

COMTECH TELECOMMUNICATIONS CORP /DE/  
Form 424B3  
May 03, 2004

**Filed pursuant to Rule 424(b)(3)**  
**Registration No. 333-114268**

**PROSPECTUS**

**\$105,000,000**  
**(Aggregate Principal Amount)**

**2.0% Convertible Senior Notes due 2024, Related Guarantees and  
the Common Stock Issuable Upon Conversion of the Notes**

We issued the notes in a private placement on January 27, 2004. This prospectus will be used by selling securityholders to resell their notes and the common stock issuable upon conversion of their notes. We will not receive any proceeds from this offering.

The notes were issued in denominations of \$1,000 and integral multiples thereof and mature on February 1, 2024, unless earlier converted, redeemed or repurchased at their fully accreted principal amount, which will be equal to \$1,295.26 (129.526%) per \$1,000 principal amount of notes at issuance. The notes were issued in registered book-entry form.

You may convert the notes into shares of our common stock in accordance with the terms and conditions of the notes prior to their maturity or their prior redemption or repurchase by us. The conversion rate is 21.1640 shares of common stock per each \$1,000 principal amount of notes, subject to adjustment in certain circumstances. This is equivalent to an initial conversion price of approximately \$47.25 per share. Upon conversion of the notes we may, in our discretion, in lieu of delivering shares of common stock, deliver cash or a combination of cash and shares of common stock.

We will pay cash interest on the notes on February 1 and August 1 of each year. The first such payment will be made on August 1, 2004. Beginning on February 1, 2009, we will pay additional contingent interest on the notes if the average trading price of the notes is above specified levels, as described in this prospectus. After February 1, 2011, except for contingent interest, if any, we will not pay cash interest on the notes.

The notes are our general unsecured obligations, ranking equally in right of payment with all our existing and future unsecured senior indebtedness, and senior in right of payment to any of our future subordinated indebtedness. The notes are fully and unconditionally guaranteed on a senior subordinated basis by all of our current consolidated subsidiaries and certain future subsidiaries. The guarantee of each subsidiary guarantor is a general unsecured obligation of the guarantor, ranks equally in right of payment with any future senior subordinated indebtedness of such guarantor and is subordinated in right of payment to all existing and future senior indebtedness of such guarantor, as described in this prospectus.

We may redeem for cash all or a portion of the notes on or after February 4, 2009, upon at least 20 days' notice, at any time at the redemption prices described in this prospectus.

Holder may require us to purchase all or part of their notes for cash at a purchase price of 100% of the accreted principal amount of the notes plus accrued and unpaid interest on February 1, 2011, February 1, 2014 and February 1, 2019 and upon the occurrence of a fundamental change, as described in this prospectus.

The notes are treated as contingent payment debt instruments for United States federal income tax purposes and are subject to special rules. See Certain U.S. Federal Income Tax Considerations .

There is no public market for the notes and we do not intend to apply for listing of the notes on any securities exchange or for quotation of the notes through any automated quotation system. The notes currently trade on the Private Offerings, Resales and Trading through Automated Linkages Market, commonly referred to as The PORTAL Market. However, once notes are sold under this prospectus, these notes will no longer trade on The PORTAL Market. Our common stock is traded on the Nasdaq National Market under the symbol CMTL . On April 29, 2004, the last reported closing price of our common stock on the Nasdaq National Market was \$16.64 per share.

**This investment involves significant risks. See the Risk Factors section beginning on page 11.**

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The date of this prospectus is April 30, 2004.

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**IMPORTANT NOTICE TO READERS**

This prospectus is part of a registration statement that we filed with the Securities and Exchange Commission (the SEC) using a shelf registration process. Under this shelf registration process, the selling securityholders may, from time to time, offer notes or shares of our common stock owned by them. Each time the selling securityholders offer notes or common stock under this prospectus, they will provide a copy of this prospectus and, if applicable, a copy of a prospectus supplement. You should read both this prospectus and, if applicable, any prospectus supplement together with the information incorporated by reference in this prospectus and if applicable, any supplement hereto. See [Where You Can Find More Information](#) for more information.

You should rely only on the information contained or incorporated or deemed to be incorporated by reference in this prospectus. We have not, and the selling securityholders have not, authorized anyone to provide you with different information. Neither the notes nor any shares of common stock issuable upon conversion of the notes are being offered in any jurisdiction where the offer or sale is not permitted. The information contained in this prospectus speaks only as of the date of this prospectus and the information in the documents incorporated or deemed to be incorporated by reference in this prospectus speaks only as of the respective dates those documents were filed with the SEC.

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**SPECIAL CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS**

This prospectus contains or incorporates by reference forward-looking statements, including statements concerning the future of our industry, product development, business strategy, continued acceptance of our products, market growth, and dependence on significant customers. These statements can be identified by the use of forward-looking terminology such as may, will, expect, anticipate, estimate, continue, or other words. These statements are not guarantees of future performance and involve risks and uncertainties that are difficult to predict and are based on assumptions that may not prove to be accurate. Our actual results may differ significantly from those contained in any forward-looking statement. The reasons for this include changes in general economic conditions and the factors discussed under the caption Risk Factors. When considering forward-looking statements, you should keep in mind the risk factors and other cautionary statements in this prospectus. Except as required by law, we undertake no obligation to update publicly any forward-looking statements for any reason after the date of this prospectus to conform these statements to actual results or to changes in our expectations.

## SUMMARY OF THE OFFERING AND THE COMPANY

This prospectus is offering an aggregate principal amount of \$105,000,000 of our 2.0% Convertible Senior Notes due 2024, 2,222,220 shares of our common stock issuable upon conversion of the notes and the guarantees of our current consolidated subsidiaries underlying the notes for sale by certain selling securityholders. The selling securityholders acquired the notes in connection with a private placement on January 27, 2004 and the resultant resale by the initial purchaser of the notes under Rule 144A of the Securities Act.

We are receiving no proceeds from the sale of securities offered for sale hereunder. We have agreed to pay the expenses associated with registering the securities of the selling securityholders. We may suspend the use of this prospectus during certain periods of time described in the section of this prospectus entitled "Description of Notes" if the prospectus would, in our judgment, contain a material misstatement or omission as a result of an event that has occurred and is continuing, and we determine in good faith that the disclosure of this material non-public information would have a material adverse effect on us and our subsidiaries taken as a whole.

This summary highlights information more fully described in other parts of this prospectus and within the materials incorporated by reference. It is not complete and may not contain all of the information that you should consider before buying the securities offered by this prospectus. The other information is important, so you should read the entire prospectus carefully, including the "Risk Factors" section beginning on page 11, and our consolidated financial statements and the related notes incorporated by reference in this prospectus.

In this prospectus, unless otherwise specified, Comtech, we, us, and our refer to Comtech Telecommunications Corp. and its subsidiaries. All share and per share information has been adjusted to reflect the 3-for-2 stock splits that occurred in July 1999 and July 2003.

## COMTECH

We design, develop, produce and market innovative products, systems and services for advanced communications solutions addressing commercial and government markets. We sell our products into markets where we believe we have technological, engineering, systems design or other expertise that differentiate our product offerings. Our recent strong performance is attributable to increased mobile data communications demand from U.S. Army logistics and battlefield commands, increased demand for our over-the-horizon microwave communications systems and, most recently, renewed demand for our satellite earth station products from a broad range of customers. In the past several years, we have expanded our product lines, completed targeted acquisitions, continually funded research and development efforts and broadened our customer base.

### Business Overview

We conduct our business through three complementary business segments: telecommunications transmission, mobile data communications and RF microwave amplifiers:

Our **telecommunications transmission segment**, our largest business segment, provides specialized products and systems for satellite, over-the-horizon microwave and line-of-sight microwave telecommunication systems.

*Satellite Earth Station Equipment and Systems.* We provide customers a one-stop shopping approach by offering a broad range of satellite earth station equipment, primarily modems, frequency converters, power amplifiers and transceivers that are used in commercial and government satellite communication applications. We believe we are a leading provider worldwide of satellite earth station modems, which we sell into a broad customer base that includes companies in the defense, satellite, telecommunications and broadcasting markets, as well as the U.S. and foreign governments. We believe we were the first company to offer Turbo Product Code, an advanced form of forward error correction, in satellite earth station modems which we believe can significantly reduce satellite transponder lease costs or increase data throughput by up to 60%.

*Over-the-Horizon Microwave Systems.* We design and develop over-the-horizon microwave communications equipment and systems that can transmit signals over unfriendly or inaccessible terrain from 30 to 600 miles by reflecting the transmitted signals off of the troposphere, an atmospheric layer located approximately seven miles above the earth's surface. Over-the-horizon microwave systems are a cost-effective alternative to satellite systems since they do not require the leasing of satellite transponder space. Our primary customers in this product line include foreign governments, who have used our systems to, among other things, transport radar tracking information from remote border locations, as

well as oil and gas companies for whom it is essential to maintain communication with offshore oil rigs and other remote exploration activities. We recently demonstrated to the U.S. military our ability to transmit video over this communication channel and are discussing with the U.S. military a potential upgrade, and eventual replacement, of its inventory of over-the-horizon microwave systems.

*Forward Error Correction and Data Compression Technology.* We design, develop and market forward error correction integrated circuits and data compression technology solutions which allow for more efficient transmission of voice, video and data in wireless communication channels. We have been issued several U.S. patents relating to our forward error correction technology. We incorporate this technology into our satellite earth station modems, which we believe provides us with a competitive advantage.

**Our mobile data communications** segment provides satellite-based mobile location, tracking and messaging services and mobile satellite transceivers primarily for defense applications, including logistics, support and battlefield command and control. We believe our system, which is currently being used by U.S. forces in Iraq, is the only satellite-based mobile data communication system employed by both the U.S. Army warfighter and logistics commands that operates in the L-band frequency range and which provides near real-time messaging and location tracking of mobile assets.

*U.S. Army Movement Tracking System ( MTS ).* We are currently the sole provider of the U.S. Army logistics command s Movement Tracking System. This prime contract award allows for the purchase of equipment and services over an eight-year period ending in 2007. We provide MTS services through leased satellite capacity, utilizing our network operations center, mobile transceivers, ruggedized computers and satellite earth station gateways.

*U.S. Army s Force XXI Battle Command, Brigade and Below ( FBCB2 ).* We have recently begun providing our mobile satellite transceivers for integration into FBCB2 battlefield command and control applications. In addition, our efforts include the supply and operation of the satellite packet data network and satellite gateways, and associated systems support and maintenance.

*Commercial Applications.* We are currently evaluating potential commercial transportation market applications for our satellite-based mobile system and transceivers.

**Our RF microwave amplifier segment** designs, manufactures and markets solid-state, high power, broadband RF microwave amplifier products. Our RF microwave amplifier products are used in a wide variety of applications including defense, medical equipment, satellite communications and instrumentation.

*Defense.* U.S. and foreign military customers use our amplifiers in a variety of telecommunications systems and electronic warfare systems to boost and transmit signals. We believe that ongoing U.S. security concerns are resulting in increased interest in our amplifier products.

*Medical and Health.* Our amplifiers are key components in oncology treatment systems, allowing for high doses of radiation in a very specific area of the body, thereby avoiding damage to healthy tissue.

*Satellite Communications.* Our amplifiers are used to amplify signals for voice and data transmission for air-to-satellite-to-ground communications. For example, our amplifiers, when incorporated as part of an aircraft satellite communication system, can be used to provide passengers with e-mail and Internet access.

*Instrumentation and Testing.* Manufacturers use our amplifiers to test their electronic systems for electromagnetic compatibility and susceptibility to interference.

## **Industry Background**

The communications market requires solutions to facilitate secure voice, video and data transmission at high throughput levels, and across a wide variety of media and environments. Over the last decade, the industry has been driven by the global expansion of advanced communication services related to the needs of information-intensive economies, the military transformation to information-based, network-centric warfare, and the need for developing countries to upgrade their commercial and defense communication systems.

*Global Development of Information-Intensive Economies.* Businesses are increasingly reliant upon the Internet and multimedia applications to communicate voice, video and data to their customers and employees around the world. We expect demand for these high-bandwidth applications to grow.

*Military Transformation to Information Based, Network-Centric Warfare.* The U.S. military is increasingly reliant on information and communications technology to provide critical advantages in battlefield, support and logistics operations. Situational awareness, defined by knowledge of the location and strength of friendly and unfriendly forces during battle, can increase the likelihood of success during a conflict. Stretched battle and supply lines can use satellite communications to span distances that normal radio communications are unable to cover.

*Developing Countries Upgrading Their Commercial and Defense Communication Systems.* We believe many developing countries are committing greater resources and are now placing a higher priority on developing and upgrading their communications systems than in the past. Many of these countries lack the resources, or have large geographic areas or unfriendly terrain that make it difficult to install extensive land-based networks on a cost-effective basis. We believe this provides an opportunity for satellite, over-the-horizon microwave and other wireless communications systems to meet the requirements for communication services in these countries.

### **Corporate Business Strategies**

We manage our business with the following principal corporate business strategies:

- Seek leadership positions in markets where we can provide specialized products and services;
- Identify and invest in emerging technologies that enhance or expand our product portfolio;
- Operate business segments flexibly to maximize responsiveness to our customers;
- Strengthen our diversified and balanced customer base; and
- Pursue acquisitions and investments in businesses and technologies.

We believe that, as a result of these business strategies, we are well positioned today in both commercial and defense markets and could benefit from increased capital spending, particularly in the telecommunications sector, as general economic conditions improve.

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We are incorporated in the State of Delaware. Our principal executive offices are located at 105 Baylis Road, Melville, New York 11747. Our telephone number is (631) 777-8900. Our corporate website is [www.comtechtel.com](http://www.comtechtel.com). The contents of our corporate website are not part of this prospectus.

## THE OFFERING

*The following summary contains basic information about the notes and is not intended to be complete. It does not contain all the information that will be important to a holder of the securities. For a more complete understanding of the notes, please refer to the section of this document entitled Description of Notes. For purposes of the description of the securities included in this prospectus, references to the Company, Comtech, Issuer, us, we, and our refer only to Comtech Telecommunications Corp.*

Issuer	Comtech Telecommunications Corp., a Delaware corporation.
Seller	One or more of the selling securityholders. See Selling Securityholders . We are not the selling securityholders.
Securities Offered	\$105.0 million aggregate original principal amount of 2.0% Convertible Senior Notes due 2024 and common stock issuable upon conversion of the notes.
Maturity Date	February 1, 2024, unless earlier repurchased, redeemed, or converted.
Payment at Maturity	We will redeem the notes at their accreted principal amount on the maturity date. The accreted principal amount at maturity will be equal to \$1,295.26 (129.526%) per \$1,000 of principal amount at issuance. The accreted principal amount will be equal to the principal amount at issuance plus accretion on the principal amount at issuance beginning on February 1, 2011, so that the yield to maturity of the notes will remain at 2.0% per year (equal to the rate of cash interest prior to February 1, 2011). The calculation of the principal accretion will be on a semi-annual bond equivalent basis using a 360-day year comprised of twelve 30-day months.
Cash Interest	The notes bear cash interest at an annual rate of 2.0% of the principal amount at issuance of the notes from January 27, 2004, or from the most recent date to which interest has been paid or provided for, until, but not including, February 1, 2011. Cash interest, including contingent interest, will be payable semi-annually in arrears on February 1 and August 1 of each year to holders of record at the close of business on the January 15 or July 15 immediately preceding such interest payment date. The first such cash interest payment date will be August 1, 2004. Except for contingent interest, if any, the notes will not bear cash interest after February 1, 2011. Interest generally will be computed on the basis of a 360-day year comprised of twelve 30-day months.
Contingent Interest	Comtech will pay contingent interest to the holders of notes with respect to any six-month period from February 1 to July 31 and from August 1 to January 31, commencing with the six-month period beginning February 1, 2009, if the average note price for the applicable five trading day period equals 120% or more of the accreted principal amount of such notes. The amount of contingent interest payable per note in respect of any six-month period will equal 0.25% per annum of the average note price for the applicable five trading day period. All references to interest in this section, unless the context otherwise requires, shall include

contingent interest, if any.

Ranking of Notes

The notes are Comtech's general unsecured obligations, ranking equally in right of payment with all of its other existing and future unsecured senior indebtedness and senior in right of payment to any of its future subordinated indebtedness, and is effectively subordinated to any of Comtech's existing and future secured senior indebtedness to the extent of the assets securing such indebtedness.

Guarantees

The notes are fully and unconditionally guaranteed on a senior subordinated basis by all of our current consolidated subsidiaries and certain future subsidiaries.

Each guarantee:

- is a general unsecured obligation of the guarantor;
- is subordinated in right of payment to all existing and future senior indebtedness of that guarantor;
- and
- ranks equally in right of payment with any future senior subordinated indebtedness of that guarantor.

As of January 31, 2004, Comtech's subsidiaries had approximately \$0.8 million of senior indebtedness consisting of capital lease obligations.

Conversion Rights

The notes may be converted by the holder into shares of Comtech's common stock initially at a conversion rate of 21.1640 shares of common stock per \$1,000 principal amount at issuance of notes, which is equivalent to an initial conversion price of approximately \$47.25 per share of common stock (subject to adjustment in certain events), only:



during the period from and including the mid-point date in a fiscal quarter to, but not including, the mid-point date (or, if that day is not a trading day, then the next trading day) in the immediately following fiscal quarter (a conversion period ), if on each of at least 20 trading days in the period of 30 consecutive trading days ending on the first trading day of the conversion period, the closing sale price of Comtech's common stock exceeded 120% of the conversion price in effect on that 30th trading day of such period. The mid-point date for each of Comtech's fiscal quarters are March 15, June 15, September 15 and December 15. If the foregoing condition is satisfied in respect of any conversion period commencing on or after March 15, 2011, then the notes will remain convertible at any time thereafter until maturity;

if Comtech has called the notes for redemption;  
or  
during prescribed periods, upon the occurrence of specified corporate transactions described in this

prospectus.

The conversion rate for notes is not subject to adjustment for accretion in the principal amount of the notes.

Upon conversion, Comtech will have the right to deliver, in lieu of shares of its common stock, cash or a combination of cash and shares of its common stock. Settlement in common stock only will occur as soon as practicable after Comtech notifies the holder that it has chosen this method of settlement. Settlement in cash or in a combination of cash and common stock will occur on the third trading day following the final day of a 20 trading day cash settlement averaging period beginning on the third trading day following the final day of a conversion retraction period. See Description of Notes Conversion Rights Conversion Procedures.

Upon any conversion, you will not receive any cash payment representing accrued and unpaid interest.

Sinking Fund

None.

Optional Redemption

Comtech may redeem for cash all or a portion of the notes at any time:

during the period commencing on February 4, 2009 to and including January 31, 2010, at a redemption price equal to 100.571% of the accreted principal amount of the notes plus accrued and unpaid interest, if any, to, but not including, the redemption date;

during the period commencing on February 1, 2010 to and including January 31, 2011, at a redemption price equal to 100.286% of the accreted principal amount of the notes plus accrued and unpaid interest, if any, to, but not including, the redemption date; and

beginning on February 1, 2011, at a redemption price equal to 100% of the accreted principal amount of the notes plus accrued and unpaid interest, if any, to, but not including, the redemption date.

Repurchase of Notes at a Holder's Option

Holders have the right to require Comtech to purchase all or a portion of their notes for cash on February 1, 2011, February 1, 2014 and February 1, 2019. The purchase price payable will be equal to 100% of the accreted principal amount of the notes to be purchased plus accrued and unpaid interest, if any, to, but not including, the purchase date. The accreted principal amount at February 1, 2011 will be \$1,000 per \$1,000 principal amount at issuance of notes, at February 1, 2014 it will be \$1,061.52 per \$1,000 principal amount at issuance of notes, and at February 1, 2019 it will be \$1,172.58 per \$1,000 principal amount at issuance of notes.

Fundamental Change

In the event of a fundamental change, as described in this prospectus, holders will have the right to require Comtech to purchase for cash all or any part of the notes after the



occurrence of a fundamental change at a purchase price equal to 100% of the accreted principal amount and any accrued and unpaid interest (including additional interest), if any, up to, but not including, the fundamental change purchase date. See Description of Notes Purchase of Notes at a Holder's Option Upon a Fundamental Change.

Registration Rights

We have agreed to use our best efforts to keep the shelf registration statement, of which this prospectus forms a part, effective until the earlier of:

two years after the latest date on which we issued the notes; or

the date on which the holders of the notes and the common stock issuable upon conversion of the notes that are not affiliates of Comtech are able to sell all such securities immediately without restriction in accordance with the provisions of Rule 144(k) under the Securities Act; or

the date on which the notes and the common stock issuable upon conversion of the notes are disposed of in accordance with this prospectus; or

the date on which the notes and the common stock issuable upon conversion of the notes are no longer outstanding.

If we do not comply with these registration obligations, we will be required to pay additional amounts to the holders of the notes or the common stock issuable upon conversion. See Description of Notes Registration Rights .

U.S. Federal Income Tax Considerations

The notes, and the common stock issuable upon conversion of the notes, are subject to special and complex U.S. federal income tax rules. Holders are urged to consult their own tax advisors with respect to the federal, state, local and foreign tax consequences of purchasing, owning and disposing of the notes and common stock issuable upon conversion of the notes. See Risk Factors There are special and complex U.S. federal income tax consequences of owning notes and Certain U.S. Federal Income Tax Considerations.

Book-Entry Form

The notes were issued in book-entry form and are represented by permanent global certificates deposited with, or on behalf of, The Depository Trust Company, or DTC, and registered in the name of a nominee of DTC. Beneficial interests in any of the notes are shown on, and transfers will be effected only through, records maintained by DTC or its nominee and any such interest may not be exchanged for certificated securities, except in limited circumstances. See Description of Notes Form, Denomination and Registration.

Trading

The notes issued in the initial private offering are eligible for trading on Nasdaq's screen-based automated trading system known as PORTAL, Private Offerings, Resale and Trading through Automated Linkages. However, notes

sold using this prospectus will no longer be eligible for trading in the PORTAL Market.

Nasdaq Symbol

Our common stock is traded on the Nasdaq National Market under the symbol CMTL .

Use of Proceeds

We will not receive any of the proceeds from the sale by the selling securityholders of the notes or shares of common stock underlying the notes.

**Risk Factors**

An investment in the notes involves significant risks. You should carefully consider all the information in this prospectus. In particular, you should evaluate the specific risk factors set forth under Risk Factors beginning on page 11.

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**SUMMARY CONSOLIDATED FINANCIAL DATA**

The following table shows summary historical consolidated financial data for Comtech. The data as of and for each of the five years ended July 31, 2003 were derived from our audited consolidated financial statements. The financial data for the six months ended January 31, 2004 and 2003 were derived from our unaudited consolidated financial statements and include, in the opinion of management, all normal and recurring adjustments necessary to present fairly the data for such periods. Detailed historical financial information is included in the audited consolidated balance sheets as of July 31, 2003 and 2002 and the related consolidated statements of operations, stockholders' equity and cash flows for each of the years in the three-year period ended July 31, 2003 included in our Annual Report on Form 10-K for the fiscal year ended July 31, 2003, filed on September 23, 2003, and the unaudited consolidated interim balance sheet as of January 31, 2004, and the related consolidated statements of operations and cash flows for the six-month periods ended January 31, 2004 and 2003 included in our Quarterly Report on Form 10-Q for the second quarter ended January 31, 2004, filed on March 10, 2004, incorporated by reference in this prospectus. All share and per share information has been adjusted to reflect the 3-for-2 stock splits that occurred in July 1999 and July 2003. The results of operations for any interim period are not necessarily indicative of the results to be expected for a full year. You should read the summary consolidated financial data together with the Management's Discussion and Analysis of Financial Condition and Results of Operations and our consolidated financial statements, including the related notes, incorporated by reference in this prospectus.

	Years Ended					Six Months Ended	
	July 31, 1999	2000	2001	2002	2003	January 31, 2003	2004 (unaudited)
	(In thousands, except for per share amounts)						
<b>Consolidated Statement of Operations Data:</b>							
Net sales	\$ 37,886	\$ 66,444	\$ 135,931	\$ 119,357	\$ 174,035	\$ 73,599	\$ 113,090
Cost of sales	26,405	45,942	87,327	78,780	114,317	48,379	71,497
Gross profit	11,481	20,502	48,604	40,577	59,718	25,220	41,593
Expenses:							
Selling, general and administrative	6,554	12,058	22,707	22,512	28,045	12,700	17,378
Research and development	2,022	2,644	10,190	11,041	12,828	6,312	7,205
In-process research and development		10,218		2,192			
Amortization of intangibles	78	230	2,552	1,471	2,039	1,052	999
	8,654	25,150	35,449	37,216	42,912	20,064	25,582
Operating income (loss)	2,827	(4,648 )	13,155	3,361	16,806	5,156	16,011
Other expense (income):							
Interest expense	204	381	4,015	3,061	2,803	1,377	75
Interest income	(65 )	(1,511 )	(2,303 )	(452 )	(275 )	(121 )	(219 )
Other (income) expense, net	(39 )	201	841	(28 )			