NFI GROUP

Investor Presentation

NOVEMBER 2019

WHO IS NFI?

Bus Design and Manufacture

NEW FLYER — The North American Leader in Heavy-Duty Transit buses

MCI — Started in 1941 in Winnipeg, North America's largest manufacturer of Motor Coaches

ALEXANDER DENNIS / PLAXTON — Tracing its roots to 1892 with the Dennis, Alexander and Plaxton companies, ADL is a global manufacturer of double deck and single deck buses and motor coaches headquartered in Larbert, Scotland

ARBOC — Founded in 2008 in Middlebury, Indiana ARBOC is a leader in low-floor cutaway and medium-duty shuttles

Part Fabrication

CARFAIR — Carfair Composites is a leader in fiber-reinforced plastic (FRP) design and composites technology

KMG — NFI's dedicated internal parts-fabrication facility launched in 2017 in Shepherdsville, KY

Aftermarket and Service

nfi.parts — North America's most comprehensive parts organization, providing parts, technical publications, training, and support for its OEM product lines

AD24 — UK's leading bus parts distributor and aftermarket service support network

NEW FLYER INFRASTRUCTURE SOLUTIONS™ — Supports eMobility projects from start to finish

OUR MISSION

To design and deliver exceptional transportation solutions that are safe, accessible, efficient and reliable

OUR VISION

To enable the future of mobility with innovative and sustainable solutions

WHY INVEST IN NFI

Track Record

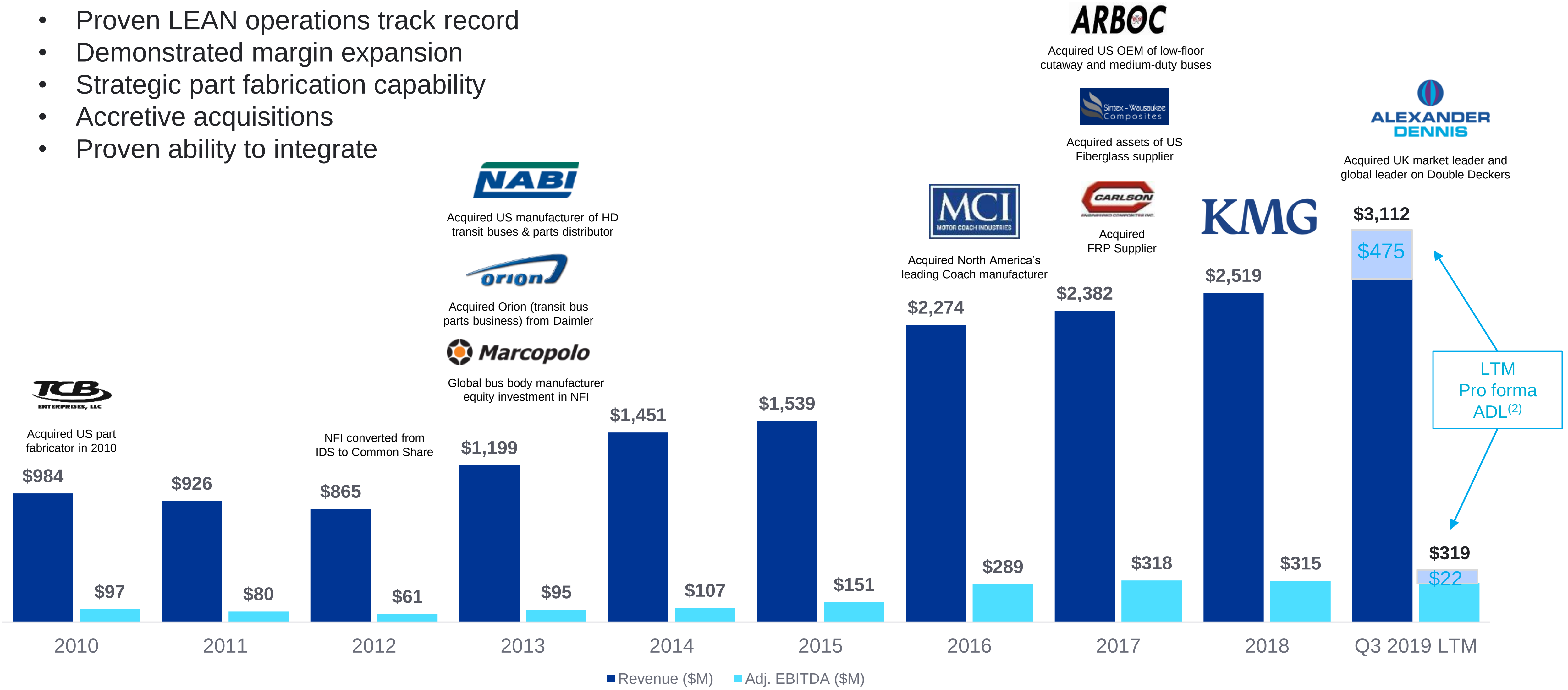
- Trusted business partner with nearly **400 years** of combined bus and motor coach design and manufacturing experience
- 5 year Q3 2019 LTM Revenue CAGR of **13.3%** and Adj. EBITDA CAGR **of 22.3%**
- **11.3%** Q3 2019 LTM Adj. EBITDA margin
- History of sustainable dividends: **13.3%** annual growth in annual dividend in 2019 with **49.6%** Q3 2019 LTM payout ratio
- Multi-year backlog of **11,594 EUs ($5.5B)**
- Recently acquired ADL (2014 – 2018 revenue CAGR of **10.5%**)
- Prudent capital management focused on investing in business operations, strategic acquisitions and **returning cash to shareholders** through Dividends and NCIB

Our Differentiators

- **Exclusively focused on bus & coach** with market leading positions in multiple jurisdictions
- **~75%** of revenue driven by public customers
- A market technology leader with **a track record of innovation** offering all types of propulsion options
- **Vertically integrated North American part fabrication** to control cost, time and quality. Offers and margin enhancement. Opportunities to apply at ADL
- A **developing global supply chain** and scale purchasing power
- ADL's experience in **growing in new markets**

PROVEN STRATEGIC GROWTH AND DIVERSIFICATION

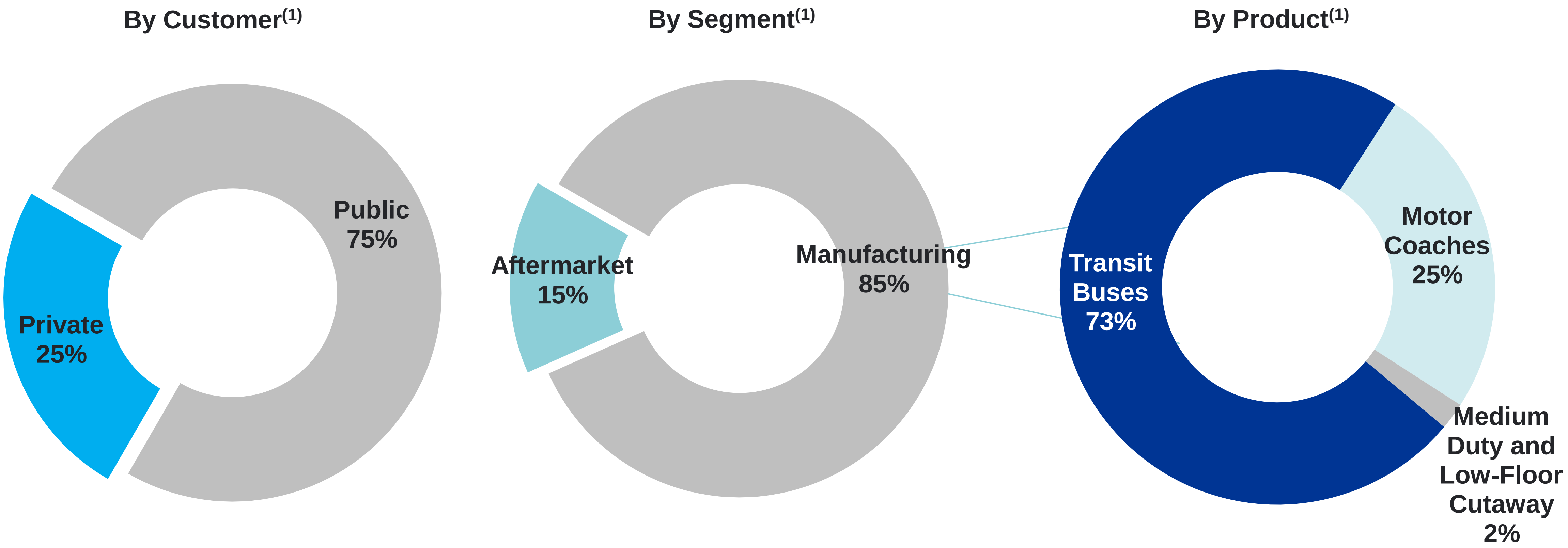
- Proven LEAN operations track record
- Demonstrated margin expansion
- Strategic part fabrication capability
- Accretive acquisitions
- Proven ability to integrate



1) See "Non-IFRS measures" under forward looking statements at the end of this presentation
2) Pro-forma combined business for the period October 1, 2018 to September 29, 2019 ADL information related to the periods before the Acquisition Date are based on audited financial statements of ADL provided to NFI, which were prepared on the basis of UK GAAP. NFI has not independently verified such statements. ADL's reported results above have been conformed to IFRS.
3) Only Q1, Q2 and Q3 2019 figures included within Q3 2019 LTM reflect the adoption of IFRS 16

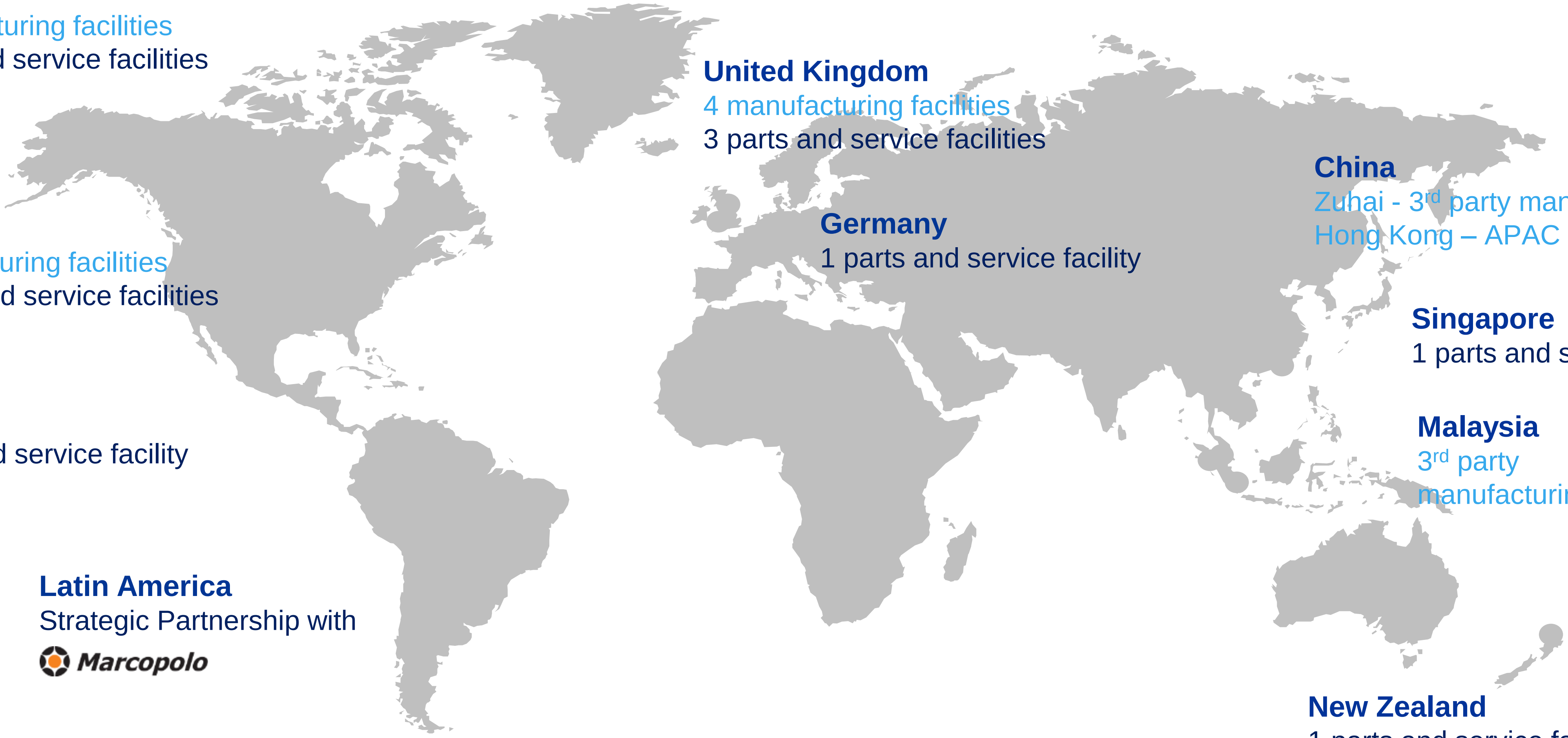
A DIVERSE BUSINESS MODEL

Q3 2019 LTM Revenue



(1) ADL revenue only included for the period of May 28 to September 29, 2019. ADL tends to service private customers in the UK and Hong Kong markets, while servicing public customers in North America, Singapore and New Zealand. On a pro-forma basis including ADL pre-acquisition figures for the Q3 2019 LTM period the public private revenue split would be approx. 70% / 30%

MOVEMENT TO A GLOBAL BUS BUSINESS



Canada
3 manufacturing facilities
6 parts and service facilities

USA
6 manufacturing facilities
15 parts and service facilities

Mexico
1 parts and service facility

Latin America
Strategic Partnership with
Marcopolo

United Kingdom
4 manufacturing facilities
3 parts and service facilities

Germany
1 parts and service facility

China
Zuhai - 3rd party manufacturing
Hong Kong – APAC Head Office

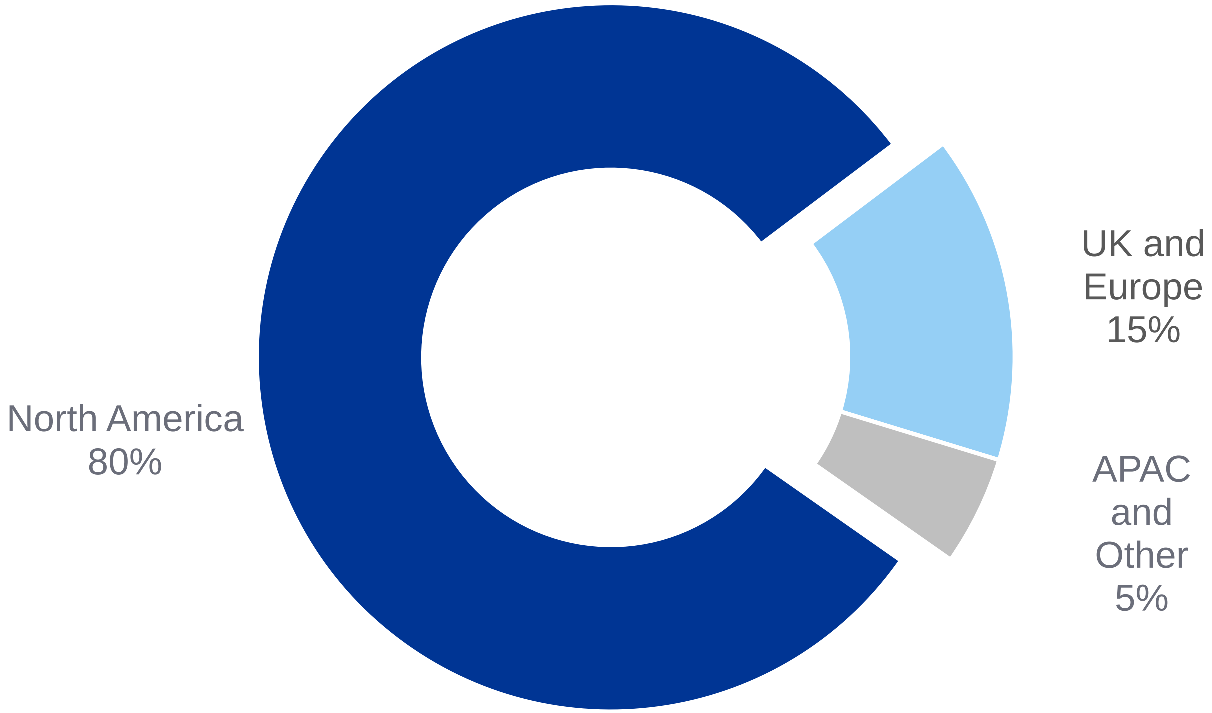
Singapore
1 parts and service facility

Malaysia
3rd party manufacturing

New Zealand
1 parts and service facility

MOVEMENT TO A GLOBAL BUS BUSINESS

Q3 2019 LTM Pro-Forma Revenue by Geographic Region(1)

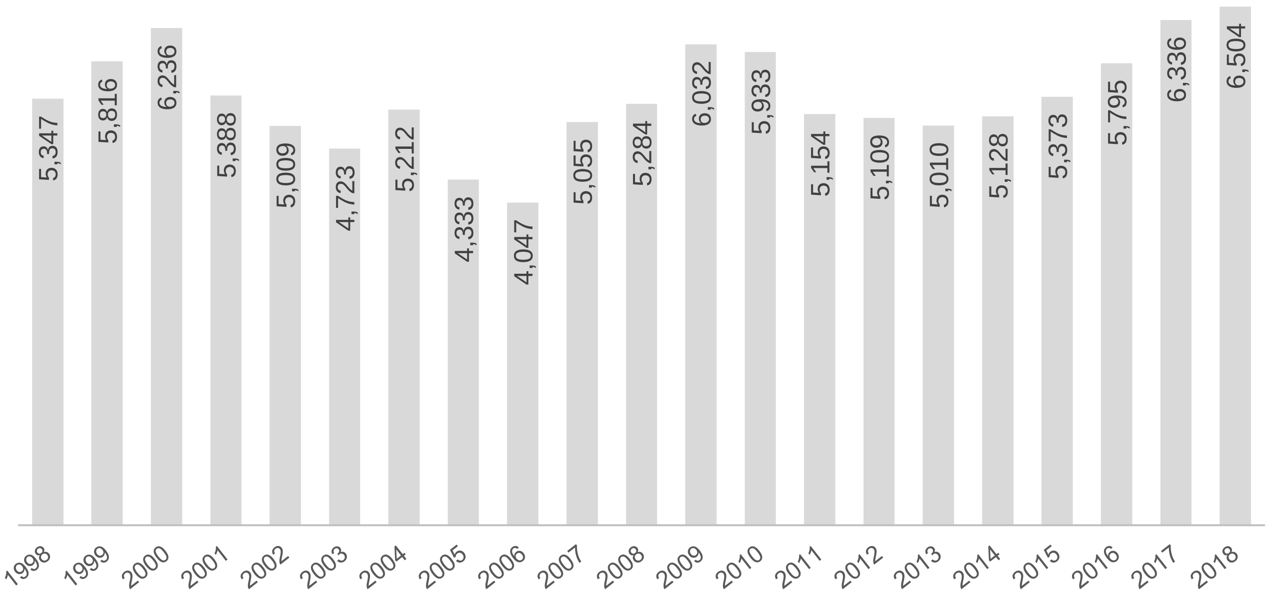


- Leadership positions in Canada, United States, UK, New Zealand and Hong Kong
- Vehicles present in 10 different jurisdictions
- 20% of revenue now derived from outside of Canada and the US
- Diversified business model helps counter market specific cyclicality
- ADL will grow its European business with landmark BVG Berlin contract, starting to significantly contribute in 2021

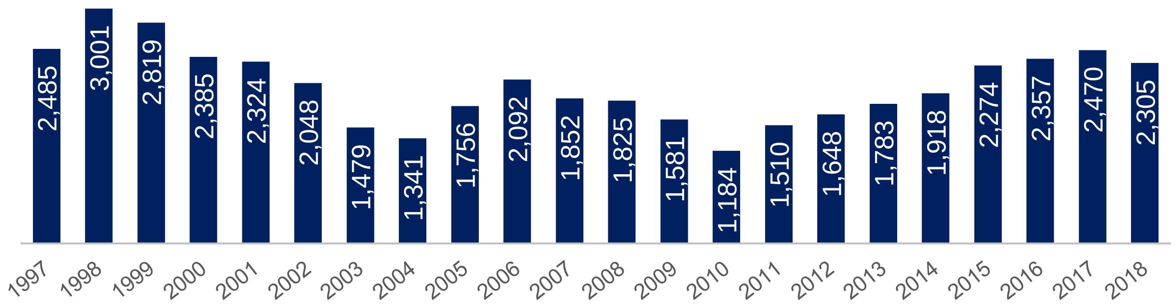
1) Pro-forma combined business for the period October 1, 2018 to September 29, 2019 all ADL information related to the periods before the Acquisition Date (May 28, 2019) are based on audited financial statements of ADL provided to NFI, which were prepared on the basis of UK GAAP. NFI has not independently verified such statements. ADL's reported results above have been conformed to IFRS.

NFI TARGET MARKETS

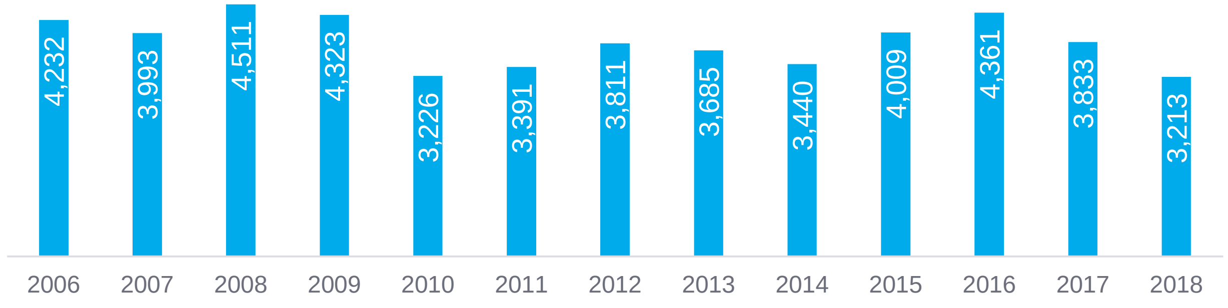
Canada and U.S. Transit Market(1)



Canada and U.S. Motor Coach Market(2)



UK Bus and Coach Market



Other Markets

	Est. Annual Deliveries(4)
Canada and U.S. Cutaway and Medium Duty	17,000
South America	30,000
Europe (excl. UK)	30,000
Asia Pacific (excl. China)	25,000

(1) Source: Management Estimates and data reported to Metro Magazine

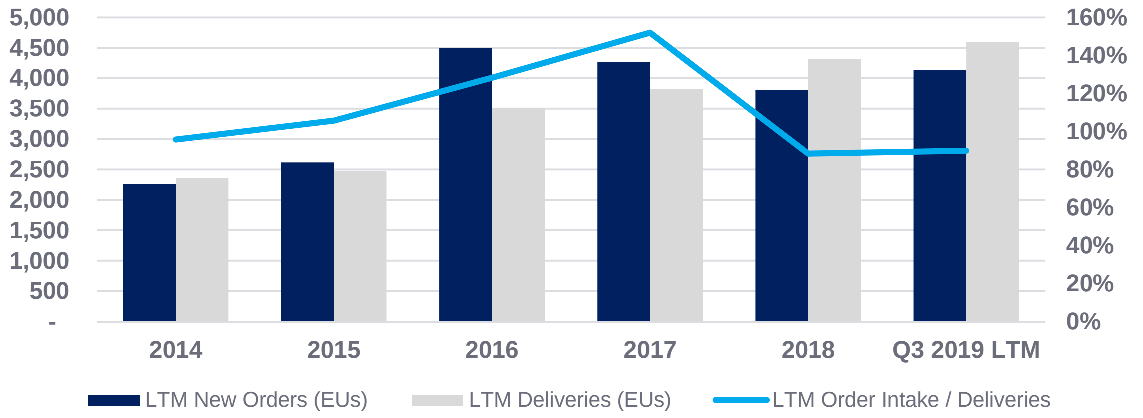
(2) Source: American Bus Association reported data in combination with Management Estimates

(3) Source: Society of Motor Manufacturers and Traders reported data. Historical data may include mini-buses, a segment in which ADL does not participate

(4) Source: Management Estimates

BACKLOG IS A POSITION OF STRENGTH

Book-to-Bill (New Firm Orders plus Options Converted / Deliveries)(1)



11,594 EUs

Total Backlog at Sept. 30, 2019 (Firm Orders and Options)(1)

90%

Q3-19 LTM Book to Bill ratio(1)

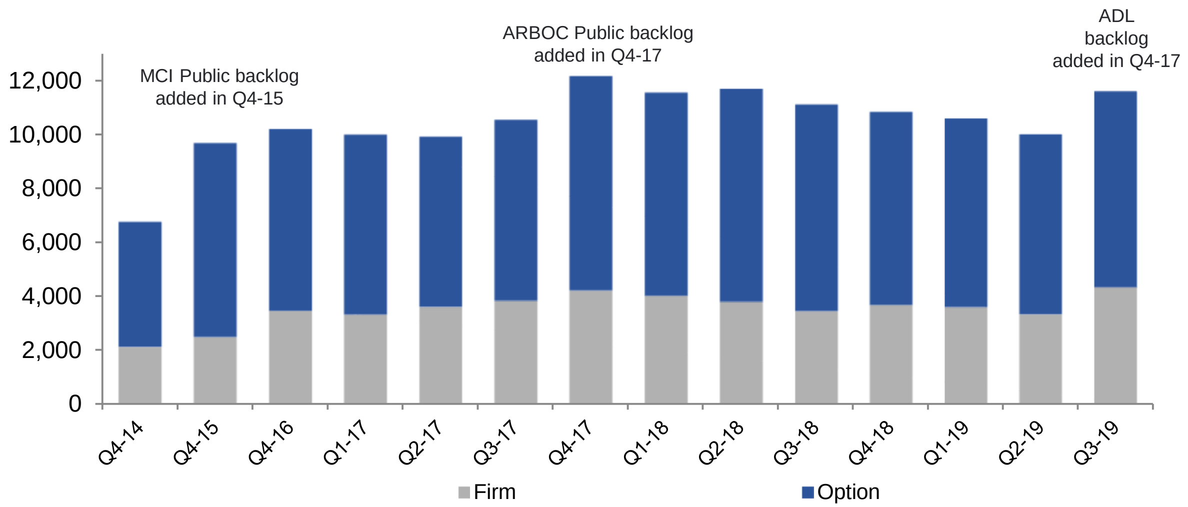
4,907 EUs

Active Bids at Sept. 30, 2019 (Bids in Process and Submitted)(1)

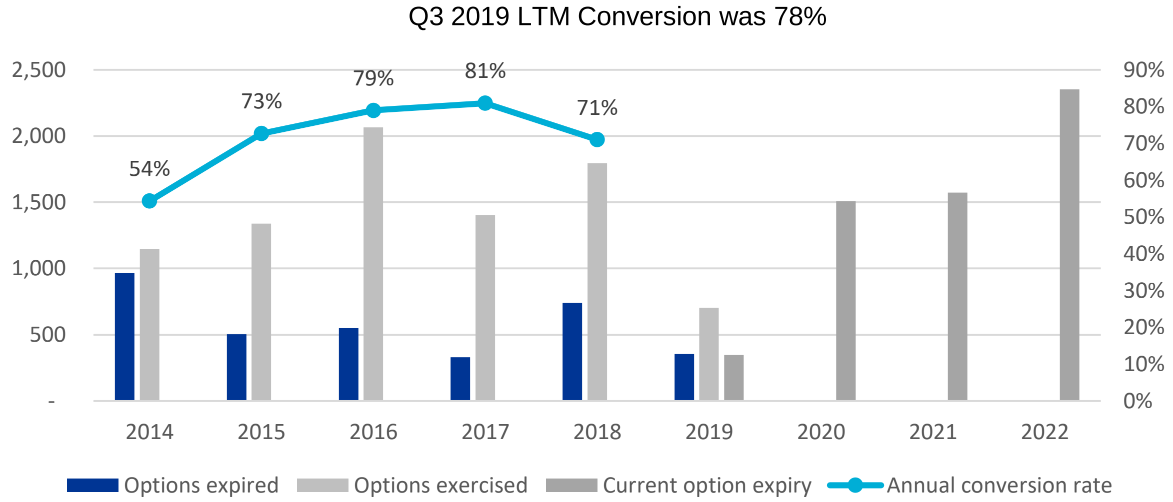
27,495 EUs

Total Bid Universe(1)

Total Backlog (Firm and Option EUs)(1)



Option History, Conversion and Current Status (EUs)(1)



(1) Data includes ADL from the period of June 30, 2019 onwards

HEAVY DUTY TRANSIT BUS

NEW FLYER

ALEXANDER DENNIS

CURRENT POSITION

- Leadership positions in Canada, US, UK and Hong Kong
- Solid deliveries to Singapore, New Zealand, Mexico & Malaysia
- Delivered more ZEB Heavy-Duty transit buses than any other manufacturer in North America
- Backlog of 9,775 EUs, delivered 3,263 EUs LTM Q3 2019
- Includes New Flyer's Xcelsior and ADL's Enviro200 (single-deck), Enviro400 (two axle DD) and Enviro500 (three axle DD)
- Competitors include: Volvo, Gillig, Proterra, BYD, Optare, Wright Bus, Scania and MAN

OUTLOOK

- North American procurement awards expected to increase in 2020 based on active bid universe – although awards expected to be smaller in size and with fewer options
- ADL secured significant contracts in HK and Singapore order to begin delivery in 2020 and targeting growth in continental Europe, New Zealand and Latin America. UK expected to be relatively flat in 2020, with potential upside from competitor challenges
- BVG contract in Berlin for up to 430 vehicles begins to contribute in 2021
- Infrastructure Solutions Group assisting transit agencies with transition to battery-electric vehicles
- 2019 delivery guidance of 4,025 EUs

Single Deck	Articulated	Double-Deck
30-35-40 foot	60-foot	45-foot
Diesel, CNG, Hybrid, ZEB	Diesel, CNG, Hybrid, ZEB	Diesel, ZEB

Global fleet of more than 70,000 vehicles in service

8 production facilities with over 2,000,000 sq. ft. of production space

5,000+ Team Members

2018 Market Share: North America ~43%, UK ~67% body/~ 59% chassis

MOTOR COACH

CURRENT POSITION

- MCI holds market leadership position in Canada and the U.S.
- Plaxton brand well established in UK with additional sales in New Zealand
- New products: J3500, D45 CRT LE, Panorama double deck coach all in production
- Backlog of 1,465 EUs, delivered 988 EUs in the last twelve months
- Competitors include: Volvo, Van Hool, Daimler, Irizar and TEMSA

OUTLOOK

- Stable North American public market. Private market has experienced decline
- Focus on continuing to grow share in North America through customer adoption of new products, but expect margin pressure in 2020
- Continued development of electric coach for U.S. and Canadian markets and further penetration into burgeoning employee shuttle segment in U.S.
- Exploring product enhancements for UK vehicles and international growth opportunities
- Growth opportunities in New Zealand and Eastern Europe
- 2019 delivery guidance of 1,110 EUs

Global fleet of more than 50,000 vehicles in service

3 production facilities with over 500,000 sq. ft. of production space

2,000+ Team Members

2018 Market Share: North America ~45%, UK ~16%

MEDIUM DUTY AND LOW FLOOR CUTAWAY

CURRENT POSITION

- ARBOC's Spirit of Equess has been very well received with significant orders in the U.S. and Canada leading to record backlog
- ARBOC's low-floor cutaway vehicles are a disruptor in the traditionally high-floor centric industry
- Testing low-floor cutaway vehicles on Ford chassis to provide an alternative supplier from historic GM relationship
- Backlog of 354 vehicles (not including additional options held by the dealers)
- Delivered 345 vehicles in the last twelve months
- Competitors include: Forest River, REV Group, Grande West

OUTLOOK

- Focus on continuing to grow Equess market in North America with targeted growth from transit agencies, airports, colleges and smaller municipalities
- Low-floor models focused on improving cost base to increase competitiveness with high-floor cutaway vehicles
- 2019 delivery guidance of 350 vehicles
- Delivery guidance includes 15% to 20% higher margin medium-duty vehicles

More than 8,000 vehicles in service

Built at the 140,000 sq. ft. ARBOC facility in Indiana

130 Team Members

2018 Market Share: North America low-floor cutaway ~65%

ARBOC

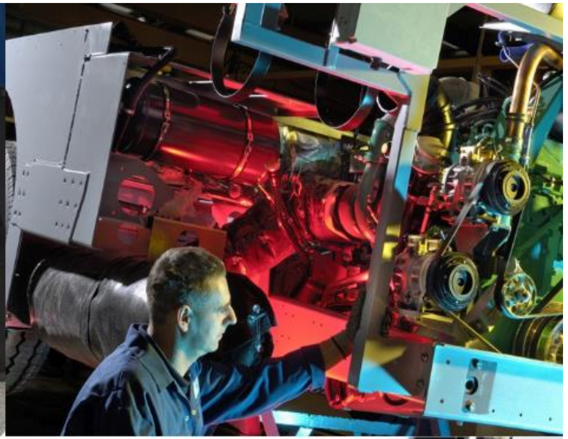
AFTERMARKET

CURRENT POSITION

- North America's largest bus and coach parts distributor
- Direct access to over 250 bus and coach engineers, providing expert technical support as well as cost-effective and timely parts procurement
- Launched AD24 in the UK in 2018. The online platform offers full range of spare parts, training, manuals, service bulletins, customer forums and vehicle solutions training and technology
- Growth of value added services with 5 new Vendor Managed Inventory (VMI) programs secured and launched in 2018/19 with additional parts kitting programs developed
- Incorporated ARBOC's cutaway parts sales and support into NFI Parts network

OUTLOOK

- Continuing to pursue value added services including VMI contracts, parts kitting opportunities and longer term contracts with large U.S. and Canadian public transit agencies
- VMIs secured in 2018 are expected to provide small benefits in 2019 and grow over time
- AD24 online platform international rollout beginning in 2019
- Exploring strategic opportunities to leverage NFI Parts and ADL Parts capabilities and buying power



Support a global fleet of more than 105,000 vehicles

Multi-National footprint with 19 Parts Distribution Facilities

800+ Team Members

NFI IS A LEADER IN TECHNOLOGY DEVELOPMENT

Leader in ZEBs and Infrastructure

- Electric variants available for Xcelsior 40’ and 60’ Xcelsior products have completed FTA Altoona test program
- MCI eCoach in development and testing phase
- ADL offers Enviro200 and Enviro400 EV models with Enviro500 in development
- Industry leading 100kWh to 466kWh of electric capacity
- Range of up to 260 miles (418 km) on a single charge
- Infrastructure Solutions provides turn-key charging projects
- VIC is dedicated to exploration/advancement of bus technology

VIC VEHICLE INNOVATION CENTER

NEW FLYER INFRASTRUCTURE SOLUTIONS™

Advanced Driver Assistance Systems (ADAS)

- MCI has adopted Bendix Fusion Advanced Driver Assistance solutions
- New Flyer completing test collision-avoidance program with LA Metro
- New Flyer partnering with experienced autonomous technology partner (Robotic Research) developing Level 4 ADAS technology for buses
- In partnership with Stagecoach and Fusion Processing, ADL is developing its autonomous bus proposition in the UK

Telematics and Connected Vehicles

- New Flyer’s Connect 360™ is real-time smart analytics reporting platform to enhance battery-electric bus operation, intelligence, and efficiency
- ADL’s AD Connected system provides cloud based online fleet management and pre-emptive diagnostics
- MCI offers Cummins Connected and DD13 Virtual technician plus Saucon asset tracking and geo-fencing

CONNECT 360™

ADCONNECTED

Propulsion Agnostic on Proven Platforms

- Clean diesel
- Diesel-electric hybrid
- Compressed Natural Gas
- Electric (battery, trolley and fuel cell)
- ADL exploring hydrogen vehicle proposition
- Fuel Cell buses built in cooperation with Ballard and Hydro

THE LEADER IN RELIABLE ZEB

xcelsior CHARGE™

xcelsior CHARGE H2™

TRIMET · METROLINX · SFMTA · Foothill Transit · RFTA · cta

OCTA · MTA · T · MTS Metropolitan Transit System · Metro · SunLine Transit Agency · Metro Transit

Victor Valley Transit · York Region Transit · Trinity Metro · The University of Utah · Columbia University · AC Transit · UTA

TTC · CDTA · TransLink · stm · STL · Port Authority · Go-Ahead

Academy · Brampton Transit · LIVERPOOL CITY REGION COMBINED AUTHORITY · national express · GLASGOW AIRPORT

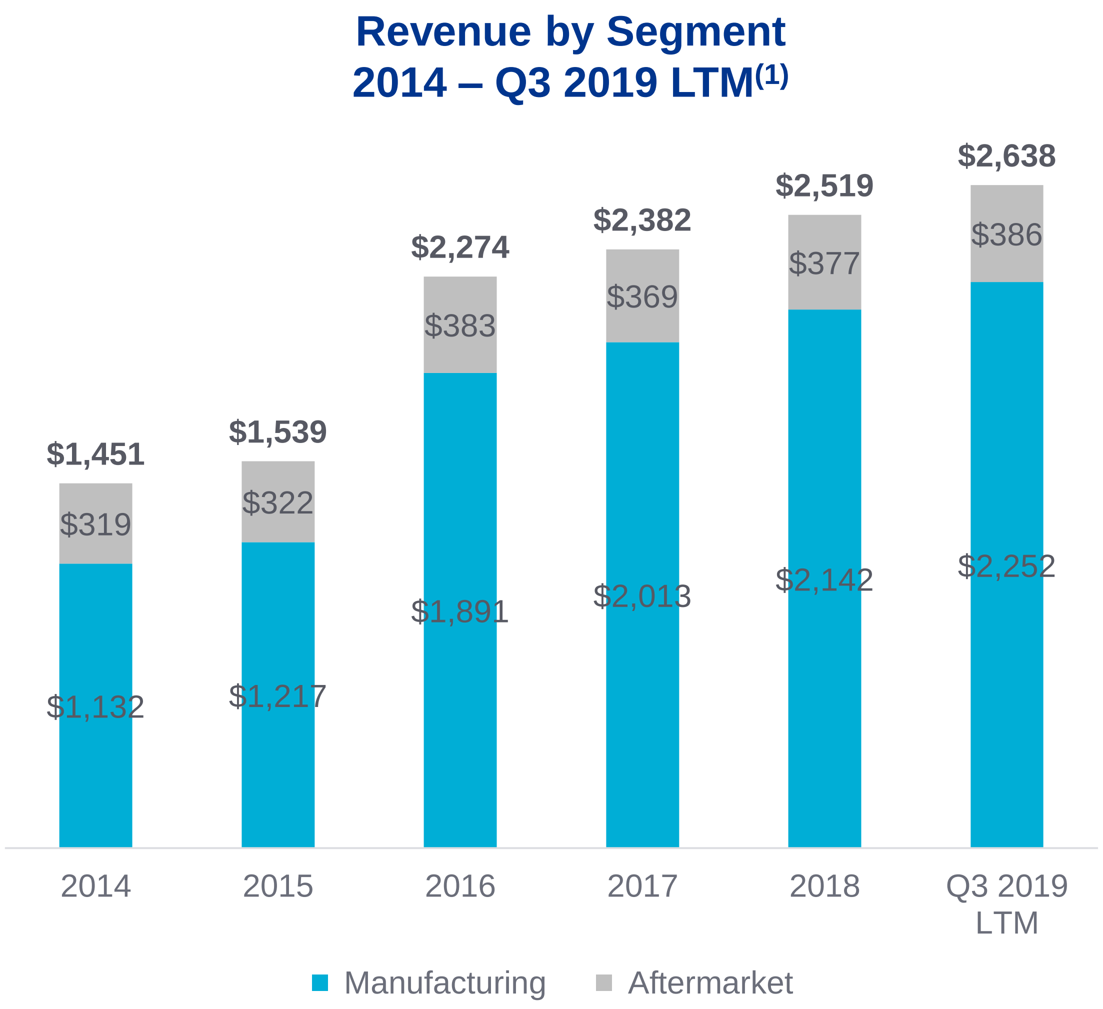
Metroline · LONDON UNITED RATP GROUP · ODOT Oklahoma Department of Transportation · MTD · King County METRO · Stagecoach UK BUS

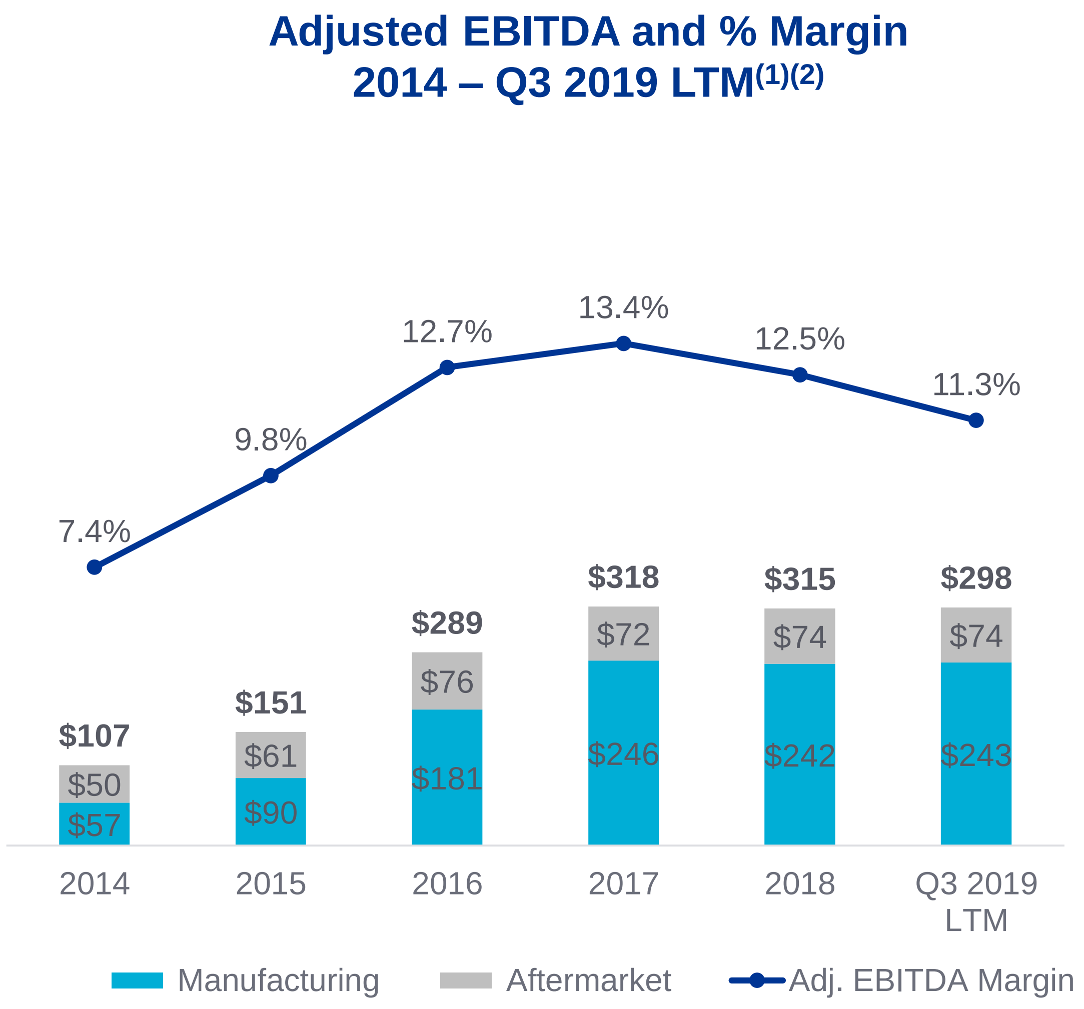
J4500e variant

D45 CRT LE electric variant

Enviro200 and Enviro 400 electric variant

HISTORIC FINANCIAL PERFORMANCE

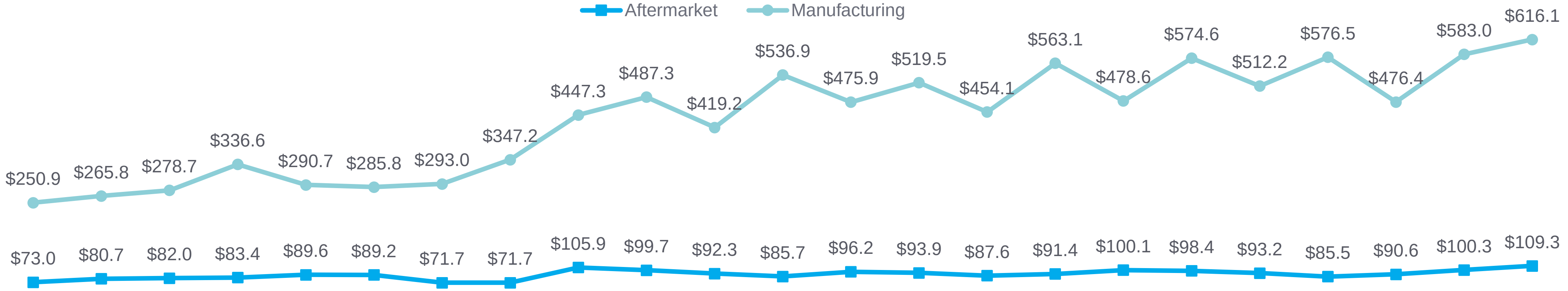




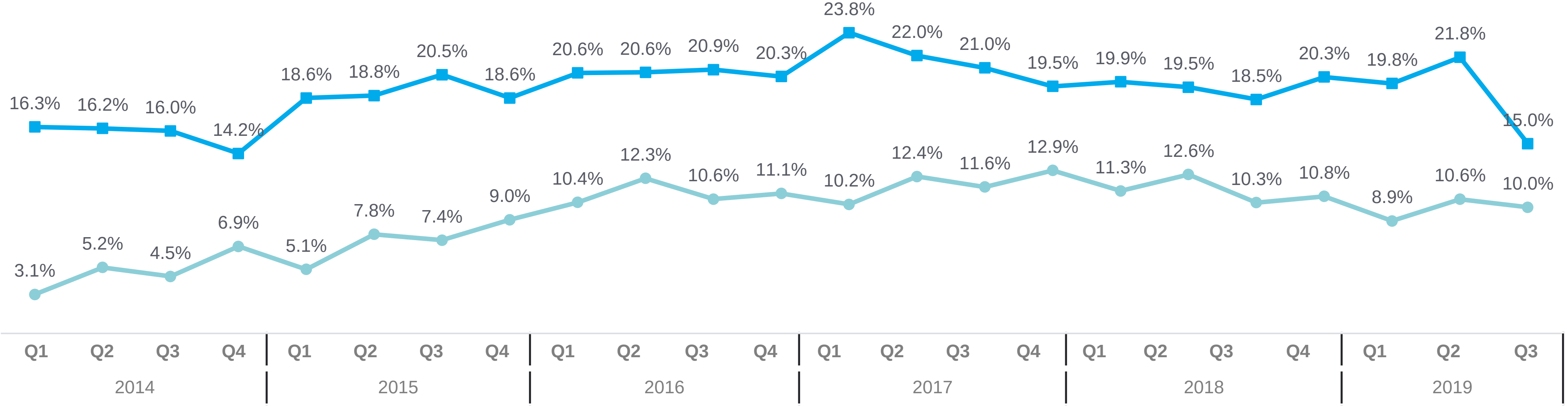
1) Q1, Q2 and Q3 2019 figures included within Q2 2019 LTM reflect the adoption of IFRS 16. ADL figures only included from the period of May 28, 2019 onwards in the Q3 2019 LTM figures
2) Management changed presentation of segmented reporting by separating unallocated costs and corporate SG&A from Manufacturing and Aftermarket as such the totals for Q3 2019 LTM will not tie.

SEASONALITY DYNAMICS : THE IMPORTANCE OF PRODUCT MIX

Quarterly Revenue by Segment: Q1 2014 to Q3 2019(1)



Quarterly Adjusted EBITDA Margin by Segment: Q1 2014 to Q3 2019(1)(2)(3)

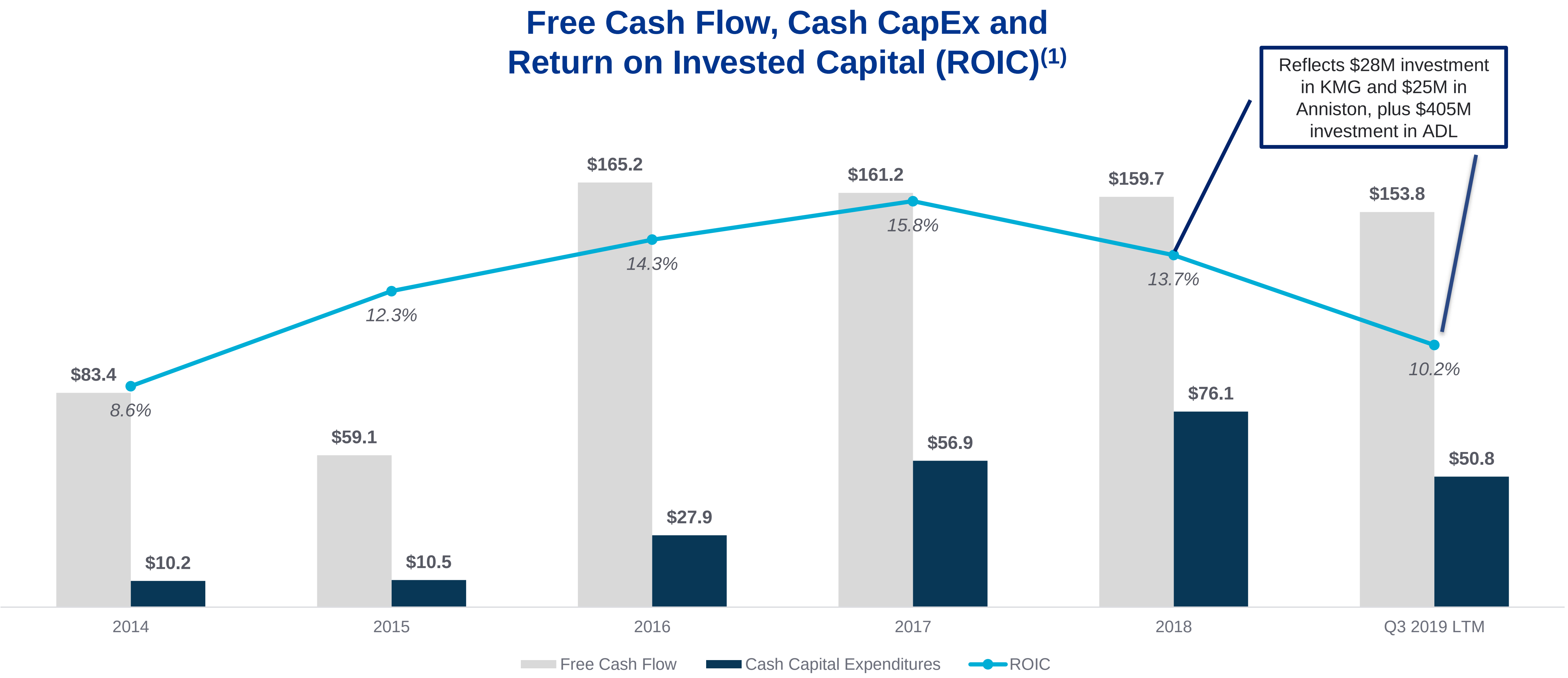


(1) ADL results included for the period from May 28, 2019 to September 29, 2019

(2) Only Q1 2019, Q2 2019 and Q3 2019 reflect the adoption of IFRS 16.

(3) Unallocated costs and corporate SG&A were traditionally included within Manufacturing and Aftermarket segments Adjusted EBITDA, but were separated starting in Q2 2019 and will be presented on this basis going forward. Historic figures presented above include unallocated costs and corporate SG&A within the Manufacturing and Aftermarket segments.

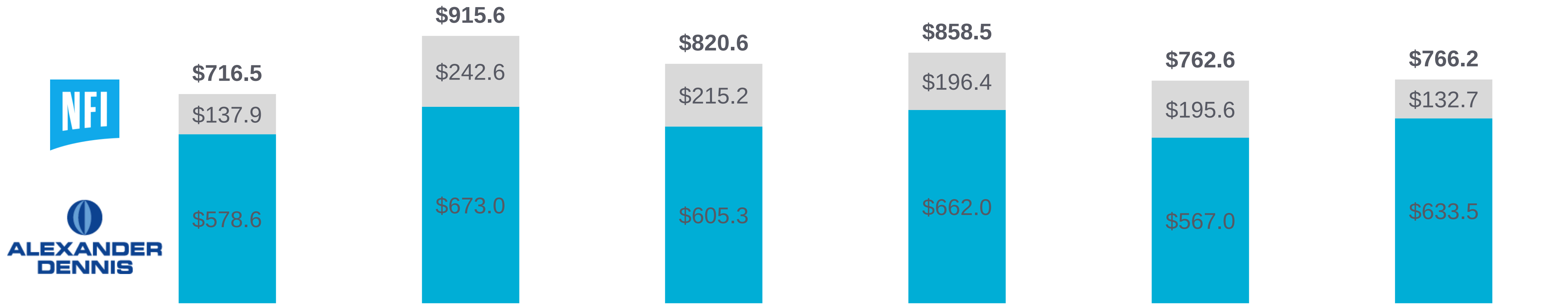
INVESTING FOR THE FUTURE



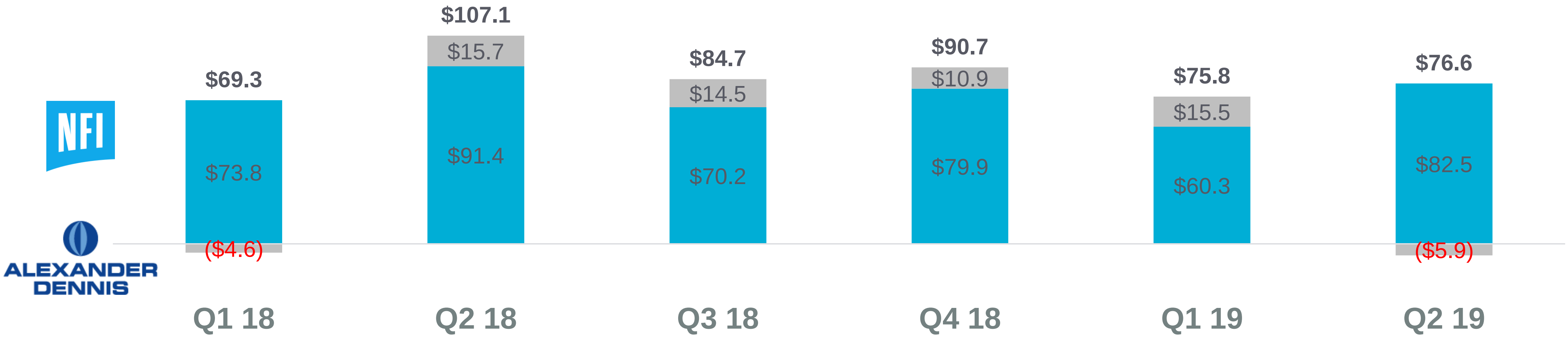
1) Q1, Q2 and Q3 2019 figures included within Q2 2019 LTM reflect the adoption of IFRS 16

PRO-FORMA IMPACT OF ADL

ADL + NFI: Pro-forma Revenue Q1 2018 to Q3 2019(1)



ADL + NFI: Pro-forma Adjusted EBITDA Q1 2018 to Q3 2019(1)(2)



1) All ADL information related to the periods before the Acquisition Date are based on the audited financial statements of ADL provided to NFI, which were prepared on the basis of UK GAAP. NFI has not independently verified such statements. ADL's previously reported results have been conformed to IFRS, as presented above.

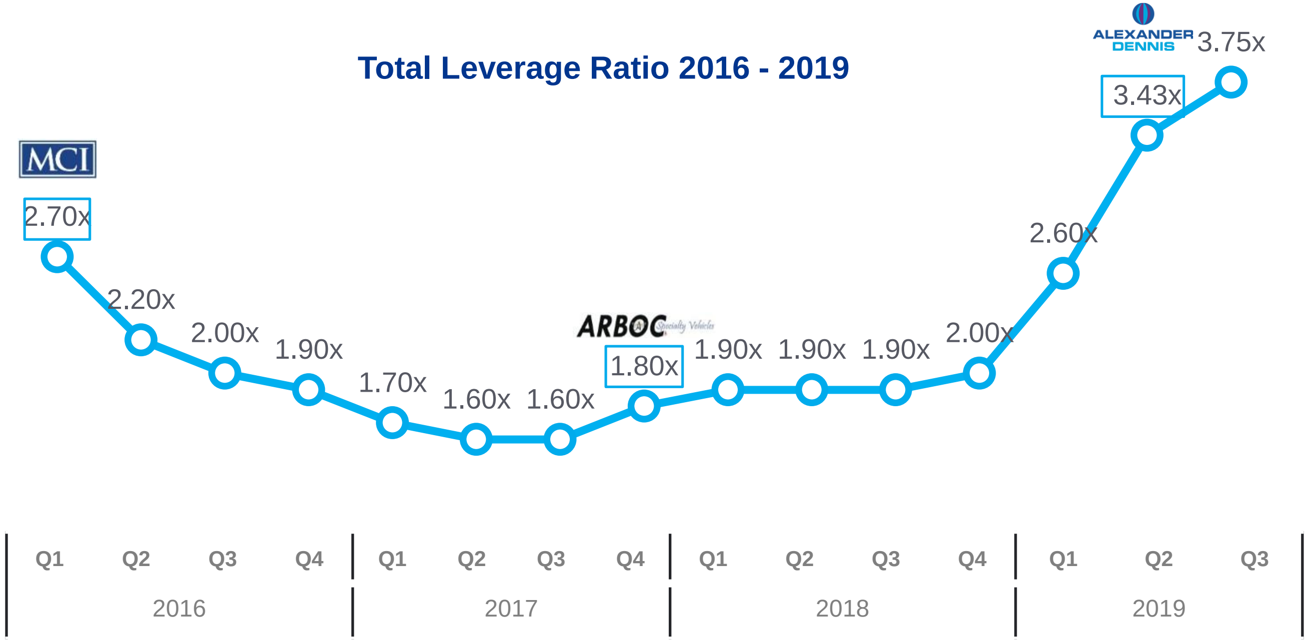
2) All figures are in U.S. dollars. Adjusted EBITDA is not a recognized earnings measure and does not have standardized meaning prescribed under IFRS. Therefore it may not be comparable to similar measures presented by other issuers.

STRONG BALANCE SHEET AND RETURNING CASH FLOW TO SHAREHOLDERS

Senior Secured Credit Facilities	▪ ADL partially funded through new US$300 million Senior Secured Credit Facility – Currently being syndicated with an October 2023 maturity and has substantially the same terms as existing syndicated credit facility ▪ Remainder of purchase price funded with availability on existing NFI revolver
Leverage Ratio	▪ Strong cash flow generation supports de-leveraging ▪ Impacted by WIP build up, expected to return to target range of 2.0x – 2.5x within 18 to 24 months

- NFI has paid consistent and growing dividends every quarter since its IPO in 2005
- As a result of continued robust free cash flow generation NFI increased its annual dividend to $1.70 per share, effective March 2019
  - Represented a 13.3% increase from the previously announced annual dividend rate of $1.50
- Q3 2019 LTM Payout Ratio of 49.6%
- Repurchased 2.39 million shares for C$97 million through NFI's Normal Course Issuer Bid

Total Leverage Ratio 2016 - 2019



Annualized Dividends 2016 - 2019

FOCUSED ON KEY TASKS IN THE NEAR TERM, WHILE CONTINUING TO ADVANCE STRATEGIC PRIORITIES

Priorities for the next 180 days

1. Finalize CFO succession and develop transition plan
2. Expect to deliver 2,020 vehicles in Q4-2019 or 36.8% of 2019. Execute on NF and MCI WIP reduction
3. Pay down debt and reduce leverage
4. With KMG now stabilized, commence ramp-up back to management investment case
5. Advance ADL cooperation/integration priorities
6. Convert options and active bids to fill 2020 build slots

Technology Leadership

Revenue Growth

Profit Enhancement

Cash Generation

Customer Satisfaction

Maintain market leadership in all key markets	Apply OpEx and LEAN practices across the business	Technology council connected across NFI focused on EV, autonomous connected vehicles
Drive Market leadership in EV	Provide mobility solutions, not just vehicles	Deliver on NFI group leverage and synergy potential to enhance competitiveness

FORWARD LOOKING STATEMENTS

Certain statements in this presentation are “forward-looking statements”, which reflect the expectations of management regarding the Company's future growth, results of operations, performance and business prospects and opportunities. The words “believes”, “anticipates”, “plans”, “expects”, “intends”, “projects”, “forecasts”, “estimates” and similar expressions are intended to identify forward looking statements. These forward-looking statements reflect management's current expectations regarding future events and operating performance and speak only as of the date of this presentation. Forward-looking statements involve significant risks and uncertainties, should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether or not or the times at or by which such performance or results will be achieved. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements. Such differences may be caused by factors which include, but are not limited to, funding may not continue to be available to the Company’s customers at current levels or at all; the Company’s business is affected by economic factors and adverse developments in economic conditions which could have an adverse effect on the demand for the Company’s products and the results of its operations; currency fluctuations could adversely affect the Company’s financial results or competitive position; interest rates could change substantially, materially impacting the Company’s revenue and profitability; an active, liquid trading market for the Shares may cease to exist, which may limit the ability of shareholders to trade Shares; the market price for the Shares may be volatile; if securities or industry analysts do not publish research or reports about the Company or if their reports are inaccurate or unfavorable to the Company or its business, or if they adversely change their recommendations regarding the Shares or if the Company’s results of operations do not meet their expectations, the Share price and trading volume could decline. In addition, other risk factors may include entrance of new competitors; failure of the ratification of the United States-Mexico-Canada Agreement (USMCA) could be materially adverse to NFI; current requirements under “Buy America” regulations may change and/or become more onerous or suppliers’ “Buy America” content may change; the implications from the exit of United Kingdom (UK) from the European Union (commonly referred to as "Brexit") could have a materially negative impact on the Company’s UK business, operations and sales from the UK into the European Union and the Company may have to modify its UK business practices in order to attempt to mitigate such impact and such mitigation steps may not be effective; failure of the Company to comply with the disadvantaged business enterprise ("DBE") program requirements or the failure to have its DBE goals approved by the FTA; absence of fixed term customer contracts; exercise of options and customer suspension or termination for convenience; United States content bidding preference rules may create a competitive disadvantage; local content bidding preferences in the United States may create a competitive disadvantage; requirements under Canadian content policies may change and/or become more onerous; operational risk, dependence on limited sources or unique sources of supply; dependence on supply of engines that comply with emission regulations; a disruption, termination or alteration of the supply of vehicle chassis or other critical components from third-party suppliers could materially adversely affect the sales of certain of the Company’s products; the Company’s profitability can be adversely affected by increases in raw material and component costs as well as the imposition of tariffs and surtaxes on material imports; the Company may incur material losses and costs as a result of product warranty costs, recalls and remediation of buses; production delays may result in liquidated damages under the Company’s contracts with its customers; catastrophic events may lead to production curtailments or shutdowns; the Company may not be able to successfully renegotiate collective bargaining agreements when they expire and may be adversely affected by labour disruptions and shortages of labour; the Company’s operations are subject to risks and hazards that may result in monetary losses and liabilities not covered by insurance or which exceed its insurance coverage; the Company may be adversely affected by rising insurance costs; the Company may not be able to maintain performance bonds or letters of credit required by its contracts or obtain performance bonds and letters of credit required for new contracts; the Company is subject to litigation in the ordinary course of business and may incur material losses and costs as a result of product liability claims; the Company may have difficulty selling pre-owned coaches and realizing expected resale values; the Company may incur costs in connection with provincial, state or federal regulations relating to axle weight restrictions and vehicle lengths; the Company may be subject to claims and liabilities under environmental, health and safety laws; dependence on management information systems and cyber security risks; the Company’s ability to execute its strategy and conduct operations is dependent upon its ability to attract, train and retain qualified personnel, including its ability to retain and attract executives, senior management and key employees; the Company may be exposed to liabilities under applicable anti-corruption laws and any determination that it violated these laws could have a material adverse effect on its business; the Company’s risk management policies and procedures may not be fully effective in achieving their intended purposes; internal controls over financial reporting, disclosure controls and procedures; ability to successfully execute strategic plans and maintain profitability; development of competitive or disruptive products, services or technology; development and testing of new products; acquisition risk; third-party distribution/dealer agreements; availability to the Company of future financing; the Company may not be able to generate the necessary amount of cash to service its existing debt, which may require the Company to refinance its debt; the Company’s substantial consolidated indebtedness could negatively impact the business; the restrictive covenants in the Company's credit facilities could impact the Company’s business and affect its ability to pursue its business strategies; payment of dividends is not guaranteed; a significant amount of the Company’s cash is distributed, which may restrict potential growth; NFI is dependent on its subsidiaries for all cash available for distributions; future sales or the possibility of future sales of a substantial number of Shares may impact the price of the Shares and could result in dilution; if the Company is required to write down goodwill or other intangible assets, its financial condition and operating results would be negatively affected; income tax risk, investment eligibility and Canadian federal income tax risks; the effect of comprehensive U.S. tax reform legislation on the NF Holdings and its U.S. subsidiaries (the “NF Group”), whether adverse or favorable, is uncertain; certain U.S. tax rules may limit the ability of NF Group to deduct interest expense for U.S. federal income tax purposes and may increase the NF Group’s tax liability; certain financing transactions could be characterized as “hybrid transactions” for U.S. tax purposes, which could increase the NF Group’s tax liability. NFI cautions that this list of factors is not exhaustive. These factors and other risks and uncertainties are discussed in NFI’s press releases, Annual Information Form and materials filed with the Canadian securities regulatory authorities which are available on SEDAR at www.sedar.com.

Although the forward-looking statements contained in this presentation are based upon what management believes to be reasonable assumptions, investors cannot be assured that actual results will be consistent with these forward-looking statements, and the differences may be material. These forward-looking statements are made as of the date of this presentation and NFI assumes no obligation to update or revise them to reflect new events or circumstances, except as required by applicable securities laws. For further information, please contact:

.**FINANCIAL TERMS, DEFINITIONS AND CONDITIONS**

References to “Adjusted EBITDA” are to earnings before interest, income taxes, depreciation and amortization after adjusting for the effects of certain non-recurring and/or non-operations related items that do not reflect the current ongoing cash operations of the Company including: gains or losses on disposal of property, plant and equipment, unrealized foreign exchange losses or gains on non-current monetary items, fair value adjustment for total return swap, non-recurring transitional costs or recoveries relating to business acquisitions, equity settled stock-based compensation, gain on bargain purchase of subsidiary company, fair value adjustment to acquired subsidiary company's inventory and deferred revenue, past service costs, costs associated with assessing strategic and corporate initiatives and proportion of the total return swap realized. “Free Cash Flow” means net cash generated by operating activities adjusted for changes in non-cash working capital items, interest paid, interest expense, income taxes paid, current income tax expense, effect of foreign currency rate on cash, defined benefit funding, non-recurring transitional costs relating to business acquisitions, past service costs, costs associated with assessing strategic and corporate initiatives, defined benefit expense, cash capital expenditures, proportion of the total return swap realized, proceeds on disposition of property, plant and equipment, gain received on total return swap settlement, fair value adjustment to acquired subsidiary company's inventory and deferred revenue and principal payments on capital leases. References to "ROIC" are to net operating profit after taxes (calculated as Adjusted EBITDA less depreciation of plant and equipment and income taxes at the expected effective tax rate) divided by average invested capital for the last twelve-month period (calculated as to shareholders’ equity plus long-term debt, obligations under finance leases, other long-term liabilities, convertible debentures and derivative financial instrument liabilities less cash). References to "Adjusted Net Earnings" are to net earnings after adjusting for the after tax effects of certain non-recurring and/or non-operational related items that do not reflect the current ongoing cash operations of the Company including: fair value adjustments of total return swap, unrealized foreign exchange loss or gain, unrealized gain or loss on the interest rate swap, portion of the total return swap realized, costs associated with assessing strategic and corporate initiatives, non-recurring costs or recoveries relating to business acquisition, fair value adjustment to acquired subsidiary company's inventory and deferred revenue, equity settled stock-based compensation, gain or loss on disposal of property, plant and equipment, gain on bargain purchase option, past service costs, recovery on currency transactions, prior year sales tax provision, gain on release of provision related to purchase accounting. References to "Adjusted Net Earnings per Share" are to Adjusted Net Earnings divided by the average number of Shares outstanding.

Management believes Adjusted EBITDA, Free Cash Flow, ROIC, Adjusted Net Earnings and Adjusted Earnings per Share are useful measures in evaluating the performance of the Company. However, Adjusted EBITDA, Free Cash Flow, ROIC, Adjusted Net Earnings and Adjusted Earnings per Share are not recognized earnings measures under IFRS and do not have standardized meanings prescribed by IFRS. Readers of this press release are cautioned that ROIC, Adjusted Net Earnings and Adjusted EBITDA should not be construed as an alternative to net earnings or loss or cash flows from operating activities determined in accordance with IFRS as an indicator of NFI’s performance, and Free Cash Flow should not be construed as an alternative to cash flows from operating, investing and financing activities determined in accordance with IFRS as a measure of liquidity and cash flows. A reconciliation of net earnings and cash flows to Adjusted EBITDA, based on the Financial Statements, has been provided in the MD&A under the headings “Reconciliation of Net Earnings to Adjusted EBITDA” and “Reconciliation of Cash Flow to Adjusted EBITDA”, respectively. A reconciliation of Free Cash Flow to cash flows from operations is provided under the heading “Summary of Free Cash Flow”. A reconciliation of net earnings to Adjusted Net Earnings is provided under the heading “Reconciliation of Net Earnings to Adjusted Net Earnings”.NFI's method of calculating Adjusted EBITDA, ROIC, Free Cash Flow, Adjusted Net Earnings and Adjusted Earnings per Share may differ materially from the methods used by other issuers and, accordingly, may not be comparable to similarly titled measures used by other issuers. Dividends paid from Free Cash Flow are not assured, and the actual amount of dividends received by holders of Shares will depend on, among other things, the Company's financial performance, debt covenants and obligations, working capital requirements and future capital requirements, all of which are susceptible to a number of risks, as described in NFI’s public filings available on SEDAR at www.sedar.com.

All figures are in U.S. dollars unless otherwise noted.

Investor Presentation

NOVEMBER 2019