



Eric Krasnoff Title Slide

Good morning and welcome to Pall Corporation's 2007 Annual Meeting of Shareholders.

It's good to see so many familiar faces. We would also like to welcome our newest shareholders.

I'm Eric Krasnoff, Chairman of the Board of Directors and Chief Executive Officer of Pall Corporation.

It is my pleasure, on behalf of the board of directors and the officers of Pall Corporation, to extend to you a warm welcome and to express our appreciation to you for attending today.

Joining me on the dais are Pall's President, Don Stevens; Group Vice President and President of Pall Life Sciences, Roberto Perez; Chief Financial Officer and Treasurer, Lisa McDermott; and Corporate Secretary Sandra Marino.

Also present with us today are members of our board of directors and senior management team including our newest board member, Cheryl Gris . Welcome Cheryl to your first Pall annual shareholders' meeting.

I'd like to ask all of our Board members to stand as a group so we may recognize and thank them for their tremendous dedication and contribution to Pall's current success and for their vision and leadership.

I should mention that also present today are representatives of the Company's auditors, KPMG LLP.

Forward-Looking Statements

The matters discussed in this presentation contain "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995. Forward-looking statements contained in this presentation and in the Company's other written and oral reports are based on current Company expectations and are subject to risks and uncertainties, which could cause actual results to differ materially. All statements regarding future performance, earnings projections, earnings guidance, management's expectations about its future cash needs and effective tax rate, and other future events or developments are forward-looking statements. Such risks and uncertainties include, but are not limited to: risks relating to the Company's restatement of prior period financial statements, including the risks associated with the pending IRS audit and pending SEC and Department of Justice investigations and litigation proceedings; risks associated with the Company's planned cash management initiatives, which may result in changes in the Company's effective tax rate; changes in product mix and product pricing may affect the Company's operating results particularly as the systems business expands in which significantly longer sales cycles are experienced with less predictable revenue and profitability and less certainty of future revenue streams from related consumable product offerings and services; increases in costs of manufacturing and operating costs, including energy and raw materials; the Company's ability to achieve the savings anticipated from its cost reduction and margin improvement initiatives including the timing of completion of its facilities rationalization initiative; fluctuations in foreign currency exchange rates and interest rates; regulatory approval or market acceptance of new technologies; changes in demand for the Company's products and business relationships with key customers and suppliers including delays or cancellations in shipments; success in enforcing patents and protecting proprietary products and manufacturing techniques; risks associated with the completion or integration of acquisitions; domestic and international competition; and global and regional economic conditions, including particularly the impact of current challenging conditions in the United States that may also have global implications, and legislative, regulatory and political developments. The Company makes these statements as of the date of this disclosure and undertakes no obligation to update them. You should carefully consider these factors as well as the additional risk factors outlined in more detail in our most recent Annual Report on Form 10-K under Item 1A, Risk Factors, and in other filings the Company makes with the Securities and Exchange Commission.

Management uses certain non-GAAP measurements to assess the Company's current and future financial performance. The non-GAAP measurements do not replace the presentation of Pall's GAAP financial results. These measurements provide supplemental information to assist management in analyzing the Company's financial position and results of operations. The Company has chosen to provide this information to facilitate meaningful comparisons of past, present and future operating results and as a means to emphasize the results of ongoing operations.

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Forward-Looking Statements

Before we go any further, let me advise you that today's remarks will include forward-looking statements and that actual results could differ materially. These cautionary statements are shown on the screen and in our financial reports which are on file with the SEC. We also use non-GAAP measures to assess our performance. Reconciliations of these measures to their GAAP counterparts are at the end of today's slide presentation.



Introduction by Eric Krasnoff

We have been looking forward to this opportunity to speak and hear from you for quite some time.

Toward the end of a very strong fiscal year 2007, management learned that the Company had underreported and underpaid U.S. income taxes going back to 1999. We quickly self-reported the matter to the appropriate regulatory authorities and the audit committee of our board of directors. The audit committee acted promptly. They commissioned a rigorous, independent inquiry conducted by a well-respected law firm experienced in similar investigations.

As a result of the matters that led to this inquiry, the Company found it necessary to restate its financial statements for the fiscal years 1999 through 2006 and for each of the fiscal quarters ended October 31, 2006, January 31, 2007, and April 30, 2007. This restatement was completed at the end of March 2008. We are now current with all of our financial reporting obligations.

Although the restatement was significant in its magnitude, it was limited to impacts on income tax expense and interest expense attendant to the tax liabilities and impacts on related items on the Company's balance sheet and statement of earnings. Earnings Before Interest and Taxes remained unchanged for all periods.

Our balance sheet and liquidity remain strong. Throughout the process we maintained Investment Grade ratings from both of our ratings agencies.

With the completion of the inquiry, Pall terminated the employment of four employees who had principal responsibility for tax and treasury matters during substantially all of the period under review. The Company also took actions to bolster its tax dept. and further strengthened its financial controls.

This was a difficult time in our history and challenges remain. We continue to cooperate with pending government inquiries and face civil litigation. But now with the restatement behind us, we are looking forward and building shareholder value.

Now, Lisa and I will discuss how we are building on a solid foundation to grow our business in pursuit of sustainable, profitable growth.



Building on Pall's Success

We continue to focus on and are fervently committed to building on Pall's success for the long term and on adding shareholder value. Pall is a solid company by any measure. We have cutting edge technologies, strong market share and a comprehensive strategic plan to achieve sustainable, profitable growth.

3rd Quarter And 9-Months FY 2008 Sales Results

For The Quarter

- Sales Increased 18% As Reported, 9.5% in Local Currency

For The 9-Months

- Sales Increased 15% As Reported, 8% in Local Currency

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 P&H Corporation

Third Quarter and 9 Months Sales

This morning we preannounced third quarter sales. Sales increased 18%...9.5% in local currency. Sales for the first 9 months are up 15% on a reported basis and more than 8% in local currency. This is ahead of our original expectation of 5.5 to 6.5% for the year.

Pall's Total Fluid ManagementSM Strategy

- Gain extensive process knowledge enabling identification of additional opportunities
- Partner with customers to design solutions for complex fluid challenges
- Deepen & strengthen senior-level relationships
- Differentiate Pall from competition

Pall is Both Anticipating and Meeting Customer Needs

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Pall Corporation

Pall's TFM Strategy

Pall's long-term sales strategy is to provide Total Fluid ManagementSM across our major markets. Total Fluid Management is a Pall competency that harnesses the Company's breadth and depth of products and support. It is unique within the filtration industry, and a competitive advantage. Our new product development, manufacturing strategy and systems platforms are all executed in service of that goal. Broad and growing customer demand shows that Pall is both anticipating and meeting the evolving needs of its customers in world markets.



Drivers for the Filtration Market

Dwindling resources, increasing regulations, emerging pathogens, new drugs, high tech products and processes and absolute imperatives for quality and productivity are driving customers toward Pall Corporation and the technologies we supply. Developing economies and rising standards of living all require more and ever-finer levels of filtration, separation and purification. Pall has anticipated these market drivers and worked hard to be in a position to take advantage of them.

A Sharp Focus On High-Growth Markets



Biotechnology **Cell Therapy** **Vaccine Production**

Pall Is A Leading Supplier To Each Of These Markets

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A Sharp Focus on High-Growth Markets – Biotechnology

A key part of our sales strategy is a sharp focus on high-growth markets.

These include biotechnology and vaccine production. Within these markets, sales have been growing by double digits for the last 3 years. Cell therapy is another small but fast growing opportunity.

A Sharp Focus On High-Growth Markets



Micro and Macro Electronics

Pall Is A Leading Supplier To Each Of These Markets

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 Pall Corporation

A Sharp Focus on High-Growth Markets – Micro and Macro Electronics

Micro and macroelectronics are also very high-growth markets, although the semiconductor side of the market is in the midst of a well publicized slowdown.

A Sharp Focus On High-Growth Markets



Next Generation Aircraft **Energy** **Water**

Pall Is A Leading Supplier To Each Of These Markets

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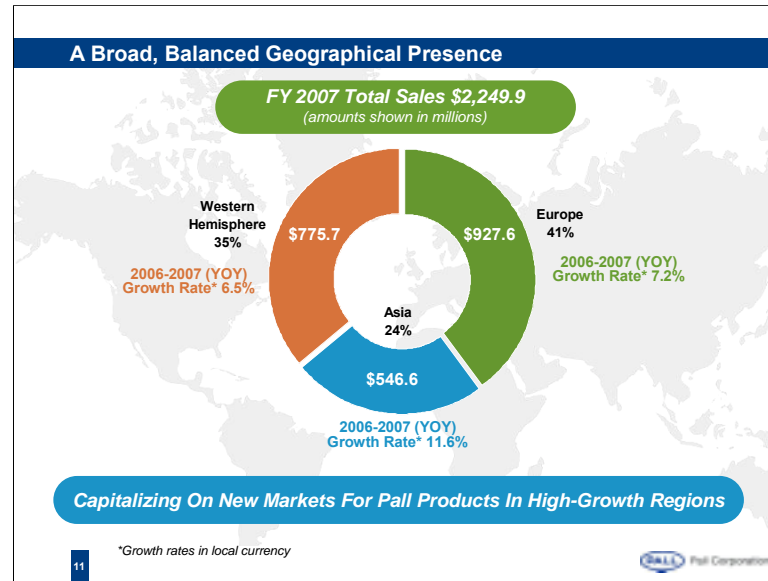
Water and Energy

Next generation aircraft and the water & energy markets are further growth engines for Pall.

Our municipal water sales have increased over 50% in the current fiscal year alone. And our energy sector grew almost 17% in fiscal 07 and near double digits so far this year.

All of these markets are filtration and separation intensive. Pall is a leading supplier to them and our sales reflect this.

More importantly, the work we're doing with customers in these markets today should propel our business forward for years to come.



A Broad and Balanced Geographical Presence

We are also strengthening our already substantial presence in fast-growing and developing regions. We have a solid foothold in Asia and Eastern Europe and are increasing our presence in Latin America. Over two-thirds of our revenues are derived from outside of the U.S., making an investment in Pall an investment in the global economy.



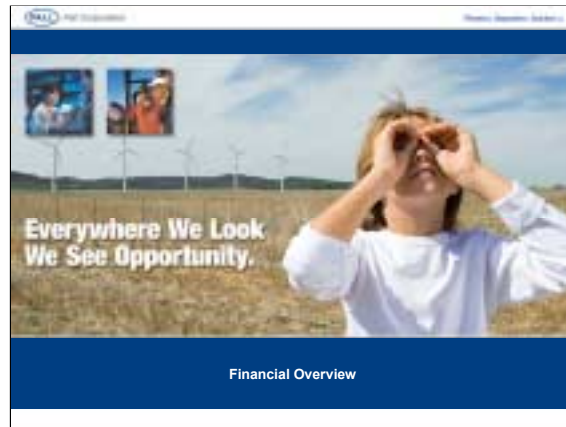
Strategies for Sustainable Profitable Growth

We have been executing a full suite of cost improvement initiatives that are showing through with expenses reducing as a percentage of sales. We will continue to identify opportunities to increase productivity and optimize the cost structure over the next several years. We have a company culture that is never satisfied with the status quo, one that embraces the fact that everything can always be improved.

These improvement initiatives include our facilities rationalization program, in which we are consolidating manufacturing, reducing our footprint and realigning our plants with an eye to customer needs. We are also executing major initiatives to streamline our processes and infrastructure.

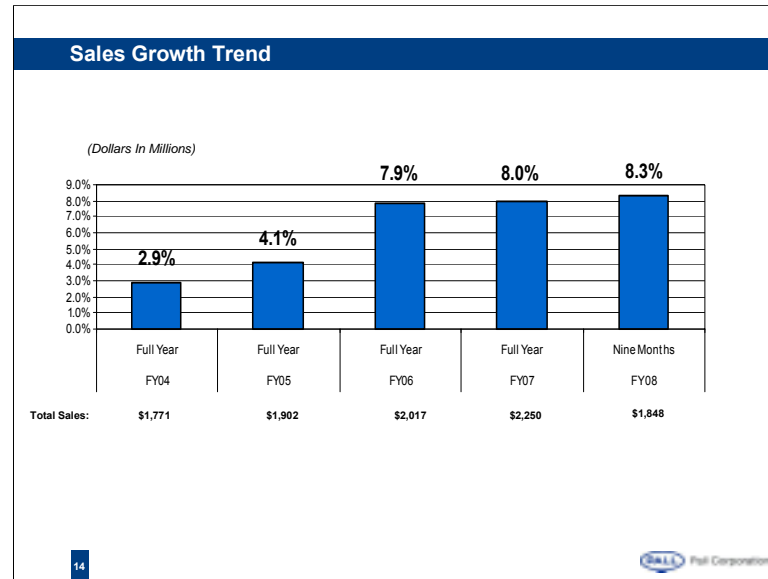
So, that's a snapshot of the basic strategies that have been driving results. The key take away is that Pall's business is strong. We have an extremely successful franchise and the strategies, plans and talent and drive to achieve our long-term goals.

With that I'll ask our CFO, Lisa McDermott to report on Pall's financial performance.



Lisa McDermott Title

Thank you, Eric. Good morning everyone. My comments this morning will give you an overview of how the strategic initiatives Eric just discussed are showing through in our financial results. I will also provide a brief review of results for the full fiscal year 2007 and the first half of fiscal year 2008 and comment on the sales results for the third quarter.



Sales Growth Trend

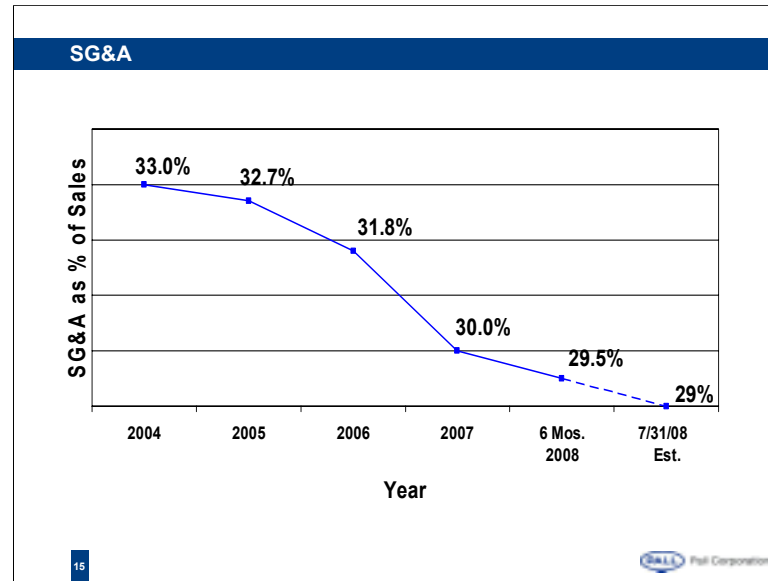
Looking at our local currency sales growth trend over the last four fiscal years and year-to-date for fiscal 2008, one can easily see the sales growth momentum. This is the result of our Total Fluid Management, product and geographic focus and other sales strategies, with local currency organic sales increasing from about 3% several years ago to 8% for the last couple of years and just over 8% so far in 2008.

Sales have been growing by double digits in Asia for almost four years now and the Western Hemisphere and Europe are turning in solid mid-single digit growth.

Sales for the nine months of 2008 were \$1.8 billion – an increase of about 15% on an as reported basis on top of sales growth of 11 1/2% in fiscal year 2007.

2008 sales in Pall Life Sciences increased 6% in local currency, while Pall Industrial grew close to 10%. Sales increased in all regions and, again, the highest local currency growth was in Asia, where sales increased 12% (on top of the 12% growth achieved in FY2007).

Our 5 year plan originally presented to investors in October of 2004, and then updated in October of 2006, for the period ended July 2009 targeted an organic local currency sales CAGR of 6 - 8%. The actual result through the end of fiscal year 2007 is at about the midpoint of this range.

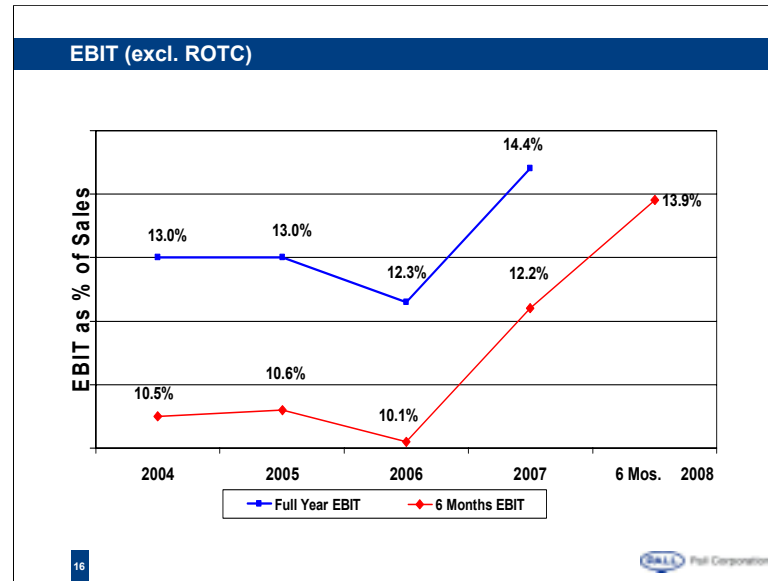


SG&A

Our cost reduction initiatives such as EuroPall and others, unleashed by the new organizational structure, continue to benefit SG&A offsetting the investments we're making in sales and marketing. These improvements are permanent and will be augmented by several new programs giving us further opportunity to reduce SG&A as a percentage of sales as we move through the next couple of years.

The results are clear. SG&A has reduced by 300 basis points as a percentage of sales through fiscal year 2007 compared with 2004 and is expected to reduce by yet another 100 basis points this fiscal year to 29%. We achieved our 2009 targeted range of 30 to 30.5% – two years ahead of schedule despite the impact of expensing stock options, which was not reflected in expense until fiscal year 2006.

We are very pleased with our results of driving costs out of our Company.



Operating Results

All of this has culminated in good progress toward our operating margin improvement goal. EBIT as a percentage of sales in fiscal year 2007 increased to 14.4% from 12.3% in the previous year. EBIT dollars increased 31% to \$325 million; more than 2 1/2 times sales growth.

In the first half of fiscal year 2008, EBIT margin improved to 13.9% from 12.2%. EBIT dollars in the first half of fiscal year 2008 increased about 29% to \$165 million; again with leverage of about two times top line growth.

Results by Business						
(in millions)	9 Months FY2008	6 Months FY2008	6 Months FY2007	FY2007	FY2006	
Sales						
Life Sciences	\$ 712 6.0%lc	\$ 459 7.7%lc	\$ 405 10.1%lc	\$ 880 7.0%lc	\$ 796 6.0%lc	
Industrial	1,136 9.7%lc	728 7.4%lc	639 12.2%lc	1,370 8.7%lc	1,221 9.1%lc	
Total Sales	<u>\$ 1,848</u> 8.3%lc	<u>\$ 1,187</u> 7.5%lc	<u>\$ 1,044</u> 11.3%lc	<u>\$ 2,250</u> 8.0%lc	<u>\$ 2,017</u> 8.0%lc	
Operating Profit						
Life Sciences		88 19.2%	66 16.4%	165 18.8%	138 17.4%	
Industrial		100 13.8%	82 12.8%	204 14.9%	151 12.3%	
Total Operating Profit		<u>188</u> 15.9%	<u>148</u> 14.2%	<u>369</u> 16.4%	<u>289</u> 14.3%	
Corporate Expenses		<u>23</u>	<u>20</u>	<u>44</u>	<u>42</u>	
Earnings Before Interest, Taxes and ROTC		<u>\$ 165</u> 13.9%	<u>\$ 128</u> 12.2%	<u>\$ 325</u> 14.4%	<u>\$ 247</u> 12.3%	

Results by Business Segment

Life Sciences segment sales increased 7% in local currency in fiscal year 2007 and 6% for the nine months of this year, driven by continued strong growth in the BioPharmaceuticals market. In 2007, operating profit dollars increased approximately 19% to \$165 million and operating margin improved to 18.8% from 17.4%.

In the first half of 2008, operating profit dollars increased about 33% to \$88 million and operating margin improved to 19.2% from 16.4%. Life Sciences is expanding its profit leverage on top line growth as gross margin increases and expenses are held steady despite increases in customer facing and R&D expenses.

Industrial segment sales grew almost 9% in local currency in fiscal year 2007 and 9 1/2% in the first nine months of this year. 2007 was a strong year for our Microelectronics, Water and Energy markets.

In 2008, we have seen the slowing of Microelectronics with the semiconductor cyclical downturn. Our diversification into consumer electronics has helped to mitigate this impact.

Energy and Water continue to be growth drivers in 2008 and Aerospace and Transportation is increasing momentum.

Industrial systems sales increased about 28% in 2007 and 35% in the first nine months of 2008, primarily driven by the General Industrial market, while consumables sales for the segment grew about 6% in both periods.

Operating profit dollars increased approximately 35% in 2007 to \$204 million and operating margin improved to 14.9% from 12.3%. At mid year 2008, operating profit dollars increased about 23% to \$100.5 million and operating margin improved to 13.8% from 12.8%.

Comparative Income Statements								
(in millions, except EPS data)	(As Restated)				(As Restated)			
	6 Months FY '08	%	6 Months FY '07	%	FY '07	%	FY '06	%
Earnings before Interest, ROTC and Taxes	165	13.9	125	12.0	322	14.3	246	12.2
Restructuring & other charges, net (ROTC)	23		13		22		13	
Earnings before Interest and Taxes	142	12.0	112	10.7	300	13.3	233	11.6
Net interest	16	1.3	21	2.0	39	1.7	30	1.5
Earnings before taxes	126	10.6	91	8.7	261	11.6	203	10.1
Income taxes	42	33.5 *	31	33.8 *	133	51.1 *	151	74.3 *
Net earnings	\$ 84	7.1	\$ 60	5.8	\$ 128	5.7	\$ 52	2.6
Diluted EPS	\$ 0.68		\$ 0.49		\$ 1.02		\$ 0.41	
Pro forma diluted EPS	\$ 0.82		\$ 0.57		\$ 1.48		\$ 1.21	

* Effective Tax Rate

Earnings


In our bottom line results, one can readily see all of this playing out. Looking at any measure of earnings presented for fiscal 2008, growth is well over 35% and just about tripling reported sales growth in 2008.

Earnings per share for the first six months of this year were 68 cents compared to 49 cents in 2007 (as restated) - 39% growth. In dollars, net earnings grew by about 40%. Excluding items principally related to the Company's cost reduction initiatives in both periods and costs related to the tax inquiry in this year's first half, pro forma earnings per share were 82 cents in the first half of fiscal year 2008 compared 57 cents, as restated, per share a year ago - 44% growth.

After culling out the impact of the tax matter to income tax expense in 2007 and 2006 as well as other items similar to those I mentioned a moment ago and to put the two years on more of an even playing field, pro forma EPS was \$1.48 in 2007. This equates to 22% growth over 2006's \$1.21 per share.

Cash Flow Data				
(\$ in millions)				
Cash Flow (YTD):	6 Months FY2008 ⁽¹⁾	6 Months FY2007	FY2007	FY2006
Operating Cash Flow	\$ 60	\$ 149	\$ 333	\$ 219
Capex	\$ (53)	\$ (32)	\$ (98)	\$ (96)
Free Cash Flow	\$ 7	\$ 117	\$ 235	\$ 123
Other Uses Of Cash:				
-- Dividends Paid	\$ 29	\$ 27	\$ 56	\$ 52
-- Shares Repurchased	\$ -	\$ 12	\$ 62	\$ 101

⁽¹⁾ Excludes a \$135m tax payment to the IRS.

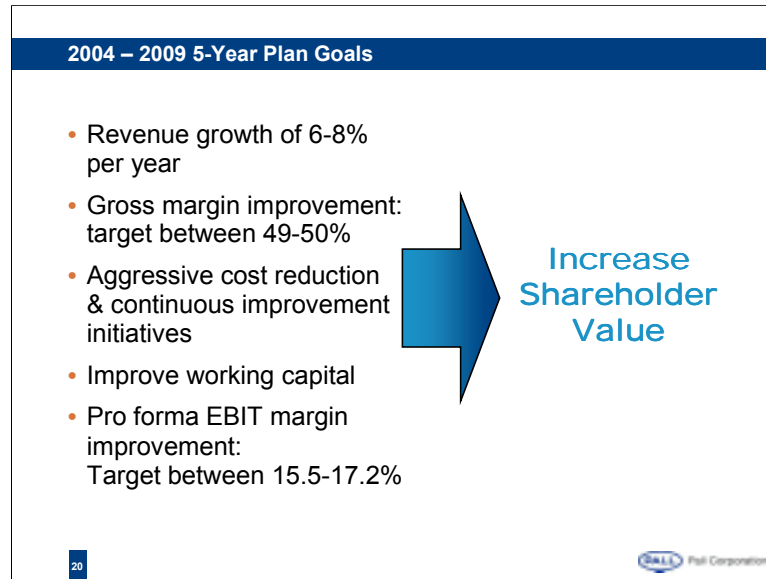
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Cash Flow Data

Free cash flow for fiscal year 2007 increased to \$235 million, an increase of \$112 million or 91% over fiscal year 2006. Free cash flow for the first half of fiscal year 2008 has been negatively impacted by the tax payment of \$135 million as well as what has been an expected increase in capital expenditures as we move through our facilities rationalization initiative. Our initiatives to reduce dollars invested in non-cash working capital will improve free cashflow over the next few years. In addition, our strategies to reduce our forward going tax rate will positively impact earnings and cashflows. We will discuss these in more detail later this year.

In fiscal year 2007, we paid dividends of approximately \$56.2 million, an increase of 7% compared to fiscal year 2006 and for the nine months ended April 30, 2008 we paid dividends of approximately \$44 million, up about 6% from a year ago reflecting the one cent per share increases in each year representing a 44% increase since 2004.

Share buybacks were \$62 million in fiscal year 2007.



5-Year Plan Goals

I would like to conclude my remarks by again highlighting that we have made considerable progress toward the goals laid out in the five-year strategic plans I referred to earlier:

Revenue CAGR of 6-8% per year for fiscal year 2005-2009 – we are clearly on track here.

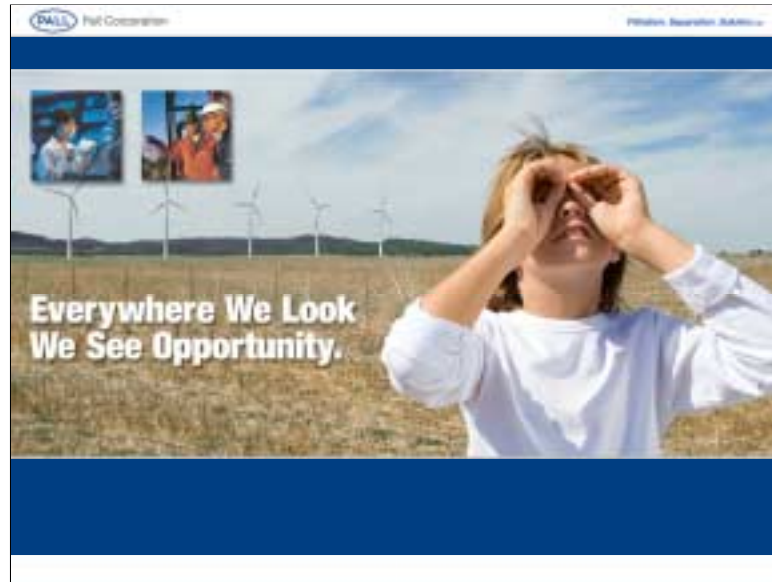
Gross margin improvement – target of 49-50% has been a challenge, but one that we are determined to overcome and represents upside opportunity forward going.

Cost reduction programs are clearly delivering the expected reductions in SG&A. We achieved our SG&A target of 30% two years ahead of schedule.)

Improving our investment in non-cash working capital continues to be a high priority, representing what we believe to be a significant opportunity to improve cashflows over the next few years. We are addressing this through tightened credit management and lean manufacturing and supply chain initiatives.

Proforma EBIT margin improvement – the target is 15.5% -17.2%. We have made strides in this regard and EBIT margin in fiscal year 2007 improved 210 basis points to 14.4% from 12.3% in fiscal year 2006. At the half-year mark of 2008, it has improved it 170 basis points over the same period in 2007.

Thank you all very much for your attention this morning. With that, I'll hand back to Eric.



Eric Krasnoff:

Thank you Lisa.

In closing, we remain optimistic about the future of our Company. We hope that when you look at us, you see a company that is continuously tackling its most pressing challenges head-on, building upon its successes, and investing in its future.

While we still have a lot of hard work ahead, we believe all the pieces are in place to deliver sustainable, profitable growth.

Thank you very much.

Appendix: Reconciliation of Pro Forma to As Reported Numbers

(amounts in millions)

	FY 2004	FY 2005	FY 2006	FY 2007	9 Months FY 2008
Sales	\$ 1,770.7	\$ 1,902.3	\$ 2,016.8	\$ 2,249.9	\$ 1,848.4
Exchange rate impact	\$ (109.9)	\$ (58.6)	\$ 35.4	\$ (71.8)	\$ (112.6)
Sales excluding exchange rate impact	\$ 1,660.8	\$ 1,843.7	\$ 2,052.2	\$ 2,178.1	\$ 1,735.8
% growth in local currency	2.9%	4.1%	7.9%	8.0%	8.3%

	(As Restated)		(As Restated)	
	6 Months FY08	6 Months FY07	FY07	FY06
Diluted EPS as reported	\$ 0.68	\$ 0.49	\$ 1.02	\$ 0.41
ROTC and one-time purchase accounting adjustment, after pro forma tax effect	0.12	0.08	0.14	0.08
Tax adjustments	0.02	-	0.32	0.72
Pro forma diluted EPS	\$ 0.82	\$ 0.57	\$ 1.48	\$ 1.21

Appendix: Reconciliation of Pro Forma to As Reported Numbers

<i>(amounts in millions)</i>	6 Months FY08
Operating Cash Flow, as reported	\$ (75)
Payment to IRS	135
Operating Cash Flow (Excl. Payment to IRS)	\$ 60

Operating Profit (in millions)	6 Months FY 2008	6 Months FY 2007	FY 2007	FY 2006
Life Sciences operating profit	\$ 87.9	\$ 66.2	\$ 165.3	\$ 138.4
Industrial operating profit	\$ 100.5	\$ 81.7	\$ 204.1	\$ 150.6
Total operating profit	\$ 188.4	\$ 147.9	\$ 369.4	\$ 289.0
General corporate expenses	\$ (23.7)	\$ (20.3)	\$ (44.7)	\$ (41.7)
Earnings before ROTC, earnings & income taxes	\$ 164.7	\$ 127.6 (a)	\$ 324.7 (b)	\$ 247.3 (b)
ROTC	\$ (22.6)	\$ (16.0) (a)	\$ (25.1) (b)	\$ (14.0) (b)
Earnings before interest & income taxes	\$ 142.1	\$ 111.6	\$ 299.6	\$ 233.3

(a) Included in ROTC for the purpose of evaluation of segment profitability are other adjustments recorded in cost of sales. Such adjustments include incremental depreciation recorded in conjunction with the Company's facilities rationalization initiative amounting to charges of \$2.0 and a charge of \$0.6 related to a one-time purchase accounting adjustment for the quarter ended January 31, 2007.

(b) Included in ROTC, for the purposes of evaluation of segment profitability, are other adjustments recorded in cost of sales. Such adjustments include incremental depreciation and other adjustments of \$2.179 and \$769 for the years ended July 31, 2007 and July 31, 2006, respectively, recorded in conjunction with the Company's facilities rationalization initiative. Furthermore, such adjustments include a charge of \$566 and \$898 for the years ended July 31, 2007 and July 31, 2006, respectively, related to a one-time purchase accounting adjustment to record, at market value, inventory acquired from BioSeptra Process Division ("BioSeptra"). This resulted in a \$2.431 increase in acquired inventories in accordance with SFAS No. 141 and a charge to cost of sales in the periods when the sale of a portion of the underlying inventory occurred. The adjustment is excluded from operating profit as management considers it non-recurring in nature because, although the Company acquired the manufacturing operations of BioSeptra, this adjustment was required by SFAS No. 141 as an elimination of the manufacturing profit in inventory acquired from BioSeptra and subsequently sold.

Appendix: Reconciliation of Pro Forma to As Reported Numbers

(amounts in millions)

	6 Months FY08	%	6 Months FY07	%	6 Months FY06	%	6 Months FY05	%	6 Months FY04	%
EBIT as reported	142.2	12.0%	111.6	10.7%	87.5	9.6%	82.7	9.4%	73.9	9.2%
ROTC	22.6	1.9%	16.0	1.5%	4.2	0.5%	11.0	1.2%	10.0	1.3%
EBIT (Excl. ROTC)	164.8	13.9%	127.6	12.2%	91.7	10.1%	93.7	10.6%	83.9	10.5%

(amounts in millions)

	FY2007	%	FY2006	%	FY2005	%	FY2004	%
EBIT as reported	299.6	13.3%	233.3	11.6%	207.0	10.9%	218.3	12.3%
ROTC	25.1	1.1%	14.0	0.7%	39.6	2.1%	12.5	0.7%
EBIT (Excl. ROTC)	324.7	14.4%	247.3	12.3%	246.6	13.0%	230.8	13.0%



**Everywhere We Look
We See Opportunity.**

