

Edgar Filing: CONNECTIV CORP - Form 8-K

obtaining the consent of various third parties, as well as other closing conditions, certain shareholders of Aqua (representing approximately 87.27% of the ownership interests of Aqua) shall contribute their shares of capital stock of Aqua to ConnectivCorp in exchange for shares equal to approximately 83% of the capital stock of ConnectivCorp as of the closing date. Upon the closing of the transaction, we will issue 1,000,000 shares of our Series A Preferred Stock, par value \$0.01 per share (convertible into 58,470,900 shares of our common stock, par value \$0.01 per share), in exchange for 87.27% of Aqua's outstanding equity interests.

A copy of the contribution agreement, excluding exhibits and certain schedules thereto, is attached hereto as Exhibit 2.1 and a copy of the joint press release issued on October 10, 2002 announcing the execution of the contribution agreement is attached hereto as Exhibit 99.1, both of which are incorporated herein by reference. The foregoing description is qualified in its entirety by reference to the full text of such exhibits.

Item 7. Financial Statements and Exhibits

(c) Exhibits.

Exhibit No.	Description
2.1	Contribution Agreement, dated as of October 4, 2002, by us and certain shareholders of Aqua.
99.1	Joint Press Release issued by us and Aqua, dated October 10, 2002.

SIGNATURES

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

CONNECTIVCORP
(Registrant)

Dated: October 11, 2002

By: /s/ Elliot Goldman

Elliot Goldman
President and Chief
Executive Officer

EXHIBIT INDEX

Exhibit No. Description

Edgar Filing: CONNECTIV CORP - Form 8-K

- 2.1 Contribution Agreement, dated as of October 4, 2002, by and between certain shareholders of Aqua Development Corp. and ConnectivCorp (excluding the annexes, certain schedules and exhibits thereto).
- 99.1 Joint Press Release issued by us and Aqua, dated October 10, 2002.