

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA**

IN RE SPX CORPORATION ERISA LITIGATION	X : : X	No. 3:04-CV-192
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Notice of Class Action Settlement

NOTICE TO: All persons who were participants or beneficiaries of the SPX Corporation Retirement Savings and Stock Ownership Plan (the “Plan”), as amended and restated effective December 31, 1999, sponsored by the SPX Corporation, whose retirement savings in the Plan included interests in the SPX Stock Fund during the period from July 28, 2003 to the present.

PLEASE READ THIS NOTICE CAREFULLY.

A federal court authorized this notice. This is not a solicitation from a lawyer.

This Notice advises you of a proposed class action settlement (the “Settlement”). The Settlement will provide \$3.6 million in cash, less attorney fees and costs, and certain other expenses, to pay claims to participants or beneficiaries whose retirement savings in the SPX Corporation Savings and Stock Ownership Plan included interests in the SPX Stock Fund during the period from July 28, 2003 to the present. The Settlement resolves a lawsuit (the “action”) over whether fiduciaries of the SPX Plan breached their fiduciary duties by violating the Employee Retirement Income Security Act of 1974, 29 U.S.C. §§ 1001 et seq (“ERISA”). You should read the entire Notice carefully because your legal rights are affected whether you act or not.

YOUR RIGHT TO DISPUTE THE SETTLEMENT	
YOU CAN DO NOTHING NO ACTION IS NECESSARY TO RECEIVE PAYMENT	<p>You do not need to do anything to receive a payment. Under the Settlement, the portion of the Settlement proceeds you are entitled to receive, if any, will be calculated for you. If you are a current Plan participant and are authorized to receive a payment, the Plan Trustee will deposit the payment into your Plan account.</p> <p>If you are a Class Member, and no longer participate in the Plan, the Plan Trustee will make arrangements to pay any proceeds and will provide notification and instructions to you.</p>
YOU CAN OBJECT	You can write to the Court about why you don’t like the Settlement.
YOU CAN GO TO A HEARING	You can ask to speak in Court about the fairness of the Settlement.

Your rights, options and the date by which you must object if you oppose the Settlement are explained in this Notice.

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BASIC INFORMATION

1. Why did I get this notice package?

You or someone in your family may have held interests in the SPX Stock Fund in your, his or her Plan account any time from July 28, 2003 to the present.

The Court sent you this Notice because you have a right to know about a proposed Settlement of a class action lawsuit and about all of your options before the Court decides whether to approve the Settlement.

This package explains the lawsuit, the Settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the case is the United States District Court for the Western District of North Carolina, and the case is known as *In Re SPX Corporation ERISA Litigation*, Case No. 3:04-CV-192. The person who sued is called Plaintiff, and the company and the individuals that the Plaintiff sued, SPX Corporation and several of its officers and directors, are called Defendants.

2. How do I get more information?

You can visit www.hrsclaimsadministration.com or call 1-800-252-5745 toll-free. **Please do not contact the Court or SPX Corporation. They will not be able to answer your questions.**

3. What is this lawsuit about?

In the Class Action Complaint filed April 23, 2004, and in subsequent pleadings, Plaintiff alleges that Defendants breached their fiduciary duties and otherwise violated ERISA, by causing the Plan to purchase and hold shares of SPX common stock in the SPX Stock Fund (which is composed of SPX common stock and some cash) at a time when, according to Plaintiff, the SPX Stock Fund was an unsuitable and imprudent investment for the Plan. Plaintiff further alleges that Defendants violated ERISA by misrepresenting to Plaintiff and Plan participants the financial status of SPX and, consequently, the true value of the SPX Stock Fund. Defendants were also alleged to have: (1) encouraged excessive Plan investment in the SPX Stock Fund; (2) failed to properly monitor the fiduciaries administering the Plan; and (3) failed to avoid conflicts of interest. Plaintiff sought to recover from the Defendants losses to the Plan, and, indirectly, to the Plan's participants and beneficiaries caused by Defendants' alleged conduct.

On July 25, 2005, Defendants moved to dismiss the Complaint. SPX and the other defendants deny all allegations of wrongdoing and contend they have substantial defenses in this lawsuit but are entering into this Settlement for the purpose of avoiding the expense and uncertainty of litigation.

4. Why is this a class action?

In a class action, one or more persons called class representatives sue on behalf of people who have similar claims. All of these people who have similar claims make up the class and are class members. One court resolves the issues for all class members. Because the wrongful conduct alleged by Plaintiff in this case affected a large group of people in a similar way, Plaintiff filed this case as a class action.

5. Why is there a Settlement?

The Court has not decided in favor of Plaintiff or Defendants. Instead, both sides agreed to a Settlement. By agreeing to a Settlement, the parties avoid the costs and risks of a trial, and the Class will get compensation. The Class Representative and her attorneys believe that the Settlement is best for all Class Members.

6. How do I know if I am part of the Settlement?

The Court has conditionally certified this case as a class action, in which everyone who fits the following description is a Class Member:

All persons who were participants or beneficiaries of the SPX Corporation Retirement Savings and Stock Ownership Plan, as amended and restated effective December 31, 1999, sponsored by the SPX Corporation, whose retirement savings in the Plan included interests in the SPX Stock Fund during the period from July 28, 2003 to the present.

7. Are there exceptions to being included?

Any entity in which Defendants have or had a controlling interest is not a Class Member. Additionally, you are not a Class Member if: (1) you were named as a Defendant in this action; or (2) you are an officer or director of SPX, or a member of their immediate families, or their legal representatives, heirs, successors or assigns.

8. I'm still not sure if I'm included.

If you are still not sure whether you are included, you can ask for free help. Visit www.hrsclaimsadministration.com or call 1-800-252-5745.

9. Can I exclude myself from the Settlement?

In some class actions, class members have the opportunity to exclude themselves from a settlement. This is the sometimes referred to as “opting out” of the settlement. **You do not have the right to exclude yourself from the Settlement in this case.** The case was certified under Fed. R. Civ. P. 23(b)(1) and (b)(2) as a “non opt-out” class action because of the way ERISA operates. Breach of fiduciary duty claims must be brought by participants on behalf of the Plan, and any judgment or resolution necessarily applies to all Plan participants and beneficiaries. As such, it is not possible for any participants or beneficiaries to exclude themselves from the benefits of the Settlement. **Therefore, you will be bound by any judgments or orders that are entered in this action for all claims that were asserted in this case on your behalf or on behalf of the Plan or otherwise included in the release provided for by the Settlement.**

Although you cannot opt out of Settlement, you can object to the Settlement and ask the Court not to approve the Settlement. See question 17.

THE SETTLEMENT BENEFITS – WHAT YOU GET

10. What does the Settlement provide?

Defendants have agreed to pay \$3.6 million to resolve Plaintiff’s claims against them. The payment is called the ERISA Settlement Fund. Certain fees and expenses, including those incurred by Plaintiff’s Counsel, will be deducted from the ERISA Settlement Fund. The remaining amount is called the ERISA Net Settlement Fund.

11. How much will my payment be?

Your share of the ERISA Net Settlement Fund will depend on the extent of the interests in the SPX Stock Fund you held in your Plan account during the Class Period, and the amount that you lost as a result of this holding. The formula will take into account your purchases or sales in your Plan account. The more you lost because of your investment in the SPX Stock Fund in your Plan account, the larger the share of the Net Settlement Fund will be. Your share of the Net Settlement Fund, however, will be *less* than your actual losses. **You are not responsible for calculating the amount you may be entitled to receive under the Settlement—this will be done for you.**

Your settlement amount will be calculated in three steps as follows:

A. Net Loss Calculation

If you have records reflecting all purchases or sales of interests in the SPX Stock Fund in your Plan account during the Class Period, you can estimate what is called your “Net Loss” by performing the following calculation: “Net Loss” for each Class Member shall be equal to the difference between (a)(i) the dollar amount of the Class Member’s Plan account balance invested in the SPX Stock Fund at the beginning of the Class Period, plus (ii) additional amounts in the Class Member’s Plan account balance invested in the SPX Stock Fund during the Class Period (up to the date of the Settlement Agreement), and (b)(i) the proceeds of all dispositions of interests in the SPX Stock Fund during the Class Period (up to the date of the Settlement Agreement), credited to the Class Member’s Plan account balance, plus (ii) the dollar amount of the Class Member’s balance invested in the SPX Stock Fund at the end of the Class Period (up to the date of the Settlement Agreement). There shall be no “Net Loss” for Class Members for whom (a) minus (b), as set forth above, is 0 or less than 0.

B. Net Loss Percentage Calculation

Your Net Loss Percentage will be determined by dividing your Net Loss by the total Net Loss of all Class Members. The entire ERISA Net Settlement Fund will be distributed to Class Members.

QUESTIONS? CALL 1-800-252-5745 TOLL FREE, OR VISIT WWW.HRSCLAIMSADMINISTRATION.COM

Do not call the Court or SPX Corporation.
They cannot answer your questions.

C. Settlement Payment Calculation

Your Net Loss Percentage will determine your Settlement Payment, by multiplying your Net Loss Percentage by the ERISA Net Settlement Fund.

At present, Class Counsel have estimated that the Net Loss of all Class Members is not greater than \$4 million. This is an approximate amount only and may change. Therefore, to approximate roughly the amount of the payment that you may receive if the Settlement is approved, you can apply this formula: (Your Net Loss/Net Plan Loss) X Net Settlement Fund. Thus, for example, if your Net Loss is \$2,000, the Net Plan Loss is \$4 million, and the Net Settlement Fund is \$2.4 million, you may receive $(\$2,000/\$4 \text{ million}) \times \$2.4 \text{ million} = \$1,200$. This is a rough calculation only. The actual amount you will receive may be less or more. If your Settlement Payment is less than \$10 you will receive an allocation from the ERISA Net Settlement Fund of \$10.

Do not worry if you do not have records that show your Plan activity with respect to Stock. All calculations will be made for you, and if you are entitled to a payment, you will be provided with a statement showing the amount of your payment. **If you have questions regarding the Settlement or the Settlement amount you may receive please do not contact the Court or SPX Corporation. Instead, please visit www.hrsclaimsadministration.com or call 1-800-252-5745.**

HOW YOU GET A PAYMENT

12. How can I get my payment?

If you are a Class Member and a current Plan participant and are authorized to receive a payment, your Settlement proceeds will be deposited in your Plan account. If you are a Class Member and no longer participate in the Plan and are authorized to receive a payment, arrangements will be made to pay you directly.

13. When will I get my payment?

The Court will hold a hearing on April 10, 2007, to decide whether to approve the Settlement. If the Court approves the Settlement, appeals may follow. It is always uncertain whether these appeals can be resolved, and resolving them can take time, perhaps more than a year. Please be patient.

In addition, please be aware that this Settlement is contingent upon court approval of the settlement of another case against SPX which was brought by investors suing under the federal securities laws. This case is *In Re SPX Corporation Securities Litigation*, No. 3:04CV99-MCK (the "Securities Litigation"). The Securities Litigation is presently under consideration by this Court.

Please note that if you purchased stock during the class period alleged in the Securities Litigation (November 5, 2003 through February 6, 2004), you may not file a claim in or receive compensation from the settlement fund created in the Securities Litigation except to the extent that you may have purchased SPX common stock outside the Plan.

THE LAWYERS REPRESENTING YOU

14. Do I have a lawyer in this case?

The Court appointed the law firms of Berger & Montague, P.C. of Philadelphia, Pennsylvania; Brodsky & Smith LLC of Bala Cynwyd, Pennsylvania; and Ferguson, Stein, Chambers, Gresham & Sumter, P.A. of Charlotte, North Carolina to represent you and other Class Members. These lawyers are called Class Counsel. You will not be charged for these lawyers. These lawyers will be paid from the Settlement Fund. If you want to be represented by your own lawyer, you may hire one at your own expense.

15. How will the lawyers be paid?

Class Counsel will ask the Court for attorney fees and expenses of up to one third of the Settlement Fund. The Court may award less than these amounts. In addition, there will be an application for an incentive award to Plaintiff in an amount not to exceed \$7,500.00.

OBJECTING TO THE SETTLEMENT

You can tell the Court that you do not agree with the Settlement or some part of it.

16. What does it mean to object?

Objecting is simply telling the Court that you do not like something about the Settlement. It will not have any bearing on your right to Settlement proceeds.

17. How do I tell the Court that I don't like the Settlement?

You can object to the Settlement if you dislike any part of it. You can give reasons why you think the Court should not approve it. The Court will consider your views. To object, you must send a letter saying that you object to the Settlement *In Re SPX Corporation ERISA Litigation*. Be sure to include your name, address, telephone number, your signature, and the reasons you object to the Settlement. You must identify in your written objection the name of any witness you may call to testify, and any exhibits you intend to introduce into evidence at the Fairness Hearing. **Your objection must be filed with the Court and served on counsel at the addresses below on or before March 27, 2007. You must file and serve your objection by this date. If you fail to do so, the Court will not consider your objection.**

Court	Class Counsel	Defense Counsel
Clerk of Court United States District Court Western District of N. Carolina 401 West Trade Street Charlotte, NC 28202	Todd S. Collins Berger & Montague, P.C. 1622 Locust Street Philadelphia, PA 19103	Ross B. Bricker Jenner Block, LLP 330 N. Wabash Avenue Chicago, Illinois 60611

ALL PAPERS SUBMITTED MUST INCLUDE THE CASE NUMBER 3:04-CV-192.

THE COURT'S FAIRNESS HEARING

The Court will hold a hearing to decide whether to approve the Settlement. You may attend and you may ask to speak, but you are not required to do so.

18. When and where will the Court decide whether to approve the Settlement?

The Court will hold a Fairness Hearing at 2:00 p.m. on April 10, 2007, at the United States District Court for the Western District of North Carolina, 401 West Trade Street, Courtroom 1, Charlotte, North Carolina. At this hearing, the Court will consider whether the Settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. The Court will listen to people who have asked to speak at the hearing. The Court will also decide what amount of Class Counsel fees and expenses will be paid from the Settlement Fund, and what amount, if any, should be paid to Plaintiff as an incentive award. After the hearing, the Court will decide whether to approve the Settlement. We do not know how long these decisions will take.

19. Do I have to go to the Fairness Hearing?

No, Class Counsel will answer questions the Court may have. You are, however, welcome to go at your own expense. If you send an objection, you do not have to go to Court to talk about it. As long as your objection is filed with the Court and served on counsel by March 27, 2007, the Court will consider it. You also may pay your own lawyer to attend, but it is not necessary.

20. May I speak at the hearing?

You may ask the Court for permission to speak at the Fairness Hearing. To do so, you must send a letter saying that you wish to be heard orally with respect to the approval of the Settlement, the amounts you may be entitled to receive (see question 11 above), the request for attorney fees and expenses, or the request for an amount to be paid to Plaintiff as an incentive award. Your letter must bear the caption "Notice of Intention to Appear *In Re SPX Corporation ERISA Litigation*, Case No. 3:04-CV-192". Be sure to include your name, address, telephone number, and your signature. Your letter must be filed with the Court and served on counsel at the addresses indicated above in Question 17 on or before March 27, 2007.

IF YOU DO NOTHING

21. What happens if I do nothing at all?

The Settlement does not require you to do anything, and there is no penalty for doing nothing at all. If you are entitled to a Settlement payment, you will receive a payment as discussed in question 11.

GETTING MORE INFORMATION

22. Are there more details about the Settlement?

This notice summarized the proposed Settlement. More details are in the parties' Settlement Agreement. You can get a copy of the ERISA Settlement Agreement by visiting www.hrsclaimsadministration.com or by calling 800-252-5745. **Remember, please do not contact the Court or SPX Corporation. They cannot give you additional information.**

DATE: January 30, 2007.

In Re SPX Corporation ERISA Litigation
c/o Claims Administrator
Heffler, Radetich & Saitta L.L.P.
P.O. Box 130
Philadelphia, PA 19105-0130

**Notice to participants or beneficiaries of the SPX Corporation
Retirement Savings and Stock Ownership Plan
during the period from July 28, 2003 to the present.**

FIRST-CLASS MAIL

PLEASE FORWARD—IMPORTANT LEGAL NOTICE

**If you were a participant or beneficiary of the
SPX Corporation Retirement Savings and Stock Ownership Plan
during the period from July 28, 2003 to the present,
you could get a payment from a class action settlement.**