

FERRO CORP  
Form 8-K  
January 26, 2016

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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 25, 2016

Ferro Corporation

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(Exact name of registrant as specified in its charter)

Ohio

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(State or other jurisdiction  
of incorporation)

6060 Parkland Boulevard, Mayfield

Suite 250

Heights, Ohio

1-584

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(Commission  
File Number)

34-0217820

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(I.R.S. Employer  
Identification No.)

44124

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\_\_\_\_\_  
(Address of principal executive offices)

\_\_\_\_\_  
(Zip Code)

Registrant's telephone number, including area code: 216-875-5600

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))
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Item 1.01 Entry into a Material Definitive Agreement.

On January 25, 2016, Ferro Corporation (the “Company”) amended its senior credit agreement (the “Credit Agreement”) by entering into the Incremental Assumption Agreement, by and among the Company, PNC Bank, National Association, as the administrative agent, the collateral agent and as an issuer, JPMorgan Chase Bank, N.A., as an issuer, and various financial institutions as lenders (the “Incremental Agreement”). Capitalized terms used herein but not otherwise defined shall have the meanings prescribed to such terms in the Credit Agreement.

Among other things, the Incremental Agreement increases the Revolving Loan Commitment Amount from \$200,000,000 to \$300,000,000.

The lenders and the agents (and each of their respective subsidiaries or affiliates) under the Incremental Assumption Agreement have in the past provided, and may in the future provide, investment banking, cash management, underwriting, lending, commercial banking, trust, leasing services, foreign exchange and other advisory services to, or engage in transactions with, the Company and its respective subsidiaries or affiliates. These parties have received, and may in the future receive, customary compensation from the Company and its respective subsidiaries or affiliates, for such services.

The foregoing summary is qualified in its entirety by reference to the text of the Incremental Agreement, which is filed as Exhibit 10.1 hereto and is incorporated herein by reference.

Item 2.03 Creation of a Direct Financial Obligation.

The information set forth in Item 1.01 is incorporated herein by reference into this Item 2.03.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

10.1 Incremental Assumption Agreement, dated January 25, 2016, by and among Ferro Corporation , PNC Bank, National Association, as the administrative agent, the collateral agent and as an issuer, JPMorgan Chase Bank, N.A., as an issuer, and various financial institutions as lenders.



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.

Ferro Corporation

January 26, 2016 By: /s/ Jeffrey L. Rutherford

Name: Jeffrey L. Rutherford  
Title: Vice President and Chief Financial Officer



Exhibit Index

10.1	Exhibit Description
No.	
10.1	Incremental Assumption Agreement, dated January 25, 2016, by and among Ferro Corporation , PNC Bank, National Association, as the administrative agent, the collateral agent and as an issuer, JPMorgan Chase Bank, N.A., as an issuer, and various financial institutions as lenders.

