

FMC CORP  
Form 10-Q  
May 08, 2009  
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**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 March 31, 2009

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 1-2376

**FMC CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**94-0479804**  
(I.R.S. Employer  
Identification No.)

**1735 Market Street**

**Philadelphia, Pennsylvania**  
(Address of principal executive offices)

**19103**  
(Zip Code)

**Registrant's telephone number, including area code: 215/299-6000**

**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**

**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 DEFINITIONS OF LARGE ACCELERATED FILER, ACCELERATED FILER, AND SMALLER REPORTING COMPANY 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**

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INDICATE BY CHECK MARK WHETHER THE REGISTRANT HAS SUBMITTED ELECTRONICALLY AND POSTED ON ITS CORPORATE WEBSITE, IF ANY, EVERY INTERACTIVE DATA FILE REQUIRED TO BE SUBMITTED AND POSTED PURSUANT TO RULE 405 OF REGULATION S-T DURING THE PRECEDING 12 MONTHS (OR FOR SUCH SHORTER PERIOD THAT THE REGISTRANT WAS REQUIRED TO SUBMIT AND POST SUCH FILES) YES " NO "

INDICATE THE NUMBER OF SHARES OUTSTANDING OF EACH OF THE ISSUER S CLASSES OF COMMON STOCK, AS OF THE LATEST PRACTICABLE DATE

Class	Outstanding at March 31, 2009
Common Stock, par value \$0.10 per share	72,675,293

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**FMC CORPORATION AND CONSOLIDATED SUBSIDIARIES**

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**Table of Contents****PART I - FINANCIAL INFORMATION****ITEM 1. FINANCIAL STATEMENTS  
FMC CORPORATION AND CONSOLIDATED SUBSIDIARIES****CONDENSED CONSOLIDATED STATEMENTS OF INCOME**

(in Millions, Except Per Share Data)	Three Months Ended March 31,	
	2009	2008
	(unaudited)	
<b>Revenue</b>	\$ 690.5	\$ 750.2
<b>Costs and Expenses</b>		
Costs of sales and services	453.9	499.2
Selling, general and administrative expenses	80.1	83.7
Research and development expenses	20.0	21.8
Restructuring and other charges (income)	22.5	(8.3)
<b>Total costs and expenses</b>	<b>576.5</b>	<b>596.4</b>
Income from continuing operations before equity in (earnings) loss of affiliates, interest expense, net and income taxes	114.0	153.8
Equity in (earnings) loss of affiliates	(1.7)	(0.3)
Interest expense, net	7.0	8.7
<b>Income from continuing operations before income taxes</b>	<b>108.7</b>	<b>145.4</b>
Provision for income taxes	33.4	42.2
<b>Income from continuing operations</b>	<b>75.3</b>	<b>103.2</b>
Discontinued operations, net of income taxes	(4.4)	(6.4)
<b>Net income</b>	<b>70.9</b>	<b>96.8</b>
Less: Net income attributable to noncontrolling interests	1.8	2.9
<b>Net income attributable to FMC stockholders</b>	<b>\$ 69.1</b>	<b>\$ 93.9</b>
<b>Amounts attributable to FMC stockholders:</b>		
Continuing operations, net of tax	\$ 73.5	\$ 100.3
Discontinued operations, net of tax	(4.4)	(6.4)
<b>Net income</b>	<b>\$ 69.1</b>	<b>\$ 93.9</b>
<b>Basic earnings (loss) per common share attributable to FMC stockholders:</b>		
Continuing operations	\$ 1.01	\$ 1.34
Discontinued operations	(0.06)	(0.09)
<b>Net income</b>	<b>\$ 0.95</b>	<b>\$ 1.25</b>

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**Diluted earnings (loss) per common share attributable to FMC stockholders:**

Continuing operations	\$	1.00	\$	1.31
Discontinued operations		(0.06)		(0.08)
<b>Net income</b>	<b>\$</b>	<b>0.94</b>	<b>\$</b>	<b>1.23</b>

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

**Table of Contents****FMC CORPORATION AND CONSOLIDATED SUBSIDIARIES****CONDENSED CONSOLIDATED BALANCE SHEETS**

(in Millions, Except Share and Par Value Data)

	March 31, 2009	December 31, 2008 (unaudited)
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents	\$ 54.9	\$ 52.4
Trade receivables, net of allowance of \$18.1 at March 31, 2009 and \$16.3 at December 31, 2008	724.8	687.7
Inventories	409.6	380.8
Prepaid and other current assets	136.5	135.0
Deferred income taxes	155.1	176.9
<b>Total current assets</b>	1,480.9	1,432.8
Investments	20.5	20.6
Property, plant and equipment, net	915.6	939.2
Goodwill	194.9	197.0
Other assets	171.2	160.7
Deferred income taxes	236.9	243.6
<b>Total assets</b>	\$ 3,020.0	\$ 2,993.9
<b>LIABILITIES AND EQUITY</b>		
<b>Current liabilities</b>		
Short-term debt	\$ 48.5	\$ 28.6
Current portion of long-term debt	1.9	2.1
Accounts payable, trade and other	305.4	372.3
Accrued and other liabilities	307.8	301.0
Guarantees of vendor financing	23.7	20.3
Accrued pensions and other postretirement benefits, current	10.2	10.2
Income taxes	25.2	24.6
<b>Total current liabilities</b>	722.7	759.1
Long-term debt, less current portion	617.8	592.9
Accrued pension and other postretirement benefits, long-term	364.4	366.1
Environmental liabilities, continuing and discontinued	155.2	158.8
Reserve for discontinued operations	40.0	37.5
Other long-term liabilities	112.2	113.1
Commitments and contingent liabilities (Note 19)		
<b>Equity</b>		
Preferred stock, no par value, authorized 5,000,000 shares; no shares issued in 2009 or 2008		
Common stock, \$0.10 par value, authorized 130,000,000 shares in 2009 and 2008; 92,991,896 issued shares at March 31, 2009 and December 31, 2008, respectively	9.3	9.3
Capital in excess of par value of common stock	392.8	395.5
Retained earnings	1,584.7	1,524.7
Accumulated other comprehensive income (loss)	(291.3)	(276.1)
Treasury stock, common, at cost: 20,316,603 shares at March 31, 2009 and 20,481,937 shares at December 31, 2008	(744.4)	(750.5)
<b>Total FMC stockholders' equity</b>	951.1	902.9
Noncontrolling interests	56.6	63.5

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Total equity	1,007.7	966.4
<b>Total liabilities and equity</b>	<b>\$ 3,020.0</b>	<b>\$ 2,993.9</b>

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

**Table of Contents****FMC CORPORATION AND CONSOLIDATED SUBSIDIARIES****CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**

(in Millions)	Three Months Ended March 31, 2009                      2008 (unaudited)	
<b>Cash provided (required) by operating activities of continuing operations:</b>		
Net income attributable to FMC stockholders	\$ 69.1	\$ 93.9
Discontinued operations	4.4	6.4
Income from continuing operations	\$ 73.5	\$ 100.3
Adjustments from income from continuing operations to cash provided (required) by operating activities of continuing operations:		
Depreciation and amortization	30.3	31.0
Equity in (earnings) loss of affiliates	(1.7)	(0.3)
Restructuring and other charges (income)	22.5	(8.3)
Deferred income taxes	39.9	38.8
Net income attributable to noncontrolling interests	1.8	2.9
Other	10.1	5.5
Changes in operating assets and liabilities, net of effect of acquisitions and divestitures:		
Trade receivables, net	(43.6)	(148.3)
Guarantees of vendor financing	3.5	(1.8)
Inventories	(36.7)	(17.9)
Other current assets and other assets	0.3	(25.8)
Accounts payable	(60.2)	(6.7)
Accrued and other current liabilities and other liabilities	(4.8)	(8.4)
Income taxes	1.4	5.8
Accrued pension and other postretirement benefits, net	(3.5)	(14.1)
Environmental spending, continuing, net of recoveries	(2.7)	(2.4)
Restructuring and other spending	(5.3)	(4.8)
Cash provided (required) by operating activities	24.8	(54.5)
<b>Cash provided (required) by operating activities of discontinued operations:</b>		
Environmental spending, discontinued, net of recoveries	(5.4)	(6.6)
Payments of other discontinued reserves	(4.2)	(5.3)
Cash provided (required) by operating activities of discontinued operations	(9.6)	(11.9)

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

**Table of Contents****FMC CORPORATION AND CONSOLIDATED SUBSIDIARIES****CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED)**

(in Millions)	Three Months Ended March 31, 2009                      2008 (unaudited)	
<b>Cash provided (required) by investing activities:</b>		
Capital expenditures	\$ (31.0)	\$ (32.6)
Proceeds from disposal of property, plant and equipment	0.9	1.6
Proceeds from sale of Princeton property		59.4
Proceeds from sale of sodium sulfate assets		16.7
Acquisitions, net of cash acquired	(12.9)	
Other investing activities	(1.4)	(0.5)
Cash provided (required) by investing activities	(44.4)	44.6
<b>Cash provided (required) by financing activities:</b>		
Net borrowings (repayments) under committed credit facilities	41.0	58.0
Increase (decrease) in other short-term debt	20.3	6.7
Proceeds from borrowings	11.8	
Repayments of long-term debt	(23.1)	(7.4)
Distributions to noncontrolling interests	(8.4)	(5.7)
Issuances of common stock, net	0.7	4.4
Dividends paid	(9.1)	(7.9)
Repurchases of common stock	(1.1)	(31.6)
Cash provided (required) by financing activities	32.1	16.5
Effect of exchange rate changes on cash and cash equivalents	(0.4)	0.2