

Edgar Filing: AMARU INC - Form 8-K

AMARU INC  
Form 8-K  
June 02, 2005

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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 Exchange Act of 1934  
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Date of Report (Date of earliest event reported) May 24, 2005  
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AMARU, INC.  
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(exact name of registrant as specified in its charter)

Nevada  
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(State or other jurisdiction of incorporation)

000-32695

88-0490089  
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Commission File Number

IRS Employer Identification Number

112 Middle Road, #08-01 Midland House, Singapore 188970  
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(Address of principal executive offices)

Registrant's telephone number, including area code: (65) 6332 9287  
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Check the appropriate box below if the Form 8-K filing is intended to  
simultaneously satisfy the filing obligation of the registrant under any of the  
following provisions (SEE General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act  
(17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act  
(17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the  
Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the  
Exchange Act (17 CFR 240.13e-4(c))

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### ITEM 3.02 UNREGISTERED SALES OF EQUITY SECURITIES.

As of May 24, 2005, the Company sold in its private placement of up to \$15,000,000, a total of 1,848,000 shares of its common stock, par value \$0.001 per share, at a purchase price of \$3.00 per share for a total purchase price of \$5,544,000 to accredited investors only. Said total purchase amount up to date includes the previously reported sales in the months of March and April, 2005. The Company paid estimated 10% for the total consulting fees and commissions in connection with the placement. The private placement commenced in February, 2005. The shares were offered and sold by the Company in reliance on Section 506 of the Regulation D and/or Regulation S of the Securities Act of 1933.

#### 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.

Dated: May 31, 2005

AMARU, INC.

By: /s/ Colin Binny

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Colin Binny  
President