

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) **October 27, 2016**

TRIMAS CORPORATION
(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

001-10716

(Commission
File Number)

38-2687639

(IRS Employer
Identification No.)

39400 Woodward Avenue, Suite 130, Bloomfield Hills, Michigan

(Address of principal executive offices)

48304

(Zip Code)

Registrant's telephone number, including area code **(248) 631-5450**

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 2.02 Results of Operations and Financial Condition.

TriMas Corporation (the "Corporation") issued a press release and held a teleconference on October 27, 2016, reporting its financial results for the third quarter ending September 30, 2016. A copy of the press release and teleconference visual presentation are attached hereto as exhibits and are incorporated herein by reference. The press release and teleconference visual presentation are also available on the Corporation's website at www.trimascorp.com.

The information furnished pursuant to this Item 2.02, including Exhibits 99.1 and 99.2, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Corporation under the Securities Act of 1933 or the Exchange Act.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are furnished herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release
99.2	The Corporation's visual presentation titled "Third Quarter 2016 Earnings 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.

TRIMAS CORPORATION

Date: October 27, 2016 By: /s/ Robert J. Zalupski
Name: Robert J. Zalupski
Title: Chief Financial Officer



CONTACT:

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TRIMAS REPORTS THIRD QUARTER 2016 RESULTS

Delivers Third Quarter 2016 Diluted EPS, Excluding Special Items, of \$0.35

BLOOMFIELD HILLS, Michigan, October 27, 2016 - TriMas (NASDAQ: TRS) today announced financial results for the quarter ended September 30, 2016. The Company reported third quarter net sales from continuing operations of \$202.3 million, a decrease of 9.0% compared to third quarter 2015. The Company reported third quarter 2016 income from continuing operations of \$8.8 million, or \$0.19 per diluted share, as compared to income of \$11.7 million, or \$0.26 per diluted share, in the third quarter of 2015. Excluding Special Items⁽¹⁾ related to severance and business restructuring, third quarter 2016 diluted earnings per share from continuing operations would have been \$0.35, as compared to \$0.39 in third quarter 2015.

TriMas Highlights

- Delivered third quarter 2016 diluted earnings per share, excluding Special Items, of \$0.35, despite lower sales levels.
- Increased operating profit margin, excluding Special Items, by 50 basis points, as compared to third quarter 2015.
- Achieved solid progress against a comprehensive recovery plan in the Aerospace segment which resulted in 530 basis points of sequential quarterly margin improvement, excluding Special Items.
- Generated Free Cash Flow⁽²⁾ of \$11.2 million for third quarter 2016, resulting in year-to-date Free Cash Flow of approximately 90% of income from continuing operations, excluding Special Items.
- Reduced total debt by 11% as compared to September 30, 2015.
- Initiated facility rationalization and infrastructure cost savings actions during the quarter to further streamline operations and drive improved performance.

"We achieved third quarter diluted earnings per share of \$0.35, excluding Special Items, despite softer sales levels primarily related to challenges in the oil and gas end markets," said Thomas Amato, TriMas President and Chief Executive Officer. "I am pleased with the renewed focus and sense of urgency to drive future performance improvements, as evidenced by the additional footprint rationalization actions taken during the quarter."

Amato continued, "During my first three months at TriMas, we implemented more detailed analytics and increased the frequency of management reviews to drive improved operational execution and make TriMas and its businesses more nimble and responsive to changes in our end markets, which we believe will ultimately provide a competitive advantage. After spending time with our teams in the businesses, I am convinced there are many opportunities to further enhance operating performance by embracing a culture of continuous improvement and accelerating growth in high potential areas."

"Regarding our 2016 outlook, we are tightening our full-year 2016 diluted EPS guidance range from \$1.22 to \$1.30, to \$1.24 to \$1.28 per share, excluding Special Items. While we continue to experience softer sales levels, we are taking actions to further streamline the businesses, enabling us to hold the midpoint of our previously provided EPS guidance range. We are currently working on our 2017 budget, as well as our longer-term strategic plan, in which we expect to achieve earnings expansion, despite anticipated continued oil and gas end market softness," Amato continued.

Third Quarter Financial Results - From Continuing Operations

- TriMas reported third quarter net sales of \$202.3 million, a decrease of 9.0% as compared to \$222.2 million in third quarter 2015. The positive sales impacts of a recent acquisition and organic initiatives were more than offset by sales declines resulting primarily from weakness in the oil and gas end markets and the impact of unfavorable currency exchange.

- The Company reported operating profit of \$17.8 million in third quarter 2016 as compared to \$21.6 million in third quarter 2015. Excluding Special Items related to severance and business restructuring, third quarter 2016 operating profit would have been \$28.1 million as compared to \$29.9 million during third quarter 2015. Third quarter 2016 operating profit margin, excluding Special Items, increased 50 basis points to 13.9%, as the favorable impact of the Company's Financial Improvement Plan, on-going continuous improvement initiatives and a reduction in corporate expenses, more than offset the unfavorable impact of sales declines as compared to third quarter 2015.
- Third quarter 2016 income from continuing operations was \$8.8 million, or \$0.19 per diluted share, as compared to \$0.26 per diluted share in third quarter 2015. Excluding Special Items, third quarter 2016 income from continuing operations would have been \$16.1 million, or \$0.35 per diluted share, as compared to \$0.39 in third quarter 2015, as a result of lower sales levels, which was partially offset by the Company's cost savings initiatives.
- The Company reported Free Cash Flow (defined as Net Cash Provided by Operating Activities of Continuing Operations, excluding the cash impact of Special Items, less Capital Expenditures) of \$11.2 million for third quarter 2016 as compared to \$1.5 million in third quarter 2015. Please see Appendix I for further details.

Financial Position

TriMas reported total debt of \$402.4 million as of September 30, 2016, as compared to \$419.6 million as of December 31, 2015, and \$453.1 million as of September 30, 2015. TriMas ended third quarter 2016 with \$100.9 million of cash and aggregate availability under its revolving credit and accounts receivable facilities.

Segment Results - From Continuing Operations

Packaging

The Packaging segment continues to develop specialty dispensing and closure applications for global markets, including industrial, food and beverage, and health, beauty and home care. Net sales for the third quarter increased 2.7% as compared to the year ago period, as sales increases to the health, beauty and home care, and industrial end markets more than offset the impact of unfavorable currency exchange. Third quarter operating profit and the related margin percentage, excluding Special Items, decreased due to a higher level of selling, general and administrative expenses related to continued investment in growth and global capabilities, and the reversal of acquisition-related liabilities in third quarter 2015 that did not recur in third quarter 2016, partially offset by the impact of continuous improvement initiatives.

Aerospace

The Aerospace segment is focused on increasing manufacturing throughput and manufacturing efficiency, developing and qualifying additional highly-engineered products, and leveraging broader capabilities to better serve its customers. Net sales for the third quarter increased 4.5% as compared to the year ago period, as a result of incremental sales related to the November 2015 acquisition of a machined components facility, partially offset by lower sales to distribution customers and production constraints. Third quarter operating profit and the related margin percentage, excluding Special Items, decreased due to a less favorable product sales mix and costs of recovery actions to address shorter-term production inefficiencies.

Energy

The Energy segment continues to leverage lower costs resulting from business restructuring, as well as operational and manufacturing improvements. Third quarter net sales decreased 25.9% as compared to the year ago period, due to reduced demand levels from downstream oil and gas customers, lower sales from international branches, lower levels of new facility engineering and construction activity and the impact of unfavorable currency exchange. Third quarter operating profit, excluding Special Items, decreased due to the impact of the reduced sales levels and lower fixed cost absorption. The related operating profit margin increased, however, as the impact of the sales decline was more than offset by savings achieved from cost reduction actions.

Engineered Components

The Engineered Components segment has responded to the dramatic drop in oil prices by reducing its fixed cost structure. Third quarter net sales decreased 29.5% as compared to the year ago period, primarily due to lower sales of engines and compressors resulting from the impact of low oil prices and significantly reduced oil and gas drilling activity. Sales of industrial cylinders also decreased as a result of continued softness in general industrial end markets and customer consolidation. Third quarter operating profit, excluding Special Items, decreased primarily due to reduced sales levels and lower fixed cost absorption. However, the related operating profit margin increased, as the impact

of the sales decline was more than offset by savings achieved from cost reduction actions and continuous improvement initiatives.

Discontinued Operations

On June 30, 2015, the Company completed the spin-off of its Cequent businesses (comprised of the Cequent Americas and Cequent APEA reportable segments), creating a new independent publicly traded company, Horizon Global Corporation, through a distribution of 100% of the Company's interest in Horizon Global to holders of TriMas common shares. The results of operations of the Cequent businesses, as well as the one-time costs incurred in connection with the separation of the two companies, are included in discontinued operations.

2016 Outlook

The Company is refining its full year 2016 outlook from continuing operations. The Company now estimates that 2016 sales will decline by 6% to 8% as compared to 2015. The Company also expects full-year 2016 diluted earnings per share to be \$1.24 to \$1.28 per share (previously \$1.22 to \$1.30 per share), excluding any current or future events that may be considered Special Items. In addition, the Company continues to expect 2016 Free Cash Flow (defined as Net Cash Provided by Operating Activities of Continuing Operations, excluding the cash impact of Special Items, less Capital Expenditures) to be between \$55 million and \$65 million, or approximately 100% of net income, excluding Special Items.

Conference Call Information

TriMas Corporation will host its third quarter 2016 earnings conference call today, Thursday, October 27, 2016, at 10 a.m. ET. The call-in number is (888) 601-3864. Participants should request to be connected to the TriMas Corporation third quarter 2016 earnings conference call (Conference ID #6532559). The conference call will also be simultaneously webcast via TriMas' website at www.trimascorp.com, under the "Investors" section, with an accompanying slide presentation. A replay of the conference call will be available on the TriMas website or by dialing (888) 203-1112 (Replay Passcode #6532559) beginning October 27, 2016 at 3 p.m. ET through November 3, 2016 at 3 p.m. ET.

Notice Regarding Forward-Looking Statements

Any "forward-looking" statements, within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, contained herein, including those relating to the Company's business, financial condition or future results, involve risks and uncertainties with respect to, including, but not limited to: the Company's leverage; liabilities imposed by the Company's debt instruments; market demand; competitive factors; supply constraints; material and energy costs; intangible assets, including goodwill or other intangible asset impairment charges; technology factors; litigation; government and regulatory actions; the Company's accounting policies; future trends; general economic and currency conditions; the potential impact of Brexit; various conditions specific to the Company's business and industry; the Company's ability to identify attractive acquisition candidates, successfully integrate acquired operations or realize the intended benefits of such acquisitions; potential costs and savings related to facility consolidation activities; future prospects of the Company; and other risks that are detailed in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2015. These risks and uncertainties may cause actual results to differ materially from those indicated by the forward-looking statements. All forward-looking statements made herein are based on information currently available, and the Company assumes no obligation to update any forward-looking statements.

Non-GAAP Financial Measures

In this release, certain non-GAAP financial measures are used. Reconciliations of these non-GAAP financial measures to the most directly comparable GAAP financial measure may be found in Appendix I at the end of this release. Additional information is available at www.trimascorp.com under the "Investors" section.

⁽¹⁾ Appendix I details certain costs, expenses and other amounts or charges, collectively described as "Special Items," that are included in the determination of net income, earnings per share and/or cash flows from operating activities under GAAP, but that management believes should be separately considered when evaluating the quality of the Company's core operating results, given they may not reflect the ongoing activities of the business. Management believes that presenting these non-GAAP financial measures, on an after Special Items basis, provides useful information to investors by helping them identify underlying trends in the Company's businesses and facilitating comparisons of performance with prior and future periods. These non-GAAP financial measures should be considered in addition to, and not as a replacement for or superior to, the comparable GAAP financial measures.

⁽²⁾The Company defines Free Cash Flow as Net Cash Provided by/Used for Operating Activities of Continuing Operations, excluding the cash impact of Special Items, less Capital Expenditures. Please see Appendix I for additional details.

About TriMas

TriMas is a diversified, global manufacturer of engineered products with approximately 4,000 dedicated employees in 13 countries. We provide customers with innovative product solutions through our businesses which operate in four segments: Packaging, Aerospace, Energy and Engineered Components. The TriMas family of businesses has strong brand names in the markets served, and operates under a common set of values and strategic priorities under the TriMas Business Model. TriMas is publicly traded on the NASDAQ under the ticker symbol "TRS," and is headquartered in Bloomfield Hills, Michigan. For more information, please visit www.trimascorp.com.

TriMas Corporation
Condensed Consolidated Balance Sheet
(Dollars in thousands)

	September 30, 2016	December 31, 2015
Assets		
(unaudited)		
Current assets:		
Cash and cash equivalents	\$ 22,550	\$ 19,450
Receivables, net	130,440	121,990
Inventories	171,260	167,370
Prepaid expenses and other current assets	7,530	17,810
Total current assets	331,780	326,620
Property and equipment, net	182,000	181,130
Goodwill	377,380	378,920
Other intangibles, net	258,400	273,870
Other assets	8,840	9,760
Total assets	\$ 1,158,400	\$ 1,170,300
Liabilities and Shareholders' Equity		
Current liabilities:		
Current maturities, long-term debt	\$ 13,840	\$ 13,850
Accounts payable	76,140	88,420
Accrued liabilities	45,950	50,480
Total current liabilities	135,930	152,750
Long-term debt, net	388,580	405,780
Deferred income taxes	9,530	11,260
Other long-term liabilities	57,350	53,320
Total liabilities	591,390	623,110
Total shareholders' equity	567,010	547,190
Total liabilities and shareholders' equity	\$ 1,158,400	\$ 1,170,300

TriMas Corporation
Consolidated Statement of Income
(Unaudited - dollars in thousands, except per share amounts)

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Net sales	\$ 202,290	\$ 222,190	\$ 608,490	\$ 671,220
Cost of sales	(144,240)	(159,720)	(437,440)	(484,110)
Gross profit	58,050	62,470	171,050	187,110
Selling, general and administrative expenses	(40,260)	(40,910)	(118,150)	(123,320)
Operating profit	17,790	21,560	52,900	63,790
Other expense, net:				
Interest expense	(3,480)	(3,440)	(10,230)	(10,610)
Debt financing and extinguishment costs	—	—	—	(1,970)
Other expense, net	(200)	(720)	(130)	(2,330)
Other expense, net	(3,680)	(4,160)	(10,360)	(14,910)
Income from continuing operations before income tax expense	14,110	17,400	42,540	48,880
Income tax expense	(5,330)	(5,690)	(14,980)	(16,740)
Income from continuing operations	8,780	11,710	27,560	32,140
Loss from discontinued operations, net of tax	—	—	—	(4,740)
Net income	\$ 8,780	\$ 11,710	\$ 27,560	\$ 27,400
Basic earnings per share:				
Continuing operations	\$ 0.19	\$ 0.26	\$ 0.61	\$ 0.71
Discontinued operations	—	—	—	(0.10)
Net income per share	\$ 0.19	\$ 0.26	\$ 0.61	\$ 0.61
Weighted average common shares—basic	45,435,936	45,157,412	45,381,592	45,102,067
Diluted earnings per share:				
Continuing operations	\$ 0.19	\$ 0.26	\$ 0.60	\$ 0.70
Discontinued operations	—	—	—	(0.10)
Net income per share	\$ 0.19	\$ 0.26	\$ 0.60	\$ 0.60
Weighted average common shares—diluted	45,760,455	45,499,104	45,713,873	45,439,618

TriMas Corporation
Consolidated Statement of Cash Flow
(Unaudited - dollars in thousands)

	Nine months ended September 30,	
	2016	2015
Cash Flows from Operating Activities:		
Net income	\$ 27,560	\$ 27,400
Loss from discontinued operations	—	(4,740)
Income from continuing operations	27,560	32,140
Adjustments to reconcile net income to net cash provided by operating activities:		
Loss on dispositions of property and equipment	1,350	590
Depreciation	17,710	16,430
Amortization of intangible assets	15,330	15,790
Amortization of debt issue costs	1,000	1,360
Deferred income taxes	360	(4,220)
Non-cash compensation expense	5,240	4,590
Excess tax benefits from stock based compensation	(640)	(300)
Debt financing and extinguishment costs	—	1,970
Increase in receivables	(9,790)	(15,790)
Increase in inventories	(4,560)	(7,010)
(Increase) decrease in prepaid expenses and other assets	10,780	(1,020)
Decrease in accounts payable and accrued liabilities	(17,150)	(15,540)
Other, net	(780)	(250)
Net cash provided by operating activities of continuing operations	46,410	28,740
Net cash used for operating activities of discontinued operations	—	(14,030)
Net cash provided by operating activities	46,410	14,710
Cash Flows from Investing Activities:		
Capital expenditures	(22,390)	(20,360)
Net proceeds from disposition of property and equipment	120	1,680
Net cash used for investing activities of continuing operations	(22,270)	(18,680)
Net cash used for investing activities of discontinued operations	—	(2,510)
Net cash used for investing activities	(22,270)	(21,190)
Cash Flows from Financing Activities:		
Proceeds from borrowings on term loan facilities	—	275,000
Repayments of borrowings on term loan facilities	(10,380)	(441,410)
Proceeds from borrowings on revolving credit and accounts receivable facilities	314,860	995,620
Repayments of borrowings on revolving credit and accounts receivable facilities	(324,780)	(1,006,490)
Payments for deferred purchase price	—	(5,810)
Debt financing fees	—	(1,850)
Shares surrendered upon vesting of options and restricted stock awards to cover tax obligations	(1,500)	(2,620)
Proceeds from exercise of stock options	120	430
Excess tax benefits from stock based compensation	640	300
Cash transferred to the Cequent businesses	—	(17,050)
Net cash used for financing activities of continuing operations	(21,040)	(203,880)
Net cash provided by financing activities of discontinued operations	—	208,400
Net cash provided by (used for) financing activities	(21,040)	4,520
Cash and Cash Equivalents:		
Net increase (decrease) for the period	3,100	(1,960)
At beginning of period	19,450	24,420
At end of period	\$ 22,550	\$ 22,460
Supplemental disclosure of cash flow information:		
Cash paid for interest	\$ 8,870	\$ 12,320
Cash paid for taxes	\$ 9,130	\$ 22,260

Appendix I

TriMas Corporation
Additional Information Regarding Special Items Impacting
Reported GAAP Financial Measures
Continuing Operations
(Unaudited - dollars in thousands)

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Packaging				
Net sales	\$ 90,330	\$ 87,930	\$ 258,550	\$ 256,470
Operating profit	\$ 20,090	\$ 21,870	\$ 59,340	\$ 60,090
Special Items to consider in evaluating operating profit:				
Severance and business restructuring costs	\$ 1,660	\$ 280	\$ 2,720	\$ 710
Excluding Special Items, operating profit would have been	\$ 21,750	\$ 22,150	\$ 62,060	\$ 60,800
Aerospace				
Net sales	\$ 47,430	\$ 45,380	\$ 132,020	\$ 134,340
Operating profit	\$ 6,660	\$ 7,110	\$ 13,670	\$ 22,410
Special Items to consider in evaluating operating profit:				
Severance and business restructuring costs	\$ 1,240	\$ 1,120	\$ 2,800	\$ 2,740
Excluding Special Items, operating profit would have been	\$ 7,900	\$ 8,230	\$ 16,470	\$ 25,150
Energy				
Net sales	\$ 38,230	\$ 51,600	\$ 122,930	\$ 152,910
Operating loss	\$ (1,870)	\$ (3,560)	\$ (8,570)	\$ (10,390)
Special Items to consider in evaluating operating profit (loss):				
Severance and business restructuring costs	\$ 3,640	\$ 5,860	\$ 13,230	\$ 11,200
Excluding Special Items, operating profit would have been	\$ 1,770	\$ 2,300	\$ 4,660	\$ 810
Engineered Components				
Net sales	\$ 26,300	\$ 37,280	\$ 94,990	\$ 127,500
Operating profit	\$ 3,180	\$ 4,380	\$ 12,620	\$ 16,570
Special Items to consider in evaluating operating profit:				
Severance and business restructuring costs	\$ 230	\$ 90	\$ 400	\$ 230
Excluding Special Items, operating profit would have been	\$ 3,410	\$ 4,470	\$ 13,020	\$ 16,800
Corporate Expenses				
Operating loss	\$ (10,270)	\$ (8,240)	\$ (24,160)	\$ (24,890)
Special Items to consider in evaluating operating loss:				
Severance and business restructuring costs	\$ 3,560	\$ 940	\$ 3,560	\$ 940
Excluding Special Items, operating loss would have been	\$ (6,710)	\$ (7,300)	\$ (20,600)	\$ (23,950)
Total Continuing Operations				
Net sales	\$ 202,290	\$ 222,190	\$ 608,490	\$ 671,220
Operating profit	\$ 17,790	\$ 21,560	\$ 52,900	\$ 63,790
Total Special Items to consider in evaluating operating profit	\$ 10,330	\$ 8,290	\$ 22,710	\$ 15,820
Excluding Special Items, operating profit would have been	\$ 28,120	\$ 29,850	\$ 75,610	\$ 79,610

Appendix I

TriMas Corporation
Additional Information Regarding Special Items Impacting
Reported GAAP Financial Measures
(Unaudited - dollars in thousands, except per share amounts)

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Income from continuing operations, as reported	\$ 8,780	\$ 11,710	\$ 27,560	\$ 32,140
After-tax impact of Special Items to consider in evaluating quality of income from continuing operations:				
Severance and business restructuring costs	7,350	6,120	16,570	12,050
Debt extinguishment costs	—	—	—	1,240
Excluding Special Items, income from continuing operations would have been	<u>\$ 16,130</u>	<u>\$ 17,830</u>	<u>\$ 44,130</u>	<u>\$ 45,430</u>

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Diluted earnings per share from continuing operations, as reported	\$ 0.19	\$ 0.26	\$ 0.60	\$ 0.70
After-tax impact of Special Items to consider in evaluating quality of EPS from continuing operations:				
Severance and business restructuring costs	0.16	0.13	0.36	0.27
Debt extinguishment costs	—	—	—	0.03
Excluding Special Items, diluted EPS from continuing operations would have been	<u>\$ 0.35</u>	<u>\$ 0.39</u>	<u>\$ 0.96</u>	<u>\$ 1.00</u>
Weighted-average shares outstanding	<u>45,760,455</u>	<u>45,499,104</u>	<u>45,713,873</u>	<u>45,439,618</u>

TriMas Corporation
Additional Information Regarding Special Items Impacting
Reported GAAP Financial Measures
(Unaudited - dollars in thousands)

	Three months ended September 30,					
	2016			2015		
	As reported	Special Items	Excluding Special Items	As reported	Special Items	Excluding Special Items
Net cash provided by operating activities of continuing operations	\$ 13,470	\$ 7,160	\$ 20,630	\$ 8,260	\$ 730	\$ 8,990
Less: Capital expenditures of continuing operations	(9,430)	—	(9,430)	(7,470)	—	(7,470)
Free Cash Flow from continuing operations	4,040	7,160	11,200	790	730	1,520
Income from continuing operations	8,780	7,350	16,130	11,710	6,120	17,830
Free Cash Flow as a percentage of income from continuing operations	46%		69%	7%		9%

	Nine months ended September 30,					
	2016			2015		
	As reported	Special Items	Excluding Special Items	As reported	Special Items	Excluding Special Items
Net cash provided by operating activities of continuing operations	\$ 46,410	\$ 15,520	\$ 61,930	28,740	\$ 730	\$ 29,470
Less: Capital expenditures of continuing operations	(22,390)	—	(22,390)	(20,360)	—	(20,360)
Free Cash Flow from continuing operations	24,020	15,520	39,540	8,380	730	9,110
Income from continuing operations	27,560	16,570	44,130	32,140	13,290	45,430
Free Cash Flow as a percentage of income from continuing operations	87%		90%	26%		20%



Third Quarter 2016 Earnings
Presentation

October 27, 2016



Forward-Looking Statement

Any "forward-looking" statements, within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, contained herein, including those relating to the Company's business, financial condition or future results, involve risks and uncertainties with respect to, including, but not limited to: the Company's leverage; liabilities imposed by the Company's debt instruments; market demand; competitive factors; supply constraints; material and energy costs; intangible assets, including goodwill or other intangible asset impairment charges; technology factors; litigation; government and regulatory actions; the Company's accounting policies; future trends; general economic and currency conditions; the potential impact of Brexit; various conditions specific to the Company's business and industry; the Company's ability to identify attractive acquisition candidates, successfully integrate acquired operations or realize the intended benefits of such acquisitions; potential costs and savings related to facility consolidation activities; future prospects of the Company; and other risks that are detailed in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2015. These risks and uncertainties may cause actual results to differ materially from those indicated by the forward-looking statements. All forward-looking statements made herein are based on information currently available, and the Company assumes no obligation to update any forward-looking statements.

Non-GAAP Financial Measures

In this presentation, certain non-GAAP financial measures may be used. Reconciliations of these non-GAAP financial measures to the most directly comparable GAAP financial measure may be found in the Appendix at the end of this presentation or in the earnings releases available on the Company's website. Additional information is available at www.trimascorp.com under the "Investors" section.

Please see the Appendix for details regarding certain costs, expenses and other amounts or charges, collectively described as "Special Items," that are included in the determination of net income, earnings per share and/or cash flows from operating activities under GAAP, but that management believes should be separately considered when evaluating the quality of the Company's core operating results, given they may not reflect the ongoing activities of the business. Management believes that presenting these non-GAAP financial measures, on an after Special Items basis, provides useful information to investors by helping them identify underlying trends in the Company's businesses and facilitating comparisons of performance with prior and future periods. These non-GAAP financial measures should be considered in addition to, and not as a replacement for or superior to, the comparable GAAP financial measures.

- Opening Remarks
- Financial Highlights
- Segment Highlights
- Outlook and Summary
- Questions and Answers
- Appendix

Presenters Include:

- Thomas Amato, President and Chief Executive Officer
- Robert Zalupski, Chief Financial Officer
- Sherry Lauderback, Vice President, Investor Relations



Opening Remarks

First 100 Days Focus	Actions
Visited 17 facilities and performed on-site operational assessments	Accelerating opportunities to further optimize cost structure and improve operations
Reviewed existing business model and cadence of leadership interaction	Introducing new TriMas Business Model with increased connectivity and improved analytics
Initiated customer visits	Reviewing capacity and process technology to position TriMas for growth opportunities and exceeding customer expectations
Reviewed annual budget and strategic planning processes	Implementing a more rigorous 2017 budget process with better linkage to the long-term strategic plan
Met with and listened to many TriMas investors	Received excellent input and look forward to continued dialogue

Implementing a data-driven, fact-based review process to set TriMas' future direction.

- ✓ TriMas' businesses brand names are well-recognized and respected within the end markets we serve
- ✓ Our product technology and processing know-how, customer and regulatory approvals, and established asset base provide unique barriers to entry
- ✓ Our business performance and capital structure allow for solid cash flow to re-invest and de-leverage, even in softer markets
- ✓ TriMas employees demonstrate a deep pride in our businesses
- ✓ There are many opportunities available to further enhance performance by driving a culture of continuous improvement and accelerating growth in high potential areas

TriMas has strong brand names, innovative products and process technologies, and dedicated employees.



Financial Highlights

Third Quarter Summary



(Unaudited, dollars in millions, except per share amounts)

<i>(from continuing operations)</i>	Q3 2016	Q3 2015	Variance
Net Sales	\$202.3	\$222.2	(9.0%)
Operating Profit	\$17.8	\$21.6	(17.5%)
<i>Excluding Special Items, Operating Profit would have been:</i>	\$28.1	\$29.9	(5.8%)
<i>Excluding Special Items, Operating profit margin would have been:</i>	13.9%	13.4%	50 bps
Income	\$8.8	\$11.7	(25.0%)
<i>Excluding Special Items, Income would have been:</i>	\$16.1	\$17.8	(9.5%)
Diluted Earnings Per Share	\$0.19	\$0.26	(26.9%)
<i>Excluding Special Items, Diluted Earnings Per Share would have been:</i>	\$0.35	\$0.39	(10.3%)

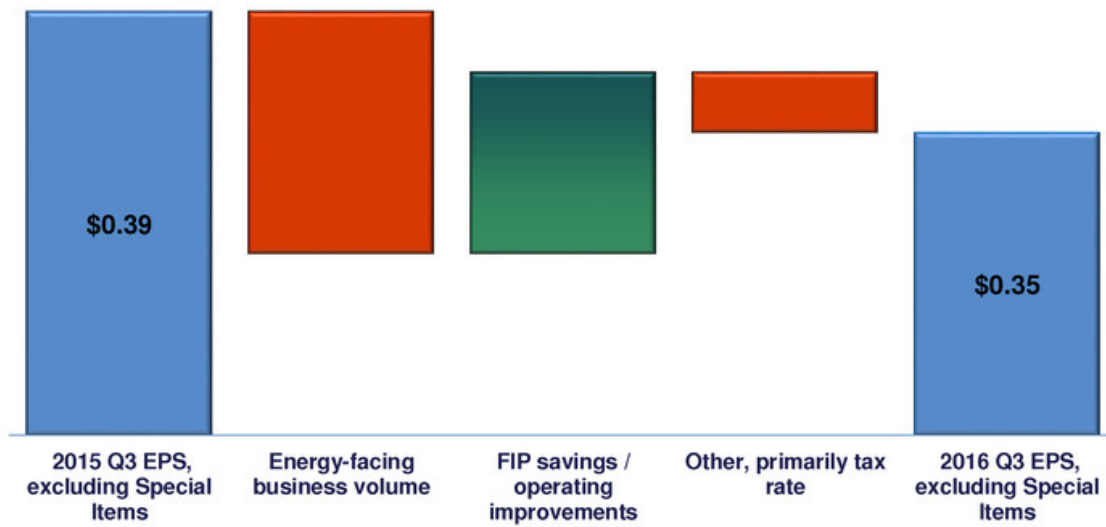
- Q3 2016 sales declined 9% as compared to Q3 2015; however, sales were consistent with Q1 and Q2 2016
 - Slightly higher year-over-year sales in our Packaging and Aerospace segments were more than offset due primarily to continued weakness in the oil and gas end markets
- Q3 operating profit margin, excluding Special Items, increased 50 bps, as the positive impact of the Financial Improvement Plan more than offset the impact of reduced sales
- Achieved Q3 EPS, excluding Special Items, of \$0.35, driven primarily by streamlining costs

Expanded operating profit margin, excluding Special Items, despite continued end market weakness.

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

EPS Bridge from Q3 2015 to Q3 2016

(For illustrative purposes)



- Significant year-over-year impact related to lower energy-facing business volume
- Cost reduction actions, including impacts of the Financial Improvement Plan, helping to offset lower sales volumes
- Tax rate higher due to mix of more income in the United States versus lower-tax foreign jurisdictions

Mitigated the majority of end market challenges through aggressive cost reduction actions.

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

Third Quarter Summary



(Unaudited, dollars in millions)

<i>(from continuing operations)</i>	Q3 2016	Q3 2015	Variance
Free Cash Flow ⁽¹⁾	\$11.2	\$1.5	\$9.7
Capital Expenditures	\$9.4	\$7.4	\$2.0
Inventories	\$171.3	\$176.4	(\$5.1)
Total Debt	\$402.4	\$453.1	(\$50.7)
Cash	\$22.5	\$22.5	\$0.0
Net Debt	\$379.9	\$430.6	(\$50.7)

- Generated Free Cash Flow of \$11.2 million in Q3 2016 after considering investment in capex
 - Capital investment included new lower-cost capacity for the Packaging segment and the installation of a second cylinder forge in Engineered Components to improve manufacturing flexibility and efficiency, as well as provide incremental capacity
 - Intensified focus on increasing cash flow through operating performance improvements and reduced investments in inventory
- Reduced total debt by \$50.7 million in the LTM period ended Q3 2016
 - Committed to ensuring we have adequate capital to invest in growth opportunities, while continuing to de-lever
- Ended the quarter with cash and available liquidity of approximately \$100.9 million

Increased attention on Free Cash Flow as part of the new TriMas Business Model.

⁽¹⁾ Free Cash Flow is defined as Net Cash Provided by Operating Activities of Continuing Operations, excluding the cash impact of Special Items, less Capital Expenditures.
Note: Please see the Appendix for a detailed reconciliation to GAAP results.



Segment Highlights

Packaging Segment

(Unaudited, dollars in millions)

Financial Summary	Q3 2016	Q3 2015	Variance
Sales	\$90.3	\$87.9	2.7%
Operating Profit, excluding Special Items	\$21.8	\$22.2	-1.8%
Margin, excluding Special Items	24.1%	25.2%	-110 bps

Quarterly Comments

- Excluding the impact of unfavorable currency exchange, sales increased more than 5% as compared to prior year
- Increased sales to the health, beauty and home care, and industrial end markets
- Profit and related margin, excluding Special Items, declined slightly due to higher SG&A spending related to growth initiatives and the reversal of acquisition-related liabilities in Q3 2015 that did not recur in Q3 2016

Markets, Products & Brands



Actions

- Aligning global marketing and sales force with end markets and customers
- Establishing new manufacturing site in Mexico to expand capacity serving the Americas
- Leveraging product innovation centers to support global customers (United Kingdom, United States and India)
- Executing on productivity initiatives to fund global growth and product expansion

Positioning business for customer innovation and continued growth.

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

Aerospace Segment

(Unaudited, dollars in millions)

Financial Summary	Q3 2016	Q3 2015	Variance
Sales	\$47.4	\$45.4	4.5%
Operating Profit, excluding Special Items	\$7.9	\$8.2	-4.0%
Margin, excluding Special Items	16.7%	18.1%	-140 bps

Quarterly Comments

- Sales increased due to the acquisition of a machined components facility in Q4 2015; partially offset by lower demand from distribution customers
- Increased production throughput in the Monogram facilities and reduced the number of past due orders
- Profit and related margin, excluding Special Items, declined due to incremental costs related to shorter-term production inefficiencies and a less favorable product mix

Markets, Products & Brands



Actions

- Executing plan to increase manufacturing throughput and improve production efficiencies
- Developing and qualifying new highly-engineered products; qualifying existing products for new applications and new customers
- Leveraging a single aerospace platform to better serve customers and enhance margins

Intensifying focus on manufacturing performance and delivery improvements.

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

(Unaudited, dollars in millions)

Financial Summary	Q3 2016	Q3 2015	Variance
Sales	\$38.2	\$51.6	-25.9%
Operating Profit, excluding Special Items	\$1.8	\$2.3	-23.0%
Margin, excluding Special Items	4.6%	4.5%	10 bps

Quarterly Comments

- Sales decreased due to reduced demand from downstream oil and gas customers, lower levels of new facility engineering and construction activity and lower international branch sales
- Cost savings achieved from restructuring actions mostly offset the impact of the reduced sales levels and lower related fixed cost absorption

Markets, Products & Brands



LAMONS
Sealing Global - Servicing Local

Actions

- Driving continued manufacturing and operational improvements across all locations
- Accelerating and broadening the move of the manufacture of standard products from Houston to Reynosa
- On-going assessment of the global footprint to optimize fixed and SG&A cost structure given continued soft end markets

Accelerating performance improvement plans.

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

Engineered Components Segment



(Unaudited, dollars in millions)

Financial Summary	Q3 2016	Q3 2015	Variance
Sales	\$26.3	\$37.3	-29.5%
Operating Profit, excluding Special Items	\$3.4	\$4.5	-23.7%
Margin, excluding Special Items	13.0%	12.0%	100 bps

Quarterly Comments

- Cylinder sales declined due to weaker industrial end markets and customer consolidation
- Engine and compressor sales decreased as a result of continued low oil prices and related reduced oil and gas drilling activities
- Operating profit, excluding Special Items, decreased as a result of reduced sales levels and lower fixed cost absorption, while margin improved due to further reductions in cost structure and productivity initiatives

Markets, Products & Brands



Actions

- Re-assessing fixed and SG&A cost structure given continued soft end markets
- Adding incremental cylinder capabilities and longer-term capacity
- Seeking to enter new product-use markets such as hydrogen applications
- Expanding engine and compressor product lines to diversify and reduce end-market cyclicality

Tight cost management mitigating impact of lower end market volume.

Note: Please see the Appendix for a detailed reconciliation to GAAP results.

Segment Performance Summary



(Unaudited, dollars in millions)

Sales

	Q3 2016	Q2 2016	Q3 2015	FY 2015
Packaging	\$90.3	\$88.1	\$87.9	\$334.3
Aerospace	\$47.4	\$44.1	\$45.4	\$176.5
Energy	\$38.2	\$40.0	\$51.6	\$193.4
Engineered Components	\$26.3	\$31.2	\$37.3	\$159.8
TriMas	\$202.3	\$203.3	\$222.2	\$864.0

Operating Profit Margin (excluding Special Items)

	Q3 2016	Q2 2016	Q3 2015	FY 2015
Packaging	24.1%	25.0%	25.2%	24.0%
Aerospace	16.7%	11.4%	18.1%	18.1%
Energy	4.6%	4.5%	4.5%	-0.8%
Engineered Components	13.0%	12.4%	12.0%	13.6%
Segment	17.2%	16.1%	16.7%	15.3%

Strong or improving operating profit margins in each segment, despite continued soft sales activity.

Note: Please see the Appendix for a detailed reconciliation to GAAP results. Historical figures may be found in the corresponding earnings releases located on www.trimascorp.com under the "Investors" section.



Outlook and Summary

	Sales ⁽¹⁾	Operating Profit Margin (excl. Special Items)	Full Year 2016 Commentary
Packaging	2% – 3% <i>Previous</i> 3% – 5%	23% – 24%	<ul style="list-style-type: none"> Stronger U.S. dollar and customer product launch delays into 2017 are moderating sales growth expectations Maintaining targeted profit margin levels
Aerospace	0% – 2%	11% – 13%	<ul style="list-style-type: none"> Stable OE build rates and acquisition-related sales increases, largely offset by the impact of lower distribution orders Near-term production inefficiencies, integration costs and less favorable product sales mix impacting sales and profitability
Energy	(15%) – (20%)	4% – 6%	<ul style="list-style-type: none"> Sales impacted by reduced upstream and downstream channel spending and exiting of lower margin business Margin level positively impacted by restructuring activities
Engineered Components	(20%) – (25%) <i>Previous</i> (15%) – (20%)	13% – 15%	<ul style="list-style-type: none"> Industrial market slowdown and customer consolidation impacting cylinder sales Maintaining operating profit margins despite lower cylinder, engine and compressor sales

Note: Segment assumptions did not change from previous guidance unless otherwise indicated. All of the figures and comments on this slide exclude any current and future Special Items.

Continue to experience top-line pressures, but holding margin rates through cost reduction.

⁽¹⁾ 2016 sales growth versus 2015.

<i>From Continuing Operations</i>	Full Year Outlook (as of 7/23/16)	Full Year Outlook (as of 10/27/16)
Net Sales	(4%) – (7%)	(6%) – (8%)
Earnings Per Share, diluted (excl. Special Items)	\$1.22 – \$1.30	\$1.24 – \$1.28
Free Cash Flow⁽¹⁾ (excl. Special Items)	\$55 – \$65 million	\$55 – \$65 million

Note: All of the figures on this slide exclude any current and future Special Items.

Focused on protecting earnings and cash flow despite challenging end markets.

⁽¹⁾ Free Cash Flow is defined as Net Cash Provided by Operating Activities of Continuing Operations, excluding the cash impact of Special Items, less Capital Expenditures.

TriMas Segment	Preliminary Comments
Packaging	<ul style="list-style-type: none"> • Anticipate low to mid single-digit sales growth dependent on GDP growth, ramp of customer new product launches and the impact of currency exchange • Continue to focus on manufacturing productivity to maintain targeted operating margin
Aerospace	<ul style="list-style-type: none"> • Anticipate low to mid single-digit sales growth dependent on aerospace build rates, ramp of awarded products/programs and changes in distribution customer demand • Continue to focus on driving manufacturing efficiencies and improved operating profitability
Energy	<ul style="list-style-type: none"> • Anticipate continued sales softness related to oil and gas end markets; improvement may provide additional sales opportunities • Continue to improve margin performance by leveraging cost reductions; may seek to de-emphasize certain underperforming regions
Engineered Components	<ul style="list-style-type: none"> • Anticipate continued sales softness related to oil and gas end markets; improvement may provide additional sales opportunities • Anticipate customer consolidation will continue to pressure industrial cylinder demand • Continued focus on cost structure to maintain margins in light of end market softness
Enterprise-wide Costs	<ul style="list-style-type: none"> • Continued management focus on cash interest costs and tax rate • Renewed focus on appropriate corporate structure to support operational needs

Anticipate earnings expansion in the face of end market challenges.

- Operate under the new TriMas Business Model, with a nearer-term focus on driving performance improvement within the Energy and Aerospace segments
- Focus on managing cash flow and optimizing operational structure
- Continue to assess capacity, process technology and innovation pipeline to enhance growth
- Ensure all facility rationalization steps are well-executed and continue to assess manufacturing footprint
- Drive a culture of continuous improvement through employee engagement

Focused on operational execution for the remainder of 2016 and into the new year.



Questions and Answers



Appendix

Third Quarter YTD Summary



(Unaudited, dollars in millions, except per share amounts)

<i>(from continuing operations)</i>	Q3 YTD 2016	Q3 YTD 2015	Variance
Net Sales	\$608.5	\$671.2	(9.3%)
Operating Profit	\$52.9	\$63.8	(17.1%)
<i>Excluding Special Items, Operating Profit would have been:</i>	\$75.6	\$79.6	(5.0%)
<i>Excluding Special Items, Operating profit margin would have been:</i>	12.4%	11.9%	50 bps
Income	\$27.6	\$32.1	(14.3%)
<i>Excluding Special Items, Income would have been:</i>	\$44.1	\$45.4	(2.9%)
Diluted Earnings Per Share	\$0.60	\$0.70	(14.3%)
<i>Excluding Special Items, Diluted Earnings Per Share would have been:</i>	\$0.96	\$1.00	(4.0%)
Free Cash Flow ⁽¹⁾	\$39.5	\$9.1	334.0%
Total Debt	\$402.4	\$453.1	(11.2%)

- YTD 2016 sales declined approximately 9% as compared to YTD 2015 – weakness in the oil-related and industrial end markets, aerospace distributor volumes and unfavorable currency exchange more than offset organic initiatives and the results of a recent acquisition
- YTD 2016 operating profit margin percentage, excluding Special Items, increased 50 basis points as the positive impact of the Financial Improvement Plan and continuous improvement initiatives more than offset the impact of reduced sales and related lower fixed cost absorption
- Solid Free Cash Flow generation in YTD 2016; reduced total debt by \$50.7 million as compared to Q3 2015

Mitigating impact of lower sales by reducing costs and driving continuous improvement.

⁽¹⁾ Free Cash Flow is defined as Net Cash Provided by Operating Activities of Continuing Operations, excluding the cash impact of Special Items, less Capital Expenditures.
 Note: Please see the Appendix for a detailed reconciliation to GAAP results.

<i>From Continuing Operations</i>	Full Year Outlook <i>(Updated as of 10/27/16)</i>
Interest Expense	\$13 – \$15 million
Capital Expenditures	~4% of sales
Tax Rate	32% – 33%
Corporate Expense – <ul style="list-style-type: none">• Cash Costs• Stock Compensation	<ul style="list-style-type: none">\$21 – \$22 million\$7 million

Note: All of the figures and comments on this slide exclude any current and future Special Items.

Condensed Consolidated Balance Sheet



(Dollars in thousands)

	September 30, 2016 (unaudited)	December 31, 2015
Assets		
Current assets:		
Cash and cash equivalents.....	\$ 22,550	\$ 19,450
Receivables, net.....	130,440	121,990
Inventories.....	171,260	167,370
Prepaid expenses and other current assets.....	7,530	17,810
Total current assets.....	331,780	326,620
Property and equipment, net.....	182,000	181,130
Goodwill.....	377,380	378,920
Other intangibles, net.....	258,400	273,870
Other assets.....	8,840	9,760
Total assets.....	<u>\$ 1,158,400</u>	<u>\$ 1,170,300</u>
Liabilities and Shareholders' Equity		
Current liabilities:		
Current maturities, long-term debt.....	\$ 13,840	\$ 13,850
Accounts payable.....	76,140	88,420
Accrued liabilities.....	45,950	50,480
Total current liabilities.....	135,930	152,750
Long-term debt, net.....	388,580	405,780
Deferred income taxes.....	9,530	11,260
Other long-term liabilities.....	57,350	53,320
Total liabilities.....	591,390	623,110
Total shareholders' equity.....	567,010	547,190
Total liabilities and shareholders' equity.....	<u>\$ 1,158,400</u>	<u>\$ 1,170,300</u>

Consolidated Statement of Operations



(Unaudited, dollars in thousands, except for per share amounts)

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Net sales.....	\$ 202,290	\$ 222,190	\$ 608,490	\$ 671,220
Cost of sales.....	(144,240)	(159,720)	(437,440)	(484,110)
Gross profit.....	58,050	62,470	171,050	187,110
Selling, general and administrative expenses.....	(40,260)	(40,910)	(118,150)	(123,320)
Operating profit.....	17,790	21,560	52,900	63,790
Other expense, net:				
Interest expense.....	(3,480)	(3,440)	(10,230)	(10,610)
Debt financing and extinguishment costs.....	-	-	-	(1,970)
Other expense, net.....	(200)	(720)	(130)	(2,330)
Other expense, net.....	(3,680)	(4,160)	(10,360)	(14,910)
Income from continuing operations before income tax expense.....	14,110	17,400	42,540	48,880
Income tax expense.....	(5,330)	(5,690)	(14,980)	(16,740)
Income from continuing operations.....	8,780	11,710	27,560	32,140
Loss from discontinued operations, net of tax.....	-	-	-	(4,740)
Net income.....	8,780	11,710	27,560	27,400
Earnings per share - basic:				
Continuing operations.....	\$ 0.19	\$ 0.26	\$ 0.61	\$ 0.71
Discontinued operations.....	-	-	-	(0.10)
Net income per share.....	\$ 0.19	\$ 0.26	\$ 0.61	\$ 0.61
Weighted average common shares - basic	45,435,936	45,157,412	45,381,592	45,102,067
Earnings per share - diluted:				
Continuing operations.....	\$ 0.19	\$ 0.26	\$ 0.60	\$ 0.70
Discontinued operations.....	-	-	-	(0.10)
Net income per share.....	\$ 0.19	\$ 0.26	\$ 0.60	\$ 0.60
Weighted average common shares - diluted	45,760,455	45,499,104	45,713,873	45,439,618

Consolidated Statement of Cash Flow



(Unaudited, dollars in thousands)

	Nine months ended	
	September 30,	
	2016	2015
Cash Flows from Operating Activities:		
Net income.....	\$ 27,560	\$ 27,400
Loss from discontinued operations.....	-	(4,740)
Income from continuing operations.....	27,560	32,140
Adjustments to reconcile net income to net cash provided by operating activities:		
Loss on dispositions of property and equipment.....	1,350	590
Depreciation.....	17,710	16,430
Amortization of intangible assets.....	15,330	15,790
Amortization of debt issue costs.....	1,000	1,360
Deferred income taxes.....	360	(4,220)
Non-cash compensation expense.....	5,240	4,590
Excess tax benefits from stock based compensation.....	(640)	(300)
Debt financing and extinguishment costs.....	-	1,970
Increase in receivables.....	(9,790)	(15,790)
Increase in inventories.....	(4,560)	(7,010)
(Increase) decrease in prepaid expenses and other assets.....	10,780	(1,020)
Decrease in accounts payable and accrued liabilities.....	(17,150)	(15,540)
Other, net.....	(780)	(250)
Net cash provided by operating activities of continuing operations.....	46,410	28,740
Net cash used for operating activities of discontinued operations.....	-	(14,030)
Net cash provided by operating activities.....	46,410	14,710
Cash Flows from Investing Activities:		
Capital expenditures.....	(22,390)	(20,360)
Net proceeds from disposition of property and equipment.....	120	1,680
Net cash used for investing activities of continuing operations.....	(22,270)	(18,680)
Net cash used for investing activities of discontinued operations.....	-	(2,510)
Net cash used for investing activities.....	(22,270)	(21,190)
Cash Flows from Financing Activities:		
Proceeds from borrowings on term loan facilities.....	-	275,000
Repayments of borrowings on term loan facilities.....	(10,380)	(441,410)
Proceeds from borrowings on revolving credit and accounts receivable facilities.....	314,860	995,620
Repayments of borrowings on revolving credit and accounts receivable facilities.....	(324,780)	(1,006,490)
Payments for deferred purchase price.....	-	(5,810)
Debt financing fees.....	-	(1,850)
Shares surrendered upon vesting of options and restricted stock awards to cover tax obligations.....	(1,500)	(2,620)
Proceeds from exercise of stock options.....	120	430
Excess tax benefits from stock based compensation.....	640	300
Cash transferred to the Cequet businesses.....	-	(17,050)
Net cash used for financing activities of continuing operations.....	(21,040)	(203,880)
Net cash provided by financing activities of discontinued operations.....	-	208,400
Net cash provided by (used for) financing activities.....	(21,040)	4,520
Cash and Cash Equivalents:		
Net increase (decrease) for the period.....	3,100	(1,960)
At beginning of period.....	19,450	24,420
At end of period.....	\$ 22,550	\$ 22,460
Supplemental disclosure of cash flow information:		
Cash paid for interest.....	\$ 8,870	\$ 12,320
Cash paid for taxes.....	\$ 9,130	\$ 22,260

Company & Business Segment Financial Information

(Unaudited, dollars in thousands, from continuing operations)

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2016	2015	2016	2015
Packaging				
Net sales.....	\$ 90,330	\$ 87,930	\$ 258,550	\$ 256,470
Operating profit.....	\$ 20,090	\$ 21,870	\$ 59,340	\$ 60,090
Special Items to consider in evaluating operating profit:				
Severance and business restructuring costs.....	\$ 1,660	\$ 280	\$ 2,720	\$ 710
Excluding Special Items, operating profit would have been.....	\$ 21,750	\$ 22,150	\$ 62,060	\$ 60,800
Aerospace				
Net sales.....	\$ 47,430	\$ 45,380	\$ 132,020	\$ 134,340
Operating profit.....	\$ 6,660	\$ 7,110	\$ 13,670	\$ 22,410
Special Items to consider in evaluating operating profit:				
Severance and business restructuring costs.....	\$ 1,240	\$ 1,120	\$ 2,800	\$ 2,740
Excluding Special Items, operating profit would have been.....	\$ 7,900	\$ 8,230	\$ 16,470	\$ 25,150
Energy				
Net sales.....	\$ 38,230	\$ 51,600	\$ 122,930	\$ 152,910
Operating loss.....	\$ (1,870)	\$ (3,560)	\$ (8,570)	\$ (10,390)
Special Items to consider in evaluating operating profit (loss):				
Severance and business restructuring costs.....	\$ 3,640	\$ 5,860	\$ 13,230	\$ 11,200
Excluding Special Items, operating profit would have been.....	\$ 1,770	\$ 2,300	\$ 4,660	\$ 810
Engineered Components				
Net sales.....	\$ 26,300	\$ 37,280	\$ 94,990	\$ 127,500
Operating profit.....	\$ 3,180	\$ 4,380	\$ 12,620	\$ 16,570
Special Items to consider in evaluating operating profit:				
Severance and business restructuring costs.....	\$ 230	\$ 90	\$ 400	\$ 230
Excluding Special Items, operating profit would have been.....	\$ 3,410	\$ 4,470	\$ 13,020	\$ 16,800
Corporate expenses				
Operating loss.....	\$ (10,270)	\$ (8,240)	\$ (24,160)	\$ (24,890)
Special Items to consider in evaluating operating loss:				
Severance and business restructuring costs.....	\$ 3,560	\$ 940	\$ 3,560	\$ 940
Excluding Special Items, operating loss would have been.....	\$ (6,710)	\$ (7,300)	\$ (20,600)	\$ (23,950)
Total Continuing Operations				
Net sales.....	\$ 202,290	\$ 222,190	\$ 608,490	\$ 671,220
Operating profit.....	\$ 17,790	\$ 21,560	\$ 52,900	\$ 63,790
Total Special Items to consider in evaluating operating profit.....				
Excluding Special Items, operating profit would have been.....	\$ 28,120	\$ 29,850	\$ 75,610	\$ 79,610

Additional Information Regarding Special Items



(Unaudited, dollars in thousands, except for per share amounts)

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Income from continuing operations, as reported.....	\$ 8,780	\$ 11,710	\$ 27,560	\$ 32,140
After-tax impact of Special Items to consider in evaluating quality of income from continuing operations:				
Severance and business restructuring costs.....	7,350	6,120	16,570	12,050
Debt extinguishment costs.....	-	-	-	1,240
Excluding Special Items, income from continuing operations would have been.....	\$ 16,130	\$ 17,830	\$ 44,130	\$ 45,430

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Diluted earnings per share from continuing operations, as reported.....	\$ 0.19	\$ 0.26	0.60	\$ 0.70
After-tax impact of Special Items to consider in evaluating quality of EPS from continuing operations:				
Severance and business restructuring costs.....	0.16	0.13	0.36	0.27
Debt extinguishment costs.....	-	-	-	0.03
Excluding Special Items, EPS from continuing operations would have been.....	\$ 0.35	\$ 0.39	\$ 0.96	\$ 1.00
Weighted-average shares outstanding	45,760,455	45,499,104	45,713,873	45,439,618

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Operating profit from continuing operations (excluding Special Items).....	\$ 28,120	\$ 29,850	\$ 75,610	\$ 79,610
Corporate expenses (excluding Special Items).....	6,710	7,300	20,600	23,950
Segment operating profit (excluding Special Items).....	\$ 34,830	\$ 37,150	\$ 96,210	\$ 103,560
Segment operating profit margin (excluding Special Items).....	17.2%	16.7%	15.8%	15.4%

Additional Information Regarding Special Items



(Unaudited, dollars in thousands)

	Three months ended September 30,					
	2016			2015		
	As reported	Special Items	Excluding Special Items	As reported	Special Items	Excluding Special Items
Net cash provided by operating activities of continuing operations.....	\$ 13,470	\$ 7,160	\$ 20,630	\$ 8,260	\$ 730	\$ 8,990
Less: Capital expenditures of continuing operations.....	(9,430)	-	(9,430)	(7,470)	-	(7,470)
Free Cash Flow from continuing operations.....	4,040	7,160	11,200	790	730	1,520
Income from continuing operations.....	8,780	7,350	16,130	11,710	6,120	17,830
Free Cash Flow as a percentage of income from continuing operations.....	46%		69%	7%		9%

	Nine months ended September 30,					
	2016			2015		
	As reported	Special Items	Excluding Special Items	As reported	Special Items	Excluding Special Items
Net cash provided by operating activities of continuing operations.....	\$ 46,410	\$ 15,520	\$ 61,930	\$ 28,740	\$ 730	\$ 29,470
Less: Capital expenditures of continuing operations.....	(22,390)	-	(22,390)	(20,360)	-	(20,360)
Free Cash Flow from continuing operations.....	24,020	15,520	39,540	8,380	730	9,110
Income from continuing operations.....	27,560	16,570	44,130	32,140	13,290	45,430
Free Cash Flow as a percentage of income from continuing operations.....	87%		90%	26%		20%

Current Debt Structure



(Unaudited, dollars in thousands)

	September 30, 2016	December 31, 2015
Cash and Cash Equivalents.....	\$ 22,550	\$ 19,450
Credit Agreement.....	358,480	371,820
Receivables facility and other.....	48,990	53,860
Debt issuance costs.....	(5,050)	(6,050)
Total Debt.....	402,420	419,630

Key Ratios:

Bank LTM EBITDA.....	\$ 140,070	\$ 154,180
Interest Coverage Ratio.....	11.65 x	12.77 x
Leverage Ratio.....	2.94 x	2.80 x

Bank Covenants:

Minimum Interest Coverage Ratio.....	3.00 x	3.00 x
Maximum Leverage Ratio.....	3.50 x	3.50 x

TriMas had \$100.9 million of cash and available liquidity under its revolving credit and accounts receivable facilities.

LTM Bank EBITDA



(Unaudited, dollars in thousands)

Net income (loss) for the twelve months ended September 30, 2016.....	\$ (33,240)
Interest expense.....	13,680
Income tax expense.....	4,780
Depreciation and amortization.....	44,370
Extraordinary non-cash charges.....	75,680
Non-cash compensation expense.....	6,990
Other non-cash expenses or losses.....	11,710
Non-recurring expenses or costs relating to cost saving projects	14,860
Acquisition integration costs.....	1,240
Bank EBITDA - LTM Ended September 30, 2016 ⁽¹⁾	\$ 140,070

⁽¹⁾ As defined in the Credit Agreement dated June 30, 2015.

