



November 5, 2019

Dover Corporation

Baird Global Industrial Conference

Richard J. Tobin, President & CEO

Forward-Looking Statements and Non-GAAP Measures

Our comments may contain forward-looking statements that are inherently subject to uncertainties and risks. We caution everyone to be guided in their analysis of Dover Corporation by referring to the documents we file from time to time with the SEC, including our Form 10-K for 2018, 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 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. Definitions and reconciliations are included in Dover's prior quarter earnings releases, investor presentations and other SEC filings, which are available on Dover's website under "Investor Relations – News and Reports".

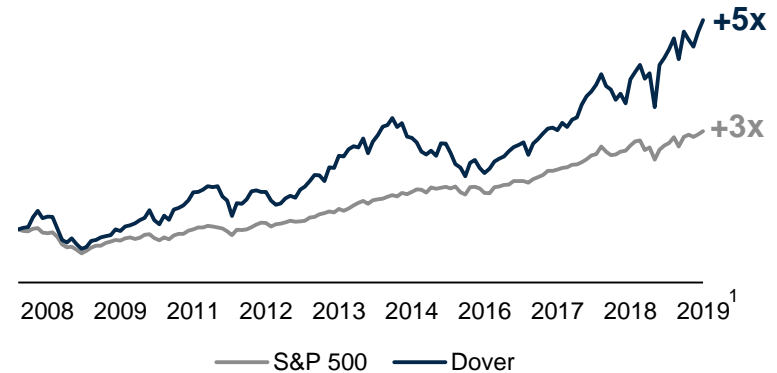
Introduction to Dover

Highlights

- **Strong Businesses:** Premium franchises that partner with customers for engineered equipment, critical components, consumables, software and services across attractive end-markets
- **Global Scale:** ~24,000 employees worldwide across 18 operating companies
- **Consistent Returns:**
 - Leading shareholder returns
 - Strong and stable FCF
 - 64 consecutive years of increasing dividend

Shareholder Value Creation

Dividend-Adjusted Share Price (indexed)



2019E Financial Snapshot

~\$7B

Revenue

~20%

Adjusted Segment
EBITDA Margin²

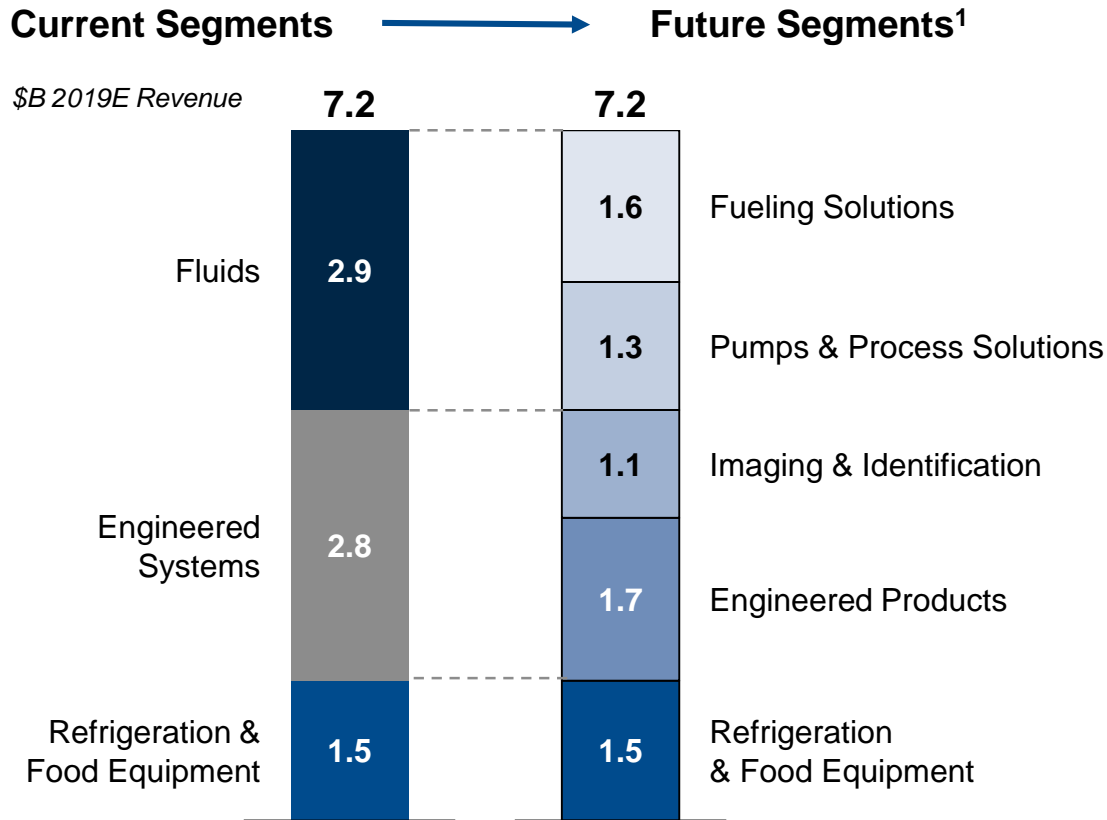
~17-18%

Adj. 'EPS²
'19E Growth

~8-12%

FCF² % of Revenue

Re-segmentation Aligned with New Management Structure and Operating Model; Increasing Portfolio Transparency



Management and Operating Model

- Increased management efficiency and decision making speed
- Consistency with evolving operating model
- Leverage of business model and go-to-market commonality
- Clearer alignment with capital deployment priorities

Portfolio Transparency & “SOTP”

- Improved performance benchmarking comparability
- Increased portfolio transparency to shareholders
- Better visibility into “sum of the parts” value

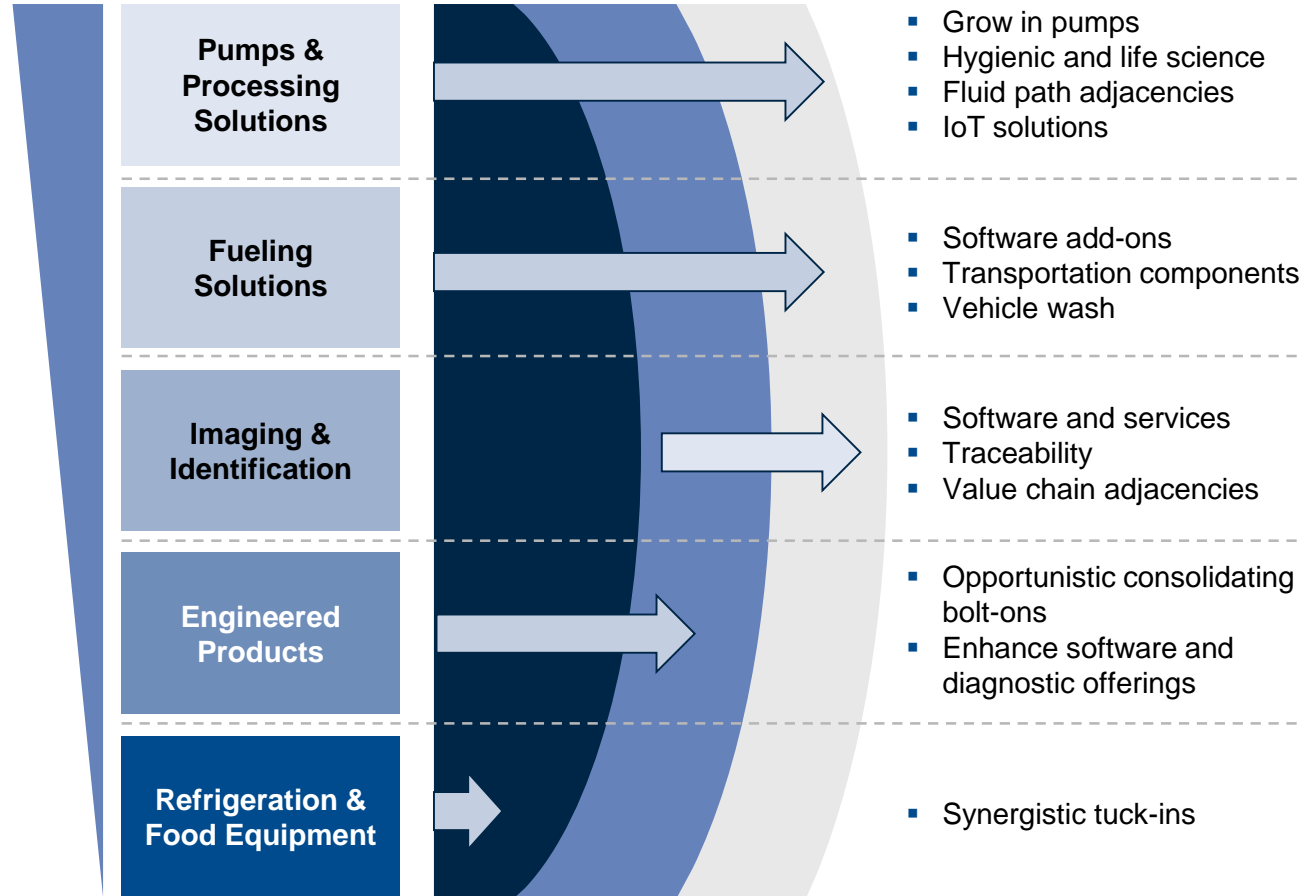
Note: 1. Effective Q4 2019. For remainder of presentation, all references to “segments” will be for new segment structure.

Runway for Inorganic Deployment in Attractive Segments

Priorities

Runway
& Priority

Core Software /
Services Adjacencies



Portfolio Intent

- ✓ Remain within Dover circle of competence
- ✓ Measured pace of portfolio evolution
- ✓ Shift weighting of the portfolio to fluid control, critical components, and imaging over time
- ✓ Improve growth exposure
- ✓ Grow complementary digital business
- ✓ Increase sales stability

Q3 2019 - Highlights

Organic revenue growth⁽¹⁾ of 6%

Net of 2% unfavorable FX impact

Solid growth across DF and DES businesses

Adjusted earnings from continuing operations⁽¹⁾ up 15% to \$235M

Earnings from continuing operations on a GAAP basis up 31% to \$206M

Segment performance

Adjusted EBIT⁽¹⁾ up 17% to \$320M, at 17.5% margin (+180 bps year-over-year)

FCF⁽¹⁾ 16.7% of revenue; strong FCF conversion across all segments

Organic bookings growth of 7%

Net of 2% unfavorable FX impact

DF and DES book-to-bill above 1

Adjusted diluted EPS from continuing operations⁽¹⁾⁽²⁾ at \$1.60, up 18%

\$0.04 benefit related to discrete tax items⁽³⁾

Diluted EPS from continuing operations on a GAAP basis at \$1.40, up 33%

Guidance & other activities

Narrowing 2019 Adj. EPS⁽¹⁾⁽²⁾ guidance to \$5.82 - \$5.85

On track to begin reporting new segment structure with Q4 '19 results

(1) Non-GAAP measures (definitions and reconciliations in appendix).

(2) Adjusted diluted EPS excludes acquisition-related amortization, rightsizing and other costs.

(3) Includes \$5.2M of discrete tax benefits in the quarter.

Appendix

Reconciliation of Q3 2019 Earnings from Continuing Operations to Adj. EBIT and Adj. EBITDA and calculation of Adj. EBIT margin and Adj. EBITDA margin by Segment (U.S. GAAP)

(\$ in millions)	Q3 2019			
	DES	DF	DRFE	Total
Revenue	702	753	370	1,825
Earnings from continuing operations	-	-	-	206
Add back:				
Corporate expense	-	-	-	29
Interest expense, net	-	-	-	30
Income tax expense	-	-	-	52
EBIT	136	146	35	317
EBIT %	19.4%	19.3%	9.5%	17.4%
Adjustments:				
Rightsizing and other costs	1	2	1	3
Adjusted EBIT - Segment	137	147	36	320
Adjusted EBIT %	19.5%	19.6%	9.7%	17.5%
Adjusted depreciation and amortization expense ⁽¹⁾	17	35	13	65
Adjusted EBITDA - Segment	154	182	49	385
Adjusted EBITDA %	22.0%	24.2%	13.3%	21.1%

Note: Numbers may not add due to rounding

(1) Adjusted depreciation and amortization expense excludes depreciation and amortization included within rightsizing and other costs

Reconciliation of Q3 2018 Earnings from Continuing Operations to Adj. EBIT and Adj. EBITDA and calculation of Adj. EBIT margin and Adj. EBITDA margin by Segment (U.S. GAAP)

(\$ in millions)	Q3 2018			
	DES	DF	DRFE	Total
Revenue	672	690	386	1,748
Earnings from continuing operations	-	-	-	157
Add back:				
Corporate expense	-	-	-	30
Interest expense, net	-	-	-	29
Income tax expense	-	-	-	36
EBIT	109	101	42	252
EBIT %	16.2%	14.7%	11.0%	14.4%
Adjustments:				
Rightsizing and other costs	11	10	0	22
Adjusted EBIT - Segment	119	112	43	274
Adjusted EBIT %	17.8%	16.2%	11.1%	15.7%
Depreciation and amortization expense	18	35	14	67
Adjusted EBITDA - Segment	138	147	56	341
Adjusted EBITDA %	20.5%	21.2%	14.6%	19.5%

Note: Numbers may not add due to rounding

Reconciliation of Adjusted Earnings from Continuing Operations to Earnings from Continuing Operations and calculation of Adjusted diluted EPS under U.S. GAAP

(\$ in millions, except per share data)

	Q3 2019	Q3 2018
Earnings from continuing operations (\$)	206	157
Acquisition-related amortization, pre tax	34	35
Acquisition-related amortization, tax impact	(9)	(9)
Rightsizing and other costs, pre tax	4	24
Rightsizing and other costs, tax impact	(1)	(4)
Adjusted earnings from continuing operations (\$)	235	203
Weighted average shares outstanding – diluted	147	149
Diluted EPS (\$)	1.40	1.05
Acquisition-related amortization, pre tax	0.23	0.23
Acquisition-related amortization, tax impact	(0.06)	(0.06)
Rightsizing and other costs, pre tax	0.03	0.16
Rightsizing and other costs, tax impact	(0.01)	(0.03)
Adjusted diluted EPS (\$)	1.60	1.36

Note: Numbers may not add due to rounding

Reconciliation of Free Cash Flow; and EPS from Continuing Operations to Adjusted EPS from Continuing Operations Reconciliation

Free Cash Flow Reconciliation

(\$ millions)	Three months ended	
	Sep 30, 2019	Sep 30, 2018
Net Cash Provided by Operating Activities	351	244
Capital Expenditures	(46)	(38)
Free Cash Flow	305	206

Adjusted EPS from Continuing Operations Reconciliation

	Range	
2019 Guidance for Earnings per Share from Continuing Operations (GAAP)	\$4.69	\$4.72
Acquisition-related amortization, net		0.71
Rightsizing and other costs, net		0.10
Loss on assets held for sale		0.32
2019 Guidance for Adjusted Earnings per Share from Continuing Operations	\$5.82	\$5.85

Note: Numbers may not add due to rounding

Reconciliation of Q3 2019 Organic Revenue Growth to Q3 2019 Total Revenue Growth

	Three Months Ended Sep 30, 2019
Organic	5.6 %
Acquisitions	1.0 %
Dispositions	(0.5)%
Currency Translation	(1.6)%
Total	4.5%

Note: Numbers may not add due to rounding

Appendix: Non-GAAP Definitions

Definitions of Non-GAAP Measures:

Adjusted Earnings from Continuing Operations: is defined as earnings from continuing operations adjusted for the effect of acquisition-related amortization, rightsizing and other costs and a 2019 loss on assets held for sale.

Adjusted Diluted Earnings Per Share from Continuing Operations: is defined as adjusted earnings from continuing operations divided by average diluted shares.

Adjusted EBIT by Segment: is defined as earnings from continuing operations before income taxes, net interest expense, corporate expenses, rightsizing and other costs and a 2019 loss on assets held for sale.

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

Adjusted EBITDA by Segment: is defined as adjusted EBIT by segment plus depreciation and amortization, excluding depreciation and amortization included within rightsizing and other costs.

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

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

Organic Revenue Growth: is defined as revenue growth excluding the impact of foreign currency exchange rates and the impact of acquisition and dispositions.

Further information regarding management's use of non-GAAP measures are included in Dover's prior earnings releases, investor presentations and other SEC filings, which are available on Dover's website under "Investor Relations – News and Reports".

