

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): August 1, 2023

LeMaitre Vascular, Inc.
(Exact name of registrant as specified in its charter)

Commission File Number: 001-33092

Delaware
(State or other jurisdiction of
incorporation)

04-2825458
(IRS Employer
Identification No.)

63 Second Avenue
Burlington, MA 01803
(Address of principal executive offices, including zip code)

781-221-2266
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

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))

Securities registered pursuant to Section 12(b) of the Exchange Act:

Title of each class	Trading symbol	Name of exchange on which registered
Common stock, \$0.01 par value per share	LMAT	The Nasdaq Global Market

Indicate by checkmark whether the company 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 2.02. Results of Operations and Financial Condition.

On August 1, 2023, LeMaitre Vascular, Inc. (the “Company”) issued a press release regarding its preliminary financial and operational results for the quarter ended June 30, 2023. A copy of the press release is furnished as Exhibit 99.1 to this Report.

The information in this Item 2.02, including Exhibit 99.1 attached hereto, is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

Disclaimer on Forward-Looking Statements

This current report on Form 8-K contains forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Statements regarding the Company’s business that are not historical facts may be “forward-looking statements” that involve risks and uncertainties. Forward-looking statements are based on management’s current, preliminary expectations and are subject to risks and uncertainties that could cause actual results to differ from the results predicted. These risks and uncertainties include risks and uncertainties included under the heading “Risk Factors” in the Company’s most recent Annual Report on Form 10-K, as updated by its subsequent filings with the SEC, all of which are available on the Company’s investor relations website at <http://www.lemaitre.com> and on the SEC’s website at <http://www.sec.gov>. Undue reliance should not be placed on forward-looking statements, which speak only as of the date they are made. The Company undertakes no obligation to update publicly any forward-looking statements to reflect new information, events, or circumstances after the date they were made, or to reflect the occurrence of unanticipated events.

Item 9.01. Financial Statements and Exhibits.

The following exhibits are furnished or filed as part of this Report, as applicable:

(d) Exhibits.

Exhibit No.	Description
99.1	Press release issued by LeMaitre Vascular, Inc. on August 1, 2023.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

Signature(s)

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.

LeMaitre Vascular, Inc.

Date: August 1, 2023

By: Joseph P. Pellegrino, Jr.
/s/ JOSEPH P. PELLEGRINO, JR.
Joseph P. Pellegrino, Jr.
Chief Financial Officer

Exhibit Index

Exhibit No.	Description
99.1	Press release issued by LeMaitre Vascular, Inc. on August 1, 2023.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

LeMaitre Q2 2023 Financial Results

BURLINGTON, MA, August 1, 2023 - LeMaitre (Nasdaq:LMAT), a provider of vascular devices, implants and services, today reported Q2 2023 results, announced a \$0.14/share quarterly dividend and provided guidance.

Q2 2023 Financial Results

- Sales \$50.1mm, +19% (+16% organic) vs. Q2 2022
- Op. income \$9.5mm, +63% (+8% adjusted)
- Op. margin 19%
- Net income \$8.1mm, +130% (+27% adjusted)
- Earnings per diluted share \$0.36, +127% (+25% adjusted)
- Cash up \$9.2mm to \$90.2mm

Bovine patches (+16%), valvulotomes (+18%), bovine grafts (+13%), carotid shunts (+22%) and allografts (+18%) drove Q2 sales. EMEA was up 26%, APAC 21% and the Americas 16%.

The gross margin decreased to 64.0% in Q2 (vs. 66.0% in Q2 2022), driven by manufacturing inefficiencies and distribution sales of porcine patches, partially offset by price increases.

Operating income of \$9.5mm was up 63% vs. Q2 2022. Excluding St. Etienne factory closure charges, operating income was up 8%. Operating expenses (excluding St. Etienne charges) grew 19% due to sales rep growth and higher commissions, as well as CE-related regulatory costs.

George LeMaitre, Chairman and CEO, said “16% organic sales growth and 25% adjusted EPS growth was a result of increased hospital procedures and our 9% price increase. In retrospect, our 2022 hiring surge seems well-timed.”

Business Outlook

	<u>Q3 2023 Guidance</u>	<u>Q4 2023 Guidance</u>	<u>Full Year 2023 Guidance</u>
Sales	\$46.5mm - \$48.9mm (Mid: \$47.7mm, +22%, +16% Org.)	\$49.3mm - \$51.7mm (Mid: \$50.5mm, +23%, +17% Org.)	\$193.0mm - \$197.8mm (Mid: \$195.4mm, +21%, +18% Org.)
Gross Margin	64.3%	64.6%	64.6%
Op. Inc.	\$7.4mm - \$8.9mm (Mid: \$8.2mm, +33%)	\$8.7mm - \$10.2mm (Mid: \$9.4mm, +36%)	\$33.4mm - \$36.5mm (Mid \$34.9mm, +30%)
Op. Inc. Ex-Special*	-	-	\$33.9mm - \$37.0mm (Mid \$35.4mm, +18%)
EPS	\$0.28 - \$0.33 (Mid: \$0.31, +24%)	\$0.32 - \$0.38 (Mid: \$0.35, +39%)	\$1.23 - \$1.34 (Mid: \$1.28, +38%)
EPS Ex-Special*	-	-	\$1.25 - \$1.35 (Mid: \$1.30, +22%)

*Special charges are related to the St. Etienne factory closure.

Quarterly Dividend

On July 25, 2023, the Company's Board of Directors approved a quarterly dividend of \$0.14/share of common stock. The dividend will be paid on August 31, 2023 to shareholders of record on August 17, 2023.

Share Repurchase Program

On February 21, 2023, the Company's Board of Directors authorized the repurchase of up to \$25.0mm of the Company's common stock. The repurchase program may be suspended or discontinued at any time and will conclude on February 21, 2024, unless extended by the Board.

Conference Call Reminder

Management will conduct a conference call at 5:00pm ET today. The conference call will be broadcast live over the Internet. Individuals interested in listening to the webcast can log on to the Company's website at www.lemaitre.com/investor. Access to the live call is available by registering online [here](#). All registrants will receive dial-in information and a PIN allowing them to access the live call. The audio webcast can also be accessed live or via replay through a webcast at <http://www.lemaitre.com/investor>. For individuals unable to join the live conference call, a replay will be available on the Company's website.

A reconciliation of GAAP to non-GAAP results is included in the tables attached to this release.

About LeMaitre

LeMaitre is a provider of devices, implants and services for the treatment of peripheral vascular disease, a condition that affects more than 200 million people worldwide. The Company develops, manufactures and markets disposable and implantable vascular devices to address the needs of its core customer, the vascular surgeon.

LeMaitre is a registered trademark of LeMaitre Vascular, Inc. This press release may include other trademarks and trade names of the Company.

For more information about the Company, please visit <http://www.lemaitre.com>.

Use of Non-GAAP Financial Measures

LeMaitre management believes that in order to better understand the Company's short- and long-term financial trends, investors may wish to consider certain non-GAAP financial measures as a supplement to financial performance measures prepared in accordance with GAAP. Non-GAAP financial measures are not based on a comprehensive set of accounting rules or principles and do not have standardized meanings. These non-GAAP measures result from facts and circumstances that may vary in frequency and/or impact on continuing operations. Non-GAAP measures should be considered in addition to, and not as a substitute for, financial performance measures in accordance with GAAP. In addition to the description provided below, reconciliation of GAAP to non-GAAP results is provided in the financial statement tables included in this press release.

In this press release, the Company has reported non-GAAP sales growth percentages after adjusting for the impact of foreign currency exchange, business development transactions, and/or other events, including EBITDA. This press release also provides guidance for operating income and EPS excluding the special charge relating to the closure of our St. Etienne factory and revenue related the Aziyo distribution agreement. The Company refers to the calculation of non-GAAP sales growth percentages as "organic." The Company analyzes non-GAAP sales on a constant currency basis, net of acquisitions and other non-recurring events, and the aforementioned non-GAAP profitability measures to better measure the comparability of results between periods. Because changes in foreign currency exchange rates have a non-operating impact on net sales, and acquisitions, divestitures, product discontinuations, factory closures, and other strategic transactions are episodic in nature and are highly variable to the reported sales results, the Company believes that evaluating growth in sales on a constant currency basis net of such transactions provides an additional and meaningful assessment of sales to management. The Company believes that the presentation of guidance described above for operating income and EPS provides an alternative and meaningful view of the Company's profitability.

Forward-Looking Statements

The Company's current financial results, as discussed in this release, are preliminary and unaudited, and subject to adjustment. This press release contains forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Statements in this press release regarding the Company's business that are not historical facts may be "forward-looking statements" that involve risks and uncertainties. Forward-looking statements are based on management's current, preliminary expectations and are subject to risks and uncertainties that could cause actual results to differ from the results expected, including, but not limited to, the status of our global regulatory approvals and compliance with regulatory requirements to market and sell our products both in the U.S. and outside of the U.S.; the risk of significant fluctuations in our quarterly and annual results due to numerous factors; the risk that assumptions about the market for the Company's products and the productivity of the Company's direct sales force and distributors may not be correct; the risk that we may not be able to maintain our recent levels of profitability; the risk that the Company may not realize the anticipated benefits of its strategic activities; risks related to the integration of acquisition targets; the acceleration or deceleration of product growth rates; risks related to product demand and market acceptance of the Company's products and pricing; the risk that a recall of our products could result in significant costs or negative publicity; the risk that the Company is not successful in transitioning to a direct-selling model in new territories and other risks and uncertainties included under the heading "Risk Factors" in our most recent Annual Report on Form 10-K, as updated by our subsequent filings with the SEC, which are all available on the Company's investor relations website at <http://www.lemaitre.com> and on the SEC's website at <http://www.sec.gov>. Undue reliance should not be placed on forward-looking statements, which speak only as of the date they are made. The Company undertakes no obligation to update publicly any forward-looking statements to reflect new information, events, or circumstances after the date they were made, or to reflect the occurrence of unanticipated events.

CONTACT:

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LEMAITRE VASCULAR, INC. (NASDAQ: LMAT)
CONDENSED CONSOLIDATED BALANCE SHEETS
(amounts in thousands)

	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	(unaudited)	
Assets		
Current assets:		
Cash and cash equivalents	\$ 19,488	\$ 19,134
Short-term marketable securities	70,689	63,557
Accounts receivable, net	26,406	22,040
Inventory and other deferred costs	53,831	50,271
Prepaid expenses and other current assets	4,076	6,731
Total current assets	<u>174,490</u>	<u>161,733</u>
Property and equipment, net	21,217	17,901
Right-of-use leased assets	15,804	15,634
Goodwill	65,945	65,945
Other intangibles, net	43,999	46,527
Deferred tax assets	2,081	1,745
Other assets	2,931	991
Total assets	<u>\$ 326,467</u>	<u>\$ 310,476</u>
Liabilities and stockholders' equity		
Current liabilities:		
Accounts payable	\$ 3,519	\$ 2,903
Accrued expenses	19,327	19,967
Acquisition-related obligations	651	573
Lease liabilities - short-term	2,358	1,886
Total current liabilities	<u>25,855</u>	<u>25,329</u>
Lease liabilities - long-term	14,449	14,710
Deferred tax liabilities	72	69
Other long-term liabilities	2,264	2,167
Total liabilities	<u>42,640</u>	<u>42,275</u>
Stockholders' equity		
Common stock	239	237
Additional paid-in capital	196,941	189,268
Retained earnings	105,696	97,773
Accumulated other comprehensive loss	(5,822)	(6,031)
Treasury stock	(13,227)	(13,046)
Total stockholders' equity	<u>283,827</u>	<u>268,201</u>
Total liabilities and stockholders' equity	<u>\$ 326,467</u>	<u>\$ 310,476</u>

LEMAITRE VASCULAR, INC. (NASDAQ: LMAT)
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS

(amounts in thousands, except per share amounts)

(unaudited)

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Net sales	\$ 50,115	\$ 42,108	\$ 97,190	\$ 81,669
Cost of sales	18,029	14,298	34,221	27,897
Gross profit	32,086	27,810	62,969	53,772
Operating expenses:				
Sales and marketing	10,216	8,242	21,113	16,092
General and administrative	7,722	7,331	15,654	14,583
Research and development	4,516	3,346	8,391	6,278
Restructuring	180	3,107	485	3,107
Total operating expenses	22,634	22,026	45,643	40,060
Income from operations	9,452	5,784	17,326	13,712
Other income (expense):				
Interest income	682	167	1,250	275
Foreign currency gain (loss)	185	(403)	(240)	(443)
Income before income taxes	10,319	5,548	18,336	13,544
Provision for income taxes	2,221	2,033	4,198	3,991
Net income	\$ 8,098	\$ 3,515	\$ 14,138	\$ 9,553
Earnings per share of common stock				
Basic	\$ 0.36	\$ 0.16	\$ 0.64	\$ 0.44
Diluted	\$ 0.36	\$ 0.16	\$ 0.63	\$ 0.43
Weighted - average shares outstanding:				
Basic	22,213	21,958	22,162	21,947
Diluted	22,451	22,129	22,371	22,115
Cash dividends declared per common share	\$ 0.140	\$ 0.125	\$ 0.280	\$ 0.250

LEMAITRE VASCULAR, INC. (NASDAQ: LMAT)**SELECTED NET SALES INFORMATION**

(amounts in thousands)

(unaudited)

	For the three months ended				For the six months ended			
	June 30, 2023		June 30, 2022		June 30, 2023		June 30, 2022	
	\$	%	\$	%	\$	%	\$	%
Net Sales by Geography								
Americas	\$ 33,507	67%	\$ 28,854	69%	\$ 65,633	67%	\$ 55,397	68%
Europe, Middle East and Africa	13,580	27%	10,749	25%	25,857	27%	21,243	26%
Asia Pacific	3,028	6%	2,505	6%	5,700	6%	5,029	6%
Total Net Sales	\$ 50,115	100%	\$ 42,108	100%	\$ 97,190	100%	\$ 81,669	100%

LEMAITRE VASCULAR, INC (NASDAQ: LMAT)**NON-GAAP FINANCIAL MEASURES**

(amounts in thousands)

(unaudited)

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Reconciliation between GAAP and Non-GAAP EBITDA				
Net income as reported	\$ 8,098	\$ 3,515	\$ 14,138	\$ 9,553
Interest (income) expense, net	(682)	(167)	(1,250)	(275)
Amortization and depreciation expense	2,326	2,444	4,677	4,817
Provision for income taxes	2,221	2,033	4,198	3,991
EBITDA	\$ 11,963	\$ 7,825	\$ 21,763	\$ 18,086
EBITDA percentage increase		53%		20%

LEMAITRE VASCULAR, INC. (NASDAQ: LMAT)
NON-GAAP FINANCIAL MEASURES

(amounts in thousands)

(unaudited)

Reconciliation between GAAP and Non-GAAP sales growth:			
For the three months ended June 30, 2023			
Net sales as reported	\$	50,115	
Net distribution sales		(1,233)	
Impact of currency exchange rate fluctuations		12	
Adjusted net sales			\$ 48,894
For the three months ended June 30, 2022			
Net sales as reported	\$	42,108	
Adjusted net sales			\$ 42,108
Adjusted net sales increase for the three months ended June 30, 2023			\$ 6,786 16%

Reconciliation between GAAP and Non-GAAP operating income growth:			
For the three months ended June 30, 2023			
Operating income as reported	\$	9,452	
Impact of special charge		180	
Adjusted operating income			\$ 9,632
For the three months ended June 30, 2022			
Operating income as reported	\$	5,784	
Impact of special charge		3,107	
Adjusted operating income			\$ 8,891
Adjusted operating income increase for the three months ended June 30, 2023			\$ 741 8%

Reconciliation between GAAP and Non-GAAP net income growth:			
For the three months ended June 30, 2023			
Net income as reported	\$	8,098	
Impact of special charge, including tax		134	
Adjusted net income			\$ 8,232
For the three months ended June 30, 2022			
Net income as reported	\$	3,515	
Impact of special charge, including tax		2,986	
Adjusted net income			\$ 6,501
Adjusted net income increase for the three months ended June 30, 2023			\$ 1,731 27%

Reconciliation between GAAP and Non-GAAP EPS growth:			
For the three months ended June 30, 2023			
EPS as reported	\$	0.36	
Impact of special charge, including tax		0.01	
Adjusted EPS			\$ 0.37
For the three months ended June 30, 2022			
EPS as reported	\$	0.16	
Impact of special charge, including tax		0.13	
Adjusted EPS			\$ 0.29
Adjusted EPS increase for the three months ended June 30, 2023			\$ 0.08 25%

Reconciliation between GAAP and Non-GAAP operating expense growth:			
For the three months ended June 30, 2023			
Operating expenses as reported	\$	22,634	
Impact of special charge		(180)	
Adjusted operating expenses			\$ 22,454
For the three months ended June 30, 2022			
Operating expenses as reported	\$	22,026	
Impact of special charge		(3,107)	
Adjusted operating expenses			\$ 18,919
Adjusted operating expense increase for the three months ended June 30, 2023			\$ 3,535 19%

LEMAITRE VASCULAR, INC. (NASDAQ: LMAT)
NON-GAAP FINANCIAL MEASURES

(amounts in thousands)

(unaudited)

Reconciliation between GAAP and Non-GAAP projected sales growth:			
For the three months ending September 30, 2023			
Net sales per guidance (midpoint)	\$	47,707	
Net distribution sales		(1,667)	
Impact of currency exchange rate fluctuations		(866)	
Adjusted projected net sales	\$		45,174
For the three months ended September 30, 2022			
Net sales as reported	\$	39,028	
Adjusted net sales	\$		39,028
Adjusted projected net sales increase for the three months ending September 30, 2023		\$	6,146
			16%

Reconciliation between GAAP and Non-GAAP projected sales growth:			
For the three months ending December 31, 2023			
Net sales per guidance (midpoint)	\$	50,500	
Net distribution sales		(1,600)	
Impact of currency exchange rate fluctuations		(1,020)	
Adjusted projected net sales	\$		47,880
For the three months ended December 31, 2022			
Net sales as reported	\$	40,954	
Adjusted net sales	\$		40,954
Adjusted projected net sales increase for the three months ending December 31, 2023		\$	6,926
			17%

Reconciliation between GAAP and Non-GAAP projected sales growth:			
For the year ending December 31, 2023			
Net sales per guidance (midpoint)	\$	195,397	
Net distribution sales		(4,500)	
Impact of currency exchange rate fluctuations		(824)	
Adjusted projected net sales	\$		190,073
For the year ended December 31, 2022			
Net sales as reported	\$	161,651	
Adjusted net sales	\$		161,651
Adjusted projected net sales increase for the year ending December 31, 2023		\$	28,422
			18%

Reconciliation between GAAP and Non-GAAP projected operating income:			
For the year ending December 31, 2023			
Operating income per guidance (midpoint)	\$	34,917	
Impact of special charge		485	
Adjusted projected operating income	\$		35,402
For the year ended December 31, 2022			
Operating income as reported	\$	26,829	
Impact of special charge		3,107	
Adjusted operating income	\$		29,936
Adjusted projected operating income increase for the year ending December 31, 2023		\$	5,466
			18%

Reconciliation between GAAP and Non-GAAP projected EPS:			
For the year ending December 31, 2023			
EPS per guidance (midpoint)	\$	1.28	
Impact of special charge, including tax		0.02	
Adjusted EPS	\$		1.30
For the year ended December 31, 2022			
EPS as reported	\$	0.93	
Impact of special charge, including tax		0.13	
Adjusted EPS	\$		1.06
Adjusted projected EPS increase for the year ending December 31, 2023		\$	0.24
			22%