Edgar Filing: WRIGHT MEDICAL GROUP INC - Form 425

WRIGHT MEDICAL GROUP INC Form 425 February 02, 2015

#### **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): February 2, 2015

Wright Medical Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction

**001-35823** (Commission

13-4088127 (IRS Employer

of incorporation)

File Number)

**Identification No.)** 

# Edgar Filing: WRIGHT MEDICAL GROUP INC - Form 425

# 1023 Cherry Road

# Memphis, Tennessee (Address of principal executive offices)

38117 (Zip Code)

(901) 867-9971

(Registrant s telephone number, including area code)

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:

- x 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))

## Edgar Filing: WRIGHT MEDICAL GROUP INC - Form 425

#### Item 8.01. Other Events.

On February 2, 2015, Wright Medical Group, Inc. (Wright) issued the attached press release announcing that Wright received a Request for Additional Information and Documentary Material (commonly known as a Second Request) from the Federal Trade Commission on January 28, 2015 in connection with its proposed merger with Tornier N.V.

Wright also announced that the previously disclosed pending pre-approval inspection of an Augment Bone Graft vendor had concluded and resulted in the issuance of a so-called 483 containing certain observations to which the vendor has already responded.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference into this Item 8.01.

#### Item 9.01. Financial Statements and Exhibits

(d) Exhibits

#### **Exhibit**

## No. Description

99.1 Press Release issued by Wright Medical Group, Inc. dated February 2, 2015.

#### **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.

# WRIGHT MEDICAL GROUP, INC.

By /s/ Lance A. Berry Lance A. Berry

Senior Vice President and Chief Financial Officer

Date: February 2, 2015

# **EXHIBIT INDEX**

# **Exhibit**

No. Description

99.1 Press Release issued by Wright Medical Group, Inc. dated February 2, 2015.