

Edgar Filing: CalAmp Corp. - Form 8-K

CalAmp Corp.  
Form 8-K  
August 17, 2009

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

Date of Report (Date of earliest event reported): August 12, 2009

Exact Name of Registrant as Specified in Its Charter: CALAMP CORP.

|  |                        |                                    |
|--|------------------------|------------------------------------|
| DELAWARE   | 0-12182                | 95-3647070                         |
| State or Other Jurisdiction of Incorporation or Organization | Commission File Number | I.R.S. Employer Identification No. |

Address of Principal Executive Offices: 1401 N. Rice Avenue  
Oxnard, CA 93030

Registrant's Telephone Number, Including Area Code: (805) 987-9000

Former Name or Former Address, if Changed Since Last Report: Not applicable

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 240.14.a-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 August 12, 2009, CalAmp Corp. ("CalAmp" or the "Company") sold its preferred stock holding in MIR3, Inc., a privately-held company, to a group of private investors not affiliated with CalAmp. The sales price was \$1,015,000. After giving effect to transaction costs, the Company recognized a pre-tax loss of approximately \$1 million on this sale.

Pursuant to the Ninth Amendment to the Company's bank credit agreement, in which the banks consented to this asset sale, \$1 million of the sales proceeds were applied to the outstanding balance of the bank term loan, thereby reducing the scheduled principal payment due September 30, 2009 from \$1.6 million to \$600,000. The balance of the term loan is \$13.0 million after giving effect to this \$1 million payment.

The information in this Item 7.01 of the Company's Current Report on Form 8-K is being furnished and shall not be deemed to be "filed" for the purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section. Furthermore, the information in this Item 7.01 of the Company's Current Report on Form 8-K shall not be deemed to be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, unless such subsequent filing specifically references this Current Report on Form 8-K.

### ITEM 9.01. Financial Statements and Exhibits

#### (c) Exhibits

- 99.1 Ninth Amendment and Consent to Credit Agreement between CalAmp Corp., Bank of Montreal and other lenders party thereto dated August 4, 2009

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CALAMP CORP.

August 14, 2009

By: /s/ Richard Vitelle

\_\_\_\_\_  
Date

\_\_\_\_\_  
Richard Vitelle,  
VP Finance & Chief Financial Officer