

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): May 2, 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 May 2, 2023, LeMaitre Vascular, Inc. (the “Company”) issued a press release regarding its preliminary financial and operational results for the quarter ended March 31, 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 May 2, 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: May 2, 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 May 2, 2023.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

LeMaitre Q1 2023 Financial Results

BURLINGTON, MA, May 2, 2023 - LeMaitre (Nasdaq:LMAT), a provider of vascular devices, implants and services, today reported Q1 2023 results, announced a \$0.14/share quarterly dividend and provided guidance.

Q1 2023 Financial Results

- Sales \$47.1mm, +19% (+22% organic) vs. Q1 2022
- Op. income \$7.9mm, -1%
- Op. margin 17%
- Net income \$6.0mm, flat
- Earnings per diluted share \$0.27, -1%

Valvulotomes (+29%), carotid patches (+17%), bovine grafts (+22%), allografts (+42%) and carotid shunts (+18%) drove record sales in Q1. Sales increased 21% in the Americas, 17% in EMEA, and 6% in APAC.

The gross margin was 65.6%, flat vs. Q1 2022, helped by price increases and manufacturing efficiencies, offset by mix.

Operating income was \$7.9mm, down 1% vs. Q1 2022, as increased sales and gross profits mitigated operating expense growth. Operating expenses grew 28% due to increased sales rep headcount and commissions, the return of in-person annual sales meetings, and a \$0.3mm restructuring charge related to the 2022 St. Etienne factory closure

George LeMaitre, Chairman and CEO, said “Sales surged 22% organically as hospitals staffed up, ASP increased and we increased our rep headcount by 14% to 128. Growth was spread across most products and geographies.”

Aziyo Distribution

In April the Company agreed to distribute Aziyo porcine cardiac patches in the US. LeMaitre will distribute the products for three years with an option to acquire Aziyo’s worldwide patch business during the second and third year. The patches are designed to decrease inflammation and stimulate healthy tissue formation. Aziyo’s 2022 sales of patches in the US were \$6.8 million. LeMaitre expects to generate a 50% gross margin on these sales.

Business Outlook (Includes Aziyo Distribution)

	<u>Q2 2023 Guidance</u>	<u>2023 Full Year Guidance</u>
Sales	\$47.1mm - \$49.5mm (Mid: \$48.3mm, +15%, +13% Org.)	\$187.1mm - \$193.1mm (Mid: \$190.1mm, +18%, +15% Org.)
Gross Margin	65.0%	65.1%
Op. Income	\$8.0mm - \$9.6mm (Mid: \$8.8mm, +52%)	\$31.7mm - \$35.6mm (Mid \$33.7mm, +26%)
Op. Income Ex-Special*	\$8.0mm - \$9.6mm (Mid: \$8.8mm, -1%)	\$32.0mm - \$35.9mm (Mid \$34.0mm, +14%)
EPS	\$0.30 - \$0.35 (Mid: \$0.32, +103%)	\$1.14 - \$1.27 (Mid: \$1.20, +29%)
EPS Ex-Special*	\$0.30 - \$0.35 (Mid: \$0.32, +10%)	\$1.15 - \$1.28 (Mid: \$1.21, +17%)

*Special charges related to the St. Etienne factory closure were \$3.1mm in Q2 2022 and \$0.3mm Q1 2023.

Quarterly Dividend

On April 24, 2023, the Company's Board of Directors approved a quarterly dividend of \$0.14/share of common stock. The dividend will be paid on June 1, 2023 to shareholders of record on May 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 as well as 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 duration and severity of the impact of COVID-19 on the global economy, our customers, our suppliers and our company; 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>March 31, 2023</u>	<u>December 31,</u>
	(unaudited)	2022
Assets		
Current assets:		
Cash and cash equivalents	\$ 16,677	\$ 19,134
Short-term marketable securities	64,328	63,557
Accounts receivable, net	25,365	22,040
Inventory and other deferred costs	53,779	50,271
Prepaid expenses and other current assets	4,619	6,731
Total current assets	<u>164,768</u>	<u>161,733</u>
Property and equipment, net	19,242	17,901
Right-of-use leased assets	15,527	15,634
Goodwill	65,945	65,945
Other intangibles, net	45,508	46,527
Deferred tax assets	1,802	1,745
Other assets	2,074	991
Total assets	<u>\$ 314,866</u>	<u>\$ 310,476</u>
Liabilities and stockholders' equity		
Current liabilities:		
Accounts payable	\$ 3,371	\$ 2,903
Accrued expenses	17,620	19,967
Acquisition-related obligations	856	573
Lease liabilities - short-term	2,057	1,886
Total current liabilities	<u>23,904</u>	<u>25,329</u>
Lease liabilities - long-term	14,448	14,710
Deferred tax liabilities	71	69
Other long-term liabilities	2,278	2,167
Total liabilities	<u>40,701</u>	<u>42,275</u>
Stockholders' equity		
Common stock	238	237
Additional paid-in capital	192,003	189,268
Retained earnings	100,714	97,773
Accumulated other comprehensive loss	(5,572)	(6,031)
Treasury stock	(13,218)	(13,046)
Total stockholders' equity	<u>274,165</u>	<u>268,201</u>
Total liabilities and stockholders' equity	<u>\$ 314,866</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	
	March 31, 2023	March 31, 2022
Net sales	\$ 47,075	\$ 39,561
Cost of sales	16,192	13,599
Gross profit	30,883	25,962
Operating expenses:		
Sales and marketing	10,897	7,850
General and administrative	7,932	7,252
Research and development	3,875	2,932
Restructuring	305	-
Total operating expenses	23,009	18,034
Income from operations	7,874	7,928
Other income (expense):		
Interest income	568	108
Foreign currency loss	(425)	(40)
Income before income taxes	8,017	7,996
Provision for income taxes	1,977	1,958
Net income	\$ 6,040	\$ 6,038
Earnings per share of common stock		
Basic	\$ 0.27	\$ 0.28
Diluted	\$ 0.27	\$ 0.27
Weighted - average shares outstanding:		
Basic	22,111	21,935
Diluted	22,274	22,103
Cash dividends declared per common share	\$ 0.140	\$ 0.125

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

(amounts in thousands)

(unaudited)

	For the three months ended			
	March 31, 2023		March 31, 2022	
	\$	%	\$	%
Net Sales by Geography				
Americas	\$ 32,126	68%	\$ 26,543	67%
Europe, Middle East and Africa	12,277	26%	10,494	27%
Asia Pacific	2,672	6%	2,524	6%
Total Net Sales	\$ 47,075	100%	\$ 39,561	100%

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

(amounts in thousands)

(unaudited)

	For the three months ended	
	March 31, 2023	March 31, 2022
Reconciliation between GAAP and Non-GAAP EBITDA		
Net income as reported	\$ 6,040	\$ 6,038
Interest (income) expense, net	(568)	(108)
Amortization and depreciation expense	2,351	2,373
Provision for income taxes	1,977	1,958
EBITDA	\$ 9,800	\$ 10,261
EBITDA percentage decrease		-4%

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 March 31, 2023

Net sales as reported	\$	47,075	
Impact of currency exchange rate fluctuations		<u>1,052</u>	
Adjusted net sales	\$		48,127

For the three months ended March 31, 2022

Net sales as reported	\$	39,561	
Adjusted net sales			<u>\$ 39,561</u>

Adjusted net sales increase for the three months ended March 31, 2023	\$	<u>8,566</u>	<u>22%</u>
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Reconciliation between GAAP and Non-GAAP projected sales growth:

For the three months ending June 30, 2023

Net sales per guidance (midpoint)	\$	48,312	
Impact of currency exchange rate fluctuations and Aziyo distribution		<u>(879)</u>	
Adjusted projected net sales	\$		47,433

For the three months ended June 30, 2022

Net sales as reported	\$	42,108	
Adjusted net sales			<u>\$ 42,108</u>

Adjusted projected net sales increase for the three months ending June 30, 2023	\$	<u>5,325</u>	<u>13%</u>
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Reconciliation between GAAP and Non-GAAP projected sales growth:

For the year ending December 31, 2023

Net sales per guidance (midpoint)	\$	190,052	
Impact of currency exchange rate fluctuations and Aziyo distribution		<u>(4,605)</u>	
Adjusted projected net sales	\$		185,447

For the year ended December 31, 2022

Net sales as reported	\$	161,651	
Adjusted net sales			<u>\$ 161,651</u>

Adjusted projected net sales increase for the year ending December 31, 2023	\$	<u>23,796</u>	<u>15%</u>
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Reconciliation between GAAP and Non-GAAP projected operating income:

For the three months ending June 30, 2023

Operating income per guidance (midpoint)	\$	<u>8,803</u>	
Adjusted projected operating income			\$ 8,803

For the three months ended June 30, 2022

Operating income as reported	\$	5,784	
Impact of special charge		3,107	
Adjusted operating income			<u>\$ 8,891</u>

Adjusted projected operating income decrease for the three months ending June 30, 2023	\$	<u>(88)</u>	<u>-1%</u>
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LEMAITRE VASCULAR, INC. (NASDAQ: LMAT)**NON-GAAP FINANCIAL MEASURES**

(amounts in thousands)

(unaudited)

Reconciliation between GAAP and Non-GAAP projected operating income:

For the year ending December 31, 2023

Operating income per guidance (midpoint)	\$	33,676	
Impact of special charge		<u>305</u>	
Adjusted projected operating income	\$		33,981

For the year ended December 31, 2022

Operating income as reported	\$	26,829	
Impact of special charge		<u>3,107</u>	
Adjusted operating income	\$		<u>29,936</u>

Adjusted projected operating income increase for the year ending December 31, 2023	\$	<u>4,045</u>	<u>14%</u>
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Reconciliation between GAAP and Non-GAAP projected EPS:

For the three months ending June 30, 2023

EPS per guidance (midpoint)	\$	<u>0.32</u>	
Adjusted EPS	\$		0.32

For the three months ended June 30, 2022

EPS as reported	\$	0.16	
Impact of special charge	\$	<u>0.13</u>	
Adjusted EPS	\$		<u>0.29</u>

Adjusted projected EPS increase for the three months ending June 30, 2023	\$	<u>0.03</u>	<u>10%</u>
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Reconciliation between GAAP and Non-GAAP projected EPS:

For the year ending December 31, 2023

EPS per guidance (midpoint)	\$	1.20	
Impact of special charge	\$	<u>0.01</u>	
Adjusted EPS	\$		1.21

For the year ended December 31, 2022

EPS as reported	\$	0.93	
Impact of special charge	\$	<u>0.11</u>	
Adjusted EPS	\$		<u>1.04</u>

Adjusted projected EPS increase for the year ending December 31, 2023	\$	<u>0.17</u>	<u>17%</u>
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