

Edgar Filing: STEVEN MADDEN, LTD. - Form 8-K/A

STEVEN MADDEN, LTD.  
Form 8-K/A  
April 24, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K/A

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

Date of Report (Date of earliest event reported): February 7, 2006

STEVEN MADDEN, LTD.  
(Exact name of registrant as specified in its charter)

Delaware	000-23702	13-3588231
----- (State or other jurisdiction of incorporation)	(Registration Number)	(IRS Employer Identification No.)
52-16 Barnett Avenue, Long Island City, New York		11104
----- (Address of principal executive offices)		(Zip Code)

Registrant's telephone number, including area code: (718) 446-1800

-----  
(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:

- 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 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

On February 7, 2006, Steven Madden, Ltd. (the "Company") entered into a Securities Purchase Agreement (the "Securities Purchase Agreement"), between the Company and Daniel M. Friedman. Pursuant to the Securities Purchase Agreement, the Company acquired all of the issued and outstanding shares of capital stock of each of Daniel M. Friedman & Associates, Inc. and DMF International, Ltd.

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(together, the "DMF Companies"). On February 13, 2006, the Company filed a Current Report on Form 8-K (the "Initial 8-K") to report this acquisition. The Company stated in the Initial 8-K that the financial statements required by Item 9.01 would be filed no later than 71 days after the date that the Initial 8-K was required to be filed. The Company is hereby amending the Initial 8-K by filing certain financial information relating to the DMF Companies (see Item 9.01(c) below) as required by Rule 3-05(b) and Article 11 of Regulation S-X. The information previously reported under Items 1.01 and 2.01 of the Initial 8-K is hereby incorporated by reference into this Current Report on Form 8-K/A.

(a) Financial Statements of Business Acquired

Attached as Exhibit 99.1 are the audited combined financial statements of the DMF Companies for the year ended December 31, 2005.

(b) Pro Forma Financial Statements

Attached as Exhibit 99.2 are the unaudited pro forma condensed consolidated financial data as of December 31, 2005 and for the year then ended.

(c) Exhibits

99.1 Combined Financial Statements of Daniel M. Friedman & Associates, Inc. and DMF International, Ltd. for the year ended December 31, 2005.

99.2 Pro Forma Condensed Consolidated Financial Data as of December 31, 2005 and for the year then ended.

### SIGNATURE

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

STEVEN MADDEN, LTD.

By: /s/ JAMIESON A. KARSON

-----  
Name: Jamieson A. Karson  
Title: Chief Executive Officer

Date: April 24, 2006

### EXHIBIT INDEX

DOC. NO. DOCUMENT DESCRIPTION

Exhibits:

99.1 Combined Financial Statements of Daniel M. Friedman & Associates, Inc. and DMF International, Ltd. for the year ended December 31, 2005.

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99.2 Pro Forma Condensed Consolidated Financial Data as of December 31, 2005 and for the year then ended.