

Edgar Filing: AMERICAN SOFTWARE INC - Form 8-K

AMERICAN SOFTWARE INC  
Form 8-K  
October 01, 2004

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UNITED STATES  
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) September 30, 2004

AMERICAN SOFTWARE, INC.

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(Exact name of registrant as specified in its charter)

Georgia	0-12456	58-1098795
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (IRS Employer Identification No.)

470 East Paces Ferry Road, N.E. Atlanta, Georgia	30305
----- (Address of principal executive offices)	----- (Zip Code)

Registrant's telephone number, including area code (404) 261-4381

Former name or former address, if changed since last report: Not applicable

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 (See General Instruction A.2. below):

- 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))

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SECTION 1 - REGISTRANT'S BUSINESS AND OPERATIONS

ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT

On September 30, 2004, Logility, Inc. ("Logility"), which is an 87% owned

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subsidiary of the registrant, and Demand Management, Inc. ("DMI"), a privately-held St. Louis-based provider of supply chain planning systems marketed under the Demand Solutions(R) brand, executed an Asset Purchase Agreement providing for Logility's acquisition of substantially all of the assets of DMI, including its distribution channel, for \$9.5 million in cash. The acquisition was closed on that same date. Logility will operate the business of Demand Management as a wholly-owned subsidiary of Logility under the name Demand Management, Inc. The text of the press release announcing this transaction, dated October 1, 2004, is filed as Exhibit 99.1 to this Form 8-K.

SECTION 2 - FINANCIAL INFORMATION

ITEM 2.01 COMPLETION OF ACQUISITION OR DISPOSITION OF ASSETS

See Item 1.01 above.

SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

- (a) Financial statements of businesses acquired.

The financial statements of the acquired business will be filed within 71 days after the last date that this Report must be filed with the Securities and Exchange Commission.

- (b) Pro forma financial information.

The financial statements of the acquired business will be filed within 71 days after the last date that this Report must be filed with the Securities and Exchange Commission.

- (c) Exhibits.

The following Exhibits are filed as part of this report:

Exhibit No.	Description
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99.1	Press Release of Logility, Inc., dated October 1, 2004.

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 hereunto duly authorized.

AMERICAN SOFTWARE, INC.  
(Registrant)

Date: October 1, 2004

By: /s/ Vincent C. Klinges

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Vincent C. Klinges  
Chief Financial Officer

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press Release of Logility, Inc., dated October 1, 2004.