WEST PHARMACEUTICAL SERVICES INC Form 10-Q November 07, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 10-Q

(Mark One)

þQUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2011

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 1-8036

WEST PHARMACEUTICAL SERVICES, INC. (Exact name of registrant as specified in its charter)

Pennsylvania 23-1210010

(State or other jurisdiction of (I.R.S. Employer Identification Number)

incorporation or organization)

101 Gordon Drive, PO Box 645,

Lionville, PA 19341-0645 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 610-594-2900

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 b No o

Indicate by check mark 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 during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes \flat No o

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 the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated	þ		Accelerated filer	O
filer				
Non-accelerated	o	(Do not check if a smaller reporting	Smaller reporting	o
filer		company)	company	

Indicate by check mark whether the registrant is a shell company (as defined in rule 12b-2 of the Exchange Act). Yes o No þ

As of October 31, 2011, there were 33,716,732 shares of the Registrant's common stock outstanding.

Table of Contents

TABLE OF CONTENTS

PART I. FINANCIAL INFORMATIO	N	Page
ITEM 1.	FINANCIAL STATEMENTS (UNAUDITED)	
<u> </u>	Condensed Consolidated Statements of Income for the Three and Nine	
	Months ended September 30, 2011 and 2010	3
	Condensed Consolidated Balance Sheets at September 30, 2011 and	J
	December 31, 2010	4
	Condensed Consolidated Statement of Equity for the Nine Months	•
	ended September 30, 2011	5
	Condensed Consolidated Statements of Cash Flows for the Nine	
	Months ended September 30, 2011 and 2010	6
	Notes to Condensed Consolidated Financial Statements	7
ITEM 2.	MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL	
	CONDITION AND RESULTS OF OPERATIONS	18
ITEM 3.	QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT	
	MARKET RISK	30
ITEM 4.	CONTROLS AND PROCEDURES	30
PART II. OTHER INFORMATION		
ITEM 1.	LEGAL PROCEEDINGS	30
ITEM 1A.	RISK FACTORS	30
<u>ITEM 2.</u>	UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF	
	PROCEEDS	31
<u>ITEM 6.</u>	EXHIBITS	31
SIGNATURE		33
INDEX TO EXHIBITS		F-1
2		

Table of Contents

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

West Pharmaceutical Services, Inc. and Subsidiaries (In millions, except per share data)

		Three Months Ended September 30,				Nine Months Ended September 30,					
		2011	poorino	• • •	2010		2011	, , ,		2010	
Net sales	\$	293.6		\$	271.4	\$	896.9		\$	827.9	
Cost of goods and services sold		212.2			196.7		642.9			587.8	
Gross profit		81.4			74.7		254.0			240.1	
Research and development		7.7			5.9		21.9			17.0	
Selling, general and administrative											
expenses		45.7			44.9		144.8			137.2	
Restructuring and other items (Note 2)		1.9			(1.4)	4.7			1.1	
Operating profit		26.1			25.3		82.6			84.8	
Interest expense		4.5			4.2		13.8			12.1	
Interest income		(0.4)		(0.1)	(0.9))		(0.3))
Income before income taxes		22.0			21.2		69.7			73.0	
Income tax expense		6.6			4.5		17.9			17.3	
Equity in net income of affiliated											
companies		1.5			1.1		4.9			3.6	
Net income	\$	16.9		\$	17.8	\$	56.7		\$	59.3	
Net income per share:											
Basic	\$	0.50		\$	0.53	\$	1.69		\$	1.78	
Diluted	\$	0.49		\$	0.51	\$	1.62		\$	1.70	
Weighted average shares outstanding:											
Basic		33.8			33.4		33.6			33.3	
Diluted		37.0			36.7		37.0			36.7	
Dividends declared per share	\$	-		\$	-	\$	0.34		\$	0.32	

See accompanying notes to condensed consolidated financial statements.

Table of Contents

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

West Pharmaceutical Services, Inc. and Subsidiaries (In millions)

ASSETS Current assets:	September 30, 2011	December 31, 2010
Cash, including cash equivalents	\$ 119.2	\$ 110.2
Accounts receivable, net	153.1	126.4
Inventories	155.5	147.0
Deferred income taxes	10.7	10.5
Other current assets	65.0	42.5
Total current assets	503.5	436.6
Property, plant and equipment	1,135.1	1,077.2
Less accumulated depreciation and amortization	559.0	522.4
Property, plant and equipment, net	576.1	554.8
Investments in affiliated companies	55.0	48.2
Goodwill	113.6	112.5

Deferred income taxes