
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Form 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report: August 10, 2009
(Date of earliest event reported)

CLEARFIELD, INC.
(Exact Name of Registrant as Specified in Charter)

Minnesota
(State or Other Jurisdiction of Incorporation)

0-16106
(Commission File No.)

41-1347235
(IRS Employer Identification No.)

5480 Nathan Lane North, Suite 120, Plymouth, MN 55442
(Address of Principal Executive Offices)(Zip Code)

(763) 476-6866
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Items under Sections 1 and 3 through 8 are not applicable and therefore omitted.

Item 2.02 Results of Operations and Financial Condition.

On August 10, 2009, Clearfield, Inc. issued a press release announcing the results of the third quarter of its fiscal year 2009 ended June 30, 2009, which is furnished as Exhibit 99.1 to this Form 8-K.

Item 9.01 Financial Statements and Exhibits.

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|-------------------------------------|
| 99.1 | Press release dated August 10, 2009 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CLEARFIELD, INC.

By /s/ Cheryl Beranek
Cheryl Beranek, Chief Executive Officer

Dated: August 10, 2009



Exhibit 99.1

News Release

Clearfield, Inc. Accelerates Momentum in Third Quarter of FY 09 **Revenue Gains and Gross Profit Improvement** **Result in Increase in Operating Income Over Prior Year Period**

- Net Sales: \$7.2M in third quarter of FY 2009 Up 16% from previous year period
- Gross Profit: \$2.7M in third quarter of FY 2009 Up 27% from previous year period
- Gross Margin: 37.4% in third quarter of FY 2009 Up from 34.2% in previous year period
- Income from Operations: \$542K in third quarter of FY 2009 Up 158% from previous year period
- Net income per share: \$0.05 for third quarter of FY 2009 Up from \$.02 in previous year period

MINNEAPOLIS, MN—August 10, 2009 – Clearfield, Inc. (NASDAQ: CLFD) today announced results for the third fiscal quarter of 2009 which ended June 30, 2009. Revenue for the current quarter was \$7,160,000 in comparison to \$6,165,000 for the third quarter of 2008, an increase of 16 percent. Gross profit for the third quarter of 2009 was \$2,684,000 in comparison to \$2,108,000 for the prior year period, an increase of 27 percent. The Company reported net income of \$587,000 or \$.05 per share for the third quarter of 2009 compared to \$249,000 or \$.02 per share for the prior year period.

For the three quarters of fiscal 2009 ending June 30, 2009, net sales increased 12% to \$18,326,000. Operating income improved to \$880,000, an increase of 212% over the previous year. Net income improved to \$936,000 or \$.08 per share, an increase of 23% from the previous year.

Third Quarter Fiscal 2009 Results

Net sales totaled \$7,160,000 for the third quarter of fiscal 2009, compared to \$6,165,000 for the third quarter of fiscal 2008 and \$5,233,000 for the second quarter of fiscal 2009. The significant increase was the result of strong acceptance of the FieldSmart™ product line throughout independent telephone market. Revenue was heavily influenced by sales to a single distributor in the eastern region of the U.S.

Third quarter margins improved more than three percentage points to 37.4%, up from 34.2% in the same quarter of last year and up from 34.7% in the previous quarter of this fiscal year. This improvement was the result of increasing volume as well as product mix weighted toward the FieldSmart architecture. Manufacturing efficiencies and sourcing strategies continue to bear fruit as evidenced by the lower cost of goods.

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Operating expenses were \$2,142,000, compared to \$1,898,000 in the same quarter 2008, an increase of 13% and up from \$1,690,000 in the previous quarter of this fiscal year. Increased expenses include an investment in engineering personnel and development resources aimed at continued and rapid product introductions throughout the rest of this fiscal year and into 2010. Additional expenses were also recorded in Selling, General & Administrative due to increased performance-based compensation programs consistent with the company compensation policy.

Operating income improved to \$542,000, an increase of 158% over the previous year.

Net income improved to \$587,000, an increase of 136% from the previous year. The company recognized a one-time gain of \$43,000 due to a default on the lease by the party currently renting the company's excess manufacturing plant in Aberdeen, S.D. In prior quarters, the Company had generated rental income from this facility.

Impact of Net Operating Loss Carry Forwards

The Company through outside experts completed a study relating to its net operating loss carryforwards and determined that there is no limitation on their use.

Moving forward, the Company's results of operations may be impacted by the effect of certain accounting matters, including the annual evaluation of goodwill for impairment and annual review of the valuation allowance recorded against its deferred tax assets consisting primarily of net operating loss carryforwards.

Comments on Operations

"Clearfield's FieldSmart™ product offering is the only fiber management platform in the industry that is built on a consistent architecture for the inside plant, outside plant and access networks," explains Cheryl Beranek, president & CEO of Clearfield. "Our strong performance this quarter is evidence that our target customer groups are recognizing the cost savings potential of our architecture."

"Economic factors continue to hamper our growth, as many projects are slow or are remaining in a pilot stage," continued Beranek. "The summer build season is a positive influence, but questions surrounding the American Recovery and Reinvestment Act continue to have a delay-effect on our market. We remain optimistic, but also realistic as program funding will not be readily available to our clients until late this year or early in 2010."

"We remain committed to profitable growth within our industry as this quarter's 4% increase in shareholder equity demonstrates," concluded Beranek.

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 FINANCIAL RESULTS (unaudited)

| | Three Months Ended June 30, | | Nine Months Ended June 30, | |
|---|--------------------------------|--------------|-------------------------------|---------------|
| | 2009 | 2008 | 2009 | 2008 |
| Revenues | \$ 7,160,039 | \$ 6,165,379 | \$ 18,325,930 | \$ 16,305,312 |
| Cost of sales | 4,475,573 | 4,057,560 | 11,809,104 | 10,982,458 |
| Gross profit | 2,684,466 | 2,107,819 | 6,516,826 | 5,322,854 |
| Operating expenses | | | | |
| Selling, general and administrative | 2,142,074 | 1,897,625 | 5,637,002 | 5,041,336 |
| Income from operations | 542,392 | 210,194 | 879,824 | 281,518 |
| Other income (expense) | | | | |
| Interest income | 34,764 | 49,920 | 83,758 | 217,011 |
| Interest expense | (1,260) | (2,530) | (4,751) | (8,502) |
| Other income | 48,243 | 13,681 | 75,818 | 43,082 |
| | 81,747 | 61,071 | 154,825 | 251,591 |
| Income before income taxes | 624,139 | 271,265 | 1,034,649 | 533,109 |
| Income tax expense | 37,119 | 22,371 | 99,093 | 70,948 |
| Net income from continuing operations | 587,020 | 248,894 | 935,556 | 462,161 |
| Net income from discontinued operations | - | - | - | 342,390 |
| Net loss on disposal of assets of discontinued operations | - | - | - | (44,951) |
| Total income from discontinued operations | - | - | - | 297,439 |
| Net income | \$ 587,020 | \$ 248,894 | \$ 935,556 | \$ 759,600 |
| Net income per share: | | | | |
| Continuing operations | \$.05 | \$.02 | \$.08 | \$.04 |
| Discontinued operations | \$.00 | \$.00 | \$.00 | \$.02 |
| Basic and diluted | \$.05 | \$.02 | \$.08 | \$.06 |
| Weighted average shares outstanding: | | | | |
| Basic | 11,938,131 | 11,872,331 | 11,938,131 | 11,872,331 |
| Diluted | 11,945,419 | 11,872,331 | 12,945,419 | 11,872,331 |

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| | June 30, 2009 | September 30, 2008 |
|---|----------------------|----------------------|
| Assets | | |
| Current Assets | | |
| Cash and cash equivalents | \$ 3,769,843 | \$ 4,333,709 |
| Short-term investments | 2,457,663 | - |
| Accounts receivable, net | 3,075,809 | 2,533,447 |
| Inventories | 1,547,788 | 2,088,769 |
| Other current assets | 160,063 | 115,344 |
| Total current assets | <u>11,011,166</u> | <u>9,071,269</u> |
| Property, plant and equipment, net | 1,352,372 | 1,604,202 |
| Other Assets | | |
| Long-term investments | 2,566,000 | 3,143,941 |
| Goodwill | 2,570,511 | 2,570,511 |
| Other | 176,368 | 176,368 |
| Notes receivable | 402,562 | 432,846 |
| Total other assets | <u>5,715,441</u> | <u>6,323,666</u> |
| Total Assets | <u>\$ 18,078,979</u> | <u>\$ 16,999,137</u> |
| Liabilities and Shareholders' Equity | | |
| Current Liabilities | | |
| Current maturities of long-term debt | \$ 49,106 | \$ 62,126 |
| Accounts payable | 1,712,155 | 1,849,633 |
| Accrued compensation | 1,042,590 | 903,276 |
| Accrued expenses | 73,037 | 301,859 |
| Total current liabilities | <u>2,876,888</u> | <u>3,116,894</u> |
| Long-term debt, net of current maturities | - | 33,081 |
| Deferred rent | 89,817 | 89,641 |
| Deferred income taxes | 233,897 | 166,904 |
| Total Liabilities | <u>3,200,602</u> | <u>3,406,520</u> |
| Shareholders' Equity | | |
| Undesignated shares, 4,999,500 authorized shares; no shares issued and outstanding | - | - |
| Preferred stock, \$.01 par value; 500 shares; no shares outstanding | - | - |
| Common stock, authorized 50,000,000, \$.01 par value; 11,938,131 shares issued and outstanding at June 30, 2009 and September 30, 2008 | 119,381 | 119,381 |
| Additional paid-in capital | 52,252,423 | 52,166,219 |
| Accumulated deficit | (37,493,427) | (38,428,983) |
| Accumulated other comprehensive loss | - | (264,000) |
| Total shareholders' equity | <u>14,878,377</u> | <u>13,592,617</u> |
| Total Liabilities and Shareholders' Equity | <u>\$ 18,078,979</u> | <u>\$ 16,999,137</u> |

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About Clearfield

Clearfield, Inc. (Nasdaq: CLFD) designs and manufactures the WaveSmart platform of powered optical signal products, including the WaveSmart PowerNode 1550 EDFA, and the FieldSmart Fiber Management Platform, which includes its latest generation FieldSmart Fiber Distribution System (FDS), FieldSmart Fiber Scalability Center (FSC) and FieldSmart Fiber Delivery Point (FDP) series. The FDS, FSC and FDP product lines support a wide range of panel configurations, densities, connectors and adapter options, and are offered alongside an assortment of passive optical components. Clearfield provides a complete line of fiber and copper assemblies for inside plant, outside plant and access networks.

Statements regarding Clearfield's anticipated performance are forward-looking and therefore involve risks and uncertainties, including but not limited to: the effect of the significant downturn in the U.S. economy on Clearfield's customers; the impact of the American Recovery and Reinvestment Act or any other legislation on customer demand and purchasing patterns; cyclical selling cycles; need to introduce new products and effectively compete against competitive products; dependence on third-party manufacturers; limited experience in manufacturing, reliance on key customers; rapid changes in technology; the negative effect of product defects; the need to protect its intellectual property; the impact on its financial results or stock price of its ability to use its deferred tax asset, consisting primarily of net operating loss carryforwards, to offset future taxable income; the valuation of its goodwill and the effect of its stock price, among other factors, on the evaluation of goodwill; and other factors set forth in Clearfield's filings with the Securities and Exchange Commission.

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