

TEEKAY CORP
Form 6-K
September 17, 2012
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

**Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934**

For the quarterly period ended June 30, 2012

Commission file number 1-12874

TEEKAY CORPORATION

(Exact name of Registrant as specified in its charter)

4th Floor, Belvedere Building

69 Pitts Bay Road

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Hamilton, HM 08 Bermuda

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1).

Yes No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7).

Yes No

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TEEKAY CORPORATION AND SUBSIDIARIES

REPORT ON FORM 6-K FOR THE QUARTERLY PERIOD ENDED June 30, 2012

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Table of Contents**ITEM 1 - FINANCIAL STATEMENTS****TEEKAY CORPORATION AND SUBSIDIARIES****UNAUDITED CONSOLIDATED STATEMENTS OF (LOSS) INCOME**

(in thousands of U. S. dollars, except share and per share amounts)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2012 \$	2011 \$	2012 \$	2011 \$
REVENUES	481,911	484,922	977,475	972,946
OPERATING EXPENSES				
Voyage expenses	39,176	51,889	77,813	97,015
Vessel operating expenses (note 15)	172,356	174,717	339,557	336,294
Time-charter hire expense	31,491	53,414	75,470	116,445
Depreciation and amortization	115,068	105,236	229,682	210,274
General and administrative (notes 9 and 15)	50,777	51,273	104,150	121,491
Loss on sale of vessels and write-downs of vessels (note 7)	3,269	5,812	3,072	9,405
Restructuring charges (note 12)	1,525	458	1,525	5,419
Total operating expenses	413,662	442,799	831,269	896,343
Income from vessel operations	68,249	42,123	146,206	76,603
OTHER ITEMS				
Interest expense	(42,707)	(33,516)	(85,007)	(66,310)
Interest income	1,645	2,457	3,691	4,922
Realized and unrealized loss on non-designated derivative instruments (note 15)	(94,598)	(102,140)	(89,783)	(78,883)
Equity income (loss) (note 10b)	5,291	(6,053)	22,935	341
Foreign exchange gain (loss) (notes 8 and 15)	17,835	(7,157)	2,011	(27,497)
Other income (note 13)	89	958	2,432	1,052
Net (loss) income before income taxes	(44,196)	(103,328)	2,485	(89,772)
Income tax recovery (expense) (note 16)	1,849	(2,022)	5,417	(2,833)
Net (loss) income	(42,347)	(105,350)	7,902	(92,605)
Less: Net (income) loss attributable to non-controlling interests	(4,927)	8,898	(54,110)	(33,504)
Net loss attributable to stockholders of Teekay Corporation	(47,274)	(96,452)	(46,208)	(126,109)
Per common share of Teekay Corporation (note 17)				
Basic loss attributable to stockholders of Teekay Corporation	(0.68)	(1.36)	(0.67)	(1.77)
Diluted loss attributable to stockholders of Teekay Corporation	(0.68)	(1.36)	(0.67)	(1.77)
Cash dividends declared	0.31625	0.31625	0.6325	0.6325
Weighted average number of common shares outstanding (note 17)				
Basic	69,231,419	70,935,484	69,043,639	71,438,446
Diluted	69,231,419	70,935,484	69,043,639	71,438,446

The accompanying notes are an integral part of the unaudited consolidated financial statements.

Table of Contents**TEEKAY CORPORATION AND SUBSIDIARIES****UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS) INCOME**

(in thousands of U.S. dollars)

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2012	2011	2012	2011
	\$	\$	\$	\$
Net (loss) income	(42,347)	(105,350)	7,902	(92,605)
Other comprehensive (loss) income:				
Unrealized loss on marketable securities	(563)	(2,546)	(795)	(1,078)
Realized loss on marketable securities			420	
Pension adjustments, net of taxes			(2,361)	192
Unrealized (loss) gain on qualifying cash flow hedging instruments	(1,601)	2,596	1,220	8,094
Realized gain on qualifying cash flow hedging instruments	(374)	(2,144)	(1,377)	(3,129)
Foreign exchange loss on currency translation	(40)		(800)	
Other comprehensive (loss) income	(2,578)	(2,094)	(3,693)	4,079
Comprehensive (loss) income	(44,925)	(107,444)	4,209	(88,526)
Less: Comprehensive (income) loss attributable to non-controlling interests	(4,432)	8,719	(54,157)	(34,811)
Comprehensive loss attributable to stockholders of Teekay Corporation	(49,357)	(98,725)	(49,948)	(123,337)

Table of Contents**TEEKAY CORPORATION AND SUBSIDIARIES****UNAUDITED CONSOLIDATED BALANCE SHEETS**

(in thousands of U.S. dollars, except share and per share amounts)

	As at June 30, 2012 \$	As at December 31, 2011 \$
ASSETS		
Current		
Cash and cash equivalents (<i>note 8</i>)	665,737	692,127
Restricted cash	4,659	4,370
Accounts receivable, including non-trade of \$24,635 (2011 - \$38,120) and related party balance of \$9,397 (2011 - \$3,487)	375,957	359,758
Vessels held for sale	14,961	19,000
Net investment in direct financing leases (<i>note 5</i>)	17,292	23,171
Prepaid expenses	77,791	82,927
Current portion of loans to equity accounted investees	103,000	50,000
Current portion of derivative assets (<i>note 15</i>)	20,383	24,712
Other current assets	456	2,672
Total current assets	1,280,236	1,258,737
Restricted cash - non-current	526,705	495,784
Vessels and equipment (notes 7 and 8)		
At cost, less accumulated depreciation of \$2,403,707 (2011 - \$2,375,604)	6,528,607	6,678,899
Vessels under capital leases, at cost, less accumulated amortization of \$178,934 (2011 - \$163,939)	668,651	681,554
Advances on newbuilding contracts (<i>note 10a</i>)	444,173	507,908
Total vessels and equipment	7,641,431	7,868,361
Net investment in direct financing leases - non-current (<i>note 5</i>)	430,454	436,737
Marketable securities	5,925	7,782
Loans to joint ventures and joint venture partners, bearing interest between 4.4% to 8.0%	51,781	35,248
Derivative assets (<i>note 15</i>)	147,319	140,557
Deferred income tax asset (<i>note 16</i>)	23,476	22,316
Equity accounted investments (<i>notes 4 and 10b</i>)	436,486	252,637
Investment in term loans	187,347	186,844
Other non-current assets	128,894	119,093
Intangible assets net	128,682	136,742
Goodwill	166,539	166,539
Total assets	11,155,275	11,127,377
LIABILITIES AND EQUITY		
Current		
Accounts payable		