

NORTH AMERICAN GALVANIZING & COATINGS INC
Form 10-Q
July 20, 2009

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 1934

For The Quarterly Period Ended June 30, 2009

Commission File No. 1-3920

NORTH AMERICAN GALVANIZING & COATINGS, INC.
(Exact name of the registrant as specified in its charter)

Delaware
(State of Incorporation)

71-0268502
(I.R.S. Employer Identification No.)

5314 S. Yale Avenue, Suite 1000, Tulsa, Oklahoma 74135
(Address of principal executive offices)

(918) 494-0964
(Registrant's telephone number)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 and 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

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer, as defined in Rule 12b-2 of the Exchange Act (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer 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

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of June 30, 2009:
Common Stock \$.10 Par Value 16,369,924

NORTH AMERICAN GALVANIZING & COATINGS, INC.

Index to Quarterly Report on Form 10-Q

	Page
Part I. Financial Information	
Forward Looking Statements or Information	2
Item 1. Unaudited Financial Statements	
Report of Independent Registered Public Accounting Firm	3
Condensed Consolidated Balance Sheets as of June 30, 2009, and December 31, 2008	4
Condensed Consolidated Statements of Income for the three- and six-month periods ended June 30, 2009 and 2008	5
Condensed Consolidated Statements of Cash Flows for the six-month periods ended June 30, 2009 and 2008	6
Condensed Consolidated Statement of Stockholders' Equity for the six-month period ended June 30, 2009	7
Notes to Condensed Consolidated Financial Statements for the three- and six-month periods ended June 30, 2009 and 2008	8-12
Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations	13-19
Item 3. Quantitative and Qualitative Disclosures About Market Risk	19
Item 4. Controls and Procedures	19
Part II. Other Information	20-23
Signatures	23

Forward Looking Statements or Information

Certain statements in this Form 10-Q, including information set forth under the caption “Management’s Discussion and Analysis of Financial Condition and Results of Operations”, constitute “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. Such statements are typically punctuated by words or phrases such as “anticipates,” “estimate,” “should,” “may,” “management believes,” and words or phrases of similar import. The Company cautions investors that such forward-looking statements included in this Form 10-Q, or hereafter included in other publicly available documents filed with the Securities and Exchange Commission, reports to the Company’s stockholders and other publicly available statements issued or released by the Company involve significant risks, uncertainties, and other factors which could cause the Company’s actual results, performance (financial or operating) or achievements to differ materially from the future results, performance (financial or operating) or achievements expressed or implied by such forward-looking statements. Factors that could cause or contribute to such differences could include, but are not limited to, changes in demand, prices, the raw materials cost of zinc and the cost of natural gas; changes in economic conditions of the various markets the Company serves, as well as the other risks detailed herein and in the Company’s Form 10-K filed on February 20, 2009 with the Securities and Exchange Commission.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of
North American Galvanizing & Coatings, Inc.

We have reviewed the accompanying condensed consolidated balance sheet of North American Galvanizing & Coatings, Inc. and subsidiary (the "Company") as of June 30, 2009, and the related condensed consolidated statements of income for the three- and six-month periods ended June 30, 2009 and 2008, cash flows for the six-month periods ended June 30, 2009 and 2008 and stockholders' equity for the six-month period ended June 30, 2009. These interim financial statements are the responsibility of the Company's management

We conducted our reviews in accordance with the standards of the Public Company Accounting Oversight Board (United States). A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States), the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to such condensed consolidated interim financial statements for them to be in conformity with accounting principles generally accepted in the United States of America.

We have previously audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated balance sheet of North American Galvanizing & Coatings, Inc. and subsidiary as of December 31, 2008, and the related consolidated statements of income, stockholders' equity and cash flows for the year then ended (not presented herein); and in our report dated February 20, 2009, we expressed an unqualified opinion on those consolidated financial statements. In our opinion, the information set forth in the accompanying condensed consolidated balance sheet as of December 31, 2008 is fairly stated, in all material respects, in relation to the consolidated balance sheet from which it has been derived.

/s/Deloitte & Touche LLP

Tulsa, Oklahoma
July 20, 2009

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

(In thousands, except share amounts)

	June 30, 2009	December 31, 2008
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 10,678	\$ 9,322
Trade receivables—less allowances of \$129 for 2009 and \$102 for 2008	9,440	10,880
Raw materials inventories	7,196	5,839
Prepaid expenses and other assets	844	478
Deferred tax asset—net	1,457	1,048
Total current assets	29,615	27,567
PROPERTY, PLANT AND EQUIPMENT		
Land	2,167	2,167
Galvanizing plants and equipment	44,434	40,135
	46,601	42,302
Less—accumulated depreciation	(24,048)	(22,481)
Construction in progress	4,140	2,379
Total property, plant and equipment—net	26,693	22,200
GOODWILL—Net	3,448	3,448
OTHER ASSETS	197	1,557
TOTAL ASSETS	\$ 59,953	\$ 54,772
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Trade accounts payable	\$ 3,372	\$ 4,088
Accrued payroll and employee benefits	1,638	1,853
Accrued taxes	539	607
Customer deposits	—	538
Other accrued liabilities	2,461	2,792
Total current liabilities	8,010	9,878
DEFERRED TAX LIABILITY—Net	1,216	504
Total liabilities	9,226	10,382
COMMITMENTS AND CONTINGENCIES (NOTE 5)		
STOCKHOLDERS' EQUITY		
Common stock—\$.10 par value, 25,000,000 and 18,000,000 shares authorized in 2009 and 2008:		
Issued—16,507,813 shares in both 2009 and 2008	1,651	1,651
Additional paid-in capital	11,710	12,281
Retained earnings	37,861	32,180

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Common shares in treasury at cost— 138,889 in 2009 and 488,212 in 2008	(495)	(1,722)
Total stockholders' equity	50,727		44,390	
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$59,953		\$54,772	

See notes to condensed consolidated financial statements.

- 4 -

NORTH AMERICAN GALVANIZING & COATINGS, INC.
CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)
(In thousands, except per share amounts)

	For the Three Months Ended June 30		For the Six Months Ended June 30	
2009		2008	2009	2008