

Edgar Filing: SYPRIS SOLUTIONS INC - Form 8-K

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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))

Item 1.01. Entry into a Material Definitive Agreement.

As previously disclosed by Sypris Solutions, Inc. (the “Company”), its subsidiary, Sypris Technologies Kenton, Inc. (the “Buyer”) entered into an asset purchase agreement on May 14, 2015 (the “Agreement”) with Reynolds Machine Co., Inc. (“Reynolds”) to acquire substantially all of the assets and certain of the liabilities of Reynolds’ business. As further disclosed in the Company’s Form 8-K filed on August 6, 2015, Sypris Solutions, Inc. (the “Company”) and Reynolds Machine Co., Inc. (“Reynolds”) amended the Agreement to, among other things, extend the target closing date and the exclusivity period under the Agreement to September 14, 2015. The parties have recently determined that the transaction is unlikely to be closed on or before September 14, 2015, and while the Agreement remains in effect, on September 2, 2015, the parties agreed to waive the remaining exclusivity period under the Agreement.

SIGNATURE

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.

Sypris Solutions, Inc.

September 9, 2015 By: /s/ John R. McGeeney
John R. McGeeney
Vice President, General Counsel and Secretary