

Edgar Filing: AQUA AMERICA INC - Form 8-K

AQUA AMERICA INC  
Form 8-K  
February 25, 2004

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): February 20, 2004

AQUA AMERICA, INC.

(Exact name of registrant as specified in its Charter)

Pennsylvania

1-6659

23-17

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Em  
Identifica

762 Lancaster Avenue  
Bryn Mawr, Pennsylvania

190

(Address of principal executive offices)

Zip

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

Philadelphia Suburban Corporation  
(Former name and former address, if changed since last report)

Item 5. Other Events.

On February 20, 2004, Aqua America, Inc. (the "Company") entered into a First Amended and Restated Rights Agreement (the "First Amended and Restated Rights Agreement") with Equiserve Trust Company, N.A., as Rights Agent, to amend certain of the provisions of its Rights Agreement, dated as of March 1, 1998 (the "Original Rights Agreement").

Edgar Filing: AQUA AMERICA INC - Form 8-K

The Original Rights Agreement has been amended by the First Amended and Restated Rights Agreement to eliminate the provisions requiring the concurrence of a majority of the Continuing Directors (as defined in the Original Rights Agreement) then in office to give effect to any action, calculation, interpretation or determination made by the Board of Directors of the Company in the administration of the Original Rights Agreement and the exercise of rights or powers granted to the Board of Directors of the Company thereunder and providing that no effect shall be given to any such action, calculation, interpretation or determination or exercise of rights of powers unless at least a majority of the Continuing Directors consent to such action, calculation, interpretation or determination or exercise of rights of powers.

The First Amended and Restated Rights Agreement is attached to this report as Exhibit 4. The foregoing description of the amendments to the Original Rights Agreement does not purport to be complete and is qualified in its entirety by reference to the First Amended and Restated Rights Agreement.

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

(c) Exhibits.

| Exhibit No. | Exhibit  |
|-------------|--|
| 4           | First Amended and Restated Rights Agreement, dated as of February 20, 2004, between Aqua America, Inc. and Equiserve Trust Company, N.A., as Rights Agent. |

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 thereunto duly authorized.

AQUA AMERICA, INC.

By: /s/ Roy H. Stahl  
\_\_\_\_\_  
Name: Roy H. Stahl  
Title: Executive Vice President and General Counsel

Dated: February 24, 2004

| Exhibit No. | Exhibit   |
|-------------|---|
| -----<br>4  | -----<br>First Amended and Restated Rights Agreement, dated as of February 20, 2004, between Aqua America, Inc. and Equiserve Trust Company, N.A., as Rights Agent. |