Edgar Filing: NL INDUSTRIES INC - Form 10-Q

NL INDUSTRIES INC Form 10-Q August 07, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF

THE SECURITIES EXCHANGE ACT OF 1934

For the quarter ended June 30, 2018

Commission file number 1-640

NL INDUSTRIES, INC.

(Exact name of Registrant as specified in its charter)

New Jersey 13-5267260

(State or other jurisdiction of (IRS Employer Identification No.)

incorporation or organization)

5430 LBJ Freeway, Suite 1700

Dallas, Texas 75240-2620

(Address of principal executive offices)

Registrant's telephone number, including area code: (972) 233-1700

Edgar Filing: NL INDUSTRIES INC - Form 10-Q

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 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 during the preceding 12 months (or for such shorter 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, a smaller reporting company, or an emerging growth company (as defined in Rule 12b-2 of the Securities Exchange Act of 1934). Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company 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 7(a)(2)(B) of the Securities Act).

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

Number of shares of the Registrant's common stock outstanding on August 1, 2018: 48,727,884.

Edgar Filing: NL INDUSTRIES INC - Form 10-Q

NL INDUSTRIES, INC. AND SUBSIDIARIES

INDEX

		Page number
Part I.	FINANCIAL INFORMATION	
Item 1.	Financial Statements	
	Condensed Consolidated Balance Sheets - December 31, 2017; June 30, 2018 (unaudited)	3
	Condensed Consolidated Statements of Operations (unaudited) – Three and six months ended June 3 2017 and 2018	<u>0,</u> 5
	<u>Condensed Consolidated Statements of Comprehensive Income (Loss) (unaudited) – Three and six months ended June 30, 2017 and 2018</u>	6
	Condensed Consolidated Statement of Equity (unaudited) – Six months ended June 30, 2018	7
	Condensed Consolidated Statements of Cash Flows (unaudited) - Six months ended June 30, 2017 and 2018	8
	Notes to Condensed Consolidated Financial Statements (unaudited)	9
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	28
Item 3.	Quantitative and Qualitative Disclosure About Market Risk	46
Item 4.	Controls and Procedures	46
Part II.	OTHER INFORMATION	
Item 1.	<u>Legal Proceedings</u>	48
Item 1A	Risk Factors	48
	Exhibits 3, 4 and 5 of Part II are omitted because there is no information to report.	48

NL INDUSTRIES, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED BALANCE SHEETS

(In thousands)

	December 31, 2017	June 30, 2018 (unaudited)
ASSETS		
Current assets:		
Cash and cash equivalents	\$98,316	\$ 111,140
Restricted cash and cash equivalents	3,370	3,445
Accounts and other receivables, net	10,670	29,079
Inventories, net	15,382	16,579
Receivable from affiliate	1,767	-
Prepaid expenses and other	1,162	938
Total current assets	130,667	161,181
Other assets:		
Notes receivable from affiliate	38,200	37,600
Marketable securities	88,681	68,415
Investment in Kronos Worldwide, Inc.	229,543	259,752
Goodwill	27,156	27,156
Other assets, net	4,843	5,027
Total other assets	388,423	397,950
Property and equipment:		
Land	5,146	5,141
Buildings	23,044	22,910
Equipment	67,926	68,447
Construction in progress	569	
1 0		