

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 Exchange Act of 1934**

Date of Report (Date of earliest event reported): August 4, 2020

**Simpson Manufacturing Co., Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation)

**1-13429**

(Commission file number)

**94-3196943**

(I.R.S. Employer Identification  
No.)

**5956 W. Las Positas Boulevard, Pleasanton, CA 94588**

(Address of principal executive offices)

(Registrant's telephone number, including area code): **(925) 560-9000**

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered
<b>Common Stock, par value \$0.01 per share</b>	<b>SSD</b>	<b>New York Stock Exchange</b>

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-2)
- ☐ 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 7.01 Regulation FD Disclosure.**

Representatives of Simpson Manufacturing Co., Inc. (the “Company”) intend to present the Investor Presentation furnished as Exhibit 99.1 to this Current Report on Form 8-K, to analysts and investors from time to time on or after August 5, 2020. The Investor Presentation will be available on the Investor Relations page of the Company’s website at [simpsonmfg.com](http://simpsonmfg.com).

The information furnished pursuant to this Item 7.01, including Exhibit 99.1 furnished herewith, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1 furnished herewith, contains “forward-looking statements” within the meaning of the safe harbor provisions of the federal securities laws. It should be read in conjunction with the “Safe Harbor” statement contained in the Investor Presentation, the risk factors included in the Company’s periodic reports filed with the Securities and Exchange Commission and the other public announcements that the Company may make, by press release or otherwise, from time to time.

**Item 9.01 Financial Statements and Exhibits.**(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Simpson Manufacturing Co., Inc. Investor Presentation</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

## SIGNATURES

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.

**Simpson Manufacturing Co., Inc.**

(Registrant)

**DATE:** August 4, 2020

By /s/ Brian J. Magstadt

Brian J. Magstadt

Chief Financial Officer

**SIMPSON**

**Manufacturing  
COMPANY**

TM



**Karen Colonias**  
CEO  
**Brian Magstadt**  
CFO

**STRENGTH BUILT IN**

August | 2020

*This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended, and Section 2 IE of the Securities Exchange Act of 1934, as amended.*

*Forward-looking statements generally can be identified by words such as "anticipate," "believe," "estimate," "expect," "intend," "plan," "target," "continue," "predict," "project," "change," "result," "future," "will," "could," "can," "may," "likely," "potentially," or similar expressions that concern our strategy, plans, expectations or intentions. Forward-looking statements include, but are not limited to, statements about future financial and operating results, our plans, objectives, business outlook, priorities, expectations and intentions, expectations for sales growth, comparable sales, earnings and performance, stockholder value, capital expenditures, cash flows, the housing market, the home improvement industry, demand for services, share repurchases, our strategic initiatives, including the impact of these initiatives on our strategic and operational plans and financial results, and any statement of an assumption underlying any of the foregoing and other statements that are not historical facts. Although we believe that the expectations, opinions, projections and comments reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties and we can give no assurance that such statements will prove to be correct. Actual results may differ materially from those expressed or implied in such statements.*

*Forward-looking statements are subject to inherent uncertainties, risk and other factors that are difficult to predict and could cause our actual results to vary in material respects from what we have expressed or implied by these forward-looking statements. Important factors that could cause our actual results and financial condition to differ materially from those expressed in our forward-looking statements include the impact of COVID-19 on our operations and supply chain, and the operations of our customers, suppliers and business partners and those discussed under Item 1A. Risk Factors and Item 7 Management's Discussion and Analysis of Financial Condition and Results of Operations in our most recent Annual Report on Form 10-K and subsequent filings with the SEC. To the extent that COVID-19 adversely affects our business and financial results, it may also have the effect of heightening many of such risk and other factors.*

*We caution that you should not place undue reliance on these forward-looking statements, which speak only as of the date of this presentation. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise. Readers are urged to carefully review and consider the various disclosures made in our reports filed with the SEC that advise of the risks and factors that may affect our business, results of operations and financial condition.*



*Industry leader with unique business model, strong brand recognition and trusted reputation*



*Diversified product offerings and geographies mitigates exposure to cyclical U.S. housing market*



*Leadership position in wood products with significant opportunities in all addressable markets*



*Industry-leading gross profit and operating margins*



*Strong balance sheet enables financial flexibility and stockholder returns*



*83% of cash flow from operations returned to stockholders since 2017<sup>(1)</sup>*

(1) Time frame represents January 1, 2017 to June 30, 2020.



*Simpson Manufacturing Co. designs, engineers and manufactures structural connectors, anchors, fasteners, software solutions and other products for new construction, repair and remodel, and do-it-yourself markets*

## Key Facts and Figures

- **Ticker:** NYSE:SSD
- **Market Cap<sup>(1)</sup>:** \$3.97 B
- **Year Founded:** 1956
- **Year Public:** 1994
- **2019 Revenue:** \$1.14 B
- **Headquarters:** Pleasanton, CA
- **Operations in 50 locations globally**
- **Employees:** 3,337



## Unique Business Model ...

- Simpson has spent over **60 years** providing the highest-quality structural building solutions, and has built a strong foundation of **product innovation, customer service and industry leadership**
- Simpson is seen as a **thought leader in supporting the process of building safer, stronger structures** in collaboration with customers, specifiers and code officials
- Simpson continues to **differentiate from competitors across operating segments by designing and marketing end-to-end construction product systems**
- Simpson **promotes a culture of employee ownership** focused on the value and contributions of every employee

## ...Drives Stockholder Value

- **Balanced capital allocation strategy** utilizes free cash flow to **grow the business** and to **provide returns to stockholders<sup>(2)</sup>:**

**~12%**

Increase in quarterly dividend

**\$304 M**

Share repurchases

**~83%**

Cash flows from operations returned to stockholders

(1) As of July 28, 2020.

(2) Data represents January 1, 2017 to June 30, 2020.

303  
Engineers

56  
Engineering &  
Lab Technicians

659  
Patents &  
Trademarks

128  
Patents  
Pending

186  
Code Reports

## Wood Construction Products

- *Produce and market over 10,000 standard and custom products*
- *Typically made of steel and are used primarily to strengthen, support and connect wood joints*



**SAMPLE PRODUCT LINES:** Truss plates, screw-delivery systems, holdowns, fasteners, joist hangers, wood & steel shearwalls, moment frames

## Product Applications



Single Family



DIY: Decks



Multi-Family



Outdoor Accents® Hardware





## Concrete Construction Products

- Produce and market over 1,000 standard and custom products
- Composed of various materials including steel, chemicals and carbon fiber used to anchor, protect and strengthen concrete



**SAMPLE PRODUCT LINES:** Powder-actuated tools, mechanical anchors, adhesives, concrete repair systems, fiberglass jackets, carbon fiber

## Six Key End Markets

### Light-Framed Construction



Aligns with core competency and allows leveraging of resources

### Retrofit



Strong product mix and historical success with customer group

### Waste Water Treatment Plants



Historical success with stainless steel and crack injection offerings

### Direct OEM



Strong product offering & new opportunity to sell direct

### Commercial Cold-Formed Steel



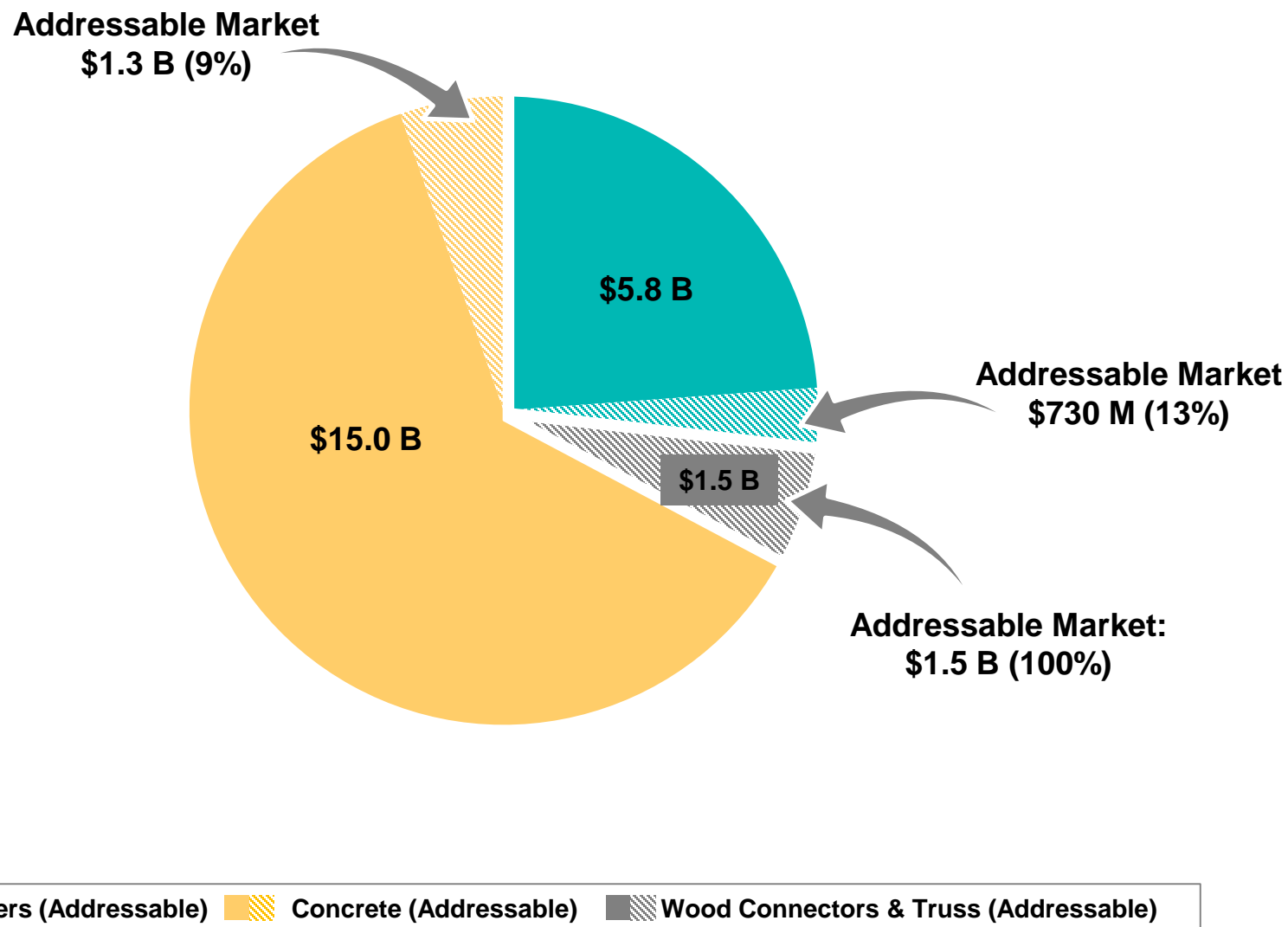
Investments have developed a strong, high margin product mix

### Bridge and Marine



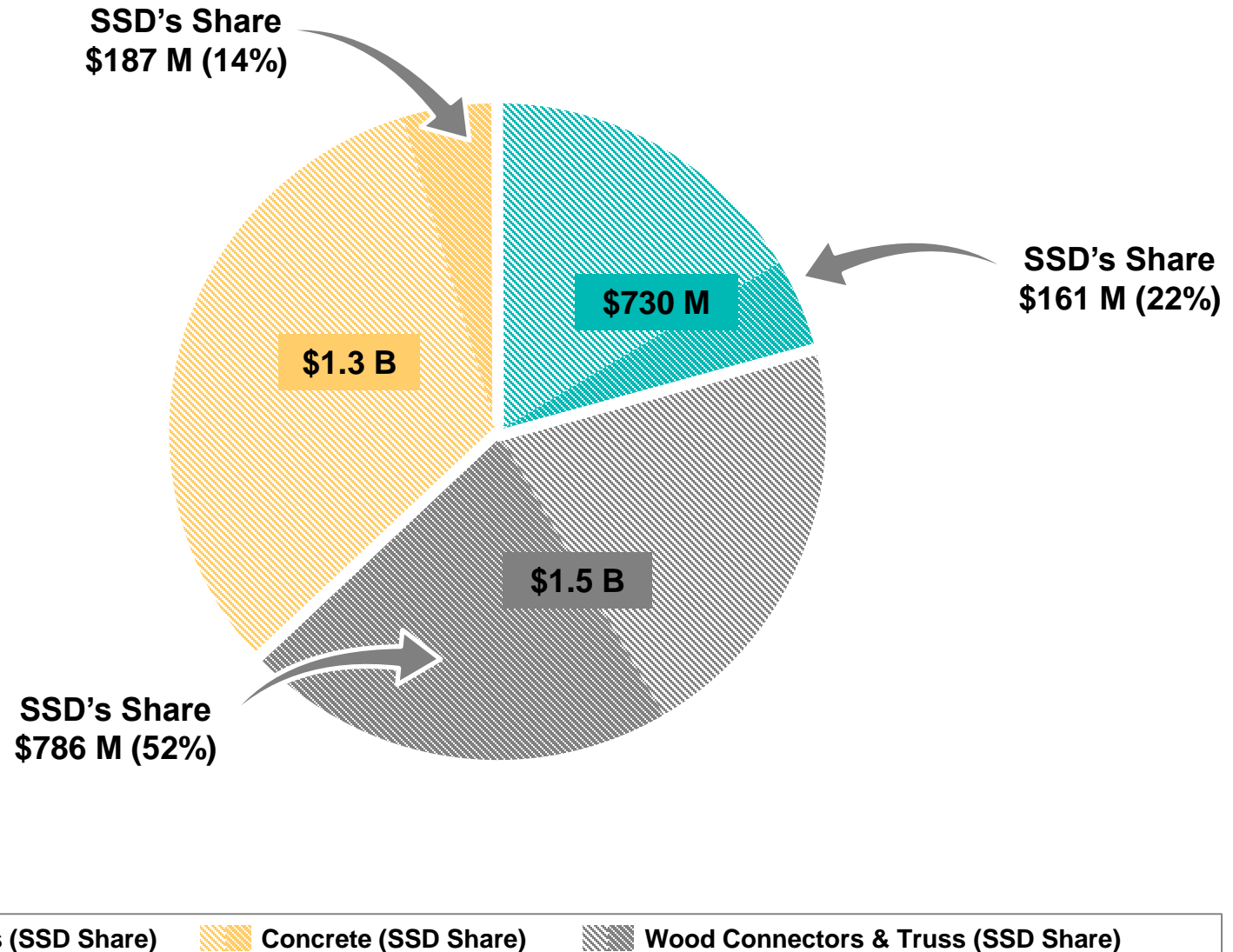
FX-70 and CSS product lines are top in industry

# Addressable Market Opportunity<sup>(1)</sup>



(1) Note: Market sizes and market shares based on internal estimates using information as of December 31, 2019. Includes North America, Europe and Pacific Rim.

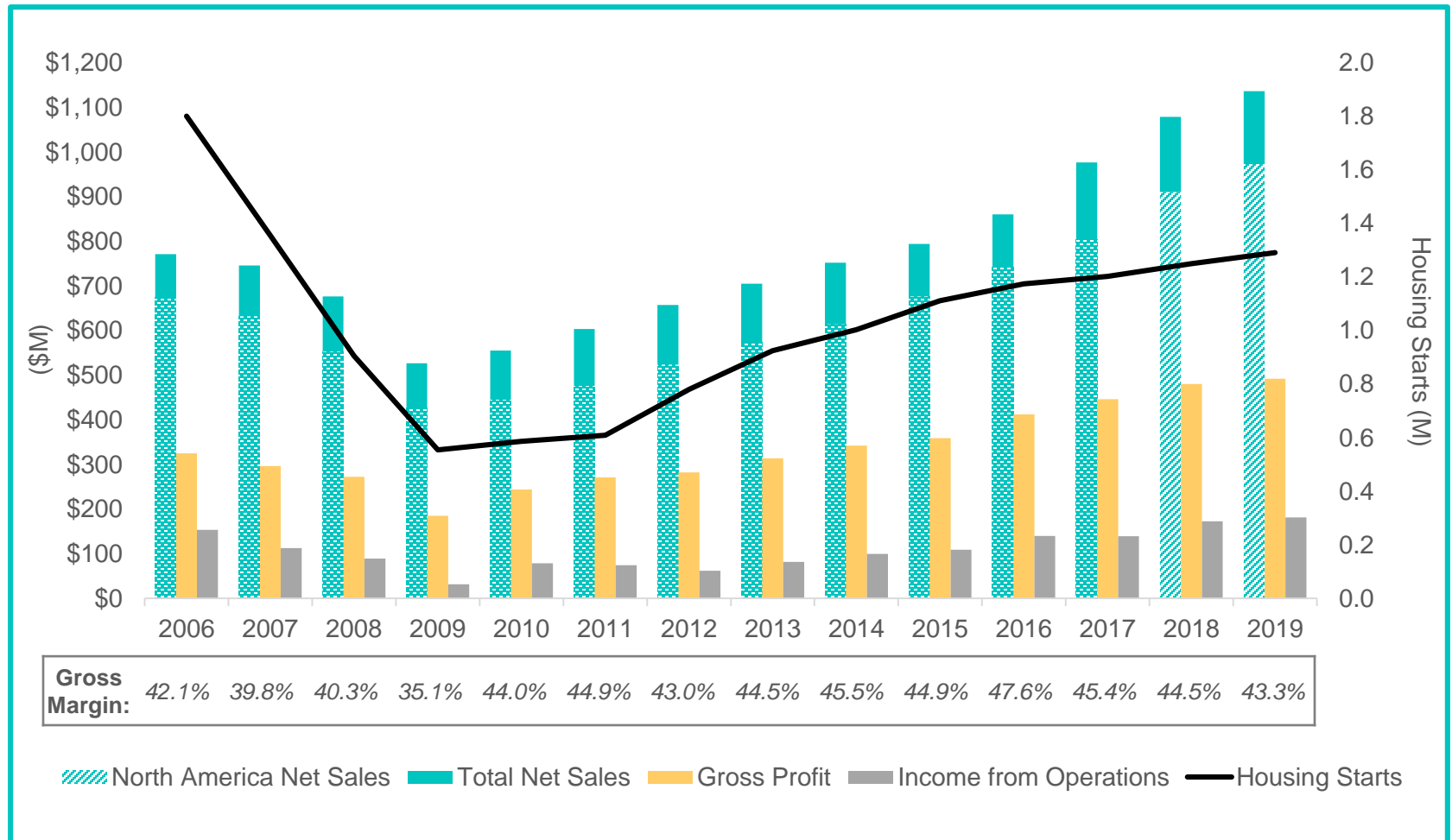
# Simpson's Share of Addressable Market<sup>(1)</sup>



(1) Note: Market share based on net sales as of the full year ended December 31, 2019. Market sizes based on internal estimates using information as of December 31, 2019. Includes North America, Europe and Pacific Rim.

# Net Sales Correlation to U.S. Housing Starts

*Our investments in adjacent products and markets have helped mitigate our exposure to a cyclical U.S. housing market over time...*



*...while also allowing us to provide a complete product solution to our customers and to improve sales and margins in our core wood connector business.*

## EUROPE

- Attractive opportunity to grow wood connectors, fasteners and concrete products with tailwinds from improved economic conditions
- Helps diversify from significant exposure to U.S. housing starts
- Expands trusted brand reputation through extensive testing and education capabilities

## CONCRETE

- Sharpening focus on higher-margin product lines to drive profitability and increase market share
- Complementary to wood construction product offering
- Able to perform throughout all industry cycles given less reliance on U.S. housing starts for growth

## SOFTWARE

- Supports retaining our leadership position in wood connector products through availability of end-to-end product and software solution
- Development of best-in-class truss software solution, specifically, enhances technological capabilities to remain competitive
- Over 40% of our core wood connector sales are to customers with software needs



*Over 40% of our core wood connector sales are to customers with software needs*



## STRATEGIC RATIONALE

- Without software solutions, we believe a meaningful portion of our core wood connector products business would be at risk
- Investments in software have enhanced our technological capabilities to remain competitive in wood construction space
- Simpson's proprietary software allows data to transfer into "estimation workflows", where customers can:
  - Review blueprints and provide builders with a required bill of materials, specified with Simpson products
  - Submit the bill of materials into their back-office systems to save and process the order

*Aside from our strong brand recognition and trusted reputation, Simpson is unique due to:*



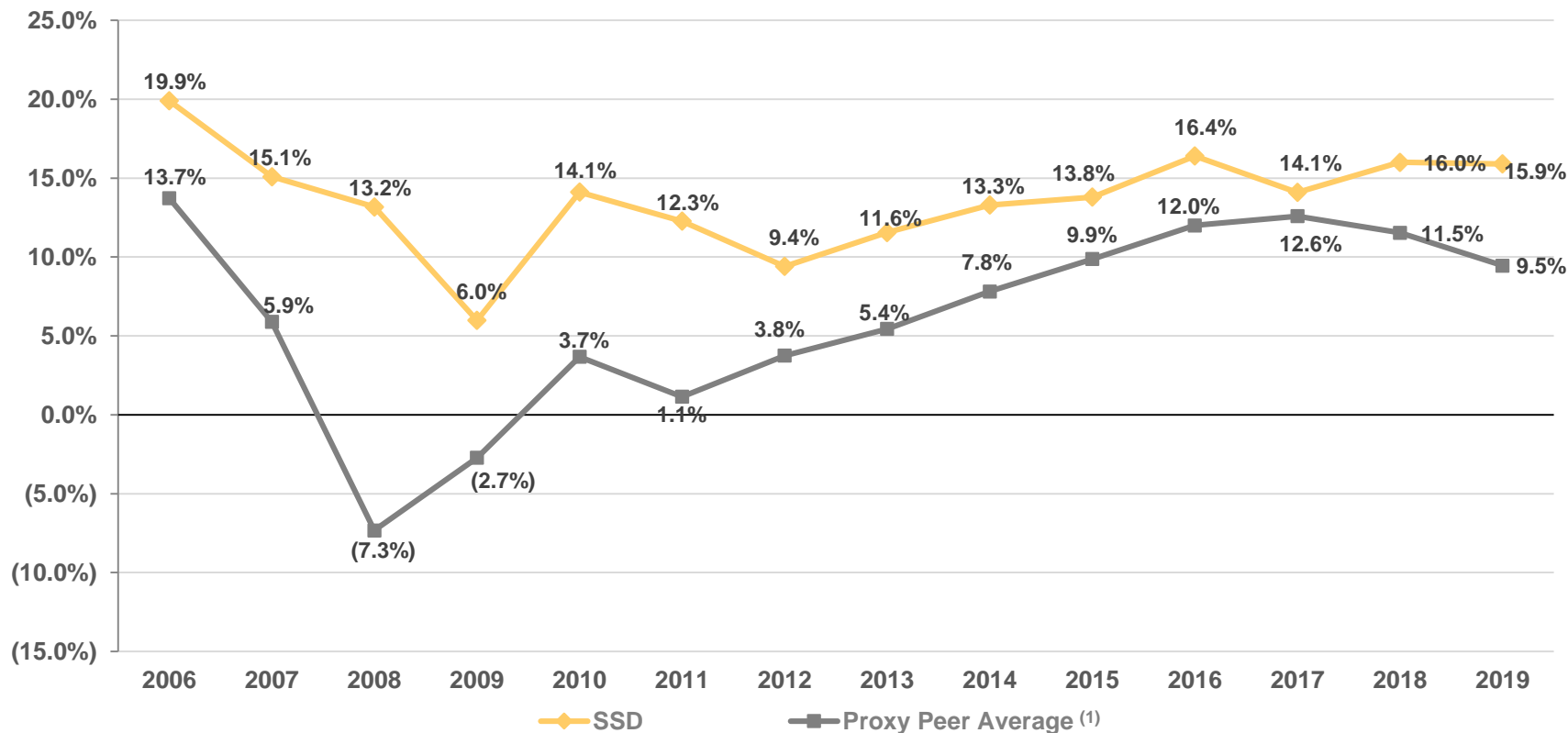
- **Strong customer support and education for engineers, builders, contractors and code officials**
  - Provide on-site customer installation training and support
- **Extensive product testing capabilities at our state-of-the-art test lab**
  - We lead the industry in developing higher load values, faster product installations and increased building safety standards to better serve the needs of our customers
- **Product availability with delivery in typically 24 – 48 hours or less**
- **Active involvement with code officials and agencies to improve building construction practices**



Testing of Simpson Strong-Tie® FX-70 Structural Repair and Strengthening System at Simpson's Tyrell Gilb Research Lab – the industry's first full-scale, cyclic test of a repaired wood pile.

# Operating Income Margin Outperformance

Simpson Historical Operating Income Margin Versus Proxy Peer Average<sup>(1)</sup>



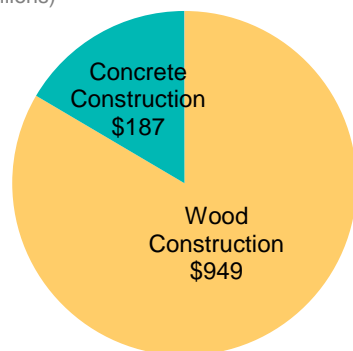
(1) Proxy peer average includes: AAON, AMWD, APOG, AWI, EXP, ROCK, IIIN, DOOR, PATK, PGTI, NX, SUM, TREX, USCR and WMS.

# Strong Business Drives Stockholder Value

*From 2010 – 2019, Simpson has grown EPS by 414% and increased its annual dividend by 118%*

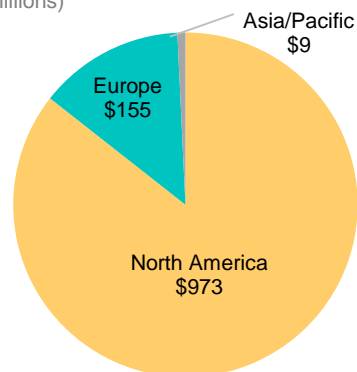
## Our 2019 Sales by Product...

(\$ USD Millions)

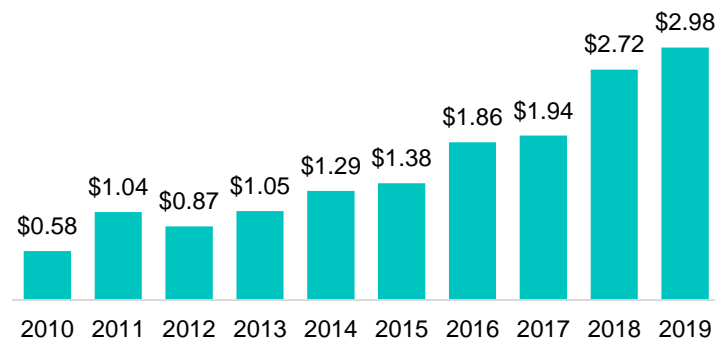


## and Across Operating Segments

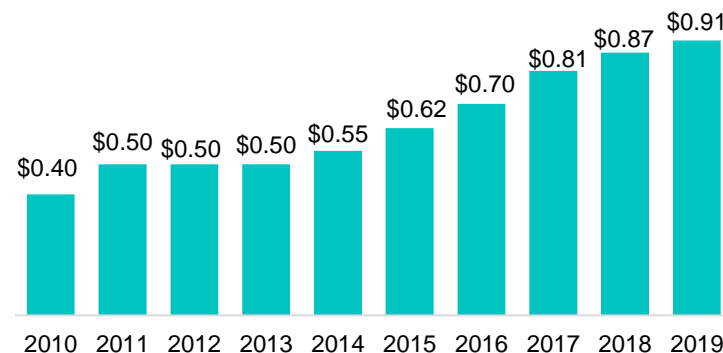
(\$ USD Millions)



## EPS<sup>(1)</sup>



## Dividends Per Share<sup>(2)</sup>



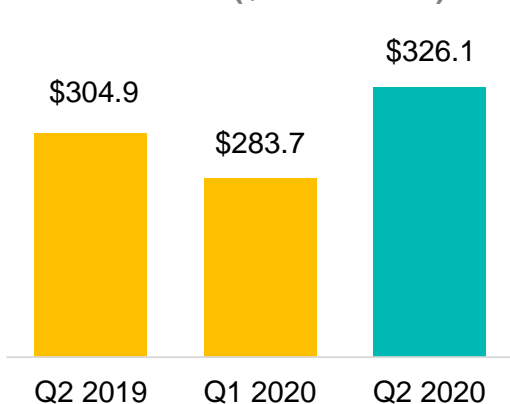
(1) The enactment of the Tax Cuts and Jobs Act in December 2017 resulted in a provisional net charge of \$2.2 million in the fourth quarter of 2017, or an impact of \$0.04 per fully diluted share.

(2) Chart represents annual dividends declared. Part of the 2013 dividend was accelerated due to uncertainty of changes to tax code in 2013. The dividend paid in December 2012 is included in 2013.

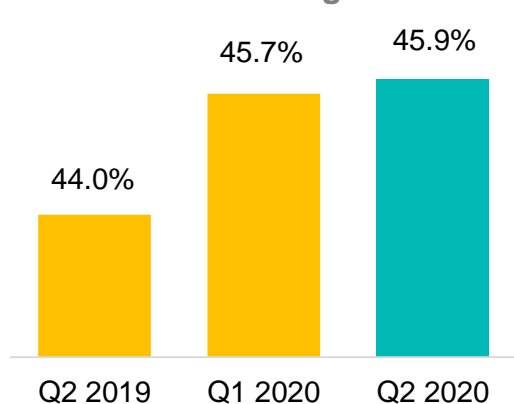
## PERFORMANCE SUMMARY

- **Solid net sales of \$326.1 million increased 7.0% year-over-year**
  - Higher demand associated with initial product rollout to Lowe's, a returning home center customer
  - Improved sales in the repair and remodel market due to shift in consumer behavior towards home renovations stemming from COVID-19 shelter-in-place orders
- **Strong gross margin of 45.9%**
  - Improved 190 basis points year-over-year due to sales mix and lower material costs on improved overhead absorption
- **Income from operations of \$72.2 million; earnings of \$1.22 per diluted share**
  - Driven by strong demand and effective expense management
  - 280 basis points year-over-year improvement in operating expense as a percent of sales
- **Business operations in COVID-19 environment**
  - Simpson operates as an essential business and key supplier of other essential businesses
  - Health and safety of employees is top priority
  - All North America manufacturing and distribution facilities remain open; two manufacturing facilities in the U.K. and France ordered to cease operations in mid-March; facilities now back up and running at near-full capacity
  - No supply-chain disruptions to date

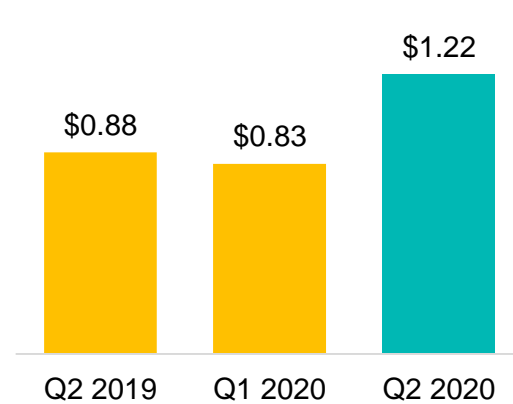
Net Sales (\$ in millions)



Gross Margin



EPS





# Strong Balance Sheet & Liquidity Position

*Key financial metrics for the six months ended June 30, 2020:*

- Strong balance sheet and ample liquidity to maintain day-to-day operations
- Focus on effective working capital management and prudent cash preservation in the COVID-19 environment
- Borrowed \$150 million from our \$300 million revolving credit facility in March 2020 for additional financial flexibility in light of COVID-19 and extended the term of the Credit Agreement from July 2021 to July 2022

**\$315 M**

CASH AND CASH EQUIVALENTS

**\$43 M**

CASH FLOW FROM OPERATIONS

**\$14 M**

CAPITAL EXPENDITURES

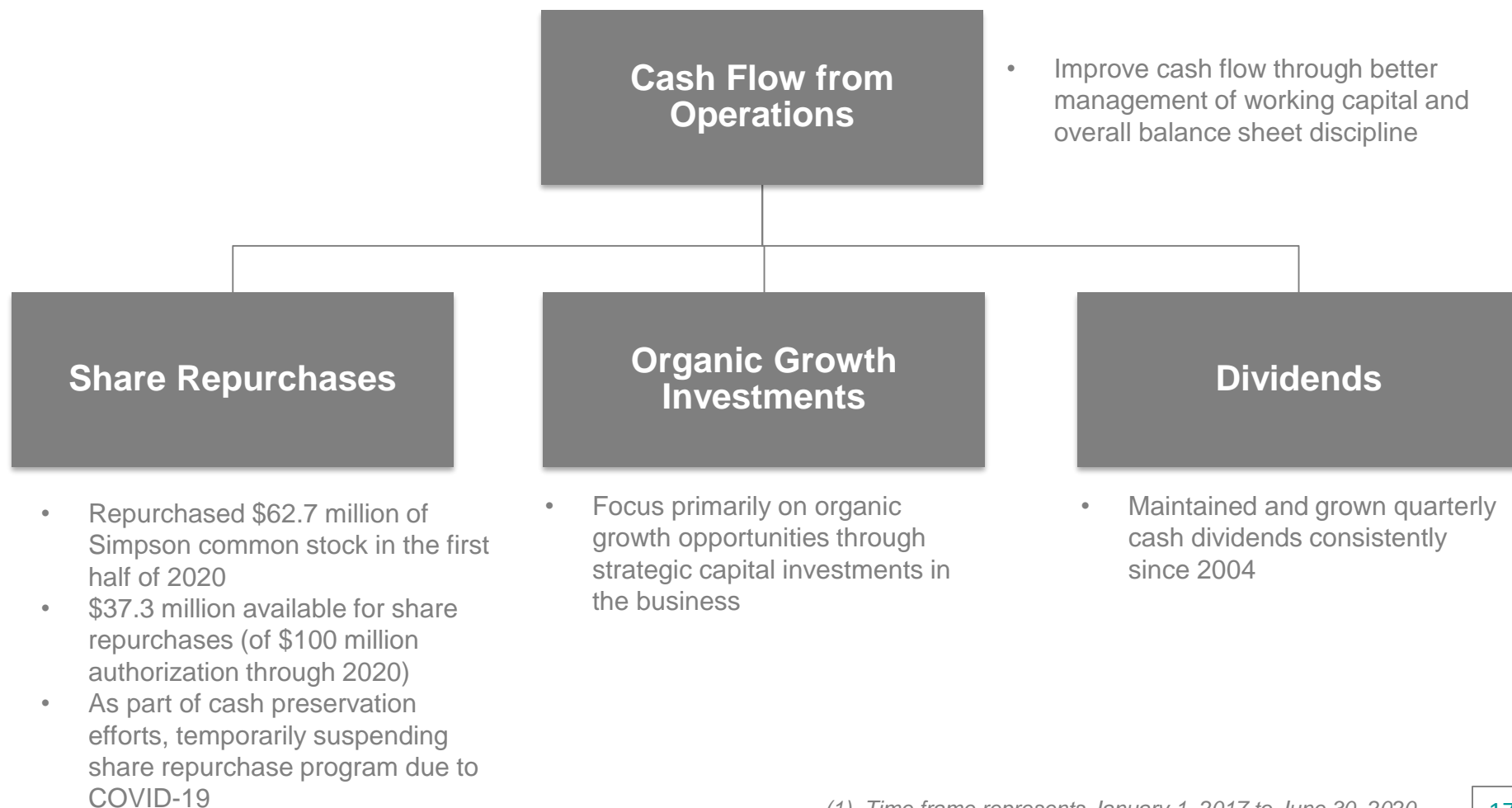
**\$151 M**

TOTAL DEBT OUTSTANDING

**\$154 M**

TOTAL AVAILABLE CREDIT

*Simpson has returned 83% of cash flow from operations returned to stockholders since 2017<sup>(1)</sup> through both dividends and repurchases of its common stock*

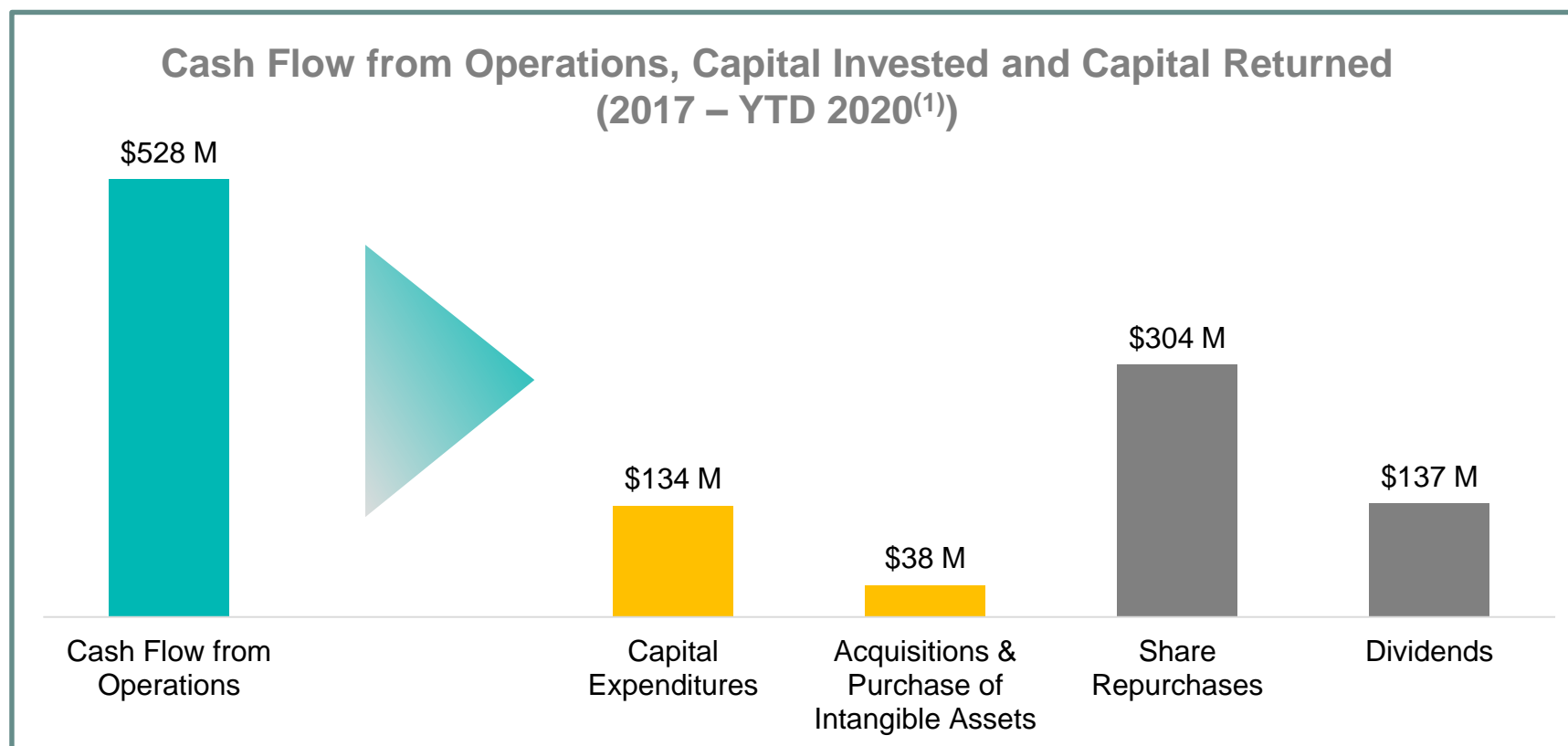


(1) Time frame represents January 1, 2017 to June 30, 2020.

Since 2017<sup>(1)</sup> we have...

- Increased our quarterly dividend by approximately 12%
- Repurchased more than \$304 million in shares, including a record \$111 million in fiscal 2018

*...resulting in returns of our cash flow from operations to stockholders of approximately 83%*



(1) Data represents January 1, 2017 to June 30, 2020.

# 3-Year Relative Price Performance

*Recent stock price performance reflects clarity surrounding business strategy and durability, growth prospects and operational efficiencies*



Note: Proxy peer average includes: AAON, AMWD, APOG, AWI, EXP, ROCK, IIN, DOOR, PATK, PGTI, NX, SUM, TREX, USCR and WMS.  
Note: As of July 31, 2020.

We believe in doing what's right for our people, customers and community

## Environmental Efforts



### ***Manufacturing Process***

Our value engineering process optimizes design while maximizing performance for construction



### ***Energy Efficiencies***

We strive to increase energy efficiencies at our facilities for environmentally friendly, cost-effective operations



### ***Sustainable Building Practices***

We support established national and local sustainable building practices



### ***Recycling***

We recycle most key materials to reduce our impact on the environment



### ***Innovative Product Use***

Our products strengthen structures they are installed in, making them more able to resist natural forces



### ***Quality Programs***

We follow a quality system that manages defined procedures to ensure consistent product quality



### ***Environmental Health & Safety***

We conduct safety audits at our manufacturing facilities around the world

## Social Programs

### ***Employee Involvement***

Our employees dedicate hundreds of volunteer hours each year in their local communities



### ***All Inclusive Workplace***

Our Boulstrop, Denmark, branch was named "Inclusive Workplace of the Year" in 2014



### ***Scholarships***

Our program provides financial assistance to employees' children, and to engineering and architecture students



### ***Sponsorships***

We sponsor a variety of campaigns to help support those in our industry



### ***Disaster Relief***

Simpson supports disaster relief and recovery efforts around the globe



### ***Industry Recognition***

We collaborated with academia on the NEESWood Capstone project



### ***Careers***

We value the individuals and the creativity that individuals can bring to the workplace



For more information, visit [www.simpsonmfg.com/sustainability/](http://www.simpsonmfg.com/sustainability/)





# APPENDIX

## Outdoor Accents® Decorative Hardware

- Outdoor Accents wood connectors and fasteners offer decorative appeal and structural strength to outdoor living areas such as pergolas, gazebos and patio covers
- The hardware accommodates various lumber sizes, providing flexibility for designing and building custom outdoor structures



## Select Outdoor Accents Products



**APB ADJUSTABLE  
POST BASE FOR  
COLUMNS AND POSTS**



**APT FLAT  
STRAPS FOR  
90° ANGLES**



**OUTDOOR ACCENTS  
STRUCTURAL WOOD SCREW  
AND HEX-HEAD WASHER**



## Truss Products

- Truss plates are made from light-gauge galvanized steel and are pressed into lumber to join wood members together, which create a structural roof truss
- Our manufacturing facilities incorporate state-of-the-art technology to consistently produce top-quality truss connector plates with some of the highest loads in the industry

## Select Truss Products and Software



TRUSS PLATES



ROOF TRUSS CLIPS

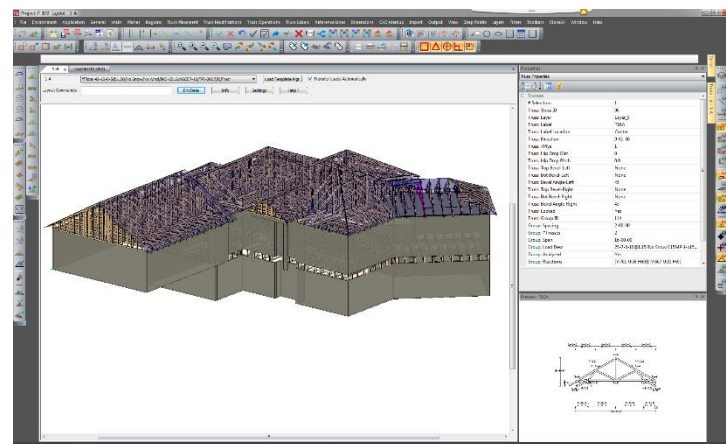


SEISMIC AND HURRICANE TIES



## Truss Software

- Our truss software supports our core wood product offering by providing a complete system
- Our Component Solutions® truss software suite offers comprehensive project management and design tools in a real-time 3D experience
- Truss Studio® provides simple, robust tools for truss design that enable Designers to become proficient in less time
- CS Director® streamlines project management by scheduling and tracking tasks, creating truss libraries, managing workflows and providing access to remote team members
- EWP Studio® is a layout, design and analysis solution for engineered wood products that complements our component software offering





## Mechanical Anchors

- Our mechanical anchors are designed to install easily and securely into a variety of base materials — including concrete, brick and stone
- For applications where there is a risk of concrete cracking, specific anchors have been designed and tested to offer reliability under these conditions
- Engineers and contractors trust Simpson Strong-Tie anchors for optimum performance under the most demanding structural applications



## Select Mechanical Anchors Products



**TITEN HD® HEAVY  
DUTY SCREW ANCHOR**



**TITEN® 2 CONCRETE  
AND MASONRY SCREW**



**STRONG-BOLT® 2  
WEDGE ANCHOR**



*Technology strengthens our value proposition as the industry trusted partner in construction solutions and building software systems.*

## INVESTMENTS IN SOFTWARE

### Acquired CG Visions (January 2017)

- Provides expertise and resources to offer software solutions and services to builders and lumber building material dealers
- Supports efforts to further develop integrated software component solutions for the building industry

### Proprietary Truss Software

- Ongoing development to support truss component manufacturers
- Small and medium-sized component manufacturers represent >40% of truss market
  - Focused on converting medium-sized customers
  - Enabled by increased software capabilities and sophistication of our solutions

## THREE PILLARS

### DEVELOPMENT

- **Truss Studio design**
- Director management
- Web apps

### PARTNER

- Hyphen back office ERP
- CSD I joist floor design
- Wall panel design

### ACQUIRE

- **CG Visions**
- LotSpec Acad & Revit options



# Track Record of Stockholder Engagement and Responsiveness

2015

- Members of our management and Board engaged with stockholders, representing ~51% of our shares, regarding compensation and governance topics, which resulted in the following changes:
  - ✓ Introduced long-term incentive award with three year relative TSR performance modifier
  - ✓ Increased percentage of NEO's compensation that is delivered in equity and vests over multiple years
  - ✓ Added stock ownership guidelines for each of our Named Executive Officers and directors
  - ✓ Improved disclosure of our compensation programs

2016

- In direct response to stockholder feedback and following a deep review of our executive compensation and governance practices, the Board approved several significant changes including:
  - ✓ Transformed our executive compensation program to enhance long-term performance orientation
    - Increased the proportion of total NEO compensation delivered in equity with multi-year vesting
    - Established three year performance measurement period in long-term incentive awards
    - Adopted operational metrics in long-term incentives that align with our strategy
    - Modified compensation targeting practices to target the median for compensation elements
  - ✓ Eliminated the stockholder rights plan
  - ✓ Shortened director term limits to 15 years for new directors that are elected to the Board (*current directors' term limits will remain at 20 years*)
  - ✓ Adopted compensation risk policies; clawback, anti-hedging and anti-pledging

2017

- Called a special meeting to provide stockholders with an opportunity to vote on Board declassification and the elimination of cumulative voting
- Committed to adopt proxy access after the special meeting of stockholders
- Unveiled "2020 Plan" to improve operational performance and enhance stockholder value

2018

- Peter Louras served as the Company's chairman until December 31, 2018 and will continue to serve on the Board until the 2019 annual meeting. In accordance with the Board's Corporate Governance Guidelines on director tenure, which provides that no non-employee director who was on the Board prior to 2016 will be nominated for reelection after 20 years of board service, the Board does not plan to nominate Mr. Louras for re-election at the 2019 annual meeting of the Company's stockholders.

2019 - 2020

- Announced the election of current board member James Andrasick as chairman of the Board, effective January 1, 2019
- Enhanced focus on Environmental, Social and Governance ("ESG") reporting company-wide
- Issued inaugural sustainability report, accessible via the Sustainability section of the Company's website

***The Board has a track record of engaging with and seeking the feedback of our stockholders as well as taking action on the feedback received.***

A man with dark hair, wearing a grey button-down shirt and dark overalls, stands with his arms crossed in a factory setting. He is looking slightly to the right. In the background, there are industrial machines and a bright light source. The word "DEMAG" is visible on a machine in the background.

**SIMPSON**

Manufacturing  
COMPANY

**SIMPSON'S PEOPLE  
MAKE THE  
DIFFERENCE**

[simpsonmfg.com/financials](https://simpsonmfg.com/financials)