

CHURCH & DWIGHT CO INC /DE/
Form 8-K
June 09, 2008

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 the report (Date of earliest event reported): June 3, 2008

CHURCH & DWIGHT CO., INC.
(Exact Name of Registrant as Specified in its Charter)

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| Delaware (State or Other Jurisdiction of Incorporation) | 1-10585 (Commission File Number) | 13-4996950 (I.R.S. Employer Identification No.) |
|---|-------------------------------------|---|

469 North Harrison Street, Princeton, New Jersey 08543
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (609) 683-5900
N/A
(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))

ITEM 1.01. Entry into a Material Definitive Agreement.

On June 3, 2008, Church & Dwight Co., Inc. (the “Company”) entered into an Amendment (the “Amendment”) to the Amended and Restated Credit Agreement, dated as of December 23, 2005 (the “Credit Agreement”), with several banks and other financial institutions, The Bank of Nova Scotia, Bank of America, N.A. and National City Bank, each as a documentation agent, Citicorp North America, Inc., as syndication agent, and J.P. Morgan Chase Bank, N.A., as administrative agent. The Amendment provides, in part, (i) the maturity date of the multi-currency revolving credit and letter of credit facility in an aggregate principal amount of up to \$100,000,000 is extended from May 28, 2009 to August 31, 2012, (ii) the annual capital expenditure limitation is increased from \$75,000,000 to \$100,000,000 in 2008 and \$200,000,000 in 2009 and reduced to \$100,000,000 thereafter, (iii) the term loan under the Credit Agreement may be increased by the Company in an additional principal amount of \$250,000,000, and (iv) the amendment of certain other covenants and obligations contained in the Credit Agreement. The Amendment is furnished herewith as Exhibit 99.1 pursuant to this Item 1.01.

ITEM 7.01. Regulation FD Disclosure.

Incorporated by reference is a press release issued by the Company on June 5, 2008 announcing plans to construct a new integrated laundry detergent manufacturing plant and distribution center in York County, Pennsylvania, which is attached hereto as Exhibit 99.2. This information is being furnished under Item 7.01 and, as such, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of such section.

ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits

| Exhibit Number | Description |
|----------------|--|
| 99.1 | Amendment to the Amended and Restated Credit Agreement, dated as of June 3, 2008 |
| 99.2 | Church & Dwight Co., Inc. press release, dated June 5, 2008 |

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.

CHURCH & DWIGHT CO., INC.

Date: June 9, 2008

By: /s/ James R. Craigie
Name: James R. Craigie
Title: Chairman and Chief Executive Officer