

Edgar Filing: WILLBROS GROUP INC - Form 8-K

WILLBROS GROUP INC  
Form 8-K  
October 12, 2001

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 Report (Date of earliest event reported): October 12, 2001  
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WILLBROS GROUP, INC.  
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(Exact name of registrant as specified in its charter)

Republic of Panama  
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(State or other  
jurisdiction of  
incorporation)

1-11953  
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(Commission File  
Number)

Plaza 2000 Building  
50th Street, 8th Floor  
Apartado 6307  
Panama 5, Republic of Panama  
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(Address, including zip code, of principal executive offices)

Registrant's telephone number, including area code (50-7) 213-0947  
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Not applicable  
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(Former name or former address, if changed since last report)

Item 5. Other Events.

On June 15, 2001, Willbros Group, Inc. (the "Company") filed a Registration Statement on Form S-3, File No. 333-63096 (the "Registration Statement"), with the Securities and Exchange Commission (the "Commission") relating to the public offering, pursuant to Rule 415 under the Securities Act of 1933, as amended, of up to an aggregate of \$200,000,000 in securities of the

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Company. On June 27, 2001, the Commission declared the Registration Statement effective. (The Registration Statement and definitive prospectus contained therein are collectively referred to as the "Prospectus.")

On August 16, 2001, the Company filed with the Commission a supplement to the Prospectus, dated August 14, 2001 (the "Prospectus Supplement"), relating to the issuance and sale of up to 200,000 shares of the Company's common stock, par value \$.05 per share, pursuant to that certain common stock subscription agreement, dated August 14, 2001, between the Company and the purchasers identified therein. On October 12, 2001, the Company issued and sold an aggregate of 144,175 shares of the Company's common stock to such purchasers pursuant to such subscription agreement. In connection therewith, the Company is filing certain exhibits as part of this Form 8-K. See "Item 7. Financial Statements and Exhibits."

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

The following exhibits are filed with this report on Form 8-K.

Exhibit No. -----	Description -----
5	Opinion of Arias, Fabrega & Fabrega regarding the validity of the c
23	Consent of Arias, Fabrega & Fabrega (included in Exhibit 5).

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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 hereunto duly authorized.

WILLBROS GROUP, INC.

Date: October 12, 2001

By: /s/ Warren L. Williams

-----  
Warren L. Williams  
Vice President, Chief Financial Officer and  
Treasurer

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### Exhibit Index

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