

UNIVERSAL COMPRESSION HOLDINGS INC
Form 8-K
May 27, 2005

**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): **May 23, 2005**

**UNIVERSAL COMPRESSION HOLDINGS, INC.
UNIVERSAL COMPRESSION, INC.**

(Exact name of registrants as specified in their charters)

**Delaware
Texas**
(State or other jurisdiction
of incorporation)

**001-15843
333-48279**
(Commission
File Number)

**13-3989167
74-1282680**
(IRS Employer
Identification No.)

**4444 Brittmooore Road
Houston, Texas**
(Address of principal executive offices)

77041
(Zip Code)

Registrants telephone number, including area code: **(713) 335-7000**

N/A

(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 (see General Instruction A.2. below):

- 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 1.01 Entry Into a Material Definitive Agreement.

A. Base Salaries for 2005

On May 23, 2005, the Compensation Committee of the Board of Directors of Universal Compression Holdings, Inc. (the Company) approved the annual base salaries of the Company's executive officers after a review of performance and competitive market data. The following table sets forth the annual base salary levels of the executive officers to be effective as of July 4, 2005:

| NAME | BASE SALARY |
|---------------------|-------------|
| Stephen A. Snider | \$ 500,000 |
| Ernie L. Danner | \$ 320,000 |
| J. Michael Anderson | \$ 295,000 |
| D. Bradley Childers | \$ 275,000 |
| Kirk E. Townsend | \$ 300,000 |
| Richard Leong | \$ 230,000 |

B. Officers Incentive Plan

On April 30, 2004, the Compensation Committee approved the Officers Incentive Plan for the Company's fiscal year 2005 (the 2005 Bonus Plan). The 2005 Bonus Plan provides each executive officer with the potential to earn a cash bonus expressed as a percentage of salary. A summary of the 2005 Bonus Plan is attached hereto as Exhibit 10.1.

Item 9.01 Financial Statements and Exhibits

(c) *Exhibits*

| Exhibit No. | Description |
|-------------|---|
| 10.1 | Summary of Officers Incentive Plan for Fiscal Year 2005 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

**UNIVERSAL COMPRESSION HOLDINGS, INC. UNIVERSAL
COMPRESSION, INC.**

(Registrants)

Date: May 27, 2005

By:

/s/ D. BRADLEY CHILDERS

D. Bradley Childers

Senior Vice President, Business Development, General
Counsel and Secretary

EXHIBIT INDEX

| Exhibit No. | Exhibit |
|--------------------|---|
| 10.1 | Summary of Officers Incentive Plan for Fiscal Year 2005 |