



2009 Third Quarter Results

where a sound approach meets new challenges

GLOBAL INFRASTRUCTURE X PROCESS EQUIPMENT X DIAGNOSTIC TOOLS



- Certain statements contained in this presentation that are not historical facts, including any statements as to future market conditions, results of operations and financial projections, are forward-looking statements and are thus prospective. These forward-looking statements are subject to risks, uncertainties and other factors which could cause actual results to differ materially from future results expressed or implied by such forward-looking statements.
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- This presentation includes non-GAAP financial measures. A copy of this presentation, including a reconciliation of the non-GAAP financial measures with the most comparable measures calculated and presented in accordance with GAAP, is available on our website at www.spx.com.



Introduction

(\$ millions)

- Q3 segment income of \$156:
 - 13.3% segment margins in Q3, up 190 points sequentially

- Q3 Free Cash Flow: \$194
 - 139% conversion of Net Income through first nine months

- Paid down >\$200 of debt:
 - Gross debt to EBITDA ⁽¹⁾ at 1.9x, within capital allocation target range

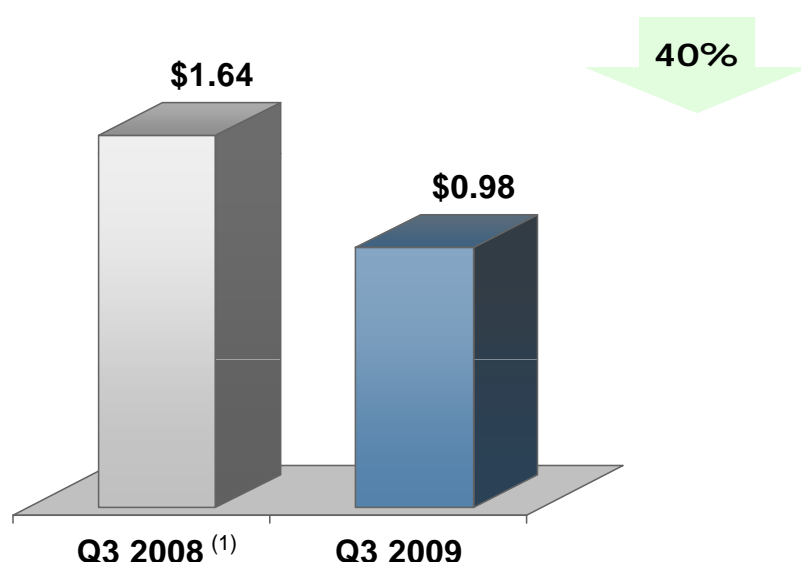
- Strategic actions:
 - Joint venture with Thermax in India
 - Filtran divestiture

⁽¹⁾ Consolidated leverage ratios; Net and Gross Debt to EBITDA as defined in the credit facility

Note: Data from continuing operations; See appendix for non-GAAP reconciliations

**Solid Operating Performance in Difficult Economic Environment:
Continued Progression of Long-Term Strategy**

Q3 Earnings Per Share



Year-Over-Year Changes to Earnings Per Share

■ Q3 2008 EPS ⁽¹⁾	\$1.64
■ Segment income	(\$0.62)
■ Special charges	(\$0.17)
■ Reduced share count	\$0.10
■ Other items, net	\$0.03
<hr/>	
■ Q3 2009 EPS	\$0.98

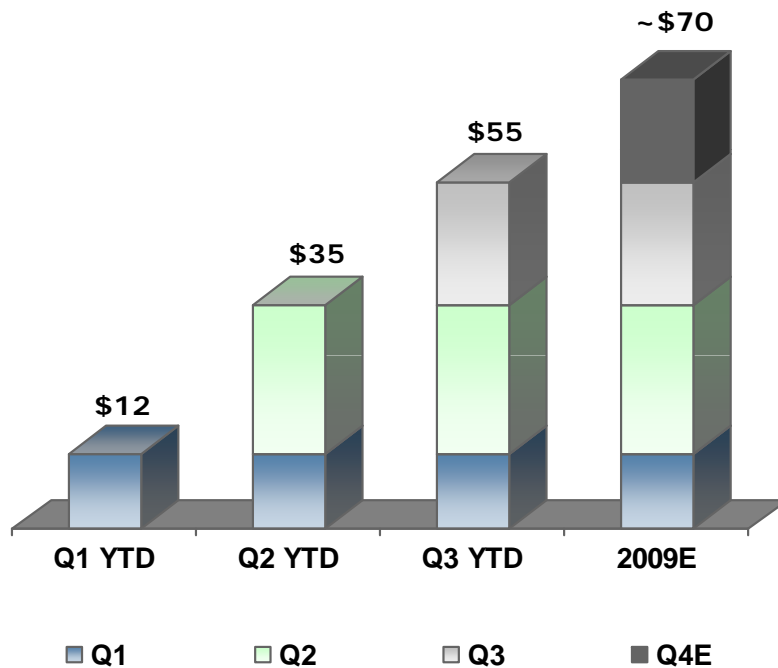
⁽¹⁾ Q3 2008 EPS excludes \$0.47 of tax benefits and an \$0.11 legal charge

Note: Data from continuing operations; See appendix for non-GAAP reconciliations

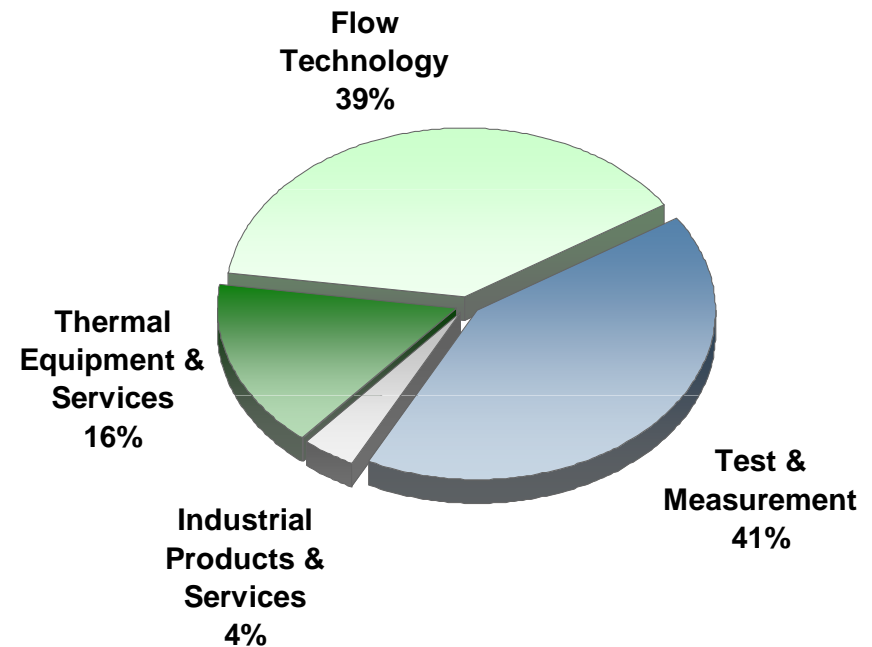
**Decline in Segment Income and Increased Restructuring Expense
Were the Primary Drivers of Lower Earnings Per Share**

(\$ millions)

2009 Restructuring Expense

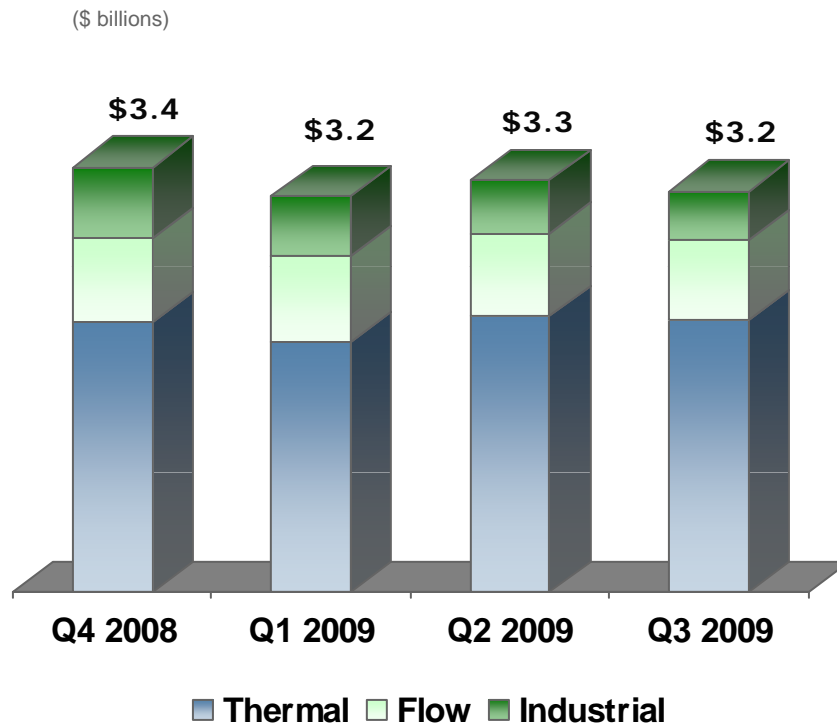


2009E Restructuring Expense by Segment

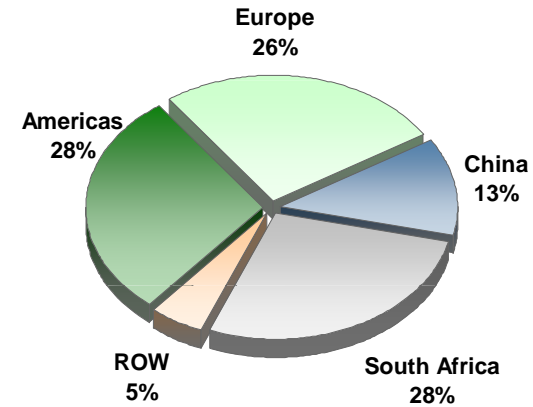


**\$19m of Restructuring Expense in Q3 2009;
Experienced Delays in European Restructuring During Q3**

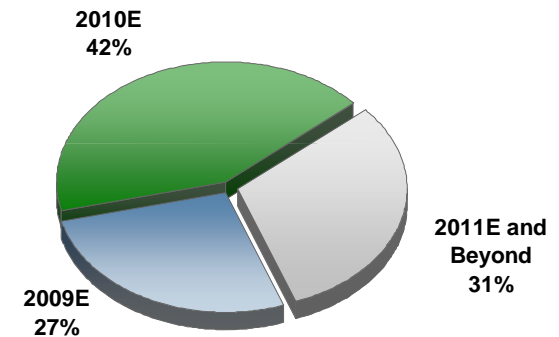
Backlog



Backlog by Geography (1)



Backlog Aging (1)



(1) Backlog as of September 26, 2009

Note: Data from continuing operations; Test and Measurement's backlog is immaterial and not reported publicly

**Backlog Declined 7% Organically from Q2 to Q3;
\$1.4b of Backlog Expected to be Converted to Revenue in 2010**



- SPX to supply critical components on two 4.8GW coal-fired mega-projects:
 - Medupi
 - Kusile
- Hitachi and Alstom are SPX's direct customers
- 4 to 5 year construction projects
- Production progressing as expected:
 - Collected cash deposits of ~\$120m
 - 2009E revenue: ~\$70m
 - 2010E revenue: ~\$200m

*Kusile contract only

Ending Q3 Backlog for South Africa Power Projects Valued at \$880m

Balance Sheet and Debt Ratios

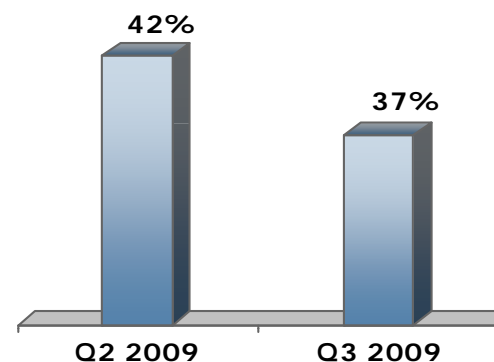


(\$ millions)

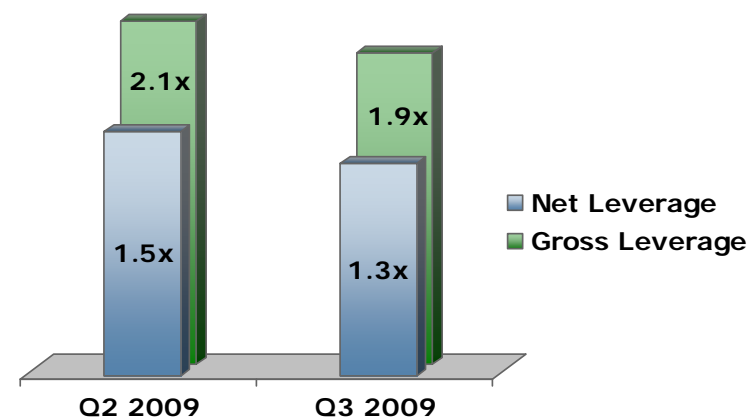
Key Balance Sheet Accounts

	<u>6/28/09</u>	<u>9/26/09</u>
Cash	\$435	\$438
Total Assets	\$5,810	\$5,772
Total Debt	\$1,450	\$1,246
Total Equity	\$1,974	\$2,107

Debt to Capital



Debt to Bank EBITDA ⁽¹⁾



⁽¹⁾ Consolidated leverage ratios; Net and Gross Debt to EBITDA as defined in the credit facility, see appendix for reconciliation

**Paid Down >\$200m of Debt in Q3;
Gross Leverage Within Target Range**

Gross Debt to EBITDA ⁽¹⁾

> 2.0x

< 2.0x

Excess Capital Usage

- Debt reduction

- Strategic acquisitions

- Share repurchases

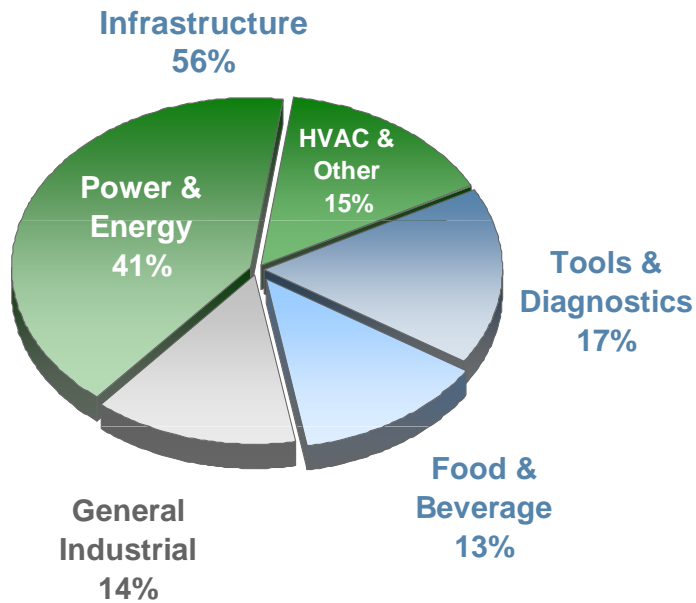
⁽¹⁾ Consolidated leverage ratios; Net and Gross Debt to EBITDA as defined in the credit facility

Q3 Gross Debt to EBITDA Within Target Range at 1.9x

End Market Analysis



2008 Revenue by End Market



2009 Organic Revenue Targets

Power & Energy	~(10%)
Other Infrastructure	~(10%)
Tools & Diagnostics	~(28%)
Food & Beverage	~(13%)
General Industrial	~(15%)
Total	(14%) to (16%)

Note: Data from continuing operations

**Continued Softness in Key End Markets;
Now Expecting 14% to 16% Organic Decline in 2009**

(\$ millions, except per share data)

2009 EPS Guidance

July 29th:

\$4.00 to \$4.30

Updated:

\$3.80 to \$4.00

2009 FCF Guidance

July 29th:

\$230 to \$270

Updated:

\$270 to \$290

Note: Data from continuing operations

**2009 EPS Guidance Mid-Point is Now \$3.90;
Raised Free Cash Flow Guidance Range to \$270 to \$290**



Q3 Financial Analysis

Q3 Key Financial Results



(\$ millions, except per share data)

	<u>Q3 2008</u>	<u>Q3 2009</u>	<u>2009 Comments</u>
Revenue	\$1,482	\$1,174	19% organic decline
Segment Income	\$208	\$156	25% decline
Segment Income Margin	14.0%	13.3%	70 point decline
Earnings Per Share	\$1.64 ⁽¹⁾	\$0.98	40% decline
Free Cash Flow	\$68	\$194	185% increase

⁽¹⁾ Q3 2008 EPS excludes \$0.47 of tax benefits and an \$0.11 legal charge

Note: Data from continuing operations; See appendix for non-GAAP reconciliations

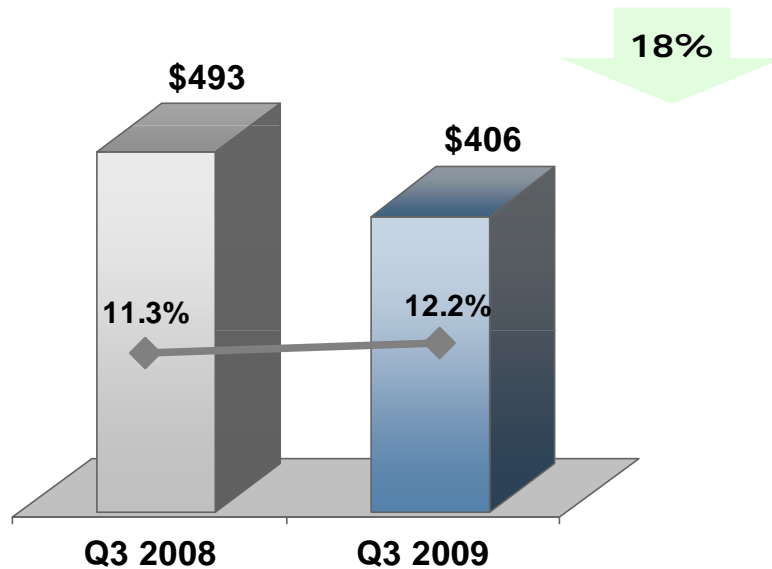
**Q3 2009 EPS at \$0.98;
Strong Free Cash Flow Performance**

Flow Technology: Q3 Financial Results



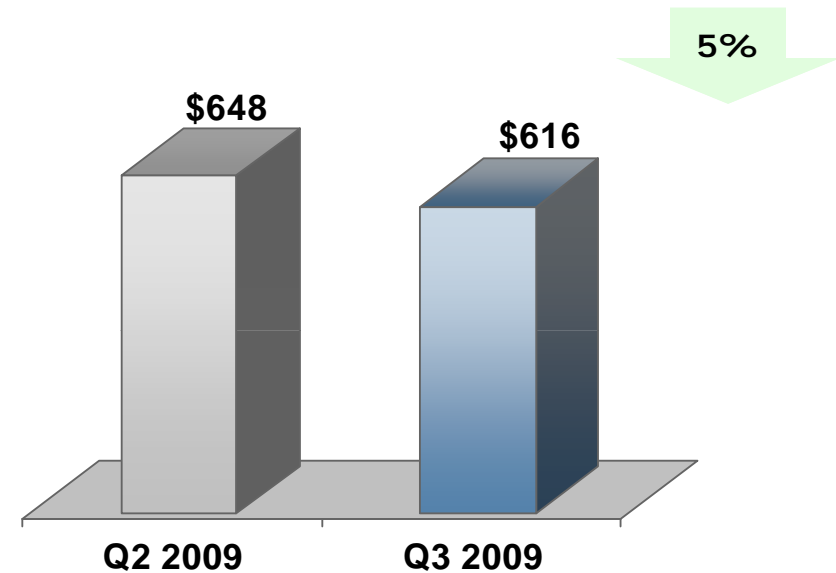
(\$ millions)

Q3 Revenue and Segment Income Margins



- 14% organic decline:
 - Weakness in dehydration, food & beverage, mining and industrial markets
 - Oil and gas market demand soft
- 90 points of margin expansion:
 - Restructuring actions offset margin pressure from volume decline

Sequential Backlog

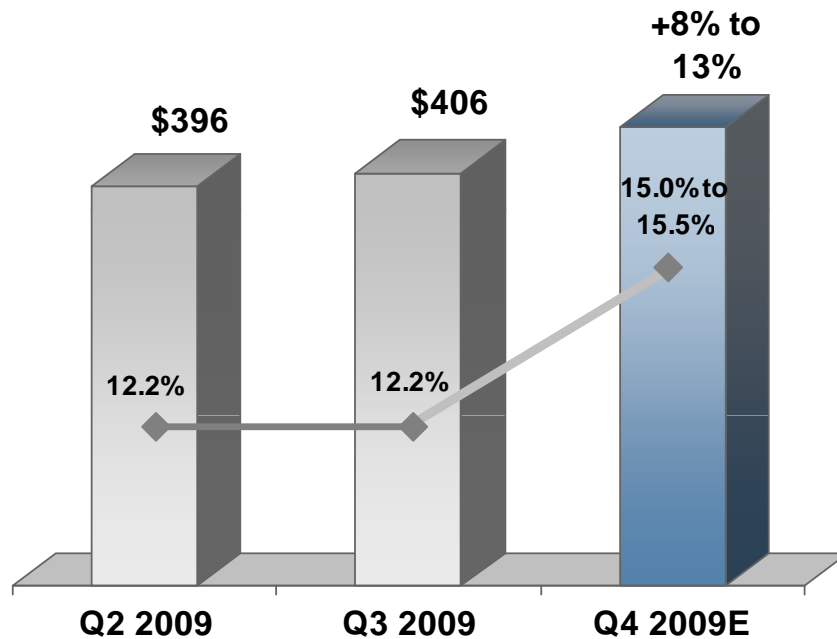


- 8% organic decline
- 3% benefit from foreign currency translation
- Book and turn visibility less than 3 months

Note: Data from continuing operations; see appendix for non-GAAP reconciliations

**14% Organic Revenue Decline in Q3;
Restructuring Actions Drove Margin Improvement**

Sequential Revenue and Segment Income Margins



Note: Data from continuing operations

Q2 to Q3 analysis:

- Stable end market dynamics:
 - Pricing stable
 - Pockets of modestly positive order activity

Q3 to Q4E analysis:

- 8% to 13% revenue growth:
 - Increased large project revenue
- 280 to 330 points of margin expansion:
 - Driven by cost reduction actions and product mix

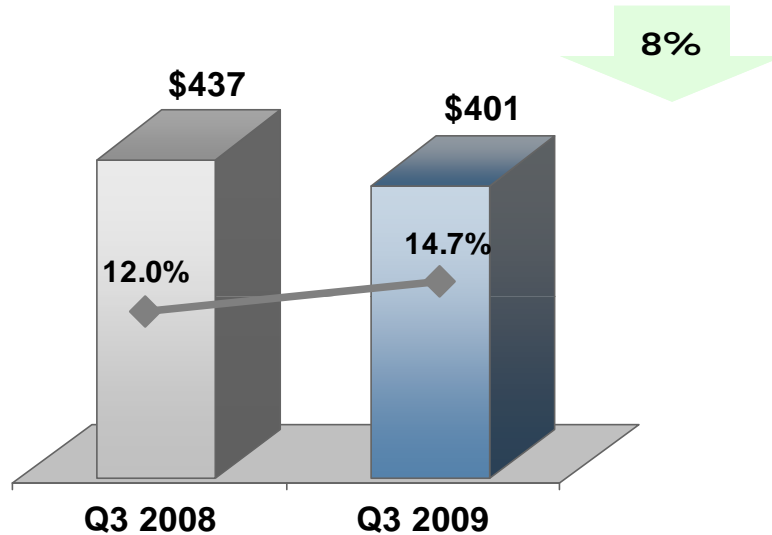
Sequential Margin Improvement Driven by Restructuring Savings

Thermal: Q3 Financial Results



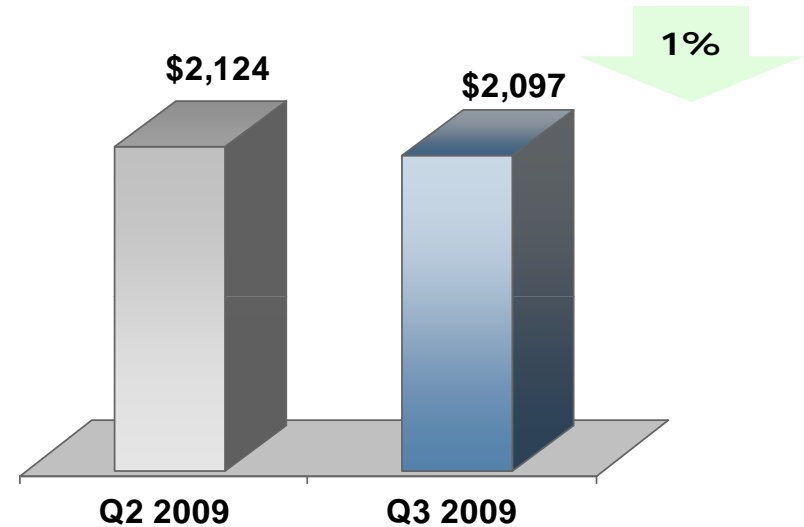
(\$ millions)

Q3 Revenue and Segment Income Margins



- 6% organic decline:
 - Reduced volume of wet cooling projects
 - Reduced demand for personal comfort heating
 - Increase from progress on South African contracts
- 270 points of margin expansion:
 - Project execution on favorable project mix

Sequential Backlog



- 7% organic decline
- 6% benefit from foreign currency translation
- ~\$840 of backlog scheduled for 2010 revenue

Note: Data from continuing operations; see appendix for non-GAAP reconciliations

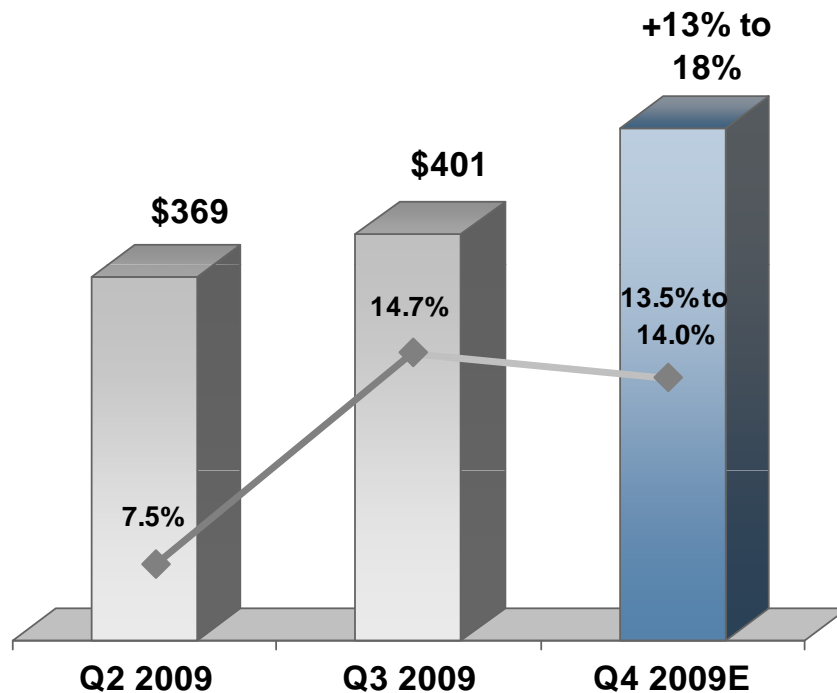
**6% Organic Revenue Decline in Q3;
270 Points of Margin Expansion**

Thermal: Sequential Analysis



(\$ millions)

Sequential Revenue and Segment Income Margins



Note: Data from continuing operations

Q2 to Q3 analysis:

- 9% revenue growth:
 - Power generation projects in China & South Africa
- 720 points of margin expansion:
 - Increased volume
 - Favorable project mix

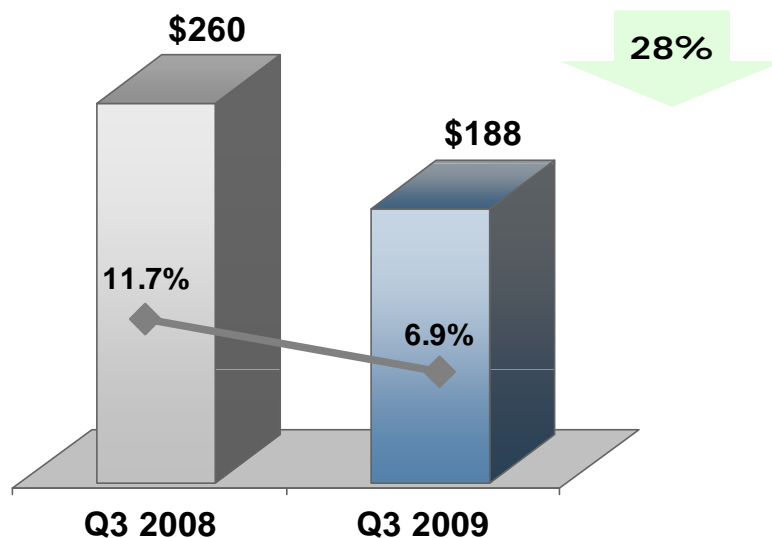
Q3 to Q4E analysis:

- 13% to 18% revenue growth:
 - Increase in wet cooling power projects
 - Strong heat exchanger demand
 - Seasonal personal comfort heating sales
- 70 to 120 points of margin contraction:
 - Driven by lower margin project mix

Quarterly Results Fluctuate Based on Project Timing, Project Mix and Seasonality

(\$ millions)

Q3 Revenue and Segment Income Margins



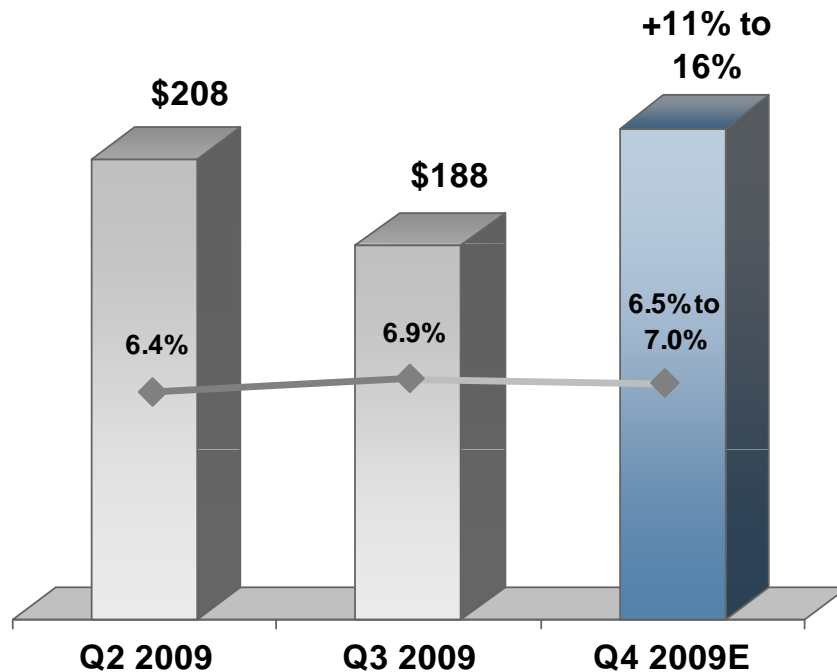
- 26% organic decline:
 - Continued stress on global OEMs and their dealership networks
 - European markets weaker
 - Decline in global aftermarket sales
- 480 points of margin contraction:
 - Organic volume decline

Note: Data from continuing operations; see appendix for non-GAAP reconciliations

Continued Weakness in Global OEM and Aftermarket Demand

(\$ millions)

Sequential Revenue and Segment Income Margins



Q2 to Q3 analysis:

- 10% revenue decline:
 - Reduced European OEM and aftermarket demand
- 50 points of margin expansion:
 - Cost reduction savings

Q3 to Q4E analysis:

- 11% to 16% revenue growth:
 - Ford and BMW program launches
- Maintain margin conversion

Note: Data from continuing operations

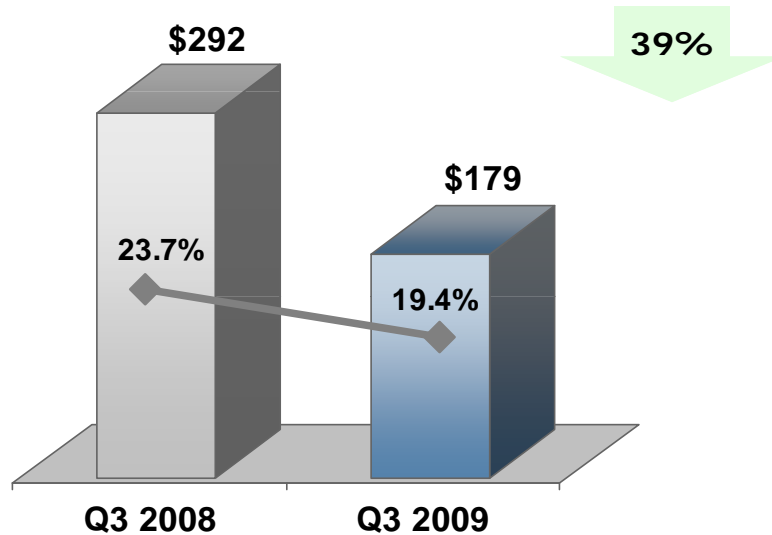
**Focused on European Restructuring;
Positioning for Growth When Auto Industry Recovers**

Industrial: Q3 Financial Results



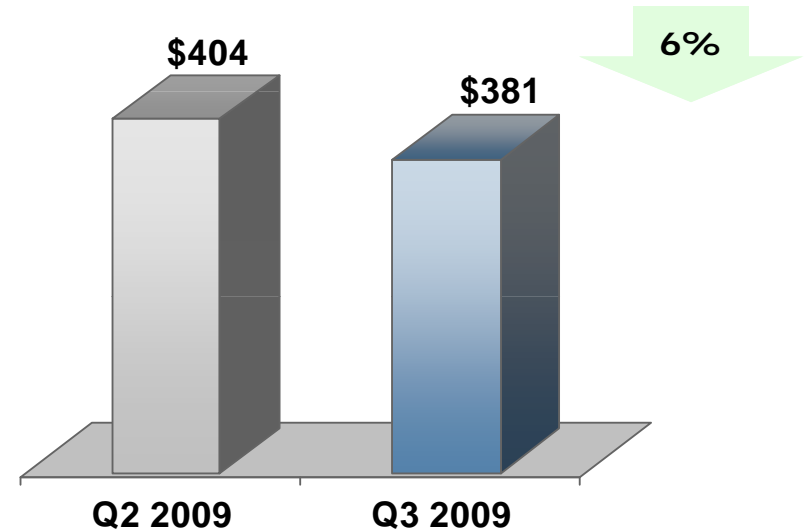
(\$ millions)

Q3 Revenue and Segment Income Margins



- 39% organic decline:
 - Significant decline in transformer shipments
 - Decline in crystal grower sales into the solar market
- 430 points of margin contraction:
 - Organic revenue decline

Sequential Backlog



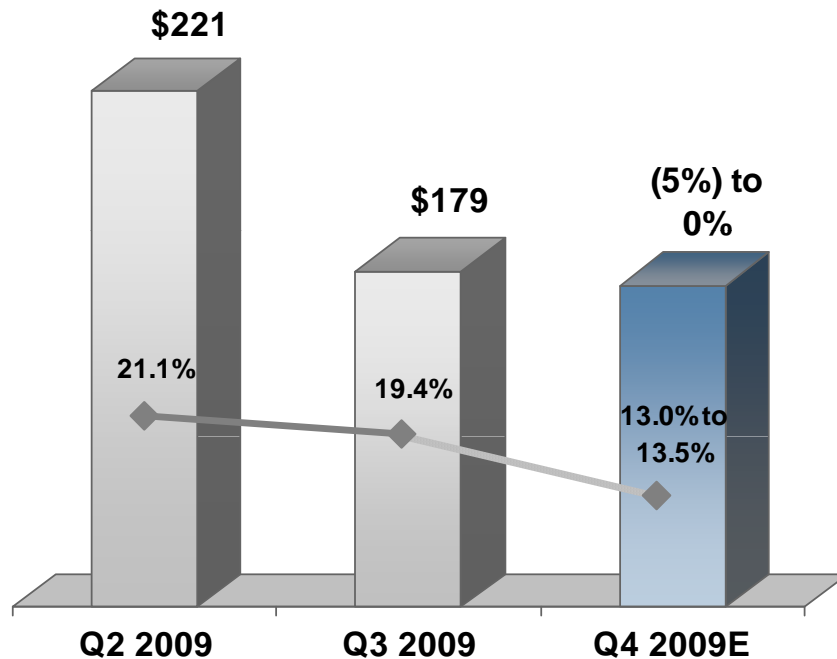
- 6% decline
- U.S. transformer market:
 - Q3 orders down ~30% year-over-year, up modestly versus Q2
 - Pricing competition intensified in Q3

Note: Data from continuing operations; see appendix for non-GAAP reconciliations

39% Organic Revenue Decline Driven by Reduced Transformer Sales; Pricing Competition Increased During Q3

(\$ millions)

Sequential Revenue and Segment Income Margins



Q2 to Q3 analysis:

- 19% revenue decline:
 - Reduced transformer shipments
- 170 points of margin contraction:
 - Organic revenue decline
 - Transformer pricing

Q3 to Q4E analysis:

- Flat to 5% revenue decline
- ~600 points of margin contraction:
 - Transformer pricing

Note: Data from continuing operations

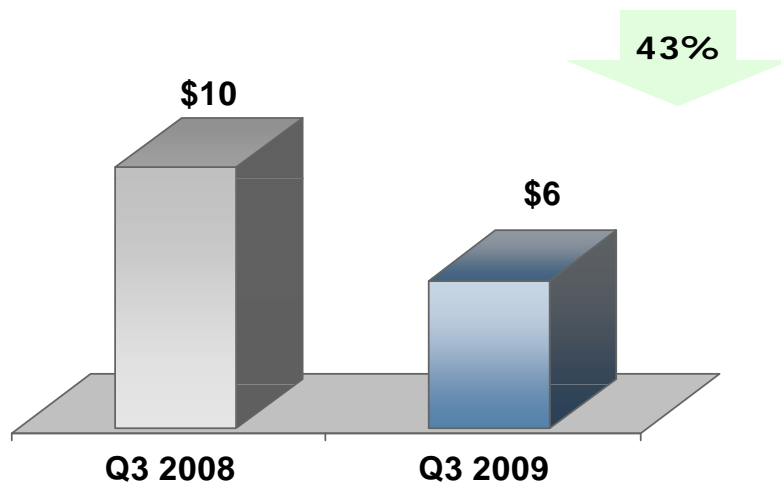
**Competitive Pricing Dynamics in the U.S. Transformer Market
Expected to Significantly Impact Margins in Q4 2009**

Equity Earnings

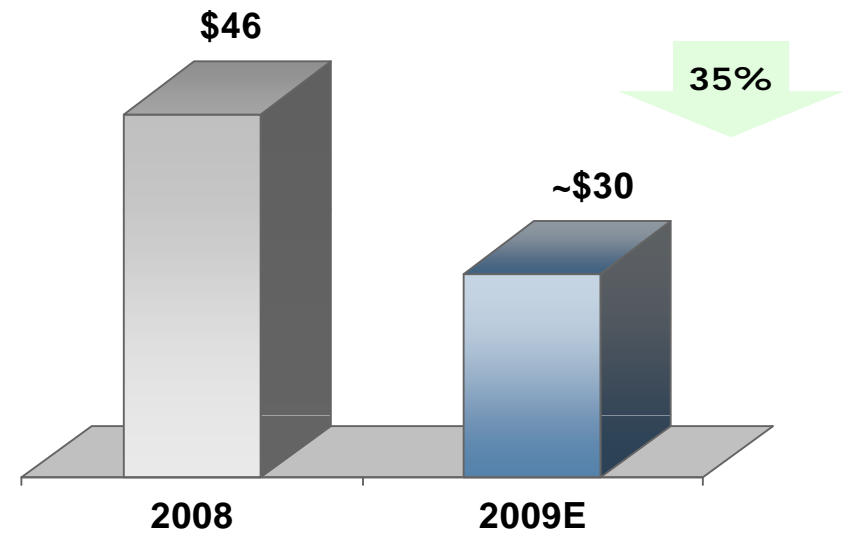


(\$ millions)

Q3 Equity Earnings



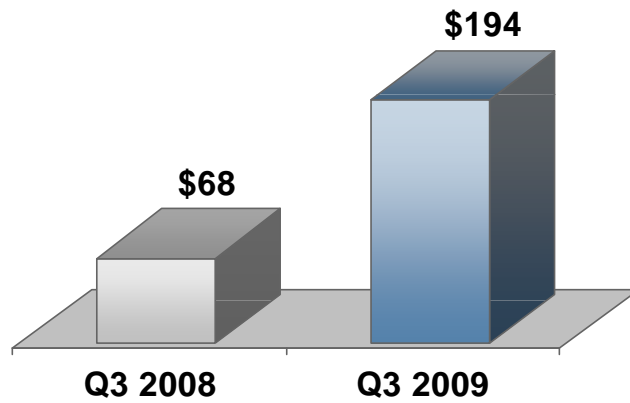
Full Year Equity Earnings



EGS J/V With Emerson Electric is Primary Driver of Equity Earnings

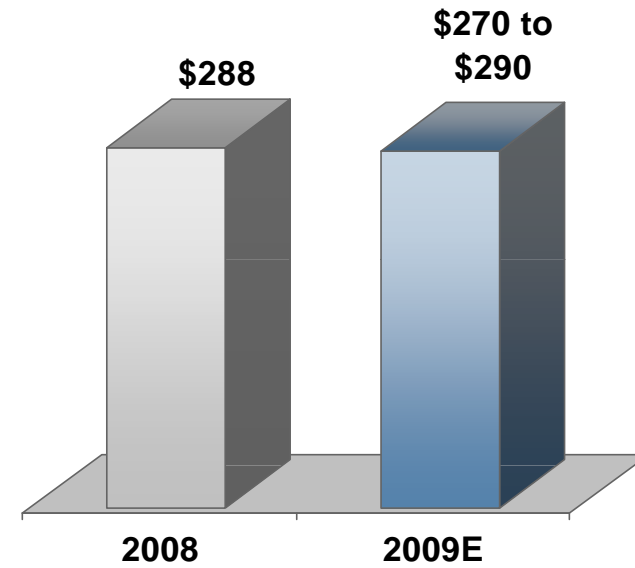
(\$ millions)

Q3 Free Cash Flow



- Q3 free cash flow driven by working capital decline

Full Year Free Cash Flow



- 2009E Free Cash Flow:
 - ~145% conversion of Net Income
 - Capital spending targeted at \$80 to \$90

Note: See appendix for non-GAAP reconciliations

**Increased Full Year Free Cash Flow Target
Based on Q3 Free Cash Flow Generation**



2009 Financial Targets

2009 Q4 Targets



(\$ millions, except per share data)

	<u>Q4 2008</u>	<u>Q4 2009E</u>
Revenue	\$1,506	(12%) to (16%)
Segment Income \$	\$226	\$165 to \$180
Segment Income %	15.0%	13.0% to 13.5%
Special Charges	\$8	~\$15
EPS	\$2.02	\$1.25 to \$1.45

Note: Data from continuing operations

Q4 2009E EPS Mid-Point is \$1.35 Per Share

2009 Financial Targets



	2009	
	<u>Target Range</u>	<u>Comments</u>
(\$ millions, except per share data)		
Revenue	(17%) to (18%)	Organic: (14%) to (16%) FX: ~(-3%)
Segment Income Margin	12.1% to 12.3%	
Special Charges	~\$70	~\$0.94 per share
Earnings Per Share	\$3.80 to \$4.00	~(40%) ⁽¹⁾
Free Cash Flow	\$270 to \$290	~145% of NI
Capital Spending	\$80 to \$90	~(26%)

⁽¹⁾ As compared to 2008 adjusted EPS

Note: Data from continuing operations; see appendix for non-GAAP reconciliations

**2009 EPS Mid-Point at \$3.90 Per Share;
Targeting ~\$280 Free Cash Flow**

Upside Potentials

- Macro-economic factors:
 - Stronger organic growth
 - Foreign exchange fluctuations

- Internal factors:
 - Timing of restructuring execution
 - Acquisitions
 - Lower tax rate

Downside Potentials

- Macro-economic factors:
 - Lower organic growth
 - Foreign exchange fluctuations

- Internal factors:
 - Timing of restructuring execution
 - Disposals
 - Higher tax rate
 - Project timing
 - Asset impairments

Certain Events May Impact 2009 EPS and Free Cash Flow Guidance



Executive Summary

SPX[®]

WHERE IDEAS MEET INDUSTRY



global infrastructure
power & energy



X process equipment
food & beverage



X diagnostic tools
vehicle service



Strategy Focused on 3 End Markets with
Positive, Long-Term Fundamental Demand Drivers

Indian Joint Venture with Thermax, Ltd.



51%



- Complementary products
- Leading power market expertise
- Technology leaders
- Focus on environmental solutions
- Pre-existing relationship

49%



A Leading Indian Supplier of Energy and Environmental Equipment

- Annual Revenue: ~\$680m
- Based in India



A Leading Global Supplier of Emission Abatement and Heat Transfer Technologies

SPX Products Included in the Joint Venture



Electrostatic precipitator (ESP)



Rotary Heat Exchanger

Joint Venture With Thermax Increases SPX's Exposure to the India Power Market

- Operating execution

- Maintain financial position and liquidity:
 - ~\$1b of available liquidity projected at year end 2009
 - Minimal debt repayment requirements in 2009 and 2010

- Positioning SPX for recovery:
 - Short-cycle businesses showing signs of stabilization
 - Late-cycle businesses recovery likely to lag broader economy
 - Restructuring expected to improve efficiency and flexibility
 - Focused on executing long-term strategy

**Continue to Focus on Executing Long-Term Strategy;
Positioning SPX for Recovery**



Questions

Appendix

Full Year Mid-Point Target Financial Model



(\$ and shares millions, except per share data)

	2008 Adjusted Earnings	2009E Guidance Mid-Point
Revenue	\$5,856	\$4,825
Segment Income Margin	13.7%	12.2%
Corporate overhead	(108)	(85)
Pension / PRHC	(39)	(37)
Stock-based compensation	(42)	(28)
Special charges	(17)	(70)
Operating Income	\$596	\$369
<i>% of revenues</i>	10.2%	7.6%
Equity Earnings in J/V	46	30
Other Income/(Expense)	2	(24)
Interest Expense	(105)	(84)
Pre-Tax Income from Continuing Operations	\$539	\$291
Tax Provision	(186)	(97)
Income from Continuing Operations	\$353	\$194
Tax Rate	34%	33%
Weighted Average Dilutive Shares Outstanding	54	50
EPS Mid-Point from continuing operations	\$ 6.53⁽¹⁾	\$ 3.90
EPS Guidance Range		\$3.80 to \$4.00
EBITDA⁽²⁾	\$ 803	\$ 600

Note: Data from continuing operations

⁽¹⁾ Adjusted EPS, see appendix for reconciliation

⁽²⁾ As defined in our credit facility; See appendix for reconciliation

2009E EPS Mid-Point at \$3.90

2009E Full Year Segment Targets



	Net Revenue Decline	Segment Income Margins
Flow Technology	(17%) to (18%)	13.0% to 13.4%
Test & Measurement	(27%) to (28%)	5.7% to 5.9%
Thermal Products	(7%) to (8%)	10.9% to 11.1%
Industrial Products	<u>(23%) to (24%)</u>	<u>18.9% to 19.1%</u>
Consolidated	(17%) to (18%)	12.2% to 12.3%

Note: Data from continuing operations



Non-GAAP Reconciliations

Q3 2009 Organic Revenue Growth Reconciliation



Quarter Ended September 26, 2009

	Net Revenue Growth	Acquisitions/ Divestitures	Foreign Currency	Organic Growth
Flow	-17.6%	0.0%	-3.9%	-13.7%
Test	-27.8%	0.6%	-2.1%	-26.3%
Thermal	-8.1%	0.0%	-1.8%	-6.3%
Industrial	-38.9%	0.0%	-0.4%	-38.5%
Consolidated	-20.8%	0.1%	-2.3%	-18.6%

Note: Data from continuing operations

SPX Corporation and Subsidiaries
Free Cash Flow Reconciliation
(unaudited)

(\$ millions)	<u>Q3 2008</u>	<u>Q3 2009</u>
Net cash from continuing operations	\$ 99	\$ 209
Capital expenditures	<u>\$ (31)</u>	<u>\$ (15)</u>
Free cash flow from continuing operations	<u>\$ 68</u>	<u>\$ 194</u>

2009E Free Cash Flow Reconciliation



SPX Corporation and Subsidiaries Free Cash Flow Reconciliation (unaudited)

(\$ millions)

2009E Guidance Range

Net cash from continuing operations	\$ 360	\$ 370
Capital expenditures	<u>\$ (90)</u>	<u>\$ (80)</u>
Free cash flow from continuing operations	<u>\$ 270</u>	<u>\$ 290</u>

Bank EBITDA Reconciliations



(\$ millions)	<u>2008</u>	<u>2009E</u>
Revenues	\$5,856	\$4,825
Net Income	\$248	\$194
Income tax provision (benefit)	153	97
Interest expense	116	84
Income before interest and taxes	\$517	\$375
Depreciation and intangible amortization expense	105	109
EBITDA from continuing operations	\$621	\$484
Adjustments:		
Amortization or write-off of intangibles and organizational costs	127	0
Non-cash compensation expense	42	28
Extraordinary non-cash charges	(22)	14
Extraordinary non-recurring cash charges	13	70
Excess of JV distributions over JV income	11	2
Loss (Gain) on disposition of assets	12	0
Pro Forma effect of acquisitions and divestitures	(1)	3
Other	0	(1)
Bank LTM EBITDA from continuing operations	\$803	\$600

Note: EBITDA as defined in the credit facility

Debt Reconciliations



(\$ millions)	<u>12/31/2008</u>	<u>9/26/2009</u>
Short-term debt	\$ 113	\$ 45
Current maturities of long-term debt	76	76
Long-term debt	<u>1,155</u>	<u>1,125</u>
Gross Debt	\$ 1,345	\$ 1,246
Less: Purchase card program and extended A/P programs	<u>\$ (48)</u>	<u>\$ (24)</u>
Adjusted Gross Debt	\$ 1,297	\$ 1,222
Less: Cash in excess of \$50	<u>\$ (426)</u>	<u>\$ (388)</u>
Adjusted Net Debt	<u><u>\$ 871</u></u>	<u><u>\$ 834</u></u>

Note: Debt as defined in the credit facility

Q3 2008 Adjusted Earnings Per Share



	<u>Q3 2008</u>
GAAP EPS from continuing operations	\$2.00
Q3 tax benefits	(0.47)
Q3 legal matter	<u>0.11</u>
Adjusted EPS from continuing operations	<u><u>\$1.64</u></u>

2008 Adjusted Earnings Per Share



	<u>FY 2008</u>
GAAP EPS from continuing operations	\$4.68
Q3 tax benefits	(0.47)
Q3 legal matter	0.11
Q4 asset impairment	<u>2.21</u>
Adjusted EPS from continuing operations	<u><u>\$6.53</u></u>

Note: As reported 2/25/2009



**SPX Corporation and Subsidiaries
Free Cash Flow Reconciliation
(unaudited)**

	<u>2008</u>
(\$ millions)	
Net cash from continuing operations	\$ 405
Capital expenditures	<u>\$ (116)</u>
Free cash flow from continuing operations	<u><u>\$ 288</u></u>

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