

SYSTEMAX INC  
Form 8-K/A  
March 09, 2005

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K/A

Amendment No. 1

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 is amended to read as follows:

**ITEM 4.02 Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review.**

On February 21, 2005 the Chief Financial Officer of the Company concluded that the financial statements for each of the first three quarters of 2004 and the year ended December 31, 2003 should no longer be relied upon because of an error in such financial statements as addressed in Accounting Principles Board Opinion No. 20, following the discovery of certain errors in accounting for inventory at its United Kingdom subsidiary. The need for a restatement

was discussed with the audit committee of the Board of Directors and with the Company's independent accountants. A press release regarding the need for such restatement of 2003 year end and 2004 quarterly financial statements was issued by the Company on February 21, 2005, a copy of which is filed as an exhibit.

**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: March 8, 2005