
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES AND EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): January 28, 2010

WESCO International, Inc.

(Exact name of registrant as specified in its charter)

Commission file number **001-14989**

Delaware

(State or other jurisdiction of
incorporation or organization)

25-1723345

(IRS Employer Identification No.)

**225 West Station Square Drive
Suite 700**

Pittsburgh, Pennsylvania 15219
(Address of principal executive offices)

(412) 454-2200

(Registrant's telephone number, including area code)

N/A

(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))
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Item 7.01 Regulation FD Disclosure

The information in this Item 7.01 is being furnished and shall not be deemed "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. The information in this Item 7.01 shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

A slide presentation to be used by senior management of the Company in connection with its discussions with investors regarding the Company's financial results for the fourth quarter of 2009 and for the year ended December 31, 2009 is included in Exhibit 99.1 to this report and is being furnished in accordance with Regulation FD of the Securities and Exchange Commission.

Item 9.01 Financial Statements and Exhibits

- (d) Exhibits
 - 99.1 Slide presentation for investors.
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SIGNATURE

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

January 28, 2010

(Date)

WESCO International, Inc.

/s/ Richard P. Heyse

Richard P. Heyse

Vice President and Chief Financial
Officer



WESCO

Fourth Quarter and Full-Year 2009 Results

Supplemental Financial Data



The information contained herein is confidential in nature and considered proprietary to WESCO Distribution, Inc. It is intended for the exclusive use of the employees, contractors and agents of client companies. We request that no oral or written disclosure of such information be made without the prior written approval by WESCO Distribution, Inc.






Safe Harbor Statement

Note: All statements made herein that are not historical facts should be considered as “forward-looking statements” within the meaning of the Private Securities Litigation Act of 1995. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially. Such risks, uncertainties and other factors include, but are not limited to, debt level, changes in general economic conditions, fluctuations in interest rates, increases in raw materials and labor costs, levels of competition and other factors described in detail in Form 10-K for WESCO International, Inc. for the year ended December 31, 2008 and any subsequent filings with the Securities & Exchange Commission. Any numerical or other representations in this presentation do not represent guidance by management and should not be construed as such.



Q4 Results

Q4 2009 Guidance Provided at Q3 Earnings Call	Performance
Q4 sales forecasted to be down 4-6% from Q3 2009	 Sales down 1.7%
Q4 gross margins forecasted to be stable with Q2 and Q3 2009 levels	 Q2: 19.3% Q3: 19.2% Q4: 19.2%
SG&A cost reductions of over \$140 million on track for full-year 2009	 2008 SG&A \$834 million 2009 SG&A <u>\$694 million</u> \$140 million reduction
Effective tax rate will trend up to approximately 30% over next several quarters with Q4 tax rate to be approximately 24%	26.6% Q4 tax rate



Q4 and Full Year End Market Comments

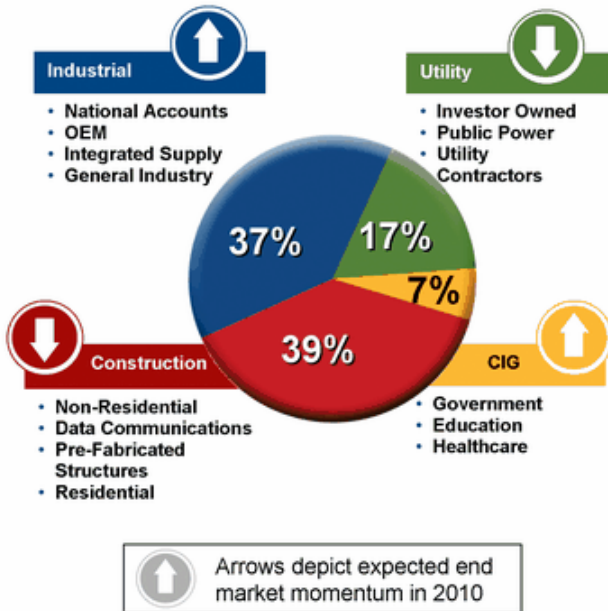
Sequential and year-over-year quarter comparisons

End Market	Q4 2008 vs. Q4 2009	Q4 2009 vs. Q3 2009	Comments
WESCO Consolidated	(20.8%)	(1.7%)	<ul style="list-style-type: none">• Six months of stable sales• Product margins stable both sequentially and year over year• Record full-year free cash flow of \$279 million• Strengthened international operations with new subsidiaries in China, Australia, Africa
Industrial	(21.7%)	7.3%	<ul style="list-style-type: none">• Industrial markets showing signs of improvement• Maintained 100% contract renewal rate for third year in a row• Global Accounts bid activity up 40% with record pipeline of opportunities• Integrated supply and OEM up 11% sequentially
Construction	(18.4%)	(5.1%)	<ul style="list-style-type: none">• WESCO's construction business is mid-cycle oriented• Backlog down 10% vs year end 2008• Opened 11 new data communications operations since mid 2008; over 15 new operations planned in 2010
Utility	(25%)	(12.8%)	<ul style="list-style-type: none">• U.S. Power demand remains weak; distribution grid spending tight• Transmission spending the priority• Competitive environment driven by lower activity levels
Commercial, Institutional, Government (CIG)	(18.6%)	(1.0%)	<ul style="list-style-type: none">• Government sales up 20% in 4th quarter, over 10% for the year• Stimulus opportunities in outdoor lighting, wastewater facilities, low voltage security and infrastructure projects• Stimulus-related orders totaled \$40 million in 2009, over \$120 million in the pipeline

WESCO 2009 Market Mix and Product Portfolio



2009 Markets



Industrial

- National Accounts
- OEM
- Integrated Supply
- General Industry

Utility

- Investor Owned
- Public Power
- Utility Contractors

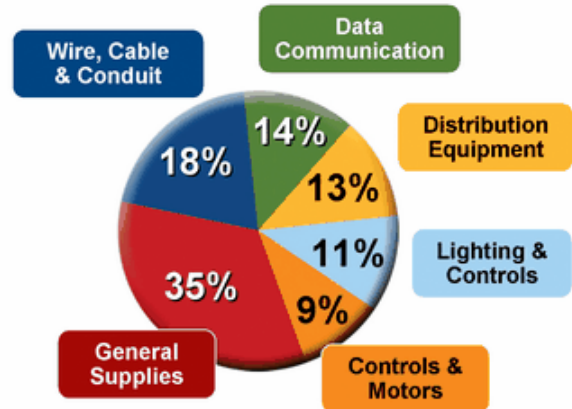
Construction

- Non-Residential
- Data Communications
- Pre-Fabricated Structures
- Residential

CIG

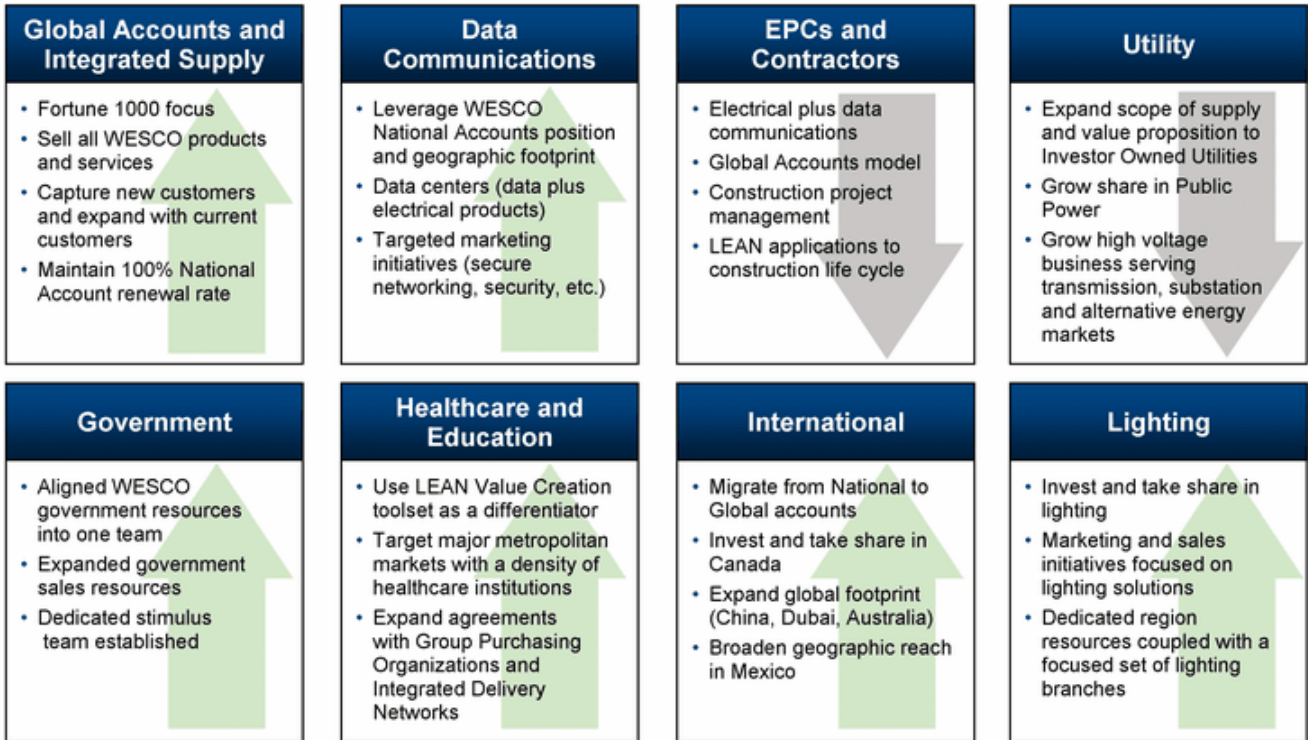
- Government
- Education
- Healthcare


2009 Products



- 113,000 active customers
- Majority of Fortune 500 companies are our customers
- 1,000,000 different products shipped annually, with 250,000 in stock
- 17,000 Suppliers

WESCO Growth Engines with End Market Trends



 Arrows depict expected end market momentum in 2010

Capital Structure



(\$Millions)	Outstanding at December 31, 2008	Outstanding at December 31, 2009	2009 Debt Maturity Schedule
AR Securitization ^(V)	\$295	\$45	2012
Inventory Revolver ^(V)	\$198	\$196	2013
Real Estate Mortgage ^(F)	\$42	\$41	2013
High Yield Bonds ^(F)	\$150	\$150	2017
Convertible Bonds ^{(F)*}	\$450	\$438 ⁽¹⁾	2010 / 2011 / 2029
Other ^(F)	\$6	\$5	N/A
Total Debt	\$1,141	\$875	

2008/2009 Year-End Key Financial Metrics		
	2008	2009
Liquidity	\$382 million	\$442 million
Free Cash Flow	\$245 million	\$279 million
Financial Leverage	3.1x	4.2x

V = Variable Rate Debt

F = Fixed Rate Debt

* = Adjusted for 2029 convertible bonds issued 8/27/29

(1) See page 8 for reconciliation of non-GAAP financial measures



Convertible Debt

GAAP vs. Non-GAAP Debt Reconciliation

Convertible Debentures

<u>Maturity</u>	<u>Par Value of Debt</u>	<u>Debt Discount</u>	<u>Debt per Balance Sheet</u>
2025	\$ 92,327	\$ (2,134)	\$ 90,193
2026	\$ 234	\$ 17	\$ 217
2029	\$ 345,000	\$ (180,539)	\$ 164,461
Total	\$ 437,561	\$ (182,690)	\$ 254,871

Non-Cash Interest Expense Schedule

(\$millions)

	<u>2025 Bond</u>	<u>2029 Bond</u>	<u>Total</u>
2010	\$2.1	\$2.1	\$4.2
2011	\$0.0 ⁽¹⁾	\$2.4	\$2.4

⁽¹⁾ Assumes the 2025 bond is put to Company in October 2010



Q1 and 2010 Outlook

- **Q1**

- Q1 sales expected to be 1% to 3% lower than Q4 2009 sales versus normal sales seasonality down 2% to 5%
- Gross margins forecasted to be in the mid-19% range
- SG&A expenses expected to be \$5 to \$9 million higher than Q4 2009
- Operating margins are expected to be at or below 3.4%
- Interest expense and effective tax rates expected to be consistent with full-year 2010 guidance

- **2010**

- Economic recovery expected to be slow with gradual recovery in industrial, international, and government markets, offset by contraction in non-residential construction and utility. Sales to Utility end market forecasted to be down mid-single digits.
- Consolidated end market demand forecasted to be down 3% to 5%; Company's growth initiatives are expected to somewhat offset soft end market demand.
- Pricing and foreign exchange expected to have positive impact but too volatile to predict
- Gross Margin forecasted to increase moderately from Q4 2009 levels
- Due to restoration of 2009 Corporate discretionary cost reductions, quarterly SG&A expense run rate expected to be \$6 to \$8 million higher than Q4 2009. Additionally, SG&A expenses expected to increase modestly to support various growth initiatives.
- Cash interest expense rates to be stable to slightly higher. Convertible bond non-cash interest expense should be approximately \$4.2 million.
- Effective tax rate anticipated to be 28 to 30% for 2010 and beyond for several years
- Capital expenditures expected to be in the range of \$20 million
- Free Cash Flow forecasted to be 85 to 90% of net income