
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 OR 15(d) of The
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) November 13, 2012

Materion Corporation

(Exact name of registrant as specified in its charter)

Ohio
(State or other jurisdiction
of incorporation)

001-15885
(Commission
File Number)

34-1919973
(IRS Employer
Identification No.)

6070 Parkland Blvd., Mayfield Heights, Ohio
(Address of principal executive offices)

44124
(Zip Code)

Registrant's telephone number, including area code 216-486-4200

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 7.01 Regulation FD Disclosure

On November 13, 2012, Materion Corporation updated its website with a slide presentation that will be presented to investors. A copy of the presentation is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

Exhibits:

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
99.1	November 2012 Presentation

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

November 13, 2012

Materion Corporation

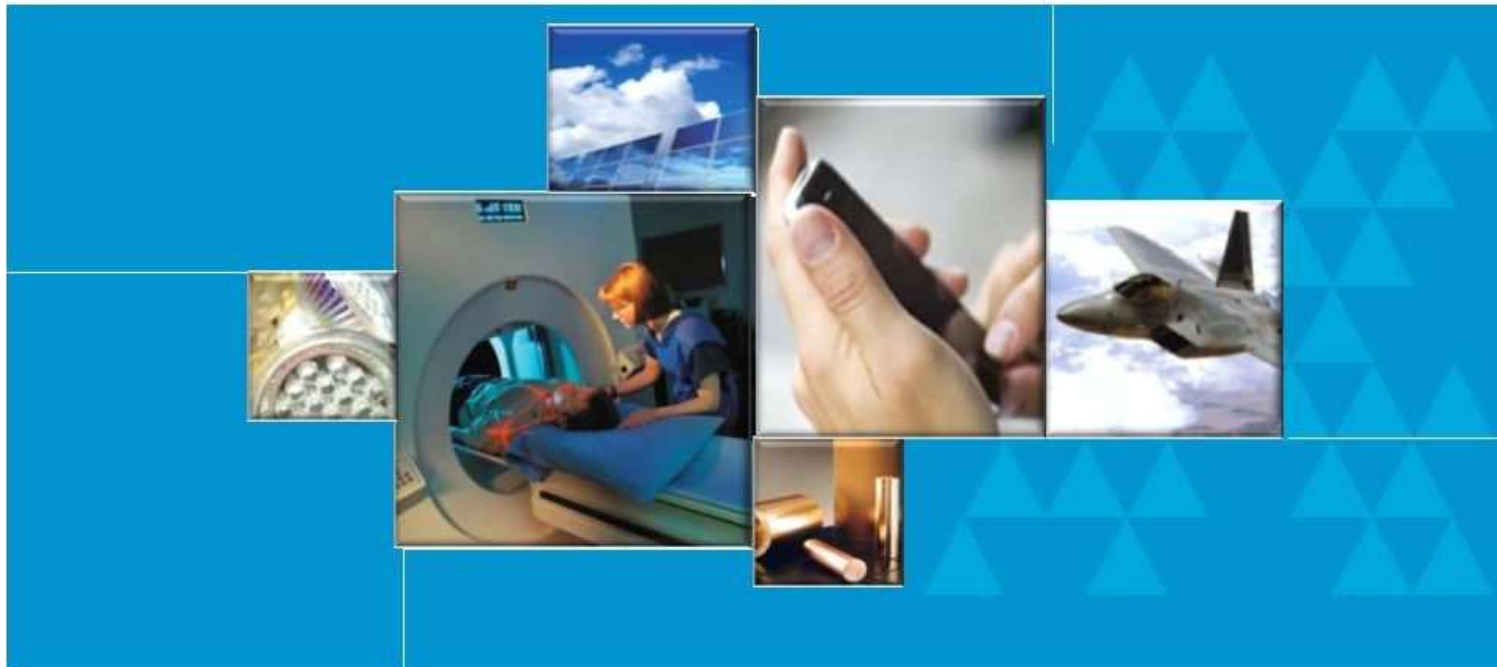
By: /s/ Michael C. Hasychak

Michael C. Hasychak

Vice President, Treasurer and Secretary



MATERION



Materion Corporation – Investor Presentation

November 2012

Forward-Looking Statements



These slides contain (and the accompanying oral discussion will contain) “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. These statements involve known and unknown risks, uncertainties and other factors that could cause the actual results of the Company to differ materially from the results expressed or implied by these statements, including health issues, litigation and regulation relating to our business, our ability to achieve and/or maintain profitability, significant cyclical fluctuations in our customers’ businesses, competitive substitutes for our products, risks associated with our international operations, including foreign currency rate fluctuations, energy costs and the availability and prices of raw materials, the timing and ability to achieve further efficiencies and synergies resulting from our name change and product line alignment under the Materion name and brand, and other factors disclosed in periodic reports filed with the Securities and Exchange Commission. Consequently these forward-looking statements should be regarded as the Company’s current plans, estimates and beliefs.















The Company does not undertake and specifically declines any obligation to publicly release the results of any revisions to these forward-looking statements that may be made to reflect any future events or circumstances after the date of such statements or to reflect the occurrence of anticipated or unanticipated events.

- An Advanced Material Company
 - Lighter, stronger, faster, smaller, reliable
- Strong Global Positions in Attractive and Growing Markets
- Solid Record of Long-term Growth
- Strong Value-added* Margins
- Market Cap: \$486 Million 9/28/12
- Shares Outstanding: 20.7 million
- Annual EPS: \$1.40-\$1.45 (Forecast 2012)
- Strong Balance Sheet: Debt-to-Debt Plus Equity <23%
- EBITDA**: \$85-\$90 Million (Forecast 2012)

* Excludes metal pass-through

** Earnings before interest, taxes, depreciation and amortization. See A-27 in the Appendix for reconciliation to GAAP.

Identify High Growth Secular Markets

Market	Q3 2012 % of Value-added Sales	Macro Trends	Key Drivers
Consumer Electronics	 26%		<ul style="list-style-type: none"> • Smartphone growth • Tablet computers & LEDs • Miniaturization
Industrial Components & Commercial Aerospace	 20%		<ul style="list-style-type: none"> • New airplane builds & retrofits • Increasing air travel • Heavy equipment builds
Defense & Science	 13%		<ul style="list-style-type: none"> • DoD & foreign military budgets • Demand for communications satellites • High performance optical devices
Automotive Electronics	 9%		<ul style="list-style-type: none"> • Increasing global car production • HEV/EV lithium ion battery components • Engine control & electronic systems
Medical	 8%		<ul style="list-style-type: none"> • Glucose testing • Blood analysis test coating for medical diagnosis • Diagnostics equipment
Energy	 7%		<ul style="list-style-type: none"> • Directional drilling • Rig counts • Solar, batteries & smart grid devices
Telecommunications Infrastructure	 7%		<ul style="list-style-type: none"> • Global 3G/4G builds • Base stations • Undersea fiber-optics expansion

Unique Global Positions – Advanced Materials



- High Purity Gold Products for Semiconductor Fabrication (Wireless & LED)
 - Offering “full metal management” capabilities

Leading Global Position



- World's Only Fully Integrated Producer of Beryllium and Beryllium Alloys
 - Over 75 years of reserves at Utah



- Unique Copper-Nickel-Tin Material ToughMet®
 - Multiple advanced applications growing at over 30% annually



- Precision Optical Coatings – Visible to Infrared Bandwidth
 - “Go To” Supplier for defense, thermal imaging, space, medical and advanced consumer applications



- Specialty Coatings for Blood Analysis Test Strips for Medical Diagnosis
 - Diabetes





*Excluding metal pass-through



Broadening our Reach Through Acquisitions and Materials Innovation



2002

Beryllium
and Alloys

Industrial Precious
Metals and
Microelectronics
Packaging

Key Markets:
Automotive Electronics
Defense and Science
Telecom & Infrastructure
Semiconductor
Appliance

Today

Beryllium
and Alloys

Industrial Precious
Metals and
Microelectronics
Packaging

New Non-Be
Alloys and
Composites

Broadened Precious
and Semi-Precious
Metals

Specialty
Chemicals

Optical and
Medical Coatings

Key Markets:
Automotive Electronics
Defense and Science
Telecom & Infrastructure
Semiconductor
Appliance

Plus
Expansion and/or entry into the
following:

Consumer Electronics
Commercial Aerospace
Heavy Industrial Equipment
Services
Optical
Energy – Conventional and Alternative
Medical

Removing High Value Metals Clarifies Margins

	GAAP Margin	Value-added ⁽¹⁾ Margin
Gross Profit	14% - 16%	38% - 42%
Operating Profit	3% - 5%	10% - 12%

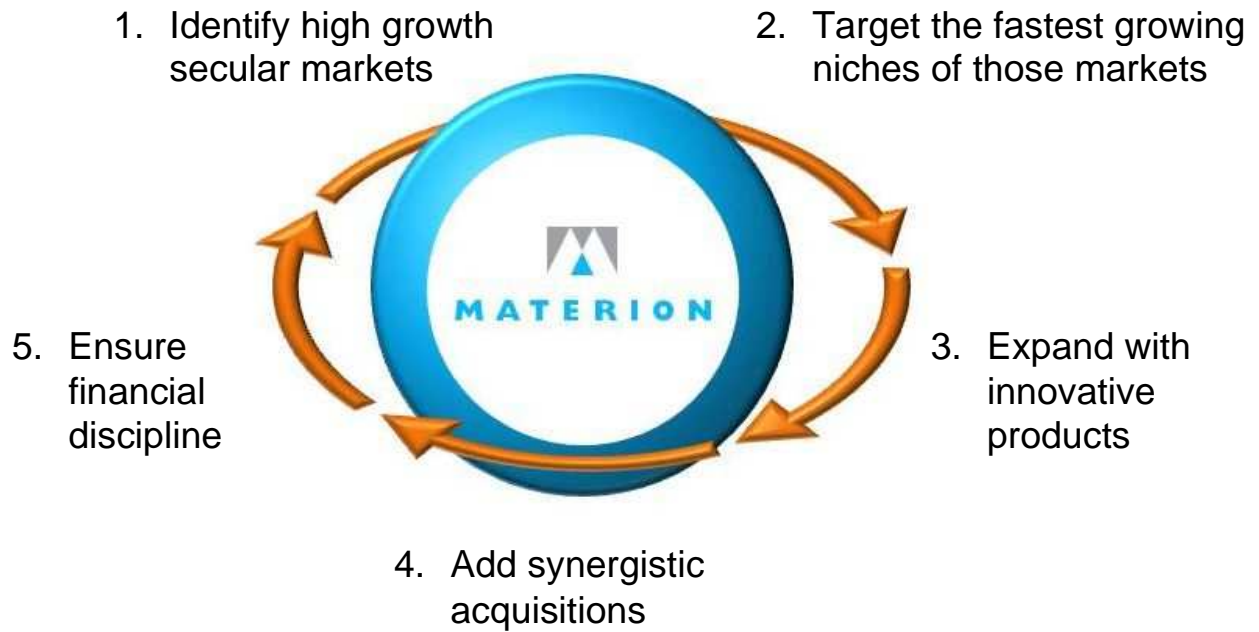
Successful Repositioning – Snapshot



	2002		2011
Revenue	\$373M	→	\$1.5B
Revenue % in Advanced Materials	47%	→	76%
Debt-to-Debt-Plus-Equity	43%	→	17%
Working capital* % of sales	41%	→	23%
Cyclicalilty	High	→	Lower
Growth	Low	→	Higher

* A/R, Inventory & A/P

High Value-added Business Model



Operations in US and 11 Countries



- Customers in >50 countries
- Expanded presence in Asia

Significant Direct International Sales* Q3 2012



*Percentage of value-added sales

- Leveraging customer-centric product development
- Active research programs to take advantage of secular trends
- Key product areas include
 - LEDs
 - Wireless
 - Medical
 - Commercial Aerospace
 - Energy
 - Commercial Optics
 - Hybrid & Electric Vehicles
 - Computer Hard Drives
 - Science



A Strong Record of Synergistic Acquisitions

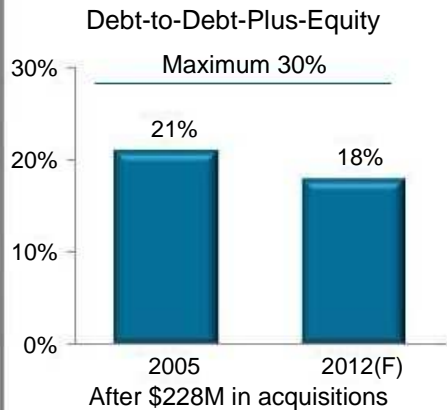


Acquisitions 2005 - 2012	Impact		
	Add complementary products / technology	Expand market position	Accretive in year 1
OMC – shield kit cleaning – 2005	✓	✓	✓
TFT – thin film coatings – 2005	✓	✓	✓
CERAC – inorganic chemicals – 2006	✓	✓	✓
Techni-Met – thin film coatings – 2008	✓	✓	✓
Barr – thin film coatings – 2009	✓	✓	✓
Academy – precious metals – 2010	✓	✓	✓
EIS Optics – thin film coatings – 2011	✓	✓	TBD
AMC – metal matrix composites – 2012	✓	✓	TBD

Added over \$440M to sales and approximately 30% of company profit in 2011

Ensure Financial Discipline

Maintain strong balance sheet



Strong cash flow

- Cash flow from operations \$30M - \$75M annually for the past five years
- Capex below depreciation
- Reduction in working capital goal to <20% sales

Resources to finance organic growth and acquisitions while returning cash to shareholders

Financial Goals Next 3 - 5 Years

	Past 3 - 5 Years		Next 3 - 5 years
Revenue growth – organic	12%	→	>10%
Acquisitions	\$35M - \$40M Per Year	→	\$50M - \$75M Per Year
Margins (OP % VA)	10% - 14%	→	14% - 18%
Working capital % sales	23% - 25%	→	<20%
Debt-to-Debt-Plus-Equity	16% - 18%	→	<30%
ROIC (pre-tax)	9% - 12%	→	>20%



Why Invest in Materion Corporation?

Positioning

A leader in high-growth markets

- Global player in strong secular growth markets
- Sustainable long-term growth

Performance

Strong performance record

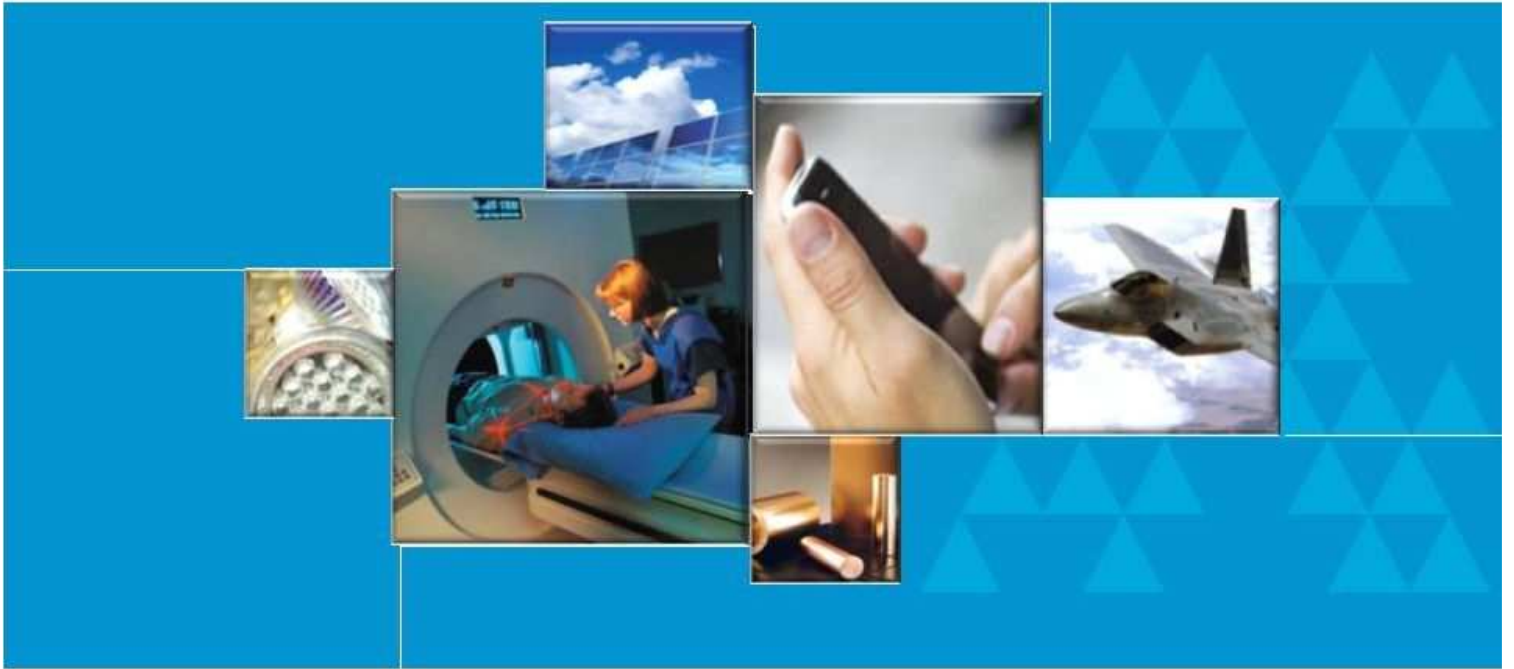
- Proven business model
- Target, capture niche, then expand

Growth

Executing three point strategy

- Clear financial goals, performance continuing to improve
- Strong value today





Appendix

Target High Growth, Leading-edge Markets



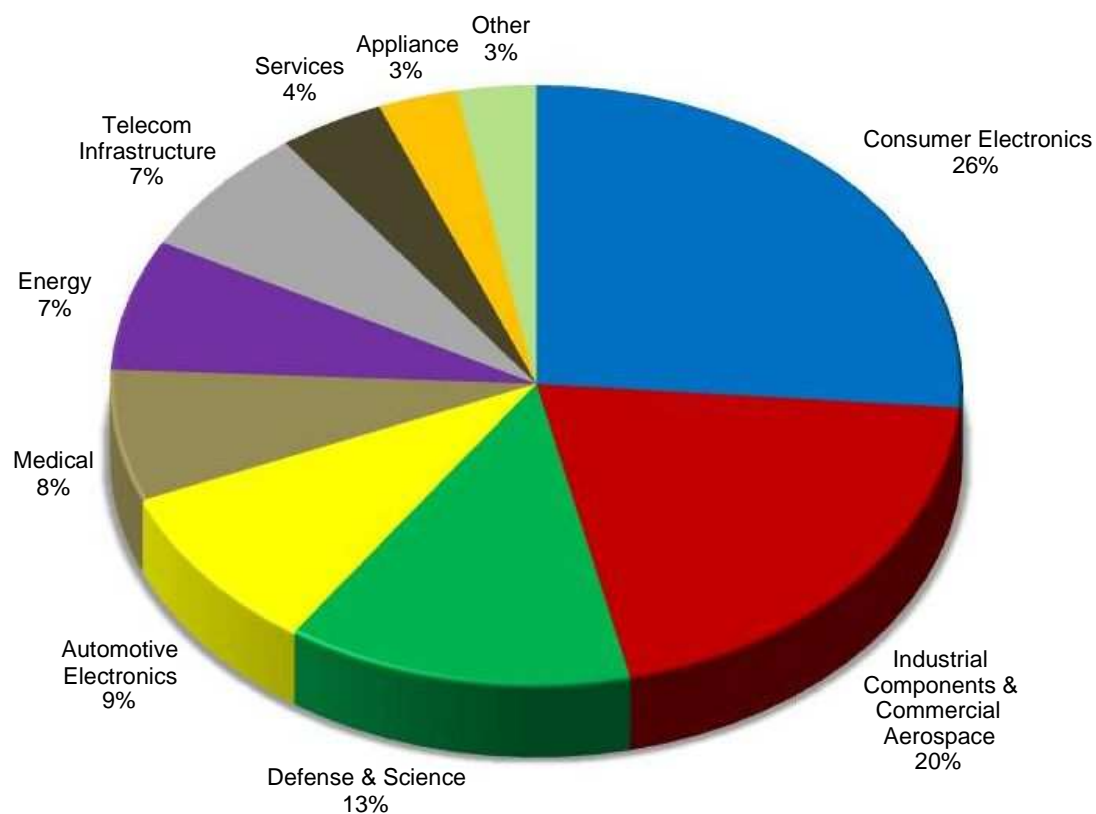
Reportable Segments

Key Markets	ADVANCED MATERIAL TECHNOLOGIES Precious, Non-precious, Specialty Metal and Inorganic Materials, Electronic Packages and Components	PERFORMANCE ALLOYS Bulk and Strip Form Products and Beryllium Hydroxide	BERYLLIUM & COMPOSITES Beryllium and Beryllia Ceramic Products	TECHNICAL MATERIALS Specialty Strip Metal Products
CONSUMER ELECTRONICS	▲	▲	▲	▲
DEFENSE & SCIENCE	▲	▲	▲	▲
INDUSTRIAL COMPONENTS & COMM. AEROSPACE	▲	▲	▲	
TELECOM INFRASTRUCTURE	▲	▲	▲	▲
AUTOMOTIVE ELECTRONICS	▲	▲	▲	▲
ENERGY	▲	▲	▲	▲
MEDICAL	▲	▲	▲	▲

Value-added Sales: Materion



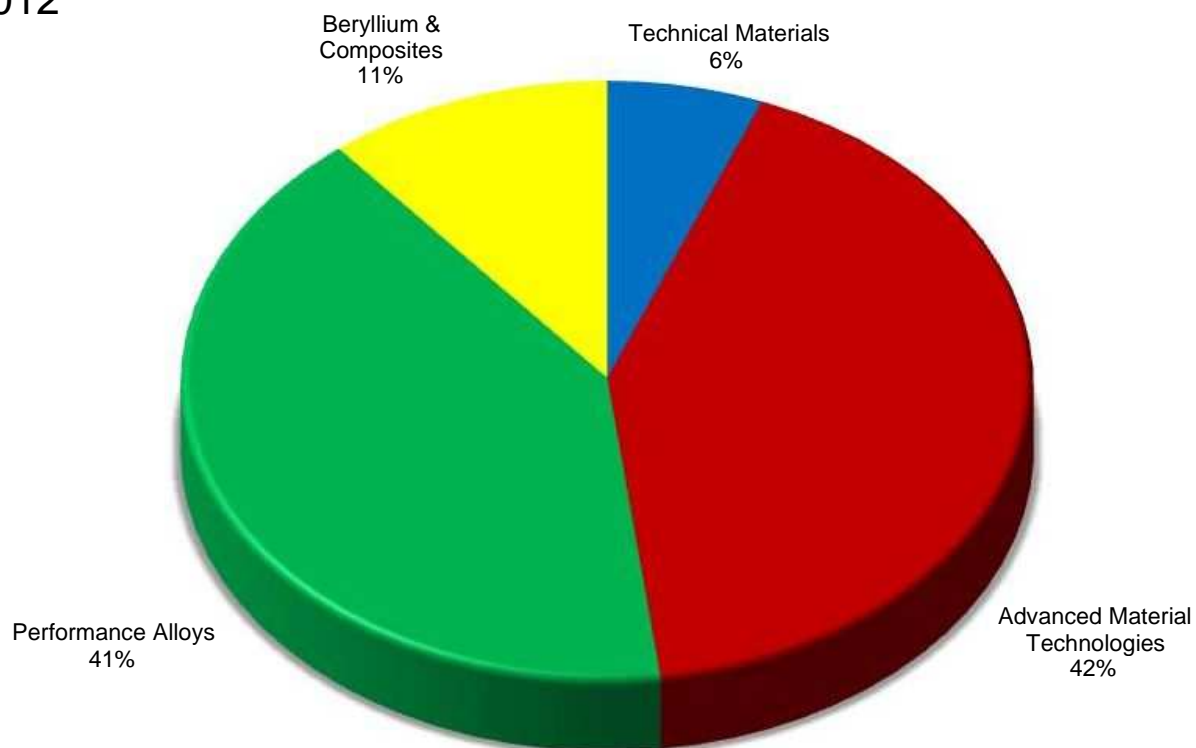
Q3 2012



Value-added Sales: By Segment



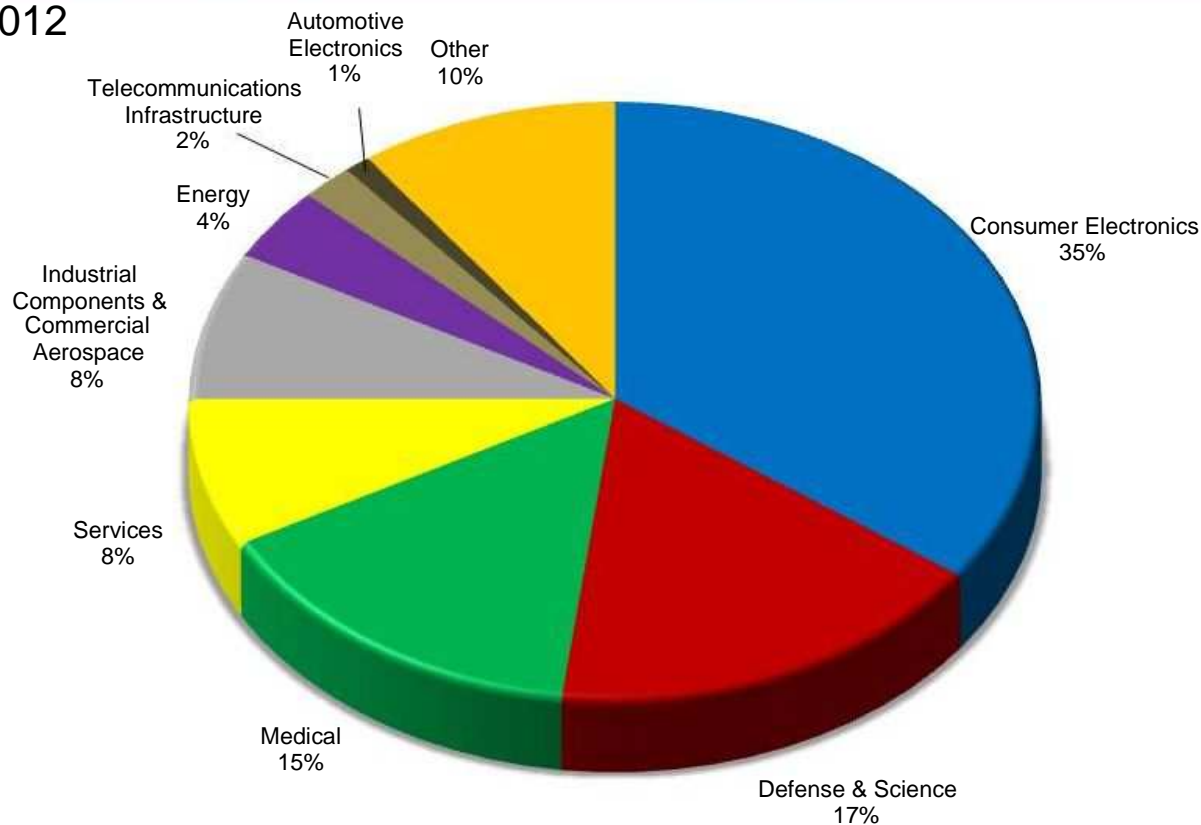
Q3 2012



Value-added Sales: Advanced Material Technologies



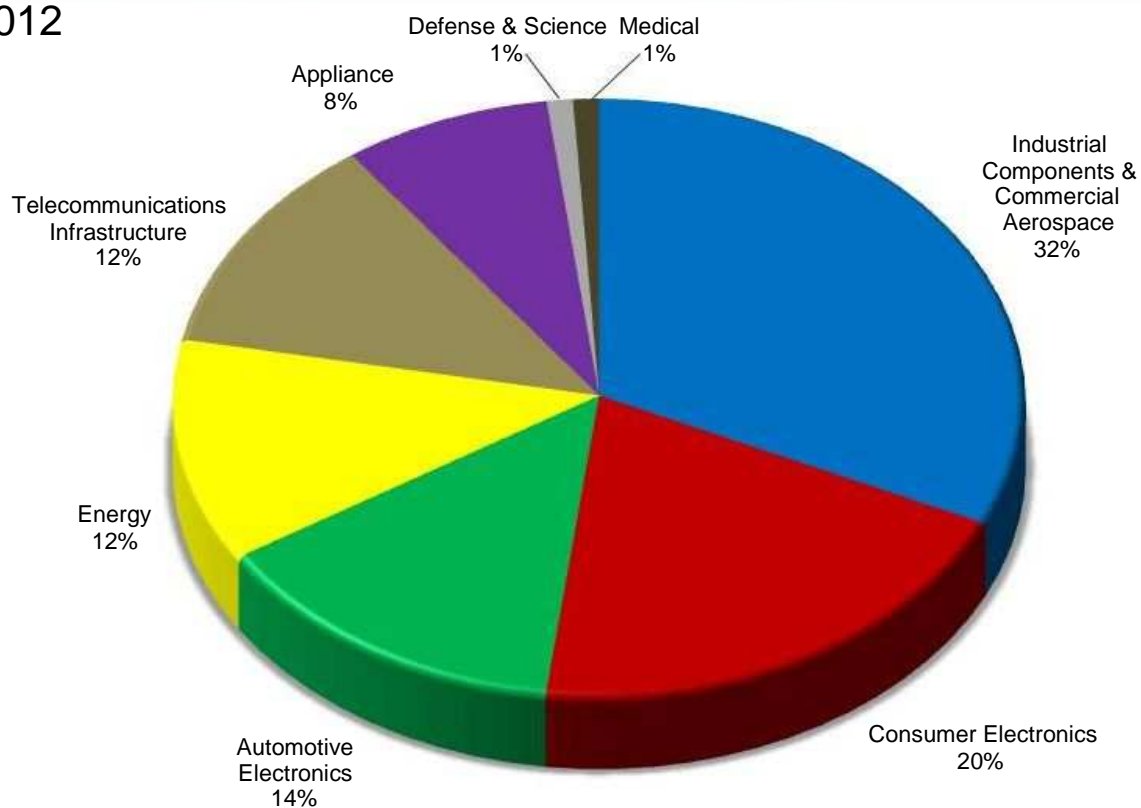
Q3 2012



Value-added Sales: Performance Alloys



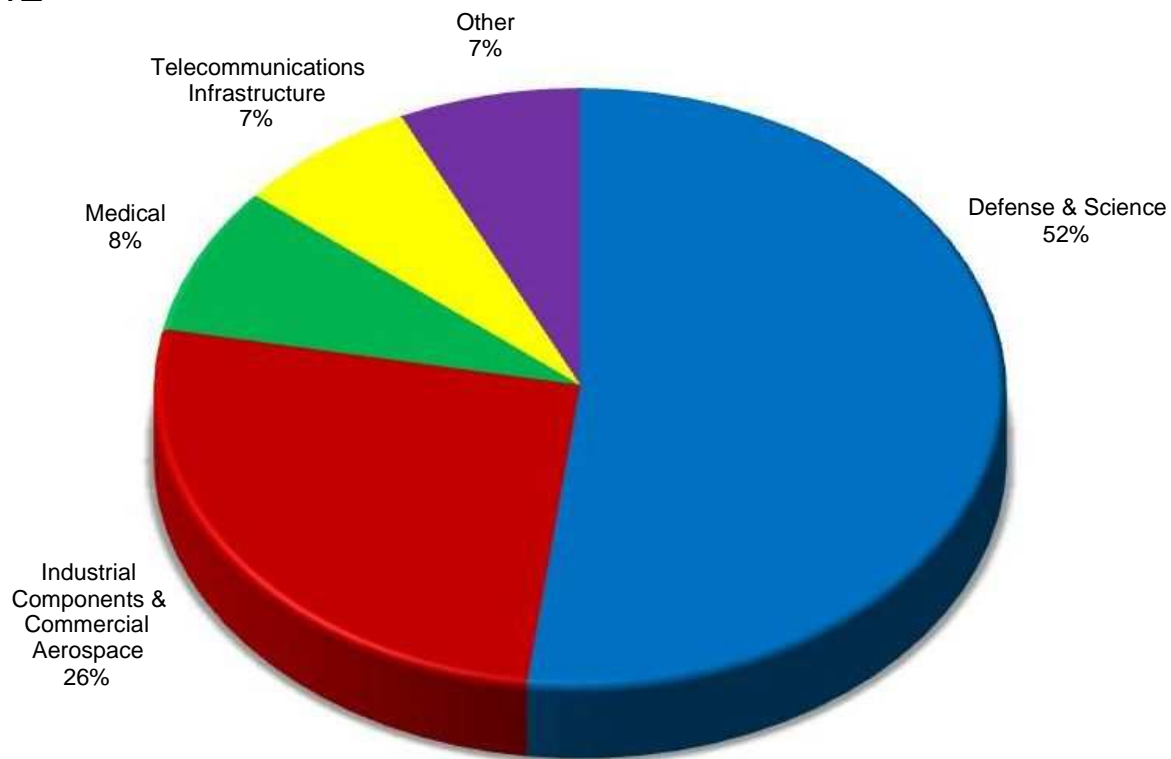
Q3 2012



Value-added Sales: Beryllium and Composites

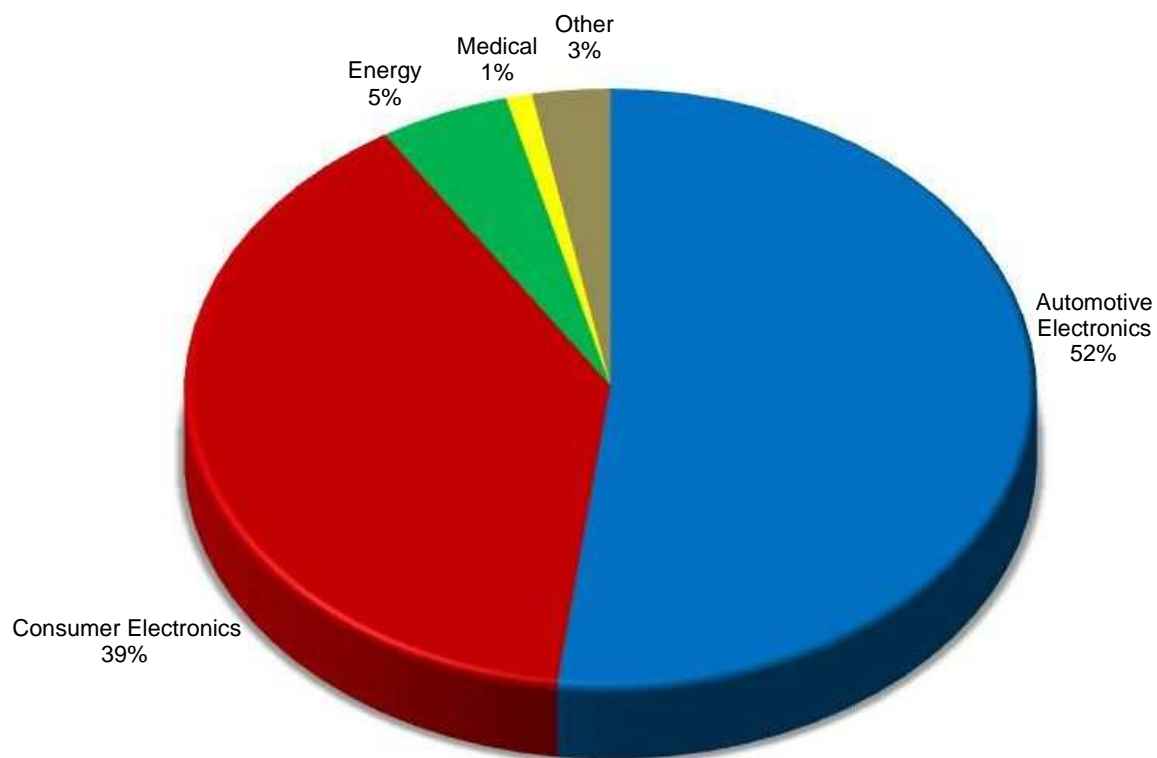


Q3 2012



Value-added Sales: Technical Materials

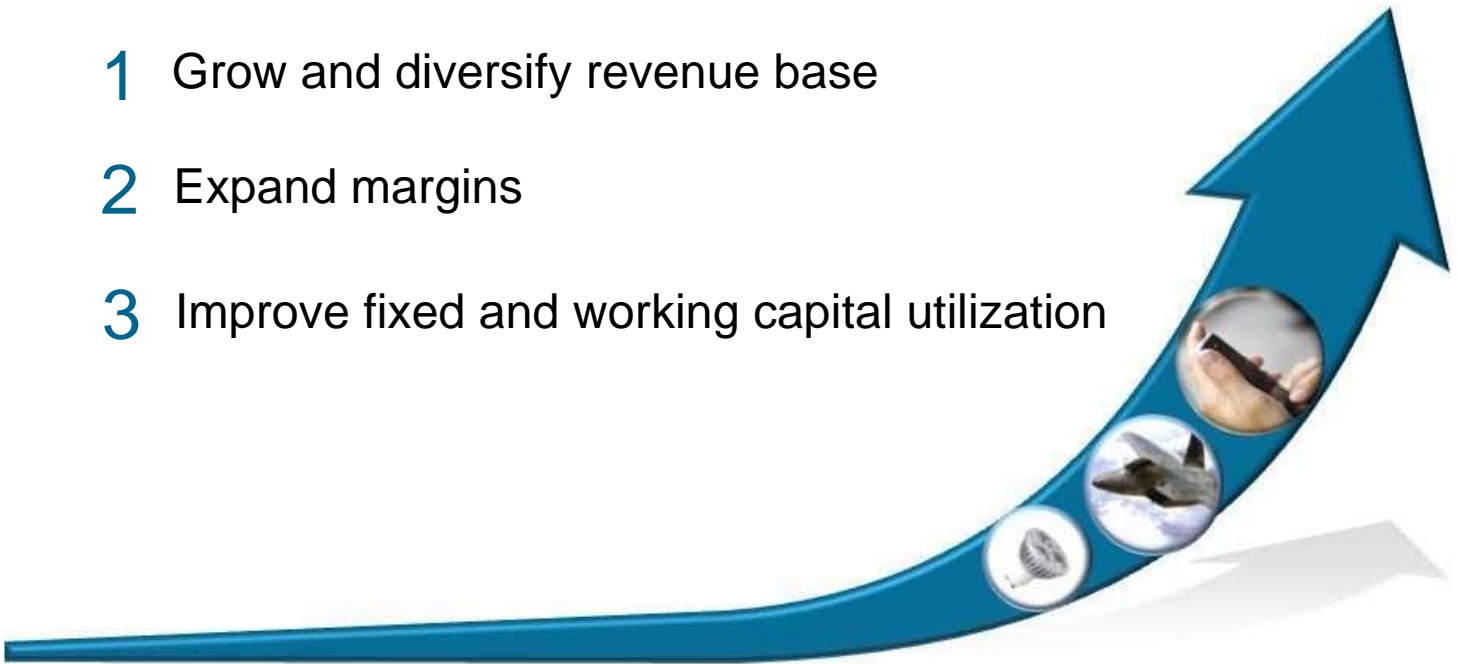
Q3 2012



1. High Purity Gold and Silver for Industrial Applications
2. Powder Science and Processing (Vacuum, Hot and Cold Isostatic Pressing) ... Metal and Chemical
3. Full Metal Processing Technology (Melting, Casting, Rolling, Extrusion)
4. Selective Electroplating
5. Light Wave Management and Coating Technology
6. Thin Film Large Area Coating
7. Numerous “Specialties” ... Cladding, Electron Beam Welding, Diffusion Bonding
8. Shield Kit Cleaning
9. Chemical Synthesis
10. Amorphous Metals

Increasing Shareholder Value

- 1 Grow and diversify revenue base
- 2 Expand margins
- 3 Improve fixed and working capital utilization



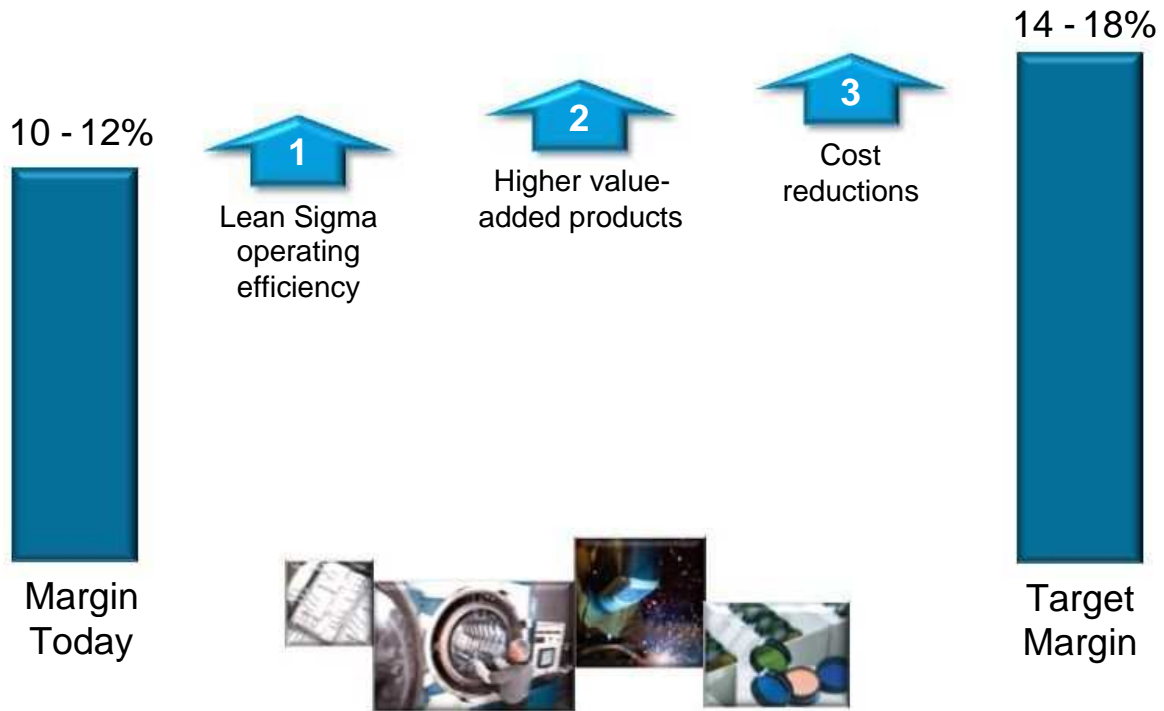
Expand and Diversify Revenue Base

- Targeting expansion in secular growth markets including:
 - Smart mobile devices, 3G / 4G, commercial aerospace, oil & gas, alternative energy, optics, LED / LCD
- Ongoing global expansion
 - Asia
- Strategic acquisition → fast accretion
 - Technology breadth
 - Global reach
 - Product diversification



Expand Margins – Key Drivers

(OP % VA)



Improve Fixed and Working Capital Efficiency

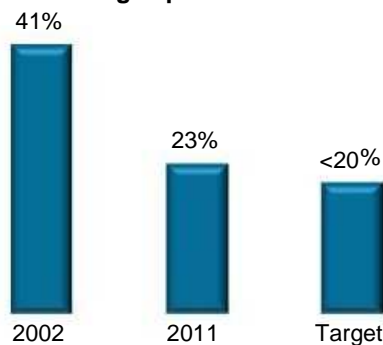
Lean Sigma

- Cycle time reduction
- Yield improvement
- On-time shipments



Improve Working Capital Efficiency

Working capital % of sales

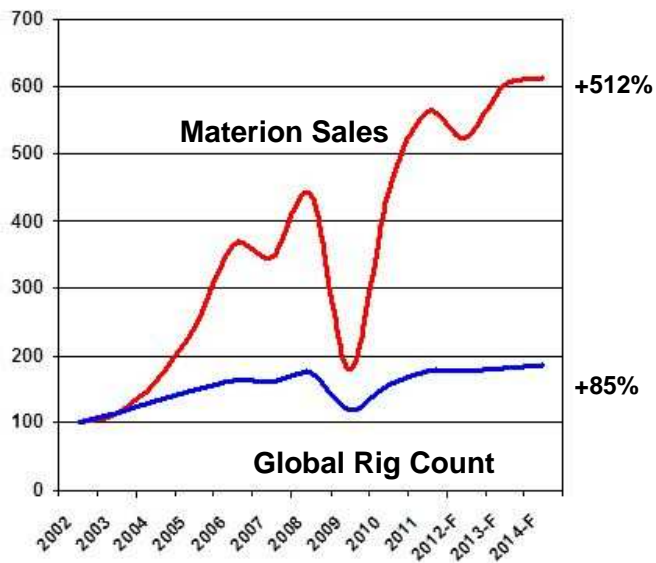


Each 5% of working capital efficiency = \$65M of cash

Strategy in Action: Outgrowing Growth Markets



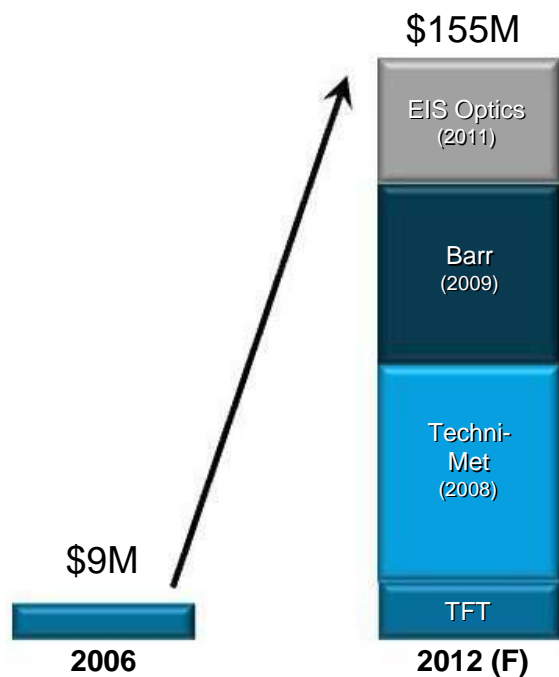
Growth of Materion
Oil and Gas Sales vs. Market



Growth of Materion
Aerospace Sales vs. Market



Case Study of Growing a Niche Business – Optical Filters and Medical Coatings (Pro-Forma Revenues)



- Positioned in \$1.2B+ market with significant long-term growth potential
- Markets served include: defense, aerospace, medical, energy, semiconductor, telecommunications, lighting and astronomy
- The recent acquisition of EIS Optics continues to expand our global footprint in Asia



Advanced Material Technologies

- Optics Coating Materials and Large Format Components
- Thin Film Electrodes (medical diagnostics)
- Expanded Refining/Chamber Services – Complement to Thin Film Materials & Coating Businesses
- Nanotechnology Materials
- Materials for High Brightness LEDs
- Specialty Inorganic Compounds (solar, security)
- Precious Metal Materials – Rod, Bar, Sheet, Slugs, etc.
- Global Refining and Metal Recovery and Management Services
- Ultra High Purity Precious Metals for Medical and Semiconductor Applications
- Next Generation Magnetic Data Storage Thin Film Head Materials
- Alternative Chemistry for Shield Kit Cleaning

Advanced Material Technologies

Coatings

- Precision Optical Thin Film Coatings (specialty filters)
- Large format Thin Film Materials for Large Area Coatings (energy, solar)
- Solar Panel Thin Film, Concentrator Materials and Barrier Film Coatings

Packaging

- Optical Package for New Photonics Applications
- RF Packages for the Latest Transistor Technology (3G and 4G infrastructure)
- MEMS and Photovoltaic Packaging Materials

Performance Alloys

- ToughMet® Alloy for High Volume Bearing Applications
- BrushForm 158 for Voice Coil Motor (VCM) Applications
- Materion R270 Strip
- “Next Generation” Alloy for Oil & Gas
- ToughMet® Alloy for High Volume Automotive Gearboxes

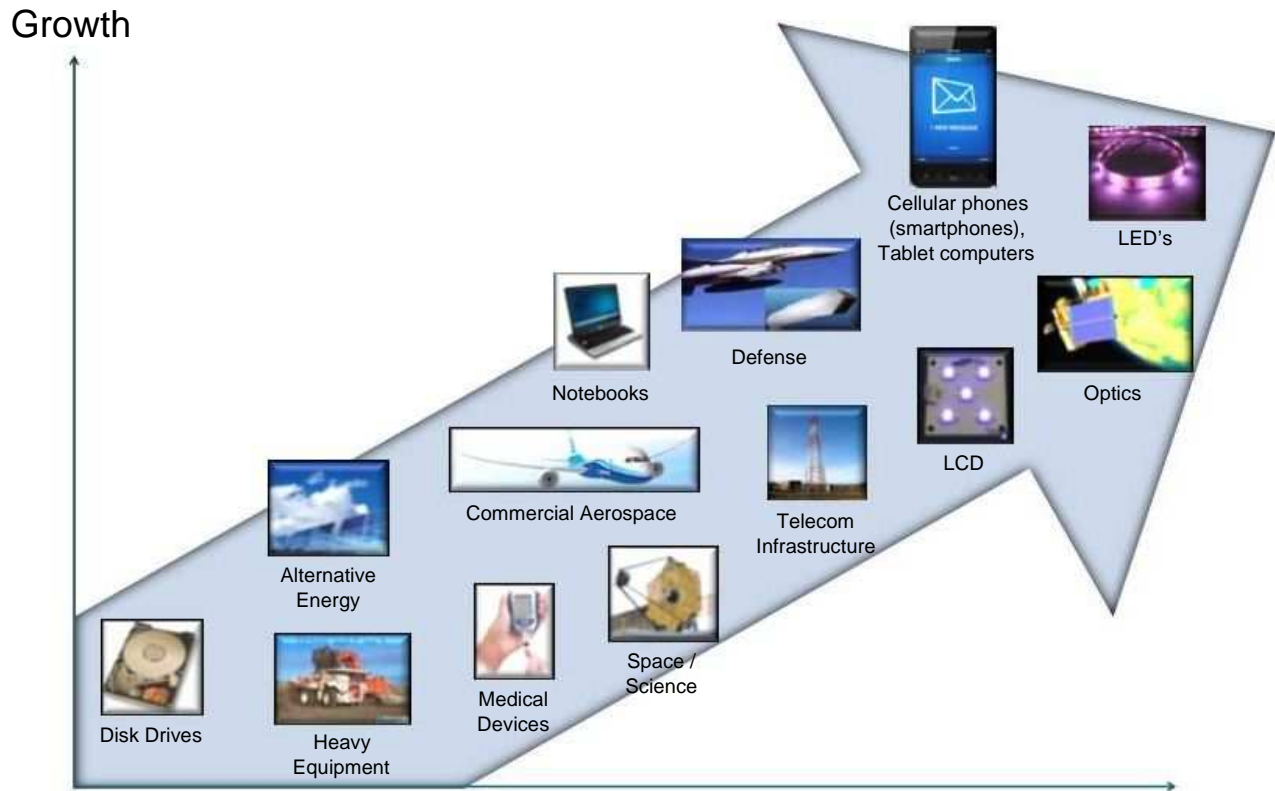
Beryllium and Composites

- Nearer Net Shape Fabrication (hot isostatic pressing)
- Truextent™ Speaker Diaphragms
- Investment Casting
- Amorphous Metals
- SupremEX™ Aluminum Metal Matrix Composites

Technical Materials

- Hybrid & Electric Vehicle Battery Components
- Power Electronics
- Smart Grid Meters
- Computer Hard Drives (dual stage activation)
- Medical Applications

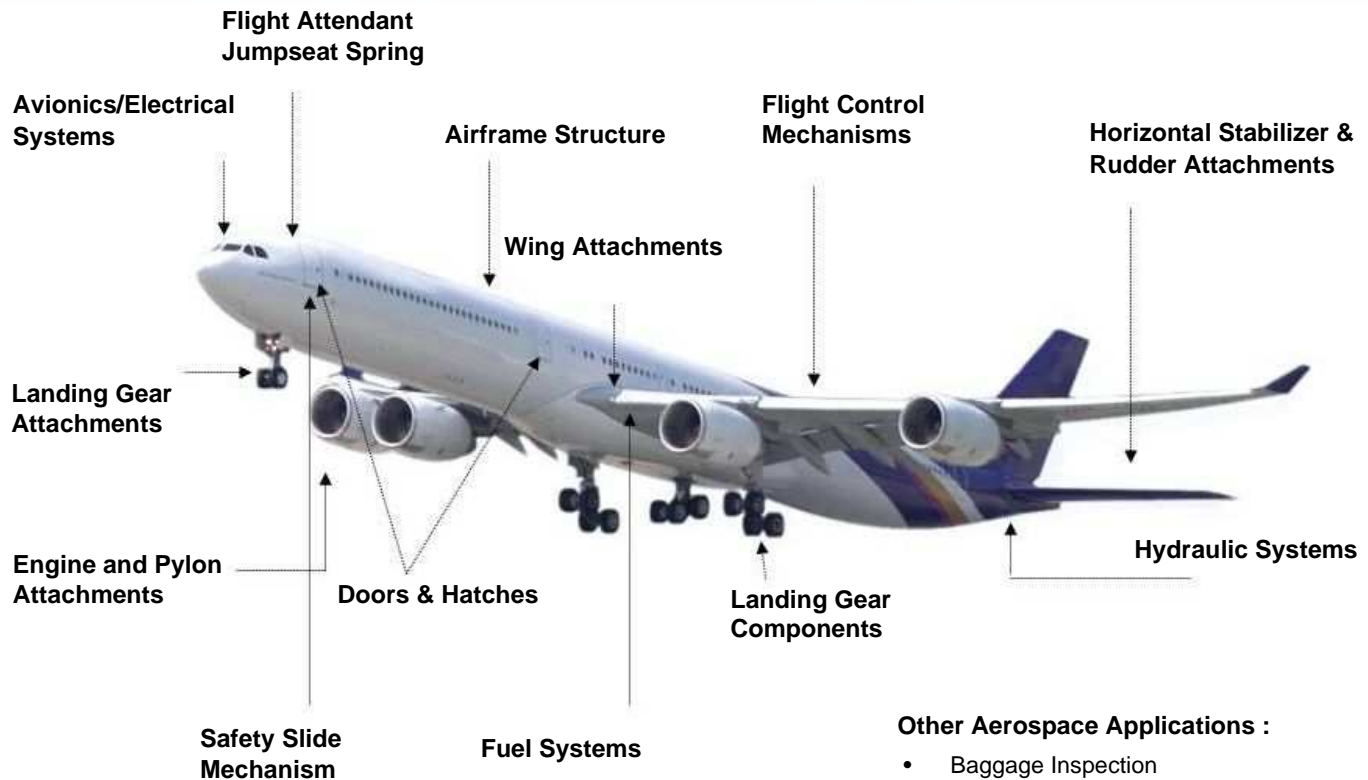
Positioned in Diverse Set of High-growth Markets and Product Applications



Entered multiple leading-edge growth markets since 2002



Applications: Aerospace



Wellhead Control Equipment

Structural Rig Components



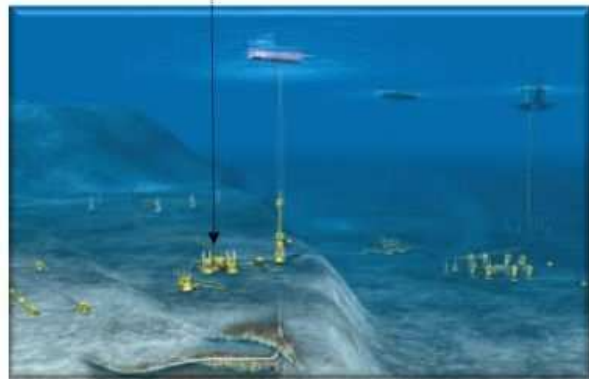
Drill Bits

Directional Drilling Equipment

MWD, LWD, MPT Systems

Under Water Wellhead Equipment

ROV's, blow out preventers, hydraulic actuators, control fluid couplings



Other Oil & Gas Applications:

- Artificial Lift Equipment
- Elemental Analysis
- Down Hole X-Ray Inspection

Applications: Solar Energy

Technology: Crystalline Silicon (Si)

Interconnect Materials

Front and backplane systems for high efficiency designs.

Technology: Flexible Solar Cells /

Building Integrated Photovoltaic:

Thin Film Services:

Solar cells built in flexible substrates to accommodate applications such as roofing tiles or defense.

Technology: Cadmium Telluride (CdTe)

Thin Film (PVD) Materials

Cadmium based solar cell architecture. N and P type Cadmium Semiconductor materials
TCO Transparent Conductive Oxide layers
Front and Back-contact layers

Technology: Copper Indium Gallium Selenide (CIGS)

Thin Film (PVD) Materials

as well as Powders for Printing CIGS applications

Copper Indium Gallium Selenide thin film and screen printing applications for flexible and rigid solar cells.

Technology: Amorphous Silicon (a-Si, tandem and multi-junction)

Thin Film (PVD) Materials

Silicon based photovoltaic cells

Front and back contact layers

TCO Transparent Conductive Oxide layers

Technology: Concentrator Photovoltaic (CPV)

Thin Film (PVD) Materials

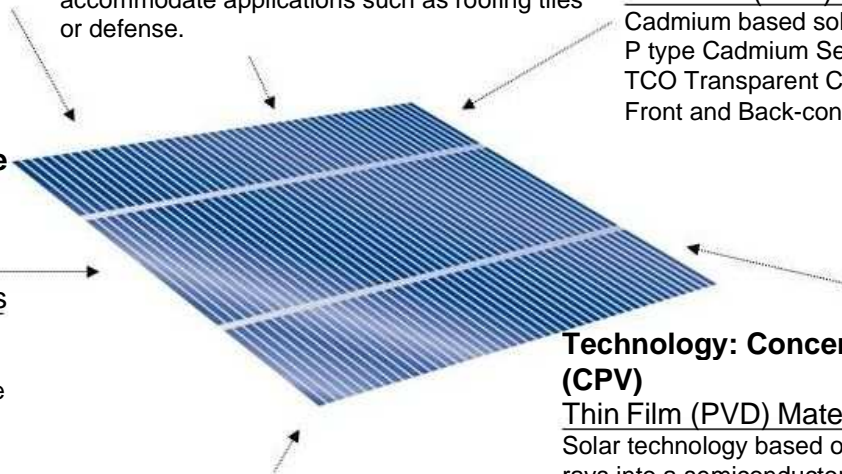
Solar technology based on concentrating Solar rays into a semiconductor device via large lens.
Anti-Reflection Coating Materials
Precious metal contact materials

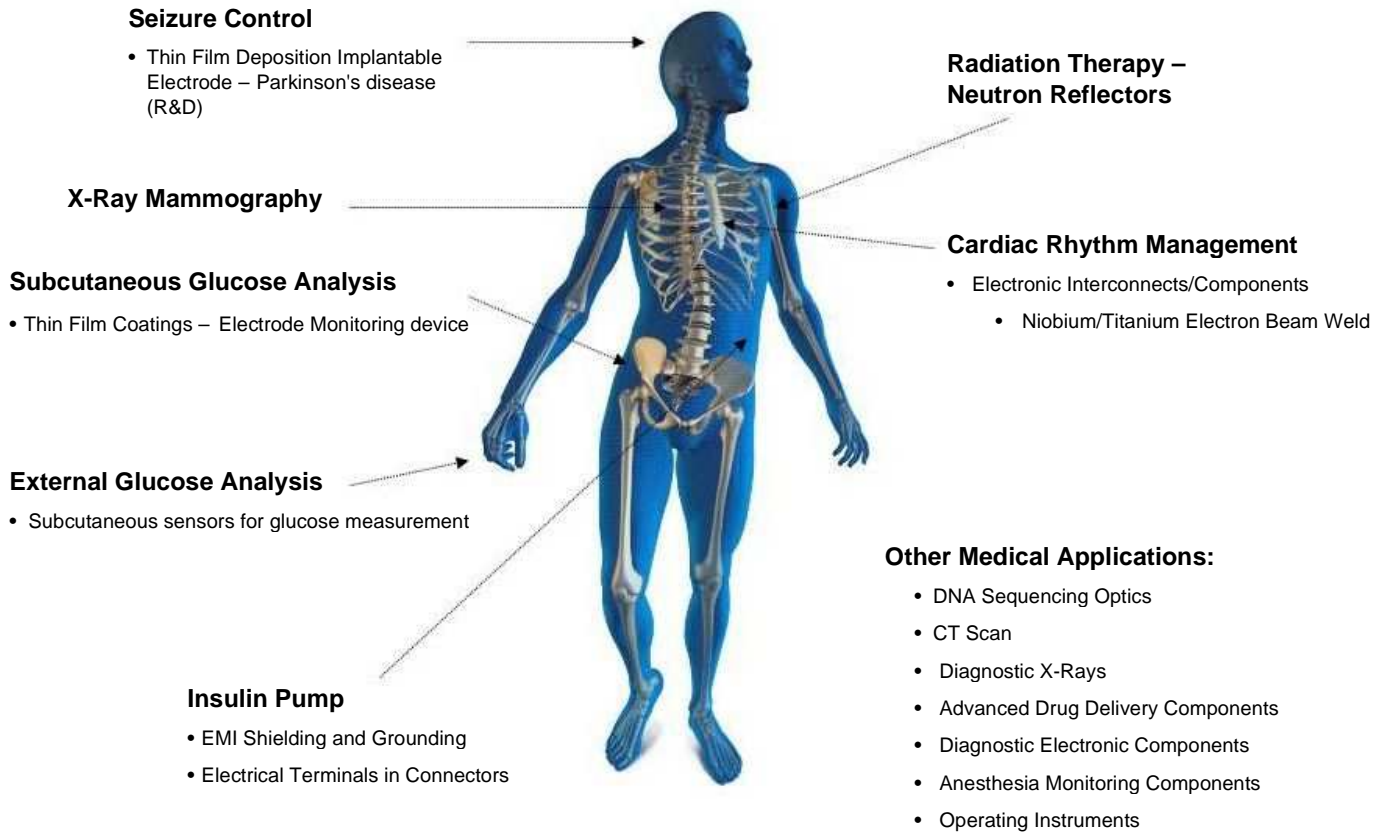
Micro Electronic Packaging Products:

Bonding Ribbon - Au & Ag

Lead-free Solders

Metalized Ceramic Substrates





Base Stations

- Coaxial Connectors
- High Power Amplifiers

Local Area Networks

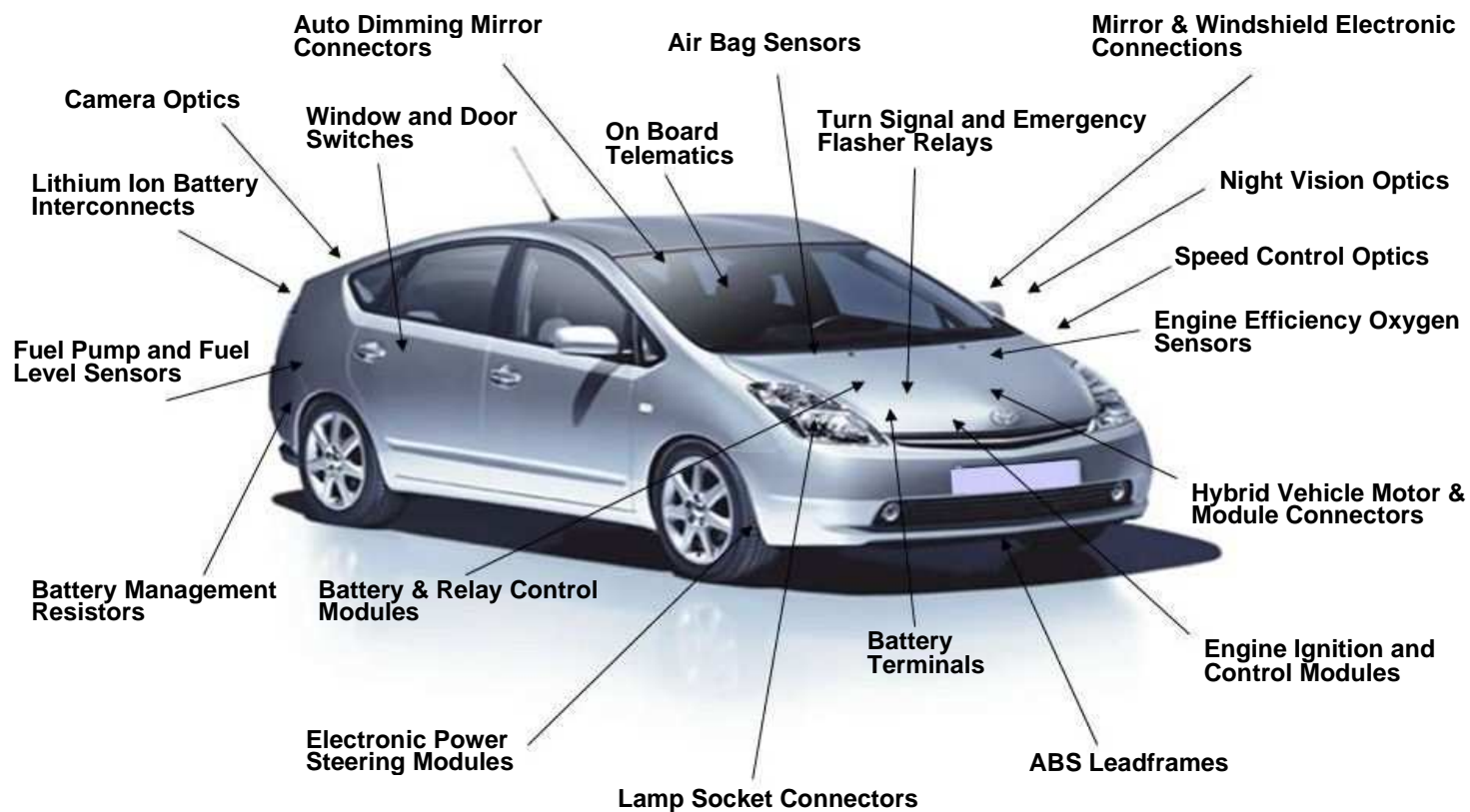
- Shielding
- Modular Jacks
- PCB Sockets
- Processor Sockets

Other Telecommunications Infrastructure Applications

- Undersea Repeater Housings



Applications: Automotive Electronics



- Infrared Sensors for Fighter Jet and UAV Optical Targeting
- Electronic Packaging for Defense Avionics, Radar and Electronic Countermeasure Systems
- Structural and Electronic Components for Satellites
- X-ray Windows in Security Imaging Systems
- Laser Protection Optical Coatings
- Night Vision System Optics



EBITDA: Reconciliation to GAAP



2012 Forecast

(Millions)

P&L

Net Income	\$29.0 – \$30.0
Income Taxes	\$13.0 – \$16.0
Interest Expense	<u>\$ 3.0 – \$ 3.0</u>
Operating Profit	\$45.0 – \$49.0
Depreciation & Amortization	<u>\$40.0 – \$41.0</u>
EBITDA*	\$85.0 – \$90.0

Balance Sheet

Capital Spending	\$33.0 – \$33.0
Free Cash Flow	\$23.5 – \$26.0
Debt-to-Debt Plus Equity	17% – 19%

* Earnings before interest, taxes, depreciation and amortization