

LAWSON PRODUCTS INC/NEW/DE/

Form 8-K

November 07, 2005

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**UNITED STATES**

**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**

**November 1, 2005**

Date of Report (Date of earliest event reported)

**LAWSON PRODUCTS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-10546**  
(Commission File Number)

**36-2229304**  
(IRS Employer  
Identification No.)

**1666 East Touhy Avenue**

**Des Plaines, Illinois**  
(Address of principal executive offices)

**60018**  
(Zip Code)

**(847) 827-9666**  
(Registrant's telephone number, including area code)

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N/A

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

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 7.01 Regulation FD Disclosure.**

On November 1, 2005, Lawson Products, Inc. ( Lawson ) announced that it entered into a definitive agreement (the Agreement ) to acquire the assets and operations of Rutland Tool & Supply Co., a California-based subsidiary of Airgas, Inc. Rutland Tool distributes metalworking tools, machine tools and related MRO (maintenance, repair and operations) supplies. Under the terms of the Agreement, Lawson will pay \$15 million in cash. The closing date for the transaction is expected to be no later than December 1, 2005. A copy of the press release is attached as Exhibit 99.1 to this Form 8-K.

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**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

99.1 Press release issued by Lawson Products, Inc. on November 1, 2005.

**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.

**LAWSON PRODUCTS, INC.**  
(Registrant)

Dated: November 7, 2005

By: /s/ Thomas J. Neri

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Name: Thomas J. Neri  
Title: Executive Vice President, Finance,  
Planning and Corporate Development;  
Chief Financial Officer; and Treasurer