

Edgar Filing: V F CORP - Form 8-K

V F CORP
Form 8-K
July 07, 2003

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: July 7, 2003

Commission file number: 1-5256

V.F. CORPORATION

(Exact name of registrant as specified in its charter)

Pennsylvania
(State or other jurisdiction of
incorporation or organization)

23-1180120
(I.R.S. employer
identification number)

105 Corporate Center Boulevard
Greensboro, North Carolina 27408
(Address of principal executive offices)

(336) 424-6000
(Registrant's telephone number, including area code)

ITEM 5 - Other Events

On July 7, 2003, V.F. Corporation ("VF") announced that it and its wholly owned subsidiary Voyager Acquisition Corporation had entered into an Agreement and Plan of Merger with Nautica Enterprises, Inc. ("Nautica") dated as of July 7, 2003 (the "Merger Agreement"), which sets forth the terms and conditions of a proposed business combination of VF and Nautica.

A copy of the Merger Agreement among VF, Nautica and Voyager Acquisition Corporation is attached hereto as Exhibit 2.1 and made a part hereof. A copy of the press release issued by VF on July 7, 2003 is attached hereto as Exhibit 99.1 and made a part hereof. A copy of the Voting Agreement among VF, Voyager Acquisition Corporation, Harvey Sanders, the Harvey Sanders Grantor Retained Income Trust and David Chu dated as of July 7, 2003 is attached hereto as Exhibit 99.2 and made a part hereof. A copy of the Purchase Agreement among David Chu, David Chu and Company, Inc. and VF dated as of July 7, 2003 is attached hereto as Exhibit 99.3 and made a part hereof. A copy of the Employment and Consulting Agreement among David Chu, Voyager Acquisition Corporation and VF, as guarantor and third party beneficiary, dated as of July 7, 2003 is attached hereto as Exhibit 99.4 and made a part hereof.

ITEM 7 - Exhibits

Edgar Filing: V F CORP - Form 8-K

- Exhibit 2.1 Agreement and Plan of Merger dated as of July 7, 2003 among Nautica, VF and Voyager Acquisition Corporation (schedules and exhibits omitted).
- Exhibit 99.1 Press Release dated July 7, 2003.
- Exhibit 99.2 Voting Agreement dated as of July 7, 2003 among VF, Voyager Acquisition Corporation, Harvey Sanders, the Harvey Sanders Grantor Retained Income Trust and David Chu.
- Exhibit 99.3 Purchase Agreement dated as of July 7, 2003 among David Chu, David Chu and Company, Inc. and VF.
- Exhibit 99.4 Employment and Consulting Agreement dated as of July 7, 2003 among David Chu, Voyager Acquisition Corporation and VF, as guarantor and third party beneficiary.

2

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.

V.F. CORPORATION

(Registrant)

By: /s/ Robert K. Shearer

Robert K. Shearer
Vice President - Finance & Global
Processes and Chief Financial Officer
(Chief Financial Officer)

Date: July 7, 2003

3

EXHIBIT INDEX

Edgar Filing: V F CORP - Form 8-K

| EXHIBIT NUMBER | DESCRIPTION |
|-------------------|--|
| 2.1 | Agreement and Plan of Merger dated as of July 7, 2003 among Nautica, VF and Voyager Acquisition Corporation (schedules and exhibits omitted). |
| 99.1 | Press Release dated July 7, 2003. |
| 99.2 | Voting Agreement dated as of July 7, 2003 among VF, Voyager Acquisition Corporation, Harvey Sanders, the Harvey Sanders Grantor Retained Income Trust and David Chu. |
| 99.3 | Purchase Agreement dated as of July 7, 2003 among David Chu, David Chu and Company, Inc. and VF. |
| 99.4 | Employment and Consulting Agreement dated as of July 7, 2003 among David Chu, Voyager Acquisition Corporation and VF, as guarantor and third party beneficiary. |