

BOINGO WIRELESS INC
Form 10-Q
November 09, 2015
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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 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 number: 001-35155

BOINGO WIRELESS, INC.

(Exact name of registrant as specified in its charter)

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Delaware
(State or other jurisdiction of
incorporation or organization)

95-4856877
(I.R.S. Employer
Identification No.)

10960 Wilshire Blvd., 23rd Floor
Los Angeles, California
(Address of principal executive offices)

90024
(Zip Code)

(310) 586-5180

(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 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. (Check one):

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 Exchange Act). Yes No

As of October 30, 2015, there were 37,182,381 shares of the registrant's common stock outstanding.

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Table of Contents**PART I FINANCIAL INFORMATION****Item 1. Financial Statements****Boingo Wireless, Inc.****Condensed Consolidated Balance Sheets****(Unaudited)****(In thousands, except per share amounts)**

	September 30, 2015	December 31, 2014
Assets		
Current assets:		
Cash and cash equivalents	\$ 8,556	\$ 8,849
Marketable securities		1,614
Accounts receivable, net	50,335	27,917
Prepaid expenses and other current assets	4,189	3,916
Deferred tax assets	787	787
Total current assets	63,867	43,083
Property and equipment, net	192,909	111,772
Goodwill	42,403	42,403
Intangible assets, net	16,927	19,676
Other assets	4,913	2,468
Total assets	\$ 321,019	\$ 219,402
Liabilities and stockholders' equity		
Current liabilities:		
Accounts payable	\$ 33,253	\$ 4,004
Accrued expenses and other liabilities	42,337	26,109
Deferred revenue	19,447	25,488
Current portion of long-term debt	16,094	875
Current portion of capital leases	1,453	309
Total current liabilities	112,584	56,785
Deferred revenue, net of current portion	82,473	27,267
Long-term debt	1,969	2,625
Long-term portion of capital leases	1,984	381
Deferred tax liabilities	3,717	3,432
Other liabilities	5,701	1,482
Total liabilities	208,428	91,972
Commitments and contingencies (Note 9)		
Stockholders' equity:		
Preferred stock, \$0.0001 par value; 5,000 shares authorized; no shares issued and outstanding		
Common stock, \$0.0001 par value; 100,000 shares authorized; 37,140 and 36,267 shares issued and outstanding at September 30, 2015 and December 31, 2014, respectively	4	4

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Additional paid-in capital	194,630	189,725
Accumulated deficit	(81,522)	(62,884)
Accumulated other comprehensive loss	(1,230)	(443)
Total common stockholders' equity	111,882	126,402
Non-controlling interests	709	1,028
Total stockholders' equity	112,591	127,430
Total liabilities and stockholders' equity	\$ 321,019	\$ 219,402

The accompanying notes are an integral part of these condensed consolidated financial statements.

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Boingo Wireless, Inc.

Condensed Consolidated Statements of Operations

(Unaudited)

(In thousands, except per share amounts)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2015	2014	2015	2014
Revenue	\$ 37,186	\$ 30,822	\$ 100,855	\$ 85,670
Costs and operating expenses:				
Network access	17,517	15,058	47,151	41,230
Network operations	8,219	6,245	24,160	17,862
Development and technology	5,001	3,965		