

SYNBIOTICS CORP  
Form 8-K  
October 07, 2004

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

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### 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 3, 2004

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# SYNBIOTICS CORPORATION

(Exact name of registrant as specified in its charter)

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Commission file number 0-11303

California  
(State or other jurisdiction

of incorporation )

11011 Via Frontera

San Diego, California  
(Address of principal executive offices)

95-3737816  
(I.R.S. Employer

Identification No.)

92127  
(Zip Code)

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Registrant's telephone number, including area code: (858) 451-3771

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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:

- Written communication 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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**Item 3.02. Unregistered Sales of Equity Securities.**

On October 3, 2004, we entered into a Series C Purchase Agreement (the Series C Agreement ) with Franklin Kling. Under the Series C Agreement we sold to Mr. Kling 50 newly-issued shares of unregistered Series C Preferred Stock for \$50,000 in cash. Each share of Series C Preferred Stock is convertible at any time into 7,785 unregistered shares of our common stock (subject to anti-dilution adjustments). This transaction was a Section 4(2) private offering, involving no underwriters.

**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.

**SYNBIOTICS CORPORATION**

Date: October 7, 2004

/s/ Keith A. Butler

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Keith A. Butler  
Vice President - Finance and Chief Financial Officer