

MERIT MEDICAL SYSTEMS INC
Form 11-K
June 27, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT

PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

(Mark One)

☒

Annual Report Pursuant to Section 15(d) of the Securities
Exchange Act of 1934

For the fiscal year ended December 31, 2007

OR

☐

Transition Report Pursuant to Section 15(d) of the Securities
Exchange Act of 1934

For the transition period from to

Commission File Number: 000-18592

Full title of the plan and name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

MERIT MEDICAL SYSTEMS, INC. 401(k) PROFIT SHARING PLAN

Merit Medical Systems, Inc.

1600 West Merit Parkway

South Jordan, UT 84095

Merit Medical Systems, Inc.
401(k) Profit Sharing Plan

Financial Statements as of December 31, 2007 and 2006 and for the Year Ended December 31, 2007, Supplemental Schedule as of December 31, 2007 and Report of Independent Registered Public Accounting Firm

Merit Medical Systems, Inc. 401(k) Profit Sharing Plan

Financial Statements as of December 31, 2007 and 2006 and for the Year Ended December 31, 2007, Supplemental Schedule as of December 31, 2007 and Report of Independent Registered Public Accounting Firm

**MERIT MEDICAL SYSTEMS, INC.
401(k) PROFIT SHARING PLAN**

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All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Trustees and Participants of
Merit Medical Systems, Inc. 401(k) Profit Sharing Plan

South Jordan, UT

We have audited the accompanying statements of net assets available for benefits of the Merit Medical Systems, Inc. 401(k) Profit Sharing Plan (the Plan) as of December 31, 2007 and 2006, and the related statement of changes in net assets available for benefits for the year ended December 31, 2007. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2007 and 2006, and the changes in net assets available for benefits for the year ended December 31, 2007, in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplemental schedule of assets (held at year end) as of December 31, 2007 is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This schedule is the responsibility of the Plan's management. Such schedule has been subjected to the auditing procedures applied in our audit of the basic 2007 financial statements and, in our opinion, is fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole.

/s/ DELOITTE & TOUCHE LLP

Salt Lake City, Utah
June 27, 2008

MERIT MEDICAL SYSTEMS, INC.

401(k) PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2007 AND 2006

	2007	2006
ASSETS:		
Cash	\$ 317,821	\$ 140,227
Investments (Note 3)	36,158,622	34,596,073
Receivables:		
Employer contributions		55,777
Participant contributions	65,005	121,646
Total receivables	65,005	177,423
Total assets	36,541,448	34,913,723
LIABILITIES:		
Accounts payable	445,756	99,677
Total liabilities	445,756	99,677
NET ASSETS AVAILABLE FOR BENEFITS	\$ 36,095,692	\$ 34,814,046

See notes to financial statements.

MERIT MEDICAL SYSTEMS, INC.

401(k) PROFIT SHARING PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEAR ENDED DECEMBER 31, 2007

CONTRIBUTIONS:		
Employer contributions	\$	482,357
Participant contributions		2,796,455
Rollover contributions		311,777
Total contributions		3,590,589
INVESTMENT (LOSS) INCOME:		
Net depreciation in fair value of investments		(257,866)
Interest and dividends		183,500
Total investment loss		(74,366)
DEDUCTIONS:		
Benefits paid to participants		(2,191,824)
Administrative expenses		(42,753)
Total deductions		(2,234,577)
INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS		1,281,646
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year		34,814,046
End of year	\$	36,095,692

See notes to financial statements.

MERIT MEDICAL SYSTEMS, INC.

401(k) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2007 AND 2006, AND FOR THE YEAR ENDED DECEMBER 31, 2007

1. DESCRIPTION OF THE PLAN

The following description of the Merit Medical Systems, Inc. 401(k) Profit Sharing Plan (the "Plan") is provided for general information purposes only. Reference should be made to the Plan document for more complete information.

General The Plan is a defined contribution plan covering substantially all employees who have completed 90 days of service of Merit Medical Systems, Inc. (the "Company"). The Plan is administered by a trustee who has been appointed by the board of directors of the Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions Each year, participants may contribute up to 100% of their pretax annual compensation, as defined in the Plan, subject to certain Internal Revenue Code ("IRC") limitations. The Company contributes, on a discretionary basis, 75% of the first 2%, and 25% of the next 3% of base compensation that a participant contributes to the Plan. The Company suspended employer matching contributions to the Plan in August of 2007.

Participant Accounts Individual accounts are maintained for each Plan participant. Each participant's account is credited with the participant's contribution and the Company's matching contribution and charged with withdrawals and an allocation of Plan earnings or losses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investments Participants direct the investment of their contributions and Company contributions into various investment options offered by the Plan.

Vesting Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant vests 20% a year of credited service and is 100% vested after five years of credited service.

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Participant Loans Participants may borrow from their accounts up to a maximum of \$50,000 or 50% of their account balance, whichever is less. The loans are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates at the time funds are borrowed as determined quarterly by the Plan administrator. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits On termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account or annual installments over a ten-year period. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Forfeited Accounts At December 31, 2007 and 2006, forfeited nonvested accounts totaled \$54,208 and \$64,488, respectively. These accounts may be used to reduce future employer contributions. During the year ended December 31, 2007 and 2006, forfeited nonvested accounts totaling \$50,696 and \$26,474, respectively, were used to reduce employer contributions.

Administrative Expenses Certain administrative expenses of the Plan are paid by the employer as provided in the Plan document.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates. The Plan utilizes various investment instruments, including mutual funds. Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Benefit-Responsive Investment Contracts As described in Financial Accounting Standards Board Staff Position, FSP AAG INV-1 and SOP 94-4-1, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans* (the FSP), investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan.

The Plan invests in investment contracts through a collective trust in the Morley Stable Value Fund (MSV). As required by the FSP, the statement of net assets available for benefits presents the fair value of the investments in the collective trust. The Plan's management has recorded the investment contract at fair value as it approximates contract value. The weighted average yield of the underlying investments in the MSV Fund for the year ended December 31, 2007 is 5.1%.

Investment Valuation and Income Recognition The Plan's investments are stated at fair value. Quoted market prices are used to value investments. Shares of mutual funds are valued at quoted market prices, which represent the asset value of shares held by the Plan at year end. The Plan's interest in the collective trust is valued based on information reported by the investment advisor using the audited financial statements of the collective trust at year-end. Participant loans are valued at the outstanding loan balances, which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Management fees and operating expenses charged to the Plan for investments in mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently,

management fees and operating expenses are reflected as a reduction of investment return for such investments.

Payment of Benefits Benefit payments to participants are recorded upon distribution. There were no amounts allocated to accounts of persons who have elected to withdraw from the Plan but have not yet been paid at December 31, 2007 and 2006.

3. INVESTMENTS

The Plan's investments that represented 5% or more of the Plan's net assets available for benefits are as follows as of December 31, 2007 and 2006:

	2007	2006
Merit Medical Systems, Inc. common stock, 884,405 and 830,759 shares, respectively	\$ 12,293,229	\$ 13,159,223
PIMCO Total Return; Administrative Class Shares 228,685 and 203,196 shares, respectively	2,444,638	2,109,179
MainStay ICAP Select Equity; Class 1 Shares 54,297 and 45,582 shares, respectively	2,108,883	1,897,115

During the year ended December 31, 2007, the Plan's common stock and mutual fund investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in fair value as follows:

Artisan International; Investor Shares	\$ 90,891
Baron Asset Fund	44,969
Calamos Growth Fund; Class A Shares	37,940
Columbia Marsico Focused Equity Fund; Class Z Shares	206,532
Fidelity Spartan US Equity Index Fund	26,774
Morley Stable Value	17,343
MainStay ICAP Select Equity; Class 1 Shares	138,156
Marsico Focus Fund	22,580
Merit Medical System, Inc. Common Stock	(1,523,574)
Nations Marsico Focus Equities Fund; Investor A Shares	105,998
Lehman Brothers High Income Bond Fund; Investor Shares	1,145
Oakmark Fund; Class 1 Shares	(58,303)
Oakmark International Fund; Class 1 Shares	(9,455)
PIMCO Developing Local Markets; Administrative Class Shares	5,377
PIMCO Emerging Local Bond Fund; Administrative Class Shares	23,972
PIMCO Local Emerging Bond; Administrative Class Shares	(2,220)
PIMCO Real Return Fund; Administrative Class Shares	129,384
PIMCO Total Return; Administrative Class Shares	203,537
RS Global Natural Resources	189,636
Turner Mid Cap Growth; Class 1 Shares	4,049
Wasatch Small Cap Growth Fund	81,688
Wasatch Small Cap Value Fund	(9,912)
Wells Fargo C&B Mid Cap Value; Class D Shares	(98,282)

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William Blair International Growth Fund; Class N Shares		113,909
Net depreciation in fair value of investments	\$	(257,866)

4. RELATED PARTY TRANSACTIONS

At December 31, 2007 and 2006, the Plan held 884,405 and 830,759 shares, respectively, of the Company's common stock, with a fair value of \$12,293,229 and \$13,159,223, respectively.

5. PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event that the Plan is terminated, participants would become 100% vested in their accounts.

6. FEDERAL INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated April 10, 2002 that the Plan was designed in accordance with the applicable regulations of the Internal Revenue Code. The Plan has been amended since receiving the determination letter; however, the Company and the Plan administrator believe that the Plan is currently designed and operated in compliance with the applicable requirements of the Internal Revenue Code and the Plan and related trust continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

7. NEW ACCOUNTING PRONOUNCEMENT

In September 2006, the Financial Accounting Standards Board (FASB) issued Statement of Financial Accounting Standards (SFAS) 157, *Fair Value Measurements*. This statement defines fair value, establishes a framework for measuring fair value in generally accepted accounting principles and expands disclosures about fair value. SFAS 157 is effective for fiscal years beginning after November 15, 2007, and interim periods within those fiscal years. In February 2008, the FASB issued Staff Position (FSP) 157-2. This FSP delays the effective date of FAS 157 for all non-financial assets and liabilities that are recognized or disclosed at fair value in the financial statements on a nonrecurring basis. FSP 157-2 is effective for years beginning after November 15, 2008, and interim periods within those fiscal years. The impact of adoption of SFAS 157 on the Plan's net assets available for benefits and changes in net assets available for benefit is not anticipated to be material.

MERIT MEDICAL SYSTEMS, INC.

401(k) PROFIT SHARING PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2007

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Fair Value
Common and collective trusts:			
Morley Stable Value	Common Collective Fund	*** \$	460,890
Total common and collective trusts		**	460,890
Mutual Funds:			
Artisan International; Investor Shares	Registered Investment Company	**	643,763
Baron Asset Fund	Registered Investment Company	**	892,665
Columbia Marsico Focused Equity Fund; Class Z Shares	Registered Investment Company	**	1,804,700
Fidelity Cash Reserves	Registered Investment Company	**	181,738
Fidelity Spartan Money Market Fund	Registered Investment Company	**	1,645,183
Fidelity Spartan US Equity Index Fund	Registered Investment Company	**	948,504
MainStay ICAP Select Equity; Class 1 Shares	Registered Investment Company	**	2,108,883
Nations Marsico Focused Equities Fund; Investor A Shares	Registered Investment Company	**	875,971
Lehman Brothers High Income Bond Fund; Investor Shares	Registered Investment Company	**	3,968
Oakmark Fund; Class 1 Shares	Registered Investment Company	**	1,541,407
Oakmark International Fund; Class 1 Shares	Registered Investment Company	**	1,692,429
PIMCO Developing Local Markets; Administrative Class Shares	Registered Investment Company	**	588,029
PIMCO Emerging Local Bond Fund; Administrative Class Shares	Registered Investment Company	**	580,228
PIMCO Real Return Fund; Administrative Class Shares	Registered Investment Company	**	1,277,313
PIMCO Total Return; Administrative Class Shares	Registered Investment Company	**	2,444,638
RS Global Natural Resources	Registered Investment Company	**	715,284
Turner Mid Cap Growth; Class 1 Shares	Registered Investment Company	**	6,435
Wasatch Small Cap Growth Fund	Registered Investment Company	**	968,589
Wasatch Small Cap Value Fund	Registered Investment Company	**	1,020,775
Wells Fargo C&B Mid Cap Value; Class D Shares	Registered Investment Company	**	1,146,895
William Blair International Growth Fund; Class N Shares	Registered Investment Company	**	659,242
Total mutual funds			21,746,639
* Merit Medical Systems, Inc. Common Stock	Common Stock		12,293,229
* Participant Loans	Participant Loans (maturing 2008 to 2017 at interest rates of 6% to 10.5%)		1,657,864
TOTAL		\$	36,158,622

* Party-in-interest

** Cost information is not required for participant-directed investments and, therefore, is not included.

*** Represents a fully benefit-responsive investment contract.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustee (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

Merit Medical Systems, Inc
401 (k) Retirement Savings Plan

Date: June 27, 2008

/s/ Kent W. Stanger

Kent W. Stanger
Member, 401 (k) Plan Administration and
Investment Committee