

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 27, 2018

AngioDynamics, Inc.
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

000-50761
(Commission File
Number)

11-3146460
(IRS Employer
Identification No.)

14 Plaza Drive Latham, New York
(Address of Principal Executive Offices)

12110
(Zip Code)

(518) 795-1400

(Registrant's telephone number, including area code)

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:

- 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 – Regulation FD Disclosure.

Presentation slides discussing AngioDynamics, Inc. (“AngioDynamics”) and its fiscal first quarter ended August 31, 2018 are being furnished herewith as Exhibit 99.1. The slides are being furnished pursuant to Item 7.01 and the information contained therein shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities under that Section. Furthermore, the information in Exhibit 99.1 shall not be deemed to be incorporated by reference into the filings of AngioDynamics under the Securities Act of 1933, as amended.

Item 9.01 – Financial Statements and Exhibits

(d) *Exhibits.*

<u>Exhibit No.</u>	<u>Description</u>
99.1	Presentation dated September 27, 2018.

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.

ANGIODYNAMICS, INC.
(Registrant)

Date: September 27, 2018

By: /s/ Stephen A. Trowbridge
Name: Stephen A. Trowbridge
Title: Senior Vice President and General Counsel

AngioDynamics

First Quarter 2019 Earnings Presentation
September 27, 2018



Forward-Looking Statements

Notice Regarding Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements regarding AngioDynamics' expected future financial position, results of operations, cash flows, business strategy, budgets, projected costs, capital expenditures, products, competitive positions, growth opportunities, plans and objectives of management for future operations, as well as statements that include the words such as "expects," "reaffirms," "intends," "anticipates," "plans," "believes," "seeks," "estimates," "optimistic," or variations of such words and similar expressions, are forward-looking statements. These forward-looking statements are not guarantees of future performance and are subject to risks and uncertainties. Investors are cautioned that actual events or results may differ from AngioDynamics' expectations. Factors that may affect the actual results achieved by AngioDynamics include, without limitation, the ability of AngioDynamics to develop its existing and new products, technological advances and patents attained by competitors, infringement of AngioDynamics' technology or assertions that AngioDynamics' technology infringes the technology of third parties, the ability of AngioDynamics to effectively compete against competitors that have substantially greater resources, future actions by the FDA or other regulatory agencies, domestic and foreign health care reforms and government regulations, results of pending or future clinical trials, overall economic conditions, the results of on-going litigation, challenges with respect to third-party distributors or joint venture partners or collaborators, the results of sales efforts, the effects of product recalls and product liability claims, changes in key personnel, the ability of AngioDynamics to execute on strategic initiatives, the effects of economic, credit and capital market conditions, general market conditions, market acceptance, foreign currency exchange rate fluctuations, the effects on pricing from group purchasing organizations and competition, the ability of AngioDynamics to integrate acquired businesses, as well as the risk factors listed from time to time in AngioDynamics' SEC filings, including but not limited to its Annual Report on Form 10-K for the year ended May 31, 2018. AngioDynamics does not assume any obligation to publicly update or revise any forward-looking statements for any reason.

In the United States, the NanoKnife System has received a 510(k) clearance by the Food and Drug Administration for use in the surgical ablation of soft tissue, and is similarly approved for commercialization in Canada, the European Union and Australia. The NanoKnife System has not been cleared for the treatment or therapy of a specific disease or condition.

Notice Regarding Non-GAAP Financial Measures

Management uses non-GAAP measures to establish operational goals, and believes that non-GAAP measures may assist investors in analyzing the underlying trends in AngioDynamics' business over time. Investors should consider these non-GAAP measures in addition to, not as a substitute for or as superior to, financial reporting measures prepared in accordance with GAAP. In this news release, AngioDynamics has reported adjusted EBITDAS (income before interest, taxes, depreciation and amortization and stock-based compensation); adjusted net income; adjusted earnings per share and free cash flow. Management uses these measures in its internal analysis and review of operational performance. Management believes that these measures provide investors with useful information in comparing AngioDynamics' performance over different periods. By using these non-GAAP measures, management believes that investors get a better picture of the performance of AngioDynamics' underlying business. Management encourages investors to review AngioDynamics' financial results prepared in accordance with GAAP to understand AngioDynamics' performance taking into account all relevant factors, including those that may only occur from time to time but have a material impact on AngioDynamics' financial results. Please see the tables that follow for a reconciliation of non-GAAP measures to measures prepared in accordance with GAAP.

First Quarter 2019 Highlights

Financial Performance

- Revenue of \$85.3 million, compared to \$85.4 million a year ago
- Gross Margin of 52.1%, up 380 bps year over year
- Adjusted EPS of \$0.16, compared to \$0.13 a year ago
- Adjusted EBITDAS of \$12.6 million, compared to \$11.3 million a year ago
- Cash used in operations of \$8.9 million

Select Product Family Year-over-Year Sales Growth

Vascular Interventions and Therapies

- Fluid Management: 5%
- AngioVac®: 15%
- Angiographic Catheters: 4%
- Venous insufficiency: (18%)

Vascular Access

- Midlines: 4%
- PICCs: (2%)
- Ports: 4%
- Dialysis: 10%

Oncology

- Solero® Microwave: (15%)*
- NanoKnife®: 7%

*1Q19 Solero revenue grew 23% excluding the impact of Acculis market removal

Corporate Developments

- BioSentry and RadiaDyne* acquisitions completed for a combined \$87 million of upfront consideration plus \$43 million of consideration for future earnouts
- The Company's antitrust suit against C.R. Bard proceeds following the US District Court's rejection in its entirety of C.R. Bard's motion to dismiss.
- In the first quarter of fiscal year 2019, the Company paid \$12.7 million related to the previously disclosed legal matters with the Department of Justice.

First Quarter 2019 Results

<i>\$ in thousands (except per share data)</i>	FY2019 Q1 Results	FY2018 Q1 Results	Change
Revenue	\$85,340	\$85,411	(0.1)%
- Vascular Interventions and Therapies	49,995	49,865	0.3%
- Vascular Access	23,790	23,238	2.4%
- Oncology	11,555	12,308	(6.1)%
- United States	67,684	68,931	(1.8)%
- International	17,656	16,480	7.1%
Net Loss	\$(469)	\$(35)	
Adjusted Net Income	\$6,216	\$4,977	
GAAP Earnings Per Share	\$(0.01)	\$(0.00)	
Non-GAAP Adjusted EPS	\$0.16	\$0.13	
Gross Margin	52.1%	48.3%	
Adjusted EBITDAS	\$12,623	\$11,283	
Free Cash Flow	\$(9,555)	\$2,535	
Cash and Cash Equivalents	\$24,762	\$74,096*	
Debt	\$91,250	\$92,500*	

4 * Balances reflect amounts at 5/31/2018



Revised FY2019 Guidance

	<u>Previous Guidance</u>	<u>Revised Guidance</u>
Revenue	\$344 - \$349m	\$354 - \$359m
Adjusted EPS	\$0.82 - \$0.86	\$0.82 - \$0.86
Free Cash Flow*	\$38m - \$43m	\$26m - \$31m*

* Revised guidance includes the cash payment related to the DOJ legal matters previously disclosed, which was paid in 1Q FY2019.

GAAP to Non-GAAP Reconciliation

Reconciliation of GAAP to Non-GAAP Gross Profit, Net Income, and EPS

Amounts in thousands	Three months ended	
	August 31,	August 31,
	2018	2017
	(unaudited)	
Net Loss	\$ (469)	\$ (35)
Amortization of intangibles	4,116	4,096
Change in fair value of contingent consideration	12	105
Acquisition, restructuring and other items, net (1)	4,422	2,989
Tax effect of non-GAAP items (2)	(1,865)	(2,178)
Adjusted net income	<u>\$ 6,216</u>	<u>\$ 4,977</u>

	Three months ended	
	August 31,	August 31,
	2018	2017
	(unaudited)	
Diluted earnings per share	\$ (0.01)	\$ (0.00)
Amortization of intangibles	0.11	0.11
Change in fair value of contingent consideration	0.00	0.00
Acquisition, restructuring and other items, net (1)	0.12	0.08
Tax effect of non-GAAP items (2)	(0.05)	(0.06)
Adjusted diluted earnings per share	<u>\$ 0.16</u>	<u>\$ 0.13</u>

Adjusted diluted share count	38,096	37,230
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(1) Includes costs related to merger and acquisition activities, restructurings, and unusual items, including asset impairments and write-offs, certain litigation, and other items.

(2) Adjustment to reflect the income tax provision on a non-GAAP basis has been calculated assuming no valuation allowance on our U.S. deferred tax assets and an effective tax rate of 23% for August 31, 2018. For August 31, 2017 the effective tax rate i) has been calculated using a blended rate of 30.62% for the year ended May 31, 2018 due to the enactment of the Tax Cuts and Jobs Act (the "Act") that reduced the federal corporate tax rate to 21%; ii) excludes the benefit recorded in Q3 fiscal 2018 resulting from remeasurement of our deferred tax assets from the Act; iii) tax effects the non-GAAP adjustment shown above and iv) assumes the Company does not have a valuation allowance on its U.S. deferred tax assets.

Reconciliation of Net Income to EBITDAS to Adjusted EBITDAS

Amounts in thousands	Three months ended	
	August 31,	August 31,
	2018	2017
	(unaudited)	
Net loss	\$ (469)	\$ (35)
Income tax expense	(8)	19
Interest expense, net	917	723
Depreciation and amortization	5,599	5,793
Stock-based compensation	2,150	1,797
EBITDAS	<u>\$ 8,189</u>	<u>\$ 8,297</u>
Change in fair value of contingent consideration	12	105
Acquisition, restructuring and other items, net (1,2)	4,422	2,881
Adjusted EBITDAS	<u>\$ 12,623</u>	<u>\$ 11,283</u>
Per diluted share:		
EBITDAS	\$ 0.21	\$ 0.22
Adjusted EBITDAS	\$ 0.33	\$ 0.30

(1) Includes costs related to merger and acquisition activities, restructurings, and unusual items, including asset impairments and write-offs, certain litigation, and other items.

(2) Excludes depreciation expense captured in the depreciation and amortization component of the reconciliation.

Growth *through*
Focus | Execution | Accountability