# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 10, 2023

## Bridger Aerospace Group Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 001-41603 (Commission File Number)

88-3599336 (IRS Employer Identification No.)

90 Aviation Lane Belgrade, Montana (Address of principal executive offices)

59714 (Zip Code)

Registrant's telephone number, including area code: (406) 813-0079

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

	Trading	Name of each exchange
Title of each class	Symbol(s)	on which registered
Common Stock, par value \$0.0001 per share	BAER	The Nasdaq Stock Market LLC
Warrants, each exercisable for one share of Common	BAERW	The Nasdaq Stock Market LLC
Stock at an exercise price of \$11.50 per share		

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company x

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

#### Item 2.02 Results of Operations and Financial Condition.

On August 10, 2023, Bridger Aerospace Group Holdings, Inc. (the "Company") issued an earnings release announcing its results of operations for the three and six months ended June 30, 2023. A copy of the earnings release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information furnished pursuant to this Item 2.02, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### Item 7.01 Regulation FD Disclosure.

On August 10, 2023, the Company posted an investor presentation in the Investor Relations section of the Company's website https://ir.bridgeraerospace.com. A copy of the investor presentation is furnished as Exhibit 99.2 to this Current Report on Form 8-K.

The information furnished pursuant to this Item 7.01, including Exhibit 99.2, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### Item 9.01 Financial Statements and Exhibits.

#### (d) Exhibits.

Exhibit No.	Description
99.1 99.2 104	Earnings Release, dated August 10, 2023.  Investor Presentation, dated August 10, 2023.  Cover Page Interactive Data File (embedded within the Inline XBRL document)
	2

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

#### BRIDGER AEROSPACE GROUP HOLDINGS, INC.

Dated: August 10, 2023 By: /s/ Eric Gerratt

Eric Gerratt

Chief Financial Officer



# **Bridger Aerospace Announces Second Quarter 2023 Results Affirms guidance due to rapid acceleration of the North American wildfire season**

BELGRADE, MT, August 10, 2023– Bridger Aerospace Group Holdings, Inc. ("Bridger" or "Bridger Aerospace"), (NASDAQ: BAER, BAERW), one of the nation's largest aerial firefighting companies, today reported results for the second quarter ended June 30, 2023.

#### **Highlights:**

- · First international deployment of Super Scoopers and Air Attack aircraft into Canada
- 5-Year exclusive use and call when needed contracts awarded by the U.S. Department of the Interior for up to \$68 million for advanced fire intelligence services to include specialized infrared fire mapping software analytics and data services in support of firefighting operations
- Acquisition of Bighorn Airways announced with an expected closing late in the third quarter
- · Revenue and Adjusted EBITDA guidance affirmed due to rapid acceleration of the North American wildfire season

"Each fire season has its own complexion; this year is no different. While the considerable winter snowpack and wet spring conditions pushed out the start of the U.S. wildfire season by approximately six weeks, the resulting vegetation growth and current extreme hot and dry conditions through the Western U.S. has contributed to an acceleration of wildfire activity beginning late in the second quarter," commented Tim Sheehy, Bridger Aerospace's Chief Executive Officer. "Our entire fleet is currently deployed in the U.S. supporting active fire incidents from Washington State to Texas and many places in between. Previous years with later starts oftentimes push the core wildfire season into the fourth quarter, thus our 2023 guidance remains achievable. We also look forward to the addition of Bighorn Airways later this year which will expand our aerial firefighting services to new mission critical areas as we strive to support the needs of our state and federal customers."

#### **Business Outlook**

As reiterated on May 12, 2023, Bridger's growing fleet and portfolio of services, is projected to generate revenue of \$84 million to \$96 million and Adjusted EBITDA of \$37 million to \$45 million for 2023.

Bridger is excited to add Bighorn to our fleet and anticipates incremental revenue opportunities on these new assets as well as cost synergies in 2024. Bridger will continue to see additional opportunities to further expand our fleet both in the U.S and abroad. With the potential for a long and aggressive fire season, combined with cost savings initiatives put in place to maximize earnings, 2023 should be a record year for the company.

#### **Second Quarter 2023 Results**

Revenue for the second quarter of 2023 was \$11.6 million compared to \$12.8 million in the second quarter of 2022, down approximately 9%. The decrease was the result of a later start to the 2023 U.S. wildfire season. The Company actively worked to partially offset the impact of wet spring weather in the U.S. by expanding its aerial firefighting operations into Canada where wildfire activity began early. This enabled the Company to increase utilization of our fleet in the second quarter of 2023 and highlights the benefits of the geographic flexibility of our business model and reinforces our strategy for continued exploration of international expansion to cover more territory and wildfire seasons.

Cost of revenues was \$10.5 million in the second quarter of 2023 and was comprised of flight operations expenses of \$6.3 million and maintenance expenses of \$4.2 million. This compares to \$9.4 million in the second quarter of 2022, which included \$5.8 million of flight operations expenses and \$3.6 million of maintenance expenses. The increase primarily relates to higher depreciation, maintenance and other expenses related to the two additional Super Scooper aircraft that were placed into service in September 2022 and February 2023, respectively.

Selling, general and administrative expenses ("SG&A") were \$15.2 million in the second quarter of 2023 compared to \$5.7 million in the second quarter of 2022. The increase was primarily driven by non-cash stock-based compensation of \$7.9 million for restricted stock units ("RSUs") granted to employees and \$1.1 million in loss on disposal and non-cash asset impairment charges on aging surveillance aircraft.

Interest expense for the second quarter of 2023 increased to \$5.5 million from \$2.3 million in the second quarter of 2022 due to additional interest expense related to the Gallatin municipal bond issuances of \$160 million that closed in the third quarter of 2022. Bridger also reported Other Income of \$0.6 million for the period ended June 30, 2023, comprised of interest income for the embedded derivative of its preferred equity of \$0.2 million and realized gains from available-for-sale securities of \$0.3 million.

Bridger reported a net loss of \$19.0 million in the second quarter of 2023 compared to a net loss of \$4.6 million in the second quarter of 2022. The increase in net loss, despite costs being in-line with expectations, was primarily driven by the increases in SG&A described above, as well as the impact of reduced second quarter revenue due to the delayed start of the wildfire season. Adjusted EBITDA was \$1.0 million in the second quarter of 2023, compared to \$2.0 million in the second quarter of 2022. Adjusted EBITDA excludes interest expense, depreciation and amortization, stock-based compensation, gains, and losses on disposals of assets, legal fees and offering costs related to financing and other transactions and business development and integration expenses.

Definitions and reconciliations of net loss to EBITDA and Adjusted EBITDA, are attached as Exhibit A to this release.

At June 30, 2023, cash and short term investments stood at \$25.7 million which was affected by the late start to the fire season, however, the balance sheet remains strong and incoming receivables from the fire season is expected to increase the cash balance in the coming months.

#### **Year to Date Results**

Revenue for the first six months of 2023 was \$12.0 million compared to \$12.8 million in the first six months of 2022.

Cost of revenues was \$17.8 million in the first six months of 2023 and was comprised of flight operations expenses of \$10.0 million and maintenance expenses of \$7.7 million. This compares to \$15.9 million in the first six months of 2022, which included \$9.5 million of flight operations expenses and \$6.4 million of maintenance expenses.

SG&A expenses were \$48.4 million in the first six months of 2023 compared to \$10.6 million for the first six months of 2022. The increase was primarily driven by non-cash stock-based compensation expense of \$31.9 million for RSUs.

Interest expense for the first six months of 2023 increased to \$11.2 million from \$6.0 million in the first six months of 2022. Bridger also reported Other Income of \$1.7 million for the first six months of 2023 compared to \$0.3 million for the first six months of 2022.

Bridger reported a net loss of \$63.7 million in the first six months of 2023 compared to a net loss of \$19.4 million in the first six months of 2022. Adjusted EBITDA was negative (\$9.7) million in the first six months of 2023, compared to negative (\$6.9) million in the six months of 2022.

#### **Conference Call**

Bridger Aerospace will hold an investor conference call on Thursday, August 10, 2023 at 5:00 p.m. Eastern Time (3:00 p.m. Mountain Time) to discuss these results, its current financial position and business outlook. Interested parties can access the conference call by dialing 877-407-0789 or 201-689-8562. The conference call will also be broadcast live on the Investor Relations section of our website at https://ir.bridgeraerospace.com. An audio replay will be available through August 17, 2023 by calling 844-512-2921 or 412-317-6671 and using the passcode 13740056. The replay will also be accessible at https://ir.bridgeraerospace.com.

#### **About Bridger Aerospace**

Based in Belgrade, Montana, Bridger Aerospace Group Holdings, Inc. is one of the nation's largest aerial firefighting companies. Bridger Aerospace is committed to utilizing its team, aircraft and technology to save lives, property and habitats threatened by wildfires. Bridger Aerospace provides aerial firefighting and wildfire management services to federal and state government agencies, including the United States Forest Service, across the nation. More information about Bridger Aerospace is available at https://www.bridgeraerospace.com.

#### **Investor Contacts**

Alison Ziegler Darrow Associates 201-220-2678 aziegler@darrowir.com

#### **Forward Looking Statements**

Certain statements included in this press release are not historical facts but are forward-looking statements, including for purposes of the safe harbor provisions under the United States Private Securities Litigation Reform Act of 1995. Forward-looking statements generally are accompanied by words such as "believe," "may," "will," "estimate," "continue," "anticipate," "intend," "expect," "should," "would," "plan," "project," "forecast," "predict," "poised," "positioned," "potential," "seem," "seek," "future," "outlook," "target," and similar expressions that predict or indicate future events or trends or that are not statements of historical matters, but the absence of these words does not mean that a statement is not forward-looking. These forward-looking statements include, but are not limited to, (1) anticipated expansion of Bridger's operations and increased deployment of Bridger's aircraft fleet; (2) Bridger's business plans and growth plans, including anticipated revenue, Adjusted EBITDA and Adjusted EBITDA margin for 2023; (3) increases in the aerial firefighting market; and (4) anticipated investments in additional aircraft, capital resource, and research and development and the effect of these investments. These statements are based on various assumptions, whether or not identified in this press release, and on the current expectations of Bridger's management and are not predictions of actual performance. These forward-looking statements are provided for illustrative purposes only and are not intended to serve as and must not be relied on by any investor as, a guarantee, an assurance, a prediction or a definitive statement of fact or probability. Actual events and circumstances are difficult or impossible to predict and will differ from assumptions. Many actual events and circumstances are beyond the control of Bridger. These forward-looking statements are subject to a number of risks and uncertainties, including: changes in domestic and foreign business, market, financial, political and legal conditions; Bridger's ability to successfully and timely develop, sell and expand its technology and products, and otherwise implement its growth strategy; risks relating to Bridger's operations and business, including information technology and cybersecurity risks, loss of requisite licenses, flight safety risks, loss of key customers and deterioration in relationships between Bridger and its employees; risks related to increased competition; risks relating to potential disruption of current plans, operations and infrastructure of Bridger; risks that Bridger is unable to secure or protect its intellectual property; risks that Bridger experiences difficulties managing its growth and expanding operations; the ability to compete with existing or new companies that could cause downward pressure on prices, fewer customer orders, reduced margins, the inability to take advantage of new business opportunities, and the loss of market share; the impact of the coronavirus pandemic; the ability to successfully select, execute or integrate future acquisitions into the business, which could result in material adverse effects to operations and financial conditions; and those factors discussed in the sections entitled "Risk Factors" and "Cautionary Statement Regarding Forward-Looking Statements" included in Bridger's Annual Report on Form 10-K filed with the U.S. Securities and Exchange Commission on March 20, 2023. If any of these risks materialize or our assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. The risks and uncertainties above are not exhaustive, and there may be additional risks that Bridger presently does not know or that Bridger currently believes are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward looking statements reflect Bridger's expectations, plans or forecasts of future events and views as of the date of this press release. Bridger anticipates that subsequent events and developments will cause Bridger's assessments to change. However, while Bridger may elect to update these forward-looking statements at some point in the future, Bridger specifically disclaims any obligation to do so. These forward-looking statements should not be relied upon as representing Bridger's assessments as of any date subsequent to the date of this press release. Accordingly, undue reliance should not be placed upon the forward-looking statements contained in this press release.

## BRIDGER AEROSPACE GROUP HOLDINGS, LLC (PREDECESSOR TO BRIDGER AEROSPACE GROUP HOLDINGS, INC.) CONSOLIDATED STATEMENTS OF OPERATIONS (All amounts in U.S. dollars)

(unaudited)

	For the three months ended June 30,			For the six months ended June 30,				
		2023		2022		2023		2022
Revenues	\$	11,615,280	\$	12,753,671	\$	11,980,653	\$	12,822,963
Cost of revenues:								
Flight operations		6,299,122		5,849,562		10,032,383		9,514,914
Maintenance		4,210,976		3,571,986		7,726,427		6,433,973
Total cost of revenues		10,510,098		9,421,548		17,758,810		15,948,887
Gross profit (loss)		1,105,182		3,332,123		(5,778,157)		(3,125,924)
Selling, general and administrative expense		15,187,808		5,735,627		48,416,299		10,576,886
Operating loss		(14,082,626)		(2,403,504)		(54,194,456)		(13,702,810)
Interest expense		(5,540,867)		(2,293,682)		(11,205,412)		(6,008,228)
Other income		601,891		134,311		1,693,328		275,154
Net loss	\$	(19,021,602)	\$	(4,562,875)	\$	(63,706,540)	\$	(19,435,884)
Series A Preferred Stock - adjustment for deemed dividend								
upon Closing		-		-		(48,300,000)		-
Series A Preferred Stock - adjustment to eliminate 50% multiplier		_		_		156,362,598		_
Series A Preferred Stock - adjustment to maximum redemption value		(5,805,582)		_		(10,080,022)		_
Legacy Bridger Series C Preferred Shares - adjustment to maximum redemptions value		_		(191,240,782)		_		(191,240,782)
Legacy Bridger Series A Preferred Shares - adjustment for redemption, extinguishment, accrued interes and change in								
fair value		_		(81,323,569)		-		(85,663,336)
Net (loss) income per share attributable to Class A Common								
Stockholders - basic and diluted	_	(24,827,184)	_	(277,127,226)	_	34,276,036	_	(296,340,002)
Net (loss) income per share of Common Stock - basic	\$	(0.55)	\$	(7.15)	\$	0.77	\$	(7.64)
Net (loss) income per share of Common Stock - diluted	\$	(0.55)	\$	(7.15)	\$	0.44	\$	(7.64)
Weighted-average Common stock outstanding - basic		45,388,392		38,770,646		44,443,930		38,770,646
Weighted-average Common stock outstanding - diluted		45,388,392		38,770,646		77,199,129		38,770,646

# BRIDGER AEROSPACE GROUP HOLDINGS, LLC (PREDECESSOR TO BRIDGER AEROSPACE GROUP HOLDINGS, INC.) CONSOLIDATED BALANCE SHEETS (All amounts in U.S. dollars)

(All amounts in U.S. dollars)
(Unaudited)

	As of June 30, 2023		As o	As of December 31, 2022		
ASSETS						
Current assets						
Cash and cash equivalents	\$	844,582	\$	30,162,475		
Restricted cash		12,239,819		12,297,151		
Investments in marketable securities		12,572,950		54,980,156		
Accounts receivable		11,815,732		28,902		
Aircraft support parts		434,894		1,761,270		
Prepaid expenses and other current assets		2,892,240		1,835,032		
Deferred offering costs		388,120		5,800,144		
Total current assets		41,188,337		106,865,130		
Property, plant, and equipment, net		202,050,389		192,091,413		
Intangible assets, net		155,369		208,196		
Goodwill		2,457,937		2,457,937		
Other noncurrent assets		7,583,603		4,356,225		
Total assets	\$	253,435,635	\$	305,978,901		
LIABILITIES, MEZZANINE EQUITY AND MEMBERS' EQUITY						
Current liabilities						
Accounts payable	\$	6,235,941	\$	3,170,354		
Accrued expenses and other current liabilities	Ψ	7,823,154	Ψ	18,669,572		
Operating right-of-use liability		355,119		21,484		
Current portion of long-term debt, net of debt issuance costs		2,459,654		2,445,594		
Total current liabilities		16,873,868		24,307,004		
Long-term accrued expenses and other noncurrent liabilities		6,864,516		45,659		
Operating right-of-use noncurrent liability		1,449,911		754,673		
Long-term debt, net of debt issuance costs		205,060,810		205,471,958		
Total liabilities	\$	230,249,105	\$	230,579,294		
COMMITMENTS AND CONTINGENCIES						
COMMITMENTS AND CONTINGENCIES						
MEZZANINE EQUITY						
Series A Preferred Stock		342,738,969		_		
Legacy Bridger Series C Preferred Shares		_		489,021,545		
STOCKHOLDERS' Deficit						
Common Stock		4,906		3,908		
Additional paid-in-capital		78,977,391		_		
Accumulated deficit		(400,054,307)		(415,304,343)		
Accumulated other comprehensive income		1,519,571		1,678,497		
Total stockholders' deficit		(319,552,439)		(413,621,938)		
Total liabilities, mezzanine equity and stockholders' deficit	<u>\$</u>	253,435,635	\$	305,978,901		

## BRIDGER AEROSPACE GROUP HOLDINGS, LLC (PREDECESSOR TO BRIDGER AEROSPACE GROUP HOLDINGS, INC.) CONSOLIDATED STATEMENTS OF CASH FLOWS (All amounts in U.S. dollars)

(Unaudited)

		For the six month	ıs ende	ed June 30,
		2023		2022
Cash Flows from Operating Activities:				
Net loss	\$	(63,706,540)	\$	(19,435,884)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities				
Loss on sale of fixed assets		392,472		781,492
Depreciation and amortization		4,986,192		4,094,854
Impairment of long-lived assets		626,848		_
Stock based compensation expense		32,045,584		4,780
Change in fair value of the Warrants		(533,000)		_
Change in fair value of freestanding derivative		50,559		_
Amortization of debt issuance costs		483,526		89,732
Interest accrued on Legacy Bridger Series B Preferred Shares		_		3,586,587
Change in fair value of Legacy Bridger Series C Preferred shares		_		945,455
Change in fair vlaue of Series A Preferred Stock		(224,080)		-
Realized gain on investments in marketable securities		(407,761)		_
Changes in operating assets and liabilities:				
Accounts receivable		(11,786,830)		(4,611,847)
Aircraft support parts		1,326,376		170,475
Prepaid expense and other current assets		(3,339,409)		522,745
Accounts payable, accrued expense and other liabilities		(13,358,549)		3,822,406
Net cash used in operating activities		(53,444,612)		(10,029,205)
		(==, : : :,===,		(==,===,===,
Cash Flows from Investing Activities:				
Investments in construction in progress – buildings		(2,444,633)		(3,983,754)
Proceeds from sales and maturities of marketable securities		42,723,969		(5,565,751)
Sale of property, plant and equipment		814,000		286,400
Purchases of property, plant and equipment		(12,528,089)		(5,300,950)
Net cash provided by (used in) investing activities		28,565,247		(8,998,304)
rect cash provided by (asea in) investing activities		20,303,247		(0,330,304)
Cash Flows from Financing Activities:				
Payment to Legacy Bridger Series A Preferred shares members		_		(100,000,000)
Payment to Legacy Bridger Series B Preferred shares members		_		(69,999,223)
Borrowing from Legacy Bridger Series C Preferred shares members, net of issuance costs		_		293,684,675
Payment of finance lease liability		(15,615)		_
Proceeds from the Closing		3,193,536		_
Costs incurred related to the Closing		(6,793,574)		-
Borrowings from various First Interstate Bank vehicle loans		_		202,217
Payment of debt issuance costs		_		(3,000)
Repayments on debt		(880,613)		(962,904)
Net cash used in financing activities		(4,496,266)		122,921,765
Effect of exchange rate changes		406		(263)
Net change in cash, cash equivalents and restricted cash		(29,375,225)		103,893,993
Cash, cash equivalents and restricted cash – beginning of the period		42,459,626		17,261,132
Cash, cash equivalents and restricted cash — end of the period	\$	13,084,401	\$	121,155,125
Less: Restricted cash – end of the year	Ψ	12,239,819	Ψ	3,922,506
Cash and cash equivalents – end of the year	¢		•	117,232,619
Cash and Cash equivalents — end of the year	\$	844,582	\$	117,232,619

# EXHIBIT A Non-GAAP Results and Reconciliations

Although Bridger believes that net income or loss, as determined in accordance with GAAP, is the most appropriate earnings measure, we use EBITDA and Adjusted EBITDA as key profitability measures to assess the performance of our business. Bridger believes these measures help illustrate underlying trends in our business and use the measures to establish budgets and operational goals, and communicate internally and externally, for managing our business and evaluating its performance. Bridger also believes these measures help investors compare our operating performance with its results in prior periods in a way that is consistent with how management evaluates such performance.

Each of the profitability measures described below are not recognized under GAAP and do not purport to be an alternative to net income or loss determined in accordance with GAAP as a measure of our performance. Such measures have limitations as analytical tools and you should not consider any of such measures in isolation or as substitutes for our results as reported under GAAP. EBITDA and Adjusted EBITDA exclude items that can have a significant effect on our profit or loss and should, therefore, be used only in conjunction with our GAAP profit or loss for the period. Bridger's management compensates for the limitations of using non-GAAP financial measures by using them to supplement GAAP results to provide a more complete understanding of the factors and trends affecting the business than GAAP results alone. Because not all companies use identical calculations, these measures may not be comparable to other similarly titled measures of other companies.

Bridger does not provide a reconciliation of forward-looking measures where Bridger believes such a reconciliation would imply a degree of precision and certainty that could be confusing to investors and is unable to reasonably predict certain items contained in the GAAP measures without unreasonable efforts, such as acquisition costs, integration costs and loss on the disposal or obsolescence of aging aircraft. This is due to the inherent difficulty of forecasting the timing or amount of various items that have not yet occurred and are out of Bridger's control or cannot be reasonably predicted. For the same reasons, Bridger is unable to address the probable significance of the unavailable information. Forward-looking non-GAAP financial measures provided without the most directly comparable GAAP financial measures may vary materially from the corresponding GAAP financial measures.

#### EBITDA and Adjusted EBITDA

EBITDA is a non-GAAP profitability measure that represents net income or loss for the period before the impact of the interest expense, income tax expense (benefit) and depreciation and amortization of property, plant and equipment and intangible assets. EBITDA eliminates potential differences in performance caused by variations in capital structures (affecting financing expenses), the cost and age of tangible assets (affecting relative depreciation expense) and the extent to which intangible assets are identifiable (affecting relative amortization expense).

Adjusted EBITDA is a non-GAAP profitability measure that represents EBITDA before certain items that are considered to hinder comparison of the performance of our businesses on a period-over-period basis or with other businesses. During the periods presented, we exclude from Adjusted EBITDA gains and losses on disposals of assets, legal fees and offering costs related to financing and other transactions, which include costs that are required to be expensed in accordance with GAAP. In addition, we exclude from Adjusted EBITDA non-cash stock-based compensation and business development expenses. Our management believes that the inclusion of supplementary adjustments to EBITDA applied in presenting Adjusted EBITDA are appropriate to provide additional information to investors about certain material non-cash items and about unusual items that we do not expect to continue at the same level in the future.

The following table reconciles net loss, the most directly comparable GAAP measure, to EBITDA and Adjusted EBITDA for the three and six months ended June 30, 2023 and 2022.

	For the three months ended June 30, For the six months ended June			ed June 30,				
(All amounts in U.S. dollars)		2023		2022	_	2023		2022
Net loss	\$	(19,021,602)	\$	(4,562,875)	\$	(63,706,540)	\$	(19,435,884)
Depreciation and amortization		3,235,147		2,827,932		4,986,192		4,094,854
Interest expense		5,540,867		2,293,682		11,205,412		6,008,228
EBITDA		(10,245,588)		558,739		(47,514,936)		(9,332,802)
Loss on disposals <sup>(i)</sup>		1,053,866				1,052,407		781,492
Offering costs (ii)		1,184,487		1,213,198		3,267,607		1,213,198
Stock-based comp (iii)		8,612,514		2,222		32,610,530		4,780
Business development (iv)		354,455		236,603		873,277		391,976
Adjusted EBITDA	\$	959,734	\$	2,010,762	\$	(9,711,115)	\$	(6,941,356)

- i) Represents loss on the disposal and impairment on aging surveillance aircraft.
- ii) Represents one-time professional service fees related to the preparation for potential offerings that have been expensed during the period.
- iii) Represents stock-based compensation expense recognized for RSUs granted to certain executives and senior management and the fair value adjustment for warrants issued in connection with the Business Combination.
- iv) Represents expenses related to potential acquisition targets and additional business lines.

### Exhibit 99.2







#### Important Disclaimers



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# Bridger's Critical Mission



Bridger's Mission is to Fight Wildfires that Cause Hundreds of Billions of Dollars of Economic Damage and Emit Hundreds of Millions of Metric Tons of CO<sub>2</sub> into the Atmosphere Annually





Core Acces/Weather, Beninster, ASC/10 and Collifeters.

## Bridger Aerospace at a Glance



Bridger Provides a Complete Contractor-Owned, Contractor-Operated ("COCO") Aerial Firefighting Solution

#### Company Overview

- Provides full-spectrum aerial friefighting solutions with a fleet of 28 aircraft \*\* and operates the largest private fleet of friefighting aircraft in the world
- One of the largest ewner/operators of the CL-415EAF, a purpose-built fire suppression aircraft and owns surveillance aircraft for infrared mapping and immediate data transfer (Air Attack and UAS)
- Longstanding customer relationships with Federal and State agencies, long term contracts and 100% renewal rates
- Attractive unit economics with fleet growth driving revenues, margins and Adjusted EBITDA

  > Predictable and recurring revenue base resulting from contract renewal and standby revenue

  > Strong return on investment per Super Scooper with < 4-year payback

  > Potential for opportunistic fleet expansion

#### Bridger Aerospace Fleet Overview (1) CL-415EAF Super Scoopers (6 planes)



Operates largest domestic fleet of CL-415EAF "Super Scoopers"

Air Attack & Surveillance (10 planes) (2)(3)



Provides a scaled Air Attack platform

Smoke Jumping & Special Missions (12 planes)



Dash 8s, Casa 212s & Domier 228s





# Rising and Evolving Wildfire Risks Threaten Communities



Changes in
Temperatures and
Precipitation
Levels Are
Increasing the
Magnitude of
Wildfires and
Adding Weeks to
Destructive Fire
Seasons



lource: US Forest Service, Bridger management

# Rising and Evolving Wildfire Risks Threaten Communities in June 2023



The Canada
Wildfires Led to
Hazardous
Conditions in
New York City,
Leading to the
Highest Air
Pollution Levels in
the World





# Wildfires Present a Significant and Growing Environmental Hazard



Bridger Proactively Combats Climate Change by Mitigating a Major Source of CO<sub>2</sub> Emissions Increased Wildfires, CO₂ Levels and Temperatures Are Part of a Vicious Cycle Annual Wildfire CO<sub>2</sub> Emissions are Among the Most Harmful Pollutants

> 110 Million Metric tons of CO<sub>2</sub> released by California wildfires in 2020 is equivalent to...







~13 Billion
Gallons of Gasoline
Consumption





~38 Million
Tons of Waste
Landfilled vs Recycled

~2 Billion

Tree Seedlings Would Need to be Grown for 10 years to Account for CO<sub>2</sub> Sequestration

Source: National Oceanic and Altrospharic Administration, National Aeronautics and Space Administration and Shombery La

# As WUI Areas Expand, the Scale of Damage from Wildfires is Expected to Increase



Intensity and
Magnitude of
Forest Fires Have
Multiplied as a
Result of the
Expanding WUI,
with 9 of the
Largest 20 Fires in
California History
Occurring in the
Past Two Years

#### Residential Growth in Fire-Prone, Wildland-Urban Interface Areas

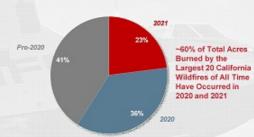
Growth Rate of Homes in the WUI by County (1990 - 2010)



- New WUI areas have expanded by more than 46 million acres (33%) over the 1990-2010 period
- WUI areas now include 1/3 of all homes in the US within 10% of the nation's land area
- The population growth in at-risk areas for wildfires will require more aggressive fireflighting strategies

#### Historical Trend of More Large Fires Burning More Acres Over Time

Total Acres Burned in California by the 20 Largest Wildfires of All Time ™



- Growth in the WUI and increasing global temperatures have led to the average number of large fires (larger than 1,000 acres) burning in the Western US each year to more than triple between the period of 1970s to 2010s
- Total number of Western US acres burned by such fires showed a six-fold increase in the 2010s compared to the 1970s
- Dixie (CA, 2021) and August Complex (CA, 2020) were two of the most historically damaging wildfires, burning a combined -2 million acres

Source: US Forest Service, National Interspency Fire Denter, Climate Dentral, and CaPir (1) Figures represent carnolative statistics as of January 13, 2022.

## Bridger Aerospace Timeline





Bridger was founded as a veteran-owned business in 2014 and has quickly gained traction in the U.S. aerial



Received first CL-415EAF "Super Scooper" in 2020



Awarded Multi Year DOI Special Sensor Surveillance Contract for up to \$68 million

Fleet of 6 Super
Scoopers as of Q2'23

OV23\*

Began in expansion of fight Canadia

NASDAQ listed in Q1'23

2021 - 2022

Began international expansion via contract to fight Canadian Wildfires as well as Bighorn acquisition

Announced acquisition of Bighorn Airways, expanding Bridger's offerings to the U.S. government and Canada

2018 - 2





# Bighorn Airways Acquisition



Bighorn is a
Specialty Fire
Services Aviation
Company Focused
on Smoke
Jumping in the
Western U.S. and
Other U.S.
Government
Support in Alaska
and Africa

#### Overview

- Founded / HQ: 1947 / Sheridan, WY
- Holds a DoD Facility Security Clearance (Secret), is a DoD Commercial Aircraft Review Board (CARB) approved air carrier and is a U.S. Special Operations Command (SOCOM) certified air carrier
- With the Arctic and Africa logistics contract, year round revenue from DoD smooths out the fire season curve
- Operational Synergies: Airframes, engines and operations are similar in nature, so optimizations will avail themselves
- Transaction Value Detail: \$39.25 million enterprise value in a combination of cash and restricted stock

#### **Key Customers**













#### Fleet of 12 Aircraft

#### Dash 8-200 (3)

- Up to 37 passengers or 7,800 lbs. of cargo
   Fly Special Missions for BLM, USFS & DoD
- Pressurized cabin
- Air operable cargo door for jump operations
- Night Vision operations equipped



#### Casa 212-200 (4)

- Stand up cabin, rear ramp equipped aircraft allowing for inflight opening for aerial jumps and para-cargo operations
- 22 passenger Twin Turboprop aircraft
- Short takeoff and landing capable (STOL)
- Unpressurized cabin



#### Dornier 228-200 (5)

- 19 seat Twin turboprop aircraft
- Short takeoff and landing capable (STOL)
- Suitable for smoke jumpers and transport
- Unpressurized cabin

Source: Settger management. Anticipated close 302023

# Investment Highlights



- Full Service, COCO Wildfire Fighting Platform Utilizing Leading, Purpose-Built Technology

  Rapidly Expanding Market Due to Increased Wildfire Season Length, Geographic Breadth and Severity

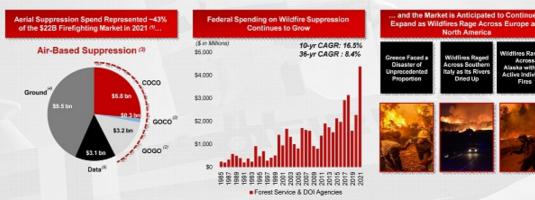
  Sustainability Practices: Directly Combating Major Sources of CO<sub>2</sub> Emissions

  Recurring Revenue Model Supported by Long-Term Government Contracts
  - Diversified International Fleet of Wildfire Related Specialty Aviation Assets

# Large Market With Strong Demand for Air-Based Suppression Technologies



Federal and State Agencies Have Become Increasingly Motivated to Outsource Aerial Firefighting to More Effectively Combat the Increasing Presence and Intensity of Wildfires



- There is a rapidly growing need globally for fire suppression assets
- The shift away from ground towards more air-based suppression has already commenced
- Wildland Fire Mitigation and Management Commission Aerial Equipment Strategy Report prioritizes fire aviation as a key and initial priority.
- Unfulfilled requests for fixed wing aircraft for aerial firefighting grew at a compound annual growth rate of 8.1% between 2002 and 2021, resulting in 1,254 unfulfilled requests in 2021
- These events represent Summer 2022 wildfires and emphasize the need for increased wildfire suppression resources globally
- In traditional wildfire areas, wildfire intensity and duration are increasing, and total wildfire impact is spreading into new regions as global temperatures rise

surce: Hasonar Interagency Coordinator Center. Chin. Cais, 1 he subricain and stroper management element. It Bridger management defines the glacel firefighting, market as the sum of the air-based suppressor, ground, a

The state of the s

# Bridger's Platform is Designed to Solve a Growing and Evolving Problem



Bridger Invests in Tactically-Relevant Suppression Technologies to Efficiently Address and Combat the Growing Threat of Economic and Environmental Damage Caused by Wildfires Bridger's FireTrac Integrates Proprietary Data and Technology to Deliver Unique Insights on Fire Risk...

# Complished governmental data Consultated information, imageny and data regarding critical wildfire incidents Layered data to analyzer free intensity, size, incidents and weather patterns Consultation in the patterns Consultation in the patterns Layered data to analyzer free intensity, size, incidents Layered data to analyzer free intensity, size, incidents and weather patterns Constrained information source for near real-time, relevant within an ageospatial scretest Near real-time imagery of key fire intensity size, incidents Near real-time imagery of key fire incidents Viser uploaded data Viser uploaded data Social media styfe Hive-based reporting and updates

Bridger Aerospace Provides a Full-Fledged, Modern Solution

- Deploy highly efficient aerial firefighting assets tailored towards diverse perimeter and suppression applications!<sup>1)</sup>
- Integrate data, analytics and reporting to optimize resource deployment
- Provide a fully-integrated firefighting solution to combat the escalating risks and associated carbon emissions



| Foture release feature.

## Bridger Deploys a Multi-Layered Fleet of Highly Capable Aircraft

Suppression



Q3 2023 Anticipated Fleet Size (9)



Viking Air CL-415EAF Super Scooper, an upgrade of the original CL-415

Using local water, the Super Scooper can drop 100k gallons per day

6

Bridger Plans to Increase its Fleet of Aircraft to Further Improve the Company's Fire Suppression Capabilities and Response Times



#### Air Attack & Surveillance

Twin Commander; Daher Kodiak 100; Pilatus PC-12

Advanced short takeoff and landing aircraft

Highly capable and cost-efficient aircraft

Utilizes fuel efficient aircraft models

10

Bridger leverages the latest sensor and communication technologies



#### Smoke Jumping & Special Mission Delivery

Dash 8s, Casa 212s & Dornier 228s

Fly Special Missions for BLM, USFS & DoD

12

Air operable cargo door for jump operations

Equipped with inflight opening for aerial jumps and para-cargo operations

# Bridger's Scooper Fleet Provides Unique Firefighting Capabilities

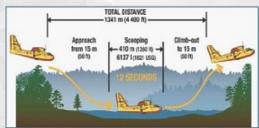


Bridger is a Scaled Owner / Operator of the CL-415EAF, a Purpose-Built Fire Suppression Aircraft

- The CL-415EAF is an amphibious aerial firefighting aircraft outfitted with upgraded avionics and high-powered turbine engines
- Unique aeronautical design enables tight maneuvering at low altitudes and airspeeds, allowing for high-precision suppression
- Ability to utilize natural water sources enables ~50% more time-on-duty per mission than other aerial firefighting aircraft









Source: Mational Interspency Pire Center, Califins, MinAir, RAND Corporation; Bridger management estimates and Weing Air DEM specifications and marketing.

11. Command to larger again fractioning stationers. La. Region 147 Superturber and McConnell Counter DC-10.

2) Assumes accopable rester is 5 miles away: a Socioper can by up to 8 hours per day (refueling after four hours) and drop 50,000 gallons per tank of A

(a) Includes associately water bodies without or regard to associate and on a given the country are not on a significant power or one.

(b) Includes associately water bodies without regard to associate and on a significant power and on a significant power bodies of significant power and a sign

# Bridger Delivers More Complete and Effective Fire Suppression Capabilities



Bridger Offers Differentiated Solutions to Combat the Evolving Challenges of Aerial Firefighting

#### Illustrative Perimeter Solution Provider (1)

Traditional LAT/VLATS
35
150-250
30-50,000
30 minutes - 1 hour
Limited
Indirect Attack (3)

Fleet Type Fleet Size

Drop Altitude

Daily Productivity (2)
(Gallons)

Reload Time Near Real-time Data Use Case Multiple Layers of Aircraft

28 and Scaling

100

~100,000

< 1 minute

FireTrac Data Platform

Direct Attack (4)

BRIDGER C



"Scoopers are considerably less expensive to own and operate than larger helicopters and fixed-wing airtankers. When fires are near water, scoopers can drop more water than airtankers can drop retardant. At least two-thirds of historical fires have been within ten miles of a scooper-accessible body of water."

Rand Corporation, Air Attack Against Wildfires

Source: Bridger management, Viking Air DEM specifications and marketing.

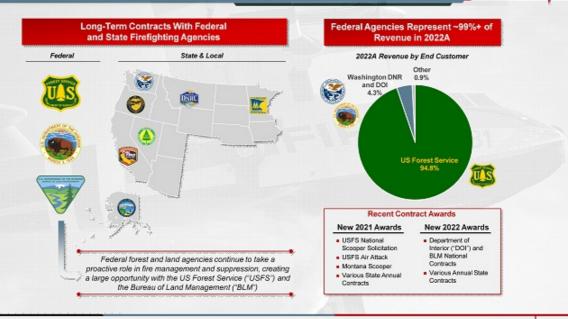
Assumes accopable vater is 5 miles away: a Scooper can By up to 8 hours per day (refueling after four bours) and drop 50,000 gallons per tank of /

4) Direct Attack platforms are water-based and are dropped directly on flames to combat wildfires immediately.

# Extensive US Footprint Serving Mission-Critical Geographies



Over its Lifetime, Bridger Maintains a 100% Renewal Rate on its Core Federal and State Contracts

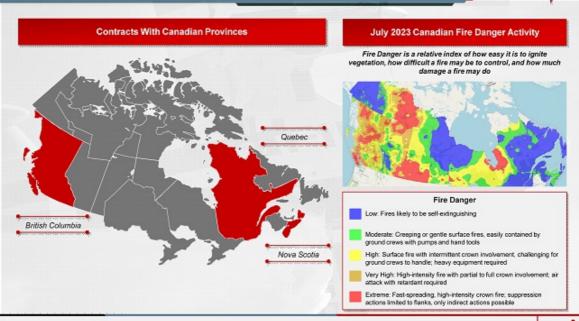


urce: National Interagency Fire Center, Bridger management

# Expanded Offerings into Canada in 2023







Source Metronal Pleasonces Cherota. Diriger management.

# Evaluating Acquisitions to Enhance Growth



Bridger is Actively Evaluating Company as well as Asset Acquisitions to Accelerate Growth

#### Potential Expansion Opportunities

#### Airframe Acquisitions

Evaluating opportunities to acquire multiple aircraft for purchase price(s) between \$5-\$20 million each, which could add significant cash flow to the organization after integration into the Bridger fleet

#### Operating Company Acquisitions

Considering acquisition(s) of various companies operating wildfire assets in Western Europe and North America

#### Organic Geographic Expansion

Continuing discussions with various jurisdictions regarding the deployment of current or future Bridger assets to contribute to the wildfire fighting efforts throughout Europe and North America

#### Geographies

Broadening footprint and customer base

#### Airframes

Expanding operational capacity to meet customer demand



CL-415EAF Super Scooper

Priority Geographies

# -

Dash 8

#### **Priority Geographies**

Western Europe North America



PC-12

Source: National Resources Canada, Bridger managemen

# A Longer Active Fire Season is Extending Operators' Flight Hours



Climate Change has Elongated the Active Northern Hemisphere Fire Season

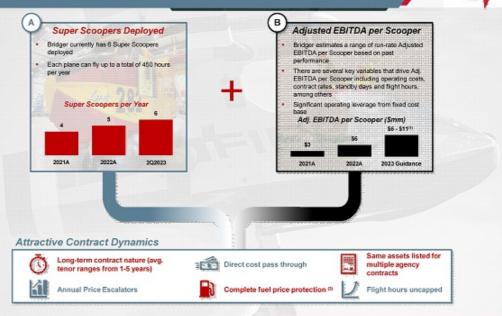


Source Striper transported:

## Favorable Mechanics and Terms for US Contract



Fleet Size Is the Primary Driver of Bridger's Financial Performance Given the Underlying Revenue Visibility Afforded by the Company's Federal and State Contracts



Source: Bridger management. 1) Boidance as provided in GZ'23 earnings release on August 10th, 25:

# Attractive Aircraft Unit Economics Drive Margins with Fleet Expansion



Bridger Has an Attractive ~Four-Year Payback on New Super Scooper Aircraft

Total Addressable Market	2023E (1) ~\$9.3 billion	Aerial Suppression spend represented ~43% Firefighting Market
Average Total Cost of lew Scooper Delivered	\$32 million	One-time investment to purchase new Super Scooper
Annual Adj. EBITDA per Scooper	\$6-11 million	High ROI per Super Scooper
Annual Maintenance and Miscellaneous CapEx per New Domestic Super Scooper	~\$600K	New planes require limited annual Maintenance and Miscellaneous CapEx after initial investment
iridger Aerospace Average Super Scooper Payback Period	~3.8 years (2)	Allows for rapid reinvestment and continued fleet growth
Average Useful Life	30 years	Resilient asset for long-term value

Assumes the average full-year sounds for six (6) CL-415EAPs

(2) Calculation assumes 2000E Assisted ESPTOR per Scoper run-role as a provi for annual payback per each aircraft, payback period is based on the missions of the Adusted ESPTOR per Scope

# Multiple Efficiencies Driving Margin Improvement



40%+
Adj. EBITDA
Margin

2021A

2023E(1)

- Bridger is at an inflection point where margins are expected to continue to increase due to high-capacity utilization, fleet expansion and the benefit of prior cost incurrence
- The Bridger business creates a significant amount of operating leverage

Bridger is Primed to Recognize Margin Optimization as the Fleet Expands



iounce: Bridger management estimates. 1) Guidance as provided in GCTS earnings release on August 10th, 2021

# Financial Overview – Balance Sheet



#### 2Q2023 Commentary

- \$25.7m of cash, restricted cash and marketable securities
- \$207.5m of debt
- \$342.7m of Series A Preferred

(\$ in Millions, FYE 12/31)	FY2021	FY2022	2Q2023
Assets			
Current Assets:			
Cash, Restricted Cash and Marketable Securities	\$17.3	\$97.4	\$25.7
Accounts Receivable	0.0	0.0	11.8
Other Current Assets	4.8	9.4	3.7
Total Current Assets	22.1	106.9	41.2
PP&E	168.7	192.1	202.1
Other Noncurrent Assets	4.4	7.0	10.2
Total Assets	\$195.1	\$306.0	\$253.4
Current Portion of Long-Term Debt, Net of Debt Issuance Costs	2.2	2.5	2.5
Other Current Liabilities	70.9	21.8	14.4
Total Current Liabilities	73.1	24.3	16.9
Long-term Debt, Net of Debt Issuance Costs	58.1	205.5	205.1
Other Noncurrent Liabilities	2.1	0.8	8.3
Total Liabilities	133.3	230.6	230.2
	146.7	0.0	342.7
Series A Preferred			
	0.0	489.0	0.0
Series A Preferred Series C Preferred Members' Deficit	0.0 (84.8)	489.0 (413.6)	0.0 (319.6)