

SUPREME INDUSTRIES INC

Form 8-K

April 12, 2005

|  |        |        |        |               |        |        |        |                   |        |        |        |        |
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| <b>SECURITIES AND EXCHANGE COMMISSION</b>              |        |        |        |               |        |        |        |                   |        |        |        |        |
| <b>Washington, D.C. 20549</b>                          |        |        |        |               |        |        |        |                   |        |        |        |        |
| &nbsp;   |        |        |        |               |        |        |        |                   |        |        |        |        |
| <b>FORM 8-K</b>  |        |        |        |               |        |        |        |                   |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;        | &nbsp; | &nbsp; | &nbsp; | &nbsp;            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| <b>CURRENT REPORT</b>                                  |        |        |        |               |        |        |        |                   |        |        |        |        |
| &nbsp;   |        |        |        |               |        |        |        |                   |        |        |        |        |
| <b>PURSUANT TO SECTION 13 OR 15(d) OF THE</b>          |        |        |        |               |        |        |        |                   |        |        |        |        |
| <b>SECURITIES EXCHANGE ACT OF 1934</b>                 |        |        |        |               |        |        |        |                   |        |        |        |        |
| &nbsp;   |        |        |        |               |        |        |        |                   |        |        |        |        |
| DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED):      |        |        |        |               |        |        |        |                   |        |        |        |        |
| <b>April 12, 2005</b>                                  |        |        |        |               |        |        |        |                   |        |        |        |        |
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| &nbsp;   |        |        |        |               |        |        |        |                   |        |        |        |        |
| <b>SUPREME INDUSTRIES, INC.</b>                        |        |        |        |               |        |        |        |                   |        |        |        |        |
| (Exact name of Registrant as specified in its charter) |        |        |        |               |        |        |        |                   |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;        | &nbsp; | &nbsp; | &nbsp; | &nbsp;            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;        | &nbsp; | &nbsp; | &nbsp; | &nbsp;            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;        | &nbsp; | &nbsp; | &nbsp; | &nbsp;            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| <b>Delaware</b>  |        |        |        | <b>1-8183</b> |        |        |        | <b>75-1670945</b> |        |        |        |        |

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|  |        |        |        |                       |        |        |        |                                   |        |        |        |        |
|--|--------|--------|--------|-----------------------|--------|--------|--------|-----------------------------------|--------|--------|--------|--------|
| (State of Incorporation)   |        |        |        | (Commission File No.) |        |        |        | (IRS Employer Identification No.) |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| <b>P.O. Box 237</b>  |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| <b>2581 E. Kercher Road</b>  |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| <b>Goshen, Indiana 46528</b>   |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| (Address of principal executive offices) (Zip Code)  |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| <b>Registrant's telephone number, including area code: - (574) 642-3070</b>  |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;   |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions ( <i>see</i> General Instruction A.2. below): |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| <ul style="list-style-type: none"> <li>• Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)</li> </ul>  |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| <ul style="list-style-type: none"> <li>• Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)</li> </ul>   |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| <ul style="list-style-type: none"> <li>• Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))</li> </ul>   |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| <ul style="list-style-type: none"> <li>• Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))</li> </ul>   |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   |        |        |        |                       |        |        |        |                                   |        |        |        |        |
| &nbsp;   | &nbsp; | &nbsp; | &nbsp; | &nbsp;                | &nbsp; | &nbsp; | &nbsp; | &nbsp;                            | &nbsp; | &nbsp; | &nbsp; | &nbsp; |

|   |                                       |                        |        |        |           |           |        |        |        |        |        |        |
|---|---------------------------------------|------------------------|--------|--------|-----------|-----------|--------|--------|--------|--------|--------|--------|
| <b>Item 8.01</b>  |                                       | <b>Other Events.</b>   |        |        |           |           |        |        |        |        |        |        |
| &nbsp;  | &nbsp;                                | &nbsp;                 | &nbsp; | &nbsp; | &nbsp;    | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| Supreme Industries, Inc. is electing to provide additional information beyond what is required under Item 9 of Regulation 14A of the Securities and Exchange Act of 1934. Although the Company has reported in its proxy statement for the 2005 Annual Meeting of Shareholders the total amounts of fees paid to its independent auditors, Crowe Chizek and Company LLC, a more detailed bread-down of these fees is being reported in this From 8-K. |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| &nbsp;  |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| <b>Independent Auditors' Fees</b>   |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| &nbsp;  | &nbsp;                                | &nbsp;                 | &nbsp; | &nbsp; | &nbsp;    | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| The following table sets forth supplemental information regarding fees billed by Crowe Chizek and Company LLC for services rendered to Supreme Industries, Inc. for the fiscal year ended December 25, 2004:  |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| &nbsp;  | &nbsp;                                | &nbsp;                 | &nbsp; | &nbsp; | &nbsp;    | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  | Audit Fees                            |                        | &nbsp; | &nbsp; | \$132,450 | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  | Audit Related Fees                    |                        | &nbsp; | &nbsp; | 6,930     | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  | Tax Fees - Preparation and Compliance |                        |        |        | 91,850    | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  | &nbsp;                                | &nbsp;                 | Total  | &nbsp; | \$231,230 | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| &nbsp;  | Other Non-Audit Fees                  |                        |        | &nbsp; | &nbsp;    | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  | &nbsp;                                | Tax Fees - Other (1)   |        | &nbsp; | &nbsp;    | \$130,500 | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  | &nbsp;                                | Project Fees (2)       |        | &nbsp; | &nbsp;    | 24,085    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  | &nbsp;                                | Out of Pocket Expenses |        | &nbsp; | &nbsp;    | 5,225     | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  | &nbsp;                                | &nbsp;                 | Total  | &nbsp; | &nbsp;    | \$159,810 | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |
| &nbsp;  |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| (1) Tax research, consultation, technical services and assistance with the implementation of a captive insurance program, including working with the project team consisting of management, attorneys, actuaries and insurance bookers.   |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| &nbsp;  |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| (2) Various tax projects approved by the audit committee none of which exceeded \$3,300 in billing.   |                                       |                        |        |        |           |           |        |        |        |        |        |        |
| &nbsp;  | &nbsp;                                | &nbsp;                 | &nbsp; | &nbsp; | &nbsp;    | &nbsp;    | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |

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| <b>SIGNATURES</b>   |        |        |        |        |        |  |                                 |        |        |        |        |        |        |
| &nbsp;  | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp;   | &nbsp;                          | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |        |
| Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized. |        |        |        |        |        |  |                                 |        |        |        |        |        |        |
| &nbsp;  |        |        |        |        |        |  |                                 |        |        |        |        |        |        |
| &nbsp;  | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp;   | <b>SUPREME INDUSTRIES, INC.</b> |        |        |        |        |        | &nbsp; |
| &nbsp;  | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp;   | &nbsp;                          | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |        |
| &nbsp;  |        |        |        | &nbsp; | &nbsp; | &nbsp;   | &nbsp;                          | &nbsp; |        |        |        | &nbsp; |        |
| Dated: <u>April 12, 2005</u>  |        |        |        |        |        | BY: <u>/s/ Robert W. Wilson</u>  |                                 |        |        |        |        |        |        |
| &nbsp;  | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | Robert W. Wilson   |                                 |        |        |        |        |        |        |
| &nbsp;  | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | Executive Vice President, Treasurer, Chief Financial Officer and Director (Principal Financial and Accounting Officer) |                                 |        |        |        |        |        |        |
| &nbsp;  | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp;   | &nbsp;                          | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; |        |
| &nbsp;  | &nbsp; | &nbsp; | &nbsp; | &nbsp; | &nbsp; | (Signing on behalf of the Registrant and as Principal Financial Officer)   |                                 |        |        |        |        |        |        |