

MONEYGRAM INTERNATIONAL INC  
Form 8-K  
July 25, 2017

**UNITED STATES**  
**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): July 25, 2017**

**MoneyGram International, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**2828 N. Harwood Street, 15<sup>th</sup> Floor**

**1-31950**  
**(Commission**

**File Number)**

**16-1690064**  
**(I.R.S. Employer**

**Identification Number)**

**75201**

**Dallas, Texas**

**(Address of principal executive offices)**

**(Zip code)**

**Registrant's telephone number, including area code: (214) 999-7552**

**Not applicable**

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

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:

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01 Other Events.**

On July 25, 2017, MoneyGram International, Inc. issued a letter to its employees. A copy of the letter is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description of Exhibit</b>
99.1	Employee Letter

**SIGNATURES**

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

**MONEYGRAM INTERNATIONAL, INC.**

By: /s/ F. Aaron Henry  
Name: F. Aaron Henry  
Title: Executive Vice President, General  
Counsel and Secretary

Date: July 25, 2017

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**EXHIBIT INDEX**
**Exhibit No.            Description of Exhibit**

99.1            Employee Letter

ce, following the acquisition of Zentaris' shares in December 2002 has been completed during the second quarter. At the acquisition date, Zentaris AG had two products developed that provided benefits from the sale of these products. The developed technology and the in-process research and development (R&D) were valued using a discounted cash flow approach resulting in an allocated fair value of \$66.9 M. The in-process R&D would require further development. The goodwill related to this transaction was valued at \$12 M and, according to GAAP, it will be not amortized but tested annually for impairment in relation to the fair value this reporting unit to which goodwill applies. Interchemical S.A. and Chimiray S.A. On August 5, 2003, Unipex Finance S.A., a French subsidiary of Atrium, acquired 100 % of the issued and outstanding common shares of Interchemical S.A. and Chimiray S.A. for a total consideration of \$ 18,714,636 of which an amount of \$14,198,063 was paid cash and \$ 933,492 as a balance of purchase price. These companies are focused mainly in the distribution of fine chemicals and active ingredients. The results of operations have been included in the statement of operations since August 5, 2003, being the date of acquisition. The net assets acquired at the allocated values are as follows: AETERNA LABORATORIES INC.

NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIODS ENDED  
 SEPTEMBER 30, 2003 AND 2002 (expressed in thousands of Canadian dollars, except share and per share data)  
 UNAUDITED ----- \$ ----- Current assets  
 17,973 Property, plant and equipment 395 Intangible assets 447 Future income tax assets 366 Current liabilities  
 (14,927) Long-term liabilities (1,019) -----  
 ----- Net identifiable assets acquired 3,235 Goodwill  
 15,480 ----- Purchase price 18,715 Less: cash and cash  
 equivalents acquired (3,583) balance of purchase price (934)  
 ----- Cash paid 14,198  
 -----

----- An independant report was issued on October 1, 2003 which confirm that no specific identifiable assets have any material value which could be separated from the general goodwill. The goodwill is non-deductible for income tax purposes. 3 COMPANY'S STOCK OPTION PLAN  
 The company has chosen not to use the fair value method to account for stock-based compensation costs arising from awards to employees but discloses the pro-forma information relating to net loss and loss per share as if the fair value method of accounting had been used. Three months ended Nine months ended September 30, 2003 September 30, 2003 ----- Net loss for the period \$ (9,238) \$ (18,643) Pro-forma adjustment for stock-based compensation costs (283) (1,352) ----- Pro-forma net loss for the period \$ (9,521) \$ (19,995) ----- Basic and diluted net loss per share \$ (0.20) \$ (0.43) -----  
 Pro-forma basic and diluted net loss per share \$ (0.21) \$ (0.47) -----

----- The pro-forma amounts may not be representation of future disclosure as the estimated fair value of stock options is amortized to expense over the vesting period and additional options may be granted in future periods. Furthermore, these pro-forma amounts include a compensation cost based on a weighted-average grant date fair value of \$2.79 and \$2.13 per stock option options granted in the three and nine months ended September 30, 2003 respectively as calculated using the Black-Scholes option pricing model with the following assumptions: Three months ended Nine months ended September 30, 2003 September 30, 2003 ----- Annualized volatility 55% 57% Risk-free interest rate 3.26% 3.98% Expected life (years) 2.6 3.7 Dividend Nil Nil AETERNA LABORATORIES INC. NOTES TO INTERIM CONSOLIDATED

FINANCIAL STATEMENTS FOR THE PERIODS ENDED SEPTEMBER 30, 2003 AND 2002 (expressed in thousands of Canadian dollars, except share and per share data) UNAUDITED

----- 4 CONVERTIBLE TERM LOANS The company issued convertible term loans in the aggregate principal amount of \$25 million, bearing interest at an annual rate of 12%, payable annually or at maturity at the option of the company. These term loans are secured by all assets of the company with the exception of equipments and the shares of Atrium Biotechnologie Inc. The term loans mature on March 31, 2006 and are convertible at all time at the option of the holders in subordinate voting shares of the company at a price of \$ 5.05 per share. The equity component, which corresponds to the option of the holders to convert term loans into shares of the company, was valued at the date of the loans and is classified as contributed surplus. 5

SHARE CAPITAL Authorized Unlimited number of shares of the following classes: Common: Multiple voting shares, voting and participating, ten votes per share, convertible into one subordinate share at the option of the holder Subordinate voting shares, voting and participating, one vote per share Preferred: First and second ranking, issuable in series, with rights and privileges specific to each class. Issued AS AT AS AT SEPTEMBER 30, DECEMBER 31, 2003 2002 ----- (UNAUDITED) -- Multiple voting shares (4,727,100 as at December 31, 2002) \$ - \$ 1,862 45,330,992 Subordinate voting shares (35,961,927 as at December 31, 2002) 187,605 151,716

----- \$ 187,605 \$ 153,578 ----- Effective on May 29, 2003, all the multiple voting shares were converted into the same number of subordinate voting shares. On July 24, 2003, pursuant a bought deal, the company issued 4,500,000 subordinate voting shares at a price of \$7.90 per share for a gross proceeds of \$35,550,000. Pursuant to the exercise of stock options, the company issued 141,965 subordinate voting shares. 6

SEGMENT INFORMATION The company manages its business and evaluates performance based on three operating segments, which are the biopharmaceutical segment, the cosmetics and nutrition segment and the distribution segment. The accounting principles used for these three segments are consistent with those used in the preparation of these consolidated financial statements. Quarters ended September 30, Nine months ended September 30, ----- 2003 2002 2003 2002 -----

----- REVENUES Biopharmaceutical \$ 7,932 \$ - \$ 34,662 \$ - Cosmetics and nutrition 4,040 3,128 10,990 9,284 Distribution 26,034 21,334 72,296 64,039 Consolidated adjustments (177) (55) (431) (127) ----- \$ 37,829 \$ 24,407 \$ 117,517 \$ 73,196 -----

----- NET EARNINGS (LOSS) FOR THE PERIOD Biopharmaceutical \$ (10,470) \$ (7,230) \$ (21,877) \$ (20,979) Cosmetics and nutrition 744 631 1,952 2,013 Distribution 505 383 1,352 1,172 Consolidated adjustments (17) (6) (70) 22 ----- \$ (9,238) \$ (6,222) \$ (18,643) \$ (17,772) -----

----- SIGNATURE 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. AETERNA ZENTARIS INC. Date: August 13, 2004 By: /s/ MARIO PARADIS ----- Mario Paradis Senior Director, Finance and Corporate Secretary