

Sino-Global Shipping America, Ltd.
Form 10-Q
November 13, 2013

**U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 10-Q

Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the three month period ended **September 30, 2013**

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 001-34024

Sino-Global Shipping America, Ltd.

(Exact name of registrant as specified in its charter)

Virginia
(State or other jurisdiction of
Incorporation or organization)

11-3588546
(I.R.S. employer
identification number)

**136-56 39th Avenue, Room #305
Flushing, New York 11354**

(Address of principal executive offices and zip code)

(718) 888-1814

(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 (§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 check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company.

Large accelerated filer
Non-accelerated filer (Do not check if a smaller reporting company)

Accelerated filer
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

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Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date. The Company is authorized to issue 10,000,000 shares of common stock, without par value per share, and 1,000,000 shares of preferred stock, without par value per share. As of the date of this report, the Company has 4,703,841 issued shares of common stock and no shares of preferred stock.

**SINO-GLOBAL SHIPPING AMERICA, LTD.
FORM 10-Q**

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SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS

This document contains certain statements of a forward-looking nature. Such forward-looking statements, including but not limited to projected growth, trends and strategies, future operating and financial results, financial expectations and current business indicators are based upon current information and expectations and are subject to change based on factors beyond the control of the Company. Forward-looking statements typically are identified by the use of terms such as “look,” “may,” “will,” “should,” “might,” “believe,” “plan,” “expect,” “anticipate,” “estimate” and similar words, although forward-looking statements are expressed differently. The accuracy of such statements may be impacted by a number of business risks and uncertainties that could cause actual results to differ materially from those projected or anticipated, including but not limited to the following:

- the ability to timely and accurately provide shipping agency and logistic services;
- its dependence on a limited number of larger customers;
- political and economic factors in the Peoples’ Republic of China (“PRC”);
- the Company’s ability to expand and grow its lines of business;
- unanticipated changes in general market conditions or other factors, which may result in cancellations or reductions in the need for the Company’s services;
- a weakening of economic conditions which would reduce demand for services provided by the Company and could adversely affect profitability;
- the effect of terrorist acts, or the threat thereof, on consumer confidence and spending, or the production and distribution of product and raw materials which could, as a result, adversely affect the Company’s shipping agency services, operations and financial performance;
- the acceptance in the marketplace of the Company’s new lines of services;
- foreign currency exchange rate fluctuations;
- hurricanes or other natural disasters;
- the Company’s ability to identify and successfully execute cost control initiatives;
- the impact of quotas, tariffs, or safeguards on the importation or exportation of the Company’s customer’s products; or
- other risks outlined above and in the Company’s other filings made periodically by the Company.

Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. The Company undertakes no obligation to update this forward-looking information. Nonetheless, the Company reserves the right to make such updates from time to time by press release, periodic report or other method of public disclosure without the need for specific reference to this Report. No such update shall be deemed to indicate that other statements not addressed by such update remain correct or create an obligation to provide any other updates.

SINO-GLOBAL SHIPPING AMERICA, LTD. AND AFFILIATES

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

SINO-GLOBAL SHIPPING AMERICA, LTD. AND AFFILIATES

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

	September 30, 2013	June 30, 2013
Assets		
Current assets		
Cash and cash equivalents	\$ 1,986,537	\$ 3,048,831
Advances to suppliers	129,780	231,772
Accounts receivable, less allowance for doubtful accounts of \$690,172 and \$690,065 as of September 30, 2013 and June 30, 2012, respectively	2,905,436	3,142,203
Other receivables, less allowance for doubtful accounts of \$235,066 and \$233,950 as of September 30, 2013 and June 30, 2012, respectively	517,704	142,206
Other current assets	7,807	12,488
Prepaid taxes	26,189	26,288
Due from related parties	1,153,377	541,377
Total current assets	6,726,830	7,145,165
Property and equipment, net	246,110	267,662
Other long-term assets	25,800	18,278
Deferred tax assets	127,600	105,100
Total Assets	\$ 7,126,340	\$ 7,536,205
Liabilities and Equity		
Current liabilities		
Advances from customers	\$ 303,142	\$ 710,172
Accounts payable	3,185,881	3,219,240
Accrued expenses	107,000	51,352
Other current liabilities	395,681	424,141
Total Current Liabilities	3,991,704	4,404,905
Total Liabilities	3,991,704	4,404,905
Commitments and Contingency		
Equity		
Preferred stock, 1,000,000 shares authorized, no par value, none issued.	-	-
Common stock, 10,000,000 shares authorized, no par value; 4,829,032 shares issued as of September 30, 2013 and June 30, 2013; 4,703,841	10,750,157	10,750,157

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outstanding as of September 30, 2013 and June 30, 2013

Additional paid-in capital	1,144,842	1,144,842
Treasury stock, at cost - 125,191 shares	(372,527)	(372,527)
Accumulated deficit	(4,581,219)	(4,856,613)
Accumulated other comprehensive income	42,907	54,791
Unearned Stock-based Compensation	(15,520)	(15,520)
 Total Sino-Global Shipping America Ltd. Stockholders' equity	 6,968,640	 6,705,130
 Non-Controlling interest	 (3,834,004)	 (3,573,830)
 Total equity	 3,134,636	 3,131,300
 Total Liabilities and Equity	 \$ 7,126,340	 \$ 7,536,205

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

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SINO-GLOBAL SHIPPING AMERICA, LTD. AND AFFILIATES**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME
(LOSS)
(UNAUDITED)**

	For the three months ended September 30,	
	2013	2012
Net revenues	\$ 3,317,661	\$ 7,882,068
Cost of revenues	(2,387,803)	(7,118,163)
Gross profit	929,858	763,905
General and administrative expenses	(896,164)	(996,273)
Selling expenses	(51,088)	(86,508)
	(947,252)	(1,082,781)
Operating loss	(17,394)	(318,876)
Financial income (expense), net	23,867	(2,568)
Other income, net	-	36,487
	23,867	33,919
Net income (loss) before provision for income taxes	6,473	(284,957)
Income tax benefit (expense)	22,500	(157,200)
Net income (loss)	28,973	(442,157)
Net loss attributable to non-controlling interest	(246,421)	(251,924)
Net income (loss) attributable to Sino-Global Shipping America, Ltd	\$ 275,394	\$ (190,233)
Net income (loss)	\$ 28,973	\$ (442,157)
Other comprehensive income:		
Foreign currency translation adjustments	(25,637)	(5,819)
Comprehensive income (loss)	3,336	(447,976)
Less: Comprehensive loss attributable to non-controlling interest	(260,174)	(248,960)
Comprehensive income (loss) attributable to Sino-Global Shipping America Ltd.	\$ 263,510	\$ (199,016)
Earnings (loss) per share		
-Basic and diluted	\$ 0.06	\$ (0.07)
Weighted average number of common shares used in computation		
-Basic and diluted	4,703,841	2,903,841

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

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SINO-GLOBAL SHIPPING AMERICA LTD. AND AFFILIATES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	For the three months ended September 30,	
	2013	2012
Operating Activities		
Net income (loss)	\$ 28,973	\$ (442,157)
Adjustment to reconcile net income (loss) to net cash used in operating activities		