

Edgar Filing: GREAT ATLANTIC & PACIFIC TEA CO INC - Form 10-K/A

GREAT ATLANTIC & PACIFIC TEA CO INC
Form 10-K/A
August 01, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K/A

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended February 23, 2002

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 1-4141

THE GREAT ATLANTIC & PACIFIC TEA COMPANY, INC.

(Exact name of registrant as specified in its charter)

Maryland

13-1890974

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

2 Paragon Drive
Montvale, New Jersey 07645
(Address of principal executive offices)

Registrant's telephone number, including area code: 201-573-9700

Securities registered pursuant to Section 12 (b) of the Act:

| Title of each class ----- | Name of each exchange on which registered ----- |
|------------------------------|--|
| Common Stock - \$1 par value | New York Stock Exchange |

Securities registered pursuant to Section 12 (g) of the Act: None

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

The aggregate market value of the voting stock held by non-affiliates of the Registrant at May 23, 2002 was approximately \$415,356,000. The number of shares

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of common stock outstanding at May 23, 2002 was 38,506,565.

DOCUMENTS INCORPORATED BY REFERENCE

The information required by Part I, Items 1 and 3, and Part II, Items 5, 6, 7, 7A, 8 and 14 are incorporated by reference from the Registrant's 2001 Annual Report to Stockholders.

EXPLANATORY NOTE

The Great Atlantic & Pacific Tea Company, Inc. ("The Company") is filing this amendment to its Annual Report on Form 10-K for the year ended February 23, 2002 to correct a classification error between its United States Retail operations and its Canada Retail operations. This amended filing impacts the 2001 Annual Report to Stockholders and the Independent Auditors' Consent which were filed with the Securities and Exchange Commission as Exhibit 13 and Exhibit 23, respectively, to Form 10-K on July 5, 2002. As such, this amended filing consists only of Exhibit 13 and Exhibit 23 in their entirety.

This reclassification impacts the following sections on the Form 10-K:

- o The geographic makeup of gross margin in the sections entitled "Gross Margin" in Management's Discussion and Analysis
- o "Note 9 - Income Taxes"
- o "Note 13 - Operating Segments"

The Great Atlantic & Pacific Tea Company, Inc.

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 thereunto duly authorized.

THE GREAT ATLANTIC & PACIFIC TEA COMPANY, INC.

Dated: July 31, 2002

By: /s/ Brenda M. Galgano

Brenda M. Galgano, Vice President, Corporate
Controller (Chief Accounting Officer)

CERTIFICATION

Each of the undersigned hereby certifies in his capacity as an officer of The Great Atlantic & Pacific Tea Company, Inc. (the "Company") that the

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Annual Report of the Company on Form 10-K/A for the fiscal year ended February 23, 2002 fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934 and that the information contained in such report fairly presents, in all material respects, the financial condition of the Company at the end of the periods covered by such report and the results of operations of the Company for such periods.

Dated: July 31, 2002

/s/ Christian W.E. Haub

Christian W.E. Haub
Chairman of the Board,
Chief Executive Officer

/s/ Mitchell P. Goldstein

Mitchell P. Goldstein
Senior Vice President,
Chief Financial Officer

| EXHIBIT NO. ----- | DESCRIPTION ----- |
|----------------------|------------------------------------|
| 13 | 2001 Annual Report to Stockholders |
| 23 | Independent Auditors' Consent |