Great Lakes Dredge & Dock CORP Form 10-Q May 03, 2016

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

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

For the quarterly period ended March 31, 2016

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: 001-33225

Great Lakes Dredge & Dock Corporation

(Exact name of registrant as specified in its charter)

Delaware 20-5336063 (State or other jurisdiction of (I.R.S. Employer

incorporation or organization) Identification No.)

2122 York Road, Oak Brook, IL 60523 (Address of principal executive offices) (Zip Code)

(630) 574-3000

(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 "

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 "

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. (Check one):

Large Accelerated Filer " Accelerated Filer x

Non-Accelerated Filer " (Do not check if a smaller reporting company) 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 x

As of April 29, 2016, 60,656,931 shares of the Registrant's Common Stock, par value \$.0001 per share, were outstanding.

Great Lakes Dredge & Dock Corporation and Subsidiaries

Quarterly Report Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

For the Quarterly Period ended March 31, 2016

## **INDEX**

		Page
	Part I Financial Information (Unaudited)	3
Item 1	Financial Statements	3
	Condensed Consolidated Balance Sheets at March 31, 2016 and December 31, 2015	3
	Condensed Consolidated Statements of Operations for the Three Months ended March 31, 2016 and 2015	4
	Condensed Consolidated Statements of Comprehensive Loss for the Three Months ended March 31, 2016 and 2015	5
	Condensed Consolidated Statements of Equity for the Three Months Ended March 31, 2016 and 2015	6
	Condensed Consolidated Statements of Cash Flows for the Three Months Ended March 31, 2016 and 2015	7
	Notes to Condensed Consolidated Financial Statements	9
Item 2	Management's Discussion and Analysis of Financial Condition and Results of Operations	24
Item 3	Quantitative and Qualitative Disclosures About Market Risk	33
Item 4	Controls and Procedures	33
	Part II Other Information	34
Item 1	<u>Legal Proceedings</u>	34
Item 1A	Risk Factors	34
Item 2	Unregistered Sales of Equity Securities and Use of Proceeds	34
Item 3	Defaults Upon Senior Securities	34

Item 4	Mine Safety Disclosures	34
Item 5	Other Information	34
Item 6	<u>Exhibits</u>	35
	Signature	36
	Exhibit Index	37
2		

## PART I — Financial Information

Item 1. Financial Statements.

## GREAT LAKES DREDGE & DOCK CORPORATION AND SUBSIDIARIES

Condensed Consolidated Balance Sheets

(Unaudited)

(in thousands, except per share amounts)

	March 31, 2016	December 31, 2015
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$15,894	\$14,184
Accounts receivable—net	101,000	130,777
Contract revenues in excess of billings		81,195
Inventories	35,042	35,963
Prepaid expenses and other current assets		67,614
Total current assets		329,733
PROPERTY AND EQUIPMENT—Net	432,749	430,210
GOODWILL AND OTHER INTANGIBLE ASSETS—Ne	t 85,774	86,004
INVENTORIES—Noncurrent	45,170	41,646
INVESTMENTS IN JOINT VENTURES	3,131	3,761
OTHER	7,181	6,770