

HEARUSA INC  
Form 8-K  
August 28, 2003

**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): August 26, 2003

HearUSA, Inc.

---

(Exact Name of Registrant as Specified in Charter)

---

Delaware

---

0-16453

---

22-2748248

---

(State or Other  
Jurisdiction of  
Incorporation)

---

(Commission  
File Number)

---

(I.R.S. Employer  
Identification Number)

---

1250 Northpoint Parkway  
West Palm Beach, Florida

---

33407

---

(Address of Principal Executive Offices)

---

(Zip Code)

Registrant's telephone number, including area code:

(561) 478-8770

**Item 5. Other Events.**

On August 26, 2003, HearUSA, Inc. (the Company ) completed a transaction involving an exchange of its outstanding 1998 Convertible Preferred Stock for its newly designated 1998-E Series Convertible Preferred Stock. The Company issued a press release, attached hereto as Exhibit 99.1 and incorporated herein, publicly announcing the transaction.

**Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.**

(c) Exhibits

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
4.1	Certificate of Designations, Preferences and Rights of 1998-E Series Convertible Preferred Stock of HearUSA, Inc.
10.1	Exchange Agreement by and between HearUSA, Inc., Zanett Lombardier Master Fund, LLC and The San Miguel Trust dated as of August 26, 2003.
99.1	Press release issued August 27, 2003.

---

**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 hereunto duly authorized.

HEARUSA, INC.  
(Registrant)

Date: August 28, 2003

By:           /s/ Stephen J. Hansbrough          

Name: Stephen J. Hansbrough  
Title: Chief Executive Officer

---

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
4.1	Certificate of Designations, Preferences and Rights of 1998 E Series Convertible Preferred Stock of HearUSA, Inc.
10.1	Exchange Agreement by and between HearUSA, Inc., Zanett Lombardier Master Fund, LLC and The San Miguel Trust dated as of August 26, 2003.
99.1	Press release issued August 27, 2003.