

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D. C. 20549

FORM 10-KSB/A

(Mark One)

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

For the year ended December 31, 2002

Commission File No. 0-19047

FOOD TECHNOLOGY SERVICE, INC.

(Exact name of Registrant as specified in its charter)

FLORIDA

59-2618503

(State of incorporation or organization) (Employer Identification Number)

502 Prairie Mine Road, Mulberry, FL 33860

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (863) 425-0039

Securities registered pursuant to Section 12(b) of the Act: None

Securities registered pursuant to Section 12(g) of the Act: Common Stock, \$.01 par value

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
X	
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Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-B is not contained herein, and no disclosure will be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB or any amendment to this Form 10-KSB. [ ]

The Registrant's operating revenues for its most recent fiscal year were \$1,198,151.

As of December 31, 2002, 11,001,038 shares of the Registrant's Common Stock were outstanding, and the aggregate market value of the voting stock held by non-affiliates (6,809,455 shares) was approximately \$6,128,510 based on the market price at that date.

DOCUMENTS INCORPORATED BY REFERENCE

Proxy Statement for the annual meeting of shareholders scheduled to be held May 21, 2003.

### **Item 13. Exhibits and Report on Form 8-K**

#### **(a) Exhibits**

- (1) Articles of Incorporation. Reference is made to Exhibit 3.1 included in the Company's Registration Statement on Form S-18 (File No. 33-36838-A).
- (2) By-Laws. Reference is made to Exhibit 3.2 included in the Company's Registration Statement on Form S-18 (File No. 33-36838-A).
- (3) Agreements entered into by the Company with MDS Nordion

- \*(a) Reimbursement and Indemnity Agreement dated October 22, 1991
- \*(b) Agreement dated December 11, 1991
- \*(c) Debenture dated January 15, 1992
- \*(d) Copy of Security & Mortgage Agreement dated January 15, 1992
- \*(e) Financing Agreement dated February 21, 1992
- \*(f) Security Agreement dated February 21, 1992
- \*\* (g) Letter Agreement dated March 31, 1994 and April 13, 1994
- \*\*\* (h) Modification Agreement

#### **\*\*\*\* 99.1 Certification of CEO and CFO**

- \* Reference is made to Exhibit (c)(3) included in the Company's Form 10-K Report filed for the year ended December 31, 1991.
  - \*\* Reference is made to Exhibit 3(g) included in the Company's Form 10-KSB Report filed for the year ended December 31, 1993.
  - \*\*\* Reference is made to Exhibit 3(h) included in the Company's Form 10-K Report filed for the year ended December 31, 2001.
- \*\*\*\* Filed herewith.

#### **(b) Reports on Form 8-K**

No reports on Form 8-K were filed during the fourth quarter of the year ended December 31, 2002.

## SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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 as of the 3<sup>rd</sup> day of April 2003.

FOOD TECHNOLOGY SERVICE, INC.

By: / s / Richard G. Hunter  
Richard G. Hunter, Ph.D.  
Chief Executive Officer and  
Chief Financial Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Company and in the capacities and on the dates indicated:

<u>Name</u>	<u>Title</u>	<u>Date</u>
<u>/ s/ Richard G. Hunter</u> Richard G. Hunter, PhD	Director	April 3, 2003
<u>Thomas J. Daw</u>	Director	
<u>/ s/ Frank M. Fraser</u> Frank M. Fraser	Director	April 3, 2003
<u>/ s/ David Nicholds</u> David Nicholds	Director	April 3, 2003
<u>John T. Sinnott, M.D., F.A.C.P.</u>	Director	
<u>/ s/ Michael W. Thomas</u> Michael W. Thomas	Director	April 3, 2003

## CERTIFICATION

I Certify that:

1. I have reviewed this Annual Report on Form 10-KSB of Food Technology Service, Inc.
2. Based on my knowledge, this Annual Report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statement made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this Annual Report;
3. Based on my knowledge, the Financial Statements, and other financial information included in the Annual 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 Annual Report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13A-14 and 15D-14 for the registrant and we have:
  - a) Designed such disclosure controls and procedures 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 Annual Report is being prepared;
  - b) Evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this Annual Report (the "Evaluation Date") and;
  - c) Presented in this Annual Report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function):
  - a) All significant deficiencies in the design or operation of internal controls, which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this Annual Report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: March 21, 2003

FOOD TECHNOLOGY SERVICE, INC.

By: / s / Richard G. Hunter  
Richard G. Hunter, Ph.D.  
Chief Executive Officer and  
Chief Financial Officer

**Certification of CEO and CFO Pursuant to  
18 U.S.C. Section 1350,  
As Adopted Pursuant to  
Section 906 of the Sarbanes-Oxley Act of 2002**

In connection with the Annual Report of Food Technology Service, Inc.\_ (the "Company") on Form 10-KSB for the year ending December 31, 2002 as filed with the Securities and Exchange Commission on March 31, 2003 (the "Report"), Richard G. Hunter, Ph.D., as Chief Executive Officer and Chief Financial Officer of the Company hereby certifies, pursuant to 18 U.S.C. § 1350, as adopted pursuant to § 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13(a) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

                  / s / Richard G. Hunter                    
Richard G. Hunter, Ph.D.  
Chief Executive Officer and  
Chief Financial Officer  
April 3, 2003