CYTEC INDUSTRIES INC/DE/
Form 10-Q
April 20, 2015
Table of Contents

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, 2015
Commission file number 1-12372

CYTEC INDUSTRIES INC.
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	22-3268660 (I.R.S. Employer Identification No.)
Five Garret Mountain Plaza Woodland Park, New Jersey (Address of principal executive offices)	07424 (Zip Code)

Registrant’s telephone number, including area code (973) 357-3100

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 ý No ¨
Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, 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 ý No ¨
Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a small reporting company. See definition of “accelerated filer, large accelerated filer, and smaller reporting company” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer ý	Accelerated filer ¨
Non-accelerated filer ¨	Small 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 ý
There were 71,396,882 shares of common stock outstanding at April 13, 2015.

Table of Contents

CYTEC INDUSTRIES INC. AND SUBSIDIARIES
10-Q Table of Contents

Table of Contents

PART I – FINANCIAL INFORMATION

Item 1. CONSOLIDATED FINANCIAL STATEMENTS
CYTEC INDUSTRIES INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)
(Dollars in millions, except per share amounts)

	Three Months Ended March 31,	
	2015	2014
Net sales	$515.0	$489.0
Manufacturing cost of sales	371.0	329.0
Selling and technical services	35.3	36.8
Research and process development	12.4	12.8
Administrative and general	32.2	29.4
Amortization of acquisition intangibles	3.4	3.6
Earnings from operations	60.7	77.4
Other income (expense), net	0.3	(0.6)
Interest expense, net	3.7	3.2
Earnings from continuing operations before income taxes	57.3	73.6
Income tax provision	14.8	17.7
Earnings from continuing operations	42.5	55.9
Earnings from operations of discontinued business, net of tax	—	—
Net gain on sale of discontinued operations, net of tax	—	—
Earnings from discontinued operations, net of tax	—	—
Net earnings	$42.5	$55.9
Comprehensive (loss) income	$(14.0)	$49.6
Earnings per share:		
Basic earnings per common share:		
Continuing operations	$0.59	$0.78
Discontinued operations	—	—
	$0.59	$0.78
Diluted earnings per common share:		
Continuing operations	$0.58	$0.76
Discontinued operations	—	—
	$0.58	$0.76
Dividends per common share	$0.125	$0.063

See accompanying Notes to Consolidated Financial Statements

Table of Contents

CYTEC INDUSTRIES INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(Unaudited)
(Dollars in millions, except per share amounts)

	March 31, 2015	December 31, 2014
Assets		
Current assets		
Cash and cash equivalents	$107.3	$133.9
Trade accounts receivable, less allowance for doubtful accounts of $3.4 and $3.8 at March 31, 2015 and December 31, 2014, respectively	300.8	265.1
Other accounts receivable	76.2	74.6
Inventories	284.2	307.6
Deferred income taxes	31.7	27.4
Other current assets	21.6	26.2
Total current assets	821.8	834.8
Plants, equipment and facilities, at cost	1,665.0	1,680.8
Less: accumulated depreciation	(563.5)	(559.4)
Net plant investment	1,101.5	1,121.4
Acquisition intangibles, net of accumulated amortization of $73.1 and $70.8 at March 31, 2015 and December 31, 2014, respectively	133.8	141.6
Goodwill	500.9	508.8
Deferred income taxes	38.3	41.2
Other assets	126.4	119.4
Total assets	$2,722.7	$2,767.2
Liabilities		
Current liabilities		
Accounts payable	$177.9	$172.4
Current maturities of long-term debt	1.5	1.2
Accrued expenses	156.2	184.6
Income taxes payable	9.8	8.4
Deferred income taxes	0.2	0.3
Total current liabilities	345.6	366.9
Long-term debt	740.4	741.7
Pension and other postretirement benefit liabilities	239.0	245.9
Other noncurrent liabilities	168.4	170.3
Deferred income taxes	29.6	31.4
Stockholders' equity		
Preferred stock, 20,000,000 shares authorized; none issued and outstanding	—	—
Common stock, $.01 par value per share, 150,000,000 shares authorized; issued 99,800,369 at March 31, 2015 and 99,772,436 at December 31, 2014	1.0	1.0
Additional paid-in capital	474.5	474.2
Retained earnings	1,733.1	1,699.6
Accumulated other comprehensive income	(43.4)	13.1
Treasury stock, at cost, 28,409,686 shares at March 31, 2015 and 28,732,931 shares at December 31, 2014	(965.5)	(976.9)
Total stockholders' equity	1,199.7	1,211.0
Total liabilities and stockholders' equity	$2,722.7	$2,767.2

See accompanying Notes to Consolidated Financial Statements

Table of Contents

CYTEC INDUSTRIES INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)
(Dollars in millions)

	Three Months Ended March 31, 2015	2014
Cash flows provided by (used in) operating activities		
Net earnings	$42.5	$55.9
Earnings from discontinued operations, net of tax	—	—
Net earnings from continuing operations	42.5	55.9
Adjustments to reconcile net income to net cash provided by operating activities of continuing operations:		
Depreciation	17.2	14.9
Amortization	4.2	4.5
Share-based compensation	3.1	3.0
Deferred income taxes	(1.3)	10.0
Pension and postretirement benefit expense (income)	(0.8)	0.2
Contributions to pension and postretirement plans	(2.8)	(2.6)
Non-cash loss on disposal of assets	0.4	0.9
Unrealized loss on foreign currency forward contracts	(3.4)	1.4
Changes in operating assets and liabilities:		
Trade accounts receivable	(53.8)	(20.6)
Other receivables	0.9	0.6
Inventories	15.2	(20.6)
Other assets	(1.5)	1.4
Accounts payable	14.5	45.4
Accrued expenses	(23.2)	(18.7)
Income taxes payable	2.3	(6.0)
Other liabilities	0.5	(8.7)
Net cash provided by operating activities of continuing operations	14.0	61.0
Net cash provided by operating activities of discontinued operations	—	0.3
Net cash provided by operating activities	14.0	61.3
Cash flows used in investing activities:		
Additions to plants, equipment and facilities	(33.9)	(63.8)
Other investing activities, net	—	(0.1)
Net cash used in investing activities	(33.9)	(63.9)
Cash flows provided by (used in) financing activities:		
Proceeds from long-term debt	0.2	0.2
Payments on long-term debt	(0.1)	(0.3)
Cash dividends	(8.9)	(4.5)
Proceeds from the exercise of stock options	6.2	8.1
Excess tax benefits from share-based payment arrangements	2.2	3.8
Net cash (used in) provided by financing activities	(0.4)	7.3
Effect of currency rate changes on cash and cash equivalents	(6.3)	0.3
(Decrease) increase in cash and cash equivalents	(26.6)	5.0
Cash and cash equivalents, beginning of period	133.9	151.8
Cash and cash equivalents, end of period	$107.3	$156.8

See accompanying Notes to Consolidated Financial Statements

-5-

Table of Contents

CYTEC INDUSTRIES INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
(Currencies in millions, except per share amounts, unless otherwise indicated)

1. BASIS OF PRESENTATION
The accompanying unaudited consolidated financial statements included herein have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC") for reporting on Form 10-Q and accounting principles generally accepted in the United States of America ("U.S. GAAP") for interim reporting. Certain information and footnote disclosures normally included in our annual consolidated financial statements have been condensed or omitted pursuant to such rules and regulations.
Financial statements prepared in accordance with U.S. GAAP require management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses, and other disclosures. In the opinion of management, these condensed consolidated financial statements include all normal and recurring adjustments necessary for a fair presentation of the financial position and the results of our operations and cash flows for the interim periods presented.
The results of operations for any interim period are not necessarily indicative of the results of operations for the full year. These condensed consolidated financial statements should be read in conjunction with the Consolidated Financial Statements and Notes to Consolidated Financial Statements contained in the Company's 2014 Annual Report on Form 10-K. Unless indicated otherwise, the terms "Company," "Cytec," "we," "us," and "our" each refer collectively to Cy Industries Inc. and its subsidiaries.
Except for the number of authorized shares and par value, all references to shares and per share data for all periods presented herein reflect the impact of the 2-for-1 stock split in the form of a stock dividend which was effective in September 2014, as discussed in Note 17 of our 2014 Form 10-K.
Reclassifications
Certain amounts reported for prior years in the unaudited consolidated financial statements and accompanying notes have been reclassified to conform to the current year's presentation.

2. NEW ACCOUNTING PRONOUNCEMENTS
In April 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2015-03, "Simplifying the Presentation of Debt Issuance Costs." This ASU will require the presentation of debt issuance costs in financial statements as a direct reduction of related debt liabilities with amortization of debt issuance costs reported as interest expense. Under current U.S. GAAP standards, debt issuance costs are reported as deferred charges (i.e., as an asset). ASU 2015-03 is effective for annual periods, and interim periods within those fiscal years, beginning after December 15, 2015 and is to be applied retrospectively upon adoption. Early adoption is permitted, including adoption in an interim period for financial statements that have not been previously issued. We are currently evaluating this guidance.
In February 2015, the FASB issued ASU No. 2015-02, "Consolidation (Topic 810): Amendments to the Consolidation Analysis." This guidance focuses on a reporting company's consolidation evaluation to determine whether they should consolidate certain legal entities. This guidance is effective for annual periods beginning after December 15, 2015. Early adoption is permitted, including adoption in an interim period. We are currently evaluating this guidance, but do not anticipate it will have a material impact on our consolidated financial statements.
In May 2014, the FASB issued ASU No. 2014-09, "Revenue from Contracts with Customers," which will supersede current revenue recognition guidance in Accounting Standards Codification Topic 605, "Revenue Recognition." The new standard is based on the principle that revenue is recognized to depict the transfer of goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The new standard will also result in enhanced disclosures about revenue, provide guidance for transactions that were not previously addressed comprehensively, and clarify guidance for multiple-element arrangements. This new standard requires adoption in the first quarter of 2017; however, in April 2015, the FASB

proposed a one-year delay in the effective date of the standard. Adoption can occur using one of two prescribed transition methods. We have not yet selected a transition method and continue to evaluate the impact this guidance will have on our future consolidated financial statements and related disclosures.

Table of Contents

3. DISCONTINUED OPERATIONS AND OTHER DIVESTITURES

The following table displays summarized activity in our consolidated statements of income for discontinued operations during the three months ended March 31, 2014 related to our former Coating Resins ("Coatings") business and other divestitures.

	Three Months Ended March 31, 2014		
	Coatings	Pre-Acquisition Umeco	Total
Net sales	$—	$—	$—
(Loss) gain on sale of discontinued operations	(4.1)	3.6	(0.5)
Income tax benefit (expense) on (loss) gain on sale	0.5	—	0.5
Earnings from discontinued operations, net of tax	$(3.6)	$3.6	$—

Discontinued operations

Coating Resins

On April 3, 2013, we completed the divestiture of our remaining Coatings business to Advent International ("Advent"), a global private equity firm. In connection with the sale of the business to Advent, we agreed to retain certain liabilities, including liabilities for U.S. pension and other postretirement benefits and certain tax liabilities related to taxable periods (or portions thereof) ending on or before April 3, 2013. During the three months ended March 31, 2014, we recorded after-tax charges of $1.8 related to certain of these tax liabilities. Additionally, in the first quarter of 2014, we recorded a tax benefit of $0.4 based on our best estimate of the purchase price allocation attributable to the Coatings business sold in various taxing jurisdictions, offset by after-tax charges of approximately $2.2 recorded in the first quarter of 2014 for purchase price and working capital adjustments related to the sale. These after-tax losses are included in Net gain on sale of discontinued operations, net of tax in the consolidated statements of income. The final price paid and loss on sale remains subject to final working capital and other customary adjustments.

Other divestitures

Former Umeco entities divested prior to our acquisition

As part of our acquisition accounting for Umeco in 2012, we established reserves related to income tax and value added tax liabilities of an entity that had been divested by Umeco in 2011, for periods that were under audit prior to it its divestiture. We continued to accrue interest through the end of 2013. In the first quarter of 2014, we agreed to a settlement for audit periods through March 31, 2009, which resulted in a benefit of approximately $3.6. The benefit is included in Net gain on sale of discontinued operations, net of tax in the consolidated statement of income for the three months ended March 31, 2014.

4. RESTRUCTURING OF OPERATIONS

In accordance with our accounting policy, restructuring costs are included in our Corporate and Unallocated operating results for segment reporting purposes, which is consistent with management's view of its businesses. Aggregate pre-tax restructuring charges included in the consolidated statements of income were recorded by line item as follows:

	Three Months Ended March 31,	
	2015	2014
Manufacturing cost of sales	$1.1	$0.1
Selling and technical services	0.3	—
Administrative and general	2.2	—
Total	$3.6	$0.1

Table of Contents

Details of our 2015 restructuring initiatives are as follows:
During the first quarter of 2015, we approved plans to realign the supporting structure of all our segments and across various functions to take advantage of synergies from the ongoing implementation of our single, global enterprise resource planning ("ERP") project. These plans resulted in a restructuring charge of $3.5 for severance related to the elimination of approximately 55 positions. The initiative is expected to be completed by the end of 2016. The remaining reserve relating to the 2015 restructuring initiatives at March 31, 2015 is $2.5.
Updates to our 2013 restructuring initiatives are as follows:
The remaining reserve relating to the 2013 restructuring initiatives at March 31, 2015 is $1.6.
Updates to our 2012 restructuring initiatives are as follows:
During the first three months of 2015, we recorded a net adjustment of $0.1 to the 2012 restructuring initiatives. The remaining reserve relating to the 2012 restructuring initiatives at March 31, 2015 is $2.4.
Following are the changes in the restructuring reserve balance through the first three months of 2015:

Restructuring Initiatives:	2012	2013	2015	Total
Balance at December 31, 2013	$4.8	$1.8	$—	$6.6
2014 (credits) charges	(0.4)	1.4	—	1.0
Non-cash items [1]	—	(0.5)	—	(0.5)
Cash payments	(1.2)	(0.9)	—	(2.1)
Balance at December 31, 2014	$3.2	$1.8	$—	$5.0
First quarter charges	0.1	—	3.5	3.6
Non-cash items[1]	—	(0.1)	—	(0.1)
Cash payments	(0.9)	(0.1)	(1.0)	(2.0)
Balance at March 31, 2015	$2.4	$1.6	$2.5	$6.5

(1) Includes accelerated depreciation of plant assets at our California sites.

5. SHARE-BASED COMPENSATION

The fair value of each option or stock-settled share appreciation right ("SARS") award is estimated on the grant date using a binomial-lattice option valuation model. Stock-settled SARS are economically valued the same as stock options. The binomial-lattice model takes into account variables such as volatility, dividend yield, and risk-free interest rate. In addition, the binomial-lattice model considers the contractual term of the option, the probability that the option will be exercised prior to the end of its contractual life, and the probability of termination or retirement of the option holder in computing the value of the option.
The weighted average assumptions for the three months ended March 31, 2015 and 2014 are noted in the following table:

	Three Months Ended March 31,	
	2015	2014
Expected life (years)	6.2	6.3
Expected volatility	30.4%	34.6%
Expected dividend yield	1.03%	0.63%
Risk-free interest rate	2.31%	3.00%
Weighted-average fair value per option	$14.35	$16.40

The expected life of options granted is derived from the output of the option valuation model and represents the period of time that options granted are expected to be outstanding. Expected volatilities are based on the combination of implied market volatility and our historical volatility. The risk-free rate for periods within the contractual life of the option is based on the U.S. Treasury yield curve in effect at the time of grant. As share-based compensation recognized in the consolidated statements of income is based on awards ultimately expected to vest, we incorporate the probability of pre-vesting forfeiture in determining the number of expected vested options. The forfeiture rate is based on the historical forfeiture experience and prospective actuarial analysis.

-8-

Table of Contents

Stock Award and Incentive Plan
The 1993 Stock Award and Incentive Plan, as amended on September 17, 2014, (the "1993 Plan" or "Amended Plan") provides for grants of a variety of awards, such as stock options (including incentive stock options and nonqualified stock options), nonvested stock (including performance stock), SARS (including those settled with common shares) and deferred stock awards and dividend equivalents.
At March 31, 2015, there were approximately 7,500,000 shares reserved for issuance under the 1993 Plan, inclusive of approximately 3,700,000 shares reserved for issuance for all outstanding share-based compensation grants.
Stock options and stock-settled SARS
We have utilized the stock option component of the 1993 Plan to provide for the granting of nonqualified stock options and stock-settled SARS with an exercise price at 100% of the market price on the date of the grant. Options and stock-settled SARS are generally exercisable in installments of one-third per year commencing one year after the grant date and annually thereafter, with contract lives of generally 10 years from the grant date.
A summary of stock options and stock-settled SARS activity for the three months ended March 31, 2015 is presented below:

Options and Stock-Settled SARS Activity:	Number of Units	Weighted Average Exercise Price Per Unit	Weighted Average Remaining Contractual Life (Years)	Aggregate Intrinsic Value
Outstanding at January 1, 2015	2,996,794	$28.84		
Granted	556,902	44.54		
Exercised	(306,085)	25.70		
Forfeited	(4,858)	44.17		
Outstanding at March 31, 2015	3,242,753	$31.81	6.8	$72.1
Exercisable at March 31, 2015	2,126,216	$25.84	5.5	$60.0

During the three months ended March 31, 2015, we granted 556,902 stock options. The weighted-average grant-date fair value of the stock options granted during the three months ended March 31, 2015 and 2014 was $14.35 and $16.40 per share, respectively. Total pre-tax compensation cost related to stock option and stock-settled SARS was $2.1 and $2.0 during the three months ended March 31, 2015 and 2014, respectively. The total intrinsic value of stock options and stock-settled SARS exercised during the three months ended March 31, 2015 and 2014 was $7.5 and $19.8, respectively. Treasury shares and newly issued shares have been utilized for stock option and stock-settled SARS exercises.
As of March 31, 2015, there was $11.8 of total unrecognized compensation cost related to stock options and stock-settled SARS. That cost is expected to be recognized over a weighted-average period of 1.3 years as the majority of our awards vest over 3 years.
Total tax benefits realized from share-based awards was $3.7 and $6.8 for the three months ended March 31, 2015 and 2014, respectively. Cash received from stock options exercised was $6.2 and $8.1 for the three months ended March 31, 2015 and 2014, respectively.
Cash-settled SARS
Our 1993 Plan also provides for the granting of cash-settled SARS, which were granted during 2004 and 2005. Cash-settled SARS are liability-classified awards. Cash used to settle cash-settled SARS exercised during the three months ended March 31, 2015 and 2014 was $0.1 and $0.4, respectively. The total amount of pre-tax income recognized for cash-settled SARS was $0.1 during each of the three months ended March 31, 2015 and 2014. The liability related to our cash-settled SARS was $0.2 at December 31, 2014. There were no cash-settled SARS outstanding as of March 31, 2015.
Nonvested stock, nonvested stock units and performance stock
The 1993 Plan provides for the issuance of nonvested stock, nonvested stock units and performance stock. Nonvested stock and stock units are subject to certain restrictions on ownership and transferability that lapse upon vesting. Performance stock payouts are based on the attainment of certain financial performance objectives and may vary

depending on the degree to which the performance objectives are met. We did not grant any performance stock in 2015 and 2014, and there were no outstanding performance stock awards as of March 31, 2015.

Table of Contents

A summary of nonvested stock and nonvested stock units for the three months ended March 31, 2015 is presented below:

Nonvested Stock and Nonvested Stock Units:	Number of Units	Weighted Average Grant Date Fair Value Per Unit
Nonvested at January 1, 2015	307,882	$34.66
Granted	65,369	43.04
Vested	(97,126)	24.42
Forfeited	(518)	43.39
Nonvested at March 31, 2015	275,607	$40.24

During the three months ended March 31, 2015, we granted 65,369 nonvested stock units to employees, which generally vest on the third anniversary of the grant date. The weighted-average fair value of the nonvested stock units on the grant date was $43.04 per share. The total amount of share-based compensation expense recognized for nonvested stock and nonvested stock units was $0.9 during each of the three months ended March 31, 2015 and 2014. As of March 31, 2015, there was $5.1 of total unrecognized compensation cost related to nonvested stock and nonvested stock units. That cost is expected to be recognized over a weighted-average period of 1.8 years.
Compensation cost related to all share-based compensation arrangements capitalized in inventory was approximately $0.5 as of both March 31, 2015 and December 31, 2014.
At March 31, 2015 and December 31, 2014, our Additional paid-in capital pool (“APIC Pool”), which represents excess tax benefits available to absorb potential future tax deficiencies, was $91.8 and $89.6, respectively.

6. EARNINGS PER SHARE (EPS)

Basic earnings per common share excludes dilution and is computed by dividing net earnings available to common stockholders by the weighted-average number of common shares outstanding (which includes shares outstanding, less performance and nonvested shares for which vesting criteria have not been met) plus deferred stock awards, weighted for the period outstanding. Diluted earnings per common share is computed by dividing net earnings available to common stockholders by the sum of the weighted-average number of common shares outstanding for the period adjusted (i.e., increased) for all additional common shares that would have been outstanding if potentially dilutive common shares had been issued and any proceeds of the issuance had been used to repurchase common stock at the average market price during the period. Under this method, an increase in the fair market value of the Company’s stock can result in a greater dilutive effect from potentially dilutive common shares. The proceeds are assumed to be the sum of the amount to be paid to the Company upon exercise of options, the amount of compensation cost attributed to future services and not yet recognized, and the amount of income taxes that would be credited to or deducted from capital upon exercise.

Table of Contents

The following table sets forth the computation of basic and diluted earnings per common share for the three months ended March 31, 2015 and 2014 (in thousands, except net earnings in millions and per share amounts):

	Three Months Ended March 31, 2015	2014
Numerator:		
Earnings from continuing operations	$42.5	$55.9
Earnings from discontinued operations, net of tax	—	—
Net earnings	$42.5	$55.9
Denominator:		
Weighted average shares outstanding	71,784	71,891
Effect of dilutive shares:		
Options and stock-settled SARS	896	1,173
Nonvested shares and units	168	231
Diluted average shares outstanding	72,848	73,295
Basic earnings per common share:		
Earnings from continuing operations	$0.59	$0.78
Earnings from discontinued operations	—	—
Net earnings per common share	$0.59	$0.78
Diluted earnings per common share:		
Earnings from continuing operations	$0.58	$0.76
Earnings from discontinued operations	—	—
Net earnings per common share	$0.58	$0.76

The following table sets forth the anti-dilutive shares/units excluded from the above calculation because their inclusion would have had an anti-dilutive effect on earnings per share (in thousands):

	Three Months Ended March 31, 2015	2014
Options	643	255
Stock-settled SARS	—	—
Nonvested shares and units	—	—
Total	643	255

7. INVENTORIES

Inventories consisted of the following:

	March 31, 2015	December 31, 2014
Finished goods	$183.0	$204.1
Work in progress	13.3	10.8
Raw materials and supplies	87.9	92.7
Total inventories	$284.2	$307.6

Table of Contents

8. DEBT

Long-term debt, including the current portion, consisted of the following:

	March 31, 2015		December 31, 2014	
	Face	Carrying Value	Face	Carrying Value
Five-year revolving credit line due June 2019	$—	$—	$—	$—
8.95% notes due July 1, 2017	82.3	82.2	82.3	82.2
3.5% notes due April 1, 2023	400.0	397.8	400.0	397.7
3.95% notes due May 1, 2025	250.0	249.9	250.0	249.9