Universal Technical Institute

Q3 2023 Investor Presentation

August 8, 2023

Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of the safe harbor from civil liability provided for such statements by the Private Securities Litigation Reform Act of 1995 (set forth in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended). Forward-looking statements may contain words such as "goal," "target," "future," "estimate," "expect," "anticipate," "intend," "plan," "believe," "seek," "project," "may," "should," "will," the negative form of these expressions or similar expressions. These statements are based on our management's current beliefs, expectations and assumptions about future events, conditions and results and on information currently available to us. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance, achievements or events and circumstances reflected in the forward-looking statements will occur. Discussions containing these forward-looking statements may be found, among other places, in the Sections entitled “Business,” “Risk Factors” and “Management's Discussion and Analysis of Financial Condition and Results of Operations” incorporated by reference from our most recent Annual Report on Form 10-K, in our subsequent Quarterly Reports on Form 10-Q and certain of our current reports on Form 8-K, as well as any amendments thereto, filed with the Securities and Exchange Commission (the “SEC”).

In addition, statements that refer to projections of earnings, revenue, costs or other financial items in future periods; anticipated growth and trends in our business or key markets; cost synergies, growth opportunities and other potential financial and operating benefits; future growth and revenues; future economic conditions and performance; anticipated performance of curriculum; plans, objectives and strategies for future operations; and other characterizations of future events or circumstances, and all other statements that are not statements of historical fact are forward-looking statements. Such statements are based on currently available operating, financial and competitive information and are subject to various risks, uncertainties and assumptions that could cause actual results to differ materially from those anticipated or implied in our forward-looking statements due to a number of factors, including, but not limited to, those set forth under the section entitled “Risk Factors” in our filings with the SEC. Factors that might cause such a difference include, but are not limited to, failure of our schools to comply with the extensive regulatory requirements for school operations; our failure to maintain eligibility for federal student financial assistance funds; continued Congressional examination of the for-profit education sector; a disruption in our ability to process student loans under the Federal Direct Loan Program; regulatory investigations of, or actions commenced against, us or other companies in our industry; our inability to execute on our growth and diversification strategy including our failure to realize the expected benefits of our acquisitions; changes in the state regulatory environment or budgetary constraints; our failure to successfully integrate our acquisitions; offerings into our current program offerings; our failure to improve underutilized capacity at certain of our campuses; enrollment declines or challenges in our students' ability to find employment as a result of macroeconomic conditions; our failure to maintain and expand existing industry relationships and develop new industry relationships with our industry customers; our ability to update and expand the content of existing programs and develop and integrate new programs in a timely and cost-effective manner while maintaining positive student outcomes; our failure to effectively identify, establish and operate additional schools, programs or campuses; the effect of our principal stockholder owning a significant percentage of our capital stock, and thus being able to influence certain corporate matters and the potential in the future to gain substantial control over our company; the impact of certain holders of our Series A Preferred Stock owning a significant percentage of our capital stock, their ability to influence and control certain corporate matters and the potential for future dilution to holders of our common stock; loss of our senior management or other key employees; and other risks that are described from time to time in our filings with the SEC; the effect of public health pandemics, epidemics or outbreak, including COVID-19. Given these risks, uncertainties and other factors, many of which are beyond our control, you should not place undue reliance on these forward-looking statements. Neither we nor any other person makes any representation as to the accuracy or completeness of these forward-looking statements and, except as required by law, we assume no obligation to update these forward-looking statements publicly, or to revise any forward-looking statements, even if new information becomes available in the future.

This presentation also contains estimates and other statistical data made by independent parties, and by us, relating to market size and growth and other data about our industry and our business. This data involves several assumptions and limitations, and you are cautioned not to give undue weight to such estimates. In addition, projections, assumptions and estimates of our future performance and the future performance of the markets in which we operate are necessarily subject to a high degree of uncertainty and risk.

Leading Workplace Solutions Education Provider

Investor Presentation

Addressing Skills Gaps Through

2

In-Demand Industry Segments[1]

Transportation and Skilled Trades	Healthcare
UNIVERSAL TECHNICAL INSTITUTE	CONCORDE

33	**35+**	**4 / 5**	**~20k**
Campuses Nationwide	Program Offerings	Grads Employed Within 1 Year[2]	Active Students

Strong Financial Outlook

$602-605M

2023 Revenue guidance*

$62-64M

2023 Adj. EBITDA guidance*

** Reflects updated guidance as of August 8, 2023.*
See slide 13 for additional details.

[1] The Universal Technical Institute segment includes MIAT throughout this presentation unless otherwise noted

[2] UTI data based on all graduates from UTI owned & operated campuses excluding MIAT, including those who completed MSAT programs, from 10/1/20-9/30/21, & 10/1/19-9/30/20, respectively, and excludes graduates not available for employment because of continuing education, military service, health, incarceration, death or international student status. Concorde data aggregated for campuses accredited by ACCSC, based on their 2022 reporting, and excludes campuses not accredited by ACCSC. Each of the ACCSC program outcomes is evaluated individually.

High-quality, state-of-the-industry technical and healthcare training facilities supporting successful student outcomes

Diversified Platform of In-Demand Programs

UNIVERSAL TECHNICAL INSTITUTE

Example Programs

- Auto/Diesel/Motorcycle/Marine Technician
- Welding
- Energy Technology and Wind Power
- Aviation Maintenance, Airframe and Powerplant
- Robotics and Automation

- ~13k Students
- 15+ programs across Transportation, Energy, & Skilled Trades
- 16 Campuses in 9 States
- In-person and Hybrid/Blended formats

CONCORDE

Example Programs

- Dental Hygienist/Assistant
- Medical Assistant
- Practical/Vocational/Registered Nursing
- Healthcare Administration
- Respiratory Therapy

- ~8k Students
- 20+ programs across Dental, Allied Health, Nursing, Patient Care and Diagnostics
- 17 Campuses in 8 States
- In-person, Hybrid/Blended, and Fully Online formats

Compelling Long-Term Investment Thesis

A leading platform in critical, in-demand markets delivered through in-person, hybrid, and online formats

Proven education and employment model reflected in consistently strong graduation and in-field employment rates[1], and deep partnerships with leading industry participants and employers

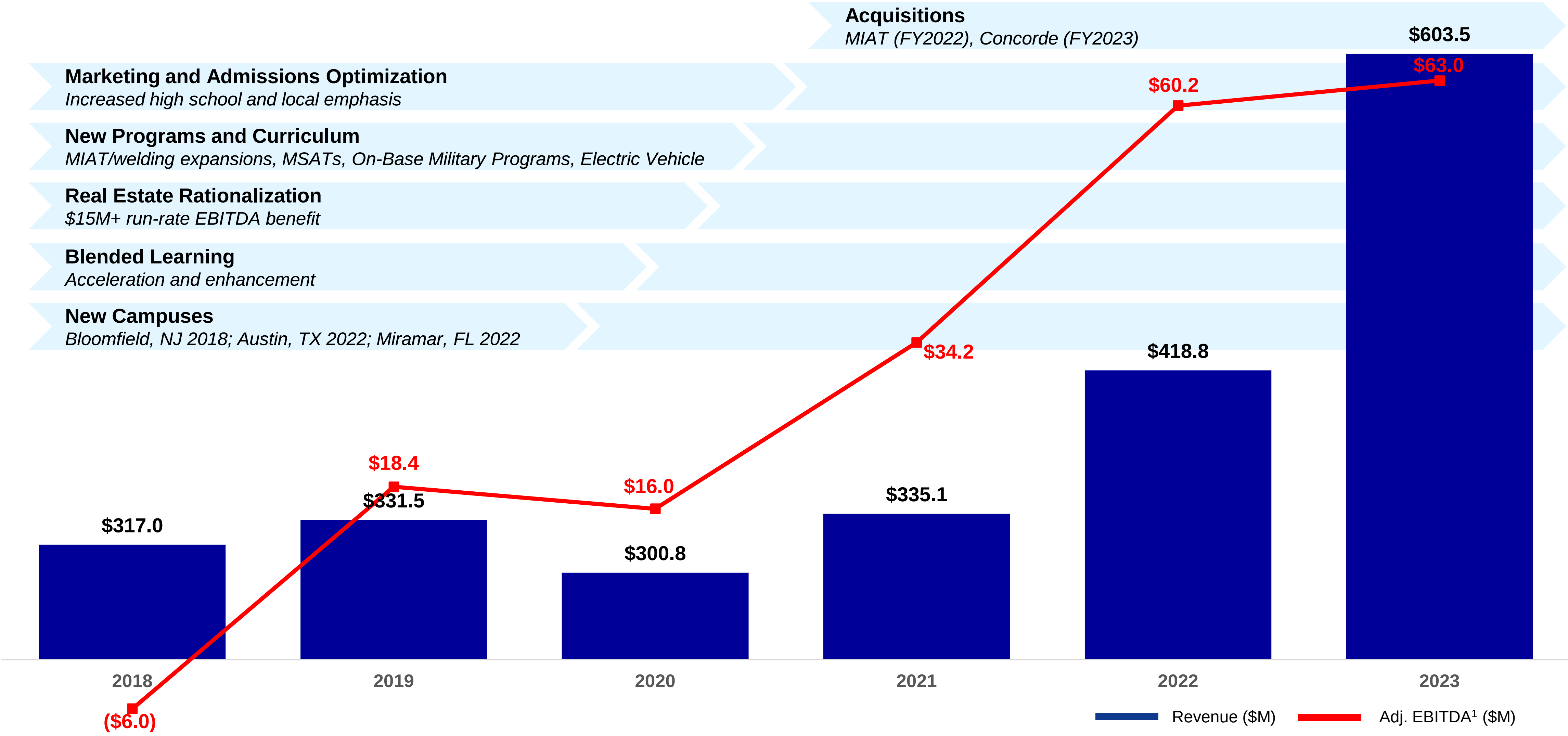
Successful transformation efforts driving diversified revenue growth, enhanced margin profile and strong organic cashflow

Healthy balance sheet and dedicated investment plan to support inorganic and organic investments, take advantage of growing addressable markets, and drive shareholder value

[1] Per recent years' accreditor reporting results, including MIAT in the most recent period, and pre-acquisition accreditor reporting results as reported by MIAT and Concorde. See 10-K filings for additional information.

Universal Technical Institute's Transformation Journey

Investor Presentation

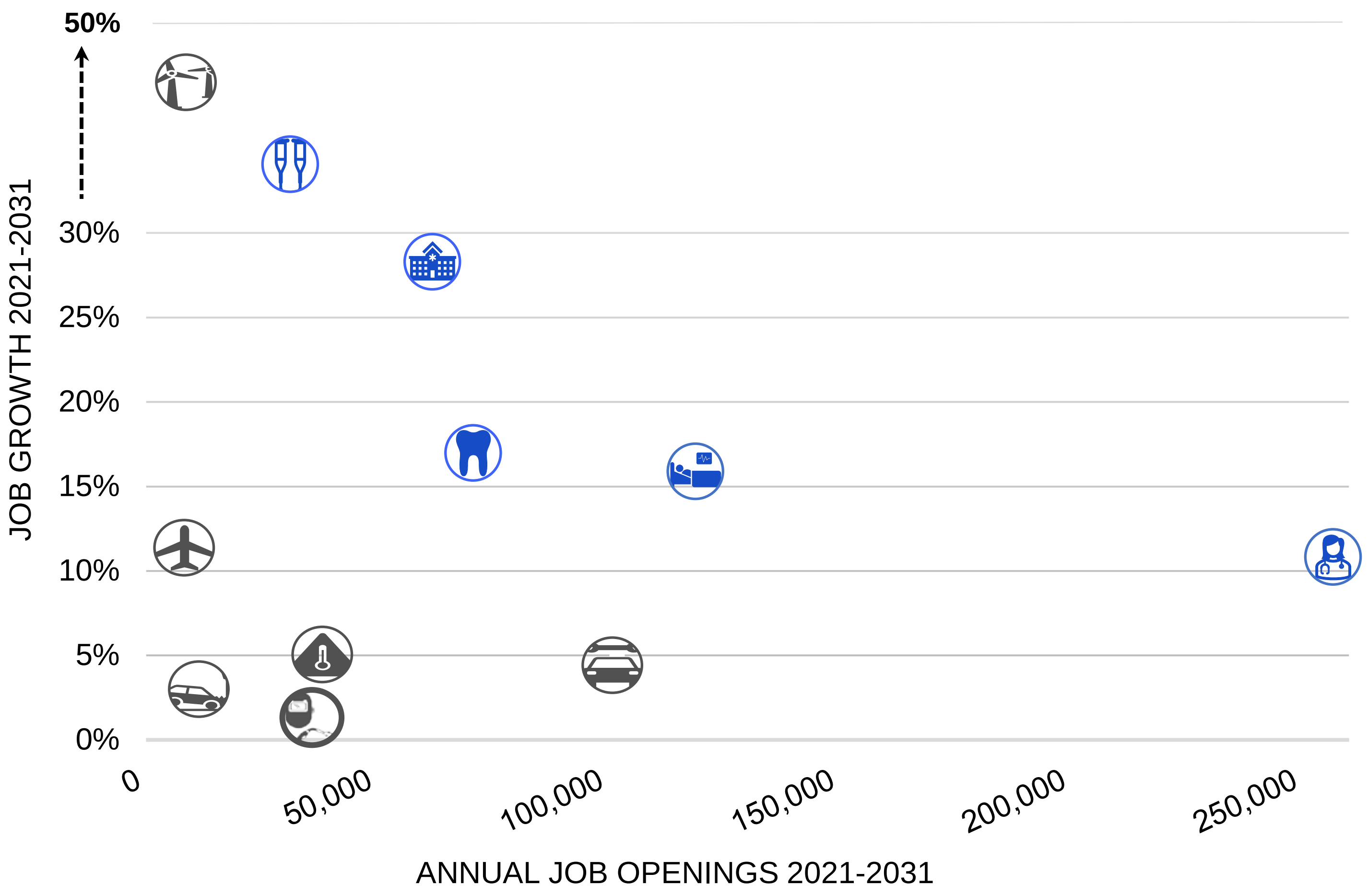


Note: FY23 outlook aligns to midpoint of Company's guidance and includes 10 months of Concorde

[1] Beginning with fiscal 2023, adjusted EBITDA excludes stock-based compensation. Prior years have been revised for comparison. Refer to definition and reconciliation outlined in the appendix as a Non-GAAP measure

In-Demand Offerings Across Transportation, Skilled Trades, and Healthcare

Investor Presentation



Healthcare Program Offerings

- Dental Hygienists & Assistants
- Healthcare Administration
- Medical Assistants
- Nursing
- Physical and Occupational Therapy Assistants

Transportation, Energy, & Skilled Trade Program Offerings

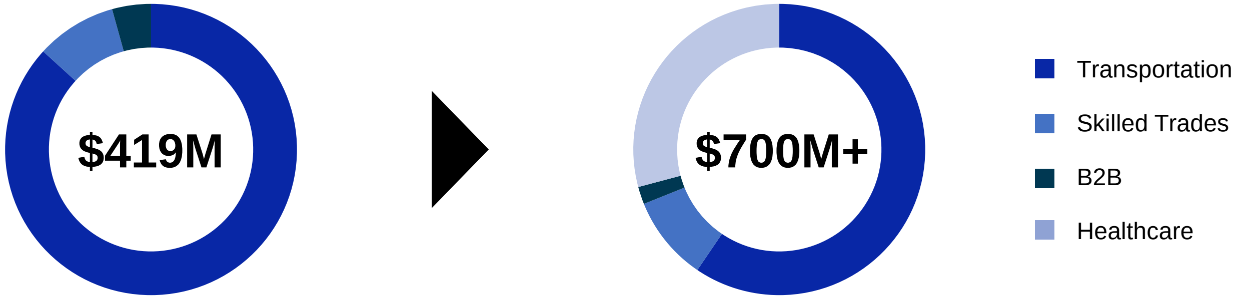
- Aircraft Mechanics & Technicians
- Auto Body Repairers
- Auto/Diesel Technicians
- HVACR Mechanics & Installers
- Welding
- Wind Turbine Service Technicians

Note: Projections as per the *Occupational Outlook Handbook* published by the U.S. Bureau of Labor Statistics www.bls.gov, September 2022. Job openings include those due to net employment changes and net replacements.

Healthcare Platform & Program Expansions Accelerating Growth and Diversification

Diversified Revenue Mix

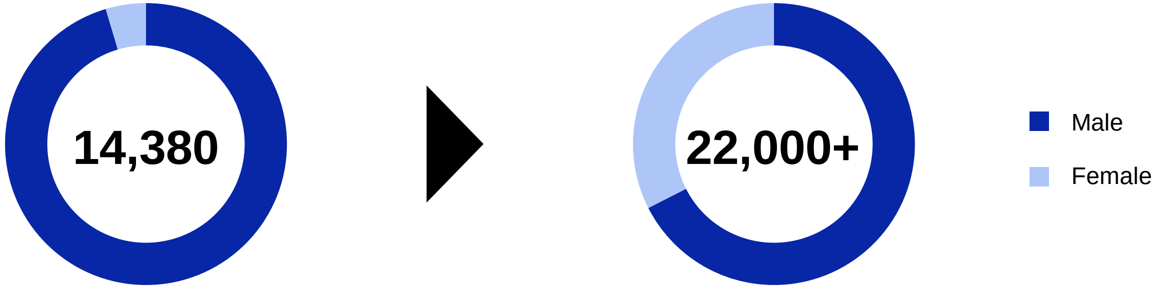
UTI **UTI + Concorde**



FY2022 *Estimated FY2024*

Expanded Student Demographics

UTI **UTI + Concorde**



FY2022 *Estimated FY2024*

Investor Presentation

Healthcare Value Proposition

Overall employment in healthcare occupations is expected to result in about **2 million new jobs** from 2021-2031[1], driven by an aging workforce, increasing demand for healthcare and ongoing COVID-19 impacts

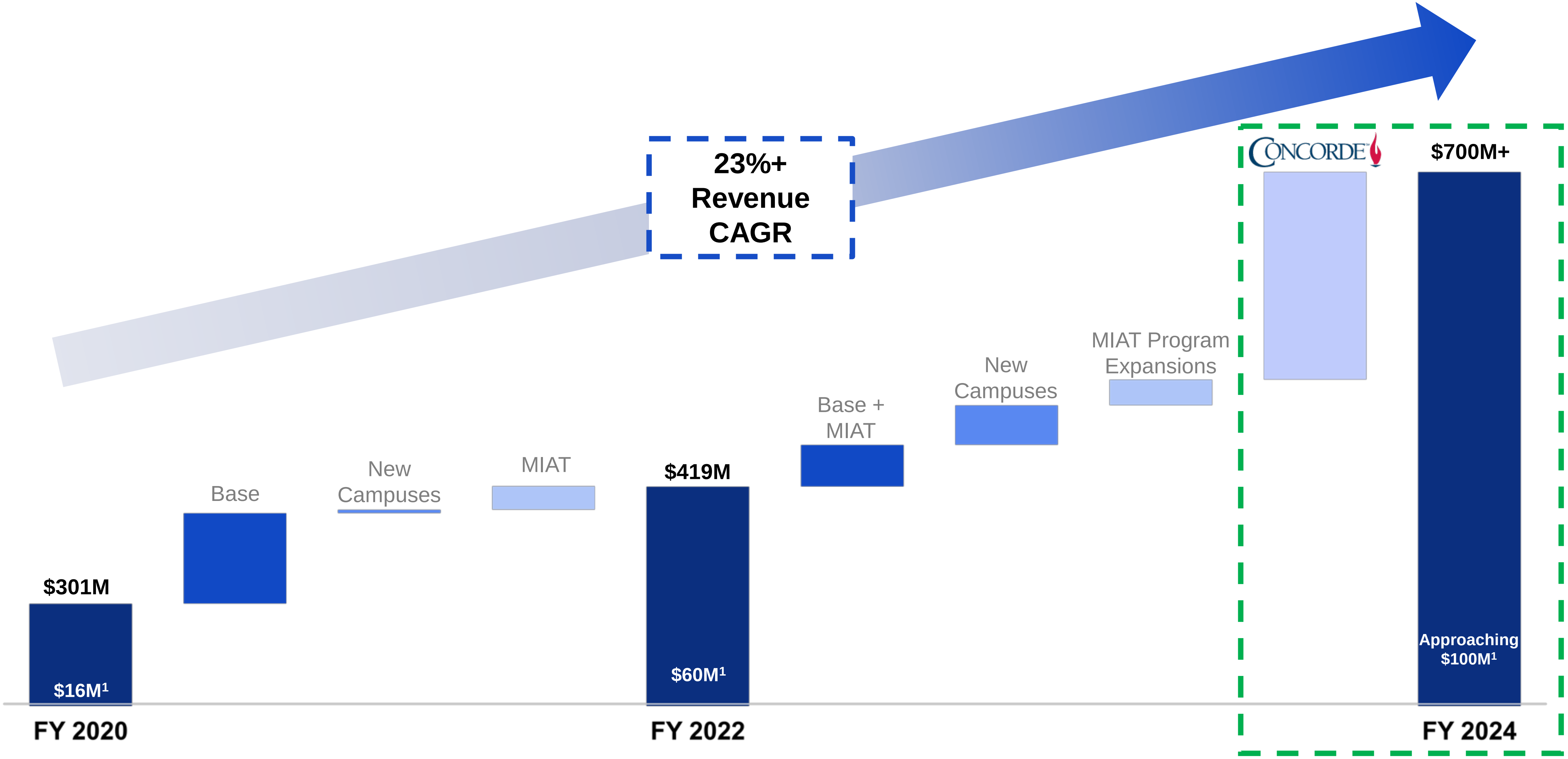
Healthcare support occupations projected to grow at **17.8%, the fastest of all occupational groups** from 2021-2031[2]

Demand is much greater for all healthcare occupations than the number of people available to fill the positions[3]

[1] U.S. Bureau of Labor Statistics "Occupational Outlook Handbook" Sep 8, 2022
[2] U.S. Bureau of Labor Statistics "Employment Projections: 2021-2031 Summary" Sep 8, 2022
[3] "Demand is high for healthcare workers while labor numbers stagnate" Healthcare Finance, May 12, 2021

Strategic Initiatives Driving Steady Growth

Investor Presentation



[1] Adjusted EBITDA, which now excludes stock-based compensation; prior years have been updated to reflect this change. Refer to definition and reconciliation outlined in the appendix as a Non-GAAP measure

Disciplined Execution Driving Sustainable Growth

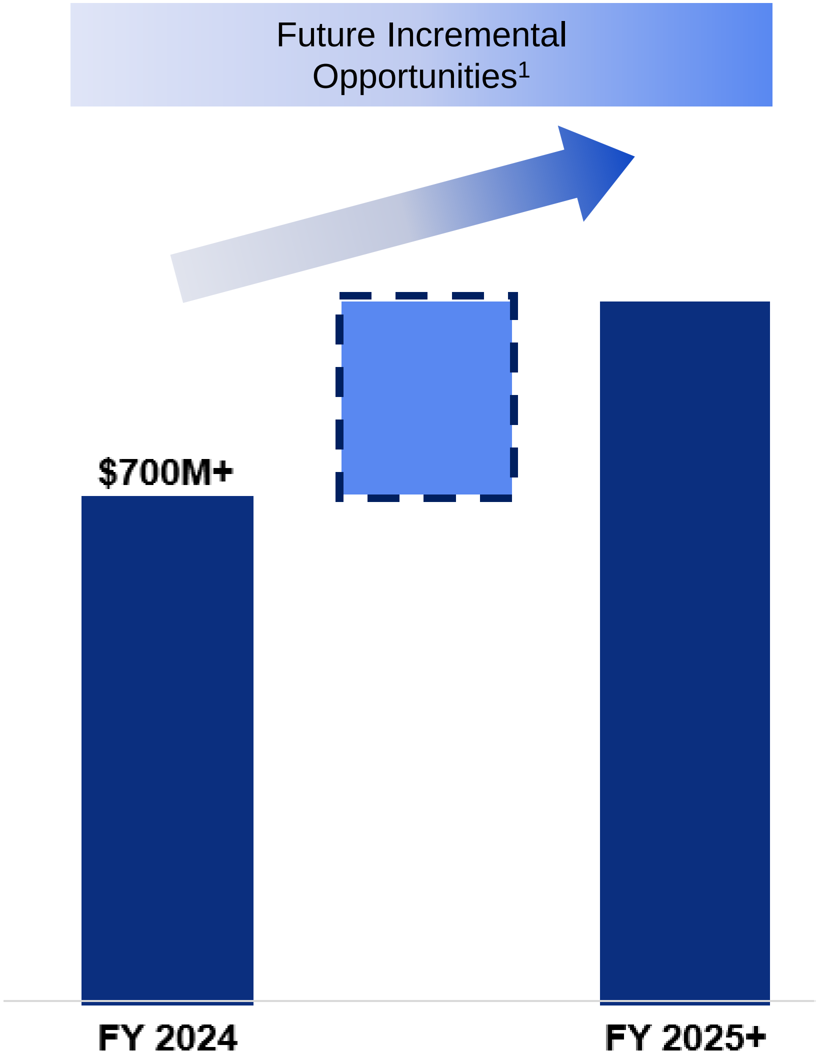
Acquisitions
Strategic and disciplined opportunities

New Campus Additions
Leverage blended learning and refined program mix formats to expand geographic footprint

Program Expansions
Acquired MIAT and Concorde programs provide more expansion opportunities

New Program Offerings
Acquisitions and new program development efforts provide future opportunities

Baseline Business Growth
Continued go-to-market and business model optimization



[1] Represents yet-to-be-determined future potential growth opportunities. No definitive plans have been announced at this time.

Business Outlook

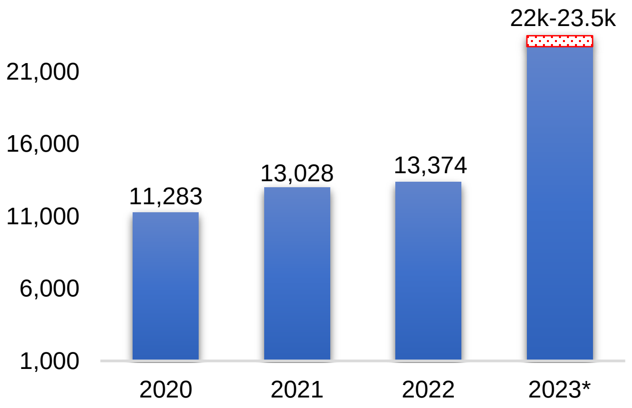
Fiscal 2023 Guidance

Fiscal 2023 Guidance

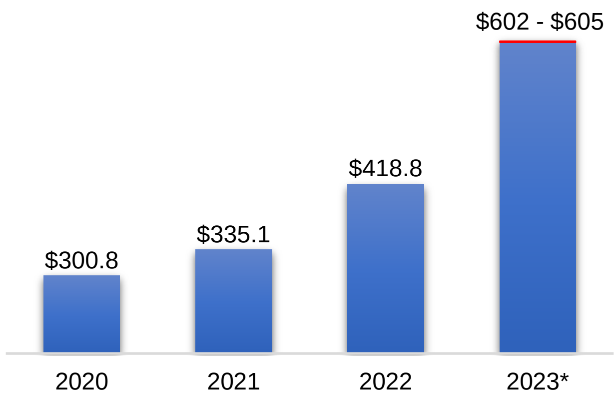
Revised August 8, 2023[1]

Investor Presentation

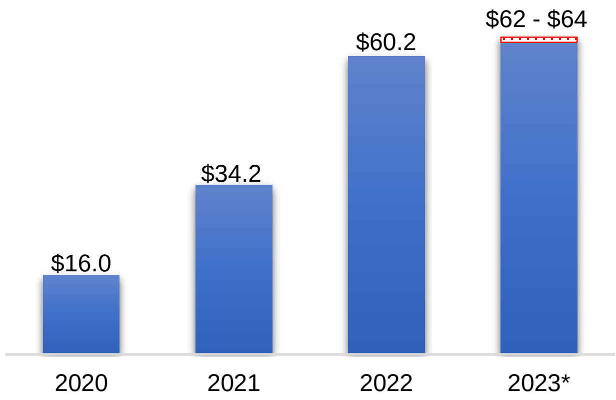
New Student Starts



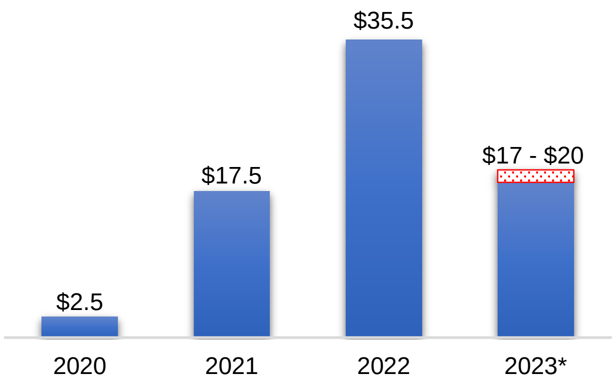
Revenue



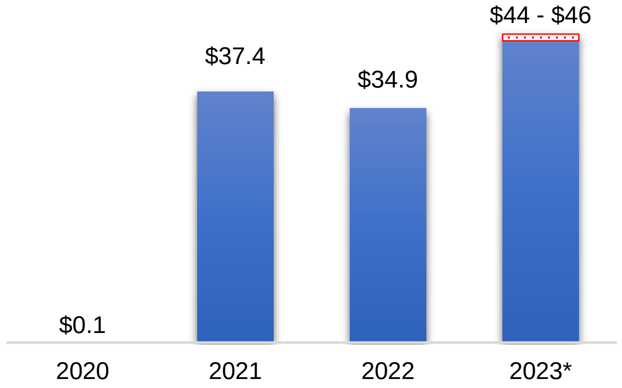
Adjusted EBITDA[2]



Adjusted Net Income[3]



Adjusted Free Cash Flow[4]



Expected Segment Contributions FY23

Starts

- UTI 14,500 - 15,500 *(low end)*
- Concorde 7,500 - 8,000 *(at or above high end)*

Revenue

- UTI Low single-digit YoY growth
- Concorde $170M - $175M *(at or above high end)*

[1] Prior expectations were: Revenue $595 million to $610 million, Adjusted EBITDA $58 million to $62 million, Adjusted Net Income $14 million to $18 million, and Adjusted Free Cash Flow $40 million to $45 million.
[2] FY23 Adj EBITDA excludes stock-based compensation; prior years updated for comparison.
[3] FY23 Adj NI impacted by a significant effective tax rate increase (5% to ~35%) due to the valuation allowance reversal in FY 2022, increased interest expense, and higher D&A..
[4] FY23 Adj Free Cash Flow reflects $58M-$60M of capital expenditures before adjustments including the purchase of the Orlando, FL campus. FY23 capex includes residual investments for the Austin and Miramar campuses, UTI and Concorde planned program expansions, and a consistent level of annual maintenance capex. Company expects to adjust out ~80% of the projected 2023 capex as one-time growth investments.

Note fiscal 2023 includes 10 months of Concorde performance; For detailed reconciliations of Non-GAAP measures see the Appendix

Appendix

Universal Technical Institute Overview

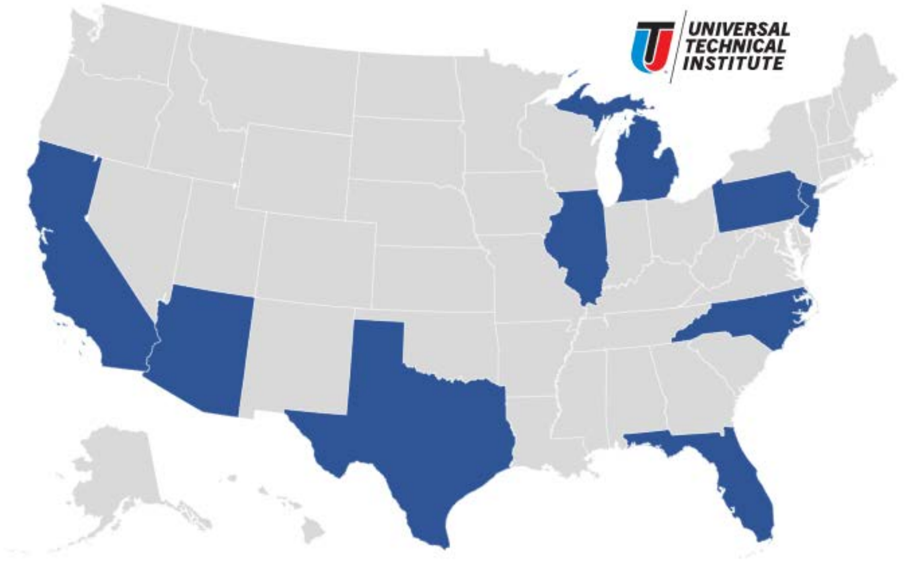
Leading provider of transportation and energy and skilled trades technical training, driven to change the world one life at a time by helping people achieve their dreams.

Summary Statistics	
Founded	1965
Revenue[1]	$419M
Adj. EBITDA[1]	$60M
Locations	16 Campuses in 9 States
Enrollment	~13K Students

Key Metrics[2]	
Composite Score	2.3 (of 3.0)
Cohort Default Rate	~3%
90/10 Ratio	~69%
Graduation Rate[3]	~60%
Employment Rate[4]	~82%

Business Overview

- 15+ programs for in-demand fields such as transportation and other skilled trades
- Program Mix (2022 Revenue):
  - *Auto/Diesel 74%, Other Transportation 13%, Welding 6%, Other Skilled Trades 3%, Industry Training 4%*
- Expanding 15 programs[5] to UTI and MIAT campuses over FY23 and FY24 including Aviation, Robotics, HVACR, Welding and Auto/Diesel.



Mission Statement

To serve our students, partners, and communities by providing quality education and support services for in-demand careers.

[1] As of September 30, 2022; Beginning in fiscal 2023 Company reports Adjusted EBITDA excluding stock-based compensation; fiscal 2022 has been adjusted accordingly.
[2] Based on most recent reporting periods for UTI. CDR and 90/10 ratios represent approximate averages across UTI's 4 OPEIDs, and individual programs whose individual results may vary significantly from the mean. 90/10 Title IV metric ranges from 64% to 70%, with a Cohort Default Rate range of 1.9% to 3.7%.
[3] Represents overall aggregated average of all campuses and programs as reported in most recent regulatory reporting period results, inclusive of MIAT
[4] Based on all graduates from UTI owned & operated campuses excluding MIAT, including those who completed MSAT programs, from 10/1/20-9/30/21, & 10/1/19-9/30/120, respectively, and excludes graduates not available for employment because of continuing education, military service, health, incarceration, death or international student status. See 10-K filing for additional information
[5] Pending regulatory approval

Concorde Career Colleges Overview

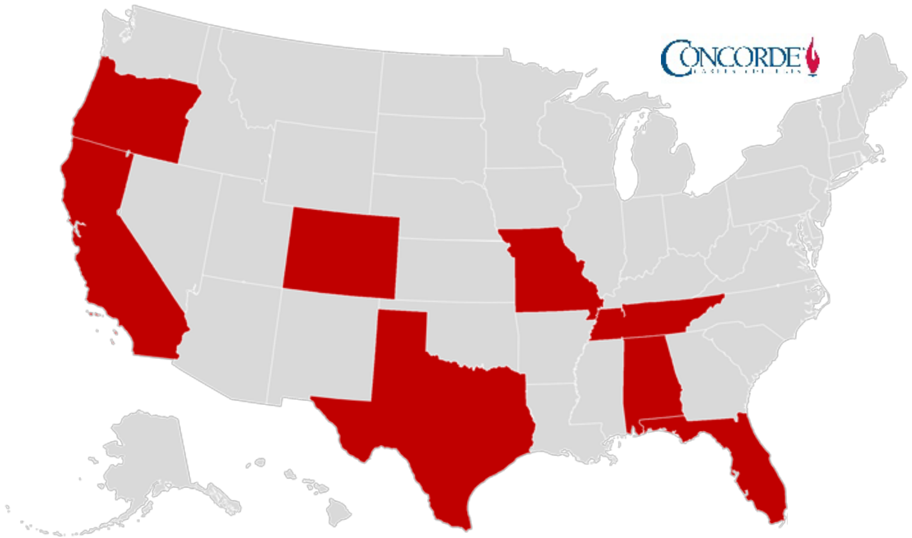
Healthcare education provider focused on preparing America's next generation of healthcare professionals for rewarding careers in areas such as nursing, dental, patient care, and allied health

Summary Statistics	
Founded	1968
Revenue[1]	~$200M
Adj. EBITDA[1]	$17M
Locations	17 Campuses in 8 States
Enrollment	~8K Students

Key Metrics[2]	
Composite Score	2.0 (of 3.0)
Cohort Default Rate	~4%
90/10 Ratio	~75%
Graduation Rate[3]	~72%
Employment Rate[3]	~83%

Business Overview

- 20+ programs for in-demand healthcare professional degrees and certifications
- Program Mix (2022 Revenue):
  - *Dental 27%, Allied Health 26%, Patient Care 22%, Nursing 18%, Diagnostic 7%*
- Expansion of dental hygiene, nursing, and other select programs into new campuses



Mission Statement

To prepare committed students for successful employment in a rewarding health care profession through high-caliber training, real world experience and student-centered support.

.

[1] Unaudited results as per Concorde Career Colleges, Inc. TTM reported as of September 30, 2022.
[2] Based on most recent reporting periods for Concorde and represent approximate averages across Concorde's 12 OPEIDs and individual programs whose individual results may vary significantly from the mean. 90/10 Title IV metric ranges from 63% to 87%, with a Cohort Default Rate range of 2.9% to 6.7%.. Composite Score for calendar 2021.
[3] Aggregated rates for the 14 campuses accredited by ACCSC, based on their 2022 reporting, and excludes campuses not accredited by ACCSC. Each of the ACCSC program outcomes is evaluated individually.

Industry Partnerships That Deliver Value

UTI's relationships with more than 35 leading brands, and other industry and employer partners for both UTI and Concorde provide unique value propositions and competitive differentiation for our schools and students.

UTI Division Real Estate Optimization

Investor Presentation

Keys to Real Estate Transformation

Enhance utilization of existing space with growth and new programs

Optimize real estate
- Lease expirations
- Own versus Rent
- Sublease
- Other reductions

	Rationalize		Welding		Other Programs		
Campus	In Process	Complete	In Process	Complete	In Process	Complete	Total Sq. Ft
BLOOMFIELD, NJ*				✓	✓		102,000
LONG BEACH, CA*				✓	✓		137,000
DALLAS, TX* [1]				✓	✓		95,000
RANCHO CUCAMONGA, CA		✓		✓	✓	✓	148,000
MOORESVILLE, NC				✓	✓		146,000
LISLE, IL[1]		✓		✓	✓		187,000
SACRAMENTO, CA		✓		✓	✓	✓	117,000
AVONDALE, AZ [1,2]		✓		✓	✓	✓	283,000
HOUSTON, TX [1]	✓	✓		✓	✓		172,000
EXTON, PA		✓		✓	✓		129,000
ORLANDO, FL [1,2]		✓			✓		188,000
CANTON, MI (MIAT)**					✓		125,000
HOUSTON, TX (MIAT)**	✓						54,000
AUSTIN, TX***					✓	✓	107,000
MIRAMAR, FL***					✓		103,000
Corporate Headquarters and Operational Support							
HOME OFFICE (AZ) [3]		✓					21,000

** Metro Campus*
*** Acquired Campus*
**** Blended Learning Campus*

[1] UTI-owned facilities. All other facilities are leased under operating leases.
[2] On December 29, 2020 UTI announced plans to consolidate the Phoenix MMI campus into the Avondale campus and to optimize the Orlando campus. Phoenix MMI campus consolidation was completed in Q3 FY2022, downsizing by ~164,000 sq ft. Orlando campus was downsized by ~75,000 sq ft and consolidated to one site in Q2 FY2022.
[3] In September 2022, Company executed an amendment for its home office which reduced the leased space by approximately 8,000 square feet and extended the lease term to February 2027.

Overview of Preferred Shares

Investor Presentation

History

- **June 2016**: Sold Coliseum Holdings 700,000* shares of Series A Convertible Preferred Stock for $70 million
  - Initial 700,000 shares were convertible into 21,021,021 shares of common stock (~30:1)
  - Subject to NYSE voting and conversion caps, and certain education regulatory approval limitations
- **February 2020**: Stockholders approve removal of NYSE voting and conversion caps
- **September 2020**: Coliseum distributed all 700,000 shares to affiliates (incl. Coliseum entities) and non-affiliates
  - Affiliates received 24.9% (from 39.2%) of outstanding shares on an as-converted basis
    - Education regulatory limitation remains; voting and conversion cap of 9.99% of outstanding shares
  - Non-Affiliates received remaining 14.3% of outstanding shares on an as-converted basis; no voting or conversion caps on an individual basis

Dividends

- **7.5% annual dividend:** Currently $5.1 million paid in cash in semi-annual installments on March 31 and September 30

Conversion

- **By Preferred Holders**: Convertible to common at any time at the option of the holder, subject to any caps
  - Coliseum & Affiliates subject to education regulatory approval cap of 9.99%, must request removal by UTI
- **By UTI**: When the daily VWAP of UTI common stock is ≥$8.33 for 20 consecutive trading days (excluding trading windows closed to insiders), UTI may require conversion of any/all outstanding preferred stock into common, subject to removal of any caps

* As of December 31, 2022, preferred shares outstanding totaled 675,885 following conversion by one of the preferred holders in June 2022

Note: Above is intended as a summary only and is subject in its entirety to the actual terms contained in our filings with the SEC. Additional details may be found in the Company's public filings including its 10-Ks, 8-Ks, proxy statements and the 2016 Certificate of Designations

Non-GAAP Information

Use of Non-GAAP Financial Information

Investor Presentation

This presentation contains non-GAAP (Generally Accepted Accounting Principles) financial measures, which are intended for supplemental informational purposes only, and should not be considered substitutes for the most directly comparable GAAP measures. Management chooses to disclose to investors these non-GAAP financial measures because they provide an additional analytical tool to clarify the results from operations and help to identify underlying trends. Additionally, such measures help compare the company's performance on a consistent basis across time periods. Management defines EBITDA as net income (loss) before interest expense, interest income, income taxes, depreciation, and amortization. Management defines adjusted EBITDA as net income (loss) before interest expense, interest income, income taxes, depreciation and amortization, adjusted for stock-based compensation expense and items not considered as part of the company’s normal recurring operations. Prior year amounts have been restated to include stock-based compensation expense. Management defines adjusted net income (loss) as net income (loss), adjusted for items that affect trends in underlying performance from year to year and are not considered normal recurring operations, including the income tax effect on the adjustments utilizing the effective tax rate. Management defines adjusted free cash flow as net cash provided by (used in) operating activities less capital expenditures, adjusted for items not considered as part of the company’s normal recurring operations. Management chooses to disclose any campus adjustments as direct costs (net of any corporate allocations). Management utilizes adjusted figures as performance measures internally for operating decisions, strategic planning, annual budgeting and forecasting. For the periods presented, this includes, without limitation, acquisition-related costs for both announced and potential acquisitions, integration costs for completed acquisitions, start-up costs associated with new campus openings and other program expansion, stock-based compensation expense, costs related to the purchase of our campuses, lease accounting adjustments resulting from the purchase of our Lisle, Illinois campus and our campus consolidation efforts, severance expenses for the CEO transition, and intangible asset impairment charges. To obtain a complete understanding of the company's performance, these measures should be examined in connection with net income (loss) and net cash provided by (used in) operating activities, determined in accordance with GAAP, as presented in the financial statements and notes thereto included in the annual and quarterly filings with the Securities and Exchange Commission (“SEC”). Because the items excluded from these non-GAAP measures are significant components in understanding and assessing UTI’s financial performance under GAAP, these measures should not be considered to be an alternative to net income (loss) or net cash provided by (used in) operating activities as a measure of UTI's operating performance or liquidity. Exclusion of items in the non-GAAP presentation should not be construed as an inference that these items are unusual, infrequent or non-recurring. Other companies, including other companies in the education industry, may define and calculate non-GAAP financial measures differently than we do, limiting their usefulness as a comparative measure across similarly titled performance measures presented by other companies. A reconciliation of the historical non-GAAP financial measures to the most directly comparable GAAP measures is included in the following slides.

Information reconciling forward-looking adjusted EBITDA, adjusted net (loss) income and adjusted free cash flow to the most directly comparable GAAP financial measure is unavailable to the company without unreasonable effort. The company is not able to provide a quantitative reconciliation of forward-looking adjusted EBITDA, adjusted net (loss) income or adjusted free cash flow to the most directly comparable GAAP financial measure because certain items required for such reconciliation are uncertain, outside of the company’s control and/or cannot be reasonably predicted, including but not limited to the provision for (benefit from) income taxes. Preparation of such reconciliation would require a forward-looking statement of income and statement of cash flows prepared in accordance with GAAP, and such forward-looking financial statements are unavailable to the company without unreasonable effort.

Adjusted EBITDA Reconciliation
($ in thousands)

	Guidance Midpoint Fiscal 2023	Actual Fiscal 2022	Actual Fiscal 2021
Net income (loss)	~$10,500	$25,848	$14,581
Interest (income) expense, net	~4,250	1,495	282
Income tax (benefit) expense	~5,600	(5,407)	602
Depreciation and amortization	~25,400	16,883	14,028
EBITDA	~$45,750	$38,819	$29,493
Acquisition-related costs(1)	~2,750	4,239	2,522
Integration related costs for acquisitions(2)	~4,250	1,691	–
New campus & program expansion start-up costs(3)	~5,900	9,177	502
Facility lease accounting adjustments(4)	–	(64)	–
Intangible asset impairment(5)	–	2,000	–
Stock-based compensation(6)	~4,350	4,337	1,733
Adjusted EBITDA, non-GAAP	~$63,000	$60,199	$34,250
FY2023 Guidance Range	**$62,000-$64,000**		

1. Estimated costs related to both announced and potential acquisition targets.
2. Estimated one-time expenses for the integration of acquisitions
3. Expenses for start-up costs of the new campuses in Austin, TX and Miramar, FL and the expansion of current programs into additional campuses
4. Lease accounting adjustments from our campus optimization efforts. These are primarily non-cash except for a lease termination payment related to our Orlando campus.
5. During the fourth quarter of 2022, we completed a branding study and determined that the carrying value of the MIAT trademarks and trade name exceeded its fair value and recorded an intangible asset impairment charge of $2.0 million during the year ended September 30, 2022.
6. Beginning in FY2023 UTI includes stock-based compensation in its non-GAAP add-backs to EBITDA; prior years have been restated above for comparison

Notes: The acquisition of MIAT closed on November 1, 2021 and Concorde closed on December 1, 2022, impacting comparability across periods;
Expected adjustments outlined for FY 2023 are illustrative only and may differ from what is realized, either in the amounts &/or the categories shown;
Adjusted EBITDA margin noted on prior slides is actual or estimated Adjusted EBITDA divided by actual or estimated revenue.

Adjusted Net Income Reconciliation
($ in thousands)

Investor Presentation

	Guidance Midpoint Fiscal 2023	Actual Fiscal 2022	Actual Fiscal 2021
Net income	~$10,500	$25, 848	$14,581
Income tax (benefit) expense[1]	~5,600	(5,407)	602
Income before income taxes	~16,100	20,441	15,183
Acquisition-related costs[2]	~2,750	4,239	2,522
Integration related costs for acquisitions[3]	~4,250	1,691	–
New campus & program expansion start-up costs[4]	~5,900	9,177	502
Facility lease accounting adjustments[5]	-	(64)	–
Intangible asset impairment[6]	-	2,000	–
Adjusted income before income taxes	~29,000	37,484	18,207
Income tax effect: (expense) [7]	~(10,500)	(1,983)	(722)
Adjusted Net income from operations, non-GAAP	~$18,500	$35,501	$17,485
GAAP effective income tax rate [1]	*~35%*	*5.3%*	*4.0%*
FY2023 Guidance Range	**$17,000-$20,000**		

1. FY 2023 tax rate is projected. The GAAP effective tax rate for FY2022 has been adjusted to remove the impact from the MIAT purchase accounting adjustments for deferred tax liabilities and the reversal of the valuation allowance, both of which created a net tax benefit for the period. The increase in FY2023 relative to the prior periods is due to the valuation allowance reversal in FY 2022.
2. Estimated costs related to both announced and potential acquisitions.
3. Estimated one-time expenses for the integration of acquisitions.
4. Start-up expenses for the new campuses in Austin, TX and Miramar, FL as well as one-time expenses for the expansion of current programs into additional campuses.
5. Lease accounting adjustments from our campus optimization efforts. These are primarily non-cash except for a lease termination payment related to our Orlando campus.
6. During the fourth quarter of 2022, we completed a branding study and determined that the carrying value of the MIAT trademarks and trade name exceeded its fair value and recorded an intangible asset impairment charge of $2.0 million during the year ended September 30, 2022.
7. The calculation of income tax expense on adjusted pre-tax income is based upon the GAAP effective tax rate applicable for the period.

Note: Expected adjustments outlined for FY 2023 are illustrative only and may differ from what is realized, either in the amounts &/or the categories shown

Adjusted Free Cash Flow Reconciliation
($ in thousands)

Investor Presentation

	Guidance Midpoint Fiscal 2023	Actual Fiscal 2022	Actual Fiscal 2021
Cash flow provided by operating activities, as reported	~$45,100	$46,031	$55,185
Purchase of property and equipment	~(59,000)	(79,457)	(61,586)
Free Cash Flow, non-GAAP	~($13,900)	($33,426)	($6,401)
Campus Purchase[1]	~26,200	28,680	45,240
Acquisition-related costs[2]	~2,750	3,923	2,026
Integration related costs for acquisitions[3]	~4,250	1,436	
Cash outflow for acquisition integration PP&E[3]	~800	–	–
New campus & program expansion start-up costs[4]	~5,900	5,136	1,806
Cash outflow for new campus and program expansion PP&E[4]	~19,000	28,579	1,489
Income tax refund related to CARES tax benefit[5]	–	–	(7,030)
Severance payments due to CEO transition[6]	–	32	280
Facility lease accounting adjustments[7]	–	575	–
Adjusted Free Cash Flow, non-GAAP	~$45,000	$34,935	$37,410
FY2023 Guidance Range	**$44,000-$46,000**		

1. In December 2020, we purchased our Avondale, AZ campus, in February 2022 we purchased our Lisle, IL campus, and in March 2023 we purchased the three primary buildings and related land at our Orlando, FL campus.
2. Costs related to both announced and potential acquisition targets.
3. Estimated one-time expenses for the integration of acquisitions.
4. Expenses for implementation of the new campuses in Austin, TX and Miramar, FL as well as one-time expenses for the expansion of current programs into additional campuses.
5. Income tax refunds received as a result of recording an income tax benefit from the CARES Act in 2020.
6. Adjustments reflect the cash paid in accordance with previous CEO Kimberly J. McWaters's Retirement Agreement and Release of Claims, dated October 31, 2019.
7. Lease accounting adjustments from our campus optimization efforts. These are primarily non-cash except for a lease termination payment related to our Orlando campus.

Note: Expected adjustments outlined for FY 2023 are illustrative only and may differ from what is realized, either in the amounts &/or the categories shown