

HANDLEMAN CO /MI/  
Form 8-K  
October 21, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, DC 20549

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**FORM 8-K**

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**CURRENT REPORT PURSUANT**  
**TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported) October 21, 2005

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**Handleman Company**

(Exact Name of Registrant as Specified in Its Charter)

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Michigan

(State or Other Jurisdiction of Incorporation)

1-7923  
(Commission File Number)

38-1242806  
(IRS Employer Identification No.)

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500 Kirts Boulevard, Troy, Michigan  
(Address of Principal Executive Offices)

48084-4142  
(Zip Code)

(248) 362-4400

(Registrant's Telephone Number, Including Area Code)

Not applicable

(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))
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**Item 7.01. Regulation FD Disclosure**

On October 21, 2005, Handleman Company issued a press release announcing that it entered into a purchase agreement to acquire privately-owned Crave Entertainment Group, Inc., a distributor of video game software, hardware and accessories and Crave-branded exclusively distributed video game software to certain national and regional retailers.

For additional information, please see Handleman Company's Press Release attached as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--------------------|
|--------------------|--------------------|

|              |                                      |
|--------------|--------------------------------------|
| Exhibit 99.1 | Press release dated October 21, 2005 |
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**Forward-Looking Statements:**

This Form 8-K may contain forward-looking statements, which are not historical facts. These statements involve risks and uncertainties and are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. This Form 8-K should be read in conjunction with the "Forward-Looking Statements" section in Handleman Company's 2005 Form 10-K (which sections are incorporated by reference herein) and in conjunction with other SEC reports filed by Handleman that disclose other factors that may cause Handleman's actual results to differ materially. Handleman expressly disclaims any current intention to update any forward-looking statements contained in this report as a result of new information or future events or developments.

**SIGNATURES**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HANDLEMAN COMPANY

Date: October 21, 2005

By:           /s/ Thomas C. Braum, Jr.          

Name: Thomas C. Braum, Jr.  
Title: Senior Vice President and  
Chief Financial Officer