

PRIMEDIA INC  
Form 8-K  
August 09, 2005

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## 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): **August 8, 2005**

## PRIMEDIA Inc.

(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or other Jurisdiction of  
Incorporation or Organization)

**1-11106**  
(Commission  
File Number)

**13-3647573**  
(I.R.S. Employer  
Identification No.)

**745 FIFTH AVENUE, NEW YORK, NEW YORK**  
(Address of principal executive offices)

**10151**  
(Zip Code)

Registrant's telephone number, including area code: **(212)-745-0100**

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**Item 1.01**

On August 8, 2005, PRIMEDIA announced it has entered into an agreement to sell all of the stock of its subsidiary, PRIMEDIA Business Magazines and Media Inc., to PBI Media Holdings, Inc., an entity controlled by Wasserstein & Co., LP through its U.S. Equity Partners II, LP investment partnership, in an all-cash transaction valued at \$385 million. This divestiture is subject to customary regulatory approvals and is expected to be completed in the fourth quarter of 2005.

**Item 8.01 Other Events**

On August 8, 2005, PRIMEDIA Inc. issued a press release relating to its PRIMEDIA Business Magazines and Media Inc. subsidiary. A copy of the press release is attached hereto as Exhibit 99.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

Exhibit 99: Press Release of PRIMEDIA Inc., dated August 8, 2005.

**SIGNATURES**

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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 thereunto duly authorized.

**PRIMEDIA Inc.**  
(Registrant)

*Date:* August 9, 2005

By:

*/s/ BEVERLY C. CHELL*  
Beverly C. Chell  
*Vice Chairman and Secretary*

**INDEX TO EXHIBITS**

| <b>Exhibit No.</b> | <b>Description</b>                                   |
|--------------------|--|
| 99                 | Press Release of PRIMEDIA Inc., dated August 8, 2005 |