GERBER SCIENTIFIC INC Form 10-Q December 09, 2010

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### FORM 10-Q

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

For the quarterly period ended October 31, 2010

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 001-05865
Gerber Scientific, Inc.
(Exact name of registrant as specified in its charter)
Connecticut

(State or other jurisdiction of incorporation or organization)

06-0640743 (I.R.S. Employer Identification

No.) 06074

83 Gerber Road West, South Windsor, Connecticut (Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (860) 644-1551

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 b 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 b

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 b

25,138,523 shares of common stock of the registrant were outstanding as of November 30, 2010, exclusive of treasury shares.

# GERBER SCIENTIFIC, INC.

#### Index to Quarterly Report on Form 10-Q

Fiscal Quarter Ended October 31, 2010

PART I		PAGE			
Item 1.	Financial Statements				
	Condensed Consolidated Statements of Operations	<u>3-4</u>			
	Condensed Consolidated Balance Sheets	<u>     5                               </u>			
	Condensed Consolidated Statements of Cash Flows	<u> 6</u>			
	Notes to Condensed Consolidated Financial Statements	<u>7-18</u>			
	Management's Discussion and Analysis of Financial Condition ar				
<u>Item 2</u>	Results of Operations	<u> 19-32</u>			
Item 3.	Quantitative and Qualitative Disclosures about Market Risk	<u>32</u>			
Item 4.	Controls and Procedures	<u> 32</u>			
PART II					
Item 1A.	Risk Factors	<u>33</u>			
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	33			
Item 6.	<u>Exhibits</u>	<u>34</u>			
<u>Signature</u>		<u>35</u>			
Exhibit Index		<u>36</u>			

#### PART I – FINANCIAL INFORMATION

#### ITEM 1. FINANCIAL STATEMENTS

Gerber Scientific, Inc. Condensed Consolidated Statements of Operations (Unaudited)

	For the Fiscal (	For the Fiscal Quarters Ended October 31,			
In thousands, except per share data		2010		2009	
Revenue:					
Product sales	\$	112,775	\$	102,108	
Service sales		16,528		16,547	
		129,303		118,655	
Cost of Sales:		,			
Cost of products sold		79,568		73,346	
Cost of services sold		11,107		10,067	
		90,675		83,413	
Gross profit		38,628		35,242	
•					
Selling, general and administrative expenses		29,545		27,505	
Research and development		4,351		4,240	
Goodwill impairment		16,888			
Restructuring and other expenses		2,212		548	
Operating (loss) income		(14,368)		2,949	
		,,		,-	
Other income (expense), net		(720)		(414)	
Interest expense		(653)		(918)	
(Loss) Income from continuing operations before					
income taxes		(15,741)		1,617	
Income tax expense (benefit)		366		(374)	
(Loss) Income from continuing operations		(16,107)		1,991	
Loss from discontinued operations, net of taxes of \$(971)				(1,532)	
Net (loss) income	\$	(16,107)	\$	459	
Basic (loss) earnings per common share:					
Continuing operations	\$	(0.64)	\$	0.08	
Discontinued operations				(0.06)	
Basic (loss) earnings per common share	\$	(0.64)	\$	0.02	
Diluted (loss) earnings per common share:					
Continuing operations	\$	(0.64)	\$	0.08	
Discontinued operations				(0.06)	
Diluted (loss) earnings per common share	\$	(0.64)	\$	0.02	
Weighted Average Common Shares Outstanding:					
Basic		25,131		24,907	
Diluted		25,131		24,956	

See accompanying notes to condensed consolidated financial statements.

3

Gerber Scientific, Inc. Condensed Consolidated Statements of Operations (Unaudited)

	For the Six Months Ended			
			Oc	ctober 31,
In thousands, except per share data		2010		2009
Revenue:				
Product sales	\$	215,308	\$	194,713
Service sales		32,319		33,296
		247,627		228,009
Cost of Sales:				
Cost of products sold		151,559		140,977
Cost of services sold		21,454		19,645
		173,013		160,622
Gross profit		74,614		67,387
Selling, general and administrative expenses		57,632		51,877
Research and development		8,675		8,376
Goodwill impairment				