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INTEST CORP Form NT 10-K April 01, 2009

		OMB APPROVAL			
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 202549  FORM 12b-25	OMB Number:			
		CYCAND YANA CO DD			
	NOTIFICATION OF LATE FILING	CUSIP NUMBER			
(Check one):	<u>X</u> Form 20-FForm 11-KForm 10-QForm 10-DFor N-SAR				
	Form 10-K				
	For N-CSR				
	For Period Ended: <u>December 31, 2008</u>				
	Transition Report on Form 10-K				
	Transition Report on Form 20-F				
	Transition Report on Form 11-K				
	Transition Report on Form 10-Q				
	Transition Report on Form N-SAR				
	For the Transition Period Ended:				
If the notificate relates:	tion relates to a portion of the filing checked above, identify the item(	s) to which the notification			
PART 1 - RE	GISTRANT INFORMATION				
inTEST CORI	PORATION				
Full Name of Reg	zistration	_			
Former Name	if Applicable				
7 ESTERBRO	OOK LANE				

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Address of Prin	cipal Executive Office (Street and Number)				
CHERRY H	ILL, NEW JERSEY 08003				
City, State and	Zip Code				
PART II - F	RULES 12b-25(b) AND (c)				
	oort could not be filed without unreasonal (b), the following should be completed. (	_	-		
(a)	The reason described in reasonable deta- unreasonable effort or expense	il in Part II of this form	a could not be eliminated without		
(b)	The subject annual report, semi-annual report, Form N-SAR or Form N-CSR, or calendar day following the prescribed do on Form 10-Q or subject distribution report the fifth calendar day following to	portion thereof, will be ue date; or the subject of port on Form 10-D, or p	e filed on or before the fifteenth quarterly report or transition report portion thereof, will be filed on or		
(c)	The accountant's statement or other exhi applicable.	bit required by Rule 12	2b-25(c) has been attached if		
PART III - N	JARRATIVE				
	in reasonable detail why Forms 10-K, 20 of, could not be filed within the prescribe		N-SAR, N-CSR, or the transition report or		
the prescribe analysis of in required to b management requirements 2008 which deteriorating additional re As a result o accounting f	d period of time because the Company renformation necessary to complete its finate included in the Form 10-K. The delay is have been engaged in ongoing evaluations. The Company initiated a series of restrative continued in the first quarter of 200 conditions in the semiconductor industrict structuring charges in future periods, how if these conditions, the Company anticipation in the semiconductor industrict industrict in the semiconductor industrict in the semiconductor industrict in the semiconductor industrict industrict in the semiconductor industrict industr	equires additional time notial statements for that in filing is due to the factors of its several busine ucturing and cost reduce 9 in order to conserve of and the global econor vever, it cannot predict tes receiving a report for	at period and for the other disclosures act that the Company's staff and ess segments and overall cash ction programs during the fourth quarter of cash and reduce costs in light of my. The Company will likely incure the amount of such charges at this time. From its independent registered public		
PART IV - 0	OTHER INFORMATION				
(1) Name	e and telephone number of person to cont	act in regard to this no	tification		
		(856)	424-6886		

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	<u>HUGH T. REGAN, JR.</u>			
		(Area Code)	(Telephone Number)	
	(Name)			
(2)	Have all other periodic reports required of the Securities Exchange Act of 1934 Investment Company Act of 1940 during or for such shorter period that the regist such report(s) been filed? If answer is respectively.	or Section 30 of the ng the preceeding 12 months trant was required to file	Yes <u>X</u> No	
	The Company has determined that certain that were effective as of October 1, 200 Form 8-K. This information will be incompanion contained in this Notification	08 (15%) and March 1, 2009 (2) cluded in the Form 8-K reporti	25%), should have been reported on ng the disclosure of the financial	
(3)	Is it anticipated that any significant character from the corresponding period for the lareflected by the earnings statements to report or portion thereof?	ast fiscal year will be	X Yes No	

If so, attach an explanation of the anticipated change both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

All historical financial information presented in this document is unaudited, is based upon management's internal figures and is subject to change.

Net revenues for the quarter ended December 31, 2008 were \$6.8 million, compared to \$9.2 million in the third quarter of 2008. Our net loss for the fourth quarter of 2008 was \$(4.7) million or \$(0.47) per diluted share, compared to a net loss of \$(2.0) million or \$(0.22) per diluted share for the third quarter of 2008. The net loss for the fourth quarter of 2008 included charges for the impairment of certain long-lived assets of \$(1.2) million or \$(0.13) per diluted share, charges for the impairment of goodwill related to a prior acquisition of \$(130,000) or \$(0.01) per diluted share and restructuring charges of \$(456,000) or \$(0.05) per diluted share. The net loss for the third quarter of 2008 included charges for the impairment of certain long-lived assets of \$(133,000) or \$(0.01) per diluted share and restructuring charges of \$(61,000) or \$(0.01) per diluted share. The impairment and restructuring charges recorded during the third and fourth quarters of 2008 were incurred by our Manipulator and Docking Hardware and Tester Interface product segments. The restructuring charges consist of one-time termination benefits, as a result of our workforce reductions in these segments and facility closure costs as a result of our decision to shut our manufacturing facility in Amerang, Germany and our sales office in the UK.

Net revenues for the year ended December 31, 2008 were \$38.8 million, compared to \$48.7 million for 2007. Our net loss for the year ended December 31, 2008 was \$(9.4) million or \$(0.99) per diluted share, compared to a net loss of \$(6.7) million or \$(0.73) per diluted share for 2007. The net loss for 2008 included charges for the impairment of certain long-lived assets of \$(1.4) million or \$(0.15) per diluted share, charges for the impairment of goodwill related to a prior acquisition of \$(130,000) or \$(0.01) per diluted share and restructuring charges of \$(717,000) or \$(0.08) per diluted share. The net loss for 2007 included charges for the impairment of goodwill related to prior acquisitions of \$(2.8) million or \$(0.31) per diluted share and charges for impairment of certain long-lived assets of \$(535,000) or \$(0.06) per diluted share. The impairment and restructuring charges during 2008 were incurred by our Manipulator and Docking Hardware and our Tester Interface product segments. The restructuring charges consist of one-time termination benefits, as a result of our recent workforce reductions in these segments, and facility closure costs, as a result of our decision to shut our manufacturing facility in Amerang, Germany and our sales office in the UK.

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## inTEST CORPORATION

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date April 1, 2009 By: /s/ Hugh T. Regan, Jr.

HUGH T. REGAN, JR.
SECRETARY, TREASURER & CHIEF FINANCIAL
OFFICER