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): November 13, 2024

Loar Holdings Inc. (Exact name of Registrant as Specified in Its Charter)

Delaware (State or Other Jurisdiction of Incorporation)

20 New King Street White Plains, New York

(Address of Principal Executive Offices)

001-42030 (Commission File Number)

82-2665180 (IRS Employer Identification No.)

10604 (Zip Code)

Registrant's Telephone Number, Including Area Code: 914 909-1311

Not applicable

(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:

 \square Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

	Trading	
Title of each class	Symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.01 per share	LOAR	New York Stock Exchange

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 \boxtimes

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 November 13, 2024, Loar Holdings Inc. announced its financial results for the quarter ended September 30, 2024. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference.

The information in Item 2.02 and in the accompanying Exhibit 99.1 is being furnished and 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 they be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press release issued by Loar Holdings Inc. on November 13, 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

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.

Date: November 13, 2024

By:

/s/ Glenn D'Alessandro Glenn D'Alessandro Treasurer and Chief Financial Officer



Loar Holdings Inc. Reports Q3 2024 Results, Upward Revision to 2024 and Initial 2025 Guidance

November 13, 2024

WHITE PLAINS, NY., November. 13, 2024 /ACCESSWIRE/ -- Loar Holdings Inc. (NYSE: LOAR) (the "Company," "Loar," "we," "us" and "our"), reported record results for the third quarter of 2024.

Third Quarter 2024

- •Net sales of \$103.5 million, up 25.0% compared to the prior year's quarter. •Net income for Q3 2024 was \$8.7 million, up \$5.8 million compared to the prior year's quarter. •Diluted earnings per share of \$0.09.
- •Adjusted EBITDA of \$38.1 million, up 31.8% compared to the prior year's quarter.
- •Net income margin for the quarter improved to 8.4% from the prior year's quarter of 3.4%.
- •Adjusted EBITDA Margin for the quarter was 36.8% compared to 34.9% for the prior year's quarter. •Adjusted Earnings Per Share of \$0.15.

"Our third quarter results showcased our continued execution across all four of our strategic value drivers," stated Dirkson Charles, Loar CEO and Executive Co-Chairman of the Board of Directors. "We again achieved record net sales and Adjusted EBITDA, driven by strong demand in both our commercial and defense end-markets.'

Loar reported net sales for the quarter of \$103.5 million, an increase of \$20.7 million or 25.0% over the prior year's guarter. Organically⁽¹⁾, net sales increased 16.5% or \$13.7 million, to \$96.5 million.

Net income for the quarter increased \$5.8 million to \$8.7 million from a net income of \$2.9 million for the comparable quarter a year ago. The increase in net income for the quarter was primarily driven by an increase in operating income and a decrease in interest expense.

Adjusted EBITDA for the quarter was \$38.1 million, an increase of 31.8% or \$9.2 million compared to the prior year's quarter. Adjusted EBITDA as a percentage of net sales was 36.8%, compared to 34.9% in the third quarter of the prior year. The increase in Adjusted EBITDA as a percentage of net sales is primarily attributed to the execution of our strategic value drivers and operating leverage from higher sales levels.

Year-to-Date

Net sales for the first nine months ended September 30, 2024, were \$292.4 million, an increase of \$61.3 million or 26.5% over the comparable period of the prior year. Organically⁽¹⁾, net sales increased 14.9% or \$34.5 million, to \$265.6 million.

Net income year-to-date increased \$22.6 million to \$18.5 million from a net loss of \$4.0 million for the comparable period a year ago.

Adjusted EBITDA for the nine months of 2024 was \$106.2 million, an increase of 27.1% or \$22.7 million over the comparable period a year ago. Adjusted EBITDA as a percentage of net sales was 36.3%, compared to 36.1% for the first nine months of the prior year.

Please see the attached Table 4 for a reconciliation of net income (loss) to EBITDA, Adjusted EBITDA and Adjusted EBITDA Margin for the periods discussed in this press release.

(1) Net organic sales represent net sales from our existing businesses for comparable periods and exclude net sales from acquisitions. We include net sales from new acquisitions in net organic sales from the 13th month after the acquisition on a comparative basis with the prior period.

Full Year 2024 Outlook – Revised Upward

"As a result of the successful closure of the acquisition of Applied Avionics and our strong business performance, we are revising our full year 2024 guidance," stated Glenn D'Alessandro, Loar Chief Financial Officer and Treasurer. "This guidance therefore reflects higher interest and amortization costs as a result of the acquisition of Applied Avionics.'

•Net sales – between \$390 and \$394 million, up from \$374 million to \$378 million •Net income – between \$19.0 and \$20.0 million, down from \$28.4 million to \$29.6 million •Adjusted EBITDA - between \$141 and \$143 million, up from \$134 million to \$136 million

•Diluted Earnings per share – between \$0.20 and \$0.22

- •Net income margin approximately 5%, down from approximately 8% •Adjusted Earnings Per Share between \$0.35 and \$0.37, down from \$0.44 to \$0.46
- Adjusted EBITDA Margin remains at approximately 36%
- Interest expense approximately \$54 million, up from \$42 million

•Market Assumptions - Full year outlook is based on the following assumptions: oCommercial, Business Jet, and General Aviation OEM growth of high double-digits, up from mid double-digits

oCommercial, Business Jet, and General Aviation aftermarket growth of mid double-digits oDefense growth of high double-digits, up from mid double-digits

Full Year 2025 Outlook

"As we near the end of the year, the strength of our backlog gives us the visibility needed to look ahead to 2025. We believe our 2025 guidance outlines the strong demand we see across all the end-markets in which we participate," stated Mr. Charles.

•Net sales – between \$470 million and \$480 million

•Net income - between \$33.0 million and \$37.0 million

•Adjusted EBITDA - between \$176 million and \$180 million

•Diluted Earnings per share – between \$0.35 and \$0.40

- •Net income margin approximately 7% •Adjusted Earnings Per Share between \$0.45 and \$0.50
- Adjusted EBITDĂ Margin approximately 37.5%
- Interest expense approximately \$60 million
- Market Assumptions Full year outlook is based on the following assumptions:
 - oCommercial, Business Jet, and General Aviation OEM growth of high single-digits oCommercial, Business Jet, and General Aviation aftermarket growth of high single-digits oDefense growth of high double-digits

Adjusted EBITDA, Adjusted Earnings Per Share and Adjusted EBITDA Margin are non-GAAP financial measures provided in these "Full Year 2024 Outlook - Revised Upward" and the "Full Year 2025 Outlook" sections on a forward-looking basis. The Company does not provide a reconciliation of such forward-looking measures to the most directly comparable financial measures calculated and presented in accordance with GAAP because to do so would be potentially misleading and not practical given the difficulty of projecting event-driven transactional and other non-core operating items in any future period. The magnitude of these items, however, may be significant.

Earnings Conference Call

A conference call for investors and security analysts is scheduled on Wednesday November 13, 2024, at 10:30a.m., Eastern Time. To participate in the call telephonically please dial +1 877-407-0670 / +1 215-268-9902. International participants can find a list of toll-free numbers here. A live audio webcast will also be available at the following link as well as through the Investor section of Loar Holdings website; https://ir.loargroup.com

The webcast will be archived and available for replay later in the day.

About Loar Holdings Inc.

Loar Holdings Inc. is a diversified manufacturer and supplier of niche aerospace and defense components that are essential for today's aircraft and aerospace and defense systems. Loar has established relationships across leading aerospace and defense original equipment manufacturers and Tier Ones worldwide.

Non-GAAP Supplemental Information

We present in this press release certain financial information based on our EBITDA, Adjusted EBITDA, Adjusted EBITDA Margin, and Adjusted Earnings Per Share. References to "EBITDA" mean earnings before interest, taxes, depreciation and amortization, references to "Adjusted EBITDA" mean EBITDA plus, as applicable for each relevant period, certain adjustments as set forth in the reconciliations of net income (loss) to EBITDA and Adjusted EBITDA, and references to "Adjusted EBITDA Margin" refer to Adjusted EBITDA divided by net sales. References to Adjusted Earnings Per Share mean net income plus certain adjustments as set forth in the reconciliations below to derive Adjusted EBITDA from EBITDA, less the tax effect of these adjustments. EBITDA, Adjusted EBITDA, Adjusted EBITDA Margin, and Adjusted Earnings Per Share are not measurements of financial performance under U.S. GAAP. We present EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin because we believe they are useful indicators for evaluating operating performance. In addition, our management uses Adjusted EBITDA to review and assess the performance of the management team in connection with employee incentive programs and to

prepare its annual budget and financial projections. Moreover, our management uses Adjusted EBITDA of target companies to evaluate acquisitions.

Although we use EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin as measures to assess the performance of our business and for the other purposes set forth above, the use of non-GAAP financial measures as analytical tools has limitations, and you should not consider any of them in isolation, or as a substitute for analysis of our results of operations as reported in accordance with U.S. GAAP. Some of these limitations are:

•EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin do not reflect the significant interest expense, or the cash requirements necessary to service interest payments on our indebtedness.

•Although depreciation and amortization are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future, and the cash requirements for such replacements are not reflected in EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin.

•EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin exclude the cash expense we have incurred to integrate acquired businesses into our operations, which is a necessary element of certain of our acquisitions.

•The omission of the substantial amortization expense associated with our intangible assets further limits the usefulness of EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin; and

•EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin do not include the payment of taxes, which is a necessary element of our operations.

Because of these limitations, EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin should not be considered as measures of cash available to us to invest in the growth of our business. Management compensates for these limitations by not viewing EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin in isolation and specifically by using other U.S. GAAP measures, such as net sales and operating profit, to measure our operating performance. EBITDA, Adjusted EBITDA, and Adjusted EBITDA, and Adjusted EBITDA Margin are not measurements of financial performance under U.S. GAAP, and they should not be considered as alternatives to net income (loss) or cash flow from operations determined in accordance with U.S. GAAP. Our calculations of EBITDA, Adjusted EBITDA, and Adjusted EBITDA Margin may not be comparable to the calculations of similarly titled measures reported by other companies.

Future Looking Statements

This press release includes express or implied forward-looking statements. Forward-looking statements include all statements that are not historical facts including those that reflect our current views with respect to, among other things, our operations and financial performance. The words "anticipate," "assume," "believe," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "future," "will," "seek," "foreseeable," the negative version of these words or similar terms and phrases may identify forward-looking statements in this press release, but the absence of these words does not mean that a statement is not forward-looking.

The forward-looking statements contained in this press release, including, but not limited to, the statements under the headings "Full Year 2024 Outlook – Revised Upward" and "Full Year 2025 Outlook," are based on management's current expectations and are not guarantees of future performance. Our expectations and beliefs are expressed in management's good faith, and we believe there is a reasonable basis for them, however, the forward-looking statements are subject to various known and unknown risks,

uncertainties, assumptions, or changes in circumstances that are difficult to predict or quantify. Actual results may differ materially from these expectations due to changes in global, regional, or local economic, business, competitive, market, regulatory, and other factors, many of which are beyond our control. We believe that these factors include but are not limited to the following: the almost exclusive focus of our business on the aerospace and defense industry; our heavy reliance on certain customers for a significant portion of our sales; the fact that we have in the past consummated acquisitions and our intention to continue to pursue acquisitions, and that our business may be adversely affected if we cannot consummate acquisitions on satisfactory terms, or if we cannot effectively integrate acquired operations; and the other risks and uncertainties described under "Risk Factors" of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2024 filed with the Securities and Exchange Commission ("SEC") on August 13, 2024, as well as the Company's Quarterly Report on Form 10-Q that will be filed following this earnings release, and other periodic reports filed by the Company from time to time with the SEC.

These factors should not be construed as exhaustive and should be read in conjunction with the other cautionary statements that are included in this press release. Should one or more of these risks or uncertainties materialize, or should any of our assumptions prove incorrect, our actual results may vary in material respects from those projected in the forward-looking statements. Any forward-looking statement made by us in this press release speaks only as of the date of this press release and is expressly qualified in its entirety by the cautionary statements included in this press release. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. We may not actually achieve the plans, intentions or expectations disclosed in our forward-looking statements and you should not place undue reliance on our forward-looking statements. Our forward-looking statements, or other strategic transactions we may make. We undertake no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by any applicable law.

Contact

Ian McKillop Loar Group Investor Relations IR@loargroup.com

Table 1: - Condensed Consolidated Balance Sheets

(Unaudited, amounts in thousands except share amounts)

		September 30, 2024		
Assets				
Current assets:				
Cash and cash equivalents	\$	55,179	\$	21,489
Accounts receivable, net		66,329		59,002
Inventories		97,887		77,962
Other current assets		12,152		11,830
Income taxes receivable		408		393
Total current assets		231,955		170,676
Property, plant and equipment		76,955		72,174
Finance lease assets		2,240		2,448
Operating lease assets		5,916		6,297
Other long-term assets		16,200		11,420
Intangible assets, net		447,123		316,542
Goodwill		691,658		470,888
Total assets	<u>\$ 1</u>	,472,047	\$	1,050,445
Liabilities and equity Current liabilities:				
Accounts payable	\$	16,224	\$	12,876
Current portion of long-term debt		6,028		6,896
Current portion of finance lease liabilities		221		190
Current portion of operating lease liabilities		612		609
Income taxes payable		6,265		6,133
Accrued expenses and other current liabilities		29,334		24,776
Total current liabilities		58,684		51,480
Deferred income taxes		36,820		36,785
Long-term debt, net		596,074		528,582
Finance lease liabilities		3,234		3,401
Operating lease liabilities		5,464		5,802
Environmental liabilities		-		1,145
Other long-term liabilities		1,957		5,109
Total liabilities		702,233		632,304
Commitments and contingencies				

Commitments and contingencies

Equity:		
Preferred stock, \$0.01 par value, 1,000,000 shares authorized, and no shares issued or outstanding	_	_
Common stock, \$0.01 par value, 485,000,000 shares authorized; 89,703,571 issued		
and outstanding at September 30, 2024	897	
Additional paid-in capital	793,167	_
Accumulated deficit	(24,245)	—
Accumulated other comprehensive loss	(5)	_
Member's equity	—	418,141
Total equity	769,814	418,141
Total liabilities and equity	\$ 1,472,047	\$ 1,050,445

Table – 2: Condensed Consolidated Statements of Operations

(Unaudited, amounts in thousands except per common share and per common unit amounts)

		Three Mon Septem	30,		Nine Months Ended September 30, 2024 2023			
Net seles	¢	2024	¢	2023	¢		¢	2023
Net sales	\$	103,519	\$	82,807	\$	292,378	\$	231,042
Cost of sales		50,615		42,176		147,515		116,904
Gross profit		52,904		40,631		144,863		114,138
Selling, general and administrative expenses		30,186		21,863		80,362		60,210
Transaction expenses		1,444		2,022		2,549		2,626
Other income, net		1,574		356		4,441		483
Operating income		22,848		17,102		66,393		51,785
Interest expense, net		9,962		17,155		38,332		49,125
Refinancing costs		-		-		1,645		—
Income (loss) before income taxes		12,886		(53)		26,416		2,660
Income tax (provision) benefit		(4,230)		2,907		(7,870)		(6,702)
Net income (loss)	\$	8,656	\$	2,854	\$	18,546	\$	(4,042)
Net income per common share:								
Basic	\$	0.10		n/a	\$	0.21		n/a
Diluted	\$	0.09		n/a	\$	0.20		n/a
Weighted average common shares outstanding:								
Basic		89,704		n/a		88,722		n/a
Diluted		91,931		n/a		90,755		n/a
Net income (loss) per common unit		n/a	\$	14,000.14		n/a	\$	(19,799.55)
Weighted average common units outstanding - basic and diluted		n/a		204		n/a		204

Table 3: - Condensed Consolidated Statements of Cash Flows

(Unaudited, amounts in thousands)

	Nine Months Ended September 30, 2024 2023							
Operating Activities								
Net income (loss)	\$	18,546	\$	(4,042				
Adjustments to reconcile net income (loss) to net cash provided by								
operating activities:								
Depreciation		8,183		7,297				
Amortization of intangibles and other long-term assets		22,249		20,869				
Amortization of debt issuance costs		931		2,132				
Amortization of acot issuance costs		276		2,152				
Stock-based compensation		7,568		278				
Deferred income taxes		(141)		622				
		. ,						
Non-cash lease expense		438		668				
Refinancing costs		1,645		—				
Other income, net		(2,856)		_				
Changes in assets and liabilities:		(1.004.)		(11.150)				
Accounts receivable		(4,331)		(11,462				
Inventories		(13,694)		(12,643				
Other assets		(4,455)		(3,565				
Accounts payable		2,825		3,531				
Other liabilities		(1,404)		(2,384				
Environmental liabilities		(1,145)		(46				
Operating lease liabilities		(392)		(656				
Net cash provided by operating activities		34,243		800				
Investing Activities Capital expenditures Payment for acquisitions, net of cash acquired Net cash used in investing activities		(6,084) (383,222) (389,306)		(7,824 (60,289 (68,113				
Financing Activities								
Net proceeds from issuance of common stock		325,408						
Payments of long-term debt		(287,881)		(4,333				
Proceeds from issuance of long-term debt		360,000		53,000				
Financing costs and other, net		(8,876)		(1,060				
Payments of finance lease liabilities		(137)		(1,000				
Net cash provided by financing activities		388,514		47,512				
The cash provided by manoning activities		500,514		47,512				
Effect of translation adjustments on cash and cash equivalents		239		(137				
Net increase (decrease) in cash and cash equivalents		33,690		(19,938)				
Cash and cash equivalents, beginning of period		21,489		35,497				
Cash and cash equivalents, end of period	\$	55,179	\$	15,559				
cum una cum equivalente, ena el period			<u> </u>					
Supplemental information								
Interest paid during the period, net of capitalized amounts	<u>\$</u> \$	37,495	<u>\$</u> \$	47,246				

Table – 4: Reconciliation of Net income (Loss) to EBITDA and Adjusted EBITDA

(Unaudited, amounts in thousands)

	Th	ree Months E 3	nded 0,	September	Nine Months Ended September 30,						
		2024		2023	2024			2023			
Net income (loss)	\$	8,656	\$	2,854	\$	18,546	\$	(4,042)			
Adjustments:											
Interest expense, net		9,962		17,155		38,332		49,125			
Refinancing costs				_		1,645					
Income tax provision (benefit)		4,230		(2,907)		7,870		6,702			
Operating income		22,848		17,102		66,393		51,785			
Depreciation		2,775		2,314		8,183		7,297			
Amortization		7,945		7,101		22,249		20,869			
EBITDA		33,568		26,517		96,825		79,951			
Adjustments:											
Recognition of inventory step-ups (1)		276		201		276		201			
Other income, net ⁽²⁾		(1,574)		(356)		(4,441)		(483)			
Transaction expenses ⁽³⁾		1,444		2,023		2,549		2,627			
Stock-based compensation (4)		3,094		92		7,568		278			
Acquisition and facility integration costs (5)		1,288		432		3,381		917			
Adjusted EBITDA	\$	38,096	\$	28,909	\$	106,158	\$	83,491			
Net sales	\$	103,519	\$	82,807	\$	292,378	\$	231,042			
Net income (loss) margin		8.4 %	6	3.4 %	6.3 %		6	(1.7)%			
Adjusted EBITDA Margin		36.8 %	36.8 % 34.9 %		36.3 %			36.1 %			

(1)Represents accounting adjustments to inventory associated with acquisitions of businesses that were charged to cost of sales when inventory was sold.
 (2)Represents the reduction in the estimated contingent purchase price for the CAV Group Limited acquisition in 2024 and a grant from the U.S. Department of Transportation under the Aviation Manufacturing Jobs Protection Program in 2023.
 (3)Represents third party transaction-related costs for acquisitions comprising deal fees, legal, financial and tax due diligence expenses, and valuation costs that are required to be expensed as incurred.
 (4)Represents the non-cash compensation expense recognized by the Company for equity awards.
 (5)Represents costs incurred to integrate acquired businesses and product lines into our operations, facility relocation costs and other acquisition-related costs.

Table – 5: Sales by End-Market

(Unaudited, amounts in thousands)

	Three Months Ended September 30,											
			2	024			2023					
		OEM et Sales	Aftermarket Total es Net Sales Net Sales			OEM Net Sales		Aftermarket Net Sales			Total et Sales	
Commercial Aerospace	\$	15,824	\$	29,058	\$	44,882	\$	14,574	\$	23,886	\$	38,460
Business Jet and General Aviation												
Aviation		19,911		10,121		30,032		11,701		7,729		19,430
Total Commercial		35,735		39,179		74,914		26,275		31,615		57,890
Defense		10,152		11,810		21,962		8,004		7,218		15,222
Other		2,976		3,667		6,643		5,667		4,028		9,695
Total	\$	48,863	\$	54,656	\$	103,519	\$	39,946	\$	42,861	\$	82,807

	Nine Months Ended September 30,											
			2	2024			2023					
	N	OEM et Sales					OEM et Sales	Aftermarket Net Sales		Total Net Sales		
Commercial Aerospace	\$	46,316	\$	81,101	\$	127,417	\$	40,487	\$	67,016	\$ 107,503	
Business Jet and General												
Aviation		53,556		29,253		82,809		31,391		20,516	51,907	
Total Commercial		99,872		110,354		210,226		71,878		87,532	159,410	
Defense		26,793		32,681		59,474		22,546		21,056	43,602	
Other		10,727		11,951		22,678		15,323		12,707	28,030	
Total	\$	137,392	\$	154,986	\$	292,378	\$	109,747	\$	121,295	\$ 231,042	

 Table – 6: Reconciliation of Earnings Per Share to Adjusted Earnings Per Share

 (Unaudited, amounts in thousands except per share amounts)

	Sej	Months Ended otember 30, 2024	Nine Months Ended September 30, 2024			
Reported earnings per share						
Net income	\$	8,656	\$	18,546		
Denominator for basic and diluted earnings per common share:						
Weighted-average common shares outstanding - basic		89,704		88,722		
Effect of dilutive common shares		2,227		2,033		
Weighted average common shares outstanding-diluted		91,931		90,755		
Net income per common shares—basic	\$	0.10	\$	0.21		
Net income per common shares—diluted	\$	0.09	\$	0.20		
Adjusted earnings per share						
Net income	\$	8,656	\$	18,546		
Refinancing costs		-		1,645		
Gross adjustments to EBITDA		4,528		9,333		
Tax adjustment (1)		235		(880)		
Adjusted net income	\$	13,419	\$	28,644		
Adjusted diluted earnings per share	\$	0.15	\$	0.32		
Diluted earnings per share to adjusted earnings per share						
Net income per common shares-diluted	\$	0.09	\$	0.20		
Adjustments to diluted earnings per share:						
Refinancing costs		-		0.02		
Other income		(0.02)		(0.05)		
Transaction expenses		0.02		0.03		
Stock-based compensation		0.04		0.08		
Acquisition and facility integration costs		0.02		0.05		
Tax adjustment (1)		(0.00)		(0.01)		
Adjusted earnings per share	\$	0.15	\$	0.32		

(1)The tax adjustment represents the tax effect of the adjustments at the applicable effective tax rate. To determine the applicable effective tax rate, refinancing costs, other income, transaction expenses, stock-based compensation, and acquisition and facility integration costs are excluded from adjusted net income and therefore we have excluded the impact those items have on the effective tax rate.