

MPHASE TECHNOLOGIES INC
Form 8-K
June 05, 2012

**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): **June 5, 2012**

mPHASE TECHNOLOGIES, INC.

(Exact Name of Registrant as Specified in Charter)

New Jersey
(State or Other Jurisdiction
of
Identification No.)

000-24969
(Commission File Number)

22-2287503
(IRS Employer
Incorporation)

587 Connecticut Ave., Norwalk, CT 06854-0566
(Address of Principal Executive Offices) (ZIP Code)

Registrant's telephone number, including area code: **(203) 838-2741**

Item 8.01. Other Events

mPhase Technologies, Inc. (the “Company”) announced today that it had reached separate agreements with John Fife and JMJ Financial (collectively, the “Holders”) to a standstill and restructuring of the convertible securities held by each of them. Under terms of each of the respective amendments, the Holders have agreed not to convert any additional principal of such convertible instruments into common stock and restructure such instruments to be repaid, in cash or common stock, at the option of the Company, over a 2 year period of time commencing in October of 2012.

The Company believes that by eliminating the potential “death spiral” with respect to a significant amount of debt outstanding, that the Company’s common stock will better reflect the Company’s intrinsic value and enable the Company to finance its operations on more advantageous terms in the future.

99.1 AMENDMENT TO CONVERTIBLE NOTES WITH JOHN FIFE

99.2 AMENDMENT TO CONVERTIBLE NOTES WITH JMJ FINANCIAL

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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.

mPHASE TECHNOLOGIES

By: /s/ Martin S. Smiley
Martin S. Smiley
Executive Vice President,
Chief Financial Officer and
General Counsel

Date: June 5 2012

No x

If Yes is marked, indicated below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82 N/A

Other Events

On June 2, 2010 AerCap Holdings N.V. filed its interim financial report for the quarter ended March 31, 2010.

This form 6-K is incorporated by reference into the Company's form F-3 registration statement file no. 333-155194 and form S-8 registration statements file nos. 333-154416 and 333-165839, and related prospectuses, as such registration statements and prospectuses may be amended from time to time.

Exhibits

99.1 AerCap Holdings N.V.'s interim financial report for the quarter ended March 31, 2010.

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.

AERCAP HOLDINGS N.V.

By:	/s/ Klaus Heinemann
Name:	Klaus Heinemann
Title:	Authorized Signatory

Date: June 2, 2010

EXHIBIT INDEX

99.1 AerCap Holdings N.V.'s interim financial report for the quarter ended March 31, 2010.