THE SECURITIES REFERRED TO HEREIN HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES ABSENT REGISTRATION OR AN APPLICABLE EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT. THE SECURITIES ARE BEING OFFERED AND SOLD ONLY TO QUALIFIED INSTITUTIONAL BUYERS UNDER RULE 144A UNDER THE SECURITIES ACT. THIS PRESENTATION CONTAINS FORWARD-LOOKING STATEMENTS WITHIN THE MEANING OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995, SECTION 27A OF THE SECURITIES ACT AND SECTION 21E OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED (THE "SECURITIES EXCHANGE ACT"). FORWARD-LOOKING STATEMENTS ARE BASED ON OUR CURRENT EXPECTATIONS, BELIEFS AND ASSUMPTIONS, AND ARE NOT GUARANTEES OF FUTURE PERFORMANCE. FORWARD-LOOKING STATEMENTS ARE INHERENTLY SUBJECT TO UNCERTAINTIES, RISKS, CHANGES IN CIRCUMSTANCES AND TRENDS THAT ARE DIFFICULT TO PREDICT, MANY OF WHICH ARE OUTSIDE OF OUR CONTROL. ACCORDINGLY, ACTUAL PERFORMANCE, RESULTS AND EVENTS MAY VARY MATERIALLY FROM THOSE INDICATED IN THE FORWARD-LOOKING STATEMENTS, AND YOU SHOULD NOT RELY ON THE FORWARD-LOOKING STATEMENTS AS PREDICTIONS OF FUTURE PERFORMANCE, RESULTS OR EVENTS. NUMEROUS FACTORS COULD CAUSE ACTUAL FUTURE PERFORMANCE, RESULTS AND EVENTS TO DIFFER MATERIALLY FROM THOSE INDICATED IN THE FORWARD-LOOKING STATEMENTS, INCLUDING, AMONG OTHERS: THE IMPACT OF COVID-19; ANY ISSUE THAT COMPROMISES OUR RELATIONSHIPS WITH THE U.S. FEDERAL GOVERNMENT OR ITS AGENCIES OR OTHER STATE, LOCAL OR FOREIGN GOVERNMENTS OR AGENCIES; ANY ISSUES THAT DAMAGE OUR PROFESSIONAL REPUTATION; CHANGES IN GOVERNMENTAL PRIORITIES THAT SHIFT EXPENDITURES AWAY FROM AGENCIES OR PROGRAMS THAT WE SUPPORT; OUR DEPENDENCE ON LONG-TERM GOVERNMENT CONTRACTS, WHICH ARE SUBJECT TO THE GOVERNMENT'S BUDGETARY APPROVAL PROCESS; THE SIZE OF OUR ADDRESSEE MARKETS AND THE AMOUNT OF GOVERNMENT SPENDING ON PRIVATE CONTRACTORS; FAILURE BY US OR OUR EMPLOYEES TO OBTAIN AND MAINTAIN NECESSARY SECURITY CLEARANCES OR CERTIFICATIONS; FAILURE TO COMPLY WITH NUMEROUS LAWS AND REGULATIONS; CHANGES IN GOVERNMENT PROCUREMENT, CONTRACT OR OTHER PRACTICES OR THE ADOPTION BY GOVERNMENTS OF NEW LAWS, RULES, REGULATIONS AND PROGRAMS IN A MANNER ADVERSE TO US; THE TERMINATION OR NONRENEWAL OF OUR GOVERNMENT CONTRACTS, PARTICULARLY OUR CONTRACTS WITH THE U.S. FEDERAL GOVERNMENT; OUR ABILITY TO COMPETE EFFECTIVELY IN THE COMPETITIVE BIDDING PROCESS AND DELAYS, CONTRACT TERMINATIONS OR CANCELLATION CAUSED BY COMPETITORS' PROTESTS OF MAJOR CONTRACT AWARDS RECEIVED BY US; OUR ABILITY TO GENERATE REVENUE UNDER CERTAIN OF OUR CONTRACTS; ANY INABILITY TO ATTRACT, TRAIN OR RETAIN EMPLOYEES WITH THE REQUISITE SKILLS, EXPERIENCE AND SECURITY CLEARANCES; THE LOSS OF MEMBERS OF SENIOR MANAGEMENT OR FAILURE TO DEVELOP NEW LEADERS; MISCONDUCT OR OTHER IMPROPER ACTIVITIES FROM OUR EMPLOYEES OR SUBCONTRACTORS; OUR ABILITY TO REALIZE THE FULL VALUE OF OUR BACKLOG AND THE TIMING OF OUR RECEIPT OF REVENUE UNDER CONTRACTS INCLUDED IN BACKLOG; CHANGES IN THE MIX OF OUR CONTRACTS AND OUR ABILITY TO ACCURATELY ESTIMATE OR OTHERWISE RECOVER EXPENSES, TIME AND RESOURCES FOR OUR CONTRACTS; CHANGES IN ESTIMATES USED IN RECOGNIZING REVENUE; INTERNAL SYSTEM OR SERVICE FAILURES AND SECURITY BREACHES; AND INHERENT UNCERTAINTIES AND POTENTIAL ADVERSE DEVELOPMENTS IN LEGAL PROCEEDINGS, INCLUDING LITIGATION, AUDITS, REVIEWS AND INVESTIGATIONS, WHICH MAY RESULT IN MATERIALLY ADVERSE JUDGMENTS, SETTLEMENTS OR OTHER UNFAVORABLE OUTCOMES. THESE FACTORS ARE NOT EXHAUSTIVE AND ADDITIONAL FACTORS COULD ADVERSELY AFFECT OUR BUSINESS AND FINANCIAL PERFORMANCE. FOR A DISCUSSION OF ADDITIONAL FACTORS THAT COULD MATERIALLY ADVERSELY AFFECT OUR BUSINESS AND FINANCIAL PERFORMANCE, SEE THE FACTORS INCLUDED UNDER THE CAPTION "RISK FACTORS" IN OUR ANNUAL REPORT WITH THE SECURITIES AND EXCHANGE COMMISSION PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT FOR THE FISCAL YEAR ENDED DECEMBER 31, 2019 ON FORM 10-K, FILED ON MARCH 10, 2020, AND OUR OTHER FILINGS WITH THE SECURITIES AND EXCHANGE COMMISSION. ALL FORWARD-LOOKING STATEMENTS ARE BASED ON CURRENTLY AVAILABLE INFORMATION AND SPEAK ONLY AS OF THE DATE ON WHICH THEY ARE MADE. WE ASSUME NO OBLIGATION TO UPDATE ANY FORWARD-LOOKING STATEMENT MADE IN THIS PRESENTATION THAT BECOMES UNTRUE BECAUSE OF SUBSEQUENT EVENTS, NEW INFORMATION OR OTHERWISE, EXCEPT TO THE EXTENT WE ARE REQUIRED TO DO SO IN CONNECTION WITH OUR ONGOING REQUIREMENTS UNDER FEDERAL SECURITIES LAWS. THE DESCRIPTIONS OF THE COMPANY IN THIS PRESENTATION ARE QUOTED IN THEIR ENTIRETY BY REFERENCE TO THE DOCUMENTS THE COMPANY HAS FILED WITH THE SEC. CERTAIN INFORMATION IN THIS PRESENTATION HAS BEEN OBTAINED FROM OUTSIDE SOURCES. WHILE SUCH INFORMATION IS BELIEVED TO BE RELIABLE FOR THE PURPOSES-used herein, NO REPRESENTATIONS ARE MADE AS TO THE ACCURACY OR COMPLETENESS THEREOF AND THE COMPANY TAKES NO RESPONSIBILITY FOR SUCH INFORMATION. RECIPIENTS OF THIS PRESENTATION SHOULD CAREFULLY REVIEW THE OFFERING MEMORANDUM RELATING TO THE OFFERING OF THE SECURITIES DESCRIBED HEREIN, INCLUDING THE RISK FACTORS AND OTHER INFORMATION INCLUDED OR INCORPORATED BY REFERENCE IN THAT OFFERING MEMORANDUM, BEFORE MAKING ANY INVESTMENT DECISION.
WHO WE ARE

OUR MISSION

Committed to solving our customer’s most vexing challenges with agile, technology-driven solutions.

A valued partner to our customers.

On a never-ending quest to answer the question, “Is there a better way?”

Drive value by disrupting the status quo.

As one of the World’s Most Ethical Companies, we’re a firm that can be trusted.
PARSONS CORPORATION
Enabling a safer, smarter, and more interconnected world.

SEGMENTS

Federal Solutions
Technology-driven solutions for defense and intelligence customers

Critical Infrastructure
Engineered solutions for complex physical and digital infrastructure challenges

FINANCIAL SNAPSHOT

$4B
Total Revenue
Trailing 12-Months (Q2 2020)

$328M
Adjusted EBITDA
Trailing 12-Months (Q2 2020)

KEY FACTS AND FIGURES

75
Years of History

~16K
Employees

6%
Revenue Growth (TTM Q2 2020)

13%
Adjusted EBITDA Growth (TTM Q2 2020)

1.0X
TTM Book-to-Bill

$7.7B
Backlog as of 6/30/2020

0.4X
Net Leverage as of 6/30/2020
STRATEGY STATEMENT

“Parsons provides differentiated solutions composed of software, hardware, and services to support our customers’ missions.”
TECHNOLOGY-DRIVEN SOLUTIONS FOR DEFENSE AND INTELLIGENCE CUSTOMERS

Markets We Serve

Cyber and Intelligence
- Full Spectrum Cyber Solutions
- Actionable Intelligence, Spatial and Signals Intelligence

Missile Defense and C5ISR
- C5ISR
- Missile Defense Systems
- Big Data & Video Analytics
- PUMA Labs Software Test Bed

Space and Geospatial Solutions
- Small Satellite Launch Integration
- Space Cyber & EW Resiliency
- Space Situational Awareness
- Geospatial Sensor Hardware and Software Applications

Agile, Innovative and Disruptive

What Our Solutions Do
- Deliver hardware/software solutions that protect our Nation at the speed of war
- Provide actionable intelligence leveraging cyber, geospatial and signals intelligence, AI and big data analytics
- Protect national space / airspace
- Eliminate weapons of mass destruction
- Deliver and protect mission critical infrastructure

Representative Solutions
- Cybersecurity solutions including high speed processing, network visualization and vulnerability research & engineering
- RF spectrum collection, situation awareness, record and playback for actionable intelligence
- Geospatial collection systems and on-demand 3D processing to provide high resolution aerial imagery
- Space situational awareness and small satellite systems integration
- Missile defense systems engineering and integration including counter-Hypersonics
- Multi-domain command and control

Proprietary
ENGINEERED SOLUTIONS FOR COMPLEX PHYSICAL AND DIGITAL INFRASTRUCTURE CUSTOMERS

Markets We Serve

Connected Communities
- Intelligent Transportation Systems
- Hardware, Software & Services
- Protection and Resiliency

Mobility Solutions
- Complex Smart Infrastructure
- Integrated Delivery
- Full Service Highway, Bridge, Rail, Tunnels

Engineered Systems
- Program & Construction Mgt.
- Chemical Warfare Munitions Solutions
- Energy Conservation & Renewables

Agile, Innovative and Disruptive

What Our Solutions Do
- Design, develop and implement smart cities
- Improve management, efficiency and safety of transportation
- Deliver and protect mission critical infrastructure
- Optimize program management and capital project execution
- Improve our environment

Representative Solutions
- INTELLIGENT NETWORKS® platform to improve transportation safety and efficiency
- Communications based train control design
- Airports, bridges, tunnels, roads & highways, rail and transit engineering design
- Converged operational/information technology cybersecurity solutions
- Critical infrastructure resiliency
KEY INVESTMENT HIGHLIGHTS
KEY INVESTMENT HIGHLIGHTS

1. FOCUSED GROWTH IN FOUNDATIONAL MARKETS
   - Core strategy well-positioned against secular growth trends
   - Aligned with the highest priority defense, intelligence and critical infrastructure programs
   - Rapidly evolving markets driving need for customers to seek technology solutions to enhance and transform operations

2. TECHNOLOGY INNOVATION
   - A leading provider of technology-driven solutions
   - Differentiated technology capabilities across cyber, AI, machine learning, IoT and mobility solutions
   - Significant owned IP drives longer term, sticky customer relationships and margin expansion over time

3. PROVEN TRACK RECORD
   - Delivering on mission-critical projects over last 75+ years
   - Resilient, stable business model with strong project execution capabilities and risk management ethos
   - Long-term relationships with high quality, diverse customer base

4. DEMONSTRATED M&A ABILITY
   - Utilize M&A to accelerate strategic vision around key technologies
   - Disciplined approach focused on driving accretive returns
   - Prudent funding with commitment to maintain a strong credit profile

5. WORLD CLASS TALENT AND OPERATIONAL EXCELLENCE
   - Highly technical workforce with significant domain expertise
   - Best-in-class management team delivering stable performance through multiple economic cycles
   - Long-term relationships with high quality, diverse customer base

6. STRONG FINANCIAL PROFILE
   - Scaled platform and increased pivot to federal solutions driving strong EBITDA growth
   - Strong performance during COVID-19
   - Minimal capex requirements supports strong free cash flow generation
   - Low leverage with long-term commitment to investment-grade quality credit profile
GLOBAL REACH ENABLING FOCUSED GROWTH IN FOUNDATIONAL MARKETS

Global Markets

**Defense**
- Advanced military technologies
- Border security technology
- Chemical demilitarization
- Healthcare technology
- Missile defense
- Space operations
- Renewable energy
- Warfighter training

**Intelligence**
- Advanced data and analytics
- Advanced military technologies
- Biometrics
- Command control surveillance and reconnaissance (C5ISR)
- Full-spectrum cybersecurity
- Geospatial
- Law enforcement information technology
- Next-gen air traffic control

**Critical Infrastructure**
- Airports
- Bridges and highways
- Clean water
- Critical infrastructure protection
- Industrial systems
- Smart cities
- Trains
- Urban mobility
- Zero emissions
Since 1944, we’ve diversified and enhanced our services by acquiring firms with industry-leading expertise in the following markets and services:

- Nuclear
- Environmental
- Bridge design
- Power plants
- Vehicle emissions
- Transportation planning
- Power and industrial
- Water and wastewater
- Life sciences
- Integrated systems and infrastructure solutions
- Smart-city solutions
- Systems engineering
- Cybersecurity
- Critical asset protection
- Defense and intelligence IT
- Artificial intelligence
- Machine learning
- Geospatial intelligence
- Big data analytics

75+ YEARS OF EVOLVING THROUGH INNOVATION
OUR TRANSFORMATION

We’re focused on delivering a better world through a digitally enabled, customer-focused approach to providing differentiated solutions consisting of hardware and software products, and services that support our customers’ most critical missions.
OUR PRODUCTS PORTFOLIO

PeARL™

detectwise™

CORE

iNET™

packetwork™

WBT

Grid Armor™
CUSTOMIZING SOLUTIONS
Differentiated Technology-Based Solutions Aimed to Deliver a Better World

PeARL™ + ICS + WBT + CORE = ACTIONABLE SITUATIONAL AWARENESS
Geospatial Software + Passive Data Collection + Mission Performance + Multi-Domain Command And Control

detectwise™ + dash = INFORMED ACCESS CONTROL
Rapid-Deployment Screening + Intelligence Management System = Connected Communities/Mobility

iNET™ + DaUZe + CORE = INTELLIGENT BASE MANAGEMENT SYSTEM (IBMS)
powered by Parsons + Intelligence Management System + Multi-Domain Command And Control


COVID CAMPAIGNS

DetectWise™:
- Software & Analytics
- Health Screening Devices
- Modular Testing Infrastructure

- Diamond electrode
- Integrated sensor solutions
- Parsons C2 solutions

Bio-Surveillance

Digital Transformation & Cyber
- IT advisory services
- Remote operations
- Cyber solutions for utilities and healthcare

HIGHLIGHTS
- Diamond electrode development
- DetectWise™ initial wins:
  - LAZ parking pilot
  - Knollwood veterans retirement community
  - Hegg Health Center
  - Spellman industrial
  - Duravant industrial
  - Classified Client
- N95 mask decontamination
- Virtual transportation management

Thought Leadership/Marketing:
- Interviews (LA Times, Hartford CT, Government Matters)
- Webinars (Aviation, Digital Transformation, Campus Safety, Society of American Military Engineers)

PIPELINE OF ~ 250+ OPPORTUNITIES
PROVEN TRACK RECORD AND EXPERTISE ON MISSION-CRITICAL PROJECTS

**Competitive Differentiators**
- Proven track record
- Long-term customer relationships
- Technology innovation
- Scalable and agile business offerings
- World-class talent
- Strategic M&A to transform business

**Federal Solutions Customers**
- US Dept. Of Energy 50+ years
- US Army 40+ years
- FAA 50+ years
- Missile Defense Agency 30+ years
- Intelligence Community 20+ years

**Critical Infrastructure Customers**
- Washington MTA 50+ years
- Royal Commission For Jubail And Yanbu 40+ years
- Los Angeles County MTA 30+ years
- Metro Agency Of Ontario 60+ years
- Florida Dept. Of Transportation 50+ years
ESTABLISHED HISTORY OF SUCCESSFUL M&A
Disciplined Focus on Making Selective Acquisitions with Differentiated Technology Capabilities - Dedicated Commitment to Maintaining a Robust Balance Sheet

Disciplined M&A Process and Team

Strategy
Focused on: Cyber, AI, Machine Learning, IoT and Smart Cities

Sourcing
Robust M&A Pipeline

Financial
High Growth, Profitable, Accretive Targets

Integration
Cultural Fit

Management
Management / Board Alignment

$1.6B
Aggregate Purchase Price of Acquisitions

2010 Strategic Plan

$349M
- Embedded with Intelligence community
- Critical mission operations support
- Offensive and defensive cyber
- Cleared personnel
- Classified facilities

2011

$489M
- Technology leader in AI/ML, cyber, cloud, space
- Strong Army and intelligence community relations
- Microelectronics
- Quick reaction capability
- Low rate initial production

2014

$108M
- iNet™ - most deployed traffic mgt. software tool
- Strong North America presence
- Decades-long customer relations

2011

$127M
- Cyber, physical security and information assurance
- 98% cleared workforce
- Significant positions with long-term strategic customers

2014

$292M
- Geospatial, threat intelligence and insider threat capabilities
- Embedded in National Geospatial Intelligence Agency
- Innovative culture
- Strong growth
- Industry-leading margins

2018

$214M
- Embedded within Special Operations and Intelligence community
- Provides entrance into the bespoke security software and hardware world
- Increases presence in the high-growth markets of secure communications and signals intelligence
- Market leader in the Cellular Survey and RF Record and Playback markets
- Exceptional EBITDA margins and robust revenue growth

2019

Dollar values indicate the respective transaction values.

2010 Strategic Plan

$349M
$489M
$108M
$127M
$292M
$214M

2010
2011
2014
2018
2019

2010
2011
2014
2018
2019

Enterprise

Cyber

Physical Security

Information Assurance

$1.6B Aggregate Purchase Price of Acquisitions

Critical Infrastructure

Federal Solutions
OUR HIGHLY EXPERIENCED MANAGEMENT TEAM

Experienced and established leadership team with exemplary record of delivering performance through diverse market conditions

- Average industry experience of 32 years
- Average tenure with Parsons of 17 years

Over 1,000 world-class project managers

- Extensive experience delivering technical assignments on time and on budget
# CORPORATE SOCIAL RESPONSIBILITY

<table>
<thead>
<tr>
<th>19 SITES</th>
<th>3 YEARS</th>
<th>11 YEARS</th>
<th>TOP INNOVATOR</th>
<th>MULTIPLE AWARDS</th>
</tr>
</thead>
<tbody>
<tr>
<td>World-class safety performance</td>
<td>Nunn-Perry Award recognizing outstanding efforts in DoD Mentor-Protégé programs to support small diverse businesses</td>
<td>Named one of the World’s Most Ethical Companies® by the Ethisphere Institute (11th consecutive year)</td>
<td>Continuous improvement of work processes</td>
<td>Inventive processes and unique solutions</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>TOP 50</th>
<th>TOP 50</th>
<th>TOP 50</th>
<th>SAFETY AWARD</th>
<th>Hermes Awards</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employer by STEM Workforce Diversity (fifth consecutive year)</td>
<td>Employer by Woman Engineer</td>
<td>Employer by Minority Engineer</td>
<td>2019 recipient of the Robert W. Campbell Award for EHS Management</td>
<td>Platinum winner of creative industry’s best branding collateral, advertising, marketing and communication programs</td>
</tr>
</tbody>
</table>
ATTRACTIVE FINANCIAL PROFILE

- **Strong Revenue Growth**
  - Trailing 12-Month Total Revenue:
    - TTM 6/30/19: $3,799
    - TTM 6/30/20: $4,011
  - % of Total Revenue from Federal Solutions:
    - FY 2019: 46%
    - FY 2020 Guidance Mid-Point: 49%
  - 6% Growth

- **Strong Cash Flow with Minimal Capex Requirements**
  - Cash Flow from Operations:
    - FY 2019: $220
    - FY 2020 Guidance Mid-Point: $240

- **Strong Profitability Performance During COVID-19**
  - Total Adjusted EBITDA:
    - Q1 2019: $72
    - Q2 2019: $76
    - Q3 2019: $89
    - Q4 2019: $88
    - Q1 2020: $60
    - Q2 2020: $91

- **Optimal Balance Sheet to Fuel Future Growth**
  - Net Debt Leverage Ratio:
    - PRE-IPO: 1.8x
    - 6/30/2020: 0.4x
    - PF 6/30/2020: 0.5x

---


(2) Pre-IPO Net Leverage reflects 12/31/2018 balance sheet, pro forma for OGSystems acquisition. PF 6/30/2020 reflects pro forma impact of $400 million convertible notes transaction.
FINANCIAL HIGHLIGHTS
<table>
<thead>
<tr>
<th>Q2 2020 REVENUE</th>
<th>$979 Million</th>
</tr>
</thead>
<tbody>
<tr>
<td>NET INCOME</td>
<td>$23 Million</td>
</tr>
<tr>
<td>ADJUSTED EBITDA</td>
<td>$91 Million</td>
</tr>
<tr>
<td>CASH FLOW FROM OPERATIONS</td>
<td>$88 Million</td>
</tr>
<tr>
<td>BOOK-TO-BILL RATIO</td>
<td>1.0x</td>
</tr>
<tr>
<td>STRONG BALANCE SHEET</td>
<td>0.4x Net Debt Leverage Ratio*</td>
</tr>
</tbody>
</table>

### Q2 2020 KEY TAKEAWAYS

Reiterated all fiscal year 2020 guidance metrics

**Strong adjusted EBITDA and cash flow results**

- Revenue of $979M was in-line with internal expectations; includes $67M of adverse impact from COVID-19, as well as strategy to reduce pass-through revenue run-off
  - Federal Solutions y/y organic growth of 6% in Q2 2020 and 8% for the first half of 2020, excluding $32M of adverse impact from COVID-19
  - Net income decreased to $23M due to a large income tax benefit in Q2 2019
- Adjusted EBITDA increased 20% to $91M and Adjusted EBITDA margin expands 160 basis points to 9.3%
  - Strong cash flow from operations of $88M, includes $33M from tax deferrals
- Q2 2020 book-to-bill ratio of 1.0x, driven by 1.2x in Critical Infrastructure

**Rapidly developing new solutions, establishing new partnerships, and deploying new offerings across various industries during a global crisis**

- Developed innovative solutions consistent with our strategy to transition to increased hardware, software and transactional revenue streams
- Partner-friendly strategy played a key role in the release of our DetectWise™, Grid Armor™ and bio-surveillance solutions in Q2 2020

**Robust balance sheet** continues to provide the company with the flexibility to strategically evaluate internal and external investments

*Status quo net debt leverage as of 6/30/2020 excluding proposed $300 million convertible notes offering.*
Q2 2020 FINANCIAL HIGHLIGHTS

Delivered Strong Second Quarter Adjusted EBITDA

- Total revenue of $979M decreased 1% from Q2 2019
  - Decrease was driven by ~$67M of contract work that was delayed as a result of COVID-19
- Q2 2020 total organic revenue increased 5% year-over-year excluding $67M adverse impact from COVID-19
- Net income decreased 42% to $23M; net income margin decreased to 2.4%
  - Decreases were driven by an income tax benefit associated with Parsons’ conversion from an S-Corp. to a C-Corp. in Q2 2019
- Adjusted EBITDA increased 20% to $91M; adjusted EBITDA margin increased 160 basis points to 9.3%
- Q2 2020 cash flow from operating activities of $88M, compared to $12M in Q2 2019
- Q2 2020 and trailing 12-month book-to-bill ratio of 1.0x

Total Organic Revenue Growth Excluding COVID-19 Impacts

<table>
<thead>
<tr>
<th>Millions</th>
<th>Q2 2019</th>
<th>Q2 2020</th>
<th>Increase</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>$990M</td>
<td>$1,038M</td>
<td>$1,038M</td>
<td>$48M</td>
<td>5%</td>
</tr>
</tbody>
</table>

Adjusted EBITDA

<table>
<thead>
<tr>
<th>Millions</th>
<th>Q2 2019</th>
<th>Q2 2020</th>
<th>Increase</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>$76M</td>
<td>$91M</td>
<td>$91M</td>
<td>$15M</td>
<td>20%</td>
</tr>
</tbody>
</table>

Adjusted EBITDA Margin

<table>
<thead>
<tr>
<th>Percentages</th>
<th>Q2 2019</th>
<th>Q2 2020</th>
<th>Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>7.7%</td>
<td>9.3%</td>
<td>160bp</td>
<td></td>
</tr>
</tbody>
</table>
Q2 2020 BUSINESS SEGMENT HIGHLIGHTS

Federal Solutions
- Total revenue increased 1% year-over-year to $482M
- Q2 2020 organic revenue increased 6% y/y and 8% for the first half of 2020, excluding $32M of COVID-19 contract work delays
- Adjusted EBITDA increased 240 basis points to 9.9%

Critical Infrastructure
- Total revenue decreased 3% year-over-year to $497M
- Q2 2020 organic revenue increased 4% y/y excluding $35M of adverse impact from COVID-19
- Adjusted EBITDA increased 80 basis points to 8.7%
CAPITAL ALLOCATION FRAMEWORK

We are focused on driving shareholder value and maintaining balance sheet flexibility.

**Organic Growth**
- Continue to invest in targeted technologies and high-growth, higher-margin customer markets
- Build on success of cross-selling services and solutions to grow recurring revenue with core customers
- Continuously enhance margin and return profile through operational enhancements and portfolio shaping

**M&A**
- Continue to transform business through selective high-growth, technology-focused acquisitions
- Drive accretive returns through a disciplined approach

**Balance Sheet Flexibility**
- Robust balance sheet and strong free cash flow enables dry powder for M&A
- Committed to maintaining Investment Grade profile over the long-term
APPENDIX: SUPPLEMENTAL MATERIALS
## ADJUSTED EBITDA RECONCILIATION

**PARSONS CORPORATION**

Non-GAAP Financial Information Reconciliation of Net Income to Adjusted EBITDA

*(in thousands)*

<table>
<thead>
<tr>
<th></th>
<th>Three Months Ended</th>
<th>Six Months Ended</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>June 30, 2020</td>
<td>June 30, 2019</td>
</tr>
<tr>
<td>Net income attributable to Parsons Corporation</td>
<td>$23,299</td>
<td>$40,259</td>
</tr>
<tr>
<td>Interest expense, net</td>
<td>3,963</td>
<td>6,151</td>
</tr>
<tr>
<td>Income tax provision (benefit)</td>
<td>11,891</td>
<td>(53,496)</td>
</tr>
<tr>
<td>Depreciation and amortization (a)</td>
<td>32,081</td>
<td>31,074</td>
</tr>
<tr>
<td>Net income attributable to noncontrolling interests</td>
<td>7,826</td>
<td>(114)</td>
</tr>
<tr>
<td>Equity based compensation (b)</td>
<td>12,854</td>
<td>43,311</td>
</tr>
<tr>
<td>Transaction-related costs (c)</td>
<td>(2,485)</td>
<td>7,715</td>
</tr>
<tr>
<td>Restructuring (d)</td>
<td>1,143</td>
<td>353</td>
</tr>
<tr>
<td>Other (e)</td>
<td>589</td>
<td>952</td>
</tr>
<tr>
<td><strong>Adjusted EBITDA</strong></td>
<td><strong>$91,161</strong></td>
<td><strong>$76,205</strong></td>
</tr>
</tbody>
</table>

(a) Depreciation and amortization for the three and six months ended June 30, 2020 is $27.0 million and $54.4 million, respectively in the Federal Solutions Segment and $5.1 million and $10.1 million, respectively in the Critical Infrastructure Segment. Depreciation and amortization for the three and six months ended June 30, 2019 is $24.2 million and $49.0 million, respectively in the Federal Solutions Segment and $6.8 million and $12.6 million, respectively in the Critical Infrastructure Segment.

(b) Reflects equity-based compensation costs primarily related to cash-settled awards.

(c) Reflects costs incurred in connection with acquisitions, initial public offering, and other non-recurring transaction costs, primarily fees paid for professional services and employee retention.

(d) Reflects costs associated with and related to our corporate restructuring initiatives.

(e) Includes a combination of gain/loss related to sale of fixed assets, software implementation costs, and other individually insignificant items that are non-recurring in nature.
### ADJUSTED EBITDA ATTRIBUTABLE TO NCI

**PARSONS CORPORATION**

Non-GAAP Financial Information

Computation of Adjusted EBITDA Attributable to Noncontrolling Interests
(in thousands)

<table>
<thead>
<tr>
<th></th>
<th>Three Months Ended</th>
<th>Six Months Ended</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>June 30, 2020</td>
<td>June 30, 2019</td>
</tr>
<tr>
<td>Federal Solutions Adjusted EBITDA attributable to Parsons Corporation</td>
<td>$47,700</td>
<td>$35,700</td>
</tr>
<tr>
<td>Federal Solutions Adjusted EBITDA attributable to noncontrolling interests</td>
<td>56</td>
<td>109</td>
</tr>
<tr>
<td>Federal Solutions Adjusted EBITDA including noncontrolling interests</td>
<td>$47,756</td>
<td>$35,809</td>
</tr>
<tr>
<td>Critical Infrastructure Adjusted EBITDA attributable to Parsons Corporation</td>
<td>35,519</td>
<td>40,525</td>
</tr>
<tr>
<td>Critical Infrastructure Adjusted EBITDA attributable to noncontrolling interests</td>
<td>7,886</td>
<td>(129)</td>
</tr>
<tr>
<td>Critical Infrastructure Adjusted EBITDA including noncontrolling interests</td>
<td>$43,405</td>
<td>$40,396</td>
</tr>
<tr>
<td>Total Adjusted EBITDA including noncontrolling interests</td>
<td>$91,161</td>
<td>$76,205</td>
</tr>
</tbody>
</table>

**PARSONS CORPORATION**
RECONCILIATION OF NET INCOME ATTRIBUTABLE TO PARSONS CORPORATION

Non-GAAP Financial Information
Reconciliation of Net Income Attributable to Parsons Corporation to Adjusted Net Income Attributable to Parsons Corporation
(in thousands, except per share information)

<table>
<thead>
<tr>
<th></th>
<th>Three Months Ended</th>
<th></th>
<th>Six Months Ended</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>June 30, 2020</td>
<td>June 30, 2019</td>
<td>June 30, 2020</td>
<td>June 30, 2019</td>
</tr>
<tr>
<td>Net income attributable to Parsons Corporation</td>
<td>$23,299</td>
<td>$40,259</td>
<td>$36,272</td>
<td>$50,000</td>
</tr>
<tr>
<td>Deferred tax asset recognition (a)</td>
<td>-</td>
<td>(56,363)</td>
<td>(56,363)</td>
<td></td>
</tr>
<tr>
<td>Acquisition related intangible asset amortization</td>
<td>22,127</td>
<td>21,389</td>
<td>44,826</td>
<td>42,295</td>
</tr>
<tr>
<td>Equity based compensation (b)</td>
<td>12,854</td>
<td>43,311</td>
<td>5,133</td>
<td>47,161</td>
</tr>
<tr>
<td>Transaction-related costs (c)</td>
<td>(2,485)</td>
<td>7,715</td>
<td>9,526</td>
<td>17,070</td>
</tr>
<tr>
<td>Restructuring (d)</td>
<td>1,143</td>
<td>353</td>
<td>1,110</td>
<td>2,571</td>
</tr>
<tr>
<td>Other (e)</td>
<td>589</td>
<td>952</td>
<td>1,170</td>
<td>3,875</td>
</tr>
<tr>
<td>Tax effect on adjustments</td>
<td>(8,023)</td>
<td>(17,578)</td>
<td>(15,591)</td>
<td>(18,066)</td>
</tr>
<tr>
<td>Adjusted net income attributable to Parsons Corporation</td>
<td>49,504</td>
<td>40,038</td>
<td>82,446</td>
<td>88,543</td>
</tr>
</tbody>
</table>

Adjusted earnings per share:

|                                |                   |                   |                   |                   |
| Weighted-average number of basic shares outstanding | 100,695            | 92,336            | 100,682           | 85,249             |
| Weighted-average number of diluted shares outstanding | 100,986            | 92,336            | 100,949           | 85,249             |
| Adjusted net income attributable to Parsons Corporation per basic share | $0.49              | $0.43             | $0.82             | $1.04              |
| Adjusted net income attributable to Parsons Corporation per diluted share | $0.49              | $0.43             | $0.82             | $1.04              |

(a) Reflects the reversal of a deferred tax asset as a result of the Company converting from an S-Corporation to a C-Corporation.

(b) Reflects equity-based compensation costs primarily related to cash-settled awards.

(c) Reflects costs incurred in connection with acquisitions, initial public offering, and other non-recurring transaction costs, primarily fees paid for professional services and employee retention.

(d) Reflects costs associated with and related to our corporate restructuring initiatives.

(e) Includes a combination of gain/loss related to sale of fixed assets, software implementation costs, and other individually insignificant items that are non-recurring in nature.