

Edgar Filing: AMERISOURCEBERGEN CORP - Form 8-K/A

AMERISOURCEBERGEN CORP
Form 8-K/A
October 29, 2001

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K/A

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 29, 2001

AmerisourceBergen Corporation
(Exact name of Registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation or Organization)

333-61440
(Commission File Number)

23
(I.R.
Identifi

1300 Morris Drive, Suite 100
Chesterbrook, Pennsylvania 19087-5594
(Address, Including Zip Code, and Telephone Number, Including Area Code, of
Registrant's Principal Executive Offices)

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

Item 2. Acquisition and Disposition of Assets.

Effective August 29, 2001, pursuant to the Agreement and Plan of Merger, dated as of March 16, 2001, among AmerisourceBergen Corporation, formerly known as AABB Corporation ("AmerisourceBergen"), AmeriSource Health Corporation ("AmeriSource"), Bergen Brunswig Corporation ("Bergen"), A-Sub Acquisition Corp. and B-Sub Acquisition Corp., AmeriSource and Bergen combined their businesses by merging with acquisition subsidiaries of AmerisourceBergen (the "Merger"). AmerisourceBergen reported the Merger in a Form 8-K dated August 29, 2001 (filed August 30, 2001). By this amendment, AmerisourceBergen is filing the unaudited pro forma financial information required by Item 7(b).

Item 7. Financial Statements and Exhibits

(b) AmerisourceBergen incorporates by reference herein the section

Edgar Filing: AMERISOURCEBERGEN CORP - Form 8-K/A

entitled "AmerisourceBergen Corporation Unaudited Pro Forma Consolidated Condensed Financial Information" in its Registration Statement on Form S-4 (No. 333-71942) filed with the Securities and Exchange Commission on October 19, 2001 and effective as of October 26, 2001. This section, which includes an introduction and the following unaudited pro forma financial information, is included as Exhibit 99.3 hereto:

- (i) Unaudited Pro Forma Consolidated Condensed Balance Sheet as of June 30, 2001;
- (ii) Unaudited Pro Forma Consolidated Condensed Statement of Operations for the year ended September 30, 2000;
- (iii) Unaudited Pro Forma Consolidated Condensed Statement of Operations for the nine months ended June 30, 2001;
- (iv) Notes to Unaudited Pro Forma Consolidated Condensed Financial Information.

(c) Exhibits

99.3 AmerisourceBergen Corporation Unaudited Pro Forma Consolidated Condensed Financial Information, including the Unaudited Pro Forma Consolidated Condensed Balance Sheet as of June 30, 2001, Unaudited Pro Forma Consolidated Condensed Statement of Operations for the year ended September 30, 2000, Unaudited Pro Forma Consolidated Condensed Statement of Operations for the nine months ended June 30, 2001, and Notes to Unaudited Pro Forma Consolidated Condensed Financial Information (incorporated by reference to AmerisourceBergen's Registration Statement on Form S-4 (No. 333-71942) filed with the Securities and Exchange Commission on October 19, 2001 and effective as of October 26, 2001).

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.

AMERISOURCEBERGEN CORPORATION

Date: October 29, 2001

By: /s/ Neil F. Dimick

Name: Neil F. Dimick
Title: Executive Vice President and
Chief Financial Officer

EXHIBIT INDEX

Number	Exhibit
99.3	AmerisourceBergen Corporation Unaudited Pro Forma Consolidated Condensed Financial Information, including the Unaudited Pro Forma Consolidated Condensed Balance Sheet as of June 30, 2001, Unaudited Pro Forma Consolidated Condensed Statement of Operations for the year ended September 30, 2000, Unaudited Pro Forma Consolidated Condensed Statement of Operations for the nine months ended June 30,

Edgar Filing: AMERISOURCEBERGEN CORP - Form 8-K/A

2001, and Notes to Unaudited Pro Forma Consolidated Condensed Financial Information (incorporated by reference to AmerisourceBergen's Registration Statement on Form S-4 (No. 333-71942) filed with the Securities and Exchange Commission on October 19, 2001 and effective as of October 26, 2001).