

Powerful Solutions. Proven Results.

NASDAQ: DSGR

# Jefferies Industrial Conference September 5, 2024



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#### **Cautionary Note Regarding Forward-Looking Statements**

This presentation contains certain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, Section 21E of the Securities Exchange Act of 1934, as amended, and the "safe-harbor" provisions under the Private Securities Litigation Reform Act of 1995, that involve risks and uncertainties. The terms "aim," "anticipate," "believe," "contemplates," "continues," "could," "ensure," "estimate," "expect," "forecasts," "if," "intend," "likely," "may," "might," "objective," "outlook," "plan," "positioned," "potential," "predict," "probable," "project," "shall," "should," "strategy," "will," "would," and variations of them and other words and terms of similar meaning and expression (and the negatives of such words and terms) are intended to identify forward-looking statements. Forward-looking statements can also be identified by the fact that they do not relate strictly to historical or current facts. Such forward-looking statements are based on current expectations and involve inherent risks, uncertainties and assumptions, including factors that could delay, divert or change any of them, and could cause actual outcomes to differ materially from current expectations. Distribution Solutions Group ("DSG") can give no assurance that any goal or plan set forth in forward-looking statements can be achieved and DSG cautions readers not to place undue reliance on such statements. DSG undertakes no obligation to release publicly any revisions to forward-looking statements as a result of new information, future events or otherwise. Each forward-looking statement speaks only as of the date on which such statement is made, and DSG undertakes no obligation to update any such statement to reflect events or circumstances arising after such date. Actual results may differ materially from those projected as a result of certain risks and uncertainties. Factors that could cause or contribute to such differences or that might otherwise impact DSG's business, financial condition and results of operations include the risks that DSG may encounter difficulties integrating the business of DSG with the business of other companies that DSG has combined with or may otherwise combine with, including but not limited to Source Atlantic Limited, and that certain assumptions with respect to such business or transactions could prove to be inaccurate. Certain risks associated with DSG's business are also discussed from time to time in the reports DSG files with the Securities and Exchange Commission, including the Company's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K or other reports the Company may file from time to time with the Securities and Exchange Commission, which should be reviewed carefully.

#### Non-GAAP Financial Measures, SEC Regulation G GAAP Reconciliations

Some of the financial information and data contained in this presentation, such as Adjusted Revenue, Pre-Acquisition Revenue and Adjusted EBITDA, have not been prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). The Company believes that these non-GAAP financial measures provide useful information to management and investors regarding certain financial and business trends relating to DSG's financial condition and results of operations. DSG does not consider non-GAAP measures an alternative to financial measures determined in accordance with GAAP. The principal limitation of these non-GAAP financial measures is they may exclude significant expense and income items that are required by GAAP to be recognized in our consolidated financial statements. In addition, they reflect the exercise of management's judgment about which expense and income items are excluded or included in determining these non-GAAP financial measures should not be relied upon, in whole or part, in evaluating the financial condition, results of operations or future prospects of DSG. A reconciliation of the non-GAAP financial measures to the nearest comparable GAAP financial measures is contained in the appendix.



# **Presenters**



**Ron Knutson** 

EVP & CFO for DSG and Lawson Products



**Brett Scarbrough** 

Portfolio Manager for LKCM
Headwater



# **Leading Specialty Industrial Distribution Platform**









#### **MRO Focus**

Leading vendor managed inventory provider of C-parts to the MRO market

~32% of Sales<sup>1</sup>

#### **OEM Focus**

Leading global supply chain services and C-parts provider to OEM and aftermarket applications

~23% of Sales1

#### **Industrial Technologies Focus**

Leading supplier of electronic and specialty production supplies and T&M equipment across OEM and MRO markets

~45% of Sales1

TTM Financial Highlights

\$1.74Bn<sup>1</sup>

Adjusted Revenue

~9.3%1

\$170M+

Adjusted EBITDA % Adj. Free Cash Flow<sup>2</sup>

Fly-by Operating Stats

40+

Countries Served

180k

Customers

500k+

Unique SKU's



- ) TTM as of June 2024. Adjusted Revenue and Adjusted EBITDA results are presented on an Adjusted (Non-GAAP) and continuing operations basis. Information inclusive of Other Acquisition results prior to the acquisition date. See appendix for reconciliations of all GAAP to Non-GAAP measures.
  - Defined as Reg G EBITDA less Reg G cash items, less capex, plus/minus change in inventory, accounts receivable & accounts payable divided by Reg G EBITDA.

# **Cross-Company Collaboration**

The Power of Three



**Main Assembly** 



**Hydraulics** 



Chemicals



**Hardware** 





- VMI Management
- Manufacturing & Assembly
- Labeling & Printing
- Slitting & Die Cutting
- Packaging & Kitting
- Value Engineering
- Chemical Management
   Calibration & Repair









**K** Gexpro











Chambers

Oscilloscopes











Tools



**Benches &** Workstations





LAWSON

**Maintenance Shop** 

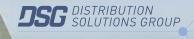


Safety

Shop **Abrasives** Supplies



**Analyzers** 



# DSG Delivers a Unique & Attractive Specialty Distribution Platform



Strong, Sticky Role in the Value Chain



Significant Customer,
Supplier & End Market
Diversity



Attractive, Accretive Returns on Incremental Capital



Dual Pronged Growth Strategy

#### **Customer-Embedded**

Via value-added, best-in-class services

#### >92% Revenue Retention<sup>1</sup>

Providing long-term stability

#### **Serve 10+ Industries**

Catering to 180,000+ customers up and down the value chain

#### 7,000+ Suppliers

None >6% of Purchases

#### 130+ bps Adjusted EBITDA % 个

8.0%<sup>2</sup> pre-merger (2021) to ~9.3% TTM as of June 30, 2024

#### ~35% Current RONWC<sup>3</sup>

Targeting 50+% with margin expansion and increased NWC efficiency

# Two-Year Organic Sales Growth Flat<sup>4</sup>

In end markets with long-term strong tailwinds

#### **9 Strategic Acquisitions**<sup>5</sup>

Completed since 2022; Purchase price range from 4.7x - 9.4x (weighted 8.8x)

- 1) Revenue decrease from lost customers over the trailing twelve-month period over revenue at the beginning of the same period.
- 2) Inclusive of Lawson Products results Pre-April 1, 2022 Merger Date.
- RONWC calculated as Adjusted EBITDA divided by current trade Net Working Capital (Accounts Receivable plus Inventory less Accounts Payable).
- Adjusted Revenue results are presented on an Adjusted (Non-GAAP) and continuing operations basis. Information inclusive of Other Acquisition results prior to the acquisition date.
- ) Includes 2 acquisitions completed in Q1 2022 post merger announcement but pre-close and 7 acquisitions completed post merger.



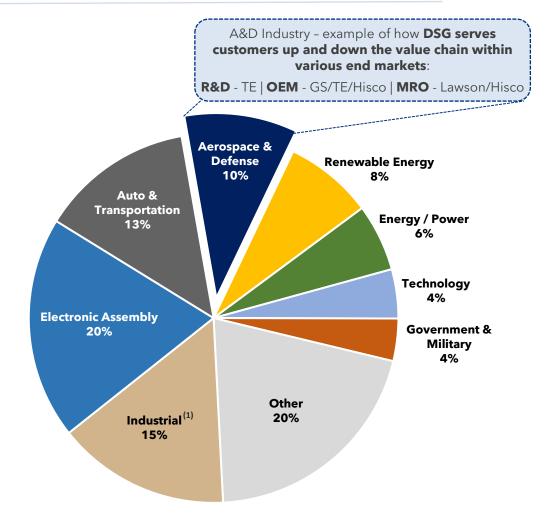
# DSG Serves a Broad & Diverse Set of End Markets

# Spotlight: Revenue and End Market Diversification

# >180,000 customers in a robust set of end markets

- ✓ Sticky customer relationships
- ✓ Diverse demand drivers
- ✓ World class global supply chain capabilities across the platform
- ✓ Servicing the full life cycle of customers within various end markets







Comprised of Industrial, Manufacturing, Construction, Equipment Rental and Consumer Products.

### **Value Creation Themes**

### Spotlight: Embedded Growth Opportunities

#### Leverage Platform Across Customer Base

Unique total customer value proposition

0

Monetize distinct capabilities across the platform

0

Collaborative selling across customer base

Expand digital capabilities across the platform

#### **Strong Secular Tailwinds**



Onshoring / Nearshoring







...and increasing supply chain complexity across many sectors



### **MRO Focus: Overview**

### **Business Unit Snapshot**

**MRO Focus** 

**32%** of Total Revenue

**OEM Focus** 

**Industrial Technologies Focus** 



#### **MRO - Lawson Products**

- **History:** 72+ years in business (Founded 1952)
- Office HQ: Chicago, IL
- TTM 6/30 Revenue: \$558M
- Focus: Vendor managed inventory approach providing high-touch, MRO

#### **Products**

Fasteners



- ChemicalsCutting tools

- Other broad offerings and C-Parts
- Safety

**Services** 



- Managed inventory
- Product recommendations
- Industrial vending
- Application advice
- Self-service inventory management
- Value to Customer



- "One-stop shop"
- Deep product knowledge
- Reducing supply chain costs
- Purchasing leverage / private label offering with consistent delivery

**End Markets** 



- Manufacturing
- Automotive
- Government / Military
- Construction
- Equipment rental
- Other industrial-related sectors

Geography



- United States
- Canada



### **OEM Focus: Overview**

# **Business Unit Snapshot**

**MRO Focus** 

**OEM Focus** 

23% of Total Revenue

**Industrial Technologies Focus** 



#### **OEM - Gexpro Services**

• **History:** 28+ years in business (carved out of Rexel in '20)

• Office HQ: Irving, Texas

• TTM 6/30 Revenue: \$402M

 Focus: Global supply chain solutions and manufacturing services

#### **Comprehensive Supply Chain Solutions**







Kitting & Assembly



Aftermarket / Installation



Technology

#### **Diverse End Markets**



Renewables



**Technology** 



Aerospace & Defense



**Industrial Power** 



**Consumer & Industrial** 



Transportation

#### Serving Customers in 40 Countries and 6 Continents

USA Canada Mexico Denmark Hungary Germany

Turkey China Brazil

...and Many Others



# Industrial Technologies Focus: Overview

**Business Unit Snapshot** 

#### **MRO Focus**

#### **OEM Focus**

Industrial Technologies Focus 45% of Total Revenue

#### **TestEquity**

- **History:** 53+ years in business (Founded 1971)
- Office HQ: North Richland Hills, Texas
- TTM 6/30 Adj. Revenue: \$783M
- Focus: T&M equipment and electronic production supplies serving OEM customers

#### Hisco (Acquisition)

- **History:** 54+ years in business (Founded 1970)
- Office HQ: Houston, Texas
- Focus: Specialty (adhesives, chemicals, electronic) industrial supplies distribution & manufacturing





#### **Products**



- Electronic Production **Supplies**
- Test & Measurement Instrumentation
- Environmental Test Chambers
- Chemicals & Adhesives
- Labels and Printing

#### **Services**



- VMI
- Calibration
- Chemical Management
- Asset Management
- Rentals

#### Value to Customer



- Highly technical knowledge
- "Total Lifecycle Support" T&M offering
- Omni-channel availability for customer
- Private label & branded offerings
- VMI & value-add mfg

#### **End Markets**



- Aerospace & Defense
- Automotive
- FDU

- Technology
- OEM
- Medical

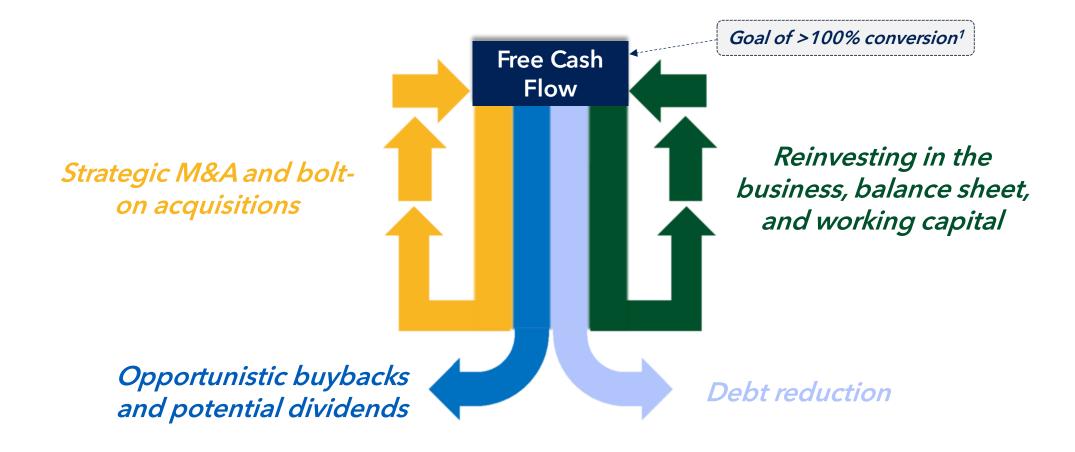
#### Geography



- United States
- Canada
- Mexico & Central America
- UK
- Western Europe



# Compounding Effect of Cash Flow Reinvestment



Disciplined Capital Allocation Framework with a Healthy Competition for Capital



# **M&A Strategy**



#### **Acquisition Criteria**

**Unique customer** value proposition

Strong organic growth and potential for scale in attractive end markets

Synergistic across the platform while driving higher structural margins

A clear integration thesis to unlock targeted valueenhancement levers

Prioritizing
North American
footprint





- Product offering expansion in safety, cutting tools, automotive, and fluid power categories
- Leverage current VMI offering across acquired company's customer base
- Augment current go-to-market model with technical product/service specialists
- Expand manufacturing customer presence especially in the US and Canada
- Other focus areas include private label and eCommerce





#### **OEM Focus**

- Expansion of fasteners, fabrication, electricals, mechanicals, & gasket/seals/o-ring products
- Strengthen value proposition with strategic sourcing, VMI offering, specification engineering resources, and manufacturing capabilities
- Complementary technology solutions including eCommerce, WMS, AI, etc.
- End market focus: Aerospace & Defense, Industrial Power, Renewables, Technology in North America, Europe, and SE Asia



#### **Industrial Technologies Focus**

- Distribution: EPS & T&M, with emphasis on acquiring companies with strong technical sales force
- Calibration: Adding this capability to RFID asset management service offering provides very sticky customer relationships and "final brick in moat"
- Used/Rental: Capital intensive, high margins, sticky customer relationships
- Geographic expansion focus in US, Western Europe and Canada

# **M&A Focus Areas**

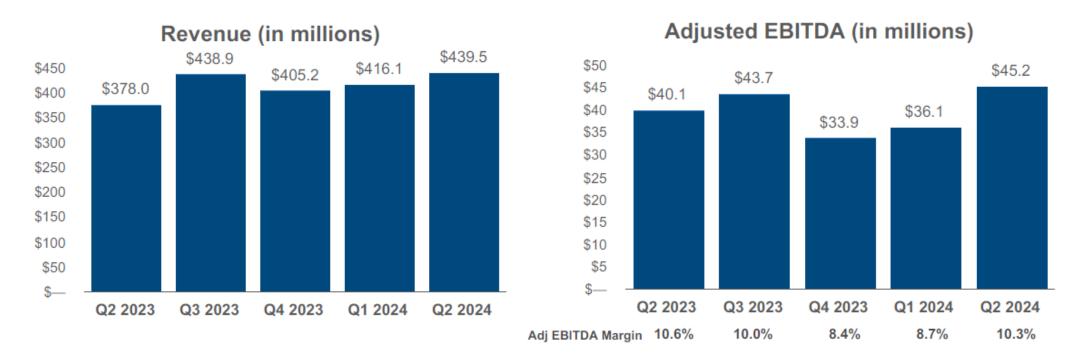
		LAWSON	<b>Gexpro</b> ° Services	TestEquity  GROUP		
	Product Offering	Safety, Cutting Tools, Automotive, Fluid Power, Fasteners, Welding	Fasteners, Fabrication, Electricals, Mechanicals, Gaskets/Seals/O- Rings, Hose Assemblies	Electronic Production Supplies Test & Measurement Calibration		
Expand	Geographic Coverage	United States Canada Mexico	North America Europe SE Asia	United States Western Europe Canada		
	End Market	Manufacturing Infrastructure Transportation Forestry	Aerospace & Defense Industrial Power Renewables Technology	Aerospace & Defense OEM Medical / Life Sciences Education		
Enhance	Value-Added Services / Capabilities	VMI Technical Sales Resources Product Specialists Training	VMI Field Installation Specification Engineering	Calibration Fabrication Printing		
Enh	Technology & Sales Channels	E-Commerce Inside Sales	E-Commerce Integrated Technology (e.g., AI, WMS, EDI, data analytics)	New/Used Rentals Digital		



# **Q2 2024 Consolidated Financial Highlights**

#### **Reported Revenue and Adjusted EBITDA**

- ✓ Q2 revenue of \$439.5M; up \$61.6M or 16.3% due to 2023 and 2024 acquisitions. While organic sales declined 5.7% on comparable days, organic sales grew 3.8% over the first quarter of 2024. The sequential sales increase was driven by improving sales in many end markets including Test & Measurement, Renewables, Technology and project related business.
- $\checkmark$  Q2 adjusted EBITDA of \$45.2M or 10.3% of sales; up \$9.1M or 160bps from 8.7% of sales in the first quarter of 2024.
- ✓ Margin expansion in all 3 verticals.





# **Other Financial Highlights**









# Questions?

Visit our websites for more information

www.lawsonproducts.com

www.testequity.com

www.gexproservices.com

www.lkcmheadwater.com

www.distributionsolutionsgroup.com





# **Investor Contacts**



Three Part Advisors, LLC (214) 872-2710

Steven Hooser <a href="mailto:shooser@threepa.com">shooser@threepa.com</a>

Sandy Martin smartin@threepa.com



# Appendix



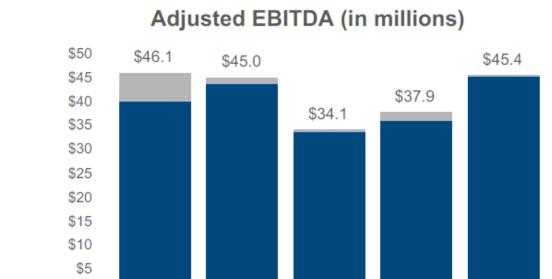


# **Q2 2024 Consolidated Financial Highlights**

#### **Results Inclusive of Pre-Acquisition Results**

✓ Adjusted Revenue and adjusted EBITDA below include the reported GAAP results and the pre-acquisition results of other businesses that were acquired at any time during the Q1 2023-Q2 2024 period.





Q4 2023

8.1 %

Q1 2024

8.9 %

Pre-Acquisition Adjusted EBITDA

Q2 2024

10.3 %

Q3 2023

9.9 %

Q2 2023

Adjusted EBITDA

Adj EBITDA Margin 9.8%





# **GAAP** to Non-GAAP Reconciliations

#### Q2 Revenue and Adjusted EBITDA Reconciliation (\$000s)

(Unaudited)

	Lawson	Products	Gexpro	Services	Test	Equity	All Other		Eliminations		Consolida	ated DSG
Quarter Ended	Q2 2024	Q2 2023	Q2 2024	Q2 2023	Q2 2024	Q2 2023	Q2 202	24 Q2 2023	Q2 2024	Q2 2023	Q2 2024	Q2 2023
Revenue from external customers	\$ 121,089	\$ 119,147	\$ 106,530	\$108,274	\$ 197,446	\$ 136,067	\$ 14,4	71 \$ 14,496	\$ —	\$ —	\$ 439,536	\$ 377,984
Intersegment revenue	29	_	604	_	35	_			(668)	) —	_	_
Revenue	\$ 121,118	\$ 119,147	\$ 107,134	\$108,274	\$ 197,481	\$ 136,067	\$ 14,4	71 \$ 14,496	\$ (668)	)\$ —	\$ 439,536	\$ 377,984
Operating income (loss)	\$ 6,129	\$ 8,470	\$ 8,091	\$ 8,778	\$ 703	\$ (3,182)	\$ (7	65) \$ (290	)		\$ 14,158	\$ 13,776
Depreciation and amortization	6,390	4,498	3,825	4,026	7,795	5,560	5	25 500			18,535	14,584
Adjustments:												
Acquisition related costs(1)	2,400	651	382	303	282	4,104	5	34 —			3,598	5,058
Stock-based compensation(2)	(633	) 2,188	_	_	160	_	1	66 —			(307)	2,188
Severance and acquisition related retention expenses(3)	1,583	119	192	23	6,508	2,295		30 —			8,313	2,437
Inventory step-up(4)	634	_	_	_	_	716					634	716
Other non-recurring(5)	_	144	250	12	_			— 1,185	i		250	1,341
Non-GAAP adjusted EBITDA	\$ 16,503	\$ 16,070	\$ 12,740	\$ 13,142	\$ 15,448	\$ 9,493	\$ 4	90 \$ 1,395	<u>i</u>		\$ 45,181	\$ 40,100
Operating income (loss) as a percent of revenue	5.1%	7.1%	7.6%	8.1%	0.4%	(2.3)%	(5.3)%	% (2.0)%			3.2%	3.6%
Adjusted EBITDA as a percent of revenue	13.6%	13.5%	11.9%	12.1%	7.8%	7.0%	3.4%	9.6%			10.3%	10.6%

- 1. Transaction and integration costs related to acquisitions
- 2. Expense (benefit) primarily for stock-based compensation, of which a portion varies with the Company's stock price
- 3. Includes severance expense for actions taken in 2024 and 2023 not related to a formal restructuring plan and acquisition related retention expenses for the Hisco and S&S Automotive acquisitions
- 4. Inventory fair value step-up adjustment for acquisition accounting related to acquisitions completed by Lawson Products and TestEquity
- 5. Other non-recurring costs consist of certain non-recurring strategic projects and other non-recurring items



### **GAAP** to Non-GAAP Reconciliations

Consolidated DSG

#### Adjusted Revenue and Adjusted EBITDA Reconciliation (\$000s)

Results Inclusive of Other Acquisitions – Pre-Acquisition Date (Unaudited)

	Consolidated DSG								
Quarter Ended	Q2 2023		Q3 2023		Q4 2023		Q1 2024		Q2 2024
\$	377,984	\$	438,909	\$	405,239	\$	416,086	\$	439,536
_	91,285		13,395		13,395		10,064		3,531
\$	469,269	\$	452,304	\$	418,634	\$	426,150	\$	443,067
\$	13,776	\$	12,783	\$	(289)	\$	2,783	\$	14,158
_	7,395		979		83		1,791		(4,408)
	21,171		13,762		(206)		4,574		9,750
	14,584		17,010		16,272		17,052		18,535
	5,058		(94)		2,498		1,954		3,598
	2,188		1,049		2,499		2,198		(307)
	2,437		10,478		11,400		10,716		8,313
	716		2,150		716		_		634
	1,341		327		784		1,364		250
	(1,353)		302		116		_		4,664
\$	46,142	\$	44,984	\$	34,079	\$	37,858	\$	45,437
	3.6%		2.9%		(0.1)%		0.7%		3.2%
	12.2%		10.2%		8.4%		9.1%		10.3%
	9.8%		9.9%		8.1%		8.9%		10.3%
	\$	\$ 377,984 91,285 \$ 469,269 \$ 13,776 7,395 21,171 14,584 5,058 2,188 2,437 716 1,341 (1,353) \$ 46,142 3.6% 12.2%	\$ 377,984 \$ 91,285 \$ 469,269 \$ \$ 13,776 \$ 7,395 \$ 21,171 \$ 14,584 \$ 2,437 \$ 716 \$ 1,341 \$ (1,353) \$ 46,142 \$ \$ 3.6% 12.2%	Quarter Ended         Q2 2023         Q3 2023           \$ 377,984         \$ 438,909           91,285         13,395           \$ 469,269         \$ 452,304           \$ 13,776         \$ 12,783           7,395         979           21,171         13,762           14,584         17,010           5,058         (94)           2,188         1,049           2,437         10,478           716         2,150           1,341         327           (1,353)         302           \$ 46,142         \$ 44,984           3.6%         2.9%           12.2%         10.2%	Quarter Ended       Q2 2023       Q3 2023         \$ 377,984       \$ 438,909       \$ 91,285       13,395         \$ 469,269       \$ 452,304       \$         \$ 13,776       \$ 12,783       \$ 7,395       979         21,171       13,762       13,762         \$ 5,058       (94)       2,188       1,049         2,437       10,478       716       2,150         1,341       327       (1,353)       302         \$ 46,142       \$ 44,984       \$         3.6%       2.9%       12.2%       10.2%	Quarter Ended         Q2 2023         Q3 2023         Q4 2023           \$ 377,984         \$ 438,909         \$ 405,239           91,285         13,395         13,395           \$ 469,269         \$ 452,304         \$ 418,634           \$ 13,776         \$ 12,783         \$ (289)           7,395         979         83           21,171         13,762         (206)           14,584         17,010         16,272           5,058         (94)         2,498           2,188         1,049         2,499           2,437         10,478         11,400           716         2,150         716           1,341         327         784           (1,353)         302         116           \$ 46,142         \$ 44,984         \$ 34,079           3.6%         2.9%         (0.1)%           12.2%         10.2%         8.4%	Quarter Ended         Q2 2023         Q3 2023         Q4 2023           \$ 377,984         \$ 438,909         \$ 405,239         \$           91,285         13,395         13,395         13,395           \$ 469,269         \$ 452,304         \$ 418,634         \$           \$ 7,395         979         83         (289)         \$           21,171         13,762         (206)         (206)           14,584         17,010         16,272         16,272           5,058         (94)         2,498         2,498           2,188         1,049         2,499         2,499           2,437         10,478         11,400         716         2,150         716           1,341         327         784         (1,353)         302         116         (1,353)         302         116         (1,353)         34,079         \$         3.6%         2.9%         (0.1)%         44,984         34,079         \$	Quarter Ended         Q2 2023         Q3 2023         Q4 2023         Q1 2024           \$ 377,984         \$ 438,909         \$ 405,239         \$ 416,086           91,285         13,395         13,395         10,064           \$ 469,269         \$ 452,304         \$ 418,634         \$ 426,150           \$ 13,776         \$ 12,783         (289)         \$ 2,783           7,395         979         83         1,791           21,171         13,762         (206)         4,574           14,584         17,010         16,272         17,052           5,058         (94)         2,498         1,954           2,188         1,049         2,499         2,198           2,437         10,478         11,400         10,716           716         2,150         716         —           1,341         327         784         1,364           (1,353)         302         116         —           \$ 46,142         \$ 44,984         \$ 34,079         \$ 37,858           3.6%         2.9%         (0.1)%         0.7%           12.2%         10.2%         8.4%         9.1%	Quarter Ended         Q2 2023         Q3 2023         Q4 2023         Q1 2024           \$ 377,984         \$ 438,909         \$ 405,239         \$ 416,086         \$ 91,285         13,395         13,395         10,064         \$ 469,269         \$ 452,304         \$ 418,634         \$ 426,150         \$ \$ 13,776         \$ 12,783         \$ (289)         \$ 2,783         \$ 7,395         \$ 979         83         1,791         \$ 21,171         13,762         (206)         4,574         \$ 4,574         \$ 4,574         \$ 14,584         17,010         16,272         17,052         \$ 17,052         \$ 14,584         17,010         16,272         17,052         \$ 17,052



### **GAAP** to Non-GAAP Reconciliations

#### Adjusted Revenue and EBITDA Reconciliation – Table Footnotes

- 1. Represents additional revenue and operating income of acquisitions prior to their acquisition dates not in reported GAAP results
- 2. Transaction and integration costs related to acquisitions
- 3. Expense (benefit) primarily for stock-based compensation, of which a portion varies with the Company's stock price
- 4. Includes severance expense for actions taken in 2024 and 2023, not related to a formal restructuring plan and acquisition related retention expenses for the Hisco and S&S Automotive acquisitions
- 5. Inventory fair value step-up adjustments resulting from the acquisition accounting related to acquisitions completed by Lawson Products and TestEquity
- 6. Other non-recurring costs consist of certain non-recurring strategic projects and other non-recurring items
- 7. Represents additional EBITDA adjustments of other acquisitions prior to the respective acquisition dates



	COMPANY	FOCUS	STRATEGIC RATIONALE	CLOSING DATE	REVENUE (1)	PURCHASE PRICE
	JENSEN.	Industrial Technologies	<ul> <li>Expanded geographic coverage and expanded customer base with an additional ~22,000 customer locations</li> <li>Complementary value-added products / services (kitting, VMI)</li> </ul>	January 2017	\$45.1	\$25.0
2017	TECHNI-TOOL	Industrial Technologies	<ul> <li>Adds scale to highly complementary Lab &amp; Production supplies offering</li> <li>Bolsters stocked inventory and value-add capabilities (VMI, vending, etc.)</li> </ul>	July 2017	\$77.8	\$35.0
	THE BOLT SUPPLY HOUSE LTD.	MRO	<ul> <li>Complementary products in fasteners, power tools and MRO supplies</li> <li>Provides sales/regional fulfillment expansion opportunity in W Canada</li> </ul>	October 2017	\$34.4	\$32.0
2020	PARTSMASTER TH ALWAYS RUNNING	MRO	<ul> <li>Sizeable "DNA match" acquisition for MRO segment</li> <li>Highly accretive with significant cost synergies</li> </ul>	August 2020	\$64.2	\$35.3
	(TIMES PROPERTY OF THE PROPERT	OEM	<ul> <li>Complementary value-added fabrication capabilities</li> <li>Highly accretive with significant synergies</li> </ul>	June 2021	\$5.3	\$6.5
21	mcstest	Industrial Technologies	<ul> <li>European beachhead for Industrial Technologies segment</li> <li>Supplier expansion and further penetration into Telecom/5G market</li> </ul>	July 2021	\$9.7	\$14.4
2021	NATIONAL ENGINEERED FASTENERS INC.	OEM	<ul> <li>Strategic expansion into Canada &amp; Mexico for OEM segment</li> <li>Loyal customer base with high service levels in new and existing markets</li> </ul>	November 2021	\$28.3	\$18.9
	State industrial fadations	OEM	<ul> <li>Highly accretive "DNA match" with diversified end markets</li> <li>Natural tuck-in with value-add product offering and strong management</li> </ul>	December 2021	\$9.6	\$11.8
	Resolux	OEM	<ul> <li>Leading global renewables supplier within the OEM segment</li> <li>Opened new strategic markets in Europe, the Middle East, and Asia</li> </ul>	January 2022	\$31.9	\$38.0
	PRESTREE TECHNOLOGIES	OEM	<ul> <li>Enhances B &amp; C-class product and service offering to Renewables market</li> <li>Significant commercial synergies and delivers manufacturing capabilities</li> </ul>	March 2022	\$21.9	\$30.0
2022	TEquipment	Industrial Technologies	<ul> <li>Adds complementary product lines (handhelds), brands and customers</li> <li>Digital go-to-market supplements Industrial Technology's sales model</li> </ul>	April 2022	\$113.0	\$55.0
	TATIONAL TEST POUT ONL	Industrial Technologies	<ul> <li>Adds complementary product lines with reconditioned equipment</li> <li>Strong focus on rental and leasing purchase options</li> </ul>	June 2022	\$9.0	\$7.8
	INSTRUMEX	Industrial Technologies	<ul> <li>Adds complementary product lines with reconditioned equipment</li> <li>Natural tuck-in with expanded markets in Europe</li> </ul>	December 2022	\$7.0	\$3.9
2023	<u> Flisco</u>	Industrial Technologies	<ul> <li>Adds complementary product lines, including adhesives, chemicals and tapes as well as specialty materials such as electrostatic discharge, thermal management materials and static shielding bags.</li> </ul>	June 2023	\$422.6	\$269.1
	=MERGENT	MRO	<ul> <li>Adds complementary product lines in the safety category, which accelerates Lawson's safety product category by over four times.</li> </ul>	January 2024	\$13.0	\$10.0
2024	S	MRO	Extends Lawson's automotive product category and expands market reach with automotive dealers	May 2024	\$40.0	\$80.0
	Source Atlantic	MRO	<ul> <li>Extends Lawson's MRO supplies, safety products, fasteners, and related value-add services and operating footprint in the Canadian market</li> </ul>	August 2024	\$185.0	\$105.0
	HIGHLIGHTED TOTAL	~	es in millions. List includes highlighted acquisitions executed under LKCM Headwater stewardship. ts trailing twelve-month measurement period at close.		>\$1,118	>\$778

# **LKCM Headwater Introduction**



- · Private, employee-owned SEC-registered investment advisor
- Founded in 1979 with over 67 investment and other professionals
- \$27.8 billion of assets under management (3/31/2024)
- C-corp with 45 years of retained earnings
- Primarily long-term, long-equity strategies for individuals and families
- LKCM, investment team & affiliates are collectively the firm's largest client



- Private investment arm of LKCM
- Over 100 years of collective experience & more than 100 businesses in the distribution space
- LKCM, investment team and affiliates are collectively the largest investor (~1/3 of capital)
- Engaged group of over 100 retired and active operating executives that are investors in the partnerships and willingness to lean into engagements to improve value within the portfolio
- More than \$2.1 billion of committed private capital

# **DSG** DISTRIBUTION SOLUTIONS GROUP

#### SIGNIFICANT PRIVATE COMPANY DISTRIBUTION EXPERIENCE



- LG Leading distributor of fabricated hose, gaskets and belting for specialized and mission-critical applications
- ESP Value-added provider of mission-critical sealing solutions to diverse end markets
- CNC Leading provider of flow control solutions to the energy industry



 Value-added distributor specializing in designing and implementing supply chain solutions / VMI for OEM customers



 Leading provider of building automation, controls and gas detection solutions for the commercial buildings market



 Value-added instrumentation, controls, automation and rotating equipment distributor with engineering and service capabilities



 Largest North American specialty distributor of electronic production supplies and T&M equipment



 North America's leading value-added distributor and service provider of mission-critical communication solutions



• High growth value-added distributor, packager and re-packager of generic pharmaceuticals



- Provider of supply chain solutions and distributor of indirect materials primarily to manufacturers
- Rayson
- Leading value-added instrumentation and valve distributor based in the Gulf Coast

### Who We Are





DSG is a best-in-class specialty distribution company providing high-touch, value-added distribution solutions to the MRO, OEM, and Industrial Technologies verticals in a diversified set of end markets.

We take a solutions-based approach to serving our customers the way they want to be served.

DSG operates under three distinct verticals with many benefits of a scaled, integrated platform.



# Highly Aligned Leadership / Governance



**LAWSON PRODUCTS** 



**TESTEQUITY GROUP** 



Cesar Lanuza CEO



Bob Connors *CEO* 



Russ Frazee CEO

M&A playbook led by a first-class, in-house corporate development team

Independent & diverse Board of Directors providing strategic direction

