

GENERAL EMPLOYMENT ENTERPRISES INC
Form SC TO-C
August 12, 2002

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

SCHEDULE TO
(Rule 13e-4)

Tender Offer Statement Under Section 14(d)(1) or 13(e)(1)
of the Securities Exchange Act of 1934

General Employment Enterprises, Inc.
(Name of Subject Company (Issuer))

General Employment Enterprises, Inc.
(Name of Filing Person (Offeror))

Options to Purchase Common Stock, No Par Value,
under the General Employment Enterprises, Inc. 1995 Stock Option Plan,
the General Employment Enterprises, Inc. 1997 Stock Option Plan and
the General Employment Enterprises, Inc. 1999 Stock Option Plan
(Title of Class of Securities)

369730106
(CUSIP Number of Class of Securities)

Herbert F. Imhoff, Jr.
General Counsel
General Employment Enterprises, Inc.
One Tower Lane, Suite 2100
Oakbrook Terrace, IL 60181
(630) 954-0400

with copy to:
Robert B. Chapman
FagelHaber LLC
55 E. Monroe Street, 40th Floor
Chicago, IL 60603
(312) 246-7500

(Name, address and telephone numbers of persons authorized to receive
notices and communications on behalf of filing person)

/X/ Check the box if the filing relates solely to
preliminary communications made before the commencement of a
tender offer.

Check the appropriate boxes below to designate any
transactions to which the statement relates:

// third party tender offer subject to Rule 14d-1.
// issuer tender offer subject to Rule 13e-4.
// going-private transaction subject to Rule 13e-3.
// amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment
reporting the results of the tender offer: //

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This Schedule TO is being filed to provide copies of communications made prior to the commencement of a tender offer. Items that have been omitted from this Schedule TO are not required.

Item 12. Exhibits.

| Number | Description of Exhibit |
|--------|------------------------|
|--------|------------------------|

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| (a) (1) | Press Release issued by General Employment Enterprises, Inc. on August 6, 2002. |
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