

Edgar Filing: ALTEX INDUSTRIES INC - Form 10QSB

ALTEX INDUSTRIES INC  
Form 10QSB  
May 06, 2008

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

FORM 10-QSB

QUARTERLY REPORT UNDER SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE  
ACT OF 1934

For the quarterly period ended March 31, 2008

TRANSITION REPORT UNDER SECTION 13 OR 15(D) OF THE EXCHANGE ACT

For the transition period from to.

Commission file number 1-9030

ALTEX INDUSTRIES, INC.  
-----

(Exact name of small business issuer as specified in its charter)

Delaware  
-----

(State or other jurisdiction of  
incorporation or organization)

84-0989164  
-----

(I.R.S. Employer  
Identification No.)

PO Box 1057 Breckenridge CO 80424-1057  
-----

(Address of principal executive offices)

(303) 265-9312  
-----

(Issuer's telephone number)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 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 is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

Number of shares outstanding of issuer's Common Stock as of May 1, 2008:  
13,973,901

Transitional Small Business Disclosure Format. Yes  No

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PART I  
FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

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ALTEX INDUSTRIES, INC. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEET  
MARCH 31, 2008  
(UNAUDITED)

ASSETS  
-----

CURRENT ASSETS

|                           |         |
|---------------------------|---------|
| Cash and cash equivalents | \$ 4,46 |
| Accounts receivable       |         |
| Other                     |         |

|                      |               |
|----------------------|---------------|
| Total current assets | -----<br>4,47 |
|----------------------|---------------|

PROPERTY AND EQUIPMENT, AT COST

|   |   |
|---|---|
| Proved oil and gas properties (successful efforts method) | 9 |
| Other   | 3 |

|   |               |
|---|---------------|
| Less accumulated depreciation, depletion, amortization, and valuation allowance | -----<br>(12) |
|---|---------------|

Net property and equipment

OTHER ASSETS

-----  
\$ 4,49  
=====

LIABILITIES AND STOCKHOLDERS' EQUITY  
-----

CURRENT LIABILITIES

|                        |      |
|------------------------|------|
| Accounts payable       | \$ 2 |
| Other accrued expenses | 3    |

|                           |            |
|---------------------------|------------|
| Total current liabilities | -----<br>5 |
|---------------------------|------------|

STOCKHOLDERS' EQUITY

|   |               |
|---|---------------|
| Preferred stock, \$.01 par value. Authorized 5,000,000 shares, none issued            | 14            |
| Common stock, \$.01 par value. Authorized 50,000,000 shares, issued 14,287,524 shares | 14,04         |
| Additional paid-in capital  | (9,68         |
| Accumulated deficit   | (7            |
| Treasury shares, at cost, 313,623 shares  | -----<br>4,43 |

-----  
\$ 4,49  
=====

See accompanying notes to consolidated, condensed financial statements.

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|  | Three Months Ended |            |
|--|--------------------|------------|
|  | March 31           |            |
|  | 2008               | 2007       |
| Revenue  |                    |            |
| Oil and gas sales  | \$ 6,000           | 3,000      |
| Interest income  | 33,000             | 62,000     |
| Other income (expense)   | -                  | (2,000)    |
|  | 39,000             | 63,000     |
| Costs and expenses   |                    |            |
| Lease operating  | 1,000              | 1,000      |
| Production taxes   | 1,000              | -          |
| General and administrative                                     | 103,000            | 113,000    |
| Reclamation, restoration, and dismantlement                    | 7,000              | -          |
| Depreciation, depletion, amortization, and valuation allowance | 1,000              | 1,000      |
|  | 113,000            | 115,000    |
| Net loss   | \$ (74,000)        | (52,000)   |
| Loss per share   | \$ (0.005)         | (0.004)    |
| Weighted average shares outstanding                            | 14,133,600         | 14,346,724 |

See accompanying notes to consolidated, condensed financial statements.

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ALTEX INDUSTRIES, INC. AND SUBSIDIARIES  
CONSOLIDATED STATEMENT OF CASH FLOW  
(UNAUDITED)

|  | SIX MONTHS ENDED |           |
|--|------------------|-----------|
|  | MARCH 31         |           |
|  | 2008             | 2007      |
| CASH FLOWS FROM OPERATING ACTIVITIES                                       |                  |           |
| Net loss   | \$ (128,000)     | (106,000) |
| Adjustments to reconcile net loss to net cash used in operating activities |                  |           |
| Depreciation, depletion, amortization, and valuation allowance             | 2,000            | 2,000     |
| (Increase) decrease in accounts receivable                                 | (2,000)          | 1,000     |
| (Increase) decrease in other current assets                                | 56,000           | (5,000)   |
| Increase (decrease) in accounts payable                                    | 17,000           | (11,000)  |
| Decrease in other accrued expenses   | (4,000)          | (64,000)  |
| Net cash used in operating activities                                      | (59,000)         | (183,000) |
| CASH FLOWS FROM INVESTING ACTIVITIES                                       |                  |           |
| Other additions to property and equipment                                  | (5,000)          | (6,000)   |

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|  |              |        |
|--|--------------|--------|
| Net cash used in investing activities            | (5,000)      | (6,    |
| -----  |              |        |
| CASH FLOWS FROM FINANCING ACTIVITIES             |              |        |
| Acquisition of treasury stock                    | (72,000)     |        |
| Net cash used in financing activities            | (72,000)     |        |
| -----  |              |        |
| NET DECREASE IN CASH AND CASH EQUIVALENTS        | (136,000)    | (189,  |
| -----  |              |        |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD | 4,597,000    | 5,140, |
| -----  |              |        |
| CASH AND CASH EQUIVALENTS AT END OF PERIOD       | \$ 4,461,000 | 4,951, |
| =====  |              |        |

See accompanying notes to consolidated, condensed financial statements.

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ALTEX INDUSTRIES, INC. AND SUBSIDIARIES  
 NOTES TO CONSOLIDATED, CONDENSED FINANCIAL STATEMENTS  
 (UNAUDITED)

NOTE 1 - FINANCIAL STATEMENTS. In the opinion of management, the accompanying unaudited, consolidated, condensed financial statements contain all adjustments necessary to present fairly the financial position of the Company as of March 31, 2008, and the cash flows and results of operations for the three and six months then ended. Such adjustments consisted only of normal recurring items. The results of operations for the three and six months ended March 31 are not necessarily indicative of the results for the full year. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. The accounting policies followed by the Company are set forth in Note 1 to the Company's consolidated financial statements contained in the Company's 2007 Annual Report on Form 10-KSB, and it is suggested that these consolidated, condensed financial statements be read in conjunction therewith.

"SAFE HARBOR" STATEMENT UNDER THE

-----  
 UNITED STATES PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995  
 -----

Statements that are not historical facts contained in this Form 10-QSB are forward-looking statements that involve risks and uncertainties that could cause actual results to differ from projected results. Factors that could cause actual results to differ materially include, among others: general economic conditions; movements in interest rates; the market price of oil and natural gas; the risks associated with exploration and production in the Rocky Mountain region; the Company's ability, or the ability of its operating subsidiary, Altex Oil Corporation ("AOC"), to find, acquire, market, develop, and produce new properties; operating hazards attendant to the oil and natural gas business; uncertainties in the estimation of proved reserves and in the projection of future rates of production and timing of development expenditures; the strength and financial resources of the Company's competitors; the Company's ability and AOC's ability to find and retain skilled personnel; climatic conditions; availability and cost of material and equipment; delays in anticipated start-up dates; environmental risks; the results of financing efforts; and other uncertainties detailed elsewhere herein and in the Company's filings with the

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Securities and Exchange Commission.

### ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION.

#### FINANCIAL CONDITION

Cash balances declined \$136,000 in the six months ended March 31, 2008, because the Company used \$59,000 cash in operating activities, expended \$5,000 cash on information technology, and acquired 313,623 shares of its Common Stock for \$72,000. Other current assets declined from \$65,000 at September 30, 2007, to \$9,000 at March 31, 2008, principally because the Company received an income tax refund of \$50,000 during the three months ended March 31, 2008 ("Q2FY08"). At December 31, 2007, the Company reduced proved oil and gas properties and related accumulated depreciation, depletion, amortization, and valuation allowance by \$4,000 to reflect final abandonment of wells in which the Company had owned small over-riding royalty interests. Also at December 31, 2007, the Company removed \$36,000 from other property and equipment and related accumulated depreciation, depletion, amortization, and valuation allowance to reflect the abandonment of obsolete office equipment.

The Company is likely to experience negative cash flow from operations unless and until the Company invests in interests in producing oil and gas wells or in another venture that produces cash flow from operations. With the exception of capital expenditures related to production acquisitions or drilling or recompletion activities or an investment in another venture that produces cash flow from operations, none of which are currently planned, the cash flows that could result from such acquisitions, activities, or investments, and the possibility of a decline from the current level of interest rates, the Company knows of no trends, events, or uncertainties that have or are reasonably likely to have a material impact on the Company's short-term or long-term liquidity. Except for cash generated by the operation of the Company's producing oil and gas properties, asset sales, and interest income, the Company has no internal or external sources of liquidity other than its working capital. At May 1, 2008, the Company had no material commitments for capital expenditures.

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AOC is completing the restoration of the area that had contained its East Tisdale Field in Johnson County, Wyoming. AOC has removed all equipment from the field and has recontoured and reseeded virtually all disturbed areas in the field. Barring unforeseen events, the Company does not believe that the expense associated with any remaining restoration activities will be material, although this cannot be assured. After AOC's bonds with the state and the Bureau of Land Management are released, the Company does not believe it will have any further liability in connection with the field, although this cannot be assured. The Company regularly assesses its exposure to both environmental liability and reclamation, restoration, and dismantlement expense ("RR&D"). The Company does not believe that it currently has any material exposure to environmental liability or to RR&D, net of salvage value, although this cannot be assured.

#### RESULTS OF OPERATIONS

Interest income decreased from \$62,000 in the three months ended March 31, 2007 ("Q2FY07"), to \$33,000 in Q2FY08 and from \$125,000 in the six months ended March 31, 2007, to \$80,000 in the six months ended March 31, 2008, because of lower interest rates and lower cash balances. General and administrative expense decreased from \$113,000 in Q2FY07 to \$103,000 in Q2FY08 and from \$234,000 in the six months ended March 31, 2007, to \$208,000 in the six months ended March 31, 2008, principally because of decreased consulting, insurance, and legal expense. During Q2FY08 the Company paid \$7,000 to the surface owner of its East Tisdale Field to secure a landowner release and therefore recognized \$7,000 in

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reclamation, restoration, and dismantlement expense.

The Company's revenue currently consists almost entirely of interest earned on cash balances. At the current level of cash balances and at current interest rates, the Company's revenue is unlikely to exceed its expenses. Unless and until the Company invests a substantial portion of its cash balances in interests in producing oil and gas wells or in one or more other ventures that produce revenue and net income, the Company is likely to experience net losses. With the exception of unanticipated RR&D, unanticipated environmental expense, and possible changes in interest rates, the Company is not aware of any other trends, events, or uncertainties that have had or that are reasonably expected to have a material impact on net sales or revenues or income from continuing operations.

### LIQUIDITY AND CAPITAL RESOURCES

Operating Activities. Excluding changes in other current assets, accounts payable, and other accrued expenses, net cash used in operating activities increased from \$103,000 in the six months ended March 31, 2007, to \$128,000 in the six months ended March 31, 2008.

Investing Activities. In the six months ended March 31, 2007, the Company expended \$6,000 on information technology, and in the six months ended March 31, 2008, the Company expended \$5,000 on information technology

Financing Activities. In the six months ended March 31, 2008, the Company acquired 313,623 shares of its Common Stock for \$72,000.

### ITEM 3. CONTROLS AND PROCEDURES.

The Company maintains disclosure controls and procedures that are designed to ensure that information required to be disclosed in the Company's Exchange Act reports is recorded, processed, summarized, and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to the Company's management, including its Principal Executive Officer and Principal Financial Officer as appropriate, to allow timely decisions regarding required disclosure. Management necessarily applied its judgment in assessing the costs and benefits of such controls and procedures which, by their nature, can provide only reasonable assurance regarding management's control objectives.

As of the end of the period covered by the report, the Company carried out an evaluation, under the supervision and with the participation of the Company's management, including the Company's Principal Executive Officer and Principal Financial Officer, of the effectiveness of the design and operation of the Company's disclosure controls and procedures pursuant to Exchange Act Rule 13a-14. Based upon the foregoing, the Company's Principal Executive Officer and Principal Financial Officer concluded that the Company's disclosure controls and procedures

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are effective in timely alerting them to material information relating to the Company (including its consolidated subsidiary) required to be included in the Company's Exchange Act reports. There have been no significant changes in the Company's internal controls or in other factors that could significantly affect internal controls subsequent to the date the Company carried out its evaluation.

### PART II - OTHER INFORMATION

#### ITEM 2. CHANGES IN SECURITIES

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Purchases of Equity Securities by the Small Business Issuer and Affiliated Purchasers

| Period   | (a)<br>Total<br>Number of<br>Shares (or<br>Units)<br>Purchased | (b)<br>Average<br>Price<br>Paid per<br>Share (or<br>Unit) | (c)<br>Total Number of Shares<br>(or Units) Purchased as<br>Part of Publicly<br>Announced Plans or<br>Programs | (d)<br>Maximum Number<br>Approximate Dollar<br>Shares (or Units)<br>Be Purchased Under<br>or Program |
|--|--|---|--|--|
| January 1, 2008<br>through<br>January 31, 2008 | -  | -   | -  | -  |
| February 1, 2008 through<br>February 29, 2008  | 246,316  | \$ 0.23   | -  | -  |
| March 1, 2008<br>through<br>March 31, 2008     | -  | -   | -  | -  |

The Company has no publicly announced plan or program for the purchase of shares. In February 2008 the Company purchased 246,316 shares other than through a publicly announced plan or program in open-market transactions.

ITEM 6. EXHIBITS

- 31. Rule 13a-14(a)/15d-14(a) Certifications
- 32. Section 1350 Certifications

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ALTEX INDUSTRIES, INC.

Date: May 1, 2008

By: /s/ STEVEN H. CARDIN

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 Steven H. Cardin  
 Chief Executive Officer and Principal  
 Financial Officer

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EXHIBIT INDEX

- 31. Rule 13a-14(a)/15d-14(a) Certifications
- 32. Section 1350 Certifications