

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 March 31, 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 1-134

CURTISS-WRIGHT CORPORATION

(Exact name of Registrant as specified in its charter)

Delaware

13-0612970

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification No.)

130 Harbour Place Drive, Suite 300  
Davidson, North Carolina

28036

(Address of principal executive offices)

(Zip Code)

(704) 869-4600

(Registrant's telephone number, including area code)

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	CW	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 of time 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	?	Accelerated filer	?
Non-accelerated filer	?	Smaller reporting company	?
		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. ?

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

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Yes ? No ?

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Common Stock, par value \$1.00 per share: 37,689,284 shares as of April 30, 2025.

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**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**

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**PART 1- FINANCIAL INFORMATION**  
**Item 1. Financial Statements**

**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF EARNINGS**  
**(UNAUDITED)**

	<b>Three Months Ended</b>	
	<b>March 31,</b>	
	<b>2025</b>	<b>2024</b>
(In thousands, except per share data)		
<b>Net sales</b>		
Product sales	\$ 678,977	\$ 595,704
Service sales	126,668	117,463
Total net sales	805,645	713,167
<b>Cost of sales</b>		
Cost of product sales	442,090	389,477
Cost of service sales	71,091	69,935
Total cost of sales	513,181	459,412
<b>Gross profit</b>	292,464	253,755
Research and development expenses	23,019	22,980
Selling expenses	39,925	36,765
General and administrative expenses	99,029	94,049
Restructuring expenses	1,286	—
<b>Operating income</b>	129,205	99,961
Interest expense	10,143	10,570
Other income, net	6,030	9,608
<b>Earnings before income taxes</b>	125,092	98,999
Provision for income taxes	(23,755)	(22,504)
<b>Net earnings</b>	\$ 101,337	\$ 76,495
Basic earnings per share	\$ 2.69	\$ 2.00
Diluted earnings per share	\$ 2.68	\$ 1.99
Dividends per share	\$ 0.21	\$ 0.20
Weighted-average shares outstanding:		
Basic	37,683	38,254
Diluted	37,851	38,431

*See notes to condensed consolidated financial statements*

**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
**(UNAUDITED)**  
(In thousands)

	<b>Three Months Ended</b>	
	<b>March 31,</b>	
	<b>2025</b>	<b>2024</b>
<b>Net earnings</b>	\$ 101,337	\$ 76,495
<b>Other comprehensive income (loss)</b>		
Foreign currency translation adjustments, net of tax <sup>(1)</sup>	\$ 19,084	\$ (15,579)
Pension and postretirement adjustments, net of tax <sup>(1)</sup>	(146)	547
Other comprehensive income (loss), net of tax	<u>18,938</u>	<u>(15,032)</u>
<b>Comprehensive income</b>	<u>\$ 120,275</u>	<u>\$ 61,463</u>

<sup>(1)</sup> The tax benefit/(expense) included in both foreign currency translation adjustments and pension and postretirement adjustments for the three months ended March 31, 2025 and 2024 was immaterial.

*See notes to condensed consolidated financial statements*

**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
**(UNAUDITED)**

(In thousands, except per share data)

	<u>March 31, 2025</u>	<u>December 31, 2024</u>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 226,459	\$ 385,042
Receivables, net	911,313	835,037
Inventories, net	578,103	541,442
Other current assets	84,137	88,073
<b>Total current assets</b>	<b>1,800,012</b>	<b>1,849,594</b>
Property, plant, and equipment, net	349,837	339,118
Goodwill	1,673,608	1,675,718
Other intangible assets, net	583,115	596,831
Operating lease right-of-use assets, net	183,784	169,350
Prepaid pension asset	306,343	299,130
Other assets	55,092	55,963
<b>Total assets</b>	<b>\$ 4,951,791</b>	<b>\$ 4,985,704</b>
<b>Liabilities</b>		
Current liabilities:		
Current portion of long-term and short-term debt	\$ —	\$ 90,000
Accounts payable	237,706	247,185
Accrued expenses	180,795	219,054
Deferred revenue	448,012	459,421
Other current liabilities	87,403	80,288
<b>Total current liabilities</b>	<b>953,916</b>	<b>1,095,948</b>
Long-term debt	958,629	958,949
Deferred tax liabilities, net	139,439	140,659
Accrued pension and other postretirement benefit costs	68,173	67,413
Long-term operating lease liability	161,768	148,175
Other liabilities	110,719	124,761
<b>Total liabilities</b>	<b>2,392,644</b>	<b>2,535,905</b>
Contingencies and commitments (Note 13)		
<b>Stockholders' equity</b>		
Common stock, \$1 par value, 100,000,000 shares authorized as of March 31, 2025 and December 31, 2024; 49,187,378 shares issued as of March 31, 2025 and December 31, 2024; outstanding shares were 37,726,076 as of March 31, 2025 and 37,650,645 as of December 31, 2024	49,187	49,187
Additional paid in capital	145,217	147,940
Retained earnings	3,954,481	3,861,073
Accumulated other comprehensive loss	(224,287)	(243,225)
Common treasury stock, at cost (11,461,302 shares as of March 31, 2025 and 11,536,733 shares as of December 31, 2024)	(1,365,451)	(1,365,176)
<b>Total stockholders' equity</b>	<b>2,559,147</b>	<b>2,449,799</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 4,951,791</b>	<b>\$ 4,985,704</b>

*See notes to condensed consolidated financial statements*

**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(UNAUDITED)**

(In thousands)	Three Months Ended March 31,	
	2025	2024
<b>Cash flows from operating activities:</b>		
Net earnings	\$ 101,337	\$ 76,495
Adjustments to reconcile net earnings to net cash used for operating activities:		
Depreciation and amortization	30,821	26,983
Loss on sale/disposal of long-lived assets	229	21
Deferred income taxes	(2,303)	(2,742)
Share-based compensation	5,271	4,695
Non-cash restructuring charges	281	—
Change in operating assets and liabilities, net of businesses acquired:		
Receivables, net	(72,749)	(47,742)
Inventories, net	(34,079)	(45,851)
Accounts payable and accrued expenses	(35,967)	(34,816)
Deferred revenue	(12,714)	(5,776)
Pension and postretirement liabilities, net	(6,030)	(4,733)
Other current and long-term assets and liabilities	(12,862)	(12,167)
<b>Net cash used for operating activities</b>	<b>(38,765)</b>	<b>(45,633)</b>
<b>Cash flows from investing activities:</b>		
Proceeds from sale/disposal of long-lived assets	499	41
Additions to property, plant, and equipment	(15,773)	(12,055)
Additional consideration paid on prior year acquisitions	(9,619)	—
<b>Net cash used for investing activities</b>	<b>(24,893)</b>	<b>(12,014)</b>
<b>Cash flows from financing activities:</b>		
Borrowings under revolving credit facility	78,067	4,879
Payment of revolving credit facility	(78,067)	(4,879)
Principal payments on debt	(90,000)	—
Repurchases of common stock	(14,250)	(12,190)
Proceeds from share-based compensation	5,981	5,472
Other	(309)	(288)
<b>Net cash used for financing activities</b>	<b>(98,578)</b>	<b>(7,006)</b>
Effect of exchange-rate changes on cash	3,653	(4,180)
Net decrease in cash and cash equivalents	(158,583)	(68,833)
Cash and cash equivalents at beginning of period	385,042	406,867
Cash and cash equivalents at end of period	<b>\$ 226,459</b>	<b>\$ 338,034</b>

*See notes to condensed consolidated financial statements*



**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY**  
**(UNAUDITED)**  
(In thousands)

**For the three months ended March 31, 2024**

	<b>Common Stock</b>	<b>Additional Paid in Capital</b>	<b>Retained Earnings</b>	<b>Accumulated Other Comprehensive Income (Loss)</b>	<b>Treasury Stock</b>
<b>December 31, 2023</b>	\$ 49,187	\$ 140,182	\$ 3,487,751	\$ (213,223)	\$ 1,135,484
Net earnings	—	—	76,495	—	—
Other comprehensive loss, net of tax	—	—	—	(15,032)	—
Dividends declared	—	—	(7,674)	—	—
Restricted stock	—	(13,879)	—	—	13,879
Employee stock purchase plan	—	2,484	—	—	2,988
Share-based compensation	—	4,562	—	—	133
Repurchase of common stock <sup>(1)</sup>	—	—	—	—	(12,190)
Other	—	(183)	—	—	183
<b>March 31, 2024</b>	<u>\$ 49,187</u>	<u>\$ 133,166</u>	<u>\$ 3,556,572</u>	<u>\$ (228,255)</u>	<u>\$ 1,130,491</u>

**For the three months ended March 31, 2025**

	<b>Common Stock</b>	<b>Additional Paid in Capital</b>	<b>Retained Earnings</b>	<b>Accumulated Other Comprehensive Income (Loss)</b>	<b>Treasury Stock</b>
<b>December 31, 2024</b>	\$ 49,187	\$ 147,940	\$ 3,861,073	\$ (243,225)	\$ 1,365,176
Net earnings	—	—	101,337	—	—
Other comprehensive income, net of tax	—	—	—	18,938	—
Dividends declared	—	—	(7,929)	—	—
Restricted stock	—	(11,287)	—	—	11,287
Employee stock purchase plan	—	3,657	—	—	2,324
Share-based compensation	—	5,197	—	—	74
Repurchase of common stock <sup>(1)</sup>	—	—	—	—	(14,250)
Other	—	(290)	—	—	290
<b>March 31, 2025</b>	<u>\$ 49,187</u>	<u>\$ 145,217</u>	<u>\$ 3,954,481</u>	<u>\$ (224,287)</u>	<u>\$ 1,365,451</u>

<sup>(1)</sup> For the three months ended March 31, 2025 and March 31, 2024, the Corporation repurchased approximately 42,000 and 53,000 shares, respectively, of its common stock.

*See notes to condensed consolidated financial statements*

**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**NOTES to CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**1. BASIS OF PRESENTATION**

Curtiss-Wright Corporation along with its subsidiaries ("we," the "Corporation," or the "Company") is a global integrated business that provides highly engineered products, solutions, and services mainly to aerospace & defense (A&D) markets, as well as critical technologies in demanding commercial power, process, and industrial markets.

The unaudited condensed consolidated financial statements include the accounts of Curtiss-Wright and its majority-owned subsidiaries. All intercompany transactions and accounts have been eliminated.

The unaudited condensed consolidated financial statements of the Corporation have been prepared pursuant to the rules and regulations of the U.S. Securities and Exchange Commission (SEC). Certain information and footnote disclosures normally included in annual financial statements have been condensed or omitted as permitted by such rules and regulations. In the opinion of management, the accompanying unaudited condensed consolidated financial statements reflect all adjustments necessary for a fair presentation of these financial statements.

Management is required to make estimates and judgments that affect the reported amount of assets, liabilities, revenue, and expenses and disclosure of contingent assets and liabilities in the accompanying financial statements. Actual results may differ from these estimates. The most significant of these estimates includes the estimate of costs to complete using the over-time revenue recognition accounting method, pension plan and postretirement obligation assumptions, estimates for inventory obsolescence, fair value estimates around assets and assumed liabilities from acquisitions, estimates for the valuation and useful lives of intangible assets, legal reserves, and the estimate of future environmental costs. Changes in estimates of contract sales, costs, and profits are recognized using the cumulative catch-up method of accounting. This method recognizes in the current period the cumulative effect of the changes on current and prior periods. Accordingly, the effect of the changes on future periods of contract performance is recognized as if the revised estimate had been the original estimate. During the three months ended March 31, 2025 and 2024, there were no significant changes in estimated contract costs. In the opinion of management, all adjustments considered necessary for a fair presentation have been reflected in these financial statements.

The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in the Corporation's 2024 Annual Report on Form 10-K filed with the SEC. The results of operations for interim periods are not necessarily indicative of trends or of the operating results for a full year.

*Recently issued accounting standards adopted*

In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update (ASU) 2023-07, *Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures* ("ASU 2023-07"), which requires disclosure of significant reportable segment expenses that are regularly provided to the chief operating decision-maker ("CODM") and included within the Corporation's measure of segment profit or loss. ASU 2023-07 also requires that all disclosures around segment profit or loss and assets be provided on both an annual and interim basis. The Company adopted this standard as of December 31, 2024 and included revised disclosures within Note 11 of the Condensed Consolidated Financial Statements.

*New accounting pronouncements not yet adopted*

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740), Improvement to Income Tax Disclosures*, which requires enhanced income tax disclosures, including disaggregation of information in the rate reconciliation table and disaggregated information related to income taxes paid. The ASU is effective for annual reporting periods beginning with the year ending December 31, 2025. Early adoption is permitted. The Company is currently evaluating the impact of adopting this standard on its Consolidated Financial Statements.

In December 2024, the FASB issued ASU 2024-03, *Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses*, which requires disclosure of disaggregated information about certain income statement line items in the notes to the financial statements. The ASU is effective for annual reporting periods beginning with the year ending December 31, 2027.

Early adoption is permitted. The Company is currently evaluating the impact of adopting this standard on its Consolidated Financial Statements.

**2. REVENUE**

**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**NOTES to CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

The Corporation recognizes revenue when control of a promised good and/or service is transferred to a customer in an amount that reflects the consideration that the Corporation expects to be entitled to in exchange for that good and/or service.

Performance Obligations

The Corporation identifies a performance obligation for each promise in a contract to transfer a distinct good or service to the customer. As part of its assessment, the Corporation considers all goods and/or services promised in the contract, regardless of whether they are explicitly stated or implied by customary business practices. The Corporation's contracts may contain either a single performance obligation, including the promise to transfer individual goods or services that are not separately distinct within the context of the respective contracts, or multiple performance obligations. For contracts with multiple performance obligations, the Corporation allocates the overall transaction price to each performance obligation using standalone selling prices, where available, or utilizes estimates for each distinct good or service in the contract where standalone prices are not available.

The Corporation's performance obligations are satisfied either at a point-in-time or on an over-time basis. Typically, over-time revenue recognition is based on the utilization of an input measure used to measure progress, such as costs incurred to date relative to total estimated costs. If a performance obligation does not qualify for over-time revenue recognition, revenue is then recognized at the point-in-time in which control of the distinct good or service is transferred to the customer, typically based upon the terms of delivery.

The following table illustrates the approximate percentage of revenue recognized for performance obligations satisfied over-time versus at a point-in-time for the three months ended March 31, 2025 and 2024:

	Three Months Ended March 31,	
	2025	2024
Over-time	53 %	49 %
Point-in-time	47 %	51 %

Contract backlog represents the remaining performance obligations that have not yet been recognized as revenue. Backlog includes deferred revenue and amounts that will be invoiced and recognized as revenue in future periods. Total backlog was approximately \$3.7 billion as of March 31, 2025, of which the Corporation expects to recognize approximately 90% as net sales over the next 36 months. The remainder will be recognized thereafter.

Disaggregation of Revenue

The following table presents the Corporation's total net sales disaggregated by end market and customer type:

<b>Total Net Sales by End Market and Customer Type</b>	Three Months Ended March 31,	
	2025	2024
<i>(In thousands)</i>		
<b>Aerospace &amp; Defense</b>		
Aerospace Defense	\$ 151,722	\$ 132,074
Ground Defense	97,237	90,760
Naval Defense	221,086	177,647
Commercial Aerospace	92,877	89,775
Total Aerospace & Defense customers	\$ 562,922	\$ 490,256
<b>Commercial</b>		
Power & Process	\$ 142,934	\$ 124,039
General Industrial	99,789	98,872
Total Commercial customers	\$ 242,723	\$ 222,911



**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**NOTES to CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

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Total	<u>\$ 805,645</u>	<u>\$ 713,167</u>
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Contract Balances

Timing of revenue recognition and cash collection may result in billed receivables, unbilled receivables (contract assets), and deferred revenue (contract liabilities) on the Condensed Consolidated Balance Sheet. The Corporation's contract assets primarily relate to its rights to consideration for work completed but not billed as of the reporting date. Contract assets are transferred to billed receivables when the rights to consideration become unconditional. This is typical in situations where amounts are billed as work progresses in accordance with agreed-upon contractual terms or upon achievement of contractual milestones. The Corporation's contract liabilities primarily consist of customer advances received prior to revenue being earned. Revenue recognized during the three months ended March 31, 2025 and 2024 included in contract liabilities at the beginning of the respective years was approximately \$116 million and \$ 90 million, respectively. Contract assets and contract liabilities are reported in the "Receivables, net" and "Deferred revenue" lines, respectively, within the Condensed Consolidated Balance Sheet.

**3. ACQUISITIONS**

The Corporation continually evaluates potential acquisitions that either strategically fit within the Corporation's existing portfolio or expand the Corporation's portfolio into new product lines or adjacent markets. The Corporation has completed numerous acquisitions that have been accounted for as business combinations and have resulted in the recognition of goodwill in the Corporation's financial statements. This goodwill arises because the acquisition purchase price reflects the future earnings and cash flow potential in excess of the earnings and cash flows attributable to the current product and customer set at the time of acquisition. Thus, goodwill inherently includes the know-how of the assembled workforce, the ability of the workforce to further improve the technology and product offerings, and the expected cash flows resulting from these efforts. Goodwill may also include expected synergies resulting from the complementary strategic fit these businesses bring to existing operations.

The Corporation allocates the purchase price at the date of acquisition based upon its understanding of the fair value of the acquired assets and assumed liabilities. In the months after closing, as the Corporation obtains additional information about these assets and liabilities, including through tangible and intangible asset appraisals, and as the Corporation learns more about the newly acquired business, it is able to refine the estimates of fair value and more accurately allocate the purchase price. Only items identified as of the acquisition date are considered for subsequent adjustment. The Corporation will make appropriate adjustments to the purchase price allocation prior to completion of the measurement period, as required.

During the three months ended March 31, 2025 and 2024, the Corporation did not complete any acquisitions.

During the year ended December 31, 2024, the Corporation acquired two businesses for an aggregate purchase price of \$235 million. The Condensed Consolidated Statement of Earnings for the three months ended March 31, 2025 includes \$19 million of total net sales and \$5 million of net losses from the Corporation's 2024 acquisitions.

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed at the date of acquisition inclusive of subsequent purchase price adjustments.

**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**NOTES to CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

<i>(In thousands)</i>	
Accounts receivable	\$ 24,476
Inventory	5,789
Other current and non-current assets	8,877
Property, plant and equipment	11,716
Intangible assets	101,967
Operating lease right-of-use assets, net	1,858
Current and non-current liabilities	(14,360)
Deferred revenue	(12,969)
Deferred income taxes	(14,070)
Net tangible and intangible assets	113,284
Goodwill	121,366
Total purchase price	\$ 234,650
Goodwill deductible for tax purposes	\$ —

2024 Acquisitions

WSC Inc. (WSC)

On April 1, 2024, the Corporation completed the acquisition of WSC for \$34 million. The Share Purchase Agreement contains representations and warranties customary for a transaction of this type, including a portion of the purchase price deposited in escrow as security for potential indemnification claims against seller. The acquired business, which operates within the Naval & Power segment, is a provider of simulation technology that supports the design, commissioning, and reliable operation of commercial nuclear power generation and process plants.

Ultra Nuclear Limited and Weed Instrument Co., Inc. (Ultra Energy)

On December 31, 2024, the Corporation completed the acquisition of Ultra Energy, a subsidiary of Ultra Electronics, for \$201 million in cash, net of cash acquired, inclusive of additional consideration paid during the current year period. The acquired business, which operates in the Naval & Power segment, is a designer and manufacturer of reactor protection systems, neutron monitoring systems, radiation monitoring systems, and temperature and pressure sensors. The acquisition is subject to post-closing adjustments with the purchase price allocation not yet complete.

**4. RECEIVABLES**

Receivables primarily include amounts billed to customers, unbilled charges on long-term contracts consisting of amounts recognized as sales but not billed, and other receivables. Substantially all amounts of unbilled receivables are expected to be billed and collected within one year. The amount of claims and unapproved change orders within our receivables balances are immaterial.

The composition of receivables is as follows:

<i>(In thousands)</i>	March 31, 2025	December 31, 2024
<b>Billed receivables:</b>		
Trade and other receivables	\$ 515,710	\$ 479,837
<b>Unbilled receivables (contract assets):</b>		
Recoverable costs and estimated earnings not billed, net of progress payments	401,039	359,402
Less: Allowance for doubtful accounts	(5,436)	(4,202)
Receivables, net	\$ 911,313	\$ 835,037

**5. INVENTORIES**





**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**NOTES to CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

Inventoried costs contain amounts relating to long-term contracts and programs with long production cycles, a portion of which will not be realized within one year. Long-term contract inventory includes an immaterial amount of claims or other similar items subject to uncertainty concerning their determination or realization. Inventories are valued at the lower of cost or net realizable value.

The composition of inventories is as follows:

<i>(In thousands)</i>	March 31, 2025	December 31, 2024
Raw materials	\$ 274,948	\$ 262,365
Work-in-process	118,612	108,088
Finished goods	140,841	134,624
Inventoried costs related to U.S. Government and other long-term contracts, net of progress payments	43,702	36,365
<b>Inventories, net</b>	<b>\$ 578,103</b>	<b>\$ 541,442</b>

## 6. GOODWILL

The Corporation accounts for acquisitions by assigning the purchase price to acquired tangible and intangible assets and liabilities assumed. Assets acquired and liabilities assumed are recorded at their fair values, and the excess of the purchase price over the amounts assigned is recorded as goodwill.

The changes in the carrying amount of goodwill for the three months ended March 31, 2025 are as follows:

<i>(In thousands)</i>	Aerospace & Industrial	Defense Electronics	Naval & Power	Consolidated
December 31, 2024	\$ 323,504	\$ 701,719	\$ 650,495	\$ 1,675,718
Adjustments <sup>(1)</sup>	—	—	(10,787)	(10,787)
Foreign currency translation adjustment	1,810	3,219	3,648	8,677
March 31, 2025	<u>\$ 325,314</u>	<u>\$ 704,938</u>	<u>\$ 643,356</u>	<u>\$ 1,673,608</u>

<sup>(1)</sup>Amount includes post-closing purchase price adjustments related to the Corporation's acquisitions of WSC and Ultra Energy.

## 7. OTHER INTANGIBLE ASSETS, NET

Intangible assets are generally the result of acquisitions and consist primarily of purchased technology and customer related intangibles. Intangible assets are amortized over useful lives that range between 1 to 20 years.

The following tables present the cumulative composition of the Corporation's intangible assets:

<i>(In thousands)</i>	March 31, 2025			December 31, 2024		
	Gross	Accumulated Amortization	Net	Gross	Accumulated Amortization	Net
Technology	\$ 331,814	\$ (212,553)	\$ 119,261	\$ 330,593	\$ (208,094)	\$ 122,499
Customer related intangibles	742,324	(381,045)	361,279	736,612	(367,872)	368,740
Programs <sup>(1)</sup>	144,000	(50,400)	93,600	144,000	(48,600)	95,400
Other intangible assets	55,414	(46,439)	8,975	55,738	(45,546)	10,192
<b>Total</b>	<u>\$ 1,273,552</u>	<u>\$ (690,437)</u>	<u>\$ 583,115</u>	<u>\$ 1,266,943</u>	<u>\$ (670,112)</u>	<u>\$ 596,831</u>

<sup>(1)</sup> Programs include values assigned to major programs of acquired businesses and represent the aggregate value associated with the customer relationships, contracts, technology, and trademarks underlying the associated program.

Total intangible amortization expense for the three months ended March 31, 2025 was \$18 million, as compared to \$14 million in the comparable prior year period. The estimated future amortization expense of intangible assets over the next five years is as follows:

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<i>(In millions)</i>	
2025	\$ 72
2026	\$ 59
2027	\$ 56
2028	\$ 51
2029	\$ 50

**8. FAIR VALUE OF FINANCIAL INSTRUMENTS**

*Debt*

The estimated fair value amounts were determined by the Corporation using available market information that is primarily based on quoted market prices for the same or similar issuances as of March 31, 2025. Accordingly, all of the Corporation's debt is valued as a Level 2 financial instrument. The fair values described below may not be indicative of net realizable value or reflective of future fair values. Furthermore, the use of different methodologies to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

<i>(In thousands)</i>	March 31, 2025		December 31, 2024	
	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value
3.85% Senior notes due 2025	\$ —	\$ —	\$ 90,000	\$ 89,876
4.24% Senior notes due 2026	200,000	197,509	200,000	196,059
4.05% Senior notes due 2028	67,500	65,653	67,500	64,733
4.11% Senior notes due 2028	90,000	87,199	90,000	85,784
3.10% Senior notes due 2030	150,000	134,933	150,000	131,386
3.20% Senior notes due 2032	150,000	129,392	150,000	125,426
4.49% Senior notes due 2032	200,000	187,604	200,000	182,451
4.64% Senior notes due 2034	100,000	92,311	100,000	89,538
Total debt	957,500	894,601	1,047,500	965,253
Debt issuance costs, net	(1,275)	(1,275)	(1,326)	(1,326)
Unamortized interest rate swap proceeds	2,404	2,404	2,775	2,775
				966,702
Total debt, net	\$ 958,629	\$ 895,730	\$ 1,048,949	\$

**9. PENSION PLANS**

***Defined Benefit Pension Plans***

The following table is a consolidated disclosure of all domestic and foreign defined pension plans as described in the Corporation's 2024 Annual Report on Form 10-K filed with the SEC.

The components of net periodic pension cost/(benefit) were as follows:

<i>(In thousands)</i>	Three Months Ended March 31,	
	2025	2024
Service cost	\$ 3,748	\$ 4,282
Interest cost	8,959	8,593
Expected return on plan assets	(17,673)	(16,553)
Amortization of prior service cost	(8)	(8)
Amortization of unrecognized actuarial loss	246	266

Net periodic pension cost/(benefit)

\$ (4,728) \$ (3,420)

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The Corporation did not make any contributions to the Curtiss-Wright Pension Plan during the three months ended March 31, 2025, and does not expect to do so throughout the remainder of the year. Contributions to the foreign benefit plans are not expected to be material in 2025.

**Defined Contribution Retirement Plan**

The Company also maintains a defined contribution plan for all non-union employees who are not currently receiving final or career average pay benefits for its U.S. subsidiaries. The employer contributions include both employer match and non-elective contribution components up to a maximum employer contribution of 7% of eligible compensation. During the three months ended March 31, 2025 and 2024, the expense relating to the plan was \$8.5 million and \$7.6 million, respectively.

**10. EARNINGS PER SHARE**

Diluted earnings per share was computed based on the weighted-average number of shares outstanding plus all potentially dilutive common shares. A reconciliation of basic to diluted shares used in the earnings per share calculation is as follows:

<i>(In thousands)</i>	Three Months Ended March 31,	
	2025	2024
Basic weighted-average shares outstanding	37,683	38,254
Dilutive effect of deferred stock compensation	168	177
Diluted weighted-average shares outstanding	<u>37,851</u>	<u>38,431</u>

For the three months ended March 31, 2024, there were approximately 59,000 shares issuable under equity-based awards that were excluded from the calculation of diluted earnings per share as they were anti-dilutive based on the average stock price during the period. There were no anti-dilutive shares for the three months ended March 31, 2025.

**11. SEGMENT INFORMATION**

The Corporation's measure of segment profit or loss is operating income. Interest expense and income taxes are not reported on an operating segment basis as they are not considered in the segments' performance evaluation by the Corporation's chief operating decision-maker, its Chief Executive Officer.

Operating results by reportable segment were as follows:

<i>(In thousands)</i>	Three Months Ended March 31,	
	2025	2024
<b>Net sales</b>		
Aerospace & Industrial	\$ 227,440	\$ 219,547
Defense Electronics	245,719	212,483
Naval & Power	333,356	282,213
Less: Intersegment Revenues	(870)	(1,076)
Total net sales	<u>\$ 805,645</u>	<u>\$ 713,167</u>
<b>Cost of sales</b>		
Aerospace & Industrial	\$ 147,762	\$ 147,223
Defense Electronics	124,713	112,933
Naval & Power	232,759	196,601
Total cost of sales	<u>\$ 505,234</u>	<u>\$ 456,757</u>
<b>Research and development expenses</b>		
Aerospace & Industrial	\$ 6,797	\$ 6,309



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Defense Electronics	13,002	14,105
Naval & Power	2,865	2,346
Total research and development expenses	\$ 22,664	\$ 22,760
<b>Selling expenses</b>		
Aerospace & Industrial	\$ 7,202	\$ 6,637
Defense Electronics	15,030	14,229
Naval & Power	16,823	15,458
Total selling expenses	\$ 39,055	\$ 36,324
<b>General and administrative expenses</b>		
Aerospace & Industrial	\$ 34,504	\$ 31,912
Defense Electronics	25,525	23,135
Naval & Power	39,046	32,617
Total general and administrative expenses	\$ 99,075	\$ 87,664
<b>Other segment items<sup>(2)</sup></b>		
Aerospace & Industrial	\$ 1,253	\$ —
Defense Electronics	—	—
Naval & Power	—	—
Total other segment items	\$ 1,253	\$ —
<b>Operating income</b>		
Aerospace & Industrial	\$ 29,922	\$ 27,466
Defense Electronics	67,449	48,081
Naval & Power	41,863	35,191
Total Segment	139,234	110,738
Corporate and Eliminations <sup>(1)</sup>	(10,029)	(10,777)
Total Consolidated	\$ 129,205	\$ 99,961
<b>Depreciation and amortization expense</b>		
Aerospace & Industrial	\$ 7,672	\$ 8,194
Defense Electronics	7,546	7,852
Naval & Power	14,862	10,250
Corporate	741	687
Total Consolidated	\$ 30,821	\$ 26,983
<b>Capital expenditures</b>		
Aerospace & Industrial	\$ 6,249	\$ 3,906
Defense Electronics	3,517	2,339
Naval & Power	5,501	4,882
Corporate	506	928
Total Consolidated	\$ 15,773	\$ 12,055

<sup>(1)</sup> Corporate and Eliminations includes pension expense, environmental remediation and administrative expenses, legal, and other expenses.

<sup>(2)</sup> Other segment items includes restructuring expenses associated with the 2024 Restructuring Program.

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Adjustments to reconcile operating income to earnings before income taxes are as follows:

<i>(In thousands)</i>	Three Months Ended March 31,	
	2025	2024
<b>Earnings before taxes:</b>		
Total reportable segment operating income	\$ 139,234	\$ 110,738
Corporate and Eliminations	(10,029)	(10,777)
Interest expense	10,143	10,570
Other income, net	6,030	9,608
<b>Earnings before income taxes</b>	<b>\$ 125,092</b>	<b>\$ 98,999</b>

<i>(In thousands)</i>	March 31, 2025	December 31, 2024
<b>Segment Assets</b>		
Aerospace & Industrial	\$ 1,106,782	\$ 1,090,739
Defense Electronics	1,493,473	1,446,949
Naval & Power	1,929,238	1,927,325
Corporate	422,298	520,691
<b>Total consolidated</b>	<b>\$ 4,951,791</b>	<b>\$ 4,985,704</b>

## 12. ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The cumulative balance of each component of accumulated other comprehensive income (AOCI), net of tax, is as follows:

<i>(In thousands)</i>	Foreign currency translation adjustments, net	Total pension and postretirement adjustments, net	Accumulated other comprehensive income (loss)
December 31, 2023	\$ (123,288)	\$ (89,935)	\$ (213,223)
Other comprehensive income (loss) before reclassifications <sup>(1)</sup>	(43,905)	13,898	(30,007)
Amounts reclassified from accumulated other comprehensive loss <sup>(1)</sup>	—	5	5
Net current period other comprehensive income (loss)	(43,905)	13,903	(30,002)
December 31, 2024	\$ (167,193)	\$ (76,032)	\$ (243,225)
Other comprehensive income (loss) before reclassifications <sup>(1)</sup>	19,084	(331)	18,753
Amounts reclassified from accumulated other comprehensive loss <sup>(1)</sup>	—	185	185
Net current period other comprehensive income (loss)	19,084	(146)	18,938
March 31, 2025	\$ (148,109)	\$ (76,178)	\$ (224,287)

<sup>(1)</sup> All amounts are after tax.

## 13. CONTINGENCIES AND COMMITMENTS

From time to time, the Corporation is involved in legal proceedings that are incidental to the operation of its business. Some of these proceedings allege damages relating to asbestos and environmental exposures, intellectual property matters, copyright infringement, personal injury claims, employment and employee benefit matters, government contract issues, commercial or contractual disputes, and acquisitions or divestitures. The Corporation continues to defend vigorously against all claims. Although the ultimate outcome of any legal matter cannot be predicted with certainty, based on present information, including assessment of the merits of the particular claim, as well as current accruals and insurance coverage, the Corporation does not believe that the disposition of any of these matters, individually or in the aggregate, will have a material adverse effect on its condensed consolidated financial condition, results of operations, and cash flows.





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The Corporation has been named in a number of lawsuits that allege injury from exposure to asbestos. To date, the Corporation has not been found liable for or paid any material sum of money in settlement in any asbestos-related case. The Corporation believes its minimal use of asbestos in its past operations as well as its acquired businesses' operations and the relatively non-friable condition of asbestos in its historical products makes it unlikely that it will face material liability in any asbestos litigation, whether individually or in the aggregate. The Corporation maintains insurance coverage and indemnification agreements for these potential liabilities and believes adequate coverage exists to cover any unanticipated asbestos liability.

**Letters of Credit and Other Financial Arrangements**

The Corporation enters into standby letters of credit agreements and guarantees with financial institutions and customers primarily relating to guarantees of repayment, future performance on certain contracts to provide products and services, and to secure advance payments from certain international customers. As of March 31, 2025 and December 31, 2024, there were \$22 million and \$21 million of stand-by letters of credit outstanding, respectively. As of both March 31, 2025 and December 31, 2024, there were \$15 million of bank guarantees outstanding. In addition, the Corporation is required to provide the Nuclear Regulatory Commission financial assurance demonstrating its ability to cover the cost of decommissioning its Cheswick, Pennsylvania facility upon closure, though the Corporation does not intend to close this facility. The Corporation has provided this financial assurance in the form of a \$40 million surety bond.

**14. RESTRUCTURING COSTS**

In 2024, the Corporation commenced restructuring activities across all of its segments to support its ongoing effort of improving operating efficiency ("2024 Restructuring Program"). These activities, which primarily include workforce reductions, consolidation of facilities, and costs related to legal entity restructuring, are anticipated to be substantially completed by June 30, 2025. For the three months ended March 31, 2025, these restructuring activities resulted in pre-tax charges of approximately \$1.3 million. There were no such comparable charges for the three months ended March 31, 2024. As of March 31, 2025 and December 31, 2024, the restructuring liability associated with these restructuring activities was \$1.2 million and \$3.0 million, respectively. These balances are reported within Other Current Liabilities on the Condensed Consolidated Balance Sheet.

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**FORWARD-LOOKING STATEMENTS**

Except for historical information, this Quarterly Report on Form 10-Q may be deemed to contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Examples of forward-looking statements include, but are not limited to: (a) projections of or statements regarding return on investment, future earnings, interest income, sales, volume, other income, earnings or loss per share, growth prospects, capital structure, liquidity requirements, and other financial terms, (b) statements of plans and objectives of management, (c) statements of future economic performance; (d) impacts on our business related to ongoing supply chain disruptions, significant inflation, higher interest rates or deflation, labor shortages, U.S. and foreign trade policies and tariffs or other impositions on imported goods, and measures taken by governments and private industry in response, as well as related to the ongoing conflicts between Russia and Ukraine and Israel and Hamas, and the related sanctions, (e) the effect of laws, rules, regulations, tax reform, new accounting pronouncements, and outstanding litigation on our business and future performance, and (f) statements of assumptions, such as economic conditions underlying other statements. Such forward-looking statements can be identified by the use of forward-looking terminology such as "anticipates," "believes," "continue," "could," "estimate," "expects," "intend," "may," "might," "outlook," "potential," "predict," "should," "will," as well as the negative of any of the foregoing or variations of such terms or comparable terminology, or by discussion of strategy. No assurance may be given that the future results described by the forward-looking statements will be achieved. While we believe these forward-looking statements are reasonable, they are only predictions and are subject to known and unknown risks, uncertainties, and other factors, many of which are beyond our control, which could cause actual results, performance, or achievement to differ materially from anticipated future results, performance, or achievement expressed or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to, those described in "Item 1A. Risk Factors" of our 2024 Annual Report on Form 10-K filed with the SEC, and elsewhere in that report, those described in this Quarterly Report on Form 10-Q, and those described from time to time in our future reports filed with the Securities and Exchange Commission and other written or oral statements made or released by us. Such forward-looking statements in this Quarterly Report on Form 10-Q include, without limitation, those contained in Item 1. Financial Statements (including the Notes to Condensed Consolidated Financial Statements) and Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Given these risks and uncertainties, you are cautioned not to place undue reliance on such forward-looking statements. These forward-looking statements speak only as of the date they were made, and we assume no obligation to update forward-looking statements to reflect actual results or changes in or additions to the factors affecting such forward-looking statements.

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**COMPANY ORGANIZATION**

Curtiss-Wright Corporation is a global integrated business that provides highly engineered products, solutions, and services mainly to A&D markets, as well as critical technologies in demanding commercial power, process, and industrial markets. We report our operations through our Aerospace & Industrial, Defense Electronics, and Naval & Power segments. We operate across a diversified array of niche markets through engineering and technological leadership, precision manufacturing, and strong relationships with our customers. Approximately 70% of our 2025 revenues are expected to be generated from A&D-related markets.

**RESULTS OF OPERATIONS**

The following Management's Discussion and Analysis of Financial Condition and Results of Operations (MD&A) is intended to help the reader understand the results of operations and financial condition of the Corporation for the three months ended March 31, 2025. The financial information as of March 31, 2025 should be read in conjunction with the financial statements for the year ended December 31, 2024 contained in our Form 10-K filed with the SEC.

The MD&A is organized into the following sections: Condensed Consolidated Statements of Earnings, Results by Business Segment, and Liquidity and Capital Resources. Our discussion will be focused on the overall results of operations followed by a more detailed discussion of those results within each of our reportable segments.

Our three reportable segments are generally concentrated in a few end markets; however, each may have sales across several end markets. An end market is defined as an area of demand for products and services. The sales for the relevant markets will be discussed throughout the MD&A.

*Analytical Definitions*

Throughout management's discussion and analysis of financial condition and results of operations, the terms "incremental" and "organic" are used to explain changes from period to period. The term "incremental" is used to highlight the impact acquisitions and divestitures had on the current year results. The results of operations for acquisitions are incremental for the first twelve months from the date of acquisition. The definition of "organic" excludes the effects of costs associated with our 2024 Restructuring Program and foreign currency translation.

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**Condensed Consolidated Statements of Earnings**

<i>(In thousands)</i>	Three Months Ended March 31,		
	2025	2024	% change
Sales			
Aerospace & Industrial	\$ 227,246	\$ 219,325	4 %
Defense Electronics	245,164	211,741	16 %
Naval & Power	333,235	282,101	18 %
Total sales	<u>\$ 805,645</u>	<u>\$ 713,167</u>	13 %
Operating income			
Aerospace & Industrial	\$ 29,922	\$ 27,466	9 %
Defense Electronics	67,449	48,081	40 %
Naval & Power	41,863	35,191	19 %
Corporate and other	(10,029)	(10,777)	7 %
Total operating income	<u>\$ 129,205</u>	<u>\$ 99,961</u>	29 %
Interest expense	10,143	10,570	4 %
Other income, net	6,030	9,608	(37 %)
Earnings before income taxes	125,092	98,999	26 %
Provision for income taxes	(23,755)	(22,504)	(6 %)
Net earnings	<u>\$ 101,337</u>	<u>\$ 76,495</u>	32 %
New orders	<u>\$ 1,017,967</u>	<u>\$ 901,344</u>	13 %

*Components of sales and operating income increase (decrease):*

	Three Months Ended March 31, 2025 vs. 2024	
	Sales	Operating Income
Organic	11 %	30 %
Acquisitions	3 %	(3 %)
Restructuring	— %	(1 %)
Foreign currency	(1 %)	3 %
Total	<u>13 %</u>	<u>29 %</u>

**Sales** during the three months ended March 31, 2025 increased \$92 million, or 13%, to \$806 million, compared with the prior year period. On a segment basis, sales from the Aerospace & Industrial, Defense Electronics, and Naval & Power segments increased \$8 million, \$33 million, and \$51 million, respectively. Changes in sales by segment are discussed in further detail in the results by business segment section below.

**Operating income** during the three months ended March 31, 2025 increased \$29 million, or 29%, to \$129 million, compared with the prior year period, and operating margin increased 200 basis points to 16.0% compared with the same period in 2024. Increases in operating income and operating margin were primarily due to favorable absorption on higher sales across all segments as well as the benefits from our operational excellence initiatives. Operating income and operating margin in the

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Aerospace & Industrial segment also benefited from favorable foreign currency translation, with operating income and operating margin in the Naval & Power segment benefiting from an unfavorable naval contract adjustment in the prior year period that did not recur in the current period.

**Non-segment operating expense** during the three months ended March 31, 2025 decreased \$1 million, or 7%, to \$10 million, primarily due to lower corporate costs.

**Interest expense** of \$10 million was essentially flat against the comparable prior year period.

**Other income, net** during the three months ended March 31, 2025 decreased \$4 million, or 37%, to \$6 million, primarily due to lower interest income in the current period and losses on equity securities held for investment purposes that were acquired in conjunction with our Ultra Energy acquisition.

**The effective tax rate** for the three months ended March 31, 2025 of 19.0% decreased compared to an effective tax rate of 22.7% in the comparable prior year period, primarily due to the tax benefits associated with our legal entity restructuring in the prior year period.

**Comprehensive income** for the three months ended March 31, 2025 was \$120 million, compared to comprehensive income of \$61 million in the prior year period. The change was primarily due to the following:

- Net earnings increased \$25 million, primarily due to higher operating income.
- Foreign currency translation adjustments for the three months ended March 31, 2025 resulted in a \$19 million comprehensive gain, compared to a \$16 million comprehensive loss in the prior period. The comprehensive gain during the current period was primarily attributed to an increase in the British Pound.

**New orders** increased \$117 million during the three months ended March 31, 2025 from the comparable prior year period, primarily due to an increase in naval defense orders in the Naval & Power segment. This increase was partially offset by the timing of orders on ground and naval defense equipment in the Defense Electronics segment. Changes in new orders by segment are discussed in further detail in the "Results by Business Segment" section below.

## **RESULTS BY BUSINESS SEGMENT**

### **Aerospace & Industrial**

The following tables summarize sales, operating income and margin, and new orders within the Aerospace & Industrial segment.

<i>(In thousands)</i>	Three Months Ended March 31,		
	2025	2024	% change
Sales	\$ 227,246	\$ 219,325	4 %
Operating income	29,922	27,466	9 %
Operating margin	13.2 %	12.5 %	70 bps
New orders	\$ 251,475	\$ 252,218	— %

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Components of sales and operating income increase (decrease):

	Three Months Ended March 31, 2025 vs. 2024	
	Sales	Operating Income
Organic	4 %	8 %
Restructuring	— %	(5 %)
Foreign currency	— %	6 %
<b>Total</b>	<b>4 %</b>	<b>9 %</b>

**Sales** in the Aerospace & Industrial segment are primarily generated from the commercial aerospace and general industrial markets, and to a lesser extent the defense and power & process markets.

Sales during the three months ended March 31, 2025 increased \$8 million, or 4%, to \$227 million from the prior year period. In the aerospace defense market, sales benefited primarily from higher demand for actuation equipment on the F-35 and other fighter jet programs. Sales increases in the commercial aerospace market were primarily due to higher OEM sales of sensors products and surface treatment services on narrowbody and widebody platforms. Sales in the general industrial market were essentially flat, as higher demand for industrial automation equipment was offset by lower sales of industrial vehicle products serving on-and off-highway vehicle platforms.

**Operating income** during the three months ended March 31, 2025 increased \$2 million, or 9%, to \$30 million from the prior year period, and operating margin increased 70 basis points to 13.2%, primarily due to favorable overhead absorption on higher sales and favorable foreign currency translation. These increases were partially offset by current period restructuring costs.

**New orders** of \$251 million were essentially flat against the comparable prior year period.

**Defense Electronics**

The following tables summarize sales, operating income and margin, and new orders within the Defense Electronics segment.

(In thousands)	Three Months Ended March 31,		
	2025	2024	% change
Sales	\$ 245,164	\$ 211,741	16 %
Operating income	67,449	48,081	40 %
Operating margin	27.5 %	22.7 %	80 bps
New orders	\$ 235,810	\$ 287,280	(18 %)

Components of sales and operating income increase (decrease):

	Three Months Ended March 31, 2025 vs. 2024	
	Sales	Operating Income
Organic	16 %	38 %
Restructuring	— %	— %
Foreign currency	— %	2 %
<b>Total</b>	<b>16 %</b>	<b>40 %</b>





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**Sales** in the Defense Electronics segment are primarily to the defense markets and, to a lesser extent, the commercial aerospace market.

Sales during the three months ended March 31, 2025 increased \$33 million, or 16%, to \$245 million from the prior year period. Sales in the aerospace defense market benefited \$20 million primarily due to higher demand for embedded computing equipment on various helicopter programs. In the naval defense market, sales increased \$10 million primarily due to higher demand for embedded computing equipment supporting various domestic and international programs. The ground defense market benefited from higher sales supporting U.S. ground vehicle modernization.

**Operating income** during the three months ended March 31, 2025 increased \$19 million, or 40%, to \$67 million, and operating margin increased 480 basis points from the prior year period to 27.5%, primarily due to favorable absorption on higher sales, the benefits from our operational excellence initiatives, and favorable mix on defense electronics products.

**New orders** during the three months ended March 31, 2025 decreased \$51 million from the comparable prior year period, primarily due to the timing of orders on ground and naval defense equipment, including embedded computing and tactical communications products.

**Naval & Power**

The following tables summarize sales, operating income and margin, and new orders within the Naval & Power segment.

<i>(In thousands)</i>	Three Months Ended March 31,		
	2025	2024	% change
Sales	\$ 333,235	\$ 282,101	18 %
Operating income	41,863	35,191	19 %
Operating margin	12.6 %	12.5 %	10 bps
New orders	\$ 530,682	\$ 361,846	47 %

*Components of sales and operating income increase (decrease):*

	Three Months Ended March 31, 2025 vs. 2024	
	Sales	Operating Income
Organic	12 %	26 %
Acquisitions	7 %	(7 %)
Restructuring	— %	— %
Foreign currency	(1 %)	— %
Total	18 %	19 %

**Sales** in the Naval & Power segment are primarily to the naval defense and power & process markets, and, to a lesser extent, the aerospace defense market.

Sales during the three months ended March 31, 2025 increased \$51 million, or 18%, to \$333 million from the prior year period. In the naval defense market, sales increased \$34 million primarily due to higher demand as well as the timing of sales on the Virginia-class and Columbia-class submarine programs. Sales in the naval defense market also benefited from higher growth on various next-generation submarine development programs as well as higher demand from international customers for aircraft handling systems equipment. Sales in the power & process market increased \$20 million primarily due to the incremental impact from our WSC and Ultra Energy acquisitions as well as higher



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maintenance of existing operating reactors and development of next-generation advanced reactors. These increases were partially offset by the timing of sales of arresting systems equipment in the aerospace defense market.

**Operating income** during the three months ended March 31, 2025 increased \$7 million, or 19%, to \$42 million, and operating margin increased 10 basis points from the prior year period to 12.6%, as favorable overhead absorption on higher sales as well as an unfavorable prior year period naval contract adjustment that did not recur in the current period were partially offset by unfavorable mix.

**New orders** increased \$169 million during the three months ended March 31, 2025 from the comparable prior year period, primarily due to an increase in naval defense orders.

**SUPPLEMENTARY INFORMATION**

The table below depicts sales by end market and customer type, as it helps provide an enhanced understanding of our businesses and the markets in which we operate. The table has been included to supplement the discussion of our operating results.

**Net Sales by End Market and Customer Type**

	Three Months Ended March 31,		
	2025	2024	% change
<i>(In thousands)</i>			
<b>Aerospace &amp; Defense markets:</b>			
Aerospace Defense	\$ 151,722	\$ 132,074	15 %
Ground Defense	97,237	90,760	7 %
Naval Defense	221,086	177,647	24 %
Commercial Aerospace	92,877	89,775	3 %
<b>Total Aerospace &amp; Defense</b>	<b>\$ 562,922</b>	<b>\$ 490,256</b>	<b>15 %</b>
<b>Commercial markets:</b>			
Power & Process	142,934	124,039	15 %
General Industrial	99,789	98,872	1 %
<b>Total Commercial</b>	<b>\$ 242,723</b>	<b>\$ 222,911</b>	<b>9 %</b>
<b>Total Curtiss-Wright</b>	<b>\$ 805,645</b>	<b>\$ 713,167</b>	<b>13 %</b>

**Aerospace & Defense markets**

Sales during the three months ended March 31, 2025 increased \$73 million, or 15%, to \$563 million, primarily due to higher sales across all markets. Sales in the aerospace defense market increased primarily due to higher demand for embedded computing equipment on various helicopter programs as well as actuation equipment on the F-35 and other fighter jet programs. The ground defense market benefited primarily from higher sales supporting U.S. ground vehicle modernization. Sales increases in the naval defense market were primarily due to higher demand as well as the timing of sales on the Virginia-class and Columbia-class submarine programs as well as higher demand for embedded computing equipment supporting various domestic and international programs. In the commercial aerospace market, sales increased primarily due to higher OEM sales of sensors products as well as surface treatment services on narrowbody and widebody platforms.

**Commercial markets**

Sales during the three months ended March 31, 2025 increased \$20 million, or 9%, to \$243 million. In the power & process market, sales increased primarily due to the incremental impact from our WSC and Ultra Energy acquisitions as well as higher commercial nuclear aftermarket sales supporting the maintenance of existing operating reactors and development of next-generation advanced reactors. Sales in the general industrial market were essentially flat.

**LIQUIDITY AND CAPITAL RESOURCES**



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**Sources and Use of Cash**

We derive the majority of our operating cash inflow from receipts on the sale of goods and services and cash outflow for the procurement of materials and labor; cash flow is therefore subject to market fluctuations and conditions. Most of our long-term contracts allow for several billing points (progress or milestone) that provide us with cash receipts as costs are incurred throughout the project rather than upon contract completion, thereby reducing working capital requirements. In some cases, these payments can exceed the costs incurred on a project.

**Condensed Consolidated Statements of Cash Flows**

<i>(In thousands)</i>	Three Months Ended	
	March 31, 2025	March 31, 2024
Cash provided by (used in):		
Operating activities	\$ (38,765)	\$ (45,633)
Investing activities	(24,893)	(12,014)
Financing activities	(98,578)	(7,006)
Effect of exchange-rate changes on cash	3,653	(4,180)
Net decrease in cash and cash equivalents	\$ (158,583)	\$ (68,833)

**Net cash used in operating activities** decreased \$7 million from the prior year period, primarily due to higher cash earnings in the current period.

**Net cash used in investing activities** increased \$13 million from the prior year period, primarily due to additional consideration paid in the current period pertaining to our Ultra Energy acquisition.

**Net cash used in financing activities** increased \$92 million from the prior year period, primarily due to the repayment of our 3.85% Senior Notes in February 2025. Refer to the "Financing Activities" section below for further details.

**Financing Activities**

*Debt*

The Corporation's debt outstanding had an average interest rate of 3.8% for both the three months ended March 31, 2025 and 2024. The Corporation's average debt outstanding was \$1,021 million and \$1,048 million for the three months ended March 31, 2025 and 2024, respectively.

*Credit Agreement*

As of March 31, 2025, the Corporation had approximately \$22 million in letters of credit supported by the credit facility. The unused credit available under the credit facility as of March 31, 2025 was \$728 million, which could be borrowed without violating any of our debt covenants.

*Repurchase of common stock*

For the three months ended March 31, 2025, the Corporation repurchased approximately 42,000 shares of its common stock for \$14 million. For the three months ended March 31, 2024, the Corporation repurchased approximately 53,000 shares of its common stock for \$12 million.

*Cash Utilization*

Management continually evaluates cash utilization alternatives, including share repurchases, acquisitions, and increased dividends to determine the most beneficial use of available capital resources. We believe that our cash and cash equivalents, cash flow from operations, available borrowings under the credit facility, and ability to raise additional

capital through the credit markets are sufficient to meet both the short-term and long-term capital needs of the organization.

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*Debt Compliance*

As of the date of this report, we were in compliance with all debt agreements and credit facility covenants, including our most restrictive covenant, which is our debt to capitalization limit of 60%. The debt to capitalization limit is a measure of our indebtedness (as defined in the notes purchase agreement and credit facility) to capitalization, where capitalization equals debt plus equity, and is the same for and applies to all of our debt agreements and credit facility.

As of March 31, 2025, we had the ability to borrow additional debt of approximately \$2.8 billion without violating our debt to capitalization covenant.

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**CRITICAL ACCOUNTING POLICIES**

Our condensed consolidated financial statements and accompanying notes are prepared in accordance with accounting principles generally accepted in the United States of America. Preparation of these statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, and expenses. These estimates and assumptions are affected by the application of our accounting policies. Critical accounting policies are those that require application of management's most difficult, subjective, or complex judgments, often as a result of the need to make estimates about the effects of matters that are inherently uncertain and may change in subsequent periods. A summary of significant accounting policies and a description of accounting policies that are considered critical may be found in our 2024 Annual Report on Form 10-K, filed with the U.S. Securities and Exchange Commission on February 13, 2025, in the Notes to the Consolidated Financial Statements, Note 1, and the Critical Accounting Policies section of Management's Discussion and Analysis of Financial Condition and Results of Operations.



**Item 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK**

There have been no material changes in our market risk during the three months ended March 31, 2025. Information regarding market risk and market risk management policies is more fully described in "Item 7A. Quantitative and Qualitative Disclosures about Market Risk" of our 2024 Annual Report on Form 10-K filed with the SEC.

**Item 4. CONTROLS AND PROCEDURES**

As of March 31, 2025, our management, including our Chief Executive Officer and Chief Financial Officer, conducted an evaluation of our disclosure controls and procedures, as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Based on such evaluation, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures are effective as of March 31, 2025 insofar as they are designed to ensure that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the Commission's rules and forms, and they include, without limitation, controls and procedures designed to ensure that information required to be disclosed by us in the reports we file or submit under the Exchange Act is accumulated and communicated to our management, including our principal executive and principal financial officers, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure.

During the quarter ended March 31, 2025, there have been no changes in our internal control over financial reporting (as such term is defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) 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

From time to time, we are involved in legal proceedings that are incidental to the operation of our business. Some of these proceedings allege damages relating to asbestos and environmental exposures, intellectual property matters, copyright infringement, personal injury claims, employment and employee benefit matters, government contract issues, commercial or contractual disputes, and acquisitions or divestitures. We continue to defend vigorously against all claims. Although the ultimate outcome of any legal matter cannot be predicted with certainty, based on present information, including assessment of the merits of the particular claim, as well as current accruals and insurance coverage, we do not believe that the disposition of any of these matters, individually or in the aggregate, will have a material adverse effect on our condensed consolidated financial condition, results of operations, and cash flows.

We have been named in pending lawsuits that allege injury from exposure to asbestos. To date, we have not been found liable or paid any material sum of money in settlement in any asbestos-related case. We believe that the minimal use of asbestos in our past operations and the relatively non-friable condition of asbestos in our products make it unlikely that we will face material liability in any asbestos litigation, whether individually or in the aggregate. We maintain insurance coverage for these potential liabilities and we believe adequate coverage exists to cover any unanticipated asbestos liability.

### Item 1A. RISK FACTORS

There have been no material changes in our Risk Factors during the three months ended March 31, 2025. Information regarding our Risk Factors is more fully described in "Item 1A. Risk Factors" of our 2024 Annual Report on Form 10-K filed with the SEC.

### Item 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

The following table provides information about our repurchase of equity securities that are registered by us pursuant to Section 12 of the Securities Exchange Act of 1934, as amended, during the quarter ended March 31, 2025.

	Total Number of shares purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of a Publicly Announced Program	Maximum Dollar amount of shares that may yet be Purchased Under the Program
January 1 - January 31	13,306	\$ 356.90	13,306	\$ 155,391,930
February 1 - February 28	13,518	\$ 333.91	26,824	150,878,133
March 1 - March 31	15,559	\$ 320.59	42,383	145,890,001
For the quarter ended March 31, 2025	42,383	\$ 336.24	42,383	\$ 145,890,001

In November 2024, the Corporation entered into two written trading plans under Rule 10b5-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The Company implemented these written trading plans in connection with its previously announced share repurchase programs. The first trading plan will include purchases in the total amount of \$60 million executed equally over the course of calendar year 2025. This written trading plan took effect on January 2, 2025 and will cease on December 31, 2025. The second trading plan includes potential purchases in the total amount of \$100 million. The Company cannot predict when or if it will purchase any shares of common stock as such plan includes a price limit where the Company would not buy shares under the Rule 10b5-1 plan. This written trading plan took effect on January 2, 2025 and will cease on December 31, 2025. The terms of the trading plans can be found in the Corporation's Form 8-K filed with the U.S. Securities and Exchange Commission on November 19, 2024.

### Item 3. DEFAULTS UPON SENIOR SECURITIES

None.



Not applicable.

**Item 5. OTHER INFORMATION**

*Director Nomination Process*

There have been no material changes in our procedures by which our security holders may recommend nominees to our board of directors during the three months ended March 31, 2025. Information regarding security holder recommendations and nominations for directors is more fully described in the section entitled “Stockholder Nominations for Director” of our 2025 Proxy Statement on Schedule 14A, which is incorporated by reference to our 2024 Annual Report on Form 10-K.

*Insider Adoption or Termination of Trading Arrangements*

During the fiscal quarter ended March 31, 2025, none of our directors or officers (as defined in Rule 16a-1(f) under the Exchange Act) adopted, modified, or terminated a “Rule 10b5-1 trading arrangement” or “non-Rule 10b5-1 trading arrangement,” as those terms are defined in Item 408 of Regulation S-K.

**Item 6.****EXHIBITS**

<b>Exhibit No.</b>	<b>Exhibit Description</b>	<b>Incorporated by Reference</b>		<b>Filed Herewith</b>
		<b>Form</b>	<b>Filing Date</b>	
3.1	<a href="#">Amended and Restated Certificate of Incorporation of the Registrant</a>	8-A12B/A	May 24, 2005	
3.2	<a href="#">Amended and Restated Bylaws of the Registrant</a>	8-K	May 18, 2015	
31.1	<a href="#">Certification of Lynn M. Bamford, Chair and CEO, Pursuant to Rules 13a – 14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as amended</a>			X
31.2	<a href="#">Certification of K. Christopher Farkas, Chief Financial Officer, Pursuant to Rules 13a – 14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as amended</a>			X
32	<a href="#">Certification of Lynn M. Bamford, Chair and CEO, and K. Christopher Farkas, Chief Financial Officer, Pursuant to 18 U.S.C. Section 1350</a>			X
101.INS	XBRL Instance Document			X
101.SCH	XBRL Taxonomy Extension Schema Document			X
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document			X
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document			X
101.LAB	XBRL Taxonomy Extension Label Linkbase Document			X
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document			X

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.

CURTISS-WRIGHT CORPORATION  
(Registrant)

By: /s/ K. Christopher Farkas

K. Christopher Farkas  
Vice President and Chief Financial Officer  
Dated: May 8, 2025