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Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act).

Yes No

The number of shares of the registrant's Common Stock outstanding as of October 31, 2013 was 30,097,929.

TABLE OF CONTENTS

	PAGE
PART I — FINANCIAL INFORMATION	
ITEM 1. Financial Statements - (Unaudited)	
<u>Consolidated Statements of Financial Condition</u>	1
<u>Consolidated Statements of Income</u>	2
<u>Consolidated Statements of Comprehensive Income</u>	3
<u>Consolidated Statements of Cash Flows</u>	4
<u>Consolidated Statements of Changes in Stockholders' Equity</u>	5
<u>Notes to Consolidated Financial Statements</u>	6
ITEM 2. Management's Discussion and Analysis of Financial Condition and Results of Operations	46
ITEM 3. Quantitative and Qualitative Disclosures About Market Risk	66
ITEM 4. Controls and Procedures	66
PART II — OTHER INFORMATION	
ITEM 1. Legal Proceedings	67
ITEM 1A. Risk Factors	67
ITEM 2. Unregistered Sales of Equity Securities and Use of Proceeds	67
ITEM 3. Defaults Upon Senior Securities	67
ITEM 4. Mine Safety Disclosures	67
ITEM 5. Other Information	67
ITEM 6. Exhibits	68
SIGNATURES	69

PART I – FINANCIAL INFORMATION

FLUSHING FINANCIAL CORPORATION and SUBSIDIARIES

Consolidated Statements of Financial Condition

(Unaudited)

Item 1. Financial Statements

(Dollars in thousands, except per share data)	September 30, 2013	December 31, 2012
ASSETS		
Cash and due from banks	\$ 40,328	\$ 40,425
Securities available for sale:		
Mortgage-backed securities (\$12,004 and \$24,911 at fair value pursuant to the fair value option at September 30, 2013 and December 31, 2012, respectively)	785,210	720,113
Other securities (\$29,491 and \$29,577 at fair value pursuant to the fair value option at September 30, 2013 and December 31, 2012 respectively)	273,344	229,453
Loans available for sale	5,485	5,313
Loans:		
Multi-family residential	1,684,277	1,534,438
Commercial real estate	516,314	515,438
One-to-four family mixed-use property	595,435	637,353
One-to-four family residential	196,659	198,968
Co-operative apartments	10,165	6,303
Construction	4,645	14,381
Small Business Administration	8,003	9,496
Taxi medallion	5,088	9,922
Commercial business and other	364,069	295,076
Net unamortized premiums and unearned loan fees	11,483	12,746
Allowance for loan losses	(30,816)	(31,104)
Net loans	3,365,322	3,203,017
Interest and dividends receivable	17,250	17,917
Bank premises and equipment, net	20,731	22,500
Federal Home Loan Bank of New York stock	46,003	42,337
Bank owned life insurance	108,762	106,244
Goodwill	16,127	16,127
Core deposit intangible	117	468
Other assets	53,586	47,502
Total assets	\$ 4,732,265	\$ 4,451,416
LIABILITIES		
Due to depositors:		
Non-interest bearing	\$ 180,661	\$ 155,789
Interest-bearing:		
Certificate of deposit accounts	1,242,317	1,253,229
Savings accounts	277,417	288,398
Money market accounts	191,247	148,618
NOW accounts	1,306,664	1,136,599
Total interest-bearing deposits	3,017,645	2,826,844
Mortgagors' escrow deposits	41,064	32,560

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Borrowed funds (\$26,465 and \$23,922 at fair value pursuant to the fair value option at September 30, 2013 and December 31, 2012, respectively)	852,931	763,105
Securities sold under agreements to repurchase	165,300	185,300
Other liabilities	47,652	45,453
Total liabilities	4,305,253	4,009,051
STOCKHOLDERS' EQUITY		
Preferred stock (\$0.01 par value; 5,000,000 shares authorized; None issued)	-	-
Common stock (\$0.01 par value; 100,000,000 shares authorized; 31,530,595 shares issued at September 30, 2013 and December 31, 2012; 30,092,744 shares and 30,743,329 shares outstanding at September 30, 2013 and December 31, 2012, respectively)	315	315
Additional paid-in capital	200,987	198,314
Treasury stock, at average cost (1,437,851 shares and 787,266 shares at September 30, 2013 and December 31, 2012, respectively)	(21,796)	(10,257)
Retained earnings	255,687	241,856
Accumulated other comprehensive income (loss), net of taxes	(8,181)	12,137
Total stockholders' equity	427,012	442,365
Total liabilities and stockholders' equity	\$ 4,732,265	\$ 4,451,416

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

PART I – FINANCIAL INFORMATION
FLUSHING FINANCIAL CORPORATION and SUBSIDIARIES
Consolidated Statements of Income
(Unaudited)

For the three months
ended September 30,