

Edgar Filing: FAB INDUSTRIES INC - Form 8-K

FAB INDUSTRIES INC
Form 8-K
March 09, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): March 9, 2005

FAB INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of incorporation)

1-5901

13-2581181

(Commission File Number)

(IRS Employer Identification No.)

200 MADISON AVENUE, NEW YORK, NEW YORK

10016

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (212) 592-2700

NOT APPLICABLE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (SEE General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01. REGULATION FD DISCLOSURE

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On March 9, 2005, the Company issued a press release announcing that it has received a preliminary non-binding indication of interest today from SSJJJ Manufacturing Co., Inc., an acquisition vehicle owned by several members of the Company's management, including Steven Myers, the Company's President and Chief Operating Officer ("SSJJJ"), to acquire the business, as a going concern, at a price of \$2.80 per share. A Special Committee of the Company's Board of Directors, comprised solely of independent directors, is evaluating SSJJJ's preliminary non-binding indication of interest. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein in its entirety by reference.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

Exhibit 99.1 Press Release of Fab Industries, Inc., dated March 9, 2005.

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 hereunto duly authorized.

FAB INDUSTRIES, INC.

By: /s/ Samson Bitensky

Name: Samson Bitensky
Title: Chairman of the Board and
Chief Executive Officer

Date: March 9, 2005

INDEX TO EXHIBITS

EXHIBIT
NUMBER

DESCRIPTION

99.1 Press Release of Fab Industries, Inc., dated March 9, 2005.