



**WORK HARD.
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Boss Holdings, Inc.

1221 Page Street
Kewanee, IL 61443
PH: 800.447.4581
F: 309.852.084

2016 – Second Quarter Report

Consolidated revenues of Boss Holdings, Inc. (the “Company”) for the second quarter of 2016 decreased 14.1% over the second quarter of 2015. Revenues for the first six months of 2016 have decreased 5.7% or \$1,792,000 compared to the same period of 2015. Net sales in the work gloves and protective wear segment decreased \$1,830,000 or 10.7%, compared to the first six months of 2015. Consumer sales are down with the softness in the retail glove market, while industrial sales continue to be adversely affected by the downturn in manufacturing, mining and oil drilling industries. Both the Company’s pet supplies segment and the promotional and specialty products segment reported a slight decrease in sales for the first half of 2016 compared to the same period last year. The Company’s cell phone accessory segment increased sales by \$105,000 or 1.7% compared to the second quarter last year, with the addition of new product offerings and new customers.

The Company’s overall gross margin increased to 26.3% for the first half of 2016 compared to 24.2% for the same period of 2015. Higher margins were generated from improved pricing received from glove suppliers and expense reductions generated from consolidating the Company’s pet supply warehouse in Cleveland, Ohio into the Kewanee, Illinois warehouse, which services the work gloves and protective wear and cell phone accessories segments.

Operating expenses increased \$187,000 for the first half of 2016 compared to the same period of 2015. Trade shows and travel expenses are up with increased sales efforts. Operating income dropped slightly during the first six months to \$1,084,000 from \$1,089,000 during the same period as last year. Improved pricing from suppliers and expense savings from the warehouse consolidation offset the lower revenue numbers.

Liquidity increased during the second quarter of 2016 with cash increasing \$2,265,000. Operating activities provided \$2,406,000 of cash. This was primarily driven by decreases in inventory and accounts receivable and was partially offset by decreases in accounts payable and accrued liabilities. Investing activities utilized \$187,000, primarily for machinery & equipment improvements for the promotional and specialty products segment. Financing activities used \$187,000 to repurchase stock and \$3,000 to pay down debt.

At April 2, 2016, the Company held \$12,540,000 in cash with \$2,500,000 borrowings against its \$7,000,000 primary U.S. line of credit. Management believes the Company’s cash on hand and availability under the credit facility should provide ample liquidity for the Company’s expected working capital and operating needs.

Effective April 30, 2015, the Company’s Board of Directors authorized a stock buyback program (the “2015 Buyback Program”) pursuant to which the Company may purchase shares of the Company’s common stock in an amount up to \$1,500,000, at such prices, and on such terms and conditions as are determined by appropriate officers of the Company from time to time. The Company’s Board of Directors in its discretion may extend, curtail, amend or terminate the 2015 Buyback Program at any time.

Boss Holdings, Inc. and Subsidiaries**Consolidated Balance Sheets****(Dollars in Thousands, Except Per Share Data)**

	July 2 2016 (Unaudited)	December 26, 2015
Assets		
Current Assets:		
Cash and cash equivalents	\$ 12,540	\$ 10,275
Accounts receivable, net	9,017	9,879
Inventories	21,173	24,346
Deferred tax asset	1,106	1,047
Prepaid expenses and other	528	607
Total current assets	44,364	46,154
Property and Equipment, net	2,785	2,874
Other assets	-	-
Intangibles, net of amortization	156	166
Goodwill	2,853	2,853
Deferred tax asset	-	59
	\$ 50,158	\$ 52,106
Liabilities and Stockholders' Equity		
Current Liabilities:		
Current portion of long-term obligations	\$ 6	\$ 6
Accounts payable	1,800	2,899
Accrued payroll and related expenses	1,109	1,617
Accrued promotional expenses	756	1,025
Other accrued liabilities	226	864
Total current liabilities	3,897	6,411
Long-Term Obligations, net of current portion	2,512	2,514
Stockholders' Equity:		
Common stock, \$.25 par value; authorized 10,000,000 shares; issued and outstanding 1,994,323 and 2,009,878 shares in 2016 and 2015, respectively	499	502
Additional paid-in capital	64,591	64,774
Accumulated (deficit)	(20,883)	(21,534)
Accumulated other comprehensive (loss)	(458)	(561)
Total stockholders' equity	43,749	43,181
	\$ 50,158	\$ 52,106

Boss Holdings, Inc. and Subsidiaries

Consolidated Statements of Operations
(Dollars in Thousands, Except Per Share Data)
(Unaudited)

	Quarter Ended July 2 2016	Quarter Ended June 27, 2015	Six Months Ended July 2 2016	Six Months Ended June 27, 2015
Net sales	\$ 13,862	\$ 16,132	\$ 29,905	\$ 31,697
Cost of sales	10,269	12,317	22,051	24,025
Gross profit	3,593	3,815	7,854	7,672
Operating expenses	3,113	3,243	6,770	6,583
Operating income	480	572	1,084	1,089
Other income (expense):				
Interest income	-	-	-	1
Interest expense	(15)	(6)	(36)	(13)
Other	4	(31)	19	(13)
	(11)	(37)	(17)	(25)
Income before income tax	469	535	1,067	1,064
Income tax expense	182	213	416	427
Change in deferred tax asset valuation	-	-	-	-
Net income	<u>\$ 287</u>	<u>\$ 322</u>	<u>\$ 651</u>	<u>\$ 637</u>
Comprehensive income	<u>\$ 296</u>	<u>\$ 341</u>	<u>\$ 754</u>	<u>\$ 527</u>
Weighted average shares outstanding	1,994,766	2,024,660	2,001,579	2,016,370
Basic earnings per common share	<u>\$ 0.14</u>	<u>\$ 0.16</u>	<u>\$ 0.33</u>	<u>\$ 0.32</u>
Diluted earnings per common share	<u>\$ 0.14</u>	<u>\$ 0.16</u>	<u>\$ 0.32</u>	<u>\$ 0.31</u>

Boss Holdings, Inc. and Subsidiaries

Consolidated Statements of Cash Flows
(Dollars in Thousands)

(Unaudited)	Six Months Ended July 2 2016	Six Months Ended June 27, 2015
Cash Flows from Operating Activities:		
Net income	\$ 651	\$ 637
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Depreciation and amortization	304	291
Stock based compensation	1	27
Deferred tax expense	-	-
Changes in assets and liabilities:		
(Increase) decrease in:		
Accounts receivable	903	1,977
Inventories	3,244	(755)
Prepaid expenses and other current assets	187	423
Other assets	(120)	(25)
Increase (decrease) in:		
Accounts payable	(1,340)	(1,690)
Accrued liabilities	(1,424)	(1,258)
Net cash provided by (used in) operating activities	<u>2,406</u>	<u>(373)</u>
Cash Flows from Investing Activities:		
Acquisition of operating assets	-	-
Purchases of property and equipment	(187)	(309)
Net cash (used in) investing activities	<u>(187)</u>	<u>(309)</u>
Cash Flows from Financing Activities:		
Proceeds from long-term debt	-	-
Net borrowings on revolving line of credit	-	-
Repayment on long-term obligation	(3)	(29)
Repurchase of common stock	(187)	(559)
Proceeds from exercise of stock options	-	314
Net cash (used in) financing activities	<u>(190)</u>	<u>(274)</u>
Effect of exchange rates on cash and cash equivalents	236	(179)
Increase (decrease) in cash and cash equivalents	2,265	(1,135)
Cash and cash equivalents:		
Beginning of period	10,275	5,251
End of period	<u>\$ 12,540</u>	<u>\$ 4,116</u>