IMMUCELL CORP /DE/ Form 10-Q November 12, 2014

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 September 30, 2014

<u>001-12934</u>

(Commission file number)

ImmuCell Corporation

(Exact name of registrant as specified in its charter)

Delaware 01-0382980 (State of Incorporation) (I.R.S. Employer Identification No.)

56 Evergreen Drive, Portland, ME04103(Address of principal executive office)(Zip Code)

(207) 878-2770

Edgar Filing: IMMUCELL CORP /DE/ - Form 10-Q

(Registrant's telephone number)

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 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 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.

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 Registrant's common stock outstanding at November 7, 2014 was 3,027,034.

TABLE OF CONTENTS

September 30, 2014

PART I: FINANCIAL INFORMATION

ITEM

Financial Statements

	Balance Sheets as of September 30, 2014 and December 31, 2013 Statements of Operations for the three-month and nine-month periods ended September 30, 2014 and 2013	2 3
	Statements of Comprehensive Income (Loss) for the three-month and nine-month periods ended September 30, 2014 and 2013	4
	Statements of Stockholders' Equity for the nine-month periods ended September 30, 2014 and 2013 Statements of Cash Flows for the nine-month periods ended September 30, 2014 and 2013 Notes to Unaudited Financial Statements	5 6 7-12
ITEM 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	13-21
ITEM 3.	Quantitative and Qualitative Disclosures about Market Risk	21
ITEM 4.	Controls and Procedures	21
ITEMS	PART II: OTHER INFORMATION 1 THROUGH 6 Signature	22-26 27

-1-

PART 1. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

BALANCE SHEETS

ASSETS CURRENT ASSETS: Cash and cash equivalents \$ 1,166,211 \$ 2,270,385 Short-term investments 2,985,000 2,985,000 Inventory 1,039,446 1,206,508 Accounts receivable, net 563,564 631,410 Prepaid expenses and other assets 336,622 159,117 Current portion of deferred tax asset 0 15,212 Total current assets 6,090,843 7,267,632 PROPERTY, PLANT AND EQUIPMENT, net 2,793,624 2,524,765 DEFERRED TAX ASSET 1,340,853 1,154,681 LONG-TERM INVESTMENTS 496,000 0 OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$ 10,740,969 \$ 10,960,714 LIABILITIES \$ 367,233 \$ 293,076 Accoued expenses \$ 367,233 <td< th=""><th></th><th>(Unaudited) As of September 30, 2014</th><th>As of December 31, 2013</th></td<>		(Unaudited) As of September 30, 2014	As of December 31, 2013
Cash and cash equivalents \$ 1,166,211 \$ 2,270,385 Short-term investments 2,985,000 2,985,000 Inventory 1,039,446 1,206,508 Accounts receivable, net 563,564 631,410 Prepaid expenses and other assets 336,622 159,117 Current portion of deferred tax asset 0 15,212 Total current assets 6,090,843 7,267,632 PROPERTY, PLANT AND EQUIPMENT, net 2,793,624 2,524,765 DEFERRED TAX ASSET 1,340,853 1,154,681 LONG-TERM INVESTMENTS 496,000 0 OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$ 10,740,969 \$ 10,960,714 LIABILITIES AND STOCKHOLDERS' EQUITY 241,019 152,153 Current portion of bank debt 241,019 152,153 Deferred tax liability 24,688 0 Current portion of bank debt 185,004 190,390 Deferred revenue 6,690 0			
Short-term investments 2,985,000 2,985,000 Inventory 1,039,446 1,206,508 Accounts receivable, net 563,564 631,410 Prepaid expenses and other assets 336,622 159,117 Current portion of deferred tax asset 0 15,212 Total current assets 6,090,843 7,267,632 PROPERTY, PLANT AND EQUIPMENT, net 2,793,624 2,524,765 DEFERRED TAX ASSET 1,340,853 1,154,681 LONG-TERM INVESTMENTS 496,000 0 OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$10,740,969 \$10,960,714 LIABILITIES AND STOCKHOLDERS' EQUITY 241,019 152,153 Current portion of bank debt 241,019 152,153 Deferred tax liability 24,688 0 Current portion of bank debt 185,004 190,390 Deferred revenue 6,690 0		\$ 1,166,211	\$ 2,270,385
Accounts receivable, net 563,564 631,410 Prepaid expenses and other assets 336,622 159,117 Current portion of deferred tax asset 0 15,212 Total current assets 6,090,843 7,267,632 PROPERTY, PLANT AND EQUIPMENT, net 2,793,624 2,524,765 DEFERRED TAX ASSET 1,340,853 1,154,681 LONG-TERM INVESTMENTS 496,000 0 OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$10,740,969 \$10,960,714 LIABILITIES Accrued expenses \$367,233 \$293,076 Accounts payable 241,019 152,153 Deferred tax liability 24,688 0 Current portion of bank debt 185,004 190,390 Deferred revenue 6,690 0	-	2,985,000	2,985,000
Prepaid expenses and other assets336,622159,117Current portion of deferred tax asset015,212Total current assets6,090,8437,267,632PROPERTY, PLANT AND EQUIPMENT, net2,793,6242,524,765DEFERRED TAX ASSET1,340,8531,154,681LONG-TERM INVESTMENTS496,0000OTHER ASSETS, net19,64913,636TOTAL ASSETS\$10,740,969\$10,960,714LIABILITIES AND STOCKHOLDERS' EQUITY CURRENT LIABILITIES: Accrued expenses\$367,233\$293,076Accounts payable241,019152,153Deferred tax liability24,6880Current portion of bank debt185,004190,390Deferred revenue6,6900	•		
Current portion of deferred tax asset015,212Total current assets6,090,8437,267,632PROPERTY, PLANT AND EQUIPMENT, net2,793,6242,524,765DEFERRED TAX ASSET1,340,8531,154,681LONG-TERM INVESTMENTS496,0000OTHER ASSETS, net19,64913,636TOTAL ASSETS\$10,740,969\$10,960,714LIABILITIES AND STOCKHOLDERS' EQUITY CURRENT LIABILITIES: Accrued expenses\$367,233\$293,076Accrued expenses<		,	,
Total current assets 6,090,843 7,267,632 PROPERTY, PLANT AND EQUIPMENT, net 2,793,624 2,524,765 DEFERRED TAX ASSET 1,340,853 1,154,681 LONG-TERM INVESTMENTS 496,000 0 OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$10,740,969 \$10,960,714 LIABILITIES AND STOCKHOLDERS' EQUITY CURRENT LIABILITIES: \$367,233 \$293,076 Accounts payable 241,019 152,153 Deferred tax liability 24,688 0 Current portion of bank debt 185,004 190,390 Deferred revenue 6,690 0		,	,
PROPERTY, PLANT AND EQUIPMENT, net 2,793,624 2,524,765 DEFERRED TAX ASSET 1,340,853 1,154,681 LONG-TERM INVESTMENTS 496,000 0 OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$10,740,969 \$10,960,714 LIABILITIES AND STOCKHOLDERS' EQUITY CURRENT LIABILITIES: \$367,233 \$293,076 Accrued expenses \$367,233 \$293,076 Accounts payable 241,019 152,153 Deferred tax liability 24,688 0 Current portion of bank debt 185,004 190,390 Deferred revenue 6,690 0	*	0	,
DEFERRED TAX ASSET 1,340,853 1,154,681 LONG-TERM INVESTMENTS 496,000 0 OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$10,740,969 \$10,960,714 LIABILITIES AND STOCKHOLDERS' EQUITY CURRENT LIABILITIES: \$367,233 \$293,076 Accrued expenses \$367,233 \$293,076 Accounts payable 241,019 152,153 Deferred tax liability 24,688 0 Current portion of bank debt 185,004 190,390 Deferred revenue 6,690 0	Total current assets	6,090,843	7,267,632
LONG-TERM INVESTMENTS 496,000 0 OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$ 10,740,969 \$ 10,960,714 LIABILITIES AND STOCKHOLDERS' EQUITY CURRENT LIABILITIES: \$ 367,233 \$ 293,076 Accrued expenses \$ 367,233 \$ 293,076 Accounts payable 241,019 152,153 Deferred tax liability 24,688 0 Current portion of bank debt 185,004 190,390 Deferred revenue 6,690 0	PROPERTY, PLANT AND EQUIPMENT, net	2,793,624	2,524,765
OTHER ASSETS, net 19,649 13,636 TOTAL ASSETS \$ 10,740,969 \$ 10,960,714 LIABILITIES AND STOCKHOLDERS' EQUITY \$ 10,740,969 \$ 10,960,714 CURRENT LIABILITIES: \$ 367,233 \$ 293,076 Accound expenses \$ 367,233 \$ 293,076 Accounts payable 241,019 152,153 Deferred tax liability 24,688 0 Current portion of bank debt 185,004 190,390 Deferred revenue 6,690 0	DEFERRED TAX ASSET	1,340,853	1,154,681
TOTAL ASSETS\$ 10,740,969\$ 10,960,714LIABILITIES AND STOCKHOLDERS' EQUITY CURRENT LIABILITIES: Accrued expenses\$ 367,233\$ 293,076Accounts payable241,019152,153Deferred tax liability24,6880Current portion of bank debt185,004190,390Deferred revenue6,6900	LONG-TERM INVESTMENTS	496,000	0
LIABILITIES AND STOCKHOLDERS' EQUITY CURRENT LIABILITIES:Accrued expenses\$ 367,233\$ 293,076Accounts payable241,019152,153Deferred tax liability24,6880Current portion of bank debt185,004190,390Deferred revenue6,6900	OTHER ASSETS, net	19,649	13,636
CURRENT LIABILITIES:Accrued expenses\$ 367,233\$ 293,076Accounts payable241,019152,153Deferred tax liability24,6880Current portion of bank debt185,004190,390Deferred revenue6,6900	TOTAL ASSETS	\$ 10,740,969	\$10,960,714
Accrued expenses\$ 367,233\$ 293,076Accounts payable241,019152,153Deferred tax liability24,6880Current portion of bank debt185,004190,390Deferred revenue6,6900			
Accounts payable241,019152,153Deferred tax liability24,6880Current portion of bank debt185,004190,390Deferred revenue6,6900		\$ 367 233	\$ 293 076
Deferred tax liability24,6880Current portion of bank debt185,004190,390Deferred revenue6,6900	*	. ,	· · · · · · · · · · · · · · · · · · ·
Current portion of bank debt185,004190,390Deferred revenue6,6900		,	
Deferred revenue 6,690 0	•	,	190,390
Total current liabilities824,634635,619	Deferred revenue	6,690	0
	Total current liabilities	824,634	635,619

Edgar Filing: IMMUCELL CORP /DE/ - Form 10-Q

LONG-TERM LIABILITIES:				
Long-term portion of bank debt	759,964		896,224	
Interest rate swap	32,680		33,002	
Total long-term liabilities	792,644		929,226	
TOTAL LIABILITIES	1,617,278		1,564,845	
STOCKHOLDERS' EQUITY:				
Common stock, \$0.10 par value per share, 8,000,000 shares authorized,				
3,261,148 shares issued as of September 30, 2014 and December 31, 2013	326,115		326,115	
Capital in excess of par value	10,034,566		10,011,339	
Accumulated deficit	(705,194)	(407,408)
Treasury stock, at cost, 234,114 and 235,114 shares as of September 30, 2014 and December 31, 2013, respectively	(512,153)	(514,341)
Accumulated other comprehensive loss	(19,643)	(19,836)
Total stockholders' equity	9,123,691		9,395,869	
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 10,740,969		\$10,960,714	

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

-2-

(Unaudited)

STATEMENTS OF OPERATIONS

	For the Three-Month Periods Ended September 30,		For the Nine-Month Periods Ended September 30,	
	2014	2013	2014	2013
Product sales Costs of goods sold Gross margin	\$1,770,129 692,233 1,077,896	\$1,234,701 618,984 615,717	\$5,391,599 2,285,285 3,106,314	\$4,447,928 1,994,967 2,452,961
Product development expenses Sales and marketing expenses Administrative expenses Operating expenses	361,232 373,595 302,216 1,037,043	290,853 258,237 226,594 775,684	1,716,114 921,588 873,866 3,511,568	829,190 725,508 707,841 2,262,539
NET OPERATING INCOME (LOSS)	40,853	(159,967)	(405,254)	190,422
Other (expenses) revenues, net	(11,246)	236,868	(38,633)	267,646
INCOME (LOSS) BEFORE INCOME TAXES	29,607	76,901	(443,887)	458,068
Income tax (expense) benefit	(19,277)	(19,565)	146,101	(189,970)
NET INCOME (LOSS)	\$10,330	\$57,336	\$(297,786)	\$268,098
Weighted average common shares outstanding: Basic Diluted	3,027,034 3,105,832	3,019,034 3,085,300	3,026,990 3,026,990	3,019,034 3,081,984
NET INCOME (LOSS) PER SHARE: Basic Diluted	\$0.00 \$0.00	\$0.02 \$0.02		\$0.09 \$0.09

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

-3-

(Unaudited)

STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

	For the Three-Month Periods Ended September 30,		For the Nine-Month Periods Ended September 30,	
Net income (loss)	2014	2013	2014	2013