

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

FORM 8-K

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

Date of Report (Date of earliest event reported): September 24, 2025



KBR, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

001-33146
(Commission File Number)

20-4536774
(I.R.S. Employer Identification No.)

601 Jefferson Street
Suite 3400
Houston, Texas 77002
(Address of principal executive offices)

Registrant's telephone number including area code: (713) 753-2000

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

<u>Title of each class</u>	<u>Trading symbol</u>	<u>Name of each exchange on which listed</u>
Common Stock, \$0.001 par value	KBR	New York Stock Exchange

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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

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

Emerging growth company

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.

ITEM 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) Departure of Directors or Certain Officers.

In connection with Shad E. Evans' appointment as Chief Financial Officer of KBR, Inc. ("KBR") (as described below), effective as of January 5, 2026, Mark W. Sopp, Executive Vice President and Chief Financial Officer of KBR, will transition into a newly created role, overseeing the team responsible for the Spin-Off (as defined below).

(c) Appointment of Certain Officers.

On September 22, 2025, KBR appointed Mr. Evans, Senior Vice President of Financial Operations of KBR, to serve as Chief Financial Officer of KBR, effective as of January 5, 2026.

Mr. Evans, age 47, has served in his current position since January 1, 2025. Prior to that, Mr. Evans served as Senior Vice President and Chief Financial Officer of Sustainable Technology Solutions from May 2024, and before that he served as Senior Vice President of Finance Operations and Chief Accounting Officer from October 2020. Mr. Evans joined KBR as Chief Financial Officer of Technology Solutions on September 4, 2018. Before Mr. Evans' appointment with KBR, he was Vice President, Finance and Business Operations Security Detection and Automation at Leidos Holdings, Inc. Mr. Evans received his Bachelor of Science degree in Accounting from San Diego State University-California State University in 2000 and a Master of Business Administration in Finance from the University of San Diego in 2007. Mr. Evans has no family relationship with any director or executive officer of KBR. Mr. Evans has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

In connection with his appointment as Chief Financial Officer, Mr. Evans will receive (i) an annual base salary of \$575,000, prorated from the effective date of his appointment, as well as (ii) continued eligibility to participate in KBR's annual short-term incentive plan for 2026 with a target payout percentage of 90% of his base salary, as prorated from the effective date of his appointment, (iii) a long-term incentive award composed of restricted stock units, performance stock units and a performance cash and stock award under KBR's stock and incentive plan for 2026 with an estimated target grant date value of \$1,250,000 and (iv) continued eligibility to participate in the other compensation and benefit plans generally available to KBR's executives.

ITEM 7.01 Regulation FD Disclosure.

On September 24, 2025, KBR issued a press release announcing its plan to spin off its Mission Technology Solutions segment (the "Spin-Off"), in a transaction that is intended to be tax-free to KBR and its shareholders for U.S. federal income tax purposes. Copies of the press release and investor presentation materials are furnished as Exhibit 99.1 and 99.2, respectively, to this Current Report on Form 8-K.

The information furnished pursuant to this Item 7.01, including Exhibits 99.1 and 99.2, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended ("Exchange Act"), or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of KBR under the Securities Act of 1933, as amended, or the Exchange Act unless explicitly stated otherwise.

ITEM 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are filed as part of this report:

Exhibit No.	Description
99.1	KBR, Inc. press release dated September 24, 2025, titled, "KBR Announces Strategic Intent to Spin Off Mission Technology Solutions."
99.2	KBR, Inc. Strategic Intent to Spin Off Mission Technology Solutions Presentation Slides
104	Cover Page Interactive Data file (formatted as Inline XBRL)

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 hereunto duly authorized.

KBR, INC.

September 24, 2025

/s/ Sonia Galindo

Sonia Galindo

Executive Vice President, General Counsel & Corporate Secretary

KBR Announces Strategic Intent to Spin Off Mission Technology Solutions

Culmination of Decade-Long Portfolio Transformation to Focus on Differentiated Science, Technology, and Engineering Solutions for Mission Critical Applications

- Anticipates Unlocking Meaningful Value Creation through the Formation of Two Independent, Pure-Play Public Companies
 - New KBR to Continue to Build on Its Sustainable Technology Solutions Global Leadership across a Diverse Base of Process Technologies and Differentiated Services
 - SpinCo to Continue to Scale as a Highly Trusted, Government Services Provider Globally for Critical National Security and Space
- Spin-off Intended to be Tax-Free to KBR and its Shareholders and Expected to be Completed Mid-to-Late 2026; KBR to Hold Investor Days Prior to Completion
- Company to Host Conference Call Today at 8:00 a.m. ET



HOUSTON, TX, September 24, 2025 – KBR, Inc. (NYSE: KBR) today announced a plan, unanimously approved by its Board of Directors, to pursue a tax-free spin-off of its Mission Technology Solutions (MTS) segment. Upon completion, KBR and its shareholders will benefit from ownership in two pure-play public companies with enhanced strategic focus, operational independence, and financial flexibility.

Strategic Rationale and Benefits

The formation of two independent companies with distinct product and service offerings better positions New KBR and SpinCo to deliver long-term profitable growth and value for customers, associates, and shareholders. Each company is expected to benefit from:

- Enhanced strategic and management focus
 - Organizational agility and streamlined decision making
 - Increased end market focus, prioritized commercial resources, and sharpened go-to-market approaches
 - Greater capital allocation flexibility to support strategic imperatives, including potential future M&A transactions
 - Distinct and compelling investment profiles
-

Stuart Bradie, KBR Chair, President, and Chief Executive Officer, stated: "Over the last decade, we have successfully transformed KBR into a leading provider of differentiated, innovative, up-market science, technology, and engineering solutions with global scale, global reach, and global impact. Today's announcement of our plan to spin off MTS and form two pure-play companies marks a major milestone and pivotal step in KBR's evolution to unlock the next phase of value creation."

"After the spin-off, we expect both companies to retain key elements of KBR's unique values-driven culture and proven execution approach, providing a strong foundation for future profitable growth and returns. Both businesses comprise top talent, deep domain expertise, proprietary technologies, and an unwavering focus on delivering customer value."

New KBR (Sustainable Technology Solutions – "STS")

Synergistic and trusted technologies and capabilities serving diversified energy and critical infrastructure needs globally.

New KBR, comprising the Sustainable Technology Solutions business, will deliver proprietary IP-protected, process technologies that reduce emissions, increase efficiency, and advance energy transition. With trusted global capabilities and a strong track record for delivery, New KBR will continue to provide synergistic advisory and consulting services, high-end digitally enabled engineering, design, and program management across the asset lifecycle to its customers globally.

After the spin-off of MTS, New KBR will leverage its global leadership across a diverse base of over 85 process technologies, where it is uniquely positioned to benefit across the ammonia/syngas, chemical/petrochemicals, clean refining, and circular process/circular economy markets. New KBR will build on its proven track record of commercializing new technologies aligned with future demand needs to capture meaningful market potential, supported by strong secular trends.

New KBR is expected to benefit from its low capital intensity, access to diversified revenue streams, and robust free cash flow with high conversion rates.

SpinCo (Mission Technology Solutions – "MTS")

Scaled leader with deep domain expertise and mission-critical capabilities, enabling advantage for government customers globally.

SpinCo is aligned to high demand national security and space priorities, with growing budgets driven by secular trends.

SpinCo is expected to continue to benefit from its capital light model, diversified, long duration contracts with predictable cash flow, robust backlog, and strong marketplace

positions driven by customer intimacy and deep domain expertise. SpinCo has a history of successful, accretive acquisitions that have expanded capabilities and broadened its customer base. SpinCo will be well positioned post-spin to deliver profitable growth by leveraging its scaled, diversified, up-market capabilities and expansive global footprint.

Related Executive Leadership Updates

In connection with its plan to form two independent, publicly traded companies, KBR is announcing the following executive leadership updates:

- Post-spin, Stuart Bradie will serve as New KBR Chair, President, and Chief Executive Officer.
- Mark Sopp, current KBR EVP and Chief Financial Officer, will transition into a newly created role overseeing the team responsible for successfully spinning off MTS.
- Shad Evans, current SVP of Financial Operations, has been appointed KBR's Chief Financial Officer, succeeding Mr. Sopp, effective January 5, 2026, and will assume the role of New KBR Chief Financial Officer post-spin. Prior to his current role, Mr. Evans served as SVP and Chief Financial Officer of STS, and before that as SVP of Finance Operations and Chief Accounting Officer. He joined KBR in 2018 after more than a decade of experience in the industry.

The Board of Directors has engaged a leading search firm to support the selection of executive candidates to lead SpinCo.

Mr. Bradie concluded, "I want to thank Mark for his impactful contributions and dedication, as well as his partnership. I have the utmost confidence in his ability to lead the successful spin-off of MTS, as well as support a seamless CFO transition. Further, I want to congratulate Shad on his well-deserved appointment. I am immensely proud of what our team has accomplished in transforming KBR to prepare for this announcement today. The opportunities ahead for both New KBR and SpinCo – as two focused, independent public companies – are clear and compelling. I look forward to collaborating with our team over the next months and quarters to execute our plan and deliver shareholder value."

Transaction Details

KBR intends for the transaction to be tax-free to KBR and its shareholders for U.S. federal income tax purposes and is targeting completion by mid-to-late 2026. The transaction will be subject to final approval by KBR's Board of Directors and other customary conditions, including receipt of a favorable opinion of legal counsel and/or a private letter ruling from the U.S. Internal Revenue Service with respect to the tax treatment of the transaction for U.S. federal income tax purposes, the effectiveness of a

Form 10 registration statement filed with the U.S. Securities and Exchange Commission, and other regulatory approvals.

Fiscal Year 2025 Outlook

KBR is reaffirming its previously issued fiscal year 2025 outlook.

Conference Call Details

KBR will discuss this announcement on a conference call today, September 24th, at 8:00 a.m. ET. Webcast details and accompanying presentation will be available on the "Investors" section of KBR's website: investors.kbr.com.

A replay will be available shortly after the webcast on KBR's website or by telephone at +1.866.813.9403, passcode: 751093.

Advisors

Goldman Sachs & Co. LLC is acting as financial advisor to KBR and Wilmer Cutler Pickering Hale and Dorr LLP and Baker & McKenzie LLP are serving as legal counsel. Corbin Advisors, LLC is serving as strategic investor relations advisor.

About KBR

We deliver science, technology and engineering solutions to governments and companies around the world. KBR employs approximately 37,000 people worldwide with customers in more than 80 countries and operations in over 29 countries. KBR is proud to work with its customers across the globe to provide technology, value-added services, and long-term operations and maintenance services to ensure consistent delivery with predictable results. At KBR, We Deliver.

Visit www.kbr.com

Forward-Looking Statements

Certain statements contained in this press release constitute forward-looking statements within the meaning of the federal securities laws. Forward-looking statements include all statements that are not historical statements of fact, including statements regarding KBR's plans to spin-off its MTS segment; the descriptions of both New KBR and SpinCo following the spin-off; the anticipated timing, structure, benefits and tax treatment of the spin-off transaction; the strategic rationale, projected value creation and growth prospects of each of New KBR and SpinCo operating as standalone, public companies following the spin-off; and KBR's planned changes to its executive leadership team and expectations for its future financial performance. In addition, there is no assurance that the spin-off will be completed, that KBR's board of directors will continue to pursue the spin-off (even if there are no impediments to completion), that KBR will be able to

complete the spin-off or that the spin-off will be the most beneficial alternative considered.

When used in this press release, words such as "anticipate," "believe," "continue," "could," "estimate," "expect," "forecast," "future," "intend," "may," "plan," "project," "pursue," "should," or "will," and similar words are intended to identify forward-looking statements. Although these statements are based on management's current expectations and beliefs, forward-looking statements are inherently uncertain and are subject to numerous risks and uncertainties, many of which are beyond KBR's control, that could cause actual results to differ materially from the results expressed or implied by the statements. KBR may not actually achieve the plans, intentions or expectations disclosed in these forward-looking statements, and you should not place undue reliance on these forward-looking statements. These risks and uncertainties include, but are not limited to: uncertainties as to the structure and timing of the spin-off of the MTS segment; the possibility that closing conditions for a spin-off may not be satisfied or waived; the impact of the transaction on the New KBR and SpinCo businesses if the spin-off is completed; the possibility that the spin-off may not qualify for the expected tax treatment; the risk that any consents or approvals required in connection with the spin-off may not be received; the risk that the spin-off may be more difficult, time-consuming or costly than expected; the possibility that KBR may not retain key employees while the spin-off is pending or after it is completed; as well as other factors related to KBR's business, such as uncertainty, delays or reductions in government funding, appropriations and payments, including as a result of continuing resolution funding mechanisms, government shutdowns or changing budget priorities; developments and changes in government laws, regulations and regulatory requirements and policies that may require KBR to pause, delay or abandon new and existing projects; changes in the priorities, focus, authority and budgets of government agencies under the current administration that may impact KBR's existing projects and/or KBR's ability to win new contracts; the ongoing conflict between Russia and Ukraine and volatility and continued unrest in the Middle East and the related impacts on KBR's business; potential adverse economic and market conditions, such as interest rate and currency exchange rate fluctuations, or impacts of newly imposed U.S. tariffs and any additional responsive non-U.S. tariffs or other changes in trade policy, including impact tariffs could have on customer spend; KBR's ability to manage its liquidity; delays, cancellations or reversals of contract awards due to bid protests or legal challenges; the potential adverse outcome of and the publicity surrounding audits and investigations by domestic and foreign government agencies and legislative bodies; changes in capital spending by KBR's customers; KBR's ability to obtain contracts from existing and new customers and perform under those contracts; structural changes in the industries in which KBR operates; escalating costs associated with and the performance of fixed-fee projects and KBR's ability to control its cost under its contracts; claims negotiations and contract disputes with KBR's customers; changes in the demand for or price of oil and/or natural gas; protection of intellectual property rights; compliance with environmental laws; compliance with laws related to income taxes including compliance with the reconciliation bill H.R. 1; unsettled political conditions, war and the effects of terrorism;

foreign operations and foreign exchange rates and controls; the development and installation of financial systems; the possibility of cyber and malware attacks; increased competition for employees; the ability to successfully complete and integrate acquisitions; investment decisions by project owners; and operations of joint ventures, including joint ventures that are not controlled by KBR.

For a discussion of other risks and uncertainties, and other important factors, any of which could cause actual results to differ materially from those contained in the forward-looking statements, see the "Risk Factors" section, as well as discussions of potential risks, uncertainties and other important factors, in KBR's most recently filed Annual Report on Form 10-K, any subsequent Quarterly Reports on Form 10-Qs and Current Reports on Form 8-K, and other documents KBR may file from time to time with the U.S. Securities and Exchange Commission. The forward-looking statements included in this press release represent KBR's views as of the date hereof and should not be relied upon as representing KBR's views as of any date subsequent to the date hereof. Except as required by law, KBR undertakes no obligation to revise or update publicly any forward-looking statements for any reason.

For further information, please contact:

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KBR Announces Strategic Intent to Spin Off Mission Technology Solutions

September 24, 2025

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Forward-Looking Statements

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For a discussion of other risks and uncertainties, and other important factors, any of which could cause actual results to differ materially from those contained in the forward-looking statements, see the "Risk Factors" section, as well as discussions of potential risks, uncertainties and other important factors, in KBR's most recently filed Annual Report on Form 10-K, any subsequent Quarterly Reports on Form 10-Qs and Current Reports on Form 8-K, and other documents KBR may file from time to time with the U.S. Securities and Exchange Commission. The forward-looking statements included in this presentation represent KBR's views as of the date hereof and should not be relied upon as representing KBR's views as of any date subsequent to the date hereof. Except as required by law, KBR undertakes no obligation to revise or update publicly any forward-looking statements for any reason.

Non-GAAP Financial Measures

This presentation includes certain non-GAAP financial measures. Because not all companies calculate non-GAAP financial measures identically (or at all), the presentations herein may not be comparable to other similarly titled measures used by other companies. Further, such non-GAAP financial information should not be considered superior to, as a substitute for or as an alternative to the historical financial information of the company, if any, prepared in accordance with GAAP. Please refer to the appendix of this presentation for definitions and a reconciliation of Adj. EBITDA to the nearest GAAP measure.

Results herein are reported on a continuing operations basis and reflect HomeSafe Alliance JV ("HomeSafe") as discontinued operations. Unless otherwise noted, all historical results have been adjusted to reflect HomeSafe as discontinued operations. Refer to Note 17 "Discontinued Operations" in our Form 10-Q for the quarter ended July 4, 2025, for further details.

1

Culmination of decade-long portfolio transformation to focus on differentiated and innovative science, technology, and engineering solutions

2

Will result in two independent, pure play public companies better positioned to unlock meaningful value creation

“New KBR”
comprising
STS¹

“SpinCo”
comprising
MTS²

3

Both companies expected to benefit from enhanced strategic focus, operational independence, and financial flexibility

4

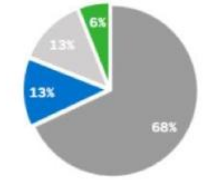
Transaction intended to be tax-free to KBR and its shareholders and expected to close mid-to-late 2026

¹ STS: Sustainable Technology Solutions
² MTS: Mission Technology Solutions

Pivotal Step Following Decade-Long Portfolio Transformation...

2015: MTS Portfolio Transformation

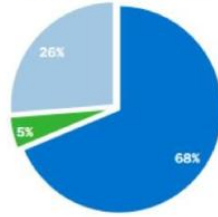
Revenues: \$5.1B



- Engineering & Construction
- Government Services
- Non-Strategic Business
- Technology & Consulting

2020: STS Portfolio Transformation

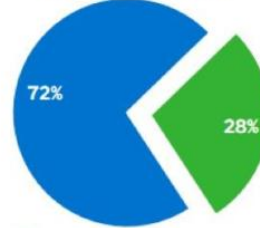
Revenues: \$5.8B



- Government Solutions
- Energy Solutions
- Technology Solutions

Going Forward: Spin-off to Create Two Leading Independent, Pure Play Public Companies

Revenues: \$8.0B



- Mission Technology Solutions
- Sustainable Technology Solutions

MTS

**TTM Q2'25
Revenues: \$5.8B**

STS

**TTM Q2'25
Revenues: \$2.2B**

- ✓ Acquired 13 businesses and divested 4 non-core businesses
- ✓ Exited commoditized services (including construction)
- ✓ Strategically shifted away from lump sum turnkey-type contracts
- ✓ Shifted to lower risk profile with more stable and predictable cash flow

\$334M
2015
Adj. EBITDA¹

\$935M
TTM Q2'25
Adj. EBITDA¹

180%
Growth

Note: The Company's segment reporting changed effective for FY 2025; trailing twelve-month (TTM) Q2'25 revenues presented give effect to the change in segment reporting.

¹ See Appendix for reconciliation of non-GAAP financial measure to the nearest GAAP measure.

...Unlocking the Next Phase of Value Creation with Clear Strategic, Operational, and Financial Benefits



Creating Two Independent, Pure Play Public Companies

New KBR (comprising STS)

\$2.2B	~22%	\$3.7B
TTM Q2'25 Revenues	TTM Q2'25 Adj. EBITDA Margin ¹	Q2'25 Backlog

- Differentiated up-market, IP-protected sustainable technology solutions serving energy and infrastructure end markets globally
- Diverse portfolio with 85+ technologies; scalable with high margin IP
- Resilient business model with revenues tied to both customer CapEx and OpEx funding streams
- ~11K employees²; 8K+ engineers

SpinCo (comprising MTS)

\$5.8B	~10%	\$17.8B
TTM Q2'25 Revenues	TTM Q2'25 Adj. EBITDA Margin ¹	Q2'25 Backlog & Options

- Scaled, pure play global government services solutions provider
- Up-market portfolio aligned to high demand national security and space priorities with growing budgets
- Diversified, long duration contracts and capital light business model support strong, predictable cash flows
- ~20K employees²; 6K+ with security clearances (Top Secret / Secret)

¹ TTM Q2'25 Adj. EBITDA margin defined as segment Adj. EBITDA divided by segment Revenues. Segment Adj. EBITDA does not include corporate cost allocations or anticipated standalone costs that may be incurred as an independent company following the spin-off. See Appendix for reconciliation of non-GAAP financial measure to the nearest GAAP measure.

² Number of employees excludes unconsolidated joint ventures (JVs) and corporate.

New KBR (STS) – Overview

Transformation complete, creating scaled leader with diverse portfolio of energy and critical infrastructure enablement capabilities and technologies and attractive margin profile

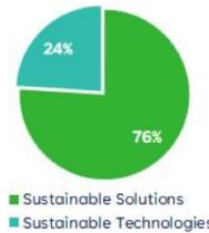
Investment Highlights

- Highly trusted, IP-protected global capabilities with proven commercial delivery track record
- Well-positioned to capture mega-investments in new energy and the emergent Global South
- Attractive Sustainable Technologies margins with disciplined portfolio development and commercialization strategy
- Diversified contracts and low capital intensity support strong free cash flows with deployment optionality
- Cycle-resistant with revenues tied to both customer CapEx and OpEx funding streams
- Digital delivery platform enables a new level of operational excellence
- Strong track record of accretive business transformations and international joint ventures

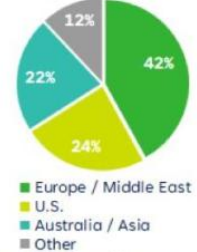
Business Overview

\$2.2B TTM Q2'25 Revenues	\$479M TTM Q2'25 Adj. EBITDA ¹	~22% TTM Q2'25 Adj. EBITDA Margin ¹
1.0x TTM Q2'25 Book-to-Bill ²	85+ Proprietary Technologies	80+ Locations

TTM Q2'25 Adj. EBITDA By Business



TTM Q2'25 Revenues By Geography



¹ TTM Q2'25 Adj. EBITDA margin defined as STS Adj. EBITDA divided by STS Revenues. STS Adj. EBITDA does not include corporate cost allocations. See Appendix for reconciliation of non-GAAP financial measure to the nearest GAAP measure. ² Book-to-Bill excludes the Plaquemines LNG project.

New KBR (STS) – Capabilities

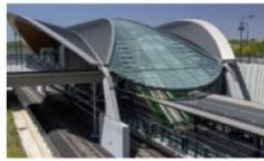
Delivering programs across the full lifecycle and bringing sustainable technology solutions to our customers globally

Sustainable Solutions

- ✓ Strategic Planning & Advisory
- ✓ Design & Engineering
- ✓ Project Management Consultancy
- ✓ Complex Program Development
- ✓ Machine Learning Enhanced Schedule Operations
- ✓ Procurement & Construction Management
- ✓ Critical Infrastructure



Consulting



Infrastructure Services



Clean Ammonia Technology



Catalytic Olefins Technology (K-COT™)

Sustainable Technologies

- ✓ Concept & Feasibility Studies
- ✓ Proprietary Technology Licensing
- ✓ Proprietary Equipment & Catalyst
- ✓ Technology-led Industrial Solutions
- ✓ Efficiency Improvement & Emission Reductions

Selected Customers



bp



SpinCo (MTS) – Overview

Scaled leader in mission-critical solutions for global government customers with deep domain expertise

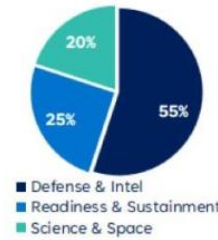
Investment Highlights

- Scaled, highly trusted, pure play government services provider for global customers
- Portfolio of mission-critical solutions aligned to high demand national security and space priorities with growing budgets driven by secular trends
- Deep domain expertise and proven digital / engineering capabilities position MTS as a leading vendor-agnostic integrator to customers
- Diversified, long duration contracts and capital light business model support strong, predictable cash flows
- Enhanced, higher-end solutions supports further margin expansion opportunity
- Strong track record of successful, accretive M&A to expand capabilities and broaden customer base

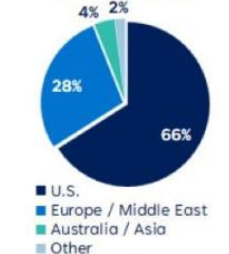
Business Overview

\$5.8B TTM Q2'25 Revenues	\$571M TTM Q2'25 Adj. EBITDA ¹	~10% TTM Q2'25 Adj. EBITDA Margin ¹
0.9x TTM Q2'25 Book-to-Bill ²	\$17.8B Backlog & Options ²	80+ Locations

TTM Q2'25 Revenues By Business



TTM Q2'25 Revenues By Geography



¹ TTM Q2'25 Adj. EBITDA margin defined as MTS Adj. EBITDA divided by MTS Revenues. MTS Adj. EBITDA does not include corporate cost allocations or anticipated standalone costs that may be incurred as an independent company following the spin-off. See Appendix for reconciliation of non-GAAP financial measure to the nearest GAAP measure. ² Book-to-Bill excludes long-term UK PFIs (private financed initiatives).

SpinCo (MTS) – Capabilities

Portfolio aligned to high demand national security, space and defense priorities with growing budgets

Defense & Intel	Science & Space	Readiness & Sustainment	Selected Customers
<ul style="list-style-type: none"> ✓ National Security Space ✓ Connected Battlespace ✓ Defense Modernization ✓ Electronic Warfare & Prototyping ✓ Next Gen Consulting (Frazer-Nash) ✓ UK and AUS Defense 	<ul style="list-style-type: none"> ✓ Mission IT ✓ Health & Human Performance ✓ Space Operations ✓ Digital Solutions for Federal Civilian agencies 	<ul style="list-style-type: none"> ✓ Base Operations and Global Logistics ✓ AI/ML Enabled Asset Management ✓ Supply Chain Management 	
 <p><i>Advanced intelligence, surveillance, reconnaissance</i></p>	 <p><i>Human spaceflight support</i></p>	 <p><i>Management of land based and afloat prepositioned stock</i></p>	

Related Executive Leadership Updates

In connection with the decision to form two independent, publicly traded companies, KBR is announcing the following executive leadership updates:



- Post-spin, **Stuart Bradie** will serve as New KBR Chair, President and CEO



- **Mark Sopp**, current EVP and CFO, will transition into a newly created role overseeing the team responsible for the successful spin-off of MTS



- **Shad Evans**, current SVP of Financial Operations, will serve as KBR CFO, effective January 5th, 2026, and as New KBR CFO post-spin
- Prior to current role, served as SVP and CFO of STS, and before that as SVP of Finance Operations and CAO

The Board of Directors has engaged a leading executive search firm to identify CEO and CFO candidates to lead SpinCo

Transaction Overview and Summary

Structure	<ul style="list-style-type: none"> Transaction intended to be tax-free to KBR and its shareholders for U.S. federal income tax purposes
Timing	<ul style="list-style-type: none"> Expected to close mid-to-late 2026; subject to final approval by KBR's Board of Directors and other customary conditions
Capital Structure	<ul style="list-style-type: none"> Both entities expected to be positioned with strong balance sheets capable of supporting capital allocation policies appropriate for their respective strategic priorities
Next Steps	<ul style="list-style-type: none"> Plan to share key milestones along the way Investor days to be held for each company prior to spin-off completion



Culmination of Decade-long Transformation



Logical, Strategic Next Step; Exciting Time in KBR Journey



Focused and Committed to Generating Long-term Shareholder Value



Appendix



NON-GAAP RECONCILIATION

Adjusted EBITDA - KBR		
	FY 2015	TTM Q2'25
Net income attributable to KBR	\$203	\$365
Net (income) loss from discontinued operations, net of tax	—	53
Net (loss) income attributable to noncontrolling interest included in discontinued operations	—	(18)
Net income attributable to KBR from continuing operations	\$203	\$400
Interest expense	6	163
Other non-operating expense	—	4
Provision for income taxes	86	136
Depreciation and amortization	39	171
Acquisition, integration and other	—	27
Legacy legal fees and settlements	—	26
Ichthys commercial dispute cost	—	8
Adjusted EBITDA - KBR	\$334	\$935

Note: The Company's segment reporting changed effective for FY2025 (MTS/STS); TTM Q2'25 Adj. EBITDA gives effect to the change in segment reporting. Results are presented as continuing operations only. Refer to Note 17 "Discontinued Operations" in our Form 10-Q for the quarter ended July 4, 2025, for further details.



NON-GAAP RECONCILIATION

Adjusted EBITDA - Segment	
	TTM Q2'25
Operating income - MTS	\$427
Net loss attributable to noncontrolling interests included in continuing operations	—
Depreciation and amortization	113
Acquisition, integration and other	5
Legacy legal fees and settlements	26
Adjusted EBITDA - MTS	\$571
Operating income - STS	\$446
Net loss attributable to noncontrolling interests included in continuing operations	(6)
Depreciation and amortization	29
Acquisition, integration and other	2
Ichthys commercial dispute cost	8
Adjusted EBITDA - STS	\$479

Note: The Company's segment reporting changed effective for FY2025 (MTS/STS); TTM Q2'25 Adj. EBITDA gives effect to the change in segment reporting. Results are presented as continuing operations only. Refer to Note 17 "Discontinued Operations" in our Form 10-Q for the quarter ended July 4, 2025, for further details.

