

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) **February 13, 2014**

ADVANTAGE TECHNOLOGIES GROUP, INC.
(Exact name of Registrant as specified in its Charter)

Oklahoma
(State or other Jurisdiction of Incorporation)

1-10799	73-1351610
(Commission file Number)	(IRS Employer Identification No.)
1221 E. Houston, Broken Arrow Oklahoma	74012
(Address of Principal Executive Offices)	(Zip Code)

(918) 251-9121
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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 Communication 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© under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operation and Financial Condition.

ADDvantage Technologies Group, Inc. (NASDAQ: AEY), today announced its financial results for the three month period ended December 31, 2013. A copy of the press release is furnished as Exhibit 99.1 to this Current Report and is incorporated herein by reference.

Item 7.01 Regulation FD Disclosure.

As previously announced, the Company will host a conference call on Thursday, February 13, 2014, at 12:00 p.m. Eastern Time featuring remarks by Ken Chymiak, Chairman of the Board, David Humphrey, President and Chief Executive Officer, Dave Chymiak, Chief Technology Officer, and Scott Francis, Chief Financial Officer. The conference call will be available via webcast and can be accessed through the Investor Relations section of ADDvantage's website, www.addvantagetechologies.com. Please allow extra time prior to the call to visit the site and download any necessary software to listen to the Internet broadcast. The dial-in number for the conference call is 888-438-5519 (domestic) or 719-325-2455 (international). All dial-in participants must use the following code to access the call: 8130579. Please call at least five minutes before the scheduled start time.

For interested individuals unable to join the conference call, a replay of the call will be available through February 27, 2014 at 877-870-5176 (domestic) or 858-384-5517 (international). Participants must use the following code to

access the replay of the call: 8130579. The online archive of the webcast will be available on the Company's website for 30 days following the call.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibit is furnished herewith:

Exhibit 99.1 Press Release dated February 13, 2014 issued by the Company.

SIGNATURES

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.

ADDvantage Technologies Group, Inc.
Date: February 13, 2014

By: /s/ Scott Francis
Scott Francis
Vice-President & Chief Financial Officer

Exhibit Index

Exhibit Number	Description
99.1	Press Release dated February 13, 2014 issued by the Company.

ADDvantage Technologies Group, Inc.

1221 E. Houston

Broken Arrow, Oklahoma 74012

For further information	KCSA Strategic Communications
Company Contact:	Garth Russell / Diane Imas
Scott Francis (918) 251-9121	(212) 896-1250 / (212) 896-1242
	grussell@kcsa.com / dimas@kcsa.com

ADDvantage Technologies Announces Financial Results for the Fiscal First Quarter of 2014

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BROKEN ARROW, Oklahoma, February 13, 2014 – ADDvantage Technologies Group, Inc. (NASDAQ: AEY), today announced its results for the three month period ended December 31, 2013.

Total revenue for the three months ended December 31, 2013 decreased 28% to \$6.9 million compared with \$9.6 million for the same period last year. New equipment sales were \$4.3 million for the three months ended December 31, 2013 as compared with \$5.6 million for the three months ended December 31, 2012. Net refurbished equipment sales were \$1.7 million for the three months ended December 31, 2013 as compared with \$3.0 million for the same period last year. Sales of new and refurbished equipment were lower due to the equipment sales last year resulting from Hurricane Sandy and the continued decrease in plant expansions and bandwidth upgrades in the cable television industry. Service revenue was decreased to \$0.9 million for the three month period ended December 31, 2013 as compared with \$1.0 million for the same period last year.

Net income for the three month period ended December 31, 2013 was \$0.2 million, or \$0.02 per diluted share, compared with \$0.8 million, or \$0.08 per diluted share, for the same period of 2012. This decrease is primarily as a result of lower total revenue and sales last year of certain refurbished equipment purchased at significant discounts.

On January 31, 2014, ADDvantage Technologies entered into an agreement to sell the majority of the net assets and operations of Adams Global Communications (AGC) to Adams Cable Equipment (ACE) for approximately \$2.0 million in cash. As part of the sales agreement, ADDvantage retains their existing relationship with ARRIS, as well as \$0.9 million of headend and access and transport inventory. In addition, ADDvantage will retain the Adams Global Communications facility, which we intend to sell in the future.

David Humphrey, President and CEO, commented, "The results for the quarter are disappointing and reflect our need to continue to move forward with our growth strategy. We are focused on realigning our business in an effort to address the general cable television (CATV) equipment industry, which has experienced a downturn over the past several years. This strategy entails making enhancements to our sales team in order to promote a more cohesive sharing of customer information between each of our subsidiaries' teams, identifying additional product offerings to sell to our customer base, as well as identifying segments within our business that do not fit within our core competencies or long-term growth strategy, which ultimately included selling the majority of AGC.

"We elected to sell AGC as we determined that AGC did not fit within our core cable television equipment distribution business of selling new and used headend and access and transport CATV equipment, nor was it performing to our expectations. In addition, we continue to evaluate acquisition opportunities to expand into the broader telecommunications industry, which we believe will allow us to

generate additional growth opportunities and help diversify our business outside of the CATV industry,ö concluded Mr. Humphrey.

Earnings Conference Call

As previously announced, the Company will host a conference call on Thursday, February 13, 2014, at 12:00 p.m. Eastern Time featuring remarks by Ken Chymiak, Chairman of the Board, David Humphrey, President and Chief Executive Officer, Dave Chymiak, Chief Technology Officer, and Scott Francis, Chief Financial Officer. The conference call will be available via webcast and can be accessed through the Investor Relations section of ADDvantage's website, www.addvantagetechologies.com. Please allow extra time prior to the call to visit the site and download any necessary software to listen to the Internet broadcast. The dial-in number for the conference call is 888-438-5519 (domestic) or 719-325-2455 (international). All dial-in participants must use the following code to access the call: 8130579. Please call at least five minutes before the scheduled start time.

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About ADDvantage Technologies Group, Inc.

ADDvantage Technologies Group, Inc. supplies the cable television (CATV) industry with a comprehensive line of new and used system-critical network equipment and hardware from leading manufacturers in the industry, including Cisco and ARRIS (acquired Motorola Home), as well as operating a national network of technical repair centers. The equipment and hardware ADDvantage distributes is used to acquire, distribute, and protect the broad range of communications signals carried on fiber optic, coaxial cable and wireless distribution systems, including television programming, high-speed data (Internet) and telephony.

ADDvantage operates through its subsidiaries, Tulsat, Tulsat-Atlanta, Tulsat-Nebraska, Tulsat-Texas, NCS Industries and ComTech Services. For more information, please visit the corporate web site at www.addvantagetechologies.com.

The information in this announcement may include forward-looking statements. All statements, other than statements of historical facts, which address activities, events or developments that the Company expects or anticipates will or may occur in the future, are forward-looking statements. These statements are subject to risks and uncertainties, which could cause actual results and developments to differ materially from these statements. A complete discussion of these risks and uncertainties is contained in the Company's reports and documents filed from time to time with the Securities and Exchange Commission.

(Tables follow)

ADVANTAGE TECHNOLOGIES GROUP, INC.
CONSOLIDATED STATEMENTS OF INCOME
(UNAUDITED)

	Three Months Ended December 31,	
	2013	2012
Sales:		
Net new sales income	\$ 4,279,785	\$ 5,598,898
Net refurbished sales income	1,733,579	3,013,217
Net service income	<u>878,463</u>	<u>1,004,083</u>
Total net sales	6,891,827	9,616,198
Cost of sales	<u>4,786,140</u>	<u>6,470,370</u>
Gross profit	2,105,687	3,145,828
Operating, selling, general and administrative expenses	<u>1,832,967</u>	<u>1,853,530</u>
Income from operations	272,720	1,292,298
Interest expense	<u>5,983</u>	<u>6,881</u>
Income before provision for income taxes	266,737	1,285,417
Provision for income taxes	<u>101,000</u>	<u>488,000</u>
 Net income attributable to common shareholders	 <u>\$ 165,737</u>	 <u>\$ 797,417</u>
 Earnings per share:		
Basic	\$ 0.02	\$ 0.08
Diluted	\$ 0.02	\$ 0.08
Shares used in per share calculation:		
Basic	9,998,480	10,185,026
Diluted	10,009,689	10,185,398

ADVANTAGE TECHNOLOGIES GROUP, INC.
CONSOLIDATED BALANCE SHEETS

	December 31, 2013 <u>(unaudited)</u>	September 30, 2013 <u>(audited)</u>
Assets		
Current assets:		
Cash and cash equivalents	\$ 7,744,725	\$ 8,366,657
Accounts receivable, net of allowance of \$300,000	2,951,094	3,020,853
Income tax refund receivable	110,397	272,380
Inventories, net of allowance for excess and obsolete inventory of \$1,910,000 and \$1,750,000, respectively	23,006,484	20,730,453
Prepaid expenses	117,129	122,283
Deferred income taxes	<u>1,166,000</u>	<u>1,066,000</u>
Total current assets	35,095,829	33,578,626
Property and equipment, at cost:		
Land and buildings	8,794,272	8,794,272
Machinery and equipment	3,126,796	3,125,422
Leasehold improvements	<u>9,633</u>	<u>9,633</u>
Total property and equipment, at cost	11,930,701	11,929,327
Less accumulated depreciation and amortization	<u>(4,049,872)</u>	<u>(3,963,444)</u>
Net property and equipment	7,880,829	7,965,883
Other assets:		
Goodwill	1,560,183	1,560,183
Other assets	<u>11,428</u>	<u>11,428</u>
Total other assets	<u>1,571,611</u>	<u>1,571,611</u>
Total assets	<u>\$44,548,269</u>	<u>\$ 43,116,120</u>
Liabilities and Shareholders' Equity		
Current liabilities:		
Accounts payable	\$ 2,906,907	\$ 1,308,869
Accrued expenses	588,390	934,856
Notes payable ó current portion	<u>184,008</u>	<u>184,008</u>
Total current liabilities	3,679,305	2,427,733
Notes payable, less current portion	1,272,602	1,318,604
Deferred income taxes	240,000	193,000
Shareholders' equity:		
Common stock, \$.01 par value; 30,000,000 shares authorized; 10,499,138 shares issued; and 9,998,480 shares outstanding	104,991	104,991
Paid in capital	(5,564,658)	(5,578,500)
Retained earnings	<u>45,816,043</u>	<u>45,650,306</u>
Total shareholders' equity before treasury stock	40,356,376	40,176,797
Less: Treasury stock, 500,658 shares, at cost	<u>(1,000,014)</u>	<u>(1,000,014)</u>
Total shareholders' equity	<u>39,356,362</u>	<u>39,176,783</u>
Total liabilities and shareholders' equity	<u>\$44,548,269</u>	<u>\$ 43,116,120</u>