SIGMATRON INTERNATIONAL INC
Form 10-Q
September 13, 2007

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 July 31, 2007

Commission File Number 0-23248

SigmaTron International, Inc.
(Exact Name of Registrant, as Specified in its Charter)

Delaware	36-3918470
(State or other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification Number)

2201 Landmeier Road, Elk Grove Village, Illinois 60007
(Address of Principal Executive Offices)

Registrant's Telephone Number, Including Area Code: (847) 956-8000

No Change
(Former Name, Former Address, and Former Fiscal Year, if Changed Since Last Report)

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 [X] No [ ]

Indicate by check mark 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 [ ] Accelerated filer [ ] Non-accelerated [X].

Indicate by check mark whether the registrant is a shell company (as defined by Rule 12b-2 of the Exchange Act) Yes [ ] No [X]

On September 13, 2007, there were 3,794,956 shares of the Registrant's Common Stock outstanding.

SigmaTron International, Inc.

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SIGMATRON INTERNATIONAL, INC.
Consolidated Balance Sheets

	July 31, 2007 (Unaudited)	April 30, 2007
CURRENT ASSETS:		
Cash	$ 2,889,526	$ 2,769,653
Accounts receivable, less allowance for doubtful accounts of $194,800 at July 31, 2007 and $150,000 at April 30, 2007	21,619,962	20,279,874
Inventories, net	40,084,382	40,849,791
Prepaid and other assets	1,155,252	1,289,207

Deferred income taxes	1,252,939	1,251,241
Other receivables	158,499	224,189
Total current assets	67,160,560	66,663,956
Property, machinery and equipment, net	30,361,709	30,971,107
Other assets	995,113	1,006,126
Intangible assets, net of amortization $1,460,922 and $1,308,228	1,309,078	1,461,772
Goodwill	9,298,945	9,298,945
Total assets	$109,125,405	$109,401,906
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Trade accounts payable	$ 14,823,420	$ 15,473,660
Accrued expenses	2,182,625	2,613,636
Accrued wages	1,816,924	2,241,287
Income taxes payable	386,772	243,596
Notes payable - bank	1,000,000	1,000,000
Notes payable - building	534,219	528,092
Capital lease obligations	1,723,520	1,690,437
Total current liabilities	22,467,480	23,790,708
Notes payable - banks	28,013,783	27,219,015
Notes payable- building, less current portion	2,852,486	2,988,372
Capital lease obligations, less current portion	2,681,805	3,125,297
Deferred income taxes	2,691,393	2,537,493
Total long-term liabilities	36,239,467	35,870,177
Total liabilities	58,706,947	59,660,885
COMMITMENTS AND CONTINGENCIES:		
STOCKHOLDERS' EQUITY:		
Preferred stock, $.01 par value; 500,000 shares authorized, none issued and outstanding	--	--
Common stock, $.01 par value; 12,000,000 shares authorized, 3,794,956 shares issued and outstanding at July 31, 2007 and April 30, 2007	37,950	37,950
Capital in excess of par value	19,319,457	19,315,104
Retained earnings	31,061,051	30,387,967
Total stockholders' equity	50,418,458	49,741,021
Total liabilities and stockholders' equity	$109,125,405	$109,401,906

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

SIGMATRON INTERNATIONAL, INC.
Consolidated Statements Of Operations

	Three Months Ended July 31, 2007	Three Months Ended July 31, 2006
Net sales	$39,843,813	$36,959,865
Cost of products sold	34,627,152	33,101,216
Gross profit	5,216,661	3,858,649
Selling and administrative expenses	3,217,370	3,017,953
Operating income	1,999,291	840,696
Other expense (income) -net	10,137	(51,335)
Interest expense	713,058	510,945
Income from operations before income tax expense	1,276,096	381,086
Income tax expense	449,112	122,416
Net income	$ 826,984	$ 258,670
Earnings per share - basic	$ 0.22	$ 0.07
Earnings per share - diluted	$ 0.21	$ 0.07
Weighted average shares of common stock outstanding Basic	3,794,956	3,786,956
Weighted average shares of common stock outstanding Diluted	3,889,274	3,866,783

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

SigmaTron International, Inc.
Consolidated Statements of Cash Flows

	Three Months Ended July 31, 2007	Three Months Ended July 31, 2006

OPERATING ACTIVITIES:		
Net income	$ 826,984	$ 258,670
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	992,885	975,668
Stock-based compensation	4,353	20,042
Provision for doubtful accounts	44,800	--
Provision for inventory obsolescence	(111,910)	--
Deferred income taxes	(1,698)	(7,816)
Amortization of intangibles	152,694	212,946
Changes in operating assets and liabilities, net of acquisition		
Accounts receivable	(1,384,887)	(2,234,182)
Inventories	877,319	(4,199,515)
Prepaid expenses and other assets	210,658	933,514
Trade accounts payable	(650,240)	5,642,759
Accrued expenses and wages	(855,374)	(619,542)
Income taxes payable	143,176	(362,664)
Net cash provided by operating activities	248,760	619,880
INVESTING ACTIVITIES:		
Proceeds from sale of machinery and equipment	--	13,094
Purchases of machinery and equipment	(383,487)	(665,083)
Net cash used in investing activities	(383,487)	(651,989)
FINANCING ACTIVITIES:		
Payments under capital lease obligations	(410,409)	(378,172)
Payments under term loan	(250,000)	(250,000)
Proceeds under lines of credit	1,044,768	200,468
Payments under building notes payable	(129,759)	(124,044)
Net cash provided by (used in) financing activities	254,600	(551,748)
CHANGE IN CASH	119,873	(583,857)
Cash at beginning of period	2,769,653	3,269,925
CASH AT END OF PERIOD	$ 2,889,526	$ 2,686,068
Supplementary disclosures of cash flow information		
Cash paid for interest	$ 1,067,196	$ 540,282
Cash paid for income taxes, net of (refunds)	259,785	429,545

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

SigmaTron International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

July 31, 2007

NOTE A - BASIS OF PRESENTATION

The accompanying unaudited consolidated financial statements of SigmaTron International, Inc. ("SigmaTron"), wholly owned subsidiaries Standard Components de Mexico S.A., and Ablemex, S.A. de C.V., acquired in July 2005, and its wholly-owned foreign enterprise Wujiang SigmaTron Electronics Co. Ltd. ("SigmaTron China"), and procurement branch SigmaTron Taiwan (collectively, the "Company"), have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X.

Accordingly, the consolidated financial statements do not include all of the information and footnotes required by accounting principles generally accepted in the United States of America for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring adjustments) considered necessary for a fair presentation have been included. Operating results for the three month period ended July 31, 2007, are not necessarily indicative of the results that may be expected for the year ending April 30, 2008. For further information, refer to the consolidated financial statements and footnotes thereto included in the Company's Annual Report on Form 10-K for the year ended April 30, 2007.

NOTE B - INVENTORIES

The components of inventory consist of the following:

	July 31, 2007	April 30, 2007
Finished products	$18,325,368	$10,359,223
Work-in-process	3,084,922	3,002,970
Raw materials	18,674,092	27,487,598
	$40,084,382	$40,849,791

NOTE C - STOCK INCENTIVE PLANS

The Company adopted Financial Accounting Standards Board, Share-Based Payment ("SFAS 123 (R)") Accounting for Stock Based Compensation on May 1, 2006, and implemented the new standard utilizing the modified prospective application transition method. SFAS 123 (R) requires the Company to measure the cost of employee services received in exchange for an equity award based on the grant date fair value. Options for which the requisite service requirement has not been rendered and that were outstanding as of May 1, 2006 are valued in accordance with SFAS 123 "Accounting for Stock Based Compensation" and compensation expense will be recognized over the remaining service period. Stock based compensation expense for all stock-based awards granted subsequent to May 1, 2006 was based on the grant date fair value estimated in accordance with the provisions of SFAS No.

123 (R). The Company did not grant any stock options in the first quarter ending

July 31, 2007. The Company recognized approximately $4,400 in stock compensation expense and a tax benefit of approximately $1,700 in the first quarter of fiscal 2008 for options that vested during the period. In July 2006, the Company granted 10,000 options and the per share fair value of the options granted was $6.0125. The Company recognized approximately $20,000 in stock compensation expense associated with the grant and a tax benefit of approximately $7,800 as of July 31, 2006.

Under the Company's stock option plans, options to acquire shares of common stock have been made available for grant to certain employees and directors. Each option granted has an exercise price of not less than 100% of the market value of the common stock on the date of grant. The contractual life of each option is generally 10 years. The vesting of the grants varies according to the individual options granted.

The fair value of each option grant is estimated on the grant date using the Black-Scholes option pricing model with the following assumptions:

	Three Months Ended July 31, 2007	Three Months Ended July 31, 2006
Expected dividend yield	0%	.0%
Expected stock price volatility	.750	.750
Average risk-free interest rate	4.51%	4.98%
Weighted-average expected life of options	6.5 years	6.5 years

Option-valuation models require the input of highly subjective assumptions. Because the Company's employee stock options have characteristics significantly different from those of traded options, and because changes in the subjective input assumptions can materially affect the fair value estimate, in management's opinion the existing method does not necessarily provide a reliable single measure of the fair value of the Company's employee stock options. The Company used the U.S. Treasury yield in effect at the time of the option grant to calculate the risk-free interest rate. The weighted-average expected life of options was calculated using the simplified Method. The Company did not grant any stock options in the first quarter ending July 31, 2007.

The table below summarizes option activity from the beginning of fiscal year 2008 through July 31, 2007:

	Number of options	Weighted-average exercise price	Number of options exercisable at end of period
Outstanding at April 30, 2007	531,307	8.00	502,701
Options forfeited	(1,000)	9.17	
Outstanding at July 31, 2007	530,307		505,805

Information with respect to stock options outstanding and stock options exercisable at July 31, 2007, follows:

	Options outstanding		
Range of exercise prices	Number outstanding at July 31, 2007	Weighted-average remaining contractual life	Weighted-average exercise price
$2.20 - 5.63	103,515	4.25 years	$2.51
9.17 - 12.25	426,792	7.65 years	9.33
	530,307		

	Options exercisable	
Range of exercise prices	Number exercisable at July 31, 2007	Weighted-average exercise price
$2.20 - 5.63	103,515	$2.51
9.17 - 12.25	402,290	9.33
	505,805	

The following table summarizes the activity of the non-vested stock options for the first quarter ending July 31, 2007.

	Options	Weighted-average fair value at grant date
Non-vested at April 30, 2007	23,354	9.37
Forfeited	(1,000)	9.17
Vested	(3,970)	9.17
Non-vested at July 31, 2007	18,384	9.43

The aggregate intrinsic value is calculated as the difference between the market price of the Company's common stock as of July 31, 2007 and the exercise price of the underlying options. During the first quarter ending July 31, 2007 and 2006, there were no options exercised. The aggregate intrinsic value of options outstanding was $1,452,446 and $677,294 for the first quarter ending July 31, 2007 and 2006, respectively.

As of July 31, 2007 there was approximately $68,500 of unrecognized compensation cost related to the Company's stock option plans. This compensation cost is being amortized over a three year vesting period using a straight-line basis.

The following table sets forth the computation of basic and diluted earnings per share:

	Three Months Ended	
	July 31, 2007	July 31, 2006
Net income	$ 826,984	$ 258,670
Weighted-average shares		
Basic	3,794,956	3,786,956
Effect of dilutive stock options	94,318	79,827
Diluted	3,889,274	3,866,783
Basic earnings per share	$ 0.22	$ 0.07
Diluted earnings per share	$ 0.21	$ 0.07

Options to purchase 530,307 and 533,307 shares of common stock were outstanding at July 31, 2007 and 2006, respectively.

NOTE D - FIN 48 (INCOME TAXES)

The Company adopted the provisions of FIN 48, on May 1, 2007. As a result of this adoption, the Company recognized an increase to its unrecognized tax positions of $153,900, which was recorded as a cumulative effect adjustment to retained earnings. As a result of implementing FIN 48, the Company had $197,978 of unrecognized tax benefits, of which $197,978, if recognized, would affect the Company's effective tax rate.

Upon adoption of FIN 48, the Company elected a new accounting policy to classify interest and penalties related to unrecognized tax benefits as a component of income tax expense. Interest was computed on the difference between the tax position recognized in accordance with FIN 48 and the amount previously taken or expected to be taken in the Company's tax returns. As of the adoption date, the Company has $25,690 of accrued interest expense, net of taxes related to unrecognized tax benefits. Penalties, if incurred, would be accounted for as a component of tax expense.

No statutes have been extended on any of the Company's federal income tax filings. The statute of limitations on the Company's fiscal year 2004, 2005 and 2006 federal income tax returns will expire on January 15, 2008, 2009 and 2010, respectively. The IRS concluded an examination of the Company's fiscal 2005 federal income tax returns during the fourth quarter of 2007. This examination resulted in no changes to the previously reported tax liability.

The Company's state income tax returns for the fiscal years 2003 through 2006 remain subject to examination by various state authorities with the latest closing period on November 15, 2011. The Company recently concluded an examination with Texas for the fiscal 2003-2005 tax years. This examination resulted in no changes to the previously reported tax liability. The Company is currently

not under examination by any state authority for income tax purposes and no statutes for state income tax filings have been extended.

The Company's foreign subsidiary, Wujiang SigmaTron Electronics Co., Ltd filed income tax returns for the 2005 and 2006 tax years which remain subject to examination by China. The subsidiary is currently not under examination and no statutes have been extended.

The Company's foreign subsidiary, Standard Components de Mexico S.A., filed income tax returns for the 2002 through 2006 tax years which remain subject to examination by Mexico. Standard Components de Mexico S.A. is currently not under examination and no statutes have been extended.

Additionally, the Company's former foreign subsidiary, AbleMex, S.A. de C.V. filed income tax returns for the 2002 through 2006 tax years which remain subject to examination by Mexico. AbleMex S.A. de C.V. is currently not under examination and no statutes have been extended.

CRITICAL ACCOUNTING POLICIES:

Management Estimates and Uncertainties - The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Significant estimates made in preparing the consolidated financial statements include depreciation and amortization periods, the allowance for doubtful accounts, reserves for inventory and valuation of goodwill. Actual results could materially differ from these estimates.

Revenue Recognition - Revenues from sales of product including the Company's electronic manufacturing services business are recognized when the product is shipped to the customer. In general, it is the Company's policy to recognize revenue and related costs when the order has been shipped from our facilities, which is also the same point that title passes under the terms of the purchase order except for consignment inventory. Consignment inventory is shipped from the Company to an independent warehouse for storage or shipped directly to the customer and stored in a segregated part of the customer's own facility. Upon the customer's request for inventory, the consignment inventory is shipped to the customer if the inventory was stored offsite or transferred from the segregated part of the customer's facility for consumption, or use, by the customer. The Company recognizes revenue upon such transfer. The Company does not earn a fee for storing the consignment inventory. The Company generally provides a ninety (90) day warranty for workmanship only and does not have any installation, acceptance or sales incentives, although the Company has negotiated extended warranty terms in certain instances. The Company assembles and tests assemblies based on customers' specifications. Historically, the amount of returns for workmanship issues has been de minimus under the Company's standard or extended warranties. Any returns for workmanship issues received after each period end are accrued in the respective financial statements.

Inventories - Inventories are valued at the lower of cost or market. Cost is determined by the first-in, first-out method. The Company establishes inventory reserves for valuation, shrinkage, and excess and obsolete inventory. The Company records provisions for inventory shrinkage based on historical experience to account for unmeasured usage or loss. Actual results differing from these estimates could significantly affect the Company's inventories and cost of products sold. The Company records provisions for excess and obsolete inventories for the difference between the cost of inventory and its

estimated realizable value based on assumptions about future product demand and market conditions. Actual product demand or market conditions could be different than that projected by management.

Impairment of Long-Lived Assets - The Company reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. An asset is considered impaired if its carrying amount exceeds the future net cash flow the asset is expected to generate. If such asset is considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the asset, if any, exceeds its fair market value. The Company has adopted SFAS No. 144, which establishes a single accounting model for the impairment or disposal of long-lived assets, including discontinued operations.

Goodwill and Other Intangibles - The Company adopted on June 1, 2001, SFAS No. 141 "Business Combinations". Under SFAS No. 141, a purchaser must allocate the total consideration paid in a business combination to the acquired tangible and intangible assets based on their fair value. The Company adopted SFAS No. 142, "Goodwill and Other Intangible Assets" effective January 1, 2002. Goodwill represents the purchase price in excess of the fair value of assets acquired in business combinations. Statement of Financial Accounting Standards (SFAS) No. 142, "Goodwill and Other Intangible Assets", requires the Company to assess goodwill for impairment at least annually in the absence of an indicator of possible impairment and immediately upon an indicator of possible impairment. During the fourth quarter of fiscal 2007, the Company completed its annual assessment of impairment regarding the goodwill recorded. The Company calculates fair value of the reporting unit utilizing a combination of a discounted cash flow approach and certain market approaches which considered both the Company's market capitalization and trading multiples of comparable companies. The calculations of fair value of the reporting unit involves significant judgment and different underlying assumptions could result in different calculated fair values. The goodwill impairment analysis indicated there was no goodwill impairment for the year ended April 30, 2007 as the fair value of the reporting unit exceeded the carrying value of the reporting unity by approximately 1%. However, in the event the Company does not achieve projected performance or there is a decline in the market price of the Company's stock, we may be required to record an impairment charge for goodwill in the future, which charge would reduce net income and earnings per share.

NEW ACCOUNTING STANDARDS:

In February 2006, the FASB issued Statement of Financial Accounting Standard No. 155, "Accounting for Certain Hybrid Instruments" (SFAS 155). FASB 155 allows financial instruments that have embedded derivatives to be accounted for as a whole (eliminating the need to bifurcate the derivative from its host) if the holder elects to account for the whole instrument on a fair value basis. This statement is effective for all financials instruments acquired or issued after the beginning of the entity's first fiscal year that begins after September 15, 2006. The adoption of SFAS 155 did not have a material impact on its consolidated financial statements.

In July 2006, the FASB issued FIN 48, "Accounting for Uncertainty in Income Taxes" to create a single model to address accounting for uncertainty in tax positions. FIN 48 clarifies the accounting for income taxes by prescribing a minimum recognition threshold a tax position is required to meet before being recognized in the financial statements. FIN 48 also provides guidance and derecognition, classification, interest and penalties, accounting in interim periods, disclosures, and transition. FIN 48 is effective for fiscal years beginning after December 15, 2006. The Company adopted FIN 48 as of May 1, 2007, as required. During the first quarter ended July 31, 2007, the Company recorded $153,900 as a result of the impact FIN 48.

In September 2006, FASB issued SFAS No. 157 (SFAS 157), "Fair Value Measurements". SFAS 157 establishes a common definition for fair value to be applied to U.S. GAAP guidance requiring use of fair value, establishes a framework for measuring fair value, and expands disclosure about such fair value measurements. SFAS 157 is effective for fiscal years beginning after November 15, 2007. The Company is currently assessing the impact of SFAS 157 may have on its financial statements.

In February 2007, the FASB issued SFAS No. 159 "The Fair Value Options for Financial Assets and Financial Liabilities (SFAS No. 159). SFAS 159 permits entities to choose to measure many financial assets and financial liabilities at fair value. Unrealized gains and losses on items for which the fair value option has been elected are reported in earnings. SFAS No. 159 is effective for fiscal years beginning after November 15, 2007. The Company is currently assessing the impact of SFAS 159 may have on financial statements.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

In addition to historical financial information, this discussion of the business of SigmaTron International, Inc., its wholly-owned subsidiaries Standard Components de Mexico S.A., and AbleMex, S.A. de C.V., and its wholly-owned foreign enterprise Wujiang SigmaTron Electronics Co., Ltd. ("SigmaTron China"), and its procurement branch SigmaTron Taiwan (collectively the "Company") and other Items in this Report on Form 10-Q contain forward-looking statements concerning the Company's business or results of operations. Words such as "continue," "anticipate," "will," "expects," "believe," "plans," and similar expressions identify forward-looking statements. These forward-looking statements are based on the current expectations of SigmaTron (including its subsidiaries). Because these forward-looking statements involve risks and uncertainties, the Company's plans, actions and actual results could differ materially. Such statements should be evaluated in the context of the risks and uncertainties inherent in the Company's business including our continued dependence on certain significant customers; the continued market acceptance of products and services offered by the Company and its customers; pricing pressures from our customers, suppliers and the market; the activities of competitors, some of which may have greater financial or other resources than the Company; the variability of our operating results; the results of goodwill impairment testing; the variability of our customers' requirements; the availability and cost of necessary components and materials; the ability of the Company and our customers to keep current with technological changes within our industries; regulatory compliance; the continued availability and sufficiency of our credit arrangements; changes in U.S., Mexican, Chinese or Taiwanese regulations affecting the Company's business; the continued stability of the U.S., Mexican, Chinese and Taiwanese economic systems, labor and political conditions; and the ability of the Company to manage its growth, including its expansion into China. These and other factors which may affect the Company's future business and results of operations are identified throughout the Company's Annual Report on Form 10-K and risk factors and may be detailed from time to time in the Company's filings with the Securities and Exchange Commission. These statements speak as of the date of this report and the Company undertakes no obligation to update such statements in light of future events or otherwise.

OVERVIEW:

The Company operates in one business segment as an independent provider of EMS, which includes printed circuit board assemblies and completely assembled (box-build) electronic products. In connection with the production of assembled products, the Company also provides services to its customers, including (1) automatic and manual assembly and testing of products; (2) material sourcing and procurement; (3) design, manufacturing and test engineering support; (4) warehousing and shipment services; and (5) assistance in obtaining product approval from governmental and other regulatory bodies. The Company provides these manufacturing services through an international network of facilities located in the United States, Mexico, China and Taiwan.

As the demand for electronic products has continued to increase over the past several months, the lead-time for many components has increased. Pricing for some components and related commodities has escalated due to the increased demand and the transition to RoHS components and may continue to increase in the future periods. The impact of these price increases could have a negative effect on the Company's gross margins and operating results.

The Company relies on numerous third-party suppliers for components used in the Company's production process. Certain of these components are available only from single sources or a limited number of suppliers. In addition, a customer's specifications may require the Company to obtain components from a single source or a small number of suppliers. The loss of any such suppliers could have a material impact on the Company's results of operations, and the Company may be required to operate at a cost disadvantage compared to competitors who have greater direct buying power from suppliers. The Company does not enter into purchase agreements with major or single-source suppliers. The Company believes that ad-hoc negotiations with its suppliers provides flexibility, given that the Company's orders are based on the needs of its customers, which constantly change.

Sarbanes-Oxley, as well as rules subsequently implemented by the Securities and Exchange Commission and listing requirements subsequently adopted by Nasdaq in response to Sarbanes-Oxley, have required changes in corporate governance practices, internal control policies and audit committee practices of public companies. These rules, regulations, and requirements have increased the Company's legal expenses, financial compliance and administrative costs, made many other activities more time consuming and costly and diverted the attention of senior management. These rules and regulations could also make it more difficult for us to attract and retain qualified members for our board of directors, particularly to serve on our audit committee. In addition, if the Company receives a qualified opinion on the adequacy of its internal control over financial reporting, shareholders could lose confidence in the reliability of the Company's financial statements, which could have a material adverse impact on the value of the Company's stock.

Sales can be a misleading indicator of the Company's financial performance. Sales levels can vary considerably among customers and products depending on the type of services (consignment and turnkey) rendered by the Company and the demand by customers. Consignment orders require the Company to perform manufacturing services on components and other materials supplied by a customer, and the Company charges only for its labor, overhead and manufacturing costs, plus a profit. In the case of turnkey orders, the Company provides, in addition to manufacturing services, the components and other materials used in assembly. Turnkey contracts, in general, have a higher dollar volume of sales for each given assembly, owing to inclusion of the cost of components and other materials in net sales and cost of goods sold. Variations in the number of turnkey orders compared to consignment orders can lead to significant fluctuations in the Company's revenue levels. However, the Company does not believe that such variations are a meaningful indicator of the Company's gross

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margins. Consignment orders accounted for less than 5% of the Company's revenues for the three months ended July 31, 2007.

In the past, the timing and rescheduling of orders have caused the Company to experience significant quarterly fluctuations in its revenues and earnings, and the Company expects such fluctuations to continue.

RESULTS OF OPERATIONS:

Net Sales

Net sales increased for the three month period ended July 31, 2007 to $39,843,813 from $36,959,865 for the three month period ended July 31, 2006. Sales volume increased for the three month period ended July 31, 2007 as compared to the same period in the prior year in the telecommunications, fitness, gaming, consumer electronics, industrial and life sciences marketplaces. The slight increase in revenue is a result of our customers' demand for product based on their forecast.

Gross Profit

Gross profit increased during the three month period ended July 31, 2007 to $5,216,661 or 13.1% of net sales, compared to $3,858,649 or 10.4% of net sales for the same period in the prior fiscal year. The increase in the Company's gross margin for the three month period is due to the continued progress at the Tijuana manufacturing operation and product mix. There can be no assurance that gross margins will not decrease in future quarters. Pricing pressures continue at all locations.

Selling and Administrative Expenses

Selling and administrative expenses increased to $3,217,370 or 8.1% of net sales for the three month period ended July 31, 2007 compared to $3,017,953 or 8.2% of net sales in the same period last year. The increase for the three month period ended July 31, 2007, is due to an increase in sales commissions, accounting fees and bonus accruals, as well as an increase in purchasing, accounting and IT salary expenses primarily caused by an increase in headcount in those areas.

Interest Expense

Interest expense for bank debt and capital lease obligations for the three month period ended July 31, 2007 was $713,058 compared to $510,945 for the same period in the prior year. This change was attributable to the Company's significant increased borrowings under its revolving credit facility and term loan, increased capital lease obligations and higher interest rates. The additional working capital was necessary to support the increase in sales volume.

Taxes

The effective tax rate from continuing operations for the three month period ended July 31, 2007 was 35.2% compared to an effective tax rate of 32.1% in the same period of the prior fiscal year. The effective tax rate in fiscal 2008 has increased compared to prior periods due to the tax effects of the Company's foreign operations.

Net Income

Net income from continuing operations increased to $826,984 for the three month period ended July 31, 2007 compared to $258,670 for the same period in the prior year. Basic and diluted earnings per share for the first fiscal quarter of 2008 were $0.22 and $0.21, compared to basic and diluted earnings per share of $0.07, respectively, for the same period in the prior year.

LIQUIDITY AND CAPITAL RESOURCES:

OPERATING ACTIVITIES.

Cash flow provided by operating activities was $248,760 for the three months ended July 31, 2007, compared to $619,880 for the same period in the prior year. During the first three months of fiscal year 2008, cash provided by operations was due to an increase in net income, the non-cash effect of depreciation and amortization and a decrease in inventory. Cash provided by operating activities was partially offset by an increase in accounts receivable and a decrease in accrued expenses. The slight increase in accounts receivable was due to the timing of receipts of payments at the end of the first fiscal quarter. The accrued expense decreased as a result of bonuses paid in the first quarter of fiscal 2008. The decrease in inventory was the result of timing of customers' demand for product based on their forecast.

During the first quarter of fiscal year 2007, cash provided by operations was the result of net income, the non-cash effect of depreciation and amortization and an increase in trade accounts payable. Cash provided by operating activities was partially offset by an increase in inventories of approximately $4,200,000 and an increase of approximately $2,235,000 in accounts receivables. The increase in inventories is primarily attributable to an increase in customer orders and the addition of RoHS compliant inventory.

INVESTING ACTIVITIES.

During the first quarter of fiscal 2008, the Company purchased approximately $383,500 in machinery and equipment to be used in the ordinary course of business. The Company expects to make additional machinery and equipment purchases of approximately $2,500,000 during the balance of fiscal 2008. During the first quarter of fiscal 2007 the Company purchased approximately $665,000 in machinery and equipment to be used in the ordinary course of business.

FINANCING TRANSACTIONS.

On July 31, 2006, the Company amended the credit facility to increase the revolving credit facility from $22,000,000 to $27,000,000. The Company also has a term loan which was increased in July 2006 to $4,000,000 from $2,750,000 on July 31, 2006. Interest payments only are due monthly through June 30, 2007 and quarterly principal payments of $250,000 are due each quarter beginning with the quarter ending June 30 2007, through the quarter ending June 30, 2011. Interest payments continue to be due monthly throughout the term. In October 2006, the Company amended the credit facility to increase the revolving credit facility from $27,000,000 to $32,000,000. The increase of $5,000,000 was for a term of six months and expired on April 30, 2007. In April 2007, the amended revolving credit facility was renewed in the amount of $32,000,000 and will expire on September 30, 2009. The amended revolving credit facility is limited to the lesser of: (i) $32,000,000 or (ii) an amount equal to the sum of 85% of the receivable borrowing base and the lesser of $16,000,000 or a percentage of the inventory base. In January and April 2007, the Company's financial covenants were amended. At July 31, 2007, the Company was in compliance with its financial covenants, and

$29,013,783 was outstanding under the revolving credit facility and term loan. There was approximately $2,986,217 of unused credit available as of July 31, 2007.

The loan and security agreement is collateralized by substantially all of the domestically-located assets of the Company and contains certain financial covenants, including specific covenants pertaining to the maintenance of minimum tangible net worth and net income. The agreement also restricts annual lease rentals and capital expenditures and the payment of dividends.

The Company anticipates its credit facilities, cash flow from operations and leasing resources will be adequate to meet its working capital requirements in fiscal year 2008. In the event the business grows rapidly or the Company considers an acquisition, additional financing resources could be necessary in the current or future fiscal years. There is no assurance that the Company will be able to obtain equity or debt financing at acceptable terms in the future.

The Company provides funds for salaries, wages, overhead and capital expenditure items as necessary to operate its wholly-owned Mexican Chinese subsidiaries and the Taiwan procurement branch. The Company provides funding U.S. dollars, which are exchanged for pesos, RMB, and New Taiwan dollar as needed. The fluctuation of currencies from time to time, without an equal or greater increase in inflation, has not had a material impact on the financial results of the Company. During the first quarter of fiscal year 2008, the Company paid approximately $4,836,898 to its subsidiaries for services provided.

In May 2002, the Company acquired a plant in Acuna, Mexico through seller financing. The loan of $1,950,000 is payable in equal monthly installments of approximately $31,000 over six and a half years at a rate of 7% interest per annum. Prior to acquiring that plant, the Company rented the facility. At July 31, 2007, approximately $446,705 was outstanding in connection with the financing of that facility.

Payments made under capital lease and building notes payable was $540,168 and $502,216 for the first quarter of fiscal 2008 and 2007, respectively.

The Company paid $250,000 under its term loan obligation and borrowed an additional $1,044,768 under its revolving credit facility during the first quarter of fiscal 2008. The balance of July 31, 2007 under the term loan obligation and revolving credit facility was $3,750,000 and $25,263,783, respectively.

In the first quarter of fiscal 2007 the Company paid $250,000 under its term loan obligation and borrowed an additional $200,468 under its revolving credit facility. At July 31, 2006 the company had $2,750,000 and $19,362,368 outstanding under its term loan and revolving credit facility, respectively.

OFF-BALANCE SHEET TRANSACTIONS:

The Company has no off-balance sheet transactions.

CONTRACTUAL OBLIGATIONS AND COMMERCIAL COMMITMENTS:

Not applicable.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

INTEREST RATE RISK

The Company's exposure to market risk for changes in interest rates is due primarily to its short-term investments and borrowings under its credit agreements. The Company's borrowings are at a variable rate and an increase in interest rates of 1% would have resulted in interest expense increasing by approximately $73,000 for the three month period ended July 31, 2007. As of July 31, 2007, the Company had no short-term investments and approximately $29,000,000 of borrowings under its credit agreements. The Company does not use derivative financial investments. The Company's cash equivalents, if any, are invested in overnight commercial paper. The Company does not have any significant cash flow exposure due to rate changes for its cash equivalents, because these instruments are short-term.

ITEM 4. CONTROLS AND PROCEDURES.

Our management, including our President and Chief Executive Officer and Chief Financial Officer, evaluated the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) as of July 31, 2007. Our disclosure controls and procedures are designed to ensure that information required to be disclosed by the Company in the reports filed by the Company under the Securities Exchange Act of 1934 (the "Exchange Act") is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms and that such information is accumulated and communicated to our management, including our President and Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure. Based on this evaluation, our President and Chief Executive Officer and Chief Financial Officer concluded that the Company's disclosure controls and procedures were effective as of July 31, 2007.

There has been no change in our internal control over financial reporting during the quarter ended July 31, 2007 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS.

The Company is party to routine legal proceedings arising out of the normal course of business. Although it is not possible to predict with certainty the outcome of these unresolved legal actions or the range of possible loss, the Company believes that none of these actions, individually or in the aggregate, will have a material effect on our financial condition or results of operations.

ITEM 1A. RISK FACTORS.

There were no material changes from our risk factors as presented in the section entitled "Risk Factors" in our Annual Report on Form 10-K for the fiscal year ended April 30, 2007 as filed with the SEC on July 24, 2007.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS.

None.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES.

None.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

None.

ITEM 5. OTHER INFORMATION.

None.

ITEM 6. EXHIBITS.

(a) Exhibits:

Exhibit 31.1 - Certification of Principal Executive Officer of SigmaTron International, Inc. Pursuant to Rule 13a-14(a) under the Exchange Act, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

Exhibit 31.2 - Certification of Principal Financial Officer of SigmaTron International, Inc. Pursuant to Rule 13a-14(a) under the Exchange Act, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

Exhibit 32.1 - Certification by the Principal Executive Officer of SigmaTron International, Inc. Pursuant to Rule 13a-14(b) under the Exchange Act and Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350).

Exhibit 32.2 - Certification by the Principal Financial Officer of SigmaTron International, Inc. Pursuant to Rule 13a-14(b) under the Exchange Act and Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350).

SIGNATURES:

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SIGMATRON INTERNATIONAL, INC.

/s/ Gary R. Fairhead	September 13, 2007
Gary R. Fairhead President and CEO (Principal Executive Officer)	Date
/s/ Linda K. Blake	September 13, 2007
Linda K. Blake Chief Financial Officer, Secretary and Treasurer (Principal Financial Officer and Principal Accounting Officer)	Date