LSI INDUSTRIES INC
Form 10-Q
January 30, 2007

FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE QUARTERLY PERIOD ENDED DECEMBER 31, 2006.

o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE TRANSITION PERIOD FROM ________________ TO ________________.

Commission File No. 0-13375

LSI Industries Inc.

State of Incorporation - Ohio IRS Employer I.D. No. 31-0888951

10000 Alliance Road

Cincinnati, Ohio 45242

(513) 793-3200

Indicate by checkmark 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, and (2) has been subject to such filing requirements for the past 90 days. Yes þ No o

Indicate by checkmark whether the Registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of “accelerated filer and large accelerated filer” in Rule 12b-2 of the Exchange Act.

Large accelerated filer o Accelerated filer þ Non-accelerated filer o

Indicate by checkmark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No þ

As of January 22, 2007 there were 21,487,528 shares of the Registrant's common stock outstanding.

LSI INDUSTRIES INC.
FORM 10-Q
FOR THE QUARTER ENDED SEPTEMBER 30, 2006

INDEX

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995

This Form 10-Q contains certain forward-looking statements that are subject to numerous assumptions, risks or uncertainties. The Private Securities Litigation Reform Act of 1995 provides a safe harbor for forward-looking statements. Forward-looking statements may be identified by words such as "estimates," "anticipates," "projects," "plans," "expects," "intends," "believes," "seeks," "may," "will," "should" or the negative versions of those words and similar expressions, and by the context in which they are used. Such statements, whether expressed or implied, are based upon current expectations of the Company and speak only as of the date made. Actual results could differ materially from those contained in or implied by such forward-looking statements as a result of a variety of risks and uncertainties. These risks and uncertainties include, but are not limited to, the impact of competitive products and services, product demand and market acceptance risks, reliance on key customers, financial difficulties experienced *by customers, the adequacy of reserves and allowances for doubtful accounts, fluctuations in operating results or costs, unexpected difficulties in integrating acquired businesses, the ability to retain key employees of acquired businesses and the other risk factors that are identified herein. In addition to the factors described in this paragraph, the risk factors identified in our Form 10-K constitute risks and uncertainties that may affect the financial performance of the Company. The Company has no obligation to update any forward-looking statements to reflect subsequent events or circumstances.*

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

LSI INDUSTRIES INC.
CONDENSED CONSOLIDATED INCOME STATEMENTS
(Unaudited)

(in thousands, except per share data)	Three Months Ended December 31		Six Months Ended December 31	
	2006	2005	2006	2005
Net sales	$ 81,640	$ 73,322	$ 168,307	$ 144,222
Cost of products sold	59,446	54,485	122,991	106,673
Gross profit	22,194	18,837	45,316	37,549
Selling and administrative expenses	13,911	12,721	28,264	25,696
Operating income	8,283	6,116	17,052	11,853
Interest (income)	(8)	(99)	(18)	(195)
Interest expense	395	13	676	23
Income before income taxes	7,896	6,202	16,394	12,025
Income tax expense	2,861	2,296	5,864	4,450
Net income	$ 5,035	$ 3,906	$ 10,530	$ 7,575
Earnings per common share (see Note 5)				
Basic	$ 0.23	$ 0.20	$ 0.49	$ 0.38
Diluted	$ 0.23	$ 0.19	$ 0.48	$ 0.37
Weighted average common shares outstanding				
Basic	21,666	19,982	21,659	19,944
Diluted	21,938	20,457	21,909	20,403

The accompanying Notes to Condensed Consolidated Financial Statements are an integral part of these financial statements.

LSI INDUSTRIES INC.

CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

(In thousands, except share amounts)		December 31, 2006		June 30, 2006
ASSETS				
Current Assets				
Cash and cash equivalents	$	1,636	$	3,322
Accounts receivable, net		58,935		51,557
Inventories		52,446		45,345
Refundable income taxes		192		139
Other current assets		8,774		6,725
Total current assets		121,983		107,088
Property, Plant and Equipment, net		48,006		52,363
Goodwill, net		42,198		59,802
Intangible Assets, net		20,243		3,751
Other Assets, net		1,391		1,397
TOTAL ASSETS	$	233,821	$	224,401
LIABILITIES & SHAREHOLDERS' EQUITY				
Current Liabilities				
Current maturities of long-term debt	$	--	$	22
Accounts payable		20,559		22,974
Accrued expenses		16,122		17,305
Total current liabilities		36,681		40,301
Long-Term Debt		24,070		16,571
Long-Term Deferred Tax Liabilities		1,996		2,065
Other Long-Term Liabilities		447		479
Shareholders' Equity				
Preferred shares, without par value;				
Authorized 1,000,000 shares; none issued		--		--
Common shares, without par value;				
Authorized 30,000,000 shares;				
Outstanding 21,471,804 and 21,462,490				
shares, respectively		78,564		78,087
Retained earnings		92,063		86,898
Total shareholders' equity		170,627		164,985
TOTAL LIABILITIES & SHAREHOLDERS' EQUITY	$	233,821	$	224,401

The accompanying Notes to Condensed Consolidated Financial Statements are an integral part of these financial statements.

LSI INDUSTRIES INC.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

(In thousands)	Six Months Ended December 31 2006	Six Months Ended December 31 2005
Cash Flows from Operating Activities		
Net income	$ 10,530	$ 7,575
Non-cash items included in income		
Depreciation and amortization	4,478	3,422
Deferred income taxes	(9)	366
Deferred compensation plan	125	973
Stock option expense	325	255
Issuance of common shares as compensation	20	20
(Gain) on disposition of fixed assets	(54)	(13)
Changes in		
Accounts receivable	(7,378)	6,335
Inventories	(7,101)	(1,428)
Accounts payable and other	(5,786)	(5,300)
Net cash flows from operating activities	(4,850)	12,205
Cash Flows from Investing Activities		
Purchases of property, plant and equipment	(2,339)	(1,648)
Proceeds from sale of fixed assets	3,432	21
Acquisition of business, net of cash received	(48)	--
Purchases of short-term investments	--	(9,000)
Net cash flows from investing activities	1,045	(10,627)
Cash Flows from Financing Activities		
Payment of long-term debt	(2,404)	--
Proceeds from issuance of long-term debt	9,881	--
Cash dividends paid	(5,365)	(6,378)
Exercise of stock options	275	1,599
Purchase of treasury shares	(268)	(331)
Issuance of treasury shares	--	55
Net cash flows from financing activities	2,119	(5,055)
(Decrease) in cash and cash equivalents	(1,686)	(3,477)
Cash and cash equivalents at beginning of year	3,322	7,210
Cash and cash equivalents at end of period	$ 1,636	$ 3,733
Supplemental Cash Flow Information		
Interest paid	$ 506	$ 11

Income taxes paid	$	5,137	$	5,038
Issuance of common shares as compensation	$	20	$	20

The accompanying Notes to Condensed Consolidated Financial Statements are an integral part of these financial statements.

LSI INDUSTRIES INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited)

NOTE 1: INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The interim condensed consolidated financial statements are unaudited and are prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information, and rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to such rules and regulations. In the opinion of Management, the interim financial statements include all normal adjustments and disclosures necessary to present fairly the Company’s financial position as of December 31, 2006, and the results of its operations for the three and six month periods ended December 31, 2006 and 2005, and its cash flows for the six month periods ended December 31, 2006 and 2005. These statements should be read in conjunction with the financial statements and footnotes included in the fiscal 2006 annual report. Financial information as of June 30, 2006 has been derived from the Company’s audited consolidated financial statements.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Consolidation:

The consolidated financial statements include the accounts of LSI Industries Inc. (an Ohio corporation) and its subsidiaries, all of which are wholly owned. All intercompany transactions and balances have been eliminated.

Revenue recognition:

The Company recognizes revenue in accordance with Securities Exchange Commission Staff Accounting Bulletin No. 104, “Revenue Recognition." Revenue is recognized when title to goods and risk of loss have passed to the customer, there is persuasive evidence of a purchase arrangement, delivery has occurred or services have been rendered, and collectibility is reasonably assured. Revenue is typically recognized at time of shipment. Sales are recorded net of estimated returns, rebates and discounts.

The Company has four sources of revenue: revenue from product sales; revenue from installation of products; service revenue generated from providing integrated design, project and construction management, site engineering and site permitting; and revenue from shipping and handling.

Product revenue is recognized on product-only orders at the time of shipment. Product revenue related to orders where the customer requires the Company to install the product is generally recognized when the product is installed. In some situations, product revenue is recognized when the product is shipped, before it is installed, because by agreement the customer has taken title to and risk of ownership for the product before installation has been completed. Other than normal product warranties or the possibility of installation, the Company has no post-shipment responsibilities.

Installation revenue is recognized when the products have been fully installed. The Company is not always responsible for installation of products it sells and, other than normal warranties, has no post-installation service contracts or responsibilities.

Service revenue from integrated design, project and construction management, site engineering and permitting is recognized at the completion of the contract with the customer. With larger customer contracts involving multiple sites, the customer may require progress billings for completion of identifiable, time-phased elements of the work, in which case revenue is recognized at the time of the progress billing which coincides with the completion of the earnings process.

Shipping and handling revenue coincides with the recognition of revenue from sale of the product.

Amounts received from customers prior to the recognition of revenue are accounted for as customer pre-payments and are included in accrued expenses.

Credit and Collections:

The Company maintains allowances for doubtful accounts receivable for estimated losses resulting from either customer disputes or the inability of its customers to make required payments. If the financial condition of the Company's customers were to deteriorate, resulting in their inability to make the required payments, the Company may be required to record additional allowances or charges against income. The Company determines its allowance for doubtful accounts by first considering all known collectibility problems of customers' accounts, and then applying certain percentages against the various aging categories of the remaining receivables. The resulting allowance for doubtful accounts receivable is an estimate based upon the Company's knowledge of its business and customer base, and historical trends. The Company also establishes allowances, at the time revenue is recognized, for returns and allowances, discounts, pricing and other possible customer deductions. These allowances are based upon historical trends.

The following table presents the Company's net accounts receivable at the dates indicated.

(In thousands)	December 31, 2006	June 30, 2006
Accounts receivable	$ 59,849	$ 52,213
less Allowance for doubtful accounts	(914)	(656)
Accounts receivable, net	$ 58,935	$ 51,557

Facilities Expansion Grants and Credits:

The Company periodically receives either grants or credits for state income taxes when it expands a facility and/or its level of employment in certain states within which it operates. A grant is amortized to income over the time period that the state could be entitled to return of the grant if the expansion or job growth were not maintained, and is recorded as a reduction of either manufacturing overhead or administrative expenses. A credit is amortized to income over the time period that the state could be entitled to return of the credit if the expansion were not maintained, is recorded as a reduction of state income tax expense, and is subject to a valuation allowance review if the credit cannot immediately be utilized.

Short-Term Investments:

Short-term investments consist of tax free (federal) investments in high grade government agency backed bonds for which the interest rate resets weekly and the Company has a seven day put option. These investments are classified as trading securities and are stated at fair market value, which represents the most recent reset amount at period end. The Company invested in these types of short term investments for a certain period of time during fiscal 2006.

Inventories:

Inventories are stated at the lower of cost or market. Cost is determined on the first-in, first-out basis.

Property, plant and equipment and related depreciation:

Property, plant and equipment are stated at cost. Major additions and betterments are capitalized while maintenance and repairs are expensed. For financial reporting purposes, depreciation is computed on the straight-line method over the estimated useful lives of the assets as follows:

Buildings	31 - 40 years
Machinery and equipment	3 - 10 years
Computer software	3 - 8 years

Costs related to the purchase, internal development, and implementation of the Company's fully integrated enterprise resource planning/business operating software system are either capitalized or expensed in accordance with the American Institute of Certified Public Accountants' Statement of Position 98-1, "Accounting for the Costs of Computer Software Developed or Obtained for Internal Use." The current business operating software was first implemented in January 2000. All costs capitalized for the business operating software are being depreciated over an eight year life from the date placed in service. Other purchased computer software is being depreciated over periods ranging from three to five years. Leasehold improvements are depreciated over the shorter of fifteen years or the remaining term of the lease.

The following table presents the Company's property, plant and equipment at the dates indicated.

(In thousands)	December 31, 2006	June 30, 2006
Property, plant and equipment, at cost	$ 100,935	$ 102,484
less Accumulated depreciation	(52,929)	(50,121)
Property, plant and equipment, net	$ 48,006	$ 52,363

Intangible assets:

Intangible assets consisting of customer relationships, trade names and trademarks, patents, technology and software, and non-compete agreements are recorded on the Company's balance sheet and are being amortized to expense over periods ranging between two and forty years. The excess of cost over fair value of assets acquired ("goodwill") is not amortized but is subject to review for impairment. See additional information about goodwill and intangibles in Note 7. The Company periodically evaluates intangible assets, goodwill and other long-lived assets for permanent impairment. Impairments have been recorded only with respect to goodwill.

Fair value of financial instruments:

The Company has financial instruments consisting primarily of cash and cash equivalents, short-term investments, revolving lines of credit, and long-term debt. The fair value of these financial instruments approximates carrying value because of their short-term maturity and/or variable, market-driven interest rates. The Company has no financial instruments with off-balance sheet risk.

Product warranties:

The Company offers a limited warranty that its products are free of defects in workmanship and materials. The specific terms and conditions vary somewhat by product line, but generally cover defects returned within one to five years from date of shipment. The Company records warranty liabilities to cover the estimated future costs for repair or replacement of defective returned products as well as products that need to be repaired or replaced in the field after installation. The Company calculates its liability for warranty claims by applying estimates to cover unknown claims, as well as estimating the total amount to be incurred for known warranty issues. The Company periodically assesses the adequacy of its recorded warranty liabilities and adjusts the amounts as necessary.

Changes in the Company's warranty liabilities, which are included in accrued expenses in the accompanying consolidated balance sheets, during the periods indicated below were as follows:

(In thousands)		December 31, 2006		June 30, 2006
Balance at beginning of the period	$	378	$	301
Additions charged to expense		515		584
Deductions for repairs and replacements		(758)		(507)
Balance at end of the period	$	135	$	378

Contingencies:

The Company is party to various negotiations, customer bankruptcies, and legal proceedings arising in the normal course of business. The Company provides reserves for these matters when a loss is probable and reasonably estimable. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Company's financial position, results of operations, cash flows or liquidity (see Note 11).

Earnings per common share:

The computation of basic earnings per common share is based on the weighted average common shares outstanding for the period net of treasury shares held in the Company's non-qualified deferred compensation plan. The computation of diluted earnings per share

is based on the weighted average common shares outstanding for the period and includes common share equivalents. Common share equivalents include the dilutive effect of stock options, contingently issuable shares (for which issuance has been determined to be probable), and common shares to be issued under a deferred compensation plan, all of which totaled 272,000 shares and 475,000 shares for the three months ended December 31, 2006 and 2005, respectively, and 250,000 shares and 459,000 shares for the six months ended December 31, 2006 and 2005, respectively.

Stock options:

The Company recorded $60,000 in the first six months of fiscal 2007 as a reduction of income taxes payable, $53,900 as an increase in common stock, and $6,100 as a reduction of income tax expense to reflect the tax credits it will receive as a result of disqualifying dispositions of shares from stock option exercises. This had the effect of reducing cash flow from operating activities and increasing cash flow from financing activities by $53,900. See further discussion in Note 10.

Recent Pronouncements:

In July 2006, the Financial Accounting Standards Board issued FASB Interpretation No. 48 (FIN 48), “Accounting for Uncertainty in Income Taxes - an interpretation of FASB Statement No. 109.” FIN 48 provides guidance for the recognition, measurement, classification and disclosure of the financial statement effects of a position taken or expected to be taken in a tax return (“tax position”). The financial statement effects of a tax position must be recognized when there is a likelihood of more than 50 percent that based on the technical merits, the position will be sustained upon examination and resolution of the related appeals or litigation processes, if any. A tax position that meets the recognition threshold must be measured initially and subsequently as the largest amount of tax benefit that is greater than 50 percent likely of being realized upon ultimate settlement with a taxing authority. The Interpretation is effective for fiscal years beginning after December 15, 2006. The Company will be evaluating the impact of adopting FIN 48, and cannot currently estimate the impact on its consolidated results of operations, cash flows or financial position.

In September 2006, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 157 (SFAS) No. 157, “Fair Value Measurements.” This Statement defines fair value, establishes a framework for measuring fair value in generally accepted accounting principles (GAAP), and expands disclosures about fair value measurements. The Statement applies under other accounting pronouncements that require or permit fair value measurements. SFAS No. 157 is effective for fiscal years beginning after November 15, 2007, or the Company’s fiscal year 2009. The Company will be evaluating the impact of adopting SFAS No. 157, and cannot currently estimate the impact on its consolidated results of operations, cash flows or financial position.

In September 2006, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 158, “Employers’ Accounting for Defined Benefit Pension and Other Postretirement Plans.” This Statement improves financial reporting by requiring an employer to recognize the overfunded or underfunded status of a defined benefit postretirement plan as an asset or liability in its statement of financial position and to recognize changes in that funded status in the year in which the changes occur through comprehensive income. This Statement also improves financial reporting by requiring an employer to measure the funded status of a plan as of the date of its year-end statement of financial position, with limited exceptions. The effective date to initially recognize the funded status and to provide the required disclosures is for fiscal years ending after December 15, 2006, or the Company's fiscal year 2007. The requirement to measure plan assets and benefit obligations for fiscal years ending after December 15, 2008, or the Company's fiscal year 2009. The Company is evaluating the impact of adopting SFAS No. 158 and cannot currently estimate the impact on its consolidated results of operations, cash flows or financial position.

Comprehensive income:

The Company does not have any comprehensive income items other than net income.

Use of estimates:

The preparation of the financial statements in conformity with generally accepted accounting principles requires the Company to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

NOTE 3: MAJOR CUSTOMER CONCENTRATIONS

The Company's net sales to a major customer in the Graphics Segment, CVS Corporation, represented approximately $10,497,000, or 12.9% of consolidated net sales in the three months ended December 31, 2006 and represented approximately $21,717,000, or 12.9% of consolidated net sales in the six months ended December 31, 2006. The balance of accounts receivable from CVS as of December 31, 2006 was approximately $8,690,000 or 14.8% of net accounts receivable. The Company's net sales to a major customer in the Lighting Segment, Wal-Mart Stores, Inc., represented approximately $14,569,000 or 10% of consolidated net sales in the six month period ended December 31, 2005.

NOTE 4: BUSINESS SEGMENT INFORMATION

The Company operates in the following three business segments: the Lighting Segment, the Graphics Segment, and the Technology Segment. The Company is organized such that the chief operating decision maker (the President and Chief Executive Officer) receives financial and operating information relative to these three business segments, and organizationally, has a President of LSI Lighting Solutions *Plus*, a President of LSI Graphics Solutions *Plus*, and a President of LSI Technology Solutions *Plus* reporting directly to him. The Company's most significant market is the petroleum / convenience store market with approximately 25% and 26% of total net sales concentrated in this market for the three months ended December 31, 2006 and 2005, respectively, and approximately 23% and 26% of total net sales concentrated in this market in the six month periods ended December 31, 2006 and 2005, respectively. The following information is provided for the following periods:

(In thousands)	Three Months Ended December 31 2006	Three Months Ended December 31 2005	Six Months Ended December 31 2006	Six Months Ended December 31 2005
Net sales:				
Lighting Segment	$ 47,980	$ 49,785	$ 99,820	$ 99,168
Graphics Segment	30,657	23,537	60,097	45,054
Technology Segment	3,003	--	8,390	--
	$ 81,640	$ 73,322	$ 168,307	$ 144,222
Operating income:				
Lighting Segment	$ 3,575	$ 3,902	$ 7,407	$ 7,482
Graphics Segment	4,471	2,214	8,228	4,371
Technology Segment	237	--	1,417	--
	$ 8,283	$ 6,116	$ 17,052	$ 11,853
Capital expenditures:				
Lighting Segment	$ 518	$ 398	$ 915	$ 1,171
Graphics Segment	312	373	825	477
Technology Segment	114	--	599	--
	$ 944	$ 771	$ 2,339	$ 1,648
Depreciation and amortization:				
Lighting Segment	$ 1,388	$ 1,310	$ 2,772	$ 2,616
Graphics Segment	709	405	1,343	806
Technology Segment	156	--	363	--
	$ 2,253	$ 1,715	$ 4,478	$ 3,422

	December 31, 2006	June 30, 2006
Identifiable assets:		
Lighting Segment	$ 100,514	$ 103,852
Graphics Segment	74,186	61,767
Technology Segment	43,314	54,544
	218,014	220,163
Corporate	15,807	4,238
	$ 233,821	$ 224,401

Operating income of the business segments includes net sales less all operating expenses including allocations of corporate expense, but excluding interest expense. The table above does not include any intercompany sales between business segments.

Identifiable assets are those assets used by each segment in its operations, including allocations of shared assets. Corporate assets consist primarily of cash and cash equivalents, refundable income taxes and certain intangible assets.

The Company considers its geographic areas to be: 1) the United States, and 2) Canada. The majority of the Company's operations are in the United States; one operation is in Canada. The geographic distribution of the Company's net sales and long-lived assets are as follows:

(In thousands)	Three Months Ended December 31		Six Months Ended December 31	
	2006	2005	2006	2005
Net sales (a):				
United States	$ 78,637	$ 73,322	$ 159,917	$ 144,222
Canada	3,003	--	8,390	--
	$ 81,640	$ 73,322	$ 168,307	$ 144,222

	December 31, 2006	June 30, 2006
Long-lived assets (b):		
United States	$ 82,164	$ 70,753
Canada	29,674	46,560
	$ 111,838	$ 117,313

(a) Net sales are attributed to geographic areas based upon the location of the operation making the sale.

(b) Long-lived assets includes property, plant and equipment, intangible assets, goodwill, and other long term assets.

NOTE 5: EARNINGS PER COMMON SHARE

The following table presents the amounts used to compute earnings per common share and the effect of dilutive potential common shares on net income and weighted average shares outstanding (in thousands, except per share data):

	Three Months Ended December 31		Six Months Ended December 31	
	2006	2005	2006	2005
BASIC EARNINGS PER SHARE				
Net income	$ 5,035	$ 3,906	$ 10,530	$ 7,575
Weighted average shares outstanding during the period, net of treasury shares (a)	21,464	19,982	21,461	19,944
Weighted average shares outstanding in the Deferred Compensation Plan during the period	202	--	198	--
Weighted average shares outstanding	21,666	19,982	21,659	19,944
Basic earnings per share	$ 0.23	$ 0.20	$ 0.49	$ 0.38
DILUTED EARNINGS PER SHARE				
Net income	$ 5,035	$ 3,906	$ 10,530	$ 7,575
Weighted average shares outstanding - Basic	21,666	19,982	21,659	19,944
Effect of dilutive securities (b): Impact of common shares to be issued under stock option plans, a deferred compensation plan, and contingently issuable shares	272	475	250	459
Weighted average shares outstanding (c)	21,938	20,457	21,909	20,403
Diluted earnings per share	$ 0.23	$ 0.19	$ 0.48	$ 0.37

(a) Includes shares accounted for like treasury stock in accordance with EITF 97-14.

(b) Calculated using the “Treasury Stock” method as if dilutive securities were exercised and the funds were used to purchase common shares at the average market price during the period.

(c) Options to purchase 169,609 common shares and 1,533 common shares during the six month periods ended December 31, 2006 and 2005, respectively, were not included in the computation of diluted earnings per share because the exercise price was greater than the average fair market value of the common shares.

NOTE 6: BALANCE SHEET DATA

The following information is provided as of the dates indicated (in thousands):

	December 31, 2006	June 30, 2006
Inventories		
Raw materials	$ 26,191	$ 21,508
Work-in-process	6,724	7,402
Finished goods	19,531	16,435
	$ 52,446	$ 45,345
Accrued Expenses		
Compensation and benefits	$ 6,082	$ 6,902
Customer prepayments	4,192	4,438
Other accrued expenses	5,848	5,965
	$ 16,122	$ 17,305

NOTE 7: GOODWILL AND OTHER INTANGIBLE ASSETS

The Company acquired substantially all the net assets of SACO Technologies, Inc. on June 26, 2006. The acquisition was accounted for as a purchase, effective on the date of acquisition. The total purchase exceeded the estimated fair value of net assets by approximately $42.7 million. A preliminary valuation of the Company's goodwill and intangible assets was completed in the first quarter of fiscal year 2007, and preliminary purchase price allocations have been made at December 31, 2006. Identified intangible assets related to the LSI Saco acquisition are being amortized effective July 1, 2006 over appropriate asset lives. Goodwill and certain intangible assets such as the Saco trade name, non-compete agreements and customer relationships are included in the assets of the Technology Segment. Intangible assets such as the Smartvision® trade name, the LED technology, firmware and software are included as corporate assets. It is anticipated that the valuation analysis will be fully complete in the third quarter of FY 2007, with no material changes to the Company's financial statements.

The following tables present information about the Company's goodwill and other intangible assets on the dates or for the periods indicated.

(in thousands)	As of December 31, 2006			As of June 30, 2006		
	Carrying Amount	Accumulated Amortization	Net	Carrying Amount	Accumulated Amortization	Net
Goodwill	$ 44,583	$ 2,385	$ 42,198	$ 62,187	$ 2,385	$ 59,802
Other Intangible Assets	$ 24,082	$ 3,839	$ 20,243	$ 6,430	$ 2,679	$ 3,751

	Amortization Expense of Other Intangible Assets	
	December 31, 2006	December 31, 2005
Three Months Ended	$ 585	$ 119
Six Months Ended	$ 1,160	$ 239

The Company expects to record amortization expense over each of the next five years as follows: 2007 through 2008 -- $2,322,000; 2009 through 2011 -- $2,097,000. These amounts are considered estimates pending the completion of the valuation analysis of the LSI Saco acquisition in the third quarter of FY 2007.

Changes in the carrying amount of goodwill for the year ended June 30, 2006 and the six months ended December 31, 2006 by operating segment, are as follows:

(in thousands)	Lighting Segment	Graphics Segment	Technology Segment	Total
Balance June 30, 2005	$ 135	$ 16,982	$ --	$ 17,117
Acquisition	--	--	42,685	42,685
Balance as of June 30, 2006	135	16,982	42,685	59,802
Acquisition	--	--	48	48
Reclassification to intangible assets	--	--	(17,652)	(17,652)
Balance as of December 31, 2006	$ 135	$ 16,982	$ 25,081	$ 42,198

The gross carrying amount and accumulated amortization by major other intangible asset class is as follows:

	December 31, 2006		June 30, 2006	
(in thousands)	Gross Carrying Amount	Accumulated Amortization	Carrying Amount	Accumulated Amortization
Amortized Intangible Assets				
Customer relationships	$ 7,381	$ 2,786	$ 5,400	$ 2,513
Trademarks and tradenames	5,513	140	920	128
Patents	110	42	110	38
LED Technology firmware, software	10,448	746	--	--
Non-compete agreements	630	125	--	--
	$ 24,082	$ 3,839	$ 6,430	$ 2,679

NOTE 8: REVOLVING LINES OF CREDIT AND LONG-TERM DEBT

The Company has an unsecured $50 million revolving line of credit with its bank group. A total of $24.1 million was outstanding at December 31, 2006 at an average interest rate of 5.94%, and $25.9 million was available as of that date. A portion of this credit facility is a $20 million line of credit that expires in the third quarter of fiscal 2007. The remainder of the credit facility is a $30 million three year committed line of credit that expires in fiscal 2009. Annually in the third quarter, the credit facility is renewable with respect to adding an additional year of commitment to replace the year just ended. Interest on the revolving lines of credit is charged based upon an increment over the LIBOR rate as periodically determined, an increment over the Federal Funds Rate as periodically determined, or at the bank's base lending rate, at the Company's option. The increment over the LIBOR borrowing rate, as periodically determined, fluctuates between 50 and 75 basis points depending upon the ratio of indebtedness to earnings

before interest, taxes, depreciation and amortization (EBITDA). The increment over the Federal Funds borrowing rate, as periodically determined, fluctuates between 150 and 200 basis points, and the commitment fee on the unused balance of the $30 million committed portion of the line of credit fluctuates between 15 and 25 basis points based upon the same leverage ratio. Under terms of these agreements, the Company has agreed to a negative pledge of assets, to maintain minimum levels of profitability and net worth, and is subject to certain maximum levels of leverage. The Company's borrowings under its bank credit facilities during the first half of fiscal year 2007 averaged approximately $21.9 million at an approximate average borrowing rate of 5.92%. In January 2007, the Company established a $7 million line of credit for its Canadian subsidiary. There are no borrowings against this line of credit.

The Company had two equipment loans at June 30, 2006 totaling $65,000 as a result of the acquisition of Saco Technologies. These loans were paid off in the first quarter of fiscal 2007.

Long-term debt:	*(In thousands)*		December 31, 2006		June 30, 2006
	Revolving Line of Credit (3 year committed line)	$	24,070	$	16,528
	Equipment loans		--		65
	Subtotal		24,070		16,593
	Less current maturities of long-term debt		--		(22)
	Long-term debt	$	24,070	$	16,571

NOTE 9: CASH DIVIDENDS

The Company paid cash dividends of $5,365,000 and $6,378,000 in the six month periods ended December 31, 2006 and 2005, respectively. In January 2007, the Company’s Board of Directors declared a $0.13 per share regular quarterly cash dividend (approximately $2,793,000) payable on February 13, 2007 to shareholders of record February 6, 2007.

NOTE 10: EQUITY COMPENSATION

On July 1, 2005, the Company adopted SFAS No. 123(R), “Share-Based Payment,” which requires the Company to measure the cost of employee services received in exchange for an award of equity instruments and to recognize this cost in the financial statements over the period during which an employee is required to provide services.

Stock Options

The Company has an equity compensation plan that was approved by shareholders which covers all of its full-time employees, outside directors and advisors. The options granted or stock awards made pursuant to this plan are granted at fair market value at date of grant or award. Options granted to non-employee directors become exercisable 25% each ninety days (cumulative) from date of grant, and options granted to employees generally become exercisable 25% per year (cumulative) beginning one year after the date of grant. Prior to fiscal 2007, options granted to non-employee directors were immediately exercisable. The number of shares reserved for issuance is 2,250,000, of

which 1,586,620 shares were available for future grant or award as of December 31, 2006. This plan allows for the grant of incentive stock options, non-qualified stock options, stock appreciation rights, restricted and unrestricted stock awards, performance stock awards, and other stock awards. As of December 31, 2006, a total of 995,874 options for common shares were outstanding from this plan as well as two previous stock option plans (both of which had also been approved by shareholders), and of these, a total of 545,017 options for common shares were vested and exercisable. The approximate unvested stock option expense as of December 31, 2006 that will be recorded as expense in future periods is $1,928,000. The weighted average time over which this expense will be recorded is approximately 24 months.

The fair value of each option on the date of grant was estimated using the Black-Scholes option pricing model. The below listed weighted average assumptions were used for grants in the periods indicated.

	Three Months Ended		Six Months Ended	
	12/31/06	12/31/05	12/31/06	12/31/05
Dividend yield	2.94%	3.58%	2.94%	3.58%
Expected volatility	40.1%	39.72%	40%	39.72%
Risk-free interest rate	4.6%	4.46%	4.8%	4.46%
Expected life	7 yrs.	7.5 yrs.	6.6 yrs.	7.5 yrs.

At December 31, 2006, the 235,700 options granted in the first six months of fiscal 2007 to employees and non-employee directors had exercise prices ranging from $13.83 to $17.60, fair values ranging from $4.88 to $6.55, and remaining contractual lives of between nine and one-half years to ten years.

The Company records stock option expense using a straight line Black-Scholes method with an estimated 10% forfeiture rate. The expected volatility of the Company's stock was calculated based upon the historic monthly fluctuation in stock price for a period approximating the expected life of option grants. The risk-free interest rate is the rate of a five year Treasury security at constant, fixed maturity on the approximate date of the stock option grant. The expected life of outstanding options is determined to be less than the contractual term for a period equal to the aggregate group of option holders' estimated weighted average time within which options will be exercised. It is the Company's policy that when stock options are exercised, new common shares shall be issued. No equity compensation expense has been capitalized in inventory or fixed assets.

Information related to all stock options for the six months ended December 31, 2006 is shown in the table below:

(Shares in thousands)	Shares		Six Months Ended December 31, 2006 Weighted Average Exercise Price	Weighted Average Remaining Contractual Term
Outstanding at 6/30/06	784	$	10.32	6.4 years
Granted	236	$	17.59	
Forfeitures	(1)	$	9.96	
Exercised	(23)	$	9.60	
Outstanding at 12/31/06	996	$	12.06	6.7 years
Exercisable at 12/31/06	545	$	10.15	5.0 years

The Company received $221,100 of cash from employees who exercised 23,033 options during the six months ended December 31, 2006. Additionally, the Company recorded $60,000 as a reduction of federal income taxes payable, $53,900 as an increase in common stock, and $6,100 as a reduction of income tax expense) related to the exercises of stock options in which the employees sold the common shares prior to the passage of twelve months from the date of exercise.

Information related to unvested stock options for the six months ended December 31, 2006 is shown in the table below:

(Shares in thousands)	Shares		Weighted Average Exercise Price	Weighted Average Remaining Contractual Term
Outstanding unvested stock options at 6/30/06	312	$	10.62	
Vested	(96)		10.20	
Forfeitures	(1)	$	9.96	
Granted	236	$	17.59	
Outstanding unvested stock options at 12/31/06	451	$	14.36	8.7 years

<u>Stock Compensation Awards</u>

The Company awarded a total of 1,216 common shares in the first six months of fiscal 2007, valued at their approximate $20,000 fair market value on the date of issuance pursuant to the compensation programs for non-employee Directors who receive a portion of their compensation as an award of Company stock. Stock compensation awards are made in the form of newly issued common shares of the Company.

<u>Deferred Compensation Plan</u>

The Company has a non-qualified deferred compensation plan providing for both Company contributions and participant deferrals of compensation. The Plan is fully funded in a Rabbi Trust. All Plan investments are in common shares of the Company. As of December 31, 2006 there were 34 participants with fully vested account balances. A total of 202,660 common shares with a cost of $2,225,700, and 187,725 common shares with a cost of $1,957,500 were held in the Plan as of December 31, 2006 and June 30, 2006, respectively, and, accordingly, have been recorded as treasury shares. The change in the number of shares held by this plan is the net result of share purchases and sales on the open stock market for compensation deferred into the Plan and for distributions to terminated employees. The Company does not issue new common shares for purposes of the Nonqualified Deferred Compensation Plan. As a result of the Company changing the distribution method for this deferred compensation plan in April 2004 from one of issuing shares of Company stock to terminated participants to one of issuing cash, it was determined that this plan was subject to variable accounting. Therefore, the shares in this plan were “marked-to-market” in the first quarter of fiscal 2006 and a $573,000 non-cash expense and long-term liability were recorded to reflect the $16.82 per share market price of the Company’s common shares at September 9, 2005, the date this Plan was amended to provide for distributions to participants only in the form of common shares of the Company. Accordingly, no future “mark-to-market” expense will be required with respect to this plan. For the full fiscal year 2007, the Company estimates the Rabbi Trust for the Nonqualified Deferred Compensation Plan will make net repurchases in the range of 20,000 to 25,000 common shares of the Company. During the six months ended December 31, 2006 the Company used approximately $268,300 to purchase common shares of the Company in the open stock market for either employee salary deferrals or Company contributions into the Nonqualified Deferred Compensation Plan. The Company does not currently repurchase its own common shares for any other purpose.

NOT