



**Lawson Products, Inc.
Disclosure Committee Charter**

This Disclosure Committee Charter (the “**Charter**”) has been adopted by the Chief Executive Officer and Chief Financial Officer (the “**Senior Officers**”) of Lawson Products, Inc. (“Lawson Products”). The Disclosure Committee (the “**Committee**”) shall review and reassess this Charter annually and recommend any proposed changes to the Senior Officers for approval.

I. Purpose

It is Lawson Products' policy that all disclosures and forward-looking statements made by Lawson Products to its security holders or the investment community should be accurate and complete, and all disclosures should fairly present Lawson Products' financial condition and results of operations in all material respects, and should be made on a timely basis, as required by applicable laws and stock exchange requirements.

II. Organization

The membership of the Committee shall consist of the following individuals:

| Area | Title | Name |
|-------------|---|-----------------|
| Legal | EVP, General Counsel & Compliance Officer | Neil Jenkins |
| Operations | SVP, Supply Chain & Business Development | Shane McCarthy |
| Sales | VP, Field Sales | Matthew Brown |
| Sales | VP, Sales Operations | Bill Holmes |
| HR | VP, Human Resources | Sue Eaglebarger |
| IT | VP, Information Technology | Kevin Hoople |
| Finance | Director, Accounting | Carmen Valdez |
| Finance | Senior Manager, Tax Reporting | Tom Stock |
| Finance | Senior Manager, Financial Reporting | John Yurco |
| Finance | Senior Financial Reporting Analyst | Jim Nickas |

Note, such members may be replaced, or new members added, at any time and from time to time by the Senior Officers.

One member of the Committee shall be appointed by the Senior Officers as Secretary. The Secretary shall be responsible for scheduling and presiding over meetings, and preparing agendas and meeting minutes. Any question of interpretation of this Charter or the Committee's procedures shall be determined by any Senior Officer or, in their absence, the Secretary.

The Committee shall meet as frequently as circumstances dictate to execute its responsibilities under this Charter, taking into account developments since the most recent meeting, including changes in Lawson Products' organization and business performance and any change in economic, regulatory or industry conditions.

The Committee will meet at least four times per year to review quarterly/ annual Periodic Reports and earnings releases. Agendas will be developed for each meeting, and minutes will be maintained.

It is expected that all meetings will occur in person; however, in certain circumstances one or more members of the Committee may participate by telephone conference, with the same effect as though they were personally present.

A majority of the Committee shall constitute a quorum for the transaction of business. A majority of the members present shall decide any question brought before the Committee.

III. Responsibilities

The Committee shall assist the Senior Officers in fulfilling their responsibility for oversight of the accuracy and timeliness of the disclosures made by Lawson Products by having responsibility for the following tasks, in each case subject to the supervision and oversight of the Senior Officers:

- Review and approve Lawson Products' Annual Report on Form 10-K and each Quarterly Report on Form 10-Q;
- Review Press Releases related to quarterly or annual earnings results;
- Assess the materiality of specific events, developments or risks to Lawson Products as it pertains to financial reporting;
- Review financial reporting issues that are significant to Lawson Products and/or other potential reporting matters involving significant accounting or business-related judgments;
- Discuss other matters as the Committee deems appropriate surrounding any matters which may be require disclosure; and
- Discuss with the Senior Officers all relevant information with respect to the Committee's proceedings (or provide the minutes thereof).

The Committee will encourage open communication among its members, and Lawson Products' external auditors, internal auditors and management. In discharging its duties, the Committee shall have full access to all of Lawson Products' books, records, facilities and personnel.

IV. Other Responsibilities

The Committee shall also have such other responsibilities as the Senior Officers may assign to it from time to time.

V. Timetable for the Preparation of Annual and Quarterly Reports

The Senior Manager, Financial Reporting and Chief Financial Officer shall publish and maintain a timetable for the preparation of annual and quarterly reports by Lawson Products.

VI. Appointment of Principal Draft Person


The Senior Manager, Financial Reporting shall serve as the principal draft person of Lawson Products' annual and quarterly reports (the "Principal Draft Person"). The Principal Draft Person shall be responsible for: preparing and filing each report, coordinating meetings between the Certifying Officers and the Committee; working with counsel and outside auditors; coordinating the receipt of comments and implementation of changes suggested by all persons involved in the review of each report; and ensuring that the timetable for preparation of each report (as set forth in the timetable discussed in Section V.) is followed.

VII. Amendments

The Committee shall review and reassess the adequacy of the Committee's Charter at least annually. If the Committee deems it necessary or appropriate to revise the Charter, it may submit proposed revisions to Lawson Products' Chief Financial Officer and Chief Executive Officer for review and approval. This Charter may be amended upon written direction or approval from the Chief Executive Officer and Chief Financial Officer of Lawson Products.



Michael G. DeCata
President & Chief Executive Officer



Ron Knutson
Executive Vice President, Chief
Financial Officer, Treasurer and
Controller

Effective: July 18, 2016