

8-K 1 document.htm FORM 8-K FILING DOCUMENT

**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): **March 26, 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 March 26, 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 March 26, 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: March 26, 2012

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

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**Exhibit Index**

99.1 Press release dated March 26, 2012

EX-99 2 newsrelease.htm PRESS RELEASE

EXHIBIT 99.1

## United-Guardian Reports Record Sales and Earnings

HAUPPAUGE, N.Y., March 26, 2012 (GLOBE NEWSWIRE) -- United-Guardian, Inc., (Nasdaq:UG) reported today that sales and earnings for 2011 both set record highs for the company, continuing the trend that has been established over the past few years. For the first time in the company's history sales exceeded \$14 million and earnings topped \$1.00 a share. Sales for the year were \$14,338,512 compared with \$13,723,074 in 2010, an increase of 4.5%, and earnings reached \$1.03 per share compared with \$0.80 in 2010, an increase of 28.8%.

Ken Globus, President of United-Guardian, stated, "Fiscal year 2011 was a very strong and profitable one for us, with sales of our personal care products, in particular our cosmetic ingredients, increasing 10% over last year. In addition, sales of our non-pharmaceutical medical products, a growing market for us, increased 11% compared with 2010. We also did not have the financial burden of the discontinuation of our defined benefit pension plan, which negatively affected our earnings in 2010. With some new and exciting products slated for marketing in 2012 we are confident that we will be able to continue to increase our sales and earnings, both by steadily increasing our global market penetration, and by introducing new and unique products into the personal care and medical products markets."

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 Registrant's 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.

**United-Guardian, Inc.**

**RESULTS FOR THE YEARS ENDED  
DECEMBER 31, 2011 AND DECEMBER 31, 2010**

### INCOME STATEMENT DATA

<u>Years ended December 31,</u>	
<u>2011</u>	<u>2010</u>

Net sales	\$14,338,512	\$13,723,074
Costs and expenses:		
Cost of sales	5,650,160	5,250,121
Operating expenses	2,552,790	2,567,395
Pension plan termination	—	847,744
Total costs and expenses	8,202,950	8,665,260
<b>Income from operations</b>	<b>6,135,562</b>	<b>5,057,814</b>
Other income:		
Investment income	332,652	455,786
Gain on sale of assets	18,251	—
Income from damage settlement	385,182	—
Total other income	736,085	455,786
<b>Income from operations before income taxes</b>	<b>6,871,647</b>	<b>5,513,600</b>
Provision for income taxes	2,155,117	1,713,908
<b>Net income</b>	<b>\$ 4,716,530</b>	<b>\$ 3,799,692</b>
Earnings per common share (basic and diluted)	\$ 1.03	\$ .80
Weighted average shares (basic and diluted)	4,596,439	4,738,357

**BALANCE SHEET DATA**

	December 31,	
	2011	2010
Current assets	\$ 13,972,796	\$ 12,790,235
Property, plant, and equipment (net of accumulated depreciation)	1,245,487	1,209,160
Other asset	37,672	75,344
<b>Total assets</b>	<b>\$ 15,255,955</b>	<b>\$ 14,074,739</b>
Current liabilities	\$ 1,077,348	\$ 1,024,240
Deferred income taxes	64,578	3,626
<b>Total Liabilities</b>	<b>1,141,926</b>	<b>1,027,866</b>
Stockholders' equity	14,114,029	13,046,873
<b>Total liabilities and stockholders' equity</b>	<b>\$ 15,255,955</b>	<b>\$ 14,074,739</b>

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