

Edgar Filing: Mueller Water Products, Inc. - Form 8-K

Mueller Water Products, Inc.
Form 8-K
December 04, 2018

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): December 3, 2018

MUELLER WATER PRODUCTS, INC.
(Exact Name of Registrant as Specified in Its Charter)
Delaware
(State or Other Jurisdiction of Incorporation or
Organization)

0001-32892
(Commission File
Number)

20-3547095
(I.R.S. Employer Identification
Number)

1200 Abernathy Road, Suite 1200
Atlanta, Georgia 30328
(Address of Principal Executive Offices)

(770) 206-4200
(Registrant's telephone number, including area code)

Not applicable
(Former name or former address, if changed since last report)

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))

Indicate by check
mark whether the
registrant is an
emerging growth
company as
defined in Rule
405 of the

Securities Act of
1933 (§230.405 of
this chapter) or
Rule 12b-2 of the
Securities
Exchange Act of
1934 (§240.12b-2
of this chapter).

Emerging
growth o
company

If an
emerging
growth
company,
indicate by
check mark if
the registrant
has elected
not to use the
extended
transition
period for o
complying
with any new
or revised
financial
accounting
standards
provided
pursuant to
Section 13(a)
of the
Exchange
Act.

Item 2.01. Completion of Acquisition or Disposition of Asset.

Mueller Water Products, Inc. (“Mueller”) today announced that it had completed the previously announced acquisition of Krausz Industries Development Ltd. and certain affiliates (“Krausz”) from Eliezer Krausz Industrial Development Ltd., pursuant to a purchase agreement dated November 3, 2018. The purchase price paid in connection with the acquisition was \$140 million in cash, subject to adjustments for cash, indebtedness, transaction expenses and net working capital, which resulted in a cash payment of approximately \$139 million at closing, subject to further adjustments. The purchase price was paid utilizing Mueller’s available cash on hand. The acquisition was previously disclosed in a Current Report on Form 8-K filed by Mueller on November 5, 2018.

Item 7.01. Regulation FD Disclosure.

Mueller today issued a press release announcing the closing of its acquisition of Krausz. A copy of the press release is attached hereto as Exhibit 99.1.

The information provided pursuant to this Item 7.01 of this Current Report on Form 8-K and in Exhibit 99.1 is “furnished” and shall not be deemed to be “filed” with the Securities and Exchange Commission or incorporated by reference in any filing under the Securities Exchange Act of 1934, as amended, or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in any such filings.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 99.1 Press Release, dated December 3, 2018.

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.

Dated: December 3, 2018 MUELLER WATER
PRODUCTS, INC.

By: /s/ Steven S. Heinrichs
Steven S. Heinrichs
Executive Vice
President, General
Counsel and Corporate
Secretary

EXHIBIT INDEX

Exhibit No. Description

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