
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 29, 2015

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))
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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 January 29, 2015, WESCO International, Inc. (the "Company") issued a press release announcing its financial results for the fourth quarter of 2014 and for the year ended December 31, 2014. 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 2014 and for the year ended December 31, 2014 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 issued by WESCO International, Inc., dated January 29, 2015

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 29, 2015

(Date)

WESCO INTERNATIONAL, INC.

/s/ Kenneth S. Parks

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 Fourth Quarter 2014 Results; Achieves Record Annual Sales, Operating Profit and EPS

Fourth quarter results compared to the prior year:

- *Consolidated sales of \$2.0 billion, organic growth of 8.1%*
- *Operating profit of \$124.2 million, up 12.3%*
- *Earnings per share of \$1.40, up 11.1%*
- *Free cash flow of \$106.8 million, or 144% of net income*

Full year results compared to the prior year:

- *Record consolidated sales of \$7.9 billion, organic growth of 5.6%*
- *Record operating profit of \$466.2 million, up 4.8%*
- *Record earnings per share of \$5.18, up 3.2%*
- *Free cash flow of \$230.6 million, or 84% of net income*

PITTSBURGH, January 29, 2015 /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 2014 fourth quarter results.

The following are results for the three months ended December 31, 2014 compared to the three months ended December 31, 2013. A reconciliation of adjusted results is provided in the Non-GAAP Financial Measures section of this release.

- Net sales were \$1,995.5 million for the fourth quarter of 2014, compared to \$1,880.1 million for the fourth quarter of 2013, an increase of 6.1%. Organic sales increased 8.1%, acquisitions positively impacted sales by 1.6%, and foreign exchange and number of workdays negatively impacted sales by 2.0% and 1.6%, respectively. Adjusting for the workday impact in the quarter, organic sales were flat sequentially.
- Gross profit was \$402.2 million, or 20.2% of sales, for the fourth quarter of 2014, compared to \$376.2 million, or 20.0% of sales, for the fourth quarter of 2013.
- Selling, general & administrative (SG&A) expenses were \$260.9 million, or 13.1% of sales, for the fourth quarter of 2014, compared to \$248.6 million, or 13.2% of sales, for the fourth quarter of 2013.
- Operating profit was \$124.2 million for the current quarter, up 12.3% from \$110.6 million for the comparable 2013 quarter. Operating profit as a percentage of sales was 6.2% and 5.9% in 2014 and 2013, respectively.

- Interest expense for the fourth quarter of 2014 was \$20.2 million, compared to \$20.6 million for the fourth quarter of 2013. 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 2014 and 2013 was \$2.4 million and \$3.5 million, respectively.
- The effective tax rate for the current quarter was 28.8%, compared to 24.5% for the prior year fourth quarter. As adjusted, the effective tax rate for the prior year fourth quarter was 25.5%.
- Net income attributable to WESCO International, Inc. of \$74.5 million for the current quarter was up 28.4% from \$58.0 million for the prior year quarter. Compared to adjusted net income attributable to WESCO International, Inc. of \$67.0 million for the fourth quarter of 2013, the current quarter was up 11.2%.
- Earnings per diluted share for the fourth quarter of 2014 were \$1.40 per share, based on 53.0 million diluted shares, compared to adjusted earnings per diluted share of \$1.26 in the fourth quarter of 2013, based on 53.2 million diluted shares.
- Free cash flow for the fourth quarter of 2014 was \$106.8 million, or 144% of net income, compared to \$128.1 million for the fourth quarter of 2013. Free cash flow was 191% of adjusted net income for the fourth quarter of 2013.

Mr. John J. Engel, WESCO's Chairman and Chief Executive Officer, stated, "Our fourth quarter sales grew 8%, our highest quarterly organic growth rate since the second quarter of 2012, reflecting growth in all four of our end markets and in all three of our geographic regions. Organic sales accelerated through the quarter with October up 5%, November up 8%, and December up 12%. Sales in the U.S. were up 10%, sales in Canada were up 4%, and sales for the rest of the world were up 2%. Gross margin increased 20 basis points over last year but was below our expectations driven by strong direct ship sales, particularly in December. Effective cost controls and operating cost leverage expanded operating margin to 6.2%, up 30 basis points from last year. Earnings per diluted share grew to \$1.40, up 11% versus prior year. Free cash flow generation was also strong in the quarter and our financial leverage remains well within our targeted range."

Mr. Engel continued, "On a full year basis, we posted record sales, profitability, and earnings per share. Our One WESCO initiatives are gaining traction and, combined with the reorganization we implemented at the beginning of 2014, helped drive organic sales growth of over 5% and earnings per share of \$5.18, despite a challenging start to last year. Operating margins were flat on a year-over-year basis and below our outlook. Expanding operating margins is a top priority in 2015 as we continue to drive our One WESCO sales, productivity, and lean initiatives. Our acquisition pipeline remains robust, and we see excellent opportunities to strengthen our electrical core and further expand our portfolio of products and services this year. As we outlined in our investor outlook call in December, we expect sales growth of 3% to 6% and EPS of \$5.50 to \$5.90 per diluted share in 2015."

The following results are for the year ended December 31, 2014 compared to the year ended December 31, 2013. A reconciliation of adjusted results is provided in the Non-GAAP Financial Measures section of this release.

- Net sales were \$7,889.6 million for 2014, compared to \$7,513.3 million for 2013, an increase of 5.0%. Organic sales increased 5.6%, acquisitions positively impacted sales by 1.4%, and foreign exchange and number of workdays negatively impacted sales by 1.6% and 0.4%, respectively.
- Gross profit of \$1,611.0 million, or 20.4% of sales, for 2014 increased \$65.6 million from \$1,545.4 million, or 20.6% of sales, for 2013.
- SG&A expenses for 2014 were \$1,076.8 million, or 13.6% of sales, compared to adjusted SG&A expenses of \$1,032.9 million, or 13.7% of sales, for 2013.

- Operating profit was \$466.2 million for 2014, up 4.8% from adjusted operating profit of \$444.9 million for 2013. Operating profit as a percentage of sales was 5.9% in 2014, comparable with 5.9% in 2013, as adjusted.
- Interest expense for 2014 was \$82.1 million, compared to \$85.6 million for 2013. Non-cash interest expense, which includes convertible debt interest, interest related to uncertain tax positions, and the amortization of deferred financing fees, for 2014 and 2013 was \$9.5 million and \$10.2 million, respectively.
- The effective tax rate was 28.3% for 2014 compared to 26.4% for 2013, as adjusted.
- Net income attributable to WESCO International, Inc. of \$275.9 million for 2014 was up 4.4% from \$264.2 million for 2013, as adjusted.
- Earnings per diluted share for 2014 were \$5.18 per share, based on 53.3 million diluted shares, compared to adjusted earnings per diluted share of \$5.02 per share for 2013, based on 52.7 million diluted shares.
- Free cash flow for 2014 was \$230.6 million, or 84% of net income, compared to \$308.4 million in 2013. Free cash flow was 117% of adjusted net income for 2013.

Mr. Engel added, "I am very proud of the sales results and extra effort delivered by all our associates working together as a One WESCO team serving our customers. We have significantly strengthened our business over the past year and enhanced our position in the global marketplace. Our One WESCO value proposition and strategy provides significant long-term growth and value creation opportunities for our customers, our suppliers, and our shareholders."

Webcast and Teleconference Access

WESCO will conduct a webcast and teleconference to discuss the fourth quarter earnings as described in this News Release on Thursday, January 29, 2015, at 11:00 a.m. E.S.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 replay will be available on the WESCO website through 9:00 A.M., February 5, 2015.

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. 2014 annual sales were approximately \$7.9 billion. The Company employs approximately 9,400 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 nine fully automated distribution centers and approximately 485 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, 2013, as well as the Company's other reports filed with the Securities and Exchange Commission.

Contact: Kenneth S. Parks, Senior 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, 2014		Three Months Ended December 31, 2013			
Net sales	\$	1,995.5		\$	1,880.1	
Cost of goods sold (excluding depreciation and amortization below)		1,593.3	79.8%		1,503.9	80.0%
Selling, general and administrative expenses		260.9	13.1%		248.6	13.2%
Depreciation and amortization		17.1			17.0	
Income from operations		124.2	6.2%		110.6	5.9%
Interest expense, net		20.2			20.6	
Loss on debt extinguishment		—			13.2	
Income before income taxes		104.0	5.2%		76.8	4.1%
Provision for income taxes		29.9			18.8	
Net income		74.1	3.7%		58.0	3.1%
Less: Net loss attributable to noncontrolling interest		(0.4)			—	
Net income attributable to WESCO International, Inc.	\$	74.5	3.7%	\$	58.0	3.1%
Earnings per diluted common share	\$	1.40		\$	1.09	
Weighted average common shares outstanding and common share equivalents used in computing earnings per diluted share (in millions)		53.0			53.2	

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENT OF INCOME

(dollar amounts in millions, except per share amounts)

(Unaudited)

	Twelve Months Ended December 31, 2014		Twelve Months Ended December 31, 2013	
Net sales	\$	7,889.6		\$ 7,513.3
Cost of goods sold (excluding depreciation and amortization below)		6,278.6	79.6%	5,967.9 79.4%
Selling, general and administrative expenses		1,076.8	13.6%	996.8 13.3%
Depreciation and amortization		68.0		67.6
Income from operations		466.2	5.9%	481.0 6.4%
Interest expense, net		82.1		85.6
Loss on debt extinguishment		—		13.2
Loss on sale of Argentina business		—		2.3
Income before income taxes		384.1	4.9%	379.9 5.1%
Provision for income taxes		108.7		103.4
Net income		275.4	3.5%	276.5 3.7%
Less: Net income (loss) attributable to noncontrolling interest		(0.5)		0.1
Net income attributable to WESCO International, Inc.	\$	275.9	3.5%	\$ 276.4 3.7%
Earnings per diluted common share	\$	5.18		\$ 5.25
Weighted average common shares outstanding and common share equivalents used in computing earnings per diluted share (in millions)		53.3		52.7

WESCO INTERNATIONAL, INC.**CONDENSED CONSOLIDATED BALANCE SHEET***(dollar amounts in millions)*

(Unaudited)

	December 31, 2014	December 31, 2013
Assets		
Current Assets		
Cash and cash equivalents	\$ 128.3	\$ 123.7
Trade accounts receivable, net	1,117.4	1,045.1
Inventories, net	819.5	787.3
Current deferred income taxes	35.9	44.7
Other current assets	249.2	204.8
Total current assets	2,350.3	2,205.6
Other assets	2,404.0	2,443.3
Total assets	<u>\$ 4,754.3</u>	<u>\$ 4,648.9</u>
Liabilities and Stockholders' Equity		
Current Liabilities		
Accounts payable	\$ 765.1	\$ 735.1
Current debt and short-term borrowings	49.1	40.1
Other current liabilities	249.6	276.5
Total current liabilities	1,063.8	1,051.7
Long-term debt	1,366.4	1,447.6
Other noncurrent liabilities	396.0	384.8
Total liabilities	2,826.2	2,884.1
Stockholders' Equity		
Total stockholders' equity	1,928.1	1,764.8
Total liabilities and stockholders' equity	<u>\$ 4,754.3</u>	<u>\$ 4,648.9</u>

WESCO INTERNATIONAL, INC.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

(dollar amounts in millions)

(Unaudited)

	Twelve Months Ended December 31, 2014	Twelve Months Ended December 31, 2013
Operating Activities:		
Net income	\$ 275.4	\$ 276.5
Add back (deduct):		
Depreciation and amortization	68.0	67.6
Deferred income taxes	(0.5)	20.6
Change in trade receivables, net	(89.0)	(30.5)
Change in inventories, net	(36.8)	(9.3)
Change in accounts payable	37.6	37.8
Other	(3.6)	(47.6)
Net cash provided by operating activities	251.1	315.1
Investing Activities:		
Capital expenditures	(20.5)	(27.8)
Acquisition payments	(138.6)	—
Other	15.0	9.6
Net cash used in investing activities	(144.1)	(18.2)
Financing Activities:		
Debt repayments, net of proceeds	(63.7)	(239.1)
Equity activity, net	(0.7)	(4.2)
Other	(31.2)	(14.2)
Net cash used in financing activities	(95.6)	(257.5)
Effect of exchange rate changes on cash and cash equivalents	(6.8)	(1.8)
Net change in cash and cash equivalents	4.6	37.6
Cash and cash equivalents at the beginning of the period	123.7	86.1
Cash and cash equivalents at the end of the period	\$ 128.3	\$ 123.7

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, adjusted net income, adjusted income from operations, and adjusted earnings per diluted 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 impacting comparability of results, 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
(Unaudited)

Normalized Organic Sales Growth - Year-Over-Year:	Three Months Ended December 31, 2014	Twelve Months Ended December 31, 2014
Change in net sales	6.1 %	5.0 %
Impact from acquisitions	1.6 %	1.4 %
Impact from foreign exchange rates	(2.0)%	(1.6)%
Impact from number of workdays	(1.6)%	(0.4)%
Normalized organic sales growth	<u>8.1 %</u>	<u>5.6 %</u>

Normalized Organic Sales Growth - Sequential:	Three Months Ended December 31, 2014
Change in net sales	(4.0)%
Impact from acquisitions	— %
Impact from foreign exchange rates	(0.9)%
Impact from number of workdays	(3.1)%
Normalized organic sales growth	<u>— %</u>

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, foreign exchange rates and number of workdays from the overall percentage change in consolidated net sales.

	Three Months Ended		Twelve Months Ended	
	December 31, 2014	December 31, 2013	December 31, 2014	December 31, 2013
Gross Profit:				
<i>(dollar amounts in millions)</i>				
Net sales	\$ 1,995.5	\$ 1,880.1	\$ 7,889.6	\$ 7,513.3
Cost of goods sold (excluding depreciation and amortization)	1,593.3	1,503.9	6,278.6	5,967.9
Gross profit	<u>\$ 402.2</u>	<u>\$ 376.2</u>	<u>\$ 1,611.0</u>	<u>\$ 1,545.4</u>
Gross margin	20.2%	20.0%	20.4%	20.6%

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

(Unaudited)

Adjusted Selling, General and Administrative Expenses:	Three Months Ended		Twelve Months Ended	
	December 31, 2014	December 31, 2013	December 31, 2014	December 31, 2013
<i>(amounts in millions except for diluted EPS)</i>				
Selling, general and administrative expenses	\$ 260.9	\$ 248.6	\$ 1,076.8	\$ 996.8
ArcelorMittal litigation recovery included in SG&A	—	—	—	36.1
Adjusted selling, general and administrative expenses	<u>\$ 260.9</u>	<u>\$ 248.6</u>	<u>\$ 1,076.8</u>	<u>\$ 1,032.9</u>
Percent of sales	13.1%	13.2%	13.6%	13.7%
Adjusted Income from Operations:				
Income from operations	\$ 124.2	\$ 110.6	\$ 466.2	\$ 481.0
ArcelorMittal litigation recovery included in SG&A	—	—	—	(36.1)
Adjusted income from operations	<u>\$ 124.2</u>	<u>\$ 110.6</u>	<u>\$ 466.2</u>	<u>\$ 444.9</u>
Percent of sales	6.2%	5.9%	5.9%	5.9%
Adjusted Net Income Attributable to WESCO International, Inc.:				
Income before income taxes	\$ 104.0	\$ 76.8	\$ 384.1	\$ 379.9
ArcelorMittal litigation recovery included in SG&A	—	—	—	(36.1)
Loss on debt extinguishment	—	13.2	—	13.2
Loss on sale of Argentina business	—	—	—	2.3
Adjusted income before income taxes	<u>104.0</u>	<u>90.0</u>	<u>384.1</u>	<u>359.3</u>
Adjusted provision for income taxes	<u>29.9</u>	<u>23.0</u>	<u>108.7</u>	<u>95.0</u>
Adjusted net income	<u>74.1</u>	<u>67.0</u>	<u>275.4</u>	<u>264.3</u>
Less: Net income (loss) attributable to noncontrolling interest	(0.4)	—	(0.5)	0.1
Adjusted net income attributable to WESCO International, Inc.	<u>\$ 74.5</u>	<u>\$ 67.0</u>	<u>\$ 275.9</u>	<u>\$ 264.2</u>
Adjusted Diluted EPS:				
Diluted share count	53.0	53.2	53.3	52.7
Adjusted diluted EPS	\$ 1.40	\$ 1.26	\$ 5.18	\$ 5.02

Note: Adjusted SG&A, income from operations, net income attributable to WESCO International, Inc., and earnings per share are provided by the Company as additional financial measures, which allow investors to compare the Company's performance from period to period by adjusting for transactions management views as impacting the comparability of results. Adjusted diluted EPS is calculated by dividing adjusted net income attributable to WESCO International, Inc. by weighted average common shares outstanding and common share equivalents.

WESCO INTERNATIONAL, INC.

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES
(Unaudited)

	Twelve Months Ended	
	December 31, 2014	December 31, 2013
Financial Leverage:		
<i>(dollar amounts in millions)</i>		
Income from operations	\$ 466.2	\$ 481.0
Adjust for ArcelorMittal litigation recovery	—	(36.1)
Depreciation and amortization	68.0	67.6
Adjusted EBITDA	<u>\$ 534.2</u>	<u>\$ 512.5</u>
	December 31, 2014	December 31, 2013
Current debt	\$ 49.1	\$ 40.1
Long-term debt	1,366.4	1,447.6
Debt discount related to convertible debentures and term loan ⁽¹⁾	170.4	174.7
Total debt including debt discount	<u>\$ 1,585.9</u>	<u>\$ 1,662.4</u>
Financial leverage ratio	3.0	3.2

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 Adjusted EBITDA. Adjusted EBITDA is defined as the trailing twelve months earnings before interest, taxes, depreciation and amortization, excluding the ArcelorMittal litigation charge.

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

	Three Months Ended		Twelve Months Ended	
	December 31, 2014	December 31, 2013	December 31, 2014	December 31, 2013
Free Cash Flow:				
<i>(dollar amounts in millions)</i>				
Cash flow provided by operations	\$ 111.3	\$ 135.4	\$ 251.1	\$ 315.1
Less: Capital expenditures	(4.5)	(7.3)	(20.5)	(27.8)
Add: Non-recurring pension contribution	—	—	—	21.1
Free cash flow	<u>\$ 106.8</u>	<u>\$ 128.1</u>	<u>\$ 230.6</u>	<u>\$ 308.4</u>

Note: The table above reconciles cash flow provided by operations to free cash flow. 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. During the quarter ended September 30, 2013, a non-recurring contribution was made to fund the Canadian EECOL pension plan. This contribution was required pursuant to the terms of the share purchase agreement by which the Company acquired EECOL in 2012. EECOL sellers fully funded this contribution by way of a direct reduction in the purchase price at the date of acquisition. GAAP requires the contribution to be shown as a reduction of operating cash flow, however, it is added back to accurately reflect free cash flow.



Q4 & Year End 2014 Earnings

Webcast Presentation
January 29, 2015



Safe Harbor Statement

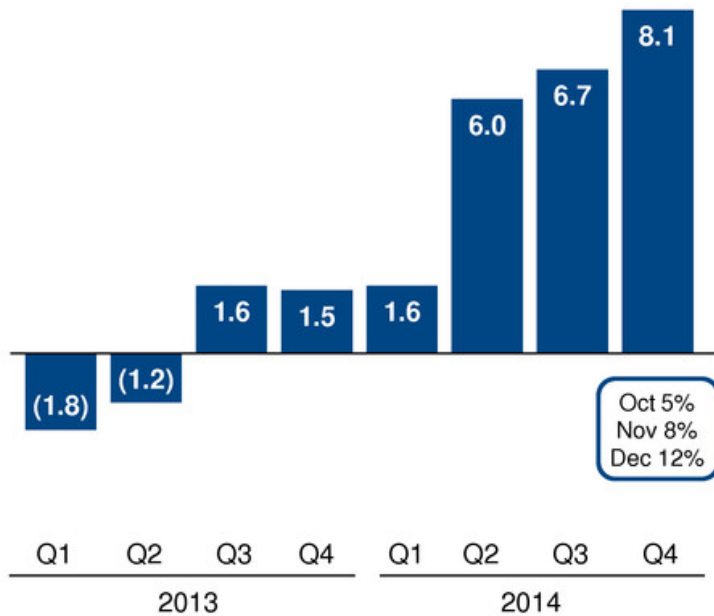


Note: All statements made herein that are not historical facts should be considered as “forward-looking statements” within the meaning of the Private Securities Litigation Act of 1995. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially. Such risks, uncertainties and other factors include, but are not limited to: adverse economic conditions; increase in competition; debt levels, terms, financial market conditions or interest rate fluctuations; risks related to acquisitions, including the integration of acquired businesses; disruptions in operations or information technology systems; expansion of business activities; litigation, contingencies or claims; product, labor or other cost fluctuations; exchange rate fluctuations; and other factors described in detail in the Form 10-K for WESCO International, Inc. for the year ended December 31, 2013 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 obtained via WESCO’s website, www.wesco.com.

2014 Highlights



Organic Growth (%)



Note: Workday adjusted

Q4

- Organic growth in all end markets and geographic regions
- Strong free cash flow improved financial leverage

Full Year

- Record sales, profitability and EPS
- Operating margin flat YOY and below our outlook, a top priority for 2015
- Acquisitions on track and robust pipeline

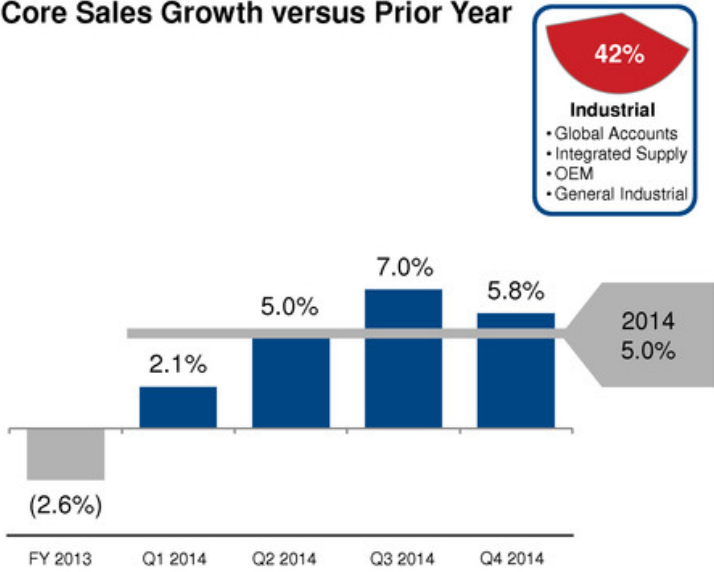
...momentum building across end markets

Q4 & YE 2014 Earnings Webcast, 1/29/2015

Industrial End Market



Core Sales Growth versus Prior Year



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

- Q4 2014 Sales
 - Up 4.2% versus prior year, and up 5.8% workday adjusted
 - Down 2.4% sequentially and up 0.7% workday adjusted
- Grew sales each quarter in 2014.
- Global Accounts and Integrated Supply annualized sales run rate over \$2.0 billion.
- Channel inventory levels appear to be largely in balance with demand.
- Bidding activity levels remain robust and industrial market leading indicators are generally positive.
- Customer trends include higher expectations for supply chain process improvements, cost savings, and supplier consolidation.



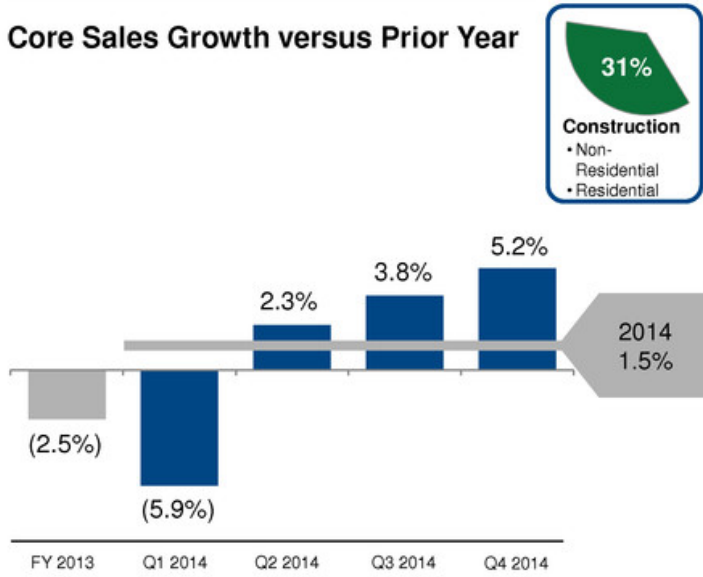
Industrial

Awarded a new multi-year contract for an international water treatment project for electrical materials and complete global supply chain material management services.

Construction End Market



Core Sales Growth versus Prior Year



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

- Q4 2014 Sales
 - Up 3.6% versus prior year, and up 5.2% workday adjusted
 - Down 6.0% sequentially and down 2.9% workday adjusted
- U.S. construction sales up over 10% in Q4.
- Backlog declined 6% sequentially in the quarter and versus prior year end driven by Canada.
- Non-residential construction market leading indicators are generally positive despite expected cutbacks in oil and gas spending.
- Non-residential construction market still well below its prior peak in 2008.



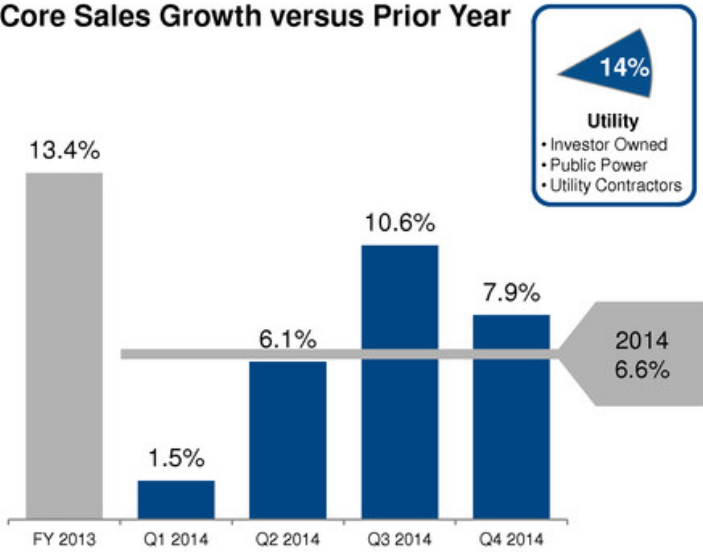
Construction

Awarded a contract for electrical equipment for a public power utility natural gas power plant with additional bidding opportunities expected in other regions.

Utility End Market



Core Sales Growth versus Prior Year



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

- Q4 2014 Sales
 - Up 6.3% versus prior year and up 7.9% workday adjusted
 - Down 2.0% sequentially and up 1.1% workday adjusted
- Fifteenth consecutive quarter of year-over-year sales growth.
- Scope expansion and value creation with IOU, public power, and generation customers providing utility sales growth.
- Housing market expected to be positive catalyst for future distribution grid spending.
- Continued interest for WESCO Integrated Supply solution offerings.



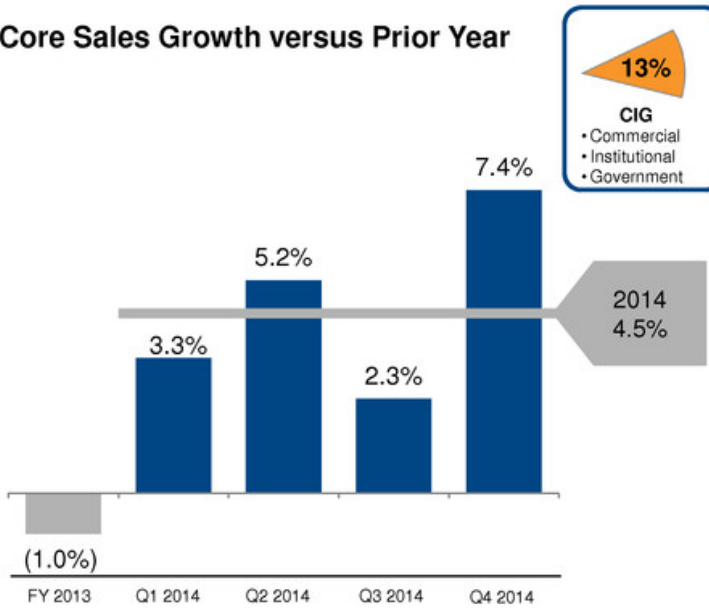
Utility

Awarded a multi-year integrated supply contract with a large utility providing generation, transmission, substation & distribution products and services.

CIG End Market



Core Sales Growth versus Prior Year



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

- Q4 2014 Sales
 - Up 5.8% versus prior year, and up 7.4% workday adjusted
 - Down 5.7% sequentially and down 2.6% workday adjusted
- Sixth consecutive quarter of sales growth.
- Bidding levels remain active in commercial, institutional, and government markets.
- Focus remains on energy efficiency (lighting, automation, metering) and security.
- Opportunities exist to support data center construction and retrofits and cloud technology projects.



Government

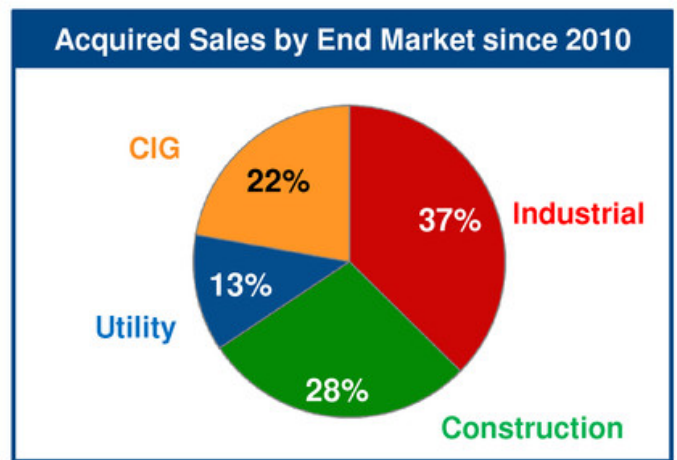
Renewed a multi-year One WESCO cooperative contract providing electrical, data communications, and security products to higher educational institutions.

Acquisitions



	Acquisition Year	Estimated Annual Sales at Closing	Estimated 1 st Year Accretion at Closing
Potelcom	2010	\$25M	
TVC Communications	2010	\$300M	\$0.30
RECO	2011	\$25M	
Brews	2011	\$50M	\$0.04
RS Electronics	2012	\$60M	\$0.04
Trydor Industries	2012	\$35M	\$0.05
Conney Safety	2012	\$85M	\$0.10
EECOL	2012	\$925M	\$1.00
LaPrairie	2014	\$30M	\$0.03
Hazmasters	2014	\$80M	\$0.05
Hi-Line	2014	\$30M	\$0.03
Total		\$1.6B	\$1.64

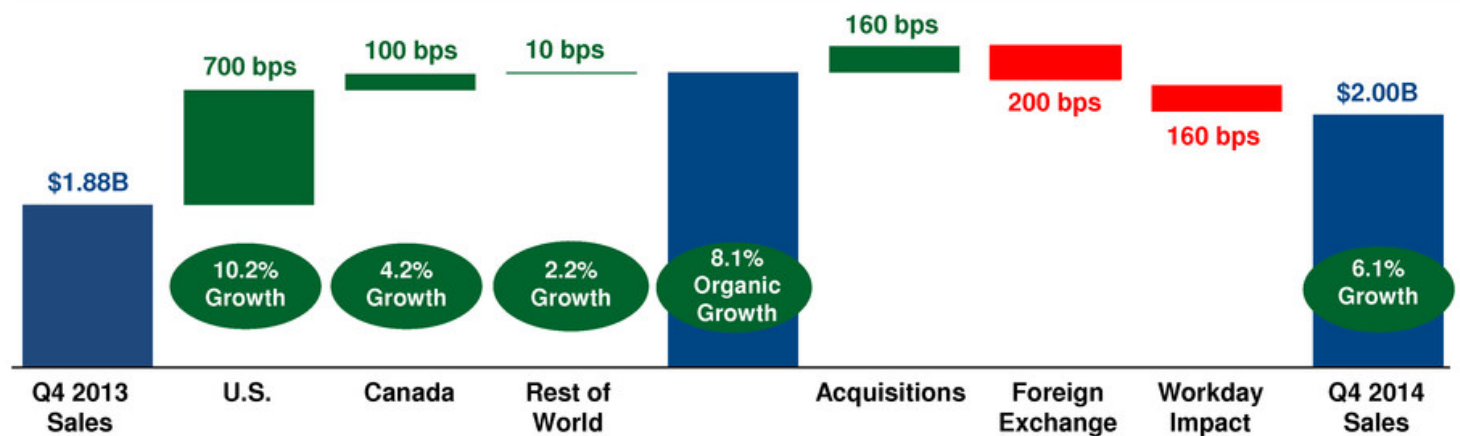
2014 Acquisitions



Q4 2014 Results



	Outlook	Actual	YOY
Sales	5% to 8% growth	\$2.00B (Q4 record)	6.1% growth 8.1% organic workday adjusted
Gross Margin	20.4% to 20.6%	20.2%	Up 20 bps
SG&A		13.1%	Down 10 bps
Operating Profit		\$124M (Q4 record)	Up 12%
Operating Margin	6.4% to 6.6%	6.2%	Up 30 bps
Effective Tax Rate	~ 28%	28.8%	



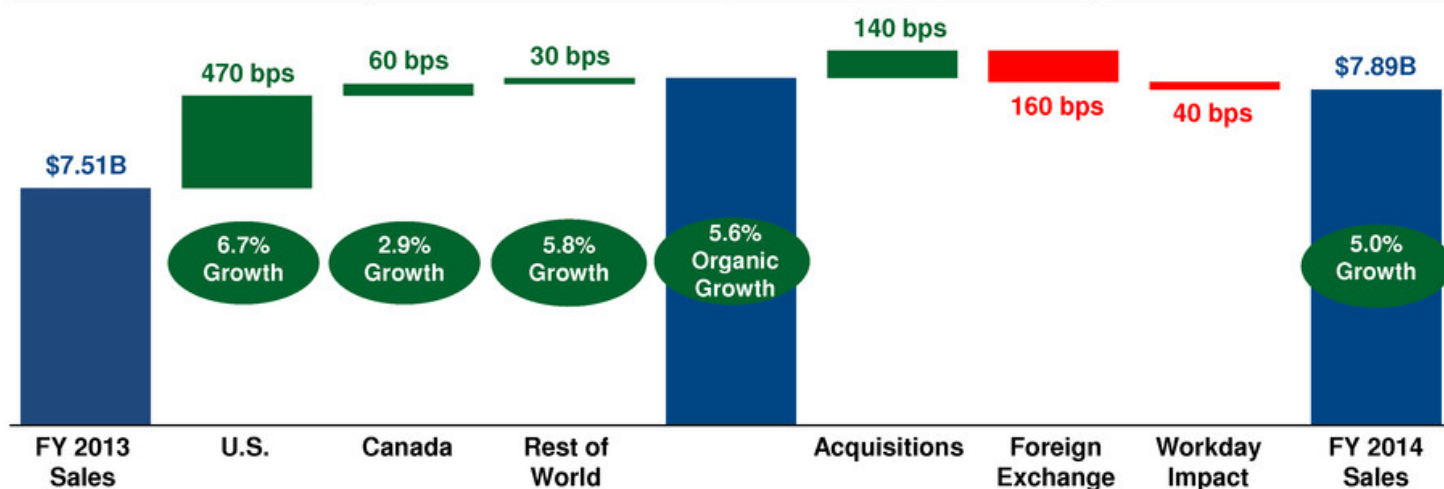
9 Financial results reference non-GAAP adjusted results. See Appendix for reconciliation.

Q4 & YE 2014 Earnings Webcast, 1/29/2015

Full Year 2014 Results



	Outlook	Actual	YOY
Sales	~ 5% growth	\$7.89B (<i>record</i>)	5.0% growth 5.6% organic workday adjusted
Gross Margin	~ 20.5%	20.4%	Down 20 bps
SG&A		13.6%	Down 10 bps
Operating Profit		\$466M (<i>record</i>)	Up 5%
Operating Margin	~ 6.0%	5.9%	Flat
Effective Tax Rate	~ 28%	28.3%	



10 Financial results reference non-GAAP adjusted results. See Appendix for reconciliation.

EPS Walk



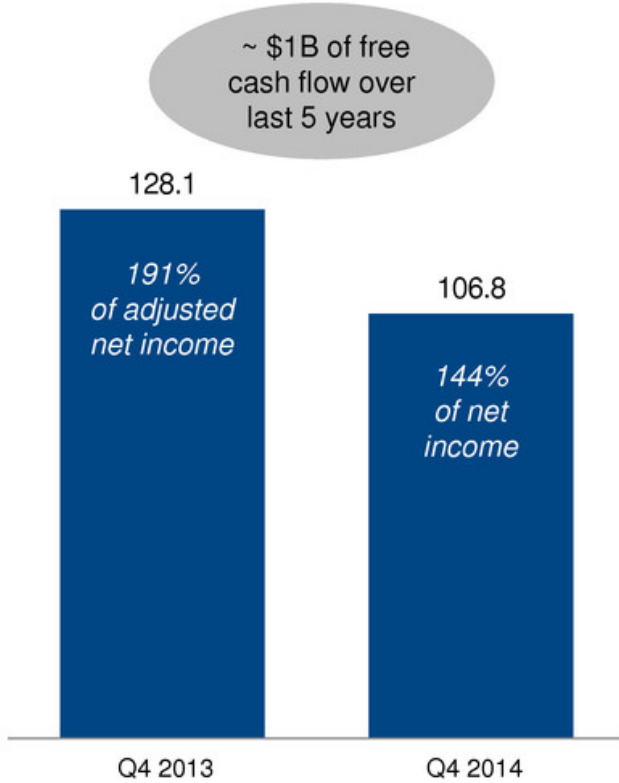
	Q4	FY
2013	\$1.26	\$5.02
Organic growth	~0.22	~0.42
Acquisitions	0.01	0.07
Foreign Exchange Impact	(0.04)	(0.14)
Share count	0.01	(0.06)
Tax rate	(0.06)	(0.13)
2014	\$1.40	\$5.18

11 Financial results reference non-GAAP adjusted results. See Appendix for reconciliation.

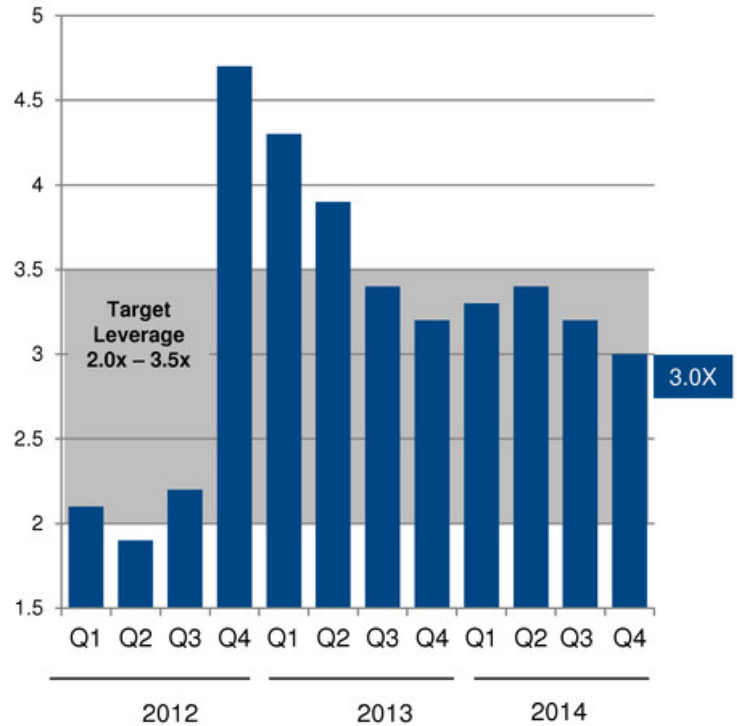
Cash Generation



Free Cash Flow ⁽¹⁾ (\$ Millions)



Leverage (Total Par Debt to TTM EBITDA)



⁽¹⁾ Reconciliation of these non-GAAP financial measures is included in the Appendix to this webcast presentation.

2015 Outlook



	Q1	FY
Sales	5% to 7% growth	3% to 6% growth
Operating Margin	5.0% to 5.2%	6.1% to 6.3%
Effective Tax Rate	29% to 30%	~ 29%
EPS		\$5.50 to \$5.90
Free Cash Flow		~ 80% of net income

Notes: Excludes unannounced acquisitions.
Assumes a CAD/USD exchange rate of 0.87.



Appendix

Adjusted Results

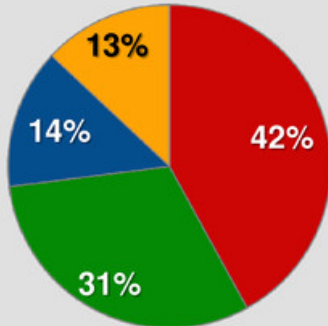


	Q4 2013			Full Year 2013		
	Reported Results	Non-recurring items	Adjusted Results	Reported Results	Non-recurring items	Adjusted Results
Net Sales	1,880.1	-	1,880.1	7,513.3	-	7,513.3
Gross Profit	376.2	-	376.2	1,545.4	-	1,545.4
<i>Gross margin</i>	<i>20.0%</i>		<i>20.0%</i>	<i>20.6%</i>		<i>20.6%</i>
SG&A	248.6	-	248.6	996.8	36.1¹	1,032.9
<i>SG&A rate</i>	<i>13.2%</i>		<i>13.2%</i>	<i>13.3%</i>		<i>13.7%</i>
Operating profit	110.6	-	110.6	481.0	(36.1)	444.9
<i>Operating margin</i>	<i>5.9%</i>		<i>5.9%</i>	<i>6.4%</i>		<i>5.9%</i>
Interest	20.6	-	20.6	85.6	-	85.6
Loss on debt extinguishment	13.2	(13.2)	-	13.2	(13.2)	-
Loss on sale of Argentina business				2.3	(2.3)	-
Taxes	18.8	4.2	23.0	103.4	(8.4)	95.0
<i>Effective tax rate</i>	<i>24.4%</i>		<i>25.5%</i>	<i>27.2%</i>		<i>26.4%</i>
Net income attributable to WESCO International, Inc.	58.0	9.0	67.0	276.4	(12.2)	264.2
Average Diluted Shares Outstanding	53.2		53.2	52.7		52.7
Fully diluted EPS	1.09		1.26	5.25		5.02

¹ ArcelorMittal insurance recovery.



Markets & Customers



Industrial

Global Accounts | Integrated Supply
OEM | General Industrial

Construction

Non-Residential | Contractors

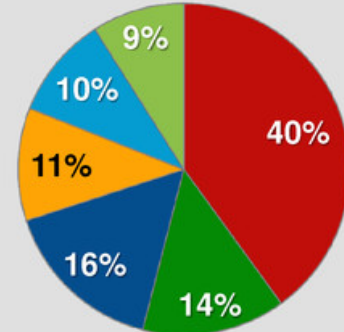
Utility

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



	2012					2013					2014				
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Consolidated	12.2	9.7	4.8	3.5	7.4	12.6	13.2	16.6	14.3	14.2	0.2	5.9	7.6	6.1	5.0
Acquisition Impact	2.6	2.2	4.0	4.3	3.3	16.0	14.6	14.1	13.8	14.6	0.5	1.6	1.8	1.6	1.4
Core	9.6	7.5	0.8	(0.8)	4.1	(3.4)	(1.4)	2.5	0.5	(0.4)	(0.3)	4.3	5.8	4.5	3.6
FX Impact	(0.2)	(0.7)	(0.6)	0.5	(0.3)	0.0	(0.2)	(0.7)	(1.0)	(0.4)	(1.9)	(1.7)	(0.9)	(2.0)	(1.6)
Organic	9.8	8.2	1.4	(1.3)	4.4	(3.4)	(1.2)	3.2	1.5	0.0	1.6	6.0	6.7	6.5	5.2
WD Impact	1.6		(1.6)			(1.6)		1.6						(1.6)	(0.4)
Normalized Organic	8.2	8.2	3.0	(1.3)	4.4	(1.8)	(1.2)	1.6	1.5	0.0	1.6	6.0	6.7	8.1	5.6
Estimated Price Impact	1.5	1.0	0.5	1.0	1.0	1.0	0.0	0.0	0.0	0.2	0.5	0.5	0.5	0.5	0.5

Capital Structure



(\$ Millions)

	Outstanding at December 31, 2013	Outstanding at December 31, 2014	Debt Maturity Schedule
AR Revolver ^(V)	454	430	2016
Inventory Revolver ^(V)	23	8	2016
Senior Notes ^(F)	500	500	2021
2019 Term Loans ^(V)	300	252	2019
2029 Convertible Bonds ^(F)	345	345	2029 (No Put)
Other ^(V)	40	51	N/A
Total Par Debt	1,662	1,586	

Key Financial Metrics		
	YE 2013	YE 2014
Cash	124	128
Capital Expenditures	28	21
Free Cash Flow	308	231
Liquidity ⁽¹⁾	606	638

V = Variable Rate Debt

1 = Asset-backed credit facilities total availability plus invested cash.

F = Fixed Rate Debt



Reconciliation of Non-GAAP Financial Measures

(\$ Millions)

Unaudited

	Full Year 2014 vs. 2013			Q4 2014 vs. Q4 2013			Q4 2014 vs. Q3 2014		
			%	Q4	Q4	%	Q4	Q3	%
	2014	2013	Growth	2014	2013	Growth	2014	2014	Growth
Industrial Core	3,304	3,160	4.6%	822	790	4.2%	826	846	(2.4)%
Construction Core	2,432	2,404	1.1%	627	605	3.6%	639	680	(6.0)%
Utility Core	1,065	1,003	6.2%	272	256	6.3%	286	292	(2.0)%
CIG Core	1,013	973	4.1%	250	236	5.8%	251	267	(5.7)%
Total Core Gross Sales	7,814	7,540	3.6%	1,971	1,887	4.5%	2,002	2,085	(4.0)%
Total Gross Sales from Acquisitions	103	-	-	31	-	-	-	-	-
Total Gross Sales	7,917	7,540	5.0%	2,002	1,887	6.1%	2,002	2,085	(4.0)%
Gross Sales Reductions/Discounts	(27)	(27)	-	(6)	(7)	-	(6)	(7)	-
Total Net Sales	7,890	7,513	5.0%	1,996	1,880	6.1%	1,996	2,078	(4.0)%

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

Convertible Debt and Non-Cash Interest



Convertible Debt At December 31, 2014

(\$ Millions)

<u>Maturity</u>	<u>Par Value of Debt</u>	<u>Debt Discount</u>	<u>Debt per Balance Sheet</u>
2029	344.9	(167.3)	177.6

Non-Cash Interest Expense

(\$ Millions)

	<u>2012</u>	<u>2013</u>	<u>2014</u>
Convertible Debt	2.3	4.3	4.1
Amortization of Deferred Financing Fees	2.6	4.9	4.4
FIN 48	(3.4)	1.0	1.0
Total	1.5	10.2	9.5



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
\$50.00	5.05	0.58	50.12
\$60.00	6.20	0.67	51.36
\$70.00	7.02	0.86	52.37
Q4 2014 Average \$78.70	7.57	0.95	53.01
\$80.00	7.64	0.96	53.09
\$90.00	8.12	1.06	53.67
\$100.00	8.50	1.13	54.12

2029 Convertible Debt Details	
Conversion Price	\$28.8656
Conversion Rate	34.6433 ¹
Underlying Shares	11,948,301 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 44.49 million shares

Work Days



	Q1	Q2	Q3	Q4	FY
2012	64	64	63	63	254
2013	63	64	64	63	254
2014	63	64	64	62	253
2015	62	64	64	63	253

Free Cash Flow Reconciliation



(\$ Millions)

	Q4 2013	Q4 2014	2013	2014
Cash flow provided by operations	135.4	111.3	315.1	251.1
Less: Capital expenditures	(7.3)	(4.5)	(27.8)	(20.5)
Add: Non-recurring EECOL pension contribution	-	-	21.1	-
Free Cash Flow	128.1	106.8	308.4	230.6

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. During the quarter ended September 30, 2013, a non-recurring contribution was made to fund the Canadian EECOL pension plan. This contribution was required pursuant to the terms of the share purchase agreement by which the Company acquired EECOL in 2012. EECOL sellers fully funded this contribution by way of a direct reduction in the purchase price at the date of acquisition. U.S. GAAP requires the contribution to be shown as a reduction of operating cash flow, however, it is added back to accurately reflect free cash flow.

