CUMMINS INC Form 8-K July 26, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

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

Date of Report: July 26, 2011

CUMMINS INC.

(Exact name of registrant as specified in its charter)

Indiana 1-4949 35-0257090

(State or other Jurisdiction of (Commission File Number) (I.R.S. Employer Identification No.)

Incorporation)

500 Jackson Street P. O. Box 3005 Columbus, IN 47202-3005 (Principal Executive Office) (Zip Code)

Registrant's telephone number, including area code: (812) 377-5000

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 (*see* General Instruction A.2. below):

[]	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
[]	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))

Item 2.02. Results of Operations and Financial Condition.

On July 26, 2011, Cummins Inc. issued a press release regarding its release of second quarter results.

Item 7.01. Regulation FD Disclosure

The following information is furnished pursuant to Item 2.02, "Results of Operations and Financial Condition" and Item 7.01, "Regulation FD Disclosure."

On July 26, 2011, Cummins Inc. (Cummins, the Company, the registrant, we, our, or, us) issued the attached release reporting its financial results for the second quarter of 2011. A copy of Cummins' press release is attached hereto as Exhibit 99 and hereby incorporated by reference.

Item 9.01. Financial Statements and Exhibits.

(d) The following exhibit is furnished herewith:

99-Press Release dated July 26, 2011

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.

Date: July 26, 2011

CUMMINS	INC.
/s/ Marsha	L. Hunt

Marsha L. Hunt Vice President - Corporate Controller (Principal Accounting Officer)

CUMMINS INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF INCOME (Unaudited) (a)

		Three months ended					
			e 26 ,		rch 27,		e 27,
In millions, except per	share amounts	201		201		201	
NET SALES		\$	4,641	\$	3,860	\$	3,208
Cost of sales			3,438		2,903		2,455
GROSS MARGIN			1,203		957		753
OPERATING EXPEN	SES AND INCOME						
Selling,	, general and administrative						
expense	es		463		389		354
Researc	ch, development and						
enginee	ering expenses		157		129		96
Equity,	royalty and interest income						
	vestees (Note 1)		117		96		97
	n sale of business (Note 2)		68		-		-
	pperating (expense) income, net		-		(6)		(4)
OPERATING INCOME			768		529		396
Interest income			10		6		5
Interest expense			13		10		9
Other income (expense)	, net		(3)		(3)		-
INCOME BEFORE IN	NCOME TAXES		762		522		392
Income tax expense (No	te 3)		225		157		122
CONSOLIDATED NE			537		365		270
	itable to noncontrolling interests IBUTABLE TO CUMMINS		32		22		24
INC.		\$	505	\$	343	\$	246
EARNINGS PER CON ATTRIBUTABLE	MMON SHARE						
	JMMINS INC.						
Basic	VIVALUALI TO ALIVO	\$	2.61	\$	1.75	\$	1.25
Diluted		\$ \$	2.60	\$ \$	1.75	\$ \$	1.25
Diluted	•	Ψ	2. 00	Ψ	1.75	Ψ	1.40

WEIGHTED AVERAGE SHARES

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Basic		193.8		195.5		196.9
Diluted		194.4		196.1		197.3
CASH DIVIDENDS DECLARED PER COMMON SHARE	\$	0.2625	\$	0.2625	\$	0.175

⁽a) Prepared on an unaudited basis in accordance with accounting principles generally accepted in the United States of America (GAAP).

CUMMINS INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF INCOME (Unaudited) (a)

	Six n	nonths ended		
- m		June 26,		June 27,
In millions, except per share amounts	Α.	2011	Φ.	2010
NET SALES	\$	8,501	\$	5,686
Cost of sales		6,341		4,332
GROSS MARGIN		2,160		1,354
OPERATING EXPENSES AND INCOME				
Selling, general and administrative expenses		852		689
Research, development and engineering				
expenses		286		188
Equity, royalty and interest income from				
investees (Note 1)		213		173
Gain on sale of business (Note 2)		68		-
Other operating (expense) income, net		(6)		(8)
OPERATING INCOME		1,297		642
Interest income		16		8
Interest expense		23		18
Other income (expense), net		(6)		17
INCOME BEFORE INCOME TAXES		1,284		649
Income tax expense (Note 3)		382		209
CONSOLIDATED NET INCOME		902		440
Less: Net income attributable to noncontrolling interests		54		45
NET INCOME ATTRIBUTABLE TO CUMMINS INC.	\$	848	\$	395
EARNINGS PER COMMON SHARE ATTRIBUTABLE				
TO CUMMINS INC.				
Basic	\$	4.36	\$	2.00
Diluted	\$	4.34	\$	2.00
WEIGHTED AVERAGE SHARES OUTSTANDING				
Basic		194.6		197.6

Diluted	195.2	197.9
CASH DIVIDENDS DECLARED PER COMMON SHARE	\$ 0.525	\$ 0.35

⁽a) Prepared on an unaudited basis in accordance with accounting principles generally accepted in the United States of America (GAAP).

CUMMINS INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited) (a)

(Unaudicu) (a)	-	•	_	
	June 26,		December 31,	
In millions, except par value	201	1	201	0
ASSETS				
Current assets				
Cash and cash equivalents	\$	1,111	\$	1,023
Marketable securities		363		339
Total cash, cash equivalents and marketable securities		1,474		1,362
Accounts and notes receivable, net		2,780		2,243
Inventories		2,275		1,977
Deferred income taxes		305		314
Prepaid expenses and other current assets		303		393
Total current assets		7,137		6,289
Long-term assets		•		
Property, plant and equipment		5,103		4,927
Accumulated depreciation		(2,986)		(2,886)
Property, plant and equipment, net		2,117		2,041
Investments and advances related to equity method investees		7 61		734
Goodwill		348		367
Other intangible assets, net		216		222
Deferred income taxes		115		203
Other assets		619		546
Total assets	\$	11,313	\$	10,402
Total assets	Ψ	11,515	Ψ	10,402
LIABILITIES				
Current liabilities				
Loans payable	\$	59	\$	82
Accounts payable (principally trade)	Ф	1,686	Ф	1,362
Current portion of accrued product warranty		429		421
Accrued compensation, benefits and retirement costs		429 419		468
Deferred revenue		202		
				182
Taxes payable (including taxes on income)		255		202
Other accrued expenses		663		543
Total current liabilities		3,713		3,260
Long-term liabilities				= 00
Long-term debt		702		709
Pensions		110		195

Postretirement benefits other than pensions	432	439
Other liabilities and deferred revenue	839	803
Total liabilities	5,796	5,406
EQUITY		
Cummins Inc. shareholders equity		
Common stock, \$2.50 par value, 500 shares authorized, 222.1		
and 221.8 shares issued	1,968	1,934
Retained earnings	5,191	4,445
Treasury stock, at cost, 27.4 and 24.0 shares	(1,333)	(964)
Common stock held by employee benefits trust, at cost, 1.9 and		
2.1 shares	(23)	(25)
Accumulated other comprehensive loss		
Defined benefit postretirement plans	(613)	(646)
Other	(32)	(74)
Total accumulated other		
comprehensive loss	(645)	(720)
Total Cummins Inc. shareholders equity	5,158	4,670
Noncontrolling interests	359	326
Total equity	5,517	4,996
Total liabilities and equity	\$ 11,313	\$ 10,402

⁽a) Prepared on an unaudited basis in accordance with accounting principles generally accepted in the United States of America (GAAP).

CUMMINS INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (Unaudited) (a)

T 1111		Jun	months ended e 26,	June	
In millions	NUCEDOM ODED A DING A CONTINUE	2011	L	2010	,
CASH FLO	OWS FROM OPERATING ACTIVITIES	Φ	002	Ф	4.40
	Consolidated net income	\$	902	\$	440
	Adjustments to reconcile consolidated net income to net cash				
	provided by operating activities:		150		1.61
	Depreciation and amortization		159		161
	Gain on sale of business (Note 2)		(68)		-
	Gain on fair value adjustment for				
	consolidated investee		-		(12)
	Deferred income taxes		87		43
	Equity in income of investees, net of				
	dividends		2		(49)
	Pension contributions in excess of expense		(47)		(116)
	Excess tax benefits on stock based awards		(4)		(7)
	Other post-retirement benefits payments in				
	excess of expense		(10)		(7)
	Stock-based compensation expense		18		11
	Translation and hedging activities		(6)		3
	Changes in current assets and liabilities, net of acquisitions and	d			
	divestitures:				
	Accounts and notes receivable		(513)		(57)
	Inventories		(290)		(301)
	Other current assets		11		ì
	Accounts payable		307		239
	Accrued expenses		169		(14)
	Changes in other liabilities and deferred revenue		58		66
	Other, net		(31)		26
Net cash pr	ovided by operating activities		744		427
CASH FL	DWS FROM INVESTING ACTIVITIES				
CASHIL	Capital expenditures		(215)		(91)
	Investments in internal use software		(22)		(22)
	Proceeds from disposals of property, plant and equipment		5		42
	Investments in and advances to equity investees		(20)		(1)
	investments in and advances to equity investees		(20)		(1)

Proceeds from sale of business, net of cash sold (Note 2)		111	-
Acquisition of businesses, net of cash acquired		-	(71)
Investments in marketable securities acquisitions		(361)	(358)
Investments in marketable securities liquidations		343	278
Cash flows from derivatives not designated as hedges		6	(18)
Other, net		2	(2)
Net cash used in investing activities		(151)	(243)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		60	85
Payments on borrowings and capital lease obligations		(94)	(37)
Net borrowings under short-term credit agreements		11	(1)
Distributions to noncontrolling interests		(26)	(4)
Dividend payments on common stock		(102)	(70)
Repurchases of common stock		(373)	(162)
Excess tax benefits on stock-based awards		4	7
Other, net		7	9
Net cash used in financing activities		(513)	(173)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CAS	SH		
EQUIVALENTS		8	(17)
Net increase (decrease) in cash and cash equivalents		88	(6)
Cash and cash equivalents at beginning of year		1,023	930
CASH AND CASH EQUIVALENTS AT END OF PERIOD	\$	1,111	\$ 924

⁽a) Prepared on an unaudited basis in accordance with accounting principles generally accepted in the United States of America (GAAP).

SEGMENT INFORMATION

(Unaudited)

	Engine	Power Generation	Components I	Distribution	Non-segm Items ⁽¹⁾	ent Total
In millions Three months ended June 26, 2011						
External sales	\$ 2,476	\$ 649	\$ 741	3 775	\$ -	\$ 4,641
Intersegment sales	424	260	•	10	(985)	-
Total sales	2,900	909	1,032	785	(985)	4,641
Depreciation and			·			·
amortization ⁽²⁾	44	11	18	5	-	78
Research, development						
and engineering expenses	102	12	43	-	-	157
Equity, royalty and						
interest income from						
investees	49	13	9	46	-	117
Interest income	6	3	1	-	-	10
Segment EBIT	377	105	120	106	67	775
Three months ended						
March 27, 2011						
External sales	\$ 2,006	\$ 557	\$ 660	6 637	\$ -	\$ 3,860
Intersegment sales	385	238	264	5	(892)	-
Total sales	2,391	795	924	642	(892)	3,860
Depreciation and						
amortization ⁽²⁾	45	10	18	6	-	79
Research, development						
and engineering expenses	80	11	37	1	-	129
Equity, royalty and						
interest income from						
investees	42	8	8	38	-	96
Interest income	3	1	1	1	-	6
Segment EBIT	290	89	105	89	(41)	532

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Three months ended June 27, 2010						
External sales	\$ 1,595	\$ 518	\$ 522	\$ 573	\$ - \$	3,208
Intersegment sales	304	190	207	3	(704)	3,200
Total sales	1,899	708	729	576	(704)	3,208
Depreciation and	1,077	700	12)	370	(704)	3,200
amortization ⁽²⁾	42	11	21	7	_	81
Research, development	72	11	21	,		01
and engineering expenses	62	8	26	_	_	96
Equity, royalty and	02	O	20	_	_	70
interest income from						
investees	52	9	6	30	_	97
Interest income	2	1	1	1	_	5
Segment EBIT	197	76	75	69	(16)	401
beginent EBII	177	70	73	0)	(10)	701
Six months ended June						
26, 2011						
External sales	\$ 4,482	\$ 1,206	\$ 1,401	\$ 1,412	\$ - \$	8,501
Intersegment sales	809	498	555	15	(1,877)	-
Total sales	5,291	1,704	1,956	1,427	(1,877)	8,501
Depreciation and						
amortization ⁽²⁾	89	21	36	11	-	157
Research, development						
and engineering expenses	182	23	80	1	-	286
Equity, royalty and						
interest income from						
investees	91	21	17	84	-	213
Interest income	9	4	2	1	-	16
Segment EBIT	667	194	225	195	26	1,307
Six months ended June						
27, 2010						
External sales	\$ 2,768	\$ 896	\$ 975	\$ 1,047	\$ - \$	5,686
Intersegment sales	554	329	384	5	(1,272)	-
Total sales	3,322	1,225	1,359	1,052	(1,272) $(1,272)$	5,686
Depreciation and	3,322	1,223	1,557	1,002	(1,2/2)	2,000
amortization ⁽²⁾	83	21	41	14	-	159
Research, development						10)
and engineering expenses	122	15	51	_	_	188
Equity, royalty and	122	10	<i>.</i> .			100
interest income from						
investees	87	15	11	60	_	173
Interest income	4	2	1	1	_	8
Segment EBIT	330	110	132	141	(46)	667
2-5	330	110	102	111	(.0)	557

⁽¹⁾ Includes intersegment sales and profit in inventory eliminations and unallocated corporate expenses. The three and six months ended June 26, 2011, include a \$68 million gain related to the sale of our exhaust business from the Components segment. The gain has been excluded from segment results as it was not considered by management in its evaluation of operating results for the three and six months ended June 26, 2011. There were no other significant unallocated corporate expenses for the three and six months ended June 26, 2011 and June 27, 2010.

Depreciation and amortization as shown on a segment basis excludes the amortization of debt discount that is										
(2) included in the Condensed Consolidated Statements of Income as	Interest expense.									

RECONCILIATION OF SEGMENT INFORMATION

(Unaudited)

A reconciliation of our segment information to the corresponding amounts in the *Condensed Consolidated Statements of Income* is shown in the table below:

	Three months ended							Six months ended					
	June 26,		March 27,		June 27 ,		Jur	ne 26,	June 27 ,				
In millions	201	1	201	1	201	10	201	.1	201	10			
Segment EBIT	\$	775	\$	532	\$	401	\$	1,307	\$	667			
Less:													
Interest expense		13		10		9		23		18			
Income before income taxes	\$	762	\$	522	\$	392	\$	1,284	\$	649			

SELECTED FOOTNOTE DATA

(Unaudited)

NOTE 1. EQUITY, ROYALTY AND INTEREST INCOME FROM INVESTEES

Equity, royalty and interest income from investees included in our *Condensed Consolidated Statements of Income* for the interim reporting periods was as follows:

	Th	ree mon	ths ended March	Six months ended					
In millions	Jui 201	ne 26, 11	27, 2011		June 27, 2010		June 26, 2011		June 27, 2010
Distribution Entities									
North American distributors	\$	35	\$	\$	23	\$	6 65	\$	46
Komatsu Cummins Chile, Ltda		6			3		10		6
All other distributors		1			1		2		2
Manufacturing Entities									
Dongfeng Cummins Engine Company, Ltd.		26			34		49		52
Chongqing Cummins Engine Company,									
Ltd.		19			13		31		23
Shanghai Fleetguard Filter Co., Ltd.		4			4		8		6
Tata Cummins, Ltd.		3			3		7		7
Cummins Westport, Inc.		3			2		4		5
Valvoline Cummins, Ltd.		2			3		4		5
Komatsu manufacturing alliances		(1)			3		1		5
Bejing Foton Cummins Engine Co., Ltd.		(1)			(4)		(3)		(6)
All other manufacturers		6			4		12		7
Cummins share of net income		103			89		190		158
Royalty and interest income		14			8		23		15
	\$	117	\$	\$	97	\$	S 213	\$	173

Equity, royalty and interest income from investees

NOTE 2. SALE OF EXHAUST BUSINESS

In January 2011, we reached an agreement to sell certain assets and liabilities of our exhaust business which manufactures exhaust products and select components for emission systems for a variety of applications. The transaction closed in the second quarter of 2011. This business was historically included in our Components segment. The sales price was \$123 million. We recognized a pre-tax gain on the sale of \$68 million, which included an allocation of goodwill of \$19 million. The transaction has a working capital adjustment mechanism that will be determined in the third quarter. We do not expect a significant change to the measurement of the gain. The gain has been excluded from segment results as it was not considered by management in its evaluation of operating results for the three and six months ended June 26, 2011.

Sales for this business were \$171 million, \$126 million and \$169 million in 2010, 2009 and 2008, respectively. Income before income taxes for this business was approximately \$22 million, \$11 million and \$19 million in 2010, 2009 and 2008, respectively.

We will enter into supply and other agreements with the operations that will represent ongoing involvement and as such, the results of these operations will not be presented as discontinued operations.

NOTE 3. INCOME TAXES

Our effective tax rate for the year is expected to approximate 29.5 percent, absent any discrete period activity. Our tax rate is generally less than the 35 percent U.S. income tax rate primarily due to lower tax rates on foreign income and research tax credits. The tax rates for the three and six month periods ended June 26, 2011, were 29.5 percent and 29.8 percent. The tax rate for the three and six month periods ended June 26, 2011, includes a discrete tax charge of \$4 million related to the enactment of state law changes in Indiana.

Our effective tax rates for the comparable prior year periods were 31.1 percent and 32.2 percent, respectively. The tax rate for the six month period includes a discrete tax charge of \$7 million (one percent) related to the enactment of the Patient Protection and Affordable Care Act. The lower rate in 2011 compared to 2010 is a result of the geographic mix of earnings.

FINANCIAL MEASURES THAT SUPPLEMENT GAAP

(Unaudited)

Earnings before interest, taxes and noncontrolling interests

We define EBIT as earnings or loss before interest expense, income tax expense and noncontrolling interests in income of consolidated subsidiaries (EBIT). We use EBIT to assess and measure the performance of our operating segments and also as a component in measuring our variable compensation programs. Below is a reconciliation of EBIT, a non-GAAP financial measure, to Net income attributable to Cummins Inc., for each of the applicable periods:

In millions		Three months June 26, 2011		s ended March 27, 2011		June 27, 2010		Six months en June 26, 2011		nded June 27, 2010	
Earnings be taxes	and gain on sale of business	\$	707	\$	532	\$	401	\$	1,239	\$	667
Earnings be taxes and	efore interest expense, income										
	percentage of net sales		15.2%		13.8%		12.5%		14.6%		11.7%
Add:	Gain on sale of business		68		-		-		68		-
Earnings be income tax	efore interest expense and es		775		532		401		1,307		667
EBIT as a percentage of net sales			16.7%		13.8%		12.5%		15.4%		11.7%

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Less:						
	Interest expense	13	10	9	23	18
	Income tax expense	225	157	122	382	209
Consolidate	ed net income	537	365	270	902	440
Less:						
	Net income attributable to					
	noncontrolling interests	32	22	24	54	45
Net income	attributable to Cummins Inc.	\$ 505	\$ 343	\$ 246	\$ 848	\$ 395
Net income	attributable to Cummins Inc. as					
а						
	percentage of net sales	10.9%	8.9%	7.7%	10.0%	6.9%

Net income and diluted earnings per share (EPS) attributable to Cummins Inc. excluding gain on sale of business

We believe this is a useful measure of our operating performance for the periods presented as it illustrates our underlying operating performance and trends without regard to the gain related to the sale of our exhaust business. This measure is not in accordance with, or an alternative for, accounting principles generally accepted in the United States of America and may not be consistent with measures used by other companies. It should be considered supplemental data. The following table reconciles net income attributable to Cummins Inc. excluding gain on sale of business to Net income attributable to Cummins Inc. for the three and six months ended June 26, 2011.

	Three	months end	ed		Six n	Six months ended					
	June	26, 2011			June	June 26, 2011					
In millions Not income attailutable to Comming Inc. avaluding the		ncome	Dilut	ed EPS	Net 1	ncome	Dilute	ed EPS			
Net income attributable to Cummins Inc. excluding the gain on sale of business	\$	468	\$	2.41	\$	811	\$	4.15			
Add:											
Gain on sale of business(1)	37		0.19		37		0.19				
Net income attributable to Cummins Inc. (1) The gain has been excluded from operating results as	\$ it was	505 not considere	\$ ad by manage	2.60	\$ raluation of	848 performance f	\$ for the three a	4.34 and six mon			

⁽¹⁾The gain has been excluded from operating results as it was not considered by management in its evaluation of performance for the three and six months ended June 26, 2011.

BUSINESS UNIT SALES DATA

(Unaudited)

Engine segment net sales by market

2011										
In millions	Q1		Q2		Q3		Q4		YT	D
Heavy-duty truck	\$	485	\$	693	\$	-	\$	-	\$	1,178
Medium-duty truck and bus		474		608		-		-		1,082
Light-duty auto and RV		296		310		-		-		606
Industrial		855		988		-		-		1,843
Stationary power		281		301		-		-		582
Total sales	\$	2,391	\$	2,900	\$	-	\$	-	\$	5,291
2010										
In millions	Q1		Q2		Q3		Q4		YT	D
Heavy-duty truck	\$	252	\$	340	\$	395	\$	516	\$	1,503
Medium-duty bus and truck		217		352		430		436		1,435
Light-duty auto and RV		207		296		239		280		1,022
Industrial		577		656						