

Edgar Filing: BANTA CORP - Form 8-K

BANTA CORP  
Form 8-K  
April 18, 2005

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

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FORM 8-K

CURRENT REPORT

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

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Date of Report  
(Date of earliest  
event reported): April 12, 2005

Banta Corporation

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(Exact name of registrant as specified in its charter)

Wisconsin	1-14637	39-0148550
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

225 Main Street, Menasha, Wisconsin 54952

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(Address of principal executive offices, including zip code)

(920) 751-7777

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(Registrant's telephone number, including area code)

Not Applicable

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(Former name or former address, if changed since last report)

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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:

- 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 2.01. Completion of Acquisition or Disposition of Assets.

On April 12, 2005, Banta Corporation (the Company) sold substantially all of the assets of its single-use healthcare products subsidiary, Banta Healthcare Group, Ltd. (Banta Healthcare), to an affiliate of Fidelity Capital Investors, Inc. (Buyer), a private equity investment division of Boston-based Fidelity Strategic Investments (the Sale Transaction). Banta Healthcare is a Neenah, Wisconsin-based manufacturer and distributor of disposable medical and dental products. Following the Sale Transaction, the business will operate under the name TIDI Products.

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The cash purchase price for the Sale Transaction was \$67 million, subject to final net working capital adjustments. In addition, Buyer assumed certain liabilities of Banta Healthcare in connection with the Sale Transaction. A copy of the Asset Purchase Agreement relating to the Sale Transaction is filed as exhibit 10.1 and is incorporated by reference herein. In a separate, previously announced transaction related to the divestiture of Banta Healthcare, the Company sold its warehouse in Rialto, CA, to a California real estate investment company for \$7 million.

Item 9.01. Financial Statements and Exhibits.

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits. The following exhibit is being filed herewith:
  - (10.1) Asset Purchase Agreement among Banta Corporation, Banta Healthcare Group, Ltd. and BHG Acquisition LLC, dated as of February 12, 2005.

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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.

**BANTA CORPORATION**

Date: April 18, 2005

By: */s/ Ronald D. Kneezel*

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Ronald D. Kneezel  
Vice President, General Counsel and Secretary

SIGNATURES

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**BANTA CORPORATION**

Exhibit Index to Current Report on Form 8-K  
Dated April 12, 2005

Exhibit  
Number

(10.1) \*Asset Purchase Agreement among Banta Corporation, Banta Healthcare Group, Ltd. and BHG Acquisition LLC, dated as of February 12, 2005.

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\* The schedules and exhibits to this document are not being filed herewith. The registrant agrees to furnish supplementally a copy of any such schedule or exhibit to the Securities and Exchange Commission upon request.

