MCCORMICK & CO INC
Form 10-Q
June 28, 2013

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 Quarterly Period May 31, 2013
Commission File Number 001-14920

McCORMICK & COMPANY, INCORPORATED
(Exact name of registrant as specified in its charter)

MARYLAND	52-0408290
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
18 Loveton Circle, P. O. Box 6000, Sparks, MD	21152-6000
(Address of principal executive offices)	(Zip Code)
Registrant's telephone number, including area code	(410) 771-7301

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 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 Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (Section 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 smaller reporting company. See definition of "accelerated filer," "large accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer ý	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 ý
Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

	Shares Outstanding May 31, 2013
Common Stock	12,299,298
Common Stock Non-Voting	119,686,666

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PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

McCORMICK & COMPANY, INCORPORATED
CONDENSED CONSOLIDATED INCOME STATEMENT (UNAUDITED)
(in millions except per share amounts)

	Three months ended May 31,		Six months ended May 31,	
	2013	2012	2013	2012
Net sales	$1,002.6	$984.0	$1,936.9	$1,890.7
Cost of goods sold	608.2	595.6	1,180.8	1,147.0
Gross profit	394.4	388.4	756.1	743.7
Selling, general and administrative expense	278.4	267.1	528.1	509.8
Operating income	116.0	121.3	228.0	233.9
Interest expense	13.5	13.9	27.4	27.4
Other income (expense), net	0.8	(0.1)	1.4	0.7
Income from consolidated operations before income taxes	103.3	107.3	202.0	207.2
Income taxes	30.6	30.8	58.8	60.8
Net income from consolidated operations	72.7	76.5	143.2	146.4
Income from unconsolidated operations	5.9	3.9	11.4	8.5
Net income	$78.6	$80.4	$154.6	$154.9
Earnings per share – basic	$0.60	$0.61	$1.17	$1.17
Average shares outstanding – basic	132.1	132.6	132.3	132.8
Earnings per share – diluted	$0.59	$0.60	$1.16	$1.15
Average shares outstanding – diluted	133.6	134.1	133.8	134.3
Cash dividends paid per share	$0.34	$0.31	$0.68	$0.62

See notes to condensed consolidated financial statements (unaudited).

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McCORMICK & COMPANY, INCORPORATED
CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)
(in millions)

	Three months ended May 31,		Six months ended May 31,	
	2013	2012	2013	2012
Net income	$78.6	$80.4	$154.6	$154.9
Net income attributable to non-controlling interest	0.4	0.5	0.9	1.3
Other comprehensive income (loss), net of tax:				
Unrealized components of pension plans	9.2	7.3	22.1	10.3
Currency translation adjustments	(29.6)	(98.3)	(45.8)	(75.5)
Change in derivative financial instruments	3.5	1.3	7.7	0.2
Less: Deferred taxes	(4.3)	(2.0)	(8.3)	(3.3)
Comprehensive income (loss)	$57.8	$(10.8)	$131.2	$87.9

See notes to condensed consolidated financial statements (unaudited).

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McCORMICK & COMPANY, INCORPORATED
CONDENSED CONSOLIDATED BALANCE SHEET
(in millions)

	May 31, 2013 (unaudited)	May 31, 2012 (unaudited)	Nov 30, 2012
ASSETS			
Current Assets			
Cash and cash equivalents	$72.1	$61.4	$79.0
Trade accounts receivables, net	399.9	378.0	465.9
Inventories			
Finished products	293.2	279.2	289.0
Raw materials and work-in-process	318.2	331.8	326.0
	611.4	611.0	615.0
Prepaid expenses and other current assets	134.1	116.8	125.5
Total current assets	1,217.5	1,167.2	1,285.4
Property, plant and equipment	1,364.0	1,281.3	1,333.1
Less: accumulated depreciation	(809.7)	(773.8)	(785.8)
Property, plant and equipment, net	554.3	507.5	547.3
Goodwill	1,754.2	1,651.8	1,695.3
Intangible assets, net	353.3	341.1	323.5
Investments and other assets	329.5	298.1	313.9
Total assets	$4,208.8	$3,965.7	$4,165.4
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current Liabilities			
Short-term borrowings	$299.1	$242.2	$140.3
Current portion of long-term debt	252.8	2.2	252.3
Trade accounts payable	322.1	321.9	375.8
Other accrued liabilities	352.2	334.0	419.2
Total current liabilities	1,226.2	900.3	1,187.6
Long-term debt	774.4	1,027.7	779.2
Other long-term liabilities	474.5	398.8	498.4
Total liabilities	2,475.1	2,326.8	2,465.2
Shareholders' Equity			
Common stock	346.9	313.9	332.6
Common stock non-voting	600.8	548.8	575.6
Retained earnings	953.2	885.9	934.6
Accumulated other comprehensive loss	(184.2)	(127.3)	(159.9)
Non-controlling interests	17.0	17.6	17.3
Total shareholders' equity	1,733.7	1,638.9	1,700.2
Total liabilities and shareholders' equity	$4,208.8	$3,965.7	$4,165.4

See notes to condensed consolidated financial statements (unaudited).

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McCORMICK & COMPANY, INCORPORATED
CONDENSED CONSOLIDATED CASH FLOW STATEMENT (UNAUDITED)
(in millions)

	Six months ended May 31, 2013	2012
Cash flows from operating activities		
Net income	$154.6	$154.9
Adjustments to reconcile net income to net cash flow provided by operating activities:		
Depreciation and amortization	51.7	50.6
Stock-based compensation	12.5	8.7
Income from unconsolidated operations	(11.4)	(8.5)
Changes in operating assets and liabilities	(77.3)	(72.6)
Dividends from unconsolidated affiliates	2.6	11.3
Net cash flow provided by operating activities	132.7	144.4
Cash flows from investing activities		
Acquisition of business	(116.7)	—
Capital expenditures	(34.6)	(35.2)
Proceeds from sale of property, plant and equipment	1.9	0.3
Net cash flow used in investing activities	(149.4)	(34.9)
Cash flows from financing activities		
Short-term borrowings, net	158.9	25.3
Long-term debt repayments	(0.9)	(4.2)
Proceeds from exercised stock options	29.8	29.6
Common stock acquired by purchase	(92.1)	(68.6)
Dividends paid	(90.1)	(82.4)
Net cash flow provided by (used in) financing activities	5.6	(100.3)
Effect of exchange rate changes on cash and cash equivalents	4.2	(1.7)
(Decrease) increase in cash and cash equivalents	(6.9)	7.5
Cash and cash equivalents at beginning of period	79.0	53.9
Cash and cash equivalents at end of period	$72.1	$61.4

See notes to condensed consolidated financial statements (unaudited).

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1. ACCOUNTING POLICIES

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with the instructions to Form 10-Q and do not include all the information and notes required by United States generally accepted accounting principles ("U.S. GAAP") for complete financial statements. In our opinion, the accompanying condensed consolidated financial statements contain all adjustments, which are of a normal and recurring nature, necessary to present fairly the financial position and the results of operations for the interim periods presented.

The results of consolidated operations for the three and six month periods ended May 31, 2013 are not necessarily indicative of the results to be expected for the full year. Historically, our net sales, net income and cash flow from operations are lower in the first half of the fiscal year and increase in the second half. The typical increase in net sales, net income and cash flow from operations in the second half of the year is largely due to the consumer business cycle in the U.S., where customers typically purchase more products in the fourth quarter due to the Thanksgiving and Christmas holiday seasons.

For further information, refer to the consolidated financial statements and notes included in our Annual Report on Form 10-K for the year ended November 30, 2012.

Accounting and Disclosure Changes

In February 2013, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update No. 2013-02 Comprehensive Income (Topic 220): Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income . This guidance is intended to provide disclosure on items reclassified out of accumulated other comprehensive income either in the notes or parenthetically on the face of the income statement. Early adoption is permitted, however we have not currently elected to early adopt this standard. We do not expect any material impact on our financial statements from adoption.

In June 2011, the FASB issued Accounting Standards Update No. 2011-05 Comprehensive Income (Topic 220): Presentation of Comprehensive Income. This guidance is intended to increase the prominence of other comprehensive income in financial statements by presenting it in either a single statement or two-statement approach. We adopted this new accounting pronouncement with our first quarter of 2013 and included a Consolidated Statement of Comprehensive Income in this filing.

2. ACQUISITIONS

On May 31, 2013, we purchased the assets of Wuhan Asia-Pacific Condiments Co. Ltd. (WAPC), a privately held company based in China, for approximately $146.7 million, subject to certain closing adjustments and financed with a combination of cash and debt. Of the total purchase price, $116.7 million was paid by the end of the second quarter 2013, and the remaining balance of $30.0 million is included in other accrued liabilities in the balance sheet and is payable upon attaining certain post-closing conditions. WAPC manufactures and markets DaQiao and ChuShiLe brand bouillon products, which have a leading position in the central region of China and will be included in our consumer business segment. At the time of acquisition, annual sales of WAPC were approximately $122 million. As of May 31, 2013, a preliminary valuation of the assets of WAPC resulted in $31.1 million allocated to tangible net assets, $37.7 million allocated to other intangible assets and $77.9 million allocated to goodwill.

During the quarter ended May 31, 2013, we recorded $3.7 million in transaction-related expenses associated with the WAPC acquisition. Proforma financial information for this acquisition has not been presented because the financial impact is not material.

3. FINANCIAL INSTRUMENTS

We use derivative financial instruments to enhance our ability to manage risk, including foreign currency and interest rate exposures, which exist as part of our ongoing business operations. We do not enter into contracts for trading purposes, nor are we a party to any leveraged derivative instruments. The use of derivative financial instruments is monitored through regular communication with senior management and the use of written guidelines.
In November 2012 and April 2013, we entered into a total of $100 million of forward starting interest rate swap agreements to manage our interest rate risk associated with the anticipated issuance of at least $100 million of fixed rates notes by August

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2013. We intend to cash settle these agreements upon issuance of the fixed rate notes thereby effectively locking in the fixed interest rate in effect at the time the swap agreements were initiated. The weighted average fixed rate of these agreements is 1.94%. We have designated these forward starting interest rate swap agreements, which expire on August 28, 2013, as cash flow hedges. The gain or loss on these agreements is deferred in other comprehensive income and will be amortized over the life of the fixed rate notes as a component of interest expense. Hedge ineffectiveness of these agreements was not material.

As of May 31, 2013, the maximum time frame for our foreign exchange forward contracts is 7 months. For all derivatives, the net amount of accumulated other comprehensive income expected to be reclassified in the next 12 months is $0.1 million as an increase to earnings.

All derivatives are recognized at fair value in the balance sheet and recorded in either current or noncurrent other assets or other accrued liabilities or other long-term liabilities depending upon nature and maturity.

The following table discloses the fair values of derivative instruments on our balance sheet (in millions):

As of May 31, 2013	Asset Derivatives			Liability Derivatives		
	Balance Sheet Location	Notional Amount	Fair Value	Balance Sheet Location	Notional Amount	Fair Value
Interest rate contracts	Other current assets	$200.0	$18.4			
Foreign exchange contracts	Other current assets	115.1	1.9	Other accrued liabilities	$64.5	$0.6
Total			$20.3			$0.6

As of May 31, 2012	Asset Derivatives			Liability Derivatives		
	Balance Sheet Location	Notional Amount	Fair Value	Balance Sheet Location	Notional Amount	Fair Value
Interest rate contracts	Other current assets	$100.0	$17.9			
Foreign exchange contracts	Other current assets	30.3	1.7	Other accrued liabilities	$142.4	$2.7
Total			$19.6			$2.7

As of November 30, 2012	Asset Derivatives			Liability Derivatives		
	Balance Sheet Location	Notional Amount	Fair Value	Balance Sheet Location	Notional Amount	Fair Value
Interest rate contracts	Other current assets	$100.0	$16.7	Other accrued liabilities	$50.0	$0.1
Foreign exchange contracts	Other current assets	123.1	0.9	Other accrued liabilities	65.7	1.9
Total			$17.6			$2.0

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The following tables disclose the impact of derivative instruments on our other comprehensive income (OCI), accumulated other comprehensive income (AOCI) and our income statement for the three and six month periods ending May 31, 2013 and 2012 (in millions):

Fair Value Hedges

Derivative	Income statement location	Expense			
		For the 3 months ended May 31, 2013	For the 3 months ended May 31, 2012	For the 6 months ended May 31, 2013	For the 6 months ended May 31, 2012
Interest rate contracts	Interest expense	$1.3	$1.2	$2.5	$2.4

Cash Flow Hedges –
For the 3 months ended May 31,

Derivative	Gain or (Loss) recognized in OCI		Income statement location	Gain or (Loss) reclassified from AOCI	
	2013	2012		2013	2012
Interest rate contracts	$3.3	$—	Interest expense	$(0.4)	$(0.4)
Foreign exchange contracts	0.6	0.5	Cost of goods sold	(0.2)	0.2
Total	$3.9	$0.5		$(0.6)	$(0.2)

Cash Flow Hedges –
For the 6 months ended May 31,

Derivative	Gain or (Loss) recognized in OCI		Income statement location	Gain or (Loss) reclassified from AOCI	
	2013	2012		2013	2012
Interest rate contracts	4.5	$—	Interest expense	$(0.7)	$(0.7)
Foreign exchange contracts	2.1	(0.4)	Cost of goods sold	(0.7)	0.6
Total	$6.6	$(0.4)		$(1.4)	$(0.1)

The amount of gain or loss recognized in income on the ineffective portion of derivative instruments is not material. The amounts noted in the tables above for OCI do not include any adjustments for the impact of deferred income taxes.

4. FAIR VALUE MEASUREMENTS

Fair value can be measured using valuation techniques, such as the market approach (comparable market prices), the income approach (present value of future income or cash flow), and the cost approach (cost to replace the service capacity of an asset or replacement cost). Accounting standards utilize a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The following is a brief description of those three levels:

- Level 1: Observable inputs such as quoted prices (unadjusted) in active markets for identical assets or liabilities.
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- Level 2: Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in markets that are not active.
- Level 3: Unobservable inputs that reflect the reporting entity's own assumptions.

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Our population of financial assets and liabilities subject to fair value measurements on a recurring basis are as follows (in millions):

		Fair value measurements using fair value hierarchy As of May 31, 2013		
	Fair Value	Level 1	Level 2	Level 3
Assets				
Cash and cash equivalents	$72.1	$72.1	$—	$—
Insurance contracts	80.5	—	80.5	—
Bonds & other long-term investments	13.4	13.4	—	—
Interest rate derivatives	18.4	—	18.4	—
Foreign currency derivatives	1.9	—	1.9	—
Total	$186.3	$85.5	$100.8	$—
Liabilities				
Foreign currency derivatives	$0.6	$—	$0.6	$—

		Fair value measurements using fair value hierarchy As of May 31, 2012		
	Fair Value	Level 1	Level 2	Level 3
Assets				
Cash and cash equivalents	$61.4	$61.4	$—	$—
Insurance contracts	63.3	—	63.3	—
Bonds & other long-term investments	12.3	12.3	—	—
Interest rate derivatives	17.9	—	17.9	—
Foreign currency derivatives	1.7	—	1.7	—
Total	$156.6	$73.7	$82.9	$—
Liabilities				
Foreign currency derivatives	$2.7	$—	$2.7	—

		Fair value measurements using fair value hierarchy As of November 30, 2012		
	Fair Value	Level 1	Level 2	Level 3
Assets				
Cash and cash equivalents	$79.0	$79.0	$—	$—
Insurance contracts	72.5	—	72.5	—
Bonds & other long-term investments	13.6	13.6	—	—
Interest rate derivatives	16.7	—	16.7	—
Foreign currency derivatives	0.9	—	0.9	—
Total	$182.7	$92.6	$90.1	$—
Liabilities				
Foreign currency derivatives	$1.9	$—	$1.9	$—
Interest rate derivatives	0.1	—	0.1	—
Total	$2.0	$—	$2.0	$—

The fair values of insurance contracts are based upon the underlying values of the securities in which they are invested and are from quoted market prices from various stock and bond exchanges for similar type assets. The fair values of bonds and other long-term investments are based on quoted market prices from various stock and bond exchanges. The fair values for interest rate and foreign currency derivatives are based on values for similar instruments using models with market based inputs.

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5. EMPLOYEE BENEFIT AND RETIREMENT PLANS

The following table presents the components of our pension expense of the defined benefit plans for the three months ended May 31, (in millions):

	United States		International	
	2013	2012	2013	2012
Defined benefit plans				
Service cost	$5.8	$4.4	$2.2	$1.7
Interest costs	7.8	8.0	3.1	3.3
Expected return on plan assets	(10.4)	(9.5)	(4.2)	(4.1)
Amortization of prior service costs	—	—	0.1	0.1
Recognized net actuarial loss	7.4	4.5	1.4	0.9
Total pension expense	$10.6	$7.4	$2.6	$1.9

The following table presents the components of our pension expense of the defined benefit plans for the six months ended May 31, (in millions):

	United States		International	
	2013	2012	2013	2012
Defined benefit plans				
Service cost	$11.6	$8.7	$4.4	$3.4
Interest costs	15.6	15.9	6.3	6.4
Expected return on plan assets	(20.7)	(18.9)	(8.5)	(8.1)
Amortization of prior service costs	—	—	0.2	0.2
Recognized net actuarial loss	14.8	9.1	2.8	1.8
Total pension expense	$21.3	$14.8	$5.2	$3.7

During the six months ended May 31, 2013 and 2012, we made $37.7 million and $54.7 million, respectively, in total contributions to our pension plans. Total contributions to our pension plans in fiscal year 2012 were $104.3 million.

The following table presents the components of our other postretirement benefits expense (in millions):

	Three months ended May 31,		Six months ended May 31,	
	2013	2012	2013	2012
Other postretirement benefits				
Service cost	$1.2	$1.1	$2.5	$2.2
Interest costs	1.0	1.2	2.0	2.4
Amortization of prior service costs	(0.3)	(1.0)	(0.6)	(2.0)
Amortization of losses	0.3	0.1	0.7	0.1
Total other postretirement expense	$2.2	$1.4	$4.6	$2.7

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6. STOCK-BASED COMPENSATION

We have three types of stock-based compensation awards: restricted stock units (RSUs), stock options and company stock awarded as part of our mid-term incentive program (MTIP). The following table sets forth the stock-based compensation recorded in selling, general and administrative (SG&A) expense (in millions):

	Three months ended May 31,		Six months ended May 31,	
	2013	2012	2013	2012
Stock-based compensation expense	$9.7	$6.1	$12.5	$8.7

Our 2013 annual grant of stock options and RSUs occurred in the second quarter, similar to the 2012 annual grant. The weighted-average grant-date fair value of an option granted in 2013 was $9.47 and in 2012 was $7.17 as calculated under a lattice pricing model. The fair values of option grants in the stated periods were computed using the following range of assumptions for our various stock compensation plans:

	2013	2012
Risk-free interest rates	0.1 - 1.8%	0.1 - 2.2%
Dividend yield	1.9%	2.3%
Expected volatility	14.5 - 20.6%	16.5 - 21.6%
Expected lives	6.2	6.1

The following is a summary of all stock option activity for the six months ended May 31, 2013 and 2012:

	2013		2012	
(shares in millions)	Number of Shares	Weighted-Average Exercise Price	Number of Shares	Weighted-Average Exercise Price
Outstanding at beginning of period	5.1	$40.06	6.6	$34.98
Granted	0.9	71.60	0.8	54.24
Exercised	(0.9)	32.70	(1.0)	28.46
Outstanding at end of the period	5.1	47.13	6.4	38.71
Exercisable at end of the period	2.9	$38.59	4.1	$34.56

As of May 31, 2013 the intrinsic value (the difference between the exercise price and the market price) for all options outstanding was $112.6 million and for exercisable options was $87.5 million. The total intrinsic value of all options exercised during the six months ended May 31, 2013 and 2012 was $32.7 million and $32.0 million, respectively.

The following is a summary of all of our RSU activity for the six months ended May 31, 2013 and 2012:

	2013		2012	
(shares in thousands)	Number of Shares	Weighted-Average Grant-Date Fair Value	Number of Shares	Weighted-Average Grant-Date Fair Value
Outstanding at beginning of period	192	$49.65	233	$43.23
Granted	89	71.60	112	54.24
Vested	(113)	51.05	(146)	42.78
Forfeited	(2)	55.16	(5)	46.09
Outstanding at end of period	166	$60.65	194	$49.86

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The following is a summary of the MTIP award activity for the six months ended May 31, 2013 and 2012:

(shares in thousands)	2013 Number of Shares	2013 Weighted-Average Grant-Date Fair Value	2012 Number of Shares	2012 Weighted-Average Grant-Date Fair Value
Outstanding at beginning of period	240	$46.63	120	$44.47
Granted	94	64.74	120	48.78
Outstanding at end of period	334	$51.73	240	$46.63

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7. INCOME TAXES

Other than additions for current year tax positions, there were no significant changes to unrecognized tax benefits during the six months ended May 31, 2013.

Income taxes for the six months ended May 31, 2013 include $1.2 million of discrete tax benefits due to the recognition of a 2012 U.S. research tax credit, which was recorded in the first quarter. A new law was enacted in 2013 that retroactively granted the credit for 2012. There were no discrete tax effects in the quarter ended May 31, 2013.

Income taxes for the three and six months ended May 31, 2012 include a $1.5 million discrete tax benefit. The benefit was due to the reversal of a portion of a valuation allowance originally established against a subsidiary's net operating losses. This subsidiary established a pattern of profitability which resulted in us concluding during the second quarter of 2012 that a portion of the valuation allowance should be reversed.

8. EARNINGS PER SHARE AND STOCK ISSUANCE

The following table sets forth the reconciliation of average shares outstanding (in millions):

	Three months ended May 31,		Six months ended May 31,	
	2013	2012	2013	2012
Average shares outstanding – basic	132.1	132.6	132.3	132.8
Effect of dilutive securities:				
Stock options/RSUs/MTIP	1.5	1.5	1.5	1.5
Average shares outstanding – diluted	133.6	134.1	133.8	134.3

The following table sets forth the stock options and RSUs for the three and six months ended May 31, 2013 and 2012 which were not considered in our earnings per share calculation since they were anti-dilutive.

	Three months ended May 31,		Six months ended May 31,	
	2013	2012	2013	2012
Anti-dilutive securities	0.3	0.7	0.3	0.6

The following table sets forth the common stock activity for the three and six months ended May 31, 2013 and 2012 under the Company’s stock option and employee stock purchase plans and the repurchases of common stock under its stock repurchase program (in millions):

	Three months ended May 31,		Six months ended May 31,	
	2013	2012	2013	2012
Shares issued under stock option, employee stock purchase plans and RSUs	0.5	0.5	0.9	1.0
Shares repurchased in connection with the stock repurchase program	0.4	0.5	1.4	1.3

As of May 31, 2013, $45 million remained of the $400 million share repurchase authorization that was authorized by the Board of Directors in June 2010. In April 2013, the Board of Directors authorized a new share repurchase program to purchase up to another $400 million of the company's outstanding shares.

9. ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The following table sets forth the components of accumulated other comprehensive income (loss), net of tax where applicable (in millions):

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