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ULTRA PETROLEUM CORP  
Form 8-K  
April 29, 2004

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report

April 28, 2004

ULTRA PETROLEUM CORP.  
(Exact name of registrant as specified in its charter)

Yukon Territory, Canada	0-29370	N/A
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification Number)

(363 North Sam Houston Pkwy, E., Suite 1200., Houston, TX 77060)

(281-876-0120)

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Item 12. Results of Operations and Financial Condition

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

[April 28, 2004]

By: /s/ David Russell

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David Russell

[LOGO] Ultra Resources, Inc.

April 27, 2004

ULTRA PETROLEUM REPORTS 141% INCREASE IN FIRST QUARTER EARNINGS

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Houston, TX - Ultra Petroleum (AMEX-UPL) today reported earnings for the three-month period ended March 31, 2004 increased 141 % to \$19.8 million or \$0.25 per diluted share compared to \$8.2 million or \$0.11 per diluted share for the same period in 2003. Cashflow (1) for the period increased 106 % to \$36.3 million or \$0.45 per diluted share, compared to \$17.6 million or \$0.23 per diluted share for the same period in 2003. Production increased 54 % to 9.7 Bcfe compared to 6.3 Bcfe for 2003. Average natural gas prices for the three month period were \$4.95 as compared to \$3.84 for the same period in 2003.

During the first quarter, Ultra's bank group approved an increase in Ultra's borrowing base from \$200 million to \$315 million. Ultra's bank debt at March 31st was \$114 million.

"The first quarter of 2004 continued our string of financial successes. On growing production, record average Wyoming gas prices and our excellent cost structure, we have delivered the highest quarterly earnings in our history. During the quarter we executed the most aggressive winter drilling program in the history of Pinedale and have made a terrific start to this year's program. And, China is on track for production startup later this year. Just last week, our bank group increased our borrowing base more than 50% to \$315 million, providing more than enough capital to fund our drilling program. We are on track to meet or exceed our production and reserve targets. Already, 2004 is shaping up to be another year of substantial growth," stated Michael D Watford, Chairman, President and CEO.

	For the Three-Month Period Ended	
	31-Mar-04	31-Mar-03
Production		
Oil Production - Bbls	68,324	50,113
Natural Gas - Mcf	9,316,055	6,019,888
Gas Equivalent	9,725,999	6,320,566
Production - Mcfe		
Realized Production Prices		
Oil Price - \$/bbl	\$37.20	\$30.90
Gas Price - \$/Mcf	\$4.95	\$3.84
Revenues		
Oil Revenue	\$2,541,550	\$1,548,506
Gas Revenue	\$46,077,223	\$23,122,589
Total Revenues	\$48,618,773	\$24,671,095

363 N. Sam Houston Pkwy. E., Ste. 1200, Houston, TX 77060  
Telephone 281-876-0120 Fascimile 281-876-2831

Operating costs and expenses		
Operating expenses	\$1,282,924	\$945,286
Taxes	\$5,669,776	\$2,663,222
Gathering	\$2,772,197	\$1,593,236
Depreciation, depletion and amortization	\$5,480,720	\$3,605,846
General and administrative	\$1,554,039	\$1,237,703
Stock compensation	\$100,023	\$612,500
Interest and debt expense	\$ 1,100,170	\$653,600
Total direct expenses	\$ 17,959,849	\$11,311,393

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Interest and other income	\$12,734	\$8,579
Income Tax - Deferred	\$10,888,440	\$5,146,788
Net Income	\$19,783,218	\$8,221,493
Per common share - basic	\$0.26	\$0.11
Per common share - diluted	\$0.25	\$0.11
Cash flow from operations (1)	\$36,252,401	\$17,586,627
Per common share - basic	\$0.48	\$0.24
Per common share - diluted	\$0.45	\$0.23
Shares Outstanding	74,883,068	74,087,668
Weighted Average - Basic	74,757,345	74,056,840
Weighted Average - diluted	79,749,232	77,950,668
Costs per Mcfe		
Operating Expenses	\$0.13	\$0.15
Severance/Production	\$0.58	\$0.42
Taxes		
Gathering	\$0.29	\$0.25
Total Lease Operating	\$1.00	\$0.82
Depletion, depreciation and amortization	\$0.56	\$0.57
General and administrative	\$0.16	\$0.20

These statements are unaudited and subject to year-end adjustment.

(1) "Cash flow" refers to cash flow from operations before net change in non-cash working capital.

Reconciliation of cash flow from operations before change in net working capital	Three Months Ended March 31	
	2004	2003
Net cash provided by operating activities	\$26,862,104	\$14,078,092
Other long-term obligations	(\$3,716,429)	(\$132,122)
Accounts payable and accrued liabilities	\$16,106,026	\$727,500

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Prepaid expenses and other current assets	(\$1,253,614)	\$344,307
Inventory	(\$1,127,989)	\$0
Accounts receivable	(\$618,011)	\$2,568,487
Restricted cash	\$314	\$362
Cash flow from operations before change in net working capital	\$36,252,401	\$17,586,627

Management believes that the non-GAAP measures of cash flow before changes in working capital is useful information to investors because it is widely used by professional analysts and sophisticated investors in valuing oil and gas companies. Many other investors use research reports of these analysts in making investment decisions.

Ultra Petroleum is an independent, exploration and production company focused on developing its long life natural gas reserves in the Green River Basin of Wyoming, and oil reserves in Bohai Bay, offshore China. Ultra is listed on the American Stock Exchange under the ticker "UPL" with 74,953,768 shares outstanding as of the date of this release.

The United States Securities and Exchange Commission permits oil and gas companies, in their filings with the SEC, to disclose only proved reserves that a company has demonstrated by actual production or conclusive formation tests to be economically and legally producible under existing economic and operating conditions. We may use certain terms in this press release, relating to reserves and/or production that the SEC's guidelines strictly prohibit us from including in filings with the SEC. U.S. Investors are urged to consider closely the disclosure in our Form 10-K available from us at 363 North Sam Houston Parkway E., Suite 1200, Houston, TX 77060. You can also obtain this form from the SEC by calling 1-800-SEC-0330.

This news release includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. The opinions, forecasts, projections or other statements, other than statements of historical fact, are forward-looking statements. Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, they can give no assurance that such expectations will prove to have been correct. Certain risks and uncertainties inherent in the Company's businesses are set forth in their filings with the Securities and Exchange Commission. Full details regarding the selected financial information provided above will be available in the Company's annual report and in the Annual Information form to be filed under the cover of Form 10-K.

For more information contact:

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