



## Edgar Filing: GLOBAL MED TECHNOLOGIES INC - Form 8-K

### Item 3.02. Unregistered Sales of Equity Securities.

On December 20, 2005, Global Med Technologies, Inc. (the Company) issued a press release announcing the sale of \$9.975 million in preferred stock and the purchase of all of Global Med International Limited's (GMIL's) financial interests in the Company. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

On December 16, 2005, pursuant to the terms of the Securities Purchase Agreement, Global sold \$9.975 million of Series A Convertible Preferred Stock to certain investors for cash and sold Fusion \$575 thousand in Preferred Stock in lieu of common stock. The Series A Convertible Preferred Stock includes detachable warrants for the purchase of common stock that can be exercised at \$0.72 per common share. The following table summarizes the unregistered securities that were issued by the Company in conjunction with the transaction:

Security	Number	Common Share Equivalents
Convertible Preferred Stock	9,975	13,854,167
Detachable Warrants	10,390,625	10,390,625

The following financial instruments held by GMIL or their affiliates were repurchased by the Company for \$8 million in conjunction with this transaction:

Instrument	Value	Common Share Equivalents
Convertible Redeemable Series AA Preferred Stock	\$3,500,000	7,777,000
Warrants	N/A	11,186,430
Common Shares	N/A	4,860,195
Debt	\$ 528,700	N/A

The investors purchased 6,350,000 registered common shares directly from GMIL for \$4 million.

### Item 5.02 Resignation of Directors.

In conjunction with the sale of GMIL's interest in the Company, the following directors of the Company appointed by Global Med International Limited resigned, on December 16, 2005: Fai Chan, Tony T.W. Chan, Robert Trapp, Gary Cook, David Chen, and Kwok Jen Fong.

### Item. 9.01. Financial Statements and Exhibits.

(c) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
10.77	Securities Purchase Agreement between the registrant and the purchasers dated December 16, 2005.
10.78	Registration Rights Agreement between the registrant and the purchasers dated December 16, 2005.
10.79	Stock Purchase Agreement between the Company and GMIL dated December 16, 2005.
10.80	Certificate of Designation of Preferences Rights and Limitations of Series A Convertible Preferred Stock between the registrant and the purchasers dated December 16, 2005.
10.81	Common Stock Purchase Warrant between the Company and the purchasers dated December 16, 2005.
10.82	Private Placement Agreement between the Company and Purchasers dated December 16, 2005.

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- 10.83 Right of First Notice Agreement between Futuristic Image Builder, Ltd., the purchasers and the Company dated December 16, 2005.
- 10.84 Right of First Notice Agreement between the shareholders, the purchasers and the Company dated December 16, 2005
- 10.85 Private Stock Purchase and Escrow Agreement between investors and GMIL dated December 16, 2005
- 10.86 Termination Agreement between Fusion Capital and the Company of the Common Stock Purchase Agreement dated December 16, 2005
- 99.1 Press release, dated December 20, 2005 related to the purchase of GMIL's interest in the Company for \$12 million.

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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.

#### GLOBAL MED TECHNOLOGIES, INC.

By: /s/ Michael I. Ruxin, M.D.  
Michael I. Ruxin, M.D.  
Chairman and Chief Executive Officer

Date: December 20, 2005

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