

Catalent, Inc.
Form 8-K/A
November 06, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K/A
(Amendment No. 1)
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 3, 2015

CATALENT, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
Incorporation)

001-36587

(Commission File Number)

20-8737688 (IRS Employer
Identification Number)

14 Schoolhouse Road

Somerset, New Jersey

(Address of registrant's principal executive office)

08873

(Zip code)

(732) 537-6200

(Registrant's telephone number, including area code)

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 203.425)
 - 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))
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EXPLANATORY NOTE

This Amendment No. 1 on Form 8-K/A amends the Current Report on Form 8-K filed on November 3, 2015 ("Original 8-K"). The Original 8-K was not uploaded into EDGAR in a viewable format. There are no substantive changes to any material included in the Original 8-K, and such material has not been updated for any subsequent events.

Item 2.02 Results of Operations and Financial Condition.

On November 3, 2015, Catalent, Inc. (the "Company") issued an earnings release setting forth the Company's first quarter ended September 30, 2015 financial results. The earnings release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

As provided in General Instruction B.2 of Form 8-K, the information and exhibit contained in this Form 8-K shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), nor shall they be deemed to be incorporated by reference in any filing under the Exchange Act or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d)Exhibits. The following Exhibit is furnished as part of this Current Report on Form 8-K.

Exhibit No. Description

99.1 Earnings release, November 3, 2015, issued by Catalent, Inc.

SIGNATURE

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

Catalent, Inc.
(Registrant)

By: /s/ STEVEN L. FASMAN
Steven L. Fasman
Senior Vice President & General Counsel
and Secretary

Date: November 6, 2015

EXHIBIT LIST

Exhibit No.	Description
99.1	Earnings release, November 3, 2015, issued by Catalent, Inc.

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Net income per share:

- Basic

0.07 0.17 0.15

- Diluted

0.07 0.17 0.14

Net income per ADS:

- Basic

0.14 0.34 0.30

- Diluted

0.14 0.34 0.28

Shares used in computation:

- Basic

100,000,032 100,000,032 113,906,186

- Diluted

100,841,684 110,645,584 124,460,612

Table of Contents**CONSOLIDATED BALANCE SHEET**

	As at March 31, 2007 US\$000	As at December 31, 2007 US\$000	As at March 31, 2008 US\$000
ASSETS			
Current assets:			
Cash and cash equivalents	131,031	53,137	67,441
Accounts receivable, net of allowances for doubtful receivables	854	8,755	16,234
Inventories	59,597	110,630	156,277
Advances to suppliers	10,415	53,727	88,843
Amounts due from related parties	7,152	13,382	36,046
Value added tax recoverable	6,775	117	3,808
Prepaid expenses and other current assets	4,104	13,006	4,972
Deferred tax assets	3,576	10,487	8,861
Total current assets	223,504	263,241	382,482
Property, plant and equipment, net	26,651	136,598	172,330
Prepaid land rent, net	4,268	7,502	9,391
Deferred tax assets	68	284	629
Deferred convertible bond issue costs	4,212	3,336	3,087
Advances for purchases of property, plant and equipment	26,290	29,648	77,169
Total assets	284,993	440,609	645,088
LIABILITIES AND SHAREHOLDERS EQUITY			
Liabilities			
Current liabilities:			
Short-term borrowings	(45,983)	(71,691)	(88,968)
Accounts payable	(4,869)	(13,147)	(22,373)
Advances from customers	(31,893)	(59,626)	(72,188)
Amounts due to related parties	(224)		(15)
Other current liabilities	(1,824)	(13,912)	(12,328)
Total current liabilities	(84,793)	(158,376)	(195,872)
Convertible bond payable	(120,096)	(128,265)	(133,999)
Long-term borrowings		(17,797)	(34,085)
Other long-term liabilities	(63)	(1,246)	(1,114)
Total liabilities	(204,952)	(305,684)	(365,070)
Minority interest:		(9,217)	(17,635)
Shareholders equity			
Common shares	(36,266)	(36,266)	(145,291)
Additional paid-in capital	(11,808)	(14,827)	(15,579)
Retained earnings	(30,047)	(66,200)	(83,875)
Accumulated other comprehensive income	(1,920)	(8,415)	(17,638)
Total shareholders equity	(80,041)	(125,708)	(262,383)

Total liabilities and shareholders' equity	(284,993)	(440,609)	(645,088)
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Table of Contents**CONSOLIDATED CASH FLOW STATEMENT**

	Three months ended March 31, 2007 US\$000	Three months ended December 31, 2007 US\$000	Three months ended March 31, 2008 US\$000
Cash flows from operating activities:			
Net income	6,783	17,471	17,675
Adjustments for:			
Minority interest		65	58
Depreciation	518	1,733	2,459
Amortization of deferred convertible bond issue costs and premium	38	728	753
Allowances for doubtful receivables	56	378	4
Prepaid land rent expensed	27	46	35
Share-based compensation	69	670	670
Changes in operating assets and liabilities:			
Accounts receivable	(210)	(3,040)	(7,914)
Inventories	(14,419)	(13,621)	(40,353)
Advances to suppliers	6,696	(17,818)	(32,194)
Amounts due from related parties	(1,334)	991	(17,746)
Value added tax recoverable	(1,713)	3,899	(2,667)
Prepaid expenses and other current assets	(1,116)	5,211	2,151
Prepaid land rent		(25)	(1,579)
Accounts payable	(80)	2,960	8,505
Advances from customers	(2,897)	22,259	9,869
Deferred taxes	(188)	(5,029)	1,730
Other liabilities	123	4,156	(3,728)
Net cash provided by (used in) operating activities	(7,647)	21,034	(62,272)
Cash flows from investing activities:			
Purchases of property, plant and equipment	(6,723)	(35,341)	(22,330)
Advances for purchases of property, plant and equipment	(11,211)	(5,947)	(45,339)
Cash provided to related parties		(3,680)	
Net cash used in investing activities	(17,934)	(44,968)	(67,669)
Cash flows from financing activities:			
Net proceeds from short-term borrowings	31,228	6,292	29,221
Proceeds from issuance of common shares			119,762
Share issuance costs			(10,737)
Net proceeds from issuance of convertible bonds	115,771		
Contribution from minority shareholders of subsidiaries			
Proceeds from capital contribution			
Distribution in respect of reorganization			
Other distribution to shareholders			
Cash received from related parties		111	15
Cash paid to related parties	(389)	(120)	
Net cash provided by financing activities	146,610	6,283	138,261
Effect of exchange rate changes	140	1,853	5,984

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Net increase in cash and cash equivalents	121,169	(15,798)	14,304
Cash and cash equivalents, beginning of year	9,862	68,935	53,137
Cash and cash equivalents, end of year	131,031	53,137	67,441