

OVERSEAS SHIPHOLDING GROUP INC
Form 10-Q
May 05, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 10-Q

(Mark One)

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

For the quarterly period ended MARCH 31, 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 1-6479-1

OVERSEAS SHIPHOLDING GROUP, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of incorporation or organization)

13-2637623
(IRS Employer Identification No.)

666 Third Avenue, New York, New York
(Address of principal executive offices)

10017
(Zip Code)

(212) 953-4100
Registrant's telephone number, including area code

No Change
Former name, former address and former fiscal year, if changed since last report

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 website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (Section 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 "accelerated filer", "large accelerated filer" and "smaller reporting

company” in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

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

APPLICABLE ONLY TO CORPORATE ISSUERS

Indicate the number of shares outstanding of each of the issuer’s classes of common stock, as of the latest practical date.

Common Shares outstanding as of May 2, 2011 – 30,466,447

OVERSEAS SHIPHOLDING GROUP, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
DOLLARS IN THOUSANDS

	March 31, 2011, (Unaudited)	December 31, 2010
ASSETS		
Current Assets:		
Cash and cash equivalents	\$257,681	\$ 253,649
Short-term investments	20,047	20,047
Voyage receivables, including unbilled of \$132,414 and \$118,695	170,576	160,993
Other receivables, including income taxes recoverable	59,827	99,611
Inventories, prepaid expenses and other current assets	74,687	60,577
Total Current Assets	582,818	594,877
Vessels and other property, including construction in progress of \$737,825 and \$806,818, less accumulated depreciation of \$774,284 and \$756,988	3,218,736	3,195,383
Vessels held for sale	—	3,305
Deferred drydock expenditures, net	43,109	46,827
Total Vessels, Deferred Drydock and Other Property	3,261,845	3,245,515
Investments in Affiliated Companies	277,185	265,096
Intangible Assets, less accumulated amortization of \$30,740 and \$29,444	81,842	83,137
Goodwill	9,589	9,589
Other Assets	53,563	42,889
Total Assets	\$4,266,842	\$ 4,241,103
LIABILITIES AND EQUITY		
Current Liabilities:		
Accounts payable, accrued expenses and other current liabilities	\$ 127,126	\$ 129,178
Current installments of long-term debt	50,844	44,607
Total Current Liabilities	177,970	173,785
Long-term Debt	2,010,130	1,941,583
Deferred Gain on Sale and Leaseback of Vessels	31,297	40,876
Deferred Income Taxes and Other Liabilities	273,961	274,716
Total Liabilities	2,493,358	2,430,960
Equity:		
Overseas Shipholding Group, Inc.'s Equity	1,773,484	1,810,143
Total Equity	1,773,484	1,810,143
Total Liabilities and Equity	\$4,266,842	\$ 4,241,103

See notes to condensed consolidated financial statements

OVERSEAS SHIPHOLDING GROUP, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
DOLLARS IN THOUSANDS, EXCEPT PER SHARE AMOUNTS
(UNAUDITED)

	Three Months Ended March 31,	
	2011	2010
Shipping Revenues:		
Pool revenues, including \$21,478 and \$23,461 received from companies accounted for by the equity method	\$77,217	\$108,584
Time and bareboat charter revenues	60,456	65,546
Voyage charter revenues	125,995	95,624
	263,668	269,754
Operating Expenses:		
Voyage expenses	57,106	39,893
Vessel expenses	69,409	64,074
Charter hire expenses	95,350	90,614
Depreciation and amortization	42,308	41,926
General and administrative	24,468	26,829
Shipyards contract termination recoveries	—	(231)
Loss on disposal of vessels, including impairments in 2010	868	2,256
Total Operating Expenses	289,509	265,361
(Loss)/ Income from Vessel Operations	(25,841)	4,393
Equity in Income/(Loss) of Affiliated Companies	5,642	(2,298)
Operating (Loss)/Income	(20,199)	2,095
Other Income/(Expense)	1,824	(146)
	(18,375)	1,949
Interest Expense	(17,739)	(12,294)
Loss before Income Taxes	(36,114)	(10,345)
Income Tax Benefit	1,556	992
Net Loss	\$(34,558)	\$(9,353)
Weighted Average Number of Common Shares Outstanding:		
Basic	30,210,882	27,760,420
Diluted	30,210,882	27,760,420
Per Share Amounts:		
Basic net loss	\$(1.15)	\$(0.34)
Diluted net loss	\$(1.15)	\$(0.34)
Cash dividends declared	\$0.4375	\$0.4375
See notes to condensed consolidated financial statements		

OVERSEAS SHIPHOLDING GROUP, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
DOLLARS IN THOUSANDS
(UNAUDITED)

Three Months Ended
March 31,