SCOTTS LIQUID GOLD INC
Form 10-Q
August 12, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT UNDER SECTION 13 OF THE
SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED

June 30, 2010

Commission File No. 001-13458

SCOTT'S LIQUID GOLD-INC.
4880 Havana Street
Denver, CO 80239
Phone: 303-373-4860

Colorado	84-0920811
State of Incorporation	I.R.S. Employer Identification No.

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 [X] 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 (Section 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 [X]

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act. Yes [ ] No [X]

As of August 10, 2010, the Registrant had 10,795,000 of its $0.10 par value common stock outstanding.

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

SCOTT'S LIQUID GOLD-INC. & SUBSIDIARIES
Consolidated Statements of Operations (Unaudited)

	Three Months Ended June 30, 2010	Three Months Ended June 30, 2009	Six Months Ended June 30, 2010	Six Months Ended June 30, 2009
Net sales	$ 3,450,800	$ 3,504,800	$ 7,050,200	$ 7,396,700
Operating costs and expenses:				
Cost of sales	1,821,200	2,003,400	3,702,300	4,249,100
Advertising	171,500	78,400	242,900	150,600
Selling	1,095,600	995,500	2,059,100	2,027,700
General and administrative	608,400	585,400	1,217,900	1,243,000
	3,696,700	3,662,700	7,222,200	7,670,400
Loss from operations	(245,900)	(157,900)	(172,000)	(273,700)
Interest and other income	32,800	2,100	67,300	5,000
Interest expense	(69,800)	(83,000)	(139,000)	(157,600)
	(282,900)	(238,800)	(243,700)	(426,300)
Income tax expense (benefit)	-	-	-	-
Net loss	$ (282,900)	$ (238,800)	$ (243,700)	$ (426,300)
Net loss per common share (Note 2):				
Basic and Diluted	$ (0.03)	$ (0.02)	$ (0.02)	$ (0.04)
Weighted average shares outstanding:				
Basic and Diluted	10,795,000	10,795,000	10,795,000	10,763,500

See accompanying notes to consolidated financial statements.

SCOTT'S LIQUID GOLD-INC. & SUBSIDIARIES
Consolidated Balance Sheets

	June 30, 2010	December 31, 2009
	(Unaudited)	

ASSETS		
Current assets:		
Cash and cash equivalents	$ 719,900	$ 654,100
Investment securities	-	4,300
Trade receivables, net of allowance of $60,200 and $59,800, respectively, for doubtful accounts	581,800	314,400
Inventories, net	2,392,400	1,984,600
Prepaid expenses	127,900	142,300
Total current assets	3,822,000	3,099,700
Property, plant and equipment, net	11,303,900	11,554,100
Other assets	99,600	110,000
TOTAL ASSETS	$15,225,500	$14,763,800
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Obligations collateralized by receivables	$ 504,800	$ -
Accounts payable	1,514,400	1,109,900
Accrued payroll and benefits	582,600	578,900
Other accrued expenses	279,700	370,000
Current maturities of long-term debt	324,900	319,600
Total current liabilities	3,206,400	2,378,400
Long-term debt, net of current maturities	3,870,300	4,034,300
TOTAL LIABILITIES	7,076,700	6,412,700
Shareholders' equity:		
Common stock; $.10 par value, authorized 50,000,000 shares; issued and outstanding 10,795,000 shares, and 10,795,000 shares, respectively	1,079,500	1,079,500
Capital in excess of par	5,306,000	5,264,300
Accumulated comprehensive income	-	300
Retained earnings	1,763,300	2,007,000
Shareholders' equity	8,148,800	8,351,100
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$15,225,500	$14,763,800

See accompanying notes to consolidated financial statements.

SCOTT'S LIQUID GOLD-INC. & SUBSIDIARIES
Consolidated Statements of Cash Flows (Unaudited)

	Six Months Ended June 30,	
	2010	2009
Cash flows from operating activities:		

Net loss	$ (243,700)	$ (426,300)
Adjustments to reconcile net loss to net cash provided (used) by operating activities:		
Depreciation and amortization	260,700	268,400
Provision for doubtful accounts	-	2,500
Stock issued to ESOP	-	17,000
Stock based compensation	41,700	38,600
Gain on sale of securities	(300)	-
Changes in assets and liabilities:		
Proceeds from sale of accounts receivable	-	2,163,800
Trade and other receivables, net	76,200	(2,035,400)
Inventories	(407,800)	(29,300)
Prepaid expenses and other assets	14,300	(14,400)
Accounts payable and accrued expenses	481,400	56,100
Total adjustments to net loss	466,200	467,300
Net Cash Provided by Operating Activities	222,500	41,000
Cash flows from investing activities:		
Proceeds from sale of securities	4,300	-
Real estate brokerage costs	(41,200)	-
Net Cash Used by Investing Activities	(36,900)	-
Cash flows from financing activities:		
Proceeds on obligations collateralized by receivables	38,800	-
Principal payments on long-term borrowings	(158,600)	(135,400)
Net Cash Used by Financing Activities	(119,800)	(135,400)
Net Increase (Decrease) in Cash and Cash Equivalents	65,800	(94,400)
Cash and Cash Equivalents, beginning of period	654,100	909,900
Cash and Cash Equivalents, end of period	$ 719,900	$ 815,500
Supplemental disclosures:		
Cash paid during period for:		
Interest	$ 139,400	$ 158,700

See accompanying notes to consolidated financial statements.

SCOTT'S LIQUID GOLD-INC. & SUBSIDIARIES
Notes to Consolidated Financial Statements (Unaudited)

Note 1. Summary of Significant Accounting Policies

(a) Company Background

Scott's Liquid Gold-Inc. (a Colorado corporation) was incorporated on February 15, 1954. Scott's Liquid Gold-Inc. and its wholly-owned subsidiaries (collectively, "we" or "our") manufacture and market quality household and skin care products, and we fill, package and market our Mold Control 500 product. Since the first quarter of 2001, we have acted as the distributor in the United States for beauty care products contained in individual sachets and manufactured by Montagne Jeunesse. In 2006 and 2007, we began the distribution of certain other products. Our business is comprised of two segments -- household products and skin care products.

(b) Principles of Consolidation

Our consolidated financial statements include our accounts and those of our wholly-owned subsidiaries. All intercompany accounts and transactions have been eliminated.

(c) Basis of Preparation of Financial Statements

We have prepared these unaudited interim consolidated financial statements in accordance with the rules and regulations of the Securities and Exchange Commission. Such rules and regulations allow the omission of certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles as long as the statements are not misleading. In the opinion of management, all adjustments necessary for a fair presentation of these interim statements have been included and are of a normal recurring nature. These interim financial statements should be read in conjunction with our financial statements included in our 2009 Annual Report on Form 10-K. The results of operations for the interim period may not be indicative of the results to be expected for the full fiscal year.

(d) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include, but are not limited to, realizability of deferred tax assets, reserves for slow moving and obsolete inventory, customer returns and allowances, coupon redemptions, bad debts, and stock-based compensation.

(e) Cash Equivalents

We consider all highly liquid investments with an original maturity of three months or less at the date of acquisition to be cash equivalents.

(f) Investments in Marketable Securities

We follow FASB authoritative guidance as it relates to accounting for certain investments in debt and equity securities which requires that we classify investments in marketable securities according to management's intended use of such investments. These guidelines are periodically reviewed and modified to take advantage of trends in yields and interest rates. We consider all investments as available for use in our current operations and, therefore, classify them as short-term, available-for-sale investments. Available-for-sale investments are stated at fair value, with unrealized gains and losses, if any, reported net of tax, as a separate component of shareholders' equity and comprehensive income (loss). The cost of the securities sold is based on the specific identification method. Investments in corporate and government securities as of December 31, 2009, are scheduled to mature within one year.

(g) Sale of Accounts Receivable

On November 3, 2008, effective as of October 31, 2008, we established a $1,200,000 factoring line with an asset-based lender, Summit Financial Resources ("Lender"), and secured by accounts receivable, inventory, any lease in which we are a lessor, all investment property and guarantees by our active subsidiaries. This facility enables us to sell selected accounts receivable invoices to the Lender with full recourse against us. During the first six months of 2010, we sold approximately $5,452,400 of our accounts receivable invoices to the Lender under a financing agreement for approximately $3,816,700. The Company retains an interest equal to 30% of the total accounts receivable invoice sold to the Lender less a collateral management fee of 0.28% for each 10-day period that an accounts receivable invoice is uncollected plus a daily finance fee, based on Wall Street Journal prime (3.25% at June 30, 2010) plus 1%, imposed on (a) the net of the outstanding accounts receivable invoices less (b) retained amounts due to us. At June 30, 2010, approximately $695,200 of this credit line was available for future factoring of accounts receivable invoices.

We have adopted the FASB's amended authoritative guidance which was issued in June 2009 and which became effective January 1, 2010 as it relates to distinguishing between transfers of financial assets that are sales from transfers that are secured borrowings. Under this new guidance as adopted by the Company effective January 1, 2010, the reporting of the sale of accounts receivable is treated as a secured borrowing rather than as a sale. As a result, affected accounts receivable are reported under Current Assets within the Company's balance sheet as "Trade receivables, collateralized" subject to reserves for doubtful accounts, returns and other allowances. Similarly, the net liability owing to Summit Financial Resources appears as "Obligations collateralized by receivables" within the Current Liabilities section of the Company's balance sheet. Net proceeds received from the sale of accounts receivable appear as cash provided or used by financing activities within the Company's Consolidated Statements of Cash Flows. Early adoption of this amended guidance was not permitted. Under the authoritative guidance in effect prior to the amended guidance noted above, after a transfer of financial assets, an entity recognizes the financial and servicing assets it controls and the liabilities it has incurred, derecognizes financial assets when control has been surrendered, and derecognizes liabilities when extinguished.

(h) Inventories

Inventories consist of raw materials and finished goods and are stated at the lower of cost (first-in, first-out method) or market. We record a reserve for slow moving and obsolete products and raw materials. We estimate reserves for slow moving and obsolete products and raw materials based upon historical and anticipated sales.

Inventories were comprised of the following at:

	June 30, 2010	December 31, 2009
Finished goods	$ 1,434,200	$ 1,244,700
Raw materials	1,374,500	1,150,500
Inventory reserve for obsolescence	(416,300)	(410,600)
	$ 2,392,400	$ 1,984,600

(i) Property, Plant and Equipment

Property, plant and equipment are recorded at historical cost. Depreciation is provided using the straight-line method over estimated useful lives of the assets ranging from three to forty-five years. Building structures and building improvements are estimated to have useful lives of 35 to 45 years and 3 to 20 years, respectively.

Production equipment and production support equipment are estimated to have useful lives of 15 to 20 years and 3 to 10 years, respectively. Office furniture and office machines are estimated to have useful lives of 10 to 20 and 3 to 5 years, respectively. Carpeting, drapes and company vehicles are estimated to have useful lives of 5 to 10 years. Maintenance and repairs are expensed as incurred. Improvements that extend the useful lives of the assets or provide improved efficiency are capitalized.

(j) Financial Instruments

Financial instruments which potentially subject us to concentrations of credit risk include cash and cash equivalents, investments in marketable securities, and trade receivables. We maintain our cash balances in the form of bank demand deposits with financial institutions that management believes are creditworthy. We establish an allowance for doubtful accounts based upon factors surrounding the credit risk of specific customers, historical trends and other information. We have no significant financial instruments with off-balance sheet risk of accounting loss, such as foreign exchange contracts, option contracts or other foreign currency hedging arrangements.

The recorded amounts for cash and cash equivalents, receivables, other current assets, and obligations collateralized by receivables, accounts payable and accrued expenses approximate fair value due to the short-term nature of these financial instruments. Our long-term debt bears interest at a fixed rate that adjusts annually on the anniversary date to a then prime rate. The carrying value of long-term debt approximates fair value as of June 30, 2010 and December 31, 2009.

(k) Long-Lived Assets

We follow FASB authoritative guidance as it relates to the proper accounting treatment for the impairment or disposal of long-lived assets. This guidance requires that long-lived assets and certain identifiable intangibles be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets. Assets to be disposed of are reported at the lower of the carrying amount or fair value less costs to sell.

As of December 31, 2009, due to changes in the real estate market in Denver, Colorado and the continuing economic downturn, we conducted an evaluation into fair value impairment as regards our property, plant and equipment with particular attention to our land and buildings ("facilities") which have an original cost of $17,485,800 and a depreciated book value at December 31, 2009 of approximately $10,792,700. For the facilities, we performed an evaluation utilizing an income capitalization model employing rental, vacancy and capitalization rates obtained from independent market data relative to our area of the Denver market as well as the actual rental rate in effect in the current lease of a portion of our office space. This evaluation returned a range of fair value estimates in excess of (a) the carrying value of the facilities and (b) the current listing price for the facilities. We currently have the facilities listed for sale at the price of $11,500,000 for the improved property plus an unstated amount for an unimproved, adjacent 5.5 acre parcel of land with a value estimated by us at $1,200,000. Based upon our evaluation, we find there to be no impairment in the carrying values of our long-lived assets at December 31, 2009 and there have been no events or changes in circumstances that indicate the fair value of the facilities has declined in the six months ended June 30, 2010; however, the valuation of our facilities can be affected by future events including the commercial real estate market in which our facilities are located.

(l) Income Taxes

We follow FASB authoritative guidance for the accounting for income taxes which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences attributable to differences between the financial statement carrying amounts of assets and liabilities and their respective income tax bases. A valuation allowance is provided when it is more likely than not that some portion or all of a deferred tax asset will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the period in which related temporary differences become deductible. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

(m) Revenue Recognition

Revenue is recognized when an arrangement exists to sell our product, we have delivered such product in accordance with that arrangement, the sales price is determinable, and collectibility is probable. Reserves for estimated market development support, pricing allowances and returns are provided in the period of sale as a reduction of revenue. Reserves for returns and allowances are recorded as a reduction of revenue, and are maintained at a level that management believes is appropriate to account for amounts applicable to existing sales. Reserves for coupons and certain other promotional activities are recorded as a reduction of revenue at the later of the date at which the related revenue is recognized or the date at which the sales incentive is offered. At June 30, 2010 and December 31, 2009 approximately $325,000 and $403,000, respectively, had been reserved as a reduction of accounts receivable, and approximately $57,000 and $23,000, respectively, had been reserved as current liabilities. Co-op advertising, marketing funds, slotting fees and coupons are deducted from gross sales and totaled $539,000 and $674,100 in the six months ended June 30, 2010 and 2009, respectively.

(n) Advertising Costs

Advertising costs are expensed as incurred.

(o) Stock-based Compensation

During the first six months of 2010, we granted 434,000 options for shares of our common stock to four officers, two non-employee directors and twenty-three employees at $0.22 to $0.30 per share. The options, which vest ratably over forty-eight months, or upon a change in control, and which expire after five years, were granted at or above the market value as of the date of grant.

The weighted average fair market value of the options granted in the first half of 2010 and 2009 were estimated on the date of grant, using a Black-Scholes option pricing model with the following assumptions:

	June 30, 2010	June 30, 2009
Expected life of options (using the "simplified" method)	4.5 years	4.5 years
Risk-free interest rate	2.3%	1.9%
Expected volatility of stock	121%	75%
Expected dividend rate	None	None

Compensation cost related to stock options recognized in operating results (included in general and administrative expenses) under authoritative guidance issued by the FASB was $41,700 in the six months ended June 30, 2010. Approximately $161,800 of total unrecognized compensation costs related to non-vested stock options is expected to be recognized over the next forty-four months. In accordance with this same authoritative guidance, there was no tax benefit from recording the non-cash expense as it relates to the options granted to employees, as these were qualified stock options which are not normally tax deductible. With respect to the non-cash expense associated with the options granted to the non-employee directors, no tax benefit was recognized due to the existence of as yet unutilized net operating losses. At such time as these operating losses have been utilized and a tax benefit is realized from the issuance of non-qualified stock options, a corresponding tax benefit may be recognized.

(p) Comprehensive Income (Loss)

We follow FASB authoritative guidance which establishes standards for reporting and displaying comprehensive income (loss) and its components. Comprehensive income (loss) includes all changes in equity during a period from non-owner sources.

The following table is a reconciliation of our net loss to our total comprehensive loss for the three and six months ended June 30, 2010 and 2009:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2010	2009	2010	2009
Net loss	$ (282,900)	$ (238,800)	$ (243,700)	$ (426,300)
Unrealized loss on investment securities	-	-	-	(100)
Comprehensive loss	$ (282,900)	$ (238,800)	$ (243,700)	$ (426,400)

(q) Operating Costs and Expenses Classification

Cost of sales includes costs associated with manufacturing and distribution including labor, materials, freight-in, purchasing and receiving, quality control, internal transfer costs, repairs, maintenance and other indirect costs, as well as warehousing and distribution costs. We classify shipping and handling costs comprised primarily of freight-out and nominal outside warehousing costs as a component of selling expense on the accompanying Consolidated Statement of Operations. Shipping and handling costs totaled $634,100 and $669,600, for the six months ended June 30, 2010 and 2009, respectively.

Selling expenses consist primarily of shipping and handling costs, wages and benefits for sales and sales support personnel, travel, brokerage commissions, promotional costs, as well as other indirect costs.

General and administrative expenses consist primarily of wages and benefits associated with management and administrative support departments, business insurance costs, professional fees, office facility related expenses, and other general support costs.

(r) Recently Issued Accounting Pronouncements

In June 2009, the FASB issued an amendment to its pre-existing guidance as relates to accounting for transfers of financial assets and extinguishments of liabilities. This new guidance, which is effective

January 1, 2010, changed the Company's current accounting treatment as regards the sale of accounts receivable invoices as discussed in Note 1(g). Early adoption of this amended guidance was not permitted.

Note 2. Earnings per Share

Per share data was determined by using the weighted average number of common shares outstanding. Potentially dilutive securities, including stock options, are considered only for diluted earnings per share, unless considered anti-dilutive. The potentially dilutive securities, which are comprised of outstanding stock options of 1,932,650 and 1,922,900 at June 30, 2010 and 2009, were excluded from the computation of weighted average shares outstanding due to their anti-dilutive effect.

A reconciliation of the weighted average number of common shares outstanding for the three and six months ended June 30, 2010 and 2009, respectively, follows:

	2010		
	Three Months	Six Months	Total Shares
Common shares outstanding beginning of period	10,795,000	10,795,000	10,795,000
Stock issued to ESOP (a)	-	-	-
Weighted average number of common shares outstanding	10,795,000	10,795,000	10,795,000
Dilutive effect of common share equivalents	-	-	-
Diluted weighted average number of common shares outstanding	10,795,000	10,795,000	10,795,000

	2009		
	Three Months	Six Months	Shares
Common shares outstanding beginning of period	10,695,000	10,695,000	10,695,000
Stock issued to ESOP (a)	100,000	68,500	100,000
Weighted average number of common shares outstanding	10,795,500	10,763,500	10,795,000
Dilutive effect of common share equivalents	-	-	-
Diluted weighted average number of common shares outstanding	10,795,500	10,763,500	10,795,000

(a) In February 2009, the Board of Directors authorized and the

Company issued 100,000 shares of common stock to the Employee Stock Ownership Plan at a price of $0.17 per share.

At June 30, 2010, there were authorized 50,000,000 shares of our $.10 par value common stock and 20,000,000 shares of preferred stock issuable in one or more series. None of the preferred stock was issued or outstanding at June 30, 2010.

Note 3. Segment Information

We operate in two different segments: household products and skin care products. Our products are sold nationally and internationally (primarily Canada), directly and through independent brokers, to mass merchandisers, drug stores, supermarkets, wholesale distributors and other retail outlets. Management has chosen to organize our business around these segments based on differences in the products sold. The household products segment includes: "Scott's Liquid Gold" wood care products including a cleaner that preserves as it cleans and a wood wash product; Mold Control 500, a mold remediation product; "Clean Screen," a surface cleaner for sensitive electronic televisions and other devices; and "Touch of Scent" room air fresheners. The skin care segment includes: "Alpha Hydrox," alpha hydroxy acid cleansers and lotions; a retinol product; and "Diabetic Skin Care", a healing cream and moisturizer developed to address skin conditions of diabetics. In the skin care segment, we also distribute skin care and other sachets of Montagne Jeunesse and certain other products.

The following provides information on our segments for the three and six months ended June 30:

	Three Months ended June 30,			
	2010		2009	
	Household Products	Skin Care Products	Household Products	Skin Care Products
Net sales to external customers	$ 1,776,100	$ 1,674,700	$ 1,677,600	$ 1,827,200
Loss before profit sharing, bonuses and income taxes	$ (131,300)	$ (151,600)	$ (35,500)	$ (203,300)
Identifiable assets	$ 2,791,200	$ 4,126,900	$ 2,610,000	$ 4,492,600

	Six Months ended June 30,			
	2010		2009	
	Household Products	Skin Care Products	Household Products	Skin Care Products
Net sales to external customers	$ 3,742,800	$ 3,307,400	$ 3,504,300	$ 3,892,400
Income (loss) before profit sharing, bonuses and				

income taxes	$ 22,800	$ (266,500)	$ (175,900)	$ (250,400)
Identifiable assets	$ 2,791,200	$ 4,126,900	$ 2,610,000	$ 4,492,600

The following is a reconciliation of segment information to consolidated information for the three and six months ended June 30:

	Three Months ended June 30,		Six Months ended June 30,	
	2010	2009	2010	2009
Net sales to external customers	$ 3,450,800	$ 3,504,800	$ 7,050,200	$ 7,396,700
Loss before profit sharing, bonuses and income taxes	$ (282,900)	$ (238,800)	$ (243,700)	$ (426,300)
Identifiable assets	$ 6,918,100	$ 7,102,600	$ 6,918,100	$ 7,102,600
Corporate assets	8,307,400	8,940,200	8,307,400	8,940,200
Consolidated total assets	$15,225,500	$16,042,800	$15,225,500	$16,042,800

Corporate assets noted above are comprised primarily of our cash and investments, and property and equipment not directly associated with the manufacturing, warehousing, shipping and receiving activities.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Results of Operations

During the first half of 2010, we experienced an overall decrease in net sales of $346,500 as compared to the first half of 2009. Our net loss for the first half of 2010 was $243,700 versus a loss of $426,300 in the first half of 2009. The decrease in our loss for the first half of 2010 compared to the first half of 2009 results primarily from improved gross margins across all product lines offset in part by an increase in advertising and selling expenses.

Summary of Results as a Percentage of Net Sales

	Year Ended December 31,	Six Months Ended June 30,	
	2009	2010	2009
Net sales			
Scott's Liquid Gold household products	50.6%	53.1%	47.4%
Neoteric Cosmetics	49.4%	46.9%	52.6%
Total Net Sales	100.0%	100.0%	100.0%
Cost of Sales	58.0%	52.5%	57.4%
Gross profit	42.0%	47.5%	42.6%

Other revenue	0.2%	0.9%	-
	42.2%	48.4%	42.6%
Operating expenses	48.5%	49.9%	46.3%
Interest	2.1%	2.0%	2.1%
	50.6%	51.9%	48.4%
Loss before income taxes	(8.4%)	(3.5%)	(5.8%)

Our gross margins may not be comparable to those of other entities, because some entities include all of the costs related to their distribution network in cost of sales and others, like us, exclude a portion of them (freight out to customers and nominal outside warehouse costs) from gross margin, including them instead in the selling expense line item. See Note 1(q), Operating Costs and Expenses Classification, to the unaudited Consolidated Financial Statements in this Report.

Six Months Ended June 30, 2010
Compared to Six Months Ended June 30, 2009

Comparative Net Sales

	Six Months Ended June 30,		
	2010	2009	Percentage Increase (Decrease)
Scott's Liquid Gold and other household products	$ 3,484,700	$ 3,139,900	11.0%
Touch of Scent	258,100	364,400	(29.2%)
Total household products	3,742,800	3,504,300	6.8%
Alpha Hydrox and other skin care	1,826,900	1,900,200	(3.9%)
Montagne Jeunesse and other distributed skin care	1,480,500	1,992,200	(25.7%)
Total skin care products	3,307,400	3,892,400	(15.0%)
Total Net Sales	$ 7,050,200	$ 7,396,700	(4.7%)

Consolidated net sales for the first half of the current year were $7,050,200 versus $7,396,700 for the first six months of 2009, a decrease of $346,500. Average selling prices for the first half of 2010 were down by $78,500 over the first half of 2009. Average selling prices of household products were down by $90,700, while average selling prices of skin care products were up by $12,200. This overall decrease in selling prices reflects an increase in coupon usage on household products in 2010 versus 2009. Co-op advertising, marketing funds, slotting fees, and coupons paid to retailers are deducted from gross sales, and totaled $539,000 in the first half of 2010 versus $674,100 in the same period in 2009, a decrease of $135,100 or 20.0%. This decrease consisted of a decrease in coupon expense of $400, a decrease in co-op advertising funds of $75,600, and an increase in slotting fee expenses of $59,100.

From time to time, our customers return product to us. For our household products, we permit returns only for a limited time, and generally only if there is a manufacturing defect. With regard to our skin care products, returns are more frequent under an unwritten industry standard that permits returns for a variety of reasons. In the event a skin care customer requests a return of product, the Company will consider the request, and may grant such request in order to maintain or enhance relationships with customers, even in the absence of an enforceable right of the customer to do so. Some retailers have not returned products to us. Return price credit (used in exchanges typically, or rarely, refunded in cash) when authorized is based on the original sale price plus a handling charge of the retailer that ranges from 8-10%. The handling charge covers costs associated with the return and shipping of the product. Additions to our reserves for estimated returns are subtracted from gross sales.

From January 1, 2007 through June 30, 2010, our product returns (as a percentage of gross revenue) have averaged as follows: household products 0.5%, Montagne Jeunesse products 2.8%, and our Alpha Hydrox and other skin care products 3.7%. The level of returns as a percentage of gross revenue for the household products and Montagne Jeunesse products have remained fairly constant as a percentage of sales over that period while the Alpha Hydrox and other skin care products return levels have fluctuated. More recently, as our sales of the Alpha Hydrox skin care products have declined we have seen a decrease in returns of these products as a percentage of gross revenues. The products returned in the first half of 2010 (indicated as a percentage of gross revenues) were: household products 1.5%, Montagne Jeunesse products 1.0%, and our Alpha Hydrox and other skin care products 0.4%. We are not aware of any industry trends, competitive product introductions or advertising campaigns at this time which would cause returns as a percentage of gross sales to be materially different for the current fiscal year than for the above averages. Furthermore, our management is not currently aware of any changes in customer relationships that we believe would adversely impact anticipated returns. However, we review our reserve for returns quarterly and we regularly face the risk that the existing conditions related to product returns will change.

During the first half of 2010, net sales of skin care products accounted for 46.9% of consolidated net sales compared to 52.6% for the same period of 2009. Net sales of these products for that period were $3,307,400 in 2010 compared to $3,892,400 in 2009, a decrease of $585,000 or 15.0%. Our decrease in net sales of skin care was comprised of a decrease of $511,700 in sales of products for which we act as a distributor and a decrease of $73,300 in our manufactured skin care product lines.

Overall, net sales of our line-up of distributed products, including Montagne Jeunesse, totaled $1,480,500 in the first half of 2010 as compared to net sales of $1,992,200 in the same period of 2009, a decrease of $511,700 or 25.7%. This sales decrease is primarily the result of a reduced selection of the Montagne Jeunesse products with our largest retail customer; which began in the third quarter of 2009, offset in part by sales of Batiste dry shampoo, which was first introduced in November 2009. Net sales of other distributed skin care products were nominal in the first half of both 2010 and 2009.

Similarly, net sales of our Alpha Hydrox and other manufactured skin care products declined $73,300, or 3.9%, from $1,900,200 in the first half of 2009 to $1,826,900 for the same period of 2010. This sales decrease was attributable to the discontinued sale of our Massage Oils by our largest retail customer.

Sales of household products for the first half of 2010 accounted for 53.1% of consolidated net sales compared to 47.4% for the same period in 2009. These products are comprised of Scott's Liquid Gold wood care products, Mold Control 500, Clean Screen, and Touch of Scent. During the six months ended June 30, 2010 sales of household products were $3,742,800 as compared to $3,504,300 for the same period in 2009, an increase of $238,500, or 6.8%. Sales of Scott's Liquid Gold products increased by $454,500, or 15.4%, in 2010 versus 2009 while Mold Control 500 sales were down by $109,700, or 60.5%, and sales of Touch of Scent products declined $106,300, or 29.2%, in the same comparative periods. The increase in sales of Scott's Liquid Gold products is primarily attributable to the introduction of "Clean Screen," a surface cleaner for sensitive electronics including HDTV screens, computer monitors and other such devices, coupled with an increase in sales of wood care products. The decrease in sales of Touch of Scent products is attributable to the discontinuation of the air freshener products Cube Scents and Odor Extinguisher in 2008 and 2009 along with a reduction in sales through our online store.

As sales of a consumer product decline, there is the risk that retail stores will stop carrying the product. The loss of any significant customer for any skin care products, "Scott's Liquid Gold" wood care or mold remediation products could have a significant adverse impact on our revenues and operating results.

We also believe that the introduction of successful new products, including line extensions of existing products, such as the wood wash and our mold remediation product, using the name "Scott's Liquid Gold", are important in our efforts to maintain or grow our revenue. In the second quarter of 2009, we introduced, with limited sales to date, "Clean Screen", a new household product under the Scott's Liquid Gold brand. Additionally, in the fourth quarter of 2009 we introduced Batiste dry shampoo for distribution in the United States. Additionally, we regularly review possible additional products to sell through distribution agreements or to manufacture ourselves. To the extent that we manufacture a new product rather than purchase it from external parties, we are also benefited by the use of existing capacity in our facilities. The actual introduction of additional products, the timing of any additional introductions and any revenues realized from new products is uncertain.

On a consolidated basis, cost of goods sold was $3,702,300 during the first six months of 2010 compared to $4,249,100 for the same period of 2009, a decrease of $546,800 or 12.9%, against a sales decrease of 4.7%. As a percentage of consolidated net sales, cost of goods sold was 52.5% in 2010 versus 57.4% in 2009, a decrease of about 8.5%. With respect to our skin care products, the cost of goods dropped to 55.1% in first half of 2010 as compared to 58.1% in the first half of 2009 as a result of our decision in 2009 to discontinue our business relationship with a retail chain where excessive retail support in the form of product returns, marketing co-op funds, coupons and promotion programs and damage claims had made such business unprofitable. Likewise, household products experienced a decline in cost of goods sold from 56.7% in the first six months in 2009 compared to 50.2% for the same period in 2010. In 2009, cost of goods sold reflected the sale of discontinued products at below our cost of approximately $300,000 as well as higher steel can costs which were subsequently negotiated down in mid 2009 and again in early 2010. Further contributing to the lower overall cost of goods sold percentage is the decrease in sales promotion expenses which favorably impacts our net revenues and thus affected our margins.

Operating Expenses, Interest Expense and Other Income

	Six Months ended June 30,		
	2010	2009	Percentage Increase (Decrease)
Operating Expenses			
Advertising	$ 242,900	$ 150,600	61.3%
Selling	2,059,100	2,027,700	1.5%
General & Administrative	1,217,900	1,243,000	(2.0%)
Total operating expenses	$3,519,900	$3,421,300	2.9%
Interest and Other Income	$ 67,300	$ 5,000	1,246.0%
Interest Expense	$ 139,000	$ 157,600	11.8%

Operating expenses, comprised primarily of advertising, selling and general and administrative expenses, increased $98,600 in the first half of 2010, when compared to the first half of 2009. The various components of operating expenses are discussed below.

Advertising expenses for the first six months of 2010 were $242,900 compared to $150,600 for the comparable period of 2009, an increase of $92,300 or 61.3%. This increase reflects coupon campaigns for our household products directed nationwide as well as retailer-specific programs.

Selling expenses for the first half of 2010 were $2,059,100 compared to $2,027,700 for the comparable six months of 2009, an increase of $31,400 or 1.5%. This increase was comprised of a decrease in freight expenses of $37,800 largely resulting from declining fuel prices and the utilization of a third-party logistics firm as well as the overall reduction in sales in the first six months of 2010 compared to 2009 offset by an increase in promotional selling expenses of $59,900 related to efforts to support our diabetic products and a net increase in other selling expenses, none of which by itself is significant, of $9,300.

General and administrative expenses for the first six months of 2010 were $1,217,900 compared to $1,243,000 for the comparable period of 2009, a decrease of $25,100 or 2.0%. That decrease resulted from a decrease in salaries, fringe benefits and related travel expense of $51,900 associated with a reduction in personnel and fees paid to outside directors offset by an increase in professional fees and reporting costs of $14,900 and a net increase in various other expense items, none of which by itself is significant, of $11,900.

Interest expense for the first half of 2010 was $139,000 and included $51,400 in collateral management fees incurred relative to the sale of accounts receivable invoices to Summit Financial Resources. Interest expense for the first half of 2009 was $157,600 and included $29,300 in collateral management fees. The decrease in interest expense reflects the combined effect of a decrease in the outstanding mortgage liability from 2009 to 2010 and the reduction in the interest rate in effect on that mortgage from 5.0% prior to June 28, 2009 to 3.25% effective after that date.

Interest and other income for the first six months of 2010 of $67,300 included $62,700 of net rental receipts from the rental of a portion of our headquarters building, which we own, and $4,600 in interest earned on our cash reserves as compared to $5,000 in interest earned on our cash reserves in the first six months of 2009. There were no rental receipts in the first six months of 2009.

Three Months Ended June 30, 2010
Compared to Three Months Ended June 30, 2009

Comparative Net Sales

	Three Months Ended June 30,		
	2010	2009	Percentage Increase (Decrease)
Scott's Liquid Gold and other household products	$ 1,636,600	$ 1,534,300	6.7%
Touch of Scent	139,500	143,300	(2.7%)
Total household products	1,776,100	1,677,600	5.9%
Alpha Hydrox and other skin care	1,024,700	870,300	17.7%
Montagne Jeunesse and other distributed skin care	650,000	956,900	(32.1%)
Total skin care products	1,674,700	1,827,200	(8.3%)
Total Net Sales	$ 3,450,800	$ 3,504,800	(1.5%)

Consolidated net sales for the second quarter of the current year were $3,450,800 versus $3,504,800 for the comparable quarter of 2009, a decrease of $54,000 or 1.5%. Average selling prices for the second quarter of 2010 were down by $64,700 over those of the comparable period of 2009, with prices of household products being down by $121,000, while average selling prices of skin care products were up by $56,300. Co-op advertising, marketing funds, slotting fees and coupon expenses paid to retailers were subtracted from gross sales in accordance with current accounting policies totaling $336,200 in the second quarter of 2010 versus $317,900 in the same period in 2009, an increase of $18,300 or 5.8%. This increase consisted of an increase in coupon expenses of $3,500, an increase in co-op advertising of $19,200, and a decrease in slotting of $4,400.

During the second quarter of 2010, net sales of skin care products accounted for 48.5% of consolidated net sales compared to 52.1% for the same quarter in 2009. Net sales of these products for that period were $1,674,700 in 2010 compared to $1,827,200 in 2009, a decrease of $152,500 or 8.3%. Our decrease in net sales of skin care products was comprised of a decrease of $306,900 in sales of products for which we act as a distributor and an increase of $154,400 in our manufactured skin care product lines.

Overall, net sales of our line-up of distributed products, including Montagne Jeunesse, totaled $650,000 in the second quarter of 2010 as compared to net sales of $956,900 in the same period of 2009, a decrease of $306,900 or 32.1%. This sales decrease is primarily the result of a reduced selection of the Montagne Jeunesse products with our largest retail customer, which began in the third quarter of 2009, offset in part by sales of Batiste dry shampoo, which was first introduced in November 2009. Net sales of other distributed skin care products were nominal in the second quarter of both 2010 and 2009.

Conversely, net sales of our Alpha Hydrox and other manufactured skin care products rose $154,400, or 17.7%, from $870,300 in the second quarter of 2009 to $1,024,700 for the same period of 2010. This sales increase was attributable primarily to expanded distribution.

Sales of household products for the second quarter of 2010 accounted for 51.5% of consolidated net sales compared to 47.9% for the same period in 2009. These products are comprised of Scott's Liquid Gold wood care products, Mold Control 500, Clean Screen, and Touch of Scent. During the quarter ended June 30, 2010 sales of household products were $1,776,100 as compared to $1,677,600 for the same period in 2009, an increase of $98,500, or 5.9%. Sales of Scott's Liquid Gold products increased by $208,000, or 14.3%, in 2010 versus 2009 while Mold Control 500 sales were down by $105,700, or 130.8%, and sales of Touch of Scent products declined $3,800, or 2.7%, in the same comparative periods. The increase in sales of Scott's Liquid Gold products is attributable to both promotional efforts involving coupons and to the introduction of "Clean Screen," a surface cleaner for sensitive electronics including HDTV screens, computer monitors and other such devices.

On a consolidated basis, cost of goods sold was $1,821,200 during the second quarter of 2010 compared to $2,003,400 for the same period of 2009, a decrease of $182,200 or 9.1%, against a sales decrease of 1.5%. As a percentage of consolidated net sales, cost of goods sold was 52.8% in 2010 versus 57.2% in 2009, a decrease of about 7.7%. With respect to our skin care products, the cost of goods declined to 54.0% in second quarter of 2010 as compared to 61.8% in the second quarter of 2009 as a result of our decision in 2009 to discontinue our business relationship with a retail chain where excessive retail support in the form of product returns, marketing co-op funds, coupons and promotion programs and damage claims had made such business unprofitable. With respect to household products, the cost of goods sold declined nominally during the second quarter of 2010 to 51.6% as compared to 52.1% for the second quarter of 2009.

Operating Expenses, Interest Expense and Other Income

	Three Months Ended June 30,		
	2010	2009	Percentage Increase (Decrease)
Operating Expenses			
Advertising	$ 171,500	$ 78,400	118.8%
Selling	1,095,600	995,500	10.1%
General & Administrative	608,400	585,400	3.9%
Total operating expenses	$ 1,875,500	$ 1,659,300	13.0%

Interest Income	$ 32,800	$ 2,100	1,461.9%
Interest Expense	$ 69,800	$ 83,000	(15.9%)

Operating expenses, comprised primarily of advertising, selling and general and administrative expenses, increased $216,200 in the second quarter of 2010, when compared to the same period during 2009. The various components of operating expenses are discussed below.

Advertising expenses for the second quarter of 2010 were $171,500 compared to $78,400 for the comparable quarter of 2009, an increase of $93,100 or 118.8%. This increase reflects coupon campaigns for our household products directed nationwide as well as retailer-specific programs.

Selling expenses for the second quarter of 2010 were $1,095,600 compared to $995,500 for the comparable three months of 2009, an increase of $100,100 or 10.1%. This increase was comprised of an increase in freight expense of $14,100 related to increased sales of household products which are more costly to ship due to product weight, an increase in promotional selling expense of $80,000 related to efforts to support our diabetic products and a net increase in other selling expenses, none of which by itself is significant, of $6,000

General and administrative expenses for the second quarter of 2010 were $608,400 compared to $585,400 for the comparable period of 2009, an increase of $23,000 or 3.9%. That increase resulted from a decrease in salaries, fringe benefits and related travel expense of $26,400 associated with a reduction in personnel and fees paid to outside directors offset by an increase in professional fees and reporting costs of $39,900 and a net increase in various other expense items, none of which by itself is significant, of $9,500.

Interest expense for the second quarter of 2010 was $69,800 and included $26,400 in collateral management fees incurred relative to the sale of accounts receivable invoices to Summit Financial Resources. Interest expense for the second quarter of 2009 was $83,000 including $18,400 in collateral management fees. The resulting decrease in interest expense reflects the combined effect of a decrease in the outstanding mortgage liability from 2009 to 2010 and the reduction in the interest rate in effect on that mortgage from 5.0% prior to June 28, 2009 to 3.25% effective after that date.

Interest and other income for the second quarter of 2010 of $32,800 included $30,600 of net rental receipts from the rental of a portion of our headquarters building, which we own, and $2,200 in interest earned on our cash reserves as compared to $2,100 in interest earned on our cash reserves in the same period of 2009. There were no rental receipts in the first six months of 2009.

Liquidity and Capital Resources

Citywide Loan

On June 28, 2006, we entered into a loan with a fifteen year amortization with Citywide Banks (the "Bank") for $5,156,600 secured by the land, building and fixtures at our Denver, Colorado facilities. Interest on the bank loan (3.25% at June 30, 2010) is at the prime rate as published in The Wall Street Journal, adjusted annually each June. This loan requires 180 monthly payments of approximately $38,200. Monthly payments commenced on July 28, 2006. The loan agreement contains a number of covenants, including the requirement for maintaining a current ratio of at least 1:1 and a ratio of consolidated long-term debt to consolidated net worth of not more than 1:1, the aforementioned ratios to be calculated in accordance with U.S. generally accepted accounting principles. We may not declare any dividends that would result in a violation of either of these covenants. Affirmative covenants in the loan agreement concern, among other things, compliance in all material respects with applicable laws and regulations and compliance with our agreements with other parties which materially affect our financial condition. Negative covenants require that we not do any of the following, among other things, without the consent of the Bank: Sell, lease or grant a security interest in assets; engage in any business activity substantially different than those in which we are presently engaged; sell assets out of the ordinary course of business; or purchase another entity or an interest in another entity. The foregoing requirements were met at the end of quarter ending June 30, 2010.

Financing Agreement

On November 3, 2008, effective as of October 31, 2008, we entered into a financing agreement with an "asset-based" lender for the purpose of improving working capital. An amendment to this agreement was executed March 12, 2009 extending the initial anniversary date to March 12, 2010. The term of the agreement is one year and is automatically renewed for 12 months unless either party elects to cancel in writing at least 60 days prior to the anniversary date. Neither party sent such a notice of non-renewal, and therefore the term of the financing agreement has automatically been extended to March 12, 2011. The agreement provides for up to $1,200,000 and is secured primarily by accounts receivable, inventory, any lease in which we are a lessor, all investment property and guarantees by our active subsidiaries. Under the financing agreement, the lender will make loans at our request and in the lender's discretion (a) based on purchases of our Accounts by the lender, with recourse against us and an advance rate of 70% (or such other percentage determined by the lender in its discretion), and (b) based on Acceptable Inventory not to exceed certain amounts, including an aggregate maximum of $250,000. Advances under the agreement bear interest at a rate of 1% over the prime rate (as published in the Wall Street Journal) for the accounts receivable portion of the advances and 3% over the prime rate for the inventory portion of the borrowings. The prime rate (3.25% as of June 30, 2010) adjusts with changes to the rate. In addition there are collateral management fees of 0.28% for each 10-day period that an advance on an accounts receivable invoice remains outstanding and a 1.35% collateral management fee on the average monthly loan outstanding on the inventory portion of any advance. The agreement provides that no change in control concerning us or any of our active subsidiaries shall occur except with the prior written consent of the lender. Events of default include, but are not limited to, the failure to make a payment when due or a default occurring on any indebtedness of ours.

Liquidity

During the first half of 2010 our working capital decreased by $105,700 resulting in a current ratio (current assets divided by current liabilities) of 1.2:1 at June 30, 2010, compared to 1.3:1 at December 31, 2009. The decrease in working capital is attributable primarily to the principal reduction in our long-term debt of $158,600.

At June 30, 2010, trade and other receivables were $581,800 versus $314,400 at the end of 2009. As discussed in Note 1(g), on January 1, 2010 the Company adopted new authoritative guidance which prospectively modified the presentation of transferred trade receivables and the related securitized obligation. Had early adoption been permitted then trade and other receivables at December 31, 2009 would have increased

$343,700 to $658,100 along with a corresponding increase in current liabilities. Accounts payable, accrued payroll and other accrued expenses increased by $317,900 from the end of 2009 through June of 2010 corresponding with the increase and timing of purchases of inventory and rise in receivables over that period. At June 30, 2010 inventories were $407,800 more than at December 31, 2009, due primarily to an increase in anticipated sales of distributed products. Prepaid expenses decreased from the end of 2009 by $14,400.

We have no significant capital expenditures planned for 2010.

The Summit Financial Resources line of credit is expected to provide working capital which may be necessary to meet the needs of the Company over the next 12 months. The Company, in general, has high quality accounts receivable which may be sold pursuant to the line of credit. The Summit Financial Resources agreement has a term of one year which expires March 12, 2011 and is automatically renewed for 12 months unless either party elects to cancel in writing at least 60 days prior to the anniversary date.

As a result of the foregoing, we expect that our available cash, projected cash flows from operating activities, and borrowing available under the Summit Financial Resources agreement (assuming no cancellation of the agreement) will fund the twelve months' cash requirements, ending June, 2011.

In order to improve our liquidity and our operating results, we will also continue to pursue the following steps: the sale or lease of all or a portion of our real estate which we have listed with a real estate firm, efforts to improve revenues, a further reduction in our fixed operating expense if needed, and potentially the addition of external financing. In October 2009 we entered into a long-term lease of the second floor of our five-story office building to an established subsidiary of an international company. Our officers and employees now occupy three other floors of the office building.

Our dependence on operating cash flow means that risks involved in our business can significantly affect our liquidity. Any loss of a significant customer, any further decreases in distribution of our skin care or household products, any new competitive products affecting sales levels of our products, or any significant expense not included in our internal budget could result in the need to raise cash. We have no arrangements for any additional external financing of debt or equity, and we are not certain whether any such financing would be available on acceptable terms. Any external debt financing could require the cooperation and approval of existing lenders. In order to improve our operating cash flow, we need to achieve profitability.

Forward-Looking Statements

This report may contain "forward-looking statements" within the meaning of U.S. federal securities laws. These statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements and our performance inherently involve risks and uncertainties that could cause actual results to differ materially from the forward-looking statements. Factors that would cause or contribute to such differences include, but are not limited to, continued acceptance of each of our significant products in the marketplace; the degree of success of any new product or product line introduction by us; limited consumer acceptance of the Alpha Hydrox products introduced in 2005 and 2007; uncertainty of consumer acceptance of Mold Control 500, wood wash products and products recently introduced or being introduced in 2010; competitive factors; any decrease in distribution of (i.e., retail stores carrying) our significant products; continuation of our distributorship agreement with Montagne Jeunesse; the need for effective advertising of our products; limited resources available for such advertising; new competitive products and/or technological changes; dependence upon third party vendors and upon sales to major customers; changes in the regulation of our products, including applicable environmental regulations; additional net losses which could affect our liquidity; the loss of any executive officer; and other matters discussed in our Annual Report on Form 10-K for the year ended December 31, 2009 and this Report. We undertake no obligation to revise any forward-looking statements in order to reflect events or circumstances that may arise after the date of this Report.

Item 3. Quantitative and Qualitative Disclosures About Market Risks.

Not Applicable

Item 4T. Controls and Procedures

Disclosure Controls and Procedures

As of June 30, 2010, we conducted an evaluation, under the supervision and with the participation of the Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of our disclosure controls and procedures. Based on that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures are effective as of June 30, 2010.

Changes in Internal Control over Financial Reporting

There was no change in our internal control over financial reporting during the quarter ended June 30, 2010 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II OTHER INFORMATION

Item 1. Not Applicable

Item 2. Not Applicable

Item 3. Not Applicable

Item 4. Not Applicable

Item 5. Not Applicable

Item 6. Exhibits

31.1 Rule 13a-14(a) Certification of the Chief Executive Officer
31.2 Rule 13a-14(a) Certification of the Chief Financial Officer
32.1 Section 1350 Certification

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

SCOTT'S LIQUID GOLD-INC.

August 12, 2010 Date	BY:	/s/ Mark E. Goldstein Mark E. Goldstein President and Chief Executive Officer
August 12, 2010 Date	BY:	/s/ Brian L. Boberick Brian L. Boberick Treasurer and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Document
31.1	Rule 13a-14(a) Certification of the Chief Executive Officer
31.2	Rule 13a-14(a) Certification of the Chief Financial Officer
32.1	Section 1350 Certification