

SEVCON, INC.
Form 424B3
August 07, 2014

Filed Pursuant to Rule 424(b)(3)
File No. 333-197075

PROSPECTUS SUPPLEMENT NO. 1
TO PROSPECTUS DATED AUGUST 1, 2014

SEVCON, INC.

This Prospectus Supplement No. 1 supplements and amends our Prospectus dated August 1, 2014. It includes our attached Quarterly Report on Form 10-Q for the quarter ended June 28, 2014 as filed with the Securities and Exchange Commission on August 7, 2014.

This Prospectus Supplement No. 1 should be read in conjunction with the Prospectus.

Any statement contained in the Prospectus shall be deemed to be modified or superseded to the extent that information in this Prospectus Supplement No. 1 modifies or supersedes such statement. Any statement that is modified or superseded shall not be deemed to constitute a part of the Prospectus except as modified or superseded by this Prospectus Supplement No. 1.

The date of this Prospectus Supplement No. 1 is August 7, 2014.

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

FORM 10-Q

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

For the quarterly period ended June 28, 2014

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

For the transition period from _____ to _____

Commission File Number 1-9789

SEVCON, INC.
(Exact name of registrant as specified in its charter)

Delaware 04-2985631
(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

155 Northboro Road, Southborough, Massachusetts 01772
(Address of principal executive offices and zip code)

(508) 281-5510
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company

(Do not check if a smaller reporting company)

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Indicate by check mark whether the registrant is a shell company (as defined in rule 12b-2 of the Exchange Act). Yes
o No x

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

Class	Outstanding at August 7, 2014
Common stock, par value \$.10	3,574,765

SEVCON, INC.
FORM 10-Q
FOR THE QUARTER ENDED JUNE 28, 2014
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PART I. FINANCIAL INFORMATION

Item 1 Financial Statements

CONSOLIDATED BALANCE SHEETS

Sevcon, Inc. and Subsidiaries

(in thousands of dollars except share and per share data)

	June 28, 2014 (unaudited)	September 30, 2013 (derived from audited statements)
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 1,303	\$ 2,062
Trade receivables, net of allowances for doubtful accounts of \$42 at June 28, 2014 and \$61 at September 30, 2013	7,188	6,746
Other receivables	866	357
Inventories, net	6,384	5,723
Prepaid expenses and other current assets	2,584	1,862
Total current assets	18,325	16,750
Property, plant and equipment, at cost:		
Land and improvements	24	23
Buildings and improvements	775	737
Equipment	12,063	10,992
	12,862	11,752
Less: accumulated depreciation	(10,691)	(9,783)
Net property, plant and equipment	2,171	1,969
Long-term deferred tax assets	3,367	3,152
Goodwill	1,435	1,435
Other-long term assets	170	54
Total assets	\$ 25,468	\$ 23,360
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Current portion of long term debt	\$ 42	\$ 46
Accounts payable	4,638	3,880
Accrued expenses	1,946	2,087
Accrued and deferred taxes on income	-	47
Total current liabilities	6,626	6,060
Liability for pension benefits	8,320	8,354
Long term debt	1,700	1,728
Total liabilities	16,646	16,142
Stockholders' equity:		
Preferred stock, par value \$.10 per share - authorized - 1,000,000 shares; outstanding – none	-	-
Common stock, par value \$.10 per share - authorized - 8,000,000 shares; outstanding 3,574,765 shares at June 28, 2014 and 3,474,388 at September 30, 2013	358	347
Premium paid in on common stock	5,850	5,699
Retained earnings	9,463	8,591

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Accumulated other comprehensive loss	(7,170)	(7,419)
Total Sevcon, Inc. stockholders' equity	8,501	7,218
Noncontrolling interests	321	-
Total stockholders' equity	8,822	7,218
Total liabilities and stockholders' equity	\$ 25,468	\$ 23,360

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

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CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)

Sevcon, Inc. and Subsidiaries

	(in thousands of dollars except per share data)			
	Three months ended		Nine months ended	
	June 28, 2014	June 29, 2013	June 28, 2014	June 29, 2013
Net sales	\$9,657	\$8,675	\$27,876	\$23,332
Cost of sales	(6,081)	(5,438)	(16,866)	(14,848)
Gross profit	3,576	3,237	11,010	8,484
Selling, research and administrative expenses	(3,363)	(2,944)	(9,891)	(9,234)
Restructuring charge	-	-	-	(605)
Operating income (loss)	213	293	1,119	(1,355)
Interest expense	(18)	(28)	(53)	(78)
Interest income	-	-	1	1
Foreign currency loss	(7)	(94)	(131)	