

ACORN ENERGY, INC.
Form 10-Q
August 07, 2013
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q
QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2013

Commission file number: 0-19771

ACORN ENERGY, INC.
(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction of incorporation or
organization)

22-2786081
(I.R.S. Employer Identification No.)

3903 Centerville Road, Wilmington, Delaware
(Address of principal executive offices)

19807
(Zip Code)

302-656-1707
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T 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. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer 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

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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 August 2, 2013
Common Stock, \$0.01 par value per share	18,090,536

ACORN ENERGY, INC.
 Quarterly Report on Form 10-Q
 for the Quarterly Period Ended June 30, 2013

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Certain statements contained in this report are forward-looking in nature. These statements are generally identified by the inclusion of phrases such as “we expect”, “we anticipate”, “we believe”, “we estimate” and other phrases of similar meaning. Whether such statements ultimately prove to be accurate depends upon a variety of factors that may affect our business and operations. Many of these factors are described in our most recent Annual Report on Form 10-K as filed with Securities and Exchange Commission.

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PART I

ACORN ENERGY, INC. AND SUBSIDIARIES
 CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)
 (IN THOUSANDS, EXCEPT SHARE AND PER SHARE DATA)

	As of December 31, 2012	As of June 30, 2013
ASSETS		
Current assets:		
Cash and cash equivalents	\$26,147	\$13,349
Restricted deposit	699	598
Accounts receivable, net	5,481	3,270
Unbilled revenue	5,213	6,614
Inventory	5,106	6,145
Other current assets	3,547	3,343
Total current assets	46,193	33,319
Property and equipment, net	927	2,049
Severance assets	3,165	3,363
Restricted deposit	115	—
Intangible assets, net	9,561	7,846
Goodwill	6,630	6,407
Other assets	745	1,012
Total assets	\$67,336	\$53,996
LIABILITIES AND EQUITY		
Current liabilities:		
Short-term bank credit and current maturities of long-term debt	\$153	\$251
Accounts payable	2,631	2,154
Accrued payroll, payroll taxes and social benefits	2,420	2,052
Deferred revenue	3,323	1,943
Other current liabilities	1,708	3,163
Total current liabilities	10,235	9,563
Long-term liabilities:		
Accrued severance	4,491	4,759
Other long-term liabilities	665	691
Total long-term liabilities	5,156	5,450
Commitments and contingencies		
Equity:		
Acorn Energy, Inc. shareholders		
Common stock - \$0.01 par value per share:		
Authorized – 30,000,000 shares; Issued – 18,870,526 and 18,892,456 shares at December 31, 2012 and June 30, 2013, respectively	188	188
Additional paid-in capital	83,469	83,494
Warrants	55	44
Accumulated deficit	(29,733)	(41,882)
Treasury stock, at cost – 801,920 shares at December 31, 2012 and June 30, 2013	(3,036)	(3,036)
Accumulated other comprehensive income	716	319
Total Acorn Energy, Inc. shareholders' equity	51,659	39,127

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Non-controlling interests	286	(144)
Total equity	51,945	38,983	
Total liabilities and equity	\$67,336	\$53,996	

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

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ACORN ENERGY, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)
(IN THOUSANDS, EXCEPT PER SHARE DATA)

Six months ended
June 30,