DineEquity, Inc Form 10-Q April 30, 2015 Table of Contents

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(Mark One)

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

For the quarterly period ended March 31, 2015

OR

o $\,$ 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 001-15283

DineEquity, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or

(State of other jurisdiction of incorporation of

organization)

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

450 North Brand Boulevard, Glendale, California

(Address of principal executive offices)

91203-1903 (Zip Code)

(818) 240-6055

(Registrant's telephone number, including area code)

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 definitions of "large accelerated filer," "accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer x Accelerated filer o

Non-accelerated filer o Smaller reporting company o

(Do not check if a smaller reporting company)

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

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class Common Stock, \$0.01 par value Outstanding as of April 24, 2015 19,049,811

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements.
DineEquity, Inc. and Subsidiaries
Consolidated Balance Sheets
(In thousands, except share and per share amounts)

| Assets | March 31, 2015 (Unaudited) | December 31, 2014 |
|-----------------------------------------------------------------------------------|----------------------------------|-------------------|
| Current assets: | (| |
| Cash and cash equivalents | \$133,470 | \$104,004 |
| Receivables, net | 93,532 | 153,498 |
| Restricted cash | 40,701 | 52,262 |
| Prepaid gift cards | 41,208 | 51,268 |
| Prepaid income taxes | _ | 11,753 |
| Deferred income taxes | 34,743 | 30,860 |
| Other current assets | 12,905 | 9,239 |
| Total current assets | 356,559 | 412,884 |
| Long-term receivables, net | 175,579 | 180,856 |
| Property and equipment, net | 235,355 | 241,229 |
| Goodwill | 697,470 | 697,470 |
| Other intangible assets, net | 779,878 | 782,336 |
| Deferred rent receivable | 90,920 | 91,117 |
| Other non-current assets, net | 41,553 | 42,216 |
| Total assets | \$2,377,314 | \$2,448,108 |
| Liabilities and Stockholders' Equity | | |
| Current liabilities: | | |
| Accounts payable | \$34,781 | \$41,771 |
| Gift card liability | 119,072 | 179,760 |
| Accrued advertising | 22,807 | 10,150 |
| Accrued employee compensation and benefits | 10,913 | 25,722 |
| Dividends payable | 16,704 | 16,635 |
| Accrued interest payable | 3,897 | 14,126 |
| Income taxes payable | 11,820 | |
| Current maturities of capital lease and financing obligations | 15,125 | 14,852 |
| Other accrued expenses | 7,425 | 10,033 |
| Total current liabilities | 242,544 | 313,049 |
| Long-term debt | 1,300,000 | 1,300,000 |
| Capital lease obligations, less current maturities | 94,584 | 98,119 |
| Financing obligations, less current maturities | 42,493 | 42,524 |
| Deferred income taxes | 311,827 | 319,111 |
| Deferred rent payable | 75,096 | 75,375 |
| Other non-current liabilities | 22,576 | 20,857 |
| Total liabilities | 2,089,120 | 2,169,035 |
| Commitments and contingencies | | |
| Stockholders' equity: | | |
| Common stock, \$0.01 par value, shares: 40,000,000 authorized; March 31, 2015 - | | |
| 25,219,105 issued, 19,050,897 outstanding; December 31, 2014 - 25,240,055 issued, | 252 | 252 |
| 18,953,567 outstanding | | |
| | | |

| Additional paid-in-capital | 283,000 | 279,946 | |
|----------------------------------------------------------------------------------|-------------|-------------|---|
| Retained earnings | 325,374 | 313,644 | |
| Accumulated other comprehensive loss | (88) |) (73 |) |
| Treasury stock, at cost; shares: March 31, 2015 - 6,168,208; December 31, 2014 - | (320,344 |) (314,696 |) |
| 6,286,488 Total straighted dare' aguity | 200 104 | 270.072 | |
| Total stockholders' equity | 288,194 | 279,073 | |
| Total liabilities and stockholders' equity | \$2,377,314 | \$2,448,108 | |

See the accompanying Notes to Consolidated Financial Statements.

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DineEquity, Inc. and Subsidiaries Consolidated Statements of Comprehensive Income (In thousands, except per share amounts) (Unaudited)

| (Chaddica) | Three Months Ended March 31, | |
|-----------------------------------|------------------------------|-----------|
| | 2015 | 2014 |
| Revenues: | | |
| Franchise and restaurant revenues | \$141,818 | \$131,795 |
| Rental revenues | 31,402 | 30,753 |
| Financing revenues | 2,594 | 4,653 |
| Total revenues | 175,814 | 167,201 |
| Cost of revenues: | | |
| Franchise and restaurant expenses | 52,026 | 45,678 |
| Rental expenses | 23,490 | 23,866 |
| Financing expenses | 12 | 585 |