

Edgar Filing: MEMBERWORKS INC - Form 8-K

MEMBERWORKS INC  
Form 8-K  
April 08, 2004

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

April 8, 2004  
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Date of Report  
(Date of earliest event reported)

MEMBERWORKS INCORPORATED  
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(Exact name of registrant as specified in its charter)

|                          |                          |                                         |
|--------------------------|--------------------------|-----------------------------------------|
| DELAWARE                 | 0-21527                  | 06-1276882                              |
| -----                    | -----                    | -----                                   |
| (State of Incorporation) | (Commission File Number) | (I.R.S. Employer<br>Identification No.) |

680 Washington Blvd  
Stamford, Connecticut 06901  
-----  
(Address of principal executive offices,  
including zip code)

(203) 324-7635  
-----  
(Registrant's telephone number,  
including area code)

MEMBERWORKS INCORPORATED

Item 5. Other Events.

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On April 8, 2004, MemberWorks Incorporated issued a press release announcing the pricing of its offering of \$150.0 million in aggregate principal amount of 9.25% senior notes due 2014 sold at 98.418%. A copy of the press release is attached as exhibit 99.1 to this form 8-K.

Item 7. Financial Statements, Pro Forma Financial Statements and Exhibits.

Exhibits

(c) 99.1 Press release dated April 8, 2004

### 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.

MEMBERWORKS INCORPORATED  
(Registrant)

Date: April 8, 2004

By: /s/ Gary A. Johnson

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Gary A. Johnson, President and  
Chief Executive Officer