

Edgar Filing: BLUEFLY INC - Form 8-K

BLUEFLY INC
Form 8-K
October 01, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934

Date of Report (Date of earliest event reported): September 30, 2002

Bluefly, Inc.
(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|---|
| Delaware | 001-14498 | 13-3612110 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification Number) |
| 42 West 39th Street, New York, New York | | 10018 |
| ----- | | ----- |
| (Address of principal executive offices) | | (Zip Code) |

Registrant's telephone number, including area code: (212) 944-8000

(Former name or former address, if changed since last report.)

Item 5. Other Events.

On September 30, 2002, Bluefly, Inc. (the "Company") announced that it had issued and sold \$1 million of Series C Convertible Preferred Stock, \$.01 par value (the "Series C Preferred Stock"), and \$2 million of convertible demand promissory notes (the "Notes") to affiliates of Soros Private Equity Partners.

The text of the press release relating to such investment is attached hereto as Exhibit 99.1, the Series C Preferred Stock and Note Purchase Agreement entered into in connection with such transaction is attached hereto as Exhibit 99.2 and the Certificate of Designations relating to the Series C Preferred Stock is attached hereto as Exhibit 99.3. Each of such Exhibits is incorporated herein by reference.

Item 7. Financial Information and Exhibits.

(c) Exhibits

- 99.1 Press release issued by the Company on September 30, 2002.
- 99.2 Series C Preferred Stock and Note Purchase Agreement, dated as of September 27, 2002, by and among the Company and the Investors listed on Schedule 1 thereto.
- 99.3 Certificate of Powers, Designations, Preferences and Rights of Series C Convertible Preferred Stock of the Company.

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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.

BLUEFLY, INC.
(Registrant)

Date: October 1, 2002

By: /s/ Patrick C. Barry

Name: Patrick C. Barry
Title: Chief Operating Officer and
Chief Financial Officer

INDEX TO EXHIBITS

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