

AIRGAS INC
 Form 10-Q
 February 08, 2013
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UNITED STATES
 SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

FORM 10-Q

ý QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended: December 31, 2012
 Commission file number: 1-9344

AIRGAS, INC.
 (Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	56-0732648 (I.R.S. Employer Identification No.)
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259 North Radnor-Chester Road, Suite 100 Radnor, PA (Address of principal executive offices) (610) 687-5253 (Registrant's telephone number, including area code)	19087-5283 (ZIP code)
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Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Name of Each Exchange on Which Registered
Common Stock, par value \$0.01 per share	New York Stock Exchange
Preferred Stock Purchase Rights	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None.

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 ý 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 during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ý 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	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>

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

The number of shares of common stock outstanding as of February 6, 2013 was 75,917,262.

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PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.

AIRGAS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EARNINGS
(Unaudited)

	Three Months Ended		Nine Months Ended	
	December 31,		December 31,	
	2012	2011	2012	2011
(In thousands, except per share amounts)				
Net Sales	\$ 1,207,708	\$ 1,153,751	\$ 3,694,574	\$ 3,505,134
Costs and Expenses:				
Cost of products sold (excluding depreciation)	527,452	520,409	1,648,503	1,603,282
Selling, distribution and administrative expenses	462,288	433,050	1,380,720	1,279,933
Restructuring and other special charges (benefits), net (Note 15)	(1,729)	) 2,431	6,426	18,261
Costs (benefits) related to unsolicited takeover attempt (Note 16)	—	(1,170)	) —	(7,870)
Depreciation	65,804	61,575	194,820	182,224
Amortization	6,614	6,437	19,950	18,841
Total costs and expenses	1,060,429	1,022,732	3,250,419	3,094,671
Operating Income	147,279	131,019	444,155	410,463
Interest expense, net	(16,472)	) (15,741)	) (48,102)	) (49,815)
Other income, net (Note 2)	805	1,375	10,329	1,524
Earnings before income taxes	131,612	116,653	406,382	362,172
Income taxes	(48,697)	) (44,095)	) (151,649)	) (136,766)
Net Earnings	\$ 82,915	\$ 72,558	\$ 254,733	\$ 225,406
Net Earnings Per Common Share:				
Basic earnings per share	\$ 1.07	\$ 0.96	\$ 3.30	\$ 2.94
Diluted earnings per share	\$ 1.05	\$ 0.93	\$ 3.23	\$ 2.88
Weighted Average Shares Outstanding:				
Basic	77,417	75,940	77,123	76,632
Diluted	78,944	77,705	78,883	78,340

Note: Prior year amounts have been adjusted for the change in accounting for LIFO inventories.

See accompanying notes to consolidated financial statements.

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AIRGAS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Unaudited)

(In thousands)	Three Months Ended		Nine Months Ended	
	December 31,		December 31,	
	2012	2011	2012	2011
Net earnings	\$82,915	\$72,558	\$254,733	\$225,406