

Edgar Filing: CENTRAL HUDSON GAS & ELECTRIC CORP - Form 8-K

CENTRAL HUDSON GAS & ELECTRIC CORP

Form 8-K

September 25, 2003

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report - September 23, 2003

CENTRAL HUDSON GAS & ELECTRIC CORPORATION
(Exact name of registrant as specified in its charter)

| | | |
|--|---------------------------------------|--|
| NEW YORK (State or other jurisdiction of incorporation) | 1-3268 (Commission File Number) | 14-0555980 (IRS Employer Identification No.) |
|--|---------------------------------------|--|

| | |
|--|--------------------------|
| 284 SOUTH AVENUE, POUGHKEEPSIE, NEW YORK (Address of principal executive offices) | 12601-4879 (Zip Code) |
|--|--------------------------|

Registrant's telephone number, including area code (845) 452-2000

Item 5. Other Events and Regulation FD Disclosure.

Reference is made to Registrant's shelf Registration Statement, on Form S-3 (Registration No. 333-83542), filed with the Securities and Exchange Commission ("SEC") on February 28, 2002, as thereafter amended (as amended, the "Registration Statement"), for the registration under the Securities Act of 1933, as amended, of \$100,000,000 aggregate principal amount of Registrant's unsecured debt securities (the "Debt Securities") that Registrant may issue in one or more series from time to time under Registrant's Indenture, dated as of April 1, 1992 (the "Indenture"), to U.S. Bank Trust National Association (formerly known as First Trust of New York, National Association) (as successor Trustee to Morgan Guaranty Trust Company of New York), as Trustee. On March 14, 2002, the SEC declared the Registration Statement effective.

In connection with its medium-term note program, on February 22, 2002, Registrant created and established a series of the Debt Securities under the Indenture, in the aggregate principal amount of \$100,000,000, designated as its "Medium-Term Notes, Series D" (the "Notes") and entered into a Distribution Agreement, dated March 20, 2002, with certain investment banking firms (the "Agents") for the offer and sale of the Notes from time to time.

On September 23, 2003, Registrant issued and sold through certain of the Agents a tranche of the Notes in the aggregate principal amount of \$24,000,000 (the "Notes of the Tranche"). The Notes of the Tranche bear a fixed annual interest rate of 4.33%, mature on September 23, 2010 and are not redeemable at the option of Registrant nor any holder thereof prior to maturity.

Edgar Filing: CENTRAL HUDSON GAS & ELECTRIC CORP - Form 8-K

Pursuant to the undertaking made by Registrant with the SEC in connection with the SEC's review of the Registration Statement, Registrant has filed as an exhibit to this Current Report on Form 8-K a legal opinion of its counsel, which specifically relates to and reflects the issuance and sale of the Notes of the Tranche.

Item 7. Financial Statements and Exhibits

(c) Exhibits. Following is the list of Exhibits furnished in accordance with the provisions of Item 601 of Regulation S-K, filed as part of this Current Report on Form 8-K:

| Exhibit Number (Regulation S-K Item 601 Designation) | Exhibit |
|---|-----------------------------------|
| ----- | ----- |
| (5) | - Opinion of counsel re legality. |

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.

CENTRAL HUDSON GAS & ELECTRIC CORPORATION
(Registrant)

By: /s/ DONNA S. DOYLE

DONNA S. DOYLE
Vice President - Accounting and Controller

Dated: September 23, 2003

INDEX TO EXHIBITS

Following is the index of Exhibits furnished in accordance with the provisions of Item 601 of Regulation S-K, filed as part of this Current Report on Form 8-K:

| Exhibit Number (Regulation S-K Item 601 Designation) | Exhibit |
|---|-----------------------------------|
| ----- | ----- |
| (5) | - Opinion of counsel re legality. |