ITRON, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited, in thousands, except per share data)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	2025	2026	2025
Revenues				
Product revenues	$ 453,462	$ 517,184	$ 931,263	$ 1,040,325
Service revenues	109,440	89,577	218,621	173,587
Total revenues	562,902	606,761	1,149,884	1,213,912
Cost of revenues				
Product cost of revenues	280,692	337,394	580,901	683,836
Service cost of revenues	51,570	45,749	102,024	89,239
Total cost of revenues	332,262	383,143	682,925	773,075
Gross profit	230,640	223,618	466,959	440,837
Operating expenses				
Sales, general and administrative	89,722	87,615	195,079	174,526
Research and development	56,141	53,810	111,140	103,900
Amortization of intangible assets	8,478	4,543	16,650	9,022
Restructuring	233	1,237	447	684
Loss on sale of business	—	—	—	79
Total operating expenses	154,574	147,205	323,316	288,211
Operating income	76,066	76,413	143,643	152,626
Other income (expense)				
Interest income	6,253	12,303	11,913	24,013
Interest expense	(5,768)	(5,648)	(11,577)	(11,241)
Other income (expense), net	3,655	414	3,422	363
Total other income (expense)	4,140	7,069	3,758	13,135
Income before income taxes	80,206	83,482	147,401	165,761
Income tax provision	(26,733)	(14,730)	(40,342)	(31,659)
Net income	53,473	68,752	107,059	134,102
Net income attributable to noncontrolling interests	201	412	328	288
Net income attributable to Itron, Inc.	$ 53,272	$ 68,340	$ 106,731	$ 133,814
Net income per common share - Basic	$ 1.21	$ 1.50	$ 2.40	$ 2.94
Net income per common share - Diluted	$ 1.19	$ 1.47	$ 2.37	$ 2.89
Weighted average common shares outstanding - Basic	44,095	45,633	44,412	45,486
Weighted average common shares outstanding - Diluted	44,608	46,380	45,038	46,276

ITRON, INC.
SEGMENT INFORMATION

(Unaudited, in thousands)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	**2025**	**2026**	**2025**
Product revenues				
Device Solutions	$ 110,940	$ 111,939	$ 234,668	$ 237,326
Networked Solutions	309,201	379,481	630,348	754,003
Outcomes	32,883	25,764	64,755	48,996
Resiliency Solutions	438	—	1,492	—
Total Company	$ 453,462	$ 517,184	$ 931,263	$ 1,040,325
Service revenues				
Device Solutions	$ 505	$ 821	$ 1,154	$ 1,305
Networked Solutions	30,037	29,453	59,553	57,663
Outcomes	63,516	59,303	127,554	114,619
Resiliency Solutions	15,382	—	30,360	—
Total Company	$ 109,440	$ 89,577	$ 218,621	$ 173,587
Total revenues				
Device Solutions	$ 111,445	$ 112,760	$ 235,822	$ 238,631
Networked Solutions	339,238	408,934	689,901	811,666
Outcomes	96,399	85,067	192,309	163,615
Resiliency Solutions	15,820	—	31,852	—
Total Company	$ 562,902	$ 606,761	$ 1,149,884	$ 1,213,912
Adjusted gross profit				
Device Solutions	$ 38,759	$ 33,591	$ 82,778	$ 71,344
Networked Solutions	145,154	157,243	288,227	305,957
Outcomes	37,380	32,784	77,404	63,536
Resiliency Solutions	$ 11,917	$ —	23,615	—
Total Company	$ 233,210	$ 223,618	$ 472,024	$ 440,837
Adjusted segment operating income				
Device Solutions	$ 31,521	$ 25,454	$ 68,413	$ 55,925
Networked Solutions	112,061	120,999	222,197	237,108
Outcomes	20,542	15,687	42,897	30,017
Resiliency Solutions	4,376	—	8,707	—
Total Company	$ 168,500	$ 162,140	$ 342,214	$ 323,050
Adjusted Gross Margin	41.4 %	36.9 %	41.0 %	36.3 %

ITRON, INC.

CONSOLIDATED BALANCE SHEETS

(Unaudited, in thousands)	June 30, 2026	December 31, 2025
ASSETS		
Current assets		
Cash and cash equivalents	$ 745,229	$ 1,020,397
Accounts receivable, net	351,109	367,794
Inventories	258,727	242,886
Other current assets	194,456	191,241
Total current assets	1,549,521	1,822,318
Property, plant, and equipment, net	121,590	112,193
Deferred tax assets, net	271,513	265,183
Other long-term assets	60,694	63,352
Operating lease right-of-use assets, net	33,359	29,341
Intangible assets, net	266,076	83,337
Goodwill	1,690,791	1,344,983
Total assets	$ 3,993,544	$ 3,720,707
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable	$ 146,726	$ 156,288
Other current liabilities	55,135	58,864
Wages and benefits payable	96,649	122,245
Taxes payable	24,746	16,618
Current portion of debt, net	—	459,522
Current portion of warranty	10,871	10,868
Unearned revenue	230,098	187,822
Total current liabilities	564,225	1,012,227
Long-term debt, net	1,575,242	788,805
Long-term warranty	7,078	7,350
Pension benefit obligation	59,874	61,998
Deferred tax liabilities, net	1,387	623
Operating lease liabilities	26,092	19,623
Other long-term obligations	121,519	91,885
Total liabilities	2,355,417	1,982,511
Equity		
Common stock	1,472,138	1,661,350
Accumulated other comprehensive loss, net	(74,421)	(56,505)
Retained earnings	218,482	111,751
Total Itron, Inc. shareholders' equity	1,616,199	1,716,596
Noncontrolling interests	21,928	21,600
Total equity	1,638,127	1,738,196
Total liabilities and equity	$ 3,993,544	$ 3,720,707

ITRON, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited, in thousands)	Six Months Ended June 30, 2026	2025
Operating activities		
Net income	$ 107,059	$ 134,102
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization of intangible assets	37,162	24,182
Non-cash operating lease expense	6,576	5,843
Stock-based compensation	32,316	33,396
Amortization of prepaid debt fees	3,791	3,581
Deferred taxes, net	(18,684)	(9,664)
Loss on sale of business	—	79
Restructuring, non-cash	462	(25)
Other adjustments, net	(3,538)	(354)
Changes in operating assets and liabilities, net of acquisition and sale of business:		
Accounts receivable	23,280	18,789
Inventories	(17,956)	(7,413)
Other current assets	(5,295)	6,409
Other long-term assets	3,117	3,479
Accounts payable, other current liabilities, and taxes payable	(9,259)	(31,868)
Wages and benefits payable	(28,092)	(34,884)
Unearned revenue	50,859	46,431
Warranty	(243)	(1,876)
Restructuring	(6,921)	(10,252)
Other operating, net	(1,042)	(11,153)
Net cash provided by operating activities	173,592	168,802
Investing activities		
Acquisitions of property, plant, and equipment	(13,132)	(10,656)
Business acquisitions, net of cash and cash equivalents acquired	(515,055)	—
Other investing, net	3,088	5
Net cash used in investing activities	(525,099)	(10,651)
Financing activities		
Proceeds from borrowings	805,000	—
Payments on debt	(460,000)	—
Issuance of common stock	1,969	5,436
Payments on call spread for convertible offering	(92,817)	—
Repurchase of common stock	(152,234)	—
Prepaid debt fees	(21,525)	(178)
Other financing, net	(514)	(507)
Net cash provided by financing activities	79,879	4,751
Effect of foreign exchange rate changes on cash and cash equivalents	(3,540)	10,118
Increase (decrease) in cash and cash equivalents	(275,168)	173,020
Cash and cash equivalents at beginning of period	1,020,397	1,051,237
Cash and cash equivalents at end of period	$ 745,229	$ 1,224,257

About Non-GAAP Financial Measures

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

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

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

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

For interim periods the budgeted annual effective tax rate (AETR) is used, adjusted for any discrete items, as defined in Accounting Standards Codification (ASC) 740 - Income Taxes. The budgeted AETR is determined at the beginning of the fiscal year. The AETR is revised throughout the year based on changes to our full-year forecast. If the revised AETR increases or decreases by 200 basis points or more from the budgeted AETR due to changes in the full-year forecast during the year, the revised AETR is used in place of the budgeted AETR beginning with the quarter the 200 basis point threshold is exceeded and going forward for all subsequent interim quarters in the year. We continue to assess the AETR based on latest forecast throughout the year and use the most recent AETR any time it increases or decreases by 200 basis points or more from the prior interim period.

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

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

Adjusted gross profit – We define adjusted gross profit as gross profit excluding the amortization expense of core-developed technology intangible assets.

Adjusted operating income – We define adjusted operating income as operating income excluding the amortization of core-developed technology intangible assets.

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

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

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

(Unaudited, in thousands, except per share data)

TOTAL COMPANY RECONCILIATIONS	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	2025	2026	2025
NON-GAAP OPERATING EXPENSES				
GAAP operating expenses	$ 154,574	$ 147,205	$ 323,316	$ 288,211
Amortization of intangible assets [1]	(8,478)	(4,543)	(16,650)	(9,022)
Restructuring	(233)	(1,237)	(447)	(684)
Loss on sale of business	—	—	—	(79)
Strategic initiative	(455)	—	(475)	—
Acquisition and integration	(1,252)	(33)	(7,229)	(84)
Non-GAAP operating expenses	$ 144,156	$ 141,392	$ 298,515	$ 278,342
NON-GAAP OPERATING INCOME				
GAAP operating income	$ 76,066	$ 76,413	$ 143,643	$ 152,626
Amortization of intangible assets	11,048	4,543	21,715	9,022
Restructuring	233	1,237	447	684
Loss on sale of business	—	—	—	79
Strategic initiative	455	—	475	—
Acquisition and integration	1,252	33	7,229	84
Non-GAAP operating income	$ 89,054	$ 82,226	$ 173,509	$ 162,495
NON-GAAP NET INCOME & DILUTED EPS				
GAAP net income attributable to Itron, Inc.	$ 53,272	$ 68,340	$ 106,731	$ 133,814
Amortization of intangible assets	11,048	4,543	21,715	9,022
Amortization of debt placement fees	1,925	1,757	3,755	3,494
Restructuring	233	1,237	447	684
Loss on sale of business	—	—	—	79
Strategic initiative	455	—	475	—
Gain on sale of equity method investment	(3,249)	—	(3,249)	—
Acquisition and integration	1,252	33	7,229	84
Income tax effect of non-GAAP adjustments	5,791	(796)	1,316	(1,953)
Non-GAAP net income attributable to Itron, Inc.	$ 70,727	$ 75,114	$ 138,419	$ 145,224
Non-GAAP diluted EPS	$ 1.59	$ 1.62	$ 3.07	$ 3.14
Non-GAAP weighted average common shares outstanding - Diluted	44,608	46,380	45,038	46,276

(1) Excludes amortization of core-developed technology intangible assets.

ITRON, INC.

RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES
TO THE MOST DIRECTLY COMPARABLE GAAP FINANCIAL MEASURES

(Unaudited, in thousands)

TOTAL COMPANY RECONCILIATIONS	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	2025	2026	2025
ADJUSTED EBITDA				
GAAP net income attributable to Itron, Inc.	$ 53,272	$ 68,340	$ 106,731	$ 133,814
Interest income	(6,253)	(12,303)	(11,913)	(24,013)
Interest expense	5,768	5,648	11,577	11,241
Income tax provision	26,733	14,730	40,342	31,659
Depreciation and amortization	18,626	12,114	37,162	24,182
Restructuring	233	1,237	447	684
Loss on sale of business	—	—	—	79
Strategic initiative	455	—	475	—
Acquisition and integration	1,252	33	7,229	84
Gain on sale of equity method investment	(3,249)	—	(3,249)	—
Adjusted EBITDA	$ 96,837	$ 89,799	$ 188,801	$ 177,730
FREE CASH FLOW				
Net cash provided by operating activities	$ 88,091	$ 96,685	$ 173,592	$ 168,802
Acquisitions of property, plant, and equipment	(6,605)	(6,017)	(13,132)	(10,656)
Free Cash Flow	$ 81,486	$ 90,668	$ 160,460	$ 158,146

The tables below reconcile the non-GAAP financial measure of adjusted gross profit with the most directly comparable GAAP financial measure.

TOTAL COMPANY RECONCILIATIONS

	Three months ended June 30, 2026				
(Unaudited, in thousands)	Device Solutions	Networked Solutions	Outcomes	Resiliency Solutions	Segments Subtotal
Total revenues	$ 111,445	$ 339,238	$ 96,399	$ 15,820	$ 562,902
Total cost of revenues	72,686	194,084	59,644	5,848	332,262
Gross profit	38,759	145,154	36,755	9,972	230,640
Gross margin	34.8 %	42.8 %	38.1 %	63.0 %	41.0 %
Amortization of core-developed technology intangible assets	$ —	$ —	$ 625	$ 1,945	$ 2,570
Adjusted gross profit	38,759	145,154	37,380	11,917	233,210
Adjusted gross margin	34.8 %	42.8 %	38.8 %	75.3 %	41.4 %

	Three Months Ended June 30, 2025			
(Unaudited, in thousands)	Device Solutions	Networked Solutions	Outcomes	Segments Subtotal
Total revenues	$ 112,760	$ 408,934	$ 85,067	$ 606,761
Total cost of revenues	79,169	251,691	52,283	383,143
Gross profit	33,591	157,243	32,784	223,618
Gross margin	29.8 %	38.5 %	38.5 %	36.9 %
Amortization of core-developed technology intangible assets	$ —	$ —	$ —	$ —
Adjusted gross profit	33,591	157,243	32,784	223,618
Adjusted gross margin	29.8 %	38.5 %	38.5 %	36.9 %

TOTAL COMPANY RECONCILIATIONS

	Six months ended June 30, 2026				
(Unaudited, in thousands)	Device Solutions	Networked Solutions	Outcomes	Resiliency Solutions	Segments Subtotal
Total revenues	$ 235,822	$ 689,901	$ 192,309	$ 31,852	$ 1,149,884
Total cost of revenues	153,044	401,674	116,155	12,052	682,925
Gross profit	82,778	288,227	76,154	19,800	466,959
Gross margin	35.1 %	41.8 %	39.6 %	62.2 %	40.6 %
Amortization of core-developed technology intangible assets	$ —	$ —	$ 1,250	$ 3,815	$ 5,065
Adjusted gross profit	82,778	288,227	77,404	23,615	472,024
Adjusted gross margin	35.1 %	41.8 %	40.2 %	74.1 %	41.0 %

	Six Months Ended June 30, 2025			
(Unaudited, in thousands)	Device Solutions	Networked Solutions	Outcomes	Segments Subtotal
Total revenues	$ 238,631	$ 811,666	$ 163,615	$ 1,213,912
Total cost of revenues	167,287	505,709	100,079	773,075
Gross profit	71,344	305,957	63,536	440,837
Gross margin	29.9 %	37.7 %	38.8 %	36.3 %
Amortization of core-developed technology intangible assets	$ —	$ —	$ —	$ —
Adjusted gross profit	71,344	305,957	63,536	440,837
Adjusted gross margin	29.9 %	37.7 %	38.8 %	36.3 %