

ARMSTRONG WORLD INDUSTRIES INC
Form 10-Q
July 29, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2016

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 1-2116

ARMSTRONG WORLD INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Pennsylvania
(State or other jurisdiction of
incorporation or organization)

23-0366390
(I.R.S. Employer
Identification No.)

2500 Columbia Avenue, Lancaster, Pennsylvania
(Address of principal executive offices)

17603
(Zip Code)

Registrant's telephone number, including area code (717) 397-0611

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Indicate by check mark whether the registrant; (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter time period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Number of shares of Armstrong World Industries, Inc.’s common stock outstanding as of July 21, 2016 – 55,497,188.

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When we refer to AWI," the "Company," "we," "our" and "us," we are referring to Armstrong World Industries, Inc. and its subsidiaries.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain statements in this Quarterly Report on Form 10-Q and the documents incorporated by reference may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Those forward-looking statements are subject to various risks and uncertainties and include all statements that are not historical statements of fact and those regarding our intent, belief or expectations, including, but not limited to, our expectations concerning our residential and commercial markets and their effect on our operating results; our expectations regarding the payment of dividends, and our ability to increase revenues, earnings and EBITDA (as such terms are defined by documents incorporated by reference herein). Words such as “anticipate,” “expect,” “intend,” “plan,” “target,” “project,” “predict,” “believe,” “may,” “will,” “would,” “could,” “should,” “seek,” “estimate” and similar expressions identify such forward-looking statements. These statements are based on management’s current expectations and beliefs and are subject to a number of factors that could lead to actual results materially different from those described in the forward-looking statements. Although we believe that the assumptions underlying the forward-looking statements are reasonable, we can give no assurance that our expectations will be attained. Factors that could have a material adverse effect on our financial condition, liquidity, results of operations or future prospects or which could cause actual results to differ materially from our expectations include, but are not limited to:

- global economic conditions;
- construction activity;
- the separation of the flooring business;
- competition;
- key customers;
- availability and costs of raw materials and energy;
- international operations;
- covenants in our debt agreements;
- our indebtedness;
- our liquidity;
- our WAVE joint venture;
- environmental matters;
- strategic transactions;
- plant construction projects;
- negative tax consequences;
- defined benefit plan obligations;
- claims and litigation;
- labor;
- our intellectual property rights;
- costs savings and productivity initiatives; and
- other risks detailed from time to time in our filings with the Securities and Exchange Commission (the “SEC”), press releases and other communications, including those set forth under “Risk Factors” included in our Annual Report on Form 10-K and in the documents incorporated by reference.

Such forward-looking statements speak only as of the date they are made. We expressly disclaim any obligation to release publicly any updates or revisions to any forward-looking statements to reflect any change in our expectations with regard thereto or change in events, conditions or circumstances on which any statement is based.

PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

Armstrong World Industries, Inc., and Subsidiaries

Condensed Consolidated Statements of Operations and Comprehensive Income

(amounts in millions, except per share data)

Unaudited

	Three Months Ended June 30, 2016	Three Months Ended June 30, 2015	Six Months Ended June 30, 2016	Six Months Ended June 30, 2015
Net sales	\$ 314.3	\$ 306.1	\$ 601.7	\$ 598.1
Cost of goods sold	222.8	214.6	425.9	417.5
Gross profit	91.5	91.5	175.8	180.6
Selling, general and administrative expenses	55.8	61.6	109.5	125.9
Separation costs	3.9	5.1	31.0	9.4
Equity earnings from joint venture	(19.9)	(16.4)	(38.0)	(30.0)
Operating income	51.7	41.2	73.3	75.3
Interest expense	12.5	11.4	34.4	22.6
Other non-operating expense	-	0.2	-	2.7
Other non-operating (income)	(2.1)	(3.4)	(7.3)	(5.4)
Earnings from continuing operations before income taxes	41.3	33.0	46.2	55.4
Income tax expense	24.7	17.9	36.7	34.6
Earnings from continuing operations	16.6	15.1	9.5	20.8
Net earnings (loss) from discontinued operations, net of tax expense				
of \$-, \$7.3, \$0.1 and \$10.7	-	14.8	(4.5)	12.9
Gain (loss) from disposal of discontinued business, net of tax				
(benefit) of (\$0.1), \$-, (\$1.9) and (\$43.4)	0.3	(0.3)	2.0	42.5
Net earnings (loss) from discontinued operations	0.3	14.5	(2.5)	55.4
Net earnings	\$ 16.9	\$ 29.6	\$ 7.0	\$ 76.2
Other comprehensive income (loss), net of tax:				
Foreign currency translation adjustments	(13.2)	7.4	(11.8)	(7.9)
Derivative (loss)	(2.1)	(0.6)	(0.5)	(1.1)
Pension and postretirement adjustments	9.2	9.2	17.0	21.1
Total other comprehensive (loss) income	(6.1)	16.0	4.7	12.1
Total comprehensive income	\$ 10.8	\$ 45.6	\$ 11.7	\$ 88.3
Earnings per share of common stock, continuing operations:				
Basic	\$ 0.30	\$ 0.27	\$ 0.17	\$ 0.37
Diluted	\$ 0.29	\$ 0.27	\$ 0.17	\$ 0.37

Earnings (loss) per share of common stock, discontinued operations:

Basic	\$ 0.01	\$ 0.26
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