

Bloomin' Brands, Inc.
Form 10-Q
May 09, 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 March 30, 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 May 5, 2014, 125,573,523 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 March 30, 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)

	MARCH 30, 2014	DECEMBER 31, 2013
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 172,604	\$ 209,871
Current portion of restricted cash and cash equivalents	2,859	3,364
Inventories	66,799	80,613
Deferred income tax assets	69,994	70,802
Other current assets, net	119,008	119,381
Total current assets	431,264	484,031
Restricted cash	25,042	25,055
Property, fixtures and equipment, net	1,626,988	1,634,130
Goodwill	346,424	346,253
Intangible assets, net	611,294	617,133
Deferred income tax assets	2,790	2,392
Other assets, net	164,988	165,180
Total assets	\$3,208,790	\$ 3,274,174

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BLOOMIN' BRANDS, INC.

CONSOLIDATED BALANCE SHEETS

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

	MARCH 30, 2014	DECEMBER 31, 2013
LIABILITIES, MEZZANINE EQUITY AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable	\$ 176,911	\$ 164,619
Accrued and other current liabilities	197,276	194,346
Current portion of partner deposits and accrued partner obligations	10,174	12,548
Unearned revenue	261,251	359,443
Current portion of long-term debt	11,997	13,546
Total current liabilities	657,609	744,502
Partner deposits and accrued partner obligations	74,863	78,116
Deferred rent	108,098	105,963
Deferred income tax liabilities	142,703	150,582
Long-term debt, net	1,393,136	1,405,597
Other long-term liabilities, net	280,104	284,721
Total liabilities	2,656,513	2,769,481
Commitments and contingencies (Note 9)		
Mezzanine Equity		
Redeemable noncontrolling interests	22,101	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 March 30, 2014 and December 31, 2013	—	—
Common stock, \$0.01 par value, 475,000,000 shares authorized; 125,549,138 and 124,784,124 shares issued and outstanding at March 30, 2014 and December 31, 2013, respectively	1,255	1,248
Additional paid-in capital	1,066,959	1,068,705
Accumulated deficit	(511,902)	(565,154)
Accumulated other comprehensive loss	(31,783)	(26,418)
Total Bloomin' Brands stockholders' equity	524,529	478,381
Noncontrolling interests	5,647	4,328
Total stockholders' equity	530,176	482,709
Total liabilities, mezzanine equity and stockholders' equity	\$ 3,208,790	\$ 3,274,174

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

	THIRTEEN WEEKS ENDED MARCH 30, 2014	THREE MONTHS ENDED MARCH 31, 2013
Revenues		
Restaurant sales	\$1,150,525	\$1,082,356
Other revenues	7,334	9,894
Total revenues	1,157,859	1,092,250
Costs and expenses		
Cost of sales	373,614	349,989
Labor and other related	311,418	299,867
Other restaurant operating	256,518	233,809
Depreciation and amortization	46,165	40,196