

Edgar Filing: ZATPACK INC - Form 4

ZATPACK INC
Form 4
February 06, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

[] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Zatpack Inc.

(Last)

(First)

(Middle)

2550 El Presidio Street

(Street)

Long Beach

California

90810

(City)

(State)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

Hauser, Inc. (HAUS.OB)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

January/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

[] Director

[X] 10% Owner

[] Officer (give title below)

[] Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

[X] Form filed by one Reporting Person

[] Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction (Instr. 8) Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Amount	or Price
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Common Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.
* If the Form is filed by more than one Reporting Person, see Instruction 4(b) (v).

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Common Stock Warrant (right to buy)	\$.01	1/31/02	S	D	Immed. 12/7/09	Common 865,630 Stock, par value \$.001

Explanation of Responses:

(1) In December 2001, Hauser, Inc. (the "Company") amended and restated its credit agreement (the Wells Fargo Bank, N.A. ("Wells Fargo")). As a condition to the closing of the Amended Credit Agreement, the Company agreed to make a payment of a closing fee in the aggregate amount of \$779,067 (the "Closing Fee"). ZATPACK INC. ("ZATPACK") received as consideration of the issuance to ZATPACK of an immediately exercisable warrant to purchase 865,630

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stock for a purchase price of \$.01 per share (the "Warrant"). On January 31, 2002, Zatpack sold t

(2) Zuellig Group N.A., Inc. ("ZGNA"), a wholly owned subsidiary of Zatpack, directly owns 988,47 Botanicals, Inc. ("ZBI"), a wholly owned subsidiary of ZGNA directly owns 1,204,955 shares of com that Zatpack exercises of ZGNA, it may be deemed under Rule 16a-1 of the Securities Exchange Act beneficially own all of the shares owned by ZGNA and ZBI. Therefore, Zatpack may be deemed to ben common stock, which includes the 992,789 shares obtainable by Zatpack upon exercise of certain wa This filing shall not be deemed an admission by Zatpack that Zatpack is, for purposes of Section of any equity securities covered by this filing.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained /s/ Harvey L. S in this form are not required to respond unless the form displays a currently ----- **Signature of Re valid OMB number. Person SEC 1474(3-99)