## All Sections to PDF Report

Clearfield, Inc., FORM 10-Q - 10-Q

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Document And Entity Information -	9 Months Ended			
shares	Jun. 30, 2018	Jul. 27, 2018		
Document Information [Line Items]				
Entity Registrant Name	Clearfield, Inc.			
Entity Central Index Key	0000796505			
Trading Symbol	clfd			
Current Fiscal Year End Date	09-30			
Entity Filer Category	Accelerated Filer			
Entity Current Reporting Status	Yes			
Entity Voluntary Filers	No			
Entity Well-known Seasoned Issuer	No			
Entity Common Stock, Shares Outstanding (in shares)		13,660,147		
Document Type	10-Q			
Document Period End Date	Jun. 30, 2018			
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Document Fiscal Period Focus	Q3			
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Condensed Balance Sheets (Current Period Unaudited) - USD (\$)	Jun. 30, 2018	Sep. 30, 2017		
Current Assets				
Cash and cash equivalents	\$ 9,287,640	\$ 18,536,111		
Short-term investments	8,486,225	5,937,150		
Accounts receivables, net	9,651,516	7,237,641		
Inventories, net	9,688,052	8,453,567		
Other current assets	698,448	978,933		
Total current assets	37,811,881	41,143,402		
Property, plant and equipment, net	4,907,410	5,434,172		
Other Assets				
Long-term investments	18,226,000	19,816,000		
Goodwill	4,708,511	2,570,511		
Intangible assets, net	5,549,320	284,787		
Other	241,009	245,165		
Total other assets	28,724,840	22,916,463		
Total Assets	71,444,131	69,494,037		
Current Liabilities				
Accounts payable	2,016,413	1,739,791		
Accrued compensation	1,632,693	2,410,026		
Accrued expenses	456,999	93,304		
Total current liabilities	4,106,105	4,243,121		
Other Liabilities				
Deferred taxes	60,076	444,076		
Deferred rent	272,419	281,720		
Total other liabilities	332,495	725,796		
Total Liabilities	4,438,600	4,968,917		
Commitments and Contingencies				
Shareholders' Equity				
Preferred stock, \$.01 par value; 500,000 shares; no shares issued or outstanding				
Common stock, authorized 50,000,000, \$.01 par value; 13,693,943 and 13,812,821, shares issued and outstanding as of June 30, 2018 and September 30, 2017	136,939	138,128		
Additional paid-in capital	55,495,474	55,406,888		
Retained earnings	11,373,118	8,980,104		
Total Shareholders' Equity	67,005,531	64,525,120		
Total Liabilities and Shareholders' Equity	\$ 71,444,131	\$ 69,494,037		

Condensed Balance Sheets (Current Period Unaudited) (Parentheticals) - \$ / shares	Jun. 30, 2018	Sep. 30, 2017
Preferred stock, par value (in dollars per share)	\$ 0.01	\$ 0.01
Preferred stock, authorized shares (in shares)	500,000	500,000
Preferred stock, shares issued (in shares)	0	0
Preferred stock, shares outstanding (in shares)	0	0
Common stock, par value (in dollars per share)	\$ 0.01	\$ 0.01
Common stock, shares authorized (in shares)	50,000,000	50,000,000
Common stock, shares issued (in shares)	13,693,943	13,812,821
Common stock, shares outstanding (in shares)	13,693,943	13,812,821

Condensed Statements of	Condensed Statements of 3 Months Ended 9 M					
Operations (Unaudited) - USD (\$)	Jun. 30, 2018	Jun. 30, 2017	Jun. 30, 2018	Jun. 30, 2017		

Net sales	\$ 21,480,590	\$ 19,611,297	\$ 55,178,369	\$ 55,529,230
Cost of sales	12,988,545	11,674,047	32,798,083	32,940,446
Gross profit	8,492,045	7,937,250	22,380,286	22,588,784
Operating expenses				
Selling, general and administrative	6,087,362	6,614,693	19,856,922	18,794,395
Income from operations	2,404,683	1,322,557	2,523,364	3,794,389
Interest income	116,549	73,759	331,650	186,378
Income before income taxes	2,521,232	1,396,316	2,855,014	3,980,767
Income tax expense	766,000	593,000	462,000	1,393,000
Net income	\$ 1,755,232	\$ 803,316	\$ 2,393,014	\$ 2,587,767
Net income per common share:				
Basic (in dollars per share)	\$ 0.13	\$ 0.06	\$ 0.18	\$ 0.19
Diluted (in dollars per share)	\$ 0.13	\$ 0.06	\$ 0.18	\$ 0.19
Weighted average shares outstanding:				
Basic (in shares)	13,430,503	13,522,755	13,441,619	13,559,704
Diluted (in shares)	13,430,503	13,598,582	13,473,123	13,730,945

Condensed Statements of Cash	9 Months Ended				
Flows (Unaudited) - USD (\$)	Jun. 30, 2018	Jun. 30, 2017			
Cash flows from operating activities					
Net income	\$ 2,393,014	\$ 2,587,767			
Adjustments to reconcile net income to net cash provided by (used in) operating activities:					
Depreciation and amortization	1,546,661	1,205,769			
Impairment of long-lived assets	0	643,604			
Deferred taxes	(384,000)				
Gain on disposal of assets	(20,358)	(5,100)			
Stock-based compensation	1,488,304	1,774,330			
Changes in operating assets and liabilities, net of business acquisition:					
Accounts receivable, net	(2,413,875)	(53,619)			
Inventories	1,546,081	(965,458)			
Prepaid expenses and other	289,305	324,206			
Accounts payable and accrued expenses	(146,317)	(2,989,849)			
Net cash provided by operating activities	4,298,815	2,521,650			
Cash flows from investing activities					
Business acquisition	(10,350,000)				
Purchases of property, plant and equipment and intangible assets	(920,356)	(1,631,127)			
Proceeds from sale of property, plant and equipment	83,052	5,100			
Purchases of investments	(5,403,075)	(13,279,075)			
Proceeds from maturities of investments	4,444,000	6,619,000			
Net cash used in investing activities	(12,146,379)	(8,286,102)			
Cash flows from financing activities					
Proceeds from issuance of common stock under employee stock purchase plan	297,860	334,692			
Proceeds from issuance of common stock upon exercise of stock options	21,174	28,718			
Tax withholding related to exercise of stock options and restricted stock vestings	(348,527)	(462,120)			
Repurchase of common stock	(1,371,414)	(2,403,062)			
Net cash used in financing activities	(1,400,907)	(2,501,772)			
Decrease in cash and cash equivalents	(9,248,471)	(8,266,224)			
Cash and cash equivalents, beginning of period	18,536,111	28,014,321			
Cash and cash equivalents, end of period	9,287,640	19,748,097			
Supplemental disclosures for cash flow information					
Cash paid during the year for income taxes	48,987	893,483			
Non-cash financing activities					
Cashless exercise of stock options	\$ 5,782	\$ 34,268			

Note 1 - Basis of Presentation	9 Months Ended	
Note 1 - Basis of Fresentation	Jun. 30, 2018	
Notes to Financial Statements		
Basis of Accounting [Text Block]	Note 1. Basis of Presentation	

The accompanying (a) condensed balance sheet as of September 30, 2017, which has been derived from audited financial statements, and (b) unaudited interim condensed financial statements as of and for the three and nine months ended June 30, 2018 have been prepared by the Company in accordance with accounting principles generally accepted in the United States of America for interim financial information, pursuant to the rules and regulations of the Securities and Exchange Commission. Pursuant to these rules and regulations, certain financial information and footnote disclosures normally included in the financial statements have been condensed or omitted. However, in the opinion of management, the financial statements include all adjustments, consisting of normal recurring accruals, necessary for a fair presentation of the financial position and results of operations and cash flows of the interim periods presented are not necessarily indicative of results to be expected for the full year or for any other interim period, due to variability in customer purchasing patterns and seasonal, operating and other factors. These condensed financial statements should be read in conjunction with the financial statements and

notes thereto included in the Company's Annual Report on Form 10-K for the year ended September 30, 2017.

In preparation of the Company's financial statements, management is required to make estimates and assumptions that affect reported amounts of assets and liabilities and related revenues and expenses during the reporting periods. As future events and their effects cannot be determined with precision, actual results could differ significantly from these estimates.

Certain comparative figures have been reclassified to conform to the current period's presentation. These reclassifications did not affect the prior periods' net income, shareholders' equity, or cash flows.

Note 2 - Net Income Per Share	9 Months Ended
Note 2 - Net income i ei onare	Jun. 30, 2018
Notes to Financial Statements	
Earnings Per Share [Text Block]	Note 2. Net Income Per Share
	Basic net income per common share ("EPS") is computed by dividing net income by the weighted average number common shares outstanding for the reporting period. Diluted EPS equals net income divided by the sum of the weighted avera number of shares of common stock outstanding plus all additional common stock equivalents, such as stock options and restrict stock awards, when dilutive.
	The following is a reconciliation of the numerator and denominator of the net income per common share computations f
	the three and nine months ended June 30, 2018 and 2017:

	-	Three Months Ended June 30,				Nine Months Ended June 30,			
		2018	2017			2018		2017	
Net income	\$	1,755,232	\$	803,316	\$	2,393,014	\$	2,587,767	
Weighted average common shares		13,430,503		13,522,755		13,441,619		13,559,704	
Dilutive potential common shares		-		75,827		31,504		171,241	
Weighted average dilutive common shares									
outstanding		13,430,503		13,598,582		13,473,123		13,730,945	
Net income per common share:									
Basic	\$	0.13	\$	0.06	\$	0.18	\$	0.19	
Diluted	\$	0.13	\$	0.06	\$	0.18	\$	0.19	

There were 72,000 shares for the three and nine months ended June 30, 2018 that were excluded from the above calculation as they were antidilutive in nature. No shares were considered antidilutive for the three and nine months ended June 30, 2017.

Note 3 - Cash, Cash Equivalents and	9 Months Ended				
Investments	Jun. 30, 2018				
Notes to Financial Statements					
Cash and Cash Equivalents Disclosure [Text Block]	Note 3. Cash, Cash Equivalents and Investments				
	The Company currently invests its excess cash in money market accounts and bank certificates of deposit (CDs) with a term of not more than five years. CDs with original maturities of more than three months are reported as held-to-maturity investments and are carried at amortized cost. Investments maturing in less than one year are classified as short term investments on the balance sheet, and investments maturing in one year or greater are classified as long term investments on the balance sheet.  The maturity dates of the Company's CDs as of June 30, 2018 and September 30, 2017 are as follows:				d-to-maturity n investments
				Se	eptember 30,
		J	une 30, 2018		2017
	Less than one year	\$	8,486,225	\$	5,937,150
	1-5 years		18,226,000		19,816,000
	Total	\$	26 712 225	\$	25 753 150

Note 4 - Stock-based Compensation	9 Months Ended
Note 4 - Stock-based Compensation	Jun. 30, 2018
Notes to Financial Statements	
Costs, Share-based Payments [Text Block]	Note 4. Stock-Based Compensation  The Company recorded \$519,223 and \$1,488,304 of compensation expense related to current and past option grants, restricted stock grants and the Company's Employee Stock Purchase Plan ("ESPP") for the three and nine months ended June 30, 2018, respectively. For the three months ended June 30, 2018, \$477,193 of this expense is included in selling, general and administrative expense, and \$42,030 is included in cost of sales. For the nine months ended June 30, 2018, \$1,362,213 of this expense is included in selling, general and administrative expense, and \$126,091 is included in cost of sales. The Company recorded \$590,419 and \$1,774,330 of compensation expense related to current and past equity awards for the three and nine months ended June 30, 2017, respectively. For the three months ended June 30, 2017, \$535,719 of this expense was included in selling, general and administrative expense, and \$54,700 was included in cost of sales. For the nine months ended June 30, 2017, \$1,610,229 of this expense was included in selling, general and administrative expense, and \$164,101 was included in cost of sales. As of June 30, 2018, \$3,894,131 of total unrecognized compensation expense related to non-vested restricted stock awards and stock options is expected to be recognized over a period of approximately 6.3 years.

We used the Black-Scholes option pricing model to determine the weighted average fair value of options granted during the nine months ended June 30, 2018. During the nine months ended June 30, 2018, the Company granted employees non-qualified stock options to purchase an aggregate of 72,000 shares of common stock with a contractual term of five years, a three year vesting term, and an exercise price of \$13.35. There were no stock options granted during the nine months ended June 30, 2017. The weighted-average fair value at the grant date for options issued during the nine months ended June 30, 2018 was \$5.15. This fair value was estimated at the grant date using the assumptions listed below:

	Nine months
	ended June 30,
	2018
Dividend yield	0%
Average expected volatility	45.63%
Average risk-free interest rate	2.61%
Expected life (years)	4
Vesting period (years)	3

The expected stock price volatility is based on the historical volatility of the Company's stock for a period approximating the expected life. The expected life represents the period of time that options are expected to be outstanding after their grant date. The risk-free interest rate reflects the interest rate at grant date on zero-coupon U.S. governmental bonds having a remaining life similar to the expected option term.

The following is a summary of stock option activity during the nine months ended June 30, 2018:

	Number of	Weighted average
	options	exercise price
Outstanding at September 30, 2017	38,950	\$ 2.79

Granted	72,000	13.35
Exercised	(7,350)	3.67
Cancelled or Forfeited	-	-
Outstanding at June 30, 2018	103,600	\$ 10.06

The intrinsic value of an option is the amount by which the fair value of the underlying stock exceeds its exercise price. As of June 30, 2018, the weighted average remaining contractual term for all outstanding stock options was 3.99 years and their aggregate intrinsic value was \$102,052. As of June 30, 2018, the weighted average remaining contractual term for all exercisable stock options was 2.14 years and their aggregate intrinsic value was \$267,652. During the nine months ended June 30, 2018, the Company received proceeds of \$21,174 from the exercise of stock options. During the nine months ended June 30, 2017, exercised stock options totaled 15,850 shares, resulting in \$28,718 of proceeds to the Company.

#### Restricted Stock

The Company's 2007 Stock Compensation Plan permits its Compensation Committee to grant stock-based awards, including stock options and restricted stock, to key employees and non-employee directors. The Company has made restricted stock grants that vest over one to ten years.

During the nine months ended June 30, 2018, the Company granted non-employee directors restricted stock awards totaling 3,795 shares of common stock, with a vesting term of approximately one year and a fair value of \$16.45 per share. Also, the Company granted employees a restricted stock award totaling 3,000 shares of common stock, with a vesting term of one year and a fair value of \$13.35 per share

During the nine months ended June 30, 2017, the Company granted non-employee directors restricted stock awards totaling 3,795 shares of common stock, with a vesting term of approximately one year and a fair value of \$16.45 per share.

Restricted stock transactions during the nine months ended June 30, 2018 are summarized as follows:

		Weighted grant da	d average
	Number of shares	-	lue
Unvested shares at September 30, 2017	370,530	\$	15.24
Granted	7,235		14.17
Vested	(85,933)		17.39
Forfeited	(12,284)		15.54
Unvested at June 30, 2018	279,548	\$	14.54

#### **Employee Stock Purchase Plan**

Clearfield, Inc.'s ESPP allows participating employees to purchase shares of the Company's common stock at a discount through payroll deductions. The ESPP is available to all employees subject to certain eligibility requirements. Terms of the ESPP provide that participating employees may purchase the Company's common stock on a voluntary after-tax basis. Employees may purchase the Company's common stock at a price that is no less than the lower of 85% of the fair market value of one share of common stock at the beginning or end of each stock purchase period or phase. The ESPP is carried out in six month phases, with phases beginning on January 1 and July 1 of each calendar year. For the phases that ended on June 30, 2018 and December 31, 2017, employees purchased 15,932 and 14,242 shares at a price of \$9.39 and \$10.41 per share, respectively. After the employee purchase on June 30, 2018, 87,081 shares of common stock were available for future purchase under the ESPP.

is measured using last-in, first-out or the retail inventory method. This adoption had no effect on the financial statements and was

2018

20%

13%

2017

15%

15%

2018

22%

14%

2017

20%

15%

Note 5 - Accounts Receivable and	9 Months Ended
Net Sales	Jun. 30, 2018
Notes to Financial Statements	
Financing Receivables [Text Block]	Note 5. Accounts Receivable and Net Sales
	Credit is extended based on the evaluation of a customer's financial condition and collateral is generally not required. Accounts that are outstanding longer than the contractual payment terms are considered past due. The Company writes off accounts receivable when they become uncollectible; payments subsequently received on such receivables are credited to the allowance for doubtful accounts. As of both June 30, 2018 and September 30, 2017, the balance in the allowance for doubtful accounts was \$79,085.  See Note 7, "Major Customer Concentration" for further information regarding accounts receivable and net sales.

Note 6 - Inventories	9 Months Ended				
Note 6 - Inventories	Jun. 30, 2018				
Notes to Financial Statements					
Inventory Disclosure [Text Block]	Note 6. Inventories				
	Inventories consist of the following as of:				
				Set	ptember 30,
		June 30, 2018			2017
	Raw materials	\$	5,136,429	\$	5,991,863
	Work-in-progress		773,652		724,248
	Finished goods		3,777,971		1,737,456
	Inventories, net	\$	9,688,052	\$	8,453,567
	During the nine months ended June 30, 2018, the Company adopted Accour 11, Inventory (Topic 330) Related to Simplifying the Measurement of Inventory which appl				

Note 7 - Major Customer	9 Months Ended
Concentration	Jun. 30, 2018
Notes to Financial Statements	
Concentration Risk Disclosure [Text Block]	Note 7. Major Customer Concentration
	The following table summarizes customers comprising 10% or more of net sales for the three and nine months ended June 30, 2018 and 2017:
	Three Months Ended June 30, Nine Months Ended June 30,

applied prospectively. Therefore, prior periods were not retrospectively adjusted.

Customer A

Customer C 10% \* \* \*

\* Less than 10%

As of June 30, 2018, Customers C, B, and A accounted for 15%, 14%, and 12% accounts receivable, respectively. As of September 30, 2017, Customer B accounted for 19% of accounts receivable. Customers A and B are both distributors. Customer C is a private label original equipment manufacturer.

Note 8 - Goodwill and Patents	9 Months Ended			
Note 6 - Goodwill allu Faterits	Jun. 30, 2018			
Notes to Financial Statements				
Goodwill and Intangible Assets Disclosure [Text Block]	ote 8. Goodwill and Patents			
	The Company analyzes its goodwill for impairment annually or at an interim period when events occur or changes in ircumstances indicate potential impairment. The result of the analysis performed in the fourth quarter ended September 30, 2017 did not indicate an impairment of goodwill. During the nine months ended June 30, 2018, there were no triggering events that indicate otential impairment exists.			
	The Company capitalizes legal costs incurred to obtain patents. Once accepted by either the U.S. Patent Office or the equivalent office of a foreign country, these legal costs are amortized using the straight-line method over the remaining estimated lives, not exceeding 20 years. As of June 30, 2018, the Company has 13 patents granted and multiple pending applications both inside and outside the United States.			

Note 9 - Impairment of Long-lived	9 Months Ended
Assets	Jun. 30, 2018
Notes to Financial Statements	
Impairment of Long-lived Assets [Text Block]	Note 9. Impairment of Long-Lived Assets
	The Company assesses potential impairments to its long-lived assets or asset groups when there is evidence that events occur or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recovered. An impairment loss is recognized when the carrying amount of the long-lived asset or asset group is not recoverable and exceeds its fair value. The carrying amount of a long-lived asset or asset group is not recoverable if it exceeds the sum of the undiscounted cash flows expected to result from the use and eventual disposition of the asset or asset group.
	Any required impairment loss is measured as the amount by which the carrying amount of a long-lived asset or asset group exceeds its fair value and is recorded as a reduction in the carrying value of the related asset or asset group and a charge to operating results. During the three and nine months ended June 30, 2017, the Company incurred an impairment charge on long-lived assets of \$643,604. This impairment was related to the cancellation of an enterprise resource planning software implementation. No impairment of long-lived assets occurred during the three and nine months ended June 30, 2018.

	A
Note 10 - Income Taxes	9 Months Ended
	Jun. 30, 2018
Notes to Financial Statements	
Income Tax Disclosure [Text Block]	Note 10. Income Taxes

For the three and nine months ended June 30, 2018, the Company recorded income tax expense of \$766,000 and \$462,000, respectively, reflecting an effective tax rate of 30.4% and 16.2%, respectively. The Tax Cut and Jobs Act of 2017 (the "Tax Reform Act") was enacted on December 22, 2017. The Tax Reform Act reduced certain federal corporate income tax rates effective January 1, 2018 and changed certain other provisions. The effective tax rate for the nine months ended June 30, 2018 is a blended rate reflecting the anticipated benefit of three quarters of federal tax rate reductions for fiscal 2018. Our nine months tax expense reflects a lower tax rate and a one-time benefit of \$384,000 related to the favorable impact of a revaluation of our net deferred tax liability that decreased the income tax provision for the nine months ended June 30, 2018 and reduced long-term deferred tax liabilities during the nine months ended June 30, 2018. The final impact of the Tax Reform Act may differ due to and among other things, changes in interpretations, assumptions made by the Company, the issuance of additional guidance, and actions the Company may take as a result of the Tax Reform Act. Additionally, differences between the effective tax rate and the statutory tax rate are related to unfavorable discrete items for the three and nine months ended June 30, 2018 from tax shortfalls related to stock-based compensation awards, nondeductible meals and entertainment, favorable domestic manufacturing deduction and research and development credits.

For the three and nine months ended June 30, 2017, the Company recorded a provision for income taxes of \$593,000 and \$1,393,000, respectively, reflecting an effective tax rate of 42.5% and 35.0%, respectively. The primary difference between the effective tax rate and the statutory tax rate is related to nondeductible meals and entertainment, favorable domestic manufacturing deduction and research and development credits, expenses related to equity award compensation and unfavorable discrete items for the three and nine months ended June 30, 2017 from tax shortfalls related to stock-based compensation awards.

As of June 30, 2018 and September 30, 2017, the Company had a remaining valuation allowance of approximately \$191,000 and \$159,000, respectively, related to state net operating loss carry forwards the Company does not expect to utilize. As a result of recording the impact of the Tax Reform Act on its deferred assets and liabilities, the Company recorded an increase in its valuation allowance against state net operating losses carried forward of approximately \$32,000 in the nine months ended June 30, 2018. Based on the Company's analysis and review of long-term forecasts and all available evidence, the Company determined that there should be no further change in the valuation allowance for the quarter ended June 30, 2018.

Deferred taxes recognize the impact of temporary differences between the amounts of the assets and liabilities recorded for financial statement purposes and these amounts measured in accordance with tax laws. The Company's realization of deferred tax temporary differences is contingent upon future taxable earnings. The Company reviewed its deferred tax assets for expected utilization using a "more likely than not" criteria by assessing the available positive and negative factors surrounding its recoverability.

As of June 30, 2018, we do not have any unrecognized tax benefits. It is the Company's practice to recognize interest and penalties accrued on any unrecognized tax benefits as a component of income tax expense. The Company does not expect any material changes in its unrecognized tax positions over the next 12 months.

We are currently under examination by the U.S. Internal Revenue Service for fiscal year 2016. We are not under examination by any other taxing jurisdiction. In the event of any future tax assessments, we have elected to record the income taxes and any related interest and penalties as income tax expense on our Statements of Operations.

Note 44 Association	9 Months Ended
Note 11 - Acquisition	Jun. 30, 2018
Notes to Financial Statements	
Business Combination Disclosure [Text Block]	Note 11. Acquisition
	On February 20, 2018, the Company completed the acquisition of a portfolio of Telcordia certified outdoor powered cabinet

products from Calix, Inc. ("Calix") upon the terms and conditions contained in an Asset Purchase Agreement dated February 20, 2018.

The introduction of the Clearfield powered cabinet line provides customers a single point of contact for cabinet solutions -both passive and powered. The acquisition enables Clearfield to expand its Fiber-to-Anywhere expertise to include powered electronic cabinet platforms while leveraging its supply chain. The acquisition also enables Clearfield to capitalize on and expand its reach to a broader customer base, including service providers in the Tier 1 and Tier 2 markets.

Acquisition date fair value of the consideration transferred totaled \$10,350,000 which was comprised of a cash payment of \$10,350,000 from the Company's cash operating account.

We assumed no liabilities in the acquisition. As part of the acquisition, we also agreed to purchase a minimum of \$3,500,000 in inventory and purchase orders from subcontractors. We expect to fulfill this commitment during the normal course of business. The allocation of purchase consideration to assets acquired is not yet finalized as we continue to evaluate the fair value of certain assets acquired. The following table summarizes the preliminary estimated fair values of the assets acquired at the acquisition date:

Feb	ruary 20, 2018
\$	2,781,000
	58,000
	563,000
	3,742,000
	1,068,000
	2,138,000
\$	10,350,000
	Feb \$

Pending finalization of the fair value of the intangible assets in the fourth quarter of 2018, the powered cabinet acquisition has preliminarily resulted in \$2,138,000 of goodwill, which is expected to be deductible for tax purposes. Specifically, the goodwill recorded as part of the acquisition of the Calix powered cabinets includes the expected synergies and other benefits that we believe will result from combining the operations of powered cabinet lines with the operations of Clearfield, Inc.

The Company incurred approximately \$106,000 in legal, professional, and other costs related to this acquisition accounted for as selling and administrative expenses when incurred. The remaining weighted-average useful life of intangible assets acquired is 12.5 years.

As the powered cabinet business was not operated as a separate subsidiary, division or entity, Calix did not maintain separate financial statements for the powered cabinet business. As a result, we are unable to accurately determine earnings/loss for the powered cabinet business on a standalone basis since the date of acquisition.

The following table below reflects our unaudited pro forma combined results of operations as if the acquisition had taken place as of October 1, 2016 and shows the net sales and net income as if the powered cabinet business were combined with the Clearfield business for the three and nine months ended June 30, 2017 and June 30, 2018. The pro forma includes estimated expenses relating to the amortization of intangibles purchased, the amortization of the inventory fair value adjustment, and estimated personnel costs:

						Pro Forma
		Pro Forma		Pro Forma		Nine
	Thr	ree Months Ended	Ni	ne Months Ended	N	Months Ended
		June 30, 2017		June 30, 2017		June 30, 2018
		(unaudited)		(unaudited)		(unaudited)
Net sales	\$	23,517,078	\$	68,237,433	\$	58,485,804
Income from operations	\$	1,946,661	\$	6,130,794	\$	3,007,279
Net income	\$	1,162,370	\$	4,135,565	\$	2,913,224
					_	
Net income per share:						
Basic	\$	0.09	\$	0.30	\$	0.22
Diluted	\$	0.09	\$	0.30	\$	0.22
						-

The pro forma unaudited results do not purport to be indicative of the results which would have been obtained had the acquisition been completed as of the beginning of the earliest period presented or of results that may be obtained in the future. In addition, they do not include any benefits that may result from the acquisition due to synergies that may be derived from the elimination of any duplicative costs.

Note 12 - Accounting	9 Months Ended
Pronouncements	Jun. 30, 2018
Notes to Financial Statements	

New Accounting Pronouncements and Changes in Accounting Principles [Text Block]

# Note 12. Accounting Pronouncements

### Recent Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board (the "FASB") issued guidance creating Accounting Standards Codification ("ASC") Section 606. Revenue from Contracts with Customers. The new section will replace Section 605. "Revenue Recognition" and creates modifications to various other revenue accounting standards for specialized transactions and industries. The section is intended to conform revenue accounting principles with a concurrently issued International Financial Reporting Standards with previously differing treatment between United States practice and those of much of the rest of the world, as well as to enhance disclosures related to disaggregated revenue information. The updated guidance is effective for annual reporting periods beginning after December 15, 2017, and interim periods within that reporting period. Early application is permitted only as of annual reporting periods beginning after December 15, 2016, including interim periods within that reporting period. The Company has identified major revenue streams, performed an analysis of a sample of contracts to evaluate the impact of the standard, and begun drafting its accounting policies and evaluating the new disclosure requirements. The updated guidance permits two methods of adoption: retrospectively to each prior reporting period presented (full retrospective method), or retrospectively with the cumulative effect of initially applying the guidance recognized at the date of initial application (the cumulative catch-up transition method). The updated guidance requires expanded disclosures relating to the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. Additionally, qualitative and quantitative disclosures are required for customer contracts, significant judgments and changes in judgments, and assets recognized from the costs to obtain or fulfill a contract. The Company anticipates there will be expanded financial statement disclosures in order to comply with the updated guidance and has decided that it would use the cumulative catch-up transition method should the adoption of this standard require any restatement. The Company is still evaluating the impact of the adoption of this standard will have on our financial statements.

In February 2016, the FASB issued ASU 2016-02, Leases, which requires lessees to present right-of-use assets and lease liabilities on the balance sheet for all leases with terms longer than 12 months. The guidance is to be applied using a modified retrospective approach at the beginning of the earliest comparative period in the financial statements and is effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. Early adoption is permitted. The Company is evaluating the impact the adoption of this ASU will have on our financial statements.

In January 2017, the FASB issued ASU 2017-04 which offers amended guidance to simplify the accounting for goodwill impairment by removing Step 2 of the goodwill impairment test. A goodwill impairment will now be measured as the amount by which a reporting unit's carrying value exceeds its fair value, limited to the amount of goodwill allocated to that reporting unit. This guidance is to be applied on a prospective basis effective for the Company's interim and annual periods beginning after January 1, 2020, with early adoption permitted for any impairment tests performed after January 1, 2017. The Company does not believe the adoption of this ASU will have a material impact on our financial statements.

Note 2 - Net Income Per Share		9 Months Ende	d				
(Tables)		Jun. 30, 2018					
Notes Tables							
Schedule of Earnings Per Share, Basic		Three Months	Enc	led June 30,	Nine Months	End	ed June 30,
and Diluted [Table Text Block]		2018		2017	2018		2017
	Net income	\$ 1,755,232	\$	803,316	\$ 2,393,014	\$	2,587,767
	Weighted average common shares	13,430,503		13,522,755	13,441,619		13,559,704
	Dilutive potential common shares	-		75,827	31,504		171,241
	Weighted average dilutive common shares outstanding	13,430,503		13,598,582	13,473,123		13,730,945
	Net income per common share:						
	Basic	\$ 0.13	\$	0.06	\$ 0.18	\$	0.19
	Diluted	\$ 0.13	\$	0.06	\$ 0.18	\$	0.19

Note 3 - Cash, Cash Equivalents and	9 Months	Ended				
Investments (Tables)	Jun. 30	, 2018				
Notes Tables						
Investments Classified by Contractual Maturity Date [Table Text Block]			June	e 30, 2018	Sep	otember 30, 2017
	Less than one year		\$	8,486,225	\$	5,937,150
	1-5 years			18,226,000		19,816,000
	Total		\$	26,712,225	\$	25,753,150

Note 4 - Stock-based Compensation		9 Months Ended		
(Tables)		Jun. 30, 2018		
Notes Tables				
Schedule of Share-based Payment Award, Stock Options, Valuation Assumptions [Table Text Block]				Nine months ended June 30, 2018
	Dividend yield			0%
	Average expected volatility			45.63%
	Average risk-free interest rate			2.61%
	Expected life (years)			4
	Vesting period (years)			3
Share-based Compensation, Stock Options, Activity [Table Text Block]			Number of options	Weighted average exercise price
	Outstanding at September 30, 2017		38,950	\$ 2.79
	Granted		72,000	13.35
	Exercised		(7,350)	3.67
	Cancelled or Forfeited		-	-
	Outstanding at June 30, 2018		103,600	\$ 10.06
Schedule of Share-based Compensation, Restricted Stock and Restricted Stock Units Activity [Table Text Block]			Number of shares	Weighted average grant date fair value
	Unvested shares at September 30, 2017		370,530	
	Granted		7,235	14.17
	Vested		(85,933)	17.39
	Forfeited		(12,284)	15.54
	Unvested at June 30, 2018		279,548	\$ 14.54
	2		217,346	Ψ 14.34

Note 6 - Inventories (Tables)	9 N	Ionths Ended				
Note 6 - Inventories (Tables)	Jun. 30, 2018					
Notes Tables						
Schedule of Inventory, Current [Table Text					Sep	tember 30,
Block]			Jui	ne 30, 2018		2017
1	Raw materials		\$	5,136,429	\$	5,991,863
1	Work-in-progress			773,652		724,248
l e	Finished goods			3,777,971		1,737,456
l .	Inventories, net		\$	9,688,052	\$	8,453,567
4						

Note 7 - Major Customer	9 Months Ended					
Concentration (Tables)	Jun. 30, 2018					
Notes Tables						
Schedules of Concentration of Risk, by		Three Months Ended June 30,		Nine Months Ended June 30,		
Risk Factor [Table Text Block]		2018	2017	2018	2017	
	Customer A	20%	15%	22%	20%	
	Customer B	13%	15%	14%	15%	
	Customer C	10%	*	*	*	

Note 44 Association (Tables)		9 Months Ended		
Note 11 - Acquisition (Tables)		Jun. 30, 2018		
Notes Tables				
Schedule of Recognized Identified			Febr	uary 20, 2018
Assets Acquired and Liabilities Assumed	Inventories		\$	2,781,000
[Table Text Block]	Property, plant and equipment			58,000
	Trademarks			563,000
	Customer relationships			3,742,000

	Product certification						1,068,000
	Goodwill						2,138,000
	Total Assets					\$	10,350,000
Business Acquisition, Pro Forma Information [Table Text Block]		Th	Pro Forma ree Months Ended June 30, 2017 (unaudited)	N	Pro Forma ine Months Ended June 30, 2017 (unaudited)	ı :	Pro Forma Nine Months Ended June 30, 2018 (unaudited)
	Net sales	\$	23,517,078	\$	68,237,433	\$	58,485,804
	Income from operations	\$	1,946,661	\$	6,130,794	\$	3,007,279
	Net income	\$	1,162,370	\$	4,135,565	\$	2,913,224
	Net income per share:						
	Basic	\$	0.09	\$	0.30	\$	0.22
	Diluted	\$	0.09	\$	0.30	\$	0.22

Note 2 - Net Income Per Share	3 Month	s Ended	9 Months Ended				
(Details Textual) - shares	Jun. 30, 2018	Jun. 30, 2017	Jun. 30, 2018	Jun. 30, 2017			
Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount	72,000	0	72,000	0			

Note 2 - Net Income Per Share - Net	3 Month	s Ended	9 Months Ended			
Income Per Common Share (Details) - USD (\$)	Jun. 30, 2018	Jun. 30, 2017	Jun. 30, 2018	Jun. 30, 2017		
Net income	\$ 1,755,232	\$ 803,316	\$ 2,393,014	\$ 2,587,767		
Weighted average common shares (in shares)	13,430,503	13,522,755	13,441,619	13,559,704		
Dilutive potential common shares (in shares)		75,827	31,504	171,241		
Weighted average dilutive common shares outstanding (in shares)	13,430,503	13,598,582	13,473,123	13,730,945		
Net income per common share:						
Basic (in dollars per share)	\$ 0.13	\$ 0.06	\$ 0.18	\$ 0.19		
Diluted (in dollars per share)	\$ 0.13	\$ 0.06	\$ 0.18	\$ 0.19		

Note 3 - Cash, Cash Equivalents and	9 Months Ended
Investments (Details Textual)	Jun. 30, 2018
Maximum [Member]	
Held-to-maturity Securities, Investment Term	5 years

Note 3 - Cash, Cash Equivalents and Investments - CD Maturity Dates (Details) - USD (\$)	Jun. 30, 2018	Sep. 30, 2017
Less than one year	\$ 8,486,225	\$ 5,937,150
1-5 years	18,226,000	19,816,000
Total	\$ 26,712,225	\$ 25,753,150

Note 4 - Stock-based Compensation	3	Months Ende	d	6 Months Ended	9 Months	s Ended
(Details Textual) - USD (\$)	Jun. 30, 2018	Dec. 31, 2017	Jun. 30, 2017	Jun. 30, 2018	Jun. 30, 2018	Jun. 30, 2017
Allocated Share-based Compensation Expense, Total	\$ 519,223		\$ 590,419		\$ 1,488,304	\$ 1,774,330
Employee Service Share-based Compensation, Nonvested Awards, Compensation Cost Not yet Recognized, Total	3,894,131			\$ 3,894,131	\$ 3,894,131	
Employee Service Share-based Compensation, Nonvested Awards, Compensation Cost Not yet Recognized, Period for Recognition					6 years 109 days	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Grants in Period, Gross					72,000	0
Share-based Compensation Arrangement by Share-based Payment Award, Expiration Period					5 years	
Share-based Compensation Arrangement by Share-based Payment Award, Award Vesting Period					3 years	
Share-based Compensation Arrangements by Share-based Payment Award, Options, Grants in Period, Weighted Average Exercise Price					\$ 13.35	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Grants in Period, Weighted Average Grant Date Fair Value					\$ 5.15	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term					3 years 361 days	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Intrinsic Value	102,052			102,052	\$ 102,052	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term					2 years 51 days	
Share-based Compensation Arrangement by Share-based Payment Award,	\$ 267,652			\$ 267,652	\$ 267,652	

Options, Exercisable, Intrinsic Value						
Proceeds from Stock Options Exercised					\$ 21,174	\$ 28,718
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercises in Period					7,350	15,850
Employee Stock Purchase Plan [Member]						
Share-based Compensation Arrangement by Share-based Payment Award, Market Price Percentage, Offering Date					85.00%	
Stock Issued During Period, Shares, Employee Stock Purchase Plans		14,242		15,932		
Share-based Compensation Arrangement by Share-based Payment Award, Purchase Price		\$ 10.41		\$ 9.39		
Share-based Compensation Arrangement by Share-based Payment Award, Number of Shares Available for Grant	87,081			87,081	87,081	
Restricted Stock [Member]						
Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Grants in Period					7,235	
Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value					\$ 14.17	
Restricted Stock [Member]   Non Employee Directors [Member]   Stock Compensation Plan 2007 [Member]						
Share-based Compensation Arrangement by Share-based Payment Award, Award Vesting Period					1 year	1 year
Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Grants in Period					3,795	3,795
Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value					\$ 16.45	\$ 16.45
Restricted Stock [Member]   Employees [Member]   Stock Compensation Plan 2007 [Member]						
Share-based Compensation Arrangement by Share-based Payment Award, Award Vesting Period					1 year	
Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Grants in Period					3,000	
Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value					\$ 13.35	
Minimum [Member]   Restricted Stock [Member]   Employee and Non-Employee Directors [Member]   Stock Compensation Plan 2007 [Member]						
Share-based Compensation Arrangement by Share-based Payment Award, Award Vesting Period					1 year	
Maximum [Member]   Restricted Stock [Member]   Employee and Non-Employee Directors [Member]   Stock Compensation Plan 2007 [Member]						
Share-based Compensation Arrangement by Share-based Payment Award, Award Vesting Period					10 years	
Selling, General and Administrative Expenses [Member]						
Allocated Share-based Compensation Expense, Total	\$ 477,193		535,719		\$ 1,362,213	\$ 1,610,229
Cost of Sales [Member] Allocated Share-based Compensation						
Expense, Total	\$ 42,030		\$ 54,700		\$ 126,091	\$ 164,101

Note 4 - Stock-based Compensation	9 Months Ended
- Valuation Assumption (Details)	Jun. 30, 2018
Dividend yield	0.00%
Average expected volatility	45.63%
Average risk-free interest rate	2.61%
Expected life (Year)	4 years
Vesting period (Year)	3 years

Note 4 - Stock-based Compensation	9 Months Ended			
- Stock Option Activity (Details) - \$ / shares	Jun. 30, 2018	Jun. 30, 2017		
Options, outstanding (in shares)	38,950			
Weighted-average exercise price, outstanding (in dollars per share)	\$ 2.79			
Share-based Compensation Arrangement by Share-based Payment Award,	72,000	0		

Options, Grants in Period, Gross		
Share-based Compensation Arrangements by Share-based Payment Award, Options, Grants in Period, Weighted Average Exercise Price	\$ 13.35	
Exercised (in shares)	(7,350)	(15,850)
Exercised (in dollars per share)	\$ 3.67	
Cancelled or Forfeited (in shares)		
Cancelled or Forfeited (in dollars per share)		
Options, outstanding (in shares)	103,600	
Weighted-average exercise price, outstanding (in dollars per share)	\$ 10.06	

Note 4 - Stock-based Compensation - Restricted Stock Transactions (Details) - Restricted Stock [Member]	9 Months Ended Jun. 30, 2018 \$ / shares shares
Balance, unvested shares (in shares)   shares	370,530
Balance, weighted-average grant date fair value (in dollars per share)   \$ / shares	\$ 15.24
Granted (in shares)   shares	7,235
Granted (in dollars per share)   \$ / shares	\$ 14.17
Vested (in shares)   shares	(85,933)
Vested (in dollars per share)   \$ / shares	\$ 17.39
Forfeited (in shares)   shares	(12,284)
Forfeited (in dollars per share)   \$ / shares	\$ 15.54
Balance, unvested shares (in shares)   shares	279,548
Balance, weighted-average grant date fair value (in dollars per share)   \$ / shares	\$ 14.54

Note 5 - Accounts Receivable and Net Sales (Details Textual) - USD (\$)	Jun. 30, 2018	Sep. 30, 2017
Allowance for Doubtful Accounts Receivable, Current, Ending Balance	\$ 79,085	\$ 79,085

Note 6 - Inventories - Components of Inventory (Details) - USD (\$)	Jun. 30, 2018	Sep. 30, 2017
Raw materials	\$ 5,136,429	\$ 5,991,863
Work-in-progress	773,652	724,248
Finished goods	3,777,971	1,737,456
Inventories, net	\$ 9,688,052	\$ 8,453,567

Note 7 - Major Customer	9 Months Ended	12 Months Ended
Concentration (Details Textual) - Accounts Receivable [Member] - Customer Concentration Risk [Member]	Jun. 30, 2018	Sep. 30, 2017
Customer C [Member]		
Concentration Risk, Percentage	15.00%	
Customer B [Member]		
Concentration Risk, Percentage	14.00%	19.00%
Customer A [Member]		
Concentration Risk, Percentage	12.00%	

Note 7 - Major Customer	3 Months Ended			9 Months Ended			
Concentration - Customers Comprising 10% or More of Net Sales (Details) - Customer Concentration Risk [Member] - Sales Revenue, Net [Member]	Jun. 30, 2018	Jun. 30, 201	17	Jun. 30, 20	18	Jun. 30, 20	17
Customer A [Member]							
Customer	20.00%	15.00%		22.00%		20.00%	
Customer B [Member]							
Customer	13.00%	15.00%		14.00%		15.00%	
Customer C [Member]							
Customer	10.00%		[1]		[1]		[1]
[1] Less than 10%							

Note 8 - Goodwill and Patents (Details Textual) \$ in Thousands	3 Months Ended Sep. 30, 2017 USD (\$)	9 Months Ended Jun. 30, 2018 USD (\$)
Goodwill, Impairment Loss	\$0	\$ 0
Number of Patents Granted		13
Patents [Member]		
Finite-Lived Intangible Asset, Useful Life		20 years

Note 9 - Impairment of Long-lived Assets (Details Textual) - USD (\$)	3 Month	s Ended	9 Months Ended		
	Jun. 30, 2018	Jun. 30, 2017	Jun. 30, 2018	Jun. 30, 2017	
Impairment of Long-Lived Assets Held- for-use	\$ 0	\$ 643,604	\$ 0	\$ 643,604	

Note 10 - Income Taxes (Details 3 Months Ended 9 Months Ended

Textual) - USD (\$)	Jun. 30, 2018	Jun. 30, 2017	Jun. 30, 2018	Jun. 30, 2017	Sep. 30, 2017
Income Tax Expense (Benefit), Total	\$ 766,000	\$ 593,000	\$ 462,000	\$ 1,393,000	
Effective Income Tax Rate Reconciliation, Percent, Total	30.40%	42.50%	16.20%	35.00%	
Income Tax Expense (Benefit), Continuing Operations, Adjustment of Deferred Tax (Asset) Liability			\$ (384,000)		
Unrecognized Tax Benefits, Ending Balance	\$ 0		0		
State and Local Jurisdiction [Member]					
Operating Loss Carryforwards, Valuation Allowance, Total	\$ 191,000		191,000		\$ 159,000
State and Local Jurisdiction [Member]   Deferred Tax Assets Related to Operating Loss Carryforwards [Member]					
Valuation Allowance, Deferred Tax Asset, Increase (Decrease), Amount			\$ 32,000		

Note 11 - Acquisition (Details Textual) - USD (\$)		9 Months Ended		
	Feb. 20, 2018	Jun. 30, 2018	Jun. 30, 2017	
Payments to Acquire Businesses, Gross		\$ 10,350,000		
Calix, Inc. [Member]				
Business Combination, Consideration Transferred, Total	\$ 10,350,000			
Payments to Acquire Businesses, Gross	10,350,000			
Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Liabilities, Total	0			
Purchase Obligation, Total	3,500,000			
Goodwill, Acquired During Period	2,138,000			
Business Acquisition, Transaction Costs	\$ 106,000			
Acquired Finite-lived Intangible Assets, Weighted Average Useful Life	12 years 182 days			

Note 11 - Acquisition - Summary of Estimated Fair Values of Acquired Assets (Details) - USD (\$)	Jun. 30, 2018	Feb. 20, 2018	Sep. 30, 2017
Goodwill	\$ 4,708,511		\$ 2,570,511
Calix, Inc. [Member]			
Inventories		\$ 2,781,000	
Property, plant and equipment		58,000	
Goodwill		2,138,000	
Total Assets		10,350,000	
Calix, Inc. [Member]   Trademarks [Member]			
Finite-lived intangible assets		563,000	
Calix, Inc. [Member]   Customer Relationships [Member]			
Finite-lived intangible assets		3,742,000	
Calix, Inc. [Member]   Certification Marks [Member]			
Finite-lived intangible assets		\$ 1,068,000	

Note 11 - Acquisition - Pro Forma Information (Details) - Calix, Inc. [Member] - USD (\$)	3 Months Ended	9 Months Ended		
	Jun. 30, 2017	Jun. 30, 2018	Jun. 30, 2017	
Net sales	\$ 23,517,078	\$ 58,485,804	\$ 68,237,433	
Income from operations	1,946,661	3,007,279	6,130,794	
Net income	\$ 1,162,370	\$ 2,913,224	\$ 4,135,565	
Basic (in dollars per share)	\$ 0.09	\$ 0.22	\$ 0.30	
Diluted (in dollars per share)	\$ 0.09	\$ 0.22		