

PHILADELPHIA SUBURBAN CORP
Form 8-K
August 19, 2003

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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): **August 18, 2003**

Philadelphia Suburban Corporation

(Exact Name of Registrant Specified in Charter)

Pennsylvania
(State or Other Jurisdiction
of Incorporation)

001-06659
(Commission File
Number)

23-1702594
(I.R.S. Employer
Identification No.)

762 West Lancaster Avenue
Bryn Mawr, Pennsylvania
(Address of Principal Executive Offices)

19010-3489
(Zip Code)

Registrant's telephone number, including area code: **(610) 527-8000**

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events.

On April 3, 2003, Philadelphia Suburban Corporation ("PSC") filed with the Securities and Exchange Commission (the "Commission") a shelf registration statement on Form S-3 (Registration No. 333-104290) (the "Registration Statement"). The Commission declared the Registration Statement effective on April 25, 2003. On August 18, 2003, PSC entered into an Underwriting Agreement (the "Underwriting Agreement") relating to the offering of up to 4,600,000 shares (including an over-allotment option for the underwriters to purchase 600,000 shares) of common stock of PSC (the "Shares"). The Underwriting Agreement is attached to this report as Exhibit 1.1.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits.

1.1

Underwriting Agreement, dated August 18, 2003, by and among Philadelphia Suburban Corporation and UBS Securities LLC and A.G. Edwards & Sons, Inc., as representatives of the several underwriters named therein.

SIGNATURE

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.

PHILADELPHIA SUBURBAN CORPORATION

By: _____ /s/ ROY H. STAHL

Roy H. Stahl
Executive Vice President and General Counsel

Dated: August 18, 2003

Exhibit Index

Exhibit

- 1.1 Underwriting Agreement, dated August 18, 2003, by and among Philadelphia Suburban Corporation and UBS Securities LLC and A.G. Edwards & Sons, Inc., as representatives of the several underwriters named therein.
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[SIGNATURE](#)

[Exhibit Index](#)