

Higher One Holdings, Inc.
Form 10-Q
August 09, 2012

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 June 30, 2012.

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: 001-34779

HIGHER ONE HOLDINGS, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

26-3025501
(I.R.S. Employer
Identification No.)

115 Munson Street
New Haven, CT 06511
(Address of Principal Executive Offices)(Zip Code)
(203) 776-7776
(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name, Former Address and Former Fiscal Year, If Changes Since Last Report)

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, non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" or "smaller reporting

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company” in Rule 12b-2 of the Exchange Act (Check one).

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input checked="" type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>

.. (Do not check if a 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 August 3, 2012 there were 54,625,045 shares of common stock, par value \$0.001 per share, outstanding.

HIGHER ONE HOLDINGS, INC.
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FOR QUARTER ENDED JUNE 30, 2012

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As used herein, the terms “we,” “us,” “our,” “the Company” or “Higher One,” unless the context otherwise requires, mean Higher One Holdings, Inc. and its subsidiaries.



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PART I – FINANCIAL INFORMATION

Item 1. Financial Statements (unaudited)

Higher One Holdings, Inc.
Condensed Consolidated Balance Sheets
(In thousands of dollars, except share and per share amounts)
(unaudited)

	December 31, 2011	June 30, 2012
Assets		
Current assets:		
Cash and cash equivalents	\$ 39,085	\$ 25,449
Investments in marketable securities and certificates of deposit	15,743	11,146
Accounts receivable	3,672	6,900
Income receivable	5,961	8,085
Deferred tax assets	33	28
Income tax receivable	12,671	4,294
Prepaid expenses and other current assets	6,774	7,134
Restricted cash	–	2,635
Total current assets	83,939	65,671
Deferred costs	3,776	3,475
Fixed assets, net	46,088	53,714
Intangible assets, net	16,787	16,704
Goodwill	15,830	15,830
Loan receivable related to New Markets Tax Credit financing	7,633	7,633
Other assets	712	619
Restricted cash	1,250	1,500
Total assets	\$ 176,015	\$ 165,146
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	\$ 3,118	\$ 3,369
Accrued expenses	26,414	13,285
Deferred revenue	9,690	12,741
Total current liabilities	39,222	29,395
Deferred revenue	2,173	2,156
Loan payable and deferred contribution related to New Markets Tax Credit financing	9,801	9,646
Deferred tax liabilities	1,233	649
Total liabilities	52,429	41,846
Commitments and contingencies (Note 7)		
Stockholders' equity:		
Common stock, \$.001 par value; 200,000,000 shares authorized; 57,675,806 shares issued and 56,615,683 shares outstanding at December 31, 2011; 57,140,831 shares issued and 54,569,580 shares outstanding at June 30, 2012	58	58
Additional paid-in capital	161,268	166,347
	(16,208)	(39,013)

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Treasury stock, 1,060,123 and 2,571,251 shares at December 31, 2011 and June 30, 2012, respectively

Accumulated deficit, net of 2008 stock tender transaction of \$93,933	(21,532)	(4,092)
Total stockholders' equity	123,586	123,300
Total liabilities and stockholders' equity	\$ 176,015	\$ 165,146

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

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	Higher One Holdings, Inc.		
	Condensed Consolidated Statements of Operations		
	(In thousands of dollars, except share and per share amounts)		
	(unaudited)		
	Three Months		Six Months
	Ended June 30,		Ended June 30,
2011		2012	