

STONERIDGE INC  
Form 8-K  
March 29, 2005

**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): March 24, 2005

**Stoneridge, Inc.**

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(Exact name of registrant as specified in its charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Ohio  | 0-13337                     | 34-15989-49                          |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |
| 9400 East Market Street<br>Warren, Ohio           |                             | 44484                                |
| (Address of principal executive offices)          |                             | (Zip Code)                           |

Registrant's telephone number, including area code: (330) 856-2443

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(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 (see General Instruction A.2. below):

- 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 1.01 Entry into a Material Definitive Agreement.**

On March 24, 2005, Stoneridge, Inc. (the Company ) entered into a stock purchase agreement with GE Capital Equity Holdings, Inc., 3i Group plc, 3i Europartners II LP, Roberto Poli and Alberto Bombonato to acquire Vimercati, S.p.A. ( Vimercati ), an Italian full service switch products supplier for the automotive industry. The closing of the purchase of Vimercati is conditioned on (i) customary closing conditions, including the Company s due diligence into Vimercati s customer relationships, and (ii) the pre-emptive right of a shareholder of Vimercati. If that shareholder is successful in exercising his pre-emptive right or if by June 30, 2005 he continues to refuse to sell his stock to the Company, even if he is unsuccessful in exercising his pre-emptive right, then the agreement will terminate. The purchase price to acquire Vimercati is 24.9 million euros subject to post-closing adjustments, which are based upon Vimercati s financial position at closing. Subject to the above, the Company expects to complete the acquisition of Vimercati during the second quarter of 2005. A copy of the press release announcing the Company s entry into the agreement to acquire Vimercati is attached hereto as Exhibit 99.1.

**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.

**Stoneridge, Inc.**

Date: March 29, 2005

/s/ Joseph M. Mallak

Joseph M. Mallak, Vice President and Chief Financial  
Officer (Principal Financial and Accounting Officer)

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**EXHIBIT INDEX**

| <u>Exhibit Number</u> | <u>Description</u>   |
|-----------------------|--|
| 99.1                  | Press release dated March 29, 2005, announcing the Company's agreement to acquire Vimercati, S.p.A., an Italian full service switch products supplier for the automotive industry. |