

1 800 FLOWERS COM INC  
Form 10-Q  
November 08, 2013  
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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 10-Q**

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

For the quarterly period ended September 29, 2013

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 No. 0-26841

**1-800-FLOWERS.COM, Inc.**

(Exact name of registrant as specified in its charter)

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**DELAWARE**  
(State of  
incorporation)

**11-3117311**  
(I.R.S. Employer  
Identification No.)

**One Old Country Road, Carle Place, New York 11514**

(Address of principal executive offices)(Zip code)

**(516) 237-6000**

(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 Website, 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 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.

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

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The number of shares outstanding of each of the Registrant's classes of common stock:

**27,589,904**

(Number of shares of Class A common stock outstanding as of November 1, 2013)

**36,778,594**

(Number of shares of Class B common stock outstanding as of November 1, 2013)

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**Signatures**

Table of Contents**PART I. FINANCIAL INFORMATION****ITEM 1. CONSOLIDATED FINANCIAL STATEMENTS****1-800-FLOWERS.COM, Inc. and Subsidiaries****Consolidated Balance Sheets***(in thousands, except share data)*

|   | September 29,<br>2013<br>(unaudited) | June 30,<br>2013 |
|---|--------------------------------------|------------------|
| <b>Assets</b>   |                                      |                  |
| Current assets:   |                                      |                  |
| Cash and cash equivalents   | \$ 3,642                             | \$ 154           |
| Receivables, net  | 30,072                               | 14,957           |
| Inventories   | 91,548                               | 55,756           |
| Deferred tax assets   | 6,166                                | 5,746            |
| Prepaid and other   | 8,530                                | 9,941            |
| Current assets of discontinued operations   | 4,863                                | 6,095            |
| Total current assets  | 144,821                              | 92,649           |
| Property, plant and equipment, net  | 52,749                               | 52,943           |
| Goodwill  | 47,943                               | 47,943           |
| Other intangibles, net  | 42,932                               | 43,276           |
| Deferred tax assets   | 2,126                                | 2,127            |
| Other assets  | 10,069                               | 10,086           |
| Non-current assets of discontinued operations   | 1,039                                | 1,049            |
| Total assets  | \$ 301,679                           | \$ 250,073       |
| <b>Liabilities and stockholders equity</b>  |                                      |                  |
| Current liabilities:  |                                      |                  |
| Accounts payable  | \$ 17,101                            | \$ 26,235        |
| Accrued expenses  | 40,257                               | 45,044           |
| Current maturities of long-term debt  | 71,000                               |                  |
| Current liabilities of discontinued operations  | 3,828                                | 4,484            |
| Total current liabilities   | 132,186                              | 75,763           |
| Other liabilities   | 5,484                                | 5,039            |
| Total liabilities   | 137,670                              | 80,802           |
| Commitments and contingencies   |                                      |                  |
| Stockholders equity:  |                                      |                  |
| Preferred stock, \$.01 par value, 10,000,000 shares authorized, none issued   |                                      |                  |
| Class A common stock, \$.01 par value, 200,000,000 shares authorized; 36,349,696 and 36,280,425 shares issued at September 29, 2013 and June 30, 2013, respectively | 362                                  | 362              |
| Class B common stock, \$.01 par value, 200,000,000 shares authorized; 42,058,594 and 42,125,465 shares issued at September 29, 2013 and June 30, 2013, respectively | 421                                  | 421              |
| Additional paid-in capital  | 299,654                              | 298,580          |
| Retained deficit  | (88,577)                             | (83,937)         |
|   | (47,851)                             | (46,155)         |

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Treasury stock, at cost 9,569,179 and 9,257,231 Class A shares at September 29, 2013 and June 30, 2013, respectively, and 5,280,000 Class B shares at September 29, 2013 and June 30, 2013

|  |    |         |    |         |
|--|----|---------|----|---------|
| Total stockholders' equity                 |    | 164,009 |    | 169,271 |
| Total liabilities and stockholders' equity | \$ | 301,679 | \$ | 250,073 |

*See accompanying Notes to Consolidated Financial Statements.*

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**1-800-FLOWERS.COM, Inc. and Subsidiaries**

**Consolidated Statements of Operations**

*(in thousands, except per share data)*

*(unaudited)*

|                     | <b>Three Months Ended</b>     |                               |
|---------------------|-------------------------------|-------------------------------|
|                     | <b>September 29,<br/>2013</b> | <b>September 30,<br/>2012</b> |
| Net revenues        | \$ 123,048                    | \$ 119,592                    |
| Cost of revenues    | 71,751                        | 70,167                        |
| Gross profit        | 51,297                        | 49,425                        |
| Operating expenses: |                               |                               |
| Marketing and sales |                               |                               |