

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 (Date of earliest event reported): March 19, 2019

Micron Solutions, Inc.

(Exact name of registrant as specified in its charter)

Delaware
*(State or other jurisdiction of Incorporation or
organization)*

1-9731
(Commission File Number)

72-0925679
(I.R.S. Employer Identification Number)

25 Sawyer Passway
Fitchburg, MA 01420
(Address of principal executive offices and zip code)

(978) 345-5000
(Registrant's telephone number, including area code)

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 (see General Instruction A.2. below):

- 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Conditions.

On March 19, 2019, Micron Solutions, Inc. (the "Company") announced its financial results for the twelve months ended December 31, 2018. The full text of the press release issued in connection with the announcement is furnished as Exhibit 99.01 to this Current Report on Form 8-K.

Item 7.01 Regulation FD Disclosure

The Board of Directors of Micron Solutions, Inc. (the "Company") has determined that the Company's annual meeting of stockholders will be held at 10:00 a.m. on Thursday, May 23, 2019 at the Double Tree by Hilton Hotel, 99 Erdman Way, Leominster, Massachusetts.

The information in this Form 8-K and Exhibit 99.01 attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.01	Press Release dated March 19, 2019.

SIGNATURE

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, on the 19th day of March 2019.

MICRON SOLUTIONS, INC.

By: /s/ Derek T. Welch
Derek T. Welch
Chief Financial Officer
(principal financial and accounting officer)



25 Sawyer Passway • Fitchburg, Massachusetts 01420
Exhibit 99.01

FOR IMMEDIATE RELEASE

Micron Solutions, Inc. Reports 2018 Fourth Quarter and Year End Results

FITCHBURG, MA, March 19, 2019 – Micron Solutions, Inc. (NYSE American: MICR) (the “Company”), a diversified contract manufacturing organization, through its wholly-owned subsidiary, Micron Products, Inc., producing highly-engineered, innovative components requiring precision machining and injection molding, announced results for its fourth quarter and year ended December 31, 2018.

“For the twelve months ended December 31, 2018, the Company reported a slight increase in gross profit on lower net sales, and by controlling operating expenses, improved the loss per share by 19% compared to 2017, despite large losses in the fourth quarter,” said Bill Laursen, President and Chief Executive Officer.

Fourth Quarter 2018 Review

<i>\$ In thousands</i>	Q4 2018	Q4 2017	\$ Change	% Change
Net sales	\$ 4,124	\$ 4,539	\$ (415)	-9.1%
Gross profit	\$ -21	\$ 565	\$ (586)	-103.7%
<i>Gross margin</i>	-0.5%	12.4%		
Net loss	\$ (875)	\$ (364)	\$ (511)	
Loss per share	\$ (0.31)	\$ (0.13)	\$ (0.18)	

The decrease in net sales in the fourth quarter of 2018 as compared to the same period in the prior year was due to lower net sales of machined components, partly offset by an increase in net sales of sensors.

2018 Review

<i>\$ In thousands</i>	2018	2017	\$ Change	% Change
Net sales	\$ 19,565	\$ 20,103	\$ (538)	-2.7%
Gross profit	\$ 2,324	\$ 2,292	\$ 32	1.4%
<i>Gross margin</i>	11.9%	11.4%		
Net loss	\$ (1,098)	\$ (1,355)	\$ 257	
Loss per share	\$ (0.39)	\$ (0.48)	\$ 0.09	

Net sales for 2018 decreased compared to 2017 due primarily to a decrease in net sales of machined components, thermoplastic injection molding and tooling, partly offset by an increase in net sales of sensors.

Adjusted EBITDA⁽¹⁾ for the year ended December 31, 2018 was \$878 thousand compared to \$823 thousand for the year ended December 31, 2017.

⁽¹⁾See attached table for additional important disclosures regarding the Company’s use of Adjusted EBITDA, as well as a reconciliation of net loss from operations to Adjusted EBITDA.

Recent Initiatives:

- In November 2018, the Company appointed a new President and Chief Executive Officer, Mr. Bill Laursen, who brings with him extensive experience in growth of technical manufacturing companies.
- In the first quarter of 2019, the Company initiated strategies to improve our organizational structure and operational processes.
- In March 2019, the Company hired a Senior Vice President of Operations.
- The Company has entered into new Sales Representation Agreements which have improved our sales pipeline.

Outlook:

“A solid sales pipeline, booked orders, a new product launch process, operational improvements along with new management team members positions us to improve revenue and EBITDA in 2019,” concluded Mr. Laursen.

About Micron Solutions, Inc.

Micron Solutions, Inc., through its wholly-owned subsidiary, Micron Products, Inc., is a diversified contract manufacturing organization that produces highly-engineered, innovative medical device components requiring precision machining and injection molding. The Company also manufactures components, devices and equipment for military, law enforcement, industrial and automotive applications. In addition, the Company is a market leader in the production and sale of silver/silver chloride coated and conductive resin sensors used as consumable component parts in the manufacture of integrated disposable electrophysiological sensors. The Company’s strategy for growth is to build a best-in-class contract manufacturer with a specialized focus on plastic injection molding and highly-engineered medical devices and components requiring precision machining.

The Company routinely posts news and other important information on its websites:

<http://www.micronsolutionsinc.com> and <http://www.micronproducts.com>

Safe Harbor Statement

Forward-looking statements made herein are based on current expectations of Micron Solutions, Inc. (“our” or the “Company”) that involve a number of risks and uncertainties and should not be considered as guarantees of future performance. The factors that could cause actual results to differ materially include our ability to obtain and retain order volumes from customers who represent significant proportions of net sales; our ability to maintain our pricing model, offset higher costs with price increases and/or decrease our cost of sales; variability of customer delivery requirements; the level of and ability to generate sales of higher margin products and services; our ability to manage our level of debt and provisions in the debt agreements which could make the Company sensitive to the effects of economic downturns and limit our ability to react to changes in the economy or our industry; failure to comply with financial and other covenants in our credit facility; reliance on revenues from exports and impact on financial results due to economic uncertainty or downturns in foreign markets; volatility in commodity and energy prices and our ability to offset higher costs with price increases; continued availability of supplies or materials used in manufacturing at competitive prices; variations in the mix of products sold; continued availability of supplies or materials used in manufacturing at competitive prices; and the amount and timing of investments in capital equipment, sales and marketing, engineering and information technology resources. More information about factors that potentially could affect the Company’s financial results is included in the Company’s Annual Report on Form 10-K and other filings with the Securities and Exchange Commission.

For more information, contact:

Derek T. Welch
Chief Financial Officer
978.345.5000

FINANCIAL TABLES FOLLOW.

MICRON SOLUTIONS, INC.
EBITDA RECONCILIATION ⁽¹⁾
 (\$ in thousands)

	Three Months Ended		Year Ended	
	December 31,		December 31,	
	2018	2017	2018	2017
Net loss	\$ (875)	\$ (364)	\$ (1,098)	\$ (1,355)
Income tax benefit	2	(1)	2	(1)
Other (income) expense	(20)	—	(53)	(57)
Interest expense	97	160	391	395
Depreciation and amortization	374	404	1,504	1,611
Share-based compensation	47	52	132	137
Non-recurring consulting and other expenses	—	15	—	93
Adjusted EBITDA	\$ (375)	\$ 266	\$ 878	\$ 823
<i>Adjusted EBITDA margin %</i>	<i>-9.1%</i>	<i>5.9%</i>	<i>4.5%</i>	<i>4.1%</i>

⁽¹⁾ Non-GAAP Financial Measures

In addition to reporting net loss, a U.S. generally accepted accounting principle (“GAAP”) measure, this news release contains information about Adjusted EBITDA (income from continuing operations adjusted for income taxes, other income and expense, interest, depreciation and amortization, share-based compensation expense and certain non-recurring charges), which is a non-GAAP measure. Share-based compensation includes directors fees paid by means of stock grants versus cash. The Company believes Adjusted EBITDA allows investors to view its performance in a manner similar to the methods used by management and provides additional insight into its operating results. Adjusted EBITDA is not calculated through the application of GAAP. Accordingly, it should not be considered as a substitute for the GAAP measure of net loss and, therefore, should not be used in isolation of, but in conjunction with, the GAAP measure. The use of any non-GAAP measure may produce results that vary from the GAAP measure and may not be comparable to a similarly defined non-GAAP measure used by other companies.