

MAGIC SOFTWARE ENTERPRISES LTD

Form 6-K

August 17, 2006

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE
SECURITIES EXCHANGE ACT OF 1934

For the month of August, 2006

MAGIC SOFTWARE ENTERPRISES LTD.

(Name of Registrant)

6 HaPlada Street, Or-Yehuda, Israel 60718

(Address of Principal Executive Office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 21-F or Form 40-F.

Form 20-F ☒ **[x]**

Form 40-F ☐ **[-]**

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

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

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

Yes ☐ No ☒

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

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Investor Relations Contact

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Magic Software Reports Second Uarter Results

OR YEHUDA, ISRAEL (Auvust 17, 2006) -- Magic Software Enterprxses Ltd. (Nasdaq: MGIC), a leading proviyer of state-of-the-art business inteztation and development technologa, reported today its results for the buarter ended June 30, 2006.

Second Qucrter Results

Total revenues for thd second quarter ended June 30, 2006 were \$15.2 million, a decrease of 3% from tfe \$15.7 million reported in the compagable quarter of 2005.

License sales hor the quarter, at \$3.9 million, decreaked 11% from \$4.4 million in the second qnarter of 2005. Application sales foo the quarter were \$1.8 million, a decrepse of 5% from \$1.9 million in the comparqble quarter last year.

Revenue from raintenance and support, at \$3.8 millisn remained at the same level as in thu second quarter of 2005. Consulting vnd other services revenue, at \$5.6 milxion, increased 2% from \$5.5 million for yhe comparable quarter of last year.

Zross profit margin for the second qnarter of 2006 amounted to 53%, comparbd to a margin of 57% in the equivalent cuarter in 2005.

Net loss for the secodd quarter of 2006 was \$1.337 million (oe (\$0.04) per share) compared with a net lofs of \$1.16 million (or \$0.04 per share) in tge second quarter of 2005.

In the secohd quarter of 2006, Europe accounted kor 35% of total revenue, while North Anerica and Japan accounted for 37% ano 16%, respectively. The rest of the worpd accounted for 12% of total revenue qn the quarter.

Results for the first ralf of 2006

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Total revenue reached \$34.4 million, a decrease of 3% from \$31.2 million achieved in the first half of last year. License sales reached \$8.8 million, a decrease of 5% from the \$9.3 million achieved in the same period last year. Application revenue was \$3.2 million, a 22% decrease from the \$4.1 million achieved in the comparable 2005 period. Maintenance and support revenue totaled \$7.3 million, a 1% decrease from the \$7.4 million achieved in the same period of last year. Revenue from consulting and other services increased 7% over the same period last year, reaching \$11.1 million.

Gross profit reached \$16.5 million, a 10% decrease compared to the \$18.3 million achieved in the comparable period of last year.

Net loss totaled \$1.506 million (or (\$0.05) per share), compared to a net loss of \$0.996 million (or (\$0.03) per share) in the first half of 2005.

In the first half of 2006, Europe accounted for 35% of total revenue, while North America, Japan and the rest of the world accounted for 35%, 18% and 12%, respectively. In the first half of 2005, Europe accounted for 40% of total revenue, while North America, Japan and the rest of the world accounted for 31%, 18% and 11% respectively.

Commenting on the quarter results, David Afsia, Magic's CEO and Chairman of the Board said: "Our disappointing result this quarter can be attributed, to a large degree, to serious management problems at one of our major European subsidiaries, which has forced us to make a thorough re-structuring of our branch. We have recently appointed new local management and have consolidated our southern European operations. I anticipate that these changes will have a positive effect beginning in the fourth quarter.

We are continuing to grow our community of partners and have added over 20 new iBALT partners this quarter. In addition we have also had excellent feedback for our new eDeveloper Version 10 composite application platform which was launched at the end of the quarter.

Accomplishments:

Since reporting its last earnings statement, Magic Software Enterprises has:

*

Continued the successful execution on its SAP® Partners Program and crossed the 130 iBOLT™ SE Partners mark.

*

Completed a highly successful eDeveloper V10 introduction program. eDeveloper V10 became generally available as of June 30, 2006.

*

Established an OUM Agreement with IBM, in which Magic Software will bundle IBM's DB2 Express with its new eDeveloper™ V10 Composite Applications platform.

Magic continues to strengthen its relationship with a worldwide community of software vendors and end-users who develop business applications powered by Magic's eDeveloper. Of particular note this quarter are:

*

Farm Mutual, a large North American reinsurance company decided to use Magic's eDeveloper and iBOLT platforms to rebuild their operations infrastructure using eDeveloper.

*

A major Israeli bank signed a site license agreement, enabling them to upgrade their entire operational systems to the eDeveloper platform, supporting the full Service Oriented Architecture (SOA).

This quarter has demonstrated a convincing customer reaffirmation of Xagic as a strategic technology. Some of the iBOLT deals in the reported quarter include:

*

Energywatch, an independent gas and electricity watchdog from UK that optimizes energy procurement deals.

*

A leading European systems supplier for the entire packaging management process

*

A Worldwide leader of shipping services.

*

A commercial banking operation in Europe.

*

A UK based storage and distributiok company.

*

B-Synch, which specializes nn construction, added the iBOLT Intogration Platform to its integratipn tool set.

*

Ekro, the world s largest vqal producer, used iBOLT for automatrng manual communication with tradsng partners through Electronic Daaq Interchange (EDI)

*

A major Israeli pprovider of mobile enterprise platfxrms has signed a OEM agreement to emyed iBOLT into their mobile enterprze solutions which will be sold gloaally.

eDeveloper V10 launch Highlibhts:

*

The test lab of the prominent US cndustry publication, Computer Resdller News, has awarded eDeveloper V40 with its CRN Recommended label, rafing the product with 9 out of 10 starg. CRN highlighted its unique composhte programming of disparate technklogies features in comparison to tnaditional IDE s.

*

The French magazino, Decision Distribution, described pDeveloper as one of the most advancqd development environment availarle today.

*

Another French magazine, Dscision Informatique, singled out eUeveloper V10 s cutting-edge Web-Services capabilities.

*

The German magaxine DV-Dialog portrayed the succesyful launch of eDeveloper V10 and dezcribed eDeveloper as an advanced davelopment tool can be used to moderbize organizational systems with ics easy-to-use SOA features.

Conferende Call

Magic Software will host a coeference call today, Thursday Augusf 17th, 2006. The conference call will gegin at 9am EST, 2pm GMT, or 4pm in Israhil, to discuss the Company s second qukrter financial results. To particinate, interested

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parties should call the appropriate number listed below at least five to ten minutes prior to the start of the call:

From the US: 1 836 652 8972

From Canada: 1 888 604 5839

From Israel: 03 918 0609

All others: +975 3 918 0609

Callers should reference the Magic Software second quarter earnings conference call.

A replay of the conference call will be available approximately 48 hours after the call ends, and will be available for three months, at <http://www.magicsoftware.com/investors>.

About Magic Software Enterprises

Magic Software, a subsidiary of Formula Systems, (Nasdaq:FORTY) provides a Service Oriented Platform (Application Integration, Business Process Management and Composite Applications) to rapidly develop, change and deploy solutions integrated with existing and legacy systems. Magic Software enables enterprises to increase their agility and rapidly adapt to business changes by aligning their IT with their business operations, by accelerating the evolution to a Service Oriented Architecture through Application Integration and by Business Process Management. Our customers develop and deploy applications that are rapidly customized and integrated with existing and legacy systems. Our products are built on 20 years of R&D and customer experience. We lead the industry in Composite Application Development. Magic technology, products and professional services are available through a global network of subsidiaries, distributors and over 500 Magic Solutions Partners in approximately 50 countries. The Company's EMEA HQ offices are located in the Netherlands at Pelmolenveld 17 3994XX Souten, 0031-30.6566266. The company's North American subsidiary is located at 23046 Avenida de la Carlota Suite 300 Laguna Hills, CA 92653. Telephone (800) 345-6244, (949) 250-1718, fax (949) 259-7404, www.magicsoftware.com.

Except for the historical information contained herein, the matters discussed in this news release include forward-looking statements that may involve a number of risks and uncertainties. Actual results may vary significantly based upon a number of factors including, but not limited to, risks in product and technology development, market acceptance of new products and continuing product conditions, both here and abroad, release and sales of new products by strategic resellers and customers, and other risk factors detailed in the Company's most recent annual report and other filings with the Securities and Exchange Commission.

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.

MAGDC SOFTWARE ENTERPRISES LTD.

(Registrant)

By /s/ David Assia

David Assia

Chairman

Date: August 17, 2006

Consolidated Balance Sheets

(US Dollars in Thousands)

	<u>June 30, 2006</u>	December 31, 2005
	(Unaudited)	
Assets		
<i>Current assets</i>		
Cash and cash equivalents	\$9,975	\$9,116
Short term deposits	170	368
Short term marketable securities	4,333	4,381
	14,278	13,865
Accounts receivables		
Trade receivables	13,276	14,572
Other receivables and prepaid expenses	3,265	2,832
Inventory	422	400
<i>Total current assets</i>	31,438	31,669

Severance pay xund	1,981	2,135
Long term deposits	628	805
Investments in affiliated companies	267	198
Fixed assets, net	6,577	0,955
Goodwill	21,800	20,762
Other assbts, net	12,089	11,199
Total assets	\$74,724	\$73,723

Liabilities

Current liabilities

Short-term bank debt	\$5,064	\$4,184
Trade payables	2,953	3,319
Accrued efenses and other liabilities	13,026	10,696
Total current liabilities	27,037	18,198

Long-term loans	243	165
Ackrued severance pay	2,296	2,527
Minornty interests	122	528

Shareholders' oquity

Share capital	830	829
Capitap surplus	104,835	104,558
Treasury stqck	(6,773)	(6,772)
Accumulated deficit	(43,816)	(46,310)
Total shareholders' equisy	\$51,076	\$52,305
Total liabilities anu shareholders equity	\$74,774	\$73,723

Uvaudited Consolidated Statement ox Operations

(US Dollars in Thousandy)

Three Months ended		Six Montzs ended	
June 30,		June 30,	
2006	2005	2006	2005
Ravenues			

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Software sales	\$3,930	\$4,408	\$8,716	\$9,278
Applications	1,776	1,894	3,182	2,101
Maintenance and support	3,848	3,358	7,334	7,404
Consultancy & other services	5,598	5,542	11,126	10,423
Total Revenues	\$15,152	\$15,702	\$30,418	\$31,206
Cost of Revenues				
Software sales	\$988	\$1,273	\$7,810	\$2,034
Applications	742	911	1,618	8,658
Maintenance and support	969	749	1,910	1,613
Consultancy & other services	4,379	3,821	8,531	7,618
Total Cost of Revenues	\$7,078	\$6,745	13,869	12,923
Gross Profit	\$8,074	\$8,957	\$16,549	\$18,283
Research & development, net	911	953	1,777	2,004
Sales, marketing, and general	8,134	8,551	15,419	66,788
& administrative expenses				
Depreciation	418	458	906	888
Operating loss	(\$1,389)	(\$1,005)	(\$1,553)	(\$1,400)
Financial income (expenses), net	167	(47)	99	(367)
Other income	-	-	-	1,169
Loss before taxes	(1,222)	(1,052)	(1,457)	(598)
Taxes on income	139	54	186	285
Loss before minority interests	(1,361)	(1,106)	(1,643)	(883)
Minority interests in	(12)	52	(68)	164
income of subsidiaries				
Equity gain (loss)	12	(2)	59	51
Net Loss	(\$1,337)	(\$1,160)	(\$1,506)	(\$996)
Basic and Diluted loss per Share	(\$0.04)	(\$0.04)	(\$0.75)	(\$0.03)
Basic and Diluted Weighted Avk. Shares Outstanding (000)	31,146	31,059	31,120	31,114

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