

REGIS CORP
Form 10-K/A
September 26, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-K/A

Amendment No. 1

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended June 30, 2003

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 0-11230

Regis Corporation

(Exact name of registrant as specified in its charter)

Minnesota

41-0749934

State or other jurisdiction
of incorporation or organization

(I.R.S. Employer
Identification No.)

7201 Metro Boulevard, Edina, Minnesota

55439

(Address of principal executive offices)

(Zip Code)

(952) 947-7777

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Name of each exchange on which registered

None

None

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Securities registered pursuant to section 12(g) of the Act:

Common Stock, Par Value \$.05 per share

(Title of class)

1

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Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the Registrant is an accelerated filer. Yes No

The aggregate market value of the voting stock held by non-affiliates of Registrant, computed by reference to the closing price as of the last business day of the Registrant's most recently completed second fiscal quarter, December 31, 2002, was \$1,092,201,863. The Registrant has no non-voting common stock.

The number of outstanding shares of the Registrant's common stock, par value \$.05 per share, as of August 29, 2003, was 43,646,385.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the Registrant's Proxy Statement dated September 19, 2003 are incorporated by reference into Parts I, II and III.

EXPLANATORY NOTE

This Amendment on Form 10-K/A constitutes Amendment No. 1 to Regis Corporation's Annual Report on Form 10-K for the fiscal year ended June 30, 2003, which was previously filed with the Securities and Exchange Commission (the "SEC") on September 17, 2003, to include on page 44 the signature of the independent auditors, PricewaterhouseCoopers LLP, in the Report of Independent Auditors.

REPORT OF INDEPENDENT AUDITORS

To the Shareholders and Directors of
Regis Corporation:

In our opinion, the accompanying consolidated balance sheet and the related consolidated statements of operations, of changes in shareholders equity and comprehensive income and of cash flows present fairly, in all material respects, the consolidated financial position of Regis Corporation at June 30, 2003 and 2002, and the consolidated results of its operations and its cash flows for each of the three years in the period ended June 30, 2003, in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Company's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards generally accepted in the United States of America, which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

Effective July 1, 2002, as discussed in Note 1 to the consolidated financial statements, the Company adopted the provisions of Statement of Financial Accounting Standards No. 142, Goodwill and Other Intangible Assets.

/s/ PricewaterhouseCoopers LLP

Minneapolis, Minnesota
August 26, 2003

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SIGNATURES

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, thereunto duly authorized.

REGIS CORPORATION

By /s/ Paul D. Finkelstein

Paul D. Finkelstein, President and Chief Executive Officer

By /s/ Randy L. Pearce

Randy L. Pearce, Executive Vice President, Chief Financial and Administrative Officer
(Principal Financial and Accounting Officer)

DATE: September 26, 2003

INDEX TO EXHIBITS

Exhibit:

- 31.1 President and Chief Executive Officer of Regis Corporation: Certification pursuant to Rule 15d-14 of the Securities Exchange Act Of 1934, as amended as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- 31.2 Executive Vice President, Chief Financial and Administrative Officer of Regis Corporation: Certification pursuant to Rule 15d-14 of the Securities Exchange Act of 1934, as amended as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.