

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13E4/A

Issuer tender offer statement filed pursuant to Rule 13(e)(4) [amend]

Filing Date: **1995-02-22**
SEC Accession No. **0000950133-95-000077**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

TRAK AUTO CORP

CIK: **716438** | IRS No.: **521281465** | State of Incorporation: **DE** | Fiscal Year End: **0201**
Type: **SC 13E4/A** | Act: **34** | File No.: **005-34497** | Film No.: **95514318**
SIC: **5531** Auto & home supply stores

Mailing Address
3300 75TH AVENUE
LANDOVER MD 20785

Business Address
3300 75TH AVE
ATTN: RICHARD J KOLL
LANDOVER MD 20785
3017311200

FILED BY

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13E-4/A

ISSUER TENDER OFFER STATEMENT
(Pursuant to Section 13(e) (1) of the Securities Exchange Act of 1934)

AMENDMENT NO. 4

TRAK AUTO CORPORATION
(Name of Issuer)

TRAK AUTO CORPORATION
(Name of Person(s) Filing Statement)

Common Stock, Par Value \$0.01 Per Share
(Title of Class of Securities)

892887100
CUSIP (Number of Class of Securities)

Robert A. Marmon
Trak Auto Corporation
3300 75th Avenue
Landover, Maryland 20785
(301) 731-1200
(Name, Address and Telephone Number of Person Authorized to Receive Notices
and Communications on Behalf of the Person(s) Filing Statement)

Copy to:

Michael R. Klein, Esq.
Thomas W. White, Esq.
Wilmer, Cutler & Pickering
2445 M Street, N.W.
Washington, D.C. 20037
(202) 663-6000

December 21, 1994
(Date Tender Offer First Published, Sent or Given to Security Holders)

Calculation of Filing Fee

<TABLE>	
<S>	<C>
Transaction valuation*	Amount of filing fee
\$30,750,000	\$6,150
</TABLE>	

* Assumes purchase of 1,500,000 shares at \$20.50 per share.

/X/ Check box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

<TABLE>

<S>

Amount Previously Paid: \$6,150
Form or Registration No.: Schedule 13E-4

<C>

Filing Party: Trak Auto Corporation
Date Filed: December 21, 1994, February 6, 1995

</TABLE>

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Trak Auto Corporation hereby amends and supplements its Statement on Schedule 13E-4 (the "Original Schedule 13E-4") filed with the Securities and Exchange Commission on December 21, 1994 and amended on January 24, 1995, February 6, 1995 and February 8, 1995. Unless otherwise indicated herein, each capitalized term used but not defined herein shall have the meaning assigned to such term in the Original Schedule 13E-4.

ITEM 9. MATERIAL TO BE FILED AS EXHIBITS.

<TABLE>

<S>

<C>

99(a)(1)	Form of Offer to Purchase dated December 21, 1994.
99(a)(2)	Form of Letter of Transmittal.
99(a)(3)	Form of Notice of Guaranteed Delivery.
99(a)(4)	Form of letter to brokers, dealers, commercial banks, trust companies and other nominees dated December 21, 1994.
99(a)(5)	Form of letter to clients for use by brokers, dealers, commercial banks, trust companies and other nominees dated December 21, 1994. December 21, 1994.
99(a)(6)	Form of letter to shareholders from the Chairman and Chief Executive Officer of the Company dated December 21, 1994.
99(a)(7)	Form of Press Release dated December 20, 1994.
99(a)(8)	Form of Summary Advertisement dated December 21, 1994.
99(a)(9)	Form of Press Release dated January 23, 1995.
99(a)(10)	Form of Supplement, dated February 6, 1995, to Offer to Purchase.
99(a)(11)	Form of Letter of Transmittal mailed with Supplement.
99(a)(12)	Form of Letter to brokers, dealers, commercial banks, trust companies and other nominees dated February 6, 1995.
99(a)(13)	Form of Letter to clients for use by brokers, dealers, commercial banks, trust companies and other nominees dated February 6, 1995.
99(a)(14)	Form of Notice of Guaranteed Delivery mailed with Supplement.
99(a)(15)	Form of Press Release dated February 3, 1995.
99(a)(16)	Loan Agreement between Dart Group Corporation and Trak Auto Corporation dated February 6, 1995.
99(a)(17)	Form of Summary Advertisement dated February 8, 1995.
99(a)(18)	Form of Press Release dated February 21, 1995.
99(a)(19)	Form of Press Release dated February 22, 1995.

</TABLE>

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After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

TRAK AUTO CORPORATION

By: /s/ Robert A. Marmon

Robert A. Marmon
Principal Financial Officer

Dated: February 22, 1995

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EXHIBIT INDEX

<TABLE>

<CAPTION>

EXHIBIT NO.		DESCRIPTION
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</TABLE>

* Previously filed.

February 21, 1995

TRAK AUTO CORPORATION EXTENDS OFFER

Trak Auto Corporation (Nasdaq: TRKA) today announced that it was extending its offer to purchase shares of its common stock pursuant to a tender offer that commenced December 21, 1994 until 5:00 p.m. on Friday, February 24, 1995. The terms of the offer, other than the termination date, have not been changed.

As of 6:00 p.m., Tuesday, a total of 304,313 shares had been validly tendered and not withdrawn in response to the offer.

Wasserstein Perella & Co. is the Dealer Manager and The Bank of New York is the Depositary for the Offer. D.F. King & Co. serves as the Information Agent.

[Trak News Release Letterhead]

Contact: Stanley Rubenstein
212-297-6108

TRAK AUTO CORPORATION ANNOUNCES
EXTENSION OF TENDER OFFER

Landover, Maryland, February 22, 1995 -- Trak Auto Corporation (Nasdaq: TRKA) today announced that it is extending its offer to purchase shares of its common stock pursuant to a tender offer that commenced December 21, 1994 until 5:00 p.m., Monday, February 27, 1995. The offer had previously been extended through Friday, February 24, 1995. The Company announced that it has determined not to change the terms of the offer or extend the offer beyond February 27, 1995 unless the Company decides to do so in order to meet the condition regarding minimum number of beneficial owners of shares. In any event, the Company has determined it will not increase the price of the offer above \$20.50 per share. The Company explained that it has extended the offer solely to provide shareholders an additional, final opportunity to tender under this offer.

As previously announced, as of 6:00 p.m., Tuesday, February 21, 1995, a total of 304,313 shares had been validly tendered and not withdrawn in response to the offer.

Wasserstein Perella & Co. is the Dealer Manager and The Bank of New York is the Depositary for the Offer. D.F. King & Co. serves as the Information Agent.