

Quarterly Review of the Specialty Manufacturing Sector

Q1 2014



Mergers & Acquisitions

**Custom Capital Solutions** 

**Corporate Finance Advisory** 

Member: FINRA/SIPC



### About Navidar

Navidar is an **investment banking firm** providing companies and investors in dynamic industries with **strategic M&A advice, capital raising solutions,** vital insights and breakthrough opportunities.

- Big Firm Experience Combined with Senior Banker Attention
- Global Relationships With Top-Tier Investors and World-Leading Companies
- Greater Creativity & Customized Solutions
- Focused on the Middle Corridor of the United States



Note: Transactions above only represent a sample of past transactions executed by Navidar.



### Navidar at a Glance

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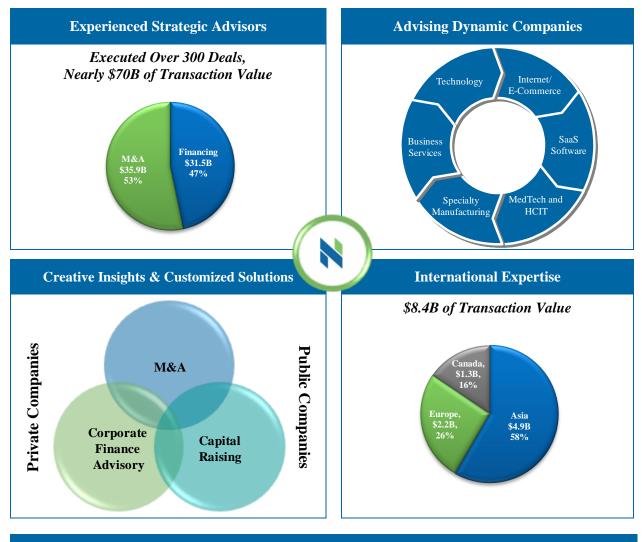
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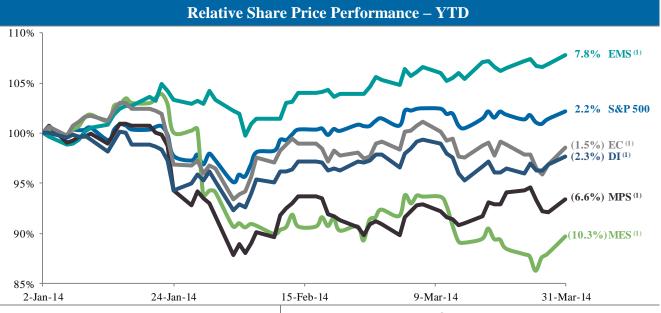
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### **Specialty Manufacturing Sector Review**



Specialty Manufacturing Sector Share Price Performance

| Sub-Sector         | YTD Return |
|--------------------|------------|
| EMS <sup>(1)</sup> | 7.8%       |
| S&P 500            | 2.2%       |
| EC <sup>(1)</sup>  | (1.5%)     |
| DI <sup>(1)</sup>  | (2.3%)     |
| MPS <sup>(1)</sup> | (6.6%)     |
| MES <sup>(1)</sup> | (10.3%)    |



#### Top 5 Global M&A Deals in Q1 By Value

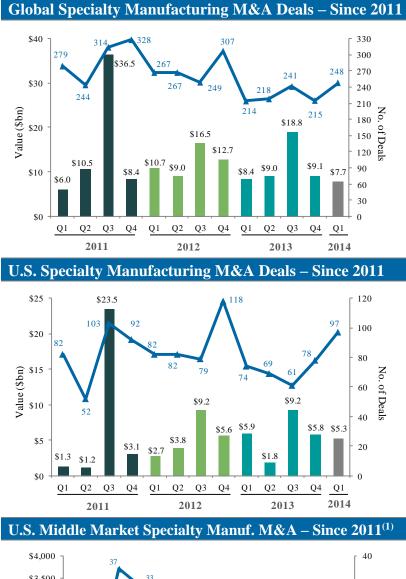
#### Key Takeaways From the Quarter:

- The majority of Specialty Manufacturing sub-sectors underperformed the S&P 500 Index in Q1'14, with Manufacturing & Engineering Services and Metal Processing Services experiencing the largest declines. However, Electronic Manufacturing Services was a bright spot in the sector, posting a return of 5.6% above the S&P 500 in Q1'14
- Global M&A deal volume in 2014 has begun an uptrend backed by the momentum experienced in U.S. deal activity. Global Specialty Manufacturing deal volume in Q1'14 increased 15% from the previous quarter, with U.S. deal volume increasing 24% over the same period
- There were five large deals in Q1'14 (EV > \$500M), compared to an average of less than four large deals per quarter in 2013
- Strategic acquirers accounted for nearly 87% of deal volume in Q1'14
- One of the most notable deal announcements of the quarter was Global Digital Solutions' filing with the SEC for an unsolicited letter of intent to acquire Remington Outdoor for ~\$1.7 billion
- Remington Outdoor is a leading innovator, designer, manufacturer and marketer of firearms, ammunition and related products for the hunting, shooting sports, law enforcement and military markets

Source: CapitalIQ, Navidar Research, Online Publications and Industry Research.

(1) MES (Manufacturing and Engineering Services), MPS (Metal Processing Services), EC (Engineered Components), DI (Diversified Industrials) and EMS (Electronic Manufacturing Services).

### Specialty Manufacturing Sector M&A Review





Source: CapitalIQ, Navidar Research and Industry Research.

(1) Defined as transaction value of \$500M EV and less.

#### Commentary

Global Specialty Manufacturing sector deal volume experienced significant growth in Q1'14, posting the largest gain of the last 5 quarters

Global Specialty Manufacturing M&A deal volume increased 16% year-overyear from Q1'13 to Q1'14, increasing from 214 to 248 acquisitions. However, total disclosed M&A transaction value decreased 8% over the same period, from \$8.4 billion to \$7.7 billion. Transaction value was driven by:

- Global Digital Solutions' intent to acquire Remington Outdoor for \$1.69B EV
- Oerlikon Balzers Coating's \$1.1B EV acquisition of Sulzer Metco Management

U.S. deal volume increased 31% yearover-year from Q1'13 to Q1'14, increasing from 74 to 97 acquisitions. Despite the increase in volume, disclosed transaction value in Q1'14 decreased 10% over the same period, from \$5.9 billion to \$5.3 billion.

• Four large deals (EV > \$500M) were notable drivers of total disclosed transaction value in Q1'14. Together, these deals accounted for more than 70% of total disclosed U.S. transaction value in Q1'14

#### U.S. Middle Market M&A deal volume continued its momentum in Q1'14 after experiencing two consecutive quarters of gains.

• However, U.S. Middle Market deal volume decreased 32% Y-o-Y from Q1'13 to Q1'14, with total transaction value increasing 46% over the same period

### Specialty Manufacturing Sector M&A Review (Cont.)

| Announced<br>Date | Buyer   | Target  | Trn. Value<br>(\$M) | LTM<br>EV/Rev. (x) | LTM<br>EV/EBITDA (x) |
|-------------------|---|---|---------------------|--------------------|----------------------|
| 03/21/2014        | Nortek (U.S.)                                 | Reznor Manufacturing; Ambi-Rad;<br>Reznor Europe; Gaz Industrie and<br>Manufacturing Operations in Mexico<br>(U.S.) | 260.0               | 1.6x               | NA                   |
| 03/20/2014        | Precision Castparts (U.S.)                    | Aerospace Dynamics International (U.S.)   | 625.0               | NA                 | NA                   |
| 3/19/2014         | Nippon Steel & Sumikin<br>Engineering (Japan) | Fisia Babcock Environment (Germany)   | 193.8               | NA                 | NA                   |
| 03/14/2014        | LG Chem (South Korea)                         | NanoH2O (U.S.)  | 200.0               | NA                 | NA                   |
| 03/11/2014        | Global Digital Solutions (U.S.)               | Remington Outdoor (U.S.)  | 1,689.2             | 1.1x               | 7.8x                 |
| 03/04/2014        | Amtek Engineering (Singapore)                 | Interplex Industries (U.S.)   | 210.0               | NA                 | NA                   |
| 02/12/2014        | Colfax (U.S.)                                 | Victor Technologies Group (U.S.)  | 947.3               | 2.0x               | 10.3x                |
| 01/31/2014        | Oerlikon Balzers Coating<br>(Liechtenstein)   | Sulzer Metco Management<br>(Switzerland)  | 1,104.7             | NA                 | NA                   |
| 01/20/2014        | Safran (France)                               | Eaton (Aerospace Power Distribution<br>Solutions & Integrated Cockpit<br>Solutions) (U.S.)                          | 270.0               | 2.7x               | 19.3x                |
| 01/20/2014        | GE (U.S.)                                     | Cameron International (Reciprocating<br>Compression Business Division) (U.S.)                                       | 550.0               | 1.6x               | NA                   |

### Top 10 Global Specialty Manufacturing M&A Transactions in Q1 2014

### U.S. Specialty Manufacturing M&A Deal Volume by Size

|                            | Q1                 | 2013                 | Q1                 | 2014                 | Q4                 | 2013                 |
|----------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|----------------------|
| \$ in millions<br>except # | Number of<br>Deals | Transaction<br>Value | Number of<br>Deals | Transaction<br>Value | Number of<br>Deals | Transaction<br>Value |
| <\$50M                     | 14                 | 179                  | 8                  | 184                  | 6                  | 92                   |
| \$50M to \$100M            | 4                  | 275                  | 2                  | 147                  | 1                  | 65                   |
| \$100M to \$250M           | 4                  | 544                  | 3                  | 596                  | 2                  | 295                  |
| \$250M to \$500M           | NA                 | NA                   | 2                  | 530                  | 4                  | 1,207                |
| \$500M to \$1000M          | 1                  | 825                  | 3                  | 2,122                | 2                  | 1,685                |
| >1B                        | 1                  | 4,122                | 1                  | 1,689                | 2                  | 2,410                |
| Undisclosed                | 50                 | NA                   | 78                 | NA                   | 61                 | NA                   |
| Total                      | 74                 | 5,945                | 97                 | 5,268                | 78                 | 5,754                |

Source: CapitalIQ and Industry Research.

Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest - Cash and Cash Equivalents) and LTM = Last Twelve Months.

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### Specialty Manufacturing Sector M&A Review (Cont.)

### **Review of Selected Specialty Manufacturing Transactions in Q1**

#### <u>Global Digital Solutions announced an unsolicited letter of intent to acquire Remington Outdoor for</u> \$1.69B EV, which implied 1.1x LTM revenue and 7.8x LTM EBITDA.

- Acquisition was fuelled by powerful synergies between Remington's core businesses and the technologies GDSI has developed, including RFID tags and GPS tracking units
- Acquisition is in-line with GDSI's Technological Convergence strategy in the intelligent firearms space to help Remington Outdoor and others navigate the transition from analog to digital-based firearms

Headquartered in Madison, NC, Remington Outdoor is a leading innovator, designer, manufacturer and marketer of firearms, ammunition and related products for the hunting, shooting sports, law enforcement and military markets. The Company is one of the largest manufacturers in the world of firearms and ammunition, with some of the most globally recognized brands including Remington®, Bushmaster® Marlin® and DPMS/Panther Arms<sup>™</sup>. Remington Outdoor, founded in 1816, had ~3,800 employees worldwide and 2013 revenue of approximately \$1.3 billion.

#### Oerlikon Balzers Coating acquired Sulzer Metco Management for \$1.1B EV.

- Sulzer, in an effort to concentrate on higher-margin core businesses of manufacturing pumps and equipment for the oil & gas, power and water industries, divested the Metco unit in an all-cash sale
- Acquisition advances Oerlikon as the global technology leader in Surface Solutions, adding a unique product and solution portfolio across both thin-film and thermal spray surface technologies

Based in Switzerland, Sulzer Metco enhances surfaces with coating solutions and equipment. Customers benefit from a unique, broad range of surface technologies, coating solutions, equipment, materials, services and specialized machining services and components. The innovative solutions improve performance and increases efficiency and reliability. Sulzer Metco serves clients across major industry verticals, including power generation, aviation and automotive. As of 2012, Sulzer Metco had 2,399 employees and generated approximately \$620 million in revenue.

# <u>Colfax acquired Victor Technologies Group for \$947M EV, which implied 2.0x LTM revenue and 10.3x LTM EBITDA</u>.

- Acquisition complements and expands Colfax's Fabrication Technology Platform, increasing the combined Company's product technologies, channel resources and organizational talent
- Acquisition broadens the geographic footprint of Colfax's ESAB welding and cutting business, as well as expands ESAB's product portfolio into new industry verticals and applications

Headquartered in St. Louis, MO, Victor Technlogies provides superior solutions for cutting, gas control and specialty welding equipment. The Company offers gas cutting equipment, including cutting torches, tips and nozzles, as well as gas control equipment, including regulators, manifolds, flow meters and flashback arrestors under the Victor, Cigweld and Victor Turbo Torch brands. In addition, Victor Technologies provides plasma cutting systems, comprising power supplies, torches and related parts for use in the fabrication, construction and repair of steel and nonferrous metal products. In 2013, the Company had 1,941 employees and revenue of ~\$490 million.

Source: Company Press Releases, Equity Research, Industry Research and Online Publications.

Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest - Cash and Cash Equivalents) and NTM = Next Twelve Months.



### Specialty Manufacturing Sector M&A Review (Cont.)

Precision Castparts acquired Aerospace Dynamics International for \$625M EV.

- Acquisition of ADI expands Precision Castparts' Aerostructures product offering and role on nextgeneration aircraft by driving additional opportunities to optimize capacity and cost decisions
- Additionally, Precision Castparts strengthens their presence in Southern California with ADI acquisition

Headquartered in Valencia, CA, Aerospace Dynamics International (ADI) is a premier supplier to the aerospace industry, operating a wide range of high-speed machining centers. ADI has developed particular expertise in large complex components, hard metal machining and critical assemblies. The Company has strong positioning across multiple high-growth commercial platforms, including a significant contract as a machining center for Airbus A350 airplanes. As of 2014, ADI employed approximately 625 professionals.

#### <u>GE acquired Cameron's Reciprocating Compression Division for \$550M EV, which implied 1.6x</u> <u>LTM revenue</u>.

- Acquisition enhances GE's distributed gas portfolio and Downstream Technology Solutions business, while expanding GE's Servicing & Manufacturing abilities in gas production, processing and distribution
- Cameron's Reciprocating Compressors enhance GE's technologies in the Shale Development sector

Based in Houston, TX, Cameron's Reciprocating Compression division provides reciprocating compression equipment and aftermarket parts and services for the oil & gas production, gas processing, gas distribution and independent power industries. Cameron's Reciprocating Compression division, which generated 2012 sales of approximately \$355 million, employs approximately 900 professionals and operates from 20 locations globally.

#### Safran acquired Eaton's Aerospace Power Distribution Management Solutions and Integrated Cockpit Solutions businesses for \$270M EV, which implied 2.7x LTM revenue and 19.3x LTM EBITDA.

- Acquisition of the Aerospace Power Distribution Management Solutions business brings key jet contactor and circuit breaker technologies to Safran
- Integrated Cockpit Solutions acquisition bolsters Safran's North-American presence in avionics and flight controls, bringing recognized expertise in panels, displays, illuminated switches and controls

Eaton's Aerospace Power Distribution Solutions & Integrated Cockpit Solutions manufactures switches, cockpit panel assemblies, pilot controls and passenger safety unit latches, circuit protection, power distribution and switch components and sub-systems for aerospace and industrial applications. Facilities involved in the sale transaction are located in Costa Mesa, CA and Sarasota, FL.

#### Amtek Engineering acquired Interplex Industries for \$210M EV.

- Acquisition provides Amtek an entry point into key Americas markets, as the predominately Asia-focused Amtek expands with Interplex's presence in the U.S., Mexico and Latin American countries
- Interplex's expertise in the production of automotive-focused plastic and metal enclosures creates significant product synergies for Amtek, while expanding its client list with Tier-1 blue chip customers

Based in College Point, NY, Interplex is a global leader in the design and manufacture of miniature precision engineered solutions for mission-critical, customized, interconnected and electronic packaging applications. The Company provides integrated design, precision metals, plastic and assembly solutions for a diverse group of end-markets including automotive, industrial/electrical, mobile devices and medical OEMs. Major product offerings include mechatronic modules, custom and flex circuit connectors and precision medical components. Interplex Industries had revenues of \$182.4 million for the six months ended November 30, 2013.

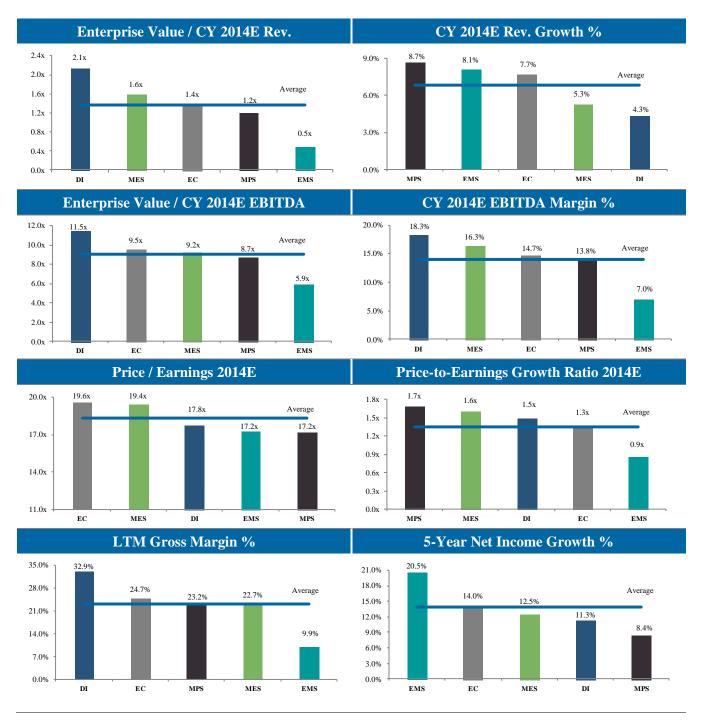
Source: Company Press Releases, Equity Research, Industry Research and Online Publications.

Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest - Cash and Cash Equivalents) and NTM = Next Twelve Months.

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### **Comparable Public Company Valuation Metrics – Specialty Manufacturing Sector**



Source: CapitalIQ.

Note: Market Data as of Q12014 Quarter End.

Note: Estimates Based on Consensus of Equity Research Analyst Estimates.

Note: Multiples Excludes Outlier for EV/CY Rev. > 15x, EV/CY EBITDA > 35x, P/E > 50x and PEG > 3x.

Note: MES (Manufacturing and Engineering Services), MPS (Metal Processing Services), EC (Engineered Components), DI (Diversified Industrials) and EMS

(Electronic Manufacturing Services).

Note: CY = Calendar Year and LTM = Last Twelve Months.

Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest - Cash and Cash Equivalents).

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# Appendix

### Manufacturing and Engineering Services – Valuation Metrics

| (\$Millions, except per s | share values)      |     |  |           |           |            |         |         |         | Valuatio | n Metrics |       |       |       |
|---------------------------|--------------------|-----|--|-----------|-----------|------------|---------|---------|---------|----------|-----------|-------|-------|-------|
|                           |                    |     | Current                                      |           |           |            | EV/CY I | Revenue | EV/CY I | EBITDA   | P         | Æ     | PEGI  | Ratio |
|                           | Stock Price        | 0   | Stock Price<br>as a Multiple<br>of 52-Wk low |           | Net Debt  | Ent. Value | 2014E   | 2015E   | 2014E   | 2015E    | 2014E     | 2015E | 2014E | 2015E |
| Manufacturing and En      | gineering Services |     |  |           |           |            |         |         |         |          |           |       |       |       |
| Triumph Group             | \$64.58            | 76% | 1.05x  | \$3,359.0 | \$1,596.1 | \$4,955.1  | 1.3x    | 1.2x    | 8.0x    | 6.8x     | 11.8x     | 10.1x | 2.11x | 1.80x |
| Barnes Group              | \$38.47            | 94% | 1.46x  | \$2,081.9 | \$476.9   | \$2,558.8  | 2.0x    | 1.9x    | 9.6x    | 8.8x     | 17.0x     | 15.4x | 1.16x | 1.05x |
| Raven Industries          | \$32.75            | 76% | 1.15x  | \$1,192.4 | (\$53.2)  | \$1,139.2  | 2.7x    | 2.5x    | 13.1x   | 10.4x    | 26.2x     | 22.1x | 1.75x | 1.47x |
| Ducommun                  | \$25.06            | 80% | 1.41x  | \$271.6   | \$283.9   | \$555.5    | 0.7x    | 0.7x    | 6.8x    | 6.7x     | 16.4x     | 13.3x | 1.36x | 1.10x |
| LMI Aerospace             | \$14.10            | 62% | 1.30x  | \$181.2   | \$289.4   | \$470.6    | 1.1x    | 1.1x    | 8.8x    | 7.7x     | 25.6x     | 10.5x | 1.67x | 0.69x |
| TechPrecision             | \$1.07             | 79% | 3.91x  | \$23.9    | \$1.7     | \$26.7     | NM      | NM      | NM      | NM       | NM        | NM    | NM    | NM    |
|                           |                    |     |  |           |           | Average    | 1.6x    | 1.5x    | 9.2x    | 8.1x     | 19.4x     | 14.3x | 1.61x | 1.22x |
|                           |                    |     |  |           |           | Median     | 1.3x    | 1.2x    | 8.8x    | 7.7x     | 17.0x     | 13.3x | 1.67x | 1.10x |

### Manufacturing and Engineering Services – Operating Metrics

| (\$Millions, except per share | values)       |                       |                                       |              |           |            |         |        |          | Ор       | erating Met | rics  |          |           |          |
|-------------------------------|---------------|-----------------------|---------------------------------------|--------------|-----------|------------|---------|--------|----------|----------|-------------|-------|----------|-----------|----------|
|                               |               |                       | Current                               |              |           |            | CY Rev. | Growth | CY EBITD | A Margin | 5-Yr NI     | GM    | S&M Mgn. | R&D Mgn.( | G&A Mgn. |
|                               | Stock Price   | % of 52-<br>Week High | ek High as a Multiple<br>of 52-Wk low | Equity Value | Net Debt  | Ent. Value | 2014E   | 2015E  | 2014E    | 2015E    | Growth %    | LTM   | LTM      | LTM       | LTM      |
| Manufacturing and Engineer    | ring Services |                       |                                       |              |           |            |         |        |          |          |             |       |          |           |          |
| Triumph Group                 | \$64.58       | 76%                   | 1.05x                                 | \$3,359.0    | \$1,596.1 | \$4,955.1  | 0.9%    | 4.0%   | 16.0%    | 18.2%    | 5.6%        | 23.3% | NA       | NA        | NA       |
| Barnes Group                  | \$38.47       | 94%                   | 1.46x                                 | \$2,081.9    | \$476.9   | \$2,558.8  | 15.2%   | 5.9%   | 21.2%    | 21.9%    | 14.7%       | 32.4% | NA       | NA        | NA       |
| Raven Industries              | \$32.75       | 76%                   | 1.15x                                 | \$1,192.4    | (\$53.2)  | \$1,139.2  | 6.3%    | 8.2%   | 20.8%    | 24.1%    | 15.0%       | 30.2% | NA       | 4.2%      | NA       |
| Ducommun                      | \$25.06       | 80%                   | 1.41x                                 | \$271.6      | \$283.9   | \$555.5    | 1.5%    | 1.2%   | 11.0%    | 10.9%    | 12.1%       | 17.6% | NA       | NA        | NA       |
| LMI Aerospace                 | \$14.10       | 62%                   | 1.30x                                 | \$181.2      | \$289.4   | \$470.6    | 2.5%    | 3.7%   | 12.7%    | 13.9%    | 15.3%       | 20.0% | NA       | NA        | NA       |
| TechPrecision                 | \$1.07        | 79%                   | 3.91x                                 | \$23.9       | \$1.7     | \$26.7     | NM      | NA     | NA       | NA       | NM          | 13.0% | NA       | NA        | 13.5%    |
|                               |               |                       |                                       |              |           | Average    | 5.3%    | 4.6%   | 16.3%    | 17.8%    | 12.5%       | 22.7% | NA       | 4.2%      | 13.5%    |
|                               |               |                       |                                       |              |           | Median     | 2.5%    | 4.0%   | 16.0%    | 18.2%    | 14.7%       | 21.6% | NA       | 4.2%      | 13.5%    |

Source: CapitalIQ. Estimates Based on Consensus of Equity Research Analyst Estimates.

Note: Market Data as of Q12014 Quarter End.

Note: Multiples Excludes Outlier for EV/CY Rev. > 15x, EV/CY EBITDA > 35x, P/E > 50x and PEG > 3x. Note: LIM = Last Twelve Months, CY = Calendar Year, PE = Price/Earnings Ratio, PEG = Price-to-Earnings Growth Ratio. Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest - Cash and Cash Equivalents).

#### **Electronic Manufacturing Services – Valuation Metrics**

(\$Millions, except per share values) ) Metrics Volu EV/CY Revenue EV/CY EBITDA P/E PEG Ratio Current Stock Price Ent. Value Equity Value Net Debt Stock Price Week High as a Multiple 2015E 2014E 2015E 2015E 2014E 2015E 2014E 2014E of 52-Wk lov Electronic Manufacturing Services Hon Hai Precision Industry \$2.84 99% 1.38x \$37,219.4 (\$5,955.9) \$32,729.0 0.2x 0.2x 4.8x 4.5x 9.8x 9.0x 1.13x 1.04x TE Connectivity \$60.21 98% 1.55x \$24,687.0 \$1,601.0 \$26,294.0 1.9x 1.8x 9.4x 8.8x 15.5x 14.2x 1.19x 1.09x Flextronics International \$9.24 95% 1.40x \$5,566.2 \$438.4 \$6.038.4 0.2x 0.2x 5.0x 4.9x 9.5x 8.8x 0.55x 0.51x Foxconn International Holdings \$0.55 76% \$4,188.8 (\$2,379.4) \$1,820.2 0.28x 1.65x 0.3x 0.2x 4.1x 3.2x 19.7x 15.2x 0.21x Jabil Circuit \$3,712.1 0.73x \$18.00 74% 1.18x \$1.161.0 \$4,898.1 0.3x 46.2x NM 0.3x 6.7x 4.9x 9.9x Celestica 100% (\$544.3) \$1,445.1 1.05x \$10.97 1.55x \$1,969.2 0.2x 0.2x 5.5x 11.7x 10.5x 1.17x 5.1x \$17.45 1.71x \$1,444.5 \$251.6 \$1,696.1 0.65x 95% 0.3x 0.3x 5.7x 10.2x 9.6x 0.69x Sanmina 5.8x Benchmark Electronics \$22.65 92% 1.41x \$1,220.5 (\$335.5) \$885.0 0.3x 0.3x 6.0x 5.3x 15.4x 14.1x 0.97x 0.89x Average 0.5x 0.4x 5.9x 5.3x 17.2x 11.4x 0.85x 0.77x Median 0.3x 0.3x 5.6x 5.0x 13.5x 10.22 0.97x 0.81x

### Electronic Manufacturing Services – Operating Metrics

(\$Millions, except per share values) **Operating Metrics** CY EBITDA Margin S&M Mgn.R&D MgnG&A <u>Mg</u>i CY Rev. Growth GM Current Stock Price Stock Price Equity Valu Net Debt Ent. Value Week High s a Multipl of 52-Wk lov 2014E 2015E 2014E 2015E Growth % LTM LTM Elect Hon Hai Precision Industry 5.2% 4.9% 5.2% 5.2% \$2.84 99% 1.38 \$37,219.4 (\$5,955.9) \$32,729.0 4.9% 5.0% 8.7% 6.4% 0.7% 1.2% 1.8% \$24,687.0 \$26,294.0 \$60.21 98% \$1,601.0 19.9% 20.0% 13.0% 33.1% NA 5.0% TE Connectivity 1.55x NA Flextronics International \$9.24 95% 1.40 \$5,566.2 \$438.4 (\$2,379.4) \$6,038.4 6.4% 1.1% 4.6% 4.7% 17.2% 5.8% NA NA NA \$0.55 \$1.820.2 27.9% 7.6% 4.5% 3.1% Foxconn International Holdings 76% 1.65x \$4,188.8 17.4% 7.0% 70.9% 0.4% 3.8% Jabil Circuit \$18.00 74% 1.18x \$3,712.1 \$1,161.0 \$4,898.1 NM 9.3% 4.8% 6.0% 13.5% 7.4% NA 0.2% NA Celestica \$10.97 100% 1.55x \$1,969.2 (\$544.3) \$1,445.1 1.0% 5.3% 4.5% 4.6% 10.0% 6.7% NA 0.3% NA \$17.45 1.71x \$1.444.5 \$251.6 \$1.696.1 2.6% 2.9% 4.7% 7.5% NA 0.5% Sanmina 95% 5.0% 14.8% NA Benchmark Electronics 92% \$1,220.5 (\$335.5) \$885.0 9.0% 5.9% 5.4% 5.7% 15.8% 7.4% NA NA \$22.65 1.41> NA 8.1% 6.5% 7.0% 7.3% 20.5% 9.9% 0.5% 1.7% 2.8% Average Median 5.2% 5.3% 4.9% 5.4% 14.1% 7.0% 0.5% 0.8% 2.8%

Source: CapitalIQ. Estimates Based on Consensus of Equity Research Analyst Estimates.

Note: Market Data as of Q12014 Quarter End.

Note: Multiples Excludes Outlier for EV/CY Rev. > 15x, EV/CY EBITDA > 35x, P/E > 50x and PEG > 3x.

Note: LTM = Last Twelve Months, CY = Calendar Year, PE = Price/Earnings Ratio, PEG = Price-to-Earnings Growth Ratio.

Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest - Cash and Cash Equivalents).

(2) CY 2014 Revenue Growth considered as "NM" due to Non-adjustments for Acquisitions/Divesture.

### Metal Processing Services – Valuation Metrics

| (\$Millions, except per share | values)     |     |  |              |           |            |         |         |         | Valuatio | n Metrics |       |       |       |
|-------------------------------|-------------|-----|--|--------------|-----------|------------|---------|---------|---------|----------|-----------|-------|-------|-------|
|                               |             |     | Current                                      |              |           |            | EV/CY F | Revenue | EV/CY I | EBITDA   | P         | Έ     | PEG I | Ratio |
|                               | Stock Price |     | Stock Price<br>as a Multiple<br>of 52-Wk low | Equity Value | Net Debt  | Ent. Value | 2014E   | 2015E   | 2014E   | 2015E    | 2014E     | 2015E | 2014E | 2015E |
| Metal Processing Services     |             |     |  |              |           |            |         |         |         |          |           |       |       |       |
| Reliance Steel & Aluminum     | \$70.66     | 92% | 1.19x  | \$5,481.2    | \$2,025.4 | \$7,516.4  | 0.7x    | 0.7x    | 8.0x    | 7.2x     | 13.0x     | 10.7x | 1.77x | 1.46x |
| Kennametal <sup>(1)</sup>     | \$44.30     | 85% | 1.25x  | \$3,482.0    | \$982.4   | \$4,495.7  | 1.5x    | 1.4x    | 9.1x    | 8.1x     | 14.8x     | 12.2x | 1.49x | 1.23x |
| Carpenter Technology          | \$66.04     | 99% | 1.53x  | \$3,504.2    | \$498.1   | \$4,002.3  | 1.6x    | 1.4x    | 8.7x    | 7.2x     | 19.2x     | 13.8x | NM    | NM    |
| Worthington Industries        | \$38.25     | 79% | 1.33x  | \$2,612.6    | \$389.0   | \$3,098.4  | 1.0x    | 1.0x    | 10.3x   | 9.3x     | 14.7x     | 14.4x | NM    | NM    |
| RTI International Metals      | \$27.78     | 77% | 1.07x  | \$851.8      | \$86.7    | \$938.5    | 1.1x    | 1.0x    | 7.4x    | 6.1x     | 24.2x     | 16.3x | 1.79x | 1.21x |
|                               |             |     |  |              |           | Average    | 1.2x    | 1.1x    | 8.7x    | 7.6x     | 17.2x     | 13.5x | 1.68x | 1.30x |
|                               |             |     |  |              |           | Median     | 1.1x    | 1.0x    | 8.7x    | 7.2x     | 14.8x     | 13.8x | 1.77x | 1.23x |

### Metal Processing Services – Operating Metrics

| (\$Millions, except per share | values)     |                       |  |           |           |            |         |        |          | Ор       | erating Met | rics  |          |          |          |
|-------------------------------|-------------|-----------------------|--|-----------|-----------|------------|---------|--------|----------|----------|-------------|-------|----------|----------|----------|
|                               |             |                       | Current                                      |           |           |            | CY Rev. | Growth | CY EBITD | A Margin | 5-Yr NI     | GM    | S&M Mgn. | R&D Mgn. | G&A Mgn. |
|                               | Stock Price | % of 52-<br>Week High | Stock Price<br>as a Multiple<br>of 52-Wk low |           | Net Debt  | Ent. Value | 2014E   | 2015E  | 2014E    | 2015E    | Growth %    | LTM   | LTM      | LTM      | LTM      |
| Metal Processing Services     |             |                       |  |           |           |            |         |        |          |          |             |       |          |          |          |
| Reliance Steel & Aluminum     | \$70.66     | 92%                   | 1.19x  | \$5,481.2 | \$2,025.4 | \$7,516.4  | 10.5%   | 1.1%   | 9.2%     | 10.2%    | 7.3%        | 26.0% | NA       | NA       | NA       |
| Kennametal <sup>(1)</sup>     | \$44.30     | 85%                   | 1.25x  | \$3,482.0 | \$982.4   | \$4,495.7  | 3.9%    | 5.1%   | 16.2%    | 17.3%    | 9.9%        | 32.2% | NA       | NA       | NA       |
| Carpenter Technology          | \$66.04     | 99%                   | 1.53x  | \$3,504.2 | \$498.1   | \$4,002.3  | 11.2%   | 14.0%  | 18.8%    | 20.1%    | NM          | 19.1% | NA       | NA       | NA       |
| Worthington Industries        | \$38.25     | 79%                   | 1.33x  | \$2,612.6 | \$389.0   | \$3,098.4  | 11.5%   | 0.8%   | 9.7%     | 10.6%    | 3.0%        | 16.1% | NA       | NA       | NA       |
| RTI International Metals      | \$27.78     | 77%                   | 1.07x  | \$851.8   | \$86.7    | \$938.5    | 6.2%    | 8.8%   | 15.2%    | 17.0%    | 13.5%       | 22.4% | NA       | 0.5%     | NA       |
|                               |             |                       |  |           |           | Average    | 8.7%    | 5.9%   | 13.8%    | 15.0%    | 8.4%        | 23.2% | NA       | 0.5%     | NA       |
|                               |             |                       |  |           |           | Median     | 10.5%   | 5.1%   | 15.2%    | 17.0%    | 8.6%        | 22.4% | NA       | 0.5%     | NA       |

Source: CapitalIQ. Estimates Based on Consensus of Equity Research Analyst Estimates. Note: Market Data as of Q12014 Quarter End. Note: Multiples Excludes Outlier for EV/CY Rev. > 15x, EV/CY EBITDA > 35x, P/E > 50x and PEG > 3x. Note: LTM = Last Twelve Months, CY = Calendar Year, PE = Price/Earnings Ratio, PEG = Price-to-Earnings Growth Ratio. Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest - Cash and Cash Equivalents). (1) CY Revenue Growth and EV/CY Revenue Multiple Adjusted for Acquisitions.

#### **Engineered Components – Valuation Metrics**

| (\$Millions, except per share | values)     |                       |  |              |           |            |         |         |         | Valuatio | n Metrics |       |       |       |
|-------------------------------|-------------|-----------------------|--|--------------|-----------|------------|---------|---------|---------|----------|-----------|-------|-------|-------|
|                               |             |                       | Current                                      |              |           |            | EV/CY I | Revenue | EV/CY I | EBITDA   | P/        | Е     | PEG I | Ratio |
|                               | Stock Price | % of 52-<br>Week High | Stock Price<br>as a Multiple<br>of 52-Wk low | Equity Value | Net Debt  | Ent. Value | 2014E   | 2015E   | 2014E   | 2015E    | 2014E     | 2015E | 2014E | 2015E |
| Engineered Components         |             |                       |  |              |           |            |         |         |         |          |           |       |       |       |
| Precision Castparts           | \$252.76    | 92%                   | 1.40x  | \$36,707.8   | \$3,284.0 | \$40,015.8 | 3.9x    | 3.5x    | 12.2x   | 10.8x    | 18.9x     | 16.3x | 1.22x | 1.06x |
| Timken                        | \$58.78     | 91%                   | 1.17x  | \$5,417.8    | \$77.4    | \$5,507.2  | 1.2x    | 1.1x    | 7.4x    | 6.3x     | 16.2x     | 13.1x | 0.82x | 0.66x |
| Crane <sup>(1)</sup>          | \$71.15     | 97%                   | 1.38x  | \$4,178.0    | \$604.4   | \$4,792.7  | 1.6x    | 1.5x    | 9.5x    | 8.3x     | 15.1x     | 13.7x | 1.58x | 1.43x |
| Allegheny Technologies        | \$37.68     | 98%                   | 1.47x  | \$4,090.5    | \$920.5   | \$5,111.5  | 1.2x    | 1.1x    | 13.6x   | 7.6x     | NM        | 18.8x | NM    | 1.26x |
| Curtiss-Wright                | \$63.54     | 91%                   | 2.07x  | \$3,051.4    | \$834.5   | \$3,885.9  | 1.5x    | 1.4x    | 9.5x    | 8.7x     | 18.7x     | 15.9x | 1.18x | 1.00x |
| TriMas                        | \$33.20     | 79%                   | 1.22x  | \$1,494.4    | \$278.7   | \$1,802.6  | 1.2x    | 1.1x    | 8.2x    | 7.4x     | 15.1x     | 12.8x | 0.94x | 0.80x |
| EnPro Industries              | \$72.67     | 91%                   | 1.62x  | \$1,591.6    | \$382.0   | \$1,973.6  | 1.7x    | 1.6x    | 11.9x   | 10.6x    | 33.0x     | 25.5x | 2.13x | 1.65x |
| Kaman                         | \$40.68     | 97%                   | 1.26x  | \$1,106.8    | \$264.8   | \$1,371.6  | 0.8x    | 0.7x    | 8.9x    | 8.0x     | 16.2x     | 14.1x | 1.06x | 0.92x |
| Bradken                       | \$4.04      | 64%                   | 1.08x  | \$691.4      | \$403.3   | \$1,109.5  | 1.0x    | 0.9x    | 6.4x    | 5.8x     | 9.8x      | 8.6x  | NM    | NM    |
| Standex International         | \$53.58     | 83%                   | 1.09x  | \$683.8      | (\$0.5)   | \$683.3    | 0.9x    | 0.9x    | NM      | NM       | 14.1x     | 13.3x | NM    | NM    |
| Quanex Building Products (2)  | \$20.68     | 95%                   | 1.35x  | \$775.2      | (\$24.9)  | \$750.4    | 1.2x    | NM      | 11.7x   | NM       | 44.0x     | NM    | 2.20x | NM    |
| Park-Ohio Holdings            | \$56.15     | 96%                   | 1.83x  | \$697.9      | \$328.4   | \$1,031.3  | 0.8x    | 0.7x    | 8.1x    | 7.5x     | 12.3x     | 10.9x | 0.95x | 0.84x |
| Heroux-Devtek                 | \$10.37     | 95%                   | 1.58x  | \$327.4      | (\$27.8)  | \$300.6    | 1.0x    | 0.9x    | 6.6x    | 5.9x     | 21.2x     | 16.8x | NM    | NM    |
|                               |             |                       |  |              |           | Average    | 1.4x    | 1.3x    | 9.5x    | 7.9x     | 19.6x     | 15.0x | 1.34x | 1.07x |
|                               |             |                       |  |              |           | Median     | 1.2x    | 1.1x    | 9.2x    | 7.6x     | 16.2x     | 13.9x | 1.18x | 1.00x |

### **Engineered Components – Operating Metrics**

| (\$Millions, except per share | values)     |                       |  |            |           |            |         |        |          | Ор        | erating Met | rics  |          |          |          |
|-------------------------------|-------------|-----------------------|--|------------|-----------|------------|---------|--------|----------|-----------|-------------|-------|----------|----------|----------|
|                               |             |                       | Current                                      |            |           |            | CY Rev. | Growth | CY EBITI | OA Margin | 5-Yr NI     | GM    | S&M Mgn. | R&D Mgn( | G&A Mgn. |
|                               | Stock Price | % of 52-<br>Week High | Stock Price<br>as a Multiple<br>of 52-Wk low |            | Net Debt  | Ent. Value | 2014E   | 2015E  | 2014E    | 2015E     | Growth %    | LTM   | LTM      | LTM      | LTM      |
| Engineered Components         |             |                       |  |            |           |            |         |        |          |           |             |       |          |          |          |
| Precision Castparts           | \$252.76    | 92%                   | 1.40x  | \$36,707.8 | \$3,284.0 | \$40,015.8 | 8.2%    | 9.3%   | 31.7%    | 32.7%     | 15.5%       | 33.6% | NA       | NA       | NA       |
| Timken                        | \$58.78     | 91%                   | 1.17x  | \$5,417.8  | \$77.4    | \$5,507.2  | 6.0%    | 9.2%   | 16.3%    | 17.3%     | 19.7%       | 25.3% | NA       | NA       | NA       |
| Crane (1)                     | \$71.15     | 97%                   | 1.38x  | \$4,178.0  | \$604.4   | \$4,792.7  | 3.4%    | 5.6%   | 16.6%    | 18.0%     | 9.6%        | 34.0% | NA       | NA       | NA       |
| Allegheny Technologies        | \$37.68     | 98%                   | 1.47x  | \$4,090.5  | \$920.5   | \$5,111.5  | 5.2%    | 12.3%  | 8.8%     | 14.1%     | 15.0%       | 6.2%  | NA       | NA       | NA       |
| Curtiss-Wright                | \$63.54     | 91%                   | 2.07x  | \$3,051.4  | \$834.5   | \$3,885.9  | 6.7%    | 5.1%   | 15.3%    | 15.9%     | 15.9%       | 32.3% | 6.1%     | 2.7%     | 14.1%    |
| TriMas                        | \$33.20     | 79%                   | 1.22x  | \$1,494.4  | \$278.7   | \$1,802.6  | 6.8%    | 5.6%   | 14.8%    | 15.5%     | 16.0%       | 25.7% | 0.6%     | NA       | NA       |
| EnPro Industries              | \$72.67     | 91%                   | 1.62x  | \$1,591.6  | \$382.0   | \$1,973.6  | 4.0%    | 4.4%   | 13.9%    | 15.0%     | 15.5%       | 33.3% | NA       | NA       | NA       |
| Kaman                         | \$40.68     | 97%                   | 1.26x  | \$1,106.8  | \$264.8   | \$1,371.6  | 6.8%    | 6.0%   | 8.6%     | 9.0%      | 15.3%       | 27.7% | NA       | 0.4%     | NA       |
| Bradken                       | \$4.04      | 64%                   | 1.08x  | \$691.4    | \$403.3   | \$1,109.5  | 4.9%    | 7.2%   | 15.5%    | 15.8%     | (1.2%)      | 21.0% | NA       | NA       | 8.6%     |
| Standex International         | \$53.58     | 83%                   | 1.09x  | \$683.8    | (\$0.5)   | \$683.3    | 3.5%    | 3.1%   | NA       | NA        | NM          | 32.8% | NA       | NA       | NA       |
| Quanex Building Products (2)  | \$20.68     | 95%                   | 1.35x  | \$775.2    | (\$24.9)  | \$750.4    | NM      | NM     | 10.3%    | NA        | 20.0%       | 16.6% | NA       | NA       | NA       |
| Park-Ohio Holdings            | \$56.15     | 96%                   | 1.83x  | \$697.9    | \$328.4   | \$1,031.3  | 11.6%   | 6.6%   | 9.4%     | 9.6%      | 13.0%       | 17.7% | NA       | NA       | NA       |
| Heroux-Devtek                 | \$10.37     | 95%                   | 1.58x  | \$327.4    | (\$27.8)  | \$300.6    | 24.9%   | 11.6%  | 15.3%    | 15.1%     | NM          | 15.3% | NA       | NA       | NA       |
|                               |             |                       |  |            |           | Average    | 7.7%    | 7.2%   |          | 16.2%     |             | 24.7% |          | 1.6%     | 11.4%    |
|                               |             |                       |  |            |           | Median     | 6.3%    | 6.3%   | 15.0%    | 15.5%     | 15.5%       | 25.7% | 3.4%     | 1.6%     | 11.4%    |

Source: CapitalIQ. Estimates Based on Consensus of Equity Research Analyst Estimates.

Note: Market Data as of Q12014 Quarter End.

Note: Multiples Excludes Outlier for EV/CY Rev. > 15x, EV/CY EBITDA > 35x, P/E > 50x and PEG > 3x. Note: LTM = Last Twelve Months, CY = Calendar Year, PE = Price/Earnings Ratio, PEG = Price-to-Earnings Growth Ratio.

Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest – Cash and Cash Equivalents). (1) CY Revenue Growth and EV/CY Revenue Multiple Adjusted for Acquisitions.

(2) CY 2014 Revenue Growth considered as "NM" due to Non-adjustments for Acquisitions/Divesture.

#### **Diversified Industrials – Valuation Metrics**

| (\$Millions, except per share | values)     |                       |  |              |             |             |         |         |         | Valuation | n Metrics |       |       |       |
|-------------------------------|-------------|-----------------------|--|--------------|-------------|-------------|---------|---------|---------|-----------|-----------|-------|-------|-------|
|                               |             |                       | Current                                      |              |             |             | EV/CY I | Revenue | EV/CY I | EBITDA    | P/        | Е     | PEG I | Ratio |
|                               | Stock Price | % of 52-<br>Week High | Stock Price<br>as a Multiple<br>of 52-Wk low | Equity Value | Net Debt    | Ent. Value  | 2014E   | 2015E   | 2014E   | 2015E     | 2014E     | 2015E | 2014E | 2015E |
| Diversified Industrials       |             |                       |  |              |             |             |         |         |         |           |           |       |       |       |
| General Electric              | \$25.89     | 92%                   | 1.23x  | \$259,547.3  | \$369,358.0 | \$635,122.3 | 4.2x    | 4.2x    | 23.5x   | 25.9x     | 15.2x     | 14.4x | 1.71x | 1.61x |
| United Technologies           | \$116.84    | 99%                   | 1.29x  | \$107,077.3  | \$15,622.0  | \$124,163.3 | 1.9x    | 1.8x    | 10.1x   | 9.5x      | 17.1x     | 15.5x | 1.56x | 1.42x |
| Honeywell International       | \$92.76     | 97%                   | 1.31x  | \$72,537.7   | \$813.0     | \$73,629.7  | 1.8x    | 1.7x    | 9.8x    | 9.0x      | 16.7x     | 15.1x | 1.61x | 1.45x |
| Danaher                       | \$75.00     | 95%                   | 1.30x  | \$52,386.2   | \$383.8     | \$52,836.1  | 2.6x    | 2.5x    | 11.6x   | 10.8x     | 20.0x     | 18.0x | 1.51x | 1.36x |
| Illinois Tool Works           | \$81.33     | 96%                   | 1.36x  | \$34,554.5   | \$2,726.0   | \$37,286.5  | 2.5x    | 2.4x    | 10.9x   | 10.1x     | 18.3x     | 15.9x | NM    | 2.83x |
| Parker-Hannifin               | \$119.71    | 92%                   | 1.42x  | \$17,852.2   | \$584.8     | \$18,440.1  | 1.4x    | 1.3x    | 9.3x    | 8.2x      | 16.7x     | 13.9x | 1.36x | 1.13x |
| Tyco International            | \$42.40     | 96%                   | 1.38x  | \$19,517.1   | \$1,100.0   | \$20,653.1  | 1.9x    | 1.8x    | 12.0x   | 10.8x     | 20.6x     | 16.2x | 1.43x | 1.12x |
| Dover <sup>(1)</sup>          | \$81.75     | 84%                   | 1.21x  | \$13,900.6   | \$2,034.0   | \$15,934.6  | 2.0x    | 1.9x    | 9.6x    | 9.1x      | 17.0x     | 15.3x | 1.45x | 1.30x |
| Textron <sup>(2)</sup>        | \$39.29     | 97%                   | 1.58x  | \$10,940.9   | \$2,029.0   | \$12,969.9  | 0.9x    | 0.9x    | 9.0x    | 7.9x      | 18.3x     | 15.4x | 1.32x | 1.11x |
|                               |             |                       |  |              |             | Average     | 2.1x    | 2.1x    | 11.8x   | 11.3x     | 17.8x     | 15.5x | 1.49x | 1.48x |
|                               |             |                       |  |              |             | Median      | 1.9x    | 1.8x    | 10.1x   | 9.5x      | 17.1x     | 15.4x | 1.48x | 1.36x |

#### **Diversified Industrials – Operating Metrics**

| (\$Millions, except per shar | e values)   |                       |  |              |             |             |         |        |          | Ор       | erating Met | rics  |          |          |         |
|------------------------------|-------------|-----------------------|--|--------------|-------------|-------------|---------|--------|----------|----------|-------------|-------|----------|----------|---------|
|                              |             |                       | Current                                      |              |             |             | CY Rev. | Growth | CY EBITE | A Margin | 5-Yr NI     | GM    | S&M Mgn. | R&D Mgn. | G&A Mgn |
|                              | Stock Price | % of 52-<br>Week High | Stock Price<br>as a Multiple<br>of 52-Wk low | Equity Value | Net Debt    | Ent. Value  | 2014E   | 2015E  | 2014E    | 2015E    | Growth %    | LTM   | LTM      | LTM      | LTM     |
| Diversified Industrials      |             |                       |  |              |             |             |         |        |          |          |             |       |          |          |         |
| General Electric             | \$25.89     | 92%                   | 1.23x  | \$259,547.3  | \$369,358.0 | \$635,122.3 | 3.0%    | (0.1%) | 20.3%    | 16.4%    | 8.9%        | 35.6% | NA       | NA       | NA      |
| United Technologies          | \$116.84    | 99%                   | 1.29x  | \$107,077.3  | \$15,622.0  | \$124,163.3 | 3.9%    | 5.0%   | 18.8%    | 19.1%    | 10.9%       | 28.0% | NA       | 4.0%     | NA      |
| Honeywell International      | \$92.76     | 97%                   | 1.31x  | \$72,537.7   | \$813.0     | \$73,629.7  | 4.5%    | 4.9%   | 18.4%    | 19.0%    | 10.4%       | 27.4% | NA       | NA       | NA      |
| Danaher                      | \$75.00     | 95%                   | 1.30x  | \$52,386.2   | \$383.8     | \$52,836.1  | 5.4%    | 4.8%   | 22.6%    | 23.3%    | 13.3%       | 52.1% | NA       | 6.5%     | NA      |
| Illinois Tool Works          | \$81.33     | 96%                   | 1.36x  | \$34,554.5   | \$2,726.0   | \$37,286.5  | 4.4%    | 5.0%   | 23.2%    | 23.8%    | 5.6%        | 39.5% | NA       | NA       | NA      |
| Parker-Hannifin              | \$119.71    | 92%                   | 1.42x  | \$17,852.2   | \$584.8     | \$18,440.1  | 4.2%    | 5.4%   | 14.5%    | 15.6%    | 12.3%       | 23.0% | NA       | NA       | NA      |
| Tyco International           | \$42.40     | 96%                   | 1.38x  | \$19,517.1   | \$1,100.0   | \$20,653.1  | 2.9%    | 4.5%   | 15.9%    | 16.8%    | 14.4%       | 36.7% | 0.6%     | NA       | NA      |
| Dover <sup>(1)</sup>         | \$81.75     | 84%                   | 1.21x  | \$13,900.6   | \$2,034.0   | \$15,934.6  | 6.1%    | 4.2%   | 20.8%    | 21.0%    | 11.7%       | 38.4% | NA       | NA       | NA      |
| Textron <sup>(2)</sup>       | \$39.29     | 97%                   | 1.58x  | \$10,940.9   | \$2,029.0   | \$12,969.9  | NM      | 5.6%   | 10.0%    | 10.8%    | 13.9%       | 15.9% | NA       | NA       | NA      |
|                              |             |                       |  |              |             | Average     | 4.3%    | 4.4%   | 18.3%    | 18.4%    | 11.3%       | 32.9% | 0.6%     | 5.3%     | NA      |
|                              |             |                       |  |              |             | Median      | 4.3%    | 4.9%   | 18.8%    | 19.0%    | 11.7%       | 35.6% | 0.6%     | 5.3%     | NA      |

Source: CapitalIQ. Estimates Based on Consensus of Equity Research Analyst Estimates.

Note: Market Data as of Q12014 Quarter End.

Note: Multiples Excludes Outlier for EV/CY Rev. > 15x, EV/CY EBITDA > 35x, P/E > 50x and PEG > 3x.

Note: LTM = Last Twelve Months, CY = Calendar Year, PE = Price/Earnings Ratio, PEG = Price-to-Earnings Growth Ratio.

Note: EV = Enterprise Value (Equity Value + Debt + Minority) Interest - Cash and Cash Equivalents). (1) CY Revenue Growth and EV/CY Revenue Multiple Adjusted for Acquisitions.

(2) CY 2014 Revenue Growth considered as "NM" due to Non-adjustments for Acquisitions/Divesture.

### Appendix – Q1 Selected Specialty Manufacturing M&A Transactions

#### Selected Global Specialty Manufacturing M&A Comparables (Transaction Value > \$ 10 million or Disclosed Multiples)

|             |  |   |                            |                           | Valuation         | Metrics          |
|-------------|--|---|----------------------------|---------------------------|-------------------|------------------|
| Date        | Target   | Acquirer                                  | Transaction<br>Value (\$M) | Enterprise<br>Value (\$M) | EV/LTM<br>Revenue | EV/LTM<br>EBITDA |
| Specialty M | Ianufacturing Sector   |   |                            |                           |                   |                  |
| 03/28/2014  | Manroy   | FN Herstal                                | \$31                       | \$31                      | 2.13x             | NA               |
| 03/24/2014  | Dantherm Air Handling  | China Technologies                        | \$24                       | \$24                      | 0.68x             | NN               |
| 03/21/2014  | Reznor Manufacturing; Ambi-Rad; Reznor Europe; Gaz<br>Industrie and Manufacturing Operations in Mexico | Nortek                                    | \$260                      | \$260                     | 1.63x             | NA               |
| 03/20/2014  | A VID Technologies   | Premier Farnell                           | \$13                       | \$13                      | 1.53x             | NA               |
| 03/20/2014  | Aerospace Dynamics International   | Precision Castparts                       | \$625                      | \$625                     | NA                | NA               |
| 03/19/2014  | Fisia Babcock Environment  | Nippon Steel & Sumikin Engineering        | \$194                      | \$194                     | NA                | NA               |
| 03/17/2014  | Businesses in Lazio, Liguria and Calabria  | IVS Italia                                | \$24                       | \$24                      | NA                | NA               |
| 03/14/2014  | NanoH2O  | LGChem                                    | \$200                      | \$200                     | NA                | NA               |
| 03/11/2014  | Hyflux Marmon Development  | Marmon Water                              | \$43.4                     | \$86.8                    | NA                | NA               |
| 03/11/2014  | Remington Outdoor  | Global Digital Solutions                  | \$1,689                    | \$1,420                   | 1.12x             | 7.8              |
| 03/10/2014  | UPECA Technologies   | Senior                                    | \$126                      | \$126                     | 2.69x             | NA               |
| 03/07/2014  | Nas Toa Welding Technology   | Dengen Welding Technology                 | \$12                       | \$12                      | 0.41x             | NA               |
| 03/06/2014  | Elektro-Metall Export  | TransDigm Group                           | \$47                       | \$47                      | 1.19x             | NA               |
| 03/05/2014  | Roota Engineering  | Pressure Technologies                     | \$23                       | \$23                      | 1.69x             | NA               |
| 03/04/2014  | Interplex Industries   | Amtek Engineering                         | \$210                      | \$210                     | NA                | N/               |
| 03/03/2014  | Thermal Product Solutions  | Resilience Capital Partners               | \$43                       | \$43                      | NA                | NA               |
| 03/03/2014  | AERnnova AEROSPACE   | Springwater Capital                       | \$206                      | \$687                     | NA                | N/               |
| 02/28/2014  | Nilfisk-Advance (Wooden Floor Sanding Equipment<br>Business)   | Amano Pioneer Eclipse                     | \$22                       | \$22                      | NA                | NA               |
| 02/27/2014  | Innovative Design Solutions  | Lippert Components                        | \$36                       | \$36                      | 1.89x             | NA               |
| 02/24/2014  | Brady (Asian and European Die-Cut Business)  | LTI Boyd                                  | \$60                       | \$60                      | 0.31x             | NA               |
| 02/24/2014  | Industrial Products Business   | Alamo Group                               | \$186                      | NA                        | NA                | NA               |
| 02/21/2014  | Golsta Synergy   | GS Capital                                | \$20                       | \$26                      | 1.51x             | 12.3             |
| 02/19/2014  | 3Phoenix   | Ultra Electronics Holdings                | \$87                       | \$87                      | NA                | NA               |
| 02/19/2014  | Galaxy Aviation (Certain Assets of Fixed Base<br>Operation in Boca Raton)                              | Atlantic Aviation                         | \$35                       | \$35                      | NA                | NA               |
| 02/12/2014  | Victor Technologies Group  | Colfax                                    | \$947                      | \$947                     | 1.95x             | 10.3             |
| 02/10/2014  | ICG ADDCAR Systems   | UGM Holdings                              | \$21                       | \$21                      | NA                | NA               |
| 02/05/2014  | Durbal   | Nadella                                   | \$5                        | \$5                       | 0.54x             | NA               |
| 02/03/2014  | APPH and APPH Wichita  | Heroux; HDI Holdings                      | \$128                      | \$124                     | 1.61x             | 9.9              |
| 02/02/2014  | Saudi Pump Factory   | Sulzer                                    | \$36                       | \$49                      | NA                | NA               |
| 01/31/2014  | Sulzer Metco Management  | Oerlikon Balzers Coating                  | \$1,105                    | \$1,105                   | NA                | NA               |
| 01/27/2014  | Hitachi Pump   | Hitachi                                   | \$21                       | \$72                      | NA                | NA               |
| 01/22/2014  | Shenzhen Screen-Star Printing Machinery  | Chengdu Tianxing Instrument and Meter Co. | \$66                       | \$66                      | NA                | NA               |
| 01/20/2014  | Eaton (Aerospace Power Distribution Solutions &<br>Integrated Cockpit Solutions)                       | Safran                                    | \$270                      | \$270                     | 2.65x             | 19.3             |
| 01/20/2014  | Cameron International (Reciprocating Compression<br>Business Division)                                 | Œ   | \$550                      | \$550                     | 1.55x             | NA               |
| 01/14/2014  | Binder Group   | Blossomvale Investments                   | \$17                       | \$17                      | NA                | NA               |
| 01/07/2014  | Certain Business Assets and Industrial Brake Friction<br>Business                                      | Platin 966; Saxid                         | \$160                      | \$160                     | NA                | NA               |
| 01/06/2014  | Aritas Basincli Kaplar Sanayi  | Worthington Cylinder                      | \$37                       | \$49                      | 1.22x             | NA               |
| 01/02/2014  | Diversified Mining Services (COALTRAM Mining<br>Equipment Business)                                    | PPK Group                                 | \$12                       | \$12                      | NA                | NA               |

| Average <sup>(1)</sup> | 1.46x | 11.9x |
|------------------------|-------|-------|
| Median <sup>(1)</sup>  | 1.54x | 10.3x |

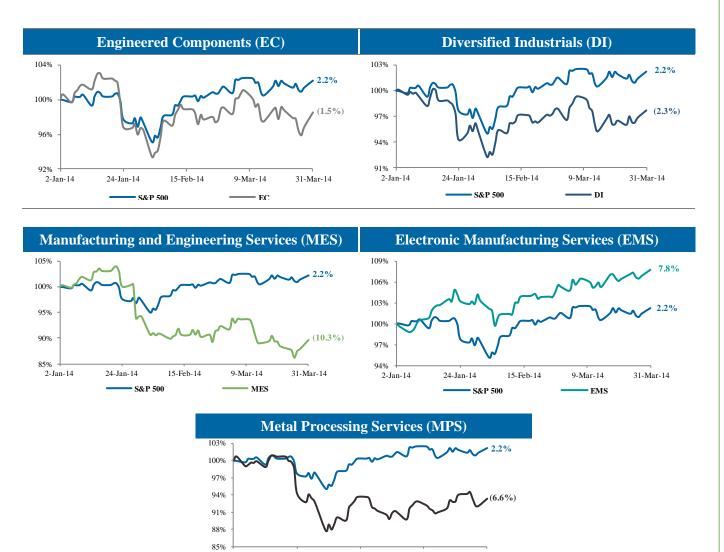
Source: CapitalIQ. Note: LTM = Last Twelve Months.

Note: EV = Enterprise Value (Equity Value + Debt + Minority Interest - Cash and Cash Equivalents).(1) EV/LTM Revenue multiples > 10.0x and EV/LTM EBITDA multiples > 30.0x are excluded.

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### **Appendix – Specialty Manufacturing Public Equity Market Performance**



15-Feb-14

31-Mar-14

9-Mar-14

MPS

Source: CapitalIQ.

NAVIDAR-

2-Jan-14

24-Jan-14

S&P 500

## **Appendix – Specialty Manufacturing Public Company Groups**

| Manufacturing & Engineering Services. |        |  |
|---------------------------------------|--------|--|
| Company Name                          | Ticker |  |
| Triumph Group                         | TGI    |  |
| Barnes Group                          | В      |  |
| Raven Industries                      | RAVN   |  |
| LMI Aerospace                         | LMIA   |  |
| Ducommun                              | DCO    |  |
| TechPrecision                         | TPCS   |  |

| Metal Processing Services |        |
|---------------------------|--------|
| Company Name              | Ticker |
| Reliance Steel & Aluminum | RS     |
| Kennametal                | KMT    |
| Carpenter Technology      | CRS    |
| Worthington Industries    | WOR    |
| RTI International Metals  | RTI    |

| Electronic Manufacturing Services |        |  |
|-----------------------------------|--------|--|
| Company Name                      | Ticker |  |
| Hon Hai Precision Industry        | 2317   |  |
| TE Connectivity                   | TEL    |  |
| Flextronics International         | FLEX   |  |
| Jabil Circuit                     | JBL    |  |
| Foxconn International             | 2038   |  |
| Celestica                         | CLS    |  |
| Benchmark Electronics             | BHE    |  |
| Sanmina                           | SANM   |  |

| Diversified Industrials |        |  |
|-------------------------|--------|--|
| Company Name            | Ticker |  |
| General Electric        | GE     |  |
| United Technologies     | UTX    |  |
| Honeywell International | HON    |  |
| Danaher                 | DHR    |  |
| Illinois Tool Works     | ITW    |  |
| Tyco International      | TYC    |  |
| Parker-Hannifin         | PH     |  |
| Dover                   | DOV    |  |
| Textron                 | TXT    |  |

| Engineered Components    |        |
|--------------------------|--------|
| Company Name             | Ticker |
| Precision Castparts      | PCP    |
| Timken                   | TKR    |
| Allegheny Technologies   | ATI    |
| Crane                    | CR     |
| Curtiss-Wright           | CW     |
| TriMas                   | TRS    |
| Bradken                  | BKN    |
| EnPro Industries         | NPO    |
| Kaman                    | KAMN   |
| Standex International    | SXI    |
| Quanex Building Products | NX     |
| Park-Ohio Holdings       | РКОН   |
| Heroux-Devtek            | HRX    |

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