



2013 Second Quarter Results  
July 31, 2013



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- Unless otherwise indicated, amounts in this presentation relate to continuing operations.

### Executive Summary

#### **Q2 financial performance**

- ❑ EPS from continuing operations of \$0.80, up 10% over prior year period
- ❑ Improved operational execution drove increase in segment income

#### **Progress on restructuring actions by new management teams**

- ❑ \$18m of charges recorded in Q2, primarily related to headcount reductions (~500)
- ❑ Actions focused on reducing the cost base at ClydeUnion (Flow Segment) and Thermal Segment

#### **2013 capital allocation targets on track and financial position remains strong**

- ❑ Completed voluntary \$250m pension contribution in April
- ❑ Repurchased 1.9m shares, or \$145m of current \$200m target (\$118m in Q2 2013)
- ❑ Projecting ~\$600m of cash on hand at year-end

**Earnings Per Share from Continuing Operations of \$0.80, up 10% Over Prior Year Period  
2013 Restructuring and Capital Allocation Plans on Track**

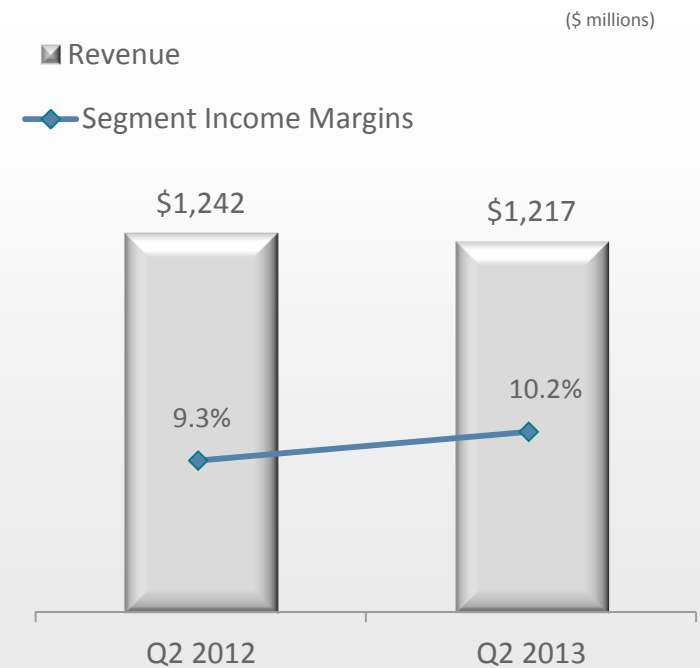
## Revenue and Segment Income

### Revenue:

- (2.0%) year-over-year decline:
  - (1.4%) organic decline
  - (0.6%) currency impact

### Segment Income:

- Consolidated segment income of \$124m, up 8% versus prior year
- 90 points of margin improvement



**Improved Operational Performance Despite Modest Revenue Decline**

# 2013 Restructuring Actions



(\$ millions)

- 2013E restructuring expense: \$30m+
  
- Estimated savings:
  - 2013E: ~\$15m
  - Annualized: ~\$30m
  
- Key 2013 actions:
  - Thermal Segment:
    - Reduce fixed cost base at power-related businesses located in Europe
  - Flow Segment:
    - ClydeUnion overhead reduction and European overhead cost structure

■ 2013E Restructuring Expense: \$30+



**Expect 1H Restructuring Actions to Contribute ~\$15m of Savings in 2H 2013**

### Food & Beverage

#### Components

- Steady aftermarket and component order trends globally

#### Systems

- Order placement for major food & beverage system projects continues to be delayed by customers
- Awarded ~\$40m system project in July for powdered infant formula

### Power & Energy

#### Oil & Gas

- Demand for pipeline valves continues to be strong
- Aftermarket order activity remains steady and at a high level
- OE pump orders accelerated at the end of Q2 and the front log activity is positive

#### Power Generation

- Investment activity remains depressed

### Industrial Flow

- Aftermarket and component orders steady
- Decline in commodity pricing has impacted demand in mining markets
- Plate heat exchanger market is highly competitive
- Awarded \$10m system project in July for pigment processing

**Macro-Economic Data Remains Mixed;  
Short Cycle Demand Steady; Large Order Placement has Begun to Pickup**

### Power Transformers (U.S.)

- Replacement demand for power transformers remains stable
- Market pricing is competitive, with market lead times for medium power units at ~6 months
- Flat electricity demand and conservation initiatives leading utilities to pace investments

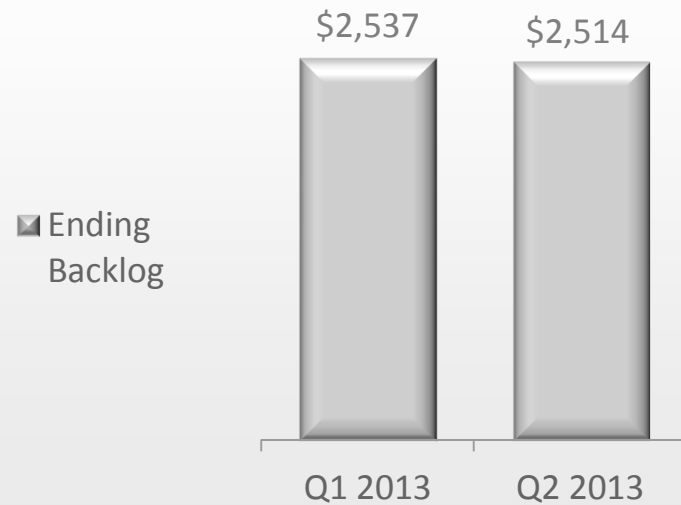
### Power Generation

- U.S.: Regulatory uncertainty and fuel mix change continue to impact investment decisions; Low growth economy and electricity conservation initiatives allowing utilities to pace capital investment
- Europe: Legislative uncertainty continues and utilities face economic pressure due to low electricity demand; Investment in natural gas is challenging economically and nuclear investment remains unpopular, post-Fukushima
- China: Positive order activity at our JV with Shanghai Electric for dry cooling systems on new coal plants

**U.S. Power Transformer Demand Steady with Strong Volume and Competitive Pricing;  
Power Generation Markets in the U.S. and Europe Remain Stable**

## Sequential Backlog Analysis

(\$ millions)



- Total backlog declined (0.9%):
  - (0.7%) organic decline
  - (0.2%) currency impact
- ~60% of second half 2013 revenue target in backlog at the end of Q2:
  - Consistent with past years

**Backlog Stable From Q1 to Q2**





# Financial Analysis

Jeremy Smeltser

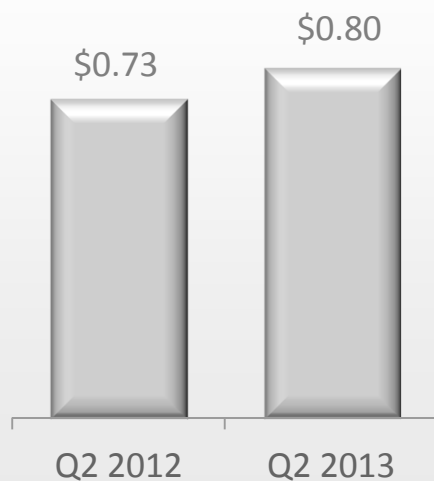


## Q2 Earnings Per Share from Continuing Operations



### Year-Over-Year Comparison

■ EPS from Continuing Operations



Q2 2012 EPS \$0.73

- **Segment income** \$0.13
- Reduced share count \$0.08
- Lower pension expense \$0.04
- **Restructuring** (\$0.14)
- Net other items (\$0.04)

Q2 2013 EPS \$0.80

**Q2 Earnings Per Share from Continuing Operations Increased 10%  
Driven by Improved Operational Performance and Capital Allocation Actions**

## Q2 Year-Over-Year Analysis

### Revenue:

- Revenue declined (3.5%):
  - (3.6%) organic decline due to timing of large food & beverage system revenues and lower OE pump sales
  - ClydeUnion reported \$123m of revenue in Q2 2013, including ~\$8m of revenue on distressed contracts from acquired backlog (~\$15m left to be executed)

### Segment Income:

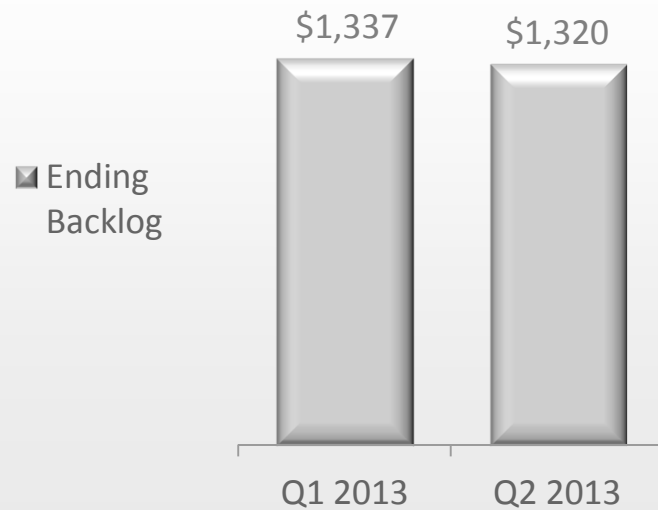
- Segment income decreased \$3m, or 4%
- Margins flat as improved execution at European & U.S. facilities offset organic revenue decline and execution challenges on certain food & beverage system projects



**Continued Operational Improvement at European and U.S. Operations**

## Sequential Backlog Analysis

(\$ millions)



- Total backlog declined (1%)
- Organic decline:
  - Customer order delays for food & beverage systems and ClydeUnion's OE pumps
- Orders for components and aftermarket services remained steady

**Modest Organic Backlog Decline**

## Q2 Year-Over-Year Analysis

### Revenue:

- Revenue up modestly:
  - Organic revenue increased 2.6% driven by increased revenue recognition on execution of large power projects in South Africa
  - (2.1%) currency impact

### Segment Income:

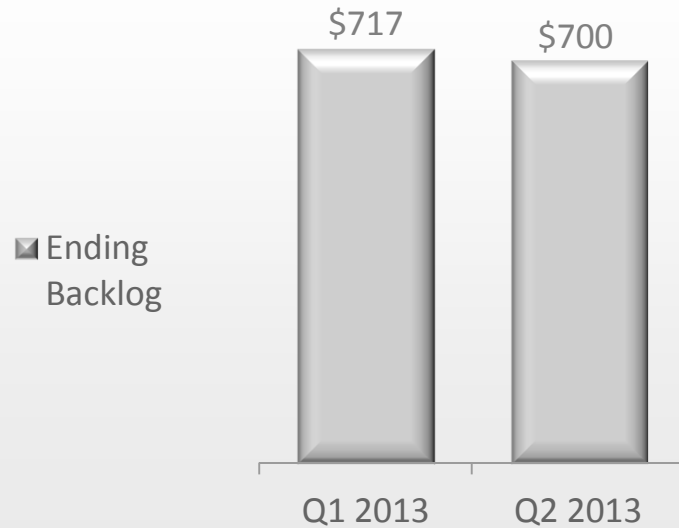
- Segment income increased \$10m and margins improved 290 points:
  - Leverage on organic revenue growth
  - Improved project execution



Significant Operating Improvement Sequentially and Year-Over-Year

## Sequential Backlog Analysis

(\$ millions)



- Total backlog declined (2%) due to currency
- Organic backlog flat:
  - Increase in core backlog offset by execution on South Africa power projects

**Q2 Orders Increased Sequentially and Year-Over-Year**

## Q2 Year-Over-Year Analysis

### Revenue:

- (1%) organic revenue decline:
  - Lower sales of communications technology equipment

### Segment Income:

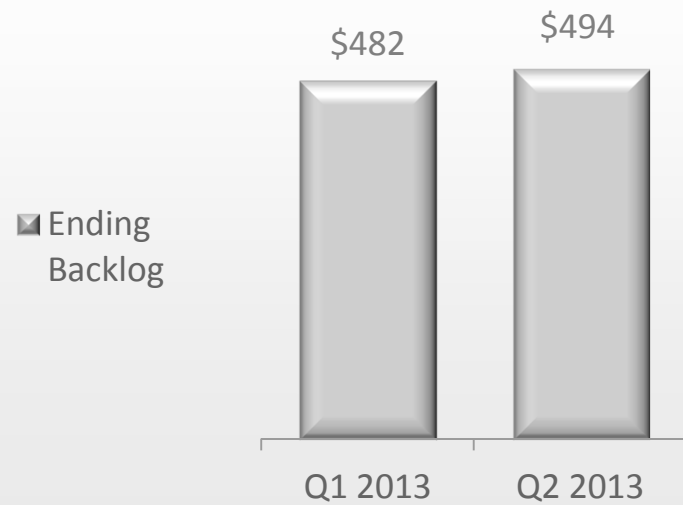
- Segment income increased \$2m, or 6%
- 100 points of margin expansion:
  - Improved operational execution at power transformer business



**Power Transformer Business Continues to Improve Operating Performance**

## Sequential Backlog Analysis

(\$ millions)



- Backlog increased 2.5% driven by:
  - Power transformers
  - Aerospace components

**Industrial Backlog Increased 2.5% Sequentially**





## 2013 Financial Targets



## Q3 2013 Consolidated Financial Targets



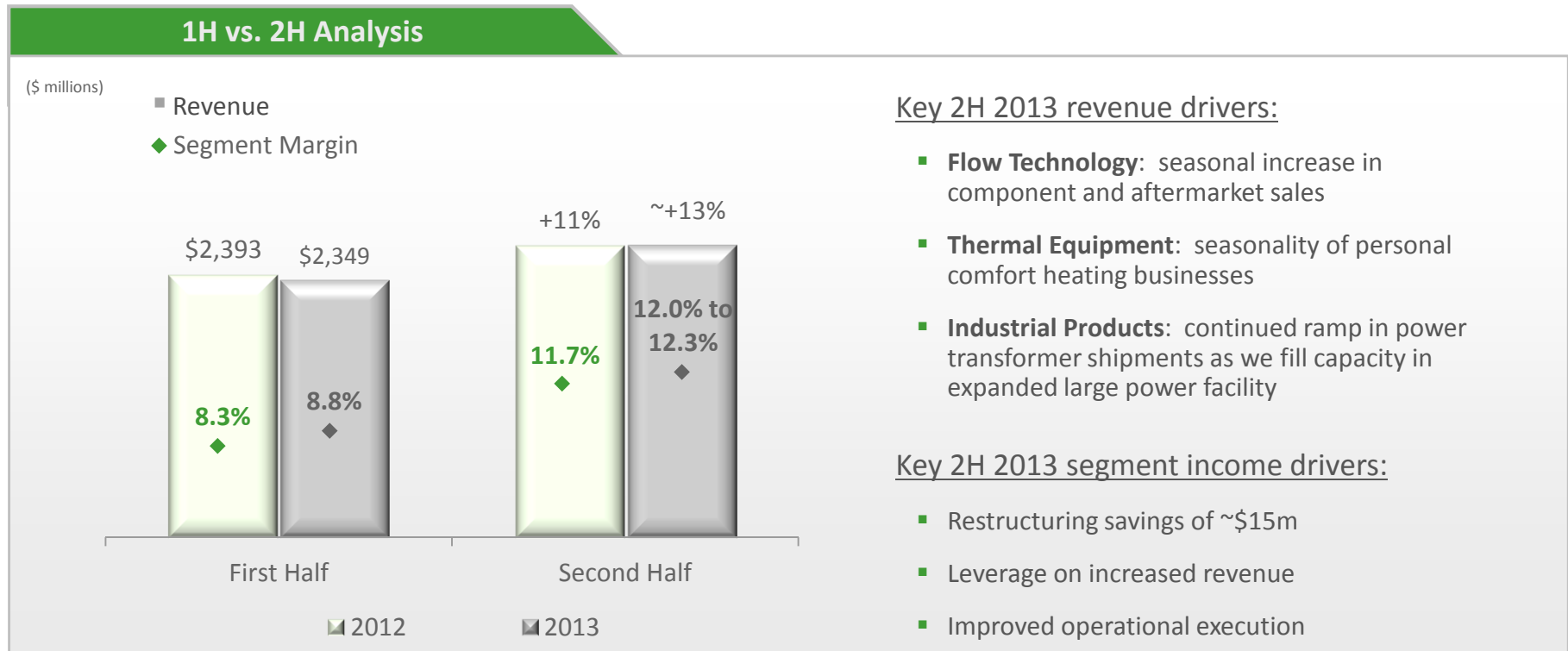
(\$ millions, except per share data)

	Q3 2012 <sup>(1)</sup>	Q3 2013 Targets	Comments
<b>Revenue</b>	\$1,229	\$1,240 to \$1,270	Low single digit organic growth ~(1%) currency impact
<b>Segment Income</b>	\$134	\$132 to \$140	Expect increased profitability at Flow and Industrial to be offset by decline at Thermal
<b>Segment Income %</b>	10.9%	10.7% to 11.1%	Targeting stable margins
<b>Special Charges</b> (restructuring expense)	\$6	\$5 to \$10	Additional restructuring plans at ClydeUnion and Thermal Segment
<b>Shares Outstanding</b>	~50m	~46m	~\$0.12 cent per share benefit over prior year
<b>Earnings Per Share</b>	\$1.06	\$1.20 to \$1.30	Targeting 13% to 23% EPS growth

(1) Restated for discontinued operations; data from continuing operations

**Targeting Low Single Digit Revenue Growth and Double-Digit EPS Growth**

# Key Drivers of 2H 2013 Revenue and Segment Income



(1) Restated for discontinued operations; data from continuing operations

**Targeting Sequential Revenue Growth and Margin Expansion in 2H 2013;  
2H Increase in Revenue and Profitability Consistent with Prior Year**

## Key Drivers of 2H 2013 EPS from Continuing Operations



### 1H vs. 2H Analysis

■ 2012 Adjusted EPS

■ 2013E Mid-Point Guidance



### Key 2013 EPS variances from 1H to 2H:

- Segment income: ~+\$1.83
  - Restructuring savings: (~\$0.25)
  - Revenue seasonality
- Lower stock compensation: +\$0.26
- Reduced corporate expense: +\$0.13
- Lower restructuring expense: +\$0.12
- Reduced share count: +\$0.12

(1) 2012 data restated for discontinued operations; data from continuing operations

**Earnings Profile Historically Stronger in 2H of the Year;  
2013 Investments in Restructuring and Share Repurchase to Provide Increased Benefit in 2H**

## 2013 Full Year Segment Targets



(\$ millions)

	2012 Revenue & Segment Income %	Previous 2013 Targets	Updated 2013 Targets	Description of Changes
<b>Flow Technology</b>	\$2,682 10.6%	+1% to +5% 11.6% to 12.0%	+0% to +3% 11.4% to 11.7%	<ul style="list-style-type: none"> <li>▪ Currency reduced revenue target by 1%</li> <li>▪ Organic revenue target reduced ~1% due to timing delays of larger projects and soft demand in Asia Pacific through 1H 2013</li> </ul>
<b>Thermal Equipment &amp; Services</b>	\$1,491 7.2%	(7%) to (12%) 4.9% to 5.4%	(7%) to (9%) 5.6% to 5.9%	<ul style="list-style-type: none"> <li>▪ Increased revenue and margin targets due to Q2 results and order intake</li> </ul>
<b>Industrial Products &amp; Services</b>	\$870 13.3%	+12% to +18% 13.6% to 14.1%	+9% to +14% 14.3% to 14.6%	<ul style="list-style-type: none"> <li>▪ Reduced revenue target due primarily due to expected lower transformer sales (selectivity)</li> </ul>
<b>Consolidated</b>	\$5,043 10.1%	(1%) to +4% 10.3% to 10.7%	(2%) to +2% 10.4% to 10.7%	<ul style="list-style-type: none"> <li>▪ Consolidated targets reflect Q2 results, revised targets and currency impact</li> </ul>

**Updated Targets Reflect Q2 Results, Currency Changes and  
Our View on the Current Macro-Economic Environment**

## 2013 Full Year EPS Guidance



(\$ millions, except per share data)

**2013E EPS Guidance Range:  
\$4.25 to \$4.50**

### Key modeling assumptions

- ~24% all-in tax rate for 2013:
  - 26% underlying effective tax rate, excluding discrete tax items
- ~46 million diluted shares outstanding

### Full Year EPS Mid-Point Model

	<u>2013E</u>
Revenue	\$5,000
Segment income %	10.6%
Corporate expense	(\$104)
Pension & post retirement health care	(\$25)
Stock-based compensation	(\$35)
Special charges	(\$30)
Asset Impairment	(\$2)
<b>Operating Income</b>	<b>\$335</b>
Equity earnings in joint ventures	\$42
Interest expense, net	(\$106)
Other income or (expense)	\$0
<b>Income before taxes</b>	<b>\$272</b>
Income tax provision	(\$65)
<b>Income from continuing operations</b>	<b>\$206</b>
Minority interest, net of taxes	(\$5)
<b>Net income from continuing operations</b>	<b>\$201</b>
<b>Mid-Point EPS from continuing operations</b>	<b>\$4.38</b>

**Updated EPS Guidance Mid-Point is \$4.38 Per Share**



## Capital Allocation



## Financial Position



(\$ millions)	3/30/2013	6/29/2013	variance
Cash	\$755	\$353	(53%)
Accounts Receivable	\$1,284	\$1,237	(4%)
Total Assets	\$6,805	\$6,400	(6%)

Accounts Payable	\$562	\$527	(6%)
Total Debt	\$1,691	\$1,692	0%
Total Equity	\$2,075	\$2,012	(3%)

### 2013 Capital Allocation Priorities

- 1) Operational improvements and organic growth initiatives:
  - Restructuring actions
  - Capital expenditures
  - Innovation
- 2) Annual dividend (\$1 per share, paid quarterly)
- 3) Share repurchases:
  - Complete \$200m of targeted repurchases
  - Evaluate additional repurchases
- 4) Pension contribution:
  - ✓ Made \$250m voluntary pension contribution in April 2013

**Financial Position Remains Solid; 2013 Capital Allocation Plans on Track**



## Q2 Free Cash Flow



### Q2 2013 Adjusted Free Cash Flow

(\$ millions)

	<u>Q2 2013</u>
Net cash from continuing operations	<b>(\$244)</b>
Voluntary pension contribution <sup>(1)</sup>	<u>\$250</u>
Adjusted cash from continuing operations	<b>\$6</b>
Capital expenditures	<u>(\$18)</u>
Adjusted free cash flow from continuing operations	<u><b>(\$12)</b></u>

<sup>(1)</sup> \$250m voluntary pension contribution completed in April 2013; cash tax benefit of \$90m recorded in Q1 2013

**Q2 Adjusted Free Cash Flow Performance Consistent with Historical Seasonality;  
Full Year Adjusted Free Cash Flow Target Remains at \$240 to \$280 Million Dollars**

# 2013 Projected Liquidity



Projected Liquidity	
(\$ millions)	<u>Amount</u>
<b>Cash on Hand at June 29, 2013</b>	<b>\$353</b>
<b><u>2013E Cash Outflows</u></b>	
2013 targeted share repurchases, net of 1H 2013 repurchases	(\$55)
Planned dividend payments	(\$23)
<b><u>2013E Cash Inflows</u></b>	
2H 2013 free cash flow guidance mid-point <sup>(1)</sup>	<u>\$323</u>
<b>Projected Cash on Hand at December 31, 2013</b>	<b>\$598</b>
<b>Available lines of credit</b>	<b>\$568</b>
<b>Total projected liquidity</b>	<b><u>\$1,166</u></b>

<sup>(1)</sup> See appendix for reconciliation to GAAP

**Projecting ~\$600m of Cash on Hand with ~\$1.2b of Total Liquidity at Year End**



Executive Summary  
Chris Kearney



## 2013 Earnings Accretive Actions



Action	Estimated EPS Benefit
1) ~\$30m of annual savings from restructuring	Annualized: ~\$0.50 per share 2014 Incremental Benefit: ~\$0.25 per share
2) \$200m of share repurchases	Annualized: ~\$0.26 per share 2014 Incremental Benefit: ~\$0.10 per share
3) \$250m voluntary pension funding (\$160m net of cash tax benefit)	Annualized: ~\$0.24 per share 2014 Incremental Benefit: \$0.00 per share
4) ~\$600m of projected cash on hand	to be determined

**2013 Actions Expected to Contribute ~\$1.00 Earnings Per Share on an Annualized Basis,  
Expect Full Benefit in 2014, Resulting in a ~\$0.35 Tailwind Year-Over-Year**

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**Earnings Per Share from Continuing Operations of \$0.80, up 10% Over Prior Year Period  
2013 Restructuring and Capital Allocation Plans on Track**



Questions?





## Appendix



## Q2 2013 Organic Revenue Growth Reconciliation



Three Months Ended June 29, 2013

	Net Revenue Change	Acquisitions/ Divestitures	Currency	Organic
Flow Technology	-3.5%	0.0%	0.1%	-3.6%
Thermal Equipment & Services	0.5%	0.0%	-2.1%	2.6%
Industrial Products & Services	-1.4%	0.0%	-0.1%	-1.3%
Consolidated SPX	-2.0%	0.0%	-0.6%	-1.4%



## 2013 Adjusted Free Cash Flow Guidance Reconciliation



### 2013 Adjusted Free Cash Flow Guidance

(\$ millions)

	<u>1H 2013</u>	<u>2H 2013E</u>		<u>Full Year 2013E</u>	
Net cash from operations	<b>(\$301)</b>	<b>\$356</b>	to <b>\$396</b>	<b>\$55</b>	to <b>\$95</b>
Estimated tax payment on the gain from the sale of Service Solutions	\$115	\$0	\$0	\$115	\$115
Planned voluntary pension contribution, net of ~\$90m tax benefit	\$160	\$0	\$0	\$160	\$160
Capital expenditures	<u>(\$37)</u>	<u>(\$53)</u>	<u>(\$53)</u>	<u>(\$90)</u>	<u>(\$90)</u>
Adjusted free cash flow	<u><b>(\$63)</b></u>	<u><b>\$303</b></u>	to <u><b>\$343</b></u>	<u><b>\$240</b></u>	to <u><b>\$280</b></u>

## Bank EBITDA Reconciliation



(\$ millions)	<u>LTM</u>	<u>2013E</u>
<b>Net Income</b>	<b>\$240</b>	<b>\$201</b>
Income tax provision (benefit)	18	65
Net interest expense	114	113
<b>Income before interest and taxes</b>	<b>\$372</b>	<b>\$379</b>
Depreciation, intangible amortization expense and write off of goodwill and intangibles	112	111
<b>EBITDA from continuing operations</b>	<b>\$484</b>	<b>\$490</b>
<b>Adjustments:</b>		
Non-cash compensation expense	53	52
Extraordinary non-cash charges	7	0
Extraordinary non-recurring cash charges	34	30
Joint venture EBITDA adjustments	10	7
Impairments and other organizational costs	288	
Net (gains) and losses on disposition of assets outside the ordinary course of business	(312)	0
Pro Forma effect of acquisitions and divestitures	(13)	0
Other		2
<b>Bank EBITDA from continuing operations</b>	<b>\$550</b>	<b>\$581</b>

Note: EBITDA as defined in the credit facility

## Debt Reconciliation



(\$ millions)

6/29/2013

Short-term debt	\$ 34
Current maturities of long-term debt	81
Long-term debt	<u>1,577</u>
<b>Gross Debt</b>	<b>\$ 1,692</b>
Less: Purchase card program and extended A/P programs	<u>(28)</u>
<b>Adjusted Gross Debt</b>	<b>\$ 1,664</b>
Less: Cash in excess of \$50	<u>(303)</u>
<b>Adjusted Net Debt</b>	<b><u><u>\$ 1,361</u></u></b>

Note: Debt as defined in the credit facility

## 2012 Restated Industrial Products & Services Results



### 2012 Restated Quarterly Revenue & Margins

(\$ millions)

■ Revenue  
◆ Segment Income Margin



Note: Data from continuing operations

#### 2012 restated full year results:

- Revenue: \$870
- Segment Income Margin: 13.3%

**Restated 2012 Results are From Continuing Operations  
Exclude the Results of Kayex and Dielectric Which Were Discontinued in 1H 2013**

## 2012 Restated EPS from Continuing Operations



### 2012 Restated EPS from Continuing Operations

	<u>1H 2012</u>	<u>2H 2012</u>	<u>FY 2012</u>
Earnings from continuing operations	\$0.91	(\$2.59)	(\$1.68)
Less: earnings from businesses discontinued in 2013	<u>\$0.00</u>	<u>\$0.04</u>	<u>\$0.04</u>
Net earnings per share	<u>\$0.91</u>	<u>(\$2.55)</u>	<u>(\$1.64)</u>
Impairment of goodwill and other intangible assets		<u>\$5.19</u>	<u>\$5.19</u>
<b>Adjusted earnings per share from continuing operations</b>		<b><u><u>\$2.65</u></u></b>	<b><u><u>\$3.55</u></u></b>

**Restated 2012 EPS from Continuing Operations**  
**Excludes 2012 Losses from Discontinued Businesses (Kayex & Dielectric)**