

CapLease, Inc.
Form 10-Q
August 05, 2011

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 June 30, 2011

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 001-32039

CapLease, Inc.
(Exact name of registrant as specified in its charter)

Maryland
(State or Other Jurisdiction of
Incorporation or Organization)

52-2414533
(I.R.S. Employer
Identification No.)

1065 Avenue of the Americas, New York, NY
(Address of Principal Executive Offices)

10018
(ZIP Code)

Registrant's Telephone Number, Including Area Code:

(212) 217-6300

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

Edgar Filing: CapLease, Inc. - Form 10-Q

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

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company
(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 No

As of August 4, 2011, there were 68,055,665 shares of common stock of CapLease, Inc., \$0.01 par value per share, outstanding ("Common Stock").

CapLease, Inc.

Index to Form 10-Q

	Page
PART I. FINANCIAL INFORMATION	2
Item 1.	2
Financial Statements	
Consolidated Balance Sheets as of June 30, 2011 (unaudited) and December 31, 2010	2
Consolidated Statements of Operations (unaudited) for the Three and Six Months Ended June 30, 2011 and 2010	3
Consolidated Statement of Changes in Equity (unaudited) for the Six Months Ended June 30, 2011	4
Consolidated Statements of Cash Flows (unaudited) for the Six Months Ended June 30, 2011 and 2010	5
Notes to Consolidated Financial Statements (unaudited)	7
Item 2.	34
Management's Discussion and Analysis of Financial Condition and Results of Operations	
Item 3.	49
Quantitative and Qualitative Disclosures About Market Risk	
Item 4.	52
Controls and Procedures	
PART II. OTHER INFORMATION	52
Item 1.	52
Legal Proceedings	
Item 1A.	52
Risk Factors	
Item 2.	53
Unregistered Sales of Equity Securities and Use of Proceeds	
Item 3.	53
Defaults Upon Senior Securities	
Item 4.	53
[Removed and Reserved]	
Item 5.	53
Other Information	
Item 6.	53
Exhibits	
SIGNATURES	54

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

CapLease, Inc. and Subsidiaries
Consolidated Balance Sheets
As of June 30, 2011 (unaudited) and December 31, 2010

(Amounts in thousands, except share and per share amounts)	As Of June 30, 2011	As Of December 31, 2010
Assets		
Real estate investments, net	\$1,408,133	\$ 1,398,399
Loans held for investment, net	187,047	210,040
Commercial mortgage-backed securities	102,369	145,965
Cash and cash equivalents	67,452	32,742
Other assets	109,997	83,125
Total Assets	\$1,874,998	\$ 1,870,271
Liabilities and Equity		
Mortgages on real estate investments	\$954,170	\$ 928,429
Collateralized debt obligations	232,511	254,210
Credit agreement	80,388	105,345
Secured term loan	94,428	101,880
Convertible senior notes	34,217	33,926
Other long-term debt	30,930	30,930
Total Debt Obligations	1,426,644	1,454,720
Intangible liabilities on real estate investments	36,312	37,405
Accounts payable and other liabilities	21,118	21,134
Dividends and distributions payable	6,061	5,373
Total Liabilities	1,490,135	1,518,632
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, \$0.01 par value, 100,000,000 shares authorized, Series A cumulative redeemable preferred, liquidation preference \$25.00 per share, 3,204,900 shares issued and outstanding	73,880	73,880
Common stock, \$0.01 par value, 500,000,000 shares authorized, 68,055,665 and 57,471,268 shares issued and outstanding, respectively	682	576
Additional paid in capital	335,685	296,232
Accumulated other comprehensive loss	(26,512)	(20,216)
Total Stockholders' Equity	383,735	350,472
Non-controlling interest in consolidated subsidiaries	1,128	1,167

Total Equity	384,863	351,639
Total Liabilities and Equity	\$1,874,998	\$ 1,870,271

See notes to consolidated financial statements.

CapLease, Inc. and Subsidiaries
Consolidated Statements of Operations
(Unaudited)

(Amounts in thousands, except per share amounts)	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2011	2010	2011	2010
Revenues:				
Rental revenue	\$32,774	\$31,551	\$64,952	\$63,078
Interest income from loans and securities	6,184	7,048	12,613	14,015
Tenant reimbursements	3,145	2,780	6,498	5,792
Other revenue	163	224	445	427
Total revenues	42,266	41,603	84,508	83,312
Expenses:				
Interest expense	20,416	21,304	40,869	43,030
Property expenses	6,418	5,942	13,330	12,309
Loss on investments	2,723	–	3,213	–
General and administrative expenses	2,670	2,471	5,505	5,437
General and administrative expenses-stock based compensation	796	663	1,468	1,216
Depreciation and amortization expense on real property	12,417	12,067	24,747	24,132
Other expenses	64	58	130	135
Total expenses	45,504	42,505	89,262	86,259
Loss on extinguishment of debt	–	(184)	–	(280)
Loss from continuing operations	(3,238)	(1,086)	(4,754)	(3,227)
Income from discontinued operations	–	–	–	37
Net loss before non-controlling interest in consolidated subsidiaries	(3,238)	(1,086)	(4,754)	(3,190)
Non-controlling interest in consolidated subsidiaries	10	7	19	16
Net loss	(3,228)	(1,079)	(4,735)	(3,174)
Dividends allocable to preferred shares	(1,627)	(1,625)	(3,255)	(2,367)
Net loss allocable to common stockholders	\$(4,855)	\$(2,704)	\$(7,990)	\$(5,541)
Earnings per share:				
Net loss per common share, basic and diluted	\$(0.07)	\$(0.05)	\$(0.13)	\$(0.10)
Weighted average number of common shares outstanding, basic and diluted	67,450	57,185	62,521	55,129
Dividends declared per common share	\$0.07	\$0.06	\$0.13	\$0.12
Dividends declared per preferred share	\$0.51	\$0.51	\$1.02	\$1.02

See notes to consolidated financial statements.

CapLease, Inc. and Subsidiaries
Consolidated Statement of Changes in Equity
(Unaudited)
(in thousands)

Stockholders' Equity	Accumulated						Total Equity
	Preferred Stock	Common Stock at Par	Additional Paid-In Capital	Other Comprehensive Income (Loss)	Non-controlling Interest		
Balance at December 31, 2010	\$ 73,880	\$ 576	\$ 296,232	\$ (20,216)	\$ 1,167	\$ 351,639	
Incentive stock plan compensation expense	—	—	1,468	—	—	1,468	
Incentive stock plan grants issued and forfeited	—	4	(4)	—	—	—	
Net loss	—	—	(4,735)	—	—	(4,735)	
Non-controlling interest in consolidated subsidiaries	—	—	—	—	(19)	(19)	
Issuance of common stock	—	102	54,167	—	—	54,269	
Dividends declared-preferred	—	—	(3,255)	—	—	(3,255)	
Dividends declared-common	—	—	(8,188)	—	—	(8,188)	
Distributions declared-operating partnership units	—	—	—	—	(20)	(20)	
Amortization of unrealized loss on securities previously classified as available for sale	—	—	—	150	—	150	
Decrease in fair value of securities available for sale	—	—	—	(7,598)	—	(7,598)	
Reclassification of derivative items into earnings	—	—	—	1,152	—	1,152	
Balance at June 30, 2011	\$ 73,880	\$ 682	\$ 335,685	\$ (26,512)	\$ 1,128	\$ 384,863	

See notes to consolidated financial statements.

CapLease, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
(Unaudited)
(in thousands)

For the Six Months
Ended June 30,

2011

2010