# UNITED STATES <br> 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): July 31, 2007

## WATTS WATER TECHNOLOGIES, INC.

(Exact Name of Registrant as Specified in its Charter)

(978) 688-1811
(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 (see General Instruction A.2. below):
|_| 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))

## Item 2.02. Results of Operations and Financial Condition.

On July 31, 2007, Watts Water Technologies, Inc. announced its financial results for the fiscal quarter ended July 1, 2007. The full text of the press release issued in connection with the announcement is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Form 8-K and the Exhibits attached hereto 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 a filing.

## Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

The Exhibit Index attached to this Current Report is incorporated herein by reference.

## SIGNATURE

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.


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WATTS WATER TECHNOLOGIES, INC.
By: /s/ William C. McCartney
    William C. McCartney
    Chief Financial Officer
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## EXHIBIT INDEX

Exhibit No. Description
99.1

Press release dated July 31, 2007

## Exhibit 99.1

FOR IMMEDIATE RELEASE Contact: William C. McCartney --------------------- Chief Financial Officer
Telephone: (978) 688-1811 Fax: (978) 688-2976

## WATTS WATER TECHNOLOGIES REPORTS SECOND QUARTER 2007 RESULTS

North Andover, MA...July 31, 2007. Watts Water Technologies, Inc. (NYSE:
WTS) today announced results for the second quarter ended July 1, 2007. Sales were $\$ 350,422,000$, an increase of $\$ 50,247,000$, or $17 \%$, compared to the second quarter of 2006 . Net income for the second quarter of 2007 was $\$ 17,774,000$, or $\$ 0.46$ per share, compared to net income of $\$ 22,446,000$, or $\$ 0.68$ per share for the second quarter of 2006. Income from continuing operations for the second quarter of 2007 decreased by $\$ 4,850,000$, or $22 \%$, to $\$ 17,693,000$, or $\$ 0.45$ per share, compared to income from continuing operations for the second quarter of 2006 of $\$ 22,543,000$, or $\$ 0.68$ per share.

Sales for the first six months of 2007 were $\$ 696,514,000$, an increase of $\$ 121,389,000$, or $21 \%$, compared to the comparable period of 2006 . Net income for the first six months of 2007 was $\$ 37,766,000$, or $\$ 0.97$ per share, compared to net income of $\$ 37,409,000$, or $\$ 1.13$ per share for the comparable period of 2006. Income from continuing operations for the first six months of 2007 increased by $\$ 110,000$ to $\$ 37,740,000$, or $\$ 0.97$ per share, compared to income from continuing operations for the comparable period of 2006 of $\$ 37,630,000$, or $\$ 1.14$ per share.

Income from continuing operations and net income for the second quarter and first six months of 2006 included approximately $\$ 4,100,000$, or $\$ 0.12$ per share, related to a gain on the sale of a building in Italy.

In November 2006, the Company completed a public offering of 5,750,000 shares of Class A common stock and received net proceeds of approximately $\$ 219,000,000$. The net proceeds are currently being invested in short-term securities, which provided approximately $\$ 1,900,000$ and $\$ 3,700,000$ in after-tax income in the second quarter and first six months of 2007, respectively. The issuance of an additional 5,750,000 shares had a dilutive impact on earnings per share of $\$ 0.02$ per share and $\$ 0.06$ per share in the second quarter and first six months of 2007, respectively, after considering the interest income from the net proceeds.

Operating income for the second quarter of 2007 decreased by $\$ 8,244,000$ to $\$ 30,316,000$, as compared to $\$ 38,560,000$ for the second quarter of 2006. Operating income in the second quarter of 2006 included a gain on the sale of a building in Italy of $\$ 6,500,000$ while operating income in the second quarter of 2007 included a net charge of approximately $\$ 2,945,000$ related to an increase in the Company's workers compensation reserve primarily due to a change in estimate. The Company continues to experience profit pressures due to increased raw material costs, which were partially offset by a favorable sales mix derived from the North American wholesale market.

Patrick S. O'Keefe, Chief Executive Officer, commented, "Our sales increase for the second quarter of 2007 was achieved through internal growth of $\$ 26,583,000$, or $9 \%$, contributions from acquired companies of $\$ 16,590,000$, or $6 \%$, and favorable changes in foreign exchange rates of $\$ 7,074,000$, or $2 \%$. Acquired growth was primarily attributable to the 2006 acquisitions of ATS Expansion Group, Black Teknigas, Limited, Changsha Valve Works, Kim Olofsson Safe Corporation AB and Calflex Manufacturing, Inc."
"Sales in our North American segment increased for the second quarter of 2007 by $\$ 16,203,000$, or $8 \%$, to $\$ 224,452,000$ compared to $\$ 208,249,000$ for the second quarter of 2006 . This increase was achieved primarily through internal sales growth of $\$ 14,851,000$, or $7 \%$, and the inclusion of acquired company sales of $\$ 1,091,000$, or $1 \%$."
"Internal sales growth in the North American wholesale market increased $11 \%$ over the second quarter of 2006. This increase was primarily due to price increases and unit growth in our commercial markets. Sales into the North American home improvement retail market were down $7 \%$ for the second quarter of 2007 compared to the second quarter of 2006. This decrease was primarily due to decreased unit sales of our residential brass and tubular products partially offset by price increases."
"We derived $31 \%$ of our total sales for the second quarter of 2007 from our European segment. European sales increased $\$ 24,365,000$, or $29 \%$, to $\$ 108,222,000$ compared to $\$ 83,857,000$ for the second quarter of 2006 . This increase was achieved through the inclusion of acquired company sales totaling $\$ 13,173,000$, or $16 \%$, favorable foreign exchange movement associated with the strengthening of the euro versus the US dollar of $\$ 6,195,000$, or $7 \%$, and internal growth of $\$ 4,997,000$, or $6 \%$. Internal sales growth in the OEM market, especially in our underfloor radiant heating and solar product lines, continued to be particularly strong in the second quarter."
"China segment sales in the second quarter of 2007 increased $\$ 9,679,000$ or $120 \%$, to $\$ 17,748,000$ compared to the second quarter of 2006. This increase was achieved through internal growth of $\$ 6,735,000$, or $83 \%$, acquired company sales totaling $\$ 2,326,000$, or $29 \%$, and favorable foreign exchange rates associated with the Chinese yuan strengthening against the U.S. dollar of $\$ 618,000$, or $8 \%$. The increase in internal growth is due to increased domestic shipments of approximately $\$ 3,484,000$ and the elimination of the one month reporting lag in two of our Chinese entities, which amounted to approximately $\$ 3,251,000 . "$

Watts Water Technologies, Inc. will hold a live web cast of its conference call to discuss second quarter results for 2007 on Tuesday, July 31, 2007, at 5:00 p.m. Eastern Time. This press release and the live web cast can be accessed
by visiting the Investor Relations section of the Company's website at www.wattswater.com. Following the web cast, an archived version of the call will be available at the same address until July 31, 2008.

Watts Water Technologies, Inc. is a world leader in the manufacture of innovative products to control the efficiency, safety, and quality of water within residential, commercial, and institutional applications. Its expertise in a wide variety of water technologies enables it to be a comprehensive supplier to the water industry.

This Press Release includes statements that are not historical facts and are considered forward-looking within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements reflect Watts Water Technologies' current views about future results of operations and other forward-looking information. In some cases you can identify these statements by forward-looking words such as "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "should," "will" and "would" or similar words. You should not rely on forward-looking statements because Watts' actual results may differ materially from those indicated by these forward-looking statements as a result of a number of important factors. These factors include, but are not limited to, the following: shortages in and pricing of raw materials and supplies, including recent price increases by suppliers of raw materials and the Company's ability to pass these costs on to customers, loss of market share through competition, introduction of competing products by other companies, pressure on prices from competitors, suppliers, and/or customers, changes in variable interest rates on Company borrowings, identification and disclosure of material weaknesses in our internal control over financial reporting, failure to expand our markets through acquisitions, failure or delay in developing new products, lack of acceptance of new products, failure to manufacture products that meet required performance and safety standards, foreign exchange rate fluctuations, cyclicality of industries, such as plumbing and heating wholesalers and home improvement retailers, in which the Company markets certain of its products, economic factors, such as the levels of housing starts and remodeling, affecting the markets where the Company's products are sold, manufactured, or marketed, environmental compliance costs, product liability risks, the results and timing of the Company's manufacturing restructuring plan, changes in the status of current litigation, including the James Jones case, and other risks and uncertainties discussed under the heading "Item 1A. Risk Factors" in the Watts Water Technologies, Inc. Annual Report on Form 10-K for the year ended December 31, 2006 filed with the Securities Exchange Commission and other reports Watts files from time to time with the Securities and Exchange Commission. Watts does not intend to, and undertakes no duty to, update the information contained in this Press Release.

# WATTS WATER TECHNOLOGIES, INC. AND SUBSIDIARIES 

 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS(Amounts in thousands, except per share information)
(Unaudited)


DILUTED EARNINGS PER SHARE


39,005
33,015


# WATTS WATER TECHNOLOGIES, INC. AND SUBSIDIARIES 

 CONSOLIDATED BALANCE SHEETS(Amounts in thousands, except share information)

## (Unaudited)

|  | $\begin{aligned} & \text { July 1, } \\ & 2007 \end{aligned}$ |  | $\begin{gathered} \text { December } 31, \\ 2006 \end{gathered}$ |  |
| :---: | :---: | :---: | :---: | :---: |
| ASSETS |  |  |  |  |
| CURRENT ASSETS: |  |  |  |  |
| Cash and cash equivalents | \$ | 327,437 | \$ | 342,979 |
| Investment securities |  | 19,250 |  | 11,825 |
| Trade accounts receivable, less allowance for doubtful accounts of $\$ 13,968$ at July 1, 2007 and $\$ 10,543$ at December 31, $2006 \ldots . .$. |  | 257,432 |  | 228,502 |
| Inventories, net: |  |  |  |  |
| Raw materials |  | 116,238 |  | 103,587 |
| Work in process |  | 46,195 |  | 39,593 |
| Finished goods |  | 188,868 |  | 173,236 |
| Total Inventories |  | 351,301 |  | 316,416 |
| Prepaid expenses and other assets |  | 21,403 |  | 15,842 |
| Deferred income taxes |  | 35,259 |  | 26,739 |
| Assets of discontinued operations |  | 10,534 |  | 10,079 |
| Total Current Assets |  | 022,616 |  | 952,382 |
| PROPERTY, PLANT AND EQUIPMENT: |  |  |  |  |
| Property, plant and equipment, at cost |  | 408,522 |  | 391,923 |
| Accumulated depreciation ... |  | $(200,661)$ |  | $(185,763)$ |
| Property, plant and equipment, net |  | 207,861 |  | 206,160 |
| OTHER ASSETS: |  |  |  |  |
| Goodwill |  | 362,055 |  | 356,090 |
| Other, net |  | 140,278 |  | 146,218 |
| TOTAL ASSETS |  | 732,810 |  | ,660,850 |
| LIABILITIES AND STOCKHOLDERS' EQUITY |  |  |  |  |
| CURRENT LIABILITIES: |  |  |  |  |
| Accounts payable | \$ | 132,870 | \$ | 120,954 |
| Accrued expenses and other liabilities |  | 93,972 |  | 100,437 |
| Accrued compensation and benefits |  | 36,866 |  | 42,593 |
| Current portion of long-term debt |  | 12,734 |  | 7,522 |
| Liabilities of discontinued operations |  | 27,483 |  | 27,852 |
| Total Current Liabilities |  | 303,925 |  | 299,358 |
| LONG-TERM DEBT, NET OF CURRENT PORTION |  | 454,932 |  | 441,697 |
| DEFERRED INCOME TAXES |  | 39,294 |  | 34,585 |
| OTHER NONCURRENT LIABILITIES |  | 53,563 |  | 52,686 |
| MINORITY INTEREST |  | 4,989 |  | 5,971 |
| STOCKHOLDERS' EQUITY: |  |  |  |  |
| Preferred Stock, $\$ .10$ par value; 5,000,000 shares authorized; no shares issued or outstanding |  | -- |  | -- |
| Class A Common Stock, $\$ .10$ par value; $80,000,000$ shares authorized; 1 vote per share; issued and outstanding: 31,390,495 shares at July 1, 2007 <br>  |  | 3,139 |  | 3,124 |
| Class B Common Stock, $\$ .10$ par value; $25,000,000$ shares authorized; 10 votes per share; issued and outstanding: 7,293,880 shares at July 1, 2007 and at December 31, 2006 |  | 729 |  | 729 |
| Additional paid-in capital |  | 374,545 |  | 367,795 |
| Retained earnings |  | 458,648 |  | 429,555 |
| Accumulated other comprehensive income . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . |  | 39,046 |  | 25,350 |
| Total Stockholders' Equity |  | 876,107 |  | 826,553 |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$ | 732,810 | \$ | ,660,850 |

# WATTS WATER TECHNOLOGIES, INC. AND SUBSIDIARIES 

 CONSOLIDATED STATEMENTS OF OPERATIONS(Amounts in thousands, except per share information)
(Unaudited)

|  | Second Quarter Ended |  |  |  | Six Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | $\begin{gathered} \text { July 1, } \\ 2007 \end{gathered}$ |  | $\begin{aligned} & \text { July 2, } \\ & 2006 \end{aligned}$ |  | $\begin{aligned} & \text { July 1, } \\ & 2007 \end{aligned}$ |  | $\begin{aligned} & \text { July } 2, \\ & 2006 \end{aligned}$ |
| Net sales |  | 350,422 | \$ | 300,175 | \$ | 696,514 | \$ | 575,125 |
| Cost of goods sold |  | 235,781 |  | 193,492 |  | 467,207 |  | 372,458 |
| GROSS PROFIT |  | 114,641 |  | 106,683 |  | 229,307 |  | 202,667 |
| Selling, general \& administrative expenses |  | 84,055 |  | 73,799 |  | 168,154 |  | 142,850 |
| Restructuring and other charges |  | 270 |  | $(5,676)$ |  | 470 |  | $(5,441)$ |
| OPERATING INCOME |  | 30,316 |  | 38,560 |  | 60,683 |  | 65,258 |
| Other (income) expense: |  |  |  |  |  |  |  |  |
| Interest income |  | $(3,637)$ |  | (891) |  | $(7,249)$ |  | $(1,309)$ |
| Interest expense |  | 6,744 |  | 4,952 |  | 13,051 |  | 9,144 |
| Minority interest |  | (832) |  | 58 |  | $(1,110)$ |  | 142 |
| Other |  | 356 |  | (662) |  | 1,077 |  | (896) |
|  |  | 2,631 |  | 3,457 |  | 5,769 |  | 7,081 |
| INCOME FROM CONTINUING OPERATIONS BEFORE INCOME TAXES |  | 27,685 |  | 35,103 |  | 54,914 |  | 58,177 |
| Provision for income taxes |  | 9,992 |  | 12,560 |  | 17,174 |  | 20,547 |
| INCOME FROM CONTINUING OPERATIONS |  | 17,693 |  | 22,543 |  | 37,740 |  | 37,630 |
| Income (loss) from discontinued operations, net of taxes |  | 81 |  | (97) |  | 26 |  | (221) |
| NET INCOME | \$ | 17,774 | \$ | 22,446 | \$ | 37,766 | \$ | 37,409 |
| BASIC EPS |  |  |  |  |  |  |  |  |
| Income (loss) per share: |  |  |  |  |  |  |  |  |
| Continuing operations | \$ | 0.46 | \$ | 0.69 | \$ | 0.98 | \$ | 1.15 |
| Discontinued operations | \$ | -- |  | -- |  | -- |  | -- |
| NET INCOME | \$ | 0.46 | \$ | 0.69 | \$ | 0.98 | \$ | 1.15 |
| Weighted average number of shares |  | 38,659 |  | 32,654 |  | 38,615 |  | 32,623 |
| DILUTED EPS |  |  |  |  |  |  |  |  |
| Income (loss) per share: |  |  |  |  |  |  |  |  |
| Continuing operations | \$ | 0.45 | \$ | 0.68 | \$ | 0.97 | \$ | 1.14 |
| Discontinued operations |  | -- |  | -- |  | -- |  | (0.01) |
| NET INCOME | \$ | 0.46 | \$ | 0.68 | \$ | 0.97 | \$ | 1.13 |
| Weighted average number of shares |  | 39,027 |  | 33,038 |  | 39,005 |  | 33,015 |
| Dividends per share | \$ | 0.10 | \$ | 0.09 | \$ | 0.20 | \$ | 0.18 |

# WATTS WATER TECHNOLOGIES, INC. AND SUBSIDIARIES 

SEGMENT INFORMATION
(Amounts in thousands)
(Unaudited)

|  | Net Sales |  |  |  | Six Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Second Quarter Ended |  |  |  |  |  |  |  |
|  |  | $\begin{gathered} \text { July 1, } \\ 2007 \end{gathered}$ |  | $\begin{aligned} & \text { July } 2, \\ & 2006 \end{aligned}$ | July 1, 2007 |  | $\begin{aligned} & \text { July } 2, \\ & 2006 \end{aligned}$ |  |
| North America |  | \$ 224,452 |  | 208,249 |  | 442,777 |  | 404,815 |
| Europe |  | 108,222 |  | 83,857 |  | 223,767 | 156,116 |  |
| China |  | 17,748 |  | 8,069 | 29,970 |  | 14,194 |  |
| Total | \$ 350,422 |  | \$ 300,175 |  | \$ 696,514 |  | \$ 575,125 |  |
|  | Operating Income |  |  |  |  |  |  |  |
|  | Second Quarter Ended |  |  |  | Six Months Ended |  |  |  |
|  | $\begin{gathered} \text { July 1, } \\ 2007 \end{gathered}$ |  | July 2, |  | $\begin{gathered} \text { July 1, } \\ 2007 \end{gathered}$ |  | $\begin{aligned} & \text { July 2, } \\ & 2006 \end{aligned}$ |  |
| North America | \$ | \$ 20,216 | \$ | 25,959 | \$ | 41,415 | \$ | 48,527 |
| Europe |  | 12,833 | 15,608 |  | 27,243 |  | 25,178 |  |
| China |  | 4,015 | 2,397 |  | $\begin{gathered} 6,064 \\ (14,039) \end{gathered}$ |  | $\begin{gathered} 3,412 \\ (11,859) \end{gathered}$ |  |
| Corporate |  | $(6,748)$ |  | $(5,404)$ |  |  |  |  |
| Total | \$ | 30,316 | \$ | 38,560 | \$ | 60,683 | \$ | 65,258 |

