IEC ELECTRONICS CORP Form 10-Q May 10, 2017 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### FORM 10-Q

| x Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 |
|---|
| For the quarterly period ended March 31, 2017   |
| or  |
| "Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 |
| For the transition period from to   |
|   |

Commission File Number 001-34376

#### IEC ELECTRONICS CORP.

(Exact name of registrant as specified in its charter)

Delaware 13-3458955

(State or other jurisdiction of (I.R.S. Employer Identification No.)

incorporation or organization)

105 Norton Street, Newark, New York 14513 (Address of Principal Executive Offices) (Zip Code)

315-331-7742

(Registrant's telephone number, including area code)

#### Not Applicable

(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

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 x No "

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, 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 x No "

Indicate by check mark 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. (Check one):

Large accelerated filer " Accelerated filer "

Non-accelerated filer " Smaller reporting company x

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. "

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes "No x

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date:

Common Stock, \$0.01 par value - 10,316,623 shares as of May 1, 2017

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#### Part I FINANCIAL INFORMATION

#### Item 1. Condensed Financial Statements

### IEC ELECTRONICS CORP. CONDENSED CONSOLIDATED BALANCE SHEETS MARCH 31, 2017 and SEPTEMBER 30, 2016 (in thousands, except share and per share data)

|   | March 31, 2017 | September 30, 2016 |
|---|----------------|--------------------|
|   | (unaudited)    |                    |
| ASSETS  |                |                    |
| Current assets:   |                |                    |
| Cash  | \$ 509         | \$ 845             |
| Accounts receivable, net of allowance                       | 14,713         | 17,140             |
| Inventories, net  | 16,477         | 15,384             |
| Assets held for sale  |                | 4,611              |
| Other current assets  | 997            | 1,214              |
| Total current assets  | 32,696         | 39,194             |
| Property, plant & equipment, net                            | 17,010         | 10,994             |
| Intangible assets, net                                      | 75             | 95                 |
| Goodwill  | 101            | 101                |
| Other long term assets                                      | 8              | 13                 |
| Total assets  | \$ 49,890      | \$ 50,397          |
| LIABILITIES AND STOCKHOLDERS' EQUITY                        |                |                    |
| Current liabilities:  |                |                    |
| Current portion of long-term debt                           | \$ 1,530       | \$ 2,908           |
| Current portion of capital lease                            | 206            | _                  |
| Accounts payable  | 11,784         | 10,864             |
| Accrued payroll and related expenses                        | 1,207          | 3,365              |
| Other accrued expenses                                      | 496            | 529                |
| Customer deposits   | 2,161          | 1,756              |
| Total current liabilities                                   | \$ 17,384      | \$ 19,422          |
| Long-term debt  | 12,950         | 16,732             |
| Long-term capital lease                                     | 5,471          |                    |
| Other long-term liabilities                                 | 1,425          | 379                |
| Total liabilities   | 37,230         | 36,533             |
| STOCKHOLDERS' EQUITY  |                |                    |
| Preferred stock, \$0.01 par value:                          |                |                    |
| 500,000 shares authorized; none issued or outstanding       |                |                    |
| Common stock, \$0.01 par value:                             |                |                    |
| Authorized: 50,000,000 shares                               |                |                    |
| Issued: 11,372,111 and 11,330,151 shares, respectively      |                |                    |
| Outstanding: 10,316,623 and 10,274,663 shares, respectively | 114            | 113                |
|   |                |                    |

| Additional paid-in capital                 | 46,557    | 46,294    |   |
|--|-----------|-----------|---|
| Retained earnings/(accumulated deficit)    | (32,422   | (30,954   | ) |
| Treasury stock, at cost: 1,055,488 shares  | (1,589    | (1,589    | ) |
| Total stockholders' equity                 | 12,660    | 13,864    |   |
| Total liabilities and stockholders' equity | \$ 49,890 | \$ 50,397 |   |

The accompanying notes are an integral part of these condensed consolidated financial statements.

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# IEC ELECTRONICS CORP. CONDENSED CONSOLIDATED INCOME STATEMENTS THREE and SIX MONTHS ENDED MARCH 31, 2017 and APRIL 1, 2016 (unaudited; in thousands, except share and per share data)

|  | Three Months Ended<br>March 31, April 1,<br>2017 2016 |                              | Six Months Ended<br>March 31, April 1,<br>2017 2016 |                               |
|--|---|------------------------------|---|-------------------------------|
| Net sales<br>Cost of sales<br>Gross profit                       | \$21,368<br>19,089<br>2,279                           | \$ 33,148<br>27,412<br>5,736 | \$42,344<br>38,269<br>4,075                         | \$ 66,081<br>54,528<br>11,553 |
| Selling and administrative expenses<br>Operating profit/(loss)   | 2,665<br>(386 )                                       | 3,762<br>1,974               | 5,095<br>(1,020 )                                   | 7,747<br>3,806                |
| Interest and financing expense Income/(loss) before income taxes | 229<br>(615 )   | 513<br>1,461                 | 448<br>(1,468 )                                     | 802<br>3,004                  |
| Provision for/(benefit from) income taxes                        | _   | _                            | _   | _                             |
| Net income/(loss)  | \$(615)   | \$ 1,461                     | \$(1,468)   | \$ 3,004                      |
| Net income/(loss) per common and comm<br>Basic<br>Diluted        | \$(0.06)  |                              | \$(0.14 )<br>(0.14 )                                | \$ 0.29<br>0.29               |

Weighted average number of common and common equivalent shares

outstanding:

Basic 10,173,3880,205,031 10,168,339 0,210,539 Diluted 10,173,3880,205,031 10,168,339 0,210,539

The accompanying notes are an integral part of these condensed consolidated financial statements.

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## IEC ELECTRONICS CORP. CONDENSED CONSOLIDATED STATEMENTS of CHANGES in STOCKHOLDERS' EQUITY SIX MONTHS ENDED MARCH 31, 2017 and APRIL 1, 2016 (unaudited; in thousands)

|   | Common<br>Stock,<br>par \$0.01 | Additional<br>Paid-In<br>Capital | Retained<br>Earnings<br>(Deficit) | Treasury<br>Stock,<br>at cost | Total<br>Stockholders'<br>Equity |
|---|--------------------------------|----------------------------------|-----------------------------------|-------------------------------|----------------------------------|
| Balances, October 1, 2015   | \$ 112                         | \$45,845                         | \$(35,740)                        | \$(1,529)                     | \$ 8,688                         |
| Net income<br>Stock-based compensation                                  | _                              | <br>162                          | 3,004                             | _                             | 3,004<br>162                     |
| Restricted (non-vested) stock grants, net of forfeitures                | 1                              | (1)                              | _                                 | _                             | _                                |
| Employee stock plan purchase<br>Return of incentive compensation shares | _                              | 7                                | _                                 | <u>(60</u> )                  | 7<br>(60 )                       |
| Balances, April 1, 2016   | \$ 113                         | \$46,013                         | \$(32,736)                        |                               | ` '                              |
|   | Common<br>Stock,<br>par \$0.01 | Additional<br>Paid-In<br>Capital | Retained<br>Earnings<br>(Deficit) | Treasury<br>Stock,<br>at cost | Total<br>Stockholders'<br>Equity |
| Balances, October 1, 2016   | \$ 113                         | \$46,294                         | \$(30,954)                        | \$(1,589)                     | \$ 13,864                        |
| Net loss<br>Stock-based compensation                                    |                                |                                  | (1,468 )                          | _                             | (1,468 )<br>252                  |
| Restricted (non-vested) stock grants, net of forfeitures                | 1                              | _                                | _                                 | _                             | 1                                |
| Employee stock plan purchases   |                                | 13                               | _                                 |                               | 13                               |
| Shares withheld for payment of taxes upon vesting of restricted stock   | _                              | (2)                              | _                                 | _                             | (2)                              |
| Balances, March 31, 2017  | \$ 114                         | \$46,557                         | \$(32,422)                        | \$(1,589)                     | \$ 12,660                        |

The accompanying notes are an integral part of these condensed consolidated financial statements.

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#### IEC ELECTRONICS CORP.

CONDENSED CONSOLIDATED STATEMENTS of CASH FLOWS SIX MONTHS ENDED MARCH 31, 2017 and APRIL 1, 2016

(unaudited; in thousands)

| Six Mo  | nths       |
|---------|------------|
| Ended   |            |
| March 3 | 31,April 1 |
| 2017    | 2016       |

#### CASH FLOWS FROM OPERATING ACTIVITIES

| Net income/(loss)                                    | \$(1,46 | 8) \$3,004 |
|--|---------|------------|
| Non-cash adjustments:                                |         |            |
| Stock-based compensation                             | 252     | 162        |
| Incentive compensation shares returned               |         | (60)       |
| Depreciation and amortization                        | 1,330   | 1,681      |
| (Gain)/loss on sale of property, plant and equipment |         | 1          |
| Reserve for doubtful accounts                        | (151    | ) 270      |
| Provision for excess/obsolete inventory              | (196    | ) 279      |
| Amortization of deferred gain on sale leaseback      | (30     | ) —        |
| Changes in assets and liabilities:                   |         |            |
| Accounts receivable                                  | 2,578   | 6,422      |
| Inventory  | (897    | ) 1,580    |
| Other current assets                                 | 217     | 185        |
| Other long term assets                               | 5       | (11)       |
| Accounts payable                                     | 920     | (6,497)    |
| Accrued expenses                                     | (2,191) | ) 629      |
| Customer deposits                                    | 405     | (1,015)    |
| Other long term liabilities                          | (85     | ) (14 )    |
| Net cash flows from operating activities             | 689     | 6,616      |
|  |         |            |

#### CASH FLOWS FROM INVESTING ACTIVITIES

| Purchases of property, plant and equipment | (1,536 | ) (1,270) |
|--|--------|-----------|
| Proceeds from sale-leaseback               | 5,750  |           |