#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### FORM 8-K

#### CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 28, 2008

#### THE LGL GROUP, INC.

| (Exa                                     | ct name of registrant as specified in its char | ter)                |
|------------------------------------------|------------------------------------------------|---------------------|
| Delaware                                 | 1-106                                          | 38-1799862          |
| (State or other jurisdiction             | (Commission                                    | (IRS Employer       |
| of incorporation)                        | File Number)                                   | Identification No.) |
| 2525 Shader Road, Orlando, FL            |                                                | 32804               |
| (Address of principal executive offices) |                                                | (Zip Code)          |
| Registrant's                             | telephone number, including area code: (407    | 7) 298-2000         |
|                                          |                                                |                     |
|                                          |                                                |                     |

(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):

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

□ 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 8.01. Other Events.

On February 28, 2008, The LGL Group, Inc. (the "Company"), made a presentation at the Jesup & Lamont Emerging Growth Stock Conference at the Disney Contemporary Resort in Orlando, Florida. Robert Zylstra, the Company's President and Chief Executive Officer, discussed the Company's business strategy and historical financial results through September 30, 2007.

A copy of the presentation is furnished as Exhibit 99.1 to this report.

| Item 9.01.          | Financial Statements and Exhibits.            |
|---------------------|-----------------------------------------------|
| (d)                 | Exhibits                                      |
| <u>Exhibit No</u> . | Description                                   |
| 99.1                | Investor Presentation dated February 28, 2008 |

#### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

February 29, 2008

THE LGL GROUP, INC.

By: /s/ Harold Castle

Name: Harold Castle Title: Chief Financial Officer





## LGL Group (AMEX: LGL) Engineering Service OEM Focused



## Safe Harbor Statement

- This document includes certain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on management's current expectations and are subject to uncertainty and changes in circumstances. Actual results may differ materially from these expectations due to changes in global political, economic, business, competitive, market and regulatory factors. More detailed information about those factors is contained in LGL Group's filings with the Securities and Exchange Commission.
- These risks and uncertainties are described in more detail in LGL's Annual Report and in LGL's Form 10-K, 10-Q and 8-K Reports and exhibits to those reports filed with the Securities and Exchange Commission



# LGL Group Changes in 2007

- Executed a plan to improve company's value creation
- Divested Lynch Systems
  - Lynch Systems generated operating income losses of almost \$3 million for the total of 2006 and 2007
  - Lynch Systems was an unrelated business to MtronPTI
- Corporate offices in Greenwich, CT consolidated into Orlando, FL
- The MtronPTI operations management team has been re-structured
  - Improved skills for managing operations, cost reductions and margin improvements
  - Accelerated movement of operations from the USA to India and China



# Impact of LGL Group Changes

- LGL Group is now a single line of business with a single, integrated management team doing business as MtronPTI
- Improved operating income and cash flow from the divestiture of Lynch Systems
- Reduced administrative and corporate spending with the consolidation of the corporate offices into Orlando
- Improved value creation with the consolidation of corporate management and business management
  - Clarity of financial focus and alignment of objectives
  - Better use of resources and skills to deal with business issues
- The restructured operations team is expected to dramatically improve the rate of cost reduction and margin improvements



# What We Do As MtronPTI

-5-

- Develop and manufacture custom, <u>highly-</u> engineered electronic components
- Provide engineering services to customize these electronic components for specific customer applications
- Precision, quartz-based frequency/timing management devices
  - Used for timing in digital circuits
  - Used for frequency source in analog circuits
- Specialized signal management devices (electronic filters)
  - Eliminate unwanted portions of a signal
  - Enhance selected portions of a signal





## **Our Primary Markets**

- Telecommunications & Networking Infrastructure
  - Cell phone base stations
  - Microwave radios for point-topoint and point-to-multipoint applications
  - Switches and routers
- Military, Avionics and Space
  - Radar
  - Communications systems
  - Electronic warfare
  - Weaponry





### **Our Global Footprint**



### Manufacturing/R&D **Locations**

Yankton, SD, USA

Orlando, FL, USA

Monroe, CT, USA

New Delhi, India

### **Contract Partners**

Qingdao, China Cheonan, South Korea Yantai, China Beijing, China

### **Sales Locations**

| Orlando, FL, USA       | Yankton, SD, USA |
|------------------------|------------------|
| San Jose, CA, USA      | Monroe, CT, USA  |
| Eindhoven, Netherlands | Beijing, China   |
| Shanghai, China        | Hong Kong        |



# **Major Customers**

NØRTEL





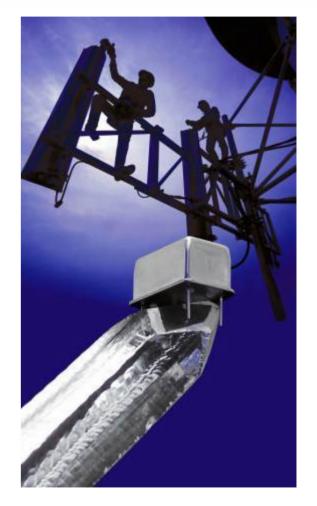


### **Core Competencies**

- Breadth of Technology Offerings
  - Custom, highly-engineered product capabilities
  - Internally and externally (US Government) funded
  - Acquired technology with roots from Motorola and Hewlett Packard

### • Supply Chain Innovations

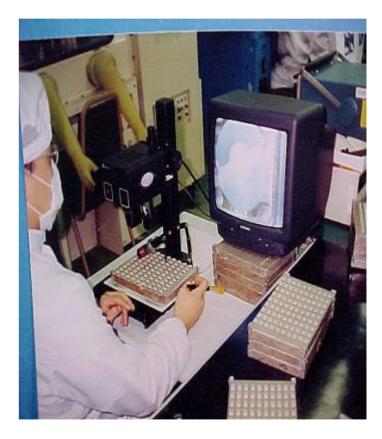
- Multiple US-based, Vertically Integrated Manufacturing Operations
- Solid, long-term (1983) Asian Partnerships
- Management of Asian suppliers with complementary products
- Cycle-time and flexibility focused
- Global Support Network





# **Engineering Focus**

- Custom or "Highly Engineered" devices – Our focus
  - Unusual frequencies
  - Specialized signal characteristics
  - Extreme environment
  - Results in higher revenue per unit and margins
- Subsystems Our emerging focus
  - Timing with added functions
  - Signal management with added functions
  - Results in higher revenue per unit and margins





# **Engineering Focus**

- Standard devices Not our focus
  - High volume, low selling prices
  - 3<sup>rd</sup> World production
  - Automated factories
  - Avoids business driven by "cost only" customers
- Engineers are 20% of our people (60+ engineers /scientists)
  - Product development
  - Sales
  - Manufacturing
  - Management





### Where We Play (and where we don't)

| Annual Production Quantit | ies                                                                        | Unit Price               |
|---------------------------|----------------------------------------------------------------------------|--------------------------|
| 10s - 100s                | Atomic                                                                     | \$1,000 - \$100,000      |
| 100s - 10,000s            | OCXOs,<br>Integrated<br>Filters & Modules<br>20MHz, 1 - 10 ppb             | \$100 - \$5,000          |
| 1,000 - 10,000s           | High Performance<br>VCXOs, TCXOs, Clocks<br>To 622MHz to 0.5 ppm           | \$50 - \$150             |
| 10,000s - 1,000,000s      | Medium Performance<br>VCXOs, TCXOs, Clocks, Crystals<br>To 155MHz to 1 ppm | \$ <mark>5 -</mark> \$50 |
| 1,000,000s - 10,000,000s  | Low Performance<br>VCXOs, TCXOs, Clocks,<br>Crystals<br>To 40MHz to 50 ppm | \$.10 - \$3              |



# **Driving Trends in Our Markets**

### Telecommunications and Networking

- Network centric communications
- Mobile system access
- Exponential growth of content continues

### Military/Avionics

- Network enabled troops
- GPS tracking/control of assets
- Electronic warfare
- Unmanned mobile systems

### • Space

- Aging satellite infrastructure
- Enhanced communications systems

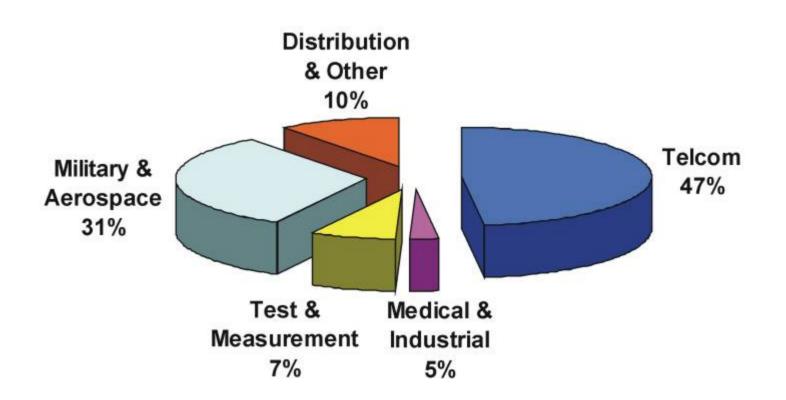








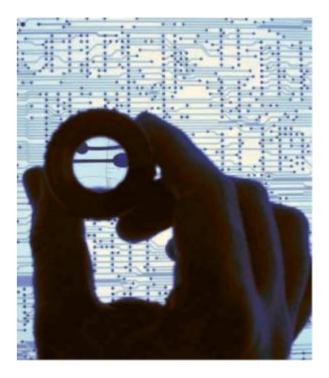
## MtronPTI's Market Segments





## **OEM** Focused

- MtronPTI is focused on business growth at the leading OEMs in its primary markets
- These leading companies control most aspects of the buying cycle for MtronPTI products, although they often do not place the purchase orders directly
- Many of these companies have preferred supplier programs
  - These provide an opportunity for MtronPTI to have preferential access to their business
  - This can be a powerful barrier to entry for MtronPTI competitors
  - A preferred position lets us bring complementary products from 3<sup>rd</sup> party manufacturers





## **Our Value Proposition**

- Preferred design partner for customized electronic components and signal management subsystems
- Broad offering of timing and signal management products
- Rapid prototype delivery to support engineering design groups
- Supply chain for flexible, responsive service
- Supply chain to support the product lifecycle
  - Asian supplier management expertise
  - Leveraged into managing 3<sup>rd</sup> party suppliers of complementary products





## Applications Where We Play

- Telcom Infrastructure
  - GPON
  - WiMax
  - Wireless and wireline systems

### • Networking

- Wireless area networks
- LAN switches
- IP phone systems
- Enterprise storage systems
- Military
  - JTRS/Manpack/Falcon military radios
  - Anti-IED jammers
  - Classified surveillance and electronic warfare devices





# Applications Where We Play

### • Military (cont.)

- Military web-enabled communications
- Unmanned and long distance surveillance systems
- Space
  - AEHF
  - MUOS

### Avionics

- Boeing Dreamliner and Airbus A380
- Regional & Private Jets





## Manufacturing

- USA
  - Custom products development
  - Technology development
  - New Process development and refinement
  - "Fast Response" service capability
  - Location for "secret" classified projects
  - Asia/Pacific Rim
    - -Mature designs
    - -Cost sensitive designs
    - -Additional Manufacturing capacity
    - -Complementary products



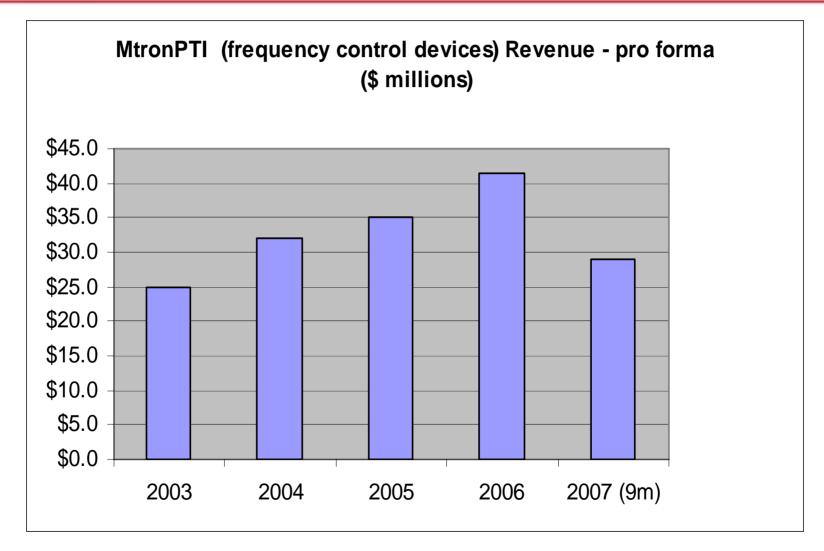
New Delhi

-Investing in capacity

-Building engineering capability

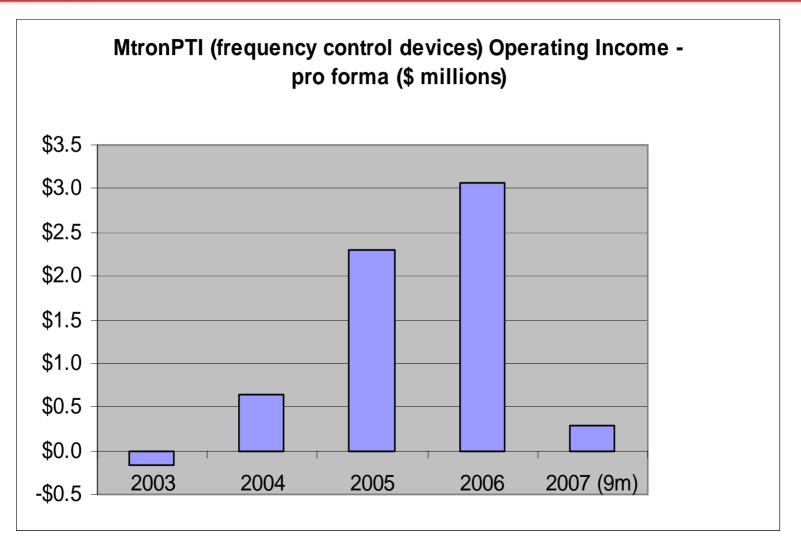


## A Tradition of Growth





### Profitability





### **Our Balance Sheet**

| LGL GROUP<br>BALANCE SHEET |           | ۸ .Ľ. f.e.r.          |
|----------------------------|-----------|-----------------------|
| (In thousands)             |           | Adj. for<br>Disc. Ops |
|                            | 09/30/07  | 12/31/06              |
| ASSETS:                    |           |                       |
| CASH & INVESTMENTS         | \$ 5,462  | \$ 7,135              |
| ACCOUNTS RECEIVABLE        | 5,793     | 6,472                 |
| INVENTORIES                | 5,057     | 6,105                 |
| OTHER CURRENT ASSETS       | 2,046     | 5,652                 |
| TOTAL CURRENT ASSETS       | \$ 18,358 | \$ 25,364             |
| PP&E and Other             | 5,072     | 5,593                 |
| TOTAL ASSETS               | \$ 23,430 | \$ 30,957             |



### Liabilities and Equity

LGL GROUP BALANCE SHEET (In thousands)

| (In thousands)              |           | Adj. for<br>Disc. Ops |
|-----------------------------|-----------|-----------------------|
|                             | 09/30/07  | 12/31/06              |
| LIABILITIES & EQUITY:       |           |                       |
| PAYABLES & ACCRUED EXPENSES | \$ 4,591  | \$ 5,625              |
| CURRENT MATURITIES OF DEBT  | 1,670     | 3,383                 |
| OTHER LIABILITIES           | 127       | 2,142                 |
| TOTAL CURRENT LIABILITIES   | \$ 6,388  | \$ 11,150             |
| LONG TERM DEBT              | 4,032     | 3,100                 |
| SHAREHOLDERS EQUITY         | 13,010    | 16,707                |
| TOTAL LIABILITIES & EQUITY  | \$ 23,430 | \$ 30,957             |



# Our Growth Strategy

- Grow with leading OEMs
  - Broad product portfolio
  - Synergy of filters/oscillators in wireless
  - Leverage OEM position to bring a complementary portfolio of products from 3<sup>rd</sup> party suppliers
  - Life-cycle strategy
  - Special value with supply chain
  - Use Company's unique mix of technology strengths:
    - RF & Microwave Technology
    - Timing and digital performance for networking applications
    - Timing and filtering devices for wireless applications
    - Leading phase noise capability for advanced military/homeland security applications
- Acquisitions



# **Our Management Focus**

- Complete corporate and Orlando restructuring
- Grow into expanded India facilities
- Improve margins
  - Focused engineering work for higher revenue products
  - Expanded use of India
  - Growth in the use of outside Asian facilities for semi-finished crystals
  - Operational improvements in Orlando
- Continue to leverage supplier and partner relationships in Asia
- Improving operations
  - Value creation analysis
  - Growth from sourcing partners for complementary products
  - Filling gaps in our offerings to leading customers
- Strengthen our positions at customers who have leadership in growth markets
- Look for synergistic acquisitions



### Compelling Investment Considerations

