



GRAHAM
ENGINEERING ANSWERS

Second Quarter Fiscal 2013 Earnings Call



NYSE MKT: GHM

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James R. Lines

President & Chief Executive Officer



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Quarterly Highlights and Market Insights



Solid financial quarter with tough YoY comparison



Pulled work into quarter from third quarter



Tightened full-year guidance



Improved order rate



Improving market conditions



Positioned well for anticipated recovery in our markets

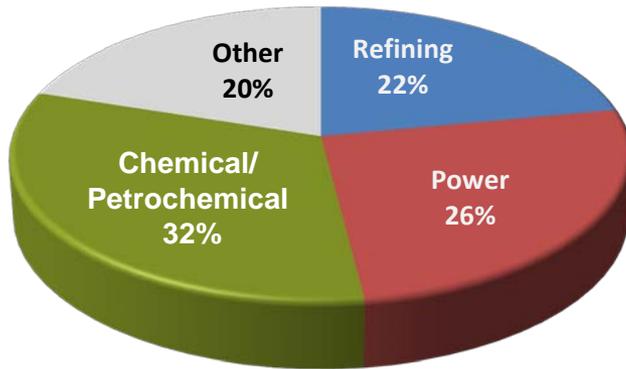




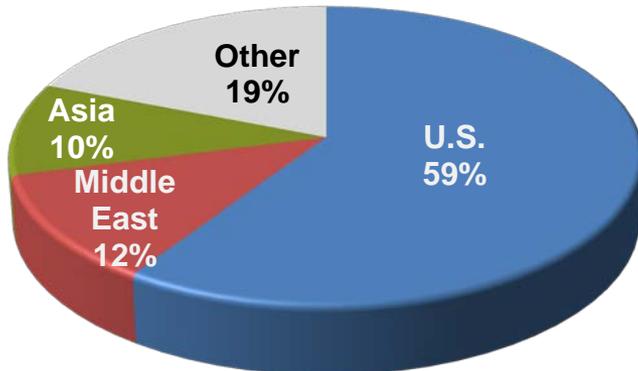
Second Quarter FY13 Sales

Q2 FY2013* Revenue of \$25.9 million

Sales by Industry



Sales by Geography



* Graham's FY2013 ends March 31, 2013

- Sales down 23%; Q2 and 1H of FY2012 benefitted from conversion of large Middle Eastern refinery project
- Chem/petrochem sales of \$8.3 million more than double the prior-year period on industry expansion, up from \$5.6 million in trailing first quarter
- Sales in refining and power industries, of \$5.8 million and \$6.7 million respectively, strengthened from trailing first quarter, although down from prior-year period
- U.S. sales of \$15.3 million were up from \$12.6 million in trailing quarter, but down 14.0% from prior-year period
- International sales declined \$5.2 million as prior-year period included the large Middle East refinery project
 - International sales up 7.1% from trailing first quarter



Slow Global Recovery

Fiscal Year Revenue

(\$ in millions)

FY 2004 – FY 2009
22% CAGR

Driven by oil refining and petrochemical markets



FY 2010 – FY 2013E
21% CAGR

Oil refining, petrochemicals, Navy and power markets drive growth

■ Domestic Revenue ■ International Revenue

Graham's fiscal year ends March 31

* Midpoint of revenue guidance provided on October 26, 2012 (range of \$105 million to \$115 million)

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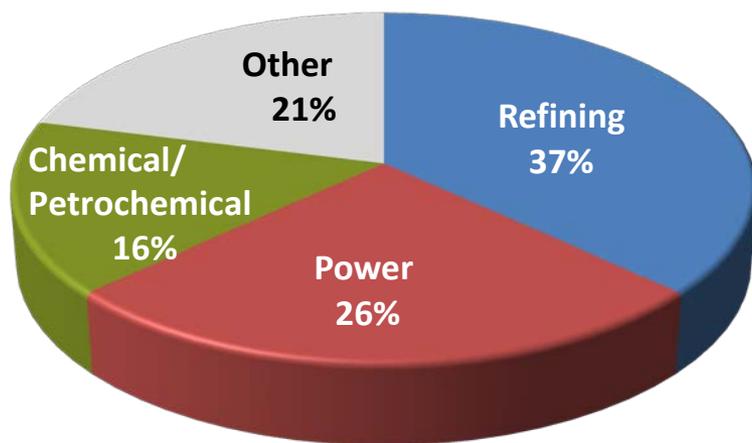




Solid Pipeline of Quality Opportunities

Q2 FY2013 Orders of \$25.6 million

Orders by Industry Q2 FY2013



- Orders increased 9.0% compared with Q2 of FY2012
 - Refining orders more than tripled to \$9.4 million
 - Chemical/Petrochemical down 63% to \$4.1 million
 - Power market orders up 12% to \$6.7 million
 - Other industries' orders up 45% to \$5.4 million
- U.S orders represent ~66% of total orders
- International and domestic orders expected to be more balanced over the long term
 - Nuclear industry and U.S. Navy expected to maintain domestic levels
 - Growth in Asia and Latin America expected to continue

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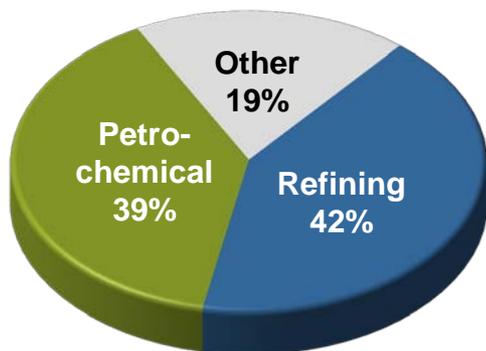
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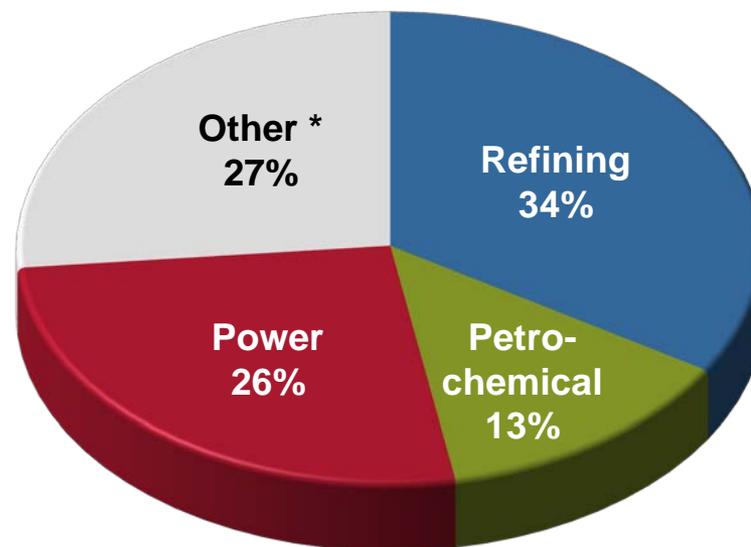
Diversification Drives Backlog

Backlog by Industry

March 31, 2009
\$48.3 million



September 30, 2012
\$91.8 million



** includes Navy*



Jeffrey F. Glajch

Chief Financial Officer

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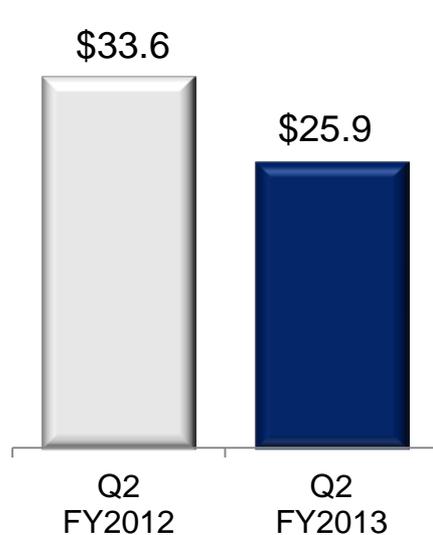




Second Quarter FY2013

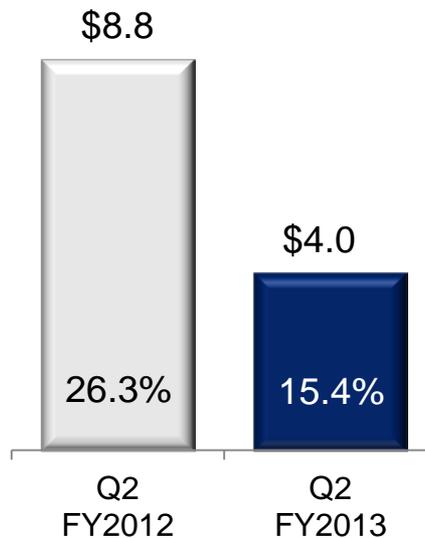
Sales

(in millions)

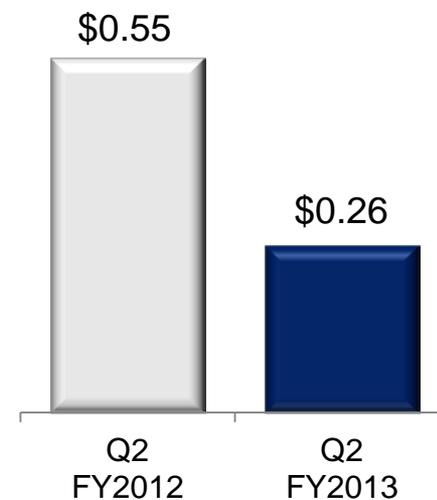


EBITDA* and Margin

(\$ in millions)



EPS



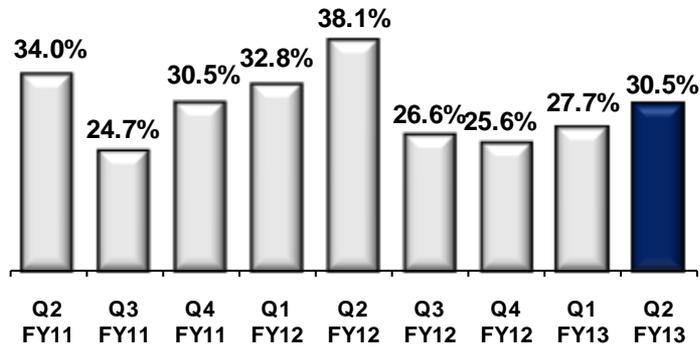
**See supplemental slide for EBITDA reconciliation and other important disclaimers regarding Graham's use of EBITDA*



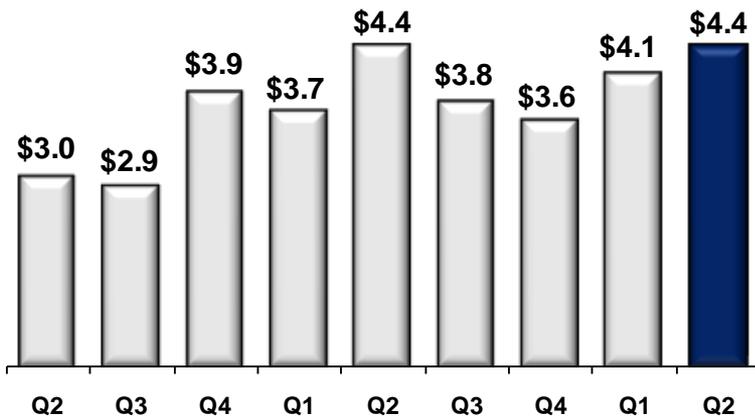


Operational Review: Q2 FY2013

Gross Margin

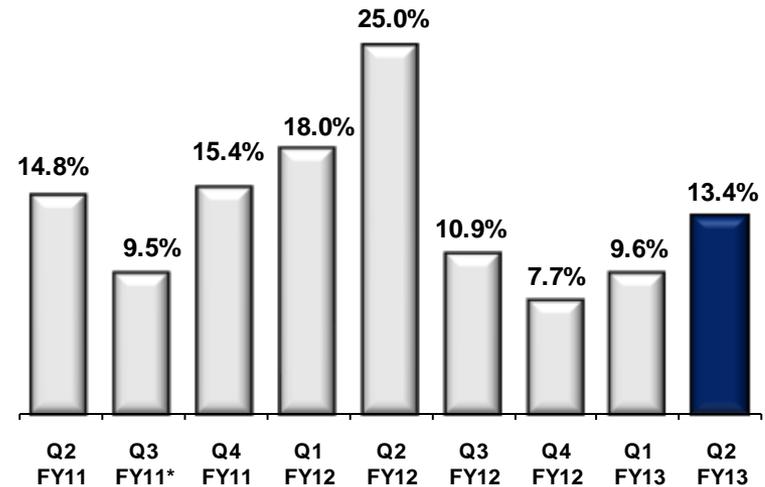


SG&A (in millions)



Period	% of Sales
Q2 FY11	19.2%
Q3 FY11	15.2%
Q4 FY11	15.0%
Q1 FY12	14.8%
Q2 FY12	13.1%
Q3 FY12	15.7%
Q4 FY12	17.9%
Q1 FY13	18.1%
Q2 FY13	17.1%

Operating Margin



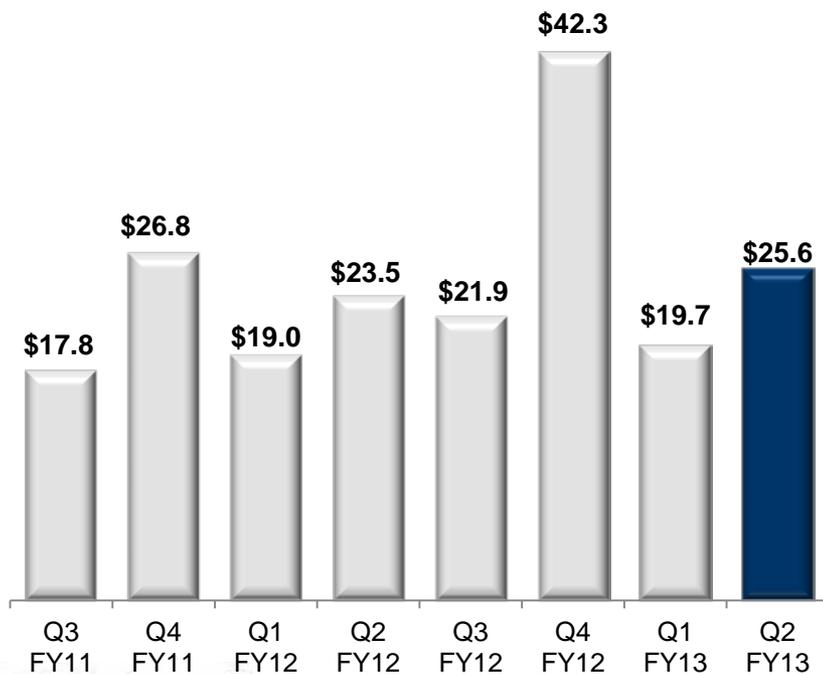
* Excludes \$0.7 million in transaction costs related to the acquisition of Energy Steel on December 14, 2010.



Orders Indicate Still Early in Recovery

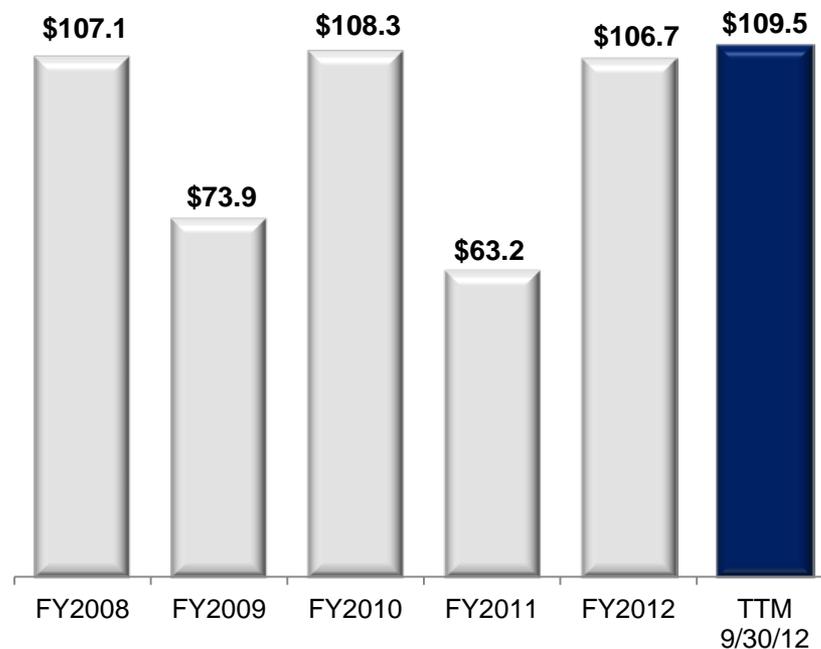
Quarterly Trends

(in millions)



Annual Trends

(in millions)



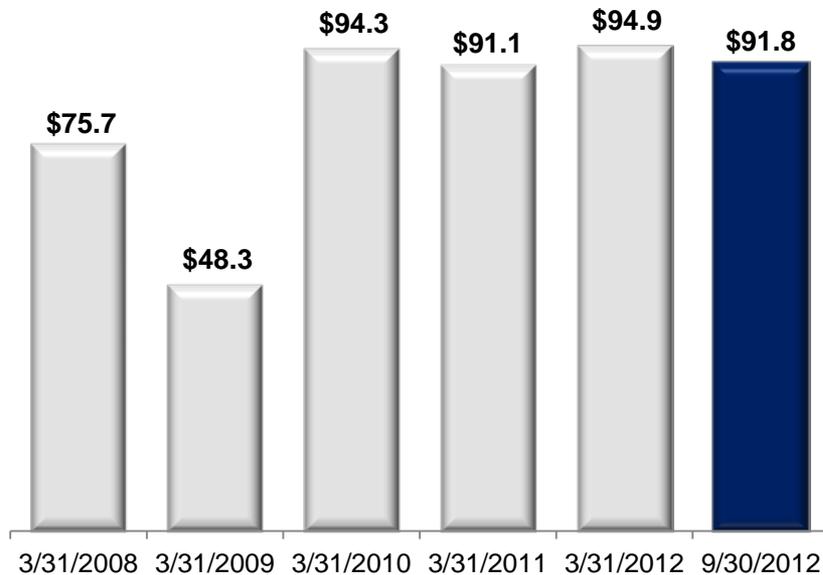
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Backlog Level Remains Steady

(in millions)



- Chippy order pattern delays backlog expansion
- Expect 75% to 85% to convert to sales within next 12 months
- Approximately 1/3 of backlog related to nuclear power and U.S. Navy projects





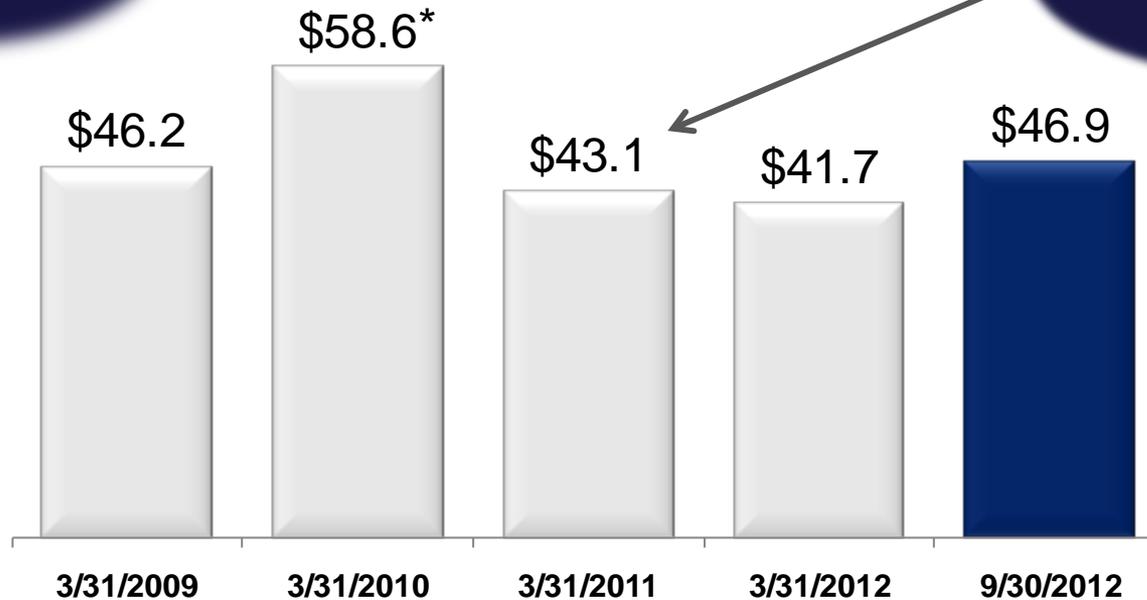
Strong Cash Position

Cash, Cash Equivalents, and Investments

(in millions)

No bank debt at
9/30/12

Energy Steel:
\$18 million all-cash
acquisition
FY2011



Cash available for acquisitions and organic growth

* Excludes \$16 million in unusually high upfront and near-term customer advances utilized to lock in raw material costs

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First Half FY2013 Financial Highlights



(\$ in millions)

Sales



Gross Profit and Margin



EBITDA* and Margin



Cash Flow from Operations



*See supplemental slide for EBITDA reconciliation and other important disclaimers regarding Graham's use of EBITDA

James R. Lines

President & Chief Executive Officer



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Outlook: FY 2013 and Beyond

Fiscal 2013 Guidance:*

- Revenue \$105 million - \$115 million
- Gross margin 29% - 31%
- SG&A 16% - 17% of sales
- Effective tax rate 33% - 35%

Next “Top of Cycle” Target: Exceed \$200 million in revenue

** Guidance provided as of October 26, 2012*





Plans for Executing Growth

- FY2013: expecting growth in orders for FY2014 and beyond
 - Making investments to develop internal capacity
 - *Expecting strong wave of new work once recovery is well underway*
 - *Be “at the ready” to capture greater share and expand more rapidly than last cycle*
- Advance market share in oil refining and petrochemical markets
 - Gain share in Asia and South America
 - Maintain strong position in Middle East
 - Continue to dominate North American market
- Continue to broaden reach in global nuclear power market
- Further advance Naval Nuclear Propulsion Program sales channel
- Build acquisition pipeline
- Maintain patience and discipline with timing on order wins



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EBITDA Reconciliation

(in thousands)

	Three Months Ended		Six Months Ended	
	September 30,		September 30,	
	2012	2011	2012	2011
Net income	\$2,615	\$5,468	\$4,005	\$8,484
+Net interest expense	(384)	170	(315)	169
+Income taxes	1,246	2,766	1,939	4,247
+Depreciation & amortization	520	424	1,040	935
EBITDA	\$3,997	\$8,828	\$6,669	\$13,835
EBITDA Margin %	15.4%	26.3%	13.8%	23.6%

* EBITDA is defined as consolidated net income before acquisition related expenses, interest expense, income taxes, and depreciation and amortization. EBITDA is not a measure determined in accordance with generally accepted accounting principles in the United States, commonly known as GAAP. Nevertheless,

Graham believes that providing non-GAAP information such as EBITDA is important for investors and other readers of Graham's financial statements, as it is used as an analytical indicator by Graham's management. Because EBITDA is a non-GAAP measure and is thus susceptible to varying calculations, EBITDA, as presented, may not be directly comparable to other similarly titled measures used by other companies.