

ALEXANDERS INC
Form 10-Q
May 06, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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 **March 31, 2013**
ended:

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: **001-6064**

ALEXANDER'S, INC.

(Exact name of registrant as specified in its charter)

Delaware

51-0100517

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(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification Number)

210 Route 4 East, Paramus, New Jersey
(Address of principal executive offices)

07652
(Zip Code)

(201) 587-8541

(Registrant's telephone number, including area code)

N/A

(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 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 (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 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 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

As of April 30, 2013, there were 5,105,936 shares of common stock, par value \$1 per share, outstanding.

ALEXANDER'S, INC.

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PART I. FINANCIAL INFORMATION**Item 1. Financial Statements**

ALEXANDER'S, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

(Amounts in thousands, except share and per share amounts)

ASSETS	March 31, 2013	December 31, 2012
Real estate, at cost:		
Land	\$ 44,971	\$ 44,971
Buildings and leasehold improvements	866,038	864,609
Development and construction in progress	2,432	2,212
Total	913,441	911,792
Accumulated depreciation and amortization	(166,940)	(160,826)
Real estate, net	746,501	750,966
Cash and cash equivalents	368,508	353,396
Restricted cash	89,476	90,395
Marketable securities	34,460	31,206
Tenant and other receivables, net of allowance for doubtful accounts of \$2,294 and \$2,219, respectively	2,377	1,953
Receivable arising from the straight-lining of rents	174,643	173,694
Deferred lease and other property costs, net, including unamortized leasing fees to Vornado of \$39,218 and \$39,910, respectively	53,517	54,461
Deferred debt issuance costs, net of accumulated amortization of \$17,410 and \$16,834, respectively	5,018	5,522
Other assets	10,763	20,217
	\$ 1,485,263	\$ 1,481,810
 LIABILITIES AND EQUITY		
Mortgages payable	\$ 1,061,953	\$ 1,065,916
Amounts due to Vornado	45,623	46,445

Accounts payable and accrued expenses	38,491	33,621
Other liabilities	3,674	3,675
Total liabilities	1,149,741	1,149,657

Commitments and contingencies

Preferred stock: \$1.00 par value per share; authorized, 3,000,000 shares; issued and outstanding, none	-	-
Common stock: \$1.00 par value per share; authorized, 10,000,000 shares; issued, 5,173,450 shares; outstanding, 5,105,936 shares	5,173	5,173
Additional capital	29,352	29,352
Retained earnings	296,912	296,797
Accumulated other comprehensive income	4,460	1,206
	335,897	332,528
Treasury stock: 67,514 shares, at cost	(375)	(375)
Total equity	335,522	332,153
	\$ 1,485,263	\$ 1,481,810

See notes to consolidated financial statements (unaudited).

ALEXANDER'S, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(UNAUDITED)

(Amounts in thousands, except share and per share amounts)

	Three Months Ended	
	March 31,	
	2013	2012
REVENUES		
Property rentals	\$ 34,171	\$ 33,773
Expense reimbursements	14,604	13,528
Total revenues	48,775	47,301
EXPENSES		
Operating, including fees to Vornado of \$982 and \$1,032, respectively	15,554	14,541
Depreciation and amortization	7,223	7,183
General and administrative, including management fees to Vornado of \$595 and \$540, respectively	1,073	1,106
Total expenses	23,850	22,830
OPERATING INCOME	24,925	24,471
Interest and other income, net	385	34
Interest and debt expense	(11,148)	(11,473)
Income from continuing operations	14,162	13,032
Income from discontinued operations	-	6,392
Net income	14,162	19,424
Net loss attributable to the noncontrolling interest	-	58
Net income attributable to Alexander's	\$ 14,162	\$ 19,482
Income per common share – basic and diluted:		
Income from continuing operations	\$ 2.77	\$ 2.55
Income from discontinued operations, net	-	1.26

Net income per common share	\$	2.77	\$	3.81
Weighted average shares outstanding		5,108,016		5,106,984
Dividends per common share	\$	2.75	\$	3.75

See notes to consolidated financial statements
(unaudited).

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ALEXANDER'S, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF
COMPREHENSIVE INCOME
(UNAUDITED)
(Amounts in thousands)

	Three Months Ended	
	March 31,	
	2013	2012
Net income	\$ 14,162	\$ 19,424
Other comprehensive income:		
Change in unrealized net gain on securities available-for-sale	3,254	-
Comprehensive income	17,416	19,424
Less:		
Comprehensive loss attributable to the noncontrolling interest	-	58
Comprehensive income attributable to Alexander's	\$ 17,416	\$ 19,482

See notes to consolidated financial statements
(unaudited).

ALEXANDER'S, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(UNAUDITED)

(Amounts in thousands)

	Common Shares	Additional Amount Capital	Retained Earnings	Accumulated Other Comprehensive Income	Treasury Stock	Alexander's Equity	Non- controlling Interest	Total Equity	
Balance, December 31, 2011	5,173	\$ 5,173	\$ 31,801	\$ 322,201	\$ -	\$ (375)	\$ 358,800	\$ 4,445	\$ 363,245
Net income (loss)	-	-	-	19,482	-	-	19,482	(58)	19,424
Dividends paid	-	-	-	(19,151)	-	-	(19,151)	-	(19,151)
Balance, March 31, 2012	5,173	\$ 5,173	\$ 31,801	\$ 322,532	\$ -	\$ (375)	\$ 359,131	\$ 4,387	\$ 363,518
Balance, December 31, 2012	5,173	\$ 5,173	\$ 29,352	\$ 296,797	\$ 1,206	\$ (375)	\$ 332,153	\$ -	\$ 332,153
Net income	-	-	-	14,162	-	-	14,162	-	14,162
Dividends paid	-	-	-	(14,047)	-	-	(14,047)	-	(14,047)
Change in unrealized net gain on securities available-for-sale	-	-	-	-	3,254	-	3,254	-	3,254
Balance, March 31, 2013	5,173	\$ 5,173	\$ 29,352	\$ 296,912	\$ 4,460	\$ (375)	\$ 335,522	\$ -	\$ 335,522

See notes to consolidated financial statements (unaudited).

ALEXANDER'S, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF
CASH FLOWS
(UNAUDITED)
(Amounts in thousands)

Three Months Ended
March 31,

CASH FLOWS
FROM
OPERATING
ACTIVITIES

	2013	2012
Net income	\$ 14,162	\$ 19,424
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization, including amortization of debt issuance costs	7,821	9,505
Straight-lining of rental income	(949)	(1,469)
Change in operating assets and liabilities:		
Tenant and other receivables, net	(424)	(677)
Other assets	9,277	10,481
Amounts due to Vornado	(822)	(655)
Accounts payable and accrued expenses	4,488	7,009
Other liabilities	(1)	-
Net cash provided by operating activities	33,552	43,618

CASH FLOWS
FROM
INVESTING
ACTIVITIES

Construction in progress and real estate additions	(1,267)	(2,709)
Restricted cash	919	968
Proceeds from maturing short-term investments	-	5,000
Net cash (used in) provided by investing activities	(348)	3,259

CASH FLOWS FROM FINANCING ACTIVITIES

Dividends paid	(14,047)	(19,151)
Debt repayments	(3,963)	(3,698)
Debt issuance costs	(82)	(395)
Net cash used in financing activities	(18,092)	(23,244)

Net increase in cash and cash equivalents	15,112	23,633
Cash and cash equivalents at beginning of period	353,396	506,619
Cash and cash equivalents at end of period	\$ 368,508	\$ 530,252

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION

Cash payments for interest	\$ 10,472	\$ 12,258
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NON-CASH TRANSACTIONS

Change in unrealized net gain on securities available-for-sale	\$ 3,254	\$ -
Non-cash additions to real estate included in accounts payable	603	1,806

and accrued
expenses
Write-off of fully
amortized and
depreciated assets - 624

See notes to consolidated financial statements
(unaudited).

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ALEXANDER’S, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

1. Organization

Alexander’s, Inc. (NYSE: ALX) is a real estate investment trust (“REIT”), incorporated in Delaware, engaged in leasing, managing, developing and redeveloping its properties. All references to “we,” “us,” “our,” “Company” and “Alexander’s” refer to Alexander’s, Inc. and its consolidated subsidiaries. We are managed by, and our properties are leased and developed by, Vornado Realty Trust (“Vornado”) (NYSE: VNO).

2. Basis of Presentation

The accompanying consolidated financial statements are unaudited and include the accounts of Alexander’s and its consolidated subsidiaries. All intercompany amounts have been eliminated. In our opinion, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations and changes in cash flows have been made. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) have been condensed or omitted. These condensed consolidated financial statements have been prepared in accordance with the instructions to Form 10-Q of the Securities and Exchange Commission (the “SEC”) and should be read in conjunction with the consolidated financial statements and notes thereto included in our Annual Report on Form 10-K for the year ended December 31, 2012, as filed with the SEC.

We have made estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting periods. Actual results could differ from those estimates. The results of operations for the three months ended March 31, 2013 are not necessarily indicative of the operating results for the full year. Certain prior year balances have been reclassified in order to conform to current year presentation.

We currently operate in one business segment.

3. Recently Issued Accounting Literature

In February 2013, the Financial Accounting Standards Board issued Update No. 2013-02, *Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income* (“ASU No. 2013-02”). ASU No. 2013-02 requires additional disclosures regarding significant reclassifications out of each component of accumulated other comprehensive income, including the effect on the respective line items of net income for amounts that are required to be reclassified into net income in their entirety and cross-references to other disclosures providing additional information for amounts that are not required to be reclassified into net income in their entirety. The adoption of this update on January 1, 2013, did not have any impact on our consolidated financial statements.

ALEXANDER'S, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

(UNAUDITED)

4. Relationship with Vornado

At March 31, 2013, Vornado owned 32.4% of our outstanding common stock. We are managed by, and our properties are leased and developed by, Vornado, pursuant to the agreements described below which expire in March of each year and are automatically renewable.

Management and Development Agreements

We pay Vornado an annual management fee equal to the sum of (i) \$2,800,000, (ii) 2% of gross revenue from the Rego Park II shopping center, (iii) \$0.50 per square foot of the tenant-occupied office and retail space at 731 Lexington Avenue and (iv) \$264,000, escalating at 3% per annum, for managing the common area of 731 Lexington Avenue.

In addition, Vornado is entitled to a development fee of 6% of development costs, as defined.

Leasing Agreements

Vornado also provides us with leasing services for a fee of 3% of rent for the first ten years of a lease term, 2% of rent for the eleventh through the twentieth year of a lease term, and 1% of rent for the twenty-first through thirtieth year of a lease term, subject to the payment of rents by tenants. In the event third-party real estate brokers are used, the fees to Vornado increase by 1% and Vornado is responsible for the fees to the third-party real estate brokers. Vornado is also entitled to a commission upon the sale of any of our assets equal to 3% of gross proceeds, as defined, for asset sales less than \$50,000,000 and 1% of gross proceeds, as defined, for asset sales of \$50,000,000 or more. The total of these amounts is payable in annual installments in an amount not to exceed \$4,000,000, with interest on the unpaid balance at one-year LIBOR plus 1.0% (1.84% at March 31, 2013).

Other Agreements

We also have agreements with Building Maintenance Services, a wholly owned subsidiary of Vornado, to supervise (i) cleaning, engineering and security services at our Lexington Avenue property and (ii) security services at our Rego

Park I and Rego Park II properties, for an annual fee equal to the cost of such services plus 6%.

The following is a summary of fees to Vornado under the various agreements discussed above, and includes \$732,000 of property management and leasing fees in the three months ended March 31, 2012, related to the Kings Plaza Regional Shopping Center (“Kings Plaza”), which was sold in November 2012 (see Note 6 – *Discontinued Operations*).

(Amounts in thousands)	Three Months Ended	
	March 31,	
	2013	2012
Company management fees	\$ 700	\$ 750
Development fees	-	188
Leasing fees	386	623
Property management fees and payments for cleaning, engineering		
and security services	877	1,267
	\$ 1,963	\$ 2,828

At March 31, 2013, we owed Vornado \$45,189,000 for leasing fees and \$434,000 for management, property management and cleaning fees.

ALEXANDER'S, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

(UNAUDITED)

5. Marketable Securities

As of March 31, 2013, we own 535,265 common shares of The Macerich Company (NYSE: MAC) ("Macerich"), which were received in connection with the sale of Kings Plaza to Macerich. These shares have an economic cost of \$56.05 per share, or \$30,000,000 in the aggregate. As of March 31, 2013, these shares have a fair value of \$34,460,000, based on Macerich's closing share price of \$64.38 per share. These shares are included in "marketable securities" on our consolidated balance sheets and are classified as available-for-sale. Available-for-sale securities are presented at fair value. Unrealized gains and losses resulting from the mark-to-market of these securities are included in "other comprehensive income." The three months ended March 31, 2013 includes a \$3,254,000 unrealized gain from the mark-to-market of these securities.

6. Discontinued Operations

In accordance with the provisions of Accounting Standards Codification ("ASC") Topic 360, *Property, Plant and Equipment*, we have reclassified the revenues and expenses of Kings Plaza, which was sold in November 2012, to "income from discontinued operations" for all periods on our consolidated statements of income. The table below sets forth the results of operations of Kings Plaza for the three months ended March 31, 2012.

(Amounts in thousands)	Three Months Ended March 31,	
	2013	2012
Total revenues	\$ -	\$ 16,359
Total expenses ⁽¹⁾	-	9,967
Income from discontinued operations	\$ -	\$ 6,392

(1) Includes \$445 of fees to Vornado.

7. Significant Tenants

Bloomberg L.P. (“Bloomberg”) accounted for \$21,802,000 and \$21,222,000, representing 45% of our total revenues in each of the three-month periods ended March 31, 2013 and 2012, respectively. No other tenant accounted for more than 10% of our total revenues. If we were to lose Bloomberg as a tenant, or if Bloomberg were to fail or become unable to perform its obligations under its lease, it would adversely affect our results of operations and financial condition. We receive and evaluate certain confidential financial information and metrics from Bloomberg on a semi-annual basis. In addition, we access and evaluate financial information regarding Bloomberg from private sources, as well as publicly available data.

ALEXANDER'S, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
(UNAUDITED)

8. Mortgages Payable

The following is a summary of our outstanding mortgages payable. We may refinance our maturing debt as it comes due or choose to repay it at maturity.

(Amounts in thousands)		Interest Rate at March 31, 2013	Balance at	
	Maturity		March 31, 2013	December 31, 2012
First mortgages secured by:				
731 Lexington Avenue, office space	Feb. 2014	5.33 %	\$ 324,130	\$ 327,425
Rego Park I shopping center (100% cash collateralized)	Mar. 2015	0.40 %	78,246	78,246
731 Lexington Avenue, retail space ⁽¹⁾	Jul. 2015	4.93 %	320,000	320,000
Paramus	Oct. 2018	2.90 %	68,000	68,000
Rego Park II shopping center ⁽²⁾	Nov. 2018	2.05 %	271,577	272,245
			\$ 1,061,953	\$ 1,065,916

(1) In the event of a substantial casualty, as defined, up to \$75,000 of this loan may become recourse to us.

(2) This loan bears interest at LIBOR plus 1.85%.

9. Fair Value Measurements

ASC 820, *Fair Value Measurement and Disclosures* defines fair value and establishes a framework for measuring fair value. ASC 820 establishes a fair value hierarchy that prioritizes observable and unobservable inputs used to measure fair value into three levels: Level 1 – quoted prices (unadjusted) in active markets that are accessible at the measurement date for assets or liabilities; Level 2 – observable prices that are based on inputs not quoted in active

markets, but corroborated by market data; and Level 3 – unobservable inputs that are used when little or no market data is available. The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs. In determining fair value, we utilize valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible as well as consider counterparty credit risk in our assessment of fair value.

Financial Assets and Liabilities Measured at Fair Value

Financial assets measured at fair value on our consolidated balance sheets at March 31, 2013 and December 31, 2012, consist solely of marketable securities, which is presented in the table below, based on its level in the fair value hierarchy. There were no financial liabilities measured at fair value at March 31, 2013 and December 31, 2012.

(Amounts in thousands)	Total	As of March 31, 2013		
		Level 1	Level 2	Level 3
Marketable securities	\$ 34,460	\$ 34,460	\$ -	\$ -

(Amounts in thousands)	Total	As of December 31, 2012		
		Level 1	Level 2	Level 3
Marketable securities	\$ 31,206	\$ 31,206	\$ -	\$ -

ALEXANDER'S, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

(UNAUDITED)

9. Fair Value Measurements – continued*Financial Assets and Liabilities not Measured at Fair Value*

Financial assets and liabilities that are not measured at fair value on our consolidated balance sheets include cash equivalents, mortgages payable and leasing commissions due to Vornado. Cash equivalents are carried at cost, which approximates fair value due to their short-term maturities. The fair value of our mortgages payable is calculated by discounting the future contractual cash flows of these instruments using current risk-adjusted rates available to borrowers with similar credit ratings, which are provided by a third-party specialist. The leasing commissions due to Vornado are carried at cost plus interest at variable rates, which approximate fair value. The fair value of cash equivalents (primarily U.S. Treasury bills and money market funds) is classified as Level 1 and the fair value of mortgages payable and leasing commissions due to Vornado is classified as Level 2. The table below summarizes the carrying amounts and fair value of these financial instruments as of March 31, 2013 and December 31, 2012.

(Amounts in thousands)	As of March 31, 2013		As of December 31, 2012	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Assets:				
Cash equivalents	\$ 328,678	\$ 328,678	\$ 289,054	\$ 289,054
Liabilities:				
Mortgages payable	\$ 1,061,953	\$ 1,106,000	\$ 1,065,916	\$ 1,097,000
Leasing commissions (included in Amounts due to Vornado)	45,189	45,000	45,803	46,000
	\$ 1,107,142	\$ 1,151,000	\$ 1,111,719	\$ 1,143,000

10. Commitments and Contingencies

Insurance

We maintain general liability insurance with limits of \$300,000,000 per occurrence and all-risk property and rental value insurance coverage with limits of \$1.7 billion per occurrence, including coverage for terrorist acts, with sub-limits for certain perils such as floods and earthquakes on each of our properties.

Fifty Ninth Street Insurance Company, LLC (“FNSIC”), our wholly owned consolidated subsidiary, acts as a direct insurer for coverage for acts of terrorism, including nuclear, biological, chemical and radiological (“NBCR”) acts, as defined by the Terrorism Risk Insurance Program Reauthorization Act of 2007 (“TRIPRA”). Coverage for acts of terrorism (including NBCR acts) is up to \$1.7 billion per occurrence. Coverage for acts of terrorism (excluding NBCR acts) is fully reinsured by third party insurance companies with no exposure to FNSIC. For NBCR acts, FNSIC is responsible for a \$275,000 deductible and 15% of the balance of a covered loss and the Federal government is responsible for the remaining 85% of a covered loss. We are ultimately responsible for any loss borne by FNSIC.

There can be no assurance that we will be able to maintain similar levels of insurance coverage in the future in amounts and on terms that are commercially reasonable. We are responsible for deductibles and losses in excess of our insurance coverage, which could be material.

Our mortgage loans are non-recourse to us, except for \$75,000,000 of the \$320,000,000 mortgage on our 731 Lexington Avenue property, in the event of a substantial casualty, as defined. Our mortgage loans contain customary covenants requiring us to maintain insurance. If lenders insist on greater coverage than we are able to obtain, it could adversely affect our ability to finance our properties.

ALEXANDER'S, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

(UNAUDITED)

10. Commitments and Contingencies – continued

Flushing Property

In 2002, Flushing Expo, Inc. (“Expo”) agreed to purchase the stock of the entity which owns the Flushing property from us (“Purchase of the Property”) and gave us a non-refundable deposit of \$1,875,000. Pursuant to a stipulation of settlement, we settled the action Expo brought against us regarding the Purchase of the Property and in June 2011, deposited the settlement amount with the Court, in exchange for which we received a stipulation of discontinuance, with prejudice, as well as general releases. In November 2011, Expo filed another action, this time against our tenant at the Flushing property asserting, among other things, that such tenant interfered with Expo’s Purchase of the Property from us and sought \$50,000,000 in damages from our tenant, who sought indemnification from us for such amount. In August 2012, the Court entered judgment denying Expo’s claim for damages. Expo filed a motion to re-argue the decision, which the Court denied on December 7, 2012. Expo has appealed the Court’s August 2012 decision. We believe, after consultation with counsel, that the amount or range of reasonably possible losses, if any, cannot be estimated.

Paramus

In 2001, we leased 30.3 acres of land located in Paramus, New Jersey to IKEA Property, Inc. The lease has a 40-year term with a purchase option in 2021 for \$75,000,000. The property is encumbered by a \$68,000,000 interest-only mortgage loan with a fixed rate of 2.90%, which matures in October 2018. The annual triple-net rent is the sum of \$700,000 plus the amount of debt service on the mortgage loan. If the purchase option is exercised, we will receive net cash proceeds of approximately \$7,000,000 and recognize a gain on sale of land of approximately \$60,000,000. If the purchase option is not exercised, the triple-net rent for the last 20 years would include debt service sufficient to fully amortize \$68,000,000 over the remaining 20-year lease term.

Letters of Credit

Approximately \$4,058,000 of standby letters of credit were outstanding as of March 31, 2013.

Other

There are various other legal actions against us in the ordinary course of business. In our opinion, the outcome of such matters in the aggregate will not have a material effect on our financial condition, results of operations or cash flows.

11. Rego Park II Apartment Tower

We are currently evaluating plans to construct an apartment tower containing approximately 300 units aggregating 250,000 square feet, above our Rego Park II shopping center. The funding required for the proposed development will be approximately \$100,000,000 to \$120,000,000. There can be no assurance that the project will commence, or if commenced, be completed on schedule or within budget.

ALEXANDER'S, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
(UNAUDITED)

12. Earnings Per Share

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The following table sets forth the computation of basic and diluted income per share, including a reconciliation of net income and the number of shares used in computing basic and diluted income per share. Basic income per share is determined using the weighted average shares of common stock (including deferred stock units) outstanding during the period. Diluted income per share is determined using the weighted average shares of common stock (including deferred stock units) outstanding during the period, and assumes all potentially dilutive securities were converted into common shares at the earliest date possible. There were no potentially dilutive securities outstanding during the three months ended March 31, 2013 and 2012.

(Amounts in thousands, except share and per share amounts)	Three Months Ended	
	2013	2012
		March 31,
Income from continuing operations	\$ 14,162	\$ 13,032
Income from discontinued operations, net of income attributable to the noncontrolling interest	-	6,450
Net income attributable to common stockholders – basic and diluted	\$ 14,162	\$ 19,482
Weighted average shares outstanding – basic and diluted	5,108,016	5,106,984