

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

(X) QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 1994

OR

() TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d)
OF THE SECURITIES EXCHANGE ACT OF 1934

for the transition period from _____ to _____

For Quarter Ended	Commission File Number
March 31, 1994	1-7845
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LEGGETT & PLATT, INCORPORATED
(Exact name of registrant as specified in its charter)

Missouri	44-0324630
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

No. 1 Leggett Road	64836
Carthage, Missouri	-----
-----	-----
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code (417) 358-8131

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities and Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Common stock outstanding as of May 2, 1994: 40,776,088

PART I. FINANCIAL INFORMATION
LEGGETT & PLATT, INCORPORATED AND SUBSIDIARIES
ITEM I. FINANCIAL STATEMENTS
CONSOLIDATED CONDENSED BALANCE SHEETS
(Unaudited)

(Amounts in millions, except share and per share data)	March 31, 1994	December 31, 1993
	-----	-----
CURRENT ASSETS		
Cash and cash equivalents	\$.8	\$.4
Accounts and notes receivable	242.2	211.9
Allowance for doubtful accounts	(8.5)	(7.2)
Inventories	210.5	209.1
Other current assets	23.5	21.4
	-----	-----
	468.5	435.6
PROPERTY, PLANT & EQUIPMENT, NET	316.0	313.1
OTHER ASSETS		
Goodwill, net	91.9	93.0
Other intangibles, net	24.5	25.7

Sundry	34.3	34.5
TOTAL ASSETS	<u>\$ 935.2</u>	<u>\$ 901.9</u>
CURRENT LIABILITIES		
Accounts and notes payable	\$ 83.3	\$ 74.1
Accrued expenses	79.1	66.9
Other current liabilities	21.0	25.2
	<u>183.4</u>	<u>166.2</u>
LONG-TERM DEBT	154.5	165.8
OTHER LIABILITIES	11.8	11.1
DEFERRED INCOME TAXES	43.7	43.2
SHAREHOLDERS' EQUITY		
Common stock - authorized, 300,000,000 shares of \$.01 par value; issued 40,765,665 and 40,325,961 shares in 1994 and 1993, respectively	.4	.4
Additional contributed capital	125.9	117.3
Retained earnings	420.9	401.0
Cumulative translation adjustment	(5.1)	(2.8)
Treasury stock (6,821 and 7,578 shares in 1994 and 1993, respectively)	(.3)	(.3)
	<u>541.8</u>	<u>515.6</u>
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	<u>\$ 935.2</u>	<u>\$ 901.9</u>

Items excluded are either not applicable or de minimis in amount and, therefore, are not shown separately.

See accompanying notes to consolidated condensed financial statements.

LEGGETT & PLATT, INCORPORATED AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF EARNINGS
(Unaudited)

(Amounts in millions, except per share data)

	Three Months Ended March 31,	
	1994	1993
Net sales	\$ 434.6	\$ 363.0
Cost of goods sold	336.0	280.5
Gross profit	----- 98.6	----- 82.5
Selling, distribution and administrative expenses	52.7	46.0
Interest expense	1.9	3.0
Other deductions, net	1.2	1.4
Earnings before income taxes	----- 42.8	----- 32.1
Income taxes	16.8	12.5
NET EARNINGS	----- \$ 26.0 =====	----- \$ 19.6 =====
Earnings Per Share (Exhibit 11)	\$.63	\$.48
Cash Dividends Declared Per Share	\$.15	\$.13
Average Shares Outstanding	41.4	40.9

See accompanying notes to consolidated condensed financial statements.

LEGGETT & PLATT, INCORPORATED AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS
(Unaudited)

(Amounts in millions)

	Three Months Ended March 31,	
	----- 1994 -----	----- 1993 -----
OPERATING ACTIVITIES		
Net earnings	\$ 26.0	\$ 19.6
Adjustments to reconcile net earnings to net cash provided by operating activities		
Depreciation and amortization	12.9	10.4
LIFO expense	1.4	.5
Deferred income taxes	(.1)	(3.8)
Pension income from defined benefit plans	(.4)	(.5)
Loss on sale of operating assets	.5	.5
Other	.6	1.3
Other changes, net of effects from acquisitions of companies		
Increase in accounts receivable, net	(29.3)	(20.1)
(Increase) Decrease in inventories at FIFO cost	(2.8)	7.5
Increase in other current assets	(2.9)	(2.8)
Increase in accounts payable, accrued expenses and other current liabilities	27.8	20.2
	-----	-----
NET CASH PROVIDED BY OPERATING ACTIVITIES	33.7	32.8
INVESTING ACTIVITIES		
Additions to property, plant and equipment	(13.9)	(8.1)
Proceeds from sales of property, plant and equipment	.4	.4
Acquisitions of companies, net of cash acquired	-	(10.3)
(Increase) Decrease in other assets	(.2)	.8
	-----	-----
NET CASH USED FOR INVESTING ACTIVITIES	(13.7)	(17.2)
FINANCING ACTIVITIES		
Additions to debt	.1	1.0
Payments on debt	(12.9)	(16.0)
Dividends paid	(6.1)	(5.0)
Net sales of common stock	.2	.4
Other	(.9)	1.3
	-----	-----
NET CASH USED FOR FINANCING ACTIVITIES	(19.6)	(18.3)
	-----	-----
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	.4	(2.7)
CASH AND CASH EQUIVALENTS--January 1,	.4	5.2
	-----	-----
CASH AND CASH EQUIVALENTS--March 31,	\$.8	\$ 2.5
	=====	=====
Interest paid (net of amounts capitalized)	\$ 3.5	\$ 4.8
Income taxes (refunded) paid	\$ (.3)	\$ 8.0

See accompanying notes to consolidated condensed financial statements.

LEGGETT & PLATT, INCORPORATED AND SUBSIDIARIES
NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS
(Unaudited)

(Amounts in millions, except share and per share data)

1. STATEMENT

In the opinion of management, the accompanying consolidated condensed financial statements contain all adjustments necessary for a fair statement of results of operations and financial position of Leggett & Platt, Incorporated and Consolidated Subsidiaries (the "Company"). The consolidated condensed financial statements include accounts of the Company and its majority-owned subsidiaries. As discussed in the Company's 1993 Annual Report on Form 10-K, previously issued financial statements have been restated to reflect pooling of interests acquisitions.

2. INVENTORIES

Inventories (principally LIFO method) comprised the following:

	March 31, 1994	December 31, 1993
	-----	-----
Finished goods	\$ 113.3	\$ 113.3
Work in process	25.6	23.8
Raw materials	83.1	82.2
	-----	-----
	222.0	219.3
Less LIFO Reserve	11.5	10.2
	-----	-----
	\$ 210.5	\$ 209.1
	=====	=====

3. PROPERTY, PLANT & EQUIPMENT

Property, plant and equipment comprised the following:

	March 31, 1994	December 31, 1993
	-----	-----
Property, plant and equipment, at cost	\$ 583.7	\$ 571.2
Less accumulated depreciation	267.7	258.1
	-----	-----
	\$ 316.0	\$ 313.1
	=====	=====

4. GOODWILL AND OTHER INTANGIBLES

Goodwill comprised the following:

	March 31, 1994	December 31, 1993
	-----	-----
Goodwill, at cost	\$ 104.0	\$ 104.4
Less accumulated amortization	12.1	11.4
	-----	-----
	\$ 91.9	\$ 93.0
	=====	=====

LEGGETT & PLATT, INCORPORATED AND SUBSIDIARIES
NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS (continued)
(Unaudited)

4. GOODWILL AND OTHER INTANGIBLES (continued)

Other Intangibles comprised the following:

	March 31, 1994	December 31, 1993
	-----	-----
Other Intangibles, at cost	\$ 35.6	\$ 37.0
Less accumulated amortization	11.1	11.3
	-----	-----
	\$ 24.5	\$ 25.7
	=====	=====

5. LOAN AGREEMENTS

In connection with various notes payable, the related loan agreements, among other restrictions, limit the amount of additional debt, require working capital to be maintained at specified amounts, and restrict payment of dividends. Unrestricted retained earnings available for dividends at March 31, 1994 were approximately \$153.9.

Item 2. Management's Discussion and Analysis and Analysis of Financial Condition and Results of Operations

The Company's previously issued financial statements have been restated to reflect pooling of interests acquisitions completed in 1993. Therefore, the following discussion and analysis reflects the Company's capital resources and liquidity and results of operations as restated for these acquisitions.

Capital Resources and Liquidity

The Company's employment of debt and equity capital at March 31, 1994 and December 31, 1993 is shown in millions of dollars in the table below.

	March 31, 1994	December 31, 1993
	-----	-----
Long-term debt outstanding:		
Scheduled maturities	\$ 114.8	\$ 122.3
Revolving credit	39.7	43.5
	-----	-----
Total long-term debt	154.5	165.8
Shareholders' equity	541.8	515.6
Unused committed credit	120.3	116.5
Cash and cash equivalents	.8	.4

Capital investments to modernize and expand capacity internally were \$13.5 million, net of proceeds from sales of property, plant and equipment in the first quarter of 1994. In addition, long-term debt outstanding was reduced by \$11.3 million during the quarter. Debt with scheduled maturities was reduced by \$7.5 million and revolving bank debt was reduced by \$3.8 million.

Working capital at March 31, 1994 was \$285.1 million, up from \$269.4 million at the end of 1993. Total current assets increased \$32.9 million, due primarily to an increase in accounts and notes receivable. This increase primarily reflected higher first quarter sales. Total current liabilities increased \$17.2 million, which also primarily reflected higher sales and production volumes. There was no short-term debt outstanding at quarter-end or year-end.

Results of Operations

The Company had record first quarter earnings of \$.63 per share in 1994. Sales for the quarter were a record \$434.6 million. Compared with the first quarter of 1993, earnings per share increased 31% on a 20% increase in sales. This marked the ninth consecutive quarter the Company achieved year-to-year new highs in earnings per share and sales.

Economic conditions continued to improve during this year's first quarter. However, overall business activity was adversely affected early in 1994 by severe winter weather and the California earthquake. In some parts of the country, businesses were closed or operated with shortened hours for several days. Despite these temporary adversities, consumer demand for durable goods, including furniture and bedding, generally improved. The Company's sales growth reflected these economic conditions, plus a continuing benefit from acquisitions. Excluding acquisitions accounted for as purchases, first quarter sales increased 9% over the same period a year earlier. This increase reflected higher unit volumes and modestly higher prices on some products that were implemented in the second and third quarters of 1993.

The Company's growth in earnings exceeded sales growth in all of the last nine quarters, as year-to-year comparisons of net profit margins remained favorable. In 1994, the net profit margin was 6.0% of first quarter sales. This compares with 5.4% in the same quarter of 1993 and 5.6% for the full year.

The following table shows various measures of earnings, as a percentage of sales, for the first quarter in both of the last two years. It also shows the Company's effective income tax rate in both quarters.

	Quarter Ended March 31,	
	1994	1993
Gross profit margin	22.7%	22.7%
Pre-tax profit margin	9.8	8.8
Net profit margin	6.0	5.4
Effective income tax rate	39.3	38.9

As shown above, the Company's gross profit margin was unchanged from the first quarter of 1993. All of the cost increases for raw materials experienced in 1993 have not been passed on by the Company in its selling prices. Therefore, as anticipated, gross profit margins in affected product lines continue to reflect some cost/price pressure. LIFO expense, which is an indicator of inflation in cost of goods sold, reduced the Company's gross profit margin by 0.3% in the first quarter of 1994. In 1993, LIFO expense reduced gross profit margins by 0.1% in the first quarter and 0.2% for the full year.

The increase in the Company's pre-tax profit margin primarily reflected improved operating expense ratios. Administrative, selling and distribution expenses were kept under tight control and declined as a percentage of first quarter sales. In addition, interest expense and other deductions (net of other income) decreased as a percentage of sales.

These favorable factors were partially offset by a somewhat higher effective income tax rate in 1994. The higher tax rate primarily reflected the increase in corporate federal income tax rates in the third quarter of 1993.

PART II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

(A) Exhibit 11 - Computations of Earnings Per Share

(B) No reports on Form 8-K have been filed during the quarter for which this report is filed.

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.

LEGGETT & PLATT, INCORPORATED

DATE: May 12, 1994

By: /s/HARRY M. CORNELL, JR.

Harry M. Cornell, Jr.
Chairman of the Board
and Chief Executive Officer

DATE: May 12, 1994

By: /s/MICHAEL A. GLAUBER

Michael A. Glauber
Senior Vice President,
Finance and Administration

EXHIBIT INDEX

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11 Computations of Earnings Per Share	----- 12

	Three Months Ended March 31,	
	----- 1994 -----	----- 1993 -----
(Amounts in millions, except per share data)		
EARNINGS PER SHARE		
Weighted average number of common shares outstanding	40.7	39.9
Dilution from outstanding stock options-computed using the "treasury stock" method7	.7
Dilution from shares issuable under contingent earnout agreement	-	.3
	-----	-----
Weighted average number of common shares outstanding as adjusted	41.4	40.9
	=====	=====
Net Earnings	\$ 26.0	\$ 19.6
	=====	=====
Earnings Per Share	\$.63	\$.48
	=====	=====

NOTE: Previously reported amounts have been restated to reflect acquisitions accounted for as poolings of interests, as discussed in Note 1 to the Consolidated Condensed Financial Statements.