AIRGAS INC Form 10-Q August 05, 2015 Table of Contents

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1034

For the quarterly period ended: June 30, 2015

Commission file number: 1-9344

AIRGAS, INC.

(Exact name of registrant as specified in its charter)

Delaware 56-0732648
(State or other jurisdiction of incorporation or organization) Identification No.)

259 North Radnor-Chester Road, Suite 100

Radnor, PA

(Address of principal executive offices) (ZIP code)

(610) 687-5253

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class

Name of Each Exchange on Which Registered

Common Stock, par value \$0.01 per share

New York Stock Exchange

Preferred Stock Purchase Rights

New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None.

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 ý 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 ý 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 ý Accelerated filer "

Non-accelerated filer o 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 ý

The number of shares of common stock outstanding as of August 3, 2015 was 74,654,017.

Table of Contents

AIRGAS, INC.

FORM 10-Q June 30, 2015

TABLE OF CONTENTS

PAGE PART I - FINANCIAL INFORMATION Item 1. Financial Statements Consolidated Statements of Earnings for the Three Months Ended June 30, 2015 and 2014 (Unaudited)3 Consolidated Statements of Comprehensive Income for the Three Months Ended June 30, 2015 and 4 2014 (Unaudited) Consolidated Balance Sheets as of June 30, 2015 (Unaudited) and March 31, 2015 <u>5</u> Consolidated Statements of Cash Flows for the Three Months Ended June 30, 2015 and 2014 <u>6</u> (Unaudited) Notes to Consolidated Financial Statements (Unaudited) 7 Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations 20 Item 3. Quantitative and Qualitative Disclosures About Market Risk 30 Item 4. Controls and Procedures 30 PART II - OTHER INFORMATION Item 1. Legal Proceedings 31 Item 1A. Risk Factors 31 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds 31 <u>32</u> Item 6. Exhibits **SIGNATURE** 33

Table of Contents

PART I—FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.

AIRGAS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF EARNINGS (Unaudited)

Three Months				
	June 30,			
(In thousands, except per share amounts)	2015		2014	
Net Sales	\$1,349,710		\$1,313,587	
Costs and Expenses:				
Cost of products sold (excluding depreciation)	597,166		583,406	
Selling, distribution and administrative expenses	513,776		494,713	
Depreciation	78,075		72,635	
Amortization	8,115		7,752	
Total costs and expenses	1,197,132		1,158,506	
Operating Income	152,578		155,081	
Interest expense, net	(14,036)	(16,139)
Other income, net	1,425		1,869	
Earnings before income taxes	139,967		140,811	
Income taxes	(51,732)	(51,959)
Net Earnings	\$88,235		\$88,852	
Net Earnings per Common Share:				
Basic earnings per share	\$1.17		\$1.20	
Diluted earnings per share	\$1.16		\$1.18	
Weighted Average Shares Outstanding:				
Basic	75,206		74,272	
Diluted	76,105		75,483	
Dividends Declared per Common Share	\$0.60		\$0.55	
See accompanying notes to consolidated financial statements.				

3

Table of Contents

AIRGAS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (Unaudited)

	Three Months Ended		
	June 30,		
(In thousands)	2015	2014	
Net earnings	\$88,235	\$88,852	
Other comprehensive income (loss), before tax:			
Foreign currency translation adjustments	1,810	2,575	
Reclassification of hedging loss included in net earnings	129	129	
Other comprehensive income (loss), before tax	1,939	2,704	
Net tax expense of other comprehensive income items	(48) (48)
Other comprehensive income (loss), net of tax	1,891	2,656	
Comprehensive income	\$90,126	\$91,508	
Can accompanying notes to consolidated financial statements			

See accompanying notes to consolidated financial statements.

4

Table of Contents

AIRGAS, INC. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS

	(Unaudited)		
(In thousands, except per share amounts)	June 30,	March 31,	
	2015	2015	
ASSETS			
Current Assets			
Cash	\$72,208	\$50,724	
Trade receivables, less allowances for doubtful accounts of \$29,149 and \$27,016 a	^{at} 718,856	708,227	
June 30, 2015 and March 31, 2015, respectively	/10,030	100,221	
Inventories, net	460,842	474,070	
Deferred income tax asset, net	58,290	58,072	
Prepaid expenses and other current assets	93,131	124,591	
Total current assets	1,403,327	1,415,684	
Plant and equipment at cost	5,448,032	5,305,059	
Less accumulated depreciation	(2,421,694) (2,353,293)	
Plant and equipment, net	3,026,338	2,951,766	
Goodwill	1,328,551	1,313,644	
Other intangible assets, net	248,765	244,519	
Other non-current assets	47,796	47,997	
Total assets	\$		