

Edgar Filing: ALTEX INDUSTRIES INC - Form 10QSB

ALTEX INDUSTRIES INC  
Form 10QSB  
February 11, 2005

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

FORM 10-QSB

QUARTERLY REPORT UNDER SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT  
OF 1934

For the quarterly period ended December 31, 2004

TRANSITION REPORT UNDER SECTION 13 OR 15(D) OF THE EXCHANGE ACT

For the transition period from \_\_\_\_ to \_\_\_\_.

Commission file number 1-9030

ALTEX INDUSTRIES, INC.

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(Exact name of small business issuer as specified in its charter)

Delaware  
(State or other jurisdiction of  
Incorporation or organization)

84-0989164  
(I.R.S. Employer  
Identification No.)

PO Box 1057 Breckenridge CO 80424-1057  
(Address of principal executive offices)

(303) 265-9312

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(Issuer's telephone number)

Check whether the issuer (1) filed all reports required to be filed by Section  
13 or 15(d) of the Exchange Act during the past 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 X No  
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Number of shares outstanding of issuer's Common Stock as of February 7, 2005:  
14,877,117

Transitional Small Business Disclosure Format: Yes No X  
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Page 1 of 7

PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

ALTEX INDUSTRIES, INC. AND SUBSIDIARIES

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CONSOLIDATED BALANCE SHEET  
DECEMBER 31, 2004  
(Unaudited)

ASSETS  
-----

CURRENT ASSETS

|                           |         |
|---------------------------|---------|
| Cash and cash equivalents | \$ 2,10 |
| Accounts receivable       | 14      |
| Other                     |         |
|                           | -----   |
| Total current assets      | 2,25    |
|                           | -----   |

PROPERTY AND EQUIPMENT, AT COST

|   |       |
|---|-------|
| Proved oil and gas properties (successful efforts method) | 1,07  |
| Other   | 6     |
|   | ----- |
|   | 1,13  |

|   |        |
|---|--------|
| Less accumulated depreciation, depletion, amortization, and valuation allowance | (1,08) |
|   | -----  |

|                            |   |
|----------------------------|---|
| Net property and equipment | 5 |
|----------------------------|---|

|              |         |
|--------------|---------|
| Other assets | 1       |
|              | -----   |
|              | \$ 2,32 |
|              | =====   |

LIABILITIES AND STOCKHOLDERS' EQUITY  
-----

CURRENT LIABILITIES

|                           |       |
|---------------------------|-------|
| Accounts payable          | \$ 1  |
| Accrued production costs  | 5     |
| Other accrued expenses    | 3     |
|                           | ----- |
| Total current liabilities | 10    |
|                           | ----- |

Stockholders' equity

|   |         |
|---|---------|
| Preferred stock, \$.01 par value. Authorized 5,000,000 shares, none issued            |         |
| Common stock, \$.01 par value. Authorized 50,000,000 shares, issued 14,987,317 shares | 15      |
| Additional paid-in capital  | 14,20   |
| Treasury shares, at cost, 110,200 shares  | (1      |
| Accumulated deficit   | (11,75  |
| Notes receivable from stockholders  | (35     |
|   | 2,22    |
|   | -----   |
|   | \$ 2,32 |
|   | =====   |

See accompanying notes to consolidated, condensed financial statements.

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Page 2 of 7

ALTEX INDUSTRIES, INC. AND SUBSIDIARIES  
CONSOLIDATED STATEMENT OF OPERATIONS  
(UNAUDITED)

|  | Three Months Ended<br>December 31 |            |
|--|-----------------------------------|------------|
|  | 2004                              | 2003       |
| REVENUE  |                                   |            |
| Oil and gas sales  | \$ 235,000                        | \$ 204,000 |
| Interest income  | 12,000                            | 11,000     |
|  | 247,000                           | 215,000    |
| COSTS AND EXPENSES   |                                   |            |
| Lease operating  | 88,000                            | 75,000     |
| Production taxes   | 29,000                            | 25,000     |
| General and administrative                                     | 111,000                           | 103,000    |
| Depreciation, depletion, amortization, and valuation allowance | 2,000                             | 2,000      |
|  | 230,000                           | 205,000    |
| NET EARNINGS   | \$ 17,000                         | \$ 10,000  |
| EARNINGS PER SHARE   | *                                 |            |
| WEIGHTED AVERAGE SHARES OUTSTANDING                            | 14,896,287                        | 15,047,830 |

\*Less than \$.01 per share

See accompanying notes to consolidated, condensed financial statements.

Page 3 of 7

ALTEX INDUSTRIES, INC. AND SUBSIDIARIES  
CONSOLIDATED STATEMENT OF CASH FLOW  
(UNAUDITED)

|  | Three months ended<br>December 31 |        |
|--|-----------------------------------|--------|
|  | 2004                              | 2003   |
| CASH FLOWS FROM OPERATING ACTIVITIES   |                                   |        |
| Net earnings   | \$ 17,000                         | 10,000 |
| Adjustments to reconcile net earnings to net cash provided by operating activities |                                   |        |
| Depreciation, depletion, amortization, and valuation allowance                     | 2,000                             | 2,000  |

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|   |             |           |
|---|-------------|-----------|
| Increase in accounts receivable                     | (7,000)     | (25,000)  |
| Decrease in other receivables                       | 7,000       | -         |
| Decrease in other current assets                    | -           | 3,000     |
| Increase in accounts payable                        | 11,000      | 2,000     |
| Increase in accrued production costs                | 7,000       | 7,000     |
| Decrease in other accrued expenses                  | (31,000)    | (6,000)   |
|   | -----       | -----     |
| Net cash provided by (used in) operating activities | 6,000       | (7,000)   |
| CASH FLOWS FROM INVESTING ACTIVITIES                |             |           |
| Additions to property and equipment                 | (5,000)     | (2,000)   |
|   | -----       | -----     |
| Net cash used in investing activities               | (5,000)     | (2,000)   |
|   | -----       | -----     |
| CASH FLOWS FROM FINANCING ACTIVITIES                |             |           |
| Acquisition of treasury stock                       | (11,000)    | (6,000)   |
|   | -----       | -----     |
| Net cash used in financing activities               | (11,000)    | (6,000)   |
| NET DECREASE IN CASH AND CASH EQUIVALENTS           |             |           |
|   | (10,000)    | (15,000)  |
|   | -----       | -----     |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD    | 2,114,000   | 2,097,000 |
|   | -----       | -----     |
| CASH AND CASH EQUIVALENTS AT END OF PERIOD          | \$2,104,000 | 2,082,000 |
|   | =====       | =====     |

See accompanying notes to consolidated, condensed financial statements.

Page 4 of 7

ALTEX INDUSTRIES, INC. AND SUBSIDIARIES  
NOTES TO CONSOLIDATED, CONDENSED FINANCIAL STATEMENTS  
(UNAUDITED)

NOTE 1 - FINANCIAL STATEMENTS. In the opinion of management, the accompanying unaudited, consolidated, condensed financial statements contain all adjustments necessary to present fairly the financial position of the Company as of December 31, 2004, and the cash flows and results of operations for the three months then ended. Such adjustments consisted only of normal recurring items. The results of operations for the periods ended December 31 are not necessarily indicative of the results for the full year. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. The accounting policies followed by the Company are set forth in Note 1 to the Company's consolidated financial statements contained in the Company's 2004 Annual Report on Form 10-KSB, and it is suggested that these consolidated, condensed financial statements be read in conjunction therewith.

"SAFE HARBOR" STATEMENT UNDER THE UNITED STATES  
PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995

Statements that are not historical facts contained in this Form 10-QSB are forward-looking statements that involve risks and uncertainties that could cause actual results to differ from projected results. Factors that could cause actual results to differ materially include, among others: general economic conditions; the market prices of oil and natural gas; the risks associated with exploration and production in the Rocky Mountain region; the Company's ability to find, acquire, and develop new properties and its ability to produce and market its oil and gas reserves; operating hazards attendant to the oil and natural gas

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business; uncertainties in the estimation of proved reserves and in the projection of future rates of production and timing of development expenditures; the strength and financial resources of the Company's competitors; the Company's ability to find and retain skilled personnel; climatic conditions; availability and cost of material and equipment; delays in anticipated start-up dates; environmental risks; the results of financing efforts; and other uncertainties detailed elsewhere herein and in the Company's filings with the Securities and Exchange Commission.

### ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION.

#### FINANCIAL CONDITION

The Company is completing the restoration of the area that had contained its East Tisdale Field in Johnson County, Wyoming. The Company has removed all equipment from the field and has recontoured and reseeded virtually all disturbed areas in the field. Barring unforeseen events, the Company does not believe that the expense associated with any remaining restoration activities will be material, although this cannot be assured. After its bonds with the state and the Bureau of Land Management are released, the Company does not believe it will have any further liability in connection with the field, although this cannot be assured.

The Company regularly assesses its exposure to both environmental liability and reclamation, restoration, and dismantlement ("RR&D"). The Company does not believe that it currently has any material exposure to environmental liability or to RR&D, net of salvage value, although this cannot be assured.

The Company is currently experiencing modest cash flow from operations in spite of the extraordinarily high levels of oil and gas prices, which levels are unlikely to persist into the long term. Should prices decline materially, and should interest rates on cash balances remain at current levels, then, unless the Company materially increases production by acquiring producing properties or by engaging in successful drilling activities or recompletions, the Company is likely to experience negative cash flows from operations. With the exception of capital expenditures related to production acquisitions or drilling or recompletion activities, none of which are currently planned, the cash flows that could result from such acquisitions or activities, the current level of prices and interest rates, and declining production levels, the Company knows of no trends, events, or uncertainties that have or are reasonably likely to have a material impact on the

Page 5 of 7

Company's short-term or long-term liquidity. Except for cash generated by the operation of the Company's producing oil and gas properties, asset sales, and interest income, the Company has no internal or external sources of liquidity other than its working capital. At February 7, 2005, the Company had no material commitments for capital expenditures.

#### RESULTS OF OPERATIONS

Sales increased 15% from \$204,000 in the quarter ended December 31, 2003 ("Q1FY04"), to \$235,000 in the quarter ended December 31, 2004 ("Q1FY05"), because of sharply higher world energy prices. Lease operating expense increased 17% from \$75,000 in Q1FY04 to \$88,000 in Q1FY05 because of increased repair and maintenance expense. Production taxes increased 16% from \$25,000 in Q1FY04 to \$29,000 in Q1FY05 because of increased sales. General and administrative expense increased 8% from \$103,000 in Q1FY04 to \$111,000 in Q1FY05 because of increased salary expense.

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### LIQUIDITY AND CAPITAL RESOURCES

Operating Activities. Net cash provided by or used in operating activities increased from \$7,000 used in operating activities in Q1FY04 to \$6,000 provided by operating activities in Q1FY05.

Investing Activities. In Q1FY04 and Q1FY05 the Company invested \$2,000 and \$5,000, respectively, in new information technology equipment.

Financing Activities. In Q1FY04 the Company acquired 83,233 shares of its Common Stock for \$6,000, and in Q1FY05 the Company acquired 110,200 shares of its Common Stock for \$11,000.

The Company's revenue and earnings are functions of the prices of oil, gas, and natural gas liquids and of the level of production expense, all of which are highly variable and largely beyond the Company's control. In addition, because the quantity of oil and gas produced from existing wells declines over time, the Company's sales and net income will decline unless rising prices offset production declines or the Company increases its net production by investing in the drilling of new wells, in successful workovers, or in the acquisition of interests in producing oil or gas properties. At current price and interest rate levels, the Company is likely to record a modest net gain. With the exception of unanticipated variations in production levels, unanticipated RR&D, unanticipated environmental expense, and possible changes in oil and gas price levels and interest rates, the Company is not aware of any other trends, events, or uncertainties that have had or that are reasonably expected to have a material impact on net sales or revenues or income from continuing operations.

#### ITEM 3. CONTROLS AND PROCEDURES.

The Company maintains disclosure controls and procedures that are designed to ensure that information required to be disclosed in the Company's Exchange Act reports is recorded, processed, summarized, and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to the Company's management, including its Principal Executive Officer and Principal Financial Officer as appropriate, to allow timely decisions regarding required disclosure. Management necessarily applied its judgment in assessing the costs and benefits of such controls and procedures which, by their nature, can provide only reasonable assurance regarding management's control objectives.

Within 90 days prior to the date of this report, the Company carried out an evaluation, under the supervision and with the participation of the Company's management, including the Company's Principal Executive Officer and Principal Financial Officer, of the effectiveness of the design and operation of the Company's disclosure controls and procedures pursuant to Exchange Act Rule 13a-14. Based upon the foregoing, the Company's Principal Executive Officer and Principal Financial Officer concluded that the Company's disclosure controls and procedures are effective in timely alerting them to material information relating to the Company (including its consolidated subsidiary) required to be included in the Company's Exchange Act reports. There have been no significant changes in the Company's internal controls or in other factors which could significantly affect internal controls subsequent to the date the Company carried out its evaluation.

Page 6 of 7

### PART II - OTHER INFORMATION

#### ITEM 2. CHANGES IN SECURITIES

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Purchases of Equity Securities by the Small Business Issuer and Affiliated Purchasers

| Period   | (a)<br>Total<br>Number of<br>Shares (or<br>Units)<br>Purchased | (b)<br>Average<br>Price Paid<br>Per<br>Share (or<br>Unit) | (c)<br>Total Number of Shares<br>(or Units) Purchased as<br>Part of Publicly<br>Announced Plans or<br>Programs | (d)<br>Maximum Number (or<br>Approximate Dollar Value)<br>Shares (or Units) that May<br>Be Purchased Under the Plan<br>or Programs |
|--|--|---|--|--|
| October 1, 2004<br>through<br>October 31, 2004   | 110,200  | \$ 0.096  | -  | -  |
| November 1, 2004<br>through<br>November 30, 2004 | -  | -   | -  | -  |
| December 1, 2004<br>through<br>December 31, 2004 | -  | -   | -  | -  |

The Company has no publicly announced plan or program for the purchase of shares. In October 2004 the Company purchased 110,200 shares other than through a publicly announced plan or program in open-market transactions.

ITEM 6. EXHIBITS

- 31. Rule 13a-14(a)/15d-14(a) Certifications
- 32. Section 1350 Certifications

Page 7 of 7

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ALTEX INDUSTRIES, INC.

Date: February 7, 2005

By: /s/ STEVEN H. CARDIN  
Steven H. Cardin  
Chief Executive Officer and Principal  
Financial Officer

Page 8 of 7

EXHIBIT INDEX

- 31. Rule 13a-14(a)/15d-14(a) Certifications
- 32. Section 1350 Certifications

