

Edgar Filing: ENGINEERED SUPPORT SYSTEMS INC - Form 8-K/A

Spacelink International, LLC ("Spacelink"), a Dulles, Virginia-based firm involved in the design, integration, operation and maintenance of deployed satellite and wireless networks for the U.S. Department of Defense, the U.S. intelligence community and other forward deployed federal agencies and multinational organizations worldwide. The transaction value of \$151.5 million was comprised of \$138.5 million in cash paid at closing and the issuance of 228,292 shares of restricted common stock valued at approximately \$13 million, and is subject to certain post closing adjustments.

This Form 8-K/A amends the Current Report on Form 8-K filed on February 11, 2005 to include Item 9.01(a) Financial Statements of Business Acquired and Item 9.01(b) Pro Forma Financial Information.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired:

The required financial statements of Spacelink are attached hereto as Exhibit 99.1 and are incorporated in their entirety herein by reference.

(b) Pro Forma Financial Information:

The required pro forma financial information is attached hereto as Exhibit 99.2 and is incorporated in its entirety herein by reference.

(c) The following exhibits are filed as part of this report:

Exhibit Number	Description
-----	-----
23.1	Consent of Cherry, Bekaert & Holland, L.L.P., independent accountants for Spacelink International LLC.
99.1	Audited financial statements of Spacelink International LLC for the fiscal years ended December 31, 2004 and 2003.
99.2	Pro forma condensed consolidated financial statements as of October 31, 2004 and for the year then ended, and for the three months ended January 31, 2005, (unaudited).

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.

Edgar Filing: ENGINEERED SUPPORT SYSTEMS INC - Form 8-K/A

ENGINEERED SUPPORT SYSTEMS, INC.

Date: April 25, 2005

BY: /s/ Gary C. Gerhardt

Gary C. Gerhardt
Vice Chairman and Chief Financial
Officer

EXHIBIT INDEX

Exhibit Number	Description
-----	-----
23.1	Consent of Cherry, Bekaert & Holland, L.L.P., independent accountants for Spacelink International LLC.
99.1	Audited financial statements of Spacelink International LLC for the fiscal years ended December 31, 2004 and 2003.
99.2	Pro forma condensed consolidated financial statements as of December 31, 2004 and for the year then ended (unaudited).