



(Address of principal executive offices)(Zip code)

**011 44 124 431 1794**

(Registrant's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report)

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 (§232.405 of this chapter) 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 checkmark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definition 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 (Do not check if a smaller reporting company)   
Smaller reporting company

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

The registrant had 12,470,505 shares of its common stock outstanding as of May 11, 2016.

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## PART I—FINANCIAL INFORMATION

*Unless the context indicates or requires otherwise, (i) the term “MAM” refers to MAM Software Group, Inc. and its principal operating subsidiaries; (ii) the term “MAM Ltd.” refers to MAM Software Limited; (iii) the term “MAM NA” refers to MAM Software, Inc.; (iv) the term “Origin” refers to Origin Software Solutions, Ltd.; (v) the term “MAM UK” collectively refers to MAM Ltd. And Origin; and (vi) the terms “we,” “our,” “ours,” “us” and the “Company” refer collectively to MAM Software Group, Inc.*

### Item 1. Financial Statements

#### Index to Financial Statements

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**MAM SOFTWARE GROUP, INC.****Condensed Consolidated Balance Sheets***(In thousands, except share and per share data)*

	March 31, 2016 (Unaudited)	June 30, 2015
<b>ASSETS</b>		
Current Assets		
Cash and cash equivalents	\$ 1,592	\$6,793
Accounts receivable, net of allowance of \$313 and \$221, respectively	3,976	4,243
Inventories	231	185
Prepaid expenses and other current assets	1,186	1,722
Total Current Assets	6,985	12,943
Property and Equipment, Net	523	732
Other Assets		
Goodwill	8,808	9,202
Amortizable intangible assets, net	866	-
Software development costs, net	4,693	3,010
Other long-term assets	170	34
<b>TOTAL ASSETS</b>	<b>\$ 22,045</b>	<b>\$25,921</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current Liabilities		
Accounts payable	\$ 1,633	\$1,978
Accrued expenses and other current liabilities	2,151	2,624
Payroll and other taxes	901	747
Current portion of long-term debt	1,900	-
Current portion of deferred revenue	890	719
Sales tax payable	869	850
Income tax payable	307	356
Total Current Liabilities	8,651	7,274
Long-Term Liabilities		
Deferred revenue, net of current portion	35	52
Deferred income taxes	217	58
Long-term debt, net of current portion	8,124	-
Other long-term liabilities	492	140
Total Liabilities	17,519	7,524
Commitments and Contingencies		
Stockholders' Equity	-	-

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Preferred stock: Par value \$0.0001 per share; 2,000,000 shares authorized, none issued and outstanding		
Common stock: Par value \$0.0001 per share; 18,000,000 shares authorized, 13,236,829 shares issued and 12,447,041 shares outstanding at March 31, 2016, and 15,027,057 shares issued and 14,266,964 shares outstanding at June 30, 2015	1	2
Additional paid-in capital	16,381	31,186
Accumulated other comprehensive loss	(2,309 )	(1,241 )
Accumulated deficit	(7,173 )	(9,337 )
Treasury stock at cost, 789,788 shares at March 31, 2016, and 760,093 shares at June 30, 2015	(2,374 )	(2,213 )
Total Stockholders' Equity	4,526	18,397
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 22,045	\$25,921

**The Accompanying Notes Are an Integral Part of these Condensed Consolidated Financial Statements**

**MAM SOFTWARE GROUP, INC.****Condensed Consolidated Statements of Comprehensive Income****(Unaudited)***(In thousands, except share and per share data)*

	For the Three Months Ended March 31,		For the Nine Months Ended March 31,	
	2016	2015	2016	2015
Revenues, net	\$7,916	\$7,659	\$23,812	\$23,737
Cost of revenues	3,537	3,342	10,755	9,856
Gross profit	4,379	4,317	13,057	13,881
Operating expenses				
Research and development	1,005	973	2,819	2,854
Sales and marketing	905	1,003	3,016	3,318
General and administrative	1,436	1,255	4,071	4,325
Depreciation and amortization	178	120	514	478
Total operating expenses	3,524	3,351	10,420	10,975
Operating income	855	966	2,637	2,906
Other income (expense):				
Interest expense, net	(104	) (4	) (158	) (9
Gain on settlement of liabilities	-	-	217	-
Total other income (expense), net	(104	) (4	) 59	) (9
Income before provision for income taxes	751	962	2,696	2,897
Provision for income taxes	155	241	532	642
Net income	\$596	\$721	\$2,164	\$2,255
Earnings per share attributed to common stockholders:				
Basic	\$0.05	\$0.05	\$0.17	\$0.17
Diluted	\$0.05	\$0.05	\$0.17	\$0.17
Weighted average shares outstanding:				
Basic	11,426,207	13,430,568	12,580,137	13,398,748
Diluted	11,770,176	13,525,148	12,924,601	13,493,328
Net income	\$596	\$721	\$2,164	\$2,255
Foreign currency translation loss	(252	) (673	) (1,068	) (1,926
Total comprehensive income	\$344	\$48	\$1,096	\$329

**The Accompanying Notes Are an Integral Part of these Condensed Consolidated Financial Statements**

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**MAM SOFTWARE GROUP, INC.****Condensed Consolidated Statements of Cash Flows****(Unaudited)***(In thousands)*

	<b>For the Nine Months Ended</b>	
	<b>March 31,</b>	
	2016	2015
Cash flows from operating activities:		
Net income	\$2,164	\$2,255
Adjustments to reconcile net income to net cash provided by operating activities:		
Bad debt expense	203	119
Depreciation and amortization	514	478
Amortization of debt issuance costs	19	-
Stock-based compensation	225	503
Deferred income taxes	(18 )	(21 )
Changes in assets and liabilities:		
Accounts receivable	48	(502 )
Inventories	(64 )	(194 )
Prepaid expenses and other assets	431	(337 )
Accounts payable	&	