

ORTHOFIX INTERNATIONAL N V
Form 8-K/A
March 12, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 30, 2003

Orthofix International N.V.
(Exact name of Registrant as specified in its charter)

Netherlands Antilles
(State or other jurisdiction
of incorporation)

0-19961
Commission File Number

(I.R.S.)

7 Abraham de Veerstraat
Curacao
Netherlands Antilles
011-59-99-465-8525

(Address of principal executive offices and telephone number, including

Item 2. Acquisition or Disposition of Assets

This filing amends the Current Report on Form 8-K of Orthofix International N.V., dated January 7, 2004, to file the required financial statements and pro forma information required by Item 7.

Item 7. Financial Statements and Exhibits

(a) Financial Statements of Businesses Acquired.

The audited consolidated financial statements of Breg, Inc as of December 30, 2003 and December 31, 2002 and for the period from

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January 1, 2003 to December 30, 2003 and for the years ended December 31, 2002 and 2001 are filed as Exhibit 99.2 hereto.

(b) Pro Forma Financial Information.

The unaudited pro forma combined statement of operations for the year ended December 31, 2003 is filed as Exhibit 99.3

(c) Exhibits

- 10.1 Acquisition Agreement dated as of November 20, 2003, among Orthofix International N.V., Trevor Acquisition, Inc., BREG, Inc. and Bradley R. Mason, as shareholder' representative. *
- 10.2 Amended and Restated Voting Subscription Agreement dated as of December 22, 2003, among Orthofix International N.V. and shareholders of BREG, Inc. identified on the signature pages thereto. *
- 10.3 Credit Agreement dated as of December 30, 2003, among Colgate Medical Limited, as borrower, and Orthofix International N.V. and certain subsidiaries of the borrower, as guarantors, certain limited guarantors party thereto, the lenders parties t hereto, Wachovia Bank, National Association, as administrative agent, and Wachovia Capital Markets, LLC, as sole lead arranger and book manager. *
- 23.1 Independent Auditor's Consent of Deloitte & Touche LLP.
- 99.1 Press release dated December 31, 2003. *
- 99.2 Audited Consolidated Financial Statements of Breg, Inc. as of December 30, 2003 and December 31, 2002 and for the period from January 1, 2003 to December 30, 2003 and for the years ended December 31, 2002 and 2001.
- 99.3 Unaudited Pro Forma Combined Statement of Operations for the year ended December 31, 2003 and related Notes to Unaudited Pro Forma Combined Statement of Operations.

* Previously filed.

Signature

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

Dated: March 12, 2004

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ORTHOFIX INTERNATIONAL N.V.

By: /s/ THOMAS HEIN

Name: Thomas Hein

Title: Chief Financial Officer