

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Form 10-Q

Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended September 30, 2025

OR

Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period from _____ to _____

Commission File Number 001-08524

Myers Industries, Inc.

(Exact name of registrant as specified in its charter)

Ohio
(State or other jurisdiction of
incorporation or organization)

1293 South Main Street
Akron, Ohio
(Address of principal executive offices)

34-0778636
(IRS Employer Identification
Number)

44301
(Zip code)

(330) 253-5592

(Registrant's telephone number, including area code)

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

Title of Each Class	Trading Symbol	Name of Exchange on Which Registered
Common Stock, without par value	MYE	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input checked="" type="checkbox"/>
Non-Accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
		Emerging growth company	<input type="checkbox"/>

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.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No .

The number of shares outstanding of the issuer's common stock, without par value, as of October 24, 2025 was 37,407,915 shares.

TABLE OF CONTENTS

<u>Part I — Financial Information</u>	1
<u>Item 1. Financial Statements</u>	1
<u>Condensed Consolidated Statements of Operations (Unaudited)</u>	1
<u>Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited)</u>	2
<u>Condensed Consolidated Statements of Financial Position (Unaudited)</u>	3
<u>Condensed Consolidated Statements of Shareholders' Equity (Unaudited)</u>	4
<u>Condensed Consolidated Statements of Cash Flows (Unaudited)</u>	6
<u>Notes to Unaudited Condensed Consolidated Financial Statements</u>	7
<u>Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	25
<u>Item 3. Quantitative and Qualitative Disclosures About Market Risk</u>	31
<u>Item 4. Controls and Procedures</u>	32
<u>Part II — Other Information</u>	32
<u>Item 1. Legal Proceedings</u>	32
<u>Item 2. Unregistered Sales of Equity Securities and Use of Proceeds</u>	32
<u>Item 5. Other Information</u>	33
<u>Item 6. Exhibits</u>	34
<u>Signature</u>	35
Exhibit 31.1	
Exhibit 31.2	
Exhibit 32.1	
Exhibit 101	

Part I — Financial Information

Item 1. Financial Statements

MYERS INDUSTRIES, INC. AND SUBSIDIARIES
Condensed Consolidated Statements of Operations (Unaudited)

(Dollars in thousands, except per share data)

	For the Quarter Ended September 30,		For the Nine Months Ended September 30,	
	2025	2024	2025	2024
Net sales	\$ 205,435	\$ 205,067	\$ 621,768	\$ 632,405
Cost of sales	136,865	139,937	413,458	427,489
Gross profit	68,570	65,130	208,310	204,916
Selling, general and administrative expenses	44,426	38,486	132,551	129,747
Depreciation and amortization	4,318	4,868	13,225	13,615
Freight out	2,512	4,332	8,117	9,442
(Gain) loss on disposal of fixed assets	(375)	192	99	253
Impairment charges	—	22,016	—	22,016
Operating income (loss)	17,689	(4,764)	54,318	29,843
Interest expense, net	7,497	8,091	22,247	23,176
Income (loss) before income taxes	10,192	(12,855)	32,071	6,667
Income tax expense (benefit)	3,104	(1,977)	8,473	3,763
Net income (loss)	\$ 7,088	\$ (10,878)	\$ 23,598	\$ 2,904
Net income (loss) per common share:				
Basic	\$ 0.19	\$ (0.29)	\$ 0.63	\$ 0.08
Diluted	\$ 0.19	\$ (0.29)	\$ 0.63	\$ 0.08

See notes to unaudited condensed consolidated financial statements.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES
Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited)

(Dollars in thousands)

	For the Quarter Ended September 30,		For the Nine Months Ended September 30,	
	2025	2024	2025	2024
Net income (loss)	\$ 7,088	\$ (10,878)	\$ 23,598	\$ 2,904
Other comprehensive income (loss):				
Foreign currency translation adjustment	(772)	558	1,135	(633)
Unrealized gain (loss) on interest rate swap contracts ⁽¹⁾	2	(3,623)	(2,339)	(5,599)
Realized (gain) loss on interest rate swap contracts reclassified to interest expense	84	(403)	256	(545)
Realized (gain) loss on pension liability reclassified to earnings ⁽²⁾	—	—	1,101	—
Total other comprehensive income (loss)	<u>(686)</u>	<u>(3,468)</u>	<u>153</u>	<u>(6,777)</u>
Comprehensive income	<u>\$ 6,402</u>	<u>\$ (14,346)</u>	<u>\$ 23,751</u>	<u>\$ (3,873)</u>

⁽¹⁾ Amounts shown net of tax expense (benefit) of \$30 and \$(732) for the quarter and nine months ended September 30, 2025, respectively and \$(1,453) and \$(2,159) for the quarter and nine months ended September 30, 2024, respectively.

⁽²⁾ Amounts reclassified to *Selling, general and administrative expenses* net of tax expense (benefit) of \$(399) for the nine months ended September 30, 2025.

See notes to unaudited condensed consolidated financial statements.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES
Condensed Consolidated Statements of Financial Position (Unaudited)
(Dollars in thousands)

	September 30, 2025	December 31, 2024
Assets		
Current Assets		
Cash	\$ 47,965	\$ 32,222
Trade accounts receivable, less allowances of \$4,977 and \$5,234, respectively	123,271	109,372
Other accounts receivable, net	6,138	12,654
Inventories, net	99,633	97,001
Prepaid expenses and other current assets	9,787	8,058
Total Current Assets	286,794	259,307
Property, plant, and equipment, net	131,484	137,564
Right of use asset - operating leases	26,429	30,561
Goodwill	255,858	255,532
Intangible assets, net	155,019	166,321
Deferred income taxes	205	205
Other	8,282	11,325
Total Assets	\$ 864,071	\$ 860,815
Liabilities and Shareholders' Equity		
Current Liabilities		
Accounts payable	\$ 81,569	\$ 71,049
Accrued employee compensation	21,389	14,731
Income taxes payable	1,783	4,623
Accrued taxes payable, other than income taxes	2,952	2,781
Accrued interest	296	267
Other current liabilities	26,892	26,794
Operating lease liability - short-term	6,699	6,597
Finance lease liability - short-term	639	621
Long-term debt - current portion	29,528	19,649
Total Current Liabilities	171,747	147,112
Long-term debt	331,698	355,310
Operating lease liability - long-term	19,701	23,700
Finance lease liability - long-term	7,512	7,994
Other liabilities	15,048	15,303
Deferred income taxes	31,742	33,884
Total Liabilities	577,448	583,303
Shareholders' Equity		
Serial Preferred Shares (authorized 1,000,000 shares; none issued and outstanding)	—	—
Common Shares, without par value (authorized 60,000,000 shares; outstanding 37,386,928 and 37,262,566; net of treasury shares of 5,165,529 and 5,289,891, respectively)	23,043	22,923
Additional paid-in capital	325,659	325,163
Accumulated other comprehensive loss	(21,957)	(22,110)
Retained deficit	(40,122)	(48,464)
Total Shareholders' Equity	286,623	277,512
Total Liabilities and Shareholders' Equity	\$ 864,071	\$ 860,815

See notes to unaudited condensed consolidated financial statements.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES
Condensed Consolidated Statements of Shareholders' Equity (Unaudited)

(Dollars in thousands, except per share data)

	Quarter Ended September 30, 2025				
	Common Shares	Additional Paid-In Capital	Accumulated Other Comprehensive Income (Loss)	Retained Deficit	Total Shareholders' Equity
Balance at July 1, 2025	\$ 23,038	\$ 324,971	\$ (21,271)	\$ (42,098)	\$ 284,640
Net income (loss)	—	—	—	7,088	7,088
Foreign currency translation adjustment	—	—	(772)	—	(772)
Interest rate swap, net of tax of \$30	—	—	86	—	86
Shares issued under incentive plans, net of shares withheld for tax	24	225	—	—	249
Repurchase of common stock	(19)	(487)	—	—	(506)
Stock compensation expense	—	950	—	—	950
Declared dividends - \$0.135 per share	—	—	—	(5,112)	(5,112)
Balance at September 30, 2025	\$ 23,043	\$ 325,659	\$ (21,957)	\$ (40,122)	\$ 286,623

	Quarter Ended September 30, 2024				
	Common Shares	Additional Paid-In Capital	Accumulated Other Comprehensive Income (Loss)	Retained Deficit	Total Shareholders' Equity
Balance at July 1, 2024	\$ 22,879	\$ 323,586	\$ (20,124)	\$ (31,789)	\$ 294,552
Net income (loss)	—	—	—	(10,878)	(10,878)
Foreign currency translation adjustment	—	—	558	—	558
Interest rate swap, net of tax of (\$1,453)	—	—	(4,026)	—	(4,026)
Shares issued under incentive plans, net of shares withheld for tax	24	218	—	—	242
Stock compensation expense	—	190	—	—	190
Declared dividends - \$0.135 per share	—	—	—	(4,999)	(4,999)
Balance at September 30, 2024	\$ 22,903	\$ 323,994	\$ (23,592)	\$ (47,666)	\$ 275,639

See notes to unaudited condensed consolidated financial statements.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES
Condensed Consolidated Statements of Shareholders' Equity (Unaudited)

(Dollars in thousands, except per share data)

	Nine Months Ended September 30, 2025				
	Common Shares	Additional Paid-In Capital	Accumulated Other Comprehensive Income (Loss)	Retained Deficit	Total Shareholders' Equity
Balance at January 1, 2025	\$ 22,923	\$ 325,163	\$ (22,110)	\$ (48,464)	\$ 277,512
Net income (loss)	—	—	—	23,598	23,598
Foreign currency translation adjustment	—	—	1,135	—	1,135
Interest rate swap, net of tax of (\$732)	—	—	(2,083)	—	(2,083)
Shares issued under incentive plans, net of shares withheld for tax	210	(273)	—	—	(63)
Repurchase of common stock	(90)	(1,931)	—	—	(2,021)
Stock compensation expense	—	2,700	—	—	2,700
Declared dividends - \$0.405 per share	—	—	—	(15,256)	(15,256)
Pension liability, net of tax of (\$399)	—	—	1,101	—	1,101
Balance at September 30, 2025	<u>\$ 23,043</u>	<u>\$ 325,659</u>	<u>\$ (21,957)</u>	<u>\$ (40,122)</u>	<u>\$ 286,623</u>
	Nine Months Ended September 30, 2024				
	Common Shares	Additional Paid-In Capital	Accumulated Other Comprehensive Income (Loss)	Retained Deficit	Total Shareholders' Equity
Balance at January 1, 2024	\$ 22,608	\$ 322,526	\$ (16,815)	\$ (35,519)	\$ 292,800
Net income (loss)	—	—	—	2,904	2,904
Foreign currency translation adjustment	—	—	(633)	—	(633)
Interest rate swap, net of tax of (\$2,159)	—	—	(6,144)	—	(6,144)
Shares issued under incentive plans, net of shares withheld for tax	295	731	—	—	1,026
Stock compensation expense	—	737	—	—	737
Declared dividends - \$0.405 per share	—	—	—	(15,051)	(15,051)
Balance at September 30, 2024	<u>\$ 22,903</u>	<u>\$ 323,994</u>	<u>\$ (23,592)</u>	<u>\$ (47,666)</u>	<u>\$ 275,639</u>

See notes to unaudited condensed consolidated financial statements.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES
Condensed Consolidated Statements of Cash Flows (Unaudited)
(Dollars in thousands)

	For the Nine Months Ended September 30,	
	2025	2024
Cash Flows From Operating Activities		
Net income (loss)	\$ 23,598	\$ 2,904
Adjustments to reconcile net income (loss) to net cash provided by (used for) operating activities		
Depreciation and amortization	29,652	28,760
Amortization of deferred financing costs	1,621	1,318
Amortization of acquisition-related inventory step-up	—	4,457
Non-cash stock-based compensation expense	2,700	737
(Gain) loss on disposal of fixed assets	99	253
Impairment charges	—	22,016
Other	(2,831)	550
Cash flows provided by (used for) working capital		
Accounts receivable - trade and other, net	(2,127)	15,646
Inventories	(2,296)	(1,385)
Prepaid expenses and other current assets	(1,723)	(1,668)
Accounts payable and accrued expenses	15,507	(21,644)
Net cash provided by (used for) operating activities	<u>64,200</u>	<u>51,944</u>
Cash Flows From Investing Activities		
Capital expenditures	(15,935)	(17,302)
Acquisition of business, net of cash acquired	—	(348,312)
Proceeds from sale of property, plant and equipment	661	112
Net cash provided by (used for) investing activities	<u>(15,274)</u>	<u>(365,502)</u>
Cash Flows From Financing Activities		
Net borrowings (repayments) on revolving credit facility	—	(15,000)
Proceeds from Term Loan A	—	400,000
Repayments of Term Loan A	(15,000)	(10,000)
Repayments of senior unsecured notes	—	(38,000)
Payments on finance lease	(464)	(442)
Cash dividends paid	(15,439)	(15,392)
Proceeds from issuance of common stock	866	3,053
Shares withheld for employee taxes on equity awards	(929)	(2,027)
Repurchase of common stock	(2,021)	—
Deferred financing fees	—	(9,172)
Net cash provided by (used for) financing activities	<u>(32,987)</u>	<u>313,020</u>
Foreign exchange rate effect on cash	(196)	(42)
Net increase (decrease) in cash	15,743	(580)
Cash at January 1	32,222	30,290
Cash at September 30	<u>\$ 47,965</u>	<u>\$ 29,710</u>

See notes to unaudited condensed consolidated financial statements.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements (Dollars in thousands, except where otherwise indicated)

1. Summary of Significant Accounting Policies

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements include the accounts of Myers Industries, Inc. and all wholly owned subsidiaries (collectively, the “Company”), and have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission (the “SEC”). Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States (“GAAP”) have been condensed or omitted pursuant to those rules and regulations, although the Company believes that the disclosures are adequate to make the information not misleading. These interim financial statements should be read in conjunction with the consolidated financial statements and notes thereto included in the Company’s annual report on Form 10-K for the year ended December 31, 2024.

In the opinion of the Company, the accompanying unaudited condensed consolidated financial statements contain all adjustments (consisting of normal recurring accruals) necessary to present fairly the financial position as of September 30, 2025, and the results of operations and cash flows for the periods presented. The results of operations for the quarter and nine months ended September 30, 2025 are not necessarily indicative of the results of operations that will occur for the year ending December 31, 2025.

In the first quarter of 2025, the Company updated its presentation of *Depreciation and amortization* expenses and third-party *Freight out* costs previously included in *Selling, general and administrative expenses*. Prior year amounts have been updated to conform to the current presentation as shown in the Condensed Consolidated Statements of Operations (Unaudited).

Accounting Standards Not Yet Adopted

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures*. This ASU is intended to enhance the transparency and decision usefulness of income tax disclosures to provide information to better assess how an entity's operations and related tax risks and tax planning and operational opportunities affect its tax rate and prospects for future cash flows. For the Company, this ASU is effective for annual periods beginning after December 15, 2024. Early adoption is permitted. The amendments within this ASU should be applied prospectively although retrospective application is also permitted. The Company is currently evaluating the impact the adoption of this standard will have on its consolidated financial statements.

In November 2024, the FASB issued ASU 2024-03, *Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses*. This ASU is intended to improve the disclosures about an entity's expenses and requires disaggregation of certain expense captions into specified categories to provide more detailed information about the types of expenses commonly presented. For the Company, this ASU is effective for annual periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. Early adoption is permitted. The amendments within this ASU should be applied prospectively to financial statements issued for reporting periods after the effective date of this update or retrospectively to any or all prior periods presented in the financial statements. The Company is currently evaluating the impact the adoption of this standard will have on its consolidated financial statements.

Fair Value Measurement

The Company follows guidance included in ASC 820, *Fair Value Measurements and Disclosures*, for its financial assets and liabilities, as required. Under ASC 820, the hierarchy that prioritizes the inputs to valuation techniques used to measure fair value is divided into three levels:

- Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2: Unadjusted quoted prices in active markets for similar assets or liabilities, unadjusted quoted prices for identical or similar assets or liabilities in markets that are not active or inputs that are observable either directly or indirectly.
- Level 3: Unobservable inputs for which there is little or no market data or which reflect the entity’s own assumptions.

The Company has financial instruments, including cash, accounts receivable, accounts payable and accrued expenses. The fair value of these financial instruments approximates carrying value due to the nature and relative short maturity of these assets and liabilities.

The fair value of the Company’s revolving credit facility, as defined in Note 11, approximates carrying value due to the floating rates and the relative short maturity (less than 90 days) of any revolving borrowings under this agreement. The carrying value of the unhedged

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued) (Dollars in thousands, except where otherwise indicated)

portion of the Company's term loan, as defined in Note 11, approximates fair value given that the underlying interest rate applied to such amounts outstanding is currently based upon floating market rates and the Company has the ability to repay the outstanding principal at par value at any time under the terms of this agreement.

The Company has also entered into an interest rate swap contract to reduce its exposure to fluctuations in variable interest rates for future interest payments, as defined in Note 11. The Company uses significant other observable market data or assumptions (Level 2 inputs) in determining the fair value of its interest rate swap that market participants would use in pricing similar assets or liabilities, including assumptions about counterparty risk. The fair value estimates reflect an income approach based on the terms of the interest rate swap contract and inputs corroborated by observable market data including interest rate curves. Refer to the derivative instruments section below for further information regarding the fair value measurements for the interest rate swap.

The purchase price allocation associated with the February 8, 2024 acquisition of Signature CR Intermediate Holdco, Inc. ("Signature" or "Signature Systems"), as described in Note 3, required fair value measurements using unobservable inputs which are considered Level 3 inputs. The fair value of the acquired intangible assets was determined using an income approach.

The Company performs its goodwill impairment test annually as of October 1 and in the interim only when impairment indicators are present. During the quarter ended September 30, 2024 the Company identified indicators of impairment at its rotational molding reporting unit triggering an interim quantitative assessment of goodwill at the rotational molding reporting unit. A quantitative assessment requires the Company to estimate the fair value of the reporting unit (Level 3 measurement), which the Company does using a combination of a discounted cash flow analysis and market-based approach. Estimating fair value requires the exercise of significant judgment, including judgment about appropriate discount rates, long term growth rates and the amount and timing of expected future cash flows. The cash flows employed in the discounted cash flow analyses are based on the most recent budget and long-term forecast. The discount rates used in the discounted cash flow analyses are intended to reflect the risks inherent in the future cash flows of the respective reporting units. The market-based approach estimates fair value using market multiples of various financial measures compared to a set of comparable public companies and recent comparable transactions. The fair value of the reporting unit is then compared to the carrying value, and any excess carrying value of the reporting unit above the fair value would indicate impairment.

Derivative Instruments

On May 2, 2024, the Company entered into an interest rate swap agreement to limit its exposure to changes in interest rates on a portion of its floating rate indebtedness. The interest rate swap agreement is designated as a cash flow hedge that qualifies for hedge accounting. The swap has a beginning notional value of \$200.0 million, which reduces proportionately with scheduled Term Loan A amortization payments, and has a final maturity date of January 31, 2029. The interest rate swap effectively results in a fixed rate of 4.606% plus the applicable margin for the hedged debt, as described in Note 11. The reset dates and all other critical terms on the term loans perfectly match with the interest rate swap and accordingly there were no amounts excluded from the measurement of hedge effectiveness.

At September 30, 2025, the remaining notional value of the Company's interest rate swap totaled \$185.0 million and the net fair value of the Company's interest rate swap contract was estimated to be an unrealized loss of \$6.1 million, which is included in the Condensed Consolidated Statements of Financial Position (Unaudited) within *Other current liabilities* and *Other liabilities* (long-term) at \$1.6 million and \$4.4 million, respectively. Fair value adjustments are recorded as a component of Accumulated Other Comprehensive Income (Loss) ('AOCI') in the Condensed Consolidated Statements of Financial Position (Unaudited) and balances in AOCI are reclassified into earnings when transactions related to the underlying risk are settled. The pre-tax balance of interest rate swap gain (loss) in AOCI for the quarter and nine months ended September 30, 2025 was \$0.1 million and \$(2.8) million, respectively and \$(5.5) million and \$(8.3) million for the quarter and nine months ended September 30, 2024, respectively. As of September 30, 2025, \$1.6 million of net interest rate swap losses recorded in AOCI are expected to be reclassified into earnings within the next twelve months; however, the actual amount that will be reclassified will vary based on changes in interest rates.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

Accumulated Other Comprehensive Income (Loss)

Changes in accumulated other comprehensive income (loss) are as follows:

	<u>Foreign Currency</u>	<u>Interest Rate Swap</u>	<u>Defined Benefit Pension Plans</u>	<u>Total</u>
Balance at July 1, 2025	\$ (16,702)	\$ (4,569)	\$ —	\$ (21,271)
Other comprehensive income (loss) before reclassifications	(772)	2	—	(770)
Reclassification to (earnings) loss	—	84	—	84
Net current-period other comprehensive income (loss)	(772)	86	—	(686)
Balance at September 30, 2025	<u>\$ (17,474)</u>	<u>\$ (4,483)</u>	<u>\$ —</u>	<u>\$ (21,957)</u>

⁽¹⁾ Other comprehensive income (loss) before reclassifications, net of tax expense (benefit) of \$0.0 million for the quarter ended September 30, 2025.

	<u>Foreign Currency</u>	<u>Interest Rate Swap</u>	<u>Defined Benefit Pension Plans</u>	<u>Total</u>
Balance at July 1, 2024	\$ (16,742)	\$ (2,118)	\$ (1,264)	\$ (20,124)
Other comprehensive income (loss) before reclassifications	558	(3,623)	—	(3,065)
Reclassification to (earnings) loss	—	(403)	—	(403)
Net current-period other comprehensive income (loss)	558	(4,026)	—	(3,468)
Balance at September 30, 2024	<u>\$ (16,184)</u>	<u>\$ (6,144)</u>	<u>\$ (1,264)</u>	<u>\$ (23,592)</u>

⁽²⁾ Other comprehensive income (loss) before reclassifications, net of tax expense (benefit) of \$(1.5) million for the quarter ended September 30, 2024.

	<u>Foreign Currency</u>	<u>Interest Rate Swap</u>	<u>Defined Benefit Pension Plans ⁽⁴⁾</u>	<u>Total</u>
Balance at January 1, 2025	\$ (18,609)	\$ (2,400)	\$ (1,101)	\$ (22,110)
Other comprehensive income (loss) before reclassifications	1,135	(2,339)	—	(1,204)
Reclassification to (earnings) loss	—	256	1,101	1,357
Net current-period other comprehensive income (loss)	1,135	(2,083)	1,101	153
Balance at September 30, 2025	<u>\$ (17,474)</u>	<u>\$ (4,483)</u>	<u>\$ —</u>	<u>\$ (21,957)</u>

⁽³⁾ Other comprehensive income (loss) before reclassifications, net of tax expense (benefit) of \$(0.7) million for the nine months ended September 30, 2025.

⁽⁴⁾ Other comprehensive income (loss) before reclassifications, net of tax expense (benefit) of \$(0.4) million for the nine months ended September 30, 2025.

	<u>Foreign Currency</u>	<u>Interest Rate Swap</u>	<u>Defined Benefit Pension Plans</u>	<u>Total</u>
Balance at January 1, 2024	\$ (15,551)	\$ —	\$ (1,264)	\$ (16,815)
Other comprehensive income (loss) before reclassifications	(633)	(5,599)	—	(6,232)
Reclassification to (earnings) loss	—	(545)	—	(545)
Net current-period other comprehensive income (loss)	(633)	(6,144)	—	(6,777)
Balance at September 30, 2024	<u>\$ (16,184)</u>	<u>\$ (6,144)</u>	<u>\$ (1,264)</u>	<u>\$ (23,592)</u>

⁽⁵⁾ Other comprehensive income (loss) before reclassifications, net of tax expense (benefit) of \$(2.2) million for the nine months ended September 30, 2024.

Defined Benefit Plans

On April 22, 2025, the Company entered into an agreement with United of Omaha Life Insurance Company (the “Insurer”), under which the Company purchased an irrevocable nonparticipating single premium group annuity contract from the insurer and transferred to the insurer the future benefit obligations and annuity administration for remaining retirees and beneficiaries under the Company’s defined benefit pension plan (the ‘Plan’) with remaining obligations that approximated \$4.1 million, at the time of transfer. Under the group annuity contract, the Insurer has made an unconditional and irrevocable commitment to pay the pension benefits of each participant that are due on or after June 1, 2025 and the Company has no remaining obligations under the Plan. The purchase of the group annuity contract was funded primarily by the assets of the plan and as a result of the transaction, the Company recognized a pre-tax pension settlement charge of \$1.6 million in the second quarter of 2025, primarily related to the non-cash acceleration of actuarial losses included within Accumulated Other Comprehensive Income (Loss) in the Condensed Consolidated Statements of Financial Position (Unaudited).

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

Allowance for Credit Losses

Management has established certain requirements that customers must meet before credit is extended. The financial condition of customers is continually monitored and collateral is usually not required. The Company evaluates the collectability of accounts receivable based on a combination of factors. The Company reviews historical trends for credit loss as well as current economic conditions in determining an estimate for its allowance for credit losses. Additionally, in circumstances where the Company is aware of a specific customer's inability to meet its financial obligations, a specific allowance for credit losses is recorded against amounts due to reduce the net recognized receivable to the amount the Company reasonably expects will be collected.

The changes in the allowance for credit losses included within *Trade accounts receivable* for the nine months ended September 30, 2025 and 2024 were as follows:

	2025	2024
Balance at January 1	\$ 4,183	\$ 2,989
Provision for expected credit loss, net of recoveries	442	1,839
Write-offs and other	(657)	(586)
Balance at September 30	\$ 3,968	\$ 4,242

Allowance for credit losses pertaining to the purchased credit deteriorated assets acquired in conjunction with the acquisition of Signature, as described in Note 3, are not included in the table above. These amounts totaled \$3.2 million as of December 31, 2024 and are included net within *Other accounts receivable* and *Other assets – long-term*. As more fully described in Note 3, the purchased credit deteriorated assets were fully repaid during the nine months ended September 30, 2025 and the \$3.2 million allowance for credit loss was reversed and recognized as a reduction to bad debt expense included in *Selling, general and administrative* on the Condensed Consolidated Statements of Operations (Unaudited).

2. Revenue Recognition

Revenue is recognized when obligations under the terms of a contract with customers are satisfied. In both the Distribution and Material Handling segments, this generally occurs with the transfer of control of the products. This transfer of control may occur at either the time of shipment from a Company facility, or at the time of delivery to a designated customer location. Obligations under contracts with customers are typically fulfilled within 90 days of receiving a purchase order from a customer, and generally no other future obligations are required to be performed. The Company generally does not enter into any long-term contracts with customers greater than one year. Based on the nature of the Company's products and customer contracts, no deferred revenue has been recorded, with the exception of cash advances or deposits received from customers prior to transfer of control of the product. These advances are typically fulfilled within the 90-day time frame mentioned above.

Revenue is measured as the amount of consideration the Company expects to receive in exchange for transferring the products. Certain contracts with customers include variable consideration, such as rebates or discounts. The Company recognizes estimates of this variable consideration each period, primarily based on the most likely level of consideration to be paid to the customer under the specific terms of the underlying programs. While the Company's contracts with customers do not generally include explicit rights to return product, the Company will in practice allow returns in the normal course of business and as part of the customer relationship. Expected returns allowances are recognized each period based on an analysis of historical experience, and when physical recovery of the product from returns occurs, an estimated right to return asset is also recorded based on the approximate cost of the product.

Amounts included in the Condensed Consolidated Statements of Financial Position (Unaudited) related to revenue recognition include:

	September 30, 2025	December 31, 2024	Statement of Financial Position Classification
Returns, discounts and other allowances	\$ (1,009)	\$ (1,051)	Trade accounts receivable
Right of return asset	\$ 476	\$ 456	Inventories, net
Customer deposits	\$ (1,457)	\$ (2,565)	Other current liabilities
Accrued rebates	\$ (4,949)	\$ (4,196)	Other current liabilities

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

Sales, value added, and other taxes collected with revenue from customers are excluded from net sales. The cost for shipments to customers is recognized when control over products has transferred to the customer and is classified as *Freight out* expenses for the Company's manufacturing business and as *Cost of sales* for the Company's distribution business. Costs for shipments to customers in *Freight out* expenses were approximately \$2.5 million and \$4.3 million for the quarters ended September 30, 2025 and 2024, respectively, and \$8.1 million and \$9.4 million for the nine months ended September 30, 2025 and 2024, respectively and in *Cost of sales* were approximately \$2.6 million and \$2.8 million for the quarters ended September 30, 2025 and 2024, respectively and \$7.8 million and \$8.4 million for the nine months ended September 30, 2025 and 2024, respectively.

Based on the short-term nature of contracts described above, contract acquisition costs are not significant. These costs, as well as other incidental items that are immaterial in the context of the contract, are recognized as expense as incurred. See Note 14, Segments for additional details on the Company's revenue by major market.

3. Acquisitions

Signature

On February 8, 2024, the Company acquired the stock of Signature Systems, a manufacturer and distributor of composite matting ground protection for industrial applications, stadium turf protection and temporary event flooring, which is included in the Material Handling Segment. The Signature acquisition aligns with the Company's long-term strategic plan to transform the Company into a high-growth, customer-centric innovator of value-added engineered plastic solutions. Cash consideration was \$348.3 million, net of \$4.3 million of cash acquired. Total cash consideration also includes the working capital settlement, which was finalized in June 2024. The Company funded the acquisition of Signature through an amendment and restatement of Myers' existing loan agreement, as described in Note 11.

The purchase accounting has been finalized and the final allocation of consideration for the Signature acquisition is as follows:

	Initial Allocation of Consideration	Measurement Period Adjustments ⁽¹⁾	Final Allocation
Assets acquired:			
Accounts receivable	\$ 18,902	\$ (48)	\$ 18,854
Inventories	17,612	(239)	17,373
Prepaid expenses	719	(25)	694
Other assets - long-term	4,761	437	5,198
Property, plant and equipment	28,281	(18)	28,263
Right of use asset - operating leases	3,946	—	3,946
Intangible assets	127,000	9,700	136,700
Goodwill	215,105	(32,007)	183,098
Assets acquired	\$ 416,326	\$ (22,200)	\$ 394,126
Liabilities assumed:			
Accounts payable	\$ 4,542	\$ 362	\$ 4,904
Accrued expenses	5,646	266	5,912
Operating lease liability - short-term	525	—	525
Operating lease liability - long-term	2,400	—	2,400
Deferred income taxes	55,054	(22,981)	32,073
Total liabilities assumed	68,167	(22,353)	45,814
Net acquisition cost	<u>\$ 348,159</u>	<u>\$ 153</u>	<u>\$ 348,312</u>

⁽¹⁾ The Company's preliminary purchase price allocation changed due to additional information and further analysis.

Included in *Accounts receivable* and *Other assets* (long-term) of the table above are long term notes receivable with face value of \$11.4 million and estimated fair value of \$7.0 million based on a risk-adjusted income approach, of which \$1.9 million was classified as current as of the date of acquisition. The long term notes receivable acquired were considered purchased credit deteriorated assets. At the acquisition date, the Company established a \$3.2 million allowance for credit loss, which has been added to the fair value of the loan to determine its amortized cost basis. The \$1.2 million difference between the amortized cost basis and unpaid principal

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

represents a noncredit discount that will be amortized into interest income over the remaining lives of the long term notes receivable through their maturities in August 2026.

In May 2025, subsequent to the acquisition date and final allocation of consideration for the Signature acquisition, the customer prepaid the remaining balance of the outstanding long term notes receivable for \$8.3 million. The \$3.2 million allowance for credit loss was reversed and recognized as a reduction to bad debt expense included in *Selling, general and administrative* and the remaining noncredit discount of \$0.3 million was accelerated into interest income included in *Interest expense* on the Condensed Consolidated Statements of Operations (Unaudited).

Intangible assets consist of Signature’s technology, customer relationships and the Signature Systems indefinite-lived trade name, and are summarized in the table below:

	Fair Value	Weighted Average Estimated Useful Life
Customer relationships	\$ 83,800	10.0 years
Technology	31,300	12.0 years
Total amortizable intangible assets	<u>\$ 115,100</u>	
Intangible assets not subject to amortization:		
Trademarks and trade names	\$ 21,600	Indefinite

The following unaudited pro forma results of operations for the three months ended March 31, 2024 assumes the Signature acquisition was completed on January 1, 2023. The following pro forma results include adjustments to reflect acquisition related costs, additional interest expense, amortization of intangibles associated with the acquisition, amortization of acquisition-related inventory step-up costs and the effects of adjustments made to the carrying value of certain assets.

	<u>For the Quarter Ended March 31,</u>	
	2024	
Net sales	\$	221,821
Net income		8,345

The unaudited pro forma results may not be indicative of the results that would have been obtained had the acquisition occurred at the beginning of the period presented, nor is it intended to be a projection of future results.

4. Restructuring

On March 6, 2025, the Company announced it would be launching a 'Focused Transformation' initiative with a target to implement \$20 million of annualized cost savings, primarily in SG&A, by year-end 2025. In conjunction with the program the Company incurred \$0.8 million and \$3.2 million of restructuring charges during the quarter and nine months ended September 30, 2025, respectively. Accrued and unpaid restructuring expenses were \$0.5 million at September 30, 2025 and remaining costs to complete the program will continue to be evaluated by the Company as it conducts a comprehensive review of its portfolio and key strategic initiatives.

On July 31, 2025, the Company announced as part of its Focused Transformation initiatives, a plan to idle two of its rotational molding production facilities and to consolidate that production into other facilities. In conjunction with this initiative the Company incurred \$1.3 million of restructuring charges during the quarter and nine months ended September 30, 2025. Accrued and unpaid restructuring expenses were \$0.5 million at September 30, 2025 and the Company expects to incur up to \$12 million in restructuring costs to complete the initiative, including costs related to employee severance, machine moves, asset impairments and costs related to the long-term facility leases.

In conjunction with the Company's previously announced restructuring plan to improve the Company’s organizational structure and operational efficiency within the Distribution Segment, the Company incurred \$2.5 million of restructuring charges during the nine months ended September 30, 2025, and \$0.2 million and \$1.0 million during the quarter and nine months ended September 30, 2024, respectively. The Company also entered into termination agreements to exit two of its idled lease facilities, in conjunction with the restructuring plan, for which the original leases extended through 2028, and total termination charges of \$1.6 million, included in the totals above, for the nine months ended September 30, 2025, were recorded to satisfy all remaining obligations under the original lease agreements. Accrued and unpaid restructuring expenses totaled \$0.3 million at September 30, 2025 and the Company does not expect to incur any further costs related to this initiative which is now complete.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

On July 23, 2025, the Company's Board of Directors approved launching a strategic review of Myers Tire Supply, which is included in the Distribution segment. As a result of the strategic review announced in the second quarter of this year, the company has now initiated a sale process to divest the business, however there can be no assurance that a sale will be completed on terms acceptable to the Company, or at all. Revenue from this business was \$186 million over the last twelve months, ending September 30, 2025.

In conjunction with the Company's previously announced Ameri-Kart plan the Company incurred \$2.3 million of restructuring charges during the nine months ended September 30, 2024. On May 7, 2024, the Company entered into a termination agreement to exit the idled lease facility, in conjunction with the Ameri-Kart plan, for which the original lease extended through 2026, and a termination payment of \$1.8 million was recorded to satisfy all remaining obligations under the original lease. The Ameri-Kart plan is now complete and there were no remaining accrued and unpaid restructuring expenses at September 30, 2025 or December 31, 2024.

In August 2024, the Company announced the consolidation of its Atlantic, Iowa rotational molding facility into other rotational molding facilities to reduce the cost structure within the Material Handling segment. In December 2024, the Company reduced the scope of the consolidation to keep open its Atlantic, Iowa rotational molding facility as a result of increased demand for certain products produced in that facility. Total restructuring costs incurred related to the facility consolidation were approximately \$1.2 million during the quarter and nine months ended September 30, 2024. Accrued and unpaid restructuring expenses were not significant at December 31, 2024.

Charges from other restructuring initiatives to reduce and streamline overhead costs during the quarter and nine months ended September 30, 2025 totaled \$1.1 million and \$2.6 million, respectively, and \$0.6 million and \$0.8 million during the quarter and nine months ended September 30, 2024, respectively. Accrued and unpaid restructuring expenses were \$0.3 million and \$0.9 million at September 30, 2025 and December 31, 2024, respectively.

The restructuring charges noted above for the quarter and nine months ended September 30, 2025 and 2024, respectively, are presented in the Condensed Consolidated Statements of Operations (Unaudited) as follows:

Segment	For the Quarter Ended September 30,					
	2025			2024		
	Cost of Sales	SG&A	Total	Cost of Sales	SG&A	Total
Material Handling	\$ 1,102	\$ 370	\$ 1,472	\$ 1,160	\$ 236	\$ 1,396
Distribution	—	71	71	51	169	220
Corporate	—	1,675	1,675	—	417	417
Total	<u>\$ 1,102</u>	<u>\$ 2,116</u>	<u>\$ 3,218</u>	<u>\$ 1,211</u>	<u>\$ 822</u>	<u>\$ 2,033</u>

Segment	For the Nine Months Ended September 30,					
	2025			2024		
	Cost of Sales	SG&A and Other ⁽¹⁾	Total	Cost of Sales	SG&A	Total
Material Handling	\$ 1,598	\$ 1,033	\$ 2,631	\$ 3,624	\$ 236	\$ 3,860
Distribution	—	3,051	3,051	539	436	975
Corporate	—	3,981	3,981	—	417	417
Total	<u>\$ 1,598</u>	<u>\$ 8,065</u>	<u>\$ 9,663</u>	<u>\$ 4,163</u>	<u>\$ 1,089</u>	<u>\$ 5,252</u>

⁽¹⁾ Amounts included in SG&A and Other, for the nine months ended September 30, 2025 include a \$0.5 million charge related to the facility consolidations, discussed above, that is classified within *(Gain) loss on disposal of fixed assets* on the Condensed Consolidated Statements of Operations (Unaudited).

Restructuring liabilities are included in *other current liabilities* on the Condensed Consolidated Balance Sheets (Unaudited). The change in *other current liabilities* for the nine months ended September 30, 2025 was as follows:

	Employee Reduction	Facility Consolidations	Other Exit Costs	Total
Balance at December 31, 2024	\$ —	\$ —	\$ 962	\$ 962
Charges to expense	1,759	3,449	4,455	9,663
Cash payments	(1,418)	(2,189)	(4,587)	(8,194)
Non-cash activity	171	(927)	—	(756)
Balance at September 30, 2025	<u>\$ 512</u>	<u>\$ 333</u>	<u>\$ 830</u>	<u>\$ 1,675</u>

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

⁽¹⁾ Other exit costs consist primarily of executive transition and other related costs.

5. Inventories

Inventories are valued at the lower of cost or market for last-in, first-out (“LIFO”) inventory and lower of cost or net realizable value for first-in, first-out (“FIFO”) inventory. Approximately 30 percent of inventories are valued using the LIFO method of determining cost. All other inventories are valued using the FIFO method of determining cost. An actual valuation of inventory under the LIFO method can be made only at the end of each year based on inventory levels and costs at that time. Accordingly, interim LIFO calculations must be based on management’s estimates of expected year-end inventory levels and costs. Because these calculations are subject to many factors beyond management’s control, annual results may differ from interim results as they are subject to the final year-end LIFO inventory valuation. No adjustment to the LIFO reserve was recorded for the quarters ended September 30, 2025 or 2024.

Inventories consisted of the following:

	September 30, 2025	December 31, 2024
Finished and in-process products	\$ 61,085	\$ 62,601
Raw materials and supplies	38,548	34,400
	<u>\$ 99,633</u>	<u>\$ 97,001</u>

6. Other Liabilities

The balance in *Other current liabilities* is comprised of the following:

	September 30, 2025	December 31, 2024
Customer deposits and accrued rebates	\$ 6,406	\$ 6,761
Dividends payable	5,430	5,613
Accrued litigation, claims and professional fees	337	110
Current portion of environmental reserves	7,705	6,605
Hedge contract liability	1,648	753
Other accrued expenses	5,366	6,952
	<u>\$ 26,892</u>	<u>\$ 26,794</u>

The balance in *Other liabilities* (long-term) is comprised of the following:

	September 30, 2025	December 31, 2024
Environmental reserves	\$ 8,098	\$ 9,984
Supplemental executive retirement plan liability	117	270
Pension liability	—	79
Hedge contract liability	4,409	2,490
Other long-term liabilities	2,424	2,480
	<u>\$ 15,048</u>	<u>\$ 15,303</u>

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

7. Goodwill and Intangible Assets

The change in goodwill for the nine months ended September 30, 2025 was as follows:

	<u>Distribution</u>	<u>Material Handling</u>	<u>Total</u>
January 1, 2025	\$ 14,730	\$ 240,802	\$ 255,532
Foreign currency translation	—	326	326
September 30, 2025	<u>\$ 14,730</u>	<u>\$ 241,128</u>	<u>\$ 255,858</u>

Intangible assets other than goodwill primarily consist of trade names, customer relationships, patents, non-competition agreements and technology assets established in connection with acquisitions. These intangible assets, other than certain trade names, are amortized over their estimated useful lives. Indefinite-lived trade names had a carrying value of \$31.4 million at both September 30, 2025 and December 31, 2024. Refer to Note 3 for the intangible assets acquired through the Signature acquisition in February 2024.

During the quarter ended September 30, 2024, the Company's rotational molding reporting unit continued to experience further declining market conditions including overall lower volume and uncertainty regarding the reporting unit's longer range outlook, primarily due to the current macroeconomic environment reducing expected demand for its products. Due to these potential indicators of impairment identified during the quarter ended September 30, 2024, the Company conducted an interim quantitative impairment test of the goodwill at its rotational molding reporting unit and compared the reporting unit's fair value to its carrying value as required by ASC 350. The Company's quantitative analysis identified that the estimated fair value of the rotational molding reporting unit was below the carrying value and accordingly, the Company recorded a \$22.0 million non-cash impairment charge, for the full carrying value of the goodwill associated with the rotational molding reporting unit. The goodwill impairment charge was recorded within *Impairment charges* in the Condensed Consolidated Statements of Operations (Unaudited).

8. Stockholders' Equity

Net Income Per Common Share

Net income per common share, as shown on the accompanying Condensed Consolidated Statements of Operations (Unaudited), is determined on the basis of the weighted average number of common shares outstanding during the periods as follows:

	<u>For the Quarter Ended September 30,</u>		<u>For the Nine Months Ended September 30,</u>	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Weighted average common shares outstanding basic	37,393,620	37,220,456	37,361,228	37,102,761
Dilutive effect of stock options and restricted stock	188,442	—	142,936	147,751
Weighted average common shares outstanding diluted	<u>37,582,062</u>	<u>37,220,456</u>	<u>37,504,164</u>	<u>37,250,512</u>

The dilutive effect of stock options and restricted stock was computed using the treasury stock method. Because the Company incurred a net loss for the quarter ended September 30, 2024, basic and diluted shares are the same. If the Company was in a net income position during the quarter ended September 30, 2024, diluted shares would include an additional 2,280 shares of common stock.

Options to purchase 6,973 and 10,347 shares of common stock that were outstanding for the quarter and nine months ended September 30, 2025, respectively were not included in the computation of diluted earnings per share as the exercise prices of these options were greater than the average market price of common shares, and were therefore anti-dilutive. Options to purchase 13,664 and 10,290 shares of common stock that were outstanding for the quarter and nine months ended September 30, 2024, respectively were not included in the computation of diluted earnings per share as the exercise prices of these options were greater than the average market price of common shares, and were therefore anti-dilutive.

Share Repurchases

On February 27, 2025, the Company's Board of Directors authorized the repurchase of up to \$10.0 million in shares of its Common Stock effective March 10, 2025 (the "2025 Repurchase Program"). The 2025 Repurchase Program replaces the Company's previously authorized 2013 repurchase program, which is hereby terminated, and will end on the first to occur of reaching the maximum amount of \$10.0 million in repurchases or December 31, 2025. Repurchases under the 2025 repurchase program may be made in the open market at prevailing market prices, through accelerated share repurchases, through privately negotiated transactions, in block trades, and/or

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued) (Dollars in thousands, except where otherwise indicated)

through other legally permissible means, depending on market conditions and in accordance with applicable rules and regulations and the Company's insider trading policy.

Under the 2025 Repurchase Program the Company repurchased a total of 30,579 and 147,463 shares for \$0.5 million and \$2.0 million at an average cost of \$16.37 and \$13.57 per share, exclusive of commissions and excise tax during the quarter and nine months ended September 30, 2025, respectively. As of September 30, 2025, there was approximately \$8.0 million in remaining funds authorized under the 2025 Repurchase Program.

9. Stock Compensation

The Company's 2021 Long-Term Incentive Plan (the "2021 Plan") was adopted by the Board of Directors on March 4, 2021, amended by the Board of Directors on April 20, 2021, and approved by shareholders in the annual shareholder meeting on April 29, 2021. The 2021 Plan authorizes the Compensation and Management Development Committee of the Board of Directors ("Compensation Committee") to issue up to 2,000,000 additional various stock awards including stock options, performance stock units, restricted stock units and other forms of equity-based awards to key employees and directors. No new awards may be issued under the 2021 Plan after March 16, 2024.

The Company's 2024 Long-Term Incentive Plan (the "2024 Plan") was adopted by the Board of Directors on February 29, 2024, and approved by shareholders in the annual shareholder meeting on April 25, 2024. The 2024 Plan authorizes the Compensation Committee to issue up to 2,500,000 additional various stock awards including stock options, performance stock units, restricted stock units and other forms of equity-based awards to key employees and directors.

Stock compensation expense was approximately \$1.0 million and \$0.2 million for the quarters ended September 30, 2025 and 2024, respectively, and \$2.7 million and \$0.7 million for the nine months ended September 30, 2025 and 2024, respectively. These expenses are included in *Selling, general and administrative* expenses. Changes in expected performance under performance share award arrangements can cause volatility in stock compensation expense. Total unrecognized compensation cost related to non-vested stock-based compensation arrangements at September 30, 2025 was approximately \$5.7 million, which will be recognized over the next three years, as such compensation is earned. Outstanding options expire, if unexercised, ten years from the date of grant.

10. Contingencies

The Company is a defendant in various lawsuits and a party to various other legal proceedings arising in the ordinary course of business, some of which are covered in whole or in part by insurance. When a loss arising from these matters is probable and can reasonably be estimated, the most likely amount of the estimated probable loss is recorded, or if a range of probable loss can be estimated and no amount within the range is a better estimate than any other amount, the minimum amount in the range is recorded. As additional information becomes available, any potential liability related to these matters is assessed and the estimates are revised, if necessary.

Based on current available information, management believes that the ultimate outcome of these matters, including those described below, will not have a material adverse effect on our financial position, cash flows or overall trends in our results of operations. However, these matters are subject to inherent uncertainties, and unfavorable rulings could occur. If an unfavorable ruling were to occur, there exists the possibility of a material adverse impact on the financial position and results of operations of the period in which the ruling occurs, or in future periods.

New Idria Mercury Mine

In September 2015, the U.S. Environmental Protection Agency ("EPA") informed a subsidiary of the Company, Buckhorn, Inc. ("Buckhorn") via a notice letter and related documents (the "Notice Letter") that it considers Buckhorn to be a potentially responsible party ("PRP") in connection with the New Idria Mercury Mine site ("New Idria Mine"). New Idria Mining & Chemical Company ("NIMCC"), which owned and/or operated the New Idria Mine through 1976, was merged into Buckhorn Metal Products Inc. in 1981, which was subsequently acquired by Myers Industries, Inc. in 1987. As a result of the EPA Notice Letter, Buckhorn and the Company entered into an Administrative Order of Consent ("AOC") with the EPA for the Remedial Investigation/Feasibility Study ("RI/FS") to determine the extent of remediation necessary and the screening of alternatives. The AOC and related Statement of Work ("SOW") were effective as of November 27, 2018, the date that it was executed by the EPA. The AOC requires a \$2 million letter of credit to be provided for the duration of the RI/FS as assurance of Buckhorn's performance obligations.

All reasonably estimable costs related to the environmental remediation are accrued. These costs are comprised primarily of estimates to perform the RI/FS, identification of possible other PRPs, EPA oversight fees, past cost claims made by the EPA, periodic monitoring, and responses to demands issued by the EPA under the AOC. It is possible that adjustments to the aforementioned reserves will be

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

necessary as new information is obtained, including after finalization and EPA approval of the work plan for the RI/FS. Estimates of Buckhorn’s liability are based on current facts, laws, regulations and technology. Estimates of Buckhorn’s environmental liabilities are further subject to uncertainties regarding the nature and extent of site contamination, the range of remediation alternatives available, evolving remediation standards, imprecise engineering evaluation and cost estimates, the extent of remedial actions that may be required, the extent of oversight by the EPA and the number and financial condition of other PRPs that may be named, as well as the extent of their responsibility for the remediation. Beginning in late 2021 and continuing through the current period, Buckhorn and the EPA continue to actively discuss the scope of the activities in the work plan for the RI/FS, resulting in changes to the estimated costs to perform the RI/FS work plan from time to time. Cost estimates will continue to be refined as the work plans for the RI/FS and the ultimate remediation are finalized and as the activities are performed over a period expected to last several years.

In the fourth quarter of 2022, Buckhorn reached an agreement with respect to certain insurance coverage related to defense costs, which is expected to apply to a substantial portion of the estimated RI/FS costs. Recovery of accrued costs are recorded as a receivable to the extent such recovery is determined to be probable under this agreement. Estimates of cost recoveries will continue to be refined as the RI/FS work plan is finalized and the activities are performed over a period expected to last several years. Buckhorn may also have opportunity for cost recovery under other insurance policies.

Since October 2011, when the New Idria Mine was added to the Superfund National Priorities List by the EPA, Buckhorn has recognized \$26.0 million of cumulative charges, made cumulative payments of \$16.5 million and received insurance recoveries of \$8.0 million through September 30, 2025. For the quarter and nine months ended September 30, 2025 the following undiscounted activity was recorded in connection with the New Idria Mercury Mine:

	For the Quarter Ended September 30,		For the Nine Months Ended September 30,	
	2025	2024	2025	2024
Beginning reserve balance	\$ 11,241	\$ 12,492	\$ 12,425	\$ 13,182
Changes in estimated environmental liability	900	200	900	1,000
Payments made	(718)	(908)	(1,902)	(2,398)
Ending reserve balance ⁽¹⁾	<u>\$ 11,423</u>	<u>\$ 11,784</u>	<u>\$ 11,423</u>	<u>\$ 11,784</u>
Beginning receivable balance	\$ 7,050	\$ 7,114	\$ 8,404	\$ 7,245
Changes in estimated insurance recovery	900	700	900	1,700
Insurance recovery reimbursements	(483)	(621)	(1,837)	(1,752)
Ending receivable balance ⁽²⁾	<u>\$ 7,467</u>	<u>\$ 7,193</u>	<u>\$ 7,467</u>	<u>\$ 7,193</u>

⁽¹⁾ As of September 30, 2025, Buckhorn has a total ending reserve balance of \$11.4 million related to the New Idria Mine, of which \$7.4 million is classified in *Other current liabilities* and \$4.0 million in *Other liabilities* (long-term).

⁽²⁾ As of September 30, 2025, Buckhorn has a total receivable balance related to the probable insurance recovery of \$7.5 million, of which \$4.2 million is classified in *Other accounts receivable* and \$3.3 million is classified in *Other assets* (long-term).

Given the circumstances referred to above, including the fact that the final remediation strategy has not yet been determined, Buckhorn has not accrued for remediation costs in connection with this site as it is unable to estimate the range of a reasonably possible liability for remediation costs.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

New Almaden Mine

A number of parties, including the Company and its subsidiary, Buckhorn (as successor to NIMCC), were alleged by trustee agencies of the United States and the State of California to be responsible for natural resource damages due to environmental contamination of areas comprising the historical New Almaden mercury mines located in the Guadalupe River Watershed region in Santa Clara County, California (“County”). In 2005, Buckhorn and the Company, without admitting liability or chain of ownership of NIMCC, resolved the trustees’ claim against them through a consent decree that required them to contribute financially to the implementation by the County of an environmentally beneficial project within the impacted area. Buckhorn and the Company negotiated an agreement with the County (“Cost Sharing Agreement”), whereby Buckhorn and the Company agreed to reimburse one-half of the County’s costs of implementing the project. A detailed estimate was received from the County in 2016, and estimated costs for implementing the project to range between \$3.3 million and \$4.4 million. In 2022, the County informed the Company that it may begin implementation of the project in 2023 and that costs were expected to be higher. In January 2023, the County informed Buckhorn that the project will commence in 2023 and that it had accepted a bid to complete the project for approximately \$9.0 million. The Company and Buckhorn intend to vigorously challenge, under the terms of the Cost Sharing Agreement, their responsibility to share in the entirety of the project cost increases. No costs were incurred related to New Almaden in the quarter and nine months ended September 30, 2025 or 2024. As of September 30, 2025, Buckhorn has a total reserve of \$4.4 million related to the New Almaden Mine, of which \$0.3 million is classified in *Other current liabilities* and \$4.1 million is classified in *Other liabilities* (long-term).

It is possible that adjustments to the aforementioned reserves will be necessary to reflect new information. In addition, the Company may have claims against and defenses to claims by the County under the 2005 agreement that could reduce or offset its obligation for reimbursement of some of these potential additional costs. With the assistance of environmental consultants, the Company will closely monitor this matter and will continue to assess its reserves as additional information becomes available.

Other Matters

On February 14, 2023, a lawsuit was filed by Nan Morgan McCartney in the Circuit Court of Escambia County, Florida (later removed to the Northern District of Florida, Pensacola Division) against the Company, Scepter US Holding Company, Scepter Manufacturing, LLC, Scepter Canada Inc., Walmart Inc., and Wal-Mart Stores East, LP. The complaint seeks compensatory damages and court costs for harm caused to Ms. McCartney allegedly arising from use of a 5-gallon portable fuel container manufactured by a Scepter company and alleges amounts in controversy in excess of \$30 thousand exclusive of costs. On April 2, 2025, the Myers defendants learned that Walmart had settled its case with Plaintiff. Dispositive motions filed by both parties on May 2, 2025 have been ruled on by the Court with the effect of streamlining certain aspects of the case including dismissal of all defendants except Scepter Manufacturing, eliminating all product liability theories other than design defect, and allowing defendant to plead set-off as an affirmative defense. The Company cannot assess with any meaningful probability the outcome or the potential damages. Scepter has maintained insurance policies, which it believes will cover a substantial portion of the defense costs incurred in this matter.

On March 18, 2025, a lawsuit was filed by Ryan Colvin, individually and on behalf of his minor son, C.C., and Chelsea Conkel, individually, in the United States District Court for the District of Arizona, against Scepter Manufacturing, LLC. The Complaint seeks damages and court costs for harm caused to Plaintiff’s minor son and both parents allegedly arising from the use of a 5-gallon portable fuel container manufactured by Scepter Manufacturing, LLC, and alleges amounts in controversy in excess of \$75 thousand. The Company was served the Complaint on June 6, 2025, and filed its Answer on June 16, 2025. The Company cannot assess with any meaningful probability the outcome or the potential damages. Scepter has maintained insurance policies, which it believes will cover a substantial portion of the defense costs incurred in this matter.

11. Long-Term Debt and Loan Agreements

Long-term debt consisted of the following:

	September 30, 2025	December 31, 2024
Amended Loan Agreement - Revolving Credit Facility	\$ —	\$ —
Amended Loan Agreement - Term Loan A	367,000	382,000
	<u>367,000</u>	<u>382,000</u>
Less unamortized deferred financing costs	5,774	7,041
	<u>361,226</u>	<u>374,959</u>
Less current portion long-term debt	29,528	19,649
Long-term debt	<u>\$ 331,698</u>	<u>\$ 355,310</u>

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued) (Dollars in thousands, except where otherwise indicated)

On February 8, 2024, the Company entered into Amendment No. 1 to the Seventh Amended and Restated Loan Agreement (“Amendment No. 1”), which amended the Seventh Amended and Restated Loan Agreement (the “Loan Agreement”) dated September 29, 2022 (collectively, the “Amended Loan Agreement”). Amendment No. 1, among other things, permitted the acquisition of Signature Systems and provided a new 5-year \$400 million term loan facility (“Term Loan A”). Term Loan A will amortize in eight quarterly installment payments of \$5 million beginning June 30, 2024, quarterly installment payments of \$10 million thereafter, and any remaining balance due upon maturity. Term Loan A may be voluntarily prepaid at any time, in whole or in part, without penalty or premium, however, all amounts repaid or prepaid in respect of Term Loan A may not be reborrowed.

Amendment No. 1 did not change the existing revolving credit facility’s maturity date or \$250 million borrowing limit, which includes a letter of credit subfacility and swingline subfacility. In connection with Amendment No. 1, the Company incurred deferred financing fees of \$9.2 million, of which \$8.5 million was related to Term Loan A and included in *Long-term debt* and *Long-term debt - current portion* and \$0.7 million was related to the Revolving Credit Facility and included in *Other assets* (long-term). These deferred financing fees are being amortized to *Interest expense* over their respective terms to maturity. Remaining deferred financing fees on the Revolving Credit Facility were \$0.9 million and \$1.3 million as of September 30, 2025 and December 31, 2024, respectively and remaining unamortized deferred financing costs under the Term Loan A totaled \$5.8 million and \$7.0 million as of September 30, 2025 and December 31, 2024, respectively.

As of September 30, 2025, the Company had \$244.7 million available under the Amended Loan Agreement, which is available for the ongoing working capital requirements of the Company and its subsidiaries and for general corporate purposes. The Company had \$5.3 million of letters of credit issued related to insurance and other contracts requiring financial assurance in the ordinary course of business. Borrowings under the Amended Loan Agreement bear interest at the Term SOFR, RFR, SONIA, EURIBOR and CORRA-based borrowing rates. Amounts borrowed under the credit facility are secured by pledges to all of the Company’s assets (except with respect to certain assets that are customarily excluded for the incurrence of such liens).

On January 12, 2024, the Company repaid \$26.0 million of senior unsecured notes upon maturity using cash on hand and availability under the Loan agreement. On February 6, 2024, in connection with the first amendment and restatement to the Loan Agreement discussed above, the Company prepaid the remaining \$12.0 million face value of senior unsecured notes, which were due January 15, 2026, using availability under the revolving credit facility under the Loan Agreement. After giving effect to the payment in full all outstanding senior unsecured notes under the Note Purchase Agreement have been paid and the Note Purchase Agreement has been terminated. In conjunction with the termination the Company recognized a loss on debt extinguishment of \$0.1 million, primarily representing the make-whole fees on the senior unsecured notes and the unamortized value of the original issuance discount which were included in *Interest expense*.

The weighted average interest rate on borrowings under the Company’s long-term debt was 8.04% and 8.40% for the quarters ended September 30, 2025 and 2024, respectively, and 7.85% and 8.60% for the nine months ended September 30, 2025 and 2024, respectively, which includes a quarterly facility fee on the used and unused portion, as well as amortization of deferred financing costs.

As of September 30, 2025, the Company was in compliance with all of its debt covenants associated with its Amended Loan Agreement. The most restrictive financial covenants for all of the Company’s debt are a net leverage ratio (defined as net debt divided by earnings before interest, taxes, depreciation and amortization, as adjusted) and an interest coverage ratio (defined as earnings before interest, taxes, depreciation and amortization, as adjusted, divided by interest expense).

On May 2, 2024, the Company entered into an interest rate swap agreement to mitigate the variable interest rate risk of borrowings under the Amended Loan Agreement. The swap has a beginning notional value of \$200.0 million, which reduces proportionately with scheduled Term Loan A amortization payments, and has a final maturity date of January 31, 2029. At September 30, 2025, the remaining notional value of the Company’s interest rate swap totaled \$185.0 million. The swap is designated as a cash flow hedge and effectively results in a fixed rate of 4.606% plus the applicable margin for the hedged debt, as described above and in Note 1.

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

12. Income Taxes

The Company's effective tax rate was 30.5% and 26.4% for the quarter and nine months ended September 30, 2025, respectively compared to 15.4% and 56.4% for the quarter and nine months ended September 30, 2024. The effective income tax rate for the current year was different than the Company's statutory rate primarily due to state taxes and the benefit related to the termination of the Company's pension plan. The effective income tax rate for the prior year was different than the Company's statutory rate, primarily due to non-deductible goodwill impairment charges, state taxes and non-deductible transaction costs related to the Signature acquisition.

The Company and its subsidiaries file U.S. Federal, state and local, and non-U.S. income tax returns. As of September 30, 2025, the Company is no longer subject to U.S. Federal examination by tax authorities for tax years before 2021. The Company is subject to state and local examinations for tax years of 2020 through 2023. In addition, the Company is subject to non-U.S. income tax examinations for tax years of 2021 through 2024.

13. Leases

The Company determines if an arrangement is a lease at inception. The Company has leases for manufacturing facilities, distribution centers, warehouses, office space and equipment, with remaining lease terms of one to ten years. Certain of these leases include options to extend the lease for up to five years, and some include options to terminate the lease early. Leases with an initial term of 12 months or less are not recorded on the statement of financial position; the Company recognizes lease expense for these short-term leases on a straight-line basis over the lease term. Operating leases with an initial term greater than 12 months are included in *Right of use asset – operating leases* ("ROU assets"), *Operating lease liability – short term*, and *Operating lease liability – long term* and finance leases are included in *Property, plant and equipment*, *Finance lease liability – short term*, and *Finance lease liability – long term* in the Condensed Consolidated Statements of Financial Position (Unaudited).

The ROU assets represent the right to use an underlying asset for the lease term and the lease liabilities represent the obligation to make lease payments. ROU assets and lease liabilities are recognized at commencement date based on the present value of the lease payments over the lease term. When leases do not provide an implicit rate, the Company's incremental borrowing rate is used, which is then applied at the portfolio level, based on the information available at commencement date in determining the present value of lease payments. The Company has also elected not to separate lease and non-lease components. The lease terms include options to extend or terminate the lease when it is reasonably certain the option will be exercised. Lease expense is recognized on a straight-line basis over the lease term.

Amounts included in the Condensed Consolidated Statements of Financial Position (Unaudited) related to leases include:

	Classification	September 30, 2025	December 31, 2024
Assets:			
Operating lease assets	Right of use asset - operating leases	\$ 26,429	\$ 30,561
Finance lease assets	Property, plant and equipment, net	7,371	7,927
Total lease assets		\$ 33,800	\$ 38,488
Liabilities:			
Current	Operating lease liability - short-term	\$ 6,699	\$ 6,597
Long-term	Operating lease liability - long-term	19,701	23,700
Total operating lease liabilities		26,400	30,297
Current	Finance lease liability - short-term	639	621
Long-term	Finance lease liability - long-term	7,512	7,994
Total finance lease liabilities		8,151	8,615
Total lease liabilities		\$ 34,551	\$ 38,912

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

The components of lease expense include:

Lease Cost	Classification	For the Quarter Ended September 30,		For the Nine Months Ended September 30,	
		2025	2024	2025	2024
Operating lease cost ^{(1) (2)}	Cost of sales	\$ 1,819	\$ 1,713	\$ 5,447	\$ 7,062
	Selling, general and administrative expenses				
Operating lease cost ^{(1) (3)}		743	1,001	4,198	2,932
Finance lease cost					
Amortization expense	Cost of sales	185	185	556	556
Interest expense on lease liabilities	Interest expense, net	76	82	229	247
Total lease cost		\$ 2,823	\$ 2,981	\$ 10,430	\$ 10,797

(1) Includes short-term leases and variable lease costs, which are immaterial

(2) Operating lease costs included in *Cost of sales* for the nine months ended September 30, 2024, include a \$1.8 million termination charge related to exiting an idled lease facility, as described in Note 4

(3) Operating lease costs included in *Selling, general and administrative* for the nine months ended September 30, 2025 include \$1.6 million in termination charges related to exiting idled lease facilities, as described in Note 4

Supplemental cash flow information related to leases was as follows:

Supplemental Cash Flow Information	For the Nine Months Ended September 30,	
	2025	2024
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from operating leases	\$ 7,750	\$ 6,117
Operating cash flows from finance leases	\$ 229	\$ 247
Financing cash flows from finance leases	\$ 464	\$ 442
Right-of-use assets obtained in exchange for new lease liabilities:		
Operating leases	\$ 2,345	\$ 5,218
Finance leases	\$ —	\$ —

Lease Term and Discount Rate	September 30, 2025	December 31, 2024
Weighted-average remaining lease term (years):		
Operating leases	4.46	4.93
Finance leases	10.26	11.00
Weighted-average discount rate:		
Operating leases	6.3%	6.3%
Finance leases	3.7%	3.7%

Maturity of Lease Liabilities - As of September 30, 2025	Operating Leases	Finance Leases	Total
2025 ⁽¹⁾	\$ 2,050	\$ 231	\$ 2,281
2026	8,023	924	8,947
2027	6,803	945	7,748
2028	5,239	950	6,189
2029	3,661	950	4,611
After 2029	4,138	5,758	9,896
Total lease payments	29,914	9,758	39,672
Less: interest	(3,514)	(1,607)	(5,121)
Present value of lease liabilities	\$ 26,400	\$ 8,151	\$ 34,551

(1) Represents amounts due in 2025 after September 30, 2025

14. Segments

The Company, a leading manufacturer of products that protect the world from the ground up, manages its business under two operating segments, Material Handling and Distribution, consistent with the manner in which the Chief Operating Decision Maker ("CODM") evaluates performance and makes resource allocation decisions. The Company's CODM is the Chief Executive Officer. None of the

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

reportable segments include operating segments that have been aggregated. These segments contain individual business components that have been combined on the basis of common management, customers, products, production processes and other economic characteristics. Intersegment sales are recorded with a reasonable margin and are eliminated in consolidation.

The Material Handling Segment manufactures a broad selection of durable plastic reusable products that are used repeatedly during the course of their service life. At the end of their service life, these highly sustainable products can be recovered, recycled, and reprocessed into new products. The Material Handling Segment's products include a broad selection of plastic reusable containers, pallets, small parts bins, bulk shipping containers, storage and organization products, OEM parts, custom plastic products, composite ground protection matting, consumer fuel containers and tanks for water, fuel and waste handling. Products in the Material Handling Segment are primarily injection molded, rotationally molded, compression molded or blow molded. This segment conducts its primary operations in the United States and Canada, but also exports globally. Markets served include industrial manufacturing, food processing, retail/wholesale products distribution, agriculture, automotive, recreational vehicles, marine vehicles, healthcare, appliance, bakery, electronics, textiles, construction, infrastructure and consumer, among others. Products are sold both directly to end-users and through distributors. The acquisition of Signature, as described in Note 3, is included in the Material Handling Segment.

The Distribution Segment is engaged in the distribution of equipment, tools, and supplies used for tire servicing and automotive under-vehicle repair and the manufacture of tire repair and retreading products. The product line includes categories such as tire valves and accessories, tire changing and balancing equipment, lifts and alignment equipment, service equipment and tools, and tire repair/retread supplies. The Distribution Segment also manufactures and sells certain traffic markings, including reflective highway marking tape. The Distribution Segment operates domestically through its regional and customer-focused sales team with strategically located regional distribution centers in the United States, and in certain foreign countries through export sales. In addition, the Distribution Segment operates directly in certain foreign markets, principally Central America, through foreign branch operations. Markets served include retail and truck tire dealers, commercial auto and truck fleets, truck stop operations, auto dealers, general service and repair centers, tire retreaders, and government agencies.

Total sales from foreign business units were approximately \$14.5 million and \$14.0 million for the quarters ended September 30, 2025 and 2024, respectively, and \$41.1 million and \$35.9 million for the nine months ended September 30, 2025 and 2024, respectively.

An analysis of the Company's operations by segment, including revenue by major market is as follows:

	For the Quarter Ended September 30, 2025				
	Material Handling	Distribution	Corporate	Inter-company	Consolidated
Industrial	\$ 66,846	\$ —	\$ —	\$ (72)	\$ 66,774
Infrastructure	27,276	—	—	—	27,276
Vehicle	21,943	—	—	—	21,943
Consumer	20,174	—	—	—	20,174
Food and beverage	17,301	—	—	—	17,301
Auto aftermarket	—	51,967	—	—	51,967
Net sales	153,540	51,967	—	(72)	205,435
Cost of sales	100,258	36,679	—	(72)	136,865
Selling, general and administrative expenses	20,766	14,123	9,537	—	44,426
Depreciation and amortization	3,499	632	187	—	4,318
Freight out	2,332	180	—	—	2,512
(Gain) loss on disposal of fixed assets	112	(487)	—	—	(375)
Operating income (loss) ⁽²⁾	26,573	840	(9,724)	—	17,689
Interest expense, net					7,497
Income before income taxes					<u>\$ 10,192</u>
Total assets	704,301	96,458	63,312	—	864,071
Capital additions, net	4,194	98	(47)	—	4,245
Depreciation and amortization ⁽⁷⁾	8,769	732	728	—	10,229

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

	For the Quarter Ended September 30, 2024				
	Material Handling	Distribution	Corporate	Inter-company	Consolidated
Industrial	\$ 64,806	\$ —	\$ —	\$ (35)	\$ 64,771
Infrastructure	20,736	—	—	—	20,736
Vehicle	24,839	—	—	—	24,839
Consumer	24,388	—	—	—	24,388
Food and beverage	15,949	—	—	—	15,949
Auto aftermarket	—	54,384	—	—	54,384
Net sales	150,718	54,384	—	(35)	205,067
Cost of sales	102,401	37,571	—	(35)	139,937
Selling, general and administrative expenses ^{(1) (6) (8)}	17,234	13,686	7,566	—	38,486
Depreciation and amortization	3,914	738	216	—	4,868
Freight out	4,072	260	—	—	4,332
(Gain) loss on disposal of fixed assets	195	(2)	(1)	—	192
Impairment charges ⁽⁹⁾	22,016	—	—	—	22,016
Operating income (loss) ⁽²⁾	886	2,131	(7,781)	—	(4,764)
Interest expense, net					8,091
Income before income taxes					\$ (12,855)
Total assets	752,137	105,816	47,046	—	904,999
Capital additions, net	6,995	7	176	—	7,178
Depreciation and amortization ⁽⁷⁾	9,158	823	758	—	10,739

	For the Nine Months Ended September 30, 2025				
	Material Handling	Distribution	Corporate	Inter-company	Consolidated
Industrial	\$ 192,609	\$ —	\$ —	\$ (273)	\$ 192,336
Infrastructure	84,309	—	—	—	84,309
Vehicle	73,013	—	—	—	73,013
Consumer	67,118	—	—	—	67,118
Food and beverage	52,790	—	—	—	52,790
Auto aftermarket	—	152,202	—	—	152,202
Net sales	469,839	152,202	—	(273)	621,768
Cost of sales	305,911	107,820	—	(273)	413,458
Selling, general and administrative expenses ^{(3) (4)}	62,333	42,629	27,589	—	132,551
Depreciation and amortization	10,510	2,074	641	—	13,225
Freight out	7,461	656	—	—	8,117
(Gain) loss on disposal of fixed assets	198	(99)	—	—	99
Operating income (loss) ⁽²⁾	83,426	(878)	(28,230)	—	54,318
Interest expense, net					22,247
Income before income taxes					\$ 32,071
Total assets	704,301	96,458	63,312	—	864,071
Capital additions, net	15,353	470	112	—	15,935
Depreciation and amortization ⁽⁷⁾	26,644	2,368	2,261	—	31,273

MYERS INDUSTRIES, INC. AND SUBSIDIARIES

Notes to Unaudited Condensed Consolidated Financial Statements – (Continued)
(Dollars in thousands, except where otherwise indicated)

	For the Nine Months Ended September 30, 2024				
	Material Handling	Distribution	Corporate	Inter-company	Consolidated
Industrial	\$ 179,561	\$ —	\$ —	\$ (89)	\$ 179,472
Infrastructure	71,791	—	—	—	71,791
Vehicle	83,621	—	—	—	83,621
Consumer	74,254	—	—	—	74,254
Food and beverage	59,724	—	—	—	59,724
Auto aftermarket	—	163,543	—	—	163,543
Net sales	468,951	163,543	—	(89)	632,405
Cost of sales ⁽⁵⁾	315,718	111,860	—	(89)	427,489
Selling, general and administrative expenses ^{(1) (6) (8)}	59,652	43,809	26,286	—	129,747
Depreciation and amortization	10,788	2,199	628	—	13,615
Freight out	8,733	709	—	—	9,442
(Gain) loss on disposal of fixed assets	201	51	1	—	253
Impairment charges ⁽⁹⁾	22,016	—	—	—	22,016
Operating income (loss) ⁽²⁾	51,843	4,915	(26,915)	—	29,843
Interest expense, net					23,176
Income before income taxes					\$ 6,667
Total assets	752,137	105,816	47,046	—	904,999
Capital additions, net	15,666	1,069	567	—	17,302
Depreciation and amortization ⁽⁷⁾	25,706	2,426	1,946	—	30,078

⁽¹⁾ The Company recognized \$(0.5) million and \$(0.7) million of expense (income) to the estimated environmental reserve, net of probable insurance recoveries for the quarter and nine months ended September 30, 2024, respectively, as described in Note 10. Environmental charges are not included in segment results and are shown with Corporate.

⁽²⁾ The Company incurred \$3.2 million and \$9.7 million of restructuring costs associated with the restructuring initiatives described in Note 4, for the quarter and nine months ended September 30, 2025, of which \$1.5 million and \$2.6 million are included in Material Handling, \$0.1 million and \$3.1 million are included in Distribution and \$1.7 million and \$4.0 million are included with Corporate's results, respectively. The Company incurred \$2.0 million and \$5.3 million of restructuring costs associated with the restructuring initiatives described in Note 4, for the quarter and nine months ended September 30, 2024, of which \$1.4 million and \$3.9 million are included in Material Handling and \$0.2 million and \$1.0 million are included in Distribution's results, respectively and \$0.4 million is included in Corporate's results, for the quarter and nine months ended September 30, 2024.

⁽³⁾ During the nine months ended September 30, 2025, the Company recognized a \$1.6 million pre-tax pension settlement charge within the Material Handling segment, as described in Note 1.

⁽⁴⁾ The Company recognized a \$3.2 million recovery of purchased credit deteriorated assets for the nine months ended September 30, 2025, as described in Note 3. The recovery was recognized as a reduction to bad debt expense included in *Selling, general and administrative* within the Material Handling segment.

⁽⁵⁾ The Company recognized \$4.5 million of non-cash inventory step-up that was amortized to *Cost of sales* for the nine months ended September 30, 2024, related to the reporting of inventory at fair value in conjunction with the acquisition of Signature, described in Note 3.

⁽⁶⁾ The Company incurred \$0.3 million and \$4.4 million of acquisition related costs associated with the Signature acquisition, as described in Note 3, for the quarter and nine months ended September 30, 2024, of which \$0.3 million and \$4.1 million are included in Corporate for the quarter and nine months ended September 30, 2024, respectively and \$0.3 million is included in Material Handling's results for the nine months ended September 30, 2024.

⁽⁷⁾ Total depreciation and amortization inclusive of amounts within *Cost of sales*. Corporate depreciation and amortization includes amortization of deferred financing costs of \$0.5 million and \$0.5 million for the quarters ended September 30, 2025 and 2024, respectively, and \$1.6 million and \$1.3 million for the nine months ended September 30, 2025 and 2024, respectively.

⁽⁸⁾ The Company recognized \$1.4 million of executive severance which is included in Corporate's results for the quarter and nine months ended September 30, 2024.

⁽⁹⁾ The Company recognized \$22.0 million of non-cash impairment charges, as described in Note 7, for the quarter and nine months ended September 30, 2024, which are included in Material Handling's results.

Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations

Forward-Looking Statements

This Quarterly Report on Form 10-Q and the information incorporated by reference contains “forward-looking statements” within the meaning of the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995, including information regarding the Company’s financial outlook, future plans, objectives, business prospects and anticipated financial performance. Forward-looking statements can be identified by words such as “will,” “believe,” “anticipate,” “expect,” “estimate,” “intend,” “plan,” or variations of these words, or similar expressions. These forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on the Company’s current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Because forward-looking statements relate to the future, these statements inherently involve a wide range of uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control. The Company’s actual actions, results, and financial condition may differ materially from what is expressed or implied by the forward-looking statements.

Specific factors that could cause such a difference on our business, financial position, results of operations and/or liquidity include, without limitation, significant increases in the cost of raw materials or disruption in the availability of raw materials; operating in a very competitive business environment; changes in U.S. trade policy, including the imposition of tariffs and the resulting consequences; physical and other risks that could disrupt production; risks associated with our ability to develop and market new products; risks associated with protecting our intellectual property rights, including our unpatented proprietary know-how and trade secrets, or in avoiding claims that we infringed on the intellectual property rights of others; price volatility with our common stock; risks associated with our strategic growth initiatives or the failure to achieve the anticipated benefits of such initiatives; unanticipated downturn in business or inflationary conditions in the U.S. economy or global markets; risks associated with doing business in foreign countries; inability of the Company to maintain access to credit financing; risks associated with equity ownership concentration; claims, litigation and regulatory actions against the Company; changes in laws (including privacy laws), regulations and standards affecting the Company; current and future environmental and other governmental laws and requirements affecting the Company; unforeseen events, including natural disasters, unusual or severe weather events and patterns, public health crises, geopolitical crises, and other catastrophic events; instability in geographies impacted by political events, trade disputes, war, terrorism and other business interruptions; our ability to successfully execute our announced intended divestiture of the Myers Tire Supply business; and other risks and uncertainties detailed from time to time in the Company’s filings with the SEC, including without limitation, the risk factors disclosed in Item 1A, “Risk Factors,” in the Company’s Annual Report on Form 10-K for the year ended December 31, 2024.

Given these factors, as well as other variables that may affect our operating results, readers should not rely on forward-looking statements, assume that past financial performance will be a reliable indicator of future performance, nor use historical trends to anticipate results or trends in future periods. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date thereof. The Company expressly disclaims any obligation or intention to provide updates to the forward-looking statements and the estimates and assumptions associated with them.

Executive Overview

The Company, a leading manufacturer of products that protect the world from the ground up, conducts its business activities in two reportable segments: The Material Handling Segment and the Distribution Segment.

The Company designs, manufactures, and markets a variety of plastic, metal and rubber products. The Material Handling Segment manufactures a broad selection of plastic reusable containers, pallets, small parts bins, bulk shipping containers, storage and organization products, OEM parts, custom plastic products, composite ground protection matting, consumer fuel containers and tanks for water, fuel and waste handling. Products in the Material Handling Segment are primarily injection molded, rotationally molded, compression molded or blow molded. The Distribution Segment is engaged in the distribution of tools, equipment and supplies used for tire, wheel and under vehicle service on passenger, heavy truck and off-road vehicles, as well as the manufacturing of tire repair and retreading products.

The Company’s results of operations for the quarter and nine months ended September 30, 2025 are discussed below. The current economic environment includes heightened risks from tariffs, inflation, interest rates, banking liquidity, volatile commodity costs, supply chain disruptions and labor availability stemming from the broader economic effects of the international geopolitical climate, including rapidly changing regulations which has increased volatility in global commodity markets, including oil (a component of many plastic resins), energy and agricultural commodities. Some of our businesses have been and may continue to be affected by these broader economic effects, including customer demand for our products, supply chain disruptions, labor availability, tariffs and inflation. The Company believes it is well-positioned to manage through this uncertainty as it has a strong balance sheet with sufficient liquidity and borrowing capacity as well as a diverse product offering and customer base.

Results of Operations:**Comparison of the Quarter Ended September 30, 2025 to the Quarter Ended September 30, 2024****Net Sales:***(dollars in thousands)*

Segment	Quarter Ended September 30,		Change	% Change
	2025	2024		
Material Handling	\$ 153,540	\$ 150,718	\$ 2,822	1.9%
Distribution	51,967	54,384	(2,417)	(4.4)%
Inter-company sales	(72)	(35)	(37)	
Total net sales	\$ 205,435	\$ 205,067	\$ 368	0.2%

Net sales for the quarter ended September 30, 2025 were \$205.4 million, an increase of \$0.4 million or 0.2% compared to the quarter ended September 30, 2024. Net sales increased due to higher volume of \$3.1 million, partially offset by lower pricing of \$2.6 million and the effect of unfavorable currency translation of \$0.1 million.

Net sales in the Material Handling Segment increased \$2.8 million or 1.9% for the quarter ended September 30, 2025 compared to the quarter ended September 30, 2024. Net sales increased due to higher volume of \$6.1 million, partially offset by lower pricing of \$3.2 million and the effect of unfavorable currency translation of \$0.1 million.

Net sales in the Distribution Segment decreased \$2.4 million or 4.4% for the quarter ended September 30, 2025 compared to the quarter ended September 30, 2024, primarily due to lower volume of \$3.0 million partially offset by higher pricing of \$0.6 million.

Cost of Sales & Gross Profit:*(dollars in thousands)*

	Quarter Ended September 30,		Change	% Change
	2025	2024		
Cost of sales	\$ 136,865	\$ 139,937	\$ (3,072)	(2.2)%
Gross profit	\$ 68,570	\$ 65,130	\$ 3,440	5.3%
Gross profit as a percentage of sales	33.4%	31.8%		

Gross profit increased \$3.4 million, or 5.3%, for the quarter ended September 30, 2025 compared to the quarter ended September 30, 2024, due to higher volume as described under Net Sales above, favorable mix, favorable cost productivity and lower material costs, partially offset by lower pricing. Gross margin was 33.4% for the quarter ended September 30, 2025 compared with 31.8% for the quarter ended September 30, 2024.

Selling, General and Administrative Expenses:*(dollars in thousands)*

	Quarter Ended September 30,		Change	% Change
	2025	2024		
SG&A expenses	\$ 44,426	\$ 38,486	\$ 5,940	15.4%
SG&A expenses as a percentage of sales	21.6%	18.8%		

Selling, general and administrative (“SG&A”) expenses for the quarter ended September 30, 2025 were \$44.4 million, an increase of \$5.9 million or 15.4% compared to the same period in the prior year. Increases in SG&A expenses for the quarter ended September 30, 2025 were primarily due to \$4.5 million of higher incentive compensation, including reversals of incentive compensation in 2024, \$0.9 million of higher facility costs, \$1.6 million of higher legal fees and \$1.3 million of higher restructuring costs as described in Note 4, partially offset by \$1.3 million of lower professional fees, \$0.5 million of lower salaries and benefits, \$0.7 million of lower variable selling expenses, \$0.2 million of lower commissions and \$0.3 million of lower acquisition and integration costs due to the Signature acquisition as described in Note 3. Environmental matters as described in Note 10 also resulted in a net \$0.5 million of income for the quarter ended September 30, 2024.

Depreciation and amortization:

Depreciation and amortization, exclusive of amounts within *Cost of sales*, decreased \$0.6 million to \$4.3 million for the quarter ended September 30, 2025 as compared to \$4.9 million for the quarter ended September 30, 2024. The decrease was primarily related to asset disposals in conjunction with the facility consolidations, as described in Note 4.

Freight out:

Freight out costs decreased \$1.8 million to \$2.5 million for the quarter ended September 30, 2025 as compared to \$4.3 million for the quarter ended September 30, 2024. The decrease was primarily related to product and customer mix as higher sales volume was primarily related to products with lower overall freight costs.

(Gain) loss on disposal of fixed assets:

The Company recognized \$(0.4) million of gains on the disposal of fixed assets for the quarter ended September 30, 2025 as compared to \$0.2 million of losses on the disposal of fixed assets for the quarter ended September 30, 2024, primarily related to the sale of fixed assets during the quarter.

Impairment Charges:

During the quarter ended September 30, 2024, the Company recorded a \$22.0 million non-cash impairment charge, for the full carrying value of goodwill in the rotational molding reporting unit, included in the Material Handling Segment, as discussed in Note 7.

Net Interest Expense:

<i>(dollars in thousands)</i>	Quarter Ended September 30.		Change	% Change
	2025	2024		
Net interest expense	\$ 7,497	\$ 8,091	\$ (594)	(7.3)%
Average outstanding borrowings, net	\$ 384,348	\$ 414,953	\$ (30,605)	(7.4)%
Weighted-average borrowing rate	8.04%	8.40%		

Net interest expense for the quarter ended September 30, 2025 was \$7.5 million, a decrease of \$0.6 million, or 7.3%, compared with \$8.1 million for the quarter ended September 30, 2024. The lower net interest expense was due to lower average outstanding borrowings and a lower weighted-average borrowing rate for the quarter ended September 30, 2025.

Income Taxes:

<i>(dollars in thousands)</i>	Quarter Ended September 30.	
	2025	2024
Income (loss) before income taxes	\$ 10,192	\$ (12,855)
Income tax expense (benefit)	\$ 3,104	\$ (1,977)
Effective tax rate	30.5%	15.4%

The Company's effective tax rate was 30.5% and 15.4% for the quarters ended September 30, 2025 and 2024, respectively. The difference in the effective tax rate as compared to the 21% US federal statutory rate is primarily driven by fixed non-deductible expenses in both the current and prior year, with the prior year including expenses related to the Signature acquisition, that partially offset the income tax benefit from the prior year quarters net loss before income taxes.

Comparison of the Nine Months Ended September 30, 2025 to the Nine Months Ended September 30, 2024

Net Sales:

(dollars in thousands)

Segment	Nine Months Ended September 30,		Change	% Change
	2025	2024		
Material Handling	\$ 469,839	\$ 468,951	\$ 888	0.2%
Distribution	152,202	163,543	(11,341)	(6.9)%
Inter-company sales	(273)	(89)	(184)	
Total net sales	\$ 621,768	\$ 632,405	\$ (10,637)	(1.7)%

Net sales for the nine months ended September 30, 2025 were \$621.8 million, a decrease of \$10.6 million or 1.7% compared to the nine months ended September 30, 2024. Net sales decreased due to lower pricing of \$15.3 million, lower volume of \$0.9 million and the effect of unfavorable currency translation of \$0.8 million, partially offset by \$6.4 million of incremental sales from the acquisition of Signature on February 8, 2024, included in the Material Handling Segment.

Net sales in the Material Handling Segment increased \$0.9 million or 0.2% for the nine months ended September 30, 2025 compared to the nine months ended September 30, 2024. Net sales increased due to higher volume of \$6.0 million and \$6.4 million of incremental sales from the acquisition of Signature on February 8, 2024, partially offset by lower pricing of \$10.7 million and the effect of unfavorable currency translation of \$0.8 million.

Net sales in the Distribution Segment decreased \$11.3 million or 6.9% for the nine months ended September 30, 2025 compared to the nine months ended September 30, 2024, primarily due to lower pricing of \$4.6 million and lower volume of \$6.8 million.

Cost of Sales & Gross Profit:

(dollars in thousands)

	Nine Months Ended September 30,		Change	% Change
	2025	2024		
Cost of sales	\$ 413,458	\$ 427,489	\$ (14,031)	(3.3)%
Gross profit	\$ 208,310	\$ 204,916	\$ 3,394	1.7%
Gross profit as a percentage of sales	33.5%	32.4%		

Gross profit increased \$3.4 million, or 1.7%, for the nine months ended September 30, 2025 compared to the nine months ended September 30, 2024, as the benefits of the acquisition of Signature on February 8, 2024, lower material costs and favorable mix, were partially offset by lower pricing and volume as described under Net Sales above and unfavorable cost productivity. Gross margin was 33.5% for the nine months ended September 30, 2025 compared with 32.4% for the nine months ended September 30, 2024.

Selling, General and Administrative Expenses:

(dollars in thousands)

	Nine Months Ended September 30,		Change	% Change
	2025	2024		
SG&A expenses	\$ 132,551	\$ 129,747	\$ 2,804	2.2%
SG&A expenses as a percentage of sales	21.3%	20.5%		

Selling, general and administrative (“SG&A”) expenses for the nine months ended September 30, 2025 were \$132.6 million, an increase of \$2.8 million or 2.2% compared to the same period in the prior year. Increases in SG&A expenses for the nine months ended September 30, 2025 were primarily due to \$6.8 million of higher incentive compensation, including reversals of incentive compensation in 2024, \$1.9 million of higher legal fees, \$0.2 million of higher facility costs, \$3.1 million of incremental SG&A from the acquisition of Signature on February 8, 2024 and \$7.0 million of higher restructuring costs as described in Note 4, partially offset by a \$3.2 million recovery of purchased credit deteriorated assets that was recognized as a reduction to bad debt expense, \$4.4 million of lower acquisition and integration costs due to the Signature acquisition as described in Note 3, in addition to \$3.0 million of lower variable selling expenses, \$2.9 million of lower salaries and benefits, \$2.8 million of lower professional fees and \$0.7 million of lower commissions. Environmental matters as described in Note 10 also resulted in a net \$0.7 million of income for the nine months ended September 30, 2024.

Depreciation and amortization:

Depreciation and amortization, exclusive of amounts within *Cost of sales*, decreased \$0.4 million to \$13.2 million for the nine months ended September 30, 2025 as compared to \$13.6 million for the nine months ended September 30, 2024. The decrease was primarily related to asset disposals in conjunction with the facility consolidations, as described in Note 4.

Freight out:

Freight out costs decreased \$1.3 million to \$8.1 million for the nine months ended September 30, 2025 as compared to \$9.4 million for the nine months ended September 30, 2024. The decrease was primarily related to product and customer mix and lower overall sales volume.

(Gain) loss on disposal of fixed assets:

During the nine months ended September 30, 2025 the Company recognized \$0.1 million of losses on the disposal of fixed assets primarily related to fixed asset disposals and impairments recognized in conjunction with the previously announced facility consolidations as described in Note 4, partially offset by a gain on the sale of fixed assets. During the nine months ended September 30, 2024 the Company recognized \$0.3 million of losses on the disposal of fixed assets primarily related to the sale of fixed assets.

Impairment Charges:

During the nine months ended September 30, 2024, the Company recorded a \$22.0 million non-cash impairment charge, for the full carrying value of goodwill in the rotational molding reporting unit, included in the Material Handling Segment, as discussed in Note 7.

Net Interest Expense:

<i>(dollars in thousands)</i>	<u>Nine Months Ended September 30,</u>		<u>Change</u>	<u>% Change</u>
	<u>2025</u>	<u>2024</u>		
Net interest expense	\$ 22,247	\$ 23,176	\$ (929)	(4.0)%
Average outstanding borrowings, net	\$ 399,113	\$ 372,759	\$ 26,354	7.1%
Weighted-average borrowing rate	7.85%	8.60%		

Net interest expense for the nine months ended September 30, 2025 was \$22.2 million, a decrease of \$0.9 million, or 4.0%, compared with \$23.2 million for the nine months ended September 30, 2024. The lower net interest expense was due to higher average outstanding borrowings as a result of the acquisition of Signature, which was funded through an amendment and restatement of Myers' existing loan agreement discussed below, offset by a lower weighted-average borrowing rate for the nine months ended September 30, 2025.

Income Taxes:

<i>(dollars in thousands)</i>	<u>Nine Months Ended September 30,</u>	
	<u>2025</u>	<u>2024</u>
Income before income taxes	\$ 32,071	\$ 6,667
Income tax expense	\$ 8,473	\$ 3,763
Effective tax rate	26.4%	56.4%

The Company's effective tax rate was 26.4% and 56.4% for the nine months ended September 30, 2025 and 2024, respectively. The decrease in the effective tax rate is driven by a current year benefit related to the termination of the Company's pension plan, higher fixed non-deductible expenses in the prior year, including expenses related to the Signature acquisition plus the tax effect of impairment charges in the prior year.

Liquidity and Capital Resources:

The Company's primary sources of liquidity are cash on hand, cash generated from operations and availability under the Amended Loan Agreement (defined below). At September 30, 2025, the Company had \$48.0 million of cash, \$244.7 million available under the Amended Loan Agreement and outstanding debt of \$369.4 million, including the finance lease liability of \$8.2 million. Based on this liquidity and borrowing capacity, the Company believes it is well-positioned to manage through the working capital demands and the heightened uncertainty in the current macroeconomic environment. The Company believes that cash on hand, cash flows from operations and available capacity under its Amended Loan Agreement will be sufficient to meet expected business requirements including capital expenditures, dividends, working capital, debt service, and to fund future growth.

Operating Activities

Net cash provided by operating activities was \$64.2 million for the nine months ended September 30, 2025, compared to \$51.9 million in the same period in 2024. The increase was primarily due to changes in working capital as cash generated from working capital was \$9.4 million for the nine months ended September 30, 2025, as compared to cash used for working capital of \$9.1 million in the prior year to date period.

Investing Activities

Net cash used for investing activities was \$15.3 million for the nine months ended September 30, 2025 compared to cash used of \$365.5 million for the same period in 2024. In 2024, the Company paid \$348.3 million to acquire Signature, net of cash acquired and working capital adjustments, as discussed in Note 3. Capital expenditures were \$15.9 million and \$17.3 million for the nine months ended September 30, 2025 and 2024, respectively. Full year 2025 capital expenditures are expected to be approximately 3% of revenue.

Financing Activities

Cash used by financing activities was \$33.0 million for the nine months ended September 30, 2025 compared to cash provided by financing activities of \$313.0 million for the same period in 2024. Net borrowings (repayments) of the Company's revolving credit facility were \$0.0 million and \$(15.0) million for the nine months ended September 30, 2025 and 2024, respectively. The company also made scheduled repayments of the Term Loan A totaling \$15.0 million and \$10.0 million for the nine months ended September 30, 2025 and 2024, respectively. Net proceeds from the issuance of common stock in connection with incentive stock exercises were \$0.9 million and \$3.1 million for the nine months ended September 30, 2025 and 2024, respectively. Cash paid for tax withholdings on vesting of stock compensation totaled \$0.9 million and \$2.0 million for the nine months ended September 30, 2025 and 2024, respectively. The company also used \$2.0 million for the repurchase of its common stock during the nine months ended September 30, 2025, as described in Note 8. In connection with the Signature acquisition in 2024, the Company received proceeds of \$400 million under a new term loan facility and repaid \$38.0 million of senior unsecured notes in conjunction with an amendment and restatement to the Loan Agreement described below. Fees paid for the amendment and restatement to the Loan Agreement in February 2024 totaled \$9.2 million. The Company also used cash to pay dividends of \$15.4 million for both the nine months ended September 30, 2025 and 2024.

Credit Sources

Repayment and termination of Senior Unsecured Notes

On January 12, 2024, the Company repaid \$26.0 million of senior unsecured notes upon maturity using cash on hand and availability under the Loan Agreement. On February 6, 2024, in connection with the first amendment and restatement to the Loan Agreement described below, the Company prepaid the remaining \$12.0 million face value of senior unsecured notes, which were due January 15, 2026, using availability under the revolving credit facility under the Loan Agreement. After giving effect to the payment in full, all outstanding senior unsecured notes under the Note Purchase Agreement have been paid and the Note Purchase Agreement has been terminated. In conjunction with the termination the Company recognized a loss on debt extinguishment of \$0.1 million, primarily representing the make-whole fees on the senior unsecured notes and the unamortized value of the original issuance discount.

First Amendment to Loan Agreement

On February 8, 2024, the Company entered into Amendment No. 1 to the Seventh Amended and Restated Loan Agreement ("Amendment No. 1"), which amended the Seventh Amended and Restated Loan Agreement (the "Loan Agreement" – see also Note 11) dated September 29, 2022 (collectively, the "Amended Loan Agreement"). Amendment No. 1, among other things, permitted the acquisition of Signature Systems and provided a new 5-year \$400 million term loan facility ("Term Loan A"). Term Loan A will amortize in eight quarterly installment payments of \$5 million beginning June 30, 2024, quarterly installment payments of \$10 million thereafter, and any remaining balance due upon maturity. Term Loan A may be voluntarily prepaid at any time, in whole or in part, without penalty or premium, however, all amounts repaid or prepaid in respect of Term Loan A may not be reborrowed.

Amendment No. 1 did not change the existing revolving credit facility's maturity date or \$250 million borrowing limit, which includes a letter of credit subfacility and swingline subfacility. In connection with Amendment No. 1, the Company incurred deferred financing fees of \$9.2 million.

On May 2, 2024, the Company entered into an interest rate swap agreement to mitigate the variable interest rate risk of borrowings under the Amended Loan Agreement. The swap has a beginning notional value of \$200.0 million, which reduces proportionately with scheduled Term Loan A amortization payments, and has a final maturity date of January 31, 2029. At September 30, 2025, the remaining notional value of the Company's interest rate swap totaled \$185.0 million. The swap is designated as a cash flow hedge and effectively results in a fixed rate of 4.606% plus the applicable margin for the hedged debt, as described in Notes 1 and 11.

As of September 30, 2025, \$244.7 million was available under the Amended Loan Agreement, after borrowings and the Company had \$5.3 million of letters of credit issued related to insurance and other financing contracts in the ordinary course of business. Borrowings under the Amended Loan Agreement bear interest at the Term SOFR, RFR, SONIA, EURIBOR and CORRA-based borrowing rates.

As of September 30, 2025, the Company was in compliance with all of its debt covenants. The most restrictive financial covenants for all of the Company's debt are a net leverage ratio (defined as net debt divided by earnings before interest, taxes, depreciation and amortization, as adjusted) and an interest coverage ratio (defined as earnings before interest, taxes, depreciation and amortization, as adjusted, divided by interest expense). The ratios as calculated under the terms of the Amended Loan Agreement as of and for the period ended September 30, 2025 are shown in the following table:

	Required Level	Actual Level
Interest Coverage Ratio	3.00 to 1 (minimum)	4.04
Net Leverage Ratio	3.25 to 1 (maximum)	2.64

Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements that have, or are reasonably expected to have, a material current or future effect on its financial condition, results of operations, liquidity, capital expenditures or capital resources at September 30, 2025.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Interest Rate Risk

The Company has certain financing arrangements that require interest payments based on floating interest rates, and to that extent, the Company's financial results are subject to changes in the market rate of interest. Borrowings under the Amended Loan Agreement bear interest at the Term SOFR, RFR, SONIA, EURIBOR and CORRA-based borrowing rates. Based on current debt levels at September 30, 2025, if market interest rates decrease or increase one percent, the Company's annual variable interest expense would change by approximately \$1.8 million.

The Company has entered into an interest rate swap agreement to mitigate the variable interest rate risk under the Amended Loan Agreement, which effectively results in a fixed rate debt on a portion of its outstanding borrowings. Based on current debt levels at September 30, 2025, if market interest rates decrease or increase one percent, the Company's annual fixed rate interest expense on the fair value of the interest rate swap would change by approximately \$5.1 million.

Foreign Currency Exchange Risk

Certain of the Company's subsidiaries operate in foreign countries and their financial results are subject to exchange rate movements. The Company has operations in Canada and the United Kingdom with foreign currency exposure, primarily due to U.S. dollar sales made from businesses in Canada and the United Kingdom to customers in the United States. The Company has a systematic program to limit its exposure to fluctuations in exchange rates related to certain assets and liabilities of its operations in Canada and the United Kingdom that are denominated in U.S. dollars. The net exposure is generally less than \$1 million. The foreign currency contracts and arrangements created under this program are not designated as hedged items under ASC 815, *Derivatives and Hedging*, and accordingly, the changes in the fair value of the foreign currency arrangements, which have been immaterial, are recorded in the Condensed Consolidated Statements of Operations (Unaudited). The Company's foreign currency arrangements are typically three months or less and are settled before the end of a reporting period. At September 30, 2025, the Company had no foreign currency arrangements or contracts in place.

Commodity Price Risk

The Company uses certain commodity raw materials, primarily plastic resins, and other commodities, such as natural gas, in its operations. The cost of operations can be affected by changes in the market for these commodities, particularly plastic resins. The Company currently has no derivative contracts to hedge changes in raw material pricing. The Company may from time to time enter into forward buy positions for certain utility costs, which were not material at September 30, 2025. Significant future increases in the cost of plastic resin or other adverse changes in the general economic environment could have a material adverse impact on the Company's financial position, results of operations or cash flows.

Item 4. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

The Company maintains disclosure controls and procedures, as defined under Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934, as amended, that are designed to ensure that information required to be disclosed in the Company's reports under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms and that such information is accumulated and communicated to the Company's management, including its Chief Executive Officer and Chief Financial Officer, as appropriate, to allow for timely decisions regarding required disclosure.

The Company carries out a variety of on-going procedures, under the supervision and with the participation of the Company's management, including the Company's Chief Executive Officer and Chief Financial Officer, to evaluate the effectiveness of the design and operation of the Company's disclosure controls and procedures. Based on the foregoing, the Company's Chief Executive Officer and Chief Financial Officer concluded that the Company's disclosure controls and procedures were effective as of September 30, 2025.

Changes in Internal Control Over Financial Reporting

During the nine months ended September 30, 2025, there have been no changes in our internal control over financial reporting during the period covered by this report that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II – Other Information

Item 1. Legal Proceedings

Certain legal proceedings in which the Company is involved are discussed in Note 10, Contingencies, in the Unaudited Condensed Consolidated Financial Statements in Part I of this report, and Part I, Item 3 of the Company's Annual Report on Form 10-K for the year ended December 31, 2024. The Company's disclosures relating to legal proceedings in Note 10, Contingencies, in the Unaudited Condensed Consolidated Financial Statements in Part I of this report are incorporated into Part II of this report by reference. The Company is a defendant in various lawsuits and a party to various other legal proceedings, in the ordinary course of business, some of which are covered in whole or in part by insurance. We believe that the outcome of these lawsuits and other proceedings will not individually or in the aggregate have a future material adverse effect on our consolidated financial position, results of operations or cash flows.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

The following table presents information regarding the Company's stock repurchase plans during the quarter ended September 30, 2025:

	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of the Publicly Announced Plans or Programs	Maximum dollar value of Shares that may yet be Purchased Under the Plans or Programs (1)
7/1/2025 to 7/31/2025	—	\$ —	116,884	\$ 8,500,093
8/1/2025 to 8/31/2025	30,579	16.37	147,463	7,999,472
9/1/2025 to 9/30/2025	—	—	147,463	7,999,472

- (1) On February 27, 2025, the Board authorized the repurchase of up to \$10.0 million in shares of the Company's common stock, effective March 10, 2025 (the "2025 Repurchase Program"). The 2025 Repurchase Program replaces the Company's previously authorized repurchase program, and will end on the first to occur of reaching the maximum amount of \$10.0 million in repurchases or December 31, 2025. Repurchases under the 2025 repurchase program may be made in the open market at prevailing market prices, through accelerated share repurchases, through privately negotiated transactions, in block trades, and/or through other legally permissible means, depending on market conditions and in accordance with applicable rules and regulations and the Company's insider trading policy.

Item 5. Other Information

Securities Trading Plans of Directors and Executive Officers

During the three months ended September 30, 2025, none of our directors or executive officers adopted or terminated any contract, instruction or written plan for the purchase or sale of Company securities that was intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) or any “non-Rule 10b5-1 trading arrangement.”

Item 6. Exhibits

- 3.1 [Myers Industries, Inc. Second Amended and Restated Articles of Incorporation. Reference is made to Exhibit 3.1 to Form 8-K filed with the SEC on April 29, 2021.](#)
- 3.2 [Myers Industries, Inc. Amended and Restated Code of Regulations. Reference is made to Exhibit 3.2 to Form 8-K filed with the SEC on April 29, 2021.](#)
- 10.1 [Restricted Stock Unit Award Agreement under the Myers Industries, Inc. 2024 Long-Term Incentive Plan between Myers Industries, Inc. and Samantha Rutty dated September 22, 2025.* \(filed herewith\)](#)
- 10.2 [Sign-On Bonus Agreement between Myers Industries, Inc. and Samantha Rutty dated September 22, 2025.* \(filed herewith\)](#)
- 31.1 [Certification of Aaron M. Schapper, President and Chief Executive Officer of Myers Industries, Inc., pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.](#)
- 31.2 [Certification of Samantha Rutty, Executive Vice President and Chief Financial Officer of Myers Industries, Inc., pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.](#)
- 32.1 [Certifications of Aaron M. Schapper, President and Chief Executive Officer, and Samantha Rutty, Executive Vice President and Chief Financial Officer, of Myers Industries, Inc., pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.](#)
- 101 The following financial information from Myers Industries, Inc. Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2025, formatted in inline XBRL includes: (i) Condensed Consolidated Statements of Operations, (ii) Condensed Consolidated Statements of Comprehensive Income (Loss), (iii) Condensed Consolidated Statements of Financial Position, (iv) Condensed Consolidated Statements of Shareholders' Equity, (v) Condensed Consolidated Statements of Cash Flows and (vi) the Notes to Condensed Consolidated Financial Statements.
- 104 Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 101).
- * Indicates executive compensation plan or arrangement

SIGNATURE

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 thereunto duly authorized.

October 30, 2025

MYERS INDUSTRIES, INC.

/s/ Samantha Rutty

Samantha Rutty
Executive Vice President and Chief Financial Officer
(Principal Financial and Accounting Officer)

**RESTRICTED STOCK UNIT AWARD AGREEMENT
(2025)**

This Restricted Stock Unit Award Agreement (the “Agreement”) is made as of September 22, 2025 (the “Grant Date”) by and between Myers Industries, Inc., an Ohio corporation (the “Company”), and Samantha Rutty, an employee (the “Employee”) of the Company or one or more of its Subsidiaries.

WHEREAS, the Company has heretofore adopted the Myers Industries, Inc. 2024 Long-Term Incentive Plan, as amended from time to time (the “Plan”); and

WHEREAS, it is a requirement of the Plan that a Restricted Stock Unit Award Agreement be executed to evidence the Restricted Stock Units (“Stock Units”) awarded to the Employee.

NOW, THEREFORE, in consideration of the mutual covenants hereinafter set forth, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto have agreed, and do hereby agree as follows:

1. Grant of Stock Units. The Company hereby grants to the Employee an Award of 19,221 Stock Units on the terms and conditions set forth herein and in the Plan. Each Stock Unit represents an unfunded, unsecured right of the Employee to receive the payment of one share of Stock (a “Share”) on the date that payment is made with respect to the Stock Unit.

2. Rights and Restrictions with Respect to Stock Units.

(a) The Stock Units granted pursuant to this Agreement represent an unfunded and unsecured obligation of the Company, and the Employee shall have no rights with respect to the Stock Units other than those of a general creditor of the Company. Prior to the issuance of Shares as payment with respect to the Stock Units, the Employee shall have no rights of ownership in or to the Shares underlying the Stock Units and shall not be deemed the beneficial owner of such Shares.

(b) Except as otherwise provided in this Agreement, none of the Stock Units may be sold, exchanged, transferred, pledged, hypothecated or otherwise encumbered or subject to any lien, obligation or liability of the Employee to any party (other than the Company or a Subsidiary or affiliate thereof), or assigned or transferred by the Employee otherwise than by will or the laws of descent and distribution or to the Employee’s Beneficiary upon the death of the Employee.

3. Vesting of the Stock Units.

(a) Subject to Section 3(b), the Stock Units subject to this Agreement shall vest in two equal installments on the first and second anniversaries of the Grant Date (each such date, a “Vesting Date”); provided, however, that, if earlier, any outstanding but unvested Stock Units shall become immediately vested upon any of the following “Acceleration Events”: (i) termination of the Employee’s employment with the Company and its Subsidiaries by reason of the Employee’s death, Disability (as defined below), or Retirement (as defined below), or (ii) termination of the Employee’s employment with the Company and its Subsidiaries without Cause (as defined herein unless defined in any written agreement or severance plan between the Company and the Employee in effect at the time of such termination of employment) if by the Company or for Good Reason (as defined herein unless defined in any written agreement or severance plan between the Company and the Employee in effect at the time of such termination of employment) if by the Employee, in either case following a Change of Control of the Company.

(b) In the event of a termination of the Employee’s employment with the Company and its Subsidiaries for any reason other than an Acceleration Event, the Stock Units that have not vested as of the date of such termination shall be immediately and automatically forfeited to the Company without notice for no consideration.

(c) For purposes of this Agreement, “Disability” shall mean a physical or mental incapacity that prevents the Employee from performing the Employee’s duties for a total of one hundred eighty (180) days in any twenty four (24) month period, and “Retirement” shall mean the Employee’s voluntary termination of employment after attaining age sixty (60) and completing at least five (5) years of service.

4. Payment and Issuance of Shares.

(a) **General Provision.** On each Vesting Date or, if earlier, within thirty (30) days following an Acceleration Event (each such date, a “Payment Date”), the Company shall make a payment to the Employee of one Share for every Stock Unit that became vested as of such Vesting Date or Acceleration Event, as applicable (and with respect to which a payment has not previously been made pursuant to this Section 4), as payment with respect to each such vested Stock Unit.

(b) **Dividends.** If any dividends are declared on the Shares while the Stock Units subject to this Agreement are outstanding, the Company shall make a payment to the Employee on each Payment Date with respect to each Stock Unit that became vested as of the applicable Vesting Date or Acceleration Event, as applicable, in an amount equal to the aggregate amount of dividends that would have been payable to the Employee with respect to each such vested Stock Unit had such vested Stock Unit instead been an issued and outstanding Share on the record date of any such dividends (the “Dividend Equivalent Amount”), but only to the extent that the Dividend Equivalent Amount has not previously been paid to the Employee with respect to such vested Stock Unit. At the Company’s discretion, payment of the Dividend Equivalent Amount may be made in cash or in Shares having a Fair Market Value on the Payment Date equal to the Dividend Equivalent Amount.

(c) **Manner of Delivery.** At the Company’s election, the Company shall cause the Shares delivered as payment with respect to the vested Stock Units to be evidenced (i) by a book entry account maintained by the Company’s stock transfer agent (the “Transfer Agent”), (ii) by a certificate issued in the Employee’s name, or (iii) by delivery to the Employee’s individual share holdings account in the Company’s equity plan manager’s system (“Employee’s Account”).

(d) **Shareholder Status.** Upon the earliest of (i) the date the Shares are evidenced in a book entry account maintained by the Transfer Agent, (ii) the date a certificate for the Shares is issued in the Employee’s name, or (iii) the date the Shares are delivered to the Employee’s Account, the Employee shall be a shareholder with respect to the Shares and shall have all of the rights of a shareholder with respect to the Shares, including the right to vote the Shares and to receive any dividends and other distributions paid with respect to the Shares.

(e) **Mandatory Holding Period.** The Employee shall maintain beneficial ownership of all Shares delivered as payment with respect to vested Stock Units, less any Shares disposed of in order to satisfy tax withholding requirements, until the earlier to occur of the first anniversary of the Vesting Date of such Stock Units or the Employee’s termination of employment for any reason. For purposes hereof, beneficial ownership shall be determined in accordance with Section 16 of the Exchange Act.

(f) **Cash Payment Election.** Notwithstanding anything to the contrary herein, following a Change of Control of the Company, the Company or its successor, at its election, may elect to make any payment required to be made to the Employee pursuant to this Section 4 in cash rather than Shares.

5. Taxes. The Employee shall be required to pay to the Company or any Subsidiary or affiliate of the Company, and the Company or any Subsidiary or affiliate of the Company shall have the right and is hereby authorized to withhold, from any cash, Shares or other securities or other property deliverable under this Award or from any other compensation or other amounts owing to the Employee, the amount (in cash, Shares, other securities or other property) of any required withholding taxes in respect of the Award or any payment or transfer under the Award and to take such other action as may be necessary in the opinion of the Committee or the Company to satisfy all obligations for the payment of such withholding and taxes.

6. No Right to Employment. Nothing in this Agreement shall confer upon the Employee any right to continue in the employ of the Company or any of its Subsidiaries or interfere with or restrict in any way with the right of the Company or any such Subsidiary to terminate the Employee's employment at any time for any reason whatsoever, with or without Cause.

7. Acknowledgement and Section 409A Compliance.

(a) The Employee acknowledges that neither the Company nor any of the Company's affiliates, officers, shareholders, employees, agents or representatives has provided or is providing the Employee with tax advice regarding the Stock Units subject to this Agreement or any other matter, and the Company has urged the Employee to consult with the Employee's own tax advisor with respect to the tax consequences associated with the Stock Units subject to this Agreement.

(b) It is intended that this Award of Stock Units comply with Section 409A of the Code, and this Award and the terms of this Agreement shall be interpreted and administered in a manner consistent with such intent, although in no event shall the Company have any liability to the Employee if this Award or the terms of this Agreement are determined not to comply with Section 409A of the Code. For purposes of this Agreement, termination of employment means a "separation from service" within the meaning of Treasury Regulations Section 1.409A-1(h).

(c) Whenever payment under this Agreement specifies a payment period with reference to a number of days (e.g., payment may be made within thirty (30) days after the Acceleration Event), the actual date of payment within the specified period will be determined solely by the Company.

(d) If the Employee is a "specified employee" within the meaning of Section 409A of the Code at the time of the Employee's "separation from service" within the meaning of Section 409A of the Code, then any payment otherwise required to be made to the Employee under this Agreement on account of the Employee's separation from service, to the extent such payment (after taking into account all exclusions applicable to such payment under Section 409A of the Code) is properly treated as deferred compensation subject to Section 409A of the Code, shall not be made until the first business day after (i) the expiration of six (6) months from the date of the Employee's separation from service, or (ii) if earlier, the date of the Employee's death.

(e) The Employee's right to receive each installment of Stock Units shall be treated as separate payments for purposes of Section 409A of the Code.

8. Cause and Good Reason. For purposes of this Agreement, the terms "Cause" and "Good Reason" shall have the following meanings:

(a) "Cause" means: (i) the commission by the Employee (evidenced by a conviction or written, voluntary and freely given confession) of a criminal act constituting a felony involving fraud or moral turpitude; (ii) the repeated failure of the Employee to follow the reasonable directives of the Employee's superiors after having been given written notice thereof; or (iii) commission by the Employee of any act, which both (A) constitutes gross negligence or willful misconduct and (B) results in material economic harm to the Company or has a materially adverse effect on the Company's operations, properties or business relationships.

(b) "Good Reason" means the occurrence of one or more of the following conditions arising without the consent of the Employee: (i) a material diminution in the Employee's annual base salary; (ii) a material diminution in the Employee's duties and responsibilities; or (iii) a material change in the geographic location at which the Employee must perform the Employee's duties. In order for a condition to constitute Good Reason, the Employee must provide written notification to the Company of the existence of the condition within forty-five (45) days of the initial existence of the condition (or within forty-five (45) days following the Employee actually becoming aware of such condition, if later), upon the notice of which the Company shall have a period of thirty (30) days during which it may remedy the condition. Furthermore, to constitute a Good Reason, the Employee must voluntarily terminate employment with the Company within one hundred eighty (180) days following the initial existence of the condition (or within one hundred eighty (180) days following the Employee actually becoming

aware of such condition). The parties agree that “Good Reason” will not be deemed to have occurred merely because the Company becomes a subsidiary or division of another entity following a Change of Control.

9. Incorporation of Provisions of the Plan. All of the provisions of the Plan pursuant to which the Stock Units are granted are hereby incorporated by reference and made a part hereof as if specifically set forth herein, and to the extent of any conflict between this Agreement and the terms contained in the Plan, the Plan shall control. To the extent any capitalized terms are not otherwise defined herein, they shall have the meanings set forth in the Plan.

10. Invalidity of Provisions. The invalidity or unenforceability of any provision of this Agreement as a result of a violation of any state or federal law, or of the rules or regulations of any governmental regulatory body, shall not affect the validity or enforceability of the remainder of this Agreement.

11. Waiver and Modification. The provisions of this Agreement may not be waived or modified unless such waiver or modification is in writing and signed by the parties hereto.

12. Interpretation. All decisions or interpretations made by the Committee with regard to any question arising under the Plan or this Agreement as provided by Section 3 of the Plan, shall be binding and conclusive on the Company and the Employee.

13. Multiple Counterparts. This Agreement may be signed in multiple counterparts, all of which together shall constitute an original agreement. The execution by one party of any counterpart shall be sufficient execution by that party, whether or not the same counterpart has been executed by any other party.

14. Governing Law. The validity, construction, and effect of this Agreement, and any rules and regulations relating to this Agreement, shall be determined in accordance with the laws of the State of Ohio, without giving effect to principles of conflicts of laws, and applicable provisions of federal law.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the Company has caused this Agreement to be duly executed, and the Employee has hereunto set the Employee's hand, all as of the day and year first above written.

MYERS INDUSTRIES, INC.

By: /s/ Aaron Schapper
Its: President & Chief Executive Officer

EMPLOYEE

/s/ Samantha Rutty
Samantha Rutty

SIGN-ON BONUS AGREEMENT

This Sign-On Bonus Agreement (the “Agreement”) is made effective as of September 22, 2025 by and between Myers Industries, Inc., an Ohio corporation (the “Company”), and Samantha Rutty (the “Employee”).

WHEREAS, the Employee’s employment with the Company shall begin on September 22, 2025 (the “Start Date”); and

WHEREAS, the Company has agreed to pay the Employee a sign-on bonus, subject to the terms and conditions set forth in this Agreement.

NOW, THEREFORE, in consideration of the mutual covenants hereinafter set forth, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto have agreed, and do hereby agree as follows:

1. **Sign-On Bonus.** Subject to the terms and conditions set forth in this Agreement, the Company agrees to pay the Employee a one-time sign-on cash bonus of \$580,000 (the “Sign-On Bonus”), subject to all applicable taxes and withholdings. The Sign-On Bonus shall be paid in two equal installments of \$290,000 as follows: (a) the first installment shall be paid on the first regular payroll date of the Company following the Start Date; and (b) the second installment shall be paid on the first regular payroll date of the Company following the six month anniversary of the Start Date (each such payroll date, a “Payment Date”); provided, however, that each installment shall be subject to the Employee’s continued employment on the applicable Payment Date.

2. **Repayment of Sign-On Bonus.** If, within one year following the Start Date, the Employee’s employment with the Company is terminated by the Company for Cause or by the Employee without Good Reason, the Employee shall repay to the Company, within ten days following the date of the Employee’s termination of employment, the entire Sign-On Bonus amount received by the Employee as of the date of the Employee’s termination of employment (the “Repayment Amount”). The Employee hereby authorizes the Company to withhold the Repayment Amount from any other amounts the Company may owe to the Employee (but, for the avoidance of doubt, the Employee shall be required to directly repay the Company to the extent such withheld amounts do not fully satisfy the Repayment Amount). For purposes of this Agreement, “Cause” and “Good Reason” shall have the meanings set forth in the Myers Industries, Inc. Senior Officer Severance Plan, as may be amended and/or restated from time to time (the “Severance Plan”).

3. **Entire Agreement.** This Agreement contains the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior agreements and understandings, written or oral, with respect thereto.

4. **No Right to Employment.** Nothing in this Agreement shall confer upon the Employee any right to continue in the employ of the Company or any of its Affiliates (as defined in the Severance Plan) or interfere with or restrict in any way the right of the Company or any such Affiliate to terminate the Employee’s employment at any time for any reason whatsoever, with or without Cause.

5. **Invalidity of Provisions.** The invalidity or unenforceability of any provision of this Agreement as a result of a violation of any state or federal law, or of the rules or regulations of any governmental regulatory body, shall not affect the validity or enforceability of the remainder of this Agreement.

5. **Waiver and Modification.** The provisions of this Agreement may not be waived or modified unless such waiver or modification is in writing and signed by the parties hereto.

6. **Interpretation.** All decisions or interpretations made by the Company with regard to any question arising under this Agreement, shall be binding and conclusive on the Company and the Employee.

7. **Multiple Counterparts.** This Agreement may be signed in multiple counterparts, all of which together shall constitute an original agreement. The execution by one party of any counterpart shall be sufficient execution by that party, whether or not the same counterpart has been executed by any other party.

8. **Governing Law.** The validity, construction, and effect of this Agreement, and any rules and regulations relating to this Agreement, shall be determined in accordance with the laws of the State of Ohio, without giving effect to principles of conflicts of laws.

9. **Section 409A.** This Sign-On Bonus is intended to be exempt from the requirements of Section 409A of the Internal Revenue Code of 1986, as amended, and accordingly, this Agreement shall be interpreted in a manner consistent therewith.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the Company has caused this Agreement to be duly executed, and the Employee has hereunto set the Employee's hand, all as of the day and year first above written.

MYERS INDUSTRIES, INC.

By: /s/ Aaron Schapper
Aaron Schapper
President & Chief Executive Officer

EMPLOYEE

/s/ Samantha Ruty
Samantha Ruty

Exhibit 31.1
Certification Per Section 302 of the Sarbanes-Oxley Act of 2002

I, Aaron M. Schapper, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Myers Industries, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f), for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected or is reasonably likely to materially affect the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: October 30, 2025

/s/ Aaron M. Schapper

Aaron M. Schapper, President and Chief Executive Officer

Exhibit 31.2
Certification Per Section 302 of the Sarbanes-Oxley Act of 2002

I, Samantha Rutty, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Myers Industries, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f), for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected or is reasonably likely to materially affect the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: October 30, 2025

/s/ Samantha Rutty

Samantha Rutty, Executive Vice President and Chief Financial Officer

Exhibit 32.1
CERTIFICATION
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Myers Industries, Inc. (the Company) on Form 10-Q for the period ended September 30, 2025, as filed with the Securities and Exchange Commission on the date hereof (the Report), I, Aaron M. Schapper, President and Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, and to my knowledge:

- (1) The Quarterly Report on Form 10-Q of the Company for the period ended September 30, 2025 which this certification accompanies fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: October 30, 2025

/s/ Aaron M. Schapper

Aaron M. Schapper, President and Chief Executive Officer

Exhibit 32.1
CERTIFICATION
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Myers Industries, Inc. (the Company) on Form 10-Q for the period ended September 30, 2025, as filed with the Securities and Exchange Commission on the date hereof (the Report), I, Samantha Rutty, Executive Vice President and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, and to my knowledge:

- (1) The Quarterly Report on Form 10-Q of the Company for the period ended September 30, 2025 which this certification accompanies fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: October 30, 2025

/s/ Samantha Rutty

Samantha Rutty, Executive Vice President and Chief Financial Officer

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.
