

HALLWOOD GROUP INC

Form 8-K

April 01, 2005

Table of Contents

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) March 31, 2005

The Hallwood Group Incorporated

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

1-8303

51-0261339

(Commission File Number)

(IRS Employer Identification No.)

3710 Rawlins, Suite 1500, Dallas, Texas

75219

(Address of Principal Executive Offices)

(Zip Code)

(214) 528-5588

(Registrant's Telephone Number, Including Area Code)

(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 (see General Instruction A.2. below):

- 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))

- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

1

THE HALLWOOD GROUP INCORPORATED

TABLE OF CONTENTS

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

SIGNATURE

Exhibit 99.1 Press release dated March 31, 2005, announcing the results of operations of The Hallwood Group Incorporated for the fourth quarter and year ended December 31, 2004.

Press Release

2

Table of Contents

Item 2.02 Results of Operations and Financial Condition.

On March 31, 2005, The Hallwood Group Incorporated issued a press release announcing its results of operations for the fourth quarter and year ended December 31, 2004. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Current Report on 8-K, including the exhibit, is provided under Item 2.02 of Form 8-K and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section. Furthermore, the information in this Current Report on Form 8-K, including the exhibit, shall not be deemed to be incorporated by reference into the filings of the registrant under the Securities Act of 1933 regardless of any general incorporation language in such filings.

Item 9.01 Financial Statements and Exhibits.

The following exhibits are furnished in accordance with the provisions of Item 601 of Regulations S-K:

Exhibit Number	Description of Exhibit
99.1	Press release issued by The Hallwood Group Incorporated on March 31, 2005, announcing its results of operations for the fourth quarter and year ended December 31, 2004.

Table of Contents

THE HALLWOOD GROUP INCORPORATED

SIGNATURE

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.

Dated: April 1, 2005

THE HALLWOOD GROUP
INCORPORATED

By: /s/ Melvin J. Melle
Name: Melvin J. Melle
Title: Vice President & Chief Financial
Officer

Table of Contents

THE HALLWOOD GROUP INCORPORATED

EXHIBIT INDEX

Exhibit Number	Name
99.1	Press release, dated March 31, 2005, announcing the results of operations of The Hallwood Group Incorporated for the fourth quarter and year ended December 31, 2004.

TD HEIGHT="8" COLSPAN="2">Book-Entry System: The Notes will be issued only in fully registered form without interest coupons. Beneficial interests in the Notes will be shown on, and transfers of those beneficial interest can only be made through, records maintained by The Depository Trust Company and its participants.**Auction Service Provider / Distribution Agent:** Zions Direct, Inc.**Trustee:** The Bank of New York Mellon Trust Company, N.A.**Authenticating / Issuing / Paying Agent:** Zions First National Bank

Settlement Date:

It is expected that the delivery of the Notes will be made against payment for the Notes on May 30, 2013, which is the fourth business day after the allocation of the Notes by our auction service provider (the settlement cycle being referred to as T+4). Under Rule 15c6-1 of the Securities Exchange Act of 1934, as amended, trades generally are required to settle in three business days, unless the parties to any such trade expressly agree otherwise.