

Edgar Filing: NELNET INC - Form 8-K

NELNET INC  
Form 8-K  
March 31, 2005

UNITED STATES  
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)  
MARCH 29, 2005

NELNET, INC.  
(Exact name of registrant as specified in its charter)

NEBRASKA (State or other jurisdiction of incorporation)	001-31924 (Commission File Number)	84-0748903 (I.R.S. Employer Identification No.)
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121 SOUTH 13TH STREET  
SUITE 201  
LINCOLN, NEBRASKA  
(Address of principal executive offices)  
Registrant's telephone number, including area code (402) 458-2370  
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68508  
(Zip Code)

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))

Item 1.01. Entry into a Material Definitive Agreement.

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On March 29, 2005, in conjunction with the Student Marketing Group, Inc. and National Honor Roll, L.L.C. acquisitions, the Board amended the Nelnet, Inc. Share Retention Policy to which Executive Officers are parties. This policy restricts the sale of Nelnet, Inc. common stock by Executive Officers. A copy of the amended policy is attached as an exhibit to this report.

### Item 8.01. Other Events.

On March 29, 2005, Nelnet, Inc. issued a press release announcing it acquired Student Marketing Group, Inc. and National Honor Roll, L.L.C. A copy of the press release is attached as an exhibit to this report.

### Item 9.01. Financial Statements and Exhibits.

(c) Exhibits. The following exhibits are filed as part of this Report:

99.1 - Press release dated March 29, 2005 - "Nelnet announces acquisitions of Student Marketing Group and National Honor Roll"

99.2 - Nelnet, Inc. Amended Share Retention Policy - Effective March 29, 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.

Dated: March 31, 2005

NELNET, INC.

By: /s/ Terry J. Heimes

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Name: Terry J. Heimes  
Title: Chief Financial Officer

EXHIBIT INDEX

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Exhibit No. -----	Description -----
99.1	Press release dated March 29, 2005 - "Nelnet announces acquisitions of Student Marketing Group and National Honor Roll"
99.2	Nelnet, Inc. Amended Share Retention Policy - Effective March 29, 2005