BEL FUSE INC /NJ Form 10-Q August 08, 2011

| | IIN | TITED STATES | |
|-------------------|--|---|-------------------|
| | | D EXCHANGE COMMISSION | |
| | | ngton, D.C. 20549 | |
| | | | |
| | | FORM 10-Q | |
| (MARK ONE) | | | |
| [X] | OUARTERL | Y REPORT PURSUANT TO SECTION 1 | 3 OR 15(d) OF THE |
| | _ | S EXCHANGE ACT OF 1934 | |
| | For the Quart | erly Period Ended June 30, 2011 | |
| | | or | |
| [] | TRANSITIO | N REPORT PURSUANT TO SECTION 1 | 3 OR 15(d) OF THE |
| | | S EXCHANGE ACT OF 1934 | |
| | For the transi | tion period from to | |
| | Commiss | sion File No. 0-11676 | |
| | | EL FUSE INC. | |
| | | Van Vorst Street | |
| | | y City, NJ 07302 | |
| | | 201) 432-0463 | |
| | (| 1 | |
| | | al executive offices and zip code) one number, including area code) | |
| | NEW JERSEY | 22-1463699 | |
| | | (I.R.S. Employer Identification No.) | |
| Indicate by check | mark whether the registrant (1) has | filed all | |
| | o be filed by Section 13 or 15(d) of | | |
| | nge Act of 1934 during the preceding | 6 | |
| • | er period that the registrant was requ | iired to file | |
| | d (2) has been subject to such filing | •• | |
| requirements for | the past 90 days. | Yes [X] | No [] |
| Indicate by check | mark whether the registrant has sub | omitted | |

electronically and posted on its corporate Web site, if any, every

pursuant to Rule 405 of Regulation S-T during the preceding 12

Interactive Data File required to be submitted and posted

months (or for such shorter period that the registrant was

required to submit and post such files).

No []

Yes [X]

Indicate by checkmark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

| Large accelerated filer Accelerated filer $[X]$ | Non-accelerated filer [] (Do not check if a smaller reporting company) | Smaller reporting company [|] |
|--|---|-----------------------------|---|
| Indicate by check mark whether the registrant of the Act). | tule 12b-2 Yes [] | No [X] | |

Number of Shares of Common Stock
Outstanding
Title of Each Class as of August 1, 2011
Class A Common Stock
(\$0.10 par value) 2,174,912
Class B Common Stock
(\$0.10 par value) 9,645,643

BEL FUSE INC.

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PART I. Financial Information

Item 1. Financial Statements (Unaudited)

Certain information and footnote disclosures required under accounting principles generally accepted in the United States of America have been condensed or omitted from the following condensed consolidated financial statements pursuant to the rules and regulations of the Securities and Exchange Commission. The following condensed consolidated financial statements should be read in conjunction with the year-end consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2010.

The results of operations for the three and six months ended June 30, 2011 are not necessarily indicative of the results for the entire fiscal year or for any other period.

1

BEL FUSE INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED BALANCE SHEETS

(dollars in thousands, except share and per share data) (Unaudited)

| ASSETS Current Assets: | June 30, 2011 | December 31, 2010 |
|---|------------------|-------------------------|
| Cash and cash equivalents | \$93,513 | \$83,829 |
| Marketable securities | 6,152 | 1,706 |
| Accounts receivable - less allowance for doubtful accounts of \$784 | | |
| and \$653 at June 30, 2011 and December 31, 2010, respectively | 49,441 | 53,312 |
| Inventories | 56,269 | 56,970 |
| Prepaid expenses and other current assets | 4,886 | 2,354 |
| Refundable income taxes | 1,598 | 4,370 |
| Deferred income taxes | 1,351 | 1,023 |
| Total Current Assets | 213,210 | 203,564 |
| Property, plant and equipment - net | 42,365 | 44,793 |
| Restricted cash | - | 155 |
| Deferred income taxes | 3,410 | 3,201 |
| Intangible assets - net | 11,158 | 11,291 |
| Goodwill | 4,427 | 4,264 |
| Other assets | 9,853 | 9,904 |
| TOTAL ASSETS | \$284,423 | \$277,172 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| Current Liabilities: | | |
| Accounts payable | \$22,036 | \$21,180 |
| Accrued expenses | 25,484 | 22,545 |
| Accrued restructuring costs | 160 | 160 |
| Income taxes payable | 1,680 | 1,584 |
| Dividends payable | 836 | 799 |
| Total Current Liabilities | 50,196 | 46,268 |
| Long-term Liabilities: | | |
| Accrued restructuring costs | 265 | 347 |
| Liability for uncertain tax positions | 3,179 | 2,874 |
| Minimum pension obligation and unfunded pension liability | 7,812 | 7,350 |
| Total Long-term Liabilities | 11,256 | 10,571 |
| Total Liabilities | 61,452 | 56,839 |
| Commitments and Contingencies | | |
| Stockholders' Equity: | | |
| 1 7 | | |

| Preferred stock, no par value, 1,000,000 shares authorized; none issued | - | - |
|---|-----------|-----------|
| Class A common stock, par value \$.10 per share, 10,000,000 shares | | |
| authorized; 2,174,912 shares outstanding at each date (net of | | |
| 1,072,769 treasury shares) | 217 | 217 |
| Class B common stock, par value \$.10 per share, 30,000,000 shares | | |
| authorized; 9,645,643 and 9,527,343 shares outstanding, respectively | | |
| (net of 3,218,307 treasury shares) | 965 | 953 |
| Additional paid-in capital | 24,530 | 23,725 |
| Retained earnings | 196,553 | 195,477 |
| Accumulated other comprehensive income (loss) | 706 | (39 |
| Total Stockholders' Equity | 222,971 | 220,333 |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$284,423 | \$277,172 |
| | | |

See notes to unaudited condensed consolidated financial statements.

2

BEL FUSE INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(dollars in thousands, except share and per share data) (Unaudited)

| | | onths Ended ne 30, 2010 | Six Months Ended June 30, 2011 2010 | |
|--|------------------|-------------------------------|---|-------------------|
| Net Sales | \$79,173 | \$77,732 | \$150,576 | \$133,801 |
| | | | | |
| Costs and expenses: Cost of sales | 65 269 | 61.570 | 122 500 | 100 727 |
| | 65,368 10,421 | 61,570 10,291 | 122,500 20,478 | 108,727 19,480 |
| Selling, general and administrative Litigation charges | 3,224 | 10,291 | 3,224 | 19,480 |
| Lingation charges | 79,013 | 71,861 | 146,202 | 128,207 |
| | 79,013 | /1,801 | 140,202 | 128,207 |
| Income from operations | 160 | 5,871 | 4,374 | 5,594 |
| Gain on sale of investment | 119 | _ | 119 | _ |
| Interest income and other, net | 93 | 116 | 161 | 238 |
| , | | | | |
| Earnings before provision for income taxes | 372 | 5,987 | 4,654 | 5,832 |
| Provision for income taxes | 946 | 1,197 | 1,984 | 1,162 |
| | | · | · | · |
| Net (loss) earnings | \$(574 |) \$4,790 | \$2,670 | \$4,670 |
| | | | | |
| | | | | |
| (Loss) earnings per share: | | | | |
| Class A common share - basic and diluted | \$(0.05 |) \$0.39 | \$0.21 | \$0.37 |
| Class B common share - basic and diluted | \$(0.05 |) \$0.42 | \$0.23 | \$0.41 |
| | | | | |
| Weighted-average shares outstanding: | | | | |
| Class A common share - basic and diluted | 2,174,912 | | 2,174,912 | 2,174,912 |
| Class B common share - basic and diluted | 9,582,610 | 9,495,824 | 9,554,354 | 9,480,134 |
| | | | | |
| Dividends paid per share: | | | | |
| Class A common share | \$0.06 | \$0.06 | \$0.12 | \$0.12 |
| Class B common share | \$0.07 | \$0.07 | \$0.14 | \$0.14 |
| | | | | |

See notes to unaudited condensed consolidated financial statements.

3

BEL FUSE INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

(dollars in thousands) (Unaudited)

| | Total | Co | omprehensive Income | Retained Earnings | A | Other omprehensiv Income (Loss) | Class A | Class B Common Stock | Additional Paid-In Capital (APIC) |
|---|--------------|----|------------------------|-------------------|----|---------------------------------|---------|----------------------------|--|
| Balance, January 1, 2011 | \$220,333 | | | \$195,477 | \$ | (39 |) \$217 | \$953 | \$23,725 |
| Cash dividends declared on Class A common stock Cash dividends | (261 |) | | (261 |) | | | | |
| declared on Class B common stock Issuance of | (1,333 |) | | (1,333 |) | | | | |
| restricted common stock | - | | | | | | | 13 | (13) |
| Termination of restricted common stock | - | | | | | | | (1 |) 1 |
| Currency translation adjustment | 938 | \$ | 938 | | | 938 | | | |
| Unrealized holding losses on marketable securities | 750 | Ψ | | | | 750 | | | |
| arising during the year, net of taxes of (\$71) | (119 |) | (119) | | | (119 |) | | |
| Reclassification adjustment for gains included | | | | | | | | | |
| in net earnings, net of taxes of (\$45) | (74 |) | (74) | | | (74 |) | | |
| Stock-based compensation | |) | (/1) | | | (/ | , | | 017 |
| expense Net earnings | 817 2,670 | | 2,670 | 2,670 | | | | | 817 |
| Comprehensive | | | , | , | | | | | |
| income | | \$ | 3,415 | | | | | | |
| Balance, June 30, | | | | | | | | | |
| 2011 | \$222,971 | | | \$196,553 | \$ | 706 | \$217 | \$965 | \$24,530 |

See notes to unaudited condensed consolidated financial statements.

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BEL FUSE INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(dollars in thousands) (Unaudited)

| | Six Months Ended June 30, | | | |
|---|---------------------------|---|---------|---|
| | 2011 | | 2010 | |
| Cash flows from operating activities: | | | | |
| Net earnings | \$2,670 | | \$4,670 | |
| Adjustments to reconcile net earnings to net | | | | |
| cash provided by (used in) operating activities: | | | | |
| Depreciation and amortization | 4,277 | | 4,195 | |
| Stock-based compensation | 817 | | 1,154 | |
| Realized gain on sale of investment | (119 |) | - | |
| Other, net | 291 | | 560 | |
| Deferred income taxes | (509 |) | 268 | |
| Changes in operating assets and liabilities (see below) | 9,447 | | (14,585 |) |
| Net Cash Provided by (Used in) Operating Activities | 16,874 | | (3,738 |) |
| | | | | |
| Cash flows from investing activities: | | | | |
| Purchase of property, plant and equipment | (1,383 |) | (1,092 |) |
| Purchase of marketable securities | (5,111 |) | - | |
| Cash transferred from restricted cash | 162 | | - | |
| Purchase of company-owned life insurance | - | | (1,571 |) |
| Payment for acquisition, net of cash acquired | - | | (40,424 |) |
| Proceeds from sale of marketable securities | 433 | | - | |
| Proceeds from sale of property, plant and equipment | 18 | | 6 | |
| Net Cash Used in Investing Activities | (5,881 |) | (43,081 |) |
| | | | | |
| Cash flows from financing activities: | | | | |
| Dividends paid to common shareholders | (1,556 |) | (1,548 |) |
| Net Cash Used In Financing Activities | (1,556 |) | (1,548 |) |
| | | | | |
| Effect of exchange rate changes on cash | 247 | | (209 |) |
| | | | | |
| Net Increase (Decrease) in Cash and Cash Equivalents | 9,684 | | (48,576 |) |
| Cash and Cash Equivalents - beginning of period | 83,829 | | 124,231 | |
| Cash and Cash Equivalents - end of period | \$93,513 | | | |