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CVD EQUIPMENT CORP  
Form 10QSB  
August 09, 2002

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US SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
FORM 10-QSB

(Mark One)

(X) QUARTERLY REPORT PURSUANT TO SECTION 13 or 15 (d) OF THE SECURITIES  
EXCHANGE ACT OF 1934

For the quarterly period ended 6-30-02

( ) TRANSITION REPORT PURSUANT TO SECTION 13 or 15 (d) OF THE EXCHANGE ACT  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number \_\_\_\_\_2-97210-NY\_\_\_\_\_

CVD EQUIPMENT CORPORATION  
(Exact name of small business issuer as specified in its charter)

NEW YORK  
(State or other jurisdiction of incorporation or organization)

11-2621692  
(IRS Employer Identification Number)

1881 LAKELAND AVENUE, RONKONKOMA, NY 11779  
(Address of principal executive offices)

631-981-7081  
(Issuers Telephone Number)

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

Check whether the issuer (1) filed all reports required to be filed by  
section 13 or 15 (d) of the Exchange Act during the past 12 months (or for  
such shorter periods that the registrant was required to file such reports),  
and (2) has been subject to such filing requirements for the past 90 days.  
Yes X No

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE  
PRECEDING FIVE YEARS

Check whether the registrant filed all documents and reports required to  
be filed by Section 12, 13 or 15 (d) of the Exchange Act after the  
distribution of securities under a plan confirmed by a court. Yes No

APPLICABLE ONLY TO CORPORATE ISSUERS

State the number of shares outstanding of each of the issuer's classes  
of common equity, as of the latest practicable date:

3,037,600 SHARES OF COMMON STOCK, \$.01 PAR VALUE AS OF 8-09-02

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CVD EQUIPMENT CORPORATION  
NOTE TO FINANCIAL STATEMENTS  
FOR THE QUARTER ENDING  
JUNE 30, 2002

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## BASIS OF FINANCIAL STATEMENTS

The financial data is subject to year end audit and does not claim to be a complete presentation since note disclosure under generally accepted accounting procedures is not included. Note disclosures required under generally accepted accounting procedures are included in the Company's audited financial statements filed as part of Form 10-KSB for the year ended December 31, 2001. Form 10-QSB should be read in conjunction with these financial statements.

The results of operations for the three months are not necessarily indicative of those for the full year. In the opinion of management, the accompanying unaudited financial statements contain all adjustments necessary to fairly present the financial position and the results of operation for the periods indicated.

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## MANAGEMENT'S DISCUSSION

### INTRODUCTION

Statements contained in this Report on Form 10-QSB that are not historical facts are forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, including without limitation, statements regarding industry trends, strategic business development, pursuit of new markets, competition, results from operations, and are subject to the safe harbor provisions created by that statute. A forward-looking statement may contain words such as "intends", "plans", "anticipates", "believes", "expect to", or words of similar import. Management cautions that forward-looking statements are subject to risks and uncertainties that could cause the Company's actual results to differ materially from those projected. These risks and uncertainties include, but are not limited to, marketing success, product development, production, technological difficulties, manufacturing costs, and changes in economic conditions in the markets the Company serves. The Company undertakes no obligation to release revisions to forward-looking statements to reflect subsequent events, changed circumstances, or the occurrence of unanticipated events.

### FORWARD LOOKING STATEMENTS

Certain statements in this Management's Discussion and Analysis of Financial Condition and Results of Operations constitute "forward looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance, or achievements of the Company to be materially different from any future results, performance, or achievements expressed or implied by such forward looking statements. These forward looking statements were based on various factors and were derived utilizing numerous important assumptions and other important factors that could cause actual results to differ materially from those in the forward looking statements. Important assumptions and other factors that could cause actual results to differ materially from those in the forward looking statements, include, but are not limited to: competition in the Company's existing and potential future product lines of business; the Company's ability to obtain financing on acceptable terms if and when needed; uncertainty as to the Company's future profitability, uncertainty as to the future profitability of acquired businesses or product lines, uncertainty as to any future expansion of the company. Other factors and assumptions not identified above were also involved in the derivation of these forward looking statements, and the failure of such assumptions to be realized as well as other factors may also cause actual results to differ materially from those projected. The Company assumes no obligation to update

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these forward looking statements to reflect actual results, changes in assumptions or changes in other factors affecting such forward looking statements.

### REVENUE RECOGNITION

CVD recognizes and identifies on its financial statements, revenue on a percent complete methodology for contracts falling under SOP 81-1 and recognizes revenues on a completed contract methodology for contracts falling under SAB 101. CVD feels this is the most accurate and consistent methodology to meet the requirements of the two regulations.

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### CVD EQUIPMENT CORPORATION BALANCE SHEETS

|   | JUNE 30<br>2002<br>(UNAUDITED)<br>----- |
|---|---|
| <b>ASSETS</b>   |   |
| <b>CURRENT ASSETS</b>   |   |
| CASH AND CASH EQUIVALENTS   | \$ 100,874                              |
| ACCOUNTS RECEIVABLE, NET  | 1,589,158                               |
| COST IN EXCESS OF BILLINGS ON UNCOMPLETED CONTRACTS   | 75,851                                  |
| INVENTORY   | 1,709,885                               |
| OTHER CURRENT ASSETS  | 126,020                                 |
|   | -----                                   |
| TOTAL CURRENT ASSETS  | 3,601,788                               |
| PROPERTY, PLANT AND EQUIPMENT   | 5,246,817                               |
| DEFERRED TAX ASSET  | 268,623                                 |
| OTHER ASSETS  | 142,233                                 |
| INVESTMENT  | 1,111,944                               |
| INTANGIBLE ASSETS, NET  | 103,249                                 |
|   | -----                                   |
| TOTAL ASSETS  | \$10,474,654<br>=====                   |
| <br><b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>   |   |
| <b>CURRENT LIABILITIES</b>  |   |
| ACCOUNTS PAYABLE  | \$ 695,750                              |
| ACCRUED EXPENSES  | 521,762                                 |
| BILLINGS IN EXCESS OF COSTS ON UNCOMPLETED CONTRACTS  | 2,904                                   |
| CURRENT MATURITIES OF LONG-TERM DEBT  | 484,054                                 |
|   | -----                                   |
| TOTAL CURRENT LIABILITIES   | 1,704,470                               |
| LONG-TERM DEBT  | 3,396,620                               |
|   | -----                                   |
| TOTAL LIABILITIES   | 5,101,090<br>-----                      |
| <br><b>COMMITMENTS AND CONTINGENCIES</b>  |   |
| <b>STOCKHOLDERS' EQUITY</b>   |   |
| COMMON STOCK - \$0.01 PAR VALUE -10,000,000 SHARES AUTHORIZED;<br>3,037,600 AND 3,032,325 SHARES ISSUED & OUTSTANDING | 30,376                                  |
| ADDITIONAL PAID-IN CAPITAL  | 2,900,664                               |
| RETAINED EARNINGS   | 2,442,524                               |

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|  |              |
|--|--------------|
| TOTAL STOCKHOLDERS' EQUITY                 | 5,373,564    |
| TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY | \$10,474,654 |

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CVD EQUIPMENT CORPORATION  
STATEMENTS OF OPERATIONS

|                                  | THREE MONTHS<br>JUNE 30 |
|----------------------------------|-------------------------|
|                                  | 2002<br>(UNAUDITED)     |
| REVENUES                         |                         |
| REVENUE ON COMPLETED CONTRACTS   | \$ 1,895,640            |
| REVENUE ON UNCOMPLETED CONTRACTS | (254,327)               |
|                                  | -----                   |
| TOTAL REVENUES                   | 1,641,313               |
|                                  | -----                   |
| COSTS OF REVENUES                |                         |
| COST ON COMPLETED CONTRACTS      | 1,391,287               |
| COST ON UNCOMPLETED CONTRACTS    | (89,352)                |
|                                  | -----                   |
| TOTAL COSTS OF REVENUES          | 1,301,935               |
|                                  | -----                   |
| GROSS PROFIT                     | 339,378                 |
|                                  | -----                   |
| OPERATING EXPENSES               |                         |
| SELLING AND SHIPPING             | 202,131                 |
| GENERAL AND ADMINISTRATIVE       | 527,036                 |
|                                  | -----                   |
| TOTAL OPERATING EXPENSES         | 729,167                 |
|                                  | -----                   |
| OPERATING (LOSS) INCOME          | (389,789)               |
|                                  | -----                   |
| OTHER INCOME (EXPENSE)           |                         |
| INTEREST INCOME                  | 9,716                   |
| INTEREST EXPENSE                 | (24,919)                |
| GAIN ON SALE OF FIXED ASSETS     | -                       |
| OTHER INCOME                     | 5,997                   |
|                                  | -----                   |
| TOTAL OTHER (LOSS) INCOME        | (9,206)                 |
|                                  | -----                   |
| (LOSS) INCOME BEFORE TAXES       | (398,995)               |
|                                  | -----                   |
| INCOME TAX PROVISION             | -                       |
|                                  | -----                   |
| NET (LOSS) INCOME                | (398,995)               |
|                                  | -----                   |
| EARNINGS (LOSS) PER SHARE        |                         |

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|                         |    |           |
|-------------------------|----|-----------|
| BASIC                   | \$ | (0.13)    |
| DILUTED                 | \$ | (0.12)    |
| WEIGHTED AVERAGE SHARES |    |           |
| BASIC                   |    | 3,033,827 |
| DILUTED                 |    | 3,203,502 |

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CVD EQUIPMENT CORPORATION  
STATEMENTS OF OPERATIONS

|                                  |    | SIX MONTHS E<br>JUNE 30 |
|----------------------------------|----|-------------------------|
|                                  |    | 2002<br>(UNAUDITED)     |
|                                  |    | -----                   |
| REVENUES                         |    |                         |
| REVENUE ON COMPLETED CONTRACTS   | \$ | 3,110,663               |
| REVENUE ON UNCOMPLETED CONTRACTS |    | 420,569                 |
|                                  |    | -----                   |
| TOTAL REVENUES                   |    | 3,531,232               |
|                                  |    | -----                   |
| COSTS OF REVENUES                |    |                         |
| COST ON COMPLETED CONTRACTS      |    | 2,322,954               |
| COST ON UNCOMPLETED CONTRACTS    |    | 228,297                 |
|                                  |    | -----                   |
| TOTAL COSTS OF REVENUES          |    | 2,551,251               |
|                                  |    | -----                   |
| GROSS PROFIT                     |    | 979,981                 |
|                                  |    | -----                   |
| OPERATING EXPENSES               |    |                         |
| SELLING AND SHIPPING             |    | 377,533                 |
| GENERAL AND ADMINISTRATIVE       |    | 1,021,262               |
|                                  |    | -----                   |
| TOTAL OPERATING EXPENSES         |    | 1,398,795               |
|                                  |    | -----                   |
| OPERATING (LOSS) INCOME          |    | (418,814)               |
|                                  |    | -----                   |
| OTHER INCOME (EXPENSE)           |    |                         |
| INTEREST INCOME                  |    | 19,544                  |
| INTEREST EXPENSE                 |    | (47,921)                |
| GAIN ON SALE OF FIXED ASSETS     |    | 2,500                   |
| OTHER INCOME                     |    | 22,485                  |
|                                  |    | -----                   |
| TOTAL OTHER (LOSS) INCOME        |    | (3,392)                 |
|                                  |    | -----                   |
| (LOSS) INCOME BEFORE TAXES       |    | (422,206)               |
| INCOME TAX PROVISION             |    | 9                       |
|                                  |    | -----                   |
| NET (LOSS) INCOME                |    | (422,197)               |
|                                  |    | -----                   |
| EARNINGS (LOSS) PER SHARE        |    |                         |
| BASIC                            | \$ | (0.14)                  |

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|                         |           |
|-------------------------|-----------|
| DILUTED                 | \$ (0.13) |
| WEIGHTED AVERAGE SHARES |           |
| BASIC                   | 3,035,703 |
| DILUTED                 | 3,208,799 |

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CVD EQUIPMENT CORPORATION  
STATEMENT OF CASH FLOWS

|  | THREE MONTHS<br>JUNE 30 |
|--|-------------------------|
|  | 2002<br>(UNAUDITED)     |
|  | -----                   |
| CASH FLOWS FROM OPERATING ACTIVITIES   |                         |
| NET (LOSS) INCOME  | \$ (398,995)            |
| Adjustments to reconcile net income to net cash<br>provided by operating activities: |                         |
| DEFERRED TAX BENEFIT (PROVISION)   | -                       |
| DEPRECIATION AND AMORTIZATION  | 70,148                  |
| GAIN ON SALE OF FIXED ASSETS   | -                       |
| BAD DEBT PROVISION   | (3,024)                 |
| (Increase) Decrease In:  |                         |
| ACCOUNTS RECEIVABLES   | (347,710)               |
| COST IN EXCESS OF BILLINGS ON UNCOMPLETED CONTRACTS                                  | 313,704                 |
| INVENTORY  | (906,710)               |
| OTHER CURRENT ASSETS   | (50,274)                |
| OTHER ASSETS   | (46,441)                |
| Increase (Decrease) In:  |                         |
| ACCOUNTS PAYABLE   | 486,861                 |
| ACCRUED EXPENSES   | 236,675                 |
| BILLINGS IN EXCESS OF COSTS ON UNCOMPLETED CONTRACTS                                 | (8,728)                 |
|  | -----                   |
| NET CASH (USED IN) PROVIDED BY OPERATING ACTIVITIES                                  | (654,494)               |
|  | -----                   |
| CASH FLOWS FROM INVESTING ACTIVITIES   |                         |
| CAPITAL EXPENDITURES   | (1,105,174)             |
| PROCEEDS FROM SALE OF FIXED ASSETS   | -                       |
|  | -----                   |
| NET CASH (USED IN) PROVIDED BY INVESTING ACTIVITIES                                  | (1,105,174)             |
|  | -----                   |
| CASH FLOWS FROM FINANCING ACTIVITIES   |                         |
| PROCEEDS FROM THE EXERCISE OF OPTIONS  | 8,301                   |
| PROCEEDS OF LONG-TERM DEBT   | -                       |
| PAYMENTS OF LONG-TERM DEBT   | (37,419)                |
|  | -----                   |
| NET CASH USED IN FINANCING ACTIVITIES  | (29,118)                |
|  | -----                   |

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|   |             |
|---|-------------|
| NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS      | (1,788,786) |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER | 1,889,660   |
|   | -----       |
| CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER       | \$ 100,874  |
|   | =====       |

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### CVD EQUIPMENT CORPORATION STATEMENT OF CASH FLOWS

|  | SIX MONTHS E<br>JUNE 30 |
|--|-------------------------|
|  | 2002<br>(UNAUDITED)     |
|  | -----                   |
| CASH FLOWS FROM OPERATING ACTIVITIES   |                         |
| NET (LOSS) INCOME  | \$ (422,197)            |
| Adjustments to reconcile net income to net cash<br>provided by operating activities: |                         |
| DEFERRED TAX BENEFIT (PROVISION)   | -                       |
| DEPRECIATION AND AMORTIZATION  | 137,124                 |
| GAIN ON SALE OF FIXED ASSETS   | (2,500)                 |
| BAD DEBT PROVISION   | (5,071)                 |
| (Increase) Decrease In:  |                         |
| ACCOUNTS RECEIVABLES   | (371,850)               |
| COST IN EXCESS OF BILLINGS ON UNCOMPLETED CONTRACTS                                  | 282,171                 |
| INVENTORY  | (880,844)               |
| OTHER CURRENT ASSETS   | (105,752)               |
| OTHER ASSETS   | 170,740                 |
| Increase (Decrease) In:  |                         |
| ACCOUNTS PAYABLE   | 542,418                 |
| ACCRUED EXPENSES   | 143,531                 |
| BILLINGS IN EXCESS OF COSTS ON UNCOMPLETED CONTRACTS                                 | 2,904                   |
|  | -----                   |
| NET CASH (USED IN) PROVIDED BY OPERATING ACTIVITIES                                  | (509,326)               |
|  | -----                   |
| CASH FLOWS FROM INVESTING ACTIVITIES   |                         |
| CAPITAL EXPENDITURES   | (3,300,592)             |
| PROCEEDS FROM SALE OF FIXED ASSETS   | 2,500                   |
|  | -----                   |
| NET CASH (USED IN) PROVIDED BY INVESTING ACTIVITIES                                  | (3,298,092)             |
|  | -----                   |
| CASH FLOWS FROM FINANCING ACTIVITIES   |                         |
| PROCEEDS FROM THE EXERCISE OF OPTIONS  | 8,301                   |
| PROCEEDS OF LONG-TERM DEBT   | 1,588,056               |
| PAYMENTS OF LONG-TERM DEBT   | (49,215)                |
|  | -----                   |
| NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES                                  | 1,547,142               |

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|   |             |
|---|-------------|
| NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS      | (2,260,276) |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER | 2,361,150   |
| CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER       | \$ 100,874  |

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ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS  
THREE MONTHS ENDED JUNE 30, 2002

REVENUE

A decrease in volume resulted in second quarter of 2002 revenue being \$1,641,313, a 56% decrease from second quarter of 2001 revenue of \$3,733,111.

COSTS AND EXPENSES

The cost of revenue decreased to \$1,301,935 in second quarter of 2002 as compared to \$2,263,184 in second quarter of 2001. Of this \$961,249 decrease, approximately \$904,000 is attributed to material, \$12,200 to freight in and \$17,100 to manufacturing supplies..

Selling and shipping expenses decreased to \$202,131 in second quarter of 2002 from \$213,328 in second quarter of 2001. Of this \$11,197 decrease, approximately \$47,500 is attributed to commissions , \$13,000 to freight expense, which is offset by an increase of \$27,400 to salaries and \$19,000 to royalties.

General and Administrative expenses decreased to \$527,036 in second quarter of 2002 from \$616,436 in second quarter of 2001. Of this \$89,400 decrease, approximately \$18,000 is attributed to legal fees, \$132,000 to bad debt, which is offset by an increase of \$49,000 to salaries and \$5,500 to travel expense.

Interest expense increased by \$8,482 from \$16,437 in second quarter of 2001 to \$24,919 in second quarter of 2002, because the company's average outstanding debt increased, as a result of the mortgage on the new building purchased on 3/7/02.

Gain on sale of fixed asset decreased by \$37,666 in second quarter of 2002 from second quarter of 2001, because the company had previously sold some fixed assets in 2001.

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ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS  
SIX MONTHS ENDED JUNE 30, 2002

REVENUE

A decrease in volume resulted in six months of 2002 revenue being \$3,531,232, a 51% decrease from six months of 2001 revenue of \$7,207,927.

COSTS AND EXPENSES

The cost of revenue decreased to \$2,551,251 in six months of 2002 as compared to \$4,455,865 in six months of 2001. Of this \$1,904,614 decrease, approximately \$1,848,000 is attributed to material, \$22,500 to freight in, \$49,800 to manufacturing supplies, which is offset by an increase in salaries of \$52,500.

Selling and shipping expenses decreased to \$377,533 in six months of 2002



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from \$399,451 in six months of 2001. Of this \$21,918 decrease, approximately \$80,000 is attributed to commissions, \$30,000 to freight expense, which is offset by an increase of \$36,000 to salaries, \$35,000 to royalties, \$10,000 to travel expense and \$5,000 to advertising.

General and Administrative expenses decreased to \$1,021,262 in six months of 2002 from \$1,113,709 in six months of 2001. Of this \$92,447 decrease, approximately \$42,000 is attributed to legal fees, \$166,000 to bad debt, which is offset by an increase of \$94,000 to salaries, \$13,900 to building rent and \$7,700 to travel expense.

Interest expense increased by \$14,166 from \$33,755 in six months of 2001 to \$47,921 in six months of 2002, because the company's average outstanding debt increased, as a result of the mortgage on the new building purchased on 3/7/02

Gain on sale of fixed asset decreased by \$35,166 in six months of 2002 from six months of 2001, because the company had sold some fixed assets in 2001.

### LIQUIDITY AND CAPITAL RESOURCES

By the end of the second quarter of 2002, the Company's cash position decreased to \$100,874 from \$2,361,150 at the beginning of the year. The decrease in cash is largely attributed to the cash layout for the new building, which \$345,000 was for the building acquisition, \$757,000 for the building's renovations, \$856,000 was for the purchase of Conceptronic Inc's assets of their Surface Mount Technology (SMT) business, \$89,138 for the new building's mortgage and \$58,300 for commissions.

However, as part of the building acquisition and the associated mortgage transaction, an escrow account was established. This escrow account was set up to fund the building renovation. This escrow account is not accessible by CVD Equipment Corporation, until the building renovations are complete, the mortgagee inspects the new facility and a new certificate of occupancy is issued. The initial escrow amount was \$1,106,250 on March 7, 2002. Interest on this escrow to the end of the second quarter was \$5,694. Hence, the escrow balance at the end of the second quarter was \$1,111,944.

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At the end of the second quarter of 2002, the Company's account receivable position increased to \$1,589,158 from \$1,212,237 at the beginning of the year. This increase was attributable to timing of customer payments and billings and a accounts receivable position of \$353,000 as part of the Conceptronic acquisition.

At the close of the second quarter of 2002, the Company's backlog increased to \$1,740,939 from approximately \$1,389,004 at the beginning of the year. This increase is attributed to an increase in order levels.

The Company believes that its cash and cash equivalents, cash flow from operations and available credit facilities will be sufficient to meet its working capital and investment requirements for the next twelve months. However, future growth, including potential acquisitions, may require additional funding, and from time to time the Company may need to raise capital through additional equity or debt financing.

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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 report to be signed on its behalf by the undersigned, thereunto duly authorized, this 9th day of August 2002.

CVD EQUIPMENT CORPORATION

By: /s/ Leonard A. Rosenbaum  
Leonard A. Rosenbaum  
President and Chief Executive Officer

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

/s/ Leonard A. Rosenbaum      President, Chief Executive Officer and Director  
Leonard A. Rosenbaum

/s/ Mitchell Drucker      Chief Financial Officer  
Mitchell Drucker