EGAIN Corp Form 10-Q November 13, 2017 Table of Contents
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Form 10-Q
(Mark One)
QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended September 30, 2017
OR
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. 001-35314
eGAIN CORPORATION
(Exact name of registrant as specified in its charter)

Delaware 77-0466366 (State or other jurisdiction (I.R.S. Employer

of incorporation or organization) Identification No.)

1252 Borregas Avenue, Sunnyvale, CA 94089 (Address of principal executive offices) (Zip Code)

(408) 636-4500

(Registrant's telephone number, including area code)

(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 No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company

#### Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class Outstanding at November 10, 2017

Common Stock \$0.001 par value 27,232,896

## Table of Contents

## eGAIN CORPORATION

Quarterly Report on Form 10-Q

For the Quarterly Period Ended September 30, 2017

## TABLE OF CONTENTS

		Page
PART I.	FINANCIAL INFORMATION	2
Item 1.	Financial Statements (Unaudited)	2
	Condensed Consolidated Balance Sheets as of September 30, 2017 and June 30, 2017	2
	Condensed Consolidated Statements of Operations for the Three Months ended September 30,	
	2017 and 2016	3
	Condensed Consolidated Statements of Comprehensive Loss for the Three Months ended	
	<u>September 30, 2017 and 2016</u>	4
	Condensed Consolidated Statements of Cash Flows for the Three Months Ended September 30.	
	2017 and 2016	5
	Notes to Condensed Consolidated Financial Statements	6
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	21
Item 3.	Quantitative and Qualitative Disclosures about Market Risk	32
Item 4.	Controls and Procedures	33
PART II.	OTHER INFORMATION	34
Item 1.	<u>Legal Proceedings</u>	34
Item 1A.	Risk Factors	34
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	48
Item 6.	Exhibits	49
	Signatures	50

i

## Table of Contents

#### PART I. FINANCIAL INFORMATION

#### Item 1. Financial Statements

#### eGAIN CORPORATION

## CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited)

(in thousands, except par value data)

		eptember 30, 017	June 30, 2017
ASSETS			
Current assets:			
Cash and cash equivalents	\$	10,724	\$ 10,627
Restricted cash		6	6
Accounts receivable, less allowance for doubtful accounts of \$414 and \$357 as of			
September 30, 2017 and June 30, 2017, respectively		5,498	7,201
Deferred commissions		641	690
Prepaid expenses		1,306	1,737
Other current assets		386	370
Total current assets		18,561	20,631
Property and equipment, net		923	1,059
Deferred commissions, net of current portion		618	694
Intangible assets, net		2,244	2,748
Goodwill		13,186	13,186
Other assets		1,413	1,433
Total assets	\$	36,945	\$ 39,751
LIABILITIES AND STOCKHOLDERS' DEFICIT			
Current liabilities:			
Accounts payable	\$	2,271	\$ 2,363
Accrued compensation	Ψ	3,974	4,339
Accrued liabilities		2,371	2,364
Deferred revenue		20,912	2,501
Deletion to reince		20,712	