

Bloomin' Brands, Inc.
Form 10-Q
November 04, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q
(Mark One)

- QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934
For the quarterly period ended September 28, 2014
or
 TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission File Number: 001-35625

BLOOMIN' BRANDS, INC.

(Exact name of registrant as specified in its charter)

Delaware

20-8023465

(State or other jurisdiction of incorporation or
organization)

(I.R.S. Employer Identification No.)

2202 North West Shore Boulevard, Suite 500, Tampa, Florida 33607

(Address of principal executive offices) (Zip Code)

(813) 282-1225

(Registrant's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report)

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 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 x NO o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). YES x NO o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer x Accelerated filer o

Non-accelerated filer o (Do not check if a smaller reporting company) Smaller reporting company o

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Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). YES NO

As of October 30, 2014, 125,649,008 shares of common stock of the registrant were outstanding.

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BLOOMIN' BRANDS, INC.

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For the Quarterly Period Ended September 28, 2014
(Unaudited)

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BLOOMIN' BRANDS, INC.

PART I: FINANCIAL INFORMATION

Item 1. Financial Statements

CONSOLIDATED BALANCE SHEETS

(IN THOUSANDS, EXCEPT SHARE AND PER SHARE DATA, UNAUDITED)

	SEPTEMBER 29, 2014	DECEMBER 31, 2013
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 144,671	\$ 209,871
Current portion of restricted cash and cash equivalents	4,542	3,364
Inventories	64,748	80,613
Deferred income tax assets	70,137	70,802
Assets held for sale	26,713	1,034
Other current assets, net	140,648	117,712
Total current assets	451,459	483,396
Restricted cash	26,265	25,055
Property, fixtures and equipment, net	1,640,198	1,633,263
Goodwill	359,167	352,118
Intangible assets, net	600,132	617,133
Deferred income tax assets	3,341	2,392
Other assets, net	153,750	165,119
Total assets	\$3,234,312	\$ 3,278,476

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BLOOMIN' BRANDS, INC.

CONSOLIDATED BALANCE SHEETS

(IN THOUSANDS, EXCEPT SHARE AND PER SHARE DATA, UNAUDITED)

	SEPTEMBER 28, 2014	DECEMBER 31, 2013
LIABILITIES, MEZZANINE EQUITY AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable	\$ 200,268	\$ 164,619
Accrued and other current liabilities	206,242	197,114
Current portion of partner deposits and accrued partner obligations	10,670	12,548
Unearned revenue	226,914	359,443
Current portion of long-term debt	40,751	13,546
Total current liabilities	684,845	747,270
Partner deposits and accrued partner obligations	71,347	78,116
Deferred rent	118,299	105,963
Deferred income tax liabilities	142,548	150,051
Long-term debt, net	1,372,341	1,405,597
Other long-term liabilities, net	250,495	286,786
Total liabilities	2,639,875	2,773,783
Commitments and contingencies (Note 15)		
Mezzanine Equity		
Redeemable noncontrolling interests	24,525	21,984
Stockholders' Equity		
Bloomin' Brands Stockholders' Equity		
Preferred stock, \$0.01 par value, 25,000,000 shares authorized; no shares issued and outstanding at September 28, 2014 and December 31, 2013	—	—
Common stock, \$0.01 par value, 475,000,000 shares authorized; 125,629,011 and 124,784,124 shares issued and outstanding at September 28, 2014 and December 31, 2013, respectively	1,256	1,248
Additional paid-in capital	1,076,847	1,068,705
Accumulated deficit	(497,342)	(565,154)
Accumulated other comprehensive loss	(15,935)	(26,418)
Total Bloomin' Brands stockholders' equity	564,826	478,381
Noncontrolling interests	5,086	4,328
Total stockholders' equity	569,912	482,709
Total liabilities, mezzanine equity and stockholders' equity	\$ 3,234,312	\$ 3,278,476

The accompanying notes are an integral part of these consolidated financial statements.

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BLOOMIN' BRANDS, INC.

CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME
(IN THOUSANDS, EXCEPT PER SHARE DATA, UNAUDITED)

	THIRTEEN WEEKS ENDED SEPTEMBER 28, 2014	THREE MONTHS ENDED SEPTEMBER 30, 2013	THIRTY-NINE WEEKS ENDED SEPTEMBER 28, 2014	NINE MONTHS ENDED SEPTEMBER 30, 2013
Revenues				
Restaurant sales	\$1,059,217	\$957,507	\$3,314,179	\$3,047,854
Other revenues	6,237	10,062	20,046	30,821
Total revenues	1,065,454			