



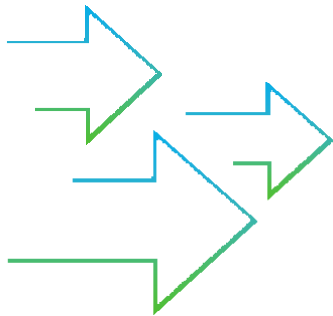
WE'RE DIFFERENT

In pursuit of a better way.

Investor Presentation

August 2020

FORWARD LOOKING STATEMENTS



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, trends and factors 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 addressable 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 10K, 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 qualified 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

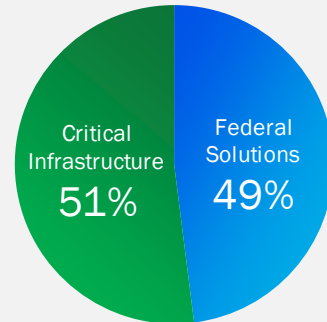


Critical Infrastructure

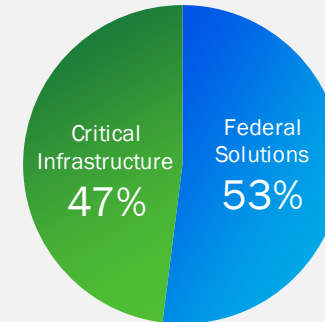
Engineered solutions for complex physical and digital infrastructure challenges

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

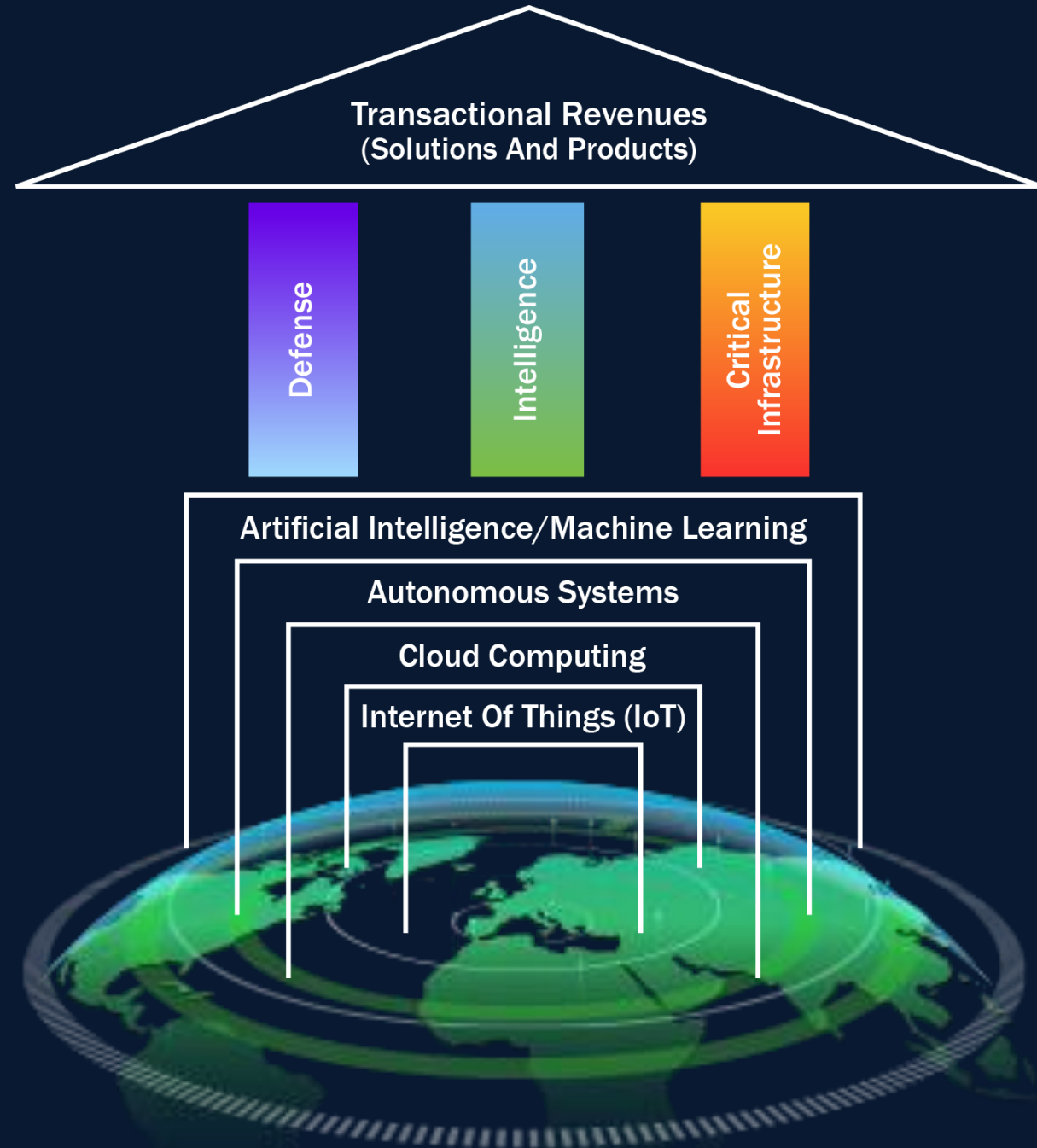


0.4X

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

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**



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



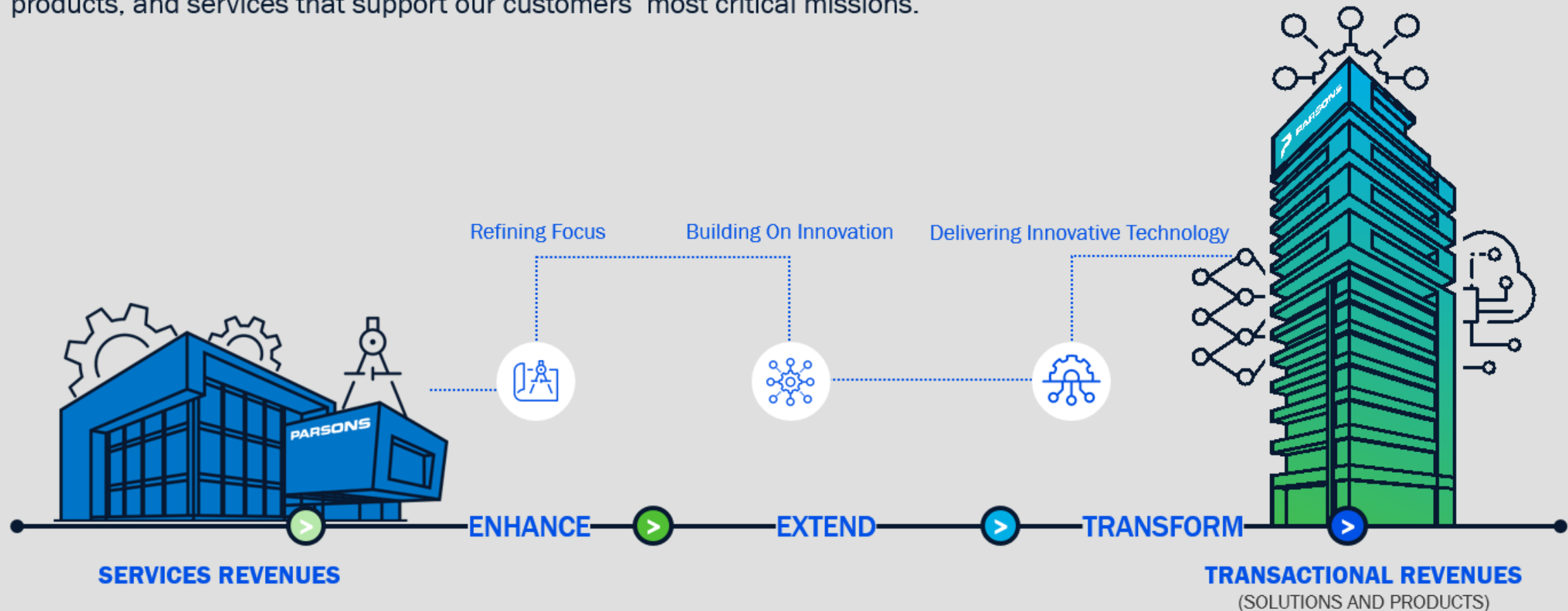
Critical Infrastructure

Airports
Bridges and highways
Clean water
Critical infrastructure protection
Industrial systems

Smart cities
Trains
Urban mobility
Zero emissions

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™
a PARSONS solution

Dfuze™
a PARSONS solution

packetwolf™
a PARSONS solution

detectwise™
a PARSONS solution

ICS
a PARSONS solution

WBT

C2CORE

iNET™
powered by Parsons

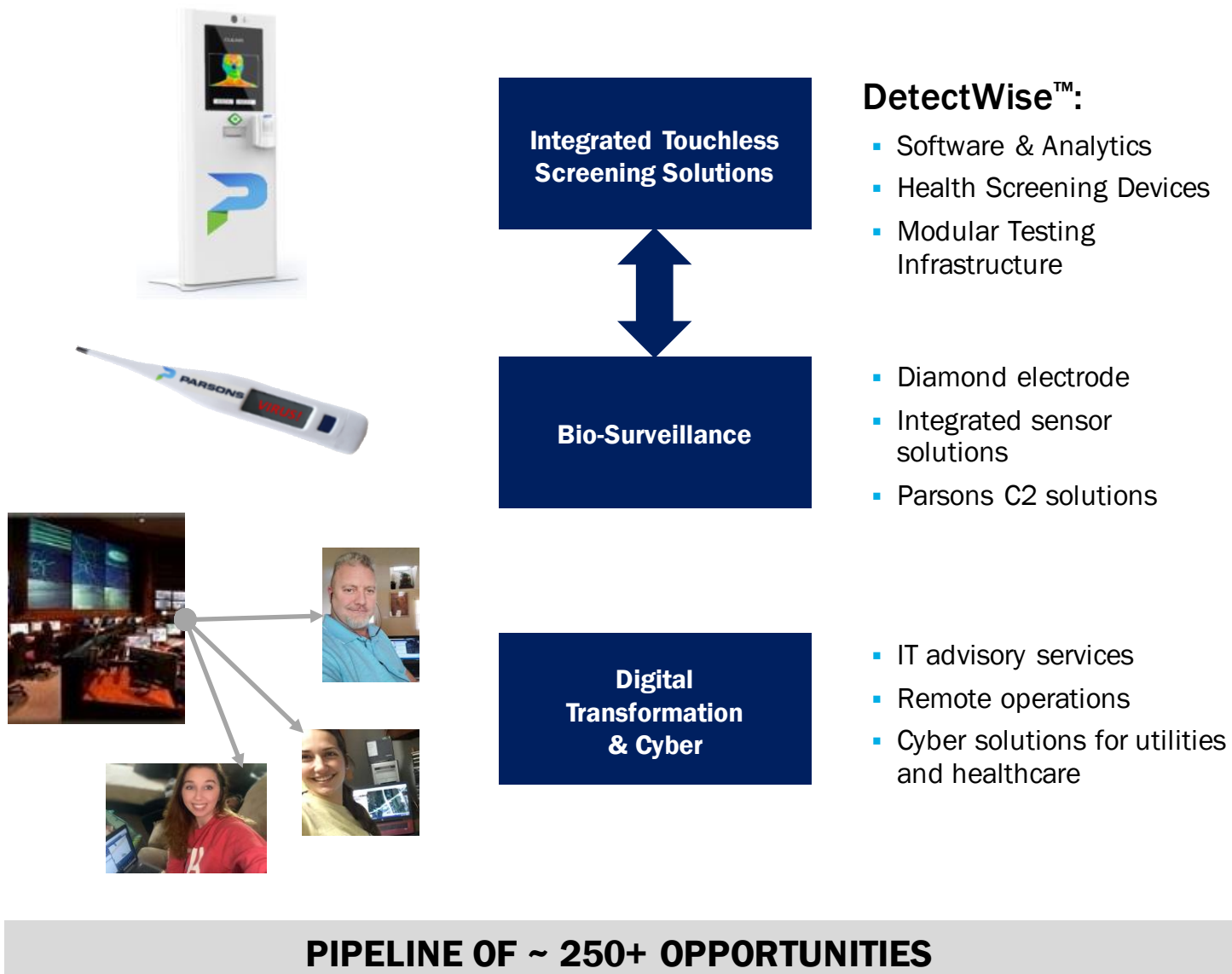
Grid Armor™
a PARSONS solution

CUSTOMIZING SOLUTIONS

Differentiated Technology-Based Solutions Aimed to Deliver a Better World



COVID CAMPAIGNS



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)

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

Missile Defense Agency
30+ years

US Army
40+ years

Intelligence Community
20+ years

FAA
50+ years



Critical Infrastructure Customers

Washington MTA
50+ years

Metro Agency Of Ontario
60+ years

Royal Commission
For Jubail And Yanbu
40+ years

Florida Dept. Of
Transportation
50+ years

Los Angeles County
MTA
30+ 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

¹Dollar values indicate the respective transaction values.



OUR HIGHLY EXPERIENCED MANAGEMENT TEAM



Chuck Harrington
Chairman and
Chief Executive Officer



George Ball
Chief Financial Officer



Carey Smith
President and
Chief Operating Officer



Mike Kolloway
Chief Legal Officer

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



Debra Fiori
Chief People Officer



Gary Adams
Chief Risk Officer



Virginia Grebbien
Chief Corporate Affairs Officer

CORPORATE SOCIAL RESPONSIBILITY



19 SITES

World-class safety performance



3 YEARS

Nunn-Perry Award recognizing outstanding efforts in DoD Mentor-Protégé programs to support small diverse businesses



11 YEARS

Named one of the World's Most Ethical Companies® by the Ethisphere Institute (11th consecutive year)



**ISO 9001
ISO 14001
ISO 270001**

Continuous improvement of work processes



TOP INNOVATOR

Inventive processes and unique solutions



MULTIPLE AWARDS

Delivering exceptional quality



TOP 50

Employer by STEM Workforce Diversity (fifth consecutive year)



TOP 50

Employer by *Woman Engineer*



TOP 50

Employer by *Minority Engineer*



SAFETY AWARD

2019 recipient of the Robert W. Campbell Award for EHS Management

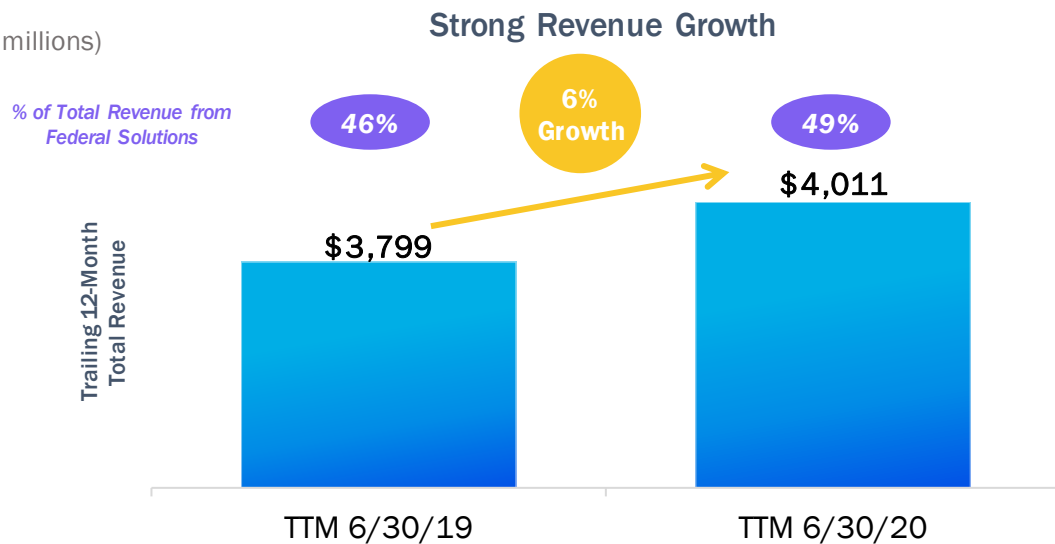


Hermes Awards

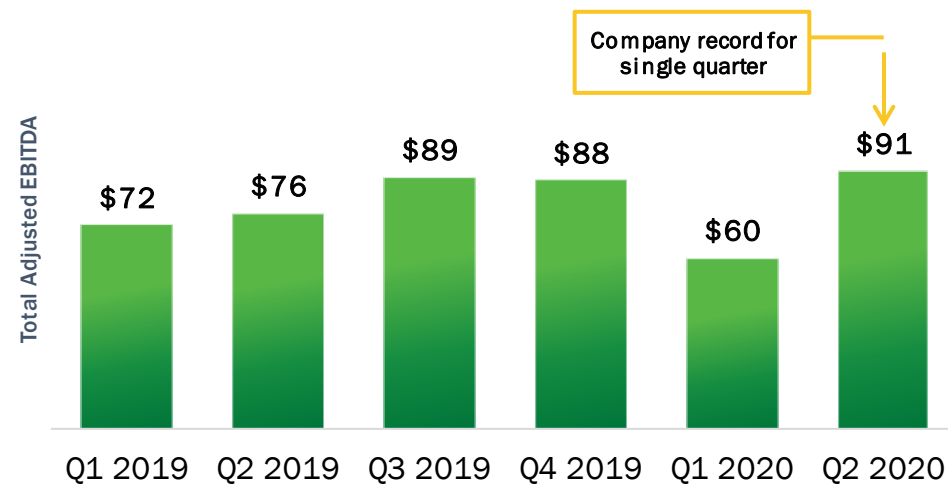
Platinum winner of creative industry's best branding collateral, advertising, marketing and communication programs

ATTRACTIVE FINANCIAL PROFILE

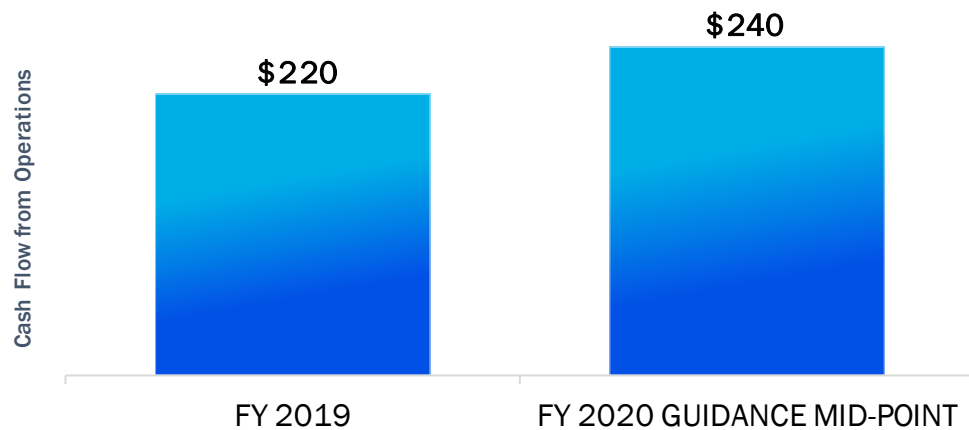
(\$ in millions)



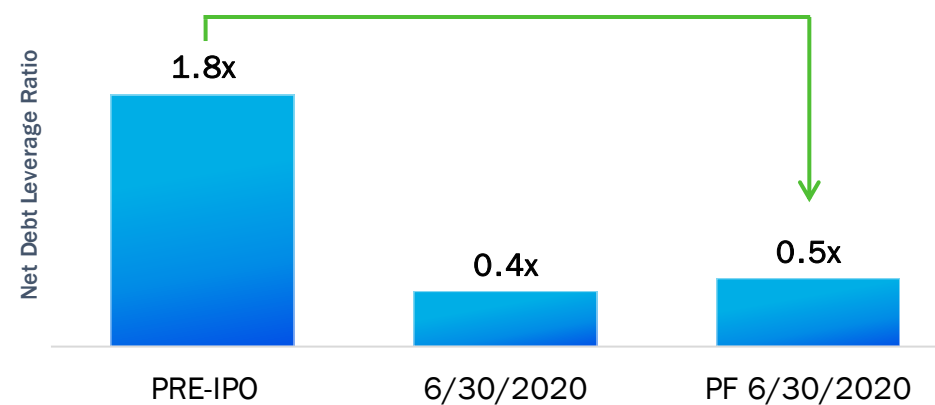
Strong Profitability Performance During COVID-19



Strong Cash Flow with Minimal Capex Requirements ⁽¹⁾



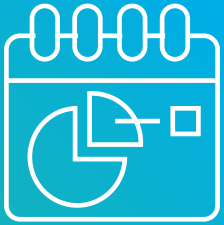
Optimal Balance Sheet to Fuel Future Growth ⁽²⁾



(1) FY 2020 Cash Flow from Operating Activities guidance of \$230-\$250 million as provided on August 5, 2020. Capital Expenditures of \$68 million in FY19 and expected Capital Expenditures of approximately \$50 million in FY20.

(2) Pre-IPO Net Leverage reflects 12/31/2018 balance sheet, pro forma for OGSys acquisition. PF 6/30/2020 reflects pro forma impact of \$400 million convertible notes transaction.

FINANCIAL HIGHLIGHTS



Q2 2020 REVENUE

\$979 Million

NET INCOME

\$23 Million

ADJUSTED EBITDA

\$91 Million

CASH FLOW FROM OPERATIONS

\$88 Million

BOOK-TO-BILL RATIO

1.0x

STRONG BALANCE SHEET

0.4x Net Debt Leverage Ratio*

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.

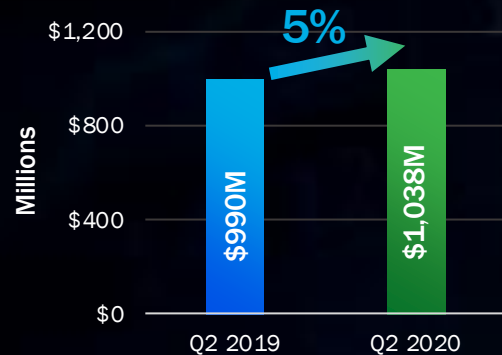
Q2 2020 FINANCIAL HIGHLIGHTS



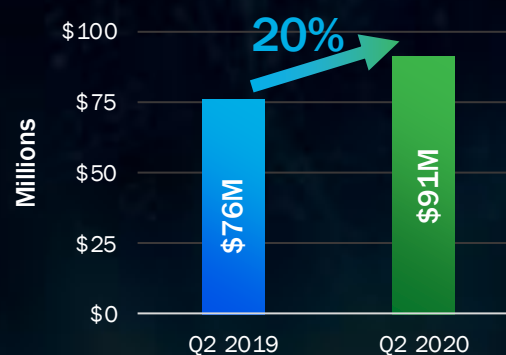
Delivered Strong Second Quarter Adjusted EBITDA

- 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

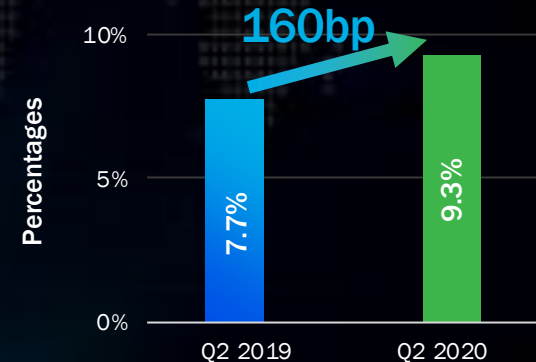
Total Organic Revenue Growth
Excluding COVID-19 Impacts



Adjusted EBITDA



Adjusted EBITDA Margin



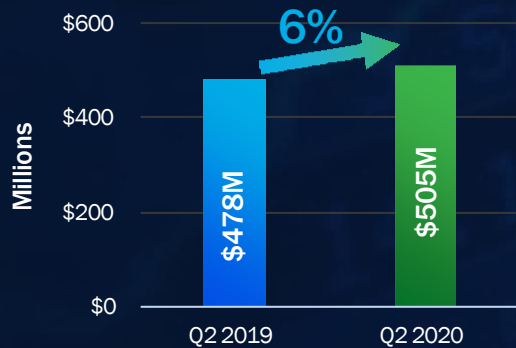
Q2 2020 BUSINESS SEGMENT HIGHLIGHTS



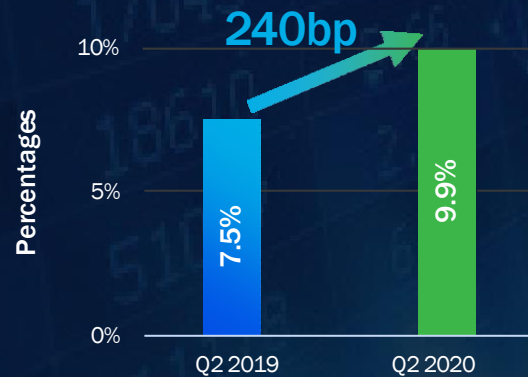
Federal Solutions

- 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%

Organic Revenue Growth Excluding COVID-19 Impacts



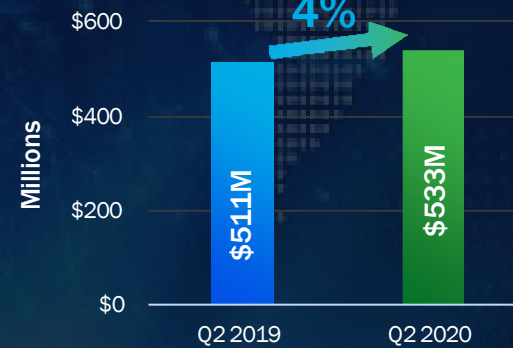
Adjusted EBITDA Margin



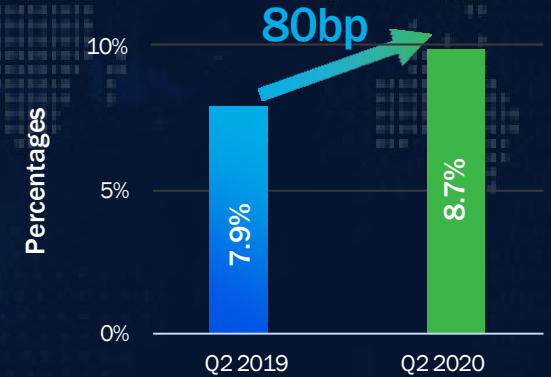
Critical Infrastructure

- 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%

Organic Revenue Growth Excluding COVID-19 Impacts



Adjusted EBITDA Margin



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)

	Three Months Ended		Six Months Ended	
	June 30, 2020	June 30, 2019	June 30, 2020	June 30, 2019
Net income attributable to Parsons Corporation	\$23,299	\$40,259	\$36,272	\$50,000
Interest expense, net	3,963	6,151	7,757	13,966
Income tax provision (benefit)	11,891	(53,496)	16,975	(51,610)
Depreciation and amortization (a)	32,081	31,074	64,490	61,665
Net income attributable to noncontrolling interests	7,826	(114)	9,224	3,531
Equity based compensation (b)	12,854	43,311	5,133	47,161
Transaction-related costs (c)	(2,485)	7,715	9,526	17,070
Restructuring (d)	1,143	353	1,110	2,571
Other (e)	589	952	1,170	3,875
Adjusted EBITDA	\$91,161	\$76,205	\$151,657	\$148,229

(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)

	Three Months Ended		Six Months Ended	
	June 30, 2020	June 30, 2019	June 30, 2020	June 30, 2019
Federal Solutions Adjusted EBITDA attributable to Parsons Corporation	\$47,700	\$35,700	\$79,317	\$76,299
Federal Solutions Adjusted EBITDA attributable to noncontrolling interests	56	109	148	235
Federal Solutions Adjusted EBITDA including noncontrolling interests	\$47,756	\$35,809	\$79,465	\$76,534
Critical Infrastructure Adjusted EBITDA attributable to Parsons Corporation	35,519	40,525	62,876	68,201
Critical Infrastructure Adjusted EBITDA attributable to noncontrolling interests	7,886	(129)	9,316	3,494
Critical Infrastructure Adjusted EBITDA including noncontrolling interests	\$43,405	\$40,396	\$72,192	\$71,695
Total Adjusted EBITDA including noncontrolling interests	\$91,161	\$76,205	\$151,657	\$148,229

RECONCILIATION OF NET INCOME ATTRIBUTABLE TO PARSONS

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)

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