

Edgar Filing: MACDERMID INC - Form 10-Q/A

MACDERMID INC  
Form 10-Q/A  
September 28, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D. C. 20549 - 1004

FORM 10-Q/A  
Amendment No 1 to Form 10-Q

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

For the quarterly period ended June 30, 2004  
-----

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 1-13889  
-----

MacDermid, Incorporated  
-----

(Exact name of registrant as specified in its charter)

Connecticut  
-----

(State or other jurisdiction of  
incorporation or organization)

06-0435750  
-----

(I.R.S. Employer  
Identification No.)

245 Freight Street, Waterbury, Connecticut  
-----

(Address of principal executive offices)

06702  
-----

(Zip Code)

Registrant's telephone number, including area code (203) 575-5700  
-----

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 and 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  No  
--- -----

Indicate by check mark whether the registrant is an accelerated filer as defined  
in Rule 12b-2 of the Act.

Yes  No  
--- -----

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

Class -----	Outstanding at August 1, 2004 -----
Common Stock, no par value	30,297,727 shares

## Edgar Filing: MACDERMID INC - Form 10-Q/A

### Introductory Note

This Form 10-Q/A is being filed solely for the purpose of making revisions to Item 4, Controls and Procedures, previously included in our Form 10-Q for the period ended June 30, 2004. In addition, we have included updated and amended certifications related to these changes:

- Exhibit 31.1 Principal Financial Officer Certification Under Section 302 of the Sarbanes-Oxley Act of 2002

- Exhibit 31.2 Principal Executive Officer Certification Under Section 302 of the Sarbanes-Oxley Act of 2002

- Exhibit 32 Written Statement of Chief Executive Officer and Chief Financial Officer furnished pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. Section 1350) and for the purpose of complying with Rule 13a-14(b) of the Securities Exchange Act of 1934

These items are hereby amended and restated to include a statement that our principal executive and financial officer have evaluated the effectiveness of our disclosure controls as of the date of this report. The date of our certifications has been updated to include the amended information.

Except as described above, we have not amended or modified the financial information or other disclosures contained in our Form 10-Q as originally filed. This Form 10-Q/A does not reflect events occurring after the filing of the original Form 10-Q, nor does it modify or update the disclosures therein in any way other than as required to reflect the amendments described above and set forth below. The following represents our Form 10-Q in its entirety including amendments to only those items set forth above.

### MACDERMID, INCORPORATED INDEX

Part I:	Financial Information
Item 1:	Financial Statements (Unaudited)
	Consolidated Balance Sheets as of June 30, 2004 and December 31, 2003
	Consolidated Statements of Earnings for the three- and six- month periods ended June 30, 2004, and 2003
	Consolidated Statements of Cash Flows for the three- and six- month periods ended June 30, 2004, and 2003
	Notes to Consolidated Financial Statements
Item 2:	Management's Discussion and Analysis of Financial Condition and Results of Operations
Item 3:	Quantitative and Qualitative Disclosures About Market Risk
Item 4:	Controls and Procedures
Part II:	Other Information
Item 1:	Legal Proceedings
Item 2:	Changes in Securities and Use of Proceeds
Item 3:	Defaults Upon Senior Securities
Item 4:	Submission of Matters to a Vote of Security Holders
Item 5:	Other Information
Item 6:	Exhibits and Reports on Form 8-K Signatures

MACDERMID, INCORPORATED

Edgar Filing: MACDERMID INC - Form 10-Q/A

CONSOLIDATED BALANCE SHEETS  
(Amounts in thousands of dollars)

	June 30, 2004	December 31, 2003
	----- (Unaudited)	-----
Assets		
Current assets:		
Cash and cash equivalents . . . . .	\$ 90,919	\$ 61,294
Accounts receivable, net of allowance for doubtful receivables of \$12,075 and \$11,908, respectively. . . . .	140,285	137,149
Inventories . . . . .	77,039	75,775
Prepaid expenses . . . . .	9,290	8,137
Deferred income taxes . . . . .	22,534	22,960
	-----	-----
Total current assets . . . . .	340,067	305,315
Property, plant and equipment, net of accumulated depreciation of \$173,252 and \$172,741, respectively. . . . .		
Goodwill . . . . .	106,907	113,642
Intangibles, net of accumulated amortization of \$11,144 and \$10,266, respectively. . . . .	194,200	194,200
Deferred income taxes . . . . .	29,211	30,061
Other assets, net . . . . .	32,678	31,759
	18,202	22,258
	-----	-----
	\$ 721,265	\$ 697,235
	=====	=====