

Edgar Filing: ACMAT CORP - Form 10-K/A

ACMAT CORP
Form 10-K/A
October 19, 2004

SECURITIES AND EXCHANGE COMMISSION
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 December 31, 2003 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 - 6234 _____

ACMAT CORPORATION

(Exact name of registrant as specified in its charter)

Connecticut

06-0682460

(State of incorporation)

(I.R.S. Employer Identification No.)

233 Main Street
New Britain, Connecticut

06050-2350

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code
(860) 229-9000

Securities registered pursuant to Section 12 (b) of the Act: None

Securities registered pursuant to Section 12 (g) of the Act:

Common Stock, without par value
Class A Stock, without par value

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) or 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 if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of 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 an accelerated filer (as defined in Rule 12b-2 of the Act).

Yes No

The aggregate market value of the Common Stock and Class A Stock held by non-affiliates of the registrant was \$20,536,236 as of the Registrant's most recently completed second fiscal quarter.

Edgar Filing: ACMAT CORP - Form 10-K/A

As of March 1, 2004 there were 546,355 shares of the registrant's Common Stock and 1,741,704 shares of registrant's Class A Stock, each without par value, outstanding.

DOCUMENTS INCORPORATED BY REFERENCE:

Part III - Portions of the Registrant's definitive proxy statement to be issued in conjunction with the Registrant's annual meeting of stockholders to be held on June 24, 2004.

1

INTRODUCTORY NOTE

ACMAT Corporation hereby amends Part II of its Annual Report on Form 10-K for the year ended December 31, 2003 to amend Item 5 - Market for Registrant's Common Stock and Related Stockholder Matters. The revised Item 5 appears below:

PART II

Item 5. Market for the Registrant's Common Stock and Related Stockholder Matters

ACMAT's Class A Stock trades on the Nasdaq Stock Market under the symbol ACMTA. The Common Stock trades on the over-the-counter market under the symbol "ACMT". The following table sets forth the quarterly high and low closing prices of the Company's Common Stock and Class A Stock as reported by Nasdaq.

	2003		2002	
	HIGH	LOW	HIGH	LOW
COMMON STOCK				
1st Quarter	10.55	10.30	19.00	19.00
2nd Quarter	10.38	9.50	19.00	13.00
3rd Quarter	10.65	10.35	14.25	10.05
4th Quarter	11.75	10.65	10.55	10.05
CLASS A STOCK				
1st Quarter	10.31	8.07	9.65	7.55
2nd Quarter	9.35	7.76	11.99	9.41
3rd Quarter	12.78	9.20	10.20	7.76
4th Quarter	12.62	11.34	10.35	8.24

No dividends have been paid in the past five years and there is no intention of paying dividends in the near future.

As of March 1, 2004 there were approximately 150 holders of record of the Common Stock and approximately 194 holders of record of the Class A Stock. The Company believes that there are additional beneficial owners of the Common Stock and the Class A Stock and that, as of such date, including both record holders and additional beneficial owners, there were approximately 351 shareholders of the Common Stock and approximately 564 shareholders of the Class A Stock.

2

Edgar Filing: ACMAT CORP - Form 10-K/A

SIGNATURES

Pursuant to the requirements of Section 13 or 15 (d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Amendment No. 1 to Annual Report on Form 10-K to be signed on its behalf by the undersigned, thereunto duly authorized.

ACMAT CORPORATION

Dated: October 19, 2004

By: /s/ Henry W. Nozko

Henry W. Nozko, Jr., President
and Chief Executive Officer

3

INDEX TO EXHIBITS

- Exhibit 31.1 Certification of Henry W. Nozko, Jr., Chief Executive Officer of the Company, as required by Section 302 of the Sarbanes-Oxley Act of 2002.
- Exhibit 31.2 Certification of Michael P. Cifone, Chief Financial Officer of the Company, as required by Section 302 of the Sarbanes-Oxley Act of 2002.

4