FULL HOUSE RESORTS INC

Form 10-Q

November 12, 2015

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Form 10-Q (Mark One)

DESCRIPTION OF THE SECURITIES OF THE SECURITIES

EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2015

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. 1-32583

FULL HOUSE RESORTS, INC.

(Exact name of registrant as specified in its charter)

Delaware 13-3391527 (State or other jurisdiction (I.R.S. Employer of incorporation or organization) Identification No.)

4670 S. Fort Apache Road, Ste. 190
Las Vegas, Nevada
(Zip Code)

(Address of principal executive offices)

(702) 221-7800

(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 þ 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 b No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer, or smaller reporting company. See definition of "large accelerated filer," "accelerated filer" and "small reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large Accelerated Filer o Accelerated Filer o

Non Accelerated Filer o (Do not check if a smaller reporting

Smaller reporting company b

company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No b

As of November 12, 2015, there were 18,969,396 shares of Common Stock, \$0.0001 par value per share, outstanding.

1

FULL HOUSE RESORTS, INC.

FORM 10-Q

INDEX

		Page
PART I. 1	Financial Information	
Item 1.	Financial Statements (Unaudited)	<u>3</u>
	Consolidated Statements of Operations	<u>3</u>
	Consolidated Balance Sheets	3 4 5
	Consolidated Statements of Stockholders' Equity	<u>5</u>
	Consolidated Statements of Cash Flows	<u>6</u>
	Condensed Notes to Consolidated Financial Statements	<u>7</u>
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	<u>18</u>
Item 3.	Quantitative and Qualitative Disclosures about Market Risk	<u>35</u>
Item 4.	Controls and Procedures	<u>35</u>
PART II.	Other Information	
Item 1.	<u>Legal Proceedings</u>	<u>36</u>
Item 1A.	Risk Factors	<u>36</u>
Item 6.	Exhibits	<u>37</u>
<u>Signatures</u>		<u>38</u>
2		

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

FULL HOUSE RESORTS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF OPERATIONS (Unaudited)

(In thousands, except per share data)

	Three more September 2015	nths ended r 30, 2014	Nine mont September 2015		
Revenues		-		-	
Casino	\$30,577	\$29,606	\$84,374	\$85,136	
Food and beverage	6,891	5,298	19,053	15,607	
Hotel	2,020	1,314	4,836	3,830	
Management fees		273		1,066	
Other operations	1,208	1,098	2,890	2,737	
Gross revenues	40,696	37,589	111,153	108,376	
Less promotional allowances	(6,430) (4,672	(17,077)	(13,700)
Net revenues	34,266	32,917	94,076	94,676	
Operating costs and expenses					
Casino	15,600	14,099	43,569	43,763	
Food and beverage	2,282	2,170	6,632	6,492	
Hotel	248	214	678	537	
Other operations	372	370	1,023	996	
Selling, general and administrative	9,570	10,937	30,763	32,824	
Project development, acquisition costs and preopening	730	72	894	407	
Depreciation and amortization	2,203	2,398	6,225	7,165	
Impairment	_			11,547	
	31,005	30,260	89,784	103,731	
Operating income (loss)	3,261	2,657	4,292	(9,055)
Other (expense) income					
Interest expense, net of \$0 and \$0.1 million capitalized for the three					
months ended September 30, 2015 and 2014, and \$0.4 million and	(1,829) (1,614	(4,876)	(4,702)
\$0.2 million capitalized for the nine months ended September 30,	(1,02)) (1,014) (4,070)	(4,702	,
2015 and 2014					
Settlement loss	_	` ') —)
Other	_) 12)
)
Income (loss) before income taxes	1,432)
Provision (benefit) for income taxes	*) 48)
Net income (loss)	\$2,035) \$(147)		-
Basic and diluted loss per share	\$0.11	\$(0.04) \$(0.01)	\$(0.55))
Basic and diluted weighted average number of common shares outstanding	18,969	18,877	18,927	18,874	

See condensed notes to consolidated financial statements.

FULL HOUSE RESORTS, INC. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS (In thousands, except share data)

September 30, December 31, 2015 2014 (Unaudited)

ASSETS