

Edgar Filing: L-1 IDENTITY SOLUTIONS, INC. - Form 8-K

L-1 IDENTITY SOLUTIONS, INC.

Form 8-K

May 09, 2007

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): MAY 9, 2007

L-1 IDENTITY SOLUTIONS, INC.  
(Exact name of registrant as specified in its charter)

|   |                          |   |
|---|--------------------------|---|
| DELAWARE  | 000-21559                | 04-3320515                              |
| (State or other jurisdiction<br>of incorporation) | (Commission file number) | (I.R.S. employer<br>identification no.) |

177 BROAD STREET, STAMFORD, CONNECTICUT 06901  
(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (203) 504-1100

NOT APPLICABLE  
(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))

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ITEM 8.01 OTHER EVENTS

In a press release issued on May 9, 2007, L-1 Identity Solutions, Inc. (the "Company") announced that it intends to offer, subject to market conditions and other factors, \$150 million of Convertible Senior Notes due 2027 in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended. The Company expects to grant the initial purchasers a 30-day option to purchase up to \$25 million principal amount of additional notes. In connection with the offering, and in order to facilitate the structuring of potential future acquisitions, the Company also announced that it plans to implement a holding company structure pursuant to Section 251(g) of the Delaware General Corporation Law. In the press release, the Company announced that it will use the net proceeds from the offering to pay the cost of entering into a forward share repurchase transaction pursuant to which it will acquire up to 4.2 million shares of its common stock, to repay borrowings under its senior credit facility, and to apply any remaining proceeds for general corporate purposes, including acquisitions. A copy of the press release referenced above is attached hereto as Exhibit 99.1

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

| Exhibit No.<br>----- | Description<br>-----                 |
|----------------------|--------------------------------------|
| Exhibit 99.1         | Press Release issued on May 9, 2007. |

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SIGNATURE

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

Date: May 9, 2007

L-1 IDENTITY SOLUTIONS, INC.

By: /s/ Robert V. LaPenta

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Robert V. LaPenta  
Chairman, President and Chief Executive  
Officer

EXHIBIT INDEX

| Exhibit No.<br>----- | Description<br>-----                 |
|----------------------|--------------------------------------|
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