

CURTISS WRIGHT CORP  
Form 8-K  
November 04, 2014

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 4, 2014

**CURTISS-WRIGHT CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

|                 |              |                   |
|-----------------|--------------|-------------------|
| <u>Delaware</u> | <u>1-134</u> | <u>13-0612970</u> |
| State or Other  |              | IRS Employer      |

Jurisdiction of    Commission File Identification No.

Incorporation or Number

Organization

|                                             |              |
|---------------------------------------------|--------------|
| 13925 Ballantyne Corporate Place, Suite 400 | <u>28277</u> |
| <u>Charlotte, North Carolina</u>            |              |
| Address of Principal Executive Offices      | Zip Code     |

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Registrant's telephone number, including area code: (704) 869-4600

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Not applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**SECTION 2 - FINANCIAL INFORMATION****ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

The Corporation is issuing this report to furnish supplemental financial information by reportable segment for each of the prior quarterly reporting periods to reflect the assets held for sale and completed divestitures as reported in the Corporation's third quarter report on Form 10-Q filed on October 30, 2014. In addition, this supplemental financial information reflects the Corporation's January 1, 2014 segment reorganization. This supplemental financial information for 2014 and 2013 has been reclassified to conform to the current period presentation. This information will also be available on the investor relations section of the Corporation's website.

**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**SEGMENT INFORMATION (UNAUDITED)**

(In thousands)

|                                  | Three Months Ended |                  |                  | Nine Months Ended  |
|----------------------------------|--------------------|------------------|------------------|--------------------|
|                                  | 3/31/2014          | 6/30/2014        | 9/30/2014        | 2014               |
| <b><u>Sales:</u></b>             |                    |                  |                  |                    |
| Commercial/Industrial            | \$265,100          | \$274,517        | \$273,107        | \$812,724          |
| Defense                          | 173,705            | 181,413          | 182,790          | 537,908            |
| Energy                           | 105,246            | 114,479          | 103,597          | 323,322            |
| <b>Total sales</b>               | <b>\$544,051</b>   | <b>\$570,409</b> | <b>\$559,494</b> | <b>\$1,673,954</b> |
| <b><u>Operating income:</u></b>  |                    |                  |                  |                    |
| Commercial/Industrial            | \$30,436           | \$36,083         | \$40,096         | \$106,615          |
| Defense                          | 22,406             | 24,173           | 26,974           | 73,553             |
| Energy                           | 15,529             | 18,274           | 17,491           | 51,294             |
| <b>Total segments</b>            | <b>\$68,371</b>    | <b>\$78,530</b>  | <b>\$84,561</b>  | <b>\$231,462</b>   |
| Corporate and other              | (7,521 )           | (6,458 )         | (10,421 )        | (24,400 )          |
| <b>Total operating income</b>    | <b>\$60,850</b>    | <b>\$72,072</b>  | <b>\$74,140</b>  | <b>\$207,062</b>   |
| <b><u>Operating margins:</u></b> |                    |                  |                  |                    |
| Commercial/Industrial            | 11.5               | % 13.1           | % 14.7           | % 13.1             |
| Defense                          | 12.9               | % 13.3           | % 14.8           | % 13.7             |
| Energy                           | 14.8               | % 16.0           | % 16.9           | % 15.9             |
| <b>Total Curtiss-Wright</b>      | <b>11.2</b>        | <b>% 12.6</b>    | <b>% 13.3</b>    | <b>% 12.4</b>      |
| Segment margins                  | 12.6               | % 13.8           | % 15.1           | % 13.8             |
| Diluted earnings per share *     | \$0.74             | \$0.87           | \$0.90           | \$2.52             |



**CURTISS-WRIGHT CORPORATION and SUBSIDIARIES**  
**SEGMENT INFORMATION (UNAUDITED)**

(In thousands)

|                                  | Three Months Ended |                  |                  |                  |                    |  |  |  |
|----------------------------------|--------------------|------------------|------------------|------------------|--------------------|--|--|--|
|                                  | 3/31/2013          | 6/30/2013        | 9/30/2013        | 12/31/2013       | FY 2013            |  |  |  |
| <b><u>Sales:</u></b>             |                    |                  |                  |                  |                    |  |  |  |
| Commercial/Industrial            | \$218,789          | \$240,637        | \$240,184        | \$255,688        | \$955,298          |  |  |  |
| Defense                          | 176,592            | 182,302          | 175,728          | 232,877          | 767,499            |  |  |  |
| Energy                           | 100,211            | 102,476          | 96,497           | 100,700          | 399,884            |  |  |  |
| <b>Total sales</b>               | <b>\$495,592</b>   | <b>\$525,415</b> | <b>\$512,409</b> | <b>\$589,265</b> | <b>\$2,122,681</b> |  |  |  |
| <b><u>Operating income:</u></b>  |                    |                  |                  |                  |                    |  |  |  |
| Commercial/Industrial            | \$18,644           | \$25,735         | \$31,145         | \$28,792         | \$104,316          |  |  |  |
| Defense                          | 16,853             | 29,434           | 25,521           | 44,880           | 116,688            |  |  |  |
| Energy                           | 14,774             | 15,752           | 15,102           | 11,612           | 57,240             |  |  |  |
| <b>Total segments</b>            | <b>\$50,271</b>    | <b>\$70,921</b>  | <b>\$71,768</b>  | <b>\$85,284</b>  | <b>\$278,244</b>   |  |  |  |
| Corporate and other              | (9,755 )           | (12,077 )        | (6,138 )         | (13,974 )        | (41,944 )          |  |  |  |
| <b>Total operating income</b>    | <b>\$40,516</b>    | <b>\$58,844</b>  | <b>\$65,630</b>  | <b>\$71,310</b>  | <b>\$236,300</b>   |  |  |  |
| <b><u>Operating margins:</u></b> |                    |                  |                  |                  |                    |  |  |  |
| Commercial/Industrial            | 8.5                | % 10.7           | % 13.0           | % 11.3           | % 10.9             |  |  |  |
| Defense                          | 9.5                | % 16.1           | % 14.5           | % 19.3           | % 15.2             |  |  |  |
| Energy                           | 14.7               | % 15.4           | % 15.7           | % 11.5           | % 14.3             |  |  |  |
| <b>Total Curtiss-Wright</b>      | <b>8.2</b>         | <b>% 11.2</b>    | <b>% 12.8</b>    | <b>% 12.1</b>    | <b>% 11.1</b>      |  |  |  |
| Segment margins                  | 10.1               | % 13.5           | % 14.0           | % 14.5           | % 13.1             |  |  |  |
| Diluted earnings per share *     | \$0.47             | \$0.71           | \$0.79           | \$0.92           | \$2.90             |  |  |  |
| * May not add due to rounding    |                    |                  |                  |                  |                    |  |  |  |

The information contained in this Current Report is being furnished and shall not be deemed to be “*filed*” for the purposes of Section 18 of the Securities and Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information in this report shall not be incorporated by reference into any filing of the registrant with the SEC, whether made before or after the date hereof, regardless of any general incorporation language in such filings.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CURTISS-WRIGHT CORPORATION

By: /s/ Glenn E. Tynan

Glenn E. Tynan  
Vice President and  
Chief Financial Officer

Date: November 4, 2014