TRIMEDYNE INC
Form 10-Q
August 23, 2010

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

FORM 10-Q

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

For the quarterly period ended June 30, 2010

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 NO. 0-10581

TRIMEDYNE, INC.
(Exact Name of Registrant as Specified in its Charter)

NEVADA	36-3094439
(STATE OR OTHER JURISDICTION OF INCORPORATION)	(I.R.S. EMPLOYER IDENTIFICATION NO.)
25901 COMMERCENTRE DRIVE LAKE FOREST, CALIFORNIA (ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)	92630 (ZIP CODE)

Registrant's Telephone Number, Including Area Code:

(949) 951-3800

Securities Registered Pursuant to Section 12(b) of the Act:
NONE

Securities Registered Pursuant to Section 12(g) of the Act:
Common Stock, $.01 Par Value per Share
(Title of Class)

Indicate by check mark whether the registrant (1) has filed all reports to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No [_]

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (ss. 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes [ ] No [_]

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer	|_|	Accelerated filer	|_|
Non-accelerated filer	|_|	Smaller reporting company	|X|

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act of 1934). Yes [ ] No [X]

As of August 13, 2010, there were outstanding 18,365,960 shares of registrant's Common Stock.

TRIMEDYNE, INC.

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TRIMEDYNE, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

ASSETS

	June 30, 2010	Septem
Current assets:		
Cash and cash equivalents	$ 406,000	$
Trade accounts receivable, net of allowance for doubtful accounts of $12,000 at June 30, 2010 and September 30, 2009	720,000	
Inventories	2,981,000	
Other current assets	189,000	
Total current assets	4,296,000	
Property and equipment, net	950,000	
Other	91,000	
Goodwill	544,000	
Total Assets	$ 5,881,000	$

LIABILITIES AND STOCKHOLDERS' EQUITY

	June 30, 2010	Septem
Current liabilities:		
Accounts payable	$ 298,000	$
Accrued expenses	488,000	
Deferred revenue	91,000	
Accrued warranty	26,000	
Income tax payable	21,000	
Current portion of note payable and capital leases	190,000	
Total current liabilities	1,114,000	
Note payable and capital leases, net of current portion	123,000	
Deferred rent	41,000	
Long term warrant liability	4,000	
Total liabilities	1,282,000	
Commitments and contingencies		
Stockholders' equity:		
Preferred stock - $0.01 par value, 1,000,000 shares authorized, none issued and outstanding	--	

Common stock - $0.01 par value, 30,000,000 shares authorized, 18,467,569 shares issued at June 30, 2010 and September 30, 2009, 18,365,960 shares outstanding at June 30, 2010 and September 30, 2009	186,000	
Additional paid-in capital	51,235,000	
Accumulated deficit	(46,109,000)	
	5,312,000	
Treasury stock, at cost (101,609 shares)	(713,000)	
Total stockholders' equity	4,599,000	
Total liabilities and stockholder's equity	$ 5,881,000	$

See accompanying notes to condensed consolidated financial statements

TRIMEDYNE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	Three Months Ended June 30,		Nine Month June
	2010	2009	2010
Net revenues	$ 1,515,000	$ 2,068,000	$ 4,896,000
Cost of revenues	771,000	1,250,000	2,973,000
Gross profit	744,000	818,000	1,923,000
Operating expenses:			
Selling, general and administrative	628,000	653,000	1,916,000
Research and development	254,000	317,000	875,000
Total operating expenses	882,000	970,000	2,791,000
Loss from operations	(138,000)	(152,000)	(868,000)
Other income, net	79,000	74,000	211,000
Loss before provision for income taxes	(59,000)	(78,000)	(657,000)
Provision for income taxes	3,000	4,000	12,000
Net loss	$ (62,000)	$ (82,000)	$ (669,000)
Net loss:			

Basic	$ (0.00)	$ (0.00)	$ (0.04)
Diluted	$ (0.00)	$ (0.00)	$ (0.04)
Weighted average number of shares outstanding:			
Basic	18,365,960	18,365,960	18,365,960
Diluted	18,365,960	18,365,960	18,365,960

See accompanying notes to condensed consolidated financial statements

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TRIMEDYNE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	Nine Months Ended June 30,	
	2010	2009
Cash flows from operating activities:		
Net loss	$ (669,000)	$ (872,000)
Adjustment to reconcile net loss to net cash provided by (used in) operating activities:		
Stock-based compensation	13,000	29,000
Depreciation and amortization	246,000	271,000
Change in fair value of warrant liability	(29,000)	--
(Gain) loss on disposal of property and equipment	2,000	(12,000)
Changes in operating assets and liabilities:		
Trade accounts receivable	268,000	259,000
Inventories	(715,000)	502,000
Other assets	93,000	(106,000)
Accounts payable	(151,000)	143,000
Accrued expenses	(9,000)	83,000
Income tax payable	1,000	--
Deferred revenue	(9,000)	40,000
Accrued warranty	(28,000)	(4,000)
Deferred rent	(10,000)	(15,000)
Net cash provided by (used in) operating activities	(997,000)	318,000
Cash flows from investing activities:		
Purchase of property and equipment	(30,000)	(127,000)
Net cash used in investing activities	(30,000)	(127,000)
Cash flows from financing activities:		
Payments on debt	(188,000)	(122,000)

Net cash used in financing activities	(188,000)	(122,000)
Net (decrease) increase in cash and cash equivalents	(1,215,000)	69,000
Cash and cash equivalents at beginning of period	1,621,000	2,007,000
Cash and cash equivalents at end of period	$ 406,000	$ 2,076,000

Supplemental disclosure of cash flow information:

Cash paid for income taxes during the nine months ended June 30, 2010 and 2009 was $12,000 and $8,000, respectively. Cash paid for interest during the nine months ended June 30, 2010 and 2009 was approximately $26,000 and $36,000, respectively.

Supplemental disclosure of non-cash investing activity:

During the nine months ended June 30, 2010, the Company financed the purchase of certain insurance policies with a $60,000 note. During the nine months ended June 30, 2009, the Company financed the purchase of certain insurance policies with a $85,000 note.

See accompanying notes to condensed consolidated financial statements

TRIMEDYNE, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2010
(UNAUDITED)

NOTE 1 - Summary of Significant Accounting Policies

Principles of Consolidation

The accompanying condensed consolidated financial statements include the accounts of Trimedyne, Inc., a Nevada corporation, its wholly owned subsidiary, Mobile Surgical Technologies, Inc. ("MST"), a Texas corporation, and its 90% owned inactive subsidiary, Cardiodyne, Inc. ("Cardiodyne"), a Nevada corporation, (collectively, the "Company"). All intercompany accounts and transactions have been eliminated in consolidation.

Management's Plans

The Company's working capital has declined and it has incurred losses during the past four years from operations and the development of its new VaporMAX(R) side firing optical fiber device for use with Holmium Lasers for the treatment of enlarged prostates in men and to treat herniated or ruptured discs, both customarily in outpatient procedures. There can be no assurance that the Company will be able to maintain or achieve sales growth to offset these losses, or that the Company will again become profitable.

On August 20, 2010, the Company sold to Marvin P. Loeb, the Company's Chairman and CEO, $500,000 of 6% Senior Secured Convertible Notes ("the Notes"), which are secured by all of the assets of the Company, and are redeemable by the

holder on written notice to the Company, to pay the Company's ongoing expenses and those costs of the Company's intended legal action against Lumenis, Ltd., of Yokneam, Isreal ("Lumenis") not covered by a contingent fee agreement (see "Liquidity and Capital" in "Management Discussion and Analysis"). The Company intends to file a Form 8(K) to disclose the details of the Company's intended legal action against Lumenis the aforesaid purchase of Notes. purchase.

The Company has taken various steps to reduce its costs through a significant reduction in personnel positions and overhead costs and the Company's Chairman deferring all of his salary and the Company's President deferring 15% of his salary.

The Company renegotiated its lease on its facility in Lake Forest, California and signed a new lease agreement which will result in a savings of over $111,000 in rent expense through the next twelve months. The Company plans to raise additional capital through the sale of notes, debentures, equity capital or other Company assets. There is no assurance that these efforts will be successful.

Based on its current cash flow projections, the Company expects its existing resources will be sufficient to fund operations through December 31, 2010. The accompanying financial statements have been prepared assuming the Company will continue as a going concern. However, management is unsure if the Company's liquidity and anticipated revenues will be sufficient to meet its obligations as they become due for the next 12 months from the balance sheet date. This raises substantial doubt about the Company's ability to continue as a going concern.

Unaudited Interim Financial Information

The accompanying unaudited condensed consolidated financial statements have been prepared by the Company in accordance with accounting principles generally accepted in the United States of America for interim financial information, and pursuant to the instructions to Form 10-Q promulgated by the Securities and Exchange Commission ("SEC"). Accordingly, they do not include all information and disclosures required by generally accepted accounting principles for complete financial statement presentation. In the opinion of management, the accompanying condensed consolidated financial statements contain all adjustments (consisting of only normal recurring adjustments) necessary to present fairly the Company's consolidated financial position as of June 30, 2010 and the results of its operations and its cash flows for the nine months ended June 30, 2010 and 2009. Results for the nine months ended June 30, 2010 are not necessarily indicative of the results to be expected for the year ending September 30, 2010.

While management believes that the disclosures presented are adequate to make the information not misleading, it is suggested that these condensed consolidated financial statements be read in conjunction with the condensed consolidated financial statements and the notes included in the Company's 2009 annual report on Form 10-K for the year ended September 30, 2009.

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Stock-Based Compensation

The fair value of stock-based awards is calculated using the Black-Scholes option pricing model. The Black-Scholes model requires subjective assumptions regarding future stock price volatility and expected time to exercise, which greatly affect the calculated values. The expected term of options granted is derived from historical data on employee exercises and post-vesting employment termination behavior. The risk-free rate selected to value any particular grant is based on the U.S. Treasury rate that corresponds to the pricing term of the

grant effective as of the date of the grant. The expected volatility is based on the Company's historical volatilities of its common stock. These factors could change in the future, affecting the determination of stock-based compensation expense in future periods. During the three months ended June 30, 2010, there were no stock options granted.

As of June 30, 2010, there was approximately $9,865 of total unrecognized compensation cost, net of estimated expected forfeitures, related to employee and director stock option compensation arrangements. This unrecognized cost is expected to be recognized on a straight-line basis over the next three years.

The following table summarizes stock-based compensation expense related to employee and director stock options under ASC No. 718 for the nine months ended June 30, 2010 and 2009, which was allocated as follows:

	Three Months Ended		
	June 30, 2010	June 30, 2009	June 3
Stock-based compensation included in:			
Cost of revenues	$ 1,000	$ 3,000	$
Research and development expenses	$ 1,000	$ 1,000	$
Selling, general, and administrative expenses	$ 1,000	$ 3,000	$

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates and assumptions include inventory valuation, allowances for doubtful accounts and deferred income tax assets, recoverability of goodwill and long-lived assets, losses for contingencies and certain accrued liabilities.

Fair Value of Financial Instruments

In September 2006, the Financial Accounting Standards Board ("FASB") issued Statements of Financial Accounting Standards ("SFAS") No. 157, "Fair Value Measurements", which has been codified into Accounting Standards Codification 825 ("ASC 825"). The standard defines fair value, establishes a framework for measuring fair value in GAAP, and expands disclosures about fair value measurements. ASC 825 does not require any new fair value measurements, but provides guidance on how to measure fair value by providing a fair value hierarchy used to classify the source of the information. In February 2008, the FASB deferred the effective date of ASC 825 by one year for certain non-financial assets and non-financial liabilities, except those that are recognized or disclosed at fair value in the financial statements on a recurring basis (at least annually). On October 1, 2008, we adopted the provisions of ASC 825, except as it applies to those nonfinancial assets and nonfinancial liabilities for which the effective date has been delayed by one year, which we adopted on October 1, 2009. The adoption of ASC 825 did not have a material effect on our financial position or results of operations. The book values of cash, accounts receivable inventory, accounts payable and notes payable approximate their respective fair values due to the short-term nature of these instruments. At June 30, 2010, the warrant liability was recorded under a level two assumption; see Note 4 for discussion of the valuation techniques used to measure the fair value of the warrant liability.

Concentration of Credit Risk and Customer Concentration

The Company generates revenues principally from sales of products in the medical field. As a result, the Company's trade accounts receivable are concentrated primarily in this industry. No customer concentrations noted as of June 30, 2010.

At June 30, 2010, the Company had cash balances of $63,000 in excess of federally insured limits.

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Per Share Information

Basic per share information is computed based upon the weighted average number of common shares outstanding during the period. Diluted per share information consists of the weighted average number of common shares outstanding, plus the dilutive effects of options and warrants calculated using the treasury stock method. In loss periods, dilutive common equivalent shares are excluded as the effect would be anti-dilutive. During the nine months ended June 30, 2010 and 2009, outstanding options of 47,000 and 25,000, respectively, were excluded from the diluted net loss per share as the effects would have been anti-dilutive.

Segment Information

The Company reports information about operating segments, as well as disclosures about products and services, geographic areas and major customers (see Note 7). Operating segments are defined as revenue-producing components of the enterprise, which are generally used internally for evaluating segment performance.

Recently Issued or Adopted Accounting Pronouncements

In April 2008 the FASB issued FASB Staff Position No. FAS 142-3, "Determination of the Useful Life of Intangible Assets" ("FSP 142-3"). This pronouncement amends the factors that should be considered in developing renewal or extension assumptions used to determine the useful life of a recognized intangible asset under Statement of Financial Accounting Standards No. 142, "Goodwill and Other Intangible Assets" ("FAS 142"). This pronouncement aims to improve the consistency between the useful life of a recognized intangible asset under FAS 142 and the period of expected cash flows used to measure the fair value of the asset under FAS 141(R). The provisions of FSP 142-3 were incorporated into the Codification within ASC Subtopic 350-30 "General Intangibles other than Goodwill" and are effective for fiscal years beginning after December 15, 2008. On October 1, 2009, the Company adopted the standard with no impact on its financial statements.

Effective October 1, 2009, the Company adopted the provisions of Emerging Issues Task Force 07-5, "Determining Whether an Instrument (or Embedded Feature) is Indexed to an Entity's Own Stock" ("EITF 07-5"), which has been codified into ASC 815. The guidance applies to any freestanding financial instruments or embedded features that have the characteristics of a derivative, as defined by SFAS No. 133, "Accounting for Derivative Instruments and Hedging Activities," (which was codified into ASC 815) and to any freestanding financial instruments that are potentially settled in an entity's own common stock. The guidance had an impact on the Company's financial statements and position due to certain warrants in which the exercise price resets upon certain events. See Note 4 for discussion.

In January 2010, the FASB amended authoritative guidance for improving disclosures about fair-value measurements. The updated guidance requires new disclosures about recurring or nonrecurring fair-value measurements including significant transfers into and out of Level 1 and Level 2 fair-value measurements and information on purchases, sales, issuances, and settlements on a gross basis in the reconciliation of Level 3 fair-value measurements. The guidance also clarified existing fair-value measurement disclosure guidance about the level of disaggregation, inputs, and valuation techniques. The guidance became effective for interim and annual reporting periods beginning on or after December 15, 2009, with an exception for the disclosures of purchases, sales, issuances and settlements on the roll-forward of activity in Level 3 fair-value measurements. Those disclosures will be effective for fiscal years beginning after December 15, 2010 and for interim periods within those fiscal years. The Company does not expect that the adoption of this guidance will have a material impact on the consolidated financial statements.

NOTE 2 - Composition of Certain Balance Sheet Captions

Inventories, net of reserves, consist of the following:

	June 30, 2010	September 30, 2009
Raw materials	$ 1,067,000	$ 848,000
Work-in-process	707,000	800,000
Finished goods	1,207,000	618,000
	$ 2,981,000	$ 2,266,000

For the six months ended June 30, 2010 and 2009, the aggregate net realizable value of demonstration and evaluation lasers did not comprise a material amount in inventories.

Other current assets consist of the following:

	June 30, 2010	September 30, 2009
Royalty receivable	$ 64,000	$ 93,000
Prepaid insurance	72,000	66,000
Other receivables	--	34,000
Prepaid other	42,000	20,000
Prepaid income tax	1,000	5,000
Prepaid Rent	2,000	--
Short-term deposits	8,000	8,000
Total other current assets	$ 189,000	$ 226,000

Property and equipment consist of the following:

	June 30, 2010	September 30, 2009
Furniture and equipment	$ 3,358,000	$ 3,354,000

Leasehold improvements	642,000	619,000
Other	244,000	244,000
	4,244,000	4,217,000
Less accumulated depreciation and amortization	(3,294,000)	(3,049,000)
Total property and equipment	$ 950,000	$ 1,168,000

Accrued expenses consist of the following:

	June 30, 2010	September 30, 2009
Accrued vacation	$ 185,000	$ 182,000
Accrued salaries and wages	87,000	62,000
Sales and use tax	71,000	75,000
Customer deposits	5,000	4,000
Accrued commissions	93,000	145,000
Accrued bonuses	31,000	--
Accrued payroll taxes	5,000	11,000
Accrued 401(k)	--	9,000
Other	11,000	9,000
Total accrued expenses	$ 488,000	$ 497,000

NOTE 3 - Notes Payable and Capital leases

Notes payable and capital leases consists of the following at June 30, 2010 and September 30, 2009:

	June 30, 2010
Capital lease agreement in connection with the purchasing of equipment bearing an effective interest rate of 8.69% per annum. The lease requires monthly payments of $3,147 through September 2012.	$ 45,000
Capital lease agreement in connection with the purchasing of equipment bearing an effective interest rate of 9.25% per annum. The lease requires monthly payments of $4,979 through January 2013.	133,000
Capital lease agreement in connection with the purchasing of ERP software bearing an effective interest rate of 9.23% per annum. The lease requires monthly payments of $526 through February 2013.	15,000
Capital lease agreement in connection with the purchasing of equipment bearing an effective interest rate of 8.82% per annum. The lease requires monthly payments of $2,403 through March 2012.	45,000
Capital lease agreement in connection with the purchasing of equipment bearing an effective interest rate of 8.66% per annum. The lease requires monthly payments of $2,386 through October 2010.	5,000
Capital lease agreement in connection with the purchasing of ERP software bearing an effective interest rate of 8.51% per annum. The lease requires monthly payments of $3,195 through April 2011.	28,000
Finance agreement issued in connection with the purchasing of certain insurance policies. The note bears interest at 6.5% per annum and require monthly	

principal and interest payments of $8,018 through March 2010.	--

Finance agreement issued in connection with the purchasing of certain insurance policies. The note bears interest at 4.7% per annum and require monthly principal and interest payments of $6,042 through January 2011.	42,000
	$ 313,000
Less: current portion	(190,000)
	$ 123,000

NOTE 4 - Outstanding Warrant Liability

Effective October 1, 2009 we adopted the provisions of EITF 07-5, "Determining Whether an Instrument (or Embedded Feature) is Indexed to an Entity's Own Stock" ("EITF 07-5"). EITF 07-5 applies to any freestanding financial instruments or embedded features that have the characteristics of a derivative, as defined by SFAS No. 133, "Accounting for Derivative Instruments and Hedging Activities," and to any freestanding financial instruments that are potentially settled in an entity's own common stock. Both standards were codified into ASC 815. As a result of adopting EITF 07-5, 212,000 of our issued and outstanding common stock purchase warrants previously treated as equity pursuant to the derivative treatment exemption were no longer afforded equity treatment. These warrants have an exercise price of $1.14 and expire in January 2012. As such, effective October 1, 2009 we reclassified the fair value of these common stock purchase warrants, which have exercise price reset features, from equity to liability status as if these warrants were treated as a derivative liability since their date of issue in January 2007. On October 1, 2009, we reclassified from additional paid-in capital, as a cumulative effect adjustment, $204,000 to beginning retained earnings and $35,000 to a long-term warrant liability to recognize the fair value of such warrants on such date. The fair value of these common stock purchase warrants declined to $4,000 as of June 30, 2010. As such, we recognized a gain of approximately $29,000 from the change in fair value of these warrants for the nine months ended June 30, 2010.

These common stock purchase warrants were initially issued in connection with our January 2007 issuance and sale of 2.65 million shares of common stock. The common stock purchase warrants were not issued with the intent of effectively hedging any future cash flow, fair value of any asset, liability or any net investment in a foreign operation. The warrants do not qualify for hedge accounting, and as such, all future changes in the fair value of these warrants will be recognized currently in earnings until such time as the warrants are exercised or expire. These common stock purchase warrants do not trade in an active securities market, and as such, we estimate the fair value of these warrants using the Black-Scholes option pricing model using the following assumptions:

	June 30, 2010	October 1, 2009
Annual dividend yield	--	--

Expected life (in years)	1.51	2.26
Risk free interest rate	0.61%	2.20%
Expected annual volatility	78.9%	103.0%

Expected volatility is based primarily on historical volatility. Historical volatility was computed using weekly pricing observations for recent periods that correspond to expected remaining life of the warrant. We believe this method produces an estimate that is representative of our expectations of future volatility over the expected term of these warrants. We currently have no reason to believe future volatility over the expected remaining life of these warrants is likely to differ materially from historical volatility. The expected life is based on the remaining term of the warrants. The risk-free interest rate is based on U.S. Treasury securities.

NOTE 5 - Commitments and Contingencies

Litigation

We are subject to various claims and actions that arise in the ordinary course of business. The litigation process is inherently uncertain, and it is possible that the resolution of any future litigation may adversely affect us.

The Company had no product liability lawsuits commenced against it during the nine months ended June 30, 2010. The Company has insurance to cover product liability claims. This insurance provides the Company with $5,000,000 of coverage for each occurrence with a general aggregate coverage of $5,000,000. Trimedyne's liability is limited to a maximum of $50,000 per occurrence unless the judgment against the Company exceeds the $5,000,000 insurance coverage. In such case, Trimedyne would be liable for any liability in excess of $5,000,000.

In February, 2008, the Company and six other laser manufacturers were sued in the District Court of Massachusetts by CardioFocus, Inc. ("CardioFocus"), alleging infringement of three of their now expired U.S. Patents, which limits their claim for royalties to six years prior to their date of expiration. The Company and two other laser companies joined in a petition to the U.S. Patent & Trademark Office ("USPTO") to re-examine these patents and declare them invalid. The other four defendants likewise individually requested a re-examination of these patents and a declaration of invalidity by the USPTO. One of Cardiofocus' patents was declared invalid and an aggregate of three claims of the other two patents were declared valid by the USPTO, which may or may not pertain to the type of laser and fiber-optic devices the Company manufactures.

The court issued a stay of the proceedings until October 14, 2009. On October 14, 2009, the defendants (including Trimedyne) sought to extend the stay of the proceedings until October 14, 2010, or until the USPTO's reexamination proceedings have concluded. In March 2010, the court refused to extend the stay and allowed the lawsuit to proceed. The lawsuit is currently in discovery and no amounts have been accrued as of June 30, 2010.

While the Company has commenced settlement negotiations with CardioFocus, there is no assurance any settlement can be reached on terms acceptable to the Company. The Company believes it has adequate defenses to this lawsuit and intends to defend itself vigorously and thus has not provided a provision for losses.

Guarantees and Indemnities

The Company has made certain indemnities and guarantees, under which it may be required to make payments to a guaranteed or indemnified party. The Company indemnifies its directors, officers, employees and agents to the maximum extent permitted under the laws of the State of California. In connection with its facility leases, the Company has indemnified its users of lasers for certain claims arising from the use of the lasers. The duration of the guarantees and indemnities varies, and in many cases is indefinite. These guarantees and indemnities do not provide for any limitation of the maximum potential future payments the Company could be obligated to make. Historically, the Company has not been obligated to make any payments for these obligations and no liabilities have been recorded for these indemnities and guarantees in the accompanying condensed consolidated balance sheet.

Risks and Uncertainties

The Centers for Medicare and Medicaid Services (CMS), the agency of the U.S. Government that administers the Medicare Program, does not reimburse for thermal intradiscal procedures to treat spinal discs including the use of the Company's pulsed Holmium Lasers. Since most people suffering from a herniated or ruptured spinal disc are below Medicare age, we do not believe CMS's decision will have an adverse impact on our business.

NOTE 6 - Other Income

During the three month period ended June 30, 2010 and 2009, the Company recorded $64,000 and $80,000, respectively, in royalties in connection with the terms of a settlement agreement. During the nine month period ended June 30, 2010 and 2009 the Company recorded $205,000 and $202,000, respectively, in royalties in connection with the terms of the same settlement agreement. These royalties are included in other income in the accompanying condensed consolidated financial statements.

NOTE 7 - Segment Information

The Company's segments consist of individual companies managed separately with each manager reporting to the Chief Executive Officer. Revenues, and operating or segment profit, are reflected net of inter-segment sales and profits. Segment profit is comprised of net sales less operating expenses. Other income and expense and income taxes are not allocated and reported by segment since they are excluded from the measure of segment performance reviewed by management.

Data with respect to these operating activities for the three and six months ended June 30, 2010 and 2009 are as follows:

	For the Three Months Ended June 30, 2010 (Unaudited)			For the Thre
	Products	Service and Rental	Total	Products
Net revenues	$ 766,000	$ 749,000	$ 1,515,000	$ 1,364,000
Cost of revenues	398,000	373,000	771,000	858,000

Gross profit	368,000	376,000	744,000	506,000
Operating expenses:				
Selling, general and administrative	453,000	175,000	628,000	501,000
Research and development	254,000	--	254,000	317,000
Income (loss) from operations	$ (339,000)	$ 201,000	(138,000)	$ (312,000
Other:				
Interest income			--	
Interest expense			(9,000)	
Loss on disposal of equipment			(2,000)	
Royalty income			64,000	
Gain in fair market value of warrant liability			24,000	
Settlements and recoveries			2,000	
Income taxes			(3,000)	
Net loss			$ (62,000)	

	For the Nine Months Ended June 30, 2010 (Unaudited)			For the Nine M
	Products	Service and Rental	Total	Products
Net revenues	$ 2,784,000	$ 2,112,000	$ 4,896,000	$ 3,386,000
Cost of revenues	1,826,000	1,147,000	2,973,000	2,228,000
Gross profit	958,000	965,000	1,923,000	1,158,000
Expenses:				
Selling, general and administrative	1,407,000	509,000	1,916,000	1,585,000
Research and development	875,000	--	875,000	931,000
Income (loss) from operations	$(1,324,000)	$ 456,000	(868,000)	$(1,358,000
Other:				
Interest income			1,000	
Interest expense			(26,000)	
Gain (loss) on disposal of equipment			(2,000)	
Royalty income			205,000	
Settlements and recoveries			2,000	
Gain in fair market value long-term warrant liability			31,000	
Income taxes			(12,000)	
Net loss			$ (669,000)	

Sales and gross profit to customers by similar products and services for the three and nine months ended June 30, 2010 and 2009 were as follows:

	For the three months ended June 30, (Unaudited)		For the nine mo (Un
	2010	2009	2010
By similar products and services:			
Revenues:			
Products:			
Laser equipment and accessories	$ 105,000	$ 467,000	$ 618,000
Delivery and disposable devices	661,000	897,000	2,166,000
Service and rental	749,000	704,000	2,112,000
	1,515,000	$ 2,068,000	$ 4,896,000
Gross profit			
Products:			
Laser equipment and accessories	$ 2,000	$ 147,000	$ 35,000
Delivery and disposable devices	366,000	359,000	923,000
Service and rental	376,000	312,000	965,000
Total	$ 744,000	$ 818,000	$ 1,923,000

Sales in foreign countries for the quarters ended June 30, 2010 and June 30, 2009 accounted for approximately 8% and 29% of the Company's total sales, respectively. Sales in foreign countries for the nine months ended June 30, 2010 and June 30, 2009 accounted for approximately 17% and 26% of the Company's total sales, respectively. The breakdown by geographic region is as follows:

	Three months ended June 30, 2010	Three months ended June 30, 2009	Nine months ended June 30, 2010	Nine months ended June 30, 2009
Asia	$ 58,000	$ 327,000	$ 526,000	$ 873,000
Europe	30,000	235,000	138,000	335,000
Latin America	14,000	15,000	54,000	19,000
Middle East	1,000	2,000	5,000	3,000
Australia	16,000	18,000	119,000	127,000
Other	--	1,000	2,000	1,000
	$ 119,000	$ 598,000	$ 844,000	$ 1,358,000

With the exception of one 80 watt laser located in Canada, all the Company's remaining long-lived assets were located in the United States at June 30, 2010. All long-lived assets were located in the United States at June 30, 2009. Total segment assets for the Products segment were $4,236,000 and Service and Rental were $1,623,000 at June 30, 2010. Total segment assets differ from total assets on a consolidated basis as a result of unallocated corporate assets primarily comprised of immaterial amounts of property and equipment, etc.

The Company evaluated subsequent events through the issuance date of the financial statements, August 22, 2010, and has disclosed the events identified within this filing.

NOTE 8 - Related Party Transactions

As of June 30, 2010, the Company has a receivable of $11,000 in connection with services performed for Cardiomedics, Inc., of which the Company's Chairman is Chairman and a controlling shareholder.

NOTE 9 - Subsequent Events

On August 20, 2010, the Company sold to Marvin P. Loeb, the Company's Chairman and CEO, $500,000 of 6% Senior Secured Convertible Notes ("the Notes"), which are secured by all of the assets of the Company, and are redeemable by the holder on written notice to the Company, to pay the Company's ongoing expenses and the Company's intended legal action against Lumenis not covered by a contingent fee agreement (see "Liquidity and Capital" in "Management Discussion and Analysis"). The Company intends to file a Form 8(K) to disclose the details of the Company's intended legal action against Lumenis and the aforesaid purchase of Notes.

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ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

FORWARD-LOOKING STATEMENTS

This information should be read in conjunction with the condensed consolidated financial statements and notes thereto included in Item 1 of Part I of this Quarterly Report and the audited consolidated financial statements and notes thereto and Management's Discussion and Analysis of Financial Condition and Results of Operations for the year ended September 30, 2009 contained in our 2009 Annual Report on Form 10-K.

The statements contained in this Quarterly Report on Form 10-Q that are not historical facts may contain forward-looking statements that involve a number of known and unknown risks and uncertainties that could cause actual results to differ materially from those discussed or anticipated by management. Potential risks and uncertainties include, among other factors, general business conditions, government regulations governing medical device approvals and manufacturing practices, competitive market conditions, success of the Company's business strategy, delay of orders, changes in the mix of products sold, availability of suppliers, concentration of sales in markets and to certain customers, changes in manufacturing efficiencies, development and introduction of new products, fluctuations in margins, timing of significant orders, and other risks and uncertainties currently unknown to management. We do not undertake any duty to update forward-looking statements after the date they are made or to conform them to actual results or to changes in circumstances or expectations.

OVERVIEW

Trimedyne, Inc. (the "Company", "we", "our" or "us") is engaged in the development, manufacturing and marketing of 80 and 30 watt Holmium "cold" pulsed lasers ("Lasers") and a variety of disposable and reusable, fiber optic laser energy delivery devices ("Fibers", "Needles" and "Tips") for use in a broad array of medical applications.

Our Lasers, Fibers, Needles and Tips have been cleared for sale by the U.S. Food and Drug Administration for use in orthopedics, urology, ear, nose and throat

surgery, gynecology, gastrointestinal surgery, general surgery and other medical specialties. Many of the medical procedures in which our Lasers, Fibers, Needles and Tips are used are being reimbursed by Medicare and many insurance companies and health plans.

Our 100% owned subsidiary, Mobile Surgical Technologies, Inc. ("MST"), is engaged in the rental of lasers, along with the services of a trained operator and, if requested, the provision of applicable Fibers, Needles or Tips, on a "fee per case" basis to hospitals, surgery centers, group practices and individual physicians in Texas and nearby areas.

The principal market for our Lasers and Side Firing Needles is presently in orthopedics to treat herniated (bulging) and ruptured lumbar, thoracic and cervical discs in the spine, two of the four major causes of lower back, neck and leg pain, typically on an outpatient basis. Our Lasers and Tips are also used in orthopedics to treat damage in joints, such as the knee, shoulder, elbow, hip, ankle and wrist, in outpatient, arthroscopic procedures.

The Company's Lasers and Fibers are also used in Urology to fragment stones in the Kidney, ureter or bladder. The Company's new VaporMAX(R) Side Firing Optical Fiber device is also used to vaporize a portion of the male prostate to treat benign prostate hyperplasia of "BPH", commonly referred to as an "enlarged prostate."

On August 1, 2010, Wade B. Hampton joined the Company, as Director of U.S. Sales, and Baron Minor Group, Inc. ("BMG") of which Mr. Hampton is a principal, entered into a Sales Manager Agreement with the Company to market the Company's lasers and fiber-optic devices on a commission basis through its 15 laser sales representatives in the U.S., many of whom are former employees of Lumenis. Mr. Hampton previously served as a Senior Vice President of Accuray, Inc. and Lumenis, Ltd.

CRITICAL ACCOUNTING POLICIES

Revenue Recognition

We prepare our consolidated financial statements in accordance with accounting principles generally accepted in the United States of America. The preparation of these financial statements require the use of estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Our management periodically evaluates the estimates and judgments made. Management bases its estimates and judgments on historical experience and on various factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates as a result of different assumptions or conditions.

The methods, estimates, and judgment we use in applying our most critical accounting policies have a significant impact on the results we report in our financial statements. The SEC has defined "critical accounting policies" as those accounting policies that are most important to the portrayal of our financial condition and results, and require us to make our most difficult and subjective judgments, often as a result of the need to make estimates of matters that are inherently uncertain. Based upon this definition, our most critical estimates relate to the fair value of warrant liabilities. We also have other

key accounting estimates and policies, but we believe that these other policies either do not generally require us to make estimates and judgments that are as difficult or as subjective, or it is less likely that they would have a material impact on our reported results of operations for a given period. For additional information see Note 2, "Summary of Significant Accounting Policies" in the notes to our reviewed financial statements appearing elsewhere in this quarterly report and our annual audited financial statements appearing on Form 10-K. Although we believe that our estimates and assumptions are reasonable, they are based upon information presently available, and actual results may differ significantly from these estimates.

RESULTS OF OPERATIONS

Method of Presentation

The unaudited condensed consolidated financial statements include the accounts of Trimedyne, Inc., MST and its 90% owned subsidiary, Cardiodyne.

Quarter Ended June 30, 2010 Compared to Quarter ended June 30, 2009

During the quarter ended June 30, 2010, net revenues were $1,515,000 as compared to $2,068,000 for the same period of the previous year, a $553,000 or 27% decrease largely due to the current worldwide recession that is impacting sales of medical products used in elective procedures. Net sales from lasers and accessories decreased by $362,000 or 78% to $105,000 during the three months ended June 30, 2010 from $467,000 in the same period of the prior year. Net sales from delivery and disposable devices decreased by $236,000 or 26% to $661,000 during the three months ended June 30, 2010 from $897,000 in the same period of the prior year. Export sales decreased by $479,000 or 80% to $119,000 from $598,000 for the same quarter of the prior year. The decreases in export sales was primarily due to a decrease in laser sales to the international market primarily for use in spine procedures. Net sales from service and rental increased by $45,000 or 6% to $749,000 from $704,000 for the same quarters. This increase was primarily due to an increase in case revenues from MST as a result of the addition of sales personnel and the continued expansion of its service business.

Cost of sales during the quarter ended June 30, 2010 was $771,000 or 51% of net revenues as compared to $1,250,000 or 60% the prior year quarter. The reduction in cost of sales as a percentage of net revenues was primarily the result of reductions in manufacturing staff and the reduction of overhead resulting from the favorable renegotiation of the lease related to our facility. Gross profit from the sale of lasers and accessories was 2% as compared to 31% for the prior year three-month period. The decrease in gross profit for lasers and accessories was primarily the result of a volumizing difference due to a lower production of units created by the 78% decrease in sales during the current year quarter as compared to the prior year quarter. Gross profit from the sale of delivery and disposable devices was 55% as compared to 40% for the prior year three-month period. This was primarily the result of the reduction in manufacturing staff and the reduction of overhead resulting from the favorable renegotiation of the lease related to our facility. Gross profit from revenue received from service and rentals was 50% as compared to 44% for the prior year three-month period. The higher gross profit for the current nine-month period was primarily attributable to a lower cost of sales for our subsidiary, MST, which was the result of decreased repairs to MST's laser fleet combined with higher margins received from increases in procedures which have a higher bill rate.

Selling, general and administrative expenses decreased in the current quarter to $628,000 from $653,000 in the prior year quarter, a decrease of $25,000 or 4%. The decrease in selling, general and administrative expenses during the current three-month period was primarily due to decreases of $37,000 in commission expense, which was the result of an decrease in commissionable revenues,

insurance expense of $30,000, administrative expenses of $16,000, $10,000 in bad debt expense, offset by increases of $15,000 of marketing and sales expense, $11,000 in bonus expense earned from the increase in business from MST, audit and tax expense of $7,000, legal expense of $5,000 and approximately $29,00 in allocated expenses.

Research and development expenditures for the quarter ended June 30, 2010 decreased $63,000 or 20% to $254,000 as compared to $317,000 in the quarter ended June 30, 2009. This decrease was primarily the result of staff reductions.

Other income, net, increased by $5,000 or 7% to $79,000 in the quarter ended June 30, 2010 from $74,000 in the same quarter of the prior year. The increase in other income was primarily the result of gain of $24,000 from the fair market value of warrant liability offset set by a reduction in royalty income of $20,000.

For the current quarter, the Company had a net loss of $62,000 or $0.00 per share, based on 18,365,960 basic weighted average number of common shares outstanding, as compared to a net loss of $82,000 or $0.00 per share, based on 18,365,960 basic weighted average number of common shares outstanding in the same quarter of the previous year.

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Nine Months Ended June 30, 2010 Compared to Nine Months Ended June 30, 2009

During the nine months ended June 30, 2010, net revenues were $4,896,000 as compared to $5,310,000 for the same period of the previous year, a $414,000 or 8% decrease. Net revenues from lasers and accessories decreased by $489,000 or 44% to $618,000 during the nine months ended June 30, 2010 from $1,107,000 in the same period of the prior year. Net revenues from delivery and disposable devices decreased by $113,000 or 5% to $2,166,000 during the nine months ended June 30, 2010 from $2,279,000 for the same period of the prior year. During the nine months ended June 30, 2010 export sales decreased by $516,000 or 38% to $842,000 as compared to $1,358,000 in the same period of the prior year. The decreases in export sales was primarily due to a decrease in laser sales to the international market primarily for use in spine procedures. Net sales from service and rental increased by $188,000 or 10% to $2,112,000 from $1,924,000 for the same quarters in the prior year. This increase was primarily due to an increase in case revenues from MST as a result of the addition of sales personnel and the expansion of its service business.

Cost of sales during the nine months ended June 30, 2010 was $2,973,000 or 61% of net revenues as compared to $3,400,000 or 64% for the same period of the prior year. The reduction in cost of sales as a percentage of net revenues was primarily the result of reductions in manufacturing staff and the reduction of overhead resulting from the favorable renegotiation of the lease related to our facility. Gross profit from the sale of lasers and accessories was 6% as compared to 23% for the prior year nine-month period. The decrease in gross profit for lasers and accessories was primarily the result of a volumizing difference due to a lower production of units created by the 44% decrease in sales during the current nine-month period as compared to the prior nine-month period. Gross profit from the sale of delivery and disposable devices was 43% as compared to 40% for the prior year nine-month period. The increase in gross profit was primarily the result of reductions in manufacturing staff and the reduction of overhead resulting from the favorable renegotiation of the lease related to our facility. Gross profit from revenue received from service and rentals was 46% as compared to 39% for the prior year nine-month period. The higher gross profit for the current nine-month period was primarily attributable

to a lower cost of sales for our subsidiary, MST, which was the result of decreased repairs to MST's laser fleet combined with higher margins received from increases in procedures which have a higher bill rate.

For the nine months ended June 30, 2010, selling, general and administrative expenses totaled $1,916,000 as compared to $2,042,000 for the same period of the previous year, a $126,000 or 6% decrease. The decrease in selling, general and administration expense was primarily due to decreases in commissions expense of $117,000, which was the result of a decrease in commissionable revenues, insurance expense of $48,000, administrative outside services of $35,000 accounting and audit expense of $19,000, and bad debt of $17,000, offset by increases in marketing and sales expense of $54,000, bonus expense of $29,000 earned from the increase in business from MST, payroll related expenses of $12,000 for MST, and $9,000 in other administrative expenses.

During the nine months ended June 30, 2010, research and development expenses decreased to $875,000 from $931,000 in the prior year nine-month period, a decrease of $56,000 or 6%.

Other income increased by $12,000 or 6% to $211,000 in the current nine-month period from $199,000 in the previous nine-month period of fiscal 2009. During the nine months ended June 30, 2010, royalty income increased $3,000 to $205,000 or 1% as compared to $202,000 in the prior year nine-month period. Interest income decreased $10,000 or 91% to $1,000 as compared to $11,000 during the same prior year period due to lower bank interest rates combined with a lower cash balance in interest bearing accounts. Interest expense decreased by $10,000 to $26,000 or 28% during the current nine-month period as compared to $36,000 during the same period during the prior year. The reduction in interest expense was the result of the reduction of principal due to payments on capital leases and equipment loans.

For the nine months ended June 30, 2010, the Company had net loss of $669,000 or $0.04 per share, based on 18,365,960 basic weighted average number of common shares outstanding, as compared to a net loss of $872,000, or $0.05 per share, based on 18,365,960 basic weighted average number of common shares outstanding in the same period of the previous year, resulting from the above mentioned factors.

Liquidity and Capital

At June 30, 2010, the Company had working capital of $3,182,000 compared to $3,772,000 at the end of the fiscal year ended September 30, 2009. Cash decreased by $1,215,000 to $406,000 from $1,621,000 at the fiscal year ended September 30, 2009. During the nine month period ended June 30, 2010, net cash used in operating activities was $997,000. In the quarter ended June 30, 2010, although the net loss for this period was $62,000, net cash used in operating activities was $353,000. For the nine month period ending June 30, 2010, net cash used in investing activities was $30,000 for the purchase of equipment and net cash used in financing activities was $188,000, which was the result of payments on debt incurred for the servicing of loans for equipment and certain insurance policies.

The Company's working capital has declined and it has incurred losses during the past four years from operations and the development of its new side firing optical fiber device for use with Holmium Lasers for the treatment of enlarged prostates in men and to treat herniated or ruptured discs, both customarily in

outpatient procedures. There can be no assurance that the Company will be able to maintain or achieve sales growth to offset these losses, or that the Company will again become profitable.

Lumenis is one of the world's largest manufacturers of medical lasers with annual sales of approximately $250 million. Lumenis markets certain of its products through Boston Scientific Corporation in the United States and Japan and through Lumenis' direct sales force and distributors in other countries.

The Company has spent a significant amount of money to complete the development of its new, reliable, durable and fast-vaporizing side firing optical fiber device, primarily for sale to Lumenis under the above Agreements. As of the date of this report, however, Lumenis has not fulfilled certain of its promises and obligations under its Settlement Agreements with the Company and has not completed certain of the requirements called for under the OEM Agreement with the Company necessary to the Company's commencing sales of its devices to Lumenis, including the testing of 30 of the Company's devices and reporting the results to the Company within the proscribed time period, and Lumenis has not commenced its audit of the Company's quality system.

Since November 2009, the Company has been negotiating an extention of its OEM Agreement with Lumenis and, since June 2010, an amicable settlement of its dispute with Lumenis, which to date has not been successful. The Company has spent a significant amount of money to complete the development of its new reliable, durable and fast-vaporizing side firing optical fiber device, primarily for sale to Lumenis under the above Agreements. As of the date of this report, however, Lumenis has not completed certain of the requirements called for under the OEM Agreement necessary to the Company's commencing sales of its devices to Lumenis, including the testing of 30 of the Company's devices and reporting the results to the Company within the proscribed time period, and Lumenis has not commenced its audit of the Company's quality system.

On August 20, 2010, the Company sold to Marvin P. Loeb, the Company's Chairman and CEO, $500,000 of 6% Senior Secured Convertible Notes ("the Notes") which are secured by all of the assets of the Company, and are redeemable by the holder on written notice to the Company, to pay the Company's ongoing expenses and, if an amicable settlement with Lumenis is not promptly reached, to fund those costs of the Company's intended legal action against Lumenis which are not covered by a contingent fee agreement. Up to $200,000 of the proceeds of the Notes will be used for operations and the balance will be used for such legal expenses, if the Company is unable to settle its claims against Lumenis. The Company intends to file a Form 8(K) to disclose the details of the Company's intended legal action against Lumenis and the aforesaid purchase of Notes.

The Company has taken various steps to reduce its costs through a significant reduction in personnel positions and overhead costs and the Company's Chairman deferring all of his salary and the Company's President deferring 15% of his salary.

The Company renegotiated its lease on its facility in Lake Forest, California and signed a new lease agreement which will result in a savings of over $111,000 in rent expense through the next twelve months. The Company plans to raise additional capital through the sale of notes, debentures, equity capital or other Company assets. There is no assurances that these efforts will be successful.

Based on its current cash flow projections, the Company expects its existing resources will be sufficient to fund operations through December 31, 2010. The accompanying financial statements have been prepared assuming the Company will continue as a going concern. However, management is unsure if the Company's liquidity and anticipated revenues will be sufficient to meet its obligations as they become due for the next 12 months from the balance sheet date. This raises

substantial doubt about the Company's ability to continue as a going concern.

OFF BALANCE SHEET ARRANGEMENTS

None.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK. N/A

ITEM 4. CONTROLS AND PROCEDURES

Disclosure Controls and Procedures. Our management has evaluated, under the supervision and with the participation of our chief executive officer and principal financial officer, the effectiveness of our disclosure controls and procedures as of the end of the period covered by this report pursuant to Rule 13a-15(b) under the Securities Exchange Act of 1934 (the "Exchange Act"). Based on that evaluation, our chief executive officer and principal financial officer have concluded that, as of the end of the period covered by this report, our disclosure controls and procedures are effective in ensuring that information required to be disclosed in our Exchange Act reports is (1) recorded, processed, summarized and reported in a timely manner, and (2) accumulated and communicated to our management, including our chief executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosure.

Changes in Internal Control Over Financial Reporting. There have been no changes in our internal control over financial reporting that occurred during the period covered by this report that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II Other Information

ITEM 1. Legal Proceedings

In February, 2008, the Company and six other laser manufacturers were sued in the District Court of Massachusetts by CardioFocus, Inc.("CardioFocus"), alleging infringement of three of their now expired U.S. Patents, which limits their claim for royalties to six years prior to their date of expiration. The Company and two other laser companies joined in a petition to the U.S. Patent & Trademark Office ("USPTO") to re-examine these patents and declare them invalid. The other four defendants likewise individually requested a re-examination of these patents and a declaration of invalidity by the USPTO. One of Cardiofocus' patents was declared invalid and an aggregate of three claims of the other two patents were declared valid by the USPTO, which may or may not pertain to the type of laser and fiber-optic devices the Company manufactures.

The court issued a stay of the proceedings until October 14, 2009. On October 14, 2009, the defendants (including Trimedyne) sought to extend the stay of the proceedings until October 14, 2010, or until the USPTO's reexamination proceedings have concluded. In March 2010, the court refused to extend the stay and allowed the lawsuit to proceed.

While the Company has commenced negotiations with CardioFocus, there is no assurance any settlement can be reached on terms acceptable to the Company. The Company believes it has adequate defenses to this lawsuit and intends to defend itself vigorously and thus has not provided a provision for losses.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

None

Item 3. Defaults Upon Senior Securities

None

Item 4. [Removed and Reserved]

Item 5. Other Information

None

Item 6. Exhibits

(a) Exhibits

- 31.1 Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for Marvin P. Loeb
- 31.2 Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for Jeffrey S. Rudner
- 32.1 Chief Executive Officer Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
- 32.2 Principal Financial Officer Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

SIGNATURE PAGE

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 hereunto duly authorized.

TRIMEDYNE, INC.

Date: August 23, 2010

/s/ Marvin P. Loeb

Marvin P. Loeb
Chairman and
Chief Executive Officer

Date: August 23, 2010

/s/ Jeffrey S. Rudner

Jeffrey S. Rudner
Principal Financial Officer