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CORECOMM HOLDCO INC
Form 425
March 08, 2002

Filed by CoreComm Holdco, Inc.
Pursuant to Rule 425 under the
Securities Act of 1933, as amended

Subject Company: CoreComm Limited
Commission File No. 333-82400

Date: March 8, 2002

The following press release was issued by CoreComm Limited and
CoreComm Holdco, Inc.:

[CORECOMM LIMITED LOGO]

FOR IMMEDIATE RELEASE

CORECOMM LIMITED AND CORECOMM HOLDCO ANNOUNCE
EXTENSION OF EXPIRATION DATE FOR EXCHANGE OFFERS

New York, New York (March 8, 2002) - CoreComm Limited (Nasdaq:
COMM) and its formerly wholly-owned subsidiary CoreComm Holdco, Inc.
announced today the extension of the expiration date of the registered
public exchange offers by CoreComm Holdco until 5 P.M., New York City time,
on April 8, 2002, unless CoreComm Holdco terminates the exchange offers or
extends the expiration date. The exchange offers were previously scheduled
to expire at Midnight, New York City time, on March 8, 2002. CoreComm
Holdco is extending the registered public exchange offers because the
Securities and Exchange Commission is still in the process of reviewing the
registration statement on Form S-4 that CoreComm Holdco filed with the SEC
in connection with the exchange offers.

In the exchange offers, the holders of CoreComm Limited securities
are being asked to tender: (1) each share of CoreComm Limited common stock
they hold for 1/116.7 of a share of common stock of CoreComm Holdco
(subject to rounding); and (2) each \$1,000 aggregate principal amount of
CoreComm Limited's 6% Convertible Subordinated Notes they hold, for 3.0349
shares of common stock of CoreComm Holdco (subject to rounding) and \$30 in
cash.

Continental Stock Transfer & Trust Company, the depository for the
exchange offers, has advised CoreComm Holdco that approximately 80,433,523
shares of CoreComm Limited common stock (approximately 57.3% of the
outstanding shares) and \$192,000 aggregate principal amount of CoreComm
Limited's 6% Convertible Subordinated Notes (approximately 4.0% of the
outstanding principal amount not held by CoreComm Holdco) have been
tendered and not withdrawn as of 4 P.M., New York City time, on March 8,
2002, in response to the exchange offers. The exchange offers are subject
to the terms and conditions set forth in the preliminary prospectus, dated
February 8, 2002, and the related letters of transmittal, which constitute
the exchange offers. Investors are encouraged to read the information
regarding the exchange offers at the end of this release, which describes
where you can get more information.

The foregoing reference to the exchange offers shall not
constitute an offer to sell or the solicitation of an offer to buy, nor
shall there be any sale of shares of common stock of CoreComm Holdco in any

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state in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state. Investors and security holders are urged to read the following documents (including amendments that may be made to them), regarding the exchange offers because they contain important information:

- CoreComm Holdco's preliminary prospectus, prospectus supplements and final prospectus;
- CoreComm Holdco's registration statement on Form S-4, containing such documents and other information; and
- CoreComm Holdco's Schedule TO.

These documents and amendments and supplements to these documents have been and will continue to be filed, as they may be amended and supplemented, with the Securities and Exchange Commission. When these and other documents are filed with the SEC, they may be obtained free at the SEC's web site at www.sec.gov. You may also obtain for free each of these documents (when available) from CoreComm Holdco by directing your request to the number listed below.

For further information regarding the exchange offers, including obtaining additional copies of the exchange offer materials, we encourage you to contact the information agent:

D.F. King & Co., Inc.
77 Water Street
New York, New York 10005
Banks and Brokers Call Collect: (212) 269-5550
All Others Call Toll Free: (800) 848-2998

For any other information contact: Selim Kender, Vice President - Corporate Development at (212) 906-8485.