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

FORM 10-Q
(MARK ONE)
[X]
QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
FOR THE QUARTER ENDED SEPTEMBER 30, 2000
OR
[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM $\qquad$ TO $\qquad$
COMMISSION FILE NUMBER 1-10235
IDEX CORPORATION
(Exact Name of Registrant as Specified in its Charter)
DELAWARE
(State or other jurisdiction of incorporation or organization)

630 DUNDEE ROAD, NORTHBROOK, ILLINOIS
(Address of principal executive offices)

## 36-3555336

(I.R.S. Employer

Identification No.)

$$
60062
$$

(Zip Code)
Registrant's telephone number: (847) 498-7070
Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

$$
\begin{array}{ll}
\text { Yes } X \quad \text { No }
\end{array}
$$

Number of shares of common stock of IDEX Corporation ("IDEX" or the "Company") outstanding as of October 25, 2000: 30,105,973.
$\qquad$

|  | $\begin{gathered} \text { SEPTEMBER 30, } \\ 2000 \end{gathered}$ | $\begin{gathered} \text { DECEMBER 31, } \\ 1999 \end{gathered}$ |
| :---: | :---: | :---: |
|  | (UNAUDITED) |  |
| ASSETS |  |  |
| Current assets |  |  |
| Cash and cash equivalents. | \$ 6,851 | \$ 2,895 |
| Receivables -- net | 107,492 | 100,805 |
| Inventories. | 112,104 | 106,141 |
| Other current assets | 6,110 | 3,874 |
| Total current assets. | 232,557 | 213,715 |
| Property, plant and equipment -- net | 125, 721 | 129,917 |
| Intangible assets -- net. | 389,759 | 385, 061 |
| Other noncurrent assets.. | 10,994 | 9,874 |
| Total assets. | \$759, 031 | \$738, 567 |
| LIABILITIES AND SHAREHOLDERS' EQUITY |  |  |
| Current liabilities |  |  |
| Short-term debt. | \$ 92,638 | \$ -- |
| Trade accounts payable | 43,259 | 44,289 |
| Dividends payable. | 4,214 | 4,153 |
| Accrued expenses. | 42,154 | 43,192 |
| Total current liabilities | 182,265 | 91,634 |
| Long-term debt. | 162,680 | 268,589 |
| Other noncurrent liabilities | 50,829 | 49,320 |
| Total liabilities. | 395,774 | 409,543 |
| Shareholders' equity |  |  |
| Common stock, par value \$.01 per share |  |  |
| Shares authorized: 2000 and 1999 -- 75,000,000 |  |  |
| Shares issued and outstanding: 2000-- 30,101,593; 1999-- 29,635,576 | 301 | 296 |
| Additional paid-in capital | 111,738 | 99,802 |
| Retained earnings......... | 270,608 | 233,326 |
| Minimum pension liability adjustment | $(1,759)$ | $(1,759)$ |
| Accumulated translation adjustment.. | $(8,784)$ | $(2,543)$ |
| Treasury stock.................. | (144) | (98) |
| Unearned compensation on restricted stock. | $(8,703)$ | -- |
| Total shareholders' equity. | 363, 257 | 329, 024 |
| Total liabilities and shareholders' equity. | \$759, 031 | \$738,567 |


|  | THIRD QUARTER ENDED SEPTEMBER 30, |  | NINE MONTHS ENDED SEPTEMBER 30, |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2000 | 1999 | 2000 | 1999 |
|  | (UNAUDITED) |  | (UNAUDITED) |  |
| Net sales | \$176, 218 | \$169, 892 | \$538, 138 | \$487, 864 |
| Cost of sales | 106,041 | 104,065 | 324,475 | 295,987 |
| Gross profit | 70,177 | 65,827 | 213,663 | 191,877 |
| Selling, general and administrative expenses | 36,593 | 35,401 | 112,542 | 105,400 |
| Goodwill amortization. | 3,006 | 2,921 | 8,824 | 8,339 |
| Operating income | 30,578 | 27,505 | 92,297 | 78,138 |
| Other income (expense) -- net | (172) | 100 | (315) | 334 |
| Income before interest expense and income taxes.... | 30,406 | 27,605 | 91,982 | 78,472 |
| Interest expense. | 4,284 | 4,716 | 12,508 | 13,579 |
| Income before income taxes | 26,122 | 22,889 | 79,474 | 64,893 |
| Provision for income taxes | 9,557 | 8,438 | 29,564 | 24,400 |
| Net income. | \$ 16,565 | \$ 14,451 | \$ 49,910 | \$ 40,493 |
| Basic earnings per common share. | \$ . 56 | \$ . 49 | \$ 1.68 | \$ 1.37 |
| Diluted earnings per common share | \$ . 54 | \$ . 48 | \$ 1.63 | \$ 1.35 |
| Share data: |  |  |  |  |
| Weighted average common shares outstanding......... | 29,740 | 29,594 | 29,700 | 29,514 |
| Weighted average common shares outstanding assuming full dilution. | 30,899 | 30,301 | 30,618 |  |
|  | 30,89 | 30,301 | 30,618 | 30,056 |

See Notes to Consolidated Financial Statements.

STATEMENT OF CONSOLIDATED SHAREHOLDERS' EQUITY (IN THOUSANDS EXCEPT SHARE AND PER SHARE AMOUNTS)


See Notes to Consolidated Financial Statements.

## STATEMENTS OF CONSOLIDATED CASH FLOWS

 (IN THOUSANDS)|  | FOR THE NINE MONTHS ENDED SEPTEMBER 30, |  |
| :---: | :---: | :---: |
|  | 2000 | 1999 |
|  | (UNAUDITED) |  |
| Cash flows from operating activities |  |  |
| Net income. | \$ 49,910 | \$ 40,493 |
| Adjustments to reconcile to net cash provided by operations: |  |  |
| Depreciation and amortization. | 17,033 | 16,351 |
| Amortization of intangibles. | 9,986 | 9,534 |
| Amortization of unearned compensation | 791 | -- |
| Amortization of debt issuance expenses | 168 | 307 |
| Deferred income taxes. |  | 3,052 |
| Increase in receivables | $(4,163)$ | $(7,197)$ |
| (Increase) decrease in inventories. | $(1,243)$ | 5,078 |
| Decrease in trade accounts payable. | $(1,682)$ | $(2,809)$ |
| Decrease in accrued expenses. | $(2,066)$ | (805) |
| Other -- net............ | $(5,724)$ | $(1,906)$ |
| Net cash flows from operating activities | 63,010 | 62,098 |
| Cash flows from investing activities |  |  |
| Additions to property, plant and equipment | $(13,825)$ | $(14,812)$ |
| Acquisitions of businesses (net of cash acquired) | $(34,369)$ | $(48,175)$ |
| Net cash flows from investing activities. | $(48,194)$ | $(62,987)$ |
| Cash flows from financing activities |  |  |
| Borrowings under credit facilities for acquisitions. | 34,369 | 48,175 |
| Net repayments under credit facilities. | $(28,156)$ | $(28,608)$ |
| Repayments of other long-term debt. | $(3,517)$ | $(3,815)$ |
| Decrease in accrued interest | $(2,637)$ | $(3,029)$ |
| Dividends paid. | $(12,566)$ | $(12,390)$ |
| Proceeds from stock option exercises | 1,693 | 2,871 |
| Purchase of common stock. | (46) | (98) |
| Net cash flows from financing activities. | $(10,860)$ | 3,106 |
| Net increase in cash. | 3,956 | 2,217 |
| Cash and cash equivalents at beginning of year. | 2,895 | 2,721 |
| Cash and cash equivalents at end of period. | \$ 6,851 | \$ 4,938 |
| SUPPLEMENTAL CASH FLOW INFORMATION |  |  |
| Cash paid for: |  |  |
| Interest. | \$ 15,314 | \$ 16,301 |
| Income taxes | 30,116 | 18,790 |
| Significant non-cash activities: |  |  |
| Debt acquired with acquisition of business. | -- | 13,065 |

## 1. BUSINESS

IDEX Corporation ("IDEX" or the "Company") manufactures an extensive array of proprietary engineered industrial products sold to customers in a variety of industries around the world. The Company believes that each of its principal business units holds the number-one or number-two market share position in each unit's niche market. IDEX believes that its consistent financial performance has been attributable to the manufacture of quality proprietary products designed and engineered by the Company, coupled with its ability to identify and successfully integrate strategic acquisitions. IDEX consists of three reportable business segments: Pump Products Group, Dispensing Equipment Group, and Other Engineered Products Group.

The Pump Products Group designs, produces and distributes a wide variety of industrial pumps, compressors and related controls for the movement of liquids, air and gases. The devices and equipment produced by the group are used by a large and diverse set of industries, including chemical processing, machinery, water treatment, medical equipment, petroleum distribution, oil and refining, and food processing.

The Dispensing Equipment Group produces highly engineered equipment for dispensing, metering and mixing colorants, paints, inks and dyes; refinishing equipment; and centralized lubrication systems. This proprietary equipment is used in a variety of retail and commercial industries around the world. These units provide componentry and systems for applications such as tinting paints and coatings, industrial and automotive refinishing, and the precise lubrication of machinery and transportation equipment.

The Other Engineered Products Group manufactures engineered banding and clamping devices, fire fighting pumps and rescue tools. The high-quality stainless steel bands, buckles and preformed clamps and related installation tools are used in applications including securing hoses, signals, pipes, poles, electrical lines, sign-mounting systems and numerous other "hold-together" applications. The group also includes a leading manufacturer of truck-mounted fire pumps and rescue tool systems used by public and private fire and rescue organizations.

Information about the operations of IDEX in different business segments follows based on the nature of products and services offered. The Company's basis of segmentation and basis of segment profit measurement for the quarter and nine months ended September 30, 2000, are the same as those set forth under "Business Segments and Geographic Information" on pages 30 and 31 of the 1999 Annual Report to Shareholders. Intersegment sales are accounted for at fair value as if the sales were to third parties. Amounts are in thousands.

|  | THIRD QUARTER ENDED SEPTEMBER 30, |  | NINE MONTHS ENDED SEPTEMBER 30, |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2000 | 1999 | 2000 | 1999 |
|  | (UNAUD | TED) | (UNAUD | TED) |
| Net sales |  |  |  |  |
| Pump Products |  |  |  |  |
| From external customers. | \$ 99,304 | \$ 92,880 | \$298,754 | \$280,678 |
| Intersegment sales. | 718 | 657 | 2,161 | 2,058 |
| Total group sales. | 100, 022 | 93,537 | 300,915 | 282,736 |
| Dispensing Equipment |  |  |  |  |
| From external customers. | 41,713 | 41,470 | 128,804 | 100, 870 |
| Intersegment sales. | -- | 3 | 1 | 5 |
| Total group sales. | 41,713 | 41,473 | 128,805 | 100,875 |
| Other Engineered Products |  |  |  |  |
| From external customers.. | 35,201 | 35,542 | 110,580 | 106,316 |
| Intersegment sales..... | 1 | -- | 3 | 2 |
| Total group sales. | 35,202 | 35,542 | 110,583 | 106,318 |
| Intersegment elimination. | (719) | (660) | $(2,165)$ | $(2,065)$ |
| Total net sales. | \$176, 218 | \$169, 892 | \$538,138 | \$487, 864 |
| Operating income |  |  |  |  |
| Pump Products. | \$ 18,783 | \$ 15,486 | \$ 57,048 | \$ 50,169 |
| Dispensing Equipment. | 8,538 | 8,414 | 26,470 | 19,552 |
| Other Engineered Products. | 7,042 | 6,591 | 21,030 | 18,672 |
| Corporate Office and Other. | $(3,785)$ | $(2,986)$ | $(12,251)$ | $(10,255)$ |
| Total operating income.................... | \$ 30,578 | \$ 27,505 | \$ 92, 297 | \$ 78,138 |

## 2. ACQUISITIONS

The Company acquired Ismatec SA on April 17, 2000 and Trebor International, Inc. on May 31, 2000 at a total cost of approximately $\$ 34$ million with borrowings under the Company's U.S. bank credit facilities. Ismatec, with headquarters near Zurich, Switzerland is a leading European manufacturer of peristalic metering pumps, analytical process controllers and sample preparation systems. These products typically are used for scientific research and development in the pharmaceutical, medical, biotech and institutional laboratory markets. Trebor, with headquarters near Salt Lake City, is a leading designer and manufacturer of high purity fluid handling products, including air-operated diaphragm pumps and deionized water-heating systems. Trebor's products are incorporated into wet chemical processing and chemical delivery and blending systems. Ismatec and Trebor are being operated as part of the Pump Products group.

On June 4, 1999, IDEX acquired FAST S.p.A. at a cost of $\$ 61.6$ million with financing provided by borrowings under the Company's U.S. bank credit facilities and debt acquired. FAST, with headquarters near Milan, Italy, is a leading European manufacturer of refinishing and color-formulation equipment for a number of applications, including paints, coatings, inks, colorants and dyes. FAST is being operated as part of IDEX's Dispensing Equipment Group.

All acquisitions were accounted for as purchases, and operating results include the acquisitions from the dates of purchase. Cost in excess of net assets acquired is amortized on a straight-line basis over a period not exceeding 40 years. The effects of the Ismatec and Trebor acquisitions on IDEX's results of operations are not significant. The unaudited pro forma consolidated results of operations, including FAST, for the nine months

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS -- (CONTINUED)

ended September 30, 1999, reflecting the allocation of the purchase price and related financing of the transaction are as follows, assuming the acquisition had occurred at the beginning of the period (in thousands except per share amounts):

| Net sales | \$507, 673 |
| :---: | :---: |
| Net income | 42,063 |
| Basic EPS -- Net income | 1.43 |
| Diluted EPS | 1.40 |

## 3. EARNINGS PER COMMON SHARE

Earnings per common share (EPS) are computed by dividing net income by the weighted average number of shares of common stock (basic) plus common stock equivalents outstanding (diluted) during the year. Common stock equivalents consist of stock options and have been included in the calculation of weighted average shares outstanding using the treasury stock method. Basic weighted average shares reconciles to fully diluted weighted average shares as follows (in thousands):

|  | THIRD QUARTER ENDED SEPTEMBER 30, |  | NINE MONTHS ENDED SEPTEMBER 30, |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2000 | 1999 | 2000 | 1999 |
|  | (UNAUDITED) |  | (UNAUDITED) |  |
| Basic weighted average common shares outstanding.............................. 29,740 29,594 29,700 29,514 |  |  |  |  |
| Dilutive effect of stock options. | 1,159 | 707 | 918 | 542 |
| Weighted average common shares |  |  |  |  |
| outstanding assuming full dilution. | 30,899 | 30,301 | 30,618 | 30, 056 |

## 4. INVENTORIES

The components of inventories as of September 30, 2000, and December 31, 1999, were (in thousands):

|  | $\begin{gathered} \text { SEPTEMBER 30, } \\ 2000 \end{gathered}$ | $\begin{gathered} \text { DECEMBER 31, } \\ 1999 \end{gathered}$ |
| :---: | :---: | :---: |
|  | (UNAUDITED) |  |
| Raw materials and supplies | \$ 32,757 | \$ 28,930 |
| Work in process | 13,787 | 12,722 |
| Finished goods. | 65,560 | 64,489 |
| Total. | \$112,104 | \$106, 141 |

Those inventories which were carried on a LIFO basis amounted to \$90,564 and $\$ 86,587$ at September 30, 2000, and December 31, 1999, respectively. The excess of current cost over LIFO inventory value and the impact of using the LIFO method on earnings are not material.
5. COMMON AND PREFERRED STOCK

The Company had five million shares of preferred stock authorized but unissued at September 30, 2000, and December 31, 1999.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

## HISTORICAL OVERVIEW AND OUTLOOK

IDEX sells a broad range of proprietary pump products, dispensing equipment and other engineered products to a diverse customer base in the United States and internationally. Accordingly, IDEX's businesses are affected by levels of industrial activity and economic conditions in the U.S. and in other countries where its products are sold and by the relationship of the U.S. dollar to other currencies. Among the factors that influence the demand for IDEX's products are interest rates, levels of capacity utilization and capital spending in certain industries, and overall industrial activity.

IDEX has a history of above-average operating margins. The Company's operating margins are impacted by, among other things, utilization of facilities as sales volumes change and inclusion of newly acquired businesses, which may have lower margins and whose margins are normally further reduced by purchase accounting adjustments.

IDEX reported record sales, net income and earnings per share for the third quarter ended September 30, 2000. New orders for the third quarter totaled $\$ 164.0$ million, unchanged from the third quarter of last year and $9 \%$ lower than this year's second quarter. Order activity is strongest for IDEX in its first six months, as OEM customers often will order their requirements for the new year during this period. As expected, the order backlog was reduced $\$ 12.2$ million during the third quarter. IDEX ended the quarter with a typical unfilled order backlog of slightly over one month's sales. This customarily low level of backlog allows the Company to provide excellent customer service, but also means that changes in orders are felt quickly in operating results.

The following forward-looking statements are qualified by the cautionary statement under the Private Securities Litigation Reform Act set forth below. Management is very optimistic about the short- and long-term prospects of the Company. IDEX anticipates its strong results will continue, with fourth quarter performance at third quarter levels. This would lead to record orders, sales and earnings per share in 2000. Management believes that IDEX will benefit from its continued emphasis on profitable growth initiatives, margin improvements at recently acquired businesses, the use of the Company's strong cash flow to cut debt and interest expense, and an active and successful acquisition strategy.

## CAUTIONARY STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT

The preceding paragraph and the "Liquidity and Capital Resources" sections of this management's discussion and analysis of IDEX operations contain forward-looking statements within the meaning of Section 27A of the Securities Act and Section $21 E$ of the Exchange Act. Such statements relate to, among other things, capital expenditures, cost reduction, cash flow and operating improvements, and are indicated by words such as "anticipate," "estimate," "expects," "plans," "projects," "should," "will," "management believes," "the Company intends" and similar words or phrases. Such statements are subject to inherent uncertainties and risks which could cause actual results to vary materially from suggested results, including but not limited to the following: levels of industrial activity and economic conditions in the U.S and other countries around the world, pricing pressures and other competitive factors, and levels of capital spending in certain industries, all of which could have a material impact on order rates and the Company's results, particularly in light of the low levels of order backlogs typically maintained by the Company; IDEX's ability to integrate and operate acquired businesses on a profitable basis; the relationship of the U.S dollar to other currencies and its impact on pricing and cost competitiveness; interest rates; utilization of IDEX's capacity and the affect of capacity utilization on costs; labor market conditions and raw material costs; developments with respect to contingencies, such as environmental matters and litigation; and other risks detailed from time to time in the Company's filings with the Securities and Exchange Commission.

## RESULTS OF OPERATIONS

For purposes of this discussion and analysis section, reference is made to the table on page 10 and the Company's Statements of Consolidated Operations included in the Financial Statements section. IDEX consists of three reporting groups: Pump Products, Dispensing Equipment and Other Engineered Products.

PERFORMANCE IN THE THIRD QUARTER ENDED SEPTEMBER 30, 2000 COMPARED TO THE SAME PERIOD OF 1999

IDEX reported record sales, net income and earnings per share for the third quarter ended September 30, 2000. Incoming orders, $\$ 164.0$ million, were unchanged from 1999 with $3 \%$ growth from recent acquisitions (FAST-June 1999, Ismatec-April 2000 and Trebor-April 2000) offset by a $3 \%$ decline from base business which was totally attributable to the negative effect from foreign currency translation. Net sales for the three months ended September 30, 2000 were $\$ 176.2$ million, a $4 \%$ increase over the $\$ 169.9$ million for the comparable 1999 period. Acquisitions added $4 \%$ to third quarter sales and base business volume was up $3 \%$, while foreign currency translation had a $3 \%$ negative effect. Net income was $\$ 16.6$ million, $15 \%$ higher than the $\$ 14.5$ million earned in the third quarter of 1999. Diluted earnings per share rose 6 cents to 54 cents, up $13 \%$ compared with the same period a year ago.

In the third quarter of 2000, the Pump Products Group contributed $56 \%$ of sales and $55 \%$ of operating income, the Dispensing Equipment Group accounted for $24 \%$ of sales and $25 \%$ of operating income, and the Other Engineered Products Group represented both $20 \%$ of sales and operating income. International sales were $42 \%$ of total sales, up from $40 \%$ in the same quarter of 1999 . In the third quarter of 2000, international sales grew by $9 \%$ while domestic sales increased by $1 \%$ compared with last year. Excluding the recent acquisitions and currency translation, international sales increased $11 \%$ reflecting increases in all international markets.

Pump Products Group sales of $\$ 100.0$ million for the three months ended September 30, 2000 increased by $\$ 6.5$ million, or $7 \%$, from 1999 principally reflecting the Ismatec and Trebor acquisitions which added $6 \%$ to the third quarter sales. Base business sales volume was up $2 \%$ from last year while foreign currency had a $1 \%$ negative effect on the Group's sales comparison to 1999. In the third quarter of 2000, international sales grew by $19 \%$, while domestic sales increased by $2 \%$. As a result, sales to customers outside the U.S. increased to $33 \%$ of total group sales in 2000 from $30 \%$ in 1999 due to higher sales in all international markets.

Dispensing Equipment Group sales of $\$ 41.7$ million increased $\$ 0.2$ million, or $1 \%$, in the third quarter of 2000 compared with last year's third quarter. Base business volume was up 6\% from 1999 and acquisitions added $1 \%$ to this Group's sales growth, while foreign currency translation had a $6 \%$ negative effect. In the third quarter of 2000, international sales grew by 9\%, while domestic sales decreased by $8 \%$, principally reflecting a temporary change in market conditions in the paints and coatings markets. The business environment for the Group's dispensing equipment, which primarily serves the paints and coatings markets, remains robust in Europe, due to the European Union-mandated change to water-based pigments. However, this strength is being offset as some paint manufacturers and retailers in the U.S. have reduced their short-term demand for paint dispensing equipment. Sales to customers outside the U.S. were $56 \%$ of total group sales in 2000, up from $52 \%$ in 1999 primarily reflecting a change in sales mix due to the stronger European sales increase in 2000.

Other Engineered Products Group sales of $\$ 35.2$ million decreased by $\$ 0.3$ million, or 1\%, in the third quarter of 2000 compared with 1999 . Overall base business increased by $3 \%$ and foreign currency translation had a negative effect of $4 \%$ on this Group's sales volume. In the third quarter of 2000 , domestic sales increased by $6 \%$ and international sales decreased by $8 \%$ with the lower international sales resulting from foreign currency translation. Excluding foreign currency, international sales increased by $1 \%$ in 2000 compared to last year. Sales to customers outside the U.S. were $46 \%$ of total group sales in 2000, down from $50 \%$ in 1999 principally reflecting the foreign currency translation effect on international sales in 2000.

Gross profit of $\$ 70.2$ million in the third quarter of 2000 increased by $\$ 4.4$ million, or $7 \%$, from 1999 reflecting higher sales volume at the Pump Products Group. Gross profit as a percent of sales was $39.8 \%$ in 2000 and increased from $38.7 \%$ in 1999 principally reflecting productivity improvements at the Company's

## COMPANY AND BUSINESS GROUP FINANCIAL INFORMATION

 (IN THOUSANDS)
(1) Includes acquisition of Ismatec SA (April 17, 2000) and Trebor International, Inc. (May 31, 2000) in the Pump Products Group from the dates of acquisition.
(2) Includes acquisition of FAST S.p.A. (June 4, 1999) in the Dispensing Equipment Group from the date of acquisition.
(3) Group net sales include intersegment sales.
(4) Group operating income excludes net unallocated corporate operating expenses.
(5) Excludes amortization of debt issuance expenses.
base businesses. Selling, general and administrative expenses increased to \$36.6 million in 2000 from $\$ 35.4$ million in 1999 , and as a percent of net sales, was $20.8 \%$, unchanged from 1999. Goodwill amortization increased by $\$ 0.1$ million to $\$ 3.0$ million in 2000 reflecting the recent acquisitions. As a percent of sales, goodwill amortization remained flat at about $1.7 \%$ for both years.

Operating income increased by $\$ 3.1$ million, or $11 \%$, to $\$ 30.6$ million in 2000 from $\$ 27.5$ million in 1999. Operating income as a percent of sales increased to 17.4\% in 2000 from $16.2 \%$ in 1999. The increase in operating income and margin growth reflected improvements at all three business groups and resulted from expense controls and productivity improvements at all business groups and from higher sales volumes in the Pump Products Group. In the Pump Products Group, operating income of $\$ 18.8$ million and operating margin of $18.8 \%$ in 2000 compared to the $\$ 15.5$ million and $16.6 \%$ recorded in 1999. Operating income of $\$ 8.5$ million and operating margin of $20.5 \%$ in the Dispensing Equipment Group increased from the $\$ 8.4$ million and $20.3 \%$ recorded in 1999. Operating income in the Other Engineered Products Group of $\$ 7.0$ million and operating margin of $20.0 \%$ in 2000 increased from \$6.6 million and $18.5 \%$ achieved in 1999.

Other expense increased $\$ 0.3$ million to expense of $\$ 0.2$ million in the third quarter of 2000 from income of $\$ 0.1$ million last year reflecting lower income from fixed asset dispositions.

Interest expense decreased to $\$ 4.3$ million in the third quarter of 2000 from $\$ 4.7$ million in 1999 . The decrease in interest was due to debt reductions from operating cash flow, partially offset by additional debt required for the acquisition of the FAST, Ismatec and Trebor businesses.

The provision for income taxes increased to $\$ 9.6$ million in 2000 from $\$ 8.4$ million in 1999 reflecting higher income. The effective tax rate decreased to $36.6 \%$ in 2000 from $36.9 \%$ in 1999.

Net income of $\$ 16.6$ million in 2000 was $15 \%$ higher than income of $\$ 14.5$ million recorded in 1999. Diluted earnings per share amounted to 54 cents in 2000, an increase of 6 cents per share, or $13 \%$, from the 48 cents achieved in 1999.

PERFORMANCE IN THE NINE MONTHS ENDED SEPTEMBER 30, 2000 COMPARED TO THE SAME PERIOD OF 1999

Orders, sales, net income and earnings per share for the first nine months of 2000 were the highest for any comparable period in the Company's history. New orders in the first three quarters of 2000 totaled $\$ 538.1$ million, a $10 \%$ increase from the same period last year. In the first nine months, sales of $\$ 538.1$ million also rose 10\% from the comparable 1999 period. Acquisitions added $5 \%$ to nine-month sales, and base business was up 7\%, while foreign currency translation had a $2 \%$ negative effect. Net income of $\$ 49.9$ million was $23 \%$ above the $\$ 40.5$ million recorded in 1999. Year-to-date diluted earnings per share rose 28 cents to $\$ 1.63$, a $21 \%$ improvement over the same period a year ago.

For the first three quarters of 2000, the Pump Products Group contributed $56 \%$ of sales and $55 \%$ of operating income, the Dispensing Equipment Group accounted for $24 \%$ of sales and $25 \%$ of operating income, and the Other Engineered Products Group represented both $20 \%$ of sales and operating income. International sales were $41 \%$ of total sales, up from $38 \%$ in the same period last year. International sales grew by 17 percent for the first nine months of 2000, while domestic sales increased by $6 \%$. Excluding the recent acquisitions and foreign currency, international sales increased $12 \%$ reflecting higher sales volume in all international markets.

Pump Products Group sales of $\$ 300.9$ million increased by $\$ 18.2$ million, or $6 \%$, for the nine months ended September 30, 2000 compared with 1999 principally reflecting $4 \%$ higher base sales volume. The Ismatec and Trebor acquisitions added $3 \%$ to the first nine months sales while foreign currency had a $1 \%$ negative on the Group's sales comparison to 1999. In the first three quarters of 2000, international sales grew by $14 \%$, while domestic sales increased by $3 \%$. As a result, sales to customers outside the U.S. increased to $33 \%$ of total group sales in 2000 from $30 \%$ in 1999 due to higher sales in all international markets.

Dispensing Equipment Group sales of $\$ 128.8$ million increased $\$ 27.9$ million, or $28 \%$, in the first nine months of 2000 compared with the comparable period of last year. The FAST acquisition added $17 \%$ to the first nine months sales and base business volume was up 16\%, but foreign currency translation had a $5 \%$ negative effect. In the first nine months of 2000, international sales grew by 47\%, while domestic sales
increased by 11\%. The increase in international sales reflected the FAST acquisition and higher base business volume. Sales to customers outside the U.S. were 54\% of total group sales in 2000, up from $47 \%$ in 1999 chiefly resulting from the additional international sales from the FAST acquisition.

Other Engineered Products Group sales of $\$ 110.6$ million increased by $\$ 4.3$ million, or $4 \%$, in the first nine months of 2000 compared with 1999. Overall base business increased by $8 \%$ and foreign currency translation had a negative effect of $4 \%$ on this Group's sales volume. In the nine months ended September 30, 2000, domestic sales increased by $11 \%$ and international sales were $3 \%$ lower. Sales to customers outside the U.S. were $47 \%$ of total group sales in 2000, down from 50\% in 1999 principally reflecting a change in sales mix due to the stronger domestic sales increase in 2000.

Gross profit of $\$ 213.7$ million in the first nine months of 2000 increased by $\$ 21.8$ million, or $11 \%$, from 1999 reflecting higher sales volume in all of IDEX's business groups. Gross profit as a percent of sales was $39.7 \%$ in 2000 and increased from 39.3\% in 1999 principally reflecting productivity improvements at the Company's base businesses. Selling, general and administrative expenses increased to $\$ 112.5$ million in 2000 from $\$ 105.4$ million in 1999 , and as a percent of net sales, decreased to $20.9 \%$ from $21.6 \%$ in 1999. Goodwill amortization increased by $6 \%$ to $\$ 8.8$ million in 2000 from $\$ 8.3$ million in 1999 reflecting the recent acquisitions. As a percent of sales, goodwill amortization remained flat at about $2 \%$ for both years.

Operating income increased by $\$ 14.2$ million, or $18 \%$, to $\$ 92.3$ million in 2000 from $\$ 78.1$ million in 1999. Operating income as a percent of sales increased to $17.2 \%$ in 2000 from $16.0 \%$ in 1999. The increase in operating income and margin growth reflected improvements at all three business groups and resulted from higher sales volumes, expense controls and productivity improvements. In the Pump Products Group, operating income of $\$ 57.0$ million and perating margin of $19.0 \%$ in 2000 compared to the $\$ 50.2$ million and $17.7 \%$ recorded in 1999. Operating income of $\$ 26.5$ million and operating margin of $20.6 \%$ in the Dispensing Equipment Group increased from the $\$ 19.6$ million and 19.4\% recorded in 1999. Operating income in the Other Engineered Products Group of $\$ 21.0$ million and operating margin of $19.0 \%$ in 2000 increased from $\$ 18.7$ million and $17.6 \%$ achieved in 1999.

Other expense increased $\$ 0.6$ million to expense of $\$ 0.3$ million for the nine months ended September 30, 2000 from income of $\$ 0.3$ million last year reflecting lower income from fixed asset dispositions.

Interest expense decreased to $\$ 12.5$ million in the first nine months of 2000 from $\$ 13.6$ million in 1999. The decrease in interest was due to debt reductions from operating cash flow, partially offset by additional debt required for the acquisition of the FAST, Ismatec and Trebor businesses.

The provision for income taxes increased to $\$ 29.6$ million in 2000 from $\$ 24.4$ million in 1999 reflecting higher income. The effective tax rate decreased to $37.2 \%$ in 2000 from $37.6 \%$ in 1999.

Net income of $\$ 49.9$ million in 2000 was $23 \%$ higher than income of $\$ 40.5$ million in 1999. Diluted earnings per share amounted to $\$ 1.63$ in 2000, an increase of 28 cents per share, or 21\%, from the $\$ 1.35$ achieved in 1999.

## LIQUIDITY AND CAPITAL RESOURCES

At September 30, 2000, excluding short-term debt, IDEX's working capital was $\$ 142.9$ million and its current ratio was 2.6 to 1 . The Company's cash flow from operations increased by $\$ 0.9$ million to $\$ 63.0$ million in 2000 . The increase principally reflected higher income partially offset by higher working capital requirements due to higher sales volume.

Cash flow provided from operations was more than adequate to fund capital expenditures of $\$ 13.8$ million and $\$ 14.8$ million in 2000 and 1999 , respectively. Capital expenditures were generally for machinery and equipment which improved productivity, although a portion was for repair and replacement of equipment and facilities. Management believes that IDEX has ample capacity in its plant and equipment to meet expected needs for future growth in the intermediate term.

The Company acquired Ismatec SA on April 17, 2000 and Trebor International, Inc. on May 31, 2000 at a total cost of approximately $\$ 34$ million. The acquisitions were accounted for using the purchase method and
were financed under the Company's U.S. bank credit facilities. Interest is payable at rates ranging from $3.8 \%$ to $7.0 \%$.

At September 30, 2000, the maximum amount available under the U.S. Bank Credit Facility was $\$ 235$ million, of which $\$ 90.9$ million was borrowed including $\$ 85.4$ million in western european currencies. The western european currency borrowings provide an economic hedge against the net investment in Fluid Management's Netherlands operation, FAST's Italian operation and Micropump's Ismatec Switzerland operation. Any amount outstanding at July 1, 2001, becomes due at that date, accordingly, the company has classified the borrowings under the U.S. Bank Credit Facility, along with accrued interest, as short-term debt at September 30, 2000. The Company anticipates securing a similar credit facility prior to July 1, 2001. Interest is payable quarterly on the outstanding balance at the agent bank's reference rate or at LIBOR plus an applicable margin. At September 30, 2000, the applicable margin was 35 basis points. The Company pays an annual facility fee of 15 basis points on the total facility.

The Company also has an $\$ 8$ million demand line of credit available for short-term borrowing requirements at the bank's reference rate or at an optional rate based on the bank's cost of funds. At September 30, 2000, the Company had no borrowings under this short-term line of credit.

At September 30, 2000, the maximum amount available under the Company's German credit agreement was 52.5 million marks ( $\$ 23.7$ million), of which 16.5 million marks (\$7.4 million) was being used, which provides an economic hedge against the net investment in the Company's Lukas subsidiary. The availability under this agreement declines to 37 million marks at November 1, 2000. Any amount outstanding at November 1, 2001, becomes due at that date. Interest is payable quarterly on the outstanding balance at LIBOR plus an applicable margin. At September 30, 2000, the applicable margin was 62.5 basis points.

On October 20, 1998, IDEX's Board of Directors authorized the repurchase of up to 1.5 million shares of common stock either at market prices or on a negotiated basis as market conditions warrant. Any such purchases would be funded with borrowings under the Company's existing lines of credit. At September 30, 2000, IDEX has purchased a total of 6,500 shares under the program at a cost of approximately $\$ 144,000$ including 2,000 shares at a cost of approximately $\$ 46,000$ during the first nine months of 2000.

IDEX believes it will generate sufficient cash flow from operations in 2000 to meet its operating requirements, interest and scheduled amortization payments under the U.S. Bank Credit Facility, the demand line of credit and the German credit agreement, interest and principal payments on the Senior Notes, any share repurchases, approximately $\$ 20$ million of planned capital expenditures, and approximately $\$ 17$ million of annual dividend payments to holders of common stock. From commencement of operations in January 1988 until September 30, 2000, IDEX has borrowed $\$ 674$ million under its various credit agreements to complete 16 acquisitions. During this same period IDEX generated, principally from operations, cash flow of $\$ 585$ million to reduce its indebtedness. In the event that suitable businesses are available for acquisition by IDEX upon terms acceptable to the Board of Directors, IDEX may obtain all or a portion of the financing for the acquisitions through the incurrence of additional long-term indebtedness.

## YEAR 2000

IDEX initiated a year 2000 compliance program in late 1996 to ensure that its information systems and other date-sensitive equipment continue an uninterrupted transition into the year 2000. All of the Company's essential processes, systems, and business functions were compliant with the year 2000 requirements by the end of 1999. IDEX did not experience any year 2000 consequences affecting its financial position, liquidity, or results of operations.

The costs of IDEX's year 2000 transition program were funded with cash flows from operations. Some of these costs related solely to the modification of existing systems, while others were for new systems, which also improved business functionality. In total, these costs were not substantially different from the normal, recurring costs incurred for system development and implementation, in part due to the reallocation of internal resources to implement the new business systems. Expenditures related to this multi year program were approximately $\$ 6$ million.

During 1998, 1999 and 2000, the Company upgraded its business systems to accommodate the euro currency. The cost of this upgrade was immaterial to the Company's financial results. Although difficult to predict, any competitive implications and any impact on existing financial instruments resulting from the euro implementation are also expected to be immaterial to the Company's results of operations, financial position or liquidity.

## ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

The Company is subject to market risk associated with changes in interest rates and foreign currency exchange rates. Interest rate exposure is limited to the $\$ 255.3$ million of total debt of the Company outstanding at September 30, 2000. Approximately $23 \%$ of the debt is priced at interest rates that float with the market. A 50 basis point movement in the interest rate on the floating rate debt would result in an approximate $\$ 292,000$ annualized increase or decrease in interest expense and cash flows. The remaining debt is either fixed rate debt or debt that has been essentially fixed through the use of interest rate swaps. The Company will from time to time enter into interest rate swaps on its debt when it believes there is a clear financial advantage for doing so. A formalized treasury risk management policy adopted by the Board of Directors exists that describes the procedures and controls over derivative financial and commodity instruments, including interest rate swaps. Under the policy, the Company does not use derivative financial or commodity instruments for trading purposes, and the use of such instruments is subject to strict approval levels by senior officers. Typically, the use of such derivative instruments is limited to interest rate swaps on the Company's outstanding long-term debt. The Company's exposure related to such derivative instruments is, in the aggregate, not material to the Company's financial position, results of operations and cash flows.

The Company's foreign currency exchange rate risk is limited principally to the euro, British pound and Swiss franc. The Company manages its foreign exchange risk principally through the invoicing of its customers in the same currency as the source of the products.

## ITEM 1. LEGAL PROCEEDINGS. None.

ITEM 2. CHANGES IN SECURITIES. Not Applicable.
ITEM 3. DEFAULTS UPON SENIOR SECURITIES. None.
ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS. None.
ITEM 5. OTHER INFORMATION. None.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.
(a) Exhibits:

The exhibits listed in the accompanying "Exhibit Index" are filed as part of this report.
(b) Reports on Form 8-K:

There have been no reports on Form 8-K filed during the quarter for which this report is filed.

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, thereunto duly authorized in the capacity and on the date indicated.

IDEX CORPORATION
/s/ WAYNE P. SAYATOVIC
WAYNE P. SAYATOVIC
Senior Vice President -- Finance
and Chief Financial Officer
(Duly Authorized and Principal
Financial Officer)

## EXHIBIT INDEX

EXHIBIT
NUMBER
$\qquad$
3.1 Restated Certificate of Incorporation of IDEX Corporation (formerly HI, Inc.) (incorporated by reference to Exhibit No. 3.1 to the Registration Statement on Form S-1 of IDEX, et al., Registration No. 33-21205, as filed on April 21, 1988)
3.1(a) Amendment to Restated Certificate of Incorporation of IDEX Corporation (formerly HI, Inc.), (incorporated by reference to Exhibit No. 3.1(a) to the Quarterly Report of IDEX on Form 10-Q for the quarter ended March 31, 1996, Commission File No. 1-10235
3.2 Amended and Restated By-Laws of IDEX Corporation (incorporated by reference to Exhibit No. 3.2 to Post-Effective Amendment No. 2 to the Registration Statement on Form S-1 of IDEX, et al., Registration No. 33-21205, as filed on July 17, 1989)
3.2(a) Amended and Restated Article III, Section 13 of the Amended and Restated By-Laws of IDEX Corporation (incorporated by reference to Exhibit No. 3.2(a) to Post-Effective Amendment No. 3 to the Registration Statement on Form S-1 of IDEX, et al., Registration No. 33-21205, as filed on February 12, 1990)
4.1 Restated Certificate of Incorporation and By-Laws of IDEX Corporation (filed as Exhibits No. 3.1 through 3.2(a))
4.2 Indenture, dated as of February 23, 1998, between IDEX Corporation, and Norwest Bank Minnesota, National Association, as Trustee, relating to the 6 7/8\% Senior Notes of IDEX Corporation due February 15, 2008 (incorporated by reference to Exhibit No. 4.1 to the Current Report of IDEX on Form 8-K dated February 23, 1998, Commission File No. 1-10235)
4.3 Specimen Senior Note of IDEX Corporation (incorporated by reference to Exhibit No. 4.1 to the Current Report of IDEX on Form 8-K dated February 23, 1998, Commission File No. 1-10235)
4.4 Specimen Certificate of Common Stock of IDEX Corporation (incorporated by reference to Exhibit No. 4.3 to the Registration Statement on Form S-2 of IDEX, et al., Registration No. 33-42208, as filed on September 16, 1991)
4.5 Third Amended and Restated Credit Agreement dated as of July 17, 1996, among IDEX Corporation, Bank of America NT\&SA, as Agent, and other financial institutions named therein (the "Banks") (incorporated by reference to Exhibit No. 4.5 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 1996, Commission File No. 1-10235)
4.5(a) First Amendment to the Third Amended and Restated Credit Agreement dated as of April 11, 1997 (incorporated by reference to Exhibit No. 4.5(a) to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 1998, Commission File No. 1-10235)
4.5(b) Second Amendment to the Third Amended and Restated Credit Agreement dated as of January 20, 1998 (incorporated by reference to Exhibit No. 4.5(b) to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 1998, Commission File No. 1-10235)
4.5(c) Third Amendment to the Third Amended and Restated Credit Agreement dated as of February 9, 1998 (incorporated by reference to Exhibit No. 4.5(c) to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 1998, Commission File No. 1-10235)
4.5(d) Fourth Amendment to the Third Amended and Restated Credit Agreement dated as of April 3, 1998 (incorporated by reference to Exhibit No. 4.5(d) to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 1998, Commission File No. 1-10235)
4.5(e) Fifth Amendment to the Third Amended and Restated Credit Agreement dated as of June 8, 1999 (incorporated by reference to Exhibit No. 4.5(e) to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 1999, Commission File No. 1-10235)
10.1 IDEX Corporation Amended and Restated Stock Option Plan for Outside Directors

## DESCRIPTION

10.2 Amended and Restated Employment Agreement between IDEX Corporation and Wayne P. Sayatovic, dated March 31, 2000
$\begin{array}{ll}\text { Corporation and Wayne P. Sayatovic, dated March 31, } 2 \\ 10.3 & \text { First Amendment to the Letter Agreement between IDEX }\end{array}$
Corporation and Wayne P. Sayatovic, dated March 15, 2000
10.4 First Amendment to the Letter Agreement between IDEX Corporation and James R. Fluharty, dated March 15, 2000
First Amendment to the Letter Agreement between IDEX
Corporation and Rodney L. Usher, dated March 15, 2000
Employment Agreement between IDEX Corporation and Dennis K.
Williams dated April 14, 2000
Employment Agreement between IDEX Corporation and Wayne P. Sayatovic, dated April 24, 2000
Employment Agreement between IDEX Corporation and James R. Fluharty, dated April 24, 2000
Employment Agreement between IDEX Corporation and David T. Windmuller, dated April 24, 2000
10.10 Employment Agreement between IDEX Corporation and Rodney L. Usher, dated April 24, 2000
Financial Data Schedule

* Filed herewith

9-MOS
DEC-31-2000
JAN-01-2000 SEP-30-2000
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49,910
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1.63

