## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549
FORM 10-K

Annual Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

| For the Fiscal Year Ended | Commission File Number |
| :---: | :---: |
| November 30, 1995 | $2-85538-B$ |

CCA INDUSTRIES, INC.
(Exact Name of Registrant as specified in Charter)

| DELAWARE | $04-2795439$ |
| :--- | :---: |
| (State or other jurisdiction of | (I.R.S. Employer |
| incorporation or organization) | Identification No.) |

200 Murray Hill Parkway, East Rutherford, New Jersey 07073
(Address of principal executive offices, including zip code)
(201) 3301400
(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act: NONE
Securities registered pursuant to Section $12(\mathrm{~g})$ of the Act:

Common Stock par value $\$ .01$ per share
(Title of Class)

Class A Common Stock par value $\$ .01$ per share (Title of Class)

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 requirement for the past 90 days. Yes X . No .

State the aggregate market value of the voting stock held by non-affiliates of the Registrant, i.e., by persons other than officers and directors of the Registrant at the average bid and ask prices at November 30, 1995.

| Class of Voting Stock | Market Value at close <br> of Business |  |
| :---: | :---: | :---: |
|  | High | Low |

5,603,871 shares Common
Stock, $\$ .01$ par value $\$ 8,405,807 \quad \$ 8,055,565$

Indicate by check mark whether the Registrant has filed all documents and reports required to be filed by Section 12, 13, or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a Court.

## APPLICABLE ONLY TO CORPORATE REGISTRANTS

At November 30, 1995 there were an aggregate of $6,795,101$ shares of Common Stock and Class A Common Stock of the Registrant outstanding.

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Item 1. Description of Business
(a) General Development of Business

CCA INDUSTRIES, INC. (the "Company") was incorporated in Delaware on March 25, 1983 under the name CATHETER CORPORATION OF AMERICA. The Company discontinued the manufacture of thermal dilution catheters in June 1984 and under new management re-directed the Company's activities into the health and beauty aids industry.
(b) The Registrant operates in one industry segment.
(c) Narrative Description of Business.

The Company is currently engaged in the health and beauty aids business with a line of Health and Beauty Aids products which it has manufactured on its behalf under its formulations. The Company has registered trademarks on all of its brand name products. The Company's products are sold under each product's individual brand name. The nail treatment products are sold under the name "Nutra Nail," the hair treatment products are sold under the name "Pro Perm" and "Wash 'n Curl," "Wash n Tint" and "Wash 'n Straight," and the depilatory products are sold under the "Hair Off" label. Skin care products are sold under the "Sudden Change" name and oral hygiene products are sold under the "Plus+White" mark. The meal replacement products are sold under the trademarks "EAT ' n LOSE," diet products under the marks "Hungrex" and "Permathene". Some of the Company's products are sold under exclusive license agreements.

All of the licensed products together with the Company's non-licensed products are currently being sold to the major drug and food chains, mass merchandisers and wholesale beauty aid distributors throughout the country and Canada. Foreign sales accounted for approximately $4.7 \%$ of sales.

## Manufacturing and Shipping

The Company does not manufacture any of its own products, other than its hot wax depilatory. In most cases, it creates its own formulations, chooses colors and mixtures and arranges with independent sub-contractors to manufacture its products to its specifications. The Company has arrangements with various suppliers for each of its products. The Company ships substantially all of its products from its own warehouse facilities instead of utilizing independent warehouses for storage and shipping. The Company believes that it has greater control of its inventory and more efficient shipping procedures from its own facilities.

## Marketing

The Company markets its products through its own sales force and independent sales representatives throughout the United States. The primary focus of its sales efforts are to the major retail drug, food and mass merchandise chains plus leading wholesalers.

The Company sells its products to approximately 600 accounts most of whom have numerous outlets. The Company estimates that at least one of its brands are sold in approximately 40,000 outlets. Most of the aforementioned accounts have numerous retail outlets or service numerous retail outlets. Approximately $90 \%$ of its sales during fiscal 1993 were to major retail drug and food chains and mass merchandisers. During the fiscal year ended November 30, 1995 no single customer accounted for more than $5 \%$ of the Company's total sales other than the four largest accounts, each of whom accounted for approximately $22.1 \%$, $7.1 \%$ and $6.7 \%$ and $5.4 \%$ respectively of the Company's sales. These
four accounts combined, accounted for over $41 \%$ of the Company's sales. If one of these customers was lost, the impact could materially effect the Company's earnings.

The Company does not consider its products to be dependent upon any one season, nevertheless certain products are sensitive to seasonal trends. Depilatories and diet aids customarily sell considerably stronger in the spring and summer.

The Company has its own in-house advertising agency that places its own media, via media service companies and includes an in-house art department that creates point-of-purchase displays, sales brochures and packaging layouts. The actual manufacture of point-of-purchase displays and blister cards is done by contract suppliers.

## License Agreements

On March 3, 1986, the Company entered into a License Agreement with Alleghany Pharmacal Corporation under the terms of which the Company was granted the exclusive right to use the license products and trademarks for the manufacture and distribution of the products subject to the license.

The Company is required to pay a $6 \%$ royalty on net sales but no less than $\$ 360,000$ per annum in order to maintain its license. After the sum of $\$ 9,000,000$ in royalties has been paid to Alleghany, the royalty is reduced to $1 \%$ of net sales per annum. As at November 30, 1995, the Company had paid or accrued $\$ 4,434,510$ in royalty payments under the License Agreement. The Company is not required to pay the license fee unless it wishes to maintain its license. Brand names under this license includes "Nutra Nail," "Pro Perm," "Hair Off," "Permathene", "Hungrex Plus" and "IPR 3." The Company also pays $1 \%$ royalty on sales of "Nutra 60" Nail Enamel" and the "Hair-Off Mitten". The Licensee products accounted for approximately $34 \%$ of sales in fiscal 1995.

The Company has entered into various other License
Agreements, none of which materially affect the Company's sales or financial results.

Advertising
The Company primarily utilizes television (national network and local spots) to advertise its leading brands. On certain occasions it will also utilize print and radio when it deems such use expedient. In addition, cooperative and promotional advertising with its customers are continuously used to supplement its overall advertising campaigns.

Each of its brand products is targeted to a particular demographic segment of the consumer market, and the Company's advertising campaign is directed to that market.

The Company has its own in-house advertising staff that is responsible for the placement of its advertising either directly or through media service companies as well as the creation and design of all products packaging and displays.

Trademarks and Patents
The Company has numerous trademarks in the health and beauty aids field. The Company has sought to protect its proprietary interest in its products by applying and obtaining trademarks and tradenames on the products that it sells both domestically and internationally.

The Company uses the trademarks and tradenames to protect their products' individual identification and considers these marks as valuable assets.

There is no assurance that because a trademark or patent has been issued it is necessarily enforceable. Nor can there be
any assurance that the Company will derive substantial competitive advantages therefrom. Further, there can be no assurance that competitors will not develop similar products outside the trademark protection of any trademark the Company has or may obtain.

## Competition

The cosmetic, health and beauty aids, fragrances and patent medicines industries are characterized by vigorous competition between companies having substantially greater financial, technological and marketing resources than the Company. Most of these concerns have a long history and greater public recognition of their products. Competitors include major companies such as REVLON, L'OREAL, COLGATE, DEL LABORATORIES, INC., UNILEVER CORP., and PROCTER \& GAMBLE. In addition, the Company's products compete with a large number of smaller manufacturers and distributors of similar products which may also have greater resources than the Company.

New Products
The Company intends to add new products throughout the year by extending its various product lines to increase the number of SKUs available for distribution.

## Government Regulation

On September 9, 1991 the Food \& Drug Administration ("FDA") issued a "Warning Letter" to competitors marketing products similar to "Plus+White," the Company's teeth whitener product, stating that it is the FDA's opinion that utilization of Hydrogen Peroxide as an ingredient for the whitening of teeth are drugs and require a new drug application before they may be marketed as over-the-counter drugs. Plus+White utilizes Hydrogen Peroxide in its formulation. The Company disagreed with the aforesaid classification by the FDA and met with the FDA on this matter, although it was not served. It is the Company's contention that Plus+White is a cosmetic, and as a cosmetic, does not need FDA approval prior to marketing.

The Company retained three leading University Oral Health Research Institutes to pass upon the safety of its product, all of whom have reported their results to the effect that the utilization of Hydrogen Peroxide as an ingredient to make teeth whiter does not cause any safety problems when used as directed. These reports were presented to the FDA.

The Company has alternatively made an application that its product be included in a new oral health care monograph, to be convened by the FDA shortly, to discuss the safety and efficacy of over the counter drugs for oral health care. To date, the FDA has not commented on its application.

In July 1992 the FDA withdrew its Warning Letters to the Industry and advised retailers that they may continue to sell the hydrogen peroxide tooth whiteners. They reserved the right to reconsider their position.

The Company has no indication of what affect the FDA's original position and the publicity that resulted from their initial determination may have on the future sale of Plus + White hydrogen peroxide gel.

Some of the products which the Company may develop in the future may be subject to regulation by the Food and Drug Administration, the Federal Trade Commission, and the Alcohol, Firearms and Tobacco Tax Unit of the United States Treasury Department and/or various state and local regulatory and administrative agencies. The Company will attempt to obtain all
approvals or licenses as may be necessary, but there can be no assurance that such approvals, as may be necessary, will be obtained. Delays caused by the need for such license or approval
since some of the products which the Company expects to develop may have certain dates assigned to them prescribing the date by which they must be consumed or the failure to obtain them could have a material adverse effect on the Company's planned operations.

## Item 2. Property

The principle executive offices of the Company are located at 200 Murray Hill Parkway, East Rutherford, New Jersey, where the Company leases approximately 55,000 square feet of space consisting of 15,000 feet of office space and approximately 40,000 feet of warehouse space under a net lease at an annual rate of $\$ 259,284$. The lease expires on March 31, 2001. On September 22, 1995 the Company leased an additional 30,000 square feet of warehouse space in Paterson, New Jersey on a net lease basis at a rental of $\$ 6,875.00$ per month. The lease expires on September 30, 1997.

Employees
As at November 30, 1995, the Company had 124 employees consisting of DAVID EDELL, President and Chief Executive Officer; IRA W. BERMAN, Chairman, Executive Vice President - Secretary; STEVEN MANENTI, Vice-President Sales; JOHN BINGMAN, Financial Vice-President; DUNNAN EDELL, Vice-President Marketing; DREW EDELL, Vice-President Manufacturing; DAVID POST, Shipping; and 117 other sales, administrative, creative, accounting, receiving and warehouse personnel.

Item 3. Legal Proceedings
The Registrant is not engaged in any material litigation but is involved in various legal proceedings in the ordinary course of its business activities.

## Item 4. Submission of Matters to a Vote of Security Holders

On June 10, 1995, the Company held its annual meeting of shareholders. At the meeting David Edell, Ira W. Berman and Jack Polak were elected as directors by the holders of Class A Common Stock and, as proposed by the Board, Sidney Dworkin, Irwin Gedinsky and Dunnan Edell (4,935,912 'for,' 59,700 'against') were elected by the holders of Common Stock. Also, the Board's appointment of Sheft Kahn \& Company LLP as the Company's independent certified public accountants for the fiscal year ended November 30, 1995 was approved (4,915,066 'for,' 43,605 'against').

The annual meeting for the fiscal year ended November 30, 1995 will be held in June 1996.

## PART II

Item 5. Market for the Registrant's Common Stock and Related Shareholder Matters
(a) Principal Market and Sales Prices of Common Stock.

The Registrant's Common Stock is traded on NASDAQ. The published market value of the Common Stock of the Registrant as
reported by the National Quotation Bureau was $\$ 1.50$ high bid and \$1-7/16 low as at November 30, 1995.
(b) Approximate Number of Common Stock security
holders.

## TITLE OF CLASS

## NUMBER OF RECORD HOLDERS AS OF November 30, 1995

Common Stock, par value $\$ .01$ per share

Class A Common Stock
Approximately 350 (i)
par value $\$ .01$ per share
(i) There are a substantial number of shares held of record in various street and depository trust accounts which represent a number of additional shareholders (approximately 1000).
(c) Frequency and amount of dividends.

No dividends have been paid on the Common Stock since the inception of the Company.

<TABLE>
Item 6. SELECTED FINANCIAL DATA
<CAPTION \(>\)

\begin{tabular}{llllll} 
Net Income (Loss) \(\quad(1,566,568)\) & \(2,815,926\) & \(2,605,818\) & \(1,210,490\) & 884,263
\end{tabular}

Earnings Per Share:
Net Income (Loss) (\$ .23) \$ \(.35 \quad \$ \quad .32\) \$ .15
Weighted Average Number of Shares
\begin{tabular}{llllll} 
Outstanding & \(6,794,368\) & \(8,116,489\) & \(8,033,460\) & \(8,022,553\) & \(7,473,072\)
\end{tabular}
</TABLE>
<TABLE>
Balance Sheet Data:
<CAPTION \(>\)
\(<\) S \(>\)
As At November 30,
\begin{tabular}{ccccc}
1995 & 1994 & 1993 & 1992 & 1991 \\
\(<\mathrm{C}>\) & \(<\mathrm{C}>\) & \(<\mathrm{C}>\) & \(<\mathrm{C}>\) & \(<\mathrm{C}>\)
\end{tabular}

Working Capital
\begin{tabular}{cccccc}
\(\$ 7,815,761\) & \(\$ 7,600,824\) & \(\$ 5,424,524\) & \(\$ 5,938,322\) & \(\$ 5,796,225\) \\
\(17,744,086\) & \(20,053,893\) & \(18,218,629\) & \(12,597,015\) & \(10,541,521\) \\
\(7,176,503\) & \(8,293,534\) & \(9,127,235\) & \(5,850,567\) & \(5,010,563\) \\
\(10,456,516\) & \multicolumn{5}{c}{\(11,760,359\)}
\end{tabular} 9,091,\(\left.394 \quad 6,746,448\right)\)

Total Liabilities \(17,744,086 \quad 20,053,893 \quad 18,218,629 \quad 12,597,015 \quad 10,541,521\) \(10,456,516 \quad 11,760,359 \quad 9,091,394 \quad 6,746,448 \quad 5,530,958\)

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

General
On March 3, 1986, the Company entered into a License Agreement with Alleghany Pharmacal Corporation under the terms of which the Company was granted the exclusive right to use the licensed products and trademarks for the manufacture and distribution of the products subject to the License Agreement. Under the terms of the Agreement, when \(\$ 9\) Million in royalties has been paid to the Licensor, the royalty is reduced to \(1 \%\) of net sales. As at November 30, 1995, the Company had paid and/or accrued \(\$ 4,434,510\) in royalties against the \(\$ 9\) Million. As at November 30, 1995 there was \(\$ 4,565,490\) remaining to be applied against the \(\$ 9\) million. (See "Business of the Company-License Agreements").

Comparison of Results for Fiscal Year 1995 as Compared to Fiscal Year 1994

The Company's sales for fiscal 1995 decreased from \(\$ 47,311,591\) to \(\$ 37,166,730\). The decrease was due primarily to a fall off of some of the Company's shampoo line.

Gross margins for the year were \(62 \%\) compared to \(64 \%\) for the prior year. Advertising, cooperative and promotional expenses were \(\$ 13,332,216,36 \%\) of sales, as compared to \(\$ 13,428,116,28 \%\) of sales for the prior year.

Selling, General and Administrative Expenses were \(\$ 11,253,543,31 \%\) of sales, as compared to \(\$ 11,817,462,25 \%\) of sales for the prior year.

Comparison of Results for Fiscal Year 1994 as compared to Fiscal Year 93

The Company's sales for fiscal 1994 increased from \(\$ 43,973,633\) to \(\$ 47,311,591\). The increase was due principally from the increase in sales of the Company's overall product lines.

Gross margins for the year were \(64 \%\) compared to \(62 \%\) from the prior year. Advertising, cooperative and promotional expenses were \(\$ 13,428,116,28 \%\) of sales, as compared to \(\$ 11,638,793,26 \%\) of sales for the prior year.

Selling, General and Administrative Expenses were \(\$ 11,817,462,25 \%\) of sales, as compared to \(\$ 10,885,266,25 \%\) for the prior year.

Liquidity and Capital Resources
As at November 30, 1995, the Company had working capital
of \(\$ 7,815,761\) as compared to \(\$ 7,600,824\) for the prior year. Its total current assets to current liability ratio is 2.09 to 1 , as compared to a ratio of 1.96 to 1 for the prior year.
Stockholders' equity decreased to \(\$ 10,456,516\) from \(\$ 11,760,359\) as a result of a loss from operations. The loss from operations also caused a decrease in the Company's cash position \((\$ 362,638)\) as did the purchase of various assets and securities \((\$ 528,150)\) and the net paydown of debt \((\$ 258,191)\). The Company, however, was able to easily cover these cash drains by liquidating some of their "Available for Sale" securities \((\$ 1,353,894)\) and issuing some new stock \((\$ 6,530)\).

The management believes that the Company's loss from operations should be temporary. The Company's biggest cash drain was its advertising budget which was committed at the beginning of the
year predicated on sales of 45-50 million. Since the Company was unable to achieve the expected sales, a loss from operations resulted. As part of the registrant's business it is necessary to enter into co-operative advertising agreements and other promotional activities with its accounts, especially upon the introduction of a new product. Both co-op advertising and promotions have a material effect on the Company's operations. If the advertising and promotions are successful, revenues will be increased accordingly. Should the co-op and promotions not be successful, it will have a negative impact on the Company's promotional cost per sale, and have a negative effect on income. The Company intends to anticipate its advertising and promotional commitments as a percent of gross sales and keep its commitments for advertising more flexible in 1996 and more in proportion to the realized sales. The Company's accounts receivable turnover and its reinvestment into new equipment should stay at about the same level; so the Company believes that its current financial condition will support its short-term and long-term needs for capital.

The Company has a Term Note from a banking institution in the amount of \(\$ 399,067\), at November 30, 1995 which will liquidate, payable in March 1996 and a line of credit at prime (minus one) of \(\$ 3\) million. As at year end, the Company was not utilizing any of its available line of credit. The Company has issued a Security Agreement in connection with the bank financing.

\section*{Backlog, Impact of Inflation, Seasonality}

The Company attempts to keep its inventory at a level where it is able to ship against all orders on each individual product within a three week period. To some extent, however, certain components must be inventoried well in advance of actual orders because of the time necessary to obtain the component. For the most part, purchases are based upon projected quarterly requirements after calculating the anticipated sales indications from the sales and marketing departments. All of the Company's products and components are purchased from outside non affiliated entities. Shipping and warehousing is provided at the Company's warehouse for all beauty aid products.

The Company does not believe that any of its products are seasonal in nature other than its depilatory and diet brands which are more active during the Spring and Summer seasons. The Company does not have a product which can be identified as a "Christmas" item.

Because its products are sold to retail stores throughout the United States and, to a lesser extent, abroad, the Company is affected by general economic conditions. Accordingly, any adverse change in the economic climate may have an adverse impact on the Company's sales and financial condition. The Company does not believe that inflation and changing prices will have a material impact on its net sales and revenues if it is able to pass along to its customers any increases in costs resulting from inflation. In the event the Company cannot pass along increased costs to its customers, inflation could have an adverse effect upon sales and revenues.

Item 8. Financial Statements and Supplementary Data

The Financial Statements are listed under Item 14 in this Form \(10-\mathrm{K}\). Selected quarterly financial data is set forth below.

The following is a summary of the quarterly results (unaudited) of operations for the years ended November 30, 1995 and 1994:
\(<\) TABLE \(>\)
<CAPTION \(>\)
Feb. 28 May 31 Aug. 31 Nov. 30
Fiscal 1995
\begin{tabular}{|c|c|c|c|c|}
\hline \multirow[t]{2}{*}{\begin{tabular}{lr}
\(<\) S \(>\) & \(<\mathrm{C}>\) \\
Net Sales & \(\$ 9\)
\end{tabular}} & \(>\quad<\mathrm{C}>\) & < \(<>\) & < \({ }>\) & \\
\hline & 9,442,194 \$ & \$10,936,213 & \$ 9,023,458 & 8 \$ 7,447,938 \\
\hline Total revenue & e 9,534,235 & 11,005,479 & 9,126,706 & 6 7,500,311 \\
\hline Costs of products sold & d 3,713,318 & 3,962,589 & 3,993,808 & 2,501,315 \\
\hline Net income (loss) & (loss) \((182,582)\) & ) 260,579 & \((489,395)\) & ) \((1,155,170)\) \\
\hline Net income (loss) per common share & \[
\begin{aligned}
& \text { (loss) } \\
& \text { ishare }
\end{aligned}
\] & . 03 & (.07) & (.17) \\
\hline \multicolumn{5}{|l|}{</TABLE>} \\
\hline \[
\begin{aligned}
& \text { <TABLE> } \\
& \text { <CAPTION> }
\end{aligned}
\] & & & & \\
\hline
\end{tabular}

Three Months Ended

Feb. 28 May 31 Aug. 31 Nov. 30
Fiscal 1994
\(<\) S \(>\quad<\mathrm{C}>\quad<\mathrm{C}>\quad<\mathrm{C}>\quad<\mathrm{C}>\)
Net Sales \(\quad \$ 12,034,803\) \$13,170,634 \$11,146,324 \$10,959,830

Total revenue \(12,110,599 \quad 13,252,334 \quad 11,239,563 \quad 11,066,175\)
Costs of
products sold \(4,357,051 \quad 4,615,274 \quad 4,239,718 \quad 3,672,499\)
Net income \(\quad 774,160 \quad 893,678 \quad 502,874 \quad 645,214\)
Net income per
common share . 10 . 11 . 06 . 08
</TABLE>
Item 9. Disagreements on Accounting and Financial Disclosure

The Registrant has not changed its accountants within the twenty-four months prior to the date of the most recent financial statements. There was no reported disagreement on any matter of accounting principles or practices followed by the Registrant.

## PART III

Item 10. Directors and Executive
Officers Of The Registrant

The Executive Officers and Directors of the Company are as follows:

## DATE OF FIRST

| NAME | POSITION | COMPANY SERVICE |
| :--- | :--- | :--- |
| David Edell | President and Chief <br> Executive Officer, | 1983 |
|  | Director |  |

# of Directors, Secretary, 

Executive Vice-President


DAVID EDELL, age 63, graduated from Syracuse University in 1954 with a degree in Liberal Arts, (prior to joining the Company) was an independent Marketing and Financial Consultant specializing in the health and beauty aids industry. MR. EDELL has had extensive experience in the health and beauty aids field, having been the executive director and officer of HAZEL BISHOP, INC., LANOLIN PLUS and other privately owned consumer product companies.

IRA W. BERMAN, ESQ., AGE 64, has been engaged in the practice of law since 1955 and was the senior partner of the New York City law firm, BERMAN \& MURRAY until December, 1995. Mr. BERMAN received his Bachelor of Arts Degree (1953) and Bachelor of Laws Degree (1955) from CORNELL UNIVERSITY. He is a member of the AMERICAN BAR ASSOCIATION. Since June, 1995 MR. BERMAN devotes all of his time on behalf of the Company.

STEVEN MANENTI, age 62, graduated with an MBA from Bernard Baruch College in 1956. Mr. Manenti was the President of Faberge, Ltd. from 1984-1987, and Eclipe Laboratories, Inc. from 1987-1989. From 1990-1992 he was the Executive Vice President of Pavion, Ltd. and from 1992 until he joined CCA in December, 1995 he was Executive Vice President and General Manager of Mana Products, Inc.

JACK POLAK, age 83, was an investment counselor and Vice-President of EQUITY INTEREST, INC., a registered investment advisor in New York, from 1955 to 1982. From 1982 until September 1, 1988 MR. POLAK was an investment consultant and consultant to EQUITY INTEREST, INC. Since April 1983 MR. POLAK has served as a director of NEW YORK OFFICES, INC., CHICAGO OFFICES, INC., and ATLANTA OFFICES, INC., private companies engaged in subleasing offices and providing office services. MR. POLAK was been a director of PETROMINERALS CORPORATION, an oil producing and oil service company of Tustin, California, from 1980 to 1995. In 1983 MR. POLAK became a director of CONVERGANT SOLUTIONS, INC., a company engaged in the sale and distribution of computer software programs. MR. POLAK holds a tax consultants certification from the Netherlands.

SIDNEY DWORKIN, AGE 75, Chairman of the Board of Directors of General Computer Corp., became a director of the Registrant in December 1985. He was one of the founders, and since 1966 had been the President and Chairman of the Board of REVCO D.S.,INC., one of the largest drug chains in the United States. Mr. Dworkin terminated his association with Revco in September 1987. MR. DWORKIN is a certified public accountant and
a graduate of WAYNE STATE UNIVERSITY. He is also a Director of CLEVELAND PLAYHOUSE ADVISORY BOARD, NORTHERN TECHNOLOGIES, INC., GENERAL COMPUTER CORP. and Chairman of the Board of Directors of COMTREX SYSTEMS, INC. He was former Chairman of the NATIONAL ASSOCIATION OF CHAIN DRUG STORES.

IRWIN M. GEDINSKY, age 60, joined Richard A. Eisner \& Company, a public accounting firm in New York City in July 1993. Prior thereto, he was a partner of J.H. Cohn, a public accounting firm in Roseland, New Jersey, having joined that firm in October 1989. From 1956 to October 1989 he was a partner in the public accounting firm of Granet \& Granet. Mr. Gedinsky is a certified public accountant, a member of numerous accounting societies, a lecturer on taxation and a member of the Board of Directors of Ronson Corp.

DUNNAN EDELL, age 40, is the son of DAVID EDELL, President of the Company. DUNNAN EDELL is a graduate of GEORGE WASHINGTON UNIVERSITY He joined the Company in 1984 as a Vice-President in Charge of Sales. In March 1986 he was appointed a Divisional Vice-President. Prior to joining the Company he was employed in a selling capacity with ALLEGHANY PHARMACAL CORP., from 1982 to 1984, and in a sales capacity with HAZEL BISHOP from 1977 to 1981.

DREW EDELL, age 38, Vice President, is the son of DAVID EDELL, President of the Company. DREW EDELL is a graduate of PRATT INSTITUTE where he received his Degree in Industrial Design. He has been associated with the Company since 1983 in Product Development and Production. In March 1985 he was appointed a Divisional Vice-President.

JOHN BINGMAN, age 44, received his Bachelor of Science degree from Farleigh Dickenson University in 1973. He is a Certified Public Accountant in New Jersey, having worked for Zarrow, Zarrow \& Klein, CPA's for 10 years prior to joining the Company in 1986.

Information relating to directors of the Registrant and compliance with Section 16(a) of the Exchange Act will be contained in a definitive Proxy Statement involving the election of directors which the Registrant will file with the Securities and Exchange Commission pursuant to Regulation 14A under the Securities Exchange Act of 1934 not later than 120 days after November 30, 1995, and such information is incorporated herein by reference.

Item 11. Management Remuneration
The aggregate annual remuneration of all officers and directors of the Company ( 9 persons) for the fiscal year ended November 30, 1995 was $\$ 1,297,714$. DAVID EDELL, President and IRA W. BERMAN, Executive Vice President - Secretary, received \$452,228 and $\$ 452,228$, respectively, pursuant to contracts which on October 29, 1992, were extended to 1999 and amended in November 1993. Mr. Berman's remuneration includes legal fees paid to his law firm, Berman \& Murray.

The Company has a Group Medical Insurance Plan for all of its employees.

The Company purchased $\$ 1$ Million life insurance policies on Messrs. Edell and Berman, the Company being the beneficiary to the extent of $\$ 500,000$ and the other $\$ 500,000$ at the discretion of the insured.

The information required for this Item 11 is incorporated by reference to the Company's definitive proxy statement to be filed with the Commission pursuant to regulation 14 A within 120 days from the date of this report on Form 10-K.

The following table sets forth, as of March 1, 1996, the ownership of the Company's Common Shares and Class A Common Stock combined by each person who owned beneficially more than $5 \%$ of its outstanding shares. It also sets forth the present holdings of such shares by all Officers and Directors of the Company and all Officers and Directors as a group.

$$
\text { Ownership of Common } \% \text { of Stock }
$$

Amount of Beneficial
Name and Address Stock/Class A Common Stock Outstanding

DAVID EDELL $\quad 657,915(1)(2)(3)(4)(5)(7) \quad 9.68$
200 Murray Hill
Parkway
East Rutherford, NJ
IRA W. BERMAN $\quad 642,915(1)(2)(3)(4)(5)(6) \quad 9.46$
62 The Intervale
Roslyn Estates, NY
Norman H. Pessin $382,500 \quad 5.63$
c/o Neuberger \& Berman
605 Third Avenue
New York, New York

> Amount of Beneficial
> Ownership of Common $\quad \%$ of Stock

Name and Address Stock/Class A Common Stock Outstanding
Officers and
Directors as a $\quad 1,539,830 \quad 22.66$
Group (9)
(1) The directors and officers of the Company ( 9 persons) own $22.66 \%$ of the outstanding capital stock of the Company. Messrs. Edell, Berman and Polak converted all of their shares into Class A Common Stock in December 1988.
(2) On January 10, 1985 David Edell and Ira W. Berman were granted incentive stock options to purchase 200,000 shares of the Company's common stock at $\$ .44$ per share.

On February 12, 1986 David Edell and Ira W. Berman were granted Incentive Stock Options to purchase 98,765 shares of the Company's Common Stock at $\$ 1.80$ per share and 101,235 Non-Qualified Stock Options at $\$ 1.38$ per share. These Options were due to expire on February 12, 1991.
(3) On February 27, 1987 Messrs. Edell and Berman were each granted Incentive Stock Options respectively to purchase 200,000 shares of the Company's Common Stock at $\$ 2.50$ per share. These options were due to expire on January 10, 1996.
(4) On May 20, 1987 Messrs. Edell, Berman and Jack Polak, a director, exercised their options and purchased 200,000, 200,000 and 100,000 shares respectively by tendering to the Company $35,200,35,200$ and 16,000 shares respectively of the Company's Common Stock. A permanent legend was placed on the shares received upon the exercise of the options restricting the sale of the shares to the public unless the Company reported a profit for the prior quarter.

On December 10, 1987 the Board of Directors voted to cancel the options issued to Messrs. Edell and Berman on February 12, 1986 and February 27, 1987 and in their place issued to each of them options to purchase 185,000 shares of the Company's Common
(5) On January 21, 1988 the Board of Directors authorized the issuance of 185,000 Employee Stock Options to Messrs. Edell and Berman at $\$ .50$ per share and expire on December 31, 1997 and 30,000 Non-Qualified Stock Options at $\$ .50$ per share. The Options expire on December 9, 1997. In addition, the Board of Directors voted 25,000 options to Messrs. Polak, Erenstein (subsequently cancelled) and Young, and cancelled the Stock Option issued to Sidney Dworkin on December 16, 1985 and issued a new Stock Option for 100,000 shares exercisable at $\$ .50$ per share which options
expire on December 9, 1997.
On December 13, 1988 David Edell, Ira W. Berman and Jack Polak converted their Common Stock into Class A Common Stock pursuant to the Amendment to the Certificate of Incorporation dated November 7, 1988. As a result of their conversion, Messrs. Edell, Berman and Polak are in a position to vote four members to the Board of Directors of the Company, thus giving them effective control of the Company.

On January 10, 1990 the Board of Directors authorized the issuance of 100,000 Stock Options to Messrs. Edell and Berman at $\$ 1.50$ per share. The Options expire on December 31, 1999.

On March 14, 1990, the Board of Directors authorized the issuance of 100,000 Employee Stock Options to Messrs. Edell and Berman at $\$ .75$ per share. These options expire on December 31, 1999.

On March 27, 1992 the exercise price of the options issued on January 10, 1990 and the options issued on March 14, 1990 were reduced to $\$ .625$ per share.
(6) Mr. Berman gifted each of his three grandchildren 5,000 shares of Class A Common Stock in December 1992 and 3,000 shares each in 1993. Mr. Berman disclaims any beneficial interest in the aforesaid shares.
(7) In December 1993 Mr. Edell gifted 1,250 shares of stock to each of his two sons, Dunnan and Drew Edell. Mr. Edell disclaims any beneficial interest in the aforesaid shares.
(8) On January 10, 1996 David Edell and Ira W. Berman exercised their stock options and purchased 100,000 shares of the Company's common stock respectively at $\$ .50$ per share. Messrs. Polak and Dworkin, Directors of the Company each exercised their options and purchased 25,000 and 50,000 shares of common stock respectively at $\$ .50$ per share. Dunnan Edell, Vice President and Director exercised his options and purchased 48,600 shares of common stock at $\$ .40$ per share, and Drew Edell, Vice President exercised his options and purchased 25,000 shares of common stock at $\$ .40$ per share. All of the options, other than Mr. Polak's, were purchased for $50 \%$ cash and the balance with a full recourse Promissory Note payable on November 30, 1996. Other than Mr. Polak's, the Notes are collateralized with the stock certificates. Mr. Polak paid for his shares in full.

Stock Option Plans
On July 10, 1984, the Company's Board of Directors authorized the adoption of the Company's 1984 Stock Option Plan covering $1,500,000$ shares of its Common Stock. The Plan was approved by the shareholders on November 15, 1984.

On February 12, 1986, the Board of Directors authorized

The Option Plan provides for the granting of two (2) types of options: "Incentive Stock Options" and "Non-Qualified Stock Options". The Incentive Stock Options (but not the NonQualified Stock Options) are intended to qualify as "Incentive Stock Options" as defined in Section 422a of the Code. The Plan is not qualified under Section 401(a) of the Code nor is it subject to the provisions of the Employee Retirement Income Security Act of 1974.

Options may be granted under the Option Plan to employees (including officers and directors who are also employees) and consultants of the Company, provided, however, that Incentive Stock Options may not be granted to any non-employee director or consultant.

The Option Plan is administered and interpreted by the Board of Directors. Under the Option Plan the Board has the power, subject to the provisions of the Plan to determine the persons to whom and the dates on which the options will be granted, the number of shares to be subject to each option, the time or times during the term of each and the other terms of the options. The Board has the power to delegate administration of the Plan to a Committee of not less than two (2) Board members, each of whom must be disinterested within the meaning of Rule 16b-3 under the Exchange Act and ineligible to participate in the Plan or in any other stock purchase, option or appreciation right plan of the Company or any of its affiliates. Members of the Board receive no compensation for their services in connection with the administration of the Option Plan.

The maximum term of each option is ten (10) years. No option granted under the Option Plan is transferable by the Optionee other than upon death.

Under the Option Plan an option will terminate three (3) months after the optionee ceases to be employed by the Company or a parent or subsidiary of the Company unless (i) the termination of employment is due to such person's permanent and total disability, in which case the option may, but need not, provide that it may be exercised at any time within one (1) year of such termination (to the extent the option was vested at the time of such termination); or (ii) the optionee dies while employed by the Company or a parent or subsidiary of the Company or within three (3) months after termination of such employment, in which case the option may, but need not provide that it may be exercised (to the extent the option was vested at the time of the optionee's death) within eighteen (18) months of the optionee's death by the person or persons to whom the rights under such option pass by will or the laws of descent or distribution; or (iii) the option by its terms specifically provides otherwise.

The exercise price of all non-qualified stock options granted under the Option Plan must be at least equal to $85 \%$ of the fair market value of the underlying stock on the date of grant. The exercise price of all Incentive Stock Options granted under the Plan must be at least equal to the fair market value of the underlying stock on the date of grant. The aggregate fair market value of stock of the Company (determined at the date of the option grant) for which any employee may be granted Incentive Stock Options in any calendar year may not exceed $\$ 100,000$, plus certain carryover allowances. The exercise price of an Incentive Stock Option granted to any participant who owns stock possessing more than ten ( $10 \%$ ) of the voting rights of the Company's outstanding capital stock must be at least $110 \%$ of the fair market value on the date of grant and the maximum term may not exceed five (5) years. The Option Plan permits the exercise of options for cash, other property acceptable to the Board or pursuant to a deferred payment arrangement.
tax consequences to the Company by reason of the grant or exercise of an Incentive Stock Option. To the extent the optionee recognizes ordinary income by reason of a disposition of stock acquired through exercise of an Incentive Stock Option, the Company will be entitled (subject to the requirement of reasonableness) to a corresponding business expense deduction in the tax year in which the disposition occurs. Otherwise, there are no Federal Income tax consequences to the Company by reason of the disposition of stock acquired through exercise of an Incentive Stock Option.

As at March 1, 1996, stock options to purchase 1,267,000 shares of the Company's Common Stock were granted by the Board of Directors and are currently outstanding.

Item 13. Certain Relationships and Related Transactions
The Company was organized on March 25,1983 , as a Delaware corporation with an authorized capital consisting of $10,000,000$ Common shares, par value $\$ .01$ per share. Between March 25, 1983 and April 30, 1983, the Company sold and issued 2,700,843 shares of Common stock to a group of private investors. On March 31, 1983, the Company sold and issued 30 units, each unit consisting of 10,000 Common shares and a $\$ 10,000$ Promissory Note. As a result of that private placement the Company issued an aggregate of 300,000 Common shares.

On September 22, 1983, the Company sold 2,000,000 units at $\$ 1$ per unit to the public, each unit consisting of one (1) Common share and one (1) Common share Purchase Warrant to purchase one-half fractional Common share.

On June 1, 1984, the Company discontinued its thermo-dilution catheter operation, disposed of its plant and equipment and began to manufacture and distribute cosmetic
products. Its first products were shipped in November 1984.
In December 1984 the Company's name was changed from CATHETER CORPORATION OF AMERICA to CCA INDUSTRIES, INC., and its Charter was amended to provide for the authorization of 20,000,000 shares of Common stock, par value $\$ .01$ per share.

On November 7, 1988, the Company amended its Certificate of Incorporation to provide for the authorization of 20,000,000 shares of stock, par value $\$ .01$ per share, consisting of $15,000,000$ shares of common stock and $5,000,000$ shares of Class A common stock. The shares are identical in all respects, and each is entitled to one vote per share except that the common stock holders are entitled to elect three members to the Board of Directors, whereas the Class A common stock holders have the right to elect four members to the Board of Directors. The Class A common stock shall be entitled to convert back into common stock at any time. On December 21, 1988, 1,490,030 shares were converted to Class A Common Stock. As of December 31, 1989, no additional shares could be converted.

The Company has retained the law firm of BERMAN \& MURRAY, as its General Counsel. IRA W. BERMAN, a member of the firm is the Chairman of the Board of Directors and Executive Vice President - Secretary, and a principal shareholder of the Company. See "Management," "Principal Shareholders," and "Legal Matters."

The Company has an outstanding loan of $\$ 25,250$ from its Vice President in charge of Sales; which was made to aid him in obtaining a first mortgage on his home. This loan is secured by a second mortgage and carries an interest rate of $1 \%$ over prime. Interest is payable semi-annually. The Vice President is the son of Mr. David Edell, the President of the Company.

Item 14. Exhibits, Financial Statements,
Schedules and Reports on Form 8-K
A (1)Financial Statements: Table of Contents,
Independent Auditors' Report, Consolidated Balance Sheets as of November 30, 1995 and 1994, Consolidated Statements of Income for the years ended November 30, 1995, 1994 and 1993, Consolidated Statements of Shareholders' Equity, Consolidated Statements of Cash Flows, Notes to Consolidated Financial Statements. PP. I-1 -I-10.
(2)Financial Statement Schedules:

Schedule I Marketable Securities, Other investments
Schedule V Property, Plant and Equipment
Schedule VI Accumulated Depreciation
Schedule VIII Valuation Accounts
Schedule IX Short-Term Borrowings

Schedule X Supplementary Income Statement Information
(3) a. Exhibits incorporated by reference to the Registrant's Registration Statement and Prospectus dated September 22, 1983.
b. Exhibits incorporated by reference to the

Registrant's Registration Statement an Prospectus dated May 30, 1986.
c. Exhibit 11-Statement re: Per Share Earnings.

B No Form 8-K was filed during the last quarter of 1995.

C Articles of Incorporation and By-Laws incorporated by reference to the Company's Registration Statement filed pursuant to Rule 424(b) or (c) under the Securities Act.

Shareholders may obtain a copy of any Exhibit not contained herein by writing to CCA INDUSTRIES, INC. 200 Murray Hill Parkway, East Rutherford, New Jersey 07073.

PART IV, ITEM 14.A(3)c. (Continued)
EXHIBIT 11

<TABLE \(>\)
CCA INDUSTRIES, INC. AND SUBSIDIARIES
COMPUTATION OF EARNINGS PER SHARE


Fully Diluted:
\begin{tabular}{|c|c|c|c|}
\hline Average shares outstanding & 6,794,368 & 6,777,241 & 6,688,939 \\
\hline Net effect of dilutive stock options--based on the treasury stock method using higher of ending or average market price & * & 1,395 & \\
\hline TOTALS & * * & 8,084,19 & \\
\hline Net income (Loss) & (\$1,566,568) & \$2,815,926 & \$2,605,818 \\
\hline Per share amount & \$ * \$ & * \$ & \\
\hline
\end{tabular}

\section*{SIGNATURES}

Pursuant to the requirements of Section 13 or 15(A) of the Securities Exchange Act of 1934, the Registrant has duly caused this Annual Report to be signed on its behalf by the undersigned thereunto duly authorized.

CCA INDUSTRIES, INC.

By: David Edell
DAVID EDELL, President

Pursuant to the requirements of the Securities Exchange Act of 1934, this Annual Report has been signed below by the following persons in the capacities and on the dates indicated.
\begin{tabular}{|c|c|c|c|}
\hline Signature & Title & Date & \\
\hline \begin{tabular}{l}
David Edell \\
DAVID EDELL \\
Chief
\end{tabular} & \multicolumn{3}{|l|}{President, Director, Chief Executive Officer and} \\
\hline Ira W. Berman IRA W. BERMAN Presi & Chairman of the MAN Directors, President, Secretary & Board of Executive Vice February , & \\
\hline Irwin Gedinsky IRWIN GEDINSKY & \[
\begin{array}{ll}
\text { y } & \text { Director } \\
\text { NSKY } &
\end{array}
\] & February & , 1996 \\
\hline Jack Polak JACK POLAK & Director & February , & , 1996 \\
\hline Sidney Dworkin SIDNEY DWORKIN & \[
\begin{aligned}
& \text { in } \text { Director } \\
& \text { ORKIN }
\end{aligned}
\] & February & y , 1996 \\
\hline Dunnan Edell DUNNAN EDELL & ELL Director & February & , 1996 \\
\hline
\end{tabular}

CCA INDUSTRIES, INC. AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS

NOVEMBER 30, 1995 AND 1994

CONTENTS
INDEPENDENT AUDITORS' REPORT ON FINANCIAL STATEMENTS .....  1
FINANCIAL STATEMENTS:
CONSOLIDATED BALANCE SHEETS ..... 2-3
CONSOLIDATED STATEMENTS OF INCOME (LOSS). .....  4
CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY .....  5
CONSOLIDATED STATEMENTS OF CASH FLOWS .....  6
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS ..... 7-20

We have audited the consolidated financial statements and related schedules of CCA Industries, Inc. and Subsidiaries listed in Item 14(a)(1) and (2) of the annual report on Form 10-K of CCA Industries, Inc. and Subsidiaries for the years ended November 30, 1995, 1994 and 1993. These financial statements are the responsibility of management. Our responsibility is to express an opinion on these financial statements and related schedules based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain a reasonable assurance about whether the financial statements and related schedules are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements and related schedules. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of CCA Industries, Inc. and Subsidiaries as of November 30, 1995 and 1994, and the consolidated results of their operations and cash flows for the years ended November 30,1995, 1994 and 1993, in conformity with generally accepted accounting principles.

In our opinion, the schedules referred to above present fairly, in all material respects, in relation to the basic consolidated financial statements, the information set forth therein in compliance with the applicable accounting regulation of the Securities and Exchange Commission.

SHEFT KAHN \& COMPANY LLP CERTIFIED PUBLIC ACCOUNTANTS

February 1, 1996
Jericho, New York
-1-
<TABLE>
CCA INDUSTRIES, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

\section*{A S S ETS}
<CAPTION>

> \begin{tabular}{rr} \multicolumn{2}{c}{ November 30, } \\ 1995 & 1994 \end{tabular}
\(<\) S> \(<\) C> <C>
Current Assets
Cash and cash equivalents \(\$ 312,150 \quad \$ \quad 100,705\)
Short-term investments and marketable securities (Note 6) \(\quad 2,539,037 \quad 1,612,819\)
Accounts receivable, net of allowances of \(\$ 904,953\) and \(\$ 979,796\), respectively
(Note 8) 4,044,420 5,339,028
Inventories (Notes 2, 3 and 8) 6,414,097 7,518,526
Prepaid expenses and sundry receivables \(\quad 329,935 \quad 285,367\)
Duefrom officers - Current \(\quad 1,500 \quad 21,231\)
Prepaid income taxes and refunds due \(652,710 \quad 88,279\)
Deferred income taxes (Note 9) 698,415 529,336
Total Current Assets 14,992,264 15,495,291
Property and Equipment, net of accumulated depreciation and amortization
(Notes 2 and 4) 713,125 683,015

Intangible Assets, net of accumulated amortization (Note 5) 128,538 85,967
Other Assets
Marketable securities (Note 6) \(\quad 1,701,138 \quad 3,615,161\)
\begin{tabular}{|c|c|c|c|}
\hline \multirow[t]{2}{*}{Treasury bonds Due from officers - Non-current} & 87,300 & \multicolumn{2}{|c|}{81,108} \\
\hline & & 25,250 & 25,250 \\
\hline \multicolumn{2}{|l|}{Deferred income taxes (Note 9)} & 33,807 & 17,531 \\
\hline Other & 62,664 & \multicolumn{2}{|l|}{50,570} \\
\hline Total Other Assets & 1,910,159 & & \\
\hline Total Assets & \$17,744,086 & 6 \$20 & 3,893 \\
\hline
\end{tabular}
</TABLE>
See Notes to Consolidated Financial Statements.
-2-
CCA INDUSTRIES, INC. AND SUBSIDIARIES

\section*{CONSOLIDATED BALANCE SHEETS}
\(<\) TABLE \(>\)

\section*{LIABILITIES AND SHAREHOLDERS' EQUITY}
<CAPTION>

> November 30, 1995 1994
\(<\) S \(>\quad<\mathrm{C}>\quad<\mathrm{C}>\)
Current Liabilities
Notes payable - Current portion (Note 8) \$ 298,078 \$ 288,000
Accounts payable and accrued liabilities (Note 11)
Income taxes payable (Note 9) 6,878,425 7,600,113

Total Current Liabilities 7,176,503 7,894,467

Long-Term Debt (net of current portion)
(Note 8) 111,067 399,067
Commitments and Contingencies
(Note 13)

Shareholders' Equity
Common stock, \$.01 par; authorized
\(15,000,000\) shares; issued and outstanding 5,603,871 and 5,496,421
shares, respectively \(56,039 \quad 54,964\)
Class A common stock, \(\$ .01\) par; authorized \(5,000,000\) shares; issued and outstanding \(1,191,230\) and \(1,293,030\) shares, respectively \(\quad 11,912 \quad 12,930\)
Additional paid-in capital 4,282,008 4,275,535
Retained earnings 6,101,229 7,667,797

Unrealized gains (losses) on marketable
securities (Note 6) \(\quad 5,328 \quad(250,867)\)
Total Shareholders' Equity \(\quad 10,456,516 \quad 11,760,359\)
Total Liabilities and Shareholders' Equity \$17,744,086 \$20,053,893
</TABLE>
See Notes to Consolidated Financial Statements.
-3-
CCA INDUSTRIES, INC. AND SUBSIDIARIES

## <TABLE>

CONSOLIDATED STATEMENTS OF INCOME (LOSS)
<CAPTION $>$
Year Ended November 30, 199519941993
$<$ S $>\quad<\mathrm{C}>\quad<\mathrm{C}><\mathrm{C}>$
Revenues
Sales of health and beauty aid products, net $\quad \$ 36,849,803 \quad \$ 47,311,591 \$ 43,973,633$

Other income 316,928 357,080 367,248

$$
37,166,731 \quad 47,668,671 \quad 44,340,881
$$

Costs and Expenses
Cost of sales $\quad 14,171,030 \quad 16,884,542 \quad 16,791,552$
Selling, general and administrative expenses $\quad 11,253,593 \quad 11,817,462 \quad 10,885,266$
Advertising, cooperative and
$\begin{array}{llll}\text { promotions } & 13,332,216 & 13,428,116 & 11,628,793\end{array}$
$\begin{array}{llll}\text { Research and development } & 496,716 & 593,556 & 441,435\end{array}$
Provision for doubtful accounts $\quad 87,697 \quad 156,649 \quad 191,770$
$\begin{array}{llll}\text { Interest expense } & 56,003 & 76,469 & 81,661\end{array}$
39,397,255 42,956,794 40,020,477
Income (Loss) before Provision
for Income Taxes ( 2,230,524) 4,711,877 4,320,404
Provision for Income Tax
(Benefit) $\quad\left(\begin{array}{llll} & 663,956) & 1,895,951 & 1,714,586 \\ \text { Net Income (Loss) } & (\$ 1,566,568) & \$ 2,815,926 \$ 2,605,818\end{array}\right.$

Weighted Average Shares
Outstanding $\quad 6,794,368 \quad 8,116,489 \quad 8,033,460$
Income Per Common Share
(Note 2):
Net Income (Loss)
(\$ .23)
\$. 35
$\$ .32$
</TABLE>
See Notes to Consolidated Financial Statements.

## CCA INDUSTRIES, INC. AND SUBSIDIARIES

## <TABLE>

## CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY

FOR THE PERIODS DECEMBER 1, 1992 THROUGH NOVEMBER 30, 1995
<CAPTION>

Unrealized

</TABLE>
See Notes to Consolidated Financial Statements.

$$
-5-
$$

## CCA INDUSTRIES, INC. AND SUBSIDIARIES

## $<$ TABLE $>$

## CONSOLIDATED STATEMENTS OF CASH FLOWS

## FOR THE YEAR ENDED NOVEMBER 30,

## <CAPTION>



Net Cash (Used in) Provided by
Operating Activities $\quad(362,638)(732,303) \quad 2,231,191$
Cash Flows from Investing Activities:
Acquisition of property and
equipment $\quad(355,719)(440,962)(352,530)$

Proceeds from sale of property

$$
42,150
$$

Payment for intangible assets $(49,764)(51,045)-$
Purchase of marketable securities
Proceeds from sale of marketable

$$
\begin{array}{lll}
\text { securities } & 1,353,894 \quad 1,604,196
\end{array}
$$

Proceeds of money due from officers 19,731
Increase in other assets $\quad(6,192)$
Net Cash Provided (Used In)
Investing Activities $845,475(774,998)(1,190,752)$
Cash Flows from Financing Activities:
Proceeds from borrowings $\quad 688,320 \quad 700,000 \quad 1,195,295$
Payment on debt $\quad(966,242)(994,715)(1,458,806)$
Proceeds from stock issuance $\quad 6,530 \quad 103,906 \quad 109,500$
Purchase of common stock - - $(370,372)$
Net Cash (Used In)
Financing Activities ( 271,392$)(190,809)(524,383)$
Net Increase (Decrease) In Cash 211,445 (1,698,110) 516,056
Cash at Beginning of Year $\quad 100,705 \quad 1,798,815 \quad 1,282,759$
Cash at End of Year \$ 312,150 \$ 100,705 \$1,798,815
Supplemental Disclosures of Cash
Flow Information:
Cash paid during the year for:

Income taxes
</TABLE>

See Notes to Consolidated Financial Statements.
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## CCA INDUSTRIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

The Company was incorporated in Delaware on March 25, 1983.
The Company manufactures and distributes health and beauty aid products.
The Company has several subsidiaries (CCA Cosmetics, Inc., CCA Labs, Inc., CCA Industries (International) Ltd., CCA Industries (UK) Limited and Berdell, Inc.), all of which are currently inactive.

## NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation:
The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All significant inter-company accounts and transactions have been eliminated. The consolidated financial statements include the use of estimates, which management believes are reasonable.

Short-Term Investments and Marketable Securities:
Short-term investments and marketable securities consist of corporate and government bonds and equity securities. In 1994 the Company adopted the accounting principles promulgated by SFAS No. 115 Accounting for Certain Investments in Debt and Equity Securities. The Company has classified its investments as Available-for-Sale securities. Accordingly, such investments are reported at fair market value, with the resultant unrealized gains and losses reported as a separate component of shareholders' equity. Prior to 1994, the Company reported marketable securities at the lower of cost or market value; unrealized losses were charged to earnings.

Cash Equivalents:
For purposes of the statement of cash flows, the Company considers all highly liquid instruments purchased with an original maturity of less than three months to be cash equivalents.

Inventories:
Inventories are stated at the lower of cost (first-in, first-out) or market.
Product returns are recorded in inventory when they are received at the lower of their original cost or market, as appropriate. Obsolete inventory is written off and its value is removed from inventory at the time its obsolescence is determined.
-7-

## CCA INDUSTRIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property and Equipment and Depreciation and Amortization
Property and equipment are stated at cost. The Company charges to expense repairs and maintenance items, while major improvements and betterments are capitalized. When the Company sells or otherwise disposes
of property and equipment items, the cost and related accumulated depreciation are removed from the respective accounts and any gain or loss is included in earnings.

Depreciation and amortization are provided on the straight-line method over the following estimated useful lives or lease terms of the assets:

Machinery and equipment 7-10 years
Furniture and fixtures 5-7 years
Tools, dies and masters 2-7 years
Transportation equipment 7 years
Leasehold improvements 7-10 years or life of lease whichever is shorter
Intangible Assets:
Intangible assets are stated at cost. Patents and trademarks are amortized on the straight-line method over a period of 17 years; organization expenses are amortized on the straight-line method over five (5) years.

Financial Instruments:
The carrying value of assets and liabilities considered financial instruments under SFAS Note \#107 approximate their respective fair value.

Tax Credits:
Tax credits, when present, are accounted for using the flow-through method as a reduction of income taxes in the years utilized.

Income Per Common Share:
Income per common share has been computed using the weighted average number of shares of common stock outstanding during the periods based on the treasury stock method using average market price.

Fully diluted earnings per share are not presented because they are either anti-dilutive or result in dilution of less than $3 \%$.
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CCA INDUSTRIES, INC. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Advertising and Related Costs:
In accordance with APB 28 Interim Financial Reporting the Company expenses its advertising and related costs proportionately over the interim periods based on its total expected costs per its various advertising programs. Any necessary accrual or deferral is accordingly reflected in the balance sheet for the interim period. However, for annual reporting purposes, no advertising or related costs are capitalized and all are expensed in the fiscal year in which they are incurred.

## NOTE 3 - INVENTORIES

At November 30, 1995 and 1994, inventories consist of the following:

| 1995 | 1994 |  |
| :---: | :---: | :---: |
|  |  |  |
| Raw materials | $\$ 3,875,751$ | $\$ 3,903,028$ |
| Finished goods | $2,538,346$ | $3,615,498$ |

\$6,414,097 \$7,518,526
NOTE 4 - PROPERTY AND EQUIPMENT
At November 30, 1995 and 1994, property and equipment consisted of the following:

Furniture and equipment
Transportation equipment
Tools, dies, and masters
Leasehold improvements

| 264,589 | 228,377 |
| :---: | :---: |
| 1,917 | 1,917 |
| $1,137,327$ | 888,320 |
| 108,474 | 108,474 |

1,737,619 1,381,900
Less: Accumulated depreciation and amortization $\quad 1,024,494 \quad 698,885$

Property and Equipment - Net \$ 713,125 \$ 683,015
Depreciation and amortization expense for the years ended November 30, 1995, 1994 and 1993 amounted to $\$ 325,609, \$ 247,018$ and $\$ 243,164$, respectively.
-9-

## CCA INDUSTRIES, INC. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 5 - INTANGIBLE ASSETS

Intangible assets consist of the following at November 30, 1995 and 1994:

Patents and trademarks Less: Accumulated amortization

Amortization expense for the years ended November 30, 1995, 1994 and 1993 amounted to $\$ 7,193, \$ 4,227$ and $\$ 3,259$, respectively.

## NOTE 6 - SHORT-TERM INVESTMENTS AND MARKETABLE SECURITIES

Short-term investments and marketable securities, which consist of stock and various corporate and government obligations, are stated at market value. In accordance with SFAS No. 115, the Company has classified its investments as Available-for-Sale securities and considers as current assets those investments which will mature or are likely to be sold in the next fiscal year. The remaining investments are considered non-current assets. The cost and market values of the investments at November 30, 1995 and 1994 were as follows:

1995
1994
Current: COST MARKET COST MARKET
Corporate obligations \$ 701,026 \$ 704,373 \$1,153,281 \$1,141,517
Government obligations
(including mortgage
backed securities) 1,633,616 1,631,664 339,702 294,302
Preferred stock $\quad 200,000 \quad 203,000 \quad 200,000 \quad 177,000$
Total $\quad 2,534,642 \quad 2,539,037 \quad 1,692,983 \quad 1,612,819$
Non-Current:
Corporate obligations $846,340 \quad 843,026 \quad 1,749,5491,666,471$
Government obligations $941,165 \quad 945,412 \quad 2,036,315 \quad 1,948,690$
Total $\quad 1,787,505 \quad 1,788,4383,785,8643,615,161$

Total \$4,322,147 \$4,327,475 \$5,478,847 \$5,227,980
-10-
CCA INDUSTRIES, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 6 - SHORT-TERM INVESTMENTS AND MARKETABLE SECURITIES
(Continued)

During the year ended November 30, 1995 available-for-sale securities were liquidated and proceeds amounting to $\$ 1,353,894$ were received, with resultant realized losses totalling $\$ 5$. Cost of available-for-sale securities includes unamortized premium or discount.

## NOTE 7 - PREPAID ROYALTY EXPENSE (DEFERRED)

On March 3, 1986, the Company entered into a License Agreement (the "Agreement") with Alleghany Pharmacal Corporation ("Alleghany") under the terms of which the Company was granted the exclusive right to use the licensed products and trademarks for the manufacture and distribution of the products subject to the license. Under the terms of the Agreement, on July 5, 1986, the Company paid to Alleghany a non-refundable advance payment of $\$ 1,015,000$. The license runs for an indeterminate period. An additional $\$ 525,000$ non-refundable advance payment was paid to Alleghany on July 5, 1987.

From the period March 3, 1986 to June 3, 1986, the Company was required to pay a $7 \%$ royalty on all net sales. Thereafter, it is required to pay a $6 \%$ royalty on net sales but no less than $\$ 360,000$ per annum to maintain its license. After the sum of $\$ 9,000,000$ in royalties has been paid to Alleghany, the royalty is reduced to $1 \%$ of net sales. As of November 30, 1995, $\$ 4,434,510$ of royalties have been paid or accrued and only $\$ 4,565,490$ still remains until the $\$ 9,000,000$ level is reached.

As of November 30, 1995, all of the advance payments have been charged against income.

## NOTE 8 - LONG-TERM DEBT

Long-term debt consisted of the following at November 30, 1995 and 1994: 1995 1994

| Note payable - Bank (A) | $\$ 399,067$ | $\$ 687,067$ |  |  |  |
| :--- | ---: | :---: | :---: | :---: | :---: |
| Notes payable - AFCO (B) | 10,078 | - |  |  |  |
| 409,145 |  |  |  | 687,067 |  |
| Less: Current portion | 298,078 | 288,000 |  |  |  |

$$
\$ 111,067 \quad \$ 399,067
$$

-11-
CCA INDUSTRIES, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 8 - LONG-TERM DEBT (Continued)

(A) Note payable - Bank represents the balance of a $\$ 1,119,067$ loan due in monthly installments of \$24,000 plus interest to February 1996. Interest is calculated on the outstanding balance at prime plus $1 \%$. In connection with this loan, the bank has been given a secured interest in all of the accounts receivable and inventory of the Company and its subsidiaries. At November 30, 1995, the bank's prime rate was $8.75 \%$.
(B) Notes payable - AFCO represent a 9-month financing arrangement of the Company's insurance premiums at 8.065\% during 1995.

The Company's long-term debt is due to mature as follows:

| Year Ending <br> November 30, |  |
| :--- | :---: |
| 1996 | $\$ 298,078$ |
| 1997 | 111,067 |
| 1998 | - |
| 1999 | - |
| 2000 | - |
| $\$ 409,145$ |  |

basis points. As of November 30, 1995, the Company was not utilizing any of its available line.

## NOTE 9- INCOME TAXES

The Company and its subsidiaries file a consolidated federal income tax return. No returns have been examined by the Internal Revenue Service.

## -12-

## CCA INDUSTRIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 9 - INCOME TAXES (Continued)

The Company has temporary differences arising from the following:


The tax asset valuation allowance increased by \$211,984 during the year ended November 30, 1995.

Income tax expense (benefit) is made up of the following components:
November 30, 1995
State \&
Federal Local Total
Current tax (benefit)
expense $\quad(\$ 482,202) \quad \$ 10,781 \quad(\$ 471,421)$
Tax credits $\quad(7,180) \quad-\quad(7,180)$
Deferred tax (benefit) $(68,364) \quad(116,991) \quad(185,355)$
$(\$ 557,746) \quad(\$ 106,210) \quad(\$ 663,956)$
The current tax benefit for the year ended 1995 includes a net operating loss carryback which is reflected in income tax refunds on the balance sheet.
-13-
CCA INDUSTRIES, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 9 - INCOME TAXES (Continued)

State \&
Federal Local Total
Current tax expense $\quad \$ 1,514,097 \quad \$ 495,485 \quad \$ 2,009,582$
Tax credits $\quad(21,162)-(21,162)$
Deferred tax benefit ( 70,905 ) ( 21,564 ) ( 92,469$)$
$\$ 1,422,030 \quad \$ 473,921 \quad \$ 1,895,951$

November 30, 1993
State \&
Federal Local Total
Current tax expense $\$ 1,551,853 \quad \$ 440,355 \quad \$ 1,992,208$
Tax credits $\quad(12,266)-(12,266)$
Deferred tax benefit $(203,475)(61,881)(265,356)$

$$
\$ 1,336,112 \quad \$ 378,474 \quad \$ 1,714,586
$$

Income taxes payable are made up of the following components:

|  | State \&  <br> Federal Local |  |
| :--- | :---: | :--- |
|  | Total |  |

November 30, 1995 \$ - \$ -
November 30, $1994 \quad \$-\quad \$ 6,354 \quad \$ 6,354$
November 30, $1993 \quad \$ 153,761 \quad \$ 67,421 \quad \$ 221,182$
-14-

## CCA INDUSTRIES, INC. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 9 - INCOME TAXES (Continued)
A reconciliation of income tax expense computed at the statutory rate to income tax expense at the effective rate for each of the three years ended November 30, 1995 is as follows:

<TABLE>
<CAPTION>


Income tax (benefit) expense at
\[
\begin{array}{ccccccc}
\text { statutory rate } & (\$ 758,379) & (34.00 \%) & \$ 1,602,038 & 34.00 \% & \$ 1,468,937 & 34.00 \%
\end{array}
\]

Increases (decreases) in taxes
resulting from:
State income taxes, net of federal
\(\begin{array}{lllllll}\text { income tax benefit } & (106,377) & (4.77) & 292,988 & 6.22 & 267,608 & 6.19\end{array}\)
Non-deductible expenses and
\(\begin{array}{lllllll}\text { other adjustments } & 207,980 & 9.32 & 22,087 & .47 & (9,693)(.22)\end{array}\)
Utilization of tax credits ( 7,180) ( . 32 ) ( 21,162) (.45) ( 12,266\()(.28)\)
Income tax expense at
\begin{tabular}{lllllll} 
effective rate & \((\$ 663,956)\) & \((29.77 \%)\) & \(\$ 1,895,951\) & \(40.24 \%\) & \(\$ 1,714,586\) & \(39.69 \%\)
\end{tabular}
</TABLE>
-15-
CCA INDUSTRIES, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

On November 15, 1984, the Company authorized the granting of incentive stock options as well as non-qualified options. The following summarizes the stock options outstanding under this plan as of November 30, 1995.

|  | Number <br> OfPer Share <br> Option |  |  |
| :--- | :---: | :---: | :---: |
| Date Granted | Shares |  | Price | Expiration

The following summarizes the activity of shares under option for the two years ended November 30, 1995:

| Number | Per Share |  |
| :---: | :---: | :---: |
| Of | Option |  |
| Shares | Price | Value |

Balance - December 1,

| 93 | 1,520,500 | \$ . $40-\$ 6.00$ | \$ 938,125 |
| :---: | :---: | :---: | :---: |
| Exercised | 49,200) | \$ . $40-\$ 6.00$ | 103,905) |
| Expired | 5,000) | \$3.50 | 17,500) |
| Balance - November 30, |  |  |  |
| 1994 | 1,466,300 | \$ . $40-\$ .75$ | 816,720 |
| anted | 55,000 | \$1.25- \$4.50 | 231,250 |
| Exercised | ( 5,700) | \$ . $40-\$ .75$ | 6,530) |
| Balance - November 30, |  |  |  |
| 1995 | 1,515,600 | \$ . $40-\$ 4.50$ | \$1,014,440 |

## -16-

## CCA INDUSTRIES, INC. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 11 - ACCRUED EXPENSES AND OTHER ACCOUNTS PAYABLE

The following items which exceeded $5 \%$ of total current liabilities are included in accounts payable and accrued liabilities as of:

|  | November 30, |  |
| :--- | :---: | :---: |
|  | 1995 <br> (In Thousands) |  |
|  |  |  |
| Media advertising | $\$ 1,812$ | $\$ 1,460$ |
| Coop advertising | 519 | 547 |
| Accrued returns | 435 | 443 |
| Payroll and bonuses | $*$ | 547 |
|  | $\$ 2,766$ | $\$ 2,997$ |

All other liabilities were for trade payables or individually did not exceed 5\% of total current liabilities.

> * Under 5\%

## NOTE 12 - OTHER INCOME

Other income was comprised of the following:

| Interest income | $\$ 271,505$ | $\$ 311,684$ | $\$ 297,432$ |
| :--- | :---: | :---: | :---: |
| Dividend income <br> Realized gain (loss) | 16,164 | 16,357 | 15,972 |
| disposal of assets <br> Royalty income | $5)$ | 26,033 | 30,184 |
| Miscellaneous | 11,648 | - | - |
| li,616 | 3,006 | 23,660 |  |

$$
\$ 316,928 \quad \$ 357,080 \quad \$ 367,248
$$

## NOTE 13 - COMMITMENTS AND CONTINGENCIES

On April 1, 1995, the Company renewed their lease for approximately 55,000 square feet of office and warehouse space at an annual rental of $\$ 259,284$. This lease on the Company's premises expires March 31, 2001. On September 22, 1995 the Company leased an additional 30,000 square feet of warehouse space in Paterson, NJ on a net lease basis at a rental of $\$ 6,875$ per month. The lease expires on September 30, 1997.
-17-
CCA INDUSTRIES, INC. AND SUBSIDIARIES NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 13 - COMMITMENTS AND CONTINGENCIES (Continued)
The Company has entered into various operating leases with expiration dates ranging through February 1998.

Rent expense for the years ended November 30, 1995, 1994 and 1993 was $\$ 414,907, \$ 381,805$ and $\$ 343,722$, respectively.

Future commitments under noncancelable operating lease agreements for each of the next five (5) years and in the aggregate are as follows:

Year Ending
November 30,

| 1996 | $\$$ | 407,206 |
| :--- | ---: | :--- |
| 1997 | 362,899 |  |
| 1998 | 262,575 |  |
| 1999 | 259,284 |  |
| 2000 | 259,284 |  |
| 2001 and thereafter | 86,428 |  |

Total \$1,637,676
On March 3, 1986, the Company entered into a License Agreement with Alleghany Pharmacal Corporation (See Note 7).

The Company has entered into various other License Agreements, none of which materially affect the Company's sales, financial results, financial condition, or should materially affect its future results of operations. There are various matters in litigation that arose out of the normal operations of the Company which, in the opinion of management, will not have a material adverse effect on the financial condition of the Company.

## NOTE 14 - RELATED PARTY TRANSACTIONS

The Company has an outstanding loan of $\$ 25,250$ from its Vice President in charge of Sales; which was made to aid him in obtaining a first mortgage on his home. This loan is secured by a second mortgage and carries an interest rate at $1 \%$ over prime. Interest is payable semi-annually. The Vice President is the son of Mr. David Edell, the President of the Company.

The Company has retained the law firm of Berman \& Murray as its general counsel. Ira W. Berman, a member of the firm, is the Secretary, Chairman of the Board and a principal shareholder of the Company.

During the years ended November 30, 1995, 1994 and 1993, certain customers each accounted for more than $5 \%$ of the Company's total sales, as follows:

| Customer | 1995 |  | 1994 |  |
| :---: | :---: | :---: | :---: | :---: |
| 1993 |  |  |  |  |
| A | $22 \%$ | $18 \%$ |  | $18 \%$ |
| B | 7 | 9 | 9 |  |
| C | 7 | 9 | 9 |  |
| D | 5 | $*$ | $*$ |  |
| * Under $5 \%$ |  |  |  |  |

Foreign sales have been under $5 \%$ in total for each of the last three years.

## NOTE 16 - COMMON STOCK TRANSACTIONS

On December 31, 1992, the Company repurchased for redemption 423,282 shares of its common stock for $\$ 370,371.75$ ( $\$ .875$ per share). These shares represented new certificates which had been issued to Morton Erenstein, a Director of the Company, who since then has been removed from its Board; after he gave the Board his affidavit, on August 31, 1988, swearing that he had lost his stock certificate with regard to 300,077 shares. Upon his issuing a personal indemnification to the Company, the Company authorized the issuance of a new certificate for such shares. Subsequently, in November 1992, the National Westminster Bank advised the Company that it had foreclosed a loan to Mr. Erenstein secured by this new certificate for 300,077 shares and one for 123,205 additional shares of the Company's common stock, and wished to have them repurchased.

Concurrently, on October 11, 1991, the Company received a letter from counsel for the Federal Deposit Insurance Corporation ("F.D.I.C.") demanding delivery of the subject shares, upon representations that Mr. Erenstein had pledged the subject certificate as security for a loan from First Commercial Bank of Florida, that he had defaulted to repay the loan, and that the F.D.I.C. now owned the interests. The F.D.I.C. advised, however, that it could not locate the pledged certificate, and the Company advised F.D.I.C. counsel that it had issued a new certificate to Mr. Erenstein.
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## CCA INDUSTRIES, INC. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 16 - COMMON STOCK TRANSACTIONS

In December 1992, the Company was notified by counsel for the F.D.I.C. that it found the original Erenstein certificate which the Company had been advised had been lost. In fiscal 1993, the Company issued a certificate for 51,000 shares to the F.D.I.C. as full satisfaction of the F.D.I.C. claim.

## NOTE 17 - SUBSEQUENT EVENTS

On January 10, 1996 David Edell and Ira W. Berman exercised their stock options and purchased 100,000 shares of the Company's common stock respectively at $\$ .50$ per share. Messrs. Polak and Dworkin, Directors of the Company each exercised their options and purchased 25,000 and 50,000 shares of common stock respectively at $\$ .50$ per share. Dunnan Edell, Vice President and Director exercised his options and purchased 48,600 shares of common stock at $\$ .40$ per share and Drew Edell, Vice President exercised his options and purchased 25,000 shares of common stock at $\$ .40$ per share. All of the options except for Mr. Polaks were purchased for $50 \%$ cash and the balance with a full recourse Promissory Note payable on November 30, 1996. Other than Mr. Polak's, the Notes are collateralized with the stock certificates. Mr. Polak paid for his shares in full.

MARKETABLE SECURITIES - OTHER INVESTMENTS

## SHORT-TERM INVESTMENTS AND MARKETABLE SECURITIES

<CAPTION $>$


## CORPORATE OBLIGATIONS:

| $<$ S $>$ | $<\mathrm{C}>$ | $<\mathrm{C}>$ | $<\mathrm{C}>$ | $<\mathrm{C}>$ | $<\mathrm{C}>$ |  |  |  |  |  |  | $<\mathrm{C}>$ |  |
| :--- | :---: | :--- | :--- | :--- | :--- | :--- | :--- | :---: | :---: | :---: | :---: | :---: | :---: |
| AT\&T | $6 / 01 / 98$ | $4.750 \%$ | $\$ 100,000$ | $\$ 99,006$ | $\$ 97,938$ | $\$ 97,938$ |  |  |  |  |  |  |  |
| AT\&T | $2 / 15 / 96$ | 4.500 | 100,000 | 100,017 | 99,688 | 99,688 |  |  |  |  |  |  |  |
| AT\&T | $2 / 15 / 96$ | 4.500 | 300,000 | 300,113 | 299,064 | 299,064 |  |  |  |  |  |  |  |
| Bank America | $7 / 15 / 97$ | 6.000 | 200,000 | 200,000 | 200,824 | 200,824 |  |  |  |  |  |  |  |
| Bankers Trust | $7 / 01 / 96$ | 4.700 | 100,000 | 100,146 | 99,303 | 99,303 |  |  |  |  |  |  |  |
| Con Edison | $12 / 15 / 96$ |  |  |  |  |  |  |  | 5.900 | 100,000 | 99,875 | 99,973 | 99,973 |
| Dayton P \& L | $5 / 01 / 97$ | 5.625 | 100,000 | 98,265 | 99,785 | 99,785 |  |  |  |  |  |  |  |

## General Motors Acceptance

| Corp. | $10 / 01 / 96$ | 8.000 | 200,000 | 200,500 | 203,440 | 203,440 |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- |

SCHEDULE I (Continued)

CCA INDUSTRIES, INC. AND SUBSIDIARIES

## MARKETABLE SECURITIES - OTHER INVESTMENTS

SHORT-TERM INVESTMENTS AND MARKETABLE SECURITIES (CONTINUED) <CAPTION $>$
COL. A


CORPORATE OBLIGATIONS: (continued)


## MARKETABLE SECURITIES - OTHER INVESTMENTS



GOVERNMENT OBLIGATIONS:

| <S> | $<\mathrm{C}>\quad<\mathrm{C}>$ | $<\mathrm{C}>$ | $<\mathrm{C}>$ | <C> | <C> |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| US Treasury Note | 10/31/98 | 4.750\% | \$ 100,000 | \$ 99,684 | \$ 98,125 | \$ 98,125 |
| US Treasury Note | 10/31/98 | 4.750 | 200,000 | 199,992 | 196,250 | 196,250 |
| US Treasury Note | 5/15/96 | 4.250 | 100,000 | 99,939 | 99,438 | 99,438 |
| US Treasury Note | 5/15/96 | 4.250 | 100,000 | 100,002 | 99,438 | 99,438 |
| US Treasury Note | 11/15/96 | 4.375 | 100,000 | 99,969 | 99,031 | 99,031 |
| US Treasury Note | 10/15/98 | 7.125 | 250,000 | 253,057 | 261,173 | 261,173 |
| US Treasury Note | 5/15/96 | 4.250 | 100,000 | 99,909 | 99,438 | 99,438 |
| US Treasury Note | 1/31/97 | 6.250 | 100,000 | 99,500 | 100,938 | 100,938 |
| US Treasury Note | 12/31/96 | 6.125 | 200,000 | 197,423 | 201,626 | 201,626 |
| US Treasury Note | 11/15/96 | 4.375 | 200,000 | 197,852 | 198,062 | 198,062 |
| US Treasury Note | 11/15/96 | 4.375 | 200,000 | 196,133 | 198,062 | 198,062 |
| US Treasury Note | 11/15/96 | 4.375 | 100,000 | 98,003 | 99,031 | 99,031 |
| US Treasury Note | 11/15/96 | 4.375 | 100,000 | 97,855 | 99,031 | 99,031 |
| US Treasury Bill | 7/25/96 | 5.330 | 45,000 | 42,552 | 43,465 | 43,465 |

SCHEDULE I (Continued)

CCA INDUSTRIES, INC. AND SUBSIDIARIES
MARKETABLE SECURITIES - OTHER INVESTMENTS

SHORT-TERM INVESTMENTS AND MARKETABLE SECURITIES (CONTINUED)


GOVERNMENT OBLIGATIONS: (Continued)

<CAPTION $>$

EQUITY SECURITIES:
Number of Shares

| <S $>$ < $<$ > | <C> | < $\mathrm{C}>$ | $<\mathrm{C}>$ |  | $<\mathrm{C}>$ | $<\mathrm{C}>$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Preferred Stock: |  |  |  |  |  |  |  |
| Bank America Corp. |  |  | 8,000 | 200,000 |  | 203,000 | 203,000 |
|  |  | \$4,322,147 |  | 327,475 |  | \$4,327,4 |  |

</TABLE>

SCHEDULE V

## CCA INDUSTRIES, INC. AND SUBSIDIARIES

$<$ TABLE $>$

## PROPERTY, PLANT AND EQUIPMENT

YEARS ENDED NOVEMBER 30, 1995, 1994 AND 1993
<CAPTION $>$
COL. A COL. B COL. C COL. D COL.E COL.F

</TABLE>

SCHEDULE VI

CCA INDUSTRIES, INC. AND SUBSIDIARIES

<TABLE>
ACCUMULATED DEPRECIATION AND AMORTIZATION OF

PROPERTY, PLANT AND EQUIPMENT
YEARS ENDED NOVEMBER 30, 1995, 1994 AND 1993
<CAPTION \(>\)
COL. A COL. B COL. C COL. D COL. E COL. F

Charged
\begin{tabular}{|c|c|c|c|c|c|c|c|c|c|}
\hline \multicolumn{10}{|c|}{Charged} \\
\hline \multirow[b]{3}{*}{Classification} & \multicolumn{3}{|l|}{Balance at To Costs} & \multicolumn{6}{|c|}{Balance} \\
\hline & \multirow[t]{2}{*}{Beginning
Of Year} & \multicolumn{2}{|l|}{-} & \multicolumn{2}{|l|}{Retirements} & Other & \multicolumn{3}{|c|}{At End} \\
\hline & & ar Expen & ases O & Other & Or Sa & & Deduc & & Of Year \\
\hline <S> & <C> & <C> & <C> & <C> & & <C> & & & \\
\hline \multicolumn{10}{|l|}{Year Ended November 30, 1995:} \\
\hline Machinery and equi & pment \$ & \$ 102,815 & \$ 31,525 & 5 \$ & \$ & - & \$ & \$ & 134,340 \\
\hline Furniture and equip & ment & 87,616 & 47,955 & - & - & & - & & \\
\hline Transportation equ & ment & 958 & 274 & - & - & & - & 1,232 & \\
\hline Tools, dies, and ma & sters 45 & 450,667 & 235,149 & - & - & & - & 685, & 816 \\
\hline Leasehold improve & ments & 56,829 & 10,706 & - & & & - & & ,535 \\
\hline Total & \$ 698,885 & \$ 325,609 & 609 \$ & \$ & - & \$ & & 24,49 & \\
\hline
\end{tabular}

</TABLE>
<TABLE>
SCHEDULE VIII
CCA INDUSTRIES, INC. AND SUBSIDIARIES

\section*{VALUATION ACCOUNTS}

YEARS ENDED NOVEMBER 30, 1995, 1994 AND 1993
<CAPTION>
COL. A
COL. B COL. C COL.D COL.E

Additions
Balance at Charged To Balance Beginning Costs and At End
Description
Of Year Expenses Deductions Of Year
\begin{tabular}{lllllll}
\(<\mathrm{S}>\) & \(<\mathrm{C}>\) & \(<\mathrm{C}>\) & \(<\mathrm{C}>\) & \(<\mathrm{C}>\) & & \\
Year ended November 30, 1995: & & & & \\
Allowance for doubtful accounts & \(\$ 208,863\) & \(\$ 139,355\) & \(\$ 191,014\) & \(\$ 157,204\)
\end{tabular}

Reserve for returns \(\$ 770,933 \quad \$ 2,841,439 \$ 2,864,623 \quad \$ 747,749\)

Year ended November 30, 1994:
Allowance for doubtful accounts \(\quad \$ 102,388 \quad \$ 156,649 \quad \$ 50,174 \quad \$ 208,863\)
Reserve for returns \(\$ 779,273 \quad \$ 3,056,002 \$ 3,064,342 \quad \$ 770,933\)

Year ended November 30, 1993:
Allowance for doubtful accounts \(\quad \$ 39,620 \quad \$ 191,770 \quad \$ 129,002 \quad \$ 102,388\)
Reserve for returns
```
</TABLE>
<TABLE>
CCA INDUSTRIES, INC. AND SUBSIDIARIES
SCHEDULE IX SHORT-TERM BORROWINGS
```

\section*{YEARS ENDED NOVEMBER 30, 1995, 1994 AND 1993}

\section*{<CAPTION \(>\)}
```
COL. A COL. B COL. C COL. D COL. E COL. F
Weighted
Maximum Average Average Weighted Amount Amount Interest Balance at Average Outstanding Outstanding Rate
Category of Aggregate End Interest During the During During
Short-term Borrowings Of Year Rate Period the Year (3) Year (4)
\(<\mathrm{S}>\quad<\mathrm{C}>\quad<\mathrm{C}>\quad<\mathrm{C}>\quad<\mathrm{C}>\quad<\mathrm{C}>\)
YEAR ENDED:
NOVEMBER 30, 1995:
Notes payable to
bank (1) - 8.75 \$ 400,000 \$ 58,333 8.75
Notes payable - AFCO
\begin{tabular}{llllll}
\((2)\) & 10,078 & 8.07 & 88,320 & 36,289 & 8.07
\end{tabular}
NOVEMBER 30, 1994:
Notes payable to
bank (1) \$ - \(6.72 \quad \$ 700,000 \quad \$ 170,833 \quad 7.73\)
Notes payable - AFCO
\(\begin{array}{llllll}(2) & - & 6.59 & 6,715 & 560 & 6.59\end{array}\)
NOVEMBER 30, 1993:
Notes payable to
bank (1) \$ - \(\quad\) - \(-\quad\) -
Notes payable - AFCO
\(\begin{array}{llllll}(2) & 6,715 & 6.59 & 52,419 & 24,298 & 6.59\end{array}\)
</TABLE>
```
(1) Notes payable to bank represent borrowings under a revolving line of credit borrowing arrangement which expires on April 30, 1996.
(2) Notes payable - AFCO matures nine months from date of issue.
(3) The average amount outstanding during the year was computed by dividing the total of month-end outstanding principal balances by the number of months in the year.
(4) The weighted average interest rate during the year was computed by dividing the annualized interest expense for the period with balances, by the average short-termdebt outstanding.
SCHEDULE X
CCA INDUSTRIES, INC. AND SUBSIDIARIES
\(<\) TABLE \(>\)
SUPPLEMENTARY INCOME STATEMENT INFORMATION

YEARS ENDED NOVEMBER 30, 1995, 1994 AND 1993
<CAPTION>
Column A
Column B

Charged to
Costs and
\(<\) S>
Year ended November 30, 1995:
1. Maintenance and repairs
2. Depreciation and amortization of intangible assets, preoperating costs and similar deferrals
3. Taxes, other than payroll and income taxes
(1)
4. Royalties \(\$ 663,949\)
5. Advertising
\$13,332,216
Year ended November 30, 1994 :
1. Maintenance and repairs
(1)
2. Depreciation and amortization of intangible assets, preoperating costs and similar deferrals
3. Taxes, other than payroll and income taxes
(1)
4. Royalties \(\quad \$ 807,069\)
5. Advertising
\(\$ 13,428,116\)
Year ended November 30, 1993:
1. Maintenance and repairs
(1)
2. Depreciation and amortization of intangible assets, preoperating costs and similar deferrals (1)
3. Taxes, other than payroll and income taxes
4. Royalties \(\$ 500,153\)
5. Advertising
\$11,628,793
</TABLE>
(1) These amounts are not presented, as such amounts are less than \(1 \%\) of total sales and revenues.

WARNING: THE EDGAR SYSTEM ENCOUNTERED ERROR(S) WHILE PROCESSING THIS SCHEDULE.
\(<\) TABLE \(><\) S \(><\) C \(>\)
<ARTICLE> 5
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<S>
<PERIOD-TYPE \(>\) C \(>\) YEAR
<FISCAL-YEAR-END>
<PERIOD-END>
<CASH>
<SECURITIES>
<RECEIVABLES>
<ALLOWANCES>
<INVENTORY>
<CURRENT-ASSETS>
\(<\) PP\&E>
<DEPRECIATION>
EAR
NOV-30-1995
NOV-30-1995
313,150
4,240,175
4,949,373
904,953
6,414,097
14,992,264
1,892,103
1,050,440
<TOTAL-ASSETS>
17,744,086
<CURRENT-LIABILITIES>
<BONDS>
<COMMON> 67,951
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0
<OTHER-SE> 10,388,565
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<SALES> 36,849,803
<TOTAL-REVENUES> 37,166,731
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14,171,030
<TOTAL-COSTS>
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39,397,255
<LOSS-PROVISION>
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25,226,225
87,697
<INCOME-PRETAX>
<INCOME-TAX>
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<DISCONTINUED>
<EXTRAORDINARY>
<CHANGES>
56,003
\((2,230,524)\)
\((663,956)\)
\((1,566,568)\)
0
<NET-INCOME>
0
<EPS-PRIMARY> \((1,566,568)\)
<EPS-DILUTED>
(.23)
(.23)
</TABLE>```

