

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

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FILER

**GOTTSCHALKS INC**

CIK: **790414** | IRS No.: **770159791** | State of Incorpor.: **DE** | Fiscal Year End: **0131**  
Type: **8-K** | Act: **34** | File No.: **001-09100** | Film No.: **95553486**  
SIC: **5311** Department stores

Mailing Address

*7 RIVER PARK PLACE EAST  
P O BOX 28920  
FRESNO CA 93720*

Business Address

*7 RIVER PARK PL E  
P O BOX 28920  
FRESNO CA 93720  
2094348000*

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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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) June 27, 1995

GOTTSCHALKS INC.  
(Exact Name of Registrant as Specified in Charter)

Delaware	1-09100	77-0159791
(State or Other Jurisdiction Of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

7 River Park Place East, Fresno, California,	93720
(Address of Principal Executive Offices)	(Zip Code)

Registrant s telephone number, including area code (209) 434-8000

(Former Name or Former Address, if Changed Since Last Report)

## Item 5. Other Events

On June 19, 1995, after the Company successfully obtained a judgement to expunge the plaintiffs action for lis pendens on certain of its properties, the Company reached an agreement to settle the lawsuit filed by UML Financial Corporation and M.J.M and Associates, Inc. for \$18,400. Pursuant to the settlement agreement executed between the parties, the entire action was dismissed with prejudice on June 27, 1995. The lawsuit, filed in California Superior Court for the County of Fresno, (UML Financial Corporation and M.J.M. and Associates, Inc. v. Gottschalks Inc., et al., Case No. 514020 7), is described more fully in the section entitled "Legal Proceedings" in the Company's Annual Report on Form 10-K for the year ended January 28, 1995, and Part II, Item 1, of its Quarterly Report on Form 10-Q for the quarter ended April 29, 1995.

On June 29, 1995, the Company finalized the sale and leaseback of its department store located in Capitola, California. The \$11.6 million net proceeds received from the transaction were used first to repay \$8.0 million of the outstanding balance of the Company's long-term loan with Wells Fargo Bank, N.A. ("Wells Fargo"). The remaining \$3.6 million proceeds received were used to reduce outstanding borrowings under the Company's revolving line of credit arrangement with Shawmut Capital Corporation.

On July 3, 1995, Wells Fargo also agreed to revise certain terms of its long-term loan to the Company which had an outstanding balance of \$10.1 million as of that date. The long-term loan, as revised, provides for interest on the outstanding principal balance to be charged at a fixed rate of 11.0% and the maturity date of the loan to be extended to February 5, 1997. Prior to such revisions, interest on the outstanding principal balance of the long-term loan was to be charged at rates ranging from 11.0% to 12.0% through the maturity of the loan on June 30, 1996. There were no other significant revisions to the provisions of the arrangement.

## Item 7. Financial Statements and Exhibits

### (c) Exhibits

10.41 Amendment dated July 3, 1995 to 1994 Amended and Restated Credit Agreement dated as of March 30, 1994, as amended, by and between

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GOTTSCHALKS INC.

Date: July 12, 1995

By: /s/ Joseph W. Levy  
Name: Joseph W. Levy  
Title: Chairman and  
Chief Executive Officer

July 3, 1995

Mr. Alan A. Weinstein  
Gottschalks Inc.  
7 River Park Place East  
Fresno, California, 93729

Dear Alan:

Wells Fargo Bank, National Association ( Bank is pleased to provided to Gottschalks Inc. ( Borrower ) a proposal to extend the credit accommodation described below in the maximum principal amount of Ten Million, Sixty-Three Thousand, Four Hundred Thirty-Nine and no/100 (\$10,063,439.00) on the following terms and conditions, so long as there has been no material adverse change in Borrower s financial condition, as determined by Bank:

FACILITY:

Type of Credit: Existing Term Loan  
Current Balance: \$10,063,439.00  
Interest Rate: Fixed at 11.0%  
Fees: \$12,579.00 due upon acceptance.

An additional 1% fee will be assessed on the outstanding loan balance as of June 30, 1996.

Repayment: Monthly principal and interest payments of \$192,710.12. Balance due at maturity.

Maturity: New maturity of February 5, 1997. Extended from original maturity date of June 30, 1996.

Collateral: Secured by Deeds of Trust of first and second priority, and a second priority UCC filings on personal property assets.

These credit accommodations are made available subject to the terms, conditions and provisions of comprehensive loan documents to be executed by Borrower, including without limitation a loan agreement all in form and substance satisfactory to Bank and all of which shall be executed prior to July 30, 1995. This proposal is personal to Borrower and may not be transferred or assigned to any person or entity without the prior written consent of Bank. Unless accepted or terminated, this proposal will expire on

July, 15, 1995.

Sincerely,

WELLS FARGO BANK,  
NATIONAL ASSOCIATION

/s/ Brian C. Santos  
Vice President

Acknowledged and Accepted as of 7/5/95 :

Mr. Alan Weinstein

/s/ Alan Weinstein, SVP/CFO  
Gottschalks Inc.