

EDUCATIONAL DEVELOPMENT CORP

Form 8-K

February 08, 2019

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): February 7, 2019.

**EDUCATIONAL DEVELOPMENT CORPORATION**

*(Exact name of registrant as specified in its charter)*

**Delaware**

**000-04957**

**73-0750007**

*(State or other jurisdiction of (I.R.S. Employer*

*(Commission file number)*

*incorporation or organization) Identification No.)*

**5402 South 122nd East Avenue, Tulsa, Oklahoma 74146**

*(Address of principal executive offices and Zip Code)*

**(918) 622-4522**

*(Registrant's telephone number, including area code)*

N/A

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

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT**

On February 7, 2019, the Company executed the Ninth Amendment Loan Agreement (the “Amendment”) with Midfirst Bank (the “Lender”) related to our Loan Agreement dated as of March 10, 2016, as amended (the “Loan Agreement”). The Amendment modifies the Loan Agreement, removing the covenant prohibiting the Company from repurchasing its shares.

The foregoing description of the Amendment is not complete and is qualified in all respects subject to the actual provisions of the amendment, a copy of which has been filed as Exhibit 10.01 and is incorporated by reference herein.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) EXHIBITS

Exhibit

Number Description

10.01

Ninth Amendment Loan Agreement

## **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.

### **Educational Development Corporation**

By: /s/ Randall W. White

Randall W. White

President and Chief Executive Officer

Date: February 8, 2019

## EXHIBIT INDEX

Exhibit

Number Description

10.01

Ninth Amendment Loan Agreement