



January 27, 2015 – 9:00am CT

Earnings Conference Call Fourth Quarter 2014

Forward looking statements and non-GAAP measures

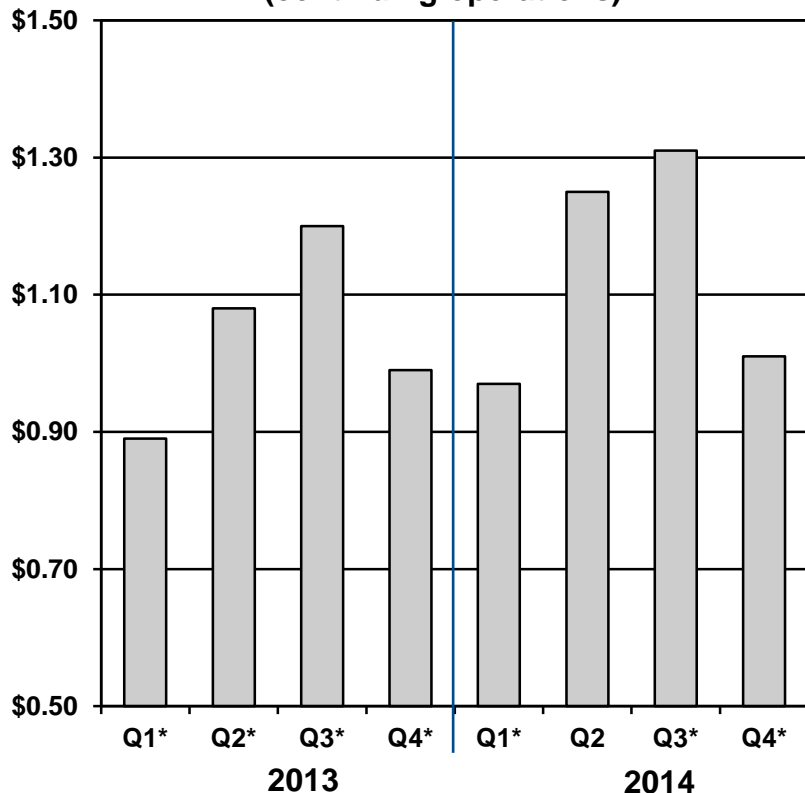
We want to remind everyone that our comments may contain forward-looking statements that are inherently subject to uncertainties and risks. We caution everyone to be guided in their analysis of Dover Corporation by referring to the documents we file from time to time with the SEC, including our Form 10-K for 2013, for a list of factors that could cause our results to differ from those anticipated in any such forward-looking statements.

We would also direct your attention to our website, www.dovercorporation.com, where considerably more information can be found.

This document contains non-GAAP financial information. Reconciliations of non-GAAP measures are included either in this presentation or Dover's earnings release and investor supplement for the fourth quarter and full year 2014.

Q4 2014 Performance

Adjusted Earnings Per Share* (continuing operations)



* Excludes discrete & other tax benefits of \$0.02 in Q1 2013, \$0.36 in Q2 2013, \$0.04 in Q3 2013, \$0.01 in Q4 2013, \$0.01 in Q1 2014, \$0.03 in Q3 2014 and \$0.02 in Q4 2014; excludes other one-time gains of \$0.02 in Q3 2013

Note: Q4 2014 includes restructuring and other costs of \$0.17

Q4 Q4/Q4 FY14 FY14/FY13

Revenue	\$2.0B	11%	\$7.8B	8%
Adj. EPS (cont.)	\$1.01	2%	\$4.54	10%
Bookings	\$1.9B	4%	\$7.8B	8%
Seg. Margins	14.8%	-210 bps	17.3%	-90 bps
Organic Rev.	6%		4%	
Acq. Growth	7%		4%	
FCF (a)	\$390M	5%	\$787M	-6%

Quarterly Comments

- 11% revenue growth is led by Energy & Fluids at 20% and 10%, respectively; organic revenue growth at each segment
- United States, Europe and Asia markets were solid; Latin America remained weak
- Segment margin of 14.8% was impacted by restructuring and normal purchase price accounting costs, adjusting for these costs margin was 17.3%
- Bookings growth of 4% is led by Energy and Engineered Systems
- Book-to-bill of 0.95

(a) See Press Release for free cash flow reconciliation

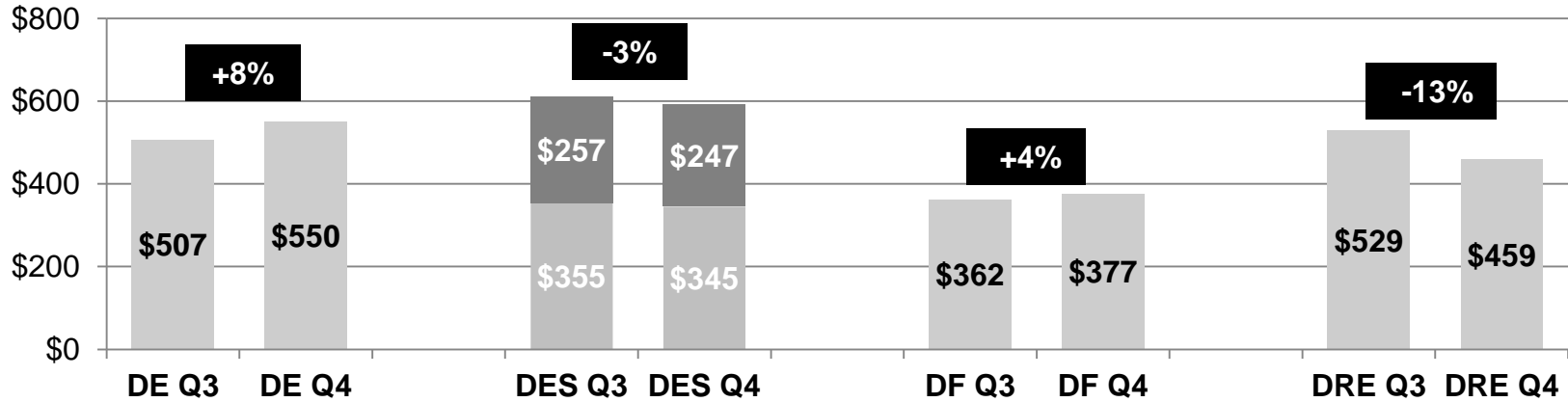
Revenue

Q4 2014	Energy	Engineered Systems	Fluids	Refrigeration & Food Equip	Total
Organic	1%	5%	9%	8%	6%
Acquisitions	20%	4%	3%	1%	7%
Currency	-1%	-3%	-2%	-1%	-2%
Total	20%	6%	10%	8%	11%

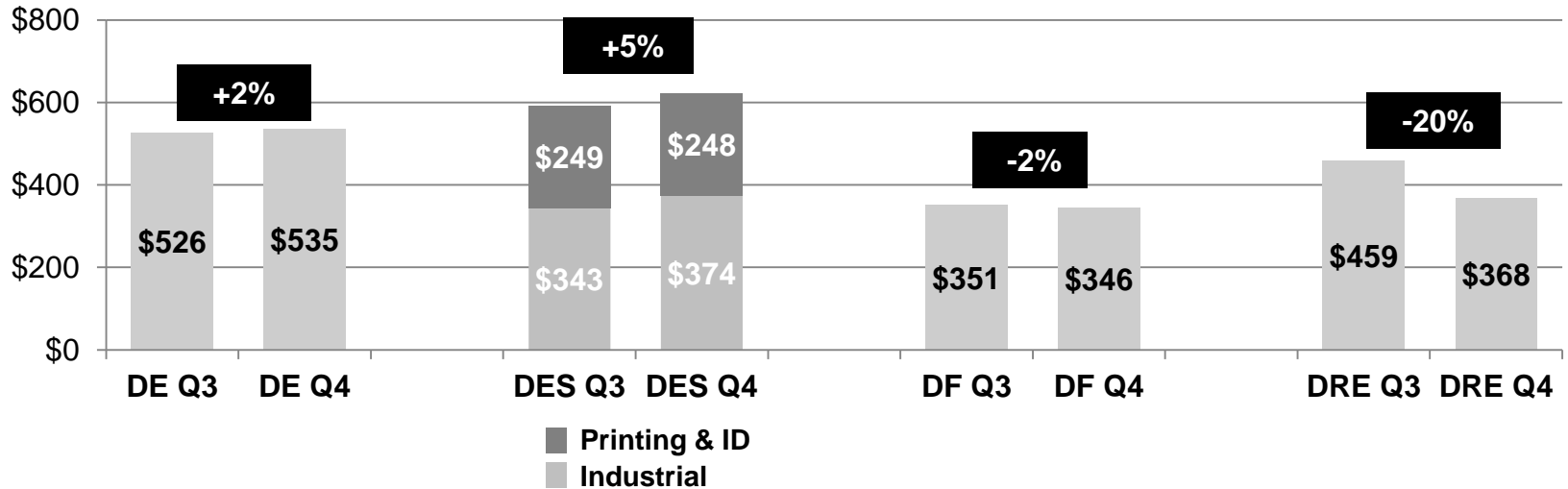
FY 2014	Energy	Engineered Systems	Fluids	Refrigeration & Food Equip	Total
Organic	3%	6%	8%	2%	4%
Acquisitions	7%	4%	8%	-	4%
Currency	-1%	-1%	-	-	-
Total	9%	9%	16%	2%	8%

Sequential Results – Q3 2014 → Q4 2014

Revenue



Bookings



Energy

- Strong revenue growth in Drilling & Production driven by recent acquisitions, the completion of U.S. shale projects and solid Middle East activity
- Bearings & Compression results reflect solid compression end-markets
- Lower oil prices will impact results going forward; restructuring charges in Q1 2015 expected to be \$13M to \$15M
- Adjusted margin exceeded expectations at 22.5%
- Bookings growth of 21% largely driven by recent acquisitions
- Book-to-bill at 0.97

\$ in millions

	Q4 2014	Q4 2013	% Change
Revenue	\$550	\$458	20%
Earnings	\$105	\$112	-6%
Margin	19.1%	24.5%	-540 bps
Adj. Earnings*	\$124	\$112	11%
Adj. Margin*	22.5%	24.5%	-200 bps
Bookings	\$535	\$440	21%

Revenue by End-Market	% of Q4 Revenue	Y / Y Growth
Drilling & Production	73%	19%
Bearings & Compression	16%	3%
Automation	11%	72%

* Q4 2014 earnings adjusted for \$6M in restructuring costs and \$13M impact of purchase price accounting for Accelerated acquisition

Engineered Systems

\$ in millions

- Revenue growth is broad-based
 - Printing & Identification solid results driven by digital printing; partially offset by European softness
 - Industrial growth was broad-based, led by auto-related and waste handling businesses
- Adjusted margin was solid at 16.4% driven by the benefits of productivity and volume
- Broad-based bookings growth of 11%
- Book-to-bill of 1.05

	Q4 2014	Q4 2013	% Change
Revenue	\$592	\$558	6%
Earnings	\$ 93	\$ 87	7%
Margin	15.7%	15.7%	Flat
Adj. Earnings*	\$ 97	\$ 87	11%
Adj. Margin*	16.4%	15.7%	70 bps
Bookings	\$623	\$559	11%

Revenue by End-Market	% of Q4 Revenue	Y / Y Growth
Printing & Identification	42%	4%
Industrial	58%	8%

* Q4 2014 earnings adjusted for \$4M in restructuring costs

Fluids

- Revenue growth driven by strong demand in Fluid Transfer and improved pump volume
 - Fluid Transfer continues to benefit from increased safety and environmental regulations
 - Pumps results driven by chemical end-markets
- Adjusted segment margin of 17.4% up on volume leverage
- Bookings decline primarily related to the timing of project-related orders in Pumps
- Book-to-bill at 0.92

\$ in millions

	Q4 2014	Q4 2013	% Change
Revenue	\$377	\$344	10%
Earnings	\$ 63	\$ 55	14%
Margin	16.7%	16.0%	70 bps
Adj. Earnings*	\$ 66	\$ 55	20%
Adj. Margin*	17.4%	16.0%	140 bps
Bookings	\$346	\$352	-2%

Revenue by End-Market	% of Q4 Revenue	Y / Y Growth
Pumps	45%	6%
Fluid Transfer	55%	13%

* Q4 2014 earnings adjusted for \$3M in restructuring costs

Refrigeration & Food Equipment

\$ in millions

- Revenue growth driven by strong performance in Refrigeration markets, supported by shipments of Q3 push-outs
- Adjusted segment margin performance reflects improved performance and leverage on refrigeration volume, partially offset by product mix
- Bookings impacted by the anticipated decline in refrigeration orders and the timing of food equipment orders
- Book-to-bill at 0.80

	Q4 2014	Q4 2013	% Change
Revenue	\$459	\$426	8%
Earnings	\$ 31	\$ 47	-34%
Margin	6.7%	10.9%	-420 bps
Adj. Earnings*	\$ 56	\$ 47	19%
Adj. Margin*	12.2%	10.9%	130 bps
Bookings	\$368	\$451	-18%

Revenue by End-Market	% of Q4 Revenue	Y / Y Growth
Refrigeration	75%	11%
Food Equipment	25%	-1%

* Q4 2014 earnings adjusted for \$25M in restructuring costs

Q4 2014 Overview

Q4 2014	
Net Interest Expense	\$31 million, up \$1 million from last year and in-line with expectations
Corporate Expense	\$30 million, slightly down from last year, generally in-line with expectations; includes \$3.6 million pension settlement
Effective Tax Rate (ETR)	Q4 rate was 27.3%, excluding \$0.02 discrete tax benefit; lower than prior forecast due to R&D tax credit and tax benefits related to restructuring
Capex	\$57 million, roughly in-line with expectations
Share Repurchases	Repurchased 2.7M shares (\$208M) in quarter

Energy Update

Dover Day 2015 Forecast (12/8/14)

Current 2015 Forecast

Market	Organic Growth	Acq. Growth	FX Impact	Total Growth
Drilling and Prod.	(5% - 2%)	8% - 11%	(≈ 1%)	2% - 8%
Bearings and Comp.	2% - 4%	-	(≈ 1%)	1% - 3%
Automation	2% - 4%	17% - 19%	-	18% - 22%
Total	(3%) - 0%	8% - 10%	(≈ 1%)	4% - 9%

Organic Growth	Acq. Growth	FX Impact	Total Growth
(19% - 17%)	≈ 7%	(≈ 1%)	(14% - 11%)
2% - 4%	-	(≈ 1%)	1% - 3%
(2%) - 3%	10% - 11%	-	9% - 13%
(14% - 11%)	≈ 6%	(≈ 1%)	(9% - 6%)

Oil & gas fundamentals have significantly declined since Dover Day

FY 2015 Guidance

- Revenue
 - Organic revenue: 1% - (2%)
 - Completed acquisitions: $\approx 2\%$
 - FX impact: (2%)
 - Total revenue: $\frac{\quad}{1\% - (2\%)}$
- Corporate expense: \approx \$125 million
- Interest expense: \approx \$130 million
- Full-year tax rate: $\approx 30.0\%$
- Capital expenditures: $\approx 2.3\%$ of revenue
- FY free cash flow: $\approx 11\%$ of revenue

	2015 Organic growth rate
Energy	(11% - 14%)
Engineered Systems	3% - 5%
Fluids	5% - 7%
Refrigeration & Food Equipment	$\approx 2\%$
Total organic	1% - (2%)
Acquisitions	$\approx 2\%$ (a)
FX Impact	(2%)
Total growth	1% - (2%)

(a) Reflects completed acquisitions as of 12/31/14

2015 EPS Guidance – Continuing Ops

■ 2014 EPS – Continuing Ops (GAAP)	\$ 4.61
– Less 2014 tax items ⁽¹⁾ :	(0.07)
■ 2014 Adjusted EPS	<u>\$ 4.54</u>
– Net restructuring and one-time items ⁽²⁾ :	0.09 - 0.10
– Performance including restructuring benefits:	(0.06) - 0.10
– Acquisitions ⁽³⁾ :	(0.03 - 0.01)
– Shares ⁽⁴⁾ :	0.27 - 0.29
– Interest / Corp. / Tax rate / Other (net):	<u>(0.11 - 0.07)</u>
■ 2015 EPS – Continuing Ops	<u><u>\$4.70 - \$4.95</u></u>

(1) \$0.01 in Q1 2014 , \$0.03 in Q3 2014 and \$0.02 in Q4 2014

(2) Includes restructuring charges of \$0.16 in Q4 2014 and \$0.07 - \$0.08 in Q1 2015, and pension settlement costs of \$0.01 in Q4 2014

(3) Deals completed as of December 31, 2014, principally Accelerated

(4) Based on 2015 estimated repurchases of \$600M



2014 Adjusted EPS Reconciliation – Continuing Ops

	<u>Q4 2014</u>	<u>FY 2014</u>	
▪ 2013 EPS – GAAP Continuing Ops ⁽¹⁾	\$ 1.00	4.60	
– Less 2013 tax benefits and other one-time gains ⁽²⁾ :	(0.01)	(0.46)	
▪ 2013 Adjusted EPS	<u>\$ 0.99</u>	<u>\$ 4.14</u>	<p style="text-align: center;">10% Growth</p>
– Performance:	0.08	0.30	
– Acquisitions ⁽³⁾ :	0.00	0.01	
– Corporate expenses:	0.01	0.05	
– Interest / Shares / Tax rate (net):	0.10	0.21	
– Q4 restructuring and other one-time items ⁽⁴⁾ :	(0.17)	(0.17)	
▪ 2014 Adjusted EPS Continuing Ops ⁽⁵⁾	<u>\$ 1.01</u>	<u>\$ 4.54</u>	
– Add-back 2014 tax benefits and other one-time gains ⁽⁶⁾ :	0.02	0.07	
▪ 2014 EPS – GAAP Continuing Ops ⁽⁷⁾	<u><u>\$ 1.03</u></u>	<u><u>\$ 4.61</u></u>	

Excluding Datamax O’Neil and Sargent, 2014 FY Adjusted EPS guidance was \$4.39 - \$4.46⁽⁷⁾

- (1) Excludes the EPS impact of Datamax - O’Neil and Sargent which were classified as discontinued operations in Q4 2014; \$0.06 in Q4 2013 and \$0.21 for FY 2013
(2) \$0.02 in Q1 2013, \$0.36 in Q2 2013, \$0.06 in Q3 2013, \$0.01 in Q4 2013
(3) Includes the impact of acquisitions closed in Q3 2014 and Q4 2014
(4) Includes restructuring charges of \$0.16 and pension settlement costs of \$0.01 in Q4 2014
(5) Excludes discrete and other tax benefits of \$0.01 in Q1 2014, \$0.03 in Q3 2014 and \$0.02 in Q4 2014
(6) Includes discrete and other tax benefits of \$0.01 in Q1 2014, \$0.03 in Q3 2014 and \$0.02 in Q4 2014
(7) Excludes the EPS impact of Datamax - O’Neil and Sargent which were classified as discontinued operations in Q4 2014; \$0.04 in Q4 2014 and \$0.16 for FY 2014