

Singh Man Jit
Form 3
December 03, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Singh Man Jit</p> <p>(Last) (First) (Middle)</p> <p>C/O WORLD WRESTLING ENTERTAINMENT, INC., Â 1241 EAST MAIN STREET</p> <p>(Street)</p> <p>STAMFORD, Â CT Â 06902</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/03/2018</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>WORLD WRESTLING ENTERTAINMENTINC [WWE]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	0	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	(Instr. 4) Amount or Number of Shares	Price of Derivative Security	Derivative Security:
					Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Singh Man Jit C/O WORLD WRESTLING ENTERTAINMENT, INC. 1241 EAST MAIN STREET STAMFORD, CT 06902	X	X	X	X

Signatures

Man Jit Singh 12/03/2018
**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. R="#ccee"ff">

Restricted cash

12,032 16,742

Containers, net of accumulated depreciation of \$331,309 and \$322,845 in 2008 and 2007, respectively

1,019,872 856,874

Net investment in direct financing and sales-type leases

68,549 48,075

Fixed assets, net of accumulated depreciation of \$8,124 and \$7,795 in 2008 and 2007, respectively

1,525 1,230

Intangible assets, net of accumulated amortization of \$10,615 and \$4,700 in 2008 and 2007, respectively

66,838 72,646

Interest rate swaps

1,323 127

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Other assets

3,492 2,715

Total assets

\$1,311,738 \$1,128,346 **Liabilities and Shareholders Equity**

Current liabilities:

Accounts payable

\$4,668 \$4,612

Accrued expenses

10,372 11,115

Container contracts payable

91,866 28,397

Due to owners, net

13,164 18,019

Secured debt facility

6,585

Bonds payable

58,000 58,000

Total current liabilities

178,070 126,728

Revolving credit facilities

32,000 21,500

Secured debt facility

236,070 124,391

Bonds payable

327,667 370,938

Interest rate swaps

3,988 4,409

Explanation of Responses:

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Long-term income tax payable

17,202 15,733

Deferred taxes

10,818 10,814

Total liabilities

805,815 674,513

Minority interest

58,682 49,717

Shareholders' equity:

Common shares, \$0.01 par value. Authorized 140,000,000 shares; issued and outstanding 47,604,640 at 2008 and 2007

476 476

Additional paid-in capital

165,884 163,753

Notes receivable from shareholders

(432)

Accumulated other comprehensive income

246 579

Retained earnings

280,635 239,740

Total shareholders' equity

447,241 404,116

Total liabilities and shareholders' equity

\$1,311,738 \$1,128,346

TEXTAINER GROUP HOLDINGS LIMITED AND SUBSIDIARIES

Condensed Consolidated Statements of Income

Three and nine months ended September 30, 2008 and 2007

(Unaudited)

(All currency expressed in United States dollars in thousands, except per share amounts)

	Three months ended September 30,		Nine months ended September 30,	
	2008	2007	2008	2007
Revenues:				
Lease rental income	\$ 50,914	\$ 48,574	\$ 147,016	\$ 145,223
Management fees	7,610	6,397	22,019	16,538
Trading container sales proceeds	6,716	6,153	30,799	13,315
Gains on sale of containers, net	4,435	4,184	11,683	9,795
Other, net		4		290
Total revenues	69,675	65,312	211,517	185,161
Operating expenses:				
Direct container expense	5,975	7,955	18,899	26,276
Cost of trading containers sold	5,314	4,768	23,533	10,547
Depreciation expense	10,614	12,505	37,264	35,896
Amortization expense	1,670	908	5,314	1,978
General and administrative expense	4,951	4,341	16,190	12,748
Short-term incentive compensation expense	1,287	879	3,063	3,057
Long-term incentive compensation expense	807		2,288	
Bad debt expense, net	2,477	293	3,100	1,289
Total operating expenses	33,095	31,649	109,651	91,791
Income from operations	36,580	33,663	101,866	93,370
Other income (expense):				
Interest expense	(6,307)	(10,127)	(18,552)	(27,378)
Interest income	362	746	1,255	2,123
Realized (losses) gains on interest rate swaps and caps, net	(1,898)	971	(4,177)	2,712
Unrealized gains (losses) on interest rate swaps, net	711	(3,855)	1,617	(4,077)
Gain on lost military containers, net	480	4,639	2,169	4,639
Other, net	(511)	(8)	180	(121)
Net other income (expense)	(7,163)	(7,634)	(17,508)	(22,102)
Income before income tax and minority interest expense	29,417	26,029	84,358	71,268
Income tax expense	(2,019)	(1,903)	(3,079)	(4,678)
Minority interest expense	(2,839)	(4,816)	(8,965)	(13,966)
Net income	\$ 24,559	\$ 19,310	\$ 72,314	\$ 52,624
Net income per share:				
Basic	\$ 0.52	\$ 0.50	\$ 1.52	\$ 1.37

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Diluted	\$ 0.51	\$ 0.50	\$ 1.51	\$ 1.36
Weighted average shares outstanding (in thousands):				
Basic	47,605	38,605	47,605	38,531
Diluted	47,875	38,605	47,807	38,583

TEXTAINER GROUP HOLDINGS LIMITED AND SUBSIDIARIES

Condensed Consolidated Statements of Cash Flows

Nine months ended September 30, 2008 and 2007

(Unaudited)

(All currency expressed in United States dollars in thousands)

	Nine months ended September 30,	
	2008	2007
Cash flows from operating activities:		
Net income	\$ 72,314	\$ 52,624
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation expense	37,264	35,896
Bad debt expense, net	3,100	1,289
Unrealized (gains) losses on interest rate swaps, net	(1,617)	4,077
Amortization of debt issuance costs	1,414	1,013
Amortization of intangible assets	5,314	1,978
Amortization of acquired above-market leases	602	
Gains on sale of containers and lost military containers, net	(13,852)	(14,434)
Share-based compensation expense	2,162	
Minority interest expense	8,965	13,966
Changes in operating assets and liabilities	(12,372)	(22,825)
Total adjustments	30,980	20,960
Net cash provided by operating activities	103,294	73,584
Cash flows from investing activities:		
Purchase of containers and fixed assets	(216,505)	(155,260)
Purchase of intangible assets	(108)	(56,000)
Proceeds from sale of containers and fixed assets	54,583	55,287
Receipt of principal payments on direct financing and sales-type leases	10,159	4,820
Net cash used in investing activities	(151,871)	(151,153)
Cash flows from financing activities:		
Proceeds from revolving credit facility	56,500	43,000
Principal payments on revolving credit facility	(46,000)	(18,000)
Proceeds from secured debt facility	201,500	181,000
Principal payments on secured debt facility	(96,500)	(59,500)
Principal payments on bonds payable	(43,500)	(43,500)
Decrease in restricted cash	4,710	1,933
Debt issuance costs	(3,113)	(297)
Repayments of notes receivable from shareholders	432	1,560
Dividends paid	(31,419)	(37,061)
Net cash provided by financing activities	42,610	69,135
Effect of exchange rate changes	(333)	74

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Net decrease in cash and cash equivalents	(6,300)	(8,360)
Cash and cash equivalents, beginning of the year	69,447	41,163
Cash and cash equivalents, end of the period	\$ 63,147	\$ 32,803
Supplemental disclosures of noncash investing activities:		
Increase in accrued container purchases	\$ 63,469	\$ 7,025
Containers placed in direct financing and sales-type leases	\$ 38,614	\$ 14,706

TEXTAINER GROUP HOLDINGS LIMITED AND SUBSIDIARIES

Non-GAAP Reconciliation of Net Income to EBITDA and Net Income to Net Income Excluding

Unrealized (Gains) Losses on Interest Rate Swaps, Net

Three and Nine Months Ended September 30, 2008 and 2007

(Unaudited)

(All currency expressed in United States dollars in thousands, except per share amounts)

(1) The following is a reconciliation of net income to EBITDA, a reconciliation of net income to net income excluding unrealized (gains) losses on interest rate swaps, net and a reconciliation of net income per diluted common share to net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net for the three and nine months ended September 30, 2008 and 2007. EBITDA (defined as net income before interest income and interest expense, realized and unrealized (gains) losses on interest rate swaps, net, income tax (benefit) expense, minority interest expense, depreciation and amortization expense and the related impact on minority interest expense), net income excluding unrealized (gains) losses on interest rate swaps, net (defined as net income before unrealized (gains) losses on interest rate swaps, net and the related impact on income tax expense and minority interest expense) and net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net (defined as net income per diluted common share before unrealized (gains) losses on interest rate swaps, net and the related impact on income tax (benefit) expense and minority interest expense) are not financial measures calculated in accordance with U.S. generally accepted accounting principles (GAAP) and should not be considered as an alternative to net income, income from operations or any other performance measures derived in accordance with GAAP or as an alternative to cash flows from operating activities as a measure of our liquidity. EBITDA, net income excluding unrealized (gains) losses on interest rate swaps, net and net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net are presented solely as supplemental disclosures. Management believes that EBITDA may be a useful performance measure that is widely used within our industry and net income excluding unrealized (gains) losses on interest rate swaps, net may be a useful performance measure because Textainer intends to hold its interest rate swaps until maturity and over the life of an interest rate swap held to maturity the unrealized (gains) or losses will net to zero. EBITDA is not calculated in the same manner by all companies and, accordingly, may not be an appropriate measure for comparison. Management also believes that net income excluding unrealized (gains) losses on interest rate swaps, net and net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net are useful in evaluating our operating performance because unrealized (gains) losses on interest rate swaps, net is a non-cash, non-operating item. We believe EBITDA, net income excluding unrealized (gains) losses on interest rate swaps, net and net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net provides useful information on our earnings from ongoing operations. We believe that EBITDA provides useful information on our ability to service our long-term debt and other fixed obligations and on our ability to fund our expected growth with internally generated funds. EBITDA, net income excluding unrealized (gains) losses on interest rate swaps, net and net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net have limitations as analytical tools, and you should not consider either of them in isolation, or as a substitute for analysis of our operating results or cash flows as reported under GAAP. Some of these limitations are:

They do not reflect our cash expenditures, or future requirements, for capital expenditures or contractual commitments;

They do not reflect changes in, or cash requirements for, our working capital needs;

EBITDA does not reflect interest expense or cash requirements necessary to service interest or principal payments on our debt;

Although depreciation is a non-cash charge, the assets being depreciated may be replaced in the future, and neither EBITDA, net income excluding unrealized (gains) losses on interest rate swaps, net or net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net reflects any cash requirements for such replacements;

They are not adjusted for all non-cash income or expense items that are reflected in our statements of cash flows; and

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Other companies in our industry may calculate these measures differently than we do, limiting their usefulness as comparative measures.

	Three Months Ended September 30, 2008		Nine Months Ended September 30, 2008	
	2007	2008	2007	2008
	(Dollars in thousands) (Unaudited)		(Dollars in thousands) (Unaudited)	
Reconciliation of EBITDA:				
Net income	\$ 24,559	\$ 19,310	\$ 72,314	\$ 52,624
Adjustments:				
Interest income	(362)	(746)	(1,255)	(2,123)
Interest expense	6,307	10,127	18,552	27,378
Realized losses (gains) on interest rate swaps and caps, net	1,898	(971)	4,177	(2,712)
Unrealized (gains) losses on interest rate swaps, net	(711)	3,855	(1,617)	4,077
Income tax expense	2,019	1,903	3,079	4,678
Minority interest expense	2,839	4,816	8,965	13,966
Depreciation expense	10,614	12,505	37,264	35,896
Amortization expense	1,670	908	5,314	1,978
Impact of reconciling items on minority interest expense	(3,472)	(9,051)	(9,992)	(23,055)
EBITDA	\$ 45,361	\$ 42,656	\$ 136,801	\$ 112,707
Reconciliation of net income excluding unrealized (gains) losses on interest rate swaps, net:				
Net income	\$ 24,559	\$ 19,310	\$ 72,314	\$ 52,624
Adjustments:				
Unrealized (gains) losses on interest rate swaps, net	(711)	3,855	(1,617)	4,077
Income tax expense				
Impact of reconciling items on minority interest expense	130	(1,657)	289	(1,732)
Net income excluding unrealized (gains) losses on interest rate swaps, net	\$ 23,978	\$ 21,508	\$ 70,986	\$ 54,969
Reconciliation of net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net:				
Net income per diluted common share	\$ 0.51	\$ 0.50	\$ 1.51	\$ 1.36
Adjustments:				
Unrealized (gains) losses on interest rate swaps, net	(0.01)	0.10	(0.03)	0.11
Income tax expense				
Impact of reconciling item on minority interest expense		(0.04)		(0.05)
Net income per diluted common share excluding unrealized (gains) losses on interest rate swaps, net	\$ 0.50	\$ 0.56	\$ 1.48	\$ 1.42

SIGNATURE

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

Date: November 5, 2008

Textainer Group Holdings Limited

/s/ John A. Maccarone
John A. Maccarone
President and Chief Executive Officer