

RITCHIE BROS AUCTIONEERS INC

Form 6-K

October 30, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

Form 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13A-16 OR 15D-16 UNDER
THE SECURITIES EXCHANGE ACT OF 1934

For the quarter ended September 30, 2012

Commission File Number: 001-13425

Ritchie Bros. Auctioneers Incorporated

9500 Glenlyon Parkway

Burnaby, BC, Canada

V5J 0C6

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(778) 331 5500

(Address of principal executive offices)

indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F

Form 20-F Form 40-F

indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

indicate by check mark whether by furnishing information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934

Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

PART 1. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

The accompanying unaudited condensed consolidated interim financial statements do not include all information and footnotes required by International Financial Reporting Standards as issued by the IASB (IFRS), for a complete set of annual financial statements. However, in the opinion of management, all adjustments (which consist only of normal recurring adjustments) necessary for a fair presentation of the results of operations for the relevant periods have been made. Results for the interim periods are not necessarily indicative of the results to be expected for the year or any other period. These financial statements should be read in conjunction with the summary of accounting policies and the notes to the consolidated financial statements included in the Company's Annual Report on Form 40-F for the fiscal year ended December 31, 2011, a copy of which has been filed with the U.S. Securities and Exchange Commission. These policies have been applied on a consistent basis.

RITCHIE BROS. AUCTIONEERS INCORPORATED

Condensed Consolidated Income Statements

(Expressed in thousands of United States dollars, except share and per share amounts)

(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Auction revenues (note 4)	\$ 92,326	\$ 79,709	\$ 320,815	\$ 282,696
Direct expenses (note 5)	11,292	10,299	36,916	34,513
	81,034	69,410	283,899	248,183
Selling, general and administrative expenses (note 5)	66,116	60,591	196,991	183,259
Earnings from operations	14,918	8,819	86,908	64,924
Other income (expense):				
Foreign exchange (loss) gain	(517)	1,280	(691)	706
Gain (loss) on disposition of property, plant and equipment	4	119	(1,721)	3,762
Other	(1,653)	703	(407)	2,722
	(2,166)	2,102	(2,819)	7,190
Finance income (costs):				
Finance income	455	471	1,698	1,757
Finance costs	(1,984)	(1,389)	(5,082)	(4,301)
	(1,529)	(918)	(3,384)	(2,544)
Earnings before income taxes	11,223	10,003	80,705	69,570
Income tax expense (note 6):				
Current	1,281	812	21,194	13,248
Deferred	1,771	2,658	2,068	6,456
	3,052	3,470	23,262	19,704
Net earnings	\$ 8,171	\$ 6,533	\$ 57,443	\$ 49,866
Net earnings per share (note 7):				
Basic	\$ 0.08	\$ 0.06	\$ 0.54	\$ 0.47
Diluted	\$ 0.08	\$ 0.06	\$ 0.54	\$ 0.47
Weighted average number of shares outstanding:				
Basic	106,454,695	106,325,701	106,442,819	106,103,116
Diluted	106,831,366	106,899,423	106,906,797	106,998,500

See accompanying notes to condensed consolidated interim financial statements.

These condensed consolidated interim financial statements are authorized for issue by the Board of Directors on October 26, 2012.

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/s/ Beverley A Briscoe
Beverley A Briscoe
Director

/s/ Peter J Blake
Peter J Blake
Chief Executive Officer

RITCHIE BROS. AUCTIONEERS INCORPORATED

Condensed Consolidated Statements of Comprehensive Income

(Expressed in thousands of United States dollars)

(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Net earnings	\$ 8,171	\$ 6,533	\$ 57,443	\$ 49,866
Other comprehensive income (loss):				
Foreign currency translation adjustment	7,115	(22,550)	3,088	(5,710)
Total comprehensive income (loss)	\$ 15,286	\$ (16,017)	\$ 60,531	\$ 44,156

See accompanying notes to condensed consolidated interim financial statements.

RITCHIE BROS. AUCTIONEERS INCORPORATED

Condensed Consolidated Balance Sheets

(Expressed in thousands of United States dollars)

(Unaudited)

	September 30, 2012	December 31, 2011
Assets		
Current assets:		
Cash and cash equivalents	\$ 228,696	\$ 109,323
Trade and other receivables	223,802	60,980
Inventory (note 8)	30,492	49,212
Advances against auction contracts	7,402	11,784
Prepaid expenses and deposits	9,997	9,923
Assets held for sale (note 9)	2,074	
Current portion of loan receivable	116	111
Other current assets		81
Income taxes receivable	3,803	12,426
	506,382	253,840
Property, plant and equipment (note 10)	663,775	644,333
Investment property (note 11)	6,969	7,890
Loan receivable	4,827	4,915
Other non-current assets	8,880	8,857
Intangible assets (note 12)	19,642	
Goodwill (note 13)	84,368	45,957
Deferred tax assets	1,251	1,449
	\$ 1,296,094	\$ 967,241
Liabilities and Shareholders' Equity		
Current liabilities:		
Auction proceeds payable	\$ 265,186	\$ 69,004
Trade and other payables	108,477	100,868
Income taxes payable	2,808	8,077
Current borrowings (note 14)	46,077	12,595
	422,548	190,544
Non-current borrowings (note 14)	201,898	133,881
Other non-current liabilities	4,900	4,309
Deferred tax liabilities	20,560	20,601
	649,906	349,335
Shareholders' equity:		
Share capital (note 15)	117,693	115,961
Additional paid-in capital	25,785	22,777
Retained earnings	501,172	480,718
Foreign currency translation reserve	1,538	(1,550)
	646,188	617,906

\$ 1,296,094 \$ 967,241

Contingencies (note 18)

See accompanying notes to condensed consolidated interim financial statements.

RITCHIE BROS. AUCTIONEERS INCORPORATED

Condensed Consolidated Statements of Changes in Equity

(Expressed in thousands of United States dollars, except share amounts)

(Unaudited)

	Share Capital		Additional	Retained	Foreign	Total
	Number of	Amount	Paid-In	Earnings	Currency	Shareholders
	Shares		Capital		Translation	Equity
					Reserve	
Balance, December 31, 2010	105,648,035	\$ 103,978	\$ 21,101	\$ 450,268	\$ 4,520	\$ 579,867
Total comprehensive income						
Net earnings				49,866		49,866
Foreign currency translation adjustment					(5,710)	(5,710)
				49,866	(5,710)	44,156
Exercise of stock options	690,704	11,715	(2,228)			9,487
Share-based compensation tax adjustment			(1,106)			(1,106)
Share-based compensation expense (note 16(b))						