

INVESTOR PRESENTATION

November 8, 2022



Disclaimers

Cautionary Statements Regarding Forward Looking Statements – Certain statements herein about our expectations of future events or results constitute forward-looking statements for purposes of the safe harbor provisions of The Private Securities Litigation Reform Act of 1995, including the statements regarding our strategic and financial initiatives. You can identify forward-looking statements by terminology such as “may,” “should,” “expects,” “plans,” “intends,” “anticipates,” “believes,” “estimates,” “predicts,” “potential,” “continue,” or the negative of these terms or other comparable terminology. Such forward-looking statements are based on currently available competitive, financial and economic data and management’s views and assumptions regarding future events. Such forward-looking statements are inherently uncertain, and investors must recognize that actual results may differ from those expressed or implied in the forward-looking statements. Certain factors could affect the outcome of the matters described herein. This presentation may contain forward-looking statements that involve risks and uncertainties including, but not limited to, changes in customer demand for our products and services, including demand by the power generation markets, electrical transmission and distribution markets, the industrial markets, and the metal coatings markets. In addition, within each of the markets we serve, our customers and our operations could potentially continue to be adversely impacted by the ongoing COVID-19 pandemic, including governmental mandates regarding the same. We also continue to experience additional increases in labor costs, components, and raw materials including zinc and natural gas which are used in the hot-dip galvanizing process; supply-chain vendor delays; customer requested delays of our products or services; delays in additional acquisition or disposition opportunities; currency exchange rates; availability of experienced management and employees to implement the Company’s growth strategy; a downturn in market conditions in any industry relating to the products we inventory or sell or the services that we provide; economic volatility or changes in the political stability in the United States and other foreign markets in which we operate; acts of war or terrorism inside the United States or abroad; and other changes in economic and financial conditions. The Company has provided additional information regarding risks associated with the business in the Company’s Annual Report on Form 10-K for the fiscal year ended February 28, 2022, and other filings with the Securities and Exchange Commission (“SEC”), available for viewing on the Company’s website at www.azz.com and on the SEC’s website at www.sec.gov. You are urged to consider these factors carefully in evaluating the forward-looking statements herein and are cautioned not to place undue reliance on such forward-looking statements, which are qualified in their entirety by this cautionary statement. These statements are based on information as of the date hereof and the Company’s assumes no obligation to update any forward-looking statements, whether as a result of new information, future events, or otherwise.

Non-GAAP - Regulation G Disclosures – In addition to reporting financial results in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), AZZ has provided EBITDA and Adjusted EBITDA, which are non-GAAP measures. Management believes that the presentation of these measures provides investors with a greater transparency comparison of operating results across a broad spectrum of companies, which provides a more complete understanding of AZZ’s financial performance, competitive position and prospects for the future. Management also believes that investors regularly rely on non-GAAP financial measures, such as EBITDA and Adjusted EBITDA, to assess operating performance and that such measures may highlight trends in the Company’s business that may not otherwise be apparent when relying on financial measures calculated in accordance with GAAP.



AZZ Snapshot

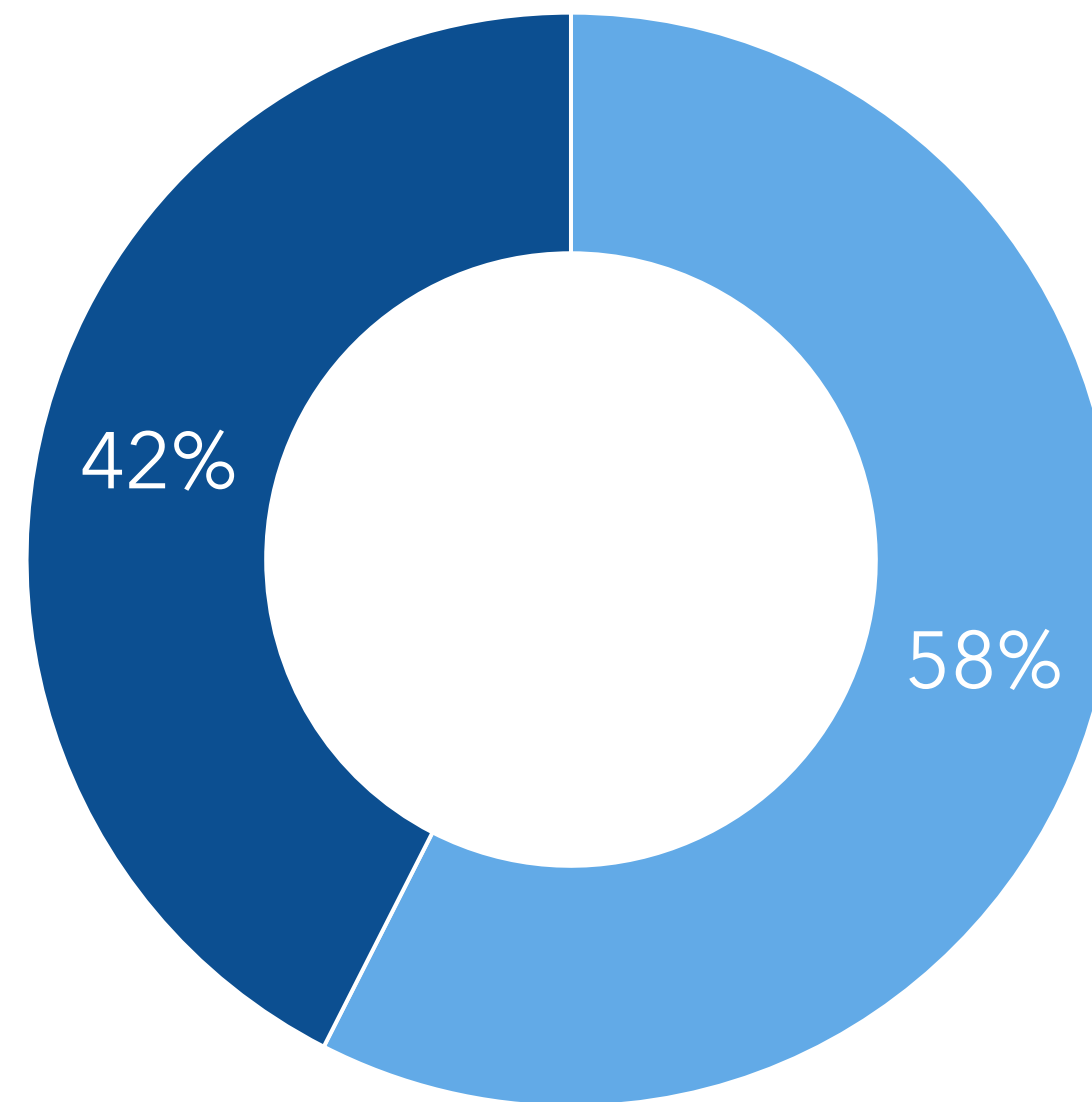
AZZ is North America's largest independent hot-dip galvanizing and coil coating solutions company with #1 positions in both markets

\$1.4bn
LTM Sales

~\$340mm
LTM
Adj. EBITDA

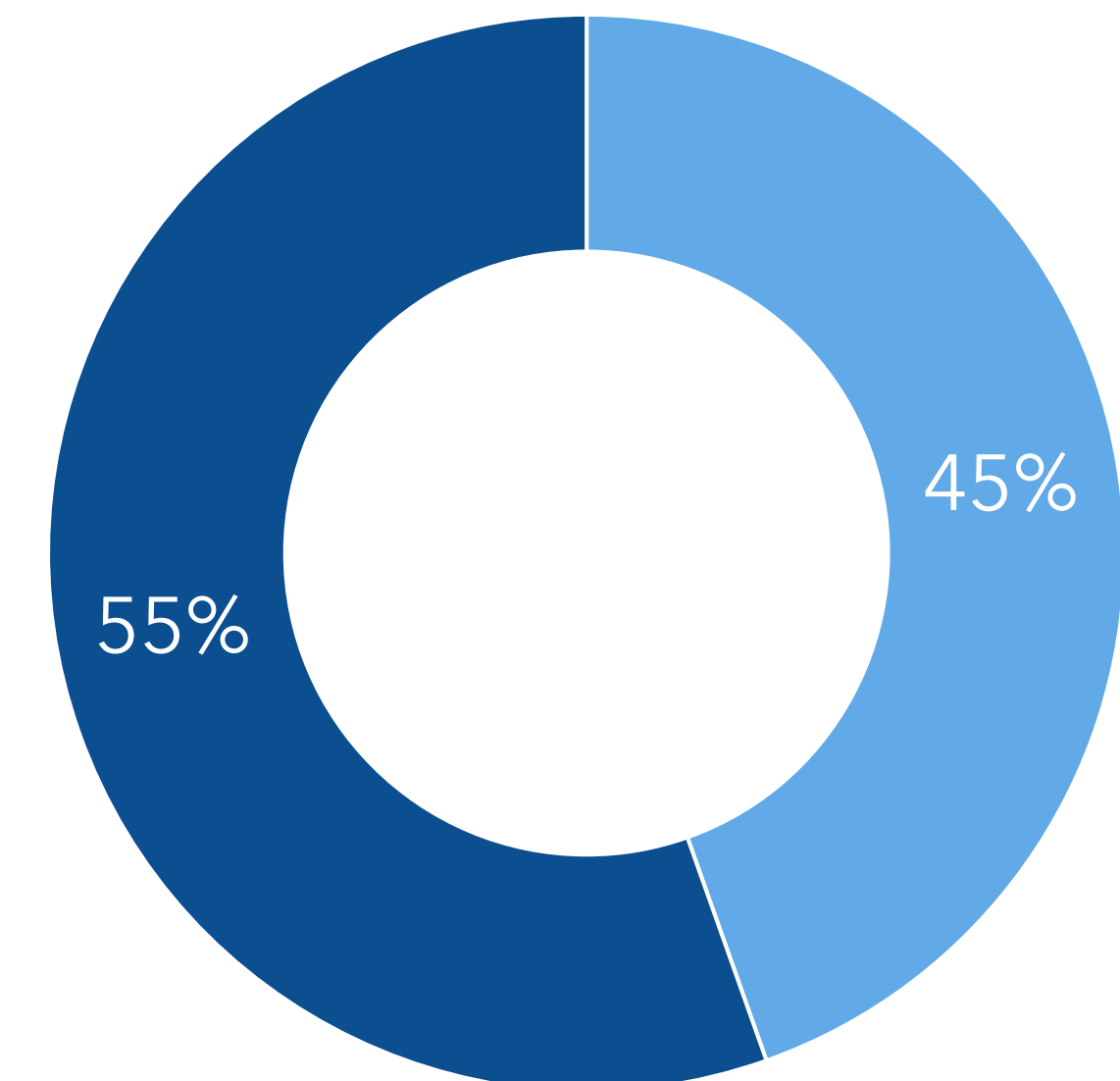
~24%
LTM
Adj. EBITDA Margin

By Sales



■ Post-Fab Metal Coatings

By EBITDA



■ Pre-Fab Coil Coating

Headquarters:
**FORT WORTH,
TEXAS**

Employees:
3,900

Metal
Coatings
locations¹:

46

Coil
Coating
Lines: **15**



Note: Financial metrics are pro forma for Precoat Metals acquisition and AZZ Infrastructure Solutions (AIS) divestiture and based on last twelve months ending August 31, 2022
(1) 41 galvanizing locations and 5 surface technologies locations

AZZ Provides Technologically Advanced Metal Coatings and Related Value-Added Services

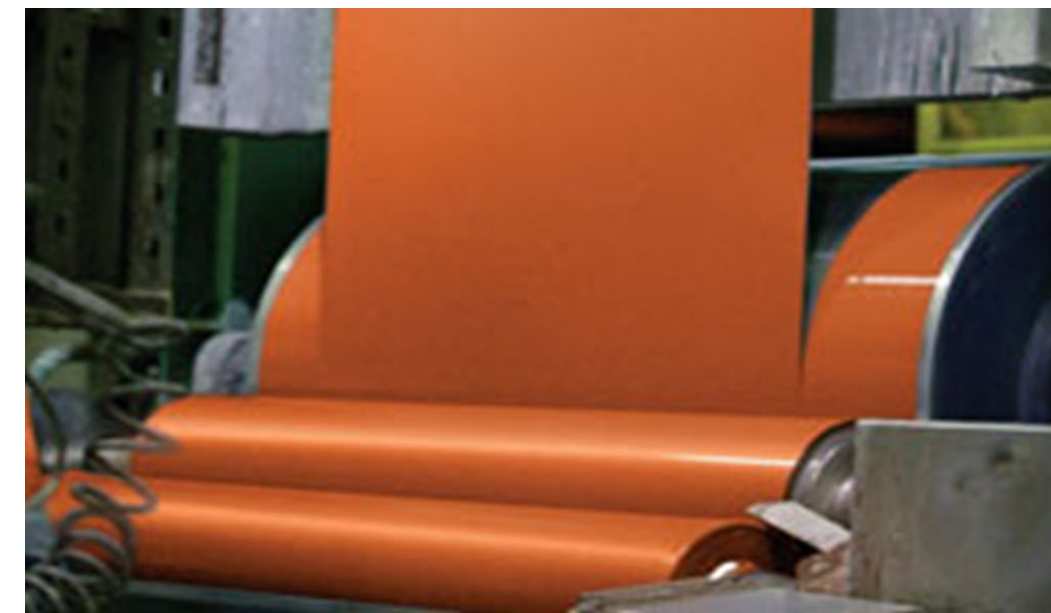
Highly differentiated solutions provider distinguished by scale, technology, customer service, breadth of offerings and proprietary know-how

Industry Leading Business Segments



POST-FAB METAL COATINGS

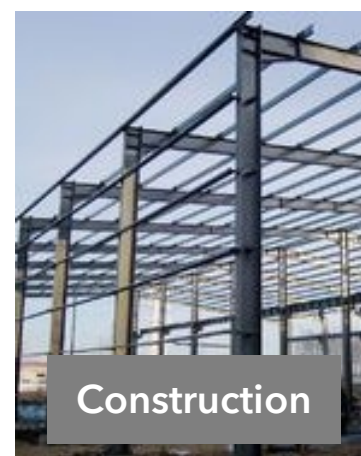
Protects and extends the life of fabricated steel structures and components from the effects of corrosion, lasting decades



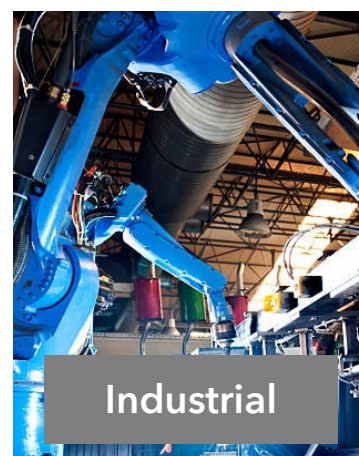
PRE-FAB COIL COATINGS

Advanced application of protective and decorative coatings and related value-added services for steel and aluminum coil

Leading Positions Across Several End Markets



Construction



Industrial



Agriculture



Transportation



Utility/T&D



Appliance/
HVAC

Why AZZ

Shared Value Propositions and Culture Across Both Segments

- ✓ Irreplicable Footprint reflects scaled, purpose-built network and provides proximity and cost advantages
- ✓ World Class Cost, Efficiency and Environmental Benefits vs. other coatings applications drive increasing demand
- ✓ Industry-Leading Management Team and centralized operating model drives strategic initiatives and operational excellence
- ✓ Strategic Redundancy and Operational Flexibility provides unmatched service and optionality
- ✓ Warehousing/Storage provides significant value to customers, while providing insight into sales pipeline
- ✓ Value-Added Processing support across several end markets



Investment Thesis

North America's largest independent hot-dip galvanizing and coil coating company

Irreplaceable footprint provides cost advantages and enables service capabilities to customers

Diversified and resilient end markets with secular growth tailwinds

Value-added tolling business model protects margins, limits metal commodity exposure, and minimizes NWC intensity

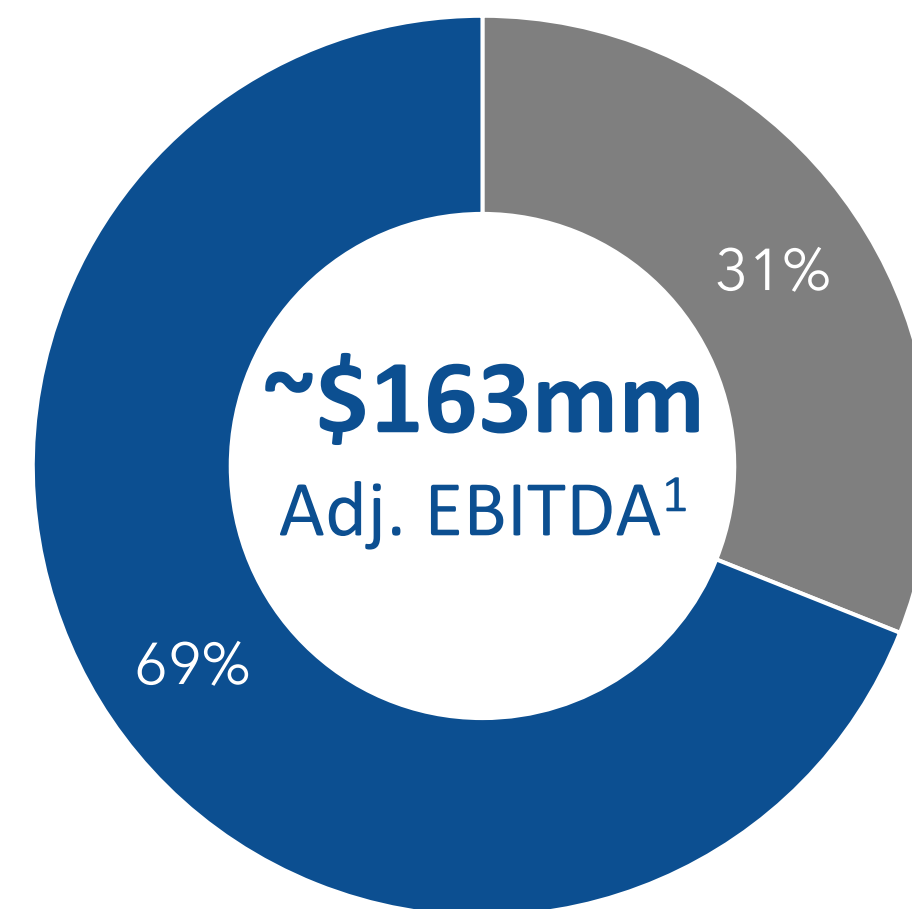
Best-in-class margins, returns and free cash flow

Mission-driven, experienced management team



Portfolio Transformation Creates a Focused Market Leader in Protective Coating Solutions with High Margins

AZZ in 2019¹



- AZZ Infrastructure Solutions
- Post-Fab Metal Coatings

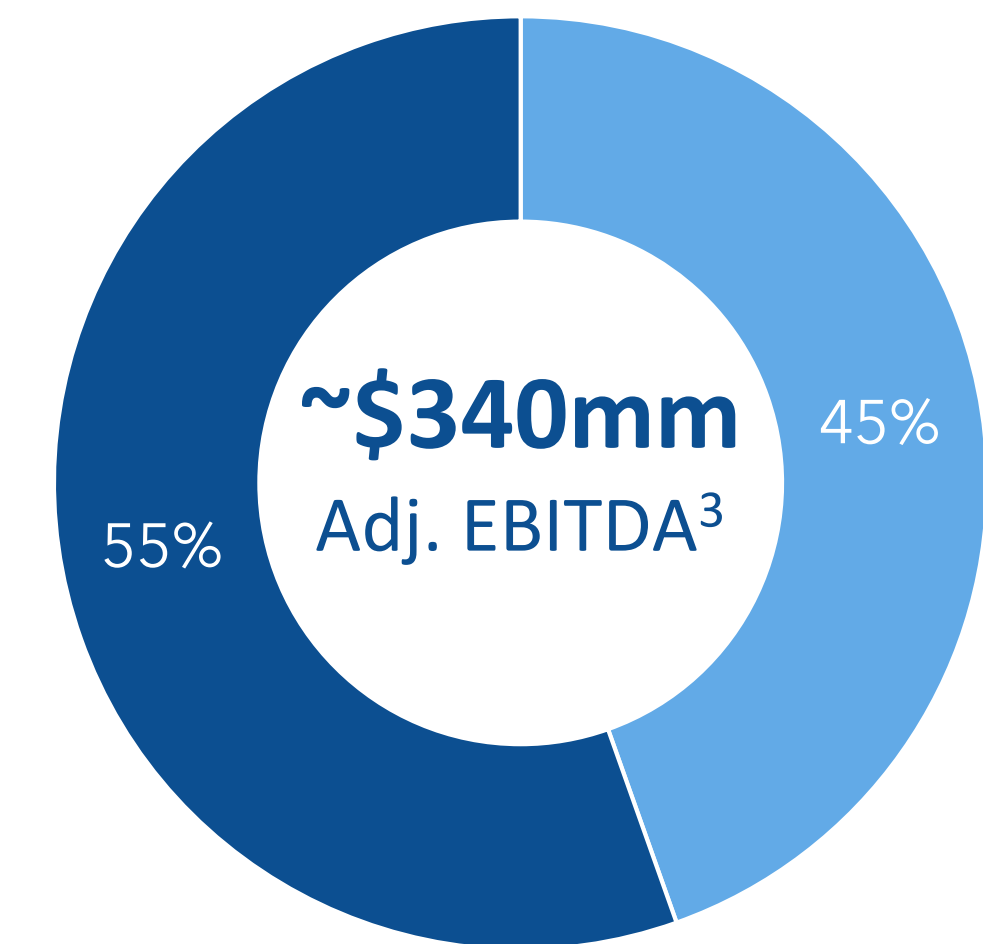
17.6%

Adj. EBITDA
Margin³

***Acquisition
of
Precoat
Metals***

***Divestiture of
AZZ
Infrastructure
Solutions***

AZZ Today²



- Pre-Fab Coil Coatings
- Post-Fab Metal Coatings

24.1%

Adj. EBITDA
Margin³



Note: Pie charts represent breakdown of EBITDA
(1) Based on fiscal year ending February 28, 2019
(2) Based on last twelve months ending August 31, 2022
(3) EBITDA excludes corporate expense

#1 in Hot-Dip Galvanizing and Coil Coating Businesses Across Large and Diverse Served Markets

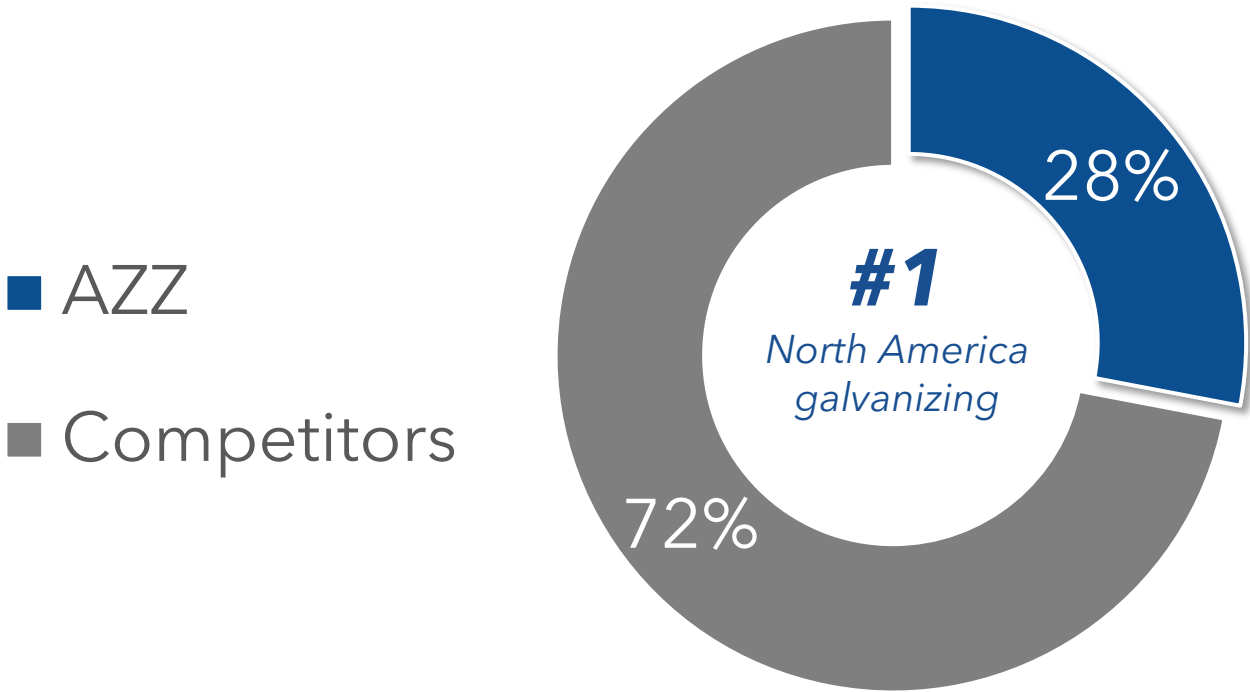
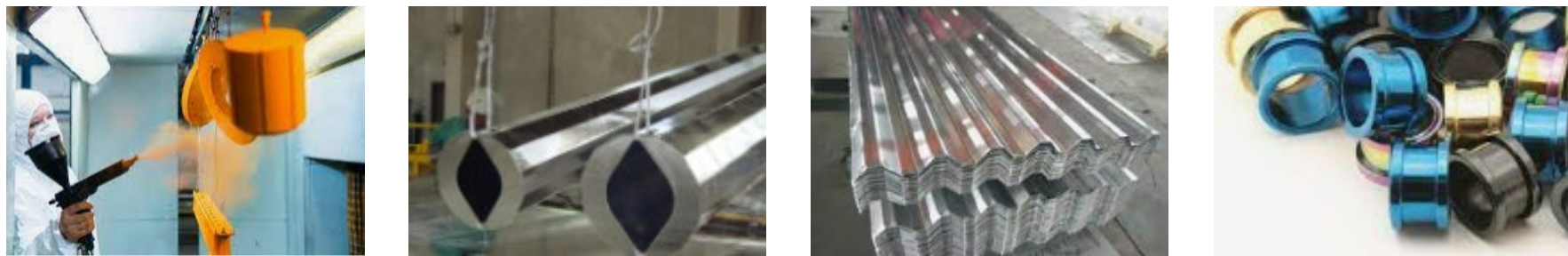
Capabilities

Market Position

Addressable Market

POST-FAB METAL COATINGS

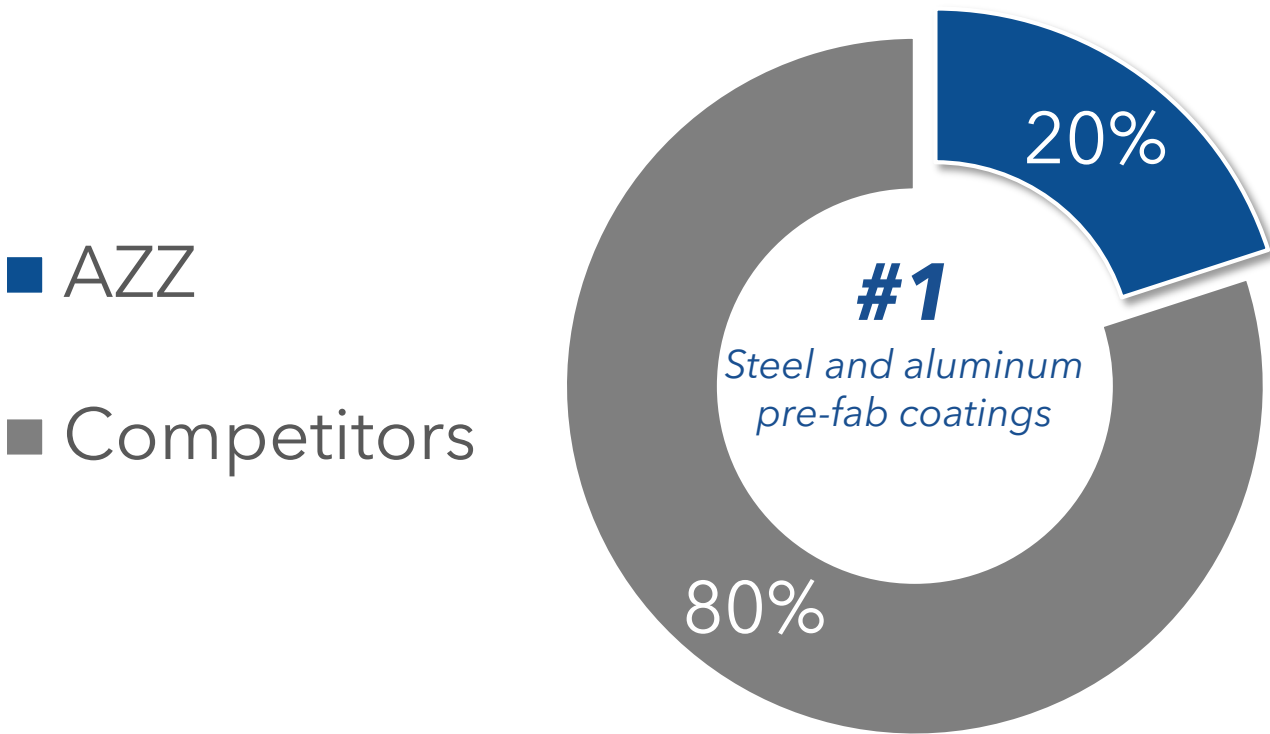
Galvanizing, powder coatings, plating, anodizing



~\$2.1 billion

PRE-FAB COIL COATING

Continuous coil coating with value-added shape correction, embossing, slitting, blanking



~\$3.7 billion

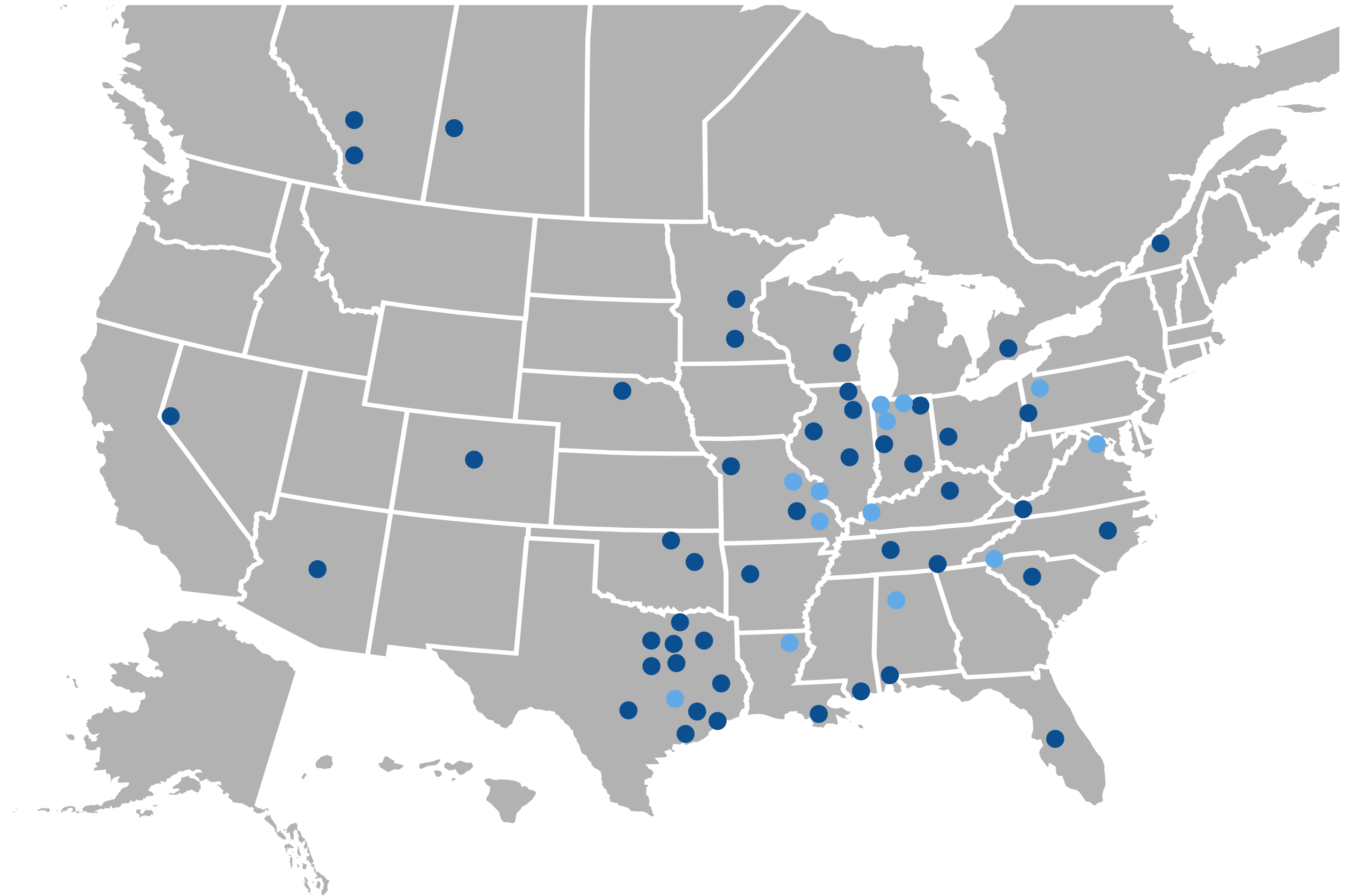


Note: FY based on February year-end

Scale and Proximity to Customers Drives Significant Cost and Service Advantages

North America's Largest
Independent Hot-Dip
Galvanizing and Coil
Coating Company

- Pre-Fab Coil Coatings Locations (13)
- Post-Fab Metal Coatings Locations (46)



Trusted Long-Term Partner to Large, Blue Chip Customer Base

85%+ of Top 25 Customers' Relationships Span 10+ Years

Growing Base of Over 3,000+ Customers

Diverse Customer Profile,
No Single Customer >5% of Sales

Select Customers

Construction & Building Products



HVAC and Appliances



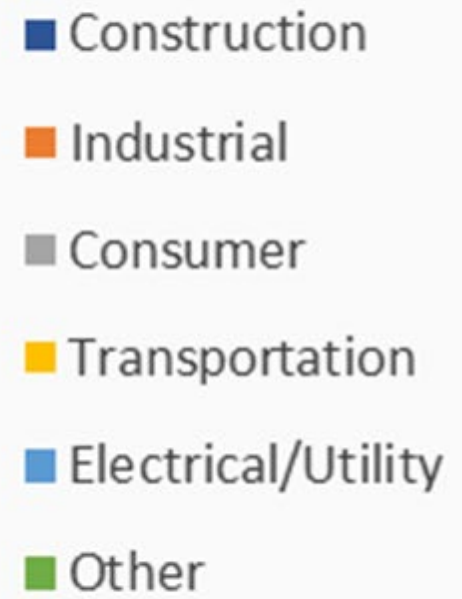
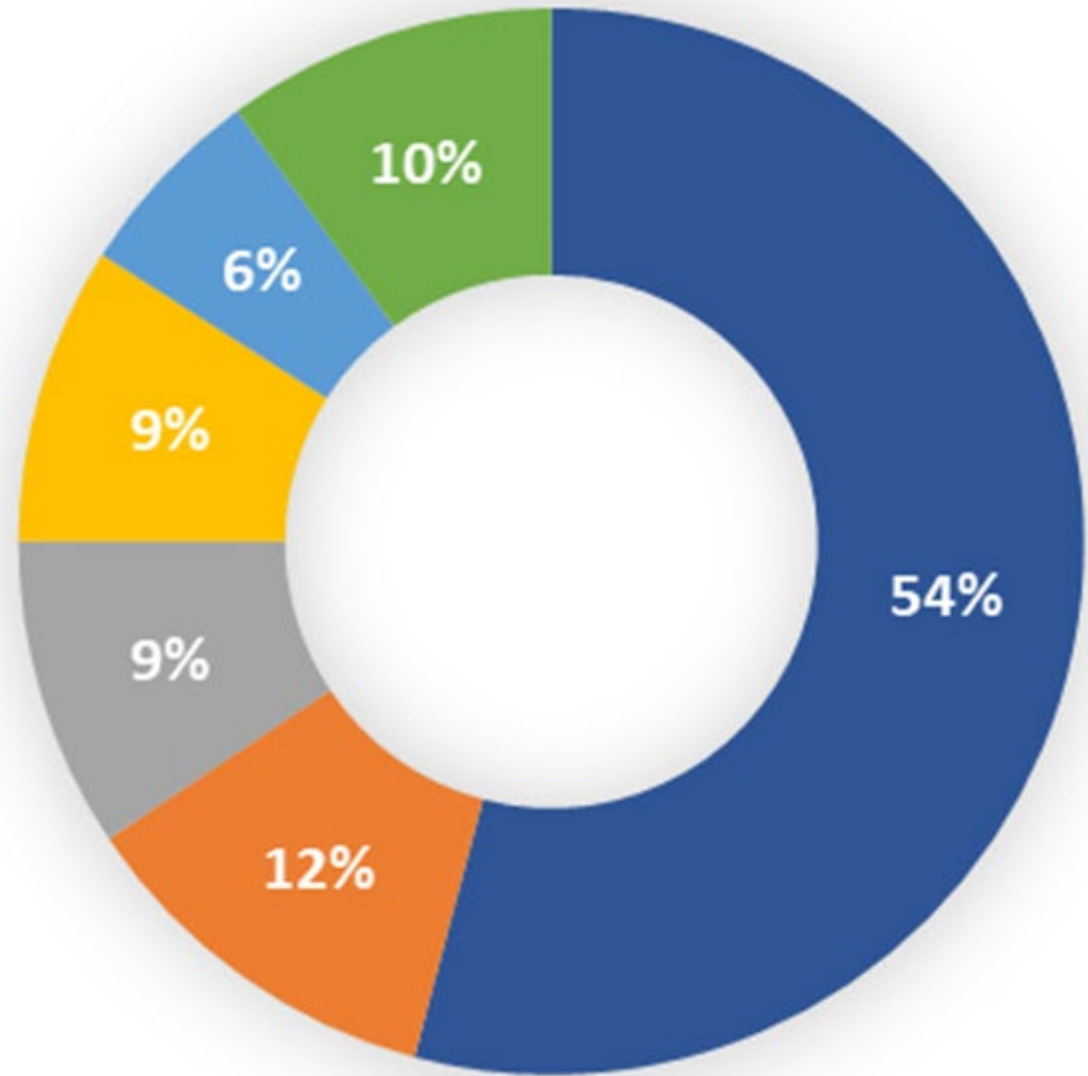
Transmission & Distribution



Transportation



Diverse and Balanced End Market Exposure



Secular Drivers Enhancing Outlook

INFRASTRUCTURE AND RENEWABLES INVESTMENT



RESHORING MANUFACTURING

PREPAINTED STEEL AND ALUMINUM MIGRATION



CONVERSION FROM PLASTICS TO ALUMINUM



Tolling Model Limits Metal Commodity Cost Exposure

Limited exposure to metal price



Value-added pricing model



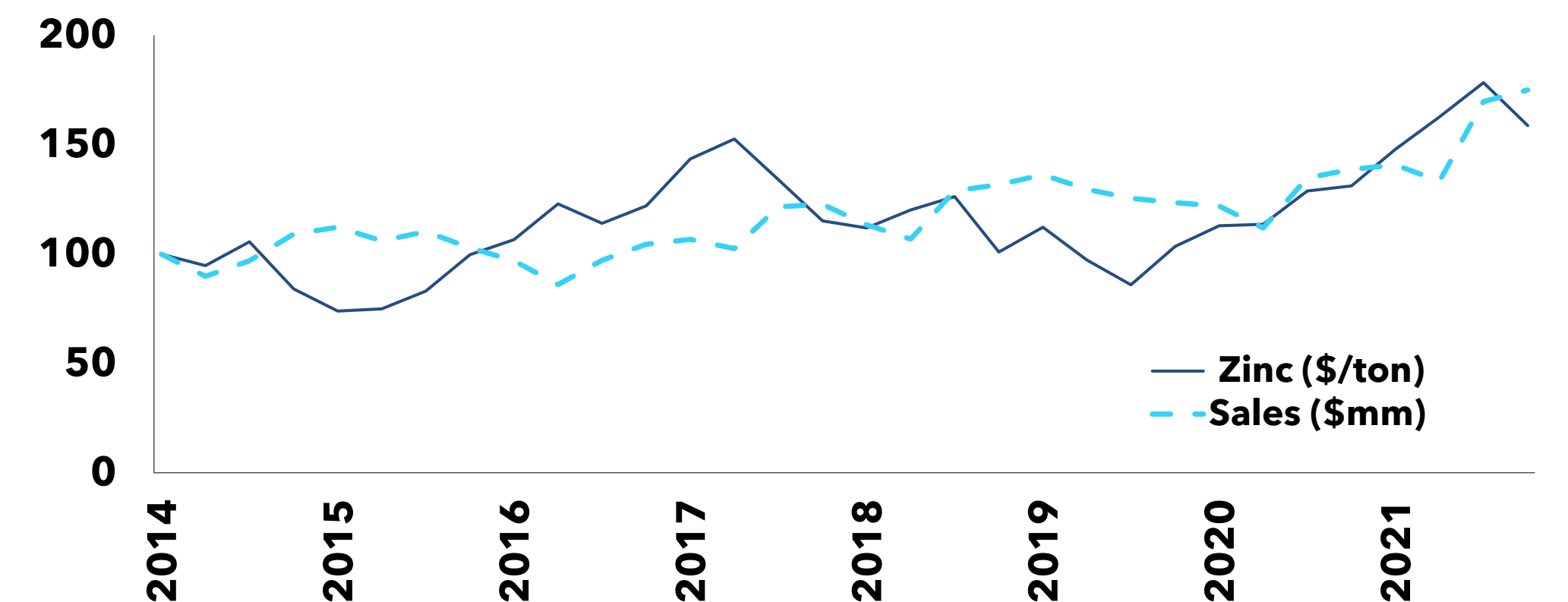
Highly variable cost structure with flexible operating model



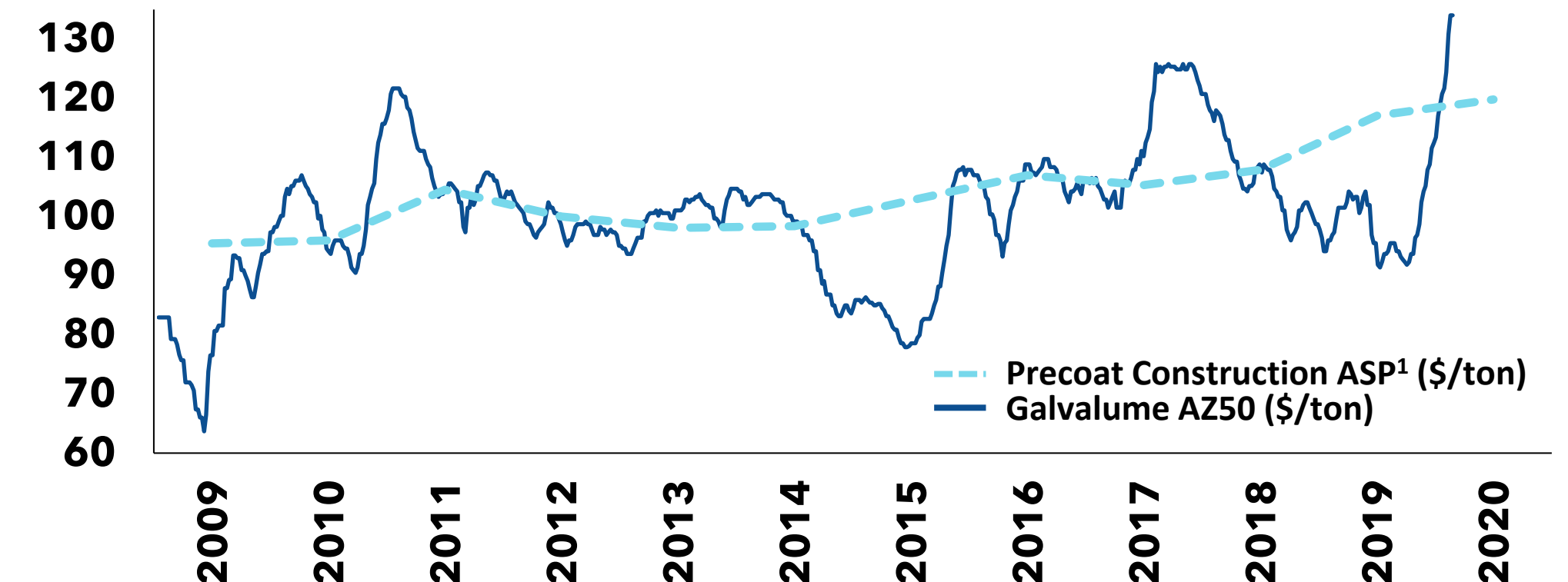
Consistent strong earnings and cash flow

Limited Metal Commodity Exposure

(% Indexed to 2014 price)

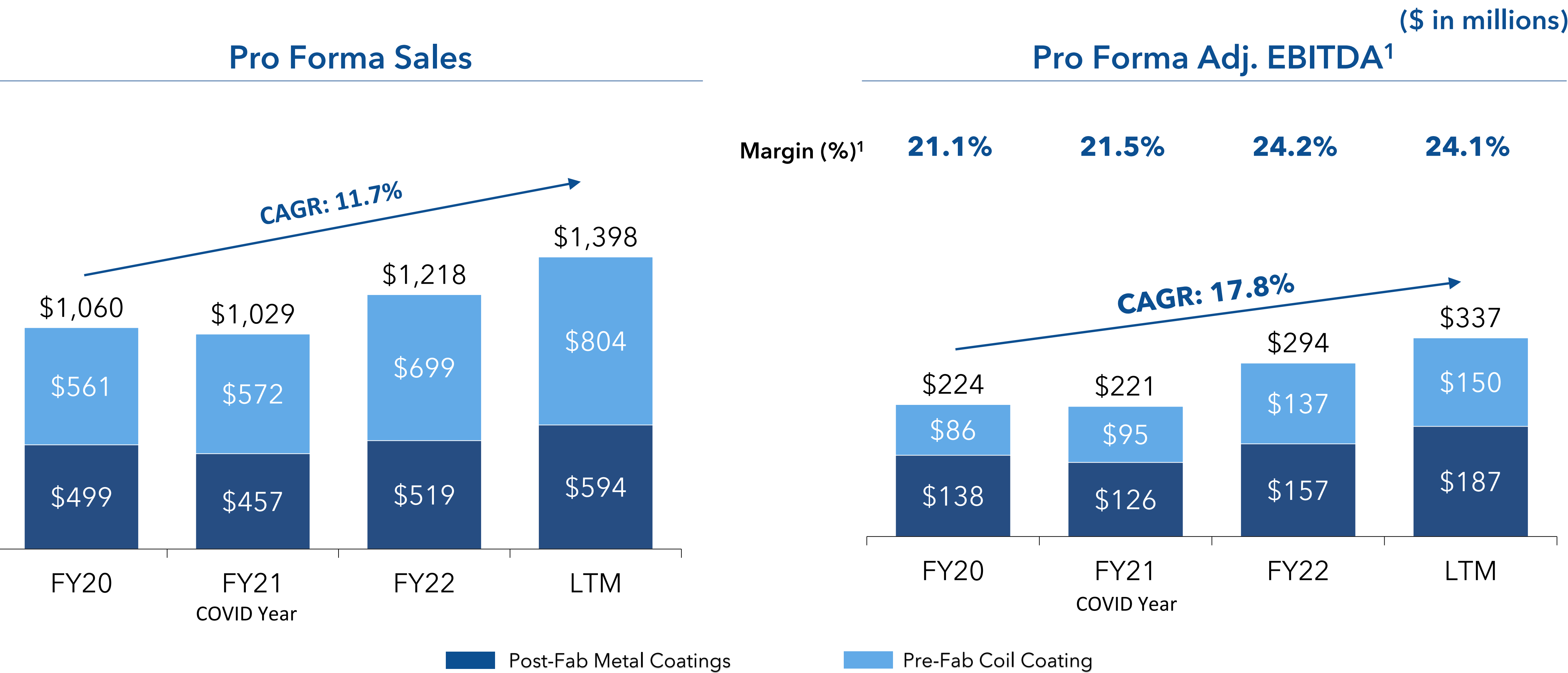


(% Indexed to 2012 price)



(1) ASP refers to Average Selling Price

Both Businesses Have Delivered Robust Top-line Growth and Profitability



Note: Financials exclude AIS which was divested in September 2022; FY based on February year-end; LTM based on 12 months ending 8/31/22
(1) Excludes corporate cost of \$43 million, \$41 million, \$50 million, and \$51 million for fiscal years 2020, 2021, 2022 and LTM 8/31/22. respectively

Mission-Driven, Experienced Management Team

Our Mission

Create superior value in a culture where people can grow and TRAITS matter.

We are diverse, collaborative, and service-minded, operating in a culture of TRAITS...**T**rust, **R**espect, **A**ccountability, **I**ntegrity, **T**eamwork, and **S**ustainability

Leadership Highlights

+200 years of combined industry experience

Senior corporate leadership with tenure and track record at AZZ

Proven industry leaders at respective coatings businesses

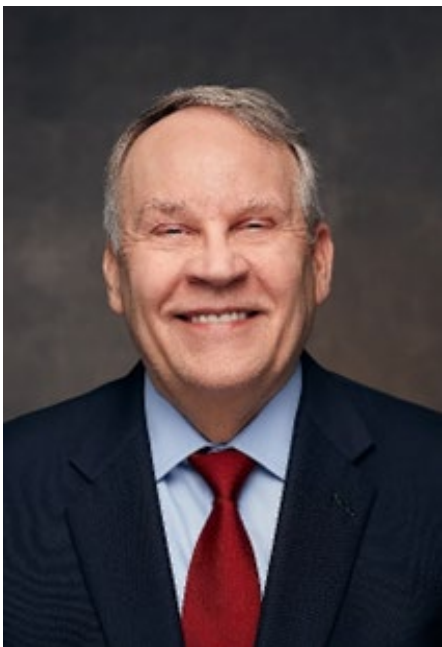
Executed and integrated multiple acquisitions, including transformational M&A

Track record of success



Honeywell

LENNOX INTERNATIONAL



Tom Ferguson
President and Chief Executive Officer



Philip Schlom
Chief Financial Officer



Bryan Stovall
President & COO Metal Coatings



Kurt Russell
President & COO Precoat Metals



Tara Mackey
Chief Legal Officer



Matt Emery
Chief Information and Human Resources Officer



David Nark
SVP of Marketing, Communications and Investor Relations



Chris Bacius
Vice President Business Development



Sustainability & ESG

Environmental

Tracking energy, emissions, water usage and intensity

Actively recycling zinc, aluminum and steel

Social

~53% of our employee base is diverse

Safety culture and training reduces workplace incidents through continuous improvement

Governance

Gender and race diversity

All independent directors except CEO

Board oversight of ESG policies and sustainability

Committed to Sustainability

Sustainability Council with Board oversight

Sustainability integrated into operations and Company culture

Focused on Employee Safety, Development and Diversity

Experienced and diverse Board

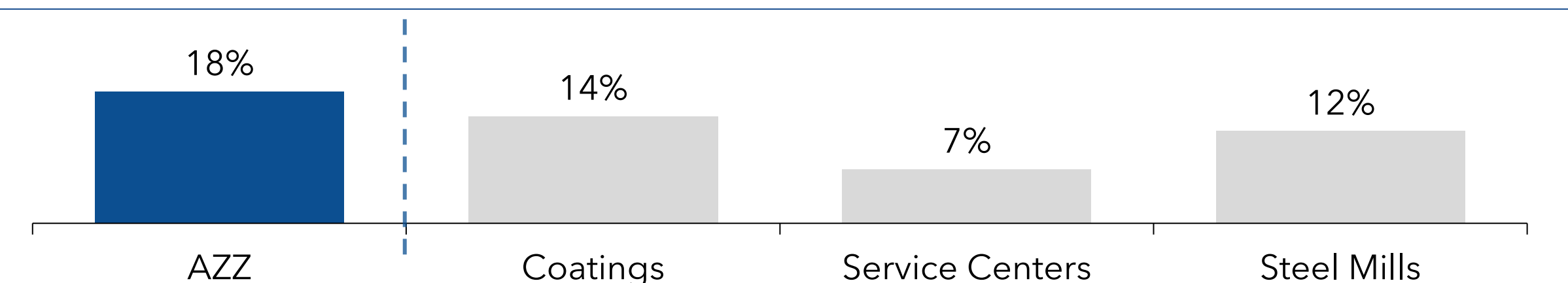


Financial Overview

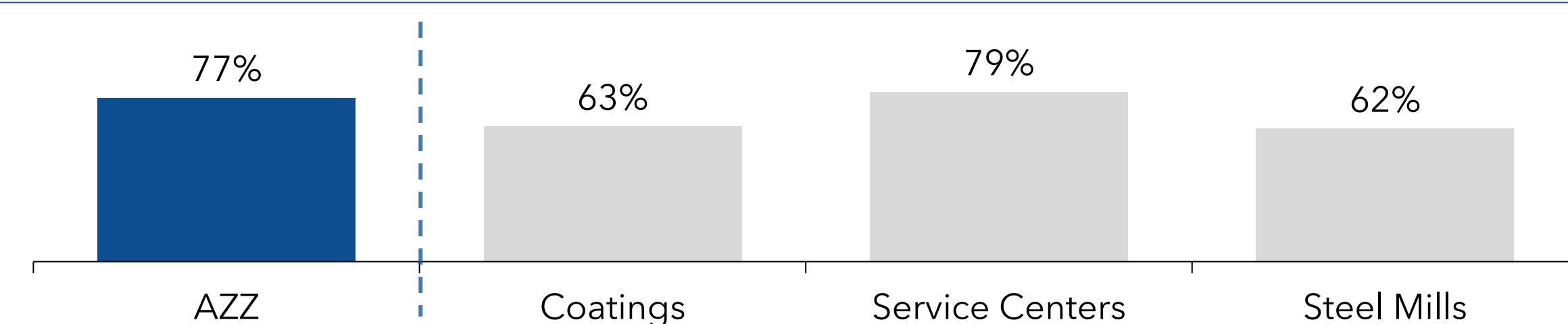


Premier Margin and Cash Flow Profile

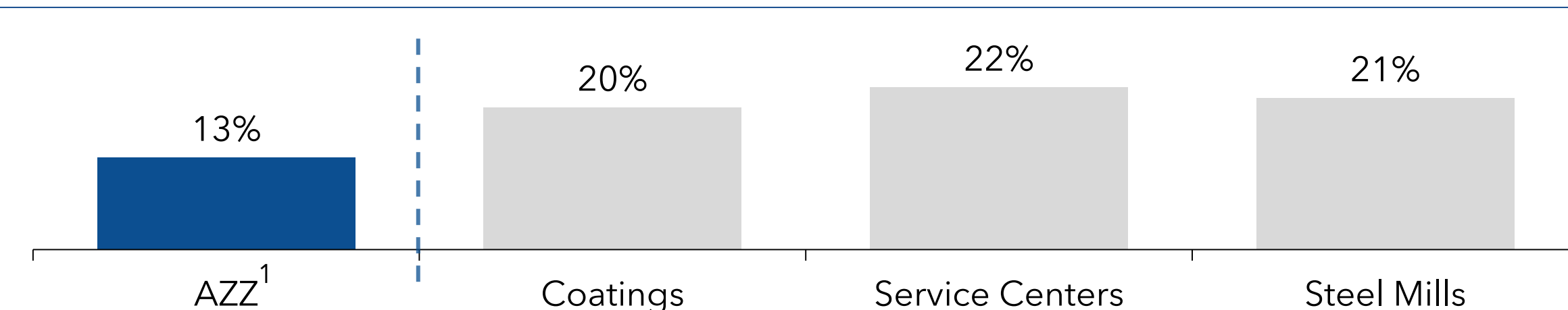
3-Year Median EBITDA Margin³



3-Year Median FCF Conversion (EBITDA less Capex / EBITDA)



3-Year Median NWC as % Sales



Key AZZ Value Drivers of Profitability

- ✓ **Differentiated solutions command strong gross margins**
- ✓ **Flexible, efficient operating model supports attractive EBITDA margin**
- ✓ **Tolling model limits NWC needs**
- ✓ **Well-invested footprint with nominal maintenance capex requirements**
- ✓ **Significant tax attributes with ~\$100 million² net present value of cash tax savings in first 5 years, and ~\$150 million in total**



Note: Coatings peers include Valmont Industries (coating segment), Cornerstone Metal Coatings (commercial segment), Oerlikon Balzers and Hill & Smith; Service Centers peers include Reliance Steel & Aluminum, Worthington Industries, Ryerson, and Russel Metals; Steel Mills peers include BlueScope, Steel Dynamics, Nucor, and Ternium; AZZ FY based on February year-end

(1) Represents latest AZZ NWC pro forma for Precoat and AIS divestiture

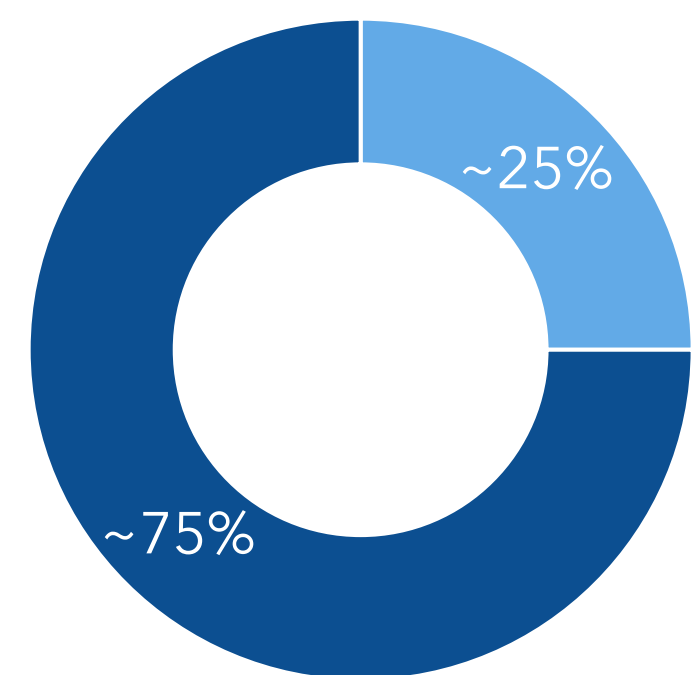
(2) Cash tax savings come from write-up of Precoat assets; not included in cash conversion metrics

(3) Includes corporate expense

Proven Resilience Through Challenging Cycles

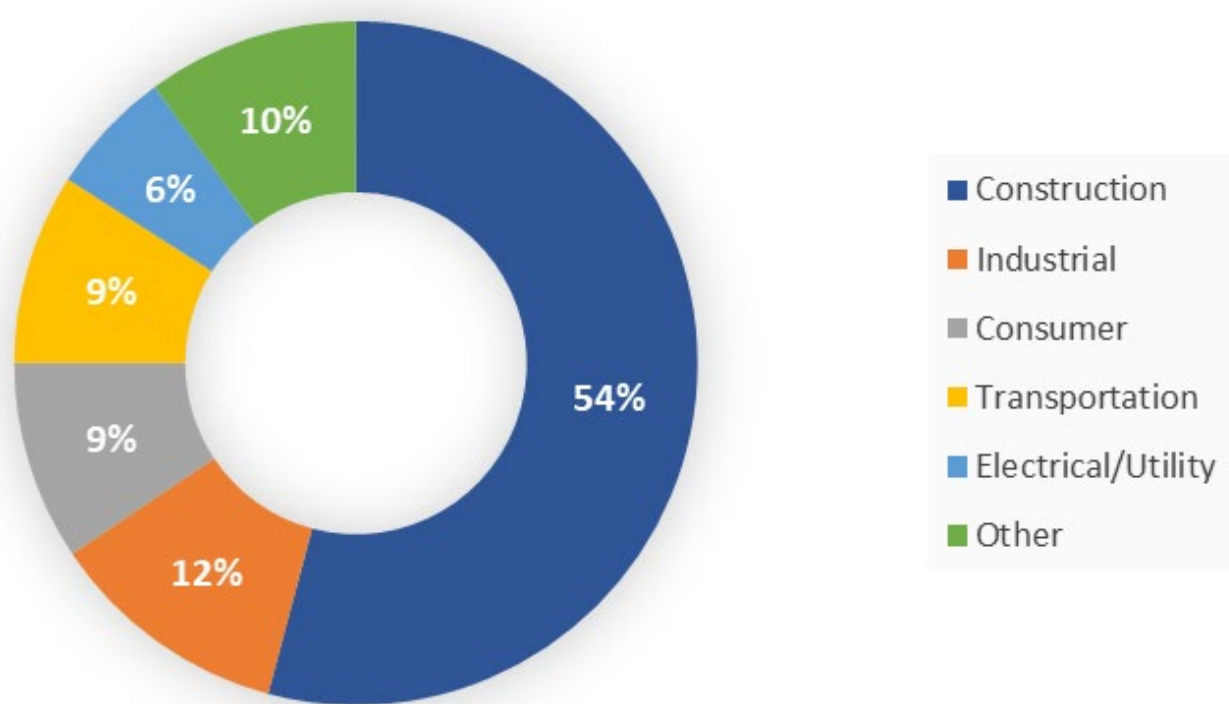
(\$ in millions)

Highly Variable Cost Structure

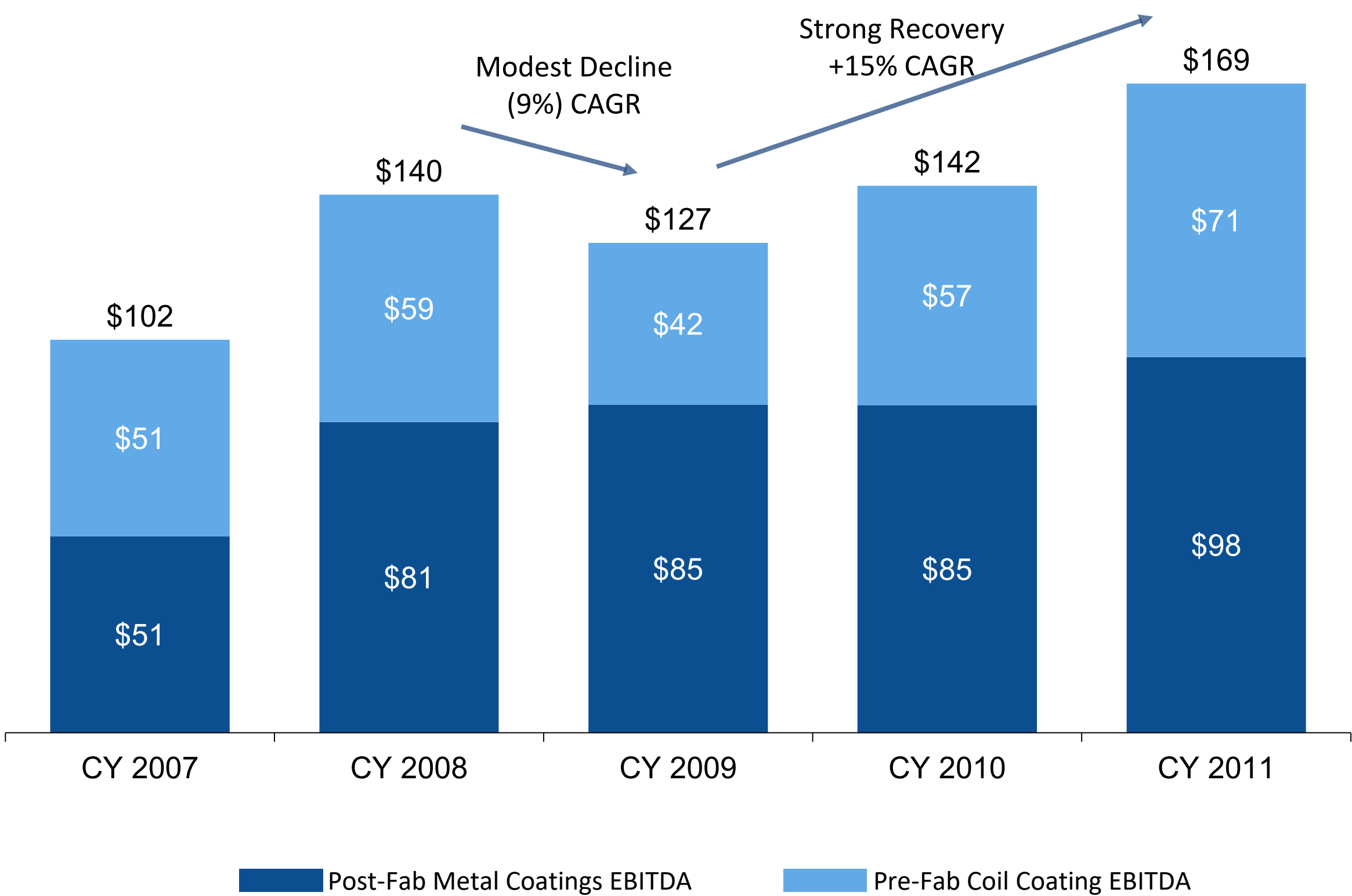


■ Fixed ■ Variable

Diverse End Market Exposure



Performed Well Through Global Financial Crisis



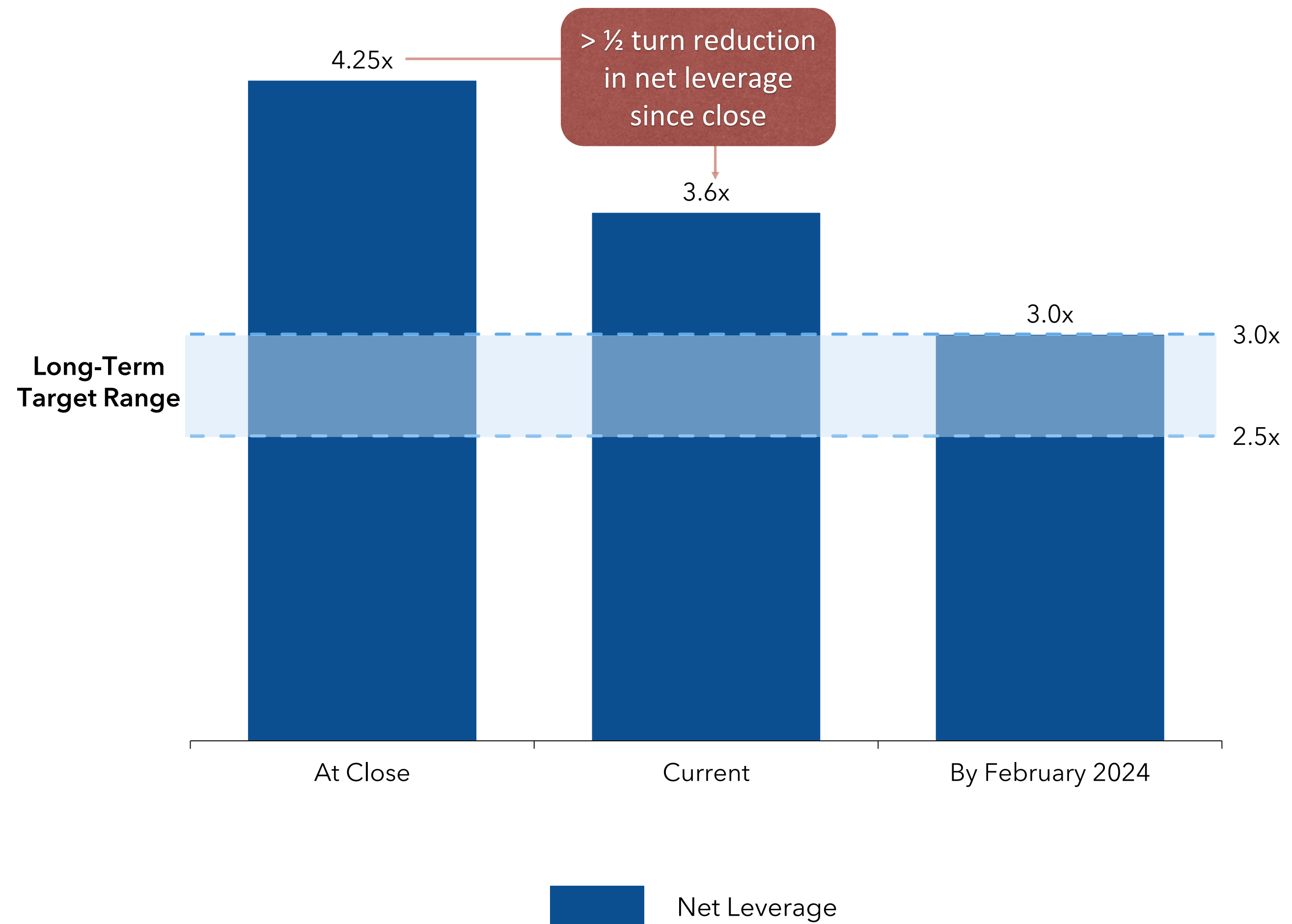
Rapid Deleveraging Profile

Capital structure with no maturities until 2027

Strong cash flow generation supports near-term deleveraging priority

Business expected to generate ~\$200mm in free cash flow in first year post-close

Transaction tax attributes ensures limited cash taxes



Our Capital Allocation Priorities

High ROIC Investments

- Organic growth
- Strategic customer partnerships
- Productivity

Reduce Leverage

- 3.0x leverage by February 2024

Acquisitions

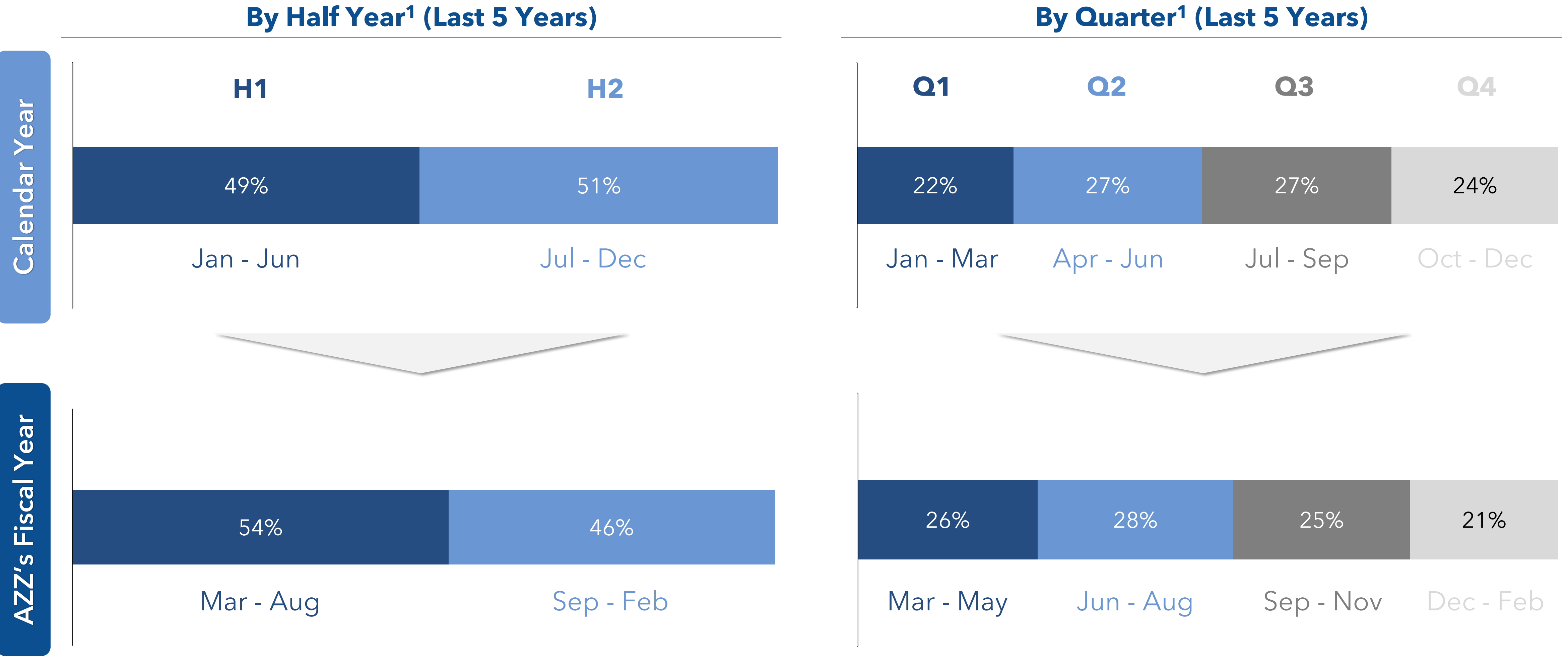
- Opportunistic, highly accretive bolt-on acquisitions

Return Capital

- Committed to sustaining dividends



Precoat Sales Seasonality Based on AZZ Fiscal Year



Note: FY based on February year-end. Includes last five fiscal and calendar years ending 2023 including forecast from September 2022 to February 2023. Excludes 2020 due to COVID-19 impact on seasonality
(1) Represents revenue mix

Fiscal Year 2023 Guidance

	FY 2023	Commentary
Sales	<p>\$1,275 - \$1,325mm <i>Estimated Reported Sales</i></p> <p>\$1,455 - \$1,505mm¹ <i>Pro Forma Sales</i></p>	<p>■ Growth of 18 - 22% on pro forma basis¹</p> <p>▶ 10 - 16% in the second half of the year¹</p>
Adjusted EBITDA	<p>\$285 - \$305mm <i>Estimated Reported EBITDA</i></p> <p>\$300 - \$320mm¹ <i>Pro Forma EBITDA</i></p>	<p>■ Growth of 35 - 45% on pro forma basis¹</p> <p>▶ “Pro forma” includes full-year impact of Precoat, and AIS divested as if transactions closed March 1, 2022</p>
Adjusted EPS ²	<p>\$3.80 - \$4.00 <i>Estimated Reported EPS</i></p> <p>\$3.40 - \$3.60 <i>Pro Forma EPS</i></p>	<p>■ Pro forma EPS adjusted for full year impact:</p> <p>▶ Higher interest expense</p> <p>▶ “As converted” share count</p> <p>▶ Excludes equity income contribution from AIS (AVAIL)</p>



Note: FY based on February year-end

(1) Includes full-year impact of Precoat as if transaction closed March 1, 2022

(2) Adjusted earnings and earnings per share include post-tax cash impact of Precoat amortization

Current Strategy

1

Drive Organic Growth

- *Continued emphasis on customer service and quality*
- *Invest in capacity to support specific customer demand*

2

Sustain Target EBITDA Range

- *Metal Coatings EBITDA 25-27%*
- *Precoat Metals EBITDA 20-22%*

3

Optimize Corporate Structure With Simplified Metal Coatings Focus

4

Rapidly De-lever and De-risk

Strong cash flow and earnings support deleveraging to 2.5-3.0x

5

Drive Operational Productivity and Efficiency Improvements

6

Maintain Emphasis on Leadership and Talent Development



Appendix



Q2 and YTD FY23 Adjusted Earnings Per Share (EPS)

(\$ in thousands, except per share)

	Three Months Ended August 31, 2022		Six Months Ended August 31, 2022	
	Amount	Per Diluted Share ¹	Amount	Per Diluted Share ¹
Net income (loss) available to common shareholders and diluted earnings per share	\$ (58,610)		\$ (34,533)	
Impact of after-tax interest expense for Convertible Notes	2,006		2,554	
Impact of Preferred share dividends	1,040		\$ 1,040	
Net income for diluted earnings per share	\$ (55,564)	(1.91)	\$ (30,939)	(1.13)
Adjustments:				
Acquisition and transaction related expenditures ²	2,706	0.09	15,236	0.56
Estimated loss on discontinued operations	114,900	3.95	114,900	4.19
Subtotal	117,606	4.05	130,136	4.74
Tax benefit ³	(26,122)	(0.90)	(29,130)	(1.06)
Total adjustments	91,484	3.15	101,006	3.68
Adjusted earnings and adjusted earnings per share⁴	\$ 35,920	\$ 1.24	\$ 70,067	\$ 2.55



(1) Earnings per share amounts included in the table above may not sum due to rounding differences

(2) Includes expenses related to the Precoat acquisition as well as the divestiture of the AZZ Infrastructure Solutions business

(3) Tax benefit consists of 21% federal statutory rate and 3% blended state tax rate for acquisition and transaction related expenditures and depreciation and amortization, and 22.2% for Estimated loss on discontinued operations

(4) Adjusted earnings and earnings per share include post-tax cash impact of Precoat amortization

Divestiture of AZZ Infrastructure Solutions (“AIS”)

Allows AZZ to focus purely on Metal Coatings

Transaction Overview

- Divested legacy AZZ Infrastructure Solutions Segment (“AIS”)
- Sold to Fernweh Group LLC, a PE firm founded by McKinsey alums
- AIS moved to Discontinued Operations
 - FY2023 financials reflect as realized results
 - Equity income under GAAP accounting [but to be excluded from go-forward guidance]

Key Figures

\$300mm TEV

\$228mm
Cash Proceeds

40% Stake
(\$72mm Value at Close)

8.1x LTM EBITDA

September 30, 2022

INVESTOR PRESENTATION

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