

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K/A

Current report filing [amend]

Filing Date: 2001-02-02 | Period of Report: 2001-01-16  
SEC Accession No. 0000890566-01-000083

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FILER

**HENLEY HEALTHCARE INC**

CIK: **890284** | IRS No.: **760511324** | State of Incorpor.: **TX** | Fiscal Year End: **1231**  
Type: **8-K/A** | Act: **34** | File No.: **000-20929** | Film No.: **1523932**  
SIC: **3841** Surgical & medical instruments & apparatus

Mailing Address  
120 INDUSTRIAL BLVD  
SUGAR LAND TX 77478

Business Address  
120 INDUSTRIAL BLVD  
SUGAR LAND TX 77478-3128  
2812767000

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K/A

CURRENT REPORT

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

Date of Report (Date of earliest event reported): February 2, 2001  
(January 16, 2001)

HENLEY HEALTHCARE, INC.  
(Exact name of registrant as specified in its charter)

TEXAS  
(State or other jurisdiction of incorporation)

0-21054  
(Commission File Number)

76-0511324  
(IRS Employer Identification No.)

120 INDUSTRIAL BOULEVARD, SUGAR LAND, TEXAS  
(Address of principal executive offices)

77478  
(Zip Code)

Registrant's telephone number, including area code: (281) 276-7000

NOT APPLICABLE  
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS

TERMINATION OF PRIVATE EQUITY CREDIT AGREEMENT

On December 6, 2001, Henley Healthcare, Inc., a Texas corporation (the "Company"), reported that it had entered into a Private Equity Credit Agreement with each of The Endeavour Capital Investment Fund S.A., Esquire Trade & Finance, Inc., and Celeste Trust Reg (collectively, the "Purchasers") dated as of November 20, 2000 (the "Equity Agreement"). Effective as of January 16, 2001, the Company and each of the Purchasers terminated the Equity Agreement. No shares of the Company's Series F Convertible Preferred Stock, par value \$.10 per share were issued to the Purchasers.

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.

HENLEY HEALTHCARE, INC.

By: /s/ JAMES L. STURGEON  
James L. Sturgeon  
Chief Financial Officer

February 2, 2001