UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-K

[X] ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE FISCAL YEAR ENDED DECEMBER 31, 2002

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM __________________ TO ___________________

COMMISSION FILE NUMBER 1-10235

IDEX CORPORATION
(Exact Name of Registrant as Specified in its Charter)

DELAWARE	36-3555336
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
630 DUNDEE ROAD, NORTHBROOK, ILLINOIS	60062
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number: (847) 498-7070

SECURITIES REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

TITLE OF EACH CLASS	NAME OF EACH EXCHANGE ON WHICH REGISTERED
COMMON STOCK, PAR VALUE $.01 PER SHARE	NEW YORK STOCK EXCHANGE CHICAGO STOCK EXCHANGE

SECURITIES REGISTERED PURSUANT TO SECTION 12(g) OF THE ACT: NONE

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. Yes [X] No[ ]

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. [X]

The aggregate market value of the voting stock held by non-affiliates of IDEX Corporation as of December 31, 2002 was $891,691,395.

The number of shares outstanding of IDEX Corporation's common stock, par value $.01 per share (the "Common Stock"), as of January 31, 2003 was 32,504,959 (net of treasury shares).

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the 2002 Annual Report to Shareholders of IDEX Corporation (the "2002 Annual Report") are incorporated by reference into Parts I and II of this Form 10-K and portions of the definitive Proxy Statement of IDEX Corporation (the "2003 Proxy Statement") with respect to the 2003 annual meeting of shareholders are incorporated by reference into Part III of this Form 10-K.

PART I

ITEM 1. BUSINESS.

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

PUMP PRODUCTS GROUP

The Pump Products Group produces a wide variety of pumps, compressors, flow meters, injectors and valves and related controls for the movement of liquids, air and gases. The devices and equipment produced by this group are used by a large and diverse set of industries including chemical processing, machinery, water treatment, medical equipment, liquid petroleum distribution, oil and refining, food and beverage, biotech, life sciences and drug processing. The seven business units that comprise this group are Gast Manufacturing, Liquid Controls, Micropump, Pulsafeeder, Rheodyne, Viking Pump and Warren Rupp. The group accounted for 58% of sales and 62% of operating income in 2002, with 37% of sales shipped to customers outside the U.S.

Gast Manufacturing. Gast Manufacturing (Gast), acquired in 1998, is a leading manufacturer of air-moving products with an estimated one-third U.S. market share in air motors, low- and medium-range vacuum pumps, vacuum generators, regenerative blowers and fractional horsepower compressors. Gast's products are used in applications requiring a quiet, clean source of moderate vacuum or pressure. Gast's primary markets served are medical equipment, environmental equipment, computers and electronics, printing machinery, paint mixing machinery, packaging machinery, graphic arts and industrial manufacturing. Gast is based in Benton Harbor, Michigan, with an additional operation in England. Approximately 20% of Gast's 2002 sales were to customers outside the U.S.

Liquid Controls. Liquid Controls, acquired in January 2001, is a leading manufacturer of positive displacement flow meters and electronic registration and control products with an estimated one-third market share in its U.S. markets. Applications for its products include mobile and stationary metering installations for wholesale and retail distribution of petroleum and LP gas, aviation refueling, and industrial metering and dispensing of liquids and gases. Liquid Controls is headquartered in Lake Bluff, Illinois, with additional operations in Italy and India. During 2001, the Company decided to operate its previously acquired Corken business unit as part of Liquid Controls. Corken, based in Oklahoma City, Oklahoma and acquired by IDEX in 1991, is a leading producer of positive displacement rotary vane pumps, single and multistage regenerative turbine pumps, and small horsepower reciprocating piston compressors. Approximately 50% of Liquid Controls' 2002 sales were outside the U.S.

Micropump. Micropump, acquired in 1995, is a leader in small, precision-engineered, magnetically and electromagnetically driven rotary gear, piston and centrifugal pumps with an approximate 40% U.S. market share. Micropump's products are used in low-flow abrasive and corrosive applications. Micropump serves markets including printing machinery, medical equipment, chemical processing, pharmaceutical, refining, laboratory, electronics, pulp and paper, water treatment and textiles. Micropump has its headquarters facility in Vancouver, Washington, and also has operations in England. In April 2000, IDEX acquired Ismatec SA. Ismatec is a leading manufacturer of peristaltic metering pumps, analytical process controllers, and sample preparation systems. Headquartered near Zurich, Switzerland, the business operates as part of Micropump and provides Micropump with entry into scientific R&D markets including pharmaceutical, medical, biotech and institutional laboratory. In May 2000, IDEX acquired Trebor International, which also now operates as part of Micropump. Trebor is headquartered in Salt Lake City, Utah, and is a leader in high-purity fluid handling products, including air-operated diaphragm pumps and deionized water-heating systems. Its products are used to make semiconductors, disk drives and flat panel displays. Approximately 65% of Micropump's 2002 sales were to customers outside the U.S.

Pulsafeeder. Pulsafeeder, acquired in 1992, is a leading manufacturer of metering pumps, special purpose rotary pumps, peristaltic pumps, electronic controls and dispensing equipment with an estimated one-third U.S. market share. Pulsafeeder's products are used to introduce precise amounts of fluids into processes to manage water quality and chemical composition. Pulsafeeder's markets include water and wastewater treatment, power generation, pulp and paper, chemical and hydrocarbon processing and swimming pools. This business is headquartered in Rochester, New York, with additional operations in Punta Gorda, Florida. Knight Equipment International was acquired in 1997 and is operated as part of the Pulsafeeder business unit. Knight, headquartered in Lake Forest, California, also has additional operations in The Netherlands. Knight is a leading manufacturer of pumps and dispensing equipment for industrial laundries, commercial dishwashing and chemical metering. Halox Technologies, Inc. was acquired in April 2002 and is also operated as part of the Pulsafeeder business unit. Halox is a small Bridgeport, Connecticut based manufacturer of point-of-use chlorine dioxide equipment. Its products produce chlorine dioxide for use in water treatment and disinfectant applications. Chlorine dioxide is an effective biocide treatment of legionella and other water-borne pathogens. Halox products can be used in a wide variety of end markets including food and beverage, cooling towers and potable water treatement. In 2002, approximately 30% of Pulsafeeder's sales were to customers outside the U.S.

Rheodyne. Rheodyne L.P., acquired in July 2002, is a leading manufacturer of injectors, valves, fittings and accessories for the analytical instrumentation market. Its products are used by manufacturers of high performance liquid chromatography equipment servicing the pharmaceutical, biotech, life science, food and beverage, and chemical markets. Rheodyne, based in Rohnert Park, California, became IDEX's twelfth stand-alone business unit and its activities are closely coordinated with those of Ismatec, Trebor and Micropump. Approximately 45% of Rheodyne's 2002 sales were to customers outside the U.S.

Viking Pump. Viking Pump is one of the world's largest internal gear pump producers. In the U. S., it has an estimated 40% of the rotary gear pump market. Viking also produces lobe and external gear pumps, strainers and reducers, and related controls. These products are used for transferring and metering thin and viscous liquids. Markets served by Viking include chemical, petroleum, pulp and paper, plastics, paints, inks, tanker trucks, compressor, construction, food, beverage, personal care, pharmaceutical and biotech. Viking operates two foundries that supply a majority of Viking's castings requirements and also sells a variety of castings to outside customers. Viking is based in Cedar Falls, Iowa, with additional operations in Canada, England and Ireland. Wrightech Corporation was acquired in October 2002 and is headquartered in Waukesha, Wisconsin. Wrightech, which operates as part of Viking Pump, is a small manufacturer of stainless-steel positive displacement pumps and replacement parts for the sanitary product marketplace. This market includes beverage, food processing, pharmaceutical, cosmetics and other industries that require sanitary processing. Approximately 30% of Viking's 2002 sales were to customers outside the U.S.

Warren Rupp. Warren Rupp is a leading producer of double-diaphragm pumps, both air-operated and motor-driven, and accessories with an estimated 30% U.S. market share. Warren Rupp's products are used for abrasive and semisolid materials as well as for applications where product degradation is a concern or where electricity is not available or should not be used. This business serves markets including chemical, paint, food processing, electronics, construction, utilities, mining and industrial maintenance. Warren Rupp is based in Mansfield, Ohio, with additional operations in England. Blagdon Pump, located in the U.K., was acquired in 1997 and is operated as part of the Warren Rupp business unit. Versa-Matic Tool, Inc. (Versa-Matic) was acquired in June 2001 and also operates as part of Warren Rupp. Headquartered in Export, Pennsylvania, Versa-Matic is a leading manufacturer and distributor of air-operated double-diaphragm pumps and pump replacement parts. Warren Rupp's sales to customers outside the U.S. in 2002 were approximately 45%.

DISPENSING EQUIPMENT GROUP

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 equipment is used in a variety of retail and commercial industries around the world. This group provides equipment, systems, and services for applications such as tinting paints and coatings, industrial and automotive refinishing, and the precise lubrication of machinery and transportation equipment. The three business units that comprise this group are FAST, Fluid Management and Lubriquip. The group accounted for 19% of sales and 16% of operating income in 2002, with 54% of sales shipped to customers outside the U.S.

FAST. The Company acquired FAST S.p.A. (FAST) in 1999. FAST is a leading European manufacturer of precision-designed tinting, mixing, dispensing and measuring equipment for refinishing, architectural and industrial paints, inks, dyes, pastes and other liquids. Management estimates that FAST has a 20% European share of the architectural and refinishing equipment markets. FAST's products are used for the precise and reliable reproduction of colors based on paint producers' formulas. Through architectural, refinishing and industrial paint producers, precision equipment is supplied to retail and commercial stores, home centers, and automotive body shops. Over 95% of FAST's sales in 2002 were to customers outside the U.S. FAST is based in Milan, Italy.

Fluid Management. Fluid Management, acquired in 1996, is the market leader in automatic and manually operated dispensing, metering and mixing equipment for the paints and coatings market with an estimated 50% worldwide market share. Fluid Management's products are used for the precise blending of base paints, tints and colorants, and inks and dyes. Fluid Management's markets include retail and commercial paint stores, hardware stores, home centers, department stores, printers, and paint and ink manufacturers. Fluid Management is based in Wheeling, Illinois. Additional operations are located in The Netherlands and Australia. Approximately 45% of Fluid Management's 2002 sales were to customers outside the U.S.

Lubriquip. Lubriquip is a market leader in centralized oil and grease lubrication systems, force-feed lubricators, metering devices, related electronic controls and accessories with an estimated 25% share of the U.S. market for centralized oil lubrication systems. Lubriquip's products are used to prolong equipment life, reduce maintenance costs and increase productivity. Lubriquip serves markets including machine tools, transfer machines, conveyors, packaging equipment, transportation equipment, construction machinery, food processing and paper machinery. Lubriquip is headquartered in Warrensville Heights, Ohio, with an additional operation in Madison, Wisconsin. Approximately 20% of Lubriquip's sales in 2002 were to customers outside the U.S.

OTHER ENGINEERED PRODUCTS GROUP

The Other Engineered Products Group produces firefighting pumps, rescue tools and other components and systems for the fire and rescue industry, and engineered stainless steel banding and clamping devices used in a variety of industrial and commercial applications. The two business units that comprise this group are Hale Products and Band-It. The group accounted for 23% of sales and 22% of operating income in 2002, with 42% of sales shipped to customers outside the U.S.

Band-It. Band-It is a leading producer of high-quality stainless steel bands, buckles and clamping systems with an estimated 45% worldwide market share. Band-It's products are used for securing hose fittings, signs, signals, pipes, poles, electrical shielding and bundling and numerous other industrial and commercial applications. Signfix was acquired in 1993 and is being operated as part of the Band-It business unit. Band-It's markets include transportation equipment, oil and gas, industrial maintenance, electronics, electrical, communications, aerospace, traffic and commercial signs. Band-It is based in Denver, Colorado, with three additional operations in England and one in Singapore. In 2002, approximately 55% of Band-It's sales were to customers outside the U.S.

Hale Products. Hale Products (Hale), acquired in 1994, is a leading manufacturer of truck-mounted fire pumps and rescue systems with an estimated 40% worldwide market share. Hale's products include the Hurst Jaws of Life(R) and LUKAS(R) rescue tool and re-railing systems. Hale's pumps are used to pump water or foam to extinguish fires; its rescue equipment is used to extricate accident victims; and its forced entry equipment is used for law enforcement, disaster recovery, and recycling. Hale's markets include public and private fire and rescue organizations. In January 2001, IDEX acquired Class 1, headquartered in Ocala, Florida, which now is also operated as part of Hale. Class 1 is a leading supplier of components and systems to the fire and rescue vehicle market. Its primary products include electronic information controls, engine information systems, electronic multiplexing units, electrical monitoring equipment and systems and fire truck mechanical components. LUKAS was acquired in 1995 and is operated as part of the Hale business unit. Hale is headquartered in Ocala, Florida, with additional operations in Conshohocken, Pennsylvania, Shelby, North Carolina, England and Germany. Approximately 35% of Hale's 2002 sales were to customers outside the U.S.

GENERAL ASPECTS APPLICABLE TO THE COMPANY'S BUSINESS GROUPS

COMPETITORS

The Company's businesses participate in highly competitive markets. Generally, all of the Company's businesses compete on the basis of performance, quality, service, and price.

Principal competitors of the businesses in the Pump Products Group are the Blackmer division of Dover Corporation (with respect to rotary gear pumps, and pumps and small horsepower compressors used in liquified petroleum gas distribution facilities); Milton Roy, a division of United Technologies Corporation (with respect to metering pumps and controls); Roper Industries and Tuthill Corporation (with respect to rotary gear pumps); Wilden Pump and Engineering Co., a division of Dover Corporation (with respect to air-operated double-diaphragm pumps); and Thomas Industries (with respect to vacuum pumps and compressors).

The principal competitors of the Dispensing Equipment Group are Corob S.p.A. (with respect to dispensing and mixing equipment for the paint industry) and Lincoln Industrial (with respect to centralized lubrication systems).

The Other Engineered Products Group's principal competitors are A.J. Gerrard & Company, a division of Illinois Tool Works Inc. (with respect to stainless steel bands, buckles and tools) and Waterous Company, a division of American Cast Iron Pipe Company (with respect to truck-mounted fire-fighting pumps).

EMPLOYEES

At December 31, 2002, IDEX had approximately 3,900 employees. Approximately 15% were represented by labor union with various contracts expiring though March 2007. Management believes that the Company's relationship with its employees is good. The Company has historically been able to satisfactorily renegotiate its collective bargaining agreements, with its last work stoppage in March 1993.

SUPPLIERS

IDEX manufactures many of the parts and components used in its products. Substantially all materials, parts and components purchased by IDEX are available from multiple sources.

INVENTORY AND BACKLOG

The Company regularly and systematically adjusts production schedules and quantities based on the flow of incoming orders. Backlogs are therefore typically limited to approximately 1 to 1 1/2 months of production. While total inventory levels may also be affected by changes in orders, the Company generally tries to maintain relatively stable inventory levels based on its assessment of the requirements of the various industries served.

SEGMENT INFORMATION

For segment financial information for the years 2002, 2001, and 2000, see the table titled "Company and Business Group Financial Information" presented on page 18 under "Management's Discussion and Analysis of Financial Condition and Results of Operations" and Note 9 of the "Notes to Consolidated Financial Statements" on page 31 of the 2002 Annual Report, which is incorporated herein by reference.

EXECUTIVE OFFICERS OF THE REGISTRANT

The following table sets forth the names of the executive officers of the Company, their ages, years of service, the positions held by them, and their business experience during the past 5 years.

NAME	AGE	YEARS OF SERVICE (1)	POSITION
Dennis K. Williams........	56	3	Chairman of the Board, President and Chief Executive Officer
Wayne P. Sayatovic........	56	30	Senior Vice President-Finance and Chief Financial Officer
Kimberly K. Bors..........	42	--	Vice President-Human Resources
James S. Dahlke...........	52	--	Vice President-Group Executive
Harley B. Kaplan..........	48	1	Vice President-Group Executive
Clinton L. Kooman.........	59	38	Vice President-Controller
Douglas C. Lennox.........	50	23	Vice President-Treasurer
John L. McMurray..........	52	10	Vice President-Operational Excellence
Dennis L. Metcalf.........	55	29	Vice President-Corporate Development
Frank J. Notaro...........	39	5	Vice President-General Counsel and Secretary
David T. Windmuller.......	45	22	Vice President-Group Executive

- -------------

(1) The years of service for executive officers include the period prior to acquisition by IDEX or with IDEX's predecessor company.

Mr. Williams was appointed Chairman of the Board, President and Chief Executive Officer by the Board of Directors, effective May 1, 2000. Prior to joining IDEX, Mr. Williams was a senior executive of the General Electric Company, most recently serving as President and Chief Executive Officer of GE Power Systems Industrial Products, a global business with $4 billion in sales, based in Florence, Italy. Prior to heading GE Power Systems Industrial Products, he was President and Chief Executive Officer of GE's Nuovo Pignone business, one of the world's leading manufacturers of gas turbines and high-pressure industrial compressors.

Mr. Sayatovic has been Senior Vice President-Finance and Chief Financial Officer of the Company since January 1992.

Ms. Bors has been Vice President-Human Resources of the Company since January 2003. Prior to joining IDEX, Ms. Bors was vice president of people and process integration from December 2000 to December 2002 for Brunswick Corporation's Boat Group, a $1.4 billion manufacturer of recreational boats. From December 1998 to December 2000, Ms. Bors was president of Chris Craft Boat, a division of Outboard Marine Corporation, a $1 billion recreational marine company. From December 1995 to December 1998, Ms. Bors was vice president of human resources at Outboard Marine Corporation.

Mr. Dahlke has been Vice President-Group Operations since September 2002. Prior to joining IDEX, Mr. Dahlke was president from September 1999 to August 2002 of the Office Products Division of Knape & Vogt, a manufacturer of hardware for the office furniture industry as well as office accessories. From 1995 to 1999, Mr. Dahlke was president of Harrow Industries in Grand Rapids, MI. Harrow Industries was a holding company of six autonomous businesses serving the commercial, industrial and consumer markets. Mr. Dahlke was also a shareholder and officer of Wrightech Corporation, which was acquired by IDEX in October 2002.

Mr. Kaplan has been Vice President-Group Operations since March 2002. Prior to joining IDEX, Mr. Kaplan was president and chief executive officer from March 2001 to March 2002 of Wells Lamont Corporation, a worldwide leader in industrial and consumer hand protection. From October 1996 to March 2001, Mr. Kaplan was president of Koehler-Bright Star, Inc., a wholly-owned subsidiary of the Marmon Group.

Mr. Kooman has been Vice President-Controller of the Company since November 1995.

Mr. Lennox has served as Vice President-Treasurer of the Company since November 1995.

Mr. McMurray has been Vice President-Operational Excellence of the Company since October 2000. Mr. McMurray previously served as Vice President-Group Executive from November 1998 through September 2000, and President of Viking Pump from January 1997 through September 2000.

Mr. Metcalf has served as Vice President-Corporate Development of the Company since March 1997.

Mr. Notaro has served as Vice President-General Counsel and Secretary since March 1998. Previously, Mr. Notaro was a partner of Hodgson Russ LLP.

Mr. Windmuller has served as Vice President-Group Executive since October 2000. Mr. Windmuller served as Vice President-Operations of the Company from January 1998 through September 2000.

The Company's executive officers are elected at a meeting of the Board of Directors immediately following the annual meeting of shareholders, and they serve until the next annual meeting of the Board, or until their successors are duly elected.

PUBLIC FILINGS

Copies of the Company's annual report on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and amendments to those reports are available through the Company's web site at http://www.idexcorp.com.

ITEM 2. PROPERTIES.

The Company's principal plants and offices have an aggregate floor space area of approximately 2.9 million square feet, of which 2.0 million square feet (69%) are located in the U.S. and approximately 0.9 million square feet (31%) are located outside the U.S., primarily in Italy (10%), the U.K. (9%), The Netherlands (5%) and Germany (4%). These facilities are considered to be suitable and adequate for their operations. Management believes that utilization of manufacturing capacity ranges from 40% to 70% in each facility. The Company's executive office occupies approximately 18,000 square feet of leased space in Northbrook, Illinois.

Approximately 2.1 million square feet (72%) of the principal plant and office floor area is owned by the Company, and the balance is held under lease. Approximately 1.6 million square feet (55%) of the principal plant and office floor area is held by business units in the Pump Products Group; 0.7 million square feet (23%) is held by business units in the Dispensing Equipment Group; and 0.6 million square feet (22%) is held by business units in the Other Engineered Products Group.

ITEM 3. LEGAL PROCEEDINGS.

IDEX and five of its subsidiaries have been named as defendants in a number of lawsuits claiming various asbestos-related personal injuries, allegedly as a result of exposure to products manufactured with components that contained asbestos. Such components were acquired from third party suppliers, and were not manufactured by any of the subsidiaries. To date, all of the Company's settlements and legal costs, except for costs of coordination, administration, insurance investigation and a portion of defense costs have been covered in full by insurance. However, the Company cannot predict whether and to what extent insurance will be available to continue to cover such settlements and legal costs, or how insurers may respond to claims that are tendered to them.

Claims have been filed in California, Illinois, Michigan, Mississippi, New Jersey, New York, Ohio, Pennsylvania and Washington. A few claims have been settled for minimal amounts and some have been dismissed without payment. None have been tried.

No provision has been made in the financial statements of the Company, and IDEX does not currently believe the asbestos-related claims will have a material adverse effect on the Company's business or financial position.

IDEX is also party to various other legal proceedings arising in the ordinary course of business, none of which are expected to have a material adverse effect on its business, financial condition or results of operations.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

None.

PART II

ITEM 5. MARKET FOR REGISTRANT'S COMMON STOCK AND RELATED SHAREHOLDER MATTERS.

Information regarding the prices of, and dividends on, the Common Stock, and certain related matters, is incorporated herein by reference to "Shareholder Information" on page 41 of the 2002 Annual Report.

The principal market for the Common Stock is the New York Stock Exchange, but the Common Stock is also listed on the Chicago Stock Exchange. As of January 31, 2003, the Common Stock was held by approximately 4,700 shareholders and there were 32,504,959 shares of Common Stock outstanding, net of treasury shares.

ITEM 6. SELECTED FINANCIAL DATA.

The information set forth under "Historical Data" on pages 14 and 15 of the 2002 Annual Report is incorporated herein by reference.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

The information set forth under "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 16 to 23 of the 2002 Annual Report is incorporated herein by reference.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURE ABOUT MARKET RISK.

The information set forth under the caption "Market Risk" on page 23 of the 2002 Annual Report is incorporated herein by reference.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA.

The Consolidated Financial Statements of IDEX, including Notes thereto, together with the independent auditors' report thereon of Deloitte & Touche LLP on pages 24 to 37 of the 2002 Annual Report are incorporated herein by reference.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH INDEPENDENT AUDITORS ON ACCOUNTING AND FINANCIAL DISCLOSURE.

None.

PART III

ITEM 10. DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT.

Certain information regarding the directors of the Company is incorporated herein by reference to the information set forth under the caption "Election of Directors" in the 2003 Proxy Statement.

Information regarding executive officers of the Company is incorporated herein by reference to Item 1 of this report under the caption "Executive Officers of the Registrant" on page 5.

Certain information regarding compliance with Section 16(a) of the Securities and Exchange Act of 1934, as amended, is incorporated herein by reference to the information set forth under "Section 16(a) Beneficial Ownership Reporting Compliance" in the 2003 Proxy Statement.

ITEM 11. EXECUTIVE COMPENSATION.

Information regarding executive compensation is incorporated herein by reference to the materials under the caption "Compensation of Executive Officers" in the 2003 Proxy Statement.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT.

Information regarding security ownership of certain beneficial owners and management is incorporated herein by reference to the information set forth under the caption "Security Ownership" in the 2003 Proxy Statement.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS.

Information regarding certain relationships and related transactions is incorporated herein by reference to the information set forth under the caption "Certain Interests" in the 2003 Proxy Statement.

PART IV

ITEM 14. EXHIBITS, FINANCIAL STATEMENT SCHEDULES, AND REPORTS ON FORM 8-K.

(A) 1. Financial Statements

The following financial statements are incorporated herein by reference to the 2002 Annual Report.

2. Financial Statement Schedule

2002 FORM 10-K PAGE --------- (a) Independent Auditors' Report.. 10 (b) Schedule II -- Valuation and Qualifying Accounts............................ 11 All other schedules are omitted because they are not applicable, not required, or because the required information is included in the Consolidated Financial Statements of IDEX or the Notes thereto. 3. Exhibits The exhibits filed with this report are listed on the "Exhibit Index." (B) Report on Form 8-K None filed in the fourth quarter 2002. 9

INDEPENDENT AUDITORS' REPORT IDEX Corporation: We have audited the consolidated financial statements of IDEX Corporation and its Subsidiaries as of December 31, 2002 and 2001 and for each of the three years in the period ended December 31, 2002, and have issued our report thereon; dated January 23, 2003: such financial statements and report are included in your 2002 Annual Report to Shareholders and are incorporated herein by reference. Our audits also included the financial statement schedule of IDEX Corporation, listed in Item 14. This financial statement schedule is the responsibility of the Company's management. Our responsibility is to express an opinion based on our audits. In our opinion, such financial statement schedule, when considered in relation to the basic consolidated financial statements taken as a whole, presents fairly, in all material respects, the information set forth therein. DELOITTE & TOUCHE LLP Chicago, Illinois January 23, 2003 10

IDEX CORPORATION AND SUBSIDIARIES SCHEDULE II -- VALUATION AND QUALIFYING ACCOUNTS FOR THE YEARS ENDED DECEMBER 31, 2002, 2001 AND 2000 (IN THOUSANDS) BALANCE CHARGED TO BALANCE BEGINNING TO COSTS END OF DESCRIPTION OF YEAR EXPENSES DEDUCTIONS OTHER YEAR - ----------- --------- ---------- ---------- ------ ------ ------- ALLOWANCE FOR DOUBTFUL ACCOUNTS - -------------------------------- Year Ended December 31, 2002: Deducted from assets to which they apply: Allowance for Doubtful Accounts .... $3,375 $ 75(1) $ 533(2) $ 172(3) $3,089 Year Ended December 31, 2001: Deducted from assets to which they apply: Allowance for Doubtful Accounts .... 3,342 830(1) 1,269(2) 472(3) 3,375 Year Ended December 31, 2000: Deducted from assets to which they apply: Allowance for Doubtful Accounts .... 3,135 481(1) 459(2) 185(3) 3,342 ACCRUED RESTRUCTURING - --------------------- Year ended December 31, 2002: Deducted from liabilities to which they apply: Accrued Restructuring .... $5,479 $ 1,328 $4,796(4) (1,531)(5) $ 480 Year ended December 31, 2001: Deducted from liabilities to which they apply: Accrued Restructuring .... -- 11,226 5,747(4) -- 5,479 Year ended December 31, 2000: Deducted from liabilities to which they apply: Accrued Restructuring .... -- -- -- -- -- - ----------- (1) Includes provision for doubtful accounts, sales returns and sales discounts granted to customers. (2) Represents uncollectible accounts, net of recoveries. (3) Represents acquisition, translation and reclassification adjustments. (4) Represents expenditures on liabilities established for restructuring. (5) Represents reversal of restructuring charges initially recorded.

SIGNATURES Pursuant to the requirements of Section 13 or 15(d) 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. IDEX CORPORATION By: /s/ WAYNE P. SAYATOVIC ----------------------------------- WAYNE P. SAYATOVIC Senior Vice President -- Finance and Chief Financial Officer Date: February 28, 2003 Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated. SIGNATURE TITLE DATE --------- ----- ---- /S/ DENNIS K. WILLIAMS Chairman of the Board, President, Chief - ------------------------------------- Executive Officer (Principal Executive Officer) Dennis K. Williams and Director February 28, 2003 /S/ WAYNE P. SAYATOVIC Senior Vice President -- Finance and Chief - ------------------------------------- Financial Officer (Principal Financial and Wayne P. Sayatovic Accounting Officer) February 28, 2003 /S/ BRADLEY J. BELL Director - ------------------------------------- Bradley J. Bell February 28, 2003 /S/ GREGORY B. KENNY Director - ------------------------------------- Gregory B. Kenny February 28, 2003 /S/ WILLIAM H. LUERS Director - ------------------------------------- William H. Luers February 28, 2003 /S/ PAUL E. RAETHER Director - ------------------------------------- Paul E. Raether February 28, 2003 /S/ NEIL A. SPRINGER Director - ------------------------------------- Neil A. Springer February 28, 2003 /S/ MICHAEL T. TOKARZ Director - ------------------------------------- Michael T. Tokarz February 28, 2003 12

CERTIFICATION I, Dennis K. Williams, certify that: 1. I have reviewed this annual report on Form 10-K of IDEX Corporation; 2. Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this annual report; 3. Based on my knowledge, the financial statements, and other financial information included in this annual report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this annual report; 4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have: a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this annual report is being prepared; b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this annual report (the "Evaluation Date"); and c) presented in this annual report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date; 5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent function): a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and 6. The registrant's other certifying officers and I have indicated in this annual report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses. February 28, 2003 /s/ DENNIS K. WILLIAMS ---------------------------------- DENNIS K. WILLIAMS Chairman, President and Chief Executive Officer

CERTIFICATION I, Wayne P. Sayatovic, certify that: 1. I have reviewed this annual report on Form 10-K of IDEX Corporation; 2. Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this annual report; 3. Based on my knowledge, the financial statements, and other financial information included in this annual report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this annual report; 4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have: a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this annual report is being prepared; b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this annual report (the "Evaluation Date"); and c) presented in this annual report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date; 5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent function): a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and 6. The registrant's other certifying officers and I have indicated in this annual report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses. February 28, 2003 /s/ WAYNE P. SAYATOVIC ----------------------------------- WAYNE P. SAYATOVIC Senior Vice President -- Finance and Chief Financial Officer

EXHIBIT INDEX EXHIBIT NUMBER DESCRIPTION - ------- ----------- 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% of Senior Notes of IDEX 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 Credit Agreement, dated as of June 8, 2001, among IDEX Corporation, Bank of America N.A. as Agent and Issuing Bank, and the Other Financial Institutions Party Hereto: Bank of America Securities LLC. (incorporated by reference to Exhibit No. 4.5 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 2001, Commission File No. 1-10235) 4.6 Credit Lyonnais Uncommitted Line of Credit, dated as of December 3, 2001 *4.6 (a) Amendment No. 1 dated as of November 22, 2002 to the Credit Lyonnais Uncommitted Line of Credit Agreement dated December 3, 2001 4.7 Receivables Purchase Agreement dated as of December 20, 2001 among IDEX Receivables Corporation, as Seller, IDEX Corporation, as Servicer, Falcon Asset Securitization Corporation, the Several Financial Institutions from Time to Time Party Hereto, and Bank One, NA (Main Office Chicago), as Agent 4.7 Receivables Purchase Agreement dated as of December 20, 2001 among IDEX Receivables Corporation, as Seller, IDEX Corporation, as Servicer, Falcon Asset Securitization Corporation, the Several Financial Institutions from Time to Time Party Hereto, and Bank One, NA (Main Office Chicago), as Agent *4.7 (a) Amended and Restated Fee Letter dated as of December 18, 2002 of the Receivables Purchase Agreement dated as of December 20, 2001 4.8** Form of Shareholder Purchase and Sale Agreement of IDEX Corporation (incorporated by reference to Exhibit No. 10.24 to Amendment No. 1 to the Registration Statement on Form S-1 of IDEX, et al., Registration No. 33-28317, as filed on June 1, 1989)

EXHIBIT NUMBER DESCRIPTION - ------- ----------- 4.9 Registration Rights Agreement, dated January 22, 1988, among IDEX, KKR Associates and IDEX Associates, relating to the Common Stock (Incorporated by reference to Exhibit No. 10.8 to the Registration Statement on Form S-1 of IDEX Corporation, et al., Registration No. 33-21205, as filed on April 21, 1988) 4.9 (a) Amendment to Registration Rights Agreement, dated as of September 13, 2002, among IDEX and KKR Associates, L.P. (incorporated by reference to Exhibit No. 10.3 to the Registration Statement on Form S-3 of IDEX, Registration No. 333-99591, as filed on September 13, 2002) 10.1** Employment Agreement between IDEX Corporation and Dennis K. Williams, dated April 14, 2000 (incorporated by reference to Exhibit No. 10.6 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 2000, Commission File No. 1-10235) 10.2** Amended and Restated Employment Agreement between IDEX Corporation and Wayne P. Sayatovic, dated March 31, 2000 (incorporated by reference to Exhibit No. 10.2 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended March 31, 2000, Commission File No. 1-10235) 10.2(a)** Letter Agreement between IDEX Corporation and Wayne P. Sayatovic dated April 24, 2000 (incorporated by reference to Exhibit No. 10.7 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 2000, Commission File No. 1-10235) 10.3** Revised and Restated Management Incentive Compensation Plan for Key Employees Effective January 1, 2002 10.4** Form of Indemnification Agreement of IDEX Corporation (incorporated by reference to Exhibit No. 10.23 to the Registration Statement on Form S-1 of IDEX, et al., Registration No. 33-28317, as filed on April 26, 1989) 10.5** Form of Shareholder Purchase and Sale Agreement of IDEX Corporation (filed as Exhibit No. 4.8) 10.6** IDEX Corporation Amended and Restated Stock Option Plan for Outside Directors adopted by resolution of the Board of Directors dated as of January 25, 2000 (incorporated by reference to Exhibit No. 10.1 of the Quarterly Report of IDEX on Form 10-Q for the quarter ended March 31, 2000, Commission File No. 10-10235) 10.7 Registration Rights Agreement, dated January 22, 1988, among IDEX, KKR Associates and IDEX Associates, relating to the Common Stock (filed as Exhibit No. 4.9) 10.7(a) Amendment to Registration Rights Agreement, dated as of September 13, 2002, among IDEX and KKR Associates, L.P. (filed as Exhibit No. 4.9(a)) 10.8** Non-Qualified Stock Option Plan for Non-Officer Key Employees of IDEX Corporation (incorporated by reference to Exhibit No. 10.15 to the Annual Report of IDEX on Form 10-K for the year ended December 31, 1992, Commission File No. 1-102351) 10.8(a)** 1996 Stock Plan for Non-Officer Key Employees of IDEX Corporation (incorporated by reference to Exhibit No. 4.5 to the Registration Statement on Form S-8 of IDEX, et al., Registration No. 333-18643, as filed on December 23, 1996) 10.8(b)** First Amended and Restated 1996 Stock Option Plan for Non-Officer Key Employees of IDEX Corporation dated March 27, 2001 10.8(c)** Second Amended and Restated 1996 Stock Option Plan for Non-Officer Key Employees of IDEX Corporation dated March 26, 2002

10.9** Non-Qualified Stock Option Plan for Officers of IDEX Corporation (incorporated by reference to Exhibit No. 10.16 to the Annual Report of IDEX on Form 10-K for the year ended December 31, 1992, Commission File No. 1-102351) 10.10** First Amended and Restated 1996 Stock Plan for Officers of IDEX Corporation (incorporated by reference to Exhibit No. 10.1 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended March 31, 1998, Commission File No. 1-102351) 10.11** 2001 Stock Plan for Officers dated March 27, 2001 (incorporated by reference to Exhibit No. 10.2 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended March 31, 2001, Commission File No. 1-10235) 10.12** Executive Incentive Bonus Plan dated March 27, 2001 (incorporated by reference to Exhibit No. 10.1 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended March 31, 2001, Commission File No. 1-10235) 10.13** IDEX Corporation Supplemental Executive Retirement Plan (incorporated by reference to Exhibit No. 10.17 to the Annual Report of IDEX on Form 10-K for the year ended December 31, 1992, Commission File No. 1-102351) 10.14** Second Amended and Restated IDEX Corporation Directors Deferred Compensation Plan (incorporated by reference to Exhibit No. 10.14(b) to the Annual Report of IDEX on Form 10-K for the year ended December 31, 1997, Commission File No. 1-10235) 10.15** IDEX Corporation 1996 Deferred Compensation Plan for Officers (incorporated by reference to Exhibit No. 4.8 to the Registration Statement on Form S-8 of IDEX, et al., Registration No. 333-18643, as filed on December 23, 1996) 10.16** IDEX Corporation 1996 Deferred Compensation Plan for Non-Officer Presidents (incorporated by reference to Exhibit No. 4.7 to the Registration Statement on Form S-8 of IDEX, et al., Registrant No. 333-18643, as filed on December 23, 1996) 10.17** Letter Agreement between IDEX Corporation and David T. Windmuller, dated April 24, 2000 (incorporated by reference to Exhibit No. 10.9 to the Quarterly Report of IDEX on Form 10-Q for the quarter ended June 30, 2000, Commission File No. 1-10235) 10.18** Letter Agreement between IDEX Corporation and John L. McMurray, dated April 24, 2000 (incorporated by reference to Exhibit No. 10.17(a) to the Annual Report of IDEX on Form 10-K for the year ended December 31, 2001, Commission File No. 1-10235) *12 Ratio of Earnings to Fixed Charges *13 The portions of IDEX Corporation's 2002 Annual Report to Shareholders which are specifically incorporated by reference. *21 Subsidiaries of IDEX *23 Consent of Deloitte & Touche LLP *99.1 Certification pursuant to Section 1350 of Chapter 63 of Title 18 of the United States Code *99.2 Certification pursuant to Section 1350 of Chapter 63 of Title 18 of the United States Code - ------------- * Filed herewith ** Management contract or compensatory plan or agreement. 17

EXHIBIT 4.6 (a)

AMENDMENT NO. 1
DATED AS OF NOVEMBER 22, 2002
TO OFFER
DATED AS OF DECEMBER 3, 2001

Amendment No. 1 dated as of November 22, 2002 (the "Amendment") between IDEX CORPORATION (the "Borrower") and CREDIT LYONNAIS NEW YORK BRANCH (the "Lender") to the Offer dated as of December 3, 2001 (the "Offer") for an uncommitted line of credit by the Lender in favor of the Borrower.

WHEREAS, the Borrower has requested that the Lender amend the Offer by extending the Expiration Date, and that the Offer be modified in certain other respects, and

WHEREAS, the Lender is willing to amend the Offer and grant such request on and subject to the terms and conditions hereinafter set forth.

NOW, THEREFORE, IT IS AGREED:

SECTION 1. CAPITALIZED TERMS. All terms used but not otherwise defined herein shall have the meaning ascribed to them in the Offer.

SECTION 2. AMENDMENTS TO OFFER. The Offer is, effective as of the date hereof and subject to the satisfaction of the conditions precedent set forth in Section 3 below, hereby amended as follows:

(a) The definition of "Expiration Date" in Section 1 of the Offer is hereby amended by replacing "364 days from the date set forth above" in clause (i) thereof with "May 24, 2003".

(b) The reference to "$20,000,000" in Section 1 of the Offer is hereby replaced with "$30,000,000".

SECTION 3. CONDITIONS TO EFFECTIVENESS. This Amendment shall become effective as of the date first written above when the Lender shall have received (i) counterparts of this Amendment executed by the Borrower and the Lender, (ii) a new Promissory Note (the "New Note") in favor of the Lender in the form annexed hereto on Exhibit A in replacement of the Promissory Note dated December 3, 2001 in the original principal amount of $20,000,000 (the "Old Note"), and (iii) such other documents, instruments or agreement as the Lender shall reasonably request. Upon its receipt of the New Note, duly executed by the Borrower, the Lender shall return the Old Note to the Borrower marked "cancelled".

SECTION 4. REPRESENTATIONS AND WARRANTIES. The Borrower hereby represents and warrants that as of the date of effectiveness of this Amendment, all representations and warranties set forth in the Offer are true and correct as of such date, with each reference therein to the Offer meaning a reference to the Offer as amended hereby.

SECTION 5. REFERENCE TO AND EFFECT ON CREDIT DOCUMENTS.

(a) Upon the effectiveness hereof, on and after the date hereof, each reference in the Credit Documents to "this Offer". "hereunder", "hereof" or words of like import referring to the Offer and each reference in instruments and documents delivered in connection therewith to "the Offer", "thereunder", "thereof" or words of like import referring to the Offer shall mean and be a reference to the Offer, as amended hereby.

(b) Except as expressly modified hereby, the terms and provisions of the Offer and each Credit Document shall remain in full force and effect and is hereby ratified in all respects by the Borrower.

(c) The execution, delivery and effectiveness of this Amendment shall neither operate as a waiver of any rights, power or remedy of the Lender under any of the Credit Documents nor constitute a waiver of any provision of any of the Credit Documents.

SECTION 6. GOVERNING LAW. This Amendment shall be governed by and construed in accordance with the laws of the State of New York, without regard to its conflicts of laws principles.

SECTION 7. EXECUTION IN COUNTERPARTS.This Amendment may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed to be an original and all of which taken together shall constitute but one and the same agreement. Delivery of an executed counterpart of a signature page to this Amendment by telecopier shall be effective as delivery of a manually executed counterpart of this Amendment.

[SIGNATURES TO FOLLOW]

IN WITNESS WHEREOF, the parties hereto through their duly authorized representatives have set their hand as of the date first written above.

IDEX CORPORATION

BY:___________________________________
Name:
Title:

CREDIT LYONNAIS
NEW YORK BRANCH

BY:___________________________________
Name:
Title:

Exhibit A

NOTE

New York, New York

$30,000,000 November 22, 2002

For value received, IDEX Corporation, a Delaware corporation ("Borrower"), promises to pay to the order of Credit Lyonnais New York Branch ("Lender") the lesser of (a) Thirty Million United States Dollars ($30,000,000) and (b) the aggregate unpaid principal amount of the Loans made by Lender to Borrower pursuant to the Offer (as hereinafter defined) on the dates provided for therein. Borrower promises to pay interest on the unpaid principal amount of each such Loan on the dates and at the rate or rates provided for in the Offer. All such payments of principal and interest shall be made in lawful money of the United States in Federal or other immediately available funds at the office of Credit Lyonnais New York Branch, 1301 Avenue of the Americas, New York, NY 10019.

All Loans made by Lender, the respective types and maturities thereof and all repayments of the principal thereof shall be recorded by Lender and, if Lender so elects in connection with any transfer or enforcement hereof, appropriate notations to evidence the foregoing information with respect to each such Loan then outstanding may be endorsed by Lender in the schedule attached hereto or on a continuation of such schedule attached to and made a part hereof; PROVIDED, HOWEVER, that the failure of Lender to make any such recordation or endorsement shall not affect the obligation of Borrower hereunder or under the Offer.

This note is the Note referred to in the Offer, dated as of December 3, 2001, between Borrower and Lender (as amended, and as the same may be amended, supplemented or otherwise modified from time to time, the "OFFER"). Terms defined in the Offer are used herein with the same meanings. Reference is made to the provisions of the Offer for, among other things, prepayment of the Loans and the acceleration of the maturity thereof.

This Note is issued in substitution for, but not in repayment of, the Note dated December 3, 2001. Any Loans outstanding under such prior Note shall constitute loans under, evidenced by and subject to the terms of this Note.

This Note shall be governed by and construed in accordance with the laws of the State of New York.

IDEX CORPORATION

BY:__________________________________

Name:

Title:

EXHIBIT 4.7 (a)

Execution Copy

AMENDED AND RESTATED FEE LETTER

December 18, 2002

IDEX Receivables Corporation
630 Dundee Road, Suite 400
Northbrook, IL 60062

Re: Receivables Purchase Agreement

Ladies and Gentlemen:

Reference is hereby made to that certain Receivables Purchase Agreement (as amended by Amendment No. 1 thereto of even date herewith and as otherwise amended, restated or otherwise modified from time to time, the "PURCHASE AGREEMENT"), dated as of December 20, 2001, among IDEX Receivables Corporation, as seller (the "SELLER"), IDEX Corporation, as servicer (the "SERVICER"), Falcon Asset Securitization Corporation ("FALCON"), certain entities party thereto as "Financial Institutions" and Bank One, NA (Main Office Chicago), as Agent (the "AGENT") for Falcon and the Financial Institutions. This letter constitutes the "Fee Letter" referred to in the Purchase Agreement and sets forth our understanding in respect of certain fees payable by the Seller and the obligations of the Seller in connection therewith. Capitalized terms that are used herein and not otherwise defined herein shall have the respective meanings assigned thereto under the Purchase Agreement.

SECTION 1. FEES. Notwithstanding any limitation on recourse contained in the Purchase Agreement:

(a) AMENDMENT AND RENEWAL FEE. On the date hereof, the Seller shall pay to Falcon an amendment and renewal fee in the amount of $25,000.00.

(b) ON-GOING FEES. The following fees shall be due and payable on each Settlement Date of the type described in clause (A) of the definition of "Settlement Date" in the Purchase Agreement, or such other day as agreed to by the Seller and the Agent in writing (each such date, a "PAYMENT DATE"), during the period commencing on the date hereof until the date occurring after the Facility Termination Date on which the amount of the Aggregate Unpaids shall be reduced to zero. All such fees shall accrue from the date hereof and shall, as provided in Section 1.4 of the Purchase Agreement, be calculated on the basis of a 360-day year for the actual number of days elapsed (including the first but excluding the last such day).

(i) ADMINISTRATION FEE. On each Payment Date, the Seller shall pay to Falcon a fee equal to 0.42% per annum times 102% of the Purchase Limit.

(ii) PROGRAM FEE. On each Payment Date, the Seller shall pay to Falcon a fee equal to 0.35% times the average daily outstanding Capital during the immediately preceding calendar month or portion thereof.

SECTION 2. INDEPENDENT NATURE OF FEES. Each of the fees described in SECTION 1 above shall be in addition to, and not in lieu of any other fees, expenses, reimbursements, indemnities and any other amounts payable by the Seller under or in connection with the Purchase Agreement. Nothing contained in this Fee Letter shall limit in any way the obligation of the Seller to pay any amount required to be paid by it in accordance with the terms of the Purchase Agreement.

SECTION 3. TERMINATION. This Fee Letter shall terminate immediately following the later to occur of (a) the Facility Termination Date and (b) the repayment in full of all of the Aggregate Unpaids.

SECTION 4. AMENDMENTS AND WAIVERS. No amendment, waiver, supplement or other modification of this Fee Letter shall be effective unless made in writing and executed by each of the parties hereto.

SECTION 5. COUNTERPARTS. This Fee Letter may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which when taken together shall constitute one and the same agreement.

SECTION 6. SUCCESSORS AND ASSIGNS. This Fee Letter shall be binding upon, and shall inure to the benefit of, the parties hereto and their respective successors and assigns; PROVIDED that the Seller may not assign any of its obligations hereunder without the prior written consent of the Agent and each of the Purchasers.

SECTION 7. GOVERNING LAW. This Fee Letter shall be governed and construed in accordance with the internal laws (and not the law of conflicts) of the State of Illinois.

SECTION 8. AMENDMENT AND RESTATEMENT; EFFECTIVENESS. This letter agreement amends and restates in its entirety that certain Fee Letter dated as of December 20, 2001 among the parties hereto (the "EXISTING FEE LETTER"). This letter agreement is not intended to constitute a novation of the Existing Fee Letter, and all fees that have accrued under the Existing Fee Letter up to the date hereof shall have accrued at the rates specified in the Existing Fee Letter and shall be payable as and when required in accordance with the terms thereof. All fees accruing from and after the date hereof shall accrue at the rates specified in this letter agreement and shall be payable as and when required in accordance with the terms hereof.

If the foregoing agreements evidence your understanding, please acknowledge by executing this letter in the space provided below.

Very truly yours,

BANK ONE, NA (MAIN OFFICE CHICAGO), as Agent

By___________________________________

Director, Capital Markets

FALCON ASSET SECURITIZATION CORPORATION

By___________________________________

Authorized Signatory

Acknowledged and Agreed:

IDEX RECEIVABLES CORPORATION

By______________________________
Name:
Title:

EXHIBIT 12

COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES

	YEARS ENDED DECEMBER 31				
	2002	2001	2000	1999	1998
FIXED CHARGES:					
Interest charges	$ 16,354	$20,738	$ 16,521	$ 18,020	$ 22,359
Net amortization of debt discount and premium and issuance expense	580	364	224	371	640
Interest portion of rental charges	484	455	472	478	495
TOTAL FIXED CHARGES	$ 17,418	$21,557	$ 17,217	$ 18,869	$ 23,494
EARNINGS:					
Pre-tax earning	$ 83,895	$53,431	$101,026	$ 87,225	$ 87,663
Interest charges	16,354	20,738	16,521	18,020	22,359
Net amortization of debt discount and premium and issuance expense	580	364	224	371	640
Interest portion of rental charges	484	455	472	478	495
TOTAL EARNINGS	$101,313	$74,988	$118,243	$106,094	$111,157
RATIO OF EARNINGS TO FIXED CHARGES	5.8	3.5	6.9	5.6	4.7

Historical Data
(dollars in thousands except per share amounts)

	2002	2001	2000	1999	1998	1997
Results of Operations						
Net sales	$ 742,014	$ 726,947	$ 704,276	$ 655,041	$ 640,131	$ 552,163
Gross profit	281,438	263,722	277,952	256,484	252,846	222,357
SG&A expenses	181,269	164,893	149,639	140,495	132,627	110,588
Goodwill amortization	--	14,165	11,797	11,312	10,676	8,174
Restructuring activity	(203)	11,226	--	--	--	--
Operating income	100,372	73,438	116,516	104,677	109,543	103,595
Other (expense) income	(123)	731	1,031	568	479	(693)
Interest expense	16,354	20,738	16,521	18,020	22,359	18,398
Provision for income taxes	29,783	20,721	37,581	32,797	33,267	31,029
Income from continuing operations	54,112	32,710	63,445	54,428	54,396	53,475
Income from discontinued operations	--	--	--	--	10,182	5,151
Extraordinary						

items -- -- -
- -- (2,514)
-- Net income
54,112 32,710
63,445 54,428
62,064 58,626
Financial
Position
Current
assets $
221,260 $
214,903 $
232,089 $
213,715 $
195,900 $
197,267
Current
liabilities
108,332
87,338
177,811(1)
91,634 80,265
77,801
Working
capital
112,928
127,565
54,278(1)
122,081
115,635
119,466
Current ratio
2.0 2.5
1.3(1) 2.3
2.4 2.5
Capital
expenditures
19,335 21,639
20,739 18,338
20,763 13,562
Depreciation
and
amortization
30,105 44,297
36,704 34,835
33,575 24,943
Total assets
931,050
838,804
758,854
738,567
695,811
599,193 Total
debt 241,051
291,820
241,886
268,589
283,410
258,417
Shareholders'
equity
506,791
401,112
374,502
329,024
286,037
238,671
Performance
Measures
Percent of
net sales
Gross profit
37.9% 36.3%
39.5 % 39.2%
39.5% 40.3%
SG&A expenses
24.4 22.7
21.2 21.4
20.7 20.0
Goodwill
amortization

-- 1.9 1.7 1.7 1.7 1.5 Restructuring activity -- 1.5 -- -- -- -- Operating income 13.5 10.1 16.5 16.0 17.1 18.8 Income before income taxes 11.3 7.4 14.3 13.3 13.7 15.3 Income from continuing operations 7.3 4.5 9.0 8.3 8.5 9.7 Effective tax rate 35.5 38.8 37.2 37.6 37.9 36.7 Net income return on average assets 6.1 4.1 8.5 7.6 9.6 10.0 Debt as a percent of capitalization 32.2 42.1 39.2 44.9 49.8 52.0 Net income return on average shareholders' equity 11.9 8.4 18.0 17.7 23.7 27.0 Per Share Data(2) Basic -- income from continuing operations $ 1.71 $ 1.08 $ 2.13 $ 1.84 $ 1.85 $ 1.83 -- net income 1.71 1.08 2.13 1.84 2.12 2.01 Diluted -- income from continuing operations 1.67 1.05 2.07 1.81 1.81 1.78 -- net income 1.67 1.05 2.07 1.81 2.07 1.95 Cash dividends declared .56 .56 .56 .56 .545 .495 Shareholders' equity 15.60 13.05 12.38 11.10 9.71 8.16 Stock price -- high 39.66 37.20 36.00 34.13 38.75 36.69 -- low 25.70 24.90 22.75 21.63 19.50

23.25 --
close 32.70
34.50 33.13
30.38 24.50
34.88
Price/earnings
ratio at year
end 20 33 16
17 14 20
Other Data(2)
Employees at
year end
3,863 3,873
3,880 3,773
3,803 3,326
Shareholders
at year end
4,700 5,500
5,200 5,600
7,000 7,000
Shares
outstanding
(in 000's):
Weighted
average --
basic 31,669
30,222 29,726
29,544 29,332
29,184 --
diluted
32,483 31,047
30,632 30,085
30,052 29,999
At year end
(net of
treasury)
32,477 30,734
30,258 29,636
29,466 29,250

(1) Excluding short-term debt of $88,077, current liabilities were $89,734, working capital was $142,355 and the current ratio was 2.6.

(2) All share and per share data have been restated to reflect the three-for-two stock splits effected in the form of 50% stock dividends in January 1995 and 1997.

1996
1995
1994
1993
1992
1991 -

$
474,699
$
395,480
$
319,231
$
239,704
$
215,778
$
166,724
187,074
157,677
126,951
96,903
88,312
67,845
93,217
78,712
66,743
52,950
49,326
34,046
6,241
4,196
3,025
1,889
1,422
525 --
-- --
-- --
--
87,616
74,769
57,183
42,064
37,564
33,274
(696)
524
281
728
602
587
17,476
14,301
11,939
9,168
9,809
10,397
25,020
21,845
16,181
11,187

9,763
8,993
44,424
39,147
29,344
22,437
18,594
14,471
5,774
6,178
4,266
2,889
1,552
1,446
-- --
-- --
(3,441)
1,214
50,198
45,325
33,610
25,326
16,705
17,131
$
191,599
$
173,889
$
140,450
$
106,864
$
107,958
$
68,671
83,286
70,798
58,443
34,038
31,276
25,940
108,313
103,091
82,007
72,826
76,682
42,731
2.3
2.5
2.4
3.1
3.5
2.6
11,634
8,181
6,818
6,120
5,657
2,778
21,312
15,277
12,515
10,092
8,758
5,750
569,745
450,077
357,980
245,291
240,175
137,349
271,709
206,184
168,166
117,464
139,827
65,788
195,509
150,945
116,305

83,686
58,731
37,112
39.4%
39.9 %
39.8%
40.4%
40.9%
40.7%
19.6
19.9
20.9
22.1
22.9
20.4
1.3
1.1
1.0 .8
.7 .3
-- --
-- --
-- --
18.5
18.9
17.9
17.5
17.4
20.0
14.6
15.4
14.3
14.0
13.1
14.1
9.4
9.9
9.2
9.4
8.6
8.7
36.0
35.8
35.5
33.3
34.4
38.3
9.8
11.2
11.1
10.4
8.9
12.9
58.2
57.7
59.1
58.4
70.4
63.9
29.0
33.9
33.6
35.6
34.9
104.4
$ 1.54
$ 1.37
$ 1.03
$ .79
$ .66
$ .57
1.74
1.58
1.18
.89
.59
.68
1.49
1.32
1.00
.77
.65

.57
1.69
1.53
1.15
.87
.59
.68
.44
.387
.093 -
- -- -
- 6.76
5.26
4.06
2.93
2.07
1.32
27.63
29.50
19.50
16.00
10.63
8.88
19.88
18.38
15.13
9.75
7.38
4.25
26.63
27.13
18.75
15.88
10.63
7.38
16 18
16 18
18 11
3,093
2,680
2,305
1,828
1,864
1,418
6,100
5,300
4,400
4,300
4,200
3,900
28,818
28,662
28,600
28,396
28,353
25,367
29,779
29,609
29,331
28,976
28,389
25,367
28,926
28,695
28,619
28,580
28,353
28,184

Net Sales (in millions)

[BAR GRAPH]

Net
Sales -

- 2002
$742,014
2001
$726,947

2000
$704,276
1999
$655,041
1998
$640,131
1997
$552,163
1996
$474,699
1995
$395,480
1994
$319,231
1993
$239,704
1992
$215,778
1991
$166,724

Sales have grown at a 13.2% compound annual rate since 1989.

Operating Margins
(continuing operations)

[BAR GRAPH]

	IDEX	Value Line
2002	13.5%	9.6%
2001	10.1%	9.6%
2000	16.5%	12.2%
1999	16.0%	11.7%
1998	17.1%	11.5%
1997	18.8%	11.9%
1996	18.5%	11.3%
1995	18.9%	11.1%
1994	17.9%	10.1%
1993	17.5%	9.2%
1992	17.4%	8.2%
1991	20.0%	8.1%

While IDEX's strong operating margins have been negatively affected by weak economic conditions in 2001, advances in operational excellence initiatives helped improve them in 2002.

Diluted Earnings per Share
(continuing operations)

[BAR GRAPH]

	Diluted Earnings per Share
2002	$1.67
2001	$1.05
2000	$2.07
1999	$1.81
1998	$1.81
1997	$1.78
1996	$1.49
1995	$1.32
1994	$1.00
1993	$0.77
1992	$0.65
1991	$0.57

Weak economic conditions in 2001 and 2002 reduced the compound annual growth rate since 1989 to 11.4%. The growth initiatives under way will improve IDEX's long-term profitability.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

HISTORICAL OVERVIEW AND OUTLOOK

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

We have a history of achieving above-average operating margins. Our operating margins have exceeded the average for the companies that comprise the Value Line Composite Index (VLCI) every year since 1988. IDEX views the VLCI operating performance statistics as a proxy for an average industrial company. Our operating margins are influenced by, among other things, utilization of facilities as sales volumes change, and inclusion of newly acquired businesses. The operating margins of newly acquired businesses have typically been lower than the average of our base businesses and, prior to 2002, those margins were further reduced by amortization of goodwill and trademark assets. In accordance with new accounting rules, we discontinued amortizing assets with indefinite lives to earnings as of January 1, 2002. Instead, these assets are reviewed periodically for impairment.

In 2002, we reported higher orders, sales, operating income, net income and earnings per share compared with the prior year. New orders in 2002 totaled $749.8 million, 5% higher than in 2001. Excluding the impact of the Versa-Matic (June 2001), Halox (April 2002), Rheodyne (July 2002) and Wrightech (October 2002) acquisitions to the Pump Products Group and foreign currency translation, orders were 1% higher than in the prior year. During 2002, IDEX's backlog increased $7.8 million. At December 31, 2002, we had a typical unfilled order backlog of slightly over one month's sales. The year 2002 was once again a very difficult one for IDEX as a manufacturer of industrial products. We saw no significant recovery in our markets throughout the year. While business was clearly better in 2002 than it was in the second half of 2001, our level of orders for the last four quarters has remained essentially flat. Our focus on operational excellence has driven improvements in all businesses and is rapidly becoming part of the IDEX culture. This allowed us to expand gross margins by 1.6 percentage points in 2002 and produce another record year in cash flow, while absorbing some of the expense of our investment in new products and markets.

Looking ahead to 2003, there is no indication that the sluggishness in the U.S. and other worldwide end markets we serve will change any time soon. Unfortunately, we are not in a position to project how the economy will perform over the next year. As a short-cycle business, our financial performance depends on the pace of incoming orders, and we have very limited visibility of future business conditions. We believe IDEX is well positioned for earnings improvement as the economy strengthens. This is based on our lower cost structures resulting from our restructuring activities; our operational excellence initiatives of Six Sigma, Kaizen, Lean and global sourcing; and the use of our strong cash flow to reduce debt and interest expense. In addition, we continue to pursue acquisitions - such as Rheodyne, Halox and Wrightech - to drive the Company's longer term profitable growth.

[PHOTO]

Pictured from left to right are Doug Lennox (Vice President-Treasurer), Wayne Sayatovic (Senior Vice President-Finance and Chief Financial Officer) and Clint Kooman (Vice President-Controller).

CAUTIONARY STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT

The "Historical Overview and Outlook" and the "Liquidity and Capital Resources" sections of this management's discussion and analysis of our operations contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Exchange Act of 1934, as amended. These statements may relate to, among other things, capital expenditures, cost reductions, cash flow, and operating improvements and are indicated by words or phrases such as "anticipate," "estimate," "plans," "expects," "projects," "should," "will," "management believes," "the Company believes," "we believe," "the Company intends" and similar words or phrases. These statements are subject to inherent uncertainties and risks that could cause actual results to differ materially from those anticipated at the date of this filing. The risks and uncertainties include, but are not limited to, the following: economic and political consequences resulting from the September 11, 2001 terrorist attacks and a possible war with Iraq; 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 our results, particularly in light of the low levels of order backlogs we typically maintain; our ability to make acquisitions and 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; political and economic conditions in foreign countries in which we operate; interest rates;

capacity utilization and the effect this has on costs; labor markets; market conditions and material costs; and developments with respect to contingencies, such as litigation and environmental matters. The forward-looking statements included here are only made as of the date of this report, and we undertake no obligation to publicly update them to reflect subsequent events or circumstances. Investors are cautioned not to rely unduly on forward-looking statements when evaluating the information presented here.

RESULTS OF OPERATIONS

For purposes of this discussion and analysis section, we refer to the table on page 18 and the Consolidated Statements of Operations on page 25.

IDEX consists of three reporting groups: Pump Products, Dispensing Equipment and Other Engineered Products.

The Pump Products Group produces a wide variety of pumps, compressors, flow meters, injectors and valves, and related controls for the movement of liquids, air and gases. The Dispensing Equipment Group produces highly engineered equipment for dispensing, metering and mixing colorants, paints, inks and dyes; refinishing equipment; and centralized lubrication systems. The Other Engineered Products Group produces firefighting pumps, rescue tools and other components and systems for specialty vehicles, as well as engineered banding and clamping devices used in a variety of industrial and commercial applications.

PERFORMANCE IN 2002 COMPARED WITH 2001

Orders, sales, net income and earnings per diluted share were higher in 2002 compared with 2001. New orders in 2002 totaled $749.8 million and were 5% higher than the prior year. Excluding the impact of the four acquisitions made since mid-2001 and foreign currency translation, orders were 1% higher than in 2001.

Sales in 2002 of $742.0 million were 2% higher than the $726.9 million recorded in the prior year. Acquisitions and foreign currency translation accounted for an improvement of 3% and 1%, respectively, but this was offset by a 2% decline in the base businesses. Domestic sales increased 3% while international sales, net of foreign currency translation, decreased 2%. For the year, international sales were 41% of total sales, down slightly from 42% in 2001.

In 2002, the Pump Products Group contributed 58% of sales and 62% of operating income, the Dispensing Equipment Group accounted for 19% of sales and 16% of operating income, and the Other Engineered Products Group represented 23% of sales and 22% of operating income.

Pump Products Group sales of $436.7 million in 2002, increased $9.6 million, or 2%, compared with 2001. Acquisitions accounted for a 5% sales improvement, but this was partially offset by a 3% decline in base business activity. In 2002, domestic and international sales increased 3% and 1%, respectively, compared with last year. Excluding acquisitions, base business sales volume in both the U.S. and internationally decreased 3%. Sales to customers outside the U.S. were 37% of total group sales in 2002, unchanged from 2001.

Dispensing Equipment Group sales of $138.7 million increased $1.3 million, or 1%, in 2002 compared with the prior year. Domestic sales increased 7% compared with 2001, while international sales decreased 4%. Sales to customers outside the U.S. were 54% of total group sales in 2002, down from 57% in 2001.

Other Engineered Products Group sales of $169.7 million increased by $4.9 million, or 3%, in 2002 compared with 2001. In 2002, domestic sales increased 1%, while international sales grew by 6%. Sales to customers outside the U.S. were 42% of total group sales in 2002, up slightly from 41% in 2001.

Gross profit of $281.4 million in 2002 was $17.7 million higher than in 2001. As a percent of sales, gross profit was 37.9% in 2002, compared with 36.3% in 2001. The higher gross profit margin primarily reflected reduced material costs from our increased global sourcing activities, benefits from our Kaizen, Lean and Six Sigma activities plus savings from actions to consolidate certain production facilities.

Other Net
Sales By
Group
Dispensing
Engineered
(in
thousands)
Pump

Products
Equipment
Products

2002	$436,664	$138,702	$169,692
2001	$427,037	$137,407	$164,815
2000	$394,999	$166,362	$145,823
1999	$372,440	$140,996	$144,486
1998	$375,692	$122,844	$144,004
1997	$265,918	$138,202	$150,455
1996	$245,620	$ 80,169	$149,949
1995	$228,909	$ 42,007	$125,118
1994	$197,013	$ 37,890	$ 84,784
1993	$180,906	$ 31,944	$ 27,364
1992	$156,172	$ 31,200	$ 28,856
1991	$109,938	$ 29,646	$ 27,574

[BAR GRAPH]

In 2002, acquisitions helped increase Pump Products sales, while new products were largely responsible for Other Engineered Products growth.

Operating Income By Group (in thousands)

Other
Dispensing
Engineered
Pump
Products
Equipment
Products

2002
$71,945
$18,627
$25,638
2001
$61,758
$13,957
$25,032
2000
$73,726
$32,566
$27,498
1999
$65,673
$25,614
$26,660
1998
$74,812
$22,483
$24,596
1997
$61,443
$25,636
$26,426
1996
$55,129
$14,370
$26,595
1995
$48,365
$11,739
$22,889
1994
$40,303 $
9,736
$14,954
1993
$34,501 $
6,761 $
7,585 1992
$31,252 $
6,251 $
7,887 1991
$26,583 $
5,322 $
7,850

[BAR GRAPH]

Although newly acquired companies generally have lower operating margins, IDEX's rapid integration program helps raise them to the IDEX average.

2002 Sales by Region
[BAR GRAPH]
59% United States
25% Europe
8% Canada/Latin America
8% Asia/Rest of World

MANAGEMENT'S DISCUSSION AND ANALYSIS OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS

COMPANY AND BUSINESS GROUP FINANCIAL INFORMATION
(dollars in thousands)

For the years ended December 31,(1)	2002	2001	2000
Pump Products Group			
Net sales(2)	$ 436,664	$ 427,037	$ 394,999
Operating income(3)(4)	71,945	61,758	73,557
Operating margins(3)(4)	16.5%	14.5%	18.6%
Identifiable assets	$ 535,822	$ 462,275	$ 391,831
Depreciation and amortization(3):			
As reported	16,913	24,124	19,658
Goodwill and trademarks	--	7,745	5,938
Capital expenditures	9,348	10,251	10,656
Dispensing Equipment Group			
Net sales(2)	$ 138,702	$ 137,407	$ 166,362
Operating income(3)(4)	18,627	13,957	32,496
Operating margins(3)(4)	13.4%	10.2%	19.5%
Identifiable assets	$ 192,258	$ 180,361	$ 204,891
Depreciation and amortization(3):			
As reported	5,734	9,719	8,845
Goodwill and trademarks	--	3,897	3,957
Capital expenditures	3,651	5,129	5,175
Other Engineered			

Products Group			
Net sales(2)	$ 169,692	$ 164,815	$ 145,823
Operating income(3)(4)	25,638	25,032	27,437
Operating margins(3)(4)	15.1%	15.2%	18.8%
Identifiable assets	$ 186,860	$ 181,032	$ 148,753
Depreciation and amortization(3):			
As reported	4,666	7,920	6,474
Goodwill and trademarks	--	2,932	2,271
Capital expenditures	4,990	5,987	4,796
Company			
Net sales	$ 742,014	$ 726,947	$ 704,276
Operating income(3)(4)	100,372	73,438	116,516
Operating margins(3)(4)	13.5%	10.1%	16.5%
Total assets	$ 931,050	$ 838,804	$ 758,854
Depreciation and amortization(3)(5):			
As reported	29,525	43,933	36,480
Goodwill and trademarks	--	14,574	12,166
Capital expenditures	19,335	21,639	20,739

(1) Includes acquisition of Wrightech Corporation (October 2002), Rheodyne, L.P. (July 2002), Halox Technologies, Inc. (April 2002), Versa-Matic Tool, Inc. (June 2001), Liquid Controls L.L.C. (January 2001), Trebor International, Inc. (May 2000) and Ismatec S.A. (April 2000) in the Pump Products Group; and Class 1, Inc. (January 2001) in the Other Engineered Products Group from dates of acquisition. See Note 4 of the Notes to Consolidated Financial Statements.

(2) Group net sales include intersegment sales.

(3) IDEX discontinued goodwill and trademark amortization as of January 1, 2002, in accordance with SFAS No. 142, as further explained in Note 3 of the Notes to Consolidated Financial Statements.

(4) IDEX took actions in 2002 and 2001 to downsize operations to lower its cost structure, as further explained in Note 5 of the Notes to Consolidated Financial Statements. Group operating income in these years excluded net unallocated corporate operating expenses and restructuring activity. The restructuring activity resulted in income

of $203 in 2002 and a charge of $11,226 in 2001 which were not assigned to the individual group segments. Had the Company allocated the 2002 restructuring activity, it would have been assigned to the groups as follows: Pump Products (income of $1,046), Dispensing Equipment (expense of $121) and Other Engineered Products (expense of $722). Had the Company allocated the 2001 restructuring charge, it would have been assigned to the groups as follows: Pump Products ($7,769), Dispensing Equipment ($1,894) and Other Engineered Products ($1,563).

(5) Excludes amortization of debt issuance expenses.

Selling, general and administrative (SG&A) expenses increased to $181.3 million in 2002 from $164.9 million in 2001. This increase was primarily due to including four acquisitions that incrementally added $5.2 million of cost, and increased spending on corporate initiatives and new product/market development. The increased corporate initiative costs included both implementation and training expenses for programs such as eBusiness, Six Sigma, Lean, Kaizen and global sourcing. The goal of these efforts is to increase the Company's organic sales and profit growth. As a percent of net sales, SG&A expenses were 24.4%, up from 22.7% in 2001. While 2002 SG&A expenses are up for the reasons noted, we do not believe this is indicative of a significant negative trend.

In accordance with the new accounting rules, we discontinued amortization of goodwill and trademarks as of January 1, 2002. As a result, we did not record any goodwill and trademark amortization expense in 2002 compared with $14.6 million in 2001.

We also generated income related to restructuring activity of $.2 million in 2002 compared with a restructuring charge in 2001 of $11.2 million. For more details on our restructuring programs, see "Restructuring Actions" on page 22.

Operating income increased by $26.9 million, or 37%, to $100.4 million in 2002 from $73.4 million in 2001. This was primarily due to the absence of goodwill and trademark amortization in 2002, the restructuring charge recorded in 2001 and higher 2002 gross profit. This increase was partially offset by increased SG&A expenses in 2002. Operating margins in 2002 were 13.5% compared with 10.1% in 2001.

As described in Note 4 of the "Company and Business Group Financial Information" table on page 18, each group's operating income and margins exclude restructuring activity. In the Pump Products Group, operating income of $71.9 million and operating margins of 16.5% in 2002 compared with $61.8 million and 14.5% in 2001. Operating income for the Dispensing Equipment Group increased to $18.6 million from $14.0 million last year, and operating margins improved to 13.4% from 10.2% in 2001. Operating income in the Other Engineered Products Group of $25.6 million and operating margins of 15.1% compared with the $25.0 million and 15.2% achieved in 2001.

In the Pump Products Group, 2001 operating income and margins excluding goodwill and trademark amortization of $7.7 million, or 1.8% of sales, were $69.5 million and 16.3%, respectively. In the Dispensing Equipment Group, operating income and margins in 2001 were $17.9 million and 13.0%, respectively, excluding goodwill and trademark amortization of $3.9 million, or 2.8% of sales. Operating income and margins in the Other Engineered Products Group in 2001 were $27.9 million and 17.0%, respectively, excluding goodwill and trademark amortization of $2.9 million, or 1.8% of sales.

The expenses related to the corporate initiatives of eBusiness (including ERP implementation), Six Sigma, Lean, Kaizen, and global sourcing are allocated to the reporting units in each segment based on expected usage. The businesses in the Pump Products and Dispensing Equipment segments have been more successful than those in the Other Engineered Products segment at offsetting the SG&A cost increases resulting from the corporate initiatives, new product/market development, and other cost increases, with efficiencies related to the initiatives as well as other operational improvements. The Other Engineered Products Group was also affected by higher than normal costs associated primarily with ERP implementations and a reserve established for a patent infringement suit.

Interest expense decreased to $16.4 million in 2002 from $20.7 million in 2001. The decrease was principally due to lower debt levels as a result of debt paydowns from operating cash flow and proceeds from the common stock offering, and a lower interest rate environment.

The provision for income taxes increased to $29.8 million in 2002 from $20.7 million in 2001. The effective tax rate decreased to 35.5% in 2002 from 38.8% in 2001. This was primarily due to the discontinuation of goodwill and trademark amortization in 2002, a portion of which was nondeductible for tax purposes.

Net income was $54.1 million, or $1.67 per share, compared with $32.7 million, or $1.05 per share, in 2001. When adjusted to exclude goodwill and trademark amortization of $11.4 million, or $.37 per share, 2001's net income and earnings per diluted share were $44.1 million and $1.42 per share, respectively.

PERFORMANCE IN 2001 COMPARED WITH 2000

The following discussion of operating results for 2001 and 2000 includes the impact of goodwill and trademark amortization.

We achieved record orders and sales, but reported lower net income and earnings per diluted share in 2001 compared with 2000. New orders totaled $713.4 million and were 2% above the prior year. Excluding the impact of foreign currency and the five acquisitions made since the beginning of 2000, orders were 9% lower.

Sales for 2001 increased 3% to $726.9 million from $704.3 million. Acquisitions accounted for a 13% improvement, which was partially offset by a 9% decline in base business sales and a 1% unfavorable currency translation. In 2001, international sales were up 6% and domestic sales increased 1% compared with 2000. International sales were 42% of total sales, up from 41% in 2000.

For 2001, the Pump Products Group contributed 59% of sales and 61% of operating income, the Dispensing Equipment Group accounted for 19% of sales and 14% of operating income, and the Other Engineered Products Group represented 22% of sales and 25% of operating income.

Pump Products Group 2001 sales of $427.0 million increased by $32.0 million, or 8%, compared with 2000. The change principally reflected the Ismatec, Trebor, Liquid Controls and Versa-Matic acquisitions, which added 17% to sales in 2001. Compared with 2000, base business sales volume was down 8% and foreign currency had a 1% negative effect. In 2001, international sales grew 22% and domestic sales increased 1%, principally reflecting the recent acquisitions. As a result, sales to customers outside the U.S. increased to 37% of total group sales in 2001 from 33% in 2000. Excluding acquisitions and foreign currency, base business international sales were down 3% from the prior year and base business U.S. sales volume decreased by 10%, with the lower sales principally caused by weaknesses in the North American and European manufacturing sectors.

Dispensing Equipment Group sales of $137.4 million in 2001 decreased by $29.0 million, or 17%, compared with 2000. Base business sales were down 16% and foreign currency translation had a 1% negative effect. Excluding foreign currency, international sales declined 10% in 2001 from the prior year and domestic sales decreased by 22%. This was due to the weak conditions in the North American and European end markets, which caused significant year-over-year volume declines at all three businesses in this group. Sales to customers outside the U.S. were 57% of total group sales in 2001, up from 55% in 2000.

In 2001, Other Engineered Products Group sales of $164.8 million increased by $19.0 million, or 13%, compared with 2000. The improvement principally reflected the Class 1 acquisition, which added 18% to sales in 2001. Overall base business sales decreased 3% and foreign currency translation had a 2% negative effect. In 2001, domestic sales increased 23% and international sales grew 1%. Sales to customers outside the U.S. were 41% of total group sales in 2001, down from 46% in 2000, principally reflecting the change in sales mix due to the Class 1 acquisition. Excluding foreign currency and acquisitions, base business international sales in 2001 increased 4% compared with the prior year, while the base business U.S. sales volume decreased 9%, due to the soft conditions in most U.S. end markets.

Gross profit of $263.7 million in 2001 decreased by $14.2 million, or 5%, from 2000. Gross profit as a percent of sales was 36.3% in 2001, down from 39.5% in 2000. The decline in gross profit and gross margins was attributable to significantly lower base business sales volumes, production inefficiencies and under-absorption of manufacturing expenses related to lower volumes and planned inventory reductions, and the addition of lower margin acquisitions.

SG&A expenses increased to $164.9 million in 2001 from $149.6 million in 2000 due to five acquisitions, which incrementally added $12.1 million of cost, and increased spending on corporate initiatives and new product/market development. As a percent of net sales, SG&A expenses were 22.7%, up from 21.2% in 2000. The increase principally reflected significantly lower base business sales volumes and incremental up-front costs associated with implementing the Company's Six Sigma and eBusiness initiatives.

Goodwill and trademark amortization increased by $2.4 million to $14.6 million in 2001, reflecting the five acquisitions. As a percent of sales, goodwill amortization remained flat at about 2% for both years.

We recorded a restructuring charge in 2001 totaling $11.2 million. For more details on our restructuring programs, see "Restructuring Actions" on page 22.

Operating income decreased by $43.1 million, or 37%, to $73.4 million in 2001 from $116.5 million in 2000. Operating income as a percent of sales decreased to 10.1% in 2001 from 16.5% in 2000. The decreases in operating income and operating margins were reflected at all three business groups. They were attributable to significantly lower base business sales volumes, production inefficiencies and under-absorption of manufacturing expenses related to lower volumes and planned inventory reductions, the addition of lower margin acquisitions, and incremental costs associated with implementing the corporate initiatives. In the Pump Products Group, operating income of $61.8 million and operating margins of 14.5% in 2001 compared with the $73.6 million and 18.6% recorded in 2000. With a 17% year-over-year sales decline, profitability of the Dispensing Equipment Group had the most significant decrease of the Company's three groups, as operating income of $14.0 million and operating margins of 10.2% decreased from $32.5 million and 19.5% in 2000. Operating income in the Other Engineered Products Group of $25.0 million and operating margins of 15.2% in 2001 decreased from $27.4 million and 18.8% in 2000.

Interest expense increased to $20.7 million in 2001 from $16.5 million in 2000. The increase was principally due to the additional debt incurred to acquire the Ismatec, Trebor, Liquid Controls, Class 1 and Versa-Matic businesses, which was partially offset by lower interest rates.

The provision for income taxes decreased to $20.7 million in 2001 from $37.6 million in 2000, reflecting lower pretax income. The effective tax rate increased to 38.8% in 2001 from 37.2% in 2000, primarily due to the lower pretax income levels relative to nondeductible goodwill amortization.

Net income of $32.7 million in 2001 was 48% lower than the $63.4 million reported in 2000. Diluted earnings per share were $1.05 in 2001, a decrease of $1.02 per share, or 49%, from the $2.07 per share achieved in 2000.

[PHOTO]

Pictured from left to right, seated, are Kim Bors (Vice President-Human Resources) and Dennis Metcalf (Vice President-Corporate Development). Standing from left to right are Chuck Hemann (Director-eBusiness), John McMurray (Vice President-Operational Excellence) and Frank Notaro (Vice President-General Counsel and Secretary).

LIQUIDITY AND CAPITAL RESOURCES

At December 31, 2002, working capital was $112.9 million and our current ratio was 2.0-to-1. Free cash flow (net cash flows from operating activities of $108.4 million less additions to property, plant and equipment of $19.3 million) of $89.1 million in 2002 increased $5.2 million versus 2001, reflecting lower working capital requirements.

Cash flows from operating activities increased 3%, or $2.9 million, to $108.4 million in 2002, mainly reflecting higher pretax income and lower tax payments partially offset by less favorable working capital changes from last year caused by an 11% rise in sales volume from the fourth quarter of 2001 to the fourth quarter of 2002.

Cash flows from operating activities were more than adequate to fund capital expenditures of $19.3 million and $21.6 million in 2002 and 2001, respectively. Capital expenditures were generally for machinery and equipment that improved productivity, although a portion was for business system technology and 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.

In addition to the $150 million of 6.875% Senior Notes due February 15, 2008, the Company also has a $300 million domestic multi-currency bank revolving credit facility (Credit Facility), which expires June 8, 2006. At December 31, 2002, the maximum amount available under the Credit Facility was $300.0 million, of which $54.0 million was borrowed. Interest is payable quarterly on the outstanding balance at the agent bank's reference rate or at LIBOR plus an applicable margin and a utilization fee if the total borrowings exceed certain levels. The applicable margin is based on the credit rating of our Senior Notes, and can range from 25 basis points to 100 basis points. The utilization fee can range from zero to 25 basis points. At December 31, 2002, the applicable margin was 80 basis points and the utilization fee was zero. We pay an annual fee of 20 basis points on the total Credit Facility.

We completed the acquisitions of Halox, Rheodyne and Wrightech in 2002 for $74.9 million, with borrowings from the Credit Facility. In conjunction with the acquisitions, $2.1 million of debt was acquired.

In December 2001, we and certain of our subsidiaries entered into a one-year agreement with a financial institution, under which we collateralized certain receivables for borrowings (Receivables Facility). This agreement was renewed in December 2002 for another year. The Receivables Facility provides for borrowings of up to $50.0 million, depending upon the level of eligible receivables. At December 31, 2002, $20.0 million was borrowed and included in long-term debt at an interest rate of approximately 2.8% per annum.

We also have a $30.0 million demand line of credit (Short-Term Facility), which expires May 24, 2003. Borrowings under the Short-Term Facility are at LIBOR plus the applicable margin in effect under the Credit Facility. At December 31, 2002, there were no borrowings under this facility.

Management believes IDEX will generate sufficient cash flow from operations for the next 12 months and in the long term to meet its operating requirements, interest on all borrowings, any authorized share repurchases, planned capital expenditures, and annual dividend payments to holders of common stock. Since we began operations in January 1988 and through December 31, 2002, we have borrowed approximately $884 million under our various credit agreements to complete 22 acquisitions. During this same period we generated, principally from operations, cash flow of $808 million to reduce indebtedness. In the event that suitable businesses are available for acquisition upon terms acceptable to the Board of Directors, we may obtain all or a portion of the financing for the acquisitions through the incurrence of additional long-term debt. The Credit Facility contains a covenant that limits total debt outstanding to three-times operating cash flow, as defined in the agreement. At December 31, 2002, we were limited to $397 million of total debt outstanding.

Our contractual obligations and commercial commitments include rental payments under operating leases, payments under capital leases, and other long-term obligations arising in the ordinary course of business. We have no off-balance sheet arrangements or material long-term purchase obligations. There

[BAR GRAPH]

International
Sales
Percent of
net sales

Amount in
millions - -

------ -----

--- --------

2002 41%
$307 2001
42% $305
2000 41%
$288 1999
39% $256
1998 39%
$251 1997
44% $245
1996 43%
$206 1995
37% $146
1994 34%
$109 1993
29% $ 70
1992 31% $
66 1991 31%
$ 52

A solid global distribution network, acquisitions with a high percentage of foreign sales, and 22 manufacturing facilities outside the U.S. give Idex a high level of international sales.

[BAR GRAPH]

Assets and
Total Debt
(in
thousands)
Assets
Total Debt
- --------

--- ------
-- -------
--- 2002
$931,050
$241,051
2001
$838,804
$291,820
2000
$758,854
$241,886
1999
$738,567
$268,589
1998
$695,811
$283,410
1997
$599,193
$258,417
1996
$569,745
$271,709
1995
$450,077
$206,184
1994
$357,980
$168,166
1993
$245,291
$117,464
1992
$240,175
$139,827
1991
$137,349 $
65,788

IDEX continued to use strong cash flow to reduce its debt while completing successful acquisitions that expanded the business.

are no identifiable events or uncertainties, including the lowering of our credit rating, that would accelerate payment or maturity of any of these commitments or obligations.

[PHOTO]

Pictured from left to right are Tom Thomas, Tom Pappas and Gene Viloria.

RESTRUCTURING ACTIONS

IDEX took actions in 2002 and 2001 to downsize operations to lower its cost structure. The restructuring affected all three business groups and reduced the workforce, lowered costs, improved efficiencies and addressed excess capacity that resulted from lower demand and more efficient processes. These steps were necessary to appropriately size the Company's production capacity to match the declining levels of demand for a broad range of products. The restructuring actions affected multiple employee groups in approximately 20 locations across 11 of our business units. No business activities or product lines were abandoned. The restructuring actions included the layoff of 508 employees with 250 terminations resulting from the first quarter 2001 plan, 231 from the fourth quarter 2001 plan, and 27 from the second quarter 2002 plan. As of December 31, 2002, all planned employee terminations have been completed. All costs of the restructuring activities were charged to expense and included in the single caption "Restructuring activity" in the Consolidated Statements of Operations. The restructuring charges included employee severance, fringe benefits, outplacement fees, idle facility carrying costs, lease termination costs, the loss on sale of equipment and the loss on disposal of two manufacturing facilities owned by the Company. Determination of the restructuring charges was based on the estimated severance benefits paid to terminated employees, the net book value of surplus assets less expected proceeds, and estimated other costs. The restructuring plans have been executed as originally planned.

The restructuring activity resulted in income of $.2 million in 2002. This related to a reversal of $1.5 million of certain restructuring expenses initially recorded, which more than offset the 2002 charges of $1.3 million. Of the $1.5 million reversal, $1.1 million was attributed to the sale of a manufacturing facility for more than the value estimated at the time the restructuring plan was adopted. The 2001 restructuring charge was $11.2 million.

At December 31, 2002, the amount remaining in accrued expenses for both the 2001 and 2002 restructuring programs was $.5 million. All expenditures have been funded with cash flow from operations. It is expected that the remaining restructuring accrual will be utilized with cash payments during 2003.

The annualized savings from these restructuring actions are expected to exceed the total restructuring charges recorded. These restructuring actions will result in decreased employee costs and depreciation expense charged to cost of sales and SG&A expenses of approximately $12.0 million and $8.0 million per year, respectively.

For additional detail related to the 2002 and 2001 restructuring programs, see Note 5 of the Notes to Consolidated Financial Statements.

CRITICAL ACCOUNTING ESTIMATES

We believe that the application of the following accounting policies, which are important to our financial position and results of operations, requires significant judgments and estimates on the part of management. For a summary of all of our accounting policies, including the accounting policies discussed below, see Note 1 of the Notes to Consolidated Financial Statements.

Noncurrent assets - The Company evaluates the recoverability of certain noncurrent assets utilizing various estimation processes. In particular, the recoverability of December 31, 2002 balances for goodwill and intangible assets of $530.7 million and $19.4 million, respectively, are subject to estimation processes, which depend on the accuracy of underlying assumptions, including future operating results. The Company evaluates the recoverability of each of these assets based on estimated business values (derived from estimated earnings and cash flow multiples) and estimated future cash flows. The recoverability of these assets depends on the reasonableness of these assumptions and how they compare with the eventual operating performance of the specific businesses to which the assets are attributed. To the extent actual business values or cash flows differ from those estimated amounts, the recoverability of these noncurrent assets could be affected.

Income taxes - Deferred taxes are recognized for the future tax effects of temporary differences between financial and income tax reporting using tax rates in effect for the years in which the differences are expected to reverse.

Federal income taxes are provided on that portion of the income of foreign subsidiaries that is expected to be remitted to the United States and be taxable. The management of the Company, along with third-party advisors, periodically estimates the Company's probable tax obligations using historical experience in tax jurisdictions and informed judgments.

Contingencies and litigation - We are currently involved in certain legal and regulatory proceedings and, as required and where it is reasonably possible to do so, have accrued our estimates of the probable costs for the resolution of these matters. These estimates have been developed in consultation with outside counsel and are based upon an analysis of potential results, assuming a combination of litigation and settlement strategies. It is possible, however, that future operating results for any particular quarterly or annual period could be materially affected by changes in our assumptions or the effectiveness of our strategies related to these proceedings.

Defined benefit retirement plans - The plan obligations and related assets of defined benefit retirement plans are presented in Note 14 of the Notes to Consolidated Financial Statements. Plan assets, which consist primarily of marketable equity and debt instruments, are valued using market quotations. Plan obligations and the annual pension expense are determined by consulting actuaries using a number of assumptions. Key assumptions in measuring the plan obligations include the discount rate at which the obligation could be effectively settled and the anticipated rate of future salary increases. Key assumptions in the determination of the annual pension expense include the discount rate, the rate of salary increases and the estimated future return on plan assets. To the extent actual amounts differ from these assumptions and estimated amounts, results could be adversely affected.

REGISTRATION STATEMENT FILINGS FOR COMMON STOCK OFFERINGS

In March 2002, we filed a registration statement on Form S-3 with the Securities and Exchange Commission covering the secondary offering of 2,939,199 shares of common stock owned by IDEX Associates, L.P. In April 2002, that registration statement was amended to also include the secondary offering of 560,801 shares of IDEX common stock owned by KKR Associates, L.P., and the primary offering of 1,500,000 shares of IDEX common stock. Also in April 2002, IDEX announced the pricing of this public offering at $36 per common share. Subsequently, the over-allotment option was exercised by the underwriter for the sale of an additional 750,000 secondary shares owned by KKR Associates, L.P., bringing the total offering to 5,750,000 shares. The $50.8 million of net proceeds we received was used to repay debt under the Credit Facility. This increased the amount available for borrowing under the facility, which IDEX will continue to use for general corporate purposes, including acquisitions.

In September 2002, IDEX filed a registration statement on Form S-3 with the Securities and Exchange Commission covering the secondary offering of 1,350,000 shares of IDEX common stock owned by KKR Associates, L.P. This offering, completed in January 2003, did not increase the number of IDEX shares outstanding, and IDEX did not receive any proceeds from the offering.

The secondary shares covered by both of these registration statements have been owned by KKR Associates, L.P. and IDEX Associates, L.P. since IDEX was formed in January 1988.

NEW ACCOUNTING PRONOUNCEMENTS

In June 2002, the Financial Accounting Standards Board issued Statement of Financial Accounting Standard (SFAS) No. 146, "Accounting for Costs Associated with Exit or Disposal Activities." The standard requires companies to recognize certain costs associated with exit or disposal activities when they are incurred, rather than at the date of a commitment to an exit or disposal plan. SFAS No. 146 is to be applied prospectively to exit or disposal activities initiated after December 31, 2002. The adoption of SFAS No. 146 is not expected to affect the Company's financial position, liquidity, or results of operations.

MARKET RISK

We are subject to market risk associated with changes in interest rates and foreign currency exchange rates. Interest rate exposure is limited to the $241.1 million of total debt outstanding at December 31, 2002. Approximately 36% 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 $.4 million annualized increase or decrease in interest expense and cash flows. The remaining debt is fixed rate debt. We will, from time to time, enter into interest rate swaps on our debt when we believe there is a financial advantage for doing so. A treasury risk management policy, adopted by the Board of Directors, describes the procedures and controls over derivative financial and commodity instruments, including interest rate swaps. Under the policy, we do not use derivative financial or commodity instruments for trading purposes, and the use of these instruments is subject to strict approvals by senior officers. Typically, the use of derivative instruments is limited to interest rate swaps on the Company's outstanding long-term debt.

Our foreign currency exchange rate risk is limited primarily to the euro and British pound. We manage our foreign exchange risk principally through invoicing our customers in the same currency as the source of our products.

CONSOLIDATED BALANCE SHEETS
(DOLLARS IN THOUSANDS EXCEPT PER SHARE AMOUNT)

	AS OF DECEMBER 31, 2002	2001
Assets		
Current assets		
Cash and cash equivalents	$ 6,952	$ 4,972
Receivables - net	101,494	93,053
Inventories	105,580	104,111
Other current assets	7,234	12,767
Total current assets	221,260	214,903
Property, plant and equipment - net	148,246	144,146
Goodwill - net	530,663	454,560
Intangible assets - net	19,377	12,776
Other noncurrent assets	11,504	12,419
Total assets	$ 931,050	$ 838,804
Liabilities and Shareholders' Equity		
Current liabilities		
Trade accounts payable	$ 61,153	$ 41,260
Dividends payable	4,548	4,303
Accrued expenses	42,631	41,775

Total current liabilities	108,332	87,338
Long-term debt	241,051	291,820
Other noncurrent liabilities	74,876	58,534
	------------	------------
Total liabilities	424,259	437,692
	------------	------------
Commitments and Contingencies (Note 2)		
Shareholders' equity		
Common stock, par value $.01 per share Shares issued and outstanding: 2002 - 32,536,166; 2001 - 30,763,193	325	308
Additional paid-in capital	182,538	124,658
Retained earnings	331,635	295,489
Minimum pension liability adjustment	(10,571)	(1,783)
Accumulated translation adjustment	9,240	(10,226)
Unrealized losses on derivatives	--	(140)
Treasury stock, at cost - 59,350 and 29,215 shares	(1,946)	(865)
Unearned compensation on restricted stock	(4,430)	(6,329)
	------------	------------
Total		

shareholders'
equity
506,791
401,112 ----
-------- ---

Total
liabilities
and
shareholders'
equity $
931,050 $
838,804
============
============

See Notes to Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF OPERATIONS
(IN THOUSANDS EXCEPT PER SHARE AMOUNTS)

	FOR THE YEARS ENDED DECEMBER 31,		
	2002	2001	2000
Net sales	$ 742,014	$ 726,947	$ 704,276
Cost of sales	460,576	463,225	426,324
Gross profit	281,438	263,722	277,952
Selling, general and administrative expenses	181,269	164,893	149,639
Goodwill amortization	--	14,165	11,797
Restructuring activity	(203)	11,226	--
Operating income	100,372	73,438	116,516
Other (expense) income - net	(123)	731	1,031
Income before interest expense and income taxes	100,249	74,169	117,547
Interest expense	16,354	20,738	16,521
Income before income taxes	83,895	53,431	101,026
Provision for income taxes			

29,783 20,721
37,581 ------
------ ------
------ ------
------ Net
income $
54,112 $
32,710 $
63,445
============
============
============
Earnings Per
Common Share
Basic
earnings per
common share
$ 1.71 $ 1.08
$ 2.13
============
============
============
Diluted
earnings per
common share
$ 1.67 $ 1.05
$ 2.07
============
============
============
Share Data
Basic
weighted
average
common shares
outstanding
31,669 30,222
29,726
============
============
============
Diluted
weighted
average
common shares
outstanding
32,483 31,047
30,632
============
============
============

See Notes to Consolidated Financial Statements.

CONSOLIDATED SHAREHOLDERS' EQUITY
(dollars in thousands except per share amounts)

MINIMUM
UNREALIZED
COMMON STOCK
PENSION
ACCUMULATED
GAINS AND
ADDITIONAL
RETAINED
LIABILITY
TRANSLATION
(LOSSES) ON
PAID-IN CAPITAL
EARNINGS
ADJUSTMENT
ADJUSTMENT
DERIVATIVES --- ------------ -- ------- ------- --- ----------- -----------
Balance,
December 31,
1999 $ 100,098
$ 233,326 $
(1,759) $
(2,543) $ -- -- ------------ - -------- ------ ---- ---------- - -----------
Net income
63,445 -------- ------- ------- -- ---------- - ---------- ---- -------
Other
comprehensive
income, net of
tax Unrealized
translation
adjustment
(7,946) Minimum
pension
adjustment
(368) --------- ------ -------- - ---------- -- --------- ----- ------
Other
comprehensive
income (368)
(7,946) ------- -------- ------ --- ---------- ----------- --- --------
Comprehensive
income 63,445
(368) (7,946) - -------------- --------- ----- ----- --------- -- -----------
Issuance of
274,655 shares
of common stock
from exercise
of stock
options, and
deferred
compensation
plans 5,991
Issuance of
350,000 shares
of restricted

common stock 9,494 Amortization of restricted common stock award Purchase of common stock Cash dividends declared - $.56 per common share outstanding (16,864) ------ --------- ----- ---- ---------- ----------- --- --------

Balance, December 31, 2000 115,583 279,907 (2,127) (10,489) -- --- ------------ -- ------- ------- --- ----------- ----------- Net income 32,710 - ------------- --------- ----- ----- --------- -- -----------

Other comprehensive income, net of tax Unrealized translation adjustment 263 Cumulative effect of change in accounting principle 204 Unrealized derivative losses (344) Minimum pension adjustment 344 -------------- --------- ----- ----- --------- -- -----------

Other comprehensive income 344 263 (140) --------- ------ -------- - ---------- -- --------- ----- ------

Comprehensive income 32,710 344 263 (140) - ------------- --------- ----- ----- --------- -- -----------

Issuance of 498,462 shares of common stock from exercise of stock options, and deferred compensation plans 9,383 Amortization of restricted common stock award Restricted shares

surrendered for tax withholdings Cash dividends declared - $.56 per common share outstanding (17,128) ------ --------- ----- ---- ---------- ----------- --- --------
Balance, December 31, 2001 124,966 295,489 (1,783) (10,226) (140) -------------- --------- ----- ----- --------- -- -----------
Net income 54,112 -------- ------- ------- -- ---------- - ---------- ---- -------
Other comprehensive income, net of tax Unrealized translation adjustment 19,466 Reversal of unrealized derivative losses 140 Minimum pension adjustment (8,788) ------- -------- ------ --- ---------- ----------- --- --------
Other comprehensive income (8,788) 19,466 140 ---- ----------- --- ------ -------- -- ----------- -----------
Comprehensive income 54,112 (8,788) 19,466 140 ----------- ---- --------- ---------- ---- ------- ------- ----
Issuance of 272,973 shares of common stock from exercise of stock options, and deferred compensation plans 7,061 Issuance of 1,500,000 shares of common stock 50,836 Amortization of restricted common stock award Restricted shares surrendered for tax

withholdings
Cash dividends
declared - $.56
per common
share
outstanding
(17,966) ------
--------- -----
---- ---------
----------- ---

Balance,
December 31,
2002 $ 182,863
$ 331,635 $
(10,571) $
9,240 $ --
===============
=========
==========
===========
===========

UNEARNED
COMPENSATION
TOTAL
TREASURY ON
RESTRICTED
SHAREHOLDERS'
STOCK STOCK
EQUITY -----
--- --------
----- ------

Balance,
December 31,
1999 $ (98)
$ -- $
329,024 ----
---- -------
------ -----
-------- Net
income
63,445 -----
--- --------
----- ------

Other
comprehensive
income, net
of tax
Unrealized
translation
adjustment
(7,946)
Minimum
pension
adjustment
(368) ------
-- ---------
---- -------
------ Other
comprehensive
income
(8,314) ----
---- -------
------ -----

Comprehensive
income
55,131 -----
--- --------
----- ------

Issuance of
274,655
shares of

common stock
from
exercise of
stock
options, and
deferred
compensation
plans 5,991
Issuance of
350,000
shares of
restricted
common stock
(9,494) --
Amortization
of
restricted
common stock
award 1,266
1,266
Purchase of
common stock
(46) (46)
Cash
dividends
declared -
$.56 per
common share
outstanding
(16,864) ---
----- ------
------- ----

Balance,
December 31,
2000 (144)
(8,228)
374,502 ----
---- -------
------ -----
-------- Net
income
32,710 -----
--- --------
----- ------

Other
comprehensive
income, net
of tax
Unrealized
translation
adjustment
263
Cumulative
effect of
change in
accounting
principle
204
Unrealized
derivative
losses (344)
Minimum
pension
adjustment
344 --------

- ----------
--- Other
comprehensive
income 467 -
------- ----
--------- --

Comprehensive
income
33,177 -----
--- --------
----- ------

Issuance of 498,462 shares of common stock from exercise of stock options, and deferred compensation plans 9,383
Amortization of restricted common stock award 1,899 1,899
Restricted shares surrendered for tax withholdings (721) (721)
Cash dividends declared - $.56 per common share outstanding (17,128) --- ----- ------ ------- ---- ---------
Balance, December 31, 2001 (865) (6,329) 401,112 ---- ---- ------- ------ ----- --------
Net income 54,112 ----- --- -------- ----- ------ -------
Other comprehensive income, net of tax
Unrealized translation adjustment 19,466
Reversal of unrealized derivative losses 140
Minimum pension adjustment (8,788) ---- ---- ------- ------ ----- --------
Other comprehensive income 10,818 ----- --- -------- ----- ------ -------
Comprehensive income 64,930 ----- --- -------- ----- ------ -------
Issuance of 272,973 shares of

common stock
from
exercise of
stock
options, and
deferred
compensation
plans 7,061
Issuance of
1,500,000
shares of
common stock
50,836
Amortization
of
restricted
common stock
award 1,899
1,899
Restricted
shares
surrendered
for tax
withholdings
(1,081)
(1,081) Cash
dividends
declared -
$.56 per
common share
outstanding
(17,966) ---
----- ------
------- ----

Balance,
December 31,
2002 $
(1,946) $
(4,430) $
506,791
========
=============
=============

See Notes to Consolidated Financial Statements.

CONSOLIDATED CASH FLOWS
(in thousands)

For the years ended December 31, 2002 2001 2000 -------- ------ ------ -------- ---- ---------- Cash flows from operating activities Net income $ 54,112 $ 32,710 $ 63,445 Adjustments to reconcile to net cash provided by operating activities: Depreciation and amortization 27,103 26,354 21,873 Amortization of goodwill and other intangible assets 523 15,680 13,341 Amortization of unearned compensation on restricted stock 1,899 1,899 1,266 Amortization of debt issuance expenses 580 364 224 Deferred income taxes 9,592 (152) 1,081 Changes in: Receivables - net 1,006 24,008 (109 Inventories 6,246 22,232 (2,410) Trade accounts payable 7,025 (7,207) (1,600) Accrued expenses (310) (4,356) (1,970) Other - net 629 (6,040) (3,960) ----- --------- --- ----------- - ------------- Net cash

flows from
operating
activities
108,405
105,492
91,181 ------
-------- ----
---------- --

Cash flows
from
investing
activities
Additions to
property,
plant and
equipment
(19,335)
(21,639)
(20,739)
Proceeds from
fixed asset
disposals
3,934 1,808
1,547
Acquisition
of businesses
(net of cash
acquired)
(74,928)
(132,295)
(34,513) ----
---------- --

- Net cash
flows from
investing
activities
(90,329)
(152,126)
(53,705) ----
---------- --

- Cash flows
from
financing
activities
Borrowings
under credit
facilities
for
acquisitions
74,928
132,295
34,513 Net
repayments
under credit
facilities
(132,195)
(77,858)
(48,186) Net
borrowings
(repayments)
of other
long-term
debt 2,759
(3,470)
(4,151)
Proceeds from
issuance of
common stock
50,836 -- --
(Decrease)
increase in
accrued
interest
(458) 284
(167)
Dividends

paid (17,721)
(17,061)
(16,781)
Proceeds from
stock option
exercises
5,755 9,001
2,862
Purchase of
common stock
-- -- (46) --

- -----------
--- Net cash
flows from
financing
activities
(16,096)
43,191
(31,956) ----
---------- --

- Net
increase
(decrease) in
cash 1,980
(3,443) 5,520
Cash and cash
equivalents
at beginning
of year 4,972
8,415 2,895 -

- -----------
--- Cash and
cash
equivalents
at end of
year $ 6,952
$ 4,972 $
8,415
==============
==============
==============
Supplemental
cash flow
information
Cash paid
for: Interest
$ 16,232 $
20,818 $
16,912 Income
taxes 21,022
23,482 35,534
Significant
non-cash
activities
Debt acquired
with
acquisition
of businesses
2,136 2,931 -
-

See Notes to Consolidated Financial Statements.

NOTES TO CONSOLIDATED
FINANCIAL STATEMENTS
(IN THOUSANDS EXCEPT PER SHARE AMOUNTS)

1. SIGNIFICANT ACCOUNTING POLICIES

BUSINESS

IDEX Corporation ("IDEX" or the "Company") is a manufacturer of a broad range of pumps, metering products, dispensing equipment, and other engineered products sold to a diverse customer base in a variety of industries in the U.S. and internationally. Its products include industrial pumps, compressors, flow meters, injectors and valves, and related controls for use in a wide variety of process applications; precision-engineered equipment for dispensing, metering and mixing paints, refinishing equipment, and centralized lubrication systems; and engineered products for industrial and commercial markets, including fire and rescue, transportation equipment, oil and gas, electronics, communications, and traffic and commercial signs. These activities are grouped into three business segments: Pump Products, Dispensing Equipment and Other Engineered Products.

PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include the Company and its subsidiaries. Significant intercompany transactions and accounts have been eliminated.

USE OF ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and judgments that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities, and reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates. The principal areas of estimation reflected in the financial statements are noncurrent assets, income taxes, contingencies and litigation, and defined benefit retirement plans.

REVENUE RECOGNITION

IDEX recognizes revenue from product sales upon shipment. Customary terms are FOB shipping point. The Company estimates and records provisions for sales returns, sales allowances and original warranties in the period the related products are sold, in each case based on its historical experience.

CASH EQUIVALENTS

The Company considers all highly liquid debt instruments purchased with a maturity of three or fewer months to be cash equivalents.

INVENTORIES

Inventories are stated at the lower of cost or market. Cost - which includes labor, material and factory overhead - is determined on the first-in, first-out (FIFO) basis or the last-in, first-out (LIFO) basis. Generally, for other than newly introduced products, a reserve for excess inventory is recorded for inventory on hand in excess of one year of historical usage. An obsolescence reserve is recorded for inventory made obsolete by marketplace, product or engineering changes.

DEBT EXPENSES

Expenses incurred in securing and issuing debt are amortized over the life of the related debt.

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 and unvested restricted shares (diluted) outstanding during the year. Common stock equivalents consist of stock options and deferred compensation equivalent units (DCU's) and have been included in the calculation of weighted average shares outstanding using the treasury stock method.

Basic weighted average shares reconciles to diluted weighted average shares as follows:

2002 2001
2000 -----
- ------ -

Basic
weighted
average
common
shares
outstanding

31,669
30,222
29,726
Dilutive
effect of
stock
options,
DCU's and
unvested
restricted
shares 814
825 906 --
---- -----
- ------
Diluted
weighted
average
common
shares
outstanding
32,483
31,047
30,632
======
======
======

DEPRECIATION AND AMORTIZATION

Depreciation is recorded using the straight-line method. The estimated useful lives used in the computation of depreciation of tangible assets are as follows:

Land improvements	10 to 12 years
Buildings and improvements	3 to 30 years
Machinery and equipment and engineering drawings	3 to 12 years
Office and transportation equipment	3 to 10 years

Identifiable intangible assets are amortized over their estimated useful lives using the straight-line method. Cost in excess of net assets acquired was amortized over a period of 30 to 40 years for periods prior to 2002 (see Note 3).

The carrying amount of all long-lived assets is evaluated periodically to determine if adjustment to the depreciation or amortization period or to the unamortized balance is warranted. This evaluation is based on the expected utilization of the long-lived assets and the projected, undiscounted cash flows of the operations in which the long-lived assets are used.

RESEARCH AND DEVELOPMENT EXPENDITURES

Costs associated with research and development are expensed in the year incurred and included in "Cost of sales." Research and development expenses - which include costs associated with developing new products and major improvements to existing products - were $12,738, $10,127 and $7,496 in 2002, 2001 and 2000, respectively.

RECLASSIFICATIONS

Certain amounts in the prior years' financial statements have been reclassified to conform to the current year presentation.

NEW ACCOUNTING PRONOUNCEMENTS

In June 2002, the Financial Accounting Standards Board (FASB) issued Statement of Financial Accounting Standard (SFAS) No. 146, "Accounting for Costs Associated with Exit or Disposal Activities," which was effective January 1, 2003. It addresses financial accounting and reporting for costs associated with exit or disposal activities and nullifies Emerging Issues Task Force Issue No. 94-3, "Liability Recognition for Certain Employee Termination Benefits and Other Costs to Exit an Activity (including Certain Costs Incurred in a Restructuring)."

Adoption of this accounting pronouncement is not expected to have a material effect on the Company's financial position, liquidity, or results of operations.

2. COMMITMENTS AND CONTINGENCIES

At December 31, 2002, total future minimum rental payments under noncancelable operating leases, primarily for office facilities, warehouses and data processing equipment, were $25,919. The future minimum rental commitments for each of the next five years and thereafter are as follows: 2003 - $6,159; 2004 - $5,213; 2005 - $3,660; 2006 - $2,871; 2007 - $2,604; thereafter - $5,412.

Rental expense totaled $9,510, $8,500 and $8,478 for the years ended December 31, 2002, 2001 and 2000, respectively.

IDEX is a party to various legal proceedings involving employment, contractual, product liability and other matters, none of which are expected to have a material adverse effect on its business, financial condition or results of operations.

3. GOODWILL AND INTANGIBLE ASSETS

The changes in the carrying amount of goodwill for the year ended December 31, 2002, were as follows:

	PUMP PRODUCTS GROUP	DISPENSING EQUIPMENT GROUP	OTHER ENGINEERED PRODUCTS GROUP	TOTAL
Balance as of December 31, 2001	$ 259,116	$ 104,268	$ 91,176	$ 454,560
Goodwill acquired during the year	63,112	--	--	63,112
Foreign currency translation	1,653	9,236	2,102	12,991
Balance as of December 31, 2002	$ 323,881	$ 113,504	$ 93,278	$ 530,663

The carrying value of indentifiable intangible assets as of December 31, 2002, was $19,377 and was split between amortizable and unamortizable assets as follows:

	GROSS CARRYING AMOUNT	ACCUMULATED AMORTIZATION	NET CARRYING AMOUNT
Amortized intangible assets			
Patents	$ 7,356	$ 3,459	$ 3,897
Other	877	230	647
Total amortized intangible assets	$ 8,233	$ 3,689	$ 4,544
Unamortized intangible assets			
Trademarks	$ 14,719		
Other	114		
Total unamortized intangible assets	$ 14,833		

Amortization expense in 2002 for the items listed above was $523, which is consistent with the estimated amortization expense for the next five years.

In June 2001, the FASB issued SFAS No. 142, "Goodwill and Other Intangible Assets," which establishes the accounting and reporting standards for goodwill and intangible assets. SFAS No. 142 also eliminated the amortization of goodwill and certain intangible assets to earnings, but instead required these assets be reviewed periodically for impairment. IDEX adopted SFAS No. 142 on January 1, 2002. After reviewing the estimated fair market values, both in the aggregate and at its 12 individual reporting units, no impairment to goodwill and other intangible assets was recorded as of December 31, 2002. Had the new pronouncement been adopted on January 1, 2000, IDEX's net income and EPS for 2002, 2001 and 2000 would have been as follows:

	2002	2001	2000
Net income			
Reported net income	$ 54,112	$ 32,710	$ 63,445
Goodwill amortization	--	11,175	9,290
Trademark amortization			

-- 258 234 -

- ----------
--- Adjusted
net income $
54,112 $
44,143 $
72,969
=============
=============
=============
Basic EPS
Reported net
income $
1.71 $ 1.08
$ 2.13
Goodwill
amortization
-- .37 .31
Trademark
amortization
-- .01 .01 -

- ----------
--- Adjusted
net income $
1.71 $ 1.46
$ 2.45
=============
=============
=============
Diluted EPS
Reported net
income $
1.67 $ 1.05
$ 2.07
Goodwill
amortization
-- .36 .30
Trademark
amortization
-- .01 .01 -

- ----------
--- Adjusted
net income $
1.67 $ 1.42
$ 2.38
=============
=============
=============
Weighted
average
shares
outstanding
Basic 31,669
30,222
29,726
=============
=============
=============
Diluted
32,483
31,047
30,632
=============
=============
=============

4. ACQUISITIONS

In 2002, the Company acquired Halox Technologies, Inc. (April 2002), Rheodyne, L.P. (July 2002) and Wrightech Corporation (October 2002), all of which are operated as part of the Pump Products Group. Halox, headquartered in Bridgeport, Connecticut, is a manufacturer of point-of-use chlorine dioxide equipment. Its products produce chlorine dioxide for use in water treatment and disinfectant applications. Halox products can be used in a wide variety of end markets including food and beverage, and potable water treatment. Rheodyne, headquartered in Rohnert Park, California, is a manufacturer of injectors, valves, fittings and accessories for the analytical instrumentation market. Its products are used by manufacturers of high performance liquid chromatography equipment serving the pharmaceutical, biotech, life science, food and beverage, and chemical markets. Wrightech, headquartered in Waukesha, Wisconsin, is a manufacturer of stainless-steel positive displacement circumferential piston pumps and replacement parts for the sanitary pump marketplace. This market includes beverage, food processing, pharmaceutical, cosmetics and other industries that require sanitary processing. Wrightech is operated as part of Viking Pump while Halox is operated as part of Pulsafeeder. Rheodyne became IDEX's 12th stand-alone business unit, with its activities being closely coordinated with those of Ismatec, Micropump and Trebor. IDEX acquired the above businesses for an aggregate purchase price of $74,928, with financing provided by borrowings under the Credit Facility. The Company also acquired $2,136 of debt with the acquisitions. Goodwill and intangible assets recognized as part of these acquisitions was $62,370 and $6,431, respectively. In addition, in certain instances, the acquisitions contain purchase price contingencies, which are considered to be immaterial to the Company.

In 2001, the Company completed the acquisitions of Liquid Controls L.L.C. (January 2001), Class 1, Inc. (January 2001) and Versa-Matic Tool Inc. (June 2001). Liquid Controls and Versa-Matic are operated as part of the Pump Products Group, while Class 1 is operated as part of the Other Engineered Products Group. Liquid Controls, headquartered in Lake Bluff, Illinois, is a leading manufacturer of positive displacement flow meters, electronic registration and process control systems. Class 1, headquartered in Ocala, Florida, is a leading manufacturer of electronic and mechanical components and systems for the specialty vehicle market. Versa-Matic, headquartered in Export, Pennsylvania, is a leading manufacturer and distributor of air-operated double-diaphragm pumps and pump replacement parts. IDEX acquired these businesses for an aggregate purchase price of $132,295, with financing provided by borrowings under the Credit Facility. The Company also acquired $2,931 of debt with the acquisitions. Goodwill and intangible assets recognized as part of these acquisitions was $94,320 and $1,061, respectively. Goodwill of $67,782 and intangible assets of $740 were assigned to the Pump Products Group, while goodwill of $26,538 and intangible assets of $321 were assigned to the Other Engineered Products Group.

In 2000, the Company acquired Ismatec S.A. (April 2000) and Trebor International, Inc. (May 2000), with both companies being operated as part of the Pump Products Group. Ismatec, headquartered near Zurich, Switzerland, is a leading European manufacturer of peristaltic 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, headquartered near Salt Lake City, Utah, 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. These businesses were acquired by the Company for an aggregate purchase price of $34,513, with financing provided by borrowings under the Company's bank credit facilities. Goodwill and intangible assets recognized in accordance with these acquisitions was $25,636 and $619, respectively.

All acquisitions were accounted for as purchases, and operating results include the acquisitions from the dates of purchase. The Company does not consider any of the acquisitions to be material to the financial position, liquidity, or results of operations for any of the years noted. Consistent with the guidance of SFAS No. 142, IDEX discontinued the amortization of any cost in excess of net assets acquired, effective January 1, 2002.

5. RESTRUCTURING ACTIVITY

IDEX took actions in 2002 and 2001 to downsize operations to lower its cost structure. These steps were necessary to appropriately size the Company's production capacity to match the declining levels of demand for a broad range of products. The restructuring actions affected multiple employee groups in approximately 20 locations across 11 of our operating business units. No business activities or product lines were abandoned. All costs of the restructuring actions were charged to expense and included in "Restructuring activity" in the Consolidated Statements of Operations. The restructuring charges included employee severance, fringe benefits, outplacement fees, idle facility carrying costs, lease termination costs, the loss on sale of equipment, and the loss on disposal of two manufacturing facilities owned by the Company. Determination of the restructuring charges was based on the estimated severance benefits paid to terminated employees, the net book value of surplus assets less expected proceeds, and estimated other costs.

In 2002, IDEX reversed $1,531 of accrued restructuring expenses initially recorded. Of this reversal, $1,090 was attributable to the fact that the Company was able to sell one manufacturing facility for more than the value estimated at the time the restructuring plan was adopted.

The restructuring activity was separately identified in the Consolidated Statements of Operations and resulted in the following activity to operations for 2002 and 2001:

2002 2001

Pretax
charge $
1,328 $

11,226
Reversal
of
previously
recorded
charges
(1,531) --

Total
pretax
(income)
charge
(203)
11,226
Provision
(benefit)
for income
taxes 72
(4,154) --
-------- -

Total
(income)
charge
after
taxes $
(131) $
7,072
==========
==========

The Consolidated Balance Sheets at December 31, 2002 and 2001, included accrued restructuring costs of $480 and $5,479, respectively, in accrued expenses. Restructuring activity and spending associated with the restructuring actions were as follows:

EMPLOYEE
IDLE
FACILITY
TERMINATION
FIXED COSTS
& COSTS
ASSETS OTHER
TOTAL ------
------ -----
------- ----
--------- --

Balance,
January 1,
2001 $ -- $
-- $ -- $--
Restructuring
charge-2001
7,561 2,740
925 11,226
Cash
payments
(5,462) (2)
(283)
(5,747) ----
-------- ---
--------- --

Balance,
December 31,
2001 2,099
2,738 642
5,479
Restructuring
charge-2002
948 139 241
1,328
Reversal of
previously
recorded
charges
(421)

(1,090) (20)
(1,531) Cash
payments
(2,232)
(777)
(3,009)
Other non-
cash
deductions
(1,787)
(1,787) ----
-------- ---
--------- --

Balance,
December 31,
2002 $ 394 $
-- $ 86 $
480
============
============
=============
============

The other non-cash deductions in 2002 consisted of losses on sale of facilities and disposals of fixed assets. The cash requirements for the restructuring plans did not have a significant impact on the Company's liquidity. The restructuring actions resulted in the layoff of 508 employees, both hourly and salaried, across 11 business units, representing approximately 12% of our labor force. The restructurings led to 27 and 481 employee terminations in 2002 and 2001, respectively. As of December 31, 2002, all planned employee terminations have been completed. The remaining restructuring accrual consists primarily of severance payments to terminated employees who elected to receive benefits over time. All expenditures have been funded with cash flow from operations. It is expected that the remaining restructuring accrual will be fully utilized with cash payments by December 31, 2003.

6. BALANCE SHEET COMPONENTS

The components of certain balance sheet accounts at December 31, 2002 and 2001 follow:

	2002	2001
Receivables		
Customers	$ 101,861	93,944
Other	2,722	2,484
Total	104,583	96,428
Less allowance for doubtful accounts	3,089	3,375
Total receivables - net	$ 101,494	$ 93,053
Inventories		
Raw materials	$ 41,985	$ 38,813
Work in process	11,960	11,797
Finished goods	51,635	53,501
Total inventories	$ 105,580	$ 104,111

Inventories that were carried on a LIFO basis amounted to $91,743 and $87,661 at December 31, 2002 and 2001, respectively. The excess of current cost over LIFO inventory value and the impact of using the LIFO method on earnings were not material.

	2002	2001
Property, plant and equipment, at cost		
Land and improvements	$ 12,772	$ 11,726
Buildings and improvements	77,830	70,735
Machinery and equipment	185,288	

174,848
Office and
transportation
equipment
65,450 58,944
Engineering
drawings
4,011 3,890
Construction
in progress
4,202 3,000 -

Total 349,553
323,143 Less
accumulated
depreciation
and
amortization
201,307
178,997 -----
-------- ----

Total
property,
plant and
equipment -
net $ 148,246
$ 144,146
=============
=============
Goodwill Cost
in excess of
net assets
acquired $
612,146 $
533,935 Less
accumulated
amortization
81,483 79,375

Total
goodwill -
net $ 530,663
$ 454,560
=============
=============
Intangible
assets Cost
(at fair
market value
on
acquisition
date) $
25,415 $
20,459 Less
accumulated
amortization
6,038 7,683 -

Total
intangible
assets - net
$ 19,377 $
12,776
=============
=============
Accrued
expenses
Payroll and
related items
$ 27,802 $
21,670
Insurance
3,447 3,890
Taxes 657
1,017
Restructuring
480 5,479

Other	10,245	9,719
Total accrued expenses	$ 42,631	$ 41,775

Other noncurrent liabilities		
Pension and retiree medical reserves	$ 47,495	$ 30,031
Deferred income taxes	24,228	23,532
Other	3,153	4,971
Total other noncurrent liabilities	$ 74,876	$ 58,534

7. COMMON AND PREFERRED STOCK

During 2000, the Company issued 350,000 shares of restricted stock as compensation to a key employee. These shares carry dividend and voting rights. Sale of these shares is restricted prior to the date of vesting, occurring annually from one to five years after the grant date. The restricted shares were recorded at their fair market value on the date of the grant, with a corresponding charge to shareholders' equity. The unearned portion is being amortized as compensation expense on a straight-line basis over the related vesting period.

On October 20, 1998, IDEX's Board of Directors authorized the repurchase of up to 1.5 million shares of its common stock, either at market prices or on a negotiated basis as market conditions warrant. At December 31, 2002, IDEX had purchased a total of 6,500 shares under the program at a cost of approximately $144.

At December 31, 2002 and 2001, the Company had 75 million shares of authorized common stock with a par value of $.01 per share and 5 million shares of preferred stock with a par value of $.01 per share authorized but unissued.

8. COMPREHENSIVE INCOME

The tax effects of the components of other comprehensive income for 2002, 2001 and 2000 follow:

	2002	2001	2000
Minimum pension adjustment:			
Pretax amount	$ (13,732)	$ 640	$ (585)
Tax benefit (provision)	4,944	(296)	217
Aftertax amount	$ (8,788)	$	

344 $ (368)
==========
========
=======
Unrealized
translation
adjustment:
Pretax
amount $
19,466 $
263
$(7,946)
Tax
provision -
- -- -- ---
------- ---
----- -----
-- Aftertax
amount $
19,466 $
263
$(7,946)
==========
========
=======
Unrealized
gains
(losses) on
derivatives:
Cumulative
effect of
change in
accounting
$ -- $ 329
$ --
Derivatives
226 (555) -
- ---------
- --------

Pretax
amount 226
(226) --
Tax
(provision)
benefit
(86) 86 --

-------- --

Aftertax
amount $
140 $ (140)
$ --
==========
========
=======

9. BUSINESS SEGMENTS AND GEOGRAPHIC INFORMATION

IDEX's operations have been aggregated (primarily on the basis of products, production processes, distribution methods and management organizations) into three reportable segments: Pump Products Group, Dispensing Equipment Group and Other Engineered Products Group. The Pump Products Group designs, produces and distributes a wide range of engineered industrial pumps, flow meters, compressors, injectors and valves, and related controls for process applications. The Dispensing Equipment Group designs, manufactures and markets precision-engineered equipment for dispensing, metering and mixing paints; refinishing equipment; and centralized lubrication systems. The Other Engineered Products Group designs, produces and distributes engineered equipment for industrial and commercial markets, including fire and rescue, transportation equipment, oil and gas, electronics, communications, and traffic and commercial signs. IDEX is not overly dependent on a single customer, the largest of which accounted for about 2% of net sales in 2002.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(in thousands except per share amounts)

Information on IDEX's business segments is presented below, based on the nature of products and services offered. IDEX evaluates performance based on several factors, of which operating income is the primary financial measure. The accounting policies of the business segments are described in Note 1. Intersegment sales are accounted for at fair value as if the sales were to third parties.

	2002	2001	2000
Net sales			
Pump Products			
External customers	$ 433,623	$ 424,727	$ 392,109
Intersegment sales	3,041	2,310	2,890
Total group sales	436,664	427,037	394,999
Dispensing Equipment			
External customers	138,701	137,406	166,360
Intersegment sales	1	1	2
Total group sales	138,702	137,407	166,362
Other Engineered Products			
External customers	169,690	164,814	145,807
Intersegment sales	2	1	16
Total group sales	169,692	164,815	145,823
Intersegment elimination	(3,044)	(2,312)	(2,908)
Total net sales	$ 742,014	$ 726,947	$

704,276
===============
===============
===============
Operating
income(1)(2)
Pump Products $
71,945 $ 61,758
$ 73,557
Dispensing
Equipment
18,627 13,957
32,496 Other
Engineered
Products 25,638
25,032 27,437
Restructuring
activity 203
(11,226) --
Corporate
office and
other (16,041)
(16,083)
(16,974) ------
--------- -----
---------- ----

Total operating
income $
100,372 $
73,438 $
116,516
===============
===============
===============
Assets Pump
Products $
535,822 $
462,275 $
391,831
Dispensing
Equipment
192,258 180,361
204,891 Other
Engineered
Products
186,860 181,032
148,753
Corporate
office and
other 16,110
15,136 13,379 -

Total assets $
931,050 $
838,804 $
758,854
===============
===============
===============
Depreciation
and
amortization(1)
Pump Products $
16,913 $ 24,124
$ 19,658
Dispensing
Equipment 5,734
9,719 8,845
Other
Engineered
Products 4,666
7,920 6,474
Corporate
office and
other(3) 2,212
2,170 1,503 ---
------------ --
------------- -

Total depreciation and amortization	$ 29,525	$ 43,933	$ 36,480
Capital expenditures			
Pump Products	$ 9,348	$ 10,251	$ 10,656
Dispensing Equipment	3,651	5,129	5,175
Other Engineered Products	4,990	5,987	4,796
Corporate office and other	1,346	272	112
Total capital expenditures	$ 19,335	$ 21,639	$ 20,739

(1) IDEX discontinued goodwill and trademark amortization as of January 1, 2002, in accordance with SFAS No. 142, as further explained in Note 3.

(2) IDEX took actions in 2002 and 2001 to downsize operations to lower its cost structure, as further explained in Note 5. Group operating income in these years excluded net unallocated corporate operating expenses and restructuring activity. The restructuring activity resulted in income of $203 in 2002 and a charge of $11,226 in 2001 and were not assigned to the individual group segments. Had the Company allocated the 2002 restructuring activity, it would have been assigned to the groups as follows: Pump Products (income of $1,046), Dispensing Equipment (expense of $121) and Other Engineered Products (expense of $722). Had the Company allocated the 2001 restructuring charge, it would have been assigned to the groups as follows: Pump Products ($7,769), Dispensing Equipment ($1,894) and Other Engineered Products ($1,563).

(3) Excludes amortization of debt issuance expenses.

Information about the Company's operations in different geographical regions for the years ended December 31, 2002, 2001 and 2000 is shown below. Net sales were attributed to geographic areas based on location of the customer, and no country outside the U.S. was greater than 10% of total revenues.

	2002	2001	2000
Net sales			
U.S	$ 434,791	$ 422,084	$ 416,557
Europe	186,466	173,747	173,870
Other countries	120,757	131,116	113,849

Total net sales	$ 742,014	$ 726,947	$ 704,276
Long-lived assets U.S	$ 554,426	$ 489,734	$ 394,547
Europe	151,464	130,280	128,233
Other countries	3,900	3,887	3,985
Total long-lived assets	$ 709,790	$ 623,901	$ 526,765

10. Debt Debt at December 31, 2002 and 2001 consisted of the following:

	2002	2001
Long-term debt: Bank credit facilities, including accrued interest	$ 81,507	$ 137,787
6.875% Senior Notes	150,000	150,000
Other long-term debt	9,544	4,033
Total long-term debt	$ 241,051	$ 291,820

The Company has a $300 million domestic multi-currency bank revolving credit facility (Credit Facility), which expires June 8, 2006. At December 31, 2002, approximately $238.6 million of the facility was unused.

Interest on the outstanding borrowings under the Credit Facility is payable quarterly at a rate based on the bank agent's reference rate or, at the Company's election, at a rate based on LIBOR plus 80 basis points per annum. A utilization fee is added to the interest rate. The weighted average interest rate on borrowings outstanding under the Credit Facility was 2.5% per annum at December 31, 2002. A facility fee equal to 20 basis points per annum is payable quarterly on the entire amount available under the Credit Facility.

The Company and certain of its subsidiaries entered into a one-year agreement in December 2002 (Receivables Facility) with a financial institution, under which the Company collateralized certain of its receivables for borrowings. This agreement was renewed in December 2002 for another year. The Receivables Facility provides for borrowings of up to $50 million depending upon the level of eligible receivables. At December 31, 2002, $20 million was borrowed and included in bank credit facilities at an interest rate of approximately 2.8% per annum.

The Company has a $30 million demand line of credit (Short-Term Facility), which expires May 24,2003. Borrowings under the Short-Term Facility are based on LIBOR plus the applicable margin in effect under the Credit Facility. At December 31, 2002, there were no borrowings under the Short-Term Facility.

Total debt outstanding at December 31, 2002 and 2001 included accrued interest of $4.1 million and $4.5 million,respectively.

In February 1998, the Company sold $150 million of Senior Notes due February 15, 2008, with a coupon interest rate of 6.875% and an effective rate of 6.919% to maturity. Interest is payable semiannually. The Senior Notes are redeemable at any time at the option of the Company in whole or in part. At December 31, 2002, the fair market value of the Senior Notes was approximately $180 million, based on the quoted market price.

At December 31, 2002, other long-term debt included debt acquired in connection with recent acquisitions and other debt at international locations maintained for working capital purposes. Interest is payable on the outstanding balances at rates ranging from 3.0% to 7.7% per annum.

The indenture for the Senior Notes permits the payment of cash dividends only to the extent that no default exists under the notes, and limits the amount of cash dividends in accordance with specified formulas. At December 31, 2002, under the most restrictive of these provisions,the Company had approximately $100.2 million available for the payment of cash dividends in 2003.

11. STOCK OPTIONS

The Company has stock option plans for outside directors, executives and certain key employees. These options are accounted for using the intrinsic value method and, accordingly, no compensation cost has been recognized. Had compensation cost been determined using the fair value method, the Company's pro forma net income and EPS would have been as follows:

	2002	2001	2000
Net income As reported	$ 54,112	$ 32,710	$ 63,445
Pro forma	49,682	28,904	59,991
Basic EPS As reported	1.71	1.08	2.13
Pro forma	1.57	.96	2.02
Diluted EPS As			

reported
1.67
1.05
2.07
Pro
forma
1.53
.93
1.96

The fair value of each option grant was estimated on the date of grant using the Black-Scholes option pricing model with the following assumptions for 2002, 2001 and 2000, respectively: dividend yield of 1.54%, 1.98% and 2.02%; volatility of 34.1%, 34.2% and 34.3%; risk-free interest rates of 4.5%, 4.9% and 6.4%; and expected lives of 5.5 years.

The Compensation Committee of the Board of Directors administers the plans and approves stock option grants. The Company may grant additional options for up to 1.1 million shares. Stock options granted under the plans are exercisable at a price equal to the market value of the stock on the date of grant. The options become exercisable from one to five years from the date of grant, and generally expire 10 years from the date of grant.

The following table summarizes option activity under the plans:

WEIGHTED
NUMBER
AVERAGE OF
SHARES
OPTION
PRICE UNDER
OPTION PER
SHARE -----
------- ---

-
Outstanding
at December
31, 1999
2,764,422 $
23.54
Granted
835,500
27.71
Exercised
(269,753)
16.26
Forfeited
(76,710)
28.42
Outstanding
at December
31, 2000
3,253,459
25.10
Granted
796,650
28.33
Exercised
(886,367)
21.09
Forfeited
(169,900)
29.08
Outstanding
at December
31, 2001
2,993,842
26.92
Granted
866,440
36.72
Exercised
(345,945)
24.71
Forfeited
(184,775)
30.95 -----

Outstanding

at December
31, 2002
3,329,562
29.48
============
Exercisable
at December
31, 2000
1,706,976
22.56
============
Exercisable
at December
31, 2001
1,256,382
25.27
============
Exercisable
at December
31, 2002
1,428,916
26.49
============
WEIGHTED-
AVERAGE
FAIR VALUE
OF OPTIONS
GRANTED
DURING THE
YEAR ENDED:
December
31, 2000 $
9.81
============
December
31, 2001 $
9.30
============
December
31, 2002 $
12.49
============

The following table summarizes information about options outstanding at December 31, 2002:

OPTIONS
OPTIONS
OUTSTANDING
EXERCISABLE

------- ---

WEIGHTED
AVERAGE
WEIGHTED
WEIGHTED
RANGE OF
REMAINING
AVERAGE
AVERAGE
EXERCISE
NUMBER LIFE
OF EXERCISE
NUMBER
EXERCISE
PRICES
OUTSTANDING
CONTRACT
PRICE
EXERCISABLE
PRICE -----
--- -------
---- ------
--- -------
----- -----

------ ----
-------- $
7.17-24.50
395,352 2.7
years $
20.37
395,352 $
20.37 24.51
-28.45
1,795,740
7.2 years
27.28
763,604
26.83
28.46-38.43
1,138,470
8.1 years
36.11
269,960
34.51 - ---
--------- -
-------- --
- ---------
--- -------
-- --------
---- TOTAL
3,329,562
7.0 years $
29.48
1,428,916 $
26.49
=========
===
============
=========
============

NOTES TO CONSOLIDATED
FINANCIAL STATEMENTS
(in thousands except per share amounts)

12. INCOME TAXES

Pretax income for the years ended December 31, 2002, 2001 and 2000 was taxed under the following jurisdictions:

	2002	2001	2000
Domestic	$ 58,087	$ 29,882	$ 67,170
Foreign	25,808	23,549	33,856
Total	$ 83,895	$ 53,431	$ 101,026

The provision for income taxes for the years ended December 31, 2002, 2001 and 2000 was as follows:

	2002	2001	2000
Current			
U.S.	$ 12,891	$ 12,775	$ 23,906
State and local	448	1,178	2,099
Foreign	6,852	6,920	10,495
Total current	20,191	20,873	36,500
Deferred			
U.S.	6,934	(1,747)	(286)
State and local	--	(150)	--
Foreign	2,658	1,745	1,367

Total
deferred
9,592 (152)
1,081 -----
------- ---
--------- -

Total
provision
for income
taxes $
29,783 $
20,721 $
37,581
============
============
============

Deferred (prepaid) income taxes resulted from the following:

2002 2001
2000 ------
------ ----
-------- --

Employee
and retiree
benefit
plans $
(59) $
(903) $
(1,829)
Depreciation
and
amortization
6,603 4,364
4,005
Inventories
(285)
(2,263) 184
Allowances
and
accruals
3,560
(1,808)
(707) Other
(227) 458
(572) -----
------- ---
--------- -

Total
deferred
(prepaid) $
9,592 $
(152) $
1,081
============
============
============

Deferred tax assets (liabilities) related to the following at December 31, 2002
and 2001:

2002 2001 -

- Employee
and retiree
benefit
plans $
13,762 $
8,950
Depreciation
and
amortization
(43,328)
(34,030)

Inventories
(4,764)
(4,719) Tax
benefit
carry
forwards
2,575 1,900
Allowances
and
accruals
3,789 6,868
Other 2,061
20 --------
---- ------

Total $
(25,905) $
(21,011)
============
============

The balance sheet at December 31, 2002, included a current deferred tax liability of $1,677 in accrued expenses and a noncurrent deferred tax liability of $24,228 in other noncurrent liabilities. The balance sheet at December 31, 2001, included a current deferred tax asset of $2,521 in other current assets and a noncurrent deferred tax liability of $23,532 in other noncurrent liabilities.

The provision for income taxes differs from the amount computed by applying the statutory federal income tax rate to pretax income. The computed amount and the differences for the years ended December 31, 2002, 2001 and 2000 were as follows:

2002 2001
2000 ------
------ ----
-------- --

Pretax
income $
83,895 $
53,431 $
101,026
============
============
============
Provision
for income
taxes:
Computed
amount at
statutory
rate of 35%
$ 29,363 $
18,701 $
35,359
State and
local
income tax
(net of
federal tax
benefit)
291 668
1,364 Taxes
on non-US
earnings-
net 674
(536) --
Amortization
of cost in
excess of
net assets
acquired --
2,197 1,825
Foreign
sales
corporation
(1,260)
(858) (910)
Other 715

549 (57) --

- ---------
--- Total
provision
for income
taxes $
29,783 $
20,721 $
37,581
============
============
============

No provision has been made for U.S. or additional foreign taxes on $55,817 of undistributed earnings of foreign subsidiaries, which are permanently reinvested. It is not practical to estimate the amount of additional tax that might be payable if these earnings were repatriated. However, the Company believes that U.S. foreign tax credits would, for the most part,eliminate any additional U.S. tax and offset any additional foreign tax.

13. DERIVATIVE INSTRUMENTS

SFAS No. 133,"Accounting for Derivative Instruments and Hedging Activities,"requires that derivative financial instruments be recognized in the financial statements at fair value. Changes in the fair value of derivative financial instruments are either recognized periodically in income or shareholders' equity as a component of comprehensive income, depending on whether the derivative is being used to hedge changes in fair value or cash flows. The adoption of SFAS No. 133 in 2001 initially increased comprehensive income by $204 in Consolidated Shareholders' Equity.

At December 31, 2001, the Company had two interest rate swaps, which effectively converted $52.3 million of floating rate debt into fixed rate debt at interest rates approximating 5.6%. The fair market value of the interest rate swaps was a net expense of $140 at December 31, 2001, as reported in other comprehensive income. Both of the interest rate swaps expired in March 2002, and at December 31, 2002, the Company had no interest rate swaps outstanding.

Fair values relating to derivative financial instruments reflect the estimated amounts that the Company would receive or pay to terminate the contracts at the reporting date, based on quoted market prices of comparable contracts. The net gain or loss on the interest rate swap contracts was not material.

14. RETIREMENT BENEFITS

The Company sponsors several qualified and nonqualified pension plans and other postretirement plans for its employees. The following table provides a reconciliation of the changes in the benefit obligations and fair value of plan assets over the two-year period ended December 31, 2002, and a statement of the funded status at December 31 for both years:

	PENSION BENEFITS 2002	2001	OTHER BENEFITS 2002	2001
CHANGE IN BENEFIT OBLIGATION				
Obligation at January 1	$ 58,914	$ 54,271	$ 14,171	$ 14,942
Service cost	3,486	3,160	346	317
Interest cost	4,209	3,991	1,054	1,155
Plan amendments	407	141	--	--
Benefits paid	(3,854)	(5,634)	(480)	(665)
Actuarial loss (gain)	8,806	2,985	1,097	(1,578)
Obligation at December 31	$ 71,968	$ 58,914	$ 16,188	$ 14,171
CHANGE IN PLAN ASSETS				
Fair value of plan assets at January 1	$ 44,402	$ 47,272	$ --	$ --
Actual return on plan assets	(5,387)	(914)	--	--
Employer contributions				

	3,019	3,825	480	665
Benefits paid	(3,854)	(5,634)	(480)	(665)
Other	584	(147)	--	--
	------------	------------	------------	------------
Fair value of plan assets at December 31	$ 38,764	$ 44,402	$ --	$ --
	============	============	============	============
FUNDED STATUS				
Funded status at December 31	$ (33,204)	$ (14,512)	$ (16,188)	$ (14,171)
Unrecognized loss	28,313	10,833	2,127	1,032
Unrecognized transition obligation	321	356	--	--
Unrecognized prior service cost	2,798	2,739	(564)	(595)
	------------	------------	------------	------------
Net amount recognized at December 31	$ (1,772)	$ (584)	$ (14,625)	$ (13,734)
	============	============	============	============

The following table provides the amounts recognized in the Consolidated Balance Sheets at December 31 for both years:

Prepaid benefit cost	$ 4,707	$ 5,123	$ --	$ --
Accrued benefit liability	(25,085)	(10,014)	(14,625)	(13,734)
Intangible asset	2,069	1,502	--	--
Accumulated other comprehensive income	16,537	2,805	--	--
	------------	------------	------------	------------
Net amount recognized at December 31	$ (1,772)	$ (584)	$ (14,625)	$ (13,734)
	============	============	============	============

The Company's nonqualified retirement plans and the retirement plan at a German subsidiary are not funded. The accumulated benefit obligation for these plans was $10,952 and $9,072 at December 31, 2002 and 2001, respectively. The Company's plans for postretirement benefits other than pensions also have no plan assets. The accumulated benefit obligation for these plans was $16,188 and $14,171 at December 31, 2002 and 2001, respectively.

The assumptions used in the measurement of the Company's benefit obligation at December 31, 2002 and 2001 were as follows:

	U.S. PLANS 2002	U.S. PLANS 2001	NON-U.S. PLANS 2002	NON-U.S. PLANS 2001
Weighted-average assumptions				
Discount rate	6.75%	7.50%	5.75%	6.00%
Expected return on plan assets	9.00%	9.00%	6.50%	7.50%
Rate of compensation increase	4.00%	4.00%	3.75%	4.00%

The discount rate assumption for benefits other than pension benefit plans was 6.75% and 7.50% at December 31, 2002 and 2001, respectively.

(in thousands except per share amounts)

The following table provides the components of net periodic benefit cost for the plans in 2002, 2001 and 2000:

	PENSION BENEFITS			OTHER BENEFITS		
	2002	2001	2000	2002	2001	2000
Service cost	$ 3,486	$ 3,160	$ 3,168	$ 346	$ 317	$ 349
Interest cost	4,209	3,991	3,853	1,054	1,155	867
Expected return on plan assets	(3,903)	(4,248)	(4,655)	--	--	--
Net amortization	848	475	445	(29)	28	(148)
Net periodic benefit cost	$ 4,640	$ 3,378	$ 2,811	$ 1,371	$ 1,500	$ 1,068

Prior service costs are amortized on a straight-line basis over the average remaining service period of active participants. Gains and losses in excess of 10% of the greater of the benefit obligation and the market value of assets are amortized over the average remaining service period of active participants.

Contributions to bargaining unit-sponsored multiemployer plans and defined contribution plans were $6,607, $6,292 and $6,122 for 2002, 2001 and 2000, respectively.

For measurement purposes, an 8.5% annual rate of increase in the per capita cost of covered health care benefits was assumed for 2002. The rate was assumed to decrease gradually each year to a rate of 6% for 2008, and remain at that level thereafter.

Assumed health care cost trend rates have a significant effect on the amounts reported for the health care plans. A 1% change in assumed health care cost trend rates would have the following effects:

	1% INCREASE	1% DECREASE
Effect on the service and interest cost components of the net periodic benefit cost	$ 146	$ (125)
Effect on the health care component of the accumulated postretirement benefit obligation	$ 1,689	$ (1,434)

15. QUARTERLY RESULTS OF OPERATIONS

The following is a summary of the unaudited quarterly results of operations for the years ended December 31, 2002 and 2001:

	2002 QUARTERS				2001 QUARTERS			
	FIRST	SECOND	THIRD	FOURTH	FIRST	SECOND	THIRD	FOURTH
Net sales	$174,936	$190,430	$189,105	$187,543	$187,395	$192,622	$178,137	$168,793
Gross profit	65,425	74,138	71,614	70,261	68,777	70,708	64,657	59,580
Operating income								

22,506
28,160
26,945
22,761
16,836
26,241
18,784
11,577 Net
income
11,545
15,610
14,786
12,171
7,229
12,993
8,184
4,304
Basic EPS
$ .38 $
.49 $ .46
$ .38 $
.24 $ .43
$ .27 $
.14 Basic
weighted
average
shares
outstanding
30,513
31,668
32,245
32,252
29,997
30,137
30,331
30,424
Diluted
EPS $ .37
$ .48 $
.45 $ .37
$ .23 $
.42 $ .26
$ .14
Diluted
weighted
average
shares
outstanding
31,544
32,653
32,883
32,893
30,987
31,073
31,225
31,177

During the second and fourth quarters of 2002 and the first and fourth quarters of 2001, IDEX took actions to downsize its operations to reflect lower levels of activity. As a result, the Company recorded a charge of $107 and income of $310 in the second and fourth quarters of 2002, respectively, and charges of $5,661 and $5,565 in the first and fourth quarters of 2001, respectively, related to the restructuring activity. See Note 5 for additional details.

REPORTS

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders of IDEX Corporation

We have audited the accompanying consolidated balance sheets of IDEX Corporation and its subsidiaries as of December 31,2002 and 2001 and the related consolidated statements of operations, consolidated shareholders' equity, and consolidated cash flows for each of the three years in the period ended December 31, 2002. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such consolidated financial statements present fairly,in all material respects, the financial position of the Company and its subsidiaries at December 31, 2002 and 2001 and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2002 in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note 3 to the Consolidated Financial Statements, in 2002 the Company changed its method of accounting for goodwill and intangible assets to conform to Statement of Financial Accounting Standard No. 142, "Goodwill and Other Intangible Assets."

/S/ DELOITTE & TOUCHE LLP
\- ------------------------
Deloitte & Touche LLP

Chicago, Illinois
January 23, 2003

SHAREHOLDER INFORMATION

CORPORATE EXECUTIVE OFFICE

IDEX Corporation
630 Dundee Road
Northbrook, Illinois 60062
(847) 498-7070

INVESTOR INFORMATION

Shareholders and prospective investors are welcome to call or write with questions or requests for additional information. Please direct inquiries to: Wayne P. Sayatovic, Senior Vice President - Finance and Chief Financial Officer. Further information on IDEX can be found at www.idexcorp.com.

REGISTRAR AND TRANSFER AGENT

Inquiries about stock transfers, address changes or IDEX's dividend reinvestment program should be directed to:

National City Bank
Shareholder Services
3rd Floor North
4100 W. 150th Street
Cleveland, Ohio 44135
(800) 622-6757

INDEPENDENT AUDITORS

Deloitte & Touche LLP
Two Prudential Plaza
180 North Stetson Avenue
Chicago, Illinois 60601

DIVIDEND POLICY

IDEX paid a quarterly dividend on its common stock on January 31, 2003, of $0.14 per share, which is unchanged from last year's quarterly dividend rate. The declaration of future dividends, subject to certain limitations, is within the discretion of the Board of Directors and will depend upon, among other things, business conditions, earnings, and IDEX's financial condition. See Note 10 of the Notes to Consolidated Financial Statements.

STOCK MARKET INFORMATION

IDEX common stock was held by an estimated 4,700 shareholders at December 31, 2002, and is traded on the New York Stock Exchange and the Chicago Stock Exchange under the sticker symbol IEX.

PUBLIC FILINGS

Shareholders may obtain a copy of any Form 10-K and Form 10-Q filed with the Securities and Exchange Commission by directing a request to IDEX or through its Web site at www.idexcorp.com.

ANNUAL MEETING

The Annual Meeting of IDEX Shareholders will be held on Tuesday, March 25, 2003, at 10:00 a.m. at the following location:

LaSalle Room
Bank of America
231 South LaSalle Street
Chicago, Illinois 60697

First
Second
Third
Fourth

-- --

-- --

2002

High
$
38.90
$
39.66
$
33.50
$
34.83
Low
33.25
31.65
27.15
25.70
Close
37.00
33.50
28.55
32.70
2001
High
$
33.81
$
34.00
$
37.20
$
35.73
Low
27.00
27.47
24.90
26.95
Close
28.98
34.00
27.65
34.50

EXHIBIT 21

SUBSIDIARIES OF IDEX CORPORATION

SUBSIDIARY	JURISDICTION OF INCORPORATION
BAND-IT-IDEX, INC.	DELAWARE
BAND-IT COMPANY LTD.	UNITED KINGDOM
BAND-IT CLAMPS (ASIA) PTE., LTD.	SINGAPORE
BAND-IT R.S.A. (PTY) LTD. (51% OWNED)	SOUTH AFRICA
IDEX FINANCE, INC.	DELAWARE
IDEX HOLDINGS, INC.	DELAWARE
FAST LLC	DELAWARE
FAST SRL	ITALY
FAST IBERICA S.A.	SPAIN
FAST U.K. LTD.	UNITED KINGDOM
VIKING PUMP (EUROPE) LTD.	IRELAND
JOHNSON PUMP (UK) LTD.	UNITED KINGDOM
VIKING PUMP OF CANADA, INC.	ONTARIO
FLUID MANAGEMENT, INC.	DELAWARE
FM INVESTMENT, INC.	DELAWARE
FM DELAWARE, INC.	DELAWARE
FLUID MANAGEMENT OPERATIONS, LLC	DELAWARE
FLUID MANAGEMENT AUSTRALIA PTY., LTD.	AUSTRALIA
FLUID MANAGEMENT CANADA, INC.	CANADA
FLUID MANAGEMENT SERVICOS E VENDAS LTD.	BRAZIL
IDEX EUROPE GMBH	GERMANY
FLUID MANAGEMENT EUROPE B.V.	NETHERLANDS
FLUID MANAGEMENT U.K., LTD.	UNITED KINGDOM
FLUID MANAGEMENT FRANCE SARL	FRANCE
FLUID MANAGEMENT ESPANA SLU	SPAIN
FLUID MANAGEMENT EASTERN EUROPE SP. Z O.O.	POLAND
FLUID MANAGEMENT GMBH	GERMANY
LUKAS HYDRAULIK GMBH	GERMANY
LIQUID CONTROLS, LLC	DELAWARE
LIQUIDQCONTROLSR(INDIA)DPVT.PLTD LTD	INDIA
S.A.M.P.I. SPL.	ITALY
HEMINA S.P.A. (30%)	ITALY
CORKEN, INC.	DELAWARE
KNIGHT, LLC	DELAWARE
KNIGHT INTERNATIONAL B.V.	NETHERLANDS
KNIGHT EQUIPMENT INTERNATIONAL B.V.	NETHERLANDS
KNIGHT U.K. LTD.	UNITED KINGDOM
KNIGHT EQUIPMENT AUSTRALIA PTY., LTD.	AUSTRALIA
KNIGHT EQUIPMENT (CANADA) LTD.	CANADA
KNIGHT SOUTH EUROPE S.L.	SPAIN
RHEODYNE, LLC	DELAWARE
RHEODYNE EUROPE GMBH	GERMANY
GAST MANUFACTURING, INC.	MICHIGAN
GAST ASIA, INC.	MICHIGAN
GAST MANUFACTURING COMPANY LTD.	UNITED KINGDOM
HALE PRODUCTS, INC.	PENNSYLVANIA
HALE PRODUCTS EUROPE GMBH	GERMANY
GODIVA PRODUCTS LTD.	UNITED KINGDOM
GODIVA LIMITED	UNITED KINGDOM
HALE PRODUCTS EUROPE LIMITED	UNITED KINGDOM
CLASS 1	DELAWARE
LUBRIQUIP, INC.	DELAWARE
MICROPUMP, INC.	DELAWARE
MICROPUMP LIMITED	UNITED KINGDOM
ISMATEC SA	SWITZERLAND
ISMATEC GMBH	GERMANY
TREBOR INTERNATIONAL, INC.	UTAH
PULSAFEEDER, INC.	DELAWARE
PULSAFEEDER EUROPE B.V.	NETHERLANDS
IDEX ASIA PACIFIC PTE. LTD.	SINGAPORE
HALOX TECHNOLOGIES, INC.	DELAWARE

SIGNFIX HOLDINGS LIMITED	UNITED KINGDOM
SIGNFIX LIMITED	UNITED KINGDOM
TESPA GMBH	GERMANY
VERSA-MATIC AB	SWEDEN
DOMINATOR PUMP AB	SWEDEN
VERSA-MATIC TOOL, INC.	OHIO
PUMPER PARTS LLC	DELAWARE
VERSA-MATIC ASIA SDN BHD (50%)	MALAYSIA
VIKING PUMP, INC.	DELAWARE
VIKING PUMP LATIN AMERICA S.A. DE C.V.	MEXICO
WARREN RUPP, INC.	DELAWARE
WARREN RUPP (EUROPE) LTD.	UNITED KINGDOM
BLAGDON PUMP HOLDINGS, LTD.	UNITED KINGDOM
WRIGHTECH, INC.	DELAWARE
IDEX FOREIGN SALES CORP.	BARBADOS
IDEX INDIA PRIVATE LTD	INDIA
IDEX RECEIVABLE CORPORATION	DELAWARE
IDEX Leasing GMBH	GERMANY

DELOITTE
& TOUCHE

EXHIBIT 23

INDEPENDENT AUDITORS' CONSENT

IDEX Corporation:

We consent to the incorporation by reference in the Registration Statement of IDEX Corporation on Form S-3 (File Number 333-41627) and in the Registration Statements of IDEX Corporation on Form S-8 (File Numbers 33-47678, 33-56586, 33-67688, 333-18643, 333-70450 and 333-70452) of our reports, dated January 23, 2003, appearing in and incorporated by reference in this Annual Report on Form 10-K of IDEX Corporation for the year ended December 31, 2002.

Deloitte & Touche LLP

Chicago, Illinois
February 27, 2003

EXHIBIT 99.1

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

Pursuant to 18 U.S.C. ss.1350, as created by Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned officer of IDEX Corporation (the "COMPANY") hereby certifies, to such officer's knowledge, that:

(i) the accompanying Annual Report on Form 10-K of the Company for the annual period ended December 31, 2002 (the "REPORT") fully complies with the requirements of Section 13(a) or Section 15(d), as applicable, of the Securities Exchange Act of 1934, as amended; and

(ii) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

February 28, 2003

/s/ Dennis K. Williams

Dennis K. Williams
Chairman, President and Chief Executive Officer

EXHIBIT 99.2

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

Pursuant to 18 U.S.C. ss.1350, as created by Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned officer of IDEX Corporation (the "COMPANY") hereby certifies, to such officer's knowledge, that:

(i) the accompanying Annual Report on Form 10-K of the Company for the annual period ended December 31, 2002 (the "REPORT") fully complies with the requirements of Section 13(a) or Section 15(d), as applicable, of the Securities Exchange Act of 1934, as amended; and

(ii) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

February 28, 2003

/s/ Wayne P. Sayatovic

Wayne P. Sayatovic
Senior Vice President-Finance
and Chief Financial Officer