

Edgar Filing: SmartPros Ltd. - Form 8-K

SmartPros Ltd.  
Form 8-K  
October 19, 2004

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UNITED STATES  
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): OCTOBER 19, 2004

SMARTPROS LTD.

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(Exact name of Registrant as specified in its charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Delaware  | 001-32300                   | 13-4100476                           |
| -----   | -----                       | -----                                |
| (State or other<br>jurisdiction of incorporation) | (Commission File<br>Number) | (IRS Employer<br>Identification No.) |

|   |            |
|---|------------|
| 12 Skyline Drive<br>Hawthorne, New York | 10532      |
| -----                                   | -----      |
| (Address Of Principal Executive Office) | (Zip Code) |

Registrant's telephone number, including area code (914) 345-2620  
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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 8.01: OTHER EVENTS

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A. On October 15, 2004, SmartPros Ltd. issued a press release, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference. The press release related to a change in the terms of the Company's initial public offering.

B. On October 19, 2004, SmartPros Ltd. issued a press release, a copy of which is attached hereto as Exhibit 99.2 and is incorporated herein by reference. The press release announced the effectiveness of the Company's initial public offering.

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned, hereunto duly authorized.

SmartPros Ltd.

Dated: October 19, 2004

By: /s/ ALLEN S. GREENE

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Allen S. Greene,  
Chief Executive Officer