

HC2 Holdings, Inc. (HCHC – \$2.09*)
Diversified Industrials: Producer Manufacturing
Buy; \$13.00 PT; \$95.3M Market Cap

Raise Price Target Friday, August 9, 2019

Discovery Group =

Core Sales/Adj EBITDA Beat Our Estimates, Marine Services Segment Receives Multiple Preliminary Bids; Marking-Up Life Sciences Portfolio Valuation—Raise PT from \$11 to \$13, Reiterate Buy

Sarkis Sherbetchyan 310-689-5221

ssherbetchyan@brileyfbr.com

STOCK DATA						
Market Cap (mil)	\$95.3					
52-Week Range	\$1.90 - \$6.58					
3-Month ADTV	353,555					
Shares Outstanding (mil)	45.6					
Float (%)	91.0					
Short Interest	4,181,958					
Enterprise Val. (mil)	\$1,006.9					
Fiscal Year-End	December					

E/	KNINGS D	AIA					
EBITDA (Q)	2018A	2019E	2020E				
1Q	9.3	14.3A	27.9				
2Q	40.2	34.8A	35.9				
3Q	26.3	32.8	38.0				
4Q	28.5	35.6	36.2				
FY	104.3	117.5	138.0				
Core subsidiaries FRITDA (Construction, Marine Services							

Telecom, and Energy segments).

FINANCIAL DATA							
FY	2018A	2019E	2020E				
Rev. (mil)	\$1,976.7	\$2,051.7	\$2,060.1				
EBITDA (mil)	\$104.3	\$117.5	\$138.0				
ROE	1.3%	(0.1)%	(0.2)%				
Debt/Capital	77.0%	64.6%	65.4%				
BV/Share	\$1.88	\$6.04	\$5.42				

BALANCE SHEET DATA					
	2Q19				
Cash & Equivalents	\$280.4				
Accounts Receivable	\$350.7				
Accounts Payable	\$338.5				
Total Debt	\$828.2				
Shareholders' Equity	\$329.9				
Debt/Cap	0.0%				
\$ in millions unless otherwise specified.Cash &					
equivalents includes ~\$226M in "Insurance" s	segment.				

Summary and Recommendation

Buy-rated HC2 Holdings (HCHC, \$13 PT) reported 2Q revenues/adjusted EBITDA of \$430M/ \$35M from its core operating subsidiaries, exceeding our estimates of \$400M/\$25M. The strength was primarily attributable to the construction and marine services segments (the dominant generators of operating performance for HCHC), even though management has not provided FY19 guidance for the marine services segment, which is in a sales process, HCHC maintained FY19 adjusted EBITDA guidance of \$75M-\$80M for the construction segment. We remain encouraged by the backlogs for both the construction and marine services segments, which stood at \$468M and \$406M, respectively. We therefore maintain our FY19/FY20 adjusted EBITDA estimates for both construction and marine services. (Refer to Exhibit II: "Estimate Revisions" on page 3 of this report for details.) We raise our PT, from \$11 to \$13, as we mark up HCHC's life sciences portfolio investments to reflect the Huadong Medicine Company's recent equity valuations for R2 Dermatology and MediBeacon. (Refer to Exhibit III: "Sum-ofthe-Parts Valuation Analysis" on page 4 of this report for details.) A reminder: Global Marine is in the process of evaluating strategic alternatives. In that regard, on the earnings conference call, HCHC's management affirmed a more robust sales process, after taking steps to separate the HMN JV from Global Marine. Over the past month, the company has received multiple preliminary bids from high-quality acquirers. Should HCHC successfully sell the marine services segment, proceeds should be used to reduce debt at the HoldCo. level. With HCHC shares trading at such a wide discount to our SOTP analysis, and potential asset monetization catalysts on the horizon, we reiterate our Buy rating.

Key Points

- 2Q core operating results. HCHC reported 2Q revenues/adjusted EBITDA from its core operating subsidiaries of \$430M/\$35M, exceeding our estimates of \$400M/\$25M, with strength primarily attributable to the construction segment (adjusted EBITDA of \$23M, vs. our \$16M forecast) and the marine services segment (adjusted EBITDA of \$10M, vs. our \$7M estimate). HCHC's life sciences, broadcasting, and other investments generated an adjusted EBITDA loss of (\$2.7M), compared to our loss estimate of (\$5.0M). In that regard, the broadcasting segment loss of (\$0.9M) was lower than our (\$2.0M) estimate as management's integration and cost-restructuring efforts move the segment towards breakeven (which we continue to assume management achieves in 4Q20). Losses from the life sciences segment were (\$1.8M), better than our (\$3.0M) loss forecast. Given that R2 Dermatology and MediBeacon received equity funding of \$10M and \$15M, respectively, from the Huadong Medicine Company (as highlighted in our earnings preview note), we have raised our loss forecasts: We expect the portfolio companies to enter the next phase of developing their respective products (including engaging in clinical trials and the FDA approval process). Finally, HCHC's non-operating corporate EBITDA of (\$4.4M) was better than our forecast of (\$6.5M). (Refer to Exhibit I: "Reported Results vs. Expectations" on page 3 for details.)
- HCHC maintained FY19 adjusted EBITDA guidance of \$75M-\$80M for the construction segment. Its backlog, at the end of 2Q, was \$468M (\$81M was attributable to GrayWolf), vs. backlog of \$656M in the prior year: Large projects have converted to revenues/EBITDA at this juncture. Recall: As large projects roll off, management is focused on maintaining discipline and adding smaller, more profitable projects in the \$25M-\$50M range, enabling a quicker conversion to revenues/cash flows. That said, in our view, the construction segment's current backlog represents a more sustainable, "normalized" range. (continued on page 2)

Analyst certification and important disclosures can be found on pages 8 - 11 of this report.

This document represents an abbreviated discussion of the subject issuer and should not be used as the sole basis for an investment decision. Contact your B. Riley FBR representative for complete research concerning the subject issuers, including research briefs and reports.

- The current awarded, but unsigned, backlog statistic exceeded was \$661M (\$547M was attributable to DBM Global and \$114M to GrayWolf). In sum, we maintain our FY19/FY20 construction segment adjusted EBITDA of \$75M/\$80M, respectively. (Refer to Exhibit II: "Estimate Revisions" on page 3 of this report for details.)
- Marine services segment's results above our expectations; sales process draws multiple preliminary bids. The marine services segment generated sales/adjusted EBITDA of \$39M/\$10M, vs. our model of \$50M/\$7M, respectively. The marine services backlog stood at \$406M at the end of 1Q, of which \$315M was attributable to three, multiyear telecom maintenance contracts, while \$91M relates to installation projects. In that regard, installation projects have increased by \$60M Y/Y. Even though quarterly results are lumpy, we believe the marine services backlog supports the long-term health and cash flow generation of the business. We thus expect operating performance in 2H19 to reflect a material improvement, vs. 1H19. Therefore, we continue to model marine services adjusted EBITDA of \$35M in FY19 and \$50M in FY20. (Refer to Exhibit II: "Estimate Revisions" on page 3 of this report for details.) Finally, on the earnings conference call, HCHC's management affirmed a more robust sales process, after taking steps to separate the HMN JV from Global Marine. Over the past month, the company has received multiple preliminary bids from high-quality acquirers, including bids for Global Marine, as well as distinct bids for the combined Global Marine and HMN JV. The potential sale of the marine services segment could enable HCHC to rapidly reduce debt, which is management's stated goal. We value the marine services division at \$400M, of which 72.5% is owned by HCHC.
- Marking up life sciences portfolio valuation to reflect Huadong Medicine Company's equity investments in R2 Dermatology and MediBeacon. In June, Huadong made a \$10M equity investment in HCHC's life sciences portfolio company, R2 Dermatology, at a pre-money valuation of ~\$50M. HCHC's fully diluted equity ownership in R2 Dermatology, after the transaction, is ~58%. Thus, the new valuation reference point for R2 Dermatology works out to ~\$29M for HCHC's position. In July, portfolio company MediBeacon received a \$15M equity investment from Huadong, at a pre-money valuation of ~\$300M. HCHC's fully diluted equity ownership in MediBeacon, after the transaction, is ~42%. The new valuation reference point for MediBeacon increases from \$25M previously to \$125M for HCHC's position. The step-up in these life sciences portfolio assets adds ~\$2 per HCHC share (assuming full dilution), vs. our prior SOTP valuation analysis. We therefore raise our price target from \$11 to \$13.
- Sum-of-the-parts valuation. Our PT is based on an SOTP valuation analysis. (Refer to Exhibit III: "Sum-of-the-Parts Valuation Analysis" on page 4 of this report for details.)

Exhibit I: Reported Results vs. Expectations

	2Q19E	2Q19A	Variance
	Adj. EBITDA	Adj. EBITDA	Variance
Construction	\$16.0	\$23.1	44.4%
Marine Services	\$7.0	\$9.6	37.1%
Telecom	\$0.7	\$0.8	14.3%
Energy	\$1.0	\$1.3	29.9%
Core Total	\$24.7	\$34.8	40.9%
Life Sciences	(\$3.0)	(\$1.8)	-40.0%
Broadcasting	(\$2.0)	(\$0.9)	-55.0%
Other	\$0.0	\$0.0	NM
Corporate	(\$6.5)	(\$4.4)	-32.3%
Total, ex. Insurance	\$13.2	\$27.7	109.8%
	Pre-tax AOI	Pre-tax AOI	
Insurance	\$15.0	\$33.0	120.0%

Source: B. Riley FBR Research and HCHC earnings release

Exhibit II: Estimate Revisions

B. Riley FBR Estimates (\$Ms)							
	FY201	.9E	FY202	20E			
Adj. EBITDA	Old	New	Old	New			
Construction	\$75.0	\$75.0	\$80.0	\$80.0			
Marine Services	\$35.0	\$35.0	\$50.0	\$50.0			
Energy	\$4.1	\$4.5	\$4.1	\$5.0			
Telecom	\$2.9	\$3.0	\$3.0	\$3.0			
Core Total	\$117.0	\$117.5	\$137.1	\$138.0			
Life Sciences	(\$11.9)	(\$15.0)	(\$30.0)	(\$30.0)			
Broadcasting	(\$7.3)	(\$4.7)	(\$1.5)	(\$1.0)			
Other	\$0.0	\$0.0	\$0.0	\$0.0			
Corporate	(\$25.6)	(\$25.0)	(\$26.0)	(\$26.0)			
Total, ex. Insurance	\$72.2	\$72.8	\$79.6	\$81.0			

Source: B. Riley FBR Research

Exhibit III: Sum-of-the-Parts Valuation Analysis

		Statistic		Est.
Business Unit	Financial Statistic Description	(Ms)	Multiple	Valuation
DBM Global	FY20E EBITDA - 92.5% ownership	\$80	8.0	\$640
Global Marine Systems	FY20E EBITDA - 72.5% ownership	\$50	8.0	\$400
ICS Group Holdings	FY20E EBITDA - 100% ownership	\$3	3.0	\$9
Pansend Life Sciences	Cost basis of total investments below (per HCHC filings):			
MediBeacon	42% ownership	\$300	42%	\$125
R2 Dermatology	58% ownership	\$50	58%	\$29
BeneVir Biopharm Inc.	Potential payments to HC2 from milestone achievements	\$512	10%	\$51
Genovel Orthopedics	80% ownership	\$3	0.1	\$0
Triple Ring Technologies	Undisclosed ownership	\$3	0.1	\$0
Continental Insurance Group	Total adjusted capital of \$331M	\$331	8.0	\$265
American Natural Gas	69% ownership; valuing at investment cost	\$92	1.0	\$92
HC2 Broadcasting Holdings	Cost basis of total investments (per HCHC filings)	\$176	1.0	\$176
Total Sum of the Parts				\$1,786
Minus:				
Corporate expenses	FY20E Corporate Expenses	\$26.0	5	\$130
Total debt (incl. capital lease	· · ·			\$828
	and restricted cash, plus ~\$9M BeneVir (in escrow), less ~\$2	226M insuranc	e co. cash	<u>\$63</u>
Net debt (cash)				\$765
Less: \$55M conv. notes	Assume conversion into ~12.6M shares of HCHC stock			(\$55)
Preferred stock (\$10M)	Assume conversion into ~2.2M shares of HCHC stock			\$0
Noncontrolling interest				\$158
Total HCHC equity value				\$788
Est. diluted shares	Includes ~14.8M shares of HCHC stock assumed from conv	ersions above		60.5
Est. HCHC Net Asset Value				\$13.02

Source: B. Riley FBR Research

Valuation

Our price target of \$13 is based on a sum-of-the-parts analysis.

		Statistic		Est.
Business Unit	Financial Statistic Description	(Ms)	Multiple	Valuation
DBM Global	FY20E EBITDA - 92.5% ownership	\$80	8.0	\$640
Global Marine Systems	FY20E EBITDA - 72.5% ownership	\$50	8.0	\$400
ICS Group Holdings	FY20E EBITDA - 100% ownership	\$3	3.0	\$9
Pansend Life Sciences	Cost basis of total investments below (per HCHC filings):			
MediBeacon	42% ownership	\$300	42%	\$125
R2 Dermatology	58% ownership	\$50	58%	\$29
BeneVir Biopharm Inc.	Potential payments to HC2 from milestone achievements	\$512	10%	\$51
Genovel Orthopedics	80% ownership	\$3	0.1	\$0
Triple Ring Technologies	Undisclosed ownership	\$3	0.1	\$0
Continental Insurance Group	Total adjusted capital of \$331M	\$331	0.8	\$265
American Natural Gas	69% ownership; valuing at investment cost	\$92	1.0	\$92
HC2 Broadcasting Holdings	Cost basis of total investments (per HCHC filings)	\$176	1.0	\$176
Total Sum of the Parts				\$1,786
Minus:				
Corporate expenses	FY20E Corporate Expenses	\$26.0	5	\$130
Total debt (incl. capital lease	obligations)			\$828
Less: cash, cash equivalents,	and restricted cash, plus ~\$9M BeneVir (in escrow), less ~\$.	226M insurand	ce co. cash	<u>\$63</u>
Net debt (cash)				\$765
Less: \$55M conv. notes	Assume conversion into ~12.6M shares of HCHC stock			(\$55)
Preferred stock (\$10M)	Assume conversion into ~2.2M shares of HCHC stock			\$0
Noncontrolling interest				\$158
Total HCHC equity value				\$788
Est. diluted shares	Includes ~14.8M shares of HCHC stock assumed from conv	ersions above		60.5
Est. HCHC Net Asset Value				\$13.02

\$ in millions.

Risks

Acquisition/Integration. The company actively evaluates potential acquisitions as part of its growth strategy. Acquisitions pursued by the company could be dilutive to financial results and result in a difficult, dilutive, or expensive integration.

Acquisition/Integration. The company recently completed acquisition(s). If the company fails to successfully integrate the acquisition, the deal may lead to disappointing returns.

Growth plan. There are many factors that may impact the company's ability to achieve its stated growth objectives.

Insider ownership. Directors and executive officers collectively own a significant percentage of the company. While this may align interest with other shareholders, investors might view a future sale by any director or officer negatively.

Liquidity and solvency. The company has a significant debt load and interest expense, which may hamper its ability to invest in the business. Also, the company may need to raise additional capital in the future, and access to such capital is difficult to predict.

General industry. The company could miss our estimates and/or its financial guidance.

Competition. The company operates in a highly competitive environment for acquisition opportunities, including from public companies with similar business strategies, investment partnerships, blank-check companies, private equity firms, among others.

Economy. A decline in economic growth or economic disruptions could have a negative impact on the company's operating units and financial results.

Foreign currency risk. The company has operations outside of the U.S., primarily in the U.K., exposing the company to foreign currency exchange rate fluctuations, which could adversely impact the company's operations and/or financial condition.

| 5

Holding company. The company is a publicly traded holding company, and its equity interests in operating subsidiaries and other investments comprise primarily all of its assets. As a result, the company's principal revenue and cash flow is distributions from subsidiaries, which may be limited by law or by contract in making certain distributions to the holding entity. Further, the holding company's ability to service debt and/or to finance future acquisitions are dependent on the ability of subsidiaries to make upstream cash distributions.

Insurance operations. The company's insurance operations are subject to legal restrictions and regulatory requirements, including the amount of statutory capital that must be held to maintain financial strength. Further, financial results from the insurance operations could be negatively affected if actual performance differs from management's assumptions and estimates.

International operations. The company operates in international markets and could in the future pursue additional investments in foreign entities. Exposure to international laws, regulations, politics, taxes, and currency poses risk to the company's operations.

Minority investments. The company owns a minority interest in a number of entities, over which the company does not exercise control and/or has little to limited influence. As a result, the company may be unable to direct or manage those operations to drive value.

Loss of key personnel. The current management team will be instrumental in executing the company's growth strategy. The resignation or loss of a key member of management would have a negative impact on the company.

Significant stockholder security sales. Future sales of substantial amounts of common stock by holders of preferred stock, or by other significant stockholders, could adversely impact the market price of the company's common shares.

HC2 Holdings, Inc. - HCHC

Model (\$ in 000s) B. Riley FBR, Inc. (310) 966-1443

Control of control o		2016(A)	2017(A)	2018(A)	Q1-Mar	Q2-Jun(A)	Q3-Sep(E)	Q4-Dec	2019(E)	Q1-Mar	Q2-Jun	Q3-Sep	Q4-Dec	2020(E)
Section Control Cont	Net revenues	• •												()
Second sequence 12,100 10,000 1	Cost of revenue - services	842,977	0	0	0	0	0	0	0	0	0	0	0	0
Seal part	Cost of revenue - sales	411,064	1,313,069	1,585,205	357,700	381,200	370,904	386,779	1,496,583	366,314	374,361	377,785	374,711	1,493,171
Column C	Insurance benefits and acquisition expenses	123,182	108,695	197,324	52,700	48,000	60,000	60,000	220,700	60,000	60,000	60,000	60,000	240,000
Company Comp	SG&A expenses	152,890	182,880	218,442	52,900	52,100	55,821	58,262	219,083	57,824	57,228	57,109	57,540	229,701
Part	D&A	24,493	31,315	31,669	6,900	7,600	14,300	14,300	43,100	14,800	14,800	14,800	14,800	59,200
No. Process	(Gain) loss on sale or disposal of assets													
									_			-		
Interest expenses (6,337) (5,569) (75,667) (72,207) (73,007) (7														
Part												,		
Control process proc	Income (loss) from operations	(1,421)	(1,131)	(55,854)	21,600	30,900	9,750	11,550	73,800	2,600	10,800	13,150	11,451	38,000
Control process proc	Interest surgers	(42.275)	/FF 000)	(75 662)	(22.200)	(22,000)	(24 220)	(24 220)	(02.058)	(24 220)	(24 220)	(24 220)	(24 220)	(07.215)
Container rights exhaustons	·													
Char Income (supposed power primate seat power power seat power power seat power power seat power po				,			-					-		-
Manuel Land Response 1,076 1,760 1,580 1,535 1,590 1,500 1,000 1,200 1,200 1,200 1,200 1,200 1,300														
				,	,							-		
Income tax branefit (expense) (51,638) (10,740) (2,043) (4,000) (1,200) (1,204) (3,445) (1,639)		-	-											-
Image Imag		(10)100)	(,,		(_,,		(= ,,=.=,	(,,	(==,===,	(==,:==,	(,,	(,,	(==,=:=,	(00,000)
Control Cont	Income tax benefit (expense)	(51,638)	(10,740)	(2,363)	(4,000)	(1,200)	3,645	3,195	1,639	5,432	3,382	2,795	3,220	14,829
Control Cont							(10,934)							
Accordance from the profit of the profit o	Gain (loss) from discontinued operations	0	0	0	0	0	0	0	0	0	0	0		
Net more (box) to the's beforing set defends and accretion 10,489 2,767 6,409 12,200 40,00	Net income (loss)	(97,431)	(50,490)	179,926	(6,300)	9,200	(10,934)	(9,584)	(17,618)	(16,297)	(10,147)	(8,384)	(9,659)	(44,487)
Insert Performed stack dividendes and accretions 10,0849 10,5999 10,5909 10,0909 10,090	Attributable to noncontrolling interests	2,882	3,580	(17,915)	3,500	200	1,000	1,000	5,700	1,000	1,000	1,000	1,000	4,000
Net Income (los) to common stock 105,399 149,677 155,602 1,600 9,000 10,334 18,984 11,918 15,697 19,247 17,944 19,059 142,087 14,087	Net income (loss) to HC2 Holdings	(94,549)	(46,910)	162,011	(2,800)	9,400	(9,934)	(8,584)	(11,918)	(15,297)	(9,147)	(7,384)	(8,659)	(40,487)
Basic shares 37,260 42,824 44,300 44,800 45,600 45,900 46,000 46,000 46,200 46,000 46,200 58,0	Less: Preferred stock dividends and accretion	10,849	2,767	6,409	(1,200)	400	400	400	0	400	400	400	400	1,600
	Net income (loss) to common stock	(105,398)	(49,677)	155,602	(1,600)	9,000	(10,334)	(8,984)	(11,918)	(15,697)	(9,547)	(7,784)	(9,059)	(42,087)
Mail EBITICA by Segment:			-											
Adj. EBITDA By Segment: Sp. 86	Diluted shares	37,260	42,977	46,800	45,629	58,100	58,400	58,500	55,157	58,600	58,700	58,800	58,900	58,750
Adj. EBITDA By Segment: Sp. 86														
Construction	GAAP EPS	(\$2.83)	(\$1.16)	\$3.32	(\$0.04)	\$0.15	(\$0.23)	(\$0.20)	(\$0.26)	(\$0.34)	(\$0.21)	(\$0.17)	(\$0.20)	(\$0.91)
Construction	A.I. EDITDA D. C.													
Marine Services		F0.000	F1 F00	CO 053	12 400	22.100	10.500	20.000	75.000	15 000	20.000	22.000	22.000	00.000
Energy			-											
Pelecter Balance Sheet Data 15,561 6,929 5,258 8,00 8,00 3,000			-											
Common Size: Comm		-	-											
Life Science (12,037) (22,366) (14,909) (2,900) (1,800) (4,800) (5,500) (1,500) (7,500) (7,500) (7,500) (7,500) (3,000			-											
Common.Size: Common.Size: Co	-		-						-			•	•	
Common Size:														
Comporate C25,716 C29,153 C25,785 C25,785 C25,785 C25,785 C25,700 C25,000 C25,000 C25,000 C35,000 C65,000 C35,000 C3	_													
Common Size:														
Common Size:	•													
Gross margin 11.6% 13.0% 9.8% 16.5% 17.2% 15.6% 15.8% 16.3% 15.0% 16.0% 16.3% 16.2% 15.9% 5G&A 9.8% 11.2% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.1% 11.2% 11.2% 12.8% 2.1% 2.3% 3.0% 2.9% 2.9% 2.9% 2.9% Adj. EBITDA margin, ex. Financial Services 3.3% 3.4% 2.5% 4.1% 6.3% 4.7% 4.9% 4.2% 4.0% 4.9% 5.4% 5.4% 5.4% 5.4% 5.4% 5.5% 5.0% 5.0% 5.0% 5.0% 5.0% 5.0% 5.0				,	_,	,	,	,	,		,,	,	,	,
SGBA 9.8% 11.2% 11.1% 10.8% 10.9% 21.0% 21.0% 11.0% 2.0% 2.0% 1.0% 2.0% 2.7% 2.3% 2.7% 2.3% 3.0% 2.9% 2.5%	Common Size:													
D.B.A 1.9% 2.2% 2.0% 1.8% 1.9% 2.8% 2.7% 2.3% 3.0% 2.9% 2.8% 2.9% 2.9% 2.9% Adj. EBITDA margin, ex. Financial Services 3.3% 3.4% 2.5% 4.1% 6.3% 4.7% 4.9% 4.2% 4.0% 4.9% 4.2% 4.0% 4.9% 5.4% 5.1% 4.7% 4.7% 4.9% 4.2% 4.0% 4.9% 4.2% 4.2% 4.0% 4.2	Gross margin	11.6%	13.0%	9.8%	16.5%	17.2%	15.6%	15.8%	16.3%	15.0%	16.0%	16.3%	16.2%	15.9%
Adj. EBITDA margin, ex. Financial Services 3.3% 3.4% 2.5% 4.1% 6.3% 4.7% 4.9% 4.2% 4.0% 4.9% 5.4% 5.1% 5.1% 4.7% Tax rate -112.8% -27.0% 1.3% -173.9% 11.5% 25.0%	SG&A	9.8%	11.2%	11.1%	10.8%	10.0%	10.9%	11.0%	10.7%	11.5%	11.1%	10.9%	11.1%	11.2%
Tar rate -112.8% -27.0% 1.3% -173.9% 11.5% 25.0%	D&A	1.9%	2.2%	2.0%	1.8%	1.9%	2.8%	2.7%	2.3%	3.0%	2.9%	2.8%	2.9%	2.9%
Selected Balance Sheet Data:	Adj. EBITDA margin, ex. Financial Services	3.3%	3.4%	2.5%	4.1%	6.3%	4.7%	4.9%	4.2%	4.0%	4.9%	5.4%	5.1%	4.7%
Cash, cash equivalents, and restricted cash Accounts receivable, net 267,598 322,446 379,200 328,400 379,200 328,400 350,700 355,134 359,375 355,188 351,461 358,811 359,264 359,264 359,264 Accounts payable and other current liabilities 251,733 347,492 344,900 320,300 320,300 328,000 338,500 333,380 33	Tax rate	-112.8%	-27.0%	1.3%	-173.9%	11.5%	25.0%	25.0%	8.5%	25.0%	25.0%	25.0%	25.0%	25.0%
Cash, cash equivalents, and restricted cash Accounts receivable, net 267,598 322,446 379,200 328,400 379,200 328,400 350,700 355,134 359,375 355,188 351,461 358,811 359,264 359,264 359,264 Accounts payable and other current liabilities 251,733 347,492 344,900 320,300 320,300 328,000 338,500 333,380 33														
Accounts receivable, net Accounts payable and other current liabilities 251,733 347,492 344,900 320,300 338,500 330,926 333,380 331,361 333,304 330,944 331,098 331,098 Total debt (incl. capital lease obligations) 428,496 593,172 743,900 762,000 828,200 829,264 830,328 830,328 831,467 832,606 833,744 834,883 Preferred stock HC2 stockholders' equity 421,6027 222,000 349,800 451,400 457,460 455,671 455,671 447,168 444,816 444,226 442,362 Accounts payable and other current liabilities 29,459 26,296 20,300 10,300 10,300 10,300 11,100 11,100 11,500 11,000 12,300 12,700		145.000	07.005	225 622	202 222	200 400	F 4 2=2	FC 0=1	FC 075	FC CCC	CC = C.	62 =21	67.60	67.60.
Accounts payable and other current liabilities 251,733 347,492 344,900 320,300 338,500 330,926 333,380 331,380 331,361 333,04 330,944 331,098 331,098 Total debt (incl. capital lease obligations) 428,496 593,172 743,900 762,000 828,200 829,264 830,328 830,328 831,467 832,606 833,744 834,883 834,883 Preferred stock 29,459 26,296 20,300 10,300 10,300 10,700 11,100 11,100 11,500 11,900 12,300 12,700 12,700 HC2 stockholders' equity 44,215 73,171 88,100 233,100 329,900 335,560 333,371 333,371 324,468 321,716 320,726 318,462 318,462 Total stockholders' equity 99,424 216,027 222,000 349,800 451,400 457,460 455,671 455,671 447,168 444,816 444,226 442,362 442,362 Valuation: Price \$2.09 \$	• •	-	-											
Total debt (incl. capital lease obligations) 428,496 593,172 743,900 762,000 828,200 829,264 830,328 831,467 832,606 833,744 834,883 834,883 Preferred stock 29,459 26,296 20,300 10,300 10,300 10,700 11,100 11,100 11,500 11,900 12,300 12,700														
Preferred stock	. ,		-	-				,	,					
HC2 stockholders' equity 44,215 73,171 88,100 233,100 329,900 335,560 333,371 333,371 324,468 321,716 320,726 318,462 318,462 Total stockholders' equity 99,424 216,027 222,000 349,800 451,400 457,460 455,671 455,671 447,168 444,816 444,226 442,362 442,362 Valuation:			-											
Valuation: Valuati		-												
Valuation: Price \$2.09														
Frice \$2.09 <th< td=""><td>Total stockholders equity</td><td>33,424</td><td>210,027</td><td>222,000</td><td>343,800</td><td>431,400</td><td>437,400</td><td>433,071</td><td>433,071</td><td>447,100</td><td>444,010</td><td>444,220</td><td>442,302</td><td>442,302</td></th<>	Total stockholders equity	33,424	210,027	222,000	343,800	431,400	437,400	433,071	433,071	447,100	444,010	444,220	442,302	442,302
Frice \$2.09 <th< td=""><td>Valuation:</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></th<>	Valuation:													
Market cap 77,873 89,822 97,812 95,365 121,429 122,056 122,265 115,279 122,474 122,683 122,892 123,101 122,788 Total debt (incl. capital lease obligations) 428,496 593,172 743,900 762,000 828,200 829,264 830,328 831,467 832,606 833,744 834,883 834,883 Less: cash, cash equivalents, and restricted cash 115,869 97,885 325,000 302,200 280,400 54,278 56,079 56,020 66,764 62,791 676,04 676,04 Net debt (cash) 312,627 495,827 418,900 459,800 547,800 774,249 774,249 775,446 765,841 770,954 767,279 767,279 Preferred stock 29,459 26,296 20,300 10,300 10,090 10,090 10,090 11,100 11,500 11,500 12,700 12,700 Noncontrolling interest 23,224 114,951 105,600 99,100 100,900 100,900 100,900		\$2.09	\$2.09	\$2.09	\$2.09	\$2.09	\$2.09	\$2.09	\$2.09	\$2.09	\$2.09	\$2.09	\$2.09	\$2.09
Total debt (incl. capital lease obligations) 428,496 593,172 743,900 762,000 828,200 829,264 830,328 831,467 832,606 833,744 834,883 834,883 Less: cash, cash equivalents, and restricted cash 115,869 97,885 325,000 302,200 280,400 54,278 56,079 56,079 56,020 66,764 62,791 676,04 67,604 Net debt (cash) 312,627 495,887 418,900 547,800 774,986 774,249 775,446 765,841 770,954 767,279 767,279 Preferred stock 29,459 26,296 20,300 10,300 10,000 10,090 11,000 11,500 11,900 12,300 12,700 Noncontrolling interest 23,224 114,951 105,600 99,100 100,900 100,900 100,900 100,900 100,900 100,900 100,900 100,900 10,000 10,000 10,000 10,000 10,000 10,000 10,000 10,000 10,000 10,000 10,000														
Less: cash, cash equivalents, and restricted cash 115,869 97,885 325,000 302,200 280,400 54,278 56,079 56,020 66,764 62,791 67,604 67,604 Net debt (cash) 312,627 495,287 418,900 459,800 547,800 774,986 774,249 775,446 765,841 770,954 767,279 767,279 Preferred stock 29,459 26,296 20,300 10,300 10,300 10,100 11,100 11,500 11,900 12,300 12,700 Noncontrolling interest 23,224 114,951 105,600 99,100 100,900	•	-	-										•	
Net debt (cash) 312,627 495,287 418,900 459,800 547,800 774,986 774,249 774,249 775,446 765,841 770,954 767,279 767,279 Preferred stock 29,459 26,296 20,300 10,300 10,300 10,700 11,100 11,500 11,900 12,300 12,700 Noncontrolling interest 23,224 114,951 105,600 99,100 100,900				-										
Preferred stock 29,459 26,296 20,300 10,300 10,300 10,700 11,100 11,500 11,900 12,300 12,700 12,700 Noncontrolling interest 23,224 114,951 105,600 99,100 100,900	•													
Noncontrolling interest 23,224 114,951 105,600 99,100 100,900 </td <td></td> <td></td> <td></td> <td>-</td> <td></td> <td>,</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>				-		,								
Enterprise value 443,183 726,356 642,612 664,565 780,429 1,008,642 1,008,514 1,001,527 1,010,320 1,001,324 1,007,046 1,003,980 1,003,667														
	_													
Net debt (cash) per share 8.39 11.52 8.95 10.08 9.43 13.27 13.24 14.04 13.23 13.05 13.11 13.05 13.06	Net debt (cash) per share	8.39	11.52	8.95	10.08	9.43	13.27	13.24	14.04	13.23	13.05	13.11	13.03	13.06
EV/Sales (TTM) 0.3 0.4 0.3 0.4 0.5 0.5 0.5 0.5 0.5 0.5 0.5 0.5	EV/Sales (TTM)	0.3	0.4	0.3	0.3	0.4	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5
EV/EBITDA (TTM) 9.6 14.3 14.4 9.8 10.7 12.6 11.6 13.8 11.7 12.4 12.0 11.9 12.4	EV/EBITDA (TTM)			14.4			12.6			11.7	12.4	12.0	11.9	12.4
P/BV - HC2 stockholders' equity 1.8 1.2 1.1 0.4 0.4 0.4 0.3 0.4 0.4 0.4 0.4 0.4	P/BV - HC2 stockholders' equity	1.8	1.2	1.1	0.4	0.4	0.4	0.4	0.3	0.4	0.4	0.4	0.4	0.4

*Closing price of last trading day immediately prior to the date of this publication unless otherwise indicated.

Important Information

This report is prepared by B. Riley FBR, Inc. ("B. Riley FBR" or the "Firm") and may be distributed by B. Riley Wealth Management, Inc. (BRWM) as a third-party research report under FINRA Rule 2241.

B. Riley FBR and BRWM are broker-dealers registered with the SEC and are members of FINRA, SIPC, and the NASDAQ Stock Market. The principal business address of each of B. Riley FBR and BRWM is:

11100 Santa Monica Blvd., Suite 800, Los Angeles, CA 90025

40 S. Main Street, Suite 1800, Memphis, TN 38103

B. Riley FBR and BRWM are affiliated companies. The relationship between B. Riley FBR and BRWM is a factor considered by BRWM when deciding to distribute each other's research.

Company-Specific Disclosures

B. Riley FBR acts as a market maker or liquidity provider for HC2 Holdings, Inc.'s securities.

B. Riley FBR, or its affiliates, beneficially own 5% or more of any class of common equity securities of HC2 Holdings, Inc. covered in this report.

For up-to-date B. Riley FBR company disclosures, please click on the following link or paste the URL in a web browser: www.brileyfbr.com/legal/disclosures.

General Disclosures

Information about the Research Analyst Responsible for this report:

The primary analyst(s) covering the issuer(s), Sarkis Sherbetchyan, certifies (certify) that the views expressed herein accurately reflect the analyst's personal views as to the subject securities and issuers and further certifies that no part of such analyst's compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed by the analyst in the report. The analyst(s) responsible for this research report has received and is eligible to receive compensation, including bonus compensation, based on B. Riley FBR's overall operating revenues, including revenues generated by its investment banking activities.

Information about B. Riley FBR's Conflicts Management Policy:

B. Riley FBR's Research conflicts management policy is available at: https://brileyfbr.com/conflicts-management-policy/

Information about investment banking:

In the normal course of its business, B. Riley FBR, or any of their affiliates seek to perform investment banking and other services for various companies and to receive compensation in connection with such services. As such, investors should assume that B. Riley FBR, or any of their affiliates intend to seek investment banking or other business relationships with the companies covered in their research reports.

Information about our recommendations, holdings and investment decisions:

The information and rating(s) included in this report represent the long-term view as described more fully below. The analyst may have different views regarding short-term trading strategies with respect to the stocks covered by the rating(s), options on such stocks, and/or other securities or financial instruments issued by the company, and such views may be made available to all or some of our clients from time to time. Our brokers also may make recommendations to their clients, and our affiliates may make investment decisions that are contrary to the recommendations contained in this research report. Such recommendations or investment decisions may be based on the particular investment strategies, risk tolerances, and other investment factors of that particular client or affiliate. From time to time, B. Riley FBR its affiliated entities, or their respective directors, officers, employees, or members of their immediate families may have a long or short position in the securities or other financial instruments mentioned in this report.

We provide to certain customers on request specialized research products or services that focus on covered stocks from a particular perspective. These products or services include, but are not limited to, compilations, reviews, and analysis that may use different research methodologies or focus on the prospects for individual stocks as compared to other covered stocks or over differing time horizons or under assumed market events or conditions. Readers should be aware that we may issue investment research on the subject companies from a technical perspective and/or include in this report discussions about options on stocks covered in this report and/or other securities or financial instruments issued by the company. These analyses are different from fundamental analysis, and the conclusions reached may differ. Technical research and the discussions concerning options and other securities and financial instruments issued by the company do not represent a rating or coverage of any discussed issuer(s). The disclosures concerning distribution of ratings and price charts refer to fundamental research and do not include reference to technical recommendations or discussions concerning options and other securities and financial instruments issued by the company.

Our analysts' short-term views, recommendations by our brokers, views contained in products and services provided to customers on an individualized basis, and\or strategies, analysis, or decisions made by B. Riley FBR or its affiliates and their respective directors, officers, employees, or members of their immediate families may be different from those published by the analyst in this report and could impact the price of the securities mentioned in this report.

Information about our rating system:

- B. Riley FBR uses the following three-tiered rating system for securities covered in their research reports:
- Buy: We generally expect "Buy" rated stocks to have an above-average risk-adjusted total return over the next 12 months. We recommend that investors buy the securities at the current valuation.
- Neutral: We generally believe "Neutral" rated stocks will have an average risk-adjusted total return over the next 12 months.
- Sell: We generally expect "Sell" rated stocks to have a below-average risk-adjusted total return over the next 12 months. We recommend that investors reduce their positions until the valuation or fundamentals become more compelling.
- B. Riley & Co., LLC and FBR Capital Markets & Co. (before the merger of the broker dealers) adopted this rating system on August 9, 2017. A description of the prior ratings system for each Firm can be found at http://www.brileyfbr.com/fbr-ratings-systemfrom-1072002-to-882017/.

Rating	B. Riley FBR Research Distribution ¹	B. Riley FBR Banking Services in the past 12 months ¹
BUY [Buy]	77.22%	30.34%
HOLD [Neutral]	22.13%	10.78%
SELL [Sell]	0.65%	0.00%

 $^{(1)}$ As of midnight on the business day immediately prior to the date of this publication.

General Information about B. Riley FBR Research:

Additional information on the securities mentioned in this report is available upon request. This report is based on data obtained from sources we believe to be reliable but is not guaranteed as to accuracy and does not purport to be complete. Opinions are as of the date of the report unless labeled otherwise and are subject to change without notice. Updates may be provided based on developments and events and as otherwise appropriate. Updates may be restricted based on regulatory requirements or other considerations. Consequently, there should be no assumption that updates will be made. B. Riley FBR or any of their affiliates disclaim any warranty of any kind, whether express or implied, as to any matter whatsoever relating to this research report and any analysis, discussion, or trade ideas contained herein. This research report is provided on an "as is" basis for use at your own risk, and B. Riley FBR or any of their affiliates are not liable for any damages or injury resulting from use of this information. This report should not be construed as advice designed to meet the particular investment needs of any investor or as an offer or solicitation to buy or sell the securities or financial instruments mentioned herein, and any opinions expressed herein are subject to change. Some or all of the securities and financial instruments discussed in this report may be speculative, high

risk, and unsuitable or inappropriate for many investors. B. Riley FBR or any of their affiliates make no representation as to the suitability or appropriateness of these securities or financial instruments for individual investors. Investors must make their own determination, either alone or in consultation with their own advisors, as to the suitability or appropriateness of such investments based upon factors including their investment objectives, financial position, liquidity needs, tax status, and level of risk tolerance. These securities and financial instruments may be sold to or purchased from customers or others by B. Riley FBR or any of their affiliates acting as principal or agent.

Securities and financial instruments issued by foreign companies and/or issued overseas may involve certain risks, including differences in accounting, reporting, and registration, as well as foreign currency, economic, and political risks.

This report and the securities and financial instruments discussed herein may not be eligible for distribution or sale in all jurisdictions and/or to all types of investors. This report is provided for information purposes only and does not represent an offer or solicitation in any jurisdiction where such offer would be prohibited. Commentary regarding the future direction of financial markets is illustrative and is not intended to predict actual results, which may differ substantially from the opinions expressed herein.

B. Riley FBR utilizes a tiered approach to service its clients. The services provided by B. Riley FBR's research analysts to clients vary based upon a variety of factors, including, but not limited to, client preferences and the extent of a client's total relationship with the Firm. B. Riley FBR does not provide any of the Firm's clients with access to unpublished research opinions. B. Riley FBR provides clients across all tiers equal access to research reports.

Paired Trade Disclaimer

From time to time, B. Riley FBR Research Analysts will offer short-term trading ideas, including identifying a paired trade. In a paired trade, an investor buys the securities of one company and sells the securities of another company. The idea to buy the securities of one company and sell the securities of the other company is based on the expected short-term price move or relative value between the two companies mentioned in the paired trade, not between the companies and any other companies. In contrast, the recommendations in a Research Analyst's published report reflect the Research Analyst's views on a company over the long term (i.e., the next 12 months) relative to other companies covered by the Research Analyst. The trade idea in a paired trade is unrelated to the Research Analyst's long-term view of the companies as expressed in the Research Analyst's most recently published research report. A paired trade idea to sell a company that is rated as Neutral or higher, or to buy a security that is rated Neutral or lower, is not inconsistent because the call to sell or buy the company is relative to the other company mentioned in the paired trade over the short term; it is not a long-term view relative to other companies covered by the Research Analyst.

Important information for B. Riley FBR Clients with French Addresses and Potential Investors:

Addresses and potential investors based in France expressly acknowledge that they have not been subject to any kind of solicitation by B. Riley FBR or its affiliates, as defined under Article L.341-1 and seq. of the French Monetary and Financial code.

The above analyses have not been prepared in the context of a public offering of financial instruments in France within the meaning of Article L.411-1 and seq. of the French Monetary and Financial code and shall not be deemed to be drawn up for the purpose of providing investment services as defined under Article L.321-1 and seq. of the French Monetary and Financial code. In this respect, the above analyses shall not be qualified as personalized investment advice related to financial instruments under French law and shall, therefore, not be deemed to be qualified as investment advice provided by B. Riley FBR or its affiliates.

Addresses and potential investors based in France may initiate the first contact with B. Riley FBR in order to get additional information on financial analyses and services provided by the latter. By doing so, addresses and potential investors based in France expressly acknowledge that the banking and financial solicitation regime as defined under Article L.341-1 and seq. of the French Monetary and Financial code shall not be applicable.

Information for Clients of B. Riley FBR:

This publication has been approved by B. Riley FBR which accepts responsibility for its contents and its distribution to our clients.

Any B. Riley FBR client who receives this research and wishes to effect a transaction in the securities or financial instruments discussed should contact and place orders with a B. Riley FBR Sales representative.

Copyright 2019 B. Riley FBR, Inc.

