

Edgar Filing: IEH CORPORATION - Form 10-Q

IEH CORPORATION
Form 10-Q
August 13, 2008

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 27, 2008

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

For the transition period from _____ to _____

Commission File No. 0-5278

IEH CORPORATION
(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction of
incorporation or organization)

13-5549348
(I.R.S. Employer
Identification Number)

140 58th Street, Suite 8E, Brooklyn, New York 11220
(Address of principal executive office)

Registrant's telephone number, including area code: (718) 492-4440

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

Check whether the Issuer: (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 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. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller Reporting Company

(Do not check if a 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

2,303,468 shares of Common Shares, par value \$.01 per share, were outstanding as
of June 27, 2008.

Edgar Filing: IEH CORPORATION - Form 10-Q

IEH CORPORATION

CONTENTS

	Page Number -----
Part I - FINANCIAL INFORMATION	
ITEM 1- FINANCIAL STATEMENTS	
Balance Sheets as of June 27, 2008 (Unaudited) and March 28, 2008	3
Statement of Operations (Unaudited) for the three months ended June 27, 2008 and June 29, 2007.	5
Statement of Cash Flows (Unaudited) for the three months ended June 27, 2008 and June 29, 2007.	6
Notes to Financial Statements (Unaudited)	8
ITEM 2 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS	18
ITEM 3 - QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK	
ITEM 4 - CONTROLS AND PROCEDURES	24
PART II -OTHER INFORMATION	
ITEM 1 - LEGAL PROCEEDINGS	25
ITEM 1A -RISK FACTORS	
ITEM 2 - UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS	26
ITEM 3 - DEFAULTS UPON SENIOR SECURITIES	26
ITEM 4 - SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS	27
ITEM 5 - OTHER INFORMATION	27
ITEM 6 - EXHIBITS	27
	-1-
SIGNATURES	28
EXHIBITS	

Edgar Filing: IEH CORPORATION - Form 10-Q

Exhibit 31.1 Certification Pursuant to Section 302 of the Sarbanes Oxley Act 29

Exhibit 31.2 Certification Pursuant to Section 302 of the Sarbanes Oxley Act 30

Exhibit 32.1 Certification Pursuant to Section 906 of the Sarbanes Oxley Act 31

Exhibit 32.2 Certification Pursuant to Section 906 of the Sarbanes Oxley Act 32

-2-

IEH CORPORATION

BALANCE SHEETS

As of June 27, 2008 and March 28, 2008

	June 27, 2008

	(Unaudited)
ASSETS	
CURRENT ASSETS:	
Cash	\$ 232,539
Accounts receivable, less allowances for doubtful accounts of \$11,562 at June 27, 2008 and March 28, 2008	1,325,642
Inventories (Note 3)	1,967,900
Prepaid expenses and other current assets (Note 4)	32,320

Total Current Assets	3,558,401

PROPERTY, PLANT AND EQUIPMENT, less accumulated depreciation and amortization of \$6,802,058 at June 27, 2008 and \$6,756,178 at March 28, 2008 (Note 5)	1,169,884

	1,169,884

OTHER ASSETS:	
Other assets	24,784

	24,784

Edgar Filing: IEH CORPORATION - Form 10-Q

Total Assets

\$4,753,069
=====

The accompanying notes and should be read in conjunction with the financial statement

-3-

IEH CORPORATION

BALANCE SHEETS

As of June 27, 2008 and March 28, 2008

	June 27, 2008 ----- (Unaudited)	March 28, 2008 -----
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts receivable financing (Note 6)	\$ 458,631	\$ 513,378
Loans payable- officers (Note 8)	--	17,000
Accrued corporate income taxes	37,619	22,103
Accounts payable	516,238	584,938
Other current liabilities (Note 7)	237,476	191,719
	-----	-----
Total Current Liabilities	1,249,964	1,329,138
	-----	-----
Total Liabilities	1,249,964	1,329,138
	-----	-----
STOCKHOLDERS' EQUITY:		
Common stock, \$.01 par value; 10,000,000 shares authorized; 2,303,468 shares issued and outstanding at June 27, 2008 and March 28, 2008	23,035	23,035
Capital in excess of par value	2,744,573	2,744,573
Retained earnings (Note 10)	735,497	320,277
	-----	-----
Total Stockholders' Equity	3,503,105	3,087,885
	-----	-----
Total Liabilities and Stockholders' Equity	\$4,753,069	\$4,417,023
	=====	=====

Edgar Filing: IEH CORPORATION - Form 10-Q

The accompanying notes should be read in conjunction with the financial statements.

-4-

IEH CORPORATION STATEMENT OF OPERATIONS (Unaudited)

	Three Months Ended	
	June 27, 2008	June 29, 2007
REVENUE, net sales	\$ 2,577,473	\$ 1,768,676
COSTS AND EXPENSES		
Cost of products sold	1,704,391	1,270,521
Selling, general and administrative	366,830	299,621
Interest expense	21,209	61,540
Depreciation	45,880	50,340
	2,138,310	1,682,022
OPERATING INCOME	439,163	86,654
OTHER INCOME	57	27
INCOME BEFORE INCOME TAXES	439,220	86,681
PROVISION FOR INCOME TAXES	(24,000)	(14,200)
NET INCOME	\$ 415,220	\$ 72,481
BASIC AND DILUTED EARNINGS PER SHARE	\$.18	\$.03
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING (in thousands)	2,303	2,303

The accompanying notes should be read in conjunction
with the financial statements.

Edgar Filing: IEH CORPORATION - Form 10-Q

-5-

IEH CORPORATION

STATEMENT OF CASH FLOWS
Increase (Decrease) in Cash
(Unaudited)

	Three Months Ended	
	June 27, 2008	June 29, 2007
	-----	-----
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	\$ 415,220	\$ 72,481
	-----	-----
Adjustments to reconcile net income to net cash used in operating activities:		
Depreciation	45,880	50,340
Changes in assets and liabilities:		
(Increase) in accounts receivable	(145,422)	(113,248)
(Increase) decrease in inventories	18,467	(83,268)
(Increase) in prepaid expenses and other current assets	(8,183)	(34,667)
Increase (decrease) in accounts payable	(68,700)	137,925
Increase in other current liabilities	45,757	107,453
Increase in accrued corporate income taxes	15,516	10,656
(Decrease) in due to pension plan payable	--	(12,000)
	-----	-----
Total adjustments	(96,685)	63,191
	-----	-----
NET CASH PROVIDED BY OPERATING ACTIVITIES	318,535	135,672
	-----	-----
CASH FLOWS FROM INVESTING ACTIVITIES:		
Acquisition of fixed assets	(43,385)	(53,694)
	-----	-----
NET CASH USED BY INVESTING ACTIVITIES	\$ (43,385)	\$ (53,694)
	=====	=====

The accompanying notes should be read in conjunction
with the financial statements.

-6-

IEH CORPORATION

STATEMENT OF CASH FLOWS

Edgar Filing: IEH CORPORATION - Form 10-Q

Increase (Decrease) in Cash
(Unaudited)

	Three Months Ended	
	June 27, 2008	June 29, 2007
CASH FLOWS FROM FINANCING ACTIVITIES:		
Principal payments on notes payable	\$ --	\$ (784)
(Payment) from accounts receivable financing	(54,747)	(73,761)
(Repayment) of loans payable - officers	(17,000)	(25,946)
	(71,747)	(100,491)
NET CASH (USED) BY FINANCING ACTIVITIES	(71,747)	(100,491)
INCREASE (DECREASE) IN CASH	203,403	(18,513)
CASH, beginning of period	29,136	34,908
	\$ 232,539	\$ 16,395
	=====	=====
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION		
Cash paid during the three months for:		
Interest	\$ 14,656	\$ 16,280
	=====	=====
Income Taxes	\$ 16,429	\$ 3,544
	=====	=====

The accompanying should be read in conjunction
with the financial statements.

-7-

IEH CORPORATION

NOTES TO FINANCIAL STATEMENTS
(Unaudited)

Note 1- INTERIM RESULTS AND BASIS OF PRESENTATION:

The accompanying unaudited financial statements as of June 27, 2008 and June 29, 2007 and for the three months then ended have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q. In the opinion of management, the unaudited financial statements have been prepared on the same basis as the annual financial statements and reflect all adjustments, which include only normal recurring adjustments, necessary to present fairly the financial position as of June 27, 2008 and June 29, 2007 and the results of operations and cash

Edgar Filing: IEH CORPORATION - Form 10-Q

flows for the three months then ended. The financial data and other information disclosed in these notes to the interim financial statements related to these periods are unaudited. The results for the three months ended June 27, 2008, are not necessarily indicative of the results to be expected for any subsequent quarter or the entire fiscal year. The balance sheet at March 28, 2008 has been derived from the audited financial statements at that date.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission (the "SEC"). The Company believes, however, that the disclosures in this report are adequate to make the information presented not misleading in any material respect. The accompanying financial statements should be read in conjunction with the audited financial statements of IEH Corporation as of March 28, 2008 and notes thereto included in the Company's report on Form 10-KSB as filed with the SEC.

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Description of Business:

The Company is engaged in the design, development, manufacture and distribution of high performance electronic printed circuit connectors and specialized interconnection devices. Electronic connectors and interconnection devices are used in providing electrical connections between electronic component assemblies. The Company develops and manufactures connectors, which are designed for a variety of high technology and high performance applications, and are primarily utilized by those users who require highly efficient and dense (the space between connection pins with the connector) electrical connections.

The Company is continuously redesigning and adapting its connectors to meet and keep pace with developments in the electronics industry and has, for example, developed connectors for use with flex-circuits now being used in aerospace programs, computers, air-borne communications systems, testing systems and other areas. The Company also services its connectors to meet specified product requirements.

-8-

IEH CORPORATION

NOTES TO FINANCIAL STATEMENTS
(Unaudited)

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

Revenue Recognition:

Revenues are recognized at the shipping date of the Company's products. The Company has historically adopted the shipping terms that title to merchandise passes to the customer at the shipping point (FOB Shipping Point). At this juncture, title has passed, the Company has recognized the sale, inventory has been relieved, and the customer has been invoiced. The Company does not offer any discounts, credits or other sales incentives.

Edgar Filing: IEH CORPORATION - Form 10-Q

The Company's policy with respect to customer returns and allowances as well as product warranty is as follows:

The Company will accept a return of defective product within one year from shipment for repair or replacement at the Company's option. If the product is repairable, the Company at its own cost, will repair and return it to the customer. If unrepairable, the Company will either offer an allowance against payment or will reimburse the customer for the total cost of product. The Company's experience has been that a loss from returns is extremely remote. Accordingly, the Company's management does not believe that an allowance for loss from returns is necessary.

Most of the Company's products are custom ordered by customers for a specific use. The Company provides engineering services as part of the relationship with its customers in developing the custom product. The Company is not obligated to provide such engineering service to its customers. The Company does not charge separately for these services.

Inventories:

Inventories are stated at cost, on a first-in, first-out basis, which does not exceed market value.

The Company manufactures products pursuant to specific technical and contractual requirements. The Company historically purchases material in excess of its requirements to avail itself of favorable pricing as well as the possibility of receiving additional orders from customers. This excess may result in material not being used in subsequent periods, which may result in this material being deemed obsolete.

The Company annually reviews its purchase and usage activity of its inventory of parts as well as work in process and finished goods to determine which items of inventory have become obsolete within the framework of current and anticipated orders. The Company based upon historical experience has determined that if a part has not been used and purchased or an item of finished goods has not been sold in three years, it is deemed to be obsolete. The Company estimates which materials may be obsolete and which products in work in process or finished goods may be sold at less than cost. A periodic adjustment, based upon historical experience is made to inventory in recognition of this impairment.

-9-

IEH CORPORATION

NOTES TO FINANCIAL STATEMENTS (Unaudited)

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

Concentration of Credit Risk:

The Company maintains cash balances at one financial institution. Amounts on deposit are insured by the Federal Deposit Insurance Corporation up to \$100,000 in the aggregate. The Company had \$232,539 on deposit as of June 27, 2008 which exceeded the FDIC insured amount.

Edgar Filing: IEH CORPORATION - Form 10-Q

As of March 28, 2008 the Company had no uninsured balances.

Property, Plant and Equipment:

Property, plant and equipment is stated at cost less accumulated depreciation and amortization. The Company provides for depreciation and amortization using the Double Declining Balance method over the estimated useful lives (5-7 years) of the related assets.

Maintenance and repair expenditures are charged to operations, and renewals and betterments are capitalized. Items of property, plant and equipment, which are sold, retired or otherwise disposed of, are removed from the asset and accumulated depreciation or amortization accounts. Any gain or loss thereon is either credited or charged to operations.

Income Taxes:

The Company follows the policy of treating investment tax credits as a reduction in the provision for federal income tax in the year in which the credit arises or may be utilized. Deferred income taxes arise from temporary differences resulting from different depreciation methods used for financial and income tax purposes. The Company has adopted Statement of Financial Accounting Standards (SFAS) No. 109, "Accounting for Income Taxes".

Net Income Per Share:

The Company has adopted the provisions of SFAS No. 128, "Earnings Per Share", which requires the disclosure of "basic" and "diluted" earnings (loss) per share. Basic earnings per share is computed by dividing net income by the weighted average number of common shares outstanding during each period. Diluted earnings per share is similar to basic earnings per share except that the weighted average number of common shares outstanding is increased to reflect the dilutive effect of potential common shares, such as those issuable upon the exercise of stock or warrants, as if they had been issued. For the three months ended June 27, 2008 and June 29, 2007, there were no items of potential dilution that would impact on the computation of diluted earnings or loss per share.

Fair Value of Financial Instruments:

SFAS 133, "Accounting for Derivative Instruments and Hedging Activities," requires that an entity recognize all derivatives as either assets or liabilities in the statements of financial position and measure those instruments at fair value.

-10-

IEH CORPORATION

NOTES TO FINANCIAL STATEMENTS
(Unaudited)

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

Fair Value of Financial Instruments: (continued)

Edgar Filing: IEH CORPORATION - Form 10-Q

The respective carrying value of certain on-balance-sheet financial instruments approximates their fair values. These financial instruments include cash, accounts receivable, accounts payable and borrowings. Fair values were assumed to approximate carrying values for these financial instruments since they are short-term in nature and their carrying amounts approximate fair value or they were receivable or payable on June 27, 2008.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses, and disclosure of contingent assets and liabilities at the date of the financial statements. Actual amounts could differ from those estimates.

Impairment of Long-Lived Assets:

SFAS No. 144, "Accounting for The Impairment or Disposal of Long-Lived Assets," requires that long-lived assets and certain identifiable intangibles to be held and used by an entity be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. The Company has adopted SFAS No. 144. There were no long-lived asset impairments recognized by the Company for the three months ended June 27, 2008 and June 29, 2007, respectively.

Reporting Comprehensive Income:

The Company has adopted the provisions of SFAS No. 130, "Reporting Comprehensive Income". This Statement established standards for reporting and display of comprehensive income and its components (revenues, expenses, gains and losses) in an entity's financial statements. This Statement requires an entity to classify items of other comprehensive income by their nature in a financial statement and display the accumulated balance of other comprehensive income separately from retained earnings and additional paid-in capital in the equity section of a statement of balance sheet. There were no material items of comprehensive income to report for the three months ended June 27, 2008 and June 29, 2007, respectively.

Segment Information:

The Company has adopted the provisions of SFAS No. 131, "Disclosures About Segment of An Enterprise and Related Information." This Statement requires public enterprises to report financial and descriptive information about its reportable operating segments and establishes standards for related disclosures about product and services, geographic areas, and major customers. The adoption of SFAS No. 131 did not affect the Company's presentation of its results of operations or financial position.

-11-

IEH CORPORATION

NOTES TO FINANCIAL STATEMENTS
(Unaudited)

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

Edgar Filing: IEH CORPORATION - Form 10-Q

Research and Development:

The Company provides personalized engineering services to its customers by designing connectors for specific customer applications. The employment of electromechanical engineers is the anticipated cornerstone of the Company's future growth. The Company maintains a testing laboratory where its engineers experiment with new connector designs based on changes in technology and in an attempt to create innovative, more efficient connector designs.

The Company did not expend any funds on customer sponsored research and development during the three months ended June 27, 2008 and June 29, 2007, respectively. In addition the Company did not receive any revenues related to customer sponsored research and development activities during the three months ended June 27, 2008 and June 29, 2007.

Effect of New Accounting Pronouncements:

Effective April 1, 2007, the Company adopted the provisions of Financial Accounting Standards Board Interpretation No.48 ("FIN 48"), "Accounting for Uncertainty in Income Taxes- an interpretation of FASB Statement No. 109", which clarifies the accounting for uncertainty in income taxes recognized in an entity's financial statements in accordance with FASB Statement No.109, "Accounting for Income Taxes". FIN 48 prescribes a recognition threshold and measurement attribute for the financial statement disclosures of tax positions taken or expected to be taken in an income tax filing. The evaluation of a tax position is a two step process. The first step requires an entity to determine whether it is more likely than not that a tax position will be sustained upon examination based upon the technical merits of the position. The second step requires an entity to recognize in the financial statements each tax position that meets the more likely than not criteria, measured at the largest amount of benefit that has a greater than fifty percent likelihood of being recognized. FIN 48 also provides guidance on de-recognition, classification, interest and penalties, accounting for interim periods, disclosure and transition.

The Company believes that with its adoption of FIN 48, that the income tax positions taken by it did not have a material effect on the financial statements for the three months ended June 27, 2008.

In December 2006, the FASB issued SFAS No. 157, "Fair Value Measurements", which enhances existing guidance for measuring assets and liabilities using fair value. This Standard provides a single definition of fair value, together with a framework for measuring it, and requires additional disclosure about the use of fair value to measure assets and liabilities. SFAS No. 157 is effective for financial statements issued for fiscal years beginning after November 15, 2007, and interim periods within those fiscal years. The Company does not believe that SFAS No. 157 will have a material impact on its financial statements.

-12-

IEH CORPORATION

NOTES TO FINANCIAL STATEMENTS
(Unaudited)

Edgar Filing: IEH CORPORATION - Form 10-Q

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

Effect of New Accounting Pronouncements: (continued)

In February 2007, the FASB issued SFAS No. 159 ("SFAS 159") "The Fair Value Option for Financial Assets and Financial Liabilities", providing companies with an option to report selected financial assets and liabilities at fair value. The Standard's objective is to reduce both complexity in accounting for financial instruments and the volatility in earnings caused by measuring related assets and liabilities differently. It also requires entities to display the fair value of those assets and liabilities for which the Company has chosen to use fair value on the face of the balance sheet. SFAS 159 is effective for fiscal years beginning after November 15, 2007. The Company does not believe that SFAS No. 159 will have a material impact on its financial statements.

Note 3 - INVENTORIES:

Inventories are stated at cost, on a first-in, first-out basis, which does not exceed market value.

The Company manufactures products pursuant to specific technical and contractual requirements. The Company historically purchases material in excess of its requirements to avail itself of favorable pricing as well as the possibility of receiving additional orders from customers. This excess may result in material not being used in subsequent periods, which may result in this material being deemed obsolete.

The Company annually reviews its purchase and usage activity of its inventory of parts as well as work in process and finished goods to determine which items of inventory have become obsolete within the framework of current and anticipated orders. The Company based upon historical experience has determined that if a part has not been used and purchased or an item of finished goods has not been sold in three years, it is deemed to be obsolete. The Company estimates which materials may be obsolete and which products in work in process or finished goods may be sold at less than cost. A periodic adjustment, based upon historical experience is made to inventory in recognition of this impairment.

Inventories are comprised of the following:

	June 27, 2008	March 28, 2008
	-----	-----
Raw materials	\$ 919,149	\$ 927,774
Work in progress	781,188	788,519
Finished goods	267,563	270,074
	-----	-----
	\$1,967,900	\$1,986,367
	=====	=====

Edgar Filing: IEH CORPORATION - Form 10-Q

NOTES TO FINANCIAL STATEMENTS (Unaudited)

Note 4 - PREPAID EXPENSES AND OTHER CURRENT ASSETS:

Prepaid expenses and other current assets are comprised of the following:

	June 27, 2008	March 28, 2008
	-----	-----
Prepaid insurance	\$11,684	\$16,348
Prepaid corporate taxes	15,622	7,681
Other current assets	5,014	108
	-----	-----
	\$32,320	\$24,137
	=====	=====

Note 5 - PROPERTY, PLANT AND EQUIPMENT:

Property, plant and equipment are as follows:

	June 27, 2008	March 28, 2008
	-----	-----
Computers	\$ 212,321	\$ 212,321
Leasehold improvements	585,831	585,831
Machinery and equipment	4,934,838	4,903,733
Tools and dies	2,075,467	2,063,187
Furniture and fixture	155,935	155,935
Website development cost	7,550	7,550
	-----	-----
	7,971,942	7,928,557
Less: accumulated depreciation and amortization	6,802,058	6,756,178
	-----	-----
	\$1,169,884	\$1,172,379
	=====	=====

Note 6 - ACCOUNTS RECEIVABLE FINANCING:

The Company entered into an accounts receivable financing agreement whereby it can borrow up to eighty percent of its eligible receivables (as defined in the agreement) at an interest rate of 2 1/2 % above JP Morgan Chase's publicly announced rate of 5.0% at June 27, 2008. However, the agreement does stipulate that the minimum interest rate is 12% per annum. The agreement has an initial term of one year and will automatically renew for successive one-year terms, unless terminated by the Company or Lender upon receiving sixty days prior notice. The loan is secured by the Company's accounts receivable and inventories. The balance due under this agreement as of June 27, 2008 was \$458,631. The balance due as of March 28, 2008 was \$513,378.

Edgar Filing: IEH CORPORATION - Form 10-Q

IEH CORPORATION

NOTES TO FINANCIAL STATEMENTS
(Unaudited)

Note 7 - OTHER CURRENT LIABILITIES:

Other current liabilities are comprised of the following:

	June 27, 2008	March 28, 2008
	-----	-----
Payroll and vacation accruals	\$199,518	\$172,215
Sales commissions	23,936	16,504
Other	14,022	3,000
	-----	-----
	\$237,476	\$191,719
	=====	=====

Note 8 - RELATED PARTIES TRANSACTIONS:

One of the Company's officers has periodically loaned the Company money on a non-interest bearing basis in order to finance working capital requirements. As of March 28, 2008, the amount due to this officer was \$17,000. During the three months ended June 27, 2008 this officer was fully repaid.

Note 9 - PENSION PLAN-SALARIED PERSONNEL:

On June 30, 1995, the Company applied to the Pension Benefit Guaranty Corporation ("PBGC") to have the PBGC assume all of the Company's responsibilities and liabilities under its Salaried Pension Plan. On April 26, 1996, the PBGC determined that the Salaried Pension Plan did not have sufficient assets available to pay benefits, which were and are currently due under the terms of the Plan.

The PBGC further determined that pursuant to the provisions of the Employment Retirement Income Security Act of 1974, as amended ("ERISA"), that the Plan must be terminated in order to protect the interests of the Plan's participants. Accordingly, the PBGC proceeded pursuant to ERISA to have the Plan terminated and the PBGC appointed as statutory trustee, and to have July 31, 1995 established as the Plan's termination date.

The Company and the PBGC negotiated a settlement on the entire matter and on July 2, 2001, an agreement was reached whereby the Company's liability to the PBGC was reduced to \$244,000. The Company will make monthly payments to the PBGC as follows:

September 1, 2003 to August 1, 2004	\$2,000 per month
September 1, 2004 to August 1, 2006	\$3,000 per month
September 1, 2006 to August 1, 2007	\$4,000 per month

Edgar Filing: IEH CORPORATION - Form 10-Q

NOTES TO FINANCIAL STATEMENTS (Unaudited)

Note 9 - PENSION PLAN-SALARIED PERSONNEL: (continued)

Additionally, the Company had made balloon payments of \$25,000 each on January 1, 2004, May 1, 2004, May 1, 2005 and January 1, 2006.

The Company also granted the PBGC a lien on the Company's machinery and equipment.

As a result of this agreement the amount due the PBGC was restated to \$244,000. As of August 31, 2007, the Company had satisfied its obligation to the PBGC and the resultant lien was released.

Note 10- CHANGES IN STOCKHOLDERS' EQUITY:

Retained earnings increased by \$415,220, which represents the net income for the three months ended June 27, 2008.

Note 11- 2002 EMPLOYEE STOCK OPTION PLAN:

Under this Plan, the exercise price of an option designated as an Incentive Stock Option shall not be less than the fair market value of the Company's common stock on the day the option is granted. In the event an option designated as an incentive stock option is granted to a ten percent (10%) shareholder, such exercise price shall be at least 110 Percent (110%) of the fair market value or the Company's common stock and the option must not be exercisable after the expiration of five years from the day of the grant.

Exercise prices of non-incentive stock options may be less than the fair market value of the Company's common stock.

The aggregate fair market value of shares subject to options granted to a participant(s), which are designated as incentive stock options, and which become exercisable in any calendar year, shall not exceed \$100,000. As of June 27, 2008 no options had been granted under this Plan.

Note 12 - CASH BONUS PLAN:

In 1987, the Company adopted a cash bonus plan ("Cash Bonus Plan") for Executive Officers. Contributions to the Cash Bonus Plan are made by the Company only after pre-tax operating profits exceed \$150,000 for a fiscal year, and then to the extent of 10% of the excess of the greater of \$150,000 or 25% of pre-tax operating profits. The Company accrued \$8,700 for the three months ended June 27, 2008. For the year ended March 28, 2008, the contribution was \$33,100.

-16-

IEH CORPORATION

NOTES TO FINANCIAL STATEMENTS
(Unaudited)

Note 13 - COMMITMENTS:

Edgar Filing: IEH CORPORATION - Form 10-Q

The Company leases its facility under a renewed tenure lease agreement, which expires on August 23, 2011. The Company is obligated under this lease at minimum annual rentals as follows:

Fiscal year ending March:

2009	\$ 126,288
2010	168,384
2011	112,256

	\$ 406,928
	=====

The rental expense for the three months ended June 27, 2008 and June 29, 2007 was \$36,267 and \$36,267, respectively.

The Company has a collective bargaining multi-employer pension plan ("Multi-Employer Plan") with the United Auto Workers of America, Local 259 ("UAW"). Contributions are made by the Company in accordance with a negotiated labor contract and are based on the number of covered employees employed per month. With the passage of the Multi-Employer Pension Plan Amendment Act of 1990 (the "Act"), the Company may become subject to liabilities in excess of contributions made under the collective bargaining agreement. Generally, these are contingent upon termination, withdrawal, or partial withdrawal from the Multi-Employer Plan. The Company has not taken any action to terminate, withdraw or partially withdraw from the Multi-Employer Plan, nor does it intend to do so in the future. Under the Act, liabilities would be based upon the Company's proportional share of the Multi-Employer Plan's unfunded vested benefits which is currently not available. The amount of accumulated benefits and net assets of such Plan also is not currently available to the Company. The total contributions charged to operations under the provisions of the Multi-Employer Plan were \$21,087 and \$17,588 for the three months ended June 27, 2008 and June 29, 2007, respectively.

In 1992, the Company had been in arrears with respect to its contributions to the Multi-Employer Plan in the amount of \$186,467. The Company and the UAW entered into a verbal agreement whereby the Company would continue making current contributions as well as making periodic payments to satisfy the outstanding arrears obligation to the Multi-Employer Plan. The outstanding obligation was satisfied by the Company on July 12th, 2007. Under the terms of this verbal agreement, the Company was not obligated to pay interest until the arrears was satisfied.

The UAW and the Company agreed in October 2007 that the total amount of interest due would be \$85,000. The Company paid the \$85,000 to the UAW in October 2007 and satisfied its indebtedness.

-17-

IEH CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Forward Looking Statements

Edgar Filing: IEH CORPORATION - Form 10-Q

This report contains forward looking statements within the meaning of Section 21E of the Securities and Exchange Act of 1934, as amended (the "Act") and Section 27A of the Securities Act of 1933 (the "1933 Act"). Statements contained in this report which are not statements of historical facts may be considered forward-looking information with respect to plans, projections, or future performance of the Company as defined under the Private Securities litigation Reform Act of 1995. These forward-looking statements are subject to risks and uncertainties which could cause actual results to differ materially from those projected. The words "anticipate", "believe", "estimate", "expect", "objective", and "think" or similar expressions used herein are intended to identify forward-looking statements. The forward-looking statements are based on the Company's current views and assumptions and involve risks and uncertainties that include, among other things, the effects of the Company's business, actions of competitors, changes in laws and regulations, including accounting standards, employee relations, customer demand, prices of purchased raw material and parts, domestic economic conditions, including housing starts and changes in consumer disposable income, and foreign economic conditions, including currency rate fluctuations. Some or all of the facts are beyond the Company's control.

Except as may be required by applicable law, we do not undertake or intend to update or revise our forward-looking statements, and we assume no obligation to update any forward-looking statements contained in this report as a result of new information or future events or developments. Thus, you should not assume that our silence over time means that actual events are bearing out as expressed or implied in such forward-looking statements. You should carefully review and consider the various disclosures we make in this report and our other reports filed with the SEC that attempt to advise interested parties of the risks, uncertainties and other factors that may affect our business. The following discussion and analysis should be read in conjunction with the financial statements and related footnotes which provide additional information concerning the Company's financial activities and condition.

Critical Accounting Policies

The Financial Statements have been prepared in accordance with accounting principles generally accepted in the United States of America, which require the Company to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the Financial Statements, and revenues and expenses during the periods reported. Actual results could differ from those estimates. The Company believes the following are the critical accounting policies, which could have the most significant effect on the Company's reported results and require the most difficult, subjective or complex judgments by management.

- o **Impairment of Long-Lived Assets:**
The Company reviews its long-lived assets for impairment whenever events or circumstances indicate that the carrying amount of an asset may not be recoverable. If the sum of the expected cash flows, undiscounted and without interest, is less than the carrying amount of the asset, an impairment loss is recognized as the amount by which the carrying amount of the asset exceeds its fair value. The Company makes estimates of its future cash flows related to assets subject to impairment review.
- o **Inventory Valuation:**
Raw materials and supplies are valued at the lower of first-in, first-out cost or market. Finished goods and work in process are valued at the lower of actual cost, determined on a specific identification basis, or market. The Company estimates which materials may be obsolete and which products in work in process or finished goods may be sold at less than cost, and adjusts their inventory value accordingly. Future

Edgar Filing: IEH CORPORATION - Form 10-Q

periods could include either income or expense items if estimates change and for differences between the estimated and

-18-

IEH CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)

Critical Accounting Policies (continued)

actual amount realized from the sale of inventory.

- o **Income Taxes:**
The Company records a liability for potential tax assessments based on its estimate of the potential exposure. Due to the subjectivity and complex nature of the underlying issues, actual payments or assessments may differ from estimates. Income tax expense in future periods could be adjusted for the difference between actual payments and the Company's recorded liability based on its assessments and estimates.

- o **Revenue Recognition:**
Revenues are recognized at the shipping date of the Company's products. The Company has historically adopted the shipping terms that title merchandise passes to the customer at the shipping point (FOB Shipping Point). At this juncture, title has passed, the Company has recognized the sale, inventory has been relieved, and the customer has been invoiced. The Company does not offer any discounts, credits or other sales incentives.

The Company's policy with respect to customer returns and allowances as well as product warranty is as follows:

The Company will accept a return of defective product within one year from shipment for repair or replacement at the Company's option. If the product is repairable, the Company at its own cost will repair and return it to the customer. If unrepairable, the Company will either offer an allowance against payment or will reimburse the customer for the total cost of the product.

Most of the Company's products are custom ordered by customers for a specific use. The Company provides engineering services as part of the relationship with its customers in developing the custom product. The Company is not obligated to provide such engineering service to its customers. The Company does not charge separately for these services.

- o **Research & Development:**
The Company provides personalized engineering services to its customers by designing connectors for specific customer applications. The employment of electromechanical engineers is the anticipated cornerstone of the Company's future growth. The Company maintains a testing laboratory where its engineers experiment with new connector designs based on changes in technology and in an attempt to create innovative, more efficient connector designs.

-19-

Edgar Filing: IEH CORPORATION - Form 10-Q

IEH CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)

Results of Operations

The following table sets forth for the periods indicated, percentages for certain items reflected in the financial data as such items bear to the revenues of the Company:

Relationship to Total Revenues	June 27, 2008	June 29, 2007
	-----	-----
Operating Revenues (in thousands)	\$ 2,577	\$ 1,769
	-----	-----
Operating Expenses: (as a percentage of Operating Revenues)		
Costs of Products Sold	66.1%	71.8%
Selling, General and Administrative	14.2%	16.9%
Interest Expense	.8%	3.5%
Depreciation and amortization	1.8%	2.9%
	-----	-----
TOTAL COSTS AND EXPENSES	82.9%	95.1%
	-----	-----
Operating Income (loss)	17.1%	4.9%
Other Income	--	--
	-----	-----
Income (loss) before Income Taxes	17.1%	4.9%
Income Taxes	(.9%)	(.8%)
	-----	-----
Net Income (loss)	16.2%	4.1%
	=====	=====

Comparative Analysis—Three Months Ended June 27, 2008 and June 29, 2007

Operating revenues for the three months ended June 27, 2008 amounted to \$2,577,473 reflecting a 45.7% increase versus the three months ended June 29, 2007 revenues of \$1,768,676. The sharp increase in revenues can be attributed to a dramatic increase in commercial aerospace spending, new customers in the medical device manufacturing sector as well as internal production efficiencies.

Cost of products sold amounted to \$1,704,391 for the three months ended June 27, 2008, or 66.1% of operating revenues. This reflected a \$433,870 or 34.1% increase in the cost of products sold from \$1,270,521 or 71.8% of operating revenues for the three months ended June 29, 2007. The increase in cost of product sold is due primarily to the increase in costs related to the increase in revenues for the quarter ended June 27, 2008.

Edgar Filing: IEH CORPORATION - Form 10-Q

IEH CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)

Comparative Analysis—Three Months Ended June 27, 2008 and June 29, 2007
(continued)

Selling, general and administrative expenses were \$366,830 or 14.2% of operating revenues for the three months ended June 27, 2008 compared to \$299,621 or 16.9% of operating revenues for the three months ended June 29, 2007. This category of expense increased by \$67,209 or 22.4% from the prior year. The increase can be attributed to an increase in salaries to sales personnel, commissions and travel expenses.

Interest expense was \$21,209 or the three months ended June 27, 2008 or .8% of operating revenues. For the fiscal three months ended June 29, 2007, interest expense was \$61,540 or 3.5% of operating revenues. The decrease of \$40,331 or 65.5% reflects primarily management's commitment to apply revenues to reduce the Company's debt.

Depreciation and amortization of \$45,880 or 1.8% of operating revenues was reported for the three months ended June 27, 2008. This reflects a decrease of \$4,460 from the comparable three month period ended June 29, 2007 of \$50,340 or 2.9% of operating revenues. The reduction in depreciation is the result of assets being written off prior to the three months ended June 27, 2008.

The Company reported net income of \$415,220 for the three months ended June 27, 2008 representing basic earnings of \$.18 per share as compared to net income of \$72,481 or \$.03 per share for the three months ended June 29, 2007. The increase in net income for the current three month period can be attributed primarily to the increased revenue recorded during the current quarter.

Liquidity and Capital Resources

The Company reported working capital of \$2,308,437 as of June 27, 2008 compared to a working capital of \$1,890,722 as of March 28, 2008. The increase in working capital of \$417,715 was attributable to the following items:

Net income	\$415,220
Depreciation and amortization	45,880
Capital expenditures	(43,325)
Other transactions	(60)

As a result of the above, the current ratio (current assets to current liabilities) was 2.85 to 1 at June 27, 2008 as compared to 2.42 to 1 at March 28, 2008. Current liabilities at June 27, 2008 were \$1,249,964 compared to \$1,329,138 at March 28, 2008.

The Company reported \$43,325 in capital expenditures for the three months ended June 27, 2008 and reported depreciation of \$45,880 for the same three-month period.

The net income of \$415,220 for the three months ended June 27, 2008 resulted in an increase in stockholders' equity to \$3,503,105 as compared to stockholders' equity of \$3,087,885 at March 28, 2008.

The Company has an accounts receivable financing agreement with a factor, which bears interest at 2.5% above

IEH CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)

Liquidity and Capital Resources (continued)

prime. However, the agreement does stipulate that the minimum interest rate is 12% per annum. At June 27, 2008 the amount outstanding with the factor was \$458,631 as compared to \$513,378 at March 28, 2008. The loan is secured by the Company's accounts receivables and inventories. The factor provides discounted funds based upon the Company's accounts receivables, these funds provide the primary source of working capital for operations.

In the past two fiscal years, management has been reviewing its collection practices and policies for outstanding receivables and has revised its collection procedures to a more aggressive collection policy. As a consequence of this new policy the Company's experience is that its customers have been remitting payments on a more consistent and timely basis. The Company reviews the collectability of all accounts receivable on a monthly basis. The reserve is less than 2% of average gross accounts receivable and is considered to be conservatively adequate.

One of the Company's officers has periodically loaned the Company money on a non-interest bearing basis in order to finance working capital requirements. As of March 28, 2008 the amount due to this officer was \$17,000. During the three months ended June 27, 2008 this officer was fully repaid.

The Company has the Multi-Employer Plan with the UAW. Contributions are made by the Company in accordance with a negotiated labor contract and are based on the number of covered employees employed per month. With the passage of the Act, the Company may become subject to liabilities in excess of contributions made under the collective bargaining agreement. Generally, these are contingent upon termination, withdrawal, or partial withdrawal from the Multi-Employer Plan. The Company has not taken any action to terminate, withdraw or partially withdraw from the Multi-Employer Plan, nor does it intend to do so in the future. Under the Act, liabilities would be based upon the Company's proportional share of the Multi-Employer Plan's unfunded vested benefits which is currently not available. The amount of accumulated benefits and net assets of such Plan also is not currently available to the Company. The total contributions charged to operations under the provisions of the Multi-Employer Plan were \$21,087 and \$17,588 for the three months ended June 27, 2008 and June 29, 2007, respectively.

In 1992, the Company had been in arrears with respect to its contributions to the Multi-Employer Plan in the amount of \$186,467. The Company and the UAW entered into a verbal agreement whereby the Company would continue making current contributions as well as making periodic payments to satisfy the outstanding arrears obligation to the Multi-Employer Plan. The outstanding obligation was satisfied by the Company on July 12th, 2007. Under the terms of this verbal agreement, the Company was not obligated to pay interest until the arrears was satisfied.

The UAW and the Company agreed in October 2007 that the total amount of interest due would be \$85,000. The Company paid the \$85,000 to the UAW in October 2007 and satisfied its indebtedness.

On June 30, 1995, the Company applied to the PBGC to have the PBGC assume all of the Company's responsibilities and liabilities under its Salaried Pension Plan.

Edgar Filing: IEH CORPORATION - Form 10-Q

On April 26, 1996, the PBGC determined that the Salaried Pension Plan did not have sufficient assets available to pay benefits, which were and are currently due under the terms of such Plan.

The PBGC further determined that pursuant to the provisions of the ERISA that the Salaried Pension Plan must be terminated in order to protect the interests of such Plan's participants. Accordingly, the PBGC proceeded pursuant to ERISA

-22-

IEH CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)

Liquidity and Capital Resources (continued)

to have the Salaried Pension Plan terminated and the PBGC appointed as statutory trustee and to have July 31, 1995 established as the Salaried Pension Plan's termination date.

The Company and the PBGC agreed to the terms of a settlement of the matter. The agreement is effective July 2, 2001. Under the agreement, the Company and the PBGC agreed on a total sum of \$244,000. The Company has agreed to make payments as follows:

September 1, 2003 to August 1, 2004	\$2,000 per month
September 1, 2004 to August 1, 2006	\$3,000 per month
September 1, 2006 to August 1, 2007	\$4,000 per month

Additionally, the Company had made balloon payments of \$25,000 each on January 1, 2004, May 1, 2004, May 1, 2005 and January 1, 2006.

The Company granted the PBGC a lien on the Company's machinery and equipment.

As a result of this agreement the amount due the PBGC was restated to \$244,000. As of August 31, 2007, the Company had satisfied its obligation to the PBGC and the resultant lien was released.

On September 21, 2001, the Company's shareholders approved the adoption of the Company's 2002 Employee Stock Option Plan to provide for the grant of options to purchase up to 750,000 shares of the Company's common stock to all employees, including senior management. No options have been granted under the Employee Option Plan to date.

Options granted to employees under the 2002 Employee Stock Option Plan may be designated as options which qualify for incentive stock option treatment under Section 422A of the Internal Revenue Code, or option which do not so qualify.

Under this Plan, the exercise price of an option designated as an Incentive Stock Option shall not be less than the fair market value of the Company's common stock on the day the option is granted. In the event an option designated as an incentive stock option is granted to a ten percent (10%) share holder, such exercise price shall be at least 110 Percent (110%) of the fair market value or the Company's common stock and the option must not be exercisable after the expiration of five years from the day of the grant. Exercise prices of non-incentive stock options may be less than the fair market value of the Company's common stock. The aggregate fair market value of shares subject to options granted to its participants, which are designated as incentive stock

Edgar Filing: IEH CORPORATION - Form 10-Q

options, and which become exercisable in any calendar year, shall not exceed \$100,000. As of June 27, 2008, no options had been granted under the Plan.

In 1987, the Company adopted the Cash Bonus Plan for executive officers. Contributions to the Cash Bonus Plan are made by the Company only after pre-tax operating profits exceed \$150,000 for a fiscal year, and then to the extent of 10% of the excess of the greater of \$150,000 or 25% of pre-tax operating

-23-

IEH CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)

Liquidity and Capital Resources (continued)

profits. The Company accrued \$8,700 for the three months ended June 27, 2008. For the year ended March 28, 2008, the contribution was \$33,100.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

We do not believe that any of our financial instruments have significant risk associated with market sensitivity. For more information on these investments see Note 2 to our financial statements included in this Form 10-Q. We are not exposed to significant financial market risks from changes in foreign currency exchange rates and are only minimally impacted by changes in interest rates. We have not used, and currently do not contemplate using, any derivative financial instruments.

Interest Rate Risk

At any time, fluctuations in interest rates could affect interest earnings on our cash and marketable securities. We believe that the effect, if any, of reasonably possible near term changes in interest rates on our financial position, results of operations, and cash flows would not be material. Currently, we do not hedge these interest rate exposures. The primary objective of our investment activities is to preserve capital. We have not used derivative financial instruments in our investment portfolio.

As of June 27, 2008, our unrestricted cash was \$232,539 of which \$62,263 was in an interest bearing money market account with and the balance of \$170,276 was maintained in non-interest bearing checking accounts used to pay operating expenses.

ITEM 4. CONTROLS AND PROCEDURES

Based on an evaluation of the effectiveness of the Company's "disclosure controls and procedures" (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended, (the "Exchange Act."), the Company's Chief Executive Officer and Chief Financial Officer (who is also our controller and principal accounting officer) concluded that, as of the end of the period covered by this Report on Form 10-QSB, the Company's disclosure controls and procedures are effective to ensure that all information required to be disclosed by the Company in this Report that it files or submits under the Exchange Act is, recorded, processed, and reported within the time periods specified within the Securities and Exchange Commission's rules and forms. There have been no changes in our internal control over financial reporting during the

Edgar Filing: IEH CORPORATION - Form 10-Q

quarter ended June 27, 2008 that have been materially affected, or are reasonably likely to materially affect our internal controls over financial reporting.

-24-

IEH CORPORATION

PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

The Company is not involved in any legal proceedings which may have a material effect upon the Company, its financial condition or operations.

ITEM 1A. RISK FACTORS

Risks Related to Our Business

Failure to increase our revenue and keep our expenses consistent with revenues could prevent us from achieving and maintaining profitability.

We have generated net income of \$ 603,865, \$200,693 and \$ 1,137,622, respectively, for the fiscal years ended March 28, 2008, March 30, 2007 and March 31, 2006 and \$415,220 for the quarter ended June 27, 2008. We have expended, and will continue to be required to expend, substantial funds to pursue product development projects, enhance our marketing and sales efforts and to effectively maintain business operations. Therefore, we will need to generate higher revenues to achieve and maintain profitability and cannot assure you that we will be profitable in any future period.

Our capital requirements are significant and we have historically partially funded our operations through the financing of our accounts receivable.

We have an existing accounts receivable financing agreement with a factor whereby we can borrow up to eighty percent of our eligible receivables at an interest rate of 2 1/2 % above JP Morgan Chase's publicly announced interest rate. No assurances can be given that this financing agreement will continue into the future. If we are unable to continue with this agreement, our cash flow might adversely be affected.

Our success is dependent on the performance of our management and the cooperation, performance and retention of our executive officers and key employees.

Our business and operations are substantially dependent on the performance of our senior management team and executive officers. If our management team is unable to perform it may adversely impact our results of operations and financial condition. We do not maintain "key person" life insurance on any of our executive officers. The loss of one or several key employees could seriously harm our business. Any reorganization or reduction in the size of our employee base could harm our ability to attract and retain other valuable employees critical to the success of our business.

If we lose key personnel or fail to integrate replacement personnel successfully, our ability to manage our business could be impaired.

Our future success depends upon the continued service of our key management, technical, sales, finance, and other critical personnel. We cannot assure you that we will be able to retain them. Key personnel have left our Company in the past and there likely will be additional departures of key personnel from time

Edgar Filing: IEH CORPORATION - Form 10-Q

to time in the future. The loss of any key employee could result in significant disruptions to our operations, including adversely affecting the timeliness of product releases, the successful implementation and completion of Company initiatives, the effectiveness of our disclosure controls and procedures and our internal control over financial reporting, and the results of our operations. In addition, hiring, training, and successfully integrating replacement sales and other personnel could be time consuming, may cause additional disruptions to our operations, and may be unsuccessful, which could negatively impact future revenues.

-25-

IEH CORPORATION

ITEM 1A. RISK FACTORS (continued)

Our reported financial results could be adversely affected by changes in financial accounting standards or by the application of existing or future accounting standards to our business as it evolves.

As a result of the enactment of the Sarbanes-Oxley Act and the review of accounting policies by the SEC and national and international accounting standards bodies, the frequency of accounting policy changes may accelerate. Possible future changes to accounting standards, could adversely affect our reported results of operations.

Risks Related to Our Common Stock

Our stock price is volatile and could decline.

The price of our common stock has been, and is likely to continue to be, volatile. For example, our stock price during the fiscal year ended March 28, 2008 traded as low as \$1.60 per share and as high as \$2.90 per share. We cannot assure you that your initial investment in our common stock will not fluctuate significantly. The market price of our common stock may fluctuate significantly in response to a number of factors, some of which are beyond our control, including:

- o quarterly variations in our operating results;
- o announcements we make regarding significant contracts, acquisitions, dispositions, strategic partnerships, or joint ventures;
- o additions or departures of key personnel;
- o the introduction of competitive offerings by existing or new competitors;
- o uncertainty about and customer confidence in the current economic conditions and outlook;
- o reduced demand for any of our products; and o sales of our common stock.

In addition, the stock market in general, and companies whose stock is listed on The NASDAQ Global Market, have experienced extreme price and volume fluctuations that have often been disproportionate to the operating performance of these companies. Broad market and industry factors may negatively affect the market price of our common stock, regardless of our actual operating performance.

Since we have not paid dividends on our common stock, you may not receive income from this investment.

We have not paid any dividends on our common stock since our inception and do not contemplate or anticipate paying any dividends on our common stock in the

Edgar Filing: IEH CORPORATION - Form 10-Q

foreseeable future. Earnings, if any, will be used to finance the development and expansion of our business

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS;
PURCHASES OF EQUITY SECURITIES

Not applicable

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None

-26-

IEH CORPORATION

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

None

ITEM 5. OTHER MATTERS.

None

ITEM 6. EXHIBITS.

(a) Exhibits

Exhibit 31.1 Certification Pursuant to Section 302 of the Sarbanes Oxley Act

Exhibit 31.2 Certification Pursuant to Section 302 of the Sarbanes Oxley Act

Exhibit 32.1 Certification Pursuant to Section 906 of the Sarbanes Oxley Act

Exhibit 32.2 Certification Pursuant to Section 906 of the Sarbanes Oxley Act

(b) Reports on Form 8-K during Quarter

None

-27-

SIGNATURES

In accordance with the requirements of the Exchange Act, the Registrant has duly caused this Report on Form 10-QSB to be signed on its behalf by the undersigned, thereunto duly authorized.

IEH CORPORATION
(Registrant)

August 11, 2008

/s/ Michael Offerman

Edgar Filing: IEH CORPORATION - Form 10-Q

Michael Offerman
President (Principal Executive Officer)

August 11, 2008

/s/ Robert Knoth

Robert Knoth
Chief Financial Officer/Controller/Principal
Accounting Officer

-28-