

Edgar Filing: STEMCELLS INC - Form 8-K

STEMCELLS INC  
Form 8-K  
August 28, 2002

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

Date of Report (Date of Earliest Event Reported): August 23, 2002

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STEMCELLS, INC.  
(Exact name of registrant as specified in its charter)

DELAWARE	0-19871	94-3078125
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (I.R.S. Employer Identification Number)

2155 PORTER DRIVE  
PALO ALTO, CALIFORNIA 94304  
(Address, of principal executive offices, including zip code)

(650) 475-3100  
(Registrant's Telephone number including area code)

Item 5. OTHER EVENTS

On August 23, 2002, StemCells, Inc. (the "Company") entered into an agreement pursuant to which the Company has agreed to sell 1,028,038 shares of common stock to one institutional investor at an aggregate price of \$1,100,000, or approximately \$1.07 per share.

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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.

STEMCELLS, INC.

By: /s/ George Koshy

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George Koshy  
Controller and Acting Chief  
Financial Officer

Date: August 27, 2002

EXHIBIT INDEX

- 10.1 Purchase Agreement dated as of August 23, 2002 between StemCells, Inc. and Triton West Group, Inc.
- 10.2 Escrow Agreement dated as of August 23, 2002 between StemCells, Inc., Triton West Group, Inc. and Feldman Weinstein LLP.