

Mistras Group, Inc.
Form 10-Q
January 09, 2012
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**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 November 30, 2011

Or

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

For the transition period to

Commission file number 001- 34481

Mistras Group, Inc.

(Exact name of registrant as specified in its charter)

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Delaware
(State or other jurisdiction of
incorporation or organization)

22-3341267
(I.R.S. Employer
Identification No.)

195 Clarksville Road
Princeton Junction, New Jersey
(Address of principal executive offices)

08550
(Zip Code)

(609) 716-4000

(Registrant's telephone number, including area code)

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 No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§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 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. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer
(Do not check if a smaller reporting company)

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

As of January 2, 2012, the registrant had 27,916,036 shares of common stock outstanding.

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	November 30, 2011	May 31, 2011
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 5,319	\$ 10,879
Restricted cash	3,700	
Accounts receivable, net	102,782	78,031
Inventories, net	10,997	9,830
Deferred income taxes	1,280	1,278
Prepaid expenses and other current assets	8,305	6,761
Total current assets	132,383	106,779
Property, plant and equipment, net	54,216	49,168
Intangible assets, net	27,826	27,304
Goodwill	71,814	64,146
Other assets	1,323	1,240
Total assets	\$ 287,562	\$ 248,637
LIABILITIES, PREFERRED STOCK AND EQUITY		
Current Liabilities		
Current portion of long-term debt	\$ 5,733	\$ 7,226
Current portion of capital lease obligations	6,339	5,853
Accounts payable	6,171	6,656
Accrued expenses and other current liabilities	33,118	28,028
Income taxes payable	1,925	2,825
Total current liabilities	53,286	50,588
Long-term debt, net of current portion	34,191	14,625
Obligations under capital leases, net of current portion	12,283	9,623
Deferred income taxes	2,916	2,863
Other long-term liabilities	3,702	3,452
Total liabilities	106,378	81,151
Commitments and contingencies		
Preferred stock, 10,000,000 shares authorized		
Equity		
Common stock, \$0.01 par value, 200,000,000 shares authorized, 27,916,036 and 27,667,122 shares issued and outstanding as of November 30, 2011 and May 31, 2011, respectively	279	277
Additional paid-in capital	184,553	180,594
Accumulated deficit	(2,833)	(14,017)
Accumulated other comprehensive (loss) income	(1,065)	303

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Total Mistras Group, Inc. stockholders equity	180,934	167,157
Noncontrolling interest	250	329
Total equity	181,184	167,486
Total liabilities, preferred stock and equity	\$ 287,562	\$ 248,637

The accompanying notes are an integral part of these consolidated financial statements.

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Mistras Group, Inc. and Subsidiaries

Unaudited Consolidated Statements of Operations

(in thousands, except per share data)

	Three months ended November 30,		Six months ended November 30,	
	2011	2010	2011	2010
Revenues:				