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BEL FUSE INC /NJ
Form 8-K
December 29, 2009

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): December 28, 2009

BEL FUSE INC.

(Exact Name of Registrant as Specified in its Charter)

New Jersey

(State or Other Jurisdiction of Incorporation)

0-11676

22-1463699

(Commission File Number)

(IRS Employer Identification No.)

206 Van Vorst Street, Jersey City, New Jersey

07302

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (201) 432-0463

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 1.01 Entry into a Material Definitive Agreement.

On December 28, 2009, the Registrant entered into a stock purchase agreement with Safran USA, Inc. ("Safran U.S.") and Safran UK Limited (together with Safran U.S., the "Sellers"). Subject to the satisfaction of certain conditions, including the consent and/or approval of certain third parties with respect to the transfer or assignment of certain contractual obligations and other liabilities, the stock purchase agreement provides for the sale to the Registrant or its designee of all of the issued and outstanding capital stock of Cinch Connectors, Inc. ("Cinch U.S.") and Cinch Connectors Limited ("Cinch U.K.") in exchange for an aggregate purchase price of \$37,500,000.00 in cash, funded with cash on hand, plus approximately \$1,500,000.00 for the assumption of certain expenses. The final purchase price is subject to certain adjustments related to working capital. As part of the stock purchase agreement, the Registrant or its designee shall also be acquiring all of the issued and outstanding capital stock of Cinch Connectors de Mexico, S.A. de C.V. (together with Cinch U.S. and Cinch U.K., the "Cinch Companies"), 99.9% of which is owned by Cinch U.S. and 0.1% of which will be transferred from Labinal Investments, Inc., an affiliate of the Sellers.

The Cinch Companies manufacture a broad range of interconnect products for customers in the military and aerospace, high-performance computing, telecom/datacom, and transportation markets.

The Registrant has issued a press release describing the execution and delivery of the stock purchase agreement.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

Exhibit 99.1 - Press release dated December 28, 2009.

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.

BEL FUSE INC.

By: /s/ Colin Dunn

Name: Colin Dunn
Title: Vice President of Finance

Dated: December 28, 2009

EXHIBIT INDEX

Exhibit 99.1 - Press release dated December 28, 2009.