UNIVERSAL INSURANCE HOLDINGS, INC.
Form 10-Q
April 30, 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 March 31, 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: 35,847,410 shares of common stock, par value $0.01 per share, outstanding on April 23, 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 March 31 2015 and the related condensed consolidated statements of income, comprehensive income, and cash flows for the three-month periods ended March 31, 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

April 30, 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 March 31, 2015	December 31, 2014
ASSETS		
Cash and cash equivalents	$182,311	$115,397
Restricted cash and cash equivalents	2,635	2,635
Fixed maturities, at fair value	347,912	353,949
Equity securities, at fair value	21,396	19,642
Short-term investments, at fair value	37,506	49,990
Prepaid reinsurance premiums	194,691	190,505
Reinsurance recoverable	51,366	55,187
Reinsurance receivable, net	4,297	7,468
Premiums receivable, net	55,033	50,987
Other receivables	3,284	2,763
Property and equipment, net	21,153	17,254
Deferred policy acquisition costs, net	26,195	25,660
Income taxes recoverable	—	5,675
Deferred income tax asset, net	11,717	11,850
Other assets	7,661	2,812
Total assets	$967,157	$911,774
LIABILITIES, CONTINGENTLY REDEEMABLE COMMON STOCK AND STOCKHOLDERS' EQUITY		
LIABILITIES:		
Unpaid losses and loss adjustment expenses	$125,161	$134,353
Unearned premiums	410,683	395,748
Advance premium	22,185	17,919
Accounts payable	2,472	4,121
Book overdraft	7,478	5,924
Reinsurance payable, net	91,258	66,066
Income taxes payable	6,681	1,799
Other liabilities and accrued expenses	27,505	36,318
Long-term debt	31,813	30,610
Total liabilities	725,236	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 - 12 and 12		
Outstanding shares - 12 and 12		
Minimum liquidation preference, $8.49 and $8.49 per share		
Common stock, $.01 par value	452	448
Authorized shares - 55,000		
Issued shares - 45,224 and 43,769		
Outstanding shares - 35,557 and 34,102		
Treasury shares, at cost - 9,667 and 9,667	(62,153)	(62,153)
Additional paid-in capital	63,700	40,987
Accumulated other comprehensive income (loss), net of taxes	(638)	(1,835)
Retained earnings	240,560	222,469
Total stockholders' equity	241,921	199,916
Total liabilities, contingently redeemable common stock and stockholders' equity	$967,157	$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 March 31,	
	2015	2014
PREMIUMS EARNED AND OTHER REVENUES		
Direct premiums written	$211,605	$191,917
Ceded premiums written	(106,497)	(121,649)
Net premiums written	105,108	70,268
Change in net unearned premium	(10,748)	(6,461)
Premiums earned, net	94,360	63,807
Net investment income (expense)	862	518
Net realized gains (losses) on investments	171	902
Commission revenue	3,168	4,089
Policy fees	3,832	3,512
Other revenue	1,417	1,477
Total premiums earned and other revenues	103,810	74,305
OPERATING COSTS AND EXPENSES		
Losses and loss adjustment expenses	33,590	26,825
General and administrative expenses	32,197	24,363
Total operating costs and expenses	65,787	51,188
INCOME BEFORE INCOME TAXES	38,023	23,117
Income tax expense	15,693	9,568
NET INCOME	$22,330	$13,549
Basic earnings per common share	$0.65	$0.41
Weighted average common shares outstanding - Basic	34,578	33,422
Fully diluted earnings per common share	$0.62	$0.38
Weighted average common shares outstanding - Diluted	36,081	35,641
Cash dividend declared per common share	$0.12	$0.10

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (unaudited)

	Three Months Ended March 31,	
	2015	2014

Net income	$22,330	$13,549
Other comprehensive income (loss), net of taxes	1,197	112
Comprehensive income (loss)	$23,527	$13,661

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)

	March 31,	
	2015	2014
Cash flows from operating activities:		
Net Income	$22,330	$13,549
Adjustments to reconcile net income to net cash provided by operating activities:		
Bad debt expense	141	71
Depreciation and amortization	389	280
Amortization of share-based compensation	2,752	1,685
Amortization of original issue discount on debt	181	250
Accretion of deferred credit	(181)	(250)
Book overdraft increase (decrease)	1,554	(11,962)
Net realized (gains) losses on investments	(171)	(902)
Amortization of premium/accretion of discount, net	430	499
Deferred income taxes	(620)	509
Excess tax (benefits) shortfall from share-based compensation	(4,136)	(6,342)
Other	61	(12)
Net change in assets and liabilities relating to operating activities:		
Restricted cash and cash equivalents	—	(35)
Prepaid reinsurance premiums	(4,186)	5,188
Reinsurance recoverable	3,821	31,750
Reinsurance receivable, net	3,171	(6,801)
Premiums receivable, net	(4,187)	(1,715)
Accrued investment income	(90)	(32)
Other receivables	(425)	(636)
Income taxes recoverable	5,675	1,953
Deferred policy acquisition costs, net	(535)	6
Other assets	751	350
Unpaid losses and loss adjustment expenses	(9,192)	(8,665)
Unearned premiums	14,935	1,273
Accounts payable	(1,649)	1,058
Reinsurance payable, net	25,192	7,422
Income taxes payable	9,018	4,691
Other liabilities and accrued expenses	(8,633)	(5,779)
Advance premium	4,266	2,454
Net cash provided by (used in) operating activities	60,662	29,857
Cash flows from investing activities:		
Proceeds from sale of property and equipment	50	17
Purchases of property and equipment	(7,613)	(751)
Payments to acquire a business	(1,000)	—
Purchases of equity securities	(17,056)	(4,782)

Purchases of fixed maturities	(24,965)	(20,475)
Proceeds from sales of equity securities	15,300	10,071
Proceeds from sales of fixed maturities	12,891	4,370
Maturities of fixed maturities	19,786	7,528
Maturities of short-term investments	12,500	—
Net cash provided by (used in) investing activities	9,893	(4,022)
Cash flows from financing activities:		
Preferred stock dividend	(2)	(5)
Common stock dividend	(4,237)	(3,463)
Issuance of common stock	503	—
Purchase of treasury stock	—	(14,737)
Payments related to tax withholding for share-based compensation	(3,673)	(8,108)
Excess tax benefits (shortfall) from share-based compensation	4,136	6,342
Repayment of debt	(368)	(368)
Net cash provided by (used in) financing activities	(3,641)	(20,339)
Net increase (decrease) in cash and cash equivalents	66,914	5,496
Cash and cash equivalents at beginning of period	115,397	117,275
Cash and cash equivalents at end of period	$182,311	$122,771
Supplemental cash and non-cash flow disclosures:		
Interest paid	$310	$433
Income taxes paid	$1,619	$2,404

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 nine states as of March 31, 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 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.

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):

	March 31, 2015			
	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Fixed Maturities:				
U.S. government obligations and agencies	$105,290	$ 77	$ (175)	$105,192
Corporate bonds	123,944	744	(114)	124,574
Mortgage-backed and asset-backed securities	109,529	521	(279)	109,771
Redeemable preferred stock	8,056	320	(1)	8,375
Equity Securities:				
Common stock	2,215	—	(226)	1,989
Mutual funds	21,318	31	(1,942)	19,407
Short-term investments	37,500	6	—	37,506
Total	$407,852	$ 1,699	$ (2,737)	$406,814

	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 investments with contractual maturities as of the dates presented (in thousands):

March 31, 2015

Standard and Poor's Rating Services	Fair Value	% of Total Fair Value	
AAA	$31,671	8.2	%
AA	186,057	48.4	%
A	82,613	21.4	%
BBB	45,137	11.7	%
BB+ and Below (1)	3,210	0.8	%
No Rating Available (2)	36,730	9.5	%
Total	$385,418	100.0	%

(1) As of March 31, 2015, $675 thousand of these investments were rated either “Baa3” or “Baa2” by Moody’s Investors Service, Inc.
(2) As of March 31, 2015, $18.9 million of these investments were rated either “Aaa” or “Aa3” by Moody’s Investors Service, Inc.

December 31, 2014			
Standard and Poor's Rating Services	Fair Value	% of Total Fair Value	
AAA	$31,783	7.9	%
AA	207,953	51.5	%
A	79,675	19.7	%
BBB	45,781	11.3	%
BB+ and Below	2,677	0.7	%
No Rating Available	36,070	8.9	%
Total	$403,939	100.0	%

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):

	March 31, 2015		December 31, 2014	
	Cost or Amortized Cost	Fair Value	Cost or Amortized Cost	Fair Value
Mortgage-backed securities:				
Agency	$66,366	$66,526	$64,905	$64,619
Non-agency	9,833	9,849	8,053	7,987
Asset-backed securities:				
Auto loan receivables	15,247	15,307	16,551	16,556
Credit card receivables	13,483	13,472	13,481	13,457
Other receivables	4,600	4,617	4,599	4,604
Total	$109,529	$109,771	$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):

	March 31, 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	3	$24,001	$ (33)	2	$3,507	$ (143)
Corporate bonds	13	14,351	(97)	3	3,397	(17)
Mortgage-backed and asset-backed securities	10	23,408	(63)	5	15,395	(216)

Redeemable preferred stock	5	569	(1)	—	—	—
Equity securities:						
Common stock	3	1,911	(166)	2	78	(60)
Mutual funds	1	525	(56)	1	8,801	(1,885)
Total	35	$64,765	$ (416)	13	$31,178	$ (2,321)

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	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 March 31, 2015, we held fixed maturity and equity securities 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 and equity securities, 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 March 31, 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):

	March 31, 2015	
	Cost or Amortized Cost	Fair Value
Due in one year or less	$80,687	$80,697
Due after one year through five years	183,707	184,223
Due after five years through ten years	1,347	1,368
Due after ten years	3,732	3,889
Mortgage-backed and asset-backed securities	109,528	109,771
Perpetual maturity securities	5,318	5,470
Total	$384,319	$385,418

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 March 31,	
	2015	2014
Sales proceeds (fair value)	$40,595	$14,441
Gross realized gains	$186	$999
Gross realized losses	$(15)	$(97)
Other than temporary losses	$—	$—

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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 March 31,	
	2015	2014
Fixed maturities	1,184	728
Equity securities	57	302
Short-term investments	38	—
Other (1)	66	12
Total investment income	1,345	1,042
Less: Investment expenses (2)	(483)	(524)
Net investment (expense) income	$862	$518

(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 investment expenses related to cash and cash equivalents, restricted cash and cash equivalents and real estate investments.

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 1 of each year. The Company's reinsurance program consists of excess of loss, quota share 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 reduced the percentage of premiums ceded by UPCIC to its quota share reinsurers to 30% beginning with the reinsurance program effective June 1, 2014, from 45% under the prior year quota share contracts that were effective June 1, 2013 through May 31, 2014. By ceding 15 percentage points less premium to its quota share reinsurers, the Company expects to increase its profitability by retaining more premium. The reduction in cession rate 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 reduction of cession rate also reduces the amount of ceding commissions earned from the Company's quota share reinsurer during the contract term and decreases the amount of deferred ceding commission, which is a component of net 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 March 31, 2015			Due from as of	
Reinsurer	AM Best Company	Standard and Poor's Rating Services	Moody's Investors Service, Inc.	March 31, 2015	December 31, 2014
Everest Reinsurance Company	A+	A+	A1	$12,029	$ 16,780
Florida Hurricane Catastrophe Fund	n/a	n/a	n/a	12,748	31,870
Odyssey Reinsurance Company	A	A-	A3	139,044	136,339
Total (1)				$163,821	$ 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 March 31, 2015			2014		
	Premiums Written	Premiums Earned	Loss and Loss Adjustment Expenses	Premiums Written	Premiums Earned	Loss and Loss Adjustment Expenses
Direct	$211,605	$196,671	$ 49,290	$191,917	$190,644	$ 50,722
Ceded	(106,497)	(102,311)	(15,700)	(121,649)	(126,837)	(23,897)
Net	$105,108	$94,360	$ 33,590	$70,268	$63,807	$ 26,825

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):

	March 31, 2015	December 31, 2014
Prepaid reinsurance premiums	$194,691	$190,505
Reinsurance recoverable on unpaid losses and LAE	$42,713	$47,350
Reinsurance recoverable on paid losses	8,653	7,837
Reinsurance receivable, net	4,297	7,468
Reinsurance recoverable and receivable	$55,663	$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 March 31,	
	2015	2014
DPAC, beginning of period	$54,603	$54,099
Capitalized Costs	28,567	26,782
Amortization of DPAC	(26,987)	(26,670)
DPAC, end of period	$56,183	$54,211
DRCC, beginning of period	$28,943	$38,200
Ceding Commissions Written	17,661	21,880
Earned Ceding Commissions	(16,616)	(21,762)
DRCC, end of period	$29,988	$38,318
DPAC (DRCC), net, beginning of period	$25,660	$15,899
Capitalized Costs, net	10,906	4,902
Amortization of DPAC (DRCC), net	(10,371)	(4,908)
DPAC (DRCC), net, end of period	$26,195	$15,893

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 March 31,	
	2015	2014
Balance at beginning of period	$134,353	$159,222
Less: Reinsurance recoverable	(47,350)	(68,584)
Net balance at beginning of period	87,003	90,638
Incurred (recovered) related to:		
Current year	33,559	26,855
Prior years	27	(30)
Total incurred	33,586	26,825
Paid related to:		

Current year	6,789	3,867
Prior years	31,352	27,148
Total paid	38,141	31,015
Net balance at end of period	82,448	86,448
Plus: Reinsurance recoverable	42,713	64,109
Balance at end of period	$125,161	$150,557

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 regulation 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 three months ended March 31, 2015, no dividends were paid from UPCIC or APPCIC to UIHCF. Dividends paid to the shareholders of UIH during the three months ended March 31, 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):

	March 31, 2015	December 31, 2014
Ten percent of total liabilities		
UPCIC	$47,443	$42,659
APPCIC	$604	$514
Statutory capital and surplus		
UPCIC	$215,270	$200,173
APPCIC	$14,003	$14,036

As of the dates in the table above, both UPCIC and APPCIC met the Florida capitalization requirement. As of March 31, 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 have 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):

	March 31, 2015	December 31, 2014
Restricted cash and cash equivalents	$2,635	$ 2,635
Investments	$3,648	$ 3,609

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6. Long-Term Debt

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

	March 31, 2015	December 31, 2014
Surplus note	$16,912	$ 17,280
Term loan	13,511	13,330
Promissory note	1,390	—
Total	$31,813	$ 30,610

The term loan and unsecured line of credit contain certain covenants and restrictions applicable while amounts are outstanding thereunder. As of March 31, 2015, UIH had not drawn any amounts under the unsecured line of credit. 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 March 31, 2015. UPCIC was in compliance with the terms of the surplus note as of March 31, 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 three months ended March 31, 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	—	—	—
Options exercised	590	—	590
Restricted stock grants	115	—	115
Shares acquired through cashless exercise (1)	—	(250)	(250)
Shares cancelled	(250)	250	—
Balance, as of March 31, 2015	45,224	(9,667)	35,557

(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.

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.

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. Ananke is required to hold the shares of common stock for a minimum of six months and then may: 1) sell up to one-third during the next three-month period, 2) sell another one-third during the next three-month period and 3) sell the remaining shares purchased thereafter.

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

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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 March 31,	
	2015	2014
SPC Global RE Advisors LLC	$30	$ 30

There were no amounts due to SPC Global RE Advisors LLC as of March 31, 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 March 31, 2015 and 2014, the Company recorded approximately $15.7 million and $9.6 million of income taxes, respectively. Our effective tax rate for the quarter ending March 31, 2015 is 41.3% compared to a 41.4% 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, 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 March 31,	
	2015	2014
Numerator for EPS:		
Net income	$22,330	$13,549
Less: Preferred stock dividends	(2)	(5)
Income available to common stockholders	$22,328	$13,544
Denominator for EPS:		
Weighted average common shares outstanding	34,578	33,422
Plus: Assumed conversion of stock-based compensation (1)		