

**WORTHINGTON INDUSTRIES, INC.**  
**CONSOLIDATED STATEMENTS OF EARNINGS**  
(In thousands, except per share amounts)

	<u>Three Months Ended</u>		<u>Twelve Months Ended</u>	
	<u>May 31,</u> <u>2020</u>	<u>May 31,</u> <u>2019</u>	<u>May 31,</u> <u>2020</u>	<u>May 31,</u> <u>2019</u>
Net sales	\$ 611,627	\$ 938,842	\$ 3,059,119	\$ 3,759,556
Cost of goods sold	<u>521,737</u>	<u>812,839</u>	<u>2,615,782</u>	<u>3,279,601</u>
Gross margin	89,890	126,003	443,337	479,955
Selling, general and administrative expense	67,816	87,863	328,110	338,392
Impairment of goodwill and long-lived assets	7,462	5,436	82,690	7,817
Restructuring and other expense (income), net	<u>8,267</u>	<u>692</u>	<u>10,048</u>	<u>(11,018)</u>
Operating income	6,345	32,012	22,489	144,764
Other income (expense):				
Miscellaneous income, net	783	494	9,099	2,716
Interest expense	(7,459)	(9,522)	(31,616)	(38,063)
Loss on extinguishment of debt	-	-	(4,034)	-
Equity in net income of unconsolidated affiliates	<u>17,256</u>	<u>25,142</u>	<u>114,848</u>	<u>97,039</u>
Earnings before income taxes	16,925	48,126	110,786	206,456
Income tax expense	<u>5,836</u>	<u>9,151</u>	<u>26,342</u>	<u>43,183</u>
Net earnings	11,089	38,975	84,444	163,273
Net earnings (loss) attributable to noncontrolling interests	<u>(5,086)</u>	<u>1,237</u>	<u>5,648</u>	<u>9,818</u>
<b>Net earnings attributable to controlling interest</b>	<u><u>\$ 16,175</u></u>	<u><u>\$ 37,738</u></u>	<u><u>\$ 78,796</u></u>	<u><u>\$ 153,455</u></u>
<b><u>Basic</u></b>				
Average common shares outstanding	<u>54,604</u>	<u>55,850</u>	<u>54,958</u>	<u>57,196</u>
<b>Earnings per share attributable to controlling interest</b>	<u><u>\$ 0.30</u></u>	<u><u>\$ 0.68</u></u>	<u><u>\$ 1.43</u></u>	<u><u>\$ 2.68</u></u>
<b><u>Diluted</u></b>				
Average common shares outstanding	<u>55,206</u>	<u>57,325</u>	<u>55,983</u>	<u>58,823</u>
<b>Earnings per share attributable to controlling interest</b>	<u><u>\$ 0.29</u></u>	<u><u>\$ 0.66</u></u>	<u><u>\$ 1.41</u></u>	<u><u>\$ 2.61</u></u>
Common shares outstanding at end of period	54,616	55,468	54,616	55,468
Cash dividends declared per share	\$ 0.24	\$ 0.23	\$ 0.96	\$ 0.92

**WORTHINGTON INDUSTRIES, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
(In thousands)

	<u>May 31,</u> <u>2020</u>	<u>May 31,</u> <u>2019</u>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 147,198	\$ 92,363
Receivables, less allowances of \$1,521 and \$1,150 at May 31, 2020 and May 31, 2019, respectively	341,038	501,944
Inventories:		
Raw materials	234,629	268,607
Work in process	76,497	113,848
Finished products	<u>93,975</u>	<u>101,825</u>
Total inventories	405,101	484,280
Income taxes receivable	8,376	10,894
Assets held for sale	12,928	6,924
Prepaid expenses and other current assets	<u>68,538</u>	<u>69,508</u>
Total current assets	983,179	1,165,913
Investments in unconsolidated affiliates	203,329	214,930
Operating lease assets	31,557	-
Goodwill	321,434	334,607
Other intangible assets, net of accumulated amortization of \$92,774 and \$87,759 at May 31, 2020 and May 31, 2019, respectively	184,416	196,059
Other assets	34,956	20,623
Property, plant and equipment:		
Land	24,197	23,996
Buildings and improvements	302,796	310,112
Machinery and equipment	1,055,139	1,049,068
Construction in progress	<u>52,231</u>	<u>49,423</u>
Total property, plant and equipment	1,434,363	1,432,599
Less: accumulated depreciation	<u>861,719</u>	<u>853,935</u>
Total property, plant and equipment, net	<u>572,644</u>	<u>578,664</u>
<b>Total assets</b>	<u>\$ 2,331,515</u>	<u>\$ 2,510,796</u>
<b>Liabilities and equity</b>		
Current liabilities:		
Accounts payable	\$ 247,017	\$ 393,517
Accrued compensation, contributions to employee benefit plans and related taxes	64,650	78,155
Dividends payable	14,648	14,431
Other accrued items	49,974	59,810
Current operating lease liabilities	10,851	-
Income taxes payable	949	1,164
Current maturities of long-term debt	<u>149</u>	<u>150,943</u>
Total current liabilities	388,238	698,020
Other liabilities	75,786	69,976
Distributions in excess of investment in unconsolidated affiliate	103,837	121,948
Long-term debt	699,516	598,356
Noncurrent operating lease liabilities	25,763	-
Deferred income taxes, net	<u>71,942</u>	<u>74,102</u>
Total liabilities	1,365,082	1,562,402
Shareholders' equity - controlling interest	820,821	831,246
Noncontrolling interests	<u>145,612</u>	<u>117,148</u>
Total equity	966,433	948,394
<b>Total liabilities and equity</b>	<u>\$ 2,331,515</u>	<u>\$ 2,510,796</u>

**WORTHINGTON INDUSTRIES, INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(In thousands)

	<u>Three Months Ended</u>		<u>Twelve Months Ended</u>	
	<u>May 31,</u>	<u>May 31,</u>	<u>May 31,</u>	<u>May 31,</u>
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
<b>Operating activities:</b>				
Net earnings	\$ 11,089	\$ 38,975	\$ 84,444	\$ 163,273
Adjustments to reconcile net earnings to net cash provided by operating activities:				
Depreciation and amortization	23,125	23,959	92,678	95,602
Impairment of goodwill and long-lived assets	7,462	5,436	82,690	7,817
Provision for (benefit from) deferred income taxes	352	(4,058)	(1,309)	17,435
Bad debt (income) expense	(4)	205	580	659
Equity in net income of unconsolidated affiliates, net of distributions	27,377	4,049	8,106	7,347
Net (gain) loss on sale of assets	180	3,144	(5,057)	(7,059)
Stock-based compensation	1,883	3,978	11,883	11,733
Loss on extinguishment of debt	-	-	4,034	-
Changes in assets and liabilities, net of impact of acquisitions:				
Receivables	131,708	17,553	147,225	73,346
Inventories	(28,781)	4,876	62,126	(33,649)
Accounts payable	(114,337)	(42,137)	(142,684)	(93,294)
Accrued compensation and employee benefits	10,862	19,610	(11,878)	(19,158)
Other operating items, net	9,960	(4,918)	3,888	(26,193)
<b>Net cash provided by operating activities</b>	<u>80,876</u>	<u>70,672</u>	<u>336,726</u>	<u>197,859</u>
<b>Investing activities:</b>				
Investment in property, plant and equipment	(23,729)	(23,945)	(95,503)	(84,499)
Acquisitions	(965)	(10,402)	(30,748)	(10,402)
Distributions from unconsolidated affiliate	-	-	-	56,693
Proceeds from sale of assets	718	1,393	10,036	49,683
<b>Net cash provided (used) by investing activities</b>	<u>(23,976)</u>	<u>(32,954)</u>	<u>(116,215)</u>	<u>11,475</u>
<b>Financing activities:</b>				
Proceeds from long-term debt, net of issuance costs	-	-	101,464	-
Principal payments on long-term obligations and debt redemption costs	(102)	(290)	(154,913)	(1,394)
Proceeds from issuance of common shares, net of tax withholdings	82	(1,726)	(6,513)	(6,371)
Payments to noncontrolling interests	-	(4,399)	(1,453)	(10,726)
Repurchase of common shares	-	(39,093)	(50,972)	(168,113)
Dividends paid	(13,112)	(12,963)	(53,289)	(52,334)
<b>Net cash used by financing activities</b>	<u>(13,132)</u>	<u>(58,471)</u>	<u>(165,676)</u>	<u>(238,938)</u>
Increase (decrease) in cash and cash equivalents	43,768	(20,753)	54,835	(29,604)
Cash and cash equivalents at beginning of period	103,430	113,116	92,363	121,967
<b>Cash and cash equivalents at end of period</b>	<u>\$ 147,198</u>	<u>\$ 92,363</u>	<u>\$ 147,198</u>	<u>\$ 92,363</u>

**WORTHINGTON INDUSTRIES, INC.**  
**SUPPLEMENTAL DATA**  
(In thousands, except volume)

This supplemental information is provided to assist in the analysis of the results of operations.

	Three Months Ended		Twelve Months Ended	
	May 31, 2020	May 31, 2019	May 31, 2020	May 31, 2019
Volume:				
Steel Processing (tons)	795,161	940,844	3,830,675	3,714,850
Pressure Cylinders (units)	23,346,466	20,549,832	82,519,829	83,787,293
Net sales:				
Steel Processing	\$ 328,222	\$ 584,417	\$ 1,859,670	\$ 2,435,818
Pressure Cylinders	282,898	322,308	1,148,424	1,207,798
Other	507	32,117	51,025	115,940
Total net sales	\$ 611,627	\$ 938,842	\$ 3,059,119	\$ 3,759,556
Material cost:				
Steel Processing	\$ 230,076	\$ 443,111	\$ 1,339,898	\$ 1,834,920
Pressure Cylinders	123,639	143,011	496,906	550,383
Selling, general and administrative expense:				
Steel Processing	\$ 27,664	\$ 33,409	\$ 136,664	\$ 137,056
Pressure Cylinders	40,090	49,129	180,721	183,210
Other	62	5,325	10,725	18,126
Total selling, general and administrative expense	\$ 67,816	\$ 87,863	\$ 328,110	\$ 338,392
Operating income (loss):				
Steel Processing	\$ (1,797)	\$ 14,919	\$ 40,564	\$ 89,761
Pressure Cylinders	13,498	21,428	38,903	69,872
Other	(5,356)	(4,335)	(56,978)	(14,869)
Total operating income	\$ 6,345	\$ 32,012	\$ 22,489	\$ 144,764
Equity income (loss) by unconsolidated affiliate:				
WAVE	\$ 15,334	\$ 23,088	\$ 101,063	\$ 82,283
ClarkDietrich	3,309	3,884	17,225	8,640
Serviacero Worthington	(1,029)	1,357	1,325	8,140
ArtiFlex	(297)	904	2,731	2,026
Other	(61)	(4,091)	(7,496)	(4,050)
Total equity income	\$ 17,256	\$ 25,142	\$ 114,848	\$ 97,039

**WORTHINGTON INDUSTRIES, INC.**  
**SUPPLEMENTAL DATA**  
(In thousands, except volume)

The following provides detail of Pressure Cylinders volume and net sales by principal class of products.

	<b>Three Months Ended</b>		<b>Twelve Months Ended</b>	
	<b>May 31, 2020</b>	<b>May 31, 2019</b>	<b>May 31, 2020</b>	<b>May 31, 2019</b>
Volume (units):				
Consumer products	18,926,216	16,362,485	68,596,103	68,791,001
Industrial products	4,419,990	4,186,952	13,921,973	14,994,640
Oil & gas equipment	260	395	1,753	1,652
Total Pressure Cylinders	<u>23,346,466</u>	<u>20,549,832</u>	<u>82,519,829</u>	<u>83,787,293</u>
Net sales:				
Consumer products	\$ 125,188	\$ 118,424	\$ 485,990	\$ 470,447
Industrial products	138,549	174,170	550,543	627,053
Oil & gas equipment	19,161	29,714	111,891	110,298
Total Pressure Cylinders	<u>\$ 282,898</u>	<u>\$ 322,308</u>	<u>\$ 1,148,424</u>	<u>\$ 1,207,798</u>

The following provides detail of impairment of goodwill and long-lived assets and restructuring and other expense (income), net included in operating income by segment.

	<b>Three Months Ended</b>		<b>Twelve Months Ended</b>	
	<b>May 31, 2020</b>	<b>May 31, 2019</b>	<b>May 31, 2020</b>	<b>May 31, 2019</b>
Impairment of goodwill and long-lived assets:				
Steel Processing	\$ 565	\$ 3,269	\$ 1,839	\$ 3,269
Pressure Cylinders	3,800	2,167	37,153	4,548
Other	3,097	-	43,698	-
Total impairment of goodwill and long-lived assets	<u>\$ 7,462</u>	<u>\$ 5,436</u>	<u>\$ 82,690</u>	<u>\$ 7,817</u>
Restructuring and other expense (income), net:				
Steel Processing	\$ 2,799	\$ -	\$ 3,501	\$ (9)
Pressure Cylinders	4,535	692	5,282	(11,009)
Other	933	-	1,265	-
Total restructuring and other expense (income), net	<u>\$ 8,267</u>	<u>\$ 692</u>	<u>\$ 10,048</u>	<u>\$ (11,018)</u>