

BEHLEN



A LOCALLY OWNED CORPORATION



Behlen

The World Spring-Action Husking Hook

to husk wheat, rye, & barley

A Revolutionary Improvement



Each Behlen CLAM-PONN will pay for itself

Here's How...

They CLAM-PONN

Usually Fasten to Harder

Eye-Clean Hot Cases

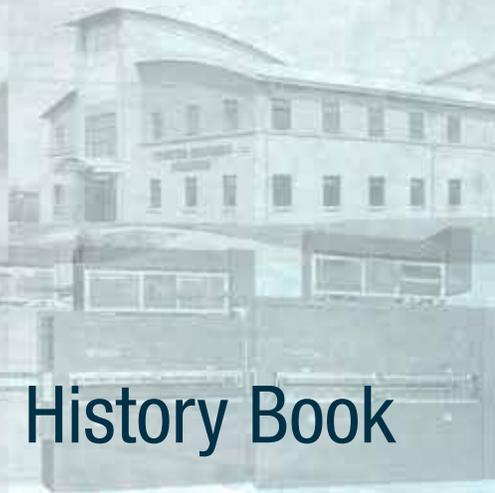


Behlen Manufacturing Co.

85th
Year Order to
SHIP TODAY!



Great Heritage.
Bright Future!



History Book

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NOTE: Sequencing in book is from present to past.

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Building On Strong Customer Relationships

The Raimondo Family – Behlen Owners

We are proud that Behlen Mfg. Co. has reached another significant milestone - it's time to celebrate!

The Three Eras In This History Book Are:

- **1984** - Behlen was losing (\$7 million) per year and was returned to local ownership with a management buyout by TR Raimondo, Dick Casey, Bob Theilen, and Steve McGill.
- **1969** – Behlen was sold to the Wickes Corporation, a \$4 billion conglomerate.
- **1936** – Behlen started in the family garage.

The evolution of time has resulted in the Raimondo Family being the majority shareholders, going forward primarily with the Basic Beliefs (now Global Values) established at the time of the return to local ownership.

The Vision Statement has deep meaning. Let's share some thoughts:

“WHERE TEAMWORK AND CHANGE MAKE CUSTOMERS AND EMPLOYEES BETTER OFF”

- **Why Teamwork?** Unified teamwork is fundamental to the Behlen core concept of winning together. Team Leaders work on this daily to reinforce mutual respect and trust within teams and business units.
- **Why Change?** Behlen Partners in Progress embrace positive change and continuous learning to meet customer demands and stay ahead of tough competition.
- **Make Customers Better Off?** This one is obvious. Engaged team members search for ways to add value for our customers in a manner that helps them grow their business. When a customer reorders, we can grow together.
- **Employees Better Off?** We believe all Behlen team members have the same goal, to make our families better off; therefore we have an integrated sharing system and a strong benefit package.



Phil, TR, Tony Jr.

Integrated Sharing System - Our sharing concepts best define why our employees are called Partners in Progress. When Partners in Progress make us better off in the key areas of **SAFETY, QUALITY, and PRODUCTIVITY**, Partners in Progress will share in the improvements through monthly Gainsharing (productivity improvement), wage increases, bonuses, and annual Profit Sharing.

PRIDE (Partners Responsible in Demonstrating Excellence) is the name our Partners in Progress gave to our Quality System.

Continuous Learning - To encourage personal development and company growth, we offer 100% tuition reimbursement, and internally, we post-career growth opportunities. We want everyone to understand that personal growth is the key to company growth.

Open Communication – We provide monthly transparency of company performance information; we have an open-door policy, as well as a Direct Line for easy and comfortable access to leaders.

The Raimondo family remains committed to leading-edge research related to effective family organization, performance, and generational transition. We are proud to share that we have now owned Behlen longer than the Behlen family.

Together we can be global leaders in the markets we serve!

Great Heritage, Bright Future



Phil Raimondo
Chairman & CEO

Behlen has a Great Heritage built by innovative, strong leaders. They developed a reputation for quality and had a vision to continually pursue global competitiveness. Every day, we build on the foundation set by past leaders to design a Bright Future. Our diversified Business Units have helped us survive and succeed during market

ups and downs. As we look to the future, we have strengthened our Leadership Team and added skills and talent to improve our performance in the globally competitive world. We are proud to be celebrating this major milestone and look forward to continuing to lead this great company for many years to come.

As we update our history book, the Leadership Team has declared this year – **The Year of PRIDE** (Partners Responsible In Demonstrating Excellence). Every company that has been in business for this long has much to celebrate. Getting to this milestone is a major accomplishment. We have many stories that describe our survival and success in the past. The common thread that links our past, present, and future is the relationships we build. These relationships start with our 950 Partners in Progress (employees), who understand that we are a sharing company. That means when Behlen is better off, we share with our Partners in Progress through Gainsharing and Profitsharing. Our belief is that Customers are key to our job security when we earn their next orders. We also recognize our customers need us to continuously improve the way we take care of their needs. This includes developing better products, faster deliveries, and improving communications. Over the years, we have also built strong relationships with our suppliers, lawyers, bankers, accountants, and community leaders where we live and work.

We have made strategic decisions in our business that will position us for future success. We moved a Behlen Country Plant from Tennessee to McGregor, Texas in 2012. We exited manufacturing buildings in China and used the machinery and equipment to

upgrade our Buildings Product lines in Columbus in 2015/16. We are using lasers and robotic welding more every day. We acquired Hilton International Industries in 2014 to diversify and move into higher technology manufacturing. In 2020, we increased our building capacity with the purchase of Trident Building Systems. Trident's Florida location will allow Behlen to establish a footprint in the Eastern/Southeastern States. Trident also includes a construction division that erects the buildings they manufacture.

We are also investing in our Partners in Progress. The Gallup Q12 engagement survey is used each year to help us understand how our people feel about our environment. Meetings are held each year to share the results and provide an opportunity for everyone to talk about ways to make Behlen a better place to work. Our job posting system and tuition reimbursement program open up pathways for our people to grow (see Jen Miller's testimonial on page 11).

We have revised and upgraded our Building Blocks, developed since 1984, for better understanding and to enhance the message. The titles are clearer. A definition is provided for each value, and desired behaviors are listed. The upgrade has been published as **"Behlen Global Values"** and are presented on page 10 to explain the culture we live at Behlen.

Community involvement has been important throughout our history, and in 2015 a significant financial investment was made in the Columbus, Nebraska community. The Raimondo Foundation was one of the first major contributors to the "Quality of Life" initiative. This started as a way to promote STEM (science, technology, engineering, and math) education in the new high school. The program expanded to include the new Wellness Center (YMCA), East Central Health District, and Library/Cultural Arts Center. As one of the major businesses and employers in the community, we are proud to support these community investments. We also want to recognize all Partners in Progress who give their time and treasure to our communities.

It's a great time to be a part of The Behlen TEAM.

Phil Raimondo

Behlen Board Members

DIRECTORS



TR Raimondo



Phil Raimondo



Tony Raimondo, Jr.



Lyle Burbach



Jen Miller

OUTSIDE ADVISORY



Dick Casey



U.S. Senator
Ben Nelson



Robert Meaney



Gary Gotsdiner
Board Attorney

Dick Casey

Retired Behlen Senior Officer with more than 40 years experience at Behlen.

U.S. Senator Ben Nelson (2000-2012)

Board member since 1999. Following his eight years as Governor.

Robert Meaney

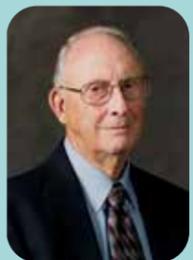
Retired Sr. V.P. of Valmont, joined the board in 2012. Bob had more than 90 manufacturing plants around the world reporting to him.

Gary Gotsdiner

Legal, McGill, Gotsdiner, Workman & Lepp. Gary has been with us since our buyout in 1984 and did most of the legal work with Steve McGill.

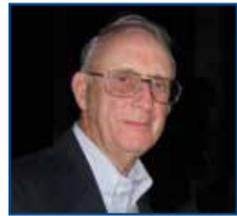
Bob Theilen

On February 28, 2020, our beloved Partner, Bob Theilen, passed away at 88. Bob had more than 60 years of service in the roles of Partner in Progress and Board Member. Bob is greatly missed and will not be forgotten.



Bob Theilen

Leading The Return to Local Ownership



Bob Theilen shares an overview of the guy he hired (TR).

A. F. (TR) RAIMONDO, presently, Behlen Chairman and Coach.

Skills acquired in TR's earlier business career provided him with the background to accept a major challenge in 1984...the Turnaround of Behlen Mfg. Co.

TR spent most of his career in large corporations. In 1962, upon completing his BSME Degree from Michigan Technological University, he joined the General Motors Corporation where he received management training and supervisory experience. His next step was into the aerospace industry with Moog Inc. in western New York. It was with Moog that TR began to cultivate his people skills and hone many of the management philosophies that he expresses today. While with Moog, he obtained an MBA from the University of Rochester (New York).

A subsequent career move in 1976 took him to Omaha, Nebraska as General Manager, of Vickers, a \$90 million hydraulic products manufacturing division of the Sperry Corporation. In 1982, TR was recruited by the Wickes

Corporation to head up their Behlen Manufacturing Division in Columbus, Nebraska.

TR developed his love and *When TR Raimondo is asked about his goals in life, he will respond very simply, "To create jobs and provide an environment to help people grow."*

respect for the plant workers while growing up in a working class neighborhood of Buffalo, New York. His father, Phil who passed away in 1960, was employed as an assistant coiler in the Bethlehem Steel Mills; and TR, from the example set by his dad, gained a never-to-be-lost respect and admiration for the people who took their places on America's production lines. TR worked his way through college as a steel worker. In 1960, he married Jeanne who worked as a telephone operator until TR got his Mechanical Engineering degree. TR's mom, Carmela, lived with TR, Jeanne, and their children until she passed away in 2004.

TR learned from family and friends that great creative strength existed in the minds and hands of employees at every work station in the company. He learned that, if the opportunity arose, almost every employee would demonstrate abilities that could substantially contribute to their company. "Give people the opportunity, and they will make a difference," he says. This trust and respect in people resulted in Behlen creating a never-ending opportunity for team members to contribute ideas, learn new things, and share as all Partners in Progress strive to make customers, and all of us, better off.

The lessons of early youth were never lost on TR, when he had full rein to test his theories in the real world – as a C.E.O.

These early lessons were to be shaped into strategic elements and Basic Beliefs (Global Values).

PIK Challenge Results in Return to Local Ownership



1984 - Management Buyout Team
L to R: Dick Casey, TR Raimondo, Bob Theilen, Steve McGill



1984 - Buyout Team at Flag Ceremony

The PIK (Payment in Kind) Impact

Shipments fell from \$50 million in 1982 to \$25 million in 1983.

PIK was most accurately described as a government shift from subsidies for grain storage to the idling of farm land.

It became apparent that Wickes, struggling to come out of Chapter 11 bankruptcy, could neither sustain efforts to diversify Behlen nor could they wait for grain storage markets to return.

In early 1984, TR was presented with the inevitable three options:

1. Auction off the company assets and close the doors
2. Find a willing buyer
3. Pursue a management buyout (LBO)

In TR Raimondo's mind, there was no option. His position was, "We have 300 people depending on us to keep the company alive. It's our responsibility to make every effort to save our company and as many jobs as possible."

The management buyout team was comprised of TR Raimondo, CEO; Dick Casey, CFO heading up finance and accounting; Vice President Bob Theilen, who led Human Resources, Advertising and Public Relations activities; and Omaha attorney, Steve McGill, who was a personal friend of TR and was instrumental in the buyout effort. The management buyout was completed on May 4th, 1984.

Now the new ownership team, TR, Dick, Bob, and Steve, had to find ways to reverse the major losses and bring stability back to Behlen. They accepted the challenge with enthusiasm.



Stephen McGill, our beloved Partner and attorney (whom we lost in a car accident in 1997), initiated acquisitions with TR and the business unit leaders to create Behlen Country which was a key diversification.

Strategic Changes

The First Order Of Business Was To Make Significant Strategic Changes In:

Organizational Design

Marketing Strategies

Culture

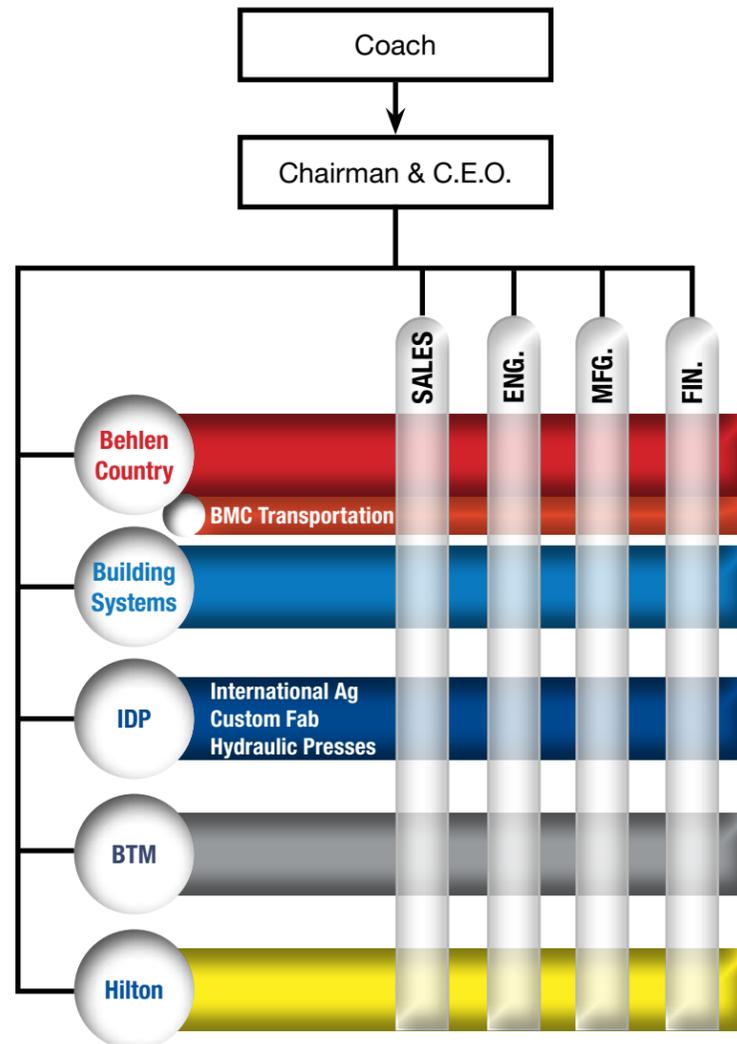
Organizational Design

Introducing Matrix Management

Nobody at Behlen had even heard of the term, let alone been exposed to the concept. The traditional functional top-down approach had always been used. Now this guy from western New York was telling his managers that there was a better way...a horizontal matrix system. It would be the key to pursuing leading edge teamwork, value added for our customers, and growth opportunities for our Partners in Progress.

Almost immediately, the design, pricing, fabrication, and marketing of specific product lines became a "team approach." Everyone on the team participated in a hands-on approach from order entry on through to shipping and delivery on Behlen (owner/operator) trucks.

Initially, it was an approach that traditional vertical organizations found hard to accept. In some cases, old line managers could not adjust to the new way of getting things done, and they were encouraged to find a better fit outside the company. Acceptance was not easy, but eventually happened. Horizontal business units began to benefit from the unified focus on customers, competitors, pricing decisions, etc.; thus, strong teams developed with motivated minds. The key is an overlap at the point of hand-off from one function to the next in the horizontal teams, to minimize errors for the customer, and improve Profit Sharing.

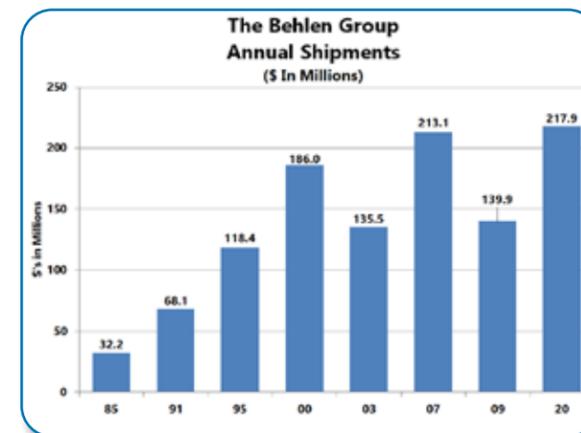


Marketing Strategies

Business Focused on Diversified Markets.

Behlen began to move in a new direction. The horizontal business units were challenged to:

- Pursue new products into new markets
- Introduce existing products into new markets
- Pursue export opportunities



ACQUISITIONS & EXPANSIONS

2020 Trident Building Systems LLC- Sarasota, FL \$24

2014 Hilton International Industries- Sarasota, FL \$4

2013 Leased Facility (BC)- McGregor, TX

2011 Purchased Facility (BTM/IDP)- Omaha, NE

2010 EagleSpan Steel Structures, LLC \$4
•Building Company

2010 HawkLine Nevada, LLC \$4
•3-Point Equipment

2019 Changed Name to Behlen Technology & Manufacturing (BTM)

2008 Distefano Technology & Manufacturing \$11
•Precision Tooling & Machining

2002 Behlen China Joint Venture (BBS) Divested 2014

2000 Bought Facility (BC)- Huntingdon, TN Divested 2019

1996 New Facility (BC)- Baker City, OR

1996 Inland Buildings - Divested in 2008 \$35

1994 Behlen Engineered Plastics \$3
•Plastics Company

1993 Livestock Equipment Division \$23
•Division of Universal Cooperatives

1990 WSI •Division of Simplot (Inventory Purchase) \$1

1989 Big Valley (Cattle Handling Equip.) \$5

1987 Hutchinson Steel Operations \$6
•Division of Farmland Industries

1985 Berico •Commercial Grain Dryer Company \$3

1983 Farmaster •Gate Company \$8



Culture

A Move from an Authoritative Business Model to a Participative Model.

An emphasis on mutual trust and respect led to an “End Of Time.” In 1984, time clocks were eliminated in all work areas and Partners in Progress were trusted to record their individual work hours in a company-wide honor system.

An article in the Columbus Daily Telegram stated that

Behlen is “a company that is vividly demonstrating the value that it places on its employees.”

The people-oriented leadership team style that TR introduced to the company was having a revitalizing effect. His approach included a variety of critical elements highlighted below.

<p>A concern for people – we replaced time clocks and rules with an honor system, guidelines, and a test of reasonableness</p>	<p>A passion for productivity through continuous improvement and learning – A.I.M. (Awareness is Money) teams and a sharing system including Gainsharing and Profit Sharing</p>	<p>A horizontal management organization style to involve people at all levels</p>	<p>A search for continuous improvement and learning with people capable of focusing on customers and Profit Sharing</p>	<p>A conviction that all business units will pursue a value added strategy for customers</p>
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A Tradition and Commitment to Continuous Learning

The Raimondo Family Experience



Tony (TR)
BSME - Mich. Tech. U. '62
MBA - U. of Rochester '72
Jeanne
HHT - Mich. Tech. U. '62
BSBA - UNK '00
(at age 60)



Phil
BSEE - Purdue U. '84
MBA - Purdue U. '98



Tony Jr.
BSBA - UNO '90
MBA - Ohio State U. '02



Linda
BS Pharmacy - Drake U. '91
MBA - Drake U. '91



Diana
BSBA - UNL '93
MBA - Creighton U. '99

Behlen provides opportunity-Jen Miller makes it happen!



Jen began her career with Behlen Mfg. Co. on August 11, 1997, when she was hired as a Machine Operator for Behlen Country. Throughout the years, Jen utilized the posting system and gained valuable knowledge through a variety of positions within the company. She had a strong desire to continue her education and made the decision to use the Behlen Tuition Reimbursement Program.

In 2005, she graduated from Central Community College with her Associates Degree. Jen's ambition to continue her education was fueled by her desire to advance within the company and gain additional responsibilities. She continued to use the posting system and decided to go back to school to pursue her Bachelor's Degree, and shortly thereafter

continued to earn her MBA from Bellevue University in 2009. Jen didn't stop there; she again used the posting system and was awarded the General Manager position of Custom Fab in 2011.

Personal, as well as career growth drove Jen to excel in the positions she has held. In 2014, Jen was a recipient of The Manufacturing Institute's Women in STEP (Science, Technology, Engineering, and Production) Award for Women in Manufacturing. Jen achieved her most recent accomplishment in November 2014 when she posted and was awarded the position of Behlen Country General Manager.

Behlen is excited to see what the future holds for Jen. This testimonial is a great example that shows how the posting system and tuition reimbursement program can be used by all Partners in Progress to make themselves and the company better off.

Long-Term Partners in Progress

60 Year Club



Erv Heesacker

50 Year Club

(Seated l to r): Bob Theilen, Dennis Kouma, Bob Schmid, Larry Buntgen
 Not pictured: Sam Case, Gayle Gerber, Bill Kubas, Pat Langan, Mark Pfeifer, Shirley Robak*, Arden Saalfeld



{ These photos were taken at our 2019 Service Awards Banquet, due to COVID-19 we were unable to gather in 2020 and 2021. }

40 Year Club



(Standing l to r): Phil Raimondo, Tom Boal, Ernst, Larry Theisen, John Wald, Larry Bierman, Larry Buntgen, Deb Wiese, Dennis Kouma, Lyle Burbach, Jolene Soulliere, George Engel, Larry Shonka, Jen Miller, Heather Macholan
Seated (l to r): Ed Favors, Dan Davis, Larry Pokorny, Clint Gates, Paul Siemek, Roy Walter, Dick Casey, Ruth Bierman, Pike Ryba, Roger Lee



(Standing l to r): Tom Boal, Phil Raimondo, Roger Garbers, Bev Gronenthal, Dave Jacobson, Peggy Garbers, Gary Hellbusch, Rich Fuhr, Lori Kallweit, Ron Henry, Milt Winnekamp, Bob Cruise, Wayne Jungemann, Pat Younger, Norm Prososki, Heather Macholan
Seated (l to r): Bob Theilen, Jen Miller, Steve Loveless, Ken Stracke, Ed Herdzina, Jim McIntosh, Mike Krzycki

40 Year Club Not pictured above: Greg Andrews, Evelyn Badje*, Karla Baumert*, Al Becker, Timothy Benson, Rich Bills, Lee Blaser, Carroll Borchers, Charlie Boruch, Steve Boruch, Darlene Brandl, Paulette Brezenski*, Dave Cerny, Mervin Chupp*, Norbert Ciecior, Allen Cooke, Ronald Coon, John Czapl, Joyce DeBower*, Russ Dicke, Bob Dush, Laroy Edic, Jim Engel, Ron Falk, Terrence Ferguson, Kay Ferris*, Dick Fischer, Phyllis Flora*, Bill Fricke, Rod Goering, Dave Groulik, Vira Heesacker, Ted Heibel, Lula Hockenberry*, Carrol Jakub, Jerome Jakub, Joanie Johnson, Dave Kallhoff, John Kearney, Angeline Klevemann*, Marlin Kocina, Jan Kopke, Don Kropatsch, Dave Kudron, Russ Kudron, Dorothy Larsen, Don Laudenklos, Herman Lauterbach, Robert Liskovec, John Lomme, John Loveless, Millie Ludden*, Cindy Ludwig*, Bradley Luebe, Jack Meays, Larry Mielak, Jim Moore, Vern Podliska, Jim Proskovec, Jim Recek, Richard Robak Jr., James Robak, Al Ronkar, Bruce Rossmeyer, Sam Samsel, Gary Sedlacek, James Settlemyer, Udine Sindelar*, Ray Sliva, Jr., Tom Spulak, Bud Steiner, Delores Stuhr*, Helen Suchan, Ron Tuma, Pat Veik, Jim Weldon, George Werner, Bill Werts, Marge Wolles*, Terry Young, Dave Zlomke

*Honorary Members

Business Leaders



Jen Miller
 President
 Behlen Country



Tom Boal
 President
 Behlen Building Systems
 Trident Building Systems



Tony Raimondo, Jr.
 President
 Hilton International Industries



Lyle Burbach
 Senior Vice President
 Behlen Mfg. Co.



Dave Slusarski
 General Manager Team
 Grain Systems



Heather Macholan
 General Manager
 Behlen Custom Fabrication
 Behlen Technology & Mfg.



James Ryba
 General Manager
 Strip Joining Presses



Shandy Hand
 General Manager
 BMC Transportation

Behlen Country



Behlen Country's competitive advantage lies in offering our customers industry-leading quality, the broadest product family, fast delivery, and excellent customer service from our plants in Columbus, Nebraska, Baker City, Oregon, and McGregor, Texas.

In the 1990s, our approach to the market was to have a unique brand for every customer (Farmmaster, Big Valley, etc.). At the turn of the century, we started offering our 3-point product line and decided to commit to the Behlen Country brand to fit the market changes. Today, we continue efforts to strengthen the Behlen Country brand and provide private labeling. A key to becoming the supplier of choice to our retail customers is to create the highest quality of products for our end-users, farmers, ranchers, and hobby farmers who take pride in their country lifestyles and make the buying decisions at retail stores.

Good marketing and brand building require great products that meet or exceed the expectations of our customers. We focus on operational excellence in all

our processes, from the front door to the back. To sustain this, we work each year to maintain an ISO 9001 certification for product quality and reliability. Our Partners in Progress, who make the products take PRIDE (Partners Responsible for Demonstrating Excellence) in providing our customers with the products needed for taking care of their country lifestyle.

By combining great products, a strong brand, and efficient operations, we are in a leading position to offer our customers the best value in farm and ranch equipment products. Competition is continually improving and never far behind. With that in mind, we remain committed to providing value and earning a high level of customer satisfaction from both our retail and end-user customers. We will continue to raise the bar because we firmly believe that the company creating the best value for its customers will be the one ultimately winning in the marketplace. Check out our website, www.behlencountry.com.

BMC Transportation

BMC Transportation, a division of Behlen Mfg. Co. is an authorized contract and common carrier licensed for general commodities in 48 states and the Canadian provinces.

BMC Transportation has grown steadily since being granted General Commodities Authority in 1983 from 25 to more than 100 owner-operators. Today BMC Transportation travels over 10 million miles per year, providing on-time, personalized service to Behlen customers. Our owner-operators serve as ambassadors to our customers and are a

key strategic partner delivering Behlen Country products to more than 4,500 retail outlets.

BMC Transportation provides a competitive advantage in serving our customers and the regional plant concept of Behlen Country. Their performance is essential to Behlen Mfg. Co.'s continued growth.



www.bmctrans.com

Building Systems



The growth and success of Behlen Building Systems over the years has been dependent upon our commitment to customer satisfaction. We strive to be the best in the industry by enhancing our value proposition, which simply stated, is complete and on-time every time. This simple statement provides the very foundation for providing our customers Good Iron, Great Experience.

Behlen Building Systems entered the metal building market in 1950 with the introduction of a self-framing building system known as S-Span. The Behlen S-Span system soon became recognized for its strength and durability. For 35 plus years, Behlen focused on ag buildings and rural community buildings.

As our company grew in the industry, our people began to be known as the Good Iron People. This reputation was earned with a manufacturing work ethic and attention to detail providing building systems that fit together; thereby reducing construction costs. This quality helped us establish long-term relationships with Behlen builders across the country.

As our building business unit continued to progress, our engineering capabilities allowed us to expand our product line. The traditional flat plane concept was thrown a curve to traditional thinking with the purchase of a curved roof company in 2010. Our company grew geographically, as well, with an expanding network of builders located across the United States.

In 2020, Behlen Building Systems merged with Trident Building Systems, Inc. located in Sarasota,



www.behlenbuildingsystems.com



www.tridentbuildingsystems.com

Florida and is the newest member of the Behlen Group. Trident is also a family-owned business with a great heritage and bright future. The merger opens new regional markets with additional production capabilities allowing for expanded growth in both locations.

Today, the Behlen name is well known for offering exceptional buildings and for having an established team committed to providing leading-edge customer satisfaction in the industry. Providing the Good Iron Great Experience our builders deserve and expect continues to lead us in the right direction for growth and opportunity.

Behlen is a charter member of the Metal Building Manufacturing Association (MBMA) and is currently ranked 8th by the MBMA in sales volume and is focused on increasing market share in the industry.

International & Diversified Products



The International and Diversified Products (IDP) business unit consists of three product categories. Combining these categories permits our team to share resources in manufacturing, engineering, and sales to provide our customers quality products with top value. As global competition becomes more intense, IDP is changing and adapting to remain competitive.

Grain Systems



www.behlengrainsystems.com

The Grain Systems category refocused its business strategy in the mid-1980s. Triggered by the government's 1983 grain acreage reduction program (Payment in Kind) and the ensuing agricultural recession, Grain Systems adjusted to declining domestic markets by aggressively pursuing a new international strategy.

The acquisition of the Berico Dryer Company in 1985 was a key factor in leveraging Grain Systems' current market presence to more than 70 countries worldwide. This exposure, combined with our ISO 9001 Quality certification, provides a baseline by which customers develop confidence that they will receive a high level of quality in all products and services.

A look toward the future reminds us that more than 96% of the world's consumers live outside the U.S. We have an opportunity to contribute even more significantly to standard of living improvements in

developing countries. An adequate food supply is the foundation for maintaining a satisfied, productive population. Grain Systems is positioned to serve a significant role in this development.

Strip Joining Presses

In the mid-1960s, Behlen developed a proprietary metal stitching press which continues to be an important product line today. This hydraulically operated machine joins together the ends of two coils of metal. It facilitates the "continuous flow" processing of metals in coil-coating and other coil line production operations. We have shipped more than 900 presses to 59 countries.



www.behlenjoiner.com

Custom Fabrication

Our Custom Fab Group prides itself on providing a competitive advantage to our core customers. Recent capital improvement projects, including robotic welding and two state-of-the-art tube lasers, offer unique capabilities for our customers.



www.behlencf.com

Our customer service and manufacturing processes allow us to provide quick, high-quality, on-time deliveries. We service the foundation repair, utility and cellular, and ag industries. The future for Custom Fab is bright.

Behlen Technology & Manufacturing



Behlen acquired Distefano Tool and Manufacturing (DTM) in September 2008. At the time, DTM's main businesses were metal laser cutting and fabricating, CNC machining, and Tool and Die work. DTM had a loyal customer base and a strong reputation in the industry. Under the Behlen ownership, DTM moved toward higher technology manufacturing by purchasing several robotic welding machines and higher-powered lasers. New customers were added to the portfolio, and DTM firmly established itself as a provider of quality manufactured parts and products.

In 2011, DTM moved into a new 160,000 square foot facility in West Omaha. The new facility offered much-needed room to grow. With its new focus on manufacturing technology. In 2017, the name was changed to Behlen Technology & Manufacturing (BTM) to utilize the Behlen brand recognition.

In 2019, a strategic decision was made to combine leadership, sales and marketing with Behlen Custom Fab for a seamless process for our customers.

Exceptional quality, service, and competitive prices are at our foundation. At Behlen Custom Fabrication and Behlen Technology & Manufacturing, we build long-term relationships by delivering innovative manufacturing solutions; this is the key to our customer's success.



www.bhelentech.com

Hilton International Industries, Co.



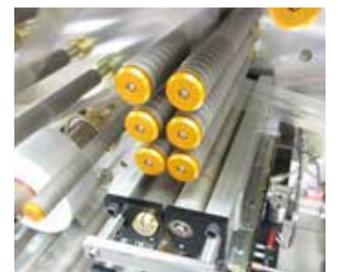
Hilton International Industries; located in Sarasota, Florida; is a global provider of precision winding machines primarily for the power and capacitor industries. Behlen acquired Hilton in 2014 because of its strong customer base, industry recognition for excellence, and global brand strength.

Since 1958, Hilton has sustained a leadership position in the film, foil, and mixed dielectric capacitor winding machine industry. An impressive list of customers include industry leaders like G.E.; ABB (Sweden); Alstom (Europe); Trench (Canada); and Terralink (Russia). Hilton's International customers produce capacitors for power transmission and distribution equipment, transportation and lighting, and alternative energy markets. Hilton's winding machines utilize the

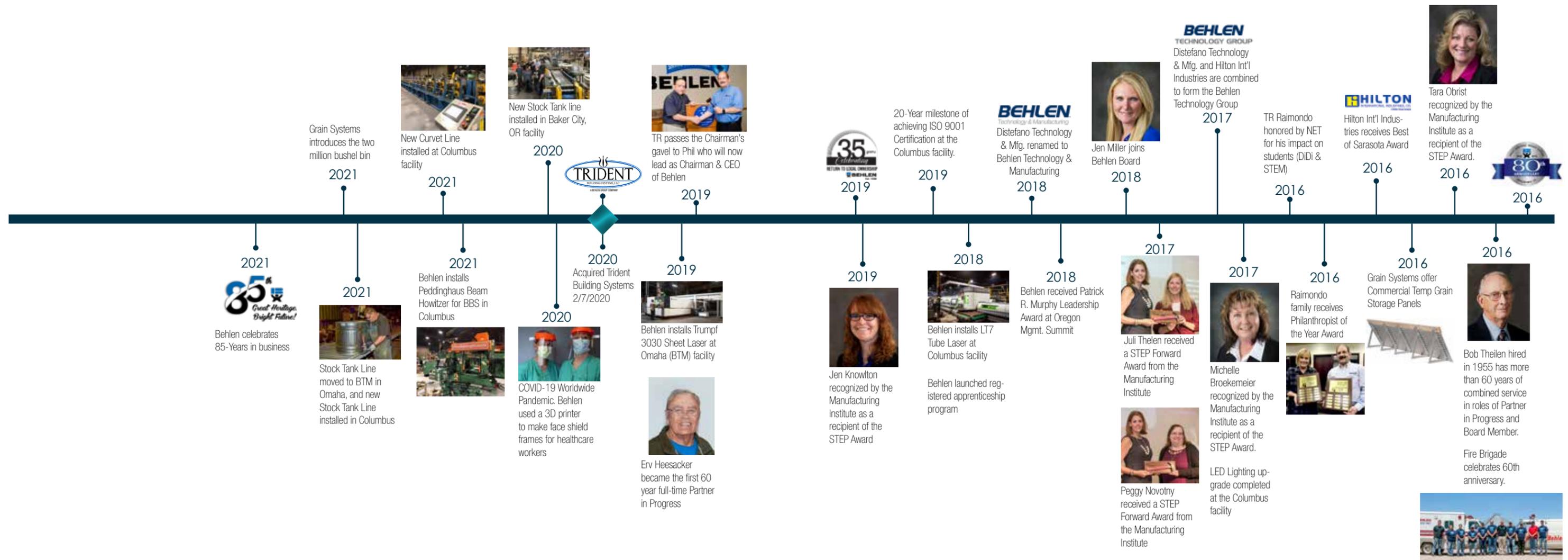
latest in PLC controls to maintain optimum winding precision and produce the highest quality capacitors.

In recent years, Hilton has expanded into the rapidly growing battery business. We are now working with several companies on battery projects which will help fuel Hilton's growth for the years ahead.

Hilton has an experienced and growing team building state-of-the-art machines for our valued customers. We look forward to Hilton being a key player in the Behlen Group of companies supporting their existing customers and developing new products to help satisfy the worlds growing energy needs.



www.hiltonind.com



2015

Grain Systems introduced the Omega Bin Sweep.

Departed the building manufacturing business in China.

Building Systems sold several buildings for the 28 acre Omaha Henry Doory Zoo African Grassland Exhibit.



Behlen Celebrated 30 Years Return to Local Ownership.



Heather Macholan recognized by The Manufacturing Institute as a recipient of the STEP Award.

Behlen was awarded the Midwestern International Trade Association (MITA) Exporter of the Year Award.



Behlen Building Systems, with TL Sund Constructors, built the Monsanto Water Learning Center to research drought resistant crops.



Behlen Building Systems received Canadian Standards Association (CSA-A660) certification to sell and manufacture buildings in Canada.



Behlen Building Systems opened a new sales and engineering office in Boise, Idaho.



The first Columbus manufactured EagleSpan curved roof building project was delivered to Pensacola, Florida.

Behlen received the Nebraska Innovation in Manufacturing Award.



BMC Transportation received the Great West Platinum Safety Award.



During Nebraska Governor Heineman's Reverse Trade Mission, our private sector Chinese partner, Mr. Xu, formally announced a partnership with Behlen to provide his patented geothermal, single well concept in the United States under the AQUI-FLO brand name.



A new CNC plasma machine manufactured by the ALLtra Corporation was installed at the Columbus plant primarily to manufacture building beams but also used for IDP products.



Leadership Transition. TR moves to Chairman & Coach. Phil, Tony Jr., and Lyle move to Senior Leadership Team.



Behlen achieved its most favorable level of productivity as it returned to the \$180 M shipment range.



◆ = ACQUISITIONS & EXPANSIONS
(Detailed Chart on Page 9)

2004



Ruby Behlen and her son, Kent, accept award on behalf of the late Walt, Mike and Gib Behlen as they were inducted into the Nebraska Business Hall of Fame. They were recognized for both their business and many financial contributions.



Governor Mike Johanns presented TR Raimondo with the Wagonmaster Award at the annual Nebraska Statehood Day dinner.



Bill Kubas was recognized for being our first Partner in Progress to work 50 years full-time for Behlen.

Behlen was selected as one of the Top 100, by Training Magazine. Over 800 companies applied and Behlen placed 74th.

Behlen was recognized as the 2002 Nebraska Industry of the Year by Nebraska Diplomats.

Behlen received "Nebraska State Edgerton Award for Excellence in Quality and Continuous Improvement."



TR Raimondo was inducted into the Nebraska Business Hall of Fame for his contributions and dedication to make Nebraska a better place to live and work.



Behlen celebrated ISO 9001 certification. ISO 9001 is our internationally recognized quality registration – May 1999-Present



Sixty years of Behlen history (1936-1996) was captured on canvas by Dorthea Paul, a well known contemporary artist from Morton, Minnesota.

Behlen, B-D, First National Bank and Peter Kiewit Foundation bought the jungle gym playground equipment located in Pawnee Park near the Higgins Memorial.



Behlen paid back community Block Grant to the city of Columbus and an Urban Development Action Grant to the city of Richland ahead of schedule.

Behlen took part in the community Quincentenary and the Bell Tower project by contributing the fabrication of 25 benches.



Behlen Mfg. Co. received the President's "E" Certificate for exports from the U.S. Secretary of Commerce.

1984



Behlen was returned to local ownership. The management buyout was completed on May 4th, 1984.



The Behlen 50th Anniversary open house.



Five years of working together, the "new" Behlen turned in its first profitable year. Shipments hit \$61.6 M.

1988

1989

1990

1992

1993

1994

1996

1999

1999

2002

2003

2004

2004

1983

1985

1986

1987

1989

1990

1991

1994

1994

1995



A record profitable year. (F-'94)



"Inc. Magazine" awarded TR Raimondo/Behlen "National Turnaround Entrepreneur of the Year Award".

Recession, war, and national banking problems slowed down orders; however, we still did \$68M compared to \$61.8 M in F-'90.

A galvanized bomb pallet order for the U.S. government was in full swing. Behlen team members stepped up and produced a record 255 pallets in one day, plus 900 pieces of fencing.



Our first supplier appreciation day was held.

Dick Casey and Bob Theilen hosted a delegation from the People's Republic of China.



Paul Knopick became our first 40-Year Partner in Progress.

Behlen purchased a new Schlatter Mesh Welder (purchased with an UDAG tied to neighbor Richland's economical development.)

In March, TR Raimondo received Presidential appointment to be the first "Manufacturing Czar" (asst. Sec. of Commerce). Due to Presidential year politics and senatorial issues, TR chose to decline.

Gov. Johanns honored Behlen for expanding markets abroad and creating export jobs in Nebraska.

TR Raimondo was inducted into the Ak-Sar-Ben Court of Honor.



Behlen signed a joint venture agreement in China. Behlen manufactures buildings in Beijing for the China market.

Powder coat paint line installation was planned for all three plants to give customers a premium finish that is also environmentally friendly.

Duane Acklie joined the Behlen Board. Duane is the chairman of the Crete Carrier Corp., Nebraska company. Sadly, Duane passed away in September of 2016.



U.S. Senator Ben Nelson, a former Nebraska Gov., joined the Behlen Board.



Behlen received a \$200,000 grant from the Nebraska Environmental Quality's Waste Reduction and Recycling Incentive Grants Program.

Behlen lost one of its owners/directors, Stephen McGill, in a tragic car accident.



The Behlen A.I.M. Team was in Washington D.C. as they were named "runner-up" in the 1st Annual NAM (National Association of Manufacturers) Awards for Work Force Excellence.

= ACQUISITIONS & EXPANSIONS (Detailed Chart on Page 9)

The Wickes Corporation

A Shift of Focus from Product to Growth

Wickes Corporation acquires Behlen

- Introduction of a new management style
- Behlen, a division in a large public corporation
- Corporate mandate – to double volume in five years

The Wickes Corporation, then based in Saginaw, Michigan, had a business philosophy not unlike other growing corporations of the time; i.e. growth for the sake of growth. They were a big and successful organization. Their goal was to get bigger.

Behlen became a target for acquisition for two reasons: first, because the company was showing sound profits; second, because Walt Behlen and his brothers were approaching retirement ages, and family ownership would eventually present estate problems. They closed the deal and Wickes took the reins.

Behlen was performing well and generating strong cash flow when Wickes acquired it in 1969. Wickes used this cash for funding its own aggressive corporate expansion and acquisition plans. Unfortunately, a significant amount of cash was moved out of Behlen for these purposes and very little was left for Behlen capital improvements.

1975 – Union formed

1978-1979 – Purchased \$6 million capital investment in grain bin equipment

- Dick Casey joined Behlen in 1978

Wickes Files for Chapter 11 Bankruptcy

1982 – The penalty of growth for the sake of growth

- Wickes, a \$2 billion conglomerate acquired

Gambles with combined revenues hitting \$4 billion

- The result pushed Wickes into Chapter 11 in April of 1982
- Sanford Sigaloff was hired to head up a Wickes Turnaround Team
- Behlen identified as a “core” company of the Wickes Corp.
- TR Raimondo joined Behlen as General Manager in August of 1982

New Wickes (Chairman Sandy Sigaloff)

The year was 1982 when Wickes filed for Chapter 11 bankruptcy, and it was also the year TR Raimondo was first introduced to Behlen. At the time, Wickes was in deepening trouble, and TR had reason to be skeptical of any employment offer.

TR’s question to Sandy Sigaloff, newly appointed Wickes CEO, was to the point – “What happens on the down side if we run into a surprise?”

A lot of credibility was behind Sandy’s reply. He had been chosen to lead Wickes because of his experience in turnaround situations. According to the Wall Street Journal, Sigaloff was a high profile, talented guy, and Wickes went after the strongest turnaround leader they could find. Wickes, at \$4 billion in corporate sales, was the biggest Chapter 11 up to that time.

Sandy, in response to TR’s question, was equally direct. “TR, I’m not able to give you anything in writing; however, our plans are for Behlen to remain a core company, and your role would be to diversify the company. Should a surprise occur on the downside, you can have confidence that in the end you will be either: 1. substantially better off or 2. part of the action.”

The Wickes Corporation

“Truthfully,” TR states, “I did not know what ‘part of the action’ meant.” History now clearly identifies that Sandy had significant experience in handling spin-off situations when a struggling corporation was attempting to exit Chapter 11. The meaning of his statement to TR was to become very clear.

An Uphill Challenge

At the outset, when TR joined, Wickes stood by its commitment to stand behind Behlen, and funding an expansion program was part of that commitment. Over the next twelve months, \$6 million in new capital was invested in Behlen. In fact, Behlen received as much capital infusion in one year as it had received from the corporation in the prior twelve years.

But neither Wickes nor TR could foresee the serious blow that was about to hit the Behlen core business, i.e., grain storage, handling and drying equipment.

Challenge At The People Level

TR faced a significant challenge at the “people level” when he first stepped into the top management position at Behlen – and it wasn’t exactly smooth sailing from the employee relations point of view.

The management style introduced by the Wickes Corporation was strongly authoritative. Predictably, many workers became disillusioned and discouraged. It’s no wonder that a union proposal found quick acceptance. Wickes’ management style had opened the door, and many employees warmly received the United Sheet Metal Workers

in 1975.

When TR arrived on the scene, skepticism was the existing state of mind for the majority of employees. Suspicions and rumors were being spread throughout the plant. “Wickes brought TR in to break the union. When the union goes, so will TR.”

Fortunately they were dead wrong! TR was at Behlen to stay, and there was no other thought in his mind.

And the union was no problem. As a matter of fact, TR had no feelings of animosity toward a union. He had come from a union background as had his father. “If the people believe a union is needed to give them fair representation, it should be respected and so should its members,” TR said.

However, in 1983 Behlen employees voted to decertify the union. In early 1984, TR and team purchased Behlen.



The metric grain bin line - the largest capital expenditure made by Wickes.

The Behlen Brothers

1936 - Creativity was the name of the game when Walt Behlen launched his new company in the garage behind the family home in Columbus. From the beginning, Walt put the emphasis on ideas – new ideas that would open the way to untapped markets.



Walt's first successful product was not exactly earth shaking, but it did fit a very specialized need – steel toe caps for industrial wooden soled shoes. The shoes were used primarily in automobile factories to protect workers' feet from acid and high temperature conditions.

Toe caps were soon followed by an inventive idea that grew out of Walt's experience as a railway express agent. He realized that the single-use lids on egg shipping cases were costly to egg producers, and so he came up with a practical solution – reusable egg case lid clamps.

With the success of his early ventures, other product ideas were soon to follow. By 1943, Behlen had become a full-time manufacturing business.

Walt often reminisced about his startup years. "Most of the machine tool equipment in the garage was made from parts salvaged from a local junk yard," he said. "Equipment consisted chiefly of a homemade forge, a large grinder with Babbitt bearings (which we poured ourselves from scrap metal), a welder and a number of hand tools."

Predictably, the garage was soon too small and the enterprise expanded to a building in downtown Columbus along the Union Pacific railroad tracks. The move coincided with a major change in agriculture – the introduction of picker-shellers for corn. Taking advantage of the new technology,

Behlen soon became a major supplier of corn husking rollers for use in corn pickers.

Along the way, brothers Mike and Gib and their father, Fred, had formed a team to expand product development and marketing efforts.



L to R: Mike, Walt & Gilbert Behlen

It was 1946 when a much larger (200' x 200') manufacturing facility was constructed on an industrial site on the east edge of Columbus. With more space to grow, the product line surged forward to serve a vibrant farm market with items such as wire-mesh corn cribs, grain bins, tractor gear boxes, and a variety of other items.

The year was 1950 when a "Honeycomb" building

The CLAM PONN was a simple device used to secure lids of egg shipping cases.



An early product rubber corn husking rollers stamped from used tires.



Walt Behlen demonstrated the principle of frame-less panel construction with a folded piece of paper.



Early Product Flipo Push Button Bale Hook



Corn Crib



Portable Dryer



Tractors were suspended from the first Behlen Dubl-Panel System to demonstrate the system's inherent strength.

(as it was called at the time) was first introduced. It was truly a unique building, assembled from rolled steel panels that served as both the structural component and skin of a building. No interior framing was required.

Using the new building concept, a 40,000 square foot addition was made to the existing plant. Demonstrating the inherent strength of the revolutionary design, heavy tractors were suspended from the ridge along the length of the building.

The Behlen frame-less structure

gained nationwide recognition when it survived an atomic bomb blast during government tests at Yucca Flats, Nevada in 1955. The Behlen "Atomic Test Building" soon became popular in both commercial and agricultural markets.

Continuing growth was predictable, and in 1956, the existing plant was again expanded by 80,000 square feet.

The Behlen brothers seemed to have a sixth sense for high-profile promotion opportunities.

Their involvement in the highly publicized atomic test was certainly an example of that sensitivity. But another opportunity was soon to follow.

The 1962 World's Fair was scheduled to be held in Seattle, Washington, and a search for unique attractions was underway. One idea considered by fair promoters was to exhibit a huge pile of silver dollars – one million to be exact. At the time, it was an astronomical sum of money. The questions – how could it be done and who would be willing to do it?

The Behlen Brothers

The concept eventually made its way to the ears of Behlen Sales Manager, Gerry Joseph, who in turn, presented it to the Behlen brothers.

The idea, a bit overwhelming at first, was enthusiastically accepted, and logistical planning began.

The silver dollars were to be carried from the U.S. mint in Philadelphia across the country in two semi-trailers. They could be viewed through special windows, and each stop along the way was heavily promoted. Thousands of people were to see

the dollars before they even got to Seattle.

At the fair, the dollars were housed in a specially designed Behlen building. How were they displayed? In a Behlen corn crib, of course!

The nationwide publicity was spectacular; but even more significant, the sale of silver dollars and medallions at the fair covered the entire cost.

As some friends were to say, "Not a bad trick for a bunch of country boys."

A new manufacturing facility covering 350' x 700' was constructed four miles east of Columbus (using the frame-less building system, of course). The site was designated by the Union Pacific Railroad as Behlen, Nebraska. Here the company continued to prosper and grow with multiple plant additions over the next 10 years. Time, however, dictated change in the ownership structure, which led to an eventual acquisition by the Wickes Corporation, then based in Saginaw, Michigan.

Walt Behlen's Universe, a biography by William H. McDaniel is the story of a Nebraska farm boy who dreamed of becoming an inventor and manufacturer. It lists his many accomplishments, awards, and honors as he made his dreams come true. It also chronicles his many worldwide travels.

A few of the awards and examples of philanthropy are noted below.

The Behlen Brothers



2004 Nebraska Hall of Fame Award – Family Celebration

Behlen family members gathered for the Hall of Fame dinner where Walt, Gib and Mike Behlen were posthumously inducted into the Nebraska Business Hall of Fame. Seated from left: Rose Behlen (Gib's wife), Lois Behlen (Mike's wife), Ruby Behlen (Walt's wife). Standing from left: Benjamin Behlen (son of Rod & Georgia), Rod Behlen (son of Gib), Nikki Behlen (wife of Benjamin), Fred Behlen (son of Mike), Georgia Behlen (wife of Rod), Dave Senften (husband of Karen), Eliza Behlen (daughter of Fred), Kurt Behlen (son of Gib), Karen Behlen-Senften (daughter of Mike), Donna Behlen (wife of Kent), Kent Behlen behind Donna (son of Walt), Stephanie Johanns, Governor Johanns, Sophie Behlen (wife of Fred), Roman Hruska (husband of Mary Ann), Mary Ann Behlen-Hruska (daughter of Walt).



Behlen Building housed the one million dollar display.



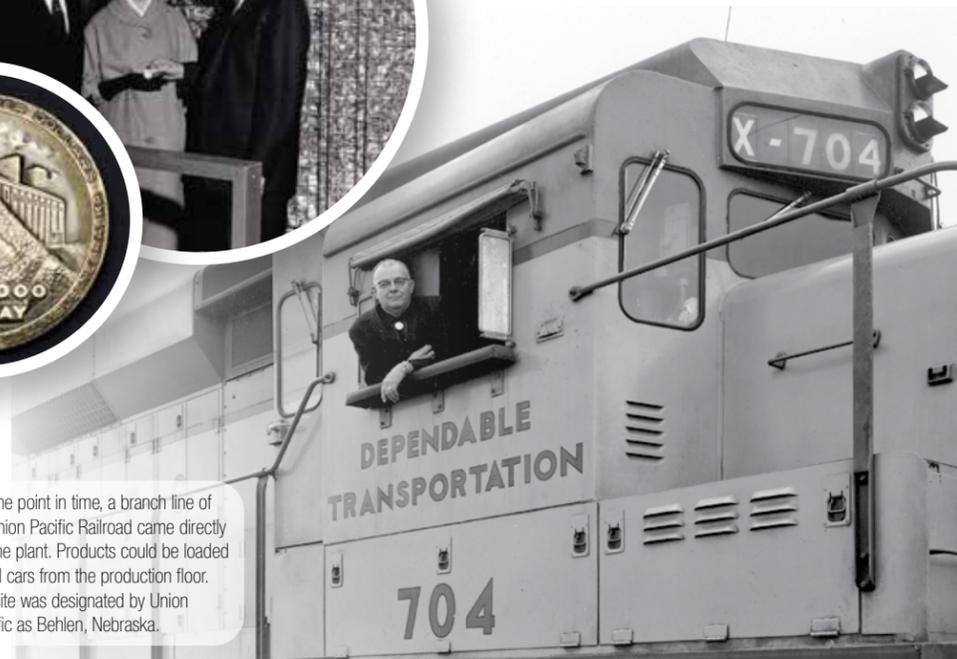
Walt Behlen at the Seattle World's Fair million dollar display shown here with U.S. Senator Roman Hruska.



Two trucks carried one million silver dollars to the Seattle, Washington World's Fair.



At one point in time, a branch line of the Union Pacific Railroad came directly into the plant. Products could be loaded on rail cars from the production floor. This site was designated by Union Pacific as Behlen, Nebraska.



Walt Behlen Awards

Public Service Award from the Federal Civil Defense Administration

Articles in Time and Fortune naming him "Corn-Belt Edison"

Silver Medal of Achievement from the Poor Richard Club

Honoree at the "1968 Nebraska Dinner" hosted by the Newcomen Society in North America

Horatio Alger Award in 1968, the first Nebraskan to be so honored

Granted honorary doctorates from the University of Nebraska, Midland College, and Doane College

Nebraska Academy Of Sciences Friend Of Science Award 1976

Walt Behlen Philanthropy

2 - \$10.00 donations to First Baptist Church, Walt's first donation in the ledger in 1941

\$20,000 for improvements to Columbus High School, the Behlen Family's Alma Mater

Donated the building and assisted financially for the Columbus Family YMCA (1959)

Over \$500,000 to the University of Nebraska State Museum over a period of years

Donated substantially (2,000 shares of Behlen stock) to the Department of Vertebrate Paleontology at the University of Nebraska

Assisted in funding (\$400,000 to NU Physics Building) the Behlen Laboratory (1959)

Assisted in funding the Behlen Community Hospital (1964)

Assisted in funding the Behlen Observatory (1971) at the University of Nebraska

1969

1936

1969
On March 14, 1969, Behlen Manufacturing Company became a wholly owned subsidiary of the Wickes Corporation.

1968
Behlen grain bins and grain dryers became the company's largest selling line.

1965
Behlen introduced a hydraulic press used in steel industries to join ends of steel coils in continuous production lines. The company had developed the presses many years before for its own use in trimming steel building panels.

1963
In 1963 construction was underway for the Columbus Ag Park, a Behlen building.

1962
One million silver dollar display at the 1962 Seattle World's Fair.

1960
Grain bins began to take the place of corn cribs.

1959
Senator John F. Kennedy visited the Behlen plant during his campaign run for president.

1959
In December of 1959, construction began on the Columbus YMCA utilizing a Behlen building.

1958
The talented and effective Economic Development Leaders broke ground for the new Behlen plant east of Columbus.

1957
At the height of the Cold War, underground bomb shelters were widely touted. Behlen got into the game with a packaged unit. Sales, however, were negligible.

1955
Bob Theilen joined Behlen. He served in a number of key interim roles during periods of transition from Wickes ownership to be a key owner in the 1984 management buyout.

1955
The Behlen frame-less stressed skin building was tested at the atomic blast test site at Yucca Flats, Nevada.

1952
The company designed one of the first power steering units for farm tractors.

1950
The first Behlen frame-less building was introduced. Walt described it as a stressed skin monocoque frame-less steel building.

1949
Always inventive, the Behlen family believed that galvanizing steel rod after assembly welding would be the key to producing a superior corn crib. They also designed and built a mesh welding line used to this day. For many years, Behlen cribs were the primary form of corn storage in the United States.

1946
In 1946 a new 20,000 square foot factory was completed on the east side of Columbus.

1945
Brothers Gib and Mike joined Walt and their father, Fred, in the enterprise in this same year. The company entered the grain drying field.

1944
Behlen received its first bank loan of \$6,000.00, its first significant expansion capital.

1936
Per Walt Behlen the Behlen Company was launched with "zero capital."

1936
The product that really got Behlen up and running...steel toe caps for wooden shoes manufactured for the Reese Wooden Sole Shoe Company in Columbus.

Behlen Locations



Columbus, Nebraska

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Columbus, NE 68601

www.behlenmfg.com
800.553.5520
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Baker City, Oregon

Behlen Country
4000 23rd Street
Baker City, OR 97814



Omaha, Nebraska

Behlen Technology & Manufacturing
3838 S. 108th Street
Omaha, NE 68144



McGregor, Texas

Behlen Country
1221 McGregor Drive
McGregor, TX 76657



Boise, Idaho

Behlen Building Systems
Engineering & Estimating
2970 E. Copper Point Dr. Ste. 150
Meridian, ID 83642

Sarasota, Florida

Trident Building Systems
2812 Tallevast Rd.
Sarasota, FL 34243

Sarasota, Florida

Hilton International Industries
6055 Porter Way
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