

MAYORS JEWELERS INC/DE

Form 8-K

August 07, 2002

**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): July 22, 2002

**MAYOR S JEWELERS, INC.**

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(Exact name of registrant as specified in its charter)

**DELAWARE**

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(State or other jurisdiction of incorporation)

**1-9647**

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(Commission File No.)

**59-2290953**

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(IRS Employer Identification No.)

**140 Northwest 14th Street  
Sunrise, Florida 33323**

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(Address of principal executive offices)

**954-846-8000**

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(Registrant's telephone number, including area code)

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**Item 5. Other Events.**

(a) On July 31, 2002, the Registrant, Mayor s Jewelers, Inc., a Delaware corporation ( Mayor s ) and Henry Birks & Sons Inc. ( Birks ), entered into an Investment Agreement dated July 30, 2002 (the Investment Agreement ), pursuant to which Birks will invest \$15 million in Mayor s and Mayor s will issue Preferred Convertible Stock to Birks upon the closing of the transaction. The Preferred Convertible Stock, upon conversion, would give Birks a 72% interest in Mayor s. The Investment Agreement also provides Birks with the right to appoint the majority of Mayor s Board of Directors and provides warrants to acquire additional shares which, upon exercise, would increase the Birks interest to 82% of Mayor s. The closing is scheduled, subject to certain conditions, to be held in late August, 2002.

(b) David Boudreau, the Chief Financial Officer and a former member of the Board of Directors of the Registrant, resigned from his position as a Director, effective July 22, 2002 and as the Chief Financial Officer, effective August 10, 2002.

**Item 7. Financial Statements and Exhibits.**

(c) Exhibits.

Exhibit 10	Investment Agreement, dated July 30, 2002, among Mayor s and Birks.
Exhibit 99	Press Release.

**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.

**MAYOR S JEWELERS, INC**

By: /s/ Joseph Cicio

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Name: Joseph Cicio

Title: Chief Executive Officer

Dated: August 6, 2002

**Exhibit Index**

<b>Exhibit Number</b>	<b>Description</b>
Exhibit 10	Investment Agreement, dated July 30, 2002, among Mayor s and Birks.
Exhibit 99	Press Release.