| AMTECH SYSTEMS INC | | |
|--|--------------------------------------|---|
| Form 10-Q | | |
| February 09, 2017 | | |
| Table of Contents | | |
| UNITED STATES SECURITIES AND EXCHANGE COM | IMISSION | |
| Washington, D.C. 20549 | | |
| | | |
| FORM 10-Q (Mark One) | | |
| | NT TO SECTION 13 OR 15(d) | OF THE SECURITIES EXCHANGE ACT |
| For the quarterly period ended: Decemb OR | | |
| | | OF THE SECURITIES EXCHANGE ACT OF |
| For the transition period from | to | _ |
| Commission File Number: 0-11412 | | |
| AMTECH SYSTEMS, INC. | | |
| (Exact name of registrant as specified in | its charter) | |
| Amigama | 96 0411215 | |
| Arizona (State or other jurisdiction of | 86-0411215 (I.R.S. Employer | |
| incorporation or organization) | Identification No.) | |
| | , | |
| 131 South Clark Drive, Tempe, Arizona | | |
| (Address of principal executive offices) | (Zip Code) | |
| Registrant's telephone number, including | g area code: 480-967-5146 | |
| Indicate by a check mark whether the reg | gistrant (1) has filed all reports r | equired to be filed by Section 13 or 15(d) of |
| | _ | for such shorter period that the registrant was |
| required to file such reports), and (2) has | s been subject to such filing requ | irements for the past 90 days. [X] Yes [] No |
| Indicate by check mark whether the region | strant has submitted electronical | ly and posted on its corporate Web site, if |
| any, every Interactive Data File required | | |
| • | | horter period that the registrant was required |
| to submit and post such files). [X] Yes | [] No | |
| Indicate by about most whether the region | stront is a large accelerated filar | an appalarated filer, a non appalarated filer |
| · · · · · · · · · · · · · · · · · · · | | an accelerated filer, a non-accelerated filer, filer," "accelerated filer" and "smaller reporting |
| company" in Rule 12b-2 of the Exchange | - | , |
| - | | |
| Large accelerated filer [] | | Accelerated filer [X] |
| Non-accelerated filer [] (Do not check if | f 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 [X]

Shares of Common Stock outstanding as of January 30, 2017: 13,179,535

AMTECH SYSTEMS, INC. AND SUBSIDIARIES TABLE OF CONTENTS

| | Page |
|--|------------------------|
| PART I. FINANCIAL INFORMATION | |
| Item 1. Condensed Consolidated Financial Statements | |
| Condensed Consolidated Balance Sheets | 2 |
| December 31, 2016 (Unaudited) and September 30, 2016 | <u>3</u> |
| Condensed Consolidated Statements of Operations (Unaudited) | 1 |
| Three Months Ended December 31, 2016 and 2015 | <u>4</u> |
| Condensed Consolidated Statements of Comprehensive Loss (Unaudited) | 5 |
| Three Months Ended December 31, 2016 and 2015 | <u>5</u> |
| Condensed Consolidated Statements of Cash Flows (Unaudited) Three Months Ended December 31, 2016 and | 6 |
| <u>2015</u> | <u>6</u> |
| Notes to Condensed Consolidated Financial Statements (Unaudited) | <u>7</u> |
| Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations | |
| Cautionary Statement Regarding Forward-Looking Statements | <u>22</u> |
| <u>Overview</u> | <u>23</u> |
| Results of Operations | <u>23</u> |
| Liquidity and Capital Resources | <u> 26</u> |
| Off-Balance Sheet Arrangements | <u>28</u> |
| Contractual Obligations | <u>28</u> |
| Critical Accounting Policies | <u>28</u> |
| Impact of Recently Issued Accounting Pronouncements | <u>28</u> |
| Item 3. Quantitative and Qualitative Disclosures About Market Risk | <u>29</u> |
| Item 4. Controls and Procedures | <u>30</u> |
| PART II. OTHER INFORMATION | |
| Item 1. Legal Proceedings | <u>31</u> |
| Item 1A. Risk Factors | <u>31</u> |
| Item 2. Unregistered Sales of Equity Securities and Use of Proceeds | <u>31</u> |
| Item 3. Defaults Upon Senior Securities | <u>31</u> |
| Item 4. Mine Safety Disclosures | <u>31</u> |
| Item 5. Other Information | <u>32</u> <u>33</u> |
| Item 6. Exhibits | <u>33</u> |
| <u>SIGNATURES</u> | <u>34</u> |
| | |
| 2 | |

Table of Contents

PART I. FINANCIAL INFORMATION

Item 1. Condensed Consolidated Financial Statements

AMTECH SYSTEMS, INC. AND SUBSIDIARIES

Condensed Consolidated Balance Sheets

(in thousands, except share data)

| Assets | December 31 2016 (Unaudited) | , September 2016 | 30, |
|--|------------------------------------|------------------|-----|
| Current Assets | | | |
| Cash and cash equivalents | \$ 23,638 | \$ 27,655 | |
| Restricted cash | 3,250 | 893 | |
| Accounts receivable | | | |
| Trade (less allowance for doubtful accounts of \$1,787 and \$3,730 at December 31, | 23,146 | 17.642 | |
| 2016, and September 30, 2016, respectively) | 25,140 | 17,642 | |
| Unbilled and other | 7,094 | 8,634 | |
| Inventories | 20,853 | 23,223 | |
| Refundable income taxes | _ | 260 | |
| Other | 3,804 | 4,617 | |
| Total current assets | 81,785 | 82,924 | |
| Property, Plant and Equipment - Net | 15,290 | 15,960 | |
| Deferred Income Taxes - Long Term | 200 | 200 | |
| Other Assets - Long Term | 1,049 | 1,095 | |
| Investments | 2,890 | 3,032 | |
| Intangible Assets - Net | 3,915 | 4,100 | |
| Goodwill | 10,789 | 11,119 | |
| Total Assets | \$ 115,918 | \$ 118,430 | |
| Liabilities and Stockholders' Equity | | | |
| Current Liabilities | | | |
| Accounts payable | \$ 14,986 | \$ 15,397 | |
| Current maturities of long-term debt | 1,010 | 1,134 | |
| Accrued compensation and related taxes | 6,232 | 5,710 | |
| Accrued warranty expense | 879 | 795 | |
| Deferred profit | 3,812 | 4,709 | |
| Customer deposits | 6,920 | 7,055 | |
| Other accrued liabilities | 1,577 | 2,164 | |
| Income taxes payable | 960 | 1,100 | |
| Total current liabilities | 36,376 | 38,064 | |
| Long-term Debt | 9,105 | 9,097 | |
| Income Taxes Payable - Long Term | 6,050 | 5,930 | |
| Total Liabilities | 51,531 | 53,091 | |
| Commitments and Contingencies | | | |
| Stockholders' Equity | | | |
| Preferred stock; 100,000,000 shares authorized; none issued | _ | _ | |
| Common stock; \$0.01 par value; 100,000,000 shares authorized; | | | |
| shares issued and outstanding: 13,179,535 and 13,179,355 at December 31, 2016, and | 132 | 132 | |
| September 30, 2016, respectively | | | |
| Additional paid-in capital | 111,952 | 111,631 | |
| Accumulated other comprehensive loss | (9,721) | (8,876 |) |
| Retained deficit | | (35,830 |) |
| | ŕ | | |

| Total stockholders' equity | 66,480 | 67,057 | |
|---|------------|------------|---|
| Noncontrolling interest | (2,093 |) (1,718 |) |
| Total equity | 64,387 | 65,339 | |
| Total Liabilities and Stockholders' Equity | \$ 115,918 | \$ 118,430 | |
| The accompanying notes are an integral part of these condensed consolidated financial statements. | | | |

Table of Contents

AMTECH SYSTEMS, INC. AND SUBSIDIARIES

Condensed Consolidated Statements of Operations (Unaudited)

(in thousands, except per share data)

| | Three Months Ended December | |
|---|-----------------------------|-----------|
| | | |
| | 31, | |
| | 2016 | 2015 |
| Revenues, net of returns and allowances | \$29,135 | \$22,074 |
| Cost of sales | 20,692 | 16,119 |
| Gross profit | 8,443 | 5,955 |
| | | |
| Selling, general and administrative | 6,996 | 7,596 |
| Research, development and engineering | 1,627 | 2,288 |
| Operating loss | (180 | (3,929) |
| Loss from equity method investment | (143 |) (17) |
| Interest expense and other income, net | 81 | (202) |
| Loss before income taxes | (242 | (4,148) |
| Income tax provision | 90 | 300 |
| Net loss | (332 | (4,448) |
| Add: net loss attributable to noncontrolling interest | 279 | 433 |
| Net loss attributable to Amtech Systems, Inc. | | \$(4,015) |