

VILLAGE SUPER MARKET INC  
Form 10-Q  
December 03, 2014

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: October 25, 2014

OR

TRANSITION REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File No. 0-2633

VILLAGE SUPER MARKET, INC.  
(Exact name of registrant as specified in its charter)

NEW JERSEY 22-1576170  
(State or other jurisdiction of incorporation or organization) (I. R. S. Employer Identification No.)

733 MOUNTAIN AVENUE, SPRINGFIELD, NEW JERSEY 07081  
(Address of principal executive offices) (Zip Code)

(973) 467-2200  
(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 X 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 for such shorter period that the registrant was required to submit and post such files). Yes X 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 12-b2 of the Exchange Act.

Large accelerated filer  Accelerated filer

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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

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

December 3, 2014

|                                    |                  |
|------------------------------------|------------------|
| Class A Common Stock, No Par Value | 9,696,583 Shares |
| Class B Common Stock, No Par Value | 4,360,998 Shares |

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VILLAGE SUPER MARKET, INC.

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## PART I - FINANCIAL INFORMATION

Item 1. Financial Statements  
VILLAGE SUPER MARKET, INC.  
CONSOLIDATED CONDENSED BALANCE SHEETS  
(In thousands) (Unaudited)

|   | October 25,<br>2014 | July 26,<br>2014 |
|---|---------------------|------------------|
| <b>ASSETS</b>   |                     |                  |
| Current assets  |                     |                  |
| Cash and cash equivalents   | \$69,262            | \$77,352         |
| Merchandise inventories   | 45,227              | 44,694           |
| Patronage dividend receivable   | 17,216              | 12,923           |
| Deferred tax assets   | 12,548              | 12,077           |
| Other current assets  | 14,208              | 15,740           |
| Total current assets  | 158,461             | 162,786          |
| Property, equipment and fixtures, net   | 204,285             | 206,720          |
| Note receivable from Wakefern   | 41,008              | 40,598           |
| Investment in Wakefern  | 25,750              | 25,012           |
| Goodwill  | 12,057              | 12,057           |
| Other assets  | 9,292               | 10,239           |
| Total assets  | \$450,853           | \$457,412        |
| <b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>   |                     |                  |
| Current liabilities   |                     |                  |
| Capital and financing lease obligations   | \$358               | \$231            |
| Notes payable to Wakefern   | 1,256               | 667              |
| Accounts payable to Wakefern  | 60,668              | 66,004           |
| Accounts payable and accrued expenses   | 13,103              | 15,859           |
| Accrued wages and benefits  | 15,771              | 18,856           |
| Income taxes payable  | 46,059              | 44,387           |
| Total current liabilities   | 137,215             | 146,004          |
| Long-term Debt  |                     |                  |
| Capital and financing lease obligations   | 44,055              | 44,168           |
| Notes payable to Wakefern   | 1,051               | 1,074            |
| Total long-term debt  | 45,106              | 45,242           |
| Pension liabilities   | 24,576              | 23,876           |
| Other liabilities   | 9,073               | 9,154            |
| Commitments and contingencies   |                     |                  |
| Shareholders' Equity  |                     |                  |
| Preferred stock, no par value: Authorized 10,000 shares, none issued  | —                   | —                |
| Class A common stock, no par value: Authorized 20,000 shares; issued 10,150 shares at October 25, 2014 and 10,147 shares at July 26, 2014 | 47,855              | 47,056           |
|   | 708                 | 708              |

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Class B common stock, no par value: Authorized 20,000 shares; issued 4,361 shares  
at October 25, 2014 and July 26, 2014

|  |           |           |   |
|--|-----------|-----------|---|
| Retained earnings  | 204,468   | 203,722   |   |
| Accumulated other comprehensive loss   | (12,274   | ) (12,465 | ) |
| Less treasury stock, Class A, at cost: 453 shares at October 25, 2014 and 454 shares<br>at July 26, 2014 | (5,874    | ) (5,885  | ) |
| Total shareholders' equity   | 234,883   | 233,136   |   |
| Total liabilities and shareholders' equity   | \$450,853 | \$457,412 |   |

See accompanying Notes to Consolidated Condensed Financial Statements.

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VILLAGE SUPER MARKET, INC.  
 CONSOLIDATED CONDENSED STATEMENTS OF OPERATIONS  
 (In thousands, except per share amounts) (Unaudited)

|                                      | 13 Weeks Ended      |                     |
|--------------------------------------|---------------------|---------------------|
|                                      | October 25,<br>2014 | October 26,<br>2013 |
| Sales                                | \$379,744           | \$357,046           |
| Cost of sales                        | 276,941             | 263,340             |
| Gross profit                         | 102,803             | 93,706              |
| Operating and administrative expense | 88,988              | 82,352              |
| Depreciation and amortization        | 5,903               | 5,105               |
| Operating income                     | 7,912               | 6,249               |
| Interest expense                     | (1,134              | ) (740              |
| Interest income                      | 616                 | 696                 |
| Income before income taxes           | 7,394               | 6,205               |
| Income taxes                         | 3,515               | 13,036              |
| Net income (loss)                    | \$3,879             | \$(6,831            |