COLUMBUS MCKINNON CORP

Form 10-Q July 31, 2018

**UNITED STATES** SECURITIES AND EXCHANGE COMMISSION Washington, D. C. 20549 FORM 10-Q

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

For the quarterly period ended June 30, 2018

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: 0-27618

Columbus McKinnon Corporation

(Exact name of registrant as specified in its charter)

New York 16-0547600

(I.R.S. Employer Identification (State or other jurisdiction of incorporation or organization)

No.) 14068

205 Crosspoint Parkway, Getzville, NY (Address of principal executive offices) (Zip code)

(716) 689-5400

(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report.)

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. : ý Yes o No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted 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 such files). Yes ý No o

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 definition of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Act.

Large accelerated filer x Accelerated filer o

Non-accelerated filer o Smaller Reporting Company o

Emerging Growth Company o

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 13(a) of the Exchange Act. o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). o Yes  $\circ$  Yo

The number of shares of common stock outstanding as of July 26, 2018 was: 23,272,187 shares.

# FORM 10-Q INDEX COLUMBUS McKINNON CORPORATION June 30, 2018

		Page #			
Part I. Financial Information					
Item 1.	Condensed Consolidated Financial Statements (Unaudited)				
	Condensed consolidated balance sheets - June 30, 2018 and March 31, 2018	<u>3</u>			
	$\underline{\text{Condensed consolidated statements of operations and retained earnings}} \text{ - Three months ended June 30, 2018 and June 30, 2017}$	4			
	<u>Condensed consolidated statements of comprehensive income (loss)</u> - Three months ended June 30, 2018 and June 30, 2017	<u>5</u>			
	<u>Condensed consolidated statements of cash flows</u> - Three months ended June 30, 2018 and June 30, 2017	<u>6</u>			
	Notes to condensed consolidated financial statements - June 30, 2018	7			
Item 2.	Management's Discussion and Analysis of Results of Operations and Financial Condition	<u>28</u>			
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	<u>33</u>			
Item 4.	Controls and Procedures	<u>33</u>			
Part II.	Other Information				
Item 1.	<u>Legal Proceedings – none.</u>	<u>34</u>			
Item 1A.	Risk Factors	<u>34</u>			
Item 2.	<u>Unregistered Sales of Equity Securities and Use of Proceeds – none.</u>	<u>34</u>			
Item 3.	<u>Defaults upon Senior Securities – none.</u>	<u>34</u>			
Item 4.	Mine Safety Disclosures.	<u>34</u>			
Item 5.	Other Information – none.	<u>34</u>			
Item 6.	<u>Exhibits</u>	<u>35</u>			
2					

Part I. Financial Information

Item 1. Condensed Consolidated Financial Statements (Unaudited)

# COLUMBUS McKINNON CORPORATION CONDENSED CONSOLIDATED BALANCE SHEETS

	June 30,	March 31,
	2018 (unaudited)	2018
ASSETS:	(unaudited) (In thousands)	
Current assets:	(III tilousaliu	18)
Cash and cash equivalents	\$57,131	\$63,021
Trade accounts receivable	129,815	127,806
Inventories	155,662	152,886
Prepaid expenses and other	16,805	16,582
Total current assets	359,413	360,295
Property, plant, and equipment, net	104,456	113,079
Goodwill	330,368	347,434
Other intangibles, net	249,659	263,764
Marketable securities	7,565	7,673
Deferred taxes on income	33,585	32,442
Other assets	22,505	17,759
Total assets	\$1,107,551	\$1,142,446
Total assets	ψ1,107,331	φ1,172,770
LIABILITIES AND SHAREHOLDERS' EQUITY:		
Current liabilities:		
Trade accounts payable	\$43,416	\$46,970
Accrued liabilities	92,300	99,963
Current portion of long term debt	60,046	60,064
Total current liabilities	195,762	206,997
Senior debt, less current portion	43	33
Term loan and revolving credit facility	293,746	303,221
Other non current liabilities	208,432	223,966
Total liabilities	697,983	734,217
Shareholders' equity:		
Voting common stock; 50,000,000 shares authorized; 23,247,262	222	220
and 23,045,479 shares issued and outstanding	232	230
Additional paid in capital	273,789	269,360
Retained earnings	206,491	197,897
Accumulated other comprehensive loss	(70,944)	(59,258)
Total shareholders' equity	409,568	408,229
Total liabilities and shareholders' equity	\$1,107,551	\$1,142,446
1 4		

See accompanying notes.

3

### COLUMBUS McKINNON CORPORATION CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND RETAINED EARNINGS (UNAUDITED)

	Three Months Ended	
	June 30,	June 30,
	2018	2017
	(In thousands, except	
	per share data)	
Net sales	\$224,992	\$203,726
Cost of products sold	145,345	134,737
Gross profit	79,647	68,989
Selling expenses	25,567	23,800
General and administrative expenses	21,826	18,953
Research and development expenses	3,748	2,922
Held for sale impairment	11,100	
Amortization of intangibles	3,903	3,719
	66,144	49,394
Income from operations	13,503	19,595
Interest and debt expense	4,607	5,141
Investment (income) loss	(268)	(62)
Foreign currency exchange (gain) loss	(276)	