

SYSTEMAX INC
Form 8-K
February 22, 2005

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 21, 2005

Systemax Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-13792
(Commission
File Number)

11-3262067
(IRS Employer
Identification No.)

11 Harbor Park Drive
Port Washington, New York 11050
(Address of Principal Executive offices, including Zip Code)

Registrant's telephone number, including area code: **(516) 608-7000**

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 obligations 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 240.14-12)
- / / 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 4.02 Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review.

A press release regarding the need for a restatement of 2003 year end and 2004 quarterly financial statements following the discovery of certain errors in accounting for inventory at its United Kingdom subsidiary was issued by the Company on February 21, 2005, a copy of which is filed as an exhibit.

ITEM 9.01 Financial Statements and Exhibits

- (a) *Financial Statements of Business Acquired - not applicable*
- (b) *Pro Forma Financial Information - not applicable*
- (c) *Exhibits*

99.1 Press release, issued February 21, 2005, regarding the need for a restatement of 2003 year end and 2004 quarterly financial statements

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.

SYSTEMAX INC.

By: /s/ Steven Goldschein
Name: Steven Goldschein
Title: Senior Vice President and CFO

Dated: February 21, 2005

EXHIBIT INDEX

99.1 Press release, issued February 21, 2005, regarding the need for a restatement of 2003 year end and 2004 quarterly financial statements