



MSA Safety

Sidoti & Company Emerging Growth Research Institutional Investor Forum

Stacy McMahan, Senior Vice President & Chief Financial Officer

Safe Harbor



Except for historical information, certain matters discussed in this document may be forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include, without limitation, all projections and anticipated levels of future performance. These forward looking statements involve risks, uncertainties and other factors that may cause our actual results to differ materially from those discussed herein. Actual results can be affected by any number of factors, many of which are outside of management's control. Among the factors that could cause such differences are economic conditions, spending patterns of government agencies, competitive pressures, product liability claims, the success of new product introductions, currency exchange rate fluctuations, the identification and successful integration of acquisitions and the risks of doing business in foreign countries. These risks, uncertainties and other factors are detailed from time to time in our filings with the United States Securities and Exchange Commission ("SEC"). You are strongly urged to review all such filings for a more detailed discussion of such risks and uncertainties. MSA's SEC filings are readily obtainable at no charge at <u>www.sec.gov</u> and on our investor relations website at <u>http://investors.msasafety.com</u>. MSA undertakes no duty to publicly update any forward looking statements contained herein, except as required by law.

Non-GAAP Statements

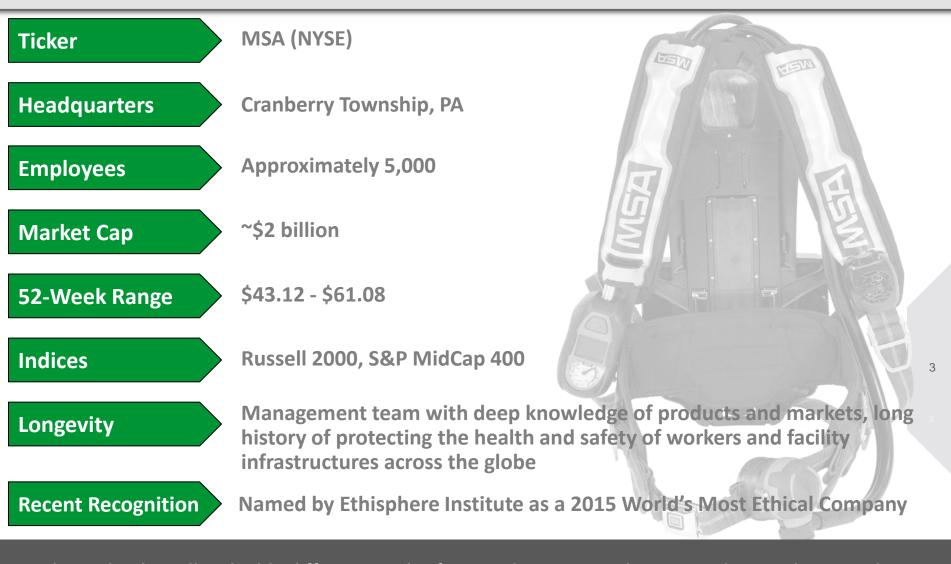
This presentation includes certain non-GAAP financial measures. These financial measures include Adjusted Operating Margin, Adjusted EBITDA and Debt/Adjusted EBITDA ratio. The presentation of these financial measures does not comply with U.S. generally accepted accounting principles ("GAAP"). For an explanation of these measures, together with a reconciliation to the most directly comparable GAAP financial measure, see the Appendix section of this presentation.

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MSA Safety

A global safety equipment provider



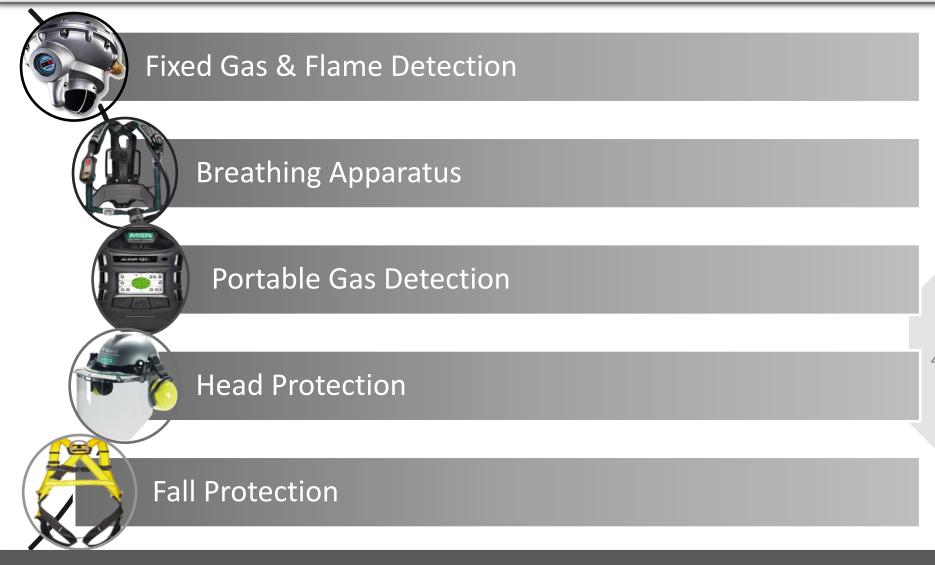


Industry leader selling highly differentiated safety products across diverse markets and geographies

MSA Core Product Lines

Selling differentiated core products into diverse markets and geographies





Leading market positions across many of our core product groups

Key Focus Areas and Results

Executing the corporate strategy throughout all reporting segments

Advance the Core of MSA			
 ✓ 5 year CAGR of 11% in core product revenue ✓ Strong returns on new product development investments ✓ SCBA replacement cycle - new G1 SCBA is a key growth catalyst 			
Optimize our Presence in Emerging Markets	N		
 ✓ 5 year CAGR of 16% in emerging market revenue ✓ New and developing safety standards drive increased demand for MSA product ✓ Long term growth engine, despite short-term headwinds in certain regions 	orth A	Euro	iterna
Achieve Operational Excellence	mer	pe	tion
 ✓ 5 year Gross Profit improvement of 760 basis points ✓ Strategic pricing and new products, lowering manufacturing costs, shifting product mix to core 	ica		5
Effective Capital Deployment			
 ✓ Strong cash conversion funds increasing dividend payment and debt service ✓ Capital deployed and available for organic investments and M&A activity ✓ Restructuring programs successful in driving higher margins and business transformation 			

Executing corporate strategy generates strong results



The Global Safety Market

Opportunities across a number of geographies



MSA competes in a \$12 billion global safety market comprised of core and non-core products...



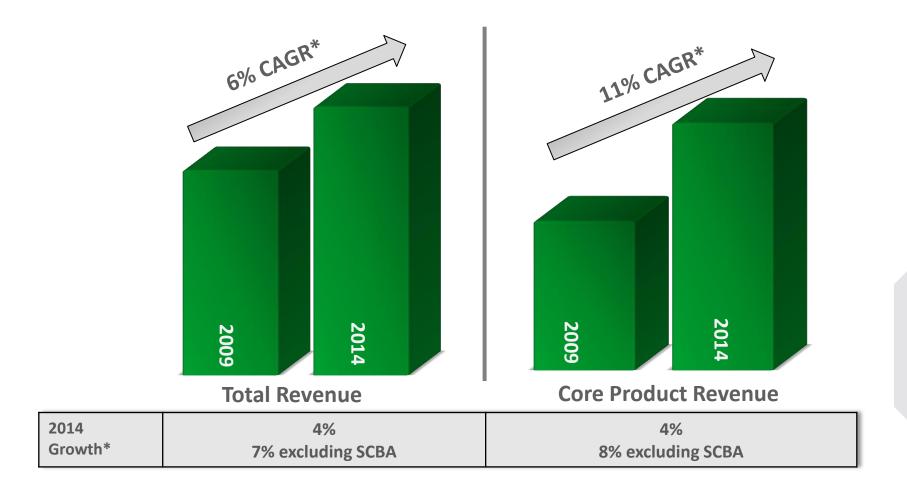
Well-positioned to continue capitalizing on improving safety standards and enforcement trends across the globe

Advancing the Core of MSA

Driving total revenue higher



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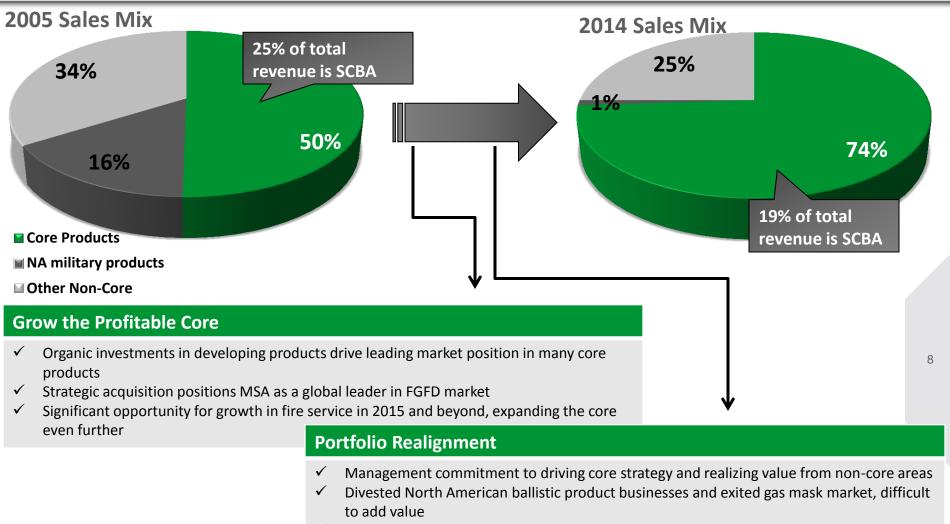
Target revenue growth of 2X GDP over the long term – 2014 results delivered

*Growth and CAGR statistics calculated in currency neutral terms.

Business Evolution

Transitioning to core





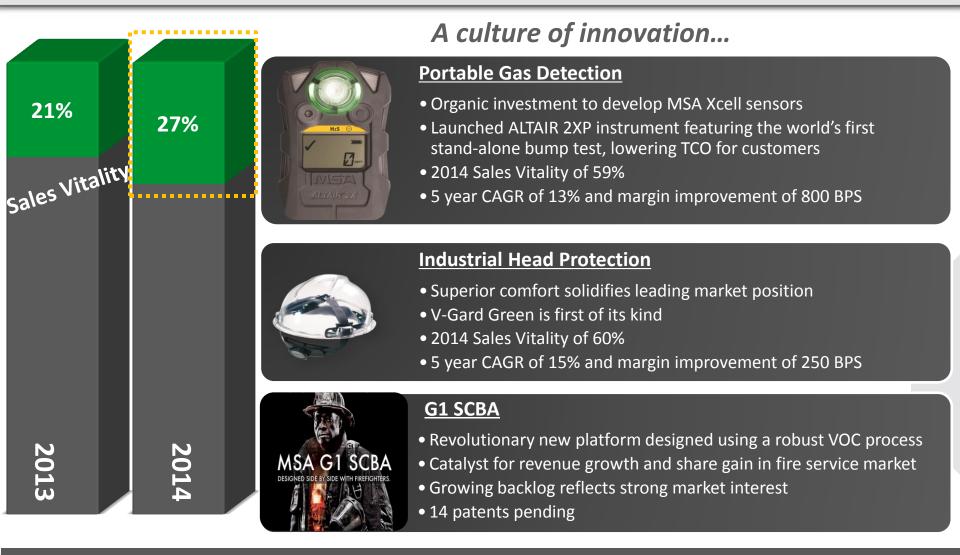
Non-core South African distribution business held for sale

Transformed from event-driven business to a sustainable value model

Investing in Core Products

R&D investment yielding strong returns



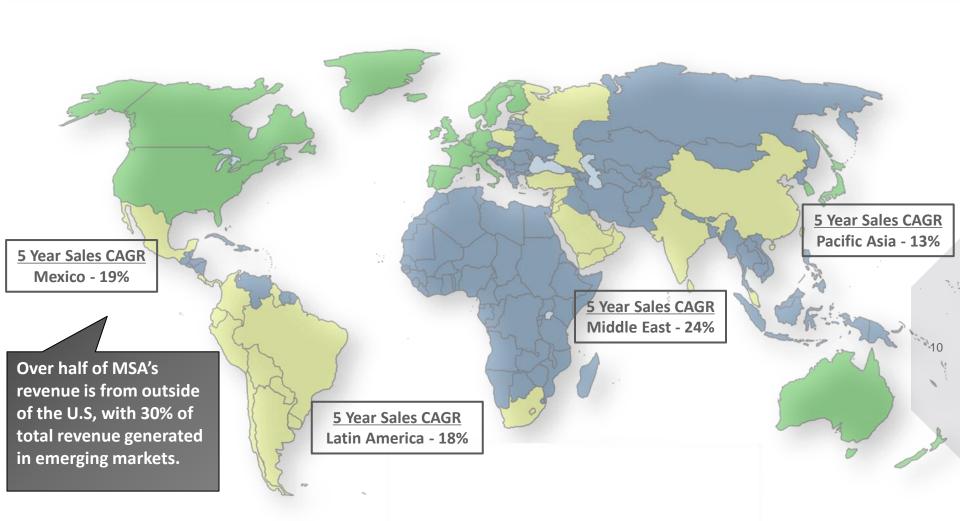


Investing 4 – 4.5% of sales annually in R&D generates higher product vitality and market leading positions across many of our core products

Emerging Markets

Capitalizing on opportunity in the last frontier of safety



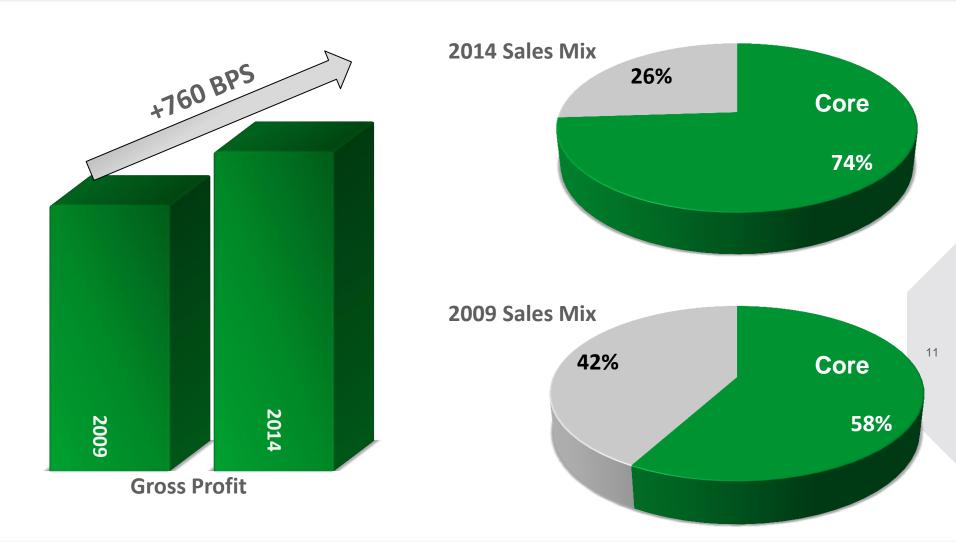


Long term presence in emerging markets provides opportunity as standards develop and are increasingly enforced in key geographies

Operational Excellence

Focus on core delivers strong gross profit results



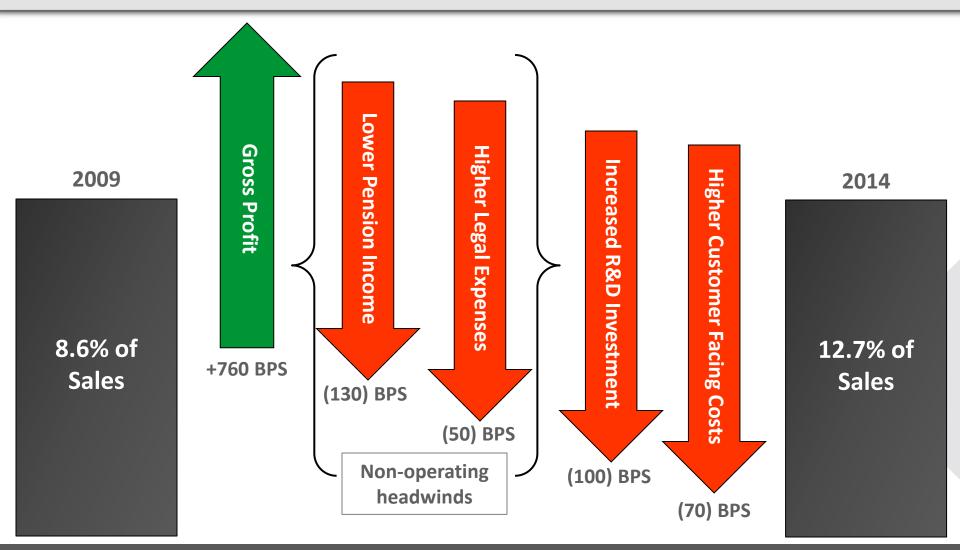


Shifting sales mix, pricing the MSA brand more effectively and reducing manufacturing costs through strategic initiatives drives a 760 basis point improvement in gross profit over 5 years

Operating Margin

Closer look at the 5 year trend





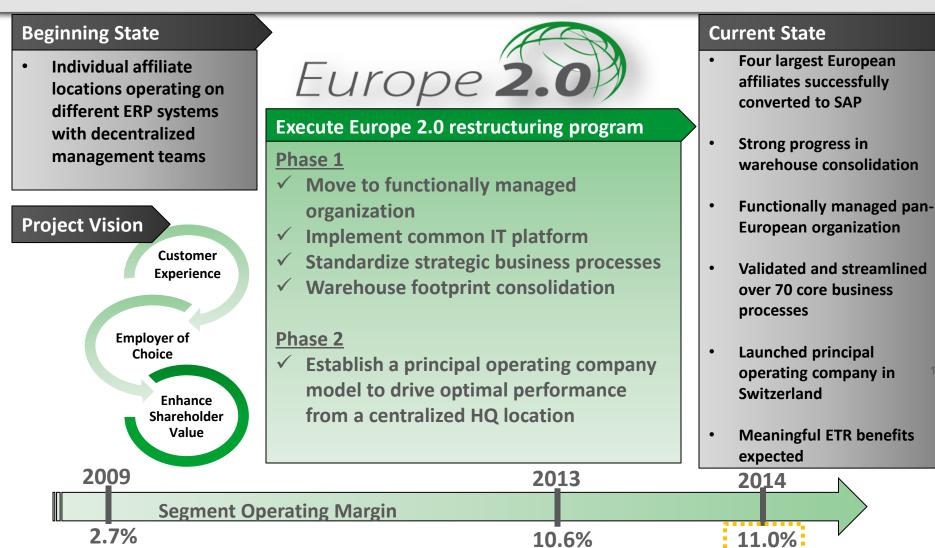
Adjusted operating margin* (excluding pension and legal) improving 590 BPS since 2009; non-operating costs present challenges in recent years

*Adjusted Operating Margin is a non-GAAP measure. See reconciliation provided in Appendix.

European Business Transformation

Strategic restructuring investments



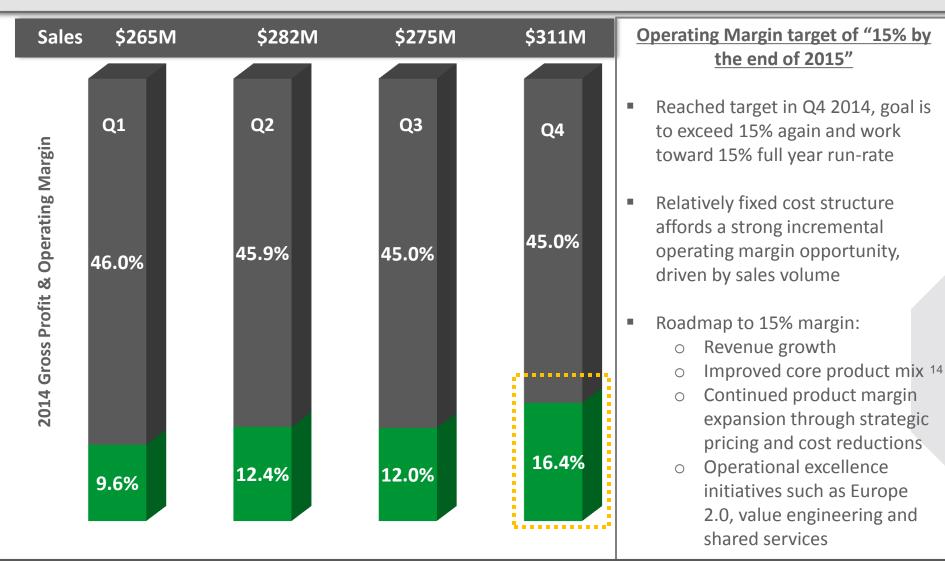


Driving value through an improved model in Europe

Operating Margin

2014 progress and outlook



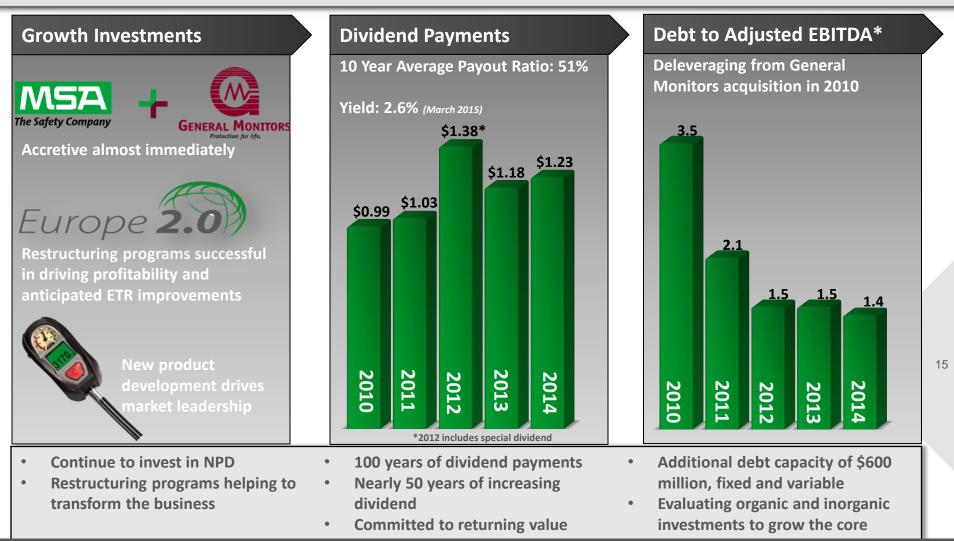


Significant runway for operating margin expansion in 2015 and beyond

Capital Management

History of strong cash flow generation





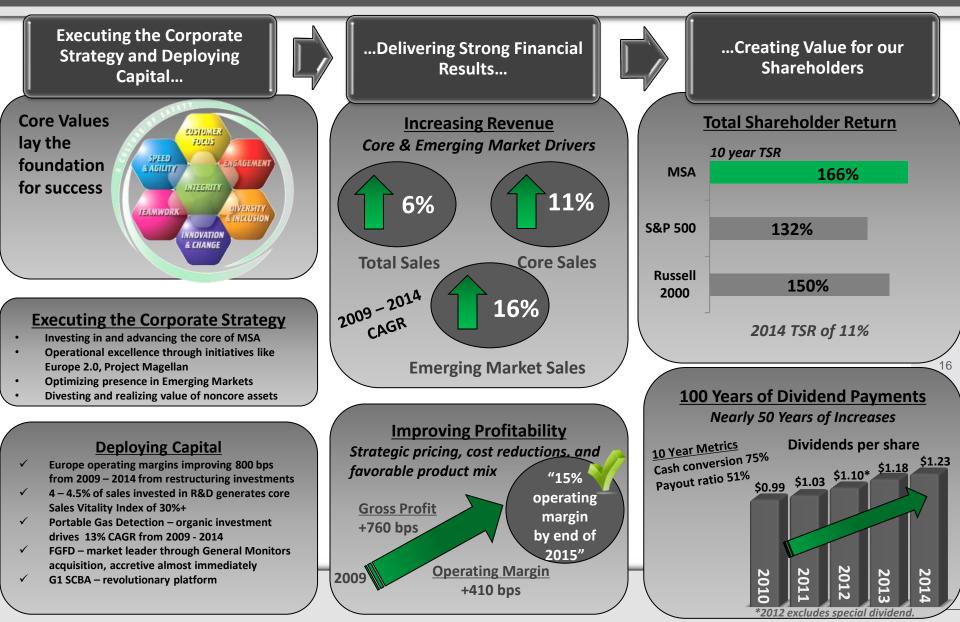
10 year average cash conversion ratio is 75% of net income; Free cash flow used to generate growth and return value to shareholders

*Adjusted EBITDA is a non-GAAP measure. See reconciliation provided in Appendix.

Why Own MSA?

MSA

Strategy and Innovation driving long-term total shareholder returns in excess of the market







"The thought came to me – if I could spend my whole life doing what I can to lessen the likelihood of the occurrence of such terrible disasters, I shall feel in the end that my life had been well spent."

- John T. Ryan, Founder



Appendix

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Core Product Overview



	Fixed Gas & Flame Detection	Breathing Apparatus	Portable Gas Detection	Industrial Head Protection	Fall Protection	
Percent of total 2014 revenue	23%	19%	15%	13%	4%	
5 Year Sales CAGR	22% 8% organic (Excl GM)	1%	13%	15%	9%	
Market position	#1/#2 globally	#1 globally	#2 globally	#1 globally	Not a leading position – opportunity area	
	 Robust recurring revenue stream on installed base Lower total cost of ownership and high performance; diverse technologies Strong opportunity in key emerging markets such as the Middle East 	 Replacement cycle of Post 9-11 units provides opportunity for growth in US Fire Service; MSA well positioned Revolutionary G1 SCBA launched in 2014, catalyst for future share gain and revenue growth 	 Sensor technology is key differentiator Launched product with world's first stand-alone bump test capability New products reflect 60% of sales on ALTAIR platform success 	 Best performing, most comfortable hard hat with strong brand loyalty Fas-Trac III suspension system driving higher sales Customization and complementary accessories to leverage strong 	 Largest segment of safety market – represents key opportunity area for MSA Shifted manufacturing to Mexico and China – strong improvement in gross margins 	

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brand

Reconciliation of Non-GAAP Financial Measures



Debt / Adjusted EBITDA Ratio

	2010		2	2011		2012		2013		2014	
Net Income	\$	38	\$	70	\$	91	\$	88	\$	89	
Interest Expense		9		14		11		11		10	
Provision for Income Taxes		17		34		41		35		41	
Depreciation and Amortization		29		33		32		31		30	
Currency Exchange (Gains) Losses		0		3		3		5		2	
Restructuring Charges		14		9		3		5		9	
Adjusted EBITDA	\$	108	\$	162	\$	181	\$	176	\$	179	
Total End-of-Period Debt		377		342		279		268		252	
Debt / Adjusted EBITDA		3.5		2.1		1.5		1.5		1.4	

Adjusted EBITDA is a non-GAAP financial measure. MSA defines this measure as net income attributable to the Company excluding interest, taxes, depreciation and amortization, currency exchange gains and losses and restructuring charges. Management believes this information is useful for investors to analyze profitability trends of the Company. Adjusted EBITDA, as defined herein, may not be comparable to similarly titled measures reported by other companies. Furthermore, this performance measure does not take into account certain significant items that directly affect net income. Adjusted EBITDA should be considered in addition to GAAP measures such as net income and cash from operations.

Debt to Adjusted EBITDA ratio is a non-GAAP measure defined as total long term debt and debt maturing within one year divided by Adjusted EBITDA, as reconciled above. This ratio is frequently used by investors and credit agencies and management believes this measure provides relevant and useful information.

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Reconciliation of Non-GAAP Financial Measures



Adjusted Operating Margin

	2009		2014		Cha	nge	
Net Sales	\$	866	\$	1,134			
Cost of Product Sold		538		619			
Selling, General & Administrative		225		323			
Research & Development		29		48			
Operating Income	\$	74	\$	144	\$	70	
Operating Margin		8.6%		12.7%	+ 410 BPS		
Legal Costs		5		11			
Pension (Income) / Expense		(11)		0			
Adjusted Operating Income	\$	67	\$	155	\$	88	
Adjusted Operating Margin		7.8%		13.7%	+ 590 BPS		

Adjusted operating margin is a non-GAAP financial measure. MSA defines this measure as operating margin excluding the impact from legal costs related to insured and self-insured product liability claims and pension income or expense from the company's overfunded defined benefit plan. Management believes this measure is useful for investors to analyze operating profitability of the company excluding non-operating charges that are not under management's control. Adjusted operating margin, as defined herein, may not be comparable to similarly titled measures reported by other companies. Adjusted operating margin should be considered in addition to GAAP measures such as reported operating margin.

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