#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 19, 2020



(Exact name of registrant as specified in its charter)

1-4018

(Commission File Number)

53-0257888 (I.R.S. Employer Identification No.)

(State or other jurisdiction of incorporation) 3005 Highland Parkway Downers Grove, Illinois

Delaware

(Address of Principal Executive Offices)

60515 (Zip Code)

(630) 541-1540

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)) Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	DOV	New York Stock Exchange
1.250% Notes due 2026	DOV 26	New York Stock Exchange
0.750% Notes due 2027	DOV 27	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter) Emerging growth company  $\Box$ 

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

#### Item 7.01 Regulation FD Disclosure.

As previously announced, Dover Corporation ("Dover") will host a virtual analyst and investor meeting on Thursday, November 19, 2020, at 10:00 a.m. Eastern time. The meeting will focus on Dover's Fueling Solutions segment and its growth strategy. A presentation will be given by Dover's President and Chief Executive Officer, Richard J. Tobin, as well as by operating executives from the segment.

A link to the live webcast will be available at dovercorporation.com prior to the 10:00 am (EDT) start of the webcast. Note that the live presentation will also include Company videos. To participate in audio-only mode or to ask questions during the question & answer portion, please dial 1 (844) 358-9184 (domestic) or 1 (478) 219-0401 (international), conference ID 5918847. The presentation will be recorded and archived on the Dover website.

A copy of the presentation materials is attached hereto as Exhibit 99.1.

The information in this Current Report on Form 8-K, including Exhibit 99.1, is being furnished to the Securities and Exchange Commission (the "SEC") and shall not be deemed to be incorporated by reference into any of Dover's filings with the SEC under the Securities Act of 1933, as amended.

#### Item 9.01 Financial Statements and Exhibits.

#### (d) <u>Exhibits</u>.

The following exhibit is furnished as part of this report:

#### 99.1 Presentation dated November 19, 2020.

104 Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document).

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 19, 2020

#### DOVER CORPORATION (Registrant)

By:

/s/ Ivonne M. Cabrera Ivonne M. Cabrera Senior Vice President, General Counsel & Secretary



November 19, 2020

# Fueling Solutions Analyst & Investor Meeting Presentation

### 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, including the impacts of the novel coronavirus (COVID-19) on the global economy and on our customers, suppliers, employees, operations, business, liquidity and cash flow. 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 2019 and Form 10-Q for the third quarter of 2020, 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, dovercorporation.com, where considerably more information can be found.

In addition to financial measures based on U.S. GAAP, Dover provides supplemental non-GAAP financial information. Management uses non-GAAP measures in addition to GAAP measures to understand and compare operating results across periods, make resource allocation decisions, and for forecasting and other purposes. Management believes these non-GAAP measures reflect results in a manner that enables, in many instances, more meaningful analysis of trends and facilitates comparison of results across periods and to those of peer companies. These non-GAAP financial measures have no standardized meaning presented in U.S. GAAP and may not be comparable to other similarly titled measures used by other companies due to potential differences between the companies in calculations. The use of these non-GAAP measures has limitations and they should not be considered as substitutes for measures of financial performance and financial position as prepared in accordance with U.S. GAAP. Reconciliations and definitions are included in this presentation.



## **Today's Presenters**



## **Richard Tobin**

CEO & President Dover Corporation



## **David Crouse**

President Dover Fueling Solutions (part of Fueling Solutions segment)



## **Kevin Long**

President OPW (part of Fueling Solutions segment)



### Agenda



#### Market growth drivers

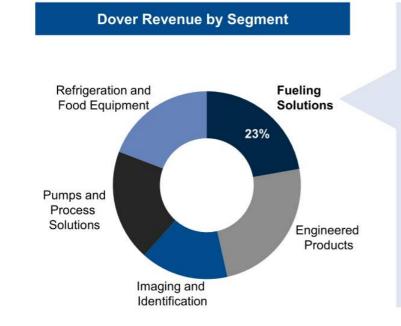
#### **Business line deep-dives**

- Retail fueling equipment
- Software & systems
- Vehicle wash
- Fluid transfer

#### New opportunities in alternative fuels & future C-stores

#### **Closing remarks**





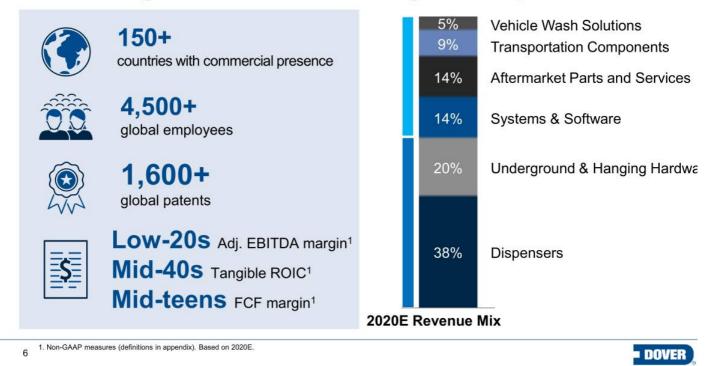
#### Important and attractive part of Dover portfolio

- Attractive profile: GDP+ growth, high ROIC, low capital intensity and high FCF
- Leading global brands, relationships with winning customers
- Proprietary technologies with high value-in-use
- Large, growing installed base; catering to a healthy customer base with robust business fundamentals
- Logical adjacencies and future-proof value streams
- Favorable industry structure
- Strong execution and margin runway

5 Based on LTM Revenue.



### Global fueling solutions leader with strong business profile



### Industry's broadest offering to convenience and fuel retailers



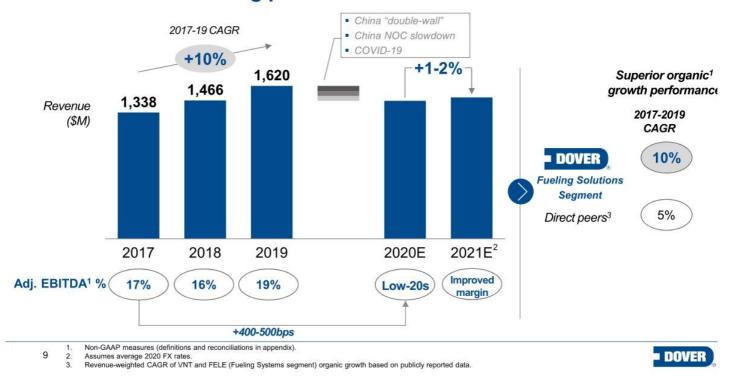
#### Fleet Fueling Solutions

Equipment and software solutions tailored for fleet fueling



## Foundation of leading and well-known brands

Fueling Equipment	Dispensers Wayne FUELING SYSTEMS		Below-ground equipm	FlexWORKS
Fluid Transfer Solutions	Chemical & Industrial			™ ◆ LIQUIP◆
Site-wide Systems	Forecourt and fleet solutions	ar <mark>View fairban</mark>	<b>ks<sub>≠</sub> Pro</b> Gauge	Payment & POS
Vehicle Wash Solutions	In-bay automatic		<sup>funnel</sup>	
Alternative Fuels & EV Charging	EV charging ChargePoint Partnership	ABB Partnership	Alternative fuel equipment	Wayne FUELING SYSTEMS Vista CNG dispenser



#### Track record of strong performance



#### DFS participates in a diverse, growing \$12B+ space

10 1. Includes EV charging at retail fueling sites only. 2. Total addressable market. Source: third party market study.



#### Proven 3-pronged strategy to drive 10yr+ above-GDP growth



**DOVER** 

#### Proven 3-pronged strategy to drive 10yr+ above-GDP growth



**DOVER** 

#### Proven 3-pronged strategy to drive 10yr+ above-GDP growth



**DOVER** 

## Agenda

#### **Fueling Solutions overview**



Market growth drivers

#### **Business line deep-dives**

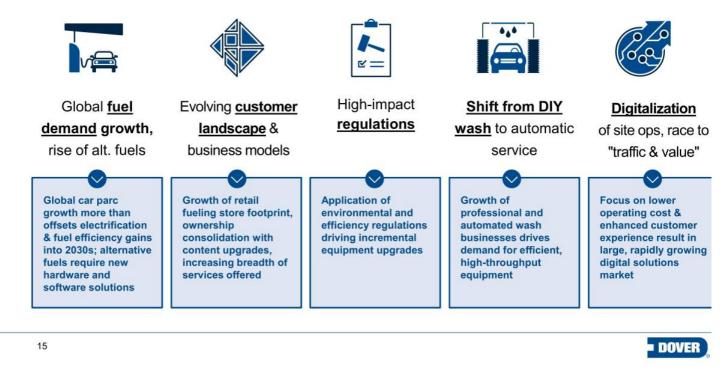
- Retail fueling equipment
- Software & systems
- Vehicle wash
- Fluid transfer

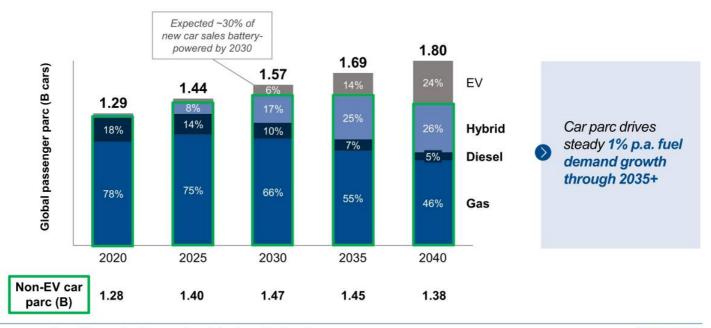
#### New opportunities in alternative fuels & future C-stores

#### **Closing remarks**



#### 5 key long-term market tailwinds



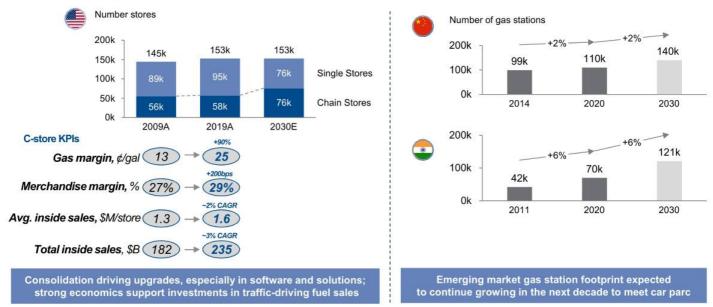


### Core fueling market has reliable, healthy growth path through 2035+

16 Source: third party study estimates averaging projections from multiple industry forecasts.

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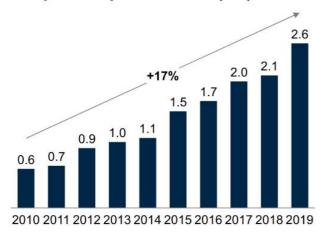


17 Source: NACS, RBC Securities, third party research, Dover estimates.

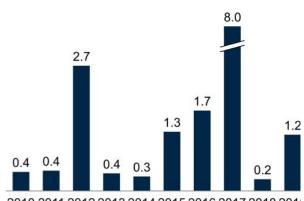


# Large players continue to consolidate the landscape and deploy capital towards growth and upgrades

Capital Expenditures<sup>1</sup> (\$B)



Cash spent on M&A<sup>1</sup> (\$B)



2010 2011 2012 2013 2014 2015 2016 2017 2018 201

18 1. Sum total of calendar year capital expenditures and cash M&A expenditures for Alimentation Couche-Tard Inc., Murphy USA Inc., Casey's General Stores, Inc., and Parkland Corporation. Source: Capital IQ

DOVER

#### Other market tailwinds will also support long-term growth



#### **High-impact regulations**

Application of environmental and efficiency regulations driving incremental equipment upgrades

- Vapor recovery systems in emerging markets (e.g., India, China)
- Systems optimization (e.g., dripless) in mature markets



#### Shift from DIY vehicle wash

Growth of professional and automated washes supported by consumer preferences and robust operator economics

- · Vehicle wash equipment has consistently grown above GDP
- Runway for continued GDP+ growth as industry professionalizes & digitizes

#### Site digitalization

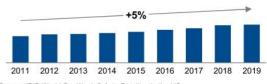
Focus on lowering costs & enhanced site experience drives large, rapidly growing digital solutions market

 Digitalization is increasing focus of largest players as pathway to lower operational costs & drive customer traffic and spend

#### Expected regulatory trajectory



US Non-DIY retail car wash sales



Source: IBIS World Car Wash & Auto Detailing in the US



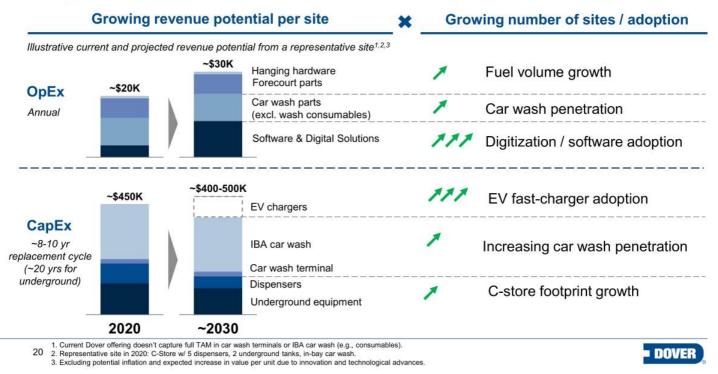
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#### DFS & MICROSOFT PARTNER GLOBALLY ON EXCLUSIVE BASIS TO DRIVE DIGITAL TRANSFORMATION AT RETAIL FUELING SITES

IoT makes fueling stations smarter—and a lot more fun for customers



#### Large install base enables sustainable long-term revenue growth



## Agenda

#### **Fueling Solutions overview**

Market growth drivers

#### $\bigcirc$

- Business line deep-dives
  - Retail fueling equipment
  - Software & systems
  - Vehicle wash
  - Fluid transfer

#### New opportunities in alternative fuels & future C-stores

#### **Closing remarks**



## **Dover Retail Fueling Business Video Presentation**

Watch the video here: https://youtu.be/1CNBi70VROs







## DFS is the global supplier of innovative fuel dispensers

DOVER	Fueling Equipment	Fueling equi					
Handarandara Austin TV		Traditional dispensers					
Headquarters	Austin, TX	DFS has #1 or #2	T				
Employees	2,350+	dispenser market positions across					
Geographies	<ul> <li>North America</li> <li>EMEA</li> <li>APAC</li> </ul>	global regions	Retail dispensers	Diesel dispensers	Fleet	LPG s dispensers	
15	• LATAM	Alternative fuel dispensers					
Brands		DFS has a growing	I T				
Revenue	~\$700M	presence in alternative fuels		3			
			CNG dispens		epoint EV partnership)	ABB EV chargers (partnership)	
23						- DOVER	

#### Future value driven by dispenser innovation & margin improvement



Ovation dispenser with Anthem UX





DFS' global leadership in cutting-edge dispensers is driven by unique competitive advantages with focus on improving the customer experience

- Next-gen dispensers that meet most stringent upgrade requirements & enable
   a superior on-site experience
- Advantaged relationships with stations that are heavily investing in differentiating sites via dispensers
- Examples: Ovation dispenser with Anthem UX with >100 global patents and patent applications

#### Runway for material margin improvement in medium-term

- Harmonize Tokheim & Wayne dispenser technology
- · Further economies of scale of combined platform
- Applying operating discipline principles across all locations, brands
- · Improved mix from high-value new products and software solutions





## Steady increase in equipment sophistication and value

1990's

~\$7K ASP



Wayne

~\$20K ASP

- Cutting edge customer engagement technology
- Increased fuel throughput
- 27" screen
- Multiple secure payment options
- Media and entertainment
- Loyalty & personalization
- Remote monitoring
- Connectivity
- Potential UX applications outside of fueling sites

25

DOVER

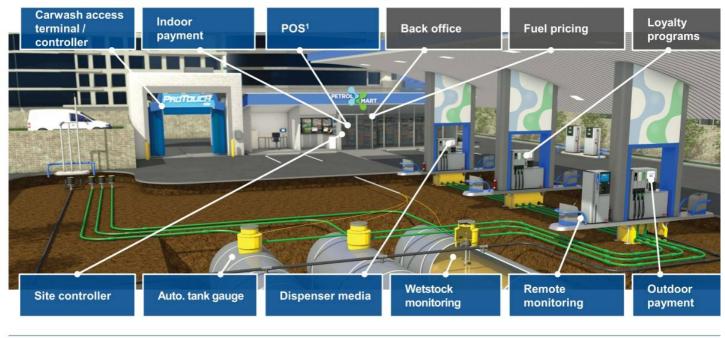
## **DFS Anthem UX User Experience Platform Video Presentation**

- Watch the video here: https://youtu.be/WUwLBrD0QI8



## DFS offers highest quality digital forecourt & payment systems

DOVER	Software & S	ystems	Software & Systems Product lines	5	
Headquarters Austin, TX		Forecourt management soluti	ons		
			DFS is a top 3 global provider	of forecourt solutions	
Employees	450+				
Geographies	<ul><li>North Amer</li><li>EMEA</li></ul>	rica			
			Site efficiency solutions	Flee	t solutions
Brands		ar,View	Payment solutions		
	rbanks, ProGauge		DFS is the <b>#1 provider of paym</b>	nent solutions in the EU	
Revenue	~\$200M		Outdoor payment	Point of sale (POS)	Self Checkout
27					= DOVER



## Leading position in forecourt management & payment systems

1. Point of sale. EU only. 28

DOVER

# Adoption of digital solutions at retail fueling sites is in early stages and will continue growing driven by robust ROI to customers



## Increasing adoption of site efficiency solutions

- Forecourt efficiency solutions are becoming table stakes to be competitive
- Increasing consolidation of small, lowtech sites in NA will increase demand



## Race to drive traffic & spend via improved experience

- Increasing focus on using digital systems to differentiate customer experience
- Early proof points that digital solutions significantly increase in-store spend



## Need for integration to simplify disparate systems

- As customers adopt new systems, desire for integrated "bundles" that meet key needs (e.g, cost reduction, traffic increase)
- Growing opportunity as EV charging becomes commonplace

The systems & software market is expected to grow in **mid-to-high-single digits** in the next decade growing in size to a **~\$10B+ addressable market by 2030** 

29 Source: third party market study.



### Taking customers' digital capabilities to the next level



- Industry-unique approach to deploy platform via edge computing and leveraging DFS's Anthem UX
- Faster time-to-value and time-torevenue enabled through an open, extensible, IoT platform as a service
- Superior asset optimization through a "single-pane" view of all site assets
- Partnership between DFS, Dover Digital and Microsoft Azure to deploy industry-first machine-learning and Al-powered solutions for operational optimization

DOVER

## **Digital Transformation: Future Technologies Are Happening Now**



Watch the video here: https://youtu.be/HCTq3fkpY9E



## Case study: Wetstock Management drove high ROI for a customer



#### Situation

In 2017, a customer utilizing DFS wetstock management services was notified by DFS that fuel deliveries were being shorted across multiple site locations by a fuel supplier.

#### Value add functionality

Using the data analyzed from the sites, DFS wetstock management identified the widespread delivery variances and the customer was able to generate indisputable evidence that deliveries were in fact less than what they paid for.

#### Results

As a result, the customer received a refund of more than \$500,000 from the fuel supplier.

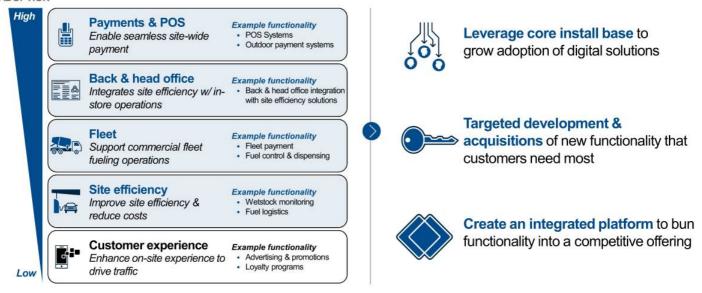


## Case study: Payment solutions deliver bottom-line improvement



#### Systems solutions growth strategy

CURRENT ADOPTION



34

# OPW is the leading worldwide supplier of retail fueling equipment

		Fueling equipment Equipment product lines
Headquarters	Smithfield, NC	Above-ground equipment
Employees	950+	OPW is the <b>#1 global supplier</b> of above-ground hanging hardware
Geographies	<ul> <li>North America</li> <li>Latin America</li> <li>EMEA</li> <li>APAC</li> </ul>	Traditional nozzles Non-retail nozzles Alternative fuel Valves
Brands FI		Below-ground equipment OPW is a global leader and the #1 North American supplier of below-ground equipment
Revenue	~\$400M+	
35		Tanks Fuel delivery Piping

#### **OPW** driving value with 2-pronged, time-tested strategy



#### Superior trusted products

OPW offers innovative equipment that meets the **strictest** compliance & performance requirements



**Example** 14 series Clean Technology Nozzles

Patented Clean Technology nozzles prevent dripping to **improve user experience & reduce environmental impact** 



#### Market expansion

OPW **continues to develop & offer widest global array** of underground & hanging hardware for various fuels

**DOVER** 

**Example** 21 series Euro-nozzle suite

The new Euro-nozzle suite effectively meets Euro-centric requirements & provides access to a \$100M+ market white space

Leverage best in class distribution and superior products to drive market expansion and key account conversion

## **OPW Innovation Video Presentation**

Watch the video here: https://youtu.be/zOyciEMbL-Q





# **OPW** is a leading vehicle wash equipment supplier in North America

		Vehicle wash Product lines		
Headquarters	DePere, WI & Detroit, MI	In-bay automatic (IBA)	equipment	Software and
Employees	~240		PDQ is the #1 supplier of	access solutions
Geographies	<ul> <li>North America</li> <li>Latin America</li> <li>EMEA</li> <li>APAC</li> </ul>	PDQ LaserWash 360	IBA equipment in North America	Target expansion segment
	BELANGER 🔿	Tunnel equipment		
Brands	PDQ 🔿		Belanger is an	
Revenue	~\$100M+	Belanger SpinLite	industry-leading tunnel equipment supplier	
38				= DOVER

## **OPW Vehicle Wash Video Presentation**

Watch the video here: https://youtu.be/Cl4OC6\_7CGg





#### Broad market trends expected to drive vehicle wash market growth



# Consistent, long-term consumer demand

- Industry has observed consistently above-GDP growth over last decade driven by underlying shift away from DIY wash
- Market is resilient to recessions & EV penetration



# Attractive economics drives investments and upgrades

- Retail fueling customers likely to invest in vehicle wash to add high-margin on-site service
- Attractive ROI drives build-out of tunnel locations
- Operator consolidation drives upgrades and increased sophistication



#### Accelerating demand for automated vehicle wash

- Broad industry shift away from laborintensive vehicle wash due to rising wages
- Greater operator focus on increased throughput, optimized operations, and sustainability to drive equipment demand

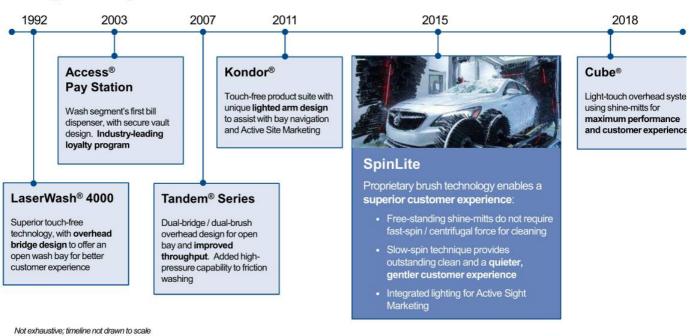
The vehicle wash market will be largely unaffected by drivetrain transition and is expected to maintain **GDP+ growth** for at least a decade, creating a **total addressable market of** >\$2B by 2030

40 Source: third party market study.



# Multiple growth paths available to supplement winning core business

Core business	Additional growth paths
BELANGER 🔿	Expanded product portfolio     Add further capabilities in ancillary components and payment & access     technology; consumables and service an option
Tunnel equipment	Advantaged distribution channels Leverage advantaged distribution channels into both gas stations & standalone vehicle wash customers to maximize reach
IBA equipment	Core technology harmonization Cross-pollinate innovative technologies across IBA & tunnels to cement position as leading supplier across vehicle wash formats
	Systems integration Connect vehicle wash systems to forecourt digital offering
41	DOVER



#### Long history of vehicle wash innovation

42

# **OPW** is a premier global fluid transfer solutions provider

	Fluid transfer solutions Product lines
Founded 1998	Chemical & industrial (C&I) OPW is the #1 worldwide supplier of loading systems
Headquarters Lebanon, OH	
Employees ~520	
North America	Loading systems Couplers Manhole covers
Geographies • EMEA • APAC	Transportation
Brands MIDLAND > Hit	OPW is the <b>#1 worldwide supplier</b> of petroleum transfer solutions
Revenue ~\$200M+	Delivery systems
13	- DOVER

### **OPW Fluid Transfer Video Presentation**

Watch the video here: https://youtu.be/YrFYAfIMg3Q





#### **OPW** offers world's first digital tank truck solution



Cargo customers need solutions that allow them to optimize their operations & save costs



Civacon's CivaCommand solution enables customers to **increase safety and efficiency** via:

- Built-in digital monitoring & security technology
- Live tracking of trailer & contents
- Centralized management of alerts



## Agenda

#### **Fueling Solutions overview**

#### Market growth drivers

#### **Business line deep-dives**

- Retail fueling equipment
- Software & systems
- Vehicle wash
- Fluid transfer

## New opportunities in alternative fuels & future C-stores

#### **Closing remarks**



#### EV charging is a long-term growth opportunity for DFS



# EV charging will be integral to future gas station offerings

- Over 20% of all public EV charge points are expected to be constructed at gas stations
- Gas stations will need the fastest, most expensive high-powered chargers to meet customer demand



# Core customers are already investing in EV charging today

- Retail fueling customers are already building infrastructure to enable onsite EV charging in new builds
- Regulatory mandates requiring EV
   charging in gas stations are emerging
   (e.g., Germany)



# EV charging complexity will require systems integration

- Customers will need to integrate EV systems to broader forecourt solutions
- Fleet customers will need more complex systems to optimize mixed fleet fueling

The EV charging equipment & systems market is expected to accelerate rapidly, achieving high-single digit growth and a multi-billion dollar market by 2030

47 Source: third party market study.



## DFS has established EV charging partnerships with global leaders

# ChargePoint

- · Leading global EV charger supplier
- · Collaborating with Electrify America in US

· Supplies chargers to EVgo and Electrify

· Strategic collaboration with BDNT in China



DFS capturing value today as a distribution channel partner for ABB & ChargePoint

- DFS distributors are often involved in installation and maintenance for EV chargers
- Partners rely on DFS for access to advantaged relationships with gas station customers

#### 48

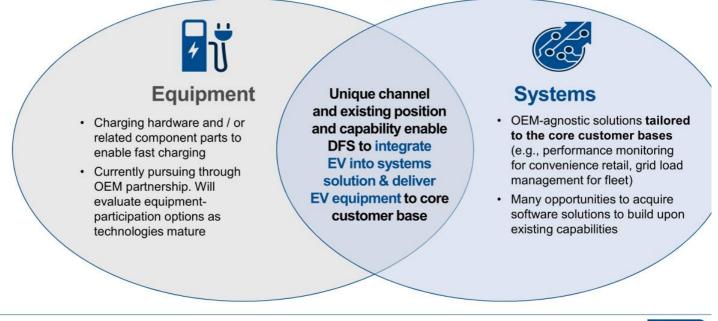
ABB

· Leading OEM in Europe

America in the US



#### DFS positioned to support customers' EV needs in several ways



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## DFS is well positioned to support all future customer fueling needs

# Alternative fuel use will be localized & segment-specific

CNG, LNG, & hydrogen represent large opportunity; CNG & LNG represent nearest-term, highest-likelihood \$750M to \$2.5B+ market by 2030

**Multiple factors** (e.g., regulation, pricing, infrastructure) will determine adoption in individual markets

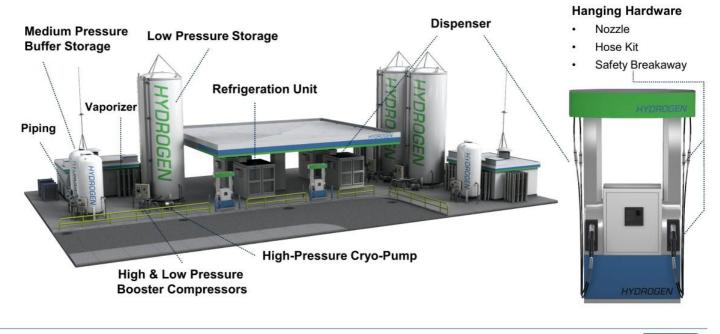
In the next decade, key, localized alternative fuel markets are likely to emerge:

- CNG for fleets in APAC
- LNG as fuel for larger trucks
- Hydrogen for specialized and large machine fleets in areas with strong push for greener tech (e.g., Japan, Germany, some US cities)

50 Source: third party market study.



Going forward, DFS will continue offering advantaged solutions that meet customers' application- & geography-specific fuel needs



## Multiple logical participation options in hydrogen fueling

51

#### C-store evolution will provide additional opportunities for DFS growth



## Agenda

#### **DFS** overview

## Market growth drivers

#### **Business line deep-dives**

- Retail fueling equipment
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- Vehicle wash
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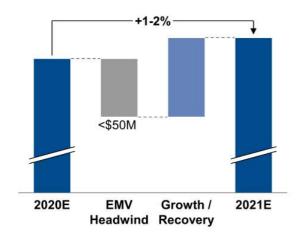
## New opportunities in alternative fuels & future C-stores



#### **Closing remarks**



#### 2021 growth initiatives more than offset near-term EMV headwind



- EMV represents ~\$500M total opportunity for DFS; 70+ achieved through end of 2020
  - Initiative launched in 2015; current deadline April '2'
  - 2020 will likely be peak with step-down over next 2-3 years as the "tail" of operators gradually converts
  - New product growth, market recovery and margin initiatives expected to offset EMV headwinds:
    - Return to growth outside the US
    - Growth in software solutions business
    - Efficiency and productivity initiatives
  - Expect modest improvement in 2021 segment revenue and earnings as growth and recovery offset EMV headwinds



### Well-positioned for growth and value creation

#### Attractive fundamentals



Clear decade+ runway for growth in the core retail fueling business Favorable market structure, large and healthy customer base



Logical growth adjacencies and credible plan to deploy capital organically and inorganically to position the business for long-term growth

Well-positioned to be our customers' trusted partner in emerging technologies and high-growth sectors



Clear path to contribute to Dover's top quartile shareholder value creation

- **GDP+ revenue growth** ٠
- ~300 bps segment earnings • margin improvement runway and high-single-digit earnings growth
- Continued strong cash flow and productive redeployment

**DOVER** 

#### **Dover trading update**

#### Q4 2020 Performance

- Results in October as expected across the majority of the portfolio
  - Continued strength in food retail, marking & coding, retail fueling, biopharma and heat exchangers
  - October results have de-risked Q4 forecasts despite the complexities of recent COVID trends
  - Bookings<sup>1</sup> and backlog<sup>1</sup> are up Y-o-Y providing a solid base leading into 2021

#### Targeting high end of FY 2020 guidance

- Reported EPS guidance: \$4.52-\$4.57
- Adjusted EPS<sup>2</sup> guidance: \$5.40-\$5.45
- FCF<sup>2</sup> (% of revenue) guidance: 11-12% of revenue

#### 2021 Early Outlook

- Revenue growth prospects look encouraging across muc of the portfolio as end markets recover
- New product launches and digital investments continue 1 gain traction with customers
- Robust productivity plans across the portfolio; runway for structural cost reductions
- Five center-led initiatives driving portfolio synergy benefits:
  - Information technology upgrades and consolidation
  - Digitizing customer experience and connected products
  - Dover Business Systems deployment and back-office consolidation
  - Dover innovation and engineering center deployment
  - Central operations team driving operating standards, safe and capital equipment utilization
- (1) See performance measure definitions in appendix. (2) Non-GAAP measures (definition and/or reconciliation in appendix)



# Appendix



## **Broad global footprint**



# **Dover Fueling Solutions '17-'19 Organic Revenue Growth Bridge**

(\$ in millions)	F	Y 2017	F	Y 2018	FY 2019	17-'19 CAGR
Organic	\$	1,338	\$	1,471	\$ 1,620	10%
Acquisitions/dispositions				(1)	45	
Currency translation		-		(4)	(44)	
Total	\$	1,338	\$	1,466	\$ 1,620	10%



## Reconciliation of Dover Fueling Solutions FY 2017-2019 Segment Earnings (EBIT) to Adj. EBITDA and Calculation of EBIT Margin and Adj. EBITDA Margin

(\$ in millions)		FY 2017		FY 2018		FY 2019	
Revenue	\$	1,338	\$	1,466	\$	1,620	
Segment earnings (EBIT)		159		152		232	
EBIT %		12%		10%		14%	
Adjustments:							
Rightsizing and other costs <sup>(1)</sup>		5		15		5	
Product recall reversal		(7)		-		-	
Adjusted depreciation and amortization expense (2)		68		68		75	
Adjusted EBITDA - Segment	\$	224	\$	235	\$	312	
Adjusted EBITDA %		17%		16%		19%	

 Rightsizing and other costs include actions taken on employee reductions, facility consolidations and site closures, product line exits and other asset charges.
 Adjusted depreciation and amortization expense excludes depreciation and amortization included within rightsizing and other

(2) Adjusted depreciation and amortization expense excludes depreciation and amortization included within rightsizing and othe costs.



# Reconciliation of EPS to Adjusted EPS

Range
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2020 Guidance for Earnings per Share (GAAP)	\$4.52	\$4.57
Acquisition-related amortization, net	0.7	2
Rightsizing and other costs, net	0.19	
Gain on disposition, net	(0.03)	
2020 Guidance for Adjusted Earnings per Share (Non-GAAP)	\$5.40	\$5.45





#### **Non-GAAP Definitions**

#### Definitions of Non-GAAP Measures:

Adjusted Net Earnings: is defined as net earnings adjusted for the effect of acquisition-related amortization, rightsizing and other costs, and a 2020 gain on disposition.

Adjusted Diluted Net Earnings Per Share: is defined as adjusted net earnings divided by average diluted shares.

Segment earnings (EBIT): is defined as segment earnings before income taxes, net interest expense and corporate expenses.

Segment earnings (EBIT) margin: is defined as segment earnings (EBIT) divided by revenue.

Adjusted Segment EBITDA: is defined as segment earnings before income taxes, net interest expense, corporate expenses, rightsizing and other costs, and depreciation and amortization expense.

Adjusted Segment EBITDA Margin: is defined as adjusted segment EBITDA divided by revenue.

Tangible ROIC: is defined as tax-effected adjusted EBITDA by segment excluding segment expenses, divided by sum of gross plant, property and equipment, and net working capital (accounts receivable plus inventory less accounts payable, accrued rebates and accrued volume discounts).

Free Cash Flow: is defined as net cash provided by operating activities minus capital expenditures.

Free Cash Flow Margin: is defined as free cash flow divided by revenue.

Organic Revenue Change: is defined as revenue growth/decline excluding the impact of foreign currency exchange rates and the impact of acquisitions and dispositions.



#### **Performance Measure Definitions**

#### **Definitions of Performance Measures:**

**Bookings** represents total orders received from customers in the current reporting period. This metric is an important measure of performance and an indicator of revenue order trends.

**Backlog** represents an estimate of the total remaining bookings at a point in time for which performance obligations have not yet been satisfied. This metric is useful as it represents the aggregate amount we expect to recognize as revenue in the future.

We use the above operational metrics in monitoring the performance of the business. We believe the operational metrics are useful to investors and other users of our financial information in assessing the performance of our segments.





