MARRONE BIO INNOVATIONS INC

Form 10-Q

November 14, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-Q
(Mark One)
[V] Overtanty we next numericant to Section 12 on 15(d) of the Securities Evolvence Act of 1024
[X] Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
For the quarterly period ended September 30, 2017
or
[]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: 001-36030

Marrone Bio Innovations, Inc.	
·	ified in its aboutou)
(Exact name of registrant as speci	med in its charter)
	0.7107171
Delaware 20 (State or other jurisdiction of (I	0-5137161 I.R.S. Employer
incorporation or organization) Id	dentification No.)
1540 Drew Avenue, Davis, CA 950	618
(Address of principal executive of	fices and zip code)
(530) 750-2800	
(Registrant's telephone number, i	ncluding area code)
Securities Exchange Act of 1934 du	registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the uring the preceding 12 months (or for such shorter period that the registrant was 2) has been subject to such filing requirements for the past 90 days. Yes [X] No []
any, every Interactive Data File requ	registrant has submitted electronically and posted on its corporate Web site, if uired to be submitted and posted pursuant to Rule 405 of Regulation S-T during h shorter period that the registrant was required to submit and post such files). Yes
· · · · · · · · · · · · · · · · · · ·	registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, e the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting hange Act. (Check one):

Large accelerated filer []		Accelerated filer	[]
Non-accelerated filer [](Do not che	eck if a smaller reporting company)	Smaller reporting company	[X]
Emerging growth Company [X]			
If an emerging growth company, indiperiodfor complying with any new or the Exchange Act. [X]	•		
Indicate by check mark whether the r [] No [X]	egistrant is a shell company (as defin	ned in Rule 12b-2 of the Exc	hange Act). Yes
	Shares Outstanding		
Class	at November		
	14, 2017		
Common Stock, \$0.00001 par value	31,350,877		

TABLE OF CONTENTS

	PAGE
PART I. FINANCIAL INFORMATION	
Item 1. Financial Statements (Unaudited)	3
Condensed Consolidated Balance Sheets as of September 30, 2017 and December 31, 2016	3
Condensed Consolidated Statements of Operations for the Three and Nine Months Ended September 30, 2017	4
and 2016	4
Condensed Consolidated Statements of Comprehensive Loss for the Three and Nine Months Ended September	- <i>-</i>
30, 2017 and 2016	3
Condensed Consolidated Statements of Cash Flows for the Nine Months Ended September 30, 2017 and 2016	6
Notes to Condensed Consolidated Financial Statements	7
Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations	20
Item 3. Quantitative and Qualitative Disclosures About Market Risk	35
Item 4. Controls and Procedures	36
PART II. OTHER INFORMATION	
Item 1. Legal Proceedings	37
Item 1A. Risk Factors	37
Item 2. Unregistered Sales of Equity Securities and Use of Proceeds	39
Item 6. Exhibits	40
INDEX TO EXHIBITS	40
<u>SIGNATURES</u>	41

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS (UNAUDITED)

MARRONE BIO INNOVATIONS, INC.

Condensed Consolidated Balance Sheets

(In Thousands, Except Par Value)

	SEPTEMBER 30, 2017 (Unaudited)	DECEMBER 31, 2016
Assets		
Current assets:		
Cash and cash equivalents	\$3,737	\$ 9,609
Restricted cash, current portion	933	1,444
Accounts receivable	1,869	3,592
Inventories, net	9,333	8,482
Deferred cost of product revenues	2,943	2,688
Prepaid expenses and other current assets	641	1,060
Total current assets	19,456	26,875
Property, plant and equipment, net	16,155	17,343
Restricted cash, less current portion	1,560	1,560
Other assets	224	205
Total assets	\$37,395	\$ 45,983
Liabilities and stockholders' deficit		
Current liabilities:		
Accounts payable	\$2,692	\$ 1,385
Accrued liabilities	8,296	5,508
Accrued interest due to related parties	815	1,618
Deferred revenue, current portion	5,698	5,647
Capital lease obligations, current portion	_	839
Debt due to related parties, current portion	8,882	_
Debt, current portion	1,692	252
Total current liabilities	28,075	15,249
Deferred revenue, less current portion	2,077	1,787
Debt, less current portion	21,004	21,083
Debt due to related parties, less current portion	28,649	36,667
Other liabilities	1,250	1,381
Total liabilities	81,055	76,167
Commitments and contingencies (Note 9)		
Stockholders' deficit:		

Preferred stock: \$0.00001 par value; 20,000 shares authorized and no shares issued or			
outstanding at September 30, 2017 and December 31, 2016	_	_	
Common stock: \$0.00001 par value; 250,000 shares authorized, 31,351 shares issued			
and outstanding as of September 30, 2017 and 24,661 as of December 31, 2016	_	_	
Additional paid in capital	214,531	204,463	
Accumulated deficit	(258,191) (234,647)
Total stockholders' deficit	(43,660) (30,184)
Total liabilities and stockholders' deficit	\$37,395	\$ 45,983	

See accompanying notes.

3

MARRONE BIO INNOVATIONS, INC.

Condensed Consolidated Statements of Operations

(In Thousands, Except Per Share Amounts)

(Unaudited)

	THREE MONTHS ENDED SEPTEMBER		NINE MONTHS ENDED SEPTEMBER 30,	
	30, 2017	2016	2017	2016
Revenues:	2017	2010	2017	2010
Product	\$4,161	\$3,549	\$14,675	\$11,083
License	58	85	174	269
Total revenues	4,219	3,634	14,849	11,352
Cost of product revenues	2,492	2,493	8,737	7,880
Gross profit	1,727	1,141	6,112	3,472
Operating Expenses:				
Research, development and patent	3,152	2,662	8,449	7,297
Selling, general and administrative	5,174	3,754	15,590	13,796
Total operating expenses	8,326	6,416	24,039	21,093
Loss from operations	(6,599)	(5,275)	(17,927)	(17,621)
Other income (expense):				
Interest income	_	8	1	33
Interest expense	(804)	(755)	(2,309)	(2,264)
Interest expense to related parties	(1,098)	(1,099)	(3,257)	(3,265)
Other income (expense), net	(29)	(81)	(52)	(144)
Total other expense, net	(1,931)	(1,927)	(5,617)	(5,640)
Loss before income taxes	(8,530)	(7,202)	(23,544)	(23,261)
Income taxes				