

FOR IMMEDIATE RELEASE

ROCKFORD CORPORATION

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**ROCKFORD CORPORATION REPORTS
FIRST QUARTER 2012 RESULTS**

Tempe, Arizona, April 10, 2012--Rockford Corporation (OTC Pink: ROFO.PK) today announced financial results for the three months ended March 31, 2012.

Net income for the three months ended March 31, 2012 was \$3.0 million compared to \$1.3 million for the same period in 2011.

Net sales for the three months ended March 31, 2012, increased 23.9% to \$20.5 million compared to net sales of \$16.6 million for the same period in 2011. The increase in net sales for the three month period was primarily due to increases in Rockford's core aftermarket and international sales channels. OEM royalty revenue for the quarter ended March 31, 2012, was \$0.4 million compared to \$0.8 million for the same period in 2011.

As a percent of net sales, gross margin for the three months ended March 31, 2012 increased to 40.2% compared to 39.7% for the same period in 2011. Operating expenses for the three months ended March 31, 2012, were flat at \$5.3 million compared to \$5.3 million for the same period in 2011.

William R. Jackson, Rockford's Chief Executive Officer and President, commented, "We are very pleased with the first quarter of 2012. All of our brands and distribution channels performed well. The Rockford Fosgate brand continues to gain strength and momentum. In January we launched several new products and began

shipping them in the first quarter. We are seeing good results and sell through at the retail level. Our other brands, Lightning Audio, Renegade, Brax and Helix are also growing and gaining market share. The car audio market remains challenging. However, the strength of our products and brands allows our retailers and distributors to compete in a difficult market place.”

Mr. Jackson stated: “In addition, we are very excited about our recently announced agreement with Sanctiond Car Care products. We see this as a natural product opportunity for our retailers.”

Mr. Jackson concluded: “Our marketing efforts for the year are aggressive and designed to build brand awareness and dealer traffic. In summary, we remain cautiously optimistic about the future and remain committed to growing our business with our partners.”

Liquidity and Capital Resources

Rockford’s cash used by operations was \$1.5 million for the three months ended March 31, 2012 as compared to \$1.4 million during the comparable period in 2011. Net income of \$3.0 million was the primary source of cash from operations and an increase in account receivable of \$6.3 million was the primary use of cash from operations.

Rockford’s asset-based credit facility with Wells Fargo Capital Financial continues to have the terms described in Rockford’s annual report for the year ended December 31, 2011. Under the agreement, pricing options based on LIBOR rates are available to Rockford. The interest rate was approximately 4.5% at March 31, 2012. As of March 31, 2012, Rockford was in compliance with all applicable covenants. Availability under the credit facility at March 31, 2012 was approximately \$8.3 million in excess of the outstanding balance of \$1.7 million.

Rockford anticipates, based on its operating plans and cash flow forecast, that cash flow from operations for 2012 and 2013, and available borrowings under its credit facility, will be adequate to meet Rockford’s requirements for current capital expenditures, working capital and interest payments for the next twelve months.

Stock Buyback Program

Rockford announced on January 25, 2012, that its Board of Directors approved a program to purchase up to 765,000 shares, or approximately 10%, of Rockford's Common Stock in the open market or through privately negotiated transactions. From January 25, 2012, to date Rockford has repurchased approximately 146,000 shares under this stock buyback program. After these repurchases Rockford has approximately 7.5 million shares outstanding. The program will expire on March 31, 2013, but may be suspended or discontinued at any time.

About Rockford Corporation

Setting the standard for excellence in the audio industry, the Rockford Corporation markets and distributes high-performance audio systems for the mobile audio aftermarket and OEM market. Headquartered in Tempe, Arizona, Rockford Corporation distributes its products under six brands: Rockford Fosgate®, Rockford Acoustic Design®, Lightning Audio®, Brax™, Helix™ and Renegade®. For more information, please visit: www.rockfordfosgate.com, www.rockfordacousticdesign.com, www.lightningaudio.com, www.braxhifi.com, www.helixhifi.com and www.renegadecaraudio.com,

Forward-looking Statement Disclosure

We make forward-looking statements in this press release including but not limited to statements about our results of operations. These statements may be identified by the use of forward-looking terminology such as “may,” “will,” “believe,” “expect,” “anticipate,” “estimate,” “continue,” or other similar words.

Forward-looking statements are subject to many risks and uncertainties. Rockford cautions you not to place undue reliance on these forward-looking statements, which speak only as of the date on which they are made. Actual results may differ materially from those anticipated in our forward-looking statements. Rockford disclaims any obligation or undertaking to update these forward-looking statements to reflect changes in our expectations or changes in events, conditions, or circumstances on which our expectations are based.

When considering our forward-looking statements, you should keep in mind the risk factors discussed in our press releases and earnings reports, as well as the risk factors generally applicable to a small business such as ours. We particularly call your attention to the risk factors and other cautionary statements identified on our investor relations web-site, <http://www.rockfordcorp.com/RiskFactors> titled “Risk Factors That May Affect Rockford’s Operating Results, Business Prospects and Stock Price” (the “Risk Disclosure”). We updated the Risk Disclosure as of March 31, 2011. Our business is subject to the risk factors noted in the Risk Disclosure, other risk factors identified above and other risk factors we have not anticipated or discussed. These risk factors could cause our actual results to differ significantly from those anticipated in our forward-looking statements.

Rockford Corporation
Condensed Consolidated Statements of Operations (unaudited)
For the Three Months Ended March 31, 2012 and 2011
(\$000s omitted except per share amounts)

	Three months ended	
	March 31,	
	<u>2012</u>	<u>2011</u>
Net sales	\$ 20,535	\$ 16,570
Cost of goods sold	<u>12,283</u>	<u>9,995</u>
Gross profit	8,252	6,575
Operating expenses:		
Sales and marketing	2,850	2,810
General and administrative	1,959	1,954
Research and development	<u>469</u>	<u>503</u>
Total operating expenses	<u>5,278</u>	<u>5,267</u>
Operating income	2,974	1,308
Interest and other expense, net	<u>4</u>	<u>8</u>
Income before income taxes	2,970	1,300
Income tax benefit	<u>-</u>	<u>-</u>
Net income	<u>\$ 2,970</u>	<u>\$ 1,300</u>
Net income per common share:		
Basic	<u>\$ 0.39</u>	<u>\$ 0.15</u>
Diluted	<u>\$ 0.34</u>	<u>\$ 0.14</u>
Weighted average shares:		
Basic	<u>7,624</u>	<u>8,727</u>
Diluted	<u>8,610</u>	<u>9,483</u>

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Rockford Corporation
Condensed Consolidated Balance Sheets (unaudited)
At March 31, 2012 and December 31, 2011
(In thousands)

	March 31, 2012	December 31, 2011
ASSETS		
Current assets:		
Cash	\$ —	\$ 1,762
Accounts receivable, net	15,857	9,659
Inventories	6,629	8,031
Prepaid expenses and other current assets	<u>749</u>	<u>473</u>
Total current assets	23,235	19,925
Property and equipment, net	1,365	1,370
Other assets	<u>204</u>	<u>220</u>
Total assets	<u>\$ 24,804</u>	<u>\$ 21,515</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable	\$ 6,739	\$ 6,800
Accrued salaries and incentives	933	921
Accrued warranty and returns	490	450
Accrued customer programs	965	644
Other accrued liabilities	1,648	1,549
Asset based credit facility	<u>1,681</u>	<u>—</u>
Total current liabilities	12,456	10,364
Other long-term liabilities	<u>20</u>	<u>26</u>
Total liabilities	12,476	10,390
Shareholders' equity:		
Common stock	96	96
Additional paid-in-capital	39,094	39,038
Retained deficit	(21,790)	(24,760)
Treasury stock	<u>(5,072)</u>	<u>(3,249)</u>
Total shareholders' equity	<u>12,328</u>	<u>11,125</u>
Total liabilities and shareholders' equity	<u>\$ 24,804</u>	<u>\$ 21,515</u>