



April 21, 2016 – 9:00am CT

Earnings Conference Call First Quarter 2016

Forward looking statements and non-GAAP measures

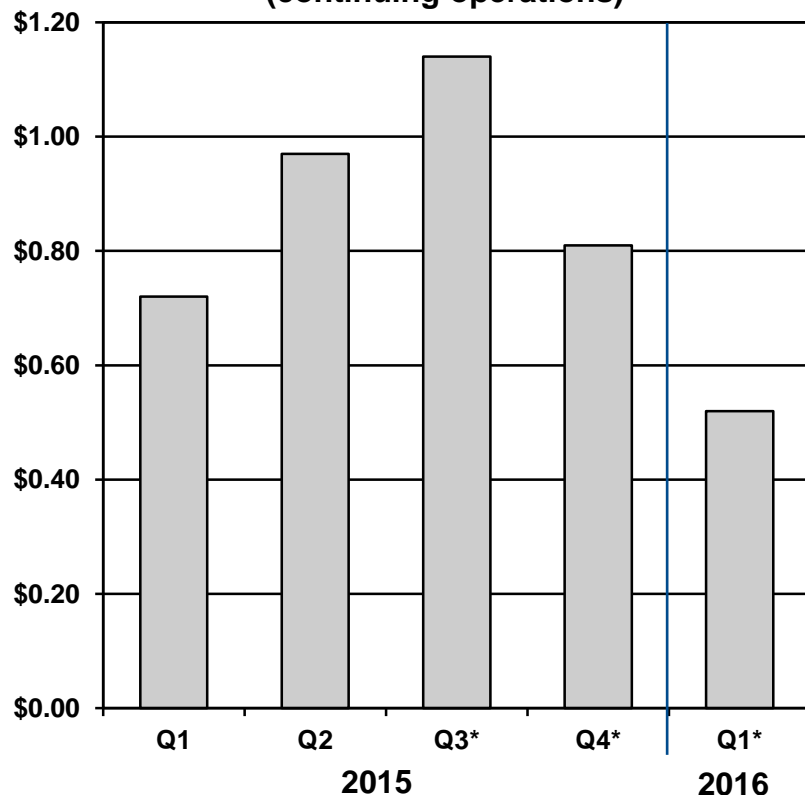
We want to remind everyone that our comments may contain forward-looking statements that are inherently subject to uncertainties and risks. We caution everyone to be guided in their analysis of Dover Corporation by referring to the documents we file from time to time with the SEC, including our Form 10-K for 2015, 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 first quarter, which are available on our website.

Q1 2016 Performance

Adjusted Earnings Per Share* (continuing operations)



* Excludes discrete tax benefits of \$0.05 in Q3 2015, \$0.06 in Q4 2015 and \$0.05 in Q1 2016, and \$0.07 gain on a disposition in Q1 2016

Note: Includes restructuring costs of \$0.10 in Q1 2015, \$0.01 in Q2 2015, \$0.05 in Q3 2015, \$0.08 in Q4 2015 and \$0.07 in Q1 2016

	Q1	Q1/Q1
Revenue	\$1.6B	-5%
Adj. EPS (cont.)	\$0.52	-28%
Bookings	\$1.7B	-4%
Seg. Margin	11.7%	-180 bps
Adj. Seg. Margin (a)	12.5%	-230 bps
Organic Rev.	-7%	
Net Acq. Growth	3%	
FCF (b)	\$96M	-7%

Quarterly Comments

- Revenue growth from acquisitions and solid markets in Engineered Systems and Refrigeration & Food Equipment, offset by the impact of weak oil & gas markets and dispositions
- US activity improved, excluding oil & gas markets. Asian and European activity softened on reduced capital spending
- Segment margin impacted by lower volume and acquisition-related costs, partially offset by productivity and the net benefits of prior period restructuring
- Bookings decline largely driven by oil & gas exposure and dispositions, partially offset by impact of acquisitions
- Book-to-bill of 1.03

(a) Adjusted for \$14.4 million of restructuring in Q1 2016 and \$24.1 million in Q1 2015

(b) See Press Release for free cash flow reconciliation

Revenue

Q1 2016	Energy	Engineered Systems	Fluids	Refrigeration & Food Equip	Total Dover
Organic	-33%	3%	-3%	3%	-7%
Acquisitions	-	3%	22%	-	6%
Dispositions	-	-3%	-	-5%	-3%
Currency	-1%	-2%	-2%	-1%	-1%
Total	-34%	1%	17%	-3%	-5%

* Acquisition revenue less disposition revenue

Energy

- Revenue decrease driven by declines in oil & gas market fundamentals
 - US rig count at record lows
 - Reduced capex spending
- Adjusted margin of 6.0% reflects volume and price declines
- Bookings decline of 34% reflects weak market conditions
- Book-to-bill at 0.97

\$ in millions

	Q1 2016	Q1 2015	% Change	% Organic
Revenue	\$283	\$430	-34%	-33%
Earnings	\$ 11	\$ 52	-79%	
Margin	4.0%	12.2%	-820 bps	
Adj. Earnings*	\$ 17	\$ 70	-76%	
Adj. Margin*	6.0%	16.3%	-1030 bps	
Bookings	\$273	\$417	-34%	-33%

Revenue by End-Market	% of Q1 Revenue	Y / Y Growth	Organic Growth
Drilling & Production	67%	-37%	-36%
Bearings & Compression	23%	-17%	-16%
Automation	10%	-43%	-43%

* Q1 2016 and Q1 2015 earnings adjusted for \$6M and \$18M in restructuring costs, respectively

Engineered Systems

- Organic revenue growth of 3%
 - 1% organic growth in P & I driven by solid NA marking and coding markets, partially offset by timing of shipments in digital printing
 - Industrial’s organic growth of 4% was broad-based
- Adjusted margin of 16.6% reflects the benefits of productivity and leverage on organic volume
 - Gain from disposition offset by costs associated with factory consolidation and other one-time items
- Bookings reflects organic and acquisition growth offset by dispositions and FX
- Book-to-bill of 0.99

\$ in millions

	Q1 2016	Q1 2015	% Change	% Organic
Revenue	\$577	\$573	1%	3%
Earnings	\$ 94	\$ 88	6%	
Margin	16.2%	15.4%	80 bps	
Adj. Earnings*	\$ 96	\$ 92	4%	
Adj. Margin*	16.6%	16.1%	50 bps	
Bookings	\$573	\$573	Flat	4%

Revenue by End-Market	% of Q1 Revenue	Y / Y Growth	Organic Growth
Printing & Identification	42%	4%	1%
Industrial	58%	-2%	4%

* Q1 2016 and Q1 2015 earnings adjusted for \$2M and \$4M in restructuring costs, respectively

Fluids

\$ in millions

- Revenue growth driven by acquisitions and solid industrial, hygienic and pharma markets, partially offset by
 - Direct oil & gas exposure
 - Lower capital spending from integrated energy customers
 - Project timing
- Margin significantly impacted by acquisitions and restructuring costs
- Bookings growth primarily driven by acquisitions
- Book-to-bill at 1.05

	Q1 2016	Q1 2015	% Change	% Organic
Revenue	\$399	\$340	17%	-3%
Earnings	\$ 46	\$ 55	-16%	
Margin	11.5%	16.1%	-460 bps	
Adj. Earnings*	\$ 51	\$ 57	-11%	
Adj. Margin*	12.8%	16.7%	-390 bps	
Bookings	\$418	\$339	23%	Flat

Revenue by End-Market	% of Q1 Revenue	Y / Y Growth	Organic Growth
Pumps	40%	11%	-5%
Fluid Transfer	60%	22%	-2%

* Q1 2016 and Q1 2015 earnings adjusted for \$5M and \$2M in restructuring costs, respectively

Refrigeration & Food Equipment

\$ in millions

- Organic revenue growth of 3% offset by dispositions and FX
 - Retail refrigeration wins driving organic growth
 - Glass door and can shaping businesses are solid
- Margin improvement reflects the benefits of productivity and leverage on organic revenue growth
- Organic bookings growth of 5% driven by retail refrigeration, offset by dispositions and FX
- Book-to-bill at 1.13

	Q1 2016	Q1 2015	% Change	% Organic
Revenue	\$363	\$372	-2%	3%
Earnings	\$ 38	\$ 36	6%	
Adj. Earnings*	\$ 39	\$ 36	8%	
Adj. Margin*	10.7%	9.7%	100 bps	
Margin	10.5%	9.7%	80 bps	
Bookings	\$411	\$420	-2%	5%

Revenue by End-Market	% of Q1 Revenue	Y / Y Growth	Organic Growth
Refrigeration	77%	-4%	3%
Food Equipment	23%	3%	3%

* Q1 2016 earnings adjusted for \$1M in restructuring costs

Q1 2016 Overview

Q1 2016	
Net Interest Expense	\$32 million, in-line with forecast
Corporate Expense	\$30 million, in-line with forecast
Effective Tax Rate (ETR)	Q4 rate was 27.9%, excluding discrete tax benefits of \$0.05 cents. Rate essentially in-line with forecast
Capex	\$37 million, generally in-line with expectations
Share Repurchases	No activity

FY 2016 Guidance

- Revenue
 - Organic revenue: (8% - 5%)
 - Net acquisitions⁽¹⁾: ≈ 4%
 - FX impact: (1%)
 - Total revenue: (5% - 2%)
- Corporate expense: ≈ \$120 million
- Interest expense: ≈ \$128 million
- Full-year tax rate: ≈ 28%
- Capital expenditures: ≈ 2.3% of revenue
- FY free cash flow: ≈ 11% of revenue

	2016 organic growth rate
Energy	(30% - 27%)
Engineered Systems	1% - 3%
Fluids	(5% - 2%)
Refrigeration & Food Equipment	2% - 4%
Total organic	(8% - 5%)
Net Acquisitions	≈ 4% ⁽¹⁾
FX Impact	(1%)
Total revenue	(5% - 2%)

(1) Reflects completed acquisition revenue of 7% less disposition revenue of 3%

2016F EPS Guidance – Bridge

■ 2015 EPS – Continuing Ops (GAAP)	\$ 3.74
– Less 2015 tax items ⁽¹⁾ :	(0.11)
■ 2015 Adjusted EPS	<u>\$ 3.63</u>
– Net restructuring ⁽²⁾ :	≈ 0.07
– Performance including restructuring benefits ⁽³⁾ :	(0.17 - 0.09)
– Compensation & investment:	(0.22 - 0.19)
– Net acquisitions ⁽⁴⁾ :	0.16 - 0.17
– Shares ⁽⁵⁾ :	≈ 0.08
– Interest / Corp. / Tax rate / Other (net):	(0.09 - 0.06)
– 2016 tax items ⁽⁶⁾ :	<u>≈ 0.05</u>
■ 2016F EPS – Continuing Ops	<u><u>\$3.51 - \$3.66</u></u>

(1) \$0.05 in Q3 2015 and \$0.06 in Q4 2015

(2) Includes restructuring costs of \$0.25 in FY 2015 and approximately \$0.18 in FY 2016

(3) Includes restructuring benefits of \$0.44 - \$0.48

(4) Reflects operating earnings of acquisitions completed less dispositions completed, as well as the associated gain on disposition

(5) Based on carryover benefit from 2015 share repurchase activity

(6) Discrete tax benefits of \$0.05 in Q1 2016

