

AULT INC

Form 3

December 27, 2005

**FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â SL INDUSTRIES INC

(Last) (First) (Middle)

520 FELLOWSHIP  
ROAD,Â SUITE A114

(Street)

MOUNT  
LAUREL,Â NJÂ 08054

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

12/16/2005

3. Issuer Name **and** Ticker or Trading Symbol  
AULT INC [AULT]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☒ 10% Owner  
☐ Officer ☐ Other  
(give title below) (specify below)6. Individual or Joint/Group  
Filing(Check Applicable Line)  
☒ Form filed by One Reporting  
Person  
☐ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common stock, no par value

850,625 <sup>(1)</sup> <sup>(2)</sup>

D

Â

Common stock, no par value

234,169 <sup>(3)</sup>

I

By Corporation

Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)4. Conversion  
or Exercise  
Price of5. Ownership  
Form of  
Derivative6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SL INDUSTRIES INC 520 FELLOWSHIP ROAD SUITE A114 MOUNT LAUREL, NJ 08054	Â	Â X	Â	Â

## Signatures

By: David R. Nuzzo, Vice President  
& CFO

12/27/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Pursuant to an Agreement and Plan of Merger, dated as of December 16, 2005 (the "Merger Agreement"), by and among SL Industries, Inc., a New Jersey Corporation ("SL Industries"), Lakers Acquisition Corp. (the "Offeror"), a Minnesota corporation and a wholly owned subsidiary of SL Industries, and Ault Incorporated, a Minnesota corporation (the "Company"), the Offeror has commenced an offer to purchase all of the shares of common stock, no par value ("Shares"), of the Company that are issued and outstanding for \$2.90 per Share, net to the seller in cash, less any required withholding taxes and without interest. In connection with the Merger Agreement and for the purpose of facilitating the transactions contemplated thereby, SL Industries entered into a Shareholders Agreement, dated as of December 16, 2005 (the "Shareholders Agreement"), with certain of the Company's shareholders party thereto (collectively, the "Tendering Shareholders").

(2) Pursuant to the Shareholders Agreement, the Tendering Shareholders have agreed to tender an aggregate of 850,625 Shares (the "Committed Shares") owned by the Tendering Shareholders to the Offeror. The Committed Shares represent approximately 17% of the issued and outstanding Shares of the Company as of December 16, 2005. SL Industries hereby disclaims beneficial ownership of the Committed Shares, and this Form 3 shall not be construed as an admission that SL Industries, for any purpose, is beneficial owner of the Committed Shares.

(3) These shares are directly held by a wholly-owned subsidiary of SL Industries.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.