

FIRST FINANCIAL BANKSHARES INC
Form 10-Q
August 02, 2011
[Table of Contents](#)

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 June 30, 2011

Commission file number 0-7674

FIRST FINANCIAL BANKSHARES, INC.

(Exact name of registrant as specified in its charter)

Texas
(State or other jurisdiction of

75-0944023
(I.R.S. Employer

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incorporation or organization) Identification No.)
400 Pine Street, Abilene, Texas **79601**
(Address of principal executive offices) (Zip Code)
(325) 627-7155
(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 Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulations 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 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 Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date:

Class	Outstanding at August 2, 2011
Common Stock, \$0.01 par value per share	31,451,411

Table of Contents

TABLE OF CONTENTS

PART I

FINANCIAL INFORMATION

Item	Page
1. <u>Financial Statements</u>	3
<u>Consolidated Balance Sheets – Unaudited</u>	4
<u>Consolidated Statements of Earnings – Unaudited</u>	5
<u>Consolidated Statements of Comprehensive Earnings – Unaudited</u>	6
<u>Consolidated Statements of Changes in Shareholders' Equity – Unaudited</u>	7
<u>Consolidated Statements of Cash Flows – Unaudited</u>	8
<u>Notes to Consolidated Financial Statements – Unaudited</u>	9
2. <u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	25
3. <u>Quantitative and Qualitative Disclosures About Market Risk</u>	45
4. <u>Controls and Procedures</u>	45

PART II

OTHER INFORMATION

6. <u>Exhibits</u>	46
<u>Signatures</u>	47

Table of Contents

PART I

FINANCIAL INFORMATION

Item 1. Financial Statements.

The consolidated balance sheets of First Financial Bankshares, Inc. (the Company) at June 30, 2011 and 2010 and December 31, 2010, the consolidated statements of earnings and comprehensive earnings for the three and six months ended June 30, 2011 and 2010, and changes in shareholders' equity and cash flows for the six months ended June 30, 2011 and 2010, follow on pages 4 through 8.

Table of Contents**FIRST FINANCIAL BANKSHARES, INC. AND SUBSIDIARIES****CONSOLIDATED BALANCE SHEETS**

(Dollars in thousands, except per share amounts)

ASSETS	June 30, 2011 (Unaudited)	2010	December 31, 2010
CASH AND DUE FROM BANKS	\$ 106,500	\$ 100,460	\$ 124,177
FEDERAL FUNDS SOLD	3,195	225	
INTEREST-BEARING DEPOSITS IN BANKS	193,088	139,521	243,776
Total cash and cash equivalents	302,783	240,206	367,953
SECURITIES HELD-TO-MATURITY (fair value of \$6,756, \$11,403 and \$9,240 at June 30, 2011 and 2010 and December 31, 2010, respectively)	6,663	11,107	9,064
SECURITIES AVAILABLE-FOR-SALE, at fair value	1,639,992	1,402,448	1,537,178
LOANS			
Held for investment	1,715,159	1,513,671	1,677,187
Less - allowance for loan losses	(33,406)	(28,954)	(31,106)
Net loans held for investment	1,681,753	1,484,717	1,646,081
Held for sale	4,256	6,001	13,159
Net loans	1,686,009	1,490,718	1,659,240
BANK PREMISES AND EQUIPMENT, net	72,550	66,888	70,162
INTANGIBLE ASSETS	72,307	62,840	72,524
OTHER ASSETS	60,711	61,388	60,246
Total assets	\$ 3,841,015	\$ 3,335,595	\$ 3,776,367
LIABILITIES AND SHAREHOLDERS EQUITY			
NONINTEREST-BEARING DEPOSITS	\$ 989,271	\$ 782,166	\$ 959,473
INTEREST-BEARING DEPOSITS	2,130,170	1,924,062	2,153,828
Total deposits	3,119,441	2,706,228	3,113,301
DIVIDENDS PAYABLE	7,548	7,088	7,120
SHORT-TERM BORROWINGS	192,364	159,480	178,356
OTHER LIABILITIES	43,957	31,801	35,902
Total liabilities	3,363,310	2,904,597	3,334,679
COMMITMENTS AND CONTINGENCIES			
SHAREHOLDERS EQUITY			
Common stock - \$0.01 par value, authorized 40,000,000 shares; 31,451,300, 20,848,421, and 20,942,141 shares issued at June 30, 2011 and 2010 and December 31, 2010, respectively	314	208	209
Capital surplus	275,670	270,087	274,629

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Retained earnings	164,417	128,863	146,397
Treasury stock (shares at cost: 251,516, 164,965, and 166,329 at June 30, 2011 and 2010 and December 31, 2010, respectively)	(4,394)	(4,038)	(4,207)
Deferred compensation	4,394	4,038	4,207
Accumulated other comprehensive earnings	37,304	31,840	20,453
Total shareholders' equity	477,705	430,998	441,688
Total liabilities and shareholders' equity	\$ 3,841,015	\$ 3,335,595	\$ 3,776,367

See notes to consolidated financial statements.

Table of Contents

FIRST FINANCIAL BANKSHARES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EARNINGS - (UNAUDITED)

(Dollars in thousands, except per share amounts)

	Three Months Ended June 30, 2011	2010	Six Months Ended June 30, 2011	2010
INTEREST INCOME:				
Interest and fees on loans	\$ 24,633	\$ 22,792	\$ 48,920	\$ 45,165
Interest on investment securities:				
Taxable	9,831	9,237	19,423	18,203
Exempt from federal income tax	5,459	4,676	10,940	9,310
Interest on federal funds sold and interest-bearing deposits in banks	318	349	685	721
Total interest income	40,241	37,054	79,968	73,399
INTEREST EXPENSE:				
Interest on deposits	2,014	3,463	4,364	6,998
Other	51	133	102	297
Total interest expense	2,065	3,596	4,466	7,295
Net interest income	38,176	33,458	75,502	66,104
PROVISION FOR LOAN LOSSES	1,924	2,973	4,051	4,983
Net interest income after provision for loan losses	36,252	30,485	71,451	61,121
NONINTEREST INCOME:				
Trust fees	3,211	2,672	6,254	5,198
Service charges on deposit accounts	4,520	5,293	8,894	10,152
ATM and credit card fees	3,415	2,830	6,491	5,341
Real estate mortgage operations	941	857	1,874	1,417
Net gain on available-for-sale securities	42	72	261	72
Net gain (loss) on sale of foreclosed assets	(1,111)	59	(1,174)	70
Other	876	787	2,136	1,430
Total noninterest income	11,894	12,570	24,736	23,680
NONINTEREST EXPENSE:				
Salaries and employee benefits	14,008	12,841	28,243	25,498
Net occupancy expense	1,685	1,561	3,332	3,139
Equipment expense	1,951	1,853	3,822	3,690
Printing, stationery and supplies	489	428	916	857
FDIC insurance premiums	597	990	1,568	1,978
Correspondent bank service charges	208	181	408	372
ATM, interchange and credit card expenses	1,183	866	2,330	1,751
Professional and service fees	834	636	1,834	1,329
Amortization of intangible assets	105	153	216	312
Other expenses	4,828	4,442	9,379	8,363
Total noninterest expense	25,888	23,951	52,048	47,289

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EARNINGS BEFORE INCOME TAXES	22,258	19,104	44,139	37,512
INCOME TAX EXPENSE	5,738	4,906	11,324	9,597
NET EARNINGS	\$ 16,520	\$ 14,198	\$ 32,815	\$ 27,915
EARNINGS PER SHARE, BASIC	\$ 0.53	\$ 0.45	\$ 1.04	\$ 0.89
EARNINGS PER SHARE, ASSUMING DILUTION	\$ 0.52	\$ 0.45	\$ 1.04	\$ 0.89
DIVIDENDS PER SHARE	\$ 0.24	\$ 0.23	\$ 0.47	\$ 0.45

See notes to consolidated financial statements.

Table of Contents**FIRST FINANCIAL BANKSHARES, INC. AND SUBSIDIARIES****CONSOLIDATED STATEMENTS OF COMPREHENSIVE EARNINGS - (UNAUDITED)****(Dollars in thousands)**

	Three Months Ended June 30,		Six Months Ended June 30,	
	2011	2010	2011	2010
NET EARNINGS	\$ 16,520	\$ 14,198	\$ 32,815	\$ 27,915
OTHER ITEMS OF COMPREHENSIVE EARNINGS:				
Change in unrealized gain on investment securities available-for-sale, before income taxes	18,689	(142)	26,186	1,246
Reclassification adjustment for realized gains on investment securities included in net earnings, before income tax	(42)	(72)	(261)	(72)
Total other items of comprehensive earnings	18,647	(214)	25,925	1,174
Income tax benefit (expense) related to other items of comprehensive earnings	(6,526)	75	(9,074)	(411)
COMPREHENSIVE EARNINGS	\$ 28,641	\$ 14,059	\$ 49,666	\$ 28,678

See notes to consolidated financial statements.

Table of Contents

FIRST FINANCIAL BANKSHARES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS EQUITY

(Dollars in thousands, except per share amounts)

	Common Stock Shares	Common Stock Amount	Capital Surplus	Retained Earnings	Treasury Stock Shares	Treasury Stock Amounts	Deferred Compensation	Accumulated Other Comprehensive Earnings	Total Shareholders Equity
Balances at December 31, 2009	20,826,431	\$ 208	\$ 269,294	\$ 115,123	(162,836)	\$ (3,833)	\$ 3,833	\$ 31,077	\$ 415,702
Net earnings (unaudited)				27,915					27,915
Stock issuances (unaudited)	21,990		569						569
Cash dividends declared, \$0.45 per share (unaudited)				(14,175)					(14,175)
Change in unrealized gain in investment securities available-for-sale, net of related income taxes (unaudited)								763	763
Additional tax benefit related to directors' deferred compensation plan (unaudited)			30						30
Shares purchased in connection with directors' deferred compensation plan, net (unaudited)					(2,129)	(205)	205		
Stock option expense (unaudited)			194						194
Balances at June 30, 2010 (unaudited)	20,848,421	\$ 208	\$ 270,087	\$ 128,863	(164,965)	\$ (4,038)	\$ 4,038	\$ 31,840	\$ 430,998
Balances at December 31, 2010	20,942,141	\$ 209	\$ 274,629	\$ 146,397	(166,329)	\$ (4,207)	\$ 4,207	\$ 20,453	\$ 441,688
Net earnings (unaudited)				32,815					32,815
Stock issuances (unaudited)	27,982		804						804
Cash dividends declared, \$0.47 per share (unaudited)				(14,690)					(14,690)
Change in unrealized gain in investment securities available-for-sale, net of related income taxes (unaudited)								16,851	16,851
Additional tax benefit related to directors' deferred compensation plan (unaudited)			20						20
Shares purchased in connection with directors' deferred					(2,041)	(187)	187		

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compensation plan, net
(unaudited)

Stock option expense (unaudited)				217						217
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Three-for-two stock split in the
form of a 50% stock dividend
(unaudited)

10,481,177	105		(105)	(83,146)						
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Balances at June 30, 2011
(unaudited)

31,451,300	\$ 314	\$ 275,670	\$ 164,417	(251,516)	\$ (4,394)	\$ 4,394	\$ 37,304	\$ 477,705
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See notes to consolidated financial statements.

Table of Contents

FIRST FINANCIAL BANKSHARES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS - (UNAUDITED)

(Dollars in thousands)

	Six Months Ended June 30,	
	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net earnings	\$ 32,815	\$ 27,915
Adjustments to reconcile net earnings to net cash provided by operating activities:		
Depreciation and amortization	3,600	3,526
Provision for loan losses	4,051	4,983
Securities premium amortization (discount accretion), net	3,392	2,086
Gain on sale of assets, net	647	