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SL INDUSTRIES INC
Form DEFA14A
January 07, 2002

SCHEDULE 14A
(RULE 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE SECURITIES
EXCHANGE ACT OF 1934 (AMENDMENT NO.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e) (2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

SL Industries, Inc.

(Name of Registrant as Specified in Its Charter)

(Name of Person (s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i) (1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

[] Fee paid previously with preliminary materials:

[] Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

EXPLANATORY NOTE

The Registrant made a presentation to Institutional Shareholder Services on January 7, 2002, using the presentation filed herewith.

SL INDUSTRIES, INC.

PRESENTATION TO
INSTITUTIONAL SHAREHOLDER
SERVICES

JANUARY 7, 2002

SUCCESSFUL TRANSFORMATION
OF THE BUSINESS - POWER & DATA
QUALITY STRATEGY

ACQUISITIONS

CONDOR- 1993

TEAL - 1995

EME - 1998

TODD PRODUCTS - 1999

RFL ELECTRONICS - 1999

DIVESTITURES

SL LUBE - 1995

SL PIPING - 1996

SL AUBURN - 1997

SL WABER - 2001

CONDOR

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POWER SUPPLIES INCLUDING WITH
BATTERY BACKUP

[PHOTO HERE]

MEDICAL, TELECOMMUNICATIONS, SELECT INDUSTRIAL NICHES

TEAL/SL WABER

POWER CONDITIONERS & POWER
DISTRIBUTION UNITS

[PHOTO HERE]

SEMICONDUCTOR, MEDICAL, & TELECOMMUNICATIONS

CONDOR/TEAL

POWER ELECTRONICS

CUSTOMERS

MEDICAL - GE, PHILLIPS, BAXTER, ALCON

TELECOMMUNICATIONS - ADC, INTEL, IPC INFORMATION SYSTEMS, TYCO

SEMICONDUCTOR - SCHLUMBERGER, TERADYNE, KLA-TENCOR, NOVELLUS

DRIVERS

- OEM RELATIONSHIPS
- RAPID PRODUCT DEVELOPMENT AND ADVANCEMENT
- CUSTOM AND MODIFIED LOW AND MID VOLUME WITH HIGH PRODUCT MIX
- ELECTRONICS (MICROPROCESSOR)/DATA COMMUNICATIONS IN PRODUCTS
- OUTSOURCING BY OEMS

RFL ELECTRONICS

TELEPROTECTION

CARRIER COMMUNICATIONS

[PHOTO HERE]

MULTIPLEXING

[PHOTO HERE]

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[PHOTO HERE]

TELEPROTECTION

[PHOTO HERE]

PROTECTIVE RELAYING

UTILITY

RFL

UTILITY POWER

CUSTOMERS

ONTARIO HYDRO, NEVADA POWER, DUKE ENERGY, AEP

DRIVERS

- UTILITY DEREGULATION
- HIGH UTILIZATION OF THE POWER GRID
- SECURITY/COMMUNICATIONS
- SPECIALIZED CUSTOMER REQUIREMENTS
- POWER QUALITY

SL-MTI/EME

POWER MOTION SYSTEMS (MOTOR,
CONTROLLER, POWER SUPPLY),
ACTUATOR

[PHOTO HERE]

[PHOTO HERE]

AEROSPACE, MEDICAL, AUTOMOTIVE

SL-MTI/EME

POWER MOTION

CUSTOMERS

AEROSPACE - AIRBUS, HONEYWELL, B.F. GOODRICH, TEXTRON, AGUSTA

AUTOMOTIVE - AUDI, BMW, DRAXLMEIER

DRIVERS

- OEM RELATIONSHIPS
- ENGINEERING CUSTOM SYSTEMS AND COMPONENTS
- OUTSOURCING BY LARGER AEROSPACE COMPANIES OF KEY SUBSYSTEMS

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- VERY HIGH RELIABILITY

STRATEGIC DRIVERS IN BOARD'S DECISION TO SELL:

-CONSOLIDATING INDUSTRIES

-ATTRACTIVE VALUATIONS AT THE TIME

-GLOBALIZATION OF CUSTOMER/SUPPLIER BASE

SALE PROCESS FOR ALL AND PARTS OF THE BUSINESS EXHAUSTIVELY EXPLORED.

-BOARD WITH EXTENSIVE BUSINESS AND FINANCE EXPERTISE.

-EXPERIENCED AND SUCCESSFUL MANAGEMENT TEAM.

-BOARD AND MANAGEMENT COMMITTED TO MAXIMIZE SHAREHOLDER VALUE OVER REASONABLE TIMEFRAME.