

Edgar Filing: DIGI INTERNATIONAL INC - Form 8-K

possible post-closing adjustment, and assumed Digi's liability to certain employees of the MiLAN business for anticipated severance costs and accrued vacation and holiday pay totaling \$243,000.

Additional information regarding the terms of the disposition are included in the Asset Purchase Agreement, as amended, and press releases attached as exhibits to this report.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

B. Pro Forma Financial Information

The pro forma financial information required by this Item will be filed as soon as practicable, and in any event not later than June 10, 2002.

C. Exhibits

- 2.1 Asset Purchase Agreement, dated as of March 21, 2002, by and between Digi International Inc. and Communications Systems, Inc.

The registrant hereby agrees to furnish supplementally a copy of any omitted schedule or exhibit to the Commission upon request.

- 2.2 Amendment No. 1 to Asset Purchase Agreement, dated as of March 25, 2002, by and between Digi International Inc. and Communications Systems, Inc.

The registrant hereby agrees to furnish supplementally a copy of any omitted schedule or exhibit to the Commission upon request.

- 99.1 Press release dated March 22, 2002.

- 99.2 Press release dated March 25, 2002.

2

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.

DIGI INTERNATIONAL INC.

Date: April 5, 2002

By /s/ Subramanian Krishnan

Subramanian Krishnan
Senior Vice President, Chief Financial
Officer and Treasurer

INDEX TO EXHIBITS

Exhibit Number	Description	Method of Filing
2.1	Asset Purchase Agreement, dated as of March 21, 2002, by and between Digi International Inc. and Communications Systems, Inc.....	Electronic Transm
2.2	Amendment No. 1 to Asset Purchase Agreement, dated as of March 25, 2002, by and between Digi International Inc. and Communications Systems, Inc.....	Electronic Transm
99.1	Press release dated March 22, 2002.....	Electronic Transm
99.2	Press release dated March 25, 2002.....	Electronic Transm