

MANUFACTURERS SERVICES LTD

Form 8-K

February 28, 2003

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)

February 27, 2003

MANUFACTURERS SERVICES LIMITED

(Exact name of registrant as specified in charter)

DELAWARE

(State or other jurisdiction)

001-15883

(Commission)

04-3258036

(IRS Employer)

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of incorporation)

File Number)

Identification No.)

300 BAKER AVENUE, CONCORD, MA
(Address of principal executive offices)

01742
(Zip Code)

Registrant's telephone number, including area code **(978) 287-5630**

NOT APPLICABLE

(Former name or former address, if changed since last report.)

ITEM 9. REGULATION FD DISCLOSURE

In accordance with General Instruction B.2 of Form 8-K, the following information shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

On February 27, 2003, the Company mailed the dividend notice set forth in Exhibit 99.1 to the then current shareholders of the Company's 5.25% Series A Convertible Preferred Stock.

Statements contained in this Form 8-K which are not historical facts are forward-looking statements which involve risks and uncertainties. Actual results could differ materially from those expressed in these forward looking statements as a result of a number of important factors. These factors include systems failures, technological changes, volatility of securities markets, government regulations and economic conditions, changes in customer demands, competition in the areas in which the company conducts its operations as well as the risks described in the Company's most recent Quarterly Report on Form 10Q filed with the Securities and Exchange Commission. The forward-looking statements made in this Report represent the Company's estimates as of the date of this Report and the Company assumes no obligation to update these forward-looking statements even if subsequent events cause the Company's estimates to change.

ITEM 7. EXHIBITS

99.1 Form of Notice to Holders of Series A Convertible Preferred Stock

SIGNATURE

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:

MANUFACTURERS SERVICES LIMITED
(Registrant)

Date: February 28, 2003

By: /s/ Alan R. Cormier
Alan R. Cormier
Vice President and
General Counsel