

Edgar Filing: ANGELICA CORP /NEW/ - Form 8-K

ANGELICA CORP /NEW/  
Form 8-K  
February 07, 2006

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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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): FEBRUARY 7, 2006

ANGELICA CORPORATION  
(Exact name of Company as specified in its charter)

|   |                                       |   |
|---|---------------------------------------|---|
| MISSOURI<br>(State or other jurisdiction<br>of incorporation) | 1-5674<br>(Commission<br>File Number) | 43-0905260<br>(I.R.S. Employer<br>Identification No.) |
|---|---------------------------------------|---|

|   |                          |
|---|--------------------------|
| 424 SOUTH WOODS MILL ROAD<br>CHESTERFIELD, MISSOURI<br>(Address of principal executive offices) | 63017-3406<br>(Zip Code) |
|---|--------------------------|

(314) 854-3800  
(Company's telephone number, including area code)

NOT APPLICABLE  
(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 Company under any of the following provisions:

- 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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ITEM 8.01. OTHER EVENTS.

On February 7, 2006, Angelica Corporation (the "Company") issued a press release reiterating its commitment to represent the interests of all of the Company's shareholders in response to recent communications dated February 3, 2006 from Steel Partners II, L.P. ("Steel Partners"), the Company's largest shareholder. Also, on February 7, 2006, Ronald J. Kruszewski, a director of the Company and the Chairman of the independent Special Committee established in December 2005 to address issues raised by the Company's shareholders, sent a letter to Steel Partners setting forth his views on certain of the issues raised by Steel Partners in its most recent communication with the Company.

A copy of the Company's press release and a copy of the letter from Mr. Kruszewski to Steel Partners are attached hereto as Exhibits 99.1 and 99.2 and are incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(c) The following exhibit is filed as part of this report:

| Exhibit Number | Description                                      |
|----------------|--|
| -----          | -----  |
| 99.1           | Press Release dated February 7, 2006.            |
| 99.2           | Letter to Steel Partners dated February 7, 2006. |

\* \* \*

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: February 7, 2006

ANGELICA CORPORATION

By: /s/ Steven L. Frey

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Name: Steven L. Frey  
Title: Vice President & General Counsel

EXHIBIT INDEX

| Exhibit Number<br>----- | Description<br>-----                             |
|-------------------------|--|
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