## ITRON, INC.

## CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited, in thousands, except per share data)

|  |    | Three Month<br>Decembe |         | Twelve Month<br>December |           |
|--|----|------------------------|---------|--------------------------|-----------|
|  |    | 2024                   | 2023    | 2024                     | 2023      |
| Revenues   |    |                        |         |                          |           |
| Product revenues                                       | \$ | 532,401 \$             | 502,007 | \$<br>2,131,379 \$       | 1,863,489 |
| Service revenues                                       |    | 80,463                 | 75,166  | <br>309,458              | 310,144   |
| Total revenues   |    | 612,864                | 577,173 | <br>2,440,837            | 2,173,633 |
| Cost of revenues                                       |    |                        |         |                          |           |
| Product cost of revenues                               |    | 353,909                | 340,504 | 1,429,942                | 1,292,170 |
| Service cost of revenues                               |    | 45,075                 | 40,279  | <br>171,578              | 167,555   |
| Total cost of revenues                                 |    | 398,984                | 380,783 | <br>1,601,520            | 1,459,725 |
| Gross profit   |    | 213,880                | 196,390 | 839,317                  | 713,908   |
| Operating expenses                                     |    |                        |         |                          |           |
| Sales, general and administrative                      |    | 85,046                 | 81,603  | 339,069                  | 312,779   |
| Research and development                               |    | 58,343                 | 53,919  | 215,034                  | 208,688   |
| Amortization of intangible assets                      |    | 4,517                  | 4,485   | 17,828                   | 18,918    |
| Restructuring  |    | 3,303                  | 7,121   | 2,679                    | 43,989    |
| (Gain) loss on sale of business                        | _  | (59)                   | (8)     | <br>597                  | 667       |
| Total operating expenses                               |    | 151,150                | 147,120 | <br>575,207              | 585,041   |
| Operating income                                       |    | 62,730                 | 49,270  | 264,110                  | 128,867   |
| Other income (expense)                                 |    |                        |         |                          |           |
| Interest income  |    | 12,183                 | 3,346   | 34,577                   | 9,314     |
| Interest expense                                       |    | (5,591)                | (1,870) | (15,379)                 | (8,349)   |
| Other income (expense), net                            |    | 528                    | (1,284) | <br>1,223                | (2,446)   |
| Total other income (expense)                           |    | 7,120                  | 192     | <br>20,421               | (1,481)   |
| Income before income taxes                             |    | 69,850                 | 49,462  | 284,531                  | 127,386   |
| Income tax provision                                   | _  | (11,283)               | (4,555) | <br>(43,407)             | (29,068)  |
| Net income   |    | 58,567                 | 44,907  | <br>241,124              | 98,318    |
| Net income attributable to<br>noncontrolling interests |    | 460                    | 521     | <br>2,019                | 1,395     |
| Net income attributable to Itron, Inc.                 | \$ | 58,107 \$              | 44,386  | \$<br>239,105 \$         | 96,923    |
| Net income per common share - Basic                    | \$ | 1.29 \$                | 0.98    | \$<br>5.27 \$            | 2.13      |
| Net income per common share - Diluted                  | \$ | 1.26 \$                | 0.96    | \$<br>5.18 \$            | 2.11      |

2111 North Molter Road Liberty Lake, WA 99019

1.800.635.5461

| Weighted average common shares<br>outstanding - Basic   | 45,100 | 45,501 | 45,368 | 45,421 |
|---|--------|--------|--------|--------|
| Weighted average common shares<br>outstanding - Diluted | 46,036 | 46,039 | 46,187 | 45,836 |

2111 North Molter Road Liberty Lake, WA 99019

1.800.635.5461

# ITRON, INC. SEGMENT INFORMATION

(Unaudited, in thousands)

|                       |    | Three Months Ended<br>December 31, |    |          | Twelve Months Ended<br>December 31, |           |    |           |
|-----------------------|----|------------------------------------|----|----------|-------------------------------------|-----------|----|-----------|
|                       |    | 2024                               |    | 2023     |                                     | 2024      |    | 2023      |
| Product revenues      |    |                                    |    |          |                                     |           |    |           |
| Device Solutions      | \$ | 107,373                            | \$ | 112,620  | \$                                  | 473,329   | \$ | 452,718   |
| Networked Solutions   |    | 387,421                            |    | 366,637  |                                     | 1,546,278 |    | 1,331,546 |
| Outcomes              |    | 37,607                             |    | 22,750   |                                     | 111,772   |    | 79,225    |
| Total Company         | \$ | 532,401                            | \$ | 502,007  | \$                                  | 2,131,379 | \$ | 1,863,489 |
| Service revenues      |    |                                    |    |          |                                     |           |    |           |
| Device Solutions      | \$ | 1,164                              | \$ | 923      | \$                                  | 3,248     | \$ | 3,008     |
| Networked Solutions   |    | 25,721                             |    | 24,285   |                                     | 103,797   |    | 118,745   |
| Outcomes              |    | 53,578                             |    | 49,958   |                                     | 202,413   |    | 188,391   |
| Total Company         | \$ | 80,463                             | \$ | 75,166   | \$                                  | 309,458   | \$ | 310,144   |
| Total revenues        |    |                                    |    |          |                                     |           |    |           |
| Device Solutions      | \$ | 108,537                            | \$ | 113,543  | \$                                  | 476,577   | \$ | 455,726   |
| Networked Solutions   |    | 413,142                            |    | 390,922  |                                     | 1,650,075 |    | 1,450,291 |
| Outcomes              |    | 91,185                             |    | 72,708   |                                     | 314,185   |    | 267,616   |
| Total Company         | \$ | 612,864                            | \$ | 577,173  | \$                                  | 2,440,837 | \$ | 2,173,633 |
| Gross profit          |    |                                    |    |          |                                     |           |    |           |
| Device Solutions      | \$ | 28,827                             | \$ | 30,566   | \$                                  | 123,464   | \$ | 105,917   |
| Networked Solutions   |    | 144,950                            |    | 136,873  |                                     | 597,780   |    | 499,725   |
| Outcomes              |    | 40,103                             |    | 28,951   |                                     | 118,073   |    | 108,266   |
| Total Company         | \$ | 213,880                            | \$ | 196,390  | \$                                  | 839,317   | \$ | 713,908   |
| Operating income      |    |                                    |    |          |                                     |           |    |           |
| Device Solutions      | \$ | 21,609                             | \$ | 19,853   | \$                                  | 93,522    | \$ | 65,690    |
| Networked Solutions   | ·  | 107,309                            | ·  | 102,869  |                                     | 456,662   |    | 368,921   |
| Outcomes              |    | 20,802                             |    | 14,479   |                                     | 51,730    |    | 50,346    |
| Corporate unallocated |    | (86,990)                           |    | (87,931) |                                     | (337,804) |    | (356,090) |
| Total Company         | \$ | 62,730                             | \$ | 49,270   | \$                                  | 264,110   | \$ | 128,867   |
| Total Gross Margin    |    | 34.9 %                             | 6  | 34.0 %   | Ď                                   | 34.4 %    | 6  | 32.8 %    |

2111 North Molter Road Liberty Lake, WA 99019

1.800.635.5461

## ITRON, INC. CONSOLIDATED BALANCE SHEETS

(Unaudited, in thousands)

|   | Dece | mber 31, 2024 | December 31, 2023 |
|---|------|---------------|-------------------|
| ASSETS                                    |      |               |                   |
| Current assets                            |      |               |                   |
| Cash and cash equivalents                 | \$   | 1,051,237     | \$ 302,049        |
| Accounts receivable, net                  |      | 350,473       | 303,821           |
| Inventories                               |      | 270,725       | 283,686           |
| Other current assets                      |      | 143,457       | 159,882           |
| Total current assets                      |      | 1,815,892     | 1,049,438         |
| Property, plant, and equipment, net       |      | 115,428       | 128,806           |
| Deferred tax assets, net                  |      | 310,280       | 247,211           |
| Other long-term assets                    |      | 41,827        | 38,836            |
| Operating lease right-of-use assets, net  |      | 28,957        | 41,186            |
| Intangible assets, net                    |      | 43,109        | 46,282            |
| Goodwill                                  |      | 1,052,130     | 1,052,504         |
| Total assets                              | \$   | 3,407,623     | \$ 2,604,263      |
| LIABILITIES AND EQUITY                    |      |               |                   |
| Current liabilities                       |      |               |                   |
| Accounts payable                          | \$   | 144,929       | \$ 199,520        |
| Other current liabilities                 |      | 61,241        | 54,407            |
| Wages and benefits payable                |      | 137,384       | 135,803           |
| Taxes payable                             |      | 19,689        | 8,636             |
| Current portion of warranty               |      | 14,302        | 14,663            |
| Unearned revenue                          |      | 150,720       | 124,207           |
| Total current liabilities                 |      | 528,265       | 537,236           |
| Long-term debt, net                       |      | 1,242,424     | 454,827           |
| Long-term warranty                        |      | 7,839         | 7,501             |
| Pension benefit obligation                |      | 59,537        | 63,887            |
| Deferred tax liabilities, net             |      | 565           | 697               |
| Operating lease liabilities               |      | 25,350        | 32,656            |
| Other long-term obligations               |      | 132,215       | 176,028           |
| Total liabilities                         |      | 1,996,195     | 1,272,832         |
| Equity                                    |      |               |                   |
| Common stock                              |      | 1,689,835     | 1,820,510         |
| Accumulated other comprehensive loss, net |      | (109,931)     | (81,190)          |
| Accumulated deficit                       |      | (189,304)     | (428,409)         |
| Total Itron, Inc. shareholders' equity    |      | 1,390,600     | 1,310,911         |
| Noncontrolling interests                  |      | 20,828        | 20,520            |
| Total equity                              |      | 1,411,428     | 1,331,431         |
| Total liabilities and equity              | \$   | 3,407,623     | \$ 2,604,263      |

2111 North Molter Road Liberty Lake, WA 99019

1.800.635.5461

### ITRON, INC. CONSOLIDATED STATEMENTS OF CASH FLOWS

| Zoberation activities<br>Net income     Zoberation activities       Depreciation and amortization of intangible assets     5     241.124     \$     98.318       Adjustments to reconcile net income to net cash provided by operating activities:     Depreciation and amortization of intangible assets     56.277     55.763       Non-cash operating lease expense     20.597     16.454       Stock-based compensation     43.874     28.357       Amortization of prepaid debt fees     5.489     3.664       Deferred taxes, net     (38.791)     (34.646)       Loss on sale of business     5.977     667       Restructuring, non-cash     (191)     385       Other adjustments, net     (985)     (168)       Other current assets     5.969     (52.118)       Other current assets     15.165     (42.410)       Uhre current issets     15.763     24.377       Accounts pavable     3.784     44.700       Unearmed revenue     29.319     28.329       Warrantv     210     (37.011)     29.866       Other operating, net     220.01     (22.027)     124.971 <th>Net income     Adjustments to reconcile net income to net cash provided by operating activities:     Depreciation and amortization of intangible assets     Non-cash operating lease expense     Stock-based compensation     Amortization of prepaid debt fees     Deferred taxes, net     Loss on sale of business     Restructuring, non-cash     Other adjustments, net     Changes in operating assets and liabilities, net of acquisition and sale of business:     Accounts receivable     Inventories     Other current assets     Accounts payable, other current liabilities, and taxes payable     Unearned revenue     Warrantv     Restructuring     Other operating, net     Net cash provided by operating activities     Investing activities     Net cash used in investing activities     Financing activities     Financing activities     Financing activities</th> <th></th> <th colspan="5">Year Ended<br/>December 31,</th> | Net income     Adjustments to reconcile net income to net cash provided by operating activities:     Depreciation and amortization of intangible assets     Non-cash operating lease expense     Stock-based compensation     Amortization of prepaid debt fees     Deferred taxes, net     Loss on sale of business     Restructuring, non-cash     Other adjustments, net     Changes in operating assets and liabilities, net of acquisition and sale of business:     Accounts receivable     Inventories     Other current assets     Accounts payable, other current liabilities, and taxes payable     Unearned revenue     Warrantv     Restructuring     Other operating, net     Net cash provided by operating activities     Investing activities     Net cash used in investing activities     Financing activities     Financing activities     Financing activities |     | Year Ended<br>December 31, |          |  |  |  |
|--|--|-----|----------------------------|----------|--|--|--|
| Net income\$241.124\$98.318Adjustments to reconcile net income to net cash provided by operating activities:Depreciation and amortization of intangible assets56.27755.763Non-cash operating lease expense20.55716.454Stock-based compensation43.87428.357Amortization of prepaid debt fees5.4893.664Deferred taxes, net(38.791)(34.464)Loss on sale of business597667Restructuring, non-cash(191)385Other adjustments, net(895)(169)Changes in operating assets and liabilities, net of acquisition and sale of business:(49.138)(19.494)Inventories5.969(52.118)Other long-term assets15.165(42.410)Other long-term assets15.165(42.410)Other long-term assets(5.789)2.317Accounts provent assets3.78444,700Unearned revenue29.31928.329Warranty210(3.778)Restructuring(31.011)29.866Other operating, net(34.055)-Net cash provided by operating activities238.175124.971Investing activities(53.412)(23.308)Financing activities805.000-Issuance of common stock805.00-Proceeds (payments) related to the sale of business405(772)Accuisitions, net of cash equivalents acquired(34.105)-Proceeds from borrowings805.00   |  |     | 2024                       | 2023     |  |  |  |
| Adjustments to reconcile net income to net cash provided by operating activities:   56,277   55,763     Non-cash operating lease expense   20,597   16,454     Stock-based compensation   43,874   22,357     Amortization of prepaid debt fees   5,489   3,664     Deferred taxes, net   (38,791)   (34,646)     Loss on sale of business   597   667     Restructuring, non-cash   (191)   385     Other adjustments, net   (895)   (169)     Changes in operating assets and liabilities, net of acquisition and sale of business:   42,674   24,210     Accounts receivable   (49,138)   (19,494)   2,317     Inventories   5,669   (52,118)   00     Other current assets   15,165   (42,410)     Other constructing, non-cash   (16,789)   2,317     Vaccounts pavable, other current liabilities, and taxes pavable   (35,388)   (43,657)     Vacaunty   210   (3,778)   23,378     Waranty   210   (3,778)   23,299     Waranty   210   (3,175)   124,971     Investing activities   238,175   124,9   | Operating activities   |     |                            |          |  |  |  |
| Depreciation and amortization of intangible assets56,27755,763Non-cash operating lease expense20,59716,454Stock-based compensation43,87428,337Amortization of prepaid debt fees5,4893,664Deferred taxes, net(38,791)(34,646)Loss on sale of business597667Restructuring, non-cash(191)385Other adjustments, net(895)(168)Charges in operating assets and liabilities, net of acquisition and sale of business:(49,138)(19,494)Inventories5,969(52,118)Other current assets15,165(42,410)Other current assets(6,789)2,317Accounts pavable, other current liabilities, and taxes pavable(35,388)(43,657)Warrantv210(3,778)Restructuring(31,011)28,868Other operating assets238,175124,971Investing activities238,175124,971Investing activities(30,562)(26,884)Unearned revenue(33,562)(26,884)Unearned revenues238,175124,971Investing activities(63,412)(23,308)Financing activities(63,412)(23,308)Financing activities(21,872)(2,471)Other investing, net(30,562)(26,884)Business acquisitions, net(30,562)(26,884)Net cash used in investing activities(63,412)(23,308)Financing activities(21,872)(2,471) </td <td>Net income</td> <td>\$</td> <td>241.124 \$</td> <td>98,318</td>   | Net income   | \$  | 241.124 \$                 | 98,318   |  |  |  |
| Non-cash operating lease expense     20,597     16,454       Stock-based compensation     43,874     28,357       Amortization of prepaid debt fees     5,489     3,664       Deferred taxes, net     (38,791)     (34,646)       Loss on sale of business     597     667       Restructuring, non-cash     (191)     385       Other adjustments, net     (49,138)     (19,494)       Inventories     5,969     (52,118)       Other calcustments, net     5,969     (52,118)       Other constructuring assets     15,165     (42,410)       Other current assets     (5,789)     2,317       Accounts pavable, other current liabilities, and taxes pavable     (35,388)     (43,657)       Waqes and benefits pavable     3,778     44,4700     Unearned revenue     29,319     28,329       Warrantv     210     (3,778)     Restructuring     (31,011)     29,866     Other operating, net     (22,027)     12,4231       Net cash provided by operating activities     3,052     (26,884)     3,0562     (26,884)       Business acquisitions, net of cash equivalents a   | Adjustments to reconcile net income to net cash provided by operating activition   | es: |                            |          |  |  |  |
| Non-cash operating lease expense     20,597     16,454       Stock-based compensation     43,874     28,357       Amortization of prepaid debt fees     5,489     3,664       Deferred taxes, net     (38,791)     (34,646)       Loss on sale of business     597     667       Restructuring, non-cash     (191)     385       Other adjustments, net     (49,138)     (19,494)       Inventories     5,969     (52,118)       Other calcustments, net     5,969     (52,118)       Other constructuring assets     15,165     (42,410)       Other current assets     (5,789)     2,317       Accounts pavable, other current liabilities, and taxes pavable     (35,388)     (43,657)       Waqes and benefits pavable     3,778     44,4700     Unearned revenue     29,319     28,329       Warrantv     210     (3,778)     Restructuring     (31,011)     29,866     Other operating, net     (22,027)     12,4231       Net cash provided by operating activities     3,052     (26,884)     3,0562     (26,884)       Business acquisitions, net of cash equivalents a   | Depreciation and amortization of intangible assets   |     | 56.277                     | 55.763   |  |  |  |
| Stock-based compensation     43,874     28,357       Amortization of prepaid debt fees     5,489     3,664       Deferred taxes, net     (38,791)     (34,646)       Loss on sale of business     597     667       Restructuring, non-cash     (191)     385       Other adjustments, net     (895)     (169)       Changes in operating assets and liabilities, net of acquisition and sale of business:     449,138)     (19,494)       Inventories     5,969     (52,118)     Other current assets     (6,789)     2,317       Other current assets     (6,789)     2,317     Accounts payable, other current liabilities, and taxes payable     (35,388)     (43,677)       Vages and benefits payable     3,784     44,700     Unearned revenue     29,319     28,329       Warrantv     210     (3,771)     28,866     Other operating, net     (22,027)     12,423.       Net cash provided by operating activities     238,175     124,971     Investing activities     (33,611)     29,866       Other operating, net     (30,562)     (26,884)     Business acquisitions of property, plant, and equipment     (30,562)<  |  |     | -                          |          |  |  |  |
| Amortization of prepaid debt fees     5.489     3.664       Deferred taxes, net     (38,791)     (34.646)       Loss on sale of business     5.97     667       Restructuring, non-cash     (191)     3.85       Other adjustments, net     (895)     (169)       Changes in operating assets and liabilities, net of acquisition and sale of business:     (49,138)     (19.494)       Inventories     5.969     (52.118)     (52.118)       Other current assets     15.155     (42.410)       Other current assets     (6.789)     2.317       Accounts pavable, other current liabilities, and taxes payable     (35.388)     (43.657)       Warea and benefits payable     3.784     44.700       Unearmed revenue     29.319     28.329       Warrantv     210     (37.781       Restructuring, net     (22.0271     12.4221       Net cash provided by operating activities     238.175     124.971       Investing activities     (63.412)     (23.08)       Proceeds (payments) related to the sale of business     405     (772)       Acquisitions of property, plant, and equipment <td></td> <td></td> <td></td> <td></td>  |  |     |                            |          |  |  |  |
| Deferred taxes, net     (38,791)     (34,646)       Loss on sale of business     597     667       Restructuring, non-cash     (191)     385       Other adjustments, net     (895)     (169)       Changes in operating assets and liabilities, net of acquisition and sale of business:      (49,138)     (19,494)       Inventories     5,969     (52,118)     (10,494)       Other current assets     (6,789)     2,317       Accounts pavable, other current liabilities, and taxes pavable     (35,388)     (43,657)       Ware and benefits pavable     3,784     44,700       Unearned revenue     29,319     28,329       Warrantv     210     (3,778)       Restructuring     (31,011)     29,866       Other operating, net     (22,027)     12,423       Net cash provided by operating activities     238,175     124,971       Investing activities     (33,105)     -       Net proceeds (payments) related to the sale of business     405     (772)       Acquisitions of property, plant, and equipment     (30,562)     (26,844)       Net cash used in invest  |  |     | -                          |          |  |  |  |
| Loss on sale of business597667Restructuring, non-cash(191)385Other adjustments, net(895)(169)Changes in operating assets and liabilities, net of acquisition and sale of business:(49,138)(19,494)Inventories5,969(52,118)Other current assets15,165(42,410)Other current assets(6,789)2,317Accounts pavable, other current liabilities, and taxes pavable(35,388)(43,657)Wares and benefits pavable3,78444,700Unearmed revenue29,31928,329Warranty210(37,781)Restructurina(31,011)29,866Other operating, net(22,027)12,423Net cash provided by operating activities405(772)Investing activities405(772)Net cash provided by operating activities405(772)Investing activities(63,412)(23,308)Financing activities(63,412)(23,308)Financing activities(63,412)(23,308)Financing activities(100,997)-Resurchase of common stock8,3213,674Pavements on call spread for convertible offering(108,997)-Resurchase of common stock(21,872)(24,711)Other financing, net(28,279)(4,2711)Other financing, net(28,279)(4,2711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash a   |  |     | -                          |          |  |  |  |
| Restructuring, non-cash(191)385Other adjustments, net(895)(169)Changes in operating assets and liabilities, net of acquisition and sale of business:(49,138)(19,494)Inventories5,969(52,118)Other current assets15,165(42,410)Other current assets(6,789)2,317Accounts pavable, other current liabilities, and taxes pavable(35,388)(43,657)Wages and benefits pavable3,78444,700Unearmed revenue29,31928,329Warranty210(3,778)Restructuring(31,011)29,866Other operating, net(22,027)12,423Net cash provided by operating activities238,175124,971Investing activities(34,105)-Other investing, net(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities(108,997)-Repurchase of common stock(100,000)-Proceeds from borrowings805,000-Issuance of convertible offering(108,997)-Repurchase of convortible offering(108,997)-Repurchase of convertible offering(2,872)(2,471)Other investing net(2,872)(2,471)Other investing on cash and cash equivalents(5,148)1.887Increase in cash and cash equiva   |  |     |                            |          |  |  |  |
| Other adjustments, net(895)(169)Changes in operating assets and liabilities, net of acquisition and sale of business:(49,138)(19,494)Inventories5.969(52,118)Other current assets15,165(42,410)Other long-term assets(6,789)2.317Accounts payable, other current liabilities, and taxes payable35,388)(43,657)Wages and benefits payable3.78444,700Unearned revenue29,31928,329Warranty210(3,778)Restructuring(31,011)29,866Other operating, net(22,027)12,423Net cash provided by operating activities238,175124,971Investing activities405(772)Net proceeds (payments) related to the sale of business405(772)Acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities(100,000)-Proceeds from borrowings805,000-Issuance of common stock8.3213.674Payments on call spread for convertible offering(108,997)-Repurchase of common stock(100,000)-Prepaid debt fees(21,872)(2,4711)Other financing, net(28,73)(3,508)Effect of foreign exchange rate changes on cash and cash equivalents<  |  |     |                            |          |  |  |  |
| Changes in operating assets and liabilities, net of acquisition and sale of business:   (49,138)   (19,494)     Inventories   5,969   (52,118)     Other current assets   (6,789)   2,317     Accounts payable, other current liabilities, and taxes payable   (35,388)   (43,657)     Wages and benefits payable   3,784   44,700     Unearned revenue   29,319   28,329     Warranty   210   (3,778)     Restructuring   (31,011)   29,866     Other operating, net   (22,027)   12,422     Net cash provided by operating activities   238,175   124,971     Investing activities   (31,011)   29,866   (772)     Acquisitions of property, plant, and equipment   (30,562)   (26,884)     Business acquisitions, net of cash equivalents acquired   (34,105)      Other investing, net   855   4.344     Net cash used in investing activities   (63,412)   (23,306)     Financing activities   (61,412)   (23,306)     Proceeds from borrowings   805,000      Issuance of common stock   (100,000)      Prepaid  |  |     |                            |          |  |  |  |
| Inventories $5,969$ $(52,118)$ Other current assets $15,165$ $(42,410)$ Other long-term assets $(6,789)$ $2,317$ Accounts payable, other current liabilities, and taxes payable $(3,5,388)$ $(43,687)$ Wages and benefits payable $3,784$ $44,700$ Unearned revenue $29,319$ $28,329$ Warrantv $210$ $(3,778)$ Restructuring $(31,011)$ $29,866$ Other operating, net $(22,027)$ $12,423$ Net cash provided by operating activities $238,175$ $124,971$ Investing activities $405$ $(772)$ Acquisitions of property, plant, and equipment $(30,562)$ $(26,884)$ Business acquisitions, net of cash equivalents acquired $(34,105)$ $-$ Other investing, net $805,000$ $-$ Net cash used in investing activities $(63,412)$ $(23,308)$ Financing activities $(108,997)$ $-$ Repurchase of common stock $8,321$ $3,674$ Payments on call spread for convertible offering $(100,000)$ $-$ Prepaid debt fees $(21,872)$ $(2,471)$ Other financing, net $(22,879)$ $(4,711)$ Net cash provided by (used in) financing activities $579,573$ $(3,508)$ Effect of foreign exchange rate changes on cash and cash equivalents $749,188$ $100,042$ Cash and cash equivalents $749,188$ $100,042$ Cash and cash equivalents $749,188$ $100,042$   |  | s:  | (000)                      | (100)    |  |  |  |
| Other current assets15,165 $(42,410)$ Other long-term assets(6,789)2,317Accounts pavable, other current liabilities, and taxes pavable $(35,388)$ $(43,657)$ Wages and benefits pavable $3,784$ $44,700$ Unearned revenue29,319 $28,329$ Warranty210 $(3,778)$ Restructuring $(31,011)$ 29,866Other operating, net $(22,027)$ $12,423$ Net cash provided by operating activities238,175 $124,971$ Investing activities $(30,562)$ $(26,884)$ Business acquisitions, net of cash equivalents acquired $(34,105)$ Other investing, net $(30,562)$ $(26,884)$ Net cash used in investing activities $(63,412)$ $(23,308)$ Financing activities $(63,412)$ $(23,308)$ Financing activities $(100,000)$ Proceeds from borrowings $805,000$ Issuance of common stock $8,321$ $3,674$ Payments on call spread for convertible offering $(108,997)$ Repurchase of common stock $(21,872)$ $(2,471)$ Other financing, net $(22,873)$ $(4,711)$ Net cash provided by (used in) financing activities $579,573$ $(3,508)$ Effect of foreign exchange rate changes on cash and cash equivalents $(5,148)$ $1.887$ Increase in cash and cash equivalents $749,188$ $100,042$ Cash and cash equivalents $749,188$ $100,042$ Cash and cash equivalents $749,202,007$   | Accounts receivable  |     | (49,138)                   | (19,494) |  |  |  |
| Other long-term assets(6,789)2,317Accounts payable, other current liabilities, and taxes payable(35,388)(43,657)Wages and benefits payable3,78444,700Unearned revenue29,31928,329Warranty210(3,778)Restructuring(31,011)29,866Other operating, net(22,027)12,423Net cash provided by operating activities238,175124,971Investing activities(30,562)(26,884)Business acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)Other investing, net8504,348Net cash used in investing activities(63,412)(23,308)Financing activities(108,997)-Proceeds from borrowings805,000-Issuance of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(22,873)(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents(24,711)1,882Increase in cash and cash equivalents23,049202,007   | Inventories  |     | 5,969                      |          |  |  |  |
| Other long-term assets(6,789)2,317Accounts payable, other current liabilities, and taxes payable(35,388)(43,657)Wages and benefits payable3,78444,700Unearned revenue29,31928,329Warranty210(3,778)Restructuring(31,011)29,866Other operating, net(22,027)12,423Net cash provided by operating activities238,175124,971Investing activities(30,562)(26,884)Business acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)Other investing, net8504,348Net cash used in investing activities(63,412)(23,308)Financing activities(108,997)-Proceeds from borrowings805,000-Issuance of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(22,873)(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents(24,711)1,882Increase in cash and cash equivalents23,049202,007   | Other current assets   |     | 15,165                     |          |  |  |  |
| Accounts payable, other current liabilities, and taxes payable(35,388)(43,657)Wages and benefits payable3,78444,700Unearned revenue29,31928,329Warranty210(3,778)Restructuring(31,011)29,866Other operating, net(22,027)12,423.Net cash provided by operating activities238,175124,971Investing activities238,175124,971Investing activities(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504,348Net cash used in investing activities(63,412)(23,308)Financing activities805,000-Issuance of common stock8,3213,674Payments on call spread for convertible offering(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(28,79)(4,211)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887.Increase in cash and cash equivalents749,188100,042Cash and cash equivalents24,99202,007.   | Other long-term assets   |     | (6,789)                    |          |  |  |  |
| Wages and benefits payable $3,784$ $44,700$ Unearned revenue $29,319$ $28,329$ Warranty $210$ $(3,778)$ Restructuring $(31,011)$ $29,866$ Other operating, net $(22,027)$ $12,423$ Net cash provided by operating activities $238,175$ $124,971$ Investing activities $405$ $(772)$ Acquisitions of property, plant, and equipment $(30,562)$ $(26,884)$ Business acquisitions, net of cash equivalents acquired $(34,105)$ Other investing, net $850$ $4.348$ Net cash used in investing activities $(63,412)$ $(23,308)$ Financing activities $(100,000)$ Proceeds from borrowings $805,000$ Issuance of common stock $8,321$ $3,674$ Payments on call spread for convertible offering $(108,997)$ Repurchase of common stock $(21,872)$ $(2,471)$ Other financing, net $(22,872)$ $(2,471)$ Net cash provided by (used in) financing activities $579,573$ $(3,508)$ Effect of foreign exchange rate changes on cash and cash equivalents $(5,148)$ $1.887$ Increase in cash and cash equivalents $749,188$ $100,042$ Cash and cash equivalents at beginning of period $302.049$ $202.007$   | Accounts payable, other current liabilities, and taxes payable   |     | (35,388)                   |          |  |  |  |
| Unearned revenue29,31928,329Warranty210(3,778)Restructuring(31,011)29,866Other operating, net(22,027)12,423.Net cash provided by operating activities238,175124,971Investing activities238,175124,971Investing activities405(772)Acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504,348Net cash used in investing activities(63,412)(23,308)Financing activities(100,000)-Proceeds from borrowings805,000-Issuance of common stock8,3213,674Payments on call spread for convertible offering(100,000)-Prepaid debt fees(21,872)(2,471)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887.Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007.   |  |     | 3,784                      |          |  |  |  |
| Warrantv210(3,778)Restructuring(31,011)29,866Other operating, net(22,027)12,423Net cash provided by operating activities238,175124,971Investing activities238,175124,971Investing activities(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504,348Net cash used in investing activities(63,412)(23,308)Financing activities(100,000)-Proceeds from borrowings805,000-Issuance of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(28,79)(4,7111)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007   |  |     |                            |          |  |  |  |
| Other operating, net(22.027)12.423Net cash provided by operating activities238,175124,971Investing activities238,175124,971Investing activities405(772)Acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities(63,412)(23,308)Financing activities805,000-Proceeds from borrowings805,000-Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)-Repurchase of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(2,879)(4,711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007   | Warranty   |     |                            |          |  |  |  |
| Other operating, net(22.027)12.423Net cash provided by operating activities238,175124,971Investing activities238,175124,971Investing activities405(772)Acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities(63,412)(23,308)Financing activities805,000Proceeds from borrowings805,000Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)Repurchase of common stock(100,000)Prepaid debt fees(21,872)(2,471)Other financing, net(2,879)(4,711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007  | Restructuring  |     |                            |          |  |  |  |
| Net cash provided by operating activities238,175124,971Investing activitiesNet proceeds (payments) related to the sale of business405(772)Acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities805,000-Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)-Repurchase of common stock(21,872)(2,471)Other financing, net(22,879)(4,711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007  | Other operating, net   |     |                            |          |  |  |  |
| Net proceeds (payments) related to the sale of business405(772)Acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities(63,412)(23,308)Financing activities805,000Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)Repurchase of common stock(100,000)Prepaid debt fees(21,872)(2,471)Other financing, net(28,79)(4,711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007   | Net cash provided by operating activities  |     | 238,175                    | 124,971  |  |  |  |
| Net proceeds (payments) related to the sale of business405(772)Acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities(63,412)(23,308)Financing activities805,000Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)Repurchase of common stock(100,000)Prepaid debt fees(21,872)(2,471)Other financing, net(28,79)(4,711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007   | Investing activities   |     |                            |          |  |  |  |
| Acquisitions of property, plant, and equipment(30,562)(26,884)Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities(63,412)(23,308)Financing activities805,000-Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)-Repurchase of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(2.879)(4.711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5.148)1.887Increase in cash and cash equivalents at beginning of period749,188100,042Cash and cash equivalents at beginning of period302,049202,007   |  |     | 405                        | (772)    |  |  |  |
| Business acquisitions, net of cash equivalents acquired(34,105)-Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities(63,412)(23,308)Proceeds from borrowings805,000-Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)-Repurchase of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(2879)(4,7111)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007  | Acquisitions of property, plant, and equipment   |     | (30,562)                   |          |  |  |  |
| Other investing, net8504.348Net cash used in investing activities(63,412)(23,308)Financing activities805,000Proceeds from borrowings805,000Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)Repurchase of common stock(100,000)Prepaid debt fees(21,872)(2,471)Other financing, net(2,879)(4,7111)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1,887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302,049202,007   |  |     | (34,105)                   | _        |  |  |  |
| Financing activitiesProceeds from borrowings805,000Issuance of common stock8,321Payments on call spread for convertible offering(108,997)Repurchase of common stock(100,000)Prepaid debt fees(21,872)Other financing, net(2.879)Net cash provided by (used in) financing activities579,573Effect of foreign exchange rate changes on cash and cash equivalents(5.148)Increase in cash and cash equivalents749,188100,042302.049202.007   | Other investing, net   |     |                            | 4.348    |  |  |  |
| Proceeds from borrowings805,000Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)Repurchase of common stock(100,000)Prepaid debt fees(21,872)(2,471)Other financing, net(2.879)(4,711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007  | Net cash used in investing activities  |     | (63,412)                   | (23,308) |  |  |  |
| Proceeds from borrowings805,000Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)Repurchase of common stock(100,000)Prepaid debt fees(21,872)(2,471)Other financing, net(2.879)(4,711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007  | Financing activities   |     |                            |          |  |  |  |
| Issuance of common stock8,3213,674Payments on call spread for convertible offering(108,997)-Repurchase of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(2.879)(4,711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5,148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007   |  |     | 805.000                    | _        |  |  |  |
| Payments on call spread for convertible offering(108,997)-Repurchase of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(2.879)(4.711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5.148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007   |  |     |                            | 3.674    |  |  |  |
| Repurchase of common stock(100,000)-Prepaid debt fees(21,872)(2,471)Other financing, net(2.879)(4.711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5.148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007   |  |     |                            |          |  |  |  |
| Prepaid debt fees(21,872)(2,471)Other financing, net(2.879)(4.711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5.148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007   | Repurchase of common stock   |     |                            | _        |  |  |  |
| Other financing, net(2.879)(4.711)Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5.148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007   |  |     |                            | (2.471)  |  |  |  |
| Net cash provided by (used in) financing activities579,573(3,508)Effect of foreign exchange rate changes on cash and cash equivalents(5.148)1.887Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007   |  |     |                            |          |  |  |  |
| Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007  |  |     |                            |          |  |  |  |
| Increase in cash and cash equivalents749,188100,042Cash and cash equivalents at beginning of period302.049202.007  | Effect of foreign exchange rate changes on cash and cash equivalents   |     | (5 148)                    | 1 887    |  |  |  |
| Cash and cash equivalents at beginning of period <u>302.049</u> 202.007  |  |     |                            |          |  |  |  |
|  |  |     |                            |          |  |  |  |
|  | Cash and cash equivalents at end of period   | \$  | 1.051.237 \$               | 302.049  |  |  |  |

2111 North Molter Road Liberty Lake, WA 99019

1.800.635.5461

### About Non-GAAP Financial Measures

To supplement our consolidated financial statements, which are prepared in accordance with GAAP, we use certain non-GAAP financial measures, including non-GAAP operating expense, non-GAAP operating income, non-GAAP net income, non-GAAP diluted EPS, adjusted EBITDA, free cash flow, and constant currency. The presentation of this financial information is not intended to be considered in isolation or as a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP, and other companies may define such measures differently. For a reconciliation of each non-GAAP measure to the most comparable financial measure prepared and presented in accordance with GAAP, please see the table captioned Reconciliations of Non-GAAP Financial Measures to the Most Directly Comparable GAAP Financial Measures.

We use these non-GAAP financial measures for financial and operational decision making and/or as a means for determining executive compensation. Management believes that these non-GAAP financial measures provide meaningful supplemental information regarding our performance and ability to service debt by excluding certain expenses that may not be indicative of our recurring core operating results. These non-GAAP financial measures facilitate management's internal comparisons to our historical performance, as well as comparisons to our competitors' operating results. Our executive compensation plans exclude non-cash charges related to amortization of intangibles and certain discrete cash and non-cash charges, such as restructuring, loss on sale of business, strategic initiative expenses, or acquisition and integration related expenses. We believe that both management and investors benefit from referring to these non-GAAP financial measures in assessing our performance and when planning, forecasting and analyzing future periods. We believe these non-GAAP financial measures are useful to investors because they provide greater transparency with respect to key metrics used by management in its financial and operational decision making and because they are used by our institutional investors and the analyst community to analyze the health of our business.

Non-GAAP operating expenses and non-GAAP operating income - We define non-GAAP operating expenses as operating expenses excluding certain expenses related to the amortization of intangible assets, restructuring, loss on sale of business, strategic initiative expenses, and acquisition and integration related expenses. We define non-GAAP operating income as operating income excluding the expenses related to the amortization of intangible assets, restructuring, loss on sale of business, strategic initiative expenses, and acquisition and integration related expenses. Acquisition and integration related expenses include costs, which are incurred to affect and integrate business combinations, such as professional fees, certain employee retention and salaries related to integration, severances, contract terminations, travel costs related to knowledge transfer, system conversion costs, and asset impairment charges. We consider these non-GAAP financial measures to be useful metrics for management and investors because they exclude the effect of expenses that are not related to our core operating results. By excluding these expenses, we believe that it is easier for management and investors to compare our financial results over multiple periods and analyze trends in our operations. For example, in certain periods, expenses related to amortization of intangible assets may decrease, which would improve GAAP operating margins, yet the improvement in GAAP operating margins due to this lower expense is not necessarily reflective of an improvement in our core business. There are some limitations related to the use of non-GAAP operating expenses and non-GAAP operating income versus operating expenses and operating income calculated in accordance with GAAP. We compensate for these limitations by providing specific information about the GAAP amounts excluded from non-GAAP operating expense and non-GAAP operating income and 2111 North Molter Road

Liberty Lake, WA 99019

1.800.635.5461

evaluating non-GAAP operating expense and non-GAAP operating income together with GAAP operating expense and operating income.

<u>Non-GAAP net income and non-GAAP diluted EPS</u> – We define non-GAAP net income as net income attributable to Itron, Inc. excluding the expenses associated with amortization of intangible assets, amortization of debt placement fees, restructuring, loss on sale of business, strategic initiative expenses, acquisition and integration related expenses, and the tax effect of excluding these expenses. We define non-GAAP diluted EPS as non-GAAP net income divided by diluted weighted-average shares outstanding during the period calculated on a GAAP basis and then reduced to reflect any anti-dilutive impact of the convertible notes hedge transactions. We consider these financial measures to be useful metrics for management and investors for the same reasons that we use non-GAAP operating income. The same limitations described above regarding our use of non-GAAP operating income apply to our use of non-GAAP net income and non-GAAP diluted EPS. We compensate for these limitations by providing specific information regarding the GAAP amounts excluded from these non-GAAP measures and evaluating non-GAAP net income and non-GAAP diluted EPS together with GAAP net income attributable to Itron, Inc. and GAAP diluted EPS.

<u>Adjusted EBITDA</u> – We define adjusted EBITDA as net income (a) minus interest income, (b) plus interest expense, depreciation and amortization, restructuring, loss on sale of business, strategic initiative expenses, acquisition and integration related expenses, and (c) excluding income tax provision or benefit. Management uses adjusted EBITDA as a performance measure for executive compensation. A limitation to using adjusted EBITDA is that it does not represent the total increase or decrease in the cash balance for the period and the measure includes some non-cash items and excludes other non-cash items. Additionally, the items that we exclude in our calculation of adjusted EBITDA may differ from the items that our peer companies exclude when they report their results. We compensate for these limitations by providing a reconciliation of this measure to GAAP net income.

<u>Free cash flow</u> – We define free cash flow as net cash provided by operating activities less cash used for acquisitions of property, plant and equipment. We believe free cash flow provides investors with a relevant measure of liquidity and a useful basis for assessing our ability to fund our operations and repay our debt. The same limitations described above regarding our use of adjusted EBITDA apply to our use of free cash flow. We compensate for these limitations by providing specific information regarding the GAAP amounts in the reconciliation.

<u>Constant currency</u> – We refer to the impact of foreign currency exchange rate fluctuations in our discussions of financial results, which references the differences between the foreign currency exchange rates used to translate operating results from the entity's functional currency into U.S. dollars for financial reporting purposes. We also use the term "constant currency", which represents financial results adjusted to exclude changes in foreign currency exchange rates as compared with the rates in the comparable prior year period. We calculate the constant currency change as the difference between the current period results and the comparable prior period's results restated using current period foreign currency exchange rates.

The tables below reconcile the non-GAAP financial measures of operating expenses, operating income, net income, diluted EPS, adjusted EBITDA, and free cash flow with the most directly comparable GAAP financial measures.

2111 North Molter Road Liberty Lake, WA 99019

1.800.635.5461

### ITRON, INC. RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES TO THE MOST DIRECTLY COMPARABLE GAAP FINANCIAL MEASURES

(Unaudited, in thousands, except per share data)

| TOTAL COMPANY RECONCILIATIONS                                    |    | Three Months Ended December 31, |    |         | Twelve Months Ended December 31, |            |             |      |
|--|----|---------------------------------|----|---------|----------------------------------|------------|-------------|------|
|  |    | 2024                            |    | 2023    |                                  | 2024       | 2023        |      |
| NON-GAAP OPERATING EXPENSES                                      |    |                                 |    |         |                                  |            |             |      |
| GAAP operating expenses  | \$ | 151,150                         | \$ | 147,120 | \$                               | 575,207 \$ | 585,        | ,041 |
| Amortization of intangible assets                                |    | (4,517)                         |    | (4,485) |                                  | (17,828)   | (18,        | ,918 |
| Restructuring  |    | (3,303)                         |    | (7,121) |                                  | (2,679)    | (43,        | ,989 |
| Gain (loss) on sale of business                                  |    | 59                              |    | 8       |                                  | (597)      | (           | (667 |
| Strategic initiative   |    | _                               |    | —       |                                  | —          |             | 5    |
| Acquisition and integration                                      |    | (67)                            |    | (27)    |                                  | (723)      | (           | (144 |
| Non-GAAP operating expenses                                      | \$ | 143,322                         | \$ | 135,495 | \$                               | 553,380 \$ | 5 521,      | ,328 |
| NON-GAAP OPERATING INCOME  |    |                                 |    |         |                                  |            |             |      |
| GAAP operating income  | \$ | 62,730                          | \$ | 49,270  | \$                               | 264,110 \$ | 5 128,      | ,867 |
| Amortization of intangible assets                                |    | 4,517                           |    | 4,485   |                                  | 17,828     | 18,         | ,918 |
| Restructuring  |    | 3,303                           |    | 7,121   |                                  | 2,679      | 43,         | ,989 |
| (Gain) loss on sale of business                                  |    | (59)                            |    | (8)     |                                  | 597        |             | 66   |
| Strategic initiative   |    | _                               |    | —       |                                  | —          |             | (5   |
| Acquisition and integration                                      |    | 67                              |    | 27      |                                  | 723        |             | 144  |
| Non-GAAP operating income  | \$ | 70,558                          | \$ | 60,895  | \$                               | 285,937    | <u> </u>    | ,580 |
| NON-GAAP NET INCOME & DILUTED EPS                                |    |                                 |    |         |                                  |            |             |      |
| GAAP net income attributable to Itron, Inc.                      | \$ | 58,107                          | \$ | 44,386  | \$                               | 239,105 \$ | <b>9</b> 6, | ,92  |
| Amortization of intangible assets                                |    | 4,517                           |    | 4,485   |                                  | 17,828     | 18,         | ,918 |
| Amortization of debt placement fees                              |    | 1,776                           |    | 860     |                                  | 5,314      | 3,          | ,489 |
| Restructuring  |    | 3,303                           |    | 7,121   |                                  | 2,679      | 43,         | ,989 |
| (Gain) loss on sale of business                                  |    | (59)                            |    | (8)     |                                  | 597        |             | 667  |
| Strategic initiative   |    | _                               |    | —       |                                  | _          |             | (5   |
| Acquisition and integration                                      |    | 67                              |    | 27      |                                  | 723        |             | 144  |
| Income tax effect of non-GAAP adjustments                        |    | (5,555)                         |    | (183)   |                                  | (6,446)    | (10,        | ,339 |
| Non-GAAP net income attributable to Itron, Inc.                  | \$ | 62,156                          | \$ | 56,688  | \$                               | 259,800 \$ | 6 153,      | ,786 |
| Non-GAAP diluted EPS   | \$ | 1.35                            | \$ | 1.23    | \$                               | 5.62       | 3 3         | 3.36 |
| Non-GAAP weighted average common shares<br>outstanding - Diluted |    | 46,036                          |    | 46,039  |                                  | 46,187     | 45,         | ,836 |

2111 North Molter Road Liberty Lake, WA 99019

1.800.635.5461

### ITRON, INC. RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES TO THE MOST DIRECTLY COMPARABLE GAAP FINANCIAL MEASURES

| TOTAL COMPANY RECONCILIATIONS                    | Tł   | ree Months End | ed D | ecember 31, | T\ | welve Months Ende | ed December 31, |
|--|------|----------------|------|-------------|----|-------------------|-----------------|
| (Unaudited, in thousands, except per share data) | 2024 |                |      | 2023        |    | 2024              | 2023            |
| ADJUSTED EBITDA                                  |      |                |      |             |    |                   |                 |
| GAAP net income attributable to Itron, Inc.      | \$   | 58,107         | \$   | 44,386      | \$ | 239,105 \$        | 96,923          |
| Interest income                                  |      | (12,183)       |      | (3,346)     |    | (34,577)          | (9,314)         |
| Interest expense                                 |      | 5,591          |      | 1,870       |    | 15,379            | 8,349           |
| Income tax provision                             |      | 11,283         |      | 4,555       |    | 43,407            | 29,068          |
| Depreciation and amortization                    |      | 15,298         |      | 13,750      |    | 56,277            | 55,763          |
| Restructuring                                    |      | 3,303          |      | 7,121       |    | 2,679             | 43,989          |
| (Gain) loss on sale of business                  |      | (59)           |      | (8)         |    | 597               | 667             |
| Strategic initiative                             |      | —              |      | _           |    | _                 | (5)             |
| Acquisition and integration                      |      | 67             |      | 27          |    | 723               | 144             |
| Adjusted EBITDA                                  | \$   | 81,407         | \$   | 68,355      | \$ | 323,590 \$        | 225,584         |
| FREE CASH FLOW                                   |      |                |      |             |    |                   |                 |
| Net cash provided by operating activities        | \$   | 79,849         | \$   | 47,895      | \$ | 238,175 \$        | 124,971         |
| Acquisitions of property, plant, and equipment   |      | (9,684)        |      | (8,580)     |    | (30,562)          | (26,884)        |
| Free Cash Flow                                   | \$   | 70,165         | \$   | 39,315      | \$ | 207,613 \$        | 98,087          |

2111 North Molter Road Liberty Lake, WA 99019

1.800.635.5461