

INFINITY PROPERTY & CASUALTY CORP

Form 10-Q

May 07, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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 ended March 31, 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. 0-50167

INFINITY PROPERTY AND CASUALTY CORPORATION

(Exact name of registrant as specified in its charter)

Incorporated under

the Laws of Ohio

(State or other jurisdiction of

incorporation or organization)

3700 Colonnade Parkway, Suite 600, Birmingham, Alabama 35243

(Address of principal executive offices and zip code)

(205) 870-4000

(Registrant's telephone number, including area code)

Not Applicable

(Former name, former address and former fiscal year, if changed since last report)

03-0483872

(I.R.S. Employer

Identification No.)

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 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 (§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 by rule 12b-2 of the Exchange Act). Yes No

As of April 30, 2015 there were 11,466,399 shares of the registrant's common stock outstanding.

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101.INS XBRL Instance Document
101.SCH XBRL Taxonomy Extension Schema
101.CAL XBRL Taxonomy Extension Calculation Linkbase
101.DEF XBRL Taxonomy Extension Definition Linkbase
101.LAB XBRL Taxonomy Extension Label Linkbase
101.PRE XBRL Taxonomy Extension Presentation Linkbase

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

Condensed Notes to Consolidated Financial Statements

PART I

FINANCIAL INFORMATION

ITEM 1

Financial Statements

INFINITY PROPERTY AND CASUALTY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF EARNINGS

(\$ in thousands, except per share data)

(unaudited)

	Three months ended March 31,			
	2015	2014	% Change	
Revenues:				
Earned premium	\$332,106	\$327,679	1.4	%
Installment and other fee income	24,561	24,340	0.9	%
Net investment income	8,736	8,798	(0.7))%
Net realized gains on investments ¹	1,169	645	81.4	%
Other income	400	151	164.9	%
Total revenues	366,973	361,613	1.5	%
Costs and Expenses:				
Losses and loss adjustment expenses	255,643	253,702	0.8	%
Commissions and other underwriting expenses	88,828	87,973	1.0	%
Interest expense	3,459	3,453	0.2	%
Corporate general and administrative expenses	1,903	1,526	24.7	%
Other expenses	903	312	189.5	%
Total costs and expenses	350,737	346,966	1.1	%
Earnings before income taxes	16,236	14,647	10.9	%
Provision for income taxes	5,082	4,320	17.7	%
Net Earnings	\$11,154	\$10,327	8.0	%
Net Earnings per Common Share:				
Basic	\$0.98	\$0.90	8.9	%
Diluted	0.97	0.89	9.0	%
Average Number of Common Shares:				
Basic	11,427	11,429	0.0	%
Diluted	11,551	11,580	(0.2))%
Cash Dividends per Common Share	\$0.43	\$0.36	19.4	%
¹ Net realized gains before impairment losses	\$1,551	\$672	130.9	%
Total other-than-temporary impairment (OTTI) losses	(381)	(893)	(57.3))%
Non-credit portion in other comprehensive income	0	885	(100.0))%
OTTI losses reclassified from other comprehensive income	0	(19)	(100.0))%
Net impairment losses recognized in earnings	(381)	(27)	NM	
Total net realized gains on investments	\$1,169	\$645	81.4	%

NM = Not Meaningful

See Condensed Notes to Consolidated Financial Statements.

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

Condensed Notes to Consolidated Financial Statements

INFINITY PROPERTY AND CASUALTY CORPORATION AND SUBSIDIARIES
 CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(\$ in thousands)

(unaudited)

	Three months ended March 31,	
	2015	2014
Net earnings	\$11,154	\$10,327
Other comprehensive income before tax:		
Net change in postretirement benefit liability	16	657
Unrealized gains on investments:		
Unrealized holding gains arising during the period	8,416	7,852
Less: Reclassification adjustments for losses included in net earnings	(1,169)	(645)
Unrealized gains on investments, net	7,247	7,208
Other comprehensive income, before tax	7,263	7,865
Income tax expense related to components of other comprehensive income	(2,542)	(2,753)
Other comprehensive income, net of tax	4,721	5,112
Comprehensive income	\$15,875	\$15,439

See Condensed Notes to Consolidated Financial Statements.

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

Condensed Notes to Consolidated Financial Statements

INFINITY PROPERTY AND CASUALTY CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

(\$ in thousands, except share amounts in line descriptions)

	March 31, 2015 (unaudited)	December 31, 2014
Assets		
Investments:		
Fixed maturities – at fair value (amortized cost \$1,407,631 and \$1,412,417)	\$1,433,022	\$1,431,843
Equity securities – at fair value (cost \$76,625 and \$77,862)	94,453	94,408
Short-term investments - at fair value (amortized cost \$1,820 and \$803)	1,819	803
Total investments	1,529,294	1,527,054
Cash and cash equivalents	96,434	84,541
Accrued investment income	12,031	12,976
Agents' balances and premium receivable, net of allowances for doubtful accounts of \$14,648 and \$15,510	529,969	483,638
Property and equipment, net of accumulated depreciation of \$66,507 and \$63,929	54,923	55,880
Prepaid reinsurance premium	5,386	4,809
Recoverables from reinsurers (includes \$733 and \$161 on paid losses and LAE)	14,715	14,530
Deferred policy acquisition costs	98,164	90,428
Current and deferred income taxes	13,148	20,022
Receivable for securities sold	3,650	4,549
Other assets	13,714	11,108
Goodwill	75,275	75,275
Total assets	\$2,446,702	\$2,384,812
Liabilities and Shareholders' Equity		
Liabilities:		
Unpaid losses and loss adjustment expenses	\$675,755	\$668,177
Unearned premium	644,433	589,260
Long-term debt (fair value \$294,674 and \$291,044)	275,000	275,000
Commissions payable	19,274	18,673
Payable for securities purchased	9,370	17,173
Other liabilities	115,542	118,870
Total liabilities	1,739,374	1,687,153
Commitments and contingencies (See Note 9)		
Shareholders' equity:		
Common stock, no par value (50,000,000 shares authorized; 21,729,057 and 21,728,032 shares issued)	21,756	21,745
Additional paid-in capital	373,082	372,368
Retained earnings	731,873	725,651
Accumulated other comprehensive income, net of tax	28,216	23,494
Treasury stock, at cost (10,270,472 and 10,244,672 shares)	(447,598)	(445,599)
Total shareholders' equity	707,328	697,659
Total liabilities and shareholders' equity	\$2,446,702	\$2,384,812

See Condensed Notes to Consolidated Financial Statements.

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

Condensed Notes to Consolidated Financial Statements

INFINITY PROPERTY AND CASUALTY CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(\$ in thousands)

(unaudited)

	Common Stock	Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income, Net of Tax	Treasury Stock	Total
Balance at December 31, 2013	\$21,684	\$368,902	\$685,011	\$ 16,624	\$(435,463)	\$656,758
Net earnings	—	—	10,327	—	—	10,327
Net change in postretirement benefit liability	—	—	—	427	—	427
Change in unrealized gain on investments	—	—	—	5,055	—	5,055
Change in non-credit component of impairment losses on fixed maturities	—	—	—	(370) —	(370)
Comprehensive income	—	—	—	—	—	15,439
Dividends paid to common shareholders	—	—	(4,139) —	—	(4,139)
Shares issued and share-based compensation expense, including tax benefit	12	417	—	—	—	429
Acquisition of treasury stock	—	—	—	—	(2,000) (2,000)
Balance at March 31, 2014	\$21,696	\$369,319	\$691,199	\$ 21,737	\$(437,463)	\$666,488
Net earnings	—	—	46,874	—	—	46,874
Net change in postretirement benefit liability	—	—	—	(274) —	(274)
Change in unrealized gain on investments	—	—	—	1,755	—	1,755
Change in non-credit component of impairment losses on fixed maturities	—	—	—	276	—	276
Comprehensive income	—	—	—	—	—	48,632
Dividends paid to common shareholders	—	—	(12,423) —	—	(12,423)
Shares issued and share-based compensation expense, including tax benefit	49	3,049	—	—	—	3,098
Acquisition of treasury stock	—	—	—	—	(8,136) (8,136)
Balance at December 31, 2014	\$21,745	\$372,368	\$725,651	\$ 23,494	\$(445,599)	\$697,659
Net earnings	—	—	11,154	—	—	11,154
Net change in postretirement benefit liability	—	—	—	11	—	11
Change in unrealized gain on investments	—	—	—	4,497	—	4,497
Change in non-credit component of impairment losses on fixed maturities	—	—	—	213	—	213
Comprehensive income	—	—	—	—	—	15,875
Dividends paid to common shareholders	—	—	(4,932) —	—	(4,932)
	11	714	—	—	—	725

Shares issued and share-based
 compensation expense, including tax
 benefit

Acquisition of treasury stock	—	—	—	—	(1,999)	(1,999)
Balance at March 31, 2015	\$21,756	\$373,082	\$731,873	\$ 28,216	\$(447,598)	\$707,328

See Condensed Notes to Consolidated Financial Statements.

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

Condensed Notes to Consolidated Financial Statements

INFINITY PROPERTY AND CASUALTY CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

(\$ in thousands)

(unaudited)

	Three months ended March 31,	
	2015	2014
Operating Activities:		
Net earnings	\$11,154	\$10,327
Adjustments:		
Depreciation	2,982	2,540
Amortization	5,888	5,767
Net realized gains on investments	(1,169)	(645)
Loss (gain) on disposal of property and equipment	115	(27)
Share-based compensation expense	659	(168)
Excess tax benefits from share-based payment arrangements	0	(56)
Activity related to rabbi trust	27	18
Change in accrued investment income	946	386
Change in agents' balances and premium receivable	(46,331)	(41,657)
Change in reinsurance receivables	(761)	(1,146)
Change in deferred policy acquisition costs	(7,736)	(6,449)
Change in other assets	1,732	2,555
Change in unpaid losses and loss adjustment expenses	7,578	16,313
Change in unearned premium	55,173	47,008
Change in other liabilities	(2,790)	5,553
Net cash provided by operating activities	27,467	40,318
Investing Activities:		
Purchases of fixed maturities	(150,155)	(183,528)
Purchases of equity securities	(2,000)	(2,600)
Purchases of short-term investments	(1,032)	(200)
Purchases of property and equipment	(2,140)	(5,249)
Maturities and redemptions of fixed maturities	46,727	41,201
Maturities and redemptions of short-term investments	0	1,400
Proceeds from sale of fixed maturities	95,432	64,959
Proceeds from sale of equity securities	4,489	0
Proceeds from sale of property and equipment	0	30
Net cash used in investing activities	(8,678)	(83,986)
Financing Activities:		
Proceeds from stock options exercised and employee stock purchases	66	541
Excess tax benefits from share-based payment arrangements	0	56
Principal payments under capital lease obligation	(118)	(134)
Acquisition of treasury stock	(1,912)	(1,975)
Dividends paid to shareholders	(4,932)	(4,139)
Net cash used in financing activities	(6,896)	(5,650)
Net increase (decrease) in cash and cash equivalents	11,893	(49,319)
Cash and cash equivalents at beginning of period	84,541	134,211

Cash and cash equivalents at end of period	\$96,434	\$84,892
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See Condensed Notes to Consolidated Financial Statements.

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

CONDENSED NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

March 31, 2015

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Note 1 Reporting and Accounting Policies

Nature of Operations

We are a holding company that provides, through our subsidiaries, personal automobile insurance with a focus on the nonstandard market. Although licensed to write insurance in all 50 states and the District of Columbia, we focus on select states that we believe offer the greatest opportunity for premium growth and profitability.

Basis of Consolidation and Reporting

The accompanying consolidated financial statements are unaudited and should be read in conjunction with our Annual Report on Form 10-K for the year ended December 31, 2014. This Quarterly Report on Form 10-Q, including the Condensed Notes to Consolidated Financial Statements and Management's Discussion and Analysis of Financial Condition and Results of Operations, focuses on our financial performance since the beginning of the year.

These financial statements reflect certain adjustments necessary for a fair presentation of our results of operations and financial position. Such adjustments consist of normal, recurring accruals recorded to match expenses with their related revenue streams and the elimination of all significant inter-company transactions and balances.

We have evaluated events that occurred after March 31, 2015, for recognition or disclosure in our financial statements and the notes to the financial statements.

Schedules may not foot due to rounding.

Estimates

We based certain accounts and balances within these financial statements upon our estimates and assumptions. The amount of reserves for claims not yet paid, for example, is an item that we can only record by estimation. Unrealized capital gains and losses on investments are subject to market fluctuations, and we use judgment in the determination of whether unrealized losses on certain securities are temporary or other-than-temporary. Should actual results differ significantly from these estimates, the effect on our results of operations could be material. The results of operations for the periods presented may not be indicative of our results for the entire year.

Recently Issued Accounting Standards

In April 2015 the Financial Accounting Standards Board (FASB) issued an Accounting Standards Update (ASU) related to the presentation of debt issuance costs. The guidance requires debt issuance costs to be presented in the balance sheet as a direct deduction from the carrying amount of the debt liability. The standard is effective for fiscal years beginning after December 15, 2015 and is to be applied retrospectively. The new guidance will have no impact on our results of operations or financial position.

In May 2014 the FASB issued an ASU related to the accounting for revenue from contracts with customers. Insurance contracts have been excluded from the scope of the guidance, which is effective for fiscal years beginning after December 15, 2016. We do not expect the adoption of this standard to have a material impact on our financial condition or results of operations.

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

Condensed Notes to Consolidated Financial Statements

Note 2 Computation of Net Earnings per Share

The following table illustrates our computations of basic and diluted net earnings per common share (\$ in thousands, except per share figures):

	Three months ended March 31,	
	2015	2014
Net earnings	\$11,154	\$10,327
Average basic shares outstanding	11,427	11,429
Basic net earnings per share	\$0.98	\$0.90
Average basic shares outstanding	11,427	11,429
Restricted stock not yet vested	11	57
Dilutive effect of assumed option exercises	0	2
Dilutive effect of Performance Share Plan	113	92
Average diluted shares outstanding	11,551	11,580
Diluted net earnings per share	\$0.97	\$0.89

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

Condensed Notes to Consolidated Financial Statements

Note 3 Fair Value

Fair values of instruments are based on:

(i) quoted prices in active markets for identical assets (Level 1);

quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in
(ii) markets that are not active and model-derived valuations in which all significant inputs are observable in active
markets (Level 2); or

(iii) valuations derived from valuation techniques in which one or more significant inputs are unobservable in the
marketplace (Level 3).

The following tables present, for each of the fair value hierarchy levels, our assets and liabilities for which we report
fair value on a recurring basis (\$ in thousands):

March 31, 2015	Fair Value			Total	
	Level 1	Level 2	Level 3		
Cash and cash equivalents	\$96,434	\$0	\$0	\$96,434	
Fixed maturity securities:					
U.S. government	66,511	58	0	66,569	
State and municipal	0	504,690	10	504,700	
Mortgage-backed securities:					
Residential	0	345,884	0	345,884	
Commercial	0	66,992	0	66,992	
Total mortgage-backed securities	0	412,876	0	412,876	
Asset-backed securities	0	62,302	46	62,348	
Corporates	0	383,583	2,946	386,529	
Total fixed maturities	66,511	1,363,509	3,002	1,433,022	
Equity securities	94,453	0	0	94,453	
Short-term investments	0	1,819	0	1,819	
Total cash and investments	\$257,398	\$1,365,328	\$3,002	\$1,625,728	
Percentage of total cash and investments	15.8	% 84.0	% 0.2	% 100.0	%

December 31, 2014	Fair Value			Total	
	Level 1	Level 2	Level 3		
Cash and cash equivalents	\$84,541	\$0	\$0	\$84,541	
Fixed maturity securities:					
U.S. government	66,847	87	0	66,933	
State and municipal	0	503,650	0	503,650	
Mortgage-backed securities:					
Residential	0	354,528	0	354,528	
Commercial	0	50,838	0	50,838	
Total mortgage-backed securities	0	405,366	0	405,366	
Asset-backed securities	0	58,457	150	58,607	
Corporates	0	394,152	3,134	397,286	
Total fixed maturities	66,847	1,361,711	3,285	1,431,843	
Equity securities	94,408	0	0	94,408	
Short-term investments	0	803	0	803	
Total cash and investments	\$245,795	\$1,362,514	\$3,285	\$1,611,594	
Percentage of total cash and investments	15.3	% 84.5	% 0.2	% 100.0	%

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INFINITY PROPERTY AND CASUALTY CORPORATION FORM 10-Q

Condensed Notes to Consolidated Financial Statements

We do not report our long-term debt at fair value in the Consolidated Balance Sheets. The \$294.7 million and \$291.0 million fair value of our long-term debt at March 31, 2015, and December 31, 2014, respectively, would be included in Level 2 of the fair value hierarchy if it were reported at fair value.

Level 1 includes cash and cash equivalents, U.S. Treasury securities, an exchange-traded fund and equities held in a rabbi trust which funds our Supplemental Employee Retirement Plan ("SERP"). Level 2 includes securities whose fair value was determined using observable market inputs. Level 3 securities are comprised of (i) securities for which there is no active or inactive market for similar instruments; (ii) securities whose fair value is determined based on unobservable inputs; and (iii) securities, other than those backed by the U.S. Government, that are not rated by a nationally recognized statistical rating organization ("NRSRO"). We recognize transfers between levels at the beginning of the reporting period.

A third party nationally recognized pricing service provides the fair value of securities in Level 2. We review the third party pricing methodologies quarterly and test for significant differences between the market price used to value the security and recent sales activity.

The following tables present the progression in the Level 3 fair value category (\$ in thousands):