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GENESISINTERMEDIA INC Form 8-K/A July 05, 2001

> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

> > FORM 8-K/A

Current Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): June 29, 2001

GenesisIntermedia, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware	001-15029	87-0591719
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification

5805 Sepulveda Boulevard, Van Nuys, California91411(Address of Principal Executive Offices)(Zip Code)

Registrant's telephone number, including area code: (818) 902-4100

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

See Index to Exhibits on page 4.

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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.

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GENESISINTERMEDIA, INC.

Dated: July 5, 2001

By: /s/ Ramy Y. El-Batrawi

Ramy Y. El-Batrawi Chief Executive Officer and Chairman

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INDEX TO EXHIBITS

Exhibit No. Description

4.1	Registration Rights Agreement dated July 2, 2001 between
	GenesisIntermedia, Inc. and Riverdale LLC(1)
4.2	Warrant Agreement dated July 2, 2001 between GenesisIntermedia,
	Inc. and Riverdale, LLC(1)
10.1	Commitment Letter dated July 2, 2001 between GenesisIntermedia,
	Inc. and Ichan & Co., Inc.(1)
10.2	Option Agreement dated July 2, 2001 between Ramy El-Batrawi and
	GenesisIntermedia, Inc.
10.3	Option Agreement dated July 2, 2001 between Ultimate Holdings,
	Ltd. and GenesisIntermedia, Inc.
99.1	Press release dated July 2, 2001(1)
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(1) Previously Filed.

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