

Edgar Filing: BLUEFLY INC - Form 8-K

BLUEFLY INC  
Form 8-K  
October 20, 2003

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934

Date of Report (Date of earliest event reported): October 20, 2003

Bluefly, Inc.

(Exact name of registrant as specified in its charter)

Delaware	001-14498	13-3612110
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification Number)

42 West 39th Street, New York, New York	10018
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (212) 944-8000

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(Former name or former address, if changed since last report.)

ITEM 5. OTHER EVENTS.

On October 20, 2003, Bluefly, Inc. (the "Company") announced that it had issued and sold \$2 million of convertible promissory notes to affiliates of Soros Private Equity Partners.

The text of the press release relating to such investment is attached hereto as Exhibit 99.1. The Note Purchase Agreement entered into in connection with such transaction, and the Promissory Notes issued thereunder, are attached hereto as Exhibits 99.2, 99.3 and 99.4, respectively. Each of such Exhibits is incorporated herein by reference.

ITEM 7. FINANCIAL INFORMATION AND EXHIBITS.

(c) Exhibits

- 99.1 Press release issued by the Company on October 20, 2003.
- 99.2 Note Purchase Agreement, dated as of October 17, 2003, by and among the Company and the Investors listed on Schedule 1 thereto.
- 99.3 Promissory Note, dated October 17, 2003, issued to SFM Domestic Investments LLC.
- 99.4 Promissory Note, dated October 17, 2003, issued to Quantum Industrial Partners LDC.

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

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undersigned hereunto duly authorized.

BLUEFLY, INC.  
(Registrant)

Date: October 20, 2003

By: /s/ Patrick C. Barry  
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Name: Patrick C. Barry  
Title: Chief Operating Officer and Chief  
Financial Officer

### INDEX TO EXHIBITS

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