

AMERICAN WOODMARK CORP
Form 10-Q
December 01, 2010

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 quarterly period ended October 31, 2010

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 000-14798

American Woodmark Corporation
(Exact name of registrant as specified in its charter)

Virginia
(State or other jurisdiction of
incorporation or organization)

54-1138147
(I.R.S. Employer
Identification No.)

3102 Shawnee Drive, Winchester,
Virginia
(Address of principal executive offices)

22601
(Zip Code)

(540) 665-9100
(Registrant's telephone number, including area code)

Not Applicable
(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. Yes No

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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 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.

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input checked="" type="checkbox"/>
(Do not check if a smaller reporting company)			

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

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

As of November 29, 2010, 14,255,408 shares of the Registrant’s Common Stock were outstanding.

AMERICAN WOODMARK CORPORATION

FORM 10-Q

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

AMERICAN WOODMARK CORPORATION
CONDENSED CONSOLIDATED BALANCE SHEETS
(in thousands, except share data)
(Unaudited)

	October 31, 2010	April 30, 2010
ASSETS		
Current Assets		
Cash and cash equivalents	\$55,866	\$53,233
Customer receivables, net	27,721	27,524
Inventories	23,982	25,239
Income taxes receivable and other	4,245	10,693
Deferred income taxes	5,941	6,355
Total Current Assets	117,755	123,044
Property, plant, and equipment, net	107,059	114,107
Restricted cash	14,419	14,419
Promotional displays, net	9,127	11,738
Deferred income taxes	18,370	13,440
Other assets	4,330	5,685
	\$271,060	\$282,433
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities		
Accounts payable	\$14,936	\$14,035
Accrued compensation and related expenses	16,231	20,409
Current maturities of long-term debt	926	893
Accrued marketing expenses	6,311	4,903
Other accrued expenses	8,391	9,339
Total Current Liabilities	46,795	49,579
Long-term debt, less current maturities	25,275	25,582
Defined benefit pension liabilities	31,683	29,065
Other long-term liabilities	2,550	2,889
Shareholders' Equity		
Preferred stock, \$1.00 par value; 2,000,000 shares authorized, none issued	--	--
Common stock, no par value; 40,000,000 shares authorized; issued and outstanding 14,255,408 shares at October 31, 2010; 14,205,462 shares at April 30, 2010	90,325	88,153
Retained earnings	95,275	108,643
Accumulated other comprehensive loss -		
Defined benefit pension plans	(20,843)	(21,478)
Total Shareholders' Equity	164,757	175,318

	\$271,060	\$282,433
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See accompanying notes to condensed consolidated financial statements

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AMERICAN WOODMARK CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(in thousands, except share and per share data)
(Unaudited)

	Three Months Ended October 31		Six Months Ended October 31	
	2010	2009	2010	2009
Net sales	\$ 107,613	\$ 104,068	\$ 216,916	\$ 204,903
Cost of sales and distribution	97,797	91,399	192,713	180,400
Gross Profit	9,816	12,669	24,203	24,503
Selling and marketing expenses	15,805	14,510	29,908	27,859
General and administrative expenses	6,040	6,380	11,862	12,607
Restructuring charges	16	233	39	2,787
Operating Loss	(12,045)	(8,454)	(17,606)	(18,750)
Interest expense	144	166	292	335
Other income	(231)	(173)	(405)	(388)
Loss Before Income Taxes	(11,958)	(8,447)	(17,493)	(18,697)
Income tax benefit	(4,574)	(3,168)	(6,691)	(7,012)
Net Loss	\$(7,384)	\$(5,279)	\$(10,802)	\$(11,685)
Net Loss Per Share				
Weighted average shares outstanding				
Basic	14,240,178	14,138,091	14,231,165	14,125,859
Diluted	14,240,178	14,138,091	14,231,165	14,125,859
Net loss per share				
Basic	\$(0.52)	\$(0.37)	\$(0.76)	\$(0.83)
Diluted	\$ (0.52)	\$ (0.37)	\$ (0.76)	\$ (0.83)
Cash dividends per share	\$0.09	\$0.09	\$0.18	\$0.18

See accompanying notes to condensed consolidated financial statements

AMERICAN WOODMARK CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(in thousands)
(Unaudited)

	Six Months Ended October 31	
	2010	2009
Operating Activities		
Net loss	\$(10,802)	\$(11,685)
Adjustments to reconcile net loss to net cash provided (used) by operating activities:		
Depreciation and amortization	13,817	16,154
Net loss on disposal of property, plant, and equipment	67	35
Gain on sale of assets held for sale	(60)	--
Stock-based compensation expense	1,800	2,263
Deferred income taxes	(5,454)	(4,138)
Pension contributions less than expense	3,454	2,501
Tax benefit from stock-based compensation	(57)	(119)
Other non-cash items	(553)	(603)
Changes in operating assets and liabilities:		
Customer receivables	71	(4,000)
Inventories	1,072	6,398
Income taxes receivable and other assets	6,254	(5,335)
Accounts payable	901	(189)
Accrued compensation and related expenses	(4,178)	(7,045)
Other accrued expenses	1,259	(675)
Net Cash Provided (Used) by Operating Activities	7,591	(6,438)
Investing Activities		
Payments to acquire property, plant, and equipment	(2,264)	(1,590)
Proceeds from sales of property, plant, and equipment	2	92
Proceeds from sale of assets held for sale	1,474	--
Investment in promotional displays	(1,638)	(3,097)
Net Cash Used by Investing Activities	(2,426)	(4,595)
Financing Activities		
Payments of long-term debt	(274)	(293)
Proceeds from issuance of common stock	247	318
Payment of dividends	(2,562)	(2,541)
Tax benefit from stock-based compensation	57	119
Net Cash Used by Financing Activities	(2,532)	(2,397)
Net Increase (Decrease) In Cash And Cash Equivalents	2,633	(13,430)
Cash And Cash Equivalents, Beginning of Period	53,233	82,821

Cash And Cash Equivalents, End of Period	\$55,866	\$69,391
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