MAUI LAND & PINEAPPLE CO INC Form 10-Q August 04, 2011 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 June 30, 2011

OR

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

Commission file number 001-06510

# MAUI LAND & PINEAPPLE COMPANY, INC.

(Exact name of registrant as specified in its charter)

HAWAII

99-0107542

(State or other jurisdiction of incorporation or organization)

(IRS Employer Identification No.)

#### 870 HALIIMAILE ROAD, MAKAWAO, MAUI, HAWAII 96768-9768

(Address of principal executive offices)

Registrant s telephone number, including area code: (808) 877-3351

#### **NONE**

(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 o 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 o

Accelerated filer o

Non-accelerated filer o

Smaller reporting company x

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, no par value

Outstanding at August 1, 2011 18,834,720 shares

#### Table of Contents

#### MAUI LAND & PINEAPPLE COMPANY, INC.

#### AND SUBSIDIARIES

#### TABLE OF CONTENTS

PART I. FINANCIAL INFORMATION	3
tem 1. Financial Statements (unaudited)	3
Condensed Consolidated Statements of Operations and Comprehensive Loss, Three Months Ended June 30, 2011 and 2010	3
Condensed Consolidated Statements of Operations and Comprehensive Income (Loss), Six Months Ended June 30, 2011 and 2010	4
Condensed Consolidated Balance Sheets, June 30, 2011 and December 31, 2010	5
Condensed Consolidated Statements of Stockholders Deficiency, Six Months Ended June 30, 2011 and 2010	6
Condensed Consolidated Statements of Cash Flows, Six Months Ended June 30, 2011 and 2010	7
Notes to Condensed Consolidated Financial Statements	8
tem 2. Management s Discussion and Analysis of Financial Condition and Results of Operations	19
Forward-Looking Statements and Risks	25
tem 3. Quantitative and Qualitative Disclosures About Market Risk	26
tem 4. Controls and Procedures	26
PART II. OTHER INFORMATION	26
tem 1. Legal Proceedings	26
tem 1A. Risk Factors	26
tem 5. Other Information	27
tem 6. Exhibits	27
<u>Signature</u>	28
EXHIBIT INDEX	29
Exhibit 31.1 Exhibit 31.2 Exhibit 32.1 Exhibit 32.2 Exhibit 101	

#### Table of Contents

#### PART I FINANCIAL INFORMATION

#### **Item 1. Financial Statements**

#### MAUI LAND & PINEAPPLE COMPANY, INC. AND SUBSIDIARIES

#### CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

#### (UNAUDITED)

		Three Months Ended June 30,		
	20	)11	2010	
		(in thousands except		
		share am	ounts)	
OPERATING REVENUES				
Retail sales	\$	1,277	\$ 2	2,034
Lease revenue		1,104	1	1,213
Resort services		1,155	1	1,262
Utility revenues and other		1,696	1	1,774
Total Operating Revenues		5,232	$\epsilon$	5,283
OPERATING COSTS AND EXPENSES				
Retail		1,315	1	1,842
Leasing		663		721
Resort services		748	1	1,115
Utility operations and other		874		877
Selling and marketing		473		462
General and administrative		1,867	1	1,975
Depreciation		955		1,395
Gain on asset dispositions				(999)
Total Operating Costs and Expenses		6,895	7	7,388
Operating Loss		(1,663)	(1	1,105)
Interest expense, net		(463)	(1	1,956)
Loss from Continuing Operations net of income taxes of \$0		(2,126)	(3	3,061)
Loss from Discontinued Operations (Note 6) net of income taxes of \$0		(336)	(1	1,526)
NEW YORK		(2.162)		
NET LOSS		(2,462)		1,587)
Pension Benefit Adjustment net of income taxes of \$0				(807)

COMPREHENSIVE LOSS	\$ (2,462)	\$ (5,394)
NET LOSS PER COMMON SHARE BASIC AND DILUTED		
Continuing Operations	\$ (0.11)	\$ (0.38)
Discontinued Operations	(0.02)	(0.19)
Net Loss	\$ (0.13)	\$ (0.57)

See accompanying Notes to Condensed Consolidated Financial Statements.

#### Table of Contents

#### MAUI LAND & PINEAPPLE COMPANY, INC. AND SUBSIDIARIES

#### CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)

#### (UNAUDITED)

	2011	Ionths Ended June 30, 2010 n thousands except share amounts)
OPERATING REVENUES		
Real estate sales	\$	\$ 1,650
Retail sales	4	,075 4,678
Lease revenue	2	,471 2,396
Resort services	2	,188 2,296
Utility revenues and other	2	,914 2,851
Total Operating Revenues	11	,648 13,871
OPERATING COSTS AND EXPENSES		
Real estate		154
Retail	3	.308