

TOPPS CO INC
Form 8-K
June 27, 2007

**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): June 26, 2007

THE TOPPS COMPANY, INC.

(Exact name of registrant as specified in its charter)

| | | |
|--|--|--|
| Delaware (State or other jurisdiction of incorporation) | 000-15817 (Commission File Number) | 11-2849283 (IRS Employer Identification No.) |
|--|--|--|

| | |
|---|---------------------------------|
| One Whitehall Street, New York, NY (Address of principal executive offices) | 10004-2109 (Zip Code) |
|---|---------------------------------|

212-376-0300
(Registrant's telephone number, including area code)

N/A

(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 Instructions 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))

Item 8.01

Other Events.

On June 26, 2007, The Topps Company, Inc. (Topps) issued a press release confirming that UD Company, Inc., a wholly owned subsidiary of The Upper Deck Company, has launched a tender offer to purchase all of the outstanding shares of Topps for \$10.75 per share in cash. A copy of such press release is attached hereto as Exhibit 99.1 and is incorporated in this Item 8.01 by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

| <u>Exhibit Number</u> | <u>Description</u> |
|---------------------------|---|
| 99.1 | Press Release of The Topps Company, Inc., dated June 26, 2007 |

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.

Dated: June 27, 2007

THE TOPPS COMPANY, INC

By: /s/ Catherine K. Jessup
Name: Catherine K.
Jessup
Title: Vice President,
CFO and Treasurer

EXHIBIT INDEX

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