

Strong liquidity position

\$80 million reduction of debt in Q1

Orders for 2,900 railcars results in diversified backlog with estimated value of \$2.35 billion

Challenging market environment produced a net loss attributable to Greenbrier of \$10 million

LAKE OSWEGO, Ore., Jan. 6, 2021 /[PRNewswire](#)/ -- The Greenbrier Companies, Inc. (NYSE: GBX) ("Greenbrier"), a leading international supplier of equipment and services to global freight transportation markets, today reported financial results for its first fiscal quarter ended November 30, 2020.

First Quarter Highlights

- Liquidity of \$810 million, including \$725 million in cash and \$85 million of available borrowing capacity. Combined with \$150 million of additional initiatives in progress totals \$960 million.
- Diversified new railcar backlog as of November 30, 2020 was 23,900 units with an estimated value of \$2.35 billion, including orders for 2,900 railcars valued at approximately \$260 million received during the quarter. Deliveries in the quarter were 3,100 units, representing a nearly 1.0x book-to-bill.
- Net loss attributable to Greenbrier for the quarter was \$10 million, or \$0.30 per diluted share, on revenue of \$403 million.
- Adjusted EBITDA for the quarter was \$23 million, or 5.8% of revenue.
- Board declares a quarterly dividend of \$0.27 per share, payable on February 16, 2021 to shareholders as of January 26, 2021 representing Greenbrier's 27th consecutive dividend.
- Board extends \$100 million share repurchase program through January 2023.

William A. Furman, Chairman & CEO commented, "Greenbrier remains focused on sustaining a high level of liquidity and carefully managing our manufacturing footprint in order to continue to generate operating cash flow. Consistent with these goals, we ended the quarter with a strong cash position while meaningfully lowering our debt during the quarter. Our prior cost reduction initiatives, combined with inventory and syndication activity, produced solid cash flow in the quarter. Although a challenging operating environment persists at least through the first half of fiscal 2021, our \$2.35 billion backlog provides a baseload for our manufacturing operations and visibility into forward production requirements. We will continue to adjust our manufacturing footprint based on our outlook, while also ensuring we do not constrain our ability to scale capacity as demand increases. New order inquiries continue as rail traffic increases and velocity declines. This positions us well for the market improvements we expect later in calendar 2021. Finally, our strategic actions over the past two years, particularly the acquisition of ARI in the U.S., have delivered results. We have reduced our costs and secured our position as a market leader on three continents, especially in our core North American market."

Business Update & Outlook

Greenbrier continues to operate safely and efficiently as we execute our COVID-19 response plan. Protecting employees within the work environment remains our top priority. Community spread is increasing in many areas requiring continued vigilance. Greenbrier maintains a low incident rate of COVID-19 among our employees by adhering to CDC-recommended preventative and remedial actions across the company. We also take instant action to prevent spread at the first signs of any infection.

In light of the consequences of the pandemic and an associated economic downturn, preserving the financial health of Greenbrier is imperative. Maintaining cash flow and liquidity are essential components of Greenbrier's

current operating strategy. We have been very successful in this regard. Our diversified \$2.35 billion backlog provides a baseload of activity as we gain greater visibility into customer needs as the year unfolds.

Greenbrier's scale and capabilities have significantly broadened since the Great Recession, a little more than a decade ago. Our backlog today is more than five times larger than it was as of the end of 2010. Our stronger market position is reflected in our share of North American industry railcar orders in the first nine months of calendar year 2020 and in the diverse types of railcars we are building. In Europe, broad macroeconomic reforms to address climate change are ushering in an era of modal shift for freight as the continent moves from polluting and congested road travel to clean and efficient rail service. This should generate significant market growth in the years to come. Regulatory-driven freight wagon demand in Europe supplements the increase in commodity-driven and replacement freight wagon demand that typically gathers momentum in a recovering economy. On three continents, Greenbrier is well-positioned for both the present and the future with a strong balance sheet and a streamlined manufacturing footprint that we can scale as our markets return to higher demand levels.

Financial Summary

| | Q1 FY21 | Q4 FY20 | Sequential Comparison - Main Drivers |
|---|-----------|-----------------------|--|
| Revenue | \$403.0M | \$636.4M | 45% fewer deliveries due to weak demand environment |
| Gross margin | 10.1% | 10.5% | Fewer deliveries partially offset by operating efficiencies in NA Manufacturing |
| Selling and administrative | \$43.7M | \$46.3M | Continuing cost reduction initiatives result in lower employee-related and discretionary expenses |
| Adjusted EBITDA | \$23.2M | \$55.7M | Lower operating earnings |
| Effective tax rate | (55.5%) | 21.3% | Tax benefit from favorable discrete items related to foreign currency fluctuations |
| Net earnings attributable to noncontrolling interest | (\$3.3M) | (\$7.8M) | Lower profitability because of fewer deliveries at GIMSA joint venture |
| Adjusted net earnings (loss) attributable to Greenbrier | (\$10.0M) | \$5.5M ⁽¹⁾ | Lower gross margin reflecting fewer deliveries partially offset by income tax benefit and lower selling & administrative expense |
| Adjusted diluted EPS | (\$0.30) | \$0.16 ⁽¹⁾ | |

(1) Excludes expense of \$5.6 million (\$0.16 per share), net of tax and noncontrolling interest, associated with ARI integration related expenses and severance expenses.

Segment Summary

| | Q1 FY21 | Q4 FY20 | Sequential Comparison - Main Drivers |
|-------------------------------------|----------|----------|---|
| Manufacturing | | | |
| Revenue | \$308.7M | \$549.7M | Fewer deliveries reflecting weak demand environment |
| Gross margin | 9.0% | 9.4% | Operating efficiencies from cost reduction initiatives partially mitigate lower production rates |
| Operating margin ⁽¹⁾ | 3.1% | 5.4% | Lower gross margin partially offset by lower selling & administrative expense |
| Deliveries ⁽²⁾ | 2,700 | 4,900 | |
| Wheels, Repair & Parts | | | |
| Revenue | \$65.6M | \$64.8M | Increased scrap pricing partially offset by continued volume pressure |
| Gross margin | 3.9% | 6.0% | Volume pressure and operating inefficiencies from weak demand environment |
| Operating margin ⁽¹⁾ | (0.3)% | 1.3% | |
| Leasing & Services | | | |
| Revenue | \$28.7M | \$22.0M | Higher externally sourced syndication activity and lease income |
| Gross margin | 35.8% | 53.2% | Externally sourced syndication activity reduces gross margin % although generating positive gross margin dollars; Excluding this activity, gross margin % was 47.5% |
| Operating margin ^{(1) (3)} | 20.5% | 29.7% | Lower gross margin partially offset by lower selling & administrative expense |
| Fleet utilization | 93.3% | 90.4% | |

(1) See supplemental segment information on page 10 for additional information.

(2) Excludes Brazil deliveries which are not consolidated into manufacturing revenue and margins.

(3) Includes Net gain on disposition of equipment, which is excluded from gross margin.

Conference Call

Greenbrier will host a teleconference to discuss its first quarter 2021 results. In conjunction with this news release, Greenbrier has posted a supplemental earnings presentation to our website.

Teleconference details are as follows:

- January 6, 2021

- 8:00 a.m. Pacific Standard Time
- Phone: 1-630-395-0143, Password: "Greenbrier"
- Real-time Audio Access: ("Newsroom" at <http://www.gbrx.com>)

Please access the site 10 minutes prior to the start time.

About Greenbrier

Greenbrier, headquartered in Lake Oswego, Oregon, is a leading international supplier of equipment and services to global freight transportation markets. Greenbrier designs, builds and markets freight railcars and marine barges in North America. Greenbrier Europe is an end-to-end freight railcar manufacturing, engineering and repair business with operations in Poland, Romania and Turkey that serves customers across Europe and in the nations of the Gulf Cooperation Council. Greenbrier builds freight railcars and rail castings in Brazil through two separate strategic partnerships. We are a leading provider of freight railcar wheel services, parts, repair, refurbishment and retrofitting services in North America through our wheels, repair & parts business unit. Greenbrier offers railcar management, regulatory compliance services and leasing services to railroads and related transportation industries in North America. Through unconsolidated joint ventures, we produce industrial and rail castings, and other components. Greenbrier owns a lease fleet of 8,400 railcars and performs management services for 407,000 railcars. Learn more about Greenbrier at www.gbrx.com.

THE GREENBRIER COMPANIES, INC.

Consolidated Balance Sheets

(In thousands, unaudited)

| | November 30, 2020 | August 31, 2020 | May 31, 2020 | February 29, 2020 | November 30, 2019 |
|---|----------------------|---------------------|---------------------|----------------------|----------------------|
| Assets | | | | | |
| Cash and cash equivalents | \$ 724,547 | \$ 833,745 | \$ 735,258 | \$ 169,899 | \$ 253,602 |
| Restricted cash | 8,547 | 8,342 | 8,704 | 8,569 | 8,648 |
| Accounts receivable, net | 240,668 | 239,597 | 261,629 | 326,229 | 313,786 |
| Inventories | 490,282 | 529,529 | 675,442 | 709,115 | 733,806 |
| Leased railcars for syndication | 51,087 | 107,671 | 136,144 | 255,073 | 135,319 |
| Equipment on operating leases, net | 445,542 | 350,442 | 355,841 | 385,974 | 396,187 |
| Property, plant and equipment, net | 696,333 | 711,524 | 719,155 | 723,326 | 730,730 |
| Investment in unconsolidated affiliates | 72,254 | 72,354 | 75,508 | 79,082 | 85,141 |
| Intangibles and other assets, net | 186,509 | 190,322 | 181,315 | 160,709 | 162,089 |
| Goodwill | 130,315 | 130,308 | 130,035 | 129,684 | 129,468 |
| | <u>\$ 3,046,084</u> | <u>\$ 3,173,834</u> | <u>\$ 3,279,031</u> | <u>\$ 2,974,660</u> | <u>\$ 2,948,776</u> |
| Liabilities and Equity | | | | | |
| Revolving notes | \$ 276,248 | \$ 351,526 | \$ 416,535 | \$ 37,196 | \$ 29,502 |
| Accounts payable and accrued liabilities | 434,138 | 463,880 | 488,969 | 499,898 | 527,789 |
| Deferred income taxes | 10,120 | 7,701 | 4,354 | 9,173 | 9,417 |
| Deferred revenue | 36,916 | 42,467 | 63,536 | 70,869 | 59,657 |
| Notes payable, net | 797,089 | 804,088 | 806,919 | 811,860 | 817,830 |
| Contingently redeemable noncontrolling interest | 30,711 | 31,117 | 30,611 | 30,782 | 31,723 |
| Total equity – Greenbrier | 1,280,407 | 1,293,043 | 1,291,221 | 1,286,472 | 1,281,808 |
| Noncontrolling interest | 180,455 | 180,012 | 176,886 | 201,410 | 191,050 |
| Total equity | <u>1,460,862</u> | <u>1,473,055</u> | <u>1,468,107</u> | <u>1,487,882</u> | <u>1,472,858</u> |
| | <u>\$ 3,046,084</u> | <u>\$ 3,173,834</u> | <u>\$ 3,279,031</u> | <u>\$ 2,947,660</u> | <u>\$ 2,948,776</u> |

THE GREENBRIER COMPANIES, INC.

Consolidated Statements of Operations

(In thousands, except per share amounts, unaudited)

| | Three Months Ended November 30, | |
|------------------------|------------------------------------|----------------|
| | 2020 | 2019 |
| Revenue | | |
| Manufacturing | \$ 308,722 | \$ 657,367 |
| Wheels, Repair & Parts | 65,556 | 86,608 |
| Leasing & Services | 28,711 | 25,384 |
| | <u>402,989</u> | <u>769,359</u> |
| Cost of revenue | | |
| Manufacturing | 280,890 | 581,912 |
| Wheels, Repair & Parts | 62,984 | 81,892 |
| Leasing & Services | 18,444 | 13,366 |

| | | |
|--|-------------------|-----------------|
| | 362,318 | 677,170 |
| Margin | 40,671 | 92,189 |
| Selling and administrative | 43,707 | 54,364 |
| Net gain on disposition of equipment | (922) | (3,959) |
| Earnings (loss) from operations | (2,114) | 41,784 |
| Other costs | | |
| Interest and foreign exchange | 11,103 | 12,852 |
| Earnings (loss) before income taxes and earnings (loss) from unconsolidated affiliates | (13,217) | 28,932 |
| Income tax benefit (expense) | 7,332 | (5,994) |
| Earnings (loss) before earnings (loss) from unconsolidated affiliates | (5,885) | 22,938 |
| Earnings (loss) from unconsolidated affiliates | (744) | 1,073 |
| Net earnings (loss) | (6,629) | 24,011 |
| Net earnings attributable to noncontrolling interest | (3,343) | (16,342) |
| Net earnings (loss) attributable to Greenbrier | \$ (9,972) | \$ 7,669 |
| Basic earnings (loss) per common share | \$ (0.30) | \$ 0.24 |
| Diluted earnings (loss) per common share | \$ (0.30) | \$ 0.23 |
| Weighted average common shares | | |
| Basic | 32,723 | 32,629 |
| Diluted | 32,723 | 33,284 |
| Dividends declared per common share | \$ 0.27 | \$ 0.25 |

THE GREENBRIER COMPANIES, INC.

Consolidated Statements of Cash Flows (In thousands, unaudited)

| | Three Months Ended November 30, | |
|--|--|-----------------|
| | 2020 | 2019 |
| Cash flows from operating activities: | | |
| Net earnings (loss) | \$ (6,629) | \$ 24,011 |
| Adjustments to reconcile net earnings (loss) to net cash provided by (used in) operating activities: | | |
| Deferred income taxes | 2,338 | (6,515) |
| Depreciation and amortization | 26,046 | 29,335 |
| Net gain on disposition of equipment | (922) | (3,959) |
| Accretion of debt discount | 1,419 | 1,350 |
| Stock based compensation expense | 4,435 | 3,157 |
| Noncontrolling interest adjustments | (1,271) | 1,736 |
| Other | 560 | (391) |
| Decrease (increase) in assets: | | |
| Accounts receivable, net | (6,377) | 58,488 |
| Inventories | 13,404 | (69,662) |
| Leased railcars for syndication | 6,222 | (13,132) |
| Other assets | 2,224 | (37,304) |
| Increase (decrease) in liabilities: | | |
| Accounts payable and accrued liabilities | (27,257) | (47,421) |
| Deferred revenue | (5,521) | (10,012) |
| Net cash provided by (used in) operating activities | 8,671 | (70,319) |
| Cash flows from investing activities: | | |
| Proceeds from sales of assets | 8,691 | 27,463 |
| Capital expenditures | (38,604) | (23,216) |
| Investment in and advances to/repayments from unconsolidated affiliates | 4,526 | (1,500) |
| Cash distribution from unconsolidated affiliates and other | 488 | 4,452 |
| Net cash provided by (used in) investing activities | (24,899) | 7,199 |
| Cash flows from financing activities: | | |
| Net changes in revolving notes with maturities of 90 days or less | (9,738) | 2,399 |
| Proceeds from revolving notes with maturities longer than 90 days | 110,000 | - |
| Repayments of revolving notes with maturities longer than 90 days | (175,000) | - |
| Repayments of notes payable | (8,908) | (9,749) |
| Debt issuance costs | - | (4) |
| Dividends | (9,180) | (343) |
| Cash distribution to joint venture partner | (2,810) | (4,531) |
| Tax payments for net share settlement of restricted stock | (2,337) | (1,870) |
| Net cash used in financing activities | (97,973) | (14,098) |
| Effect of exchange rate changes | 5,208 | 981 |
| Decrease in cash and cash equivalents and restricted cash | (108,993) | (76,237) |
| Cash and cash equivalents and restricted cash | | |
| Beginning of period | 842,087 | 338,487 |

| | | |
|--|------------|------------|
| End of period | \$ 733,094 | \$ 262,250 |
| Balance Sheet Reconciliation: | | |
| Cash and cash equivalents | \$ 724,547 | \$ 253,602 |
| Restricted cash | 8,547 | 8,648 |
| Total cash and cash equivalents and restricted cash as presented above | \$ 733,094 | \$ 262,250 |

THE GREENBRIER COMPANIES, INC.

Supplemental Information

(In thousands, excluding backlog and delivery units, unaudited)

Reconciliation of Net earnings (loss) to Adjusted EBITDA

| | Three Months Ended | |
|-------------------------------|----------------------|--------------------|
| | November 30, 2020 | August 31, 2020 |
| Net earnings (loss) | \$ (6,629) | \$ 7,691 |
| Interest and foreign exchange | 11,103 | 10,596 |
| Income tax expense (benefit) | (7,332) | 2,306 |
| Depreciation and amortization | 26,046 | 27,398 |
| Severance expense | - | 5,919 |
| ARI integration related costs | - | 1,750 |
| Adjusted EBITDA | \$ 23,188 | \$ 55,660 |

| | Three Months Ended November 30, 2020 |
|--|--|
| Backlog Activity (units) ⁽¹⁾ | |
| Beginning backlog | 24,600 |
| Orders received | 2,900 |
| Production held as Leased railcars for syndication | (700) |
| Production sold directly to third parties | (2,900) |
| Ending backlog | 23,900 |
| Delivery Information (units) ⁽¹⁾ | |
| Production sold directly to third parties | 2,900 |
| Sales of Leased railcars for syndication | 200 |
| Total deliveries | 3,100 |

(1) Includes Greenbrier-Maxion, our Brazilian railcar manufacturer, which is accounted for under the equity method

THE GREENBRIER COMPANIES, INC.

Supplemental Information

(In thousands, except per share amounts, unaudited)

Operating Results by Quarter for 2020 are as follows:

| | First | Second | Third | Fourth | Total |
|--|------------|------------|------------|------------|--------------|
| Revenue | | | | | |
| Manufacturing | \$ 657,367 | \$ 489,943 | \$ 653,007 | \$ 549,654 | \$ 2,349,971 |
| Wheels, Repair & Parts | 86,608 | 91,225 | 82,024 | 64,813 | 324,670 |
| Leasing & Services | 25,384 | 42,680 | 27,526 | 21,958 | 117,548 |
| | 769,359 | 623,848 | 762,557 | 636,425 | 2,792,189 |
| Cost of revenue | | | | | |
| Manufacturing | 581,912 | 422,309 | 562,793 | 498,155 | 2,065,169 |
| Wheels, Repair & Parts | 81,892 | 84,373 | 75,001 | 60,923 | 302,189 |
| Leasing & Services | 13,366 | 30,830 | 17,232 | 10,272 | 71,700 |
| | 677,170 | 537,512 | 655,026 | 569,350 | 2,439,058 |
| Margin | 92,189 | 86,336 | 107,531 | 67,075 | 353,131 |
| Selling and administrative expense | 54,364 | 54,597 | 49,494 | 46,251 | 204,706 |
| Net gain on disposition of equipment | (3,959) | (6,697) | (8,775) | (573) | (20,004) |
| Earnings from operations | 41,784 | 38,436 | 66,812 | 21,397 | 168,429 |
| Other costs | | | | | |
| Interest and foreign exchange | 12,852 | 12,609 | 7,562 | 10,596 | 43,619 |
| Earnings before income tax and earnings (loss) | | | | | |

| | | | | | |
|--|-----------------|------------------|------------------|------------------|------------------|
| from unconsolidated affiliates | 28,932 | 25,827 | 59,250 | 10,801 | 124,810 |
| Income tax expense | (5,994) | (7,463) | (24,421) | (2,306) | (40,184) |
| Earnings before earnings (loss) from unconsolidated affiliates | 22,938 | 18,364 | 34,829 | 8,495 | 84,626 |
| Earnings (loss) from unconsolidated affiliates | 1,073 | 1,651 | 1,040 | (804) | 2,960 |
| Net earnings | 24,011 | 20,015 | 35,869 | 7,691 | 87,586 |
| Net earnings attributable to noncontrolling interest | (16,342) | (6,386) | (8,097) | (7,794) | (38,619) |
| Net earnings (loss) attributable to Greenbrier | \$ 7,669 | \$ 13,629 | \$ 27,772 | \$ (103) | \$ 48,967 |
| Basic earnings per common share ⁽¹⁾ | \$ 0.24 | \$ 0.42 | \$ 0.85 | \$ (0.00) | \$ 1.50 |
| Diluted earnings per common share ⁽¹⁾ | \$ 0.23 | \$ 0.41 | \$ 0.83 | \$ (0.00) | \$ 1.46 |
| Dividends declared per common share | \$ 0.25 | \$ 0.27 | \$ 0.27 | \$ 0.27 | \$ 1.06 |

(1) Quarterly amounts may not total to the year to date amount as each period is calculated discretely. Diluted EPS is calculated by including the dilutive effect, using the treasury stock method, associated with shares underlying the 2.875% Convertible notes, 2.25% Convertible notes, restricted stock units that are not considered participating securities and performance based restricted stock units subject to performance criteria, for which actual levels of performance above target have been achieved.

THE GREENBRIER COMPANIES, INC.

Supplemental Information

(In thousands, unaudited)

Segment Information

Three months ended November 30, 2020:

| | Revenue | | | Earnings (loss) from operations | | |
|------------------------|-------------------|--------------|-------------------|---------------------------------|--------------|-------------------|
| | External | Intersegment | Total | External | Intersegment | Total |
| Manufacturing | \$ 308,722 | \$ 20,591 | \$ 329,313 | \$ 9,686 | \$ 2,505 | \$ 12,191 |
| Wheels, Repair & Parts | 65,556 | 301 | 65,857 | (200) | (9) | (209) |
| Leasing & Services | 28,711 | 4,665 | 33,376 | 5,890 | 4,285 | 10,175 |
| Eliminations | - | (25,557) | (25,557) | - | (6,781) | (6,781) |
| Corporate | - | - | - | (17,490) | - | (17,490) |
| | <u>\$ 402,989</u> | <u>\$ -</u> | <u>\$ 402,989</u> | <u>\$ (2,114)</u> | <u>\$ -</u> | <u>\$ (2,114)</u> |

Three months ended August 31, 2020:

| | Revenue | | | Earnings (loss) from operations | | |
|------------------------|-------------------|--------------|-------------------|---------------------------------|--------------|------------------|
| | External | Intersegment | Total | External | Intersegment | Total |
| Manufacturing | \$ 549,654 | \$ 1,683 | \$ 551,337 | \$ 29,695 | \$ (19) | \$ 29,676 |
| Wheels, Repair & Parts | 64,813 | 95 | 64,908 | 813 | 3 | 816 |
| Leasing & Services | 21,958 | 10,898 | 32,856 | 6,520 | 10,528 | 17,048 |
| Eliminations | - | (12,676) | (12,676) | - | (10,512) | (10,512) |
| Corporate | - | - | - | (15,631) | - | (15,631) |
| | <u>\$ 636,425</u> | <u>\$ -</u> | <u>\$ 636,425</u> | <u>\$ 21,397</u> | <u>\$ -</u> | <u>\$ 21,397</u> |

| | Total assets | |
|------------------------|---------------------|---------------------|
| | November 30, 2020 | August 31, 2020 |
| Manufacturing | \$ 1,264,616 | \$ 1,301,715 |
| Wheels, Repair & Parts | 274,534 | 271,862 |
| Leasing & Services | 758,820 | 739,025 |
| Unallocated | 748,114 | 861,232 |
| | <u>\$ 3,046,084</u> | <u>\$ 3,173,834</u> |

THE GREENBRIER COMPANIES, INC.

Supplemental Information

(In thousands, except per share amounts, unaudited)

Reconciliation of common shares outstanding

The shares used in the computation of the Company's basic and diluted earnings (loss) per common share are reconciled as follows:

| Three Months Ended | |
|--------------------|------------|
| November 30, | August 31, |

| | | | | |
|---|------|--------|------|--------|
| Weighted average basic common shares outstanding ⁽¹⁾ | 2020 | 32,723 | 2019 | 32,658 |
| Dilutive effect of convertible notes ⁽²⁾ | | - | | - |
| Dilutive effect of restricted stock units ⁽³⁾ | | - | | - |
| Weighted average diluted common shares outstanding | | 32,723 | | 32,658 |

- (1) Restricted stock grants and restricted stock units that are considered participating securities, including some grants subject to certain performance criteria, are included in weighted average basic common shares outstanding when the Company is in a net earnings position.
- (2) The dilutive effect of the 2.875% Convertible notes issued in February 2017 and the 2.25% Convertible notes issued in July 2019 were excluded from the share calculations due to a net loss in each period.
- (3) Restricted stock units that are not considered participating securities and restricted stock units subject to performance criteria, for which actual levels of performance above target have been achieved, are included in weighted average diluted common shares outstanding when the Company is in a net earnings position.

Reconciliation of Net earnings (loss) attributable to Greenbrier to Adjusted net earnings (loss) attributable to Greenbrier

| | Three Months Ended | |
|--|----------------------|--------------------|
| | November 30, 2020 | August 31, 2020 |
| Net earnings (loss) attributable to Greenbrier | \$ (9,972) | \$ (103) |
| ARI integration related costs, net of tax ⁽¹⁾ | - | 1,936 |
| Severance expense, net of tax & noncontrolling interest ⁽²⁾ | - | 3,636 |
| Adjusted net earnings (loss) attributable to Greenbrier | \$ (9,972) | \$ 5,469 |

- (1) Net of tax of \$620.
- (2) Net of tax and noncontrolling interest of \$2,283.

Reconciliation of Diluted earnings (loss) per share to Adjusted diluted earnings (loss) per share

| | Three Months Ended | |
|---|----------------------|--------------------|
| | November 30, 2020 | August 31, 2020 |
| Diluted earnings (loss) per share | \$ (0.30) | \$ 0.00 |
| ARI integration related costs, net of tax | - | 0.06 |
| Severance expense, net of tax & noncontrolling interest | - | 0.10 |
| Adjusted diluted earnings (loss) per share | \$ (0.30) | \$ 0.16 |
| Weighted average diluted shares used to calculate | | |
| Adjusted diluted earnings (loss) per share | 32,723 | 33,519 |

"SAFE HARBOR" STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995: This press release may contain forward-looking statements, including any statements that are not purely statements of historical fact. Greenbrier uses words, and variations of words, such as "adjust," "align," "believe," "continue," "ensure," "focus," "maintain," "managing," "target," "will," "working," and similar expressions to identify forward-looking statements. These forward-looking statements include, without limitation, statements about backlog, and future liquidity and cash flow as well as other information regarding future performance and strategies and appear throughout this press release including in the headlines and the section "Business Update & Outlook." These forward-looking statements are not guarantees of future performance and are subject to certain risks and uncertainties that could cause actual results to differ materially from the results contemplated by the forward-looking statements. Factors that might cause such a difference include, but are not limited to, the following. (1) We are unable to predict when, how, or with what magnitude COVID-19 governmental reaction to the pandemic, and related economic disruptions will negatively impact our business: we may be prevented from operating our facilities; the operations of our customers may be disrupted increasing the likelihood that our customers may attempt to delay, defer or cancel orders, or cease to operate as going concerns; the operations of our suppliers may be disrupted; our indebtedness may increase; we may breach the covenants in our credit agreement; the market price of our common stock may drop or remain volatile; we may incur significant employee health care costs under our self-insurance programs. The longer the pandemic continues, the more likely that negative impacts on our business will occur, some of which we cannot now foresee. (2) Our backlog of railcar units and marine vessels is not necessarily indicative of future results of operations. Certain orders in backlog are subject to customary documentation which may not occur. Customers may attempt to cancel or modify orders or refuse to accept and pay for products. The likelihood of cancellations, modifications, rejection and non-payment for our products generally increases during periods of

market weakness. The timing of converting backlog to revenue is also materially impacted by our decision whether to lease railcars, sell railcars, or syndicate railcars with a lease attached to an investor. More information on potential factors that could cause our results to differ from our forward-looking statements is included in the Company's filings with the SEC, including in the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of the Company's most recently filed periodic report on Form 10-K and subsequent report on 10-Q. Except as otherwise required by law, the Company assumes no obligation to update any forward-looking statements or information, which speak as of their respective dates. Readers are cautioned not to place undue reliance on these forward-looking statements, which reflect management's opinions only as of the date hereof.

Adjusted Financial Metric Definitions

Adjusted EBITDA, Adjusted net earnings (loss) attributable to Greenbrier and Adjusted diluted EPS are not financial measures under generally accepted accounting principles (GAAP). These metrics are performance measurement tools used by rail supply companies and Greenbrier. You should not consider these metrics in isolation or as a substitute for other financial statement data determined in accordance with GAAP. In addition, because these metrics are not a measure of financial performance under GAAP and are susceptible to varying calculations, the measures presented may differ from and may not be comparable to similarly titled measures used by other companies.

We define Adjusted EBITDA as Net earnings (loss) before Interest and foreign exchange, Income tax benefit (expense), Depreciation and amortization and excluding the impact associated with items we do not believe are indicative of our core business or which affect comparability. We believe the presentation of Adjusted EBITDA provides useful information as it excludes the impact of financing, foreign exchange, income taxes and the accounting effects of capital spending. These items may vary for different companies for reasons unrelated to the overall operating performance of a company's core business. We believe this assists in comparing our performance across reporting periods.

Adjusted net earnings (loss) attributable to Greenbrier and Adjusted diluted EPS excludes the impact associated with items we do not believe are indicative of our core business or which affect comparability. We believe this assists in comparing our performance across reporting periods.

SOURCE The Greenbrier Companies, Inc.

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