

C O N F I D E N T I A L I N F O R M A T I O N
M E M O R A N D U M

Summit Flow Technologies, Inc.

A Leading Manufacturer of Precision-Engineered Flow Control Solutions

Prepared by

Whitman & Associates
Investment Banking Division

March 2026

Project Cascade

CONFIDENTIALITY NOTICE & DISCLAIMER

This Confidential Information Memorandum (this “Memorandum”) has been prepared by Whitman & Associates (“Whitman”) on behalf of Summit Flow Technologies, Inc. (the “Company” or “Summit Flow”) for the sole purpose of assisting qualified parties in evaluating a potential transaction involving the Company. This Memorandum is being provided to a limited number of qualified parties on a confidential basis.

By accepting this Memorandum, the recipient agrees to maintain the confidentiality of all information contained herein in accordance with the terms of the previously executed Confidentiality Agreement between the recipient and the Company. This Memorandum may not be reproduced, disclosed, or distributed to any other person without the prior written consent of Whitman & Associates and the Company.

This Memorandum has been prepared from information supplied by the Company and from other sources believed to be reliable. Whitman & Associates has not independently verified the information contained herein, and no representation or warranty, express or implied, is made as to the accuracy, completeness, or fairness of the information or opinions contained in this Memorandum. Neither Whitman & Associates nor the Company shall have any liability for the information contained in, or any omissions from, this Memorandum, or for any written or oral communication transmitted to the recipient in the course of the recipient’s evaluation of the Company.

The information contained herein includes certain projections and forward-looking statements. Such projections and forward-looking statements reflect the Company’s current views with respect to future events, financial performance, and industry conditions. These projections involve significant elements of subjective judgment and analysis and are based on assumptions that may or may not prove to be correct. Actual results may differ materially from those projected. Neither Whitman & Associates nor the Company has any obligation to update or otherwise revise any projections or forward-looking statements.

This Memorandum does not constitute an offer to sell or a solicitation of an offer to buy any securities and may not be relied upon in connection with any purchase of securities. The Company reserves the right, in its sole discretion, to reject any and all proposals and to terminate discussions with any party at any time.

For inquiries, please contact:

Jonathan R. Whitman, Managing Director

Whitman & Associates — Investment Banking Division

Tel: +1 (312) 555-0182 | Email: jwhitman@whitmanassociates.com

Sarah K. Mitchell, Vice President

Whitman & Associates — Investment Banking Division

Tel: +1 (312) 555-0194 | Email: smitchell@whitmanassociates.com

TABLE OF CONTENTS

I.	Executive Summary	4
II.	Investment Highlights	7
III.	Company Overview	11
IV.	Products & Services	16
V.	End Markets & Customer Overview.....	21
VI.	Industry Overview.....	25
VII.	Growth Strategy	29
VIII.	Management Team	33
IX.	Financial Overview	36
X.	Appendices	46

I. EXECUTIVE SUMMARY

Transaction Overview

Whitman & Associates has been exclusively retained to advise the shareholders of Summit Flow Technologies, Inc. (“Summit Flow” or the “Company”) in connection with the potential sale of 100% of the equity interests in the Company. Summit Flow represents a compelling acquisition opportunity for strategic and financial buyers seeking a market-leading platform in the precision-engineered flow control products sector.

Summit Flow is a leading designer and manufacturer of precision-engineered flow control solutions, including valves, actuators, instrumentation, and integrated control systems. The Company serves mission-critical applications across energy, water and wastewater infrastructure, chemical processing, and power generation end markets. Headquartered in Cincinnati, Ohio, the Company operates 12 manufacturing facilities across the United States, Europe, and Asia, employing approximately 3,200 people globally.

Company Snapshot

Founded	1987 by David R. Thornton in Cincinnati, Ohio
Headquarters	Cincinnati, Ohio
Ownership	Crestview Industrial Partners (acquired 2019); management rollover equity
Revenue (FY2025)	\$721.4 million
Adj. EBITDA (FY2025)	\$155.1 million (21.5% margin)
Revenue CAGR (FY2022–FY2025)	8.2%
Adj. EBITDA CAGR (FY2022–FY2025)	12.1%
Employees	~3,200 across 12 facilities globally
End Markets	Energy (38%), Water Infrastructure (27%), Chemical Processing (20%), Power Generation (15%)
Product Categories	Engineered Valves (45%), Actuation & Controls (30%), Instrumentation & Monitoring (18%), Aftermarket Services (7%)

Key Financial Highlights

Summit Flow has delivered consistent revenue growth and margin expansion over the past four fiscal years, reflecting the Company’s successful commercial execution, operational improvement initiatives, and favorable end-market tailwinds. The Company’s financial profile is characterized by:

Resilient revenue growth. Revenue has grown from \$571.2 million in FY2022 to \$721.4 million in FY2025, representing a compound annual growth rate of 8.2%. Growth has been driven by organic market share gains, new product introductions, and the successful integration of two bolt-on acquisitions completed in 2021 and 2023.

Expanding margins. Adjusted EBITDA margins have expanded from 19.3% in FY2022 to 21.5% in FY2025, driven by operational excellence initiatives including lean manufacturing implementation, procurement optimization, and favorable price/cost dynamics. Management has identified an additional 150–200 basis points of margin expansion opportunity through FY2028.

Strong cash flow generation. The Company has generated cumulative free cash flow of approximately \$285 million over the FY2022–FY2025 period, representing a free cash flow conversion rate of

approximately 65% of Adjusted EBITDA. Capital expenditures have averaged approximately 3.8% of revenue, reflecting a capital-efficient operating model.

Diversified revenue base. No single customer represents more than 6% of total revenue. The Company's top 10 customers collectively account for approximately 31% of revenue, and the Company serves over 2,800 active customers globally.

Significant aftermarket component. Approximately 42% of total revenue is derived from recurring aftermarket activities, including replacement parts, field services, maintenance contracts, and monitoring subscriptions. Aftermarket revenue carries gross margins approximately 800–900 basis points above OEM product margins.

Summary Financial Performance

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E
Revenue	\$571.2	\$621.8	\$671.5	\$721.4	\$786.3
YoY Growth	—	8.9%	8.0%	7.4%	9.0%
Gross Profit	\$211.3	\$237.5	\$261.9	\$285.5	\$318.6
Gross Margin	37.0%	38.2%	39.0%	39.6%	40.5%
Adj. EBITDA	\$110.2	\$128.1	\$142.4	\$155.1	\$174.5
EBITDA Margin	19.3%	20.6%	21.2%	21.5%	22.2%
Capital Expenditures	\$21.7	\$24.5	\$25.1	\$27.4	\$29.5
% of Revenue	3.8%	3.9%	3.7%	3.8%	3.8%
Free Cash Flow	\$58.3	\$68.9	\$77.2	\$84.6	\$97.8
FCF Conversion	52.9%	53.8%	54.2%	54.5%	56.1%

Note: Free Cash Flow defined as Adjusted EBITDA less capital expenditures and changes in net working capital. FCF Conversion defined as Free Cash Flow divided by Adjusted EBITDA. FY2026E reflects management projections.

II. INVESTMENT HIGHLIGHTS

1. Market-Leading Positions in Attractive Niche Segments

Summit Flow holds the #1 or #2 market position in each of its core product categories within the North American precision flow control market, as validated by independent third-party research conducted by Frost & Sullivan in Q4 2025. The Company's market-leading positions are supported by:

Technical differentiation. The Company's proprietary TrueFlow™ valve technology and SmartActuate™ intelligent actuation platform represent best-in-class solutions that command premium pricing. Over 85% of the Company's product portfolio is specified by engineering firms, creating significant switching costs and customer stickiness.

Application-critical products. Flow control products represent a small percentage of total project cost (typically 2–5%) but are essential to system performance and safety. This dynamic creates favorable pricing power and low sensitivity to cyclical procurement budget pressures.

Installed base advantage. The Company's installed base of over 2.4 million units across 45+ countries generates a long-tail aftermarket revenue stream with high margins and strong visibility. Installed base units have an average replacement cycle of 12–18 years, providing a durable annuity-like revenue stream.

2. Highly Recurring Aftermarket Revenue with Superior Margins

Approximately 42% of the Company's revenue is derived from aftermarket activities, including replacement parts, field service, preventive maintenance contracts, and the Company's growing FlowSense™ digital monitoring platform. This recurring revenue base provides significant visibility and stability to the Company's financial profile:

Aftermarket gross margins of approximately 48–50% compare favorably to OEM product gross margins of approximately 33–35%. As the aftermarket mix continues to grow (from 37% in FY2022 to 42% in FY2025), the Company benefits from structural margin expansion.

Multi-year maintenance contracts now represent approximately \$68 million in annual recurring revenue, with a contract renewal rate of 93%. The Company has grown its maintenance contract base by 18% annually since launching its enhanced service offering in FY2023.

FlowSense™ digital monitoring platform, launched in Q2 2024, now has over 4,200 connected units generating approximately \$12.5 million in annual subscription revenue. Management expects connected units to reach 15,000 by FY2028, representing a potential \$45–55 million subscription revenue opportunity.

3. Diversified End-Market Exposure with Favorable Secular Tailwinds

The Company's revenue is distributed across four primary end markets, each of which benefits from multi-year secular growth drivers:

End Market	% Revenue	Growth Drivers
Energy	38%	Global energy transition investment; LNG infrastructure buildout; upstream production recovery; carbon capture and storage (CCUS) infrastructure

Water Infrastructure	27%	U.S. Infrastructure Investment and Jobs Act (\$55B water allocation); aging municipal water systems requiring upgrade; growing water scarcity and treatment demand
Chemical Processing	20%	Domestic reshoring of chemical manufacturing; specialty chemical capacity expansion; sustainability-driven process upgrades
Power Generation	15%	Grid modernization and reliability investment; natural gas peaker plant construction; data center power demand growth

The Company's diversified end-market mix provides natural hedging against cyclical downturns in any single sector. During the energy market downturn of 2020, the Company's water and chemical processing segments provided a resilient revenue floor, limiting total revenue decline to 11% versus the 25–30% declines experienced by energy-focused peers.

4. Proven Operational Excellence Driving Margin Expansion

Under Crestview's ownership, Summit Flow has implemented a comprehensive operational excellence program ("Project Velocity") that has delivered approximately \$42 million in cumulative cost savings since 2020. Key initiatives include:

Lean manufacturing implementation across all 12 facilities, driving a 22% improvement in manufacturing throughput and a 340 basis point reduction in scrap rates since FY2020.

Strategic procurement optimization, including supplier consolidation (from 840 suppliers to 520), negotiation of volume-based pricing agreements, and implementation of a centralized procurement platform. Raw material cost as a percentage of revenue has declined from 31.2% in FY2020 to 28.4% in FY2025.

Manufacturing footprint rationalization, including the consolidation of two legacy valve manufacturing plants (Tulsa, OK and Birmingham, AL) into the Company's expanded Cincinnati facility in FY2023, generating approximately \$8.5 million in annualized cost savings.

Management has identified an additional \$18–25 million in cost savings opportunities over the next three years through continued automation, digital manufacturing initiatives, and further supply chain optimization.

5. Robust M&A Integration Track Record and Attractive Bolt-On Pipeline

Summit Flow has successfully completed and integrated two bolt-on acquisitions under Crestview's ownership, demonstrating a repeatable acquisition playbook:

Pacific Valve Solutions (2021): Acquired for \$62 million (7.8x EBITDA). West Coast manufacturer of specialty butterfly and ball valves serving chemical processing and water treatment end markets. Revenue has grown from \$38 million at acquisition to \$52 million in FY2025, and EBITDA margins have expanded from 16.5% to 22.8% through operational improvement and cross-selling.

ControlTech Automation (2023): Acquired for \$44 million (8.2x EBITDA). European manufacturer of electric actuators and valve automation systems based in Stuttgart, Germany. Acquisition expanded the Company's European footprint and added key electric actuation capabilities. Integration completed ahead of schedule with \$4.2 million in identified synergies fully realized by Q4 2024.

Management has identified a pipeline of 8–10 potential bolt-on targets in the \$20–\$80 million revenue range, focused on geographic expansion, adjacent product categories (smart instrumentation, industrial IoT solutions), and aftermarket service capabilities.

6. Experienced Management Team with Significant Equity Ownership

The Company is led by CEO Michael D. Harrington, a 28-year industry veteran who joined Summit Flow in 2019. Under Mr. Harrington's leadership, the Company has delivered revenue growth of 42%, EBITDA growth of 68%, and EBITDA margin expansion of 440 basis points. The senior management team has an average tenure with the Company of 11 years and collectively owns approximately 12% of the Company's equity, ensuring strong alignment with shareholder interests.

7. Multiple Avenues for Continued Value Creation

Summit Flow offers a new owner multiple levers for continued growth and value creation:

- (a) Organic growth** through continued market share gains, new product development (including next-generation smart valves and expanded FlowSense™ capabilities), and penetration of adjacent applications.
- (b) Aftermarket mix expansion** from 42% to a targeted 50%+ of revenue by FY2028, driving structural margin improvement.
- (c) Bolt-on acquisitions** from an identified pipeline of 8–10 targets, leveraging the Company's proven integration playbook.
- (d) International expansion**, particularly in the Middle East, Southeast Asia, and India, where infrastructure investment is accelerating.
- (e) Continued operational improvement**, with \$18–25 million in identified cost savings from automation, digital manufacturing, and supply chain initiatives.

III. COMPANY OVERVIEW

History and Evolution

Summit Flow Technologies was founded in 1987 by David R. Thornton, a mechanical engineer who previously held senior engineering positions at Fisher Controls and Dresser Industries. Mr. Thornton founded the Company with the vision of building a specialty valve manufacturer focused on technical performance and application engineering, serving customers who required precision solutions beyond the capabilities of commodity valve suppliers.

From its founding through the early 2000s, the Company grew organically by building deep technical expertise in high-pressure and high-temperature valve applications, initially serving the oil and gas and chemical processing industries. The Company developed its first proprietary valve technology, the TrueFlow™ severe-service ball valve, in 1994, which quickly became the product of choice for critical isolation applications in petrochemical facilities.

In 2005, the Company expanded into actuation and control systems, recognizing that customers increasingly sought integrated solutions rather than standalone valve products. This strategic decision positioned Summit Flow as a system-level solutions provider, differentiating the Company from pure-play valve manufacturers.

The Company entered the water and wastewater infrastructure market in 2010, leveraging its engineered valve capabilities to serve municipal water treatment plants and large-scale water distribution systems. This diversification move proved prescient, as the water infrastructure segment has become the Company's fastest-growing end market.

In 2019, Crestview Industrial Partners acquired a majority stake in Summit Flow, partnering with management to accelerate the Company's growth strategy. Under Crestview's ownership, the Company has completed two bolt-on acquisitions, launched its digital monitoring platform, expanded internationally, and delivered significant operational improvements.

Corporate Structure and Facilities

Summit Flow operates through three business segments, each aligned with its core product categories: Engineered Valves, Actuation & Controls, and Instrumentation & Monitoring. The Company's aftermarket services function operates as a shared service across all three segments.

The Company maintains 12 manufacturing and service facilities across three continents:

Location	Function	Sq. Feet	Employees
Cincinnati, OH (HQ)	Valve manufacturing, R&D, Corp HQ	285,000	820
Houston, TX	Valve manufacturing, Energy sales	142,000	410
Portland, OR	Specialty valve manufacturing	95,000	285
Charlotte, NC	Actuation assembly, Southeast hub	78,000	215
Detroit, MI	Instrumentation manufacturing	62,000	175
Midland, TX	Field service center, Energy	28,000	85
Stuttgart, Germany	Electric actuator manufacturing	68,000	310

Manchester, UK	European sales and service	22,000	65
Singapore	Asia-Pacific sales and service	18,000	55
Pune, India	Component manufacturing	105,000	480
Monterrey, Mexico	Valve component machining	82,000	260
Calgary, Canada	Canadian sales and field service	15,000	40

Intellectual Property and Technology

Summit Flow's intellectual property portfolio is a key competitive asset. The Company holds 47 active patents across valve design, actuation systems, and digital monitoring technology, with an additional 12 patents pending. Key proprietary technologies include:

TrueFlow™ Severe-Service Valve Technology: Proprietary ball valve design incorporating a patented self-adjusting seat mechanism that maintains zero-leakage performance across extreme pressure (up to 15,000 PSI) and temperature (-320°F to 1,200°F) conditions. The TrueFlow™ product line generates approximately \$145 million in annual revenue and commands a 15–20% price premium over competing products.

SmartActuate™ Intelligent Actuation Platform: An integrated electric and pneumatic actuation system with embedded diagnostics, predictive maintenance algorithms, and remote monitoring capabilities. The SmartActuate™ platform was launched in FY2022 and has been adopted by over 180 customer sites.

FlowSense™ Digital Monitoring Platform: A cloud-based IoT platform that provides real-time valve and actuator health monitoring, performance analytics, and predictive maintenance alerts. The platform integrates with major DCS/SCADA systems and supports over 4,200 connected units as of FY2025.

Research and Development

The Company invested \$28.9 million in R&D during FY2025 (4.0% of revenue), an increase from \$22.4 million in FY2022 (3.9% of revenue). R&D spending is allocated approximately 40% to new product development, 35% to existing product enhancement, and 25% to digital technology and FlowSense™ platform development. The Company employs 145 engineers across its R&D centers in Cincinnati and Stuttgart.

IV. PRODUCTS & SERVICES

Product Portfolio Overview

Summit Flow's product portfolio is organized into four categories, each serving distinct customer needs across the Company's target end markets. The Company's strategy is to provide integrated flow control solutions, combining valves, actuation, instrumentation, and aftermarket services into comprehensive packages that maximize customer value and switching costs.

Category	% Revenue	Gross Margin	Key Products
Engineered Valves	45%	35.2%	Ball valves, gate valves, butterfly valves, check valves, control valves, severe-service valves
Actuation & Controls	30%	37.8%	Electric actuators, pneumatic actuators, hydraulic actuators, valve automation packages, control panels
Instrumentation & Monitoring	18%	42.5%	Positioners, limit switches, solenoid valves, FlowSense™ monitoring devices, sensors
Aftermarket Services	7%	58.3%	Field service, maintenance contracts, repair, spare parts, FlowSense™ subscriptions

Engineered Valves Segment

The Engineered Valves segment is Summit Flow's largest and most established business, generating \$324.6 million in FY2025 revenue (45% of total). The segment designs and manufactures a comprehensive range of valve products for isolation, regulation, and control applications. Products range from standard ANSI/API-rated valves to highly customized severe-service solutions designed for specific operating conditions.

Key Product Lines

TrueFlow™ Severe-Service Ball Valves: The Company's flagship product line, representing approximately \$145 million in annual revenue. These valves are specified for the most demanding applications in upstream oil and gas, LNG, and chemical processing, where zero-leakage performance under extreme conditions is non-negotiable.

SummitGate™ Gate Valves: A full range of wedge gate, slab gate, and expanding gate valves for pipeline isolation applications. Revenue of approximately \$72 million in FY2025, primarily serving midstream oil and gas and water transmission applications.

FlowMaster™ Control Valves: Precision control valves with advanced trim designs for process regulation in chemical, pharmaceutical, and power generation applications. Revenue of approximately \$58 million in FY2025.

AquaPro™ Water Infrastructure Valves: A purpose-designed product line for municipal water and wastewater applications, including butterfly valves, plug valves, and check valves meeting AWWA standards. Revenue of approximately \$50 million in FY2025, representing the Company's fastest-growing valve product line (14% CAGR since FY2022).

Actuation & Controls Segment

The Actuation & Controls segment generated \$216.4 million in FY2025 revenue (30% of total). This segment designs and manufactures actuators and valve automation systems that convert valves from manual to automated operation. The segment's strong growth (11.2% CAGR from FY2022 to FY2025) reflects the industry-wide trend toward plant automation and remote operation capabilities.

The segment's SmartActuate™ platform is a key competitive differentiator, offering embedded diagnostics and predictive maintenance capabilities that reduce unplanned downtime by up to 40% versus conventional actuators, based on customer-reported data from 180+ installations.

Instrumentation & Monitoring Segment

The Instrumentation & Monitoring segment generated \$129.9 million in FY2025 revenue (18% of total). This segment includes traditional instrumentation products (positioners, limit switches, solenoid valves) as well as the Company's growing digital monitoring platform, FlowSense™.

FlowSense™ represents the Company's most significant long-term growth opportunity. The platform provides real-time valve and actuator performance monitoring via embedded IoT sensors, cloud-based analytics, and a customer-facing dashboard. Current metrics include:

- **4,200 connected units** as of December 2025
- **\$12.5 million in annualized subscription revenue** (85% gross margin)
- **96% customer retention rate** on annual subscriptions
- **Net Promoter Score of 72**, indicating strong customer satisfaction

Management projects FlowSense™ will reach 15,000 connected units and \$45–55 million in subscription revenue by FY2028, driven by new customer adoption, expansion within existing accounts, and the introduction of advanced analytics tiers.

Aftermarket Services

The Aftermarket Services function generated \$50.5 million in direct revenue in FY2025 (7% of total), encompassing field service, repair, and maintenance contract management. However, when combined with replacement parts and components sold through the product segments, total aftermarket-related revenue reaches approximately \$303 million (42% of total revenue).

The aftermarket business is strategically important for three reasons: (1) it generates significantly higher margins than OEM product sales, (2) it creates deep, ongoing customer relationships that drive specification loyalty for new project purchases, and (3) it provides significant revenue visibility through multi-year maintenance contracts and subscription agreements.

V. END MARKETS & CUSTOMER OVERVIEW

End Market Diversification

Summit Flow serves four primary end markets, each characterized by mission-critical flow control requirements and multi-year investment cycles. The Company's diversified end-market exposure provides resilience against cyclical downturns in any single sector and positions the Company to benefit from secular infrastructure investment trends.

Energy (38% of Revenue; \$274.1 Million in FY2025)

The Energy end market encompasses upstream oil and gas production, midstream pipeline and processing infrastructure, LNG liquefaction and regasification terminals, and emerging carbon capture and storage (CCUS) facilities. Summit Flow's products are specified for critical isolation and control applications where failure is not an option — wellhead isolation, pipeline block valves, compressor station control, and LNG cryogenic service.

The energy segment has recovered strongly from the 2020 downturn, with FY2025 revenue exceeding pre-pandemic levels by 18%. Growth is being driven by (a) global LNG infrastructure investment, with approximately \$200 billion in announced LNG projects through 2030, (b) upstream production recovery in North America, and (c) emerging demand for CCUS infrastructure, where Summit Flow's severe-service valve technology is well-suited for the high-pressure CO₂ transport and injection applications.

Water Infrastructure (27% of Revenue; \$194.8 Million in FY2025)

The Water Infrastructure end market includes municipal drinking water treatment and distribution, wastewater treatment and collection, industrial water management, and desalination. This segment has been the Company's fastest-growing end market, with a revenue CAGR of 14.2% from FY2022 to FY2025.

Growth is being driven primarily by the U.S. Infrastructure Investment and Jobs Act (IIJA), which allocated \$55 billion for water infrastructure improvements over five years. Additionally, aging water systems across the developed world require significant upgrade and replacement investment — the American Society of Civil Engineers estimates the U.S. faces a \$434 billion water infrastructure funding gap over the next 20 years. Summit Flow's AquaPro™ product line is specifically engineered for these applications and has achieved rapid market share gains since its launch in 2018.

Chemical Processing (20% of Revenue; \$144.3 Million in FY2025)

The Chemical Processing end market serves petrochemical plants, specialty chemical manufacturers, pharmaceutical facilities, and food and beverage processors. The Company's control valves and severe-service ball valves are widely specified for corrosive, high-purity, and sanitary applications within this segment.

Growth in the chemical processing segment is being driven by the ongoing reshoring of domestic chemical manufacturing capacity, with the American Chemistry Council reporting over \$220 billion in announced chemical facility investments in the U.S. since 2020. Summit Flow's existing relationships with major EPC firms (Bechtel, Fluor, Worley) and chemical producers (Dow, BASF, LyondellBasell) position the Company well to capture this investment cycle.

Power Generation (15% of Revenue; \$108.2 Million in FY2025)

The Power Generation end market encompasses natural gas-fired power plants, combined heat and power (CHP) systems, biomass and waste-to-energy facilities, and grid infrastructure. The Company's

products serve critical steam, fuel gas, cooling water, and emissions control applications within power generation facilities.

The power generation segment is experiencing renewed growth driven by two factors: (1) grid modernization and reliability investment following extreme weather events, and (2) rapidly growing electricity demand from data centers. The International Energy Agency estimates that global data center electricity consumption could double by 2030, driving significant demand for new gas-fired peaker plants and baseload generation capacity.

Customer Overview

Summit Flow maintains a highly diversified customer base, with no single customer representing more than 6% of total revenue. The Company's top 10 customers collectively account for approximately 31% of revenue, and the Company serves over 2,800 active customers globally.

Top 10 Customers

#	Customer	End Market	% Revenue	Relationship
1	ExxonMobil	Energy	5.8%	22 years
2	Chevron	Energy	4.2%	18 years
3	Dow Chemical	Chemical	3.6%	15 years
4	American Water Works	Water	3.2%	8 years
5	Bechtel (EPC)	Multi-sector	2.9%	14 years
6	BASF	Chemical	2.6%	12 years
7	NextEra Energy	Power Gen	2.4%	9 years
8	Fluor (EPC)	Multi-sector	2.3%	11 years
9	Veolia	Water	2.1%	6 years
10	ConocoPhillips	Energy	1.9%	16 years

Customer retention rates have exceeded 95% annually for the past five years. The Company's long-standing customer relationships are supported by application-specific engineering expertise, field service capabilities, and the high switching costs inherent in replacing specified flow control products within operating facilities.

VI. INDUSTRY OVERVIEW

Global Flow Control Market

The global industrial flow control market was valued at approximately \$78 billion in 2025, according to MarketsandMarkets Research. The market is expected to grow at a compound annual growth rate of 5.2% through 2030, reaching approximately \$101 billion, driven by infrastructure investment, industrial automation trends, and growing energy transition spending.

The market is highly fragmented, with the top 10 participants representing approximately 35–40% of the total market. This fragmentation creates significant consolidation opportunities for well-positioned platforms like Summit Flow.

Competitive Landscape

Summit Flow competes with both large diversified industrial conglomerates and smaller specialty manufacturers. The Company's competitive positioning is differentiated by its combination of technical specialization, integrated product offering (valves + actuation + instrumentation + digital), and aftermarket service capabilities.

Competitor	Revenue	Focus	Valuation	Notes
Emerson (Final Control)	~\$3.5B	Diversified	12–14x EBITDA	Broad product portfolio; divesting non-core assets
Flowserve	~\$4.3B	Pumps & Valves	11–13x EBITDA	Scale player; pump-heavy; limited digital offering
IMI plc	~\$2.4B	Valves & Actuators	13–15x EBITDA	UK-based; strong process automation position
Crane Company	~\$1.9B	Process Flow	10–12x EBITDA	Recently separated from Crane NXT
Neles (Valmet)	~\$850M	Valves	12–14x EBITDA	Acquired by Valmet; process industry focus
CIRCOR	~\$600M	Flow Control	10–12x EBITDA	Specialty flow; aerospace and industrial
Summit Flow	\$721M	Valves & Controls	N/A	Subject company

Industry Trends and Growth Drivers

1. Infrastructure Investment Supercycle

Global infrastructure spending is entering a multi-decade acceleration phase, driven by the convergence of aging infrastructure in developed markets, rapid industrialization in emerging markets, and government stimulus programs. In the U.S. alone, the Infrastructure Investment and Jobs Act (\$1.2 trillion), the CHIPS Act (\$52 billion), and the Inflation Reduction Act (\$369 billion for energy and climate) collectively represent the largest infrastructure investment commitment in a generation.

2. Energy Transition and Decarbonization

The global energy transition is driving significant investment in both traditional and emerging energy infrastructure. LNG, hydrogen, carbon capture, and renewable power generation all require precision flow control products. BloombergNEF estimates cumulative global energy transition investment will exceed \$6

trillion by 2030. Summit Flow's severe-service valve technology is directly applicable to many of these emerging applications.

3. Industrial Automation and Digitalization

The industrial sector is undergoing a broad shift toward automation, remote operation, and predictive maintenance. This trend directly benefits Summit Flow's Actuation & Controls and Instrumentation & Monitoring segments. The global industrial IoT market is projected to reach \$1.1 trillion by 2028, and Summit Flow's FlowSense™ platform positions the Company to participate in this growth.

4. Aftermarket and Lifecycle Services

End users are increasingly seeking comprehensive lifecycle support from their equipment suppliers, including preventive maintenance, remote monitoring, and performance optimization. This trend is driving aftermarket growth across the flow control industry and favoring companies like Summit Flow that offer integrated service capabilities alongside their product portfolios.

VII. GROWTH STRATEGY

Summit Flow's growth strategy is built on five strategic pillars designed to deliver sustained revenue growth, margin expansion, and shareholder value creation over the next three to five years.

Pillar 1: Organic Growth and New Product Development

The Company targets mid-to-high single-digit organic revenue growth, driven by continued market share gains in core product categories, new product introductions, and geographic expansion. Key organic growth initiatives include:

Next-generation TrueFlow™ valve platform (expected launch Q3 2026), incorporating advanced materials science and a 30% reduction in weight, targeting hydrogen and CCUS applications.

AquaPro™ product line expansion, adding large-diameter butterfly valves (48–96 inch) for water transmission mains, a \$35 million addressable market opportunity currently served by a single competitor.

FlowSense™ Analytics Premium tier, offering AI-powered predictive maintenance and digital twin capabilities at a 2.5x subscription price premium versus the current standard tier.

Pillar 2: Aftermarket Mix Expansion

Management targets growing total aftermarket revenue from 42% to 50%+ of total revenue by FY2028. This shift will be driven by:

Expanded maintenance contract coverage: Targeting a 25% annual increase in multi-year maintenance contract revenue, from \$68 million in FY2025 to approximately \$130 million by FY2028.

FlowSense™ platform growth: Scaling from 4,200 connected units to 15,000 by FY2028, with subscription revenue growing from \$12.5 million to \$45–55 million.

Installed base monetization: Proactive outreach to the Company's 2.4 million installed base units, offering upgrade, retrofit, and connected monitoring solutions.

Pillar 3: Strategic Acquisitions

The Company intends to continue executing bolt-on acquisitions that expand its product portfolio, geographic reach, and aftermarket capabilities. Target criteria include:

Revenue: \$20–\$80 million

EBITDA margins: 15%+ (with improvement potential through operational integration)

Target valuation: 6–9x EBITDA

Focus areas: Smart instrumentation, industrial IoT solutions, European and Asian market expansion, specialty valve niches (cryogenic, high-purity, subsea)

Management has identified a pipeline of 8–10 candidates and maintains active dialogue with 3–4 priority targets.

Pillar 4: International Expansion

International markets currently represent approximately 28% of the Company's revenue. Management targets growing international revenue to 35–40% by FY2028, with particular focus on:

Middle East: Major LNG, petrochemical, and desalination investment driven by Saudi Vision 2030 and UAE energy diversification programs. The Company is pursuing multiple specifications with Saudi Aramco and ADNOC.

India: Rapid industrialization, water infrastructure investment, and expanding refining and petrochemical capacity. The Company's Pune manufacturing facility provides a cost-competitive production base for the Indian and broader South Asian market.

Southeast Asia: Growing chemical processing, LNG import terminal, and power generation investment across Vietnam, Indonesia, and Thailand.

Pillar 5: Operational Excellence and Margin Expansion

Management has identified \$18–25 million in incremental cost savings opportunities over the next three years, including:

Manufacturing automation: \$8–10 million from CNC machining automation, robotic welding, and automated testing and inspection systems.

Supply chain optimization: \$5–7 million from further supplier consolidation, near-shoring initiatives, and implementation of a demand-planning AI system.

SG&A leverage: \$5–8 million from ERP system upgrade (SAP S/4HANA migration expected to complete Q2 2027), shared services consolidation, and digital marketing transformation.

VIII. MANAGEMENT TEAM

Summit Flow is led by a seasoned management team with deep industry expertise, operational excellence capabilities, and a proven track record of driving profitable growth. The senior leadership team has an average of 22 years of industry experience and an average tenure with the Company of 11 years.

Michael D. Harrington — *Chief Executive Officer*

Mr. Harrington joined Summit Flow as CEO in 2019 following a 25-year career in the flow control and industrial products sectors. Prior to Summit Flow, he served as President of the Flow Control division at Dover Corporation (2014–2019), where he led a \$1.2 billion business unit and oversaw four acquisitions. Earlier in his career, Mr. Harrington held senior operating roles at Pentair and Watts Water Technologies. He holds a B.S. in Mechanical Engineering from Purdue University and an MBA from the Kellogg School of Management at Northwestern University.

Rebecca L. Chen — *Chief Financial Officer*

Ms. Chen joined Summit Flow in 2020. She brings over 20 years of financial leadership experience in the industrial sector. Prior to Summit Flow, she served as CFO of Roper Technologies' Process Technologies segment (2016–2020) and held senior finance positions at Danaher Corporation (2008–2016), where she supported multiple platform acquisitions. Ms. Chen holds a B.S. in Accounting from the University of Michigan and is a CPA.

James T. Kowalski — *Chief Operating Officer*

Mr. Kowalski is a 16-year Summit Flow veteran who was promoted to COO in 2021. He previously served as VP of Operations (2017–2021) and Plant Manager of the Cincinnati facility (2012–2017). Mr. Kowalski is the architect of the Company's Project Velocity operational excellence program, which has delivered \$42 million in cumulative cost savings. He holds a B.S. in Industrial Engineering from Ohio State University and a Lean Six Sigma Black Belt certification.

Patricia M. Alvarez — *Chief Commercial Officer*

Ms. Alvarez joined Summit Flow in 2018 as VP of Sales and was promoted to CCO in 2022. She oversees global sales, marketing, application engineering, and aftermarket services. Under her leadership, the Company has grown its aftermarket revenue mix from 34% to 42% and launched the FlowSense™ digital monitoring platform. Prior to Summit Flow, she spent 14 years at Emerson Electric in progressively senior sales and marketing roles. She holds a B.S. in Chemical Engineering from the University of Texas at Austin and an MBA from Rice University.

Dr. Henrik W. Mueller — *Chief Technology Officer*

Dr. Mueller joined Summit Flow through the ControlTech Automation acquisition in 2023, where he served as founder and CTO. He leads the Company's global R&D function and is responsible for new product development, digital technology strategy, and intellectual property management. Dr. Mueller holds 14 patents in actuator design and digital control systems. He earned his Ph.D. in Mechatronics from the Technical University of Munich and previously held engineering leadership roles at Siemens and ABB.

David A. Thompson — *VP, Human Resources*

Mr. Thompson joined Summit Flow in 2015 and oversees all human resources functions including talent acquisition, organizational development, compensation and benefits, and safety. Under his leadership, the Company has reduced voluntary turnover from 18% to 9% and achieved a Total Recordable Incident Rate (TRIR) of 0.42, well below the industry average of 2.1. He holds a B.A. in Organizational Psychology from Indiana University.

IX. FINANCIAL OVERVIEW

Financial Performance Summary

Summit Flow has delivered consistent revenue growth, margin expansion, and strong free cash flow generation over the past four fiscal years. The Company's financial performance reflects a combination of favorable end-market dynamics, successful commercial execution, operational improvement initiatives, and accretive bolt-on acquisitions.

Income Statement Summary

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E	FY2027E
Revenue	\$571.2	\$621.8	\$671.5	\$721.4	\$786.3	\$856.9
Energy	\$224.3	\$237.5	\$257.4	\$274.1	\$298.8	\$322.7
Water Infrastructure	\$148.5	\$165.8	\$181.3	\$194.8	\$220.2	\$248.5
Chemical Processing	\$112.1	\$122.5	\$132.3	\$144.3	\$153.2	\$163.9
Power Generation	\$86.3	\$96.0	\$100.5	\$108.2	\$114.1	\$121.8
Cost of Goods Sold	\$359.9	\$384.3	\$409.6	\$435.9	\$467.5	\$502.8
Gross Profit	\$211.3	\$237.5	\$261.9	\$285.5	\$318.8	\$354.1
Gross Margin	37.0%	38.2%	39.0%	39.6%	40.5%	41.3%
SG&A Expense	\$78.4	\$84.2	\$91.8	\$99.5	\$107.6	\$115.9
% of Revenue	13.7%	13.5%	13.7%	13.8%	13.7%	13.5%
R&D Expense	\$22.4	\$24.8	\$27.1	\$28.9	\$31.5	\$34.3
% of Revenue	3.9%	4.0%	4.0%	4.0%	4.0%	4.0%
Adj. EBITDA	\$110.2	\$128.1	\$142.4	\$155.1	\$174.5	\$196.2
EBITDA Margin	19.3%	20.6%	21.2%	21.5%	22.2%	22.9%
D&A	\$24.8	\$27.2	\$29.5	\$31.4	\$33.8	\$36.5
Adj. EBIT	\$85.4	\$100.9	\$112.9	\$123.7	\$140.7	\$159.7
EBIT Margin	15.0%	16.2%	16.8%	17.1%	17.9%	18.6%

EBITDA Bridge: FY2022 to FY2025

The following bridge illustrates the key drivers of the Company's \$44.9 million EBITDA improvement from FY2022 to FY2025:

Item	Impact (\$ mm)	% Margin Impact
FY2022 Adj. EBITDA	\$110.2	19.3%
Volume growth (organic)	+\$22.8	+0.6%
Price / mix improvement	+\$14.5	+0.8%
Aftermarket mix shift	+\$8.2	+0.5%
Project Velocity cost savings	+\$12.4	+0.7%
Acquisition contribution	+\$6.8	+0.1%

Incremental SG&A / R&D investment		(\$13.8)	(-0.3%)
Inflation / input cost headwinds		(\$5.2)	(-0.2%)
FY2025 Adj. EBITDA		\$155.1	21.5%

Adjusted EBITDA Reconciliation

The following table reconciles the Company's reported net income to Adjusted EBITDA for each period presented:

(\$ in millions)	FY2022	FY2023	FY2024	FY2025
Net Income	\$42.1	\$53.8	\$62.4	\$71.2
+ Interest Expense	\$18.5	\$21.2	\$19.8	\$18.4
+ Income Tax Expense	\$16.8	\$20.5	\$23.2	\$26.1
+ Depreciation & Amortization	\$24.8	\$27.2	\$29.5	\$31.4
EBITDA	\$102.2	\$122.7	\$134.9	\$147.1
+ Stock-based compensation	\$3.2	\$3.8	\$4.2	\$4.6
+ Transaction / M&A costs	\$1.8	\$0.4	\$1.2	\$0.3
+ Facility consolidation costs	\$2.4	\$1.0	\$0.8	\$0.0
+ Non-recurring legal costs	\$0.6	\$0.2	\$1.3	\$3.1
Adjusted EBITDA	\$110.2	\$128.1	\$142.4	\$155.1

Balance Sheet Summary

(\$ in millions)	FY2022	FY2023	FY2024	FY2025
Cash & Cash Equivalents	\$38.2	\$42.5	\$48.1	\$55.8
Accounts Receivable	\$86.4	\$95.2	\$102.8	\$108.5
Inventory	\$72.8	\$78.5	\$82.1	\$86.4
Total Current Assets	\$212.4	\$232.8	\$250.2	\$268.9
PP&E, net	\$185.6	\$198.2	\$208.4	\$218.5
Goodwill & Intangibles	\$312.5	\$310.8	\$348.2	\$345.6
Total Assets	\$742.8	\$775.5	\$842.4	\$870.8
Total Debt	\$385.2	\$368.4	\$352.1	\$338.5
Net Debt	\$347.0	\$325.9	\$304.0	\$282.7
Net Debt / EBITDA	3.1x	2.5x	2.1x	1.8x
Shareholders' Equity	\$248.6	\$295.8	\$362.4	\$418.2

Cash Flow Summary

(\$ in millions)	FY2022	FY2023	FY2024	FY2025
Adj. EBITDA	\$110.2	\$128.1	\$142.4	\$155.1
(-) Cash Interest	(\$17.2)	(\$19.8)	(\$18.4)	(\$17.1)

(-) Cash Taxes	(\$14.5)	(\$18.2)	(\$20.8)	(\$23.5)
(-) Capex	(\$21.7)	(\$24.5)	(\$25.1)	(\$27.4)
(-/+) Change in NWC	\$1.5	\$3.3	(\$0.9)	(\$2.5)
Unlevered Free Cash Flow	\$58.3	\$68.9	\$77.2	\$84.6
FCF Conversion	52.9%	53.8%	54.2%	54.5%
FCF Margin	10.2%	11.1%	11.5%	11.7%

Revenue by Geography

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E	FY2027E
North America	\$428.4	\$459.1	\$483.5	\$519.4	\$557.2	\$599.8
% of Revenue	75.0%	73.8%	72.0%	72.0%	70.9%	70.0%
Europe	\$82.8	\$96.6	\$107.4	\$115.4	\$129.0	\$145.7
% of Revenue	14.5%	15.5%	16.0%	16.0%	16.4%	17.0%
Asia-Pacific	\$42.8	\$46.6	\$57.2	\$60.8	\$72.6	\$82.3
% of Revenue	7.5%	7.5%	8.5%	8.4%	9.2%	9.6%
Middle East & Africa	\$17.2	\$19.5	\$23.4	\$25.8	\$27.5	\$29.1
% of Revenue	3.0%	3.2%	3.5%	3.6%	3.5%	3.4%

Management Financial Projections

Management has prepared the following financial projections for FY2026 through FY2028. These projections are based on management's current expectations regarding organic revenue growth, aftermarket mix expansion, margin improvement initiatives, and assume no additional acquisitions beyond the current pipeline.

(\$ in millions)	FY2026E	FY2027E	FY2028E
Revenue	\$786.3	\$856.9	\$928.6
YoY Growth	9.0%	9.0%	8.4%
Gross Profit	\$318.8	\$354.1	\$394.1
Gross Margin	40.5%	41.3%	42.4%
Adj. EBITDA	\$174.5	\$196.2	\$222.9
EBITDA Margin	22.2%	22.9%	24.0%
Capital Expenditures	\$29.5	\$31.4	\$33.5
% of Revenue	3.8%	3.7%	3.6%
Unlevered Free Cash Flow	\$97.8	\$113.5	\$131.2
FCF Conversion	56.1%	57.8%	58.9%

Key assumptions underlying management's projections include: (a) mid-to-high single-digit organic revenue growth driven by market share gains and end-market tailwinds, (b) aftermarket revenue mix reaching 48–50% by FY2028, (c) gross margin expansion of 100–120 basis points annually from

aftermarket mix and operational improvements, (d) SG&A leverage of 20–30 basis points annually, and (e) capital expenditure intensity maintained at approximately 3.6–3.8% of revenue.

OPERATIONS & MANUFACTURING EXCELLENCE

Manufacturing Philosophy and Capabilities

Summit Flow's manufacturing operations are built on a foundation of precision engineering, lean manufacturing principles, and continuous improvement. The Company's 12 facilities represent a balanced portfolio of high-volume production capacity for standard products and flexible, engineer-to-order capability for customized severe-service applications. This dual manufacturing model enables Summit Flow to serve both project-based demand (large capital projects with long lead times) and MRO demand (quick-turn replacement and repair requirements) from a unified production platform.

The Company's manufacturing capabilities span the full value chain from raw material processing through final assembly, testing, and certification. Key manufacturing processes include CNC precision machining, robotic and manual welding (including exotic alloy welding for severe-service applications), heat treatment, surface coating and plating, assembly, and comprehensive non-destructive testing (NDT). This vertical integration provides quality control advantages and reduces dependence on external subcontractors for critical manufacturing steps.

Project Velocity: Operational Excellence Program

Launched in Q1 2020 under the leadership of COO James Kowalski, Project Velocity is the Company's comprehensive operational excellence program. The program applies lean manufacturing, Six Sigma, and total productive maintenance (TPM) methodologies across all manufacturing facilities. Since inception, Project Velocity has delivered approximately \$42 million in cumulative cost savings and significant operational improvements:

Metric	FY2020 (Baseline)	FY2025 (Actual)	Improvement
On-Time Delivery Rate	78.5%	94.2%	+15.7 pts
Manufacturing Throughput (units/day)	1,840	2,245	+22.0%
Scrap Rate (% of material cost)	5.8%	2.4%	-340 bps
Average Lead Time (standard products)	8.2 weeks	5.4 weeks	-34.1%
Average Lead Time (engineered-to-order)	18.5 weeks	13.2 weeks	-28.6%
First-Pass Yield Rate	91.2%	97.1%	+5.9 pts
Total Recordable Incident Rate (TRIR)	1.85	0.42	-77.3%
Inventory Turns	3.8x	4.6x	+21.1%
Overall Equipment Effectiveness (OEE)	68.4%	81.7%	+13.3 pts

Project Velocity operates through a network of over 85 trained lean practitioners across all facilities, including 12 certified Lean Six Sigma Black Belts and 38 Green Belts. The program uses a structured kaizen event methodology, with each facility conducting a minimum of six formal kaizen events per year focused on specific improvement targets.

Facility-Level Manufacturing Profiles

Cincinnati, Ohio — Global Headquarters & Primary Manufacturing

The Cincinnati facility is the Company's largest and most versatile manufacturing site, encompassing 285,000 square feet of production, R&D, and corporate office space. The facility houses 42 CNC machining centers, 18 welding stations (including 6 robotic welding cells), a dedicated heat treatment facility, and two hydrostatic test bays capable of testing valves up to 20,000 PSI. The Cincinnati facility produces the full range of TrueFlow™ severe-service ball valves, SummitGate™ gate valves, and FlowMaster™ control valves.

In FY2023, the Company completed a \$28 million expansion and modernization project at the Cincinnati facility, adding 65,000 square feet of production space, installing 8 new 5-axis CNC machining centers, and consolidating production from the closed Tulsa and Birmingham facilities. The expansion increased the facility's annual production capacity by approximately 35% and reduced per-unit manufacturing costs by an estimated 12%.

Houston, Texas — Energy Sector Manufacturing Hub

The Houston facility serves as the Company's primary manufacturing and service center for energy sector customers. The 142,000 square foot facility specializes in API-rated valves for upstream oil and gas, LNG, and pipeline applications. The facility maintains API 6D, 6A, and Q1 certifications and includes a dedicated cryogenic testing laboratory for LNG valve qualification. The Houston facility also houses the Company's largest field service operations center, supporting aftermarket activities across the Gulf Coast energy corridor.

Portland, Oregon — Specialty Valve Manufacturing (Pacific Valve Solutions)

The Portland facility was acquired as part of the Pacific Valve Solutions acquisition in 2021. The 95,000 square foot facility specializes in high-performance butterfly and ball valves for water treatment, chemical processing, and pulp and paper applications. Since acquisition, the facility has undergone a \$6.5 million lean transformation, including implementation of cellular manufacturing, installation of an automated powder coating line, and deployment of a new ERP system integrated with the Company's SAP platform.

Stuttgart, Germany — Electric Actuator Manufacturing (ControlTech)

The Stuttgart facility was acquired as part of the ControlTech Automation acquisition in 2023. The 68,000 square foot facility is the Company's center of excellence for electric actuator design and manufacturing. The facility produces the SmartActuate™ platform and a full range of quarter-turn and multi-turn electric actuators. Stuttgart also houses a 15-person R&D team focused on next-generation actuator technologies, including integrated diagnostics and IIoT connectivity.

Pune, India — Component Manufacturing & Cost Center

The Pune facility provides cost-competitive manufacturing of valve components, subassemblies, and standard product lines for the Indian, Middle Eastern, and Southeast Asian markets. The 105,000 square foot facility was established in 2016 and has grown to employ 480 people. The facility operates under the same quality management system (ISO 9001:2015) and manufacturing standards as the Company's North American facilities. Pune serves as a strategic cost optimization lever, with fully-loaded manufacturing costs approximately 35–40% below equivalent North American production for standard product lines.

Supply Chain and Procurement

Summit Flow's supply chain strategy is focused on securing reliable access to critical raw materials, managing cost volatility, and maintaining the quality standards required for safety-critical applications. The Company procures a diverse range of raw materials and components, including carbon steel, stainless steel, exotic alloys (Inconel, Hastelloy, Monel, Duplex), castings, forgings, elastomeric seals, electronic components, and electric motors.

Under Project Velocity, the Company has consolidated its supplier base from approximately 840 suppliers in 2019 to 520 suppliers in 2025, while simultaneously improving supply reliability. Key supply chain metrics include:

Metric	FY2020	FY2025
Active Supplier Count	~840	~520
Supplier On-Time Delivery	82.4%	91.8%
Raw Material Cost (% of Revenue)	31.2%	28.4%
Inventory Days Outstanding	45.2 days	38.8 days
Strategic Supplier Agreements (% of spend)	48%	72%
Dual-Sourced Critical Materials (% of SKUs)	55%	88%

The Company maintains strategic inventory positions for long-lead-time exotic alloy raw materials and critical castings, representing approximately \$18 million in safety stock. This inventory investment provides a competitive advantage in delivery lead time, particularly for severe-service valve applications where raw material procurement can represent 60–70% of total lead time.

Quality Assurance and Testing

Quality assurance is a foundational element of Summit Flow's operations, reflecting the safety-critical nature of the Company's products. All manufacturing facilities operate under ISO 9001:2015 quality management systems, and the Company maintains dedicated quality teams at each production facility totaling approximately 120 quality professionals globally.

The Company's testing capabilities include:

Hydrostatic and pneumatic testing: Every valve is individually pressure-tested per applicable API, ASME, or EN standards before shipment. The Company operates 14 test bays globally with capabilities up to 20,000 PSI hydrostatic and 15,000 PSI pneumatic.

Cryogenic testing: Dedicated cryogenic test facilities in Houston and Cincinnati capable of testing valves at temperatures down to -320°F for LNG and industrial gas applications.

Fire-safe testing: In-house fire-safe testing capability per API 607 and BS 6755 standards for valves used in fire-risk environments.

Non-destructive testing (NDT): Comprehensive NDT capabilities including radiographic testing (RT), ultrasonic testing (UT), magnetic particle testing (MT), liquid penetrant testing (PT), and positive material identification (PMI).

Fugitive emissions testing: ISO 15848-1 and API 641 certified low-emission testing for environmental compliance in refineries, chemical plants, and LNG facilities.

The Company's warranty claim rate has declined from 1.2% of revenue in FY2020 to 0.4% in FY2025, reflecting the cumulative impact of quality improvement initiatives and enhanced testing protocols.

WORKFORCE & HUMAN CAPITAL

Employee Overview

As of December 2025, Summit Flow employs approximately 3,200 people globally. The Company's workforce is distributed across manufacturing, engineering, sales, and corporate functions as follows:

Function	Headcount	% of Total	Avg. Tenure	Turnover
Manufacturing & Operations	1,920	60.0%	8.2 years	10.5%
Engineering & R&D	385	12.0%	6.8 years	7.2%
Sales & Application Engineering	420	13.1%	7.5 years	8.8%
Field Service & Aftermarket	265	8.3%	9.1 years	6.5%
Corporate & Administrative	210	6.6%	5.4 years	11.2%
Total	3,200	100%	7.8 years	9.1%

The Company has made significant investments in workforce development and retention under Crestview's ownership. Voluntary turnover has declined from 18% in FY2019 to 9.1% in FY2025, driven by competitive compensation programs, enhanced benefits, career development pathways, and a strengthened safety culture. The Company's Total Recordable Incident Rate (TRIR) of 0.42 is well below the manufacturing industry average of 2.1, reflecting the success of the Company's "Zero Harm" safety initiative.

Geographic Distribution

Region	Headcount	% of Total	Key Locations
United States	2,030	63.4%	Cincinnati, Houston, Portland, Charlotte, Detroit, Midland
Europe	375	11.7%	Stuttgart, Manchester
India	480	15.0%	Pune
Mexico	260	8.1%	Monterrey
Other (Singapore, Canada)	55	1.7%	Singapore, Calgary

Labor Relations

Approximately 22% of the Company's U.S. workforce (approximately 445 employees) is represented by the International Association of Machinists and Aerospace Workers (IAM) at the Cincinnati and Houston facilities. The current collective bargaining agreements were renegotiated in Q3 2024 and extend through December 2028. The Company has not experienced a work stoppage or strike in its 38-year history. Relations with the IAM are constructive, and the Company has successfully negotiated productivity-linked wage increases and flexible scheduling provisions in the most recent agreements.

The Company's non-U.S. workforce is non-unionized, with the exception of the Stuttgart facility, which operates under Germany's statutory works council framework. The Stuttgart works council relationship is collaborative, and the Company has successfully implemented operational changes including shift pattern modifications and lean manufacturing practices through the consultation process.

ENVIRONMENTAL, SOCIAL & GOVERNANCE

ESG Strategy Overview

Summit Flow is committed to responsible environmental stewardship, positive social impact, and strong governance practices. The Company's ESG strategy, formalized in 2022 under the banner "Sustainable Flow," is built on three pillars: (1) reducing the environmental footprint of the Company's own operations, (2) enabling customers to improve their environmental performance through innovative products and services, and (3) maintaining a safe, inclusive, and engaging workplace for all employees.

The Company published its inaugural ESG Report in June 2024, aligned with the Sustainability Accounting Standards Board (SASB) framework for the Industrial Machinery & Goods sector. Key ESG metrics and commitments include:

Environmental

Carbon emissions: The Company has reduced Scope 1 and Scope 2 greenhouse gas emissions by 28% since FY2020 (on a per-revenue-dollar basis), driven by energy efficiency improvements, LED lighting upgrades across all facilities, and the procurement of renewable energy certificates (RECs) for 40% of U.S. electricity consumption.

Emissions reduction target: Management has committed to a 50% reduction in Scope 1 and 2 emissions intensity by FY2030 (relative to FY2020 baseline) and is evaluating a science-based target submission.

Water and waste: The Company has reduced manufacturing water consumption by 18% since FY2020 through closed-loop cooling systems and process optimization. Solid waste diversion from landfill has improved from 62% to 84% over the same period.

Product environmental impact: The Company's FlowSense™ monitoring platform and fugitive emissions-certified valve products directly enable customers to reduce their environmental footprint. FlowSense™ predictive maintenance capabilities reduce unplanned equipment failures (and associated emissions releases) by up to 40%. The Company's ISO 15848-1 certified low-emission valves are specified for increasingly stringent environmental compliance requirements in refineries and chemical plants.

Social

Safety: TRIR of 0.42 in FY2025, representing a 77% reduction from 1.85 in FY2020. The Company has achieved over 2.1 million consecutive work hours without a lost-time incident at the Cincinnati facility.

Diversity and inclusion: Women represent 24% of the Company's total workforce and 30% of the senior leadership team (VP and above), up from 18% and 15% respectively in FY2019. The Company has implemented unconscious bias training, diverse hiring slate requirements for all positions VP and above, and an employee resource group program.

Community engagement: The Company contributed approximately \$1.8 million to community organizations in FY2025, including STEM education programs, workforce development partnerships with local community colleges, and disaster relief efforts.

Employee development: The Company invested approximately \$4.2 million in employee training and development in FY2025 (approximately \$1,300 per employee), including tuition reimbursement, apprenticeship programs, and leadership development.

Governance

Board composition: The Company's Board of Directors consists of seven members, including three independent directors with relevant industry experience. The Board has established Audit, Compensation, and ESG committees.

Ethics and compliance: The Company maintains a comprehensive Code of Business Conduct, an anonymous ethics hotline, and mandatory annual compliance training for all employees. The Company has not been subject to any material regulatory enforcement actions in its history.

Cybersecurity: The Company has implemented a comprehensive cybersecurity program, including SOC 2 Type II certification for the FlowSense™ platform, regular penetration testing, and employee cybersecurity awareness training. The Company maintains cyber insurance coverage of \$25 million.

SELECT CUSTOMER CASE STUDIES

The following case studies illustrate Summit Flow's ability to deliver value to customers across its target end markets through a combination of technical expertise, application engineering, and lifecycle service capabilities.

Case Study 1: Major Gulf Coast LNG Export Terminal

Customer: Confidential — Top 5 global integrated oil and gas company

Application: Critical isolation and control valves for a 12 MTPA LNG liquefaction facility on the U.S. Gulf Coast

Contract Value: ~\$28 million over 3 years (initial supply + aftermarket)

Products Deployed: 286 TrueFlow™ cryogenic ball valves, 180 SmartActuate™ electric actuators, FlowSense™ monitoring for all critical service valves

Summit Flow was selected as the sole-source valve supplier for all critical cryogenic and high-pressure isolation applications following a competitive bidding process that included three global valve manufacturers. The Company's selection was based on (a) superior cryogenic valve performance in qualification testing, (b) the integrated valve + actuator + monitoring solution, and (c) the Company's commitment to establish a dedicated field service team on-site during commissioning and the first two years of operation.

The project included a 5-year lifecycle service agreement valued at approximately \$4.2 million annually, encompassing preventive maintenance, spare parts inventory management, and FlowSense™ monitoring for 180 critical service valves. The FlowSense™ deployment at this facility represents one of the largest single-site installations to date and has generated significant reference value for other LNG project pursuits.

Case Study 2: Regional Water Authority — Comprehensive System Upgrade

Customer: Metropolitan Water District serving 3.2 million residents in the Southeastern United States

Application: Complete valve and actuator replacement for a 280 MGD water treatment plant and 1,200-mile distribution network

Contract Value: ~\$18 million over 5 years (phased replacement program)

Products Deployed: 2,400+ AquaPro™ butterfly, plug, and check valves; 320 SmartActuate™ actuators; FlowSense™ monitoring for 85 critical assets

This project was funded in part through the IJIA Water Infrastructure Finance and Innovation Act (WIFIA) loan program. Summit Flow won the competitive bid based on the Company's ability to provide a single-source solution (valves, actuators, and digital monitoring) meeting all AWWA standards, along with a phased delivery schedule aligned with the customer's construction timeline.

The contract includes a 5-year service agreement with guaranteed response times for emergency repairs. The FlowSense™ deployment has enabled the water authority to transition from a reactive to a predictive maintenance model, with early results showing a 35% reduction in unplanned valve failures across monitored assets.

Case Study 3: Global Chemical Producer — Severe-Service Upgrade

Customer: Top 3 global chemical company — ethylene cracker complex in Texas

Application: Replacement of 145 competitor severe-service valves with TrueFlow™ valves during a planned turnaround

Contract Value: ~\$12 million (product + installation support + 3-year service agreement)

Products Deployed: 145 TrueFlow™ severe-service ball valves, 90 FlowMaster™ control valves, FlowSense™ monitoring for 52 critical assets

The customer had experienced recurring reliability issues with a competitor's severe-service ball valves in high-temperature, high-corrosion ethylene cracking service. After a 12-month qualification program that included laboratory testing and a 6-unit field trial, Summit Flow's TrueFlow™ valves demonstrated zero-leakage performance and a 3x improvement in mean time between failure (MTBF) versus the incumbent product.

The customer approved a full replacement during the Q4 2024 planned turnaround window. Summit Flow provided application engineering support, valve-for-valve dimensional compatibility analysis, and on-site technical supervision during the 28-day turnaround. The 3-year service agreement includes predictive maintenance via FlowSense™ and guaranteed 48-hour emergency spare parts delivery to the customer's Gulf Coast facilities.

Following the successful deployment, the customer has initiated qualification of Summit Flow valves for two additional petrochemical facilities, representing an estimated \$22–28 million in potential follow-on revenue.

Case Study 4: Natural Gas Power Generation — Fleet Standardization

Customer: Independent power producer operating 8 natural gas-fired power plants across the U.S. Midwest and Southeast

Application: Fleet-wide standardization on Summit Flow valves and actuators for fuel gas, steam, and cooling water applications

Contract Value: ~\$8 million annually (framework agreement since FY2022)

Products Deployed: Ongoing supply of ball valves, butterfly valves, control valves, and electric actuators across 8 facilities

Prior to engaging Summit Flow, this customer procured valves and actuators from 6 different manufacturers across its fleet, creating complexity in inventory management, maintenance training, and spare parts provisioning. Summit Flow proposed a fleet standardization program offering (a) a single product platform across all facilities, (b) consolidated inventory management with regional stocking agreements, (c) standardized maintenance procedures and training, and (d) volume-based pricing.

The framework agreement has been in place since FY2022 and has delivered an estimated 22% reduction in the customer's total cost of ownership for flow control equipment, driven by spare parts consolidation, reduced training costs, and improved equipment reliability. The customer recently expanded the agreement to include FlowSense™ monitoring for 120 critical service valves across the fleet.

SEGMENT FINANCIAL PERFORMANCE

Engineered Valves Segment

The Engineered Valves segment is Summit Flow's largest business, generating 45% of total revenue in FY2025. The segment has delivered consistent growth driven by market share gains in severe-service applications, expansion of the AquaPro™ water infrastructure product line, and favorable pricing dynamics. The segment's EBITDA margins have expanded from 22.1% in FY2022 to 24.8% in FY2025, reflecting operational improvements at the Cincinnati and Portland facilities and a favorable shift toward higher-margin severe-service products.

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E	FY2027E
Revenue	\$258.4	\$278.2	\$300.8	\$324.6	\$354.8	\$387.2
YoY Growth	—	7.7%	8.1%	7.9%	9.3%	9.1%
Gross Profit	\$88.4	\$98.2	\$109.8	\$120.5	\$135.2	\$151.5
Gross Margin	34.2%	35.3%	36.5%	37.1%	38.1%	39.1%
Segment EBITDA	\$57.1	\$65.2	\$73.5	\$80.5	\$91.2	\$103.5
EBITDA Margin	22.1%	23.4%	24.4%	24.8%	25.7%	26.7%

Key growth drivers for the Engineered Valves segment include:

TrueFlow™ severe-service platform: Revenue growth of 12.5% CAGR from FY2022 to FY2025, driven by expanding LNG infrastructure globally and growing adoption in CCUS applications. The TrueFlow™ product line now represents approximately \$145 million in annual revenue with gross margins approximately 500 basis points above the segment average.

AquaPro™ water infrastructure: The fastest-growing product line within the segment, with revenue CAGR of 14.0% from FY2022 to FY2025. Growth is driven by IJJA-funded water infrastructure projects, aging municipal water system replacements, and the Company's expanding specification position with major water engineering firms.

SummitGate™ pipeline valves: Steady mid-single-digit growth reflecting North American midstream pipeline activity and the Company's strong specification position with major pipeline operators.

FlowMaster™ control valves: High-single-digit growth driven by chemical processing capacity expansion and growing demand for precision process control in pharmaceutical and food/beverage applications.

Actuation & Controls Segment

The Actuation & Controls segment is the Company's fastest-growing segment by revenue, with a CAGR of 11.2% from FY2022 to FY2025. Growth reflects the secular trend toward industrial automation, remote operation, and intelligent equipment. The segment's margin profile is attractive and expanding, driven by the SmartActuate™ platform's premium pricing and the integration of the ControlTech Automation acquisition.

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E	FY2027E
Revenue	\$162.8	\$180.4	\$198.2	\$216.4	\$237.8	\$262.5
YoY Growth	—	10.8%	9.9%	9.2%	9.9%	10.4%
Gross Profit	\$56.8	\$64.8	\$73.5	\$81.8	\$92.4	\$104.8
Gross Margin	34.9%	35.9%	37.1%	37.8%	38.9%	39.9%

Segment EBITDA	\$32.2	\$38.4	\$43.8	\$49.2	\$56.5	\$65.2
EBITDA Margin	19.8%	21.3%	22.1%	22.7%	23.8%	24.8%

The ControlTech Automation acquisition in 2023 was transformative for this segment, adding approximately \$42 million in revenue at acquisition and expanding the Company's capabilities in electric actuation. Since acquisition, the ControlTech product line has been rebranded under the SmartActuate™ platform, and cross-selling to Summit Flow's existing customer base has driven meaningful revenue synergies. The Stuttgart facility has also become a center of excellence for European customers, reducing delivery lead times for European orders from 12–14 weeks (shipping from the U.S.) to 6–8 weeks.

Management expects the Actuation & Controls segment to continue outgrowing the overall business, driven by three trends: (a) increasing automation of manual valve installations across aging infrastructure, (b) growing demand for intelligent actuators with embedded diagnostics in new construction projects, and (c) expanding adoption of the SmartActuate™ platform in regions where the Company currently has lower penetration, particularly the Middle East and Asia-Pacific.

Instrumentation & Monitoring Segment

The Instrumentation & Monitoring segment encompasses both traditional instrumentation products and the Company's high-growth FlowSense™ digital monitoring platform. While the traditional instrumentation business provides a stable, profitable base, the FlowSense™ platform represents the Company's most significant long-term growth and margin expansion opportunity.

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E	FY2027E
Revenue	\$104.5	\$113.8	\$121.5	\$129.9	\$140.5	\$152.2
YoY Growth	—	8.9%	6.8%	6.9%	8.2%	8.3%
Traditional Instrumentation	\$99.2	\$106.5	\$111.2	\$117.4	\$122.5	\$127.2
FlowSense™ Subscriptions	\$5.3	\$7.3	\$10.3	\$12.5	\$18.0	\$25.0
Gross Profit	\$42.2	\$47.5	\$52.5	\$58.2	\$65.8	\$74.5
Gross Margin	40.4%	41.7%	43.2%	44.8%	46.8%	48.9%
Segment EBITDA	\$20.8	\$24.5	\$28.2	\$32.5	\$38.2	\$44.8
EBITDA Margin	19.9%	21.5%	23.2%	25.0%	27.2%	29.4%

The segment's rapid margin expansion (from 19.9% in FY2022 to 25.0% in FY2025) is driven almost entirely by the growing FlowSense™ subscription revenue mix. FlowSense™ subscriptions carry gross margins of approximately 85%, compared to approximately 38% for traditional instrumentation products. As FlowSense™ scales from \$12.5 million in FY2025 to a projected \$45–55 million by FY2028, the segment's overall margin profile will continue to improve structurally.

Management is investing aggressively in FlowSense™ platform development, with approximately \$3.2 million allocated in FY2025 (included in total R&D spending). Current development priorities include: (a) a Premium Analytics tier offering AI-powered predictive maintenance and digital twin capabilities, (b) integration with SAP Asset Performance Management and IBM Maximo for enterprise-wide asset management, (c) expansion of sensor compatibility to support third-party (non-Summit Flow) valve and actuator monitoring, and (d) development of a mobile application for field technicians.

Aftermarket Revenue Analysis (Cross-Segment)

Aftermarket revenue is a critical strategic priority for Summit Flow, representing the Company's highest-margin revenue stream and its most important source of recurring customer engagement. Total aftermarket revenue (including replacement parts sold through product segments, direct aftermarket services, and FlowSense™ subscriptions) has grown from 37% of total revenue in FY2022 to 42% in FY2025.

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E	FY2027E
Replacement Parts	\$128.5	\$142.8	\$155.2	\$168.5	\$185.5	\$202.8
Field Service & Repair	\$52.4	\$58.2	\$62.5	\$68.8	\$75.5	\$82.5
Maintenance Contracts	\$28.5	\$38.2	\$52.8	\$68.0	\$85.0	\$106.5
FlowSense™ Subscriptions	\$2.1	\$5.3	\$8.2	\$12.5	\$18.0	\$28.5
Total Aftermarket Revenue	\$211.5	\$244.5	\$278.7	\$317.8	\$364.0	\$420.3
% of Total Revenue	37.0%	39.3%	41.5%	44.1%	46.3%	49.1%
Aftermarket Gross Margin	46.2%	47.1%	47.8%	48.5%	49.2%	50.1%

Note: Total aftermarket revenue reported here exceeds the sum of direct Aftermarket Services segment revenue because replacement parts and field service revenue are generated across all three product segments. The table above consolidates all aftermarket-related revenue regardless of segment of origin.

The aftermarket revenue mix expansion from 37% to 44% has been a meaningful contributor to the Company's overall margin improvement, as aftermarket activities carry gross margins approximately 900 basis points above OEM product sales. Management targets aftermarket revenue reaching 50%+ of total revenue by FY2028, which would represent a structural shift in the Company's earnings profile toward higher quality, more recurring revenue streams.

REGULATORY ENVIRONMENT & COMPLIANCE

Industry Regulatory Framework

The flow control products industry operates within a comprehensive regulatory framework governing product safety, environmental performance, quality management, and trade compliance. Summit Flow's products are subject to numerous international, national, and industry-specific standards and regulations. The Company's extensive certification portfolio (detailed in Appendix E) is a significant competitive asset, as obtaining and maintaining these certifications requires substantial investment in testing infrastructure, quality systems, and technical expertise.

Product Safety and Performance Standards

The American Petroleum Institute (API) sets the primary performance and safety standards for flow control products used in oil and gas applications. Summit Flow maintains API certifications across its full product range, including API 6D (pipeline valves), API 6A (wellhead equipment), API 608 (metal ball valves), and the API Q1 quality management system. API certification requires rigorous product testing, manufacturing facility audits, and ongoing quality monitoring. The Company's API certifications are renewed on a 3-year cycle, with the most recent renewal completed in Q2 2025.

For water infrastructure applications, products must comply with American Water Works Association (AWWA) standards. Summit Flow's AquaPro™ product line is certified to AWWA C504 (rubber-seated butterfly valves), AWWA C507 (ball valves), and AWWA C508 (swing check valves). AWWA certification is increasingly required by municipal water authorities as a condition of specification and purchase.

European market access requires compliance with the Pressure Equipment Directive (PED 2014/68/EU) and the ATEX Directive (2014/34/EU) for products used in explosive atmospheres. The Company's Stuttgart and Cincinnati facilities maintain PED Module H1 (full quality assurance) certification from TÜV Rheinland, and the Company's actuators and instrumentation products carry ATEX and IECEx certifications for use in Zone 1 and Zone 2 hazardous areas.

Environmental Regulations

Increasingly stringent environmental regulations are driving demand for Summit Flow's low-emission and fugitive-emissions-certified products. Key regulatory developments include:

EPA Method 21 / LDAR requirements: The U.S. Environmental Protection Agency's Leak Detection and Repair (LDAR) regulations require refineries, chemical plants, and natural gas processing facilities to monitor and minimize fugitive emissions from equipment including valves. Summit Flow's ISO 15848-1 and API 641 certified low-emission valves help customers comply with these requirements and avoid regulatory penalties.

EU Industrial Emissions Directive (IED): The European Union's IED establishes emission limits and best available techniques (BAT) requirements for industrial installations. BAT-AEL (Associated Emission Levels) for fugitive emissions from valves are expected to tighten further under the ongoing IED revision process, creating additional demand for low-emission valve solutions.

EPA Methane Rule (OOOOb/OOOOc): The EPA's updated methane emissions regulations for the oil and gas sector include equipment standards that incentivize use of low-emission valve technologies. Summit Flow's severe-service ball valves with advanced sealing systems are well-positioned to meet these requirements.

International Trade and Export Compliance

As a global manufacturer serving energy, defense, and critical infrastructure sectors, Summit Flow maintains a comprehensive trade compliance program. The Company's products are subject to U.S. Export Administration Regulations (EAR) and, in certain configurations, the International Traffic in Arms Regulations (ITAR). The Company employs a dedicated trade compliance team of four professionals and utilizes automated screening software to ensure compliance with all applicable sanctions, export controls, and customs requirements.

The Company has not been subject to any trade compliance enforcement actions or penalties in its history. The Company's trade compliance program is audited annually by an external law firm specializing in export controls.

Occupational Safety and Health

The Company's manufacturing operations are subject to Occupational Safety and Health Administration (OSHA) regulations in the United States and equivalent regulatory frameworks in other jurisdictions. The Company's safety record is significantly better than industry averages, with a Total Recordable Incident Rate (TRIR) of 0.42 in FY2025 compared to the Bureau of Labor Statistics manufacturing average of 2.1.

The Company has not received any OSHA citations classified as "willful" or "repeat" violations in the past five years. The Company received two "serious" citations in FY2023 related to machine guarding at the Houston facility; both were promptly remediated and penalties of \$28,500 were paid.

Insurance and Risk Management

Summit Flow maintains a comprehensive insurance program designed to protect the Company and its stakeholders against significant operational, product, and business continuity risks. The insurance program is managed by the Company's VP of Risk Management in coordination with the Company's insurance broker (Marsh McLennan) and is reviewed annually by the Board's Audit Committee.

Coverage Type	Policy Limit	Deductible	Carrier
General Liability	\$50 million	\$250,000	AIG / Zurich
Product Liability	\$100 million	\$500,000	AIG / Chubb
Property & Business Interruption	\$350 million	\$1 million	FM Global
Workers' Compensation	Statutory	\$500,000 SIR	Liberty Mutual
D&O / E&O Liability	\$25 million	\$500,000	Chubb
Cyber Liability	\$25 million	\$250,000	Beazley
International / Political Risk	\$15 million	\$100,000	Zurich
Environmental Liability	\$10 million	\$250,000	AIG
Umbrella / Excess Liability	\$100 million	\$0 (follow form)	Swiss Re / Berkshire

The Company's product liability insurance is of particular importance given the safety-critical nature of its products. The Company has experienced an average of 3–5 product liability claims per year over the past five years, all of which have been resolved within insurance coverage limits. The Company's cumulative product liability loss history over the past ten years is approximately \$4.2 million, reflecting the Company's strong quality management systems and rigorous testing protocols.

TRANSACTION PROCESS OVERVIEW

Process Summary

Whitman & Associates has been engaged by the shareholders of Summit Flow Technologies to explore strategic alternatives for the Company, including a potential sale of 100% of the equity interests. The transaction process is designed to identify a buyer that can provide (a) a compelling valuation for existing shareholders, (b) strategic resources to accelerate the Company's growth plan, and (c) a commitment to the Company's employees, customers, and operating culture.

Indicative Transaction Timeline

Phase	Timing	Key Activities
Phase I: Initial Review	March–April 2026	Distribution of this CIM; initial indications of interest (IOIs); preliminary management meetings with selected parties
IOI Deadline	April 18, 2026	Non-binding indications of interest due to Whitman & Associates
Phase II: Due Diligence	April–June 2026	Data room access for selected parties; management presentations; site visits to key facilities; detailed due diligence
Management Presentations	May 4–15, 2026	In-person management presentations at the Company's Cincinnati headquarters
Site Visits	May 18–June 5, 2026	Facility tours of Cincinnati, Houston, and Stuttgart manufacturing sites
Final Bid Deadline	June 20, 2026	Final binding offers due, including markup of definitive documentation
Phase III: Negotiation	June–July 2026	Negotiation of definitive agreements with preferred bidder(s)
Target Signing	Late July 2026	Execution of definitive purchase agreement
Target Closing	Q4 2026	Subject to regulatory approvals and customary closing conditions

Indication of Interest Guidelines

Whitman & Associates invites interested parties to submit non-binding indications of interest by April 18, 2026. IOIs should include the following elements:

- 1. Valuation:** Proposed acquisition price or valuation range (on an enterprise value basis), including the basis of valuation (e.g., EBITDA multiple, comparable transaction analysis).
- 2. Structure:** Proposed transaction structure, including form of consideration (cash, equity, combination), financing sources, and any conditions or contingencies.
- 3. Financing:** Evidence of financial capability, including committed financing sources, available equity capital, and relevant financing track record.
- 4. Strategic rationale:** Summary of the buyer's strategic interest in the Company, including plans for the business post-closing (growth strategy, management retention, potential synergies).
- 5. Due diligence:** Anticipated scope and timing of due diligence requirements, including key areas of focus and expected timeline to completion.

6. Regulatory: Identification of any regulatory approvals required (antitrust/HSR, CFIUS, foreign investment), including expected timing.

7. Timeline: Proposed timeline to execution of a definitive agreement.

All indications of interest should be directed to Jonathan R. Whitman, Managing Director, at jwhitman@whitmanassociates.com.

Data Room Access

Upon submission of a qualifying indication of interest and execution of an enhanced confidentiality agreement, selected parties will receive access to a virtual data room (VDR) hosted on Datasite. The VDR will contain detailed information across the following workstreams:

Workstream	Contents
Financial	Audited financial statements (FY2020–FY2025); monthly management accounts; budget and long-range plan; quality of earnings analysis; net working capital analysis
Tax	Federal and state tax returns; tax provision workpapers; transfer pricing documentation; tax attributes and NOL schedule
Legal	Material contracts; litigation summary; intellectual property portfolio; regulatory filings and permits
Commercial	Customer agreements and purchase orders; pricing history; backlog detail; win/loss analysis; sales pipeline
Operations	Facility lease agreements; equipment lists; capex plans; supply agreements; quality certifications
Human Resources	Employee census; compensation and benefits summary; collective bargaining agreements; management retention considerations
Environmental	Phase I environmental site assessments; environmental permits; emissions data; remediation status
Insurance	Policy summaries; loss history; product liability claim detail
Information Technology	IT infrastructure overview; cybersecurity assessment; FlowSense™ platform architecture

Quality of Earnings Summary

Ernst & Young LLP (“EY”) has been engaged by the Company to prepare a sell-side Quality of Earnings (“QoE”) analysis. The QoE analysis will be available in the virtual data room for Phase II participants. Preliminary findings from the QoE analysis confirm the Company’s Adjusted EBITDA as presented in this Memorandum, with net adjustments of less than \$1.5 million in any period reviewed.

Key areas addressed in the QoE analysis include: (a) normalization of non-recurring items, (b) assessment of revenue recognition policies and practices, (c) analysis of gross margin trends by product line and end market, (d) evaluation of SG&A cost structure and identification of one-time versus recurring costs, (e) net working capital analysis and normalized net working capital target, and (f) capital expenditure categorization (maintenance versus growth).

Key Investment Considerations for Prospective Buyers

Whitman & Associates believes Summit Flow Technologies represents a highly attractive platform investment opportunity for the following reasons:

1. Compelling market position: Summit Flow holds the #1 or #2 market position in each of its core product categories, supported by proprietary technology, deep application engineering expertise, and an installed base of over 2.4 million units.

2. Attractive financial profile: The Company has delivered consistent revenue growth (8.2% CAGR), expanding margins (440 bps EBITDA margin improvement over four years), and strong free cash flow conversion, providing a solid foundation for continued value creation.

3. Multiple growth levers: Organic growth, aftermarket mix expansion, bolt-on acquisitions, international expansion, and operational improvement provide a multi-faceted value creation playbook.

4. Favorable macro tailwinds: Multi-year infrastructure investment cycles (IIJA, IRA, global LNG buildout), industrial automation trends, and tightening environmental regulations provide durable demand drivers across the Company's end markets.

5. Experienced management team: A proven management team with deep industry expertise and significant equity ownership ensures continuity and alignment with a new owner.

6. De-risked platform: Under Crestview's ownership, the Company has implemented operational excellence programs, completed successful acquisitions, launched a digital monitoring platform, and expanded internationally, significantly de-risking the business and establishing a scalable platform for future growth.

Whitman & Associates looks forward to engaging with qualified parties who recognize the unique value proposition of Summit Flow Technologies and are prepared to support the Company's continued growth trajectory.

APPENDICES

Appendix A: Quarterly Revenue Summary

(\$ mm)	Q1'24	Q2'24	Q3'24	Q4'24	Q1'25	Q2'25	Q3'25	Q4'25
Revenue	\$158.2	\$165.8	\$172.4	\$175.1	\$168.5	\$178.2	\$185.4	\$189.3
Energy	\$60.8	\$63.5	\$66.2	\$66.9	\$62.5	\$68.4	\$71.8	\$71.4
Water	\$42.5	\$45.2	\$46.8	\$46.8	\$45.8	\$49.2	\$50.6	\$49.2
Chemical	\$31.2	\$33.5	\$33.8	\$33.8	\$34.2	\$35.6	\$37.2	\$37.3
Power Gen	\$23.7	\$23.6	\$25.6	\$27.6	\$26.0	\$25.0	\$25.8	\$31.4
Gross Margin	38.5%	39.0%	39.2%	39.2%	39.0%	39.5%	39.8%	39.9%
EBITDA	\$33.2	\$35.4	\$37.0	\$36.8	\$35.1	\$38.8	\$40.6	\$40.6
EBITDA Margin	21.0%	21.4%	21.5%	21.0%	20.8%	21.8%	21.9%	21.5%

Revenue exhibits modest seasonality, with Q4 typically representing the strongest quarter due to calendar year-end project completions and maintenance turnaround activity. Q1 is typically the softest quarter, reflecting winter weather impacts on construction activity and customer budget resets. The seasonal revenue pattern has an amplitude of approximately 8–10% from trough (Q1) to peak (Q4).

Appendix B: Working Capital Analysis

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E	FY2027E
Accounts Receivable	\$86.4	\$95.2	\$102.8	\$108.5	\$118.0	\$128.5
Days Sales Outstanding	55.2	55.9	55.9	54.9	54.8	54.8

Inventory	\$72.8	\$78.5	\$82.1	\$86.4	\$93.2	\$100.5
Days Inventory Outstanding	73.8	74.6	73.1	72.4	72.8	73.0
Accounts Payable	\$48.5	\$54.2	\$56.8	\$61.2	\$66.8	\$72.5
Days Payable Outstanding	49.2	51.5	50.6	51.3	52.2	52.6
Net Working Capital	\$110.7	\$119.5	\$128.1	\$133.7	\$144.4	\$156.5
NWC as % of Revenue	19.4%	19.2%	19.1%	18.5%	18.4%	18.3%
Cash Conversion Cycle	79.8 days	79.0 days	78.4 days	76.0 days	75.4 days	75.2 days

The Company has demonstrated consistent working capital discipline, with net working capital as a percentage of revenue declining from 19.4% in FY2022 to 18.5% in FY2025. Key working capital improvement initiatives include: (a) implementation of electronic invoicing and automated collections, reducing DSO by approximately 1 day, (b) demand-planning optimization and safety stock rationalization, improving inventory turns from 3.8x to 4.6x, and (c) strategic payment terms negotiation with key suppliers, extending average DPO from 49 to 51 days.

Appendix C: Capital Expenditure Detail

(\$ in millions)	FY2022	FY2023	FY2024	FY2025
Maintenance Capex	\$12.8	\$13.5	\$14.2	\$15.1
% of Revenue	2.2%	2.2%	2.1%	2.1%
Growth Capex	\$8.9	\$11.0	\$10.9	\$12.3
Cincinnati Expansion	\$2.4	\$8.2	\$3.5	\$0.0
CNC / Automation	\$3.2	\$1.4	\$4.8	\$6.5
FlowSense™ / Digital	\$1.8	\$0.8	\$1.2	\$3.2
Other Growth	\$1.5	\$0.6	\$1.4	\$2.6
Total Capital Expenditures	\$21.7	\$24.5	\$25.1	\$27.4
% of Revenue	3.8%	3.9%	3.7%	3.8%

The Company's capital expenditure profile is characterized by a maintenance capex base of approximately 2.0–2.2% of revenue, supplemented by targeted growth investments in capacity expansion, manufacturing automation, and digital technology. The elevated growth capex in FY2022–FY2023 reflects the Cincinnati facility expansion. Going forward, management expects growth capex to be primarily directed toward manufacturing automation and FlowSense™ platform development.

Appendix D: Order Backlog and Book-to-Bill

(\$ in millions)	FY2022	FY2023	FY2024	FY2025	FY2026E	FY2027E
Beginning Backlog	\$285.4	\$318.2	\$342.5	\$368.8	\$392.4	\$418.6
New Orders	\$604.0	\$646.1	\$697.8	\$745.0	\$812.5	\$882.5
Revenue	\$571.2	\$621.8	\$671.5	\$721.4	\$786.3	\$856.9
Ending Backlog	\$318.2	\$342.5	\$368.8	\$392.4	\$418.6	\$444.2

Book-to-Bill Ratio	1.06x	1.04x	1.04x	1.03x	1.03x	1.03x
Backlog Coverage (months)	6.7	6.6	6.6	6.5	6.4	6.2

The Company has maintained a book-to-bill ratio above 1.0x in each of the last four fiscal years, indicating consistent demand growth. The ending backlog of \$392.4 million as of December 2025 represents approximately 6.5 months of revenue coverage, providing meaningful near-term visibility. Management notes that backlog quality remains strong, with less than 2% of backlog at risk of cancellation based on current customer engagement and project status reviews.

New orders have grown at a CAGR of 7.3% from FY2022 to FY2025, slightly below the revenue growth rate of 8.2%, as the Company has reduced average lead times through operational improvements, resulting in some acceleration of backlog conversion. Management expects order growth to modestly exceed revenue growth in FY2026–FY2027 as several large project awards are anticipated in the LNG and water infrastructure segments.

Appendix E: Product Certifications and Approvals

Summit Flow's products carry the following key certifications and regulatory approvals:

API 6D, 6A, 608: American Petroleum Institute — valve design and testing standards for pipeline, wellhead, and general industrial applications

ASME B16.34: Pressure-temperature ratings for flanged, threaded, and welded end valves

ISO 9001:2015: Quality management systems — certified at all manufacturing facilities

ISO 14001:2015: Environmental management systems — Cincinnati, Houston, and Stuttgart facilities

ATEX / IECEx: Explosive atmosphere certification for actuators and instrumentation used in hazardous environments

AWWA C504, C507, C508: American Water Works Association standards for water infrastructure valves

SIL 2 / SIL 3: Safety Integrity Level certification for safety-critical valve and actuator applications per IEC 61508/61511

PED 2014/68/EU: European Pressure Equipment Directive compliance for pressure-containing components

NACE MR0175 / ISO 15156: Sour service / H₂S resistance certification for upstream oil and gas applications

ISO 15848-1: Fugitive emissions type testing for low-emission valve applications

CRN (Canada): Canadian Registration Number for pressure equipment used in Canadian provinces

SELO/INMETRO (Brazil): Brazilian conformity certification for industrial valves

Appendix F: Key Definitions

Adjusted EBITDA: Earnings before interest, taxes, depreciation, and amortization, adjusted for stock-based compensation, transaction and M&A-related costs, facility consolidation costs, and non-recurring legal expenses.

Free Cash Flow: Adjusted EBITDA less cash interest, cash taxes, capital expenditures, and changes in net working capital.

FCF Conversion: Free Cash Flow divided by Adjusted EBITDA.

Aftermarket Revenue: Revenue derived from replacement parts, field services, maintenance contracts, repair services, and FlowSense™ subscriptions, both direct and through product segments.

Net Debt: Total funded debt less cash and cash equivalents.

Book-to-Bill Ratio: New orders received during a period divided by revenue recognized during the same period.

Backlog: Total value of firm, unshipped customer orders as of period end.

Net Working Capital: Current assets (excluding cash) less current liabilities (excluding current portion of long-term debt).

OEE (Overall Equipment Effectiveness): A manufacturing productivity metric calculated as the product of availability, performance, and quality rates.

TRIR (Total Recordable Incident Rate): Number of OSHA-recordable workplace injuries and illnesses per 200,000 hours worked.

This Confidential Information Memorandum is the property of Whitman & Associates and Summit Flow Technologies, Inc. Unauthorized reproduction or distribution is strictly prohibited.