

UTAH MEDICAL PRODUCTS INC  
Form 10-Q  
November 04, 2014

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-Q

Quarterly Report Under Section 13 or 15(d) of  
The Securities Exchange Act of 1934

For quarter ended: September 30, 2014

Commission File No. 001-12575

UTAH MEDICAL PRODUCTS, INC.  
(Exact name of Registrant as specified in its charter)

UTAH  
(State or other jurisdiction of incorporation or  
organization)

87-0342734  
(I.R.S. Employer Identification No.)

7043 South 300 West  
Midvale, Utah 84047  
Address of principal executive offices

Registrant's telephone number: (801) 566-1200

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Sections 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 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 Act). Yes  No

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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 (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate the number of shares outstanding of each of the issuer's classes of common stock as of November 3, 2014:  
3,743,800.

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UTAH MEDICAL PRODUCTS, INC.  
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## PART I - FINANCIAL INFORMATION

## Item 1. Financial Statements

UTAH MEDICAL PRODUCTS, INC. AND SUBSIDIARIES  
 CONSOLIDATED CONDENSED BALANCE SHEETS AS OF  
 SEPTEMBER 30, 2014 AND DECEMBER 31, 2013  
 (in thousands)

	(unaudited) SEPTEMBER 30, 2014	(audited) DECEMBER 31, 2013
<b>ASSETS</b>		
Current assets:		
Cash	\$ 18,248	\$ 14,395
Investments, available-for-sale	56	56
Accounts & other receivables, net	4,648	4,335
Inventories	4,871	4,704
Other current assets	755	796
Total current assets	28,578	24,286
Property and equipment, net	8,467	8,330
Goodwill	15,468	15,649
Other intangible assets	41,152	42,002
Other intangible assets - accumulated amortization	(11,380 )	(9,556 )
Other intangible assets, net	29,772	32,446
Total assets	\$ 82,285	\$ 80,711
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current liabilities:		
Accounts payable	\$ 1,019	\$ 773
Accrued expenses	4,143	2,786
Current portion of notes payable	3,995	4,052
Total current liabilities	9,157	7,611
Notes payable	1,998	5,065
Deferred tax liability - intangible assets	5,945	6,510
Other long term liabilities	-	-
Deferred income taxes	963	944
Total liabilities	18,063	20,130
Stockholders' equity:		
Preferred stock - \$.01 par value; authorized - 5,000 shares; no shares issued or outstanding	-	-
Common stock - \$.01 par value; authorized - 50,000 shares; issued - September 30, 2014, 3,742 shares and December 31, 2013, 3,743 shares	37	37
Accumulated other comprehensive income (loss)	(1,442 )	16
Additional paid-in capital	2,809	3,278
Retained earnings	62,818	57,250
Total stockholders' equity	64,222	60,581
Total liabilities and stockholders' equity	\$ 82,285	\$ 80,711

see notes to consolidated condensed financial statements

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UTAH MEDICAL PRODUCTS, INC. AND SUBSIDIARIES  
CONSOLIDATED CONDENSED STATEMENTS OF INCOME FOR THE  
THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2014 AND  
SEPTEMBER 30, 2013

(in thousands, except per share amounts - unaudited)

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	SEPTEMBER 30,		SEPTEMBER 30,	
	2014	2013	2014	2013
Sales, net	\$ 10,717	\$ 10,032	\$ 31,035	\$ 30,408
Cost of goods sold	4,521	4,083	12,440	12,129
Gross profit	6,196	5,949	18,595	18,279
Operating expense			(a)	Amount Beneficially Owned: 11,928,063*

(b) Percent of Class: 4.90%

(c) Number of Shares as to which such person has:

- |  |             |
|--|-------------|
| (i) Sole power to vote or direct the vote:                 | 0           |
| (ii) Shared power to vote or direct the vote:              | 11,928,063* |
| (iii) Sole power to dispose or direct the disposition of:  | 0           |
| (iv) Shared power to dispose or direct the disposition of: | 11,928,063* |

\*See Attachment A.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities check the following

x

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Various other persons have the right to receive or the power to direct the receipt of dividends from, or proceeds from sale of, the securities whose ownership is reported on this Schedule 13G. No other person's interest in such securities

relates to more than five percent of the class.

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Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on By the Parent Holding Company

N/A

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Item 8. Identification and Classification of Members of the Group

N/A

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Item 9. Notice of Dissolution of Group

N/A

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Item 10.

Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

By: Trellus Management Company, LLC

/s/ Anthony G. Miller  
Name: Anthony G. Miller  
Title: Chief Financial Officer

By: Trellus Partners L.P.

/s/ Anthony G. Miller  
Name: Anthony G. Miller  
Title: Chief Financial Officer  
of Trellus Company, LLC, as General Partner

By: Trellus Partners II, L.P.

/s/ Anthony G. Miller  
Name: Anthony G. Miller  
Title: Chief Financial Officer  
of Trellus Company, LLC, as General Partner

By: Trellus Offshore Fund Limited

/s/ Anthony G. Miller  
Name: Anthony G. Miller  
Title: Chief Financial Officer

/s/ Adam L. Usdan  
Adam L. Usdan

Date: July 7, 2011

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ATTACHMENT A

Trellus Management Company, LLC, a Delaware limited liability company (“Trellus”) is the investment adviser to Trellus Partners, L.P., a Delaware limited partnership, to Trellus Partners II, L.P., a Delaware limited partnership, and to Trellus Offshore Fund Limited, a Cayman Islands corporation. Adam Usdan is the controlling principal and chief investment officer of Trellus. Trellus and Mr. Usdan are shown as sharing a voting power and dispositive power of the same shares of common stock.

AGREEMENT OF JOINT FILING

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with all other persons signatory below of a statement on Schedule 13G or any amendments thereto, with respect to the shares of Common Stock of Elite Pharmaceuticals, Inc. and that this Agreement be included as an attachment to such filing.

This Agreement may be executed in any number of counterparts each of which shall be deemed to be an original and all of which together shall be deemed to constitute one and the same Agreement.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement on the 7th day of July, 2011.

By: Trellus Management Company, LLC

/s/ Anthony G. Miller  
Name: Anthony G. Miller  
Title: Chief Financial Officer

By: Trellus Partners L.P.

/s/ Anthony G. Miller  
Name: Anthony G. Miller  
Title: Chief Financial Officer  
of Trellus Company, LLC, as General Partner

By: Trellus Partners II, L.P.

/s/ Anthony G. Miller  
Name: Anthony G. Miller  
Title: Chief Financial Officer  
of Trellus Company, LLC, as General Partner

By: Trellus Offshore Fund Limited

/s/ Anthony G. Miller  
Name: Anthony G. Miller

Title: Chief Financial Officer

/s/ Adam L. Usdan  
Adam L. Usdan