



ITT

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ITT Inc.
KeyBanc Industrials & Basic Materials Conference
May 31th, 2018

Safe Harbor

This presentation contains “forward-looking statements” intended to qualify for the safe harbor from liability established by the Private Securities Litigation Reform Act of 1995. These forward-looking statements are not historical facts, but rather are based on current expectations, estimates, assumptions and projections about our business, future financial results and the industry in which we operate, and other legal, regulatory and economic developments. These forward-looking statements include, but are not limited to, future strategic plans and other statements that describe the company’s business strategy, outlook, objectives, plans, intentions or goals, and any discussion of future events and future operating or financial performance.

We use words such as “anticipate,” “estimate,” “expect,” “project,” “intend,” “plan,” “believe,” “target,” “future,” “may,” “will,” “could,” “should,” “potential,” “continue,” “guidance” and other similar expressions to identify such forward-looking statements. Forward-looking statements are uncertain and to some extent unpredictable, and involve known and unknown risks, uncertainties and other important factors that could cause actual results to differ materially from those expressed or implied in, or reasonably inferred from, such forward-looking statements.

Where in any forward-looking statement we express an expectation or belief as to future results or events, such expectation or belief is based on current plans and expectations of our management, expressed in good faith and believed to have a reasonable basis. However, there can be no assurance that the expectation or belief will occur or that anticipated results will be achieved or accomplished. More information on factors that could cause actual results or events to differ materially from those anticipated is included in the Risk Factors section of the Company's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and other documents filed from time to time with the Securities and Exchange Commission.

The forward-looking statements included in this presentation speak only as of the date hereof. We undertake no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise.



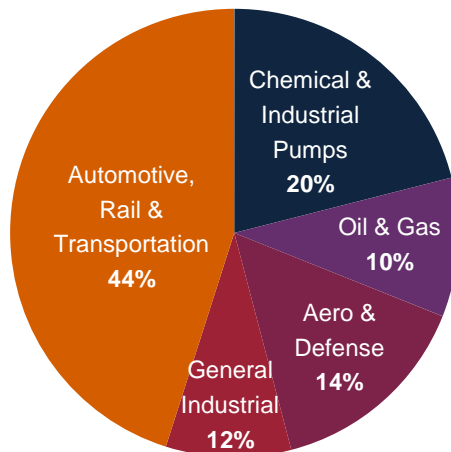
ITT: Engineered for Growth

ITT is a diversified leading manufacturer of **highly engineered critical components and customized technology solutions** for the transportation, industrial, and oil & gas markets

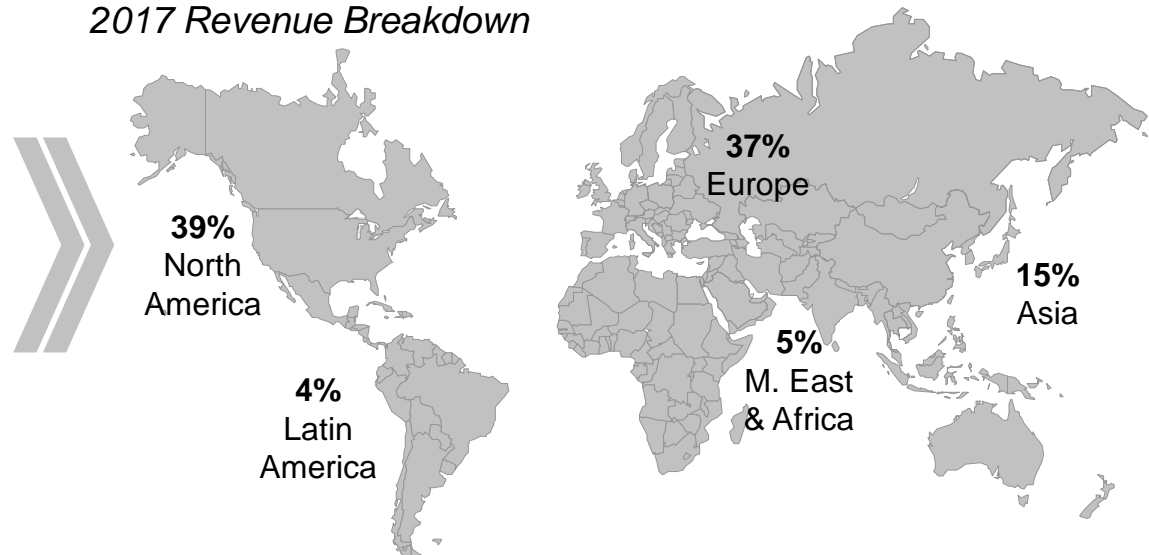
Strong Foundation

- ✓ Highly engineered, customized products & services
- ✓ Leading positions in attractive end markets
- ✓ Balanced geographies & cycles
- ✓ Longstanding brands and operating history
- ✓ Maintaining a healthy, high-performing culture

Portfolio Strength & Balanced Diversification



2017 Revenue Breakdown



All Results are Unaudited

For non-GAAP reconciliations of adjusted results, refer to appendix and www.itt.com/investors.

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2018 Strategic Recap



Execution

- Driving World-Class Operational Capabilities Across ITT
 - Expanding LEAN to More Facilities Across All 3 Segments
 - Supply Chain and Working Capital Rationalization
- ~\$25M New Restructuring & Realignment Actions



Innovation

- Align with Customer & Macro Trends
- New Technologies & Geographic Expansion
- Disruptive Technology Initiative



Growth

- Global Market Share Gains from Execution
- Capitalize on Stabilizing Global Markets
- Focused Growth in Targeted Niche Markets



Cap Deployment

- Focused Strategic Investments
 - Global Friction Expansion to Meet Awarded Customer Volumes
- Returns to Shareholders
 - \$50M of Share Repurchases in Q1
 - +5% Quarterly Dividend Increase
 - 6th Consecutive Year of Dividend Increase

+14% to +22%
Adjusted EPS Growth*

+4% of Sales Invested
in R&D*

+5% to +8%
Total Sales Growth*

+4% of Sales Invested
in CapEx*



* As Presented in our Q1 Earnings Guidance

Strategic Focus Areas & Capital Deployment

Acquisition Principles

Focused on Strategic Fit with Differentiated Technology in Key End Markets

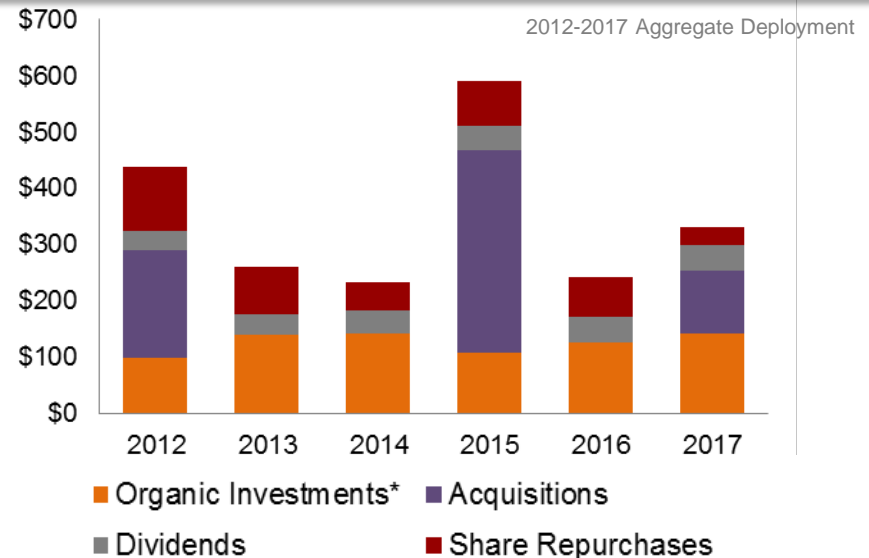
- ◆ Core Growth End Market Focus
- ◆ Strong Cultural Fit
- ◆ Meet Financial Criteria
- ◆ Maintain Investment Grade Ratings
- ◆ Target Areas: Material Science, Rail, Aerospace, Flow, Energy Absorption

Balanced Deployment Track Record

~\$700M
in acquisitions

~\$700M
in repurchases and dividends

~\$800M
in organic investments



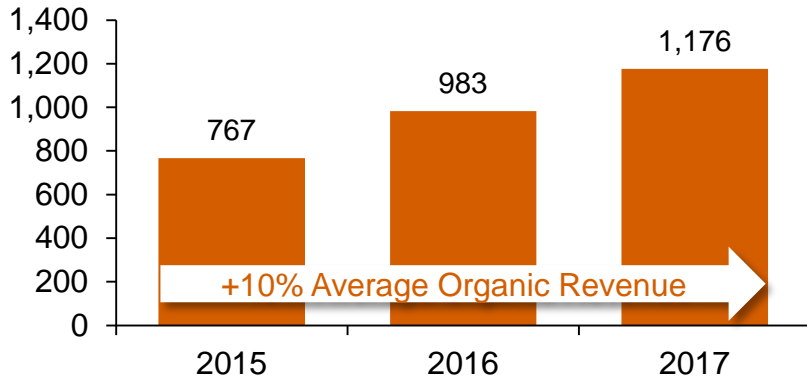
*Includes Both Capital Expenditures & Strategic Investments



Motion Technologies

Revenue

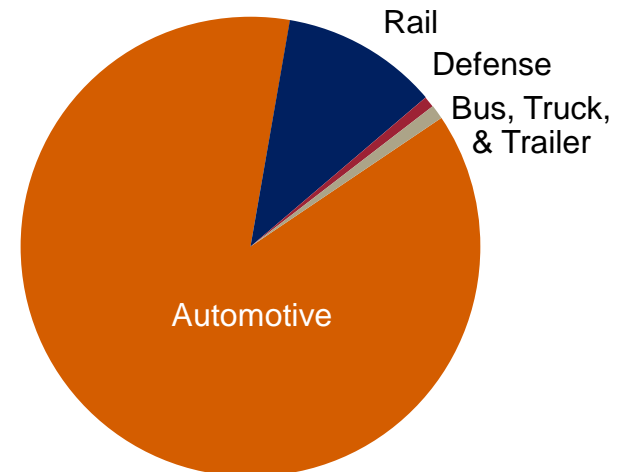
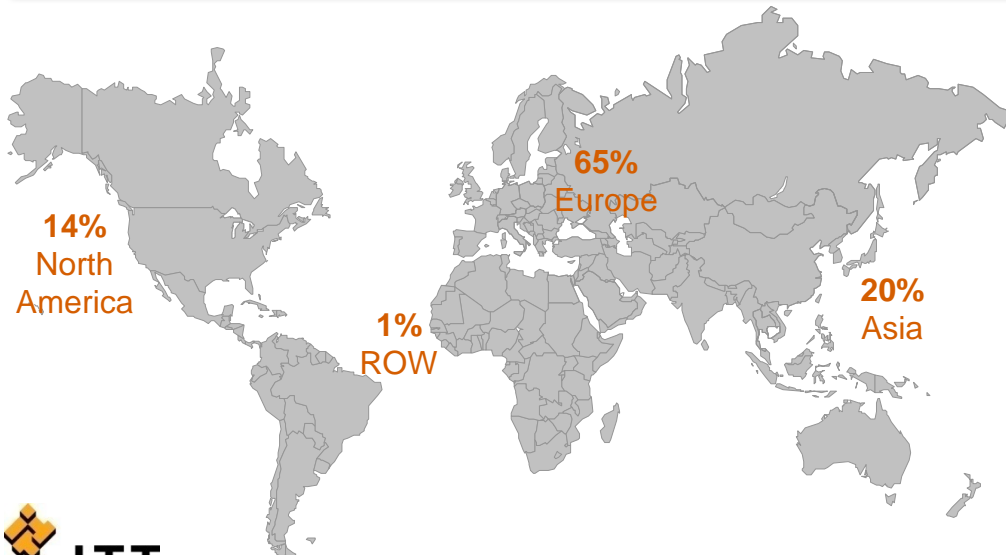
\$ Millions



Long-Term Growth Drivers

- ◆ Growing Global Transportation Powerhouse
 - Significant Long-Term Global Growth Drivers
 - Long-Term Platform Visibility
- ◆ Differentiated World-Class Manufacturing & R&D
- ◆ ITT Smart Pad - A Revolutionary Sensor-Enabled Active Braking Technology
- ◆ Diversification Through M&A: Wolverine (Material Science) & Axtone (Rail)

2017 Revenue Breakdown



All Results are Unaudited

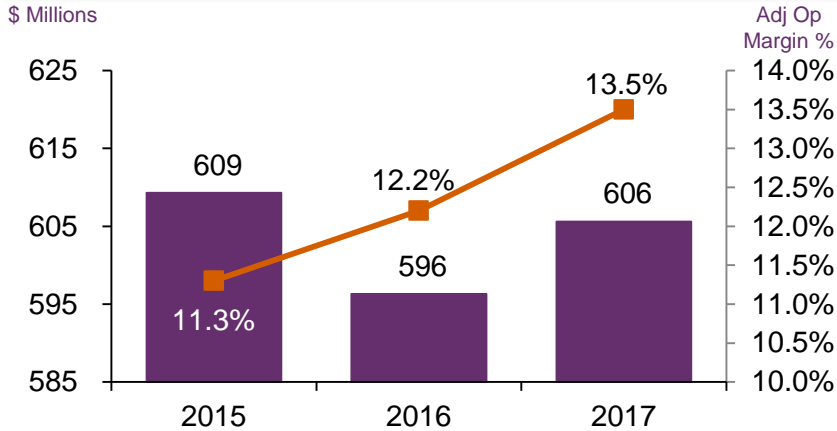
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Connect & Control Technologies

Revenue

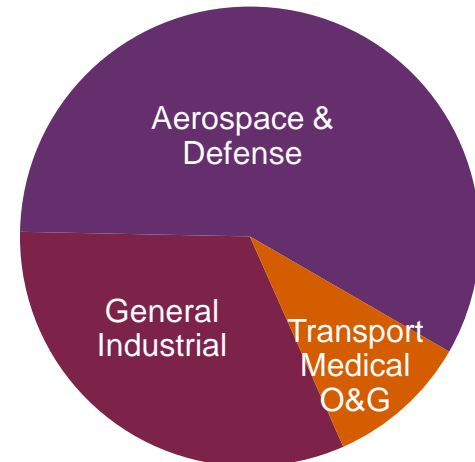
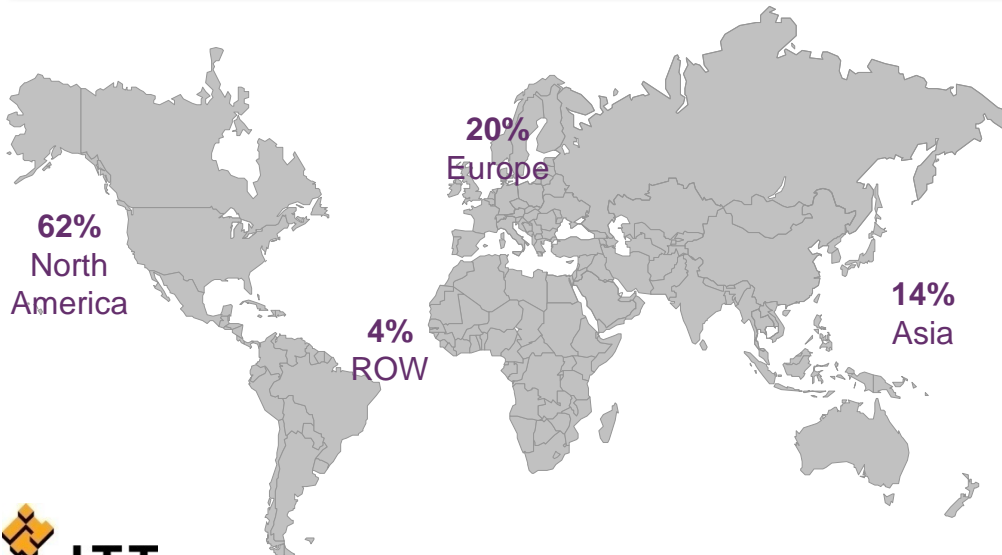


Long-Term Growth Drivers

- ◆ ~60% Aerospace & Defense
 - Expand Rotorcraft, Composite & Aftermarket Portfolio
 - Leverage Scale at Manufacturing Centers of Excellence
- ◆ ~40% Gen Industrial, Transportation, Medical, O&G
 - Enhanced Product Offerings, Including Medical, Electric Vehicle and O&G Connectors
- ◆ Driving Triple-Digit Margin Expansion in 2018

2017 Revenue Breakdown

Based on 2017 Revenue Data



All Results are Unaudited

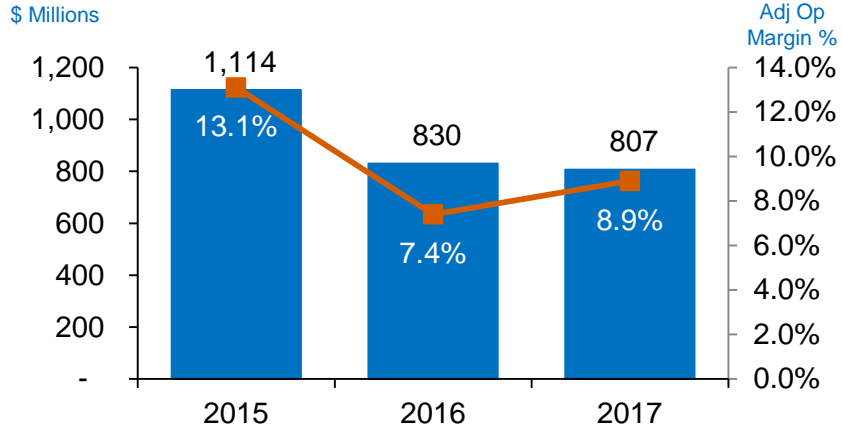
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Industrial Process

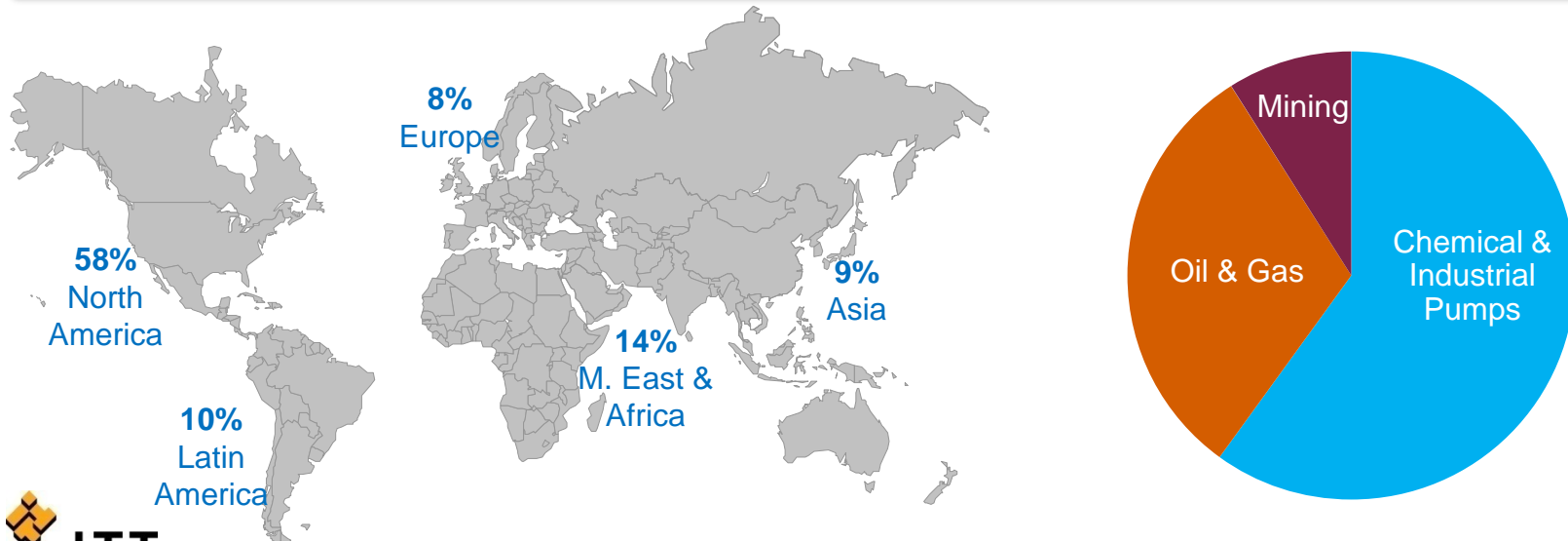
Revenue



Long-Term Growth Drivers

- ◆ Strong Goolds Pumps Brand & Reputation
- ◆ Leader in North American Chemical & GI Markets
- ◆ Innovative Equipment Monitoring Technologies
- ◆ >40% Aftermarket Revenues
- ◆ Driving Global Execution
 - Targeting Triple-Digit Margin Expansion in 2018

2017 Revenue Breakdown



All Results are Unaudited

For non-GAAP reconciliations of adjusted results, refer to appendix and www.itt.com/investors.

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Appendix

Q1 2018 ITT Results

Continuing Operations (unaudited)

\$ millions, except per share amounts

	Q1 2018	vs. 2017
Total Orders	\$761	+14%
Total Revenue	\$689	+10%
Adjusted Segment Operating Income	\$103	+22%
Adjusted Operating Income	\$92	+16%
Adjusted EPS	\$0.77	+20%

+4% Organic Orders

- ▲ +8% Organic Orders, Excluding \$26M PY O&G Order
- ▲ +5% Auto Friction Due to Global OEM Strength, Partially Offset by Aftermarket Phasing
- ▲ +9% CCT Orders From Strong Aerospace Components & Connectors and Oil & Gas Connectors
- ▼ (-17%) Pump Projects; +44% Ex Large PY O&G Project on Petrochemical, Mining & Industrial Demand Strength

+2% Organic Revenue

- ▲ +5% Transportation on Solid Growth in Rail & Aero and +9.5% OEM Friction
- ▲ +4% Industrial Due to +25% Pulp & Paper & 15% Mining
- ▼ (-10%) Oil & Gas Due to Projects



+22% Adjusted Segment Op Income

- ▲ Higher Motion Technologies Volume
- ▲ Net Operating Productivity, Including Restructuring Benefits
- ▲ Operational Improvements at Wolverine
- ▲ Favorable FX, Partially Offset by Higher Commodity Costs
 - (-\$5M) Growth Investments, Primarily MT NA Facility & ITT Smart Pad

+20% Adjusted EPS

- ▲ Strong Segment Execution
- ▼ Higher Environmental & Corporate Costs
- ▲ \$0.03 Tax Favorability (23.8%) vs PY (26.5%), Primarily Due to Italian Rate Reduction Actions

All Results are Unaudited

For non-GAAP reconciliations of adjusted results, refer to reconciliation slides in this appendix and www.itt.com/investors.

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Q1 2018 ITT Adj Segment Performance

	Industrial Process	Motion Technologies	Connect & Control Technologies	Total Segments
Q1 2018 Total Revenue vs PY	2.0%	19.1%	3.0%	10.1%
FX	-2.2%	-12.8%	-2.6%	-7.1%
Acquisition/Disposition	0.0%	-1.9%	0.0%	-0.9%
Q1 2018 Organic Revenue vs PY	(-0.2%)	4.4%	0.4%	2.1%
<hr/>				
Q1 2017 Adjusted Operating Margin	5.8%	19.5%	11.9%	13.6%
Volume, Mix, Productivity & Other	3.4%	-0.5%	3.1%	1.6%
Growth Investments	-0.5%	-1.0%	-0.3%	-0.7%
Acquisition/Disposition	0.0%	-0.4%	0.0%	-0.1%
FX	0.3%	0.8%	0.1%	0.6%
Q1 2018 Adjusted Operating Margin	9.0%	18.4%	14.8%	15.0%



Key Performance Indicators & Non-GAAP Measures

Management reviews a variety of key performance indicators including revenue, segment operating income and margins, earnings per share, order growth, adjusted free cash flow, and backlog, some of which are non-GAAP. In addition, we consider certain measures to be useful to management and investors when evaluating our operating performance for the periods presented. These measures provide a tool for evaluating our ongoing operations and management of assets from period to period. This information can assist investors in assessing our financial performance and measures our ability to generate capital for deployment among competing strategic alternatives and initiatives, including, but not limited to, acquisitions, dividends and share repurchases. These metrics, however, are not measures of financial performance under accounting principles generally accepted in the United States of America (GAAP) and should not be considered a substitute for measures determined in accordance with GAAP. We consider the following non-GAAP measures, which may not be comparable to similarly titled measures reported by other companies, to be key performance indicators for purposes of our reconciliation tables.

Organic Revenues and **Organic Orders** are defined as revenues and orders, excluding the impacts of foreign currency fluctuations, acquisitions and divestitures. Divestitures include sales of portions of our business that did not meet the criteria for presentation as a discontinued operation. The period-over-period change resulting from foreign currency fluctuations is estimated using a fixed exchange rate for both the current and prior periods. Management believes that reporting organic revenue and organic orders provides useful information to investors by helping identify underlying trends in our business and facilitating easier comparisons of our revenue performance with prior and future periods and to our peers.

Adjusted Operating Income, Adjusted Segment Operating Income and Adjusted Segment Operating Margin are defined as total operating income and segment operating income, adjusted to exclude special items that include, but are not limited to, asbestos-related costs, restructuring costs, realignment costs, certain acquisitions-related expenses, and unusual or infrequent operating items. Special items represent significant charges or credits that impact the current results, which management views as unrelated to the Company's ongoing operations and performance. Adjusted segment operating margin is defined as adjusted segment operating income divided by total revenue. We believe that adjusted segment operating income is useful to investors and other users of our financial statements in evaluating ongoing operating profitability, as well as in evaluating operating performance in relation to our competitors.

Adjusted Income from Continuing Operations, Adjusted EPS and Adjusted EPS Guidance are defined as income from continuing operations attributable to ITT Inc. and income from continuing operations attributable to ITT Inc. per diluted share, adjusted to exclude special items that include, but are not limited to, asbestos-related costs, restructuring costs, realignment costs, pension settlement and other curtailment costs, certain acquisition-related expenses, income tax settlements or adjustments, and unusual and infrequent non-operating items. Special items represent significant charges or credits, on an after-tax basis, that impact current results, which management views as unrelated to the Company's ongoing operations and performance. The after-tax basis of each special item is determined using the jurisdictional tax rate of where the expense or benefit occurred. We believe that adjusted income from continuing operations is useful to investors and other users of our financial statements in evaluating ongoing operating profitability, as well as in evaluating operating performance in relation to our competitors.

Adjusted Free Cash Flow is defined as net cash provided by operating activities less capital expenditures, adjusted for cash payments for restructuring costs, realignment actions, net asbestos cash flows and other significant items that impact current results which management views as unrelated to the Company's ongoing operations and performance. Due to other financial obligations and commitments, including asbestos, the entire free cash flow may not be available for discretionary purposes. We believe that adjusted free cash flow provides useful information to investors as it provides insight into the primary cash flow metric used by management to monitor and evaluate cash flows generated by our operations.



ITT Inc. Non-GAAP Reconciliation
Reported vs. Organic Revenue / Order Growth
First Quarter 2018 & 2017
(In Millions)

	(As Reported - GAAP)				(As Adjusted - Organic)				
	(A)	(B)	(C)		(D)	(E)	(F) = A-D-E	(G) =C-D-E	(H) = G / B
	3M 2018	3M 2017	Change 2018 vs. 2017	% Change 2018 vs. 2017	Acquisition / Divestitures 3M 2018	FX Impact 3M 2018	Revenue / Orders 3M 2018	Change Adj. 2018 vs. 2017	% Change Adj. 2018 vs. 2017
Revenue									
ITT Inc.	689.3	625.8	63.5	10.1%	5.5	44.7	639.1	13.3	2.1%
Industrial Process	189.8	186.1	3.7	2.0%	-	4.0	185.8	(0.3)	(0.2%)
Motion Technologies	342.2	287.3	54.9	19.1%	5.5	36.7	300.0	12.7	4.4%
Connect & Control Technologies	157.9	153.3	4.6	3.0%	-	4.0	153.9	0.6	0.4%
Orders									
Total Segment Orders	761.2	670.6	90.6	13.5%	17.7	45.9	697.6	27.0	4.0%
Industrial Process	210.1	221.8	(11.7)	(5.3%)	-	4.5	205.6	(16.2)	(7.3%)
Motion Technologies	369.9	287.2	82.7	28.8%	17.7	37.1	315.1	27.9	9.7%
Connect & Control Technologies	181.8	162.4	19.4	11.9%	-	4.2	177.6	15.2	9.4%

Note: Excludes intercompany eliminations
Immaterial differences due to rounding



ITT Inc. Non-GAAP Reconciliation
Reported vs Adjusted Segment Operating Income & Operating Margin
First Quarter 2018 & 2017
(In Millions)

	3M 2018	3M 2018	3M 2018	3M 2017*	3M 2017	3M 2017	% Change	% Change
	As Reported	Special Items	As Adjusted	As Reported	Special Items	As Adjusted	As Reported	As Adjusted
							2018 vs. 2017	2018 vs. 2017
Revenue:								
Industrial Process	189.8		189.8	186.1		186.1	2.0%	2.0%
Motion Technologies	342.2		342.2	287.3		287.3	19.1%	19.1%
Connect & Control Technologies	157.9		157.9	153.3		153.3	3.0%	3.0%
Intersegment eliminations	(0.6)		(0.6)	(0.9)		(0.9)		
Total Revenue	<u>689.3</u>		<u>689.3</u>	<u>625.8</u>		<u>625.8</u>	<u>10.1%</u>	<u>10.1%</u>
Operating Margin:								
Industrial Process	8.9%	10 BP	9.0%	4.4%	140 BP	5.8%	450 BP	320 BP
Motion Technologies	18.1%	30 BP	18.4%	19.1%	40 BP	19.5%	(100) BP	(110) BP
Connect & Control Technologies	14.6%	20 BP	14.8%	10.9%	100 BP	11.9%	370 BP	290 BP
Total Operating Segments	<u>14.8%</u>	<u>20 BP</u>	<u>15.0%</u>	<u>12.8%</u>	<u>80 BP</u>	<u>13.6%</u>	<u>200 BP</u>	<u>140 BP</u>
Income (loss):								
Industrial Process	16.9	0.1	17.0	8.1	2.7	10.8	108.6%	57.4%
Motion Technologies	61.9	1.0	62.9	55.0	0.9	55.9	12.5%	12.5%
Connect & Control Technologies	23.0	0.4	23.4	16.7	1.6	18.3	37.7%	27.9%
Total Segment Operating Income	<u>101.8</u>	<u>1.5</u>	<u>103.3</u>	<u>79.8</u>	<u>5.2</u>	<u>85.0</u>	<u>27.6%</u>	<u>21.5%</u>

Note: Immaterial differences due to rounding.

Special items include, but are not limited to, restructuring and realignment costs, certain asset impairment charges, acquisition-related expenses, and other unusual or infrequent operating items.

*2017 As Reported Operating Income was adjusted to reflect the adoption of ASU 2017-07 which amends the Statement of Operations presentation for the components of net periodic benefit cost for entities that sponsor defined benefit pension and other postretirement plans.

The 2017 adjustments to Segment Operating Income in the 2017 As Reported column were as follows:

Industrial Process	0.8
Motion Technologies	0.1
Connect & Control Technologies	0.4
Total Segment Operating Income	<u>1.3</u>



ITT Inc. Non-GAAP Reconciliation
Reported vs. Adjusted Income from Continuing Operations & Adjusted EPS
First Quarter 2018 & 2017
(In Millions, except per share amounts)

	Q1 2018 As Reported	Non-GAAP Adjustments	Q1 2018 As Adjusted	Q1 2017 As Previously Reported	ASU 2017-07 Adjustments (1)	Non-GAAP Adjustments	Q1 2017 As Adjusted	2018 vs. 2017 As Adjusted	Percent Change 2018 vs. 2017 As Adjusted
Segment Operating Income	101.8	1.5 #A	103.3	78.5	1.3	5.2 #A	85.0		
Corporate (Expense)	8.8	(19.9) #B	(11.1)	(22.9)	0.1	17.6 #B	(5.2)		
Operating Income	<u>110.6</u>	<u>(18.4)</u>	<u>92.2</u>	<u>55.6</u>	<u>1.4</u>	<u>22.8</u>	<u>79.8</u>		
Interest Income (Expense)	(0.7)	-	(0.7)	(0.4)	-	-	(0.4)		
Other Income (Expense)	(1.1)	-	(1.1)	(0.4)	(1.4)	-	(1.8)		
Income from Continuing Operations before Tax	<u>108.8</u>	<u>(18.4)</u>	<u>90.4</u>	<u>54.8</u>	<u>-</u>	<u>22.8</u>	<u>77.6</u>		
Income Tax (Expense)	(7.6)	(13.9) #C	(21.5)	(9.1)	-	(11.5) #C	(20.6)		
(Loss) income from Continuing Operations	<u>101.2</u>	<u>(32.3)</u>	<u>68.9</u>	<u>45.7</u>	<u>-</u>	<u>11.3</u>	<u>57.0</u>		
Less: Non Controlling Interest	0.1	-	0.1	(0.4)	-	-	(0.4)		
(Loss) income from Continuing Operations - ITT Inc.	<u>101.1</u>	<u>(32.3)</u>	<u>68.8</u>	<u>46.1</u>	<u>-</u>	<u>11.3</u>	<u>57.4</u>		
EPS from Continuing Operations	<u>1.14</u>	<u>(0.37)</u>	<u>0.77</u>	<u>0.52</u>	<u>-</u>	<u>0.12</u>	<u>0.64</u>	<u>0.13</u>	20.3%

Note: Amounts may not calculate due to rounding.

#A - 2018 includes restructuring costs (\$0.9M) and acquisition related costs (\$0.6M).

#A - 2017 includes restructuring and realignment costs (\$4.5M) and acquisition related costs of (\$0.7M).

#B - 2018 includes asbestos related benefit of (\$19.7M) and certain income associated primarily with the sale of excess property (\$0.2M).

Note: (\$19.7M) net asbestos related benefit includes a favorable settlement agreement (\$32.1M) offset by asbestos related expense to maintain 10 year accrual (\$12.4M).

#B - 2017 includes restructuring costs (\$0.6M), certain costs associated primarily with sale of excess property (\$2.1M), asbestos related expense (\$14.9M).

#C - 2018 includes various tax-related special items including tax benefit for valuation allowance change (\$22.1M), tax expense for tax law changes (\$0.5M), tax expense on future distribution of foreign earnings (\$3.7M), and the tax impact of other operating special items.

#C - 2017 includes various tax-related special items including tax benefit on excess stock based compensation of (\$1.1M), tax benefit for tax rate changes (\$1.3M), and the tax impact of other operating special items.

(1) The adjustments in March 2017 reflect the adoption of ASU 2017-07 which amends the Statement of Operations presentation for the components of net periodic benefit cost for entities that sponsor defined benefit pension and other postretirement plans.



ITT Inc. Non-GAAP Reconciliation
Net Cash - Operating Activities vs. Adjusted Free Cash Flow Conversion
First Quarter 2018 & 2017
(In Millions)

	<u>3M 2018</u>	<u>3M 2017</u>
Net Cash - Operating Activities *	42.4	26.9
Capital expenditures	28.7	36.7
Free Cash Flow	<u>13.7</u>	<u>(9.8)</u>
Insurance settlement agreement	(19.0)	-
Asbestos cash payments, net	12.8	13.0
Restructuring cash payments	2.4	5.4
Realignment-related cash (receipt) payments	(0.2)	4.5
Adjusted Free Cash Flow	<u>9.7</u>	<u>13.1</u>
Income from Continuing Operations - ITT Inc.	101.1	46.1
Special Items, net of tax	(32.3)	11.3
Income from Continuing Operations - ITT Inc., Excluding Special Items	<u>68.8</u>	<u>57.4</u>
Adjusted Free Cash Flow Conversion	<u>14.1%</u>	<u>22.8%</u>

* 2017 revised to reflect the new standard ASU 2016-18 regarding presentation of the changes in restricted cash.



ITT Inc. Non-GAAP Reconciliation GAAP vs. Adjusted EPS Guidance Full Year 2018

	2018 Full-Year Guidance	
	Low	High
EPS from Continuing Operations - GAAP	\$ 3.05	\$ 3.26
Estimated Asbestos Related Costs, Net of Tax	0.19	0.19
	\$ 3.24	\$ 3.45
Estimated Gain on Sale of Excess Property, Net of Tax	(0.33)	(0.34)
Estimated Restructuring, Realignment and Other Costs, Net of Tax	0.22	0.22
Acquisition Related Costs, Net of Tax	0.03	0.03
Other Special Tax Items	(0.21)	(0.21)
EPS from Continuing Operations - Adjusted	\$ 2.95	\$ 3.15



ITT Inc. Non-GAAP Reconciliation
Adjusted Segment Operating Income & Operating Margin
Restated to Align with New Pension Presentation Requirements*
Quarterly Historical Data 2017
(In Millions)

	Q1	Q2	Q3	Q4	FY 2017
Restated Adjusted Segment Income (loss):					
Industrial Process	10.8	15.4	17.5	28.0	71.7
Motion Technologies	55.9	52.8	52.6	37.6	198.9
Connect & Control Technologies	18.3	21.1	21.2	20.9	81.5
Total Adjusted Segment Operating Income	85.0	89.3	91.3	86.5	352.1
Adjusted Segment Operating Margin:					
Industrial Process	5.8%	8.0%	8.9%	12.0%	8.9%
Motion Technologies	19.5%	18.2%	17.5%	12.6%	16.9%
Connect & Control Technologies	11.9%	14.1%	14.2%	13.6%	13.5%
Total Adjusted Operating Segments	13.6%	14.2%	14.2%	12.7%	13.6%

* The 2017 Adjusted Segment Income was restated as are required under the FASB issued ASU 2017-07 which amends the Statement of Operations presentation for the components of net periodic benefit cost for entities that sponsor defined benefit pension and other postretirement plans.

