

CTS CORP  
Form 8-K  
May 19, 2004

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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): May 18, 2004 (May 11, 2004)**

**CTS CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

Indiana

1-4639

35-0225010

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(State or other jurisdiction  
of incorporation)

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(Commission File Number)

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(IRS Employer  
Identification Number)

905 West Boulevard North, Elkhart, IN

46514

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(Address of principal executive offices)

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(Zip Code)

Registrant's telephone number, including area code: 574-293-7511

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(Former Name or Former Address, if Changed Since Last Report)

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

As previously disclosed on May 11, 2004, CTS Corporation closed on its offering of \$60 million aggregate original principal amount of its 2.125% Convertible Senior Subordinated Notes due 2024 in a private placement to "qualified institutional buyers" pursuant to Rule 144A under the Securities Act of 1933, as amended. Agreements relating to the offering and a description of capital stock relating to CTS Corporation are attached hereto as exhibits and incorporated herein by reference.

Item 7. **Financial Statements and Exhibits.**

- (a) Financial Statements of Business Acquired.  
Not applicable.
- (b) Pro Forma Financial Information.  
Not applicable.
- (c) Exhibits.

The following exhibits are filed with this report:

<u>Exhibit No.</u>	<u>Exhibit Description</u>
<u>1.1</u>	Purchase Agreement dated May 5, 2004 by and between CTS Corporation and Bear Stearns & Co. Inc., as Initial Purchaser.
<u>4.1</u>	Indenture dated as of May 11, 2004 by and between CTS Corporation and Wells Fargo Bank, N.A., as Trustee.
<u>10.1</u>	Registration Rights Agreement dated May 11, 2004 by and between CTS Corporation and Bear Stearns & Co. Inc., as Initial Purchaser.
<u>99.1</u>	Description of Capital Stock

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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 hereunto duly authorized.

**CTS Corporation**

*/s/ Richard G. Cutter*

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By: Richard G. Cutter  
Vice President, Secretary  
and General Counsel

Dated: May 18, 2004

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**EXHIBIT INDEX**

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