HORNBECK OFFSHORE SERVICES INC /LA Form 10-Q May 08, 2015 Table of Contents

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, 2015 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 001-32108

Hornbeck Offshore Services, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware 72-1375844
(State or other jurisdiction of incorporation or organization) Identification Number)

103 NORTHPARK BOULEVARD, SUITE 300

COVINGTON, LA 70433

(Address of Principal Executive Offices) (Zip Code)

(985) 727-2000

(Registrant's Telephone Number, Including Area Code)

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 x 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 (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes x 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 filer x Non-accelerated filer o

Accelerated filer o Smaller reporting company o

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

The total number of shares of common stock, par value \$.01 per share, outstanding as of April 30, 2015 was 35,703,701.

Table of Contents

HORNBECK OFFSHORE SERVICES, INC. AND SUBSIDIARIES FORM 10-Q FOR THE QUARTER ENDED MARCH 31, 2015 TABLE OF CONTENTS

<u>PART 1—FINANCIAL INFORMATIO</u> N	<u>1</u>
<u>Item 1—Financial Statements</u>	<u>1</u>
Item 2—Management's Discussion and Analysis of Financial Condition and Results of Operations	<u>11</u>
Item 3—Quantitative and Qualitative Disclosures About Market Risk	<u>24</u>
<u>Item 4—Controls and Procedures</u>	<u>24</u>
PART II—OTHER INFORMATION	<u>24</u>
<u>Item 1—Legal Proceedings</u>	<u>24</u>
Item 1A—Risk Factors	<u>24</u>
Item 2—Unregistered Sales of Equity Securities and Use of Proceeds	<u>25</u>
<u>Item 3—Defaults Upon Senior Securities</u>	<u>25</u>
<u>Item 4—Mine Safety Disclosures</u>	<u>25</u>
<u>Item 5—Other Information</u>	<u>25</u>
<u>Item 6—Exhib</u> its	<u>28</u>
<u>SIGNATURE</u>	<u>31</u>

3

Table of Contents

PART 1—FINANCIAL INFORMATION

Item 1—Financial Statements

HORNBECK OFFSHORE SERVICES, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

(In thousands, except per share data)

ASSETS	March 31, 2015 (Unaudited)	December 31, 2014
Current assets:		
Cash and cash equivalents	\$279,458	\$185,123
Accounts receivable, net of allowance for doubtful accounts of \$3,033 and \$3,693,		
respectively	111,613	130,969
Deferred tax assets, net	37,387	45,531
Assets held for sale	26,894	_
Other current assets	24,838	20,049
Current assets from discontinued operations		470
Total current assets	480,190	382,142
Property, plant and equipment, net	2,421,026	2,459,486
Deferred charges, net	60,651	68,953
Other assets	11,926	11,870
Total assets	\$2,973,793	\$2,922,451
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$40,800	\$42,404
Accrued interest	13,490	14,890
Accrued payroll and benefits	11,232	14,830
Deferred revenue	1,057	1,561
Other accrued liabilities	17,262	9,359
Current liabilities from discontinued operations	_	1
Total current liabilities	83,841	83,045
Long-term debt, net of original issue discount of \$49,104 and \$51,528 respectively	1,075,896	1,073,472
Deferred tax liabilities, net	404,756	392,492
Other liabilities	2,465	1,117
Long-term liabilities of discontinued operations		1,560
Total liabilities	1,566,958	1,551,686
Stockholders' equity:		
Preferred stock: \$0.01 par value; 5,000 shares authorized; no shares issued and		
outstanding	_	_
Common stock: \$0.01 par value; 100,000 shares authorized; 35,693 and 35,557 shares		
issued and		
outstanding, respectively	357	356
Additional paid-in-capital	736,813	736,294
Retained earnings	670,870	635,017
Accumulated other comprehensive loss) (902
Total stockholders' equity	1,406,835	1,370,765
Total liabilities and stockholders' equity	\$2,973,793	\$2,922,451

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

1

Table of Contents

HORNBECK OFFSHORE SERVICES, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF OPERATIONS

(In thousands, except per share data)

(in thousands, except per share data)	Three Months Ended March 31,	
	2015	2014
	(Unaudited)	
Revenues	\$134,624	\$136,585
Costs and expenses:		
Operating expenses	61,420	68,581
Depreciation	19,984	16,185
Amortization	7,486	13,175
General and administrative expenses	11,892	13,685
	100,782	111,626
Gain on sale of assets	33,056	69
Operating income	66,898	25,028
Other income (expense):		
Interest income	214	364
Interest expense	(10,262)	(7,232)
Other income (expense), net	440	(77)
	(9,608)	(6,945)
Income before income taxes	57,290	18,083
Income tax expense	21,437	6,729
Income from continuing operations	35,853	11,354
Income from discontinued operations, net of tax		412
Net income	\$35,853	\$11,766
Earnings per share:		
Basic earnings per common share from continuing operations	\$1.01	\$0.32
Basic earnings per common share from discontinued operations		0.01
Basic earnings per common share	\$1.01	\$0.33
Diluted earnings per common share from continuing operations	\$0.99	\$0.31
Diluted earnings per common share from discontinued operations		0.01
Diluted earnings per common share	\$0.99	\$0.32
Weighted average basic shares outstanding	35,630	36,169
Weighted average diluted shares outstanding	36,116	36,717