

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, 2005, OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934 FOR THE TRANSITION PERIOD FROM \_\_\_\_\_ TO \_\_\_\_\_

COMMISSION FILE NO. 0-10235

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  
(Address of principal executive offices)

49464  
(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)

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 is an accelerated filer (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 Section 12, 13 or 15(d) of the Securities  
Exchange Act of 1934 subsequent to the distribution of securities under a plan  
confirmed by a court.

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 at July 21, 2005
----- Common Stock, \$0.06 Par Value	----- 156,509,639

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## PART I. FINANCIAL INFORMATION

## ITEM 1. CONSOLIDATED FINANCIAL STATEMENTS

## GENTEX CORPORATION AND SUBSIDIARIES

## CONDENSED CONSOLIDATED BALANCE SHEETS

	June 30, 2005 (Unaudited)	December 31, 2004 (Audited)
	-----	-----
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$412,292,208	\$395,538,719
Short-term investments	99,519,867	99,341,541
Accounts receivable, net	61,980,173	56,092,330
Inventories	34,502,225	30,600,789
Prepaid expenses and other	10,740,635	11,035,715
	-----	-----
Total current assets	619,035,108	592,609,094
PLANT AND EQUIPMENT - NET	152,505,201	135,649,119
OTHER ASSETS		
Long-term investments	128,190,785	122,174,030
Patents and other assets, net	6,550,092	6,427,185
	-----	-----
Total other assets	134,740,877	128,601,215
	-----	-----
Total assets	\$906,281,186	\$856,859,428
	=====	=====
LIABILITIES AND SHAREHOLDERS' INVESTMENT		
CURRENT LIABILITIES		
Accounts payable	\$ 31,524,221	\$ 19,849,569
Accrued liabilities	36,578,353	31,006,689
	-----	-----
Total current liabilities	68,102,574	50,856,258
DEFERRED INCOME TAXES	21,020,714	22,723,198
SHAREHOLDERS' INVESTMENT		
Common stock	9,390,578	4,672,005
Additional paid-in capital	180,709,966	175,266,114
Retained earnings	617,052,803	591,546,326
Other shareholders' investment	10,004,551	11,795,527
	-----	-----
Total shareholders' investment	817,157,898	783,279,972
	-----	-----
Total liabilities and shareholders' investment	\$906,281,186	\$856,859,428
	=====	=====

See accompanying notes to condensed consolidated financial statements.

GENTEX CORPORATION AND SUBSIDIARIES  
UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF INCOME

	Three Months Ended June 30,		Six Months Ended June 30,	
	2005	2004	2005	2004
NET SALES	\$132,384,445	\$129,646,277	\$260,026,165	\$258,973,825
COST OF GOODS SOLD	82,818,876	75,190,805	162,407,779	149,634,081
Gross profit	49,565,569	54,455,472	97,618,386	109,339,744
OPERATING EXPENSES:				
Engineering, research and development	8,798,430	7,546,085	16,775,815	14,989,373
Selling, general & administrative	7,011,298	6,880,091	13,851,129	13,625,212
Total operating expenses	15,809,728	14,426,176	30,626,944	28,614,585
Income from operations	33,755,841	40,029,296	66,991,442	80,725,159
OTHER INCOME:				
Interest and dividend income	4,038,564	2,090,881	7,122,659	4,243,840
Other, net	221,645	819,615	1,760,919	2,141,268
Total other income	4,260,209	2,910,496	8,883,578	6,385,108
Income before provision for income taxes	38,016,050	42,939,792	75,875,020	87,110,267
PROVISION FOR INCOME TAXES	11,975,000	13,955,000	23,901,000	28,310,000
NET INCOME	\$ 26,041,050	\$ 28,984,792	\$ 51,974,020	\$ 58,800,267
EARNINGS PER SHARE:				
Basic	\$ 0.17	\$ 0.19	\$ 0.33	\$ 0.38
Diluted	\$ 0.17	\$ 0.18	\$ 0.33	\$ 0.37
Cash Dividends Declared per Share	\$ 0.085	\$ 0.075	\$ 0.17	\$ 0.15

See accompanying notes to condensed consolidated financial statements.

GENTEX CORPORATION AND SUBSIDIARIES

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	For six months ended June 30,	
	2005	2004
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	\$ 51,974,020	\$ 58,800,267
Adjustments to reconcile net income to net cash provided by operating activities-		
Depreciation and amortization	11,803,513	10,779,518
(Gain) loss on disposal of assets	154,501	976
(Gain) loss on sale of investments	(2,084,277)	(1,615,437)
Deferred income taxes	(767,301)	361,486
Amortization of deferred compensation	876,714	751,363
Tax benefit of stock plan transactions	1,142,827	1,979,177
Change in operating assets and liabilities:		
Accounts receivable, net	(5,887,843)	(2,248,880)
Inventories	(3,901,436)	(3,471,301)
Prepaid expenses and other	96,934	(62,744)
Accounts payable	11,674,652	2,864,467
Accrued liabilities, excluding dividends declared	5,597,963	3,458,824
Net cash provided by operating activities	70,680,267	71,597,716
CASH FLOWS FROM INVESTING ACTIVITIES:		
Plant and equipment additions	(28,728,691)	(14,174,704)
Proceeds from sale of plant and equipment	24,400	4,500
(Increase) decrease in investments	(6,216,622)	24,389,331
Increase in other assets	(915,916)	(466,870)
Net cash provided by (used for) investing activities	(35,836,829)	9,752,257
CASH FLOWS FROM FINANCING ACTIVITIES:		
Issuance of common stock from stock plan transactions	8,403,893	8,996,964
Cash dividends paid	(26,493,842)	(23,142,801)
Repurchases of common stock	0	0
Net cash provided by (used for) financing activities	(18,089,949)	(14,145,837)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	16,753,489	67,204,136
CASH AND CASH EQUIVALENTS, beginning of period	395,538,719	322,662,971
CASH AND CASH EQUIVALENTS, end of period	\$ 412,292,208	\$ 389,867,107

See accompanying notes to condensed consolidated financial statements.

GENTEX CORPORATION AND SUBSIDIARIES

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

- (1) The unaudited condensed consolidated financial statements included herein have been prepared by the Registrant, without audit, 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 Registrant 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 Registrant's 2004 annual report on Form 10-K.
- (2) 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 Registrant as of June 30, 2005, and the results of operations and cash flows for the interim periods presented.
- (3) Inventories consisted of the following at the respective balance sheet dates:

	June 30, 2005 -----	December 31, 2004 -----
Raw materials	\$20,140,128	\$18,102,873
Work-in-process	4,501,907	3,894,864
Finished goods	9,860,190	8,603,052
	-----	-----
	\$34,502,225	\$30,600,789
	=====	=====

- (4) All earnings per share amounts, weighted daily average of shares of common stock outstanding, common stock, and additional paid-in capital have been restated, to reflect the Company's announcement on April 1, 2005, of a two-for-one stock split effected in the form of a 100 percent common stock dividend for each outstanding share, issued to shareholders on May 6, 2005. The ex-dividend date was May 9, 2005.
- (5) The following table reconciles the numerators and denominators used in the calculation of basic and diluted earnings per share (EPS):

	Quarter Ended June 30, -----		Six Months Ended June 30, -----	
	2005	2004	2005	2004
	-----	-----	-----	-----
Numerators:				
Numerator for both basic and diluted EPS, net income	\$ 26,041,050	\$ 28,984,792	\$ 51,974,020	\$ 58,800,267
Denominators:				
Denominator for basic EPS, weighted-average shares outstanding	155,568,960	154,123,884	155,396,365	153,921,294
Potentially dilutive shares resulting from stock plans	1,640,842	2,707,974	1,566,070	2,942,802
	-----	-----	-----	-----
Denominator for diluted EPS	157,209,802	156,831,858	156,962,435	156,864,096
	=====	=====	=====	=====
Shares related to stock plans not included in diluted average common shares outstanding because their effect would be antidilutive	3,357,767	1,374,792	4,132,273	1,041,316

- (6) At June 30, 2005, the Company had two stock option plans and an employee stock purchase plan. The Company accounts for these plans under the recognition and measurement principles of APB Opinion No. 25 (Accounting for Stock Issued to Employees) and related interpretations. No stock-based employee compensation cost due to these plans is reflected in net income, since options granted under these plans have an exercise price equal to the market value of the underlying common stock on the date of grant. The following table illustrates the effect on net income and earnings per share if the Company had applied the fair value recognition provisions of Statement of Financial Accounting Standards (SFAS) No. 123, "Accounting

for Stock-Based Compensation," to stock-based employee compensation.

GENTEX CORPORATION AND SUBSIDIARIES

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONT.)

	Quarter Ended June 30,		Six Months Ended June 30,	
	2005	2004	2005	2004
Net income, as reported	\$ 26,041,050	\$ 28,984,792	\$ 51,974,020	\$ 58,800,267
Deduct: Total stock-based employee compensation expense determined under fair value-based method of all awards, net of tax effects	(913,649)	(3,651,668)	(18,017,075)	(6,658,147)
Pro forma net income	\$ 25,127,401	\$ 25,333,124	\$ 33,956,945	\$ 52,142,120
Earnings per share:				
Basic - as reported	\$ .17	\$ .19	\$ .33	\$ .38
Basic - pro forma	.16	.16	.22	.34
Diluted - as reported	.17	.18	.33	.37
Diluted - pro forma	.16	.16	.22	.33

On March 30, 2005, in response to the required implementation of SFAS No. 123(R) as disclosed in Note 10, the Company accelerated the vesting of current "under water" stock options. As a result of the vesting acceleration, approximately 2.3 million shares became immediately exercisable and an additional approximate \$13.6 million of proforma stock-based employee compensation expense was recognized in the first quarter. The objective of this Company action is primarily to avoid recognizing compensation expense associated with these options in future financial statements, upon the Company's adoption of SFAS No. 123(R). In addition, the Company has also received shareholder approval of an amendment to its Employee Stock Option Plan to allow the grant of non-qualified stock options.

- (7) Comprehensive income 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 items such as unrealized gains and losses on investments and foreign currency translation adjustments. Comprehensive income was as follows:

	June 30, 2005	June 30, 2004
Quarter Ended	\$26,133,449	\$28,354,898
Six Months Ended	\$49,922,035	\$59,752,161

- (8) The increase in common stock during the quarter and six months ended June 30, 2005, was attributable to the issuance of 550,891 and 776,137 shares, respectively, of the Company's common stock under its stock-based compensation plans. The Company has also recorded a \$0.085 per share cash dividend in the first and second quarters. The second quarter dividend of approximately \$13,303,000, was declared on May 17, 2005, and was paid on July 22, 2005.

- (9) The Company currently manufactures electro-optic products, including automatic-dimming rearview mirrors for the automotive industry, and fire protection products for the commercial building industry:

	Quarter Ended June 30,		Six Months Ended June 30,	
	2005	2004	2005	2004
Revenue:				
Automotive Products	\$126,124,967	\$123,833,183	\$248,084,935	\$247,564,876
Fire Protection Products	6,259,478	5,813,094	11,941,230	11,408,949
Total	\$132,384,445	\$129,646,277	\$260,026,165	\$258,973,825
Operating Income:				
Automotive Products	\$ 32,359,395	\$ 38,903,960	\$ 64,336,234	\$ 78,491,452

Fire Protection Products	1,396,446	1,125,336	2,655,208	2,233,707
	-----	-----	-----	-----
Total	\$ 33,755,841	\$ 40,029,296	\$ 66,991,442	\$ 80,725,159
	=====	=====	=====	=====



GENTEX CORPORATION AND SUBSIDIARIES

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONT.)

- (10) On December 16, 2004, the Financial Accounting Standards Board (FASB) issued SFAS Statement No. 123(R), "Share-Based Payment," which required all share-based payments to employees, including grants of employee stock options, to be recognized in the income statement based on their fair values, and was effective for public companies for interim or annual periods beginning after June 15, 2005. On April 14, 2005, the U.S. Securities and Exchange Commission announced that companies will be allowed to implement SFAS No. 123(R) at the beginning of their next fiscal year after June 15, 2005. The Company does not intend to adopt a fair-value based method of accounting for stock-based employee compensation until required (January 1, 2006). Proforma quarterly earnings and certain Company actions taken in response to SFAS No. 123(R) are disclosed in Note 5 of this quarterly statement.

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

## RESULTS OF OPERATIONS:

## SECOND QUARTER 2005 VERSUS SECOND QUARTER 2004

**Net Sales.** Net sales for the second quarter of 2005 increased by approximately \$2,738,000, or 2%, when compared with the second quarter last year. Net sales of the Company's automotive auto-dimming mirrors increased by approximately \$2,292,000, or 2%, in the second quarter of 2005, when compared with the second quarter last year, primarily due to a 3% increase in auto-dimming mirror unit shipments from approximately 3,001,000 in the second quarter of 2004 to 3,095,000 in the current quarter. This unit increase primarily reflected the increased penetration of interior auto-dimming mirrors on 2005 model year vehicles during the second quarter of 2005. Unit shipments to customers in North America for the current quarter increased by 1% compared with the second quarter of the prior year, primarily due to higher unit shipments to transplants, partially offset by lower light vehicle production levels at certain North-American-based automakers. Mirror unit shipments for the current quarter to automotive customers outside North America increased by 5% compared with the second quarter in 2004, primarily due to increased penetration. Net sales of the Company's fire protection products increased 8% for the current quarter, primarily due to stronger sales of certain fire alarms and signal products.

**Cost of Goods Sold.** As a percentage of net sales, cost of goods sold increased from 58% in the second quarter of 2004 to 63% in the second quarter of 2005. This percentage increase primarily reflected automotive customer price reductions, higher fixed overhead expenses and lower mirror unit shipment growth resulting in reduced capacity utilization. Each factor is estimated to have impacted cost of goods sold as a percentage of net sales by approximately 1-2 percentage points.

**Operating Expenses.** Engineering, research and development expenses for the current quarter increased approximately \$1,252,000, from 6% to 7% of net sales, when compared with the same quarter last year, primarily reflecting additional staffing, engineering and testing for new product development, including mirrors with additional electronic features. Selling, general and administrative expenses increased approximately \$131,000, for the current quarter, but remained at 5% of net sales, when compared with the second quarter of 2004. This increased expense primarily reflected the continued expansion of the Company's overseas sales offices, partially offset by a reduction in state taxes.

**Total Other Income.** Total other income for the current quarter increased by approximately \$1,350,000 when compared with the second quarter of 2004, primarily due to increased interest income due to higher interest rates, partially offset by lower miscellaneous other income.

**Income Taxes.** The Company's effective income tax rate decreased from 32.5% in the second quarter of 2004 to 31.5% in the second quarter of 2005, primarily due to increased tax-exempt investment income.

## SIX MONTHS ENDED JUNE 30, 2005, VERSUS SIX MONTHS ENDED JUNE 30, 2004

**Net Sales.** Net sales for the six months ended June 30, 2005, increased by \$1,052,000, or 0.4%, when compared with the same period last year. Net sales of the Company's automotive auto-dimming mirrors increased by \$520,000, or 0.2%, as auto-dimming mirror unit shipments increased by 2% from approximately 5,983,000 in the first six months of 2004 to 6,125,000 units in the first six months of 2005. This increase primarily reflected the increased penetration of interior auto-dimming mirrors on 2005 model year vehicles. Unit shipments to customers in North America decreased by 2%, as a result of reduced shipments to domestic automakers due to their lower production levels that were partially offset by increased unit shipments to transplants. Mirror shipments to automotive customers outside North America increased by 6%, primarily due to increased penetration of auto-dimming mirrors on 2005 model year vehicles. Net sales of the Company's fire protection products increased 5% in the first six months of 2005 versus the first six months of 2004, primarily due to stronger sales of certain fire alarm and signal products.

Cost of Goods Sold. As a percentage of net sales, cost of goods sold increased from 58% in the six months ended June 30, 2004, to 62% in the six months ended June 30, 2005, primarily reflecting automotive customer price reductions, higher fixed overhead expenses, and lower mirror unit shipment growth resulting in reduced capacity utilization. Each factor is estimated to have impacted cost of goods sold by approximately 1-2 percentage points.

Operating Expenses. For the six months ended June 30, 2005, engineering, research and development expenses increased approximately \$1,786,000, but remained at 6% of net sales, when compared to the same period last year, primarily due to additional staffing, engineering and testing for new product development, including mirrors with additional electronic features. Selling, general and administrative expenses increased approximately \$226,000 for the six months ended June 30, 2005, but remained at 5% of net sales, when compared to the same period last year, primarily reflecting the continued expansion of the Company's overseas sales offices, partially offset by a reduction in state taxes.

Other Income - Net. Other income for the six months ended June 30, 2005, increased \$2,498,000 when compared to the same period last year, primarily due to increased interest income, partially offset by lower miscellaneous other income.

Taxes. The Company's effective income tax rate decreased from 32.5% in the six months ended June 30, 2004, to 31.5% in the six months ended June 30, 2005, primarily due to increased tax-exempt investment income.

#### FINANCIAL CONDITION:

Cash flow from operating activities for the six months ended June 30, 2005, decreased to \$70,680,000, compared to \$71,598,000, for the same period last year, primarily due to lower net income. Capital expenditures for the six months ended June 30, 2005, increased to \$28,729,000, compared to \$14,175,000 for the same period last year, primarily due to new facility construction.

The Company currently expects that the construction of its fourth automotive manufacturing facility and a new technical center will be completed in the spring of 2006. The Company plans to invest approximately \$35-40 million for the new facilities during 2004-2006, which will be funded from its cash and cash equivalents on hand.

Cash and cash equivalents as of June 30, 2005, increased approximately \$16,753,000 compared to December 31, 2004. The increase was primarily due to cash flow from operations, less dividends paid.

Accounts payable as of June 30, 2005, increased \$11,675,000, compared to December 31, 2004. The increase was primarily due to increased capital spending and the timing of weekly payments.

Management considers the Company's working capital and long-term investments totaling approximately \$679,123,000 as of June 30, 2005, together with internally generated cash flow and an unsecured \$5,000,000 line of credit from a bank, to be sufficient to cover anticipated cash needs for the next year and for the foreseeable future.

On October 8, 2002, the Company announced a share repurchase plan, under which it may purchase up to 8,000,000 shares (post-split) based on a number of factors, including market conditions, the market price of the Company's common stock, anti-dilutive effect on earnings, available cash and other factors that the Company deems appropriate. On July 20, 2005, the Company announced that it had raised the price at which the Company may repurchase shares under the existing plan. During the quarter ended March 31, 2003, the Company repurchased 830,000 shares (post-split) at a cost of approximately \$10,247,000. No shares have been repurchased subsequently by the Company.

#### TRENDS AND DEVELOPMENTS:

During the first quarter of 2005, the Company negotiated an extension to its long-term agreement with General Motors in the ordinary course of the Company's business. Under the extension, Gentex will be sourced all of the interior auto-dimming rearview mirrors programs for GM and its worldwide affiliates through August 2009, and includes all but two low-volume models that had previously been awarded to a Gentex competitor under a lifetime contract. The new business also includes the GMT360 program, which is the mid-size truck/SUV platform that currently does not offer auto-dimming mirrors. The new GM programs will be transferred to Gentex by no later

than the 2007 model year. We currently estimate that this new business represents incremental auto-dimming mirror units in the range of 500,000 on an annualized basis. The Company also negotiated a price reduction for the GM OnStar feature in its auto-dimming mirrors, effective January 1, 2005, in connection with GM's plan to make their OnStar system standard across their vehicle models over the next several years.

The Company currently expects that auto-dimming mirror unit shipments will be 5-10% higher in the third quarter of 2005 compared with the third quarter of 2004, and 10-15% higher in the fourth quarter of 2005 compared with the fourth quarter of 2004. These estimates are based on light vehicle production forecasts in the regions to which the Company ships product, as well as the estimated option rates for its mirrors on prospective vehicle models.

The Company utilizes the light vehicle production forecasting services of CSM Worldwide, and CSM's current forecasts for light vehicle production for calendar 2005 are approximately 15.7 million units for North America, 20.5 million for Europe and 13.1 million for Japan and Korea.

The Company is subject to market risk exposures of varying correlations and volatilities, including foreign exchange rate risk, interest rate risk and equity price risk. During the quarter ended June 30, 2005, there were no significant changes in the market risks reported in the Company's 2004 Form 10-K report.

The Company has some assets, liabilities and operations outside the United States, which currently are not significant. Because the Company sells its automotive mirrors throughout the world, it could be significantly affected by weak economic conditions in worldwide markets that could reduce demand for its products.

The Company continues to experience pricing pressures from its automotive customers, which have affected, and which will continue to affect, its margins to the extent that the Company is unable to offset the price reductions with productivity improvements, engineering and purchasing cost reductions, and increases in unit sales volume. In addition, profit pressures at certain automakers are resulting in increased cost reduction efforts by them, including requests for additional price reductions, decontenting certain features from vehicles, and warranty cost-sharing programs, which could adversely impact the Company's sales growth and margins. The Company also continues to experience some pressure for select raw material cost increases. The automotive industry is experiencing increasing financial stresses due to continuing pricing pressures, lower domestic production levels, and commodity material cost increases.

Automakers have been experiencing increased volatility and uncertainty in executing planned new programs which have, in some cases, resulted in cancellations or delays of new vehicle platforms, package reconfigurations and inaccurate volume forecasts. This increased volatility and uncertainty has made it more difficult for the Company to forecast future sales and effectively utilize capital, engineering, research and development, and human resource investments.

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

On March 30, 2005, in response to the required implementation of SFAS No. 123(R) as disclosed in Note 10, the Company accelerated the vesting of current "under water" stock options. As a result of the vesting acceleration, approximately 2.3 million shares became immediately exercisable and an additional approximate \$13.6 million of proforma stock-based employee compensation expense was recognized in the first quarter. The objective of this Company action is primarily to avoid recognizing compensation expense associated with these options in future financial statements, upon the Company's adoption of SFAS No. 123(R). In addition, the Company has also received shareholder approval of an amendment to its Employee Stock Option Plan to allow the grant of non-qualified stock options.

On April 1, 2005, the Company announced a two-for-one stock split effected in the form of a 100 percent common stock dividend for each outstanding share, issued to shareholders on May 6, 2005. The ex-dividend date was May 9, 2005.

On October 1, 2002, Magna International acquired Donnelly Corporation, the Company's major competitor for sales of automatic-dimming rearview mirrors to domestic and foreign vehicle manufacturers and their mirror suppliers. The Company sells certain automatic-dimming rearview mirror sub-assemblies to Magna Donnelly. To date, the Company is not aware of any significant impact of Magna's acquisition of Donnelly upon the Company; however, any ultimate significant impact has not yet been determined.

#### ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

The information called for by this item is provided under the caption "Trends and Developments" under Item 2 - Management's Discussion and Analysis of Results of Operations and Financial Condition.

#### ITEM 4. CONTROLS AND PROCEDURES

As of June 30, 2005, an evaluation was performed under the supervision and with the participation of the Company's management, including the CEO and CFO, of the effectiveness of the design and operation of the Company's disclosure controls and procedures [(as defined in Exchange Act Rules 13a - 15(e) and 15d - 15(e)]. Based on that evaluation, the Company's management, including the CEO and CFO, concluded that the Company's disclosure controls and procedures were adequate and effective as of June 30, 2005, to ensure that material information relating to the Company would be made known to them by others within the Company, particularly during the period in which this Form 10-Q was being prepared. During the period covered by this quarterly report, there have been no changes in the Company's internal controls over financial reporting that have materially affected or are likely to materially affect the Company's internal controls over financial reporting.

Statements in this Quarterly Report on Form 10-Q contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act, as amended, about the global automotive industry, the economy and the Company itself, and involve risks and uncertainties described under the headings "Management's Discussion and Analysis of Results of Operations and Financial Condition" and "Trends and Developments." Words like "anticipates," "believes," "confident," "estimates," "expects," "forecast," "likely," "plans," "projects," and "should," and variations of such words and similar expressions identify forward-looking statements. These statements do not guarantee future performance and involve certain risks, uncertainties, and assumptions that are difficult to predict with regard to timing, expense, likelihood and degree of occurrence. These risks include, without limitation, employment and general economic conditions, the pace of economic recovery in the U.S. and in international markets, automotive production levels worldwide, the types of products purchased by customers, competitive pricing pressures, currency fluctuations, the financial strength of the Company's customers, the mix of products purchased by customers, the ability to continue to make product innovations, the success of newly introduced products (e.g. SmartBeam), and other risks identified in the Company's filings with the Securities and Exchange Commission. Therefore, actual results and outcomes may materially differ from what is expressed or forecasted. Furthermore, the Company undertakes no obligation to update, amend, or clarify forward-looking statements, whether as a result of new information, future events, or otherwise.

PART II. OTHER INFORMATION

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

- (a) The annual meeting of the shareholders of the Company was held on May 12, 2005.
- (b) The following nominees were elected to serve three-year terms on the Company's Board of Directors by the following votes.

	Arlyn Lanting -----	Ken La Grand -----	Rande Somma -----
For	71,274,974	71,304,598	72,695,847
Against	-	-	-
Withheld	2,265,356	2,235,732	844,483
Broker Non-Votes	-	-	-

The terms of office for incumbent Directors Fred Bauer, Gary Goode, John Mulder, Frederick Sotok, Wallace Tsuha and Leo Weber, continued after the meeting.

- (c) A proposal to approve the First Amendment to the Gentex Corporation Qualified Stock Option Plan was approved by the following vote:

For	60,547,013
Against	1,697,661
Abstain	400,137
Broker Non-Votes	11,110,968

A proposal to ratify the appointment of Ernst & Young LLP as the Company's auditors for the fiscal year ended December 31, 2005, was approved by the following vote:

For	73,085,812
Against	575,203
Abstain	94,764
Broker Non-Votes	-

See Part II, Item 4 (b), with respect to the election of directors.

ITEM 6. EXHIBITS

- (a) See Exhibit Index on Page 14.

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, 2005

/s/ Fred T. Bauer  
-----

Fred T. Bauer  
Chairman and Chief  
Executive Officer

Date: August 2, 2005

/s/ Enoch C. Jen  
-----

Enoch C. Jen  
Vice President - Finance,  
Principal Financial and  
Accounting Officer

## EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION	PAGE
3(a)	Registrant's Restated Articles of Incorporation, adopted on August 20, 2004, were filed as Exhibit 3(a) to Registrant's Report on Form 10-Q dated November 2, 2004, and the same is hereby incorporated herein by reference.	
3(b)	Registrant's Bylaws as amended and restated February 27, 2003, were filed as Exhibit 3(b)(1) to Registrant's Report on Form 10-Q dated May 5, 2003, and the same are hereby incorporated herein by reference.	
4(a)	A specimen form of certificate for the Registrant's common stock, par value \$.06 per share, was filed as part of a Registration Statement on Form S-8 (Registration No. 2-74226C) as Exhibit 3(a), as amended by Amendment No. 3 to such Registration Statement, and the same is hereby incorporated herein by reference.	
4(b)	Amended and Restated Shareholder Protection Rights Agreement, dated as of March 29, 2001, including as Exhibit A the form of Certificate of Adoption of Resolution Establishing Series of Shares of Junior Participating Preferred Stock of the Company, and as Exhibit B the form of Rights Certificate and of Election to Exercise, was filed as Exhibit 4(b) to Registrant's Report on Form 10-Q dated April 27, 2001, and the same is hereby incorporated herein by reference.	
10(a)(1)	A Lease dated August 15, 1981, was filed as part of a Registration Statement on Form S-1 (Registration Number 2-74226C) as Exhibit 9(a)(1), and the same is hereby incorporated herein by reference.	
10(a)(2)	A First Amendment to Lease dated June 28, 1985, was filed as Exhibit 10(m) to Registrant's Report on Form 10-K dated March 18, 1986, and the same is hereby incorporated herein by reference.	
*10(b)(1)	Gentex Corporation Qualified Stock Option Plan (as amended and restated, effective February 26, 2004) was included in Registrant's Proxy Statement dated April 6, 2004, filed with the Commission on April 6, 2004, which is hereby incorporated herein by reference.	
*10(b)(2)	First Amendment to Gentex Corporation Stock Option Plan (as amended and restated February 26, 2004).	16
*10(b)(3)	Specimen form of Grant Agreement for the Gentex Corporation Qualified Stock Option Plan (as amended and restated, effective February 26, 2004), was filed as Exhibit 10(b)(2) to Registrant's Report on Form 10-Q dated November 2, 2004, and the same is hereby incorporated herein by reference.	
*10(b)(4)	Gentex Corporation Second Restricted Stock Plan was filed as Exhibit 10(b)(2) to Registrant's Report on Form 10-Q dated April 27, 2001, and the same is hereby incorporated herein by reference.	
*10(b)(5)	Specimen form of Grant Agreement for the Gentex Corporation Restricted Stock Plan, was filed as Exhibit 10(b)(4) to Registrant's Report on Form 10-Q dated November 2, 2004, and the same is hereby incorporated herein by reference.	



EXHIBIT NO.	DESCRIPTION	PAGE
*10(b)(6)	Gentex Corporation 2002 Non-Employee Director Stock Option Plan (adopted March 6, 2002), was filed as Exhibit 10(b)(4) to Registrant's Report on Form 10-Q dated April 30, 2002, and the same is incorporated herein by reference.	
*10(b)(7)	Specimen form of Grant Agreement for the Gentex Corporation 2002 Non-Employee Director Stock Option Plan, was filed as Exhibit 10(b)(6) to Registrant's Report on Form 10-Q dated November 2, 2004, and the same is hereby incorporated herein by reference.	
10(e)	The form of Indemnity Agreement between Registrant and each of the Registrant's directors and certain officers was filed as Exhibit 10 (e) to Registrant's Report on Form 10-Q dated October 31, 2002, and the same is incorporated herein by reference.	
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).	18
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).	19
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)	20

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\*Indicates a compensatory plan or arrangement.

EXHIBIT 10(b)(2)

FIRST AMENDMENT TO THE  
GENTEX CORPORATION QUALIFIED STOCK OPTION PLAN  
(AS AMENDED AND RESTATED, EFFECTIVE FEBRUARY 26, 2004)

This FIRST AMENDMENT TO THE GENTEX CORPORATION QUALIFIED STOCK OPTION PLAN is adopted by the Board of Directors of Gentex Corporation, a Michigan corporation (the "Corporation"), as of the 4th day of March, 2005, with reference to the following:

A. The Gentex Corporation Qualified Stock Option Plan (As Amended and Restated, Effective February 26, 2004) (the "Plan") was approved by the Corporation's Board of Directors on February 26, 2004, and was approved by the Corporation's shareholders on May 13, 2004.

B. The Board of Directors has elected to amend the Plan to permit the grant of both incentive stock options and nonqualified stock options. This First Amendment is subject to the approval of the shareholders of the Corporation.

NOW, THEREFORE, subject to the approval of the shareholders of the Corporation, the Plan is amended as follows:

1. The title of the Plan is hereby amended to be the "GENTEX CORPORATION EMPLOYEE STOCK OPTION PLAN."

2. The following definitions are hereby added as Paragraphs 2(k), (l), and (m) of the Plan:

- k. "Code" means the Internal Revenue Code of 1986, as amended.
- l. "Incentive Stock Option" or "ISO" shall mean an option to purchase shares of Common Stock granted pursuant to this Plan, which is designated as an Incentive Stock Option and is intended to meet the requirements of Section 422 of the Code.
- m. "Nonqualified Stock Option" or "NQSO" shall mean an option to purchase shares of Common Stock granted pursuant to this Plan, which is not an Incentive Stock Option.

3. The following new Paragraph 14 is hereby added to the Plan:

14. TYPES OF STOCK OPTIONS. The Committee shall have the authority to grant to any eligible employee one or more Incentive Stock Options, Nonqualified Stock Options, and/or a combination of both types of options. To the extent that any option does not qualify as an ISO (whether because of its provisions or the time or manner of its exercise or otherwise), such option or the portion thereof that does not qualify shall constitute a separate NQSO. Whenever possible, each provision in this Plan and of each ISO granted pursuant to this Plan shall be interpreted in such a manner as to entitle each ISO granted pursuant to this Plan to the tax treatment afforded by Section 422 of the Code. If any provision of this Plan or of any ISO granted pursuant to this Plan shall be held not to comply with requirements necessary to entitle such ISO to such tax treatment, then (i) such provision shall be deemed to have contained from the outset such language as shall be necessary to entitle the ISO to the tax treatment afforded under Section 422 of the Code, and (ii) all other provisions of this Plan and the applicable ISO shall remain in full force and effect. If any Option Agreement for an ISO granted pursuant to this Plan does not explicitly include any terms required to entitle such ISO to the tax treatment afforded by Section 422 of the Code, all such terms shall be deemed implicit in the designation of such ISO and the ISO shall be deemed to have been granted subject to all such terms. Notwithstanding anything in this Plan to the contrary, no term of this Plan relating to ISOs shall be interpreted, amended, or altered, nor shall any discretion or authority granted under this Plan be so exercised, so as to disqualify the Plan under Section 422 of the Code, or, without the consent of Optionees affected, to disqualify any ISO under such Section 422. The aggregate Market Value of the shares of Common Stock with respect to which one or more ISOs (or other incentive stock options, within the meaning of Section 422 of the Code, under all other option plans of the Corporation) granted on or after January 1, 1987, that are exercisable for the first time by an Optionee during any calendar year, shall not exceed the \$100,000 limitation imposed by Section 422(d) of the Code.

4. In all other respects, the Plan shall continue in full force and effect.

CERTIFICATION

The foregoing First Amendment was duly adopted by the Board of Directors of the Corporation, effective March 4, 2005, subject to the approval of the Corporation's shareholders.

/s/ Connie Hamblin  
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Connie Hamblin, Secretary  
Gentex Corporation

## CERTIFICATION OF THE CHIEF EXECUTIVE OFFICER OF GENTEX CORPORATION

I, Fred T. Bauer, 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 control 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, 2005

/s/ Fred T. Bauer  
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Fred T. Bauer  
Chief Executive Officer

## CERTIFICATION OF THE CHIEF FINANCIAL OFFICER OF GENTEX CORPORATION

I, Enoch C. Jen, 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 control 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, 2005

/s/ Enoch C. Jen

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Enoch C. Jen  
Vice President, Finance

EXHIBIT 32

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

Each, Fred T. Bauer, Chief Executive Officer of Gentex Corporation, and Enoch C. Jen, 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. Section 1350), that:

- (1) The quarterly report on Form 10-Q for the quarterly period ended June 30, 2005, 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, 2005, fairly presents, in all material respects, the financial condition and results of operations of Gentex Corporation.

Dated: August 2, 2005

GENTEX CORPORATION

By /s/ Fred T. Bauer  
-----  
Fred T. Bauer  
Its Chief Executive Officer

By /s/ Enoch C. Jen  
-----  
Enoch C. Jen  
Its Vice President-Finance/Chief  
Financial Officer

A signed original of this written statement has been provided to Gentex Corporation and will be retained by Gentex Corporation and furnished to the Securities and Exchange Commission or its staff upon request.