

Edgar Filing: METROMEDIA INTERNATIONAL GROUP INC - Form 8-K

METROMEDIA INTERNATIONAL GROUP INC
Form 8-K
September 27, 2006

As filed with the Securities and Exchange Commission on September 27, 2006

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UNITED STATES
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): September 26, 2006

METROMEDIA INTERNATIONAL GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware

1-5706

58-0971455

(State or other jurisdiction of
incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

8000 Tower Point Drive, Charlotte, NC

28227

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (704) 321-7380

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

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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 (see General Instruction A.2. below):

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))

Item 8.01. Other Events

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On September 26 2006, the Court of Chancery of the State of Delaware (the "Court") approved a Stipulation and Order (the "Stipulation") pursuant to which Metromedia International Group, Inc. (the "Company") has agreed to hold an annual meeting of stockholders for the election of directors. Pursuant to the Stipulation, the stockholders meeting will be held on December 15, 2006, in New York City, New York, with a record date of November 1, 2006. In addition, all of the directorships of the Company will be subject to election at the stockholders meeting and all of the shares of Company common stock represented in person or by proxy at the meeting and entitled to vote thereat shall constitute a quorum for the purpose of the meeting, notwithstanding anything to the contrary in the Company's certificate of incorporation or bylaws to the contrary.

The Stipulation dismissed the action filed in the Court by Esopus Creek Value LP, a shareholder of the Company, pursuant to Section 211 of the Delaware General Corporation Law requesting that the Company hold an annual meeting of its stockholders.

SIGNATURE

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.

METROMEDIA INTERNATIONAL GROUP, INC.

By: /S/ HAROLD F. PYLE, III

Name: Harold F. Pyle, III
Title: Executive Vice President Finance,
Chief Financial Officer and Treasurer

Date: September 27, 2006
Charlotte, NC