



Conference Call Brooks Automation Third Quarter FY15 Financial Results

August 6, 2015

Safe Harbor Statement



“Safe Harbor” Statement under the U.S. Private Securities Litigation Reform Act of 1995; certain matters in this presentation, including forecasts of future demand and future Company performance, are forward-looking statements that are subject to risks and uncertainties that could cause actual results to materially differ, either better or worse, from those projected. Further discussions of risk factors are available in the Company’s most recent SEC filings including form 10-K for the fiscal year ended September 30, 2014. The Company assumes no obligation to update the information in this presentation.

Regulation G

This presentation contains certain non-GAAP measures which are provided to assist in an understanding of the Brooks business and its operational performance. These measures should always be considered in conjunction with the appropriate GAAP measure. Reconciliations of all non-GAAP amounts to the relevant GAAP amount are provided in either an attachment to our third quarter financial results press release issued on August 6, 2015 or as an attachment to call slides used to accompany prepared comments made during our financial results conference call of the same date. Both documents are available on our website at www.brooks.com.

Operating Performance



<i>Dollars in Millions, except earnings per share</i>	<u>Q2 FY15</u>	<u>Q3 FY15</u>	<u>Change</u>	
Revenue	139	145	5.6	
Gross profit*	47	52	5.2	
<i>Gross profit margin*</i>	<i>34.0%</i>	<i>36.2%</i>	<i>2.3</i>	<i>pts</i>
R&D expenses	13	13	0.2	
SG&A expenses*	28	26	(1.8)	
Operating income *	7	14	6.8	
<i>Operating margin*</i>	<i>5.0%</i>	<i>9.5%</i>	<i>4.5</i>	<i>pts</i>
Other income (expense)	1	1	(0.7)	
Tax benefit (provision)*	(3)	(4)	(1.6)	
JV earnings (losses)*	(0)	0	0.4	
Net income*	5	10	4.8	
<i>Net income margin*</i>	<i>3.9%</i>	<i>7.1%</i>	<i>3.2</i>	<i>pts</i>
Diluted Non-GAAP EPS*	0.08	0.15	0.07	
Diluted GAAP EPS	0.04	0.11	0.07	
Adjusted EBITDA*	14.8	20.0	5.1	

- Sequential operating performance improvement driven by 4% sequential revenue growth, gross profit margin expansion, and reductions in SG&A

* Non-GAAP measure. See Appendix to this presentation for a reconciliation to the appropriate GAAP measure.

Quarterly Revenue Performance



<i>Dollars in millions</i>	<u>Q2 FY15</u>	<u>Q3 FY15</u>	<u>Change</u>
Consolidated Revenue	139	145	5.6
Brooks Product Solutions	99	105	5.6
Brooks Global Services	23	24	0.7
Brooks Life Science Systems	18	17	(0.7)

- Sequential growth driven by 6% Product Solutions growth

Brooks Product Solutions – Sequential Performance



<i>Dollars in millions</i>	<u>Q2 FY15</u>	<u>Q3 FY15</u>	<u>Change</u>
Revenue	99	105	5.6
Gross profit *	35	39	4.3
<i>Gross profit margin</i> *	<i>35.1%</i>	<i>37.3%</i>	<i>2.2 pts</i>
Operating expenses	26	25	(1.2)
Operating income *	9	14	5.5
<i>Operating margin</i> *	<i>8.8%</i>	<i>13.6%</i>	<i>4.8 pts</i>

- 6% Revenue growth
- Gross margin expansion improvement
- Reduced operating expense

* Non-GAAP measure. See Appendix to this presentation for a reconciliation to the appropriate GAAP measure.

Brooks Global Services – Sequential Performance



<i>Dollars in millions</i>	<u>Q2 FY15</u>	<u>Q3 FY15</u>	<u>Change</u>
Revenue	23	24	0.7
Gross profit *	7	8	1.2
<i>Gross profit margin</i> *	31.5%	35.6%	4.1 pts
Operating expenses	5	5	(0.4)
Operating income *	2	4	1.6
<i>Operating margin</i> *	9.9%	16.3%	6.4 pts

- Revenue growth in North America and Europe repair services
- Margin improvement driven by lower material costs in repair operations

* Non-GAAP measure. See Appendix to this presentation for a reconciliation to the appropriate GAAP measure.

Brooks Life Science Systems – Sequential Performance



<i>Dollars in millions</i>	<u>Q2 FY15</u>	<u>Q3 FY15</u>	<u>Change</u>
Revenue	18	17	(0.7)
Gross profit *	5	5	(0.3)
<i>Gross profit margin *</i>	<i>30.7%</i>	<i>30.2%</i>	<i>(0.6) pts</i>
Operating expenses	9	9	(0.0)
Operating income *	(4)	(4)	(0.3)
<i>Operating margin *</i>	<i>-22.8%</i>	<i>-25.3%</i>	<i>(2.5) pts</i>

- Revenue decline driven by large stores business

* Non-GAAP measure. See Appendix to this presentation for a reconciliation to the appropriate GAAP measure.

Fiscal 2015 Q3 Cash Flow



<i>Dollars in millions</i>	<u>Q3 FY15</u>
Adjusted EBITDA *	20.0
Change in working capital	0.9
Other operating items	(4.4)
Cash flow from operations	<u>16.5</u>
Capital expenditures	(2.3)
Dividends paid to shareholders	(6.7)
Other financing and investing items	<u>0.1</u>
Net change in cash and marketable securities	7.5
Cash and marketable securities at June 30, 2015	214.6

- Cash increased to \$214.6M, driven by \$16.5M operating cash flow

* Non-GAAP measure. See Appendix to this presentation for a reconciliation to the appropriate GAAP measure.

Summary Balance Sheet



<i>Dollars in millions</i>	March 31, 2015	June 30, 2015
Cash and marketable securities	207	215
Accounts receivable, net	95	101
Inventories	91	95
Accounts payable	(44)	(47)
Deferred revenue	(20)	(23)
Other current liabilities, net	(10)	(16)
Net working capital	111	110
Property, plant and equipment	47	46
Goodwill and intangible assets	178	175
Other long-term assets, net	86	85
Stockholders' equity	629	631

Summary and Guidance



<i>Dollars in Millions, except earnings per share</i>	Q3 FY15	Guidance for Q4 FY15
Revenue	144.9	140 - 146
Adjusted EBITDA*	20.0	16 - 19
Non-GAAP diluted EPS*	0.15	0.10 - 0.14

- Dividend of \$0.10 per share approved for September distribution
- \$97M in cumulative dividends declared since inception in 2011

* Non-GAAP measure. See Appendix to this presentation for a reconciliation to the appropriate GAAP measure.



GAAP to Non-GAAP Reconciliations

Q3 GAAP to Non-GAAP Reconciliation Consolidated Results



<i>Dollars in millions, except earnings per share</i>	GAAP Results	Acquisition- Related Costs	Amortization Expense	Restructuring & Special Charges	Non-GAAP Results
Revenue	144.9	-	-	-	144.9
Gross profit	51.2	-	1.3	-	52.5
<i>Gross profit margin</i>	<i>35.3%</i>				<i>36.2%</i>
Research and development	(12.8)	-	-	-	(12.8)
Selling, general and administrative	(27.8)	0.0	1.9	-	(25.9)
Restructuring charges	(0.4)	-	-	0.4	-
Operating profit	10.2	0.0	3.2	0.4	13.8
<i>Operating profit margin</i>	<i>7.0%</i>				<i>9.5%</i>
Interest income, net	0.1	-	-	-	0.1
Other income, net	0.5	-	-	-	0.5
Income tax benefit (provision)	(3.3)	0.0	(1.0)	(0.1)	(4.4)
JV and noncontrolling interests	0.3	-	-	0.1	0.4
Net Income	7.7	0.0	2.2	0.3	10.3
Diluted earnings per share	0.11	0.00	0.03	0.00	0.15

Q2 GAAP to Non-GAAP Reconciliation Consolidated Results



<i>Dollars in millions, except earnings per share</i>	<u>GAAP Results</u>	<u>Acquisition- Related Costs</u>	<u>Amortization Expense</u>	<u>Restructuring Charges</u>	<u>Non-GAAP Results</u>
Revenue	139.3	-	-	-	139.3
Gross profit	46.0	-	1.3	-	47.3
<i>Gross profit margin</i>	<i>33.0%</i>				<i>34.0%</i>
Research and development	(12.7)	-	-	-	(12.7)
Selling, general and administrative	(29.6)	0.1	1.9	-	(27.6)
Restructuring charges	(0.7)	-	-	0.7	-
Operating profit	3.1	0.1	3.2	0.7	7.0
<i>Operating profit margin</i>	<i>2.2%</i>				<i>5.0%</i>
Interest income, net	0.1	-	-	-	0.1
Other income, net	1.2	-	-	-	1.2
Income tax benefit (provision)	(1.6)	(0.0)	(1.0)	(0.2)	(2.8)
JV and noncontrolling interests	(0.1)	-	-	-	(0.1)
Net Income	2.7	0.0	2.2	0.5	5.4
Diluted earnings per share	0.04	-	0.03	0.01	0.08

GAAP to Non-GAAP Reconciliation

EBITDA and Adjusted EBITDA



<i>Dollars in millions</i>	<u>Q2 FY15</u>	<u>Q3 FY15</u>
Net income attributable to Brooks	2.7	7.7
<u>Non-GAAP adjustments:</u>		
Interest income	(0.2)	(0.2)
Interest expense	0.1	0.1
Income tax provision	1.6	3.3
Depreciation	3.1	3.0
Amortization of intangible assets	3.2	3.2
EBITDA	<u>10.5</u>	<u>17.1</u>
Stock-based compensation	3.6	2.4
Restructuring charges	0.7	0.4
Merger costs	0.1	0.0
Liquidation cost due to dissolution of JVenture		0.1
Adjusted EBITDA	<u>14.8</u>	<u>20.0</u>

GAAP to Non-GAAP Reconciliation

Segment Gross Profit and Operating Profit



<i>Dollars in millions</i>	Brooks Product Solutions		Brooks Global Services		Brooks Life Science Systems	
	Q2 FY15	Q3 FY15	Q2 FY15	Q3 FY15	Q2 FY15	Q3 FY15
	GAAP gross profit	34.0	38.3	7.0	8.2	5.0
<u>Non-GAAP adjustments:</u>						
Amortization of intangible assets	0.7	0.7	0.2	0.2	0.4	0.4
Purchase accounting impact on inventory and contracts acquired	-	-	-	-	-	-
Non-GAAP gross profit	34.7	39.0	7.2	8.4	5.4	5.1
Operating expenses	26.0	24.8	4.9	4.5	9.4	9.3
Non-GAAP operating profit	8.7	14.2	2.3	3.8	(4.0)	(4.3)