

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-QSB

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

For the quarterly period ended September 30, 2000

☐ 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. 0-23590

SUPER VISION INTERNATIONAL, INC.

(Exact Name of Small Business Issuer as Specified in Its Charter)

Delaware 59-3046866

(State or Other Jurisdiction of (I.R.S. Employer Identification Number)  
Incorporation or Organization)

8210 Presidents Drive  
Orlando, Florida 32809

(Address of Principal Executive Offices)

(407) 857-9900

(Issuer's Telephone Number, Including Area Code)

Not Applicable

(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 Securities Exchange Act of 1934 during the past 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 ☐

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

Class	Outstanding at November 8, 2000:
Class A Common Stock, \$.001 par value	2,065,543 shares
Class B Common Stock, \$.001 par value	483,264 shares

Transitional Small Business Disclosure Format  
Yes ☐ No ☒

SUPER VISION INTERNATIONAL, INC.

INDEX TO FORM 10-QSB

<TABLE>  
<CAPTION>

PART I.	FINANCIAL INFORMATION	Page
<S>	<C>	<C>
Item 1.	Consolidated Financial Statements	
	Condensed Consolidated Balance Sheets as of September 30, 2000 (unaudited) and December 31, 1999	1
	Condensed Consolidated Statements of Operations for the Three and Nine Months Ended September 30, 2000 and 1999 (unaudited)	2
	Condensed Consolidated Statements of Cash Flows for the Nine Months Ended September 30, 2000 and 1999 (unaudited)	3
	Notes to Condensed Consolidated Financial Statements (unaudited)	4

PART II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

13

SIGNATURES  
</TABLE>

14

SUPER VISION INTERNATIONAL, INC.  
CONDENSED CONSOLIDATED BALANCE SHEETS

<TABLE>  
<CAPTION>

	(Unaudited) September 30, 2000	December 31, 1999
	-----	-----
<S>	<C>	<C>
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 1,243,485	\$ 1,172,855
Investments	386,830	369,916
Trade accounts receivable, less allowance for doubtful accounts of \$106,740 at September 30, 2000 and \$133,819 at December 31, 1999	1,523,318	2,039,042
Inventories, less reserve of \$447,948 at September 30, 2000 and \$300,686 at December 31, 1999	2,473,480	2,254,533
Advances to employees	2,828	3,081
Prepaid expense	76,003	14,251
Other assets	15,403	12,557
	-----	-----
Total current assets	5,721,347	5,866,235
	-----	-----
Property and Equipment	6,822,186	6,739,717
Accumulated depreciation and amortization	(2,149,640)	(1,641,034)
	-----	-----
Net property and equipment	4,672,546	5,098,683
Deposits on equipment	12,559	--
Investments	997,710	997,740
Goodwill, less accumulated amortization of \$3,743 at September 30, 2000 and \$936 at December 31, 1999	22,460	25,268
Patents and trademarks, less amortization of \$36,984 at September 30, 2000 and \$29,441 at December 31, 1999	107,941	113,456
Other assets	125,853	172,273
	-----	-----
	\$ 11,660,416	\$ 12,273,655
	=====	=====
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable	\$ 659,662	\$ 922,245
Accrued compensation and benefits	--	69,104
Deposits	22,620	30,542
Current portion of obligation under capital lease	57,445	46,788
	-----	-----
Total current liabilities	739,727	1,068,679
Obligation Under Capital Lease	3,083,809	3,128,944
Stockholders' Equity:		
Preferred stock, \$.001 par value, 5,000,000 shares Authorized, none issued	--	--
Class A common stock, \$.001 par value, authorized 16,610,866 shares, 2,065,543 and 2,054,102 issued and outstanding, respectively	2,066	2,054
Class B common stock, \$.001 par value, authorized 3,389,134 shares, 483,264 issued and outstanding	483	483
Additional paid-in-capital	10,469,304	10,374,565
Accumulated deficit	(2,634,973)	(2,301,070)
	-----	-----
Total stockholders' equity	7,836,880	8,076,032
	-----	-----
	\$ 11,660,416	\$ 12,273,655
	=====	=====

</TABLE>

See accompanying notes to unaudited condensed consolidated financial statements.

SUPER VISION INTERNATIONAL, INC.  
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS - UNAUDITED

<TABLE>  
<CAPTION>

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2000	1999	2000	1999
<S>	<C>	<C>	<C>	<C>
Revenues	\$ 2,371,050	\$ 2,284,842	\$ 7,648,531	\$ 6,953,962
Cost and Expenses:				
Cost of sales	1,556,409	1,394,844	5,353,641	4,487,473
Selling, general and administrative	722,030	705,932	2,168,859	2,170,132
Research and development	126,117	140,344	334,823	434,783
Total costs and expenses	2,404,556	2,241,120	7,857,323	7,092,388
Operating Income (Loss)	(33,506)	43,722	(208,792)	(138,426)
Non-Operating Income (Expense):				
Interest income	47,685	32,067	133,437	99,612
Interest expense	(109,488)	(109,299)	(329,721)	(333,271)
Other income	42,102	--	83,570	--
Gain on sale of investments	293	--	3,135	--
Loss on disposal of fixed assets	(15,956)	--	(15,531)	(2,464)
Total non-operating expense	(35,364)	(77,232)	(125,110)	(236,123)
Loss Before Income Taxes	(68,870)	(33,510)	(333,902)	(374,549)
Income Tax Expense	--	--	--	--
Net Loss	\$ (68,870)	\$ (33,510)	\$ (333,902)	\$ (374,549)
Net Loss Per Common Share:				
Basic	\$ (0.03)	\$ (0.01)	\$ (0.13)	\$ (0.15)
Diluted	\$ (0.03)	\$ (0.01)	\$ (0.13)	\$ (0.15)

</TABLE>

See accompanying notes to unaudited condensed consolidated financial statements.

SUPER VISION INTERNATIONAL, INC.  
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS - UNAUDITED

<TABLE>  
<CAPTION>

	Nine Months Ended September 30,	
	2000	1999
<S>	<C>	<C>
Cash Flows from Operating Activities:		
Net loss	\$ (333,902)	\$ (374,549)
Adjustments to reconcile net loss to net cash provided by (used in) Operating activities:		
Depreciation and amortization	531,051	427,818
Loss on disposal of fixed assets	15,531	2,464
Accretion of capital lease obligation	--	(2,563)
Increase in inventory reserve	147,262	--
Changes in operating assets and liabilities:		
(Increase) decrease in:		
Trade accounts receivable, net	515,724	(570,746)
Inventories	(366,209)	(264,233)
Prepaid expense	(61,753)	--
Other assets	43,828	62,694
Increase (decrease) in:		

Accounts payable	(262,583)	703,040
Accrued compensation and benefits	(69,104)	(105,676)
Deposits	(7,922)	40,063
	-----	-----
Total adjustments	485,825	292,861
	-----	-----
Net cash provided by (used in) operating activities	151,923	(81,688)
Cash Flows from Investing Activities:		
Purchase of property and equipment	(114,213)	(251,182)
Purchase of investments	(16,884)	--
Acquisition of patents and trademarks	(2,028)	(4,075)
Proceeds from disposal of property and equipment	4,118	1,053
Deposits on equipment	(12,559)	24,161
	-----	-----
Net cash used in investing activities	(141,566)	(230,043)
Cash Flows from Financing Activities:		
Cost on issuance of common stock	36,174	68,220
Payments on capital lease obligation	(34,478)	--
Proceeds from exercise of employee stock options	58,577	5,897
	-----	-----
Net cash provided by financing activities	60,273	74,117
	-----	-----
Net Increase (Decrease) in Cash and Cash Equivalents	70,630	(237,614)
Cash and Cash Equivalents, beginning of period	1,172,855	2,798,142
	-----	-----
Cash and Cash Equivalents, end of period	\$ 1,243,485	\$ 2,560,528
	=====	=====

</TABLE>

See accompanying notes to unaudited condensed consolidated financial statements.

SUPER VISION INTERNATIONAL, INC.  
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

PRINCIPLES OF CONSOLIDATION AND BASIS OF PRESENTATION

The consolidated financial statements include the accounts of Super Vision International, Inc. and its wholly owned subsidiary Oasis Waterfalls, LLC (collectively, the "Company"). All significant inter-company balances and transactions have been eliminated.

On October 18, 1999, Super Vision International, Inc. entered into an Asset Purchase Agreement with Oasis Falls International, Inc. and Maas Industries to acquire substantially all of the assets of these businesses in the amount of \$132,812, in exchange for 31,250 shares of the Company's Class A Common Stock, par value \$.001 per share. The assets acquired included inventory, tooling, machinery and certain intangible assets relating to tooling and intellectual property rights.

Proforma consolidated results of operations were not prepared as if the acquisition had occurred at the beginning of fiscal year 1999 since the acquisition was not significant. The acquisition has been accounted for under the purchase method of accounting with assets acquired recorded at fair market value as of the effective acquisition date, and the operating results of the acquired business included in the Company's consolidated financial statements from that date. The excess of the purchase price over the fair value of the net assets acquired (goodwill) aggregated approximately \$26,000, and is being amortized on a straight-line basis over 7 years.

In the opinion of the Company, the accompanying unaudited condensed consolidated financial statements contain all adjustments, consisting only of normal recurring accruals necessary to present fairly the Company's consolidated financial position, results of operations and cash flows for the periods presented. The results of operations for the interim periods presented are not necessarily indicative of the results to be expected for the full year.

The condensed consolidated financial statements should be read in conjunction with the financial statements and the related disclosures contained in the Company's Form 10-KSB dated March 29, 2000, filed with the Securities and Exchange Commission.

BUSINESS

The Company is engaged in the design, manufacture and marketing of SIDE-GLOW(R) and END GLOW(R) fiber optic lighting cables, light sources, waterfalls and "point-to-point" fiber optic signs and displays. The Company's products have a wide variety of applications in the signage, swimming pool, architectural, advertising and retail

industries.

#### USE OF ESTIMATES

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

SUPER VISION INTERNATIONAL, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - CONTINUED

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED):

##### RESEARCH AND DEVELOPMENT

Research and development costs to develop new products are charged to expense as incurred.

##### ADVERTISING

Advertising costs, included in selling, general and administrative expenses, are expensed when the advertising first takes place.

##### RECLASSIFICATIONS

Certain prior year's amounts have been reclassified to conform to the current year's presentations. These reclassifications had no impact on operating results previously reported.

##### CASH EQUIVALENTS

Temporary cash investments with an original maturity of three months or less are considered to be cash equivalents.

##### INVESTMENTS

Marketable equity securities and debt securities are classified as available-for-sale. Available-for-sale securities are carried at fair value, with the unrealized gains and losses, net of tax, reported in a separate component of stockholders' equity. The amortized costs of debt securities in this category is adjusted for amortization of premiums and accretion of discounts to maturity. Such amortization is included in investment income. Realized gains and losses and declines in value judged to be other-than-temporary on available-for-sale securities are included in investment income. The cost of securities sold are based on the specific identification method. Interest and dividends on securities classified as available-for-sale are included in investment income. There were no material unrealized gains or losses on securities at September 30, 2000 or December 31, 1999.

At September 30, 2000 investments were comprised of U.S. Corporate Securities and equity securities of approximately \$998,000 and \$387,000, respectively. The investment in U.S. Corporate Securities matures in 2001.

##### RECENT ACCOUNTING PRONOUNCEMENTS

In December 1999, the Securities and Exchange Commission ("SEC") issued Staff Accounting Bulletin No. ("SAB 101"), "Revenue Recognition in Financial Statements". SAB 101 summarizes the SEC's views in applying generally accepted accounting principles to revenue recognition in financial statements. The Company is required to adopt SAB 101 in the fourth quarter of fiscal 2000. Management does not expect the adoption of SAB 101 to have a material effect on the Company's operations or financial position.

SUPER VISION INTERNATIONAL, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - CONTINUED

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED):

##### RECENT ACCOUNTING PRONOUNCEMENTS - CONTINUED

In April 2000, the Financial Accounting Standards Board issued FASB Interpretation No. 44, "Accounting for Certain Transactions Involving Stock Compensation, an interpretation of APB Opinion No. 25." Among other issues, that interpretation clarifies the definition of employees for purposes of applying Opinion No. 25, the criteria for determining

whether a plan qualifies as a non-compensatory plan, the accounting consequence of various modifications to the terms of a previously fixed stock option or award and the accounting for an exchange of stock compensation awards in a business combination. This interpretation is effective July 1, 2000, but certain conclusions in the interpretation cover specific events that occur after either December 15, 1998 or January 12, 2000. To the extent that this interpretation covers events occurring during the period after December 15, 1998, or January 12, 2000, but before the effective date of July 1, 2000, the effect of applying this interpretation is recognized on a prospective basis from July 1, 2000. The implementation of this interpretation does not have a material impact on the Company's financial statements.

2. INVENTORIES:

Inventories at September 30, 2000 and December 31, 1999 consisted of the following components:

<TABLE>  
<CAPTION>

	(UNAUDITED) SEPTEMBER 30, 2000	DECEMBER 31, 1999
<S>	<C>	<C>
Raw materials	\$ 2,174,445	\$ 1,770,519
Work in progress	75	105,428
Finished goods	746,908	679,272
	-----	-----
	2,921,428	2,555,219
Less: Reserve for excess inventory	(447,948)	(300,686)
	-----	-----
	\$ 2,473,480	\$ 2,254,533
	=====	=====

</TABLE>

3. CAPITAL LEASE:

The Company leases its operating facility from a corporation owned by the Company's Chief Executive Officer. The lease has a fifteen-year term, became effective June 15, 1997 and extends through June 15, 2012.

Assets recorded under capital lease and included in property and equipment are as follows:

Office/Warehouse building	\$ 3,081,000
Less accumulated amortization	(667,553)
	-----
	\$ 2,413,447
	=====

SUPER VISION INTERNATIONAL, INC.  
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - CONTINUED

3. CAPITAL LEASE (CONTINUED):

Future minimum annual lease payments for remainder of and years subsequent to September 30, 2000 in the aggregate are as follows:

<TABLE>

<S>	<C>
2000	\$ 145,380
2001	598,481
2002	610,596
2003	620,664
2004	641,127
2005 and thereafter	5,271,591
	-----
Minimum lease payments	7,887,839
Less amount representing interest and executory costs	(4,746,585)
	-----
Present value of net minimum lease payments under capital lease	\$ 3,141,254
	=====

</TABLE>

Deposits paid under this lease agreement totaled \$58,167 at September 30, 2000.

4. STOCK OPTION PLAN:

The Company has a stock option plan that provides for the grant of incentive stock options and nonqualified stock options for up to 450,000 shares of the Company's Class A common stock under the plan. The option price must be at least 100% of market value at the date of

the grant.

The following table summarizes activity of the stock option plan for the nine month period ended September 30, 2000:

<TABLE>  
<CAPTION>

	OPTIONS AVAILABLE FOR FUTURE GRANT	NUMBER OF SHARES	OPTION PRICE PER SHARE
	-----	-----	-----
<S>	<C>	<C>	<C>
Balance, January 1, 2000	103,984	288,279	\$3.28 - \$9.25
Options granted	(82,950)	82,950	\$5.75 - \$9.31
Options exercised	--	(11,341)	\$3.69 - \$7.82
Options cancelled	30,016	(30,516)	\$3.81 - \$8.94
	-----	-----	
Balance, September 30, 2000	51,050	329,372	
	=====	=====	

</TABLE>

Options granted vest ratably over a three year period or vest based on achievement of certain performance criteria. As of September 30, 2000, 196,142 options were vested and exercisable.

7

SUPER VISION INTERNATIONAL, INC.  
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - CONTINUED

5. LOSS PER SHARE:

The following table sets forth the computation of basic and diluted loss per share in accordance with SFAS No. 128, "Earnings per Share."

<TABLE>  
<CAPTION>

	FOR THE THREE MONTHS ENDED SEPTEMBER 30,		FOR THE NINE MONTHS ENDED SEPTEMBER 30,	
	2000	1999	2000	1999
	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
Numerator:				
Net loss (numerator for basic and diluted earnings per share)	\$ (68,870)	\$ (33,510)	\$ (333,902)	\$ (374,549)
Denominator:				
Denominator for basic earnings per share -weighted average shares	2,572,095	2,478,076	2,568,556	2,478,076
Effect of dilutive securities:				
Options	--	--	--	--
Warrants	--	--	--	--
	-----	-----	-----	-----
Dilutive potential shares	--	--	--	--
Denominator for diluted earnings per share -adjusted weighted average shares	2,572,095	2,478,076	2,568,556	2,478,076
	=====	=====	=====	=====
Basic loss per share	\$ (0.03)	\$ (0.01)	\$ (0.13)	\$ (0.15)
	=====	=====	=====	=====
Diluted loss per share	\$ (0.03)	\$ (0.01)	\$ (0.13)	\$ (0.15)
	=====	=====	=====	=====

</TABLE>

Certain warrants are not included in the computation of loss per share because the related shares are contingently issuable or to do so would have been anti-dilutive for the periods presented.

8

SUPER VISION INTERNATIONAL, INC.  
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - CONTINUED

6. COMMITMENTS

On November 23, 1998, the Company entered into a Stock Purchase Agreement with Cooper Lighting, Inc. ("Cooper"), a subsidiary of Cooper

Industries, Inc. (a New York Stock Exchange Company trading under the symbol "CBE"), pursuant to which the Company sold to Cooper 250,369 shares of its Class A Common Stock, for a purchase price of \$2,000,000. In addition, the Company entered into a Distributorship Agreement (the "Distributorship Agreement") with Cooper and Cooper Industries, (Canada), Inc. ("Cooper Canada"), another subsidiary of Cooper Industries, Inc., pursuant to which Cooper and Cooper Canada were collectively granted the exclusive distribution rights in the United States and Canada (the "Territory's Exclusive Market") to the Company's fiber optic products in the commercial, residential, industrial, institutional, and public transportation markets, including, but not limited to, any and all lighting applications in or related to architectural lighting, accent lighting, down lighting, display cases, landscaping, confinement, explosion-proof, clean rooms, traffic signals, signage, outdoor area and emergency /exit lighting. In consideration for these rights, Cooper and Cooper Canada collectively agreed, in accordance with the terms of the Distributorship Agreement, to purchase up to \$47,075,000 of the Company's products over a five-year period.

Effective July 10, 2000, Cooper notified the Company that Cooper did not meet its minimum purchase commitment for the year ended December 31, 1999 and will not meet its purchase commitment for the year ending December 31, 2000, and further advised the Company that Cooper will not make up the deficiencies pursuant to its option in the Distributorship Agreement to maintain its exclusive sales rights in the Territory's Exclusive Market for the Company's products. Upon this notification, the Company exercised its option to not excuse the deficiency and terminate Cooper's exclusive rights to distribute, market and sell the Company's products within the Territory's Exclusive Market. Effective midnight on October 31, 2000, Cooper's exclusive rights for sale of the Company's products in the Territory's Exclusive Market terminated.

## Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion and analysis should be read in conjunction with the unaudited Condensed Financial Statements and Notes thereto appearing elsewhere in this report.

The following discussion contains certain forward-looking statements within the meaning of the "safe-harbor" provisions of the Private Securities Litigation Reform Act of 1995, as amended, the attainment of which involve various risks and uncertainties. Forward-looking statements may be identified by the use of forward-looking terminology such as "may", "will", "should", "expect", "plan", "believe", "estimate", "anticipate", "continue", "predict", "forecast", "intend", "potential", or similar terms, variations of those terms or the negative of those terms. The Company's actual results may differ materially from those described in these forward-looking statements due to, among other factors, competition in each of the Company's product areas, dependence on suppliers, the Company's limited manufacturing experience, the condition of the international marketplace and the evolving nature of the Company's fiber optic technology. Additional information concerning these or other factors which could cause actual results to differ materially from those contained or projected in, or even implied by, such forward-looking statements is contained in this report and also from time to time in the Company's other Securities and Exchange Commission filings. Although the Company believes that the assumptions underlying the forward-looking statements are reasonable, any of the assumptions could prove inaccurate and, therefore, there can be no assurance that the forward-looking information will prove to be accurate.

### THREE MONTHS ENDED SEPTEMBER 30, 2000 COMPARED TO 1999

#### Results of Operations

Revenues are derived primarily from the sale of fiber optic Side Glow(R) and End Glow(R) cable and light sources, point of purchase fiber optic signs and displays and sales of fiber optic landscape and task lighting systems. Total revenues for the three months ended September 30, 2000 were approximately \$2,371,000 as compared to approximately \$2,285,000 for the three months ended September 30, 1999, an increase of approximately \$86,000 or 4%. The increase was primarily the result of growth in the architectural and pool and spa market, up approximately \$255,000 or 35% and approximately \$234,000 or 110% respectively, from the prior year revenue levels. Increased revenues in the architectural and pool and spa market were principally offset by a decline in the sign and international markets of approximately \$ 286,000 or 45% and \$ 256,000 or 36%, respectively. Oasis Waterfalls, LLC, contributed approximately \$ 100,000 in revenue for the quarter ended September 30, 2000.

Gross margin for the quarter ended September 30, 2000 was approximately \$815,000

or 34% as compared to approximately \$890,000 or 39% for the three months ended September 30, 1999. The gross margin is dependent, in part, on product mix, which fluctuates from time to time. The decrease in gross margin from the third quarter of 1999 was primarily due to an increase to the inventory reserve for potentially slow-moving / obsolete inventory in the amount of approximately \$65,000. The reduction in gross margin percentage is mainly due to a higher mix of sales to Hayward Pool Products ("Hayward"), which typically generate lower gross margin, due to discount levels established in the Company's current distributor agreement with Hayward. Excluding the increase in the inventory reserve, gross margin for the quarter ended September 30, 2000 was approximately \$880,000 or 37%.

Selling, general and administrative expense was approximately \$ 722,000 during the three months ended September 30, 2000 as compared to approximately \$ 706,000 for the same period ended 1999, an increase of approximately \$ 16,000 or 2%. Legal fees related to patent infringement of the Company's fiber optic cable, offset by lower selling expense, was the principal reason for the increase in expense over 1999. Selling, general and administrative expense as a percentage of revenue was approximately 30% for the three months ended September 30, 2000 as compared to approximately 31% for the same period in 1999, a decrease of approximately 1%.

Research and development costs were approximately \$126,000 during the three months ended September 30, 2000 as compared to approximately \$140,000 during the same period in 1999, a decrease of approximately 10%. The reduction was primarily due to the cancellation of three product development efforts in mid-1999. Research and development expense represented approximately 5% of revenue for the quarter compared to approximately 6% for the same quarter of 1999.

Interest expense of approximately \$109,000 for the quarter ended September 30, 2000 was unchanged from the

10

same period last year and related to the capital lease in connection with the Company's facility in Orlando, Florida.

Other income of \$42,000 consisted primarily of proceeds received from the sub-lease of the warehouse portion of the facility.

The Company has provided a full valuation allowance against income tax benefits resulting from losses incurred on operations and as a result there was no provision for income tax during the three months ended September 30, 2000 and 1999, respectively.

The net loss for the three months ended September 30, 2000 was approximately \$69,000, and \$0.03 per basic and diluted common share, as compared to a net loss of approximately \$34,000, and \$0.01 per basic and diluted common share, for the quarter ended September 30, 1999. The increase in the net loss was primarily due to lower gross margin partially offset by lower non-operating expense.

#### NINE MONTHS ENDED SEPTEMBER 30, 2000 COMPARED TO 1999

##### Results of Operations

Total revenues for the nine months ended September 30, 2000 were approximately \$7,649,000 as compared to approximately \$6,954,000 for the nine months ended September 30, 1999 an increase of approximately \$695,000 or 10%. The increase was primarily the result of growth in the pool and spa market, up approximately \$1,503,000 or 127% from prior year revenues due to the Company's exclusive marketing and sales partner in the pool and spa market, Hayward. Increased revenues in the pool and spa market were principally offset by reductions in the international, architectural and sign markets of approximately \$ 471,000, \$ 341,000 and \$258,000 respectively. Oasis Waterfalls, LLC, contributed approximately \$ 305,000 in revenue for the nine months ended September 30, 2000.

Gross margin for the nine months ended September 30, 2000 was approximately \$2,295,000 or 30% as compared to approximately \$2,467,000 or 35% for the nine months ended June 30, 1999. The gross margin is dependent, in part, on product mix, which fluctuates from time to time. The decrease in gross margin from the first nine months of 1999 was primarily due to an increase of approximately \$190,000 in the reserve for potentially slow moving / obsolete inventory as well as a higher mix of pool related product sales to Hayward. Hayward receives a significant discount off list price based on the Company's current distributor agreement with Hayward. Excluding the increase in the inventory reserve, gross margin was approximately \$ 2,485,000 or 32%.

Selling, general and administrative expense was approximately \$ 2,169,000 during the nine months ended September 30, 2000 as compared to approximately \$ 2,170,000, unchanged from the same period ended 1999. Increased legal fees relating to the patent infringement of the Company's fiber optic cable were offset by lower selling expense during the first nine months of 1999. Selling, general and administrative expense as a percentage of revenue was approximately 28% for the nine months ended September 30, 2000 as compared to approximately 31% for the same period in 1999, a decrease of approximately 3%.

Research and development costs were approximately \$335,000 during the nine months ended September 30, 2000 as compared to approximately \$435,000 during the

same period in 1999, a reduction of 23%. The decline was primarily due to the cancellation of three product development efforts in mid 1999. Research and development expense represented approximately 4% of revenue for the quarter compared to approximately 6% for the same quarter of 1999.

Interest expense of approximately \$330,000 for the nine months ended September 30, 2000, as compared to approximately \$333,000 for the same period last year, related to the capital lease in connection with the Company's facility in Orlando, Florida.

Other income of approximately \$84,000 consisted primarily of funds received in connection with a supplier settlement in favor of the Company as well as proceeds received from the sub-lease of the warehouse portion of the facility.

The Company has provided a full valuation allowance against income tax benefits resulting from losses incurred on operations and as a result there was no provision for income tax during the nine months ended September 30, 2000 and 1999, respectively.

The net loss for the nine months ended September 30, 2000 was approximately \$334,000, or \$0.13 per basic and

11

diluted common share, as compared to net loss of approximately \$375,000, and \$0.15 per basic and diluted common share, for the nine months ended September 30, 1999. The decrease in loss was primarily due to reduced operating and non-operating expenses partially offset by lower gross margin.

#### LIQUIDITY AND CAPITAL RESOURCES

At September 30, 2000 the Company had working capital of approximately of \$4,982,000.

Net cash provided by operations amounted to approximately \$152,000 for the nine months ended September 30, 2000 compared to approximately \$ 82,000 of cash used by operating activities for the nine months of 1999. The most significant source of cash was generated by the net reduction of approximately \$516,000 in trade accounts receivable, primarily through the increase in cash collections during the first nine months of 2000. The most significant use of cash was the net increase in inventories of approximately \$366,000. The increase in inventory was primarily due to the timing of fiber purchases as well as the purchase of components to meet the projected demands of the following quarter. The decrease of approximately \$263,000 in accounts payable due to the timing of supplier payments, also contributed to a significant use of cash during the first nine months of 2000. Net cash used in investing activities for the nine months ended September 30, 2000 amounted to approximately \$142,000 mainly due to approximately \$114,000 of capital expenditures for the purchase of computer equipment, furniture and fixtures, tooling and additional trade show booth material. Net cash provided by financing activities for the nine months ended September 30, 2000 amounted to approximately \$60,000. Proceeds in the amount of approximately \$59,000 from the exercise of employee stock options account for substantially all of the increase from December 31, 1999.

#### COOPER RELATIONSHIP

On November 23, 1998, the Company entered into a Stock Purchase Agreement with Cooper Lighting, Inc. ("Cooper"), a subsidiary of Cooper Industries, Inc. (a New York Stock Exchange Company trading under the symbol "CBE"), pursuant to which the Company sold to Cooper 250,369 shares of its Class A Common Stock, for a purchase price of \$2,000,000. In addition, the Company entered into a Distributorship Agreement (the "Distributorship Agreement") with Cooper and Cooper Industries, (Canada), Inc. ("Cooper Canada"), another subsidiary of Cooper Industries, Inc., pursuant to which Cooper and Cooper Canada were collectively granted the exclusive distribution rights in the United States and Canada (the "Territory's Exclusive Market") to the Company's fiber optic products in the commercial, residential, industrial, institutional, and public transportation markets, including, but not limited to, any and all lighting applications in or related to architectural lighting, accent lighting, down lighting, display cases, landscaping, confinement, explosion-proof, clean rooms, traffic signals, signage, outdoor area and emergency /exit lighting. In consideration for these rights, Cooper and Cooper Canada collectively agreed, in accordance with the terms of the Distributorship Agreement, to purchase up to \$47,075,000 of the Company's products over a five-year period.

Effective July 10, 2000, Cooper notified the Company that Cooper did not meet its minimum purchase commitment for the year ended December 31, 1999 and will not meet its purchase commitment for the year ending December 31, 2000, and further advised the Company that Cooper will not make up the deficiencies pursuant to its option in the Distributorship Agreement to maintain its exclusive sales rights in the Territory's Exclusive Market for the Company's products. Upon this notification, the Company exercised its option to not excuse the deficiency and terminate Cooper's exclusive rights to distribute, market and sell the Company's products within the Territory's Exclusive Market. Effective midnight on October 31, 2000, Cooper's exclusive rights for sale of the Company's products in the Territory's Exclusive Market terminated.

As a result of this termination the Company will market and distribute its product through a network of individual lighting agents covering the United

States and Canada. The Company has begun the process of recruiting lighting agents for the distribution of the Company's products related to the architectural lighting market and to date the Company has reached agreements to rehire 81 lighting agents throughout the United States and Canada.

As a result of this change the Company does not expect any significant reduction in its sales of fiber optics products in the architectural market.

12

PART II

Item 6. Exhibits and Reports on Form 8-K

(a) 27 Financial data schedule

(b) The Company did not file any reports on Forms 8-K during the three months ended September 30, 2000.

13

SIGNATURES

In accordance with the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned, thereunder duly authorized.

SUPER VISION INTERNATIONAL, INC.

By: /s/ Brett M. Kingstone

Date: November 8, 2000

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Brett M. Kingstone, Chief Executive Officer  
(Principal Executive Officer)

By: /s/ Larry J. Calise

Date: November 8, 2000

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Larry J. Calise, Chief Financial Officer  
(Principal Financial and Accounting Officer)

14

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