

Edgar Filing: SEMELE GROUP INC - Form 8-K

SEMELE GROUP INC  
Form 8-K  
May 06, 2003

UNITED STATES  
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): May 5, 2003  
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Semele Group Inc.

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(Exact name of registrant as specified in its charter)

Delaware

0-16886

36-3465422

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(State or other jurisdiction (Commission (IRS Employer  
of incorporation) File Number) Identification No.)

200 Nyala Farms, Westport, Connecticut

06880

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (203) 341-0555  
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(Former name or former address, if changed since last report)

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ITEM 5 - OTHER EVENTS AND REGULATION FD DISCLOSURES

Semele has received a proposal from Gary Engle and James Coyne, respectively Semele's CEO and President ("Management"), who together with their affiliates are the beneficial owners of approximately 58% of the outstanding Semele common stock, for the acquisition of substantially all of the outstanding shares of common stock of Semele not already owned by Management for \$1.20 per share. Terms of the offer are detailed in the attached exhibits.

ITEM 7 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibit  
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99.1 Text of Letter dated May 5, 2003 to the Directors of Semele referencing

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the Proposed Acquisition of Semele Group Inc.

99.2 Text of press release dated May 5, 2003 titled "Management Proposes Offer To Acquire Semele Group Inc. Common Stock".

SIGNATURES  
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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.

Dated: May 5, 2003 SEMELE GROUP INC.

By: /s/ Richard K. Brock  
Name: Richard K. Brock  
Title: Chief Financial Officer and Treasurer

EXHIBIT INDEX

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99.2 Text of press release dated May 5, 2003 titled "Management Proposes Offer To Acquire Semele Group Inc. Common Stock".