## **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 Earliest Event Reported: August 8, 2023

## **ARRAY TECHNOLOGIES, INC.**

(Exact Name of Registrant as Specified in its Charter)

Delaware (State or Other Jurisdiction of Incorporation) 001-39613 (Commission File Number)

83-2747826 (IRS Employer Identification No.)

3901 Midway Place NE Albuquerque, New Mexico 87109 (Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (505) 881-7567

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

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

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

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

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

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.001 Par Value	ARRY	Nasdaq Global Market

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

Emerging growth company

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

#### Item 2.02 Results of Operations and Financial Condition

On August 8, 2023, Array Technologies, Inc. (the "Company") issued a press release setting forth its financial results for the quarter ended June 30, 2023. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated by reference herein. The information included in Item 2.02 of this Current Report on Form 8-K (this "Current Report"), including 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 it be deemed incorporated by reference into any other filing under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act, regardless of any general incorporation language in any such filing, except as shall be expressly set forth by specific reference in such a filing.

#### Item 7.01 Regulation FD Disclosure

On August 8, 2023, at 5:00 p.m. Eastern Time, the Company will make a presentation about its second quarter 2023 earnings as noted in the press release described in Item 2.02 above. A copy of the presentation slides is attached hereto as Exhibit 99.2. Additionally, the Company has posted the presentation on its website at <u>www.arraytechinc.com</u>. The information included in Item 7.01 of this Current Report, including Exhibit 99.2, is being furnished and 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 incorporated by reference in any other filing under the Securities Act, or the Exchange Act, regardless of any general incorporation language in any such filing, except as shall be expressly set forth by specific reference in such a filing.

### Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit Title or Description
Press Release of Array Technologies, Inc., dated August 8, 2023
Investor Presentation of Array Technologies, Inc., dated August 8, 2023
Cover Page Interactive Data File (embedded within the Inline XBRL document)

## SIGNATURE

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

### Array Technologies, Inc.

Date: August 8, 2023

By: /s/ Tyson Hottinger Name: Tyson Hottinger

Name: Tyson Hottinger Title: Chief Legal Officer

#### August 8, 2023

#### Array Technologies, Inc. Reports Financial Results for the Second Quarter 2023 - Strong execution delivers revenue of \$507.7 million and record gross margin of 29.6%

#### Second Quarter 2023 Highlights

- Revenue of \$507.7 million
- Net income to common shareholders of \$52.0 million
- Adjusted EBITDA<sup>(1)</sup> of \$115.6 million
- Basic and diluted net income per share of \$0.34
- Adjusted diluted net income per share<sup>(1)</sup> of \$0.47
- Executed contracts and awarded orders at June 30, 2023 totaling \$1.7 billion

(1) A reconciliation of the most comparable GAAP measure to its Non-GAAP measure is included below.

ALBUQUERQUE, NM — (GLOBE NEWSWIRE) — Array Technologies (NASDAQ: ARRY) ("Array" or "the Company"), a leading provider of tracker solutions and services for utility-scale solar energy projects, today announced financial results for its second quarter ended June 30, 2023.

"Array delivered another strong performance in the second quarter as we exceeded expectations across the board. Revenue grew 21% from the prior year, anchored by 124% year-over-year growth in our STI segment. Gross margin at 29.6% was particularly strong as we took advantage of cost-saving opportunities in the quarter and an increase in higher-margin non-tracker sales. Capitalizing on the strong margin performance, Adjusted EBITDA was \$116 million for the second quarter, which was a \$95 million improvement from the prior year. And finally, we generated \$57 million of free cash flow in the first half of 2023, leaving us with an ending cash balance at June 30, 2023 of \$156 million, which represents an improvement of \$105 million from June 30, 2022," said Kevin Hostetler, Chief Executive Officer.

Mr. Hostetler continued, "We also saw a meaningful increase in our sequential bookings, winning approximately \$600 million in the quarter. We were happy to see the preliminary guidance come out on IRA domestic content which led to an improved momentum in our conversion of pipeline to orders. That said, we did see a larger proportion of these bookings represent 2024 deliveries than we had expected going into the quarter. This fact, combined with larger than anticipated pushouts due to module availability, further IRA clarity, and permitting issues, has negatively impacted anticipated revenue for 2023. However, it is important to note that despite a lower outlook for revenue, we are increasing our forecasted Adjusted EBITDA and Adjusted EPS as we have increased our full-year gross margin expectation. Further, by delivering more earnings on less revenue, we are able to drive better than forecasted free cash flow performance this year, which we will use to accelerate our deleveraging."

Mr. Hostetler concluded, "While we are disappointed in the progression of the elements we cannot control, we steadfastly remain focused on the execution of our strategy. That includes delivering a strong 2023 while positioning ourselves for success as the industry moves into its next phase of growth. We will enter 2024 with strong bookings momentum, a much-improved balance sheet, a multi-product offering enabling us to expand our target market while delivering industry-leading gross margin, and a stronger operating system that will continue to improve shareholder returns."

#### Second Quarter 2023 Financial Results

Revenue increased 21% to \$507.7 million, compared to \$419.9 million for the prior-year period resulting from both an increase in the total number of MWs shipped and an increase in ASP due to improved pass-through pricing to our customers.

Gross profit increased 276% to \$150.0 million compared to \$39.9 million in the prior year period, driven by both higher volume and an increase in gross profit as a percent of revenue. Gross margin increased to 29.6% from 9.5% driven by an improvement in pass-through pricing to customers, cost-saving opportunities, and an increase in non-tracker sales.

Operating expenses increased to \$53.8 million compared to \$53.3 million during the same period in the prior year. The increase is primarily related to higher census and professional fees, partly offset by \$13.4 million in lower amortization expense in 2023 compared to 2022, which had elevated amortization costs related to the STI acquisition.

Net income to common stockholders was \$52.0 million compared to a net loss of \$17.2 million during the same period in the prior year, and basic and diluted income per share was \$0.34 compared to basic and diluted loss per share of \$0.11 during the same period in the prior year.

Adjusted EBITDA increased to \$115.6 million, compared to \$20.9 million for the prior-year period.

Adjusted net income was \$71.1 million compared to adjusted net income of \$12.9 million during the same period in the prior year and adjusted basic and diluted adjusted net income per share was \$0.47 compared to adjusted diluted net income per share of \$0.09 during the same period in the prior year.

#### **Executed Contracts and Awarded Orders**

Total executed contracts and awarded orders at June 30, 2023 were \$1.7 billion, with \$1.4 billion from our Array Legacy Operations segment and \$0.3 billion from STI Norland.

#### Full Year 2023 Guidance

For the year ending December 31, 2023, the company expects:

- Revenue to be in the range of \$1,650 million to \$1,725 million
- Adjusted EBITDA<sup>(2)</sup> to be in the range of \$280 million to \$295 million
- Adjusted net income per share<sup>(2)</sup> to be in the range of \$1.00 to \$1.07

<sup>(2)</sup> A reconciliation of projected adjusted EBITDA and adjusted net income per share, which are forward-looking measures that are not prepared in accordance with GAAP, to the most directly comparable GAAP financial measures, is not provided because we are unable to provide such reconciliation without unreasonable effort. The inability to provide a quantitative reconciliation is due to the uncertainty and inherent difficulty predicting the occurrence, the financial impact and the periods in which the components of the applicable GAAP measures and non-GAAP adjustments may be recognized. The GAAP measures may include the impact of such items as non-cash share-based compensation, revaluation of the fair-value of our contingent consideration, and the tax effect of such items, in addition to other items we have historically excluded from adjusted EBITDA and adjusted net income per share. We expect to continue to exclude these items in future disclosures of these non-GAAP measures and may also exclude other similar items that may arise in the future (collectively, "non-GAAP adjustments"). The decisions and events that typically lead to the recognition of non-GAAP adjustments are inherently unpredictable as to if or when they may occur. As such, for our 2023 outlook, we have not include estimates for these items and are unable to address the probable significance of the unavailable information, which could be material to future results.

#### **Conference Call Information**

Array management will host a conference call today at 5:00 p.m. Eastern Time to discuss the Company's financial results.

The conference call can be accessed live over the phone by dialing (877)-451-6152 (domestic) or (201)-389-0879 (international). A telephonic replay will be available approximately three hours after the call by dialing (844)-512-2921, or for international callers, (412)-317-6671. The passcode for the live call and the replay is 13739433. The replay will be available until 11:59 p.m. (ET) on August 22, 2023.

Interested investors and other parties can listen to a webcast of the live conference call by logging onto the Investor Relations section of the Company's website at <a href="http://ir.arraytechinc.com">http://ir.arraytechinc.com</a>. The online replay will be available for 30 days on the same website immediately following the call.

To learn more about Array Technologies, please visit the company's website at <u>http://ir.arraytechinc.com</u>.

#### About Array Technologies, Inc.

Array Technologies (NASDAQ: ARRY) is a leading American company and global provider of utility-scale solar tracker technology. Engineered to withstand the harshest conditions on the planet, Array's highquality solar trackers and sophisticated software maximize energy production, accelerating the adoption of cost-effective and sustainable energy. Founded and headquartered in the United States, Array relies on its diversified global supply chain and customer-centric approach to deliver, commission and support solar energy developments around the world, lighting the way to a brighter, smarter future for clean energy. For more news and information on Array, please visit arraytechinc.com.

### Investor Relations Contact:

Array Technologies, Inc. Investor Relations 505-437-0010 investors@arraytechinc.com

#### Forward-Looking Statements

This press release contains forward-looking statements that are based on our management's beliefs and assumptions and on information currently available to our management. Forward-looking statements include information concerning our projected future results of operations, business strategies, and industry and regulatory environment. Forward-looking statements include statements that are not historical facts and can be identified by terms such as "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "seek," "should," "will," "would" or similar expressions and the negatives of those terms.

Array's actual results and the timing of events could materially differ from those anticipated in such forward-looking statements as a result of certain risks, uncertainties and other factors, including without limitation: changes in the demand for solar energy projects; a loss of one or more of our significant customers, their inability to perform under their contracts, or their default in payment; failure to retain key personnel or failure to attract additional qualified personnel; defects or performance problems in our products that could result in loss of customers, reputational damage, a loss of revenue, and warranty, indemnity and product liability claims; a drop in the price of electricity derived from the utility grid or from alternative energy sources; challenges in our ability to consolidate the financial reporting of our acquired foreign subsidiaries; delays, disruptions or quality control problems in our product development operations; the effects of a further increase in interest rates, or a reduction in the availability of tax equity or project debt capital in the global financial markets, which could make it difficult for customers to finance the cost of a solar energy system and could

reduce the demand for our products; changes to tax laws and regulations that are applied adversely to us or our customers; existing electric utility industry policies and regulations, and any subsequent changes, that may present technical, regulatory and economic barriers to the purchase and use of solar energy systems; the interruption of the flow of materials from international vendors, including as a result of the imposition of additional duties, tariffs and other charges or restrictions on imports and exports; changes in the global trade environment, including the imposition of import tariffs; economic, political and market conditions, including the Russian-Ukraine conflict, uncertain credit and global financial markets resulting from increasing inflation and interest rates along with recent bank failures, and the COVID-19 pandemic; the reduction, elimination or expiration of government incentives for, or regulations mandating the use of, renewable energy and solar energy specifically; our ability to, obtain, maintain, protect, defend or enforce, our intellectual property and other proprietary rights; significant changes in the costs of raw materials; the implementation of the IRA may not deliver as much growth as we are anticipating; our ability to remediate our material weaknesses on a timely basis or at all; the effect of our substantial indebtedness on our financial condition; the occurrence of cybersecurity incidents, including unauthorized disclosure of personal or sensitive data or theft of confidential information; and the other risks and uncertainties described in more detail in the Company's most recent Annual Report on Form 10-K and other documents on file with the SEC, each of which can be found on our website www.arraytechinc.com.

Except as required by law, we assume no obligation to update these forward-looking statements, or to update the reasons actual results could differ materially from those anticipated in these forward-looking statements, even if new information becomes available in the future.

#### **Non-GAAP Financial Information**

This press release includes certain financial measures that are not presented in accordance with U.S. generally accepted accounting principles ("GAAP"), including Adjusted EBITDA, Adjusted Net Income and Adjusted Net Income per share. We define Adjusted EBITDA as net income (loss) plus (i) other (income) expense, (ii) foreign currency (gain) loss, (iii) preferred dividends and accretion, (iv) interest expense, (v) income tax (benefit) expense, (vi) depreciation expense, (vii) amortization of intangibles, (viii) equity-based compensation, (ix) change in fair value of derivative assets, (x) change in fair value of contingent consideration, (xi) certain legal expense, (xii) certain acquisition costs, and (xiii) other costs. We define Adjusted Net Income as net income (loss) plus (i) amortization of intangibles, (ii) amortization of debt discount and issuance costs (iii) preferred accretion, (iv) equity-based compensation, (v) change in fair value of contingent consideration, (xi) certain legal expense, (xii) other costs, and (x) income tax (expense) benefit of adjustments. A detailed net conculiation between GAAP results and results excluding special items ("non-GAAP") is included within this presentation. We calculate net income (loss) per share as net income (loss) to common shareholders divided by the basic and diluted weighted average number of shares outstanding for the applicable period and we define Adjusted Net Income (as detailed above) divided by the basic and diluted weighted average number of shares outstanding for the applicable period.

We believe that these non-GAAP financial measures are provided to enhance the reader's understanding of our past financial performance and our prospects for the future. Our management team uses these non-GAAP financial measures in assessing the Company's performance, as well as in planning and forecasting future periods. The non-GAAP financial information is presented for supplemental informational purposes only and should not be considered a substitute for financial information presented in accordance with GAAP, and may be different from similarly titled non-GAAP measures used by other companies.

Among other limitations, Adjusted EBITDA and Adjusted Net Income do not reflect our cash expenditures, or future requirements, for capital expenditures or contractual commitments; do not reflect the impact of certain cash charges resulting from matters we consider not to be indicative of our ongoing operations; do not reflect income tax expense or benefit; and other companies in our industry may calculate Adjusted EBITDA and Adjusted Net Income differently than

we do, which limits their usefulness as comparative measures. Because of these limitations, Adjusted EBITDA and Adjusted Net Income should not be considered in isolation or as substitutes for performance measures calculated in accordance with GAAP. We compensate for these limitations by relying primarily on our GAAP results and using Adjusted EBITDA and Adjusted Net Income on a supplemental basis. You should review the reconciliation of net income (loss) to Adjusted EBITDA and Adjusted Net Income below and not rely on any single financial measure to evaluate our business.

### Array Technologies, Inc. and Subsidiaries Consolidated Balance Sheets (unaudited) (in thousands, except per share and share amounts)

		June 30, 2023		December 31, 2022
ASSETS				
Current assets				
Cash and cash equivalents	\$	155,966	\$	133,901
Accounts receivable, net of allowance of \$1,651 and \$1,888, respectively		502,363		421,183
Inventories		206,857		233,159
Income tax receivables		312		3,532
Prepaid expenses and other		42,740		39,434
Total current assets		908,238		831,209
Property, plant and equipment, net		30,674		23,174
Goodwill		441,255		416,184
Other intangible assets, net		375,527		386,364
Deferred income tax assets				16,466
Derivative assets		64,014		_
Other assets		33,076		32,655
Total assets	\$	1,852,784	\$	1,706,052
LIABILITIES, REDEEMABLE PERPETUAL PREFERRED S'	FOCK AND STO	CKHOLDERS' EQUITY		
Accounts payable	\$	188,633	¢	170,430
Accounts payable Accrued expenses and other	φ	61,156	φ	54.895
Accrued warranty reserve		1,540		3,690
Income tax payable		16,711		6,881
Deferred revenue		114.810		178.922
Current portion of contingent consideration		1.809		1.200
Current portion of debt		37,450		38.691
Other current liabilities		12,844		10,553
Total current liabilities		434,953		465,262
		74.000		70.000
Deferred income tax liabilities		74,902		72,606
Contingent consideration, net of current portion		7,620		7,387
Other long-term liabilities		16,117		14,808
Long-term warranty		4,415		1,786
Long-term debt, net of current portion		702,485		720,352
Total liabilities		1,240,492		1,282,201
Commitments and contingencies (Note 11)				
Series A Redeemable Perpetual Preferred Stock of \$0.001 par value - 500,000 authorized; 419,259 and 406,389 shares issued as of June 30, 2023 and December 31, 2022, respectively; liquidation preference \$419.3 million and \$406.4 million at respective dates	of	324,838		299,570
Stockholders' equity:				

### Array Technologies, Inc. and Subsidiaries Consolidated Balance Sheets (unaudited) (in thousands, except per share and share amounts)

	June 30, 2023	December 31, 2022
Preferred stock of \$0.001 par value - 4,500,000 shares authorized; none issued at respective dates	_	
Common stock of \$0.001 par value - 1,000,000,000 shares authorized; 151,048,790 and 150,513,104 shares issued at respective dates	151	150
Additional paid-in capital	417,624	383,176
Accumulated deficit	(176,530)	(267,470)
Accumulated other comprehensive income	46,209	8,425
Total stockholders' equity	287,454	124,281
Total liabilities, redeemable perpetual preferred stock and stockholders' equity	5 1,852,784	\$ 1,706,052

### Array Technologies, Inc. and Subsidiaries Consolidated Statements of Operations (unaudited) (in thousands, except per share amounts)

	Three Months Ended June 30,			Six Months Ended June 30,			
	 2023	2022		2023	2022		
Revenue	\$ 507,725	\$ 419,865	\$	884,498	\$ 720,451		
Cost of revenue	357,683	379,919		633,277	653,918		
Gross profit	 150,042	39,946	-	251,221	66,533		
Operating expenses:							
General and administrative	40,250	28,936		78,392	74,361		
Change in fair value of contingent consideration	705	(1,678)		2,043	(5,409)		
Depreciation and amortization	12,846	26,020		27,087	49,257		
Total operating expenses	 53,801	53,278		107,522	118,209		
Income (loss) from operations	96,241	(13,332)		143,699	(51,676)		
Other income (expense):							
Other income (expense), net	125	(371)		319	372		
Foreign currency gain (loss)	260	(1,736)		66	2,127		
Change in fair value of derivative assets	694	—		(1,256)	—		
Interest expense	(10,109)	(8,021)		(19,609)	(14,963)		
Total other (expense)	 (9,030)	(10,128)		(20,480)	(12,464)		
Income (loss) before income tax (benefit) expense	87,211	(23,460)		123,219	(64,140)		
Income tax (benefit) expense	22,403	(18,436)		32,279	(33,179)		
Net income (loss)	64,808	(5,024)		90,940	(30,961)		
Preferred dividends and accretion	12,784	12,182		25,268	23,788		
Net income (loss) to common shareholders	\$ 52,024	\$ (17,206)	\$	65,672	\$ (54,749)		
Income (loss) per common share							
Basic	\$ 0.34	\$ (0.11)	\$	0.44	\$ (0.37)		
Diluted	\$ 0.34	\$ (0.11)	\$	0.43	\$ (0.37)		
Weighted average number of common shares outstanding	 				(***)		
Basic	150,919	150,203		150,763	149,246		
Diluted	 152,129	150,203		151,970	149,246		

## Array Technologies, Inc. and Subsidiaries Consolidated Statements of Cash Flows (unaudited) (in thousands)

		Three Months E June 30,	inded	Six Months Ended June 30,			
		2023	2022	2023	2022		
Operating activities:							
Net income (loss)	\$	64,808	(5,024)	\$ 90,940	\$ (30,961)		
Adjustments to net income (loss):							
Provision for bad debts		(374)	365	(141)	510		
Deferred tax expense		(3,739)	(28,259)	816	(23,910)		
Depreciation and amortization		13,159	26,187	27,692	49,795		
Amortization of debt discount and issuance costs		2,172	1,576	4,998	3,286		
Equity-based compensation		4,945	2,964	8,311	7,472		
Contingent consideration		705	(1,678)	2,043	(5,409)		
Warranty provision		43	621	479	1,215		
Write-down of inventories		1,611	_	3,458	409		
Change in fair value of derivative assets		(694)	_	1,256	_		
Changes in operating assets and liabilities, net of business acquisitio	n:						
Accounts receivable		(87,277)	(62,280)	(81,039)	(106,548)		
Inventories		46,156	(30,941)	22,844	(77,191)		
Income tax receivables		2,851	14,862	3,220	(7,062)		
Prepaid expenses and other		3,655	(6,543)	(3,292)	5,015		
Accounts payable		387	15,094	30,542	74,513		
Accrued expenses and other		3,197	(3,671)	7,097	3,356		
Income tax payable		4,878	1,543	9,830	(7,217)		
Lease liabilities		590	(1,385)	1,414	4,700		
Deferred revenue		(36,533)	65,902	(64,112)	47,263		
Net cash provided by (used in) operating activities		20,540	(10,667)	66,356	(60,764)		
Investing activities:							
Purchase of property, plant and equipment		(5,541)	(1,538)	(9,424)	(3,895)		
Acquisition of STI, net of cash acquired		—	(2)	—	(373,818)		
Net cash used in investing activities		(5,541)	(1,540)	(9,424)	(377,713)		
Financing activities:							
Proceeds from Series A issuance		_	_	_	33,098		
Proceeds from common stock issuance		_	_	_	15,885		
Series A equity issuance costs		(758)	(400)	(1,508)	(575)		
Common stock issuance costs		_	_		(450)		
Payments on revolving credit facility		_	(33,000)	_	(33,000)		
Proceeds from revolving credit facility		_	49,000	_	101,000		
Proceeds from issuance of other debt		17,332	24,370	23,801	30,599		

## Array Technologies, Inc. and Subsidiaries Consolidated Statements of Cash Flows (unaudited) (continued) (in thousands)

	Three Months Ended June 30,			Six Months Ended June 30,			
		2023		2022	2023		2022
Principal payments on term loan facility		(11,075)		4,368	 (22,150)	_	_
Principal payments on other debt		(21,051)		(22,377)	(38,257)		(22,377)
Contingent consideration payments		_		_	(1,200)		(1,483)
Net cash provided by (used in) financing activities		(15,552)		21,961	 (39,314)		122,697
Effect of exchange rate changes on cash and cash equivalent balances		8,763		(8,199)	4,447		(844)
Net change in cash and cash equivalents		8,210		1,555	22,065		(316,624)
Cash and cash equivalents, beginning of period		147,756		49,491	133,901		367,670
Cash and cash equivalents, end of period	\$	155,966	\$	51,046	\$ 155,966	\$	51,046
Supplemental Cash Flow Information							
Cash paid for interest	\$	7,900	\$	4,389	\$ 15,880	\$	7,428
Cash paid for income taxes	\$	15,962	\$	(230)	\$ 18,484	\$	(230)
Non-cash Investing and Financing Activities							
Dividends accrued on Series A Preferred	\$	6,521	\$	6,417	\$ 12,871	\$	12,606
Stock consideration paid for acquisition of STI	\$	_	\$	_	\$ —	\$	200,224

#### Array Technologies, Inc. Adjusted EBITDA and Adjusted Net Income Reconciliation (unaudited) (in thousands, except per share amounts)

The following table reconciles net income (loss) to Adjusted EBITDA:

	Three Months Ended June 30,			Six Months Ended June 30,			
	 2023	2022	2023	2022			
Net income (loss)	\$ 64,808	\$ (5,024)	\$ 90,940	\$ (30,961)			
Preferred dividends and accretion	12,784	12,182	25,268	23,788			
Net income (loss) to common shareholders	\$ 52,024	\$ (17,206)	\$ 65,672	\$ (54,749)			
Other expense, net	 (125)	371	(319)	(372)			
Foreign currency (gain) loss	(260)	1,736	(66)	(2,127)			
Preferred dividends and accretion	12,784	12,182	25,268	23,788			
Interest expense	10,109	8,021	19,609	14,963			
Income tax (benefit) expense	22,403	(18,436)	32,279	(33,179)			
Depreciation expense	721	616	1,466	1,204			
Amortization of intangibles	12,437	25,794	26,225	48,932			
Equity-based compensation	5,240	2,971	8,580	7,479			
Change in fair value of derivative assets	(694)	_	1,256	_			
Change in fair value of contingent consideration	705	(1,678)	2,043	(5,409)			
Legal expense <sup>(a)</sup>	248	1,733	552	2,779			
M&A <sup>(b)</sup>	_	(206)	_	10,977			
Other costs <sup>(c)</sup>	_	4,981	_	7,327			
Adjusted EBITDA	\$ 115,592	\$ 20,879	\$ 182,565	\$ 21,613			

<sup>(a)</sup> Represents certain legal fees and other related costs associated with (i) action against a competitor in connection with violation of a non-competition agreement and misappropriation of trade secrets for which a judgement has been entered in our favor, (ii) actions filed against the company and certain officers and directors alleging violations of the Securities Exchange Acts of 1934 and 1933, which litigation was dismissed with prejudice by the Court on May 19, 2023, and (iii) other litigation. We consider these costs not representative of legal costs that we will incur from time to time in the ordinary course of our business.

(b) Represents fees related to the acquisition of STI Norland.

(°) For the three months ended June 30, 2022, other costs represent (i) \$2.8 million in remediation and damages incurred because of a shutdown of a key supplier due to a severe weather event, (ii) \$1.3 million associated with the transition of CEOs as well as other one-time payroll related costs that we do not anticipate repeating in the future, and (iii) \$0.8 million related to certain professional fees incurred related to the integration of STI Norland. For the six months ended June 30, 2022, other costs represent (i) \$2.8 million in remediation and damages incurred because of a shutdown of a key supplier due to a severe weather event, (iii) \$1.3 million associated with the transition of CEOs as well as other one-time payroll related costs that we do not anticipate repeating in the future, and (iii) \$0.9 million related to certain professional fees incurred because of a shutdown of a key supplier due to a severe weather event, (iii) \$3.6 million associated with the transition of CEOs as well as other one-time payroll related costs that we do not anticipate repeating in the future, and (iii) \$0.9 million related to certain professional fees incurred related to the integration of STI Norland.

#### Array Technologies, Inc. Adjusted EBITDA and Adjusted Net Income Reconciliation (unaudited) (in thousands, except per share amounts)

The following table reconciles net income (loss) to Adjusted Net Income:

	Three Months Ended June 30,			Six Months Ended June 30,				
		2023	,	2022		2023		2022
Net income (loss)	\$	64,808	\$	(5,024)	\$	90,940	\$	(30,961)
Preferred dividends and accretion		12,784		12,182		25,268		23,788
Net income (loss) to common shareholders	\$	52,024	\$	(17,206)	\$	65,672	\$	(54,749)
Amortization of intangibles		12,437		25,794		26,225		48,932
Amortization of debt discount and issuance costs		2,172		1,576		4,998		3,286
Preferred accretion		6,263		5,765		12,398		11,118
Equity based compensation		5,240		2,971		8,580		7,479
Change in fair value of derivative assets		(694)		_		1,256		_
Change in fair value of contingent consideration		705		(1,678)		2,043		(5,409)
Legal expense <sup>(a)</sup>		248		1,733		552		2,779
M&A <sup>(b)</sup>		_		(206)		_		10,977
Other costs <sup>(c)</sup>		_		4,981		_		7,327
Income tax expense of adjustments <sup>(d)</sup>		(7,251)		(10,852)		(13,295)		(18,403)
Adjusted Net Income	\$	71,144	\$	12,878	\$	108,429	\$	13,337
Income (loss) per common share								
Basic	\$	0.34	\$	(0.11)	\$	0.44	\$	(0.37)
Diluted	\$	0.34	\$	(0.11)	\$	0.43	\$	(0.37)
Weighted average number of common shares outstanding	<u> </u>		<u> </u>	(/	<u> </u>		-	(0.0.)
Basic		150,919		150,203		150,763		149,246
Diluted		152,129		150,203		151,970		149,246
Adjusted net income (loss) per common share								
Basic	\$	0.47	\$	0.09	\$	0.72	\$	0.09
Diluted	\$	0.47	\$	0.09	\$	0.71	\$	0.09
Weighted average number of common shares outstanding					-			
Basic		150,919		150,203	-	150,763		149,246
Diluted		152,129		150,420		151,970		149,397
						·		

<sup>(a)</sup> Represents certain legal fees and other related costs associated with (i) action against a competitor in connection with violation of a non-competition agreement and misappropriation of trade secrets for which a judgement has been entered in our favor, (ii) actions filed against the company and certain officers and directors alleging violations of the Securities Exchange Acts of 1934 and 1933, which litigation was dismissed with prejudice by the Court on May 19, 2023, and (iii) other litigation. We consider these costs not representative of legal costs that we will incur from time to time in the ordinary course of our business.

(b) Represents fees related to the acquisition of STI Norland.

<sup>(c)</sup> For the three months ended June 30, 2022, other costs represent (i) \$2.8 million in remediation and damages incurred because of a shutdown of a key supplier due to a severe weather event, (ii) \$1.3 million associated with the transition of CEOs as well as other one-time payroll related costs that we do not anticipate repeating in the future, and (iii) \$0.8 million related to certain professional fees incurred related to the integration of STI Norland. For the six months ended June 30, 2022, other costs represent (i) \$2.8 million in remediation and damages incurred because of a shutdown of a key supplier due to a severe weather event, (ii) \$3.6 million associated with the transition of CEOs as well as other one-time payroll related costs that we do not anticipate repeating in the future, and (iii) \$0.9 million related to certain professional fees incurred because of a shutdown of a Key supplier due to a severe weather event, (ii) \$3.6 million associated with the transition of CEOs as well as other one-time payroll related costs that we do not anticipate repeating in the future, and (iii) \$0.9 million related to certain professional fees incurred related to the integration of STI Norland.

(d) Represents the estimated tax impact of all Adjusted Net Income add-backs, excluding those which represent permanent differences between book versus tax.



## **Disclaimer**



This presentation contains forward-looking statements that are based on our management's beliefs and assumptions and on information currently available to our management. Forward-looking statements include information concerning our projected future results of operations, busines strategies and industry and regulatory environment. Forward-looking statements that are based on our management's believe, "could," "estimate," "appect," linet," "any," [pin," "pinetul," "pinetu", "espect," lineta," "appect," lineta," "appect," lineta," "appect," lineta," "appect," lineta," and line appearson of those terms.

may, "pair," potential, predict, "predict, "served, "should, "will, "would" or simile expressions and the negatives of those toxics," https://statian.expression.com/statian.expression

Except as required by law, we assume no obligation to update these forward-looking statements, or to update the reasons actual results could differ materially from those anticipated in these forward-looking statements, even if new information become available in the future.

This presentation includes exotain financial measures that are not presented in accordance with U.S. generally accorded accounting principle ("GAAP"). Including Adaptated BITDA. Adjusted Net Income and Adjusted Net Income adjusted Net Income and Adjusted Net Income adjusted Net Inc

We present non-GAAP measures when we believe that the additional information is useful and meaningful to linvestors. Non-GAAP financial measures do not have any standardized meaning and are therefore unlikely to be comparable to similar measures to contract to contract the contract of the comparable to similar measures to contract to contract to contract the contract of the contract to contract the contract of the contract to contract the contract of the contract to contract the contract to contract the contract to contract the contract the contract to contract the contract the contract to contract the contract the contract to contract the contract to contract the contract the contract to contract the contract to contract the contract to contract the contract the contract the contract to contract the contract to contract the c

Market and Industry Data

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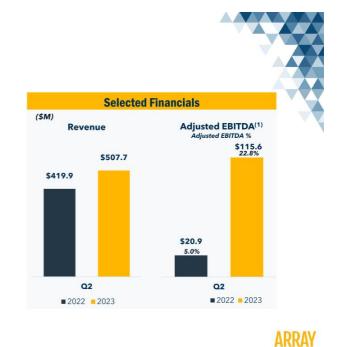
This presentation also contains information regarding our market and our industry that is derived from third-party research and publications. That information may rely upon a number of assumptions and limitations, and we have not independently verified its accuracy or completeness.



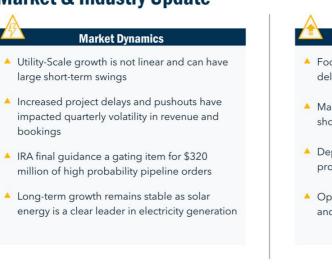


# **Executive Summary**





# **Market & Industry Update**



## Array's Market Approach

- Focus on long-term strategic initiatives while delivering on current year commitments
- Maintain pricing and product discipline in the short-term to drive longer-term success
- Deploy the most efficient use of capital to provide shareholder returns
- Opportunistically strengthen balance sheet and lower leverage ratio





# 2Q 2023 Financial Results

	Three Mor June 3		
(\$ in millions, except EPS Data)	2023	2022	Y/Y
Revenue	\$507.7	\$419.9	+\$87.8
Gross margin	29.6%	9.5%	+ 2010 bps
Net income (loss) to Common Shareholders	\$52.0	(\$17.2)	+\$69.2
Diluted EPS	\$0.34	(\$0.11)	\$0.45
Adjusted EBITDA(1)	\$115.6	\$20.9	+\$94.7
Adjusted net income <sup>(1)</sup>	\$71.1	\$12.9	+\$58.2
Adjusted, Diluted EPS <sup>(1)</sup>	\$0.47	\$0.09	+\$0.38
Free Cash Flow <sup>(2)</sup>	\$15.0	(\$12.2)	+\$27.2

See Appendix for reconciliation of non-GAAP measures to the closest GAAP measure
 Free Cash Flow calculated as cash from (used in) operating activities less purchase of property, plant and equipment

## Y/Y Comparison

- ▲ Revenue up 21% from volume and ASP growth
- Gross margin increased to 29.6% from 9.5% driven by projects with improved pass-through pricing, freight favorability, and higher-margin non-tracker sales
- Adjusted EBITDA increased to \$115.6 million, compared to \$20.9 million for the prior-year period
- Free cash flow of \$15.0 million, a \$27.2 million improvement from prior year on better working capital efficiency and improved profitability

# Updated FY 2023 Guidance

8

Full Year En	ding December 31, 2023		Segment Spec	ifics
Revenue	<b>\$1.65 billion to \$1.725 billion</b> Prior: \$1.80 billion to \$1.90 billion		Legacy Array	STI Norland
Adjusted EBITDA <sup>(1)</sup>	<b>\$280 million to \$295 million</b> Prior: \$240 million to \$265 million		\$1.20 billion to \$1.25 billion	\$450 million to \$475 million
Adjusted net income per common share <sup>(1)</sup>	<b>\$1.00 to \$1.07</b> Prior: \$0.75 to \$0.85	Revenue	Prior: \$1.375 billion to \$1.425 billion	Prior: \$425 million to \$475 million Prior: \$425 million to \$475 million
		Gross Margin	Mid Twenties Prior: Low Twenties	Mid Twenties Prior: Low Twenties





## **Adjusted EBITDA Reconciliation**

		Three Mor Jun	ths l e 30.		Six Months Ended June 30,				
		2023		2022		2023	100-00-00 11	2022	
Net income (loss)	\$	64,808	\$	(5,024)	\$	90,940	\$	(30,961)	
Preferred dividends and accretion		12,784		12,182		25,268		23,788	
Net income (loss) to common shareholders	\$	52,024	\$	(17,206)	\$	65,672	\$	(54,749)	
Other expense, net	_	(125)	12	371	-	(319)	_	(372)	
Foreign currency (gain) loss		(260)		1,736		(66)		(2,127)	
Preferred dividends and accretion		12,784		12,182		25,268		23,788	
Interest expense		10,109		8,021		19,609		14,963	
Income tax (benefit) expense		22,403		(18,436)		32,279		(33,179)	
Depreciation expense		721		616		1,466		1,204	
Amortization of intangibles		12,437		25,794		26,225		48,932	
Equity-based compensation		5,240		2,971		8,580		7,479	
Change in fair value of derivative assets		(694)				1,256			
Change in fair value of contingent consideration		705		(1,678)		2,043		(5,409)	
Legal expense <sup>(a)</sup>		248		1,733		552		2,779	
M&A <sup>(b)</sup>		_		(206)		_		10,977	
Other costs (c)				4,981	_	<u> </u>		7,327	
Adjusted EBITDA	\$	115,592	\$	20,879	\$	182,565	\$	21,613	

<sup>[21</sup> Represents certain legal fees and other related costs associated with (i) action against a competitor in connection with violation of a non-competition agreement and misappropriation of trade secrets for which a judgement has been entered in our favor, (ii) actions filed against the company and certain officers and directors alleging violations of the Securities Exchange Acts of 1934 and 1933, which litigation was dismissed with prejudice by the court on May 19, 2023, and (iii) other litigation. We consider these costs not representative of legal costs that we will incur from time to time in the ordinary course of our business. (b) Represents fees related to the acquisition of STI Norland.

In represents trees retared to the acquisition of S11 Norland.
(ii) For the three months ended June 30, 2022, other costs represent (i) \$2.8 million in remediation and damages incurred because of a shutdown of a key supplier due to a severe weather event, (iii) \$1.3 million associated with the transition of CEOs as well as other on-ther payrol related costs that we do not anticipate repeating in the future, and (iii) \$0.8 million related to certain professional fees incurred related to the integration of \$T1 Norland.
Norland: For the six months ended June 30, 2022, other costs represent (i) \$2.8 million in remediation and damages incurred because of a shutdown of a key supplier due to a severe weather event, (iii) \$3.6 million associated with the transition of CEOs as well as other on-time payroll related costs that we do not anticipate repeating in the future, and (iii) \$0.9 million related to certain professional fees incurred related to the integration of \$T1 Norland.





## **Adjusted Net Income Reconciliation**

	Three Months Ended June 30,				Six Months Ended June 30,				
Net income (loss)	2023		2022		2023		2022		
	\$	64,808	\$	(5,024)	\$	90,940	\$	(30,961)	
Preferred dividends and accretion		12,784		12,182		25,268		23,788	
Net income (loss) to common shareholders	\$	52,024	\$	(17,206)	\$	65,672	\$	(54,749)	
Amortization of intangibles		12,437		25,794	-	26,225		48,932	
Amortization of debt discount and issuance costs		2,172		1,576		4,998		3,286	
Preferred accretion		6,263		5,765		12,398		11,118	
Equity based compensation		5,240		2,971		8,580		7,479	
Change in fair value of derivative assets		(694)		_		1,256		_	
Change in fair value of contingent consideration		705		(1,678)		2,043		(5,409)	
Legal expense <sup>(a)</sup>		248		1,733		552		2,779	
M&A <sup>(b)</sup>		_		(206)				10,977	
Other costs <sup>(c)</sup>		-		4,981				7,327	
Income tax expense of adjustments(d)		(7,251)		(10,852)		(13,295)		(18,403	
Adjusted Net Income	\$	71,144	\$	12,878	\$	108,429	\$	13,337	

<sup>(2)</sup> Represents certain legal fees and other related costs associated with (i) action against a competitor in connection with violation of a non-competition agreement and misappropriation of trade secrets for which a judgement has been entered in our favor, (ii) actions filed against the company and certain officers and directors alleging violations of the Securities Exchange Acts of 1934 and 1933, which litigation was dismissed with prejudice by the court on May 19, 2023, and (iii) other litigation. We consider these costs not representative of legal costs that we will incur from time to time in the ordinary course of our business. <sup>(b)</sup> Represents fees related to the acquisition of STI Norland.

11

-- nepresents test retares to the acquisition of S11 Norland. <sup>(1)</sup> For the three months ended June 30, 2022, other costs represent (i) \$2.8 million in remediation and damages incurred because of a shutdown of a key supplier due to a severe weather event, (ii) \$1.3 million associated with the transition of CEOs as well as other on-time payrol related costs that we do not anticipate repeating in the future, and (iii) \$0.8 million related to certain professional fees incurred related to the integration of STI Norland. For the six months ended June 30, 2022, other costs represent (i) \$2.8 million in remediation and damages incurred because of a shutdown of a key supplier due to a severe weather event, (ii) \$3.6 million associated with the transition of CEOs as well as other one-time payroll related costs that we do not anticipate repeating in the future, and (iii) \$0.9 million related to certain professional fees incurred related to the integration of STI Norland.

(a) Represents the estimated tax impact of all Adjusted Net Income add-backs, excluding those which represent permanent differences between book versus tax.





# **Adjusted EPS Reconciliation**

12

	Three Months Ended June 30.				Six Months Ended June 30,				
		2023		2022		2023		2022	
Income (loss) per common share									
Basic	S	0.34	\$	(0.11)	\$	0.44	\$	(0.37)	
Diluted	\$	0.34	\$	(0.11)	\$	0.43	\$	(0.37)	
Weighted average number of common shares outstanding									
Basic		150,919		150,203	10	150,763	42	149,246	
Diluted		152,129	-	150,203	-	151,970		149,246	
Adjusted net income (loss) per common	_				_				
share									
Basic	S	0.47	\$	0.09	\$	0.72	\$	0.09	
Diluted	\$	0.47	\$	0.09	\$	0.71	\$	0.09	
Weighted average number of common			-		-				
shares outstanding									
Basic		150,919	_	150,203	_	150,763	8	149,246	
Diluted		152,129		150,420		151,970		149,397	