

INTEGRITY MEDIA INC

Form 8-K

November 21, 2003

**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) November 21, 2003

Integrity Media, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware

No. 000-24134

63-0952549

(State or Other Jurisdiction
of Incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

1000 Cody Road
Mobile, Alabama

36695

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code (251) 633-9000

N/A

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events and Required FD Disclosure.

On November 21, 2003, Integrity Media, Inc. issued a press release announcing that it has received an offer from P. Michael Coleman, its cofounder, principal stockholder, President and Chief Executive Officer, for a transaction which would result in the privatization of the Company. The press release also announced that the Company's board of directors has appointed a special committee of independent directors to review Mr. Coleman's proposal. The press release announcing the receipt of Mr. Coleman's offer and appointment of the special committee is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

Item 7. Financial Statements, *Pro Forma* Financial Information and Exhibits.

(c) Exhibits.

Exhibit No.	Description
99.1	Press Release of Integrity Media, Inc., dated November 21, 2003.

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.

Integrity Media, Inc.

Date: November 21, 2003

By: /s/ P. Michael Coleman

P. Michael Coleman
Chairman, President and Chief Executive Officer

Date: November 21, 2003

By: /s/ Donald S. Ellington

Donald S. Ellington
Senior Vice President of Finance and Administration
(Principal Financial and Accounting Officer)