

United Stationers Inc.

Earnings Presentation
First Quarter 2015

April 23, 2015

Forward Looking Statements and Non-GAAP Measures

This presentation contains forward-looking statements, including references to goals, plans, strategies, objectives, projected costs or savings, anticipated future performance, results or events and other statements that are not strictly historical in nature. These statements are based on management's current expectations, forecasts and assumptions. This means they involve a number of risks and uncertainties that could cause actual results to differ materially from those expressed or implied here. These risks and uncertainties include, but are not limited to the following: end-user demand for products in the office, technology, and furniture product categories may continue to decline; United's reliance on key customers, and the risks inherent in continuing or increased customer concentration and consolidations; prevailing economic conditions and changes affecting the business products industry and the general economy; United's ability to effectively manage its operations and to implement growth, cost-reduction and margin-enhancement initiatives; the impact of United's repositioning, restructuring and rebranding activities on United's customers, suppliers, and operations; United's reliance on supplier allowances and promotional incentives; United's reliance on independent resellers for a significant percentage of its net sales and, therefore, the importance of the continued independence, viability and success of these resellers; continuing or increasing competitive activity and pricing pressures within existing or expanded product categories, including competition from product manufacturers who sell directly to United's customers; the impact of supply chain disruptions or changes in key suppliers' distribution strategies; United's ability to maintain its existing information technology systems and the systems and e-commerce services that it provides to customers, and to successfully procure, develop and implement new systems and services without business disruption or other unanticipated difficulties or costs; the creditworthiness of United's customers; United's ability to manage inventory in order to maximize sales and supplier allowances while minimizing excess and obsolete inventory; United's success in effectively identifying, consummating and integrating acquisitions; the risks and expense associated with United's obligations to maintain the security of private information provided by United's customers; the costs and risks related to compliance with laws, regulations and industry standards affecting United's business; the availability of financing sources to meet United's business needs; United's reliance on key management personnel, both in day-to-day operations and in execution of new business initiatives; and the effects of hurricanes, acts of terrorism and other natural or man-made disruptions.

Shareholders, potential investors and other readers are urged to consider these risks and uncertainties in evaluating forward-looking statements and are cautioned not to place undue reliance on the forward-looking statements. For additional information about risks and uncertainties that could materially affect United's results, please see the company's Securities and Exchange Commission filings. The forward-looking information in this news release is made as of this date only, and the company does not undertake to update any forward-looking statement. Investors are advised to consult any further disclosure by United regarding the matters discussed in this release in its filings with the Securities and Exchange Commission and in other written statements it makes from time to time. It is not possible to anticipate or foresee all risks and uncertainties, and investors should not consider any list of risks and uncertainties to be exhaustive or complete.

Information marked with an asterisk (*) is non-GAAP information. A reconciliation of these items to the most comparable GAAP measures is presented on the company's Website (www.unitedstationers.com) under the Investor Information section. Except as noted, all references within this presentation to financial results are presented in accordance with U.S. Generally Accepted Accounting Principles.

Certain prior-period amounts have been reclassified to conform to the current presentation.

Results Recap

- 1st quarter 2015 results reflect progress on strategic plan
- Sales
 - Sales increased 6.2%, 0.9% organic sales decline
 - Janitorial and breakroom grew 8.3%
 - Industrial grew 57.2% positively impacted by acquisitions, 10.2% organic decline due to oilfield
 - Online business grew just over 12%
- Gross Margin was 15.3%
- Adjusted EPS was \$0.52*
- Free Cash Flow was \$57.2 million

Strategy

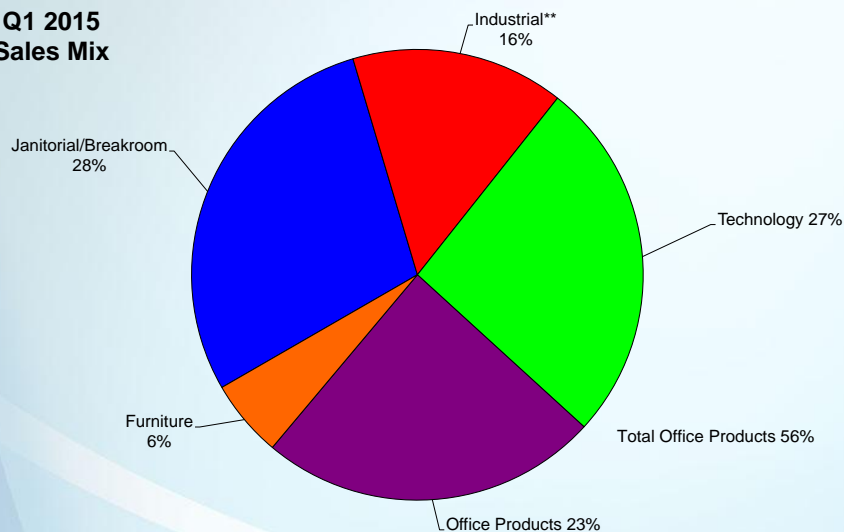
- Three Elements of Our Strategy
 - Strengthen our Core business
 - Win online
 - Expand and diversify our offering to higher growth and higher margin channels and categories

First Quarter 2015 Results

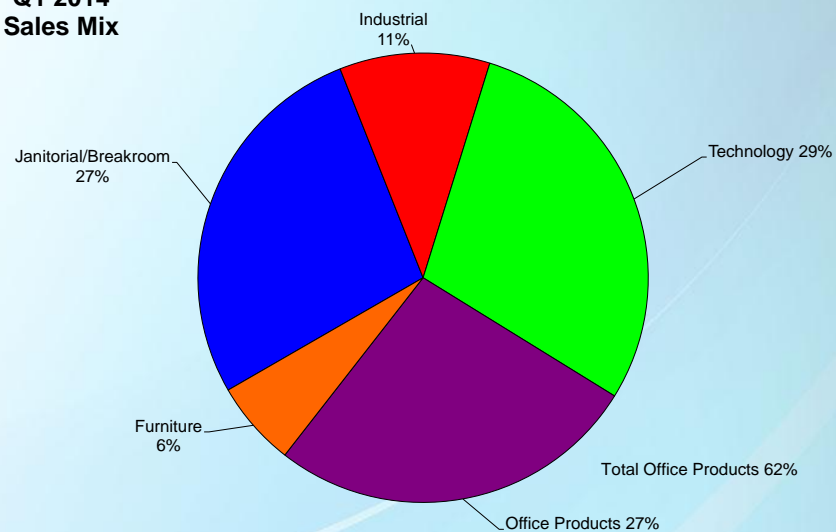
- Sales were \$1.3 billion, up 6.2%
- Gross margin was \$204.4 million, or 15.3% of sales
- Adjusted operating expenses in Q1 2015 were \$167.9 million*, or 12.6%* of sales
- Adjusted operating income was \$36.5 million*, or 2.7%* of sales
- Adjusted net income was \$19.9 million*
- Adjusted earnings per diluted share were \$0.52*

Shift in Sales Mix by Product Category

**Q1 2015
Sales Mix**



**Q1 2014
Sales Mix**

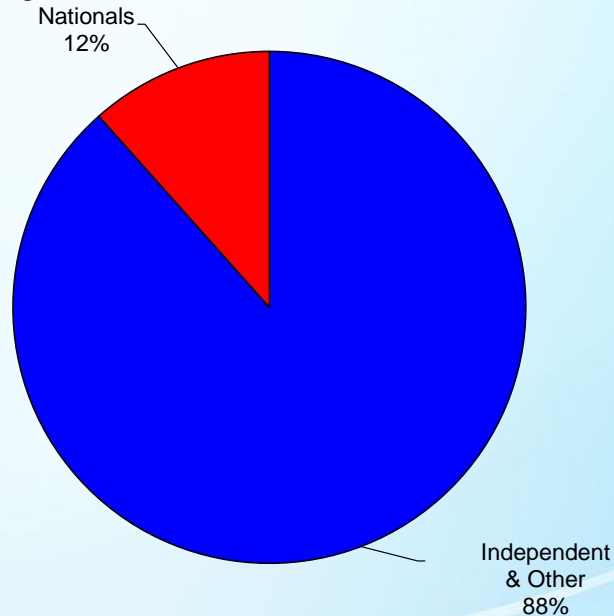


Category	Sales growth (decline) Q1 2015** vs Q1 2014	Sales growth (decline) Q4 2014** vs Q4 2013	Sales growth (decline) Q3 2014** vs Q3 2013	Sales growth (decline) Q2 2014** vs Q2 2013	Sales growth (decline) Q1 2014 vs Q1 2013
Technology	(0.5%)	(2.4%)	(0.1%)	(1.9%)	(3.0%)
Traditional Office Products	(8.6%)	0.9%	1.4%	2.1%	1.6%
Furniture	4.1%	(1.4%)	(0.7%)	2.2%	(3.8%)
Janitorial/ Breakroom	8.3%	11.4%	12.1%	7.5%	2.3%
Industrial	57.2%	58.6%	24.4%	10.8%	1.4%

**Industrial sales includes the impact of the acquisition of CPO Commerce, Inc. on May 30, 2014 and MEDCO on October 31, 2014

Sales by Channel – Q1 2015

Q1 2015



Channel	Sales growth (decline) Q1 2015 vs Q1 2014	Sales growth (decline) Q4 2014 vs Q4 2013	Sales growth (decline) Q3 2014 vs Q3 2013	Sales growth (decline) Q2 2014 vs Q2 2013	Sales growth (decline) Q1 2014 vs Q1 2013
Independent & Other	7.0%	9.9%	6.0%	2.7%	0.9%
Nationals	0.5%	1.9%	8.4%	10.0%	(3.7%)

Our new E-Commerce channel is a subset of both National and Independent & Other channels disclosed above.

2015 Actions to Execute Our Strategy

- **Implement a common operating and information technology platform for our office products and janitorial/breakroom channels to simplify customer experience and deliver cost savings**
 - Implementation in facilities will begin in mid-2015 and cascade into the 1st half of 2016.
 - Incremental costs are expected to be \$15 million in 2015.
 - When completed, will enable lower operating expenses of \$5 - \$10 million in the back half of 2016, and \$15 - \$20 million on an annual basis thereafter.
- **Restructuring to effectively and cost efficiently meet customer needs**
 - Costs related to a workforce reduction and facility consolidations were \$6.4 million in the first quarter of 2015. Additional actions will occur later in 2015 for a full year pre-tax charge of approximately \$9 million.
 - Cost savings are expected to be \$6 million in 2015 and \$10 million annually beginning in 2016.
- **Exiting non-strategic channels and categories**
 - Active effort to sell a non-strategic business, Azerty de Mexico, with a non-cash pre-tax loss of \$13.6 million in the first quarter of 2015. Additional impacts of this sale are expected during 2015 related to transaction costs and foreign exchange volatility.
- **Communicating purpose, vision and repositioning with a new brand**
 - Impairment and accelerated amortization of intangibles related to rebranding efforts of \$10.5 million in the first quarter of 2015, and expect a total of \$12 million for the full year.

Appendix

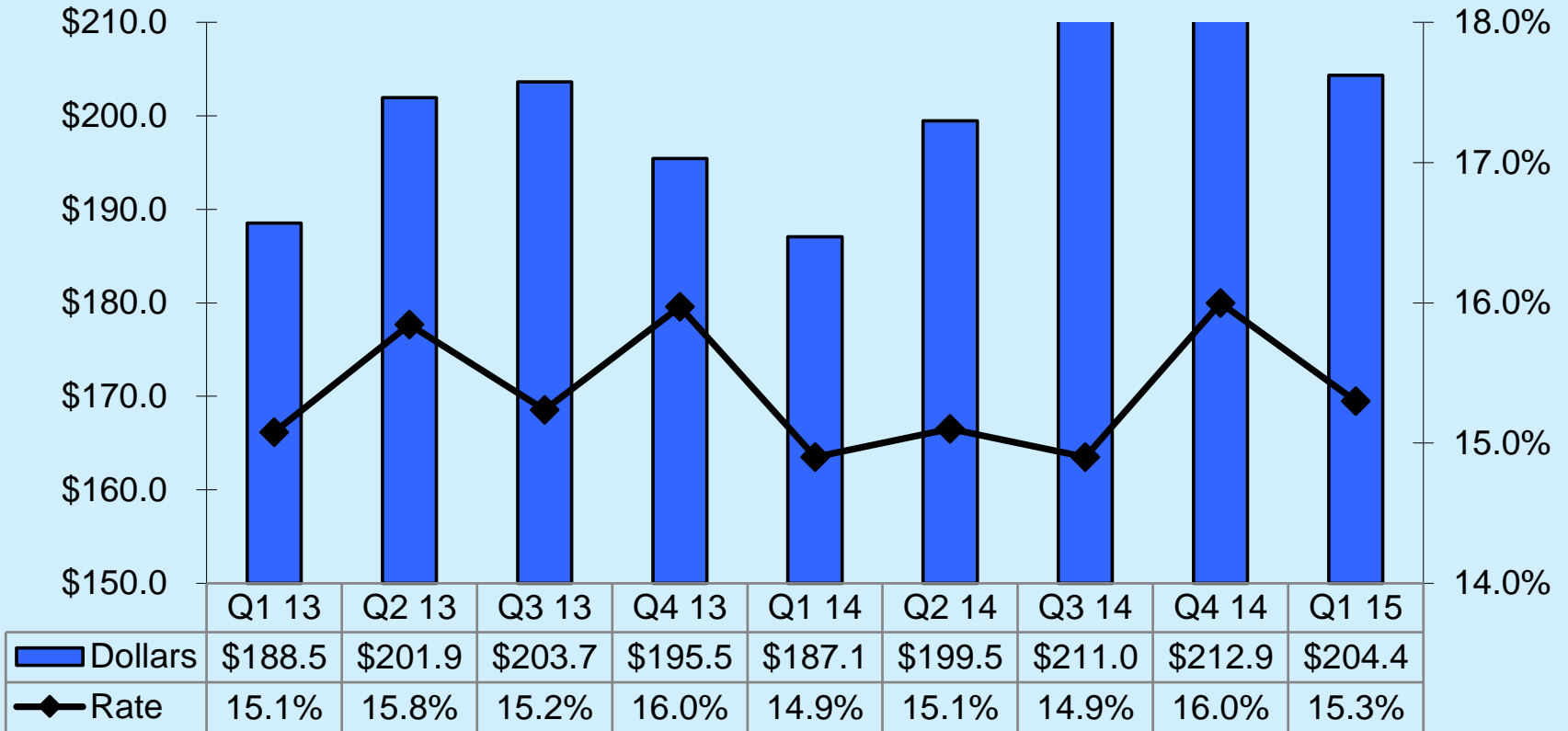
Consolidated Statement of Income

For the Three Months Ended March 31, 2015 and 2014

\$ thousands (except EPS)	% to sales change						
	\$ Q1 2015	% to Sales Q1 2015	\$ Q1 2014	% to Sales Q1 2014	\$ change Fav (Unfav)	% change Fav (Unfav)	Fav (Unfav) basis points
Net Sales	<u>\$ 1,332,375</u>		<u>\$ 1,254,139</u>		<u>\$ 78,236</u>	6.2%	
Gross Margin	204,450	15.3%	187,083	14.9%	17,367	9.3%	40
Operating Expense	198,372	14.9%	148,849	11.9%	(49,523)	(33.3%)	(300)
Operating Income	6,078	0.5%	38,234	3.0%	(32,156)	(84.1%)	(260)
Interest & Other	4,839		3,374		(1,465)		
Taxes	5,231		13,003		7,772		
Net (Loss) Income	<u>\$ (3,992)</u>		<u>\$ 21,857</u>		<u>\$ (25,849)</u>		
Diluted Shares (000s)	38,534		39,655		1,121	2.8%	
Diluted EPS	\$ (0.10)		\$ 0.55		\$ (0.65)	(118.2%)	
<u>Adjusted to exclude non-operating items *</u>							
Adjusted Operating Expense	\$ 167,911	12.6%	\$ 148,849	11.9%	\$ (19,062)	(12.8%)	(70)
Adjusted Operating Income	36,539	2.7%	38,234	3.0%	(1,695)	(4.4%)	(30)
Adjusted Net Income	19,904		21,857		(1,953)	(8.9%)	
Adjusted Diluted EPS	\$ 0.52		\$ 0.55		\$ (0.03)	(5.5%)	

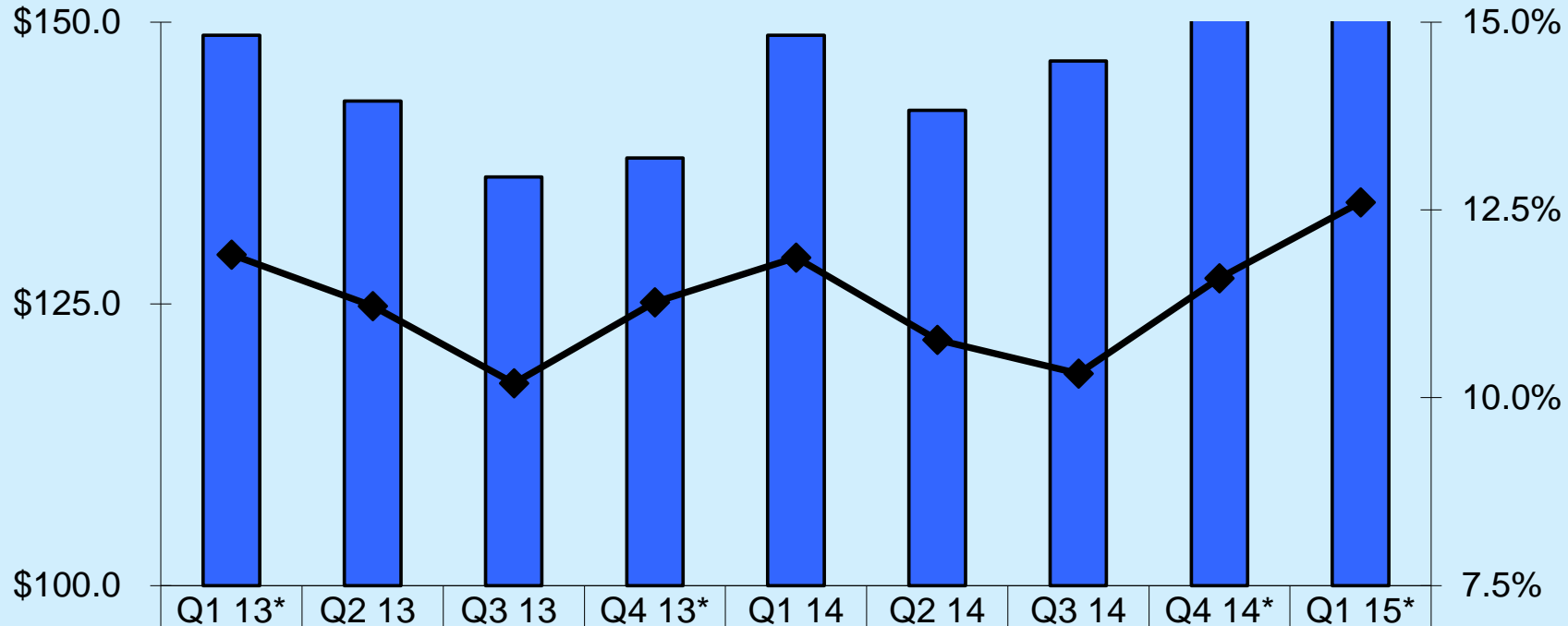
Gross Margin

Dollars in millions



Adjusted Operating Expense*

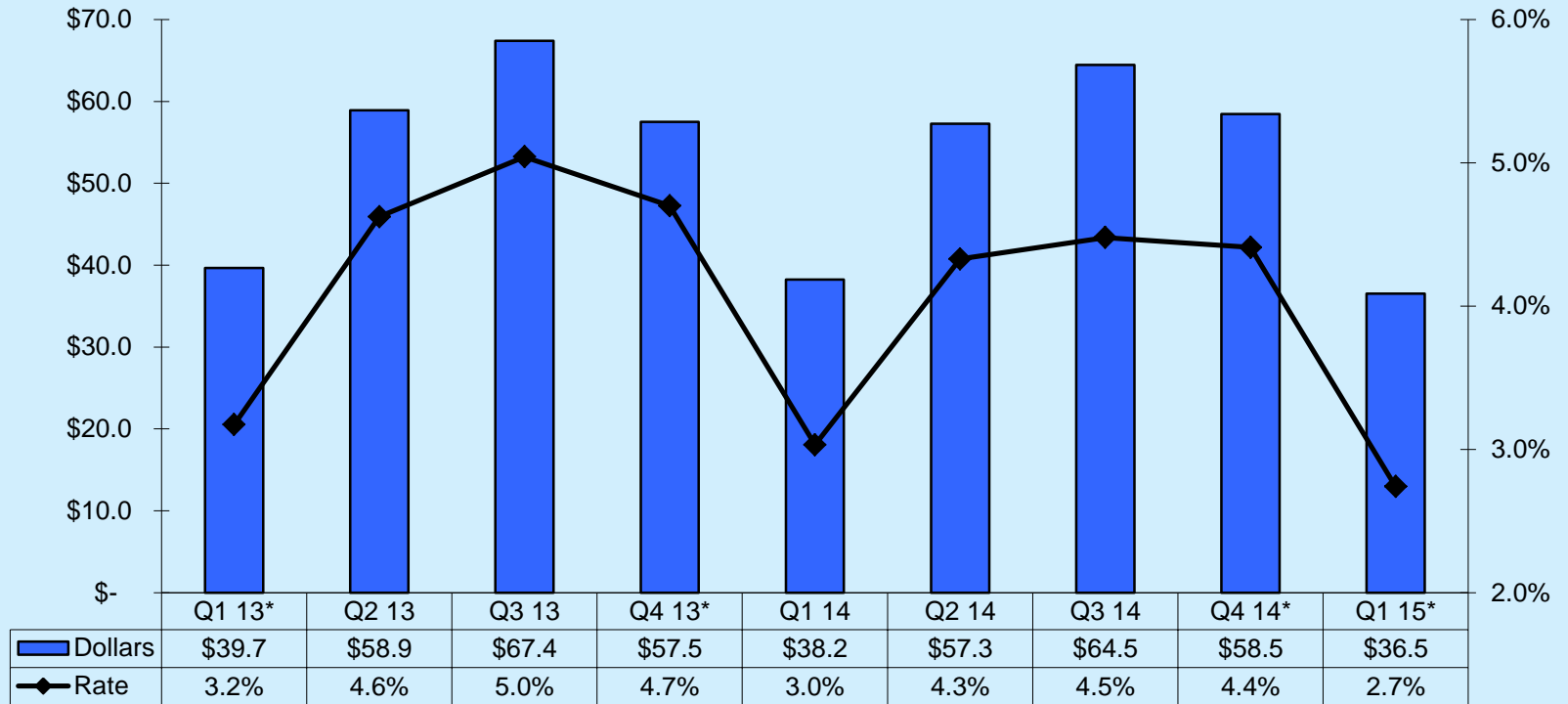
Dollars in millions



	Q1 13*	Q2 13	Q3 13	Q4 13*	Q1 14	Q2 14	Q3 14	Q4 14*	Q1 15*
■ Dollars	\$148.9	\$143.0	\$136.3	\$137.9	\$148.8	\$142.2	\$146.6	\$154.5	\$167.9
◆ Rate	11.9%	11.2%	10.2%	11.3%	11.9%	10.8%	10.3%	11.6%	12.6%

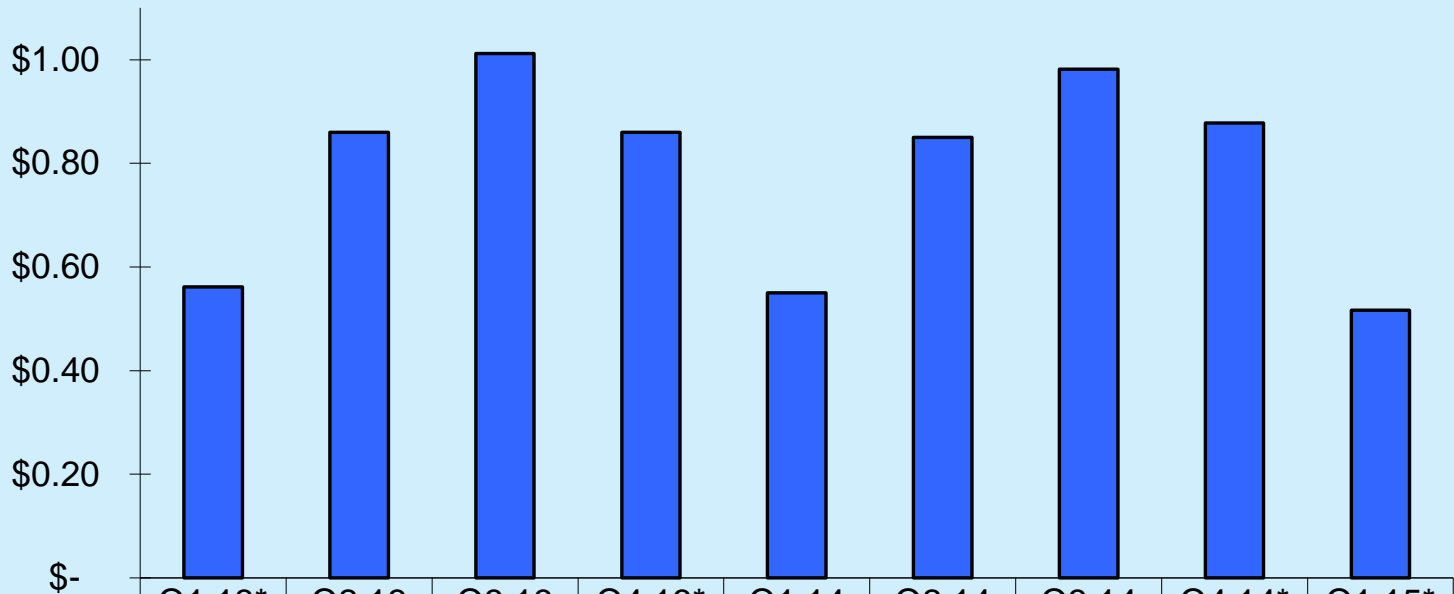
Adjusted Operating Income*

Dollars in millions



Adjusted Earnings per Share*

Shares in millions



	Q1 13*	Q2 13	Q3 13	Q4 13*	Q1 14	Q2 14	Q3 14	Q4 14*	Q1 15*
■ EPS	\$0.56	\$0.86	\$1.01	\$0.86	\$0.55	\$0.85	\$0.98	\$0.88	\$0.52
Diluted Shares	40.628	40.328	40.031	39.915	39.655	39.226	38.884	38.806	38.534

Working Capital Summary

\$ Millions	<u>3/31/2013</u>	<u>6/30/2013</u>	<u>9/30/2013</u>	<u>12/31/2013</u>	<u>3/31/2014</u>	<u>6/30/2014</u>	<u>9/30/2014</u>	<u>12/31/2014</u>	<u>3/31/2015</u>
Accounts Receivable	\$ 632.2	\$ 662.2	\$ 695.0	\$ 643.4	\$ 658.4	\$ 662.8	\$ 749.4	\$ 702.5	\$ 665.4
Inventories (LIFO)	726.2	732.2	722.8	830.3	748.5	804.4	796.3	926.8	871.3
Accounts Payable	431.9	475.2	469.9	476.1	397.2	486.6	515.4	485.2	467.7
	<u>Q1 2013</u>	<u>Q2 2013</u>	<u>Q3 2013</u>	<u>Q4 2013</u>	<u>Q1 2014</u>	<u>Q2 2014</u>	<u>Q3 2014</u>	<u>Q4 2014</u>	<u>Q1 2015</u>
Net Trade A/R DSO	39	39	39	38	40	38	40	37	38
Inventory Turns	5.7	5.9	6.2	5.3	5.4	5.8	6.0	5.2	5.0
A/P as % Inventory (LIFO)	59%	65%	65%	57%	53%	60%	65%	52%	54%
A/P as % Inventory (FIFO)	52%	56%	56%	51%	46%	53%	56%	46%	47%

Cash Flows

\$ Millions	<u>QTD</u> <u>Q1 14</u>	<u>QTD</u> <u>Q2 14</u>	<u>QTD</u> <u>Q3 14</u>	<u>QTD</u> <u>Q4 14</u>	<u>2014</u> <u>YTD</u>	<u>QTD</u> <u>Q1 15</u>
Net Income (Loss)	\$ 21.9	\$ 33.3	\$ 38.2	\$ 25.8	\$ 119.2	\$ (4.0)
Depreciation & Amortization	9.5	10.4	10.6	18.7	49.2	12.3
Share-based compensation	3.2	1.1	1.6	2.3	8.2	2.6
Writedown on impaired assets	-	-	-	8.2	8.2	23.6
Change in Accounts Receivable	(15.6)	(2.1)	(86.8)	88.0	(16.5)	26.2
Change in Inventory	81.7	(42.4)	7.3	(76.9)	(30.3)	42.8
Change in Accounts Payable	(78.9)	72.3	28.6	(62.7)	(40.7)	(13.0)
Change in Other Working Capital	(13.2)	10.4	15.6	(10.4)	2.4	(18.1)
Change in Working Capital	(26.0)	38.2	(35.3)	(62.0)	\$ (85.1)	37.9
Other	(7.1)	(5.6)	(0.3)	(9.6)	(22.6)	(9.7)
Cash provided by operating activities	1.5	77.4	14.8	(16.6)	77.1	62.7
Capital Expenditures	(6.4)	(3.9)	(5.1)	(9.6)	(25.0)	(5.5)
Proceeds from disposition of fixed assets	0.5	0.4	-	1.9	2.8	0.0
Net cash used for capital expenditures *	(5.9)	(3.5)	(5.1)	(7.7)	(22.2)	(5.5)
Free Cash Flow *	\$ (4.4)	\$ 73.9	\$ 9.7	\$ (24.3)	\$ 54.9	\$ 57.2

Debt and Capitalization

\$ Millions	<u>3/31/2014</u>	<u>6/30/2014</u>	<u>9/30/2014</u>	<u>12/31/2014</u>	<u>3/31/2015</u>
Debt	\$ 562.5	\$ 543.5	\$ 545.9	\$ 713.9	\$ 684.3
Equity	830.0	841.7	863.6	856.1	828.4
Total capitalization	\$ 1,392.5	\$ 1,385.2	\$ 1,409.5	\$ 1,570.0	\$1,512.7
Debt-to-total capitalization	40.4%	39.2%	38.7%	45.5%	45.2%