

LAS VEGAS SANDS CORP
Form 10-Q
August 09, 2013
[Table of Contents](#)

UNITED STATES
SECURITIES & EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-Q

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

For the quarterly period ended June 30, 2013

.. **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 001-32373

LAS VEGAS SANDS CORP.

(Exact name of registration as specified in its charter)

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Nevada
(State or other jurisdiction of
incorporation or organization)

27-0099920
(I.R.S. Employer
Identification No.)

3355 Las Vegas Boulevard South
Las Vegas, Nevada
(Address of principal executive offices)

89109
(Zip Code)

(702) 414-1000
(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 No

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 during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

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. (Check one):

Large accelerated filer Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company) 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 No

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

Class	Outstanding at July 31, 2013
Common Stock (\$0.001 par value)	824,061,778 shares

Table of Contents

LAS VEGAS SANDS CORP. AND SUBSIDIARIES

Table of Contents

PART I

FINANCIAL INFORMATION

<u>Item 1. Financial Statements (unaudited)</u>	3
<u>Condensed Consolidated Balance Sheets at June 30, 2013 and December 31, 2012</u>	3
<u>Condensed Consolidated Statements of Operations for the Three and Six Months Ended June 30, 2013 and 2012</u>	4
<u>Condensed Consolidated Statements of Comprehensive Income for the Three and Six Months Ended June 30, 2013 and 2012</u>	5
<u>Condensed Consolidated Statements of Equity for the Six Months Ended June 30, 2013 and 2012</u>	6
<u>Condensed Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2013 and 2012</u>	7
<u>Notes to Condensed Consolidated Financial Statements</u>	8
<u>Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	36
<u>Item 3. Quantitative and Qualitative Disclosures about Market Risk</u>	58
<u>Item 4. Controls and Procedures</u>	59

PART II

OTHER INFORMATION

<u>Item 1. Legal Proceedings</u>	59
<u>Item 1A. Risk Factors</u>	59
<u>Item 2. Unregistered Sales of Equity Securities and Use of Proceeds</u>	59
<u>Item 5. Other Information</u>	60
<u>Item 6. Exhibits</u>	61
<u>Signatures</u>	62

Table of Contents**PART 1 FINANCIAL INFORMATION****ITEM 1 FINANCIAL STATEMENTS****LAS VEGAS SANDS CORP. AND SUBSIDIARIES****CONDENSED CONSOLIDATED BALANCE SHEETS**

	June 30, 2013	December 31, 2012
	(In thousands, except share and per share data)	
	(Unaudited)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 2,514,141	\$ 2,512,766
Restricted cash and cash equivalents	5,782	4,521
Accounts receivable, net	1,803,357	1,819,260
Inventories	41,229	43,875
Deferred income taxes, net	1,643	2,299
Prepaid expenses and other	99,207	94,793
Total current assets	4,465,359	4,477,514
Property and equipment, net	15,437,067	15,766,748
Deferred financing costs, net	183,039	214,465
Restricted cash and cash equivalents	1,205	1,938
Deferred income taxes, net	40,435	43,280
Leasehold interests in land, net	1,428,710	1,458,741
Intangible assets, net	109,678	70,618
Other assets, net	118,331	130,348
Total assets	\$ 21,783,824	\$ 22,163,652
LIABILITIES AND EQUITY		
Current liabilities:		
Accounts payable	\$ 121,035	\$ 106,498
Construction payables	285,661	343,372
Accrued interest payable	11,635	15,542
Other accrued liabilities	2,005,915	1,895,483
Income taxes payable	171,013	164,126
Current maturities of long-term debt	980,168	97,802
Total current liabilities	3,575,427	2,622,823
Other long-term liabilities	141,126	133,936
Deferred income taxes	170,906	185,945
Deferred proceeds from sale of The Shoppes at The Palazzo	268,244	267,956
Deferred gain on sale of The Grand Canal Shoppes	42,148	43,880
Deferred rent from mall transactions	117,695	118,435
Long-term debt	8,511,231	10,132,265
Total liabilities	12,826,777	13,505,240

Commitments and contingencies (Note 9)

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Equity:		
Common stock, \$0.001 par value, 1,000,000,000 shares authorized, 825,289,759 and 824,297,756 shares issued, 824,406,713 and 824,297,756 shares outstanding	825	824
Capital in excess of par value	6,286,224	6,237,488
Treasury stock, at cost, 883,046 and zero shares	(46,562)	
Accumulated other comprehensive income	175,107	263,078
Retained earnings	1,084,511	560,452
Total Las Vegas Sands Corp. stockholders equity	7,500,105	7,061,842
Noncontrolling interests	1,456,942	1,596,570
Total equity	8,957,047	8,658,412
Total liabilities and equity	\$ 21,783,824	\$ 22,163,652

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

Table of Contents**LAS VEGAS SANDS CORP. AND SUBSIDIARIES****CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2013	2012	2013	2012
	(In thousands, except share and per share data)			
	(Unaudited)			
Revenues:				
Casino	\$ 2,674,129	\$ 2,067,424	\$ 5,410,183	\$ 4,333,917
Rooms	324,629	275,311	649,645	543,038
Food and beverage	174,772	159,744	360,101	313,199
Mall	107,993	93,740	193,454	165,158
Convention, retail and other	123,050	116,834	249,111	246,551
	3,404,573	2,713,053	6,862,494	5,601,863
Less promotional allowances	(161,632)	(131,147)	(316,834)	(257,215)
Net revenues	3,242,941	2,581,906	6,545,660	5,344,648
Operating expenses:				
Casino	1,519,721	1,187,458	3,046,000	2,395,009
Rooms	65,685	60,513	134,375	113,299
Food and beverage	89,294	81,973	186,025	160,274
Mall	18,147	17,798	35,405	34,099
Convention, retail and other	80,094	78,403	158,943	157,927
Provision for doubtful accounts	62,058	58,374	126,737	110,592
General and administrative	307,869	259,038	598,283	477,755
Corporate	46,481	58,592	102,753	107,547
Pre-opening	1,031	43,472	7,868	94,931
Development	6,002	6,797	11,353	7,995
Depreciation and amortization	251,048	220,440	503,605	415,187
Amortization of leasehold interests in land	10,108	10,057	20,275	20,002
Impairment loss		100,781		143,674
Loss on disposal of assets	4,762	482	6,694	1,075
	2,462,300	2,184,178	4,938,316	4,239,366
Operating income	780,641	397,728	1,607,344	1,105,282
Other income (expense):				
Interest income	3,236	6,892	7,029	12,540
Interest expense, net of amounts capitalized	(68,376)	(64,533)	(137,208)	(129,205)
Other income (expense)	3,893	1,782	1,785	(1,637)
Loss on modification or early retirement of debt		(16,403)		(19,234)
Income before income taxes	719,394	325,466	1,478,950	967,746
Income tax expense	(47,721)	(39,085)	(103,303)	(102,256)
Net income	671,673	286,381		