



US & European
Industrials Conference

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Forward-Looking Statement



This presentation contains forward-looking statements that are subject to risks and uncertainties. These statements often include words such as "believe," "expect," "anticipate," "intend," "plan," "estimate," or similar expressions. In particular, this presentation may contain forward-looking statements about Company expectations for future periods with respect to the Company's long-term strategy, the Company's financial position or other financial information. These statements are based on certain assumptions that the Company has made in light of its experience in the industry as well as its perspective on historical trends, current conditions, expected future developments and other factors it believes are appropriate under the circumstances. Actual results may differ materially from the anticipated results because of certain risks and uncertainties, including but not limited to: (i) general economic or business conditions affecting the markets in which the Company serves; (ii) the Company's ability to develop or successfully introduce new products; (iii) risks associated with conducting business in foreign countries and currencies; (iv) increased competition in the heavy-duty truck market; (v) our failure to complete or successfully integrate strategic acquisitions; (vi) the impact of changes in governmental regulations on the Company's customers or on its business; (vii) the loss of business from a major customer or the discontinuation of particular commercial vehicle platforms; (viii) the Company's ability to obtain future financing due to changes in the lending markets or its financial position; (ix) the Company's ability to comply with the financial covenants in its revolving credit facility; and (x) various other risks as outlined under the heading "Risk Factors" in the Company's Annual Report on Form 10-K for fiscal year ending December 31, 2012. There can be no assurance that statements made in this presentation relating to future events will be achieved. The Company undertakes no obligation to update or revise forward-looking statements to reflect changed assumptions, the occurrence of unanticipated events or changes to future operating results over time. All subsequent written and oral forward-looking statements attributable to the Company or persons acting on behalf of the Company are expressly qualified in their entirety by such cautionary statements.





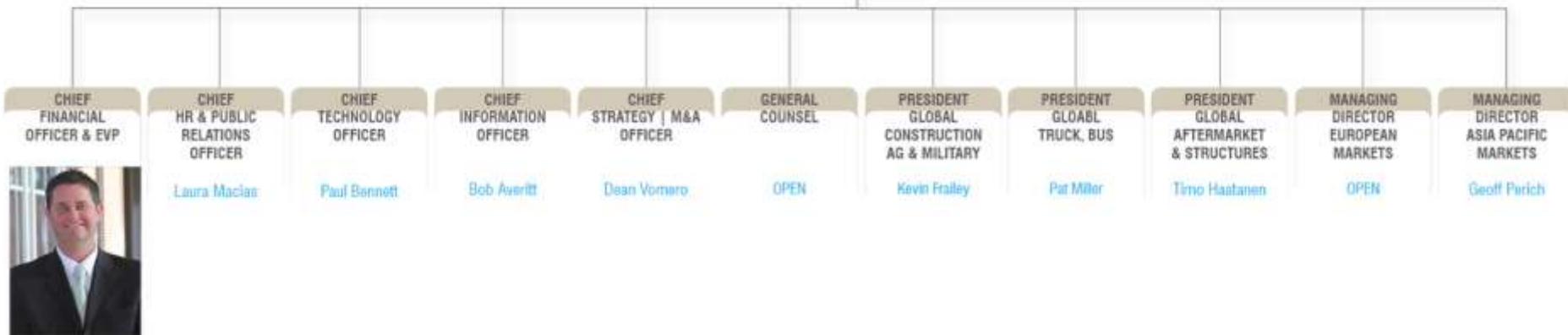
About CVG

Organizational Chart & Presenters

PRESIDENT & CEO



Richard P. "Rich" Lavin



Chad M. Utrup

CHIEF
FINANCIAL
OFFICER & EVP

CHIEF
HR & PUBLIC
RELATIONS
OFFICER

Laura Macias

CHIEF
TECHNOLOGY
OFFICER

Paul Bennett

CHIEF
INFORMATION
OFFICER

Bob Averitt

CHIEF
STRATEGY | M&A
OFFICER

Dean Romero

GENERAL
COUNSEL

OPEN

PRESIDENT
GLOBAL
CONSTRUCTION
AG & MILITARY

Kevin Frailey

PRESIDENT
GLOBAL
TRUCK, BUS

Pat Miller

PRESIDENT
GLOBAL
AFTERMARKET
& STRUCTURES

Timo Haatanen

MANAGING
DIRECTOR
EUROPEAN
MARKETS

OPEN

MANAGING
DIRECTOR
ASIA PACIFIC
MARKETS

Geoff Parich



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About CVG

We create **Value** for our customers and shareholders

We are **Global**

Our M&A practices are **Opportunistic**

We are focused on **Execution**

Our culture is **Values Based**



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About CVG

- **CVG – A leading supplier of fully-integrated system solutions for the global commercial vehicle market**



Percentages shown based on 2012 Revenues



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About CVG

DOMESTIC

Alabama
Arizona
Georgia
Illinois
Indiana
Iowa
Michigan
North Carolina
Ohio
Oregon
Tennessee
Virginia

INTERNATIONAL

Australia
China
Czech Republic
India
Mexico
Ukraine
United Kingdom



Global Footprint





About CVG

Strategic Initiatives

Diversify: Products | Customers | Geography | Markets

Product Development and Marketing

Opportunistic M&A

Organic Growth

Value Creation

World Class Talent

Operational Excellence

Build on Current NA Truck Position



Outcomes

- Industry Leadership
- Increase Shareholder Value



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About CVG

Customer Focus

- **New organizational structure focused on global end markets:**
 - Truck and Bus – Patrick Miller
 - Construction, Agricultural and Military – Kevin Frailey
 - After Market – Timo Haatanen
- **Each President has global responsibility and accountability from product design through sales**
- **Each customer has single CVG path for all products**

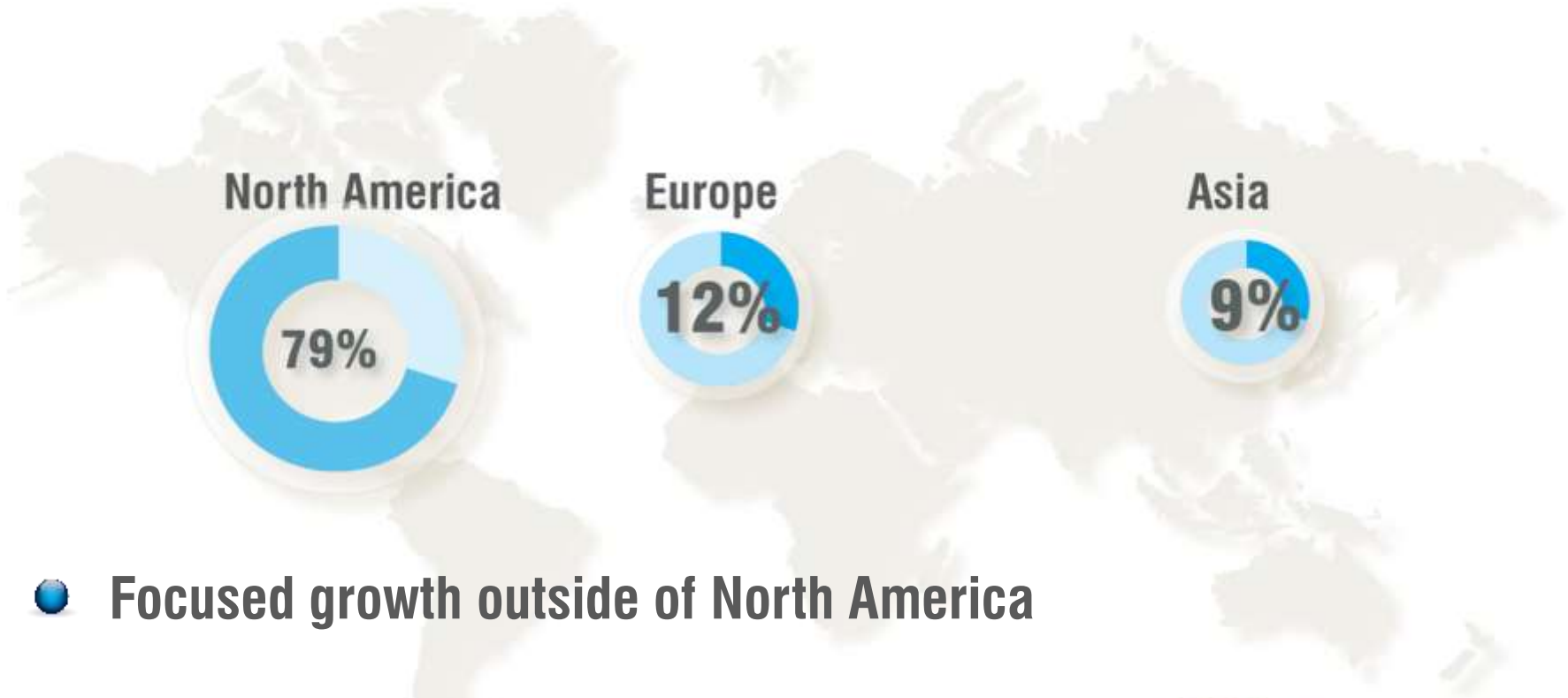


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About CVG

Geographic Diversification



● Focused growth outside of North America

Percentages shown based on 2012 Revenues



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About CVG

End Market Diversification

● Drive balance through aggressive development of all markets



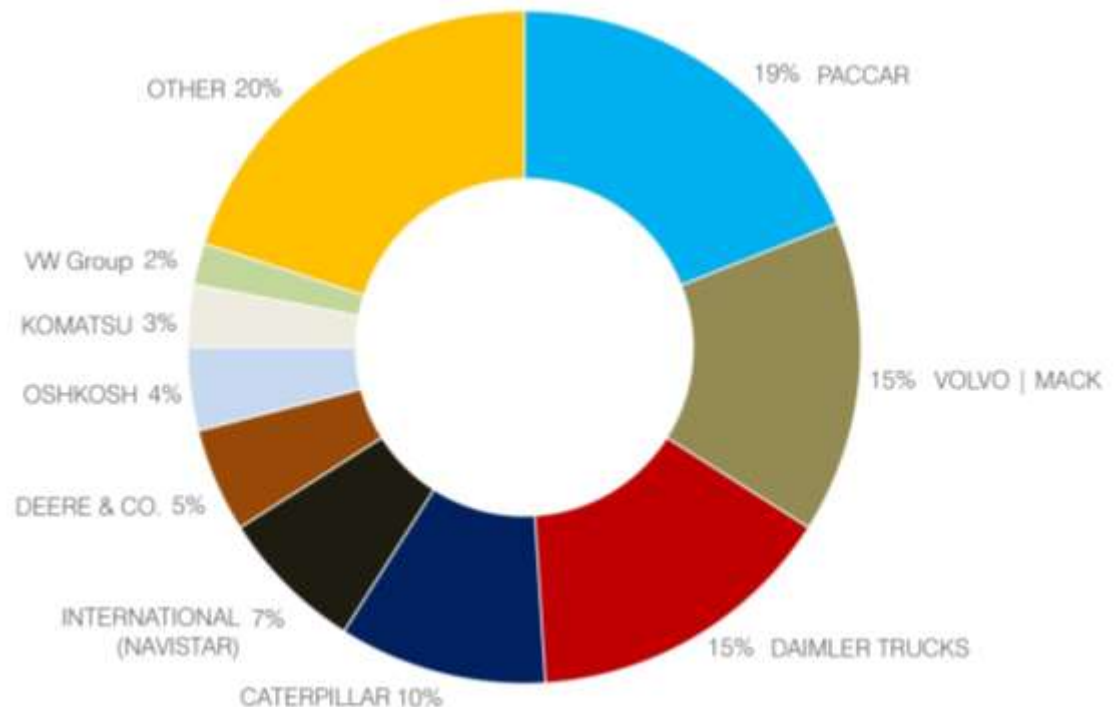
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Percentages shown based on 2012 Revenues

About CVG

Customer Diversification

- **Goal — Balance our customer base across a variety of markets, products and geographic regions**



Percentages shown based on 2012 Revenues

About CVG

Technology Leader - Electrical

Hybrid Power System Cables

- Heavy-gage cable crimp and sealing methods to eliminate high resistance/high heat in the crimp.
- For use in various Hybrid and Electric Drive construction equipment applications.



Low-Cost Mold Technology: Molded Wire Harness

- Current wire harness over-mold tool development process is expensive and time consuming. CVG methodology reduces time and cost substantially.
- The demand of over-mold wire harness is increasing due to benefits of environmental protection, ease of assembly, warranty reduction.





About CVG

Technology Leader – Seats

Vocational (Good)
Entry Level Highway

The Ensign
95 Base
Proven Durability
Market Leader



Highway (Better)
Option

The Commodore
HP Base
Best-In-Class Ride
Proven Durability



Highway (Best)
High Option Content

The Admiral
HP Base
Best-In-Class Ride
High Feature Content
Proven Durability





Financial Overview

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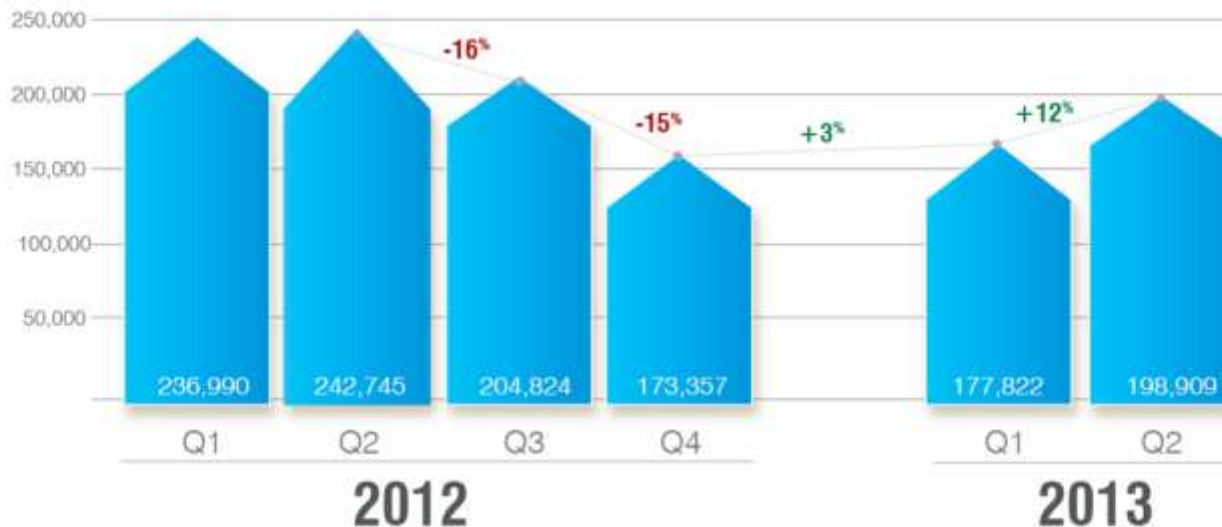




Financial Overview

Revenue Trend

Net Sales (\$ thousands)



- Revenue Trends have been mostly negative since early/mid 2012
- Q2 2013 Uptick – modest recovery in Truck/Construction



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Financial Overview

Why Downward Trend?

Global Truck and Construction Sales (\$ thousands)



- **Truck & Construction End Market Build Level Declines**
- **OEM Truck Sales down 24% from One Year Ago**
- **Construction Sales down 31% from One Year Ago**

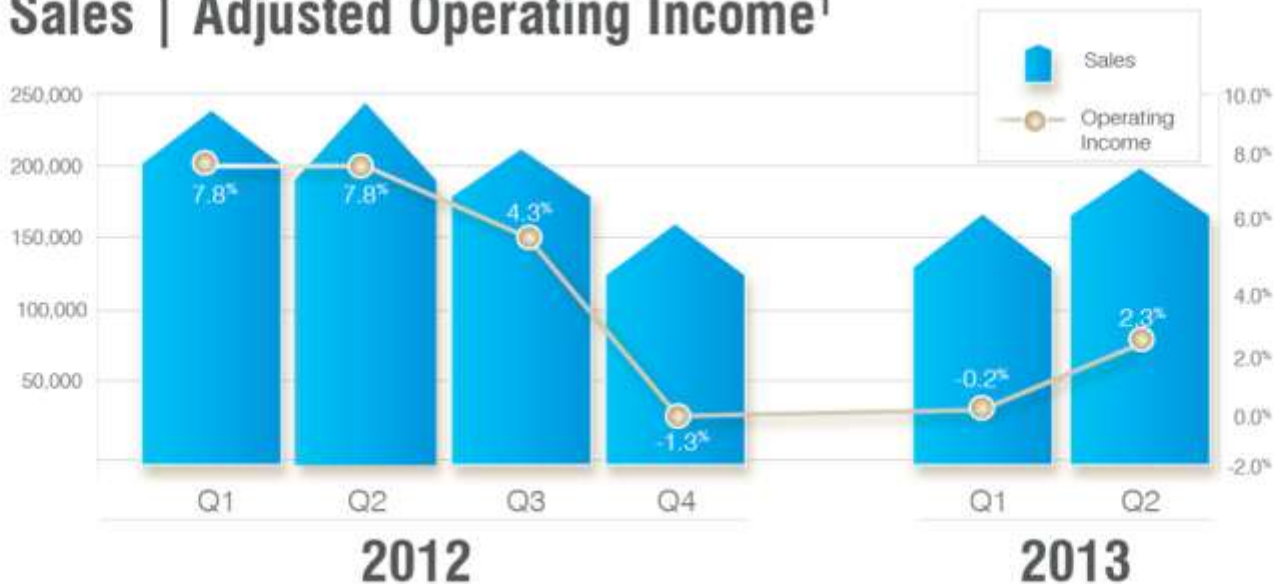


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Financial Overview

Profit Performance Improving Sales | Adjusted Operating Income¹



- Upward Trend in Recent Quarters
- Positive Momentum
- Still short of our target 01% levels

¹Adjusted Operating Income excludes: Long-lived asset impairment, goodwill and intangible asset impairment, restructuring charges, gain on sale of long-lived asset, executive leadership change



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Financial Overview

Longer Term CVG Foundation Strong Sales | Adjusted Operating Income*



Peak Historical Margin Era

Build off of our 13 quarters of improvement

*Adjusted Operating Income excludes: Long-lived asset impairment, goodwill and intangible asset impairment, restructuring charges, gain on sale of long-lived asset, executive leadership change



Financial Overview

Capital Structure Overview

● Cash

- \$64.9 Million (6/30/13)

● Senior Notes

- \$250 Million
- 7.875%
- Due 2019

● Revolver (ABL)

- \$37.2 Million (6/30/13) borrowing availability

● Not expected to Trigger Maintenance Covenants in 2013

- With >\$100M in Liquidity – Our Capital Structure is Strong

Financial Overview

In Summary

- **Top line has trended with markets – OEM dependent**
 - New business (nearly \$75M of new awards annualized since 2010)
 - Focus: AM & OES
- **Margin trend to industry leadership**
 - Focus: Build off of recent trends towards peak levels
- **Maintain strong capital structure**
 - Over \$100M in liquidity with no maintenance covenants
- **Target: Industry Leadership**
 - Operating margin %
 - RONA/ROIC
 - Leverage ratio
 - Total shareholder returns



Questions?

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Appendix

Non-GAAP

(In Millions)	Fiscal Quarter Ending																			
	3/31/06	6/30/06	9/30/06	12/31/06	3/31/07	6/30/07	9/30/07	12/31/07	3/31/08	6/30/08	9/30/08	12/31/08	3/31/09	6/30/09	9/30/09	12/31/09	3/31/10	6/30/10	9/30/10	12/31/10
Operating Income	\$ 25.5	\$ 26.8	\$ 27.4	\$ 17.8	\$ 10.6	\$ 0.8	\$ 2.8	\$ 4.7	\$ 11.5	\$ 6.3	\$ 0.5	\$ (209.7)	\$ (18.4)	\$ (22.2)	\$ (7.8)	\$ (41.2)	\$ 3.6	\$ 2.6	\$ 5.1	\$ 5.4
Long-lived asset impairment	-	-	-	-	-	-	-	-	-	-	-	-	-	3.4	-	13.8	-	-	-	-
Goodwill and intangible asset impairment	-	-	-	-	-	-	-	-	-	-	-	207.5	-	7.0	-	23.1	-	-	-	-
Restructuring charges	-	-	-	-	-	1.0	0.2	0.2	-	-	-	-	1.7	0.2	-	1.7	-	1.4	0.2	0.2
Gain on sale of long-lived asset	-	-	-	-	-	-	-	-	(6.1)	-	-	-	-	-	-	-	-	-	-	-
Executive Leadership Change	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
*Adjusted Operating Income	\$ 25.5	\$ 26.8	\$ 27.4	\$ 17.8	\$ 10.6	\$ 1.8	\$ 3.0	\$ 4.9	\$ 5.4	\$ 6.3	\$ 0.5	\$ (2.2)	\$ (16.7)	\$ (11.6)	\$ (7.8)	\$ (2.6)	\$ 3.6	\$ 4.0	\$ 5.3	\$ 5.5

3/31/11	6/30/11	9/30/11	12/31/11	3/31/12	6/30/12	9/30/12	12/31/12	3/31/13	6/30/13
\$ 8.1	\$ 11.3	\$ 13.5	\$ 16.1	\$ 18.5	\$ 19.0	\$ 8.9	\$ (2.3)	\$ (0.3)	\$ 2.1
-	-	-	-	-	-	-	-	-	-
0.3	0.2	-	0.1	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	2.5
\$ 8.4	\$ 11.6	\$ 13.5	\$ 16.2	\$ 18.5	\$ 19.0	\$ 8.9	\$ (2.3)	\$ (0.3)	\$ 4.6

Source: Company filings

*Adjusted Operating Income excludes: Long-lived asset impairment, goodwill and intangible asset impairment, restructuring charges, gain on sale of long-lived asset, executive leadership change



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