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SCHERER HEALTHCARE INC
Form 10-Q/A
January 05, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q/A

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

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2000

COMMISSION FILE NO. 0-10552

SCHERER HEALTHCARE, INC.
(Exact name of registrant as specified in its Charter)

DELAWARE
(State or other jurisdiction of
incorporation or organization)

59-0688813
(I.R.S. Employer
Identification No.)

120 INTERSTATE NORTH PARKWAY, S.E., SUITE 305, ATLANTA, GEORGIA 30339
(Address of principal executive offices, including Zip Code)

(770) 933-1800
(Registrant's telephone number, including area code)

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 /X/

NO

Indicate the number of shares of each of the issuer's classes of Common Stock, as of the latest practicable date:

| CLASS | OUTSTANDING AS OF NOVEMBER 3, 2000 |
|--------------------------------|------------------------------------|
| ----- | ----- |
| Common Stock, \$0.01 par value | 4,321,165 |

The undersigned registrant hereby amends its Form 10-Q filed with the Securities and Exchange Commission on November 14, 2000, for the quarter ended September 30, 2000, pursuant to Sections 13 and 15(d) of the Securities Exchange Act of

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1934.

PART II. OTHER INFORMATION

Item 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits

| EXHIBIT NO. ----- | DESCRIPTION ----- |
|----------------------|--|
| 10.1 | 10% Convertible Promissory Note dated April 5, 2000, by and between Compliancel, Inc., a Delaware corporation, and Scherer Healthcare, Inc., a Delaware corporation. |
| 10.2 | 10% Convertible Promissory Note dated July 1, 2000 by and between Compliancel, Inc., a Delaware corporation, and Scherer Healthcare, Inc., a Delaware corporation. |
| 10.3 | Subscription Agreement dated April 5, 2000, by and between Compliancel, Inc., a Delaware corporation, and Scherer Healthcare, Inc., a Delaware corporation. |
| 27 | Financial Data Schedule |

(b) Reports on Form 8-K.

None.

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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 thereunto duly authorized.

SCHERER HEALTHCARE, INC.
(Registrant)

Date: January 5, 2001

/s/ Robert P. Scherer, Jr.

Robert P. Scherer, Jr.

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Chairman, Chief Executive Officer and President

Date: January 5, 2001

/s/ Donald P. Zima

Donald P. Zima
Vice President and Chief Financial Officer

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SCHERER HEALTHCARE, INC.

INDEX OF EXHIBITS

The following exhibit is being filed with this report.

| Exhibit Number ----- | Description ----- | Page Number ----- |
|----------------------------|--|-------------------------|
| 10.1 | 10% Convertible Promissory Note dated April 5, 2000, by and between Compliance1, Inc., a Delaware corporation, and Scherer Healthcare, Inc., a Delaware corporation. | 17 |
| 10.2 | 10% Convertible Promissory Note dated July 1, 2000 by and between Compliance1, Inc., a Delaware corporation, and Scherer Healthcare, Inc., a Delaware corporation. | |
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| 27 | Financial Data Schedule (included only in EDGAR filing) | 19 |

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