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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K****CURRENT REPORT****Pursuant to Section 13 OR 15(d) of  
The Securities Exchange Act of 1934**Date of Report (Date of earliest event reported): **November 9, 2012****United-Guardian, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)**001-10526**  
(Commission File Number)**11-1719724**  
(IRS Employer  
Identification No.)**230 Marcus Boulevard, Hauppauge, New York 11788**  
(Address of principal executive offices)Registrant's telephone number, including area code: **(631) 273-0900****Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02. Results of Operations and Financial Condition.**

On November 9, 2012 the Registrant issued a press release, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit 99.1. Press release dated November 9, 2012

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**SIGNATURES**

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

**United-Guardian, Inc.**

Date: November 9, 2012

By: /s/ KEN GLOBUS  
Ken Globus  
*President*

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**Exhibit Index**

99.1 Press release dated November 9, 2012

EX-99 2 newsrelease.htm PRESS RELEASE

EXHIBIT 99.1

## United-Guardian Reports Third Quarter Results

HAUPPAUGE, N.Y., Nov. 9, 2012 (GLOBE NEWSWIRE) -- United-Guardian, Inc. (Nasdaq:UG) today announced financial results for its fiscal 2012 third quarter ended September 30, 2012. The Company reported quarterly revenue of approximately \$3,527,000 and quarterly net income of \$1,116,000, or \$0.24 per share. This compares with revenue of \$3,345,000 and net income of \$1,369,000 (\$0.30 per share) for the same quarter in 2011. For the nine-month period ended September 30, 2012 revenue was up slightly from \$11,047,000 to \$11,151,000, and earnings decreased by 6% from \$3,760,000 (\$0.82 per share) to \$3,538,000 (\$0.77 per share).

"Although our earnings declined as a result of the production problems we are experiencing with our Renacidin<sup>®</sup> Irrigation, we still had a very profitable quarter, with increased sales of personal care products making up for much of the loss of Renacidin revenue," stated Ken Globus, United's President. "The comparison with the third quarter of last year is also affected by the monetary settlement that took place in last year's third quarter with our Renacidin supplier, which accounted for \$0.05 of the earnings per share for that quarter. We hope to recover most, if not all, of the earnings we lost in fiscal 2012 as a result of the current Renacidin production curtailment. On a positive note, net sales for the quarter were up, with sales of personal care products increasing by 12%, and sales of medical products increasing by 14%, over last year's third quarter. We expect those sales to continue to increase as we expand the marketing and development of those two product lines."

United-Guardian is a manufacturer of cosmetic ingredients, personal and health care products, pharmaceuticals, and specialty industrial products.

The United-Guardian, Inc. logo is available at <http://www.globenewswire.com/newsroom/prs/?pkgid=6000>

NOTE: This press release contains both historical and "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements about the company's expectations or beliefs concerning future events, such as financial performance, business prospects, and similar matters, are being made in reliance upon the "safe harbor" provisions of that Act. Such statements are subject to a variety of factors that could cause our actual results or performance to differ materially from the anticipated results or performance expressed or implied by such forward-looking statements. For further information about the risks and uncertainties that may affect the company's business please refer to the company's reports and filings with the Securities and Exchange Commission.

### RESULTS FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2012 and SEPTEMBER 30, 2011 (UNAUDITED)

THREE MONTHS ENDED SEPTEMBER 30,		NINE MONTHS ENDED SEPTEMBER 30,	
2012	2011	2012	2011

Net sales	\$3,527,387	\$3,345,035	\$11,151,179	\$11,047,383
<b>Costs and expenses:</b>				
Cost of sales	1,334,491	1,229,561	4,339,450	4,318,444
Operating expenses	598,100	537,248	1,749,217	1,759,177
<b>Total costs and expenses</b>	<b>1,932,591</b>	<b>1,766,809</b>	<b>6,088,667</b>	<b>6,077,621</b>
<b>Income from operations</b>	<b>1,594,796</b>	<b>1,578,226</b>	<b>5,062,512</b>	<b>4,969,762</b>
<b>Other income:</b>				
Investment income	51,065	61,308	162,413	205,211
Gain on sale of assets	--	12,267	2,750	18,251
Income from damage settlement	--	385,182	--	385,182
<b>Total other income</b>	<b>51,065</b>	<b>458,757</b>	<b>165,163</b>	<b>608,644</b>
<b>Income before income taxes</b>	<b>1,645,861</b>	<b>2,036,983</b>	<b>5,227,675</b>	<b>5,578,406</b>
Provision for income taxes	529,700	667,700	1,689,800	1,818,300
<b>Net Income</b>	<b>\$1,116,161</b>	<b>\$ 1,369,283</b>	<b>\$3,537,875</b>	<b>\$3,760,106</b>
<b>Earnings per common share (Basic and Diluted)</b>	<b>\$ 0.24</b>	<b>\$ 0.30</b>	<b>\$ 0.77</b>	<b>\$ 0.82</b>
Weighted average shares – basic and diluted	4,596,439	4,596,439	4,596,439	4,596,439

Additional financial information can be found at the company's web site at [www.u-g.com](http://www.u-g.com).

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