

ROYAL CARIBBEAN CRUISES LTD

Form 10-Q

April 25, 2013

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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 March 31, 2013

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: 1-11884

ROYAL CARIBBEAN CRUISES LTD.

(Exact name of registrant as specified in its charter)

Republic of Liberia
(State or other jurisdiction of incorporation or organization)

98-0081645
(I.R.S. Employer Identification No.)

1050 Caribbean Way, Miami, Florida 33132

(Address of principal executive offices) (zip code)

(305) 539-6000

(Registrant's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed 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, 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.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(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

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There were 219,406,547 shares of common stock outstanding as of April 17, 2013.

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Table of Contents**PART I. FINANCIAL INFORMATION****Item 1. Financial Statements****ROYAL CARIBBEAN CRUISES LTD.****CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)****(unaudited; in thousands, except per share data)**

	Quarter Ended March 31,	
	2013	2012
Passenger ticket revenues	\$ 1,393,778	\$ 1,352,238
Onboard and other revenues	517,442	482,242
Total revenues	1,911,220	1,834,480
Cruise operating expenses:		
Commissions, transportation and other	322,937	320,738
Onboard and other	121,487	107,595
Payroll and related	209,923	210,114
Food	119,483	113,625
Fuel	241,652	228,994
Other operating	266,708	274,046
Total cruise operating expenses	1,282,190	1,255,112
Marketing, selling and administrative expenses	274,034	264,601
Depreciation and amortization expenses	189,364	179,392
Operating Income	165,632	135,375
Other income (expense):		
Interest income	3,747	6,346
Interest expense, net of interest capitalized	(90,182)	(92,666)
Other expense	(2,971)	(2,091)
	(89,406)	(88,411)
Net Income	\$ 76,226	\$ 46,964
Earnings per Share:		
Basic	\$ 0.35	\$ 0.22
Diluted	\$ 0.35	\$ 0.21
Weighted-Average Shares Outstanding:		
Basic	219,097	217,584
Diluted	220,484	219,230
Comprehensive Income (Loss)		
Net Income	\$ 76,226	\$ 46,964
Other comprehensive income (loss):		

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Foreign currency translation adjustments	(4,244)	3,340
(Loss) gain on cash flow derivative hedges	(22,600)	147,470
Total other comprehensive (loss) income	(26,844)	150,810
Comprehensive Income	\$ 49,382	\$ 197,774

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

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	March 31, 2013 (unaudited)	As of December 31, 2012
Assets		
Current assets		
Cash and cash equivalents	\$ 215,888	\$ 194,855
Trade and other receivables, net	308,030	281,421
Inventories	145,922	146,295
Prepaid expenses and other assets	236,954	207,662
Derivative financial instruments	51,820	57,827
Total current assets	958,614	888,060
Property and equipment, net	17,473,793	17,451,034
Goodwill	429,198	432,975
Other assets	1,004,496	1,055,861
	\$ 19,866,101	\$ 19,827,930