
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 Exchange Act of 1934

Date of Report (Date of earliest event reported): April 28, 2016

WESCO International, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

225 West Station Square Drive
Suite 700
Pittsburgh, Pennsylvania
(Address of principal executive offices)

001-14989
(Commission File Number)

25-1723342
(IRS Employer
Identification No.)

15219
(Zip Code)

(412) 454-2200
(Registrant's telephone number, including area code)

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))
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Item 2.02 Results of Operations and Financial Condition.

The information in this Item 2.02 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 2.02 shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

On April 28, 2016, WESCO International, Inc. (the “Company”) issued a press release announcing its financial results for the first quarter of 2016. A copy of the press release is attached hereto as Exhibit 99.1.

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 first quarter of 2016 is included in Exhibit 99.2 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.**

The following are furnished as exhibits to this report.

99.1 Press Release dated April 28, 2016

99.2 Slide presentation for investors

SIGNATURES

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.

		WESCO International, Inc.

		(Registrant)
April 28, 2016	By:	/s/ Kenneth S. Parks
_____		_____
(Date)		Kenneth S. Parks
		Senior Vice President and Chief Financial Officer



NEWS RELEASE

WESCO International, Inc. / Suite 700, 225 West Station Square Drive / Pittsburgh, PA 15219

WESCO International, Inc. Reports First Quarter 2016 Results

First quarter highlights:

- Consolidated sales of \$1.8 billion
- Operating profit of \$69.5 million
- Earnings per diluted share of \$0.77
- Free cash flow of \$75.0 million, or 217% of net income

PITTSBURGH, April 28, 2016/PRNewswire/ -- WESCO International, Inc. (NYSE: WCC), a leading provider of electrical, industrial, and communications MRO and OEM products, construction materials, and advanced supply chain management and logistics services, announces its results for the first quarter of 2016.

Mr. John J. Engel, WESCO's Chairman, President and CEO, commented, "In line with our expectations, our first quarter sales declined 2%, reflecting continued weakness in commodity-driven end markets and foreign exchange headwinds. Organic sales were down 7%, with the U.S. and Canada down 6% and 11%, respectively. While the top line remains pressured overall, the benefits of ongoing cost reduction and organizational streamlining actions partially mitigated the impact of lower sales on earnings per share. Free cash flow remained strong and exceeded 200% of net income, allowing us to maintain our leverage ratio at 3.8 times EBITDA, in line with our expectations following the completion of our acquisition of Atlanta Electrical Distributors during the first quarter. With continued strong cash generation, we expect to reduce our leverage ratio back within our target range in the near term. Based upon our first quarter results, we reaffirm our full year expectations of sales in the range of flat to down 5%, EPS of \$3.75 to \$4.20 per diluted share, and free cash flow generation of at least 90% of net income."

The following are results for the three months ended March 31, 2016 compared to the three months ended March 31, 2015:

- Net sales were \$1,776.0 million for the first quarter of 2016, compared to \$1,816.3 million for the first quarter of 2015, a decrease of 2.2%. Normalized organic sales decreased 6.7%; foreign exchange rates negatively impacted sales by 2.6%, and were partially offset by the positive impacts from acquisitions and number of workdays of 3.9% and 3.2%, respectively.
- Gross profit was \$355.2 million, or 20.0% of net sales, for the first quarter of 2016, compared to \$367.7 million, or 20.2% of net sales, for the first quarter of 2015.
- Selling, general and administrative ("SG&A") expenses were \$269.3 million, or 15.2% of net sales for the first quarter of 2016, compared to \$264.6 million, or 14.6% of net sales, for the first quarter of 2015.
- Operating profit was \$69.5 million for the current quarter, compared to \$87.2 million for the first quarter of 2015. Operating profit as a percentage of net sales was 3.9% for the first quarter of 2016, compared to 4.8% for the first quarter 2015.
- Interest expense for the first quarter of 2016 was \$18.8 million, compared to \$20.9 million for the first quarter of 2015. Non-cash interest expense for the first quarter of 2016 and 2015, which includes amortization of debt discounts and deferred financing fees, interest related to uncertain tax positions, and accrued interest, was \$3.7 million and \$5.4 million, respectively.
- The effective tax rate for the current quarter was 31.9%, compared to 29.4% for the prior year first quarter. The Company recognized a discrete item in the first quarter of 2016 related to the settlement of an outstanding tax matter, which increased the effective tax rate by 3.4 percentage points.

- Net income attributable to WESCO International, Inc. of \$36.0 million for the current quarter was down 23.4% from \$47.0 million for the prior year quarter.
- Earnings per diluted share for the first quarter of 2016 was \$0.77 per share, based on 46.8 million diluted shares, compared to \$0.90 per share in the first quarter of 2015, based on 52.2 million diluted shares.
- Free cash flow for the first quarter of 2016 was \$75.0 million, or 217% of net income, compared to \$85.1 million, or 182% of net income for the first quarter of 2015.

Mr. Engel continued, “We remain focused on executing our One WESCO strategy to deliver above-market sales growth, improve profitability, generate strong cash flow, and increase shareholder value. Our value proposition provides customers with the comprehensive product and service solutions they need to meet their MRO, OEM, and capital project management requirements. The free cash flow generation capability of our business supports continued investment in our growth initiatives, including acquisitions, where our pipeline remains robust and we see excellent ongoing opportunities to strengthen our electrical core and broaden our portfolio of products and services.”

Webcast and Teleconference Access

WESCO will conduct a webcast and teleconference to discuss the first quarter earnings as described in this News Release on Thursday, April 28, 2016, at 11:00 a.m. E.T. The call will be broadcast live over the Internet and can be accessed from the Company’s Website at <http://www.wesco.com>. The call will be archived on this Internet site for seven days.

WESCO International, Inc. (NYSE: WCC), a publicly traded Fortune 500 holding company headquartered in Pittsburgh, Pennsylvania, is a leading provider of electrical, industrial, and communications maintenance, repair and operating (“MRO”) and original equipment manufacturers (“OEM”) product, construction materials, and advanced supply chain management and logistic services. 2015 annual sales were approximately \$7.5 billion. The Company employs approximately 9,300 people, maintains relationships with over 25,000 suppliers, and serves over 80,000 active customers worldwide. Customers include commercial and industrial businesses, contractors, government agencies, institutions, telecommunications providers and utilities. WESCO operates nine fully automated distribution centers and approximately 500 full-service branches in North America and international markets, providing a local presence for customers and a global network to serve multi-location businesses and multi-national corporations.

The matters discussed herein may contain forward-looking statements that are subject to certain risks and uncertainties that could cause actual results to differ materially from expectations. Certain of these risks are set forth in the Company’s Annual Report on Form 10-K for the fiscal year ended December 31, 2015, as well as the Company’s other reports filed with the Securities and Exchange Commission.

Contact: Mary Ann Bell, Vice President, Investor Relations
WESCO International, Inc. (412) 454-4220, Fax: (412) 222-7409
<http://www.wesco.com>

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(dollar amounts in millions, except per share amounts)

(Unaudited)

	Three Months Ended					
	March 31, 2016		March 31, 2015			
Net sales	\$	1,776.0	\$	1,816.3		
Cost of goods sold (excluding depreciation and amortization below)		1,420.8	80.0%	1,448.6	79.8%	
Selling, general and administrative expenses		269.3	15.2%	264.6	14.6%	
Depreciation and amortization		16.4		15.9		
Income from operations		69.5	3.9%	87.2	4.8%	
Interest expense, net		18.8		20.9		
Income before income taxes		50.7	2.9%	66.3	3.7%	
Provision for income taxes		16.2		19.5		
Net income		34.5	1.9%	46.8	2.6%	
Net loss attributable to noncontrolling interests		(1.5)		(0.2)		
Net income attributable to WESCO International, Inc.	\$	36.0	2.0%	\$	47.0	2.6%
Earnings per diluted common share	\$	0.77	\$	0.90		
Weighted-average common shares outstanding and common share equivalents used in computing earnings per diluted share (in millions)		46.8		52.2		

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED BALANCE SHEETS

(dollar amounts in millions)

(Unaudited)

Assets	March 31, 2016	December 31, 2015
Current Assets		
Cash and cash equivalents	\$ 147.8	\$ 160.3
Trade accounts receivable, net	1,091.5	1,075.3
Inventories, net	844.1	810.1
Current deferred income taxes ⁽¹⁾	—	8.5
Other current assets	191.0	203.4
Total current assets	2,274.4	2,257.6
Other assets ⁽²⁾	2,416.4	2,312.2
Total assets	\$ 4,690.8	\$ 4,569.8
Liabilities and Stockholders' Equity		
Current Liabilities		
Accounts payable	\$ 734.9	\$ 715.5
Current debt and short-term borrowings	49.5	44.3
Other current liabilities	198.9	188.0
Total current liabilities	983.3	947.8
Long-term debt ⁽²⁾	1,391.2	1,439.1
Other noncurrent liabilities	422.8	409.0
Total liabilities	2,797.3	2,795.9
Stockholders' Equity		
Total stockholders' equity	1,893.5	1,773.9
Total liabilities and stockholders' equity	\$ 4,690.8	\$ 4,569.8

⁽¹⁾ The Company early adopted Accounting Standards Update (ASU) 2015-17, *Balance Sheet Classification of Deferred Taxes*, on a prospective basis during the first quarter of 2016. This guidance requires that all deferred tax assets and liabilities, along with any related valuation allowance, be classified as noncurrent on the balance sheet.

⁽²⁾ The Company adopted ASU 2015-03, *Simplifying the Presentation of Debt Issuance Costs*, and ASU 2015-15, *Presentation and Subsequent Measurement of Debt Issuance Costs Associated with Line-of-Credit Arrangements*, on a retrospective basis during the first quarter of 2016. These ASUs simplify the presentation of debt issuance costs by requiring that debt issuance costs related to a recognized liability be presented in the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts. As a result of adopting this guidance, the Company reclassified approximately \$17.7 million of deferred financing fees from other noncurrent assets to long-term debt in the balance sheet as of December 31, 2015.

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(dollar amounts in millions)

(Unaudited)

	Three Months Ended	
	March 31, 2016	March 31, 2015
Operating Activities:		
Net income	\$ 34.5	\$ 46.8
Add back (deduct):		
Depreciation and amortization	16.4	15.9
Deferred income taxes	6.5	7.9
Change in trade receivables, net	10.6	9.7
Change in inventories	(17.5)	(13.2)
Change in accounts payable	3.2	20.6
Other	24.9	2.4
Net cash provided by operating activities	78.6	90.1
Investing Activities:		
Capital expenditures	(3.6)	(5.0)
Acquisition payments	(50.3)	—
Other	(8.2)	0.8
Net cash used in investing activities	(62.1)	(4.2)
Financing Activities:		
Debt borrowings, net of repayments	(46.3)	(19.4)
Equity activity, net	(0.5)	(27.7)
Other	12.0	(6.7)
Net cash used in financing activities	(34.8)	(53.8)
Effect of exchange rate changes on cash and cash equivalents	5.8	(6.0)
Net change in cash and cash equivalents	(12.5)	26.1
Cash and cash equivalents at the beginning of the period	160.3	128.3
Cash and cash equivalents at the end of the period	\$ 147.8	\$ 154.4

NON-GAAP FINANCIAL MEASURES

This earnings release includes certain non-GAAP financial measures. These financial measures include normalized organic sales growth, gross profit, financial leverage and free cash flow. The Company believes that these non-GAAP measures are useful to investors in order to provide a better understanding of the Company's organic growth trends, capital structure position and liquidity on a comparable basis. Management does not use these non-GAAP financial measures for any purpose other than the reasons stated above.

WESCO INTERNATIONAL, INC.

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

(dollar amounts in millions, except sales growth data)

(Unaudited)

Normalized Organic Sales Growth - Year-Over-Year:	Three Months Ended	
	March 31, 2016	March 31, 2015
Change in net sales	(2.2)%	0.3 %
Impact from acquisitions	3.9 %	1.2 %
Impact from foreign exchange rates	(2.6)%	(2.5)%
Impact from number of workdays	3.2 %	(1.6)%
Normalized organic sales growth	(6.7)%	3.2 %

Note: Normalized organic sales growth is provided by the Company as an additional financial measure to provide a better understanding of the Company's sales growth trends. Normalized organic sales growth is calculated by deducting the percentage impact from acquisitions, foreign exchange rates and number of workdays from the overall percentage change in consolidated net sales.

Gross Profit:	Three Months Ended	
	March 31, 2016	March 31, 2015
Net sales	\$ 1,776.0	\$ 1,816.3
Cost of goods sold (excluding depreciation and amortization)	1,420.8	1,448.6
Gross profit	\$ 355.2	\$ 367.7
Gross margin	20.0%	20.2%

Note: Gross profit is provided by the Company as an additional financial measure. Gross profit is calculated by deducting cost of goods sold, excluding depreciation and amortization, from net sales. This amount represents a commonly used financial measure within the distribution industry. Gross margin is calculated by dividing gross profit by net sales.

WESCO INTERNATIONAL, INC.

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

(dollar amounts in millions)

(Unaudited)

	Twelve Months Ended	
	March 31, 2016	December 31, 2015
Financial Leverage:		
Income from operations	\$ 356.1	\$ 373.7
Depreciation and amortization	65.4	65.0
EBITDA	\$ 421.5	\$ 438.7
	March 31, 2016	December 31, 2015
Current debt and short-term borrowings	\$ 49.5	\$ 44.3
Long-term debt	1,391.2	1,439.1
Debt discount and deferred financing fees ⁽¹⁾	180.2	182.0
Total debt	1,620.9	1,665.4
Financial leverage ratio	3.8	3.8

⁽¹⁾ Long-term debt is presented in the condensed consolidated balance sheets net of deferred financing fees and debt discount related to the convertible debentures and term loan.

Note: Financial leverage is a non-GAAP financial measure provided by the Company to illustrate its capital structure position. Financial leverage ratio is calculated by dividing total debt, including debt discount, by EBITDA. EBITDA is defined as the trailing twelve months earnings before interest, taxes, depreciation and amortization.

	Three Months Ended	
	March 31, 2016	March 31, 2015
Free Cash Flow:		
Cash flow provided by operations	\$ 78.6	\$ 90.1
Less: Capital expenditures	(3.6)	(5.0)
Free cash flow	\$ 75.0	\$ 85.1
Percent of net income	217%	182%

Note: Free cash flow is provided by the Company as an additional liquidity measure. Capital expenditures are deducted from operating cash flow to determine free cash flow. Free cash flow is available to fund the Company's financing needs.



Q1 2016 Earnings

Webcast Presentation

April 28, 2016

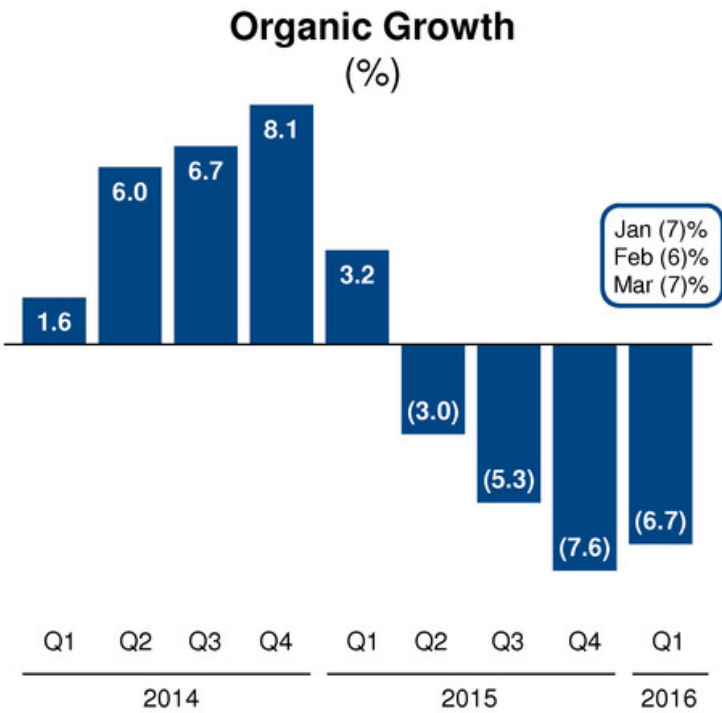


Safe Harbor Statement



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: adverse economic conditions; disruptions in operations or information technology systems; product, labor or other cost fluctuations; supply chain disruptions or loss of key suppliers; expansion of business activities; exchange rate fluctuations; tax law changes or challenges to tax matters; increase in competition; risks related to acquisitions, including the integration of acquired businesses; litigation, disputes, contingencies or claims; legal or regulatory matters; debt levels, terms, financial market conditions or interest rate fluctuations; goodwill or intangible asset impairment; common stock dilution; and other factors described in detail in the Form 10-K for WESCO International, Inc. for the year ended December 31, 2015 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. The following presentation includes a discussion of certain non-GAAP financial measures. Information required by Regulation G with respect to such non-GAAP financial measures can be found in the appendix and obtained via WESCO’s website, www.wesco.com.

Q1 2016 Highlights



Note: Workday adjusted; see appendix for non-GAAP reconciliations.

- Reported sales were down 2%
- Workday adjusted organic sales were down 6% in the US and down 11% in Canada
- Adjusting for Easter holiday, March organic sales were down 5%
- Oil & gas sales down ~25%
- April organic sales down low-single digits month-to-date
- Strong free cash flow of over 200% of net income
- Cost controls partially mitigated sales decline
- Completed AED acquisition

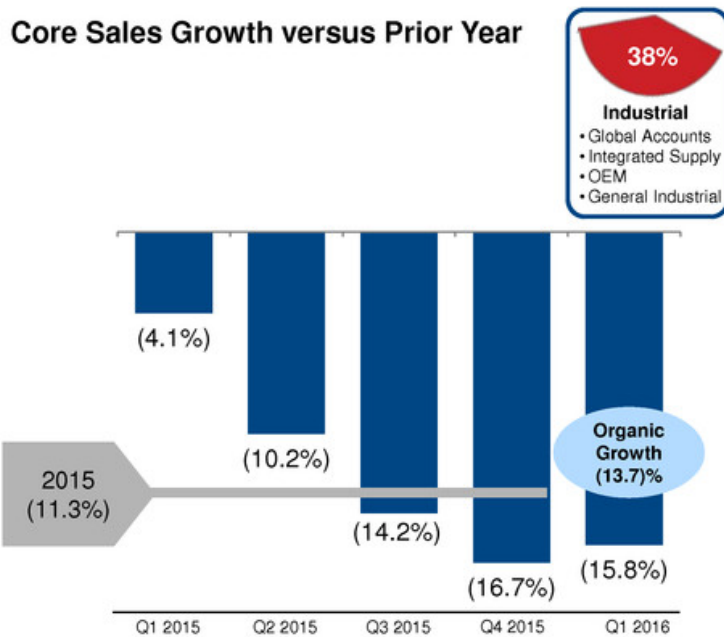
...performance in line with outlook

Q1 2016 Earnings Webcast, 4/28/16

Industrial End Market



Core Sales Growth versus Prior Year



Note: Excludes acquisitions during the first year of ownership. Workday adjusted.

Q1 2016 Sales

- Workday adjusted organic sales down 14% versus prior year (down 14% in the U.S. and down 21% in Canada in local currency)
- Down 7% sequentially
- Sales declines driven by oil and gas, metals and mining, and OEM customers
- Manufacturing headwinds remain strong with reduced demand outlook, weak commodity prices and strong U.S. dollar weighing on manufacturing sector causing deferred project and maintenance spending.
- Global Account and Integrated Supply bidding activity levels remain strong.
- Customer trends include high expectations for supply chain process improvements, cost reductions, and supplier consolidation.

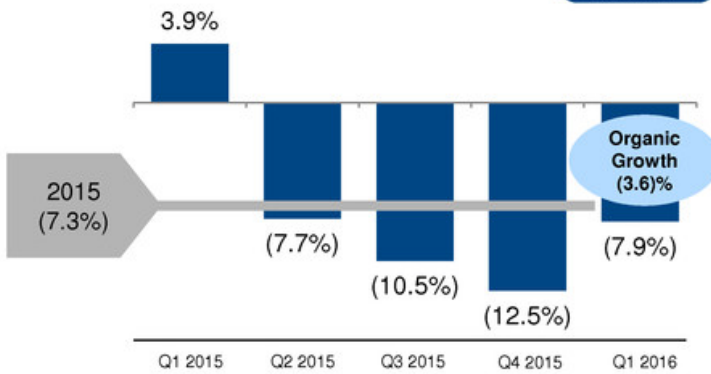


Awarded a multi-year contract to supply MRO material across multiple plants for a global consumer products manufacturer.

Construction End Market



Core Sales Growth versus Prior Year



Note: Excludes acquisitions during the first year of ownership. Workday adjusted.

Q1 2016 Sales

- Workday adjusted organic sales down 4% versus prior year (down 4% in U.S. and down 6% in Canada in local currency)
- Down 9% sequentially
- Sales declines driven by weakness with contractors serving industrial market partially offset by growth with commercial construction contractors
- Core backlog declined 4% versus prior year, but is up 7% from year-end
- Outside of oil and gas, metals and mining, expecting modest uptrend in U.S. non-residential construction (commercial, educational, and healthcare).
- Non-residential construction market still well below its prior peak in 2008.

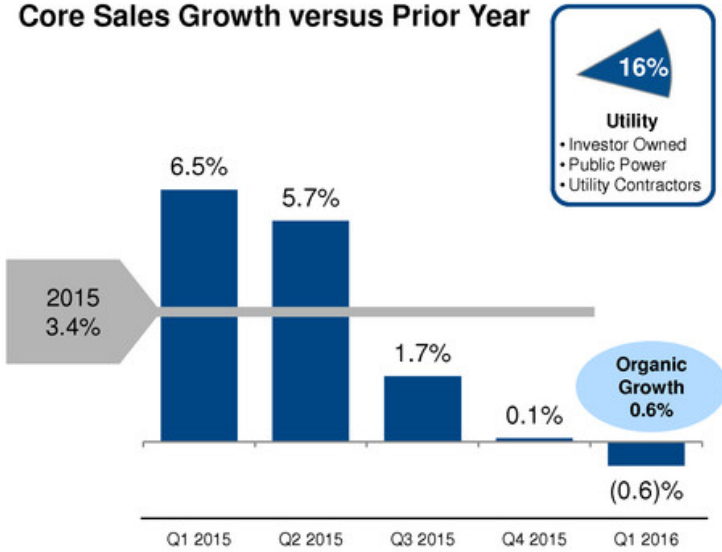


Awarded a contract to supply and install switchgear, lighting and electrical bulk material for a new medical center in South America.

Utility End Market



Core Sales Growth versus Prior Year



Note: Excludes acquisitions during the first year of ownership. Workday adjusted.

- Q1 2016 Sales
 - Workday adjusted organic sales up 1% versus prior year (up 1% in U.S. and down 5% in Canada in local currency)
 - Down 6% sequentially
- Five consecutive years of year-over-year sales growth.
- Scope expansion and value creation with IOU, public power, and generation customers providing utility sales growth.
- Continued interest for Integrated Supply solution offerings.
- Secular improvement in housing market, renewables growth, and consolidation trend within Utility sector expected to be positive catalyst for future spending.

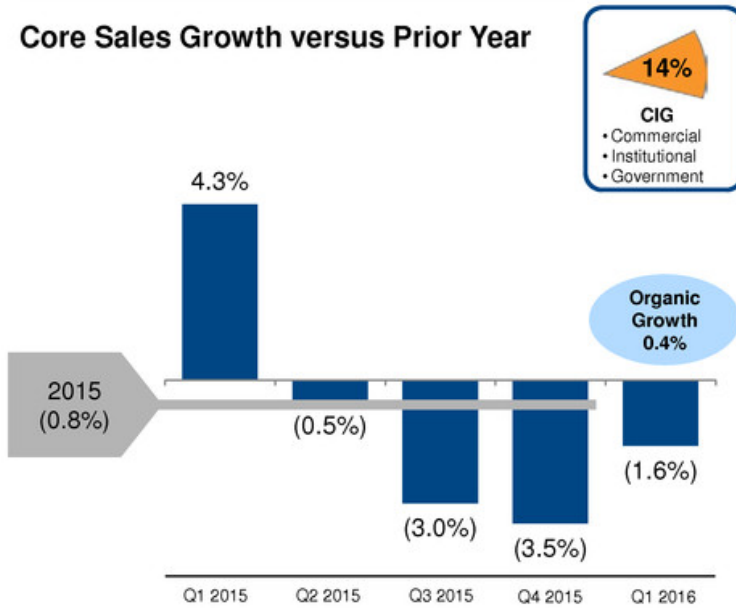


Awarded a contract to provide high voltage equipment, steel structures and other miscellaneous materials for a wind farm substation being constructed for a large energy developer.

CIG End Market



Core Sales Growth versus Prior Year



Note: Excludes acquisitions during the first year of ownership. Workday adjusted.

Q1 2016 Sales

- Workday adjusted organic sales flat versus prior year (up 2% in US and down 10% in Canada in local currency)
- Down 2% sequentially
- Growth in communications and security category continues and bidding activity levels remain high.
- Customer focus remains on energy efficiency (lighting, automation, metering) and security.
- Opportunities exist to support data center construction and retrofits and cloud technology projects.

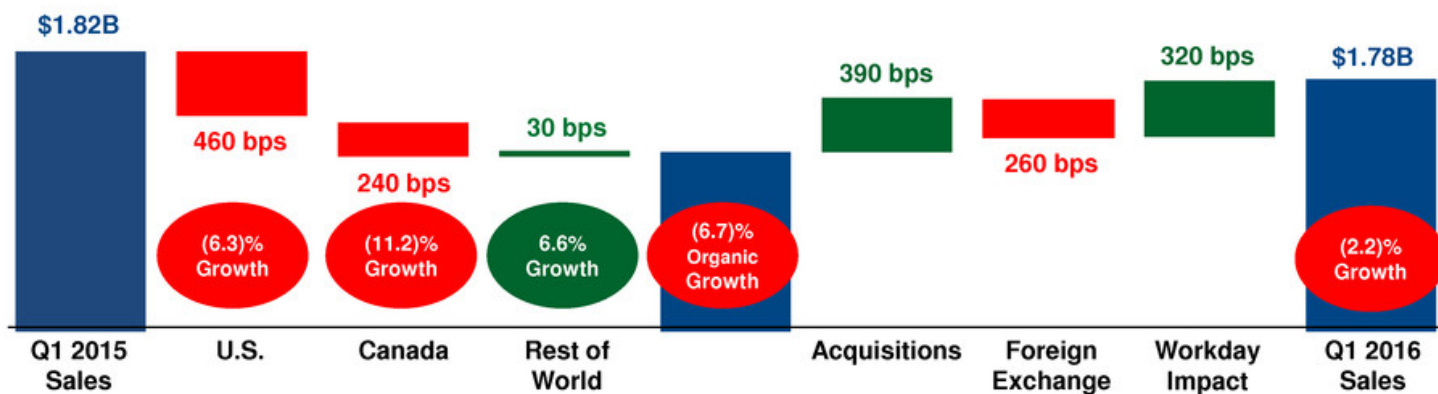


Awarded a contract with a large national telecommunications provider to supply infrastructure materials to multiple U.S. locations in support of their fiber optic network build-out.

Q1 2016 Results



	Outlook	Actual	YOY
Sales	(4)% to (1)%	\$1.78B	(2.2)% growth
Gross Margin		20.0%	Down 20 bps
SG&A		\$269M, 15.2%	Up 2%, up 60 bps; core down 2%
Operating Profit		\$70M	Down 20%
Operating Margin	3.8% to 4.1%	3.9%	Down 90 bps
Effective Tax Rate	~30%	31.9%	Up 250 bps



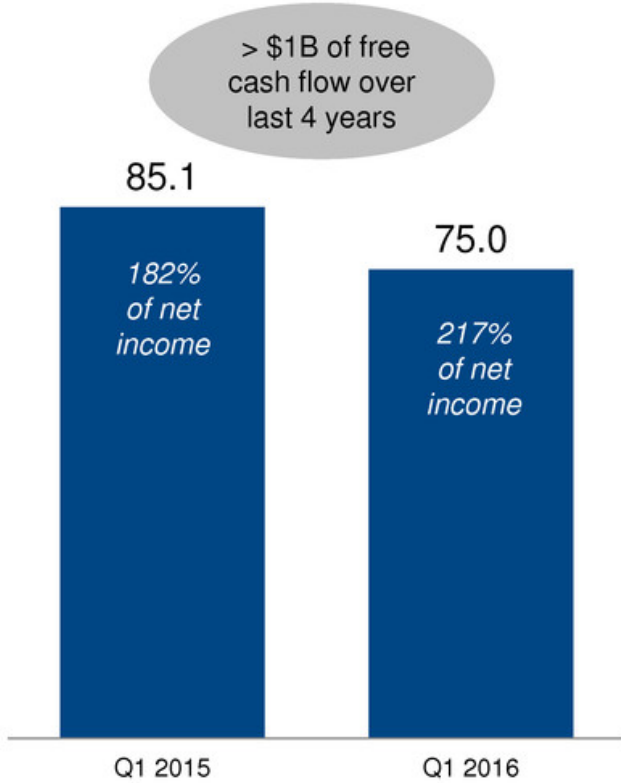


	Q1
2015	\$0.90
Core Operations	(0.13)
Acquisitions	0.04
Foreign Exchange Impact	(0.09)
Tax	(0.03)
Share Count	0.08
2016	\$0.77

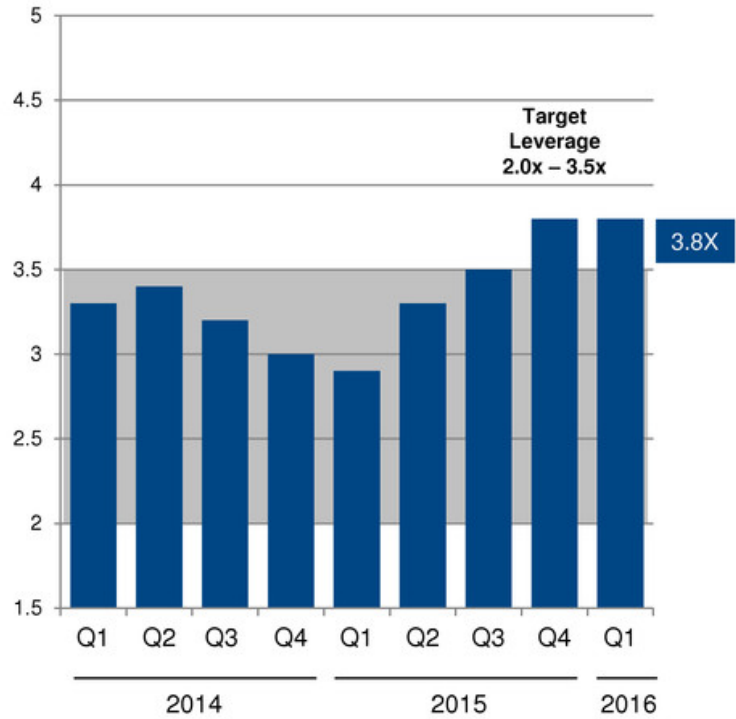
Cash Generation



Free Cash Flow (\$ Millions)



Leverage (Total Par Debt to TTM EBITDA)



See appendix for non-GAAP reconciliations.

2016 Outlook



	Q2	FY
Sales	(3)% to (1)%	Flat to (5)%
Operating Margin	4.5% to 4.9%	4.8% to 5.0%
Effective Tax Rate	~30%	~ 30%
EPS		\$3.75 to \$4.20
Free Cash Flow		>90% of net income

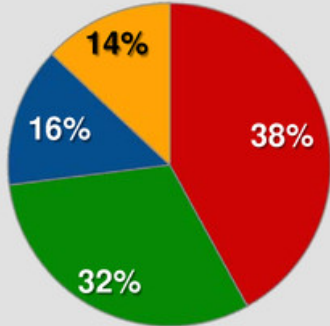
Notes: Excludes unannounced acquisitions.
Assumes a CAD/USD exchange rate of 0.77 in Q2.



Appendix



Markets & Customers



Industrial

Global Accounts | Integrated Supply
OEM | General Industrial

Construction

Non-Residential | Contractors

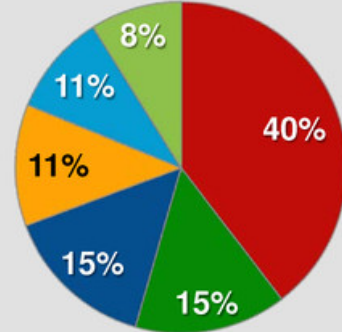
Utility

Investor Owned | Public Power
Utility Contractors

CIG

Commercial | Institutional | Government

Products & Services



General Supplies

Data & Broadband Communications

Wire, Cable & Conduit

Distribution Equipment

Lighting & Controls

Controls & Motors

Note: Markets & Customers and Products & Services percentages reported on a TTM consolidated basis.

Sales Growth



(%)

	2014					2015					2016
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY	Q1
Consolidated	0.2	5.9	7.6	6.1	5.0	0.3	(4.4)	(7.4)	(6.7)	(4.7)	(2.2)
Acquisition Impact	0.5	1.6	1.8	1.6	1.4	1.2	1.6	2.0	3.0	2.0	3.9
Core	(0.3)	4.3	5.8	4.5	3.6	(0.9)	(6.0)	(9.4)	(9.7)	(6.7)	(6.1)
FX Impact	(1.9)	(1.7)	(0.9)	(2.0)	(1.6)	(2.5)	(3.0)	(4.1)	(3.7)	(3.4)	(2.6)
Organic	1.6	6.0	6.7	6.5	5.2	1.6	(3.0)	(5.3)	(6.0)	(3.3)	(3.5)
WD Impact				(1.6)	(0.4)	(1.6)			1.6		3.2
Normalized Organic	1.6	6.0	6.7	8.1	5.6	3.2	(3.0)	(5.3)	(7.6)	(3.3)	(6.7)
Estimated Price Impact	0.5	0.5	0.5	0.5	0.5	0.0	0.0	0.0	0.0	0.0	0.0

Q1 2016 Sales Growth – Geography



(%)

	U.S.	Canada	International	Total
Change in net sales	2.1	(18.0)	2.2	(2.2)
Impact from acquisitions	5.2	-	-	3.9
Impact from foreign exchange rates	-	(10.0)	(7.6)	(2.6)
Impact from number of workdays	3.2	3.2	3.2	3.2
Normalized organic sales growth	(6.3)	(11.2)	6.6	(6.7)

Sales Growth-End Markets



(\$ Millions)

	Q1 2016 vs. Q1 2015			Q1 2016 vs. Q4 2015		
	Q1 2016	Q1 2015	% Growth	Q1 2016	Q4 2015	% Growth
Industrial Core	664	760	(12.6)%	669	706	(5.3)%
Construction Core	522	547	(4.7)%	555	601	(7.7)%
Utility Core	279	272	2.6%	279	291	(4.1)%
CIG Core	247	243	1.6%	249	249	- %
Total Core Gross Sales	1,712	1,822	6.1%	1,752	1,847	(5.1)%
Total Gross Sales from Acquisitions	70	-	-	30	22	-
Total Gross Sales	1,782	1,822	(2.2)%	1,782	1,869	(4.6)%
Gross Sales Reductions/Discounts	(6)	(6)	-	(6)	(7)	-
Total Net Sales	1,776	1,816	(2.2)%	1,776	1,862	(4.6)%

Note: The prior period end market amounts noted above may contain reclassifications to conform to current period presentation.

Q1 2016 Organic Sales by End Market



(%)

	Industrial	Construction	Utility	CIG	WESCO
Core Sales Growth	(12.6)	(4.7)	2.6	1.6	(6.1)
Workday Impact	3.2	3.2	3.2	3.2	3.2
Workday Adjusted Core Growth	(15.8)	(7.9)	(0.6)	(1.6)	(9.3)
FX Impact	(2.1)	(4.3)	(1.2)	(2.0)	(2.6)
Workday Adjusted Organic Growth	(13.7)	(3.6)	0.6	0.4	(6.7)

Capital Structure



(\$ Millions)

	Outstanding at December 31, 2015	Outstanding at March 31, 2016	Debt Maturity Schedule
AR Revolver ^(V)	525	495	2018
Inventory Revolver ^(V)	75	55	2020
Senior Notes ^(F)	500	500	2021
2019 Term Loans ^(V)	175	175	2019
2029 Convertible Bonds ^(F)	345	345	2029 ⁽¹⁾
Other ^(V)	45	51	N/A
Total Par Debt	1,665	1,621	

Key Financial Metrics			
	Q1 2015	YE 2015	Q1 2016
Cash	154	160	148
Capital Expenditures	5	22	4
Free Cash Flow	85	261	75
Liquidity ⁽²⁾	625	546	525

V = Variable Rate Debt

1 = No put; first callable date September 2016.

F = Fixed Rate Debt

2 = Total availability under asset-backed credit facilities plus invested cash.

Financial Leverage



(\$ Millions)

	Twelve Months Ended	
	<u>March 31, 2016</u>	
Financial leverage ratio:		
Income from operations	\$	356
Depreciation and amortization		65
EBITDA	\$	421
		<u>March 31, 2016</u>
Current debt and short-term borrowings	\$	50
Long-term debt		1,391
Debt discount and deferred financing ⁽¹⁾		180
Total debt	\$	1,621
Less: cash and cash equivalents	\$	148
Total debt, net of cash	\$	1,473
Financial leverage ratio		3.8X
Financial leverage ratio, net of cash		3.5X

⁽¹⁾Long-term debt is presented in the condensed consolidated balance sheets net of deferred financing fees and discount related to the convertible debentures and term loan.

Convertible Debt and Non-Cash Interest



Convertible Debt At March 31, 2016

(\$ Millions)

<u>Maturity</u>	<u>Par Value of Debt</u>	<u>Debt Discount</u>	<u>Debt per Balance Sheet</u>
2029	344.9	(162.3)	182.6

Non-Cash Interest Expense

(\$ Millions)

	<u>2014</u>	<u>2015</u>	<u>Q1 2016</u>
Convertible Debt	4.1	6.1	1.2
Amortization of Deferred Financing Fees	4.4	6.1	0.8
FIN 48	1.0	(8.7)	0.1
Accrued Interest	(1.4)	-	1.6
Total	8.1	3.5	3.7



Weighted Average Quarterly Share Count

Stock Price	Incremental Shares from 2029 Convertible Debt (in millions) ³	Incremental Shares from Equity Awards (in millions)	Total Diluted Share Count (in millions) ⁴
\$20.00	-	0.10	42.31
\$30.00	0.45	0.18	42.85
\$40.00	3.33	0.33	45.86
Q1 2016 Average \$44.45	4.19	0.41	46.81
\$50.00	5.05	0.47	47.73
\$60.00	6.20	0.57	48.98
\$70.00	7.02	0.80	50.03

2029 Convertible Debt Details	
Conversion Price	\$28.8656
Conversion Rate	34.6433 ¹
Underlying Shares	11,947,533 ²

Footnotes: 2029 Convertible Debenture

- ¹ 1000/28.8656
- ² \$344.9 million/1,000 x 34.6433
- ³ $\frac{(\text{Underlying Shares} \times \text{Avg. Quarterly Stock Price}) \text{ minus } \$344.9 \text{ million}}{\text{Avg. Quarterly Stock Price}}$
- ⁴ Basic Share Count of 42.2 million shares

Free Cash Flow Reconciliation



(\$ Millions)

	Q1 2015	Q1 2016
Cash flow provided by operations	90.1	78.6
Less: Capital expenditures	(5.0)	(3.6)
Free Cash Flow	85.1	75.0

Note: Free cash flow is provided by the Company as an additional liquidity measure. Capital expenditures are deducted from operating cash flow to determine free cash flow. Free cash flow is available to fund the Company's financing needs.

Work Days



	Q1	Q2	Q3	Q4	FY
2014	63	64	64	62	253
2015	62	64	64	63	253
2016	64	64	64	62	254

