

Hill International, Inc.
Form 10-Q
August 09, 2013
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

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

For the quarterly period ended June 30, 2013

or

- o **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: 001-33961

HILL INTERNATIONAL, INC.

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(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

20-0953973
(I.R.S. Employer
Identification No.)

**303 Lippincott Centre,
Marlton, NJ**
(Address of principal executive offices)

08053
(Zip Code)

Registrant's telephone number, including area code: **(856) 810-6200**

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, and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by a 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 (§229.405 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 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.

Large Accelerated Filer	<input type="checkbox"/>	Accelerated Filer	<input checked="" type="checkbox"/>
Non-Accelerated Filer	<input type="checkbox"/>	Smaller Reporting Company	<input type="checkbox"/>

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

There were 39,458,609 shares of the Registrant's Common Stock outstanding at August 1, 2013.

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HILL INTERNATIONAL, INC. AND SUBSIDIARIES

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Table of Contents**PART I FINANCIAL INFORMATION****Item 1. Financial Statements.****HILL INTERNATIONAL, INC. AND SUBSIDIARIES****CONSOLIDATED BALANCE SHEETS****(In thousands, except per share data)**

	June 30, 2013 (Unaudited)	December 31, 2012
Assets		
Cash and cash equivalents	\$ 21,825	\$ 16,716
Cash - restricted	15,607	12,091
Accounts receivable, less allowance for doubtful accounts of \$8,463 and \$10,268	235,964	211,176
Accounts receivable - affiliate	1,142	1,260
Prepaid expenses and other current assets	14,192	10,395
Income taxes receivable	3,830	3,445
Deferred income tax assets	1,579	2,187
Total current assets	294,139	257,270
Property and equipment, net	10,527	11,268
Cash - restricted, net of current portion	2,761	9,135
Retainage receivable	4,130	3,946
Acquired intangibles, net	26,418	28,248
Goodwill	81,410	84,007
Investments	7,741	8,275
Deferred income tax assets	13,660	14,426
Other assets	5,207	5,098
Total assets	\$ 445,993	\$ 421,673
Liabilities and Stockholders' Equity		
Due to bank	\$ 5	\$ 21
Current maturities of notes payable	23,823	21,769
Accounts payable and accrued expenses	95,318	90,306
Income taxes payable	4,567	6,955
Deferred revenue	16,728	17,156
Deferred income taxes	84	101
Other current liabilities	9,014	13,827
Total current liabilities	149,539	150,135
Notes payable, net of current maturities	109,763	87,666
Retainage payable	4,175	4,163
Deferred income taxes	17,412	17,675
Deferred revenue	15,102	9,652
Other liabilities	12,322	11,279
Total liabilities	308,313	280,570
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, \$.0001 par value; 1,000 shares authorized, none issued		

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Common stock, \$.0001 par value; 100,000 shares authorized, 45,561 shares and 45,097 shares issued at June 30, 2013 and December 31, 2012, respectively	5	5
Additional paid-in capital	132,641	129,913
Retained earnings	45,748	45,409
Accumulated other comprehensive loss	(25,099)	(20,015)
	153,295	155,312
Less treasury stock of 6,434 shares, at cost	(27,766)	(27,766)
Hill International, Inc. share of equity	125,529	127,546
Noncontrolling interests	12,151	13,557
Total equity	137,680	141,103
Total liabilities and stockholders' equity	\$ 445,993	\$ 421,673

See accompanying notes to consolidated financial statements.

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HILL INTERNATIONAL, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS

(In thousands, except per share data)

(Unaudited)

Three months ended June 30,

Six months ended