

GSI TECHNOLOGY INC
Form 10-Q
August 06, 2013

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 June 30, 2013

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 000-33387

GSI Technology, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or organization)

77-0398779
(IRS Employer Identification No.)

1213 Elko Drive

Sunnyvale, California 94089
(Address of principal executive offices, zip code)

(408) 331-8800
(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 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

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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. (Check one):

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 as of July 31, 2013: 27,540,010

GSI TECHNOLOGY, INC.

FORM 10-Q FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2013

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PART I — FINANCIAL INFORMATION

Item 1.

Financial Statements

GSI TECHNOLOGY, INC.

CONDENSED CONSOLIDATED BALANCE SHEETS

(Unaudited)

	June 30, 2013	March 31, 2013
	(In thousands, except share and per share amounts)	
ASSETS		
Cash and cash equivalents	\$42,781	\$41,120
Short-term investments	21,065	26,139
Accounts receivable, net	10,284	10,241
Inventories	12,177	13,809
Prepaid expenses and other current assets	4,570	4,945
Deferred income taxes	1,098	1,224
Total current assets	91,975	97,478
Property and equipment, net	10,325	10,774
Long-term investments	41,449	35,495
Other assets	2,162	2,098
Total assets	\$145,911	\$145,845
LIABILITIES AND STOCKHOLDERS' EQUITY		
Accounts payable	\$3,475	\$3,804
Accrued expenses and other liabilities	3,896	3,978
Deferred revenue	2,589	3,077
Total current liabilities	9,960	10,859
Income taxes payable	2,755	2,803
Total liabilities	12,715	13,662
Commitments and contingencies (Note 6)		
Stockholders' equity:		
Preferred stock: \$0.001 par value authorized: 5,000,000 shares; issued and outstanding: none	-	-
Common Stock: \$0.001 par value authorized: 150,000,000 shares; issued and outstanding: 27,357,797 and 27,065,209 shares, respectively	27	27
Additional paid-in capital	55,543	54,004
Accumulated other comprehensive income	(40)	45
Retained earnings	77,666	78,107
Total stockholders' equity	133,196	132,183
Total liabilities and stockholders' equity	\$145,911	\$145,845

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

GSI TECHNOLOGY, INC.

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)

Three Months Ended June
30,
2013 2012
(In thousands, except per
share amounts)

Net revenues	\$16,412	\$16,783
Cost of revenues	8,946	10,018
Gross profit	7,466	6,765
Operating expenses:		
Research and development	2,997	2,838
Selling, general and administrative	5,010	3,047
Total operating expenses	8,007	5,885
Income (loss) from operations	(541)	880
Interest income, net	105	124
Other income (expense), net	6	12
Income (loss) before income taxes	(430)	1,016
Provision for income taxes	11	96
Net income (loss)	\$(441)	\$920
Net income (loss) per share:		
Basic	\$(0.02)	\$0.03
Diluted	\$(0.02)	\$0.03
Weighted average shares used in per share calculations:		
Basic	27,178	27,361
Diluted	27,178	27,963

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

GSI TECHNOLOGY, INC.

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Unaudited)

	Three Months Ended June 30,	
	2013	2012
	(In thousands)	
Net income (loss)	\$(441)	\$920
Net unrealized loss on available-for-sale investments, net of tax	(85)	(33)
Comprehensive net income (loss)	\$(526)	\$887

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