

Edgar Filing: CARECENTRIC INC - Form 8-K

CARECENTRIC INC
Form 8-K
June 05, 2003

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): June 5, 2003

CARECENTRIC, INC.

(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction of
incorporation)

000-22162
(Commission File Number)

22-320
(IRS Employer Id)

2625 Cumberland Parkway
Suite 310
Atlanta, Georgia
(Address of principal
executive offices)

30339
(Zip Code)

(Registrant's telephone number including area code) (678) 264-4400

ITEM 5. OTHER EVENTS.

On June 5, 2003, CareCentric, Inc. issued a press release regarding CareCentric's execution of a merger agreement, subject to approval by shareholder vote, with an investor group led by John E. Reed that could have the effect of taking the company private. CareCentric hereby incorporates by reference herein the information set forth in its Press Release dated June 5, 2003, a copy of which is annexed hereto as Exhibit 99.1, and the Agreement and Plan of Merger dated June 4, 2003 by and among CareCentric, Borden Associates, Inc., John E. Reed, Stewart B. Reed and James A. Burk, a copy of which is annexed hereto as Exhibit 99.2.

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INVESTOR NOTICE

CareCentric plans to file with the SEC a proxy statement and other relevant documents concerning the merger. Investors of CareCentric are urged to read the proxy statement when it is filed and any other relevant documents filed with the SEC because they will contain important information. You will be able to obtain the documents free of charge at the website maintained by the SEC at www.sec.gov. In addition, you may obtain documents filed with the SEC by CareCentric free of charge by requesting them in writing from Ana McGary at CareCentric, Inc., 2625 Cumberland Parkway, Suite 310, Atlanta, GA 30339 or by telephone at (678) 264-4400.

CareCentric, its directors and executive officers and certain of their employees and the investor group described previously may be deemed to be participants in the solicitation of proxies from the stockholders of CareCentric in connection with the merger, if consummated. These participants may have interests in the merger, if consummated, including interests resulting from holding options or shares of CareCentric common stock. Information about the interests of directors and executive officers of CareCentric, the investor group, and their ownership of securities of CareCentric will be set forth in the proxy statement.

Investors should read the proxy statement carefully when it becomes available before making any voting or investment decisions.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial Statements.

Not Applicable.

(b) Pro Forma Financial Information.

Not Applicable.

(c) Exhibits.

EXHIBIT

NUMBER

DESCRIPTION

2.1 Agreement and Plan of Merger dated June 4, 2003 by and among CareCentric, Borden Associates, Inc., John E. Reed, Stewart B. Reed and James A. Burk.

99.1 Press Release dated June 5, 2003

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.

CARECENTRIC, INC.

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Date: June 5, 2003

By: /s/ John R. Festa

John R. Festa
Chief Executive Officer
(Principal Executive Officer)

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