

CTS CORP
Form 8-K
June 09, 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 Filing (Date of Report and Earliest Event Reported): June 9, 2005 (June 3, 2005)

CTS CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Indiana

1-4639

35-0225010

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer
Identification Number)

905 West Boulevard North, Elkhart, IN

46514

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: 574-293-7511

(Former Name or Former Address, if Changed Since Last Report)

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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 4.01 **Changes in Registrant's Certifying Accountant.**

(a) Previous Independent Registered Public Accounting Firm

- (i) On June 3, 2005, CTS Corporation (the Company) dismissed PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm. The decision was recommended and unanimously approved by the Audit Committee of the Board of Directors of the Company.
- (ii) The reports of PricewaterhouseCoopers LLP on the Company's financial statements for the years ended December 31, 2004 and 2003 contained no adverse opinion or a disclaimer of opinion and were not qualified or modified as to uncertainty, audit scope or accounting principle.
- (iii) During the years ended December 31, 2004 and 2003, and through June 3, 2005, there have been no disagreements with PricewaterhouseCoopers LLP on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of PricewaterhouseCoopers LLP would have caused PricewaterhouseCoopers LLP to make reference thereto in its reports on the Company's financial statements for such years.
- (iv) During the years ended December 31, 2004 and 2003, and through June 3, 2005, there have been no reportable events (as defined in Item 304 (a) (1) (v) of Regulation S-K).
- (v) The Company has requested that PricewaterhouseCoopers LLP furnish it with a letter addressed to the Securities and Exchange Commission stating whether or not it agrees with the above statements. A copy of that letter dated June 9, 2005 is filed as Exhibit 16.1 to this Form 8-K.

(b) New Independent Registered Public Accounting Firm

The Company appointed Grant Thornton LLP as its new independent registered public accounting firm as of June 3, 2005. During the two most recent fiscal years and through June 3, 2005 the Company has not consulted with Grant Thornton regarding either (i) the application of accounting principles to a specified transaction, either completed or proposed; or the type of audit opinion that might be rendered on the Company's financial statements, and Grant Thornton LLP did not provide a written report or oral advice to the Company which Grant Thornton LLP concluded was an important factor considered by the Company in reaching a decision as to the accounting, auditing or financial reporting issue, or (ii) any matter that was either the subject of a disagreement, as that term is defined in Item 304(a)(1)(iv) of Regulation S-K and the related instructions to Item 304 of Regulation S-K, or a reportable event, as that term is defined in Item 304 (a)(1)(v) of Regulation S-K.

Item 9.01 **Financial Statements and Exhibits.**

- (a) Financial Statements of Business Acquired.
Not applicable.

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(b) Pro Forma Financial Information.
Not applicable.

(c) Exhibits.

The following exhibits are filed with this report:

<u>Exhibit No.</u>	<u>Exhibit Description</u>
<u>16.1</u>	Letter from PricewaterhouseCoopers LLP to the Securities and Exchange Commission, dated June 9, 2005.

1

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.

CTS Corporation

/s/ Richard G. Cutter

By: Richard G. Cutter
Vice President, Secretary
and General Counsel

Dated: June 9, 2005

2

EXHIBIT INDEX

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3