# UNITED STATES <br> SECURITIES AND EXCHANGE COMMISSION <br> 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): April 15, 2003

## PARKER-HANNIFIN CORPORATION

(Exact Name of Registrant as Specified in Charter)

## Ohio

(State or Other Jurisdiction
of Incorporation)

## 1-4982

(Commission
File Number)

34-0451060
(IRS Employer Identification No.)

6035 Parkland Blvd.
Cleveland, Ohio 44124-4141
(Address of Principal Executive Offices)

## Item 9. Regulation FD Disclosure

The following information is furnished pursuant to Item 9, "Regulation FD Disclosure" and Item 12, "Disclosure of Results of Operations and Financial Conditions".
On April 15, 2003, Parker-Hannifin Corporation issued a press release and presented a Webcast announcing earnings for the quarter ended March 31, 2003. A copy of the press release is filed as Exhibit 99.1 to this report. A copy of the Webcast presentation is filed as Exhibit 99.2 to this report.

## EXHIBIT INDEX

99.1 Press release issued by Parker-Hannifin Corporation, dated April 15, 2003.
99.2 Webcast presentation by Parker-Hannifin Corporation, dated April 15, 2003.

## 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/ Timothy K. Pistell

For Release:
Contact:

## Immediately

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Stock Symbol: $\quad$ PH - NYSE

## Parker Quarterly Earnings \& Outlook Remain Flat; Industrial Operating Income Rises

Cleveland, Ohio: April 15, 2003 - Parker Hannifin Corporation today reported third-quarter net income for the period ended March 31,2003 of $\$ 48.7$ million, or 42 cents per diluted share, on sales of $\$ 1.65$ billion. Realignment costs, including severance and manufacturing relocations, reduced earnings by four cents per diluted share in the quarter. For the same period last year, net income was $\$ 52.4$ million, or 45 cents per diluted share, on sales of $\$ 1.58$ billion, including a reduction of two cents per diluted share in realignment costs.

Parker CEO Don Washkewicz noted continued weakness in the company's aerospace and North American industrial markets. "Our balance sheet remains strong, and we're maintaining strict controls on working capital and expenditures," said Washkewicz. "At the same time, we're seeing positive progress from all the work we've done to realign operations and implement the Win Strategy. We just haven't seen any improvement in the economy."

Washkewicz said the continuing strength of cash flow from operations enabled the company to make discretionary contributions of approximately $\$ 108$ million to its pension plans during the quarter in the United States, Canada and the United Kingdom. "This demonstrates the company's commitment to maintaining well-funded pension plans for our employees around the world."

Washkewicz also noted that operating income was up in every segment except aerospace, where sales were two percent lower than last year and the operating margin was 13.6 percent.

In the industrial segment, operating income was up 20 percent overall. In North America, sales were flat and the operating margin was 5.8 percent. The international industrial business achieved a margin of 5.7 percent with a 28-percent sales increase, mostly driven by currency exchange rates and acquisitions.

In the "Other" segment, sales were seven-percent lower than in the prior year, reflecting the divestiture of the Wynn Warranty business last June, while operating income was up nine percent, and the margin improved to 9.0 percent.

## Nine-Months' Results

Sales in the first nine months of fiscal 2003 were $\$ 4.75$ billion, up six percent from the same period last year. Year-to-date net income increased to $\$ 147.2$ million, or $\$ 1.26$ per diluted share, reduced by 10 cents per diluted share in realignment costs and an equity-investment adjustment. In the first nine months of fiscal 2002 , the company earned $\$ 142.0$ million, or $\$ 1.23$ per diluted share, for which realignment costs and an equity-investment adjustment reduced earnings by 13 cents per diluted share.

## Outlook

The company did not issue a range of projected earnings for the remaining quarter of fiscal year 2003, citing continued economic uncertainties and limited predictability of aerospace and industrial activities in the current climate. "With no discernable change in market conditions, all we can say is that we expect the coming quarter to be very similar to this one," said Washkewicz.

Parker advises shareholders to note monthly order trends, for which the company makes a disclosure several business days after the conclusion of each month. This information is available on the company's investor information web site, at www.phstock.com.

With annual sales exceeding $\$ 6$ billion, Parker Hannifin is the world's leading diversified manufacturer of motion and control technologies and systems, providing precisionengineered solutions for a wide variety of commercial, mobile, industrial and aerospace markets. The company employs more than 48,000 people in 44 countries around the world. For more information, visit the company's web site at www.parker.com, or its
investor information site atwww.phstock.com.
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. All statements regarding future performance, earnings projections, events or developments are forward-looking statements. It is possible that the company's future performance and earnings projections may differ materially from current expectations, depending on economic conditions within both its industrial and aerospace markets, and the company's ability to achieve anticipated benefits associated with announced realignment activities and strategic initiatives to improve operating margins. Among the other factors which may affect future performance are: changes in business relationships with and purchases by or from major customers or suppliers, including delays or cancellations in shipments; uncertainties surrounding timing, successful completion or integration of acquisitions; threats associated with and efforts to combat terrorism, including the war with Iraq; the impact of Severe Acute Respiratory Syndrome on global travel; competitive market conditions and resulting effects on sales and pricing; increases in raw-material costs that cannot be recovered in product pricing, and global economic factors, including currency exchange rates, difficulties entering new markets and general economic conditions such as interest rates. The company makes these statements as of the date of this disclosure, and undertakes no obligation to update them.

## PARKER HANNIFIN CORPORATION-MARCH 31, 2003

## CONSOLIDATED STATEMENT OF INCOME



## BUSINESS SEGMENT INFORMATION BY INDUSTRY

|  | Three Months Ended March 31, |  |  |  | Nine Months Ended March 31, |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| (Unaudited) | 2003 |  | 2002 |  | 2003 |  | 2002 |  |
| (Dollars in thousands) |  |  |  |  |  |  |  |  |
| Net sales |  |  |  |  |  |  |  |  |
| Industrial: |  |  |  |  |  |  |  |  |
| North America | \$ | 727,060 | \$ | 726,808 | , | 2,124,542 | \$ | 2,023,947 |
| International |  | 416,434 |  | 325,754 |  | 1,156,014 |  | 912,491 |
| Aerospace |  | 280,020 |  | 284,989 |  | 832,741 |  | 885,801 |
| Other |  | 223,330 |  | 240,781 |  | 636,652 |  | 669,290 |
| Total | \$ | 1,646,844 | \$ | 1,578,332 | \$ | 4,749,949 | \$ | 4,491,529 |
|  |  |  |  |  |  |  |  |  |
| Segment operating income |  |  |  |  |  |  |  |  |
| Industrial: |  |  |  |  |  |  |  |  |
| North America | \$ | 42,166 | \$ | 38,090 | \$ | 120,634 | \$ | 102,131 |
| International |  | 23,852 |  | 17,126 |  | 72,819 |  | 50,161 |
| Aerospace |  | 38,140 |  | 48,682 |  | 123,324 |  | 152,020 |
| Other |  | 20,039 |  | 18,358 |  | 51,328 |  | 44,779 |
| Total segment operating income |  | 124,197 |  | 122,256 |  | 368,105 |  | 349,091 |
| Corporate general and administrative expenses |  | 22,662 |  | 17,550 |  | 62,155 |  | 50,163 |
| Income from operations before interest expense and other |  | 101,535 |  | 104,706 |  | 305,950 |  | 298,928 |
| Interest expense |  | 20,349 |  | 20,924 |  | 59,399 |  | 62,933 |
| Other expense |  | 7,230 |  | 7,222 |  | 22,858 |  | 19,957 |
| Income before income taxes |  |  |  |  |  |  |  |  |
|  | \$ | 73,956 | \$ | 76,560 | \$ | 223,693 | \$ | 216,038 |

Note: Certain prior period amounts have been reclassified to conform to the current year presentation.

## CONSOLIDATED BALANCE SHEET

| (Unaudited) <br> (Dollars in thousands) $\quad$ March 31, |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |
| Assets |  |  |  |  |
| Current assets: |  |  |  |  |
| Cash and cash equivalents | \$ | 52,696 | \$ | 31,917 |
| Restricted investments |  |  |  | 98,850 |
| Accounts receivable, net |  | 991,131 |  | 981,972 |
| Inventories |  | 1,027,939 |  | 1,070,287 |
| Prepaid expenses |  | 43,265 |  | 42,248 |
| Deferred income taxes |  | 85,329 |  | 98,682 |
| Total current assets |  | 2,200,360 |  | 2,323,956 |
| Plant and equipment, net |  | 1,661,714 |  | 1,683,768 |
| Goodwill |  | 1,091,795 |  | 1,099,413 |
| Intangible assets, net |  | 56,223 |  | 43,734 |
| Other assets |  | 745,995 |  | 604,146 |
|  |  |  |  |  |
| Total assets | \$ | 5,756,087 | \$ | 5,755,017 |
|  |  | - |  | - |
| Liabilities and shareholders' equity |  |  |  |  |
| Current liabilities: |  |  |  |  |
| Notes payable | \$ | 410,278 | \$ | 547,764 |
| Accounts payable |  | 395,658 |  | 378,951 |
| Accrued liabilities |  | 468,744 |  | 483,631 |
| Accrued domestic and foreign taxes |  | 34,700 |  | 73,263 |
|  |  |  |  |  |
| Total current liabilities |  | 1,309,380 |  | 1,483,609 |
| Long-term debt |  | 948,164 |  | 1,052,174 |
| Pensions and other postretirement benefits |  | 515,378 |  | 209,134 |
| Deferred income taxes |  | 133,242 |  | 147,726 |
| Other liabilities |  | 126,032 |  | 236,145 |
| Shareholders' equity |  | 2,723,891 |  | 2,626,229 |
| Total liabilities and shareholders' equity | \$ | 5,756,087 | \$ | 5,755,017 |

## CONSOLIDATED STATEMENT OF CASH FLOWS

|  |  |  |
| :--- | :--- | :--- |

## Parker Hannifin

## Forward Looking Statements

## 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. All statements regarding future performance, earnings projections, events or developments are forward-looking statements. It is possible that the company's future performance and earnings projections may differ materially from current expectations, depending on economic conditions within both its industrial and aerospace markets, and the company's ability to achieve anticipated benefits associated with announced realignment activities and strategic initiatives to improve operating margins. Among the other factors which may affect future performance are: changes in business relationships with and purchases by or from major customers or suppliers, including delays or cancellations in shipments; uncertainties surrounding timing, successful completion or integration of acquisitions; threats associated with and efforts to combat terrorism, including the war with Iraq; the impact of Severe Acute Respiratory Syndrome (SARS) on global travel; competitive market conditions and resulting effects on sales and pricing; increases in raw-material costs that cannot be recovered in product pricing; and global economic factors, including currency exchange rates, difficulties entering new markets and general economic conditions such as interest rates. The company makes these statements as of the date of this disclosure, and undertakes no obligation to update them.

## Today's Agenda

| $\square$ | Regulation G |
| :--- | :--- |
| $\square$ | EPS |
| $\square$ | Acquisition/Divestiture Updat |
| $\square$ | Financial Results |
| $\square$ | Fiscal Year 2003 Outlook |
| $\square$ | Questions \& Answers |

## Regulation G

- Effective March 28, 2003
- Addresses use of non-GAAP financial measures
- Parker has modified quarterly release to comply with Reg. G
- Slide presentation has changed


## Non-GAAP Financial Measure

This presentation reconciles sales amounts reported in accordance with U.S. GAAP to sales amounts adjusted to remove the effects of acquisitions and divestitures made within the prior four quarters as well as the effects of currency exchange rates on sales. The effects of acquisitions and divestitures and currency exchange rates are removed to allow investors and the company to meaningfully evaluate changes in sales on a comparable basis from period to period.

## EPS - $3^{\text {rd }}$ Quarter



Note: EPS was reduced by business realignment charges of $\$ 0.04$ and $\$ 0.02$ in $3 Q$ FY03 and $3 Q$ FY02, respectively. The $3 Q$ FY03 Forecast Range was reduced by $\$ 0.04$ of business realignment charges.

## EPS - YTD



Note: EPS was reduced by $\$ 0.10$ and $\$ 0.13$ in the FY03 and the FY02, respectively, for business realignment charges and an equity investment adjustment.

## Acquisitions/Divestitures

Name

MTS Automation

## Sales - 3rd Quarter

|  | FY 2003 | FY 2002 |
| :---: | :---: | :---: |
| Sales | \$1,646.8 | \$1,578.3 |
| \% change | 4.3\% |  |
| Sales from acquisitions \& divestitures | \$ 18.9 | \$ 28.9 |
|  | - |  |
| Sales without acquisitions \& divestitures | \$1,627.9 | \$1,549.4 |
|  | - |  |
| \% change | 5.1\% |  |
| Currency effects | \$ 70.5 |  |
| Sales without acquisitions, divestitures \& currency | \$1,557.4 | \$1,549.4 |
|  | - |  |
| \% change | 0.5\% |  |

## Income Statement - 3rd Quarter

|  | FY 2003 |  |  | FY 2002 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | \% of Sales | Business Realignment |  | \% of Sales | Business Realignment |
| Net sales | \$1,646.8 | 100.0\% |  | \$1,578.3 | 100.0\% |  |
| Cost of sales | 1,368.4 | 83.1\% | 7.4 | 1,309.2 | 83.0\% | 3.3 |
| Gross profit | 278.4 | 16.9\% | (7.4) | 269.1 | 17.0\% | (3.3) |
| S, G \& A | 182.4 | 11.1\% | 0.1 | 171.8 | 10.9\% | 0.3 |
| Goodwill impairment loss | - | 0.0\% | - | - | 0.0\% | - |
| Other income (deductions) |  |  |  |  |  |  |
| Interest expense | (20.3) | -1.2\% | - | (20.9) | -1.3\% | - |
| Interest and other income | (1.7) | -0.1\% | - | 0.2 | 0.0\% | - |
|  | (22.0) | -1.3\% | - | (20.7) | -1.3\% | - |
| Income before taxes | 74.0 | 4.5\% | (7.5) | 76.6 | 4.9\% | (3.6) |
| Income taxes | 25.3 | 1.5\% | (2.5) | 24.2 | 1.5\% | (1.3) |
| Net income | \$ 48.7 | 3.0\% | (5.0) | \$ 52.4 | 3.3\% | (2.3) |

[^0]
## Sales - YTD

|  |  |  |
| :--- | :--- | :--- |

## Income Statement - YTD

|  | FY 2003 |  |  | FY 2002 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | \% of Sales | Business Realignment \& Equity Adj. |  | \% of Sales | Business Realignment \& Equity Adj. |
| Net sales | \$4,749.9 | 100.0\% |  | \$4,491.5 | 100.0\% |  |
| Cost of sales | 3,927.1 | 82.7\% | 13.6 | 3,710.7 | 82.6\% | 14.3 |
| Gross profit | 822.8 | 17.3\% | (13.6) | 780.8 | 17.4\% | (14.3) |
| S, G \& A | 535.8 | 11.3\% | 3.6 | 502.1 | 11.2\% | 6.7 |
| Goodwill impairment loss | - | 0.0\% | - | - | 0.0\% | - |
| Other income (deductions) |  |  |  |  |  |  |
| Interest expense | (59.4) | -1.3\% | - | (62.9) | -1.4\% | - |
| Interest and other income | (3.9) | -0.1\% | - | 0.2 | 0.0\% | - |
|  | (63.3) | -1.3\% | - | (62.7) | -1.4\% | - |
| Income before taxes | 223.7 | 4.7\% | (17.2) | 216.0 | 4.8\% | (21.0) |
| Income taxes | 76.5 | 1.6\% | (4.9) | 74.0 | 1.6\% | (5.5) |
| Net income | \$ 147.2 | 3.1\% | (12.3) | \$ 142.0 | 3.2\% | (15.5) |

[^1]
## Industrial North America



## Industrial R.O.W.

|  |  | FY 2003 |  | FY 2002 |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 3rd Qtr | YTD | 3rd Qtr | YTD |
| Sales |  |  |  |  |  |
| As reported |  | \$416.4 | \$1,156.0 | \$325.8 | \$912.5 |
| \% change |  | 27.8\% | 26.7\% |  |  |
| Acquisitions |  | \$ 14.5 | \$ 95.2 | \$ 0.0 | \$ 0.0 |
| without Acquisitions |  | \$401.9 | \$1,060.8 | \$325.8 | \$912.5 |
| \% change |  | 23.3\% | 16.3\% |  |  |
| Currency effects |  | \$ 56.6 | \$ 99.2 | \$ 0.0 | \$ 0.0 |
| without Acquisitions \& Currency |  | \$345.3 | \$ 961.6 | \$325.8 | \$912.5 |
| \% change |  | 6.0\% | 5.4\% |  |  |
| Operating margin |  |  |  |  |  |
| As reported |  | \$ 23.9 | \$ 72.8 | \$ 17.1 | \$ 50.2 |
| \% of sales |  | 5.7\% | 6.3\% | 5.2\% | 5.5\% |
| Business Realignment |  | \$ 3.2 | \$ 6.1 | \$ 1.2 | \$ 3.4 |

## Aerospace



## Other



## Balance Sheet <br> Assets

|  | as of March 31 | 2003 | 2002 | Change |
| :---: | :---: | :---: | :---: | :---: |
| Assets |  |  |  |  |
| Current Assets: |  |  |  |  |
| Cash and cash equivalents |  | \$ 52.7 | \$ 31.9 | \$ 20.8 |
| Restricted investments |  | - | 98.9 | (98.9) |
| Accounts receivable, net |  | 991.1 | 982.0 | 9.1 |
| Inventories |  | 1,027.9 | 1,070.3 | (42.4) |
| Prepaid exepenses |  | 43.4 | 42.2 | 1.2 |
| Deferred income taxes |  | 85.3 | 98.7 | (13.4) |
| Total current assets |  | \$ 2,200.4 | \$ 2,324.0 | \$ (123.6) |
| Plant \& equipment, net |  | 1,661.7 | 1,683.8 | (22.1) |
| Goodwill |  | 1,091.8 | 1,099.4 | (7.6) |
| Intangible assets, net |  | 56.2 | 43.7 | 12.5 |
| Other assets |  | 746.0 | 604.1 | 141.9 |
|  |  | - |  |  |
| Total assets |  | \$ 5,756.1 | \$ 5,755.0 | \$ 1.1 |

## Balance Sheet

## Liabilities \& Shareholders' Equity

|  | as of March 31 | 2003 | 2002 | Change |
| :---: | :---: | :---: | :---: | :---: |
| Liabilities and shareholders' equity |  |  |  |  |
| Current liabilities: |  |  |  |  |
| Notes payable |  | \$ 410.3 | \$ 547.8 | \$ (137.5) |
| Accounts payable |  | 395.7 | 379.0 | 16.7 |
| Accrued liabilities |  | 468.7 | 483.6 | (14.9) |
| Accrued domestic and foreign taxes |  | 34.7 | 73.2 | (38.5) |
| Total current liabilities |  | \$ 1,309.4 | \$ 1,483.6 | \$ (174.2) |
| Long-term debt |  | 948.2 | 1,052.2 | (104.0) |
| Pension and other postretirement benefits |  | 515.3 | 209.1 | 306.2 |
| Deferred income taxes |  | 133.2 | 147.7 | (14.5) |
| Other liabilities |  | 126.1 | 236.2 | (110.1) |
| Shareholders' equity |  | 2,723.9 | 2,626.2 | 97.7 |
| Total liabilities and shareholders' equity |  | \$ 5,756.1 | \$ 5,755.0 | \$ 1.1 |

## Statement of Cash Flow

|  | nine months ended March 31 | 2003 | 2002 |
| :---: | :---: | :---: | :---: |
| Net income |  | \$ 147.2 | \$ 142.0 |
| Depreciation \& amortization |  | 191.0 | 181.0 |
| Net change in receivables, inventory \& payables |  | 32.2 | 80.3 |
| Net change in other assets \& liabilities |  | (98.5) | 42.7 |
| Other, net |  | 54.3 | 12.0 |
|  |  |  |  |
| Net cash provided by operating activities |  | \$ 326.2 | \$ 458.0 |
| Acquisitions |  | \$ (2.0) | \$(383.1) |
| Capital expenditures |  | (112.9) | (157.5) |
| Other |  | 13.8 | (38.5) |
| Net cash used in investing activities |  | \$(101.1) | \$(579.1) |
| Common share activity |  | \$ 3.1 | \$ 3.9 |
| (Payments of) proceeds from debt, net |  | (160.1) | 190.2 |
| Dividends |  | (63.7) | (62.1) |
| Net cash (used in) provided by financing activities |  | \$(220.7) | \$ 132.0 |
| Effect of exchange rate changes on cash |  | 1.9 | (2.6) |
| Net increase in cash and cash equivalents |  | \$ 6.3 | \$ 8.3 |

## Financial Leverage

Debt to Debt Equity


## New Order Rates

## North America



## Current month vs. prior year

## Industrial North America

- Daily order rates in March down from February
- Customers remain cautious regarding capital expenditures
- Inventories at customers and distributors seem to be balanced with demand
- Capacity utilization remains low
- Potential exists in deferred MRO


## New Order Rates




## Current month vs. prior year

## Industrial R.O.W.

- Daily order rates showing steady growth since Sept. 2002
- Europe slightly negative and remains volatile
- Asia-Pacific positive trend continues
- Latin America also remains positive


## New Order Rates

Aerospace


Average last $\mathbf{1 2}$ months orders to previous $\mathbf{1 2}$ months orders

## Aerospace

- Commercial OEM and MRO under pressure due to Iraq and SARS
- Military trend is positive due to defense spending


## FY 2003 Outlook

- Current economic conditions expected to continue
- Uncertainty with Iraq
- Lack of capital spending
- Win Strategy initiatives continue to be positive to operating earnings
- Any real volume growth (i.e., excluding currency exchange rates) should benefit operating earnings


## Questions \& Answers...




[^0]:    * Business realignment primarily includes severance costs and costs related to the consolidation of manufacturing product lines.

[^1]:    * Business realignment primarily includes severance costs and costs related to the consolidation of manufacturing product lines.

