

Forward Looking Statements and Non-GAAP Measures



This presentation contains “forward-looking statements” within the meaning of the federal securities laws. Such forward-looking statements are subject to known and unknown risks and uncertainties, including, in particular, statements about REV Group, Inc. (“REV” or the “Company”) plans, strategies, prospects and industry estimates. These statements identify prospective information and include words such as “believes,” “expects,” “may,” “will,” “should,” “seeks,” “approximately,” “intends,” “plans,” “estimates,” or “anticipates,” or similar expressions. Examples of forward-looking statements include, but are not limited to, statements regarding: expected cost savings, sales increases, margins growth, cash flows, capital expenditures, market and industry growth rates and trends, including product line and market expansion, market share, operational and expense improvements (including headcount, technological, customer service and business improvement initiatives), demand for the Company’s products and financial results. The foregoing is not and exclusive list of all forward-looking statements. Forward-looking statements are based on information currently available to the Company and the Company’s current expectations and assumptions regarding its business, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. The Company’s actual results may differ materially from those contemplated by the forward-looking statements. They are neither statements of historical fact nor guarantees or assurances of future performance. The matters referred to herein may not in fact occur. You are cautioned, therefore, against relying on any of these forward-looking statements.

Any forward-looking statement speaks only as of the date on which it is made. Factors or events that could cause the Company’s actual results to differ may emerge from time to time, and it is not possible to predict all of them. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.

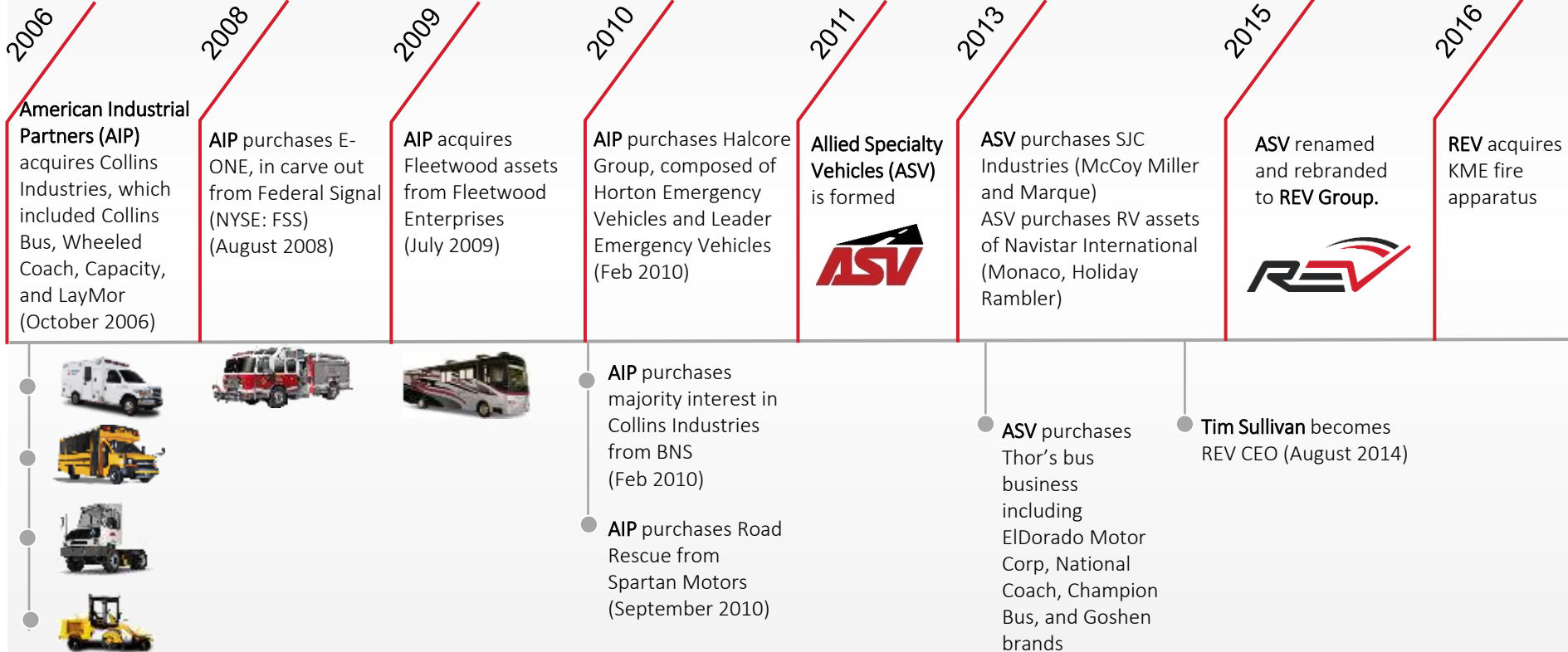
The Company from time to time refers to various non-GAAP (Generally Accepted Accounting Principles) financial measures in this presentation. The Company believes that this information is useful to understanding its operating results and the ongoing performance of its businesses without the impact of special items. See the appendix at the end of this presentation for a reconciliation of these non-GAAP measures.

REV History and Background



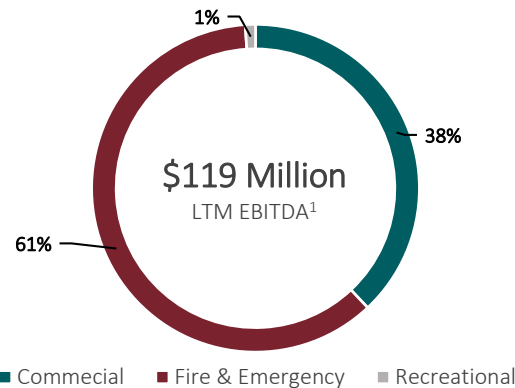
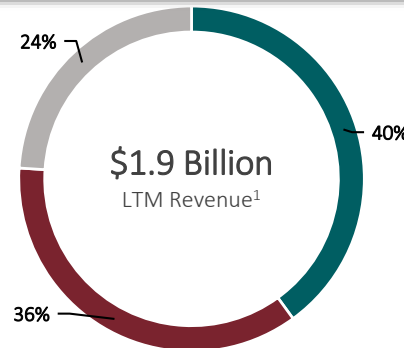
REV has been built from 9 attractive acquisitions since AIP's first investment in 2006

THE EVOLUTION OF



With **more than 300,000 vehicles in the field**, REV is a leading manufacturer of ambulance and fire, recreation, mobility conversion, terminal trucks, sweepers and shuttle, transit and small school bus vehicles

Largest small and medium sized bus manufacturer in the US
Largest Emergency Vehicle Manufacturer in North America



15 world-class manufacturing locations throughout the United States

¹ proforma for the acquisition of KME in April 2016

Specialty Vehicle Industry Leader



- **Iconic Brands**
 - Serving first responders, transportation providers and consumers
 - Extensive dealer network and direct sales organization
- **Strong end market demand outlook**
 - Low energy prices and strong U.S consumer
 - Replenish installed bases; currently extended fleet age
 - Growing aged population (50+ years old)
 - Normalization of RV end markets
- **Attractive business model**
 - High cash flow conversion (EBITDA – capex)
 - 25% unlevered return on capital characteristics
 - ~6 month backlog provides revenue visibility
- **Controllable Operating Agenda to grow EBITDA**
 - Procurement cost leverage and Op Ex
 - Service, parts and remount growth
 - New product development and commercially enhanced product conceptions
 - Enhanced go-to-market strategies
- **Synergistic industry consolidator**
- **World class management team**
- **Portfolio company of American Industrial Partners Capital Fund IV, LP**



Company Overview

- REV is a leading manufacturer of a wide variety of specialty vehicles, predominately in North America
- Operates in three segments aligned with end markets served: Fire & Emergency, Commercial and Recreational
- Principal products include fire apparatus and ambulances, commercial & school buses, motorized recreational vehicles, and other specialty products sold under 26 distinguished brands
- Also provides aftermarket parts, service and financing to support dealers and customers
- Largest participant in most of its addressable markets creating a scaled platform that leverages the collective resources of each segment

Product Portfolio

Fire & Emergency

- Fire Apparatus
- Ambulances



Commercial

- Transit Bus
- Shuttle Bus
- School Bus
- Mobility Vehicles
- Sweepers
- Terminal Trucks

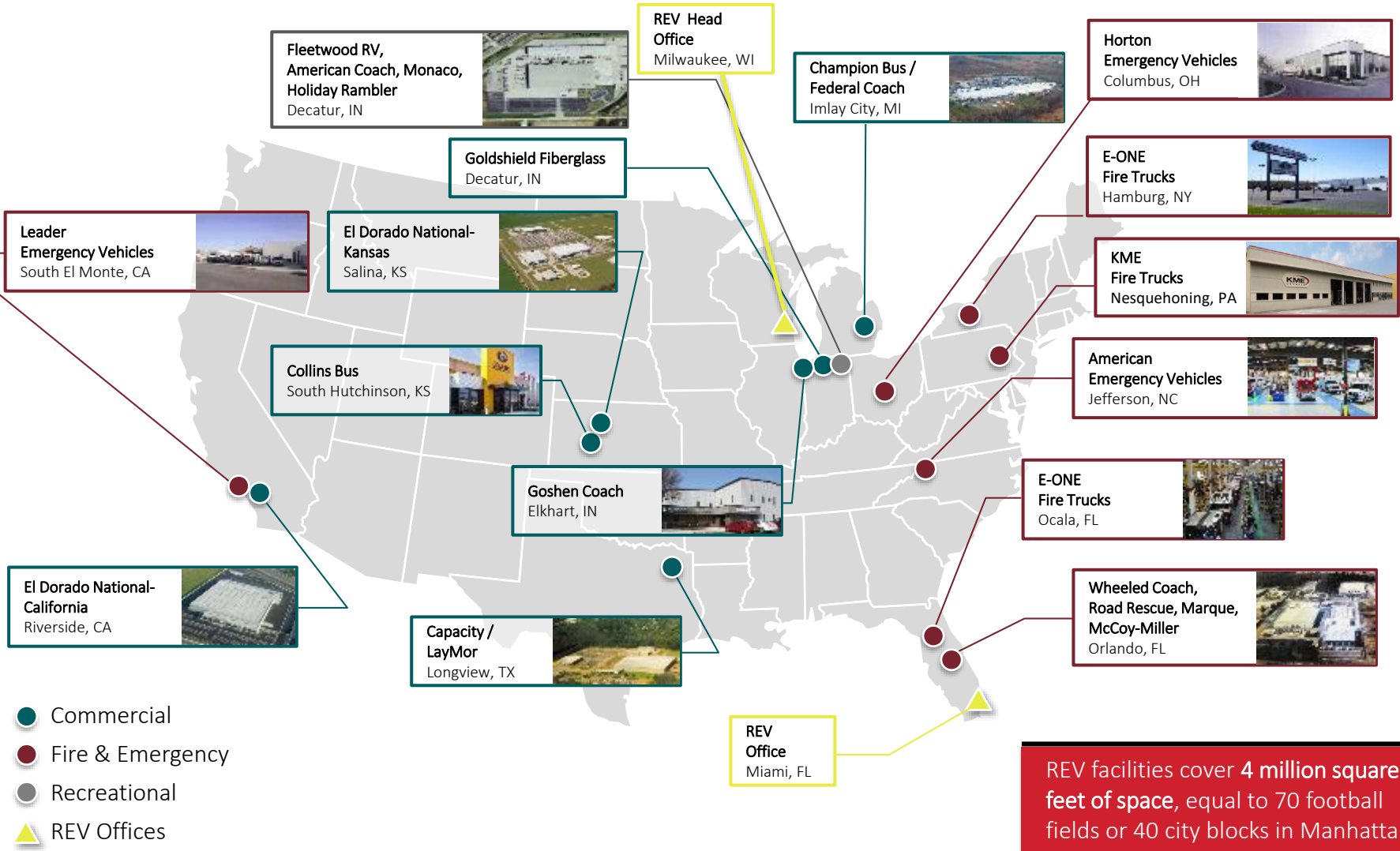


Recreational

- Class A Diesel
- Class A Gas
- Class C



Locations



REV facilities cover 4 million square feet of space, equal to 70 football fields or 40 city blocks in Manhattan

Fire & Emergency Segment



Broad Product Offering for Customer Groups



Fire Truck Pumper

Pumper / Custom Pumper / Tanker
Core fire truck product
ASP: \$160k - \$650k



Fire Truck Aerial

Core fire truck product w/ladder
ASP: \$475k - \$1.2mm



ARFF

Airport Rescue Fire Fighting
ASP: \$650k - \$750k



Ambulance Type I

Medium and light-duty truck cab/chassis
ASP: \$90k



Ambulance Type II

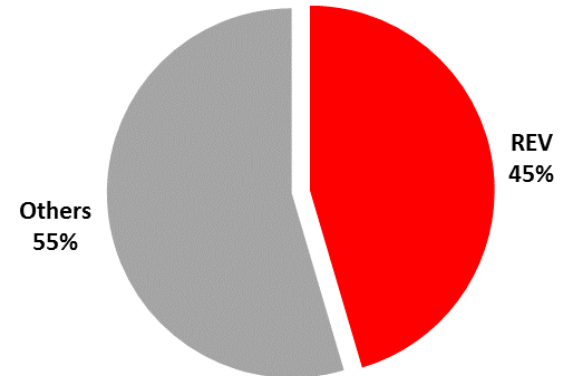
Based on passenger / cargo vans
ASP: \$45k



Ambulance Type III

Light-duty cutaway van cab/chassis
ASP: \$80k

Market Position



Note:

(1) Statistics of US OEM ambulance unit shipments and fire apparatus unit shipments
Sources: Ambulance Manufacturers Division, Fire Apparatus Manufacturers Assn.

Recreation Segment



Focus on High-End Class A Diesel and Gas



Class A Coach

High-end diesel platform, luxury interior

ASP: \$275k - \$575k



Class A Diesel RV

High-end diesel platform

ASP: \$150k - \$250k



Class A Gas RV

High-end gas platform

ASP: \$65k - \$125k



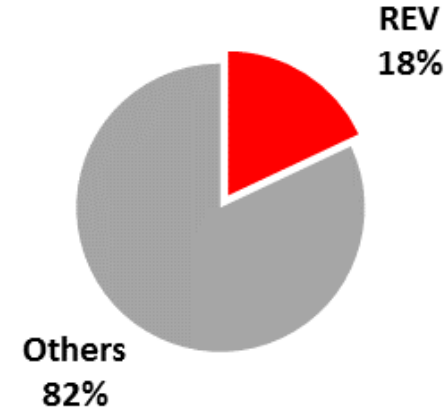
Class C RV

Light-duty cutaway commercial van cab/chassis

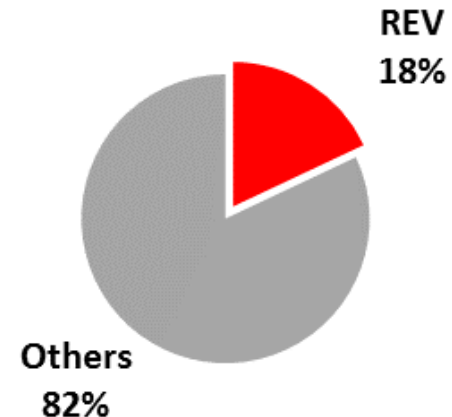
ASP: \$44k - \$80k

Market Position (1)

Class A Diesel



Class A Gas



Note:

(1) Market share based on retail unit sales for the 12 months ending March 2016.

Commercial Segment



Broad Product Offering Across Markets

Transit Bus



Public fixed and on-demand transit/ paratransit, airport, parking and university. Heavy-duty chassis
ASP: \$100k - \$500k

Shuttle Bus



Public transit, paratransit, airport, parking, hotel/resort, group tour, assisted living, church, university
Light- and medium-duty chassis
ASP: \$40k - \$190k

Terminal Truck



Transport trailers or containers over short distances (ports, warehouses, etc.)
ASP: \$70k - \$165k

Mobility Vehicle



Public transit/paratransit and personal use
ASP: \$50k - \$100k

School Bus



Type A school bus and white MFSAB bus
Light-duty chassis
ASP: \$35k - \$55k

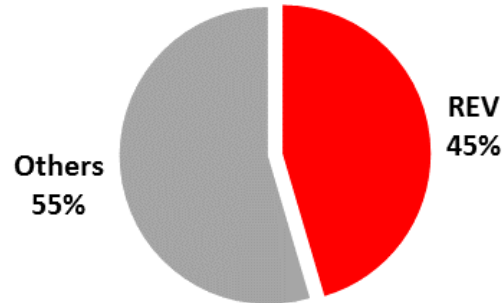
Sweeper



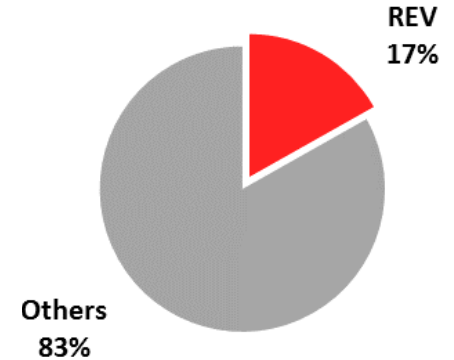
Surface preparation and specialty road construction
ASP: \$25k - \$35k

Market Position

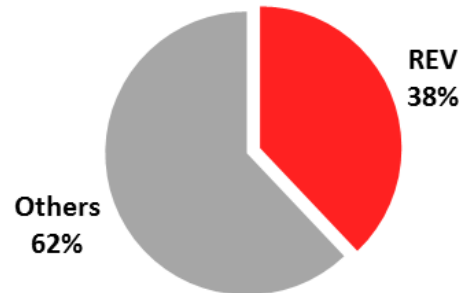
Shuttle Bus Market Share⁽¹⁾



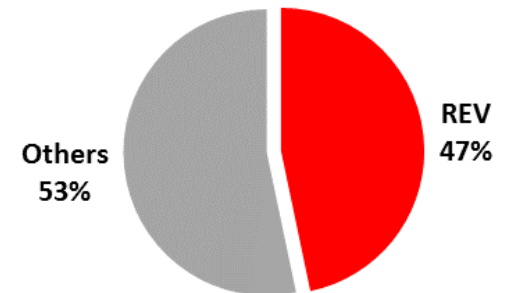
Terminal Truck Market Share⁽²⁾



Type A School Bus Market Share⁽³⁾



Sweeper Market Share⁽²⁾



Notes:

(1) Based on N. A. unit shipments of cutaways, low floor cutaways, rails and integrated low floors

(2) Management estimates based on 2015 N.A. OEM units, domestic and export

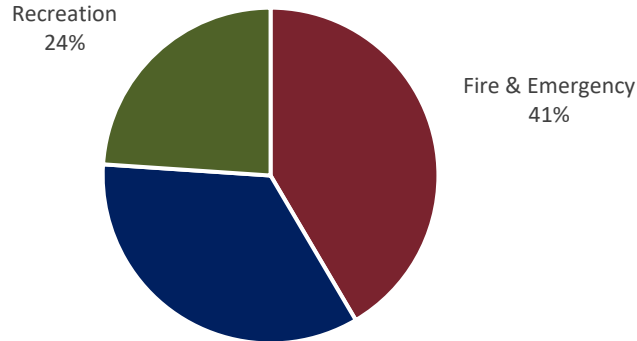
(3) Based on N.A. unit shipments. Market data includes Type A and B school buses

Sources: Mid-Sized Bus Manufacturers Association, School Bus Fleet, company data

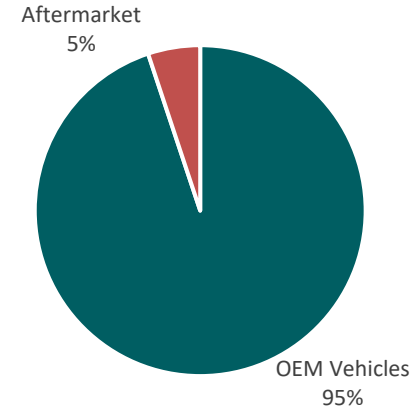
Diverse Revenue Sources with Growth Opportunity



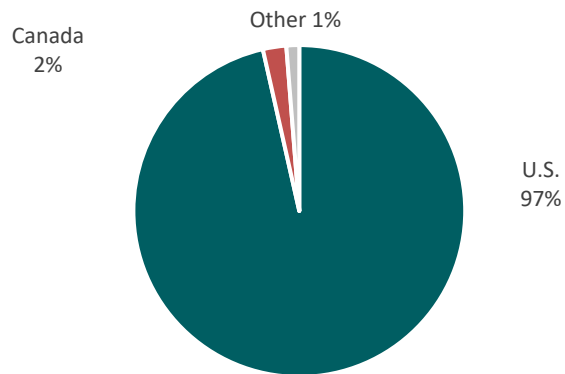
2016E Sales by Segment



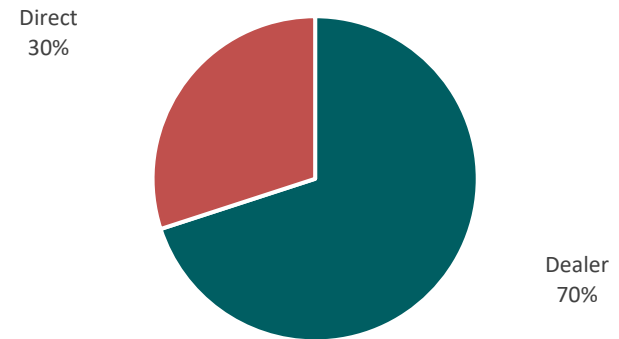
2016E Sales by OEM vs. Aftermarket



FQ2 2016 YTD Sales by Country



2016E Sales by Channel¹



Note:
Amounts are for fiscal year 2015

Why Milwaukee? Why Wisconsin?



- Wisconsin is No. 1 and Milwaukee is No. 2 in manufacturing when calculated on a per capita basis
- Strong history of manufacturing
- Manufacturing provides better diversity and superior sustainability versus an economy based on service industries only
- Manufacturing oriented labor force
- Significant Hispanic and Hmong population
- Manufacturing jobs tend to pay higher wages
- Well established manufacturing supplier base

Why Milwaukee? Why Wisconsin?



- In general, good primary and secondary education systems
- Excellent technical college system
- Public university system offering manufacturing related degrees
- Manufacturing jobs exported to Mexico and China are returning to the state and region
- There is a genuine desire at both state and local levels to recruit and grow manufacturing companies and manufacturing employment
- Relatively low business tax environment
- Exceptional recreational opportunities

Areas Requiring Improvement



- 70% of the jobs in the state require one or two year degrees or no post-secondary education versus 4 year degrees yet funding is disproportionate.
- UW and WTCS each have 16 campuses however the UW system receives 4x the funding of WTCS!
- WTCS education was free until 1972. Tennessee copied Wisconsin's early strategy two years ago by making their tech schools free in an effort to fill the large number of vacant jobs requiring tech degrees.
- Wisconsin's population is shrinking. Without the current Hispanic and Hmong population our manufacturing AND dairy industries would be in serious decline.

Areas Requiring Improvement



- Wisconsin's workforce is shrinking. In the next 23 years our retirement population will nearly double to over 1.5m (of 5.6m) and our working population will grow ONLY 0.4%!
- Even though we have a shortage of engineers, over 60% of our graduating engineers seek employment outside the state.
- We have an uncompetitive tax system in Wisconsin which makes it difficult to recruit and maintain employees. We consistently rank in the top 10 highest tax states and the way we tax is unique and highly punitive to state residents.

Areas Requiring Improvement



- Our tax structure drives our retirees into rental or smaller properties so they can spend six months + one day in Arizona, Florida or any number of tax friendly states.
- Unlike most states, Wisconsin relies almost exclusively on Federal money (91%) for workforce training. Most states use a portion (up to 0.5%) of their unemployment insurance funds for workforce training. For Wisconsin that would be \$75m in annual funding for training.
- 78% of MPS graduates need remediation before they can engage in post-secondary education.

Areas Requiring Improvement



- The City of Milwaukee has some of the most impoverished zip codes in the U.S.
- 20,000 children in Milwaukee have either one or both parents currently incarcerated.
- In 2011, 34,000 students in the WCTS system already had a 4 year degree. This is tax double jeopardy!
- We lack modern guidance tools to lead our children to the available jobs. Most non-four degree jobs pay more than four year degree jobs and the gap is increasing.



- Establish future workforce training funds by retaining 0.2% (~\$30m) of the Unemployment Insurance Fund for workforce training
- Reform the tax system to combat new negative migration and recruitment of workers
- Establish a state committee to find ways to encourage national and international immigration to Wisconsin



Taxation Comparison

	<u>Wisconsin</u>	<u>Arizona</u>	<u>Florida</u>
Personal Income Tax	7.75%	4.54%	N/A
Avg Property Tax	1.76%	0.72%	0.97%
Sales Tax	5.5%	5.6%	6.0%
Special Use Tax	Gas	Gas	Gas
	Vices	Vices	Vices
		Tourists	Tourists
			Tolls



Recommendations

- Reduce personal income tax by 13%
- Reduce property tax by 9%
- Reduce corporate income tax by 50%
- Increase sales tax by 2.5%

Outcomes

- Creates 10,000 jobs
- Promotes \$1.4B investment in Wisconsin
- Increase disposable income \$410 per person
- Slow the migration **OUT** of Wisconsin and encourage migration **TO** Wisconsin



- Immigrants have been the backbone of manufacturing in the U.S. since the country was founded
- New immigrants gravitate towards high paying manufacturing jobs that generally do not require high levels of education or communication skills
- Experience has proven that a small minority of natural born Americans seek manufacturing jobs
- Competitive Midwestern manufacturing states are actively pursuing both national and international immigrants to fill manufacturing jobs



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Immigration



	<u>WI</u>	<u>IL</u>	<u>MI</u>	<u>MN</u>
Foreign Born Share of Population	4.4%	13.7%	6.0%	6.8%
Foreign Born Share of Labor Force	5.0%	17.4%	6.9%	7.9%
Number of Foreign-Born Business Owners	4,339	48,425	16,744	6,327
Foreign-born Share of Business Owners	4.5%	21.8%	10.4%	6.0%



- Immigrants will not take existing jobs from those employed but rather fill the jobs that continue to sit vacant
- If we retrained Wisconsin's entire unemployed population and match them with available jobs, we would still fall well short of filling the projected 925,000 job needs 2008-2018
- Highly skilled immigrants actually create more jobs and economic growth. Every 100 immigrants with an advanced degree created employment for 44 additional native-born Americans
- Highly educated immigrants pay far more in taxes than they receive in benefits



- Hispanics have become more than 40% of the employee base in Wisconsin's dairy industry
- 60% of Wisconsin's schools have seen declining enrollment in the past 7 years
- Wisconsin's workforce is projected to increase only 0.4% by 2040
- Gridlock regarding immigration on the Federal level has convinced several states to mount their own efforts promoting immigration to their states. Several Midwestern states have engaged in such practices



Vehicles for life

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