

GENESIS ENERGY LP  
Form 10-Q  
May 02, 2014  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 10-Q

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

For the quarterly period ended March 31, 2014

OR

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

Commission file number 1-12295

GENESIS ENERGY, L.P.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

76-0513049  
(I.R.S. Employer  
Identification No.)

919 Milam, Suite 2100,  
Houston, TX  
(Address of principal executive offices)

77002  
(Zip code)

Registrant’s telephone number, including area code: (713) 860-2500

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 during the preceding 12 months (or 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  Accelerated filer ☐ Non-accelerated filer ☐ 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 ✓

Indicate the number of shares outstanding of each of the issuer’s classes of common stock, as of the latest practicable date. There were 88,650,988 Class A Common Units and 39,997 Class B Common Units outstanding as of April 30, 2014.



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## PART I. FINANCIAL INFORMATION

## Item 1. Financial Statements

## GENESIS ENERGY, L.P.

## UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS

(In thousands, except units)

	March 31, 2014	December 31, 2013
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash and cash equivalents	\$11,676	\$8,866
Accounts receivable - trade, net	307,978	368,033
Inventories	97,029	85,330
Other	37,653	72,994
Total current assets	454,336	535,223
<b>FIXED ASSETS, at cost</b>	<b>1,415,443</b>	<b>1,327,974</b>
Less: Accumulated depreciation	(211,689)	(199,230)
Net fixed assets	1,203,754	1,128,744
NET INVESTMENT IN DIRECT FINANCING LEASES, net of unearned income	150,250	151,903
EQUITY INVESTEEES	626,195	620,247
INTANGIBLE ASSETS, net of amortization	59,914	62,928
GOODWILL	325,046	325,046
OTHER ASSETS, net of amortization	38,058	38,111
<b>TOTAL ASSETS</b>	<b>\$2,857,553</b>	<b>\$2,862,202</b>
<b>LIABILITIES AND PARTNERS' CAPITAL</b>		
<b>CURRENT LIABILITIES:</b>		
Accounts payable - trade	\$302,695	\$316,204
Accrued liabilities	98,738	130,349
Total current liabilities	401,433	446,553
SENIOR SECURED CREDIT FACILITY	640,500	582,800
SENIOR UNSECURED NOTES	700,740	700,772
DEFERRED TAX LIABILITIES	16,285	15,944
OTHER LONG-TERM LIABILITIES	18,536	18,396
<b>COMMITMENTS AND CONTINGENCIES (Note 14)</b>		
<b>PARTNERS' CAPITAL:</b>		
Common unitholders, 88,690,985 units issued and outstanding at March 31, 2014 and December 31, 2013, respectively	1,080,059	1,097,737
<b>TOTAL LIABILITIES AND PARTNERS' CAPITAL</b>	<b>\$2,857,553</b>	<b>\$2,862,202</b>

The accompanying notes are an integral part of these Unaudited Condensed Consolidated Financial Statements.

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GENESIS ENERGY, L.P.

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(In thousands, except per unit amounts)

	Three Months Ended	
	March 31,	
	2014	2013
REVENUES:		
Supply and logistics	\$944,606	\$944,545
Refinery services	54,193	49,484
Pipeline transportation services	20,920	20,779
Total revenues	1,019,719	1,014,808
COSTS AND EXPENSES:		
Supply and logistics product costs	849,262	869,844
Supply and logistics operating costs	63,092	48,772
Refinery services operating costs	33,195	32,443
Pipeline transportation operating costs	7,478	7,084
General and administrative	12,010	11,611
Depreciation and amortization	19,280	15,049
Total costs and expenses	984,317	984,803
OPERATING INCOME	35,402	30,005
Equity in earnings of equity investees	7,818	3,936
Interest expense	(12,804)	) (11,441)
Income from continuing operations before income taxes	30,416	22,500
Income tax (expense) benefit	(641)	) 203
Income from continuing operations	29,775	22,703