

HD Supply Holdings, Inc.
Form 8-K
January 03, 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): **January 3, 2018 (December 28, 2017)**

	Exact name of Registrant as specified in its		I.R.S. Employer
Commission File	charter, Address of principal executive offices	State of	Identification
Number 001-35979	and Telephone number HD SUPPLY HOLDINGS, INC. 3100 Cumberland Boulevard, Suite 1480 Atlanta, Georgia 30339 (770) 852-9000	incorporation Delaware	Number 26-0486780
333-159809	HD SUPPLY, INC.	Delaware	75-2007383

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**3100 Cumberland Boulevard, Suite 1480
Atlanta, Georgia 30339
(770) 852-9000**

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 company ☐

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

Item 8.01. Other Events.

On January 3, 2018, HD Supply Holdings, Inc. (the Company or HD Supply), HD Supply, Inc.'s parent company, issued a press release, filed as Exhibit 99.1 and incorporated herein by reference, announcing the Company had entered into a definitive agreement pursuant to which HD Supply, through an indirect wholly-owned subsidiary, will acquire each of A.H. Harris & Sons, Inc., Kenseal Construction Products, LLC and HarMac Rebar & Steel Corporation (together with certain affiliated entities) for \$380 million, subject to a post-closing working capital adjustment. The transaction is expected to close in the Company's fiscal first quarter of 2018, upon the satisfaction of customary closing conditions, including obtaining required regulatory approvals.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description of Exhibit
99.1	Press Release HD Supply Enters into Definitive Agreement to Purchase A.H. Harris dated January 3, 2018.

EXHIBIT INDEX

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99.1	<u>Press Release HD Supply Enters into Definitive Agreement to Purchase A.H. Harris dated January 3, 2018.</u>

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 3, 2018

HD Supply Holdings, Inc.

By: /s/ Dan S. McDevitt
Dan S. McDevitt
General Counsel and Corporate Secretary

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 3, 2018

HD Supply, Inc.

By: /s/ Dan S. McDevitt
Dan S. McDevitt
General Counsel and Corporate Secretary