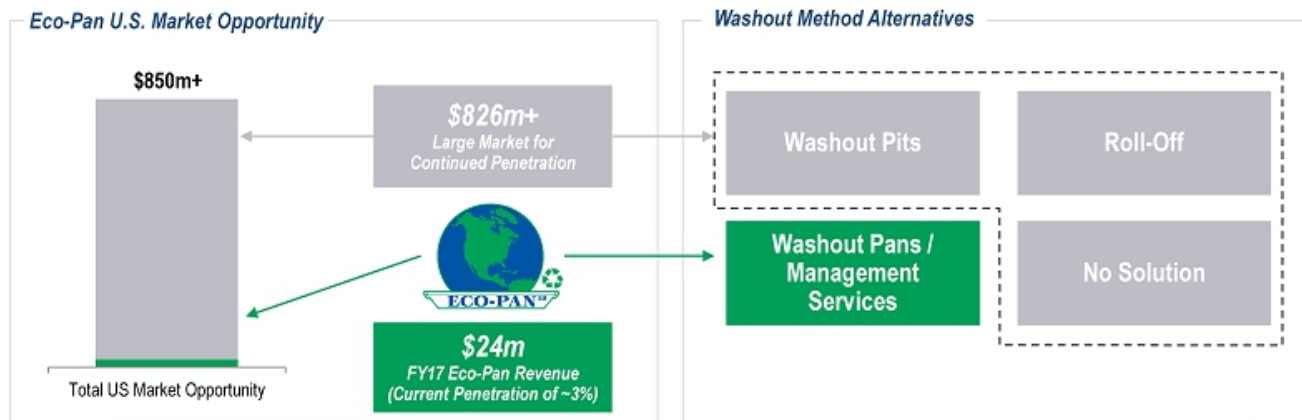
[1] Assumes conversion and full dilution of the Zero-Dividend Convertible Perpetual Preferred Stock PIPE and all outstanding "in-the-money" options that were issued at the Closing to certain members of CPH Management and Former CPH Employee Shareholders, based on Treasury Stock method and an assumed \$10.20 stock price.

Framing the CPH Growth Opportunity

Scalable platform that is positioned for continued strong organic and strategic growth



1 Eco-Pan – Significant White Space Market Opportunity



Key Factors for Increased Penetration of Eco-Pan

- A. Violation avoidance** – provides a simple, leak-proof solution, compliant with EPA and state regulations
- B. Environmental protection** – high-quality pans that are far less likely to leak or spill than washout pits
- C. Convenience / reduced labor** – Convenient turn-key solution for contractors, allowing focus on core activities

How We Execute

- A. Route density** – supports profitable operations
- B. Capitalized to invest in high-quality pans and service** – designed by industry operators
- C. Cross-sell to our large, complementary concrete pumping customers** – only ~25% of Eco-Pan's business is with CPH's own concrete pumping units
- D. Target 54% ROI and 1.9 year payback on new routes**

(1) Investment required for new route: one truck - \$280,000; 85 Eco-Pans at ~\$950 each = \$81,000. Return profile reflect historical and/or target results and may not be indicative of future returns.

2 Proven M&A Platform

M&A Playbook

- **Acquirer of Choice:** Completed 45+ acquisitions since 1983 (avg. pre-synergy Adjusted EBITDA multiples <4.5x)
- **Benefits of Scale:** Track record of increasing Adjusted EBITDA margins of target (~20%) to CPH levels (~35%) within first few years through utilization increases, price optimization and cost synergies
- **Clear Acquisition Criteria:** Strong management, good employee and customer relationships, well maintained fleet and meaningful potential for synergies
- **Attractive Tax Benefits Available:** Transactions typically structured as asset purchases, expected to allow 100% cost expensing for tax purposes
- **Strong Acquisition Pipeline:** ~\$100m of additional Adjusted EBITDA identified

Acquisitions since 2015

| Company Name | Markets | Purchase Price (millions) | Est. Acquisition Adjusted EBITDA Multiple ² |
|--------------|------------|---------------------------|--|
| Solid Rock | TX | \$1.1 | 2.6x |
| Dyna Pump | TX | \$0.3 | 1.6x |
| Action | SC, TN, AL | \$5.6 | 7.3x |
| AJ / Kenyon | SC | \$1.7 | 2.1x |
| Oxford | U.K. | £45.5 | 4.4x |
| Reilly | U.K. | £10.2 | 4.0x |
| O'Brien | CO | \$21.0 | 4.0x |

Note: Figures above are indicative of historical acquisition results. There can be no assurances that future acquisitions will occur or perform in line with historical achievements.

(1) An acquisition of either of these targets is still subject to further negotiations, due diligence, availability of financing, regulatory approvals and CPH board approval.

(2) Estimated acquisition Adjusted EBITDA multiples are before synergies.

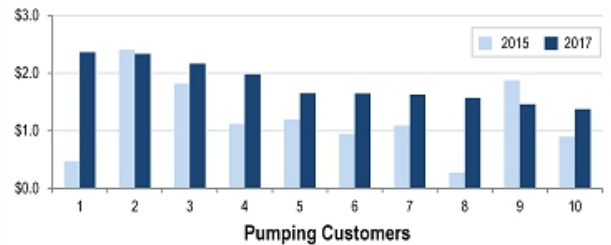
3 Capture Greater Market Share – Drivers of Growth

Drivers of Growth

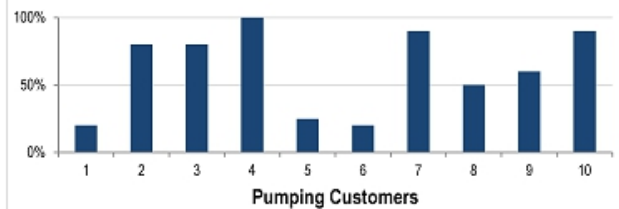
- ✓ Favorable market tailwinds – customers posting record backlogs
- ✓ CPH customers capturing greater share
- ✓ Increasing project complexity
- ✓ Ability to charge premium pricing for superior quality
- ✓ Customers reducing number of pumping providers with preference for national players
- ✓ Customers pulling CPH into new markets

Proven Growth and Strong Opportunity With Top Customers

Top 10 Pumping Customers Revenue (\$ in millions)



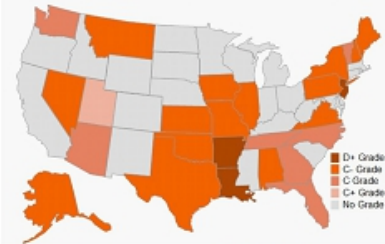
Top 10 Pumping Customers Wallet Share (%)



3 Capture Greater Market Share – Large Opportunities in U.S. & U.K.



U.S. State Infrastructure Report and Grading¹



U.S. Infrastructure Report and Grading¹

| Category | Grade |
|----------------------|-----------|
| 1 Aviation | D |
| 2 Bridges | C- |
| 3 Dams | D |
| 4 Drinking Water | D |
| 5 Energy | D+ |
| 6 Hazardous Waste | D- |
| 7 Inland Waterways | D |
| 8 Levees | D |
| 9 Parks & Recreation | D+ |
| 10 Ports | C- |
| 11 Rail | B |
| 12 Roads | D |
| 13 Schools | D- |
| 14 Solid Waste | C+ |
| 15 Transit | D- |
| 16 Wastewater | D+ |
| Overall | D+ |

U.S. Infrastructure Stimulus Opportunity

- Significant investment (\$1+ trillion over ten years) expected to address aging and poor state of U.S. infrastructure
- Brundage-Bone's footprint and operational capabilities position it well to capture a large share of stimulus spend



U.K. High Speed Railway Project ("HS2")



Project Overview

- \$77 billion HS2 project
- Highly concrete intensive, with a very large percentage requiring pumping
- CPH's U.K. segment (Camfaud) is well positioned to receive a large share given its national footprint and fleet capabilities
- Expected Contribution – Phase 1 Only:
 - ~5.4 million m³ of concrete and ~2.2 million m³ of which will be pumped
 - Phase 1 market opportunity for Camfaud could be worth up to \$24 million

[1] American Society of Civil Engineers "2017 Infrastructure Report Card: A Comprehensive Assessment of America's Infrastructure".

4 Track Record of Pricing Optimization

Drivers of Pricing Optimization

Faster, Safer & Higher Quality

Advantages of concrete pumping

~90 mins

Time before ready-mix concrete perishes

~3 mins

Approximate time for concrete pumping to empty ready-mix truck

~10%

Ready-mix concrete costs (as % of overall project costs)

~1-2%

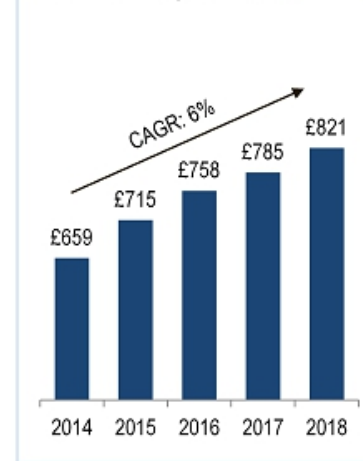
Concrete pumping costs (as % of overall project costs)

Track Record of Price Optimization in the U.S. and U.K.

U.S. – Revenue per Billed Hour



U.K. – Revenue per Billed Job





Concrete Pumping Holdings, Inc.

Financial Overview

Strong Financial Performance in FY2018¹

(US\$ in millions)

Adjusted Revenue Pro Forma for Acquisitions



Adjusted EBITDA Pro Forma for Acquisitions



Concrete Pumping Commentary

- Pricing and volume growth across both U.S. and U.K. Concrete Pumping
- U.S. Concrete Pumping has benefited from positive construction momentum across all end markets
- U.K. Concrete Pumping has continued to grow and take market share in the United Kingdom

Eco-Pan Commentary

- Eco-Pan continues trend of rapid growth as it further penetrates new and existing markets
- Increased demand driven by 1) rising environmental enforcement; and 2) general contractors realizing that the service is more cost-effective and efficient vs. legacy industry solutions

Note: CPPI has an October fiscal year end. See Reconciliation of Non-GAAP Measures on Slide 31.
(1) Financials are pro forma adjusted to account for acquisitions made during these historical periods.

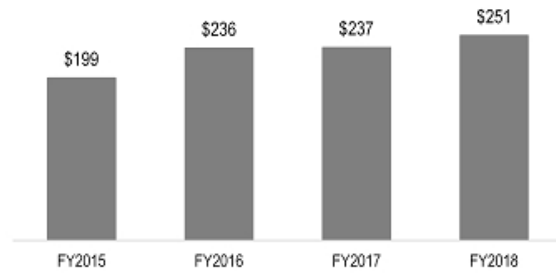
Historical Financial Profile¹

Strong track record of growth and Adjusted EBITDA margins

(US\$ in millions)

Adjusted Revenue Pro Forma for Acquisitions

2015 – 2018 CAGR: 8%



Adjusted EBITDA & Margin Pro Forma for Acquisitions

2015 – 2018 CAGR: 8%

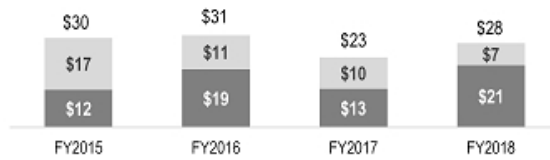
2015 – 2018 Avg. Margin: 34%



Capex Pro Forma for Acquisitions

2015 – 2018 Average as % of Revenue: 12%

■ Net Maintenance ■ Growth



Note: CPH has an October fiscal year end. Figures may not sum due to rounding. See Reconciliation of Non-GAAP Measures on Slide 31.
 (1) Financials are pro forma adjusted to account for acquisitions made during these historical periods.

Highly Variable Cost Structure

Variable Cost Base Provides Flexibility Across Business Environments

| | <u>FY 2017</u> | <u>Approximate Variable Component</u> |
|--------------------------------|----------------|---------------------------------------|
| Cost of Sales: | | |
| Personnel | \$63.4 | 85% |
| Fuel | 10.4 | 95% |
| Parts, repairs & maintenance | 21.9 | 95% |
| Insurance | 7.1 | 70% |
| Other | 6.0 | 80% |
| Total Cost of Sales | \$108.9 | 87% |
| <i>% of Revenue</i> | 48.9% | |
| SG&A Expenses: | | |
| Personnel | \$24.5 | 20% |
| Facilities | 3.6 | 10% |
| Auto | 2.1 | 20% |
| Travel & entertainment | 2.7 | 50% |
| Communication | 1.3 | 20% |
| Personal fees | 1.5 | 50% |
| Other | 4.9 | 50% |
| Total SG&A Expenses | \$40.5 | 26% |
| <i>% of Revenue</i> | 18.2% | |

~70%¹
Variable
Cost Base

Note: Analysis is pro forma adjusted for a full year contribution of CPH's U.K. segment (Camfaud), which was acquired in November 2016, and assumes a constant currency adjustment based on a GBP to USD exchange rate of 1.370. Analysis excludes the impact of April 2018 O'Brien acquisition. Cost breakdown excludes depreciation expense. CPH has an October fiscal year end.

(1) Based on weighted average.

Strong Unit Economics Across Both Concrete Pumping and Eco-Pan

Concrete Pumping Unit Economics

**BRUNDAGE-
BONE** CONCRETE
PUMPING

Camfaud

~25%
Unlevered ROI

~4-5 Years¹ vs. **~20 Years**
Payback Period Useful Life of Assets

Eco-Pan Unit Economics



~54%
Unlevered ROI

~1.9 Years vs. **~20 Years**
Payback Period² Useful Life of Assets

Note: Unit economics and return profile reflect historical and/or target results and may not be indicative of future returns.
 (1) Payback periods vary between the U.S. and the U.K. and by asset type. Concrete pumping payback periods are net of trade-in or sale value for units sold at the end of their useful lives (typical salvage value of approximately 20%).
 (2) Investment required for new route: one truck - \$280,000; 85 Eco-Pans at ~\$950 each = \$81,000.



**BRUNDAGE-
BONE** CONCRETE
PUMPING

Camfaud



Concrete Pumping Holdings, Inc.

Appendices

Analysis of Shares Outstanding

| Shares by Type | Common Stock | Other Shares and Equivalents Outstanding | | Total Potential Outstanding Stock (Fully Diluted) |
|--|---|---|---|---|
| | Outstanding as of December 6, 2018 (Closing Date) | Shares Underlying Convertible Securities ^(1,2) | Shares Underlying Outstanding Warrants ⁽³⁾ | |
| Total Unrestricted Shares (Public Shares) | 2,568,996 | - | - | 2,568,996 |
| CPH Management & Employees (Current and Former) | 2,942,048 | 2,380,210 | - | 5,322,258 |
| Argand Partners | 12,187,638 | - | 10,822,500 | 23,010,138 |
| Peninsula Pacific | 11,005,275 | - | - | 11,005,275 |
| Non-Executive Directors ⁽⁴⁾ | 143,750 | - | 277,500 | 421,250 |
| Nuveen | - | 2,450,980 | - | 2,450,980 |
| Total Restricted Shares | 26,278,711 | 4,831,190 | 11,100,000 | 42,209,901 |
| Shares Underlying Public Warrants | - | - | 23,000,000 | 23,000,000 |
| Fully Diluted Total Outstanding Shares | 28,847,707 | 4,831,190 | 34,100,000 | 67,778,897 |
| Cumulative Fully Diluted Total Outstanding Shares⁽⁵⁾ | 28,847,707 | 33,678,897 | 67,778,897 | 67,778,897 |

1) CPH Management & Employees (Current and Former) hold i) 2,459,406 "in the money" options with a strike price of \$0.87 (which results in a further 2,249,629 shares of Restricted Common Stock assuming a conversion stock price of \$10.20/share based on the Treasury Stock Method), and ii) 324,073 "in the money" options with a strike price of \$6.09 (which results in a further 130,581 shares of Restricted Common Stock assuming a conversion stock price of \$10.20/share based on the Treasury Stock Method).

2) Nuveen may elect to convert its Preferred Stock into shares of Common Stock at a 1:1 ratio at any time six months after the Closing Date. The total number of shares of Common Stock into which the Preferred Stock will be converted will be 2,450,980 shares of Common Stock (subject to anti-dilution protection rights afforded to the holder of the Preferred Stock) at \$10.20/share.

3) Each warrant entitles its holders to purchase one share of Common Stock at an exercise price of \$11.50/share. The warrants held by Argand Partners and Non-Executive Directors can be exercised on a cashless basis, but are assumed to be exercised for cash in this analysis. All warrants become exercisable 30 days after the completion of the initial business combination. The Company may redeem the outstanding warrants at a price of \$0.01 per warrant if the last sale price of the Common Stock equals or exceeds \$18.00/share for 20 out of 30 trading days.

4) Non-Executive Directors includes 57,500 shares of Common Stock and 111,000 Warrants held by Tom Armstrong and Gerry Rooney who were Directors of Industree Acquisition Corp., but not on the Board of the Company.

5) Cumulative Fully Diluted Total Outstanding Shares in the "Other Shares and Equivalents Outstanding" columns represent the cumulative amount of outstanding shares of Common Stock if each of the potential events in items 1, 2 and 3 above were to occur in the order presented.

Credit Facilities Summary

| | |
|----------------------------------|---|
| Credit Facilities | - \$357m Term Loan Facility - \$60m ABL Revolver ¹ |
| Interest Rate | - Term Loan Facility: Libor + 600bps - ABL Revolver: Libor + 175-225bps based on leverage levels |
| Tenor | - Term Loan Facility: 7 Years - ABL Revolver: 5 Years |
| Term Loan Amortization | - 1.25% per quarter, bullet at maturity. Amortization starts the 1 st full fiscal quarter following the closing date |
| Term Loan Call Protection | - 101 Soft Call for 12 Months |
| Incremental | - Term Loan Facility: Greater of \$40m and 0.5x EBITDA free and clear, plus unlimited at 3.5x net first lien leverage - ABL Revolver: Up to \$30m |
| Financial Covenants | - Term Loan Facility: None - ABL Revolver: Springing 1:1 Fixed Charge Coverage Ratio if at any time total Excess Availability is less than the greater of (i) 10% of the Line Cap, (ii) \$5m, and (iii) 12.5% of the U.K. Borrowing Base |

⁽¹⁾ The ABL balance was approximately \$11 million at the closing of the Business Combination.

Select CPH Marquee Projects

Crossrail Liverpool Street Station



- London, U.K.
- Deep, irregularly shaped moorgate shaft that had to be watertight
- Camfaud poured 1,900+ yards of concrete on the project

Broadway Bridge



- Little Rock, AR
- Massman Construction contract for Broadway Bridge replacement project
- 2,786 foot-long concrete and steel arch bridge
- Brundage-Bone laid ~1,000 yards of concrete during the 21-month time frame using various pumps, including 32 meters, 36Zs, 36 meters and 41 meters

Other Select Concrete Pumping Projects



*Old Trafford Stadium
Manchester, U.K.*



*Howard Hanson Dam
Seattle, WA*



*Perimeter Summit Office Towers
Atlanta, GA*

CPH in Action

- [Brundage-Bone, Pacific Northwest Highway Project](#)
- [Brundage-Bone, Salt Lake City Airport Terminal](#)
- [Brundage-Bone, Seattle Construction Mat Pour](#)
- [Brundage-Bone, University of Tennessee](#)
- [Brundage-Bone, Westin Denver Airport](#)
- [Brundage-Bone, Concrete Boom Pump Song](#)
- [Camfaud, Brighton BA i360 Observation Tower](#)
- [Camfaud, Queens Park and Paddington Track Renewal](#)
- [Eco-Pan, Home Site Project](#)



Robust, Specialized Fleet of Mobile Pumping Equipment

CPH's Approach to Fleet Management

- Acquire new equipment to replace equipment near the end of its useful life
- Employ outstanding mechanics to ensure fleet is well maintained
- Leverage scale and mobility of fleet to maximize utilization
- Reduce growth capex by utilizing equipment procured from acquisitions
- CPH owns entire fleet; no equipment leasing

CPH Fleet Overview

(Pump lengths in meters; average age and useful life in years)

| Equipment Type | Fleet Count | Average Age | Expected Useful Life |
|---------------------------|-------------|-------------|----------------------|
| Up to 32m | 208 | 10.0 | 20 |
| 34m to 43m | 251 | 10.9 | 20 |
| 45m to 47m | 85 | 8.4 | 18 |
| 52m+ | 76 | 6.2 | 12 |
| Total Booms | 620 | 9.7 | 19 |
| Stationary / Other | 252 | 7.7 | 20 |
| Placing Booms | 57 | 9.1 | 25 |
| Telebelts | 16 | 9.2 | 15 |
| Grand Total | 945 | 9.1 | 19+ |

Note: Fleet profile as of October 31, 2018. Includes impact of April 2018 O'Brien acquisition.

Reconciliation of Non-GAAP Measures

| (US\$ in millions) | Years Ended October 31, | | | | Three Months Ending October 31, | |
|---|-------------------------|-------------------|-------------------|-------------------|---------------------------------|------------------|
| | FY2015 | FY2016 | FY2017 | FY2018 | FY2017 | FY2018 |
| Revenue Pro Forma for Acquisitions | | | | | | |
| Revenue, reported | \$ 147,361 | \$ 172,426 | \$ 211,211 | \$ 243,223 | \$ 99,509 | \$ 67,309 |
| U.K. Concrete Pumping - Camfaud revenue (pre-acquisition) | 45,685 | 90,530 | 8,357 | - | - | - |
| O'Brien revenue (pre-acquisition) | 11,182 | 13,563 | 13,796 | 6,990 | 3,710 | - |
| Revenue Pro Forma for Acquisitions | 204,228 | 236,519 | 233,364 | 250,213 | 63,219 | 67,309 |
| Constant currency adjustment ⁽¹⁾ | (5,000) | (814) | 3,277 | 1,110 | 813 | 768 |
| Adjusted Revenue Pro Forma for Acquisitions | \$ 199,228 | \$ 235,705 | \$ 236,641 | \$ 251,323 | \$ 64,032 | \$ 68,137 |
| Net income, reported | \$ 3,509 | \$ 6,234 | \$ 913 | \$ 28,382 | \$ 1,144 | \$ 1,389 |
| U.K. Concrete Pumping - Camfaud net income (pre-acquisition) | 10,057 | 11,341 | 404 | - | - | - |
| O'Brien net income (pre-acquisition) | 3,702 | 4,739 | 4,909 | 267 | 409 | - |
| Net Income Pro Forma for Acquisitions | 17,268 | 22,374 | 6,226 | 28,649 | 1,553 | 1,389 |
| Interest expense, reported | \$ 20,492 | \$ 19,516 | \$ 22,748 | \$ 21,425 | \$ 5,702 | \$ 5,735 |
| U.K. Concrete Pumping - Camfaud interest expense (pre-acquisition) | 575 | 565 | 588 | - | - | - |
| O'Brien interest expense (pre-acquisition) | 38 | - | - | - | - | - |
| Interest Expense Pro Forma for Acquisitions | 21,105 | 20,081 | 23,336 | 21,425 | 5,702 | 5,735 |
| Income tax expense / (benefit), reported | \$ 2,020 | \$ 4,454 | \$ 3,757 | \$ (9,784) | \$ 955 | \$ 848 |
| U.K. Concrete Pumping - Camfaud income tax expense (pre-acquisition) | - | 141 | 87 | - | - | - |
| O'Brien income tax expense (pre-acquisition) | - | - | - | - | - | - |
| Income Tax Expense Pro Forma for Acquisitions | 2,020 | 4,595 | 3,844 | (9,784) | 955 | 848 |
| Depreciation and amortization, reported | \$ 20,603 | \$ 22,310 | \$ 27,154 | \$ 25,623 | \$ 6,496 | \$ 6,947 |
| U.K. Concrete Pumping - Camfaud depreciation and amortization (pre-acquisition) | 3,607 | 3,984 | 1,025 | - | - | - |
| O'Brien depreciation and amortization (pre-acquisition) | - | - | 93 | 43 | 22 | - |
| Depreciation and Amortization Pro Forma for Acquisitions | 24,210 | 26,294 | 28,272 | 25,666 | 6,520 | 6,947 |
| EBITDA Pro Forma for Acquisitions | 64,604 | 73,344 | 61,678 | 65,956 | 14,730 | 14,919 |
| EBITDA adjustments: | | | | | | |
| Debt refinancing costs | \$ 964 | \$ 691 | \$ 5,401 | \$ - | \$ 4,669 | \$ - |
| Acquisition costs | 290 | 3,644 | 4,343 | 7,590 | 512 | 5,070 |
| One-time employee costs ⁽²⁾ | - | 29 | 997 | - | (447) | - |
| Other adjustments ⁽³⁾ | 2,461 | 4,761 | 4,964 | 9,190 | 2,306 | 2,218 |
| Constant currency adjustment ⁽¹⁾ | (1,626) | (247) | 1,031 | 652 | 128 | 160 |
| Adjusted EBITDA Pro Forma for Acquisitions | \$ 66,692 | \$ 82,222 | \$ 78,414 | \$ 83,380 | \$ 21,698 | \$ 22,367 |
| Capex Pro Forma for Acquisitions | | | | | | |
| Maintenance Capex | 12,438 | 19,311 | 12,747 | 20,644 | - | - |
| Growth Capex | 17,283 | 11,323 | 10,484 | 7,325 | - | - |
| Pro Forma Total Capex | 29,721 | 30,634 | 23,231 | 27,969 | | |

Note: CPH's U.K. segment (Camfaud) was acquired in November 2016 and is consolidated in the fiscal year 2018 and 2017 financial statements. Financial results of Camfaud are captured separately prior to this date and are labeled as "pre-acquisition," and are consolidated within CPH's "reported" financials for periods after November 2016. O'Brien was acquired in April 2018 and its financial results are included as "pre-acquisition" financials for 2018, 2017, 2016 and 2015.

(1) Constant currency based on a GBP to USD exchange rate of 1.370.

(2) One-time employee costs include severance, relocation, hiring and recruiting expenses.

(3) Other adjustments include management & board fees, transaction-related and other non-ordinary course legal fees, stock option expense, start-up costs, and other transaction-oriented, project-oriented, normalizing and non-operating income/expense items.



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HOLDINGS**

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