

MERIDIAN MEDICAL TECHNOLOGIES INC

Form 8-K

December 13, 2001

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): December 5, 2001

MERIDIAN MEDICAL TECHNOLOGIES, INC.  
(Exact name of issuer as specified in charter)

Delaware

0-5958

52-0898764

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(State or other jurisdiction  
of incorporation)

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(Commission File Number)

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(I.R.S. Employer  
Identification No.)

10240 Old Columbia Road  
Columbia, MD

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(Address of principal executive offices)

21046

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(Zip code)

(410) 309-6830

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(Registrant's telephone number, including area code)

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Item 5. Other Events

As of December 5, 2001, Meridian Medical Technologies, Inc. (the Company ) completed a private placement of 727,000 shares of its common stock, par value \$0.10 per share (the Common Stock ).

The purchasers in the offering (the Purchasers ) have certain registration rights with respect to the shares of Common Stock purchased in the offering. The Company entered into a securities purchase agreement, dated as of November 30, 2001 with the Purchasers (the Securities Purchase Agreement ), pursuant to which the Company agreed to register for resale under the Securities Act of 1933 all of the shares of Common Stock that would be held by the Purchasers. A copy of the Securities Purchase Agreement is included as exhibit 4.1 to this report and incorporated by reference herein. In connection with the private placement, the Company also issued a warrant to purchase shares of Common Stock to Fahnestock & Co. Inc., a copy of which is included as exhibit 4.2 to this report and incorporated by reference herein. On December 6, 2001, the Company issued a press release relating to the transaction, a copy of which is also included as exhibit 99.1 to this report and incorporated by reference herein.

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits

- 4.1 Securities Purchase Agreement, dated as of November 30, 2001, by and among the Company and the purchasers in the private placement.
  - 4.2 Warrant issued by the Company to Fahnestock & Co. Inc. in connection with the private placement, dated as of December 5, 2001.
  - 99.1 Text of Press Release, dated December 6, 2001.
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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.

MERIDIAN MEDICAL TECHNOLOGIES, INC.  
(Registrant)

/s/ James H. Miller

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James H. Miller  
Chairman, President and  
Chief Executive Officer

Date: December 13, 2001