



### Safe Harbor Disclaimers

#### **Special Note Regarding Forward-Looking Statements**

Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995: This presentation contains, and certain oral statements made by our representatives from time to time may contain, forward-looking statements. Generally, forward-looking statements include information describing actions, events, results, strategies and expectations and are generally identifiable by use of the words "believes," "expects," "intends," "anticipates," "plans," "seeks," "estimates," "projects," "may," "will," "could," "might," or "continues" or similar expressions. The forward-looking statements in this press release include without limitation our 2018 guidance for the Construction and Marine Services segments and statements regarding our expectations regarding building shareholder value and future cash and invested assets. Such statements are based on the beliefs and assumptions of HC2's management and the management of HC2's subsidiaries and portfolio companies. The Company believes these judgments are reasonable, but you should understand that these statements are not guarantees of performance or results, and the Company's actual results could differ materially from those expressed or implied in the forward-looking statements due to a variety of important factors, both positive and negative, that may be revised or supplemented in subsequent reports on Forms 10-K, 10-Q and 8-K. Such important factors include, without limitation, issues related to the restatement of our financial statements; the fact that we have historically identified material weaknesses in our internal control over financial reporting, and any inability to remediate future material weaknesses; capital market conditions; the ability of HC2's subsidiaries and portfolio companies to generate sufficient net income and cash flows to make upstream cash distributions; volatility in the trading price of HC2 common stock; the ability of HC2 and its subsidiaries and portfolio companies to identify any suitable future acquisition or disposition opportunities; our ability to realize efficiencies, cost savings, income and margin improvements, growth, economies of scale and other anticipated benefits of strategic transactions; difficulties related to the integration of financial reporting of acquired or target businesses; difficulties completing pending and future acquisitions and dispositions; effects of litigation, indemnification claims, and other contingent liabilities; changes in regulations and tax laws; and risks that may affect the performance of the operating subsidiaries and portfolio companies of HC2. Although HC2 believes its expectations and assumptions regarding its future operating performance are reasonable, there can be no assurance that the expectations reflected herein will be achieved. These risks and other important factors discussed under the caption "Risk Factors" in our most recent Annual Report on Form 10-K filed with the Securities and Exchange Commission ("SEC"), and our other reports filed with the SEC could cause actual results to differ materially from those indicated by the forward-looking statements made in this presentation.

You should not place undue reliance on forward-looking statements. All forward-looking statements attributable to HC2 or persons acting on its behalf are expressly qualified in their entirety by the foregoing cautionary statements. All such statements speak only as of the date made, and unless legally required, HC2 undertakes no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.



### Safe Harbor Disclaimers

#### **Non-GAAP Financial Measures**

#### Adjusted EBITDA

In this presentation, HC2 refers to certain financial measures that are not presented in accordance with U.S. generally accepted accounting principles ("GAAP"), including Core Operating Subsidiary Adjusted EBITDA, Total Adjusted EBITDA (excluding the Insurance segment) and Adjusted EBITDA for its operating segments. Management believes that Adjusted EBITDA measures provide investors with meaningful information for gaining an understanding of the Company's results as it is frequently used by the financial community to provide insight into an organization's operating trends and facilitates comparisons between peer companies, because interest, taxes, depreciation, amortization and the other items for which adjustments are made as noted in the definition of Adjusted EBITDA below can differ greatly between organizations as a result of differing capital structures and tax strategies. In addition, management uses Adjusted EBITDA measures in evaluating certain of the Company's segments performance because they eliminate the effects of considerable amounts of non-cash depreciation and amortization and items not within the control of the Company's operations managers. While management believes that these non-GAAP measurements are useful as supplemental information, such adjusted results are not intended to replace our GAAP financial results and should be read together with HC2's results reported under GAAP.

Management defines Adjusted EBITDA as net income (loss) adjusted to exclude the impact of depreciation and amortization; amortization of equity method fair value adjustments at acquisition; (gain) loss on sale or disposal of assets; lease termination costs; asset impairment expense; interest expense; net gain (loss) on contingent consideration; loss on early extinguishment or restructuring of debt; other (income) expense, net; foreign currency transaction (gain) loss included in cost of revenue; income tax (benefit) expense; (gain) loss from discontinued operations; noncontrolling interest; bonus to be settled in equity; share-based compensation expense; non-recurring items; and acquisition costs. A reconciliation of Adjusted EBITDA to Net Income (Loss) is included in the financial tables at the end of this presentation. Management recognizes that using Adjusted EBITDA as a performance measure has inherent limitations as an analytical tool as compared to net income (loss) or other GAAP financial measures, as these non-GAAP measures exclude certain items, including items that are recurring in nature, which may be meaningful to investors. As a result of the exclusions, Adjusted EBITDA should not be considered in isolation and do not purport to be alternatives to net income (loss) or other GAAP financial measures or a measure of our operating performance. Adjusted EBITDA excludes the results of operations and any consolidating eliminations of our Insurance segment.

#### **Adjusted Operating Income**

Insurance Adjusted Operating Income for the Insurance segment ("Insurance AOI") is a non-U.S. GAAP financial measure frequently used throughout the insurance industry and is an economic measure the Insurance segment uses to evaluate its financial performance. Management believes that Insurance AOI measures provide investors with meaningful information for gaining an understanding of certain results and provides insight into an organization's operating trends and facilitates comparisons between peer companies. However, Insurance AOI has certain limitations and we may not calculate it the same as other companies in our industry. It should therefore be read together with the Company's results calculated in accordance with U.S. GAAP. Similarly to Adjusted EBITDA, using Insurance AOI as a performance measure has inherent limitations as an analytical tool as compared to income (loss) from operations or other U.S. GAAP financial measures, as this non-U.S. GAAP measure excludes certain items, including items that are recurring in nature, which may be meaningful to investors. As a result of the exclusions, Insurance AOI should not be considered in isolation and does not purport to be an alternative to income (loss) from operations or other U.S. GAAP financial measures as a measure of our operating performance. Management defines Insurance AOI as Net income (loss) for the Insurance segment adjusted to exclude the impact of net investment gains (losses), including OTII losses recognized in operations; asset impairment; intercompany elimination; non-recurring items; and acquisition costs. Management believes that Insurance AOI provides a meaningful financial metric that helps investors understand certain results and profitability. While these adjustments are an integral part of the overall performance of the Insurance segment, market conditions impacting these items can overshadow the underlying performance of the business. Accordingly, we believe using a measure which excludes their impact is effective in analyzing the tr

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## Agenda

OVERVIEW AND FINANCIAL HIGHLIGHTS	Philip Falcone	Chairman, President and CEO
Q AND A	Philip A. Falcone Michael J. Sena	Chairman, President and CEO Chief Financial Officer
Q AILD A	Andrew G. Backman	Managing Director





## Segment Financial Summary

(\$m)		Q1 2018	Q1 2017
	Core Operating Subsidiaries		
	Construction	\$10.0	\$8.6
	Marine Services	(2.4)	16.3
	Energy	0.7	1.2
	Telecom	1.1	1.7
	Total Core Operating	\$9.3	\$27.8
Adjusted EBITDA	Early Stage and Other Holdings		
	Life Sciences	(\$4.4)	(\$4.1)
	Broadcasting	(5.1)	-
	Other	(0.2)	(1.2)
	Total Early Stage and Other	(\$9.6)	(\$5.2)
	Non-Operating Corporate	(\$6.7)	(\$5.9)
	Total HC2 (excluding Insurance)	(\$6.9)	\$16.7
Adjusted Operating	Core Financial Services		
Income	Insurance	(\$1.0)	(\$1.0)

Note: Reconciliations of Adjusted EBITDA and Adjusted Operating Income to U.S. GAAP Net Income in appendix. Table may not foot due to rounding, Broadcasting segment was formed in Q1 2018; no comparable results for Q1 2017.



## First Quarter 2018 Highlights

Construction	<ul> <li>\$759 million bace</li> <li>Continue to see</li> <li>Continued rame</li> <li>Distributed \$4.0</li> </ul>	ar record backlog cklog taking into c e opportunities in c p of Inglewood St million of tax share Guidance: Continu	onsideration awas commercial sectoradium (LA RAMS to HC2 in 1Q18	arded, but not y or totaling appro / Chargers) and	ret signed contro eximately \$300m d Loma Linda Ho	ospital	DBM G L O B A L
Marine Services	<ul> <li>1Q18 Adjusted</li> <li>Timing associatine joint venture</li> <li>Lower offshore</li> <li>Higher unutilize project work.</li> <li>Quarter variabine</li> <li>(\$m)</li> <li>2016</li> <li>2017</li> <li>1Q18 represent</li> </ul>	cord backlog at \$4 EBITDA impacted ated with large scale ure - ~(\$12)m year-ov e power contribution ed vessel costs as ins lity not unusual, es  Q1  \$0.5  \$16.3  rative of short-term Guidance: Continu	by typical quarters projects in the Huwer-year impact a versus the compostallation vessels were pecially with large Q2 \$11.8 \$3.6	erly variability: awei Marine joint arable period ere mobilized for p ge complex proj Q3 \$14.1 \$8.8  ng term perform	venture and a stropending telecompects:  Q4  \$14.8  \$15.3	ong year-ago quand offshore pover Total \$41.2 \$44.0 emains positive	arter in
Energy	<ul><li>marketing effor</li><li>Continue to de</li><li>Continue to inc</li></ul>	egration & upgrad ts to drive organic velop preferred fu crease flow of Rene I Energy Tax Credit eived in 2Q18	sales eling agreemen ewable Natural (	ts with new and Gas (RNG) throu	existing custome gh ANG stations	ers to ramp volu	umes ANG
Telecom	operational ef	us on customer re ficiencies million dividend to		gement, smalle	er global accou	unts, and impro	oved  PTG  Remaind Coor Street



## First Quarter 2018 Highlights (con't)

Insurance	<ul> <li>\$1.2 million Net Income for 1Q18; (\$1.0) million Adjusted Operating Income for 1Q18</li> <li>Acquisition of Humana's ~\$2.3 billion long-term care insurance business expected to close 3Q18; Will increase insurance investment platform to ~\$3.5 billion of cash / invested assets once completed</li> </ul>	CONTINENTAL LITE INC.
Pansend	<ul> <li>On May 2, 2018, BeneVir entered into a definitive agreement to be acquired by Janssen Biotech, Inc., one of the Janssen Pharmaceutical Companies of Johnson &amp; Johnson for up to \$1.04 billion</li> <li>HC2 has invested ~\$8 million since 2014; \$6m equity, ~\$2m convertible note</li> <li>Janssen will make an upfront cash payment of \$140 million at closing of the transaction, plus additional contingent payments of up to \$900 million based on achievement of certain predetermined milestones         <ul> <li>HC2 expects to receive an initial payment in excess of \$70 million in net proceeds from the sale of BeneVir at close, with an additional \$10 million being held in escrow</li> <li>The total amount of all payments could exceed \$1.0 billion to current BeneVir shareholders if all predetermined milestones are met</li> </ul> </li> <li>The closing of the transaction is subject to customary closing conditions, including clearance under the Hart-Scott-Rodino Antitrust Improvements Act and is expected to close in the second quarter of 2018</li> <li>MediBeacon and R2 Dermatology remain in discussions with strategic parties</li> </ul>	PANSEND
Broadcasting	<ul> <li>Newly created segment 1Q18 (Previously in Other Segment)</li> <li>Includes over-the-air broadcast television assets (HC2 Broadcasting Holdings)</li> <li>Operational Stations: 150</li> <li>Full-Power Stations: 10</li> <li>Class A Stations: 42</li> <li>LPTV Stations: 98</li> <li>Silent Licenses &amp; Construction Permits: 501</li> <li>Markets: &gt;130</li> </ul>	AZTECA AMERICA

◆ U.S. Markets: >130

Total Footprint Covers Approximately 60% of the U.S. Population\*



## 2018 Focus and Priorities – Update

### Optimization of HC2 Capital Structure

- Completed \$110m tack-on to refinance senior secured bridge loans at 102.0% (5/7/18)
- Global refinancing of 11% Secured Notes to reduce cost of debt capital remains focus
- Continue to reduce cumulative outstanding of preferred equity
- Explore alternative financing structures at subsidiary level
- Explore alternative financing structures for broadcasting assets

#### Monetization / Value Creation Within Diverse HC2 Portfolio

- BeneVir to be acquired by Janssen Biotech (Johnson & Johnson) for up to \$1.04 billion
  - ~\$8 million HC2 total investment to date
- Continue to evaluate other opportunities within HC2 and Pansend portfolios

### Continued Focused Expansion of Over-The-Air Broadcast Television Strategy

- Expand market reach of nationwide network
- Valuable alternative distribution channel for content providers
- Improve and add content across acquired assets through strategic relationships with content providers

#### Re-Affirmed 2018 Guidance for Construction & Marine Services

- DBM Global: Currently expect \$60 million \$65 million of FY18 Adjusted EBITDA
- Global Marine: Currently expect \$45 million \$50 million of FY18 Adjusted EBITDA

HC2 does not guarantee future results of any kind. Guidance is subject to risks and uncertainties, including, without limitation, those factors outlined in the "Forward Looking Statements" of this presentation and the "Risk Factors" section of the company's annual and quarterly reports filed with the Securities and Exchange Commission (SEC).





### **HC2's Diversified Portfolio**



#### **Core Operating Subsidiaries**

## Construction: DBM GLOBAL (SCHUFF)

- 1Q18 Revenue: \$158.9m
- 1Q18 Adj. EBITDA: \$10.0m
- Backlog \$718m; ~\$759m with contracts awarded, but not yet signed; ~\$300m additional opportunities
- Solid long-term pipeline

## Marine Services: GMSL

- 1Q18 Revenue: \$36.7m
- 1Q18 Adj. EBITDA: (\$2.4m)
- Backlog \$430m
- Solid long term telecom and offshore power maintenance & install opportunities

## Global Marine

#### Energy: ANG

- 1Q18 Revenue: \$4.5m
- 1Q18 Adj. EBITDA: \$0.7m
- Delivered 2,974,000
   Gasoline Gallon Equivalents
   (GGEs) in 1Q18 vs. 2,791,000
   GGEs in 1Q17
- 44 stations currently owned or operated vs. two stations at time of HC2's initial investment in 3Q14



## Telecommunications: PTG: ICS

- 1Q18 Revenue: \$202.3m
- 1Q18 Adj. EBITDA: \$1.1m
- Continued focus on higher margin wholesale traffic mix and improved operating efficiencies
- Seventh consecutive cash dividend of \$1.8m paid to HC2 in 1Q18; \$8m paid for FY17



#### Core Financial Services Subsidiaries

#### Insurance: CIG

- ~\$68.9m of statutory surplus
- ~\$82.9m total adjusted capital
- ~\$2.1b total GAAP assets
- ~\$1.5b cash & invested assets
- Platform for growth through additional M&A including pending acquisition of Humana's ~\$2.6b long-term care portfolio



#### **Early Stage and Other Holdings**

#### Life Sciences: PANSEND

- ◆ MediBeacon: Completed "Pilot Two" Clinical Study at Washington University St. Louis (1Q17) MediBeacon
- R2 Dermatology: Received FDA Approval for second generation R2 Dermal Cooling System (2Q17)
- BeneVir: Pending acquisition by Janssen Biotech (Johnson & Johnson) for up to \$1.04b (2Q18)
- Genovel: Novel, Patented, "Mini Knee" and "Anatomical Knee" replacements
- Triple Ring Technologies: R&D engineering company specializing in medical devices, homeland security, imaging, sensors, optics, fluidics, robotics & mobile healthcare



#### **Broadcasting:**

 HC2 Broadcasting Holdings Capitalizing on Over-The-Air broadcast opportunities







#### Other:

 704Games (Formerly DMR) released

NASCAR® Heat 2 on September 12, 2017





## **Consolidated Financial Summary**

(\$m)		Q1 2018	Q1 2017
	Total Net Revenue	\$453.7	\$390.6
	Total Operating Expenses	\$467.4	\$389.6
	Income Loss From Operations	(\$13.8)	\$1.0
Statement of Operations	Interest Expense	(\$19.3)	(\$14.1)
(Selected Financial Data)	Income From Equity Investees	(\$5.2)	\$7.7
	Income (loss) Before Taxes	(\$37.2)	(\$10.6)
	Net Loss attributable to common and participating preferred	(\$35.7)	(\$15.1)
	Core Operating Adjusted EBITDA	\$9.3	\$27.8
Non-GAAP Measures	Total Adjusted EBITDA (excl. Insurance)	(\$6.9)	\$16.7
	Insurance AOI	(\$1.0)	(\$1.0)

Note: Reconciliations of Adjusted EBITDA and Adjusted Operating Income to U.S. GAAP Net Income in appendix. Table may not foot due to rounding.



## **Segment Financial Summary**

(\$m)		Q1 2018	FY 2017	Q4 2017	Q3 2017	Q2 2017	Q1 2017	FY 2016
	Core Operating Subsidiaries							
	Construction	\$10.0	\$51.6	\$15.1	\$16.8	\$11.1	\$8.6	\$59.9
	Marine Services	(2.4)	44.0	15.3	8.8	3.6	16.3	41.2
	Energy	0.7	2.9	0.4	0.3	1.0	1.2	2.5
	Telecom	1.1	6.9	1.6	1.5	2.2	1.7	5.6
	Total Core Operating	\$9.3	\$105.5	\$32.4	\$27.3	\$17.9	\$27.8	\$109.1
Adjusted EBITDA	Early Stage and Other Holdings			166				
EBIIDA	Life Sciences	(\$4.4)	(\$22.4)	(\$5.2)	(\$8.2)	(\$4.9)	(\$4.1)	(\$12.0)
	Broadcasting	(5.1)	(0.8)	(0.8)	0.0	0.0	0.0	0.0
	Other	(0.2)	(2.3)	2.1	(1.1)	(2.2)	(1.2)	(11.2)
	Total Early Stage and Other	(\$9.6)	(\$25.5)	(\$3.9)	(\$9.3)	(\$7.1)	(\$5.2)	(\$23.2)
11/6/19	Non-Operating Corporate	(\$6.7)	(\$29.2)	(\$8.7)	(\$8.3)	(\$6.3)	(\$5.9)	(\$25.7)
	Total HC2 (excluding Insurance)	(\$6.9)	\$50.8	\$19.7	\$9.8	\$4.6	\$16.7	\$60.2
Adjusted	Core Financial Services							
Operating Income	Insurance	(\$1.0)	\$8.0	\$2.6	\$3.7	\$2.6	(\$1.0)	(\$15.9)

Note: Reconciliations of Adjusted EBITDA and Adjusted Operating Income to U.S. GAAP Net Income in appendix. Table may not foot due to rounding. Adjusted Operating Income for Q1 2016 was adjusted to exclude certain intercompany eliminations to better reflect the results of the Insurance segment, and remain consistent with internally reported metrics. Additional details in appendix.

### Construction: DBM Global Inc.

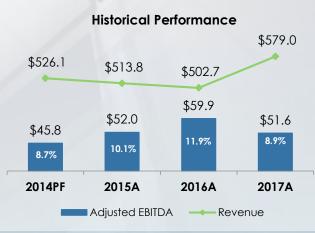
#### First Quarter Update

- 1Q18 Net Income: \$3.5m versus \$3.2m in 1Q17
- 1Q18 Adjusted EBITDA: \$10.0m versus \$8.6m in 1Q17
- Near record backlog of \$718m at end of 1Q18, an increase of over 44% vs. \$498m in year-ago quarter
  - ~\$759m taking into consideration awarded, but not yet signed contracts
  - ~\$300m incremental opportunities that could be awarded over next several quarters
- Distributed \$4.0 of tax share to HC2 in 1Q18
- Continued ramp of Inglewood Stadium (LA RAMS / Chargers) and Loma Linda Hospital
- Reaffirm FY18 Guidance: Continue to expect \$60 million and \$65 million of FY18 Adjusted EBITDA

#### **Strategic Initiatives**

- Continue to select profitable, strategic and "core competency" jobs, not all jobs
- Solid long-term pipeline of prospective projects; No shortage of transactions to evaluate
- Commercial / Stadium / Healthcare sectors remain strong, primarily in West region
- Continue to diversify core business to counter cyclicality of commercial construction
- Opportunities to add higher margin, value added services to overall product offering (e.g. BDS VirCon/PDC/Candraft)
- Expanding U.S. bridge & infrastructure construction opportunities









## Marine Services: Global Marine Group

#### First Quarter Update

- 1Q18 Net (Loss): (\$6.3)m versus Net Income \$11.2m in 1Q17
- 1Q18 Adjusted EBITDA (Loss): (\$2.4)m versus Income \$16.3m in 1Q17
- Near record Global Marine backlog of \$430m at 1Q18 quarter-end
- 1Q18 Adjusted EBITDA impacted by timing associated with large scale projects in the Huawei Marine joint venture and a strong year-ago quarter in the joint venture; Lower offshore power contribution versus the comparable period; Higher unutilized vessel costs as installation vessels are mobilized for pending telecom and oil & gas project work.
- Continued to refresh vessel fleet Completed sale of Pacific Guardian (telecom maintenance)
- Reaffirm FY18 Guidance: Continue to expect \$45 million and \$50 million of FY18 Adjusted EBITDA

#### **Strategic Initiatives**

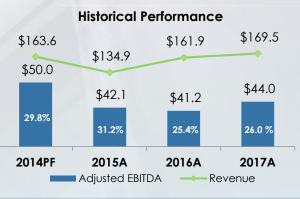
HUAWEI MAR	INE /	49%	ownershi <sub>l</sub>	р
Total HMN*	2017	2016	2015	2014
Revenue	~\$246m	~\$207m	~\$203m	~\$88m
Profit	~\$37m	~\$25m	~\$14m	~\$2m
Cash, Equivalents, & AFS Securities	~\$73m	~\$48m	~\$27m	~\$16m



49% ownership

- Joint Venture established in 1995 with China Telecom
- China's leading provider of submarine cable installation
- Located in Shanghai and possesses a fleet of advanced purpose-built cable ships







Note: 2014 PE Adi, ERITDA inclusive of approx \$10m offshore power installation vs. minimal contribution in 2015 & 1H16 as a result of Prysmian agreement which expired in 4Q15

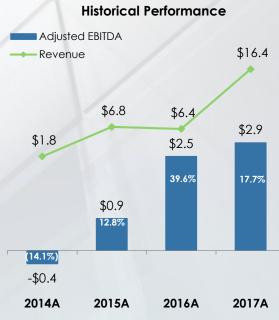


## **Energy: American Natural Gas (ANG)**

#### First Quarter Update

- 1Q18 Net Loss: (\$0.7)m versus (\$0.7)m in 1Q17
- 1Q18 Adjusted EBITDA: \$0.7m versus \$1.2m in 1Q17
- Delivered 2,974,000 Gasoline Gallon Equivalents (GGEs) in 1Q18 vs. 2,791,000 GGEs in 1Q17
- Completed integration & upgrade fueling stations in 4Q17; Focus shifted to business development and marketing efforts to drive organic sales
- Alternative Fuel Energy Tax Credit ("AFETC") credit renewed in 1Q18 for FY2017; ~\$2.6 million credit for FY17 to be received in 2Q18
- 44 stations currently owned or operated or under development vs. two stations at time of initial investments (3Q14)







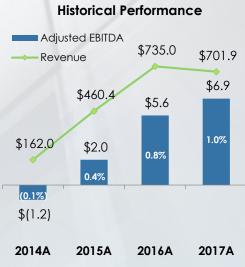


## Telecommunications: PTGi-ICS

#### First Quarter Update

- Steady quarterly results again due to continued focus on customer relationship management, smaller global accounts, and improved operational efficiencies
  - 1Q18 Net Income: \$1.1m versus \$1.5m in 1Q17
  - 1Q18 Adjusted EBITDA: \$1.1m versus \$1.7m in 1Q17
  - Seventh consecutive quarter of cash dividend to HC2 of \$1.8m
    - \$8.0m dividends distributed for the year-ended 2017
- One of the key objectives: leverage the infrastructure and management expertise within PTGi-ICS
  - Over 800+ wholesale interconnections globally provides HC2 the opportunity to leverage the existing cost effective infrastructure by bolting on higher margin products and M&A opportunities
  - A focused strategic initiative has been launched within PTGi-ICS to identify potential M&A opportunities







## Insurance: Continental Insurance Group

#### First Quarter Update

- Continental Insurance Group serves as HC2's insurance platform and through its wholly owned subsidiary, Continental LTC Inc. ("CLI"), offers a platform for run-off Long Term Care ("LTC") books of business
  - 1Q18 Net Income: \$1.2m versus Net Loss (\$0.8)m in 1Q17
  - 1Q18 Adjusted Operating Income: (\$1.0)m AOI Loss versus (\$1.0)m in 1Q17
  - ~\$68.9m statutory surplus at end of first quarter
  - ~\$82.9m total adjusted capital at end of first quarter
  - ~\$2.1b in total GAAP assets at March 31, 2018
  - ~\$1.5b in cash and invested assets at March 31, 2018
- Signed Definitive Agreement to Acquire Humana's ~\$2.6 billion Long-Term Care Insurance Business
  - Significantly grows the platform and leverages Continental's insurance operations in Austin, Texas
  - Once completed, Continental will have approximately \$3.5 billion portfolio of cash and investable assets
  - Immediately accretive to Continental's RBC Ratio and Statutory Capital
  - Opportunity to meaningfully increase investment portfolio yield
  - Validates and endorses HC2's insurance platform and strategy
  - Expected to close by third quarter 2018

### **Pansend**

## HC2's Pansend Life Sciences Segment Is Focused on the Development of Innovative Healthcare Technologies and Products

- 80% equity ownership of company focused on immunotherapy; Oncolytic virotherapy for treatment of solid cancer tumors
- ◆ Founded by Dr. Matthew Mulvey & Dr. Ian Mohr (who co-developed T-Vec); Biovex (owner of T-Vec) acquired by Amgen for ~\$1 billion
- Benevir's T-Stealth is a second generation oncolytic virus with new features and new intellectual property
- BeneVir holds exclusive worldwide license to develop BV-2711 (T-Stealth)
- Granted new patent entitled "Oncolytic Herpes Simplex Virus and Therapeutic Uses Thereof", covering the composition of matter for Stealth-1H, BeneVir's lead oncolytic immunotherapy, as well as other platform assets (2Q17)
- Entered into definitive agreement to be acquired by Janssen Biotech, Inc. (Johnson & Johnson) for up to \$1.04 billion (2Q18)



BeneVir

- 74% equity ownership of dermatology company focused on lightening and brightening skin
- Founded by Pansend in partnership with Mass. General Hospital and inventors Dr. Rox Anderson, Dieter Manstein and Dr. Henry Chan
- Over \$20 billion global market
- Received Food and Drug Administration approval for the R2 Dermal Cooling System (4Q16)
- Received Food and Drug Administration approval for second generation R2 Dermal Cooling System (2Q17)

### **GENOVEL**

- 80% equity ownership in company with unique knee replacements based on technology from Dr. Peter Walker, NYU Dept. of Orthopedic Surgery and one of the pioneers of the original Total Knee.
- "Mini-Knee" for early osteoarthritis of the knee; "Anatomical Knee" A Novel Total Knee Replacement
- Strong patent portfolio

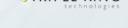
- 50% equity ownership in company with unique technology and device for monitoring of real-time kidney function
- Current standard diagnostic tests measure kidney function are often inaccurate and not real-time

### MediBeacon

- MediBeacon's Optical Renal Function Monitor will be first and only, non-invasive system to enable real-time, direct monitoring of renal function at point-of-care
- \$3.5 billion potential market
- Successfully completed a key clinical study of its unique, real-time kidney monitoring system on subjects with impaired kidney function at Washington University in St. Louis. (1Q17)

#### Profitable technology and product development company

- Areas of expertise include medical devices, homeland security, imaging systems, sensors, optics, fluidics, robotics and mobile healthcare
- Located in Silicon Valley and Boston area with over 90,000 square feet of working laboratory and incubator space
- Contract R&D market growing rapidly
- Customers include Fortune 500 companies and start-ups





## Pansend: BeneVir / Janssen Acquisition Summary

### BeneVir:

- BeneVir is a portfolio company of Pansend, our Life Sciences segment
  - Focused on the development of a patent-protected oncolytic virus, BV-2711, for the treatment of solid cancer tumors
- Pansend is the owner of all of BeneVir's outstanding preferred stock, through which Pansend holds an approximate 80%, or ~76% on a fully diluted basis, controlling interest in BeneVir
- On May 1st, BeneVir entered into a definitive agreement to be acquired by Janssen Biotech, Inc. ("Janssen"), one of the Janssen Pharmaceutical Companies of Johnson & Johnson
- Janssen will make an upfront cash payment of \$140 million to current BeneVir shareholders at closing of the transaction, plus additional contingent payments of up to \$900 million based on achievement of certain predetermined milestones
  - HC2 expects to receive an initial payment in excess of \$70 million in net proceeds from the sale of BeneVir at closing, with an additional \$10 million being held in escrow
  - The total amount of all payments could exceed \$1 billion to current BeneVir shareholders if all milestones are met
  - HC2 has invested ~\$8 million to date
- The closing of the transaction is subject to customary closing conditions, including clearance under the Hart-Scott-Rodino Antitrust Improvements Act and is expected to close in the second quarter of 2018



## **HC2** Broadcasting Holdings Inc.

#### **Business Description\***

- HC2 Broadcasting Holdings Inc., a subsidiary of HC2 Holdings, has strategically acquired broadcast assets across the United States
- HC2's broadcast vision is to capitalize on the opportunities to bring valuable content to more viewers over-the-air and position the company for a changing media landscape





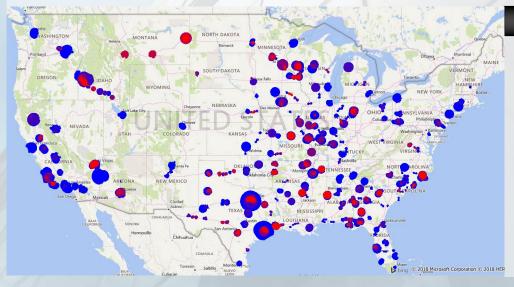






#### Broadcast Television Stations: Key Metrics\*\*

- Operational Stations: 150
  - Full-Power Stations: 10
  - Class A Stations: 42
  - LPTV Stations: 98
- Silent Licenses & Construction Permits: 501
- U.S. Markets: >130
- Total Footprint Covers Approximately 60% of the U.S. Population



#### **Select Management:**

- Kurt Hanson Chief Technology Officer, HC2 Broadcasting Holdings
- Louis Libin Managing Director, Strategy, HC2 Broadcasting Holdings
- Les Levi Chief Operating Officer, HC2 Broadcasting Holdings
- Manuel Abud President and CEO, Azteca America





## Notable Financial and Other Updates

- Collateral Coverage Ratio Exceeded 2.00x at Quarter End (1Q18)
- \$69.1 million in Consolidated Cash (excluding Insurance segment) at Quarter End (1Q18)
  - \$32.4 million Corporate Cash at Quarter End
- \$5.8 million received in Dividends and Tax Share from DBM Global and PTGi ICS in 1Q18
- 2018 Key Priorities:
  - Optimize HC2 capital structure
  - Monetization / value creation within diverse HC2 portfolio
  - Continued focused expansion of over-the-air television broadcast strategy
- Re-Affirmed 2018 Guidance for Construction & Marine Services
  - DBM Global: Continue to expect \$60 million \$65 million of FY18 Adjusted EBITDA
  - Global Marine: Continue to expect \$45 million \$50 million of FY18 Adjusted EBITDA

(\$m)	Balance Sheet (at March 31, 2018)	
Market Cap(1)	\$290.8	
Preferred Equity	\$26.7	
Total Debt	\$400.0	
Corporate Cash <sup>(2)</sup>	\$32.4	
Enterprise Value <sup>(3)</sup>	\$685.1	

<sup>(1)</sup> Market capitalization on a fully diluted basis, excluding preferred equity, using a common stock price per share of \$6.53 on May 9, 2018 (2) Cash and cash equivalents

HC2 does not guarantee future results of any kind. Guidance is subject to risks and uncertainties, including, without limitation, those factors outlined in the "Forward Looking Statements" of this presentation and the "Risk Factors" section of the company's annual and quarterly reports filed with the Securities and Exchange Commission (SEC).

<sup>(3)</sup> Enterprise Value is calculated by adding market capitalization, total preferred equity and total debt amounts, less Corporate cash





## Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended March 31, 2018

Three Months Ended March 31, 2018																		
	Coi		ore	Operating	Sub	sidiaries	-	99	Early Stage & Other						Non-	/		
	Cons	truction	1	Marine	E	nergy	Telec	om		Life ences	Broo	adcasting		ther & ination		erating rporate	To	otal HC2
Net Income (loss) attributable to HC2 Holdings, Inc.										-				-			\$	(34,996)
Less: Net Income (loss) attributable to HC2 Holdings Insurance Segment*																		1,245
Less: Insurance Eliminations included in Other and Elim																		(1,987)
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$	3,467	\$	(6,253)	\$	(698)	\$ 1,0	053	\$	(3,936)	\$	(12,736)	\$	(156)	\$	(14,995)	\$	(34,254)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:												-						
Depreciation and amortization		1,527		6,828		1,344		86		58		705		21		21		10,590
Depreciation and amortization (included in cost of revenue)		1,593		-		-		-		-		-		-		-		1,593
Amortization of equity method fair value adjustment at acquisition		-		(371)		-		-		-		-		-		-		(371)
Asset impairment expense		-		-		-		-		-		-		-		-		-
(Gain) loss on sale or disposal of assets		415		(2,636)		(31)		-		-		-		-		-		(2,252)
Lease termination costs		-		-		-		-		-		-		-		-		-
Interest expense		410		1,163		320		-		-		5,706		2		11,724		19,325
Net loss (gain) on contingent consideration		-		-		-		-		-		-		-		-		-
Other (income) expense, net		89		948		66		(59)		28		(75)		52		(722)		327
Foreign currency (gain) loss (included in cost of revenue)		-		(102)		-		-		-		-		-		-		(102)
Income tax (benefit) expense		1,832		(66)		-		-		-		-		-		(3,315)		(1,549)
Noncontrolling interest		282		(2,364)		(333)		-		(747)		(610)		(86)		-		(3,858)
Bonus to be settled in equity		-		-		-		-		-		-		-		175		175
Share-based compensation expense		-		410		2		-		74		313		11		278		1,088
Non-recurring items		-		-		-		-		-		-		-		-		-
Acquisition costs		359		-		-		28		173		1,646		-		178		2,384
Adjusted EBITDA	\$	9,974	\$	(2,443)	\$	670	\$ 1,	108	\$	(4,350)	\$	(5,051)	\$	(156)	\$	(6,656)	\$	(6,904)
Total Core Operating Subsidiaries	\$	9,309																



## Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Full Year Ended December 31, 2017

Year Ended December 31, 2017									
		Core Operating	g Subsidiaries	11/10	E	arly Stage & Otl	ner	Non-	/
	Construction	Marine	Energy	Telecom	Life Sciences	Broadcasting	Other & Elimination	operating Corporate	Total HC2
Net loss attributable to HC2 Holdings, Inc.									\$ (46,911)
Less: Net Income attributable to HC2 Holdings Insurance segment									7,066
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$ 23,624	\$ 15,173	\$ (516)	\$ 6,163	\$ (18,098)	\$ (4,941)	\$ (13,064)	\$ (62,318)	\$ (53,977)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:									
Depreciation and amortization	5,583	22,898	5,071	371	186	302	1,206	71	35,688
Depreciation and amortization (included in cost of revenue)	5,254	-	-	-	-	-	-	-	5,254
Amortization of equity method fair value adjustment at acquisition	-	(1,594)	-	-	-	-	-	-	(1,594)
Asset impairment expense	-	-	-	-	-	-	1,810	-	1,810
(Gain) loss on sale or disposal of assets	292	(3,500)	247	181	-	-	-	-	(2,780)
Lease termination costs	-	249	-	17	-	-	-	-	266
Interest expense	976	4,392	1,181	41	-	1,963	2,410	44,135	55,098
Net loss (gain) on contingent consideration	-	-	-	-	-	-	-	(11,411)	(11,411)
Other (income) expense, net	(41)	2,683	1,488	149	(17)	41	6,500	(92)	10,711
Foreign currency (gain) loss (included in cost of revenue)	-	(79)	-	-	-	-	-	-	(79)
Income tax (benefit) expense	10,679	203	(4,243)	7	(820)	(1,811)	682	(10,185)	(5,488)
Noncontrolling interest	1,941	260	(681)	-	(3,936)	755	(1,919)	-	(3,580)
Bonus to be settled in equity	-	-	-	-	-	-	-	4,130	4,130
Share-based compensation expense	-	1,527	364	-	319	194	85	2,754	5,243
Non-recurring items	-	-	-	-	-	-	-	-	-
Acquisition costs	3,280	1,815	-	-	-	2,648	-	3,764	11,507
Adjusted EBITDA	\$ 51,588	\$ 44,027	\$ 2,911	\$ 6,929	\$ (22,366)	\$ (849)	\$ (2,290)	\$ (29,152)	\$ 50,798
Total Core Operating Subsidiaries	\$ 105,455								



# Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended December 31, 2017

Three Months Ended December 31, 2017															<u> </u>	
		C	ore C	Operating	Subsi	diaries	1111	E	arly S	Stage & Oth	ner		- Non-			
	Consti	uction	_	<b>Narine</b>	Ene	ergy	Telecom	Life Sciences	Bro	adcasting		other &	oper		То	tal HC2
Net loss attributable to HC2 Holdings, Inc.															\$	(8,537)
Less: Net Income attributable to HC2 Holdings Insurance segment																3,383
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$	9,160	\$	6,230	\$	1,485	\$ 1,253	\$ (3,822)	\$	(4,941)	\$	(3,277)	\$ (1	18,008)	\$	(11,920)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:																
Depreciation and amortization		1,389		6,337		1,195	86	57		302		273		21		9,660
Depreciation and amortization (included in cost of revenue)		1,419		-		-	-	-		-		-		-		1,419
Amortization of equity method fair value adjustment at acquisition		-		(371)		-	-	-		-		-		-		(371)
Asset impairment expense		-		-		-	-	-		-		-		-		-
(Gain) loss on sale or disposal of assets		199		-		208	181	-		-		-		-		588
Lease termination costs		-		-		-	2	-		-		-		-		2
Interest expense		357		1,029		629	4	-		1,963		2	1	11,704		15,688
Net loss (gain) on contingent consideration		-		-		-	-	-		-		-		(5,410)		(5,410
Other (income) expense, net		117		240		(164)	72	8		41		3,700		368		4,382
Foreign currency (gain) loss (included in cost of revenue)		-		52		-	-	-		-		-		-		52
Income tax (benefit) expense		887		(36)	(	4,255)	7	(820)		(1,811)		682		(1,073)		(6,419)
Noncontrolling interest		751		(121)		1,321	-	(728)		755		747		-		2,725
Bonus to be settled in equity		-		-		-	-	-		-		-		2,780		2,780
Share-based compensation expense		-		394		3	-	80		194		19		547		1,237
Non-recurring items		-		-		-	-	-		-		-		-		-
Acquisition costs		833		1,515		-	-	-		2,648		-		339		5,335
Adjusted EBITDA	\$ 1	5,112	\$	15,269	\$	422	\$ 1,605	\$ (5,225)	\$	(849)	\$	2,146	\$ (	(8,732)	\$	19,748
Total Core Operating Subsidiaries	\$ 3	2,408														



# Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended September 30, 2017

Three Months Ended September 30, 2017												
		Cor	e Operating	Subsid	diaries	1111	E	arly Stage & Ot	her	Non-		
	Construct	on	Marine	Ene	ergy	Telecom	Life Sciences	Broadcasting	Other &	operating Corporate	To	otal HC2
Net loss attributable to HC2 Holdings, Inc.											\$	(5,967)
Less: Net Income attributable to HC2 Holdings Insurance segment												4,280
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$ 7,0	82	\$ 844	\$	(939)	\$ 1,348	\$ (6,760)	\$ -	\$ (600)	\$ (11,222)	\$	(10,247)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:												
Depreciation and amortization	1,3	14	6,221		1,247	94	50	-	272	17		9,215
Depreciation and amortization (included in cost of revenue)	1,2	93	-		-	-	-	-	-	-		1,293
Amortization of equity method fair value adjustment at acquisition	-		(573)		-	-	-	-	-	-		(573)
Asset impairment expense	-		-		-	-	-	-	-	-		-
(Gain) loss on sale or disposal of assets	4	86	-		25	-	-	-	-	-		511
Lease termination costs	-		-		-	15	-	-	-	-		15
Interest expense	2	38	1,021		262	14	-	-	1	11,686		13,222
Net loss (gain) on contingent consideration	-		-		-	-	-	-	-	(6,320)		(6,320)
Other (income) expense, net	(1	65)	888		277	12	(10)	-	(118)	(718)		166
Foreign currency (gain) loss (included in cost of revenue)	-		(238)		-	-	-	-	-	-		(238)
Income tax (benefit) expense	4,4	81	(137)		-	-	-	-	-	(4,746)		(402)
Noncontrolling interest	5	58	43		(763)	-	(1,506)	-	(689)	-		(2,357)
Bonus to be settled in equity	-		-		-	-	-	-	-	765		765
Share-based compensation expense	-		394		179	-	71	-	19	718		1,381
Non-recurring items	-		-		-	-	-	-	-	-		-
Acquisition costs	1,5	01	300		-	-	-	-	-	1,564		3,365
Adjusted EBITDA	\$ 16,7	38	\$ 8,763	\$	288	\$ 1,483	\$ (8,155)	\$ -	\$ (1,115)	\$ (8,256)	\$	9,796
Total Core Operating Subsidiaries	\$ 27,3	22										



# Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended June 30, 2017

Three Months Ended June 30, 2017												
		Core	Operating	Subsi	diaries	11/1	Е	arly Stage & Ot	her	Non-		
	Constructio	n	Marine	En	ergy	Telecom	Life Sciences	Broadcasting	Other & Elimination	operating Corporate	To	otal HC2
Net loss attributable to HC2 Holdings, Inc.											\$	(17,911)
Less: Net Income attributable to HC2 Holdings Insurance segment												164
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$ 4,17	9 \$	(3,053)	\$	(365)	\$ 2,060	\$ (4,106)	\$ -	\$ (3,757)	\$ (13,033)	\$	(18,075)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:												
Depreciation and amortization	1,24	)	5,255		1,381	94	41	-	331	16		8,358
Depreciation and amortization (included in cost of revenue)	1,30	2	-		-	-	-	-	-	-		1,302
Amortization of equity method fair value adjustment at acquisition	-		(325)		-	-	-	-	-	-		(325)
Asset impairment expense	-		-		-	-	-	-	1,810	-		1,810
(Gain) loss on sale or disposal of assets	(14	5)	-		18	-	-	-	-	-		(127)
Lease termination costs	-		55		-	-	-	-	-	-		55
Interest expense	17-	4	1,040		154	14	-	-	16	10,675		12,073
Net loss (gain) on contingent consideration	-		-		-	-	-	-	-	88		88
Other (income) expense, net	28	3	490		255	(9)	(11)	-	803	214		1,770
Foreign currency (gain) loss (included in cost of revenue)	-		83		-	-	-	-	-	-		83
Income tax (benefit) expense	3,23	2	(134)		(1)	-	-	-	-	(6,543)		(3,446)
Noncontrolling interest	36	7	(156)		(492)	-	(911)	-	(1,372)	-		(2,562)
Bonus to be settled in equity	-		-		-	-	-	-	-	585		585
Share-based compensation expense	-		394		91	-	76	-	18	527		1,106
Non-recurring items	-		-		-	-	-	-	-	-		-
Acquisition costs	70	l	-		-	-	-	-	-	1,168		1,869
Adjusted EBITDA	\$ 11,080	) \$	3,649	\$	1,041	\$ 2,159	\$ (4,911)	\$ -	\$ (2,151)	\$ (6,303)	\$	4,564
Total Core Operating Subsidiaries	\$ 17,929	,										



## Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended March 31, 2017

Three Months Ended March 31, 2017														
	1 1	Core C	perating	Subsid	liaries	1111	E	arly Stage &	Other		No	on-	/	1
	Construction	N	arine	Ene	rgy	Telecom	Life Sciences	s Broadcasting		Other &	operating Corporate		To	tal HC2
Net loss attributable to HC2 Holdings, Inc.								)-I					\$	(14,496)
Less: Net loss attributable to HC2 Holdings Insurance segment														(761)
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$ 3,203	\$	11,152	\$	(697)	\$ 1,502	\$ (3,410)	\$ -	\$	(5,430)	\$ (2	(0,055)	\$	(13,735)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:														
Depreciation and amortization	1,640		5,085	1	,248	97	38	-		330		16		8,454
Depreciation and amortization (included in cost of revenue)	1,240		-		-	-	-	-		-		-		1,240
Amortization of equity method fair value adjustment at acquisition	-		(325)		-	-	-	-		-		-		(325)
Asset impairment expense	-		-		-	-	-	-		-		-		_
(Gain) loss on sale or disposal of assets	(248)	)	(3,500)		(4)	-	-	-		-		-		(3,752)
Lease termination costs	-		194		-	-	-	-		-		-		194
Interest expense	207		1,302		136	9	-	-		2,391	1	0,070		14,115
Net loss (gain) on contingent consideration	-		-		-	-	-	-		-		231		231
Other (income) expense, net	(21)	)	1,065	1	,120	74	(4)	-		2,115		44		4,393
Foreign currency (gain) loss (included in cost of revenue)	-		24		-	-	-	-		-		-		24
Income tax (benefit) expense	2,079		510		13	-	-	-		-		2,177		4,779
Noncontrolling interest	263		494		(747)	-	(791)	-		(605)		-		(1,386)
Bonus to be settled in equity	-		-		-	-	-	-		-		-		-
Share-based compensation expense	-		345		91	-	92	-		29		962		1,519
Non-recurring items	-		-		-	-	-	-		-		-		-
Acquisition costs	245		-		-	-	-	-		-		693		938
Adjusted EBITDA	\$ 8,608	\$	16,346	\$ 1	,160	\$ 1,682	\$ (4,075)	\$ -	\$	(1,170)	\$ (	5,862)	\$	16,689
Total Core Operating Subsidiaries	\$ 27,796													



## Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Full Year Ended December 31, 2016

Year Ended December 31, 2016												
		Core Operati	ng Subs	sidiaries		Early Sta	ge & (	Other	Non-			
	Construction	Marine	Ei	nergy	Telecom	Life Sciences	_	ther & nination	operating Corporate	T	otal HC2	
Net loss attributable to HC2 Holdings, Inc.										\$	(94,549)	
Less: Net loss attributable to HC2 Holdings Insurance segment											(14,028)	
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$ 28,002	\$ 17,44	7 \$	7	\$ 1,435	\$ (7,646)	\$	(24,800)	\$ (94,966)	\$	(80,521)	
Adjustments to reconcile net income (loss) to Adjusted EBITDA:												
Depreciation and amortization	1,892	22,00	7	2,248	504	124		1,480	9		28,264	
Depreciation and amortization (included in cost of revenue)	4,370	-		-	-	-		-	-		4,370	
Amortization of equity method fair value adjustment at acquisition	-	(1,37	1)	-	-	-		-	-		(1,371)	
(Gain) loss on sale or disposal of assets	1,663	(	9)	-	708	-		-	-		2,362	
Lease termination costs	-	-		-	179	-		-	-		179	
Interest expense	1,239	4,77	4	211	-	-		1,164	35,987		43,375	
Net loss (gain) on contingent consideration	-	(2,48	2)	-	-	-		-	11,411		8,929	
Other (income) expense, net	(163)	(2,42	4)	(8)	(87)	(3,213)		9,987	(1,277)		2,815	
Foreign currency (gain) loss (included in cost of revenue)	-	(1,10	6)	-	-	-		-	-		(1,106)	
Income tax (benefit) expense	18,727	1,39	4	(535)	2,803	1,558		3,250	11,245		38,442	
Noncontrolling interest	1,834	97	4	(4)	-	(3,111)		(2,575)	-		(2,882)	
Bonus to be settled in equity	-	-		-	-	-		-	2,503		2,503	
Share-based compensation expense	-	1,68	2	597	-	251		273	5,545		8,348	
Non-recurring items	-	-		-	-	-		-	1,513		1,513	
Acquisition Costs	2,296	29	0	27	18	-		-	2,312		4,943	
Adjusted EBITDA	\$ 59,860	\$ 41,17	5 \$	2,543	\$ 5,560	\$ (12,037)	\$	(11,221)	\$ (25,718)	\$	60,163	
Total Core Operating Subsidiaries	\$ 109,139											



# Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended December 31, 2016

Three Months Ended December 31, 2016		C.	/- 0	\	C. de e	ali audi a a			l C.1		Other				
		C	ore C	perating	SUDS	alaries			Early Stag				on-	/_	1
		10		<					Life	Other &		oper		To	otal HC2
	Constru	ction	N	\arine	En	ergy	Telecom	Sci	ences	Elin	nination	Corp	orate		
Net loss attributable to HC2 Holdings, Inc.														\$	(61,464)
Less: Net loss attributable to HC2 Holdings Insurance segment															(2,050)
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$ 7	7,292	\$	8,667	\$	(61)	\$ (2,572)	\$	(4,655)	\$	(3,536)	\$ (6	4,549)	\$	(59,414)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:															
Depreciation and amortization		629		5,214		769	115		37		430		5		7,199
Depreciation and amortization (included in cost of revenue)	1	1,322		-		-	-		-		-		-		1,322
Amortization of equity method fair value adjustment at acquisition		-		(325)		-	-		-		-		-		(325)
(Gain) loss on sale or disposal of assets	2	2,626		1		-	708		-		-		-		3,335
Lease termination costs		-		-		-	-		-		-		-		-
Interest expense		322		1,091		69	-		-		1,163		9,116		11,761
Net loss (gain) on contingent consideration		-		(2,482)		-	-		-		-	1	1,411		8,929
Other (income) expense, net		(75)		(1,234)		391	487		10		99		(966)		(1,288)
Foreign currency (gain) loss (included in cost of revenue)		-		864		-	-		-		-		-		864
Income tax (benefit) expense	6	6,086		2,150		(535)	2,803		1,558		3,250	3	2,726		48,038
Noncontrolling interest		594		464		(253)	-		(809)		(513)		-		(517)
Bonus to be settled in equity		-		-		-	-		-		-		2,503		2,503
Share-based compensation expense		-		375		490	-		67		35		712		1,679
Non-recurring items		-		-		-	-		-		-		-		-
Acquisition Costs	1	1,868,1		24		-	-		-		-		490		2,382
Adjusted EBITDA	\$ 20	),664	\$	14,809	\$	870	\$ 1,541	\$	(3,792)	\$	928	\$ (	8,552)	\$	26,468
Total Core Operating Subsidiaries	\$ 37	7,884													



# Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended September 30, 2016

Three Months Ended September 30, 2016														
		C	ore (	Operating	Sub	sidiaries		Early Sta	ge &	Other		Non-	/	1
	Cons	truction		Marine ervices	E	nergy	Telecom	Life Sciences	Other & Eliminations		operating Corporate		То	otal HC2
Net loss attributable to HC2 Holdings, Inc.													\$	(4,558)
Less: Net loss attributable to HC2 Holdings Insurance segment														(2,189)
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$	6,962	\$	8,696	\$	27	\$ 1,796	\$ (2,285)	\$	(8,160)	\$	(9,404)	\$	(2,368)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:														
Depreciation and amortization		431		5,554		582	144	32		380		4		7,127
Depreciation and amortization (included in cost of revenue)		1,321		-		-	-	-		-		-		1,321
Amortization of equity method fair value adjustment at acquisition		-		(329)		-	-	-		-		-		(329)
(Gain) loss on sale or disposal of assets		(23)		-		-	-	-		-		-		(23)
Lease termination costs		-		-		-	(159)	-		-		-		(159)
Interest expense		304		1,328		119	-	-		-		8,969		10,720
Net gain on contingent consideration		-		(1,381)		-	-	-		-		-		(1,381)
Other (income) expense, net		(12)		(632)		(24)	422	(2)		3,892		835		4,479
Foreign currency (gain) loss (included in cost of revenue)		-		(283)		-	-	-		-		-		(283)
Income tax (benefit) expense		4,672		96		-	-	-		-		(7,851)		(3,083)
Noncontrolling interest		411		465		27	-	(770)		(974)		-		(841)
Share-based compensation expense		-		546		3	-	128		37		1,088		1,802
Non-recurring items		-		-		-	-	-		-		173		173
Acquisition costs		429		-		-	-	-		-		648		1,077
Adjusted EBITDA	\$	14,495	\$	14,060	\$	734	\$ 2,203	\$ (2,897)	\$	(4,825)	\$	(5,538)	\$	18,232
Total Core Operating Subsidiaries	\$	31,492												



## Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended June 30, 2016

Three Months Ended June 30, 2016															
		C	ore C	Operating	Sub	sidiaries			Early Sta	ge &	Other		Non-		
	1		٨	Marine		1		100	Life	Other and		op	perating	To	otal HC2
	Con	struction	Se	ervices	1	nergy	Telecom	Sc	iences	Elin	ninations	Co	rporate		
Net loss attributable to HC2 Holdings, Inc.														\$	1,935
Less: Net loss attributable to HC2 Holdings Insurance segment															(2,293)
Net Income (loss) attributable to HC2 Holdings, Inc., excluding	\$	9,364	\$	6.002	\$	68	\$ 1.009	\$	(2.004)	\$	(2.608)	\$	(7,603)	\$	4,228
Insurance Segment	Ψ	7,004	Ψ	0,002	Ψ	00	Ψ 1,007	Ψ	(2,004)	Ψ	(2,000)	Ψ	(7,000)	Ψ	4,220
Adjustments to reconcile net income (loss) to Adjusted EBITDA:															
Depreciation and amortization		303		6,084		468	140		36		336		-		7,367
Depreciation and amortization (included in cost of revenue)		(206)		-		-	-		-		-		-		(206)
Amortization of equity method fair value adjustment at acquisition		-		(359)		-	-		-		-		-		(359)
(Gain) loss on sale or disposal of assets		(1,845)		7		-	-		-		1		-		(1,837)
Lease termination costs		-		-		-	338		-		-		-		338
Interest expense		303		1,285		14	-		-		1		8,966		10,569
Gain on Contingent Consideration		-		(192)		-	-		-		-		-		(192)
Other (income) expense, net		(32)		403		(344)	29		-		(10)		465		511
Foreign currency (gain) loss (included in cost of revenue)		-		(1,540)		-	-		-		-		-		(1,540)
Income tax (benefit) expense		4,524		(212)		-	-		-		1		(9,404)		(5,091)
Noncontrolling interest		768		200		244	-		(812)		(1,044)		-		(644)
Share-based compensation expense		-		152		90	-		34		40		1,359		1,675
Acquisition and nonrecurring items		-		-		-	18		-		-		313		331
Adjusted EBITDA	\$	13,179	\$	11,830	\$	540	\$ 1,534	\$	(2,746)	\$	(3,283)	\$	(5,904)	\$	15,150
	17	130													
Total Core Operating Subsidiaries	\$	27,083													



## Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA Three Months Ended March 31, 2016

Three Months Ended March 31, 2016	Core Operating Subsidiaries Early Stage & Other <b>Non-</b>															
					Subs	sidiaries							Non-		/ <u>_</u>	
				Narine			T.1.	Telecom		Life		ther and	opera	/	To	otal HC2
	Const	ruction		rvices	1	nergy	leie	com	2CI	ences	Ellr	ninations	Corpo	rate		
Net loss attributable to HC2 Holdings, Inc.															\$	(30,462)
Less: Net loss attributable to HC2 Holdings Insurance segment																(7,496)
Net Income (loss) attributable to HC2 Holdings, Inc., excluding Insurance Segment	\$	4,384	\$	(5,918)	\$	(27)	\$	1,202	\$	1,298	\$	(10,494)	\$ (13	3,409)	\$	(22,966)
Adjustments to reconcile net income (loss) to Adjusted EBITDA:																
Depreciation and amortization		529		5,155		429		106		19		336		-		6,574
Depreciation and amortization (included in cost of revenue)		1,933		-		-		-		-		-		-		1,933
Amortization of equity method fair value adjustment at acquisition		-		(358)		-		-		-		-		-		(358)
(Gain) loss on sale or disposal of assets		904		(17)		-		-		-		-		-		887
Lease termination costs		-		-		-		-		-		-		-		-
Interest expense		310		1,070		9		-		-		-	8	3,937		10,326
Other (income) expense, net		(44)		612		(31)	(	1,025)		(3,221)		6,005	(1	,611)		686
Foreign currency (gain) loss (included in cost of revenue)		-		(147)		-		-		-		-		-		(147)
Income tax (benefit) expense		3,445		(640)		-		-		-		(1)	(4	,226)		(1,422)
Noncontrolling interest		61		(155)		(22)		-		(720)		(44)		-		(880)
Share-based compensation expense		-		609		14		-		22		160	2	2,386		3,191
Acquisition and nonrecurring items		-		266		27		-		-		1	2	2,201		2,495
Adjusted EBITDA	\$ 1	1,522	\$	477	\$	399	\$	283	\$	(2,602)	\$	(4,038)	\$ (5	,722)	\$	319
			h													
Total Core Operating Subsidiaries	\$ 1	2,681														



## Reconciliation of U.S. GAAP Net Income (Loss) to Insurance Adjusted Operating Income

		Q1 2018		1 2018 FY 2017			2017	Q	3 2017	Q	2 2017	Q	1 2017	ı	Y 2016	Q	4 2016
Net Income (loss) - Insurance segment	<u> </u>	\$ 1,	,245	\$	7,066	\$	3,381	\$	4,282	\$	164	\$	(761)	\$	(14,028)	\$	(2,050
Net realized and unrealized gains on investm	ents	(2,	,510)		(4,983)		(2,129)		(978)		(1,095)		(781)		(5,019)		(7,696
Asset impairment			-		3,364		-		-		2,842		522		2,400		2,400
Acquisition costs			303		2,535		1,377		422		736		-		714		445
Insurance AOI		\$ (	(962)	\$	7,982	\$	2,629	\$	3,726	\$	2,647	\$	(1,020)	\$	(15,933)	\$	(6,901
Insurance AOI	1 -	\$ (	(962)	\$	7,982	\$	2,629	\$	3,726	\$	2,647	\$	(1,020)	<u>\$</u>	(15,9	33)	33) \$

