FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

(X) QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 1997

( ) 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 1-6948

SPX CORPORATION
(Exact Name of Registrant as Specified in its Charter)

Delaware	38-1016240
(State of Incorporation)	(I.R.S. Employer Identification No.)

700 Terrace Point Drive, Muskegon, Michigan 49443-3301
(Address of Principal Executive Office)

Registrant's Telephone Number including Area Code (616) 724-5000

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

Common shares outstanding October 23, 1997 - 12,560,521

PART I - FINANCIAL INFORMATION
Item 1. Financial Statements

SPX CORPORATION AND SUBSIDIARIES
CONSOLIDATED CONDENSED BALANCE SHEETS
(in thousands)
(Unaudited)

	September 30 1997	December 31 1996
ASSETS		
Current assets:		
Cash and temporary investments	$ 15,350	$ 12,312
Receivables	143,040	96,495
Inventories	125,753	109,258
Deferred income tax asset and refunds	37,408	42,208
Net assets under agreement for sale	-	133,795
Prepaid and other current assets	19,339	14,073
Total current assets	$ 340,890	$ 408,141
Investments	-	3,464

Property, plant and equipment, at cost	262,811	251,310
Accumulated depreciation	(139,825)	(127,445)
Net property, plant and equipment	$ 122,986	$ 123,865
Goodwill	60,737	58,665
Other assets	16,283	21,908
Total assets	$ 540,896	$ 616,043
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Notes payable and current maturities of long-term debt	$ 2,951	$ 1,430
Accounts payable	76,764	53,011
Accrued liabilities	105,491	115,016
Income taxes payable	32,440	4,973
Total current liabilities	$ 217,646	$ 174,430
Long-term liabilities	91,142	92,618
Deferred income taxes	22,690	15,219
Minority interest	1,633	-
Long-term debt	193,223	227,859
Shareholders' equity:		
Common stock	167,099	163,969
Paid-in capital	66,237	60,756
Retained deficit	(3,873)	(48,688)
Common stock held in treasury	(190,474)	(50,000)
Unearned compensation	(19,679)	(20,797)
Cumulative translation adjustments	(4,748)	677
Total shareholders' equity	$ 14,562	$ 105,917
Total liabilities and shareholders' equity	$ 540,896	$ 616,043

The accompanying notes are an integral part of these statements.

SPX CORPORATION AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF INCOME
(in thousands, except per share amounts)
(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	1997	1996	1997	1996
Revenues	$ 213,672	$254,979	$680,597	$857,910
Costs and expenses:				
Cost of products sold	152,336	191,647	492,582	655,795
Selling, general and administrative	42,420	46,075	129,650	142,951
Goodwill/Intangible amortization	822	1,767	2,602	5,432
Minority and equity interests	132	(1,442)	229	(4,025)
Restructuring charge	-	3,204	-	15,883
Operating income	$ 17,962	$ 13,728	$ 55,534	$ 41,874
Other expense (income), net	(437)	(219)	(66,631)	526
Interest expense, net	3,315	7,759	10,567	24,865
Income before income taxes	$ 15,084	$ 6,188	$111,598	$ 16,483
Provision for income taxes	5,185	2,351	55,029	6,355
Income before extraordinary item	$ 9,899	$ 3,837	$ 56,569	$ 10,128
Extraordinary item, net of tax	-	(774)	(10,330)	(1,153)
Net income	$ 9,899	$ 3,063	$ 46,239	$ 8,975
Income (loss) per share:				
Before extraordinary item	$ 0.80	$ 0.27	$ 4.17	$ 0.73
Extraordinary item, net of tax	-	(0.05)	(0.76)	(0.08)
Net income	$ 0.80	$ 0.22	$ 3.41	$ 0.65
Dividends per share	$ -	$ 0.10	$ 0.10	$ 0.30
Weighted average number of common shares outstanding	12,406	14,209	13,547	13,881

The accompanying notes are an integral part of these statements.

SPX CORPORATION AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS
(in thousands)
(Unaudited)

	Nine Months Ended September 30, 1997	Nine Months Ended September 30, 1996
Cash flows from operating activities:		
Net income from operating activities	$ 46,239	$ 8,975
Adjustments to reconcile net income to net cash from operating activities -		
Extraordinary loss	10,330	1,153
Depreciation and amortization	19,327	31,833
Minority and equity interests	229	(4,025)
Restructuring charge	-	15,883
Gain on sale of business, net of taxes	(31,160)	-
Compensation recognized under employee stock plan	2,872	3,303
Deferred taxes	17,980	(10,462)
Change in operating assets and liabilities (net of effect of acquired and disposed businesses):		
Receivables	(37,655)	(21,459)
Inventories	(10,327)	16,065
Prepaid and other assets	(5,353)	7,647
Accounts payable and accrued liabilities	(8,930)	1,473
Income taxes payable	(12,912)	2,798
Long-term liabilities	43	(765)
Other, net	537	1,643
Net cash provided by (used by) operating activities	$ (8,780)	$ 54,062
Cash flows from investing activities:		
Proceeds from sale of business	$ 223,000	$ -
Investments in businesses	(5,109)	-
Capital expenditures	(15,588)	(12,036)
Net cash provided by (used by) investing activities	$ 202,303	$ (12,036)
Cash flows from financing activities:		
Net payments under debt agreements	$ (37,504)	$ (33,522)
Payment of costs related to debt extinguishment	(16,397)	(1,860)
Common stock purchased	(140,474)	-
Net shares sold under stock option plan	4,736	4,947
Dividends paid	(1,424)	(4,114)
Net cash used by financing activities	$(191,063)	$ (34,549)
Effect of exchange rate changes on cash	578	693
Net increase in cash and temporary investments	$ 3,038	$ 8,170
Cash and temporary investments, beg. of period	12,312	17,069
Cash and temporary investments, end of period	$ 15,350	$ 25,239

The accompanying notes are an integral part of these statements.

SPX CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS
SEPTEMBER 30, 1997 (Unaudited)

1. The interim financial statements reflect the adjustments, which are, in the opinion of management, necessary for a fair presentation of the results of the interim periods. Adjustments are of a normal recurring nature.

   The preparation of the company's consolidated condensed financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated condensed financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

2. Information regarding the company's segments was as follows:

	Three months ended September 30, 1997	Three months ended September 30, 1996	Nine months ended September 30, 1997	Nine months ended September 30, 1996
	(in millions)			
Revenues:				
Service Solutions	$ 151.0	$ 132.8	$ 456.9	$ 463.5
Vehicle Components	62.7	122.2	223.7	394.4
Total	$ 213.7	$ 255.0	$ 680.6	$ 857.9
Operating income (expense):				
Service Solutions	$ 15.3	$ 7.9	$ 43.0	$ 26.0
Vehicle Components	8.7	11.2	29.9	32.0
General Corporate	(6.0)	(5.4)	(17.4)	(16.1)
Total	$ 18.0	$ 13.7	$ 55.5	$ 41.9
Capital expenditures:				
Service Solutions	$ 1.3	$ 1.7	$ 4.2	$ 3.1
Vehicle Components	3.6	2.2	11.0	8.3
General Corporate	0.1	0.3	0.4	0.6
Total	$ 5.0	$ 4.2	$ 15.6	$ 12.0
Depreciation and amortization:				
Service Solutions	$ 2.8	$ 3.3	$ 8.3	$ 10.2
Vehicle Components	2.9	6.7	10.2	20.4
General Corporate	0.3	0.3	0.8	1.2
Total	$ 6.0	$ 10.3	$ 19.3	$ 31.8

	September 30, 1997	December 31, 1996
Identifiable Assets:		
Service Solutions	$ 325.0	$ 291.5
Vehicle Components	148.8	271.5
General Corporate	67.1	53.0
Total	$ 540.9	$ 616.0

3. On February 7, 1997, the company completed the sale of substantially all of the assets and rights used in the manufacture and distribution of piston rings and cylinder liners, known as the Sealed Power Division ("SPD"). The sale to Dana Corporation was for $223 million gross cash proceeds. SPD included the accounts of Sealed Power, a U.S. division, SP Europe Limited Partnership, 70% owned, Allied Ring Corporation, 50% owned, and Promec, 40% owned. In addition, the buyer assumed substantially all of the liabilities and obligations of the business, excluding liabilities relating to income and other taxes, certain liabilities arising outside the ordinary course of business, debt, and certain employee related liabilities. The transaction includes a ten-year noncompetition agreement precluding the company from competing with SPD. The company recorded a pretax gain of $71.9 million (included in other expense (income), net), or $31.2 million after-tax on the transaction.

The accompanying consolidated condensed financial statements include the results of SPD through February 7, 1997, and the results of the Hy-Lift division through November 1, 1996, their dates of disposition. The following unaudited proforma first nine months 1997 and 1996 selected financial data reflects the disposition of these divisions as if they had occurred as of the beginning of the periods, respectively. The unaudited proforma selected results of operations do not purport to represent what the company's results of operations would actually have been had the dispositions in fact occurred as of January 1, 1997, or January 1, 1996, or project the results for any future date or period.

	Nine months ending September 30, 1997				
		Proforma Adj.			1996
	Reported	Divested	Other	Proforma	Proforma
	(in millions, except per share)				
Revenues	$ 680.6	$(23.5)		$ 657.1	$ 648.8
Cost of products sold	492.6	(19.6)		473.0	469.6
Gross margin	$ 188.0	$ (3.9)		$ 184.1	$ 179.2
SG&A	129.7	(1.0)		128.7	130.6
Goodwill/intangible amort.	2.6	(0.2)		2.4	4.1
Minority and equity	0.2	-		0.2	(0.6)
Restructuring charges	-	-		-	11.7
Operating income	$ 55.5	$ (2.7)		$ 52.8	$ 33.4
Other (income) expense	(66.6)	-	(71.9)(a)	5.3	.4
Interest expense, net	10.6	-	1.0 (b)	9.6	20.1
Income before income taxes	$ 111.5	$ (2.7)	$ (70.9)	$ 37.9	$ 12.9
Provision for income taxes	55.0	(1.0)	(40.3)(c)	13.7	4.9
Income (d)	$ 56.5	$ (1.7)	$ (30.6)	$ 24.2	$ 8.0
Income per share	$ 4.17			$ 1.79	$ 0.58
Weighted average number of shares	13.5			13.5	13.9

(a) Adjustment to exclude the gain on the sale of SPD.
(b) Adjustment to interest expense, net, assuming the use of net proceeds to reduce revolving credit and other debt.
(c) Adjustment to income tax expense to reflect an effective tax rate of 36% in 1997 and 38% in 1996.
(d) Income excludes extraordinary item, net of taxes.

4. During the first quarter of 1997, the company recorded a $6.5 million charge ($4.2 million after-tax) in other expense (income), net. This charge reflects anticipated future legal costs associated with the ongoing litigation with Snap-on Incorporated.

5. On March 11, 1997, the company commenced a cash tender offer for all $128,415,000 (principal amount) of its outstanding 11 3/4% Senior Subordinated Notes, due 2002 (the "Notes"), at a purchase price determined by reference to a fixed spread of 35 basis points over the yield to maturity of the United States Treasury 5 3/8% Notes due May 31, 1998, on March 25, 1997, of which an amount equal to 1% of principal amount of each Note purchased constituted a consent payment that was paid for Notes tendered on or prior to March 25, 1997.

   The tender offer expired on April 9, 1997 and $126,734,000 of the Notes were tendered. The company paid for these Notes on April 14, 1997. As a result of the company's irrevocable agreement with note holders tendering as of March 25 1997, the company recorded an extraordinary first quarter pretax charge of $16.4 million, or $10.3 million after-tax, for the cost to repurchase the notes.

6. On April 10, 1997, a Dutch Auction self-tender offer was announced for the purchase of up to 2.7 million common shares of the company at a price ranging from $48 to $56 per share. This tender offer expired on May 8, 1997 and 2.147 million shares were purchased at $56 per share. The purchase of common stock tendered was financed with the revolving credit agreement. Had the self-tender offer and related financing been completed as of the beginning of the applicable year, nine months 1997 net income would have been approximately $44.5 million, or $3.52 per share and nine months 1996 net income would have been approximately $5.6 million, or $.48 per share.

   An additional 376,100 common shares were purchased after May 8, 1997 for approximately $20.3 million.

7. During the first quarter of 1997, the company terminated its practice of selling undivided fractional interests in domestic trade accounts receivable. At December 31, 1996, approximately $26 million of accounts receivable had been sold under this practice.

8. During the first quarter of 1997, the company made three strategic investments totaling $5.1 million. Effective the beginning of 1997, the company acquired an additional 30% of JATEK which raised the company's ownership in this Japanese company to 80%. Also effective the beginning of 1997, the company purchased an additional 10% of IBS Filtran which raised the company's ownership to 60% in this German company. Effective March 1, 1997, the company acquired A.R. Brasch Marketing Inc., which provides technical service and training materials for vehicle manufacturers. A.R. Brasch has annual sales approaching $10 million. Had these acquisitions taken place on January 1 of the respective years, consolidated revenues and income would not have been significantly different from reported results.

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

The following unaudited information should be read in conjunction with the company's unaudited consolidated financial statements and related footnotes.

Recent Developments

The company is reviewing a possible combination of certain operations within the Service Solutions segment to respond to changing customer needs, technology, and marketplace changes. These changing conditions have prompted new product technology and a migration to smaller and lower priced equipment. Accordingly, the review of Service Solution's operations will also focus on current product offerings, principally the diagnostic and wheel service lines. Management intends to complete this review during the fourth quarter of 1997 and will decide upon a plan of action. This plan may require a fourth quarter charge for the operational combination. An additional charge may be necessary for the impaired carrying value of certain prior-generation inventory that may result from a management decision to accelerate the introduction of new technology/products or to change the manner in which the company meets customer needs in this segment.

The company is participating in an alliance that is developing a comprehensive set of technical standards to allow the integration of computer-based, repair shop products by vehicle service providers. These standards are called PASSPORT(TM) and will provide an open architecture for networking of computer-based products, including diagnostics, wheel alignment, repair information systems and point-of-sale systems. The standards will be available in early 1998 to all suppliers of computer-based products and services. The alliance currently includes the company, Alldata Corporation, Anderson BDG Corporation, Hunter Engineering, Reynolds & Reynolds and Vetronix Corporation.

Results of Operations

Consolidated:

	Three months ended September 30,		Nine months ended September 30,	
	1997	1996	1997	1996
	(in millions)			
Revenues:				
Service Solutions	$ 151.0	$ 132.8	$ 456.9	$ 463.5
Vehicle Components	62.7	122.2	223.7	394.4
Total	$ 213.7	$ 255.0	$ 680.6	$ 857.9
Operating income (loss):				
Service Solutions	$ 15.3	$ 7.9	$ 43.0	$ 26.0
Vehicle Components	8.7	11.2	29.9	32.0
General corporate expense	(6.0)	(5.4)	(17.4)	(16.1)
Total	$ 18.0	$ 13.7	$ 55.5	$ 41.9
Other expense (income), net	(0.4)	(0.3)	(66.6)	0.5
Interest expense, net	3.3	7.8	10.6	24.9
Income before income taxes	$ 15.1	$ 6.2	$ 111.5	$ 16.5
Provision for income taxes	5.2	2.4	55.0	6.4
Income before extraordinary item	$ 9.9	$ 3.8	$ 56.5	$ 10.1
Extraordinary item, net of tax	-	(0.7)	(10.3)	(1.1)
Net income	$ 9.9	$ 3.1	$ 46.2	$ 9.0
Capital expenditures			$ 15.6	$ 12.0
Depreciation and amortization			19.3	31.8

	September 30, 1997	December 31, 1996
	(in millions)	
Identifiable assets	$ 540.9	$ 616.0

General corporate expenses and other consolidated items that are not allocated to the segments are explained below, followed by segment information.

Third Quarter 1997 vs. Third Quarter 1996

General Corporate expense
The third quarter of 1997 expense was greater than the third quarter of 1996 due to higher incentive compensation costs.

Other expense (income), net
These expense and income items represent expenses and income not included in the determination of operating results and include gains or losses on currency exchange, translation gains or losses of financial statements in highly inflationary countries, fees incurred on the sale of accounts receivable under the company's accounts receivable securitization program (discontinued during the first quarter of 1997), gains or losses on the sale of fixed assets, and unusual non-operational gains or losses.

Interest Expense, net
Third quarter 1997 interest expense was less than the third quarter 1996 interest expense due to lower debt levels and interest rates.

Provision for Income Taxes
The effective income tax rate for the third quarter of 1997 was 34.4%. The third quarter effective income tax rate included an amount to adjust the year-to-date rate (excluding unusual items) to 36%, the estimated effective income tax rate for the year.

Extraordinary item, net of taxes
In the third quarter of 1996, the company recorded a pretax charge of $1.2 million, $0.7 million after-tax, to reflect the costs to repurchase $17.3 million of its 11 3/4% Senior Subordinated Notes.

First Nine Months of 1997 vs. First Nine Months of 1996

General Corporate expense
The first nine months of 1997 expense was greater than the first nine months of 1996 due to higher incentive compensation costs.

Other expense (income), net
In the first quarter of 1997, the company completed the sale of the Sealed Power division to Dana Corporation for $223 million in cash. The company recorded a $71.9 million gain on the sale ($31.2 million after-tax). The results of operations of Sealed Power are included in the company's consolidated results through the date of divestiture, February 7, 1997. The first nine months of 1997 includes a $6.5 million charge for estimated costs of pending litigation with Snap-on Incorporated. These costs reflect future legal costs to defend this litigation through its conclusion.

Interest Expense, net
First nine months 1997 interest expense was less than the first nine months 1996 interest expense due to lower debt levels.

Provision for Income Taxes
The overall income tax provision includes $40.7 million provided on the sale of the Sealed Power division. Without this item, the effective income tax rate for the first nine months of 1997 was 36% which represents the company's current estimated effective income tax rate for the year.

Extraordinary item, net of taxes
In the first nine months of 1997, the company recorded a pretax charge of $16.4 million, $10.3 million after-tax, to reflect the costs to repurchase $126.7 million of its 11 3/4% Senior Subordinated Notes tendered pursuant to the company's irrevocable tender offer for these notes.

Service Solutions (formerly Specialty Service Tools):

	Three months ended September 30, 1997	Three months ended September 30, 1996	Nine months ended September 30, 1997	Nine months ended September 30, 1996
	(in millions)			
Revenues	$ 151.0	$ 132.8	$ 456.9	$ 463.5
Gross Profit	48.9	45.3	145.2	144.6
% of revenues	32.4%	34.1%	31.8%	31.2%
Selling, general & administrative	33.0	33.1	100.5	103.7
% of revenues	21.9%	24.9%	22.0%	22.4%
Goodwill/intangible amortization	0.6	1.0	1.7	3.2
Minority and equity interests	0.0	0.1	0.0	0.0
Restructuring charge	-	3.2	-	11.7
Operating income	$ 15.3	$ 7.9	$ 43.0	$ 26.0
Capital expenditures			$ 4.2	$ 3.1
Depreciation and amortization			8.3	10.2

	September 30, 1997	December 31, 1996
Identifiable assets	$ 325.0	$ 291.5

Third Quarter 1997 vs. Third Quarter 1996

Revenues
Third quarter 1997 revenues increased $18.2 million, or 13.7%, from the third quarter of 1996. The most significant reason for the higher revenues was improved program tool sales over 1996 and the initial impact of gas emissions sales, principally in Pennsylvania and California. Third quarter 1997 revenues also included approximately $8 million of sales due to the consolidation of JATEK and the purchase of A.R. Brasch. Offsetting these incremental 1997 sales, were lower sales of engine diagnostic and wheel service equipment and air conditioning repair tools and equipment.

Gross margin
Third quarter 1997 gross margin of 32.4% was lower than the 34.1% gross margin in 1996. Third quarter 1997 gross margin was impacted by general revenue mix towards lower margin product sold during the quarter. Also, productivity improvements and cost reductions from the 1996 restructuring increased both 1997 and 1996 gross margins.

Selling, General and Administrative ("SG&A")
Third quarter 1997 SG&A expense was $33.0 million, or 21.9% of revenues, compared to $33.1 million, or 24.9% of revenues, in 1996. The lower SG&A expense to revenues percentage reflects continuing cost controls.

Goodwill/Intangible Amortization
Third quarter of 1997 expense was lower than 1996 due to the recording of an impairment of certain goodwill during the fourth quarter of 1996.

Minority and equity interests
In 1996, this line represented the equity (earnings) or losses of JATEK, previously 50% owned. Effective the beginning of 1997, the company acquired an additional 30% of JATEK and its results are now consolidated. Beginning in 1997, the 20% minority interest in JATEK's results is reflected in this line.

Restructuring Charge

During the third quarter of 1996, the company incurred $3.2 million of restructuring costs to consolidate five Specialty Service Tool divisions into two divisions.

Operating Income

1997 third quarter operating income of $15.3 million compares to third quarter 1996 operating income of $11.1 million, excluding the $3.2 million restructuring charge in 1996. The increase was primarily attributable to higher revenues and reduced goodwill amortization.

First Nine Months of 1997 vs. First Nine Months of 1996

Revenues

First nine months 1997 revenues decreased $6.6 million, or 1.4%, from the first nine months of 1996. The most significant reason for the lower revenues was that 1996 included approximately $32 million in dealer equipment sales to one customer. First nine months 1997 revenues include approximately $27 million of sales due to the consolidation of JATEK and the purchase of A.R. Brasch. Offsetting these incremental 1997 sales, were lower sales of essential program tools, engine diagnostic and wheel service equipment, and air conditioning repair tools and equipment.

Gross margin

First nine months 1997 gross margin of 31.8% was higher than the 31.2% gross margin in 1996. The increase in the gross margin was a direct result of the significant dealer equipment sales in 1996, which have a relatively low gross margin. Also, productivity improvements and cost reductions from the 1996 restructuring increased the 1997 gross margin.

Selling, General and Administrative ("SG&A")

First nine months 1997 SG&A expense was $100.5 million, or 22.0% of revenues, compared to $103.7 million, or 22.4% of revenues, in 1996. The lower SG&A spending was primarily due to lower revenues, reduced incentive compensation expense, and cost control. Additionally, the significant dealer equipment sales in the first six months of 1996 had relatively low SG&A costs, which lowered the 1996 SG&A percent to revenues.

Goodwill/Intangible Amortization

First nine months of 1997 expense was lower than 1996 due to the recording of an impairment of certain goodwill during the fourth quarter of 1996.

Minority and equity interests

In 1996, this line represented the equity (earnings) or losses of JATEK, previously 50% owned. Effective the beginning of 1997, the company acquired an additional 30% of JATEK and its results are now consolidated. Beginning in 1997, the 20% minority interest in JATEK's results is reflected in this line.

Restructuring Charge

During 1996, the company incurred $11.7 million of restructuring costs to consolidate five Specialty Service Tool divisions into two divisions.

Operating Income

1997 first nine months operating income of $43.0 million compares to first nine months 1996 operating income of $37.7 million, excluding the $11.7 million restructuring charge in 1996. The increase was primarily attributable to cost reductions and reduced goodwill amortization.

Capital Expenditures
First nine months 1997 capital expenditures were $4.2 million compared to first nine months of 1996 capital expenditures of $3.1 million. Capital expenditures for 1997 are expected to approximate $10 million. Starting in 1997, the company has begun implementation of a new business system designed to improve systems capabilities at its worldwide Service Solutions businesses.

Identifiable Assets
Identifiable assets at September 30, 1997 increased approximately $34 million from year-end 1996 and included the increase due to the purchase of A.R. Brasch and the consolidation of JATEK. The balance of the increase was predominately in receivables and inventories. The increase in receivables was a result of higher revenues in August and September of 1997 compared to November and December of 1996. The increase in inventories was a result of a buildup of inventory to support fourth quarter business activity.

Vehicle Components (formerly Original Equipment Components:

	Three months ended September 30, 1997	Three months ended September 30, 1996	Nine months ended September 30, 1997	Nine months ended September 30, 1996
	(in millions)			
Revenues	$ 62.7	$ 122.2	$ 223.7	$ 394.4
Gross Profit	12.5	17.2	42.9	56.6
% of revenues	19.9%	14.1%	19.2%	14.4%
Selling, general & administrative	3.4	6.8	11.8	22.2
% of revenues	5.4%	5.6%	5.3%	5.6%
Goodwill/intangible amortization	0.3	0.7	1.0	2.2
Minority and equity interests	0.1	(1.5)	0.2	(4.0)
Restructuring charge	-	-	-	4.2
Operating income	$ 8.7	$ 11.2	$ 29.9	$ 32.0
Capital expenditures			$ 11.0	$ 8.3
Depreciation and amortization			10.2	20.4

	September 30, 1997	December 31, 1996
Identifiable assets	$ 148.8	$ 271.5

Third Quarter 1997 vs. Third Quarter 1996

Revenues
Third quarter 1997 revenues were down $59.5 million from the third quarter 1996 revenues due to the divestitures of the Sealed Power and Hy-Lift divisions. The third quarter of 1996 included $64.0 million of revenues from Sealed Power and Hy-Lift.

Gross Profit
Third quarter 1997 gross margin of 19.9% compares favorably to the third quarter 1996 gross margin of 14.1%. The increase was due to the disposal of Hy-Lift and Sealed Power, both lower margin businesses.

Selling, General and Administrative ("SG&A")
SG&A was $3.4 million, or 5.4% of revenues, in the third quarter of 1997 compared to $6.8 million, or 5.6% of revenues, in 1996, reflecting continuing cost containment efforts and the effect of the divestitures.

Goodwill/Intangible Amortization
Goodwill and intangible amortization expense was lower in 1997 due to the sale of Sealed Power.

Minority and equity interests

In 1996, minority and equity interests reflected the equity earnings of Promec and Allied Ring Corporation (both sold as part of the Sealed Power divestiture in February 1997) and IBS Filtran, 50% owned during 1996. In 1997, this amount represents the 40% minority interest in IBS Filtran's results. The company acquired an additional 10% of IBS Filtran as of the beginning of 1997 and is now consolidating its results.

Operating Income

Third quarter 1997 operating income was $8.7 million compared to $11.2 million in the third quarter of 1996.

First Nine Months of 1997 vs. First Nine Months of 1996

Revenues

First nine months 1997 revenues were down $170.7 million from the first nine months of 1996 due to the divestitures of the Sealed Power and Hy-Lift divisions. The first nine months of 1997 includes $23.5 million of revenues from Sealed Power and the first nine months of 1996 includes $209.0 million of revenues from Sealed Power and Hy-Lift.

Gross Profit

First nine months 1997 gross margin of 19.2% compares favorably to the first nine months 1996 gross margin of 14.4%. The increase was due to the disposal of Hy-Lift and Sealed Power, both lower margin businesses.

Selling, General and Administrative ("SG&A")

SG&A was $11.8 million, or 5.3% of revenues, in the first nine months of 1997 compared to $22.2 million, or 5.6% of revenues, in 1996, reflecting continuing cost containment efforts and the effect of the divestitures.

Goodwill/Intangible Amortization

Goodwill and intangible amortization expense was lower in 1997 due to the sale of Sealed Power.

Minority and equity interests

In 1996, minority and equity interests reflected the equity earnings of Promec and Allied Ring Corporation (both sold as part of the Sealed Power divestiture in February 1997) and IBS Filtran, 50% owned during 1996. In 1997, this amount represents the 40% minority interest in IBS Filtran's results. The company acquired an additional 10% of IBS Filtran as of the beginning of 1997 and is now consolidating its results.

Operating Income

First nine months 1997 operating income was $29.9 million compared to $32.0 million in the first nine months of 1996. The first nine months of 1996 included a $4.2 million restructuring charge for an early retirement program at the Sealed Power division.

Capital Expenditures

Capital expenditures in the first nine months of 1997 were $11.0 million and $8.3 million in the first nine months of 1996. Capital expenditures for 1997 are expected to approximate $20 million and will be focused upon certain capacity expansions, cost reductions and maintenance of the operations.

Identifiable Assets

Identifiable assets decreased approximately $123 million from year-end 1996 reflecting the sale of Sealed Power.

Liquidity and Financial Condition

The company's liquidity needs arise primarily from capital investment in equipment, working capital requirements to support business growth initiatives and to meet debt service obligations. Management believes that operations and the credit arrangements will be sufficient to supply funds needed by the company through 1998.

Cash Flow

	Nine months ended Sept. 30, 1997	1996
	(in millions)	
Cash flow from:		
Operating activities......	$ (8.8)	$ 54.1
Investing activities......	202.3	(12.0)
Financing activities......	(190.5)	(33.9)
Net Cash Flow............	$ 3.0	$ 8.2

Cash flow from operating activities in the first nine months of 1997 was an outflow of $8.8 million. The 1997 cash outflow includes the $26 million effect of terminating the accounts receivable securitization program during the first quarter. The 1997 outflow also includes additional increases in accounts receivable and increases in inventory totaling $22 million. The company has accelerated its efforts to reduce current inventory levels of engine diagnostic and wheel service equipment within Service Solutions. Such inventory has a carrying value of approximately $41 million at September 30, 1997, down $4 million from June 30, 1997. The success of this inventory reduction effort is dependent upon the timing of many factors, including new product technology, migration to lower priced hand-held equipment, new product introductions (including products designed to the new PASSPORT(TM) standards), and competition for customer demand given various gas emissions programs.

Cash flow from investing activities during the first nine months of 1997 includes the $223 million of cash received on the sale of Sealed Power, offset by $5.1 million invested in A.R. Brasch, and in IBS Filtran (acquired additional 10% ownership) and capital expenditures of $15.6 million. Capital expenditures for 1997 should approximate $30 million for the year.

Cash flow from financing activities for the first nine months of 1997 reflects the company's first quarter dividend payment (see discussion below), shares sold under the stock option plan, $16.4 million of extinguishment costs paid in the second quarter to repurchase $126.7 million of 11 3/4% senior subordinated notes, $120.2 million to purchase 2.147 million shares of common stock in the "Dutch" auction, $20.3 million to purchase common stock in the open market during the third quarter, and a $37.5 million reduction in borrowings.

Total Debt

During the first nine months of 1997, the company completed a new financial capital plan. This plan included:

1. A tender offer, dated March 11, 1997, to purchase all outstanding 11 3/4% Senior Subordinated Notes. This tender offer expired April 9, 1997 and $126.7 million of the notes were purchased. The company used existing cash and cash equivalents and its revolving credit facility to fund the purchase of the notes.

2. Obtained a new $400 million unsecured revolving credit agreement on May 7, 1997 with a syndicate of banks. The agreement provides debt capacity for business operations, acquisitions, and the repurchase of common stock.

3. Announced, on April 10, 1997, a Dutch Auction self-tender offer for up to 2.7 million common shares of the company at a price ranging from $48 to $56 per share. This tender offer expired on May 8, 1997 and 2.147 million shares were repurchased at $56 per share. The purchase of the common stock tendered was financed with the new revolving credit agreement.

4. Concurrent with the announcement of the Dutch Auction, the company announced the elimination of the quarterly cash dividend and that common stock would be purchased in the open market if future distributions to shareholders are deemed appropriate by management. During the third quarter of 1997, the company purchased 376,100 shares of common stock at an average purchase price of $54 per share, which have been recorded as treasury stock. At September 30, 1997, the company is authorized to purchase approximately 659,000 additional shares.

At September 30, 1997, the following summarizes the debt outstanding and unused credit availability:

	Total Commitment	Amount Outstanding (in millions)	Unused Credit Availability
Revolving credit facility...	$ 400.0	$ 170.0	$ 213.1(a)
Swingline loan facility.....	5.0	-	5.0
Senior subordinated notes...	1.7	1.7	-
Industrial revenues bonds...	15.1	15.1	-
Other......................	13.8	9.4	4.4
Total debt................	$ 435.6	$ 196.2	$ 222.5

(a) Decreased by $16.9 million of facility letters of credit outstanding at September 30, 1997, which reduce the unused credit availability.

The company is required to maintain compliance with restrictive covenants contained in the revolving credit agreement. Under the most restrictive financial covenants, the company is required to maintain the following ratios:

(1) Maintain a Debt - EBITDA Ratio less than 3.75 to 1.0 for fiscal quarters ending September and December of 1997, a ratio less than 3.5 to 1.0 for fiscal quarters ending March, June and September of 1998, and a ratio less than 3.0 to 1.0 thereafter. At September 30,1997, the ratio was 2.24 to 1.0.

(2) Maintain a Fixed Charge Coverage Ratio greater than 1.5 to 1.0 for the fiscal quarter ending in September of 1997, a ratio greater than 1.75 to 1.0 for fiscal quarters ending December 1997 and March, June, and September of 1998, and a ratio greater than 2.0 to 1.0 thereafter. At September 30, 1997, the ratio was 2.95 to 1.0.

Management believes that the unused credit availability on the revolving credit facility is sufficient to meet operational cash requirements, working capital requirements and capital expenditures for 1997. Aggregate future maturities of total debt are not material for the next five years. The revolving credit agreement will expire in 2002 and borrowings on the revolver would become due, however, management believes that the revolving credit agreement would likely be extended or that alternate financing will be available to the company.

Other Matters

The company continues to review and assess potential acquisition candidates. The objective to grow the company includes acquisitions within Service Solutions to expand service and product offerings, and, potentially, complementary acquisitions within Vehicle Components. Additionally, the company could consider an acquisition not directly related to either segment. At this time, the company is not in a position to comment on the status of any specific acquisition investigation.

As of the end of 1997, the company must adopt Statement of Financial Accounting Standards No. 128, "Earnings Per Share." This standard will require presentation of basic and diluted earnings per share information instead of the current primary and fully diluted earnings per share required by APB Opinion No.15. The company's review indicates that the new basic earnings per share would have been insignificantly higher than the reported primary earnings per share for the first nine months of 1997 and 1996. This is due to the exclusion of the effect of outstanding options in the basic earnings per share computation versus the primary earnings per share computation. The company estimates that the diluted earnings per share for the first nine months of 1997 and 1996 would have been virtually the same as the reported primary earnings per share for these periods.

Beginning in 1998, the company must adopt Statement of Financial Accounting Standards No. 130, "Reporting Comprehensive Income" and No. 131, "Disclosures about Segments of an Enterprise and Related Information." No. 130 will require the company to report comprehensive income as part of the consolidated financial statements. The company expects that foreign currency translation adjustments will be the principal additional item to present comprehensive income. No. 131 will require the company to report certain information about operating segments in the consolidated financials statements. The company is currently evaluating the provisions of this statement to determine its impact upon current segment disclosures.

The foregoing discussion in "Management's Discussion and Analysis of Financial Condition and Results of Operations" contains forward looking statements which reflect management's current views with respect to future events and financial performance. These forward looking statements are subject to certain risks and uncertainties, including but not limited to those matters discussed above. Due to such uncertainties and risks, readers are cautioned not to place undue reliance on such forward looking statements, which speak only as of the date hereof. Reference is made to the company's 1996 Annual Report on Form 10-K for additional cautionary statements and discussion of certain important factors as they relate to forward looking statements.

PART II - OTHER INFORMATION

Item 4. Submission of Matters to a Vote of Security Holders

None.

Item 5. Other Information

None.

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

(2) None.

(4) None.

(10) None.

(11) Statement regarding computation of earnings per share. See Consolidated Condensed Statements of Income.

(15) None.

(18) None.

(19) None.

(20) None.

(22) None.

(23) None.

(24) None.

(27) Financial data schedule.

(99) None.

(b) Reports on Form 8-K

None.

SIGNATURES

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

SPX CORPORATION
(Registrant)

Date: November 12, 1997

By /s/ John B. Blystone

John B. Blystone
Chairman, President and
Chief Executive Officer

Date: November 12, 1997

By /s/ Patrick J. O'Leary

Patrick J. O'Leary
Vice President, Finance,
Treasurer and Chief
Financial and Accounting
Officer

5

9-MOS
DEC-31-1997
SEP-30-1997
15,350
0
152,211
(9,171)
125,753
340,890
262,811
(139,825)
540,896
217,646
1,681
0
0
167,099
(152,537)
540,896
680,597
680,597
492,582
625,063
(66,631)
0
10,567
111,598
55,029
56,569
0
(10,330)
0
46,239
3.41
3.41