

# INTEVAC INC

## **FORM 8-K** (Current report filing)

Filed 05/08/02 for the Period Ending 05/08/02

Address	3560 BASSETT STREET SANTA CLARA, CA, 95054
Telephone	4089869888
CIK	0001001902
Symbol	IVAC
SIC Code	3559 - Special Industry Machinery, Not Elsewhere Classified
Industry	Industrial Machinery & Equipment
Sector	Industrials
Fiscal Year	12/31

# INTEVAC INC

## FORM 8-K (Unscheduled Material Events)

Filed 5/8/2002 For Period Ending 5/8/2002

Address	356O BASSETT ST SANTA CLARA, California 95054
Telephone	408-986-9888
CIK	0001001902
Industry	Computer Storage Devices
Sector	Technology
Fiscal Year	12/31



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# 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

May 8, 2002

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Date of Report (date of earliest event reported)

## INTEVAC, INC.

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(Exact name of Registrant as specified in its charter)

State of California

000-26946

94-3125814

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(State or other jurisdiction of  
incorporation or organization)

(Commission File Number)

(I.R.S. Employer  
Identification Number)

3560 Bassett Street  
Santa Clara, California 95054

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(Address of principal executive offices)

(408) 986-9888

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(Registrant's telephone number, including area code)

N/A

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

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**INTEVAC, INC.**

**FORM 8-K**

**Item 5. Other Events**

On May 8, 2002, Intevac, Inc. (the "Company") announced that it is offering to exchange up to \$18,000,000 of its 6.5% Convertible Subordinated Notes due 2004 for a combination of cash, warrants and new notes in an offering exempt from the registration requirements of the Securities Act of 1933. Pursuant to Rule 135c of the Securities Act, the Company is filing herewith the press release issued May 8, 2002 as Exhibit 99.1 hereto.

The securities offered pursuant to the exchange offer have not been and will not be registered under the Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

**Item 7. Financial Statements and Exhibits**

(c) Exhibits

99.1 Press Release, dated May 8, 2002.

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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.

**INTEVAC, INC.**

By: /s/ Kevin Fairbairn

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Kevin Fairbairn  
President and Chief Executive Officer

Date: May 8, 2002

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release, dated May 8, 2002.

**Exhibit 99.1**

**[INTEVAC LETTERHEAD]**

**INTEVAC ANNOUNCES EXCHANGE OFFER FOR \$18 MILLION OF ITS 6.5%  
CONVERTIBLE SUBORDINATED NOTES DUE 2004**

SANTA CLARA, CALIFORNIA, MAY 8, 2002 - Intevac, Inc. (Nasdaq: IVAC), today announced that it is offering to exchange up to \$18,000,000 of its 6.5% Convertible Subordinated Notes due 2004 for a combination of cash, warrants and new notes in an offering exempt from the registration requirements of the Securities Act of 1933.

**THE EXCHANGE OFFER**

Under the exchange offer, for each \$5,000 principal amount of its 6.5% Convertible Subordinated Notes due 2004 (the "Existing Notes"), Intevac is offering to exchange the following:

- \$2,000 in cash,
- 250 warrants, each warrant to purchase one share of its common stock, no par value, at an exercise price equal to \$7.50 per share, expiring on March 1, 2006, and
- \$1,000 principal amount of its new 6.5% Convertible Subordinated Notes due 2009, convertible at \$10.00 per share.

The exchange offer is conditioned on at least \$9,000,000 principal amount of existing notes being tendered. Members of Intevac's management, who collectively own \$2,520,000 of the existing notes, have agreed to tender all their existing notes in the exchange offer.

Intevac will accept up to a maximum of \$18,000,000 aggregate principal amount of existing notes under the exchange offer. If more than \$18,000,000 aggregate principal amount of the existing notes are submitted under the exchange offer, then the notes will be exchanged pro rata, disregarding fractions, according to the number of existing notes tendered by each holder. The exchange offer is expected to expire at 12:00 midnight, Eastern Time, on June 5, 2002, unless extended or earlier terminated, and to close promptly after such expiration date.

A Schedule TO describing the exchange offer has been filed with the Securities and Exchange Commission. This press release shall not constitute an offer to sell or a solicitation of an offer to buy and is issued pursuant to Rule 135c under the Securities Act of 1933. The securities offered pursuant to the exchange offer have not been and will not be registered under the Securities Act of 1933, and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

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**End of Filing**



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