

MERCURY AIR GROUP INC

Form 8-K

December 15, 2003

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**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 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): December 12, 2003

**MERCURY AIR GROUP, INC.**

(Exact name of Registrant as specified in Charter)

DELAWARE

1-7134

11-1800515

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(State or other jurisdiction of  
incorporation or organization)

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(Commission File No.)

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

5456 McConnell Avenue, Los Angeles, CA 90066

(Address of Principal Executive Offices/Zip Code)

Registrant's telephone number, including area code: (310) 827-2737

Not Applicable  
(Former Name or Former Address, if Changed Since  
Last Report)

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### Item 5. Other Events and Regulation FD Disclosure

On December 15, 2003 Mercury Air Group, Inc. (the Company) announced that it had entered into a settlement agreement relating to litigation with J O Hambro Capital Management Group Limited and certain of its affiliates and private clients (collectively J O Hambro). In connection with the settlement, among other things, J O Hambro agreed to sell and the Company agreed to purchase 343,600 shares of the Company's common stock owned by J O Hambro and pay certain costs for the mutual release of claims. The settlement terms provided for the Company to issue notes to J O Hambro in the aggregate amount of \$3,586,000. A copy of the Company's press release is attached as Exhibit 99.1.

### Item 7. Financial Statements and Exhibits

#### (c) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
10.1	Settlement Agreement by and among: 1) J O Hambro Capital Management Group Limited, 2) J O Hambro Capital Management Limited; 3) American opportunity Trust plc; 4) The Trident North Atlantic Fund; and 5) Mercury Air Group, Inc. dated December 12, 2003; together with form of promissory note.
99.1	Press Release dated December 15, 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.

Date: December 15, 2003

MERCURY AIR GROUP, INC

By: /s/ Robert Schlax

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Robert Schlax  
Chief Financial Officer  
(Principal Accounting Officer)

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