

MORTONS RESTAURANT GROUP INC
Form 8-K
July 25, 2002

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

F O R M 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): July 23, 2002

Morton's Restaurant Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-12692

13-3490149

(Commission File Number)

(IRS Employer Identification No.)

3333 New Hyde Park Road
New Hyde Park, New York 11042

(Address of principal executive offices and zip code)

(516) 627-1515

(Registrant's telephone number, including area code)

N/A

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

Item 5. Other Events

On July 23, 2002, Morton's Restaurant Group, Inc. ("Morton's") announced that its stockholders had approved the proposal to approve and adopt

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the Agreement and Plan of Merger, dated as of March 26, 2002, as amended, by and among Morton's Acquisition Company, Morton's Holdings, LLC (formerly known as Morton's Holdings, Inc.) and Morton's Restaurant Group, Inc., and to approve the merger contemplated by the merger agreement (the "Merger"). On July 25, 2002, the Merger was consummated. Morton's press releases announcing these events are attached hereto.

Item 7. Financial Statements and Exhibits

(a) Financial statements of businesses acquired

Not applicable.

(b) Pro forma financial information

Not applicable.

(c) Exhibits

Exhibit 99.1 Press release of Morton's Restaurant Group, Inc., dated July 23, 2002.

Exhibit 99.2 Press Release of Morton's Restaurant Group, Inc., dated July 25, 2002.

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 thereunto duly authorized.

Morton's Restaurant Group, Inc.

Date: July 25, 2002

By: /s/ Thomas J. Baldwin

Thomas J. Baldwin
Executive Vice President
and Chief Financial Officer

INDEX TO EXHIBITS

| EXHIBIT NO. ----- | DESCRIPTION ----- |
|-------------------------|--|
| 99.1 | Press release of Morton's Restaurant Group, Inc., dated July 23, 2002. |
| 99.2 | Press release of Morton's Restaurant Group, Inc., dated July 25, 2002. |