

TROY GROUP INC
Form 8-K
June 09, 2004

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: June 2, 2004

(Date of earliest event reported)

TROY GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

000-24413
(Commission
File Number)

33-0807798
(IRS Employer
Identification No.)

2331 South Pullman Street, Santa Ana, California 92705

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(949) 250-3280**

Item 5. Other Events

TROY Group, Inc. (the Company) today announced that Osmium Partners LLC filed a purported class action compliant in the California Superior Court for Orange County against the Company and its directors (the Osmium Action). The complaint alleges that the defendants breached their fiduciary duties to the Company s stockholders (other than the Dirk family members) because the proposed acquisition of the Company by Dirk, Inc. is at an unfairly low price. The complaint seeks declaratory relief, an order enjoining the acquisition and attorneys fees. No discovery has commenced, and no trial date has been set.

Attached and incorporated herein by reference in their entirety as Exhibit 99.1 is a copy of the press release announcing the Osmium Action.

Item 7. Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release dated June 7, 2004.

SIGNATURE

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: June 8, 2004.

TROY GROUP, INC.

By

/s/ Patrick J. Dirk
Patrick J. Dirk
Chief Executive Officer

INDEX TO EXHIBITS

| Exhibit Number | Description |
|-------------------|----------------------------------|
| | |
| 99.1 | Press Release dated June 7, 2004 |