

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): September 14, 2021

Build-A-Bear Workshop, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction
of Incorporation)

001-32320

(Commission
File Number)

43-1883836

(IRS Employer
Identification No.)

415 South 18th St., St. Louis, Missouri

(Address of Principal Executive Offices)

63103

(Zip Code)

(314) 423-8000

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	BBW	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure.

On September 14, 2021, Build-A-Bear Workshop, Inc. (the “Company”) will participate in investor meetings at the CL King 19th Annual Best Ideas Conference. The investor presentation is attached hereto as Exhibit 99.1 and is incorporated herein by reference. A copy of the investor presentation is also available on the Investor Relations section of the Company’s web site at <http://IR.buildabear.com>.

To supplement its financial statements presented in accordance with GAAP, the Company used, in its investor presentation, certain non-GAAP measures of financial performance. The Company believes that these non-GAAP measures will allow for a better evaluation of the operating performance of the business and facilitate a meaningful comparison of the Company’s results in the current period to those in prior periods and future periods. Reference to these non-GAAP measures should not be considered as a substitute for results that are presented in a manner consistent with GAAP. These non-GAAP measures are provided to enhance investors’ overall understanding of the Company’s financial performance.

* * * * *

The information furnished in, contained, or incorporated by reference into Item 7.01 above, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities and Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 (the “Securities Act”), as amended, or the Exchange Act, regardless of any general incorporation language in such filing. In addition, this report (including Exhibit 99.1) shall not be deemed an admission as to the materiality of any information contained herein that is required to be disclosed solely as a requirement of Item 7.01.

This Current Report on Form 8-K and the investor presentation attached hereto as Exhibit 99.1 contain certain statements that may be deemed to be “forward-looking statements” within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. All statements in this report and in such exhibit not dealing with historical results are forward-looking and are based on various assumptions. The forward-looking statements in this report and in such exhibit are subject to risks and uncertainties that could cause actual results to differ materially from those expressed in or implied by the statements. Factors that may cause actual results to differ materially from those contemplated by such forward-looking statements include, among other things: statements regarding the Company’s goals, intentions, and expectations; business plans and growth strategies; estimates of the Company’s risks and future costs and benefits; forecasted demographic and economic trends relating to the Company’s industry; and other risk factors referred to from time to time in filings made by the Company with the Securities and Exchange Commission. Forward-looking statements speak only as to the date they are made. The Company does not undertake to update forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements are made. The Company disclaims any intent or obligation to update these forward-looking statements.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
99.1	Investor Presentation—September 14, 2021
104	Cover Page Interactive Data File (formatted as Inline XBRL)

SIGNATURES

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 hereunto duly authorized.

BUILD-A-BEAR WORKSHOP, INC.

Date: September 14, 2021

By: /s/ Voin Todorovic

Name: Voin Todorovic

Title: Chief Financial Officer



Second Quarter Fiscal 2021 Update

Forward Looking and Cautionary Statements

This presentation contains certain statements that are, or may be considered to be, “forward-looking statements” for the purpose of federal securities laws, including, but not limited to, statements that reflect our current views with respect to future events and financial performance. We generally identify these statements by words or phrases such as “may,” “might,” “should,” “expect,” “plan,” “anticipate,” “believe,” “estimate,” “intend,” “predict,” “future,” “potential” or “continue,” the negative or any derivative of these terms and other comparable terminology. Forward-looking statements are based on current expectation and assumptions that are subject to risks and uncertainties which may cause results to differ materially from the forward-looking statements. We undertake no obligation to update or revise publicly any forward-looking statements, whether because of new information, future events or otherwise. Risks and uncertainties to which our forward-looking statements are subject include: (1) macroeconomic and industry risks such as (a) the COVID-19 pandemic has had and is expected to continue to have an adverse effect on our business; (b) continued or further declines in consumer traffic at malls and tourist locations could adversely affect our financial performance and profitability; (c) general global economic conditions could lead to disproportionately reduced discretionary consumer spending and demand for our products; (d) consumer interests change rapidly and our success depends on the ongoing effectiveness of our marketing and online initiatives to build consumer affinity for our brand and drive consumer demand for key products and services; (e) our profitability could be adversely impacted by fluctuations in petroleum products prices; and (f) our business may be adversely impacted by a variety of significant competitive threats; (2) operational risks such as: (a) we may be unable to generate demand for our interactive retail experience and products, including timely responses to consumer preferences; (b) we are subject to risks associated with technology and digital operations; (c) we may be unable to renew, renegotiate our store leases or enter into new store leases on favorable terms; (d) our company-owned distribution center and our third-party distribution center providers may experience disruptions or operate inefficiently; and (e) we may not be able to evolve our store locations to align with market trends, successfully diversify our store models and formats, or otherwise effectively manage our overall portfolio of stores; (3) international risks such as: (a) we may not be able to operate our international corporately-managed locations profitably; (b) we rely on a few global supply chain vendors to supply substantially all of our merchandise, and significant price increases or disruption in their ability to deliver merchandise could harm our ability to source products and supply inventory to our stores; (c) our merchandise is manufactured by foreign manufacturers and the availability and costs of our products, as well as our product pricing, may be negatively affected by risks associated with international manufacturing and trade and foreign currency fluctuations; and (d) we may be unable to effectively manage our international franchises, attract new franchisees or the laws relating to our international franchises change; (4) Legal, technology and intellectual property risks such as: (a) we are subject to a number of risks related to disruptions, failures or security breaches of our information technology infrastructure; (b) we may fail to renew, register or otherwise protect our trademarks or other intellectual property and may be sued by third parties for infringement or misappropriation of their proprietary rights; (c) we may suffer negative publicity or be sued if the manufacturers of our merchandise or Build-A-Bear branded merchandise sold by our licensees ship products that do not meet current safety standards or production requirements or if such products are recalled or cause injuries; (d) we may suffer negative publicity or be sued if the manufacturers of our merchandise violate labor laws or engage in practices that consumers believe are unethical; and (e) we may suffer negative publicity or a decrease in sales or profitability if the products from other companies that we sell in our stores do not meet our quality standards or fail to achieve our sales expectations; (5) Risks related to owning our common stock such as: (a) fluctuations in our operating results could reduce cash flow or result in restrictions under our credit agreement and we may be unable to repurchase shares; (b) fluctuations in our quarterly results of operations could cause the price of our common stock to substantially decline; (c) the market price of our common stock is subject to volatility, which could in turn attract the interest of activist shareholders; and (d) provisions of our corporate governing documents and Delaware law may prevent or frustrate attempts to replace or remove our management by our stockholders, even if such replacement or removal may be in our stockholders’ best interests; and (6) general risks such as: (a) we may not be able to operate successfully if we lose key personnel; and (b) we may be unsuccessful in acquiring businesses or engaging in other strategic transactions, which may negatively affect our financial condition and profitability. For additional information concerning factors that could cause actual results to materially differ from those projected herein, please refer to our most recent reports on Form 10-K, Form 10-Q and Form 8-K.



**POWERFUL and EVOLVED BRAND**

Build-A-Bear has multi-generational consumer connections and monetizable brand equity almost 25 years in the making

**EXPERIENCED and DRIVEN TEAM**

Flexible, responsive and disciplined management team and organization

**ACCELERATION OF DIGITAL TRANSFORMATION**

Leverage expanded platform to effectively acquire new guests and increase lifetime value of existing consumer base

**STRONG MERCHANDISE PORTFOLIO INCLUDING LICENSED PROPERTIES**

Offer diverse products to broaden addressable market using gift-giving, occasion-based options, increased personalization and best-in-class licenses

**PROVEN STRATEGY DELIVERING PROFITABLE GROWTH**

Focused on leveraging and monetizing brand equity to diversify revenue streams; Strong balance sheet positions BBW to execute and expand growth plans

BBW: AN ICONIC BRAND EVOLVES....

1997

Build-A-Bear Workshop launches as *the* leading experiential retail-entertainment concept, predominately located in malls where families with children primarily went for shopping and entertainment at the time.



Build-A-Bear becomes a multi-generational brand that is recognized by and connected to consumers globally.

2021

Build-A-Bear is positioned to leverage its brand strength across all consumer touch points

- digital platforms
- retail...and
- entertainment & content offerings

to reach a broader range of consumers in a variety of new ways.

BBW: SNAPSHOT



BBW
LISTED
NYSE



Company Snapshot



Global retail with nearly 500 locations*

352

Corporately-
managed Stores

56

Third-party
Retail Locations

74

International
Franchise Stores

Multi-Generational Appeal



200 MM+

Furry Friends Sold

Diversified Channels



Rapidly growing e-commerce

14 consecutive quarters of double-digit or higher growth**

Skilled Passionate Employees



3,500+

Associates

Powerful Brand



90%+

Aided brand
awareness***

Known, emotional and leverageable brand equity

*As of July 31, 2021; some locations may be temporarily closed due to local COVID mandates

**Q4-2017 through Q1-2021

*** US Moms of Kids ages 2-12



BBW: BRAND POWER

Build-A-Bear is a brand
that has consumer
TRUST and **LOVE**

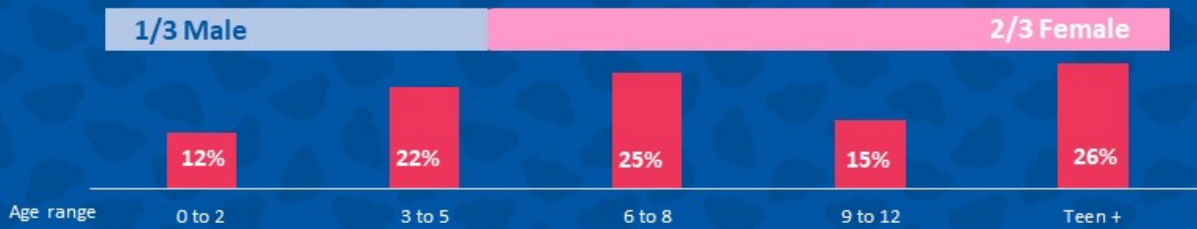
Over 80% of Moms say BAB is “a brand they trust”
and over 80% of kids say BAB is “fun to visit”

Source: C&R Research 2017

9MM

Bonus Club Members
and Opted-in E-mail data base

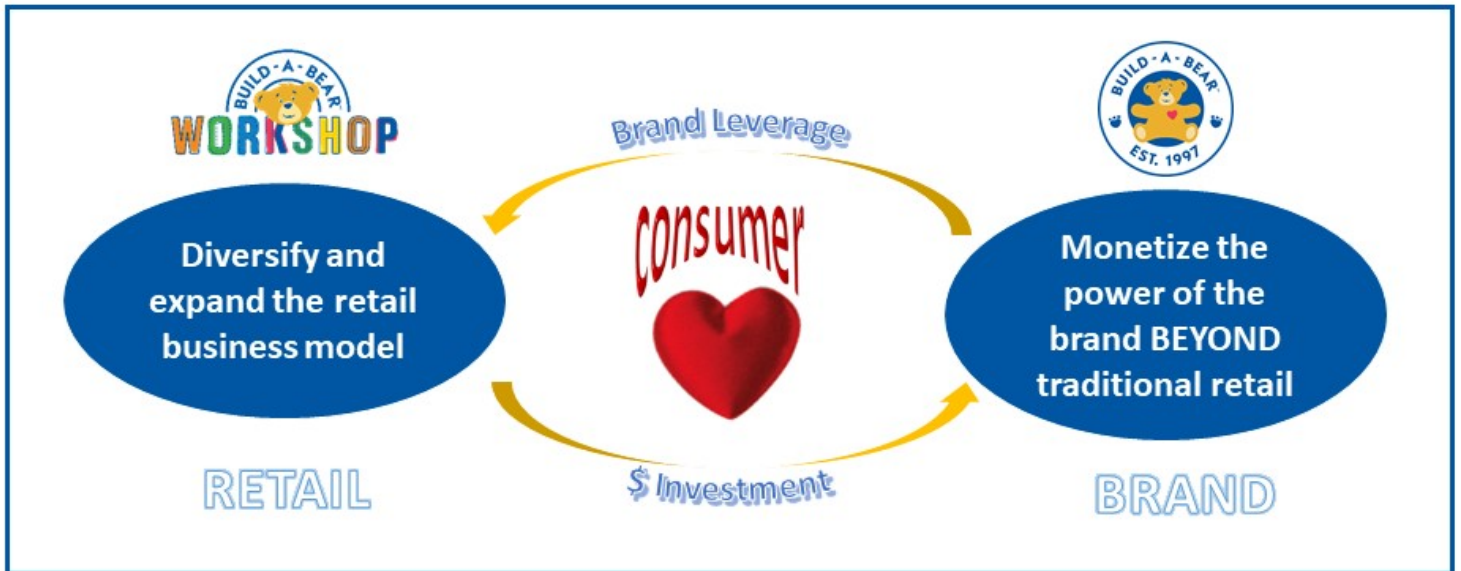
With Broad Demographic Appeal...



...and a Loyal, Passionate Consumer Base

AND YES, OVER 40% OF END USERS ARE TWEENS, TEENS AND ADULTS

BBW: A SOUND STRATEGY...



RETAIL

Leverage the **POWER** and **EMOTIONAL CONNECTION CREATED** by **THE ONE-TO-ONE** retail guest-engagement & marketing model to **DRIVE BRAND EQUITY**

BRAND

MONETIZE the earned **BRAND EQUITY** in **CATEGORIES & CHANNELS** beyond traditional "retail"

CONSUMER

Expand the **CONSUMER BASE & ENGAGEMENT** by enabling participation in the brand in multiple ways



2021

CONTINUE TO ACCELERATE OUR KEY INITIATIVES



1 Further acceleration of digital transformation

Expand digital capabilities and drive optimization across the entire organization to grow revenues and improve profitability including content and entertainment initiatives.



2 Rapidly evolve omnichannel retail capabilities

Extend ways to connect with and meet the changing needs of consumers across all retail channels while driving omnichannel engagement and expanded delivery options.



3 Leverage financial position to drive growth

Maintain the financial discipline required to support our business while leveraging strong balance sheet to make select strategic investments designed for future growth.

Q1 2021 FINANCIAL SNAPSHOT

THE MOST PROFITABLE Q1 IN BBW HISTORY

TOTAL REVENUES

\$91.7MM

+96.7% OVER Q1 2020
+8.7% OVER Q1 2019

PRE-TAX INCOME

\$13.2MM

+\$31.8MM OVER Q1 2020
+\$10.8MM OVER Q1 2019
HIGHEST FOR Q1 IN NEARLY
25-YEAR HISTORY

GROSS PROFIT MARGIN

52.8%

HIGHEST FOR Q1 IN NEARLY
25-YEAR HISTORY

CASH AND EQUIVALENTS

\$45.9MM

+\$24.1MM OVER Q1 2020
+\$25.7MM OVER Q1 2019



- Revenue growth in both brick-and-mortar and digital channels even as stores in Europe were closed most of the quarter.
- Driven by powerful brand affinity, strong merchandise mix, improved digital marketing programs.
- Strong cash position to support acceleration of strategic initiatives and evaluation of additional opportunities.

Q2 2021 FINANCIAL SNAPSHOT

THE MOST PROFITABLE Q2 IN BBW HISTORY

TOTAL REVENUES

\$94.7MM

+134.7% OVER Q2 2020
+19.6% OVER Q2 2019

PRE-TAX INCOME

\$9.5MM

+\$23.5MM OVER Q2 2020
+\$10.2MM OVER Q2 2019
HIGHEST FOR Q2 IN NEARLY
25-YEAR HISTORY

GROSS PROFIT MARGIN

53.2%

+3,450 BPS VS Q2 2020
+910 BPS VS Q2 2019

CASH AND EQUIVALENTS

\$51.1MM

+\$25.8MM OVER Q2 2020
+\$15.0MM OVER Q2 2019



- While we believe that we had benefit from pandemic-driven factors such as pent-up demand and stimulus packages, we believe that the initiatives and investments that were put in place prior to the pandemic, and in many cases accelerated during the pandemic, are driving improved results, which we expect to continue.
- Continued to have a strong cash position to support growth initiatives.

H1 2021 FINANCIAL SNAPSHOT

THE MOST PROFITABLE H1 IN BBW HISTORY

TOTAL REVENUES

\$186.4MM

+114.3% OVER H1 2020
+14.0% OVER H1 2019

PRE-TAX INCOME

\$22.7MM

+\$55.3MM OVER H1 2020
+\$21.0MM OVER H1 2019
HIGHEST FOR H1 IN NEARLY
25-YEAR HISTORY

GROSS PROFIT MARGIN

53.0%

+3,510 BPS VS Q2 2020
+820 BPS VS Q2 2019

CASH AND EQUIVALENTS

\$51.1MM

+\$25.8MM OVER Q2 2020
+\$15.0MM OVER Q2 2019



- The combination of the most profitable first quarter and second quarter in BBW's history resulted in the most profitable first half in our company's history.
- Business trends have continued to be positive into the current third quarter and while we are navigating an environment with higher costs and a tight supply chain as well as monitoring the ongoing evolution of the pandemic, we are optimistic about our full-year performance and are again increasing our annual guidance.



SALES MOMENTUM CONTINUING

Select plans for key 2021 growth initiatives include:



1 Further acceleration of digital transformation

- Leveraging enhanced and integrated digital capabilities, inclusive of digital marketing and our robust consumer database, to drive new consumer acquisition and increase lifetime value
- Using digital media, content and entertainment as marketing and brand-building tools to engage consumers and drive sales



2 Rapidly evolve omnichannel retail capabilities

- Leveraging expanded omnichannel capabilities to drive sales and fulfill higher e-commerce demand
- Driving gift-giving and expansion of occasion-based sales with diverse products, expanded digital merchandise offerings and best-in-class licenses
- Benefit of store fleet reopening in Europe and improved consumer traffic patterns in North America



3 Leverage financial position to drive growth

- Focused on leveraging strong balance sheet with investments to support growth initiatives including the acceleration of our digital transformation
- Evaluating opportunities to more aggressively expand the business

FISCAL 2021 UPDATED GUIDANCE

EBITDA

Earnings Before Interest, Taxes, Depreciation and Amortization

\$45-50MM

VS PREVIOUS GUIDANCE
OF \$28-\$32MM

.....

TOTAL REVENUES

\$375-385MM

VS PREVIOUS GUIDANCE OF \$338.5MM
(>Fiscal 2019 Total Revenues)

.....

CURRENTLY PLANNED
CAPITAL EXPENDITURES

~\$10MM

SUPPORTING STRATEGIC
GROWTH INITIATIVES



Assumptions:

- No significant negative impact from COVID or local government mandates that would close stores for prolonged periods.
- Includes some additional inflationary pressure expected from transportation, product costs and wage rates.
- E-commerce demand planned to remain strong however timing may impact quarterly year-over-year results.



Build-A-Bear Workshop (NYSE: BBW) reports its financial results in accordance with generally accepted accounting principles (GAAP). We have supplemented the reporting of our financial information determined in accordance with GAAP with certain non-GAAP financial measures. These results are included as a complement to results provided in accordance with GAAP because management believes these non-GAAP financial measures help identify underlying trends in the Company's business and provide useful information to both management and investors by excluding certain items that may not be indicative of the Company's core operating results. These measures should not be considered a substitute for or superior to GAAP results. These non-GAAP financial measures are defined and reconciled to the most comparable GAAP measure within this appendix.

Reconciliation of Non-GAAP Measures: Fiscal 2021 EBITDA: New Guidance & Previous Guidance



Fiscal 2021 EBITDA Guidance (\$ in millions)		
	New Guidance	Previous Guidance (> FY19 EBITDA)
Income before income taxes (pre-tax)	\$32 - \$36	\$1.6
Interest	\$0	\$0
Depreciation & Amortization	\$13 - \$14	\$13.7
Earnings before interest, taxes, depreciation and amortization (EBITDA)	\$45 - \$50	\$15.3



Buildabear.com
[#celeBEARate](https://twitter.com/celeBEARate)