

MARINE PRODUCTS CORP  
Form 10-Q/A  
March 10, 2010

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 10-Q/A  
(Amendment No. 1)

Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended September 30, 2009

Commission File No. 1-16263

MARINE PRODUCTS CORPORATION  
(exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation or organization)

58-2572419  
(I.R.S. Employer Identification  
Number)

2801 Buford Highway, Suite 520, Atlanta, Georgia 30329  
(Address of principal executive offices) (zip code)

Registrant's telephone number, including area code — (404) 321-7910

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 or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input checked="" type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input checked="" type="checkbox"/>

(Do not check if smaller reporting company)

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

As of October 29, 2009, Marine Products Corporation had 36,898,000 shares of common stock outstanding.



Marine Products Corporation

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EXPLANATORY NOTE

On March 4, 2010, management of Marine Products Corporation (“MPC” or the “Company”), with the concurrence of the Audit Committee of the Company’s Board of Directors, concluded that the consolidated financial statements as of and for the three and nine months ended September 30, 2009, presented in MPC’s previously issued Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2009 (“Third Quarter Form 10-Q”), filed on November 5, 2009, incorrectly reflected certain dealer incentive costs as part of selling, general and administrative expenses rather than as a reduction in net sales. As a result, the Company determined that the Third Quarter Form 10-Q should not be relied upon and is being restated, as discussed below.

The Company is filing this Amendment No. 1 (the “Amendment” or “Form 10-Q/A”) to amend Items 1, 2, and 4 of Part I and Item 6 of Part II of the Company’s Quarterly Report on Form 10-Q to correct the classification of these costs as indicated above.

A detailed description of the restatement is presented under Note 2 - Restatement to the Company's Consolidated Financial Statements, which shows the amount of the reclassification between net sales and selling, general and administrative expenses and the impact of that reclassification on net (loss) profit. This restatement has no impact on the previously reported operating loss, loss before income taxes, net loss or loss per share, or on the consolidated balance sheets, consolidated statement of stockholders’ equity or consolidated statements of cash flows.

In addition, this Third Quarter Form 10-Q/A reflects the revision of management’s discussion and analysis of financial condition and results of operations in Item 2 of Part I; the revision of disclosures regarding controls and procedures in Item 4 of Part I; and new certifications filed as exhibits in Item 6 of Part II.

This Third Quarter Form 10-Q/A has not been updated for events or information subsequent to the date of filing of the original Third Quarter Form 10-Q except in connection with the foregoing. Accordingly, except as otherwise set forth herein, this Third Quarter Form 10-Q/A speaks as of November 5, 2009, the date of the filing of the third quarter Form 10-Q, and should be read in conjunction with the Company’s other filings made with the Securities and Exchange Commission.

## MARINE PRODUCTS CORPORATION AND SUBSIDIARIES

PART I. FINANCIAL INFORMATION  
ITEM 1. FINANCIAL STATEMENTS, AS RESTATEDCONSOLIDATED BALANCE SHEETS  
AS OF SEPTEMBER 30, 2009 AND DECEMBER 31, 2008  
(In thousands)  
(Unaudited)

	September 30, 2009	December 31, 2008 (Note 1)
<b>ASSETS</b>		
Cash and cash equivalents	\$ 973	\$ 4,622
Marketable securities	24,190	8,799
Accounts receivable, net	2,722	5,575
Inventories	16,073	22,453
Income taxes receivable	5,587	2,464
Deferred income taxes	666	1,116
Prepaid expenses and other current assets	1,198	1,681
Total current assets	51,409	46,710
Property, plant and equipment, net	13,599	14,579
Goodwill	3,308	3,308
Other intangibles, net	465	465
Marketable securities	23,354	37,953
Deferred income taxes	2,771	2,934
Other assets	4,996	4,344
Total assets	\$ 99,902	\$ 110,293
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Accounts payable	\$ 3,114	\$ 1,437
Accrued expenses and other liabilities	6,937	12,281
Total current liabilities	10,051	13,718
Pension liabilities	5,792	5,285
Other long-term liabilities	346	501
Total liabilities	16,189	19,504
Common stock	3,690	3,643
Capital in excess of par value	-	-
Retained earnings	81,021	88,535
Accumulated other comprehensive loss	(998 )	(1,389 )
Total stockholders' equity	83,713	90,789
Total liabilities and stockholders' equity	\$ 99,902	\$ 110,293

The accompanying notes are an integral part of these consolidated statements.

MARINE PRODUCTS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS  
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2009 AND 2008  
(In thousands except per share data)  
(Unaudited)

	Three months ended September 30, RESTATED		Nine months ended September 30, RESTATED	
	2009	2008	2009	2008
Net sales	\$ 7,011	\$ 31,582	\$ 28,449	