

P&F INDUSTRIES INC
Form 10-Q/A
May 17, 2004

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 10-Q/A

Amendment No. 1

**ý QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

For the Quarter Ended June 30, 2003

**o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Commission File Number 1 - 5332

P & F INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

22-1657413

(I.R.S. Employer Identification Number)

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300 Smith Street, Farmingdale, New York
(Address of principal executive offices)

11735
(Zip Code)

Registrant's telephone number, including area code: **(631) 694-1800**

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, and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Act). Yes No

As of August 13, 2003, there were 3,489,631 shares of the registrant's Class A Common Stock outstanding.

P & F INDUSTRIES, INC.

FORM 10-Q/A

FOR THE QUARTER ENDED JUNE 30, 2003

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EXPLANATORY NOTE

This Amendment No. 1 on Form 10-Q/A amends and restates Items 1 and 2 of Part I contained in the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2003 to give effect to the restatement of the Company's consolidated financial statements as of June 30, 2003, as discussed in Note 3 of the Notes to Consolidated Financial Statements. Except as set forth in Items 1 and 2 of Part I below, the Company has not made any changes to, nor updated any disclosures contained in, its Quarterly Report on Form 10-Q filed on August 13, 2003.

PART I - FINANCIAL INFORMATION**Item 1. Financial Statements****P & F INDUSTRIES, INC. AND SUBSIDIARIES****CONSOLIDATED BALANCE SHEETS****(unaudited)**

	June 30, 2003	December 31, 2002
<u>ASSETS</u>		
CURRENT:		
Cash	\$ 506,859	\$ 1,024,222
Accounts receivable, less allowance for possible losses of \$411,239 in 2003 and \$354,441 in 2002 (Note 8)	11,720,288	10,864,261
Inventories (Notes 7 and 8)	21,299,197	19,580,073
Deferred income taxes - net	485,000	485,000
Prepaid expenses and other	1,389,500	1,080,313
TOTAL CURRENT ASSETS	35,400,844	33,033,869
PROPERTY AND EQUIPMENT (Note 8):		
Land	1,582,938	1,582,938
Buildings and improvements	8,928,093	8,811,117
Machinery and equipment	15,043,532	14,514,353
	25,554,563	24,908,408
Less accumulated depreciation and amortization	12,288,977	11,409,203
NET PROPERTY AND EQUIPMENT	13,265,586	13,499,205
GOODWILL, net of accumulated amortization of \$1,419,274 (Note 2)	10,521,702	10,210,621
OTHER INTANGIBLE ASSETS, net of accumulated amortization of \$620,667 and \$354,667	2,039,333	2,305,333
OTHER ASSETS, net of accumulated amortization of \$167,802 and \$180,858	130,833	118,528
TOTAL ASSETS	\$ 61,358,298	\$ 59,167,556

See accompanying notes to consolidated financial statements (unaudited).

P & F INDUSTRIES, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

(unaudited)

	June 30, 2003	December 31, 2002
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>		
CURRENT LIABILITIES:		
Short-term borrowings (Note 8)	\$ 7,000,000	\$ 4,500,000
Accounts payable	3,731,986	2,860,271
Accruals:		
Compensation	1,337,632	2,112,377
Other (Note 9)	2,501,224	2,379,962
Current maturities of long-term debt (Note 8)	1,507,461	1,402,547
TOTAL CURRENT LIABILITIES	16,078,303	13,255,157
LONG-TERM DEBT, less current maturities (Note 8)	9,576,897	11,591,989
DEFERRED INCOME TAXES - net	399,000	497,000
TOTAL LIABILITIES	26,054,200	25,344,146
COMMITMENTS AND CONTINGENCIES		
(Notes 8 and 9)		
SHAREHOLDERS' EQUITY (Note 10):		
Preferred stock - \$10 par; authorized - 2,000,000 shares; no shares issued or outstanding _____		