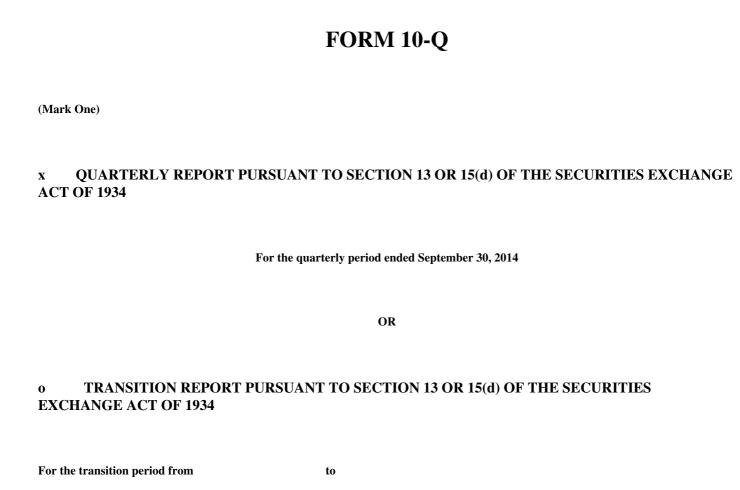
SOUTH STATE Corp Form 10-Q November 10, 2014 Table of Contents

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549



Commission file number 001-12669

SOUTH STATE CORPORATION

(Exact name of registrant as specified in its charter)

South Carolina (State or other jurisdiction of incorporation)

57-0799315 (IRS Employer Identification No.)

520 Gervais Street Columbia, South Carolina (Address of principal executive offices)

29201 (Zip Code)

(800) 277-2175

(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 website, if any, every Interactive Data file required to be submitted and posted pursuant to Rule 405 of Regulation S-T (Section 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 the definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer x

Accelerated Filer o

Non-Accelerated Filer o

Smaller Reporting Company o

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 issuer s classes of common stock, as of the latest practicable date:

Class
Common Stock, \$2.50 par value

Outstanding as of October 31, 2014 24,140,272

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South State Corporation and Subsidiary

September 30, 2014 Form 10-Q

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PART I FINANCIAL INFORMATION

Item 1. FINANCIAL STATEMENTS

South State Corporation and Subsidiary

Condensed Consolidated Balance Sheets

(Dollars in thousands, except par value)

ASSETS	September 30, 2014 (Unaudited)			December 31, 2013 (Note 1)		September 30, 2013 (Unaudited)	
Cash and cash equivalents:							
Cash and due from banks	\$	269,480	\$	184,611	\$	292,625	
Interest-bearing deposits with banks	Ψ	7,382	Ψ	32.632	Ψ	4,720	
Federal funds sold and securities purchased under agreements to resell		226,166		262,218		347,821	
Total cash and cash equivalents		503,028		479,461		645,166	
Investment securities:		202,020		177,101		015,100	
Securities held to maturity (fair value of \$11,019, \$12,891, and							
\$12,992, respectively)		10,389		12,426		12,426	
Securities available for sale, at fair value		805,114		786,791		626,798	
Other investments		10,518		13,386		13,386	
Total investment securities		826,021		812,603		652,610	
Loans held for sale		56,595		30,586		51,207	
Loans:		ŕ					
Acquired credit impaired (covered of \$197,944, \$289,123, and \$321,969, respectively; non-covered of \$782,548, \$931,515 and \$994,659, respectively), net of allowance for loan losses		980,492		1,220,638		1,316,628	
Acquired non-credit impaired (covered of \$9,459, \$7,824, and \$8,430, respectively; non-covered of \$1,367,884, \$1,593,111 and \$1,656,904,							
respectively)		1,377,343		1,600,935		1,665,334	
Non-acquired		3,304,708		2,865,216		2,741,242	
Less allowance for non-acquired loan losses		(34,804)		(34,331)		(36,145)	
Loans, net		5,627,739		5,652,458		5,687,059	
FDIC receivable for loss share agreements		30,983		86,447		108,149	
Other real estate owned (covered of \$18,961, \$27,520, and \$40,543, respectively; non-covered of \$32,289, \$37,398, and \$35,330,							
respectively)		51,250		64,918		75,873	
Premises and equipment, net		173,425		188,114		184,959	
Bank owned life insurance		98,505		97,197		96,058	
Deferred tax assets		60,322		72,914		73,135	
Mortgage servicing rights		22,052		20,729		18,908	
Core deposit and other intangibles		51,291		59,908		62,195	
Goodwill		317,688		317,688		317,688	
Other assets		61,189		48,475		55,434	
Total assets	\$	7,880,088	\$	7,931,498	\$	8,028,441	
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LIABILITIES AND SHAREHOLDERS EQUITY

Deposits:

Noninterest-bearing	\$ 1,654,308 \$	1,487,798 \$	1,477,793
Interest-bearing	4,863,920	5,067,699	5,181,315
Total deposits	6.518.228	6.555.497	