

FENTURA FINANCIAL INC

Form 8-K

October 30, 2007

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**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) October 30, 2007 (October 26, 2007)**

**Fentura Financial, Inc.**

(Exact name of registrant as specified in its charter)

Michigan

(State or other jurisdiction of incorporation)

0-23550

38-2806518

(Commission File Number)

(IRS Employer Identification No.)

175 North Leroy Street  
P.O. Box 725  
Fenton, Michigan

48430-0725

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code (810) 629-2263

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))
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Press Release, dated October 26, 2007

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**Item 2.02 Results of Operations and Financial Condition.**

The following information, including the Exhibit attached hereto, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934.

On October 26, 2007, Fentura Financial, Inc. issued a news release to report its financial results for the quarter and nine month period ended September 30, 2007. The release is furnished as Exhibit 99.1 hereto.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit Number

99.1

Press Release, dated October 26, 2007.

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**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.

FENTURA FINANCIAL, INC.  
(Registrant)

By: /s/ Ronald L. Justice  
Ronald L. Justice, SVP-Corporate  
Governance & Investor Relations

Dated: October 30, 2007

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**EXHIBIT INDEX**

Exhibit Number

99.1 Press Release, dated October 26, 2007

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ED DISPOSITIVE POWER

-0-

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

902,200

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10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.3

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12. TYPE OF REPORTING PERSON\*

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**\*SEE INSTUCTION BEFORE FILING OUT!**

- Item 1.** (a) Name of Issuer:  
Measurement Specialties Inc.
- (b) Address of Issuer's Principal Executive Offices:  
710 Route 46 East, Suite 206  
Fairfield, New Jersey 07004

- Item 2.** (a) Name of Person Filing:  
Nicholas-Applegate Capital Management LLC
- (b) Address of Principal Business Office:  
600 West Broadway, 29<sup>th</sup> Floor  
San Diego, California 92101
- (c) Citizenship:  
Not Applicable.
- (d) Title of Class of Securities:  
Common Stock
- (e) CUSIP Number:  
583421102

**Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:**

- (a) .. Broker or dealer registered under Section 15 of the Exchange Act;
- (b) .. Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c) .. Insurance company as defined in Section 3(a)(19) of the Act;
- (d) .. Investment company registered under Section 8 of the Investment Company Act;
- (e) x Investment advisor registered under Section 203 of the Investment Advisors Act of 1940;
- (f) .. Employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) .. Parent holding company or control person, in accordance with 13d-1(b)(ii)(G);
- (h) .. Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) .. Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) .. Group, in accordance with Rule 13d-1(b)(1)(ii)(H).

If this statement is filed pursuant to Rule 13d-1(c), check this box. ..

**Item 4. Ownership.**

- (a) Amount beneficially owned: **902,200\*\***
- (b) Percent of Class: **7.3**
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: **902,200\*\***
  - (ii) Shared power to vote:
  - (iii) Sole power to dispose or direct the disposition of: **902,200\*\***
  - (iv) Shared power to dispose or direct the disposition of: **-0-**

\*\* This report is being filed on behalf of Nicholas-Applegate Capital Management LLC, a Delaware limited liability company and/or certain investment advisory clients or discretionary accounts relating to their collective beneficial ownership of shares of securities of the Issuer. Nicholas-Applegate Capital Management LLC is a registered investment adviser under Section 203 of the Investment Advisers Act of 1940. As a result of its role as investment adviser Nicholas-Applegate Capital Management LLC may be deemed to be the beneficial owner of the securities of the Issuer. Nicholas-Applegate Capital Management LLC has the sole power to dispose of the shares and to vote the shares under its written guidelines. Our clients have the right to receive or the power to direct the receipt of dividends or the profits from the sale of such securities.

**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following " .

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

No one client owns more than five percent of the securities of the Issuer.

**Item 7. Identification and Clarification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.**

Not Applicable.

**Item 8. Identification and Clarification of Members of the Group.**

Not Applicable.

**Item 9. Notice of Dissolution of Group.**

Not Applicable.

**Item 10. Certification.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 10, 2004

/s/ Charles Field

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Charles Field, Deputy General

Counsel and Director of Compliance