

Edgar Filing: GameStop Corp. - Form 8-K/A

GameStop Corp.
Form 8-K/A
December 22, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K/A

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): October 8, 2005

GAMESTOP CORP.

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

1-32637

20-2733559

(Commission File Number)

(IRS Employer Identification No.)

625 Westport Parkway, Grapevine, Texas

76051

(Address of Principal Executive Offices)

(Zip Code)

(817) 424-2000

Registrant's Telephone Number, Including Area Code

(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 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))

This Form 8-K/A amends the current report on Form 8-K filed on October 12, 2005, to include Item 9.01(a) Financial Statements of the Acquired Business and Item 9.01 (b) Pro Forma Financial Information.

Section 9 - Financial Statements and Exhibits

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Item 9.01 Financial Statements and Exhibits

(a) Financial Statements of the Business Acquired

The consolidated balance sheets of Electronics Boutique Holdings Corp. ("EB") as of January 29, 2005 and January 31, 2004, and the related consolidated statements of income, stockholders' equity and cash flows for each of the fiscal years in the three-year period ended January 29, 2005, and the notes thereto (incorporated by reference from EB's Annual Report on Amendment No. 2 to Form 10-K/A for EB's fiscal year ended January 29, 2005).

The unaudited consolidated balance sheet of EB as of July 30, 2005 and the related unaudited consolidated statements of income for the 13 and 26 weeks ended July 30, 2005 and July 31, 2004, and cash flows for the 26 weeks ended July 30, 2005 and July 31, 2004, and the notes thereto (incorporated by reference from EB's Form 10-Q for the quarterly period ended July 30, 2005). (b) Pro Forma Financial Information

Attached as Exhibit 99.3 are the unaudited pro forma condensed consolidated financial statements of GameStop Corp. as of and for the 26 weeks ended July 30, 2005 and for the fiscal year ended January 29, 2005 that give effect to the acquisition of EB.

(c) Exhibits

23.1 Consent of KPMG LLP

99.1 The consolidated balance sheets of Electronics Boutique Holdings Corp. ("EB") as of January 29, 2005 and January 31, 2004, and the related consolidated statements of income, stockholders' equity and cash flows for each of the fiscal years in the three-year period ended January 29, 2005, and the notes thereto (incorporated by reference from EB's Annual Report on Amendment No. 2 to Form 10-K/A for EB's fiscal year ended January 29, 2005).

99.2 The unaudited consolidated balance sheet of EB as of July 30, 2005 and the related unaudited consolidated statements of income for the 13 and 26 weeks ended July 30, 2005 and July 31, 2004, and cash flows for the 26 weeks ended July 30, 2005 and July 31, 2004, and the notes thereto (incorporated by reference from EB's Form 10-Q for the quarterly period ended July 30, 2005).

99.3 The unaudited pro forma condensed consolidated financial statements as of and for the 26 weeks ended July 30, 2005 and for the fiscal year ended January 29, 2005 that give effect to the acquisition of EB.

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.

GAMESTOP CORP.
(Registrant)

By: /s/ David W. Carlson

Name: David W. Carlson
Title: Executive Vice President and
Chief Financial Officer

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