

Edgar Filing: EI ACQUISITION INC - Form PREC14A

EI ACQUISITION INC  
Form PREC14A  
September 09, 2003

SCHEDULE 14A INFORMATION

Consent Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934

Filed by the Registrant ? Filed by a Party other than the Registrant X Check the appropriate box:

- Preliminary Consent Statement  
CONFIDENTIAL, FOR USE OF THE COMMISSION ONLY (AS PERMITTED BY  
RULE 14A-6(E) (2))
- Definitive Consent Statement
- Definitive Additional Materials
- X Soliciting Material Pursuant to Rule 14a-12

eXegenics Inc.  
(Name of Registrant as Specified In Its Charter)

Foundation Growth Investments LLC  
EI Acquisition Inc.  
(Name of Person(s) Filing Consent Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- X No fee required
- Fee computed on table below per Exchange Act Rules 14a-6(i) (1) and 0-11
- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a) (2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

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FOUNDATION GROWTH INVESTMENTS

NEWS RELEASE

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RICK CONKLIN (DEALER MANAGER AND FINANCIAL ADVISER)  
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FOUNDATION GROWTH TERMINATES EXEGENICS, INC. TENDER OFFER  
AND CONSENT SOLICITATION

CHICAGO, ILLINOIS, September 9, 2003 - Foundation Growth Investments LLC and EI Acquisition Inc. announced today that they have terminated their offer to purchase all of the outstanding shares of Common Stock and Series A Convertible Preferred Stock of eXegenics Inc. (Nasdaq: EXEG) at a price of \$0.60 per share. Foundation and EI Acquisition terminated their offer pursuant to the conditions of the offer which, among other things, provided that Foundation and EI Acquisition would not purchase shares tendered in the offer unless a majority of the outstanding shares were validly tendered and not withdrawn. This condition was not satisfied as of 12:00 Midnight, New York City time on Monday, September 8, 2003. All tendered shares will promptly be returned by Foundation's depository to the tendering stockholders. Foundation and EI Acquisition are also terminating their consent solicitation with respect to eXegenics' stockholders.

### NOTICE FOR EXEGENICS STOCKHOLDERS

The complete terms and conditions of the offer are set forth in an offer to purchase, letter of transmittal, and other related materials which were filed with the Securities and Exchange Commission on May 29, 2003, as amended, and distributed to eXegenics stockholders. eXegenics stockholders are urged to read the tender offer documents because they contain important information. Investors are able to receive such documents free of charge at the SEC's web site, [www.sec.gov](http://www.sec.gov), or by contacting Morrow & Co., Inc., the Information Agent for the transaction, at (800) 607-0088, or William Blair & Company, the Dealer Manager and financial adviser for the transaction, at (800) 621-0687 ext. 5333.

THIS ANNOUNCEMENT IS NEITHER AN OFFER TO PURCHASE NOR A SOLICITATION OF AN OFFER TO SELL SHARES OF EXEGENICS INC.

\* \* \*

Investors and security holders are able to obtain a free copy of the preliminary consent statement and other documents filed by Foundation Growth Investments with the Commission at the Commission's website at [www.sec.gov](http://www.sec.gov).

Detailed information regarding the names, affiliations and interests of individuals who may be deemed participants in the solicitation of consents of eXegenics stockholders are available in the preliminary consent statement filed by Foundation Growth Investments with the SEC on Schedule 14A.