

LAKELAND INDUSTRIES INC
Form 10-K/A
December 07, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-K/A
(AMENDMENT 1)

(Mark one)

ANNUAL REPORT PURSUANT TO SECTION 13 or 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended January 31, 2011

OR

TRANSITION REPORT PURSUANT TO SECTION 13 or 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission File Number: 0 – 15535
LAKELAND INDUSTRIES, INC.
(Exact Name of Registrant as Specified in its Charter)

| | |
|---|--|
| Delaware (State or Other Jurisdiction of Incorporation or Organization) | 13-3115216 (I.R.S. Employer Identification No.) |
| 701 Koehler Ave., Suite 7, Ronkonkoma, NY (Address of Principal Executive Offices) | 11779 (Zip Code) |

(Registrant's telephone number, including area code) (631) 981-9700

Securities registered pursuant to Section 12 (b) of the Act:

Common Stock \$0.01 Par Value

(Title of Class)

Name of Exchange on which registered - NASDAQ

Securities registered pursuant to Section 12(g) of the Act:

Not Applicable

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.
Yes No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Exchange Act. Yes No

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 if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§ 229.405) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a nonaccelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting

company” in Rule 12-b-2 of the Exchange Act. (Check one):

Large Accelerated filer
accelerated
filer
 Nonaccelerated (Do not check if Small
filer or a smaller reporting
reporting company
company)

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

As of July 31, 2011, the aggregate market value of the registrant’s common stock held by nonaffiliates of the registrant was \$38,911,451 based on the closing price of the common stock as reported on the National Association of Securities Dealers Automated Quotation System National Market System.

Indicate the number of shares outstanding of each of the issuer’s classes of common stock as of the latest practicable date.

| Class | Outstanding at April 5, 2011 |
|---|------------------------------|
| Common Stock, \$0.01 par value per share | 5,217,577 |

DOCUMENTS INCORPORATED BY REFERENCE

| Document | Parts Into Which Incorporated |
|---|-------------------------------|
| Annual Report to Stockholders for the Fiscal Year Ended January 31, 2011 (Annual Report) | Parts [I, II and IV] |

Portions of the proxy statement for the annual meeting of stockholders to be held on June 15, 2011 are incorporated by reference into Part III.

LAKELAND INDUSTRIES, INC.

AMENDMENT NO. 1 TO FORM 10-K
For the Fiscal Year Ended January 31, 2011

EXPLANATORY NOTE

This Amendment No. 1 to the Annual Report on Form 10-K/A (“Amendment No. 1”) is being filed to amend the Company’s Annual Report on Form 10-K for the fiscal year ended January 31, 2011, previously filed on April 7, 2011 (the “Original Filing”).

Amendment No. 1 is being filed solely for the purpose of including Exhibit 23.1 “Consent of Warren, Averett, Kimbrough & Marino, LLP” which was inadvertently omitted from Part IV, Item 15 of the Original Filing. No other changes have been made to the Original Filing and this amendment does not reflect events that have occurred subsequent to the Original Filing date.

ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES

Exhibit

Number Description

- | | |
|------|--|
| 23.1 | Consent of Warren, Averett, Kimbrough & Marino, LLP |
| 31.1 | Certification of Christopher J. Ryan, Chief Executive Officer, President and Secretary, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 |
| 31.2 | Certification of Gary Pokrassa, Chief Financial Officer, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 |
| 32.1 | Certification of Christopher J. Ryan, Chief Executive Officer, President and Secretary, pursuant to Section 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 |
| 32.2 | Certification of Gary Pokrassa, Chief Financial Officer, pursuant to Section 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 |
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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LAKELAND INDUSTRIES, INC.

Date: December 7, 2011

By: /s/ Christopher J. Ryan
Name: Christopher J. Ryan
Title: President and Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated:

| Name | Title | Date |
|--|--|------------------|
| /s/ Stephen M. Bachelder Stephen M. Bachelder | Chairman of the Board | December 7, 2011 |
| /s/ Christopher J. Ryan Christopher J. Ryan | Chief Executive Officer, President, Secretary and Director | December 7, 2011 |
| /s/ Gary Pokrassa Gary Pokrassa | Chief Financial Officer | December 7, 2011 |
| /s/ Eric O. Hallman Eric O. Hallman | Director | December 7, 2011 |
| /s/ John J. Collins, Jr. John J. Collins, Jr. | Director | December 7, 2011 |
| /s/ John Kreft John Kreft | Director | December 7, 2011 |
| /s/ Duane W. Albro Duane W. Albro | Director | December 7, 2011 |

/s/ Thomas McAteer
Thomas McAteer

Director

December 7, 2011
