UNIVERSAL INSURANCE HOLDINGS, INC.
Form 10-Q
August 04, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended June 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 001-33251

UNIVERSAL INSURANCE HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware	65-0231984
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

1110 W. Commercial Blvd., Fort Lauderdale, Florida 33309

(Address of principal executive offices)

(954) 958-1200

(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 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 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 x No ¨

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

Large accelerated filer ¨	Accelerated filer x
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 x

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date: 35,724,130 shares of common stock, par value $0.01 per share, outstanding on July 30, 2015.

UNIVERSAL INSURANCE HOLDINGS, INC.

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PART I – FINANCIAL INFORMATION

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To The Board of Directors and Stockholders of

Universal Insurance Holdings, Inc. and Subsidiaries

Fort Lauderdale, Florida

We have reviewed the accompanying condensed consolidated balance sheet of Universal Insurance Holdings, Inc. and its wholly-owned subsidiaries (the “Company”) as of June 30, 2015 and the related condensed consolidated statements of income and comprehensive income for the three and six-month periods ended June 30, 2015 and 2014 and the related condensed consolidated statements of cash flows for the six-month periods ended June 30, 2015 and 2014. These interim financial statements are the responsibility of the Company’s management.

We conducted our review in accordance with the standards of the Public Company Accounting Oversight Board (United States). A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States), the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim financial statements for them to be in conformity with accounting principles generally accepted in the United States of America.

We have previously audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated balance sheet of Universal Insurance Holdings, Inc. and Subsidiaries as of December 31, 2014 and the related consolidated statements of income, comprehensive income, stockholders’ equity and cash flows for the year then ended (not presented herein) and we expressed an unqualified audit opinion on those consolidated financial statements in our report dated February 25, 2015. In our opinion, the information set forth in the accompanying consolidated balance sheet as of December 31, 2014, is fairly stated, in all material respects, in relation to the consolidated balance sheet from which it has been derived.

/s/ Plante & Moran, PLLC

Chicago, Illinois

August 4, 2015

PART I — FINANCIAL INFORMATION

Item 1. Financial Statements

UNIVERSAL INSURANCE HOLDINGS, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED BALANCE SHEETS (unaudited)

(in thousands, except per share data)

	As of June 30, 2015	December 31, 2014
ASSETS		
Cash and cash equivalents	$213,330	$115,397
Restricted cash and cash equivalents	2,635	2,635
Fixed maturities, at fair value	359,589	353,949
Equity securities, at fair value	38,515	19,642
Short-term investments, at fair value	100,025	49,990
Investment real estate, net	5,849	—
Prepaid reinsurance premiums	110,739	190,505
Reinsurance recoverable	38,157	55,187
Reinsurance receivable, net	716	7,468
Premiums receivable, net	59,171	50,987
Other receivables	4,524	2,763
Property and equipment, net	23,818	17,254
Deferred policy acquisition costs, net	62,181	25,660
Income taxes recoverable	12,949	5,675
Deferred income tax asset, net	10,250	11,850
Other assets	4,919	2,812
Total assets	$1,047,367	$911,774
LIABILITIES, CONTINGENTLY REDEEMABLE COMMON STOCK AND STOCKHOLDERS' EQUITY		
LIABILITIES:		
Unpaid losses and loss adjustment expenses	$112,117	$134,353
Unearned premiums	455,882	395,748
Advance premium	29,303	17,919
Accounts payable	1,981	4,121
Book overdraft	2,725	5,924
Reinsurance payable, net	131,738	66,066
Income taxes payable	1,659	1,799
Dividends payable to shareholders	4,283	—
Other liabilities and accrued expenses	27,751	36,318
Long-term debt	24,600	30,610
Total liabilities	792,039	692,858

Commitments and Contingencies (Note 12)		
Contingently redeemable common stock	—	19,000
Issued shares - 0 and 1,000		
Outstanding shares - 0 and 1,000		
STOCKHOLDERS' EQUITY:		
Cumulative convertible preferred stock, $.01 par value	—	—
Authorized shares - 1,000		
Issued shares - 10 and 12		
Outstanding shares - 10 and 12		
Minimum liquidation preference, $9.99 and $8.49 per share		
Common stock, $.01 par value	456	448
Authorized shares - 55,000		
Issued shares - 45,562 and 43,769		
Outstanding shares - 35,695 and 34,102		
Treasury shares, at cost - 9,867 and 9,667	(67,229)	(62,153)
Additional paid-in capital	62,845	40,987
Accumulated other comprehensive income (loss), net of taxes	(1,721)	(1,835)
Retained earnings	260,977	222,469
Total stockholders' equity	255,328	199,916
Total liabilities, contingently redeemable common stock and stockholders' equity	$1,047,367	$911,774

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

UNIVERSAL INSURANCE HOLDINGS, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF INCOME (unaudited)

(in thousands, except per share data)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
PREMIUMS EARNED AND OTHER REVENUES				
Direct premiums written	$249,971	$220,009	$461,576	$411,926
Ceded premiums written	(7,933)	(76,483)	(114,430)	(198,132)
Net premiums written	242,038	143,526	347,146	213,794
Change in net unearned premiums	(129,150)	(70,164)	(139,898)	(76,625)
Premiums earned, net	112,888	73,362	207,248	137,169
Net investment income (expense)	1,207	412	2,069	930
Net realized gains (losses) on investments	110	3,950	281	4,852
Commission revenue	3,474	3,670	6,642	7,759
Policy fees	4,352	3,899	8,184	7,411
Other revenue	1,560	1,696	2,977	3,173
Total premiums earned and other revenues	123,591	86,989	227,401	161,294
OPERATING COSTS AND EXPENSES				
Losses and loss adjustment expenses	39,704	27,679	73,294	54,504
General and administrative expenses	42,667	28,901	74,864	53,264
Total operating costs and expenses	82,371	56,580	148,158	107,768
INCOME BEFORE INCOME TAXES	41,220	30,409	79,243	53,526
Income tax expense	16,516	13,283	32,209	22,851
NET INCOME	$24,704	$17,126	$47,034	$30,675
Basic earnings per common share	$0.71	$0.50	$1.35	$0.91
Weighted average common shares outstanding - Basic	35,019	33,968	34,800	33,696
Fully diluted earnings per common share	$0.69	$0.49	$1.31	$0.87
Weighted average common shares outstanding - Diluted	36,002	35,174	35,987	35,450
Cash dividend declared per common share	$0.12	$0.10	$0.24	$0.20

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
Net income	$24,704	$17,126	$47,034	$30,675
Other comprehensive income (loss), net of taxes	(1,083)	(359)	114	(247)

Comprehensive income (loss)	$23,621	$16,767	$47,148	$30,428

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

UNIVERSAL INSURANCE HOLDINGS, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (unaudited)

(in thousands)

	Six Months Ended June 30, 2015	2014
Cash flows from operating activities:		
Net Income	$47,034	$30,675
Adjustments to reconcile net income to net cash provided by operating activities:		
Bad debt expense	197	166
Depreciation and amortization	803	551
Amortization of share-based compensation	7,593	5,210
Amortization of original issue discount on debt	335	480
Accretion of deferred credit	(335)	(480)
Book overdraft increase (decrease)	(3,199)	(10,635)
Net realized (gains) losses on investments	(281)	(4,852)
Amortization of premium/accretion of discount, net	897	1,007
Deferred income taxes	1,528	394
Excess tax (benefits) shortfall from share-based compensation	(4,817)	(6,342)
Other	24	(5)
Net change in assets and liabilities relating to operating activities:		
Restricted cash and cash equivalents	—	(35)
Prepaid reinsurance premiums	79,766	47,403
Reinsurance recoverable	17,030	30,281
Reinsurance receivable, net	6,752	(26,149)
Premiums receivable, net	(8,380)	(8,707)
Accrued investment income	(164)	(30)
Other receivables	(1,593)	(721)
Income taxes recoverable	(7,274)	5,328
Deferred policy acquisition costs, net	(36,521)	(12,178)
Other assets	(1,107)	(170)
Unpaid losses and loss adjustment expenses	(22,236)	(14,597)
Unearned premiums	60,134	29,221
Accounts payable	(2,140)	1,368
Reinsurance payable, net	65,672	33,863
Income taxes payable	4,677	4,183
Other liabilities and accrued expenses	(8,232)	(6,745)
Advance premium	11,384	(288)
Net cash provided by (used in) operating activities	207,547	98,196
Cash flows from investing activities:		
Proceeds from sale of property and equipment	51	30
Purchases of property and equipment	(7,414)	(1,108)
Payments to acquire a business	(1,000)	—
Purchases of equity securities	(36,522)	(13,251)
Purchases of fixed maturities	(73,320)	(49,230)

Purchases of short-term investments	(87,542)	—
Purchases of investment real estate, net	(5,882)	—
Proceeds from sales of equity securities	17,412	68,417
Proceeds from sales of fixed maturities	14,140	4,371
Proceeds from sales of short-term investments	12,500	—
Maturities of fixed maturities	53,344	12,541
Maturities of short-term investments	25,009	—
Net cash provided by (used in) investing activities	(89,224)	21,770
Cash flows from financing activities:		
Preferred stock dividend	(5)	(8)
Common stock dividend	(4,237)	(3,464)
Issuance of common stock	504	—
Purchase of treasury stock	(5,076)	(19,737)
Purchase of preferred stock	(257)	—
Payments related to tax withholding for share-based compensation	(9,791)	(12,282)
Excess tax benefits (shortfall) from share-based compensation	4,817	6,342
Borrowings under promissory note	1,390	—
Repayment of debt	(7,735)	(6,735)
Net cash provided by (used in) financing activities	(20,390)	(35,884)
Net increase (decrease) in cash and cash equivalents	97,933	84,082
Cash and cash equivalents at beginning of period	115,397	117,275
Cash and cash equivalents at end of period	$213,330	$201,357
Supplemental cash and non-cash flow disclosures:		
Interest paid	$567	$828
Income taxes paid	$33,279	$12,935

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

UNIVERSAL INSURANCE HOLDINGS, INC. AND SUBSIDIARIES

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(unaudited)

1. Nature of Operations and Basis of Presentation

Nature of Operations

Universal Insurance Holdings, Inc., (“UIH”) is a Delaware corporation originally incorporated as Universal Heights, Inc., in November 1990. UIH with its wholly-owned subsidiaries (the “Company”), is a vertically integrated insurance holding company performing all aspects of insurance underwriting, distribution and claims. Through its wholly-owned subsidiaries, including Universal Property & Casualty Insurance Company (“UPCIC”) and American Platinum Property and Casualty Insurance Company (“APPCIC”), collectively referred to as the “Insurance Entities,” the Company is principally engaged in the property and casualty insurance business offered primarily through a network of independent agents. Risk from catastrophic losses is managed through the use of reinsurance agreements. The Company’s primary product is homeowners insurance offered in ten states as of June 30, 2015, including Florida, which comprises the vast majority of the Company’s in-force policies. See “—Note 5 (Insurance Operations)” for more information regarding the Company’s insurance operations.

The Company generates revenues primarily from the collection of premiums and invests funds in excess of those retained for claims-paying obligations and insurance operations. Other significant sources of revenue include commissions collected from reinsurers, policy fees collected from policyholders through our wholly-owned managing general agency subsidiary and payment plan fees charged to policyholders who choose to pay their premiums in installments.

Basis of Presentation

The Company has prepared the accompanying unaudited Condensed Consolidated Financial Statements (“Financial Statements”) in accordance with the rules and regulations of the United States Securities and Exchange Commission (“SEC”) for interim financial information. Accordingly, they do not include all of the information and footnotes required by United States Generally Accepted Accounting Principles (“GAAP”) for complete financial statements. Therefore, the Financial Statements should be read in conjunction with the audited Consolidated Financial Statements contained in the Company’s Annual Report on Form 10-K for the fiscal year ended December 31, 2014, filed with the SEC on February 25, 2015. The condensed consolidated balance sheet at December 31, 2014, was derived from audited financial statements, but does not include all disclosures required by GAAP. In the opinion of management, all adjustments (consisting of normal recurring adjustments) necessary for a fair presentation have been included in the Financial Statements. The results for interim periods do not necessarily indicate the results that may be expected for any other interim period or for the full year.

To conform to the current period presentation, certain amounts in the prior periods’ consolidated financial statements and notes have been reclassified. Such reclassifications were of an immaterial amount and had no effect on net income or stockholders’ equity.

The Financial Statements include the accounts of UIH and its wholly-owned subsidiaries. All material intercompany balances and transactions have been eliminated in consolidation.

Management must make estimates and assumptions that affect amounts reported in the Company's Financial Statements and in disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

2. Significant Accounting Policies

The Company reported Significant Accounting Policies in its Annual Report on Form 10-K for the year ended December 31, 2014. Below are revised disclosures required to be reported on a quarterly basis.

Goodwill. Goodwill arising from the acquisition of a business is initially measured at cost and not subject to amortization. We assess goodwill for potential impairments at the end of each fiscal year, or during the year if an event or other circumstance indicates that we may not be able to recover the carrying amount of the asset. Goodwill is included under Other Assets in the Condensed Consolidated Balance Sheets.

Investment Real Estate. Investment real estate is recorded at cost less accumulated depreciation. Depreciation is calculated on a straight-line basis over the estimated useful life of the assets. Investment real estate is evaluated for impairment when events or circumstances indicate the carrying value may not be recoverable.

Recently Issued Accounting Pronouncements

In July 2013, the Financial Accounting Standards Board ("FASB") issued accounting guidance on the presentation of an unrecognized tax benefit when a net operating loss carryforward, a similar tax loss or a tax credit carryforward exists. Under this guidance, an unrecognized tax benefit, or a portion of an unrecognized tax benefit, should generally be presented in the financial statements as a reduction to a deferred tax asset for a net operating loss carryforward. This guidance is effective for fiscal years and interim periods beginning after December 15, 2013, but earlier adoption is permitted. The Company adopted this guidance effective January 1, 2014. The adoption did not have an impact on the presentation of the Company's financial statements and notes herein.

3. Investments

Securities Available for Sale

The following table provides the cost or amortized cost and fair value of securities available for sale as of the dates presented (in thousands):

	June 30, 2015			
	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Fixed Maturities:				
U.S. government obligations and agencies	$99,290	$ 71	$ (234)	$99,127
Corporate bonds	126,662	263	(276)	126,649
Mortgage-backed and asset-backed securities	119,296	328	(536)	119,088
Redeemable preferred stock	9,650	156	(85)	9,721
Other	5,000	4	—	5,004
Equity Securities:				
Common stock	6,617	2	(311)	6,308
Mutual funds	34,382	30	(2,205)	32,207
Short-term investments	100,033	12	(20)	100,025
Total	$500,930	$ 866	$ (3,667)	$498,129

	December 31, 2014			
	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Fixed Maturities:				
U.S. government obligations and agencies	$120,627	$ 38	$ (627)	$120,038
Corporate bonds	120,025	171	(364)	119,832
Mortgage-backed and asset-backed securities	107,589	136	(502)	107,223
Redeemable preferred stock	6,700	165	(9)	6,856
Equity Securities:				
Common stock	331	4	(65)	270
Mutual funds	21,296	—	(1,924)	19,372
Short-term investments	50,000	—	(10)	49,990
Total	$426,568	$ 514	$ (3,501)	$423,581

The following table provides the credit quality of investment securities with contractual maturities or the issuer of such securities as of the dates presented (in thousands):

June 30, 2015		
Comparable Ratings	Fair Value	% of Total Fair Value
AAA	$43,819	9.5 %
AA	233,077	50.8 %
A	117,665	25.6 %
BBB	47,328	10.3 %
BB+ and Below	4,719	1.0 %
No Rating Available	13,006	2.8 %
Total	$459,614	100.0 %

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December 31, 2014 (1)

Comparable Ratings	Fair Value	% of Total Fair Value
AAA	$39,657	9.8 %
AA	220,693	54.8 %
A	83,734	20.7 %
BBB	47,003	11.6 %
BB+ and Below	3,401	0.8 %
No Rating Available	9,451	2.3 %
Total	$403,939	100.0 %

(1) The credit ratings in the table above have been reclassified from the prior periods' consolidated financial statements to conform to the current periods' presentation. For investment securities where no credit rating was previously available, the credit rating of the issuer of such security is disclosed in the table above, where applicable.

The tables above include comparable credit quality ratings by Standard and Poor's Rating Services, Inc., Moody's Investors Service, Inc. and Fitch Ratings, Inc.

The following table summarizes the cost or amortized cost and fair value of mortgage-backed and asset-backed securities as of the dates presented (in thousands):

	June 30, 2015		December 31, 2014	
	Cost or Amortized Cost	Fair Value	Cost or Amortized Cost	Fair Value
Mortgage-backed securities:				
Agency	$72,375	$72,204	$64,905	$64,619
Non-agency	10,459	10,372	8,053	7,987
Asset-backed securities:				
Auto loan receivables	14,818	14,857	16,551	16,556
Credit card receivables	17,044	17,042	13,481	13,457
Other receivables	4,600	4,613	4,599	4,604
Total	$119,296	$119,088	$107,589	$107,223

The following table summarizes the fair value and gross unrealized losses on securities available for sale, aggregated by major investment category and length of time that individual securities have been in a continuous unrealized loss position as of the dates presented (in thousands):

	June 30, 2015					
	Less Than 12 Months			12 Months or Longer		
	Number of Issues	Fair Value	Unrealized Losses	Number of Issues	Fair Value	Unrealized Losses
Fixed maturities:						
U.S. government obligations and agencies	2	$18,934	$ (101)	2	$3,509	$ (133)
Corporate bonds	63	55,005	(244)	4	3,575	(32)
Mortgage-backed and asset-backed securities	19	40,672	(256)	5	14,684	(280)
Redeemable preferred stock	33	3,936	(85)	—	—	—
Equity securities:						
Common stock	4	6,189	(245)	2	92	(66)
Mutual funds	3	13,434	(232)	1	8,714	(1,973)
Short-term investments	76	40,010	(20)	—	—	—
Total	200	$178,180	$ (1,183)	14	$30,574	$ (2,484)

	December 31, 2014			12 Months or Longer		
	Less Than 12 Months					
	Number of Issues	Fair Value	Unrealized Losses	Number of Issues	Fair Value	Unrealized Losses
Fixed maturities:						
U.S. government obligations and agencies	3	$27,341	$ (55)	4	$34,050	$ (572)
Corporate bonds	67	58,271	(238)	12	15,105	(126)
Mortgage-backed and asset-backed securities	20	48,335	(273)	5	16,842	(229)
Redeemable preferred stock	12	1,153	(9)	—	—	—
Equity securities:						
Common stock	2	87	(20)	2	117	(45)
Mutual funds	2	10,514	(97)	1	8,859	(1,827)
Short-term investments	2	37,490	(10)	—	—	—
Total	108	$183,191	$ (702)	24	$74,973	$ (2,799)

At June 30, 2015, we held fixed maturity, equity securities and short-term investments that were in an unrealized loss position as presented in the table above. For fixed maturity securities with significant declines in value, we perform quarterly fundamental credit analysis on a security-by-security basis, which includes consideration of credit quality and credit ratings, review of relevant industry analyst reports and other available market data. For fixed maturity, equity securities and short-term investments, the Company considers whether it has the intent and ability to hold the securities for a period of time sufficient to recover its cost basis. Where the Company lacks the intent and ability to hold to recovery, or believes the recovery period is extended, the security's decline in fair value is considered other than temporary and is recorded in earnings. Based upon management's intent and ability to hold the securities until recovery and its credit analysis of the individual issuers of the securities, management has no reason to believe the unrealized losses for securities available for sale at June 30, 2015 are other than temporary.

The following table presents the amortized cost and fair value of investments with contractual maturities as of the date presented (in thousands):

	June 30, 2015	
	Cost or Amortized Cost	Fair Value
Due in one year or less	$155,206	$155,253
Due after one year through five years	173,184	172,994
Due after five years through ten years	1,603	1,601
Due after ten years	3,962	3,999
Mortgage-backed and asset-backed securities	119,296	119,088
Perpetual maturity securities	6,680	6,679
Total	$459,931	$459,614

Expected maturities may differ from contractual maturities because borrowers may have the right to call or prepay with or without penalty.

The following table provides certain information related to securities available for sale during the periods presented (in thousands):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
Sales proceeds (fair value)	$15,861	$58,347	$44,052	$72,788
Gross realized gains	$111	$4,189	$296	$5,188
Gross realized losses	$(1)	$(239)	$(15)	$(336)
Other than temporary losses	$—	$—	$—	$—

The following table presents the components of net investment income, comprised primarily of interest and dividends, for the periods presented (in thousands):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
Fixed maturities	$1,338	$783	$2,522	$1,511
Equity securities	206	152	263	454
Short-term investments	67	—	105	—
Other (1)	79	9	145	21
Total investment income	1,690	944	3,035	1,986
Less: Investment expenses (2)	(483)	(532)	(966)	(1,056)
Net investment (expense) income	$1,207	$412	$2,069	$930

(1) Includes interest earned on cash and cash equivalents and restricted cash and cash equivalents. Also includes investment income earned on real estate investments.
(2) Includes bank fees, investment accounting and advisory fees, and expenses associated with real estate investments.

Investment Real Estate

Investment real estate consisted of the following as of the dates presented (in thousands):

	June 30, 2015	December 31, 2014
Investment real estate	$5,882	$ —
Less: Accumulated depreciation	(33)	—
Investment real estate, net	$5,849	$ —

4. Reinsurance

The Company seeks to reduce its risk of loss by reinsuring certain levels of risk in various areas of exposure with other insurance enterprises or reinsurers, generally as of the beginning of the hurricane season on June 1st of each year. The Company's current reinsurance program consists of excess of loss and catastrophe reinsurance, subject to the terms and conditions of the applicable agreements. The Company is responsible for insured losses related to catastrophes and other events in excess of coverage provided by its reinsurance program. The Company remains responsible for the settlement of insured losses irrespective of the failure of any of its reinsurers to make payments otherwise due to the Company.

The Company eliminated the quota share ceded by UPCIC to its reinsurers beginning with the reinsurance program effective June 1, 2015. Under the quota share contracts that were effective June 1, 2014 through May 31, 2015, the quota share ceded by UPCIC to its reinsurers was 30%. By eliminating the quota share, the Company expects to increase its profitability by retaining all premiums. The elimination of the quota share also decreases the amount of losses and loss adjustment expenses ("LAE") that may be ceded by UPCIC and effectively increases the amount of risk retained by UPCIC and the Company. The elimination of the quota share also eliminates ceding commissions earned from the Company's quota share reinsurer during the contract term and eliminates deferred ceding commissions, netted against deferred policy acquisition costs.

Amounts recoverable from reinsurers are estimated in a manner consistent with the reinsurance contracts. Reinsurance premiums, losses and LAE are accounted for on a basis consistent with those used in accounting for the original policies issued and the terms of the reinsurance contracts. Deferred ceding commissions are netted against policy acquisition costs and amortized over the effective period of the related insurance policies.

In order to reduce credit risk for amounts due from reinsurers, the Insurance Entities seek to do business with financially sound reinsurance companies and regularly evaluate the financial strength of all reinsurers used.

The following table presents ratings from rating agencies and the unsecured amounts due from the Company's reinsurers whose aggregate balance exceeded 3% of the Company's stockholders' equity as of the dates presented (in thousands):

	Ratings as of June 30, 2015			Due from as of	
Reinsurer	AM Best Company	Standard and Poor's Rating Services	Moody's Investors Service, Inc.	June 30, 2015	December 31, 2014
Everest Reinsurance Company	A+	A+	A1	$-	$16,780
Florida Hurricane Catastrophe Fund	n/a	n/a	n/a	-	31,870
Odyssey Reinsurance Company	A	A-	A3	29,639	136,339
Total (1)				$29,639	$184,989

(1) Amounts represent prepaid reinsurance premiums, reinsurance receivables, and net recoverables for paid and unpaid losses, including incurred but not reported reserves, loss adjustment expenses, and offsetting reinsurance payables.

n/a No rating available, because entity is not rated.

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The Company’s reinsurance arrangements had the following effect on certain items in the Condensed Consolidated Statements of Income for the periods presented (in thousands):

	Three Months Ended June 30, 2015			2014		
	Premiums Written	Premiums Earned	Loss and Loss Adjustment Expenses	Premiums Written	Premiums Earned	Loss and Loss Adjustment Expenses
Direct	$249,971	$204,771	$ 49,701	$220,009	$192,061	$ 46,970
Ceded	(7,933)	(91,883)	(9,997)	(76,483)	(118,699)	(19,291)
Net	$242,038	$112,888	$ 39,704	$143,526	$73,362	$ 27,679

	Six Months Ended June 30, 2015			2014		
	Premiums Written	Premiums Earned	Loss and Loss Adjustment Expenses	Premiums Written	Premiums Earned	Loss and Loss Adjustment Expenses
Direct	$461,576	$401,442	$ 98,991	$411,926	$382,705	$ 97,692
Ceded	(114,430)	(194,194)	(25,697)	(198,132)	(245,536)	(43,188)
Net	$347,146	$207,248	$ 73,294	$213,794	$137,169	$ 54,504

The following prepaid reinsurance premiums and reinsurance recoverable and receivable are reflected in the Condensed Consolidated Balance Sheets as of the dates presented (in thousands):

	June 30, 2015	December 31, 2014
Prepaid reinsurance premiums	$110,739	$190,505
Reinsurance recoverable on unpaid losses and LAE	$31,777	$47,350
Reinsurance recoverable on paid losses	6,380	7,837
Reinsurance receivable, net	716	7,468
Reinsurance recoverable and receivable	$38,873	$62,655

5. Insurance Operations

Deferred Policy Acquisition Costs, net

The Company defers certain costs in connection with written policies, called Deferred Policy Acquisition Costs ("DPAC"), net of corresponding amounts of ceded reinsurance commissions, called Deferred Reinsurance Ceding Commissions ("DRCC"). Net DPAC is amortized over the effective period of the related insurance policies.

The following table presents the beginning and ending balances and the changes in DPAC, net of DRCC, for the periods presented (in thousands):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
DPAC, beginning of period	$56,183	$54,211	$54,603	$54,099
Capitalized Costs	31,722	29,993	60,289	56,775
Amortization of DPAC	(25,724)	(26,055)	(52,711)	(52,725)
DPAC, end of period	$62,181	$58,149	$62,181	$58,149
DRCC, beginning of period	$29,988	$38,318	$28,943	$38,200
Ceding Commissions Written	(22,938)	10,439	(5,276)	32,319
Earned Ceding Commissions	(7,050)	(18,685)	(23,667)	(40,447)
DRCC, end of period	$—	$30,072	$—	$30,072
DPAC (DRCC), net, beginning of period	$26,195	$15,893	$25,660	$15,899
Capitalized Costs, net	54,660	19,554	65,565	24,456
Amortization of DPAC (DRCC), net	(18,674)	(7,370)	(29,044)	(12,278)
DPAC (DRCC), net, end of period	$62,181	$28,077	$62,181	$28,077

Liability for Unpaid Losses and Loss Adjustment Expenses

Set forth in the following table is the change in liability for unpaid losses and LAE for the periods presented (in thousands):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
Balance at beginning of period	$125,161	$150,557	$134,353	$159,222
Less: Reinsurance recoverable	(42,713)	(64,109)	(47,350)	(68,584)
Net balance at beginning of period	82,448	86,448	87,003	90,638
Incurred (recovered) related to:				
Current year	39,637	28,333	73,200	55,188
Prior years	67	(654)	94	(684)
Total incurred	39,704	27,679	73,294	54,504
Paid related to:				

Current year	23,830	16,200	30,623	20,067
Prior years	17,982	12,007	49,334	39,155
Total paid	41,812	28,207	79,957	59,222
Net balance at end of period	80,340	85,920	80,340	85,920
Plus: Reinsurance recoverable	31,777	58,705	31,777	58,705
Balance at end of period	$112,117	$144,625	$112,117	$144,625

Regulatory Requirements and Restrictions

The Insurance Entities are subject to regulations and standards of the Florida Office of Insurance Regulation ("OIR"). UPCIC also is subject to regulations and standards of regulatory authorities in other states where it is licensed, although as a Florida-domiciled insurer its principal regulatory authority is the OIR. These standards require the Insurance Entities to maintain specified levels of statutory capital and restrict the timing and amount of dividends and other distributions that may be paid by the Insurance Entities to the parent company. Except in the case of extraordinary dividends, these standards generally permit dividends to be paid from statutory unassigned surplus of the regulated subsidiary and are limited based on the regulated subsidiary's level of statutory net income and statutory capital and surplus. The maximum dividend that may be paid by UPCIC and APPCIC to their immediate parent company, Universal Insurance Holding Company of Florida ("UIHCF"), without prior regulatory approval is limited by the provisions of Florida Statutes. These dividends are referred to as "ordinary dividends." However, if the dividend, together with other dividends paid within the preceding twelve months, exceeds this statutory limit or is paid from sources other than earned surplus, the entire dividend is generally considered an "extraordinary dividend" and must receive prior regulatory approval.

In accordance with Florida Statutes, and based on the calculations performed by the Company as of December 31, 2014, UPCIC has the capacity to pay ordinary dividends of $27.7 million during 2015. APPCIC does not have the capacity to pay ordinary dividends during 2015. For the six months ended June 30, 2015, no dividends were paid from UPCIC or APPCIC to UIHCF. Dividends paid to the shareholders of UIH during the six months ended June 30, 2015 were paid from the earnings of UIH and its non-insurance subsidiaries.

The Florida Insurance Code requires insurance companies to maintain capitalization equivalent to the greater of ten percent of the insurer's total liabilities or $5.0 million. The following table presents the amount of capital and surplus calculated in accordance with statutory accounting principles, which differ from GAAP, and an amount representing ten percent of total liabilities for both UPCIC and APPCIC as of the dates presented (in thousands):

	June 30, 2015	December 31, 2014
Ten percent of total liabilities		
UPCIC	$63,128	$42,659
APPCIC	$625	$514
Statutory capital and surplus		
UPCIC	$212,976	$200,173
APPCIC	$14,170	$14,036

As of the dates in the table above, both UPCIC and APPCIC met the Florida capitalization requirement. As of June 30, 2015 UPCIC also met the capitalization requirements of the other states in which it is licensed. UPCIC and APPCIC are also required to adhere to prescribed premium-to-capital surplus ratios and met those requirements at such dates.

The Insurance Entities are required by various state laws and regulations to maintain certain assets in depository accounts. The following table represents assets held by insurance regulators as of the dates presented (in thousands):

	June 30, 2015	December 31, 2014
Restricted cash and cash equivalents	$2,635	$ 2,635
Investments	$3,649	$ 3,609

6. Long-Term Debt

Long-term debt consists of the following as of the dates presented (in thousands):

	June 30, 2015	December 31, 2014
Surplus note	$16,545	$ 17,280
Term loan	6,665	13,330
Promissory note	1,390	—
Total	$24,600	$ 30,610

In addition to the long-term debt listed above, UIH has an unsecured line of credit and had not drawn any amounts under that debt facility. The term loan and unsecured line of credit contain certain covenants and restrictions applicable while amounts are outstanding thereunder. Pursuant to the agreements underlying the term loan and unsecured line of credit, UIH will be prohibited from paying dividends to its shareholders should UIH default. UIH was in compliance with the covenants of the term loan as of June 30, 2015. UPCIC was in compliance with the terms of the surplus note as of June 30, 2015.

7. Stockholders' Equity

Common Stock

The following table summarizes the activity relating to shares of the Company's common stock and contingently redeemable common stock during the six months ended June 30, 2015 (in thousands):

	Issued Shares	Treasury Shares	Outstanding Shares
Balance, as of December 31, 2014	44,769	(9,667)	35,102
Conversion of preferred stock	—	—	—
Shares repurchased	—	(200)	(200)
Options exercised	678	—	678
Restricted stock grants	615	—	615
Shares acquired through cashless exercise (1)	—	(500)	(500)
Shares cancelled	(500)	500	—
Balance, as of June 30, 2015	45,562	(9,867)	35,695

(1) All shares acquired represent shares tendered to cover the strike price for options and tax withholdings on the intrinsic value of options exercised or restricted stock vested. These shares have been cancelled by the Company.

In June 2015, UIH repurchased 200,000 shares of its common stock at market price from Ananke Catastrophe Investments Limited, an affiliate of Nephila Capital Ltd., in a privately negotiated transaction for a total cost of approximately $5.1 million.

Preferred Stock

In June 2015, UIH entered into an agreement to repurchase 2,000 shares of UIH Series M Convertible Preferred Stock owned by Bradley I. Meier, the Company's former Chairman, President and Chief Executive Officer, at a total cost of approximately $257 thousand. The repurchase constituted all of the outstanding shares of Series M Convertible Preferred Stock and such shares were retired and cancelled.

Dividends

On January 13, 2015, UIH declared a cash dividend of $0.12 per share on its outstanding common stock paid on March 2, 2015, to the shareholders of record at the close of business on February 18, 2015.

On April 13, 2015, UIH declared a cash dividend of $0.12 per share on its outstanding common stock paid on July 2, 2015, to the shareholders of record at the close of business on June 18, 2015.

Contingently Redeemable Common Stock

On December 2, 2014, UIH sold 1,000,000 registered shares of its common stock at a price of $19.00 per share, in a privately negotiated transaction, to Ananke Catastrophe Investments Ltd. ("Ananke"), an affiliate of Nephila Capital Ltd., which is subject to certain holding period restrictions.

The shares sold to Ananke had been subject to a redemption option, conditioned on a covered loss index swap being triggered for payment.

On February 19, 2015, the Company entered into an amended agreement with Ananke to delete, in its entirety effective December 2, 2014, the provision giving rise to the redemption. This modification results in classification of the common shares in permanent equity on the date of the amendment. No consideration was exchanged with the amendment since both parties agreed that, given the remote possibility of the redemption to occur, the value of the redemption feature was de-minimis. The effects of the amendment were recorded during the quarter ended March 31, 2015. The following table has been provided to illustrate pro-forma effect of the amendment had it been in place as of December 31, 2014.

	December 31, 2014		
	As Reported	PRO-FORMA Adjustment Unaudited	PRO-FORMA Unaudited
Total assets	$911,774	—	$ 911,774
Total liabilities	692,858	—	692,858
Contingently redeemable common stock	19,000	(19,000)	—
STOCKHOLDERS' EQUITY:			
Cumulative convertible preferred stock, $.01 par value	—	—	—
Common stock, $.01 par value	448	—	448
Treasury shares, at cost	(62,153)	—	(62,153)
Additional paid-in capital	40,987	19,000	59,987
Accumulated other comprehensive income (loss), net of taxes	(1,835)	—	(1,835)
Retained earnings	222,469	—	222,469
Total stockholders' equity	199,916	19,000	218,916
Total liabilities, contingently redeemable common stock and stockholders' equity	$911,774	—	$ 911,774

8. Related Party Transactions

Scott P. Callahan, a director of the Company, provides the Company with consulting services and advice with respect to the Company's reinsurance and related matters through SPC Global RE Advisors LLC, an entity affiliated with Mr. Callahan. The Company entered into the consulting agreement with SPC Global RE Advisors LLC effective June 6, 2013.

The following table provides payments made by the Company to related parties for the periods presented (in thousands):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
SPC Global RE Advisors LLC	$30	$ 30	$60	$ 60

There were no amounts due to SPC Global RE Advisors LLC as of June 30, 2015, and December 31, 2014, respectively. Payments due to SPC Global RE Advisors LLC are generally made in the month the services are provided.

9. Income Taxes

During the three months ended June 30, 2015 and 2014, the Company recorded approximately $16.5 million and $13.3 million of income taxes, respectively. Our effective tax rate for the quarter ending June 30, 2015 is 40.1% compared to a 43.7% effective tax rate for the same period in the prior year.

During the six months ended June 30, 2015 and 2014, the Company recorded approximately $32.2 million and $22.9 million of income taxes, respectively. Our effective tax rate for the six months ended June 30, 2015 is 40.6% compared to a 42.7% effective tax rate for the same period in the prior year.

In arriving at these rates, the Company considers a variety of factors including the forecasted full year pre-tax results, the U.S. federal tax rate of 35%, expected non-deductible expenses, and estimated state income taxes. The Company's final effective tax rate for the full year is dependent on the level of pre-tax income and the magnitude of any non-deductible expenses in relation to that pre-tax income.

Tax years that remain open for purposes of examination of the Company's income tax liability due to taxing authorities, include the years ended December 31, 2014, 2013, 2012 and 2011. However, there is currently an IRS examination underway related to the loss carryback of realized losses from securities sold during 2012 applied to the 2009 tax year.

10. Earnings Per Share

Basic earnings per share ("EPS") is based on the weighted average number of common shares outstanding for the period, excluding any dilutive common share equivalents. Diluted EPS reflects the potential dilution resulting from exercises of stock options, vesting of restricted stock and conversion of preferred stock.

The following table reconciles the numerator (i.e., income) and denominator (i.e., shares) of the basic and diluted earnings per share computations for the periods presented (in thousands, except per share data):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
Numerator for EPS:				
Net income	$24,704	$17,126	$47,034	$30,675
Less: Preferred stock dividends	(3)	(3)	(5)	(8)
Income available to common stockholders	$24,701	$17,123	$47,029	$30,667
Denominator for EPS:				
Weighted average common shares outstanding	35,019	33,968	34,800	33,696
Plus: Assumed conversion of stock-based compensation (1)	951	1,171	1,153	1,697
Assumed conversion of preferred stock	32	35	34	57
Weighted average diluted common shares outstanding	36,002	35,174	35,987	35,450
Basic earnings per common share	$0.71	$0.50	$1.35	$0.91
Diluted earnings per common share	$0.69	$0.49	$1.31	$0.87

(1) Represents the dilutive effect of unvested restricted stock and unexercised stock options.

11. Other Comprehensive Income (Loss)

The following table provides the components of other comprehensive income (loss) on a pre-tax and after-tax basis for the periods presented (in thousands):

	For the Three Months Ended June 30,					
	2015			2014		
	Pre-tax	Tax	After-tax	Pre-tax	Tax	After-tax
Net unrealized gains (losses) on investments available for sale arising during the period	$(1,654)	$(638)	$(1,016)	$3,366	$1,299	$2,067
Less: Amounts reclassified from accumulated other comprehensive income (loss)	(110)	(43)	(67)	(3,950)	(1,524)	(2,426)
Net current period other comprehensive income (loss)	$(1,764)	$(681)	$(1,083)	$(584)	$(225)	$(359)

	For the Six Months Ended June 30,					
	2015			2014		
	Pre-tax	Tax	After-tax	Pre-tax	Tax	After-tax
Net unrealized gains (losses) on investments available for sale arising during the period	$467	$180	$ 287	$4,450	$1,717	$2,733
Less: Amounts reclassified from accumulated other comprehensive income (loss)	(281)	(108)	(173)	(4,852)	(1,872)	(2,980)
Net current period other comprehensive income (loss)	$186	$72	$ 114	$(402)	$(155)	$(247)

The following table provides the reclassifications out of accumulated other comprehensive income for the periods presented (in thousands):

	Amounts Reclassified from Accumulated Other Comprehensive Income		
Details about Accumulated Other	Three Months Ended June 30,	Six Months Ended June 30,	Affected Line Item in the Statement

Comprehensive Income Components	2015	2014	2015	2014	Where Net Income is Presented
Unrealized gains (losses) on investments available for sale					