

Edgar Filing: HomeStreet, Inc. - Form 10-Q

HomeStreet, Inc.
Form 10-Q
August 03, 2018

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us-gaap:CommercialPortfolioSegmentMember hmst:OwnerOccupiedCommercialRealEstateMember
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us-gaap:ScenarioForecastMember 2018-07-01 2018-09-30 0001518715 us-gaap:EmployeeSeveranceMember
2017-04-01 2017-06-30 0001518715 us-gaap:EmployeeSeveranceMember 2018-04-01 2018-06-30 0001518715
us-gaap:FacilityClosingMember 2017-04-01 2017-06-30 0001518715 us-gaap:EmployeeSeveranceMember
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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: June 30, 2018

Commission file number: 001-35424

HOMESTREET, INC.

(Exact name of registrant as specified in its charter)

Washington

(State or other jurisdiction of incorporation)

91-0186600

(IRS Employer Identification No.)

601 Union Street, Suite 2000

Seattle, Washington 98101

(Address of principal executive offices)

(Zip Code)

(206) 623-3050

(Registrant's telephone number, including area code)

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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 every Interactive Data File required to be submitted 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 such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act:

Large Accelerated Filer Accelerated Filer

Non-accelerated Filer Smaller Reporting Company

Emerging growth Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 12(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

The number of outstanding shares of the registrant's common stock as of August 1, 2018 was 26,985,537.6.

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Unless we state otherwise or the content otherwise requires, references in this Form 10-Q to “HomeStreet,” “we,” “our,” “us” or the “Company” refer collectively to HomeStreet, Inc., a Washington corporation, HomeStreet Bank (“Bank”), HomeStreet Capital Corporation (“HomeStreet Capital”) and other direct and indirect subsidiaries of HomeStreet, Inc.

PART I
ITEM 1
FINANCIAL
STATEMENTS

HOMESTREET, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION

(Unaudited)

(in thousands, except share data)	June 30, 2018	December 31, 2017
<u>ASSETS</u>		
Cash and cash equivalents (including interest-earning instruments of \$126,083 and \$30,268)	\$ 176,218	\$ 72,718
Investment securities (includes \$829,422 and \$846,268 carried at fair value)	907,457	904,304
Loans held for sale (includes \$527,088 and \$577,313 carried at fair value)	568,514	610,902
Loans held for investment (net of allowance for loan losses of \$39,480 and \$37,847; includes \$4,187 and \$5,477 carried at fair value)	4,883,310	4,506,466
Mortgage servicing rights (includes \$245,744 and \$258,560 carried at fair value)	272,205	284,653
Other real estate owned	752	664
Federal Home Loan Bank stock, at cost	48,157	46,639
Premises and equipment, net	99,155	104,654
Goodwill	22,564	22,564
Other assets	185,545	188,477
Total assets	\$ 7,163,877	\$ 6,742,041
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>		
Liabilities:		
Deposits	\$ 5,120,285	\$ 4,760,952
Federal Home Loan Bank advances	1,008,613	979,201
Accounts payable and other liabilities	173,145	172,234
Other borrowings	30,007	—
Long-term debt	125,368	125,274
Total liabilities	6,457,418	6,037,661
Commitments and contingencies (Note 7)		
Shareholders' equity:		
Preferred stock, no par value, authorized 10,000 shares, issued and outstanding, 0 shares and 0 shares	—	—
Common stock, no par value, authorized 160,000,000 shares, issued and outstanding, 26,978,229 shares and 26,888,288 shares	511	511
Additional paid-in capital	340,723	339,009
Retained earnings	384,947	371,982
Accumulated other comprehensive loss	(19,722)	(7,122)
Total shareholders' equity	706,459	704,380
Total liabilities and shareholders' equity	\$ 7,163,877	\$ 6,742,041

See accompanying notes to interim consolidated financial statements (unaudited).

HOMESTREET, INC. AND SUBSIDIARIES
INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)

(in thousands, except share data)	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
Interest income:				
Loans	\$ 61,409	\$ 51,198	\$ 117,345	\$ 100,704
Investment securities	5,527	5,419	11,086	11,051
Other	253	125	432	261
	67,189	56,742	128,863	112,016
Interest expense:				
Deposits	9,562	5,867	17,350	11,490
Federal Home Loan Bank advances	4,782	2,368	8,418	4,769
Federal funds purchased and securities sold under agreements to repurchase	24	5	56	5
Long-term debt	1,662	1,514	3,246	2,993
Other	156	120	330	240
	16,186	9,874	29,400	19,497
Net interest income	51,003	46,868	99,463	92,519
Provision for credit losses	1,000	500	1,750	500
Net interest income after provision for credit losses	50,003	46,368	97,713	92,019
Noninterest income:				
Net gain on loan origination and sale activities	57,049	65,908	105,368	126,189
Loan servicing income	7,032	8,764	14,606	18,003
Income from WMS Series LLC	322	406	311	591
Depositor and other retail banking fees	1,953	1,811	3,898	3,467
Insurance agency commissions	527	501	1,070	897
Gain on sale of investment securities available for sale	16	551	238	557
Other	2,490	3,067	4,729	5,765
	69,389	81,008	130,220	155,469
Noninterest expense:				
Salaries and related costs	69,127	76,390	135,818	147,698
General and administrative	14,707	15,872	29,291	33,000
Amortization of core deposit intangibles	407	493	813	1,007
Legal	839	150	1,569	310
Consulting	758	771	1,635	1,829
Federal Deposit Insurance Corporation assessments	1,079	697	2,008	1,521
Occupancy	14,953	8,880	23,133	17,089
Information services	8,693	8,172	17,158	15,820
Net cost (benefit) from operation and sale of other real estate owned	2	(181)	(91)	(156)
	110,565	111,244	211,334	218,118
Income before income taxes	8,827	16,132	16,599	29,370
Income tax expense	1,728	4,923	3,634	9,178
NET INCOME	\$ 7,099	\$ 11,209	\$ 12,965	\$ 20,192
Basic income per share	\$ 0.26	\$ 0.42	\$ 0.48	\$ 0.75
Diluted income per share	\$ 0.26	\$ 0.41	\$ 0.48	\$ 0.75
Basic weighted average number of shares outstanding	26,976,892	26,866,230	26,952,178	26,843,813
Diluted weighted average number of shares outstanding	27,156,327	27,084,608	27,157,664	27,071,028

See accompanying notes to interim consolidated financial statements (unaudited).

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HOMESTREET, INC. AND SUBSIDIARIES
INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Unaudited)

(in thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
Net income	\$7,099	\$11,209	\$12,965	\$20,192
Other comprehensive (loss) income, net of tax:				
Unrealized gain (loss) on investment securities available for sale:				
Unrealized holding (loss) gain arising during the period, net of tax (benefit) expense of (\$642) and \$1,848 for the three months ended June 30, 2018 and 2017, and (\$3,300) and \$2,887 for the six months ended June 30, 2018 and 2017, respectively	(2,412)	3,431	(12,412)	5,361
Reclassification adjustment for net gains included in net income, net of tax expense of \$4 and \$193 for the three months ended June 30, 2018 and 2017, and \$50 and \$195 for the six months ended June 30, 2018 and 2017, respectively	(12)	(358)	(188)	(362)
Other comprehensive (loss) income	(2,424)	3,073	(12,600)	4,999
Comprehensive income	\$4,675	\$14,282	\$365	\$25,191

See accompanying notes to interim consolidated financial statements (unaudited).

HOMESTREET, INC. AND SUBSIDIARIES
INTERIM CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY

(Unaudited)

(in thousands, except share data)	Number of shares	Common stock	Additional paid-in capital	Retained earnings	Accumulated other comprehensive income (loss)	Total
Balance, January 1, 2017	26,800,183	\$ 511	\$ 336,149	\$ 303,036	\$ (10,412)	\$ 629,284
Net income	—	—	—	20,192	—	20,192
Share-based compensation expense	—	—	1,211	—	—	1,211
Common stock issued	74,688	—	155	—	—	155
Other comprehensive income	—	—	—	—	4,999	4,999
Balance, June 30, 2017	26,874,871	\$ 511	\$ 337,515	\$ 323,228	\$ (5,413)	\$ 655,841
Balance, January 1, 2018	26,888,288	\$ 511	\$ 339,009	\$ 371,982	\$ (7,122)	\$ 704,380
Net income	—	—	—	12,965	—	12,965
Share-based compensation expense	—	—	1,460	—	—	1,460
Common stock issued	89,941	—	254	—	—	254