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): September 17, 2019

APOGEE ENTERPRISES, INC.

(Exact name of registrant as specified in its charter)

	Minnesota	0-63	365	41-0919654
	(State or other jurisdiction of incorporation)	(Commission	File Number)	(I.R.S. Employer Identification No.)
	4400 West 78th Street, Suite 520	Minneapolis	Minnesota	55435
	(Address of principal	executive offices)		(Zip Code)
	Registran	t's telephone number, in	cluding area code: (S	952) 835-1874
Check provis		ng is intended to simultan	eously satisfy the fili	ng obligation of the registrant under any of the following
	Written communications pursuant to Rule 4	25 under the Securities Ac	et (17 CFR 230.425)	
	Soliciting material pursuant to Rule 14a-12	under the Exchange Act (17 CFR 240.14a-12)	
	Pre-commencement communications pursua	ant to Rule 14d-2(b) under	the Exchange Act (1	7 CFR 240.14d-2(b))
	Pre-commencement communications pursua	ant to Rule 13e-4(c) under	the Exchange Act (1	7 CFR 240.13e-4(c))
Securi	ties registered pursuant to Section 12(b) of the	Act:		
	Title of each class	Trading Syr	nbol(s)	Name of each exchange on which registered
	Common stock, \$0.33 1/3 Par Value	APOC	j	The Nasdaq Stock Market LLC
	te by check mark whether the registrant is an e or) or Rule 12b-2 of the Securities Exchange Ac	0 00 1 1		05 of the Securities Act of 1933 (Section 230.405 of this
	Emerging growth company			
If an e	emerging growth company, indicate by check m	ark if the registrant has el	ected not to use the e	extended transition period for complying with any new or

revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. \Box

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On September 17, 2019, Apogee Enterprises, Inc. issued a press release announcing its financial results for the second quarter and full year of fiscal 2020. A copy of this press release is furnished (not filed) as Exhibit 99.1 to this Current Report on Form 8-K, and is incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits.

Exhibit 99.1 Press Release issued by Apogee Enterprises, Inc. dated September 17, 2019.

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, thereunto duly authorized.

APOGEE ENTERPRISES, INC.

By: /s/ James S. Porter

James S. Porter

Executive Vice President and Chief Financial Officer

Dated: September 17, 2019

EXHIBIT INDEX

Exhibit Number Description

 Description

 99.1
 Press Release issued by Apogee Enterprises, Inc. dated September 17, 2019.



Press Release

FOR RELEASE: September 17, 2019

APOGEE ENTERPRISES REPORTS FISCAL 2020 SECOND QUARTER RESULTS

- Revenue of \$357 million with earnings of \$0.72 per diluted share
- Strong year-over-year growth and margin improvement in Architectural Glass
- Continued backlog growth to record levels in Architectural Services
- · Company reaffirms full-year guidance

MINNEAPOLIS, MN, September 17, 2019 - Apogee Enterprises, Inc. (Nasdaq: APOG) today announced its fiscal 2020 second-quarter results. Second-quarter revenue was \$357.1 million, compared to \$362.1 million in the second quarter of fiscal year 2019. Earnings per diluted share were \$0.72, equal to the prior year period. Adjusted earnings¹ in last year's second quarter were \$0.74 per diluted share, which excluded the amortization of short-lived acquired intangibles and acquired project profits.

Commentary

"We delivered solid operational and financial performance in the second quarter, with results largely in-line with our expectations," said Joseph F. Puishys, Chief Executive Officer. "Our Architectural Glass segment made significant year-over-year improvements, with increased revenue and margins, and Architectural Services continued to build on its record backlog. We also made substantial progress toward completing the last remaining legacy EFCO project, tracking as expected to our schedule and cost estimates. We are delivering on our commitments and see positive momentum in our business."

¹ Adjusted earnings and adjusted earnings per share are non-GAAP financial measures. See Use and Reconciliation of Non-GAAP Financial Measures in this press release for more information and a reconciliation of non-GAAP financial measures to the most directly comparable GAAP measures.

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"Looking forward, we remain confident that our strategy to diversify revenue streams, broaden our growth opportunities, and improve the efficiency and productivity of our operations positions the company well for future earnings growth and more consistent operating performance," continued Mr. Puishys. "During the quarter we progressed on a number of initiatives to advance this strategy. We completed a facility upgrade that we expect to significantly enhance productivity and margins in our EFCO business. We also began to implement plans to enhance profitability across the entire Framing Systems segment and took initial steps to increase supply chain integration, reduce procurement costs, and optimize our facility footprint. Finally, we made significant progress on a new operation that will be focused on the short lead-time segment of the architectural glass market, which continues our efforts to diversify our business mix and provide new opportunities for long-term growth."

Segment Results

Architectural Framing Systems

Architectural Framing Systems revenue in the second quarter was \$187.4 million, compared to \$189.9 million in the prior year period. Second-quarter operating income was \$15.5 million, compared to \$18.3 million in the prior year quarter. Last year's second quarter included \$1.1 million of expense for the amortization of short-lived acquired intangibles. Excluding that expense, adjusted operating income in the prior year quarter was \$19.4 million. Second quarter operating margin was 8.3 percent, down from 9.6 percent and adjusted operating margin of 10.2 percent in last year's second quarter, primarily due to a less favorable project mix. Segment backlog stands at \$388 million, compared to \$407 million a quarter ago.

Architectural Glass

Architectural Glass grew 13 percent in the second quarter, with revenue of \$99.1 million compared to \$88.1 million in the prior year quarter, primarily driven by increased volume and more favorable sales mix. Operating income improved to \$6.5 million and operating margin increased to 6.5 percent, compared to \$1.7 million and 2.0 percent respectively in last year's second quarter, primarily driven by operating leverage on the higher volume, more favorable mix, and improved productivity compared to the prior year, partially offset by start-up costs related to strategic growth initiatives.

Architectural Services

As expected, Architectural Services' revenue decreased to \$61.6 million in the second quarter, compared to \$76.5 million in the prior-year quarter, on lower volumes due to the timing of project activity. Second-quarter operating income was \$4.0 million with operating margin of 6.5 percent, compared to \$7.6 million and 10.0 percent respectively in the prior year period, reflecting reduced operating leverage on the decreased volumes. The segment continued to have strong order flow during the quarter, with segment backlog increasing to \$502 million, from \$483 million last quarter.

Large-Scale Optical

Large-Scale Optical revenue was \$20.8 million, up 2 percent compared to \$20.4 million in the second quarter last year due to improved sales mix. Operating income was \$4.6 million, compared to \$4.2 million in the prior year period, with operating margin improving to 22.3 percent, from 20.8 percent in the prior year quarter, driven by the more favorable sales mix.

Financial Condition

Fiscal year-to-date, cash provided by operating activities is \$17.8 million, compared to \$47.9 million through the first half of fiscal 2019. The year-over-year difference primarily reflects increased working capital related to legacy EFCO projects, as disclosed in previous quarters. Capital expenditures through the first half of the fiscal year were \$22.6 million, compared to \$24.2 million in the prior year period, as the company continued to make investments in growth and productivity improvement initiatives. Fiscal year-to-date, the company has returned \$29.2 million of cash to shareholders through share repurchases and dividend payments, up from \$8.8 million in

Apogee Enterprises, Inc. Page 3

the prior year period. During the quarter, the company reduced its total debt by \$20 million to \$273 million, compared to \$293 million at the end of the first quarter.

Outlook

The company reaffirmed its guidance for fiscal 2020. For the full-year the company continues to expect:

- Revenue growth of 1 to 3 percent, with growth in three of the company's segments, partially offset by a decline in Architectural Services due to the execution schedules for projects in backlog.
- Operating margins between 8.2 to 8.6 percent, with margin improvement in Architectural Glass and Architectural Framing Systems, offset by reduced margins in Architectural Services due to reduced leverage on lower volumes and less favorable project maturity compared to fiscal 2019. Margins will also be negatively impacted by start-up costs related to the strategic growth investment in Architectural Glass, costs associated with supply chain initiatives, and increased corporate costs from higher legal and other advisory expenses.
- Diluted earnings per share in the range of \$3.00 to \$3.20, which excludes the possible benefit of any potential expense recovery associated with the EFCO-related charges the company recorded in the previous fiscal year.
- Tax rate of approximately 24.5 percent.
- Capital expenditures of \$60 to \$65 million.

Conference Call Information

The company will host a conference call today at 8:00 a.m. Central Time to discuss its financial results and outlook. This call will be webcast and is available in the Investor Relations section of the company's website at https://www.apog.com/events-and-presentations. The webcast also will be archived for replay on the company's website.

About Apogee Enterprises

Apogee Enterprises, Inc. (Nasdaq: APOG) delivers distinctive solutions for enclosing commercial buildings and framing art. Headquartered in Minneapolis, MN, we are a leader in architectural products and services, providing architectural glass, aluminum framing systems and installation services for buildings, as well as value-added glass and acrylic for custom picture framing and displays. For more information, visit www.apog.com.

Use of Non-GAAP Financial Measures

This release and other financial communications may contain the following non-GAAP measures:

- Adjusted operating income, adjusted operating margin, adjusted net earnings and adjusted earnings per diluted share ("adjusted earnings per share" or "adjusted EPS") are used by the company to provide meaningful supplemental information about its operating performance by excluding amounts that are not considered part of core operating results to enhance comparability of results from period to period. Examples of items excluded to arrive at this adjusted measure include: the impact of acquisition-related costs, amortization of short-lived acquired intangibles associated with backlog, restructuring costs, non-cash goodwill and other intangible impairment costs, and unusual project-related charges.
- Backlog represents the dollar amount of revenues Apogee expects to recognize from firm contracts or orders. The company uses backlog as one of the metrics to evaluate sales trends in its long lead-time operating segments.
- Free cash flow is defined as net cash provided by operating activities, minus capital expenditures. The company considers this measure an indication of its financial strength.
- Adjusted EBITDA is equal to the sum of adjusted operating income depreciation and amortization expenses. We believe this metric provides useful information to investors and analysts about the Company's

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performance because it eliminates the effects of period-to-period changes in taxes, interest expense, and costs associated with capital investments and acquired companies.

Management uses these non-GAAP measures to evaluate the company's historical and prospective financial performance, measure operational profitability on a consistent basis, and provide enhanced transparency to the investment community. These non-GAAP measures should be viewed in addition to, and not as a substitute for, the reported financial results of the company prepared in accordance with GAAP. Other companies may calculate these measures differently, limiting the usefulness of the measures for comparison with other companies.

Forward-Looking Statements

This press release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements reflect Apogee management's expectations or beliefs as of the date of this release. The company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. All forwardlooking statements are qualified by factors that may affect the operating results of the company, including the following: (A) global economic conditions and the cyclical nature of the North American and Latin American commercial construction industries, which impact our three architectural segments, and consumer confidence and the conditions of the U.S. economy, which impact our large-scale optical segment; (B) fluctuations in foreign currency exchange rates; (C) actions of new and existing competitors; (D) ability to effectively utilize and increase production capacity; (E) loss of key personnel and inability to source sufficient labor; (F) product performance, reliability and quality issues; (G) project management and installation issues that could result in losses on individual contracts; (H) changes in consumer and customer preference, or architectural trends and building codes; (I) dependence on a relatively small number of customers in certain business segments; (J) revenue and operating results that could differ from market expectations; (K) self-insurance risk related to a material product liability or other event for which the company is liable; (L) dependence on information technology systems and information security threats; (M) cost of compliance with and changes in environmental regulations; (N) commodity price fluctuations, trade policy impacts, and supply availability; and (O) integration of recent acquisitions and management of acquired contracts. The company cautions investors that actual future results could differ materially from those described in the forward-looking statements, and that other factors may in the future prove to be important in affecting the company's results of operations. New factors emerge from time to time and it is not possible for management to predict all such factors, nor can it assess the impact of each factor on the business or the extent to which any factor, or a combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. More information concerning potential factors that could affect future financial results is included in the company's Annual Report on Form 10-K for the fiscal year ended March 2, 2019 and in subsequent filings with the U.S. Securities and Exchange Commission.

Contact

Jeff Huebschen Vice President, Investor Relations & Communications 952.487.7538 ir@apog.com

Apogee Enterprises, Inc. Consolidated Condensed Statements of Income

(Unaudited)

		Thirteen		Thirteen			Twenty-Six		Twenty-Six	
	V	Veeks Ended		Weeks Ended			Weeks Ended		Weeks Ended	
In thousands, except per share amounts	Au	gust 31, 2019	September 1, 2018		% Change	August 31, 2019		Se	eptember 1, 2018	% Change
Net sales	\$	357,058	\$	362,133	(1)%	\$	712,424	\$	698,664	2 %
Cost of sales		270,851		277,667	(2)%		545,250		533,468	2 %
Gross profit		86,207		84,466	2 %		167,174		165,196	1 %
Selling, general and administrative expenses		58,631		55,806	5 %		116,558		114,542	2 %
Operating income		27,576		28,660	(4)%		50,616		50,654	— %
Interest and other expense, net		2,203		1,727	28 %		4,813		3,467	39 %
Earnings before income taxes		25,373		26,933	(6)%		45,803		47,187	(3)%
Income tax expense		6,094		6,420	(5)%		11,081		11,300	(2)%
Net earnings	\$	19,279	\$	20,513	(6)%	\$	34,722	\$	35,887	(3)%
Earnings per share - basic	\$	0.73	\$	0.73	—%	\$	1.31	\$	1.28	2 %
Average common shares outstanding		26,413		28,128	(6)%		26,505		28,127	(6)%
Earnings per share - diluted	\$	0.72	\$	0.72	— %	\$	1.30	\$	1.26	3 %
Average common and common equivalent shares outstanding		26,736		28,379	(6)%		26,789		28,377	(6)%
Cash dividends per common share	\$	0.1750	\$	0.1575	11 %	\$	0.3500	\$	0.3150	11 %

Business Segment Information

(Unaudited)

			(Olluddited)						
		Thirteen		Thirteen			Twenty-Six		Twenty-Six	
	V	Veeks Ended		Weeks Ended		Weeks Ended		Weeks Ended		
In thousands	Au	August 31, 2019		eptember 1, 2018	% Change	August 31, 2019		September 1, 2018		% Change
Sales										
Architectural Framing Systems	\$	187,394	\$	189,850	(1)%	\$	367,916	\$	368,887	—%
Architectural Glass		99,138		88,084	13 %		199,429		165,009	21 %
Architectural Services		61,597		76,496	(19)%		126,744		147,223	(14)%
Large-Scale Optical		20,785		20,383	2 %		42,045		41,145	2 %
Eliminations		(11,856)		(12,680)	(6)%		(23,710)		(23,600)	—%
Total	\$	357,058	\$	362,133	(1)%	\$ 712,424		\$	698,664	2 %
Operating income (loss)										
Architectural Framing Systems	\$	15,523	\$	18,312	(15)%	\$	27,796	\$	30,650	(9)%
Architectural Glass		6,460		1,739	271 %		12,859		3,317	288 %
Architectural Services		3,976		7,621	(48)%		8,549		12,775	(33)%
Large-Scale Optical		4,630		4,236	9 %		8,807		9,218	(4)%
Corporate and other		(3,013)		(3,248)	(7)%		(7,395)		(5,306)	39 %
Total	\$	27,576	\$	28,660	(4)%	\$	50,616	\$	50,654	— %

Apogee Enterprises, Inc. Consolidated Condensed Balance Sheets

(Unaudited)

In thousands		August 31, 2019		March 2, 2019
Assets				
Current assets	\$	391,334	\$	371,898
Net property, plant and equipment		319,234		315,823
Other assets		428,258		380,447
Total assets	\$	1,138,826	\$	1,068,168
Liabilities and shareholders' equity	_			
Current liabilities	\$	215,862	\$	227,512
Current debt		155,400		_
Long-term debt		117,385		245,724
Other liabilities		147,098		98,615
Shareholders' equity		503,081		496,317
Total liabilities and shareholders' equity	\$	1,138,826	\$	1,068,168

Consolidated Condensed Statement of Cash Flows

(Unaudited)

· · · · · ·				
	T	wenty-Six	Т	Wenty-Six
	W	eeks Ended	W	eeks Ended
In thousands	Aug	gust 31, 2019	Sept	ember 1, 2018
Net earnings	\$	34,722	\$	35,887
Depreciation and amortization		22,759		26,457
Other, net		16,964		13,735
Changes in operating assets and liabilities		(56,643)		(28,150)
Net cash provided by operating activities		17,802		47,929
Capital expenditures		(22,559)		(24,241)
Net purchases of marketable securities		_		(4,123)
Other, net		(451)		(1,435)
Net cash used by investing activities		(23,010)		(29,799)
Borrowings on line of credit, net		27,000		8,500
Repurchase and retirement of common stock		(20,010)		_
Dividends paid		(9,203)		(8,823)
Other, net		(2,493)		(935)
Net cash used by financing activities		(4,706)		(1,258)
(Decrease) increase in cash and cash equivalents		(9,914)		16,872
Effect of exchange rates on cash		118		(266)
Cash, cash equivalents and restricted cash at beginning of year		29,241		19,359
Cash, cash equivalents and restricted cash at end of period	\$	19,445	\$	35,965

Apogee Enterprises, Inc. Reconciliation of Non-GAAP Financial Measures

(Unaudited)

Adjusted Net Earnings and Adjusted Earnings per Diluted Common Share

Twenty-Six	
Weeks Ended	
September 1, 2018	
35,887	
3,938	
(1,013)	
(708)	
38,104	
38,104	
38,104 Twenty-Six	
<u> </u>	
Twenty-Six	
Twenty-Six Weeks Ended	
Twenty-Six Weeks Ended eptember 1, 2018	
Twenty-Six Weeks Ended eptember 1, 2018 1.26	
Twenty-Six Weeks Ended eptember 1, 2018 1.26 0.14	
e	

⁽¹⁾ Adjustment for profits recognized during fiscal 2019 on contracts that were acquired with the purchase of EFCO.

Adjusted Operating Income and Adjusted Operating Margin

Thirteen	Mooke	Ended	August 31.	2010
i nirteen	weeks	ranaea	August 31.	2019

	I	Framing Systems Segment			orporate	Consolidated		
In thousands	(Operating Operating income margin		Op	erating loss	Oper	ating income	Operating margin
Operating income (loss)	\$	15,523	8.3%	\$	(3,013)	\$	27,576	7.7 %

Thirteen Weeks Ended September 1, 2018

	I	Framing System	ns Segment	(Corporate	Consolidated			
In thousands	(Operating income	Operating margin	OI	perating loss	Operating income		Operating margin	
Operating income (loss)	\$	18,312	9.6%	\$	(3,248)	\$	28,660	7.9 %	
Amortization of short-lived acquired intangibles		1,068	0.6		_		1,068	0.3	
Acquired project profits (1)		_	_		(448)		(448)	(0.1)	
Adjusted operating income	\$	19,380	10.2%	\$	(3,696)	\$	29,280	8.1 %	

Twenty-Six Weeks Ended August 31, 2019

		Framing Systems Segment		C	orporate	Consolidated		
In thousands		Operating income	Operating margin	Oper	ating income (loss)	Oper	ating income	Operating margin
Operating income (loss)	\$	27,796	7.6%	\$	(7,395)	\$	50,616	7.1 %

Twenty-Six Weeks Ended September 1, 2018

		Framing Syste	ms Segment		Corporate	Consolidated			
In thousands	Operating income		Operating margin	Operating income (loss)		Оре	rating income	Operating margin	
Operating income (loss)	\$	30,650	8.3%	\$	(5,306)	\$	50,654	7.3 %	
Amortization of short-lived acquired intangibles		3,938	1.1		_		3,938	0.6	
Acquired project profits (1)		_	_		(1,013)		(1,013)	(0.1)	
Adjusted operating income	\$	34,588	9.4%	\$	(6,319)	\$	53,579	7.7 %	

EBITDA and Adjusted EBITDA

	Thirteen Thirteen		Twenty-Six		Twenty-Six					
	Weeks Ended			Weeks Ended	Weeks Ended			Weeks Ended		
In thousands	August 31, 2019			September 1, 2018	August 31, 2019			September 1, 2018		
Net earnings	\$	19,279	\$	20,513	\$	34,722	\$	35,887		
Income tax expense		6,094		6,420		11,081		11,300		
Interest and other expense, net		2,203		1,727		4,813		3,467		
Depreciation and amortization		11,657		12,407		22,759		26,457		
EBITDA	\$	39,233	\$	41,067	\$	73,375	\$	77,111		
Acquired project profits (1)		_		(448)		_		(1,013)		
Adjusted EBITDA	\$	39,233	\$	40,619	\$	73,375	\$	76,098		

⁽¹⁾ Adjustment for profits recognized during fiscal 2019 on contracts that were acquired with the purchase of EFCO.