

ASTA FUNDING INC
Form 10-K/A
March 13, 2009

Table of Contents

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549
Form 10-K/A
Amendment No. 1**

☐ **ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934**
For the fiscal year ended September 30, 2008

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: 0-26906
ASTA FUNDING, INC.
(Exact Name of Registrant Specified in its Charter)

Delaware
*(State or other jurisdiction of
incorporation or organization)*

22-3388607
*(I.R.S. Employer
Identification No).*

**210 Sylvan Avenue, Englewood
Cliffs, NJ**
(Address of principal executive offices)

07632
(Zip Code)

Issuer's telephone number, including area code: **(201) 567-5648**
Securities registered pursuant to Section 12(b) of the Exchange Act: **None**
Securities registered pursuant to Section 12(g) of the Exchange Act:
Common Stock, par value \$.01 per share
(Title of Class)

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act
Yes ☐ No ☐

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the
Act
Yes ☐ No ☐

Indicate by check mark whether the registrant: (1) filed all reports required to be filed by Section 13 or 15(d) of the
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 if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (Section 229.405
of this chapter) is not contained herein, and will not be contained, to the best of the registrant's knowledge, in
definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment
to this Form 10-K. ☐

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 <input type="radio"/>	Accelerated filer <input type="checkbox"/>	Non-accelerated filer <input type="radio"/>	Smaller reporting company <input type="radio"/>
(Do not check if a smaller reporting company)			

company)

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

The aggregate market value of voting and nonvoting common equity held by non-affiliates of the registrant was approximately \$147,869,000, as of the last business day of the registrant's most recently completed second fiscal quarter.

As of March 10, 2008, the registrant had 14,271,824 shares of Common Stock issued and outstanding.

TABLE OF CONTENTS

Part IV

Item 15. Exhibits, Financial Statement Schedules.

SIGNATURES

EX-23.1: CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

EX-23.2: CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

EX-31.1: CERTIFICATION

EX-31.2: CERTIFICATION

EX-32.1: CERTIFICATION

EX-32.2: CERTIFICATION

Table of Contents

**FORM 10-K/A
TABLE OF CONTENTS
Explanatory Note**

This Amendment No. 1 on Form 10-K/A (this Amendment No. 1) to our Annual Report on Form 10-K for the year ended September 30, 2008 (the Annual Report) is being filed to include Exhibit 23.1 and Exhibit 23.2 the Consent of Independent Registered Public Accounting Firm, which were inadvertently left out of the Annual Report on Form 10-K filed with Securities and Exchange Commission on February 20, 2009. Except as described above, no other changes have been made to the Annual Report, and this Amendment No. 1 does not amend or update any other information contained in the Annual Report.

Caution Regarding Forward Looking Statements

This Amendment No. 1 contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements typically are identified by use of terms such as may, will, should, plan, expect, anticipate, estimate, and similar words, although some forward-looking statements are expressed differently. Forward looking statements represent our judgment regarding future events, but we can give no assurance that such judgments will prove to be correct. Such statements are subject to risks and uncertainties that could cause actual results to differ materially from those projected in such forward-looking statements. Certain factors which could materially affect our results and our future performance are described under Risk Factors and Critical Accounting Policies in Item 7 - Management's Discussion and Analysis of Financial Condition and Results of Operations in the Annual Report, as amended by this Amendment No. 1. Forward-looking statements are inherently uncertain as they are based on current expectations and assumptions concerning future events and are subject to numerous known and unknown risks and uncertainties. We caution you not to place undue reliance on these forward-looking statements, which are only predictions and speak only as of the date of the Annual Report or this Amendment No. 1, as the case may be. Except as required by law, we undertake no obligation to update or publicly announce revisions to any forward-looking statements to reflect future events or developments. Unless the context otherwise requires, the terms we, us, the Company, or our as used herein refer to Asta Funding, Inc. and our subsidiaries.

Table of Contents

Part IV

Item 15. Exhibits, Financial Statement Schedules.

The following exhibits are filed with this Amendment No. 1 to Annual Report on Form 10-K/A.

The Company undertakes to furnish to any stockholder so requesting a copy of any of the following exhibits upon payment to us of the reasonable costs incurred by us in furnishing any such exhibit.

The following documents are filed as part of this Amendment No. 1 to Annual Report on Form 10-K/A.

2. Exhibits

**Exhibit
Number**

- | | |
|------|---|
| 23.1 | Consent of the Independent Registered Public Accounting Firm |
| 23.2 | Consent of the Independent Registered Public Accounting Firm |
| 31.1 | Certification of Registrant's Chief Executive Officer, Gary Stern, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. |
| 31.2 | Certification of Registrant's Chief Financial Officer, Robert J. Michel, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. |
| 32.1 | Certification of the Registrant's Chief Executive Officer, Gary Stern, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. |
| 32.2 | Certification of the Registrant's Chief Financial Officer, Robert J. Michel, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. |
-

Table of Contents

SIGNATURES

In accordance with Section 13 or 15(d) of the Exchange Act, the Registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ASTA FUNDING, INC.

By: /s/ Gary Stern
 Gary Stern
 Chairman, President and Chief
 Executive Officer (Principal Executive
 Officer)
 Dated: March 12, 2009

In accordance with the Exchange Act, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated:

Signature	Title	Date
/s/ Gary Stern	Chairman, President, Chief Executive Officer and Director	March 12, 2009
Gary Stern		
/s/ Robert J. Michel	Chief Financial Officer Principal Financial and Accounting Officer	March 12, 2009
Robert J. Michel		
/s/ Arthur Stern	Chairman Emeritus and Director	March 12, 2009
Arthur Stern		
/s/ Herman Badillo	Director	March 12, 2009
Herman Badillo		
/s/ Edward Celano	Director	March 12, 2009
Edward Celano		
/s/ Harvey Leibowitz	Director	March 12, 2009
Harvey Leibowitz		
/s/ David Slackman	Director	March 12, 2009
David Slackman		
/s/ Louis A. Piccolo	Director	March 12, 2009
Louis A. Piccolo		

