

SAPIENS INTERNATIONAL CORP N V  
Form 6-K  
November 12, 2009

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**SECURITIES AND EXCHANGE COMMISSION**

Washington D.C. 20549

**FORM 6-K**

**Report of Foreign Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of**

**the Securities Exchange Act of 1934**

**For the month of November 2009**

**Commission File Number 000-20181**

**Sapiens International Corporation N.V.**

(translation of registrant's name into English)

**c/o Landhuis Joonchi  
Kaya Richard J. Beaujon z/n  
P.O. Box 837  
Willemstad  
Curaçao, Netherlands Antilles  
(599) (9) 7366277**  
(address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2 (b) under the Securities Exchange Act of 1934

Yes  No

If  Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_.

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**PRESS RELEASE**

**SAPIENS REPORTS STRONG Q3 2009 RESULTS**

**Q3/2009 NET INCOME OF \$1 MILLION OR \$0.05 PER SHARE**

**Cary, N.C. November 12, 2009** Sapiens International Corporation N.V. (NASDAQ and TASE: SPNS) ( Sapiens or Company ), a leading global provider of innovative insurance software solutions and enterprise platform that allow immediate response in rapidly-changing markets, and a member of the Formula (NASDAQ: FORTY and TASE: FORT) Group, today announced its results of operations for the third quarter of 2009.

**Highlights for Q3 2009**

Revenues reached **\$12.9 million**, an increase of 17% compared with \$11.0 million in Q3 2008.

Operating profit reached **\$1.5 million**, reflecting growth of **114%** compared with \$0.7 million in Q3 2008

Net Income reached **\$1.2 million** on a non GAAP basis, compared with \$0.8 million net income in Q3 2008.

Twelve consecutive quarters of operational profit and fifth consecutive quarter of Net income.

Total equity of **\$25.2 million**, which represents 47% of balance sheet.

Earnings per share for this quarter were **\$0.05** (fully diluted), a significant increase from \$0.02 (fully diluted) earnings per share reported in Q3 08.

Roni Al-Dor, President and CEO of Sapiens, commented, "In the third quarter of 2009, we continued to improve our results and leveraged the positive trends in the market. During the third quarter of 2009, we increased our operational profit to \$1.5 million and tripled our net income to \$1.0 million compared to net income of \$0.4 million in third quarter of 2008. Revenues in Q3 of 2009 reached \$12.9 million, an increase of 17% compared to Q3 of 2008. During the first nine months of 2009, the Company reached \$2.9 million net income which is a significant increase compared to the net loss of \$1.3 million in the comparable period in 2008.

Mr. Al-Dor continued, "We are very proud of our performance in the third quarter as our performance in all financial measures reached record levels for the year. As the industry shows initial signs of recovery, we continue to find more opportunities to support the organic and non-organic growth of our customers and prospects.

Looking forward, we will intend to continue to expand our market reach with growing focus on the insurance industry, and enhance our investment in INSIGHT our Insurance Solutions suite. We are cautiously optimistic that the market trends will continue to generate new business opportunities in the future.

Reconciliation between U.S. GAAP and Non-GAAP results is summarized in the following table. For a complete reconciliation, please refer to the tables at the end of this release.

*U.S. Dollars in thousands, except per share amounts*

| <i>U.S GAAP basis</i> | <b>For the three months ended</b> |                    | <b>For the nine months ended</b> |                    |
|-----------------------|-----------------------------------|--------------------|----------------------------------|--------------------|
|                       | <b>09/30/2009</b>                 | <b>09/30/2008</b>  | <b>09/30/2009</b>                | <b>09/30/2008</b>  |
|                       | <b>(Unaudited)</b>                | <b>(Unaudited)</b> | <b>(Unaudited)</b>               | <b>(Unaudited)</b> |
| Revenues              | 12,951                            | 11,024             | 33,928                           | 32,527             |
| Operating profit      | 1,489                             | 709                | 3,829                            | 1,711              |
| Net income (loss)     | 1,035                             | 375                | 2,939                            | (1,351)            |

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|                                  | For the three months ended |        | For the nine months ended |        |
|----------------------------------|----------------------------|--------|---------------------------|--------|
| Basic earning (loss) per share   | 0.05                       | 0.02   | 0.14                      | (0.06) |
| Diluted earning (loss) per share | 0.05                       | 0.02   | 0.14                      | (0.06) |
| <b>Non-GAAP</b>                  |                            |        |                           |        |
| Revenues                         | 12,951                     | 11,024 | 33,928                    | 32,527 |
| Operating profit                 | 1,680                      | 1,137  | 4,413                     | 2,348  |
| Net income (loss)                | 1,226                      | 803    | 3,523                     | (714)  |
| Basic earning (loss) per share   | 0.06                       | 0.04   | 0.16                      | (0.03) |
| Diluted earning (loss) per share | 0.06                       | 0.04   | 0.16                      | (0.03) |

U.S. GAAP results include amortization of capitalized software developments, capitalization of software development costs, and stock-based compensation expenses.

**Comment Regarding Non-GAAP**

Sapiens' management believes that the presentation of non-GAAP measures can enhance the understanding of the company's ongoing economic performance, and provides useful information to investors regarding financial and business trends relating to the company's financial condition and results of operations. Sapiens therefore uses internally the non-GAAP information to evaluate and manage the Company's operations.

This non-GAAP financial measures are not in accordance with, or an alternative for, generally accepted accounting principles and may be different from non-GAAP financial measures used by other companies. In addition, these non-GAAP financial measures are not based on any comprehensive set of accounting rules or principles. Sapiens believes that non-GAAP financial measures have limitations in that they do not reflect all of the amounts associated with Sapiens' results of operations as determined in accordance with GAAP and that these measures should only be used to evaluate Sapiens' results of operations in conjunction with the corresponding GAAP measures.

Please refer to the Reconciliation of GAAP to Non-GAAP Results at the end of this release.

**About Sapiens International**

Sapiens International Corporation N.V. (NASDAQ and TASE: SPNS), a member of Formula Group (NASDAQ: FORTY and TASE: FORT), which is a member of the Emblaze Group (LSE: BLZ.L) is a leading global provider of proven IT solutions that modernize business processes and enable insurance organizations to adapt quickly to change. Sapiens' innovative solutions are widely recognized for their ability to cost-effectively align IT with the business demands for speed, flexibility and efficiency. Sapiens operates through its subsidiaries in North America, the United Kingdom, EMEA and Asia Pacific, and has partnerships with market leaders such as IBM and EDS. Sapiens' clients include AXA, ING, Liverpool Victoria, Menora Mivtachim, Norwich Union, Occidental Fire & Casualty, OneBeacon, Principal Financial Group, Santam and Texas Farm Bureau among others. For more information, please visit <http://www.sapiens.com>.

Except for historical information contained herein, the matters set forth in this release are forward-looking statements that are dependent on certain risks and uncertainties, including such factors, among others, as market acceptance, market demand, pricing, changing regulatory environment, changing economic conditions, risks in new product and service development, the effect of the Company's accounting policies, specific system configurations and software needs of individual customers and other risk factors detailed in the Company's SEC filings.

**FOR ADDITIONAL INFORMATION:**

**Roni Giladi**  
Chief Financial Officer  
Sapiens International  
Tel: +972-8-938-2721

**Roni Al-Dor**  
Chief Executive Officer  
Sapiens International  
Tel: +972-8-938-2721

**SAPIENS INTERNATIONAL CORPORATION N.V.**Condensed Consolidated Balance Sheets  
(U.S. Dollars in thousands)

|   | 9/30/2009        | 12/31/2008       |
|---|------------------|------------------|
|   | (Unaudited)      | (Audited)        |
| <b>Assets</b>   |                  |                  |
| Cash and cash equivalents                                       | \$ 15,831        | \$ 7,938         |
| Trade receivables, net  | 7,274            | 6,860            |
| Other current assets  | 2,838            | 2,565            |
| <b>Total current assets</b>                                     | <b>25,943</b>    | <b>17,363</b>    |
| Property and equipment, net                                     | 936              | 1,055            |
| Other assets, net   | 26,416           | 26,759           |
| <b>Total assets</b>   | <b>\$ 53,295</b> | <b>\$ 45,177</b> |
| <b>Liabilities and shareholders' equity</b>                     |                  |                  |
| Current maturities of long-term debt and convertible debentures | \$ 5,071         | \$ 5,745         |
| Trade payables  | 983              | 1,500            |
| Other liabilities and accrued expenses                          | 11,060           | 9,716            |
| Deferred revenue  | 9,625            | 4,908            |
| <b>Total current liabilities</b>                                | <b>26,739</b>    | <b>21,869</b>    |
| Long-term debt and other long-term liabilities                  | 1,342            | 1,432            |
| Shareholders' equity  | 25,214           | 21,876           |
| <b>Total liabilities and shareholders' equity</b>               | <b>\$ 53,295</b> | <b>\$ 45,177</b> |

**SAPIENS INTERNATIONAL CORPORATION N.V.**Condensed Consolidated Statements of Operations  
(U.S. Dollars in thousands, except per share amounts)

| For the three months ended |            | For the nine months ended |            |
|----------------------------|------------|---------------------------|------------|
| 09/30/2009                 | 09/30/2008 | 09/30/2009                | 09/30/2008 |

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|  | For the three months ended |           | For the nine months ended |            |
|--|----------------------------|-----------|---------------------------|------------|
|  | Unaudited                  | Unaudited | Unaudited                 | Unaudited  |
| <b>Revenues</b>  | \$ 12,951                  | \$ 11,024 | \$ 33,928                 | \$ 32,527  |
| <b>Cost of revenues</b>  | \$ 7,576                   | \$ 6,649  | \$ 18,762                 | \$ 19,447  |
| <b>Gross Profit</b>  | 5,375                      | 4,375     | 15,166                    | 13,080     |
| <b>Operating expenses</b>  |                            |           |                           |            |
| Research and development, net  | \$ 758                     | \$ 885    | \$ 2,206                  | \$ 2,532   |
| Selling, marketing, general and administrative   | \$ 3,128                   | \$ 2,781  | \$ 9,131                  | \$ 8,837   |
| <b>Operating Profit</b>  | 1,489                      | 709       | 3,829                     | 1,711      |
| Financial expenses, net  | \$ 385                     | \$ 299    | \$ 748                    | \$ 2,762   |
| Taxes on income  | \$ 69                      | \$ 22     | \$ 142                    | \$ 253     |
| <b>Net Income (Loss)</b>   | \$ 1,035                   | \$ 388    | \$ 2,939                  | \$ (1,304) |
| Attributable to non-controlling interest   | \$ -                       | \$ 13     | \$ -                      | \$ 47      |
| <b>Net income (Loss) attributable to Sapiens</b>   | \$ 1,035                   | \$ 375    | \$ 2,939                  | \$ (1,351) |
| <b>Earning (loss) per share</b>  |                            |           |                           |            |
| Basic  | \$ 0.05                    | \$ 0.02   | \$ 0.14                   | \$ (0.06)  |
| Diluted  | \$ 0.05                    | \$ 0.02   | \$ 0.14                   | \$ (0.06)  |
| <b>Weighted average number of shares used to computation of earning (loss) per share</b> |                            |           |                           |            |
| Basic  | 21,591                     | 21,541    | 21,591                    | 21,541     |
| Diluted  | 21,591                     | 21,545    | 21,591                    | 21,541     |

**SAPIENS INTERNATIONAL CORPORATION N.V.**

**Reconciliation of GAAP to Non-GAAP results**

(U.S. Dollars in thousands, except per share amounts)

|  | For the three months ended |             | For the nine months ended |             |
|--|----------------------------|-------------|---------------------------|-------------|
|  | 09/30/2009                 | 09/30/2008  | 09/30/2009                | 09/30/2008  |
|  | (Unaudited)                | (Unaudited) | (Unaudited)               | (Unaudited) |

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|   | For the three months ended |            | For the nine months ended |              |
|---|----------------------------|------------|---------------------------|--------------|
| GAAP operating profit   | 1,489                      | 709        | 3,829                     | 1,711        |
| Amortization of intangibles   | 1,203                      | 1,233      | 3,271                     | 3,235        |
| Capitalization of software development  | (1,067)                    | (855)      | (2,841)                   | (2,713)      |
| Stock-based compensation  | 55                         | 50         | 154                       | 115          |
| <b>Total adjustments to GAAP</b>  | <b>191</b>                 | <b>428</b> | <b>584</b>                | <b>637</b>   |
| Non-GAAP operating profit   | 1,680                      | 1,137      | 4,413                     | 2,348        |
| GAAP net income (loss)  | 1,035                      | 375        | 2,939                     | (1,351)      |
| Total adjustments to GAAP as above  | 191                        | 428        | 584                       | 637          |
| <b>Non-GAAP net income (loss)</b>   | <b>1,226</b>               | <b>803</b> | <b>3,523</b>              | <b>(714)</b> |
| Non-GAAP basic earnings (loss) per share  | 0.06                       | 0.04       | 0.16                      | (0.03)       |
| Non-GAAP diluted earnings (loss) per share  | 0.06                       | 0.04       | 0.16                      | (0.03)       |
| Weighted average number of shares used to computation of earning (loss) per share |                            |            |                           |              |
| Basic   | 21,591                     | 21,541     | 21,591                    | 21,541       |
| Diluted   | 21,591                     | 21,545     | 21,591                    | 21,541       |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Sapiens International Corporation N.V.**  
(Registrant)

Date: November 12, 2009

By: /s/ Roni Giladi

Roni Giladi  
Chief Financial Officer

SIGNATURE