

Edgar Filing: EMCOR GROUP INC - Form 8-K

EMCOR GROUP INC  
Form 8-K  
October 23, 2003

UNITED STATES  
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 (Date of earliest event reported) October 23, 2003

EMCOR GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware ----- (State or other jurisdiction of incorporation or organization)	0-2315 ----- (Commission File Number)	11-2125338 ----- (I.R.S. Employer Identification No.)
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301 Merritt Seven Corporate Park Norwalk, Connecticut (Address of principal executive offices)	06851 (Zip code)
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(Registrant's telephone number, including area code) 203-849-7800

Item 7. Financial Statements and Exhibits

(c) Exhibits.

Exhibit No.	Description of Exhibit
99.1	Press Release dated October 23, 2003

Item 12 Results of Operations and Financial Condition

On October 23, 2003, EMCOR Group, Inc. issued a press release disclosing the results of operations for the fiscal 2003 third quarter ended September 30, 2003. A copy of this press release is attached as Exhibit 99.1.

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press release issued by EMCOR Group, Inc.

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on October 23, 2003

## SIGNATURE

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.

EMCOR Group, Inc.

By: /s/ Frank T. MacInnis

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Frank T. MacInnis  
Chairman of the Board of Directors  
and Chief Executive Officer

Date: October 23, 2003

Exhibit 99.1

## EMCOR GROUP, INC. REPORTS 2003 THIRD QUARTER RESULTS -- \$0.42 per diluted share in line with recent guidance --

NORWALK, CONNECTICUT, October 23, 2003 - EMCOR Group, Inc. (NYSE: EME) today reported results for the third quarter and nine months ended September 30, 2003 that were consistent with recently announced guidance.

Net income for the third quarter of 2003 was \$6.5 million, or \$0.42 per diluted share, compared with net income of \$19.5 million, or \$1.26 per diluted share, in the 2002 third quarter. For the third quarter of 2003, revenues were \$1.16 billion, an increase of 10.0% over revenues of \$1.05 billion in the third quarter of last year, due primarily to the acquisition of Consolidated Engineering Services, Inc. ("CES") in December 2002. On an organic basis, revenues were approximately equal to those for the year ago period.

Operating income in the third quarter of 2003 was \$13.5 million, compared with operating income of \$35.9 million in the third quarter of 2002. As a percentage of revenues, 2003 third quarter operating income was 1.2% versus 3.4% in the year ago period.

Selling, General and Administrative expenses ("SG&A") for the 2003 third quarter were \$104.7 million or 9.0% of revenues, compared with \$93.4 million, or 8.9% of revenues, in the third quarter of 2002. The increase was principally attributable to the inclusion of CES in the Company's results for the third quarter of 2003. Excluding CES, SG&A in the third quarter of 2003 was \$87.4 million or 8.3% of revenues. For the second quarter of 2003, SG&A was \$106.6 million or 9.3% of revenues.

At September 30, 2003, the Company's contract backlog was \$3.11 billion, an increase of approximately 9.1% versus backlog of \$2.85 billion on September 30, 2002 and virtually level with contract backlog on June 30, 2003. Organic growth of the Company's contract backlog versus the year ago period was approximately 3.6%.

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As expected, the Company's 2003 third quarter results demonstrate continued solid revenue growth reflecting the Company's position as a market leader. The decline in profit margins was a result of an unusually high proportion of public sector work, a reduced level of higher margin private sector, discretionary and small project work, increased competition, unfavorable contract performance on certain construction projects, and market conditions attributable to the recession not favorable to construction project closeouts. Additionally, EMCOR's UK operations experienced slower than anticipated profitability recovery in its markets. Somewhat offsetting these factors was continued strong performance by the Company's facilities services operations, including those within CES, which continued to meet its performance targets.

For the first nine months of 2003, net income was \$18.0 million, or \$1.16 per diluted share, compared with net income of \$41.6 million, or \$2.69 per diluted share, in the first nine months of 2002. Revenues for the 2003 nine month period were \$3.36 billion versus \$2.85 billion in the same period a year ago, representing growth of 18.0%. Organic revenue growth in the 2003 nine month period was 3.2%.

For the first nine months of 2003, the Company reported operating income of \$37.8 million, compared with operating income of \$75.3 million in the year ago period. As a percentage of revenues, operating income for the first nine months of 2003 was 1.1%, compared with 2.6% last year.

Frank T. MacInnis, Chairman and CEO of EMCOR Group, commented, "Our third quarter results came in as anticipated, reflecting a variety of factors affecting our business. In light of the conditions we've faced, we have worked to further reduce our cost structure, and as a result we were able to decrease SG&A as a percentage of revenues on a sequential basis, and also below year ago organic base levels."

Mr. MacInnis continued, "The third quarter also marked the continued strong performance of our facilities services business, which as expected is providing a higher margin, counter-cyclical balance to our traditional business lines. The acquisition of CES, in particular, has worked out well as the former CES companies contributed \$104.8 million in revenues and \$4.7 million in operating income to the Company's results in the 2003 third quarter."

Based on current market conditions, EMCOR Group expects revenues in the fourth quarter of 2003 to be between \$1.1 billion and \$1.2 billion and diluted earnings per share to be between \$0.51 and \$0.56; this would result in revenues for the 2003 full year period of between \$4.5 billion and \$4.6 billion and diluted earnings per share of between \$1.67 and \$1.72. Additionally, the Company reiterated that, based on its existing contract backlog, reports from subsidiary managers, and opportunities in

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its facilities service businesses, it looks for "baseline" EBIT performance in 2004 at about 2% of revenues, with a significant likelihood of enhanced performance if private sector capital spending strengthens as predicted by many economists. The anticipated "baseline" level of performance would reflect EPS growth of at least 40% in 2004 over expected 2003 levels.

Mr. MacInnis concluded, "Going forward, we remain committed to fostering the growth of our facilities services business as illustrated by the alliance agreement we recently announced with Siemens Building Technologies while maintaining strict control over operating costs across the Company. Further, by exercising increased selectivity in choosing projects we undertake, we will manage our backlog toward increased profitability and will ensure the retention of sufficient contracting capacity to participate in the inevitable upswing in spending by our private sector customers."

EMCOR Group, Inc. is a worldwide leader in mechanical and electrical construction services and facilities services. This press release and other press releases may be viewed at the Company's Web site at [www.emcorgroup.com](http://www.emcorgroup.com).

EMCOR Group's third quarter conference call will be available live via Internet broadcast today, Thursday, October 23, at 10:30 AM Eastern Time. You can access the live call through the Home Page of the Company's Web site at [www.emcorgroup.com](http://www.emcorgroup.com).

This release may include "forward looking statements." These statements are based on certain assumptions and analyses made by the Company in light of its experience and its perception of historical trends, current conditions, expected future developments and other factors it believes are appropriate. Such statements are subject to a number of assumptions, risks and uncertainties, general economic and business conditions, business opportunities that may be presented to and pursued by the Company and other factors, many of which are beyond the control of the Company. Actual results may differ materially from those anticipated in the statements.

-FINANCIAL TABLES FOLLOW-

EMCOR GROUP, INC.  
FINANCIAL HIGHLIGHTS  
(In thousands, except share and per share information)  
(Unaudited)

## CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

For the Three Months Ended September 30,	
2003	2002
-----	-----

For
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Revenues	\$1,157,588	\$1,052,285	\$3,36
Cost of sales	1,039,382	923,052	3,00
	-----	-----	-----
Gross profit	118,206	129,233	35
Selling, general and administrative expenses	104,671	93,375	32
	-----	-----	-----
Operating income	13,535	35,858	3
Interest expense, net	1,987	1,073	
	-----	-----	-----
Income before taxes	11,548	34,785	3
Income tax provision	5,080	15,306	1
	-----	-----	-----
Net income	\$ 6,468	\$ 19,479	\$ 1
	=====	=====	=====
Basic earnings per share	\$ 0.43	\$ 1.31	\$
	=====	=====	=====
Diluted earnings per share	\$ 0.42	\$ 1.26	\$
	=====	=====	=====
Weighted average shares of Common Stock outstanding:			
Basic	15,003,737	14,905,849	14,97
Diluted	15,461,106	15,465,967	15,47

EMCOR GROUP, INC.  
CONDENSED CONSOLIDATED BALANCE SHEETS  
(In thousands)

	September 30, 2003 (Unaudited)	December 31, 2002
	-----	-----
ASSETS		
Cash and cash equivalents	\$ 82,162	\$ 93,103
Accounts receivable, net	1,012,911	964,968
Costs and estimated earnings in excess of billings on uncompleted contracts	272,969	235,809
Inventories	11,876	12,271
Prepaid expenses and other	35,423	28,784
	-----	-----
Total current assets	1,415,341	1,334,935
Investments, notes, and other long-term receivables	29,008	24,642
Property, plant & equipment, net	68,363	70,750
Goodwill	293,538	290,412
Identifiable intangible assets, net	11,561	13,845
Other assets	20,824	23,907
	-----	-----
Total assets	\$1,838,635	\$1,758,491
	=====	=====

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LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities:

Borrowings under working capital credit line	\$ 194,979	\$ 112,000
Current maturities of long-term debt and capital lease obligations	544	22,276
Accounts payable	389,270	409,562
Billings in excess of costs and estimated earnings on uncompleted contracts	372,714	363,092
Accrued payroll and benefits	138,266	159,416
Other accrued expenses and liabilities	131,870	113,529
	-----	-----
Total current liabilities	1,227,643	1,179,875
Long-term debt and capital lease obligations	622	905
Other long-term obligations	94,367	87,841
Total stockholders' equity	516,003	489,870
	-----	-----
Total liabilities and stockholders' equity	\$1,838,635	\$1,758,491
	=====	=====

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