

STEPHAN CO  
Form 8-K  
September 24, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15 (d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):**

September 22, 2004

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**THE STEPHAN CO.**

(Exact name of registrant as specified in its charter)

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**Florida**  
(State or other jurisdiction  
of incorporation)

**1-4436**  
(Commission File Number)

**59-0676812**  
I.R.S. Employer  
Identification Number)

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1850 W. McNab Road

Fort Lauderdale, Florida  
(Address of principal executive offices)

33309  
(Zip Code)

(954) 971-0600

(Registrant's telephone number including area code)

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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 8.01. Other Events**

On September 22, 2004, the Company issued a press release announcing that the Special Committee of the Board of Directors has completed its work with respect to the previously withdrawn going private transaction. A copy of the press release is attached as Exhibit 99.1 to this Current Report.

**Item 9.01. Financial Statements, Pro Forma Financial Statements and Exhibits.**

(c) Exhibits.

99.1 The Stephan Co. press release dated September 22, 2004.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**THE STEPHAN CO.**

September 23, 2004

By: /s/ David A. Spiegel

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David A. Spiegel  
Chief Financial Officer

**EXHIBIT INDEX**

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
99.1	The Stephan Co. press release dated September 22, 2004.