

ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

April 28, 2016

Uni-Select TSX: UNS



Shifting Gears
Driving Growth

Welcome address from
Robert Chevrier
Chair of the Board



The meeting will be conducted in both English and French.

Simultaneous translation is offered throughout the presentation and headsets are available at the entrance.



FORWARD-LOOKING STATEMENTS

Some statements may contain “forward-looking information”. These statements reflect the Corporation’s current expectations regarding future events. Actual results could differ materially from a conclusion, forecast or projection included in the forward-looking information and they depend on a number of factors or assumptions that were applied in drawing a conclusion or making a forecast or projection in the forward-looking information. Other information related to these factors or assumptions, including a more complete description of risks and uncertainties to which the Corporation is subject are presented in the Corporation’s 2015 Annual Report and Annual Information Form available on SEDAR.

APPOINTMENT OF THE SECRETARY

APPOINTMENT OF THE SCRUTINEERS

NOTICE OF MEETING

QUORUM

MINUTES OF THE PREVIOUS MEETING

ANNUAL REPORT AND CONSOLIDATED FINANCIAL STATEMENTS

Henry Buckley President & CEO



OBJECTIVE

- 2015
- Uni-Select today
- Our strategy
- Core competencies
- Business overviews



2015 – A TRANSFORMATIONAL YEAR

June 1st, 2015

We completed the sale of substantially all of the assets of Uni-Select USA, Inc. and Beck/Arnley Worldparts, Inc. to affiliates of Icahn Enterprises L.P. originally announced on February 9, 2015 at a purchase price of US\$321 million.



Transaction benefits for Uni-Select:

- Allowing Uni-Select to be fully committed to accelerate profitable growth and invest in two high potential markets – FinishMaster and Automotive Canada⁽¹⁾
- Lighter cost structure to rapidly seize acquisitions/growth opportunities
- Strengthening of balance sheet and complete reimbursement of debt



FINISHMASTER®
Automotive & Industrial Paint



Bumper to Bumper®
CANADA'S PARTS PEOPLE



Auto Parts Plus



UNI-SELECT®

⁽¹⁾ Throughout the presentation, FinishMaster refers to the “paint and related products” segment, while Automotive Canada refers to the “automotive parts” segment.

HIGHLIGHTS

2015

\$96.6M ⁽¹⁾
Adj. EBITDA or
7.1% of Sales

\$1.1B ⁽²⁾
Pro Forma
Revenues

229+
Corporate
Stores

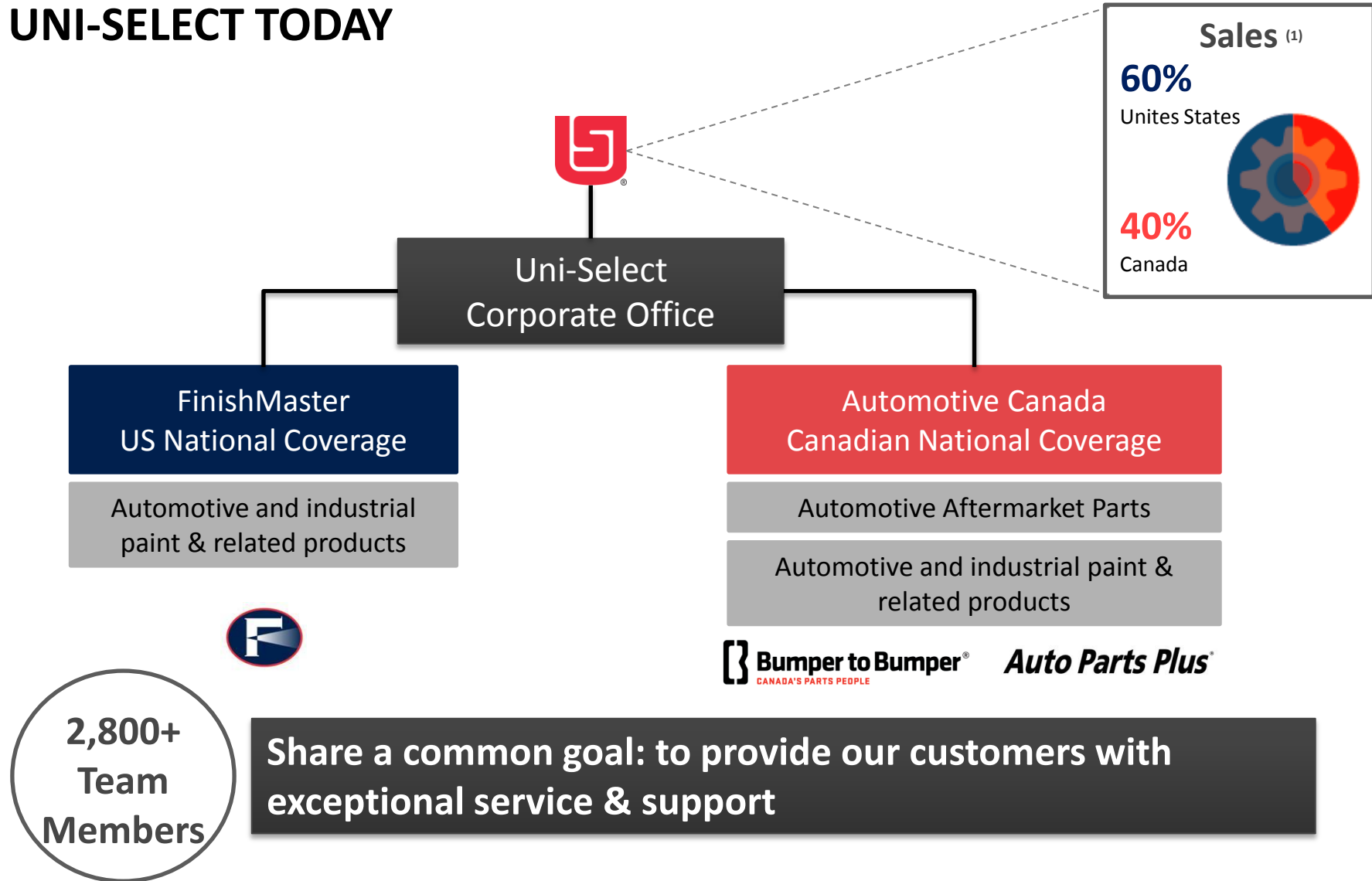
1,150+
Independent
Customers
Stores

13+1
Distribution
Centres

⁽¹⁾ Adjusted EBITDA is a non-IFRS financial measure. Refer to the definition in the 2015 Annual Report

⁽²⁾ Pro Forma excluding five months of Uni-Select USA, Inc. and Beck/Arnley Worldparts, Inc. sold on June 1st 2015. Reported Revenues \$1.4B

UNI-SELECT TODAY



OUR STRATEGY

ACCELERATE PROFITABLE GROWTH

- Balanced – Organic and Acquisitive Growth

INTEGRATE ACQUISITIONS

- Capture synergies

BEST TEAM IN THE BUSINESS

- Continue to attract, retain and develop the best team in the business

FINISHMASTER:

- Organic Growth (4-6%)
- Extend geographic coverage
- Build density in core markets

AUTOMOTIVE CANADA:

- Organic growth – low to mid single digits (oil impact)
- Continue to support and grow our independent jobbers community
- Acquire and grow our corporate store presence across the country under the banner:



OUR BUSINESS – THE STRENGTH OF OUR NETWORK

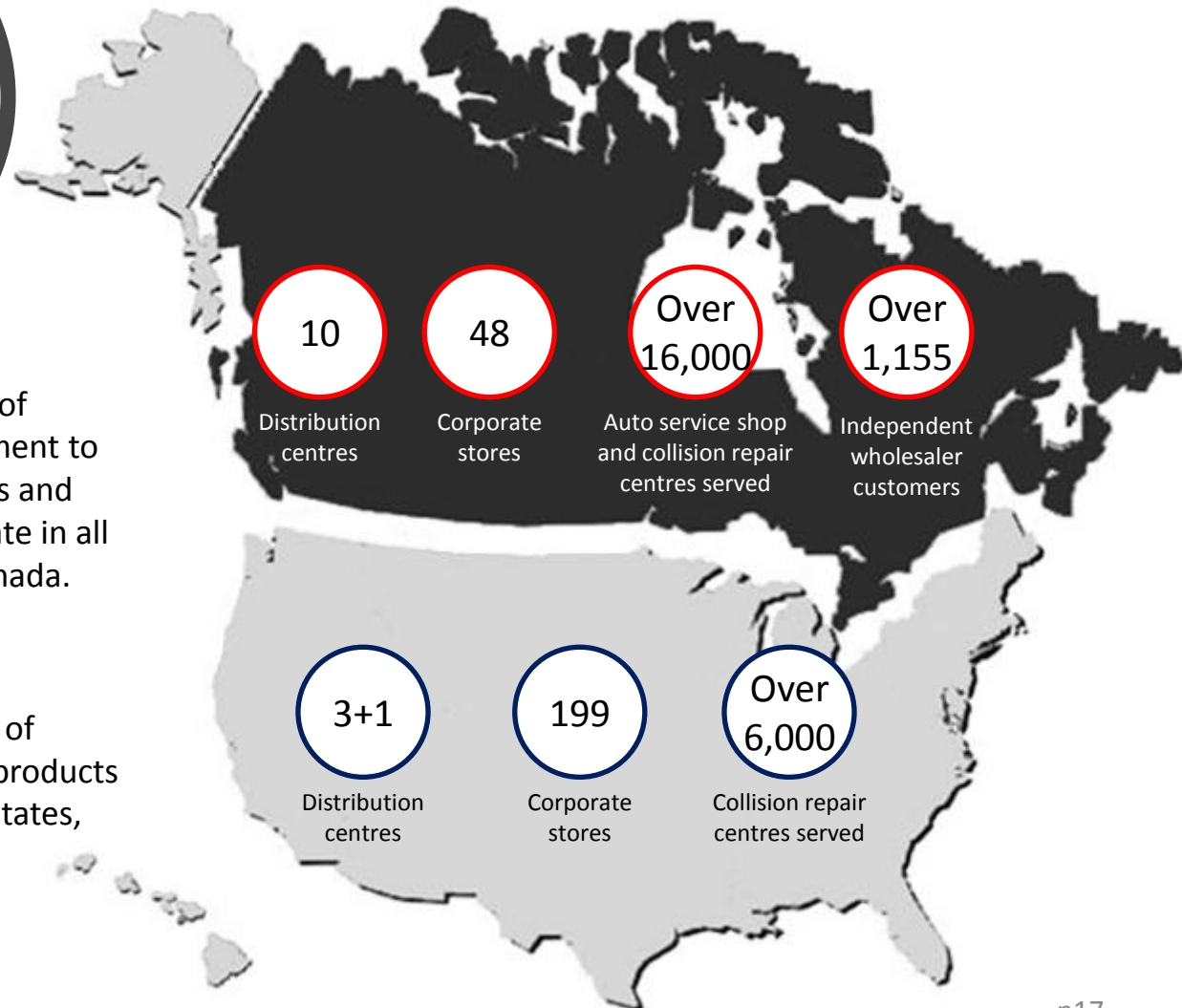


Automotive Canada

Canada's leader in the distribution of automotive parts, tools and equipment to the aftermarket, industrial products and paint & related products. We operate in all provinces and territories across Canada.

FinishMaster

Largest North American distributor of automotive and industrial refinish products and equipment. We operate in 31 states, from coast to coast, across the United States.



PRODUCTS AND BRANDS

FinishMaster

North America's leading independent automotive paint distributor

Products: Automotive and industrial paint & related products

BRAND



FINISHMASTER®
Automotive & Industrial Paint

Automotive Canada

Canada's leading automotive aftermarket supplier

Products: Automotive aftermarket parts, Industrial products and Paint & related products

Corporate stores & Independent wholesalers

 **Bumper to Bumper®** *Auto Parts Plus®*
CANADA'S PARTS PEOPLE

Coming soon!



Repair shops / Installer - Banners



Collision repair centre - Banners

Carrossier
ProColor®



(1) This brand name will be operated in Canada by the
"Automotive Group" segment

↙ **BRANDS** ↗

PRODUCTS AND BRANDS

More than **2 million** automotive products available

Almost **30,000** automotive and industrial paint & related products

- Exceptional product breadth
- Top “national” brand manufacturers
- Select private brand offer
- Optimizing the supply chain to deliver “high fill rates”



PRODUCTS AND BRANDS

Complimentary private brand offer:

- Uni-Select's private-label product offering provides excellent quality at competitive price

Automotive Canada

FinishMaster

WORLDPARTS®



MÄKTIG™



High-quality friction products, coated brake discs, constant velocity assembly, waterpumps, and ignition products

Economical products with entry-level features, for under-the-hood and under-the-car categories

High-quality, competitively priced temperature control components for heating, ventilation and air conditioning systems

Launched in 2014, Mäktig features premium tools, equipment, and safety products for professional service centres

High-quality abrasives, wipes, marking products, body fillers & putties, buffing, aerosol, painting supplies, safety products, tools & equipment

DISTRIBUTION CAPABILITY

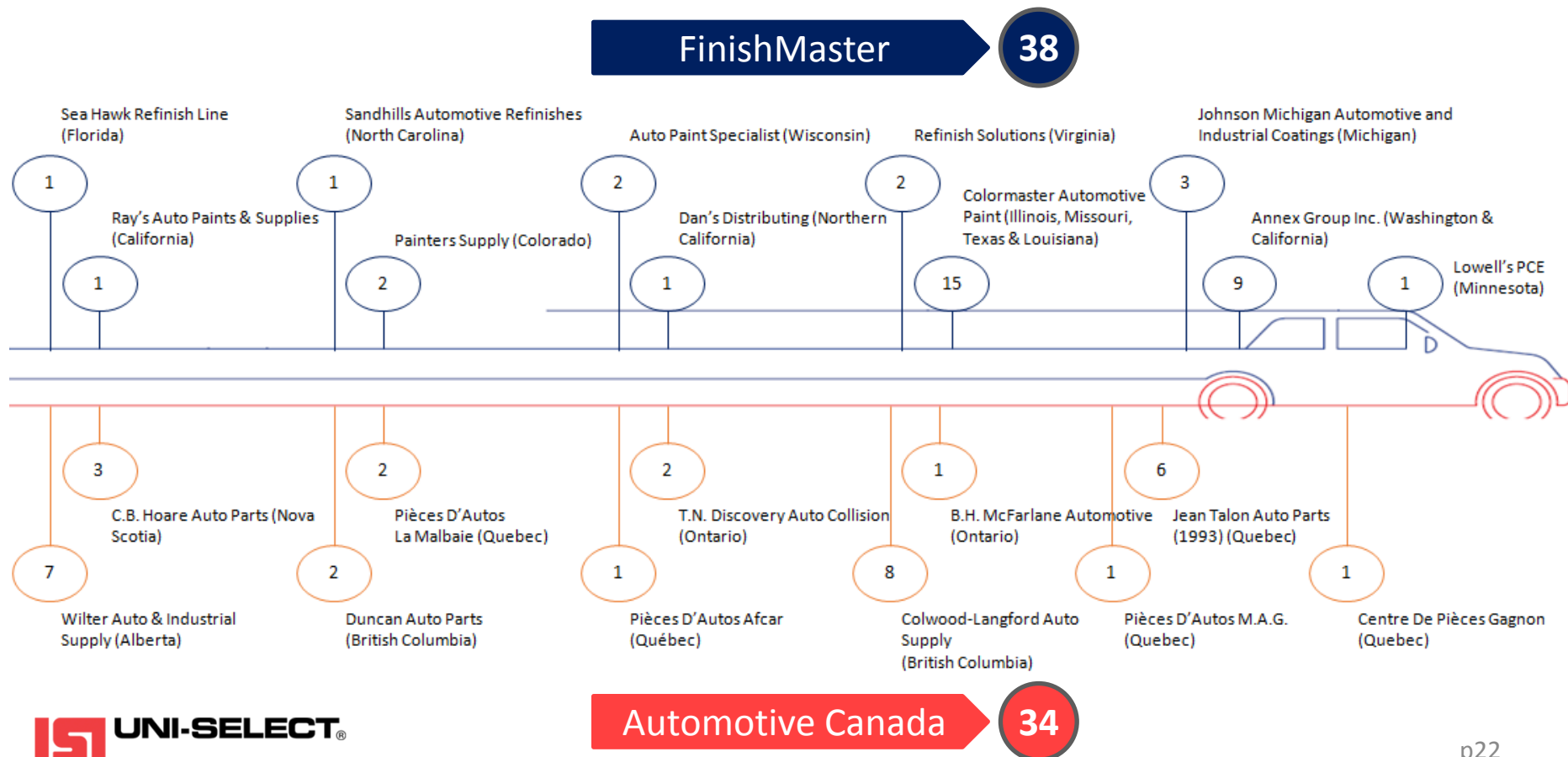
Dedicated to efficient customer service:

- Uni-Select's culture prioritizes external and internal customer service
- Continuous improvement mindset supported by formal programs
- **Powerful systems**
 - Inventory visibility and management
 - Order accuracy
 - Integrated processes
- **Customized delivery**
 - Overnight delivery
 - DC pick-ups
 - Relays between DCs
 - Direct shipment from suppliers in Canada



PROFITABLE GROWTH THROUGH ACQUISITIONS

Since February 2015, we have acquired **22** businesses in both Canada (11) and the United States (11), which represents **72** new corporate stores. We are also pleased to welcome over **600** new team members within our Uni-Select family.



FINISHMASTER

Automotive and industrial paint & related products

Collision repair centres turning to FinishMaster for their needs

FinishMaster is dedicated to meeting your shop's needs:

- Inventory management program
- Customized, efficient procedures
- Multiple ordering options
- Scaled reporting systems
- Technical resources
- Support for waterborne paint needs



1,500+ Team Members

**6,000 Collision Repair Centre
Customers**

199 Branches

Automotive Canada

Automotive aftermarket parts, Industrial products and Paint & related products



Comprehensive business solutions for independent wholesalers in Canada

Growing network of corporate stores



Supporting the growth of auto service centres



1,300+ Team Members

1,155+ Independent
Jobber Customers

48 Corporate Stores

16,000 Installer +
Collision Repair Centres

AUTOMOTIVE REFINISH LEADER IN CANADA

Uni-Select sells automotive and industrial paint and related products across Canada through independent jobbers and corporate stores.



Part of the largest network of collision repair centres

Uni-Select owns a program for collision repair facilities in Quebec

**Carrossier
ProColor**

158 branches



69 branches



Coming soon – FinishMaster in Canada



FINISHMASTER®
Automotive & Industrial Paint

SHARE SPLIT/DIVIDENDS/SHARE BUY BACK

- **Share Split**

- The Board approved, yesterday, a share split effective on May 11, 2016.
 - Record Date: May 6, 2016 at 5 p.m.
 - Trading Post-Split: May 12, 2016

- **Dividends**

- The Board declared, yesterday, a second quarterly dividend payable on July 19, 2016 to shareholders of record as at June 30, 2016
- Increase of 6.2% to \$0.17 per share (based on pre-stock basis)

- **Share Buy Back**

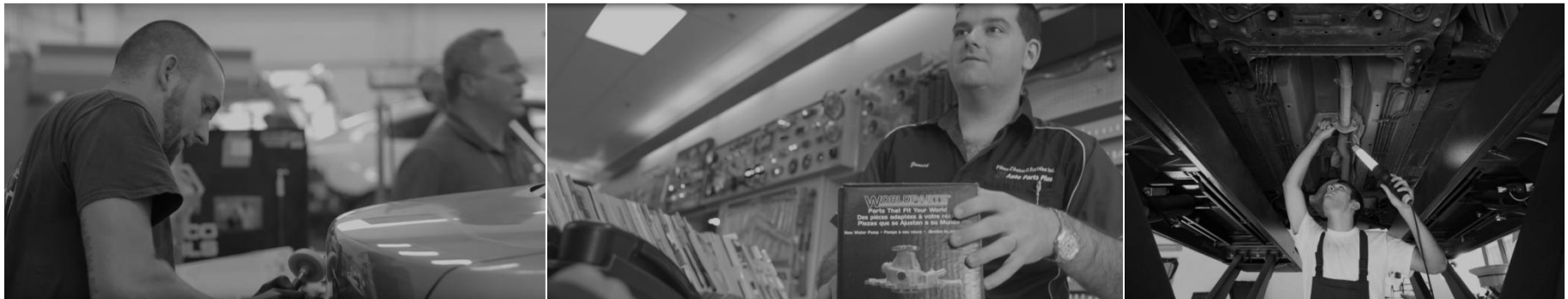
- Commencement Date: August 17, 2015
- End Date: August 16, 2016
- Maximum Number of shares that could be repurchased under the program: 1,000,000
- Repurchased as at April 26, 2016: 674,790
- Upon termination on August 16, 2016, the Board will consider the parameters for a new program

FOUNDATION – BEST TEAM IN THE BUSINESS

2,800+ FinishMaster and Automotive Canada Team Members



Standing for our customer' success



Eric Bussi res

Chief Financial Officer



2015 YEAR END

In million of US dollars, except percentages and per share amounts

	2015	2014	Variance
Sales	1,355.4	1,784.4	(24.0)%
EBITDA	(53.3)	105.5	N/A
Adjusted EBITDA	96.6	111.4	(13.3)%
Adjusted EBITDA margin	7.1%	6.2%	N/A
Net earnings (loss)	(40.2)	50.1	N/A
Adjusted earnings	56.8	55.3	2.8%
Net earnings (loss) per share	(1.88)	2.36	N/A
Adjusted earnings per share	2.66	2.60	2.3%
Free cash flows	78.5	83.6	(6.1)%

2015 YEAR END – AUTOMOTIVE PRODUCTS

In million of US dollars, except percentages

	2015	2014	Variance
Sales	736.6	1,210.9	(39.2)%
Organic growth	1.8%	N/A	N/A
EBITDA	(103.9)	52.8	N/A
EBITDA margin	(14.1)%	4.4%	N/A
Adjusted EBITDA	36.9	58.8	(37.2)%
Adjusted EBITDA margin	5.0%	4.9%	N/A

2015 YEAR END – PAINT AND RELATED PRODUCTS

In million of US dollars, except percentages

	2015	2014	Variance
Sales	618.8	573.4	7.9%
Organic growth	3.3%	N/A	N/A
EBITDA	70.0	61.6	13.6%
EBITDA margin	11.3%	10.7%	N/A
Adjusted EBITDA	70.4	61.6	14.3%
Adjusted EBITDA margin	11.4%	10.7%	N/A

2016 FIRST QUARTER

In million of US dollars, except percentages and per share amounts

	Q1 2016	Q1 2015	Variance
Sales	264.0	411.7	(35.9)%
EBITDA	21.7	(122.3)	N/A
Adjusted EBITDA	21.7	19.5	11.3%
Adjusted EBITDA margin	8.2%	4.7%	N/A
Net earnings (loss)	11.5	(82.3)	N/A
Adjusted earnings	11.5	10.0	14.5%
Net earnings (loss) per share	0.53	(3.88)	N/A
Adjusted earnings per share	0.53	0.47	12.8%

2016 FIRST QUARTER – PAINT AND RELATED PRODUCTS

In million of US dollars, except percentages

	Q1 2016	Q1 2015	Variance
Sales	173.4	147.9	17.3%
Organic growth	4.2%	6.6%	N/A
EBITDA	20.8	16.1	29.1%
EBITDA margin	12.0%	10.9%	N/A

2016 FIRST QUARTER – AUTOMOTIVE PRODUCTS

In million of US dollars, except percentages

	Q1 2016	Q1 2015	Variance
Sales	90.6	263.8	(65.7)%
Organic growth	1.5%	(2.5)%	N/A
EBITDA	4.6	(130.1)	N/A
EBITDA margin	5.1%	(49.3)%	N/A
Adjusted EBITDA	4.6	6.7	(30.9)%
Adjusted EBITDA margin	5.1%	2.5%	N/A

2016 FIRST QUARTER – OTHER FINANCIAL INFORMATION

In million of US dollars, except percentages and per share amounts

	Q1 2016	Q1 2015
Free cash flows	19.4	10.2
Debt	88.8	298.9
Cash	9.3	1.4
Total net debt	79.5	297.5

OUTLOOK (2016 GUIDANCE)

- Sales – US \$1.175B to \$1.2B, at an exchange rate of 0.75\$ for 2016
- EBITDA Margin – 7.75% to 8.75%
- CAPEX – US \$20M



IN BRIEF

- Economic indicators predominantly positive
- Leadership positions in both market segments
- Healthy financial position
- Organic growth, higher EBITDA margins and strong cash flows
- Geared for more growth
- Well positioned to seize strategic opportunities

Henry Buckley President & CEO



**Enjoy your
retirement and
thank you!!**



Thank you to

- Our Board of Directors
- Our Shareholders
- Our Talented Team Members



Robert Chevrier Chair of the Board



QUESTION PERIOD

ELECTION OF DIRECTORS

ELECTION OF DIRECTORS



Henry Buckley



James E. Buzzard



Michelle Ann Cormier



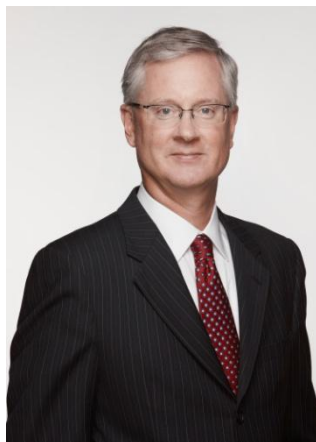
André Courville



Patricia Curadeau-Grou



Jean Dulac



Jeffrey I. Hall



Richard L. Keister



Richard G. Roy



Dennis M. Welvaert

APPOINTMENT OF AUDITORS

AMENDMENT OF ARTICLES

ADJOURNMENT OF THE MEETING