

**Principal Executive Offices**

431 West Seventh Street  
Los Angeles, CA 90014  
(213) 622-1254

# LAACO, LTD.

A CALIFORNIA LIMITED  
PARTNERSHIP

**Officers**

President and Managing Partner  
Karen L. Hathaway  
Chief Financial Officer  
Bryan J. Cusworth  
Secretary and General Counsel  
Charles E. Michaels

## THIRD QUARTER REPORT

**General Partners of LAACO, Ltd.**

Stability LLC (Managing General Partner)  
Managing Members of Stability LLC  
Karen L. Hathaway, Chairman  
Frank G. Hathaway, Vice Chairman  
Christopher J. Harrer  
John K. Hathaway  
Steven K. Hathaway  
Thomas S. Hathaway  
Charles E. Michaels  
Barbara H. Wolff  
The Los Angeles Athletic Club, Inc. (General Partner)

SEPTEMBER 30, 2016

**Registrar and Transfer Agent**

Computershare  
211 Quality Circle, Suite 210  
College Station, TX 77845  
(800) 522-6645  
TDD for hearing impaired: (800) 952-9245  
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**LAACO, LTD.**  
**A CALIFORNIA LIMITED PARTNERSHIP**  
**CONSOLIDATED BALANCE SHEETS**

	UNAUDITED SEPTEMBER 30, 2016	AUDITED DECEMBER 31, 2015
<b>ASSETS</b>		
Current assets:		
Cash .....	\$ 2,351,000	\$ 2,933,000
Accounts receivable, net .....	1,727,000	1,525,000
Inventories .....	302,000	326,000
Prepaid expenses and other current assets .....	<u>1,177,000</u>	<u>1,987,000</u>
Total current assets .....	5,557,000	6,771,000
Property and equipment, net.....	222,955,000	212,355,000
Investment in joint ventures .....	2,379,000	2,470,000
Other assets .....	<u>13,233,000</u>	<u>12,796,000</u>
Total assets .....	<u>\$244,124,000</u>	<u>\$234,392,000</u>
<b>LIABILITIES AND PARTNERS' CAPITAL</b>		
Current liabilities:		
Accounts payable and accrued expenses .....	\$ 6,461,000	\$ 8,017,000
Payroll, sales, and local taxes .....	1,690,000	1,111,000
Prepaid dues, rentals and deposits .....	3,629,000	3,345,000
Credit line payable .....	12,500,000	7,000,000
Notes payable, current portion .....	<u>1,160,000</u>	<u>1,160,000</u>
Total current liabilities .....	25,440,000	20,633,000
Other long-term liabilities .....	13,018,000	10,334,000
Notes payable, net of current portion .....	<u>25,810,000</u>	<u>26,680,000</u>
Total liabilities .....	64,268,000	57,647,000
Partners' capital: (169,738 and 169,972 units at end of period, respectively) .....	<u>179,856,000</u>	<u>176,745,000</u>
Total liabilities and partners' capital.....	<u>\$244,124,000</u>	<u>\$234,392,000</u>

**CONSOLIDATED STATEMENTS OF CHANGES IN PARTNERS' CAPITAL**

	UNAUDITED NINE MONTHS ENDED SEPTEMBER 30, 2016	AUDITED YEAR ENDED DECEMBER 31, 2015
Balance, beginning of period .....	\$176,745,000	\$172,456,000
Net income .....	15,275,000	18,986,000
Cash distributions .....	(9,686,000)	(13,622,000)
Partner contribution .....	-	375,000
Partnership unit repurchases .....	(618,000)	(754,000)
Units issued under incentive equity plan .....	171,000	206,000
Other comprehensive income:		
Unrealized loss on interest rate hedges .....	<u>(2,031,000)</u>	<u>(902,000)</u>
Balance, end of period.....	<u>\$179,856,000</u>	<u>\$176,745,000</u>

*See notes to unaudited consolidated financial statements*

**LAACO, LTD.**  
**A CALIFORNIA LIMITED PARTNERSHIP**  
**CONSOLIDATED STATEMENTS OF INCOME**  
**UNAUDITED**

	THREE MONTHS ENDED SEPTEMBER 30,		NINE MONTHS ENDED SEPTEMBER 30,	
	2016	2015	2016	2015
Revenues:				
Real property investments and rentals	<b>\$13,576,000</b>	\$12,599,000	<b>\$39,151,000</b>	\$36,067,000
Club operations .....	<b><u>6,151,000</u></b>	<u>5,578,000</u>	<b><u>18,353,000</u></b>	<u>16,841,000</u>
	<b><u>19,727,000</u></b>	<u>18,177,000</u>	<b><u>57,504,000</u></b>	<u>52,908,000</u>
Cost and expenses:				
Operating expenses .....	<b>11,662,000</b>	11,060,000	<b>34,632,000</b>	32,112,000
Cost of goods sold .....	<b>491,000</b>	368,000	<b>1,437,000</b>	1,299,000
Depreciation and amortization .....	<b><u>1,986,000</u></b>	<u>1,620,000</u>	<b><u>5,539,000</u></b>	<u>4,709,000</u>
	<b><u>14,139,000</u></b>	<u>13,048,000</u>	<b><u>41,608,000</u></b>	<u>38,120,000</u>
Operating income .....	<b><u>5,588,000</u></b>	<u>5,129,000</u>	<b><u>15,896,000</u></b>	<u>14,788,000</u>
Other income (expense):				
Gain (loss) on sale of assets .....	<b>88,000</b>	(1,000)	<b>115,000</b>	3,000
Unrecovered development costs .....	<b>(283,000)</b>	-	<b>(283,000)</b>	-
Income from joint ventures .....	<b>174,000</b>	156,000	<b>493,000</b>	442,000
Interest expense, net .....	<b>(209,000)</b>	(57,000)	<b>(466,000)</b>	(218,000)
Income tax (expense) benefit				
attributable to subsidiaries .....	<b><u>(274,000)</u></b>	<u>31,000</u>	<b><u>(480,000)</u></b>	<u>(159,000)</u>
	<b><u>(504,000)</u></b>	<u>129,000</u>	<b><u>(621,000)</u></b>	<u>68,000</u>
Net income .....	<b><u>\$ 5,084,000</u></b>	<u>\$ 5,258,000</u>	<b><u>\$15,275,000</u></b>	<u>\$14,856,000</u>
Per partnership unit:				
Net income .....	<b><u>\$29.95</u></b>	<u>\$30.86</u>	<b><u>\$89.91</u></b>	<u>\$87.18</u>
Cash distributions .....	<b><u>\$19.00</u></b>	<u>\$19.00</u>	<b><u>\$57.00</u></b>	<u>\$51.00</u>
Weighted average partnership units				
outstanding during the period .....	<b><u>169,755</u></b>	<u>170,400</u>	<b><u>169,885</u></b>	<u>170,400</u>

*See notes to unaudited consolidated financial statements*

## NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

The unaudited consolidated financial statements are prepared in conformity with generally accepted accounting principles and include all adjustments, which in the opinion of management are necessary for a fair presentation of the results for the periods indicated. It is suggested that these condensed financial statements be read in conjunction with the financial statements and the notes thereto included in the Partnership's latest Annual Report to unitholders. Results for any interim period are not necessarily indicative of results which might be obtained for a full year.

LAACO, Ltd., as a limited partnership, pays no income taxes. Tax on partnership net income is payable by the partners. The club operations (incorporated in wholly owned subsidiaries) are taxed separately on their net income.

The unaudited net income reported in the consolidated financial statements and the estimated partnership taxable income are as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Unaudited net income	<u>\$ 5,084,000</u>	<u>\$ 5,258,000</u>	<u>\$15,275,000</u>	<u>\$14,856,000</u>
Tax basis adjustments	<u>9,000</u>	<u>365,000</u>	<u>(28,000)</u>	<u>1,119,000</u>
Estimated partnership taxable net income	<u><u>\$ 5,093,000</u></u>	<u><u>\$ 5,623,000</u></u>	<u><u>\$15,247,000</u></u>	<u><u>\$15,975,000</u></u>
Per unit <sup>(1)</sup> :				
Unaudited net income	<u>\$ 29.95</u>	<u>\$ 30.86</u>	<u>\$ 89.91</u>	<u>\$ 87.18</u>
Tax basis adjustments	<u>0.06</u>	<u>2.14</u>	<u>(0.16)</u>	<u>6.57</u>
Estimated partnership taxable net income	<u><u>\$ 30.01</u></u>	<u><u>\$ 33.00</u></u>	<u><u>\$ 89.75</u></u>	<u><u>\$ 93.75</u></u>

(1) Unaudited net income per unit and estimated taxable income per unit are computed by dividing the respective amounts by the weighted average number of partnership units outstanding during the period.

Cash distributions are recorded on cash payment dates. Cash distributions of \$19.00 per unit were paid on April 1, 2016, June 1, 2016, and September 1, 2016.

Financial information for LAACO Ltd. is posted on the web site of OTC Markets Group, Inc. - an independent provider of financial information. To view this information, go to [www.otcm Markets.com](http://www.otcm Markets.com) and enter our symbol "LAACZ." Future financial reports and news releases will be provided to OTC Markets Group for posting on this web site. Financial information for prior years of LAACO, Ltd. is available to partners upon written request at the Partnership's principal offices.