

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):

August 5, 2020

LAWSON PRODUCTS, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

0-10546

(Commission File Number)

36-2229304

(I.R.S. Employer Identification No.)

8770 W. Bryn Mawr Ave., Suite 900,

(Address of principal executive offices)

Chicago, Illinois

60631

(Zip Code)

(Registrant's telephone number, including area code)

(773) 304-5050

Not Applicable

(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:

Title of each class	Trading Symbol	Name of each exchange on which registered
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 Second Quarter 2020

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: August 5, 2020

By: /s/ Ronald J. Knutson

Name: Ronald J. Knutson

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

EXHIBIT INDEX

Exhibit Number	Description
99.1	Investor Presentation Second Quarter 2020



Investor Presentation

Second Quarter 2020

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, 2019 and in the Form 10-Q for the quarter ended June 30, 2020.

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.

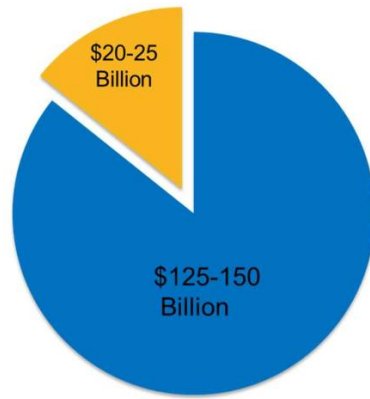
Lawson Products: At a Glance

- 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 ~1,600 (~950 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

Our Commitment to our 70,000+ Customers

High touch service and technical expertise drives customer relationships

Before

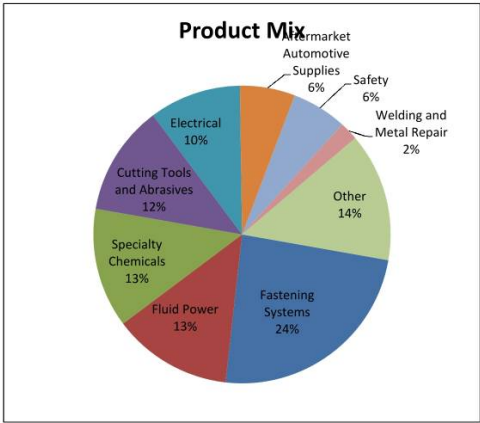
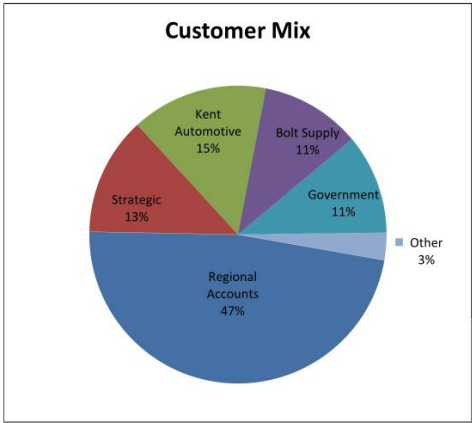


After



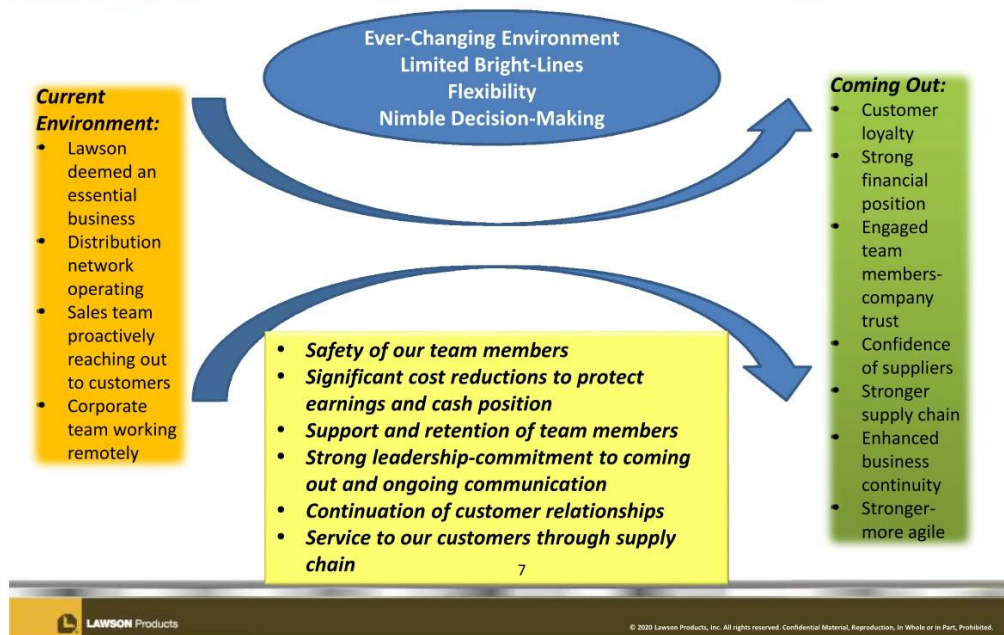
One Company, Zero Headaches	Inventory Management Options	Access to Industry Knowledge & Expertise
<ul style="list-style-type: none"> • Comprehensive line of products 	<ul style="list-style-type: none"> • Lawson Managed Inventory 	<ul style="list-style-type: none"> • Product recommendations from your 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

COVID-19 Impact



Financial Highlights for Second Quarter 2020

- Sales decreased 24.9% compared to Q2 2019; most severe decrease in April
 - Sequential month over month sales growth in May (23%) and June (6%)

- MRO Lawson/Kent gross margins at 59.7% compared to prior year quarter margin of 60.5%

- Net cash generated in Q2 of \$14.7 million

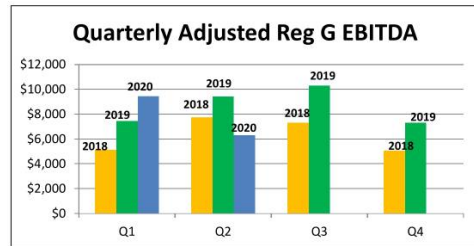
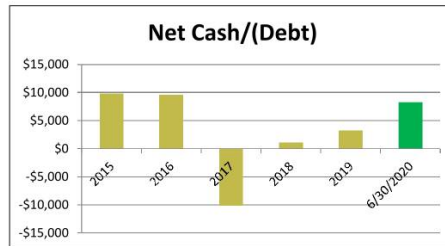
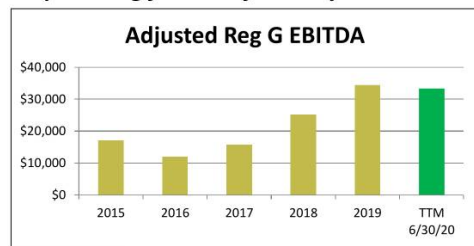
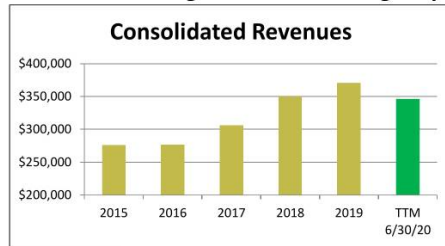
- Key trends
 - ✓ Ended quarter with \$10.0 million in cash on hand
 - ✓ Ended quarter with \$97.3 million in available borrowing capacity

- Significant Actions in Response to COVID-19; Eliminated \$4.0-\$4.5M of monthly expenses
 - ✓ Provided team members with PPE to ensure safety
 - ✓ Eliminated non-critical travel
 - ✓ Consolidated Suwanee DC into McCook's capacity
 - ✓ Salary reductions throughout organization, including Board
 - ✓ Furloughed employees at corporate, Suwanee, sales team and DCs
 - ✓ Eliminated various performance incentive plans
 - ✓ Eliminated non-critical capital
 - ✓ Requested extension of vendor terms
 - ✓ Bring back costs as business conditions warrant

8

Historical Financial Performance

Recent sales growth and earnings expansion providing financial flexibility



Capital Allocation Priorities

Maintain Strong Balance Sheet

- \$10.0 million cash on hand and outstanding borrowings of \$1.7 million at the end of Q2

Reinvest for Growth

- Increased our borrowing capacity to \$100.0 million (additional \$50.0 million accordion) with our new borrowing agreement in 2019
- Capital expenditures expected to be approximately \$1.5 - \$2.0 million in 2020
- Growth initiatives: add new reps and increase sales rep productivity

Pursue Disciplined M&A

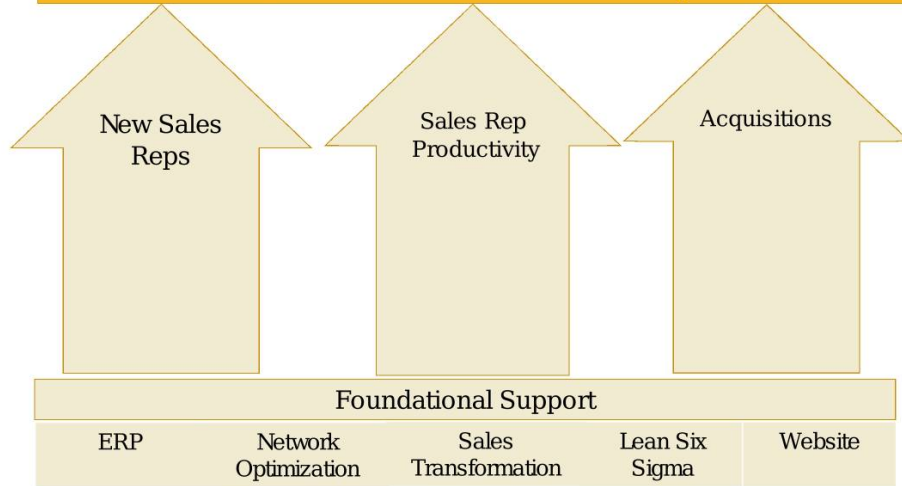
- Bolt-on acquisitions to enhance core growth strategies
- Closed Screw Products Inc. acquisition in October 2018
- Closed Bolt Supply House acquisition in October 2017

Return Capital

- Share repurchase to offset award dilution; opportunistic purchases
- \$7.5 million stock repurchase program announced on May 16, 2019; \$4.5 million remaining

Lawson Growth Strategy

Sales Growth Driven By

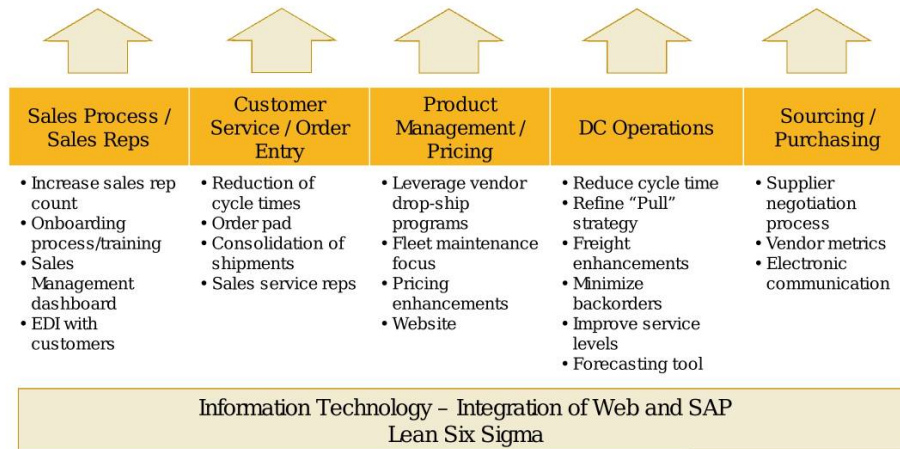


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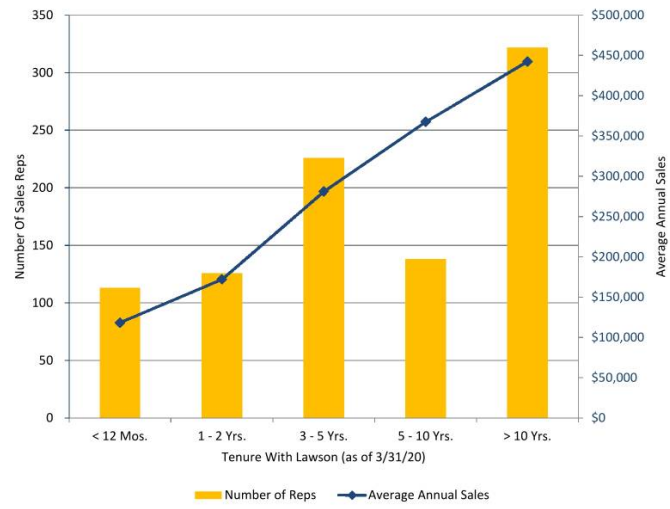


2020 Focus: Actions Across the Value Chain Driving Growth

Add New Sales Reps and Drive Rep Productivity



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, II distribution center
May 2012	➤ Relocated corporate headquarters
June 2012	➤ Restructured senior team. Announced \$20M cost savings plan
August 2012	➤ Transitioned packaging facility to McCook, II distribution center ➤ Entered into new five-year \$40M credit facility
October 2012	➤ Announced new CEO and President, Michael G. DeCata ➤ Consolidated Vemon Hills distribution center into McCook, II
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, II 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, net of ASC 842 impact of 0.3%
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

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
Net Sales	\$ 84,459	\$ 90,382	\$ 88,530	\$ 86,266	\$ 91,343	\$ 96,097	\$ 94,779	\$ 88,566	\$ 91,035	\$ 72,146
Operating Income (Loss)	1,837	5,554	(2,266)	4,085	5,544	1,623	6,446	(4,547)	18,638	569
Depreciation & Amortization	1,686	1,679	1,755	1,735	1,478	1,455	1,468	1,492	1,509	1,511
EBITDA	3,523	7,233	(511)	5,820	7,022	3,078	7,914	(3,055)	20,147	2,080
Excluded Costs										
Severance	628	64	31	126	27	1,485	30	214	(10,700)	3,187
Stock Based Compensation (Benefit)	970	87	7,637	(1,186)	408	4,839	2,374	10,167	7	1,025
Acquisition Related Costs	-	-	168	62	-	-	-	-	-	-
Loss/(Gain) on Disposal of Property	-	-	-	-	-	-	-	-	-	-
Lease termination gain	-	(164)	-	-	-	-	-	-	-	-
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
Adjusted EBITDA % of Sales	6.1%	8.6%	8.3%	5.9%	8.2%	9.8%	10.9%	8.3%	10.4%	8.7%

Consolidated Balance Sheet

Appendix P-4

	June 30, 2020	December 31, 2019
ASSETS	(Unaudited)	
Current assets:		
Cash and cash equivalents	\$ 10,012	\$ 5,495
Restricted cash	802	802
Accounts receivable, less allowance for doubtful accounts of \$961 and \$593, respectively	33,988	38,843
Inventories, net	54,910	55,905
Miscellaneous receivables and prepaid expenses	6,046	5,377
Total current assets	105,738	106,422
Property, plant and equipment, net	14,872	16,546
Deferred income taxes	19,218	21,711
Goodwill	20,150	20,923
Cash value of life insurance	14,716	14,869
Intangible assets, net	11,250	12,335
Right of use assets	9,507	11,246
Other assets	256	277
Total assets	\$ 195,707	\$ 204,428
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	11,492	13,789
Lease obligation	3,921	3,830
Accrued expenses and other liabilities	24,195	39,311
Total current liabilities	39,608	56,930
Revolving line of credit	1,712	2,271
Security bonus plan	11,832	11,840
Lease obligation	7,427	9,504
Deferred compensation	6,186	6,370
Deferred tax liability	6,094	6,188
Other liabilities	3,804	3,323
Total liabilities	78,663	96,428
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 - 9,201,315 and 9,190,171 shares, respectively	9,201	9,190
Outstanding - 9,007,411 and 9,043,771 shares, respectively	9,029	18,077
Capital in excess of par value	99,648	85,496
Retained earnings	(7,517)	(5,761)
Treasury stock - 193,904 and 146,400 shares, respectively	(1,317)	(1)
Accumulated other comprehensive income (loss)	119,044	108,001
Total stockholders' equity	\$ 117,044	\$ 108,001
Total liabilities and stockholders' equity	\$ 195,707	\$ 204,428

