



Creating a Leading Multi-Platform Global Enterprise

September 12, 2011

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Combination Rationale

Strong industrial logic; consistent with strategic vision

Accelerates Growth Strategy	<ul style="list-style-type: none">• Adds strong brands to Colfax portfolio• Transforms Colfax into multi-platform enterprise
Enhances Business Profile	<ul style="list-style-type: none">• Meaningful recurring revenue stream• Considerable exposure to emerging markets• Strong secular growth drivers• Balance between short and long cycle businesses
Provides Long-Term Value Creation Opportunities	<ul style="list-style-type: none">• Colfax Business System opportunity• Significantly expands acquisition runway• Go-to-market leverage
Financially Compelling	<ul style="list-style-type: none">• Significant earnings accretion*• Double-digit return on invested capital within three to five years*

* Note: This should not be taken as a statement regarding the Company's expectations for its earnings per share during the remainder of 2011, for 2012 or subsequent periods.



Key Transaction Terms

- **Total consideration: £1,528mm (approximately \$2,426mm)¹**

- 910p per share consideration

- **Form of consideration: certainty of cash plus upside from value creation**

- 730p in cash and 0.1241 shares Colfax stock per Charter share
 - “Mix & match” alternative available

- **Financing: designed to retain flexibility to continue existing and new initiatives without undue risk**

- \$2,100mm fully-underwritten credit facility (including \$300mm undrawn revolver)
 - \$805mm new equity from certain existing shareholders and BDT Capital Partners
 - \$480mm² issuance of shares to Charter shareholders

- **Timeline: Expected to close Q1 2012**

1. Based on Colfax share price as at September 9, 2011

2. Assumes foreign exchange rate of US\$1.5881/£



About Colfax

- Global leader in specialty fluid-handling solutions
- Diverse end markets with strong secular growth
- Global reach with leading brands
- Problem solvers for critical fluid-handling applications
- Balanced growth approach: acquisitions and organic
- Colfax Business System underpins performance
- Committed to becoming a multi-platform business

Selected product portfolio



2 & 3 Screw Pumps



Centrifugal Pumps



Progressive Cavity Pumps

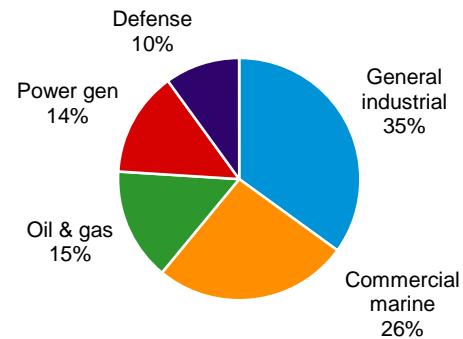


Specialty Valves /
Fluid Handling Systems

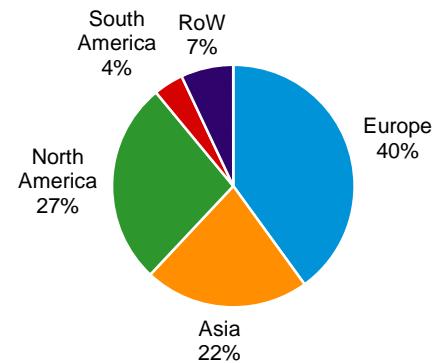


Precision Gear Pumps

End-markets (2010)



Geography (2010)

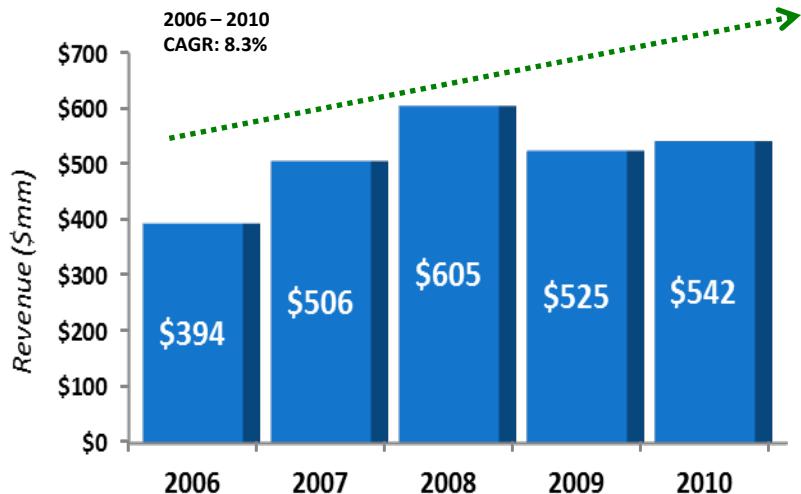


Delivering solutions for critical applications



Colfax Strong Performance Track Record

FINANCIAL MOMENTUM



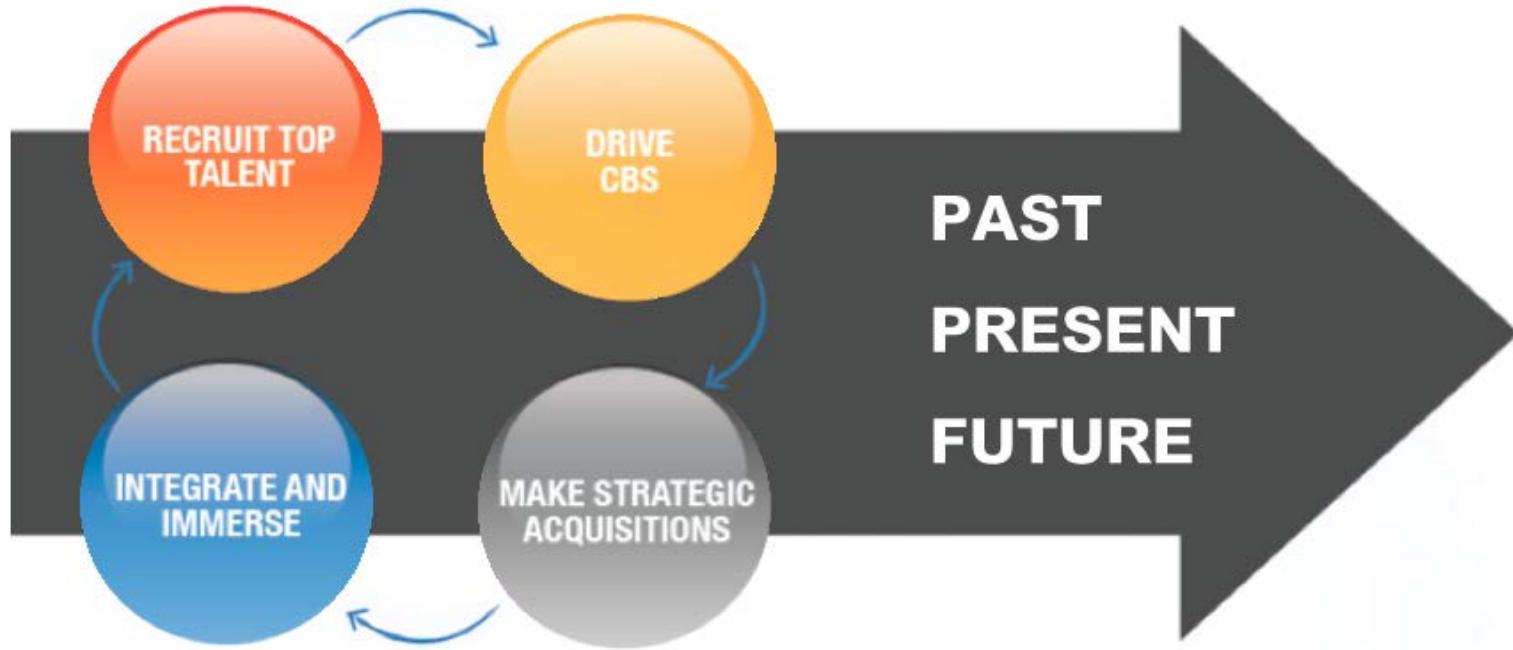
STOCK PRICE PERFORMANCE



Note: Source: Company Filings, Capital IQ

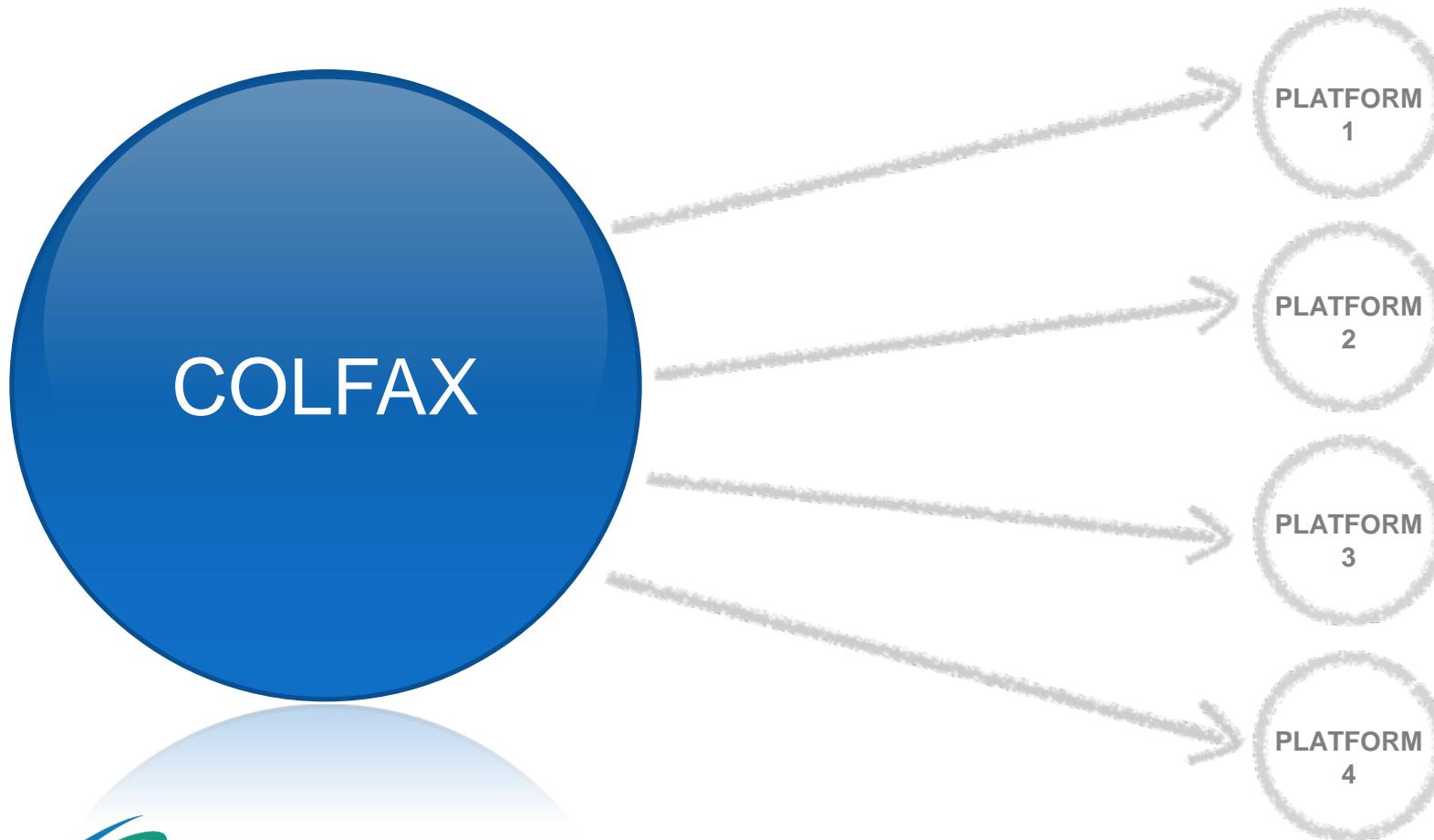
Our Model

Long-term growth driven by Colfax Business System (CBS) and world class team



Our Vision

Multi-platform business linked to strong secular trends

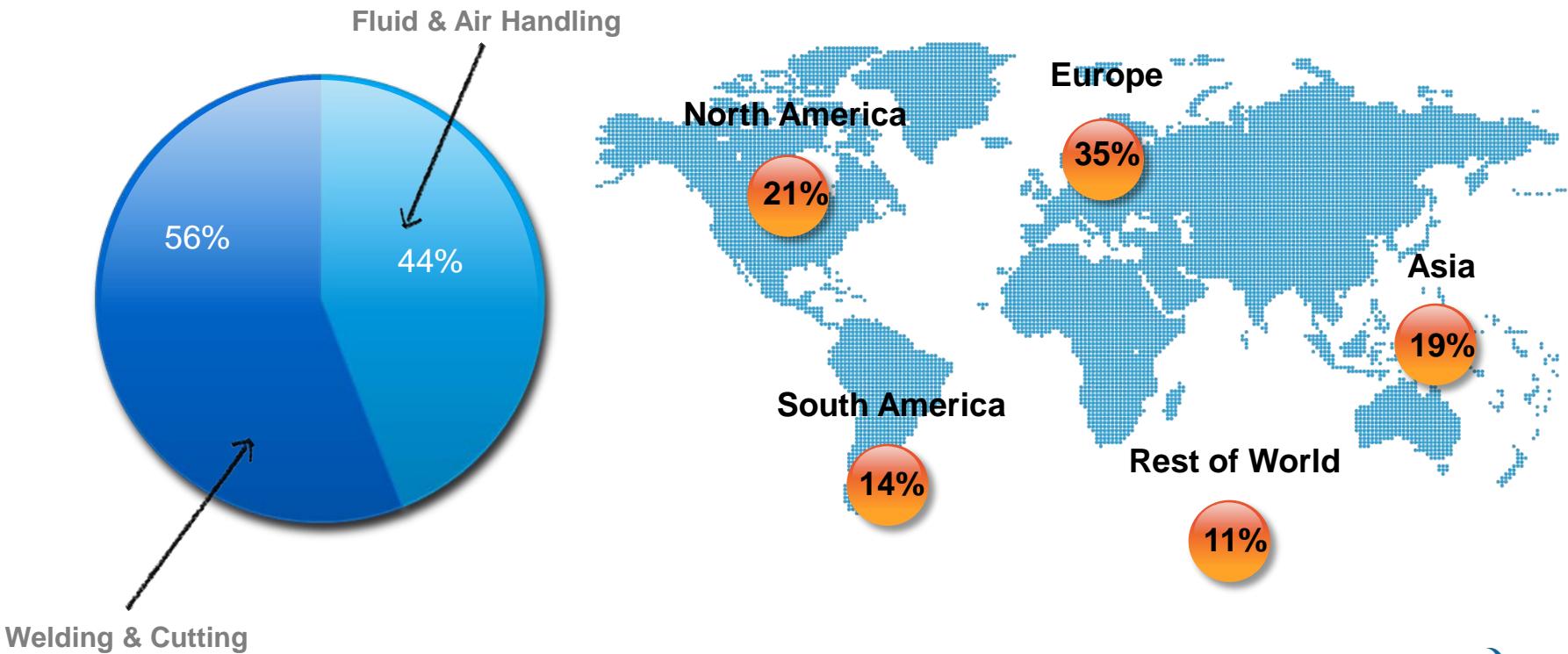


Accelerates Growth Strategy

Global footprint; balanced portfolio

Pro-Forma Revenues by Platform & Geography

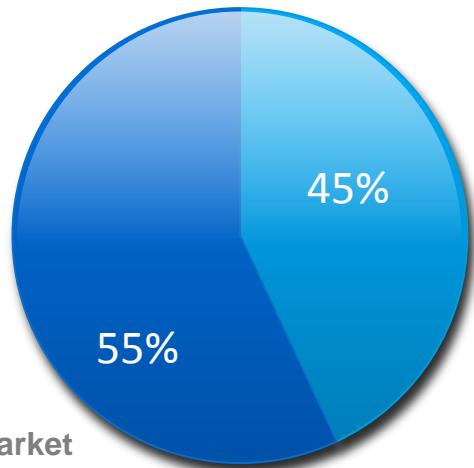
1H 2011 LTM Pro-Forma = \$3.5b



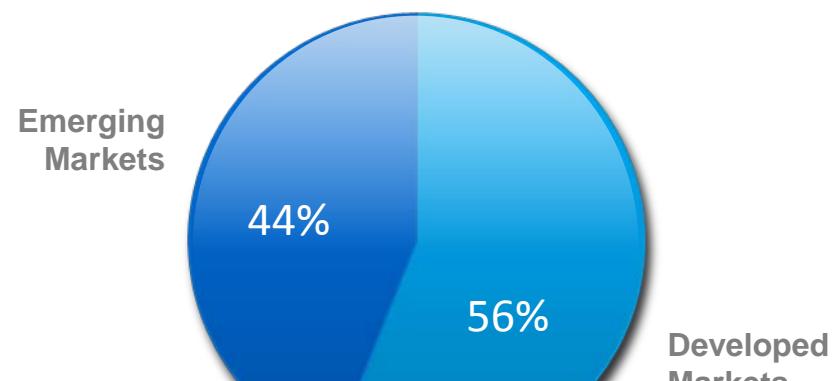
Enhances Business Profile

Attractive business mix; strong secular growth drivers

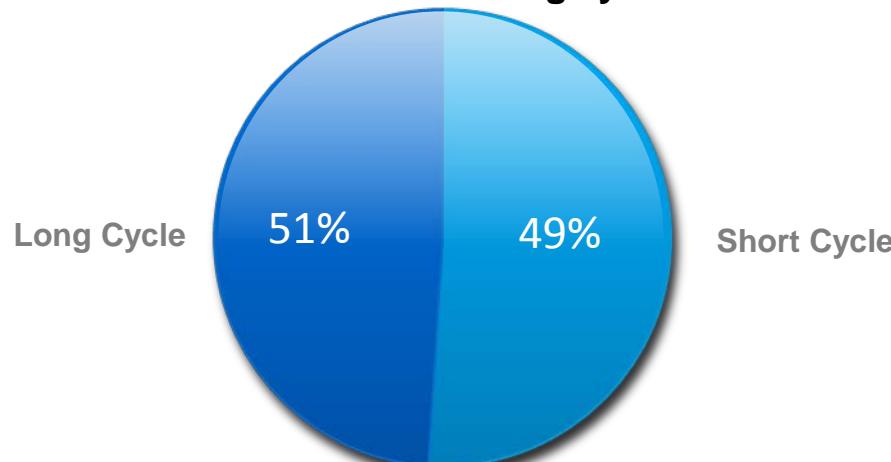
Meaningful recurring revenue stream



Considerable exposure to emerging markets



Balance between short and long cycle businesses



Provides Value Creation Opportunities

Numerous opportunities to strengthen both businesses.

- **Colfax Business System opportunity**

- Margin improvement
- Working capital reduction

- **Expanded acquisition runway**

- Geographic and product add-ons in Welding
- Complementary products and technologies in Air Handling

- **Go-to-market leverage**

- Cross-fertilize geographic strengths (China, Russia, India, Brazil, South Africa...)
- Expand product basket



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Appendix

Colfax Executive Team

Strong track records of significant shareholder value

Mitchell Rales <i>Chairman of the Board / Co-founder</i>	<ul style="list-style-type: none">• Co-founder of Danaher, a \$36bn diversified industrial company, and has served on the BoD since 1983• Co-founder and member on the BoD of Colfax since 1995 and engineered the Company's IPO in 2008• Helped create the Danaher Business System, on which the Colfax Business System is modelled, and has provided critical strategic guidance in the Company's growth
Clay Kiefaber <i>Chief Executive Officer</i>	<ul style="list-style-type: none">• Member of the Board since 2008 and former Chairman of the Compensation Committee• Led the transformation to policy deployment, lean and Six Sigma at Merillat Industries and the Masco Cabinet Group• Group President of Masco responsible for Behr Paint, Kilz Primer, Milgard Windows and the UK Window Group (Griffin, Cambrian, Duraflex)
Scott Brannan <i>Chief Financial Officer</i>	<ul style="list-style-type: none">• Served as a Director of Colfax from 2008 – 2010 before being named CFO in October 2010• Previously served for 12 years at Danaher in a variety of roles including Chief Accounting Officer, Controller and VP of Administration
Daniel Pryor <i>SVP of Strategy and Business Development</i>	<ul style="list-style-type: none">• Joined Colfax in December 2010 from Carlyle where he was a Partner and Managing Director focused on industrial leveraged buyouts• Previously, joined Danaher Corporation in 1994 and served in multiple senior positions including VP of Strategic Development where he led identification and initiation of corporate growth initiatives participating in acquisitions and technology investments representing over \$1 billion of revenues
Lynne Puckett <i>General Counsel and Secretary</i>	<ul style="list-style-type: none">• Joined Colfax in September 2010 from the law firm of Hogan Lovells where she was a Partner• Has represented Colfax on several acquisitions, including the recently announced acquisitions of the Baric Group• Previously worked for the U.S. Central Intelligence Agency, where she received the agency's Exceptional Performance Award in 1989
Steve Wittig <i>SVP of Colfax Business System & Supply Chain Strategy</i>	<ul style="list-style-type: none">• Joined Colfax in August 2011; previously a VP of Lean Manufacturing and Six Sigma for the Masco Cabinet Group• Prior to that he held a number of operations positions with Lear Corporation, Preferred Technical Group, Sumitomo Electric and United Technologies

