

Edgar Filing: BLUEFLY INC - Form 8-K

BLUEFLY INC
Form 8-K
July 17, 2003

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934

Date of Report (Date of earliest event reported): July 17, 2003

Bluefly, Inc.

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|---|
| Delaware | 001-14498 | 13-3612110 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification Number) |
| 42 West 39th Street, New York, New York | | 10018 |
| ----- | ----- | ----- |
| (Address of principal executive offices) | | (Zip Code) |

Registrant's telephone number, including area code: (212) 944-8000

(Former name or former address, if changed since last report.)

ITEM 5. OTHER EVENTS.

On July 17, 2003, Bluefly, Inc. (the "Company") announced that it had issued and sold \$2 million of convertible promissory notes to affiliates of Soros Private Equity Partners.

The text of the press release relating to such investment is attached hereto as Exhibit 99.1. The Note Purchase Agreement entered into in connection with such transaction, and the Promissory Notes issued thereunder, are attached hereto as Exhibits 99.2, 99.3 and 99.4, respectively. Each of such Exhibits is incorporated herein by reference.

ITEM 7. FINANCIAL INFORMATION AND EXHIBITS.

(c) Exhibits

- 99.1 Press release issued by the Company on July 17, 2003.
- 99.2 Note Purchase Agreement, dated as of July 16, 2003, by and among the Company and the Investors listed on Schedule 1 thereto.
- 99.3 Promissory Note, dated July 16, 2003, issued to SFM Domestic Investments LLC.
- 99.4 Promissory Note, dated July 16, 2003, issued to Quantum Industrial Partners LDC.

SIGNATURES

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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.

BLUEFLY, INC.
(Registrant)

Date: July 17, 2003

By: /s/ Patrick C. Barry

Name: Patrick C. Barry
Title: Chief Operating Officer and
Chief Financial Officer

INDEX TO EXHIBITS

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