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MEDSTONE INTERNATIONAL INC/ Form 10-Q November 12, 2002 **Table of Contents** 

### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **FORM 10-Q**

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| (Mark One)   |   |
|--|---|
| X QUARTERLY REPORT PURSUA<br>EXCHANGE ACT OF 1934              | ANT TO SECTION 13 OR 15(d) OF THE SECURITIES  |
| For the quarterly period ended September 30, 2002              |   |
| or   |   |
| TRANSITION REPORT PURSUA EXCHANGE ACT OF 1934                  | NT TO SECTION 13 OR 15(d) OF THE SECURITIES   |
| For the transition period from                                 | to  |
| C  | Commission file number 0-16752  |
|  |   |
| MEDSTONE   | E INTERNATIONAL, INC.   |
| (Exact n   | name of registrant as specified in its charter)   |
| DELAWARE   | 66-0439440  |
| (State or other jurisdiction of incorporation or organization) | (I.R.S. Employer Identification No.)  |
| 100 Columbia, Suite 100, Aliso Viejo, California               | 92656   |
| (Address of principal executive offices)                       | (Zip Code)  |
| Registrant s telepho   | one number, including area code: (949) 448-7700   |
|  | Not Applicable  |
|  | address and former fiscal year, if changed, since last report) led 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 Noo

The number of shares of the Common Stock of the registrant outstanding as of November 11, 2002 was 3,758,220.

#### **Table of Contents**

#### MEDSTONE INTERNATIONAL, INC.

#### INDEX TO FORM 10-Q

|                       |   | Page No. |
|-----------------------|---|----------|
|                       | PART I. FINANCIAL INFORMATION   |          |
| Item 1.               | Financial Statements:   |          |
|                       | Consolidated Balance Sheets September 30, 2002 (Unaudited) and December 31, 2001                                | 3        |
|                       | Condensed Consolidated Statements of Income (Unaudited) Three and Nine Months Ended September 30, 2002 and 2001 | 4        |
|                       | Condensed Consolidated Statement of Stockholders Equity (Unaudited)  Nine Months Ended September 30, 2002       | 5        |
|                       | Condensed Consolidated Statements of Cash Flows (Unaudited) Nine Months ended September 30, 2002 and 2001       | 6        |
|                       | Notes to Unaudited Condensed Consolidated Financial Statements  | 7        |
| Item 2.               | Management s Discussion and Analysis of Financial Condition and Results of Operations                           | 10       |
| Item 3.               | Quantitative and Qualitative Disclosures About Market Risk  | 14       |
| Item 4.               | Controls and Procedures   | 15       |
|                       | PART II. OTHER INFORMATION  |          |
| Item 1.               | <u>Legal Proceedings</u>  | 16       |
| Item 2.               | Changes in Securities   | 16       |
| Item 3.               | <u>Defaults Upon Senior Securities</u>  | 16       |
| Item 4.               | Submission of Matters to a Vote of Security Holders   | 16       |
| Item 5.               | Other Information   | 16       |
| Item 6.               | Exhibits and Reports on Form 8-K  | 16       |
| Signatures            |   | 17       |
| <u>Certifications</u> |   |          |

#### **Table of Contents**

#### MEDSTONE INTERNATIONAL, INC.

#### CONSOLIDATED BALANCE SHEETS

|                    |  | September 30,<br>2002 |              |    | December 31,<br>2001 |
|--------------------|--|-----------------------|--------------|----|----------------------|
|                    |  |                       | (Unaudited)  |    |                      |
|                    | <u>ASSETS</u>  |                       |              |    |                      |
| Current assets:    |  |                       |              |    |                      |
|                    | Cash and cash equivalents  | \$                    | 1,739,324    | \$ | 1,928,731            |
|                    | Short-term investments held to maturity                                    |                       | 4,305,503    |    | 4,570,420            |
|                    | Accounts receivable, less allowance for doubtful accounts of \$840,220 and |                       |              |    |                      |
|                    | \$804,646 at September 30, 2002 and December 31, 2001, respectively        |                       | 3,945,773    |    | 4,013,781            |
|                    | Inventories, less allowance for inventory obsolescence of \$440,712 and    |                       |              |    |                      |
|                    | \$540,417 at September 30, 2002 and December 31, 2001, respectively        |                       | 6,064,828    |    | 6,296,069            |
|                    | Deferred tax assets  |                       | 2,160,695    |    | 2,160,695            |
|                    | Prepaid expenses and other current assets                                  |                       | 474,025      |    | 541,194              |
|                    | Total current assets   |                       | 18,690,148   |    | 19,510,890           |
| Buildings, propo   | erty and equipment, at cost:   |                       |              |    |                      |
| 8 / 1 1            | Building   |                       | 359,324      |    | 359,324              |
|                    | Lithotripters  |                       | 13,569,744   |    | 13,163,285           |
|                    | Equipment  |                       | 2,368,810    |    | 2,048,582            |
|                    | Furniture and fixtures   |                       | 999,452      |    | 961,776              |
|                    | Leasehold improvements   |                       | 175,032      |    | 171,177              |
|                    |  | _                     |              | _  |                      |
|                    |  |                       | 17,472,362   |    | 16,704,144           |
|                    | Less accumulated depreciation and amortization                             |                       | (13,236,592) |    | (12,041,254)         |
|                    | Net property and equipment   |                       | 4,235,770    |    | 4,662,890            |
| C d:114            |  |                       | 2 197 709    | _  | 2 205 251            |
| Goodwill, net      | 1114 1 1 1 1 1 1   |                       | 3,187,708    |    | 3,205,251            |
|                    | nconsolidated subsidiaries   |                       | 879,133      |    | 909,492              |
|                    | in sale-type lease   |                       | 217,488      |    | 224,731              |
| Other assets, ne   | t  |                       | 102,096      |    | 117,006              |
|                    |  | \$                    | 27,312,343   | \$ | 28,630,260           |
|                    | LIABILITIES AND STOCKHOLDERS EQUITY  |                       |              |    |                      |
| Current liabilitie |  |                       |              |    |                      |
|                    | Accounts payable   | \$                    | 1,166,488    | \$ | 1,087,594            |
|                    | Accrued expenses   |                       | 228,628      |    | 345,075              |
|                    | Accrued income taxes   |                       | 211,102      |    |                      |
|                    | Accrued payroll expenses   |                       | 435,596      |    | 313,472              |
|                    | Customer deposits  |                       | 80,912       |    | 364,048              |
|                    | Deferred revenue   |                       | 679,736      |    | 783,948              |
|                    | Total current liabilities  |                       | 2,802,462    |    | 2,894,137            |
| Deferred tax lia   |  |                       | 562,534      |    | 562,534              |
| Minority interes   |  |                       | 469,727      |    | 497,647              |
| Deferred rent      | ot .   |                       |              |    | 86,425               |
|                    |  |                       | 86,091       |    | 60,423               |
| Stockholders e     | equity:  |                       |              |    |                      |

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| Common stock - \$.004 par value, 20,000,000 shares authorized, 5,742,670  |                  |    |              |
|---|------------------|----|--------------|
| shares issued at both September 30, 2002 and December 31, 2001  | 22,971           |    | 22,971       |
| Additional paid-in capital  | 19,646,388       |    | 19,646,388   |
| Accumulated earnings  | 16,525,815       |    | 16,050,251   |
| Accumulated other comprehensive income/(loss)   | (37,936)         |    | 32,756       |
| Treasury stock, at cost, 1,984,450 and 1,631,450 shares at September 30, 2002 and December 31, 2001, respectively | <br>(12,765,709) |    | (11,162,849) |
| Total stockholders equity   | 23,391,529       |    | 24,589,517   |
|   | <br>             | -  |              |
|   | \$<br>27,312,343 | \$ | 28,630,260   |
|   |                  |    |              |

See accompanying notes.

#### **Table of Contents**

#### MEDSTONE INTERNATIONAL, INC.

# CONDENSED CONSOLIDATED STATEMENTS OF INCOME (Unaudited)

|  |    | Three Months Ended<br>September 30, |    |           | Nine Months Ended<br>September 30, |            |    |            |
|--|----|-------------------------------------|----|-----------|------------------------------------|------------|----|------------|
|  |    | 2002                                |    | 2001      |                                    | 2002       |    | 2001       |
| Revenues:  |    |                                     |    |           |                                    |            |    |            |
| Procedures, maintenance fee                              |    |                                     |    |           |                                    |            |    |            |
| and fee-for service                                      | \$ | 4,600,563                           | \$ | 4,816,951 | \$                                 | 13,278,084 | \$ | 14,076,918 |
| Net equipment sales                                      |    | 1,271,401                           |    | 1,066,443 |                                    | 4,779,095  |    | 2,134,302  |
| Interest income  |    | 84,862                              |    | 104,139   |                                    | 246,506    |    | 362,096    |
| Total revenues   |    | 5,956,826                           |    | 5,987,533 |                                    | 18,303,685 |    | 16,573,316 |
| Costs and expenses:                                      |    |                                     |    |           |                                    |            |    |            |
| Costs of procedures and                                  |    |                                     |    |           |                                    |            |    |            |
| maintenance fees   |    | 2,604,139                           |    | 2,928,207 |                                    | 7,642,548  |    | 8,438,313  |
| Cost of equipment sales                                  |    | 837,740                             |    | 683,820   |                                    | 3,506,676  |    | 1,705,647  |
| Research and development                                 |    | 360,304                             |    | 319,631   |                                    | 935,214    |    | 879,735    |
| Selling  |    | 702,431                             |    | 681,465   |                                    | 2,308,676  |    | 1,925,116  |
| General and administrative                               |    | 708,839                             |    | 591,478   |                                    | 2,360,060  |    | 1,903,783  |
| Total costs and operating                                |    |                                     |    |           |                                    |            |    |            |
| expenses   |    | 5,213,453                           |    | 5,204,601 |                                    | 16,753,174 |    | 14,852,594 |
| Operating income   |    | 743,373                             |    | 782,932   |                                    | 1,550,511  |    | 1,720,722  |
| Other expense (income):                                  |    |                                     |    |           |                                    |            |    |            |
| Gain on sale of investments                              |    |                                     |    | (200,169) |                                    |            |    | (627,774)  |
| Other expense  |    | 22,942                              |    | 47,255    |                                    | 25,208     |    | 99,631     |
| Total other expense (income                              | ): | 22,942                              |    | (152,914) |                                    | 25,208     |    | (528,143)  |
| Minority interests:                                      |    |                                     |    |           |                                    |            |    |            |
| Minority interest in                                     |    |                                     |    |           |                                    |            |    |            |
| subsidiaries income                                      |    | 191,550                             |    | 229,485   |                                    | 522,080    |    | 564,444    |
| Equity in (income)/loss from unconsolidated subsidiaries | n  |                                     |    | 186,179   |                                    | 30,359     |    | 149,014    |
| Total minority interest                                  |    | 191,550                             |    | 415,664   |                                    | 552,439    |    | 713,458    |
|  |    |                                     |    |           |                                    |            |    |            |
| Income before provision for income taxes                 |    | 528,881                             |    | 520,182   |                                    | 972,864    |    | 1,535,407  |
| Provision for income taxes                               |    | 301,800                             |    | 205,129   |                                    | 497,300    |    | 639,780    |
| Net income   | \$ | 227,081                             | \$ | 315,053   | \$                                 | 475,564    | \$ | 895,627    |
| Earnings per share:                                      |    |                                     |    |           |                                    |            |    |            |