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PATTERSON UTI ENERGY INC
Form 8-K
June 13, 2002

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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): JANUARY 1, 2002

PATTERSON-UTI ENERGY, INC.
(Exact name of registrant as specified in charter)

| | | |
|---|-------------------------------------|---|
| DELAWARE (State or Other Jurisdiction of Incorporation) | 0-22664 (Commission File Number) | 75-2504748 (I.R.S. Employer Identification No.) |
|---|-------------------------------------|---|

| | |
|--|---------------------|
| 4510 LAMESA HIGHWAY SNYDER, TEXAS (Address of Principal Executive Offices) | 79549 (Zip Code) |
|--|---------------------|

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (915) 574-6300

N/A
(FORMER NAME OR FORMER ADDRESS, IF CHANGED SINCE LAST REPORT)

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ITEM 5. OTHER EVENTS.

Effective January 1, 2002, Patterson-UTI Energy, Inc. (the "Company") adopted Statement of Financial Accounting Standards 142, "Goodwill and Other Intangible Assets" ("SFAS No. 142"). SFAS No. 142 requires that the Company cease amortization of all intangible assets having indefinite useful economic lives. Such assets, including goodwill, are not to be amortized until their lives are determined to be finite. Intangible assets with an indefinite useful life should be tested for impairment annually or on an interim basis to determine whether events or circumstances indicate that the fair value of the

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asset has decreased below its carrying value.

Other intangible assets include covenants-not-to-compete and other agreements. All of our intangible assets, having definite lives, are being amortized on a straight-line basis over their estimated useful lives. The following information related to goodwill and other intangible assets is being provided in accordance with SFAS No. 142 (in thousands):

| | DECEMBER 31 |
|--|-------------|
| | ----- |
| | 2001 |
| | ----- |
| Goodwill..... | \$ 69,860 |
| Accumulated amortization..... | (19,661) |
| | ----- |
| Goodwill, net..... | 50,199 |
| | ----- |
| Covenants-not-to-compete and other..... | \$ 3,635 |
| Accumulated amortization..... | (2,200) |
| | ----- |
| Other intangible assets, net..... | 1,435 |
| | ----- |
| Total goodwill and intangible assets, net..... | \$ 51,634 |
| | ===== |

Change in the net carrying amount of goodwill for the years ended December 31, 2001 and 2000 are as follows (in thousands):

| | DRILLING | DRILLING & COMPLETION FLUIDS |
|-----------------------------------|-----------|---------------------------------|
| | ----- | ----- |
| Balance at December 31, 1999..... | \$ 47,819 | \$ 11,714 |
| Changes to goodwill..... | (3,779) | (890) |
| | ----- | ----- |
| Balance at December 31, 2000..... | \$ 44,040 | \$ 10,824 |
| Changes to goodwill..... | (3,775) | (890) |
| | ----- | ----- |
| Balance at December 31, 2001..... | \$ 40,265 | \$ 9,934 |
| | ===== | ===== |

Amortization expense consists of the following (in thousands):

| | TWELVE MONTHS ENDED DECEMBER | |
|---|------------------------------|----------|
| | 2001 | 2000 |
| | ----- | ----- |
| Goodwill..... | \$ 4,665 | \$ 4,669 |
| Covenants-not-to-compete and other..... | 507 | 1,065 |
| | ----- | ----- |
| | \$ 5,172 | \$ 5,734 |

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Had SFAS No. 142 been in effect prior to January 1, 2002, the Company's reported net income (loss) and net income (loss) per share would have been as follows (in thousands, except per share amounts):

| | TWELVE MONTHS ENDED DEC | |
|---|-------------------------|-----------|
| | 2001 | 2000 |
| | ----- | ----- |
| Net income (loss): | | |
| Reported | \$ 164,162 | \$ 37,226 |
| Goodwill amortization | 4,665 | 4,669 |
| | ----- | ----- |
| Adjusted | \$ 168,827 | \$ 41,895 |
| | ===== | ===== |
| Basic net income (loss) per common share: | | |
| Reported | \$ 2.15 | \$ 0.52 |
| Effect of goodwill amortization | 0.06 | 0.07 |
| | ----- | ----- |
| Adjusted | \$ 2.21 | \$ 0.59 |
| | ===== | ===== |
| Diluted net income (loss) per common share: | | |
| Reported | \$ 2.07 | \$ 0.50 |
| Effect of goodwill amortization | 0.06 | 0.06 |
| | ----- | ----- |
| Adjusted | \$ 2.13 | \$ 0.56 |
| | ===== | ===== |

SIGNATURES

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.

PATTERSON-UTI ENERGY, INC.

Dated: June 13, 2002

By: /s/ Cloyce A. Talbott

Cloyce A. Talbott
Chief Executive Officer