

JACOBS ENGINEERING GROUP INC /DE/

Form 8-K

July 22, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington DC 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): July 21, 2008

**Jacobs Engineering Group Inc.**

(Exact name of Registrant as specified in its charter)

**Delaware**  
(State of incorporation)

**1-7463**  
(SEC File No.)

**95-4081636**  
(IRS Employer identification number)

**1111 S. Arroyo Parkway, Pasadena, California**  
(Address of principal executive offices)

**91105**  
(Zip code)

Registrant's telephone number (including area code): (626) 578-3500

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:

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- “ 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 2.02 Results of Operations and Financial Condition**

On July 21, 2008, Jacobs Engineering Group Inc. (the Company) issued a press release announcing its financial results for the third quarter of fiscal 2008 and for the nine months ended June 30, 2008, and certain other financial information. A copy of the press release is attached to this Form 8-K as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits:

The following exhibit is furnished as part of this Report pursuant to Item 2.02.

- 99.1 Press Release dated July 21, 2008 announcing the Company's financial results for the third quarter of fiscal 2008 and for the nine months ended June 30, 2008 and the Company's earnings guidance for the fiscal year ending September 30, 2008.

The information in this Current Report on Form 8-K, including the exhibit, shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to liabilities of that section. Furthermore, this Current Report on Form 8-K, including the exhibit, shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934.

**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.

JACOBS ENGINEERING GROUP INC.

By: /s/ John W. Prosser, Jr.

Name: John W. Prosser, Jr.

Title: Executive Vice President

Finance and Administration

Date: July 21, 2008

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**Exhibit Index**

**99.1 Press Release dated July 21, 2008**

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