

ENVIRONMENTAL POWER CORP  
Form 10-Q/A  
November 17, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

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**FORM 10-Q/A**

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(Mark one)

**QUARTERLY REPORT UNDER SECTION 13 OR 15 (D) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2004

OR

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

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 0-15472

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**Environmental Power Corporation**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**75-3117389**  
(IRS Employer  
Identification No.)

**One Cate Street 4<sup>th</sup> Floor, Portsmouth, New Hampshire 03801**

(Address of principal executive offices)

(Zip code)

**(603) 431-1780**

Registrant's telephone number, including area code

(Former name, former address and former fiscal year,

if changed since last report)

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). Yes  No

Number of shares of Common Stock outstanding at September 30, 2004 34,107,949 shares

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## EXPLANATORY NOTE

This Quarterly Report on Form 10-Q/A relates to the Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 2004 (the 10-Q) and is being filed to correct the Registrant's Condensed Consolidated Statements of Operations (unaudited) for the Three Months and Nine Months Ended September 30, 2004 and September 30, 2003 included in Part I, Item 1 and appearing on page 4 of the 10-Q (the Statement of Operations), as follows:

The line item Operating Income (Loss) for the three months ended September 30, 2004 should be \$2,241,839 instead of \$2,017,966.

The line item Total Costs and Expenses for the nine months ended September 30, 2004 should be \$45,188,905 instead of \$45,412,778.

The line item Operating Income (Loss) for the nine months ended September 30, 2004 should be \$(2,475,497) instead of \$(2,699,370).

The components of each of these line items as set forth in the Statement of Operations as originally filed were correct; the foregoing changes reflect mathematical errors in adding these components. Therefore, the Registrant does not believe any of these corrections to be material.

**PART I. FINANCIAL INFORMATION****ITEM I. FINANCIAL STATEMENTS**

The Condensed Consolidated Statements of Operations (unaudited) for the Three and Nine Months Ended September 30, 2004 and September 30, 2003 is amended and restated in its entirety as follows:

**ENVIRONMENTAL POWER CORPORATION AND SUBSIDIARIES****Condensed Consolidated Statements of Operations (unaudited) for the Three and Nine Months Ended September 30, 2004 and September 30, 2003**

	3 Months Ended		9 Months Ended	
	September 30, 2004	September 30, 2003	September 30, 2004	September 30, 2003
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
<b>Revenues</b>				
Power Generation Revenues	\$ 15,101,828	\$ 11,923,173	\$ 41,043,102	\$ 39,012,266
Product Sales	1,670,306		1,670,306	
<b>Total Revenues</b>	<b>16,772,134</b>	11,923,173	<b>42,713,408</b>	39,012,266
<b>Costs And Expenses:</b>				
Buzzard				

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Operating Expenses (1)	7,042,739	6,020,393	22,527,867	19,669,118
Lease Expenses (2)	4,759,717	4,755,927	14,373,121	14,439,348
<b>Microgy</b>				
Cost Of Goods Sold	1,670,306		1,670,306	
General And Administrative (3)	1,396,605	2,220,126	4,273,030	4,437,517
Non-Cash Compensation	(450,572)		1,987,737	515,410
Depreciation And Amortization	111,499	123,857	356,844	371,337
<b>Total Costs And Expenses</b>	<b>14,530,295</b>	<b>13,120,303</b>	<b>45,188,905</b>	<b>39,432,730</b>
<b>Operating Income (Loss)</b>	<b>2,241,839</b>	<b>(1,197,130)</b>	<b>(2,475,497)</b>	<b>(420,464)</b>
<b>Other Income (Expense):</b>				
Interest Income	13,763	14,263	30,436	21,465
Interest Expense	(180,805)	(89,043)	(567,869)	(136,467)
Amortization Of Deferred Gain	77,103	77,102	231,308	231,308
Other (Expense) Income	(223,873)	(6,265)	(223,873)	1,620
<b>Total Other Income (Expense)</b>	<b>(313,812)</b>	<b>(3,943)</b>	<b>(529,998)</b>	<b>117,926</b>
<b>Income (Loss) Before Income Taxes</b>	<b>1,928,027</b>	<b>(1,201,073)</b>	<b>(3,005,495)</b>	<b>(302,538)</b>
<b>Income Tax Expense (Benefit)</b>	<b>(305,195)</b>	<b>(452,681)</b>	<b>(537,584)</b>	<b>98,345</b>
<b>Net Income (Loss)</b>	<b>2,233,221</b>	<b>(748,392)</b>	<b>(2,467,911)</b>	<b>(400,883)</b>
<b>Preferred Securities Dividend Requirements Of Subsidiary</b>				
	\$ (1,250)	\$ (1,250)	\$ (3,750)	\$ (3,750)
<b>Income (Loss) Available To Common Shareholders</b>	<b>2,231,971</b>	<b>(749,642)</b>	<b>(2,471,661)</b>	<b>(404,633)</b>
<b>Weighted Average Common Shares Outstanding:</b>				
Basic	34,100,340	24,373,575	30,571,543	22,669,147
Diluted	37,012,530	24,373,575	30,571,543	22,669,147
<b>Earnings Per Common Share</b>				
Basic	\$ 0.07	\$ (0.03)	\$ (0.08)	\$ (0.02)
Diluted	\$ 0.06	\$ (0.03)	\$ (0.08)	\$ (0.02)

See Notes to Consolidated Financial Statements.

(1) Operating expenses include fuel costs, maintenance costs, plant labor costs, operator costs, and other costs.

- (2) Lease expenses include principal, interest payments, equity rents, additional rents, and accrued lease expenses.
- (3) General and administrative expenses include labor expenses, travel & entertainment expenses, insurance costs, and professional service fees.

**PART II. OTHER INFORMATION**

***ITEM 6. EXHIBITS***

(a) Exhibits

31.1 Certification of Chief Executive Officer

31.2 Certification of Chief Financial Officer

32.1 Certification of Chief Executive Officer pursuant to 18 U.S.C. §1350

32.2 Certification of Chief Financial Officer pursuant to 18 U.S.C. §1350

***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 thereunto duly authorized.

**ENVIRONMENTAL POWER CORPORATION**

November 17, 2004

/s/ R. Jeffrey Macartney

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R. Jeffrey Macartney  
Treasurer and Chief Financial Officer  
(principal accounting officer and authorized officer)