

CIRCOR Reports Second-Quarter 2014 Financial Results

August 1, 2014

BURLINGTON, Mass.--(BUSINESS WIRE)--Aug. 1, 2014-- <u>CIRCOR International. Inc.</u> (NYSE: CIR), a leading provider of valves and other highly engineered products for markets including oil & gas, power generation and aerospace & defense, today announced financial results for the second quarter ended June 29, 2014.

Second-Quarter 2014 Highlights

- Adjusted operating margin expanded 70 basis points to 10.7%
- Adjusted EPS grew 12% to \$0.91
- Year-to-date free cash flow was \$21.8 million, 82% of net income
- Orders up 2%
- · Growth and restructuring initiatives remain on track

"CIRCOR continued to demonstrate strong bottom-line improvement during the second quarter," said <u>Scott Buckhout</u>, CIRCOR President and Chief Executive Officer. "We achieved a 70 basis point increase in adjusted operating margin to 10.7% largely driven by restructuring and cost control initiatives."

"Similar to the first quarter, second-quarter quoting activity remained strong in upstream oil and gas, as well as in power generation; however, actual bookings continue to be slow. In our Aerospace & Defense business, bookings were up over the prior year."

"Our ability to meet our bottom-line expectations is a result of our focus on expanding margins through operational excellence and the CIRCOR simplification program. We expect that our margin expansion initiatives will gain further traction throughout the year."

"We continue to make investments in transforming CIRCOR into a growth company. We are increasing our sales and engineering capacity in key international growth markets while we focus more resources on developing innovative new products," concluded Buckhout.

Third-Quarter 2014 Guidance

For the third quarter of 2014, the Company expects:

- Revenues in the range of \$200 million to \$215 million;
- Adjusted earnings per share, excluding restructuring and special charges, in the range of \$0.87 to \$0.94; and,
- Restructuring and special related charges of approximately \$1.6 million to \$2.0 million.

Selected Consolidated Results

(In millions, except percents and bps) Revenue	Q2 2014 \$ 207.9		Change -7%
Adjusted Operating Income ¹	\$ 22.2	\$ 22.3	-1%
Adjusted Operating Margin ¹	10.7%	10.0%	70 bps -7%
GAAP Earnings Per Share (Diluted) Adjusted Earnings Per Share (Diluted) ¹	\$ 0.67 \$ 0.91	\$ 0.72 \$ 0.81	-7% 12%
Orders	\$ 203.7	\$200.1	2%
Backlog ²	\$ 413.1	\$ 433.5	-5%
Free Cash Flow	\$7.4	\$9.5	-22%

Segment Results

 (In millions, except percents and bps)
 Q2 2014
 Q2 2013
 Change

 Energy
 Revenue
 \$160.6
 \$173.6
 -7%

Adjusted Operating Margin ¹	14.6%	13.3%	130 bps
Orders	\$ 160.3	\$ 163.8	-2%
Backlog	\$ 279.5	\$263.6	6%
Aerospace & Defense			
Revenue	\$ 47.3	\$ 50.1	-6%
Adjusted Operating Margin ¹	7.1%	11.4%	-430 bps
Orders	\$ 43.4	\$ 36.3	20%
Backlog ²	\$ 133.5	\$ 169.9	-21%

1. Consolidated and Segment Results exclude special and restructuring charges, \$1.3 million and \$2.3 million related to restructuring actions during Q2 2014 and Q2 2013, respectively, as well as \$5.1 million in inventory charges related to the exit of certain landing gear product lines recorded during Q2 2014. Refer to reconciliation to commonly used US GAAP terms.

2. Consolidated and Aerospace & Defense Segment Backlog reflects a Q2 2014 reduction of \$28.6 million associated with the exit of certain landing gear product lines.

Conference Call Information

CIRCOR International will hold a conference call to review its financial results today, August 1, 2014, at 10:00 a.m. ET. To listen to the conference call and view the accompanying presentation slides, visit "Webcasts & Presentations" in the "Investors" section of the CIRCOR website. The live call also can be accessed by dialing (877) 407-5790 or (201) 689-8328. The webcast will be archived for one year on the Company's website.

Use of Non-GAAP Financial Measures

Adjusted net income, adjusted earnings per diluted share, adjusted operating income, adjusted operating margin, and free cash flow are non-GAAP financial measures and are intended to serve as a complement to results provided in accordance with accounting principles generally accepted in the United States. CIRCOR believes that such information provides an additional measurement and consistent historical comparison of the Company's performance. A reconciliation of the non-GAAP financial measures to the most directly comparable GAAP measures is available in this news release.

Safe Harbor Statement

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Reliance should not be placed on forward-looking statements because they involve unknown risks, uncertainties and other factors, which are, in some cases, beyond the control of CIRCOR. Any statements in this press release that are not statements of historical fact are forward-looking statements, including, but not limited to, those relating to CIRCOR's future performance, including third-quarter revenue and earnings guidance and estimated total annualized pre-tax savings from restructuring actions. Actual events, performance or results could differ materially from the anticipated events, performance or results expressed or implied by such forward-looking statements. BEFORE MAKING ANY INVESTMENT DECISIONS REGARDING OUR COMPANY, WE STRONGLY ADVISE YOU TO READ THE SECTION ENTITLED "RISK FACTORS" IN OUR MOST RECENT ANNUAL REPORT ON FORM 10-K AND SUBSEQUENT REPORTS ON FORMS 10-Q, WHICH CAN BE ACCESSED UNDER THE "INVESTORS" LINK OF OUR WEBSITE AT <u>WWW, CIRCOR.COM</u>. We undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

About CIRCOR International, Inc.

CIRCOR International, Inc. designs, manufactures and markets highly engineered products and sub-systems for markets including oil & gas, power generation and aerospace & defense. With more than 7,000 customers in over 100 countries, CIRCOR has a diversified product portfolio with recognized, market-leading brands that fulfill its customers' unique application needs. The Company's strategy is to grow organically and through complementary acquisitions; simplify CIRCOR's operations; achieve world class operational excellence; and attract and retain top industry talent. For more information, visit the Company's investor relations website at http://investors.circor.com.

CIRCOR INTERNATIONAL, INC.

CONSOLIDATED STATEMENT OF INCOME

(in thousands, except share data)

	Three Months	Ended	Six Months Er	ded		
	June 29, 2014	June 30, 2013	June 29, 2014	June 30, 2013		
Net revenues	\$ 207,884	\$ 223,644	\$ 419,070	\$ 429,042		
Cost of revenues	148,184	153,538	294,731	299,086		
GROSS PROFIT	59,700	70,106	124,339	129,956		
Selling, general and administrative expenses	42,609	47,596	87,498	93,168		
Special charges, net	1,257	2,254	100	3,632		

OPERATING INCOME	15,834	20,256	36,741	33,156
Other (income) expense:				
Interest expense, net	891	838	1,809	1,625
Other (income) expense, net	(384)	626	(853)	1,239
TOTAL OTHER EXPENSE, NET	507	1,464	956	2,864
INCOME BEFORE INCOME TAXES	15,328	18,792	35,785	30,292
Provision for income taxes	3,402	6,124	9,227	9,715
NET INCOME	\$ 11,926	\$ 12,667	\$ 26,558	\$ 20,577
Earnings per common share:				
Basic	\$ 0.68	\$ 0.72	\$ 1.51	\$ 1.17
Diluted	\$ 0.67	\$ 0.72	\$ 1.50	\$ 1.17
Weighted average number of common shares outstanding:				
Basic	17,665	17,565	17,643	17,539
Diluted	17,767	17,607	17,754	17,569
Dividends paid per common share	\$ 0.0375	\$ 0.0375	\$ 0.0750	\$ 0.0750

CONSOLIDATED STATEMENTS OF CASH FLOWS

(in thousands)

(UNAUDITED)

	Six Months E June 29, 201			013
OPERATING ACTIVITIES				
Net income	\$ 26,558		\$ 20,577	
Adjustments to reconcile net income to net cash provided by operating activities:				
Depreciation	8,185		8,035	
Amortization	1,591		1,509	
Compensation expense of share-based plans	4,020		2,156	
Tax effect of share-based plan compensation	(971)	(422)
(Gain) on disposal of property, plant and equipment	(54)	(129)
Changes in operating assets and liabilities:				
Trade accounts receivable, net	(23,705)	(9,406)
Inventories, net	3,600		(4,059)
Prepaid expenses and other assets	143		(2,412)
Accounts payable, accrued expenses and other liabilities	7,988		3,583	
Net cash provided by operating activities	27,355		19,432	
INVESTING ACTIVITIES				
Additions to property, plant and equipment	(5,603)	(8,808)
Proceeds from the sale of property, plant and equipment	32		314	
Net cash used in investing activities	(5,571)	(8,494)
FINANCING ACTIVITIES				
Proceeds from long-term debt	81,910		74,255	
Payments of long-term debt	(88,776)	(84,679)
Dividends paid	(1,341)	(1,340)
Proceeds from the exercise of stock options	237		1,498	
Tax effect of share-based compensation	971		422	
Net cash used in financing activities	(6,999)	(9,844)
Effect of exchange rate changes on cash and cash equivalents	(639)	(2,002)
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	14,146		(907)
Cash and cash equivalents at beginning of year	102,180		61,738	
CASH AND CASH EQUIVALENTS AT END OF PERIOD	\$ 116,326		\$ 60,831	
Cash paid during the year for:				
Income taxes	\$ 6,375		\$ 3,464	
Interest	\$ 1,358		\$ 1,054	

CONSOLIDATED BALANCE SHEETS

(in thousands)

June 29, 2014 December 31, 2013 ASSETS (unaudited) CURRENT ASSETS: Cash and cash equivalents \$ 116,326 \$ 102,180 Short-term investments 95 95 Trade accounts receivable, less allowance for doubtful accounts of \$2,832 and \$2,449, respectively 144,742 168,541 Inventories, net 196,389 199,404 Prepaid expenses and other current assets 19,817 19,815 Deferred income tax asset 19,476 17,686 **Total Current Assets** 520,644 483,922 PROPERTY, PLANT AND EQUIPMENT, NET 105,461 107,724 OTHER ASSETS: 75,876 Goodwill 76,860 Intangibles, net 34,476 35,656 18,579 Deferred income tax asset 16,779 Other assets 4,866 4,893 TOTAL ASSETS \$ 759,086 \$ 726,650 LIABILITIES AND SHAREHOLDERS' EQUITY CURRENT LIABILITIES: Accounts payable \$ 81,886 \$ 70,589 Accrued expenses and other current liabilities 63,023 57,507 Accrued compensation and benefits 24,369 31,289 Income taxes payable 6,396 3,965 Notes payable and current portion of long-term debt 3,642 7,203 **Total Current Liabilities** 179,316 170,553 LONG-TERM DEBT, NET OF CURRENT PORTION 39,797 42,435 DEFERRED INCOME TAXES 9,236 9,666 27,109 OTHER NON-CURRENT LIABILITIES 23,375 SHAREHOLDERS' EQUITY: Common stock 170 176 Additional paid-in capital 274,580 269,884 Retained earnings 227,868 202,930 Accumulated other comprehensive gain, net of taxes 4,744 3,897 Total Shareholders' Equity 507,362 476,887 TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY \$ 759,086 \$ 726,650

CIRCOR INTERNATIONAL, INC.

SUMMARY OF ORDERS AND BACKLOG

(in millions)

	Three Mor	ths Ended	Six Mont	hs Ended			
	June 29, 2014	June 30, 2013	June 29, 2014	June 30, 2013			
ORDERS (1)							
Energy	\$ 160.3	\$ 163.8	\$ 319.9	\$ 337.3			

Aerospace & Defense	43.4	36.3	83.7	89.6
Total orders	\$ 203.7	\$ 200.1	\$ 403.6	\$ 426.9

BACKLOG (2)	June 29, 2014	June 30, 2013
Energy	\$ 279.5	\$ 263.6
Aerospace & Defense (3)	133.5	169.9
Total backlog	\$ 413.1	\$ 433.5

Note 1: Orders do not include the foreign exchange impact due to the re-measurement of customer order backlog amounts denominated in foreign currencies.

Note 2: Backlog includes all unshipped customer orders.

Note 3: Aerospace & Defense backlog reflects a reduction of \$28.6 million associated with the exit of certain landing gear product lines recorded in the second quarter of 2014.

CIRCOR INTERNATIONAL, INC.

SUMMARY REPORT BY SEGMENT

(in thousands, except earnings per share)

	2013						4711 075		TOTAL		2014				TOTAL	
NET REVENUES	1ST QTR		2ND QTR	2	3RD QTF	¢	4TH QTR	2	TOTAL		1ST QTR		2ND QTF	¢	TOTAL	
Energy	\$157,104	1	\$ 173,557	7	\$ 167,660)	\$162,649	9	\$660,97	0	\$ 162,587	7	\$160,580)	\$323,167	7
Aerospace & Defense	48,294		50,087		47,071		51,386		196,838		48,599		47,304		95,903	
Total	\$ 205,398	3	\$223,644	1	\$214,731	1	\$214,035	5	\$857,80	8	\$211,186	6	\$207,88	1	\$419,07	0
ADJUSTED OPERATING MARGIN																
Energy	10.8	%	13.3	%	15.2	%	17.1	%	14.1	%	13.8	%	14.6	%	14.2	%
Aerospace & Defense	5.9	%	11.4	%	12.1	%	8.4	%	9.5	%	9.1	%	7.1	%	8.1	%
Segment operating margin	9.6	%	12.9	%	14.5	%	15.0	%	13.0	%	12.7	%	12.9	%	12.8	%
Corporate expenses	(2.6)%	6 (2.9)%	6 (3.4)%	6 (3.5)%	ы́ (З.1)%	5 (3.4)%	6 (2.2)%	6 (2.8)%
Adjusted operating margin	7.1	%	10.0	%	11.1	%	11.6	%	9.9	%	9.4	%	10.7	%	10.0	%
Restructuring inventory charges	0.1	%	(0.1)%	, —	%	0.3	%	0.1	%	—	%	2.5	%	1.2	%
Impairment charges		%	_	%	_	%	3.2	%	0.8	%		%	—	%	_	%
Special (recoveries)	—	%	_	%	(1.5)%	— —	%	(0.4)%	5 (1.1)%	<i>б</i> —	%	(0.5)%
Special charges	0.7	%	1.0	%	1.4	%	2.4	%	1.4	%	0.5	%	0.6	%	0.6	%
Total GAAP operating margin	6.3	%	9.1	%	11.1	%	5.6	%	8.1	%	9.9	%	7.6	%	8.8	%

	2013 1ST QTR	2ND (QTR	3RD QT	R	4TH QT	R	TOTAL		2014 1ST QTI	र	2ND QT	R	TOTAL	
ADJUSTED OPERATING INCOME															
Energy	\$16,940	\$23,1	14	\$25,441	I	\$27,809)	\$93,304		\$22,462		\$23,502		\$ 45,964	Ļ
Aerospace & Defense	2,864	5,724		5,705		4,342		18,635		4,426		3,362		7,788	
Segment operating income	19,804	28,83	8	31,146		32,151		111,939		26,888		26,864		53,752	
Corporate expenses	(5,277) (6,570))	(7,400)	(7,400)	(26,646)	(7,137)	(4,634)	(11,771)
Adjusted operating income	14,528	22,26	8	23,746		24,751		85,293		19,750		22,231		41,981	
Restructuring inventory charges	250	(242)	—		638		646		—		5,139		5,139	
Impairment charges	—	—		—		6,872		6,872		—		—		—	
Special (recoveries)	—	—		(3,151)	—		(3,151)	(2,243)	—		(2,243)
Special charges	1,378	2,254		2,961		5,160		11,752		1,086		1,257		2,343	
Total GAAP operating income	12,900	20,25	6	23,936		12,081		69,174		20,907		15,834		36,741	
INTEREST EXPENSE, NET	(787) (838)	(745)	(792)	(3,162)	(918)	(891)	(1,809)
OTHER (EXPENSE) INCOME, NET	(612) (626)	(568)	(167)	(1,974)	468		384		853	
PRETAX INCOME	11,501	18,79	2	22,623		11,122		64,038		20,457		15,328		35,785	
PROVISION FOR INCOME TAXES	(3,592) (6,124	1)	(4,903)	(2,297)	(16,916)	(5,825)	(3,402)	(9,227)
EFFECTIVE TAX RATE	31.2	% 32.6	9	6 21.7	%	20.7	%	6 26.4	%	6 28.5	%	22.2	%	5 25.8	%

NET INCOME	\$7,908		\$ 12,668		\$ 17,720		\$8,825		\$47,121		\$14,632		\$ 11,926		\$26,558	
Weighted Average Common Shares Outstanding (Diluted)	17,529		17,607		17,667		17,710		17,629		17,741		17,767		17,754	
EARNINGS PER COMMON SHARE (Diluted)	\$0.45		\$0.72		\$1.00		\$0.50		\$2.67		\$0.82		\$0.67		\$1.50	
ADJUSTED EBITDA	\$18,682		\$26,419		\$27,850		\$29,441		\$102,392		\$27,387		\$14,744		\$42,131	
ADJUSTED EBITDA AS A % OF SALES	9.1	%	11.8	%	13.0	%	13.8	%	11.9	%	13.0	%	7.1	%	10.1	%
CAPITAL EXPENDITURES	\$4,707		\$4,100		\$4,772		\$3,749		\$17,328		\$2,670		\$ 2,933		\$ 5,603	

RECONCILIATION OF KEY PERFORMANCE MEASURES TO COMMONLY USED GENERALLY ACCEPTED ACCOUNTING PRINCIPLE TERMS

(in thousands, except earnings per share)

	2013 1ST QTR	2ND QTR	3RD QTR	4TH QTR	TOTAL	2014 1ST QTR	2ND QTR	TOTAL
FREE CASH FLOW AS % OF NET INCOME	14 %	575 %	167 %	167 %	116 %	98 %	62 %	82 %
FREE CASH FLOW ADD:	\$ 1,100	\$ 9,525	\$ 29,557	\$ 14,696	\$ 54,878	\$ 14,387	\$ 7,365	\$ 21,752
Capital Expenditures	4,707	4,100	4,772	3,749	17,328	2,670	2,933	5,603
NET CASH PROVIDED BY OPERATING ACTIVITIES	\$ 5,807	\$13,625	\$34,329	\$ 18,445	\$72,206	\$ 17,057	\$10,298	\$27,355
NET DEBT (CASH) ADD:	\$ 8,814	\$(1,376)	\$ (36,466)	\$ (52,637)	\$(52,637)	\$ (66,056)	\$ (72,982)	\$ (72,982)
Cash & Cash Equivalents	57,633	60,831	86,285	102,180	102,180	122,097	116,326	116,326
Investments	99	96	98	95	95	92	95	95
TOTAL DEBT	\$66,546	\$ 59,551	\$49,917	\$ 49,638	\$49,638	\$56,133	\$43,439	\$ 43,439
DEBT AS % OF EQUITY	16 %	14 %	11 %	10 %	10 %	11 %	9 %	9 %
TOTAL DEBT	66,546	59,551	49,917	49,638	49,638	56,133	43,439	43,439
TOTAL SHAREHOLDERS' EQUITY	418,819	432,151	459,058	476,887	476,887	492,601	507,363	507,363
ADJUSTED OPERATING INCOME	2013 1ST QTR \$ 14,528	2ND QTR \$ 22,268	3RD QTR \$ 23,746	4TH QTR \$ 24,751	TOTAL \$ 85,293	2014 1ST QTR \$ 19,750	2ND QTR \$ 22,230	TOTAL \$ 41,980
Inventory restructuring charges	250	(242)	_	638	646	_	5,139	5,139
Impairment charges		(<u>212</u>)	_	6,872	6,872	_		
Special (recoveries)		_	(3,151)		(3,151)	(2,243)	_	(2,243)
Special charges	1,378	2,254	2,961	5,160	11,753	1,086	1,257	2,343
OPERATING INCOME	\$12,900	\$20,256	\$23,936	\$12,081	\$69,173	\$20,907	\$15,834	\$36,741
ADJUSTED NET INCOME	\$ 9,043	\$14,044	\$16,439	\$ 16,773	\$ 56,299	\$13,916	\$ 16,090	\$ 30,006
LESS:	. ,	. ,	. ,	. ,	. ,	. ,	. ,	. ,
Inventory restructuring charges, net of tax	174	(165)	_	396 4,261	405 4,261	—	3,316	3,316
Impairment charges, net of tax Special (recoveries), net of tax	_	_	— (3,151)	4,201	(3,151)		_	
Special charges, net of tax	 961	 1,541	1,870	 3,291	7,663	(1,391) 675	848	1,523
NET INCOME	\$7,908	\$ 12,668	\$17,720	\$ 8,825	7,003 \$47,121	\$14,632	840 \$11,926	\$ 26,558
ADJUSTED EARNINGS PER SHARE LESS:	\$ 0.52	\$ 0.81	\$ 0.93	\$ 0.95	\$3.21	\$ 0.78	\$ 0.91	\$ 1.70
Inventory restructuring charges, net of tax	0.01	(0.01)	_	0.02	0.02	_	0.19	0.19
Impairment charges, net of tax	_	_ ,	_	0.24	0.24	_	_	_
Special (recoveries), net of tax	_	_	(0.18)	_	(0.18)	(0.08)	_	(0.08)
Special charges, net of tax	0.06	0.10	0.11	0.19	0.46	0.04	0.05	0.09
EARNINGS PER COMMON SHARE (Diluted)	\$0.45	\$0.72	\$1.00	\$0.50	\$2.67	\$0.82	\$0.67	\$ 1.50

	2013					2014		
	1ST QTR	2ND QTR	3RD QTR	4TH QTR	TOTAL	1ST QTR	2ND QTR	TOTAL
EBITDA	\$ 17,054	\$ 24,407	\$ 23,368	\$ 11,914	\$86,272	\$ 26,230	\$21,140	\$ 47,370
LESS:								
Interest expense, net	(787)	(838)	(745)	(792)	(3,162)	(918)	(891)	(1,809)
Depreciation	(4,009)	(4,026)	(3,908)	(4,091)	(16,034)	(4,069)	(4,116)	(8,185)
Amortization	(758)	(751)	(764)	(766)	(3,039)	(786)	(805)	(1,591)
Provision for income taxes	(3,592)	(6,124)	(4,903)	(2,297)	(16,916)	(5,825)	(3,402)	(9,227)
NET INCOME	\$7,908	\$12,668	\$17,720	\$ 8,825	\$47,121	\$14,632	\$ 11,926	\$26,558
ADJUSTED EBITDA	\$ 18,682	\$ 26,419	\$ 27,850	\$ 29,441	\$102,392	\$ 27,387	\$14,744	\$ 42,131
Inventory restructuring charges	(250)	242	_	(638)	(646)	_	5,139	5,139
Impairment charges	_	—	_	(6,872)	(6,872)	_	_	_
Special (recoveries)	_	—	3,151	_	3,151	(2,243)	_	(2,243)
Special charges	(1,378)	(2,254)	(2,961)	(5,160)	(11,753)	1,086	1,257	2,343
Interest expense, net	(787)	(838)	(745)	(792)	(3,162)	(918)	(891)	(1,809)
Depreciation	(4,009)	(4,026)	(3,908)	(4,091)	(16,034)	(4,069)	(4,116)	(8,185)
Amortization	(758)	(751)	(764)	(766)	(3,039)	(786)	(805)	(1,591)
Provision for income taxes	(3,592)	(6,124)	(4,903)	(2,297)	(16,916)	(5,825)	(3,402)	(9,227)
NET INCOME	\$7,908	\$12,668	\$17,720	\$8,825	\$47,121	\$14,632	\$ 11,926	\$26,558

RECONCILIATION OF FUTURE PERFORMANCE MEASURES TO COMMONLY

USED GENERALLY ACCEPTED ACCOUNTING PRINCIPLE TERMS

UNAUDITED

	3rd Quarter 2014	
	Low	High
REVENUE (in millions)	\$ 200	\$ 215
EXPECTED ADJUSTED EARNINGS PER SHARE (DILUTIVE)	\$ 0.87	\$ 0.94
LESS: Restructuring related charges, Special charges	0.08	0.06
EXPECTED EARNINGS PER COMMON SHARE (Diluted)	\$ 0.79	\$ 0.88

Note: Assumes 26% to 27% tax rate and exchange rates at present values.

Source: CIRCOR International, Inc.

CIRCOR International Rajeev Bhalla, 781-270-1200 Executive Vice President & Chief Financial Officer