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NOBLE INTERNATIONAL LTD
Form 8-K
April 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 (Date of earliest event reported): March 24, 2003

NOBLE INTERNATIONAL, LTD.

(Exact name of registrant as specified in its charter)

Delaware ----- (State or other jurisdiction of incorporation)	001-13581 ----- (Commission File Number)	38-3139487 ----- (IRS Employer Identification No.)
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28213 Van Dyke Avenue, Warren, MI 48093

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (586) 751-5600

(Former name or former address, if changed since last report)

ITEM 2. ACQUISITION OR DISPOSITION OF ASSETS.

Noble Logistic Services, Inc.

On March 24, 2003, Noble International, Ltd. (the "Company"), through its wholly owned subsidiaries, Noble Logistic Services, Inc. a Michigan corporation and Noble Logistic Services, Inc. a California corporation (collectively "NLS") completed the sale of all of its stock and assets comprising its logistics business.

NLS was engaged in the same day dedicated delivery of supplies and parts to a broad range of local and regional customers, including automobile dealerships, pharmaceutical distributors, reprographic and other industries. NLS maintained locations throughout the continental United States.

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The aggregate consideration paid for the sale of the logistics group (the "NLS Sale") consisted of \$11,000,000.

The Company intends to utilize the proceeds from the sale to reduce the amounts outstanding under its existing credit facility.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

2.1 Stock Purchase Agreement among SRS Texas Holdings, LLC and Noble Logistic Services Holdings, Inc., Noble Logistic Services, Inc., and Noble International, Ltd., dated March 21, 2003.

2.2 Asset Purchase Agreement among SRS California Operations, LLC and Noble Logistic Services, Inc., a California corporation, Noble Logistic Services, Inc., a Michigan corporation, and Noble International, Ltd., dated March 21, 2003.

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SIGNATURE

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

NOBLE INTERNATIONAL, LTD.,
a Michigan corporation
(Registrant)

Date: April 4, 2003

By: /s/ Michael C. Azar

Michael C. Azar,
Secretary and General Counsel

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EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION
EX-2.1	Stock Purchase Agreement among SRS Texas Holdings, LLC and Noble Logistic Services Holdings, Inc., Noble Logistic Services, Inc., and Noble International, Ltd., dated March 21, 2003.
EX-2.2	Asset Purchase Agreement among SRS California Operations, LLC and Noble Logistic Services, Inc., a California corporation, Central Transportation & Delivery, Inc., Noble Logistic Services, Inc., a Michigan corporation, and Noble

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International, Ltd., dated March 21, 2003.

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IV style="text-indent: -10pt; margin-left: 10pt"> AMETEK Inc. McDermott International Inc.

Barnes Group Inc.
Myers Industries Inc.
Brady Corp
National Presto
Carlisle Companies Inc.
Oakley Inc.
Chemed Corp
Parker-Hannifin Corp
Crane Co.
Park Ohio Holdings Corp
Danaher Corp
Pentair Inc.
ESCO Technologies Inc.
SPX Corp
Fortune Brands Inc.
Standex International Corp
GATX Corp
Teleflex Inc.
GenCorp Inc.
Textron Inc.
General Electric
Tyco International Ltd.
Griffon Corp.
United Technologies Corp
Honeywell International Inc.
Valmont Industries Inc.
ITT-Corp
Viad Corp
Kadant Inc.
Walter Industries
Kaman Corp

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*Service Corporation International
1929 Allen Parkway
P.O. Box 130548
Houston, Texas 77219-0548*

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SERVICE CORPORATION INTERNATIONAL ATTN: INVESTOR RELATIONS 1929 ALLEN PARKWAY HOUSTON, TX 77019 VOTE BY INTERNET -www.proxyvote.com Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you access the web site and follow the instructions to obtain your records and to create an electronic voting instruction form. ELECTRONIC DELIVERY OF FUTURE STOCKHOLDER COMMUNICATIONS If you would like to reduce the costs incurred by Service Corporation International in mailing proxy materials, you can consent to receiving all future proxy statements, proxy cards and annual reports electronically via e-mail or the Internet. To sign up for electronic delivery, please follow the instructions above to vote using the Internet and, when prompted, indicate that you agree to receive or access stockholder communications electronically in future years. VOTE BY PHONE 1-800-690-6903 Use any touch-tone telephone to transmit your voting instructions up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions. VOTE BY MAIL Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Service Corporation International, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717. TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS: SERVC1 KEEP THIS PORTION FOR YOUR RECORDS DETACH AND RETURN THIS PORTION ONLY THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED. SERVICE CORPORATION INTERNATIONAL Vote On Directors For All Withhold All For All Except To withhold authority to vote for any individual nominee(s), mark For All Except and write the number(s) of the nominee(s) on the line below. 1. ELECTION OF DIRECTORS. (The Board recommends a vote FOR all of the nominees). 0 0 0 Nominees: 01) R.L. Waltrip 02) Anthony L. Coelho 03) A.J. Foyt, Jr. 04) Edward E. Williams Vote On Proposal For Against Abstain 2. Approval of the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for fiscal 2009. (The Board recommends a vote FOR this proposal). 0 0 0 Please mark, sign, date and return this proxy promptly using the enclosed envelope. The undersigned acknowledges receipt of the Notice of Annual Meeting of Stockholders and of the Proxy Statement. Please sign exactly as the name appears hereon. Joint owners should each sign personally. Where applicable, indicate your official position or representation capacity. Signature [PLEASE SIGN WITHIN BOX] Date Signature (Joint Owners) Date

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Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting: The Notice and Proxy Statement and Form 10-K are available at www.proxyvote.com. SERVICE CORPORATION INTERNATIONAL PROXY SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS For The Annual Meeting of Shareholders May 13, 2009 The undersigned hereby appoints Thomas L. Ryan, Gregory T. Sangalis and Eric D. Tanzberger, and each or any of them as attorneys, agents and proxies of the undersigned with full power of substitution, for and in the name, place and stead of the undersigned, to attend the annual meeting of shareholders of Service Corporation International (the Company) to be held in the Newmark Group Auditorium, American Funeral Service Training Center, 415 Barren Springs Drive, Houston, Texas 77090 on Wednesday, May 13, 2009, at 9:00 a.m., Houston time, and any adjournment(s) thereof, and to vote there at the number of shares of Common Stock of the Company which the undersigned would be entitled to vote if personally present as indicated on the reverse side hereof and, in their discretion, upon any other business which may properly come before said meeting. This Proxy, when properly executed, will be voted in accordance with your indicated directions. If no direction is made, this proxy will be voted FOR the election of directors and FOR approval of the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm. PLEASE VOTE, SIGN, DATE AND RETURN THIS PROXY CARD PROMPTLY USING THE ENCLOSED ENVELOPE. SERVICE CORPORATION INTERNATIONAL P.O. BOX 11270 NEW YORK, N.Y. 10203-0270 (Continued and to be dated and signed on the reverse side.)