

interCLICK, Inc.
Form 10-Q
November 16, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

- x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2009

OR

- o 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: 001-34523

interCLICK, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

01-0692341
(I.R.S. Employer
Identification No.)

257 Park Avenue South, Ste. 602, New York, NY
(Address of principal executive offices)

10010
(Zip Code)

(646) 722-6260

(Registrant's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report)

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 x No o

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 during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes o No o

Edgar Filing: interCLICK, Inc. - Form 10-Q

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

Large accelerated filer

Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company)

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

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

Class
Common Stock, \$0.001 par value per share

Outstanding at November 10, 2009
20,667,707 shares

TABLE OF CONTENTS

	Page
PART I – FINANCIAL INFORMATION	
Item 1.	F-1
Condensed Consolidated Financial Statements (unaudited)	
	F-2
Condensed Consolidated Balance Sheets (unaudited)	
	F-3
Condensed Consolidated Statements of Operations (unaudited)	
	F-4
Condensed Consolidated Statements of Changes in Stockholders' Equity (unaudited)	
	F-5
Condensed Consolidated Statements of Cash Flows (unaudited)	
	F-7
Notes to Condensed Consolidated Financial Statements (unaudited)	
Item 2.	3
Management's Discussion and Analysis of Financial Condition and Results of Operations	
Item 3.	11
Qualitative and Quantitative Disclosures about Market Risk	
Item 4.	11
Controls and Procedures	
Item 4T.	11
Controls and Procedures	
PART II – OTHER INFORMATION	
Item 1.	12
Legal Proceedings	
Item 1A.	12
Risk Factors	
Item 2.	19
Unregistered Sales of Equity Securities and Use of Proceeds	
Item 3.	19
Defaults Upon Senior Securities	
Item 4.	19
Submission of Matters to a Vote of Security Holders	
Item 5.	19
Other Information	
Item 6.	19
Exhibits	
SIGNATURES	21

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements.

InterCLICK, Inc. (Formerly Customer Acquisition Network Holdings, Inc.) Index to Condensed Consolidated Financial Statements

	Page
Financial Statements	
Condensed Consolidated Balance Sheets – September 30, 2009 (unaudited) and December 31, 2008	F-2
Condensed Consolidated Statements of Operations for the three and nine months ended September 30, 2009 and 2008 (unaudited)	F-3
Condensed Consolidated Statement of Changes in Stockholders' Equity for the nine months ended September 30, 2009 (unaudited)	F-4
Condensed Consolidated Statements of Cash Flows for the nine months ended September 30, 2009 and 2008 (unaudited)	F-5
Notes to Condensed Consolidated Financial Statements (unaudited)	F-7

INTERCLICK, INC. (FORMERLY CUSTOMER ACQUISITION NETWORK HOLDINGS, INC.) AND
SUBSIDIARY
CONDENSED CONSOLIDATED BALANCE SHEETS

	September 30, 2009 (Unaudited)	December 31, 2008 (See Note 1)
Assets		
Current assets:		
Cash and cash equivalents	\$ 1,929,094	\$ 183,871
Accounts receivable, net of allowance of \$258,100 and \$425,000, respectively	14,476,271	7,120,311
Due from factor	1,114,698	637,705
Prepaid expenses and other current assets	373,505	94,164
Total current assets	17,893,568	8,036,051
Property and equipment, net of accumulated depreciation of \$507,771 and \$ 282,490, respectively	458,483	596,913
Intangible assets, net of accumulated amortization of \$869,850 and \$720,570, respectively	460,833	610,113
Goodwill	7,909,571	7,909,571
Investment in available-for-sale marketable securities	728,572	1,650,000
Deferred debt issue costs, net of accumulated amortization of \$31,639 and \$6,667, respectively	8,361	33,333
Other assets	192,179	191,664
Total assets	\$ 27,651,567	\$ 19,027,645
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	\$ 7,508,531	\$ 5,288,807
Due to factor	5,559,011	3,188,425
Accrued expenses (includes accrued compensation of \$1,346,484 and \$0, respectively)	1,688,013	310,685
Warrant derivative liability	267,789	-
Deferred revenue	151,465	9,972
Obligations under capital leases, current portion	10,239	10,615
Accrued interest	6,296	16,948
Deferred rent, current portion	3,207	-
Senior secured note payable - related party		