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

FORM 10-Q

(Mark one)

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

For the quarterly period ended June 30, 2024 or

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

For the transition period from ______to ______

Commission File Number**: 0-10235**

GENTEX CORPORATION

(Exact name of registrant as specified in its charter)

Michigan	**38-2030505**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
600 N. Centennial **Zeeland** **Michigan**	**49464**
(Address of principal executive offices)	(Zip Code)

(616) 772-1800
(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value $0.06 per share	GNTX	NASDAQ Global Select Market

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

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

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

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

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

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

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE PRECEDING FIVE YEARS:

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 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. Yes: ☐ No: ☐

APPLICABLE ONLY TO CORPORATE ISSUERS:
Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class	Shares Outstanding, July 26, 2024
Common Stock, $.06 Par Value	230,217,225

GENTEX CORPORATION AND SUBSIDIARIES
For the Three and Six Months Ended June 30, 2024
FORM 10-Q
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PART I —FINANCIAL INFORMATION

Item 1. Unaudited Condensed Consolidated Financial Statements.

GENTEX CORPORATION AND SUBSIDIARIES

UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS

As of June 30, 2024 and December 31, 2023

	June 30, 2024 (Unaudited)	December 31, 2023 (Note)
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	$ 260,241,951	$ 226,435,019
Short-term investments	15,534,338	14,356,476
Accounts receivable, net	306,565,681	321,809,868
Inventories, net	463,492,305	402,473,028
Prepaid expenses and other	38,049,578	32,663,762
Total current assets	1,083,883,853	997,738,153
PLANT AND EQUIPMENT—NET	679,486,957	652,877,672
OTHER ASSETS		
Goodwill	340,105,631	340,105,631
Long-term investments	308,051,778	299,080,876
Intangible assets, net	205,790,910	214,005,910
Deferred tax asset	52,335,039	41,113,759
Patents and other assets, net	68,630,894	66,515,551
Total other assets	974,914,252	960,821,727
Total assets	$ 2,738,285,062	$ 2,611,437,552
LIABILITIES AND SHAREHOLDERS’ INVESTMENT		
CURRENT LIABILITIES		
Accounts payable	$ 206,001,837	$ 184,398,820
Accrued liabilities	98,726,663	87,210,156
Total current liabilities	304,728,500	271,608,976
OTHER NON-CURRENT LIABILITIES	33,257,035	27,311,507
Total liabilities	337,985,535	298,920,483
SHAREHOLDERS’ INVESTMENT		
Common stock	13,813,772	13,887,326
Additional paid-in capital	1,000,014,813	968,245,875
Retained earnings	1,394,446,595	1,336,940,990
Accumulated other comprehensive loss	(7,975,653)	(6,557,122)
Total shareholders’ investment	2,400,299,527	2,312,517,069
Total liabilities and shareholders’ investment	$ 2,738,285,062	$ 2,611,437,552

Note: The condensed consolidated balance sheet at December 31, 2023 has been derived from the audited consolidated financial statements at that date, but does not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements.

GENTEX CORPORATION AND SUBSIDIARIES

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF INCOME

For the Three and Six Months Ended June 30, 2024 and 2023

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
NET SALES	$ 572,925,778	$ 583,472,846	$ 1,163,150,989	$ 1,134,234,157
COST OF GOODS SOLD	384,362,469	390,389,807	772,350,073	766,413,887
Gross profit	188,563,309	193,083,039	390,800,916	367,820,270
OPERATING EXPENSES:				
Engineering, research and development	44,003,994	37,973,790	86,185,980	72,627,537
Selling, general & administrative	29,675,293	27,819,861	60,384,602	54,652,698
Total operating expenses	73,679,287	65,793,651	146,570,582	127,280,235
Income from operations	114,884,022	127,289,388	244,230,334	240,540,035
OTHER (LOSS) INCOME				
Investment (loss) income	(12,393,771)	2,890,934	(15,762,295)	5,830,128
Other income (loss), net	(1,159,272)	(1,576,538)	510,867	(1,771,277)
Total other (loss) income	(13,553,043)	1,314,396	(15,251,428)	4,058,851
INCOME BEFORE PROVISION FOR INCOME TAXES	101,330,979	128,603,784	228,978,906	244,598,886
PROVISION FOR INCOME TAXES	15,290,541	19,448,381	34,707,753	37,865,222
NET INCOME	$ 86,040,438	$ 109,155,403	$ 194,271,153	$ 206,733,664
EARNINGS PER SHARE: [1]				
Basic	$ 0.37	$ 0.47	$ 0.84	$ 0.88
Diluted	$ 0.37	$ 0.47	$ 0.84	$ 0.88
Cash Dividends Declared per Share	$ 0.120	$ 0.120	$ 0.240	$ 0.240

[1] Earnings Per Share has been adjusted to exclude the portion of net income allocated to participating securities as a result of share-based payment awards.

GENTEX CORPORATION AND SUBSIDIARIES

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the Three and Six Months Ended June 30, 2024 and 2023

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Net income	$ 86,040,438	$ 109,155,403	$ 194,271,153	$ 206,733,664
Other comprehensive (loss) income before tax:				
Foreign currency translation adjustments	(509,541)	(1,456,377)	(1,459,754)	(1,577,544)
Unrealized gains on debt securities, net	271	554,565	52,181	3,136,342
Other comprehensive (loss) income, before tax	(509,270)	(901,812)	(1,407,573)	1,558,798
Income tax impact related to components of other comprehensive (loss) income	57	116,459	10,958	658,632
Other comprehensive (loss) income, net of tax	(509,327)	(1,018,271)	(1,418,531)	900,166
Comprehensive income	$ 85,531,111	$ 108,137,132	$ 192,852,622	$ 207,633,830

GENTEX CORPORATION AND SUBSIDIARIES

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERS' INVESTMENT

For the Three Months Ended June 30, 2024 and 2023

	Common Stock Shares	Common Stock Amount	Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Total Shareholders' Investment
BALANCE AS OF APRIL 1, 2024	231,198,885	$ 13,871,933	$ 991,053,652	$ 1,378,904,530	$ (7,466,326)	$ 2,376,363,789
Issuance of common stock from stock plan transactions	433,321	25,999	3,382,323	—	—	3,408,322
Repurchases of common stock	(1,402,667)	(84,160)	(5,344,160)	(42,871,254)	—	(48,299,574)
Stock-based compensation expense related to stock options, employee stock purchases and restricted stock	—	—	10,922,998	—	—	10,922,998
Dividends declared ($0.12 per share)	—	—	—	(27,627,119)	—	(27,627,119)
Net income	—	—	—	86,040,438	—	86,040,438
Other comprehensive loss	—	—	—	—	(509,327)	(509,327)
BALANCE AS OF JUNE 30, 2024	230,229,539	$ 13,813,772	$ 1,000,014,813	$ 1,394,446,595	$ (7,975,653)	$ 2,400,299,527
BALANCE AS OF APRIL 1, 2023	233,726,045	$ 14,023,563	$ 928,284,892	$ 1,193,171,690	$ (12,224,497)	$ 2,123,255,648
Issuance of common stock from stock plan transactions	624,323	37,459	7,889,328	—		7,926,787
Repurchases of common stock	(920,374)	(55,223)	(3,258,126)	(21,790,142)	—	(25,103,491)
Stock-based compensation expense related to stock options, employee stock purchases and restricted stock	—	—	9,744,670	—	—	9,744,670
Dividends declared ($0.12 per share)	—	—	—	(28,011,420)	—	(28,011,420)
Net income	—	—	—	109,155,403	—	109,155,403
Other comprehensive loss	—	—	—	—	(1,018,271)	(1,018,271)
BALANCE AS OF JUNE 30, 2023	233,429,994	$ 14,005,799	$ 942,660,764	$ 1,252,525,531	$ (13,242,768)	$ 2,195,949,326

GENTEX CORPORATION AND SUBSIDIARIES

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERS' INVESTMENT

For the Six Months Ended June 30, 2024 and 2023

	Common Stock Shares	Common Stock Amount	Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Loss	Total Shareholders' Investment
BALANCE AS OF JANUARY 1, 2024	231,455,443	$ 13,887,326	$ 968,245,875	$ 1,336,940,990	$ (6,557,122)	$ 2,312,517,069
Issuance of common stock from stock plan transactions	1,377,666	82,660	20,159,649	—	—	20,242,309
Repurchases of common stock	(2,603,570)	(156,214)	(9,787,501)	(81,394,947)	—	(91,338,662)
Stock-based compensation expense related to stock options, employee stock purchases and restricted stock	—	—	21,396,790	—	—	21,396,790
Dividends declared ($0.24 per share)	—	—	—	(55,370,601)	—	(55,370,601)
Net income	—	—	—	194,271,153	—	194,271,153
Other comprehensive loss	—	—	—	—	(1,418,531)	(1,418,531)
BALANCE AS OF JUNE 30, 2024	230,229,539	$ 13,813,772	$ 1,000,014,813	$ 1,394,446,595	$ (7,975,653)	$ 2,400,299,527
BALANCE AS OF JANUARY 1, 2023	234,169,335	$ 14,050,160	$ 917,499,323	$ 1,148,386,272	$ (14,142,934)	$ 2,065,792,821
Issuance of common stock from stock plan transactions	1,227,959	73,677	13,809,133	—	—	13,882,810
Issuance of common stock related to acquisitions	—	—	—	—	—	—
Repurchases of common stock	(1,967,300)	(118,038)	(6,911,897)	(46,536,187)	—	(53,566,122)
Stock-based compensation expense related to stock options, employee stock purchases and restricted stock	—	—	18,264,205	—	—	18,264,205
Dividends declared ($0.24 per share)	—	—	—	(56,058,218)	—	(56,058,218)
Net income	—	—	—	206,733,664	—	206,733,664
Other comprehensive income	—	—	—	—	900,166	900,166
BALANCE AS OF JUNE 30, 2023	233,429,994	$ 14,005,799	$ 942,660,764	$ 1,252,525,531	$ (13,242,768)	$ 2,195,949,326

GENTEX CORPORATION AND SUBSIDIARIES

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Six Months Ended June 30, 2024 and 2023

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 194,271,153	$ 206,733,664
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	47,942,132	48,841,936
(Gain) on disposal of assets	(1,261,727)	(214,593)
Loss on disposal of assets	29,782	220,568
(Gain) on sale of investments and technology investment income	(4,708,185)	(2,747,586)
Loss on sale of investments and technology investment losses	29,061,771	4,201,138
Deferred tax expense	(11,232,239)	(5,122,661)
Stock-based compensation expense related to employee stock options, employee stock purchases and restricted stock	21,396,790	18,264,205
Change in operating assets and liabilities:		
Accounts receivable, net	15,244,187	(73,915,719)
Inventories	(61,019,277)	14,334,001
Prepaid expenses and other	(3,559,130)	(2,722,437)
Accounts payable	17,318,424	22,410,431
Accrued liabilities, excluding dividends declared	15,643,764	11,483,186
Net cash provided by operating activities	259,127,445	241,766,133
CASH FLOWS USED FOR INVESTING ACTIVITIES:		
Activity in investments:		
Sales proceeds	19,649,880	21,523,990
Maturities and calls	6,260,000	11,650,000
Purchases	(60,360,047)	(65,945,596)
Plant and equipment additions	(63,634,852)	(90,277,995)
Proceeds from sale of plant and equipment	127,000	140,610
Increase in other assets	(4,120,881)	(3,486,284)
Net cash used for investing activities	(102,078,900)	(126,395,275)
CASH FLOWS USED FOR FINANCING ACTIVITIES:		
Issuance of common stock from stock plan transactions	20,242,309	13,882,810
Cash dividends paid	(55,517,709)	(56,146,939)
Repurchases of common stock	(87,966,213)	(54,195,766)
Net cash used for financing activities	(123,241,613)	(96,459,895)
NET INCREASE IN CASH AND CASH EQUIVALENTS	33,806,932	18,910,963
CASH, CASH EQUIVALENTS, and RESTRICTED CASH, beginning of period	226,435,019	218,754,638
CASH, CASH EQUIVALENTS, and RESTRICTED CASH, end of period	$ 260,241,951	$ 237,665,601

	Six Months Ended June 30	
SUPPLEMENTAL CASH FLOW DATA	2024	2023
Non-cash investing and financing activities:		
Change in property and equipment in accounts payable and accrued expenses and other current liabilities	$ (912,142)	$ 5,064,356

(1) Basis of Presentation

The unaudited condensed consolidated financial statements included herein have been prepared by the Company, pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States have been condensed or omitted pursuant to such rules and regulations, although the Company believes that the disclosures are adequate to make the information presented not misleading. It is suggested that these unaudited condensed consolidated financial statements be read in conjunction with the financial statements and notes thereto included in the Company's 2023 annual report on Form 10-K. In the opinion of management, the accompanying unaudited condensed consolidated financial statements contain all adjustments, consisting of only a normal and recurring nature, necessary to present fairly the financial position of the Company as of June 30, 2024, and the results of operations and cash flows for the interim periods presented.

(2) Adoption of New Accounting Standards

In November 2023, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update ("ASU") No. 2023-07, *Improvements to Reportable Segment Disclosures*. This ASU updates reportable segment disclosure requirements by requiring disclosures of significant reportable segment expenses that are regularly provided to the Chief Operating Decision Maker (“CODM”) and included within each reported measure of a segment's profit or loss. This ASU also requires disclosure of the title and position of the individual identified as the CODM and an explanation of how the CODM uses the reported measures of a segment’s profit or loss in assessing segment performance and deciding how to allocate resources. The ASU is effective for annual periods beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Adoption of the ASU should be applied retrospectively to all prior periods presented in the financial statements. Early adoption is also permitted. The Company will likely include additional disclosures when this ASU is adopted by the Company. The Company is currently evaluating the provisions of this ASU and expects to adopt the ASU for the year ending December 31, 2024.

In December 2023, the FASB issued ASU 2023-09, *Improvements to Income Tax Disclosures*. Under this ASU, public benefit entities must annually “(1) disclose specific categories in the rate reconciliation and (2) provide additional information for reconciling items that meet a quantitative threshold (if the effect of those reconciling items is equal to or greater than 5 percent of the amount computed by multiplying pretax income (or loss) by the applicable statutory income tax rate).” This ASU is effective on a prospective basis for the Company in the fiscal year ending December 31, 2025. This ASU will result in additional disclosures being included in the consolidated financial statements once adopted.

(3) Goodwill and Other Intangible Assets

Goodwill represents the cost of an acquisition in excess of the fair values assigned to identifiable net assets acquired. The Company recorded Goodwill of: $307.4 million as part of the HomeLink® acquisition in 2013; $3.7 million as part of the acquisition of Vaporsens, Inc. ("Vaporsens") in 2020; $0.2 million as part of the acquisition of Air-Craftglass Production BV ("Air-Craftglass") in 2020; $1.0 million as a part of the acquisition of Argil, Inc. ("Argil") in 2020; $2.0 million as part of the acquisition of Guardian Optical Technologies ("Guardian") in 2021; and $26.7 million as part of the acquisition of eSight in the fourth quarter of 2023. The carrying value of Goodwill as of both June 30, 2024 and December 31, 2023 was $340.1 million, as set forth in the table below:

	Carrying Amount
Balance as of December 31, 2023	$ 340,105,631
Acquisitions	—
Divestitures	—
Impairments	—
Other	—
Balance as of June 30, 2024	$ 340,105,631

In addition to annual impairment testing, which is performed as of the first day of the fourth quarter, the Company continuously monitors for events and circumstances that could negatively impact the key assumptions in determining fair value of goodwill or other intangible assets thus resulting in the need for interim impairment testing, including long-term revenue growth projections, profitability, discount rates, recent market valuations from transactions by comparable companies, volatility in the Company's market capitalization, and general industry, market and macroeconomic conditions. No such events or circumstances that might negatively impact the key assumptions were observed in the second quarter of 2024 and, as such, nothing indicated the need for interim impairment testing.

The Company also acquired In-Process Research & Development ("In-Process R & D") as part of the acquisitions of: Vaporsens; Air-Craftglass; Argil; and Guardian, each of which has been previously disclosed.

The patents and intangible assets and related change in carrying values are set forth in the tables below:

As of June 30, 2024:

Other Intangible Assets	Gross	Accumulated Amortization	Net	Assumed Useful Life
Gentex Patents	$ 39,013,180	$ (27,602,158)	$ 11,411,022	Various
Other Intangible Assets				
HomeLink® Trade Names and Trademarks	$ 52,000,000	$ —	$ 52,000,000	Indefinite
HomeLink® Technology	180,000,000	(161,250,000)	18,750,000	12 years
Existing Customer Platforms	43,000,000	(43,000,000)	—	10 years
Exclusive Licensing Agreement	96,000,000	—	96,000,000	Indefinite
eSight Technology	12,000,000	(666,667)	11,333,333	12 years
eSight Trade Names and Trademarks	870,000	(48,333)	821,667	12 years
Vaporsens In-Process R&D	11,000,000	—	11,000,000	Indefinite
Argil In-Process R&D	6,278,132	—	6,278,132	Indefinite
Air-Craftglass In-Process R&D	1,507,778	—	1,507,778	Indefinite
Guardian Trade Names	1,300,000	—	1,300,000	Indefinite
Guardian In-Process R&D	6,800,000	—	6,800,000	Indefinite
Total Other Intangible Assets	$ 410,755,910	$ (204,965,000)	$ 205,790,910	
Total Patents & Other Intangible Assets	$ 449,769,090	$ (232,567,158)	$ 217,201,932	

As of December 31, 2023:

Other Intangible Assets		Gross		Accumulated Amortization		Net	Assumed Useful Life
Gentex Patents	$	39,199,107	$	(27,769,803)	$	11,429,304	Various
Other Intangible Assets							
HomeLink® Trade Names and Trademarks	$	52,000,000	$	—	$	52,000,000	Indefinite
HomeLink® Technology		180,000,000		(153,750,000)		26,250,000	12 years
Existing Customer Platforms		43,000,000		(43,000,000)		—	10 years
Exclusive Licensing Agreement		96,000,000		—		96,000,000	Indefinite
eSight Technology		12,000,000		—		12,000,000	12 years
eSight Trade Names and Trademarks		870,000		—		870,000	12 years
Vaporsens In-Process R&D		11,000,000		—		11,000,000	Indefinite
Argil In-Process R&D		6,278,132		—		6,278,132	Indefinite
Air-Craftglass In-Process R&D		1,507,778		—		1,507,778	Indefinite
Guardian Trade Names		1,300,000		—		1,300,000	Indefinite
Guardian In-Process R&D		6,800,000		—		6,800,000	Indefinite
Total Other Intangible Assets	$	410,755,910	$	(196,750,000)	$	214,005,910	
Total Patents & Other Intangible Assets	$	449,955,017	$	(224,519,803)	$	225,435,214	

Amortization expense on patents and intangible assets was approximately $4.4 million and $8.7 million during the three and six months ended June 30, 2024, respectively, compared to approximately $5.2 million and $10.5 million for the same periods ended June 30, 2023, respectively.

Excluding the impact of any future acquisitions, the Company estimates amortization expense for the year ending December 31, 2024 to be approximately $18 million, for the year ending December 31, 2025 to be approximately $15 million, and for each of the years ending December 31, 2026, December 31, 2027, and December 31, 2028 to be approximately $3 million.

(4) Investments

Available for sale securities

The Company follows the provisions of Accounting Standards Codification ("ASC") 820, *Fair Value Measurements and Disclosures*, for its financial assets and liabilities, and for its non-financial assets and liabilities subject to fair value measurements. ASC 820 provides a framework for measuring the fair value of assets and liabilities. This framework is intended to provide increased consistency in how fair value determinations are made under various existing accounting standards that permit, or in some cases, require estimates of fair-market value. This standard also expanded financial statement disclosure requirements with respect to a company's use of fair-value measurements, including the effect of such measurements on earnings. The cost of securities sold is based on the specific identification method.

The Company determines the fair value of its government securities, asset-backed securities, municipal bonds, and corporate bonds by utilizing monthly valuation statements that are provided by its broker. The broker determines the investment valuation by utilizing the bid price in the market and also refers to third party sources to validate valuations, and as such are classified as Level 2 assets.

The Company's certificates of deposit are classified as available for sale and are considered as Level 1 assets. These investments are carried at cost, which approximates fair value.

On October 4, 2023, the Company entered into a Stock Purchase Agreement to acquire up to 3,137,500 shares of VOXX International Corporation ("VOXX") Class A Common Stock. The Company agreed to purchase the shares in two tranches: (1) on October 6, 2023, the Company purchased 1,568,750 shares of Class A Common Stock at a price of $10 per share, and (2) on January 5, 2024, the Company purchased 1,568,750 shares of Class A Common Stock at a price of $10 per share. The VOXX shares held by the Company are publicly traded and have a readily determinable fair market value and are considered Level 1 assets. As of June 30, 2024, the Company holds a total of 3,311,308 shares of VOXX. The investment is accounted for in accordance with ASC 321, *Investments - Equity Securities*, with changes in fair value recorded in Investment income, net in consolidated statements of income. During the three and six months ended June 30, 2024, the Company recorded $16.6 million and $23.8 million, respectively, of mark to market adjustments in investment income.

Technology Investments

The Company also periodically makes strategic investments in the non-marketable debt or equity securities of non-consolidated third parties ("Technology Investments"). Such Technology Investments totaled approximately $146.2 million as of June 30, 2024, of which $142.7 million and $3.5 million are recorded in long-term investments and short-term investments, respectively, on the consolidated balance sheet, and $128.0 million as of December 31, 2023, of which $124.6 million and $3.4 million are recorded in long-term investments and short-term investments, respectively, on the consolidated balance sheet. Depending on the form of investment, and the degree of influence the Company has over the investee, the Company primarily accounts for the Technology Investments in accordance with ASC 321, *Investments- Equity Securities* or ASC 323 – *Investments – Equity Method and Joint Venture*. The Company accounts for equity securities in non-controlled affiliates through which the Company exercises significant influence but do not have control over the investee under the equity method, with the Company’s share of the earnings or losses of non-controlled affiliates recognized within Other (loss) income, net in the Company's consolidated statement of income. All other Technology Investments that the Company holds are primarily accounted for under the measurement alternative of ASC 321. Under the measurement alternative, the carrying value is measured at cost, less any impairment, plus or minus changes resulting from observable price changes in orderly transactions for identical or similar investments of the same issuer.

Assets or liabilities that have recurring fair value measurements are shown below as of June 30, 2024 and December 31, 2023:

As of June 30, 2024:

		Fair Value Measurements at Reporting Date Using		
Description	**Total as of June 30, 2024**	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**
Cash & Cash Equivalents	$ 260,241,951	$ 260,241,951	$ —	$ —
Short-Term Investments:				
Certificate of Deposit	995,838	995,838	—	—
Government Securities	4,591,123	—	4,591,123	—
Municipal Bonds	5,079,264	—	5,079,264	—
Other	1,401,088	1,401,088	—	—
Long-Term Investments:				
Asset Backed Securities	40,725,036	—	40,725,036	—
Corporate Bonds	62,832,820	—	62,832,820	—
Government Securities	8,380,081	—	8,380,081	—
Municipal Bonds	43,932,270	—	43,932,270	—
Common Stock	10,463,734	10,463,734	—	—
Total	$ 438,643,205	$ 273,102,611	$ 165,540,594	$ —

As of December 31, 2023:

Description	Total as of December 31, 2023	Fair Value Measurements at Reporting Date Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash & Cash Equivalents	$ 226,435,019	$ 226,435,019	$ —	$ —
Short-Term Investments:				
Certificate of Deposit	994,013	994,013	—	—
Corporate Bonds	1,943,886	—	1,943,886	—
Government Securities	4,759,507	—	4,759,507	—
Municipal Bonds	1,726,658	—	1,726,658	—
Other	1,465,388	1,465,388	—	—
Long-Term Investments:				
Asset-backed Securities	27,146,504	—	27,146,504	—
Certificate of Deposit	748,358	748,358	—	—
Corporate Bonds	65,404,340	—	65,404,340	—
Governmental Securities	6,227,129	—	6,227,129	—
Municipal Bonds	56,336,921	—	56,336,921	
Common Stock	18,610,519	18,610,519	—	—
Total	$ 411,798,242	$ 248,253,297	$ 163,544,945	$ —

The amortized cost, unrealized gains and losses, and market value of investment securities are shown as of June 30, 2024 and December 31, 2023:

As of June 30, 2024:

	Cost	Unrealized Gains	Unrealized Losses	Market Value
Short-Term Investments:				
Certificate of Deposit	$ 1,000,000	$ —	$ (4,162)	$ 995,838
Government Securities	4,608,148	—	(17,025)	4,591,123
Municipal Bonds	5,137,053	—	(57,789)	5,079,264
Other	1,401,088	—	—	1,401,088
Long-Term Investments:				
Asset Backed Securities	40,635,021	343,922	(253,907)	40,725,036
Corporate Bonds	63,561,430	203,037	(931,647)	62,832,820
Government Securities	8,434,018	17,187	(71,124)	8,380,081
Municipal Bonds	45,668,584	216,797	(1,953,111)	43,932,270
Total	$ 170,445,342	$ 780,943	$ (3,288,765)	$ 167,937,520

As of December 31, 2023:

	Cost	Unrealized Gains	Unrealized Losses	Market Value
Short-Term Investments:				
Certificate of Deposit	$ 1,000,000	$ —	$ (5,987)	$ 994,013
Corporate Bonds	1,976,195	—	(32,309)	1,943,886
Government Securities	4,754,495	21,141	(16,129)	4,759,507
Municipal Bonds	1,749,038	—	(22,380)	1,726,658
Other	1,465,388	—	—	1,465,388
Long-Term Investments:				
Asset-backed Securities	26,923,803	331,847	(109,146)	27,146,504
Certificate of Deposit	750,000		(1,642)	748,358
Corporate Bonds	66,214,398	748,471	(1,558,529)	65,404,340
Government Securities	6,217,774	10,675	(1,320)	6,227,129
Municipal Bonds	58,261,615	811,128	(2,735,822)	56,336,921
Common Stock	17,324,886	1,328,446	(42,813)	18,610,519
Total	$ 186,637,592	$ 3,251,708	$ (4,526,077)	$ 185,363,223

Unrealized losses on available-for-sale securities as of June 30, 2024, are as follows:

	Aggregate Unrealized Losses	Aggregate Fair Value of Investments
Loss duration of less than one year	$ 455,438	$ 58,239,483
Loss duration of greater than one year	2,833,327	62,929,099
Total	$ 3,288,765	$ 121,168,582

Unrealized losses on available-for-sale securities as of December 31, 2023, are as follows:

	Aggregate Unrealized Losses	Aggregate Fair Value of Investments
Loss duration of less than one year	$ 126,074	$ 13,449,592
Loss duration of greater than one year	4,400,003	76,966,258
Total	$ 4,526,077	$ 90,415,850

Effective January 1, 2020, the Company adopted ASU 2016-13, *Financial Instruments - Credit Losses (Topic 326), Measurement of Credit Losses on Financial Instrument*s. The guidance modifies the impairment model for available-for-sale debt securities and provides a simplified accounting model for purchased financial assets with credit deterioration since their origination. The Company utilized the guidance provided by ASC 326 to determine whether any of the available-for-sale debt securities held by the Company were impaired. No investments were considered to be impaired during the periods presented. The Company has the intention and current ability to hold its debt investments until any amortized cost basis has been recovered.

Fixed income securities as of June 30, 2024 have contractual maturities as follows:

Due within one year	$ 10,666,225
Due between one and five years	89,477,474
Due over five years	66,392,732
	$ 166,536,431

(5) Inventories, net

Inventories consisted of the following at the respective balance sheet dates:

	June 30, 2024	December 31, 2023
Raw materials	$ 322,616,747	$ 283,126,566
Work-in-process	52,272,636	46,343,955
Finished goods	88,602,922	73,002,507
Total Inventory	$ 463,492,305	$ 402,473,028

(6) Earnings Per Share

The Company has unvested share-based payment awards with a right to receive non-forfeitable dividends, which are considered participating securities under ASC 260, *Earnings Per Share*. The Company allocates earnings to participating securities and computes earnings per share using the two-class method. Under the two-class method, net income per share is computed by dividing net income allocated to common shareholders by the weighted average number of common shares outstanding for the period. In applying the two-class method, net income is allocated to both common shares and participating securities based on their respective weighted average shares outstanding for the period. For a period of net loss, net loss is not allocated to participating securities.

The following table sets forth the computation of basic and diluted net income per common share under the two-class method for the three and six months ended June 30, 2024 and June 30, 2023:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Basic Earnings Per Share				
Net Income	$ 86,040,438	$ 109,155,403	$ 194,271,153	$ 206,733,664
Less: Dividends and undistributed earnings allocated to participating securities	1,202,737	1,616,981	2,782,172	3,095,900
Net Income available to common shareholders	$ 84,837,701	$ 107,538,422	$ 191,488,981	$ 203,637,764
Basic weighted average shares outstanding	227,377,169	230,005,782	227,490,367	230,135,955
Net Income per share - Basic	$ 0.37	$ 0.47	$ 0.84	$ 0.88
Diluted Earnings Per Share				
Allocation of Net Income used in basic computation	$ 84,837,701	$ 107,538,422	$ 191,488,981	$ 203,637,764
Reallocation of undistributed earnings	1,578	1,147	3,968	2,462
Net Income available to common shareholders - Diluted	$ 84,839,279	$ 107,539,569	$ 191,492,949	$ 203,640,226
Number of shares used in basic computation	227,377,169	230,005,782	227,490,367	230,135,955
Additional weighted average dilutive common stock equivalents	431,760	222,568	454,753	255,153
Diluted weighted average shares outstanding	227,808,929	230,228,350	227,945,120	230,391,108
Net Income per share - Diluted	$ 0.37	$ 0.47	$ 0.84	$ 0.88
Shares related to stock plans not included in diluted average common shares outstanding because their effect would be anti-dilutive	435,981	2,355,346	422,639	1,549,824

(7) Stock-Based Compensation Plans

As of June 30, 2024, the Company had two equity incentive plans, which include the Gentex Corporation 2019 Omnibus Incentive Plan ("2019 Omnibus Plan"), and an employee stock purchase plan. Those plans and any prior material amendments thereto have previously been approved by shareholders.

The 2019 Omnibus Plan provides for the potential awards to: i) employees; and ii) non-employee directors of the Company or its subsidiaries, which potential awards may be stock options (both incentive stock options and non-qualified stock options), appreciation rights, restricted stock awards and restricted stock units, performance share awards and performance units, and other awards that are stock-based, cash-based or a combination of both. The 2019 Omnibus Plan replaced the Company's Employee Stock Option Plan, Second Restricted Stock Plan, and Amended and Restated Non-Employee Director Stock Option Plan (the "Prior Plans"), which were also approved by shareholders. Any existing awards previously granted under the Prior Plans remain outstanding in accordance with their terms and are governed by the Prior Plans as applicable.

Readers should refer to Note 5 of the consolidated financial statements in the Company's Annual Report on Form 10-K for the calendar year ended December 31, 2023, for additional information related to the Prior Plans.

The Company recognized total compensation expense for share-based payments of $10,964,419 and $21,451,680 for the three and six months ended June 30, 2024, respectively. The Company recognized compensation expense for share-based payments of $9,744,670 and $18,264,205 for the three and six months ended June 30, 2023, respectively. A portion of the compensation cost for share based payment awards is capitalized as part of inventory.

2019 Omnibus Incentive Plan

The purpose of the 2019 Omnibus Plan is to attract and retain employees, officers, and directors of the Company and its subsidiaries and to motivate and provide such persons incentives and rewards for performance. Pursuant to the terms of the 2019 Omnibus Plan, each type of award counts against the available shares based on a predetermined conversion rate (shown in the table below). As of June 30, 2024, 10,767,342 share awards have been made under the Plan, resulting in 28,493,236 shares granted of the 45,000,000 total shares available to be issued under the Plan. The shares issued are presented net of shares from canceled/expired options and shares.

	Shares Granted	Conversion Rate	Total Shares Under 2019 Omnibus Plan
Non-Qualified Stock Options	4,974,566	1.00	4,974,566
Restricted Stock	4,784,639	4.06	19,425,634
Performance Shares	1,008,137	4.06	4,093,036
Total	10,767,342		28,493,236

Employee Stock Options

Under the 2019 Omnibus Plan and the Employee Stock Option Plan, the option exercise price equals the stock's market price on the date of grant. The options vest after one to five years and expire after five to ten years. As of June 30, 2024, there was $6,433,486 of unearned compensation cost associated with stock options granted under the 2019 Omnibus Incentive Plan and the Employee Stock Option Plan, which is expected to be recognized over the remaining vesting periods.

The fair value of each option grant was estimated on the date of grant using the Black-Scholes option pricing model with the following weighted-average assumptions for the indicated periods:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Dividend Yield [(1)]	1.62 %	1.75 %	1.63 %	1.76 %
Expected volatility [(2)]	28.00 %	28.97 %	28.15 %	29.01 %
Risk-free interest rate [(3)]	4.33 %	4.13 %	4.27 %	3.87 %
Expected term of options (years) [(4)]	4.14	4.15	4.14	4.15
Weighted-avg. grant date fair value	$8.49	$7.38	$8.78	$7.11

1. Represents the Company's estimated cash dividend yield over the expected term of option grant.
2. Amount is determined based on analysis of historical price volatility of the Company's common stock. The expected volatility is based on the daily percentage change in the price of the stock over a period equal to the expected term of the option grant.
3. Represents the U.S. Treasury yield over the expected term of the option grant.
4. Represents the period of time that options granted are expected to be outstanding. Based on analysis of historical option exercise activity, the Company has determined that all employee groups exhibit similar exercise and post-vesting termination behavior.

Restricted Shares

Restricted shares awarded under the 2019 Omnibus Plan and the Second Restricted Stock Plan entitle the shareholder to all rights of common stock ownership, except that the shares may not be sold, transferred, pledged, exchanged or otherwise disposed of during the restriction period. The restriction period is determined by the Compensation Committee, appointed by the Board of Directors, but may not exceed ten years under the terms of such plans. As of June 30, 2024, the Company had unearned stock-based compensation of $51,380,007 associated with the restricted stock grants issued under the 2019 Omnibus Plan and the Second Restricted Stock Plan. The unearned stock-based compensation related to these grants is being amortized to compensation expense over the applicable restriction periods. Compensation expense from restricted stock grants in the three and six months ended June 30, 2024 was $6,883,839 and $13,571,180, respectively. Compensation expense from restricted stock grants in the three and six months ended June 30, 2023 was $5,862,755 and $11,808,809, respectively.

Performance Shares

Performance shares awarded under the 2019 Omnibus Plan are considered performance condition awards as attainment is based on the Company's performance relative to pre-established metrics. The fair value of such performance share awards was determined using the Company's average closing stock price on the twenty days preceding the date of grant. The expected attainment of the metrics for these awards is then analyzed each reporting period, and the related expense is adjusted based on expected attainment, if the then expected attainment differs from previous expectations. The cumulative effect on current and prior periods of a change in expected attainment is recognized in the period of change.

As of June 30, 2024, the Company had unearned stock-based compensation of $18,244,290 associated with these performance share grants. The unearned stock-based compensation related to these grants is being amortized to compensation expense over the applicable performance periods. Compensation expense related to these performance share grants in the three and six months ended June 30, 2024 was $2,023,635 and $3,796,264, respectively. Compensation expense related to these performance share grants in the three and six months ended June 30, 2023 was $1,635,022 and $2,137,228, respectively.

As part of its objective of attracting and retaining management to fulfill the Company's strategic goals, the Compensation Committee recommended and the Board approved on February 16, 2023, a retention grant of performance share awards ("PSAs"). In addition to the retention of management, the PSAs have been granted to further align management goals with those of the Company's shareholders. For that reason, the PSAs have been granted with performance criteria and will be based upon achievement of the Company's relative total shareholder return ("TSR") over a four year period (2023-2026), against a predetermined peer group. The grant date fair value of PSAs with TSR targets was determined using a Monte Carlo simulation. Compensation expense related to these retention grants in the three and six months ended June 30, 2024 was $445,793 and $888,639, respectively. Compensation expense related to these retention grants in the three and six months ended June 30, 2023 was $516,493 and $641,218, respectively.

Employee Stock Purchase Plan

Prior to July 1, 2022, the Company had in place an employee stock purchase plan covering 2,000,000 shares of common stock. Under that plan, the Company sold shares at 85% of the stock’s market price at date of purchase. Under ASC 718, *Compensation - Stock Compensation*, the 15% discounted value was recognized as compensation expense. As of June 30, 2024, the Company has issued 1,624,122 shares under this prior plan.

In May 2022, the 2022 Gentex Corporation Employee Stock Purchase Plan covering 2,000,000 shares of common stock was approved by shareholders replacing the above referenced prior plan effective July 1, 2022. Under the plan, the Company sells shares at 85% of the stock's market price at date of purchase. Under ASC 718, the 15% discounted value is recognized as compensation expense. As of June 30, 2024, the Company has issued 362,488 shares under this plan.

(8) Comprehensive Income (Loss)

Comprehensive income (loss) reflects the change in equity of a business enterprise during a period from transactions and other events and circumstances from non-owner sources. For the Company, comprehensive income represents net income adjusted for unrealized gains and losses on certain debt investments and foreign currency translation adjustments.

The following table presents the net changes in the Company's accumulated other comprehensive loss by component (all amounts shown are net of tax):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Foreign currency translation adjustments:				
Balance at beginning of period	$ (5,484,932)	$ (4,153,406)	$ (4,534,719)	$ (4,032,239)
Other Comprehensive loss before reclassifications	(509,541)	(1,456,377)	(1,459,754)	(1,577,544)
Net current-period change	(509,541)	(1,456,377)	(1,459,754)	(1,577,544)
Balance at end of period	(5,994,473)	(5,609,783)	(5,994,473)	(5,609,783)
Unrealized (losses) gains on available-for-sale debt securities:				
Balance at beginning of period	(1,981,394)	(8,071,091)	(2,022,403)	(10,110,695)
Other Comprehensive (loss) income before reclassifications	(281,297)	547,342	(829,754)	825,060
Amounts reclassified from accumulated other comprehensive income	281,511	(109,236)	870,977	1,652,650
Net current-period change	214	438,106	41,223	2,477,710
Balance at end of period	(1,981,180)	(7,632,985)	(1,981,180)	(7,632,985)
Accumulated other comprehensive loss, end of period	$ (7,975,653)	$ (13,242,768)	$ (7,975,653)	$ (13,242,768)

The following table presents details of reclassifications out of accumulated other comprehensive loss for the three and six months ended June 30, 2024 and 2023:

Details about Accumulated Other Comprehensive Loss Components	Amounts Reclassified from Other Comprehensive Loss				Affected Line item in the Consolidated Statements of Income
	Three Months Ended June 30,		Six Months Ended June 30,		
	2024	2023	2024	2023	
Unrealized gains (losses) on available-for-sale debt securities					
Realized gain (loss) on sale of securities	$ (356,343)	$ 138,274	$ (1,102,503)	$ (2,091,962)	Investment income
Provision for income taxes	74,832	(29,038)	231,526	439,312	Provision for income taxes
Total net reclassifications for the period	$ (281,511)	$ 109,236	$ (870,977)	$ (1,652,650)	

(9) Debt and Financing Arrangements

On October 15, 2018, the Company entered into a credit agreement with PNC as the administrative agent and sole lender, which has now been amended and restated as discussed below.

On February 21, 2023, as previously disclosed, the Company entered into an amended and restated credit agreement ("Credit Agreement") that provides for, among other things, a three-year unsecured revolving credit facility with a borrowing capacity of up to $250.0 million ("Revolver") that matures on February 21, 2026, replacing in its entirety the Company's above referenced prior $150.0 million revolving credit facility scheduled to mature on October 15, 2023. Included in the Revolver is a $20.0 million sublimit for standby letters of credit and a $35.0 million sublimit for swingline loans, each subject to certain conditions. Funds are available under the Revolver for working capital, capital expenditures, and other lawful corporate purposes, including, but not limited to, acquisitions and common stock repurchases, subject in each case to compliance with certain financial covenants, as defined in the Credit Agreement. As of June 30, 2024, there was no outstanding balance on the Revolver.

As of June 30, 2024, the Company is in compliance with its covenants under the Credit Agreement.

(10) Equity

The decrease in common stock during the six months ended June 30, 2024, was primarily due to the repurchases of 2.6 million shares, partially offset by the issuance of 1.4 million shares of the Company’s common stock, net of cancellations, under the Company’s stock-based compensation plans. The total net decrease was 1.2 million shares.

The Company recorded a cash dividend of $0.120 per share during the second quarter of 2024 as compared to a cash dividend of $0.120 per share during the second quarter of 2023. The second quarter 2024 dividend of $27.6 million was declared on May 29, 2024 and was paid on July 17, 2024.

(11) Contingencies

The Company is periodically involved in legal proceedings, legal actions and claims arising in the normal course of business, including proceedings relating to product liability, intellectual property, safety and health, employment, regulatory, and other matters. Such matters are subject to many uncertainties and outcomes are not predictable. The Company does not believe, however, that at the current time any of these matters constitute material pending legal proceedings that will have a material adverse effect on the financial position or future results of operations or cash flows of the Company.

(12) Segment Reporting

The Company's automotive segment develops and manufactures digital vision and connected car products and electronics, including: automatic-dimming rearview mirrors with and without electronic features; non-auto dimming rearview mirrors with and without electronic features; and other electronics. The Company also develops and manufactures variably dimming windows and laminate products for the aerospace industry and fire protection products for the commercial construction industry. In 2020, the Company acquired Vaporsens, which specializes in nanofiber chemical sensing. In 2023, the Company acquired certain technology assets from eSight, which provides advanced and versatile low-vision smart glasses for those with visual impairments and is compatible with more than 20 eye conditions including Macular Degeneration, Diabetic Retinopathy, and Stargardt disease. These four non-automotive segments are combined into the "Other" segment as shown below.

	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Revenue:				
Automotive Products	$ 559,290,095	$ 574,109,748	$ 1,136,892,291	$ 1,111,532,736
Other	13,635,683	9,363,098	26,258,698	22,701,421
Total	$ 572,925,778	$ 583,472,846	$ 1,163,150,989	$ 1,134,234,157
Income (Loss) from operations:				
Automotive Products	$ 114,652,174	$ 128,729,058	$ 244,198,314	$ 240,168,856
Other	231,848	(1,439,670)	32,020	371,179
Total	$ 114,884,022	$ 127,289,388	$ 244,230,334	$ 240,540,035

(13) Income Taxes

The effective tax rate was 15.2% in the six months ended June 30, 2024, compared to an effective tax rate of 15.5% for the same period in 2023. Generally, effective tax rates for these periods differ from statutory federal income tax rates, due to provisions for state and local income taxes, permanent tax differences, the foreign-derived intangible income tax deduction, and research and development tax credits.

(14) Revenue

The following table shows the Company's Automotive revenue and Other Products revenue disaggregated by geographical location for Automotive Products for the three and six month periods ended June 30, 2024 and June 30, 2023, respectively:

	Three Months Ended June 30,		Six Months Ended June 30,	
Revenue	2024	2023	2024	2023
Automotive Products				
U.S.	$ 164,948,637	$ 177,940,475	$ 330,089,259	$ 348,722,079
Japan	82,261,793	84,178,567	171,266,421	156,334,551
Germany	71,510,830	73,990,846	147,205,718	154,570,310
Korea	31,457,450	33,920,149	85,152,562	57,398,619
Mexico	47,955,922	36,803,254	85,577,085	71,090,798
Other	161,155,463	167,276,457	317,601,246	323,416,379
Total Automotive Products	$ 559,290,095	$ 574,109,748	$ 1,136,892,291	$ 1,111,532,736
Other Products (U.S.)	13,635,683	9,363,098	$ 26,258,698	$ 22,701,421
Total Revenue	$ 572,925,778	$ 583,472,846	$ 1,163,150,989	$ 1,134,234,157

Revenue by geographic area may fluctuate based on many factors, including: exposure to local economic, political, and labor conditions; global supply chain constraints; unexpected changes in laws, regulations, trade or monetary or fiscal policy, including interest rates, foreign currency exchange rates and changes in the rate of inflation in the U.S. and other foreign countries; labor strikes, armed conflicts and acts of terrorism and war; and tariffs, quotas, customs and other import or export restrictions and other trade barriers.

The following table disaggregates the Company's Automotive revenue and Other revenue by major source for the three and six month periods ended June 30, 2024 and June 30, 2023:

Revenue	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Automotive Segment				
Automotive Mirrors & Electronics	$ 530,558,700	$ 540,636,798	$ 1,080,743,130	$ 1,046,368,374
HomeLink Modules*	28,731,395	33,472,950	56,149,161	65,164,362
Total Automotive Products	$ 559,290,095	$ 574,109,748	$ 1,136,892,291	$ 1,111,532,736
Other Segment				
Fire Protection Products	7,353,664	6,018,930	14,189,702	15,320,083
Aerospace Products	6,286,593	3,344,168	12,057,394	7,381,338
Medical Products	(4,574)	—	$ 11,603	$ —
Total Other	$ 13,635,683	$ 9,363,098	$ 26,258,698	$ 22,701,421

*Excludes HomeLink revenue where HomeLink electronics are integrated into interior auto-dimming mirrors.

(15) Leases

The Company has operating leases for certain sales, manufacturing, and engineering offices, as well as other vehicles and equipment, which are included within "Plant and Equipment - Net" section of the condensed consolidated balance sheets. The leases have remaining lease terms of 1 year to 5 years. The weighted average remaining lease term for operating leases as of June 30, 2024 was 4 years, with a weighted average discount rate of 6.3%.

Future minimum lease payments for operating leases as of June 30, 2024 were as follows:

Year ending December 31,	
2024 (excluding the six months ended June 30, 2024)	$ 1,186,804
2025	1,801,961
2026	1,269,701
2027	937,622
2028	697,246
Thereafter	83,429
Total future minimum lease payments	5,976,763
Less imputed interest	(441,169)
Total	$ 5,535,594

Reported as of June 30, 2024	
Accrued Liabilities	$ 2,132,686
Other Non-Current Liabilities	3,402,908
Total	$ 5,535,594

(16) Acquisition

On November 2, 2023, the Company, in the ordinary course of business, acquired certain technology assets from eSight for approximately $18.9 million in cash, the assumption of a $9.4 million promissory note given in exchange for the 20% equity the Company previously held in the assets, as well as an earn out provision over a ten year period. The earn out provision consists of multiple potential payments based on the revenue over the next ten calendar years, with the total earn out not to exceed $70 million. The Company funded the acquisition with cash on hand. The technology acquired from eSight provides advanced and versatile low-vision smart glasses for those with visual impairments and is compatible with more than 20 eye conditions including Macular Degeneration, Diabetic Retinopathy, and Stargardt disease. These assets are classified within the Company's Other segment.

The Company will account for the acquisition under the provisions of FASB ASC Topic 805, *Business Combinations*. The Company is still in the process of verifying data and finalizing information related to the valuation and recording of identifiable intangible assets, net working capital, contingent liabilities, and the resulting effects on the amount of recorded goodwill. The Company expects to finalize these matters within the measurement period, which is currently expected to remain open through the third quarter of 2024. Less than $0.1 million of revenue of the business of eSight was included in the Company's consolidated statement of income and comprehensive income for the year to date June 30, 2024.

The following table summarizes the fair values of the assets acquired, and the liabilities assumed, as of the acquisition date of November 2, 2023:

		Fair Value
Current Assets	$	441,228
Personal Property		75,000
Right of Use Asset (Lease)		116,562
ESight Technology		12,000,000
Trade Names and Trademarks		870,000
Goodwill		26,696,012
Total Assets	$	40,198,802
Lease Liability	$	116,562
Contingent Earn Out Liability		12,000,000
Total Liabilities	$	12,116,562

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

SECOND QUARTER 2024 VERSUS SECOND QUARTER 2023

Net Sales. Net sales for the second quarter of 2024 decreased by $10.5 million or 2%, when compared with the second quarter of 2023.

Automotive net sales for the second quarter of 2024 were $559.3 million, a 3% decrease when compared with automotive net sales of $574.1 million in the second quarter of 2023. The 6% decrease in automotive mirror unit shipments in the second quarter of 2024 to 12.2 million units, compared with 12.9 million units in the second quarter of 2023, was driven by a 6% quarter over quarter decrease in interior auto-dimming mirror unit shipments, and a 5% quarter over quarter decrease in exterior auto-dimming mirror unit shipments.

The below table represents the Company's auto-dimming mirror unit shipments for the three and six months ended June 30, 2024, and 2023 *(in thousands):*

	Three Months Ended June 30,			Six Months Ended June 30,		
	2024	2023	% Change	2024	2023	% Change
North American Interior Mirrors	2,346	2,399	(2)%	4,608	4,825	(4)%
North American Exterior Mirrors	1,705	1,800	(5)%	3,326	3,419	(3)%
Total North American Mirror Units	4,051	4,199	(4)%	7,934	8,244	(4)%
International Interior Mirrors	5,189	5,620	(8)%	10,744	11,391	(6)%
International Exterior Mirrors	2,944	3,102	(5)%	5,978	6,003	—%
Total International Mirror Units	8,133	8,722	(7)%	16,721	17,394	(4)%
Total Interior Mirrors	7,535	8,019	(6)%	15,352	16,216	(5)%
Total Exterior Mirrors	4,649	4,902	(5)%	9,304	9,422	(1)%
Total Auto-Dimming Mirror Units	12,184	12,921	(6)%	24,655	25,638	(4)%

Note: Percent change and amounts may not total due to rounding.

Other net sales were $13.6 million in the second quarter of 2024, compared to $9.4 million in the second quarter of 2023. Fire protection sales increased to $7.4 million for the second quarter of 2024, compared to $6.0 million in the same quarter of last year. Dimmable aircraft sales increased during the second quarter of 2024 to $6.3 million, compared to $3.3 million in the same quarter of last year.

Cost of Goods Sold. As a percentage of net sales, cost of goods sold increased to 67.1% for the second quarter of 2024, versus 66.9% in the same quarter last year. The quarter over quarter decrease in the gross profit margin was primarily impacted by lower sales levels and unfavorable product mix due to lower than expected shipments of full display mirrors and exterior auto-dimming rearview mirrors. On a quarter over quarter basis, product mix had a negative impact on gross margin of approximately 100-125 basis points. Purchasing cost reductions had a positive impact on gross margin on a quarter over quarter basis of approximately 150-200 basis points.

Operating Expenses. Engineering, research and development ("E,R&D") expenses for the second quarter of 2024 increased by $6.0 million, when compared with the second quarter of 2023, primarily due to staffing and engineering related professional fees.

Selling, general and administrative ("S, G & A") expenses increased by 7% or $1.9 million for the second quarter of 2024, compared to the second quarter of 2023, primarily due to increased staffing. S, G & A expenses remained at approximately 5% of net sales in the second quarters of 2024 and 2023.

Total operating expenses were $73.7 million in the second quarter of 2024, an increase of 12% quarter over quarter or $7.9 million, compared to $65.8 million in the second quarter of 2023.

Total Other (Loss) Income. Total other (loss) income for the second quarter of 2024 decreased by $14.9 million, when compared with the second quarter of 2023.

Provision for Income Taxes. The effective tax rate was 15.1% for, and an income tax expense of $15.3 million was recorded in, the second quarter of 2024, compared to an effective tax rate of 15.1% for, and an income tax expense of $19.4 million recorded in, the same quarter of 2023. Typically, effective tax rates for the Company differ from statutory federal income tax rates, due to provisions for state and local income taxes, permanent tax differences, research and development tax credits and the foreign-derived intangible income tax deduction.

Net Income. Net income for the second quarter of 2024 was $86.0 million, down from a net income of $109.2 million in the second quarter of 2023. The change in net income was driven by the lower net sales and income from operations.

Earnings Per Share. The Company had earnings per diluted share for the second quarter of 2024 of $0.37, which compared to earnings per diluted share of $0.47 for the second quarter of 2023.

SIX MONTHS ENDED JUNE 30, 2024 VERSUS SIX MONTHS ENDED JUNE 30, 2023

Net Sales. Net Sales for the six months ended June 30, 2024 increased by $28.9 million or 3%, when compared with the same period in 2023.

Automotive net sales for the first six months of 2024 were $1.1 billion, up 2.3% compared with automotive net sales of $1.1 billion for the first six months of 2023. Domestic automotive mirror shipments in the six months ended June 30, 2024 decreased 4% to 7.9 million units, compared with 8.2 million units in the same period in 2023. International automotive mirror shipments in the six months ended June 30, 2024 decreased 4% to 16.7 million units, compared with 17.4 million units in the same period in 2023.

Other net sales were $26.3 million for the first six months of 2024, compared to $22.7 million for the same period last year. This increase is primarily due to the 63.3% increase in dimmable window aircraft sales for the first six months of 2024 to $12.1 million, from $7.4 million for the same period in 2023. Fire protection sales decreased by 7.4% to $14.2 million for the first six months of 2024, compared to $15.3 million in the same period of 2023.

Cost of Goods Sold. As a percentage of net sales, cost of goods sold decreased to 66.4% for the first six months of 2024, versus 67.6% in the same period last year. The period over period increase in the gross profit margin was primarily the result of reductions in material costs, improved fixed overhead leverage, freight expense decreases and tariff cost reductions, which were partially offset by customer price reductions.

Operating Expenses. E, R & D expenses for the six months ended June 30, 2024 were $86.2 million, compared with $72.6 million for the same period last year. The 19% increase in E, R & D expenses, in the first six months of 2024 compared to the same period in 2023, was primarily due to additional staffing, professional fees, and new product development.

S, G & A expenses for the first six months of 2024 increased $5.7 million to $60.4 million, when compared to $54.7 million for the same period in 2023. S, G & A expenses were approximately 5% of net sales in the first six months of 2024 and approximately 5% of net sales in the same period in 2023. S, G, & A expenses increased on a year over year basis primarily due to increased staffing.

Total Other (Loss) Income. Total other (loss) income for the six months ended June 30, 2024 was $15.3 million, compared with a total other income of $4.1 million for the same period last year.

Provision for Income Taxes. The effective tax rate was 15.2% for the six months ended June 30, 2024, compared to 15.5% for the same period of 2023. Generally, effective tax rates for the Company differ from statutory federal income tax rates, due to provisions for state and local income taxes, permanent tax differences, the foreign-derived intangible income tax deduction, and research and development tax credits.

Net Income. Net income for the six months ended June 30, 2024 decreased by $12.5 million or 6% to $194.3 million, compared to $206.7 million in the same period last year. The decrease in net income for the six months ended June 30, 2024 was primarily the result of the lower net sales and income from operations compared to the first six months of 2023.

Earnings Per Share. The Company had earnings per diluted share for the six months ended June 30, 2024 of $0.84, compared to earnings per diluted share of $0.88 for the six months ended June 30, 2023.

FINANCIAL CONDITION:

The Company's cash and cash equivalents as of June 30, 2024 were $260.2 million, an increase of $33.8 million, compared to $226.4 million as of December 31, 2023. The increase was primarily due to cash flows from operations, which were partially offset by capital expenditures, investment purchases, dividend payments, and share repurchases during the six months ended June 30, 2024.

Short-term investments as of June 30, 2024 were $15.5 million, up from $14.4 million as of December 31, 2023, and long-term investments were $308.1 million as of June 30, 2024, up from $299.1 million as of December 31, 2023.

Accounts receivable as of June 30, 2024 decreased approximately $15.2 million compared to December 31, 2023, primarily due to the decrease in sales and timing thereof during the six months ended June 30, 2024.

Inventories as of June 30, 2024 were $463.5 million, compared to $402.5 million as of December 31, 2023, primarily due to increases in raw materials and finished goods.

Accounts payable as of June 30, 2024 increased approximately $21.6 million to $206.0 million, when compared to December 31, 2023, primarily driven by supplier payment terms and increased inventory purchases.

Accrued liabilities as of June 30, 2024 increased approximately $11.5 million compared to December 31, 2023, primarily due to an increase in accrued salaries and wages.

Cash flow from operating activities for the six months ended June 30, 2024 increased $17.4 million to $259.1 million, compared with $241.8 million during the same six month period last year, primarily due to changes in working capital.

Capital expenditures for the six months ended June 30, 2024 were approximately $63.6 million, compared with approximately $90.3 million for the same period last year. The decrease was primarily due to timing of payments and a decrease in expenditures related to building and facility construction projects previously disclosed as certain manufacturing facility construction was completed, as further described below.

The Company believes its existing and planned facilities are currently suitable, adequate, and have the capacity required for current and near-term planned business. Nevertheless, the Company continues to evaluate longer term facility needs. In 2023, the Company completed construction on a 345,000 square-foot manufacturing facility located at a 140 acre site in Zeeland, Michigan. The total cost of the building project was approximately $85 million, which was funded with cash and cash equivalents on hand. The Company began construction on two building expansions during 2022. The Company is expanding its current distribution center for an additional 300,000 square feet, with a total cost still expected to be approximately $40 - $45 million. The Company is also expanding one of its manufacturing facilities for an additional 60,000 feet, with a total cost still expected to be $20 - $30 million. Both expansion projects will be funded with cash and cash equivalents on hand. The Company also entered into a multi-year lease for 32,000 square feet of manufacturing space at a location approximately 20 miles from its main campus that began operations during the second quarter of 2023.

During 2023, the Company began the design and initial build phase of the previously announced Gentex Discovery Preschool, an on-site daycare and preschool designed to provide Company employees with convenient, cost-effective access to quality childcare. Construction is expected to begin in 2024, with an expected completion date in 2025. The total cost of the building project is expected to be $12 - $15 million, which will also be funded with cash and cash equivalents on hand.

The Company estimates that it currently has building capacity to manufacture approximately 42 - 45 million interior mirror units annually and approximately 19 - 22 million exterior mirror units annually, based on current product mix. The Company also evaluates equipment capacity on an ongoing basis and adds equipment as needed.

Management considers the current working capital and long-term investments, in addition to internally generated cash flow, its Credit Agreement, and credit worthiness, to be sufficient to cover anticipated cash needs for the foreseeable future considering its contractual obligations and commitments.

The following is a summary of working capital and long-term investments:

	June 30, 2024	December 31, 2023
Working Capital	$ 779,155,353	$ 726,129,177
Fixed Income Long-Term Investments	155,870,206	155,863,252
Total	$ 935,025,559	$ 881,992,429

The Company has a previously announced share repurchase plan under which the Board of Directors has authorized the repurchase of shares of the Company's common stock, which remains a part of the broader publicly disclosed capital allocation strategy. Future share repurchases may vary from time to time and will take into account macroeconomic events, market trends, and other factors the Company deems appropriate (including, but not limited to, the market price of the stock, anti-dilutive effect of repurchases, and available cash). During the three and six months ended June 30, 2024, the Company repurchased 1,402,667 and 2,603,570 shares respectively. The Company has 13,247,609 shares remaining under the plan as of June 30, 2024, as is further detailed in Part II, Item 2 of this Form 10-Q.

BUSINESS UPDATE

For the second quarter of 2024, the Company reported net sales of $572.9 million, compared to net sales of $583.5 million in the second quarter of 2023, a 2% decrease quarter over quarter. For the second quarter of 2024, global light vehicle production in North America, Europe, and Japan/Korea decreased approximately 3%, when compared to the second quarter of 2023.

In the second quarter of 2024, the Company had 32 net new launches of interior and exterior auto-dimming mirrors and electronic features. Over 65% of the launches in the second quarter of 2024 were advanced feature launches, with HomeLink®, Full Display Mirror®, and outside auto-dimming mirrors being the bulk of such launches.

PRODUCT UPDATE

Mirror Systems

In 2023, The People's Republic of China newly issued GB15084 and the related procedures, which allow for the Company's frameless inside mirrors to be used on vehicles in the China domestic market.

Camera Systems

Full Display Mirror® began production in 2015. Current automotive design trends are yielding vehicles with small rear windows that are often further obstructed by headrests, passengers, and roof support pillars which can significantly hinder the mirror’s rearward view. The Company's Full Display Mirror® is an intelligent rear vision system that uses a custom, internally or externally mounted video camera and mirror-integrated video display to optimize a vehicle driver’s rearward view. This rear vision system consists of a hybrid Full Display Mirror® that offers bi-modal functionality. In mirror mode, the product functions as an auto-dimming rearview mirror which means that during nighttime driving, digital light sensors talk to one another via a microprocessor to automatically darken the mirror when glare is detected. With the flip of a switch, the mirror enters display mode, and a clear, bright display appears through the mirror’s reflective surface, providing a wide, unobstructed rearward view. The bi-modality of the Full Display Mirror® is essential, because in the event of any failure of the camera or display, the product is able to function as a mirror, which meets long-standing safety requirements in the automotive industry. In addition, the driver has the ability to switch between modes to accommodate usage preferences for various weather conditions, lighting conditions, and driving tasks.

As of the second quarter of 2024, the Company is shipping production Full Display Mirrors® to nineteen different automaker customers. The Company remains confident that ongoing discussions with certain other customers may in the future cause such customers to consider adding the Full Display Mirror® into their product road-map for future vehicles.

To enhance capability and usability of the Company's Full Display Mirror®, the Company previously introduced its three-camera rear vision system that streams rear video in multiple composite views to its Full Display Mirror®. The Company believes it is the industry's first practical and comprehensive rear vision solution designed to meet automaker, driver, safety, and regulatory requirements. The Company's rear vision system, known generally as a camera monitoring system ("CMS"), uses three cameras to provide a comprehensive view of the sides and rear of the vehicle. The side-view cameras are discretely housed in downsized, automatic-dimming exterior mirrors. Their video feeds are combined with that of a roof-mounted or rear window based camera and stitched together into multiple composite views, which are streamed to the driver using the Full Display Mirror®. The system's modular nature lets the automaker customize functionality while offering it as an affordable, optional feature thereby enhancing safety by allowing the system to fail safe. During any failures due to weather conditions or otherwise that disrupt the digital view, drivers can still safely use the interior and exterior mirrors. The system also supports user preference by permitting drivers to use standard mirror views, camera views, or both. The system can also be tuned to meet the various regulatory field-of-view requirements around the world by using different types of flat and curved glass, combined with simple alterations to the video viewing modes. Downsized exterior mirrors provide automakers with significant weight savings and fuel efficiency improvements. To further enhance safety, the Company's CMS solution can also work in conjunction with a vehicle's side blind zone warning system. When a trailing vehicle enters a side blind zone, a warning indicator illuminates in both the interior and exterior mirrors, while the corresponding side-view video feed appears in the display until the vehicle passes.

In July 2016, a revision to UN-ECE Regulation 46 was published with an effective date of June 18, 2016, which allows for camera monitoring systems to replace mirrors in Japan and European countries. Since January 2017, camera monitoring systems are also permitted as an alternative to replace mirrors in the Korea market. As noted, China released an updated version of its GB15084, effective in 2023, which allows for camera monitoring systems, frameless mirrors and aspheric (free-form) glass surfaces. Notwithstanding the foregoing, the Company continues to believe rearview mirrors provide a robust, simple and cost effective means to view the surrounding areas of a vehicle and remain a primary safety function for rear vision today. Cameras when used as the primary rear vision delivery mechanism have some inherent limitations, such as: electrical failure; cameras being blocked or obstructed; depth perception challenges; and viewing angles of the camera. Nonetheless, the Company continues designing and manufacturing not only rearview mirrors, but CMOS imagers and video displays as well. The Company believes that combining video displays with mirrors may well provide a more robust product by addressing all driving conditions in a single solution that can be controlled by the driver. As noted, the Company has been in production with the Company's Full Display Mirror® since 2015 and has, in the ordinary course of business, been awarded programs with nineteen OEM customers. The Company is currently shipping production Full Display Mirrors® to all nineteen of these automaker customers. The Company's CMS solution uses three cameras to provide a comprehensive view of the sides and rear of the vehicle while still providing the traditional safety of interior and exterior mirrors, which mirrors continue to function when cameras are obstructed or are not functioning. The Company has also previously announced that it continues development in the areas of imager performance, camera dynamic range, lens design, image processing from the camera to the display, and camera lens cleaning. The Company acknowledges that as such technology evolves over time, such as cameras replacing mirrors and/or autonomous driving, there is increased competition.

The Company began shipping Full Display Mirror® with Digital Video Recording ("DVR" capability) in 2020. This mirror and system launched in the Japan market and combine the superior functionality of the Full Display Mirror®, with the added capability to record video from the rearward facing and forward-facing cameras simultaneously. The data is stored to an SD storage card as requested by the customer. This integrated solution provides consumers with the features they want, while allowing the OEM to control the integration and execution in the vehicle.

The Company's HomeLink® products are the auto industry's most widely used and trusted car-to-home communication system, with an estimated 50 million units on the road. The system consists of two or three in-vehicle buttons that can be programmed to operate garage doors, security gates, home lighting, and other radio-frequency-controlled devices. In 2017, the Company demonstrated the next generation of HomeLink®, commonly referred to as HomeLink Connect®, which uses both RF and wireless cloud-based connectivity to deliver complete vehicle-to-home automation. With HomeLink Connect®, a HomeLink® button press communicates with the HomeLink Connect® app on the user's smartphone. The app contains predefined, user-programmed actions, from single device operations to entire home automation scenes. The app, in turn, communicates to the home's smart hub over the cloud activates the appropriate devices, including security systems, door locks, thermostats, lighting, and other home automation devices, providing comprehensive vehicle-to-home automation. The ability to prepare the home for arrival or departure can occur with one button press. For the automaker, it allows them to offer a customizable, yet proven solution without the engineering effort or security concerns associated with integrating third party software into the vehicle's computer network. The Company also continues to work on providing HomeLink® applications for alternative automobile and vehicle types which include, but are not limited to, motorcycles, mopeds, snowmobiles, tractors, combines, lawn mowers, loaders, bulldozers, road-graders, backhoes, and golf carts. In 2021, the Company announced the Volkswagen as the first automaker to offer Bluetooth® enabled mirror for home automation that works in conjunction with HomeLink Connect®. The Company further continues to work with compatibility partners for HomeLink® applications in other markets, like China. The unique attributes of the China market allow for potential different use cases of these products and offer the potential for additional growth opportunities for the HomeLink® brand and products. In 2017, the Company began its first volume production shipments of HomeLink® units on vehicles for the China market.

In 2016, the Company announced a partnership with TransCore to provide automobile manufacturers with a vehicle-integrated tolling solution that enables motorists to drive on nearly all U.S. toll roads without a traditional toll tag on the windshield. Currently more than 75 percent of new car registrations are in states with toll roads with over 50 million drivers accessing these roads each year. The interior mirror is the optimal location for a vehicle-integrated toll transponder and it eliminates the need to affix multiple toll tags to the windshield and helps automakers seamlessly integrate toll collection into the car. Since the Integrated Toll Module® or ITM® enables travel across almost all United States toll roads, and others in North America, motorists would no longer need multiple toll tags for different regions of the country or to manage multiple toll accounts. The Company's vehicle-integrated solution simplifies and expedites local, regional, and national travel. ITM® provides transportation agencies with an interoperability solution without costly infrastructure changes to the thousands of miles of toll lanes throughout North America. The Company believes that this product could potentially represent another growth opportunity over the next several years.

The Company previously announced its first OEM award of ITM® with Audi. Currently, the Company is shipping ITM® on 11 Audi platforms, which are: the A4, A5, A6, A7, A8, Q5, Q5 Sportback, Q7, Q8, e-tron, and the e-tron Sportback. The Company expects further ITM® nameplate launches with Audi throughout the remainder of 2024. The Company is also shipping ITM® to a second OEM customer, Mercedes, on the EQS model. In 2020, the Company was honored with an Automotive News PACE Award for its ITM® product, which recognizes automotive suppliers for superior innovation, technological advancement, and business performance.

Further, the Company has previously announced an embedded biometric solution for vehicles that leverages iris scanning technology to create a secure environment in the vehicle. There are many use cases for authentication, which range from vehicle security to start functionality to personalization of mirrors, music, seat location and temperature, to the ability to control transactions not only for the ITM® system, but also the ride sharing car of the future. The Company believes iris recognition is among the most secure forms of biometric identification, with a false acceptance rate as low as one in 10 million, far superior to facial, voice, and other current biometric systems. The Company's future plans include integrating biometric authentication with HomeLink® and HomeLink Connect®. The biometric system will allow HomeLink® to provide added security and convenience for multiple drivers by activating the unique home automation presets of different authorized users. The Company announced in 2018 that it completed an exclusive licensing agreement, in the ordinary course of business, with Fingerprint Cards AB to deploy its ActiveIRIS® iris-scanning biometric technology in automotive applications.

In 2020, the Company announced a partnership, in the ordinary course of business, with PayByCar™, to pursue compatibility between the Company's Integrated Toll Module® and PayByCar's innovative payment solution that allows drivers to use their smartphones and toll transponder to fuel up at certain gas stations without using cash or a credit card. Compatibility between these two technologies can help to grow each company's respective consumer base, while introducing new users to the benefits of the transactional vehicle.

In 2021, the Company announced a partnership, in the ordinary course of business, with Simplenight to provide drivers and vehicle occupants with access to enhanced mobile capability for booking personalized entertainment and lifestyle experiences in addition to everyday purchases. Simplenight delivers a customizable and robust platform that enables brands to globally offer real-time book-ability across multiple categories such as dining, accommodations, attractions, events, gas, parking, shopping and more. The platform is unique in that it is designed to seamlessly integrate into automaker infotainment and navigation systems, as well as mobile applications and voice assistants. Simplenight can be integrated into the Company's current and future connected vehicle technologies, including HomeLink®, which, again, is the automotive industry’s leading car-to-home automation system. HomeLink® consists of vehicle-integrated buttons that can be programmed to operate a myriad of home automation devices. Integration of Simplenight into the Company's HomeLink Connect® app is underway and will allow users to program their HomeLink® buttons and control cloud-based devices from their vehicles.

Dimmable Devices

The Company previously announced that it is providing variably dimmable windows for the Boeing 787 Dreamliner series of aircraft. The Company continues to work with other aircraft manufacturers that have an interest in this technology regarding potential additional programs. In 2019, the Company announced that its latest generation of dimmable aircraft windows will be offered as optional content on the new Boeing 777X. In 2019, the first production shipments of variably dimmable windows were made to Boeing for the 777X program. As also previously announced, Airbus is now offering, as optional content, the Company's dimmable aircraft windows on its aircraft, with production having begun in 2021.

Medical

In 2020, the Company unveiled an innovative lighting technology for medical applications that was co-developed with Mayo Clinic. This new lighting concept represents the collaboration of a global, high-technology electronics company with a world leader in health care. The Company's new intelligent lighting system combines ambient room lighting with camera-controlled, adaptive task lighting to optimize illumination for surgical and patient-care environments. The system was developed over an 18 month period of collaboration between Company engineers and Mayo Clinic surgeons, scientists, and operating room staff. The teams researched, designed, and rapidly iterated multiple prototypes in order to develop unique features intended to address major gaps in current surgical lighting solutions. In 2024, the Company continues to further develop and work on the intelligent medical lighting system in order to assess system performance and work toward obtaining any necessary approvals.

On November 2, 2023, in the ordinary course of business, the Company acquired certain technology assets from eSight Corporation for approximately $18.9 million in cash, the assumption of a $9.4 million promissory note given in exchange for the 20% equity the Company previously held, as well as an earn out provision over a ten year period. The technology acquired from eSight provides the most advanced and versatile low-vision smart glasses available for those with visual impairments and is compatible with more than 20 eye conditions including Macular Degeneration, Diabetic Retinopathy, and Stargardt disease.

OTHER

Automotive revenues represent approximately 97% - 99% of the Company's total revenue, consisting of interior and exterior electrochromic automatic-dimming rearview mirrors and automotive electronics.

The Company continues to experience pricing pressure from automotive customers and competitors, in addition to raw material cost increases, labor cost increases, and logistics costs, which will continue to cause downward pressure on its sales and profit margins. The Company works continuously to offset these supply chain issues and inflationary pressures with engineering and purchasing cost reductions, productivity improvements, increases in unit sales volume, and negotiations with customers to reduce the impact of the inflationary pressures, but there is no assurance the Company will be able to do so in the future.

Because the Company sells its products throughout the world, and automotive manufacturing is highly dependent on economic conditions, the Company can be affected by uncertain economic conditions that can reduce demand for its products, including the current inflationary environment. The Company has been likewise affected by industry-wide parts shortages and global supply constraints and labor shortages.

The Company believes that its patents and trade secrets provide it with a competitive advantage in dimmable devices, electronics, and other features that it offers for the automotive, aerospace, and medical industry. Claims of patent infringement can be costly and time-consuming to address. To that end, the Company obtains intellectual property rights in the ordinary course of business to strengthen its intellectual property portfolio and to minimize the risk of infringement.

The Company does not have any significant off-balance sheet arrangements or commitments that have not been recorded in its consolidated financial statements.

OUTLOOK

The Company’s current forecasts for light vehicle production for the third quarter of 2024, and full years 2024 and 2025, are based on the mid-July 2024 S&P Global Mobility forecast for light vehicle production in North America, Europe, Japan/Korea, and China. Third quarter of 2024, and calendar years 2024 and 2025, forecasted light vehicle production volumes are shown below:

Light Vehicle Production (per S&P Global Mobility mid-July light vehicle production forecast)

(in Millions)

Region	Q3 2024	Q3 2023	% Change	Calendar Year 2025	Calendar Year 2024	Calendar Year 2023	2025 vs 2024 % Change	2024 vs 2023 % Change
North America	3.85	3.94	(2)%	15.94	15.77	15.68	1 %	1 %
Europe	3.72	3.94	(6)%	17.26	17.14	17.97	1 %	(5)%
Japan and Korea	3.07	3.13	(2)%	12.05	12.12	12.80	(1)%	(5)%
China	7.09	7.56	(6)%	30.62	29.06	29.04	5 %	— %
Total Light Vehicle Production	17.73	18.57	(5)%	75.87	74.09	75.49	2 %	(2)%

Based on the aforementioned light vehicle production forecast and the actual results for the first six months of 2024, the Company previously updated certain guidance for calendar year 2024 as shown below.

- Revenue is expected to be between $2.40 and $2.50 billion
- Gross Margin is expected to be between 34% and 34.5%
- Operating Expenses are expected to be approximately $295 to $305 million
- Estimated Annual Tax Rate, which assumes no changes to the statutory rate, is expected to be between 15% and 16%
- Capital Expenditures are expected to be between $175 and $200 million
- Depreciation and Amortization is expected to be between $95 and $100 million

Due to ongoing volatility in customer orders and vehicle production volumes, the Ukraine-Russia war, Israel-Hamas war, labor shortages, and overall economic uncertainty, the Company believes that revenue remains difficult to forecast for the remainder of the year and beyond. Ongoing uncertainties remain, including: light vehicle production levels; impacts of already in place and potential additional future tariffs; impacts of regulation changes; automotive plant shutdowns; vehicle sales rates in Europe, Asia and North America; OEM strategies and cost pressures; customer inventory management and the impact of potential automotive customer (including their Tier 1 suppliers) and supplier bankruptcies; etc., all of which are disrupting and could further disrupt shipments to these customers and make forecasting difficult.

In accordance with the previously announced share repurchase plan, the Company will consider the appropriateness of continuing to repurchase additional shares of common stock in the future in support of the capital allocation strategy, but share repurchases will vary from time to time and will take into account macroeconomic events, market trends, and other factors the Company deems appropriate (including the market price of the stock, anti-dilutive effect of repurchases, and available cash). As of June 30, 2024, the Company has 13.2 million shares remaining available for repurchase under the previously announced share repurchase plan.

Additionally, based on the Company’s current forecasts for light vehicle production for calendar year 2025, the Company expects calendar year 2025 revenue of approximately $2.6 to $2.7 billion. As noted above, continuing uncertainties make forecasting difficult.

CRITICAL ACCOUNTING POLICIES:

The preparation of the Company’s consolidated condensed financial statements contained in this report, which have been prepared in accordance with accounting principles generally accepted in the United States, requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. On an ongoing basis, management evaluates these estimates. Estimates are based on historical experience and/or on various other assumptions that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that may not be readily apparent from other sources. Historically, actual results have not been materially different from the Company’s estimates. However, actual results may differ from these estimates under different assumptions or conditions.

The Company has identified critical accounting policies used in determining estimates and assumptions in the amounts reported in its Management’s Discussion and Analysis of Financial Condition and Results of Operations in its Annual Report on Form 10-K for the fiscal year ended December 31, 2023.

Item 3. Quantitative And Qualitative Disclosures About Market Risk.

The Company is subject to market risk exposures of varying correlations and volatilities, including foreign exchange rate risk and interest rate risk. Fluctuating interest rates could negatively impact the Company's financial performance due to realized losses on the sale of fixed income investments and/or recognized losses due to an impairment adjustment on investment securities, as well as the impact on demand for light vehicles. For the quarter ended June 30, 2024, any material changes in risk factors that were disclosed in the Company's report on Form 10-K for the year ended December 31, 2023 are set forth herein.

The Company has some assets, liabilities, and operations outside the United States, including euro-denominated and Chinese Yuan Renminbi accounts, which currently are not significant overall to the Company as a whole. Because the Company sells its automotive mirrors throughout the world, and automotive manufacturing is highly dependent on general economic conditions and the global supply chain, the Company has been and will continue to be affected by uncertain economic conditions in North American and foreign markets, including inflation, that have reduced, and could continue to reduce, demand for its products.

Item 4. Controls And Procedures.

Evaluation of Disclosure Controls and Procedures.

Under the supervision of, and with the participation of management, the Company's Chief Executive Officer and Chief Financial Officer have evaluated the effectiveness of the Company's disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) as of June 30, 2024, and have concluded that as of that date, the Company's disclosure controls and procedures are effective.

Changes in Internal Control Over Financial Reporting

There were no changes in the Company's internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) during the quarter ended June 30, 2024 that materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

SAFE HARBOR STATEMENT:

This Quarterly Report contains forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. The statements contained in this communication that are not purely historical are forward-looking statements. Forward-looking statements give the Company’s current expectations or forecasts of future events. These forward-looking statements generally can be identified by the use of words such as “anticipate,” “believe,” “could,” “estimate,” “expect,” “forecast,” “future,” “goal,” “guidance,” “hope,” “intend,” "likely", “may,” “opinion,” “optimistic,” “plan,” “poised,” “predict,” “project,” “should,” “strategy,” “target,” “will,” "work to," and variations of such words and similar expressions. Such statements are subject to risks and uncertainties that are often difficult to predict and beyond the Company’s control, and could cause the Company’s results to differ materially from those described. These risks and uncertainties include, without limitation: changes in general industry or regional market conditions, including the impact of inflation; changes in consumer and customer preferences for our products (such as cameras replacing mirrors and/or autonomous driving); our ability to be awarded new business; continued uncertainty in pricing negotiations with customers and suppliers; loss of business from increased competition; changes in strategic relationships; customer bankruptcies or divestiture of customer brands; fluctuation in vehicle production schedules (including the impact of customer employee strikes); changes in product mix; raw material and other supply shortages; labor shortages, supply chain constraints and disruptions; our dependence on information systems; higher raw material, fuel, energy and other costs; unfavorable fluctuations in currencies or interest rates in the regions in which we operate; costs or difficulties related to the integration and/or ability to maximize the value of any new or acquired technologies and businesses; changes in regulatory conditions; warranty and recall claims and other litigation and customer reactions thereto; possible adverse results of pending or future litigation or infringement claims; changes in tax laws; import and export duty and tariff rates in or with the countries with which we conduct business; negative impact of any governmental investigations and associated litigation, including securities litigation relating to the conduct of our business; and force majeure events. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date they are made.

The Company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except as required by law or the rules of the NASDAQ Global Select Market. Accordingly, any forward-looking statement should be read in conjunction with the additional information about risks and uncertainties identified under the heading “Risk Factors” in the Company’s latest Form 10-K and Form 10-Q filed with the SEC, which risks and uncertainties include supply chain constraints that have affected, are affecting, and will continue to affect, general economic and industry conditions, customers, suppliers, and the regulatory environment in which the Company operates. Includes content supplied by S&P Global Mobility Light Vehicle Production Forecast of July 17, 2024 (http://www.gentex.com/forecast-disclaimer).

PART II—OTHER INFORMATION

Item 1A. Risk Factors.

Information regarding risk factors appears in Management’s Discussion and Analysis of Financial Condition and Results of Operations in Part I – Item 2 of this Form 10-Q and in Part I – Item 1A – Risk Factors of the Company’s report on Form 10-K for the fiscal year ended December 31, 2023. There have been no material changes to the risk factors previously disclosed in the Company’s report on Form 10-K for the year ended December 31, 2023, except to the extent described in Part I – Item 2 and Item 3 of this Form 10-Q, and otherwise herein.

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

(c) Issuer Purchase of Equity Securities

The Company has a previously announced share repurchase plan under which the Board of Directors has authorized the repurchase of shares of the Company's common stock, which remains a part of the broader publicly disclosed capital allocation strategy. During the first six months of 2024, the Company repurchased 2.6 million shares under the share repurchase plan. As previously disclosed, the Company will consider the appropriateness of continuing to repurchase additional shares of common stock in the future in support of the capital allocation strategy, but share repurchases will vary from time to time and will take into account macroeconomic events, market trends, and other factors the Company deems appropriate (including the market price of the stock, anti-dilutive effect of repurchases, and available cash).

After the Company repurchased 2,603,570 shares during the first six months of 2024, the Company has 13.2 million shares remaining under the plan as of June 30, 2024.

The following is a summary of share repurchase activity during each month of the six month period ended June 30, 2024:

Issuer Purchase of Equity Securities

Period	Total Number of Shares Purchased	Weighted Average Price Paid Per Share	Total Number of Shares Purchased As Part of a Publicly Announced Plan or Program	Maximum Number of Shares That May Yet Be Purchased Under the Plan or Program
January 2024	90,006	33.81	90,006	15,761,173
February 2024	510,247	35.31	510,247	15,250,926
March 2024	600,650	36.59	600,650	14,650,276
1st Quarter 2024 Total	1,200,903	35.84	1,200,903	
April 2024	60,087	34.80	60,087	14,590,189
May 2024	661,221	34.72	661,221	13,928,968
June 2024	681,359	34.12	681,359	13,247,609
2nd Quarter 2024 Total	1,402,667		1,402,667	
2024 Total	2,603,570		2,603,570	13,247,609

As of June 30, 2024, the Company has repurchased 158,752,119 shares at a total cost of $2,838,023,276 under its share repurchase plan or as otherwise previously disclosed.

Item 6. Exhibits.

See Exhibit Index on Page 38

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

		GENTEX CORPORATION
Date:	August 2, 2024	/s/ Steven R. Downing
		Steven R. Downing President and Chief Executive Officer (Principal Executive Officer) on behalf of Gentex Corporation
Date:	August 2, 2024	/s/ Kevin C. Nash
		Kevin C. Nash Vice President, Finance, Chief Financial Officer and Treasurer (Principal Financial Officer and Principal Accounting Officer) on behalf of Gentex Corporation

EXHIBIT INDEX

Exhibit No.	Description
31.1	Certificate of the Chief Executive Officer of Gentex Corporation pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350).
31.2	Certificate of the Chief Financial Officer of Gentex Corporation pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350).
32	Certificate of the Chief Executive Officer and Chief Financial Officer of Gentex Corporation pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350).
101.INS	Inline XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101.SCH	Inline XBRL Taxonomy Extension Schema
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase

EXHIBIT 31.1

CERTIFICATION OF THE CHIEF EXECUTIVE OFFICER OF GENTEX CORPORATION

I, Steven R. Downing, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Gentex Corporation;

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

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

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

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

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

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

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

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

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

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

Date: August 2, 2024

/s/ Steven R. Downing
Steven R. Downing
President and Chief Executive Officer

EXHIBIT 31.2

CERTIFICATION OF THE CHIEF FINANCIAL OFFICER OF GENTEX CORPORATION

I, Kevin C. Nash, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Gentex Corporation;

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

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

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

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

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

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

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

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

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

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

Date: August 2, 2024

/s/ Kevin C. Nash
Kevin C. Nash
Vice President, Finance; Chief Financial Officer and Treasurer

EXHIBIT 32

CERTIFICATE PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 (18-U.S.C. § 1350)

Each, Steven R. Downing, Chief Executive Officer of Gentex Corporation, and Kevin C. Nash, Chief Financial Officer of Gentex Corporation, certify to the best of their knowledge and belief, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. § 1350), that:

(1) The quarterly report on Form 10-Q for the quarterly period ended June 30, 2024, which this statement accompanies, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in this quarterly report on Form 10-Q of the quarterly period ended June 30, 2024, fairly presents, in all material respects, the financial condition and results of operations of Gentex Corporation.

Dated: August 2, 2024

GENTEX CORPORATION

By /s/ Steven R. Downing
Steven R. Downing
Its Chief Executive Officer

By /s/ Kevin C. Nash
Kevin C. Nash
Its Chief Financial Officer