

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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):

May 18, 2021

LAWSON PRODUCTS, INC.

(Exact name of registrant as specified in its charter)

<u>Delaware</u> (State or other jurisdiction of incorporation)	<u>0-10546</u> (Commission File Number)	<u>36-2229304</u> (I.R.S. Employer Identification No.)
<u>8770 W. Bryn Mawr Ave., Suite 900,</u> (Address of principal executive offices)	<u>Chicago, Illinois</u>	<u>60631</u> (Zip Code)
(Registrant's telephone number, including area code)		(773) 304-5050
<u>Not Applicable</u> (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:

- 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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
Common stock, \$1.00 par value	LAWS	NASDAQ Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

Lawson Products, Inc. (the "Company") has updated its Investor Presentation (the "Presentation") which is furnished as Exhibit 99.1 to this Report on Form 8-K. A copy of the Presentation is also available on the Company's website at www.lawsonproducts.com.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Investor Presentation First Quarter 2021

SIGNATURES

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

LAWSON PRODUCTS, INC.

(Registrant)

Date: May 18, 2021

By: /s/ Ronald J. Knutson

Name: Ronald J. Knutson

Title: Executive Vice President, Chief Financial Officer, Treasurer and Controller

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Investor Presentation First Quarter 2021



Investor Presentation

First Quarter 2021

Presenters: Michael DeCata, President & CEO
Ronald Knutson, EVP & CFO

Lawson Products, Inc.

"Safe Harbor" Statement under the Securities Litigation Reform Act of 1995:

This presentation contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 that involve risks and uncertainties. The terms "may," "should," "could," "anticipate," "believe," "continue," "estimate," "expect," "intend," "objective," "plan," "potential," "project" and similar expressions are intended to identify forward-looking statements. These statements are not guarantees of future performance and involve risks, uncertainties and assumptions that are difficult to predict. These statements are based on management's current expectations, intentions or beliefs and are subject to a number of factors, assumptions and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. Factors that could cause or contribute to such differences or that might otherwise impact the business include: failure to retain a talented workforce including productive sales representatives; the inability of management to successfully implement strategic initiatives; failure to manage change; the ability to adequately fund our operating and working capital needs through cash generated from operations; the ability to meet the covenant requirements of our line of credit; disruptions of the Company's information and communication systems; the effect of general economic and market conditions; inventory obsolescence; work stoppages and other disruptions at transportation centers or shipping ports; changing customer demand and product mixes; increases in commodity prices; violations of environmental protection regulations; a negative outcome related to tax matters; and, all other factors discussed in the Company's "Risk Factors" set forth in its Annual Report on Form 10-K for the year ended December 31, 2020 and in the Form 10-Q for the quarter ended March 31, 2021.

The Company undertakes no obligation to update any such factors or to publicly announce the results of any revisions to any forward-looking statements contained herein whether as a result of new information, future events or otherwise.

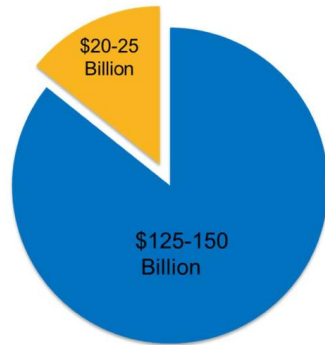
Lawson Products: At a Glance

- Leading service based provider of consumables in MRO market
- Serves industrial, commercial, institutional and government markets in all 50 states, Canada, Mexico, Puerto Rico and the Caribbean
- Headquartered in Chicago, IL
 - Strategically located distribution centers
 - Workforce ~1,900 (~ 1,100 sales reps)
- Supplies a comprehensive line of products to the MRO marketplace
- VMI and private label drives high gross margins



Competitive Advantages and Differentiators

“Not the Typical MRO Distributor”



■ Broad Based MRO Market ■ Service Based VMI Market

What differentiates Lawson:

- Service intensive “high touch” value proposition
- Vendor managed inventory or “keep fill”
- Deep product knowledge
- Broad geographic sales and service coverage throughout the US and Canada
- Leverage investments in sales team, facilities and technology to enable outstanding customer service
- Lowest total cost

4

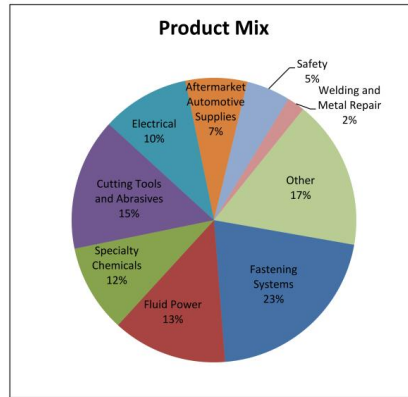
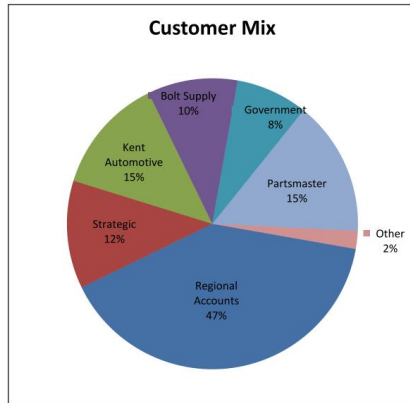
Our Commitment to our 90,000+ Customers

High touch service and technical expertise drives customer relationships
Before **After**



One Company. Zero Headaches	Inventory Management Options	Access to Industry Knowledge & Expertise
<ul style="list-style-type: none"> • Comprehensive line of products 	<ul style="list-style-type: none"> • Lawson Managed Inventory 	<ul style="list-style-type: none"> • Product recommendations from your Lawson Representative
<ul style="list-style-type: none"> • Hundreds of pre-built assortments 	<ul style="list-style-type: none"> • Industrial vending 	<ul style="list-style-type: none"> • Application advice from our test and application engineers
<ul style="list-style-type: none"> • Unlimited sourcing of hard-to-find items 	<ul style="list-style-type: none"> • Self-service inventory management 	<ul style="list-style-type: none"> • Complimentary on-site safety & product usage training

Customer and Product Profile



Retain over 90% of customer revenues from year to year

Partsmaster Acquisition

What PARTSMASTER™ adds to



- Very good strategic fit
 - ✓ Similar high touch, consumable MRO provider
 - ✓ High quality VMI service to customers
 - ✓ Diverse, complimentary product portfolio
 - ✓ Private label products

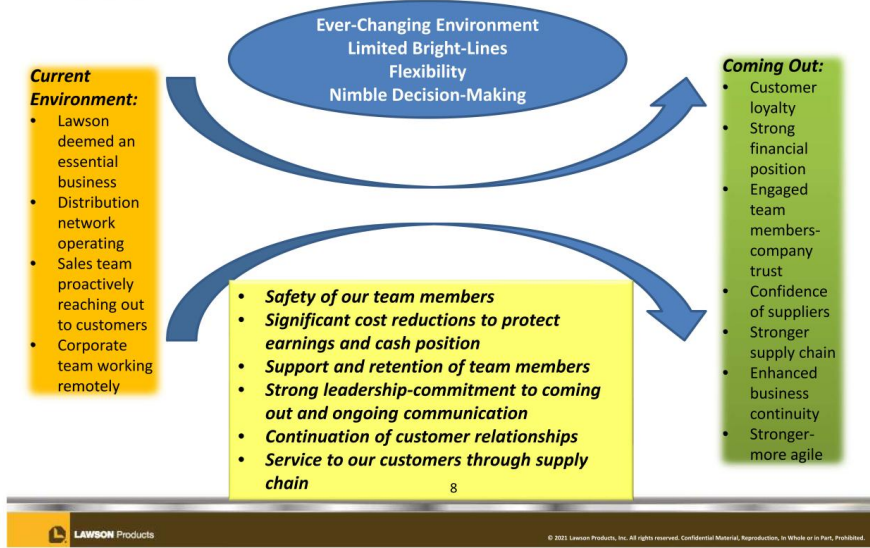
- Key statistics
 - \$63 million annual sales
 - 16,000 customers
 - 200 sales reps in US and Canada
 - 40,000 SKUs
 - DC located in Greenville, TX

- Acquisition details
 - Acquired in August 2020
 - Purchase price of \$35.3 million cash and additional assumed liabilities
 - \$2.3 million paid at closing; additional \$33.0 million to be paid in May 2021
 - Contributed \$15.7 million in revenue and \$0.7 million in operating income in Q1 2021



7

COVID-19 Impact

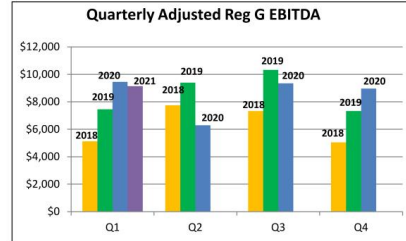


Financial Highlights for First Quarter 2021

- Sales increased 13.8% compared to Q1 2020 and 5.6% compared to Q4 2020
 - Includes \$15.7 million from Partsmaster acquisition
 - MRO sales at 96% of pre-COVID run rates

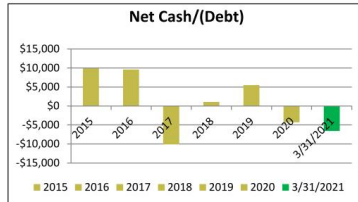
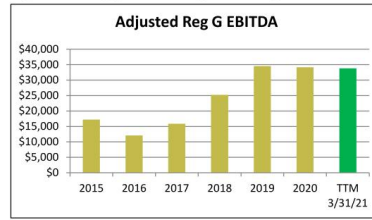
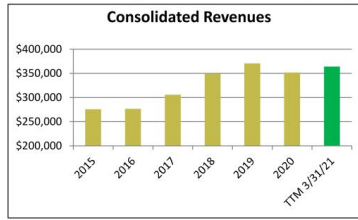
- Key trends
 - ✓ Ended quarter with \$26.3 million in cash on hand
 - ✓ Ended quarter with \$64.4 million in available borrowing capacity

- Adjusted EBITDA of \$9.1 million
 - 8.8% of sales
 - Partsmaster contributed adjusted EBITDA of \$1.7 million



Historical Financial Performance

Recent sales growth and earnings expansion providing financial flexibility



Key Take-Aways:

- Continued growth through rep productivity and acquisitions
- Took actions in 2020 to preserve strength
- Coming out of 2020 in strong position
- Strong balance sheet

Capital Allocation Priorities

Maintain Strong Balance Sheet

- \$26.3 million cash on hand and no outstanding borrowings under our credit agreement at the end of Q1
- Outstanding debt of \$32.9 million at end of Q1 related to Partsmaster acquisition; will be paid in May 2021

Reinvest for Growth

- Increased our borrowing capacity to \$100.0 million (additional \$50.0 million accordion) in late 2019
- Capital expenditures expected to be approximately \$5.0 - \$6.0 million in 2021
- Growth initiatives: add new reps and increase sales rep productivity

Pursue Disciplined M&A

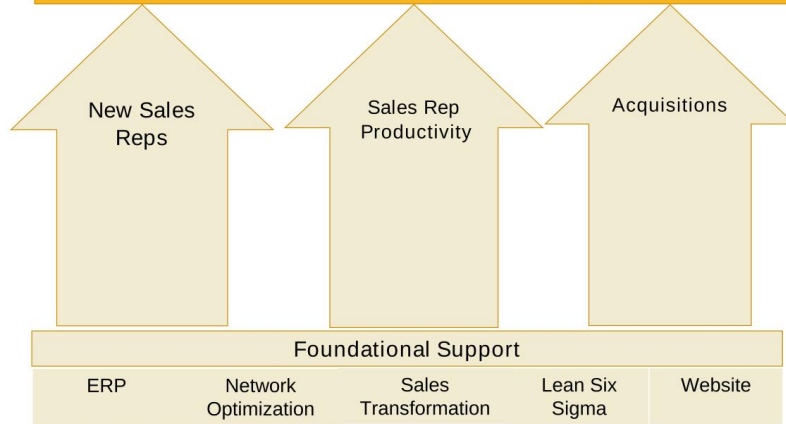
- Closed Partsmaster acquisition in August 2020
- Closed Screw Products Inc. acquisition in October 2018
- Closed Bolt Supply House acquisition in October 2017

Return Capital

- Share repurchase to offset award dilution; opportunistic purchases
- \$7.5 million stock repurchase program announced Q2 2019; \$4.5 million remaining

Lawson Growth Strategy

Sales Growth Driven By



2021 Focus: Actions Across the Value Chain Driving Growth

Add New Sales Reps and Drive Rep Productivity



Sales Process / Sales Reps

- Increase sales rep count
- Onboarding process/training
- Sales Management dashboard
- EDI with customers

Customer Service / Order Entry

- Reduction of cycle times
- Order pad
- Consolidation of shipments
- Sales service reps

Product Management / Pricing

- Leverage vendor drop-ship programs
- Fleet maintenance focus
- Pricing enhancements
- Website

DC Operations

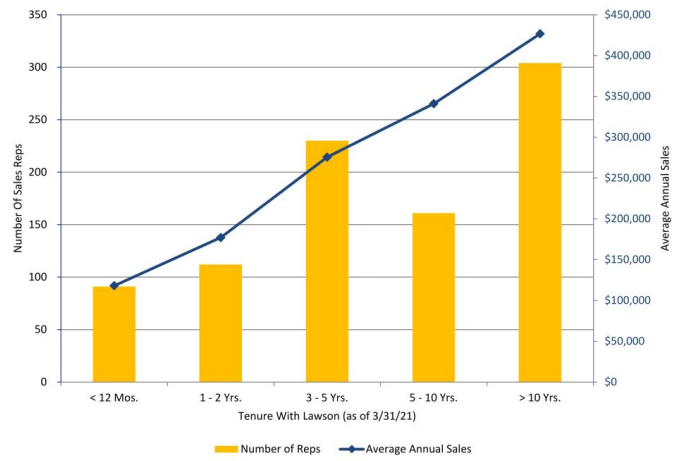
- Reduce cycle time
- Refine "Pull" strategy
- Freight enhancements
- Minimize backorders
- Improve service levels
- Forecasting tool

Sourcing / Purchasing

- Supplier negotiation process
- Vendor metrics
- Electronic communication

Information Technology – Integration of Web and SAP
Lean Six Sigma

Longer Sales Rep Tenure Drives Rep Productivity



Lawson Products: Poised for Growth

- Leverage Current Infrastructure
- Continued Sales Growth
- Foundational Investments Completed
- Operational Excellence
- Large Fragmented Market

For More Information

Contact:

Ronald J. Knutson
EVP, CFO
Investor Relations
(773) 304-5665
ron.knutson@lawsonproducts.com

And see our Website at

<http://www.lawsonproducts.com/company-info/investor-relations.jsp>

Appendices

Significant Activities

Appendix P-1

August 2011	➤ Implemented SAP
October 2011	➤ Commenced construction of new McCook, Ill distribution center
May 2012	➤ Relocated corporate headquarters
June 2012	➤ Restructured senior team. Announced \$20M cost savings plan
August 2012	➤ Transitioned packaging facility to McCook, Ill distribution center
	➤ Entered into new five-year \$40M credit facility
October 2012	➤ Announced new CEO and President, Michael G. DeCata
	➤ Consolidated Vernon Hills distribution center into McCook, Ill
November 2012	➤ Rolled out new website to existing web customers
December 2012	➤ Completed transition of U.S. independent agents to employees
April 2013	➤ Roll-out of new website to new web customers
April/May 2013	➤ McCook DC begins to ship customer orders
November 2013	➤ Entered into sub-lease of headquarters space to generate \$2.9M of future cash savings
December 2013	➤ Ended year with over 800 sales reps – First increase in 8 years
February 2014	➤ Closed on Automatic Screw Machine Products sale for net proceeds of \$12.1M
June 2014	➤ Entered into sale-leaseback of Reno distribution facility for net proceeds of \$8.3M
December 2014	➤ Ended year with over 900 sales reps
February 2015	➤ Held North American sales meeting
September 2015	➤ Completed West Coast Fasteners acquisition
March 2016	➤ Completed Perfect Products of Michigan acquisition
May 2016	➤ Completed F. B. Feeney acquisition
June 2016	➤ Expanded sales team to over 1,000 sales reps
September 2016	➤ Extended credit facility to August, 2020
November 2016	➤ Completed Mattic Industries acquisition
March 2017	➤ Consolidated Fairfield, NJ distribution operations into McCook, Ill and Suwanee, GA
May 2017	➤ Sold Fairfield, NJ distribution center for a gain of \$5.4M
October 2017	➤ Completed Bolt Supply House acquisition
April 2018	➤ Opened MRO distribution center in Calgary, Canada
October 2018	➤ Completed Screw Products acquisition and added Bolt Supply branch
June 2019	➤ Achieved Q2 9.8% adjusted EBITDA
September 2019	➤ Achieved Q3 10.9% adjusted EBITDA; hired VP, M&A
October 2019	➤ Entered into new five-year \$100M credit facility, with additional \$50 million accordion feature
August 2020	➤ Completed Partsmaster acquisition

Regulation G – GAAP Reconciliation

Appendix P-2

Non GAAP Reconciliation of Adjusted EBITDA to Sales Percentage

The Company reports its financial results in accordance with U.S. generally accepted accounting principles (GAAP). However, the Company's management believes that certain non-GAAP financial measures may provide users of this financial information additional meaningful comparisons between current results and results in prior operating periods. Management believes that these non-GAAP financial measures can provide additional meaningful reflection of underlying trends of the business because they provide a comparison of historical information that excludes certain non-operational, non-recurring or intermittently recurring items that impact the overall comparability. See the table below for supplemental financial data and corresponding reconciliations to GAAP financial measures for quarterly adjusted EBITDA as a percentage of net sales. Non-GAAP financial measures should be viewed in addition to, and not as an alternative for, the Company's reported results prepared in accordance with GAAP.

(\$ in thousands)	Q1 2018	Q2 2018	Q3 2018	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020	Q3 2020	Q4 2020	Q1 2021
Net Sales	\$ 84,459	\$ 90,382	\$ 88,530	\$ 86,266	\$ 91,343	\$ 96,097	\$ 94,779	\$ 88,566	\$ 91,035	\$ 72,146	\$ 90,277	\$ 98,133	\$ 103,556
Operating Income (Loss)	1,837	5,554	(2,266)	4,085	5,544	1,623	6,446	(4,547)	18,638	569	2,001	(658)	4,810
Depreciation & Amortization	1,686	1,679	1,755	1,735	1,478	1,455	1,468	1,492	1,509	1,511	1,540	2,041	1,935
EBITDA	3,523	7,233	(511)	5,820	7,022	3,078	7,914	(3,055)	20,147	2,080	3,641	1,383	6,745
Excluded Costs													
Severance	628	64	31	126	27	1,485	30	214	7	1,025	488	557	404
Stock Based Compensation (Benefit)	970	87	7,637	(1,186)	408	4,839	2,374	10,167	(10,700)	3,187	4,746	4,776	1,000
Acquisition Related Costs	-	-	168	62	-	-	-	-	-	-	473	325	172
Loss/(Gain) on Disposal of Property	-	-	-	-	-	-	-	-	-	-	-	-	-
Lease termination gain	-	(164)	-	-	-	-	-	-	-	-	-	-	-
Goodwill Impairment	-	-	-	-	-	-	-	-	-	-	-	1,918	-
Inventory Adjustments	-	-	-	-	-	-	-	-	-	-	-	-	825
Discontinued operation accrual	-	529	-	-	-	-	-	-	-	-	-	-	-
Building Impairment	-	-	-	231	-	-	-	-	-	-	-	-	-
Reg G Adjusted EBITDA	\$ 5,121	\$ 7,749	\$ 7,325	\$ 5,053	\$ 7,457	\$ 9,402	\$ 10,318	\$ 7,326	\$ 9,454	\$ 6,292	\$ 9,348	\$ 8,959	\$ 9,146
Adjusted EBITDA % of Sales	6.1%	8.6%	8.3%	5.9%	8.2%	9.8%	10.9%	8.3%	10.4%	8.7%	10.4%	9.1%	8.8%

Consolidated Balance Sheet

Appendix P-3

	March 31, 2021	December 31, 2020
ASSETS		
(Unaudited)		
Current assets:		
Cash and cash equivalents	\$ 26,293	\$ 28,393
Retained cash	1,061	998
Accounts receivable, less allowance for doubtful accounts of \$773 and \$654, respectively	48,797	44,515
Inventories, net	60,758	61,867
Manufacturers receivables and prepaid expenses	8,187	7,289
Total current assets	144,996	143,062
Property, plant and equipment, net	15,603	15,800
Goodwill	35,426	35,176
Deferred income taxes	19,457	18,482
Intangible assets, net	18,070	18,503
Cash value of life insurance	16,423	16,185
Right of use assets	14,453	9,764
Other assets	331	332
Total assets	\$ 264,702	\$ 256,304
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accrued acquisition liability	\$ 32,871	\$ 32,673
Accounts payable	19,841	22,262
Lease obligation	4,602	4,568
Accrued expenses and other liabilities	27,672	38,492
Total current liabilities	84,986	97,995
Security bonus plan	11,159	11,262
Deferred compensation	10,820	10,461
Lease obligation	11,966	9,738
Deferred tax liability	3,523	2,841
Other liabilities	5,698	5,585
Total liabilities	137,631	135,883
Stockholders' equity:		
Preferred stock, \$1 par value:		
Authorized - 500,000 shares, issued and outstanding - None	—	—
Common stock, \$1 par value:		
Authorized - 35,000,000 shares		
Issued - 9,291,401 and 9,287,615 shares, respectively	9,293	9,288
Outstanding - 9,096,547 and 9,091,039 shares, respectively	9,097	9,092
Capital in excess of par value	20,258	19,841
Retained earnings	101,300	101,609
Treasury stock - 226,854 and 226,586 shares, respectively	(9,028)	(9,015)
Accumulated other comprehensive income	1,330	699
Total stockholders' equity	127,071	120,421
Total liabilities and stockholders' equity	\$ 264,702	\$ 256,304

