
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) June 7, 2013

MASTECH HOLDINGS, INC.

(Exact Name of Registrant as Specified in Its Charter)

Pennsylvania
(State or Other Jurisdiction
of Incorporation)

001-34099
(Commission
File Number)

26-2753540
(IRS Employer
Identification No.)

1000 Commerce Drive, Suite 500, Pittsburgh, PA
(Address of Principal Executive Offices)

15275
(Zip Code)

(412) 787-2100
(Registrant's Telephone Number, Including Area Code)

N/A
(Former Name or Former Address, if Changed Since Last Report)

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 (see General Instruction A.2. below):

- 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

On June 7, 2013, Mastech Holdings, Inc. (the “Company”) will present at Sidoti’s Micro Investor Conference in New York, NY. Attached as Exhibit 99.1 are the slides that will be presented. These slides will be available on the Company’s website at www.mastech.com.

The information in this Current Report on Form 8-K being furnished pursuant to Items 7.01 and 9.01 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section, and is not 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 filing.

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

<u>Exhibit No.</u>	<u>Description</u>
99.1	June 7, 2013 – Sidoti’s Micro Investor Conference presentation slides.

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.

MASTECH HOLDINGS, INC.

By: /s/ John J. Cronin, Jr.

Name: John J. Cronin, Jr.

Title: Chief Financial Officer

June 7, 2013



mastech

Q2 2013
Industry & MHH Overview

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Certain statements contained in this presentation are forward-looking statements based on management's expectations, estimates, projections and assumptions. Words such as "expects," "anticipates," "plans," "believes," "scheduled," "estimates" and variations of these words and similar expressions are intended to identify forward-looking statements, which include but are not limited to projections of revenues, earnings, and cash flow. These statements are based on information currently available to the Company and it assumes no obligation to update the forward-looking statements as circumstances change. These statements are not guarantees of future performance and involve certain risks and uncertainties, which are difficult to predict. Therefore, actual future results and trends may differ materially from what is forecast in forward-looking statements due to a variety of factors, including, without limitation, the level of market demand for its services, the highly competitive market for the types of services offered by the company, the impact of competitive factors on profit margins, market conditions that could cause the Company's customers to reduce their spending for its services, and the company's ability to create, acquire and build new lines of business, to attract and retain qualified personnel, reduce costs and conserve cash, and other risks that are described in more detail in the company's filings with the Securities and Exchange Commission including its Form 10-K for the year ended December 31, 2012.

Business Description

- ▶ National provider of **Information Technology** and Specialized **Healthcare** Staffing Services
- ▶ 100% of Revenues are derived from Staffing Services

History

- ▶ **26 years** of Staffing Industry Experience (former iGATE Corporation subsidiary)
- ▶ Spun-off from iGATE in October 2008; certified MBE
- ▶ Trade on NYSE / MKT: "**MHH**"
- ▶ Only **Public IT** Staffing Company with "**Centralized**" Business Model

Employees/ Consultants

- ▶ **700** full-time **IT Consultants** in the **USA**
- ▶ **100** FTE **Healthcare** Professionals
- ▶ 200 Staff Employees (Sales / Recruitment / Support / Management)
 - ▶ **70% of Staff India-Based**

Core Values

- ▶ **Integrity, Accountability, Quality, Dignity & Respect**

Service Offerings

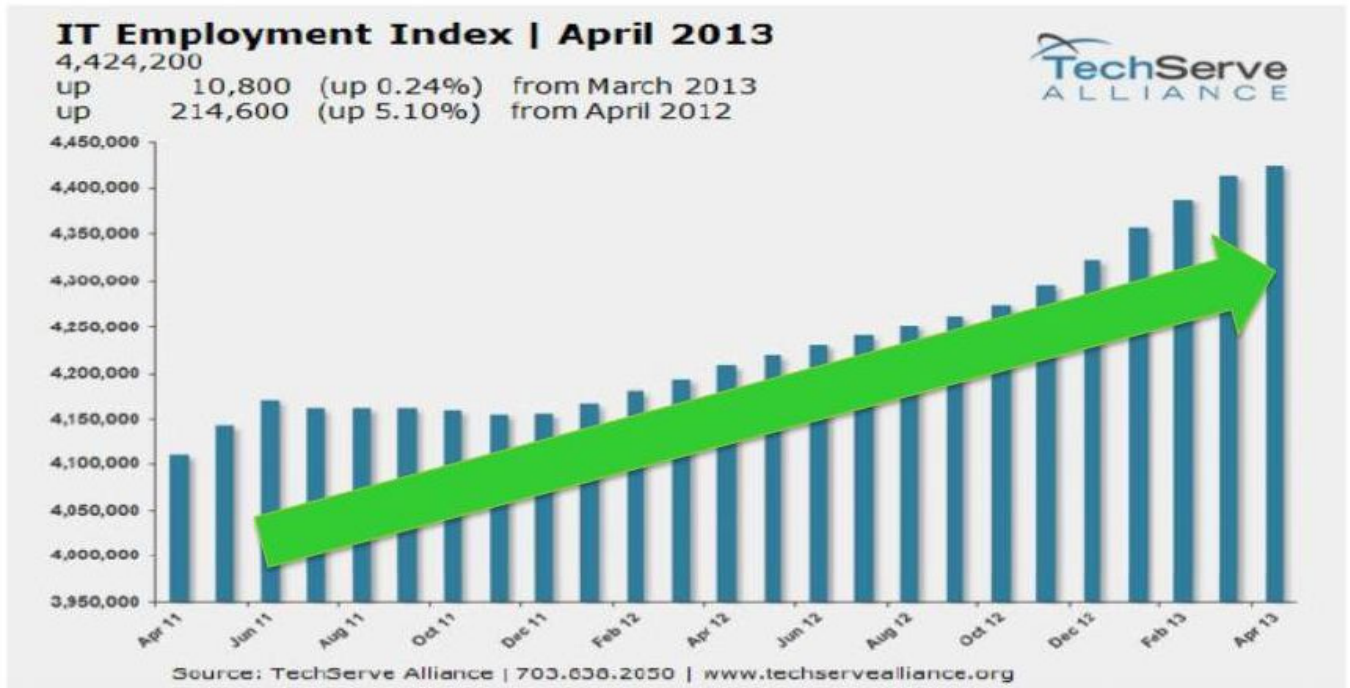
- ▶ e-Business Solutions; Service Oriented Architecture & Web Services
- ▶ Business Intelligence & Data Warehousing
- ▶ ERP / CRM Implementation
- ▶ Surgical Nursing & Physical / Occupational Therapy



Pittsburgh Business Times, Largest Public Companies Jan 2013



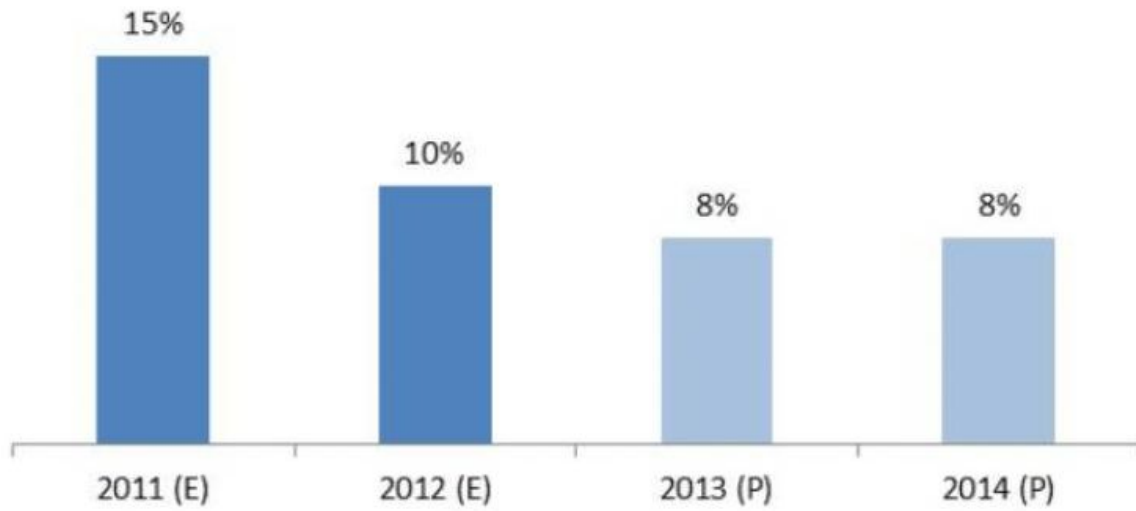
Finance.Yahoo.com / MHH – June 4, 2013



- 215K IT jobs created in the US in the past 12 months; 350K in the past 24 months
- 5.1% Y-O-Y Growth... 3X the Growth rate of the general workforce
- 17th consecutive month of growth; former all time high eclipsed in Q1 2012

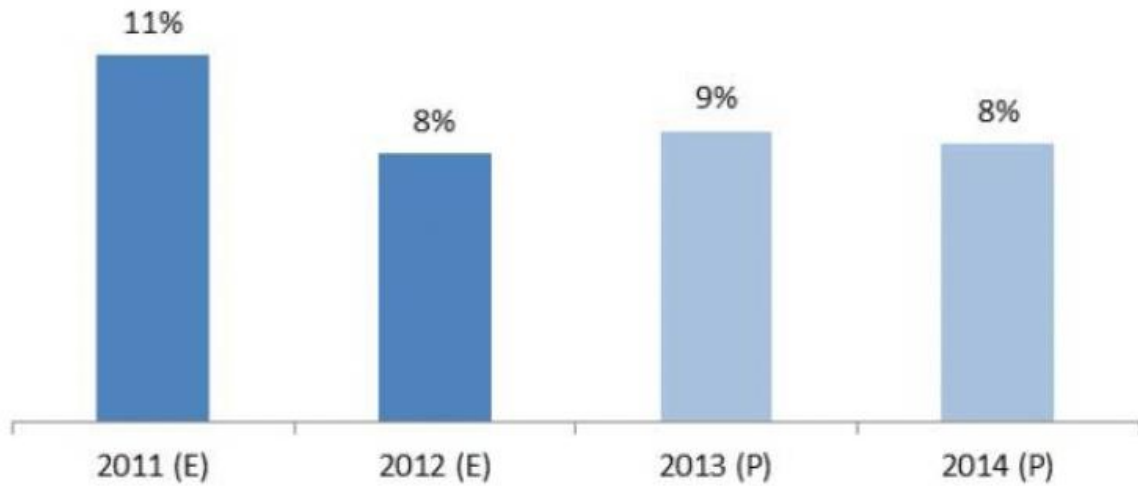


IT staffing: y/y growth, actual & projected





Healthcare staffing: y/y growth, actual & projected





IT and Healthcare Markets are Growing &
Expected to Continue to Grow....



Branch Services Model

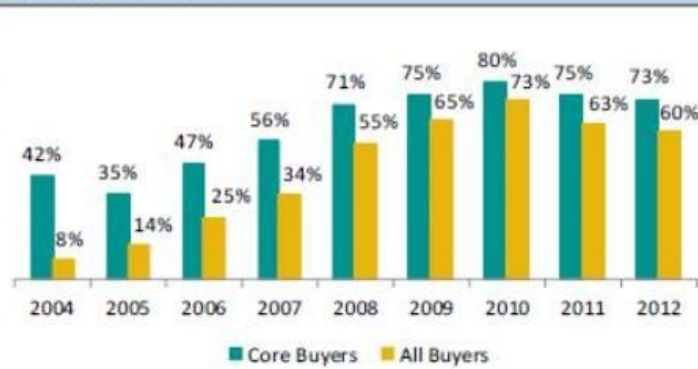
- **Geographic** ; “prove it & move it”;
decentralized control & leadership;
relationship sales model
- Gross Margin: 24-30%
- S, G & A (expenses) : 20-25%
- Operating Margins: 4-8%

Centralized Model

- **Customers** drive Geography; majority of the organization centralized;
Location opportunity; **Low Cost Value Pricing**
- Gross Margin: 18-21%
- S, G & A (expenses) : 13-17%
- Operating Margins: 4-8%



Trends in VMS use



VMS (vendor management system)

- 9 yr penetration–All Buyers: 8% to 60%
- 9 yr penetration- Core Buyers: 42% to 73%
- **Technology** / Telecomm Industry: 75% in use; 21% planned use (**96%**)
- All Large Scale (Fortune 1000): 75% or more in Use and nearly all planned use.

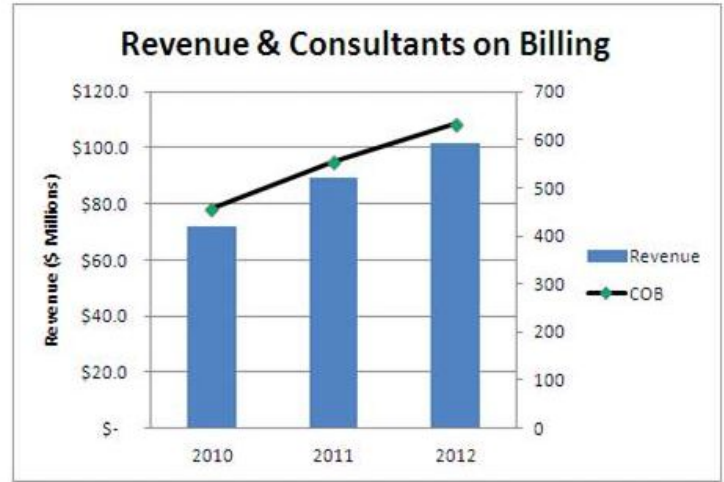
Core buyers' use of VMS

Industry	In use	Plans	No plans
Finance/insurance	88%	8%	4%
Tech/telecom	75%	21%	4%
Energy/chemical	58%	33%	8%
Number of employees			
1,000-9,999	54%	35%	12%
10,000-29,999	79%	21%	0%
30,000-99,999	80%	17%	3%
100,000 or more	79%	17%	4%
Department			
HR	81%	16%	3%
Procurement	69%	27%	3%
Number of suppliers			
Up to 10 suppliers	37%	42%	21%
11-30 suppliers	83%	17%	0%
More than 30 suppliers	80%	18%	3%
CW spend			
Up to \$29.9m	46%	38%	15%
\$30m-\$99.9m	79%	17%	4%
\$100m-\$199.9m	68%	32%	0%
\$200m or more	75%	19%	6%
All buyers	73%	22%	5%

- **Create Transparency & Level the Playing Field...**
 - Comparisons become easier
 - Price & Delivery Matters
 - Relationships less important
- **Exert Pressure on Gross Margins**
 - Low Cost Players will be advantaged
 - Forces Thinking to Move from Gross Margin to Operating Profit
- **MHH Loves 'em...and the Branch Guys Don't...**
 - MHH Operating Profit Increase.... Driven by Top Line Growth and Leverage on the Cost Structure
 - 2012 over 2011: 89%; 2011 over 2010: 75%
- **Here to Stay ...**
 - Argue Penetration Levels & Timing



- Revenue – 19% CAGR
- EPS – 89% CAGR
- Consultants On Billing – 18% CAGR



- ▶ Strong Balance Sheet / Access to Capital
- ▶ Returned \$9.2 million to Shareholders in 2012
 - ▶ Q1-2012: Dutch Auction Tender Offer within Share Buyback Program Limits
 - ▶ Q4-2012: \$2 / Share Special Dividend

Industry Trends & Outlook

U.S. Job Market Recovery Positive for Industry

Fundamental Shift Towards Greater Utilization of Staffing Services

Large Consumers of Staffing Services Employing VMS / MSP Model

Client Focus more about Consultant Quality, Speed to Market and Value Pricing

What Differentiates Mastech

Centralized Business Model; Scalable Cost Structure; Low-Cost Recruitment Engine

Strong Brand Recognition with both U.S. Citizens and H1 - B Visa Professionals

Established Client-Base of High-Volume Consumers of Staffing Services

Favorable Pricing / Value Proposition for Clients

Motivated and Capable Management Team



IT and Healthcare Markets are Growing &
Expected to Continue to Grow....

Staffing Industry Changes Favor MHH's Low
Cost Business Model

- Organically Grow Revenues at +1.5X Industry Average.

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- Deliver Operating Margins of 6%+ of Revenue.

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- Maintain Gross Margins @ 19%.
- Drive Operating Expenses to 13-14% of Revenue.
- Deliver Operating Margins of +6% of Revenue.
- Continue to Return Capital to our Shareholders.



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Q2 2013
Industry & MHH Overview

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Trends in public companies' IT staffing revenue growth

- **Adecco** reported accelerating year-over-year revenue growth in 2H12 in its North American IT staffing business, with revenue up **6% y/y** in 3Q12, and up **12% in 4Q12**.

- **Analysts International** experienced an **8% y/y decline** in its total revenue in 3Q12, and a 6% y/y decline in 4Q12. Management cited perm conversions and voluntary attrition of scarce consultants as contributors to the y/y decline.

- **Calian Technologies** reported a **4% year-over-year increase** in its Business and Technologies Services revenue in 3Q12, and a 1% decline in 4Q12. With the Canadian government as its primary customer, Calian has cited spending cuts as a significant headwind.

- **CDI Corp** reported **year-over-year growth of 3%** in its Hi-Tech Professional Staffing Services revenue in both 3Q12 and 4Q12. **Sequentially, revenue was down 6% in 3Q12, and down 4% in 4Q12.**

- **Computer task Group** reported an annual decline of 2% in its total staffing revenue in 3Q12, and growth of 3% in 4Q12. Sequentially, total staffing revenue was down 1% in 3Q12 and up 1% in 4Q12.

x\$1,000, except %	4Q11	1Q12	2Q12	3Q12	4Q12
Adecco -					
N. American IT Revenue	n/a	n/a	n/a	n/a	n/a
y/y	n/a	0%	2%	6%	12%
Analysts International Corp. -					
Total Revenue¹	27,095	26,723	27,079	26,519	25,469
y/y	7%	2%	1%	-8%	-6%
sequential	-6%	-1%	1%	-2%	-4%
Gr. Margin	24.8%	23.9%	23.1%	21.0%	21.7%
Calian Technologies -					
Business/Tech. Services Revenue²	40,396	45,495	42,360	40,162	39,954
y/y	6%	4%	5%	4%	-1%
sequential	5%	13%	-7%	-5%	-1%
CDI Corp. -					
PSS- Hi-Tech Revenue³	\$66,648	\$74,307	\$76,426	\$72,136	\$68,970
y/y	n/a	5%	5%	3%	3%
sequential	n/a	n/a	3%	-6%	-4%
Computer Task Group Inc. -					
Total Staffing Revenue⁴	60,552	62,167	62,405	61,722	62,597
y/y	8%	0%	1%	-2%	3%
sequential	-3%	3%	0%	-1%	1%

1. Revenue includes Managed Teams and Project-Based Solutions.

2. Revenue in Canadian Dollars. Includes revenue from healthcare and other professional staffing.

3. CDI changed reporting format at beginning of 2012.

4. Includes European Revenue.

Source: Company reports and Staffing Industry Analysts

Trends in public companies' IT staffing revenue growth

- **Kforce** reported year-over-year growth of 3% in its technology flex revenue in 3Q12, and 4% in 4Q12. Sequentially, tech flex revenue was relatively flat through 2H12.
- **Mastech Holdings** reported year-over-year growth of 9% in its Wholesale IT and Retail IT Channel revenue in 3Q12, and growth of 10% in 4Q12. Sequentially, revenue was up 1% both quarters.
- On Assignment's Oxford segment reported year-over growth of 26% in 3Q12, and 27% in 4Q12. Sequentially, revenue was flat in 3Q12, and grew by 3% in 4Q12. Apex Systems, which On Assignment acquired in May 2012, reported revenue of \$202.7 million in 3Q12, and \$207.6 million in 4Q12, growing sequentially by 2%.
- **RCM technologies** reported that its IT Services revenue declined by 1% from the previous year in 3Q12, though grew 9% year-over-year in 4Q12. Sequentially, IT services revenue declined 8% in 3Q12, and grew by 11% in 4Q12.

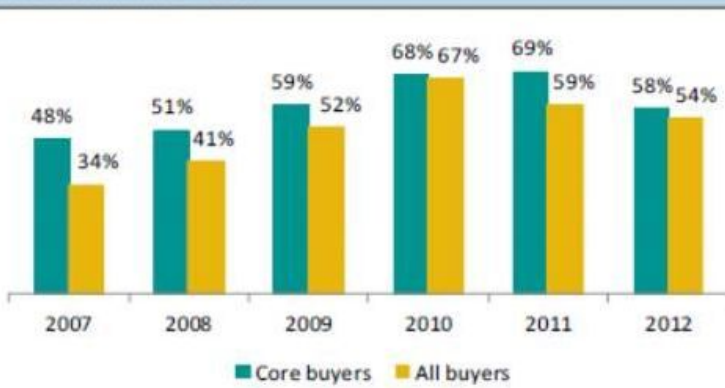
5. Acquired by On Assignment in May, 2012.

6. Includes IT solutions revenue.

7. Includes international revenue.

x\$1,000, except %	4Q11	1Q12	2Q12	3Q12	4Q12
Kforce -					
Technology Flex Revenue	156,543	160,394	166,044	165,342	163,282
y/y	13%	15%	11%	3%	4%
sequential	-2%	2%	4%	0%	-1%
Gr. Margin	27.8%	25.3%	27.9%	28.4%	28.4%
Mastech Holdings Inc. -					
Wholesale/Retail IT Chnl. Revenue	21,100	21,900	22,600	22,829	23,171
y/y	12%	22%	13%	9%	10%
sequential	1%	4%	3%	1%	1%
On Assignment -					
Oxford Revenue	71,230	78,759	88,107	88,104	90,410
y/y	n/a	31%	35%	26%	27%
sequential	184%	11%	12%	0%	3%
Gr. Margin	35.8%	n/a	39.3%	35.5%	35.1%
Apex Systems Revenue⁵	n/a	n/a	n/a	202,664	207,576
y/y	n/a	n/a	n/a	n/a	n/a
sequential	n/a	n/a	n/a	n/a	2%
RCM Technologies -					
IT Services Revenue⁶	12,575	13,754	13,392	12,373	13,754
y/y	-19%	-10%	0%	-1%	9%
sequential	0%	9%	-3%	-8%	11%
Robert Half -					
Technology Revenue⁷	112,981	115,637	119,576	121,028	120,217
y/y	23%	20%	14%	6%	6%
sequential	-1%	2%	3%	1%	-1%

Trends in MSP use



MSP (managed service provider program)

- 5 yr penetration-**All Buyers**: 34% to **54%**
- 5 yr penetration- **Core Buyers**: 48% to **58%**
- **Technology** / Telecomm Industry: **62%** in use; 7% planned use (**69%**)
- All Large Scale (Fortune 1000): 60% in Use an additional 10-15% planned use.

Core buyers' use of MSP

Industry	In use	Plans	No plans
Finance/insurance	64%	9%	27%
Tech/telecom	62%	7%	31%
Energy/chemical	50%	17%	33%
Number of employees			
1,000-9,999	38%	15%	46%
10,000-29,999	70%	4%	26%
30,000-99,999	63%	13%	23%
100,000 or more	61%	13%	26%
Department			
HR	67%	3%	30%
Procurement	59%	17%	24%
Number of suppliers			
Up to 10 suppliers	41%	18%	41%
11-30 suppliers	50%	10%	40%
More than 30 suppliers	68%	10%	23%
CW spend			
Up to \$29.9m	38%	23%	38%
\$30m-\$99.9m	58%	0%	42%
\$100m-\$199.9m	61%	17%	22%
\$200m or more	58%	15%	27%
All buyers	58%	12%	30%