

LAWSON PRODUCTS, INC.

Financial Strategies Committee Charter

Approved March 19, 2018

1. Status

The Financial Strategies Committee (the “Committee”) is a committee of the Board of Directors (the “Board”) of Lawson Products, Inc. (the “Company”).

2. Purpose

The purpose of the Committee is to review and evaluate the financial activities of the Company and make recommendations to the Board and management regarding business strategies and financial policies and objectives to promote and maintain superior standards of performance.

3. Membership

The Committee shall consist of at least five members of the Board, as the Board shall from time to time determine, and shall include the chief executive officer if the chief executive officer is a member of the Board. Not less than a majority of the members shall satisfy applicable independence requirements of the Nasdaq Stock Market, Inc.

4. Appointment and Removal

The Board shall elect the members of the Committee at its first meeting following the annual meeting of stockholders. Unless the Board elects a Chairman, the members of the Committee shall designate a Chairman by a majority vote of the full Committee membership. A Committee member may resign by delivering his or her written resignation to the Chairman of the Board, or may be removed by majority vote of the Board by delivery to such member of written notice of removal, to take effect at a date specified therein, or upon delivery of such written notice to such member if no date is specified.

5. Duties, Responsibilities and Authority

The Committee shall have the following duties, responsibilities and authority:

- to review the Company’s financial planning, financial structure, financial condition, short- and long-term business objectives, and sales and operations plans to ensure conformance with the Company’s requirements for growth and fiscally sound operations;
- to review management recommendations on all forms of financing and make recommendations to the Board on such financing;

- to monitor the Company's relationship and communications with its lenders, compliance with financing agreements, including debt covenants, and financial disclosure policies;
- to review and monitor actual capital expenditures and sales and operations results against the respective budgets therefor;
- to review and approve capital projects;
- to review and approve proposed acquisitions, dispositions or liquidations;
- to engage investment bankers;
- to review management recommendations concerning the financing of real property and equipment leases, acquisitions, the purchase of fixed assets and other capital expenditures and make recommendations to the Board concerning such expenditures and the financing thereof; and
- to consider any other matters concerning the Company's financial structure and financing plans and policies and make recommendations to the Board on such matters as it deems advisable.

6. Meetings

The Committee shall meet as often as may be deemed necessary or appropriate in its reasonable judgment, either in person or telephonically, and at such times and places as the Committee shall determine. The Committee shall from time to time report its activities to the Board.

7. Committee Action

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. Unless the Committee by resolution determines otherwise, any action required or permitted to be taken by the Committee may be taken without a meeting if all members of the Committee consent thereto in writing, and the writing or writings are filed with the minutes of the proceedings of the Committee.

8. Performance Review

The Committee shall conduct an annual performance evaluation of itself, including a review of the compliance of the Committee with this Charter. The Committee shall annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.