

AMCON DISTRIBUTING CO  
Form 10-Q  
April 19, 2011  
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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 10-Q**

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

**For the quarterly period ended March 31, 2011**

**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 1-15589**

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(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**47-0702918**  
(I.R.S. Employer  
Identification No.)

**7405 Irvington Road, Omaha NE**  
(Address of principal executive offices)

**68122**  
(Zip code)

Registrant's telephone number, including area code: **(402) 331-3727**

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 (§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 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   
(Do not check if a smaller reporting company)

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 Registrant had 590,232 shares of its \$.01 par value common stock outstanding as of April 18, 2011.



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Table of Contents**PART I FINANCIAL INFORMATION****Item 1. Financial Statements****AMCON Distributing Company and Subsidiaries****Condensed Consolidated Balance Sheets****March 31, 2011 and September 30, 2010**

	March 2011 (Unaudited)	September 2010
<b>ASSETS</b>		
Current assets:		
Cash	\$ 398,982	\$ 356,735
Accounts receivable, less allowance for doubtful accounts of \$0.8 million and \$1.6 million at March 2011 and September 2010, respectively	24,800,880	27,903,689
Inventories, net	33,939,682	35,005,957
Deferred income taxes	1,518,492	1,905,974
Prepaid and other current assets	4,154,742	3,013,485
Total current assets	64,812,778	68,185,840
Property and equipment, net	11,919,797	11,855,669
Goodwill	6,149,168	6,149,168
Other intangible assets, net	4,706,394	4,807,644
Other assets	1,177,614	1,069,050
	\$ 88,765,751	\$ 92,067,371
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
Current liabilities:		
Accounts payable	\$ 16,307,547	\$ 16,656,257
Accrued expenses	6,569,164	6,007,900
Accrued wages, salaries and bonuses	2,080,139	3,161,817
Income taxes payable	531,884	2,366,667
Current maturities of long-term debt	745,177	893,291
Total current liabilities	26,233,911	29,085,932
Credit facility	14,980,497	18,816,709
Deferred income taxes	1,145,250	1,075,861
Long-term debt, less current maturities	4,902,732	5,226,586
Other long-term liabilities	71,061	587,479
Series A cumulative, convertible preferred stock, \$.01 par value 100,000 shares authorized and issued, liquidation preference \$25.00 per share	2,500,000	2,500,000
Series B cumulative, convertible preferred stock, \$.01 par value 80,000 shares authorized and issued, liquidation preference \$25.00 per share	2,000,000	2,000,000
Shareholders' equity:		
Preferred stock, \$.01 par value, 1,000,000 shares authorized, 180,000 shares outstanding and issued in Series A and B referred to above		

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Common stock, \$.01 par value, 3,000,000 shares authorized, 590,232 shares outstanding at March 2011 and 577,432 shares outstanding at September 2010	5,902	5,774
Additional paid-in capital	9,482,317	8,376,640
Retained earnings	27,444,081	24,392,390
Total shareholders' equity	36,932,300	32,774,804
	\$ 88,765,751	\$ 92,067,371

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

Table of Contents**AMCON Distributing Company and Subsidiaries****Condensed Consolidated Unaudited Statements of Operations****for the three and six months ended March 31, 2011 and 2010**

	For the three months ended March		For the six months ended March	
	2011	2010	2011	2010
Sales (including excise taxes of \$70.8 million and \$76.9 million, and \$152.1 million and \$158.4 million, respectively)	\$ 216,603,039	\$ 230,499,129	\$ 461,560,200	\$ 474,440,167
Cost of sales	200,233,927	213,558,955	427,583,366	440,271,980
Gross profit	16,369,112	16,940,174	33,976,834	34,168,187
Selling, general and administrative expenses	12,909,642	13,365,802	26,597,013	27,144,541
Depreciation and amortization	507,133	415,572	1,004,716	802,841
	13,416,775	13,781,374	27,601,729	27,947,382
Operating income	2,952,337	3,158,800		