

Edgar Filing: PERFECTDATA CORP - Form 10KSB/A

PERFECTDATA CORP
Form 10KSB/A
December 09, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-KSB/A

- ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934
- TRANSACTION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the fiscal year ended March 31, 2003

Commission File No. 0-12817

PERFECTDATA CORPORATION
(Exact name of Small Business Issuer in its Charter)

California 95-3087593
(State or Other Jurisdiction of (IRS Employer
Incorporation or Organization) I.D. Number)

110 West Easy Street
Simi Valley, California 93065
(Address of Principal Executive Offices) (Zip Code)

Issuer's Telephone Number, Including Area Code:
(805) 581-4000

Securities registered pursuant to Section 12 (b) of the Act:
None

Securities registered pursuant to Section 12 (g) of the Act:
Common Stock

Check whether the issuer (1) has filed all reports required to be filed by
Section 13 or 15 (d) of the Securities Exchange Act of 1934 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

Check if there is no disclosure of delinquent filers in response to Item 405 of
Regulation S-B is not contained herein, and no disclosure will be contained, to
the best of registrant's knowledge, in definitive proxy or information
statements incorporated by reference in Part III of this Form 10-KSB or any
amendments to this Form 10-KSB.

Issuer's revenues for its most recent fiscal year: \$2,005,000.

As of May 31, 2003, the aggregate market value of the voting stock held by
nonaffiliates of the issuer was \$3,619,800.

As of May 31, 2003, the issuer had 6,159,530 shares of Common Stock outstanding.

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The Annual Report on Form 10-KSB for the fiscal year ended March 31, 2003 (the "Annual Report") is hereby amended to add Item 8A and to update the Certifications Pursuant to Rule 13a-14 under the Securities Exchange Act of 1934 filed as Exhibits 99.1 and 99.2 to the Annual Report. Except as so amended, there is no other change to the Annual Report.

Item 8A. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

The Company has a CEO and a CFO/CAO, constituting all of management, and, during the reporting period, six employees to conduct operations. The CEO and CFO/CAO performed an evaluation of the effectiveness of the design and operation of the Company's disclosure controls and procedures as of March 31, 2003. Because of its small size and limited number of personnel, the Company does not currently have elaborate written procedures, nor does management believe that such elaborate written procedures are currently necessary to ensure accurate reporting in the Company's periodic reports. The then Audit Committee and management will, of course, review this requirement as a result of the Company consummating the proposed SuperCom transaction, as to which consummation there can be no assurance. In making their evaluation, the CEO and CFO/CAO consulted with the Company's outside counsel. Based on that evaluation, the two officers concluded that the Company's disclosure controls and procedures were adequate and effective, as of March 31, 2003, to ensure that material information relating to the Company would be made known to them by others within the Company, particularly during the period in which this Report was being prepared. Their evaluation was reported to the Audit Committee in connection with its review of this Report prior to its filing.

Changes in Internal Controls

There has been no significant change in the Company's internal control over financial reporting identified in connection with their evaluation that occurred during the quarter ended March 31, 2003 that has materially affected, or is reasonably likely to materially affect, the Company's internal controls over financial reporting.

SIGNATURES

Pursuant to the requirements of Section 13 or 15 (d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Amendment No. 1 to this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

PERFECTDATA CORPORATION

By: /s/Irene J. Marino_____

Irene J. Marino, Authorized Officer
and Principal Financial and
Accounting Officer

Date: December 8, 2003

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PerfectData Corporation
Index to Exhibits Filed with
Amendment No. 1 to
Annual Report on Form 10-KSB

| Exhibit No. | Description of Exhibit | Page |
|-------------|--|------|
| 99.1 | Certification of Chief Executive Officer Pursuant to Rule 13a-14 under the Securities Exchange Act of 1934 | E-2 |
| 99.2 | Certification of Chief Financial Officer Pursuant to Rule 13a-14 under the Securities Exchange Act of 1934 | E-4 |