

CDW Corp

Form 8-K

March 04, 2011

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): March 4, 2011**

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**CDW CORPORATION**

(Exact name of registrant as specified in its charter)

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**Delaware**

**333-169258**

**26-0273989**

(Commission

(I.R.S.

Employer

(State or other jurisdiction of

File Number)

Identification

incorporation)

No.)

**200 N. Milwaukee Avenue**

**Vernon Hills, Illinois**

**60061**

(Zip

(Address of principal executive offices)

Code)

**Registrant's telephone number, including area code: (847) 465-6000**

**None**

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

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01. Other Events.**

On March 4, 2011, CDW Corporation announced that, in connection with the previously announced cash tender offer and consent solicitation by its wholly owned subsidiaries, CDW LLC and CDW Finance Corporation (collectively, the “Issuers”), for all of the Issuers’ outstanding \$890,000,000 aggregate principal amount of 11.00% Senior Exchange Notes due 2015 and all of their outstanding \$316,974,000 aggregate principal amount of 11.50% / 12.25% Senior PIK Election Exchange Notes due 2015, pursuant to the Issuers’ Offer to Purchase and Consent Solicitation Statement, dated as of February 22, 2011, the Issuers are amending the terms of the tender offer and consent solicitation to eliminate the early settlement feature. A copy of the press release announcing elimination of the early settlement feature is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

**Exhibit No.      Description**

99.1                      Press release announcing elimination of the early settlement feature relating to the tender offer and consent solicitation, dated March 4, 2011.

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**SIGNATURES**

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.

CDW CORPORATION

Date: March 4, 2011      By: /s/ Ann E. Ziegler  
Ann E. Ziegler  
Senior Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

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