



**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) January 13, 2006**

**Brush Engineered Materials Inc.**

(Exact name of registrant as specified in its charter)

Ohio

001-15885

34-1919973

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

17876 St. Clair Avenue, Cleveland, Ohio

44110

(Address of principal executive offices)

(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))

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**Item 7.01 Regulation FD Disclosure**

On January 13, 2006, Brush Engineered Materials Inc., an Ohio corporation (the “Company”), updated its website with materials that will be presented by Gordon Harnett, Chairman of the Board and Chief Executive Officer, to investors on January 17, 2006. 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	January 2006 Emerging Growth Institutional Investor Forum 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.

January 13, 2006

Brush Engineered Materials Inc.

By: *Michael C. Hasychak*

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Michael C. Hasychak  
Vice President, Treasurer and Secretary





***Emerging Growth Institutional  
Investor Forum  
January 17, 2006***

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## 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 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 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.

# Overview

- **Company:** **Brush Engineered Materials Inc.**  
founded 1931, publicly traded since 1956
- **NYSE Ticker:** **BW**
- **Shares Outstanding:** **Approximately 19.3 million at 9/30/05**
- **Market Cap:** **Approximately \$305 million at 9/30/05**
- **Component of:** **S&P Super Composite 1500**  
**Russell 2000**  
**S&P Small Cap 600**
- **Annual Revenue:** **Approximately \$500 million @ 12/31/04**
- **Diluted EPS:** **\$.86 in 2004**
- **Debt to Total Capitalization:** **21% at 9/30/05**



# Advancing the World's Technologies

- Demanding applications requiring:
  - Strength
  - Reliability
  - Thermal & electrical conductivity
  - Miniaturization
  - Weight reduction
  - Corrosion resistance
  - Reflectivity

## End Uses

Cellular phones and other wireless communications



Notebook and network computers



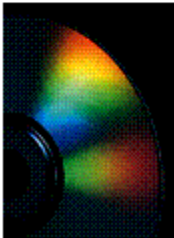
Electronic components in cars and trucks



Life enhancing devices



Magnetic & Optical  
Data Storage

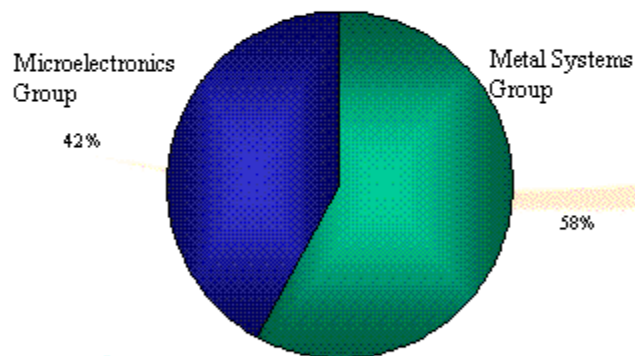


Industrial products

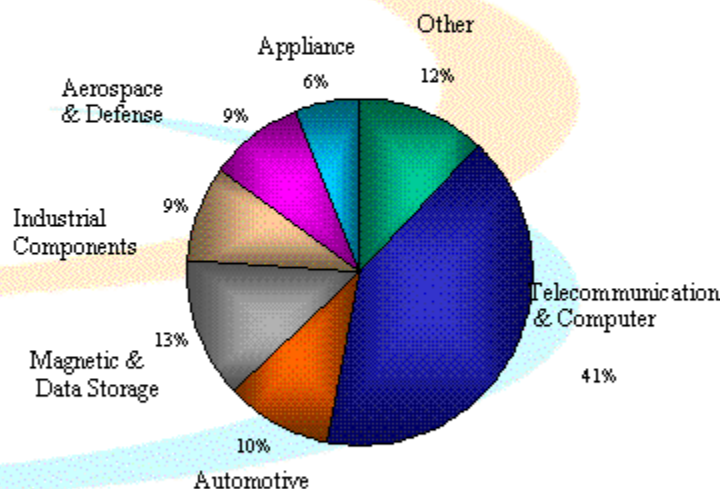


# Global Leader in High Performance Engineered Materials

Q3 2005 YTD Revenue by Segment



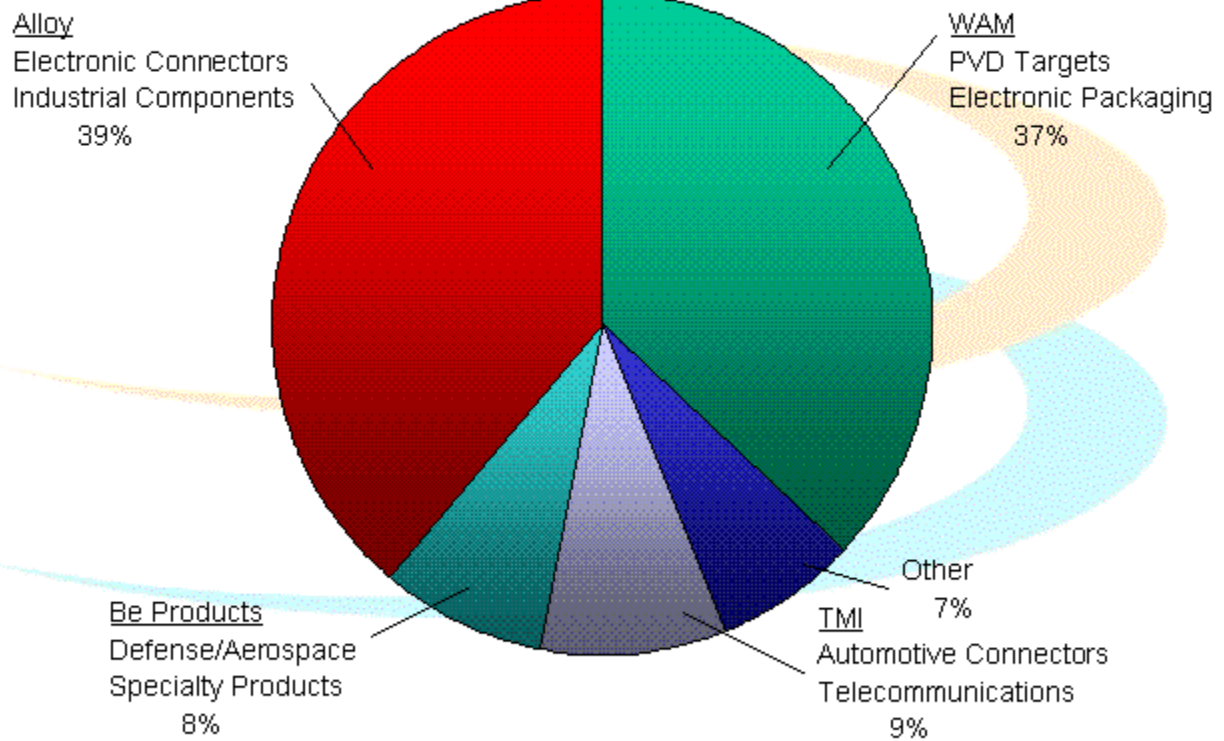
Q3 2005 YTD Revenue by Market



Note: Total YTD 2005 revenues were \$400.6 million

## Brush Engineered Materials – Major Business Units

as of 9-30-05



# Fully Integrated Beryllium Producer

**Bertrandite Ore  
Mining & Extraction**



**Delta, UT**

**Casting, Rolling  
& Finishing**



**Elmore, OH**

**Thin Gauge Rolling  
& Finishing**



**Reading, PA**

**Service &  
Distribution Centers**

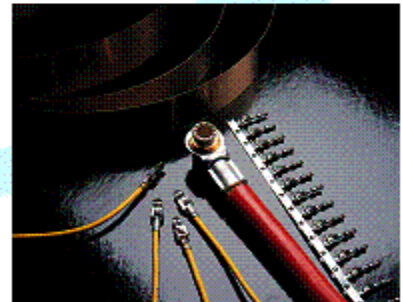
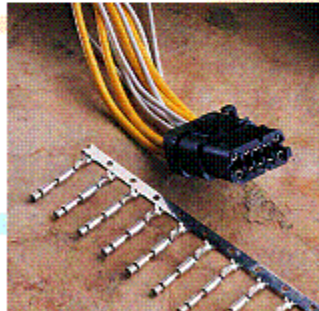
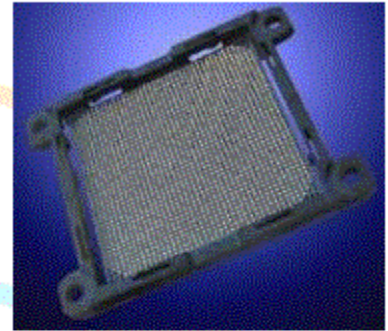


**Global Network**

# Strip Alloy Applications

(strength, conductivity, spring characteristics)

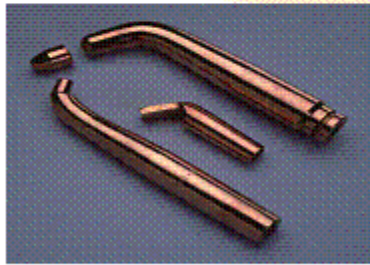
- Current Carrying Springs and Relays
- Integrated Circuitry Sockets
- Electrical and Electronic Connectors
- Air Bag Sensors
- Pressure Responsive Devices
- Fire Extinguisher Sprinkler Heads



# Bulk Alloy Applications

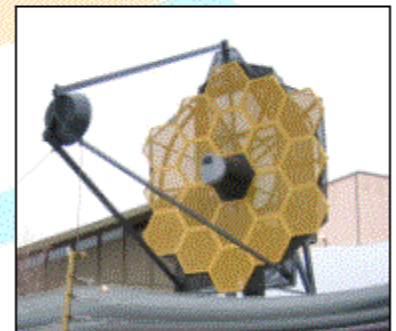
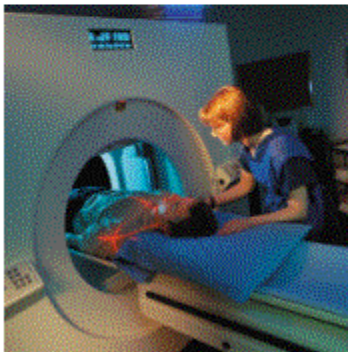
(strength, corrosion resistance, non-galling, conductivity)

- Aircraft Bushings
- Heavy Equipment Bearing and Wear Applications
- Oilfield well drilling, completion and production equipment
- Plastic Injection & Blow Molds
- Power Generation
- Undersea/Marine Housings for Telecom & Instrumentation
- Welding Electrodes & Dies



## Beryllium Products – Applications (lightweight, strength, dimensional, stability)

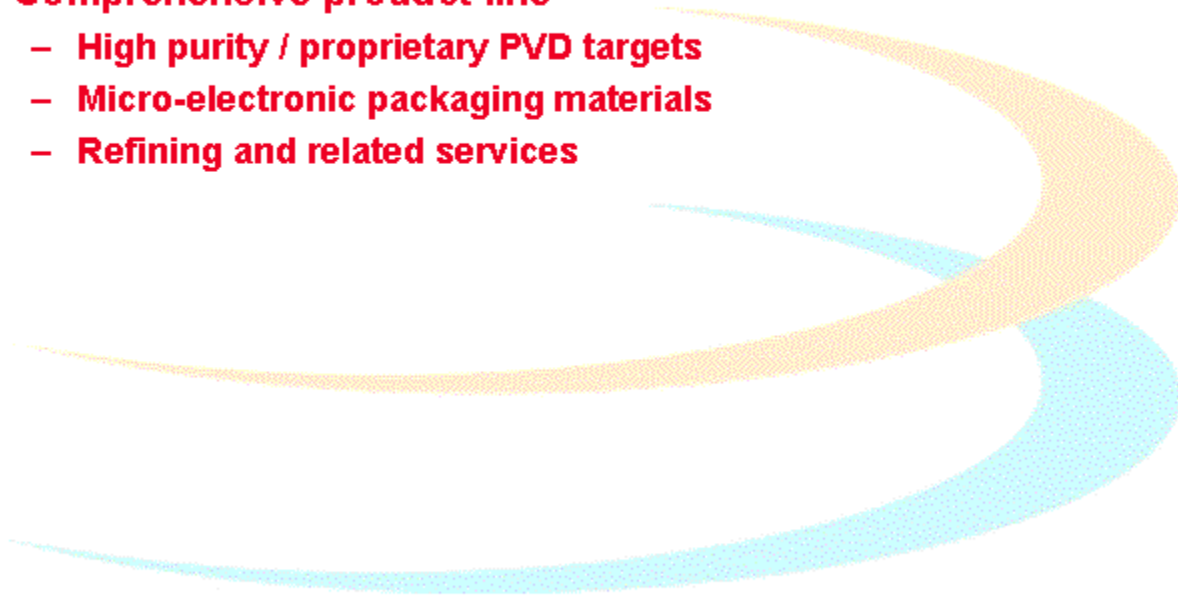
- Optical mirrors for NASA space-based telescopes
- X-ray windows in medical, security and commercial imaging systems
- Diaphragms for commercial and concert quality speaker systems
- Infrared sensors for fighter jet optical targeting, radar and navigation/guidance systems





## Williams Advanced Materials also has broad capabilities in precious and non-precious materials

- **Comprehensive product line**
  - **High purity / proprietary PVD targets**
  - **Micro-electronic packaging materials**
  - **Refining and related services**



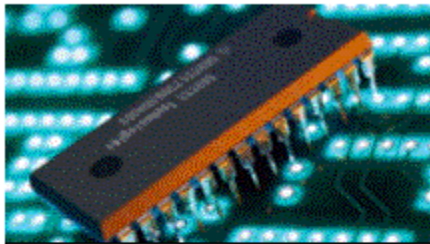
## Williams Advanced Materials also has broad capabilities in precious and non-precious materials

- Comprehensive product line
    - High purity / proprietary PVD targets
    - Micro-electronic packaging materials
  - **Strong end use markets**
    - **Data storage**
    - **Optical media**
    - **Wireless / handsets**
    - **Semiconductor**
- 

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- Comprehensive product line
  - High purity / proprietary PVD targets
  - Micro-electronic packaging materials
- Strong end use markets
  - Data storage
  - Optical media
  - Wireless / handsets
  - Semiconductor
- **Industry leading service and support**
  - **Global sales and applications support**
  - **“Best-in-class” response times**
  - **Low-cost operations in Singapore, Taiwan and the Philippines**

## Williams Advanced Materials - Packaging Material Products



Hybrid Microelectronic Device



Solder preforms and clad materials

- **Markets**

- Wireless, Photonics and Hybrid/  
Traditional Microelectronic Devices

- **Typical End-uses**

- Cell phones, LEDs, fiber-optic  
networks, PC's, military  
electronics, avionics, medical  
electronics, mobile appliances

- **Combo-Lids® - Frame/lid assembly**

- Hermetic sealing

- **Clad Materials**

- Thermal management

- **Bonding Wire**

- Electronic interconnect

- **Solder Preforms**

- Component attachment

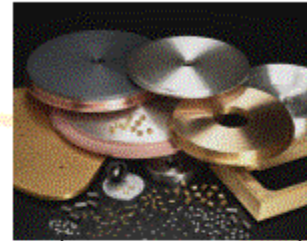
- **Refining**

- Scrap recovery

## Williams Advanced Materials - Physical Vapor Deposition(PVD) Products



Cellular Phone (wireless)



Sputtering Targets

### › Markets

Wireless ICs, semiconductor, optical media, photonics, hard disk drives (disc & thin film heads) and performance films

### › Typical End-uses

RF power amplifiers, LEDs, laser diodes, fiber optic components, integrated circuits, DVDs, hard disks, medical devices, MP3 players, mobile electronics

### › Precious Metal Sputtering Targets and Evaporation Materials

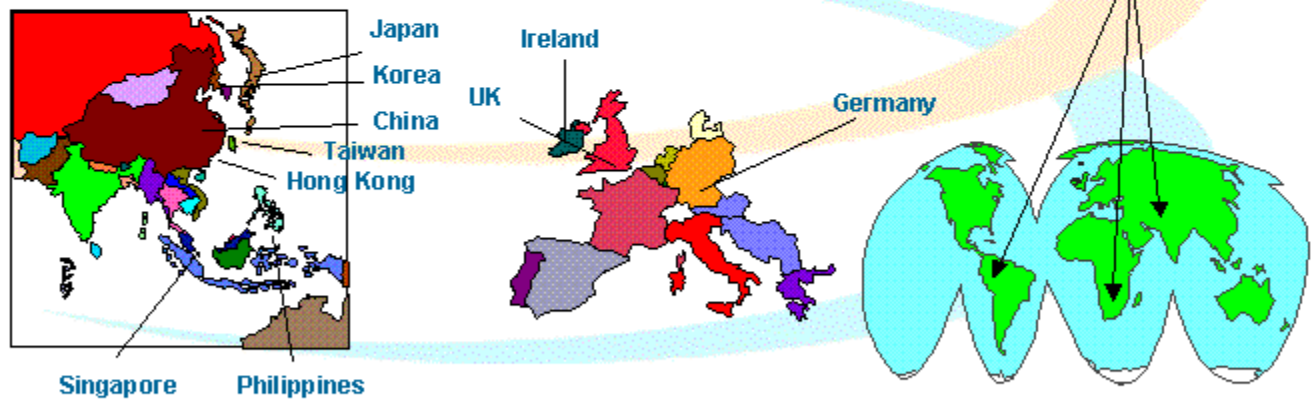
### › Precious Metal Refining Services

### › Non-precious Metal Sputtering Targets and Evaporation Materials

# Global Sales and Distribution Network

- Operations in the U.S. and ten foreign locations
- Recent expansion to Taiwan, China and Korea
- International sales are 33% and growing

◀ ----- Asia / Pacific ----- ▶    ◀ ----- Europe ----- ▶    ◀ - Exports from USA - ▶

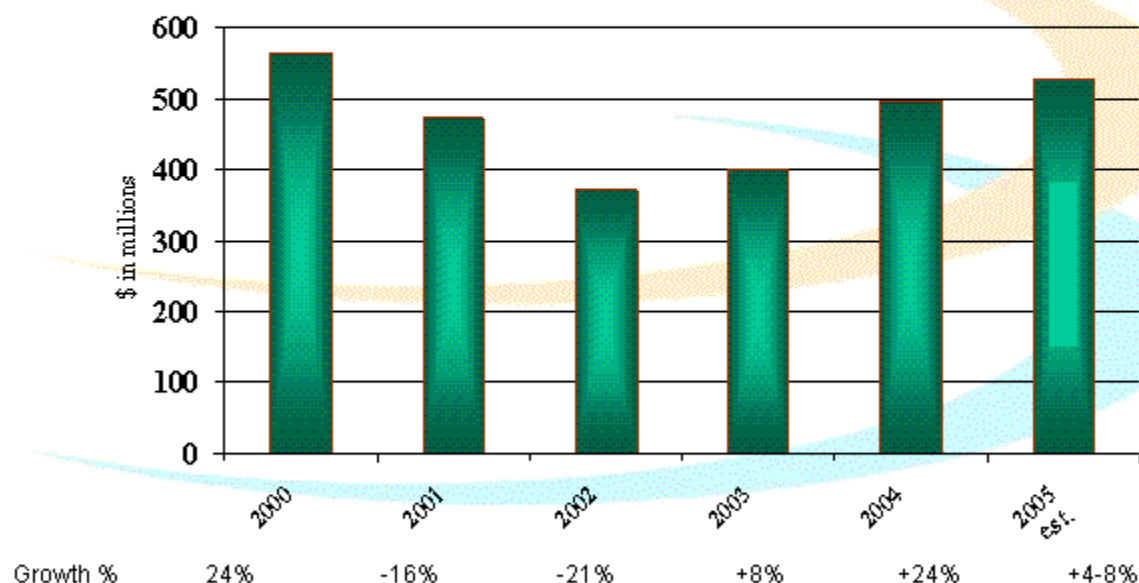


## Capacity to Support Profitable Market Growth

- \$160 million invested between 1996 and 2001
- Operating with significant available excess capacity
- Significant productivity gains in recent years

## Annual Revenue: Historical

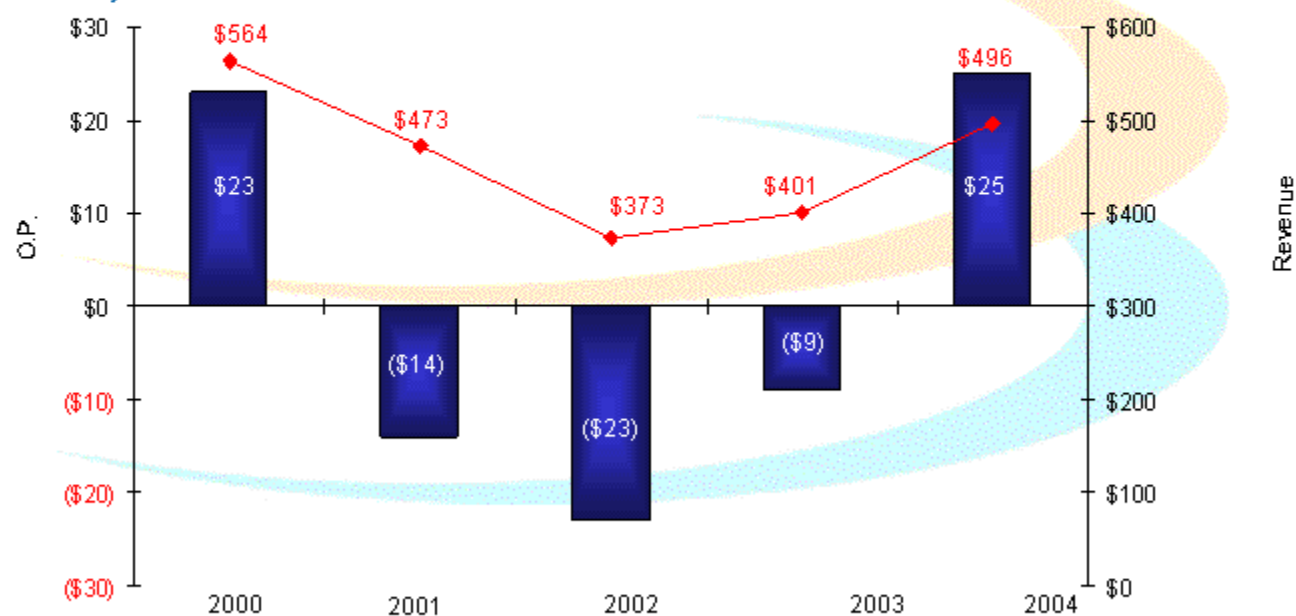
*In 2001, the telecommunications and computer market declined; In 2003, our revenue growth began to return to historical rates*





## Annual Operating Profit (Loss) Compared to Revenue: Historical

(\$ in millions)



## Our on-going performance improvement initiatives are focused on five key areas

- Expanding and diversifying the revenue base
- Improving operating efficiencies
- Reducing overhead costs
- Reducing debt
- Positioning for global market growth

## Margins have improved through cost reduction and productivity improvement initiatives



## Q-3 2005 Results and Outlook

YTD ... hurt by weaker computer & telecom, automotive and defense markets. Also hurt by material cost increases.  
Helped by new product initiatives

Fourth Quarter Outlook ... while automotive and defense remain sluggish, our other markets are gaining momentum

- **Consumer electronics is strengthening**
- **Telecom infrastructure seems to be recovering from an inventory correction**
- **Magnetic media is healthy and growing**
- **Industrial components continues to strengthen**

# Strategic Highlights

- **Strong, diverse set of markets served**
- **Global market reach**
- **New products and services**
- **Niche oriented product offerings**
- **Acquisitions adding to growth and earnings**
- **Focus on operational excellence paying dividends**
- **Strong cash flow**
- **Strong balance sheet provides liquidity to support growth**