

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): May 4, 2023

PARKER-HANNIFIN CORPORATION

(Exact Name of Registrant as Specified in Charter)

Ohio
(State or other jurisdiction of
Incorporation or Organization)

1-4982
(Commission File Number)

34-0451060
(I.R.S. Employer
Identification No.)

6035 Parkland Boulevard, Cleveland, Ohio
(Address of Principal Executive Offices)

44124-4141
(Zip Code)

Registrant's telephone number, including area code: (216) 896-3000

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

Title of Each Class	Trading Symbol	Name of Each Exchange on which Registered
Common Shares, \$.50 par value	PH	New York Stock Exchange

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

Emerging growth company

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

Item 2.02 Results of Operations and Financial Condition

On May 4, 2023, Parker-Hannifin Corporation issued a press release and presented a Webcast announcing results of operations for the quarter ended March 31, 2023. A copy of the press release is furnished as Exhibit 99.1 to this report. A copy of the Webcast presentation is furnished as Exhibit 99.2 to this report.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits:

[99.1 Press release issued by Parker-Hannifin Corporation, dated May 4, 2023.](#)

[99.2 Webcast presentation by Parker-Hannifin Corporation, dated May 4, 2023.](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

PARKER-HANNIFIN CORPORATION

By: /s/ Todd M. Leombruno

Todd M. Leombruno

Executive Vice President and Chief Financial Officer

Date: May 4, 2023



For Release: Immediately Exhibit 99.1

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Stock Symbol: PH - NYSE

Parker Reports Fiscal 2023 Third Quarter Results

- Record sales, and adjusted segment operating margin, EBITDA margin, net income and EPS
- Sales increased 24% to \$5.1 billion; organic sales increased 12%
- Segment operating margin was 18.8%, or 23.2% adjusted, an increase of 50 bps
- Net income was \$590.9 million, or \$771.9 million adjusted
- EBITDA margin was 22.4%, or 24.2% adjusted, an increase of 160 bps
- EPS were \$4.54, or \$5.93 adjusted, an increase of 23%
- Debt reduction of \$615 million in the quarter
- Company increases full year organic growth and adjusted EPS guidance

CLEVELAND, May 4, 2023 -- Parker Hannifin Corporation (NYSE: PH), the global leader in motion and control technologies, today reported results for the fiscal 2023 third quarter ended March 31, 2023. Fiscal 2023 third quarter sales were a record at \$5.1 billion, an increase of 24%, compared with \$4.1 billion in the third quarter of fiscal 2022. Net income was \$590.9 million compared with \$348.0 million in the prior year quarter. Adjusted net income was \$771.9 million, an increase of 22% compared with \$630.2 million in the third quarter of fiscal 2022. Earnings per share were \$4.54 compared with \$2.67 in the third quarter of fiscal 2022. Adjusted earnings per share increased 23% to a record of \$5.93 compared with \$4.83 in the prior year quarter. Fiscal 2023 year-to-date cash flow from operations increased 16% to \$1.8 billion, or 12.8% of sales compared with \$1.5 billion, or 13.3% of sales, in the prior year. A reconciliation of non-GAAP measures is included in the financial tables of this press release and includes various expenses associated with the completion of the acquisition and divestitures during fiscal 2023.

“This was an outstanding quarter for Parker, driven by our engaged team that continues to deliver record financial performance,” said Chief Executive Officer, Jenny Parmentier. “For the first time, quarterly sales surpassed \$5 billion and we achieved record adjusted segment operating margin and adjusted earnings per share. Demand remained strong across the company with double-digit organic sales growth, record backlog and positive order levels. Meggitt’s team members and technologies are

bringing significant value to our portfolio, and we are pleased to report that the integration and synergies are ahead of schedule.”

Segment Results

Diversified Industrial Segment: North American third quarter sales increased 16% to \$2.3 billion and operating income was \$489.3 million compared with \$414.0 million in the same period a year ago. On an adjusted basis, North American operating income was \$536.7 million, or 22.9% of sales. International third quarter sales increased 6% to \$1.5 billion and operating income was \$329.5 million compared with \$298.5 million in the same period a year ago. On an adjusted basis, International operating income was \$357.0 million, or 23.4% of sales, a 70 basis point increase compared with the prior year quarter.

Aerospace Systems Segment: Third quarter sales increased 89% to \$1.2 billion and operating income was \$133.9 million compared with \$119.0 million in the same period a year ago. On an adjusted basis, operating income was \$281.3 million, or 23.5% of sales, a 160 basis point increase compared with the prior year quarter.

Orders

Beginning in the third quarter of fiscal 2023, order comparisons include Meggitt to better reflect the transformation of Parker's portfolio and its effect on order rates. The company reported the following orders for the quarter ending March 31, 2023, compared with the same quarter a year ago:

- Orders increased 2% for total Parker
- Orders decreased 4% in the Diversified Industrial North America businesses
- Orders decreased 4% in the Diversified Industrial International businesses
- Orders increased 25% in the Aerospace Systems Segment on a rolling 12-month average basis.

Outlook

Parker has increased its outlook for organic sales and earnings per share for the fiscal year ending June 30, 2023. The company expects fiscal 2023 organic sales growth to be approximately 10% and earnings per share in the range of \$14.75 to \$15.05, or \$20.60 to \$20.90 on an adjusted basis. A reconciliation of forecasted earnings per share to adjusted forecasted earnings per share is included in the financial tables of this press release.

Parmentier added, “Our results this quarter give us confidence in a strong finish to the fiscal year. Our continued execution of The Win Strategy™ coupled with secular growth trends and synergies from the Meggitt acquisition will support us in achieving top quartile performance and our FY27 financial goals. With many opportunities for continued improvement, I am very excited about Parker's future.”

NOTICE OF CONFERENCE CALL: Parker Hannifin's conference call and slide presentation to discuss its fiscal 2023 third quarter results are available to all interested parties via live webcast today at 11:00 a.m. ET, at www.phstock.com. A replay of the webcast will be available on the site approximately one hour after the completion of the call and will remain available for one year. To register for e-mail notification of future events please visit www.phstock.com.

About Parker Hannifin

Parker Hannifin is a Fortune 250 global leader in motion and control technologies. For more than a century the company has been enabling engineering breakthroughs that lead to a better tomorrow. Parker has increased its annual dividend per share paid to shareholders for 67 consecutive fiscal years, among the top five longest-running dividend-increase records in the S&P 500 index. Learn more at www.parker.com or [@parkerhannifin](https://twitter.com/parkerhannifin).

Note on Reclassification

Effective July 1, 2022, the company began classifying certain expenses, previously classified as cost of sales, as selling, general and administrative expenses ("SG&A") or within other (income) expense, net. During the integration of recently acquired businesses, the company has seen diversity in practice of the classifications of certain expenses, and the reclassification was made to better align the presentation of expenses on the Consolidated Statement of Income with management's internal reporting. The expenses reclassified from cost of sales to SG&A relate to certain administrative activities conducted in production facilities and research and development. Foreign currency transaction expense was also reclassified from cost of sales to other (income) expense, net on the Consolidated Statement of Income. These reclassifications had no impact on net income, earnings per share, cash flows, segment reporting or the financial position of the Company and were retrospectively applied to all periods presented in the financial tables of this press release.

Note on Orders

Orders provide near-term perspective on the company's outlook, particularly when viewed in the context of prior and future quarterly order rates. However, orders are not in themselves an indication of future performance. All comparisons are at constant currency exchange rates, with the prior year restated to the current-year rates. Beginning in the third quarter of fiscal 2023, all comparisons include acquisitions in both the numerator and denominator and exclude divestitures. Diversified Industrial comparisons are on 3-month average computations and Aerospace Systems comparisons are rolling 12-month average computations.

Note on Net Income

Net income referenced in this press release is equal to net income attributable to common shareholders.

Note on Non-GAAP Financial Measures

This press release contains references to non-GAAP financial information including (a) adjusted net income; (b) adjusted earnings per share; (c) adjusted segment operating margins; (d) adjusted segment operating income; (e) EBITDA margin; (f) adjusted EBITDA margin and (g) organic sales growth. The adjusted net income, earnings per share, segment operating margin, adjusted segment operating income and organic sales measures are presented to allow investors and the company to meaningfully evaluate changes in net income, earnings per share and segment operating margins on a comparable basis from period to period. This press release also contains references to EBITDA, EBITDA margin and adjusted EBITDA margin. EBITDA is defined as earnings before interest, taxes, depreciation and amortization. Although EBITDA, EBITDA margin and adjusted EBITDA margin are not measures of performance calculated in accordance with GAAP, we believe that they are useful to an investor in evaluating the results of this quarter versus the prior period. Comparable descriptions of record adjusted results in this release refer only to the period from the first quarter of FY2011 to the periods presented in this release. This period coincides with recast historical financial results provided in association with our FY2014 change in segment reporting. A reconciliation of non-GAAP measures is included in the financial tables of this press release.

Forward-Looking Statements

Forward-looking statements contained in this and other written and oral reports are made based on known events and circumstances at the time of release, and as such, are subject in the future to unforeseen uncertainties and risks. Often but not always, these statements may be identified from the use of forward-looking terminology such as “anticipates,” “believes,” “may,” “should,” “could,” “expects,” “targets,” “is likely,” “will,” or the negative of these terms and similar expressions, and include all statements regarding future performance, earnings projections, events or developments. Neither Parker nor any of its respective associates or directors, officers or advisers, provides any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements will actually occur. Parker cautions readers not to place undue reliance on these statements. It is possible that the future performance and earnings projections of the company, including its individual segments, may differ materially from past performance or current expectations.

Among other factors which may affect future performance are: the impact of the global outbreak of COVID-19 and governmental and other actions taken in response; changes in business relationships with and purchases by or from major customers, suppliers or distributors, including delays or cancellations in shipments; disputes regarding contract terms or significant changes in financial condition, changes in contract cost and revenue estimates for new development programs and changes in product mix; ability to identify acceptable strategic acquisition targets; uncertainties surrounding timing, successful completion or integration of acquisitions and similar transactions, including the integration of Meggitt PLC; the ability to successfully divest businesses planned for divestiture and realize the anticipated benefits of such divestitures; the determination to undertake business realignment activities and the expected costs thereof and, if undertaken, the ability to complete such activities and realize the anticipated cost savings from such activities; ability to implement successfully business and operating initiatives, including the timing, price and execution of share repurchases and other capital initiatives; availability, cost increases of or other limitations on our access to raw materials, component products and/or commodities if associated costs cannot be recovered in product pricing; ability to manage costs related to insurance and employee retirement and health care benefits; legal and regulatory developments and changes; compliance costs associated with environmental laws and regulations; potential supply chain and labor disruptions, including as a result of labor shortages; threats associated with international conflicts and efforts to combat terrorism and cyber security risks; uncertainties surrounding the ultimate resolution of outstanding legal proceedings, including the outcome of any appeals; local and global political and competitive market conditions, including global reactions to U.S. trade policies, and resulting effects on sales and pricing; and global economic factors, including manufacturing activity, air travel trends, currency exchange rates, difficulties entering new

markets and general economic conditions such as inflation, deflation, interest rates (including fluctuations associated with any potential credit rating decline) and credit availability; inability to obtain, or meet conditions imposed for, required governmental and regulatory approvals; changes in consumer habits and preferences; government actions, including the impact of changes in the tax laws in the United States and foreign jurisdictions and any judicial or regulatory interpretation thereof; and large scale disasters, such as floods, earthquakes, hurricanes, industrial accidents and pandemics. Readers should consider these forward-looking statements in light of risk factors discussed in Parker's Annual Report on Form 10-K for the fiscal year ended June 30, 2022 and other periodic filings made with the SEC.

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PARKER HANNIFIN CORPORATION - MARCH 31, 2023

Exhibit 99.1

CONSOLIDATED STATEMENT OF INCOME

(Unaudited) (Dollars in thousands, except per share amounts)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022*	2023	2022*
Net sales	\$ 5,061,665	\$ 4,086,387	\$ 13,969,251	\$ 11,673,776
Cost of sales	3,340,764	2,709,407	9,373,032	7,781,384
Selling, general and administrative expenses	868,393	640,498	2,519,163	1,853,105
Interest expense	151,993	63,272	416,718	183,982
Other (income) expense, net	(55,866)	239,221	(116,131)	359,247
Income before income taxes	756,381	433,989	1,776,469	1,496,058
Income taxes	165,421	85,901	402,011	308,778
Net income	590,960	348,088	1,374,458	1,187,280
Less: Noncontrolling interests	71	71	478	506
Net income attributable to common shareholders	\$ 590,889	\$ 348,017	\$ 1,373,980	\$ 1,186,774

*Prior period amounts have been reclassified to reflect the income statement reclassification, as described in the attached press release.

Earnings per share attributable to common shareholders:

Basic earnings per share	\$ 4.61	\$ 2.71	\$ 10.71	\$ 9.23
Diluted earnings per share	\$ 4.54	\$ 2.67	\$ 10.58	\$ 9.10
Average shares outstanding during period - Basic	128,293,039	128,426,675	128,343,788	128,549,040
Average shares outstanding during period - Diluted	130,151,487	130,343,581	129,831,989	130,438,593

CASH DIVIDENDS PER COMMON SHARE

(Unaudited) (Amounts in dollars)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Cash dividends per common share	\$ 1.33	\$ 1.03	\$ 3.99	\$ 3.09

RECONCILIATION OF ORGANIC GROWTH

(Unaudited)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Sales growth - as reported	23.9 %	9.1 %	19.7 %	12.4 %
Adjustments:				
Acquisitions	15.3 %	— %	12.0 %	— %
Divestitures	(0.5)%	— %	(0.4)%	— %
Currency	(2.4)%	(2.0)%	(3.9)%	(0.8)%
Organic sales growth	11.5 %	11.1 %	12.0 %	13.2 %

RECONCILIATION OF NET INCOME ATTRIBUTABLE TO COMMON SHAREHOLDERS TO ADJUSTED NET INCOME ATTRIBUTABLE TO COMMON SHAREHOLDERS

(Unaudited) (Dollars in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Net income attributable to common shareholders	\$ 590,889	\$ 348,017	\$ 1,373,980	\$ 1,186,774
Adjustments:				
Acquired intangible asset amortization expense	145,147	78,865	374,417	237,377
Business realignment charges	8,241	3,152	17,480	9,811
Integration costs to achieve	31,244	933	76,653	2,942
Acquisition-related expenses	1,299	12,724	163,540	84,065
Loss on deal-contingent forward contracts	—	246,983	389,992	396,365
Net loss (gain) on divestitures	10,927	—	(362,003)	—
Amortization of inventory step-up to fair value	37,642	—	167,973	—
Russia liquidation	—	20,057	—	20,057
Tax effect of adjustments ¹	(53,520)	(80,557)	(195,766)	(168,337)
Adjusted net income attributable to common shareholders	\$ 771,869	\$ 630,174	\$ 2,006,266	\$ 1,769,054

RECONCILIATION OF EARNINGS PER DILUTED SHARE TO ADJUSTED EARNINGS PER DILUTED SHARE

(Unaudited) (Amounts in dollars)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Earnings per diluted share	\$ 4.54	\$ 2.67	\$ 10.58	\$ 9.10
Adjustments:				
Acquired intangible asset amortization expense	1.12	0.61	2.88	1.82
Business realignment charges	0.06	0.02	0.13	0.07
Integration costs to achieve	0.24	0.01	0.59	0.03
Acquisition-related expenses	0.01	0.10	1.27	0.65
Loss on deal-contingent forward contracts	—	1.89	3.00	3.03
Net loss (gain) on divestitures	0.09	—	(2.78)	—
Amortization of inventory step-up to fair value	0.29	—	1.29	—
Russia liquidation	—	0.15	—	0.15
Tax effect of adjustments ¹	(0.42)	(0.62)	(1.51)	(1.29)
Adjusted earnings per diluted share	\$ 5.93	\$ 4.83	\$ 15.45	\$ 13.56

¹This line item reflects the aggregate tax effect of all non-tax adjustments reflected in the preceding line items of the table. We estimate the tax effect of each adjustment item by applying our overall effective tax rate for continuing operations to the pre-tax amount, unless the nature of the item and/or the tax jurisdiction in which the item has been recorded requires application of a specific tax rate or tax treatment, in which case the tax effect of such item is estimated by applying such specific tax rate or tax treatment.

PARKER HANNIFIN CORPORATION - MARCH 31, 2023

Exhibit 99.1

RECONCILIATION OF EBITDA TO ADJUSTED EBITDA

(Unaudited) (Dollars in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Net sales	\$ 5,061,665	\$ 4,086,387	\$ 13,969,251	\$ 11,673,776
Net income	\$ 590,960	\$ 348,088	\$ 1,374,458	\$ 1,187,280
Income taxes	165,421	85,901	402,011	308,778
Depreciation	80,194	63,832	234,649	194,945
Amortization	145,147	78,865	374,417	237,377
Interest expense	151,993	63,272	416,718	183,982
EBITDA	1,133,715	639,958	2,802,253	2,112,362
Adjustments:				
Business realignment charges	8,241	3,152	17,480	9,811
Integration costs to achieve	31,244	933	76,653	2,942
Acquisition-related expenses	1,299	12,724	163,540	84,065
Loss on deal-contingent forward contracts	—	246,983	389,992	396,365
Net loss (gain) on divestitures	10,927	—	(362,003)	—
Amortization of inventory step-up to fair value	37,642	—	167,973	—
Russia liquidation	—	20,057	—	20,057
Adjusted EBITDA	\$ 1,223,068	\$ 923,807	\$ 3,255,888	\$ 2,625,602
EBITDA margin	22.4 %	15.7 %	20.1 %	18.1 %
Adjusted EBITDA margin	24.2 %	22.6 %	23.3 %	22.5 %

BUSINESS SEGMENT INFORMATION

(Unaudited) (Dollars in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Net sales				
Diversified Industrial:				
North America	\$ 2,342,590	\$ 2,014,715	\$ 6,615,035	\$ 5,615,454
International	1,524,515	1,439,357	4,277,227	4,214,972
Aerospace Systems	1,194,560	632,315	3,076,989	1,843,350
Total net sales	\$ 5,061,665	\$ 4,086,387	\$ 13,969,251	\$ 11,673,776
Segment operating income				
Diversified Industrial:				
North America	\$ 489,349	\$ 413,998	\$ 1,362,256	\$ 1,085,117
International	329,498	298,475	908,958	881,206
Aerospace Systems	133,905	119,016	234,849	352,063
Total segment operating income	952,752	831,489	2,506,063	2,318,386
Corporate general and administrative expenses	45,780	57,405	146,341	149,064
Income before interest expense and other expense	906,972	774,084	2,359,722	2,169,322
Interest expense	151,993	63,272	416,718	183,982
Other (income) expense, net	(1,402)	276,823	166,535	489,282
Income before income taxes	\$ 756,381	\$ 433,989	\$ 1,776,469	\$ 1,496,058

RECONCILIATION OF SEGMENT OPERATING MARGINS TO ADJUSTED SEGMENT OPERATING MARGINS

(Unaudited) (Dollars in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Diversified Industrial North America sales	\$ 2,342,590	\$ 2,014,715	\$ 6,615,035	\$ 5,615,454
Diversified Industrial North America operating income	\$ 489,349	\$ 413,998	\$ 1,362,256	\$ 1,085,117
Adjustments:				
Acquired intangible asset amortization	44,184	47,408	134,816	141,695
Business realignment charges	761	355	2,232	1,968
Integration costs to achieve	2,442	297	3,759	957
Adjusted Diversified Industrial North America operating income	\$ 536,736	\$ 462,058	\$ 1,503,063	\$ 1,229,737
Diversified Industrial North America operating margin	20.9 %	20.5 %	20.6 %	19.3 %
Adjusted Diversified Industrial North America operating margin	22.9 %	22.9 %	22.7 %	21.9 %

(Unaudited) (Dollars in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Diversified Industrial International sales	\$ 1,524,515	\$ 1,439,357	\$ 4,277,227	\$ 4,214,972
Diversified Industrial International operating income	\$ 329,498	\$ 298,475	\$ 908,958	\$ 881,206
Adjustments:				
Acquired intangible asset amortization	17,266	18,704	50,890	57,404
Business realignment charges	7,314	2,416	12,232	6,867
Integration costs to achieve	2,953	636	3,517	1,985
Russia liquidation	—	6,257	—	6,257
Adjusted Diversified Industrial International operating income	\$ 357,031	\$ 326,488	\$ 975,597	\$ 953,719
Diversified Industrial International operating margin	21.6 %	20.7 %	21.3 %	20.9 %
Adjusted Diversified Industrial International operating margin	23.4 %	22.7 %	22.8 %	22.6 %

(Unaudited) (Dollars in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Aerospace Systems sales	\$ 1,194,560	\$ 632,315	\$ 3,076,989	\$ 1,843,350
Aerospace Systems operating income	\$ 133,905	\$ 119,016	\$ 234,849	\$ 352,063
Adjustments:				
Acquired intangible asset amortization	83,697	12,753	188,711	38,278
Business realignment charges	166	318	3,016	913
Integration costs to achieve	25,849	—	69,377	—
Amortization of inventory step-up to fair value	37,642	—	167,973	—
Russia liquidation	—	6,570	—	6,570
Adjusted Aerospace Systems operating income	\$ 281,259	\$ 138,657	\$ 663,926	\$ 397,824
Aerospace Systems operating margin	11.2 %	18.8 %	7.6 %	19.1 %
Adjusted Aerospace Systems operating margin	23.5 %	21.9 %	21.6 %	21.6 %

PARKER HANNIFIN CORPORATION - MARCH 31, 2023

Exhibit 99.1

RECONCILIATION OF SEGMENT OPERATING MARGINS TO ADJUSTED SEGMENT OPERATING MARGINS

(Unaudited) (Dollars in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2023	2022	2023	2022
Total net sales	\$ 5,061,665	\$ 4,086,387	\$ 13,969,251	\$ 11,673,776
Total segment operating income	\$ 952,752	\$ 831,489	\$ 2,506,063	\$ 2,318,386
Adjustments:				
Acquired intangible asset amortization	145,147	78,865	374,417	237,377
Business realignment charges	8,241	3,089	17,480	9,748
Integration costs to achieve	31,244	933	76,653	2,942
Amortization of inventory step-up to fair value	37,642	—	167,973	—
Russia liquidation	—	12,827	—	12,827
Adjusted total segment operating income	\$ 1,175,026	\$ 927,203	\$ 3,142,586	\$ 2,581,280
Total segment operating margin	18.8 %	20.3 %	17.9 %	19.9 %
Adjusted total segment operating margin	23.2 %	22.7 %	22.5 %	22.1 %

CONSOLIDATED BALANCE SHEET

(Unaudited)

(Dollars in thousands)

	March 31, 2023	June 30, 2022	March 31, 2022
Assets			
Current assets:			
Cash and cash equivalents	\$ 534,831	\$ 535,799	\$ 467,711
Marketable securities and other investments	23,466	27,862	38,561
Trade accounts receivable, net	2,881,534	2,341,504	2,357,244
Non-trade and notes receivable	349,903	543,757	327,186
Inventories	3,067,614	2,214,553	2,330,242
Prepaid expenses and other	376,066	6,383,169	2,708,750
Total current assets	7,233,414	12,046,644	8,229,694
Property, plant and equipment, net	2,843,795	2,122,758	2,174,237
Deferred income taxes	131,782	110,585	144,506
Investments and other assets	1,188,671	788,057	787,986
Intangible assets, net	8,287,517	3,135,817	3,254,062
Goodwill	10,830,548	7,740,082	7,954,835
Total assets	\$ 30,515,727	\$ 25,943,943	\$ 22,545,320
Liabilities and equity			
Current liabilities:			
Notes payable and long-term debt payable within one year	\$ 1,992,919	\$ 1,724,310	\$ 1,923,860
Accounts payable, trade	2,080,147	1,731,925	1,732,421
Accrued payrolls and other compensation	543,527	470,132	418,876
Accrued domestic and foreign taxes	270,807	250,292	276,159
Other accrued liabilities	900,769	1,682,659	1,055,348
Total current liabilities	5,788,169	5,859,318	5,406,664
Long-term debt	11,412,304	9,755,825	6,229,654
Pensions and other postretirement benefits	781,139	639,939	904,332
Deferred income taxes	1,780,533	307,044	448,583
Other liabilities	960,417	521,897	583,228
Shareholders' equity	9,781,297	8,848,011	8,959,866
Noncontrolling interests	11,868	11,909	12,993
Total liabilities and equity	\$ 30,515,727	\$ 25,943,943	\$ 22,545,320

CONSOLIDATED STATEMENT OF CASH FLOWS

(Unaudited)

(Dollars in thousands)

Nine Months Ended March 31,

	2023	2022
Cash flows from operating activities:		
Net income	\$ 1,374,458	\$ 1,187,280
Depreciation and amortization	609,066	432,322
Share incentive plan compensation	117,536	109,781
Gain on sale of businesses	(366,345)	(1,472)
Gain on disposal of property, plant and equipment	(1,270)	(6,782)
(Gain) loss on marketable securities	(1,391)	2,280
Gain on investments	(4,341)	(2,024)
Net change in receivables, inventories and trade payables	(19,052)	(347,086)
Net change in other assets and liabilities	(77,389)	308,993
Other, net	163,622	(134,854)
Net cash provided by operating activities	1,794,894	1,548,438
Cash flows from investing activities:		
Acquisitions (net of cash of \$89,704 in 2023)	(7,146,110)	—
Capital expenditures	(272,603)	(158,864)
Proceeds from sale of property, plant and equipment	11,821	29,320
Proceeds from sale of businesses	471,720	3,366
Purchases of marketable securities and other investments	(31,275)	(20,012)
Maturities and sales of marketable securities and other investments	35,075	17,662
Payments of deal-contingent forward contracts	(1,405,418)	—
Other	251,875	2,766
Net cash used in investing activities	(8,084,915)	(125,762)
Cash flows from financing activities:		
Net payments for common stock activity	(199,911)	(372,430)
Net proceeds from debt	906,811	1,622,442
Financing fees paid	(8,911)	(52,655)
Dividends paid	(513,232)	(398,099)
Net cash provided by financing activities	184,757	799,258
Effect of exchange rate changes on cash	(7,781)	106
Net (decrease) increase in cash, cash equivalents and restricted cash	(6,113,045)	2,222,040
Cash, cash equivalents and restricted cash at beginning of year	6,647,876	733,117
Cash, cash equivalents and restricted cash at end of period	\$ 534,831	\$ 2,955,157

RECONCILIATION OF FORECASTED EARNINGS PER DILUTED SHARE TO ADJUSTED FORECASTED EARNINGS PER DILUTED SHARE

(Unaudited)

(Amounts in dollars)

	Fiscal Year 2023
Forecasted earnings per diluted share	\$14.75 to \$15.05
Adjustments:	
Business realignment charges	0.23
Costs to achieve	0.69
Acquisition-related intangible asset amortization expense	4.00
Acquisition-related expenses	2.55
Loss on deal-contingent forward contracts	3.00
Net gain on divestitures	(2.78)
Tax effect of adjustments ¹	(1.84)
Adjusted forecasted earnings per diluted share	\$20.60 to \$20.90

¹This line item reflects the aggregate tax effect of all non-tax adjustments reflected in the preceding line items of the table. We estimate the tax effect of each adjustment item by applying our overall effective tax rate for continuing operations to the pre-tax amount, unless the nature of the item and/or the tax jurisdiction in which the item has been recorded requires application of a specific tax rate or tax treatment, in which case the tax effect of such item is estimated by applying such specific tax rate or tax treatment.

Parker Hannifin Corporation

Fiscal 2023 Third Quarter
Earnings Presentation



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May 4, 2023



Forward-Looking Statements and Non-GAAP Financial Measures

Forward-looking statements contained in this and other written and oral reports are made based on known events and circumstances at the time of release, and as such, are subject in the future to unforeseen uncertainties and risks. Often but not always, these statements may be identified from the use of forward-looking terminology such as "anticipates," "believes," "may," "should," "could," "expects," "targets," "is likely," "will," or the negative of these terms and similar expressions, and include all statements regarding future performance, earnings projections, events or developments. Neither Parker nor any of its respective associates or directors, officers or advisers, provides any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements will actually occur. Parker cautions readers not to place undue reliance on these statements. It is possible that the future performance and earnings projections of the company, including its individual segments, may differ materially from past performance or current expectations.

Among other factors which may affect future performance are: the impact of the global outbreak of COVID-19 and governmental and other actions taken in response; changes in business relationships with and purchases by or from major customers, suppliers or distributors, including delays or cancellations in shipments; disputes regarding contract terms or significant changes in financial condition, changes in contract cost and revenue estimates for new development programs and changes in product mix; ability to identify acceptable strategic acquisition targets; uncertainties surrounding timing, successful completion or integration of acquisitions and similar transactions, including the integration of Meggitt PLC; the ability to successfully divest businesses planned for divestiture and realize the anticipated benefits of such divestitures; the determination to undertake business realignment activities and the expected costs thereof and, if undertaken, the ability to complete such activities and realize the anticipated cost savings from such activities; ability to implement successfully business and operating initiatives, including the timing, price and execution of share repurchases and other capital initiatives; availability, cost increases of or other limitations on our access to raw materials, component products and/or commodities if associated costs cannot be recovered in product pricing; ability to manage costs related to insurance and employee retirement and health care benefits; legal and regulatory developments and changes; compliance costs associated with environmental laws and regulations; potential supply chain and labor disruptions, including as a result of labor shortages; threats associated with international conflicts and efforts to combat terrorism and cyber security risks; uncertainties surrounding the ultimate resolution of outstanding legal proceedings, including the outcome of any appeals; local and global political and competitive market conditions, including global reactions to U.S. trade policies, and resulting effects on sales and pricing; and global economic factors, including manufacturing activity, air travel trends, currency exchange rates, difficulties entering new markets and general economic conditions such as inflation, deflation, interest rates (including fluctuations associated with any potential credit rating decline) and credit availability; inability to obtain, or meet conditions imposed for, required governmental and regulatory approvals; changes in consumer habits and preferences; government actions, including the impact of changes in the tax laws in the United States and foreign jurisdictions and any judicial or regulatory interpretation thereof; and large scale disasters, such as floods, earthquakes, hurricanes, industrial accidents and pandemics. Readers should consider these forward-looking statements in light of risk factors discussed in Parker's Annual Report on Form 10-K for the fiscal year ended June 30, 2022 and other periodic filings made with the SEC.

This presentation contains references to non-GAAP financial information including organic sales for Parker and by segment, adjusted earnings per share, adjusted segment operating margin for Parker and by segment, adjusted net income, EBITDA, EBITDA margin, adjusted EBITDA, adjusted EBITDA margin, Gross Debt to Adjusted EBITDA, Net Debt to Adjusted EBITDA and free cash flow. EBITDA is defined as earnings before interest, taxes, depreciation and amortization. For Parker, adjusted EBITDA is defined as EBITDA before business realignment, integration costs to achieve, acquisition related expenses, and other one-time items. Free cash flow is defined as cash flow from operations less capital expenditures. Although organic sales, adjusted earnings per share, adjusted segment operating margin for Parker and by segment, adjusted net income, EBITDA, adjusted EBITDA, EBITDA margin, adjusted EBITDA margin and free cash flow are not measures of performance calculated in accordance with GAAP, we believe that they are useful to an investor in evaluating the company performance for the period. Detailed reconciliations of these non-GAAP financial measures to the comparable GAAP financial measures have been included in the appendix to this presentation.

Effective July 1, 2022, the company began classifying certain expenses, previously classified as cost of sales, as selling, general and administrative expenses ("SG&A") or within other (income) expense, net. During the integration of recently acquired businesses, the company has seen diversity in practice of the classifications of certain expenses, and the reclassification was made to better align the presentation of expenses on the Consolidated Statement of Income with management's internal reporting. The expenses reclassified from cost of sales to SG&A relate to certain administrative activities conducted in production facilities and research and development. Foreign currency transaction expense was also reclassified from cost of sales to other (income) expense, net on the Consolidated Statement of Income. These reclassifications had no impact on net income, earnings per share, cash flows, segment reporting or the financial position of the Company and were retrospectively applied to all periods presented in the financial tables of this presentation.

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FY23 Q3: Outstanding Performance

- Top quartile safety performance; 17% reduction in recordable incidents
- Record sales \$5.1B, an increase of 24% vs. prior year; organic growth 12%¹
- Strong performance driving full year guidance increase
- Increased the quarterly dividend 11%
- Meggitt integration and synergies ahead of schedule

The Win Strategy & Portfolio Changes Deliver Record Performance



1. Adjusted numbers include certain non-GAAP financial measures. See Appendix for additional details and reconciliations.

Meggitt Integration & Synergies Ahead of Schedule

- Focusing on safety & engagement
- Key leaders & structure in place
- Win Strategy deployment underway
- Working capital opportunities
- Increasing FY23 synergies from \$60m to \$75m



Ansty Park, UK Lean Kaizen Event (Feb 2023)

Committed to \$300M of Cost Synergies by FY26



Parker Well Positioned for Long Cycle Aerospace Growth

- Significant content on premier commercial and military programs
- Long lifecycle programs with growing aftermarket annuity
- Aerospace market recovery continues
- Comprehensive offering provides a more compelling value proposition for customers
- Key electrification and low carbon technologies enabling sustainable aviation

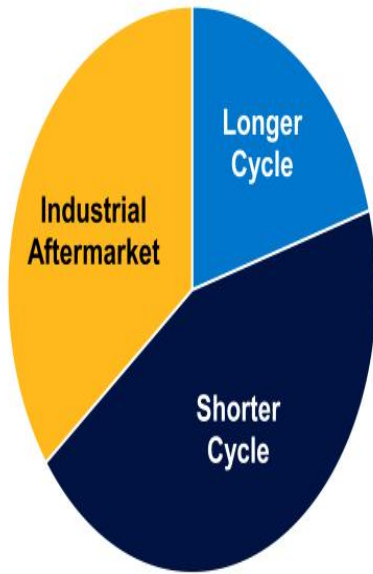
Aerospace & Defense Markets Now ~30% of Sales



Expanding Longer Cycle and Secular Trend Exposure

Revenue Mix Reflects Transforming Portfolio

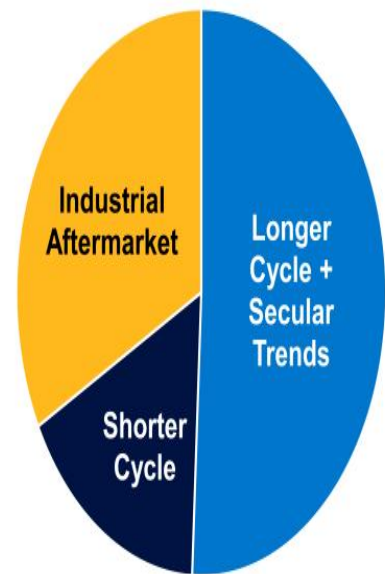
FY15



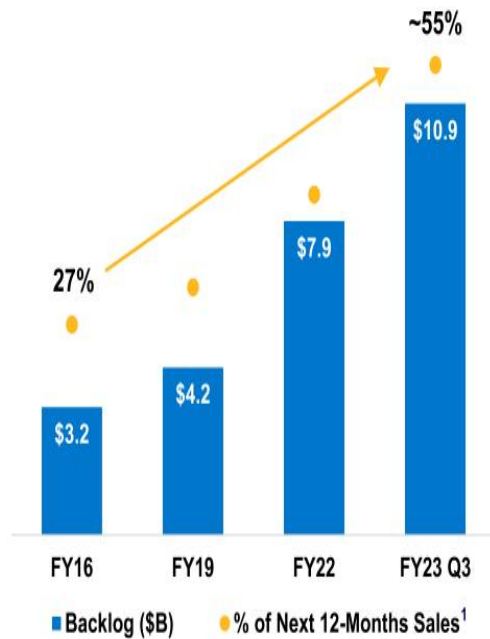
FY23E



FY27
Illustration



Portfolio Transformation Drives Record Backlog



- Q3 Backlog +3% sequentially
- ~3x increase in backlog dollars since FY16
- ~2x increase in backlog coverage since FY16
- Consistent growth over time

1. Backlog % of NTM sales is a ratio of ending backlog of the period divided by next 12-month sales. FY23 Q3 illustration based on backlog as of 3/31/23 divided by FY23 Q4 sales guidance midpoint annualized.



Built for the Present & Future

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Built to Perform

Present

- The Win Strategy™ 3.0
- Top quartile safety & engagement
- Lean, Kaizen, Supply Chain & Simplification
- ~ 30% Aerospace exposure
- Expanded international distribution 800 bps
- Innovation sales 2x previous decade
- New annual incentive plan



Better Top Line Resilience



Significant Opportunities Ahead

Future

- Longer cycle & more resilient portfolio: ~85%
- Meggitt growth & synergies
- Win Strategy performance acceleration
- Supply Chain leadership
- Simple by Design™
- Zero Defects
- Mega capital projects & secular trends

Secular Trends



Aerospace



Digital



Electrification



Clean Technology

Drivers of Margin Expansion and Organic Growth



Summary of Fiscal 2023 3rd Quarter Highlights

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FY23 Q3 Financial Summary

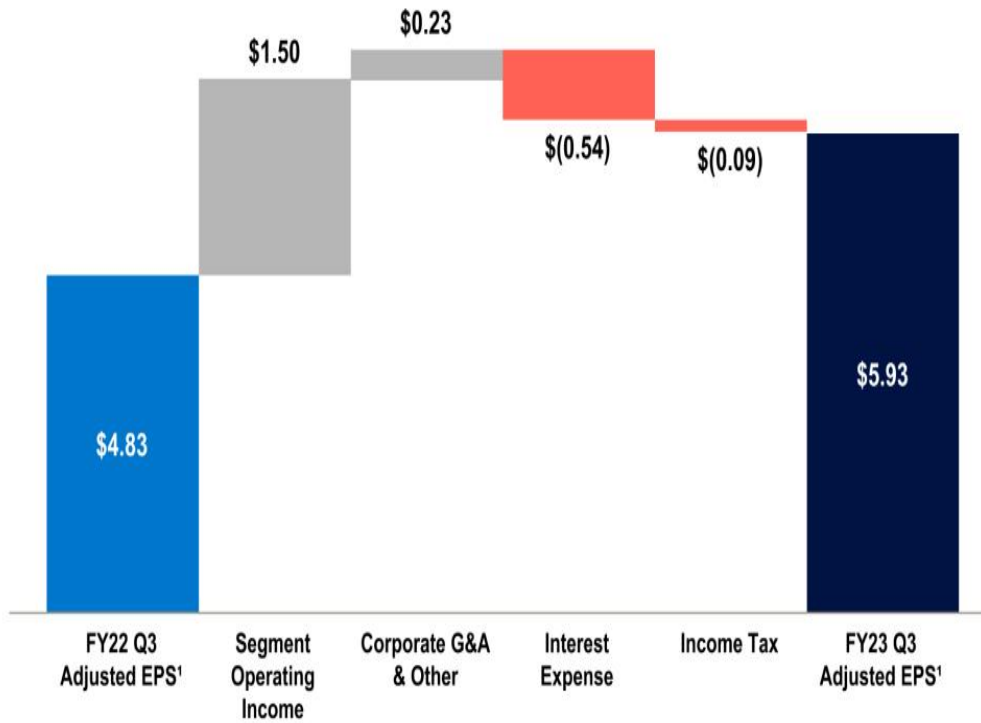
\$ Millions, except per share amounts

	FY23 Q3 As Reported	FY23 Q3 Adjusted ¹	FY22 Q3 Adjusted ¹	YoY Change Adjusted
Sales	\$5,062	\$5,062	\$4,086	+24%
Segment Operating Margin	18.8%	23.2%	22.7%	+50 bps
EBITDA Margin	22.4%	24.2%	22.6%	+160 bps
Net Income	\$591	\$772	\$630	+22%
EPS	\$4.54	\$5.93	\$4.83	+23%

1. Sales figures As Reported. Adjusted numbers include certain non-GAAP financial measures. See Appendix for additional details and reconciliations.
 Note: FY22 Q3 As Reported: Segment Operating Margin of 20.3%, EBITDA Margin of 15.7%, Net Income of \$348M, EPS of \$2.67.



FY23 Q3 Adjusted Earnings per Share Bridge



1. FY22 Q3 As Reported EPS of \$2.67. FY23 Q3 As Reported EPS of \$4.54. Adjusted numbers include certain non-GAAP financial measures. See Appendix for additional details and reconciliations.



FY23 Q3 Segment Performance

	Sales As Reported \$ Organic % ¹	Segment Operating Margin As Reported	Segment Operating Margin Adjusted ¹	Order Rates ²	Commentary
Diversified Industrial North America	\$2,343M +11.7% Organic	20.9%	22.9% Flat YoY	(4%)	<ul style="list-style-type: none"> • Solid broad-based growth continues • Productivity improvement and volume • Legacy businesses continue to outperform
Diversified Industrial International	\$1,525M +10.0% Organic	21.6%	23.4% +70 bps YoY	(4%)	<ul style="list-style-type: none"> • Organic growth exceeded forecast: EMEA +11%, APAC +8.5% • Margin expansion on volume leverage, productivity and cost management
Aerospace Systems	\$1,195M +14.5% Organic	11.2% ³	23.5% +160 bps YoY	+25%	<ul style="list-style-type: none"> • Mid-20% commercial organic growth • Favorable MRO sales mix • Strong Meggitt performance & synergies
Parker	\$5,062M +11.5% Organic	18.8%	23.2% +50 bps YoY	+2%	<ul style="list-style-type: none"> • Record sales & adjusted segment margin • Double digit organic growth all segments • Excellent operating execution & legacy incrementals

1. Adjusted numbers include certain non-GAAP financial measures. See Appendix for additional details and reconciliations.

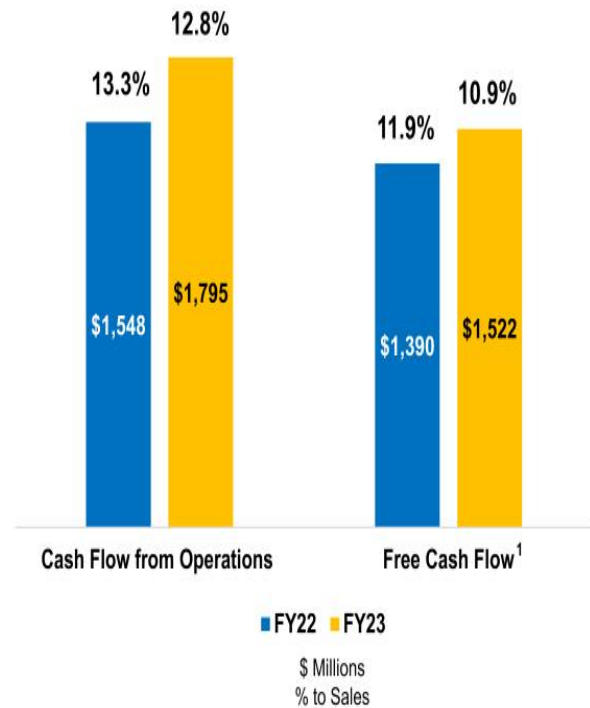
2. Diversified Industrial orders are on a 3-month average computation and Aerospace Systems are rolling 12-month average computations. Beginning Q3 FY23 orders include acquisitions and exclude divestitures and currency.

3. Aerospace as reported segment operating margin includes one-time purchase accounting related adjustments. See Appendix for additional details and reconciliations.



FY23 Q3 YTD Cash Flow Performance

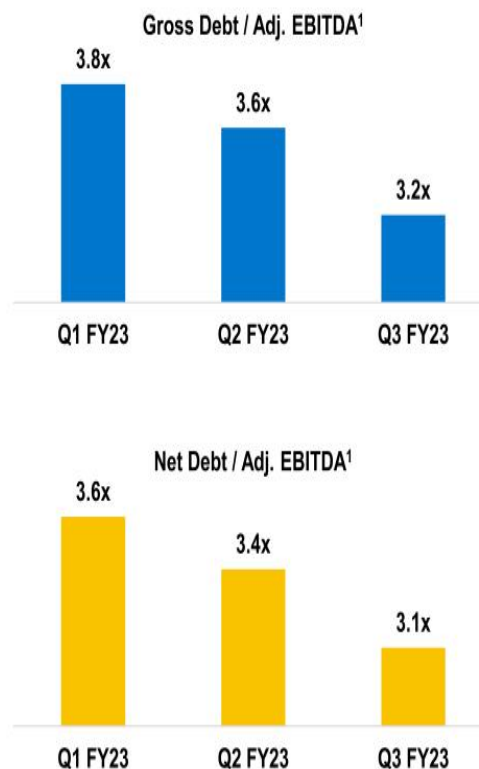
- Cash Flow from Operations of 12.8%
 - An increase of 16% YoY
- Free Cash Flow of 10.9%¹
 - Capex of 2.0% of sales
- Transaction expenses:
 - A use of cash of ~1.5% of sales
- Free Cash Flow Conversion of 111%¹



1. Adjusted numbers include certain non-GAAP financial measures. See Appendix for additional details and reconciliations.

Capital Deployment & Leverage Highlights

- 11% quarterly dividend increase:
 - \$1.48 declared on April 27, 2023
 - 67 fiscal years of increasing annual dividends per share paid
- Leverage at FY23 Q3:
 - \$615M debt reduction during Q3
 - 3.2x Gross Debt / Adjusted EBITDA¹
 - 3.1x Net Debt / Adjusted EBITDA¹
 - Targeting 2.0x leverage during FY25



1. Adjusted numbers include certain non-GAAP financial measures. See Appendix for additional details and reconciliations.



FY23 Adjusted Guidance Increased

EPS Midpoint: \$14.90 As Reported, \$20.75 Adjusted

	FY23 Q4	FY23
Reported Sales Growth	~18%	~19%
Organic Sales Growth ¹	~4%	~10%
Adjusted Segment Operating Margin ¹	~22.6%	~22.5%
Adjusted EPS ¹	\$5.32 (\$5.17 - \$5.47)	\$20.75 (\$20.60 - \$20.90)



1. Adjusted numbers include certain non-GAAP financial measures. See Appendix for additional details and reconciliations.

Parker's Promising Future

- Highly engaged global team living up to our purpose
- Continue performance acceleration from The Win Strategy™ 3.0
- Strategic portfolio transformation - longer cycle & more resilient
- Committed to FY27 Targets
- Continue to be great generators and deployers of cash

Focused on Top Quartile Performance





Upcoming Event Calendar

4Q FY23 Earnings Release	August 3, 2023
Annual Meeting of Shareholders	October 25, 2023
1Q FY24 Earnings Release	November 2, 2023

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Appendix

- FY23 Guidance Details
- Reconciliation of Organic Growth
- Adjusted Amounts Reconciliation – Consolidated
- Adjusted Amounts Reconciliation – Business Segment
- Reconciliation of EBITDA to Adjusted EBITDA
- Reconciliation of Gross and Net Debt to Adjusted EBITDA
- Reconciliation of Free Cash Flow Conversion
- Supplemental Sales Information – Global Technology Platforms
- Reconciliation of Forecasted EPS



FY23 Adjusted Guidance Increased

EPS Midpoint: \$14.90 As Reported, \$20.75 Adjusted

Sales Growth vs. Prior Year	Reported	Organic ¹
Diversified Industrial North America	~15%	~11%
Diversified Industrial International	~3%	~9%
Aerospace Systems	~69%	~9%
Parker	~19%	~10%

Segment Operating Margins	As Reported	Adjusted ¹
Diversified Industrial North America	~20.5%	~22.6%
Diversified Industrial International	~21.3%	~22.9%
Aerospace Systems	~9.5%	~21.7%
Parker	~18.3%	~22.5%

Earnings Per Share	As Reported	Adjusted ¹
Range	\$14.75 - \$15.05	\$20.60 - \$20.90

Additional Items	As Reported	Adjusted ¹
Corporate G&A	\$198M	\$198M
Interest Expense	\$568M	
Other Expense	\$174M	(\$18M)
Reported Tax Rate	~23%	
Diluted Shares Outstanding	~130M	

Detail of Pre-Tax Adjustments to:	Segment Margins	Below Segment
Acquired Intangible Asset Amortization	~\$520M	—
Business Realignment Charges	~\$30M	—
Integration Costs to Achieve	~\$90M	—
Net Gain on Divestitures	—	(\$362M)
Meggitt Acquisition Related Expenses	\$168M	\$164M
Meggitt Deal Contingent Forward Contracts	—	\$390M

1. Adjusted numbers include certain non-GAAP financial measures.

Reconciliation of Organic Growth

(Dollars in thousands)
(Unaudited)

Net Sales	Quarter-to-Date					
	As Reported		Adjusted			As Reported
	March 31, 2023	Currency	Divestitures	Acquisitions	March 31, 2023	March 31, 2022
Diversified Industrial:						
North America	\$ 2,342,590	\$ (590)	\$ -	\$ (92,415)	\$ 2,249,585	\$ 2,014,715
<u>International</u>						
Europe	880,962	51,074	-	(34,205)	897,831	807,298
Asia Pacific	567,954	42,315	-	(3,993)	606,276	558,823
Latin America	75,599	3,181	-	-	78,780	73,236
International	1,524,515	96,570	-	(38,198)	1,582,887	1,439,357
Total Diversified Industrial	3,867,105	95,980	-	(130,613)	3,832,472	3,454,072
Aerospace Systems	1,194,560	783	21,995	(493,584)	723,754	632,315
Total Parker Hannifin	\$ 5,061,665	\$ 96,763	\$ 21,995	\$ (624,197)	\$ 4,556,226	\$ 4,086,387
	As reported	Currency	Divestitures	Acquisitions	Organic	
Diversified Industrial:						
North America	16.3 %	0.0 %	0.0 %	4.6 %	11.7 %	
<u>International</u>						
Europe	9.1 %	(6.3)%	0.0 %	4.2 %	11.2 %	
Asia Pacific	1.6 %	(7.6)%	0.0 %	0.7 %	8.5 %	
Latin America	3.2 %	(4.4)%	0.0 %	0.0 %	7.6 %	
International	5.9 %	(6.8)%	0.0 %	2.7 %	10.0 %	
Total Diversified Industrial	12.0 %	(2.8)%	0.0 %	3.8 %	11.0 %	
Aerospace Systems	88.9 %	(0.2)%	(3.5)%	78.1 %	14.5 %	
Total Parker Hannifin	23.9 %	(2.4)%	(0.5)%	15.3 %	11.5 %	



Adjusted Amounts Reconciliation Consolidated Statement of Income

(Dollars in thousands, except per share data)

(Unaudited)

	Quarter-to-Date FY 2023									
	As Reported March 31, 2023	% of Sales	Acquired Intangible Asset Amortization	Business Realignment Charges	Megitt Costs to Achieve	Acquisition Related Expenses	Amortization of Inventory Step-Up to FV	Net Loss on Divestitures	Adjusted March 31, 2023	% of Sales
Net sales	\$ 5,061,665	100.0 %	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,061,665	100.0 %
Cost of sales	3,340,764	66.0 %	15,345	5,033	3,575	-	37,642	-	3,279,169	64.8 %
Selling, general and admin. expenses	868,393	17.2 %	129,802	3,208	27,669	1,299	-	-	706,415	14.0 %
Interest expense	151,993	3.0 %	-	-	-	-	-	-	151,993	3.0 %
Other (income) expense, net	(55,866)	(1.1)%	-	-	-	-	-	10,927	(66,793)	(1.3)%
Income before income taxes	756,381	14.9 %	(145,147)	(8,241)	(31,244)	(1,299)	(37,642)	(10,927)	990,881	19.6 %
Income taxes	165,421	3.3 %	34,980	1,986	7,530	313	9,072	(361)	218,941	4.3 %
Net income	590,960	11.7 %	(110,167)	(6,255)	(23,714)	(986)	(28,570)	(11,288)	771,940	15.3 %
Less: Noncontrolling interests	71	0.0 %	-	-	-	-	-	-	71	0.0 %
Net income - common shareholders	\$ 590,889	11.7 %	\$ (110,167)	\$ (6,255)	\$ (23,714)	\$ (986)	\$ (28,570)	\$ (11,288)	\$ 771,869	15.2 %
Diluted earnings per share	\$ 4.54		\$ (0.84)	\$ (0.05)	\$ (0.18)	\$ (0.01)	\$ (0.22)	\$ (0.09)	\$ 5.93	



Adjusted Amounts Reconciliation Consolidated Statement of Income

(Dollars in thousands, except per share data)

(Unaudited)

	Quarter-to-Date FY 2022									
	As Reported March 31, 2022	% of Sales	Acquired Intangible Asset Amortization	Business Realignment Charges	Lord Costs to Achieve	Acquisition Related Expenses	Loss on Deal-Contingent Forward Contracts	Russia Liquidation	Adjusted March 31, 2022	% of Sales
Net sales	\$ 4,086,387	100.0 %	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,086,387	100.0 %
Cost of sales*	2,709,407	66.3 %	15,429	1,178	42	-	-	9,493	2,683,265	65.7 %
Selling, general and admin. expenses*	640,498	15.7 %	63,436	1,911	891	11,657	-	2,847	559,756	13.7 %
Interest expense	63,272	1.5 %	-	-	-	-	-	-	63,272	1.5 %
Other (income) expense, net*	239,221	5.9 %	-	63	-	1,067	246,983	7,717	(16,609)	(0.4)%
Income before income taxes	433,989	10.6 %	(78,865)	(3,152)	(933)	(12,724)	(246,983)	(20,057)	796,703	19.5 %
Income taxes	85,901	2.1 %	18,060	722	214	2,913	56,559	2,089	166,458	4.1 %
Net income	348,088	8.5 %	(60,805)	(2,430)	(719)	(9,811)	(190,424)	(17,968)	630,245	15.4 %
Less: Noncontrolling interests	71	0.0 %	-	-	-	-	-	-	71	0.0 %
Net income - common shareholders	\$ 348,017	8.5 %	\$ (60,805)	\$ (2,430)	\$ (719)	\$ (9,811)	\$ (190,424)	\$ (17,968)	\$ 630,174	15.4 %
Diluted earnings per share	\$ 2.67		\$ (0.47)	\$ (0.02)	\$ (0.01)	\$ (0.07)	\$ (1.46)	\$ (0.13)	\$ 4.83	

*Prior period amounts have been recast to reflect the income statement reclassification.



Adjusted Amounts Reconciliation

Business Segment Information

(Dollars in thousands)

(Unaudited)

	Quarter-to-Date FY 2023									
	As Reported		Acquired	Business	Meggitt	Acquisition	Amortization	Net Loss on	Adjusted	
	March 31, 2023	% of Sales	Intangible Asset	Realignment	Costs to	Related	of Inventory	Divestitures	March 31, 2023	% of Sales ²
Diversified Industrial:										
North America ¹	\$ 489,349	20.9%	\$ 44,184	\$ 761	\$ 2,442	\$ -	\$ -	\$ -	\$ 536,736	22.9%
International ¹	329,498	21.6%	17,266	7,314	2,953	-	-	-	357,031	23.4%
Total Diversified Industrial ¹	818,847	21.2%	61,450	8,075	5,395	-	-	-	893,767	23.1%
Aerospace Systems ¹	133,905	11.2%	83,697	166	25,849	-	37,642	-	281,259	23.5%
Total segment operating income	952,752	18.8%	(145,147)	(8,241)	(31,244)	-	(37,642)	-	1,175,026	23.2%
Corporate administration	45,780	0.9%	-	-	-	-	-	-	45,780	0.9%
Income before interest and other	906,972	17.9%	(145,147)	(8,241)	(31,244)	-	(37,642)	-	1,129,246	22.3%
Interest expense	151,993	3.0%	-	-	-	-	-	-	151,993	3.0%
Other (income) expense	(1,402)	0.0%	-	-	-	1,299	-	10,927	(13,628)	-0.3%
Income before income taxes	\$ 756,381	14.9%	\$ (145,147)	\$ (8,241)	\$ (31,244)	\$ (1,299)	\$ (37,642)	\$ (10,927)	\$ 990,881	19.6%

1. Segment operating income as a percent of sales is calculated on segment sales.

2. Adjusted amounts as a percent of sales are calculated on as reported sales.



Adjusted Amounts Reconciliation

Business Segment Information

(Dollars in thousands)
(Unaudited)

	Quarter-to-Date FY 2022									
	As Reported March 31, 2022	% of Sales	Acquired Intangible Asset Amortization	Business Realignment Charges	Lord Costs to Achieve	Acquisition Related Expenses	Loss on Deal-Contingent Forward Contracts	Russia Liquidation	Adjusted March 31, 2022	% of Sales ²
Diversified Industrial:										
North America ¹	\$ 413,998	20.5%	\$ 47,408	\$ 355	\$ 297	\$ -	\$ -	\$ -	\$ 462,058	22.9%
International ¹	298,475	20.7%	18,704	2,416	636	-	-	6,257	326,488	22.7%
Total Diversified Industrial ¹	712,473	20.6%	66,112	2,771	933	-	-	6,257	788,546	22.8%
Aerospace Systems ¹	119,016	18.8%	12,753	318	-	-	-	6,570	138,657	21.9%
Total segment operating income	831,489	20.3%	(78,865)	(3,089)	(933)	-	-	(12,827)	927,203	22.7%
Corporate administration	57,405	1.4%	-	-	-	-	-	-	57,405	1.4%
Income before interest and other	774,084	18.9%	(78,865)	(3,089)	(933)	-	-	(12,827)	869,798	21.3%
Interest expense	63,272	1.5%	-	-	-	-	-	-	63,272	1.5%
Other (income) expense	276,823	6.8%	-	63	-	12,724	246,983	7,230	9,823	0.2%
Income before income taxes	\$ 433,989	10.6%	\$ (78,865)	\$ (3,152)	\$ (933)	\$ (12,724)	\$ (246,983)	\$ (20,057)	\$ 796,703	19.5%

1. Segment operating income as a percent of sales is calculated on segment sales.
2. Adjusted amounts as a percent of sales are calculated on as reported sales.



Reconciliation of EBITDA to Adjusted EBITDA

(Dollars in thousands) (Unaudited)	Three Months Ended			
	March 31,			
	2023	% of Sales	2022	% of Sales
Net sales	\$ 5,061,665	100.0%	\$ 4,086,387	100.0%
Net income	\$ 590,960	11.7%	\$ 348,088	8.5%
Income taxes	165,421	3.3%	85,901	2.1%
Depreciation	80,194	1.6%	63,832	1.6%
Amortization	145,147	2.9%	78,865	1.9%
Interest expense	151,993	3.0%	63,272	1.5%
EBITDA	1,133,715	22.4%	639,958	15.7%
Adjustments:				
Business realignment charges	8,241	0.2%	3,152	0.1%
Meggitt costs to achieve	31,244	0.6%	-	0.0%
Lord costs to achieve	-	0.0%	933	0.0%
Acquisition-related expenses	1,299	0.0%	12,724	0.3%
Loss on deal-contingent forward contracts	-	0.0%	246,983	6.0%
Amortization of inventory step-up to FV	37,642	0.7%	-	0.0%
Net loss on divestitures	10,927	0.2%	-	0.0%
Russia Liquidation	-	0.0%	20,057	0.5%
EBITDA - Adjusted	\$ 1,223,068	24.2%	\$ 923,807	22.6%
EBITDA margin	22.4 %		15.7 %	
EBITDA margin - Adjusted	24.2 %		22.6 %	



Reconciliation of Gross and Net Debt / Adjusted EBITDA

(Unaudited)	
(Dollars in thousands)	<u>March 31, 2023</u>
Notes payable and long-term debt payable within one year	\$ 1,992,919
Long-term debt	11,412,304
Add: Deferred debt issuance costs	79,018
Total gross debt	<u>\$ 13,484,241</u>
Cash and cash equivalents	\$ 534,831
Marketable securities and other investments	23,466
Total cash	<u>\$ 558,297</u>
Net debt (Gross debt less total cash)	<u>\$ 12,925,944</u>
TTM Net Sales	\$ 18,157,083
Net income	\$ 1,503,364
Income tax	391,273
Depreciation	297,018
Amortization	451,490
Interest Expense	487,988
TTM EBITDA	<u>\$ 3,131,133</u>
Adjustments:	
Business realignment charges	22,426
Costs to achieve	78,477
Acquisition-related costs	175,202
Loss on deal-contingent forward contracts	1,009,053
Gain on Aircraft Wheel & Brake divestiture	(372,930)
Amortization of inventory step-up to FV	167,973
Net loss on divestitures	10,927
TTM Adjusted EBITDA	<u>\$ 4,222,261</u>
Gross Debt/TTM Adjusted EBITDA	3.2
Net Debt/TTM Adjusted EBITDA	3.1



Reconciliation of Gross and Net Debt / Adjusted EBITDA

(Unaudited) (Dollars in thousands)	<u>December 31, 2022</u>
Notes payable and long-term debt payable within one year	\$ 1,994,333
Long-term debt	12,025,860
Add: Deferred debt issuance costs	83,758
Total gross debt	<u>\$ 14,103,951</u>
Cash and cash equivalents	\$ 756,055
Marketable securities and other investments	21,611
Total cash	<u>\$ 777,666</u>
Net debt (Gross debt less total cash)	<u>\$ 13,326,285</u>
TTM Net Sales	\$ 17,181,805
Net income	\$ 1,260,492
Income tax	311,753
Depreciation	280,656
Amortization	385,208
Interest Expense	399,267
TTM EBITDA	<u>\$ 2,637,376</u>
Adjustments:	
Business realignment charges	17,337
Costs to achieve	48,166
Acquisition-related costs	186,627
Loss on deal-contingent forward contracts	1,256,036
Gain on Aircraft Wheel & Brake divestiture	(372,930)
Amortization of inventory step-up to FV	130,331
Russia liquidation	20,057
TTM Adjusted EBITDA	<u>\$ 3,923,000</u>
Gross Debt/TTM Adjusted EBITDA	3.6
Net Debt/TTM Adjusted EBITDA	3.4



Reconciliation of Gross and Net Debt / Adjusted EBITDA

(Unaudited) (Dollars in thousands)	<u>September 30, 2022</u>
Notes payable and long-term debt payable within one year	\$ 1,725,077
Long-term debt	12,238,900
Add: Deferred debt issuance costs	87,934
Total gross debt	<u>\$ 14,051,911</u>
Cash and cash equivalents	\$ 502,307
Marketable securities and other investments	19,504
Total cash	<u>\$ 521,811</u>
Net debt (Gross debt less total cash)	<u>\$ 13,530,100</u>
TTM Net Sales	\$ 16,331,574
Net income	\$ 1,252,760
Income tax	293,066
Depreciation	258,530
Amortization	321,693
Interest Expense	313,696
TTM EBITDA	<u>\$ 2,439,745</u>
Adjustments:	
Business realignment charges	15,604
Costs to achieve	15,555
Acquisition-related costs	203,786
Loss on deal-contingent forward contracts	1,405,418
Gain on Aircraft Wheel & Brake divestiture	(372,930)
Amortization of inventory step-up to FV	18,358
Russia liquidation	20,057
TTM Adjusted EBITDA	<u>\$ 3,745,593</u>
Gross Debt/TTM Adjusted EBITDA	3.8
Net Debt/TTM Adjusted EBITDA	3.6



Reconciliation of Free Cash Flow Conversion

(Unaudited) (Dollars in thousands)	Nine Months Ended March 31, 2023
Net Income	\$ 1,374,458
Cash Flow from Operations	\$ 1,794,894
Capital Expenditures	(272,603)
Free Cash Flow	\$ 1,522,291
Free Cash Flow Conversion (Free Cash Flow / Net Income)	111%

(Unaudited) (Dollars in thousands)	Nine Months Ended March 31, 2022
Net Income	\$ 1,187,280
Cash Flow from Operations	\$ 1,548,438
Capital Expenditures	(158,864)
Free Cash Flow	\$ 1,389,574
Free Cash Flow Conversion (Free Cash Flow / Net Income)	117%



Supplemental Sales Information

Global Technology Platforms

(Unaudited) (Dollars in thousands)	Three Months Ended March 31,	
	2023	2022
Net sales		
Diversified Industrial:		
Motion Systems	\$ 1,017,974	\$ 895,839
Flow and Process Control	1,298,204	1,197,590
Filtration and Engineered Materials	1,550,927	1,360,643
Aerospace Systems	1,194,560	632,315
Total	\$ 5,061,665	\$ 4,086,387



Reconciliation of EPS

Q4 Fiscal Year 2023 Guidance

(Unaudited)	
(Amounts in dollars)	Q4 Fiscal Year 2023
Forecasted earnings per diluted share	\$4.18 to \$4.48
Adjustments:	
Business realignment charges	0.08
Costs to achieve	0.10
Acquisition-related intangible asset amortization expense	1.12
Tax effect of adjustments ¹	(0.31)
Adjusted forecasted earnings per diluted share	\$5.17 to \$5.47

1. This line item reflects the aggregate tax effect of all non-tax adjustments reflected in the preceding line items of the table. We estimate the tax effect of each adjustment item by applying our overall effective tax rate for continuing operations to the pre-tax amount, unless the nature of the item and/or the tax jurisdiction in which the item has been recorded requires application of a specific tax rate or tax treatment, in which case the tax effect of such item is estimated by applying such specific tax rate or tax treatment.



Reconciliation of EPS

Fiscal Year 2023 Guidance

(Unaudited)	Fiscal Year 2023
(Amounts in dollars)	
Forecasted earnings per diluted share	\$14.75 to \$15.05
Adjustments:	
Business realignment charges	0.23
Costs to achieve	0.69
Acquisition-related intangible asset amortization expense	4.00
Acquisition-related expenses	2.55
Loss on deal-contingent forward contracts	3.00
Net gain on divestitures	(2.78)
Tax effect of adjustments ¹	(1.84)
Adjusted forecasted earnings per diluted share	\$20.60 to \$20.90

1. This line item reflects the aggregate tax effect of all non-tax adjustments reflected in the preceding line items of the table. We estimate the tax effect of each adjustment item by applying our overall effective tax rate for continuing operations to the pre-tax amount, unless the nature of the item and/or the tax jurisdiction in which the item has been recorded requires application of a specific tax rate or tax treatment, in which case the tax effect of such item is estimated by applying such specific tax rate or tax treatment.



