

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): August 29, 2019

REX AMERICAN RESOURCES CORPORATION  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-09097  
(Commission File No.)

31-1095548  
(IRS Employer Identification No.)

7720 Paragon Road Dayton, Ohio  
(Address of principal executive offices)

45459  
(Zip Code)

Registrant's telephone number, including area code: (937) 276-3931

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 Act:

<b>Title of each class</b>	<b>Trading symbol</b>	<b>Name of each exchange on which registered</b>
Commons stock, \$0.01 par value	REX	New York Stock Exchange

Indicate by check mark whether the registrant 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.

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Item 2.02. Results of Operations and Financial Condition

On August 29, 2019, REX American Resources Corporation issued a press release announcing financial results for the three month period ended July 31, 2019. The press release is furnished as Exhibit 99 to this report.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits. The following exhibits are furnished with this report:

99 [Press Release dated August 29, 2019](#)

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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.

REX AMERICAN RESOURCES CORPORATION

Date: August 29, 2019

By: /s/ DOUGLAS L. BRUGGEMAN

Name: Douglas L. Bruggeman  
Title: Vice President - Finance,  
Chief Financial Officer  
and Treasurer

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NEWS ANNOUNCEMENT

For Immediate Release

**REX AMERICAN RESOURCES REPORTS  
SECOND QUARTER DILUTED EPS OF \$0.36**

Dayton, Ohio, (August 29, 2019) -- REX American Resources Corporation (NYSE: REX) ("REX" or "the Company") today reported financial results for its fiscal 2019 second quarter ("Q2 '19") ended July 31, 2019. REX management will host a conference call and webcast today at 11:00 a.m. ET.

<b>Conference Call:</b>	212/231-2930
<b>Webcast / Replay URL:</b>	<a href="http://www.rexamerican.com/Corp/Page4.aspx">www.rexamerican.com/Corp/Page4.aspx</a>
	The webcast will be available for replay for 30 days.

REX American Resources' Q2 '19 results principally reflect its interests in six ethanol production facilities and its refined coal operation. The One Earth Energy, LLC ("One Earth") and NuGen Energy, LLC ("NuGen") ethanol production facilities are consolidated, as is the refined coal entity, while those of its four other ethanol plants are reported as equity in income of unconsolidated ethanol affiliates. The Company reports results for its two business segments as ethanol and by-products, and refined coal.

REX's Q2 '19 net sales and revenue were \$105.9 million compared with \$128.8 million in Q2 '18. While ethanol and corn oil pricing remained stable on a year-to-year basis, lower Q2 '19 ethanol production and lower distiller grain pricing led to the decline in year-over-year net sales and revenue. Primarily reflecting these factors and higher corn prices, the Company's Q2'19 gross profit for its ethanol and by-products segment was \$6.2 million, compared with \$13.7 million in Q2 '18. As a result, the ethanol and by-products segment income before income taxes was \$3.1 million in Q2 '19, compared to \$10.1 million in Q2 '18. The Company's refined coal operation incurred a \$2.2 million gross loss and a \$2.0 million loss before income taxes in Q2 '19, compared to a \$4.3 million gross loss and a loss before income taxes of \$4.8 million in Q2 '18. REX reported Q2 '19 income before income taxes and non-controlling interests of \$0.7 million, compared with \$4.9 million in the comparable year ago period. While the refined coal operation negatively impacted gross profit and income before income taxes, it contributed a tax benefit of \$3.2 million and \$7.6 million for Q2 '19 and Q2 '18, respectively. The year-over-year decline in the refined coal gross loss, loss before taxes and the lower year-over-year tax benefits are related to lower production levels.

Net income attributable to REX shareholders in Q2 '19 was \$2.3 million, compared to \$9.2 million in Q2 '18. Q2 '19 basic and diluted net income per share attributable to REX common shareholders was \$0.36, compared to \$1.43 per share in Q2 '18. Per share results in Q2 '19 and Q2 '18 are based on 6,318,000 and 6,466,000 diluted weighted average shares outstanding, respectively.

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## Segment Income Statement Data:

(\$ in thousands)	Three Months Ended July 31,		Six Months Ended July 31,	
	2019	2018	2019	2018
<b>Net sales and revenue:</b>				
Ethanol & By-Products <sup>(1)</sup>	\$ 105,770	\$ 128,491	\$ 210,223	\$ 249,171
Refined coal <sup>(2) (3)</sup>	98	266	220	406
<b>Total net sales and revenue</b>	<b>\$ 105,868</b>	<b>\$ 128,757</b>	<b>\$ 210,443</b>	<b>\$ 249,577</b>
<b>Gross profit (loss):</b>				
Ethanol & By-Products <sup>(1)</sup>	\$ 6,169	\$ 13,669	\$ 12,284	\$ 27,215
Refined coal <sup>(2)</sup>	(2,165)	(4,270)	(4,634)	(6,965)
<b>Total gross profit</b>	<b>\$ 4,004</b>	<b>\$ 9,399</b>	<b>\$ 7,650</b>	<b>\$ 20,250</b>
<b>Income (loss) before income taxes:</b>				
Ethanol & By-Products <sup>(1)</sup>	\$ 3,111	\$ 10,077	\$ 6,313	\$ 21,086
Refined coal <sup>(2)</sup>	(2,028)	(4,788)	(4,703)	(7,647)
Corporate and other	(352)	(430)	(712)	(931)
<b>Total income before income taxes</b>	<b>\$ 731</b>	<b>\$ 4,859</b>	<b>\$ 898</b>	<b>\$ 12,508</b>
<b>Benefit (provision) for income taxes:</b>				
Ethanol & By-Products	\$ (619)	\$ (2,029)	\$ (1,105)	\$ (3,449)
Refined coal	3,155	7,597	7,101	11,596
Corporate and other	86	63	174	187
<b>Total benefit for income taxes</b>	<b>\$ 2,622</b>	<b>\$ 5,631</b>	<b>\$ 6,170</b>	<b>\$ 8,334</b>
<b>Segment profit (loss):</b>				
Ethanol & By-Products	\$ 1,305	\$ 6,561	\$ 3,014	\$ 15,150
Refined coal	1,216	3,018	2,602	4,289
Corporate and other	(265)	(362)	(539)	(726)
<b>Net income attributable to REX common shareholders</b>	<b>\$ 2,256</b>	<b>\$ 9,217</b>	<b>\$ 5,077</b>	<b>\$ 18,713</b>

(1) Includes results attributable to non-controlling interests of approximately 25% for One Earth and approximately 1% for NuGen.

(2) Includes results attributable to non-controlling interests of approximately 5%.

(3) Refined coal sales are reported net of the cost of coal.

REX American Resources' Chief Executive Officer, Zafar Rizvi, commented, "Challenging industry conditions persisted in the fiscal 2019 second quarter as we began to be impacted by the rise in corn prices and tightening corn supply related to unfavorable spring planting conditions which led to lower ethanol production. Higher input expenses combined with the decline in DDG pricing and lower ethanol and refined coal production resulted in quarterly earnings per share of \$0.36. The industry continues to face headwinds related to small refinery waivers decreasing the Refined Fuel Standard obligations as well as current crop conditions pacing behind historical trends.

"While conditions in fiscal 2019 to date have been challenging, we remain confident in our disciplined operating approach and the value of ethanol as a worldwide fuel supply. We remain focused on near- and long-term opportunities to enhance shareholder value as we seek to leverage our robust balance sheet, including cash, cash equivalents and short-term investments in excess of \$212 million and working capital of \$237 million."

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**Balance Sheet**

At July 31, 2019, REX had cash and cash equivalents and short-term investments of \$212.2 million, \$59.8 million of which was at the parent company, and \$152.4 million of which was at its consolidated production facilities. This compares with cash and cash equivalents at January 31, 2019, of \$203.5 million, \$54.8 million of which was at the parent company, and \$148.7 million of which was at its consolidated ethanol production facilities.

The following table summarizes select data related to REX's consolidated alternative energy interests:

	Three Months Ended July 31,		Six Months Ended July 31,	
	2019	2018	2019	2018
Average selling price per gallon of ethanol	\$ 1.38	\$ 1.38	\$ 1.32	\$ 1.35
Average selling price per ton of dried distillers grains	\$ 135.46	\$ 148.98	\$ 138.92	\$ 143.28
Average selling price per pound of non-food grade corn oil	\$ 0.25	\$ 0.24	\$ 0.25	\$ 0.24
Average selling price per ton of modified distillers grains	\$ 53.01	\$ 63.72	\$ 60.12	\$ 67.81
Average cost per bushel of grain	\$ 3.80	\$ 3.60	\$ 3.65	\$ 3.55
Average cost of natural gas (per mmbtu)	\$ 2.63	\$ 2.86	\$ 3.16	\$ 3.16

Supplemental data related to REX's alternative energy interests:

REX American Resources Corporation Ethanol Ownership Interests/Effective Annual Gallons Shipped as of July 31, 2019 (gallons in millions)			
Entity	Trailing Twelve Months Gallons Shipped	Current REX Ownership Interest	REX's Current Effective Ownership of Trailing Twelve Month Gallons Shipped
One Earth Energy, LLC (Gibson City, IL)	141.5	75.2%	106.4
NuGen Energy, LLC (Marion, SD)	124.2	99.5%	123.6
Big River Resources West Burlington, LLC (West Burlington, IA)	109.1	10.3%	11.2
Big River Resources Galva, LLC (Galva, IL)	127.6	10.3%	13.1
Big River United Energy, LLC (Dyersville, IA)	132.3	5.7%	7.5
Big River Resources Boyceville, LLC (Boyceville, WI)	58.2	10.3%	6.0
<b>Total</b>	<b>692.9</b>	<b>n/a</b>	<b>267.8</b>

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**Second Quarter Conference Call**

REX will host a conference call at 11:00 a.m. ET today. Senior management will discuss the quarterly financial results and host a question and answer session. The dial in number for the audio conference call is 212/231-2930 (domestic and international callers).

Participants can also listen to a live webcast of the call on the Company's website, [www.rexamerican.com/Corp/Page4.aspx](http://www.rexamerican.com/Corp/Page4.aspx). A webcast replay will be available for 30 days following the live event at [www.rexamerican.com/Corp/Page4.aspx](http://www.rexamerican.com/Corp/Page4.aspx).

**About REX American Resources Corporation**

REX American Resources has interests in six ethanol production facilities, which in aggregate shipped approximately 693 million gallons of ethanol over the twelve month period ended July 31, 2019. REX's effective ownership of the trailing twelve month gallons shipped (for the twelve months ended July 31, 2019) by the ethanol production facilities in which it has ownership interests was approximately 268 million gallons. In addition, the Company acquired a refined coal operation on August 10, 2017. Further information about REX is available at [www.rexamerican.com](http://www.rexamerican.com).

This news announcement contains or may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements can be identified by use of forward-looking terminology such as "may," "expect," "believe," "estimate," "anticipate" or "continue" or the negative thereof or other variations thereon or comparable terminology. Readers are cautioned that there are risks and uncertainties that could cause actual events or results to differ materially from those referred to in such forward-looking statements. These risks and uncertainties include the risk factors set forth from time to time in the Company's filings with the Securities and Exchange Commission and include among other things: the impact of legislative and regulatory changes, the price volatility and availability of corn, distillers grains, ethanol, non-food grade corn oil, gasoline and natural gas, ethanol and refined coal plants operating efficiently and according to forecasts and projections, changes in the international, national or regional economies, weather, results of income tax audits, changes in income tax laws or regulations, the impact of U.S. foreign trade policy, changes in foreign currency exchange rates and the effects of terrorism or acts of war. The Company does not intend to update publicly any forward-looking statements except as required by law.

**Contact:**

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- statements of operations follow -

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**REX AMERICAN RESOURCES CORPORATION AND SUBSIDIARIES**  
**Consolidated Statements of Operations**  
*(in thousands, except per share amounts)*  
**Unaudited**

	Three Months Ended July 31,		Six Months Ended July 31,	
	2019	2018	2019	2018
Net sales and revenue	\$105,868	\$128,757	\$210,443	\$249,577
Cost of sales	<u>101,864</u>	<u>119,358</u>	<u>202,793</u>	<u>229,327</u>
Gross profit	4,004	9,399	7,650	20,250
Selling, general and administrative expenses	(4,764)	(6,110)	(9,496)	(10,663)
Equity in (loss) income of unconsolidated ethanol affiliates	239	874	365	1,571
Interest and other income, net	<u>1,252</u>	<u>696</u>	<u>2,379</u>	<u>1,350</u>
Income before income taxes and non-controlling interests	731	4,859	898	12,508
Benefit for income taxes	<u>2,622</u>	<u>5,631</u>	<u>6,170</u>	<u>8,334</u>
Net income including non-controlling interests	3,353	10,490	7,068	20,842
Net income attributable to non-controlling interests	<u>(1,097)</u>	<u>(1,273)</u>	<u>(1,991)</u>	<u>(2,129)</u>
Net income attributable to REX common shareholders	<u><u>\$2,256</u></u>	<u><u>\$9,217</u></u>	<u><u>\$5,077</u></u>	<u><u>\$18,713</u></u>
Weighted average shares outstanding – basic and diluted	<u>6,318</u>	<u>6,466</u>	<u>6,317</u>	<u>6,517</u>
Basic and diluted net income per share attributable to REX common shareholders	<u><u>\$0.36</u></u>	<u><u>\$1.43</u></u>	<u><u>\$0.80</u></u>	<u><u>\$2.87</u></u>

- balance sheets follow -



**REX AMERICAN RESOURCES CORPORATION AND SUBSIDIARIES**  
**Consolidated Balance Sheets**  
*(in thousands)*  
**Unaudited**

	July 31, 2019	January 31, 2019
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash and cash equivalents	\$ 212,232	\$ 188,531
Restricted cash	222	281
Short-term investments	-	14,975
Accounts receivable	7,682	11,378
Inventory	22,071	18,477
Refundable income taxes	7,683	7,695
Prepaid expenses and other	9,102	9,284
<b>Total current assets</b>	<b>258,992</b>	<b>250,621</b>
Property and equipment-net	171,550	182,521
Operating lease right-of-use assets	18,974	-
Other assets	12,749	6,176
Equity method investment	32,440	32,075
<b>TOTAL ASSETS</b>	<b>\$ 494,705</b>	<b>\$ 471,393</b>
<b>LIABILITIES AND EQUITY</b>		
<b>CURRENT LIABILITIES:</b>		
Accounts payable – trade	\$ 8,877	\$ 7,463
Current operating lease liabilities	5,275	-
Accrued expenses and other current liabilities	8,115	9,546
<b>Total current liabilities</b>	<b>22,267</b>	<b>17,009</b>
<b>LONG TERM LIABILITIES:</b>		
Deferred taxes	4,141	4,185
Long-term operating lease liabilities	13,137	-
Other long-term liabilities	4,670	4,928
<b>Total long-term liabilities</b>	<b>21,948</b>	<b>9,113</b>
<b>COMMITMENTS AND CONTINGENCIES EQUITY:</b>		
REX shareholders' equity:		
Common stock, 45,000 shares authorized, 29,853 shares issued at par	299	299
Paid in capital	148,724	148,273
Retained earnings	584,635	579,558
Treasury stock, 23,561 and 23,580 shares, respectively	(335,080)	(335,193)
Total REX shareholders' equity	398,578	392,937
Non-controlling interests	51,912	52,334
<b>Total equity</b>	<b>450,490</b>	<b>445,271</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$ 494,705</b>	<b>\$ 471,393</b>

- statements of cash flows follow -

**REX AMERICAN RESOURCES CORPORATION AND SUBSIDIARIES**  
**Consolidated Statements of Cash Flows**  
*(in thousands)*  
**Unaudited**

	Six Month Ended July 31,	
	2019	2018
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net income	\$7,068	\$20,842
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	12,425	12,033
Amortization of operating lease right-of-use assets	2,992	-
Income from equity method investments	(365)	(1,571)
Dividends received from equity method investments	-	1,003
Interest income from investments	(25)	(815)
Deferred income tax	(6,294)	(7,938)
Stock based compensation expense	248	443
Loss on disposal of property and equipment	-	104
Changes in assets and liabilities:		
Accounts receivable	3,696	(1,735)
Inventory	(3,594)	(4,416)
Other assets	(141)	(2,443)
Accounts payable-trade	1,409	4,002
Other liabilities	(4,927)	(1,262)
Net cash provided by operating activities	<u>12,492</u>	<u>18,247</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Capital expenditures	(1,449)	(5,813)
Purchases of short-term investments	-	(111,154)
Sales of short-term investments	15,000	-
Other	12	18
Net cash provided by (used in) investing activities	<u>13,563</u>	<u>(116,949)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Treasury stock acquired	-	(16,648)
Payments to noncontrolling interests holders	(2,598)	(1,699)
Capital contributions from minority investor	185	246
Net cash used in financing activities	<u>(2,413)</u>	<u>(18,101)</u>
<b>NET INCREASE (DECREASE) IN CASH, CASH EQUIVALENTS AND RESTRICTED CASH</b>	<b>23,642</b>	<b>(116,803)</b>
<b>CASH, CASH EQUIVALENTS AND RESTRICTED CASH-Beginning of year</b>	<b>188,812</b>	<b>191,342</b>
<b>CASH, CASH EQUIVALENTS AND RESTRICTED CASH-End of year</b>	<b><u>\$ 212,454</u></b>	<b><u>\$ 74,539</u></b>
Non cash financing activities – Equity awards issued	<u>\$ 487</u>	<u>\$ 1,473</u>
Non cash financing activities – Equity awards accrued	<u>\$ 171</u>	<u>\$ 335</u>
Non cash investing activities – Accrued capital expenditures	<u>\$ 5</u>	<u>\$ 469</u>
Initial right-of-use assets and liabilities recorded upon adoption of ASC 842	<u>\$ 20,918</u>	<u>\$ -</u>
Right-of-use assets acquired and liabilities assumed upon lease execution	<u>\$ 432</u>	<u>\$ -</u>

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