# CロடFヲイ <br> <br> Third Quarter 2012 <br> <br> Third Quarter 2012 Earnings Conference Call 

 Earnings Conference Call}

October 25， 2012

## Forward-Looking Statements

The following information contains forward-looking statements, including forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements include, but are not limited to, statements concerning Colfax's plans, objectives, expectations and intentions and other statements that are not historical or current facts. Forward-looking statements are based on Colfax's current expectations and involve risks and uncertainties that could cause actual results to differ materially from those expressed or implied in such forward-looking statements. Factors that could cause Colfax's results to differ materially from current expectations include, but are not limited to, factors detailed in Colfax's reports filed with the U.S. Securities and Exchange Commission including its 2011 Annual Report on Form 10-K under the caption "Risk Factors". In addition, these statements are based on a number of assumptions that are subject to change. This presentation speaks only as of this date. Colfax disclaims any duty to update the information herein.

## Q3 2012 Results

## Q3 2012 Highlights

- Adjusted net income of $\$ 40.7$ million ( $\$ 0.33$ per share) compared to $\$ 13.2$ million ( $\$ 0.30$ per share) in Q3 2011, which includes a non-cash 3 cents per share gain related to adjustments to deferred tax balances
- Net sales of $\$ 954.4$ million, a decrease of $1.8 \%$ from Q3 2011 proforma net sales of $\$ 971.7$ million; an organic increase of $5.1 \%$
- Adjusted operating income of $\$ 85.3$ million compared to $\$ 19.6$ million in Q3 2011
- Third quarter gas- and fluid-handling orders of $\$ 443.8$ million compared to proforma orders of $\$ 451.2$ million in Q3 2011, a decrease of $1.6 \%$; an organic increase of $4.0 \%$
- Gas- and fluid-handling backlog of $\$ 1.4$ billion at period end


## Year to Date 2012 Highlights

- Adjusted net income of $\$ 109.3$ million ( $\$ 0.92$ per share) compared to $\$ 35.2$ million ( $\$ 0.79$ per share) in Q3 2011
- Net sales of $\$ 2.9$ billion, an increase of $3.5 \%$ from the nine months ended September 30, 2011 proforma net sales of $\$ 2.8$ billion
- Adjusted operating income of $\$ 245.9$ million compared to $\$ 55.2$ million in Q3 2011
- Gas- and fluid-handling orders of $\$ 1.5$ billion compared to proforma orders of $\$ 1.4$ billion in the nine months ended September 30, 2011, an increase of 3.5\%; organic increase of 3.1\%


## Gas- and FluidHandling

## Gas- and Fluid-Handling Q3 2012 Highlights

- Net sales of $\$ 464.9$ million compared to proforma net sales of $\$ 423.0$ million in Q3 2011, an increase of $9.9 \%$; an organic increase of $14.6 \%$
- Adjusted segment operating income of $\$ 51.7$ million and adjusted segment operating income margin of $11.1 \%$
- Q3 2012 orders of $\$ 443.8$ million compared to proforma orders of $\$ 451.2$ million in Q3 2011, a decrease of $1.6 \%$; an organic increase of 4.0\%
- Backlog of $\$ 1.4$ billion at period end


## Gas- and Fluid-Handling YTD 2012 Highlights

- Net sales of $\$ 1.4$ billion compared to proforma net sales of $\$ 1.2$ billion in the nine months ended September 30, 2011, an increase of $13.0 \%$; an organic increase of $14.4 \%$
- Adjusted segment operating income of $\$ 153.3$ million and adjusted segment operating income margin of 11.1\%
- Orders of $\$ 1.5$ billion compared to proforma orders of $\$ 1.4$ billion the nine months ended September 30, 2011, an increase of $3.5 \%$; an organic increase of $3.1 \%$


## Orders and Backlog

## Orders ${ }^{(1)}$


(1) Order and backlog data for the periods prior to Q2 2012 are presented on a proforma basis. Note:- Dōllars in millions (unaudited).

B'acklog ${ }^{(1)}$


## Revenue


(1) Q3 2011 and YTD 2011 sales are presented on a proforma basis.

## Afternarket Revenue - YJD 2012



## Q3 2012 Sales and Orders by End Market




Oil, Gas \&
Petro-
chemical
24\%

|  | Total Growth <br> (Decline) | Organic Growth <br> (Decline) |
| :--- | :---: | :---: |
| Power Generation $19.5 \%$ | $22.8 \%$ |  |
|  <br> Petrochemical | $10.0 \%$ | $14.7 \%$ |
| Marine | $(16.5) \%$ | $(10.7) \%$ |
| Mining | $39.7 \%$ | $46.0 \%$ |
|  <br> Other | $3.9 \%$ | $8.9 \%$ |
| Total | $\mathbf{9 . 9 \%}$ | $\mathbf{1 4 . 6} \%$ |

## Ordersu \$4A43.8 million



Oil, Gas \&
Petro-
Petro-
chemical
20\%
Power Generation
Oil, Gas \&
Petrochemical
Marine
Mining
General Industrial \&
Other
Total

Total Growth (Decline)

Organic Growth (Decline)
10.6 \%
8.5 \%
(16.4)\%
(9.9)\%
(5.0)\%
1.4 \%
11.4 \%
23.8 \%
(1.2) \%
$5.5 \%$

Total
(1.6) \%
$4.0 \%$

## YTD 2012 Sales and Orders by End Market

Salest \$1,386.7/nilion


|  | Total Growth <br> (Decline) | Organic Growth <br> (Decline) |
| :--- | :---: | :---: |
| Power Generation | $20.0 \%$ | $22.1 \%$ |
|  <br> Petrochemical | $18.6 \%$ | $13.0 \%$ |
| Marine | $(11.9) \%$ | $(7.1) \%$ |
| Mining | $36.3 \%$ | $43.0 \%$ |
| General Industrial \& | $7.2 \%$ | $10.6 \%$ |
| Other |  |  |
| Total | $\mathbf{1 3 . 0} \%$ | $\mathbf{1 4 . 4} \%$ |

Power Generation
Oil, Gas \&
Petrochemical
Marine
Mining
General Industrial \&
Other
Total

Ordersj $\$ 1,475.7 /$ /illion


Oil, Gas \&
Petro-
Petro-
chemical
chemic
$24 \%$

| Total Growth <br> (Decline) | Organic Growth <br> (Decline) |
| :---: | :---: |
| $16.4 \%$ | $18.5 \%$ |
| $0.6 \%$ | $(12.4) \%$ |
| $(3.7) \%$ | $1.6 \%$ |
| $(3.1) \%$ | $4.8 \%$ |
| $(3.2) \%$ | $0.2 \%$ |
| $\mathbf{3 . 5} \%$ |  |
|  | $\mathbf{3 . 1} \%$ |

## Power Generation Market Perspective

## Sales \& Orders Growth

Colfax YTD 2012

## Highlights

|  | Q3 2012 vs. Q3 2011 |  | YTD 2012 vs. YTD 2011 |  |
| :--- | :---: | :---: | :---: | :---: |
|  | Total | Organic | Total | Organic |
| Sales | $19.5 \%$ | $22.8 \%$ | $20.0 \%$ | $22.1 \%$ |
| Orders | $8.5 \%$ | $10.6 \%$ | $16.4 \%$ | $18.5 \%$ |

- Served by both Howden and Colfax Fluid Handling
- Driven by global fundamental undersupply of electricity
- Growth is strong in China, South Africa and South East Asia

Sales Split


Colfax YTD 2012 Orders Split

# Oil，Gas \＆Petrochemical Market Perspective 

Sales \＆Orders Growth（Decline）

|  | Q3 2012 vs．Q3 2011 |  | YTD 2012 vs．YTD 2011 |  |
| :--- | :---: | :---: | :---: | :---: |
|  | Total | Organic | Total | Organic |
| Sales | $10.0 \%$ | $14.7 \%$ | $18.6 \%$ | $13.0 \%$ |
| Orders | $(16.4) \%$ | $(9.9) \%$ | $0.6 \%$ | $(12.4) \%$ |

## Highlights

－Served by both Howden and Colfax Fluid Handling
－National oil companies in Latin America and Russia expanding production and refinery capacity
－Thomassen compressor acquisition increases presence in this market


Colfax YTD 2012 Orders Split


## Marine Market Perspective

Sales \& Orders (Decline) Growth

|  | Q3 2012 vs. Q3 2011 |  | YTD 2012 vs. YTD 2011 |  |
| :--- | :---: | :---: | :---: | :---: |
|  | Total | Organic | Total | Organic |
| Sales | $(16.5) \%$ | $(10.7) \%$ | $(11.9) \%$ | $(7.1) \%$ |
| Orders | $(5.0) \%$ | $1.4 \%$ | $(3.7) \%$ | $1.6 \%$ |

## Highlights

- Comprised of commercial marine and government, or defense, customers
- Primarily served by Colfax Fluid Handling
- New ship build is down from 2011 peak
- Q3 orders strong for supply vessels

Colfax YTD 2012 Orders Split
Colfax YTD 2012 Sales Split


## Mining Market Perspective

Colfax YTD 2012 Sales Split
Sales \& Orders Growth (Decline)

|  | Q3 2012 vs. Q3 2011 |  | YTD 2012 vs. YTD 2011 |  |
| :--- | :---: | :---: | :---: | :---: |
|  | Total | Organic | Total | Organic |
| Sales | $39.7 \%$ | $46.0 \%$ | $36.3 \%$ | $43.0 \%$ |
| Orders | $11.4 \%$ | $23.8 \%$ | $(3.1) \%$ | $4.8 \%$ |

## Highlights

-Primarily served by Howden

- Includes centrifugal and axial fans, providing mine ventilation
- Driven by demand of mined resources, including: coal, iron ore, copper, gold, nickel and potash
- Orders strong due to large North American orders in Q3

Colfax YTD 2012

Orders Split


## General Industrial \& Other Market Perspective

Sales \& Orders Growth (Decline)

|  | Q3 2012 vs. Q3 2011 |  | YTD 2012 vs. YTD 2011 |  |
| :--- | :---: | :---: | :---: | :---: |
|  | Total | Organic | Total | Organic |
| Sales | $3.9 \%$ | $8.9 \%$ | $7.2 \%$ | $10.6 \%$ |
| Orders | $(1.2) \%$ | $5.5 \%$ | $(3.2) \%$ | $0.2 \%$ |

## Highlights

- Includes both Howden and Colfax Fluid Handling
- Represents a variety of industrial fans and compressors, tunnel ventilation and pumps serving various industrial needs
- Sales and order growth was driven by industrial fans and compressors, particularly fans serving the steel industry


## Fabrication Technology

## Fabrication Technology Q3 2012 Highlights

- Net sales of $\$ 489.6$ million compared to proforma net sales of $\$ 548.8$ million in Q3 2011, a decrease of $10.8 \%$; an organic decline of $2.2 \%$
- Adjusted segment operating income of $\$ 43.9$ million and adjusted operating income margin of $9.0 \%$
- Tight cost control and improved pricing drove margin improvement
- Continued sequential margin improvement in India despite challenging economic environment
- Revenue and operating income negatively impacted by the start up of a new consumables facility in the U.S.


## Fabrication Technology YTD 2012 Highlights

- Net sales of $\$ 1.5$ billion, a decrease of $4.0 \%$ compared to proforma YTD Q3 2011 sales; an organic increase of 3.3\%
- Adjusted segment operating income of $\$ 123.2$ million and adjusted operating income margin of 8.2\%
- Higher consumable volumes in North America, the Middle East and South America


## Revenue



## Revenue - YJD 2012



## Results of <br> Operations

## I ncome Statement Summary <br> (unaudited)

Three Months Ended

| September 28, 2012 |  | September 30, 2011 |  |
| :---: | :---: | :---: | :---: |
| \$ | 954.4 | \$ | 170.3 |
| \$ | 288.0 | \$ | 60.7 |
|  | 30.2\% |  | 35.6\% |
| \$ | 217.1 | \$ | 41.1 |
|  | 22.7\% |  | 24.1\% |
| \$ | 85.3 | \$ | 19.6 |
|  | 8.9\% |  | 11.5\% |
| \$ | 40.7 | \$ | 13.2 |
|  | 4.3\% |  | 7.8\% |
| \$ | 0.33 | \$ | 0.30 |

## I ncome Statement Summary <br> (unaudited)

Nine Months Ended

| September 28, 2012 |  | September 30, 2011 |  |
| :---: | :---: | :---: | :---: |
| \$ | 2,886.5 | \$ | 515.6 |
| \$ | 844.6 | \$ | 178.6 |
|  | 29.3\% |  | 34.6\% |
| \$ | 661.2 | \$ | 123.4 |
|  | 22.9\% |  | 23.9\% |
| \$ | 245.9 | \$ | 55.2 |
|  | 8.5\% |  | 10.7\% |
| \$ | 109.3 | \$ | 35.2 |
|  | 3.8\% |  | 6.8\% |
| \$ | 0.92 | \$ | 0.79 |

## Appendix

## Disclaimer

Colfax has provided financial information that has not been prepared in accordance with GAAP. These non-GAAP financial measures are adjusted net income, adjusted net income per share, projected adjusted net income per share, adjusted operating income, organic sales growth (decline) and organic order growth (decline). Adjusted net income, adjusted net income per share, projected adjusted net income per share and adjusted operating income exclude asbestos coverage litigation expense, expenses related to major restructuring programs or any additional structural changes announced in the future, expenses related to the Charter acquisition and significant year-one fair value adjustment amortization expense. The effective tax rates used to calculate adjusted net income and adjusted net income per share are $\mathbf{2 5 . 3} \%$ and $\mathbf{2 9 . 0} \%$ for the third quarter and nine months ended September 28, 2012, respectively, and $\mathbf{3 1 \%}$ for both the third quarter and nine months ended September 30, 2011. Projected adjusted earnings per share was calculated using a 30\% effective tax rate for the fourth quarter of 2012. Organic sales growth (decline) and organic order growth (decline) exclude the impact of bolt-on acquisitions and foreign exchange rate fluctuations and are presented on a proforma basis (the proforma comparison includes the 2011 sales and orders for Howden and ESAB, excluding the first 12 days of the year to date reporting period). These non-GAAP financial measures assist Colfax in comparing its operating performance on a consistent basis because, among other things, they remove the impact of asbestos insurance coverage issues, costs related to the Charter acquisition, major restructuring programs and items outside the control of its operating management.

Sales and order information by end market are estimates. We periodically update our customer groupings order to refine these estimates.

## Non-GAAP Reconciliation

## (unaudited)

## Adjusted Net Income and Adjusted Earnings Per Share

Net income (loss) attributable to Colfax Corporation
Restructuring and other related charges
Charter acquisition-related expense
Fair value adjustments - ESAB/Howden backlog and inventory amortization expense

Asbestos coverage litigation expense
Tax adjustment ${ }^{(1)}$
Adjusted net income
Adjusted net income margin
Dividends on preferred stock

Adjusted net income available to Colfax Corporation common shareholders
Less: net income attributable to participating securities ${ }^{(2)}$

Weighted-average shares outstanding - diluted
Adjusted net income per share

Net income (loss) per share- basic and diluted (in accordance with GAAP)

| Three Months Ended |  |  |  | Nine Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 28, 2012 | September 30, 2011 |  | September 28, 2012 |  | September 30, 2011 |  |
| \$ | 9,094 | \$ | 3,690 | \$ | $(84,138)$ | \$ | 20,635 |
|  | 15,865 |  | 5,299 |  | 43,066 |  | 7,518 |
|  | - |  | 5,728 |  | 43,617 |  | 5,728 |
|  | 14,455 |  | - |  | 62,582 |  | - |
|  | 3,313 |  | 3,086 |  | 8,840 |  | 8,454 |
|  | $(2,025)$ |  | $(4,575)$ |  | 35,320 |  | $(7,118)$ |
|  | 40,702 |  | 13,228 |  | 109,287 |  | 35,217 |
|  | 4.3\% |  | 7.8\% |  | 3.8\% |  | 6.8\% |
|  | 5,072 |  | - |  | 13,879 |  | - |
|  | 35,630 |  | 13,228 |  | 95,408 |  | 35,217 |
|  | 4,582 |  | - |  | 12,256 |  | - |
| \$ | 31,048 | \$ | 13,228 | \$ | 83,152 | \$ | 35,217 |
|  | 94,791,928 |  | 44,411,970 |  | 90,829,160 |  | 44,299,157 |
| \$ | 0.33 | \$ | 0.30 | \$ | 0.92 | \$ | 0.79 |
|  | 0.04 | \$ | 0.08 | \$ | (1.09) | \$ | 0.47 |

(1) The effective tax rates used to calculate adjusted net income and adjusted net income per share are $25.3 \%$ and $29 \%$ for the third quarter and nine months ended September 28 , 2012 , respectively, and $31 \%$ for both the third quarter and nine months ended September 30, 2011.
(2) Adjusted net income per share was calculated consistent with the two-class method in accordance with GAAP as the Series A preferred stock are considered participating securities. Losses are not allocated to the preferred stock.

## Non-GAAP Reconciliation

## (unaudited)

|  | Q3 2012 |  |  |  |  |  |  |  |  |  | Q3 2011 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Gas and Fluid Handling |  |  | Fabrication Technology |  | Corporate and Other |  | Total Colfax Corporation |  |  | Fluid Handling |  |  | Corporate and Other |  | Total Colfax Corporation |  |  |
| Net sales |  | \$ | 464,873 | \$ | 489,567 | \$ |  |  |  | 954,440 | \$ |  | 170,294 | \$ |  | \$ |  | 170,294 |
| Operating income |  | 32,361 | 7.0\% | 31,357 | 6.4\% |  | $(12,052)$ |  | 51,666 | 5.4\% |  | 15,471 | 9.1\% |  | $(10,031)$ | \$ | 5,440 | 3.2\% |
| Charter acquisition-related expense |  | - |  | - |  |  | - |  | - |  |  |  |  |  | 5,728 |  | 5,728 |  |
| Restructuring and other related charges |  | 1,564 |  | 12,498 |  |  | 1,803 |  | 15,865 |  |  | 5,299 |  |  | - |  | 5,299 |  |
| Asbestos coverage litigation expense |  | 3,313 |  | - |  |  | - |  | 3,313 |  |  | 3,086 |  |  | - |  | 3,086 |  |
| Fair value adjustments - ESAB/Howden backlog and inventory amortization expense |  | 14,455 |  | - |  |  | - |  | 14,455 |  |  | . |  |  | - |  | . |  |
| Adjusted operating income |  | 51,693 | 11.1\% | 43,855 | 9.0\% |  | $(10,249)$ |  | 85,299 | 8.9\% | \$ | 23,856 | 14.0\% | \$ | (4,303) | \$ | 19,553 | 11.5\% |

## Non-GAAP Reconciliation

## (unaudited)

Net sales
Operating income
Charter acquisition-related expense
Restructuring and other related charges Asbestos coverage litigation expense Fair value adjustments - ESAB/Howden backlog and inventory amortization expense

Adjusted operating income

| YTD Q3 2012 |  |  |  |  |  |  |  |  | YTD Q3 2011 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Gas an Hand | d Fluid dling | Fabrication Technology |  | Corporate and Other |  | Total Colfax Corporation |  |  | Fluid Handling |  |  | Corporate and Other |  | Total Colfax Corporation |  |  |
| \$ | 1,386,699 | \$ | 1,499,760 | \$ | - |  |  | 2,886,459 | \$ |  | 515,601 | \$ | - | \$ |  | 515,601 |
| 93,467 | 6.7\% | 74,642 | 5.0\% |  | $(80,268)$ |  | 87,841 | 3.0\% | \$ | 54,861 | 10.6\% | \$ | $(21,382)$ | \$ | 33,479 | 6.5\% |
| - |  | - |  |  | 43,617 |  | 43,617 |  |  | - |  |  | 5,728 |  | 5,728 |  |
| 5,379 |  | 31,620 |  |  | 6,067 |  | 43,066 |  |  | 6,469 |  |  | 1,049 |  | 7,518 |  |
| 8,840 |  | - |  |  | - |  | 8,840 |  |  | 8,454 |  |  | - |  | 8,454 |  |
| 45,597 |  | 16,985 |  |  | - |  | 62,582 |  |  | - |  |  | - |  | - |  |
| 153,283 | 11.1\% | 123,247 | 8.2\% |  | $(30,584)$ |  | 245,946 | 8.5\% | \$ | 69,784 | 13.5\% | \$ | (14,605) | \$ | 55,179 | 10.7\% |

## Sales \& Order Growth

## (unaudited)

|  | Sales |  |  | Orders |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | \$ |  | \% | \$ |  | \% |  |  |  |
| Proforma for the three months ended September 30, 2011 | \$ | 971.7 |  | \$ | 451.2 |  |  |  |  |
| Components of Change: |  |  |  |  |  |  |  |  |  |
| Existing Businesses |  | 49.5 | 5.1 \% |  | 18.0 | 4.0 \% |  |  |  |
| Acquisitions |  | 5.3 | 0.5 \% |  | 4.2 | 0.9 \% |  |  |  |
| Foreign Currency Translation |  | (72.1) | (7.4)\% |  | (29.6) | (6.5)\% |  |  |  |
| Total |  | (17.3) | (1.8)\% |  | (7.4) | (1.6)\% |  |  |  |
| For the three months ended September 28, 2012 | \$ | 954.4 |  | \$ | 443.8 |  |  |  |  |
| Proforma as of and for the nine months ended September 30, 2011 | Sales |  |  | Orders |  |  | Backlog |  |  |
|  |  | \$ | \% |  | \$ | \% |  | \$ | \% |
|  | \$ | 2,789.3 |  | \$ | 1,425.6 |  | \$ | 1,348.2 |  |
| Components of Change: |  |  |  |  |  |  |  |  |  |
| Existing Businesses |  | 228.7 | 8.2 \% |  | 44.4 | 3.1 \% |  | 70.0 | 5.2 \% |
| Acquisitions |  | 52.3 | 1.9 \% |  | 78.3 | 5.5 \% |  | 12.2 | 0.9 \% |
| Foreign Currency Translation |  | (183.8) | (6.6)\% |  | (72.6) | (5.1)\% |  | (51.3) | (3.8)\% |
| Total |  | 97.2 | 3.5 \% |  | 50.1 | 3.5 \% |  | 30.9 | 2.3 \% |
| As of and for the nine months ended September 28, 2012 | \$ | 2,886.5 |  | \$ | 1,475.7 |  | \$ | 1,379.1 |  |

## Balance Sheet

## (unaudited)

|  | $\begin{gathered} \text { September 28, } \\ 2012 \\ \hline \end{gathered}$ |  | $\begin{gathered} \text { December 31, } \\ 2011 \\ \hline \end{gathered}$ |  |
| :---: | :---: | :---: | :---: | :---: |
| ASSETS |  |  |  |  |
| CURRENT ASSETS: |  |  |  |  |
| Cash and cash equivalents | \$ | 517,343 | \$ | 75,108 |
| Trade receivables, less allowance for doubtful accounts of $\$ 8,920$ and $\$ 2,578$ |  | 882,867 |  | 117,475 |
| Inventories, net |  | 519,358 |  | 56,136 |
| Other current assets |  | 313,948 |  | 102,489 |
| Total current assets |  | 2,233,516 |  | 351,208 |
| Property, plant and equipment, net |  | 662,294 |  | 90,939 |
| Goodwill |  | 1,929,436 |  | 204,844 |
| Intangible assets, net |  | 745,583 |  | 41,029 |
| Other assets |  | 484,895 |  | 400,523 |
| Total assets | \$ | 6,055,724 | \$ | 1,088,543 |
| LIABILITIES AND SHAREHOLDERS' EQUITY CURRENT LIABILITIES: |  |  |  |  |
| Current portion of long-term debt | \$ | 34,033 |  | \$10,000 |
| Accounts payable |  | 636,521 |  | 54,035 |
| Accrued liabilities |  | 550,060 |  | 176,007 |
| Total current liabilities |  | 1,220,614 |  | 240,042 |
| Long-term debt, less current portion |  | 1,659,070 |  | 101,518 |
| Other liabilities |  | 996,343 |  | 557,708 |
| Total liabilities |  | 3,876,027 |  | 899,268 |
| Equity: |  |  |  |  |
| Preferred stock, $\$ 0.001$ par value; $20,000,000$ and $10,000,000$ shares authorized; $13,877,552$ and none issued and outstanding |  | 14 |  | - |
| Common stock, $\$ 0.001$ par value; $400,000,000$ and $200,000,000$ shares authorized; 93,977,842 and 43,697,570 issued and outstanding |  | 94 |  | 44 |
| Additional paid-in capital |  | 2,191,064 |  | 415,527 |
| Accumulated deficit |  | $(153,520)$ |  | $(55,503)$ |
| Accumulated other comprehensive loss |  | $(81,141)$ |  | $(170,793)$ |
| Total Colfax Corporation equity |  | 1,956,511 |  | 189,275 |
| Noncontrolling interest |  | 223,186 |  | - |
| Total equity |  | 2,179,697 |  | 189,275 |
| Total liabilities and equity | \$ | 6,055,724 | \$ | 1,088,543 |

## 2012 Outlook Summary (October Update)

In thousands, except per share data

Revenue- Base Business
Acquired Entities
Revenue

Adjusted Operating Profit
Interest
Taxes
Noncontrolling interest
Adjusted Net Income- Colfax
Preferred Dividends
Adjusted Net Income Available to Colfax Adjusted EPS

r
2012

| \$ | 994,000 | \$ | 1,040,000 |
| :---: | :---: | :---: | :---: |
|  | 20,000 |  | 24,000 |
| \$ | 1,014,000 | \$ | 1,064,000 |

\$ 3,900,000
\$ 3,950,000


## Non-GAAP Reconciliation

## (unaudited)

EPS Range

Projected net loss per share - diluted
Participating shares adjustment
Fair value adjustments - Charter inventory and backlog
Restructuring costs
Asbestos coverage litigation
Charter transaction costs
Tax adjustment
Projected adjusted net income per share - diluted

| Q4 |  |  |  | 2012 |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| \$ | 0.15 | \$ | 0.19 | \$ (0.98) | \$ (0.94) |
|  | - |  | - | 0.13 | 0.13 |
|  | 0.15 |  | 0.15 | 0.78 | 0.78 |
|  | 0.07 |  | 0.07 | 0.48 | 0.48 |
|  | 0.02 |  | 0.02 | 0.11 | 0.11 |
|  | - |  | - | 0.44 | 0.44 |
|  | (0.02) |  | 0.02) | 0.33 | 0.33 |
| \$ | 0.37 | \$ | 0.41 | \$ 1.29 | \$ 1.33 |

