

Edgar Filing: NEOMEDIA TECHNOLOGIES INC - Form 8-K

NEOMEDIA TECHNOLOGIES INC

Form 8-K

November 13, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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): November 10, 2003

NEOMEDIA TECHNOLOGIES, INC.

-----  
(Exact Name of Registrant as Specified in its Charter)

Delaware

0-21743

36-3680347

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(State or Other  
Jurisdiction  
Incorporation)

(Commission File Number)

(IRS Employer  
Identification No.)

2201 Second Street, Suite 402, Fort Myers, Florida

33901

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(Address of Principal Executive Offices)

(Zip Code)

(239) - 337-3434

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(Registrant's Telephone Number, including Area Code)

Item 5. Other Events.

On November 10, 2003, NeoMedia Technologies, Inc. ("the Company") announced that that it has signed a non-binding letter of intent (the "LOI") to acquire CSI International, Inc. ("CSI"), of Calgary, Alberta, Canada, a private technology products company in the micro paint repair industry.

The LOI calls for the issuance of 7,000,000 shares of the Company's common stock to be issued in exchange for all outstanding shares of CSI. In addition, the Company will pay \$3.5 million cash.

The acquisition is subject to completion of due diligence by both sides, as well as Board approval and other conditions.

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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.

NeoMedia Technologies, Inc.  
(Registrant)

Date: November 12, 2003  
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By: /s/ Charles T. Jensen  
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Charles T. Jensen, President,  
Chief Operating Officer, Acting  
Chief Executive Officer and Director

EXHIBIT INDEX

| Sequential<br>Page Number<br>----- | Exhibit<br>Document<br>-----   |
|------------------------------------|--|
| 5                                  | 03.1 Memorandum of Terms for proposed transaction between NeoMedia Technologies, Inc., and CSI International, Inc. |
| 9                                  | 03.2 Press release dated November 10, 2003   |