

Edgar Filing: BALTEK CORP - Form 8-K

BALTEK CORP
Form 8-K
March 07, 2003

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 5, 2003

Baltek Corporation

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

2-44764

(Commission File Number)

13-2646117

(IRS Employer Identification No.)

10 Fairway Court, Northvale, New Jersey 07647

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, (201) 767-1400

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

INFORMATION TO BE INCLUDED IN THE REPORT

ITEM 5 Other Events.

On March 5, 2003, Baltek Corporation announced that it has entered into an Agreement and Plan of Merger among Baltek Corporation, Alcan Inc. and Alcan Balcop, Inc., dated March 5, 2003. After the merger, Baltek will become a wholly owned subsidiary of Alcan, Inc. As a result of the merger, shareholders of Baltek Corporation will receive approximately \$15.17 in cash for each share of Baltek common stock.

Consummation of the merger is subject to the satisfaction of various conditions, including, but not limited to, approval of the Agreement and Plan of Merger by the shareholders of Baltek Corporation.

Additional information regarding the merger is set forth in the Press

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Release of Baltek Corporation and the Agreement and Plan of Merger, copies of which are filed with this Report and incorporated herein by reference.

On February 27, 2003, prior to the board meeting approving the merger, Mr. Henri-Armand Kohn resigned as director of Baltek Corporation.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) EXHIBITS:

Exhibit Number -----	Exhibit Title -----
99.1	Agreement and Plan of Merger among Baltek Corporation, Alcan Inc. and Alcan Balcorp, Inc., dated March 5, 2003.
99.2	Voting Agreement, dated as of March 5, 2003, among Alcan Inc., Jacques Kohn, Jean Kohn, the Bernard Kohn Revocable Living Trust and the Bernard Irrevocable Descendants Trust.
99.3	Press Release, dated March 5, 2003

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.

BALTEK CORPORATION

Date: March 7, 2003

By: /s/ Ronald Tassello, Chief Financial Officer

Ronald Tassello
Chief Financial Officer