#### Edgar Filing: NATIONAL HEALTHCARE CORP - Form 8-K

NATIONAL HEALTHCARE CORP Form 8-K November 04, 2005

## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 4, 2005 (November 3, 2005)

## **National HealthCare Corporation**

(Exact name of Registrant as specified in its charter)

<u>Delaware</u>

(State of Incorporation)

<u>001-13489</u>

<u>52-2057472</u>

(Commission File No.)

(IRS Employer Identification Number)

100 Vine Street

Murfreesboro, TN 37130

(Address of principal executive offices, including zip code)

(615) 890-2020 (Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

#### Item 2.02. Results of Operations and Financial Condition.

On November 3, 2005, National HealthCare Corporation issued a press release announcing its 2005 third quarter results. A copy of the press release is filed as Exhibit 99 to this Current Report on Form 8-K and is incorporated by reference herein.

### SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

National HealthCare Corporation

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By: <u>/s/ Robert G. Adams</u> Name: Robert G. Adams Title: President

By: <u>/s/ Donald K. Daniel</u> Name: Donald K. Daniel Title: Principal Accounting Officer

Date: November 4, 2005

Exhibit Index

NumberExhibit99Press release, dated November 3, 2005

#### EXHIBIT 99

For release: November 3, 2005

Contact: Gerald Coggin, Sr. V.P. Corporate Relations

Phone: (615) 890-2020

# NHC reports third quarter earnings up 23.4%

MURFREESBORO, Tenn. -- National HealthCare Corporation (AMEX: NHC), today announced net income for the quarter ended Sept. 30 of \$7,967,000 or 65 cents per share basic and 62 cents diluted compared to \$6,458,000 or 55 cents per share basic and 52 cents diluted for the same period last year, an increase of 23.4% and 18.2%, respectively.

Net revenues for the quarter were \$137,723,000 versus \$128,116,000 for the same period a year earlier.

For the nine months ended Sept. 30, net income was up to \$18,789,000 compared to \$15,195,000 for the same period last year, an increase of 23.6%. Earnings per share for the nine months rose to \$1.54 per basic share compared to \$1.30 per basic share, an increase of 18.5%. Net revenues for the nine months ended Sept. 30 climbed to \$402,768,000 compared to \$370,797,000 for 2004.

NHC provides services to 74 long-term health care centers with 9,177 beds. NHC also operates 31 homecare programs, six independent living centers and assisted living centers at 22 locations. NHC's other services include managed care specialty medical units, Alzheimer's units, hospice and a rehabilitation services company. In order to understand in all material respects the financial condition, results of operations and cash flows of NHC, the investor must review our most recent Form 10-Q quarterly report, Form 10-K annual report and press releases which are available on our web site at <a href="https://www.NHCcare.com">www.NHCcare.com</a>.

Statements in this press release that are not historical facts are forward-looking statements. NHC cautions investors that any forward-looking statements made involve risks and uncertainties and are not guarantees of future performance. All forward-looking statements represent NHC's best judgment as of the date of this release.

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NHC reports third quarter earnings up 23.4%

#### **Condensed Statements of Income**

2005200420052004Revenues:Net patient revenues\$ 119,578\$ 112,235\$ 354,669\$ 326,195Other revenues18,14515,88148,09944,602Net revenues\$ 137,223\$ 128,116\$ 402,768\$ 320,027Cots and Expenses:38,08335,426\$ 214,657\$ 200,049Other operating\$ 72,073\$ 668,007\$ 214,657\$ 200,04936,04235,426112,858103,453Other operating\$ 8,08335,426\$ 112,8581103,45330,45230,745Other operating\$ 10,4249,82731,23530,745Depreciation and amortization\$ 3,7593,62411,20110,068Interest3873791,195922Total costs and expenses\$ 12,99710,853 $30,622$ 25,560Income Taxes $\xi$ 9,267\$ 6,458 $8,789$ \$ 345,237Income Taxes $\xi$ 9,267\$ 6,458 $8,789$ \$ 3,552Earnings Per Share: $\xi$ 6,65\$ 5,55\$ 1,54\$ 1,304Basic\$ 6,65\$ 5,55\$ 1,47\$ 1,26911,269Diluted\$ 224,55911,674,212\$ 223,6841,269,541,269,54Diluted\$ 224,559\$ 1,674,212\$ 2,39,6841,669,253\$ 1,235,14Basic\$ 224,559\$ 11,674,212\$ 2,39,6841,269,541,269,54Diluted\$ 224,559\$ 11,674,212\$ 2,39,684 <th>(in thousands except share and per share</th> <th colspan="4">Three Months Ended Sept. 30</th> <th colspan="4">Nine Months Ended Sept. 30</th>	(in thousands except share and per share	Three Months Ended Sept. 30				Nine Months Ended Sept. 30			
Net patient revenues     \$ 119,578     \$ 112,235     \$ 354,669     \$ 326,195       Other revenues     18,145     15,881     48,099     44,602       Net revenues     \$ 137,723     \$ 128,116     \$ 402,768     \$ 30,0797       Cotts and Expenses:			2005		2004		2005		2004
Other revenues       18,145       15,881       48,099       44,602         Net revenues       \$ 123,723       \$ 128,116       \$ 402,768       \$ 370,797         Costs and Expenses:        128,116       \$ 402,768       \$ 370,797         Salaries, wages and benefits       \$ 72,073       \$ 68,007       \$ 214,657       \$ 200,049         Other operating       38,083       35,426       112,858       103,453         Writeoff of notes receivable         1,000          Rent       10,424       9,827       31,235       30,745         Depreciation and amortization       3,759       3,624       11,201       10,068         Interest       387       379       1,195       922         Total costs and expenses       12,997       10,853       30,622       25,560         Income Tax Provisions       (5,030)       (4,395)       (11,833)       (10,365)         Ret Income       \$ 7267       \$ 6.458       18,789       \$ 15.195         Basic       \$ 6.55       \$ 5.55       \$ 1.54       \$ 1.30         Basic       \$ 6.52       5.52       <	Revenues:								
Net revenues       \$ 137.723       \$ 128.116       \$ 402.768       \$ 370.797         Costs and Expenses:       Salaries, wages and benefits       \$ 72,073       \$ 68,007       \$ 214,657       \$ 200,049         Other operating       38,083       35,426       112,858       103,453         Writeoff of notes receivable         1,000          Rent       10,424       9,827       31,235       30,745         Depreciation and amortization       3,759       3,624       11,201       10,006         Interest       387       379       1,195       922         Total costs and expenses       \$ 12,997       10,853       30,622       2 5,560         Income Before Income Taxes       12,997       10,853       30,622       2 5,560         Income Tax Provisions       (5,030-       4,395)       (11,833)       (10,365)         Basic       \$ 2,062       \$ 6,458       18,789       \$ 15,195         Earnings Per Share:       S       .65       \$ 5,5       \$ 1,64       \$ 1,201         Basic       \$ 6,62       \$ 5,5       \$ 1,47       \$ 1,23       1,23	Net patient revenues	\$	119,578	\$	112,235	\$	354,669	\$	326,195
Costs and Expenses:     \$ 72,073     \$ 68,007     \$ 214,657     \$ 200,049       Other operating     38,083     35,426     112,858     103,453       Writeoff of notes receivable       1,000        Rent     10,424     9,827     31,235     30,745       Depreciation and amortization     3,759     3,624     11,201     10,008       Interest     387     379     1,195     922       Total costs and expenses     12,4726     \$ 117,263     \$ 372,146     \$ 345,237       Income Before Income Taxes     12,997     10,853     30,622     25,560       Income Tax Provisions     (5,030)     (4,395)     (11,833)     (10,365)       Net Income     \$ 7,967     \$ 6,458     18,789     \$ 15,195       Basic     \$ 6,65     \$ 5,55     \$ 1,54     \$ 1,30       Diluted     \$ 6,65     \$ 5,55     \$ 1,47     \$ 1,30       Weighted average common shares     \$ 6,65     \$ 5,55     \$ 1,47     \$ 1,23       Basic     \$ 6,65     \$ 5,55     \$ 1,47     \$ 1,23     1,23       Weighted average common shares <td>Other revenues</td> <td></td> <td>18,145</td> <td></td> <td>15,881</td> <td></td> <td>48,099</td> <td></td> <td>44,602</td>	Other revenues		18,145		15,881		48,099		44,602
Salaries, wages and benefits     \$ 72,073     \$ 68,007     \$ 214,657     \$ 200,049       Other operating     38,083     35,426     112,858     103,433       Writeoff of notes receivable       1,000        Rent     10,424     9,827     31,235     30,745       Depreciation and amortization     3,759     3,624     11,201     10,068       Interest     387     379     1,195     922       Total costs and expenses     \$ 124,226     \$ 117,263     \$ 35,226     25,560       Income Before Income Taxes     12,997     10,853     30,622     25,560       Income Tax Provisions     (5,03)     (4,395)     (11,833)     (10,365)       Net Income     \$ 7,967     \$ 6,458     18,789     \$ 15,195       Basic     \$ 6,65     \$ .55     \$ 1,54     \$ 1,30       Diluted     \$ .665     \$ .55     \$ .1,47     \$ .1,30       Weighted average common shares     \$ .62     \$ .55     \$ .1,47     \$ .1,30       Basic     12,245,39     11,674,212     12,239,684     11,669,95	Net revenues	\$	<u>137,723</u>	\$	<u>128,116</u>	<u>\$</u>	<u>402,768</u>	<u>\$</u>	<u>370,797</u>
Other operating     38,083     35,426     112,858     103,453       Writeoff of notes receivable       1,000        Rent     10,424     9,827     31,235     30,745       Depreciation and amortization     3,759     3,624     11,201     10,068       Interest     387     379     1,195     922       Total costs and expenses     12,997     10,853     30,622     25,560       Income Before Income Taxes     12,997     10,853     30,622     25,560       Income Tax Provisions     (5,030)     (4,395)     (11,833)     (10,365)       Net Income     7,967     \$ 6,458     18,789     \$ 15,195       Earnings Per Share:	Costs and Expenses:								
Writeoff of notes receivable1,000Rent10,4249,82731,23530,745Depreciation and amortization3,7593,62411,20110,068Interest3873791,195922Total costs and expenses12,97710,85330,62225,560Income Before Income Taxes12,99710,85330,62225,560Income Tax Provisions $(5,03)$ $(4,395)$ (11,833)(10,365)Net Income $\frac{5}{2,967}$ $\frac{6}{5}$ $\frac{6,458}{5}$ $\frac{18,789}{5}$ $\frac{5}{5}$ Basic $\frac{5}{6,62}$ $\frac{5}{5,52}$ $\frac{1,54}{5}$ $\frac{5}{5,154}$ $\frac{1,654,212}{5,664}$ $\frac{12,239,684}{5,659,564,564,564,564,564,564,564,564,564,564$	Salaries, wages and benefits	\$	72,073	\$	68,007	\$	214,657	\$	200,049
Rent     10,424     9,827     31,235     30,745       Depreciation and amortization     3,759     3,624     11,201     10,068       Interest     387     379     1,195     922       Total costs and expenses     \$ 124,726     \$ 117,263     \$ 372,146     \$ 345,237       Income Before Income Taxes     12,997     10,853     30,622     25,560       Income Tax Provisions     (5,030)     (4,395)     (11,833)     (10,365)       Net Income     \$ 7,967     \$ 6,458     18,789     \$ 15,195       Earnings Per Share:	Other operating		38,083		35,426		112,858		103,453
Depreciation and amortization     3,759     3,624     11,201     10,068       Interest     387     379     1,195     922       Total costs and expenses     \$ 124,726     \$ 117,263     \$ 372,146     \$ 345,237       Income Before Income Taxes     12,997     10,853     30,622     25,560       Income Tax Provisions     (5,030)     (4,395)     (11,833)     (10,365)       Net Income     7,967     \$ 6,458     18,789     \$ 15,195       Earnings Per Share:	Writeoff of notes receivable						1,000		
Interest $387$ $379$ $1,195$ $922$ Total costs and expenses\$ $124,726$ \$ $117,263$ \$ $372,146$ \$ $345,237$ Income Before Income Taxes $12,997$ $10,853$ $30,622$ $25,560$ Income Tax Provisions $(5,030)$ $(4,395)$ $(11,833)$ $(10,365)$ Net Income\$ $7,967$ \$ $6.458$ $18,789$ \$ $15,195$ Earnings Per Share: $55$ \$ $1.54$ \$ $1.30$ Diluted\$ $6.65$ \$ $5.52$ \$ $1.47$ \$ $1.23$ Weighted average common shares $11,674,212$ $12,239,684$ $11,669,95$	Rent		10,424		9,827		31,235		30,745
Total costs and expenses     \$ 124.726     \$ 117.263     \$ 372.146     \$ 345.237       Income Before Income Taxes     12,997     10,853     30,622     25,560       Income Tax Provisions     (5,03)     (4,395)     (11,833)     (10,365)       Net Income     \$ 7,967     \$ 6,458     18,789     \$ 15,195       Earnings Per Share:	Depreciation and amortization		3,759		3,624		11,201		10,068
Income Before Income Taxes     12,997     10,853     30,622     25,560       Income Tax Provisions     (5,030)     (4,395)     (11,833)     (10,365)       Net Income     \$     7,967     \$     6,458     18,789     \$     15,195       Net Income     \$     7,967     \$     6,458     18,789     \$     15,195       Earnings Per Share:       5     \$     1.54     \$     1.30       Diluted     \$     .65     \$     .55     \$     1.47     \$     1.23       Weighted average common shares      11,674,212     11,674,212     12,239,684     11,669,955	Interest		387		379		1,195		922
Income Tax Provisions     (5,030)     (4,395)     (11,833)     (10,365)       Net Income     \$     7,967     \$     6,458     18,789     \$     15,195       Earnings Per Share:	Total costs and expenses	\$	<u>124,726</u>	\$	<u>117,263</u>	<u>\$</u>	<u>372,146</u>	<u>\$</u>	<u>345,237</u>
Net Income       \$       7.967       \$       6.458       18.789       \$       15.195         Earnings Per Share:	Income Before Income Taxes	12,997		10,853			30,622		25,560
Earnings Per Share:     Search	Income Tax Provisions	(5,030)		(4,395)			(11,833)		(10,365)
Basic       \$       .65       \$       .55       \$       1.54       \$       1.30         Diluted       \$       .62       \$       .52       \$       1.47       \$       1.23         Weighted average common shares        11,674,212       12,239,684       11,669,95	Net Income	\$	<u>7,967</u>	\$	<u>6,458</u>		<u>18,789</u>	<u>\$</u>	<u>15,195</u>
Diluted     \$     62     \$     52     \$     1.47     \$     1.23       Weighted average common shares     Image: Common share	Earnings Per Share:								
Weighted average common shares       12,245,39       11,674,212       12,239,684       11,669,95	Basic	\$	.65	\$	.55	\$	1.54	\$	1.30
Basic <b>12,245,39</b> 11,674,212 <b>12,239,684</b> 11,669,95	Diluted	\$	.62	\$	.52	\$	1.47	\$	1.23
	Weighted average common shares								
Diluted <b>12.795.92</b> 12.432.498 <b>12.768.531</b> 12.325.12	Basic		12,245,39		11,674,212		12,239,684		11,669,95
	Diluted		12,795,92		12,432,498		12,768,531		12,325,12
Balance Sheet Data Sept. 30 December	Balance Sheet Data		Sept. 30		December				
(in thousands) <b>2005</b> 2004	(in thousands)		2005		2004				
Cash, restricted cash and marketable \$ 188,796 \$ 168,721	Cash, restricted cash and marketable	\$	188,796	\$	168,721				
Current assets 252,304 227,734	Current assets		252,304		227,734				
Total assets <b>399,067</b> 373,117	Total assets		399,067		373,117				
Current liabilities 141,085 128,605	Current liabilities		141,085		128,605				
Long-term obligations 29,759 30,726	Long-term obligations		29,759		30,726				
Deferred lease credits 4,854 5,452			4,854		5,452				
Deferred income <b>26,295</b> 25,112	Deferred income		26,295		25,112				
Stockholder's equity       195,985       182,348	Stockholder's equity		195,985		182,348				