

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 31, 2013

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)

25-1723342
(I.R.S. Employer
Identification No.)

225 West Station Square Drive
Suite 700
Pittsburgh, Pennsylvania
(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))

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 January 31, 2013, WESCO International, Inc. (the “Company”) issued a press release announcing its financial results for the fourth quarter of 2012 and for the year ended December 31, 2012. 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 fourth quarter of 2012 and for the year ended December 31, 2012 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 January 31, 2013.
- 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.

January 31, 2013

(Date)

WESCO INTERNATIONAL, INC.

/s/ Kenneth S. Parks

Kenneth S. Parks

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 Fourth Quarter Results; Achieves Record Sales in Full Year 2012

Fourth quarter results compared to the prior year:

- *Consolidated sales of \$1.64 billion, growth of 3.5%*
- *Earnings per share of \$0.95; adjusted earnings per share of \$1.06, excluding EECOL Electric and non-recurring charges*
- *Free cash flow of \$95 million or 195% of net income*

Full year results compared to the prior year:

- *Record sales of \$6.6 billion, up 7.4%*
- *Earnings per share of \$4.38, growth of 10.6%; adjusted earnings per share of \$4.49, excluding EECOL Electric and non-recurring charges*
- *Free cash flow of \$265 million or 118% of net income*

PITTSBURGH, January 31, 2013/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, today announced its 2012 fourth quarter and full-year financial results.

The following results are for the quarter-ended December 31, 2012 compared to the quarter-ended December 31, 2011:

- Consolidated net sales were \$1,644.4 million for the fourth quarter of 2012, compared to \$1,589.5 million for the fourth quarter of 2011, an increase of 3.5%. Acquisitions and foreign exchange positively impacted consolidated sales by approximately 4.3% and 0.5%, respectively, resulting in an organic growth rate of approximately negative 1.3%. Sequentially, fourth quarter 2012 sales decreased 0.7%.
- Gross profit of \$337.3 million, or 20.5% of sales, for the fourth quarter of 2012 was down 10 basis points, compared to \$328.0 million, or 20.6% of sales, for the fourth quarter of 2011.
- Selling, general & administrative (SG&A) expenses of \$239.8 million, or 14.6% of sales, for the fourth quarter of 2012 increased 30 basis points, compared to \$227.8 million, or 14.3% of sales, for the fourth quarter of 2011. Excluding non-recurring EECOL acquisition-related charges of \$4.0 million, fourth quarter SG&A expenses of \$235.8 million, or 14.3% of sales, is comparable to the fourth quarter of 2011.

- Operating profit was \$86.4 million for the current quarter, down 5.6% from \$91.5 million for the comparable 2011 quarter. Operating profit as a percentage of sales was 5.3% in 2012, down 50 basis points from 5.8% in 2011.
- Total interest expense for the fourth quarter of 2012 was \$14.7 million, compared to \$12.0 million for the fourth quarter of 2011. Non-cash interest expense, which includes convertible debt interest, interest related to uncertain tax positions, and the amortization of deferred financing fees, for the fourth quarter of 2012 and 2011 was \$0.7 million and \$1.6 million, respectively.
- Loss on debt extinguishment for the fourth quarter of 2012 was \$3.5 million which was due to the redemption of all the outstanding 7.50% Senior Subordinated Notes due 2017.
- The effective tax rate for the current quarter was 28.7%, compared to 31.1% for the prior year quarter.
- Net income of \$48.6 million for the current quarter was down 11.3% from \$54.8 million for the prior year quarter.
- Earnings per diluted share for the fourth quarter of 2012 were \$0.95 per share, based on 51.4 million diluted shares, down 15.2% from \$1.12 per diluted share in the fourth quarter of 2011, based on 49.0 million diluted shares. Excluding the impact of EECOL Electric and non-recurring charges, fourth quarter of 2012 adjusted earnings per diluted share were \$1.06.
- Free cash flow for the fourth quarter of 2012 was \$94.9 million, or 195% of net income, compared to \$86.4 million for the fourth quarter of 2011.

Mr. John J. Engel, WESCO's Chairman and Chief Executive Officer, stated, "Our fourth quarter results reflect solid execution in a challenging economic environment and a continuation of the market trends experienced in the third quarter. We continued to see the positive impact of our productivity and LEAN initiatives in gross margins, operating costs, and free cash flow, excluding the non-recurring acquisition and debt extinguishment costs. In addition, we were pleased to complete the acquisition of EECOL Electric in mid-December, which strengthens our Canadian operations and establishes a solid foundation for WESCO in South America."

Mr. Engel continued, "On a full year basis, operating margins reached 5.6%, up 20 basis points versus prior year, as sales grew 7.4% to a record \$6.6 billion. As a result, earnings per share grew at a double-digit rate again last year. 2012 included many noteworthy accomplishments, and I am very proud of the extra effort and results delivered by all our associates around the globe working together as the One WESCO team."

The following results are for the full-year period ended December 31, 2012 compared to the full-year period ended December 31, 2011:

- Consolidated net sales were \$6,579.3 million, compared to \$6,125.7 million, an increase of 7.4%. Acquisitions positively impacted consolidated sales by approximately 3.3%, while foreign exchange rate negatively impacted sales by approximately 0.3%, resulting in organic sales growth of approximately 4.4%.
- Gross profit was \$1,331.4 million, or 20.2% of sales, compared to \$1,236.6 million, or 20.2% of sales.
- SG&A expenses of \$924.8 million, or 14.1% of sales, improved 10 basis points, compared to \$872.0 million, or 14.2% of sales.
- Operating profit was \$369.0 million, up 10.8% from \$333.0 million for the comparable 2011 period. Operating profit as a percentage of sales was 5.6% in 2012, up 20 basis points from 5.4% in 2011.

- Total interest expense was \$47.7 million, compared to \$53.6 million. Non-cash interest expense, which includes convertible debt interest, interest related to uncertain tax positions, and the amortization of deferred financing fees, for 2012 and 2011 was \$1.5 million and \$8.8 million, respectively.
- Loss on debt extinguishment in 2012 was \$3.5 million which was due to the redemption of all the outstanding 7.50% Senior Subordinated Notes due 2017.
- The effective full-year tax rate was 29.5% for 2012 compared to 29.8% for 2011.
- Net income of \$223.9 million for the full-year was up 14.1% from \$196.3 million for the prior year.
- Earnings per diluted share for 2012 were up 10.6% to \$4.38 per diluted share, based on 51.1 million diluted shares, versus \$3.96 per diluted share for 2011, based on 49.6 million diluted shares. Excluding the impact of EECOL Electric and non-recurring charges, 2012 adjusted earnings per diluted share were \$4.49.
- Full-year free cash flow was \$265.1 million, or 118% of net income, compared to \$134.2 million in the prior year.

Mr. Engel continued, “Our value proposition and go-to market strategies provide significant long-term growth and value creation opportunities for both our customers and shareholders. We continue to see the benefits of our investments, growth strategy and effective execution and expect that to continue this year with the second half stronger than the first. As a result of playing offense over the last several years, we have strengthened our business and enhanced our position in the global marketplace.”

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Teleconference Access

WESCO will conduct a teleconference to discuss the fourth quarter earnings as described in this News Release on Thursday, January 31, 2013, 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), 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. 2012 annual sales were approximately \$6.6 billion. The Company employs approximately 8,900 people, maintains relationships with over 18,000 suppliers, and serves over 65,000 active customers worldwide. Customers include commercial and industrial businesses, contractors, government agencies, institutions, telecommunications providers and utilities. WESCO operates eight fully automated distribution centers and approximately 475 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.

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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, 2011, as well as the Company's other reports filed with the Securities and Exchange Commission.

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

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENT OF INCOME
(dollar amounts in millions, except per share amounts)
(Unaudited)

	Three Months Ended December 31, 2012		Three Months Ended December 31, 2011		
Net sales	\$	1,644.4		\$	1,589.5
Cost of goods sold (excluding depreciation and amortization below)		1,307.1	79.5%		1,261.5 79.4%
Selling, general and administrative expenses		239.8	14.6%		227.8 14.3%
Depreciation and amortization		11.1			8.7
Income from operations		86.4	5.3%		91.5 5.8%
Interest expense, net		14.7			12.0
Loss on debt extinguishment		3.5			—
Income before income taxes		68.2	4.1%		79.5 5.0%
Provision for income taxes		19.6			24.7
Net income attributable to WESCO International, Inc.	\$	48.6	3.0%	\$	54.8 3.4%
Earnings per diluted common share	\$	0.95		\$	1.12
Weighted average common shares outstanding and common share equivalents used in computing earnings per diluted share (in millions)		51.4			49.0

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENT OF INCOME
(dollar amounts in millions, except per share amounts)
(Unaudited)

	Twelve Months Ended December 31, 2012			Twelve Months Ended December 31, 2011	
Net sales	\$	6,579.3		\$	6,125.7
Cost of goods sold (excluding depreciation and amortization below)		5,247.9	79.8%		4,889.1 79.8%
Selling, general and administrative expenses		924.8	14.1%		872.0 14.2%
Depreciation and amortization		37.6			31.6
Income from operations		<u>369.0</u>	5.6%		<u>333.0</u> 5.4%
Interest expense, net		47.7			53.6
Loss on debt extinguishment		3.5			—
Income before income taxes		<u>317.8</u>	4.8%		<u>279.4</u> 4.6%
Provision for income taxes		93.9			83.1
Net income attributable to WESCO International, Inc.	\$	<u><u>223.9</u></u>	3.4%	\$	<u><u>196.3</u></u> 3.2%
Earnings per diluted common share	\$	4.38		\$	3.96
Weighted average common shares outstanding and common share equivalents used in computing earnings per diluted share (in millions)		51.1			49.6

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED BALANCE SHEET

(dollar amounts in millions)

(Unaudited)

	December 31,		December 31,	
	2012		2011	
Assets				
Current Assets				
Cash and cash equivalents	\$	86.1	\$	63.9
Trade accounts receivable, net		1,036.2		939.4
Inventories, net		794.0		627.0
Other current assets		170.9		107.2
Total current assets		<u>2,087.2</u>		<u>1,737.5</u>
Other assets		2,527.8		1,341.0
Total assets	\$	<u><u>4,615.0</u></u>	\$	<u><u>3,078.5</u></u>
Liabilities and Stockholders' Equity				
Current Liabilities				
Accounts payable	\$	706.6	\$	642.8
Current debt		32.8		6.4
Other current liabilities		225.5		196.7
Total current liabilities		<u>964.9</u>		<u>845.9</u>
Long-term debt		1,702.3		642.9
Other noncurrent liabilities		371.8		243.8
Total liabilities		<u>3,039.0</u>		<u>1,732.6</u>
Stockholders' Equity				
Total stockholders' equity		<u>1,576.0</u>		<u>1,345.9</u>
Total liabilities and stockholders' equity	\$	<u><u>4,615.0</u></u>	\$	<u><u>3,078.5</u></u>

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(dollar amounts in millions)
(Unaudited)

	Twelve Months Ended		Twelve Months Ended	
	December 31, 2012		December 31, 2011	
Operating Activities:				
Net income	\$	223.9	\$	196.3
Add back (deduct):				
Depreciation and amortization		37.6		31.6
Deferred income taxes		31.6		14.4
Change in Trade and other receivables, net		36.4		(143.5)
Change in Inventories, net		(29.4)		(33.8)
Change in Accounts Payable		(24.3)		101.7
Other		12.4		0.8
Net cash provided by operating activities		<u>288.2</u>		<u>167.5</u>
Investing Activities:				
Capital expenditures		(23.1)		(33.3)
Acquisition payments		(1,289.5)		(48.1)
Proceeds from sale of assets		1.6		—
Other		—		0.1
Net cash used by investing activities		<u>(1,311.0)</u>		<u>(81.3)</u>
Financing Activities:				
Debt borrowing (repayments), net		1,067.8		(84.1)
Equity activity, net		2.3		(2.0)
Other		(26.1)		15.2
Net cash provided (used) by financing activities		<u>1,044.0</u>		<u>(70.9)</u>
Effect of exchange rate changes on cash and cash equivalents		<u>1.0</u>		<u>(5.0)</u>
Net change in cash and cash equivalents		22.2		10.3
Cash and cash equivalents at the beginning of the period		<u>63.9</u>		<u>53.6</u>
Cash and cash equivalents at the end of the period	\$	<u><u>86.1</u></u>	\$	<u><u>63.9</u></u>

NON-GAAP FINANCIAL MEASURES

This earnings release includes certain non-GAAP financial measures. These financial measures include financial leverage, free cash flow, gross profit, organic sales growth, and adjusted earnings per share. The Company believes that these non-GAAP measures are useful to investors in order to provide a better understanding of the Company's capital structure position, liquidity, and organic growth trends on a comparable basis. Additionally, certain non-GAAP measures either focus on or exclude transactions of an unusual nature, allowing investors to more easily compare the Company's financial performance from period to period. 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 thousands)

(Unaudited)

	Twelve Months Ended December 31, 2012	Twelve Months Ended December 31, 2011
Financial Leverage:		
Income from operations	\$ 369,005	\$ 332,979
Depreciation and amortization	37,561	31,607
EBITDA	\$ <u>406,566</u>	\$ <u>364,586</u>
	December 31, 2012	December 31, 2011
Current debt	\$ 32,834	\$ 6,411
Long-term debt	1,702,338	642,922
Debt discount related to convertible debentures and term loan ⁽¹⁾	182,213	175,908
Total debt including debt discount	\$ <u>1,917,385</u>	\$ <u>825,241</u>
Financial leverage ratio	4.7	2.3

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 December 31, 2012	Three Months Ended December 31, 2011	Twelve Months Ended December 31, 2012	Twelve Months Ended December 31, 2011
Free Cash Flow:				
(dollar amounts in millions)				
Cash flow provided by operations	\$ 98.5	\$ 95.7	\$ 288.2	\$ 167.5
Less: Capital expenditures	(3.6)	(9.3)	(23.1)	(33.3)
Free Cash flow	\$ <u>94.9</u>	\$ <u>86.4</u>	\$ <u>265.1</u>	\$ <u>134.2</u>

Note: Free cash flow is provided by the Company as an additional liquidity measure. Capital expenditures are deducted from cash flow from operations to determine free cash flow. Free cash flow is available to provide a source of funds for the Company's financing needs.

⁽¹⁾The convertible debentures and term loan 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

(dollar amounts in thousands)

(Unaudited)

Quarterly Gross Profit:	Three Months Ended December 31, 2012	Three Months Ended December 31, 2011
Net Sales	\$ 1,644.4	\$ 1,589.5
Cost of goods sold (excluding depreciation and amortization)	1,307.1	1,261.5
Gross profit	\$ 337.3	\$ 328.0
Gross margin	20.5%	20.6%

Annual Gross Profit:	Twelve Months Ended December 31, 2012	Twelve Months Ended December 31, 2011
Net Sales	\$ 6,579.3	\$ 6,125.7
Cost of goods sold (excluding depreciation and amortization)	5,247.9	4,889.1
Gross profit	\$ 1,331.4	\$ 1,236.6
Gross margin	20.2%	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.

Organic Sales Growth:	Three Months Ended December 31, 2012	Twelve Months Ended December 31, 2012
Change in net sales	3.5 %	7.4 %
Impact from acquisitions	4.3 %	3.3 %
Impact from foreign exchange rates	0.5 %	(0.3)%
Organic sales growth	(1.3)%	4.4 %

Note: 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. Organic sales growth is calculated by deducting the percentage impact on net sales from acquisitions and foreign exchange rates from the overall percentage change in consolidated net sales.

Adjusted Earnings per Share:

	Three Months Ended December 31, 2012	Twelve Months Ended December 31, 2012
Income before income taxes	\$ 68.2	\$ 317.8
Non-recurring acquisition charges	4.0	4.0
Loss on debt extinguishment	3.5	3.5
EECOL Electric results	0.9	0.9
Adjusted Income before income taxes	<u>76.6</u>	<u>326.2</u>
Provision for income taxes	22.0	96.3
Adjusted Net Income attributable to WESCO International, Inc.	<u>\$ 54.6</u>	<u>\$ 229.9</u>
Adjusted Earnings per Diluted Common Share	<u>\$ 1.06</u>	<u>4.49</u>
Weighted average common shares outstanding and common share equivalents used in computing earnings per diluted share (in millions)	51.4	51.1

Note: Adjusted earnings per share is provided by the Company as an additional financial measure. Adjusted earnings per share is calculated by adding non-recurring acquisition charges, loss on debt extinguishment, and EECOL Electric results to Income before Income Taxes. The Adjusted Net Income attributable to WESCO International, Inc. is divided by the weighted average common shares outstanding and common share equivalents.



Supplemental Financial Data

WESCO Fourth Quarter and Full Year 2012
January 31, 2013



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, risks related to the acquisition, financing and integration of EECOL, 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, 2011 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 may also include a discussion of certain non-GAAP financial measures. Information required by Regulation G with respect to such non-GAAP financial measures can be obtained via WESCO’s website, www.wesco.com.



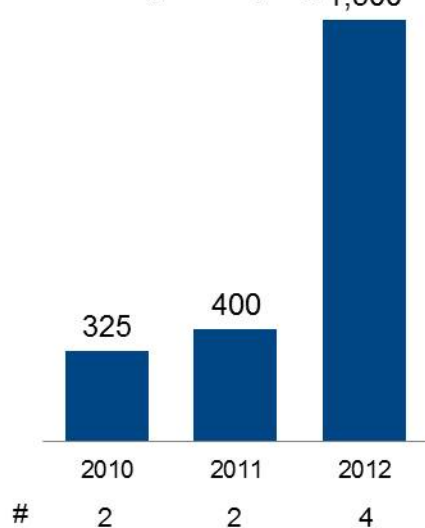
Q4	Full Year
<ul style="list-style-type: none"> • Sales of \$1.64 billion, up 3.5% YOY <ul style="list-style-type: none"> ➢ 4.3 points acquisitions ➢ 0.5 points favorable foreign exchange ➢ (1.3) points organic • EECOL and non-recurring charges relating to acquisition and high yield redemption (\$0.11 EPS) • Net income of \$49 million, including EECOL and non-recurring charges, declined 11% YOY • Free cash flow of \$95 million, 195% of net income • EPS of \$0.95 reported; \$1.06 excluding EECOL and certain non-recurring charges 	<ul style="list-style-type: none"> • Sales of \$6.58 billion, up 7.4% YOY <ul style="list-style-type: none"> ➢ 3.3 points acquisitions ➢ (0.3) points foreign exchange ➢ 4.4 points organic • Completed acquisitions of RS Electronics, Trydor Industries, Conney Safety, and EECOL in 2012 • Net income of \$224 million, including EECOL and non-recurring charges, increased 14% YOY • Free cash flow of \$265 million, 118% of net income • EPS of \$4.38 reported; \$4.49 excluding EECOL and certain non-recurring charges

Note: EECOL acquisition closed on December 14

Acquisitions Since 2010



Cumulative Acquired Sales at Closing
(\$ Millions) ~ 1,500

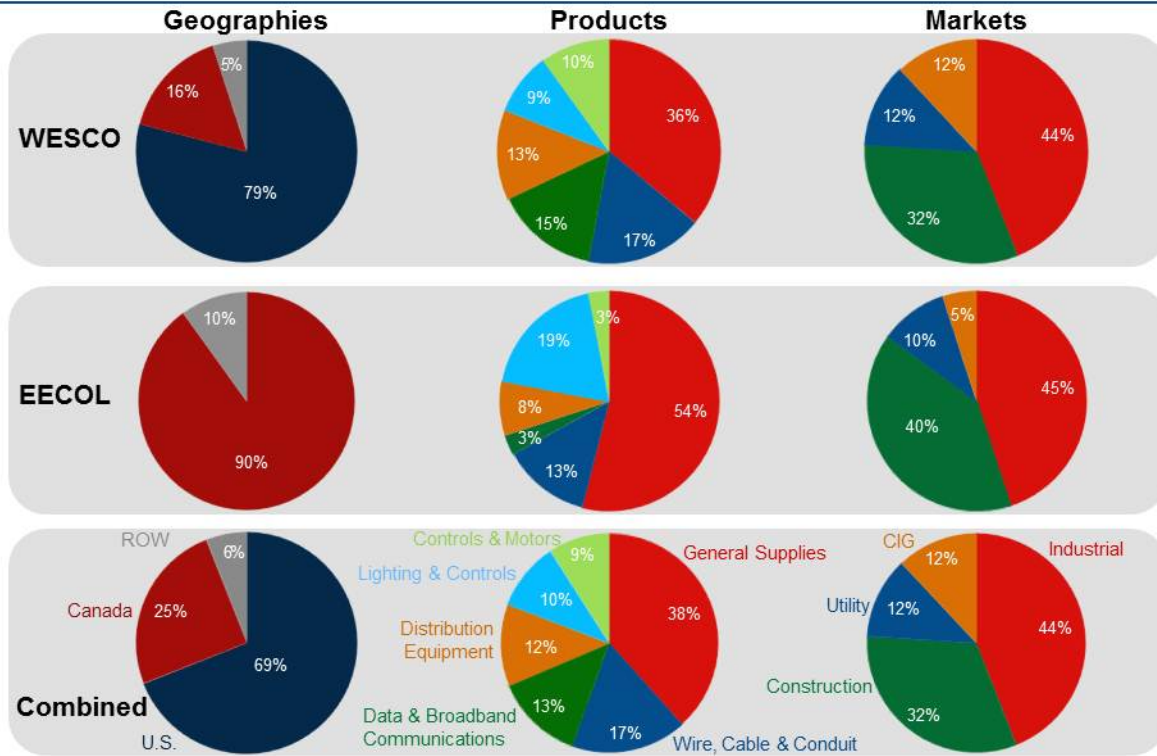


	Acquisition Date	Estimated Annual Sales at Closing	Estimated 1 st Year Accretion at Closing
Potelcom	6/10	\$25M	
TVC Communications	12/10	\$300M	\$0.30
RECO	3/11	\$25M	
Brews	10/11	\$50M	\$0.04
RS Electronics	1/12	\$60M	\$0.04
Trydor Industries	7/12	\$35M	\$0.05
Conney	7/12	\$85M	\$0.10
EECOL	12/12	\$925M	~\$1.00
		~\$1.5B	~\$1.53+

Acquisition Priorities

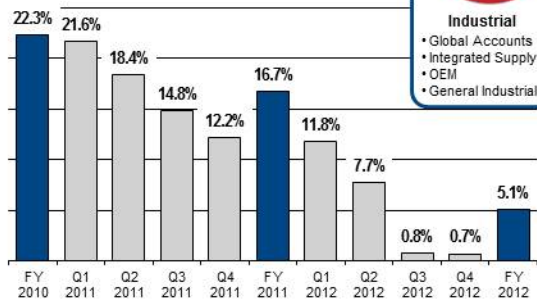
- ✓ Consistent with WESCO strategy
- ✓ Rate of return greater than WESCO risk-adjusted average cost of capital
- ✓ Accretive in first year of operation
- ✓ Margins higher than WESCO

WESCO and EECOL Combination Full Year Proforma





Core Sales versus Prior Year



Notes: 1. Q4 2012 compared to prior year excludes RS Electronics, Trydor, Conney and EECOL results.
2. Q4 2012 sequential excludes EECOL results.

- Q4 2012
 - Up 0.7% versus prior year
 - Up 0.7% sequential
- Twelfth consecutive quarter of year-over-year organic sales growth
- Channel inventory levels appear to be in balance with current demand, however inventory reductions are occurring at some customers
- Strong bidding activity continues with notable customer trends including outsourcing and supplier consolidation
- Global Accounts and Integrated Supply opportunity pipeline at \$2.3+ billion



Industrial



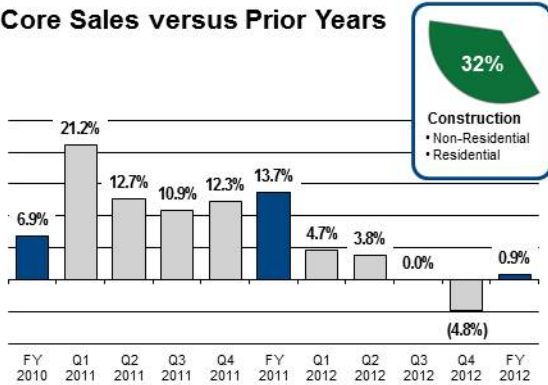
Communications and Security

Secured multi-year deal as global provider of data communications and electrical for one of the world's largest technology companies.

Construction End Market



Core Sales versus Prior Years



- Notes:
1. Q4 2012 compared to prior year excludes RS Electronics, Trydor, Conney and EECOL results.
 2. Q4 2012 sequential excludes EECOL results.

- Q4 2012
 - Down 4.8% versus prior year
 - Down 6.4% sequential
- Backlog down approximately 3% versus year end 2011, and down approximately 5% sequential
- U. S. non-residential construction market remains weak, but residential recovery is positive leading indicator
- Canadian and International construction markets continue to grow



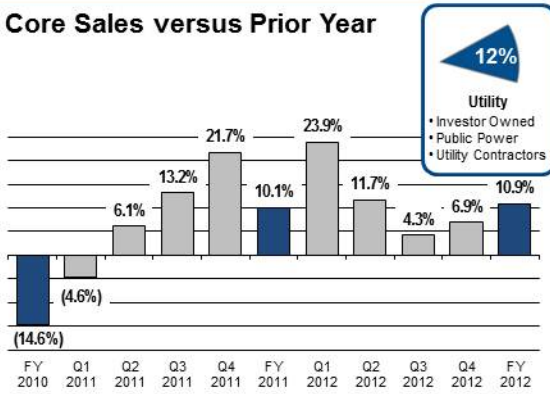
Construction

Secured a large order for a tunnel project in the southeastern U.S. market. One WESCO win involving Global Accounts Construction team and Communications Supply branch personnel.

Utility End Market



Core Sales versus Prior Year



Notes: 1. Q4 2012 compared to prior year excludes RS Electronics, Trydor, Conney and EECOL results.
2. Q4 2012 sequential excludes EECOL results.

- Q4 2012
 - Up 6.9% versus prior year
 - Down 1.0% sequential
- Seventh consecutive quarter of year-over-year organic sales growth
- Hurricane Sandy sales impact of approximately \$12M in Q4 2012
- Increased bidding activity levels for IOU, generation and public power integrated supply agreements
- Distribution grid and substation spending driven by system maintenance, reliability projects and storm restoration
- Increase in housing starts a positive factor going forward

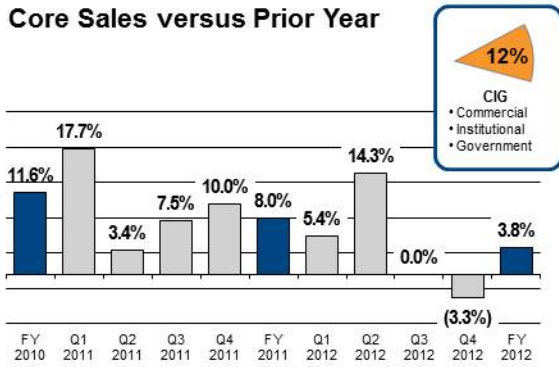


Utility

Awarded a large investor owned utility (IOU) integrated supply alliance in Q4 including T&D materials and a broad scope of lighting and MRO supplies. Procurement, warehousing, vendor managed inventory and logistic services will also be performed.



Core Sales versus Prior Year



- Q4 2012
 - Down 3.3% versus prior year
 - Down 2.4% sequential
- Bidding activity remains active in the commercial and institutional markets
- Government bidding activity also continues and government opportunity pipeline remains strong at approximately \$500M
- Traction with global government contractors helping offset other slower segments

Notes: 1. Q4 2012 compared to prior year excludes RS Electronics, Trydor, Conney and EECOL results.
 2. Q4 2012 sequential excludes EECOL results.



Government

Signed an agreement with a prime contractor that holds large scale, multi-year government contracts which provides numerous One WESCO product sales opportunities.

Q4 2012 Results



(\$ millions, except EPS)

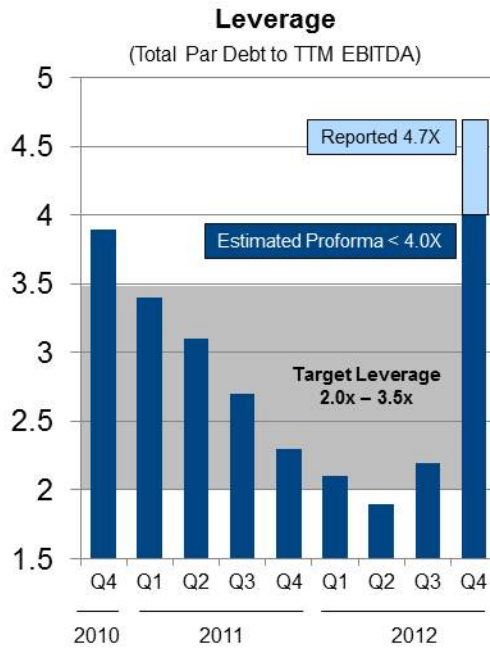
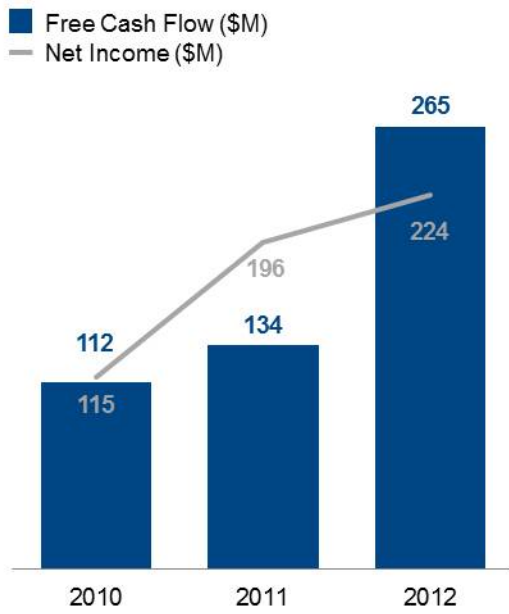
	WESCO (excluding EECOL and non-recurring charges)	EECOL and non-recurring Acquisition Charges	Loss on Extinguishment of Debt	Consolidated Results
Net sales	1,620	24	-	1,644
Gross profit	330	7	-	337
Selling, general and administrative expense	231	9	-	240
Depreciation and amortization	10	1	-	11
Income from operations	89	(3)	-	86
Interest expense, net	12	2	-	14
Loss on extinguishment of debt	-	-	4	4
Income before income taxes	77	(5)	(4)	68
EPS	\$1.06	\$(0.11)		\$0.95

Q4 2012 Results



	Outlook	Actual (excludes EECOL and non-recurring charges)
Sales Growth	Total sales growth of 2% to 4% 2% to 3% from acquisitions	Total sales growth of 2% Acquisitions contributed 3% FX had a positive impact of 0.5%
Gross Margin	Gross margin at or above 20.2%	Gross margin of 20.4%
Operating Margin	Operating margin at or above 5.6%	Operating margin of 5.5%
Effective Tax Rate	Effective tax rate of approximately 30% to 32%	Effective tax rate of 28.7%

Cash Generation



2013 EECOL EPS Accretion



Operations	\$1.66	-	\$1.76
Amortization	(\$0.33)	-	(\$0.35)
Interest	(\$0.65)	-	(\$0.72)
Synergies	<u>\$0.29</u>	-	<u>\$0.33</u>
Total		~\$1.00	

2013 Expectations



	Q1	FY
Sales Growth	Total sales growth of 12% to 14%; (1%) to 1% excluding EECOL	Total sales growth of 16% to 18%; second half expected to be stronger than first half
Gross Margin	Gross margin at or above 20.6%	Gross margin at or above 20.7%
Operating Margin	Operating margin at or above 5.5%	Operating margin at or above 6.2%
Effective Tax Rate	Effective tax rate of 27% to 29%	Effective tax rate of 27% to 29%
Estimated Earnings Per Diluted Share (EPS)		Estimated diluted EPS of \$5.75+

Note: The Expectations above include only acquisitions completed through the end of 12-31-2012.



Appendix

Sales Growth Components versus Prior Year



	2010					2011					2012				
	Q1	Q2	Q3	Q4	Full Year	Q1	Q2	Q3	Q4	Full Year	Q1	Q2	Q3	Q4	Full Year
Organic Sales Growth (%)	(4.4)	6.7	13.3	15.8	7.8	16.5	12.7	11.3	13.2	13.4	9.8	8.2	1.4	(1.3)	4.4
Acquisitions (%)	0.0	0.0	0.7	1.1	0.4	7.0	7.4	6.9	6.2	6.8	2.6	2.2	4.0	4.3	3.3
FX (%)	1.8	1.9	0.9	0.7	1.3	1.1	1.0	1.1	0.0	0.8	(0.2)	(0.7)	(0.6)	0.5	(0.3)
Consolidated Sales Growth (%)	(2.6)	8.6	14.9	17.6	9.5	24.6	21.1	19.3	19.4	21.0	12.2	9.7	4.8	3.5	7.4
Workdays	63	64	64	64	255	63	64	64	63	254	64	64	63	63	254
Organic Growth Impact (%)	-	-	-	-	-	-	-	-	(1.6)	(0.4)	1.6	-	(1.6)	-	-
Day Adjusted Organic Growth (%)	(4.4)	6.7	13.3	15.8	7.8	16.5	12.7	11.3	14.8	13.8	8.2	8.2	3.0	(1.3)	4.4
Estimated Price Impact (%)	1.5	3.0	2.5	3.0	2.5	3.5	3.0	3.5	2.0	3.0	1.5	1.0	0.5	1.0	1.0

Capital Structure



(\$ Millions)

	Outstanding at December 31, 2011	Outstanding at December 31, 2012	Debt Maturity Schedule
AR Revolver ^(V)	250	445	2014
Inventory Revolver ^(V)	37	218	2016
Real Estate Mortgage ^(F)	37	26	2013
2017 Bonds ^(F)	150	0	N/A
2019 Term Loans ^(V)	0	850	2019
2029 Convertible Bonds ^(F)	345	345	2029 (No Put)
Other ^(V)	6	33	N/A
Total Par Debt	825	1,917	

Key Financial Metrics			
	FY 2011	Q4 2012	FY 2012
Cash and Cash Equivalents	64	86	86
Capital Expenditures	33	4	23
Free Cash Flow ⁽¹⁾	134	95	265
Liquidity ⁽²⁾	338	299	299

V = Variable Rate Debt

1 = Operating cash flow less capital expenditures

F = Fixed Rate Debt

2 = Asset-backed credit facilities total availability plus invested cash

Recent Acquisitions



Acquisition	Date Acquired	Rationale	Estimated Annual Sales at Closing (\$ M)	End Markets (Approximate Mix)			
				Industrial	Construction	Utility	CIG
Potelcom	6 - 2010	Expand presence in Alaska	\$25	40%	-	60%	-
TVC	12 - 2010	Add broadband communication products and services (U.S., Canada, CALA)	\$300	-	10%	-	90%
RECO	3 - 2011	Strengthen industrial automation and control products	\$25	100%	-	-	-
Brews Supply	10 - 2011	Add utility and industrial products (Canada)	\$50	75%	5%	20%	-
RS Electronics	1 - 2012	Strengthen industrial OEM and electronics products (U.S.)	\$60	100%	-	-	-
Trydor	7 - 2012	Expand utility products (Canada)	\$35	10%	-	90%	-
Conney	7 - 2012	Add safety MRO products (U.S.)	\$85	45%	5%	10%	40%
EECOL	12 - 2012	Strengthen Canadian operations and expand into South America (Canada, S.A.)	\$925	45%	40%	10%	5%
TOTAL			~\$1,500				

End Market Definitions

INDUSTRIAL: Sales to industrial customers.

CONSTRUCTION: Sales to contractors excluding utility contractors.

UTILITY: Sales to utilities and utility contractors.

CIG: Sales to schools, hospitals, property management firms, retailers, and governmental agencies.



Reconciliation of Non-GAAP Financial Measures

(\$ Millions)

Unaudited

	Full Year 2012 vs. 2011			Q4 2012 vs. Q4 2011			Q4 2012 vs. Q3 2012		
	2012	2011	% Growth	Q4 2012	Q4 2011	% Growth	Q4 2012	Q3 2012	% Growth
Industrial Core	\$2,736	\$2,604	5.1%	\$686	\$681	0.7%	\$711	\$707	0.7%
Construction Core	2,088	2,071	0.9%	496	521	(4.8)%	497	531	(6.4)%
Utility Core	759	685	10.9%	201	188	6.9%	211	213	(1.0)%
CIG Core	817	787	3.8%	198	205	(3.3)%	206	211	(2.4)%
Total Core Gross Sales	\$6,400	\$6,147	4.1%	\$1,581	\$1,595	(0.9)%	\$1,625	\$1,662	(2.2)%
Total Gross Sales from Acquisitions	201	-	-	69	-	-	25	-	-
Total Gross Sales	\$6,601	\$6,147	7.4%	\$1,650	\$1,595	3.5%	\$1,650	\$1,662	(0.7)%
Gross Sales Reductions/Discounts	(22)	(21)	-	(6)	(5)	-	(6)	(6)	-
Total Net Sales	\$6,579	\$6,126	7.4%	\$1,644	\$1,590	3.5%	\$1,644	\$1,656	(0.7)%

Notes: 1. Q4 2012 compared to prior year excludes RS Electronics, Trydor, Conney and EECOL results.

2. Q4 2012 sequential excludes EECOL results.

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

Convertible Debt and Non-Cash Interest as of December 31, 2012



GAAP vs. Non-GAAP Debt Reconciliation

Convertible Debentures

(\$ Millions)

<u>Maturity</u>	<u>Par Value of Debt</u>	<u>Debt Discount</u>	<u>Debt per Balance Sheet</u>
2029	344.9	(173.7)	171.2

Non-Cash Interest Expense Schedule

Non-Cash Interest Expense

(\$ Millions)

	<u>2010</u>	<u>2011</u>	<u>2012</u>
Convertible Debt	4.3	2.5	2.3
Amortization of Deferred Financing Fees	2.6	4.4	2.6
FIN 48	5.0	1.9	(3.4)
Total	11.9	8.8	1.5

Convertible Debt and SARs/Options EPS Dilution



Weighted Average Quarterly Share Count

Stock Price	Incremental Shares from 2029 Convertible Debt (in millions) ³	Incremental Shares from SARs/Option Awards (in millions)	Total Diluted Share Count (in millions) ⁴
\$40.00	3.33	0.53	47.77
\$50.00	5.05	0.77	49.74
\$60.00	6.20	0.91	51.03
Q4 2012 Average \$62.70	6.45	0.99	51.36
\$70.00	7.02	1.16	52.10
\$80.00	7.64	1.32	52.87
\$100.00	8.50	1.58	53.99

2029 Convertible Debt Details	
Conversion Price	\$28.8656
Conversion Rate	34.6433 ¹
Underlying Shares	11,949,205 ²

Footnotes: 2029 Convertible Debenture

- ¹ 1000/28.8656
- ² \$345 million/28.8656
- ³ $\frac{(\text{Underlying Shares} \times \text{Avg. Quarterly Stock Price}) \text{ minus } \$345 \text{ million}}{\text{Avg. Quarterly Stock Price}}$
- ⁴ Basic Share Count of 43.92 million shares

Number of Work Days by Quarter



	Q1	Q2	Q3	Q4	FY
2011	63	64	64	63	254
2012	64	64	63	63	254
2013	63	64	64	63	254

Free Cash Flow Reconciliation



(\$ Millions)

	Full Year 2010	Full Year 2011	Full Year 2012	Q4 2012
Cash flow provided by operations	127.3	167.5	288.2	98.5
Less: Capital expenditures	(15.1)	(33.3)	(23.1)	(3.6)
Free Cash Flow	112.2	134.2	265.1	94.9

Note: Free cash flow is provided by the Company as an additional liquidity measure. Capital expenditures are deducted from cash flow from operations to determine free cash flow. Free cash flow is available to provide a source of funds for the Company's financing needs.