CHROMCRAFT REVINGTON INC
Form 10-Q
August 12, 2002

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 June 29, 2002

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 1-13970

CHROMCRAFT REVINGTON, INC.
(Exact name of registrant as specified in its charter)

Delaware	35-1848094
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

1100 North Washington Street, Delphi, IN 46923
(Address, including zip code, of registrant's principal executive offices)

(765) 564-3500
(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 [X] No [ ]

The number of shares outstanding for each of the registrant's classes of common stock, as of the latest practicable date:

Common Stock, $.01 par value -- 6,030,790 shares as of August 12, 2002

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PART I

Item 1. Financial Statements

Condensed Consolidated Statements of Earnings (Loss) (unaudited)
Chromcraft Revington, Inc.
(In thousands, except per share data)

	Three Months Ended		Six Months Ended	
	June 29, 2002	June 30, 2001	June 29, 2002	Jun 20
Sales	$ 54,660	$ 53,893	$ 115,474	$ 11
Cost of sales	42,848	42,525	90,170	9
Gross margin	11,812	11,368	25,304	2

Selling, general and administrative expenses	7,772	7,097	15,768	1
Operating income	4,040	4,271	9,536	1
Interest expense	542	194	669	
Earnings before income taxes and cumulative effect of a change in accounting principle	3,498	4,077	8,867	
Income tax expense	1,329	1,591	3,369	
Earnings before cumulative effect of a change in accounting principle	2,169	2,486	5,498	
Cumulative effect of a change in accounting principle (net of tax benefit)	--	--	(26,727)	
Net earnings (loss)	$ 2,169	$ 2,486	$ (21,229)	$
Earnings per share of common stock before cumulative effect of a change in accounting principle				
Basic	$ .54	$ .26	$ .87	$
Diluted	$ .52	$ .26	$ .86	$
Earnings (loss) per share of common stock after cumulative effect of a change in accounting principle				
Basic	$ .54	$ .26	$ (3.37)	$
Diluted	$ .52	$ .26	$ (3.37)	$
Shares used in computing earnings per share				
Basic	4,031	9,573	6,299	
Diluted	4,178	9,695	6,407	

See accompanying notes to condensed consolidated financial statements.

Condensed Consolidated Balance Sheets (unaudited)
Chromcraft Revington, Inc.
(In thousands)

	June 29, 2002	June 30, 2001	December 31, 2001
Assets			
Cash and cash equivalents	$ --	$ --	$ 8,207
Accounts receivable	24,444	25,663	21,025
Inventories	43,909	52,082	43,595
Other assets	5,673	4,244	5,112

Current assets	74,026	81,989	77,939
Property, plant and equipment, net	40,428	43,452	42,107
Goodwill	--	28,832	28,180
Other long-term assets	1,772	485	842
Total assets	$116,226	$154,758	$149,068
Liabilities and Stockholders' Equity			
Accounts payable	$ 8,337	$ 5,740	$ 5,600
Accrued liabilities	13,881	12,463	12,068
Current portion of bank debt	5,000	--	--
Current liabilities	27,218	18,203	17,668
Bank debt	38,900	9,400	--
Other long-term liabilities	10,182	10,932	10,656
Total liabilities	76,300	38,535	28,324
Stockholders' equity	39,926	116,223	120,744
Total liabilities and stockholders' equity	$116,226	$154,758	$149,068

See accompanying notes to condensed consolidated financial statements.

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Condensed Consolidated Statement of Stockholders' Equity (unaudited)
Chromcraft Revington, Inc.
(In thousands, except share data)

	Common Stock	Capital in Excess of Par Value	Unearned ESOP Shares	Unearned Stock Option Compensation	Retai Earni
Balance at January 1, 2002	$ 112	$ 11,908	$ -	$ -	$ 126,
Repurchase and cancellation of common stock (3,695,418 shares)	(37)	-	-	-	(40,
ESOP stock purchase (2,000,000 shares)	-	-	(20,000)	-	-
Exercise of stock options (89,080 shares)	1	654	-	-	-
ESOP compensation expense	-	83	197	-	-
Unearned stock option					

compensation	-	754	-	(754)	-
Stock option compensation expense	-	-	-	58	-
Net loss	-	-	-	-	(21,
Balance at June 29, 2002	$ 76	$ 13,399	$ (19,803)	$ (696)	$ 65,

See accompanying notes to condensed consolidated financial statements.

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Condensed Consolidated Statements of Cash Flows (unaudited)
Chromcraft Revington, Inc.
(In thousands)

	Six Months Ended	
	June 29, 2002	June 30, 2001
Operating Activities		
Net earnings (loss)	$(21,229)	$ 5,978
Adjustments to reconcile net earnings (loss) to net cash provided by operating activities		
Depreciation and amortization	2,443	3,036
Loss on disposal of property, plant and equipment	100	--
Deferred income taxes	(180)	139
Non-cash goodwill impairment loss	26,727	--
Non-cash ESOP expense	280	--
Stock option compensation expense	58	--
Changes in assets and liabilities		
Accounts receivable	(3,419)	(111)
Inventories	(314)	3,297
Accounts payable and accrued liabilities	4,564	(1,965)
Other	(346)	74
Cash provided by operating activities	8,684	10,448
Investing Activities		
Capital expenditures	(983)	(1,099)
Proceeds on disposal of property, plant and equipment	119	10
Cash used by investing activities	(864)	(1,089)
Financing Activities		
Net borrowing (repayment) under bank debt	43,900	(9,800)
Purchase of common stock by ESOP	(20,000)	--
Stock repurchase and related costs	(40,582)	--
Proceeds from exercise of stock options	655	--

Cash used by financing activities	(16,027)	(9,800)
Decrease in cash and cash equivalents	(8,207)	(441)
Cash and cash equivalents at beginning of period	8,207	441
Cash and cash equivalents at end of period	$ --	$ --

See accompanying notes to condensed consolidated financial statements.

Notes to Condensed Consolidated Financial Statements (unaudited)
Chromcraft Revington, Inc.
June 29, 2002

Note 1. Basis of Presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statement presentation.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and six month periods ended June 29, 2002 are not necessarily indicative of the results that may be expected for the year ending December 31, 2002.

The balance sheet at December 31, 2001 has been derived from the audited financial statements at that date but does not include all information and footnotes required by generally accepted accounting principles for complete financial statements.

For further information, refer to the consolidated financial statements and footnotes thereto included in Chromcraft Revington's annual report on Form 10-K for the year ended December 31, 2001.

Note 2. Goodwill Impairment Loss

Chromcraft Revington adopted Financial Accounting Standards Board Statement No. 142, Goodwill and Other Intangible Assets ("Statement 142") effective January 1, 2002 and recorded a non-cash transition charge of $26,727,000 (net of tax benefit), or $4.24 loss per share for the six months ended June 29, 2002, for impairment of goodwill. The charge was recorded as a cumulative effect of a change in accounting principle.

On January 1, 2002, the Company's fair value (based on quoted market prices) was less than the carrying value of its net assets, including goodwill, which indicated an impairment of goodwill. Under Statement 142, fair value was allocated to the assets and liabilities of the Company based on the purchase accounting method. This calculation indicated that the full amount of goodwill was impaired at the date of adoption of Statement 142.

The following table presents earnings before the cumulative effect of a change in accounting principle for the three and six months ended June 29, 2002 as compared to the prior year periods, after adjustment for goodwill amortization.

	(in thousands, except per share amounts)			
	Three Months Ended		Six Months Ended	
	June 29, 2002	June 30, 2001	June 29, 2002	Jun 2
Earnings before cumulative effect of a change in accounting principle				
As reported	$ 2,169	$ 2,486	$ 5,498	$
Goodwill amortization (net of tax benefit)	--	290	--	
Adjusted	$ 2,169	$ 2,776	$ 5,498	$
Basic earnings per share before cumulative effect of a change in accounting principle				
As reported	$ .54	$ .26	$ .87	$
Goodwill amortization (net of tax benefit)	--	.03	--	
Adjusted	$ .54	$ .29	$ .87	$
Diluted earnings per share before cumulative effect of a change in accounting principle				
As reported	$ .52	$ .26	$ .86	$
Goodwill amortization (net of tax benefit)	--	.03	--	
Adjusted	$ .52	$ .29	$ .86	$

Note 3. Stockholders' Equity

On March 15, 2002, Chromcraft Revington and the Chromcraft Revington Employee Stock Ownership Trust (the "ESOP Trust"), which forms a part of the Chromcraft Revington Employee Stock Ownership Plan (the "ESOP"), completed the purchase of 5,695,418 shares of common stock of Chromcraft Revington, comprising approximately 59% of Chromcraft Revington's issued and outstanding shares of common stock on such date, from Court Square Capital Limited ("Court Square"), an affiliate of Citigroup Inc. With respect to the shares of common stock purchased from Court Square, 3,695,418 shares were repurchased by Chromcraft Revington (the "Company Stock Transaction") and 2,000,000 shares were purchased by the ESOP Trust (the "ESOP Stock Transaction" and together with the Company Stock Transaction being referred to herein as the "Transaction"). Chromcraft

Revington and the ESOP Trust each paid $10 per share for the shares acquired from Court Square for a total purchase price of $56,954,180. In addition, Chromcraft Revington paid Court Square and its designee an aggregate transaction fee of $2,800,000.

The funds required to pay the total consideration and certain related expenses of the Transaction were obtained using available cash and borrowings of approximately $45,000,000 under bank financing. Chromcraft Revington loaned $20,000,000 to the ESOP Trust to finance the ESOP Stock Transaction. Immediately following consummation of the Transaction, the ESOP Trust held approximately 33.6% of the issued and outstanding shares

of Chromcraft Revington's common stock. See Notes 4 and 5, "Bank Debt" and "Employee Stock Ownership Plan," for additional information on the Company's bank financing and the ESOP.

Note 4. Bank Debt

On March 12, 2002, Chromcraft Revington entered into a $75,000,000 bank credit agreement (the "Credit Facility") with a group of banks. The Credit Facility provides for a $25,000,000 term loan and a $50,000,000 revolving credit line. The term loan has a five-year term and is payable in quarterly installments of $1,250,000. The revolving credit line expires on March 13, 2007. The interest rate under the Credit Facility is determined at the time of borrowing at either the prime rate or LIBOR plus a spread based on a leverage ratio. At June 29, 2002, the Company had approximately $26,000,000 in unused availability under the revolving credit line portion of the Credit Facility. The weighted average interest rate on borrowings outstanding as of June 29, 2002 was 3.6%. The Credit Facility requires compliance with certain financial loan covenants related to net worth, fixed charge coverage and debt leverage. The Company has granted a security interest in all of its assets to the banks under the Credit Facility. The Company also has pledged to the banks the shares of common stock owned by the ESOP Trust and pledged by the ESOP Trust to the Company.

Long-term bank debt consisted of the following at June 29, 2002:

	(In thousands)
Term loan	$ 25,000
Revolving credit line	18,900
	43,900
Less current portion of term loan	5,000
	$ 38,900

Note 5. Employee Stock Ownership Plan

Chromcraft Revington sponsors a leveraged employee stock ownership plan that covers substantially all employees who have completed six months of service. Chromcraft Revington makes annual contributions to the ESOP Trust equal to the ESOP Trust's repayment of its loan to the Company. Chromcraft Revington loaned $20,000,000 to the ESOP Trust to finance the ESOP Stock Transaction. The loan to the ESOP Trust provides for repayment to Chromcraft Revington over a 30-year term at a fixed rate of interest of 5.48% per annum. The shares of common stock owned by the ESOP Trust are pledged to the Company as collateral for the Company's loan to the ESOP Trust. As the ESOP loan is repaid, shares are released from collateral and allocated to ESOP accounts of active employees based on the proportion of debt service paid in the year. Chromcraft Revington accounts for its ESOP in accordance with Statement of Position 93-6. Accordingly, unearned ESOP shares are reported as a reduction of stockholders' equity as reflected in the Condensed Consolidated Statement of Stockholders' Equity of the Company. As shares are committed to be released, Chromcraft Revington reports compensation expense equal to the current market price of the shares, and the shares become outstanding for earnings per share computations.

ESOP compensation expense for the three and six months ended June 29, 2002 was $242,000 and $280,000, respectively. The ESOP shares as of June 29, 2002 were as follows:

	(In thousands)
Allocated shares	--
Committed to be released shares	20
Unearned ESOP shares	1,980
Total ESOP shares	2,000
Unearned ESOP shares	$ 19,803
Fair value of unearned ESOP shares at June 29, 2002	$ 27,030

Note 6. Earnings per Share of Common Stock

Weighted average shares used in the calculation of diluted earnings per share included dilutive potential common shares (stock options) of approximately 147,000 and 108,000 for the three and six months ended June 29, 2002, respectively, and 122,000 and 127,000 for the three and six months ended June 30, 2001, respectively.

Certain stock options to purchase shares of common stock were outstanding during the second quarter and first six months of 2002 and 2001, but were not included in the computation of diluted earnings per share because the options' exercise prices were greater than the average market price of the common shares during those periods and, therefore, their effect would be antidilutive. Options excluded from the computation of diluted earnings per share and their weighted average exercise prices were as follows:

	2002		2001	
	Shares	Average Exercise Price	Shares	Average Exercise Price
Second quarter	88,538	$17.88	376,060	$13.48
First six months	173,060	$15.74	376,060	$13.48

Note 7. Inventories

The components of inventories consisted of the following:

(In thousands)

	June 29, 2002	June 30, 2001	December 31, 2001
Raw materials	$ 12,326	$ 15,931	$ 13,334
Work in process	7,197	8,805	8,194
Finished goods	26,620	29,820	24,110
Inventories at FIFO cost	46,143	54,556	45,638
LIFO reserve	(2,234)	(2,474)	(2,043)
	$ 43,909	$ 52,082	$ 43,595

Note 8. Accrued Liabilities

Accrued liabilities consisted of the following:

	(In thousands)		
	June 29, 2002	June 30, 2001	December 31, 2001
Employee benefit and incentive plans	$ 3,737	$ 1,985	$ 2,704
Salaries, wages and commissions	1,465	1,513	1,379
Vacation and holiday pay	1,123	1,223	1,005
Workers' compensation plans	1,460	994	1,203
Other accrued liabilities	6,096	6,748	5,777
	$13,881	$12,463	$12,068

Note 9. Reclassifications

Certain amounts for 2001 have been reclassified to conform to the current year presentation.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

General

Chromcraft Revington designs, manufactures and sells residential and commercial furniture through its wholly owned subsidiaries Chromcraft Corporation, Peters-Revington Corporation, Silver Furniture Co., Inc., Cochrane Furniture Company, Inc. and Korn Industries, Incorporated.

The following table sets forth the Condensed Consolidated Statements of Earnings (Loss) of Chromcraft Revington for the three and six months ended June 29, 2002 and June 30, 2001 expressed as a percentage of sales.

	Three Months Ended		Six Months Ended	
	June 29, 2002	June 30, 2001	June 29, 2002	June 30, 2001
Sales	100.0 %	100.0 %	100.0 %	100.0 %
Cost of sales	78.4	78.9	78.1	78.2
Gross margin	21.6	21.1	21.9	21.8
Selling, general and administrative expenses	14.2	13.2	13.6	13.2
Operating income	7.4	7.9	8.3	8.6
Interest expense	1.0	.3	.6	.4
Earnings before income taxes and cumulative effect of a change in accounting principle	6.4	7.6	7.7	8.2
Income tax expense	2.4	3.0	2.9	3.2
Earnings before cumulative effect of a change in accounting principle	4.0	4.6	4.8	5.0
Cumulative effect of a change in accounting principle	-	-	(23.1)	-
Net earnings (loss)	4.0 %	4.6 %	(18.3)%	5.0 %

Three and Six Months Ended June 29, 2002 Compared to Three and Six Months Ended June 30, 2001

Consolidated sales for the three months ended June 29, 2002 were $54,660,000, a 1.4% increase over sales of $53,893,000 for the three months ended June 30, 2001. For the first six months of 2002, consolidated sales were $115,474,000, a 3.5% decrease from sales of $119,687,000 for the same period last year. The consolidated sales increase for the second quarter was primarily due to higher shipments of dining room, bedroom and occasional furniture. The sales increase was partially offset by lower shipments of commercial and upholstered furniture. The consolidated sales decrease for the six month period was primarily due to lower shipments of commercial furniture resulting from the downturn in the office furniture industry. The consolidated sales order backlog of $18.5 million at June 29, 2002 was slightly lower as compared to June 30, 2001. In general, selling prices for the first six months of 2002 were at approximately the same level as compared to the prior year period.

Gross margin as a percentage of sales was 21.6% and 21.9% for the three and six month periods ended June 29, 2002, respectively as compared to 21.1% and 21.8% for the three and six month periods ended June 30, 2001. The increase in gross margin was due, in part, to an improved product sales mix.

Selling, general and administrative expenses as a percentage of sales were 14.2% and 13.6% for the three and six months ended June 29, 2002, respectively as compared to 13.2% for the three and six month periods ended June 30, 2001. The increase for the second quarter and six month period ended June 29, 2002 was primarily due to higher compensation-related expenses.

Interest expense for the three and six months ended June 29, 2002 was $542,000 and $669,000, respectively, as compared to $194,000 and $504,000 for the three and six months ended June 30, 2001, respectively. The increase in interest expense for 2002 was due to higher average bank borrowings during the period resulting from the Transaction.

Chromcraft Revington's effective income tax rate was 38% for the three and six month periods ended June 29, 2002 as compared to 39.0% for the three and six month periods ended June 30, 2001. The decrease in the effective tax rate for 2002 was primarily due to the elimination of non-tax deductible goodwill amortization expense upon implementation of Statement 142.

The Company adopted Statement 142 effective January 1, 2002 and recorded a one time non-cash transition charge of $26,727,000 (net of tax benefit) for impairment of goodwill. The loss was recorded as a cumulative effect of a change in accounting principle. See Note 2 "Goodwill Impairment Loss" to the Condensed Consolidated Financial Statements.

Liquidity and Capital Resources

Operating activities provided $8,684,000 of cash during the six months ended June 29, 2002, a decrease of $1,764,000 from the amount provided during the first half of 2001. The decrease in cash flow from operating activities in 2002 was primarily due to lower cash earnings and an increase in working capital investment.

Investing activities used $983,000 of cash for capital expenditures during the first six months of 2002 as compared to $1,099,000 during the same period last year. Chromcraft Revington expects capital expenditures in 2002 to be less than $2,500,000.

Financing activities used $16,027,000 of cash during the six months ended June 29, 2002 as compared to $9,800,000 of cash used for the prior year period. On March 15, 2002, Chromcraft Revington and the Chromcraft Revington Employee Stock Ownership Trust (the "ESOP Trust"), which forms a part of the Chromcraft Revington Employee Stock Ownership Plan (the "ESOP"), completed the purchase of 5,695,418 shares of common stock of Chromcraft Revington, comprising approximately 59% of Chromcraft Revington's issued and outstanding shares of

common stock on such date, from Court Square Capital Limited ("Court Square"), an affiliate of Citigroup Inc. With respect to the shares of common stock purchased from Court Square, 3,695,418 shares were repurchased by Chromcraft Revington (the "Company Stock Transaction") and 2,000,000 shares were purchased by the ESOP Trust (the "ESOP Stock Transaction" and together with the Company Stock Transaction being referred to herein as the "Transaction"). Chromcraft Revington and the ESOP Trust each paid $10 per share for the shares acquired from Court Square for a total purchase price of $56,954,180. In addition, Chromcraft Revington paid Court Square and its designee an aggregate transaction fee of $2,800,000. The funds required to pay the total consideration and certain related expenses of the Transaction were obtained using available cash and borrowings of approximately $45,000,000 under Chromcraft Revington's new $75,000,000 secured bank credit agreement. Of the debt incurred, $25,000,000 was borrowed under a 5-year term loan and approximately $20,000,000 was borrowed under Chromcraft Revington's $50,000,000 revolving line of credit facility. The term loan is payable in quarterly installments of $1,250,000. The revolving line of credit expires on March 13, 2007. Interest rates under the agreement are determined at the time of borrowing at either the prime rate or LIBOR plus a spread based on a leverage ratio. The weighted average interest rate on borrowings outstanding as of June 29, 2002 was 3.6%. Chromcraft Revington loaned $20,000,000 to the ESOP Trust to finance the ESOP Stock Transaction. The loan to the ESOP Trust provides for repayment to Chromcraft Revington over a 30-year term at a fixed rate of interest of 5.48% per annum.

As a result of the Transaction, Chromcraft Revington's bank debt and interest expense are higher in 2002 as compared to 2001 and there are fewer shares of Chromcraft Revington's common stock outstanding. The lower number of common shares outstanding as compared to last year is expected to favorably impact earnings per share in 2002. At June 29, 2002, Chromcraft Revington had unused capacity under its bank revolving line of credit of approximately $26,000,000.

Third Quarter 2002 Outlook

Chromcraft Revington expects that third quarter earnings per share, on a diluted basis, will be between $.45 and $.50, as compared to $.24 for the prior year period. For the full year 2002, the Company expects diluted earnings per share, before the cumulative effect of a change in accounting principle, to be in the $1.75 to $1.85 range as compared to $1.09 reported for 2001.

Recently Issued Accounting Standards

The Financial Accounting Standards Board recently issued Statement No. 143, Accounting for Asset Retirement Obligations that establishes accounting standards for the recognition and measurement of obligations associated with the retirement of tangible assets. The effective date of Statement No. 143 is January 1, 2003. Chromcraft Revington does not expect the adoption of this Statement to have a significant effect on its results of operations or its financial position.

Safe Harbor Statement Under the Private Securities Litigation Reform Act of 1995

Certain matters included in this discussion may contain forward-looking statements regarding Chromcraft Revington's future performance. These forward-looking statements can be generally identified as such because they include future tenses or dates or are not historical or current facts or include words such as "believes," "plans," "may," "anticipates," "estimates," "expects," or "likely" or words of similar import. These forward-looking statements are based upon certain assumptions as well as current expectations and projections about future events and are subject to uncertainties. As a result, the forward-looking statements contained in this report could turn out significantly different from expectations and projections or may not occur. Further, actual results may differ materially from those described in any forward-looking statements. Additional information concerning potential factors that could affect Chromcraft Revington's actual financial results is included in its Form 10-K for the year ended December 31, 2001.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Borrowings under Chromcraft Revington's bank credit facility bear interest at a variable rate and, therefore, are subject to changes in interest rates. The Company sources certain raw materials and finished goods inventory from the Far East and Mexico. These purchases are payable in U.S. dollars and, therefore, the Company has no foreign exchange rate risk exposure.

Part II

Item 4. Submission of Matters to a Vote of Security Holders

(a) Chromcraft Revington held its annual meeting of stockholders on June 5, 2002.

(b) All director nominees were elected.

(c) Certain matters voted upon at the meeting and the votes cast with respect to such matters are as follows:

Proposals and Vote Tabulations

Management Proposals	Votes Cast		
	For	Against	Abstain
Approval of the Amended and Restated Chromcraft Revington Short Term Executive Incentive Plan	4,632,896	27,891	293,900
Approval of the Amended and Restated Chromcraft Revington Long Term Executive Incentive Plan	4,631,496	30,291	292,900
Approval of the Chromcraft Revington Directors' Stock Option Plan	4,574,193	86,594	293,900

Election of Directors

Directors	Votes For	Votes Withheld
Stephen D. Healy	4,941,087	13,600
David L. Kolb	4,941,087	13,600
Larry P. Kunz	4,941,087	13,600
Theodore L. Mullett	4,940,687	14,000
Michael E. Thomas	4,941,087	13,600
Warren G. Wintrub	4,941,087	13,600

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

10.52 Chromcraft Revington Short Term Executive Incentive Plan, (as amended and restated effective January 1, 2002), filed as Appendix A to definitive proxy statement dated April 30, 2002, is incorporated herein by reference.

10.56 Chromcraft Revington Long Term Executive Incentive Plan, (as amended and restated effective January 1, 2002), filed as

Appendix B to definitive proxy statement dated April 30, 2002, is incorporated herein by reference.

(b) Reports on Form 8-K

No reports on Form 8-K were filed during the three months ended June 29, 2002.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Chromcraft Revington, Inc. has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Chromcraft Revington, Inc.
(Registrant)

Date: August 12, 2002

By: /s/ Frank T. Kane
Frank T. Kane
Vice President - Finance
(Duly Authorized Officer and Principal Accounting and Financial Officer)