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DELTA REPORT

10-Q

DAIO - DATA I/O CORP

10-Q - MARCH 31, 2024 COMPARED TO 10-Q - SEPTEMBER 30, 2023

The following comparison report has been automatically generated

TOTAL DELTAS	550
CHANGES	86
DELETIONS	245
ADDITIONS	219

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

FORM 10-Q

(Mark One)

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

For the quarterly period ended **September 30, 2023March 31, 2024**

Or

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: **0-10394**

DATA I/O CORPORATION

(Exact name of registrant as specified in its charter)

Washington	**91-0864123**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

6645 185th Ave NE, Suite 100, Redmond, Washington, 98052
425-881-6444
(Address of principal executive offices, including zip code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	DAIO	NASDAQ

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 ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of “large accelerated filer”, ”accelerated filer”, “smaller reporting company” and “emerging growth company” in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☐	Accelerated filer	☐
Non-accelerated filer	☐	Smaller reporting company	☒
		Emerging growth company	☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

Shares of Common Stock, no par value, outstanding as of October 30, 2023 April 30, 2024: 9,020,798 9,025,135

DATA I/O CORPORATION

FORM 10-Q

For the Quarter Ended September 30, 2023 March 31, 2024

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PART I - FINANCIAL INFORMATION

Item 1.Financial Statements Statements

DATA I/O CORPORATION CONSOLIDATED BALANCE SHEETS (in thousands, except share data)	DATA I/O CORPORATION CONSOLIDATED BALANCE SHEETS (in thousands, except share data)	DATA I/O CORPORATION CONSOLIDATED BALANCE SHEETS (in thousands, except share data)

(UNAUDITED)	(UNAUDITED)		(UNAUDITED)	
	September 30, 2023	December 31, 2022	March 31, 2024	December 31, 2023
ASSETS				
CURRENT ASSETS:				
Cash and cash equivalents	$ 11,867	$ 11,510	$ 11,999	$ 12,341
Trade accounts receivable, net of allowance for doubtful accounts of $104 and $147, respectively	4,900	4,992		
Trade accounts receivable, net of allowance for credit losses of $71 and $72, respectively			4,822	5,707
Inventories	6,392	6,751	6,372	5,875
Other current assets	600	645	739	690
TOTAL CURRENT ASSETS	23,759	23,898	23,932	24,613
Property, plant and equipment – net	955	1,072	1,044	1,359
Other assets	1,602	2,195	1,228	1,429
TOTAL ASSETS	$ 26,316	$ 27,165	$ 26,204	$ 27,401
LIABILITIES AND STOCKHOLDERS' EQUITY				
CURRENT LIABILITIES:				
Accounts payable	$ 1,101	$ 1,366	$ 1,544	$ 1,272
Accrued compensation	1,661	1,670	1,318	2,003
Deferred revenue	1,304	1,575	1,606	1,362
Other accrued liabilities	1,511	1,596	1,271	1,438
Income taxes payable	84	112	45	113
TOTAL CURRENT LIABILITIES	5,661	6,319	5,784	6,188
Operating lease liabilities	871	1,500	562	702
Long-term other payables	174	237	226	192
COMMITMENTS	-	-	-	-
STOCKHOLDERS' EQUITY				
Preferred stock -				
Authorized, 5,000,000 shares, including 200,000 shares of Series A Junior Participating Issued and outstanding, none	-	-	-	-
Common stock, at stated value -				
Authorized, 30,000,000 shares Issued and outstanding, 9,020,798 shares as of September 30, 2023 and 8,816,381 shares as of December 31, 2022	22,471	21,897		
Authorized, 30,000,000 shares Issued and outstanding, 9,024,959 shares as of March 31, 2024 and 9,020,819 shares as of December 31, 2023			23,019	22,731
Accumulated earnings (deficit)	(2,789)	(3,131)	(3,452)	(2,645)
Accumulated other comprehensive income	(72)	343	65	233
TOTAL STOCKHOLDERS' EQUITY	19,610	19,109	19,632	20,319
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 26,316	$ 27,165	$ 26,204	$ 27,401
See notes to consolidated financial statements	*See notes to consolidated financial statements*			

DATA I/O CORPORATION CONSOLIDATED STATEMENTS OF OPERATIONS (in thousands, except per share amounts) (UNAUDITED)	DATA I/O CORPORATION CONSOLIDATED STATEMENTS OF OPERATIONS (in thousands, except per share amounts) (UNAUDITED)				DATA I/O CORPORATION CONSOLIDATED STATEMENTS OF OPERATIONS (in thousands, except per share amounts) (UNAUDITED)	
	Three Months Ended September 30,		Nine Months Ended September 30,		Three Months Ended March 31,	
	2023	2022	2023	2022	2024	2023
Net sales	$ 6,561	$ 7,212	$ 21,190	$ 16,946	$ 6,099	$ 7,231
Cost of goods sold	3,041	3,101	8,995	7,774	2,879	2,929
Gross margin	3,520	4,111	12,195	9,172	3,220	4,302
Operating expenses:						
Research and development	1,577	1,432	4,922	4,605	1,582	1,625
Selling, general and administrative	2,006	1,967	7,003	5,943	2,498	2,508
Total operating expenses	3,583	3,399	11,925	10,548	4,080	4,133
Operating income (loss)	(63)	712	270	(1,376)	(860)	169
Non-operating income (loss):						
Interest income	41	9	125	11	80	35
Gain on sale of assets	-	-	-	57		
Foreign currency transaction gain (loss)	(15)	307	107	378	14	(74)
Total non-operating income (loss)	26	316	232	446	94	(39)
Income (loss) before income taxes	(37)	1,028	502	(930)	(766)	130
Income tax (expense) benefit	(16)	(181)	(160)	(700)	(41)	(35)
Net income (loss)	($53)	$ 847	$ 342	($1,630)	$ (807)	$ 95
Basic earnings (loss) per share	$ (0.01)	$ 0.10	$ 0.04	$ (0.19)	$ (0.09)	$ 0.01
Diluted earnings (loss) per share	$ (0.01)	$ 0.10	$ 0.04	$ (0.19)	$ (0.09)	$ 0.01
Weighted-average basic shares	9,020	8,816	8,914	8,715	9,023	8,818
Weighted-average diluted shares	9,020	8,859	9,065	8,715	9,023	9,029

See notes to consolidated financial statements *See notes to consolidated financial statements* *See notes to consolidated financial statements*

DATA I/O CORPORATION CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (in thousands) (UNAUDITED)	DATA I/O CORPORATION CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (in thousands) (UNAUDITED)				DATA I/O CORPORATION CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (in thousands) (UNAUDITED)	
	Three Months Ended September 30,		Nine Months Ended September 30,		Three Months Ended March 31,	
	2023	2022	2023	2022	2024	2023

Net income (loss)	$	(53)	$	847	$	342	$	(1,630)	$	(807)	$	95
Other comprehensive income (loss):												
Foreign currency translation gain (loss)		(130)		(544)		(415)		(1,068)		(168)		65
Comprehensive income (loss)	$	(183)	$	303	$	(73)	$	(2,698)	$	(975)	$	160

See notes to consolidated financial statements

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DATA I/O CORPORATION

CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY

(in thousands, except share amounts)

(UNAUDITED)

DATA I/O CORPORATION

CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY

(in thousands, except share amounts)

(UNAUDITED)

DATA I/O CORPORATION

CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY

(in thousands, except share amounts)

(UNAUDITED)

	Common Stock		Retained Earnings	Accumulated and Other Comprehensive	Total Stockholders'
	Shares	Amount	(Deficit)	Income (Loss)	Equity
Balance at December 31, 2021	8,621,007	$ 20,886	($2,011)	$ 978	$ 19,853
Stock awards issued, net of tax withholding	-	-	-	-	-
Issuance of stock through: ESPP	1,362	6	-	-	6
Share-based compensation	-	291	-	-	291
Net income (loss)	-	-	(1,820)	-	(1,820)
Other comprehensive income (loss)	-	-	-	(70)	(70)
Balance at March 31, 2022	8,622,369	$ 21,183	($3,831)	$ 908	$ 18,260
Stock awards issued, net of tax withholding	191,910	(177)	-	-	(177)
Issuance of stock through: ESPP	-	-	-	-	-
Share-based compensation	-	380	-	-	380
Net income (loss)	-	-	(657)	-	(657)

Common Stock		Retained Earnings	Accumulated and Other Comprehensive	Total Stockholders'
Shares	Amount	(Deficit)	Income (Loss)	Equity

Other comprehensive income (loss)	-	-	-	(454)	(454)					
Balance at June 30, 2022	8,814,279	21,386	(4,488)	454	17,352					
Stock awards issued, net of tax withholding	176	-	-	-	-					
Issuance of stock through: ESPP	1,926	6	-	-	6					
Share-based compensation	-	264	-	-	264					
Net income (loss)	-	-	847	-	847					
Other comprehensive income (loss)	-	-	-	(544)	(544)					
Balance at September 30, 2022	8,816,381	21,656	(3,641)	(90)	17,925					
Balance at December 31, 2022	8,816,381	$ 21,897	($3,131)	$ 343	$ 19,109	8,816,381	$ 21,897	$ (3,131)	$ 343	$ 19,109
Stock awards issued, net of tax withholding	-	-	-	-	-	-	-	-	-	-
Issuance of stock through: ESPP	1,695	7	-	-	7	1,695	7	-	-	7
Share-based compensation	-	249	-	-	249	-	249	-	-	249
Net income (loss)	-	-	95	-	95	-	-	95	-	95
Other comprehensive income (loss)		-	-	65	65		-	-	65	65
Balance at March 31, 2023	8,818,076	$ 22,153	($3,036)	$ 408	$ 19,525	8,818,076	$ 22,153	$ (3,036)	$ 408	$ 19,525
Balance at December 31, 2023						9,020,819	$ 22,731	$ (2,645)	$ 233	$ 20,319
Stock awards issued, net of tax withholding	200,799	(368)	-	-	(368)	1,759	-	-	-	-
Issuance of stock through: ESPP	-	-	-	-	-	2,381	7	-	-	7
Share-based compensation	-	380	-	-	380	-	281	-	-	281
Net income (loss)	-	-	300	-	300	-	-	(807)	-	(807)
Other comprehensive income (loss)		-	-	(350)	(350)		-	-	(168)	(168)
Balance at June 30, 2023	9,018,875	22,165	(2,736)	58	19,487					
Stock awards issued, net of tax withholding	352	(1)	-	-	(1)					

Issuance of stock through: ESPP	1,571	7	-	-	7
Share-based compensation	-	300	-	-	300
Net income (loss)	-	-	(53)	-	(53)
Other comprehensive income (loss)		-	-	(130)	(130)
Balance at September 30, 2023	9,020,798	22,471	(2,789)	(72)	19,610
Balance at March 31, 2024	9,024,959	$ 23,019	$ (3,452)	$ 65	$ 19,632

See notes to consolidated financial statements

See notes to consolidated financial statements

See notes to consolidated financial statements

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DATA I/O CORPORATION

CONSOLIDATED STATEMENTS OF CASH FLOWS

(in thousands)

(UNAUDITED)

DATA I/O CORPORATION

CONSOLIDATED STATEMENTS OF CASH FLOWS

(in thousands)

(UNAUDITED)

DATA I/O CORPORATION

CONSOLIDATED STATEMENTS OF CASH FLOWS

(in thousands)

(UNAUDITED)

	For the Nine Months Ended September 30,		For the Three Months Ended March 31,	
	2023	**2022**	**2024**	**2023**
CASH FLOWS FROM OPERATING ACTIVITIES:				
Net income (loss)	$ 342	$ (1,630)	$ (807)	$ 95
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:				
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:				
Depreciation and amortization	468	441	202	158
Equipment transferred to cost of goods sold	139	317	251	97
Share-based compensation	929	934	281	249
Net change in:				
Trade accounts receivable	25	(619)	885	56
Inventories	241	(1,031)	(496)	(225)
Other current assets	35	78	(49)	(39)
Accounts payable and accrued liabilities	(329)	(248)	(649)	(46)
Deferred revenue	(318)	438	279	141
Other long-term liabilities	(515)	(731)	(140)	(88)
Deposits and other long-term assets	444	511	202	65
Net cash provided by (used in) operating activities	1,461	(1,540)	(41)	463
CASH FLOWS FROM INVESTING ACTIVITIES:				

Purchases of property, plant and equipment	(490)	(794)	(139)	(183)
Cash provided by (used in) investing activities	(490)	(794)	(139)	(183)
CASH FLOWS FROM FINANCING ACTIVITIES:				
Net proceeds from issuance of common stock, less payments for shares withheld to cover tax	(354)	(165)	7	7
Repurchase of common stock			-	-
Payment of capital lease obligation			-	-
Cash provided by (used in) financing activities	(354)	(165)	7	7
Increase (decrease) in cash and cash equivalents	617	(2,499)	(173)	287
Effects of exchange rate changes on cash	(260)	(650)	(169)	71
Cash and cash equivalents at beginning of period	11,510	14,190	12,341	11,510
Cash and cash equivalents at end of period	$ 11,867	$ 11,041	$ 11,999	$ 11,868
Supplemental disclosure of cash flow information:				
Cash paid during the period for:				
Income taxes	$ 189	$ 516	$ 109	$ 24
See notes to consolidated financial statements	*See notes to consolidated financial statements*		*See notes to consolidated financial statements*	

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DATA I/O CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(UNAUDITED)

NOTE 1 - DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Data I/O Corporation (“Data I/O”, “We”, “Our”, “Us”) is a global market leader for advanced programming, security deployment, security provisioning and associated Intellectual Property (“IP”) protection and management solutions used in electronics manufacturing with flash memory, microcontrollers, and flash memory-based intelligent devices as well as secure element devices, authentication devices and secure microcontrollers. Customers for our programming system products are located around the world, primarily in Asia, Europe and the Americas. Our manufacturing operations are currently located in Redmond, Washington, United States and Shanghai, China.

We prepared the financial statements as of September 30, 2023 March 31, 2024 and September 30, 2022 March 31, 2023 according to the rules and regulations of the Securities and Exchange Commission ("SEC"). These statements are unaudited but, in the opinion of management, include all adjustments (consisting of normal recurring adjustments and accruals) necessary to present fairly the results for the periods presented. The balance sheet at December 31, 2022 December 31, 2023 has been derived from the audited financial statements at that date. We have condensed or omitted certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America according to such SEC rules and regulations. Operating results for the nine three months ended September 30, 2023 March 31, 2024 are not necessarily indicative of the results that may be expected for the year ending December 31, 2023 December 31, 2024.

Significant Accounting Policies

These financial statements should be read in conjunction with the annual audited financial statements and the accompanying notes included in our Form 10-K for the year ended December 31, 2022 December 31, 2023 (filed with the SEC on March 30, 2023 March 27, 2024). There have been no changes to our significant accounting policies described in the Annual Report that have had a material impact on our unaudited condensed consolidated financial statements and related notes.

Revenue Recognition

Accounting Standards Codification (ASC) Topic 606, *Revenue Revenue from Contracts with Customers* (ASC 606) provides a single, principles-based five-step model to be applied to all contracts with customers. It generally provides for the recognition of revenue in an amount that reflects the consideration to which the Company expects to be entitled, net of allowances for estimated returns, discounts or sales incentives, as well as taxes collected from customers when control over the promised goods or services are transferred to the customer.

We expense contract acquisition costs, primarily sales commissions, for contracts with terms of one year or less and will capitalize and amortize incremental costs with terms that exceed one year. During the third first quarter of 2023 2024 and 2022, 2023, the impact of capitalization of incremental costs for obtaining contracts was immaterial. We exclude sales, use, value added, some excise taxes and other similar taxes from the measurement of the transaction price.

We recognize revenue upon transfer of control of the promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services. We have determined that our programming equipment has reached a point of maturity and stability such that product acceptance can be assured by testing at the factory prior to shipment and that the installation meets the criteria to be a separate performance obligation. These systems are standard products with published product specifications and are configurable with standard options. The evidence that these systems could be deemed as accepted was based upon having standardized factory production of the units, results from batteries of tests of product performance to our published specifications, quality inspections and installation standardization, as well as past product operation validation with the customer and the history provided by our installed base of products upon which the current versions were based.

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The revenue related to products requiring installation that is perfunctory is recognized upon transfer of control of the product to customers, which generally is at the time of shipment. Installation that is considered perfunctory includes any installation that is expected to be performed by other parties, such as distributors, other vendors, or the customers themselves. This analysis considers the complexity, skill and training needed as well as customer expectations regarding installation.

We enter into arrangements with multiple performance obligations that arise during the sale of a system that includes an could include hardware, software, installation, component, a service services and support component and a software extended maintenance component. components. We allocate the transaction price of each element based on the relative selling prices. Relative selling price is based on the selling price of the standalone system. For the installation and service and support performance obligations, we use the value of the discount given to distributors who perform these components. For software maintenance performance obligations, we use what we charge for annual software maintenance renewals after the initial year the system is sold. Revenue is recognized on the system sale based on shipping terms, software based on delivery, installation revenue is recognized after the installation is performed, and hardware service and support services based on completion of work, and software maintenance revenue is recognized and extended warranty support ratably over the term of the agreement, typically one year. Deferred Total deferred revenue includes which represents undelivered performance obligations for installation, service, support and maintenance extended contracts were $1.8 million and represents $2.0 million for March 31, 2024 and 2023, respectively, and the undelivered performance obligation of agreements that are typically portion expected to be recognized within one year was $1.6 million and $1.7 million for one year. March 31, 2024 and 2023, respectively.

When we license sell software separately, we recognize revenue upon the transfer of control of the software, which is generally upon shipment, delivery, provided that only inconsequential performance obligations immaterial items in the context of the contract with the customer remain on our part and substantive acceptance conditions, if any, have been met.

We recognize revenue when there is an approved contract that both parties are committed to perform, both parties' parties rights have been identified, the contract has substance, collection of substantially all the consideration is probable, the transaction price has been determined and allocated over the performance obligations, the performance obligations including substantive acceptance conditions, if any, in the contract have been met, the obligation is not contingent on resale of the product, the buyer's obligation would not be changed in the event of theft, physical destruction or damage to the product, the buyer acquiring the product for resale has economic substance apart from us and we do not have significant obligations for future performance to directly bring about the resale of the product by the buyer. We establish a reserve for sales returns based on historical trends in product returns and estimates for new items. Payment terms are generally 30 to 60 days from shipment.

We transfer certain products out of service from their internal use and make them available for sale. The products transferred are typically our standard products in one of the following areas: service loaners, rental or test units; engineering test units; or sales demonstration equipment. Once transferred, the equipment is sold by our regular sales channels as used equipment inventory. These product units often involve refurbishing and an equipment warranty and are conducted as sales in our normal and ordinary course of business. The transfer amount is the product unit's net book value, and the sale transaction is accounted for as revenue and cost of goods sold.

The following table represents our revenues by major categories:

	Three Months Ended			Nine Months Ended			Three Months Ended		
Net sales by type	September 30, 2023	Change	September 30, 2022	September 30, 2023	Change	September 30, 2022	March 31, 2024	Change	March 31, 2023
(in thousands)									

Equipment	$ 3,820	(5.4%)	$ 4,040	$ 12,428	34.0%	$ 9,274	$ 3,366	(16.9%)	$ 4,051
Adapter	1,813	(22.2%)	2,330	6,059	12.7%	5,378	1,846	(18.6%)	2,267
Software and Maintenance	928	10.2%	842	2,703	17.8%	2,294	887	(2.8%)	913
Total	$ 6,561	(9.0%)	$ 7,212	$ 21,190	25.0%	$ 16,946	$ 6,099	(15.7%)	$ 7,231

Share-Based Compensation

All stock-based compensation awards are measured based on estimated fair values on the date of grant and recognized as compensation expense on the straight-line method. Our share-based compensation is reduced for estimated forfeitures at the time of grant and revised as necessary in subsequent periods if actual forfeitures differ from those estimates.

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Income Tax

Income taxes are computed at current enacted tax rates, less tax credits using the asset and liability method. Deferred taxes are adjusted both for items that do not have tax consequences and for the cumulative effect of any changes in tax rates from those previously used to determine deferred tax assets or liabilities. Tax provisions include amounts that are currently payable, changes in deferred tax assets and liabilities that arise because of temporary differences between the timing of when items of income and expense are recognized for financial reporting and income tax purposes, and any changes in the valuation allowance caused by a change in judgment about the realization of the related deferred tax assets. A valuation allowance is established when necessary to reduce deferred tax assets to amounts expected to be realized.

Recently Adopted Accounting Pronouncements

For the nine three months ended September 30, 2023 March 31, 2024, there were no recently issued accounting pronouncements that had or are expected to have, a material impact to on Data I/O Corporation's consolidated financial statements.

In November 2023, the first quarter of 2023, FASB issued ASU 326 became 2023-07 "Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures" which expands annual and interim disclosure requirements for reportable segments, primarily through enhanced disclosures about significant segment expenses. ASU 2023-07 is effective for our annual periods beginning January 1, 2024, and for interim periods beginning January 1, 2025, with early adoption permitted. We are currently evaluating the Company. The potential effect that the updated standard will have on our financial statement disclosures.

In December 2023, the FASB issued ASU 2023-09 "Income Taxes (Topics 740): Improvements to Income Tax Disclosures" to expand the disclosure requirements for income taxes, specifically related to the rate reconciliation and income taxes paid. ASU 2023-09 is effective for our annual periods beginning January 1, 2025, with early adoption of permitted. We are currently evaluating the ASU 326 CECL (Current Estimate of Credit Losses) did not potential effect that the updated standard will have a material impact to Data I/O Corporation's consolidated on our financial statements. statement disclosures.

NOTE 2 – INVENTORIES

Inventories consisted of the following components:

(in thousands)	September 30, 2023	December 31, 2022	March 31, 2024	December 31, 2023
Raw materials	$ 3,438	$ 3,850		
Raw material			$ 3,405	$ 3,328
Work-in-process	1,865	1,911	1,720	1,596
Finished goods	1,089	990	1,247	951
Inventories	$ 6,392	$ 6,751	$ 6,372	$ 5,875

NOTE 3 – PROPERTY, PLANT AND EQUIPMENT, NET

Property and equipment consisted of the following components:

(in thousands)	September 30, 2023	December 31, 2022	March 31, 2024	December 31, 2023
Leasehold improvements	$ 387	$ 404	$ 389	$ 394
Equipment	4,860	4,683	4,822	4,977
Sales demonstration equipment	1,006	1,066	969	1,396
	6,253	6,153	6,180	6,767
Less accumulated depreciation	5,298	5,081	5,136	5,408
Property and equipment, net	$ 955	$ 1,072	$ 1,044	$ 1,359

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NOTE 4 – OTHER ACCRUED LIABILITIES

Other accrued liabilities consisted of the following components:

(in thousands)	September 30, 2023	December 31, 2022	March 31, 2024	December 31, 2023
Lease liability - short term	$ 815	$ 799	$ 727	$ 798
Product warranty	452	425	417	449
Sales return reserve	34	71	32	32
Other taxes	114	163	38	69
Other	96	138	57	90
Other accrued liabilities	$ 1,511	$ 1,596	$ 1,271	$ 1,438

The changes in our product warranty liability for the nine three months ending September 30, 2023, March 31, 2024 and year ending December 31, 2022, ended December 31, 2023 are as follows:

(in thousands)	September 30, 2023	December 31, 2022	March 31, 2024	December 31, 2023
Liability, beginning balance	$ 425	$ 432	$ 449	$ 425
Net expenses	676	774	246	902
Warranty claims	(676)	(774)	(246)	(902)
Accrual revisions	27	(7)	(32)	24
Liability, ending balance	$ 452	$ 425	$ 417	$ 449

NOTE 5 – LEASES OPERATING LEASE COMMITMENTS

Our leasing arrangements are We have commitments under non-cancelable operating leases and other agreements, primarily for facility leases we use to conduct our operations. The following table presents our future lease payments for long-term operating leases factory and office space, with initial or remaining terms of one year or more as of September 30, 2023: March 31, 2024 are as follows:

(in thousands)	Operating Lease Commitments	March 31, 2024 Operating Lease Commitments
2023 (remaining)	$ 218	

2024	806	
2024 (remaining)		$ 614
2025	588	583
2026	130	127
2027	46	47
Thereafter	-	
2028 & Thereafter		0
Total	$ 1,788	$ 1,371
Less imputed interest	(103)	(82)
Net operating lease liabilities	$ 1,685	
Total operating lease liabilities		$ 1,289

Cash paid for operating For the largest lease liabilities component, the Company has three facilities with our headquarters and primary engineering and operational functions located in Redmond, Washington. Our two subsidiary facilities in Munich, Germany and Shanghai, China provide extended worldwide sales, service, engineering and operation services. The components of our lease expense for the three and nine months ended September 30, 2023 was $221,000 March 31, 2024 and $664,000, respectively. Cash paid for 2023 include facility related operating lease liabilities for costs of $213,000 and $215,000, respectively, and short-term lease costs of $8,000 and $7,000, respectively. There were no new operating leases during the three and nine months ended September 30, 2022 was $138,000 and $555,000, respectively. March 31, 2024.

The Redmond, Washington headquarters facility lease runs to January 31, 2026 at approximately 20,460 square feet. The lease for the facility located in Shanghai, China runs to October 31, 2024 at approximately 19,400 square feet. The lease for the facility located near Munich, Germany runs to August 2027 at approximately 4,895 square feet.

The following table presents supplemental balance sheet information related to leases: leases as of March 31, 2024 and December 31, 2023:

(in thousands)	Balance at September 30, 2023	Balance at December 31, 2022	Balance at March 31, 2024	Balance at December 31, 2023
Right-of-use assets (Long-term other assets)	$ 1,537	$ 2,129	$ 1,162	$ 1,363
Lease liability-short term (Other accrued liabilities)	815	799	727	798
Lease liability-long term (Operating lease liabilities)	871	1,500	562	703

At September 30, 2023 March 31, 2024, the weighted average remaining lease term is 2.27 years 1.98 and the weighted average discount rate used is 5%.

The components of our lease expense for the three and nine months ended September 30, 2023 include operating lease costs of $206,000 and $636,000, respectively, and short-term lease costs of $8,000 and $21,000, respectively. This compares to the three and nine months ended September 30, 2022 with operating lease costs of $209,000 and $642,000 respectively, and short-term lease costs of $8,000 and $35,000, respectively.

The Redmond, Washington headquarters facility lease runs to January 31, 2026. The lease is for approximately 20,460 square feet. The lease for a facility located in Shanghai, China runs to October 31, 2024. This lease is for approximately 19,400 square feet. The lease for our facility located near Munich, Germany runs to August 2027. This lease is for approximately 4,895 square feet.

NOTE 6 – OTHER COMMITMENTS

We have purchase obligations for inventory and production costs as well as other obligations such as capital expenditures, service contracts, marketing, and development agreements. Arrangements are considered purchase obligations if a contract specifies all significant terms, including fixed or minimum quantities to be purchased, a pricing structure and approximate timing of the transaction. Most arrangements are cancelable without a significant penalty, and with short notice, typically less than 90 days. At September 30, 2023 March 31, 2024, the purchase commitments and other obligations totaled $1.8 million we had one contract with a commitment of which all but $256,000 are expected approximately $174,000 to be paid over the next twelve months. in 2024 and $251,000 to be paid beyond one year.

NOTE 7 – CONTINGENCIES

As of September 30, 2023 March 31, 2024, we were not a party to any legal proceedings or aware of any indemnification agreement claims, the adverse outcome of which in management's opinion, individually or in the aggregate, would have a material adverse effect on our results of operations or financial position.

NOTE 8 – INCOME TAXES

Income tax benefit (expense) primarily relates to foreign and state taxes. For the comparison period of 2022, expense for the first quarter of 2022 included dividend withholding taxes of $442,000 on a dividend repatriation. both 2024 and 2023, primarily related to foreign and minor state taxes.

The effective tax rate differed from the statutory tax rate primarily due to the effect of valuation allowances, as well as foreign taxes. We have a valuation allowance of $8.8 million $8.9 million as of September 30, 2023 March 31, 2024. As of September 30, March 31, for both 2023 2024 and 2022, 2023, our deferred tax assets and valuation allowance have been reduced by approximately $435,000 $434,000 and $405,000, respectively, associated with the requirements of accounting for uncertain tax positions. $429,000, respectively. Given the uncertainty created by our loss history, as well as the volatile and uncertain economic outlook for our industry and capital spending, we have limited the recognition of net deferred tax assets including our net operating losses and credit carryforwards and continue to maintain a valuation allowance for the full amount of the net deferred tax asset balance.

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NOTE 9 – EARNINGS PER SHARE

Basic earnings per share is calculated based on the weighted average number of common shares outstanding during each period. Diluted earnings per share is calculated based on these same weighted average shares outstanding plus the effect of potential shares issuable upon assumed exercise of stock options based on the treasury stock method.

Potential shares issuable upon the exercise of stock options are excluded from the calculation of diluted earnings per share to the extent their effect would be anti-dilutive.

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The following table sets forth the computation of basic and diluted earnings per share:

	Three Months Ended		Nine Months Ended		Three Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022	March 31, 2024	March 31, 2023
(in thousands except per share data)						
Numerator for basic and diluted earnings (loss) per share:						
Net income (loss)	$ (53)	$ 847	$ 342	$ (1,630)	$ (807)	$ 95
Denominator for basic earnings (loss) per share:						
Weighted-average shares	9,020	8,816	8,914	8,715	9,023	8,818
Employee stock options and awards	-	43	151	-	-	211
Denominator for diluted earnings (loss) per share:						
Adjusted weighted-average shares & assumed conversions of stock options	9,020	8,859	9,065	8,715	9,023	9,029
Basic and diluted earnings (loss) per share:						
Basic and diluted earnings (loss) per share:						
Basic earnings (loss) per share	$ (0.01)	$ 0.10	$ 0.04	$ (0.19)	$ (0.09)	$ 0.01
Diluted earnings (loss) per share	$ (0.01)	$ 0.10	$ 0.04	$ (0.19)	$ (0.09)	$ 0.01

Options to purchase 12,500 and 12,500 shares, respectively, were outstanding as of September 30, 2023 March 31, 2024 and 2022, 2023, but were excluded from the computation of diluted earnings per share for the periods then ended because the options were anti-dilutive.

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NOTE 10 – SHARE-BASED COMPENSATION

For share-based awards granted, we have recognized compensation expense based on the estimated grant date fair value method. For these awards we have recognized compensation expense using a straight-line amortization method and reduced for estimated forfeitures.

The impact on our results of operations of recording share-based compensation, net of forfeitures, for the three and nine months ended September 30, 2023 March 31, 2024 and 2022, respectively, 2023 were as follows:

	Three Months Ended		Nine Months Ended		Three Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022	March 31, 2024	March 31, 2023
(in thousands)						
Cost of goods sold	$ 24	$ 18	$ 72	$ 58	$ 23	$ 18
Research and development	64	58	193	191	65	48
Selling, general and administrative	212	188	664	686	193	183
Total share-based compensation	$ 300	$ 264	$ 929	$ 935	$ 281	$ 249

Equity awards granted during the three and nine months ended September 30, 2023 March 31, 2024 and 2022 2023 were as follows:

	Three Months Ended		Nine Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022
Restricted Stock Units	75,000	1,000	357,100	327,715
Performance Stock Units	5,000	-	30,000	-

	Three Months Ended	
	March 31, 2024	March 31, 2023
Restricted Stock Units	-	10,000

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Non-employee directors director Restricted Stock Units ("RSUs") typically vest over the earlier of one year or the next annual meeting of shareholders and Non-Qualified stock options vest over three years and have a six-year exercise period. Employee RSUs typically vest annually over three or four years and employee Non-Qualified stock options typically vest quarterly over four years and have a six-year exercise period.
Performance Stock Units ("PSUs"), granted in 2023, typically cliff vest at the end of the performance period and the performance metric is cumulative revenue growth over the three-year period ending December 31, 2025 with a cumulative revenue threshold, target, and maximum. maximum performance measure.

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The remaining unamortized expected future equity compensation expense and remaining amortization period associated with award grants of unvested options, PSUs and RSUs at September 30, 2023 March 31, 2024 and 2022 2023 are:

			Three Months Ended	
	September 30, 2023	September 30, 2022	March 31, 2024	March 31, 2023
Unamortized future equity compensation expense (in thousands)	$ 2,731	$ 2,371	$ 2,035	$ 1,823

Remaining weighted average amortization period (in years)	2.60	2.64	2.29	2.37

The weighted average number of shares outstanding used to compute earnings (loss) per share included the following:

	Three Months Ended		Nine Months Ended		Three Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022	March 31, 2024	March 31, 2023
Restricted Stock Units	71,903	43,030	148,529	113,193	118,903	210,545
Performance Stock Units	679	-	599	-	2,935	0
Stock Options	220	170	231	204	174	234

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Item2.Management's Discussion and Analysis of Financial Condition and Results of Operations

General

FORWARD-LOOKING STATEMENTS

This Quarterly Report on Form 10-Q includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. This Act provides a "safe harbor" for forward-looking statements to encourage companies to provide prospective information about themselves as long as they identify these statements as forward-looking and provide meaningful cautionary statements identifying important factors that could cause actual results to differ from the projected results. All statements other than statements of historical fact made in this Quarterly Report on Form 10-Q are forward-looking. In particular, statements herein regarding economic outlook, impact of COVID-19 including recovery from the shutdown in Shanghai, China; outlook; industry prospects and trends; expected business recovery; industry partnerships; future results of operations or financial position; future spending; expected expenses, breakeven revenue point; expected market decline, bottom or growth; market acceptance of our newly introduced or upgraded products or services; the sufficiency of our cash to fund future operations and capital requirements; development, introduction and shipment of new products or services; changing foreign operations; taxes, trade issues and tariffs; expected inventory levels; expectations for unsupported platform or product versions and related inventory and other charges; Russian invasion of Ukraine impacts; Israel–Hamas war impacts; supply chain expectations; semiconductor chip shortages and recovery; and any other guidance on future periods are forward-looking statements. Forward-looking statements reflect management's current expectations and are inherently uncertain. Although we believe that the expectations reflected in these forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance, achievements, or other future events. Moreover, neither Data I/O nor anyone else assumes responsibility for the accuracy and completeness of these forward-looking statements. We are under no duty to update any of these forward-looking statements after the date of this Quarterly Annual Report. The Reader should not place undue reliance on these forward-looking statements. The following discussions above and in the 2023 Annual Report on Form 10-K section in Item 1A., Risk entitled "Risk Factors "Cautionary – Cautionary Factors That May Affect Future Results" in our Annual report on Form 10-K for the year ended December 31, 2022, describe describes some, but not all, of the factors that could cause these differences.

OVERVIEW

The third First quarter of 2023 reflects softer demand in China, Germany and revenue at $6.1 million was down 16% compared with $7.2 million from the United States. This resulted in a small loss for the quarter. The prior year comparisons reflect impacts period, reflecting lower backlog coming into the period plus timing of shipments from last year's Shanghai reopening after new bookings. First quarter bookings were at $8.1 million, up 41% from the COVID-19 shutdown.
COVID-19 Background prior year on strong opportunity conversion in Europe and Update
We have continued to react to, and manage our business relative to, the COVID-19 pandemic. During parts of the first and second quarters of 2022, our Shanghai facility and operations were shut down for two and Asia. As a half months as required by China pursuant to their zero-COVID policy. Our resilient supply chain model and remote work were able to support our customers. We resumed normal Shanghai operations early in 2023. We believe that our China demand was soft result, backlog increased $1.7 million during the first three quarters quarter to $4.5 million as of 2023 due March 31, 2024. Most of these bookings are expected to both COVID-19 recovery in China be shipped and customers responding to the implications of new emission standards effective mid-year.
Other Major Impacts
The war in Ukraine starting in early 2022, while having little direct impact on us from Russia or Ukraine, affected supply chains, shipping, European economic uncertainty and energy concerns. Inflation impacted everyone. We believe we were able to adequately address inflation with pricing adjustments such that our margins were mostly maintained. The strengthening of the dollar in 2022 created headwinds for revenues, recognized as typically over 90% of our business is international. Interest rate hikes by central banks were a concern, especially for cyclical industries with resulting worries about capital spending and planning for recessionary impacts. Certain labor markets were tight during the year causing recruiting challenges. The impact of semiconductor chip shortages, that began mid-2021 and continued well into 2022, are not completely resolved yet in 2023. Many of the

issues described in the overview have caused supply chain disruptions and lead-time unreliability, which we have managed carefully by maintaining and increasing key inventory levels. We believe there is less risk exposure on these issues, and we are now reducing inventory levels and expect to continue reducing inventory through 2023. The economic challenges resulting from the war in Ukraine and inflation have likely caused Germany to enter into a recession in 2023. We believe that this and challenges related to the expected shift from Internal Combustion Engines (ICE) to Electric Vehicles (EV) have impacted short-term demand in Germany. In the United States, we believe uncertainty related to automotive labor strikes softened demand and pushed out expected end of the quarter orders. We have been experiencing stronger orders during October from our automotive electronics customers and the labor strikes having been resolved.

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2023

The strong dollar impact that started to reverse during the fourth quarter of 2022, has provided tail winds for revenue in the first and second quarter half of 2023, especially versus the Euro. During the third quarter of 2023 the US dollar strengthened again causing revenue head winds. Macroeconomic news, while improving, continued to be fairly negative. On a more positive note, inflation, while still elevated, appears to be diminishing. Interest rates continue to be higher, but an anticipated recession has not occurred outside of Germany. COVID-19, semiconductor shortages, shipping & supply chain issues, and domestic labor tightness slowing recruiting, are improving situations and no longer top of mind. Travel, trade shows, and face-to-face customer meetings are happening. We think our new capabilities of supplier resilience, inventory and production in multiple locations, leveraging remote and virtual services, are capabilities to retain and build upon. We continue to focus on managing our costs carefully and growth-oriented strategies. 2024.

We are focusing Data I/O has a broad product portfolio and diversified international market presence as reflected in our research revenue mix by product and geography. The Americas region has seen tremendous growth over the past two years due to capacity expansion and is expected to absorb this capacity in 2024. Our strong first quarter bookings performance was a result of diversification as strength in Europe and Asia offset lower orders in the Americas region.

Research and development efforts in our remain focused on strategic growth markets, namely automotive electronics and IoT new programming technologies, secure supply chain solutions, automated programming systems and their enhancements for the manufacturing environment and software. At Data I/O, we are investing for the long-term to retain and extend our leadership position in automotive electronics and security deployment. We are continuing to develop technology to securely provision newer categories of semiconductors, including Secure Microcontrollers, Authentication Chips, and Secure Elements. We continue to focus on extending the capabilities and support for our product lines and supporting the latest semiconductor devices, including various configurations of NAND Flash, eMMC, UFS and microcontrollers on our newer products.

Our customer focus has been Furthermore, Data I/O remains focused on global growth from the Automotive, Industrial and strategic high-volume manufacturers in key market segments like automotive electronics, IoT, industrial Prorgramming Center markets worldwide combined with spending controls, process efficiencies and consumer electronics, as well as programming centers. Although the long-term prospects for our strategic growth markets should remain good, these markets and our business have been, and are likely to continue to be, adversely impacted by COVID-19 and other global political and economic factors. In particular, the operating leverage. The continued outlook by industry analysts for automotive electronics, which remains our primary market focus, remains strong based on the long-term forecast for a decade. The move In the first quarter of 2024, Data I/O continued to EV expand its market penetration while reducing operating expenses. This approach to disciplined growth remains a priority in particular is expected to be a strong demand driver as electronic content in each EV is estimated to be 2-3 times that of a standard ICE vehicle. 2024.

On the product side, we continue to invest with a long-term focus towards expanding our markets and creating unique value for our customers. This is true for both our traditional core business as well as the emerging security deployment business. Our strong cash position and balance sheet, combined with our long-term view of the market, gives us the financial flexibility to make these investments.

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CRITICAL ACCOUNTING POLICY JUDGMENTS AND ESTIMATES

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires that we make estimates and judgments, which affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosures of contingent assets and liabilities. On an on-going basis, we evaluate our estimates, including those related to revenue recognition, sales returns, bad debts, credit losses, inventories, income taxes, warranty obligations, restructuring charges, contingencies such as litigation and contract terms that have multiple elements and other complexities typical in the capital equipment industry. We base our estimates on historical experience and other assumptions that we believe are reasonable under the circumstances. Actual results may differ from these estimates under different assumptions or conditions.

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We believe the following critical accounting policies affect the more significant judgments and estimates used in the preparation of our financial statements:

Revenue Recognition: Accounting Standards Codification (ASC) Topic 606, *Revenue from Contracts with Customers* (ASC 606) provides a single, principles-based five-step model to be applied to all contracts with customers. It generally provides for the recognition of revenue in an amount that reflects the consideration to which the Company expects to be entitled, net of allowances for estimated returns, discounts or sales incentives, as well as taxes collected from customers when control over the promised goods or services are transferred to the customer.

We expense contract acquisition costs, primarily sales commissions, for contracts with terms of one year or less and will capitalize and amortize incremental costs with terms that exceed one year. During 2023 the first quarter of 2024 and 2022 , 2023, the impact of capitalization of incremental costs for obtaining contracts was immaterial. We exclude sales, use, value added, some excise taxes and other similar taxes from the measurement of the transaction price.

We recognize revenue upon transfer of control of the promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services. We have determined that our programming equipment has reached a point of maturity and stability such that product acceptance can be assured by testing at the factory prior to shipment and that the installation meets the criteria to be a separate performance obligation. These systems are standard products with published product specifications and are configurable with standard options. The evidence that these systems could be deemed as accepted was based upon having standardized factory production of the units, results from batteries of tests of product performance to our published specifications, quality inspections and installation standardization, as well as past product operation validation with the customer and the history provided by our installed base of products upon which the current versions were based.

The revenue related to products requiring installation that is perfunctory is recognized upon transfer of control of the product to customers, which generally is at the time of shipment. Installation that is considered perfunctory includes any installation that is expected to be performed by other parties, such as distributors, other vendors, or the customers themselves. This analysis considers the complexity, skill and training needed as well as customer expectations regarding installation.

We enter into arrangements with multiple performance obligations that arise during the sale of a system that includes an could include hardware, software, installation, component, a service services and support component and a software extended maintenance component. components. We allocate the transaction price of each element based on the relative selling prices. Relative selling price is based on the selling price of the standalone system. For the installation and service and support performance obligations, we use the value of the discount given to distributors who perform these components. For software maintenance performance obligations, we use what we charge for annual software maintenance renewals after the initial year the system is sold. Revenue is recognized on the system sale based on shipping terms, software based on delivery, installation revenue is recognized after the installation is performed, and hardware service and support services based on completion of work and software maintenance revenue is recognized and extended warranty support ratably over the term of the agreement, typically one year. Deferred revenue includes service, support and maintenance contracts and represents the undelivered performance obligation of agreements that are typically for one year.

When we license sell software separately, we recognize revenue upon the transfer of control of the software, which is generally upon shipment, delivery, provided that only inconsequential performance obligations immaterial items in the context of the contract with the customer remain on our part and substantive acceptance conditions, if any, have been met.

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We recognize revenue when there is an approved contract that both parties are committed to perform, both parties' parties rights have been identified, the contract has substance, collection of substantially all the consideration is probable, the transaction price has been determined and allocated over the performance obligations, the performance obligations including substantive acceptance conditions, if any, in the contract have been met, the obligation is not contingent on resale of the product, the buyer's obligation would not be changed in the event of theft, physical destruction or damage to the product, the buyer acquiring the product for resale has economic substance apart from us and we do not have significant obligations for future performance to directly bring about the resale of the product by the buyer. We establish a reserve for sales returns based on historical trends in product returns and estimates for new items. Payment terms are generally 30 to 60 days from shipment.

We transfer certain products out of service from their internal use and make them available for sale. The products transferred are typically our standard products in one of the following areas: service loaners, rental or test units; engineering test units; or sales demonstration equipment. Once transferred, the equipment is sold by our regular sales channels as used equipment inventory. These product units often involve refurbishing and an equipment warranty and are conducted as sales in our normal and ordinary course of business. The transfer amount is the product unit's net book value, and the sale transaction is accounted for as revenue and cost of goods sold.

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Allowance for Doubtful Accounts: Credit Losses: We base the allowance for doubtful accounts receivable (Current Estimate of Credit Losses) credit losses on our assessment of the credit losses collectively expected for the future, as well as collectability of specific customer accounts and the aging of accounts receivable. If there is deterioration of a major customer's credit worthiness or actual defaults are higher than historical experience, or events forecast that collectively indicate some impairment is expected, our estimates of the recoverability of amounts due to us could be adversely affected.

Inventory: Inventories are stated at the lower of cost or net realizable value. Adjustments are made to standard cost, which approximates actual cost on a first-in, first-out basis. We estimate reductions to inventory for obsolete, slow-moving, excess and non-salable inventory by reviewing current transactions and forecasted product demand. We evaluate our inventories on an item-by-item basis and record inventory adjustments accordingly. If there is a significant decrease in demand for our products, uncertainty during product line transitions, or a higher risk of inventory obsolescence because of rapidly changing technology and customer requirements, we may be required to increase our inventory adjustments and our gross margin could be adversely affected.

Warranty Accruals: We accrue for warranty costs based on the expected material and labor costs to fulfill our warranty obligations. If we experience an increase in warranty claims, which are higher than our historical experience, our gross margin could be adversely affected.

Tax Valuation Allowances: Given the uncertainty created by our loss history, as well as the current and ongoing cyclical and COVID-19 pandemic related uncertain economic outlook for our industry, capital and geographic spending, as well as income and current net deferred tax assets by entity and country, we expect to continue to limit the recognition of net deferred tax assets and accounting for uncertain tax positions and maintain the tax valuation allowances. At the current time, we expect, therefore, that reversals of the tax valuation allowance will take place as we are able to take advantage of the underlying tax loss or other attributes in carry forward or their use by future income or circumstances allow us to realize these attributes. The transfer pricing and expense or cost sharing arrangements are complex areas where judgments, such as the determination of arms-length arrangements, can be subject to challenges by different tax jurisdictions.

Share-based Compensation: We account for share-based awards made to our employees and directors, including employee stock option awards, performance stock unit awards and restricted stock unit awards, using the estimated grant date fair value method of accounting. For options, we estimate the fair value using the Black-Scholes valuation model and an estimated forfeiture rate. Restricted stock unit awards and performance stock unit awards are valued based on the average of the high and low price on the date of the grant and an estimated forfeiture rate. For options, performance and restricted stock unit awards, expense is recognized as compensation expense on the straight-line basis. Employee Stock Purchase Plan ("ESPP") shares were issued under provisions that do not require us to record any equity compensation expense.

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RESULTS OF OPERATIONS:

NET SALES

	Three Months Ended			Nine Months Ended			Three Months Ended		
Net sales by product line	September 30, 2023	Change	September 30, 2022	September 30, 2023	Change	September 30, 2022	March 31, 2024	Change	March 31, 2023
(in thousands)									
Automated programming systems	$ 5,267	(2.7%)	$ 5,414	$ 17,129	32.4%	$ 12,934	$ 4,823	(18.6%)	$ 5,927
Non-automated programming systems	1,294	(28.0%)	1,798	4,061	1.2%	4,012	1,276	(0.5%)	1,304
Total programming systems	$ 6,561	(9.0%)	$ 7,212	$ 21,190	25.0%	$ 16,946	$ 6,099	(15.4%)	$ 7,231

	Three Months Ended			Nine Months Ended			Three Months Ended		
Net sales by location	September 30, 2023	Change	September 30, 2022	September 30, 2023	Change	September 30, 2022	March 31, 2024	Change	March 31, 2023
(in thousands)									
United States	$ 278	(59.4%)	$ 684	$ 2,225	49.5%	$ 1,488	$ 226	(75.9%)	$ 937
% of total	4.2%		9.5%	10.5%		8.8%	3.7%		13.0%

International	$ 6,283	(3.8%)	$ 6,528	$ 18,965	22.7%	$ 15,458	$ 5,873	(6.7%)	$ 6,294
% of total	95.8%		90.5%	89.5%		91.2%	96.3%		87.0%

Net sales by type	Three Months Ended			Nine Months Ended		
	September 30, 2023	Change	September 30, 2022	September 30, 2023	Change	September 30, 2022
(in thousands)						
Equipment sales	$ 3,820	(5.4%)	$ 4,040	$ 12,428	34.0%	$ 9,274
Adapter sales	1,813	(22.2 %)	2,330	6,059	12.7%	5,378
Software and maintenance	928	10.2%	842	2,703	17.8%	2,294
Total	$ 6,561	(9.0%)	$ 7,212	$ 21,190	25.0%	$ 16,946

Net sales by type	Three Months Ended		
	March 31, 2024	Change	March 31, 2023
(in thousands)			
Equipment sales	$ 3,366	(16.9%)	$ 4,051
Adapter sales	1,846	(18.6%)	2,267
Software and maintenance	887	(2.8%)	913
Total	$ 6,099	(15.7%)	$ 7,231

Net sales in the third first quarter of 2023 2024 were $6.6 million $6.1 million, down 9% as compared with $7.2 million in the third prior year period and $6.9 million in the fourth quarter of 2022. The 2023. Sales decrease in the first quarter primarily represents that reflects timing of shipments on new first quarter bookings and higher backlog in 2022 the resumption of shipping and backlog following the Shanghai COVID shutdown. Net sales year-to-date for third prior periods from favorable post-lockdown recovery one year ago.

First quarter of 2023 2024 bookings were $21.2 million $8.1 million, up 25% as compared with $16.9 million for the same period of 2022. The increase primarily resulting from 2022 impacts of the Shanghai COVID shutdown, currency volatility of the US Dollar, semiconductor shortages and war in Ukraine. Recurring and consumable revenues, which include adapter sales, represented a more normal proportion at 42% of revenues $5.7 million in the third prior year period and $7.2 million in fourth quarter of 2023, 2023. Bookings increase in the first quarter was due to strong sales opportunity conversion in Europe and Asia markets. Backlog increased $1.7 million in the first quarter to $4.5 million as of March 31, 2024 as compared to $3.2 million as of March 31, 2023 and $2.8 million as of December 31, 2023. Data I/O had $1.8 million in deferred revenue as of March 31, 2024 as compared with 44% in the third quarter $2.0 million as of 2022. Year-to-date, total capital equipment sales were 59% of revenues, adapters were 29% and software and services revenues were 12% of revenues, respectively, in the third quarter of 2023 compared with 56% and 32% and 12%, respectively, for the third quarter of 2022. March 31, 2023.

On a geographic basis, international sales represented approximately 95.8% 96% of total net sales for the third first quarter of 2023 2024 compared with 91% in the third quarter of 2022.

Third quarter 2023 bookings were $5.3 million, as compared with $7.1 million 87% in the prior year period. Year-to-date bookings Total equipment sales were $18.6 million, as compared with $19.6 million in the prior year-to-date period. We experienced softness in China demand 55% of revenues, adapters were 30% and software and services revenues were 15% of revenues respectively in the first second quarter of 2024 compared with 56% and third quarters 31% and 13% respectively for the first quarter of 2023, we believe, as they recovered from COVID-19 2023. Automotive electronics represented 49% of orders followed by 37% for programming centers and related to new automotive emission standards. Long-term, we see potential 14% for more demand in China driven by new production changes and especially IoT for the transition to EV. Germany has entered a recession and is also seeing weak demand. We expect a return to longer-term growth in first quarter of 2024. Our outlook assumes no further escalation or disruption of trade due to the Israel-Hamas war and associated disruptions.

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Backlog at September 30, 2023 was approximately $2.5 million, down from $3.8 million at June 30, 2023 and $4.9 million at September 30, 2022, which reflected the post lockdown Shanghai shipments in 2022 and the soft demand during the third quarter of 2023 in China and Germany. Data I/O had $1.5 million in deferred revenue at September 30, 2023, down from $1.6 million at June 30, and $2.0 million at September 30, 2022.

GROSS MARGIN

(in thousands)	Three Months Ended September 30, 2023	Change	Three Months Ended September 30, 2022	Nine Months Ended September 30, 2023	Change	Nine Months Ended September 30, 2022	Three Months Ended March 31, 2024	Change	Three Months Ended March 31, 2023
Gross margin	$ 3,520	(14.4%)	$ 4,111	$ 12,195	33.0%	$ 9,172	$ 3,220	(25.2%)	$ 4,302
Percentage of net sales	53.7%		57.0%	57.6%		54.1%	52.8%		59.5%

Gross margins margin as a percentage of sales were 53.7% in the third first quarter of 2023 2024 was 52.8% as compared to 57.0% 59.5% in the same period last year and 58% in the fourth quarter of 2022 with margins impacted by 2023. The decrease in gross margin percentage primarily reflects lower sales volume on relatively fixed costs; manufacturing and service costs, sales channel and product mix and our channel mix, offset in part by less favorable variances.

Year-to-date gross margins for 2023 compared to 2022 were primarily impacted in the first two quarters of 2022 by the Shanghai COVID-19 shutdown, sales volume relative to fixed costs, currency effects and variances. impacts.

RESEARCH AND DEVELOPMENT

(in thousands)	Three Months Ended September 30, 2023	Change	Three Months Ended September 30, 2022	Nine Months Ended September 30, 2023	Change	Nine Months Ended September 30, 2022	Three Months Ended March 31, 2024	Change	Three Months Ended March 31, 2023
Research and development	$ 1,577	10.1%	$ 1,432	$ 4,922	6.9%	$ 4,605	$ 1,582	(2.6%)	$ 1,625
Percentage of net sales	24.0%		19.9%	23.2%		27.2%	25.9%		22.5%

Research and development ("R&D") expenses decreased in the third first quarter of 2023 increased 2024 as compared to the same period in 2022, primarily with additional outside services in support of our product lines.

Year-to-date R&D expense increases were primarily due to the same factors as in the third quarter, as well as incentive compensation where there was none in 2022 due to losses. 2023. We have maintained our investment in our product development and supporting our growth initiatives. initiatives while maintaining cost control discipline.

SELLING, GENERAL AND ADMINISTRATIVE

(in thousands)	Three Months Ended September 30, 2023	Change	Three Months Ended September 30, 2022	Nine Months Ended September 30, 2023	Change	Nine Months Ended September 30, 2022	Three Months Ended March 31, 2024	Change	Three Months Ended March 31, 2023
Selling, general & administrative	$ 2,006	2.0%	$ 1,967	$ 7,003	17.8%	$ 5,943	$ 2,498	(0.4%)	$ 2,508
Percentage of net sales	30.6%		27.3%	33.0%		35.1%	41.0%		34.7%

Selling, General and Administrative ("SG&A") expenses were slightly lower in the third first quarter of 2023 increased 2024 as compared to the same period in 2023. First quarter spending reduction reflects higher compensation and inflationary increases offset by approximately $39,000 from continued efficiency improvements and cost reduction efforts.

INTEREST

(in thousands)	Three Months Ended March 31, 2024	Change	Three Months Ended March 31, 2023
Interest income	$ 80	128.6%	$ 35

Interest income was higher in the prior year first quarter of 2024 compared to the same period primarily in 2023 due to higher channel interest rates and sales commissions associated with channel mix, recruiting fees; outside services; and additional information technology projects and support, as well as incentive compensation where there was none in 2022 due to losses. invested balances.

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Year-to-date SG&A expenses increased by approximately $1.1 million from the prior year period primarily due to mix with more sales through commissionable channels, increased outside services, as well as incentive compensation where there was none in 2022 due to losses. Cost control measures have remained in place during the first three quarters of 2023 and are expected to continue in the fourth quarter of 2023.

INTEREST

	Three Months Ended			Nine Months Ended		
	September 30, 2023	Change	September 30, 2022	September 30, 2023	Change	September 30, 2022
(in thousands)						
Interest income	$ 41	355.6 %	$ 9	$ 125	1036.4 %	$ 11

Interest income was higher in the third quarter 2023 and year-to-date compared to the same periods in 2022 due to higher average interest rates and higher invested balances.

INCOME TAXES

	Three Months Ended			Nine Months Ended			Three Months Ended		
	September 30, 2023	Change	September 30, 2022	September 30, 2023	Change	September 30, 2022	March 31, 2024	Change	March 31, 2023
(in thousands)									
Income tax benefit (expense)	$ (16)	(91.2%)	$ (181)	$ (160)	(77.1%)	$ (700)	$ (41)	17.1%	$ (35)

Income tax benefit (expense) for the third first quarter of both 2024 and 2023 and 2022, primarily related to foreign and some state taxes.
Year-to-date income tax benefit (expense) was primarily due to the same factors as in the third quarter of 2023, as well as during the first quarter of 2022, a China dividend withholding tax of $442,000 was paid in connection with a dividend repatriation to the US parent company.

The effective tax rate differed from the statutory tax rate primarily due to the effect of valuation allowances, as well as foreign taxes. We have a valuation allowance of $8.8 million $8.9 million as of September 30, 2023 March 31, 2024. As of September 30, March 31, for both 2023 2024 and 2022, 2023, our deferred tax assets and valuation allowance have been reduced by approximately $435,000 $434,000 and $412,000, respectively, associated with the requirements of accounting for uncertain tax positions. $429,000, respectively. Given the uncertainty created by our loss history, as well as the volatile and uncertain current economic outlook for our industry and capital spending, we have limited the recognition of net deferred tax assets including our net operating losses and credit carryforwards and continue to maintain a valuation allowance for the full amount of the net deferred tax asset balance.

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Financial Condition

LIQUIDITY AND CAPITAL RESOURCEs RESOURCES

	September 30, 2023	Change	December 31, 2022	March 31, 2024	Change	December 31, 2023
(in thousands)						
Working capital	$ 18,098	$ 519	$ 17,579	$ 18,148	(1.5%)	$ 18,425

At September 30, 2023 March 31, 2024, our principal sources of liquidity consisted of existing cash and cash equivalents. Cash at $11.9 million has increased $357,000 year-to-date $12 million decreased $342,000 from December 31, 2023 primarily due to lower revenue and was approximately the same as on June 30, 2023.
Net higher first quarter expenditures for public company cost including audit, regulatory filings and stock exchange fees, and annual incentive compensation disbursements. Correspondingly, working capital at September 30, 2023 was $18.1 million, up $519,000 compared to December 31, 2022, and approximately the same as on June 30, 2023.

Receivables were reduced $92,000 compared to December 31, 2022. DSO (Days Sales Outstanding, a collections metric) was up but still below our target. Inventory decreased by $359,000 compared to December 31, 2022. While inventory was elevated in 2022 to address potential shortage risks, we no longer see the same exposure, so we are continuing to manage operations to reduce inventory levels going forward $277,000 during the fourth first quarter to $18.1 million as of 2023. March 31, 2024. The Company continues to have no debt.

Although we have no significant external capital expenditure plans currently, we expect to continue to carefully make and manage capital expenditures to support our the business. We plan to increase our internally developed rental, security provisioning, Engineering and production tooling, test equipment and sales demonstration and test equipment products will continue to be purchased as we develop and release new products. Capital expenditures are currently expected to be funded by existing and internally generated funds.

As a result of our cyclical and seasonal industry, significant product development, customer support and selling and marketing efforts, we have required substantial working capital to fund our operations. We have tried to balance our level of development spending with our anticipated revenue levels and the goal of profitable operations or managing lower business levels related to COVID-19. operations. We have implemented or have initiatives to implement geographic shifts in our operations, reduce exposure to the impact of currency volatility, tariffs and tariffs, taxes, increase product development differentiation, efficiency, and control costs.

We believe that we have sufficient cash or working capital available under our operating plan to fund our operations and capital requirements through the next one-year period, and beyond. If this belief is incorrect, we may require additional cash at the U.S. headquarters, which could cause potential repatriation of cash that is held in our foreign subsidiaries. We currently do not have plans and/or intentions to make further repatriations. For any repatriation, there may be tax and other impediments to any repatriation actions. As many repatriations typically have associated withholding taxes, those amounts withheld will be a current tax without generating a current or deferred tax benefit recognition. Our working capital may be used to fund possible losses, business growth, project initiatives, share repurchases and business development initiatives, including acquisitions, which could reduce our liquidity and result in a requirement for additional cash before that time. Any substantial inability to achieve our current business plan could have a material adverse impact on our financial position, liquidity, or results of operations and may require us to reduce expenditures and/or seek possible additional financing.

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OFF-BALANCE SHEET ARRANGEMENTS

Except as noted in the accompanying consolidated financial statements in Note 5, “Leases” and Note 6, “Other Commitments”, we have no off-balance sheet arrangements.

NON-GENERALLY ACCEPTED ACCOUNTING PRINCIPLES (GAAP) FINANCIAL MEASURES

Earnings Before Interest, Taxes, Depreciation and Amortization (“EBITDA”) was approximately $0.1 million ($645,000) in the third first quarter of 2023 2024 compared to $1.2 million $253,000 in the third first quarter of 2022. 2023. Adjusted EBITDA, excluding equity compensation (a non-cash item), was approximately $0.4 million ($364,000) in the third first quarter of 2023, 2024, compared to $1.4 million $502,000 in the third first quarter of 2022. 2023.

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Non-GAAP financial measures, such as EBITDA and adjusted EBITDA, should not be considered a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP. We believe that these non-GAAP financial measures provide meaningful supplemental information regarding the Company’s results and facilitate the comparison of results. A reconciliation of net income to EBITDA and adjusted EBITDA follows:

NON-GENERALLY ACCEPTED ACCOUNTING PRINCIPLES (GAAP) FINANCIAL MEASURE RECONCILIATION

	Three Months Ended September 30,		Nine Months Ended September 30,		Three Months Ended March 31,	
	2023	2022	2023	2022	2024	2023
(in thousands)						
Net Income (loss)	$ (53)	$ 847	$ 342	$ (1,630)	$ (807)	$ 95
Interest (income)	(41)	(9)	(125)	(11)	(80)	(35)
Taxes	16	181	160	700	41	35
Depreciation & amortization	180	148	468	441	201	158
EBITDA earnings (loss)	$ 102	$ 1,167	$ 845	$ (500)	$ (645)	$ 253
Equity compensation	300	264	929	935	281	249

Adjusted EBITDA, excluding equity compensation	$ 402	$ 1,431	$ 1,774	$ 435	$ (364)	$ 502

Recently Adopted Accounting Pronouncements

See Note 1 of Notes to Condensed Consolidated Financial Statements included in Part 1, Item 1 for a discussion of recently adopted accounting pronouncements.

Item 3.Quantitative and Qualitative Disclosures About Market Risk

Not applicable.

Item 4.Controls and Procedures

EVALUATION OF DISCLOSURE CONTROLS AND PROCEDURES

Under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer, we evaluated the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rule 13a-15(e) and Rule 15d-15(e) under the Exchange Act) as of the end of the period covered by this report (the “Evaluation Date”). Based upon that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that, as of the Evaluation Date, our disclosure controls and procedures were effective at the reasonable level of assurance. Disclosure Controls are controls and procedures designed to reasonably assure that information required to be disclosed in our reports filed under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the SEC’s rules and forms. Disclosure Controls are also designed to reasonably assure that such information is accumulated and communicated to our management, including the CEO and CFO, as appropriate to allow timely decisions regarding required disclosure.

CHANGES IN INTERNAL CONTROLS

There were no changes made in our internal controls during the period covered by this report that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting which is still under the Committee of Sponsoring Organizations of the Treadway Commission (“COSO”) in Internal Control – Integrated Framework (2013).

PART II - OTHER INFORMATION

Item 1. Legal Proceedings

From time to time, we may be involved in litigation relating to claims arising out of our operations in the normal course of business. As of September 30, 2023 March 31, 2024, we were not a party to any material pending legal proceedings.

Item 1A. Risk Factors

In addition to the other information set forth in this report, you should carefully consider the factors discussed in Part I, “Item 1A. Risk Factors” in our Annual Report on Form 10-K for the year ended December 31, 2022 December 31, 2023, which could materially affect our business, financial condition or future results. The risks described in our Annual Report on Form 10-K are not the only risks facing our Company. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial also may materially adversely affect our business, financial condition and/or operating results. There are no material changes to the Risk Factors described in our Annual Report.

Item 2. Unregistered Sales of Equity Securities, Use of Proceeds, and Issuer Purchases of Equity Securities

None

Item 3. Defaults Upon Senior Securities

None

Item 4. **Mine Safety Disclosures**

Not Applicable

Item 5. **Other Information**

No officers or directors, as defined in Rule 16a-1(f), adopted, modified, or terminated a “Rule 10b5-1 trading arrangement” or a “non-Rule 10b5-1 trading arrangement,” as defined in Item 408 of Regulation S-K, during the three months ended September 30, 2023. None

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Item 6. **Exhibits**

(a) Exhibits

10 Material Contracts:

None

10	**Material Contracts:**	
	None	
31	**Certification pursuant to Section 302 of the Sarbanes Oxley Act of 2002:**	
	31.1	Chief Executive Officer Certification
31.2	Chief Financial Officer Certification	
32	**Certification pursuant to Section 906 of the Sarbanes Oxley Act of 2002:**	
	32.1	Chief Executive Officer Certification
32.2	Chief Financial Officer Certification	
101	**Interactive Data Files Pursuant to Rule 405 of Regulation S-T**	

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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.

DATED: November 13, 2023 May 13, 2024

DATA I/O CORPORATION

(REGISTRANT)

DATA I/O
CORPORATIONBy:
(REGISTRANT)

By: /s/Anthony Ambrose

Anthony Ambrose

President and Chief Executive Officer

(Principal Executive Officer and Duly Authorized Officer)

By: By:

/s/Gerald Y. Ng

Gerald Y. Ng
Vice President and Chief Financial Officer
Secretary and Treasurer
(Principal Financial Officer and Duly Authorized Officer)

EXHIBIT 31.1

CERTIFICATION

I, Anthony Ambrose, certify that:

1) I have reviewed this quarterly report on Form 10-Q of Data I/O Corporation;

2) Based on my knowledge, this report does not contain any untrue statement of material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3) Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4) The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)), for the registrant and have:

a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this quarterly report based on such evaluation; and

d) Disclosed in this quarterly report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5) The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

DATED: November 13, 2023 May 13, 2024

/s/ Anthony Ambrose

Anthony Ambrose
Chief Executive Officer

(Principal Executive Officer)

/s/ Anthony Ambrose

Anthony Ambrose

Chief Executive Officer

(Principal Executive Officer)

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EXHIBIT 31.2

CERTIFICATION

I, Gerald Y. Ng, certify that:

1) I have reviewed this quarterly report on Form 10-Q of Data I/O Corporation;

2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3) Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4) The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)), for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this quarterly report based on such evaluation; and

   d) Disclosed in this quarterly report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5) The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

DATED: November 13, 2023 May 13, 2024

/s/ Gerald Y. Ng

Gerald Y. Ng

Chief Financial Officer

(Principal Financial Officer)

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EXHIBIT 32.1

Certification by Chief Executive Officer
Pursuant to 18 U.S.C. Section 1350
As Adopted Pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the quarterly report of Data I/O Corporation (the "Company") on Form 10-Q for the period ended September 30, 2023 March 31, 2024 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Anthony Ambrose, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 as amended; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Anthony Ambrose
Anthony Ambrose
Chief Executive Officer
(Principal Executive Officer)
May 13, 2024

/s/ Anthony Ambrose
Anthony Ambrose
Chief Executive Officer
(Principal Executive Officer)
November 13, 2023
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EXHIBIT 32.2

Certification by Chief Financial Officer
Pursuant to 18 U.S.C. Section 1350
As Adopted Pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the quarterly report of Data I/O Corporation (the "Company") on Form 10-Q for the period ended September 30, 2023 March 31, 2024 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Gerald Y. Ng, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 as amended; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Gerald Y. Ng
Gerald Y. Ng
Chief Financial Officer
(Principal Financial Officer)
May 13, 2024

/s/ Gerald Y. Ng
Gerald Y. Ng
Chief Financial Officer
(Principal Financial Officer)
November 13, 2023
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