

Edgar Filing: NTN COMMUNICATIONS INC - Form 8-K

NTN COMMUNICATIONS INC
 Form 8-K
 December 14, 2001

SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

 FORM 8-K

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

 Date of Report (Date of earliest event reported)
 December 11, 2001

NTN Communications, Inc.
 (Exact name of Registrant as specified in its charter)

Delaware	001-11460	31-1103425
(State or Other Jurisdiction of Incorporation or Organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

5966 La Place Court Carlsbad, California (Address of Principal Executive Offices)	92008 (Zip Code)
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(760) 438-7400
 (Registrant's telephone number, including Area Code)

 ITEM 5. OTHER EVENTS.

Effective on December 11, 2001, the holders of the 4% convertible senior subordinated notes due 2003 issued by NTN Communications, Inc. converted \$2.0 million of the outstanding \$4.0 million principal amount into shares of the Company's common stock at a conversion price of \$1.22 per share. The holders of the notes received an aggregate amount of 1,639,344 shares of the Company's common stock. In connection with the conversion, the interest rate on the remaining outstanding principal of the notes was increased to 8% from 4% per annum.

ITEM 7. EXHIBITS.

Exhibit

Number	Description
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4.1	Conversion and Note Amendment Agreement dated as of November 30, 2001 by and among NTN Communications, Inc., Stark International and Shepherd Investment International, Ltd.
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SIGNATURE

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

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NTN COMMUNICATIONS, INC.

By: /s/ James B. Frakes

James B. Frakes
Chief Financial Officer

Date: December 11, 2001

Exhibit 4.1