

ALPHA PRO TECH LTD
Form 10-K/A
May 09, 2008

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 10549

FORM 10-K/A

(Mark One)

**ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 2007

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

Commission file number: 01-15725

ALPHA PRO TECH, LTD.

(exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

63-1009183
(I.R.S. Employer Identification No.)

60 Centurian Drive, Suite 112,
Markham, Ontario
Address of principal offices

L3R 9R2
Zip Code

Registrant's telephone number including area code: **905-479-0654**

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

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Common Shares Par Value \$.01 Per Share

(Title of Class)

Indicate by check mark whether the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.
Yes No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act Yes No

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

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 or Regulation S-K (Sec. 229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. 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
(Do not check if a smaller reporting company)

Smaller reporting company

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2). Yes No

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

The aggregate market value of the voting stock held by non-affiliates of the registrant as of March 17, 2008 was \$27,355,309 based on the average bid and asked price on that date. The number of registrant's Common Shares outstanding as of March 17, 2008 was 25,164,653.

Documents incorporated by reference and the Part of the Form 10-K into which the document is incorporated are as follows: Registrant's definitive proxy statement for its Annual Meeting of Stockholders, to be held on June 9, 2008, which will be filed with the Securities and

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Exchange Commission on or before April 30, 2008 (incorporated by reference under Part III).

Explanatory Note

This Amendment No. 1 on Form 10-K/A(the amended Form 10-K) amends Alpha Pro Tech, Ltd. Annual Report on Form 10-K for the fiscal year ended December 31, 2004⁷ that was filed with the Securities and Exchange Commission on March 20, 2008 (the original Form 10-K). this amended Form 10-K is being filed solely to revise the year date under Part IV signatures and exhibits. Said report inadvertently failed to indicate the correct year of 2008, on the signatures, exhibit 31.1, 31.2, 32.1 and 32.2 Certification Under Exchange Act Rules 13a 14(b) and 15d 14(b).

For the convenience for the reader, this amended Form 10-K included the revised signatures , exhibit 31.1, 31.2, 32.1 and 32.2 Certification Under Exchange Act Rules 13a 14(b) and 15d 14(b) pages. This amended Form 10-K is not intended to, nor does it, reflect events occurring after the filing of the original Form 10-K, and does not modify or update the disclosures therein in any way other than as required to reflect the changes described above.

SIGNATURES

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

ALPHA PRO TECH, LTD.

DATE: **March 20, 2008**

BY: **/s/ Sheldon Hoffman**

Sheldon Hoffman
Chief Executive Officer and Director

DATE: **March 20, 2008**

BY: **/s/ Lloyd Hoffman**

Lloyd Hoffman
Chief Financial Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities indicated on March 20, 2007.

/s/ David B. Anderson
David B. Anderson, Director

/s/ Sheldon Hoffman
Sheldon Hoffman, Director

/s/ Robert H. Isaly
Robert H. Isaly, Director

/s/ Russ Manock
Russ Manock, Director

/s/ Alexander W. Millar
Alexander W. Millar, Director

/s/ Danny Montgomery
Danny Montgomery, Director

/s/ Dr. John Ritota
Dr. John Ritota, Director

