

# DGT HOLDINGS CORP.

## FORM 8-K (Current report filing)

Filed 05/18/05 for the Period Ending 05/12/05

Address	100 PINE AIRE DRIVE BAY SHORE, NY 11706
Telephone	631 231-6400
CIK	0000027748
Symbol	DGTC
SIC Code	3679 - Electronic Components, Not Elsewhere Classified
Industry	Medical Equipment & Supplies
Sector	Healthcare
Fiscal Year	07/31

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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) May 12, 2005  
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DEL GLOBAL TECHNOLOGIES CORP.  
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(Exact name of registrant as specified in charter)

New York ----- (State or other jurisdiction of incorporation)	0-3319 ----- (Commission File Number)	13-1784308 ----- (IRS Employer Identification No.)
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One Commerce Park, Valhalla, NY 10595  
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(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code (914) 686-3650  
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(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 (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))

ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS;  
APPOINTMENT OF PRINCIPAL OFFICERS.

On May 12, 2005, the registrant received notice from Suzanne M. Hopgood, the Company's Chairman of the Board, tending her voluntary resignation as a member of the registrant's board of directors, effective May 12, 2005.

The Board has appointed an existing director, James R. Henderson, to replace Ms. Hopgood as Chairman of the Board, effective May 12, 2005.

For additional information, reference is made to the press release attached hereto as Exhibit 99.01.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

- (a) Financial Statements of Businesses Acquired.  
Not Applicable
- (b) Pro Forma Financial Information.  
Not Applicable
- (c) Exhibits.  
99.01 Press release dated May 17, 2005.

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.

DEL GLOBAL TECHNOLOGIES CORP.  
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(Registrant)

Date: May 17, 2005

By: /s/ Mark A. Koch  
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Mark A. Koch  
Principal Accounting Officer

EXHIBIT 99.01

DEL GLOBAL TECHNOLOGIES APPOINTS JAMES R. HENDERSON  
CHAIRMAN OF THE BOARD, SUCCEEDING SUZANNE M. HOPGOOD

VALHALLA, NY - May 17, 2005 -- Del Global Technologies Corp. (DGTC) ("Del Global" or "the Company") today announced that James R. Henderson has been appointed Chairman of the Board of Directors. Mr. Henderson succeeds Suzanne M.

Hopgood, who voluntarily resigned as the Company's Chairman and as a Director on May 12, 2005 in order to pursue other business interests.

Mr. Henderson, 47, has been a member of the Company's Board of Directors since November 20, 2003. Mr. Henderson has also served as President and Chief Operating Officer of WebFinancial Corporation (NasdaqSC: WEFN) since November 2003 and as Vice President of Operations of WebFinancial since September 2000. He has also served as a director of the WebBank subsidiary of WebFinancial since March 2002 and as Chairman since November 2004 and a director and Chief Operating Officer of the WebFinancial Holding Corporation subsidiary of WebFinancial since January 2000. Additionally, Mr. Henderson has served as a Vice President of Steel Partners, Ltd. since March 2002, as President of Gateway Industries, Inc. (OTC:GWAY.PK) since December 2001 and as a director of SL Industries, Inc. (AMEX: SLI) since January 2002.

Mr. Henderson commented, "Ms. Hopgood has previously indicated that she would not stand for reelection as a director and this change allows for an orderly transition of the Chairman's position. The Board thanks Ms. Hopgood for her leadership, including her work to enhance shareholder value and help move the Company forward. The Board's recent accomplishments, all of which had been previously announced, have included: the conclusion of the investigation by the United States Securities and Exchange Commission; the completion of the United States Department of Defense's investigation of the Company; corporate governance reforms, including the elimination of the Company's poison pill and the changes to the Company's bylaws allowing shareholders to call a meeting; the return of the Company to profitability; and the sale of the High Voltage division. Additionally, during Ms. Hopgood's tenure as Chairman of the Board, the Board of Directors of the Company aligned compensation and performance incentives, put a new management team in place, stabilized the Company's financial structure and implemented strong corporate initiatives."

Del Global Technologies Corp. is primarily engaged in the design, manufacture and marketing of cost-effective medical imaging and diagnostic systems consisting of stationary and portable x-ray systems, radiographic/fluoroscopic systems, dental imaging systems and proprietary high-voltage power conversion subsystems for medical and other critical industrial applications. Through its RFI subsidiary, Del Global manufactures electronic filters, high voltage capacitors, pulse modulators, transformers and reactors, and a variety of other products designed for industrial, medical, military and other commercial applications.

Del Global Technologies  
May 17, 2005

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Statements about future results made in this release may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on current expectations and the current economic environment. Del Global cautions that these statements are not guarantees of future performance. These statements involve a number of risks and uncertainties that are difficult to predict, including, but not limited to: the ability of Del Global to implement its business plan; retention of management; changing industry and competitive conditions; obtaining anticipated operating efficiencies; securing necessary capital facilities; favorable determinations in various legal matters; market and operating risks from foreign currency exchange exposures; and favorable general economic conditions. Actual results could differ materially from those expressed or implied in the forward-looking statements. Important assumptions and other important factors that could cause actual results to differ materially from those in the forward-looking statements are specified in the Company's filings with the Securities and Exchange Commission.

CONTACT:

DEL GLOBAL TECHNOLOGIES CORP.

Walter F. Schneider, President &  
Chief Executive Officer

Mark Koch, Principal Accounting Officer  
(914) 686-3650

INVESTOR RELATIONS:

The Equity Group Inc.

Devin Sullivan (212) 836-9608

Adam Prior (212) 836-9606

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**End of Filing**

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