AROTECH CORP Form 10-K/A April 30, 2007

OMB APPROVAL

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

FORM 10-K/A (Amendment No. 1)

T ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE FISCAL YEAR ENDED <u>DECEMBER 31, 2006</u>.

£ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE TRANSITION PERIOD FROM _____ TO ____.

Commission 0-23336 File Number:

AROTECH CORPORATION

(Exact name of registrant as specified in its charter)

Delaware 95-4302784
(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

1229 Oak Valley Drive, Ann Arbor,
Michigan
48108

(Address of principal executive offices) (Zip Code)

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(800) 281-0356

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class Common Stock, \$0.01 par value

Name of each exchange on which registered The Nasdag Stock **Market LLC**

Securities registered pursuant to Section 12(g) of the Act:

Common

Stock, \$0.01 par value

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Yes £ No T Act.

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the No T Yes £ Act.

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 Yes T days: No £

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§ 229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

> Non-accelerated filer: T Large accelerated filer: £ Accelerated filer: £

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

The aggregate market value of the registrant's voting stock held by non-affiliates of the registrant as of June 30, 2006 was approximately \$19,309,813 (based on the last sale price of such stock on such date as reported by The Nasdag National Market and assuming, for the purpose of this calculation only, that all of the registrant's directors and executive officers are affiliates).

(Applicable only to corporate registrants) Indicate the number of shares outstanding of each of the registrant's classes of common stock, as of the latest practicable date: 11,983,576 as of 3/31/07

Documents incorporated by reference:

None

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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EXPLANATORY NOTE

Arotech Corporation is filing this Amendment No. 1 to its Annual Report on Form 10-K for the year ended December 31, 2006, as filed with the Securities and Exchange Commission on April 17, 2007, in order to correct errors introduced by Arotech's financial printer in the check boxes of the cover page of the report. This document does not contain any other changes from the version of this document previously filed with the Securities and Exchange Commission.

Additionally, as required by SEC regulations, we are replacing the Section 302 and Section 906 certifications from Arotech's Chairman and Chief Executive Officer and Arotech's Vice President - Finance and Chief Financial Officer.

PART IV

ITEM 15.

EXHIBITS, FINANCIAL STATEMENT SCHEDULES

- (a) The following documents are filed as part of this amended report:
 - (3) Exhibits The following Exhibits are filed herewith:

Exhibit	
No.	Description
31.1	Certification of Principal Executive Officer pursuant to
	Section 302 of the Sarbanes-Oxley Act of 2002
31.2	Certification of Principal Financial Officer pursuant to
	Section 302 of the Sarbanes-Oxley Act of 2002
32.1	Certification of Principal Executive Officer pursuant to 18
	U.S.C. Section 1350, as adopted pursuant to Section 906 of the
	Sarbanes-Oxley Act of 2002
32.2	Certification of Principal Financial Officer pursuant to 18
	U.S.C. Section 1350, as adopted pursuant to Section 906 of the
	Sarbanes-Oxley Act of 2002

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this amended report to be signed on its behalf by the undersigned, thereunto duly authorized, on April 30, 2007.

AROTECH CORPORATION

By: <u>/s/ Robert S. Ehrlich</u>
Name: Robert S. Ehrlich

Title: Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Robert S. Ehrlich	Chairman Chief Executive Officer and Director (Principal Executive Officer)	April 30, 2007
Robert S. Ehrlich		
/s/ Thomas J. Paup Thomas J. Paup	Vice President - Finance (Principal Financial Officer)	April 30, 2007
/s/ Norman Johnson Norman Johnson	Controller (Principal Accounting Officer)	April 30, 2007
	President, Chief Operating	
/s/ Steven Esses	Officer and Director	April 30, 2007
Steven Esses		
/s/ Jay M. Eastman Dr. Jay M. Eastman	Director	April 30, 2007
/s/ Lawrence M. Miller	Director	April 30, 2007
Lawrence M. Miller		
/s/ Jack E. Rosenfeld Jack E. Rosenfeld	Director	April 30, 2007
	Director	April, 2007
Edward J. Borey		
/s/ Seymour Jones Seymour Jones	Director	April 30, 2007