

2nd Quarter 2014 Earnings Conference Call

July 24, 2014

Safe Harbor



Today's presentation includes forward-looking statements that reflect management's current expectations about the Company's future business and financial performance.

These statements are subject to certain risks and uncertainties that could cause actual results to differ from anticipated results.

Factors that could cause actual results to differ from anticipated results are identified in Part 1, Item 1A of the Company's Form 10-K, and the current Quarterly Report on Form 10-Q.

Conference Call Logistics



The release, accompanying slides and replay web cast are available online at www.graco.com/ir

Telephone replay will be available after 1 p.m. CT, July 24, 2014. The replay by telephone will be available through July 28, 2014

- 888-203-1112 Conference ID #1832522
- 719-457-0820 Conference ID #1832522, for International participants

Financial Results



\$ millions except EPS	 Second Quarter				Year-to-Date				
	2014		2013	Change		2014		2013	Change
Sales	\$ 322.5	\$	286.0	13 %	\$	612.5	\$	555.1	10 %
Gross Profit % of Sales	176.9 54.8 %		158.7 55.5 %	11 % (0.7) pts		336.2 54.9 %		309.4 55.7 %	9 % (0.8) pts
Operating Earnings % of Sales	85.8 26.6 %		75.2 26.3 %	14 % 0.3 pts		160.6 26.2 %		146.7 26.4 %	9 % (0.2) pts
Net Earnings % of Sales	\$ 66.2 20.5 %	\$	57.8 20.2 %	15 % 0.3 pts	\$	117.0 19.1 %	\$	110.0 19.8 %	6 % (0.7) pts
Diluted Earnings Per Share	\$ 1.07	\$	0.92	16 %	\$	1.88	\$	1.76	7 %
Diluted Shares in Millions	62.0		62.8			62.2		62.6	

Includes dividends (post-tax) from Liquid Finishing Businesses held separate:

	\i	•				
Dividends		\$ 11	\$ 11	\$	15	\$ 15
EPS Impact		\$ 0.18	\$ 0.18	\$	0.24	\$ 0.24

Dividend income will cease when investment is sold

Financial Results



Components of Net Sales Change

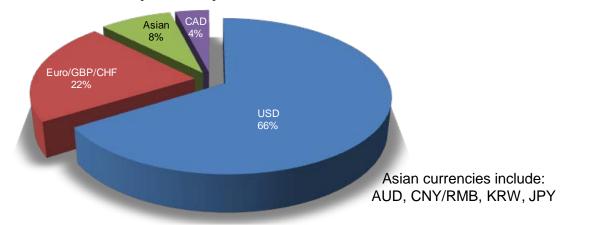
Second	Quarter	2014
--------	---------	------

		Segment					
	Industrial	Contractor	Lubrication	Americas	EMEA	Asia Pacific	C <u>onsolidate</u> d
Volume and Price	6 %	12 %	7 %	10 %	7 %	4 %	8 %
Acquisitions	6 %	—		6 %	1 %	2 %	4 %
Currency	2 %	1 %		(1)%	4 %	1 %	1 %
Total	14 %	13 %	7 %	15 %	12 %	7 %	13 %

Year-to-Date June 2014

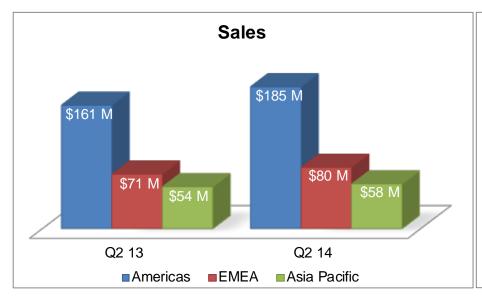
		Segment					
	Industrial	Contractor	Lubrication	Americas	<u>EMEA</u>	Asia Pacific	Consolidated
Volume and Price	5 %	11 %	7 %	11 %	5 %	(2)%	7 %
Acquisitions	5 %			5 %	1 %	1 %	3 %
Currency	1 %	_	(1)%	(1)%	4 %		
Total	11 %	11 %	6 %	15 %	10 %	(1)%	10 %

Sales by Currency YTD June 2014



Second Quarter 2014 Results





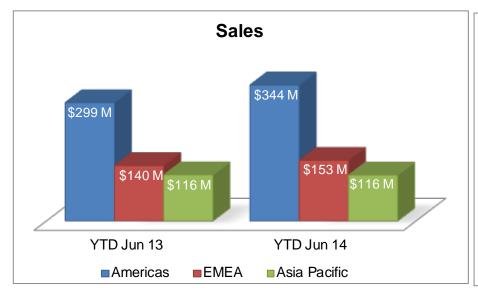


- Sales increase of 13%
 - Currency translation added 1 percentage point
 - Acquired businesses sales of \$10 million account for 4 percentage points of growth
- Gross margin rate down slightly from second quarter 2013
 - Changes in product mix, including effect of entry level unit sales in Contractor segment
- Operating earnings up \$11 million; as a percentage of sales, up slightly from second quarter 2013
 - Acquired businesses contributed \$2 million to operating earnings
 - Operating expenses, as percentage of sales, down 1 percentage point compared to Q2 2013
 - Incremental expense investment in region and product expansion \$2 million

- Interest expense \$5 million consistent with second quarter 2013
- Liquid Finishing dividend \$11 million (posttax), the same as second quarter 2013
- Tax rate of 28% is lower than second quarter 2013 rate of 29%
 - Higher foreign earnings taxed at a lower rate partially offset by R&D credit not reinstated for 2014

June 2014 Year-to-Date Results







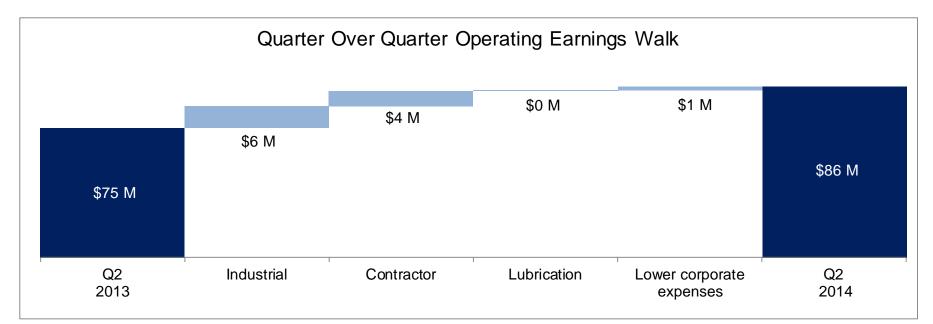
- Sales increase of 10%
 - Acquired businesses sales of \$17 million account for 3 percentage points of growth
- Gross margin rate down slightly from 2013
 - Changes in product mix, including effect of entry level unit sales in Contractor segment
 - Purchase accounting and lower margin for acquisitions impacted consolidated margin by .4 percentage point
- Operating earnings up \$14 million; as a percentage of sales, consistent with 2013
 - Acquired businesses contributed \$2 million to operating earnings
 - Operating expenses, as percentage of sales, down ½ percentage point from 2013
 - Incremental expense investment in region and product expansion \$3 million

- Interest expense \$9 million consistent with 2013
- Liquid Finishing dividend \$15 million (posttax), the same as 2013
- Tax rate of 29% is higher than 2013 rate of 28%
 - 2013 reduced by effect of R&D tax credit reinstated retroactive to the beginning of 2012
 - R&D credit not reinstated for 2014, increase in the effective rate partially offset by higher foreign earnings taxed at a lower rate

Operating Earnings

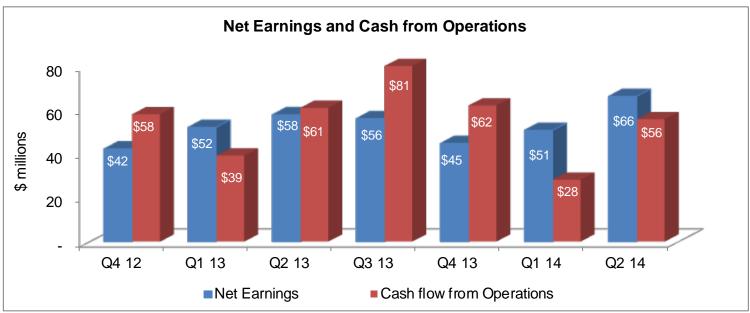


Change in Operating Earnings		Quarter	Year-to-Date		
2013 Q2 Operating Earnings (\$M and % of sales)	\$ 75	26 %	\$ 147	26 %	
Translation effect	1	<u>—</u>	_	_	
Volume, mix, cost, price	12	(1)	18	_	
Effect of acquired businesses on operating earnings leverage	2	<u>—</u>	2	_	
Incremental investment in regional and product expansion	(2)	<u>—</u>	(3)	(1)	
Expense leverage	(2)	2	(3)	1	
2014 Q2 Operating Earnings (\$M and % of sales)	\$ 86	27 %	\$ 161	26 %	



Cash Flow and Liquidity





2014 year-to-date cash flow from operations \$84 million versus \$100 million in 2013

First half increase in accounts receivable \$15 million higher in 2014 than 2013, in line with volume growth; days sales outstanding consistent with 2013

Liquid Finishing dividends (post-tax) \$15 million, the same as 2013

Long-term debt \$523 million; up \$114 million from year-end

Interest expense \$9 million

Cash uses year-to-date:

- Capital expenditures \$17 million
- Dividends paid \$33 million
- Share repurchases \$94 million
- Business acquired \$65 million

Acquisition of Finishing Businesses



- The purchase of the finishing businesses of Illinois Tool Works Inc. was completed in April 2012 and included Powder Finishing and Liquid Finishing equipment operations, technologies and brands. Results of the Powder Finishing business have been included in the Industrial segment since the acquisition
- The Federal Trade Commission (FTC) issued a Hold Separate Order for Graco to hold the Liquid Finishing assets separate and these businesses are reflected as a cost-method investment
 - Income is recognized based on dividends from current earnings of the Liquid Finishing businesses;
 \$15 million (post-tax) year-to-date through June 2014
- The FTC issued a proposed decision and order (the "Decision and Order") in May 2012, and continues to work to resolve issues related to a proposed final Decision and Order
- Graco has retained an investment bank to help market the Liquid Finishing businesses and identify potential buyers
- Once the FTC issues its final decision and order, and the Company completes the sale of its investment, there will be no further dividends from Liquid Finishing

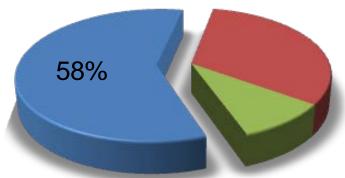
Other Discussion Items



- Capital expenditures expected to be in the range of \$25-\$30 million in 2014; \$17 million through June
- Operating expenses related to the new leased warehouse are expected to be approximately \$2 million in the second half
- The tax rate for the third quarter and the year is expected to be approximately 29-30%, excluding any impact from sale of Liquid Finishing businesses
 - Assumes \$9 million and \$4 million (post-tax) dividends from Liquid Finishing in third and fourth quarter, respectively, the same as 2013
 - Assumes the Federal R&D tax credit will not be reinstated in 2014. If renewed, the annual benefit is expected to be approximately \$3 million or 1 percentage point on the tax rate
- Share repurchases have continued with a goal of less than 60 million shares outstanding by the end of the year

Industrial Equipment Results





June 2014 YTD Industrial Segment Sales as % of Consolidated

\$

\$

Sales (\$M)

Americas

Asia Pacific

Operating Earnings

EMEA

Total

% of sales

2014*

83

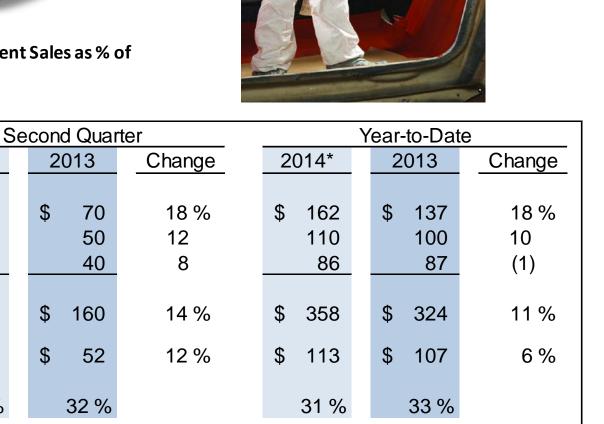
56

43

182

58

32 %



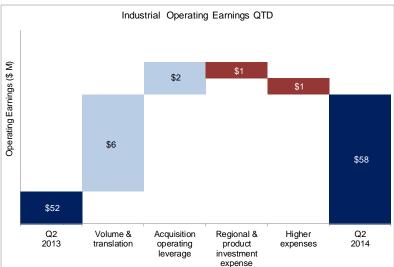
^{*} Includes sales from acquired businesses of \$10M QTD and \$17M YTD

Industrial Equipment Results



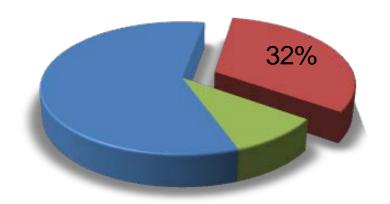
Change in % of sales	Second Quarter	Year-to-Da	<u>ıte</u>
2013 Q2 Operating Earnings (percentage of sales)	32 %	33 %	
Translation effect		_	
Mix, product cost and pricing			
Effect of acquired businesses on operating earnings leverag	e <u>—</u>	(1)	
Incremental investment in regional and product expansion	(1)	(1)	
Expense leverage	1	_	
2014 Q2 Operating Earnings (percentage of sales)	32 %	31 %	





Contractor Equipment Results





June 2014 YTD Contractor Sales as % of Consolidated



	Se	econd Quar	ter	Year-to-Date			
Sales (\$ M)	2014	2013	Change	2014	2013	Change	
Americas	\$ 79	\$ 70	13 %	\$ 138	\$ 121	13 %	
EMEA	21	18	18	38	34	10	
Asia Pacific	11	10	1	20	21	_	
Total	\$ 111	\$ 98	13 %	\$ 196	\$ 176	11 %	
Operating Earnings	\$ 28	\$ 24	16 %	\$ 47	\$ 41	14 %	
% of sales	25 %	25 %		24 %	23 %		

Contractor Equipment Results



Change in % of sales

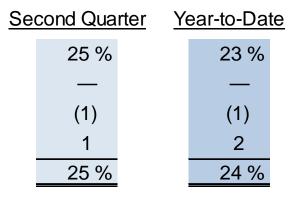
2013 Q2 Operating Earnings (percentage of sales)

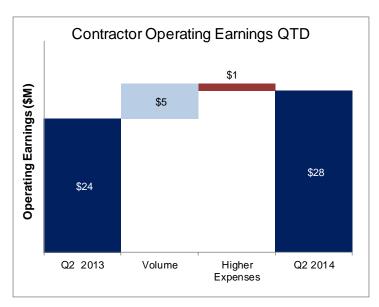
Translation effect

Product mix; including effect of entry level unit sales Expense leverage

2014 Q2 Operating Earnings (percentage of sales)

120 ¬	Sales and Operating Margins	√ 30%
100 -		- 25%
80		Margins
60 -		
ง 40 -		- 15% 10% - 10% - 10%
20 -		- 5%
-	Q3 12 Q4 12 Q1 13 Q2 13 Q3 13 Q4 13 Q1 1	0%

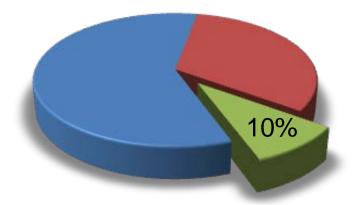




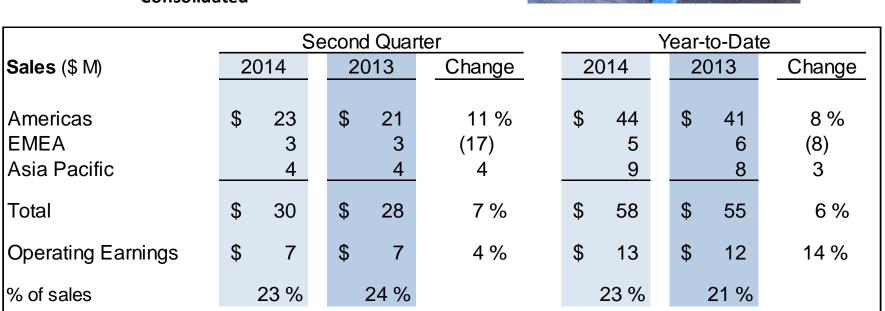
Lubrication Equipment Results







June 2014 YTD Lubrication Sales as % of Consolidated



Lubrication Equipment Results



Change in % of sales

2013 Q2 Operating Earnings (percentage of sales)

Translation effect

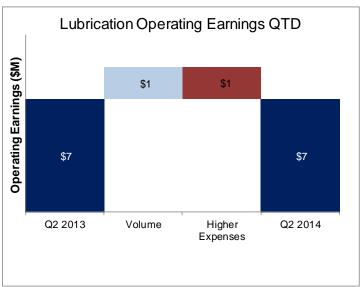
Pricing, product cost and mix

Expense leverage

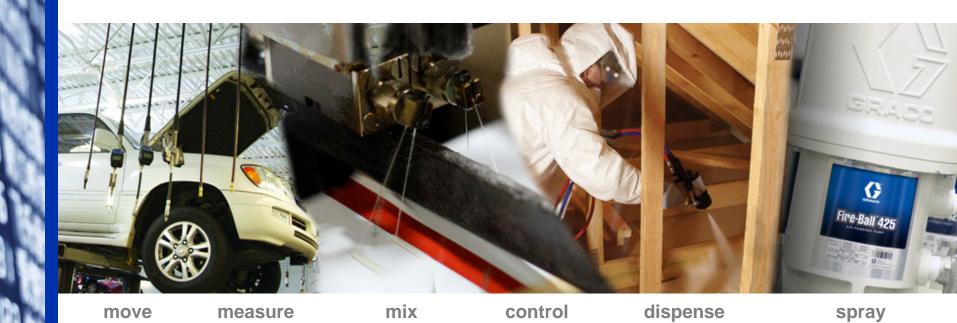
2014 Q2 Operating Earnings (percentage of sales)

Se	cond Qua	<u>rter</u> Ye	<u>′ear-to-Date</u>			
	24 %		21 %			
	(1)		(1)			
	(1)		1			
	1		2			
	23 %		23 %			









Worldwide Leaders in Fluid Handling

www.graco.com