PRICESMART INC Form 8-K July 25, 2006

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): July 20, 2006

PriceSmart, Inc.

(Exact name of Registrant as Specified in its Charter)

Delaware (State or Other Jurisdiction 000-22793 (Commission File Number) 33-0628530 (I.R.S. Employer

of Incorporation)

9740 Scranton Road, San Diego CA 92121

Identification No.)

(Address of Principal Executive Offices, including Zip Code)

Registrant s telephone number, including area code: (858) 404-8800

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:

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- " 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.

On July 20, 2006, PriceSmart, Inc. (the Company) issued a press release announcing the Company s receipt of a \$4,785,847 payment from PSMT Philippines, Inc., a former Philippines subsidiary of the Company, on an \$8,850,000 outstanding loan owed by PSMT Philippines, Inc. to the Company. The full text of the press release issued in connection with the announcement is filed as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) The following exhibit is filed herewith:

Exhibit No. Description

99.1 Press Release of PriceSmart, Inc. dated July 20, 2006.

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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.

Date: July 25, 2006 PRICESMART, INC.

By: /s/ ROBERT M. GANS

Robert M. Gans Executive Vice President,

General Counsel and Secretary