

MCBC HOLDINGS, INC.

INVESTOR PRESENTATION
May 2018

MasterCraft



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This presentation includes certain non-GAAP financial measures, including Adjusted EBITDA. These non-GAAP financial measures should be considered only as supplemental to, and not as superior to, financial measures prepared in accordance with GAAP. Please refer to the Appendix of this presentation for a reconciliation of Adjusted EBITDA to net income, the most directly comparable financial measure prepared in accordance with U.S. GAAP.

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MANAGEMENT PRESENTERS

TERRY MCNEW PRESIDENT & CEO

- 30 years in the industry
- 5 years with MasterCraft
- Senior executive roles at both Brunswick and Correct Craft

TIM OXLEY | CFO

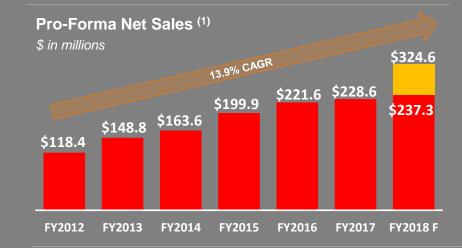
- 27 years in the industry
- 11 years with MasterCraft
- 16 years at Brunswick

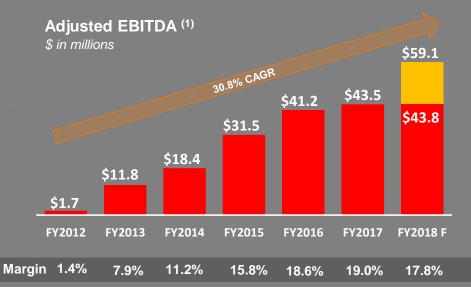
INTRODUCTION TO MASTERCRAFT

- Global, premium, performance-based lifestyle brand
- Leading U.S. market share in the performance sport boat ("PSB") category
- Highly-engineered performance sport boats used for water skiing, wakeboarding and wake surfing, as well as general recreational boating
- Relentless focus on innovation with 40 patents issued and pending, and several notable recent achievements and upcoming releases
- The strongest dealer network in the performance sport boat category with 96 North American dealers with 160 locations and 50 international dealers with 82 locations
- Attractive customer demographics with exceptional customer loyalty

Note: Pro-Forma Net Sales and Adjusted EBITDA represents the Company's financials excluding the results of operations of its Hydra-Sports business and certain non-recurring, non-cash or non-operating expenses. See Appendix for reconciliation of Adjusted EBITDA. FY2018 F includes estimates in yellow based on most recently provided guidance.

RAPID GROWTH



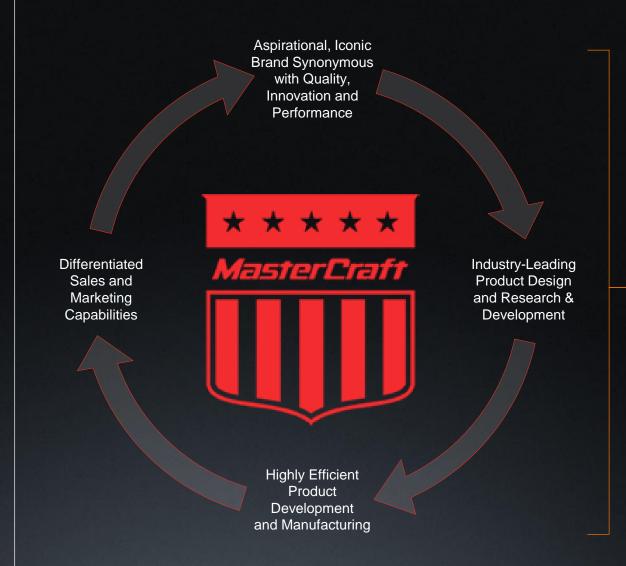


EVOLUTION OF THE CATEGORY INNOVATOR



THE MASTERCRAFT DIFFERENCE

Our differentiated approach provides sustainable competitive advantages



COMPETITIVE ADVANTAGES

- Proven performance
- Strong demand for new products
- Faster speed to market and portfolio renewal rates
- Lower costs enabling competitive pricing with higher profit margins
- Higher resale values
- Highest quality product backed by best-in-class warranty

PRODUCT PORTFOLIO ATTRACTING WIDE CUSTOMER BASE

NXT Series



Entry level series designed to appeal to a younger demographic and broader customer base in an effort to move more people into the MasterCraft brand **XT Series**



Appeal to a range of recreational activities by optimizing key wake characteristics to provide best-in-class wakeboarding and wake surfing performance and recreational water skiing performance

XSeries



Appeal to a range of recreational and advanced riders by optimizing key wake characteristics to provide best-in-class wakeboarding and wake surfing performance and recreational water skiing performance

Retail Price Range:

\$70K - \$175K

• Lengths: 20 – 26'

■ Models: 3

Star Series

ProStar



Engineered to offer superior water ski performance by minimizing wake height to create a nearly flat surface required for world-class water skiing

■ Retail Price Range:

• Length: 20'

\$60K - \$75K

■ Models: 1

■ Maximum Persons: 7

■ Maximum Power: 430 hp

XStar



Engineered to offer superior wakeboard performance with a hull designed for large, powerful clean wakes for advanced wakeboarders

Retail Price Range:

\$155K - \$200K

• Length: 23'

■ Models: 1

Maximum Persons: 16

Maximum Power: 522 hp

Retail Price Range:

\$50K - \$75K

■ Lengths: 20 – 22'

■ Models: 3

■ Maximum Persons: 11-14

■ Maximum Power: 365 hp

Retail Price Range:

\$80K - \$125K

■ Lengths: 20 –25'

■ Models: 5

■ Maximum Persons: 11-18

■ Maximum Power: 522 hp

■ Maximum Persons: 11-18

■ Maximum Power: 522 hp

MasterCraft

SUCCESSFULLY EXECUTING ON GROWTH STRATEGIES FROM IPO

We Continue to Focus on the Growth Strategies Presented During the July 2015 IPO	And Have the Results to Prove Our Execution on These Strategies
Continue to Develop New and Innovative Products in Core Markets	 ✓ 3 new models launched in 2017 including the XT23, XT20 and XT21 ✓ 3 new models launched in 2018 including the XT22, XT25, and XSTAR ✓ Revolutionary new technology showcased in the new DockStar Handling System ✓ Won 7 NMMA Innovation awards in the last nine years
 Penetrate the Entry-Level and Mid-Line Segment of the Performance Sport Boat Category Capture Additional Share from Adjacent Boating Categories 	 ✓ Launched NXT series ("\$50k All Day"), connecting with target demographic for the entry-level boat segment ✓ 43% of NXT buyers are new to boating and 33% are transitioning from sterndrives ✓ Launching XT to round out product offering and reach broader audience
Further Strengthen Dealer Network	 ✓ Increased presence with leading dealers; 6 dealers in the top 20 and 21 dealers in the top 100 ✓ Expanded the dealer network to 96 North American dealers with 160 locations and 50 international dealers with 82 locations and the NauticStar dealer network to 94 North American locations and 1 international location
Continuous Operational Enhancement to Drive Margin Expansion	 2015 IndustryWeek Best Plant in North America demonstrating operational excellence

Source: Company Filings, Earnings Transcripts and the Annual New Boat Dealer Survey conducted by B. Riley & Co.

FY18 YTD FINANCIAL HIGHLIGHTS

- Net sales increased 39.3% to \$237.3 million
- Adjusted EBITDA margin at 18.5% vs prior year of 18.7%
- Net income totaled \$26.5 million for FY18 YTD vs \$13.3 million in the prior year 9 month ended FY17
- Fully diluted pro forma adjusted net income per share, a non-GAAP measure increased to \$1.42 per share compared to \$0.95 in the prior-year period
- Adjusted EBITDA increased to \$43.8 million from \$31.9 million in the prioryear 9 month ended FY17
- The company has made debt payments of \$28.3 million year-to-date enabled by its strong cash generation capability



METRIC	FY2017 YTD	FY2018 YTD
Units Sold	2,090	3,408
Growth %	0.5%	63.1%
Net Sales	\$170.3	\$237.3
Growth %	1.2%	39.3%
Pro-Forma Adjusted EPS (1)	\$0.95	\$1.42
Adjusted EBITDA	\$31.9	\$43.8
Growth %	2.2%	37.3%
Margin %	18.6%	18.5%

⁽¹⁾ Based on weighted average shares. See Appendix for calculation.

²⁾ Includes NauticStar results since the acquisition on October 2nd, 2017

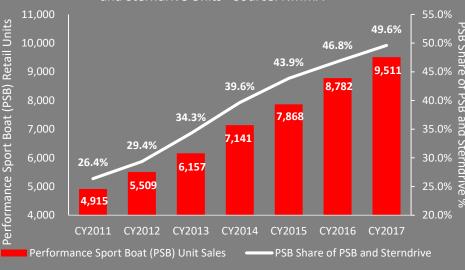
ATTRACTIVE MARKET DYNAMICS DRIVING DEMAND

Favorable macro tailwinds suggest a long runway for future growth

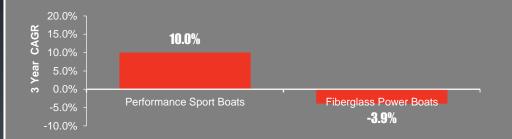
- During CY 2017, PSB retail units sold continued to grow and capture market share from Sterndrive
- Dealer sentiment has been positive as they continue to express an optimistic outlook on the future
- Innovation continues to drive growth, especially in wake surfing
- Marine outperforming other Powersport segments
- Despite strong growth in recent years, new PSB units sold in 2017 remained more than 30% below 2006 level
- New unit sales of PSBs in the U.S. increased at a CAGR of 10.0% from 2014 to 2017 while new unit sales of all fiberglass power boats contracted at a CAGR of -3.9% in the U.S. over the same period

PSB INCREASING SHARE

U.S. Performance Sport Boat (PSB) Retail Units and PSB Share of PSB and Sterndrive Units - Source: NMMA



2014 - 2017 New Unit Sales CAGR - Source: SSI



INVESTOR HIGHLIGHTS

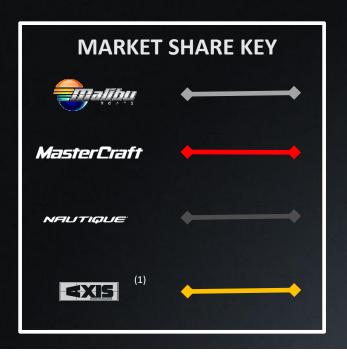
- 1 World-renowned iconic brand synonymous with quality, innovation and performance
- 2 Leading market share position in performance sport boat category
- 3 Industry-leading product design and innovation
- 4 Highly efficient product development and manufacturing
- 5 Strong dealer network
- 6 Differentiated sales and marketing capabilities
- 7 Highly experienced management team leading an engaged workforce
- 8 Strong financial position to support growth
- 9 Continue to seek strategic acquisitions that enhance shareholder value

HIGHLY-VISIBLE AVENUES FOR EARNINGS GROWTH AND SUSTAINABLE COMPETITIVE ADVANTAGES



LEADING MARKET SHARE POSITION

Just starting to realize benefits of many recent initiatives that management has executed



ROLLING QUARTERLY LTM MARKET SHARE THROUGH DEC 2017 [1]



LTM 3/2016 LTM 6/2016 LTM 9/2016 LTM 12/2016 LTM 3/2017 LTM 6/2017 LTM 9/2017 LTM 12/2017

- Continue to increase profit margin from 23.9% in FY15, to 27.6% in FY16, to 27.8% in FY17
- Our emphasis has been and will continue to be about profitable, sustainable market share
- We've consistently held a leading market share position in the U.S. over the past decade

Source: SSI and company SEC filings.

⁽¹⁾ Axis is an independent brand within Malibu Boats.

INDUSTRY-LEADING PRODUCT DESIGN AND INNOVATION

PLANNING

MasterCraft employs a Strategic Portfolio Management Team of cross-functional leaders to maintain a 5-year product and innovation pipeline:

- Identify products and innovations that will drive demand, volume and margin
- 2 year forward product and innovation pipeline known,
- 3-5 year forward pipeline outlined

DEVELOPMENT

MasterCraft utilizes a disciplined product development process and advanced technologies to develop the highest performing, most innovative and highest quality hulls and product features in the industry:

- Disciplined stage-gate product development process
- Independent innovation development
- Computer aided design
- Electronic wave analysis
- Finite element analysis (FEA)
- Design failure mode effect and analysis
- Design validation plan and report

EXECUTION

MasterCraft utilizes cross-functional teams and tools such as design for manufacturing, common product architecture and value add/value engineering which results in:

- Decreased product development timeline
- Shorter innovation launch cycle
- Lower development costs
- Increased speed to market
- Higher quality

LAUNCH

MasterCraft releases 3 new models annually to:

- Drive demand and brand excitement
- Maintain and grow market share
- Command higher price points
- Grow margins

ACHIEVEMENTS THROUGH INNOVATION

23 ISSUED AND



PENDING PATENTS







NMMA INNOVATION AWARDS IN 9 YEARS















HIGHLY EFFICIENT PRODUCT DEVELOPMENT AND MANUFACTURING

MasterCraft's significant investments in...

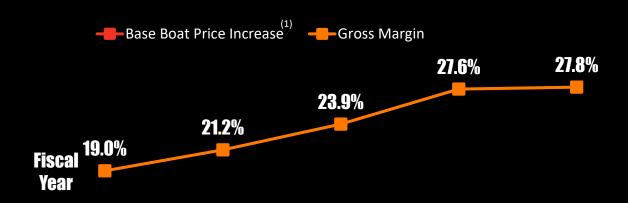
- infrastructure
- value-added processes
- engineering

...result in

- lower material waste
- reduced labor hours per boat
- reduced re-work
- increased production efficiencies
- improved quality



GROSS MARGIN EXPANSION WITH MINIMAL BASE BOAT ASP INCREASES

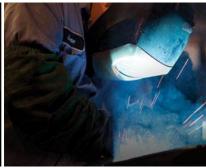




Weighted average base boat price increases, excluding options.









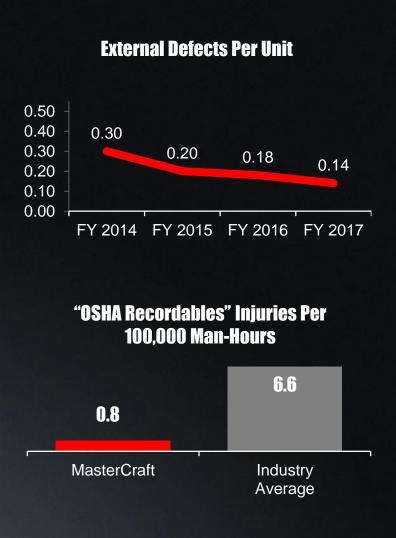






COMMITTED TO QUALITY

250,000	Square foot facility		
~40%	Additional units/day manufacturing capacity (1)		
50	Year history of making boats		
435	Critical checkpoints		
100%	Lake tested		
ISO 9001	Quality control system		
NMMA	Certified		
ONE GOAL	To be the best on the water		



Assumes current footprint on one shift. Second shift lamination could increase capacity to 5,000 units

STRONG MASTERCRAFT DEALER NETWORK



DIFFERENTIATED SALES AND MARKETING CAPABILITIES













PRESIDENT AND CEO

30 years in the industry. Executive roles at both Brunswick Corp. and Correct Craft. Six Sigma Black Belt certification. 5 years with MasterCraft



TIM OXLEY CFO

27 years in the industry. 16 years at Brunswick. Certified Public Accountant. 11 years with MasterCraft



DIRECTOR OF MANUFACTURING

5 years with MasterCraft.



JAY POVLIN

VP OF SALES AND MARKETING

22 years in the industry. 4 years with MasterCraft. Has held numerous senior leadership positions at Brunswick Corp.



DAVID KIRKLAND

CIO

14 years in the industry.
14 years with MasterCraft



CHARLENE HAMPTON VP OF HUMAN RESOURCES

26 years in Human Resources. 7 years with MasterCraft



rim Schiek

PRESIDENT, NAUTICSTAR

22 years in the industry. 20 years at Brunswick in a variety of leadership roles. President of Recreational Boat Group, Sea Ray, and Boston Whaler Group.



DAVE EKERN DIRECTOR OF ENGINEERING

13 years in the industry. 9 years with MasterCraft



NAUTICSTAR ACQUISITION

- On October 2nd, 2017 announced the acquisition of NauticStar, LLC, a leading manufacturer of 18-28 foot, high-quality bay boats, deck boats and offshore center console boats
- Purchase price of \$80.5 million
- Deal unites two leading and complementary boat brands
- NauticStar portfolio adds to MasterCraft's product diversity
- MasterCraft gains presence in salt water fishing and general recreation –
 two of the fastest growing segments in the broader boating industry
- Increases in net sales and gross profit pre-acquisition highlight potential for strong growth in FY18 and beyond



METRIC	FY2016	FY2017
Units Sold	1,785	2,145
Growth %	14.4%	20.2%
Net Sales	\$59.9	\$76.9
Growth %	22.0%	28.4%
Gross Profit	\$9.8	\$13.9
Margin %	16.3%	18.2%

Note: Figures include pro-forma unaudited pre-acquisition fiscal year June 30th results for NauticStar

ABOUT NAUTICSTAR

- Founded in 2002, located in Amory, Mississippi
- NauticStar has a reputation for reliability, quality and consistency with a loyal network of dealers and customers including professional and sport fisherman, and recreational and pleasure boating enthusiast
- Established network of 94 North American dealer locations and 1 international dealer location in the US (up from 77 at purchase)
- Operates a 200,000 square-foot manufacturing facility



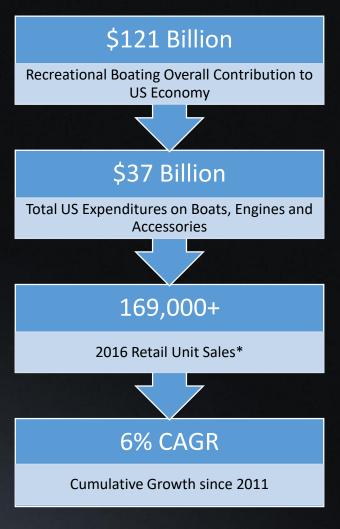




NAUTICSTAR COMPETITIVE OVERVIEW

INDUSTRY OVERVIEW

- NauticStar is a market leader across all its product segments
- Strong Market share
 - #1 in Bay Boats
 - #3 in Deck Boats
 - #5 in Offshore Boats
- Industry expectations are for continued growth going forward
- Key Drivers remain positive
 - ✓ Consumer Confidence
 - ✓ Home Sales
 - ✓ Disposable Income
 - ✓ Interest Rates
 - ✓ Gas Prices
- Particular strength in NauticStar categories positions the Company for above market growth
- Continued innovation and new product introductions differentiate the Company from its peers



Source:

IBEX. NMMA. and SSI

MULTIPLE REVENUE STREAMS

NAUTICSTAR COMPETITIVE OVERVIEW

Offshore Boats



37.4% of 2017 Sales \$49,000 – 2017 ASP 40.3% YOY Growth

- ✓ Lifetime hull warranty
- Design features catering to the family
- ✓ Product line up ranges from 19' to 28'
- Molded one-piece, foam filled composite stringer system

Deck Boats



25.0% of 2017 Sales \$32,000 – 2017 ASP 32.3% YOY Growth

- ✓ All composite with lifetime hull warranty
- ✓ Deutche waterproof connectors
- ✓ Hull design leads to faster and more fuel efficient performance than the leading competitor

Bay Boats



37.6% of 2017 Sales \$30,500 – 2017 ASP 18.0% YOY Growth

- ✓ Lifetime hull warranty
- ✓ RTM closed molded fiberglass lids
- ✓ Tried and proven hull performance
- ✓ Unique, high-performance XTS hull design (air-assist chine)



MULTI-FACETED

Growth Opportunities

CONTINUE TO DEVELOP NEW AND INNOVATIVE PRODUCTS IN CORE MARKETS

Cash Flows Over Product Development Lifecycle



- 1 A more disciplined product innovation process allows MasterCraft to spend on R&D more efficiently than competitors
- Effective product development has accelerated new product releases resulting in increased speed to market
- 3 Fresher and more innovative products, especially when first to market, command price premiums driving increased cash flows versus competitors

Demand for Boat Portfolio Over Time



- 4 3 new model releases per year accelerates replacement lifecycle and drives demand
- 5 The entire product portfolio has been renewed in the last 4 years, giving us the newest overall product offering in the performance sport boat category and positioning us for strong growth in the coming periods

KEY PRODUCT INTRODUCTIONS





FY2017













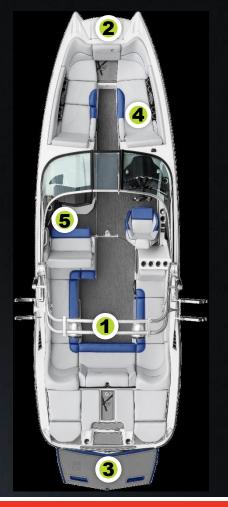




CAPTURE SHARE FROM ADJACENT BOAT CATEGORIES

Targeting crossover customers seeking high performance powerboats for general recreation

	1	2	3	4	5
	WATERSPORTS VERSATILITY	CUSTOMIZED Styling	ENHANCED SAFETY	ROOMY, PLUSH INTERIOR	STORAGE / SPACE
TRADITIONAL LARGE REC DAYBOATS	0	0	0	⊗	ଓ
MasterCraft	8	⊗	€	⊗	€
X26 Features	Gen 2 Surf System2.1k lbs ballastSwivel board racks	Numerous color combinationsPickle-fork bow	Inboard prop locationSwim platform	18 person capacityDeluxe aft loungeBow seating	101 cubic feetSink and fridgePrivate toilet



Sterndrive 20'-35' units sold in the U.S. in 2017

Source: SSI data.

FURTHER STRENGTHEN DEALER NETWORK

Supply Dealers With High Quality, Relevant Boats...

...And Maintain The Highest Quality Dealers...

...While Thoughtfully Managing Our Exposure

3

Annual new model releases keep MasterCraft fresh

13

Unique models comprise robust portfolio of choices



All backed by the best warranty on the water

MOST DEALERS IN TOP 20 (1)				
	%	#		
MasterCraft	30%	6		
NAUTIQUE	20%	4		
a alibu	15%	3		

dealers in Boating Industry's Top 100



LOW DEALER CONCENTRATION				
Dealer Ranks % Net Sal				
Top 10	41%			
Top 11-20	17%			
Top 20	58%			

(1) Source: MRAA.

CONTINUOUS OPERATIONAL IMPROVEMENT

- Faster and more disciplined product innovation process has accelerated new product development
- Significant margin expansion despite lower average boat sale price increases vs. competitors
- Ongoing initiatives implemented to reduce cost base and improve manufacturing efficiency resulted in:
 - Lower re-work, material waste and excess inventory
 - Higher quality, improved on-time delivery rates and higher customer satisfaction



- First-time internal quality process pass rate.
- Adjusted EBITDA margin figures exclude Hydra-Sports and certain other non-cash or non-operating expenses. See Appendix for reconciliation of Adjusted

FY 2017

93.0%

FY 2017

19.0%



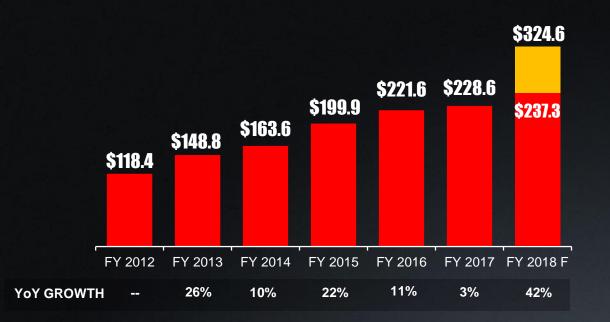
KEY FINANCIAL

Information

STRONG COMBINED FINANCIAL PERFORMANCE

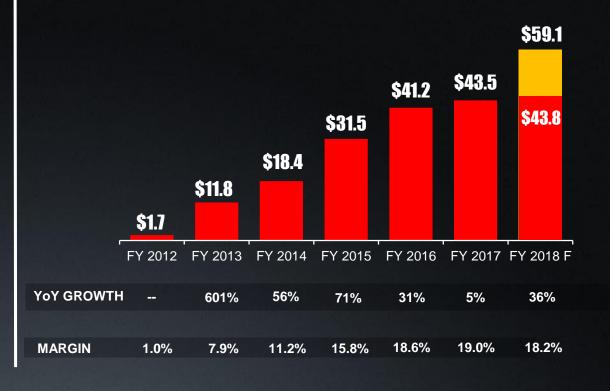
PRO-FORMA NET SALES

\$ in millions



ADJUSTED EBITDA

\$ in millions



Note: Pro-Forma Net Sales and Adjusted EBITDA represents the Company's financials excluding the results of operations of its Hydra-Sports business and certain non-recurring, non-cash or non-operating expenses. See Appendix for reconciliation of Adjusted EBITDA. FY2018 F includes estimates in yellow based on most recently provided guidance.



CASH CONVERSION CYCLE — MASTERCRAFT ONLY

n thousands)	FY 2015	FY 2016	FY 2017	FY 2018 Q3
		Cluster but	Principal Control	
Net Sales	\$214,386	\$221,600	\$228,634	\$69,257
Cost of Sales	\$163,220	\$160,521	\$165,158	\$49,823
Beginning Inventory	\$11,685	\$11,541	\$13,268	\$12,820
Ending Inventory	\$11,541	\$13,268	\$11,676	\$13,904
Beginning Accounts Receivable	\$4,406	\$2,653	\$2,966	\$1,330
Ending Accounts Receivable	\$2,653	\$2,966	\$3,500	\$4,392
Beginning Accounts Payable	\$13,020	\$14,808	\$13,112	\$11,612
Ending Accounts Payable	\$14,808	\$13,112	\$11,008	\$14,346
Days Inventory Outstanding (DIO) (1)	26.0	28.2	27.6	25.4
Days Sales Outstanding (DSO) ⁽²⁾	6.0	4.6	5.2	5.7
Days Payable Outstanding (DPO) (3)	31.1	31.7	26.7	26.2
Cash Conversion Cycle (CCC) (Days) (4)	0.9	1.1	6.1	4.9

Note

(\$ i

⁽¹⁾ The DIO is calculated as the average inventory divided by the cost of sales per day - 365 days for each FY and 91 days for FY 2018 Q3

⁽²⁾ The DSO is calculated as the average receivable divided by net sales per day - 365 days for each FY and 91 days for FY 2018 Q3

³⁾ The DPO is calculated as the average accounts payable divided by cost of sales per day - 365 days for each FY and 91 days for FY 2018 Q3

⁴⁾ The CCC, is calculated as the sum of DIO plus the DSO, minus the DPO - 365 days for each FY and 91 days for FY 2018 Q3

FISCAL 2018 COMBINED GUIDANCE

METRIC	FYE 2018 TARGET
Revenue Growth	Low-to-mid 40 percent range
Adjusted EBITDA Margin (1)	Low 18 percent range
EPS Growth (2)	High 40 percent growth range

Note: These goals are forward-looking, are subject to significant business, economic, regulatory and competitive uncertainties and contingencies, many of which are beyond the control of the Company and its management, and are based upon assumptions with respect to future decisions, which are subject to change. Actual results will vary and those variations may be material. For discussion of some of the important factors that could cause these variations, please consult the "Risk Factors" section of the prospectus. Nothing in this presentation should be regarded as a representation by any person that these goals will be achieved and the Company undertakes no duty to update its goals.

⁽¹⁾ Estimated Integration costs associated with our NauticStar, LLC acquisition have been considered in providing this guidance.

⁽²⁾ Adjusted net income per proforma share growth

WRAP UP

- 1 World-renowned iconic brand synonymous with quality, innovation and performance
- 2 Leading market share position in performance sport boat category
- 3 Industry-leading product design and innovation
- 4 Highly efficient product development and manufacturing
- 5 Strong dealer network
- 6 Differentiated sales and marketing capabilities
- 7 Highly experienced management team leading an engaged workforce
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- 9 Continue to seek strategic acquisitions that enhance shareholder value

HIGHLY-VISIBLE AVENUES FOR EARNINGS GROWTH AND SUSTAINABLE COMPETITIVE ADVANTAGES



APPENDIX

DETAILED FINANCIAL SUMMARY

(\$ in millions, actual units)

	FY 2014	FY 2015	FY 2016	FY 2017	FY 2018 YTD
		MCBC Holdings (Include	ling Hydra-Sports in FY14	\$ & FY15)	
Total Boats Sold	2,185	2,592	2,742	2,790	3,408
YoY % Change	9.4%	18.6%	5.8%	1.8%	63.0%
Net Sales	\$177.6	\$214.4	\$221.6	\$228.6	\$237.3
YoY Growth %	9.6%	20.7%	3.4%	3.2%	39.3%
Cost of goods	\$140.0	\$163.2	\$160.5	\$165.2	\$174.8
Gross Profit	\$37.6	\$51.2	\$61.1	\$63.5	\$62.5
% of net sales	21.2%	23.9%	27.6%	27.8%	26.3%
Operating Expenses	\$19.0	\$27.2	\$39.1	\$30.0	\$25.4
% of net sales	10.7%	12.7%	17.6%	13.1%	10.7%
Сарех	\$3.4	\$3.5	\$3.8	\$4.1	\$2.5
		MasterCrat	ft and NauticStar Only		100
Boats Sold	2,135	2,547	2,742	2,790	3,408
YoY % Change	9.5%	19.3%	7.7%	1.8%	63.0%
Net Sales	\$163.6	\$199.9	\$221.6	\$228.6	\$237.3
YoY Growth %	10.0%	22.2%	10.9%	3.2%	39.3%
Adjusted EBITDA	\$18.4	\$31.5	\$41.2	\$43.5	\$43.8
YoY Growth(Decline) %	55.8%	71.4%	30.7%	5.5%	37.3%
% of net sales	11.2%	15.8%	18.6%	19.0%	18.5%

Note: FY June 30. Consolidated figures include Hydra-Sports and certain other non-cash or non-operating expenses. See next page in appendix for reconciliation of Adjusted EBITDA. "YoY" defined as the current fiscal period over the prior fiscal period. NauticStar results are as of acquisition on October 2nd 2017



DETAILED PRO-FORMA FINANCIAL SUMMARY

(\$ in millions, actual units)

	FY 2017	FY 2017	FY 2017
	MasterCraft	NauticStar	Consolidated (Pro-forma)
Total Boats Sold	2,790	2,145	4,935
YoY % Change	1.8%	20.2%	9.0%
Net Sales	\$228.6	\$76.9	\$305.7
YoY Growth %	3.2%	28.4%	8.9%
Cost of goods	\$165.2	\$62.9	\$228.1
Gross Profit	\$63.5	\$13.9	\$77.6
% of net sales	27.8%	18.2%	25.3%
Operating Expenses	\$30.0	\$4.7	\$35.1
% of net sales	13.1%	6.6%	11.4%

Note: FY 2017 results include pro-forma full-year pre-acquisition financial information for NauticStar.

ADJUSTED EBITDA RECONCILIATION

(\$ in millions)	FY 2014	FY 2015	FY 2016	FY 2017	FY 2018 YTD
Net Income	\$19.9	\$5.5	\$10.2	\$19.6	\$26.5
Income Tax Expense (Benefit) (1)	(11.4)	6.6	8.3	11.7	8.0
Interest Expense	7.5	5.2	1.3	2.2	2.5
Depreciation and Amortization	2.5	3.3	3.4	3.2	3.7
EBITDA	\$18.5	\$20.6	\$23.2	\$36.7	\$40.7
Change in Common Stock Warrant Fair Value (2)	2.5	6.6	3.4	0.0	0.0
Transaction Expenses (3)	0.0	7.1	0.5	0.1	1.7
Litigation charge ⁽⁴⁾	0.0	0.5	1.6	6.0	0.0
Inventory Step-up Adjustment – Acquisition Related ⁽⁵⁾	0.0	0.0	0.0	0.0	0.5
Litigation settlement ⁽⁶⁾	0.0	0.0	(1.2)	0.0	0.0
Hydra-Sports ⁽⁷⁾	(2.6)	(3.3)	0.0	0.0	0.0
Stock-based compensation	0.0	0.0	13.7	0.7	0.9
Adjusted EBITDA	\$18.4	\$31.5	\$41.2	\$43.5	\$43.8

Note

⁽¹⁾ Fiscal 2014 income tax benefit primarily represents the reversal of a valuation allowance for deferred tax assets.

⁽²⁾ Represents non-cash expense related to increases in the fair market value of the restructuring warrant.

⁽³⁾ Represents fees and expenses related to our initial public offering, payment of a special cash dividend in June 2016, expenses associated with recapitalization activities completed in March 2015, secondary offering in September 2016, and our follow-on offering in December 2016. Also includes amount paid for the NauticStar, LLC acquisition which occurred on October 2nd 2017.

⁽⁴⁾ Represents legal and advisory fees related to our litigation with Malibu Boats, LLC, which includes settling the Malibu patent case and settlement of a litigation matter for fiscal 2015.

⁽⁵⁾ Represents post-acquisition adjustment to cost of goods sold for the fair value step up of inventory acquired, all of which was sold during the second quarter of fiscal 2018.

⁽⁶⁾ Represents receipt of a one-time payment to settle certain litigation matters.

⁷⁾ Represents the operating income attributable to the operations of our Hydra-Sports business and the related manufacturing agreement, adjusted to exclude depreciation and amortization related to Hydra-Sports. We previously divested the Hydra-Sports business in June 2012, but continued to manufacture Hydra-Sports boats for the purchaser of the business pursuant to an agreement that expired on June 30, 2015 (and which was not renewed). This adjustment was calculated by identifying the applicable cost of sales and operating expenses directly attributable to the Hydra-Sports business for such period, excluding any corporate overhead or other shared costs.

ADJUSTED NET INCOME RECONCILIATION

(\$ in millions)	FY 2014	FY 2015	FY 2016	FY 2017	FY 2018 YTD
Net Income	\$19.9	\$5.5	\$10.2	\$19.6	\$26.5
Income Tax Expense (Benefit) (1)	(11.4)	6.6	8.3	11.7	8.0
Change in Common Stock Warrant Fair Value ⁽²⁾	2.5	6.6	3.4	0.0	0.0
Transaction Expenses (3)	0.0	7.1	0.5	0.1	1.7
Litigation charge ⁽⁴⁾	0.0	0.5	1.6	5.9	0.0
Inventory Step-up Adjustment – Acquisition related ⁽⁵⁾	0.0	0.0	0.0	0.0	0.5
Litigation settlement (6)	0.0	0.0	(1.2)	0.0	0.0
Hydra-Sports (7)	(2.6)	(3.3)	0.0	0.0	0.0
Stock-based compensation	0.0	0.0	13.7	0.7	0.9
Adjusted net income before income taxes	\$8.4	\$23.1	\$36.5	\$38.0	\$37.6
Adjusted income tax expense (8)	3.0	8.3	13.1	13.7	10.9
Adjusted net income	\$5.4	\$14.8	\$23.4	\$24.3	\$26.7
Pro-Forma adjusted net income per common share:					
Basic	\$0.31	\$0.86	\$1.28	\$1.31	\$1.43
Diluted	\$0.30	\$0.79	\$1.24	\$1.30	\$1.42
Pro-forma weighted average shares used for the computation of:		The Carrier		JAN WY	
Basic adjusted net income per share ⁽⁹⁾	17,210,429	17,210,429	18,283,755	18,597,357	18,621,350
Diluted adjusted net income per share ⁽⁹⁾	18,142,423	18,822,858	18,772,373	18,711,089	18,797,949

Note: (1)

Fiscal 2014 income tax benefit primarily represents the reversal of a valuation allowance for deferred tax assets.

(2) Represents non-cash expense related to increases in the fair market value of the restructuring warrant.

Represents fees and expenses related to our initial public offering, payment of a special cash dividend in June 2016, expenses associated with recapitalization activities completed in March 2015, secondary offering in September 2016, and our follow-on offering in December 2016. Also includes amount paid for the NauticStar, LLC acquisition which occurred on October 2nd 2017.

4) Represents legal and advisory fees related to our litigation with Malibu Boats, LLC, which includes settling the Malibu patent case and settlement of a litigation matter for fiscal 2015.

(5) Represents post-acquisition adjustment to cost of goods sold for the fair value step up of inventory acquired, all of which was sold during the second quarter of fiscal 2018.

Represents receipt of a one-time payment to settle certain litigation matters.

Represents the operating income attributable to the operations of our Hydra-Sports business and the related manufacturing agreement, adjusted to exclude depreciation and amortization related to Hydra-Sports. We previously divested the Hydra-Sports business, but continued to manufacture Hydra-Sports boats for the purchaser of the business pursuant to an agreement that expired on June 30, 2015 (and which was not renewed). This adjustment was calculated by identifying the applicable cost of sales and operating expenses directly attributable to the Hydra-Sports business for such period, excluding any corporate overhead or other shared costs.

Reflects income tax expenses at an estimated normalized annumal reflective income tax rate of 10 of IPV18 and 36.0 percent for all prior periods presented.

The weighted average shares used for computation of pro forma diluted earnings per common share gives effect to the 58,607 shares of restricted stock awards, the 64,542 performance stock units granted under the 2015 Incentive Award Plan and 55,253 shares for the dilutive effect of stock options. The average of the prior quarters is used for computation of the fiscal year ended periods.



BALANCE SHEET

ousands)	June 30, 2017	April 1st, 2018
Assets:		
Cash	\$4,038	\$8,500
Accounts Receivable	3,500	5,975
Inventories - Net	11,676	20,290
Other Current Assets	2,438	3,656
Property, Plant and Equipment - Net	14,827	19,728
Intangible Assets - Net	16,643	51,566
Goodwill	29,593	66,713
Other	606	704
Total Assets	\$83,321	\$177,132
Liabilities		
Accounts Payable	\$11,008	\$18,082
Accrued Expenses and Other Current Liabilities	22,190	31,623
Total Debt, net of unamortized debt issuance costs	34,477	86,047
Unrecognized Tax Positions and Deferred Income Taxes	3,885	2,306
Total Liabilities	\$71,560	\$138,058
Shareholders' Equity	11,761	39,074
Total Liabilities and Shareholders' Equity	\$83,321	\$177,132