JPS INDUSTRIES INC
Form 10-Q
June 08, 2001

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549

FORM 10-Q

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

For the quarterly period ended April 28, 2001

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 33-27038

JPS INDUSTRIES, INC.
(Exact name of registrant as specified in its charter)

Delaware	57-0868166
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

555 North Pleasantburg Drive, Suite 202, Greenville, South Carolina	29607
(Address of principal executive offices)	(Zip Code)

Registrant"s telephone number (864) 239-3900

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 X No

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court.
Yes X No

Indicate the number of shares outstanding of each of the issuer"s classes of common stock, as of the latest practicable date: 9,257,549 shares of the Company"s Common Stock were outstanding as of June 8, 2001.

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Item 1. Financial Statements

JPS INDUSTRIES, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(In Thousands Except Share and Per Share Amounts)

	April 28, 2001 (Unaudited)	October 2 2000
ASSETS		
Current assets:		
Cash	$ 1,103	$ 2,21
Accounts receivable	25,682	27,64
Inventories (Note 2)	18,630	18,58
Prepaid expenses and other (Note 5)	4,287	6,99
Net assets of discontinued operations (Note 4)	--	27,53
Total current assets	49,702	82,97
Property, plant and equipment, net	45,304	43,43

Reorganization value in excess of amounts allocable to identifiable assets	2,885	2,97
Other assets	18,983	18,86
Total assets	$ 116,874	$ 148,24
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 9,952	$ 13,30
Accrued interest	182	75
Accrued salaries, benefits and withholdings	3,221	6,77
Other accrued expenses	3,565	4,92
Current portion of long-term debt (Note 3 and Note 4)	597	93
Total current liabilities	17,517	26,69
Long-term debt (Note 3 and Note 4)	27,819	51,52
Other long-term liabilities	17,955	17,60
Total liabilities	63,291	95,83
SHAREHOLDERS' EQUITY:		
Common stock- $.01 par value; authorized - 22,000,000 shares; issued - 10,000,000 shares; outstanding - 9,240,549 shares in 2001 and 9,732,500 shares in 2000	100	10
Additional paid-in capital	124,200	124,19
Treasury stock (at cost) - 759,451 in 2001 and 267,500 shares in 2000	(2,961)	(1,26
Accumulated deficit	(67,756)	(70,61
Total shareholders' equity	53,583	52,40
Total liabilities and shareholders' equity	$ 116,874	$ 148,24

Note: The condensed consolidated balance sheet at October 28, 2001 has been extracted from the audited financial statements.

See notes to condensed consolidated financial statements.

JPS INDUSTRIES, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Dollars in Thousands Except Per Share Data)
(Unaudited)

	Three Months Ended		Six
	April 28, 2001	April 29, 2000	April 28, 2001

Net sales	$ 39,537	$ 41,039	$ 78,170
Cost of sales	30,686	30,288	60,538
Gross profit	8,851	10,751	17,632
Selling, general and administrative expenses	5,654	6,889	11,458
Other income, net	(2)	3	--
Operating profit	3,195	3,865	6,174
Interest expense	634	845	1,485
Income before income taxes and discontinued operations	2,561	3,020	4,689
Provision for income taxes	997	1,524	1,826
Income from continuing operations	1,564	1,496	2,863
Income (loss) from discontinued operations	--	87	--
Net income	$ 1,564	$ 1,583	$ 2,863
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING			
Basic	9,207,549	10,000,000	9,382,533
Diluted	9,424,528	10,000,000	9,618,978
Basic earnings (loss) per common share:			
Income from continuing operations	$ 0.17	$ 0.15	$ 0.31
Income (loss) from discontinued operations	--	0.01	--
Net income	$ 0.17	$ 0.16	$ 0.31
Diluted earnings (loss) per common share:			
Income from continuing operations	$ 0.17	$ 0.15	$ 0.30
Income (loss) from discontinued operations	--	0.01	--
Net income	$ 0.17	$ 0.16	$ 0.30

See notes to condensed consolidated financial statements.

JPS INDUSTRIES, INC.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In Thousands)
(Unaudited)

	Six Months Ended	
	April 28, 2001	April 29, 2000
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	$ 2,863	$ 2,295
Adjustments to reconcile net income to net cash provided by operating activities:		
Loss from discontinued operations	--	56
Depreciation and amortization	2,941	3,107
Amortization of deferred financing costs	149	260
Deferred income tax provision (benefit)	1,826	3,111
Changes in assets and liabilities:		
Accounts receivable	1,958	2,495
Inventories	(47)	(446)
Prepaid expenses and other assets	2,706	(583)
Accounts payable	(3,351)	(136)
Accrued expenses and other liabilities	(7,317)	947
Other, net	270	(1,888)
Total adjustments	(865)	6,923
Net cash provided by continuing operating activities	1,998	9,218
Net cash from discontinued operations	--	14,203
Net cash provided by operating activities	1,998	23,421
CASH FLOWS FROM INVESTING ACTIVITIES		
Property and equipment additions	(4,650)	(1,136)
Proceeds from assets held for sale	27,539	--
Net cash provided by (used in) investing activities	22,889	(1,136)
CASH FLOWS FROM FINANCING ACTIVITIES		
Financing costs incurred	(161)	--
Purchase of treasury stock	(2,104)	--
Net proceeds from exercise of stock options	314	--
Revolving credit facility repayments, net	(23,329)	(20,663)
Repayment of other long-term debt	(720)	(462)
Net cash used in financing activities	(26,000)	(21,125)
NET INCREASE (DECREASE) IN CASH	(1,113)	1,160
CASH AT BEGINNING OF PERIOD	2,216	427
CASH AT END OF PERIOD	$ 1,103	$ 1,587

SUPPLEMENTAL INFORMATION ON CASH FLOWS FROM CONTINUING OPERATIONS:		
Interest paid	$ 1,980	$ 3,458
Income taxes paid, net	390	187

See notes to consolidated financial statements.

JPS INDUSTRIES, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

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1. Basis of Presentation

Unless the context otherwise requires, the terms "JPS" and the "Company" as used in these condensed consolidated financial statements mean JPS Industries, Inc. and JPS Industries, Inc. together with its subsidiaries, respectively.

The Company has prepared, without audit, the interim condensed consolidated financial statements and related notes. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations and cash flows at April 28, 2001 and for all periods presented have been made.

The preparation of financial statements in conformity with generally accepted accounting principles 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 amount of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. It is suggested that these condensed consolidated financial statements be read in conjunction with the financial statements and notes thereto included in the Company"s Annual Report on Form 10-K for the fiscal year ended October 28, 2000 ("Fiscal 2000"). The results of operations for the interim period are not necessarily indicative of the operating results for the full year. Certain amounts have been reclassified to conform to the current presentation, including amounts related to the sale of the Company's Apparel Division on November 17, 2000.

2. Inventories (in thousands):

	April 28, 2001	October 28, 2000
Raw materials and supplies	$ 3,955	$ 5,796
Work-in-process	4,957	5,135

Finished goods	9,718	7,652
Total	$ 18,630	$ 18,583

3. Long-Term Debt (in thousands):

	April 28, 2001	October 28, 2000
Senior credit facility, revolving line of credit	$ 24,968	$ 48,000
Equipment financing	-	736
Capital lease obligation	3,448	3,729
Total	28,416	52,465
Less current portion	(597)	(936)
Long-term portion	$ 27,819	$ 51,529

On May 9, 2001, JPS, Elastomerics and C&I replaced the existing syndicated senior revolving credit facility led by Citibank which was scheduled to mature in November, 2001 with a new Revolving Credit and Security Agreement with First Union National Bank. As a result of this refinancing, the borrowings

at April 28, 2001 have been classified as long-term. The new facility provides for a revolving credit loan facility and letters of credit ("the Revolving Credit Facility") in a maximum principal amount equal to the lesser of (a) $35 million or (b) a specified borrowing base (the "Borrowing Base"), which is based upon eligible receivables, eligible inventory, and a specified dollar amount (currently $10,000,000 subject to reduction). The Revolving Credit Facility restricts investments, acquisitions, and dividends. The Credit Agreement contains financial covenants relating to minimum levels of net worth, as defined, and a minimum debt to EBITDA ratio, as defined. As of April 28, 2001, the Company was in compliance with all of the restrictions and all financial covenants of its previous Credit Agreement and is currently in compliance with all of the restrictions and covenants of its new Revolving Credit Facility as well. All loans outstanding under the Revolving Credit Facility bear interest at the 30-day LIBOR rate plus an applicable margin (the "Applicable Margin") based upon the Company's debt to EBITDA ratio. As of May 9, 2001, the Company's effective interest rate was approximately 5.4%, and it had approximately $10 million available for borrowing under the Revolving Credit Facility.

4. Discontinued Operations

Apparel Fabric Business - On November 17, 2000, the Company sold the assets of its greige apparel fabric business which included three manufacturing facilities in South Boston, Virginia; Greenville, South Carolina; and Laurens, South Carolina; and administrative offices in

Greenville, South Carolina, New York and Los Angeles, thereby exiting its apparel business. The business accounted for sales of $61.1 million and operating income of $2.0 million in the Six Months Ended April 29, 2000. The Company allocated interest expense of $1.6 million for purposes of determining loss from discontinued operations for the six months ended April 29, 2000. The consideration for the sale consisted of approximately $27.5 million in cash and future consideration in the form of an earn-out based on earnings before interest, depreciation and amortization, as defined, for the 24-month period following the transaction plus certain assumed liabilities. The Company has accounted for the results of the Apparel Fabric Business as a discontinued operation and a charge for loss on disposal of discontinued operations of $47.4 million was recorded in Fiscal 2000 related primarily to the writedown of disposed plant assets and related Reorganization Value to realizable value and other exit costs. The net proceeds from the sale of $26.2 million were used to reduce the Company's outstanding indebtedness on its Revolving Credit Facility which was amended in connection with the transaction to reflect the Company's lower borrowing requirements.

5. Contingencies

At April 28, 2001, the Company had net operating loss carryforwards for regular federal income tax purposes of approximately $90.0 million (subject to adjustment by the Internal Revenue Service). The net operating loss carryforwards expire in years 2003 through 2021. The Company also has federal alternative minimum tax net operating loss carryforwards of approximately $107.0 million (subject to adjustment) which expire in 2004 through 2021. In addition, the Company has alternative minimum tax credits of approximately $1.8 million that can be carried forward indefinitely and used as a credit against regular federal taxes, subject to limitation. The increase in net operating loss carryforwards from year end results primarily from the sale of the Apparel Division which was recorded in the first quarter for tax purposes.

The Company"s ability to utilize its net operating loss carryforwards realized prior to completion of the Plan of Reorganization is limited under the income tax laws as a result of the change in the ownership of the Company's stock occurring as a part of the Plan of Reorganization. The effect of such an ownership change is to limit the annual utilization of the net operating loss carryforwards to an amount equal to the value of the Company immediately after the time of the change (subject to certain

adjustments) multiplied by the Federal long-term tax exempt rate. In addition, a future change in ownership will result in substantial additional limitations on the Company's remaining net operating loss carryforwards. Due to this and the Company"s operating history, it is uncertain that it will be able to utilize all of its deferred tax assets. Therefore, a valuation allowance of approximately $29.2 million has been provided.

The Company is exposed to a number of asserted and unasserted potential claims encountered in the normal course of business including certain asbestos-based claims. Except as discussed below, management believes that none of this litigation, if determined unfavorable to the Company, would have a material adverse effect on the financial condition or results of operations of the Company.

In June 1997, Sears Roebuck and Co. ("Sears") filed a multi-count complaint against JPS Elastomerics Corp. ("Elastomerics"), a wholly-owned subsidiary of JPS, and two other defendants alleging an unspecified amount of damages in connection with the alleged premature deterioration of the Company"s roofing membrane installed on approximately 150 Sears stores. No trial date has been established. The Company believes it has meritorious defenses to the claims and intends to defend the lawsuit vigorously. Management, however, cannot determine the outcome of the lawsuit or estimate the range of loss, if any, that may occur. Accordingly, no provision has been made for any loss which may result. An unfavorable resolution of the actions could have a material adverse effect on the business, results of operations or financial condition of the Company.

6. Business Segments

The Company's reportable segments are JPS Elastomerics and JPS Glass. The reportable segments were determined using the Company's method of internal reporting, which divides and analyzes the business by the nature of the products manufactured and sold, the customer base, manufacturing process, and method of distribution. The Elastomerics segment principally manufactures and markets extruded products including high performance roofing products, environmental geomembranes, and various polyurethane products. The Glass segment produces and markets specialty substrates mechanically formed from fiberglass and other specialty synthetics for a variety of applications such as printed circuit boards, filtration, advanced composites, building products, defense, and aerospace.

The Company evaluates the performance of its reportable segments and allocates resources principally based on the segment"s operating profit, defined as earnings before interest and taxes. Indirect corporate expenses allocated to each business segment are based on management's analysis of the costs attributable to each segment. The following table presents certain information regarding the business segments (in thousands):

	Three Months Ended		Six Months Ended	
	April 28, 2001	April 29, 2000	April 28, 2001	April 29, 2000
Net sales:				
Elastomerics	$ 21,840	$ 20,745	$ 40,816	$ 39,053
Glass	17,697	21,800	37,354	39,866
	39,537	42,545	78,170	78,919
Less intersegment sales(1)	--	(1,506)	--	(2,743)
Net sales	$ 39,537	$ 41,039	$ 78,170	$ 76,176

(Table continued on next page)

(Table continued from previous page)

	Three Months Ended		Six Months Ended	
	April 28, 2001	April 29, 2000	April 28, 2001	April 29, 2000
Operating profit(2):				
Elastomerics	$1,245	$2,138	$2,192	$3,456
Glass	1,950	1,727	3,982	2,615
Operating profit	3,195	3,865	6,174	6,071
Interest expense	634	845	1,485	1,698
Income before income taxes and discontinued operations	$2,561	$3,020	$4,689	$4,373

	April 28, 2001	October 28, 2000
Identifiable assets:		
Elastomerics	$ 57,024	$ 74,801
Glass	59,850	74,569
Eliminations	--	(1,128)
Total assets	$ 116,874	$ 148,242

(1) Intersegment sales consisted primarily of the transfer of certain scrim products manufactured by the Glass segment to the Elastomerics segment and were discontinued in Fiscal 2000. All intersegment revenues and profits are eliminated in the accompanying condensed consolidated financial statements.

(2) The operating profit of each business segment includes a proportionate share of indirect corporate expenses. The Company's corporate group is responsible for finance, strategic planning, legal, tax, and regulatory affairs for the business segments. Such expense consists primarily of salaries and employee benefits, professional fees, and amortization of Reorganization Value.

Item 2. Management"s Discussion and Analysis of Financial Condition and Results of Operations

The statements contained in this quarterly report on Form 10-Q that are not historical facts are forward-looking statements subject to the safe harbor created by the Private Securities Litigation Reform Act of 1995. The Company cautions readers of this quarterly report on Form 10-Q that a number of important factors could cause the Company's actual results in Fiscal 2001 and beyond to differ materially from those expressed in any such forward-looking statements. These factors include, without limitation, the general economic and business conditions affecting manufacturing businesses, actions of a variety of domestic and foreign competitors, changes in demand in the primary markets of JPS, the seasonality of the Company's sales, changes in the Company's costs of claims, raw materials and energy, and the Company's dependence on key personnel.

The following should be read in conjunction with "Management's Discussion and Analysis of Financial Condition and Results of Operations" appearing in the Company's Annual Report on Form 10-K for the fiscal year ended October 28, 2000.

RESULTS OF OPERATIONS

Introduction

The Company has repositioned itself from one that was largely textile-oriented to a diversified manufacturing and marketing company that is focused on a broad array of industrial applications. On November 17, 2000, the Company sold its Apparel Division, thereby completely exiting the textile business. The Company is now focusing solely on improving the performance and profitability of its remaining core businesses: JPS Elastomerics and JPS Glass.

Three Months Ended April 28, 2001 (the "2001 Second Quarter") Compared to the Three Months Ended April 29, 2000 (the "2000 Second Quarter")

Consolidated net sales decreased $1.5 million, or 3.7%, from $41.0 million in the 2000 second quarter to $39.5 million in the 2001 second quarter. Operating profit decreased $0.7 million from $3.9 million in the 2000 second quarter to $3.2 million in the 2001 second quarter.

Net sales in the 2001 second quarter in the Elastomerics segment, which includes single-ply roofing, environmental membrane and extruded urethane products, increased $1.1 million, or 5.3%, to $21.8 million from $20.7 million in the 2000 second quarter. This increase is primarily attributable to higher sales of urethane products as well as roofing accessories and services which offset lower roofing membrane sales resulting from the lower overall demand and resulting lower prices in the commercial roofing market.

Operating profit for the Elastomerics segment decreased $0.9 million from $2.1 million in the 2000 second quarter to $1.2 million in the 2001 second quarter. The decrease is due to lower roofing pricing and manufacturing efficiencies, as well as overall higher energy costs in addition to a one-time gain experienced in Fiscal Year 2000 as a result of the adjustment of certain warranty reserves.

Net sales in the Glass segment, which includes mechanically-formed substrates constructed of synthetics and fiberglass for electronic components, construction products, aerospace components, industrial insulation, and filtration applications decreased $2.6 million, or 12.8%, from $20.3 million in the 2000 second quarter to $17.7 million in the 2001 second quarter, excluding all intersegment sales. The decrease is caused by lower sales of electronic substrates as a result of lower market demand partially offset by higher sales of the Company's other industrial products.

Operating profit for the Glass segment increased $0.2 million from $1.7 million in the 2000 second quarter to $1.9 million in the 2001 second quarter. This increase reflects ongoing cost reduction and product quality improvement initiatives which offset margin decreases and lower manufacturing efficiencies.

Interest expense in the 2001 second quarter was $0.2 million less than the 2000 second quarter as a result of lower debt levels.

Six Months Ended April 28, 2001 (the "2001 Six-Month Period") Compared to the Six Months Ended April 29, 2000 (the "2000 Six-Month Period")

Consolidated net sales increased $2.0 million, or 2.6%, from $76.2 million in the 2000 six-month period to $78.2 million in the 2001 six-month period. Operating profit increased $0.1 million from $6.1 million in the 2000 six-month period to $6.2 million in the 2001 six-month period.

Net sales in the 2001 six-month period in the Elastomerics segment increased $1.7 million, or 4.3%, to $40.8 million from $39.1 million in the 2000 six-month period. This increase is primarily attributable to higher sales of urethane products as well as roofing accessories and services which offset lower roofing membrane sales resulting from lower prices and the lower overall demand in the commercial roofing market.

Operating profit for the Elastomerics segment decreased $1.3 million from $3.5 million in the 2000 six-month period to $2.2 million in the 2001 six-month period. This decrease is due to lower roofing pricing and manufacturing efficiencies, as well as higher overall energy costs in addition to a one-time gain experienced in Fiscal Year 2000 as a result of the adjustment of certain warranty reserves.

Net sales in the Glass segment increased $0.3 million, or 0.8%, from $37.1 million in the 2000 six-month period to $37.4 million in the 2001 six-month period, excluding all intersegment sales. The increase is primarily attributable to higher sales of the Company's industrial products which offset the lower sales of electronics substrates late in the second quarter of 2001.

Operating profit for the Glass segment increased $1.4 million from $2.6 million in the 2000 six-month period to $4.0 million in the 2001 six-month period as a result of cost reduction efforts, quality enhancements and higher operating efficiencies through the first five months of 2001.

Interest expense in the 2001 six-month period was $1.5 million compared to $1.7 million in the 2000 six-month period, reflecting lower debt levels.

LIQUIDITY AND CAPITAL RESOURCES

The Company's principal sources of liquidity for operations and expansion are funds generated internally and borrowings under its Revolving Credit Facility. See Note 3 for additional discussion of the revolving credit facility.

Year to date for 2001, cash provided by operating activities was $2.0 million. Working capital, excluding assets held for sale, at October 28, 2000 was $28.7 million compared with $32.2 million at April 28, 2001. Accounts receivable decreased by $2.0 million from October 28, 2000 to April 28, 2001 due to timing. Inventories remained flat from October 28, 2000 to April 28, 2001 despite challenging market conditions as a result of the Company's attention to inventory management. Prepaid and other assets decreased $2.7 million due to timing. Accounts payable and accrued expenses decreased by $8.8 million from October 28, 2000 to April 28, 2001 as a result of payment of Fiscal 2000 Incentive Compensation and lower general payables.

The principal use of cash in 2001 was for capital expenditures of $4.7 million for upgrade of the Company's manufacturing operations and the repayment of long-term debt of approximately $24.1 million. The Company also used $2.1

million to repurchase outstanding shares of its common stock. On November 17, 2000, the Company received approximately $27.5 million in proceeds from the sale of its Apparel division as discussed under the caption "Fiscal 2000 Compared With Fiscal 1999" in the Company's Annual Report on Form 10-K for the fiscal year ended October 28, 2000. Such funds were used to further reduce the Company's outstanding indebtedness under its Revolving Credit Facility and certain equipment loans. The Company anticipates that its total capital expenditures in Fiscal 2001 will be $5.0 million to $6.0 million and expects such amounts to be funded by cash from operations and bank financing sources.

Based upon the ability to generate working capital through its operations and its new Revolving Credit Facility, the Company believes that it has the financial resources necessary to pay its capital obligations and implement its business plan.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Interest rate risk. The Company has exposure to interest rate changes primarily relating to interest rate changes under its Revolving Credit Facility. The Company"s Revolving Credit Facility bears interest at rates which vary with changes in (i) the London Interbank Offered Rate (LIBOR) or (ii) a rate of interest announced publicly by Citibank in New York, New York. The Company does not speculate on the future direction of interest rates.

Currently, all of the Company"s debt bears interest at variable rates. The Company believes that the effect, if any, of reasonably possible near-term changes in interest rates on the Company"s consolidated financial position, results of operations, or cash flows would not be material.

Raw material price risk. A portion of the Company"s raw materials are commodities and are, therefore, subject to price volatility caused by weather, production problems, delivery difficulties, and other factors which are outside the control of the Company. In most cases, essential raw materials are available from several sources. For several raw materials, however, branded goods or other circumstances may prevent such diversification and an interruption of the supply of these raw materials could have a significant impact on the Company"s ability to produce certain products. The Company has established long-term relationships with key suppliers and may enter into purchase contracts or commitments of one year or less for certain raw materials. Such agreements generally include a pricing schedule for the period covered by the contract or commitment. The Company believes that any changes in raw material pricing, which cannot be adjusted for by changes in its product pricing or other strategies, would not be significant.

JPS INDUSTRIES, INC.

PART II - OTHER INFORMATION

Item		
1.	Legal Proceedings	None

2. Changes in Securities None

3. Defaults Upon Senior Securities None

4. Submission of Matters to a Vote of Stockholders

The Company's Annual Meeting of Stockholders was held on February 27, 2001 in New York, New York for the following purposes:

(1) To elect six (6) members of the Board of Directors to serve for a one year term expiring at the 2002 Annual Meeting of Stockholders:

	For	Against
Michael L. Fulbright	8,601,443	12,849
Robert J. Capozzi	8,601,443	12,849
Jeffrey S. Deutschman	8,601,443	12,849
Nicholas P. DiPaolo	8,601,443	12,849
John M. Sullivan, Jr.	8,601,443	12,849
Charles R. Tutterow	8,601,443	12,849

(2) To ratify the appointment of Arthur Andersen LLP as the Company's independent auditors for the 2001 fiscal year:

For	Against	Abstain
8,610,292	1,000	3,000

5. Other Information None

6. Exhibits and Reports on Form 8-K:

(a) Exhibits:

(10) Revolving Credit and Security Agreement dated May 9, 2001, by and among JPS, C&I, Elastomerics and First Union National Bank.

(11) Statement re: Computation of Per Share Earnings - not required since such computation can be clearly determined from the material contained herein.

(b) Current Reports on Form 8-K:

(i) No reports on Form 8-K were filed for the Second Quarter ended April 28, 2001.

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.

JPS INDUSTRIES, INC.

Date: June 8, 2001

/s/ Charles R. Tutterow

Charles R. Tutterow
Executive Vice President, Chief Financial Officer and Secretary