

SPX Corporation Investor Presentation

March 2020



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- ❑ Although SPX believes that the expectations reflected in its forward-looking statements are reasonable, it can give no assurance that such expectations will prove to be correct. In addition, estimates of future operating results are based on the company's existing operations and complement of businesses, which are subject to change.
- ❑ Particular risks facing SPX include risks relating to market specific cycles and weather related fluctuations; economic, business and other risks stemming from changes in the economy; legal and regulatory risks; cost of raw materials; pricing pressures; our reliance on U.S. revenues and international operations; our ability to successfully resolve various claims and disputes associated with our large power projects in South Africa; legacy liability (including asbestos, environmental and pension); liabilities retained in connection with dispositions; integration of acquisitions and achievement of anticipated synergies; our 2015 spin-off transaction; and the effectiveness, success, and timing of restructuring plans. More information regarding such risks can be found in SPX's Annual Report on Form 10-K and other SEC filings.
- ❑ Statements in this presentation are only as of the time made, and SPX disclaims any responsibility to update or revise such statements except as required by regulatory authorities.
- ❑ This presentation includes non-GAAP financial measures. Reconciliations of the non-GAAP financial measures with the most comparable measures calculated and presented in accordance with GAAP are available in the appendix to this presentation. We believe that these non-GAAP measures are useful to investors in evaluating our operating performance and our management of business from period to period.
- ❑ We have not reconciled non-GAAP financial measures guidance to their nearest GAAP equivalents because we do not provide guidance for items that we do not consider indicative of our on-going performance and that are out of our control and/or cannot be reasonably predicted. Accordingly, a reconciliation of the non-GAAP financial measure guidance to the corresponding GAAP financial measures is not practicable.

Gene Lowe
President and CEO



Scott Sproule
Treasurer and CFO





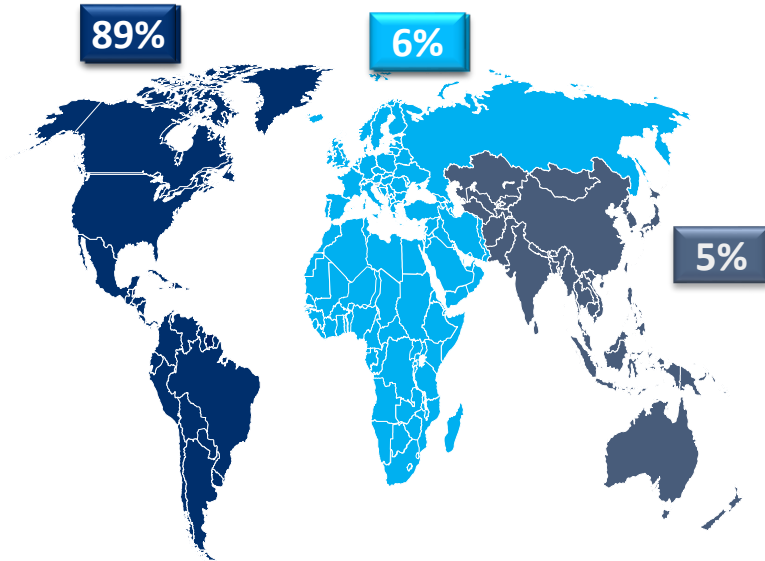
SPX Corporation Overview

Company Overview



- ❑ Headquartered in Charlotte, NC
- ❑ A leading supplier of:
 - ✓ HVAC products
 - ✓ Detection & Measurement technologies, and
 - ✓ Engineered Solutions
- ❑ ~\$1.5b Adjusted Revenue* in 2019
- ❑ ~4,500 employees
- ❑ NYSE Ticker: **SPXC**

2019 Adjusted Revenue* by Region



SPX is a Leading Supplier of HVAC, Detection & Measurement and Engineered Solutions;
The Majority of Revenue is Generated by North American Sales

*Non-GAAP financial measure. Reconciliations from US GAAP financial measures are available in the Appendix of the presentation.

Why SPX?



Attractive Core

Well positioned key platforms in growth markets

Growth

Favorable secular trends and business mix; growth initiatives in early innings

Cash Flow

100-110% conversion of adjusted net income*

Business System

Consistent repeatable process to drive improvement

Capital Deployment

Anticipate ~\$400m of capital available for growth and value creation during 2020

Sustainable Double Digit EPS Growth with Strong Cash Conversion

*Non-GAAP financial measure. Reconciliations from US GAAP are available in the appendix of this presentation.

Strong Product Offerings and Attractive Market Dynamics



HVAC

- ✓ Cooling towers
- ✓ Refrigeration
- ✓ Boilers
- ✓ Electrical heating

DETECTION & MEASUREMENT

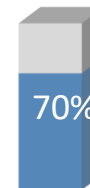
- ✓ Location & inspection
- ✓ Fare collection
- ✓ Communication technologies

ENGINEERED SOLUTIONS

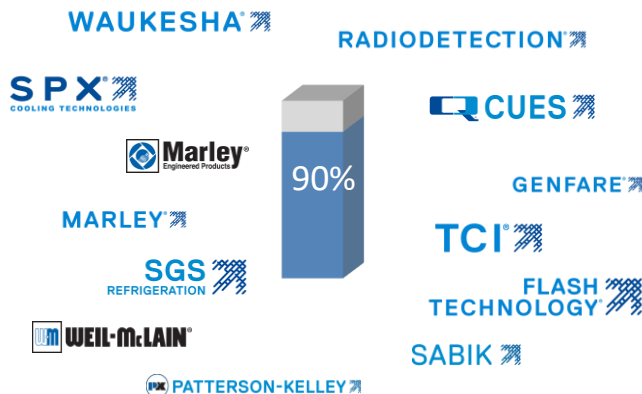
- ✓ Transformers
- ✓ Process cooling & components

2019	
REVENUE	ADJUSTED EBITDA MARGIN*
\$593m	17%
\$385m	25%
\$549m	10%

2019 REVENUE FROM REPLACEMENT SALES†



2019 REVENUE FROM #1 OR #2 MARKET POSITION†



*Non-GAAP financial measure. Reconciliations from US GAAP financial measures are available in the appendix of this presentation.

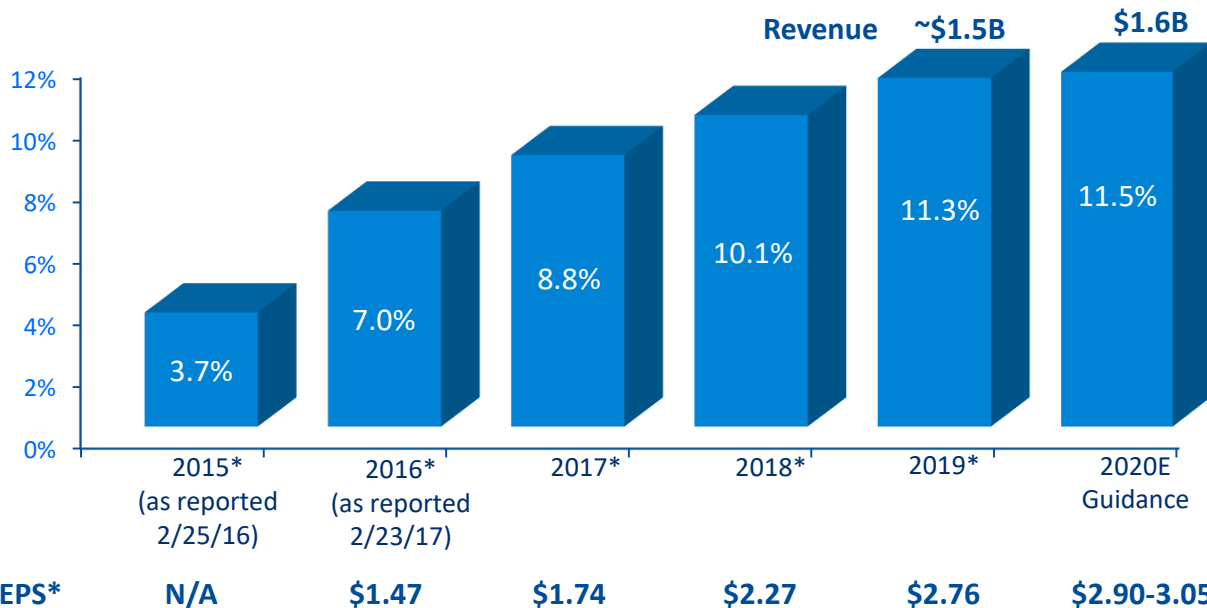
†Based on management estimates.

Note: Weil-McLain is a division of The Marley-Wylain Company

Transformation of SPX - 2015 Through 2020



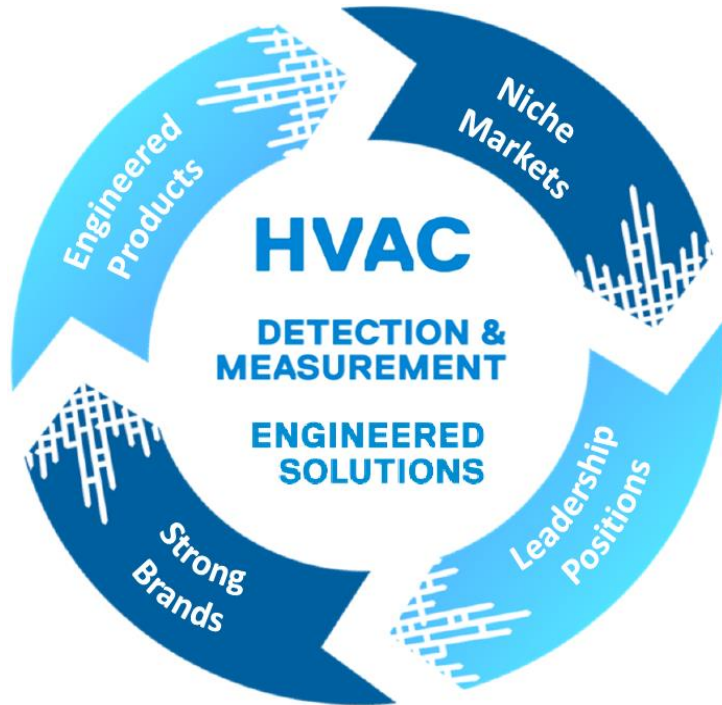
Adjusted Operating Income Margin



Actions Taken in Last Four Years Have Significantly Strengthened SPX's Financial Profile

*Non-GAAP financial measure. Reconciliations from US GAAP financial measures are available in the applicable earnings release or in the Appendix of the presentation.

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Organic Growth

- New products
- Channel expansion
- Adjacent markets

Inorganic Growth

- Focus in HVAC and D&M
- Significant capital to deploy
- Large target pipeline

SPX Business System

- Policy deployment
- Operational excellence
- Due diligence/integration

Culture & Values

- Employee development
- Results/accountability
- Integrity

Segment Overview

- ❑ HVAC
- ❑ Detection & Measurement
- ❑ Engineered Solutions

HVAC

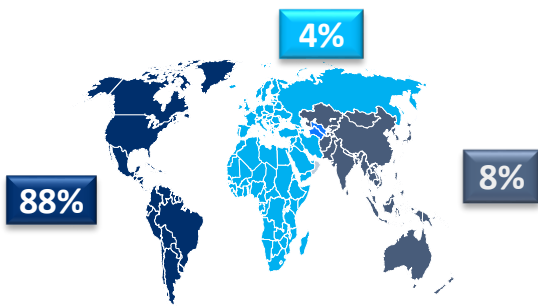
HVAC Segment Overview



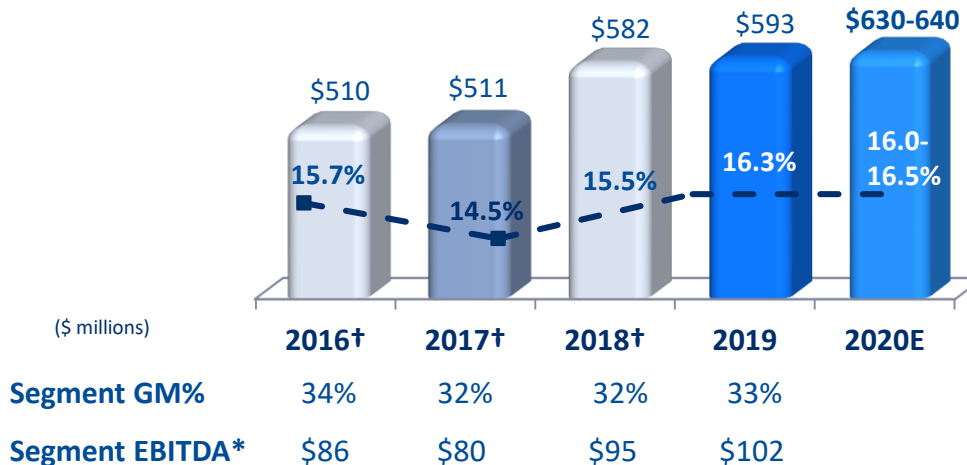
2019 Revenue by Product



2019 Revenue by Geography



■ Revenue
 ■ Adjusted segment income* %



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 †GAAP financial measure.

Strong Product Brands and Leading Market Positions Across HVAC Heating and Cooling Product Portfolio

Strategic Growth Initiatives

New Product Development

- ❑ Commercialize NC Everest (Cooling)
- ❑ Grow Evergreen (high-efficiency boiler)



Adjacent Markets

- ❑ Expand refrigeration – Evaporative Condenser; LS Fluid Cooler
- ❑ Grow combi-boilers (Aquabalance™)



Channel Development

- ❑ Expand geographic and vertical market channels
- ❑ Execute multi-level sales activities
 - ✓ End user, architect/engineer, mechanical contractor

Operational Excellence

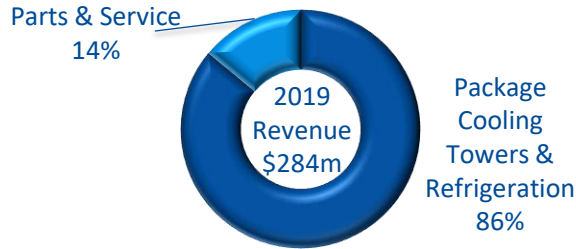
- ❑ Drive strategic sourcing, productivity initiatives



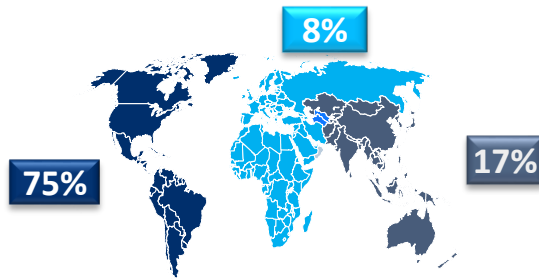
Several Attractive Opportunities to Expand and Grow HVAC Platform

Cooling Products Overview

2019 Revenue by Product



2019 Revenue by Geography



- ❑ Cooling products used in non-residential, commercial construction, process cooling and refrigeration applications
- ❑ Well-recognized product brands: Marley and Recold
- ❑ Well-established sales channel including reps and distributors
- ❑ Demand generally follows construction trends (e.g., Dodge Index)
- ❑ Approximately 50% replacement sales

Strong Product Brands and Leading Market Positions Across Cooling Product Portfolio

Marley NC Cooling Tower

- ✓ High efficiency
- ✓ Low drift rates
- ✓ Quiet by design
- ✓ Long-life construction



Recol Fluid Cooler

- ✓ High performance design
- ✓ Low cost of ownership



Strong Product Portfolio of Cooling Technologies with Opportunity for Expansion

Cooling - Key New Products

Marley MH Element Fluid Cooler

- ✓ Launched in Early 2020 for Industrial and process cooling applications
- ✓ High performance copper coils with superior corrosion resistance
- ✓ The most efficient system in its class



Marley MD Everest Tower

- ✓ Launched in Early 2019 for larger applications
- ✓ 85% more cooling capacity than any other pre-assembled tower
- ✓ Installation 80% faster than field erected cooling towers



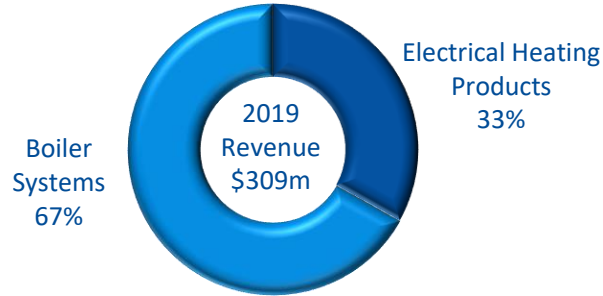
Marley LW Fluid Cooler

- ✓ Launched in 2016
- ✓ High efficiency, low height fluid cooler



Strong Brand Identity and Well Established Channel Support a Broader NPI Impact

2019 Revenue by Product



- ❑ North American businesses with strong brands
- ❑ Products used in residential and non-residential markets and sold primarily through distributors
- ❑ Demand for boiler systems is seasonal:
 - ✓ Concentrated in the fourth quarter
- ❑ Approximately 80% replacement revenues

Strong Product Brands and Leading Market Positions in North America;
Financial Performance Seasonally Strong in Second Half

Residential Boilers

- ✓ High efficiency natural gas
- ✓ Standard cast iron
- ✓ Unique hybrid design
- ✓ Gas Combi boilers



Commercial Boilers

- ✓ High efficiency natural gas
- ✓ Standard cast iron



Electrical Heating Products

Digital wall heaters



Wash-down, corrosion resistant heaters



In-Floor Convectors



Trench heaters

Broad Product Offering of Heating Solutions for Residential and Light commercial Applications

Note: Weil-McLain is a division of the Marley-Wylain Company, Inc.

Growth Oriented Initiatives - New Product Development:

- ❑ In 2019, we added four new sizes to our SVF boiler portfolio to accommodate larger commercial applications
- ❑ New launches have expanded addressable market coverage from 64% to 95%*
- ❑ Established “Good, Better, Best” line structure in Residential segment
- ❑ Only boiler OEM with three material options in Commercial segment

SVF Commercial Stainless Steel Boiler



AquaBalance Residential Combi Boiler



Significant Increase in Commercial High Efficiency Share

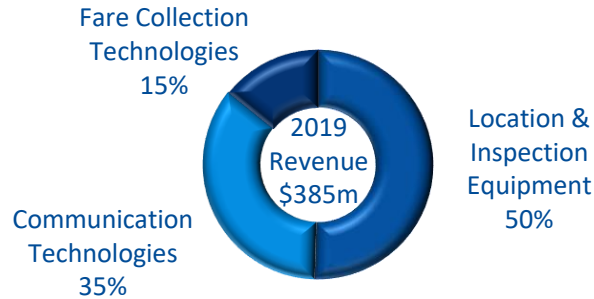
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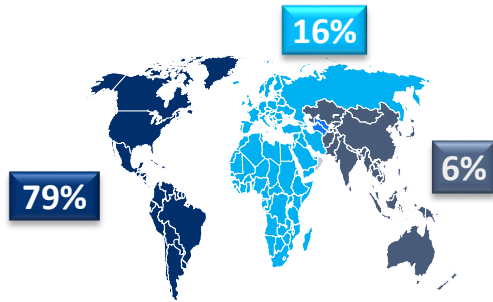
Detection & Measurement

Detection & Measurement Segment Overview

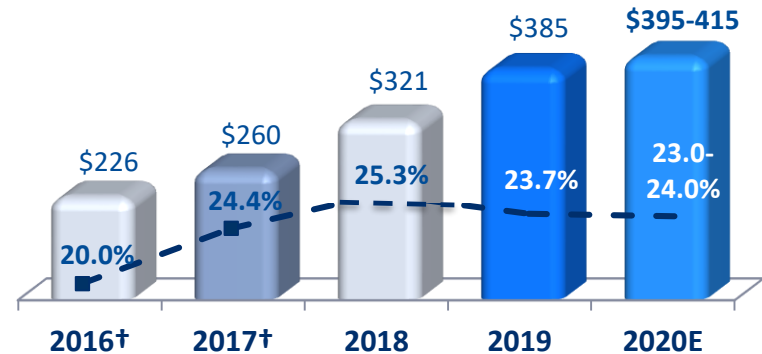
2019 Revenue by Product



2019 Revenue by Geography



Adjusted revenue*
Adjusted segment income* %



Segment GM%

Year	2016†	2017†	2018	2019	2020E
Segment GM%	46%	46%	45%	46%	
Adjusted Segment EBITDA*	\$49	\$68	\$86	\$97	

Adjusted Segment EBITDA*

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†GAAP financial measure.

Attractive Platform for Growth Investments; Long-Term Targets Include
2% to 6% Annual Organic Revenue Growth

Strategic Growth Initiatives

New Product Development

- ❑ Scale new GPS-enabled locator
- ❑ Grow fare-collection solutions platform

Adjacent Markets

- ❑ Build out geographic and vertical channels
- ❑ Leverage global footprint to expand CUES sales

Upgrade Installed Base

- ❑ Aged bus fleet (fare collection)
- ❑ Communication technologies infrastructure

Operational Excellence

- ❑ Drive productivity and sourcing initiatives
- ❑ Internet of Things (IOT)



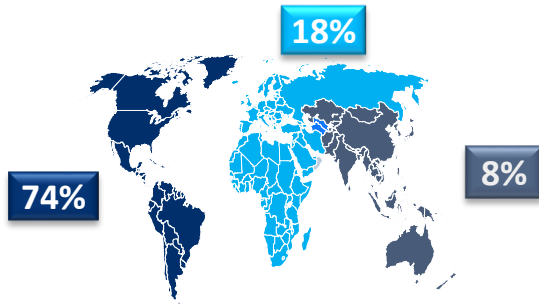
Several Attractive Opportunities to Expand and Grow Detection & Measurement Platform

Location & Inspection Overview

2019 Revenue by Product



2019 Revenue by Geography



- ❑ A leading global supplier of location & inspection equipment for underground infrastructure
- ❑ Continuous new product enhancement and loyal customer base
- ❑ Key demand drivers:
 - ✓ Global infrastructure growth
 - ✓ Construction growth
 - ✓ Health & Safety Legislation



Leading Global Supplier of Equipment to Locate and Inspect Buried Cables & Pipes

Location & Inspection - Key New Products

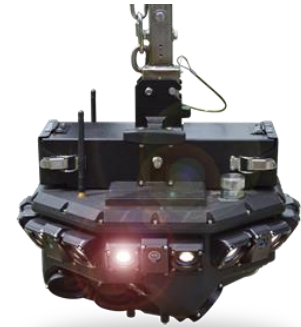
Pipeline Mapper



Cable Avoidance



Inspection Equipment

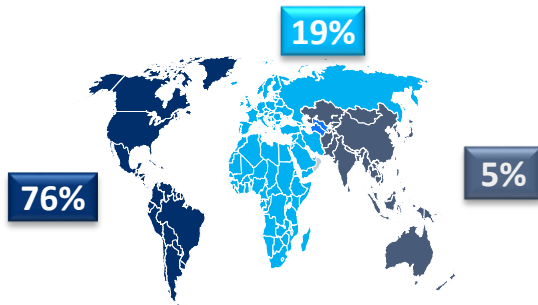


New Product Introduction Continues to Drive Performance

2019 Revenue by Product



2019 Revenue by Geography



- ❑ **TCI** : A leading global supplier of spectrum monitoring, communication intelligence and geolocation technology
- ❑ **Obstruction Lighting**: A leading global supplier of Flash Technology and Sabik marine obstruction lighting products
- ❑ Key demand drivers:
 - ✓ Global growth of wireless usage
 - ✓ Increased spectrum provisioning and monitoring
 - ✓ Anti-terrorism and drug interdiction effort
 - ✓ Compliance with government & industry regulations
 - ✓ Approximately two-thirds of sales are replacements
 - ✓ Connectivity and lower maintenance benefits

TCI, Flash and Sabik are Leaders in Their Respective Markets

SMS & Communications Intelligence



Flash Lighting Systems



Marine Obstruction Lighting



Our Communication Technologies Solutions are Adapting to Serve Evolving and Complex Customer Needs

- ❑ Genfare is a leading North American supplier in fare collection:
 - ✓ Historical market position concentrated on fare box installations
- ❑ Rapidly evolving technology in the market has driven a transformation in our business:
 - ✓ Evolved from “farebox supplier” to “fare collection system provider”
 - ✓ Invested in software, product development, program management and marketing
 - ✓ Strategic relationships with larger public infrastructure system integrators
- ❑ New product introductions have expanded product offering to include:
 - ✓ Mobile ticketing
 - ✓ Cloud-based data hosting
 - ✓ Remote ticket validator
 - ✓ Point-of-sale delivery systems



Genfare is a Leading North American Supplier in Fare Collection

Transportation Products: Next Generation Fare Collection



Fare Collection Suite of Products Integrated with Back-End Support;
We Believe This is The New Industry Standard



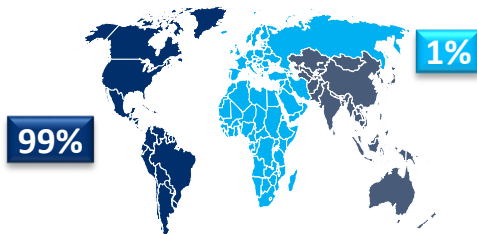
Engineered Solutions

Engineered Solutions Segment Overview

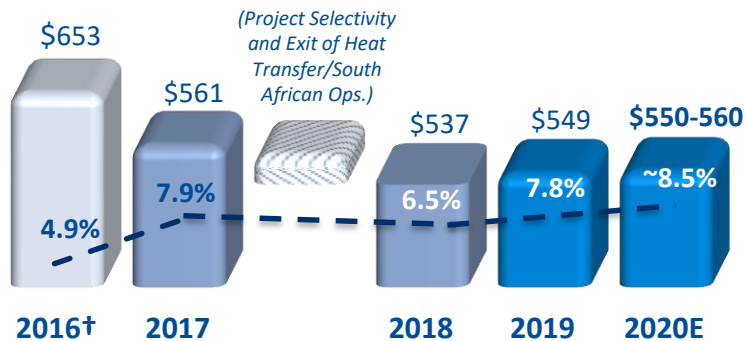
2019 Revenue by Product



2019 Revenue by Geography



■ Engineered Solutions revenue
 ■ Segment income %



	2016†	2017	2018	2019	2020E
Segment GM%	16%	17%	16%	18%	
Segment EBITDA*	\$47	\$55	\$46	\$54	

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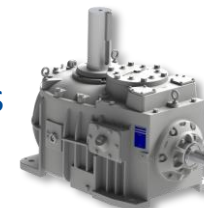
†Non-GAAP financial measure as reported. Reconciliations from US GAAP financial measures are available in the Appendix of this presentation.

Large Installed Base, Strong Product Offering and Brands;
 Well-Positioned to Achieve Margin Improvement

Strategic Growth Initiatives

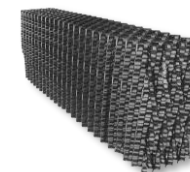
New Product Development

- ❑ Broaden Process Cooling component offerings
- ❑ Expand Transformers Service and Components offerings



Evolve Business Model

- ❑ Expand service and components
- ❑ More selective on process cooling projects



Expand Market Presence

- ❑ Large voltage/EHV transformers
- ❑ Supply to OEM customers



Operational Excellence

- ❑ Continue operational excellence initiatives
- ❑ Strategic sourcing, productivity and Lean

Several Attractive Opportunities to Grow Profitability of Segment

Transformer Business

- ❑ SPX is a leading supplier of power transformers into North America with strong brand equity
- ❑ Customers include:
 - ✓ Public and private electric utilities
 - ✓ Independent power producers
 - ✓ Large industrial sites
- ❑ Two primary manufacturing locations:
 - ✓ Waukesha, WI
 - ✓ Goldsboro, NC
- ❑ Service and Components center in Dallas, TX



A Leading North American Supplier of Power Transformers

Transformers Overview - North American Market

- ❑ Demand largely driven by replacement of aging installed base:
 - ✓ Average age of installed base is ~40 years

- ❑ Electricity demand has been flat over the past decade, however new T&D construction continues driving demand for power transformers:
 - ✓ Utility-scale solar and wind grid connections
 - ✓ New capacity of natural gas power plants
 - ✓ Grid reliability initiatives: Transmission projects, spare units

- ❑ Regulatory standards have influence on customer spending habits:
 - ✓ Energy Policy Act of 2005
 - ✓ FERC Electric Reliability Standards (2007 and Order 1000)
 - ✓ American Reinvestment and Recovery Act of 2009



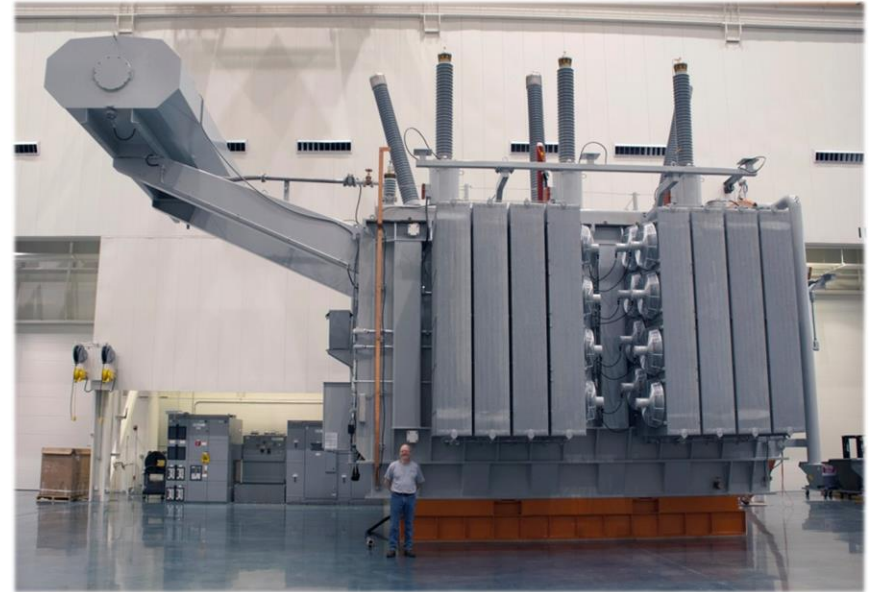
Replacement Transformers Expected to be Primary Demand Driver

Transformer Product and Service Examples

Transformer Service



Large Power (High Voltage) Transformer

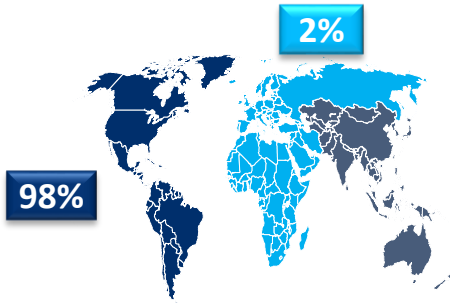


Process Cooling Overview

2019 Revenue by Product



2019 Revenue by Geography



- ❑ Based in the U.S., a leading global manufacturer of cooling towers and parts & components
- ❑ Continuous new product enhancements and exceptional quality equipment for more than a century
- ❑ Large installed base in U.S. and abroad
- ❑ Growing component and aftermarket opportunities
- ❑ Greater selectivity in projects

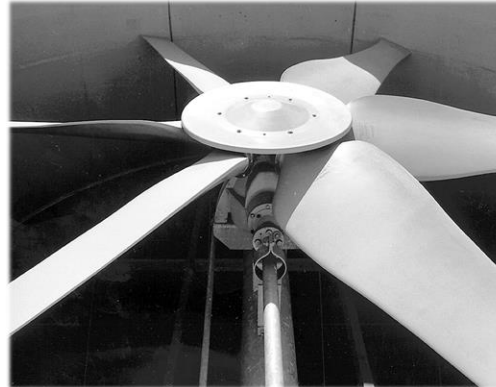


Repositioning Business for Greater Aftermarket Opportunities

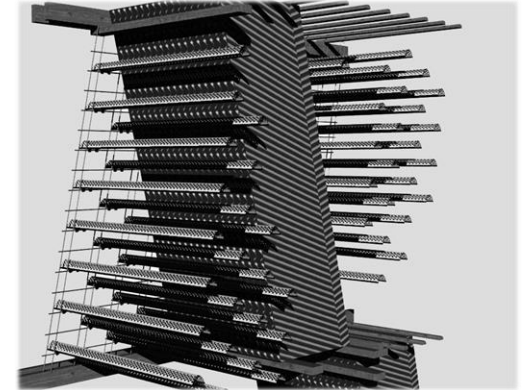
Gear Reducer



Air Flow Components



Heat Transfer Media



Aftermarket Service and Components is Focus Area of New Product Initiatives

Financial Performance & Capital Allocation

Methodology	Expected Outcome
1) Utilize strategic planning process to evaluate future revenue and earnings growth	<ul style="list-style-type: none">▪ Quantify projected future cash flows and estimate total company valuation
2) Maintain target capital structure	<ul style="list-style-type: none">▪ Net Debt to EBITDA⁽¹⁾ target range: 1.5x to 2.5x
3) Invest available capital in highest, risk-adjusted, return opportunities	<ul style="list-style-type: none">▪ Cost reduction initiatives▪ Organic business development▪ Bolt-on acquisitions▪ Return of capital to shareholders

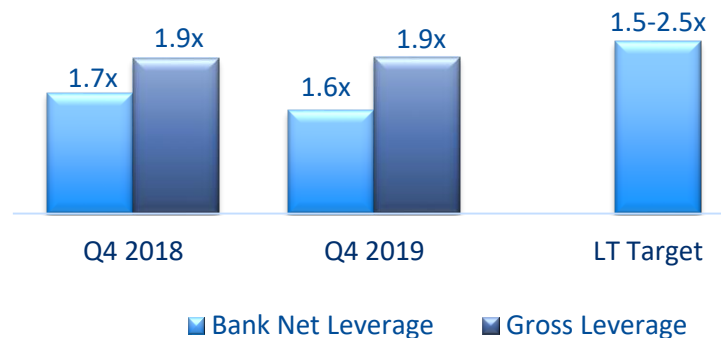
⁽¹⁾ Net Debt and EBITDA as defined in SPX Corporation's credit agreement

Capital Structure



(\$millions)	Q4 2018	Q4 2019
Short-term debt	\$31.9	\$142.6
Current maturities of long-term debt	18.0	1.0
Long-term debt	331.9	249.9
Total Debt	\$381.8	\$393.5
Less: Cash on hand	(68.8)	(54.7)
Net Debt	\$313.0	\$338.8

Leverage Ratios*



Maintaining Strong Balance Sheet and Leverage Profile

* Calculated as defined by SPX's credit facility agreement.

- ❑ Targeting 100-110% Free Cash Flow Conversion of adjusted net income*
- ❑ Substantial capital available after addressing bank debt and South African Project obligations
- ❑ Projecting ~\$400m of capacity for capital allocation in 2020
 - ✓ Growth investments in focus businesses
 - ✓ Active M&A pipeline
 - ✓ Return of capital to shareholders

(\$ in millions)

Term Loan Repayment Schedule



*Non-GAAP financial measure. Reconciliation to its nearest US GAAP financial measure is available elsewhere in the Appendix of the presentation.

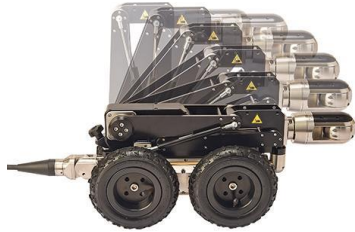
Qualitative

- ❑ Focused on building existing platforms
 - ✓ Existing markets or close adjacencies
- ❑ Engineered products
- ❑ Attractive growth opportunities
 - ✓ Secular growth drivers
 - ✓ Fragmented market with consolidation opportunities
- ❑ Differentiated offering through technology, brand or channel

Quantitative

- ❑ Revenue transaction size \$20-\$200 million (primary focus); opportunistically consider larger targets
- ❑ Cash ROIC \geq double digits 3-5 yrs
- ❑ Accretive to adjusted EPS in year 1, GAAP EPS in year 2

RADIODETECTION®



Radiodetection
Inspection Equipment

CUES



CUES Market Leading
Inspection Equipment



Global Leader
in Inspection
Equipment

FLASH TECHNOLOGY



Flash Technology Obstruction
Lighting Equipment

SABIK MARINE



Sabik Market Leading
Marine Lighting Products



Strengthens Global
Leadership in
Engineered
Specialty Lighting

MARLEY



SGS
REFRIGERATION



**Strengthens
Industrial
Refrigeration
Solutions**

WEIL-McLAIN [®]



PATTERSON-KELLEY



**Accelerates Growth
Strategy in
Commercial High
Efficiency Boilers**

Company Profile

2017 Sales: \$9M

Purchase multiple*: <7x post-synergies

Description: Manufacturer of magnetic locator products used for locating underground utilities and other buried objects.

Acquisition Rationale:

- ❑ Strengthens Detection & Measurement
- ❑ Highly complementary locator technology
- ❑ Market leader
- ❑ Attractive growth profile

SCHONSTEDT

XTpc Pipe and Cable Locator



Rex Multi-Frequency
Pipe & Cable Locator



GA-92XTd
Magnetic
Locator

*Purchase price, net cash acquired, divided by 2017 EBITDA plus expected synergies over a 3-year period.

Company Profile

2017 Sales: ~\$86M

Purchase multiple*: <10x post-synergies

Description: Leading manufacturer of inspection and rehabilitation equipment.

Acquisition Rationale:

- ❑ Strengthens Detection & Measurement
- ❑ Significantly increases presence in inspection market
- ❑ Market leading product portfolio
- ❑ Attractive growth profile



CUES Digital Universal Camera



Mobile Inspection Units



CUES SPiDER Scanner



*Purchase price, net cash acquired, divided by 2017 EBITDA plus expected synergies over a 3-year period.

Company Profile

2019 Sales: ~\$27M

Purchase multiple*: <10x post-synergies

Description: Leading manufacturer of marine and obstruction lighting

Acquisition Rationale:

- ❑ Complementary fit with our Flash Technology business
- ❑ Strengthens aids-to-navigation specialty lighting solutions
- ❑ Market leading product portfolio
- ❑ Attractive growth platform and opens new market opportunities

SABIK MARINE



*Purchase price, net cash acquired, divided by 2019 EBITDA plus expected synergies over a 3-year period.

SGS Refrigeration Overview



Company Profile

Headquarters: Dixon, Illinois

2019 Sales: ~\$12M (net of intercompany sales)

Description: Manufacturer and distributor of industrial and commercial refrigeration equipment and products

Purchase multiple*: <7x post-synergies

Acquisition Rationale:

- ❑ Strengthens industrial refrigeration solutions
- ❑ Expands sales and distribution channels
- ❑ Attractive end market growth profile



Evaporative Condensers
DTC Condenser



Industrial Evaporators
DT/DTX Series Unit Cooler



*Purchase price, net cash acquired, divided by 2019 EBITDA plus expected synergies over a 3-year period.

Patterson Kelley Overview



Company Profile

Headquarters: East Stroudsburg, PA

2019 Sales: ~\$35M

Description: Trusted leader in commercial high efficiency heating solutions

Purchase multiple*: ~8x post-synergies

Acquisition Rationale:

- ❑ Highly complementary product line (commercial high efficiency boilers) and channels
- ❑ Accelerated high efficiency strategy enhances scale and market share position
- ❑ Combines new product development and technology resources in key growth platform



High Efficiency Commercial Condensing Boiler

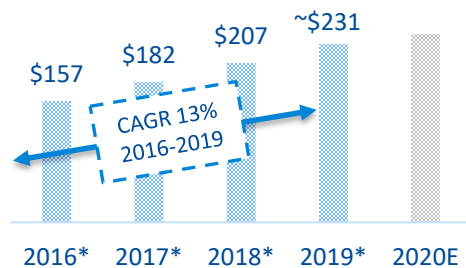


*Purchase price, net cash acquired, divided by 2019 Estimated EBITDA plus expected synergies over a 3-year period.

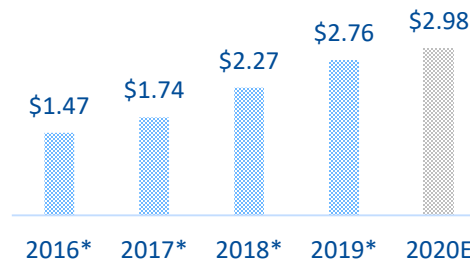
2016-2020E Adjusted Profit Measures



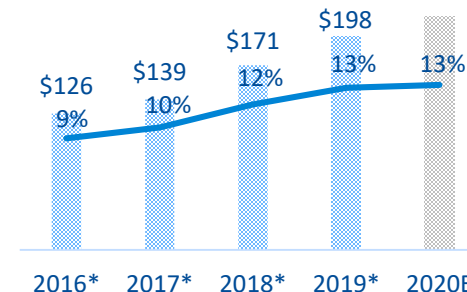
ADJUSTED SEGMENT INCOME (\$M)



ADJUSTED EPS



ADJUSTED EBITDA (\$M)



Continuous Delivery of Value Creation

*Non-GAAP financial measure. Reconciliations from US GAAP financial measures are available in the appendix of this presentation.

Note: Adjusted results are non-GAAP financial measures that exclude, among other items, the results of the South African and Heat Transfer operations categorized as "All Other" in the company's reporting structure. Reconciliations of guidance measures to US GAAP financial measures are not predictable and accordingly are not included in the Appendix of the presentation.

2020 Guidance

2020 Guidance:



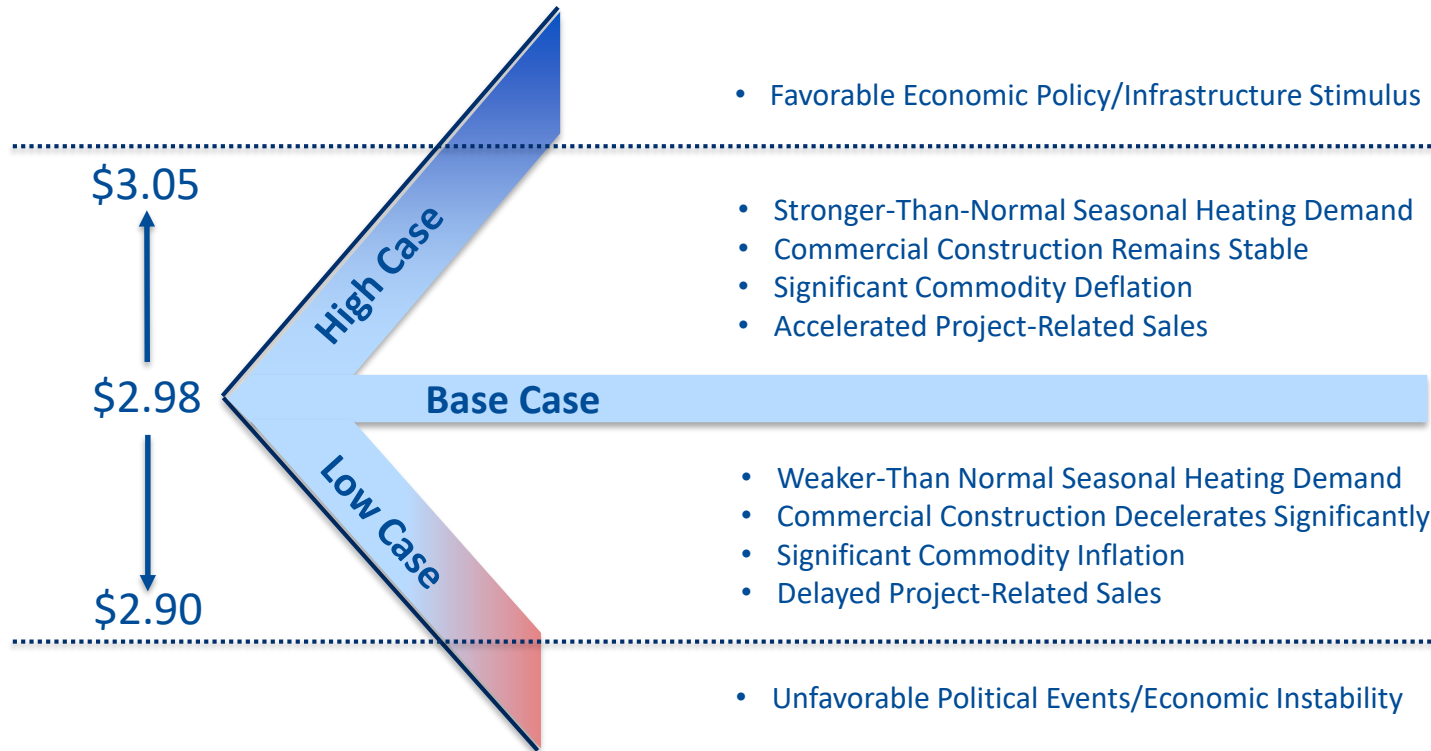
	Adjusted Revenue	Adjusted Segment Income Margin*
HVAC	<ul style="list-style-type: none"> ▪ \$630-640m (+7% vs 2019 at midpoint) 	<ul style="list-style-type: none"> ▪ 16-16.5%
Detection & Measurement	<ul style="list-style-type: none"> ▪ \$395-415m (+5% vs 2019 at midpoint) 	<ul style="list-style-type: none"> ▪ 23-24%
Engineered Solutions	<ul style="list-style-type: none"> ▪ \$550-560m (+1% vs 2019 at midpoint) 	<ul style="list-style-type: none"> ▪ ~8.5%
Total SPX Adjusted	<ul style="list-style-type: none"> ▪ ~\$1.6 Billion 	<ul style="list-style-type: none"> ▪ 15-16% (+40 bps at midpoint)

Adjusted Operating Income* in a Range of \$180-190m (~11.5% margin);
Adjusted EPS* in a Range of \$2.90-3.05

Note: Adjusted results are non-GAAP financial measures that exclude, among other items, the results of the South African and Heat Transfer operations categorized as "All Other" in the company's reporting structure. Reconciliations of guidance measures to US GAAP financial measures are not predictable and accordingly are not included in the Appendix of the presentation.

Appendix

2020 Adjusted EPS Guidance - Key Drivers



Note: Adjusted results are non-GAAP financial measures that exclude, among other items, the results of the South African and Heat Transfer operations categorized as “All Other” in the company’s reporting structure. Reconciliations of guidance measures to US GAAP financial measures are not practicable and accordingly are not included in this Appendix.

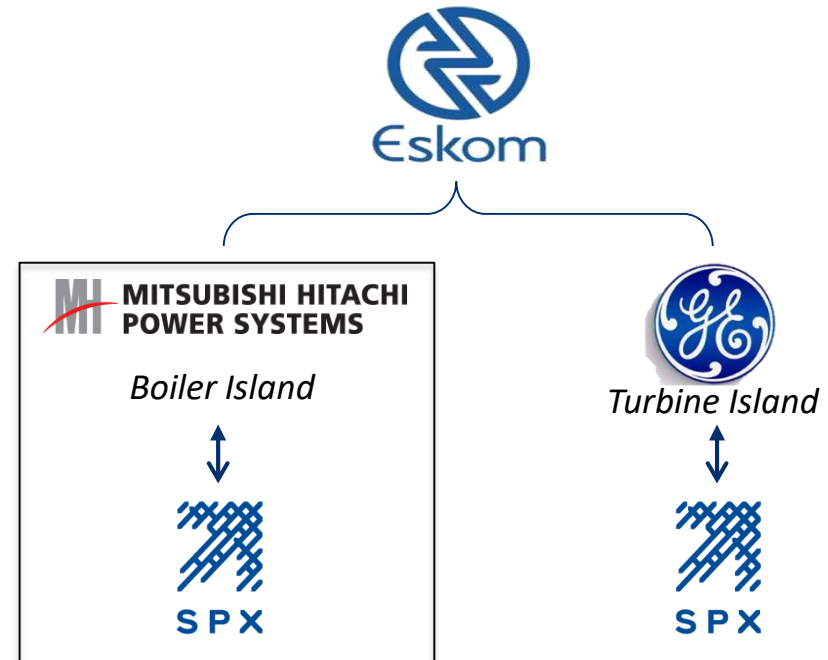
2020 Modeling Considerations



Metric	Commentary/Assumptions
Corporate costs	Mid \$40Ms
Long-term incentive comp	\$14-15M
Restructuring costs	\$1M
Interest cost	\$16-18M
Equity earnings, other	\$3-5M
Tax rate	Approximately 20-22%
Capex	\$18-20M
Cash cost of pension + OPEB	Approximately \$18M
D&A	Approximately \$36-38M, mostly in COGS, including approximately \$10-12M of amortization
Share count	45.5-46.0M
FCF Conversion	Targeting 100-110% of Adjusted Net Income
Currency effect	Topline sensitivity to USD-GBP rate

South African Projects Overview

- ❑ Two mega-projects sites:
 - ✓ Twelve 800 mega-watt coal-fired plants (six at each project site)
 - ✓ ~\$1.3B total project value
- ❑ Eskom is a state-owned South African utility
- ❑ Construction substantially complete
- ❑ GE/Alstom and Mitsubishi Hitachi are our customers
 - ✓ 2Q'19 agreement settled all material claims between SPX and GE/Alstom
 - ✓ 4Q'19 resolved all outstanding issues with minority shareholder
 - ✓ Q1'20 concluded arbitration against former subcontractor
 - ✓ Significant remaining disputes with one counterparty, Mitsubishi Hitachi



Project Execution Finalized /Engaged in Dispute Resolution Process

FY 2016 Engineered Solutions Adjusted Revenue, Adjusted Gross Profit and Adjusted Segment Income to U.S. GAAP Reconciliation



(\$ millions)

	<u>FY 2016</u>
Engineered Solutions and "All Other"* revenue	\$ 736.4
Exclude: South African projects	83.3
Engineered Solutions adjusted revenue	<u>\$ 653.1</u>
Engineered Solutions and "All Other"* gross profit	\$ 97.7
<i>as a % of revenues</i>	13%
Exclude: South African projects	(5.8)
Engineered Solution adjusted gross profit	<u>\$ 103.5</u>
<i>as a % of adjusted revenue</i>	16%
Engineered Solutions and "All Other"* segment income	\$ 17.3
Exclude: Losses from South African projects	(14.5)
Engineered Solutions adjusted segment income	<u>\$ 31.8</u>
<i>as a % of adjusted revenue</i>	5%

* South Africa operations and Heat Transfer businesses are being reported as an "All Other" group of operating segments from FY 2017 forward.

FY 2019, FY 2018, FY 2017 and FY 2016 Adjusted Segment EBITDA to U.S. GAAP Reconciliation



(\$ millions)

	FY 2019	FY 2018	FY 2017	FY 2016
HVAC Segment				
Segment income	\$ 95.4	\$ 90.0	\$ 74.1	\$ 80.2
Exclude: Depreciation & amortization	(6.9)	(5.4)	(5.5)	(5.3)
HVAC Segment EBITDA	<u>\$ 102.3</u>	<u>\$ 95.4</u>	<u>\$ 79.6</u>	<u>\$ 85.5</u>
Detection & Measurement Segment				
Segment income	\$ 81.7	\$ 72.4	\$ 63.4	\$ 45.3
Exclude: Depreciation & amortization	(13.2)	(8.4)	(4.1)	(3.5)
Exclude: One time acquisition related costs ⁽¹⁾	(2.0)	(5.1)	-	-
Adjusted Detection & Measurement Segment EBITDA	<u>\$ 96.9</u>	<u>\$ 85.9</u>	<u>\$ 67.5</u>	<u>\$ 48.8</u>
Engineered Solutions Segment⁽²⁾				
Adjusted Segment income	\$ 43.0	\$ 35.0	\$ 44.2	\$ 31.8
Exclude: Depreciation & amortization	(10.7)	(10.6)	(10.4)	(15.2)
Engineered Solutions Segment EBITDA	<u>\$ 53.7</u>	<u>\$ 45.6</u>	<u>\$ 54.6</u>	<u>\$ 47.0</u>

(1) Primarily represents additional "Cost of products sold" recorded during the twelve months ended December 31, 2019 related to the step-up of inventory (to fair value) acquired in connection with the Sabik acquisition and the twelve months ended December 31, 2018 related to the step-up of inventory (to fair value) acquired in connection with the Cues and Schonstedt acquisitions.

(2) FY 2016 includes the results of Heat Transfer and South Africa service businesses.

FY 2019 Adjusted Earnings Per Share to U.S. GAAP Reconciliation



	GAAP	Adjustments	Adjusted
Segment income ⁽¹⁾	\$ 174.0	\$ 57.0	\$ 231.0
Corporate expense ⁽²⁾	(46.7)	2.6	(44.1)
Long-term incentive compensation expense	(13.6)	-	(13.6)
Special charges, net ⁽³⁾	(4.0)	3.0	(1.0)
Other operating expenses ⁽⁴⁾	(1.8)	1.8	-
Operating income	107.9	64.4	172.3
Other income (expense), net ⁽⁵⁾	(4.9)	6.4	1.5
Interest expense, net ⁽⁶⁾	(19.2)	(0.1)	(19.3)
Loss on amendment/refinancing of senior credit agreement ⁽⁷⁾	(0.6)	0.6	-
Income from continuing operations before income taxes	83.2	71.3	154.5
Income tax provision ⁽⁸⁾	(13.5)	(16.9)	(30.4)
Income from continuing operations	69.7	54.4	124.1
Less: Net loss attributable to redeemable noncontrolling interest	-	-	-
Net income from continuing operations attributable to SPX Corporation common shareholders	69.7	54.4	124.1
Adjustment related to redeemable noncontrolling interest ⁽⁹⁾	5.6	(5.6)	-
Net income from continuing operations attributable to SPX Corporation common shareholders after adjustment to redeemable noncontrolling interest	\$ 75.3	\$ 48.8	\$ 124.1
Dilutive shares outstanding	44.957		44.957
Earnings per share from continuing operations	\$ 1.67		\$ 2.76

(\$ millions)

⁽¹⁾ Adjustment represents the removal of (i) operating losses associated with the South Africa and Heat Transfer businesses (\$46.1), (ii) amortization expense associated with acquired intangible assets (\$8.9), and (iii) inventory step-up charges related to the Sabik and Cues acquisitions of (\$2.0).

⁽²⁾ Adjustment represents the removal of acquisition related expenses incurred during the period.

⁽³⁾ Adjustment primarily represents removal of restructuring charges associated with the South Africa and Heat Transfer businesses.

⁽⁴⁾ Adjustment represents removal of charges associated with revisions to estimates of certain liabilities retained in connection with the 2016 sale of the dry cooling business, with such revisions resulting from settlement activity during the first quarter of 2019.

⁽⁵⁾ Adjustment primarily represents the removal of non-service pension and postretirement charges (\$14.0), foreign currency losses associated with the South Africa business (\$0.6), and a gain on equity security associated with a fair value adjustment (\$7.9).

⁽⁶⁾ Represents removal of interest income associated with the South Africa business.

⁽⁷⁾ Adjustment represents the removal of a non-cash charge associated with an amendment to our senior credit agreement.

⁽⁸⁾ Adjustment represents the tax impact of items (1) through (7) above and the removal of certain income tax benefits that are considered non-recurring.

⁽⁹⁾ Adjustment represents removal of non-controlling interest amounts associated with our South Africa business.

FY 2018 Adjusted Earnings Per Share to U.S. GAAP Reconciliation



	<u>GAAP</u>	<u>Adjustments</u>	<u>Adjusted</u>
Segment income ⁽¹⁾	\$ 178.5	\$ 28.1	\$ 206.6
Corporate expense ⁽²⁾	(48.5)	4.9	(43.6)
Long-term incentive compensation expense	(15.5)	-	(15.5)
Special charges, net ⁽³⁾	(6.3)	5.0	(1.3)
Loss on sale of dry cooling	(0.6)	0.6	-
Operating income	<u>107.6</u>	<u>38.6</u>	<u>146.2</u>
Other income (expense), net ⁽⁴⁾	(7.6)	8.5	0.9
Interest expense, net	(20.0)	-	(20.0)
Loss on amendment/refinancing of senior credit agreement ⁽⁵⁾	(0.4)	0.4	-
Income from continuing operations before income taxes	<u>79.6</u>	<u>47.5</u>	<u>127.1</u>
Income tax (provision) benefit ⁽⁶⁾	(1.4)	(24.5)	(25.9)
Income from continuing operations	<u>\$ 78.2</u>	<u>\$ 23.0</u>	<u>\$ 101.2</u>
Dilutive shares outstanding	44.660		44.660
Earnings per share from continuing operations	\$ 1.75		\$ 2.27

(\$ millions)

⁽¹⁾ Adjustment primarily represents the removal of (i) operating losses associated with the South Africa and Heat Transfer businesses (\$18.9), (ii) the inventory step-up charge related to the Cues and Schonstedt acquisitions (\$4.7), and (iii) amortization charges associated with acquired intangible assets (\$4.1).

⁽²⁾ Adjustment represents the removal of acquisition related expenses incurred during the period.

⁽³⁾ Adjustment represents removal of restructuring charges associated with the South Africa and Heat Transfer businesses.

⁽⁴⁾ Adjustment represents the removal of non-service pension and postretirement items and removal of foreign currency losses associated with the South Africa and Heat Transfer businesses.

⁽⁵⁾ Adjustment represents the removal of a non-cash charge associated with an amendment to our senior credit agreement.

⁽⁶⁾ Adjustment represents the tax impact of items (1) through (5) above and the removal of certain income tax benefits that are considered non-recurring.

FY 2017 Adjusted Earnings Per Share to U.S. GAAP Reconciliation



	GAAP	Adjustments	Adjusted	
Segment income ⁽¹⁾	\$ 124.9	\$ 57.4	\$ 182.3	(\$ millions)
Corporate expense	(46.2)	(0.9)	(47.1)	
Long-term incentive compensation expense	(15.8)	—	(15.8)	
Pension service cost	(0.3)	—	(0.3)	
Special charges, net ⁽²⁾	(2.7)	1.5	(1.2)	
Operating income	59.9	58.0	117.9	
Other expense, net ⁽³⁾	(7.1)	5.4	(1.7)	
Interest expense, net ⁽⁴⁾	(15.8)	0.6	(15.2)	
Loss on amendment/refinancing of senior credit agreement ⁽⁵⁾	(0.9)	0.9	—	
Income from continuing operations before income taxes	36.1	64.9	101.0	
Income tax provision (benefit) ⁽⁶⁾	47.9	(72.4)	(24.5)	
Income from continuing operations	84.0	(7.5)	76.5	
Dilutive shares outstanding	43.905		43.905	
Earnings per share from continuing operations	\$ 1.91		\$ 1.74	

⁽¹⁾ Adjustment represents the removal of (i) operating losses associated with the South Africa business and the operating income of the Heat Transfer business, and (ii) amortization charges associated with acquired intangible assets (\$0.4).

⁽²⁾ Adjustment represents removal of restructuring charges associated with the South Africa and Heat Transfer businesses.

⁽³⁾ Adjustment represents removal of a gain on interest rate swaps, as these swaps no longer qualified for hedge accounting in connection with an amendment to our senior credit agreement, foreign currency losses associated with the South Africa and Heat Transfer businesses, and the removal of non-service pension and postretirement items.

⁽⁴⁾ Adjustment relates to the removal of interest expense incurred in connection with borrowings under a line of credit in South Africa.

⁽⁵⁾ Adjustment represents the removal of a non-cash charge associated with an amendment to our senior credit agreement.

⁽⁶⁾ Adjustment represents the tax impact of items (1) through (5) above and the removal of certain income tax benefits that are considered non-recurring.

FY 2016 Adjusted Earnings Per Share to U.S. GAAP Reconciliation



	GAAP	Adjustments	Adjusted
Segment income ⁽¹⁾	\$ 142.8	\$ 14.5	\$ 157.3
Corporate expense	(41.7)	—	(41.7)
Pension and postretirement income (expense) ⁽²⁾	(15.4)	16.0	0.6
Long-term incentive compensation expense	(13.7)	—	(13.7)
Special charges, net	(5.3)	—	(5.3)
Impairment of intangible assets ⁽³⁾	(30.1)	30.1	—
Gain on sale of dry cooling business ⁽⁴⁾	18.4	(18.4)	—
Operating income	55.0	42.2	97.2
Other income (expense), net ⁽⁵⁾	(0.3)	2.1	1.8
Interest expense, net ⁽⁶⁾	(14.0)	0.2	(13.8)
Loss on amendment/refinancing of senior credit agreement ⁽⁷⁾	(1.3)	1.3	—
Income from continuing operations before income taxes	39.4	45.8	85.2
Income tax provision ⁽⁸⁾	(9.1)	(14.1)	(23.2)
Income from continuing operations	30.3	31.7	62.0
Less: Net loss attributable to redeemable noncontrolling interest ⁽⁹⁾	(0.4)	0.3	(0.1)
Net income from continuing operations attributable to SPX Corporation common shareholders	30.7	31.4	62.1
Adjustment related to redeemable noncontrolling interest ⁽⁹⁾	(18.1)	18.1	—
Net income from continuing operations attributable to SPX Corporation common shareholders after adjustment to redeemable noncontrolling interest	12.6	49.5	62.1
Dilutive shares outstanding	42.161		42.161
Earnings per share from continuing operations	\$ 0.30		\$ 1.47

(\$ millions)

⁽¹⁾ Adjustment represents the removal of operating losses associated with the South African projects.

⁽²⁾ Adjustment represents the removal of non-service pension and postretirement items.

⁽³⁾ Adjustment represents the removal of a non-cash impairment charge associated with our Heat Transfer business.

⁽⁴⁾ Adjustment represents removal of gain on sale of dry cooling business.

⁽⁵⁾ Adjustment represents removal of foreign currency losses associated with the South African projects.

⁽⁶⁾ Adjustment relates to the removal of interest expense incurred in connection with borrowings under a line of credit in South Africa.

⁽⁷⁾ Adjustment represents the removal of a non-cash charge associated with an amendment to the senior credit agreement.

⁽⁸⁾ Adjustment represents the tax impact of the items noted in (1) through (7) above.

⁽⁹⁾ Adjustment represents removal of noncontrolling interest amounts associated with the South Africa projects.

FY 2019 and FY 2018 Adjusted Revenue and Adjusted Segment Income to U.S. GAAP Reconciliation



CONSOLIDATED SPX:

	Twelve months ended	
	December 31, 2019	December 31, 2018
Consolidated revenue	\$ 1,525.4	\$ 1,538.6
Exclude: "All Other" operating segments ⁽¹⁾	(1.6)	98.6
Acquisition accounting adjustment to acquired deferred revenue	-	(0.5)
Adjusted consolidated revenue	<u>\$ 1,527.0</u>	<u>\$ 1,440.5</u>
Total segment income	\$ 174.0	\$ 178.5
Exclude: "All Other" operating segments ⁽¹⁾	(46.1)	(18.9)
Exclude: One time acquisition related costs ⁽²⁾	(2.0)	(5.1)
Exclude: Amortization expense ⁽³⁾	(8.9)	(4.1)
Adjusted segment income	<u>\$ 231.0</u>	<u>\$ 206.6</u>
as a percent of adjusted revenues ⁽⁴⁾	15.1 %	14.3 %

(\$ millions)

HVAC REPORTABLE SEGMENT:

HVAC segment income	\$ 95.4	\$ 90.0
Exclude: One time acquisition related costs	-	-
Exclude: Amortization expense ⁽³⁾	(1.4)	(0.4)
HVAC adjusted segment income	<u>\$ 96.8</u>	<u>\$ 90.4</u>
as a percent of HVAC segment revenues ⁽⁴⁾	16.3 %	15.5 %

DETECTION & MEASUREMENT REPORTABLE SEGMENT:

Detection & Measurement segment revenue	\$ 384.9	\$ 320.9
Acquisition accounting adjustment to acquired deferred revenue	-	(0.5)
Detection & Measurement adjusted segment revenue	<u>\$ 384.9</u>	<u>\$ 321.4</u>
Detection & Measurement segment income	\$ 81.7	\$ 72.4
Exclude: One time acquisition related costs ⁽²⁾	(2.0)	(5.1)
Exclude: Amortization expense ⁽³⁾	(7.5)	(3.7)
Detection & Measurement adjusted segment income	<u>\$ 91.2</u>	<u>\$ 81.2</u>
as a percent of Detection & Measurement adjusted segment revenues ⁽⁴⁾	23.7 %	25.3 %

⁽¹⁾ Represents the removal of the financial results of our South Africa and Heat Transfer businesses. Note: These businesses are being reported as an "All Other" group of operating segments for U.S. GAAP purposes due to certain wind-down activities that are occurring within these businesses.

⁽²⁾ Primarily represents additional "Cost of products sold" recorded during the twelve months ended December 31, 2019 related to the step-up of inventory (to fair value) acquired in connection with the Sabik acquisition and the twelve months ended December 31, 2018 related to the step-up of inventory (to fair value) acquired in connection with the Cues and Schonstedt acquisitions.

⁽³⁾ Represents amortization expense associated with acquired intangible assets.

⁽⁴⁾ See "Results of Reportable and Other Operating Segments" for applicable percentages based on GAAP results.

FY 2019, FY 2018, FY2017, and FY 2016 Adjusted Revenue and Consolidated EBITDA to U.S. GAAP Reconciliation



(\$ millions)

	FY 2019	FY 2018	FY 2017	FY 2016
GAAP Revenue	\$ 1,525.4	\$ 1,538.6	\$ 1,425.8	\$ 1,472.3
Exclude: "All Other" operating segment ⁽¹⁾	(1.6)	98.6	93.8	-
Exclude: South African projects	-	-	-	83.3
Exclude: Acquisition accounting adjustment to acquired deferred revenue	-	(0.5)	-	-
Adjusted Revenue	<u>\$ 1,527.0</u>	<u>\$ 1,440.5</u>	<u>\$ 1,332.0</u>	<u>\$ 1,389.0</u>
Adjusted net income excluding amortization ⁽²⁾	\$ 124.1	\$ 101.2	\$ 76.8	\$ 62.1
Exclude: Interest expense	(19.3)	(25.4)	(24.1)	(13.8)
Exclude: Tax expense	(28.5)	(20.0)	(15.2)	(23.2)
Exclude: Depreciation & amortization	<u>(25.7)</u>	<u>(24.0)</u>	<u>(22.6)</u>	<u>(26.5)</u>
Adjusted earnings before interest, tax, depreciation and amortization	<u>\$ 197.6</u>	<u>\$ 170.6</u>	<u>\$ 138.7</u>	<u>\$ 125.6</u>
as a percent of adjusted revenue	13 %	12 %	10 %	9 %

⁽¹⁾ The "All Other" operating segment includes the results of the South African and Heat Transfer operations as categorized in the company's reporting structure.

⁽²⁾ Non-GAAP financial measure. Reconciliations from US GAAP are available elsewhere within this appendix.