METTLER TOLEDO INTERNATIONAL INC/ Form 10-Q July 26, 2013 Table of Contents

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549	
Form 10-Q	
	N 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF UNE 30, 2013, OR N 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OFTO
(Exact name of registrant as specified in its charter)	
Delaware (State or other jurisdiction of incorporation or organization) 1900 Polaris Parkway Columbus, Ohio 43240 and Im Langacher, P.O. Box MT-100 CH 8606 Greifensee, Switzerland	13-3668641 (I.R.S Employer Identification No.)
(Address of principal executive offices) (Zip Code)	
1-614-438-4511 and +41-44-944-22-11	
(Registrant's telephone number, including area code)	
not applicable	
(Former name, former address and former fiscal year,	if changed since last report)
the Securities Exchange Act of 1934 during the precedent	s filed all reports required to be filed by Section 13 or 15(d) of ding 12 months (or for such shorter period that the registrant was to such filing requirements for the past 90 days. Yes X No

Indicate by checkmark 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

1

post such files). Yes X No
Indicate by checkmark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer of 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. X Accelerated filer (Do not check if a smaller reporting company)Smaller reporting company
Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Ye No X
The Registrant had 29,945,248 shares of Common Stock outstanding at June 30, 2013.

# Table of Contents

# METTLER-TOLEDO INTERNATIONAL INC. INDEX TO QUARTERLY REPORT ON FORM 10-Q

	PART I. FINANCIAL INFORMATION	PAGE
Item 1.	<u>Financial Statements</u>	
	<u>Unaudited Interim Consolidated Financial Statements:</u>	
	Interim Consolidated Statements of Operations and Comprehensive Income for the three months ended June 30, 2013 and 2012	<u>3</u>
	Interim Consolidated Statements of Operations and Comprehensive Income for the six months ended June 30, 2013 and 2012	4
	Interim Consolidated Balance Sheets as of June 30, 2013 and December 31, 2012	<u>5</u>
	Interim Consolidated Statements of Shareholders' Equity for the six months ended June 30, 2013 and twelve months ended December 31, 2012	<u>id</u> 6
	Interim Consolidated Statements of Cash Flows for the six months ended June 30, 2013 and 2012	7
	Notes to the Interim Consolidated Financial Statements at June 30, 2013	<u>8</u>
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	<u>21</u>
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	<u>30</u>
Item 4.	Controls and Procedures	<u>30</u>
	PART II. OTHER INFORMATION	
Item 1.	<u>Legal Proceedings</u>	<u>31</u>
Item 1A.	. Risk Factors	<u>31</u>
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	<u>31</u>
Item 3.	<u>Defaults upon Senior Securities</u>	<u>31</u>
Item 5.	Other Information	<u>31</u>
Item 6.	<u>Exhibits</u>	<u>31</u>
SIGNAT	<u>rure</u>	<u>32</u>

#### **Table of Contents**

# PART I. FINANCIAL INFORMATION

#### Item 1. Financial Statements

#### METTLER-TOLEDO INTERNATIONAL INC.

INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME

Three months ended June 30, 2013 and 2012

(In thousands, except share data)

(unaudited)

	June 30,	June 30,
	2013	2012
Net sales		
Products	\$450,414	\$450,079
Service	128,266	120,204
Total net sales	578,680	570,283
Cost of sales		
Products	193,339	198,612
Service	76,498	72,663
Gross profit	308,843	299,008
Research and development	29,003	27,966
Selling, general and administrative	173,434	169,985
Amortization	5,807	5,357
Interest expense	5,543	5,706
Restructuring charges	3,196	7,835
Other charges (income), net	987	433
Earnings before taxes	90,873	81,726
Provision for taxes	21,811	20,022
Net earnings	\$69,062	\$61,704
Basic earnings per common share:		
Net earnings	\$2.29	\$1.97
Weighted average number of common shares	30,119,889	31,267,660
Diluted earnings per common share:		
Net earnings	\$2.24	\$1.93
Weighted average number of common and common equivalent shares	30,849,934	32,038,928
Comprehensive income, net of tax (Note 8)	\$74,897	\$36,969

The accompanying notes are an integral part of these interim consolidated financial statements.

- 3 -

### **Table of Contents**

### METTLER-TOLEDO INTERNATIONAL INC.

INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME

Six months ended June 30, 2013 and 2012

(In thousands, except share data)

(unaudited)

	June 30, 2013	June 30, 2012
Net sales		
Products	\$852,767	\$870,070
Service	250,266	235,613
Total net sales	1,103,033	1,105,683
Cost of sales		
Products	365,498	386,457
Service	149,439	143,116
Gross profit	588,096	576,110
Research and development	56,703	56,633
Selling, general and administrative	339,554	337,626
Amortization	10,929	10,556
Interest expense	10,943	11,529
Restructuring charges	8,198	8,143
Other charges (income), net	1,760	589
Earnings before taxes	160,009	151,034
Provision for taxes	38,403	37,003
Net earnings	\$121,606	\$114,031
Basic earnings per common share:		
Net earnings	\$4.03	\$3.63
Weighted average number of common shares	30,209,729	31,399,788
Diluted earnings per common share:		
Net earnings	\$3.93	\$3.54
Weighted average number of common and common equivalent shares	30,975,957	32,212,927
Comprehensive income, net of tax (Note 8)	\$110,326	\$