

SPINDLETOP OIL & GAS CO
Form 10-Q/A
August 19, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 10-Q/A

Amendment No. 1

**[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

FOR THE QUARTERLY PERIOD ENDED June 30, 2013

or

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

Commission File No. 000-18774

SPINDLETOP OIL & GAS CO.

(Exact name of registrant as specified in its charter)

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Texas

75-2063001

(State or other jurisdiction

(I.R.S. Employer
Identification No.)

of incorporation or organization)

12850 Spurling Rd., Suite 200, Dallas, Texas

75230

(Address of principal executive offices)

(Zip Code)

(972-644-2581)

(Registrant's telephone number, including area code)

Indicate by check mark if the registrant is a well-known seasoned issuer as defined in Rule 405 of the Securities Act.
Yes [] No [X]

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes [] No [X]

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 Company was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes [X] 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 (§ 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 [X] 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 []

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY

PROCEEDINGS DURING THE PRECEDING FIVE YEARS:

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes [] No []

APPLICABLE ONLY TO CORPORATE ISSUERS:

Indicate the number of shares outstanding of each of the issuer's classes of common, as of the latest practicable date.

Common Stock, \$0.01 par value 6,936,269

(Class) (Outstanding at Aug 14, 2013)

EXPLANATORY NOTE

The sole purpose of this Amendment No. 1 to our Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2013, originally filed with the Securities and Exchange Commission on August 14, 2013, is to furnish Exhibit 101 to the Form 10-Q, which contains XBRL (eXtensible Business Reporting Language) Interactive Data File for the financial statements and notes included in Part I, Item 1 of the Form 10-Q.

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No other changes have been made to the body of the Form 10-Q. This Amendment No. 1 speaks as of the original filing date of the Form 10-Q, does not reflect events that may have occurred subsequent to the original filing date and does not modify or update in any way disclosures made in the original Form 10-Q but the Amendment No. 1 and Certifications bear a current date.

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SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES

FORM 10-Q

For the quarter ended June 30, 2013

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Part I - Financial Information**Item 1. - Financial Statements****SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES****CONSOLIDATED BALANCE SHEETS**

	June 30, 2013 (Unaudited)	December 31, 2012
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 8,961,000	\$ 7,151,000
Accounts receivable, trade	2,424,000	2,155,000
Other short-term investments	400,000	400,000
Total Current Assets	11,785,000	9,706,000
Property and Equipment - at cost		
Oil and gas properties (full cost method)	23,446,000	22,822,000
Rental equipment	399,000	399,000
Gas gathering system	145,000	145,000
Other property and equipment	251,000	251,000
	24,241,000	23,617,000
Accumulated depreciation and amortization	(12,309,000)	(11,491,000)
Total Property and Equipment	11,932,000	12,126,000
Real Estate Property - at cost		
Land	688,000	688,000
Commercial office building	1,580,000	1,580,000
Accumulated depreciation	(679,000)	(653,000)
Total Real Estate Property	1,589,000	1,615,000
Other Assets		
Other long-term investments	1,200,000	1,200,000
Other	6,000	6,000
Total Other Assets	1,206,000	1,206,000
Total Assets	\$ 26,512,000	\$ 24,653,000

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The accompanying notes are an integral part of these statements.

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SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES**CONSOLIDATED BALANCE SHEETS - (Continued)**

	June 30, 2013 (Unaudited)	December 31, 2012
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities		
Notes payable, current portion	\$ 120,000	\$ 120,000
Accounts payable and accrued liabilities	3,616,000	3,451,000
Income tax payable	127,000	99,000
Tax savings benefit	97,000	97,000
Total Current Liabilities	3,960,000	3,767,000
Noncurrent Liabilities		
Notes payable, long-term portion	540,000	600,000
Asset Retirement obligation	951,000	949,000
Total Noncurrent Liabilities	1,491,000	1,549,000
Deferred Income Tax Payable	1,993,000	1,838,000
Total Liabilities	7,444,000	7,154,000
Shareholders' Equity		
Common Stock, \$.01 par value, 100,000,000 shares authorized; 7,677,471 shares issued and 6,936,269 shares outstanding at June 30, 2013; 7,677,471 shares issued and 6,936,269 shares outstanding at December 31, 2012.	77,000	77,000
Additional paid-in capital	943,000	943,000
Treasury Stock, at cost	(1,536,000)	(1,536,000)
Retained earnings	19,584,000	18,015,000
Total Shareholder's Equity	19,068,000	17,499,000
Total Liabilities and Shareholders' Equity	\$ 26,512,000	\$ 24,653,000

The accompanying notes are an integral part of these statements.

SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES**CONSOLIDATED STATEMENTS OF OPERATIONS**

(Unaudited)

	Six Months Ended June 30,		Three Months Ended June 30,	
	2013	2012	2013	2012
Revenues				
Oil and gas revenues	\$ 5,673,000	\$ 3,973,000	\$ 3,528,000	\$ 2,215,000
Revenue from lease operations	187,000	186,000	96,000	105,000
Gas gathering, compression, equipment rental	63,000	73,000	35,000	41,000
Real estate rental income	123,000	130,000	64,000	62,000
Interest Income	42,000	38,000	24,000	20,000
Other	43,000	896,000	16,000	497,000
Total Revenues	6,131,000	5,296,000	3,763,000	2,940,000
Expenses				
Lease operations	1,054,000	1,026,000	609,000	647,000
Production taxes, gathering and marketing	504,000	365,000	337,000	200,000
Pipeline and rental operations	21,000	12,000	13,000	6,000
Real estate operations	87,000	72,000	39,000	34,000
Depreciation and amortization	844,000	671,000	457,000	380,000
ARO accretion expense	20,000	17,000	10,000	9,000
General and administrative	1,536,000	1,594,000	768,000	772,000
Interest expense	13,000	15,000	7,000	7,000
Total Expenses	4,079,000	3,772,000	2,240,000	2,055,000
Income before income tax	2,052,000	1,524,000	1,523,000	885,000
Current income tax provision	328,000	144,000	246,000	66,000
Deferred income tax provision (benefit)	155,000	(380,000)	209,000	(199,000)
Total income tax provision (benefit)	483,000	(236,000)	455,000	(133,000)
Net Income	\$ 1,569,000	\$ 1,760,000	\$ 1,068,000	\$ 1,018,000
Earnings per Share of Common Stock				
Basic and Diluted	\$ 0.22	\$ 0.23	\$ 0.15	\$ 0.13
Weighted Average Shares Outstanding				
Basic and Diluted	6,936,269	7,660,803	6,936,269	7,660,803

The accompanying notes are an integral part of these statements.

SPINDLETOP OIL & GAS CO AND SUBSIDIARIES**CONSOLIDATED STATEMENTS OF CASH FLOWS**

(Unaudited)

	Six Months Ended June 30,	
	2013	2012
Cash Flows from Operating Activities		
Net Income	\$ 1,569,000	\$ 1,760,000
Reconciliation of net income to net cash provided by operating activities		
Depreciation and amortization	844,000	671,000
Accretion of asset retirement obligation	20,000	17,000
Changes in accounts receivable	(269,000)	(16,000)
Changes in prepaid income tax	-	293,000
Changes in accounts payable	165,000	(138,000)
Changes in current tax payable	28,000	-
Changes in asset retirement obligation	2,000	28,000
Changes in deferred tax payable	155,000	(380,000)
Net cash provided by operating activities	2,514,000	2,235,000
Cash Flows from Investing Activities		
Capitalized acquisition, exploration and development costs	(644,000)	(858,000)
Purchase of other property and equipment	-	(6,000)
Net cash (used for) investing activities	(644,000)	(864,000)
Cash Flows from Financing Activities		
Repayment of note payable to bank	(60,000)	(60,000)
Net cash (used for) financing activities	(60,000)	(60,000)
Increase in cash	1,810,000	1,311,000
Cash at beginning of period	7,151,000	6,695,000
Cash at end of period	\$ 8,961,000	\$ 8,006,000
Interest paid in cash	\$ 6,000	\$ 15,000
Income taxes paid in cash	\$ 200,000	\$ -

The accompanying notes are an integral part of these statements.

SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited)

1. BASIS OF PRESENTATION AND ORGANIZATION

The accompanying financial statements are presented in accordance with the requirements of Form 10-Q and consequently do not include all of the disclosures normally required by generally accepted accounting principles or those normally made in the Company's annual Form 10-K filing. Accordingly, the reader of this Form 10-Q may wish to refer to the Company's Form 10-K for the year ended December 31, 2012 for further information.

The consolidated financial statements presented herein include the accounts of Spindletop Oil & Gas Co., a Texas corporation ("the Company") and its wholly owned subsidiaries, Prairie Pipeline Co., a Texas corporation and Spindletop Drilling Company, a Texas corporation. All significant inter-company transactions and accounts have been eliminated.

In the opinion of management, the accompanying unaudited interim financial statements contain all material adjustments, consisting only of normal recurring adjustments necessary to present fairly the financial condition, the results of operations and changes in cash flows of the Company and its consolidated subsidiaries for the interim periods presented. Although the Company believes that the disclosures are adequate to make the information presented not misleading, certain information and footnote disclosures, including a description of significant accounting policies normally included in financial statements prepared in accordance with generally accepted accounting principles generally accepted in the United States of America, have been condensed or omitted pursuant to such rules and regulations.

Subsequent Events

The Company has evaluated subsequent events through the issuance date of this report of August 19, 2013.

Item 2. - Management's Discussion and Analysis of Financial Condition and

Results of Operations

WARNING CONCERNING FORWARD LOOKING STATEMENTS

The following discussion should be read in conjunction with the financial statements and notes thereto appearing elsewhere in this report.

This Report on Form 10-Q may contain forward-looking statements within the meaning of the federal securities laws, principally, but not only, under the caption "Management's Discussion and Analysis of Financial Condition and Results of Operations." We caution investors that any forward-looking statements in this report, or which management may make orally or in writing from time to time, are based on management's beliefs and on assumptions made by, and information currently available to, management. When used, the words "anticipate," "believe," "expect," "intend," "may," "might," "plan," "estimate," "project," "should," "will," "result" and similar expressions which do not relate solely to historical matters intended to identify forward-looking statements. These statements are subject to risks, uncertainties, and assumptions and are not guarantees of future performance, which may be affected by known and unknown risks, trends, uncertainties, and factors, that are beyond our control. Should one or more of these risks or uncertainties materialize, or should underlying

assumptions prove incorrect, actual results may vary materially from those anticipated, estimated, or projected. We caution you that while forward-looking statements reflect our good faith beliefs when we make them, they are not guarantees of future performance and are impacted by actual events when they occur after we make such statements. We expressly disclaim any responsibility to update our forward-looking statements, whether as a result of new information, future events or otherwise. Accordingly, investors should use caution in relying on past forward-looking statements, which are based on results and trends at the time they are made, to anticipate future results or trends.

Some of the risks and uncertainties that may cause our actual results, performance or achievements to differ materially from those expressed or implied by forward-looking statements include, among others, the factors listed and described at Item 1A “Risk Factors” in the Company’s Annual Report on Form 10-K, which investors should review. There have been no changes from the risk factors previously described in the Company’s Form 10-K for the fiscal year ended December 31, 2012 (the “Form 10-K”).