LANNETT CO INC
Form 10-Q
May 15, 2008

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 AND EXCHANGE ACT OF 1934**

FOR THE QUARTERLY PERIOD ENDED MARCH 31, 2008

o **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES AND EXCHANGE ACT OF 1934**

FOR THE TRANSITION PERIOD FROM TO .

Commission File No. 001-31298

LANNETT COMPANY, INC.

(Exact Name of Registrant as Specified in its Charter)

State of Delaware	**23-0787699**
(State of Incorporation)	(I.R.S. Employer I.D. No.)

9000 State Road
Philadelphia, PA 19136
(215) 333-9000
(Address of principal executive offices and telephone number)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 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 is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer o	Accelerated filer o
Non-accelerated filer o (Do not check if a smaller reporting company)	Smaller reporting company x

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12B-12 of the Exchange Act).

Yes o **No x**

As of May 13, 2008, there were 24,283,963 shares of the issuer s common stock, $.001 par value, outstanding.

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PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

LANNETT COMPANY, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

	March 31, 2008 (unaudited)	June 30, 2007
ASSETS		
Current Assets		
Cash	$ 6,599,019	$ 5,192,341
Trade accounts receivable (net of allowance of $438,000 and $250,000, respectively)	18,946,727	19,473,978
Inventories	12,018,415	14,518,484
Interest receivable	69,483	36,260
Prepaid taxes	3,193,685	3,193,685
Deferred tax assets - current portion	1,590,175	1,258,930
Other current assets	536,368	611,512
Total Current Assets	42,953,872	44,285,190
Property, plant, and equipment	39,310,358	39,260,689
Less accumulated depreciation	(14,224,639)	(11,817,528)
	25,085,719	27,443,161
Construction in progress	923,545	176,003
Investment securities - available for sale	2,502,755	3,320,632
Intangible asset (product rights) - net of accumulated amortization	10,808,001	12,046,502
Deferred tax assets	18,877,745	17,150,174
Other assets	204,382	234,438
TOTAL ASSETS	$ 101,356,019	$ 104,656,100
LIABILITIES AND SHAREHOLDERS EQUITY		
LIABILITIES		
Current Liabilities		
Accounts payable	$ 8,787,457	$ 7,013,985
Accrued expenses	2,965,743	6,719,782
Deferred revenue	1,177,189	1,637,993
Unearned grant funds	500,000	500,000
Current portion of long term debt	703,570	692,119
Rebates and chargebacks payable	6,148,307	5,686,364
Total Current Liabilities	20,282,266	22,250,243
Long term debt, less current portion	8,533,181	8,987,846
Deferred tax liabilities	3,226,090	3,202,835
Other long term liabilities	30,080	32,001
TOTAL LIABILITIES	32,071,617	34,472,925
SHAREHOLDERS EQUITY		
Common stock - authorized 50,000,000 shares, par value $0.001; issued and outstanding - 24,270,577 and 24,171,217 shares, respectively	24,271	24,171
Additional paid-in capital	74,208,805	73,053,778
Accumulated deficit	(4,513,174)	(2,472,621)
Accumulated other comprehensive income (loss)	33,446	(27,583)
	69,753,348	70,577,745
Less: Treasury stock at cost - 74,970 shares and 50,900 shares, respectively	(468,946)	(394,570)
TOTAL SHAREHOLDERS EQUITY	69,284,402	70,183,175
TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	$ 101,356,019	$ 104,656,100

The accompanying notes to consolidated financial statements are an integral part of these statements.

LANNETT COMPANY, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS

(UNAUDITED)

	Three months ended March 31,		Nine months ended March 31,	
	2008	**2007**	**2008**	**2007**
Net sales	$ 16,579,512	$ 20,302,576	$ 51,654,484	$ 65,186,747
Cost of sales	12,276,526	14,127,421	36,688,446	44,770,101
Amortization of intangible assets	446,166	446,166	1,338,498	1,338,498
Product Royalties	(40,674)	516,576	196,672	1,746,200
Gross profit	3,897,494	5,212,413	13,430,868	17,331,948
Research and development expenses	1,516,904	2,269,677	3,715,334	5,586,213
Selling, general, and administrative expenses	4,222,103	2,615,910	12,457,030	7,739,524
Loss on impairment		7,775,890		7,775,890
Operating loss	(1,841,513)	(7,449,064)	(2,741,496)	(3,769,679)
OTHER INCOME(EXPENSE):				
Interest income	45,239	99,000	170,967	309,805
Interest expense	(75,025)	(76,102)	(291,146)	(208,497)
	(29,786)	22,898	(120,179)	101,308
Loss before income tax (benefit) expense	(1,871,299)	(7,426,166)	(2,861,675)	(3,668,371)
Income tax (benefit) expense	(615,454)	(818,807)	(821,122)	685,791
Net loss	$ (1,255,845)	$ (6,607,359)	$ (2,040,553)	$ (4,354,162)
Basic loss per common share	$ (0.05)	$ (0.27)	$ (0.08)	$ (0.18)
Diluted loss per common share	$ (0.05)	$ (0.27)	$ (0.08)	$ (0.18)
Basic weighted average number of shares	24,268,449	24,164,385	24,208,830	24,155,556
Diluted weighted average number of shares	24,268,449	24,164,385	24,208,830	24,155,556

The accompanying notes to consolidated financial statements are an integral part of these statements.

LANNETT COMPANY, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS EQUITY

(UNAUDITED)

	Common Stock			Additional						Accum. Other		
	Shares Issued		Amount		Paid-in Capital		Accumulated Deficit		Treasury Stock		Comp. (Loss) Income		Shareholders Equity
Balance, June 30, 2007	24,171,217	$	24,171	$	73,053,778	$	(2,472,621)	$	(394,570)	$	(27,583)	$	70,183,175
Shares issued in connection with employee stock purchase plan	24,896		25		106,479								106,504
Share based compensation													
Restricted stock					91,905								91,905
Stock options					656,628								656,628
Shares issued in connection with restricted stock grant	74,464		75		300,015								300,090
Purchase of treasury stock									(74,376)				(74,376)
Other comprehensive income, net of income tax											61,029		61,029
Net loss							(2,040,553)						(2,040,553)
Balance, March 31, 2008	24,270,577	$	24,271	$	74,208,805	$	(4,513,174)	$	(468,946)	$	33,446	$	69,284,402

The accompanying notes to consolidated financial statements are an integral part of these statements.

LANNETT COMPANY, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

(UNAUDITED)

	For the nine months ended March 31, 2008	2007
OPERATING ACTIVITIES:		
Net loss	$ (2,040,553)	$ (4,354,162)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization	3,745,611	3,293,232
Deferred tax expense	(821,183)	704,125
Stock compensation expense	768,922	856,868
Gain from sale of asset		(8,208)
Restricted stock grant	300,090	
Loss on impairment		7,775,890
Other noncash expenses	11,418	
Changes in assets and liabilities which provided (used) cash:		
Trade accounts receivable	989,194	(5,188,226)
Inventories	2,500,069	(935,028)
Prepaid taxes		366,488
Prepaid expenses and other assets	(41,362)	(134,053)
Accounts payable	1,773,472	8,639,319
Accrued expenses	(3,754,038)	519,154
Deferred revenue	(460,804)	
Net cash provided by operating activities	2,970,836	11,535,399
INVESTING ACTIVITIES:		
Purchases of property, plant and equipment (including construction in progress)	(2,052,276)	(1,949,407)
Proceeds from sale of asset		10,000
Proceeds from sale of investment securities - available for sale	1,520,198	1,876,617
Purchase of investment securities - available for sale	(600,605)	
Issuance of note receivable		(7,327,238)
Net cash used in investing activities	(1,132,683)	(7,390,028)
FINANCING ACTIVITIES:		
Repayments of debt	(443,214)	(406,260)
Proceeds from issuance of stock	86,115	109,379
Treasury stock transactions	(74,376)	
Net cash used in financing activities	(431,475)	(296,881)
NET INCREASE IN CASH	1,406,678	3,848,490
CASH, BEGINNING OF PERIOD	5,192,341	468,359
CASH, END OF PERIOD	$ 6,599,019	$ 4,316,849
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION -		
Interest paid	$ 97,114	$ 121,833
Income taxes paid	$	$ 650,000

The accompanying notes to consolidated financial statements are an integral part of these statements.

LANNETT COMPANY, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - UNAUDITED

Note 1. Interim Financial Information

The accompanying unaudited financial statements have been prepared in accordance with U.S. generally accepted accounting principles for presentation of interim financial statements and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, the unaudited financial statements do not include all the information and footnotes necessary for a comprehensive presentation of the financial position, results of operations, and cash flows for the periods presented. In the opinion of management, the unaudited financial statements include all the normal recurring adjustments that are necessary for a fair presentation of the financial position, results of operations, and cash flows for the periods presented. Operating results for the three month and nine month periods ended March 31, 2008 are not necessarily indicative of the results that may be expected for the fiscal year ending June 30, 2008. You should read these unaudited financial statements in combination with the other Notes in this section; Management s Discussion and Analysis of Financial Condition and Results of Operations appearing in Item 2; and the Financial Statements, including the Notes to the Financial Statements, included in our Annual Report on Form 10-K for the fiscal year ended June 30, 2007.

Note 2. Summary of Significant Accounting Policies

Lannett Company, Inc., a Delaware corporation, and subsidiaries (the Company or Lannett), develop, manufacture, package, market, and distribute active pharmaceutical ingredients as well as pharmaceutical products sold under generic chemical names. The Company primarily manufactures solid oral dosage forms, including tablets and capsules, and is pursuing partnerships and research contracts for the development and production of other dosage forms, including liquids and injectable products.

Use of Estimates The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Principles of Consolidation - The consolidated financial statements include the accounts of the operating parent company, Lannett Company, Inc., and its wholly owned subsidiaries, Lannett Holdings, Inc. and Cody Laboratories, Inc. (Cody). Cody includes the consolidation of Cody LCI Realty, LLC, a variable interest entity, as a result of the acquisition of Cody, April 10, 2007. See Note 17 about the consolidation of this variable interest entity. All intercompany accounts and transactions have been eliminated.

Reclassifications - Certain reclassifications have been made to prior year amounts to conform to the current year presentation.

Revenue Recognition - The Company recognizes revenue when its products are shipped to the customer. At this point, title and risk of loss have transferred to the customer and provisions for estimates, including rebates, promotional adjustments, price adjustments, returns, chargebacks, and other potential adjustments are reasonably determinable. Accruals for these provisions are presented in the consolidated financial statements as rebates and chargebacks payable and reductions to net sales. The change in the reserves for various sales adjustments may not be proportionally equal to the change in sales because of changes in both the product and the customer mix. Increased sales to wholesalers will generally require additional accruals as they are the primary recipient of

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chargebacks and rebates. Incentives offered to secure sales vary from product to product. Provisions for rebates and promotional credits are estimated based upon contractual terms. Provisions for other customer credits, such as price adjustments, returns, and chargebacks, require management to make subjective judgments on customer mix. Unlike branded innovator drug companies, Lannett does not use information about product levels in distribution channels from third-party sources, such as IMS and Wolters Kluwer, in estimating future returns and other credits. Lannett calculates a chargeback/rebate rate based on contractual terms with its customers and applies this rate to customer sales. The only variable is customer mix, and this assumption is based on historical data and sales expectations. The chargeback/rebate reserve is reviewed on a monthly basis by management using several ratios and calculated metrics. While the Company may continue to improve its processes related to estimating and verifying its liabilities related to these provisions, Lannett s methodology for estimating reserves has been consistent with previous periods.

Chargebacks The provision for chargebacks is the most significant and complex estimate used in the recognition of revenue. The Company sells its products directly to wholesale distributors, generic distributors, retail pharmacy chains, and mail-order pharmacies. The Company also sells its products indirectly to independent pharmacies, managed care organizations, hospitals, nursing homes, and group purchasing organizations, collectively referred to as indirect customers. Lannett enters into agreements with its indirect customers to establish pricing for certain products. The indirect customers then independently select a wholesaler from which to actually purchase the products at these agreed-upon prices. Lannett will provide credit to the wholesaler for the difference between the agreed-upon price with the indirect customer and the wholesaler s invoice price if the price sold to the indirect customer is lower than the direct price to the wholesaler. This credit is called a chargeback. The provision for chargebacks is based on expected sell-through levels by the Company s wholesale customers to the indirect customers and estimated wholesaler inventory levels. As sales to the large wholesale customers, such as Cardinal Health, AmerisourceBergen, and McKesson, increase, the reserve for chargebacks will also generally increase. However, the size of the increase depends on the product mix. The Company continually monitors the reserve for chargebacks and makes adjustments when management believes that expected chargebacks on actual sales may differ from actual chargeback reserves.

Rebates Rebates are offered to the Company s key chain drug store, distributor and wholesaler customers to promote customer loyalty and increase product sales. These rebate programs provide customers with rebate credits upon attainment of pre-established volumes or attainment of net sales milestones for a specified period. Other promotional programs are incentive programs offered to the customers. At the time of shipment, the Company estimates reserves for rebates and other promotional credit programs based on the specific terms in each agreement. The reserve for rebates increases as sales to certain wholesale and retail customers increase. However, since these rebate programs are not identical for all customers, the size of the reserve will depend on the mix of customers that are eligible to receive rebates.

Returns Consistent with industry practice, the Company has a product returns policy that allows customers to return product within a specified period prior to and subsequent to the product s lot expiration date in exchange for a credit to be applied to future purchases. The Company s policy requires that the customer obtain pre-approval from the Company for any qualifying return. The Company estimates its provision for returns based on historical experience, changes to business practices, and credit terms. While such experience has allowed for reasonable estimations in the past, history may not always be an accurate indicator of future returns. The Company continually monitors the provisions for returns and makes adjustments when management believes that actual product returns may differ from established reserves. Generally, the reserve for returns increases as net sales increase. The reserve for returns is included in the rebates and chargebacks payable account on the balance sheet.

Other Adjustments Other adjustments consist primarily of price adjustments, also known as shelf stock adjustments, which are credits issued to reflect decreases in the selling prices of the Company s products that customers have remaining in their inventories at the time of the price reduction. Decreases in selling prices are discretionary decisions made by management to reflect competitive market conditions. Amounts recorded for

estimated shelf stock adjustments are based upon specified terms with direct customers, estimated declines in market prices, and estimates of inventory held by customers. The Company regularly monitors these and other factors and evaluates the reserve as additional information becomes available. Other adjustments are included in the rebates and chargebacks payable account on the balance sheet.

The following tables identify the reserves for each major category of revenue allowance and a summary of the activity for the nine months ended March 31, 2008 and 2007:

For the nine months ended March 31, 2008

Reserve Category	Chargebacks	Rebates	Returns	Other	Total
Reserve Balance as of June 30, 2007	$ 4,649,478	$ 871,339	$ 113,313	$ 52,234	$ 5,686,364
Actual credits issued related to sales recorded in prior fiscal years	(4,429,923)	(1,741,804)	(146,917)		(6,318,644)
Reserves or (reversals) charged during Fiscal 2008 related to sales in prior fiscal years		870,465	50,000	(50,000)	870,465
Reserves charged to net sales during Fiscal 2008 related to sales recorded in Fiscal 2008	17,985,506	6,240,517	2,200,267	473,423	26,899,713
Actual credits issued related to sales recorded in Fiscal 2008	(14,721,493)	(4,988,844)	(805,702)	(473,552)	(20,989,591)
Reserve Balance as of March 31, 2008	$ 3,483,568	$ 1,251,673	$ 1,410,961	$ 2,105	$ 6,148,307

For the nine months ended March 31, 2007

Reserve Category	Chargebacks	Rebates	Returns	Other	Total
Reserve balance as of June 30, 2006	$ 10,137,400	$ 2,183,100	$ 416,000	$ 275,600	$ 13,012,100
Actual credits issued related to sales recorded in prior fiscal years	(10,170,000)	(1,800,000)	(890,000)	(250,000)	(13,110,000)
Reserves or (reversals) charged during Fiscal 2007 related to sales in prior fiscal years		(300,000)	460,000		160,000
Reserves charged to net sales during Fiscal 2007 related to sales recorded in Fiscal 2007	24,340,700	8,832,300	986,400	1,033,100	35,192,500
Actual credits issued related to sales recorded in Fiscal 2007	(17,065,500)	(5,122,200)	(954,700)	(265,000)	(23,407,400)
Reserve Balance as of March 31, 2007	$ 7,242,600	$ 3,793,200	$ 17,700	$ 793,700	$ 11,847,200

The Company ships its products to the warehouses of its wholesale and retail chain customers. When the Company and a customer come to an agreement for the supply of a product, the customer will generally continue to purchase the product, stock its warehouse(s), and resell the product to its own customers. The Company s customer will reorder the product as its warehouse is depleted. The Company generally has no minimum size orders for its customers. Additionally, most warehousing customers prefer not to stock excess inventory levels due to the additional carrying costs and inefficiencies created by holding excess inventory. As such, the Company s customers continually reorder the Company s products. It is common for the Company s customers to order the same products on a monthly basis. For generic pharmaceutical manufacturers, it is critical to ensure that customers warehouses are adequately stocked with its products. This is important due to the fact that several generic competitors compete for the consumer demand for a given product. Availability of inventory ensures that a manufacturer s product is considered. Otherwise, retail prescriptions would be filled with

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competitors   products. For this reason, the Company periodically offers incentives to its customers to purchase its products. These incentives are generally up-front discounts off its standard prices at the beginning of a generic campaign launch for a newly-approved or newly-introduced product, or when a customer purchases a Lannett product for the first time. Customers generally inform the Company that such purchases represent an estimate of expected resale for a period of time. This period of time is generally up to three months. The Company records this revenue, net of any discounts offered and accepted by its customers at the time of shipment. The Company s products generally have either 24 months or 36 months of shelf-life at the time of manufacture. The Company monitors its customers   purchasing trends to attempt to identify any significant lapses in purchasing activity. If the Company observes a lack of recent activity, inquiries will be made to such customer regarding the success of the customer s resale efforts. The Company attempts to minimize any potential return (or shelf life issues) by maintaining an active dialogue with the customers.

The products that the Company sells are generic versions of brand named drugs. The consumer markets for such drugs are well-established markets with many years of historically-confirmed consumer demand. Such consumer demand may be affected by several factors, including alternative treatments and costs, etc. However, the effects of changes in such consumer demand for the Company s products, like generic products manufactured by other generic companies, are gradual in nature. Any overall decrease in consumer demand for generic products generally occurs over an extended period of time. This is because there are thousands of doctors, prescribers, third-party payers, institutional formularies and other buyers of drugs that must change prescribing habits and medicinal practices before such a decrease would affect a generic drug market. If the historical data the Company uses and the assumptions management makes to calculate its estimates of future returns, chargebacks, and other credits do not accurately approximate future activity, its net sales, gross profit, net income and earnings per share could change. However, management believes that these estimates are reasonable based upon historical experience and current conditions.

Accounts Receivable - The Company performs ongoing credit evaluations of its customers and adjusts credit limits based upon payment history and the customer s current credit worthiness, as determined by a review of current credit information. The Company continuously monitors collections and payments from its customers and maintains a provision for estimated credit losses based upon historical experience and any specific customer collection issues that have been identified. While such credit losses have historically been within both the Company s expectations and the provisions established, the Company cannot guarantee that it will continue to experience the same credit loss rates that it has in the past.

Credit terms are offered to customers based on evaluations of the customers   financial condition. Generally, collateral is not required from customers. Accounts receivable payment terms vary and are stated in the financial statements at amounts due from customers net of an allowance for doubtful accounts. Accounts remaining outstanding longer than the payment terms are considered past due. The Company determines its allowance by considering a number of factors, including the length of time trade accounts receivable are past due, the Company s previous loss history, the customer s current ability to pay its obligation to the Company, and the condition of the general economy and the industry as a whole. The Company writes-off accounts receivable when they become uncollectible, and payments subsequently received on such receivables are credited to the allowance for doubtful accounts.

Fair Value of Financial Instruments - The Company s financial instruments consist primarily of cash and cash equivalents, accounts receivable, accounts payable, accrued expenses and debt obligations. The carrying values of these assets and liabilities approximate fair value based upon the short-term nature of these instruments. The Company has estimated that the fair value of long-term debt associated with the 20 year mortgage on its land and building in Cody, Wyoming approximates the discounted amount of future payments to the mortgage-holder. There is no market for this type of financial liability. The Company estimates that the fair value of the mortgage liability is less than the carrying value of the property.

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Investment Securities - The Company s investment securities consist of marketable debt securities, primarily in U.S. government and agency obligations. All of the Company s marketable debt securities are classified as available-for-sale and recorded at fair value, based on quoted market prices. Unrealized holding gains and losses are recorded, net of any tax effect, as a separate component of accumulated other comprehensive loss. No gains or losses on marketable debt securities are realized until they are sold or a decline in fair value is determined to be other-than-temporary. If a decline in fair value is determined to be other-than-temporary, an impairment charge is recorded and a new cost basis in the investment is established.

Shipping and Handling Costs The cost of shipping products to customers is recognized at the time the products are shipped, and is included in ***Cost of Sales***.

Research and Development Research and development expenses are charged to operations as incurred.

Intangible Assets On March 23, 2004, the Company entered into an agreement with Jerome Stevens Pharmaceuticals, Inc. (JSP) for the exclusive marketing and distribution rights in the United States to the current line of JSP products in exchange for four million (4,000,000) shares of the Company s common stock. As a result of the JSP agreement, the Company recorded an intangible asset of $67,040,000 for the exclusive marketing and distribution rights obtained from JSP. The intangible asset was recorded based upon the fair value of the four million (4,000,000) shares at the time of issuance to JSP.

In June 2004, JSP s Levothyroxine Sodium tablet product received from the FDA an AB rating to the brand drug Levoxyl®. In December 2004, the product received from the FDA a second AB rating to the brand drug Synthroid®. As a result of the dual AB ratings, the Company was required to pay JSP an additional $1.5 million in cash to reimburse JSP for expenses related to obtaining the AB ratings. As of June 30, 2005, the Company had recorded an addition to the intangible asset of $1.5 million.

During Fiscal 2005, events occurred (as described in subsequent paragraphs) which indicated that the carrying value of the intangible asset was not recoverable. In accordance with Statement of Financial Accounting Standards No. 144 (FAS 144), *Accounting for the Impairment or Disposal of Long-Lived Assets*, the Company engaged a third party valuation specialist to assist in the performance of an impairment test for the quarter ended March 31, 2005. The impairment test was performed by discounting forecasted future net cash flows for the JSP products covered under the agreement and then comparing the discounted present value of those cash flows to the carrying value of the asset (inclusive of the $1.5 million payable to JSP for the second AB rating). As a result of the testing, the Company had determined that the intangible asset was impaired as of March 31, 2005. In accordance with FAS 144, the Company recorded a non-cash impairment loss of approximately $46,093,000 to write the asset down to its fair value of approximately $16,062,000 as of the date of the impairment. This impairment loss was shown on the statement of operations as a component of operating loss. Management concluded that, as of March 31, 2008, the intangible asset was correctly stated at net realizable value of approximately $10,708,000 and, therefore, no adjustment was required.

Several factors contributed to the impairment of this asset. In December 2004, the Levothyroxine Sodium tablet product received the AB rating to Synthroid®. The expected sales increase as a result of the AB rating did not occur in the third quarter of 2005. The delay in receiving the AB rating to Synthroid® caused the Company to be competitively disadvantaged with its Levothyroxine Sodium tablet product and to lose market share to competitors whose products had already received AB ratings to both major brand thyroid deficiency drugs. Additionally, the generic market for thyroid deficiency drugs turned out to be smaller than it was anticipated to be as a result of a lower brand-to-generic substitution rate. Increased competition in the generic drug market, both from existing competitors and new entrants, has resulted in significant pricing pressure on other products supplied by JSP. The combination of these factors resulted in diminished forecasted future net cash flow which, when

discounted, yield a lower present value than the carrying value of the asset before impairment.

The Company will incur annual amortization expense of approximately $1,785,000 for the intangible asset over the remaining term of the contract. For each nine month period ended March 31, 2008 and 2007, the Company incurred amortization expense of approximately $1,338,000.

Future annual amortization expense of the JSP intangible asset consists of approximately the following:

Fiscal Year Ending June 30,		Annual Amortization Expense
2008	$	446,000
2009		1,785,000
2010		1,785,000
2011		1,785,000
2012		1,785,000
Thereafter		3,122,000
	$	10,708,000

In January 2005, Lannett Holdings, Inc. entered into an agreement in which the Company purchased for $100,000 and future royalty payments the proprietary rights to manufacture and distribute a product for which Pharmeral, Inc. owned the Abbreviated New Drug Application (ANDA). In Fiscal 2008, the Company obtained FDA approval to use the proprietary rights. Accordingly, the Company has capitalized this purchased product right as an indefinite lived intangible asset and the value will be subject to impairment tests in the future.

Advertising Costs - The Company charges advertising costs to operations as incurred. Advertising expense for the nine months ended March 31, 2008 and 2007 was approximately $5,000 and $49,000, respectively.

Income Taxes - The Company uses the liability method specified by Statement of Financial Accounting Standards No. 109 (FAS), *Accounting for Income Taxes.* Deferred tax assets and liabilities are determined based on the difference between the financial statement and tax bases of assets and liabilities as measured by the enacted tax rates which will be in effect when these differences reverse. Deferred tax expense/ (benefit) is the result of changes in deferred tax assets and liabilities.

Segment Information The Company reports segment information in accordance with Statement of Financial Accounting Standard No. 131 (FAS 131), *Disclosures about Segments of an Enterprise and Related Information*. The Company operates one business segment - generic pharmaceuticals, accordingly the Company has one reporting segment. In accordance with FAS 131, the Company aggregates its financial information for all products and reports as one operating segment. The following table identifies the Company s approximate net product sales by medical indication for the three and nine months ended March 31, 2008 and 2007:

	For the Three Months Ended March 31,				For the Nine Months Ended March 31,			
Medical Indication		**2008**		**2007**		**2008**		**2007**
Migraine Headache	$	2,373,000	$	2,851,000	$	7,815,000	$	8,013,000
Epilepsy		816,000		2,071,000		2,787,000		6,544,000
Heart Failure		1,004,000		1,029,000		3,164,000		3,532,000

Thyroid Deficiency	9,288,000	8,338,000	27,974,000	26,617,000
Antibiotic	2,293,000	5,310,000	7,378,000	17,512,000
Other	806,000	704,000	2,536,000	2,969,000
Total	$ 16,580,000	$ 20,303,000	$ 51,654,000	$ 65,187,000

Concentration of Market and Credit Risk - Six of the Company s products, defined as generics containing the same active ingredient or combination of ingredients, accounted for approximately 54%, 10%, 8%, 7%, 6% and 5% of net sales for the nine months ended March 31, 2008. Those same products accounted for 41%, 23%, 7%, 5%, 5% and 10%, respectively, of net sales for the nine months ended March 31, 2007. For the three months ended March 31, 2008 and 2007, the same six products accounted for 56%, 9%, 8%, 7%, 6% and 5%, and 41%, 23%, 10%, 9%, 6% and 5% of net sales, respectively.

Four of the Company s customers accounted for 32%, 9%, 5%, and 5%, respectively, of net sales for the nine months ended March 31, 2008, and 16%, 8%, 20%, and 3%, respectively, of net sales for the nine months ended March 31, 2007. The same four customers accounted for 29%, 6%, 5%, and 4%, respectively, of net sales for the three months ended March 31, 2008 of this year, and 15%, 8%, 13%, and 3%, respectively, of net sales for the three months ended March 31, 2007. At March 31, 2008, these four customers accounted for 58% of the Company s accounts receivable balances. At June 30, 2007, these four customers accounted for 53% of the Company s accounts receivable balances.

Share-based Compensation - The Company follows the guidance in Financial Accounting Standards Board (FASB) Statement of Financial Accounting Standards (SFAS) No. 123 (R), *Share-Based Payment* (SFAS 123(R)). This standard is a revision of SFAS 123, *Accounting for Stock-Based Compensation* and supersedes Accounting Principles Board Opinion (APB) No. 25, *Accounting for Stock Issued to Employees*. SFAS 123(R) addresses the accounting for share-based compensation in which we receive employee services in exchange for our equity instruments. Under the standard, we recognize compensation cost for share-based compensation issued to or purchased by employees, net of estimated forfeitures, under share-based compensation plans using a fair value method.

At March 31, 2008, the Company had three stock-based employee compensation plans (the Old Plan, the 2003 Plan, and the Long-term Incentive Plan, or LTIP). During the nine months ended March 31, 2008, the Company awarded 209,264 shares of restricted stock under the LTIP of which, 74,464 of these shares vested 100% on January 1, 2008, the remainder vest in equal portions on September 18, 2008, 2009 and 2010. Stock compensation expense of $42,889 and $91,905 was recognized during the three-months and nine months ended March 31, 2008, respectively, related to these shares of restricted stock.

The Company is required to record compensation expense for all awards granted after the date of adoption of SFAS 123(R) and for the unvested portion of previously granted awards that remain outstanding as of the beginning of the period of adoption. The Company measures share-based compensation cost for options using the Black-Scholes option pricing model. The following table presents the weighted average assumptions used to estimate fair values of the stock options granted and the estimated forfeiture rates during the nine months ended March 31:

	Incentive Stock Options FY 2008	Non-qualified Stock Options FY 2008	Incentive Stock Options FY 2007	Non-qualified Stock Options FY 2007
Risk-free interest rate	4.2%	4.2%	4.7%	4.8%
Expected volatility	56.0%	56.0%	59.0%	59.0%
Expected dividend yield	0.0%	0.0%	0.0%	0.0%
Forfeiture rate	5.0%	5.0%	5.0%	5.0%
Expected term	5.0 years	5.0 years	5.0 years	5.0 years
Weighted average fair value at date of grant	$ 2.11	$ 2.11	$ 3.36	$ 3.20

Zero options and approximately 548,000 options were issued under the LTIP during the three and nine months ended March 31, 2008, respectively. Zero options and approximately 354,000 options were issued under the 2003 Plan during the three and nine months ended March 31, 2007, respectively. There were no shares under option that were exercised in the three and nine months ended March 31, 2008. Three hundred seventy-five shares under option were exercised in the three and nine months ended March 31, 2007, resulting in proceeds of $281 to the Company. At March 31, 2008, there were 1,660,431 options outstanding. Of those, 548,000 were options issued under the LTIP, 901,198 were issued under the 2003 Plan, and 211,233 under the Old Plan. There are no further shares authorized to be issued under the Old Plan. 1,125,000 shares were authorized to be issued under the 2003 Plan, with 7,690 shares under option having already been exercised under that plan. 2,500,000 shares were authorized to be issued under the LTIP, with no shares under options having yet been exercised under that plan.

Expected volatility is based on the historical volatility of the price of our common shares since the date we commenced trading on the American Stock Exchange in April 2002. We use historical information to estimate expected term within the valuation model. The expected term of awards represents the period of time that options granted are expected to be outstanding. The risk-free rate for periods within the expected life of the option is based on the U.S. Treasury yield curve in effect at the time of grant. Compensation cost is recognized using a straight-line method over the vesting or service period and is net of estimated forfeitures.

The forfeiture rate assumption is the estimated annual rate at which unvested awards are expected to be forfeited during the vesting period. This assumption is based on our historical forfeiture rate. Periodically, management will assess whether it is necessary to adjust the estimated rate to reflect changes in actual forfeitures or changes in expectations. For example, adjustments may be needed if forfeitures were affected by turnover that resulted from a business restructuring that is not expected to recur. The forfeiture rate is 5% at March 31, 2008 and 2007. As the Company continues to grow, this rate is likely to change to match such changes in turnover and hiring rates. Under the provisions of FAS 123R, the Company will incur additional expense if the actual forfeiture rate is lower than originally estimated. A recovery of prior expense will be recorded if the actual rate is higher than originally estimated.

The following table presents all share-based compensation costs recognized in our statements of operations as part of selling, general and administrative expenses:

	Three Months Ended March 31,				Nine months ended March 31,			
	2008		2007		2008		2007	
	Fair Value		Fair Value		Fair Value		Fair Value	
Method used to account for share-based compensation								
Share based compensation								
Stock options	$	236,876	$	314,815	$	656,628	$	828,097
Employee stock purchase plan	$	5,522	$	18,006	$	20,389	$	28,771
Restricted stock	$	42,889	$		$	91,905	$	
Tax benefit at effective rate	$	27,032	$	46,940	$	81,095	$	140,821

Options outstanding that have vested and are expected to vest as of March 31, 2008 are as follows:

	Awards	Weighted -Average Exercise Price		Aggregate Intrinsic Value		Weighted Average Remaining Contractual Life
Options vested	850,142	$	10.50	$	3,280	6.1
Options expected to vest	769,774	$	4.68	$		9.1
Total vested and expected to vest	1,619,916	$	7.73	$	3,280	7.6

Restricted stock that has vested and is expected to vest as of March 31, 2008 is as follows:

	Awards	Aggregate Intrinsic Value	
Restricted stock vested	74,464	$	177,969
Restricted stock expected to vest	134,800	$	322,172
Total vested and expected to vest	209,264	$	500,141

A summary of award activity under the Plans as of March 31, 2008 and 2007, and changes during the nine months then ended, is presented below:

	Incentive Stock Options				Nonqualified Stock Options			
	Awards	**Weighted-Average Exercise Price**	**Aggregate Intrinsic Value**	**Weighted Average Remaining Contractual Life**	**Awards**	**Weighted-Average Exercise Price**	**Aggregate Intrinsic Value**	**Weighted Average Remaining Contractual Life**
Outstanding at July 1, 2007	501,349	$ 7.48			617,982	$ 11.00		
Granted	462,918	$ 4.03			85,082	$ 4.03		
Exercised								
Forfeited or expired	6,900	$ 5.67						
Outstanding at March 31, 2008	957,367	$ 5.83	$ 3,280	8.2	703,064	$ 10.16		6.8
Outstanding at March 31, 2008 and not yet vested	626,638	$ 4.57		9.2	183,651	$ 5.05		8.9
Exercisable at March 31, 2008	330,729	$ 8.21	$ 3,280	6.3	519,413	$ 11.96		6.0

	Incentive Stock Options				Nonqualified Stock Options			
	Awards	**Weighted-Average Exercise Price**	**Aggregate Intrinsic Value**	**Weighted Average Remaining Contractual Life**	**Awards**	**Weighted-Average Exercise Price**	**Aggregate Intrinsic Value**	**Weighted Average Remaining Contractual Life**
Outstanding at July 1, 2006	307,541	$ 8.47			484,462	$ 12.42		
Granted	220,263	$ 6.14			133,520	$ 5.84		
Exercised	375	$ 0.75	$ 2,063					
Forfeited or expired	12,980	$ 10.56						
Outstanding at March 31, 2007	514,449	$ 7.42	$ 59,876	8.1	617,982	$ 11.00	$ 36,000	7.4
Outstanding at March 31, 2007 and not yet vested	297,121	$ 6.41	$ 36,451	9.2	224,258	$ 8.20	$ 36,000	8.8
Exercisable at March 31, 2007	217,328	$ 8.80	$ 23,425	6.5	393,724	$ 12.60	$	6.6

	Restricted Stock	
	Awards	**Aggregate Intrinsic Value**
Outstanding at July 1, 2007		
Granted	209,264	$ 843,334
Forfeited or expired		
Outstanding at March 31, 2008	209,264	$ 500,141
Unvested at March 31, 2008	134,800	$ 322,172
Vested at March 31, 2008	74,464	$ 177,969

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Options with a fair value of approximately $646,000 vested during the nine months ended March 31, 2008. As of March 31, 2008, there was approximately $1,556,000 of total unrecognized compensation cost related to nonvested share-based compensation awards granted under the Plans. That cost is expected to be recognized over a weighted average period of 1.6 years. As of March 31, 2007, there was approximately $1,429,000 of total unrecognized compensation cost related to nonvested share-based compensation awards granted under the Plans.

Unearned Grant Funds The Company records all grant funds received as a liability until the Company fulfills all the requirements of the grant funding program.

Loss per Common Share SFAS No. 128, *Earnings per Share,* requires a dual presentation of basic and diluted earnings per share on the face of the Company s consolidated statement of operations and a reconciliation of the computation of basic earnings per share to diluted earnings per share. Basic earnings per share excludes the dilutive impact of common stock equivalents and is computed by dividing net income by the weighted-average number of shares of common stock outstanding for the period. Diluted earnings per share include the effect of potential dilution from the exercise of outstanding common stock equivalents into common stock using the treasury stock method; such items would not be considered for diluted loss per share due to their antidilutive effects. Earnings per share amounts for all periods presented have been calculated in accordance with the requirements of SFAS No. 128. A reconciliation of the Company s basic and diluted loss per share follows:

	Three Months Ended March 31,			
	2008		2007	
	Net Loss (Numerator)	Shares (Denominator)	Net Loss (Numerator)	Shares (Denominator)
Basic loss per share factors	$ (1,255,845)	24,268,449	$ (6,607,359)	24,164,385
Effect of potentially dilutive option and restricted stock plans				
Diluted loss per share factors	$ (1,255,845)	24,268,449	$ (6,607,359)	24,164,385
Basic loss per share	$ (0.05)		$ (0.27)	
Diluted loss per share	$ (0.05)		$ (0.27)	

The number of anti-dilutive shares that have been excluded in the computation of diluted loss per share for the three months ended March 31, 2008 and 2007 were 1,915,231 and 1,132,431, respectively.

	Nine Months Ended March 31,			
	2008		2007	
	Net Loss (Numerator)	Shares (Denominator)	Net Loss (Numerator)	Shares (Denominator)
Basic loss per share factors	$ (2,040,553)	24,208,830	$ (4,354,162)	24,155,556
Effect of potentially dilutive option and restricted stock plans				
Diluted loss per share factors	$ (2,040,553)	24,208,830	$ (4,354,162)	24,155,556
Basic loss per share	$ (0.08)		$ (0.18)	
Diluted loss per share	$ (0.08)		$ (0.18)	

The number of anti-dilutive shares that have been excluded in the computation of diluted loss per share for the nine months ended March 31, 2008 and 2007 were 1,915,231 and 1,132,431, respectively.

Note 3. New Accounting Standards

In July 2006, the FASB issued Interpretation No. 48, Accounting for Uncertainty in Income Taxes (FIN 48), to clarify the accounting for uncertainty in income taxes recognized in an enterprise s financial statements in accordance with SFAS 109, Accounting for Income Taxes. Effective for tax years beginning after December 15, 2006, FIN 48 prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. Under FIN 48, we may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement. FIN 48 also provides guidance on derecognition of income tax assets and liabilities, classification of current and deferred income tax assets and liabilities, accounting for interest and penalties associated with tax positions, and income tax disclosures. Upon adoption, we recognized a $40,000 increase in beginning deferred tax asset and increase in accrued liabilities related to FIN 48. See Note 16 Income Taxes.

In May 2007, the FASB issued FASB Staff Position No. FIN 48-1, Definition of Settlement in FASB Interpretation No. 48. This FASB Staff Position (FSP) amends FASB Interpretation No. 48, Accounting for Uncertainty in Income Taxes, to provide guidance on how an enterprise should determine whether a tax position is effectively settled for the purpose of recognizing previously unrecognized tax benefits. This guidance, effective immediately, will be applicable to the Company upon completion of an audit or examination by a taxing authority. The adoption of this guidance has had no affect on the Company s financial position in the current year.

In December 2007, the FASB issued SFAS No. 141 (revised 2007), Business Combinations which replaces SFAS 141 but retains the fundamental concept of purchase method of accounting in a business combination and improves reporting by creating greater consistency in the accounting and financial reporting of business combinations, resulting in more complete, comparable, and relevant information for investors and other users of financial statements. To achieve this goal, the new standard requires the acquiring entity in a business combination to recognize all the assets acquired and liabilities assumed in the transaction and any noncontrolling interest at the acquisition date measured at their fair value as of that date. This statement requires measuring the noncontrolling interest in the acquiree at fair value which will result in recognizing the goodwill attributable to

the noncontrolling interest in addition to that attributable to the acquirer. This statement also requires the recognition of assets acquired and liabilities assumed arising from contractual contingencies as of the acquisition date, measured at their acquisition fair values. SFAS No. 141(R) is effective for the Company related to acquisitions occurring on or after July 1, 2009.

In December 2007, the FASB issued SFAS No. 160, Noncontrolling Interests in Consolidated Financial Statements, an amendment of ARB No. 51, which will affect only those entities that have an outstanding noncontrolling interest in one or more subsidiaries or that deconsolidate a subsidiary by requiring all entities to report noncontrolling (minority) interests in subsidiaries in the same way as equity in the consolidated financial statements. In addition, SFAS No. 160 eliminates the diversity that currently exists in accounting for transactions between an entity and noncontrolling interests by requiring they be treated as equity transactions. SFAS No. 160 is effective for fiscal years beginning after December 15, 2008 (for the Company, fiscal year beginning July 1, 2009). The Company is currently evaluating the impact of SFAS No. 160 on its financial position and results of operations.

In February 2007, the FASB issued SFAS No. 159 (SFAS 159), The Fair Value Option for Financial Assets and Financial Liabilities, providing companies with an option to report selected financial assets and liabilities at fair value. The Standard s objective is to reduce both complexity in accounting for financial instruments and the volatility in earnings caused by measuring related assets and liabilities differently. Generally accepted accounting principles have required different measurement attributes for different assets and liabilities that can create artificial volatility in earnings. SFAS 159 helps to mitigate this type of accounting-induced volatility by enabling companies to report related assets and liabilities at fair value, which would likely reduce the need for companies to comply with detailed rules for hedge accounting. SFAS 159 also establishes presentation and disclosure requirements designed to facilitate comparisons between companies that choose different measurement attributes for similar types of assets and liabilities. The standard requires companies to provide additional information that will help investors and other users of financial statements to more easily understand the effect of the Company s choice to use fair value on its earnings. It also requires entities to display the fair value of those assets and liabilities for which they have chosen to use fair value on the face of the balance sheet. SFAS 159 is effective for fiscal years beginning after November 15, 2007 (for the Company, fiscal year beginning July 1, 2008). We are currently evaluating the impact of adopting SFAS 159 on our financial statements.

In September 2006, the FASB issued SFAS No. 157, Fair Value Measurements (SFAS 157). This Statement defines fair value, establishes a framework for measuring fair value in generally accepted accounting principles (GAAP), and expands disclosures about fair value measurements. This Statement applies under other accounting pronouncements that require or permit fair value measurements, the Board having previously concluded in those accounting pronouncements that fair value is the relevant measurement attribute. Accordingly, this Statement does not require any new fair value measurements. However, for some entities, the application of this Statement will change current practice. This Statement is effective for financial statements issued for fiscal years beginning after November 15, 2007 (for the Company, fiscal year beginning July 1, 2008), and interim periods within those fiscal years. The Company has not completed its study of the effects of adopting this standard.

In December 2007, the FASB ratified the consensus reached by the Emerging Issues Task Force on Issue No. 07-1, Accounting for Collaborative Arrangements (EITF 07-1), which is effective for fiscal years beginning after December 15, 2008 (for the Company, fiscal year beginning July 1, 2009). EITF 07-1 addresses entities entering into arrangements to participate in joint operating activity to, for example, jointly develop and commercialize a drug candidate. EITF 07-1 addresses how a company should report costs incurred and revenue generated from transactions with third parties should be reported by the participants of a collaborative arrangement, how an entity should characterize payments made between participants, and what participants should disclose in the notes to the financial statements. The Company is currently evaluating the impact of EITF 07-1 on its financial position and results of operations.

In June 2007, the FASB ratified the consensus reached by the Emerging Issues Task Force on Issue No. 07-3, Accounting for Advance Payments for Goods or Services Received for Use in Future Research and Development Activities (EITF 07-3), which is effective January 1, 2008 and is applied prospectively for new contracts entered into on or after the effective date. EITF 07-3 addresses nonrefundable advance payments for goods or services that will be used or rendered for future research and development activities. EITF 07-3 will require these payments be deferred and capitalized and recognized as an expense as the related goods are delivered or the related services are performed. The adoption of Issue No. 07-3 in the quarter ended March 31, 2008 has had little or no impact on the Company s financial position or results of operations.

Note 4. Inventories

The Company values its inventory at the lower of cost (determined by the first-in, first-out method) or market, regularly reviews inventory quantities on hand, and records a provision for excess and obsolete inventory based primarily on estimated forecasts of product demand and production requirements. The Company s estimates of future product demand may fluctuate, in which case estimated required reserves for excess and obsolete inventory may increase or decrease. If the Company s inventory is determined to be overvalued, the Company recognizes such costs in cost of goods sold at the time of such determination.

Inventories consist of the following:

	March 31, 2008	June 30, 2007
Raw materials	$ 3,695,712	$ 3,631,780
Work-in-process	1,052,105	1,008,195
Finished goods	6,989,541	9,640,106
Packaging supplies	281,057	238,403
	$ 12,018,415	$ 14,518,484

The preceding amounts are net of inventory reserves of $954,086 and $923,920 at March 31, 2008 and June 30, 2007, respectively.

Note 5. Property, Plant and Equipment

Property, plant and equipment are stated at cost. Depreciation is provided for by the straight-line and accelerated methods over the estimated useful lives of the assets. Depreciation expense for the three months ended March 31, 2008 and 2007 was approximately $768,000 and $690,000, respectively. Depreciation expense for the nine months ended March 31, 2008 and 2007 was approximately $2,641,000 and $1,982,000, respectively. Property, plant and equipment consist of the following:

	Useful Lives	**March 31, 2008**	**June 30, 2007**
Land		$ 918,314	$ 918,314
Building and improvements	10 - 39 years	16,188,931	16,229,427
Machinery and equipment	5 - 10 years	21,365,851	21,275,686
Furniture and fixtures	5 - 7 years	837,262	837,262
		$ 39,310,358	$ 39,260,689
		(14,224,639)	(11,817,528)
		$ 25,085,719	$ 27,443,161

As of March 31, 2008, $1,756,087 of property, plant and equipment ($1,805,158, net of $49,071 of accumulated depreciation) was pledged by the Company as collateral for a mortgage, the balance of which was $1,751,446 as of March 31, 2008.

Note 6. Investment Securities - Available-for-Sale

The amortized cost, gross unrealized gains and losses, and fair value of the Company s available-for-sale securities are summarized as follows:

March 31, 2008
Available-for-Sale

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
U.S. Government Agency	$ 1,803,757	$ 76,209	$	$ 1,879,966
Asset-Backed Securities	643,254	3,901	(24,366)	622,789
	$ 2,447,011	$ 80,110	$ (24,366)	$ 2,502,755

June 30, 2007
Available-for-Sale

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
U.S. Government Agency	$ 2,474,435	$ 8,302	$ (5,525)	$ 2,477,212
Asset-Backed Securities	892,168	18	(48,766)	843,420
	$ 3,366,603	$ 8,320	$ (54,291)	$ 3,320,632

The amortized cost and fair value of the Company s current available-for-sale securities by contractual maturity at March 31, 2008 are summarized as follows:

	March 31, 2008 Available for Sale		June 30, 2007 Available for Sale	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Due in one year or less	$	$	$ 201,540	$ 198,750
Due after one year through five years	1,965,326	2,038,854	2,491,286	2,493,953
Due after five years through ten years	132,760	134,392	216,182	208,602
Due after ten years	348,925	329,509	457,595	419,327
	$ 2,447,011	$ 2,502,755	$ 3,366,603	$ 3,320,632

The Company uses the specific identification method to determine the cost of securities sold. There were no securities held from a single issuer that represented more than a 10% ownership interest.

The table below indicates the length of time individual securities have been in a continuous unrealized loss position as of March 31, 2008:

Description of Securities	Number of Securities	March 31, 2008 Less than 12 months Fair Value	Unrealized Loss	12 months or longer Fair Value	Unrealized Loss	Total Fair Value	Unrealized Loss
U.S. Government Agency	0	$	$	$	$	$	$
Asset-Backed Securities	6			189,559	(24,366)	189,559	(24,366)
Total tempory impaired investment securities	6	$	$	$ 189,559	$ (24,366)	$ 189,559	$ (24,366)

The investment securities shown above currently have fair values less than amortized cost and therefore contain unrealized losses. The Company has evaluated these securities and has determined that the decline in value is not related to any company or industry specific event. At March 31, 2008, there were approximately 6 out of 27 investment securities with unrealized losses. The Company anticipates full recovery of amortized costs with respect to these securities at maturity or sooner in the event of a more favorable market interest rate environment. Realized gains and losses from sale of investment securities have been immaterial for the three months and nine months ended March 31, 2008 and 2007.

Note 7. Bank Line of Credit

The Company has a $3 million line of credit from Wachovia Bank, N.A. that bears interest at the prime interest rate less 0.25% (5.25% at March 31, 2008). The Company currently has $2,083,000 available under this line of credit. The Company has entered into a letter of credit for $917,000 with a supplier which has reduced the amount available under the line of credit. The line of credit was renewed and extended to November 30, 2009. The line of credit is collateralized by substantially all of the Company s assets.The agreement contains covenants with respect to working capital, net worth and certain ratios, as well as other covenants.

Note 8. Unearned Grant Funds

In July 2004, the Company received $500,000 of grant funding from the Commonwealth of Pennsylvania, acting through the Department of Community and Economic Development. The grant funding program requires the Company to use the funds for machinery and equipment located at their Pennsylvania locations, hire an additional 100 full-time employees by June 30, 2006, operate its Pennsylvania locations a minimum of five years and meet certain matching investment requirements. The Company complied with two of the three requirements above and the requirement to operate its Pennsylvania locations is still ongoing, however, the Company failed to comply with hiring an additional 100 full-time employees. The Company is currently providing information to the Department of Community and Economic Development to grant an extension or waive the obligation of hiring an additional 100 full-time employees. The Company will be liable to repay the full amount of the grant funding ($500,000) if an extension or waiver is not received. The Company records the unearned grant funds as a liability until the Company complies with all of the requirements of the grant funding program. On a quarterly basis, the Company monitors its progress in fulfilling the requirements of the grant funding program and will determine the status of the liability. As of March 31, 2008, the grant funding is recognized as a short term liability under the caption of Unearned Grant Funds, since the Company has not yet met the requirement to add 100 full-time employees.

Note 9. Long-Term Debt

Long-term debt consists of the following:

	March 31, 2008	June 30, 2007
PIDC Regional Center, LP III loan	$ 4,500,000	$ 4,500,000
Pennsylvania Industrial Development Authority loan	1,093,732	1,150,212
Pennsylvania Department of Community & Economic Development loan	308,200	388,487
Tax-exempt bond loan (PAID)	905,000	904,422
Equipment loan	481,876	722,266
SBA loan	196,497	231,812
First National Bank of Cody	1,751,446	1,782,766
Total debt	9,236,751	9,679,965
Less current portion	703,570	692,119
Long term debt	$ 8,533,181	$ 8,987,846

Current Portion of Long Term Debt

	March 31, 2008	June 30, 2007
PIDC Regional Center, LP III loan	$	$
Pennsylvania Industrial Development Authority loan	72,628	70,604
Pennsylvania Department of Community & Economic Development loan	99,926	97,001
Tax-exempt bond loan (PAID)	110,000	109,164
Equipment loan	320,520	320,520
SBA loan	52,869	49,647
First National Bank of Cody	47,627	45,183
Total current portion of long term debt	$ 703,570	$ 692,119

The Company financed $4,500,000 through the Philadelphia Industrial Development Corporation (PIDC). The Company will pay a bi-annual interest payment at a rate equal to two and one-half percent per annum. The outstanding principal balance shall be due and payable 5 years (60 months) from January 1, 2006.

The Company financed $1,250,000 through the Pennsylvania Industrial Development Authority (PIDA). The Company is required to make equal payments each month for 180 months starting February 1, 2006 with interest of two and three-quarter percent per annum.

An additional $500,000 was financed through the Pennsylvania Department of Community and Economic Development Machinery and Equipment Loan Fund. The Company is required to make equal payments for 60 months starting May 1, 2006 with interest of two and three quarter percent per annum.

In April 1999, the Company entered into a loan agreement (the Agreement) with a governmental authority, the Philadelphia Authority for Industrial Development (the Authority or PAID), to finance future construction

and growth projects of the Company. The Authority issued $3,700,000 in tax-exempt variable rate demand and fixed rate revenue bonds to provide the funds to finance such growth projects pursuant to a trust indenture (the Trust Indenture). A portion of the Company s proceeds from the bonds was used to pay for bond issuance costs of approximately $170,000. The Trust Indenture requires that the Company repay the Authority loan through installment payments beginning in May 2003 and continuing through May 2014, the year the bonds mature. The bonds bear interest at the floating variable rate determined by the organization responsible for selling the bonds (the remarketing agent). The interest rate fluctuates on a weekly basis. The effective interest rate at March 31, 2008 was 3.6%.

The Equipment Loan consists of a term loan with a maturity of five years. The Company, as part of the 2003 Loan Financing agreement with Wachovia, is required to make equal payments of principal plus interest.

The financing facilities under the 2003 Loan Financing, of which only the Equipment Loan is left, bear interest at a variable rate equal to the LIBOR rate plus 150 basis points. The LIBOR rate is the rate per annum, based on a 30-day interest period, quoted two business days prior to the first day of such interest period for the offering by leading banks in the London interbank market of dollar deposits. As of March 31, 2008, the interest rate for the 2003 Loan Financing (of which only the Equipment loan remains) was 4.62%.

The Company has executed Security Agreements with Wachovia, PIDA and PIDC in which the Company has agreed to pledge substantially all of its assets to collateralize the amounts due.

The terms of the Equipment Loan require that the Company meet certain financial covenants and reporting standards, including the attainment of standard financial liquidity and net worth ratios.

Included in the acquisition of Cody was a loan from the Small Business Administration (SBA). The loan requires fixed monthly payments, with an effective interest rate of 8.75%, through July 31, 2012.

Also as part of the Cody acquisition, the Company became primary beneficiary to a variable interest entity (VIE) called Cody LCI Realty, LLC. See Note 17, Consolidation of Variable Interest Entity for additional description. The VIE owns land and a building which is being leased to Cody. A mortgage loan with First National Bank of Cody has been consolidated in the Company s financial statements, along with the related land and building. The mortgage has 19 years remaining. Principal and interest payments of $14,782, at a fixed interest rate of 7.5%, are being made on a monthly basis through June 2026. The mortgage loan is collateralized by the land and building.

Long-term debt amounts due, for the twelve month periods ended March 31 are as follows:

Twelve Month Periods		Amounts Payable to Institutions
2008	$	703,570
2009		562,721
2010		4,925,541
2011		291,471
2012		280,291
Thereafter		2,473,157
	$	9,236,751

Note 10. Contingencies

The Company monitors its compliance with all environmental laws. Any compliance costs which may be incurred are contingent upon the results of future site monitoring and will be charged to operations when incurred.

Contingent consideration of 120,000 shares of Lannett common stock was offered as part of the April 10, 2007 acquisition of Cody Laboratories, Inc. In accordance with the agreement, the contingent shares of unregistered Lannett common stock are issuable upon Cody Labs receiving a license from a regulatory agency. To date, this license has not been granted.

In addition to the matters reported herein, the Company is involved in litigation which arises in the normal course of business. In the opinion of management, the resolution of these lawsuits will not have a material adverse effect on the consolidated financial position or results of operations.

Note 11.   Commitments

Leases

In June 2006, Lannett signed a lease agreement on a 66,000 square foot facility located on seven acres in Philadelphia. An additional agreement which gives the Company the option to buy the facility was also signed. This facility is initially going to be used for warehouse space with the expectation of making this facility the Company s headquarters in addition to manufacturing and warehousing. The other Philadelphia locations will continue to be utilized as manufacturing, packaging, and as a research laboratory. This gives Lannett the space to fit its desire to expand.

Lannett s subsidiary, Cody Laboratories, Inc. (Cody) leases a 73,000 square foot facility in Cody, Wyoming. This location houses Cody s manufacturing and production facilities. Cody leases the facility from Cody LCI Realty, LLC, a Limited Liability Company which is 50% owned by Lannett. See Note 17. Because Cody LCI Realty, LLC, is consolidated in the Company s financial statements, all intercompany rent is eliminated in consolidation.

In addition to the above, the Company has operating leases, expiring in 2008, for office equipment.

Rental and lease expense for the three months ended March 31, 2008 and 2007 was approximately $109,000 and $79,000, respectively and for the nine months ended March 31, 2008 and 2007 was approximately $339,000, and $194,000, respectively.

Contractual Obligations

The following table represents annual debt, lease and contractual purchase obligations as of March 31, 2008:

	Total	Less than 1 year	1-3 years	3-5 years	more than 5 years
Long-Term Debt	$ 9,236,751	$ 703,570	$ 5,488,262	$ 571,762	$ 2,473,157
Operating Leases	1,528,013	470,628	868,523	188,862	
Purchase Obligations	135,000,000	19,000,000	41,000,000	45,000,000	30,000,000
Interest on Obligations					