

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

| | Three Months Ended November 30, | | Six Months Ended November 30, | |
|---|------------------------------------|--------------------|----------------------------------|-------------------|
| | 2021 | 2020 | 2021 | 2020 |
| Net sales | \$ 1,232,861 | \$ 731,092 | \$ 2,343,679 | \$ 1,434,001 |
| Cost of goods sold | 1,048,270 | 595,618 | 1,939,714 | 1,185,169 |
| Gross margin | 184,591 | 135,474 | 403,965 | 248,832 |
| Selling, general and administrative expense | 96,130 | 82,129 | 191,981 | 164,325 |
| Impairment of long-lived assets | - | 3,815 | - | 13,739 |
| Restructuring and other (income) expense, net | (2,004) | 7,596 | (14,278) | 9,444 |
| Incremental expenses related to Nikola gains | - | 4,570 | - | 54,081 |
| Operating income | 90,465 | 37,364 | 226,262 | 7,243 |
| Other income (expense): | | | | |
| Miscellaneous income, net | 1,040 | 376 | 1,670 | 827 |
| Interest expense | (7,312) | (7,548) | (15,030) | (15,138) |
| Equity in net income of unconsolidated affiliates | 60,218 | 25,631 | 113,134 | 49,265 |
| Gains (loss) on investment in Nikola | - | (143,780) | - | 652,362 |
| Earnings (loss) before income taxes | 144,411 | (87,957) | 326,036 | 694,559 |
| Income tax expense (benefit) | 31,226 | (19,445) | 71,376 | 144,333 |
| Net earnings (loss) | 113,185 | (68,512) | 254,660 | 550,226 |
| Net earnings attributable to noncontrolling interests | 2,884 | 5,532 | 11,868 | 7,595 |
| Net earnings (loss) attributable to controlling interest | <u>\$ 110,301</u> | <u>\$ (74,044)</u> | <u>\$ 242,792</u> | <u>\$ 542,631</u> |
| Basic | | | | |
| Average common shares outstanding | 50,381 | 52,988 | 50,618 | 53,532 |
| Earnings (loss) per share attributable to controlling interest | <u>\$ 2.19</u> | <u>\$ (1.40)</u> | <u>\$ 4.80</u> | <u>\$ 10.14</u> |
| Diluted | | | | |
| Average common shares outstanding | 51,214 | 52,988 | 51,532 | 54,439 |
| Earnings (loss) per share attributable to controlling interest | <u>\$ 2.15</u> | <u>\$ (1.40)</u> | <u>\$ 4.71</u> | <u>\$ 9.97</u> |
| Common shares outstanding at end of period | 50,334 | 52,754 | 50,334 | 52,754 |
| Cash dividends declared per share | \$ 0.28 | \$ 0.25 | \$ 0.56 | \$ 0.50 |

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

| | November 30, | May 31, |
|---|---------------------|---------------------|
| | 2021 | 2021 |
| Assets | | |
| Current assets: | | |
| Cash and cash equivalents | \$ 225,194 | \$ 640,311 |
| Receivables, less allowances of \$790 and \$608 at November 30, 2021 and May 31, 2021, respectively | 736,738 | 639,964 |
| Inventories: | | |
| Raw materials | 420,511 | 266,208 |
| Work in process | 247,772 | 183,413 |
| Finished products | 171,305 | 115,133 |
| Total inventories | 839,588 | 564,754 |
| Income taxes receivable | 1,574 | 1,958 |
| Assets held for sale | 34,721 | 51,956 |
| Prepaid expenses and other current assets | 72,952 | 69,049 |
| Total current assets | 1,910,767 | 1,967,992 |
| Investments in unconsolidated affiliates | 291,397 | 233,126 |
| Operating lease assets | 93,628 | 35,101 |
| Goodwill | 370,191 | 351,056 |
| Other intangible assets, net of accumulated amortization of \$86,459 and \$80,513 at November 30, 2021 and May 31, 2021, respectively | 267,564 | 240,387 |
| Other assets | 32,451 | 30,566 |
| Property, plant and equipment: | | |
| Land | 21,319 | 21,744 |
| Buildings and improvements | 273,483 | 271,196 |
| Machinery and equipment | 1,086,453 | 1,046,065 |
| Construction in progress | 68,423 | 53,903 |
| Total property, plant and equipment | 1,449,678 | 1,392,908 |
| Less: accumulated depreciation | 898,044 | 877,891 |
| Total property, plant and equipment, net | 551,634 | 515,017 |
| Total assets | \$ 3,517,632 | \$ 3,373,245 |
| Liabilities and equity | | |
| Current liabilities: | | |
| Accounts payable | \$ 610,278 | \$ 567,392 |
| Accrued compensation, contributions to employee benefit plans and related taxes | 105,879 | 137,698 |
| Dividends payable | 15,794 | 16,536 |
| Other accrued items | 60,484 | 52,250 |
| Current operating lease liabilities | 10,888 | 9,947 |
| Income taxes payable | 16,555 | 3,620 |
| Current maturities of long-term debt | 280 | 458 |
| Total current liabilities | 820,158 | 787,901 |
| Other liabilities | 78,789 | 82,824 |
| Distributions in excess of investment in unconsolidated affiliate | 97,833 | 99,669 |
| Long-term debt | 701,892 | 710,031 |
| Noncurrent operating lease liabilities | 83,887 | 27,374 |
| Deferred income taxes, net | 101,982 | 113,751 |
| Total liabilities | 1,884,541 | 1,821,550 |
| Shareholders' equity - controlling interest | 1,479,797 | 1,398,193 |
| Noncontrolling interests | 153,294 | 153,502 |
| Total equity | 1,633,091 | 1,551,695 |
| Total liabilities and equity | \$ 3,517,632 | \$ 3,373,245 |

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

| | Three Months Ended | | Six Months Ended | |
|--|---------------------------|-------------------|-------------------------|-------------------|
| | November 30, | | November 30, | |
| | 2021 | 2020 | 2021 | 2020 |
| Operating activities: | | | | |
| Net earnings (loss) | \$ 113,185 | \$ (68,512) | \$ 254,660 | \$ 550,226 |
| Adjustments to reconcile net earnings (loss) to net cash provided by operating activities: | | | | |
| Depreciation and amortization | 21,090 | 21,560 | 43,154 | 43,771 |
| Impairment of long-lived assets | - | 3,815 | - | 13,739 |
| Provision for (benefit from) deferred income taxes | 1,309 | (31,776) | 2,675 | 39,255 |
| Bad debt expense (income) | 335 | (159) | 514 | (65) |
| Equity in net income of unconsolidated affiliates, net of distributions | (31,274) | 4,608 | (64,492) | (2,149) |
| Net (gain) loss on sale of assets | (496) | 7,271 | (13,202) | 7,673 |
| Stock-based compensation | 4,248 | 4,854 | 7,551 | 9,710 |
| (Gains) loss on investment in Nikola | - | 143,779 | - | (652,362) |
| Charitable contribution of Nikola shares | - | - | - | 20,653 |
| Changes in assets and liabilities, net of impact of acquisitions: | | | | |
| Receivables | (89,817) | 3,580 | (121,685) | (78,614) |
| Inventories | (97,182) | 4,623 | (260,864) | 90,245 |
| Accounts payable | (47,594) | 48,176 | (926) | 95,330 |
| Accrued compensation and employee benefits | 14,358 | 13,960 | (31,819) | 37,812 |
| Income taxes payable | (22,922) | (44,623) | 12,935 | 39,041 |
| Other operating items, net | 15,656 | (3,728) | 2,583 | 10,551 |
| Net cash (used) provided by operating activities | (119,104) | 107,428 | (168,916) | 224,816 |
| Investing activities: | | | | |
| Investment in property, plant and equipment | (24,234) | (16,073) | (48,159) | (48,944) |
| Acquisitions, net of cash acquired | (3,000) | (75) | (107,750) | (75) |
| Proceeds from sale of assets | 5,136 | 21,580 | 31,821 | 21,580 |
| Proceeds from sale of Nikola shares | - | - | - | 487,859 |
| Net cash (used) provided by investing activities | (22,098) | 5,432 | (124,088) | 460,420 |
| Financing activities: | | | | |
| Principal payments on long-term obligations | (10) | (96) | (402) | (193) |
| Proceeds from issuance of common shares, net of tax withholdings | (2,694) | 2,294 | (6,785) | 1,144 |
| Payments to noncontrolling interests | (2,879) | - | (12,076) | (560) |
| Repurchase of common shares | (12,702) | (38,563) | (73,587) | (92,883) |
| Dividends paid | (14,565) | (13,433) | (29,263) | (26,812) |
| Net cash used by financing activities | (32,850) | (49,798) | (122,113) | (119,304) |
| Increase (decrease) in cash and cash equivalents | (174,052) | 63,062 | (415,117) | 565,932 |
| Cash and cash equivalents at beginning of period | 399,246 | 650,068 | 640,311 | 147,198 |
| Cash and cash equivalents at end of period | \$ 225,194 | \$ 713,130 | \$ 225,194 | \$ 713,130 |

WORTHINGTON INDUSTRIES, INC.
NON-GAAP FINANCIAL MEASURES / SUPPLEMENTAL DATA
(In thousands, except volume and per share amounts)

The Company reports its financial results in accordance with accounting principles generally accepted in the United States (GAAP). The Company also presents adjusted operating income and adjusted net earnings per diluted share attributable to controlling interest, which generally exclude impairment and restructuring charges as well as other items that management believes are not reflective of, and thus should not be included when evaluating the performance of its ongoing operations. Additionally, the Company presents adjusted operating income and adjusted earnings before interest and taxes attributable to controlling interest (“adjusted EBIT”) for purposes of evaluating segment performance. These represent non-GAAP financial measures and are used by management to evaluate the Company’s performance, engage in financial and operational planning and determine incentive compensation because it believes that these measures provide additional perspective and, in some circumstances are more closely correlated to, the performance of the Company’s ongoing operations.

The following provides a reconciliation to adjusted operating income and adjusted earnings per diluted share from the most comparable GAAP measures for the three months ended November 30, 2021 and 2020.

| Three Months Ended November 30, 2021 | | | | | |
|--|---------------------|---------------------------------------|------------------------------------|---|--|
| | Operating Income | Earnings Before Income Taxes | Income Tax Expense | Net Earnings Attributable to Controlling Interest ⁽¹⁾ | Earnings per Diluted Share |
| GAAP | \$ 90,465 | \$ 144,411 | \$ 31,226 | \$ 110,301 | \$ 2.15 |
| Restructuring and other income, net | (2,004) | (2,004) | 410 | (1,513) | (0.03) |
| Non-GAAP | <u>\$ 88,461</u> | <u>\$ 142,407</u> | <u>\$ 30,816</u> | <u>\$ 108,788</u> | <u>\$ 2.12</u> |
| Three Months Ended November 30, 2020 | | | | | |
| | Operating Income | Earnings Before Income Taxes | Income Tax Expense (Benefit) | Net Earnings (Loss) Attributable to Controlling Interest ⁽¹⁾ | Earnings (Loss) per Diluted Share |
| GAAP | \$ 37,364 | \$ (87,957) | \$ (19,445) | \$ (74,044) | \$ (1.40) |
| Impairment of long-lived assets | 3,815 | 3,815 | (894) | 2,921 | 0.06 |
| Restructuring and other expense, net | 7,596 | 7,596 | (1,736) | 5,719 | 0.11 |
| Incremental expenses related to Nikola gains | 4,570 | 4,570 | (1,081) | 3,489 | 0.07 |
| Loss on investment in Nikola | - | 143,780 | (30,737) | 113,043 | 2.11 |
| Non-GAAP | <u>\$ 53,345</u> | <u>\$ 71,804</u> | <u>\$ 15,003</u> | <u>\$ 51,128</u> | <u>\$ 0.95</u> |
| <i>Change</i> | \$ 35,116 | \$ 70,603 | \$ 15,813 | \$ 57,660 | \$ 1.17 |

The following provides a reconciliation to adjusted operating income and adjusted earnings per diluted share from the most comparable GAAP measures for the six months ended November 30, 2021 and 2020.

| Six Months Ended November 30, 2021 | | | | | |
|---|---------------------|---------------------------------------|-----------------------|--|----------------------------------|
| | Operating Income | Earnings Before Income Taxes | Income Tax Expense | Net Earnings Attributable to Controlling Interest ⁽¹⁾ | Earnings per Diluted Share |
| GAAP | \$ 226,262 | \$ 326,036 | \$ 71,376 | \$ 242,792 | \$ 4.71 |
| Restructuring and other income, net | (14,278) | (14,278) | 1,890 | (6,361) | (0.12) |
| Non-GAAP | <u>\$ 211,984</u> | <u>\$ 311,758</u> | <u>\$ 69,486</u> | <u>\$ 236,431</u> | <u>\$ 4.59</u> |

WORTHINGTON INDUSTRIES, INC.
NON-GAAP FINANCIAL MEASURES / SUPPLEMENTAL DATA
(In thousands, except volume and per share amounts)
(Continued)

Six Months Ended November 30, 2020

| | Earnings | | | | Earnings per Diluted Share |
|--|------------------|---------------------|------------------------------|--|----------------------------|
| | Operating Income | Before Income Taxes | Income Tax Expense (Benefit) | Net Earnings Attributable to Controlling Interest ⁽¹⁾ | |
| GAAP | \$ 7,243 | \$ 694,559 | \$ 144,333 | \$ 542,631 | \$ 9.97 |
| Impairment of long-lived assets | 13,739 | 13,739 | (3,197) | 10,542 | 0.19 |
| Restructuring and other expense, net | 9,444 | 9,444 | (2,138) | 7,049 | 0.13 |
| Incremental expenses related to Nikola gains | 54,081 | 54,081 | (11,030) | 43,051 | 0.79 |
| Gains on investment in Nikola | - | (652,362) | 135,459 | (516,903) | (9.49) |
| Non-GAAP | <u>\$ 84,507</u> | <u>\$ 119,461</u> | <u>\$ 25,239</u> | <u>\$ 86,370</u> | <u>\$ 1.59</u> |
| <i>Change</i> | \$ 127,477 | \$ 192,297 | \$ 44,247 | \$ 150,061 | \$ 3.00 |

¹ Excludes the impact of the noncontrolling interest.

To further assist in the analysis of segment results for the periods presented, the following volume and sales information for the three and six months ended November 30, 2021 and 2020 has been provided along with a reconciliation of adjusted EBIT to the most comparable GAAP measure, which is operating income (loss) for purposes of measuring segment profit:

Three Months Ended November 30, 2021

| | Sustainable | | | | | Consolidated |
|--|------------------|-------------------|-------------------|------------------|-----------------|-------------------|
| | Steel Processing | Consumer Products | Building Products | Energy Solutions | Other | |
| Volume (tons/units) | 1,067,589 | 18,698,589 | 2,565,025 | 155,001 | - | n/a |
| Sales | \$ 937,842 | \$ 140,793 | \$ 121,125 | \$ 33,101 | \$ - | \$ 1,232,861 |
| Operating income | \$ 66,070 | \$ 17,425 | \$ 4,606 | \$ 714 | \$ 1,650 | \$ 90,465 |
| Restructuring and other income, net | (182) | - | - | - | (1,822) | (2,004) |
| Adjusted operating income (loss) | 65,888 | 17,425 | 4,606 | 714 | (172) | 88,461 |
| Miscellaneous income, net | 17 | 159 | 218 | 82 | 564 | 1,040 |
| Equity in net income of unconsolidated affiliates ⁽¹⁾ | 8,823 | - | 49,894 | - | 1,501 | 60,218 |
| Less: Net earnings attributable to noncontrolling interests ⁽²⁾ | 2,803 | - | - | - | - | 2,803 |
| Adjusted earnings before interest and taxes | <u>\$ 71,925</u> | <u>\$ 17,584</u> | <u>\$ 54,718</u> | <u>\$ 796</u> | <u>\$ 1,893</u> | <u>\$ 146,916</u> |

Three Months Ended November 30, 2020

| | Sustainable | | | | | Consolidated |
|--|------------------|-------------------|-------------------|------------------|-------------------|------------------|
| | Steel Processing | Consumer Products | Building Products | Energy Solutions | Other | |
| Volume (tons/units) | 1,023,979 | 16,657,815 | 2,264,576 | 247,289 | 11,066 | n/a |
| Sales | \$ 468,723 | \$ 117,513 | \$ 93,989 | \$ 34,023 | \$ 16,844 | \$ 731,092 |
| Operating income (loss) | \$ 37,824 | \$ 17,408 | \$ 3,202 | \$ 1,465 | \$(22,535) | \$ 37,364 |
| Impairment of long-lived assets | - | - | - | - | 3,815 | 3,815 |
| Restructuring and other expense, net | 375 | 120 | - | - | 7,101 | 7,596 |
| Incremental expenses related to Nikola gains | - | - | - | - | 4,570 | 4,570 |
| Adjusted operating income (loss) | 38,199 | 17,528 | 3,202 | 1,465 | (7,049) | 53,345 |
| Miscellaneous income, net | (5) | (96) | 70 | 69 | 338 | 376 |
| Equity in net income of unconsolidated affiliates ⁽¹⁾ | 1,861 | - | 22,692 | - | 1,078 | 25,631 |
| Less: Net earnings attributable to noncontrolling interests ⁽²⁾ | 5,674 | - | - | - | - | 5,674 |
| Adjusted earnings (loss) before interest and taxes | <u>\$ 34,381</u> | <u>\$ 17,432</u> | <u>\$ 25,964</u> | <u>\$ 1,534</u> | <u>\$ (5,633)</u> | <u>\$ 73,678</u> |

⁽¹⁾ See supplemental break-out of equity income by unconsolidated affiliate in the table below.

⁽²⁾ Excludes the noncontrolling interest portion of restructuring (charges) gains of \$81 and \$(142) for the three months ended November 30, 2021 and 2020, respectively.

WORTHINGTON INDUSTRIES, INC.
NON-GAAP FINANCIAL MEASURES / SUPPLEMENTAL DATA
(In thousands, except volume)
(Continued)

| | Six Months Ended November 30, 2021 | | | | | Consolidated |
|--|---|-------------------|-------------------|------------------------------|-----------------|-------------------|
| | Steel Processing | Consumer Products | Building Products | Sustainable Energy Solutions | Other | |
| Volume (tons/units) | 2,129,877 | 40,086,729 | 5,450,736 | 285,677 | - | n/a |
| Sales | \$ 1,760,652 | \$ 288,576 | \$ 235,868 | \$ 58,583 | \$ - | \$ 2,343,679 |
| Operating income (loss) | \$ 179,552 | \$ 37,931 | \$ 10,440 | \$ (1,639) | \$ (22) | \$ 226,262 |
| Restructuring and other income, net | (12,313) | - | - | (143) | (1,822) | (14,278) |
| Adjusted operating income (loss) | 167,239 | 37,931 | 10,440 | (1,782) | (1,844) | 211,984 |
| Miscellaneous income, net | 47 | 209 | 144 | 22 | 1,248 | 1,670 |
| Equity in net income of unconsolidated affiliates ⁽³⁾ | 18,172 | - | 92,887 | - | 2,075 | 113,134 |
| Less: Net earnings attributable to noncontrolling interests ⁽⁴⁾ | 5,841 | - | - | - | - | 5,841 |
| Adjusted earnings (loss) before interest and taxes | <u>\$ 179,617</u> | <u>\$ 38,140</u> | <u>\$ 103,471</u> | <u>\$ (1,760)</u> | <u>\$ 1,479</u> | <u>\$ 320,947</u> |

| | Six Months Ended November 30, 2020 | | | | | Consolidated |
|--|---|-------------------|-------------------|------------------------------|-------------------|-------------------|
| | Steel Processing | Consumer Products | Building Products | Sustainable Energy Solutions | Other | |
| Volume (tons/units) | 1,952,423 | 35,478,377 | 4,986,611 | 437,197 | 21,626 | n/a |
| Sales | \$ 899,743 | \$ 251,135 | \$ 182,092 | \$ 61,880 | \$ 39,151 | \$ 1,434,001 |
| Operating income (loss) | \$ 51,441 | \$ 40,832 | \$ 2,763 | \$ 822 | \$(88,615) | \$ 7,243 |
| Impairment of long-lived assets | - | 506 | 1,423 | - | 11,810 | 13,739 |
| Restructuring and other income, net | 1,846 | 120 | - | - | 7,478 | 9,444 |
| Incremental expenses related to Nikola gains | - | - | - | - | 54,081 | 54,081 |
| Adjusted operating income (loss) | 53,287 | 41,458 | 4,186 | 822 | (15,246) | 84,507 |
| Miscellaneous income, net | (48) | (117) | (92) | 151 | 933 | 827 |
| Equity in net income of unconsolidated affiliates ⁽³⁾ | 3,170 | - | 45,243 | - | 852 | 49,265 |
| Less: Net earnings attributable to noncontrolling interests ⁽⁴⁾ | 7,852 | - | - | - | - | 7,852 |
| Adjusted earnings (loss) before interest and taxes | <u>\$ 48,557</u> | <u>\$ 41,341</u> | <u>\$ 49,337</u> | <u>\$ 973</u> | <u>\$(13,461)</u> | <u>\$ 126,747</u> |

⁽³⁾ See supplemental break-out of equity income by unconsolidated affiliate in the table below

⁽⁴⁾ Excludes the noncontrolling interest portion of impairment and restructuring (charges) gains of \$6,027 and \$(257) for the three months ended November 30, 2021 and 2020, respectively.

The following tables outlines our equity income (loss) by unconsolidated affiliate for the periods presented:

| | Three Months Ended | | Six Months Ended | |
|------------------------|---------------------------|------------------|-------------------------|------------------|
| | November 30, | | November 30, | |
| | 2021 | 2020 | 2021 | 2020 |
| WAVE | \$ 22,415 | \$ 17,280 | \$ 48,086 | \$ 34,936 |
| ClarkDietrich | 27,479 | 5,411 | 44,801 | 10,307 |
| Serviacero Worthington | 8,823 | 1,861 | 18,172 | 3,170 |
| ArtiFlex | 1,815 | 1,253 | 3,023 | 1,145 |
| Other | (314) | (174) | (948) | (293) |
| Total equity income | <u>\$ 60,218</u> | <u>\$ 25,631</u> | <u>\$ 113,134</u> | <u>\$ 49,265</u> |