

Edgar Filing: CalAmp Corp. - Form 8-K

CalAmp Corp.
Form 8-K
May 09, 2006

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): May 9, 2006

Exact Name of Registrant as
Specified in Its Charter: CALAMP CORP.

| | | |
|---|---------------------------|---------------------------------------|
| DELAWARE | 0-12182 | 95-3647070 |
| State or Other Jurisdiction of Incorporation or Organization | Commission File Number | I.R.S. Employer Identification No. |

Address of Principal Executive Offices: 1401 N. Rice Avenue
Oxnard, CA 93030

Registrant's Telephone Number, Including
Area Code: (805) 987-9000

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:

- ☐ Written communications pursuant to Rule 425 under the Securities
Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 425 under the Exchange Act
(17 CFR 240.14.a-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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ITEM 1.01. Entry into a Material Definitive Agreement

On May 9, 2006, the Company signed a definitive agreement to acquire Dataradio, Inc. ("Dataradio"), a privately held Canadian company, for a cash payment of Canadian \$60.1 million or approximately U.S. \$54.6 million at the current Canadian Dollar to U.S. Dollar exchange rate of 1.10. A copy of the press release is attached as Exhibit 99.1.

Item 2.02. Results of Operations and Financial Condition

The information set forth in Exhibit 99.2 of this Current Report is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information set forth in Exhibit 99.2 of this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

On May 9, 2006, CalAmp Corp. issued an earnings release announcing its financial results for the fourth quarter and fiscal year ended February 28, 2006.

A copy of the press release is attached as Exhibit 99.2.

A conference call with simultaneous webcast to discuss the fourth quarter and fiscal year 2006 financial results and business outlook will be held today, May 9, 2006 at 4:30 p.m. Eastern Time. After the live webcast of the conference call, an audio replay will remain available until the next quarterly conference call in the Investor Relations section of CalAmp's web site at www.calamp.com.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

- 99.1 Press release of the Registrant dated May 9, 2006 announcing the signing of a definitive agreement to acquire Dataradio, Inc.
- 99.2 Press release of the Registrant dated May 9, 2006 announcing results of operations for the fourth quarter and fiscal year ended February 28, 2006.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be filed on its behalf by the undersigned hereunto duly authorized.

CALAMP CORP.

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May 9, 2006

Date

By: /s/ Richard K. Vitelle

Richard K. Vitelle,
Vice President-Finance
(Principal Financial Officer)