

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

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

Date of report (Date of earliest event reported): October 29, 2009

Wayside Technology Group, Inc.

(Exact name of Registrant as specified in its charter)

Delaware

(State of Other Jurisdiction  
of Incorporation)

000-26408

(Commission  
File Number)

13-3136104

(IRS Employer  
Identification No.)

1157 Shrewsbury Avenue, Shrewsbury, New Jersey

(Address of Principal Executive Offices)

07702

(Zip Code)

Registrant's telephone number, including area code: (732) 389-8950

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02. Results of Operations and Financial Condition.**

On October 29, 2009, Wayside Technology Group, Inc. issued a press release announcing its financial results for the quarter ended September 30, 2009. A copy of this press release is furnished as Exhibit 99.1 to this report.

In accordance with General Instruction B.2. of Form 8-K, the information in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

99.1 Press Release dated October 29, 2009

**SIGNATURE**

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.

Wayside Technology Group, Inc.

Dated: October 29, 2009

By: /s/ Simon F. Nynens  
Simon F. Nynens  
President and Chief Executive Officer



**Company Contact:**  
**Kevin Scull**  
**Wayside Technology Group, Inc.**  
**Vice President and Chief Accounting Officer**  
**(732) 389-0932**  
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**WAYSIDE TECHNOLOGY GROUP, INC. REPORTS 2009 THIRD QUARTER RESULTS AND DECLARES QUARTERLY DIVIDEND**

**SHREWSBURY, NJ, October 29, 2009** – Wayside Technology Group, Inc. (NASDAQ: WSTG) today reported financial results for the third quarter ended September 30, 2009. The results will be discussed in a conference call to be held on Friday, October 30, 2009 at 10:00 AM Eastern time. The dial-in telephone number is (866) 238-0637 and the pass code is "WSTG".

This conference call will be available via live webcast – in listen-mode only – at [www.earnings.com](http://www.earnings.com). A replay will be available on the company's website at [www.waysidetechology.com](http://www.waysidetechology.com).

Net income for the third quarter of 2009 amounted to \$598,000 or 1.7% of net sales as compared to \$811,000 or 1.8% for the same period in 2008.

Cash and marketable securities amount to \$14.1 million, representing 57% of equity as of September 30, 2009. The company has no debt.

Total net sales for the third quarter of 2009 amounted to \$35.3 million, compared to \$45.4 million for the same period in 2008. Sales for the third quarter of 2009 for the Lifeboat segment were \$23.8 million compared to \$30.1 million in the third quarter of 2008. Excluding VMware, Lifeboat's sales increased by \$1.9 million, or 9% compared to the third quarter of 2008. Sales for the third quarter of 2009 for the Programmer's Paradise segment were \$11.5 million, compared to \$15.3 million in the third quarter of 2008.

Total gross profit for the third quarter of 2009 amounted to \$3.7 million, compared to \$4.3 million for the same period in 2008. Gross profit for the third quarter of 2009 for the Lifeboat segment was \$2.3 million, compared to \$2.6 million in the third quarter of 2008. Gross profit for the third quarter of 2009 for the Programmer's Paradise segment was \$1.4 million, compared to \$1.6 million in the third quarter of 2008. Gross profit dollars decreased in both segments primarily due to the lower sales volume.

Total gross profit, as a percentage of net sales, for the quarter ending September 30, 2009, was 10.5%, compared to 9.4% in the third quarter of 2008.

"I'm pleased with our solid third quarter results," said Simon F. Nynens, Chairman and Chief Executive Officer. "We performed well in a continued tough economic climate. We strengthened our position in the software distribution market and continued to sign on new vendors. We also maintained our focus on costs, which allowed us to drive a solid earnings performance."

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Total selling, general, and administrative ("SG&A") expenses for the third quarter of 2009 were \$2.7 million compared to \$3.0 million in the third quarter of 2008.

On October 27, 2009, the Board of Directors declared a quarterly dividend of \$.15 per share of its common stock payable November 20, 2009 to shareholders of record on November 13, 2009.

**About Wayside Technology Group, Inc.**

Wayside Technology Group, Inc. (NASDAQ: WSTG) was founded in 1982 and is a unified and integrated technology company providing products and solutions for corporate resellers, VARs, and developers, as well as business, government and educational entities. The company offers technology products from software publishers and manufacturers such as Microsoft, CA, IBM, VMware, Quest Software, DataCore, Embarcadero Technologies, SAP BusinessObjects, Intel, Compuware, Infragistics, SolarWinds, Flexera Software (publishers of InstallShield), and Adobe.

Additional information can be found by visiting [www.waysidetechnology.com](http://www.waysidetechnology.com).

*The statements in this release concerning the Company's future prospects are forward-looking statements that involve certain risks and uncertainties. Such risks and uncertainties could cause actual results to differ materially from those indicated by such forward-looking statements, and include, without limitation, the continued acceptance of the Company's distribution channel by vendors and customers, the timely availability and acceptance of new products, product mix, market conditions, contribution of key vendor relationships and support programs, as well as factors that affect the software industry in general and other factors. The forward-looking statements contained herein are also subject generally to other risks and uncertainties that are described from time to time in our filings with the Securities and Exchange Commission. Except as otherwise required by law, the Company undertakes no obligation to update or revise these forward-looking statements.*

–Tables Follow –

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**WAYSIDE TECHNOLOGY GROUP, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(In thousands, except share and per share amounts)

	September 30, 2009 (Unaudited)	December 31, 2008
<b>ASSETS</b>		
Current assets		
Cash and cash equivalents	\$ 6,223	\$ 9,349
Marketable securities	7,839	9,367
Accounts receivable, net	22,430	16,940
Inventory - finished goods	1,147	1,058
Prepaid expenses and other current assets	652	776
Deferred income taxes	651	712
<b>Total current assets</b>	<b>38,942</b>	<b>38,202</b>
Equipment and leasehold improvements, net	504	549
Accounts Receivable Long-Term	5,762	7,860
Other assets	40	66
Deferred income taxes	511	808
<b>Total assets</b>	<b>\$ 45,759</b>	<b>\$ 47,485</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current liabilities		
Accounts payable and accrued expenses	\$ 21,225	\$ 23,396
<b>Total current liabilities</b>	<b>21,225</b>	<b>23,396</b>
Other liabilities	78	205
<b>Total liabilities</b>	<b>21,303</b>	<b>23,601</b>
Commitments and contingencies		
Stockholders' equity		
Common stock, \$.01 par value; 10,000,000 shares authorized, 5,284,500 shares issued, and 4,767,818 and 4,643,662 shares outstanding, respectively	53	53
Additional paid-in capital	24,600	26,636
Treasury stock, at cost, 516,682 shares and 640,838 shares, respectively	(2,959)	(3,383)
Retained earnings	2,534	567
Accumulated other comprehensive income	228	11
<b>Total stockholders' equity</b>	<b>24,456</b>	<b>23,884</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 45,759</b>	<b>\$ 47,485</b>

**WAYSIDE TECHNOLOGY GROUP, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF EARNINGS AND COMPREHENSIVE INCOME**  
(Unaudited)  
(In thousands, except per share data)

	Nine months ended September 30,		Three months ended September 30,	
	2009	2008	2009	2008
Net Sales	\$ 104,092	\$ 133,994	\$ 35,310	\$ 45,392
Cost of sales	92,850	121,698	31,616	41,139
Gross profit	11,242	12,296	3,694	4,253
Selling, general and administrative expenses	8,303	9,059	2,741	3,043
Income from operations	2,939	3,237	953	1,210
Interest income, net	403	549	128	173
Realized foreign exchange gain (loss)	(1)	6	-	(1)
Income before income tax provision	3,341	3,792	1,081	1,382
Provision for income taxes	1,374	1,529	483	571
Net income	<u>\$ 1,967</u>	<u>\$ 2,263</u>	<u>\$ 598</u>	<u>\$ 811</u>
Net income per common share - Basic	<u>\$ 0.45</u>	<u>\$ 0.51</u>	<u>\$ 0.14</u>	<u>\$ 0.18</u>
Net income per common share - Diluted	<u>\$ 0.44</u>	<u>\$ 0.50</u>	<u>\$ 0.13</u>	<u>\$ 0.18</u>
Weighted average common shares outstanding - Basic	<u>4,400</u>	<u>4,422</u>	<u>4,415</u>	<u>4,408</u>
Weighted average common shares outstanding - Diluted	<u>4,427</u>	<u>4,491</u>	<u>4,444</u>	<u>4,438</u>