

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) May 23, 2003  
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NN, Inc.  
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(Exact name of registrant as specified in its charter)

DELAWARE

0-23486

62-1096725  
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(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

2000 Waters Edge Drive, Johnson City, Tennessee  
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37604

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (423) 743-9151  
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Not applicable  
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(Former name or former address, if changed since last report)

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**Item 5. Other Events**

On May 23, 2003, the Company issued a press release announcing the exercise of an over-allotment option by underwriters. A copy of the press release is attached as Exhibit 99.1 hereto and incorporated herein by reference

**Item 7. Financial Statements and Exhibits.**

(c) EXHIBITS. The following exhibits are filed herewith:

99.1 Press release issued May 23, 2003.

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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 hereunto duly authorized.

NN, INC.

By: /s/ William C. Kelly, Jr.

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William C. Kelly, Jr.,  
Treasurer, Secretary and Chief  
Administrative Officer

RE: NN, Inc.  
2000 Waters Edge Drive  
Johnson City, TN 37604

**FOR FURTHER INFORMATION:**

**AT THE COMPANY:**

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Will Kelly  
Treasurer & Manager of Investor Relations  
(423) 743-9151

**AT FRB|WEBER SHANDWICK**

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Kerry Thalheim Susan Garland  
(General info) (Analyst info)  
212-445-8437 212-445-8458

**FOR IMMEDIATE RELEASE**

MAY 23, 2003

**NN, INC. ANNOUNCES EXERCISE OF OVER-ALLOTMENT OPTION**

**Johnson City, Tenn. - May 23, 2003** - NN, Inc. (Nasdaq: NNBR) today announced it has completed the sale of 533,600 shares of its common stock pursuant to the exercise of the underwriters' over-allotment option which was part of the recent registered common stock offering by the Company and a group of selling stockholders. The Company expects to receive total net proceeds from the offering of approximately \$5.1 million. The managing underwriters for the offering were McDonald Investments Inc. and Legg Mason Wood Walker, Incorporated.

A copy of the prospectus supplement relating to the offering has been filed with the Securities and Exchange Commission. Printed copies of the prospectus supplement and accompanying prospectus relating to the offering may be obtained from McDonald Investments Inc., 800 Superior Avenue, Suite 2100, Cleveland, Ohio 44114.

NN, Inc. manufactures and supplies high precision bearing components consisting of balls, rollers, seals, and retainers for leading bearing manufacturers on a global basis. In addition, the Company manufactures a variety of other plastic components. NN, Inc. had sales of US \$193 million in 2002.

*With the exception of the historical information contained in the release, the matters described herein contain forward-looking statements that are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements involve a number of risks and uncertainties that may cause actual results to be materially different from such forward-looking statements. Such factors include, among others, general economic conditions and economic conditions in the industrial sector, competitive influences, risks that current customers will commence or increase captive production, risks of capacity underutilization, quality issues, availability of raw materials, currency and other risks associated with international trade, the Company's dependence on certain major customers, and other risk factors and cautionary statements listed from time to time in the Company's periodic reports filed with the Securities and Exchange Commission, including, but not limited to, the Company's Annual Report on 10-K for the fiscal year ended December 31, 2002.*