

DAXOR CORP  
Form 10-Q  
November 09, 2004

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

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

FOR QUARTER ENDED SEPTEMBER 30, 2004  
Commission File Number 0-12248

**DAXOR CORPORATION**

(Exact Name as Specified in its Charter)

New York  
(State or Other Jurisdiction of  
Incorporation or Organization)

13-2682108  
(I.R.S. Employer  
Identification No.)

350 Fifth Ave  
Suite 7120  
New York, New York 10118

(Address of Principal Executive Offices & Zip Code)

Registrant's Telephone Number:  
(Including Area Code)

(212) 244-0555

Indicate by check mark whether the registrant (1) has filed all reports required 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 the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

CLASS	OUTSTANDING AT September 30, 2004
COMMON STOCK PAR VALUE: \$.01 per share	4,610,826

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1. Title of Security

(Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction Code

(Instr. 8) 4. Securities Acquired (A) or Disposed of (D)

(Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4) 6. Ownership Form: Direct (D) or Indirect (I)

(Instr. 4) 7. Nature of Indirect Beneficial Ownership

(Instr. 4) Code V Amount (A) or (D) Price Common Stock 09/15/2016 P 89.007 A \$ 32.02 17,616.899 I Trust-Directors' Deferred Comp Plan Common Stock 24,744 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3, 4, and 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Herde Carl G 8210 LIMEHOUSE LANE LOUISVILLE, KY 40220	X			

## Signatures

/s/ Carl Herde 09/19/2016  
 \*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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**DAXOR CORPORATION  
FINANCIAL STATEMENTS**

**DAXOR CORPORATION  
CONSOLIDATED BALANCE SHEETS (UNAUDITED)**

	<u>September 30, 2004</u>	<u>December 31, 2003</u>
<hr/> <b>ASSETS</b> <hr/>		
<b>CURRENT ASSETS</b>		
Cash	\$ 64,107	\$ 3,324
Marketable Securities at Fair Value September 30, 2004 and December 31, 2003. (Notes 1 and 2)	51,134,384	47,399,159
Accounts receivable	177,756	137,008
Other current assets	427,039	388,400
	<hr/>	<hr/>
Total Current Assets	51,803,286	47,927,891
<b>EQUIPMENT AND IMPROVEMENTS</b>		
Storage tanks	125,815	125,815
Leasehold improvements, furniture and equipment	952,612	931,468
Laboratory equipment	291,571	291,571
	<hr/>	<hr/>
	1,369,998	1,348,854
Less: Accumulated depreciation and amortization	1,081,111	1,045,481
	<hr/>	<hr/>
Net equipment and improvements	288,887	303,373
Other Assets	69,268	69,268
Total Assets	<u>\$ 52,161,441</u>	<u>\$ 48,300,532</u>

**LIABILITIES AND SHAREHOLDERS EQUITY**

<b>CURRENT LIABILITIES</b>		
Accounts payable and accrued liabilities	\$ 101,280	\$ 183,052
Loans payable (Notes 1 and 2)	4,394,365	2,502,106
Other Liabilities	565,127	667,123
Deferred Taxes (Note 1)	9,523,003	8,531,081
	<hr/>	<hr/>
Total Liabilities	14,583,775	11,883,362

**SHAREHOLDERS EQUITY**

Common stock, par value \$.01 per share:  
Authorized 10,000,000 shares: issued and  
outstanding shares 4,610,826 September 30,

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	September 30, 2004	December 31, 2003
	<u>          </u>	<u>          </u>
2004 and 4,640,026 December 31, 2003	53,097	53,097
Additional Paid in capital	9,808,526	9,801,548
Net unrealized holding gains on available-for-sale securities (Note 1)	18,485,830	16,560,334
Retained earnings	14,869,302	15,169,967
Treasury stock	(5,639,089)	(5,167,776)
	<u>                          </u>	<u>                          </u>
Total Shareholders' Equity	37,577,666	36,417,170
Total Liabilities and Shareholders' Equity	\$ 52,161,441	\$ 48,300,532
	<u>                          </u>	<u>                          </u>

See accompanying notes to financial statements

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DAXOR CORPORATION  
CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

	THREE MONTHS ENDED September 30,		NINE MONTHS ENDED September 30,	
	2004	2003	2004	2003
<b>REVENUES:</b>				
Operating revenues	\$ 277,975	\$ 301,816	\$ 940,958	\$ 810,910
Other revenues	3,817	3,143	11,103	11,429
Dividend income	516,525	527,591	1,483,325	1,438,232
Gains (losses) on sale of securities	321,232	71,633	747,928	152,896
<b>Total Revenues</b>	<b>1,119,549</b>	<b>904,183</b>	<b>3,183,314</b>	<b>2,413,467</b>
<b>COSTS AND EXPENSES</b>				
Operations of Laboratories & Cost of Production	298,281	463,432	1,015,329	1,144,374
Selling, General, and Administrative	842,582	596,638	2,379,960	1,891,992
Interest expense, net of interest income	34,979	25,012	66,955	58,594
<b>Total Costs and Expenses</b>	<b>1,175,842</b>	<b>1,085,082</b>	<b>3,462,244</b>	<b>3,094,960</b>
<b>Net Income (Loss) Before Income Taxes</b>	<b>(56,293)</b>	<b>(180,899)</b>	<b>(278,930)</b>	<b>(681,493)</b>
Provision for income taxes	2,675	(858)	21,735	20,787
<b>Net Income (Loss)</b>	<b>\$ (58,968)</b>	<b>\$ (180,041)</b>	<b>\$ (300,665)</b>	<b>\$ (702,280)</b>
<b>Weighted Average Number of Shares Outstanding</b>	<b>4,610,493</b>	<b>4,645,826</b>	<b>4,619,048</b>	<b>4,649,347</b>
<b>Net Income of (Loss) per Common Equivalent Share</b>	<b>\$ (0.01)</b>	<b>\$ (0.04)</b>	<b>\$ (0.06)</b>	<b>\$ (0.15)</b>

See accompanying notes to financial statements



CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)  
FOR THE NINE MONTHS ENDED

	September 30, 2004	September 30, 2003
	—	—
<hr/>		
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
<hr/>		
Net income or (loss)	\$ (300,665)	\$ (702,280)
	—	—
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation & Amortization	35,630	36,644
(Gain) loss on sale of investments	(747,928)	(152,896)
Basis of leased equipment sold		45,000
Change in assets and liabilities:		
(Increase) decrease in accounts receivable	(40,748)	(69,546)
(Increase) decrease in other current assets	(38,639)	(8,156)
Increase (decrease) in accounts payable, accrued and other liabilities net of short sales	(76,872)	87,392
	—	—
Total adjustments	(868,557)	(61,562)
	—	—
Net cash provided by or (used in) operating activities	(1,169,222)	(763,842)
<hr/>		
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
<hr/>		
Payment for purchase of equipment and improvements	(21,144)	(40,465)
Net cash provided or (used) in purchase and sale of investments	(733,345)	(548,032)
Net proceeds (repayments) of loans from brokers used to purchase investments	1,292,259	1,074,864
Proceeds from short sales not closed	556,570	285,766
	—	—
Net cash provided by or (used in) investing activities	1,094,340	772,133
<hr/>		
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
<hr/>		
Receipt / (repayment) of bank loan	600,000	200,000
Payment for purchase of treasury stock	(474,335)	(199,370)
Proceeds from sale of treasury stock	10,000	30,736
	—	—
Net cash provided by or (used in) financing activities	135,665	31,366
	—	—
Net increase (decrease) in cash and cash equivalents	60,783	39,657
Cash and cash equivalents at beginning of year	3,324	13,035
	—	—
Cash and cash equivalents at end of period	\$ 64,107	\$ 52,692



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September 30,  
2004

September 30,  
2003

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See accompanying notes to financial statements

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DAXOR CORPORATION  
NOTES TO FINANCIAL STATEMENTS (UNAUDITED)  
NINE MONTHS ENDED SEPTEMBER 30, 2004 AND 2003

In the opinion of the Company, the accompanying unaudited financial statements contain all adjustments (consisting of only normal recurring accruals) necessary to present fairly the financial position as of September 30, 2004, and December 31, 2003, the results of operations for the three and nine months ended September 30, 2004 and 2003 and cash flows for the nine months ended September 30, 2004 and 2003.

## (1) MARKETABLE SECURITIES

Upon adoption of FASB No. 115, management has determined that the company's portfolio is best characterized as Available-For-Sale. This has resulted in the balance sheet carrying value of the company's marketable securities investments, as of September 30, 2004 and December 31, 2003 being increased approximately 121.12% and 112.48% respectively over its historical cost. A corresponding increase in shareholders' equity has been effectuated. In accordance with the provisions of FASB No. 115, the adjustment in shareholders' equity to reflect the company's unrealized gains has been made net of the tax effect had these gains been realized.

The following tables summarize the company's investments as of:

Type of security	<u>September 30, 2004</u>			
	<u>Cost</u>	<u>Fair Value</u>	<u>Unrealized Holding gains</u>	<u>Unrealized holding losses</u>
Equity	\$ 23,049,649	\$ 51,104,834	\$ 28,402,153	\$ 346,968
Debt	75,902	29,550	3,370	49,722
<b>Total</b>	<b>\$ 23,125,551</b>	<b>\$ 51,134,384</b>	<b>\$ 28,405,523</b>	<b>\$ 396,690</b>

  

Type of security	<u>December 31, 2003</u>			
	<u>Cost</u>	<u>Fair Value</u>	<u>Unrealized Holding gains</u>	<u>Unrealized holding losses</u>
Equity	\$ 22,271,842	\$ 47,368,871	\$ 25,407,422	\$ 310,393
Debt	35,902	30,288	2,170	7,784
<b>Total</b>	<b>\$ 22,307,744</b>	<b>\$ 47,399,159</b>	<b>\$ 25,409,592</b>	<b>\$ 318,177</b>

At September 30, 2004 the securities held by the Company had a market value of \$51,134,384 and a cost basis of \$23,125,551 resulting in a net unrealized gain of \$ 28,008,833 or 121.12% of cost.

At December 31, 2003, the securities held by the Company had a market value of \$47,399,159 and a cost basis of \$22,307,744 resulting in a net unrealized gain of \$25,091,415 or 112.48% of cost.

At September 30, 2004 and December 31, 2003 marketable securities, primarily consisting of preferred and common stocks of utility companies, are valued at fair value.

(2) LOANS PAYABLE

As at September 30, 2004 and December 31, 2003, the Company had loans outstanding aggregating \$1,500,000 and \$900,000 borrowed on a short term basis from a bank, which are secured by certain marketable securities of the Company. The loans bear interest at approximately 3%.

Short term margin debt due to brokers, secured by the Companies marketable securities, totaled \$2,894,365 at June 30, 2004 and \$1,602,106 at December 31, 2003.

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MANAGEMENT'S DISCUSSION AND ANALYSIS  
RESULTS OF OPERATIONS AND FINANCIAL CONDITION

ITEM 2.

RESULTS OF OPERATIONS

*Three months ended September 30, 2004 as compared with three months ended September 30, 2003.*

For the three months ended September 30, 2004 total revenues were \$1,119,549 up from \$904,183 in 2003. Operating revenues were \$277,975 in 2004 down from \$301,816 in 2003. Dividend income was \$516,525 with a net interest expense of \$34,979 in 2004, as compared to dividend income of \$527,591 with a net interest expense of \$25,012 in 2003. In 2004, the Company had a net loss before income taxes of \$(56,293) versus a net loss before income taxes of \$(180,899) in 2003. Total cost and Expenses in 2004 increased to \$1,175,842 vs. \$1,085,082 in 2003. This was related to increased marketing efforts and research and development expenses. The Company has increased research expenses for additional features to the BVA-100. Operating revenues decreased by 9% from the comparable quarter in 2003. The Company's new sales team began marketing in the fourth quarter of 2003. The increase in operating revenues can be attributable to these sales efforts. The sales cycles from initial contact to a sale can be 6 to 12 months. As part of its sales and marketing expansion, the company will lend, it no cost, for a limited time period, or rent an instrument for a period of one year or less to a hospital for testing purposes. Under such an arrangement the company will only receive rental income for the instrument and income from the sale of kits. The Company anticipates that its sales of BVA-100 Blood Volume Analyzers and kits will become the major source of income for the Company. The Company is currently in the process of expanding its sales and marketing force.

*Nine months ended September 30, 2004 as compared with nine months ended September 30, 2003.*

For the nine months ended September 30, 2004 total revenues were \$3,183,314 up from \$2,413,467 in 2003. Operating revenues in 2004 were \$940,958 up from \$810,910 in 2003. Selling and administrative expenses were \$2,379,960 in 2004, vs. \$1,891,992 in 2003. The increased expenses were related to the employment of additional sales and marketing personnel and increased research and development. In 2004, Dividend income was \$1,483,325 with a net interest expense of \$66,955 as compared to the dividend income of \$1,438,232 with a net interest expense of \$58,594 in 2003. In 2004, the Company had \$747,928 in capital gains vs. \$152,896 in 2003. In 2004, the Company had a net loss before income taxes of \$(278,930) versus a net loss of \$(681,493) before income taxes in 2003. The Company has adopted a policy that encourages leasing or renting of BVA-100 equipment to enable hospitals to obtain the equipment. This results in sales of kits but a slower recognition of operating income from BVA sales.

LIQUIDITY AND CAPITAL RESOURCES

At September 30, 2004 the Company had total assets of \$52,161,441 with shareholders' equity of \$37,577,666. The Company has a net pre-taxed unrealized gain of \$28,008,833 and \$18,485,830 of net after tax unrealized capital gains on available-for-sale securities in its portfolio. This amount is included in the calculation of Total Shareholders' Equity. The Company's stock portfolio had a market value of \$51,134,384 with short-term loans of \$4,394,365 with 4,610,826 shares outstanding. The Company has no long term debt. The Company has current liabilities of \$14,583,775. Included in these liabilities are deferred taxes of \$9,523,003. These deferred taxes would occur if the Company chose to sell its entire portfolio. Current liabilities minus these deferred taxes equals \$5,060,772.

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The Company has adequate resources for the current marketing level of its Blood Volume Analyzer as well as capital to sustain its localized semen and blood banking services. The Company anticipates hiring additional regional managers to the existing sales/marketing team.

It is the goal of the marketing team to develop an individual sales team for each regional manager. The Company is also expanding its support services personnel. The decision to develop the marketing team was partially based on the anticipation of new publications in peer reviewed medical journals by current users of the Blood Volume Analyzer.

The Company's goal is to establish blood volume measurement as a standard of care in multiple areas of medicine and surgery. It is hoped that the publication of research studies from leading medical facilities will result in an increase in sales in both the Blood Volume Analyzer and its associated kits.

The Company has an instrument loaner reagent plan which requires use of the Company's reserves. The equipment loaner reagent plan permits a user to make a minimal initial capital commitment. This results in a slower return on capital expenditure for the Company. The Company has established a private label leasing program called Daxor Capital through De Lage Landen. With this arrangement Daxor receives the net present value of the lease upon the signed completion of the installation of the equipment.

The Company is evaluating blood volume instrumentation management programs for hospitals. Under such a plan, the Company would provide equipment and personnel on a sub-contract basis. The Company will use its current financial reserves primarily for developing and marketing the Blood Volume Analyzer. The Company is evaluating various options to expand blood banking services in conjunction with the use of the Blood Volume Analyzer.

### *Part II OTHER INFORMATION*

#### *Item 1. Legal Proceedings*

None

#### *Item 2. Exhibits and Reports on Form 8-K*

##### (a) Exhibits

31.1 Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

31.2 Certification of Principal Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

32.1 Certification of Chief Executive Officer pursuant to 18 U.S.C Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

32.2 Certification of Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

(b) There were no reports on Form 8-k filed.

SIGNATURES

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

DATE: November 9, 2004

By: /s/ JOSEPH FELDSCHUH, M.D.

JOSEPH FELDSCHUH, M.D.,  
President and Chief Executive  
Officer

DATE: November 9, 2004

By: /s/ STEPHEN FELDSCHUH

STEPHEN FELDSCHUH  
Vice President of Operations  
And Chief Financial Officer