

Edgar Filing: NEW CENTURY COMPANIES INC - Form 8-K

NEW CENTURY COMPANIES INC

Form 8-K

March 13, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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 9, 2006

New Century Companies, Inc.  
(Exact name of registrant as specified in its chapter)

|   |  |   |
|---|--|---|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 000-09459<br>(Commission<br>File Number) | 06-10345787<br>(IRS Employer<br>Identification No.) |
|---|--|---|

|  |                     |
|--|---------------------|
| 9835 Santa Fe Springs Road<br>Santa Fe Springs, CA<br>(Address of principal executive offices) | 90670<br>(Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code (562) 906-8455

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

Item 9.01 Financial Statements and Exhibits

(c) The following exhibits are being disclosed and furnished herewith in connection with the completed financing transaction with CAMOFI Master LDC for the acquisition of Quilite International LLC by New Century Companies, Inc. as referenced in the Form 8-K dated March 6, 2006:

| Exhibit No.<br>----- | Exhibit Description<br>-----  |
|----------------------|---|
| 10.1                 | Securities Purchase Agreement between New Century Companies, Inc. and CAMOFI Master LDC   |
| 10.2                 | 12% Senior Secured Convertible Note issued by New Century Companies, Inc. in favor of CAMOFI Master LDC   |
| 10.3                 | Common Stock Purchase Warrant issued to CAMOFI Master LDC   |
| 10.4                 | Registration Rights Agreement between New Century Companies, Inc. and CAMOFI Master LDC   |
| 10.5                 | Escrow Agreement between New Century Companies, Inc., CAMOFI Master LDC and Katten Muchin Rosenman LLP, as Escrow Agent                                 |
| 10.6                 | Security Agreement between New Century Companies, Inc. and its current and future subsidiaries on the one hand, and CAMOFI Master LDC on the other hand |

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- 10.7                    Subsidiary Guarantee provided by all current and future subsidiaries of New Century Companies, Inc. to CAMOFI Master LDC
- 10.8                    Lock-up Agreement with certain shareholders of New Century Companies, Inc.
- 99.1                    Press release text of New Century Companies, Inc., dated March 7, 2006.

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.

Dated: March 9, 2006

NEW CENTURY COMPANIES, INC.

By: /s/ David Duquette

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David Duquette  
President