

Edgar Filing: DELCATH SYSTEMS INC - Form 8-K

DELCATH SYSTEMS INC  
Form 8-K  
March 23, 2005

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): March 22, 2005

DELCATH SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction of  
incorporation)

001-16133  
(Commission File  
Number)

06-1245881  
(IRS Employer  
Identification No.)

1100 Summer Street, Stamford, Connecticut 06905  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (203) 323-8668

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 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))

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### Section 1 - Registrant's Business and Operations

#### Item 1.01 Entry into a Material Definitive Agreement.

On March 22, 2005, Delcath Systems, Inc. (the "Company") entered into Incentive Stock Option Agreements and/or Nonqualified Stock Option Agreements with each of its directors and named executive officers providing for stock options to each of such individuals as summarized below. Each of these options has an exercise price of \$2.02 per share, a term expiring on November 3, 2009 and becomes exercisable as to one-half of the shares covered thereby on November 3, 2005 and November 3, 2006.

| Nonqualified Stock Options |                  |
|----------------------------|------------------|
| Name of Optionee           | Number of Shares |
| Mark Corigliano            | 140,000          |
| Daniel Isdaner             | 140,000          |
| M. S. Koly                 | 131,600          |
| Victor Nevins              | 140,000          |

  

| Incentive Stock Options |                  |
|-------------------------|------------------|
| Name of Optionee        | Number of Shares |
| Paul M. Feinstein       | 5,000            |
| Samuel Herschkowitz     | 90,000           |
| M. S. Koly              | 68,400           |

The forms of the Nonqualified Stock Option Agreement and of the Incentive Stock Option Agreement are filed as exhibits to this report.

### Section 9 - Financial Statements and Exhibits

#### Item 9.01 Financial Statements and Exhibits.

- (a) Not applicable
- (b) Not applicable.
- (c) Exhibits:

| Exhibit | Description                                 |
|---------|---|
| 10.1    | Form of Nonqualified Stock Option Agreement |
| 10.2    | Form of Incentive Stock Option Agreement    |

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#### 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.

DELCATH SYSTEMS, INC.

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By: /s/ M. S. KOLY

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M. S. Koly  
President and Chief Executive  
Officer

Date: March 23, 2005

ECHIBIT INDEX

| Exhibit | Description                                 |
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