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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

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

For the quarterly period ended March 31, 1999

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: 0-11676

BEL FUSE INC.
(Exact name of registrant as specified in its charter)

NEW JERSEY	22-1463699
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

198 VAN VORST STREET
JERSEY CITY, NEW JERSEY 07302
(Address of principal executive offices)
(Zip Code)

201-432-0463
(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 [X]   No [ ]

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

At May 1, 1999, there were 2,612,322 shares of Class A Common Stock, $.10 par value, outstanding and 2,632,318 shares of Class B Common Stock, $.10 par value, outstanding.

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

Certain information and footnote disclosures required under generally accepted accounting principles have been condensed or omitted from the following consolidated financial statements pursuant to the rules and regulations of the Securities and Exchange Commission. It is suggested that the following consolidated financial statements be read in conjunction with the year-end consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 1998.

The results of operations for the three month period ended March 31, 1999 are not necessarily indicative of the results to be expected for the entire fiscal year or for any other period.

BEL FUSE INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

ASSETS

	March 31, 1999	December 31, 1998
	(Unaudited)	
Current Assets:		
Cash and cash equivalents	$ 14,775,437	$ 14,923,685
Accounts receivable, less allowance for doubtful accounts of $317,000	20,221,391	17,072,537
Inventories	23,735,441	21,847,563
Prepaid expenses and other current assets	674,309	353,869
Deferred income taxes	367,000	284,000
Total Current Assets	59,773,578	54,481,654
Property, plant and equipment - net	35,658,183	35,471,498
Goodwill - net of amortization of $901,096 and $523,423	12,844,550	13,222,223
Other assets	417,421	449,253
TOTAL ASSETS	$108,693,732	$103,624,628

(Continued)

See notes to consolidated financial statements.

BEL FUSE INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

LIABILITIES AND STOCKHOLDERS' EQUITY

	March 31, 1999 (Unaudited)	December 31, 1998
Current Liabilities:		
Accounts payable	$ 5,606,480	$ 4,985,840
Accrued expenses	7,375,348	8,416,051
Income taxes payable	390,874	10,247
Dividends payable	261,988	260,331
Total Current Liabilities	13,634,690	13,672,469
Deferred income taxes	1,108,000	1,146,000
Total Liabilities	14,742,690	14,818,469
Stockholders' Equity:		
Preferred stock, no par value - authorized 1,000,000 shares; none issued	--	--
Class A common stock, par value $.10 per share - authorized 10,000,000 shares; outstanding 2,610,509 and 2,603,310 shares (net of 1,072,770 treasury shares)	261,051	260,331
Class B common stock, par value $.10 per share - authorized 10,000,000 shares; outstanding 2,619,881 and 2,603,310 shares (net of 1,072,770 treasury shares)	261,988	260,331
Additional paid-in capital	8,838,070	8,561,421
Retained earnings	84,587,697	79,728,787
Cumulative other comprehensive income (loss)	2,236	(4,711)
Total Stockholders' Equity	93,951,042	88,806,159
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$108,693,732	$103,624,628

See notes to consolidated financial statements.

BEL FUSE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME

(Unaudited)

	Three Months Ended March 31, 1999	Three Months Ended March 31, 1998
Net sales	$30,758,768	$19,514,700
Costs and Expenses:		
Cost of sales	20,314,606	13,177,728
Selling, general and administrative expenses	4,804,871	3,387,482
	25,119,477	16,565,210
Income from operations	5,639,291	2,949,490
Other income - net	151,742	415,998
Earnings before income taxes	5,791,033	3,365,488
Income tax provision	670,000	399,000
Net earnings	$ 5,121,033	$ 2,966,488
Earnings per common share-basic	$.98	$.58
Earnings per common share-diluted	$.95	$.56
Weighted average number of common shares outstanding-basic	5,213,333	5,130,885
Weighted average number of common shares outstanding-diluted	5,382,470	5,232,465

(Continued)

See notes to consolidated financial statements.

BEL FUSE INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME
(Unaudited) (Continued)

	Three Months Ended March 31, 1999	Three Months Ended March 31, 1998
Net earnings	$5,121,033	$2,966,488
Other comprehensive income (expense), net of income taxes:		
Foreign currency translation adjustment	6,947	(18,615)
Comprehensive income	$5,127,980	$2,947,873

See notes to consolidated financial statements.

BEL FUSE INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Three Months Ended March 31, 1999	Three Months Ended March 31, 1998
Cash flows from operating activities:		
Net income	$ 5,121,033	$ 2,966,488
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	1,469,208	803,236
Other	(71,000)	68,000
Changes in operating assets and liabilities	(5,395,659)	1,324,110
Net Cash Provided by Operating Activities	1,123,582	5,161,834
Cash flows from investing activities:		
Purchase of property, plant and equipment	(1,272,640)	(1,008,036)
Purchase of marketable securities	--	(2,102,012)
Proceeds from repayment by contractors	32,250	41,334
Net Cash Used in Investing Activities	(1,240,390)	(3,068,714)
Cash flows from financing activities:		
Proceeds from exercise of stock options	229,026	281,575
Dividends paid to the Company's shareholders	(260,466)	--
Net Cash (Used in) Provided by Financing Activities	(31,440)	281,575
Net (decrease) increase in Cash	(148,248)	2,374,695
Cash and Cash Equivalents - beginning of period	14,923,685	29,231,967
Cash and Cash Equivalents - end of period	$14,775,437	$31,606,662

(Continued)

See notes to consolidated financial statements.

BEL FUSE INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited) (Continued)

	Three Months Ended March 31, 1999	Three Months Ended March 31, 1998
Changes in operating assets and liabilities consist of:		
(Increase) decrease in accounts receivable	$(3,148,854)	$ 950,691
(Increase) decrease in inventories	(1,887,878)	1,556,012
(Increase) in prepaid expenses and other current assets	(352,690)	(339,040)
Decrease in other assets	31,832	42,805
Increase (decrease) in accounts payable ...	620,640	(760,003)
Increase (decrease) in accrued expenses ...	(1,040,993)	9,196
Increase (decrease) in income taxes payable	380,627	(135,551)
Increase in dividends payable	1,657	--
	$(5,395,659)	$1,324,110
Supplementary information:		
Cash paid during the period for:		
Interest	$ --	$ --
Income taxes	$ 344,000	$ 182,000

See notes to consolidated financial statements.

BEL FUSE INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. The consolidated balance sheet as of March 31, 1999, and the consolidated statements of operations and comprehensive income and cash flows for the periods presented herein have been prepared by the Company and are unaudited. In the opinion of management, all adjustments (consisting solely of normal recurring adjustments) necessary to present fairly the financial position, results of operations and comprehensive income and cash flows for all periods presented have been made. Certain items in the March 31, 1998 financial statements have been reclassified to conform to March 31, 1999 classifications. The information for December 31, 1998 was derived from audited financial statements.

2. Earnings Per Share - Basic earnings per common share are computed using the weighted average number of common shares outstanding during the period. Diluted earnings per common share are computed using the weighted average number of common shares and common stock equivalent shares outstanding during the period.

3. Acquisition

On October 2, 1998, the Company acquired the manufacturing assets, primarily consisting of inventory and fixed assets, of Lucent Technologies, Inc.'s ("Lucent") signal transformer product line in exchange for approximately $27 million in cash plus acquisition costs of approximately $500,000. Under the terms of the agreement, the Company, among other things, will continue to supply Lucent's telecom magnetics requirements for forty-two months. It is the Company's intention to move the majority of the manufacturing for this business to the Republic of China. The Company has established research and development, support and legacy product manufacturing in Dallas, Texas. In addition the Dallas facility will maintain a marketing office to sell and service the Lucent customers.

Lucent and the Company entered into a Transition Services Agreement whereby Lucent has agreed to provide contract labor and transitional services to the Company for an agreed price until the earlier of June 30, 1999 or the date on which Signal Transformer Manufacturing operations and the purchased assets are relocated.

The acquisition has been accounted for under the purchase method of accounting and includes the results of operations of the acquired entity from the date of acquisition. Intangible assets and goodwill which arose in connection with the acquisition in the amount of $13.5 million, are being amortized over 3 and one-half to 15 years using the straight line method. Proforma unaudited results of operations for the three months ended March 31, 1998 reflect the consolidated operations of the Company assuming the acquisition occurred on January 1, 1998. Proforma adjustments have been made for amortization of intangibles, depreciation, reduction of interest income and income taxes. The proforma results are as follows:

BEL FUSE INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

	Three Months Ended March 31, 1998 (Dollars in thousands except per share data)
Sales	$28,553
Net earnings (1)	5,257
Diluted earnings per common share	$1.01

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(1) In arriving at net earnings, income taxes were estimated based upon assumptions as to the geographic area in which the operating income would have been earned by the Company.

4. Inventories consist of the following:

	March 31, 1999	December 31, 1998
Raw materials	$13,609,416	$11,459,928
Work-in-process	109,027	139,166
Finished goods	10,016,998	10,248,469
	$23,735,441	$21,847,563

5. Property, plant and equipment consists of the following:

	March 31, 1999	December 31, 1998
Land	$ 1,164,436	$ 1,164,436
Buildings and improvements	14,026,432	13,901,108
Machinery and equipment	47,811,517	46,658,618
Idle property held for sale	935,000	935,000
	63,937,385	62,659,162
Less accumulated depreciation and amortization	28,279,202	27,187,664
Net property, plant and equipment	$35,658,183	$35,471,498

6. New Accounting Pronouncements

In June 1998, The Financial Accounting Standards Boards issued Statement of Financial Accounting Standards No. 133 ("SFAS 133") "Accounting for Derivative Instruments and Hedging Activities". The Company is required to adopt the provisions of this Statement in the 2000 year-end financial statements. This Statement requires that all derivatives be recorded in the balance sheet as either an asset or liability measured at fair value. The Statement requires that changes in the derivative's fair value be recognized currently in earnings unless specific hedge accounting criteria are met. The Company is in the process of evaluating this Statement and has not yet determined the future impact on the Company's consolidated financial statements.

7. Business Segment Information

The Company does not have reportable operating segments as defined in Statement of Financial Accounting Standards No. 131, "Disclosures about Segments of an Enterprise and Related Disclosures". The method for attributing revenues to individual countries is based on the destination to which finished goods are shipped. The Company operates facilities in the United States, Europe and the Far East. The primary criteria by which financial performance is evaluated and resources are allocated include revenues and operating income. The following is a summary of key financial data.

	Three Months Ended March 31, 1999	Three Months Ended March 31, 1998
Total Revenues:		
United States	$19,807,466	$ 8,930,089
Asia	28,520,578	17,732,710
Less intergeographic revenues	(17,569,276)	(7,148,099)
	$30,758,768	$19,514,700
Income (loss) from Operations:		
United States	$ 1,072,912	$ (208,719)
Asia	4,566,379	3,158,209
	$ 5,639,291	$ 2,949,490

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

Results of Operations

The following table sets forth, for the periods indicated, the percentage relationship to net sales of certain items included in the Company's consolidated statements of operations.

	Percentage of Net Sales	
	Three Months Ended March 31,	
	1999	1998
Net sales	100.0%	100.0%
Cost of sales	66.1	67.5
Selling, general and administrative expenses	15.6	17.4
Other income, net of interest expense	.5	2.1
Earnings before income tax provision	18.8	17.2
Income tax provision	2.2	2.0
Net earnings	16.6	15.2

The following table sets forth, for the periods indicated, the percentage increase (decrease) of items included in the Company's consolidated statements of operations.

	Increase (Decrease) from Prior Period
	Three Months Ended March 31, 1999 compared with 1998
Net sales	57.6%
Cost of sales	54.2
Selling, general and administrative expenses	41.8
Other income - net	(63.5)
Earnings before income tax provision	72.1
Income tax provision	67.9
Net earnings	72.6

THREE MONTHS 1999 VS. THREE MONTHS 1998

Net Sales

Net sales increased 57.6% from $19,515,000 during the first three months of 1998 to $30,759,000 during the first three months of 1999. The Company attributes this increase primarily to sales growth of network magnetic products, sales of value added products and telecom magnetic products of the signal transformer product line recently acquired from Lucent.

Cost of Sales

Cost of sales as a percentage of net sales decreased 1.4% to 66.1% during the first three months of 1999 from 67.5% during the first three months of 1998. The decrease in the cost of sales percentage is primarily attributable to lower material content offset in part by higher overhead, principally attributed to increased depreciation expense and increased overheads associated with the telecom magnetic product line. The increased overhead expenses are related to moving the production of the telecom, magnetic product line to China which the Company plans to complete by September 30, 1999.

Selling, General and Administrative Expenses

The percentage relationship of selling, general and administrative expenses to net sales decreased from 17.4% for the first three months of 1998 to 15.6% for the first three months of 1999. The Company attributes the percentage decrease primarily to increased sales. Selling, general and administrative expenses increased in dollar amount by 41.8%. The Company attributes the increase in dollar amount of such expenses primarily to increases in sales and marketing salaries and sales related expenses and amortization of goodwill resulting from the acquisition of the signal transformer product line recently acquired from Lucent.

Other Income and Expenses

Other income, consisting principally of interest earned on cash equivalents and marketable securities, decreased by approximately $263,000 during the first three months of 1999 compared to the first three months of 1998. The decrease is primarily due to the use of cash and cash equivalents in the acquisition of the signal transformer business from Lucent.

Provision for Income Taxes

The provision for income taxes for the first three months of 1999 was $670,000 as compared to $399,000 for the first three months of 1998. The increase in the provision is due primarily to higher United States and foreign earnings before income taxes in 1999 versus 1998.

Liquidity and Capital Resources

Historically, the Company has financed its capital expenditures through cash flows from operating activities. Management believes that the cash flow from operations, combined with its existing capital base and the Company's available lines of credit, will be sufficient to fund its operations for the near term. This statement represents a forward-looking statement. Actual results could differ materially from such statement if the Company experiences substantial unanticipated cash requirements.

The Company has lines of credit, all of which were unused at March 31, 1999, in the aggregate amount of $7 million, of which $5 million is from domestic banks and $2 million is from foreign banks. On February 24, 1999 the Company signed a letter of commitment to increase the domestic lines of credit to $11 million.

During the first three months of 1999, the Company's cash and cash equivalents and marketable securities decreased by approximately $150,000, reflecting $1.1 million provided by operating activities and $229,000 from the exercise of stock options, offset, in part, by $1.3 million in purchases of plant and equipment and $260,000 in payment of dividends.

Cash, accounts receivable and marketable securities comprised approximately 32.2% and 30.9% of the Company's total assets at March 31, 1999 and December 31, 1998, respectively. The Company's current ratio (i.e., the ratio of current assets to current liabilities) was 4.4 to 1 and 4.0 to 1 at March 31, 1999 and December 31, 1998, respectively.

Other Matters

Year 2000

Background

The Year 2000 problem is the result of computer programs being written using two digits (rather than four) to define the applicable years. Any of the Company's programs that have time-sensitive software may recognize a date using "00" as the year 1900 rather than the year 2000, which could result in miscalculations or system failures.

The Company relies heavily on computer technologies to operate its business. In 1997, the Company conducted an initial assessment of its information technology to determine which Year 2000 related problems might cause processing errors or computer system failures. The Company also did a complete analysis of its computer system. Based on the results of that analysis, the Company's executive management identified the Year 2000 problem as a top corporate priority and established a group to provide a solution. Based on the group's evaluation, it was determined to upgrade the entire computer system at the same time as solving the Year 2000 problem. Though the cost of the Year 2000 problem is not material, the estimate for the upgrading the computer system, including the solution for the Year 2000 problem, is approximately $350,000.

The following discussion of the implications of the Year 2000 problem for the Company contains numerous forward-looking statements based on inherently uncertain information. The cost of the project and the date on which the Company plans to complete its internal Year 2000 modifications are based on the Company's best estimates, which were derived utilizing a number of assumptions of future events including the continued availability of internal and external resources, third party modifications and other factors. However, there can be no guarantee that these estimates will be achieved, and actual results could differ. Moreover, although the Company believes it will be able to make the necessary modifications in advance, there can be no guarantee that failure to modify the systems would not have a material adverse effect on the Company.

In addition, the Company places a high degree of reliance on computer systems of third parties, such as customers, trade suppliers and computer hardware and commercial software suppliers. Although the Company is assessing the readiness of these third parties and preparing contingency plans, there can be no guarantee that the failure of these third parties to modify their systems in advance of December 31, 1999, would not have a material adverse effect on the Company.

Readiness

The Year 2000 project is intended to ensure that all critical systems, devices and applications, as well as data exchanged with customers, trade suppliers and other third parties have been evaluated and will be suitable for continued use into and beyond the Year 2000.

Responsibility for implementation of the project has been assigned to an internal group of the Company. General priorities have been defined, dependencies identified, preliminary delivery dates assigned, detailed project plans developed, and internal and external technical resources assigned or hired. In addition, internal management reporting requirements have been established. Plans and progress against these plans are reviewed by the Company's Chief Financial Officer.

The Company has completed the majority of the project. The Company is currently conducting a rigorous final level of review called integrated testing under Post-Year 2000 conditions.

Since early 1997, the Company has required Year 2000 compliance statements from all suppliers of the Company's computer hardware and commercial software. Regardless of the compliance statements, all third party hardware and software will also be subjected to testing to reconfirm the Year 2000 readiness.

COST

The Company estimates that the total cost of achieving Year 2000 readiness for its internal systems, devices and applications is approximately $350,000. Year 2000 project costs are difficult to estimate accurately and the projected cost could change due to unanticipated technological difficulties and Year 2000 readiness of third parties.

CONTINGENCY PLANS

In the event that the efforts of the Company's Year 2000 project do not address all potential systems problems, the Company is currently developing business interruption contingency plans, including maintaining the Company's old computer system which was not subject to the Year 2000 problem. The Company believes, however, that due to the widespread nature of potential Year 2000 issues, the contingency planning process is an ongoing one which will require further modifications as the Company obtains additional information regarding (1) the Company's internal systems during the remediation and testing phases of its Year 2000 project and (2) the status of third party Year 2000 readiness. Contingency planning for possible Year 2000 disruptions will continue to be defined, improved and implemented.

RISKS

The Company believes that completed and planned modifications and conversions of its critical systems, devices and applications will allow it to be Year 2000 compliant in a timely manner. There can be no assurances, however, that the Company's internal systems, devices and applications or those of third parties on which the Company relies will be Year 2000 compliant by year 2000 or that the Company's or third parties' contingency plans will mitigate the effects of any noncompliance. An interruption of the Company's ability to conduct its business due to a Year 2000 readiness problem could have a material adverse effect on the Company.

This report contains forward-looking statements that involve substantial risks and uncertainties. The Company's actual results could differ materially from those discussed herein. Factors that could cause or contribute to such differences include, but are not limited to, those discussed in the "Business", "Management's Discussion and Analysis of Financial Condition and Results of Operations", and "Risks and Uncertainties" captions in the Company's Form 10-K for the year ended December 31, 1998.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Not Applicable - no significant changes since Annual Report on Form 10-K for the year ended December 31, 1998.

PART II. OTHER INFORMATION

Item 1. Legal Proceedings

See Item 3 of the Company's Form 10-K for the year ended December 31, 1998.

Item 4. Submission of Matters to a Vote of Security Holders

None

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits:

27.1 Financial Data Schedule

(b) There were no Current Reports on Form 8-K filed by the registrant during the quarter ended March 31, 1999.

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.

BEL FUSE INC.

By:/s/ DANIEL BERNSTEIN

Daniel Bernstein, President
(Principal Financial and
Accounting Officer)

Dated: May 13, 1999

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM BEL FUSE INC. AND SUBSIDIARIES FINANCIAL STATEMENTS AT MARCH 31, 1999 AND THE THREE MONTHS THEN ENDED AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

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DEC-31-1999
MAR-31-1998
14,775,437
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20,538,391
317,000
23,735,441
59,773,578
63,937,385
28,279,202
108,693,732
13,634,690
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