

R F INDUSTRIES LTD
Form 10-Q
September 12, 2013

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

Form 10-Q

Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
For the quarterly period ended July 31, 2013

Commission file number: 0-13301

RF INDUSTRIES, LTD.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of incorporation or
organization)

88-0168936

(I.R.S. Employer Identification No.)

7610 Miramar Road, Building 6000
San Diego, California

(Address of principal executive offices)

92126

(Zip Code)

(858) 549-6340

(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 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 No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files.) Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer 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

The number of shares of the issuer's Common Stock, par value \$0.01 per share, outstanding as of September 2, 2013 was 7,856,816.

Part I. FINANCIAL INFORMATION**Item 1: Financial Statements**

RF INDUSTRIES, LTD. AND SUBSIDIARY
CONDENSED CONSOLIDATED BALANCE SHEETS
(In thousands, except share and per share amounts)

	July 31, 2013 (Unaudited)	October 31, 2012 (Note 1)
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ 10,782	\$ 5,492
Trade accounts receivable, net of allowance for doubtful accounts of \$157 and \$96	3,542	5,167
Inventories	7,310	6,984
Other current assets	505	640
Deferred tax assets	761	761
TOTAL CURRENT ASSETS	22,900	19,044
Property and equipment:		
Equipment and tooling	2,408	2,349
Furniture and office equipment	741	655
	3,149	3,004
Less accumulated depreciation	2,116	1,800
Total property and equipment	1,033	1,204
Goodwill	3,076	3,076
Amortizable intangible assets, net	1,462	1,627
Non-amortizable intangible assets	410	410
Note receivable from stockholder	67	67
Other assets	30	35
TOTAL ASSETS	\$ 28,978	\$ 25,463

Item 1: Financial Statements (continued)

RF INDUSTRIES, LTD. AND SUBSIDIARY
CONDENSED CONSOLIDATED BALANCE SHEETS
(In thousands, except share and per share amounts)

	July 31, 2013 (Unaudited)	October 31, 2012 (Note 1)
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Accounts payable	\$ 933	\$ 1,429
Accrued expenses	1,929	2,102
Customer deposit	51	-
Income taxes payable	103	610
TOTAL CURRENT LIABILITIES	3,016	4,141
Deferred tax liabilities	1,077	1,077
Other long-term liabilities	-	15
TOTAL LIABILITIES	4,093	5,233
COMMITMENTS AND CONTINGENCIES		
STOCKHOLDERS' EQUITY		
Common stock - authorized 20,000,000 shares of \$0.01 par value; 7,856,102 and 6,978,374 shares issued and outstanding at July 31, 2013 and October 31, 2012, respectively	79	70
Additional paid-in capital	14,866	12,007
Retained earnings	9,940	8,153
TOTAL STOCKHOLDERS' EQUITY	24,885	20,230
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 28,978	\$ 25,463

See Notes to Unaudited Condensed Consolidated Financial Statements.

Item 1: Financial Statements (continued)

**RF INDUSTRIES, LTD. AND SUBSIDIARY
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(UNAUDITED)
(In thousands, except share and per share amounts)**

Three Months Ended July 31,		Nine Months Ended July 31,	
2013	2012	2013	2012