

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT  
Pursuant To Section 13 OR 15(d) Of The Securities Exchange Act of 1934

Date of report (Date of earliest event reported)

November 13, 2013

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**PATRICK INDUSTRIES, INC.**

(Exact name of registrant as specified in its charter)

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**Indiana**

(State or other jurisdiction  
of incorporation)

**000-03922**

(Commission  
File Number)

**35-1057796**

(IRS Employer  
Identification Number)

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**107 West Franklin, P.O. Box 638, Elkhart, Indiana**

(Address of Principal Executive Offices)

**46515**

(Zip Code)

Registrant's Telephone Number, including area code

**(574) 294-7511**

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(Former name or former address if changed since last report)

- 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 7.01 Regulation FD Disclosure.**

- a) Slides for Third Quarter 2013 Investor Presentation as contained in Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

- (d) Exhibits

Exhibit 99.1 - Slides for Third Quarter 2013 Investor Presentation

**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.

**PATRICK INDUSTRIES, INC.**

(Registrant)

Date: November 14, 2013

By:

/s/ Andy L. Nemeth

Andy L. Nemeth

Executive Vice President – Finance and

Chief Financial Officer



**THIRD QUARTER 2013  
INVESTOR PRESENTATION**

**NASDAQ: PATK**

# **PATRICK** INDUSTRIES, INC.



## Forward-Looking Statements

*This presentation contains certain statements related to future results, or states our intentions, beliefs and expectations or predictions for the future which are forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from either historical or anticipated results depending on a variety of factors. Further information concerning the Company and its business, including factors that potentially could materially affect the Company's financial results, is contained in the Company's filings with the Securities and Exchange Commission. We disclaim any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained in this presentation or to reflect any change in our expectations after the date of this presentation or any change in events, conditions or circumstances on which any statement is based.*

## Patrick Industries Highlights

- Patrick is a leading national manufacturer and distributor of a wide variety of building and component products for the RV, MH and Industrial markets.
- Strong leadership team and key players - top to bottom alignment and entrepreneurial culture
- Solid balance sheet and free cash flow generation
- Patrick's core market, the \$13 billion RV industry, has rebounded significantly from the recent recession.
- Track record of successful acquisitions and organic new product line introductions
- Capacity to capture additional market share through cross-selling of existing product lines and extensions
- Lean organization - operational efficiencies and expense controls
- Margins and profitability have increased steadily in the past five years.



# Patrick Industries Overview

- Leading national supplier serving the RV, Manufactured Housing & Industrial markets



## RV market: 73% of 9M'13 revenues

- Includes laminated panels, countertops, wrapped mouldings, cabinet doors, wiring/electrical/plumbing, furniture, interior passage doors, exterior graphics, interior lighting, wall coverings, fiberglass bath fixtures, and mattresses

- 16 manufacturing and 14 distribution centers

- Approximately 2,500 employees



## MH market: 16% of 9M'13 revenues

- Includes wall/ceiling panels, pressed & hardwood doors, wiring/electrical/plumbing, cement siding, drywall & roofing products, lighting, wall coverings, and bath tub and shower surrounds

- Strong leadership team & entrepreneurial culture



## Industrial markets: 11% of 9M'13 revenues

- Includes retail and commercial fixtures, kitchen cabinets, solid surface countertops, and residential furniture

- Strong customer relationships

# Patrick Facility Profile



Patrick's nationwide network of manufacturing and distribution centers reduces in-transit delivery time and cost to our customers.

**# of Centers (as of 9/29/13)**

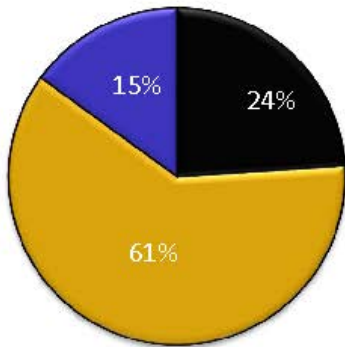
Manufacturing	16
Distribution	14



# Sales Concentration By Market

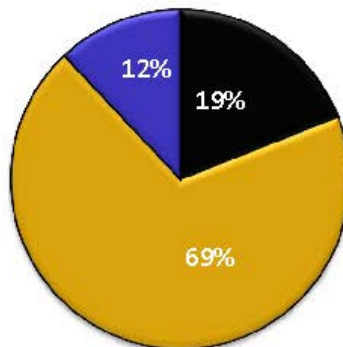
*The increase in wholesale unit shipments in the RV market, new product introductions, and the impact of acquisitions over the last 3 years contributed to an increase in our RV market sales concentration.*

2011 Actual Industry  
Sales Breakdown  
\$307.8 million



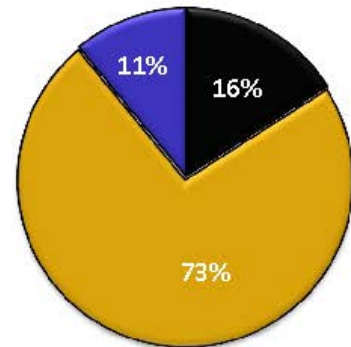
■ MH ■ RV ■ Industrial

2012 Actual Industry Sales  
Breakdown  
\$437.4 million



■ MH ■ RV ■ Industrial

Nine Months 2013 Actual  
Industry Sales Breakdown  
\$448.3 million

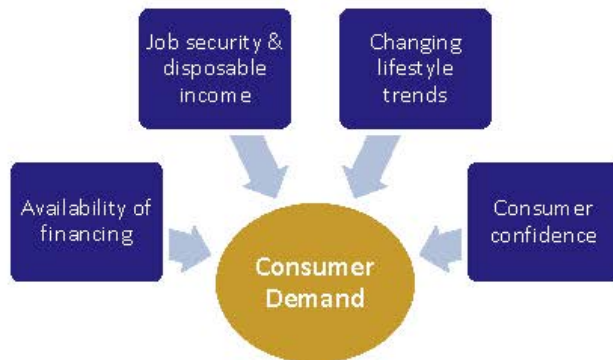


■ MH ■ RV ■ Industrial



# RV Market Growth Factors

## Drivers of Consumer Demand



## Market Growth

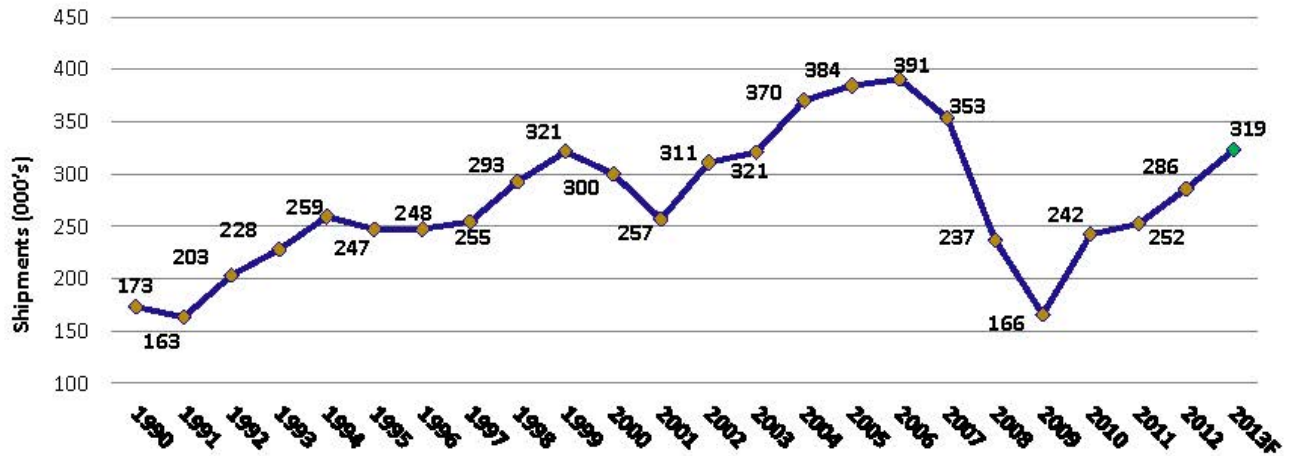


- 73% of Patrick's nine months 2013 sales and 69% for full year 2012
- RVs appeal to consumers with young families who:
  - Value spending time with their family
  - Enjoy participating in a broad range of outdoor activities
  - Act in an environmentally-friendly way when enjoying leisure time
- RV sales will continue to benefit from the aging baby-boomers:
  - Number of consumers between the ages of 55 and 70 is projected to total 56 million by 2020 (27% higher than in 2010)

# RV Industry Shipment Trends

*After a dramatic rebound in 2010 from a 58% decline in unit shipments in the period of 2006-2009, the RV industry has experienced steady growth.*

### RV Wholesale Unit Shipments



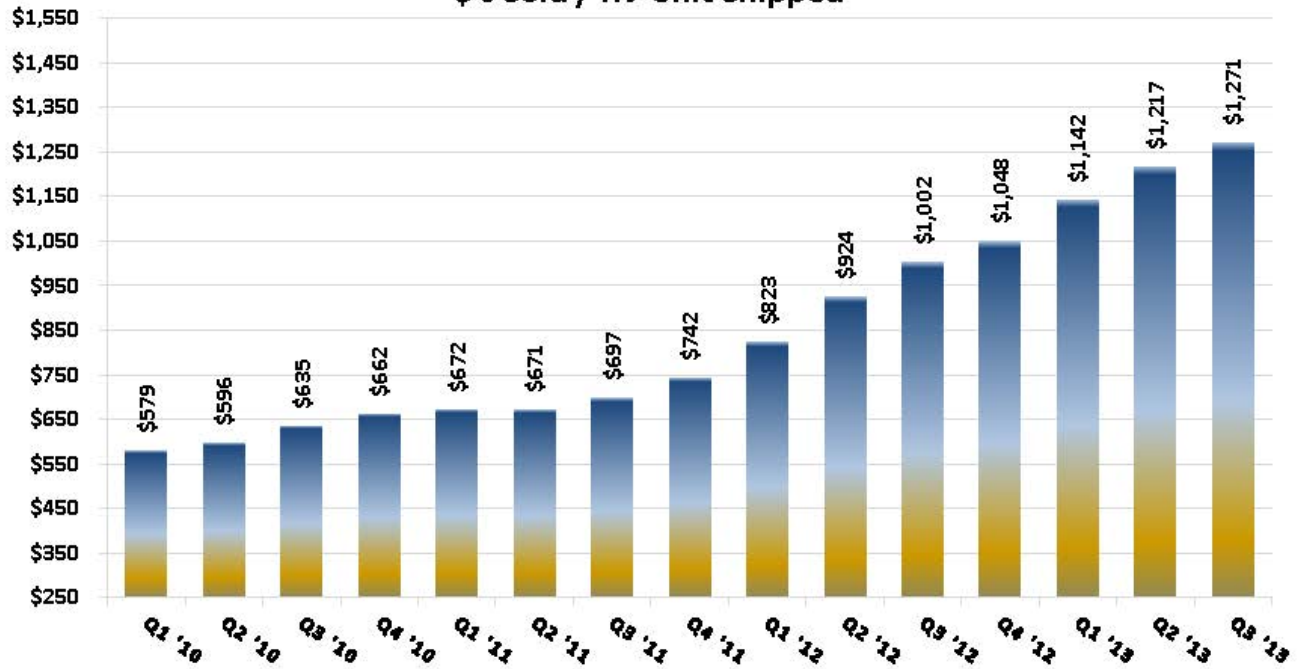
- 72% increase in unit shipments from 2009 to 2012
- RVIA projects an approximate 12% increase in unit shipments in 2013.

Source: 1990 – 2013 Forecast (F): Recreational Vehicle Industry Association (RVIA)

# RV Content Per Unit

*With market share gains, new products and extension growth, and acquisitions, our RV unit content has grown 54% since Q1 of '12.*

\$'s Sold / RV Unit Shipped \*



\*Based on TTM Average



# MH Market Growth Factors

## Drivers of Consumer Demand



## Market Growth



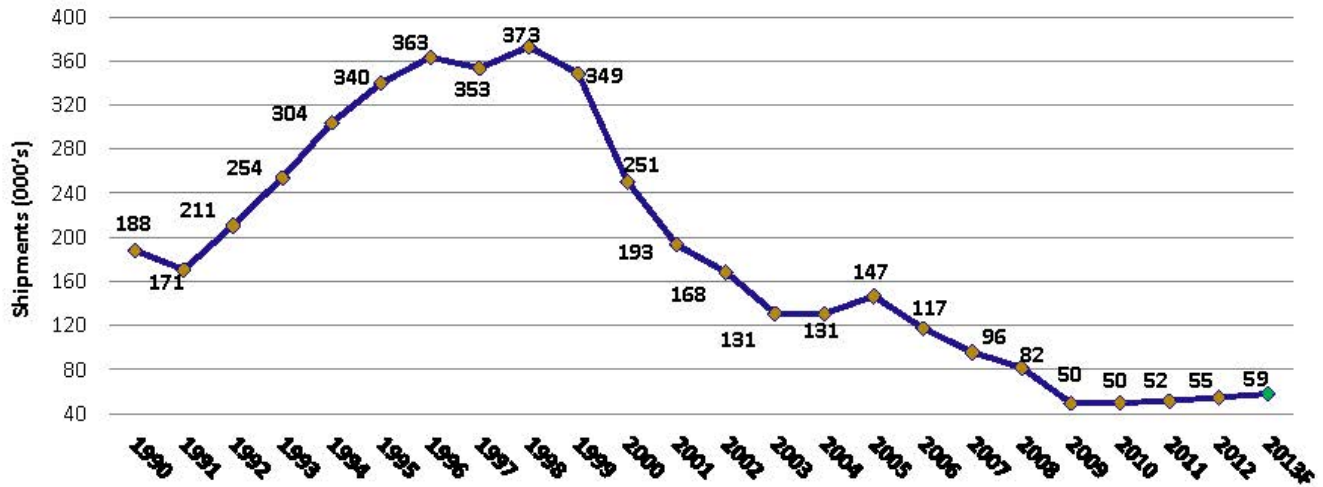
- 16% of Patrick's nine months 2013 sales and 19% for full year 2012
- There is upside potential, with little downside risk, if volumes maintain their historical relationship with new housing starts.
  - Unit shipments have averaged about 10% of single-family housing starts over the last 10 years.
- Potential gain from the recalibration of quality credit standards, job growth, and the significant numbers of consumers who have been forced into transitional housing who will most likely return to more permanent housing



# MH Shipment Trends

*The MH Industry continues to recover at a slower pace after suffering from conditions very similar to the residential housing crisis in 2008.*

## MH Wholesale Unit Shipments



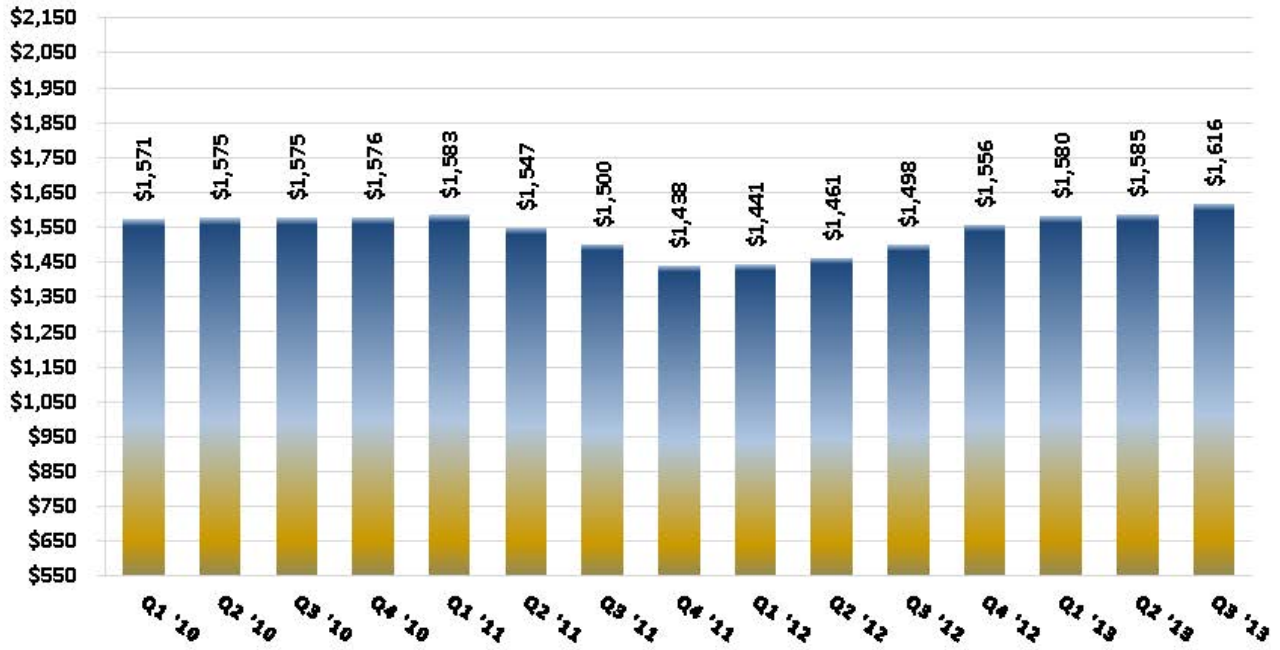
- 10% increase in unit shipments from 2009-2012
- Patrick forecasts a 7% increase for industry unit shipments for full year 2013.

Source: 1990-2012: Manufactured Housing Institute; 2013 Company Forecast (F)

# MH Content Per Unit

*Our content per unit shipped continued to improve from Q4 of '11.*

\$'s Sold / MH Unit Shipped \*

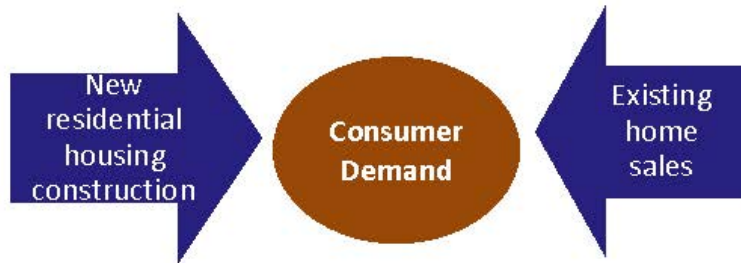


\*Based on TTM Average



# Industrial Market Growth Factors

## Drivers of Consumer Demand



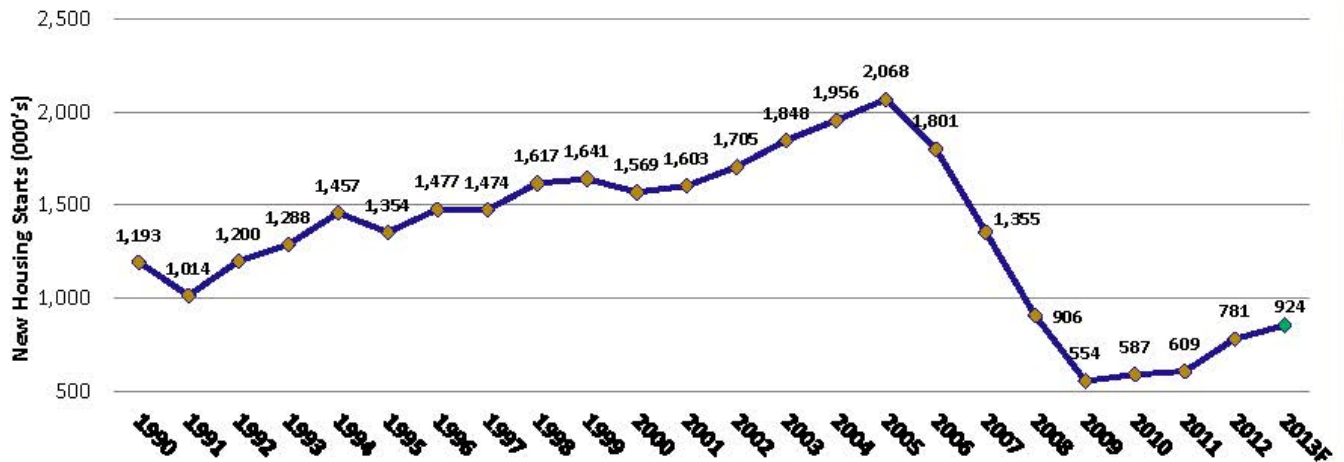
## Market Growth



- 11% of Patrick's nine months 2013 sales and 12% for full year 2012
- 60% of Company's industrial revenue base tied directly to residential housing market
- National Association of Home Builders (NAHB) predicts an 18% increase in total housing starts for full year 2013 over the prior year (as of September 26, 2013).
- Patrick has targeted certain sales efforts towards industrial market segments less directly tied to new residential construction, including the retail fixture, furniture, and countertop markets.

# New Housing Starts Trends

*We estimate that approximately 60% of our industrial revenue base is directly tied to the residential housing market which has started to show signs of a recovery.*



- 41% improvement in housing starts from 2009-2012, with an additional 18% growth estimated in 2013 vs. 2012
- Despite recent growth, housing starts remain well below historical levels.

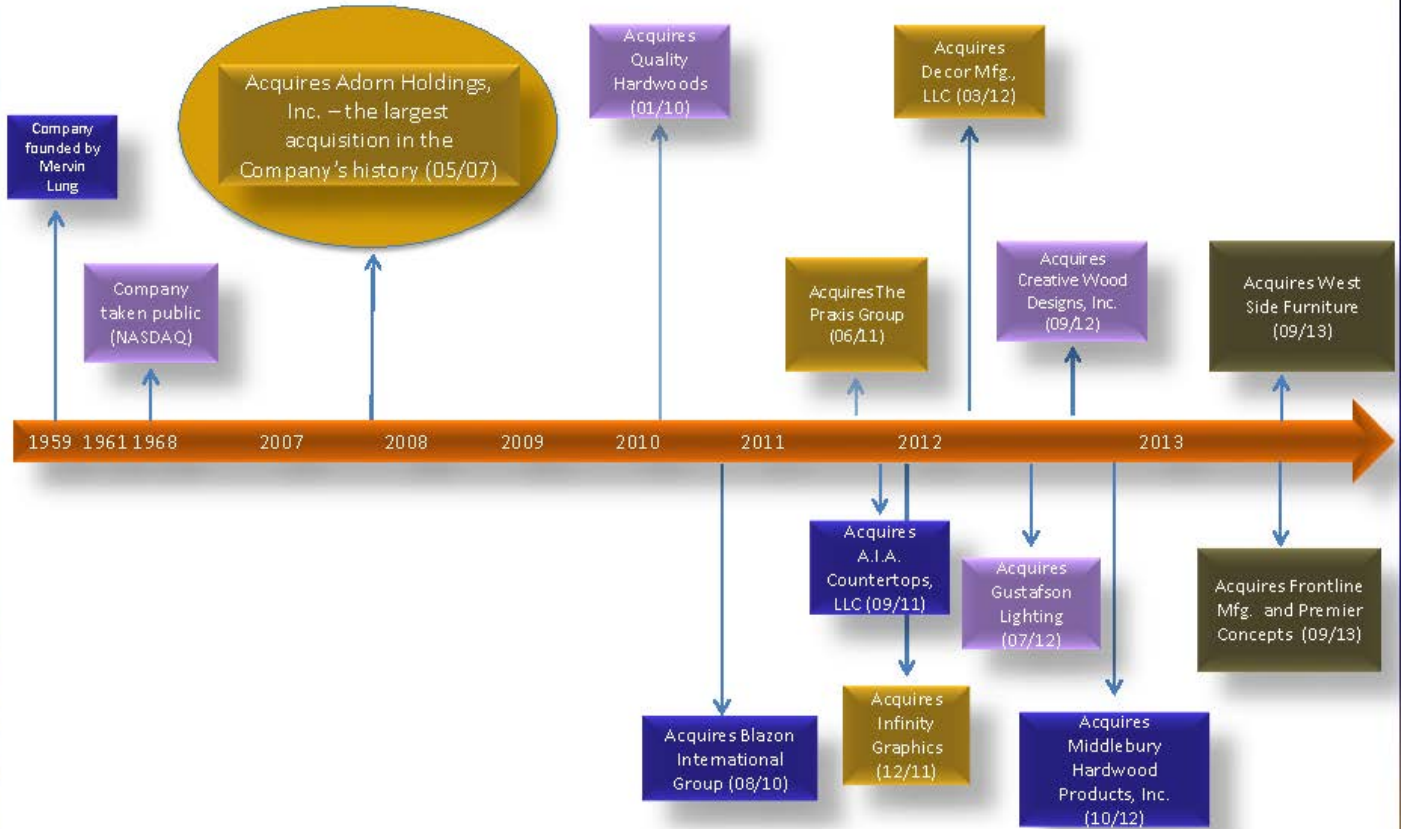
Source: 1990-2012: U. S. Census Bureau; 2013F: NAHB Forecast (latest available as of September 26, 2013)

# Acquisition Strategy

- **We target organizations with:**
  - Solid management teams
  - High quality product lines
  - Strong customer and supplier relationships
- **Patrick provides the acquired businesses with:**
  - Opportunity to allow the creative entrepreneurial sprit of each to continue to thrive
  - Capital and administrative support, and operational support where needed
- **Our goals are to:**
  - Introduce new and innovative product lines that complement our core competencies
  - Capitalize on the opportunity to cross sell our extensive product catalog to our customer base
  - Increase our content per unit
  - Leverage our management capabilities



# Growth Through Acquisition



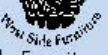


# Acquisition Summary (2010 – 2013)

Date Completed	Business	Net Purchase Price	Annualized Sales*	Segment	Industry	Products
01/2010	 Quality Hardwoods Sales	\$2.0 MM	\$2 MM	Manufacturing	RV	Cabinet Doors
08/2010	 Blazon International Group	\$3.8 MM	\$20 MM	Distribution	RV & MH	Wiring, electrical, plumbing, and other building products
06/2011	 The Praxis Group	\$0.5 MM	\$4 MM	Distribution	RV	Painted countertops, foam products, and furniture products
09/2011	 A.I.A. Countertops, LLC	\$5.5 MM	\$20 MM	Manufacturing	RV & Industrial	Solid surface countertops, backsplashes, tables, and signs
12/2011	 Infinity Graphics (formerly Performance Graphics)	\$1.3 MM	\$2 MM	Manufacturing	RV & Industrial	Designer, producer, and installer of exterior graphics
03/2012	 Décor Mfg., LLC	\$4.3 MM	\$17 MM	Manufacturing	RV	Laminated and wrapped products
07/2012	 Gustafson Lighting	\$2.8 MM	\$12 MM	Distribution	RV	Interior and exterior lighting products, ceiling fans and accessories
09/2012	 Creative Wood Designs, Inc.	\$3.0 MM	\$18 MM	Manufacturing	RV	Hardwood furniture including interior hardwood tables, chairs, and dinettes
10/2012	 Middlebury Hardwood Products, Inc.	\$19.8 MM	\$33 MM	Manufacturing	RV, MH & Industrial	Hardwood cabinet doors and other hardwood products

\*Projected Annualized Sales as of the acquisition date

## Acquisition Summary (2010 – 2013) (continued)

Date Completed	Business	Net Purchase Price	Annualized Sales*	Segment	Industry	Products
09/2013	 Frontline Mfg., Inc.	\$5.2 MM	\$15 MM	Manufacturing	RV, MH & Industrial	Fiberglass bath fixtures including tubs and showers
09/2013	 Premier Concepts, Inc.	\$2.6 MM	\$10 MM	Manufacturing	RV, MH & Industrial	Solid surface countertops
09/2013	 West Side Furniture	\$8.7 MM	\$17 MM	Distribution	RV	Recliners, mattresses, other furniture products

\* Projected Annualized Sales as of the acquisition date

# **September 29, 2013**

## **Financial Review**

## Third Quarter Financial Summary

### Patrick Industries 3<sup>rd</sup> Quarter 2013 Results

(\$ in thousands except per share data)	9/29/2013	% to Net Sales	9/30/2012	% to Net Sales
Net Sales	\$146,623		\$112,946	
Cost of Goods Sold	124,800	85.1%	96,043	85.0%
Gross Profit	21,823	14.9%	16,903	15.0%
Warehouse & Delivery	5,293	3.6%	4,086	3.6%
Selling, General & Administrative	7,001	4.8%	5,398	4.8%
Income Before Income Taxes	8,434	5.8%	6,554	5.8%
Income Taxes	2,982	2.0%	-	-
Net Income	\$5,452	3.7%	\$6,554	5.8%
EBITDA	\$10,816	7.4%	\$8,494	7.5%
EPS - Diluted	\$0.51		\$0.60	
<b>ADJUSTED RESULTS *</b>				
Net Income	\$5,283	3.6%	\$4,036	3.6%
EPS - Diluted	\$0.49		\$0.37	

\*Reflects adjustments for differences in Patrick's tax position in 2012 vs. 2013, as well as for certain other items in each period to assist in assessing our ongoing performance. See supplementary schedules on page 28 for reconciliation to reported GAAP net income and diluted EPS.



# Nine Months Financial Summary

## Patrick Industries Nine Months 2013 Results

(\$ in thousands except per share data)	9/29/2013	% to Net Sales	9/30/2012	% to Net Sales
Net Sales	\$448,319		\$331,239	
Cost of Goods Sold	378,900	84.5%	280,063	84.6%
Gross Profit	69,419	15.5%	51,176	15.4%
Warehouse & Delivery	14,539	3.2%	11,741	3.5%
Selling, General & Administrative	21,411	4.8%	16,256	4.9%
Income Before Income Taxes (Credit)	30,690	6.8%	18,228	5.5%
Income Taxes (Credit)	11,662	2.6%	(6,650)	-2.0%
Net Income	\$19,028	4.2%	\$24,878	7.5%
EBITDA	\$37,912	8.5%	\$26,471	8.0%
EPS - Diluted	\$1.76		\$2.32	
<b>ADJUSTED RESULTS *</b>				
Net Income	\$18,602	4.1%	\$12,228	3.7%
EPS - Diluted	\$1.72		\$1.14	

\*Reflects adjustments for differences in Patrick's tax position in 2012 vs. 2013, as well as for certain other items in each period to assist in assessing our ongoing performance. See supplementary schedules on page 28 for reconciliation to reported GAAP net income and diluted EPS.

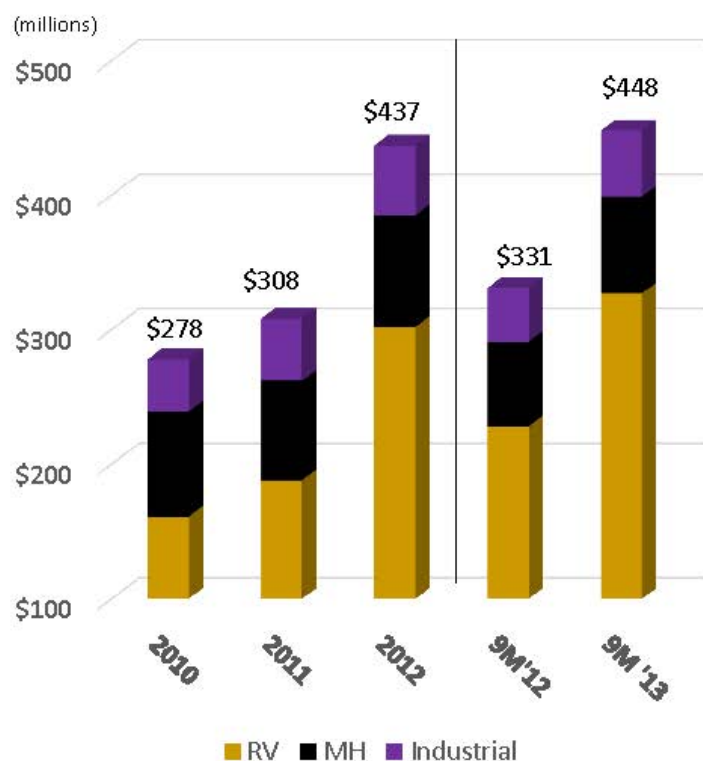
## Balance Sheet Summary

(\$ in thousands)	9/29/2013	12/31/2012	9/30/2012
Cash and Cash Equivalents	\$ 10,510	\$ 434	\$ 888
Trade Receivables	35,518	17,858	31,650
Inventories	55,854	46,992	40,978
Other Current Assets	6,741	8,386	3,074
Property, Plant & Equipment, net	40,113	37,069	28,602
Goodwill	16,970	10,362	6,753
Intangible Assets	26,394	19,219	13,280
Other Non-Current Assets	2,235	3,149	6,552
<b>Total Assets</b>	<b>\$ 194,335</b>	<b>\$ 143,469</b>	<b>\$ 131,777</b>
Accounts Payable	\$ 36,155	\$ 17,336	\$ 27,005
Accrued Liabilities	14,872	11,816	10,579
Total Debt	63,000	49,716	33,089
Other Long-Term Liabilities	3,481	3,193	3,438
<b>Total Liabilities</b>	<b>117,508</b>	<b>82,061</b>	<b>74,111</b>
<b>Shareholders' Equity</b>	<b>76,827</b>	<b>61,408</b>	<b>57,666</b>
<b>Total Liabilities &amp; Shareholders' Equity</b>	<b>\$ 194,335</b>	<b>\$ 143,469</b>	<b>\$ 131,777</b>

## Cash Flow Summary

(\$ in thousands)	Nine Months 9/29/2013	Nine Months 9/30/2012
<b>Cash Flows From Operating Activities:</b>		
Net income	\$ 19,028	\$ 24,878
Depreciation & amortization	5,216	3,693
Stock warrants revaluation/ deferred financing amort/debt discount	312	2,317
Stock compensation/deferred compensation/other	4,529	(6,069)
Changes in operating assets & liabilities, net	(7,633)	(10,189)
<b>Net cash provided by operating activities</b>	<b>21,452</b>	<b>14,630</b>
<b>Cash Flows From Investing Activities:</b>		
Capital expenditures	(5,214)	(5,281)
Business acquisitions	(16,544)	(9,223)
Proceeds from sale of PP&E / other	967	16
<b>Net cash used in investing activities</b>	<b>(20,791)</b>	<b>(14,488)</b>
<b>Cash Flows From Financing Activities:</b>		
Debt borrowings (payments), net	13,284	(12)
Stk option exercises/stk repurchases/excess tax benefit stk comp.	(3,651)	221
Payment of deferred financing/debt issuance costs/other	(218)	(13)
<b>Net cash provided by financing activities</b>	<b>9,415</b>	<b>196</b>
Increase in cash and cash equivalents	10,076	338
Cash and cash equivalents at beginning of year	434	550
<b>Cash and cash equivalents at end of period</b>	<b>\$ 10,510</b>	<b>\$ 888</b>

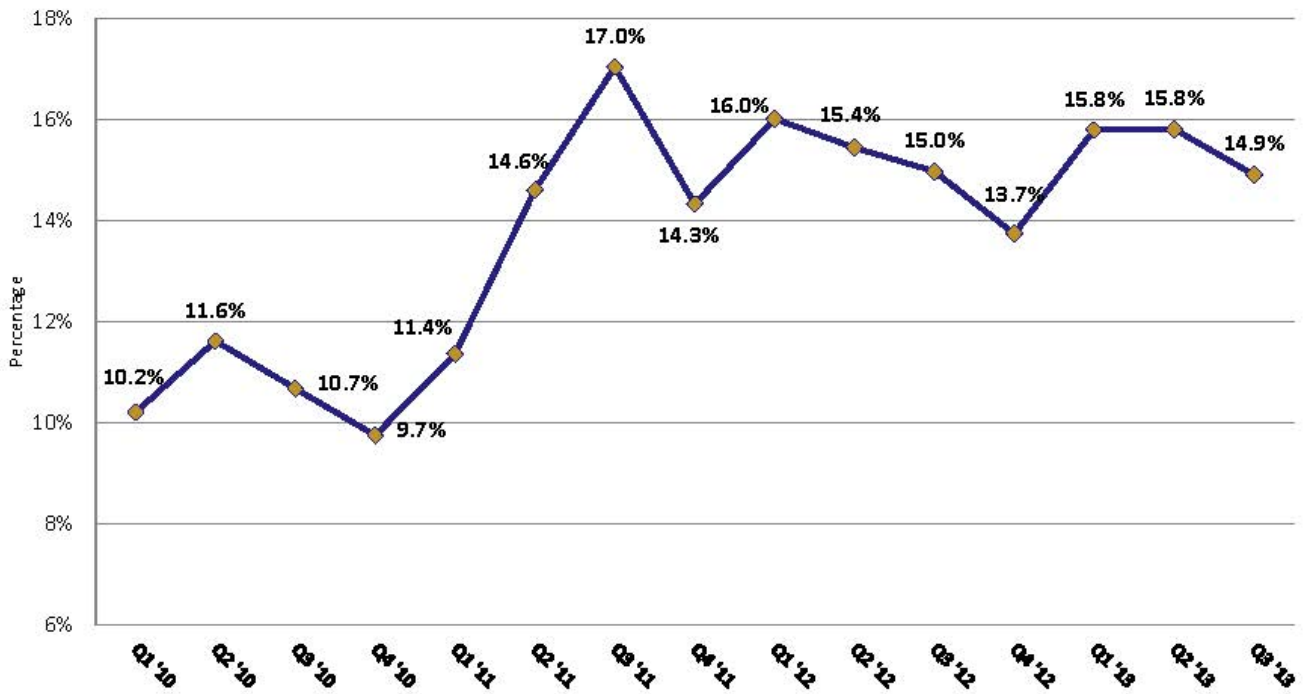
# Net Sales



- **3Q'13 sales increased 29.8%**
  - RV: 35% revenue increase & 70% of 3Q'13 sales
  - MH: 16% revenue increase & 18% of 3Q'13 sales
  - Industrial markets: 25% revenue increase & 12% of 3Q'13 sales
- **9 Months '13 sales increased 35.3%**
  - RV: 44% revenue increase & 73% of 9M'13 sales
  - MH: 12% revenue increase & 16% of 9M'13 sales
  - Industrial markets: 25% revenue increase & 11% of 9M'13 sales

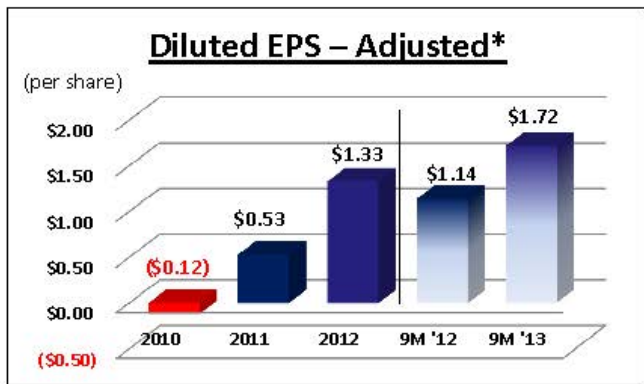
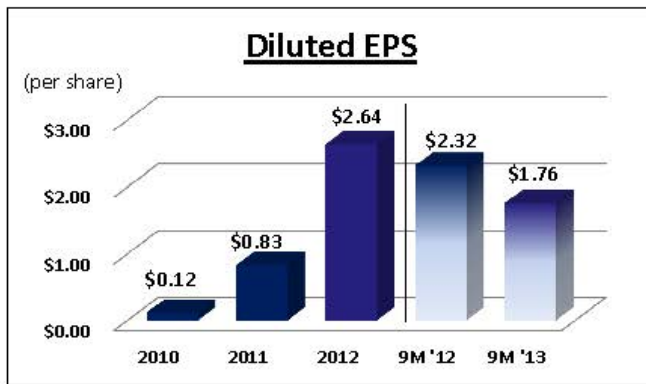
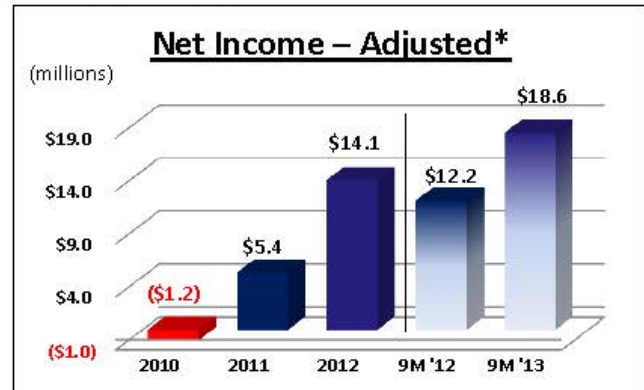
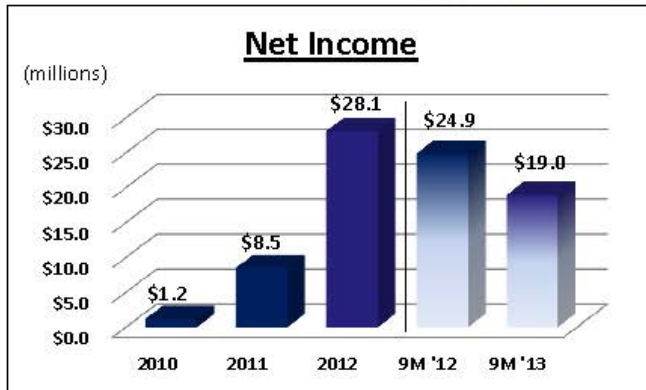
# Gross Margin Trends

*Our gross margins have been improving consistent with our acquisition and strategic growth plans. Quarterly variability of gross margins is driven by seasonal and competitive factors.*





## Net Income & Diluted EPS Summary (Reported / Adjusted) 2010-Nine Months 2013



\*Reflects adjustments for differences in Patrick's tax position in 2010-2012 vs. 2013, as well as for certain other items in each period to assist in assessing our ongoing performance. See supplementary schedules on page 28 for reconciliation to reported GAAP net income and diluted EPS.

## Supplementary Schedules

(\$ in thousands)	2010	2011	2012	3Q '12	9M '12	3Q '13	9M '13
Reported net income (GAAP)	\$ 1,226	\$ 8,470	\$ 28,095	\$ 6,554	\$ 24,878	\$ 5,452	\$ 19,028
Adjustment factors:							
(Gain) loss on sale of fixed assets & acquisition of business	(2,866)	(244)	(238)	(234)	(237)	6	(424)
Stock warrants revaluation	(261)	699	1,731	(73)	1,731	0	0
Receivable recovery	0	0	0	0	0	(262)	(262)
Income taxes (credit)	(81)	(163)	(6,823)	0	(6,650)	2,982	11,662
Adjusted income (loss) before income taxes (credit)	(1,982)	8,762	22,765	6,247	19,722	8,178	30,004
Adjusted income taxes (credit) *	(753)	3,330	8,651	2,211	7,494	2,895	11,402
Adjusted net income (loss) (Non-GAAP)	\$ (1,229)	\$ 5,432	\$ 14,114	\$ 4,036	\$ 12,228	\$ 5,283	\$ 18,602

(per share data)	2010	2011	2012	3Q '12	9M '12	3Q '13	9M '13
Reported diluted net income per share (GAAP)	\$ 0.12	\$ 0.83	\$ 2.64	\$ 0.60	\$ 2.32	\$ 0.51	\$ 1.76
Net EPS impact due to adjustment factors above	(0.24)	(0.30)	(1.31)	(0.23)	(1.18)	(0.02)	(0.04)
Adjusted diluted net income (loss) per share (Non-GAAP)	\$ (0.12)	\$ 0.53	\$ 1.33	\$ 0.37	\$ 1.14	\$ 0.49	\$ 1.72

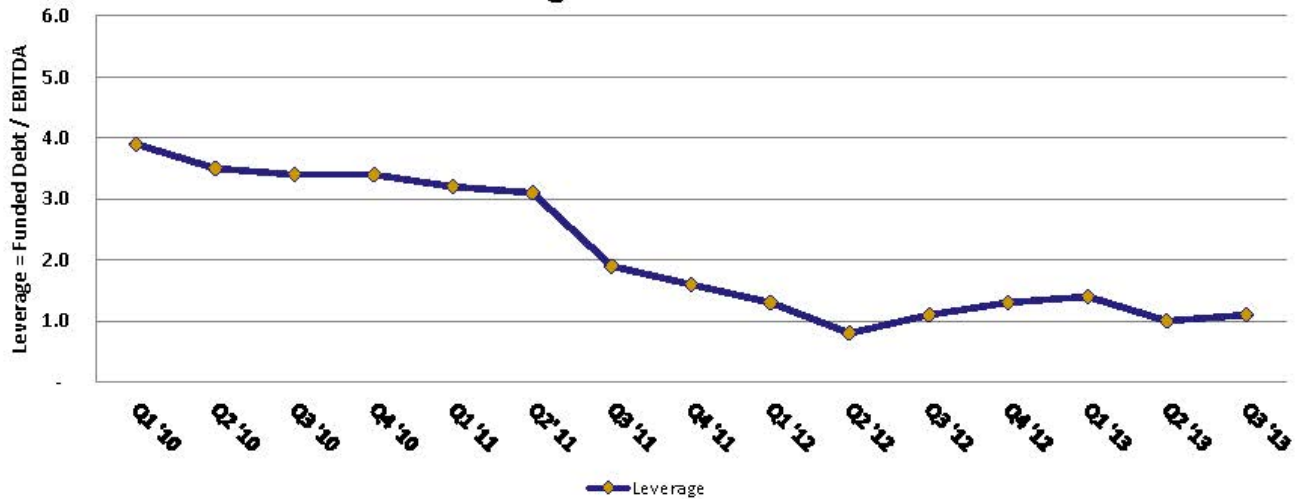
\*Utilized full year estimated effective tax rate of 38% for the nine month periods and for 2010, 2011 and 2012; utilized the estimated effective tax rate of 35.4% for the third quarters ended 2012 and 2013.

The Company reports its financial results in accordance with accounting principles generally accepted in the United States ("GAAP" or referred to herein as "reported"). However, management believes that certain non-GAAP financial measures provide users with additional meaningful financial information that should be considered when assessing our ongoing performance. Management also uses these non-GAAP financial measures in making financial, operating and planning decisions and in evaluating the Company's performance. Non-GAAP financial measures should be viewed in addition to, and not as an alternative for, the Company's reported results prepared in accordance with GAAP. Our non-GAAP financial information does not represent a comprehensive basis of accounting.

# Leverage Position

*Our leverage position has improved significantly since the recession and we have ample cushion to increase leverage if needed for future growth opportunities.*

Leverage Position Trend



Since year-end 2009, despite spending \$59.5 million on acquisitions, \$16.9 million on capital expenditures, and \$6.1 million on share repurchases, our net debt has increased by only \$10.3 million, reflecting our enhanced profitability, focus on cash management, and our ability to leverage our operating model and integrate acquisitions.

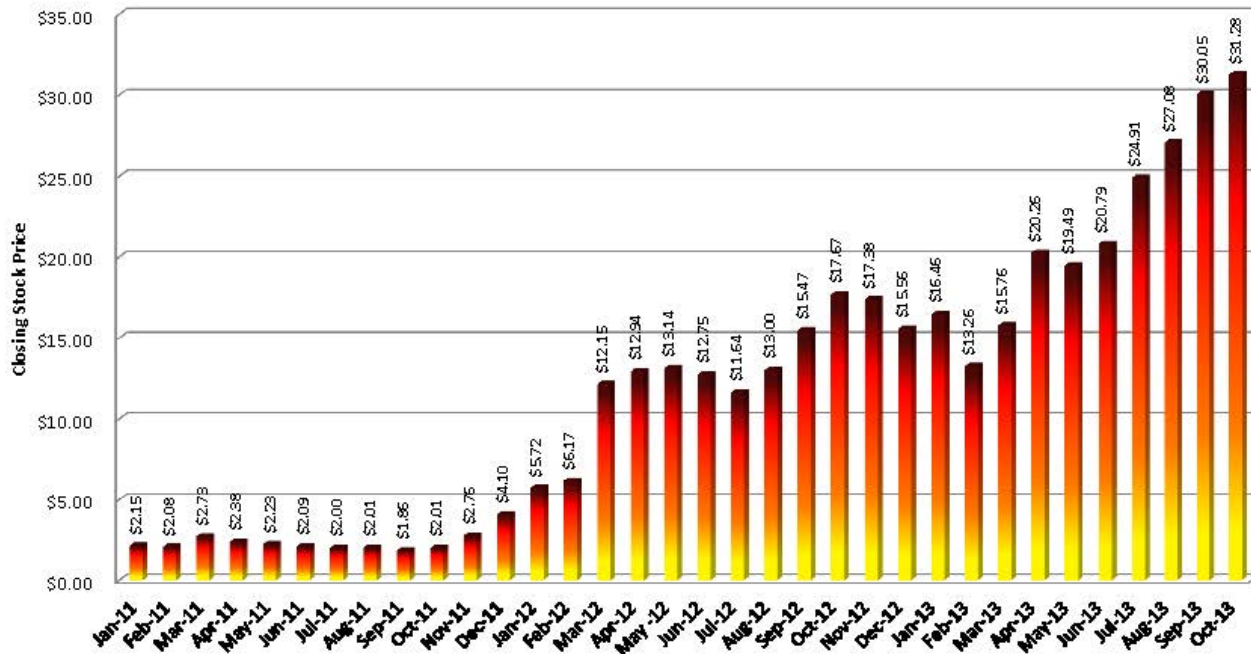
Note 1: Consolidated Total Leverage (2012 Credit Facility) = Consolidated Total Indebtedness (including undrawn letters of credit) divided by Consolidated Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA")

Note 2: Leverage covenant pursuant to the 2012 Credit Facility is measured and reported on a quarterly basis and is not to exceed 3.50 to 1.00 for the 12-month period ending on such quarter-end.

# Stock Price Trend 2011-October 2013

*Our stock price performance has trended consistent with our operating and financial results.*

## Monthly Closing Stock Price Trend



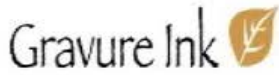
Patrick has 10.6 million shares outstanding and a market capitalization of approximately \$310 million as of November 8, 2013.

# **Patrick's Products and Segments**



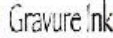


# Patrick's Manufactured Products



# Manufactured Products

- Made-to-order laminated products including vinyl, paper, veneers and high pressure laminates (HPL)
  - Cut to size, boring, foiling & edge-banding
- Solid surface, granite & quartz countertop fabrication
- Wrapped profile mouldings
- Cabinet doors & components
- Hardwood furniture
- Countertops
- Interior passage doors
- Exterior graphics
- Slotwall panels & components
- Backsplashes, tables & signs
- Fiberglass bath fixtures



# Manufactured Products

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# Patrick's Distribution Products





# Distribution Products

- Pre-finished wall and ceiling panels
- Drywall & drywall finishing products
- Electronics
- Wiring, electrical & plumbing products
- Interior & exterior lighting products
- Interior passage doors
- Recliners, mattresses & other furniture
- Roofing products
- Laminate flooring
- Cement siding
- Shower doors
- Fireplaces & slide-out surrounds





# Distribution Products

- Pre-finished wall and ceiling panels
- Drywall & drywall finishing products
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- Interior & exterior lighting products
- Interior passage doors
- Recliners, mattresses & other furniture
- Roofing products
- Laminate ceramic flooring
- Cement siding
- Shower doors
- Fireplaces & slide-out surrounds



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