

STARTEK INC
Form S-3MEF
June 09, 2004

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As filed with the Securities and Exchange Commission on June 10, 2004

Registration No. 333-____

**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM S-3

**REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933**

STARTEK, INC.

(Exact name of Registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of
incorporation or organization)

**100 GARFIELD STREET
DENVER, COLORADO 80206
(303) 361-6000**

(Address, including zip code, and
telephone number, including area
code,
of Registrant's principal executive
office)

84-1370538

(I.R.S. Employer
Identification Number)

**WILLIAM E. MEADE, JR.
PRESIDENT, CHIEF EXECUTIVE OFFICER AND DIRECTOR
100 GARFIELD STREET
DENVER, COLORADO 80206
(303) 361-6000**

(Name, address, including zip code, and telephone number,
including area code, of agent for service of process)

Copies to:

**BLAIR L. LOCKWOOD, ESQ.
JEFFREY A. SHERMAN, ESQ.
MICHAEL M. MCGAWN, ESQ.
FAEGRE & BENSON LLP
1700 LINCOLN STREET, SUITE 3200
DENVER, COLORADO 80203
(303) 607-3500**

**KEVIN P. KENNEDY, ESQ.
SIMPSON THACHER & BARTLETT LLP
3330 HILLVIEW AVENUE
PALO ALTO, CALIFORNIA 94304
(650) 251-5000**

APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC: As soon as practicable after this Registration Statement becomes effective.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. 333-112894

If this Form is a post-effective amendment filed pursuant to 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

CALCULATION OF REGISTRATION FEE

Titles of Securities	Amount to be Registered	Proposed Maximum Offering Price per Security	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee
Common stock, \$0.01 par value	690,000	\$33.00	\$22,770,000	\$2,884.96

This Registration Statement shall become effective upon filing with the Commission in accordance with Rule 462(b) under the Securities Act of 1933, as amended.

- (1) Includes 90,000 shares of common stock that may be purchased by the underwriters to cover over-allotments, if any.

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Opinion and Consent of Faegre & Benson LLP

Consent of Ernst & Young LLP

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EXPLANATORY NOTE

The Registration Statement is being filed with the Securities and Exchange Commission pursuant to Rule 462(b) under the Securities Act of 1933, as amended, for the sole purpose of registering additional securities of the same class as were included in our Registration Statement on Form S-3 (File No. 333-112894), as amended, which was declared effective by the Securities and Exchange Commission on June 9, 2004. The contents of such Registration Statement, including the exhibits thereto, are hereby incorporated in their entirety by reference.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant hereby certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this registration statement and any amendment thereto to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Denver, State of Colorado on June 9, 2004.

STARTEK, INC.

Date: June 9, 2004

By: /s/ William E. Meade, Jr.
William E. Meade, Jr.
Principal Executive Officer

Date: June 9, 2004

By: /s/ Eugene L. McKenzie, Jr.
Eugene L. McKenzie, Jr.
Principal Accounting Officer and
Principal Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement and any amendment thereto has been signed below by the following persons on behalf of the Company in the capacities and on the dates indicated.

Date: June 9, 2004

*

A. Emmet Stephenson, Jr., Director, Chairman

Date: June 9, 2004

/s/ William E. Meade, Jr.

William E. Meade, Jr., Director

Date: June 9, 2004

*

Ed Zschau, Director

Date: June 9, 2004

*

Hank Brown, Director

* By: /s/ William E. Meade, Jr.

William E. Meade, Jr., Attorney-in-Fact

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EXHIBIT INDEX

No.	Description
EX 5.1	Opinion and consent of Faegre & Benson LLP
EX 23.1	Consent of Ernst & Young LLP