# UNITED STATES <br> SECURITIES AND EXCHANGE COMMISSION <br> WASHINGTON, D.C. 20549 

## FORM 8-K

## CURRENT REPORT

## PURSUANT TO SECTION 13 OR 15(d) OF THE

 SECURITIES EXCHANGE ACT OF 1934Date of Report (Date of earliest event reported) July 10, 2008

# BASSETT FURNITURE INDUSTRIES, INCORPORATED <br> (Exact name of registrant as specified in its charter) 

| VIRGINIA |
| :---: |
| VIRG <br> State or other jurisdiction of <br> incorporation or organization) <br> 3525 FAIRYSTONE PARK HIGHWAY <br> BASSETT, VIRGINIA <br> (Address of principal executive offices)$\quad$(Commission File No.) |

Registrant's telephone number, including area code 276/629-6000
(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):
$\square \quad$ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
$\square \quad$ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
$\square \quad$ 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(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition.
On July 10, 2008, Bassett Furniture Industries issued a news release relating to, among other things, the second quarter financial results for the fiscal year 2008. A copy of the news release announcing this information is attached to this report as Exhibit 99.

Item 9.01. Financial Statements and Exhibits
Exhibit 99 News release issued by Bassett Furniture Industries, Inc. on July 10, 2008.

## 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.

## BASSETT FURNITURE INDUSTRIES, INCORPORATED

By: /s/ Barry C. Safrit
Barry C. Safrit
Title: Senior Vice President, Chief Financial Officer

Bassett Furniture Industries, Inc.
P.O. Box 626

Bassett, VA 24055

## For Immediate Release

## Bassett Furniture News Release

## Bassett Announces Second Quarter 2008 Results of Operations

(Bassett, Va.) - July 10, 2008 - Bassett Furniture Industries Inc. (Nasdaq:BSET) announced today its results of operations for its fiscal quarter and 27 week period ended May 31, 2008.

Sales for the quarter ended May 31, 2008 were $\$ 74.9$ million as compared to $\$ 75.4$ million for the quarter ended May 26 , 2007, a decrease of $1 \%$. The 2008 reported sales were positively impacted by reported revenue of $\$ 4.1$ million due to a change in the Company's business practices with respect to freight for the delivery of wholesale furniture to its retail stores. In July of 2007, the Company began invoicing these customers on a fully landed basis such that the dealer invoice price includes the freight charge for delivery. Gross margins for the second quarter of 2008 and 2007 were $39.4 \%$ and $31.7 \%$, respectively. Excluding the effects of the above-mentioned business change, the gross margin for 2008 would have been $35.9 \%$. This significant increase over 2007 results from improved margins in both the wholesale and retail segments. Selling, general and administrative expenses increased $\$ 0.9$ million for the second quarter of 2008 as compared to 2007 primarily due to the acquisition of additional company-owned retail stores, partially offset by lower spending in the wholesale operation. The Company reported a net loss of $\$(0.4)$ million, or $\$(0.03)$ per share for the quarter ended May 31,2008 , as compared to a net loss of $\$(2.4)$ million, or $\$(0.20)$ per share, for the quarter ended May 26, 2007.

Sales for the 27 weeks ended May 31, 2008 were $\$ 156.5$ million as compared to $\$ 148.9$ million for the 26 weeks ended May 26, 2007, an increase of $5 \%$. The 2008 reported sales were positively impacted by reported revenue of $\$ 8.7$ million due to a change in the Company's business practices as described above and an additional week of sales due to its fiscal calendar. Gross margins for the 27 weeks ended May 31, 2008 and 26 weeks ended May 26 , 2007 were $39.7 \%$ and $31.1 \%$, respectively. Excluding the effects of the above-mentioned business change, the gross margin for 2008 would have been $36.2 \%$. This significant increase over 2007 results from improved margins in both the wholesale and retail segments. Selling, general and administrative expenses increased $\$ 2.7$ million for the first half of 2008 as compared to 2007 primarily due to additional company-owned retail stores, partially offset by lower spending in the wholesale operation. The Company reported net income of $\$ 0.1$ million or $\$ 0.01$ per share for the 27 weeks ended May 31,2008 , as compared to a net loss of $\$(6.6)$ million, or $\$(0.56)$ per share, for the 26 weeks ended May 26, 2007.

The results for the quarter and 27 weeks ended May 31, 2008 included three unusual pretax items consisting of $\$ 1.4$ million of legal and other expenses for the proxy contest with Costa Brava Partnership III L.P., a $\$ 1.3$ million gain associated with the sale of the Company’s airplane and a $\$ 0.4$ million impairment charge associated with the writeoff of leasehold improvements for a closed store. The loss for the quarter ended May 26, 2007 included unusual pretax charges of $\$ 1.9$ million
associated with lease exit costs for certain closed stores, $\$ 1.0$ million associated with the writeoff of tenant improvements from the downsizing of the Company's showroom space and $\$ 0.9$ million associated with severance from the closure of the wood manufacturing facility in Bassett, Va. In addition, the 26 week period ended May 26, 2007 included a $\$ 3.6$ million pretax charge recorded in the first quarter of 2007 for the writedown of the plant and equipment for the closing of the Bassett plant. Excluding these unusual items, the results of operations for the quarters ended May 31, 2008 and May 26, 2007 would have basically been breakeven and the net income for the 27 weeks ended May 31, 2008 would have been $\$ 0.4$ million as compared to a net loss of $\$(2.0)$ million for the 26 weeks ended May 26, 2007, respectively. Please refer to the attached schedule which reconciles net income (loss) as reported to net income (loss) as adjusted.

The Bassett Furniture retail store program had 127 stores in operation as of May 31, 2008. For the first six months of 2008, three new stores were opened (two licensee- and one corporate-owned) and six stores were closed (five licensee- and one corporate-owned). Although management will continue to work closely with its licensee stores to ensure the success of both the licensee and Bassett, the Company expects that an additional nine to ten underperforming stores will close during the remainder of 2008.
"The progress that we achieved during the first part of the year slowed as we moved deeper into the second quarter", said Robert H. Spilman, president and chief executive officer. "Operating results for the quarter improved modestly by $\$ 0.6$ million excluding unusual items in 2008 and 2007. The weakening of incoming orders from late March through mid-May affected results in the wholesale segment as shipments fell below last year's levels. Corporate retail gross margins improved significantly and store losses were reduced by $14 \%$ for the quarter. While comparable Corporate store sales were flat for the period, written sales for the Memorial Day weekend were significantly stronger than the corresponding results for 2007.
"As previously discussed, we continued the ongoing evaluation of our corporate store portfolio. One store closing event was completed during the quarter and another began in early May and finalized in mid-June. Also, the conversion of two existing stores to the new format and the remodeling of three others began in late May with plans to be ready for Labor Day.
"We remain encouraged by the sales results from our new retail prototype despite the ongoing difficult home furnishings environment. Sales per square foot in the new format continue to noticeably outperform our existing fleet average and we eagerly anticipate the conversion of two more stores later this year. As more stores are converted, we will have a meaningful sample with which we can evaluate the appropriate level of investment to allocate to the Bassett Home Furnishings concept in the future.
"We continue to work diligently with certain of our licensees to help them weather this persistently tough retail climate. This has and will continue to include evaluating sales and design talent, merchandising assortments, advertising spending, and store occupancy costs."

## Wholesale Segment

Net sales for the wholesale segment were $\$ 62.0$ million for the second quarter of 2008 as compared to $\$ 63.4$ million for the second quarter of 2007, a decrease of $2 \%$. The 2008 reported sales were positively impacted by reported revenue of $\$ 4.1$ million due to a change in the Company's invoicing practices as described above. Approximately $54 \%$ of wholesale shipments during the second quarter of 2008 were imported products compared to $44 \%$ for second quarter of 2007. Gross margins for the wholesale segment were $29.2 \%$ for the second quarter of 2008 as compared to $22.4 \%$ for the second quarter of 2007. Excluding the effects of the invoicing change described above, gross margins for the second quarter of 2008 would have been $24.2 \%$, a 1.8 percentage point increase over 2007 . This increase is primarily due to an improved product mix associated with increased imported products which carry a higher margin and the significant wind down costs incurred in 2007 related to the closing of the Bassett plant.

Net sales for the wholesale segment were $\$ 131.3$ million for the 27 weeks ended May 31, 2008 as compared to $\$ 125.7$ million for the 26 weeks ended May 26, 2007, an increase of $4 \%$. The 2008 reported sales were positively impacted by reported revenue of $\$ 8.7$ million due to a change in the Company's invoicing practices as described above. Gross margins for the wholesale segment were $29.8 \%$ for the 27 weeks ended May 31 , 2008 as compared to $21.9 \%$ for the 26 weeks ended May 26, 2007. Excluding the effects of the invoicing change described above, gross margins for the second quarter of 2008 would have been $24.8 \%$, a 2.9 percentage point increase over 2007. This increase is primarily due to an improved product mix associated with increased imported products which carry a higher margin and the significant wind down costs incurred in 2007 related to the closing of the Bassett plant.

## Retail Segment

Bassett's 31 corporate stores continue to make progress despite difficult conditions at retail with sales of $\$ 24.6$ million in the second quarter of 2008 as compared to $\$ 21.9$ million in the second quarter of 2007 . These sales increases have primarily resulted from the five additional Company-owned stores acquired during 2007 and a slight increase in comparable store sales (sales for stores open for longer than one year). Gross margins for the quarter increased 2.6 percentage points due to improved pricing and promotional strategies, partially offset by lower margins in the upstate New York market due to the closing of the Henrietta store during the second quarter. The Company's retail segment reduced its total operating losses by $\$ 0.4$ million, a $14 \%$ decrease. For its 25 comparable corporate stores, the Company reduced its operating losses by approximately $27 \%$ in the second quarter of 2008 as compared to the second quarter of 2007 . The Company believes that the combination of new product introductions, store prototype retrofits, better hiring and training of design consultants and continued improved marketing efforts will lead to further improvement in retail operating results.

Net sales for the 27 weeks ended May 31, 2008 were $\$ 50.5$ million as compared to $\$ 43.1$ million for the 26 weeks ended May 26 , 2007. These sales increases have primarily resulted from the additional Company owned stores and a slight increase in comparable store sales (sales for stores open for longer than one year). Gross margins for the 2008 period increased 3.3 percentage points due to improved pricing and promotional strategies, partially offset by lower margins in the upstate New York market due to the closing of the Henrietta store during the second quarter of 2008. The Company's retail segment reduced its total operating losses by $\$ 0.7$ million, a $14 \%$ decrease. For its 25 comparable corporate stores, the Company reduced its operating losses by approximately $34 \%$ in the 27 weeks ended May 31, 2008 as compared to the 26 weeks ended May 26, 2007.

## Other Income

Other income for the quarter and 27 week period ended May 31, 2008 was $\$ 0.1$ million and $\$ 0.3$ million as compared to $\$ 2.8$ million and $\$ 3.7$ million for the quarter and 26 week period ended May 26, 2007, respectively. These decreases were primarily due to market losses of approximately $1 \%$ for the Company's Alternative Asset Fund in 2008 as compared to income of approximately 5\% on these investments in 2007.

## Balance Sheet and Cash Flow

Net accounts receivable increased $\$ 4.3$ million during the 27 week period ended May 31, 2008, due primarily to the slower pace of collections from certain store licensees related primarily to the overall retail environment. The Company continually assesses its levels of bad debt reserves and recorded $\$ 2.0$ million in provision for losses on accounts receivable in 2008. Although the Company believes it has adequate reserves for bad debts, it will continue to work with its licensees to help limit bad debt exposure. The Company expects nine to ten underperforming stores to close during the remainder of 2008 .

The Company used $\$ 10.8$ million of cash in operating activities during the 27 weeks ended May 31,2008 primarily due to the continued difficult environment at retail as well as increased cash requirements to fund the January new product rollout. Representing one of the most extensive redesigns and rollouts in the Company's recent history, the new product has been well-received at retail and should help to fuel future sales growth. Due to the lead time to source the majority of the new product, inventory and accounts payable balances were unusually high at the end of fiscal 2007. The Company's inventory levels peaked in January and began returning to more normalized levels during the second quarter. Management believes that the inventory levels as of May 31, 2008 represent a sustainable and more normalized level. The Company's accounts payable balance was reduced by $\$ 7.9$ million during the 27 week period and has returned to a more normalized level. The Company also funded $\$ 5.0$ million in dividends and repurchased $\$ 2.2$ million of common stock under the previously announced $\$ 20$ million share repurchase plan. These cash requirements were primarily funded through $\$ 11.3$ million of net investment sales and $\$ 6.0$ million in additional borrowings on the revolving credit facility.

In the fourth quarter of 2007, the Company announced the acquisition of the operations of two stores in the Charleston, South Carolina area from a former licensee and that it had begun the process of acquiring the land and buildings of those stores. During the quarter ended March 1, 2008, the Company completed the acquisition of the land and building for $\$ 6.8$ million. The Company funded the acquisition through additional real estate debt of $\$ 5.0$ million and the use of preexisting accounts receivable from the former licensee.

## Special Dividend and Status of Investment Redemptions

Subsequent to May 31, 2008, the Company announced that its Board of Directors had approved the first installment of $\$ 0.75$ per share to be paid as part of the $\$ 1.25$ special dividend announced in April. Accordingly, $\$ 0.75$ per share will be paid to shareholders of record as of July 16,2008 with a payment date of August 1, 2008. The Company received $\$ 12.0$ million in June from the liquidation of a position in the Alternative Asset Fund which will be used to fund the August dividend payment along with additional repurchases of common stock under the Company's share repurchase plan. The second installment of $\$ 0.50$ per share is expected to be paid in October 2008 as further proceeds from liquidating additional portions of the Company's investment portfolio are received.

## About Bassett Furniture Industries, Inc.

Bassett Furniture Industries, Inc. (NASDAQ:BSET), is a leading manufacturer and marketer of high quality, mid-priced home furnishings. With approximately 125 Bassett stores, Bassett has leveraged its strong brand name in furniture into a growing network of corporate and licensed stores that focus on providing consumers with a friendly environment for buying furniture and accessories. The most significant growth vehicle for Bassett continues to be the Company's dedicated retail store program. Bassett's retail strategy includes affordable custom-built furniture that is ready for delivery in the home within 30 days. The stores also feature the latest on-trend furniture styles, more than 1,000 upholstery fabrics, free in-home design visits, and coordinated decorating accessories. For more information, visit the Company's website at bassetffurniture.com. (BSET-E)

Certain of the statements in this release, particularly those preceded by, followed by or including the words "believes," "expects," "anticipates," "intends," "should," "estimates," or similar expressions, or those relating to or anticipating financial results for periods beyond the end of the second quarter of fiscal 2008, constitute "forward looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended. For those statements, Bassett claims the protection of the safe harbor for forward looking statements contained in the Private Securities Litigation Reform Act of 1995. In many cases, Bassett cannot predict what factors would cause actual results to differ materially from those indicated in the forward looking statements. Expectations included in the forward-looking statements are based on preliminary information as well as certain assumptions which management believes to be reasonable at this time. The following important factors affect Bassett and could cause actual results to differ materially from those indicated in the forward looking statements: delays or difficulties in

Condensed Consolidated Statements of Operations - Unaudited
(In thousands, except for per share data)

|  | 13 Weeks Ended May 31, 2008 |  | 13 Weeks Ended May 26, 2007 |  | 27 Weeks Ended May 31, 2008 |  | 26 Weeks Ended May 26, 2007 |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Amount | Percent of Net Sales | Amount | Percent of Net Sales | Amount | Percent of Net Sales | Amount | Percent of Net Sales |
| Net sales | \$74,862 | 100.0\% | \$75,432 | 100.0\% | \$156,460 | 100.0\% | \$148,852 | 100.0\% |
| Cost of sales | 45,344 | 60.6\% | 51,486 | 68.3\% | 94,316 | 60.3\% | 102,595 | 68.9\% |
| Gross profit | 29,518 | 39.4\% | 23,946 | 31.7\% | 62,144 | 39.7\% | 46,257 | 31.1\% |
| Selling, general and administrative | 26,959 | 36.0\% | 26,058 | 34.5\% | 54,565 | 34.9\% | 51,882 | 34.9\% |
| Wholesale delivery expenses | 4,084 | 5.5\% | - | 0.0\% | 8,693 | 5.6\% | - | 0.0\% |
| Proxy defense costs | 1,418 | 1.9\% | - | 0.0\% | 1,418 | 0.9\% | - | 0.0\% |
| Restructuring, asset impairment charges and unusual gains, net | (958) | -1.3\% | 1,935 | 2.6\% | (958) | -0.6\% | 5,544 | 3.7\% |
| Lease exit costs | - | 0.0\% | 1,934 | 2.6\% | - | 0.0\% | 1,934 | 1.3\% |
| Loss from operations | $(1,985)$ | -2.7\% | $(5,981)$ | -7.9\% | $(1,574)$ | -1.0\% | $(13,103)$ | -8.8\% |
| Other income, net | 97 | 0.1\% | 2,782 | 3.7\% | 284 | 0.2\% | 3,692 | 2.5\% |
| Loss before income taxes | $(1,888)$ | -2.5\% | $(3,199)$ | -4.2\% | $(1,290)$ | -0.8\% | $(9,411)$ | -6.3\% |
| Income tax benefit | 1,497 | 2.0\% | 779 | 1.0\% | 1,416 | 0.9\% | 2,804 | 1.9\% |
| Net income (loss) | \$ (391) | -0.5\% | \$ (2,420) | -3.2\% | \$ 126 | 0.1\% | $\underline{\text { \$ (6,607) }}$ | -4.4\% |
| Basic earnings (loss) per share: | \$ (0.03) |  | \$ (0.20) |  | \$ 0.01 |  | \$ (0.56) |  |
| Diluted earnings (loss) per share: | \$ (0.03) |  | \$ (0.20) |  | \$ 0.01 |  | \$ (0.56) |  |

## BASSETT FURNITURE INDUSTRIES, INC. AND SUBSIDIARIES

Condensed Consolidated Balance Sheets
(In thousands)

|  | $\frac{\text { May 31, } 2008}{\text { unaudited }}$ | November 24, 2007 |  |
| :---: | :---: | :---: | :---: |
| Assets |  |  |  |
| Current assets |  |  |  |
| Cash and cash equivalents | \$ 6,280 | \$ | 3,538 |
| Accounts receivable, net | 42,930 |  | 38,612 |
| Inventories | 45,341 |  | 50,550 |
| Deferred income taxes | 7,058 |  | 6,001 |
| Other current assets | 12,127 |  | 12,421 |
| Total current assets | 113,736 |  | 111,122 |
| Property and equipment, net | 56,982 |  | 53,225 |
| Investments | 63,723 |  | 76,924 |
| Retail real estate | 30,448 |  | 31,207 |
| Notes receivable, net | 14,541 |  | 14,128 |
| Deferred income taxes | 11,247 |  | 9,902 |
| Other | 12,037 |  | 14,195 |
|  | 131,996 |  | 146,356 |
| Total assets | \$ 302,714 | \$ | 310,703 |
| Liabilities and Stockholders' Equity |  |  |  |
| Current liabilities |  |  |  |
| Accounts payable | \$ 18,233 | \$ | 26,104 |
| Customer deposits | 9,021 |  | 8,894 |
| Other accrued liabilities | 19,968 |  | 21,596 |
| Total current liabilities | 47,222 |  | 56,594 |
| Long-term liabilities |  |  |  |
| Post employment benefit obligations | 14,289 |  | 14,493 |
| Long-term revolving debt | 16,000 |  | 10,000 |
| Real estate notes payable | 21,757 |  | 18,850 |
| Distributions in excess of affiliate earnings | 12,629 |  | 12,244 |
| Other long-term liabilities | 5,040 |  | 3,670 |
|  | 69,715 |  | 59,257 |

## Commitments and Contingencies

Stockholders' equity

| Common stock | 58,192 | 59,033 |
| :--- | ---: | ---: | ---: |
| Retained earnings | 126,119 | 131,725 |
| Additional paid-in-capital | 1,019 | 2,180 |
| Accumulated other comprehensive income | 447 | 1,914 |
| Total stockholders' equity | 185,777 | 194,852 |
| Total liabilities and stockholders' equity | 302,714 | $\$ 10,703$ |

## BASSETT FURNITURE INDUSTRIES, INC. AND SUBSIDIARIES

Consolidated Statements of Cash Flows - Unaudited
(In thousands)

|  | 27 Weeks Ended May 31, 2008 |  | 26 Weeks Ended May 26, 2007 |  |
| :---: | :---: | :---: | :---: | :---: |
| Operating activities: |  |  |  |  |
| Net income (loss) | \$ | 126 | \$ | $(6,607)$ |
| Adjustments to reconcile net income (loss) to net cash used in operating activities: |  |  |  |  |
| Depreciation and amortization |  | 3,949 |  | 4,779 |
| Equity in undistributed income of investments and unconsolidated affiliated companies |  | $(1,628)$ |  | $(5,027)$ |
| Provision for restructuring, asset impairment charges and unusual gains, net |  | (958) |  | 5,544 |
| Impairment of retail real estate |  | 352 |  | - |
| Provision for lease exit costs |  | - |  | 1,934 |
| Income from investments |  | $(1,007)$ |  | $(1,496)$ |
| Provision for losses on accounts and notes receivable |  | 2,036 |  | 1,388 |
| Deferred income taxes |  | (650) |  | (724) |
| Other, net |  | 8 |  | 122 |
| Changes in operating assets and liabilities |  |  |  |  |
| Accounts receivable |  | $(7,307)$ |  | $(7,853)$ |
| Inventories |  | 5,209 |  | 7,002 |
| Other current assets |  | 68 |  | $(3,574)$ |
| Accounts payable and accrued liabilities |  | $(11,019)$ |  | 3,028 |
| Net cash used in operating activities |  | $(10,821)$ |  | $(1,484)$ |
| Investing activities: |  |  |  |  |
| Purchases of property and equipment |  | $(1,205)$ |  | (844) |
| Purchases of retail real estate |  | (497) |  | - |
| Proceeds from sales of property and equipment |  | 2,184 |  | 1,069 |
| Acquisition of Charleston stores, net |  | (216) |  | - |
| Proceeds from sales of investments |  | 14,196 |  | 11,042 |
| Purchases of investments |  | $(2,872)$ |  | $(6,987)$ |
| Dividends from an affiliate |  | 2,811 |  | 2,811 |
| Net cash received on licensee notes |  | 512 |  | 699 |
| Other, net |  | 167 |  | (48) |
| Net cash provided by investing activities |  | 15,080 |  | 7,742 |
| Financing activities: |  |  |  |  |
| Borrowings under revolving credit facility |  | 6,000 |  | 1,000 |
| Repayments of long-term debt |  | - |  | (770) |
| Repayments of real estate notes payable |  | (381) |  | (334) |
| Issuance of common stock |  | 85 |  | 348 |
| Repurchases of common stock |  | $(2,231)$ |  | (476) |
| Cash dividends |  | $(4,990)$ |  | $(4,730)$ |
| Net cash used in financing activities |  | $(1,517)$ |  | $(4,962)$ |
| Change in cash and cash equivalents |  | 2,742 |  | 1,296 |
| Cash and cash equivalents - beginning of year |  | 3,538 |  | 6,051 |
| Cash and cash equivalents - end of quarter | \$ | 6,280 | \$ | 7,347 |

## BASSETT FURNITURE INDUSTRIES, INC. AND SUBSIDIARIES

Segment Information - Unaudited
(In thousands)

|  | 13 Weeks Ended |  | 13 Weeks EndedMay 26, 2007 |  | 27 Weeks EndedMay 31, 2008 |  | 26 Weeks EndedMay 26, 2007 |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net Sales |  |  |  |  |  |  |  |  |
| Wholesale | \$ | 61,991 | \$ | 63,388 | \$ | 131,299 | \$ | 125,734 |
| Retail |  | 24,597 |  | 21,909 |  | 50,525 |  | 43,092 |
| Inter-company elimination |  | $(11,726)$ |  | $(9,865)$ |  | $(25,364)$ |  | $(19,974)$ |
| Consolidated | \$ | $\underline{74,862}$ | \$ | 75,432 | \$ | $\underline{\text { 156,460 }}$ | \$ | 148,852 |
| Operating Income (loss) |  |  |  |  |  |  |  |  |
| Wholesale | \$ | 670 | \$ | 377 | \$ | 3,553 | \$ | (783) |
| Retail |  | $(2,354)$ |  | $(2,749)$ |  | $(4,411)$ |  | $(5,125)$ |
| Inter-company elimination |  | 159 |  | 260 |  | (256) |  | 283 |
| Proxy defense costs |  | $(1,418)$ |  | - |  | $(1,418)$ |  | - |
| Restructuring, asset impairment charges and unusual gains, net |  | 958 |  | $(1,935)$ |  | 958 |  | $(5,544)$ |
| Lease exit costs |  | - |  | $(1,934)$ |  | - |  | $(1,934)$ |
| Consolidated | \$ | $(1,985)$ | \$ | $(5,981)$ | \$ | $(1,574)$ | \$ | $(13,103)$ |

BASSETT FURNITURE INDUSTRIES, INC. AND SUBSIDIARIES
Reconciliation of Net Income as Reported to Net Income as Adjusted (Unaudited)
(In thousands, except for per share data)

|  | 13 Weeks EndedMay 31, 2008 |  | $\begin{gathered} \text { Per } \\ \text { Share } \end{gathered}$ | $\begin{aligned} & \text { 13 Weeks Ended } \\ & \text { May 26, } 2007 \\ & \hline \end{aligned}$ |  | $\begin{gathered} \text { Per } \\ \text { Share } \end{gathered}$ | $\underset{\substack{\text { 27 Weeks Ended } \\ \hline \text { May } 312008}}{ }$ |  | $\begin{gathered} \text { Per } \\ \text { Share } \end{gathered}$ | 26 Weeks Ended May 26, 2007 |  | ( $\begin{gathered}\text { Per } \\ \text { Share }\end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net income (loss) as reported | \$ | (391) | $\$(0.03)$ | \$ | $(2,420)$ | \$(0.20) | \$ | 126 | \$ 0.01 | \$ | $(6,607)$ | \$(0.56) |
| Proxy defense costs |  | 865 | 0.07 |  | - |  |  | 865 | 0.07 |  | - |  |
| Restructuring, asset impairment charges and unusual gains, net |  | (584) | (0.05) |  | 1,180 | 0.10 |  | (584) | (0.05) |  | 3,382 | 0.29 |
| Lease exit costs |  | - |  |  | 1,180 | 0.10 |  | - |  |  | 1,180 | 0.1 |
| Net income (loss) as adjusted | \$ | (110) | $\underline{\underline{\$(0.01)}}$ | \$ | (60) | \$ - | \$ | 407 | \$0.03 | \$ | $(2,045)$ | $\underline{\underline{\Phi(0.17)}}$ |

Adjustments to net income (loss) are net of income taxes at a $\mathbf{3 9 \%}$ effective tax rate
The Company has included the "as adjusted" information because it uses, and believes that others may use, such information in comparing the Company's operating results from period to period. However, the items excluded in determining the "as adjusted" information are significant components in understanding and assessing the Company's overall financial performance for the periods covered.

