

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

VERTICALNET INC

CIK: **1043946** | IRS No.: **232815834** | State of Incorporation: **PA** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **333-72143** | Film No.: **99709405**
SIC: **7310** Advertising

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HORSHAM PA 19044

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

Current Report pursuant to Section 13 or 15(d) of the Securities Exchange Act of
1934

Date of Report (Date of earliest event reported): September 9, 1999

Commission File Number: 000-25269

VerticalNet, Inc.
(Exact name of registrant as specified in its charter.)

Pennsylvania

23-2815834

(State or other jurisdiction of
incorporated of organization)

(I.R.S. Employer
Identification No.)

700 Dresher Road
Horsham, PA. 19044

(Address of principal executive offices,
including zip code)

Registrant's telephone number, including area code: (215)328-6100

Not Applicable

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

Item 5. OTHER EVENTS.

On September 9, 1999, VerticalNet, Inc. (the "Registrant") publicly announced that it intends to raise \$125 million, excluding the proceeds of the over-allotment option, through an offering of convertible subordinated debentures.

A copy of the press release issued by the Registrant on September 9, 1999 concerning the offering is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 7. FINANCIAL STATEMENTS, Pro forma Financial Information and Exhibits.

(c) Exhibits.

99.1 Press Release of the Registrant, dated September 9, 1999.

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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 thereunto duly authorized.

VERTICALNET, INC.

Date: September 10, 1999

By: /s/ Gene S. Godick

Gene S. Godick
Chief Financial Officer

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EXHIBIT INDEX

Exhibit

Number

Description of Document

99.1 Press Release of the Registrant, dated September 9, 1999

TYPE: EX-99.1

SEQUENCE: 2

DESCRIPTION: PRESS RELEASE DATED SEPTEMBER 9, 1999

Contact:

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Company Press Release

VerticalNet Announces Proposed \$125 Million Convertible Debt Offering

HORSHAM, Pa.--Sept. 9, 1999--VerticalNet, Inc. (Nasdaq:VERT) today announced that it intends to offer, subject to market and other conditions, \$125 million of aggregate principal amount of convertible debentures due 2004 in a private placement under Rule 144A of the Securities Act of 1933. The offering, which may include an over-allotment option, will be made only to qualified institutional buyers and to a limited number of institutional accredited investors and has not been registered and may not be offered or sold in the United States absent registration or an applicable exemption from registration.

VerticalNet(R) expects to use the proceeds for (i) investments in, and enhancement of, features and services in its portfolio of vertical trade communities; (ii) acquisitions of additional vertical trade communities; (iii) the development and acquisition of technologies and companies; (iv) the acquisition of electronic marketplaces, exchanges and auction places of Internet and traditional companies; (v) the development of its international strategy; and (vi) for general corporate purposes.

VerticalNet, Inc. (www.verticalnet.com), owns and operates 47 industry-specific Web sites designed as online business-to-business communities, known as vertical trade communities. These vertical trade communities provide users with comprehensive sources of information, interaction and e-commerce.

They are grouped into 10 sectors: ADVANCED TECHNOLOGIES: Aerospace Online,

ComputerOEM Online, Embedded Technology.com; Medical Design Online, PlantAutomation.com, Test and Measurement.com; COMMUNICATIONS: Digital Broadcasting.com, Fiber Optics Online, Photonics Online, Premises Networks.com, RF Globalnet, Wireless Design Online; ENVIRONMENTAL: ElectricNet.com, Pollution Online, Power Online, Public Works Online, Pulp and Paper Online, Safety Online, Solid Waste Online, Water Online; FOOD AND PACKAGING: Bakery Online, Beverage Online, Dairy Network.com, Food Ingredients Online, Food Online, Meat and Poultry Online, Packaging Network.com; FOODSERVICE/ HOSPITALITY: Foodservice Central.com; HEALTHCARE: E-Dental.com, Hospital Network.com, Nurses.com; MANUFACTURING AND METALS: Machine Tools Online, Metrology World.com, Surface Finishing.com, Tooling Online; PROCESS: Adhesives and Sealants.com, Chemical Online, Hydrocarbon Online, Paint and Coatings.com, Pharmaceutical Online, Semiconductor Online, Oil and Gas Online; SCIENCE: Bioresearch Online, Drug Discovery Online, Laboratory Network.com; SERVICE: HR Hub.com, Property and Casualty.com.

This announcement contains forward-looking statements that involve risks and uncertainties, including information contained in this document where statements are preceded by, followed by or include the words "believes," "plans," "intends," "expects," "anticipates" or similar expressions. For such statements, the Company claims the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. Actual results may differ materially from the results predicted, and reported results should not be considered as an indication of future performance. Factors that could cause actual results to differ from those contained in the forward-looking statements are set forth in filings that the Company has made with the SEC, including the Company's most recent reports on Forms 10-K and 10-Q and its Prospectus dated Feb. 10, 1999.

This press release does not constitute an offer to sell or the solicitation of an offer to buy any security and shall not constitute an offer, solicitation or sale of any securities in any jurisdiction in which such offering sold would be unlawful.

VerticalNet is the registered trademark of VerticalNet, Inc. All other names are trademarks and/or registered trademarks of their respective owners.