

Herc Holdings Inc.
Investor Presentation

June 24, 2019

HercRentals™

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Safe Harbor Statements

Forward-Looking Statements

This presentation contains statements, that are not statements of historical fact, but instead are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. We caution readers not to place undue reliance on these statements, which speak only as of the date hereof. There are a number of risks, uncertainties and other important factors that could cause our actual results to differ materially from those suggested by our forward-looking statements, including:

- Business risks could have a material adverse effect on our business, financial condition, results and cash flows, including:
  - the cyclicality of our business and its dependence on levels of capital investment and maintenance expenditures by our customers; a slowdown in economic conditions or adverse changes in the level of economic activity or other economic factors specific to our customers or their industries, in particular, contractors and industrial customers;
  - our business is heavily reliant upon communications networks and centralized IT systems and the concentration of our systems creates or increases risks for us, including the risk of the misuse or theft of information we possess, including as a result of cyber security breaches or otherwise, which could harm our brand, reputation or competitive position and give rise to material liabilities;
  - we may fail to maintain and upgrade our IT systems;
  - we may fail to respond adequately to changes in technology and customer demands;
  - intense competition in the industry, including from our own suppliers, that may lead to downward pricing or an inability to increase prices;
  - our success depends on our ability to attract and retain key management and other key personnel and the ability of new employees to learn their new roles:
  - any occurrence that disrupts rental activity during our peak periods, given the seasonality of the business, especially in the construction industry;
  - some or all of our deferred tax assets could expire if we experience an “ownership change” as defined in the Internal Revenue Code;
  - doing business in foreign countries exposes us to additional risks, including under laws and regulations that may conflict with U.S. laws and those under anticorruption, competition, economic sanctions and anti-boycott regulations;
  - changes in the legal and regulatory environment that affect our operations, including with respect to taxes, consumer rights, privacy, data security and employment matters, could disrupt our business and increase our expenses;
  - an impairment of our goodwill or our indefinite lived intangible assets could have a material non-cash adverse impact;
  - other operational risks such as: any decline in our relations with our key national account customers or the amount of equipment they rent from us; our equipment rental fleet is subject to residual value risk upon disposition, and may not sell at the prices we expect; maintenance and repair costs associated with our equipment rental fleet could materially adversely affect us; we may be unable to protect our trade secrets and other intellectual property rights; we are exposed to a variety of claims and losses arising from our operations, and our insurance may not cover all or any portion of such claims; we may face issues with our union employees; environmental, health and safety laws and regulations and the costs of complying with them, or any change to them impacting our markets, could materially adversely affect us; and strategic acquisitions could be difficult to identify and implement and could disrupt our business or change our business profile significantly;
- Risks related to the spin-off, which effected our separation from Hertz Global Holdings Inc., formerly known as Hertz Rental Car Holding Company, Inc. ("New Hertz"), such as: the liabilities we have assumed and will share with New Hertz in connection with the spin-off could have a material adverse effect on our business, financial condition and results of operations; if there is a determination that any portion of the spin-off transaction is taxable for U.S. federal income tax purposes, including for reasons outside of our control, then we and our stockholders could incur significant tax liabilities, and we could also incur indemnification liability if we are determined to have caused the spin-off to become taxable;

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Safe Harbor Continued and Non-GAAP Financial Measures

if New Hertz fails to pay its tax liabilities under the tax matters agreement or to perform its obligations under the separation and distribution agreement, we could incur significant tax and other liability; we have limited operating history as a stand-alone public company, and the spin-off may be challenged by creditors as a fraudulent transfer or conveyance;

- Risks related to our substantial indebtedness, such as: our substantial level of indebtedness exposes us or makes us more vulnerable to a number of risks that could materially adversely affect our financial condition, results of operations, cash flows, liquidity and ability to compete; the secured nature of our indebtedness, which is secured by substantially all of our consolidated assets, could materially adversely affect our business and holders of our debt and equity; an increase in interest rates or in our borrowing margin would increase the cost of servicing our debt and could reduce our profitability; and any additional debt we incur could further exacerbate these risks;
- Risks related to the securities market and ownership of our stock, including that: the market price of our common stock could decline as a result of the sale or distribution of a large number of our shares or the perception that a sale or distribution could occur and these factors could make it more difficult for us to raise funds through future stock offerings; provisions of our governing documents could discourage potential acquisition proposals and could deter or prevent a change in control; and the market price of our common stock may fluctuate significantly; and
- Other risks and uncertainties set forth in our Annual Report on Form 10-K for the year ended December 31, 2018 under Item 1A "Risk Factors," and in our other filings with the Securities and Exchange Commission.

All forward-looking statements are expressly qualified in their entirety by such cautionary statements. We do not undertake any obligation to release publicly any update or revision to any of the forward-looking statements.

Information Regarding Non-GAAP Financial Measures

In addition to results calculated according to accounting principles generally accepted in the United States (“GAAP”), the Company has provided certain information in this presentation that is not calculated according to GAAP (“non-GAAP”), such as adjusted EBITDA, adjusted EBITDA margin, REBITDA, REBITDA margin, REBITDA flow-through, and Free Cash Flow. Management uses these non-GAAP measures to evaluate operating performance and period-over-period performance of our core business without regard to potential distortions, and believes that investors will likewise find these non-GAAP measures useful in evaluating the Company’s performance. These measures are frequently used by security analysts, institutional investors and other interested parties in the evaluation of companies in our industry.

Non-GAAP measures should not be considered in isolation or as a substitute for our reported results prepared in accordance with GAAP and, as calculated, may not be comparable to similarly titled measures of other companies. For the definitions of these terms, further information about management’s use of these measures as well as a reconciliation of these non-GAAP measures to the most comparable GAAP financial measures, please see the supplemental schedules that accompany this presentation.

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Company Overview

HercRentals™





A Leader in the Equipment Rental Industry

- 50+ years of experience in the equipment rental industry
- One of the leading equipment rental suppliers in North America
- Recognized for its strong brand and reputation
- Listed on the New York Stock Exchange on July 1, 2016 under the symbol "HRI"
- Highly experienced senior management team
- Approximately 270 locations in 39 states and seven Canadian provinces, with an OEC fleet of $3.69 billion as of March 31, 2019
- Approximately 4,900 employees

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Vision, Mission and Values

We are a customer-centric organization focused on safety, efficiency and profitable growth



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Highly Experienced Leadership Team

EXECUTIVE LEADERSHIP
CEO, CFO & COO Average More Than 25 Years of Equipment Industry Experience



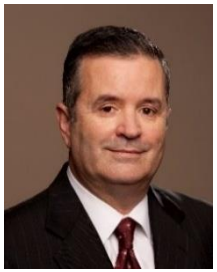
Larry Silber
CEO
35+ years



Mark Irion
CFO
20+ years



Bruce Dressel
COO
30+ years



Chris Cunningham
CHRO
30+ years



Tamir Peres
CIO
20+ years



Maryann Waryjas
CLO
30+ years

Senior Staff Average Over 20 Years of Equipment Rental and Related Experience

Aaron Birnbaum	Carlo Cavecchi	Raul Martinez	Mark Humphrey	Mustally Hussain	Jason Oosterbeek
SVP, Strategic Planning & Operations	*SVP, Specialty Rental & Strategic Sales*	*VP, Herc Plus, National Strategic Accounts*	*VP, Chief Accounting Officer*	*Vice President, Treasurer*	*VP, Strategic Pricing & Sales*
25+ years	*20+ years*	*10+ years*	*20+ years*	*15+ years*	*15+ years*

Regional Vice Presidents - Average of 20 Years of Industry Experience

Industry savvy and experienced leadership team

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Our Strategic Initiatives



Develop Our People and Culture

- Attract and retain talent
- Align performance to shared purpose
- Create supportive work place culture
- Expand continuous learning



Expand and Diversify Revenues

- Broaden customer base
- Expand products and services
- Grow pricing and ancillary revenues
- Improve sales force effectiveness



Improve Operating Effectiveness

- Focus on safety, labor productivity, and warranty recovery
- Increase density in large urban markets
- Improve vendor management and fleet availability



Enhance Customer Experience

- Provide premium products and solutions-based services
- Introduce innovative technology solutions
- Maintain customer friendly showrooms and facilities



Disciplined Capital Management

- Drive EBITDA margin growth
- Improve key financial metrics
- Maximize fleet management and utilization

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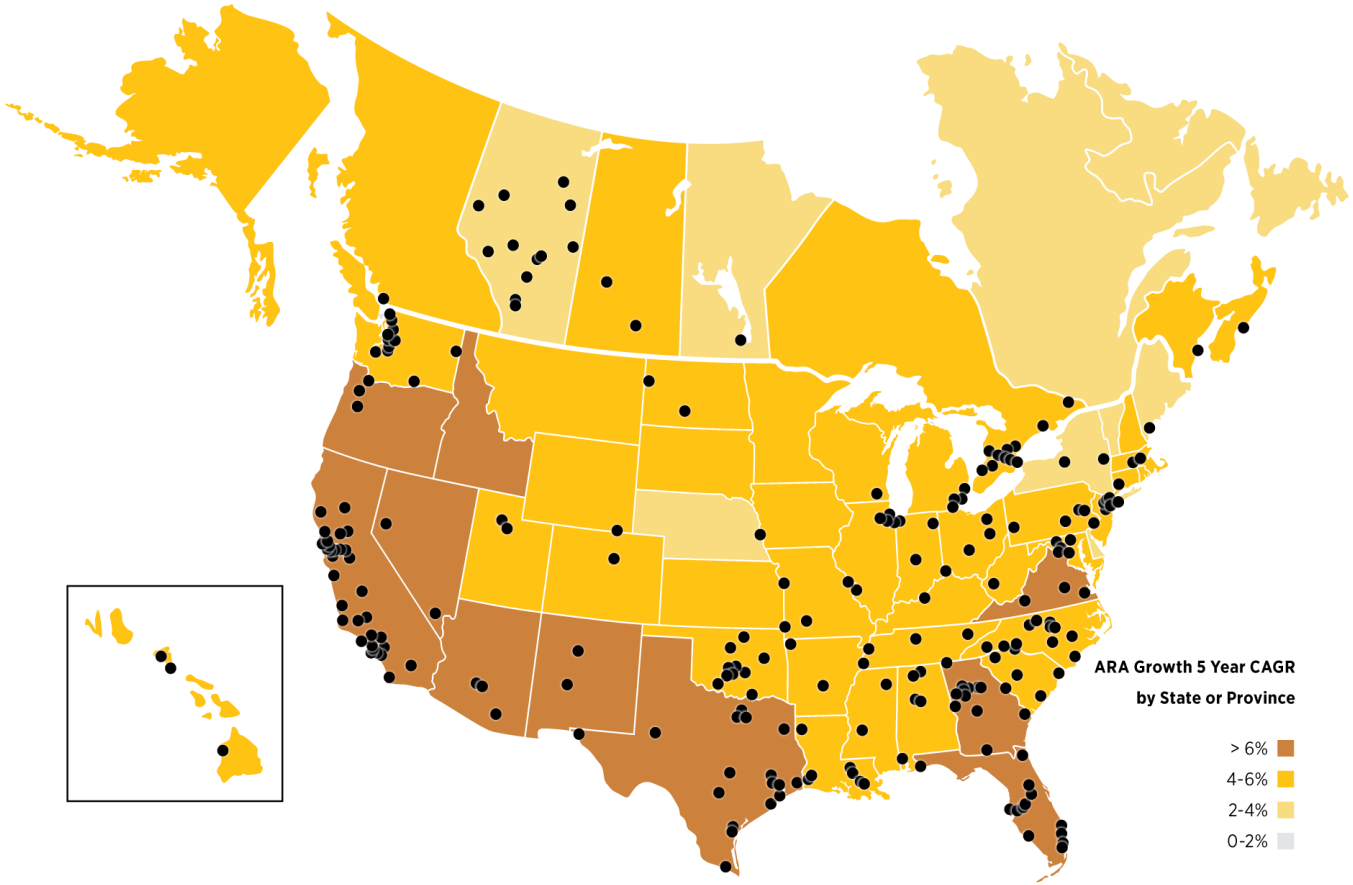
Focusing on High Growth Urban Markets



Strong geographic footprint in high growth markets

Approximately 270 locations, principally in North America[1]

- 39 states
- 7 provinces

Targeting four to six greenfield locations in 2019

Source: ARA IHS Global Insights as of May 2019
1. Locations as of March 31, 2019

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Expanding Products and Services to Meet Customer Needs

CLASSIC



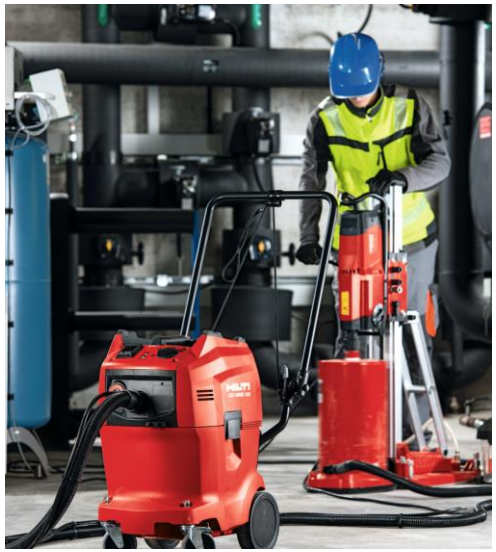
Our classic fleet includes aerial, earthmoving, material handling, trucks and trailers, air compressors, compaction and lighting.

PROSOLUTIONS



ProSolutions™, our industry-specific solutions-based services, includes power generation, climate control, remediation and restoration, and studio and production equipment.

PROCONTRACTOR



ProContractor specialty equipment includes professional grade tools.

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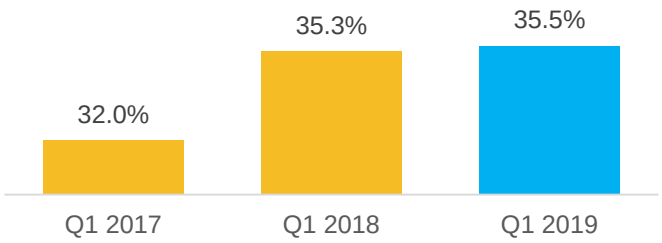
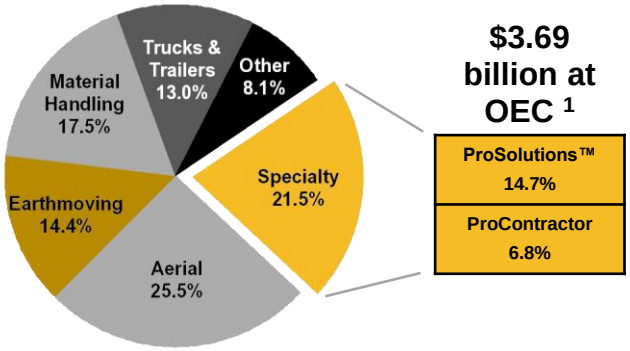
Improving Fleet and Customer Mix to Drive Growth

$ UTILIZATION[1]



- $ utilization in Q1 2019 increased 350 bps since 2017
- Total fleet at OEC was $3.69 billion as of Q1 2019
- Local rental revenue accounts for 58% of the total
- Diversification and growth in new customer accounts remain strong

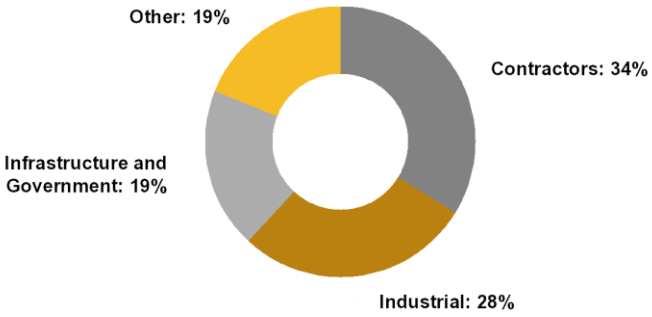
FLEET COMPOSITION AT OEC[1,2]



LOCAL VS NATIONAL % MIX[2,3]



REVENUE BY CUSTOMER[2,3,4]



1. Based on ARA guidelines
2. As of March 31, 2019
3. North America rental revenues
4. Refer to 10-K for description of industries related to each customer classification

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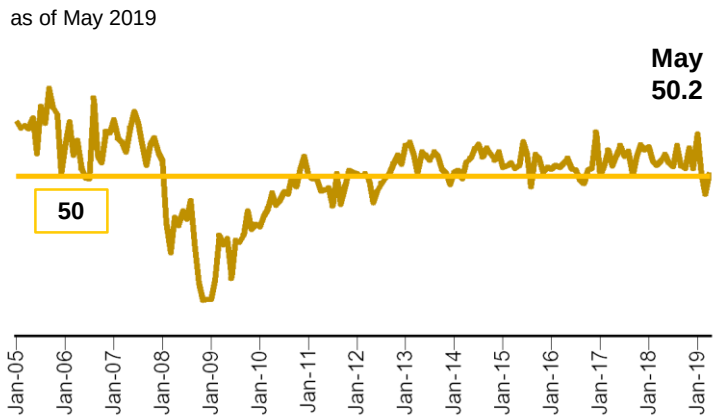
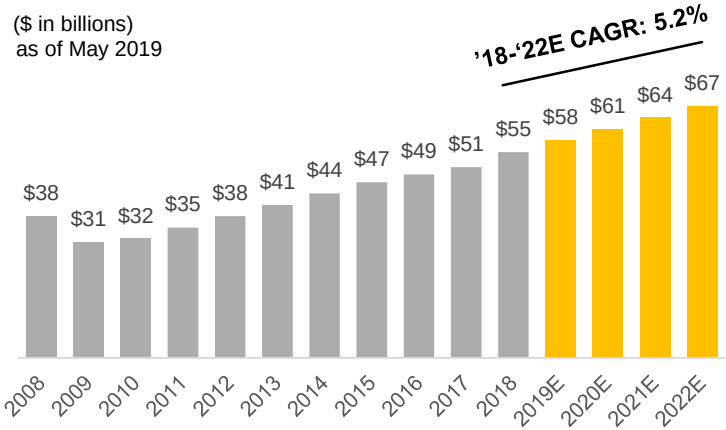
Strong Industry Outlook Supports Our Growth

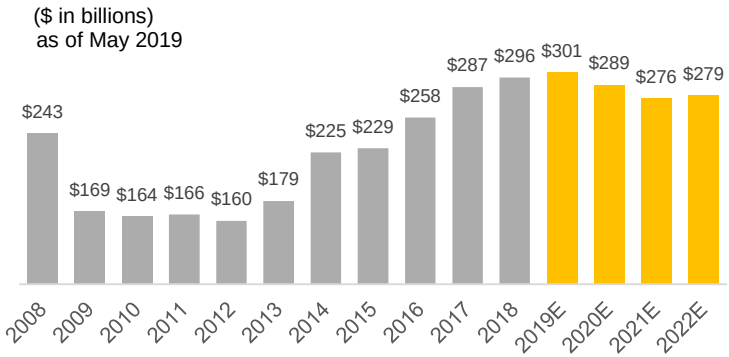
ARCHITECTURE BILLINGS INDEX[1]



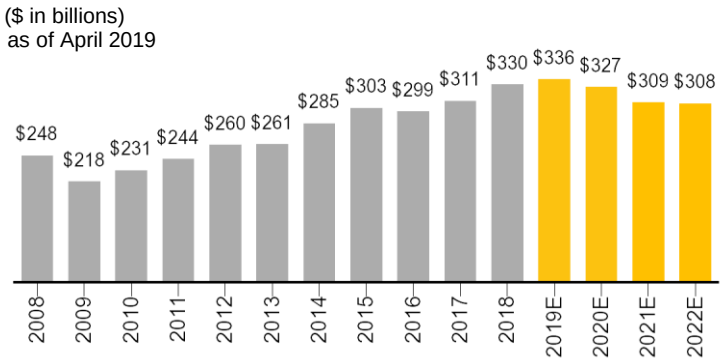
N.A. EQUIPMENT RENTAL MARKET[2]



NON-RESIDENTIAL STARTS[3]



INDUSTRIAL SPENDING[4]



1. Source: The American Institute of Architects (AIA)
2. Source: ARA / IHS Global Insight as of May 2019, excludes Party & Event data
3. Source: Dodge Analytics U.S.
4. Source: Industrial information resources U.S.

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Financial Summary

$ in millions	LTM Ended March 31,		
	2019	**2018**	***% Chg.***
Equipment Rental Revenue	$1,666.8	$1,547.5	*7.7%*
Total Revenues	$2,021.1	$1,796.4	*12.5%*
Adjusted EBITDA[1]	$694.4	$620.3	*11.9%*
Adjusted EBITDA Margin[1]	34.4%	34.5%	*(10) bps*
REBITDA Margin[1,2]	40.2%	38.7%	*+150 bps*

	Q1 2019
REBITDA YoY Flow-Through[1,2]	183.1%
Average Fleet Growth[3]	+2.0% YoY
Pricing[3]	+3.8% YoY
Dollar Utilization[3]	35.5%, +20 bps YoY

1. For a reconciliation to the most comparable GAAP financial measure, see the Appendix
2. REBITDA excludes the margin impact of sales of rental equipment and sales of new equipment
3. Based on ARA guidelines

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Credit Highlights



Key Credit Highlights

1. Fragmented N.A. Market Structure Favors Scale
2. Strong Brand and Reputation
3. Improving Margin and Profitability
4. Growing Fleet at OEC with Balanced Capital Expenditures
5. Increasing Free Cash Flow and Declining Leverage
6. Downturn Resiliency

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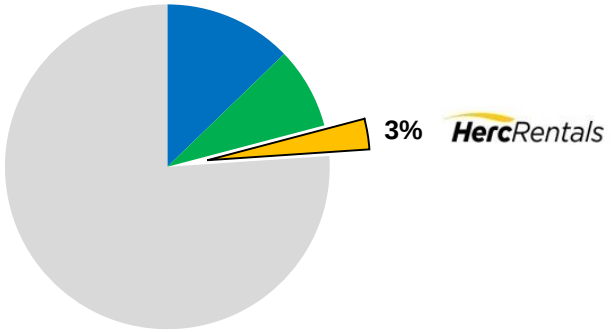
1 Fragmented N.A. Market Structure Favors Scale

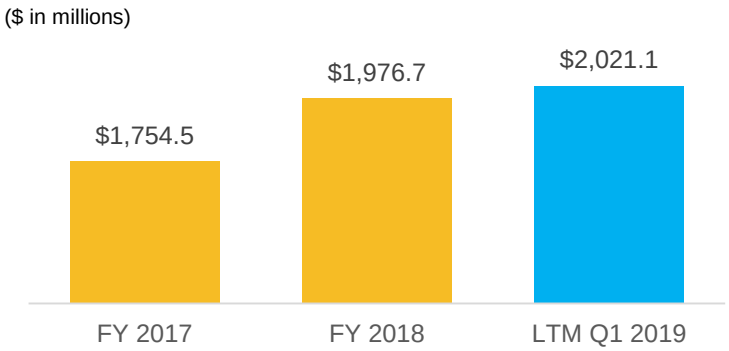
2018 ESTIMATED MARKET SHARE[1]



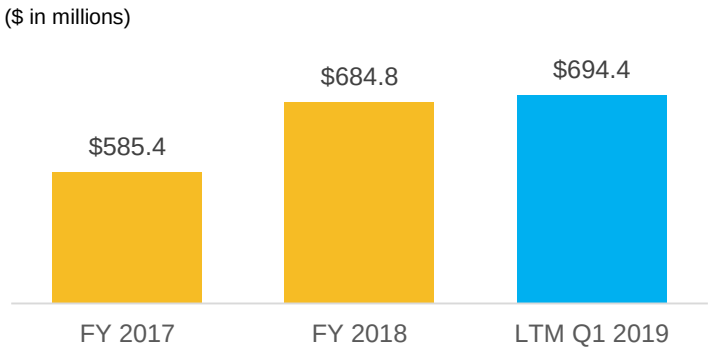
2018 Market Size: ~$55 billion

- A leading rental equipment company in North America servicing broad customer base
- Scale provides operating leverage, pricing and purchasing strength
- Total revenues and adjusted EBITDA grew above market through rate leadership, fleet mix and volume

TOTAL REVENUES



ADJUSTED EBITDA[2]



1. Source: ARA IHS Global Insights February 2019, company reports
2. For a definition and reconciliation to the most comparable GAAP financial measure, see the Appendix

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2 Strong Brand and Reputation







- Recognized by the industry and customers as HERC (Hertz Equipment Rental Corp.) for 50 years
- Renamed Herc Rentals in anticipation of the separation from its former parent in February 2016
- Locations and equipment rebranded with the new Herc Rentals logo in the U.S.
- Rebranded Herc Rentals in Canada in 2018

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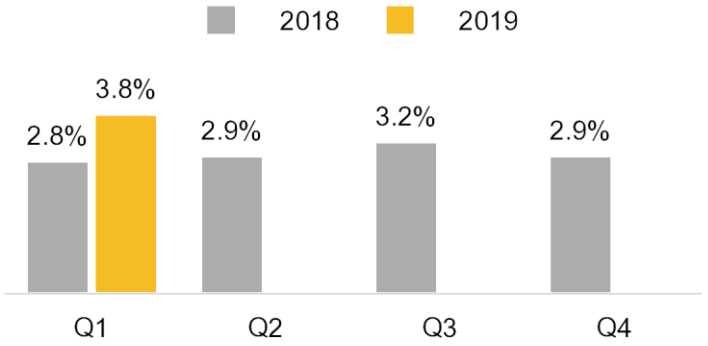
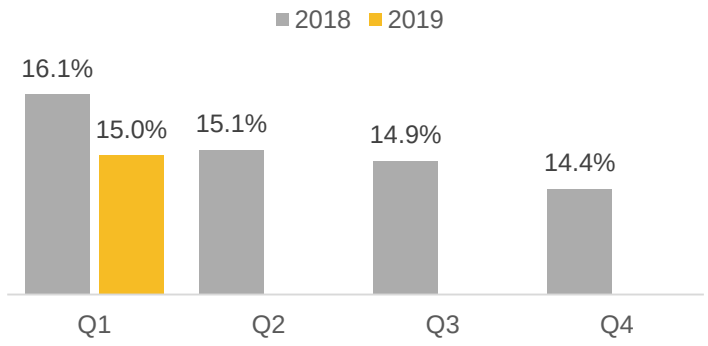
3 Improving Margin and Profitability

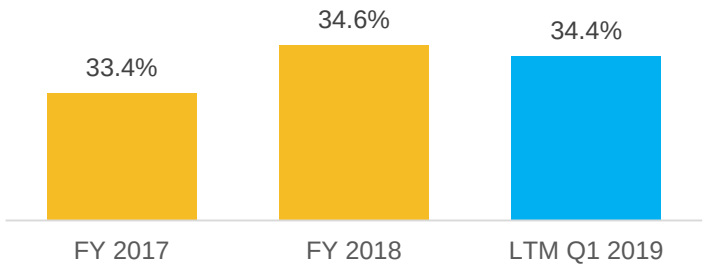
YOY CHANGE IN PRICING[1]



SG&A % OF TOTAL REVENUES (excluding spin-off costs)



ADJUSTED EBITDA MARGIN[2]



- YoY pricing improved to 3.8% in Q1 2019, the 12th consecutive quarter of year-over-year improvement
- YoY SG&A as a % of total revenues declined by 110 bps in Q1 2019
- Adjusted EBITDA margin increased 100 bps since FY 2017

1. Based on ARA guidelines
2. For a definition and reconciliation to the most comparable GAAP financial measure, see the Appendix

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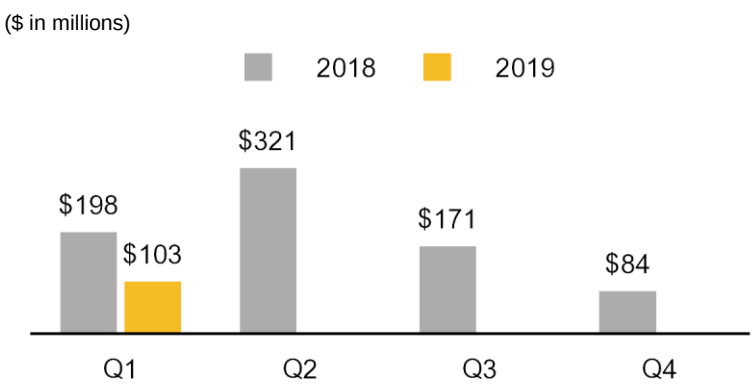
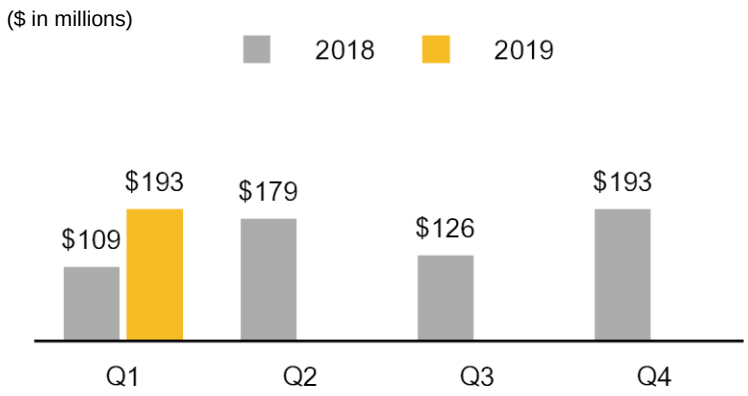
4 Growing Fleet at OEC with Balanced Capital Expenditures

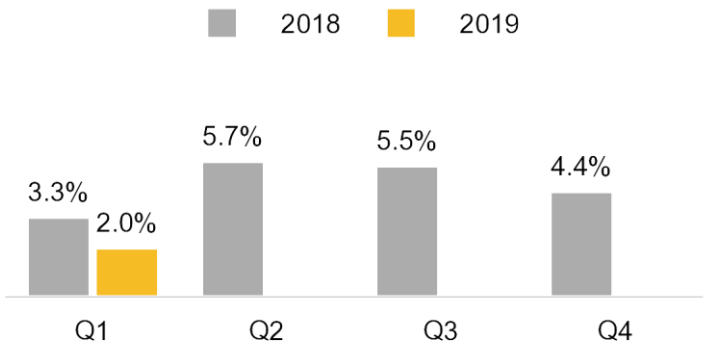
FLEET EXPENDITURES AT OEC[1]



FLEET DISPOSALS AT OEC[1]



YOY CHANGE IN AVERAGE FLEET AT OEC[1]



- Net fleet capex[2] of $483 million for the LTM ended March 31, 2019
- YoY average fleet at OEC increased 2.0% in Q1 2019
- Average fleet age improved to 46 months in Q1 2019 compared with 49 months in Q1 2018

1. Original equipment cost based on ARA guidelines
2. For a definition and reconciliation to the most comparable GAAP financial measure, see the Appendix

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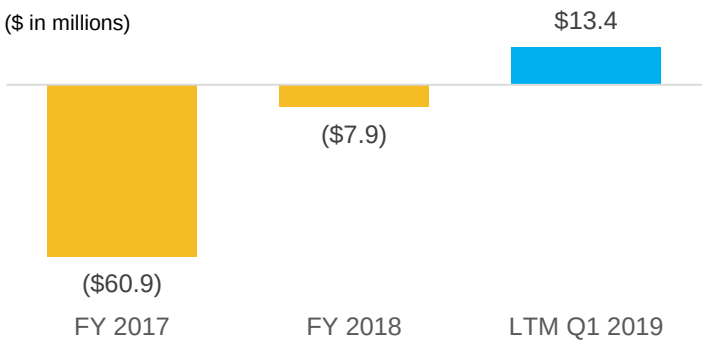
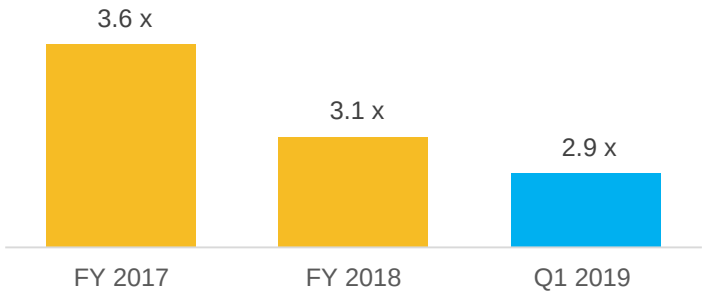
5 Increasing Free Cash Flow and Declining Leverage

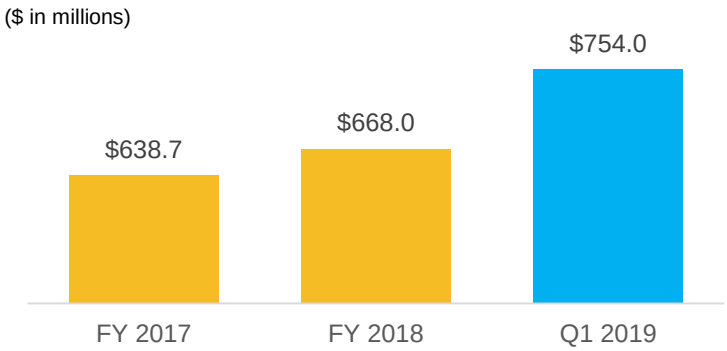
FREE CASH FLOW[1]



NET LEVERAGE[1]



LIQUIDITY[2]



- Free cash flow[1] of $13.4 million for the LTM ended March 31, 2019
- Ample liquidity[2] of $754 million in Q1 2019 and long-dated maturities provide financial flexibility
- Asset base supporting debt level with a ~1.6x collateral coverage[3]

1. For a definition and reconciliation to the most comparable GAAP financial measure, see the Appendix
2. Represents the available borrowing base under the ABL facility (availability under borrowing base limitation) and Cash & Cash Equivalents
3. As of 3/31/19, asset base (of ~$3.3 billion excluding intangible assets, net and goodwill) divided by the long-term debt (of ~$2.1 billion)

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6 Downturn Resiliency

High growth

- ***Revenue and EBITDA pick up***
- ***Fleet is replenished***
- ***Cash flow is invested in re-fleeting and growth***

Moderate to flat growth

Declining market

- ***Revenue and EBITDA decline***
- ***Industry de-fleets***
- ***Cash flow generated from de-fleeting, which can be applied to debt reduction***



	Growth Period	Cyclical Downturn
Cash flow from operations	Growing	Decreasing but generally remains positive
Capital expenditures	Moderating	Significantly reduced
Fleet growth	Low	Flat to declining
Free cash flow	Generally positive	Provided by de-fleeting
Leverage	Target 2.5 – 3.5x	Initial increase, potentially decline thereafter

Industry practices enable financial stability through all economic cycles
Cash benefits during a downturn from de-fleeting

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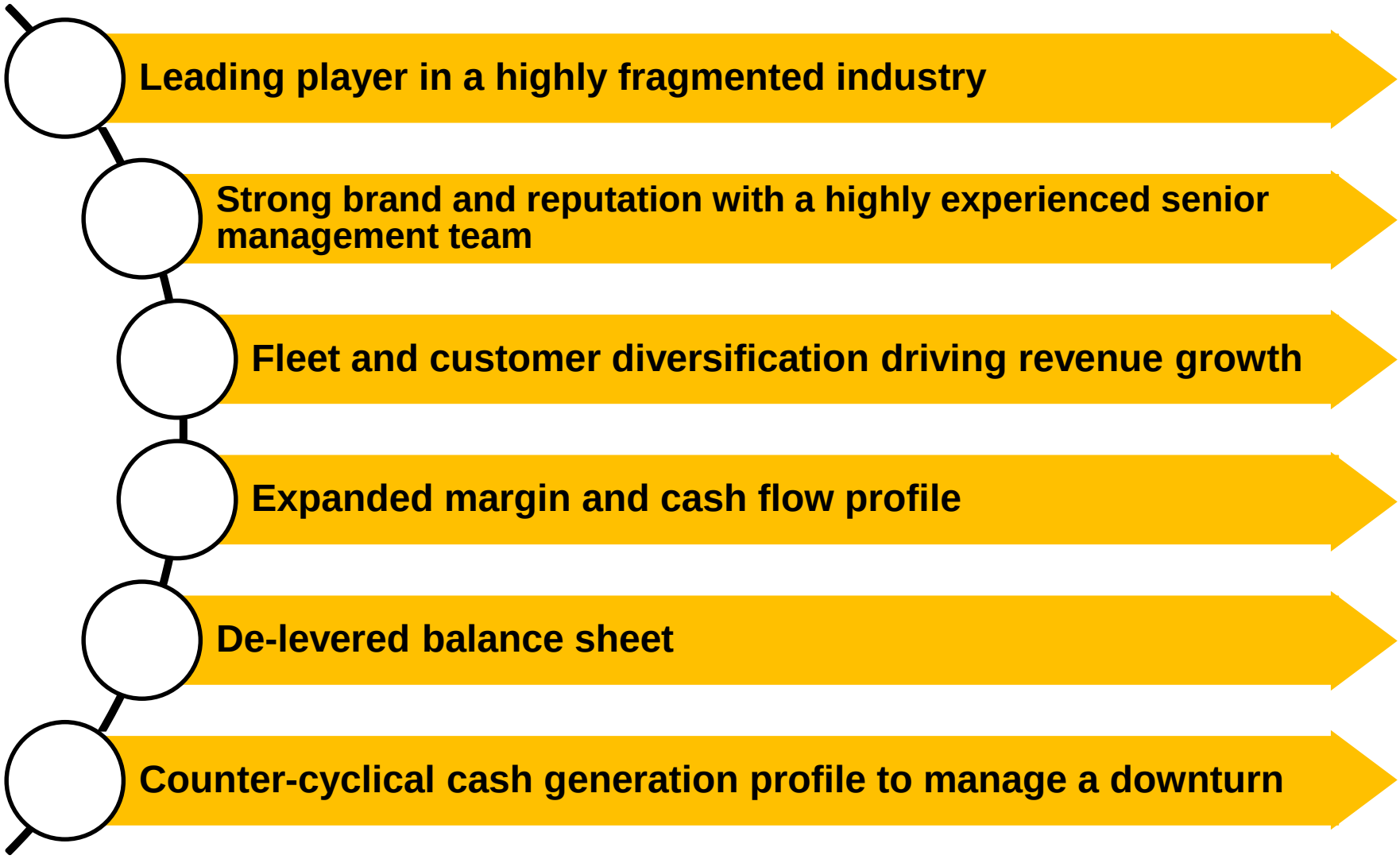
Strongly Positioned for Growth



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Going Forward

The Herc WAY

Our Strategy is Working

- Our strategic initiatives are expected to continue to drive growth in revenues and $ utilization
- Improving operating efficiencies and cost controls are expected to improve flow-through
- $ utilization and margin are both expected to steadily increase year-over-year
- Net results and capital management should generate strong free cash flow

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Appendix

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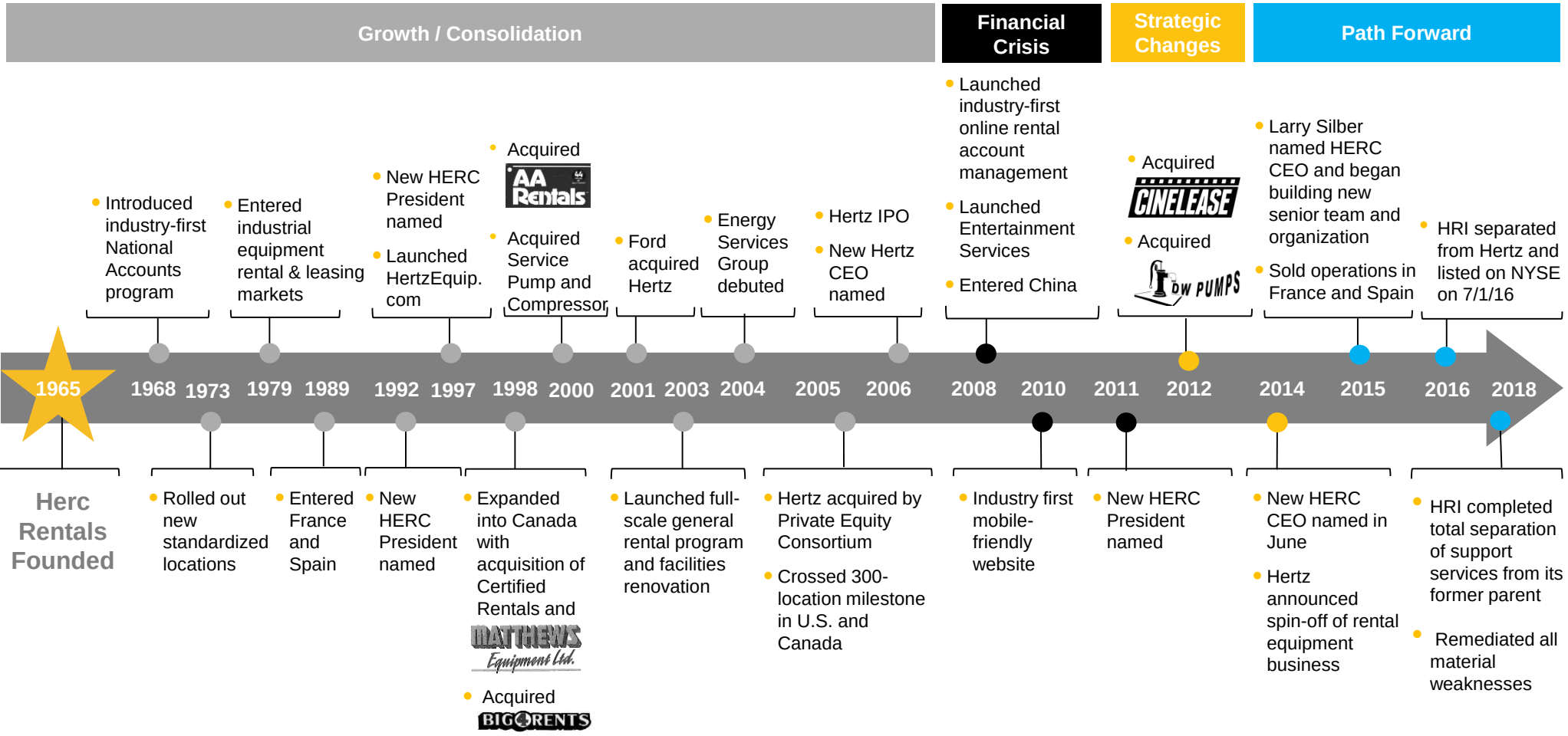
Herc Rentals Corporate History & Key Events





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Glossary of Terms Commonly Used in the Industry

OEC: Original Equipment Cost which is an operating measure based on the guidelines of the American Rental Association (ARA), which is calculated as the cost of the asset at the time it was first purchased plus additional capitalized refurbishment costs (with the basis of refurbished assets reset at the refurbishment date).

Fleet Age: The OEC weighted age of the entire fleet, based on ARA guidelines.

Net Fleet Capital Expenditures: Capital expenditures of rental equipment minus the proceeds from disposal of rental equipment.

Dollar Utilization ($ UT): Dollar utilization is an operating measure calculated by dividing rental revenue by the average OEC of the equipment fleet for the relevant time period, based on ARA guidelines.

Pricing: Change in pure pricing achieved in one period versus another period. This is applied both to year-over-year and sequential comparisons. Rental rates are based on ARA guidelines and are calculated based on the category class rate variance achieved either year-over-year or sequentially for any fleet that qualifies for the fleet base and weighted by the prior year revenue mix.

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Reconciliation of Net Income to Adj. EBITDA, Adj. EBITDA Margin, Rental Adj. EBITDA (REBITDA), REBITDA Margin and Flow-Through

EBITDA, Adjusted EBITDA, and Rental Adjusted EBITDA (REBITDA) are not recognized terms under GAAP and should not be considered in isolation or as a substitute for our reported results prepared in accordance with GAAP. Further, since all companies do not use identical calculations, our definition and presentation of these measures may not be comparable to similarly titled measures reported by other companies.

EBITDA, Adjusted EBITDA, and REBITDA - EBITDA represents the sum of net income (loss), provision (benefit) for income taxes, interest expense, net, depreciation of rental equipment and non-rental depreciation and amortization. Adjusted EBITDA represents EBITDA plus the sum of merger and acquisition related costs, restructuring and restructuring related charges, spin-off costs, non-cash stock based compensation charges, loss on extinguishment of debt (which is included in interest expense, net), impairment charges, gain on disposal of a business and certain other items. REBITDA represents Adjusted EBITDA excluding the gain (loss) on sales of rental equipment and new equipment, parts and supplies. Management uses EBITDA, Adjusted EBITDA and REBITDA to evaluate operating performance and period-over-period performance of our core business without regard to potential distortions, and believes that investors will likewise find these non-GAAP measures useful in evaluating the Company's performance. However, EBITDA, Adjusted EBITDA and REBITDA do not purport to be alternatives to net income as an indicator of operating performance. Additionally, none of these measures purports to be an alternative to cash flows from operating activities as a measure of liquidity, as they do not consider certain cash requirements such as interest payments and tax payments.

Adjusted EBITDA Margin, REBITDA Margin and REBITDA Flow-Through - Adjusted EBITDA Margin (Adjusted EBITDA / Total Revenues) is a commonly used profitability ratio. Adjusted EBITDA Margin, REBITDA Margin (REBITDA / Equipment rental, service and other revenues) and REBITDA Flow-Through (the year-over-year change in REBITDA/the year-over-year change in Equipment rental, service, and other revenues) provides useful operating profitability ratios. Adjusted EBITDA Margin, REBITDA Margin and REBITDA Flow-Through do not purport to be alternatives to Net Margin (Net Income/Total Revenues as calculated under GAAP) as an indicator of profitability, as they do not account for GAAP reportable expenses such as depreciation and interest, the expense or benefit from income taxes or, in the case of REBITDA Margin and REBITDA Flow-Through, the gain (loss) on sales of rental equipment and new equipment, parts and supplies.

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Reconciliation of Net Income to Adj. EBITDA and REBITDA

Calculation of Adjusted EBITDA Margin, REBITDA Margin and REBITDA Flow-Through

$ in millions	LTM Ended March 31,		Full Year Ended December 31,	
	2019	2018	2018	2017
Net income (loss)	**$72.5**	**$189.4**	**$69.1**	**$160.3**
Income tax provision (benefit)	1.7	(214.7)	(0.3)	(224.7)
Interest expense, net	137.9	134.2	137.0	140.0
Depreciation of rental equipment	394.2	379.3	387.5	378.9
Non-rental depreciation and amortization	58.5	53.6	57.3	51.5
EBITDA	**664.8**	**541.8**	**650.6**	**506.0**
Restructuring and restructuring related	4.3	5.9	5.3	5.5
Spin-off costs	9.5	32.5	14.4	35.2
Non-cash stock-based compensation charges	14.5	11.4	13.4	10.1
Impairment	0.1	29.7	0.1	29.7
Other[1]	1.2	(1.0)	1.0	(1.1)
Adjusted EBITDA	**$694.4**	**$620.3**	**$684.8**	**$585.4**
Less: Gain (loss) on sales of rental equipment	8.2	4.6	11.9	(1.2)
Less: Gain (loss) on sales of new equipment, parts and supplies	11.9	12.1	11.6	12.8
Rental Adjusted EBITDA (REBITDA)	**$674.3**	**$603.6**	**$661.3**	**$573.8**
Total Revenues	**$2,021.1**	**$1,796.4**	**$1,976.7**	**$1,754.5**
Less: Sales of rental equipment	294.0	183.7	256.2	190.8
Less: Sales of new equipment, parts and supplies	48.8	52.2	49.3	52.3
Equipment rental, service and other revenues	**$1,678.3**	**$1,560.5**	**$1,671.2**	**$1,511.4**
Total Revenues	$2,021.1	$1,796.4	$1,976.7	$1,754.5
Adjusted EBITDA	$694.4	$620.3	$684.8	$585.4
Adjusted EBITDA Margin	**34.4%**	**34.5%**	**34.6 %**	**33.4 %**
Equipment rental, service and other revenues	$1,678.3	$1,560.5	$1,671.2	$1,511.4
REBITDA	$674.3	$603.6	$661.3	$573.8
REBITDA Margin	**40.2%**	**38.7%**	**39.6 %**	**38.0 %**
YOY Change in REBITDA	$70.7		$87.5	
YOY Change in Equipment Rental, service and other revenues	$117.8		$159.8	
YOY REBITDA Flow-Through	**60.0%**		**54.8 %**	

1. For the year ended December 31, 2018, Other is comprised primarily of a one-time cash separation benefit paid to our former Chief Financial Officer as part of a retirement and separation agreement

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REBITDA Margin Trend

$ in millions	Q1 2018	Q2 2018	Q3 2018	Q4 2018	Q1 2019	LTM Q1 2018	LTM Q1 2019
Total Revenues	**$431.3**	**$485.5**	**$516.2**	**$543.7**	**$475.7**	**$1,796.4**	**$2,021.1**
Less: Sales of rental equipment	47.3	78.2	50.1	80.6	85.1	183.7	294.0
Less: Sales of new equipment, parts and supplies	11.4	10.8	14.2	12.9	10.9	52.2	48.8
Equipment rental, service and other revenues	**$372.6**	**$396.5**	**$451.9**	**$450.2**	**$379.7**	**$1,560.5**	**$1,678.3**
Net income (loss)	**($10.1)**	**($0.3)**	**$46.2**	**$33.3**	**($6.7)**	**$189.4**	**$72.5**
Income tax provision (benefit)	(5.1)	0.8	(1.0)	5.0	(3.1)	(214.7)	1.7
Interest expense, net	32.0	32.4	38.6	34.0	32.9	134.2	137.9
Depreciation of rental equipment	93.3	97.0	98.3	98.9	100.0	379.3	394.2
Non-rental depreciation and amortization	13.8	13.7	14.3	15.5	15.0	53.6	58.5
EBITDA	**$123.9**	**$143.6**	**$196.4**	**$186.7**	**$138.1**	**$541.8**	**$664.8**
Restructuring and restructuring related	1.0	—	—	4.3	—	5.9	4.3
Spin-off costs	4.9	3.9	1.7	3.9	—	32.5	9.5
Non-cash stock-based compensation charges	2.8	3.8	3.3	3.5	3.9	11.4	14.5
Impairment	—	0.1	—	—	—	29.7	0.1
Other[1]	0.1	0.8	0.1	—	0.3	(1.0)	1.2
Adjusted EBITDA	**$132.7**	**$152.2**	**$201.5**	**$198.4**	**$142.3**	**$620.3**	**$694.4**
Less: Gain (loss) on sales of rental equipment	5.3	2.4	(1.0)	5.2	1.6	4.6	8.2
Less: Gain on sales of new equipment, parts and supplies	2.4	2.7	3.6	2.9	2.7	12.1	11.9
Rental Adjusted EBITDA (REBITDA)	**$125.0**	**$147.1**	**$198.9**	**$190.3**	**$138.0**	**$603.6**	**$674.3**
REBITDA Margin	**33.5%**	**37.1%**	**44.0%**	**42.3%**	**36.3%**	**38.7%**	**40.2%**
YOY REBITDA Flow-Through	**60.7%**	**30.5%**	**68.0%**	**62.5%**	**183.1%**		**60.0%**

1. For the year ended December 31, 2018, Other is comprised primarily of a one-time cash separation benefit paid to our former Chief Financial Officer as part of a retirement and separation agreement

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Reconciliation of Net Leverage Ratio

Net Leverage Ratio – The Company has defined its net leverage ratio as net debt, as calculated below, divided by Adjusted EBITDA for the trailing twelve-month period. This measure should be considered supplemental to and not a substitute for financial information prepared in accordance with GAAP. The Company's definition of this measure may differ from similarly titled measures used by other companies.

$ in millions	**Q1 2019**	**FY 2018**	**FY 2017**
Long-Term Debt, Net	$2,019.4	$2,129.9	$2,137.1
(Plus) Current maturities of long-term debt	23.6	26.9	22.7
(Plus) Unamortized debt issuance costs	10.1	10.6	14.5
(Less) Cash and Cash Equivalents	(24.5)	(27.8)	(41.5)
Net Debt	**$2,028.6**	**$2,139.6**	**$2,132.8**
Trailing Twelve-Month Adjusted EBITDA	**$694.4**	**$684.8**	**$585.4**
Net Leverage	**2.9x**	**3.1x**	**3.6x**

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Reconciliation of Free Cash Flow

Free cash flow is not a recognized term under GAAP and should not be considered in isolation or as a substitute for our reported results prepared in accordance with GAAP. Further, since all companies do not use identical calculations, our definition and presentation of this measure may not be comparable to similarly titled measures reported by other companies.

Free cash flow represents net cash provided by (used in) operating activities less rental equipment expenditures and non-rental capital expenditures, plus proceeds from disposal of rental equipment, proceeds from disposal of property and equipment, and other investing activities. Free cash flow is used by management in analyzing the Company's ability to service and repay its debt and to forecast future periods. However, this measure does not represent funds available for investment or other discretionary uses since it does not deduct cash used to service debt or for other non-discretionary expenditures.

$ in millions	LTM Ended March 31,		Full Year Ended December 31,	
	2019	2018	2018	2017
Net cash provided by operating activities	**$561.1**	**$388.4**	**$559.1**	**$349.1**
Rental equipment expenditures	(771.5)	(527.7)	(771.4)	(501.4)
Proceeds from disposal of rental equipment	289.0	168.3	272.3	160.1
Net Fleet Capital Expenditures	**(482.5)**	**(359.4)**	**(499.1)**	**(341.3)**
Non-rental capital expenditures	(74.6)	(71.1)	(77.6)	(74.6)
Proceeds from disposal of property and equipment	9.4	6.6	9.7	5.9
Free Cash Flow	**$13.4**	**$(35.5)**	**$(7.9)**	**$(60.9)**

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Historical Fleet at OEC[1]

$ in millions	Q1 2018	Q2 2018	Q3 2018	Q4 2018	*FY 2018*	Q1 2019
Beginning Balance	$3,651	$3,732	$3,873	$3,922	**$3,651**	$3,777
Expenditures	$198	$321	$171	$84	**$774**	$103
Disposals	($109)	($179)	($126)	($193)	**($607)**	($193)
Foreign Currency / Other	($8)	($1)	$4	($36)	**($41)**	$7
Ending Balance	$3,732	$3,873	$3,922	$3,777	**$3,777**	$3,694

1. Original equipment cost based on ARA guidelines

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SG&A Excluding Spin-off Costs

$ in millions	Q1 2018	Q2 2018	Q3 2018	Q4 2018	*FY 2018*	Q1 2019
SG&A	$74.5	$77.3	$78.4	$82.4	$312.6	$71.5
Spin-off costs	($4.9)	($3.9)	($1.7)	($3.9)	($14.4)	$0.0
SG&A excluding Spin-off costs	**$69.6**	**$73.4**	**$76.7**	**$78.5**	**$298.2**	**$71.5**
% of Total Revenue	**16.1%**	**15.1%**	**14.9%**	**14.4%**	**15.1%**	**15.0%**

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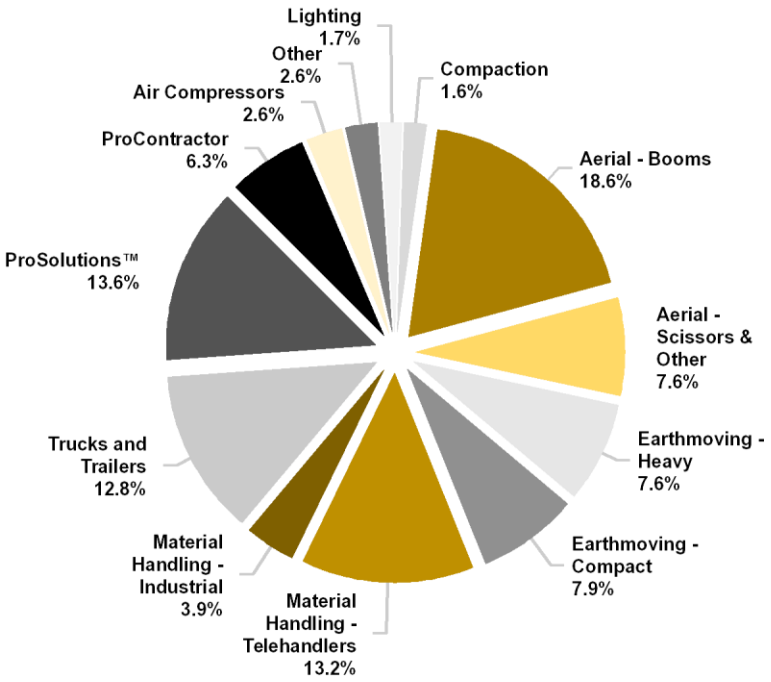
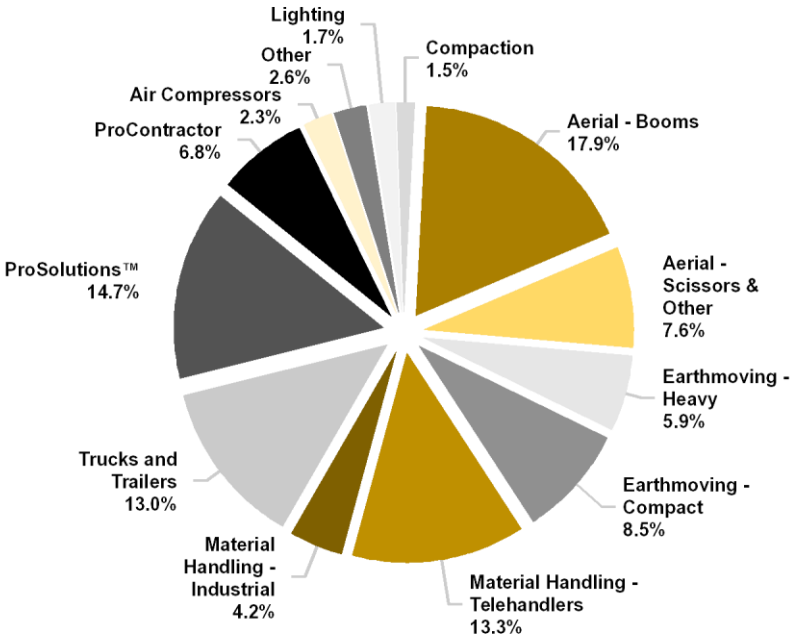
Fleet Mix: Driving $ Utilization

OEC as of 03/31/2018[1]



$3.73 billion

OEC as of 03/31/19[1]



$3.69 billion

1. Original equipment cost based on ARA guidelines

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