
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): July 22, 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 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 July 22, 2010, WESCO International, Inc. (the “Company”) issued a press release announcing its financial results for the second quarter of 2010. 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 second quarter of 2010 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

99.1 Press Release dated July 22, 2010.

99.2 Slide presentation for investors.

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.

July 22, 2010
(Date)

WESCO International, Inc.

/s/ Richard P. Heyse

Richard P. Heyse

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 Second Quarter 2010 Results

- *Consolidated sales of \$1.26 billion increased 9.6% sequentially and 8.6% over last year's comparable quarter*
- *Construction end market sales increased 17% sequentially and 4% over last year's comparable quarter*
- *Operating margins improved to 4.1%, up 80 basis points from the first quarter 2010*
- *Financial liquidity at an all time record and debt reduced by \$115 million year-to-date*

PITTSBURGH, July 22, 2010/PRNewswire/ — WESCO International, Inc. (NYSE: WCC), a leading provider of electrical and industrial MRO products, construction materials, and advanced integrated supply procurement outsourcing services, today announced its second quarter 2010 financial results.

The following are results for the three months ended June 30, 2010 compared to the three months ended June 30, 2009:

- Consolidated net sales were \$1,259.1 million for the second quarter of 2010, compared to \$1,159.2 million for the second quarter of 2009, an increase of 8.6%. Second quarter 2010 consolidated net sales included a 1.9% positive impact from foreign exchange rates. Second quarter sales increased 9.6% compared to the first quarter 2010 and included a 0.4% positive impact from foreign exchange.
 - Gross profit was \$242.9 million, or 19.3% of sales, for the second quarter of 2010, compared to \$223.9 million, or 19.3% of sales, for 2009. The relative sequential strength of construction end market sales had a negative mix impact on second quarter gross margins when compared to the first quarter's result of 19.8%.
 - Sales, general & administrative (SG&A) expenses were \$186.0 million, or 14.8% of sales for the current quarter, compared to \$169.9 million, or 14.7% of sales for 2009. WESCO's second quarter 2009 SG&A expenses included a net favorable impact of approximately \$10 million in temporary cost and discretionary benefit reductions.
 - Operating profit was \$51.3 million, or 4.1% of sales, for the current quarter, compared to \$47.6 million, or 4.1% of sales for the comparable 2009 quarter. After adjusting for the 2009 impact of the temporary cost and discretionary benefit reductions, operating margins improved by approximately 80 basis points.
 - Total interest expense for the second quarter of 2010 was \$14.4 million compared to \$13.8 million for the second quarter 2009. Interest expense in the current quarter was comprised of \$13.1 million of cash interest expense and \$1.3 million of non-cash
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interest expense. Interest expense in the prior year quarter was comprised of \$10.0 million of cash interest and \$3.8 million of non-cash interest.

- Effective tax rate for the current quarter was 28.2% compared to 24.2% for the prior year quarter.
- Net income for the current quarter was \$27.8 million compared to \$26.4 million for the prior year quarter and \$19.2 million for the first quarter 2010.
- Diluted earnings per share for the second quarter of 2010 was \$0.60 per share, based on 46.0 million shares outstanding versus \$0.62 per share in the second quarter of 2009, based on 42.7 million shares outstanding, and first quarter's \$0.44 per share based on 43.7 million shares outstanding.
- Free cash flow for the second quarter was a use of \$3.7 million to support sales growth in the second quarter.

John J. Engel, WESCO's Chief Executive Officer, stated, "We are pleased with our sales and operating margin results and the improving momentum across our business. All four of our major end markets and all six of our major product categories experienced positive sequential sales growth during the quarter. The last time we saw all our end markets and product categories grow sequentially was the second quarter of 2008, and the third quarter of 2004. The recent acquisition of Potelcom in the quarter is consistent with our strategy of increasing sales in key industry segments and geographic regions. We see excellent opportunities to strengthen our portfolio, invest in our growth initiatives, and improve our market position as we expand our business through the recovery phase of this economic cycle."

The following results are for the six months ended June 30, 2010 compared to the six months ended June 30, 2009:

- Consolidated net sales were \$2,407.7 million for the first six months of 2010 compared to \$2,338.8 million for the first six months of 2009, an increase of 2.9%. Consolidated net sales included a 1.9% positive impact from foreign exchange rates.
 - Gross profit was \$470.3 million, or 19.5% of sales, for the first six months of 2010, compared to \$462.0 million, or 19.8% of sales, for the first six months of 2009.
 - SG&A expenses were \$369.0 million, or 15.3% of sales, for the first six months of 2010, compared to \$357.3 million, or 15.3% of sales for the first six months of 2009.
 - Operating profit was \$89.6 million, or 3.7% of sales, for the six months ended June 30, 2010, compared to \$91.2 million, or 3.9% of sales for the six months ended June 30, 2009.
 - Total interest expense for the six months ended June 30, 2010 was \$27.9 million compared to \$26.4 million for the six months ended June 30, 2009. Interest expense in the first half of 2010 was comprised of \$25.3 million cash interest expense and \$2.6 million non-cash interest expense. Interest expense in the first half of 2009 was
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comprised of \$18.7 million cash interest expense and \$7.7 million non-cash interest expense.

- Effective six month tax rate was 28.8% for 2010 compared to 26.4% for 2009.
- Net income for the first six months of 2010 was \$47.0 million compared to \$49.7 million for the first six months of 2009.
- Diluted earnings per share for the first six months of 2010 was \$1.04 per share, based on 45.0 million shares outstanding versus \$1.17 per share for the first six months of 2009, based on 42.6 million shares outstanding.
- Free cash flow for the first six months of 2010 was \$62.8 million, compared to \$198.5 million in the comparable prior year period.

Mr. Engel continued, "The market remains highly competitive and our customers' needs for supply chain efficiency and effectiveness are greater than ever. I am very proud of the "extra effort" of our WESCO employees and their commitment to understanding our customers' needs. We are responding with solutions which utilize our entire portfolio of products and services while extending beyond the traditional distributor relationship."

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Teleconference

WESCO will conduct a teleconference to discuss the second quarter earnings as described in this News Release on Thursday, July 22, 2010, at 11:00 a.m. E.D.T. The conference call will be broadcast live over the Internet and can be accessed from the Company's website at <http://www.wesco.com>. The conference call will be archived on this Internet site for seven days.

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WESCO International, Inc. (NYSE: WCC) is a publicly traded Fortune 500 holding company, headquartered in Pittsburgh, Pennsylvania, whose primary operating entity is WESCO Distribution, Inc. WESCO Distribution is a leading distributor of electrical construction products and electrical and industrial maintenance, repair and operating (MRO) supplies, and is the nation's largest provider of integrated supply services. 2009 annual sales were approximately \$4.6 billion. The Company employs approximately 6,100 people, maintains relationships with over 17,000 suppliers, and serves over 100,000 customers worldwide. Major markets include commercial and industrial firms, contractors, government agencies, educational institutions, telecommunications businesses and utilities. WESCO operates seven fully automated distribution centers and approximately 380 full-service branches in North America and select international markets, providing a local presence for area customers and a global network to serve multi-location businesses and multi-national corporations.

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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, 2009, as well as the Company's other reports filed with the Securities and Exchange Commission.

Contact: Richard Heyse, Vice President & Chief Financial Officer
WESCO International, Inc. (412) 454-2392, Fax: (412) 222-7566
<http://www.wesco.com>

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(dollar amounts in millions, except per share amounts)

(Unaudited)

	Three Months Ended June 30, 2010		Three Months Ended June 30, 2009	
Net sales	\$ 1,259.1		\$ 1,159.2	
Cost of goods sold (excluding depreciation and amortization below)	1,016.2	80.7%	935.3	80.7%
Selling, general and administrative expenses	186.0	14.8%	169.9	14.7%
Depreciation and amortization	5.6		6.4	
Income from operations	51.3	4.1%	47.6	4.1%
Interest expense, net	14.4		13.8	
Other income	(1.8)		(1.1)	
Income before income taxes	38.7	3.1%	34.9	3.0%
Provision for income taxes	10.9		8.5	
Net income	<u>\$ 27.8</u>	2.2%	<u>\$ 26.4</u>	2.3%
Diluted earnings per common share	\$ 0.60		\$ 0.62	
Weighted average common shares outstanding and common share equivalents used in computing diluted earnings per share (in millions)	46.0		42.7	

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(dollar amounts in millions, except per share amounts)

(Unaudited)

	Six Months Ended June 30, 2010		Six Months Ended June 30, 2009	
Net sales	\$ 2,407.7		\$ 2,338.8	
Cost of goods sold (excluding depreciation and amortization below)	1,937.4	80.5%	1,876.8	80.2%
Selling, general and administrative expenses	369.0	15.3%	357.3	15.3%
Depreciation and amortization	11.7		13.5	
Income from operations	89.6	3.7%	91.2	3.9%
Interest expense, net	27.9		26.4	
Other income	(4.3)		(2.7)	
Income before income taxes	66.0	2.7%	67.5	2.9%
Provision for income taxes	19.0		17.8	
Net income	<u>\$ 47.0</u>	2.0%	<u>\$ 49.7</u>	2.1%
Diluted earnings per common share	\$ 1.04		\$ 1.17	
Weighted average common shares outstanding and common share equivalents used in computing diluted earnings per share (in millions)	45.0		42.6	

WESCO INTERNATIONAL, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(dollar amounts in millions)
(Unaudited)

	June 30, 2010	December 31, 2009
Assets		
Current Assets		
Cash and cash equivalents	\$ 95.8	\$ 112.3
Trade accounts receivable	731.3	635.8
Inventories, net	531.5	507.2
Other current assets	45.9	75.7
Total current assets	1,404.5	1,331.0
Other assets	1,116.8	1,163.2
Total assets	<u>\$ 2,521.3</u>	<u>\$ 2,494.2</u>
Liabilities and Stockholders' Equity		
Current Liabilities		
Accounts payable	\$ 540.7	\$ 453.1
Current debt	96.0	94.0
Other current liabilities	130.4	133.7
Total current liabilities	767.1	680.8
Long-term debt	483.8	597.9
Other noncurrent liabilities	219.1	219.2
Total liabilities	1,470.0	1,497.9
Stockholders' Equity		
Total stockholders' equity	1,051.3	996.3
Total liabilities and stockholders' equity	<u>\$ 2,521.3</u>	<u>\$ 2,494.2</u>

WESCO INTERNATIONAL, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(dollar amounts in millions)
(Unaudited)

	Six Months Ended June 30, 2010	Six Months Ended June 30, 2009
Operating Activities:		
Net income	\$ 47.0	\$ 49.7
Add back (deduct):		
Depreciation and amortization	11.7	13.5
Deferred income taxes	(3.8)	5.4
Change in Trade and other receivables, net	(80.2)	132.9
Change in Inventories, net	(21.8)	92.0
Change in Accounts Payable	85.8	(72.6)
Other	30.1	(16.2)
Net cash provided by operating activities	<u>68.8</u>	<u>204.7</u>
Investing Activities:		
Capital expenditures	(6.0)	(6.2)
Acquisition payments	(14.3)	(0.1)
Proceeds from sale of subsidiary	40.0	—
Repayment of note receivable	15.0	—
Other	4.2	1.1
Net cash provided (used) by investing activities	<u>38.9</u>	<u>(5.2)</u>
Financing Activities:		
Debt borrowings (repayments), net	(114.8)	(174.9)
Equity activity, net	1.1	0.5
Other	(10.2)	(11.1)
Net cash used by financing activities	<u>(123.9)</u>	<u>(185.5)</u>
Effect of exchange rate changes on cash and cash equivalents	<u>(0.3)</u>	<u>3.0</u>
Net change in cash and cash equivalents	(16.5)	17.0
Cash and cash equivalents at the beginning of the period	112.3	86.3
Cash and cash equivalents at the end of the period	<u>\$ 95.8</u>	<u>\$ 103.3</u>

WESCO INTERNATIONAL, INC.

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

(dollar amounts in thousands)

(Unaudited)

	Twelve Months Ended June 30, 2010	Twelve Months Ended December 31, 2009
Financial Leverage:		
Income from operations	\$ 178,402	\$ 179,952
Depreciation and amortization	24,250	26,045
EBITDA	<u>\$ 202,652</u>	<u>\$ 205,997</u>
	June 30, 2010	December 31, 2009
Current debt	\$ 95,975	\$ 93,977
Long-term debt	483,812	597,869
Debt discount related to convertible debentures ⁽¹⁾	180,131	182,689
Total debt including debt discount	<u>\$ 759,918</u>	<u>\$ 874,535</u>
Financial leverage ratio	3.7	4.2

Note: Financial leverage is provided by the Company as an indicator of capital structure position. Financial leverage is calculated by dividing total debt, including debt discount, by the trailing twelve months earnings before interest, taxes, depreciation and amortization (EBITDA).

	Three Months Ended June 30, 2010	Six Months Ended June 30, 2010	Six Months Ended June 30, 2009
Free Cash Flow:			
(dollar amounts in millions)			
Cash flow provided by operations	\$ 0.1	\$ 68.8	\$ 204.7
Less: Capital expenditures	(3.8)	(6.0)	(6.2)
Free cash flow	<u>\$ (3.7)</u>	<u>\$ 62.8</u>	<u>\$ 198.5</u>

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 provide a source of funds for any of the Company's financing needs.

(1) The convertible debentures are presented in the consolidated balance sheets in long-term debt net of the unamortized discount.

WESCO INTERNATIONAL, INC.

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES (CONTINUED)

(dollar amounts in millions)

(Unaudited)

	Three Months Ended June 30, 2010	Three Months Ended June 30, 2009
Gross Profit:		
Net sales	\$ 1,259.1	\$ 1,159.2
Cost of goods sold (excluding depreciation and amortization)	<u>1,016.2</u>	<u>935.3</u>
Gross profit	<u>\$ 242.9</u>	<u>\$ 223.9</u>
Gross margin	19.3%	19.3%

	Six Months Ended June 30, 2010	Six Months Ended June 30, 2009
Gross Profit:		
Net sales	\$ 2,407.7	\$ 2,338.8
Cost of goods sold (excluding depreciation and amortization)	<u>1,937.4</u>	<u>1,876.8</u>
Gross profit	<u>\$ 470.3</u>	<u>\$ 462.0</u>
Gross margin	19.5%	19.8%

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.



Supplemental Financial Data

WESCO Second Quarter 2010
July 22, 2010







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, 2009 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.

Second Quarter 2010 Results



Outlook	Second Quarter 2010 Performance
Q2 sales forecasted to be up 2% to 4% from Q1 2010	 Sales up 10% sequentially
Q2 gross margins forecasted to be stable with Q1 levels of 19.8%	 Gross margin of 19.3%, down 50 basis points sequentially primarily due to mix and flat year-over-year
SG&A expense forecasted to be stable with Q1 levels of \$180 million (excludes LADD non-cash charge of \$3.4 million)	 SG&A of \$186 million, improved by 90 basis points
Operating margin of approximately 4.0%	 Operating margin of 4.1%

Second Quarter 2010 End Market Comments



Sequential and year-over-year quarterly comparisons

End Market	Q2 2010 vs. Q2 2009	Q2 2010 vs. Q1 2010	Comments
WESCO Consolidated	8.6%	9.6%	<ul style="list-style-type: none"> All four end markets and all six major product categories grew sequentially Backlog up 7% year-over-year and sequentially Data communications product sales up 25%; 10 new branches opened in 1st half; 8 planned in 2nd half; awarded seven projects each in excess of \$1 million
Industrial	25%	6%	<ul style="list-style-type: none"> Opportunity pipeline and bid activity levels increasing; approaching \$1 billion OEM, integrated supply and global accounts performing well; broad demand Industrial economy expected to shift to a more gradual rate of recovery
Construction	4%	17%	<ul style="list-style-type: none"> Multiple contractor channels facilitating growth Canada and rest-of-world project activity and backlog are strong Non-residential construction outlook remains challenging
Utility	(19%)	3%	<ul style="list-style-type: none"> Power demand remains soft but has recently improved Public power markets challenged due to construction weakness Transmission and alternative energy demand building
Commercial, Institutional, Government (CIG)	11%	11%	<ul style="list-style-type: none"> Government and stimulus opportunity pipeline increased to \$390 million Stimulus related orders increased by \$25 million in Q2 Strong stimulus opportunities to continue in second half of 2010



WESCO Major Growth Initiatives

Global Accounts and Integrated Supply <ul style="list-style-type: none">• Fortune 1000 focus• Sell all WESCO products and services• Capture new customers and expand with current customers• Achieve 100% customer renewal rate	Data Communications <ul style="list-style-type: none">• Leverage WESCO Global Accounts position and geographic footprint• Data centers (data plus electrical products)• Targeted marketing initiatives (secure networking, security, etc.)	EPCs and Contractors <ul style="list-style-type: none">• Electrical plus data communications• Global Accounts model application to contractors across all market segments• Construction project management• LEAN applications to construction life cycle	Utility <ul style="list-style-type: none">• Expand scope of supply and value proposition to Investor Owned Utilities• Grow share in Public Power• Grow high voltage business serving transmission, substation and alternative energy markets
Government <ul style="list-style-type: none">• Aligned WESCO government resources into one team• Increased government sales resources• Dedicated stimulus team in place	Healthcare and Education <ul style="list-style-type: none">• Use LEAN Value Creation toolset as a differentiator• Target major metropolitan markets with a density of healthcare institutions• Leverage agreements with Group Purchasing Organizations and Integrated Delivery Networks	International <ul style="list-style-type: none">• Migrate from National to Global accounts• Invest and take share in Canada• Broaden geographic reach in Mexico• Expand global footprint in conjunction with customer opportunities	Lighting <ul style="list-style-type: none">• Invest and take share in lighting• Marketing and sales initiatives focused on lighting solutions• Dedicated region resources coupled with a focused set of lighting branches

Arrows depict expected end market momentum in 2010

Capital Structure



(\$Millions)	Outstanding at June 30, 2010	Outstanding at December 31, 2009	2009 Debt Maturity Schedule
AR Securitization ^(V)	\$100	\$45	2012
Inventory Revolver ^(V)	\$28	\$196	2013
Real Estate Mortgage ^(F)	\$40	\$41	2013
High Yield Bonds ^(F)	\$150	\$150	2017
Convertible Bonds ^(F)	\$438	\$438	2010 / 2011 / 2029
Other ^(F)	\$4	\$5	N/A
Total Debt	\$760	\$875	

June 30, 2010 Key Financial Metrics		
	6/30/2010	12/31/2009
Liquidity ¹	\$576 million <small>Record High</small>	\$442 million
YTD Free Cash Flow	\$63 million	\$279 million
Financial Leverage	3.7x	4.2x

V = Variable Rate Debt

F = Fixed Rate Debt

¹ Asset-backed facilities total availability plus invested cash

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	\$ (640)	\$ 91,687
2026	\$ 221	\$ (11)	210
2029	\$ 345,000	\$ (179,479)	\$ 165,521
Total	\$ 437,548	\$ (180,130)	\$ 257,418

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
2012	\$0.0 ⁽¹⁾	\$2.7	\$2.7

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

Convertible Debt and SARs/Options EPS Dilution



Weighted Average Quarterly Share Count

Stock Price	Incremental Shares from Convertible Debt (in millions) ³	Incremental Shares from SARs/Option Awards (in millions)	Total Diluted Share Count (in millions) ⁴
\$37.52 (Q2 Avg.)	2.76	0.81	46.04
\$40.00	3.33	0.87	46.68
\$50.00	5.41	1.18	49.06
\$75.00	8.33	1.79	52.60
\$100.00	9.78	2.13	54.39

Convertible Debt Details	
Conversion Price	\$28.8656
Conversion Rate	34.6433 ¹
Underlying Shares	11,951,939 ²

Footnotes:

¹ 1000/28.8656

² \$345 million/28.8656

³ $(\text{Underlying Shares} \times \text{Avg. Quarterly Stock Price}) \text{ minus } \345 million
Avg. Quarterly Stock Price

⁴ Basic Share Count – 42.44 million shares

Q3 Outlook



Category	Expectations
Sales	Expected to be sequentially flat to slightly higher (consistent with seasonality)
Gross Margins	Somewhat sequential improvement
SG&A Expense	Stable sequentially
Operating Margins	Somewhat higher than second quarter
Tax Rate	Full year effective tax rate in the range of 28% to 30%