

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K/A

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FILER

TLM CORP

CIK: **96959** | IRS No.: **870263297** | State of Incorporation: **NV** | Fiscal Year End: **1231**
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SIC: **7812** Motion picture & video tape production

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A-3

CURRENT REPORT

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

March 29, 1995

0-5634

(Date of earliest report)

(Commission File Number)

TLM CORPORATION
(Exact name of registrant as specified in its charter)

NEVADA

87-0263297

(State or other jurisdiction of
incorporation or organization)

(IRS Employer
Identification Number)

630 Fifth Avenue, Suite 3201, New York 10020

(Address of principal executive offices) (Zip Code)

(212) 757-5600

(Registrant's telephone number, including area code)

Not Applicable

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

2

ITEM 304. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE.

The following amends and restates Item 4 as set forth in the report filed on April 5, 1995, as amended by an amendment filed on April 18, 1995:

On March 29, 1995, Registrant's principal independent accountant, KPMG Peat Marwick LLP ("KPMG"), resigned as an alternative to being dismissed by the Registrant.

KPMG's report on the Registrant's financial statements for the year ended December 31, 1994, did not contain an adverse opinion or disclaimer of opinion and was not modified as to uncertainty, audit scope or accounting principals.

KPMG was engaged on October 6, 1994. From that date through the date of its resignation, there were no disagreements between the Registrant or KPMG on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which, if not resolved to KPMG's satisfaction, would have caused it to make reference to the subject matter of any such disagreement in connection with such report.

The Board of Directors of the Registrant was advised that KPMG was given the opportunity to resign or be dismissed. Management will seek ratification of this action by the Board of Directors at its next meeting.

On April 13, 1995, the Registrant engaged Arthur Andersen ("AA") as its new principal accountants. The Registrant has not consulted with AA during the past two fiscal years or any subsequent interim period on the application of any accounting principles or the type of opinion that might be rendered on the Registrant's financial statements.

Item 7. Financial Statements and Exhibits

(c) Exhibits.

The following documents are furnished as Exhibits to this Current Report on Form 8-K pursuant to Item 601 of Regulation S-B:

3

KPMG Peat Marwick LLP

345 Park Avenue
New York, NY 10154

June 12, 1995

Securities and Exchange Commission
Washington, D.C. 20549

Gentlemen:

We were previously accountants for TLM Corporation and under date of March 13, 1995, we reported on the consolidated financial statements of TLM Corporation and subsidiary as of and for the year ended December 31, 1994. On March 29, 1995, we resigned. We have read TLM Corporation's statements included under Item 4 of its Form 8-K/A-2 dated May 31, 1995, and we agree that there were no substantive disagreements with TLM corporation. We are not in a position to agree or disagree with TLM Corporation's statements regarding its engagement of or communications with Arthur Andersen or with regard to information or advice given to its Board. We were never requested to resign, nor were we fired.

Very truly yours,

KPMG Peat Marwick LLP

4

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.

TLM CORPORATION

Date: June 13, 1995

/s/ Kim I. Pressman

Kim I. Pressman
Vice President and
Treasurer