

LIBBEY INC

FORM 8-K (Unscheduled Material Events)

Filed 5/15/2006 For Period Ending 5/15/2006

Address	300 MADISON AVE PO BOX 10060 TOLEDO, Ohio 43604
Telephone	419-325-2100
CIK	0000902274
Industry	Personal & Household Prods.
Sector	Consumer/Non-Cyclical
Fiscal Year	12/31

Powered By **EDGAR**Online

<http://www.edgar-online.com/>

© Copyright 2006. All Rights Reserved.

Distribution and use of this document restricted under EDGAR Onlines Terms of Use.

**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: May 15, 2006
(Date of earliest event reported)**

LIBBEY INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

1-12084
(Commission File Number)

34-1559357
(IRS Employer Identification No.)

**300 Madison Avenue
Toledo, Ohio 43604**
(Address of principal executive offices, including zip code)

(419) 325-2100
(Registrant's telephone number, including area code)

Check the appropriate box 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))
-
-

TABLE OF CONTENTS

Item 7.01. Regulation FD Disclosure

Item 9.01

SIGNATURE

Exhibit Index

Press Release

Table of Contents

Item 7.01. Regulation FD Disclosure.

On May 15, 2006, Libbey Inc. (“Libbey”) issued a press release announcing that its wholly owned subsidiary Libbey Glass Inc. (“Libbey Glass”) plans to issue \$400 million aggregate principal amount of senior notes due 2014 (“Notes”) in a private offering. The Notes will be guaranteed by Libbey and all of Libbey Glass’ existing and future subsidiaries that guarantee any of Libbey Glass’ debt or debt of any subsidiary guarantor. A copy of the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01.

(d) Exhibits.

99.1 Press Release dated May 15, 2006.

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.

Dated: May 15, 2006

LIBBEY INC.

By: /s/ Scott M. Sellick

Name: Scott M. Sellick
Title: Vice President, Chief Financial Officer
(Principal Accounting Officer)

Table of Contents

Exhibit Index

Exhibit No.	Description	Page No.
99.1	Text of press release dated May 15, 2006	E-1



LIBBEY INC.
300 MADISON AVE
P.O. BOX 10060
TOLEDO, OH 43699

NEWS RELEASE

AT THE COMPANY:

Kenneth Boerger
VP/Treasurer
(419) 325-2279

AT FINANCIAL RELATIONS BOARD:

Lisa Fortuna
Analyst Inquiries
(312) 640-6779

FOR IMMEDIATE RELEASE
MONDAY, MAY 15, 2006

**LIBBEY INC. ANNOUNCES LAUNCH OF \$400 MILLION SENIOR
NOTE PRIVATE OFFERING**

TOLEDO, OHIO, MAY 15, 2006—**Libbey Inc. (NYSE: LBY)** (“Libbey” or “Company”) announced today that its wholly owned subsidiary Libbey Glass Inc. (“Libbey Glass”) plans to issue \$400 million aggregate principal amount of senior notes due 2014 (“Notes”) in a private offering. The Notes will be guaranteed by Libbey and all of Libbey Glass’ existing and future subsidiaries that guarantee any of Libbey Glass’ debt or debt of any subsidiary guarantor.

Libbey Glass intends to use the proceeds from the offering, in conjunction with initial borrowings under a new senior secured credit facility to be entered into concurrently with the closing of the offering, to (i) finance the purchase price for the 51% equity interest (bringing Libbey’s ownership to 100%) in its Mexican joint venture (“Crisa”) with Vitro, S.A. de C.V., (ii) repay amounts outstanding under Libbey’s existing senior secured credit facility, (3) redeem Libbey’s currently outstanding senior notes, (4) repay existing indebtedness of Crisa, (5) refinance the euro-denominated working capital line of credit of its wholly owned subsidiary Libbey Europe B.V., and (6) pay related fees, expenses and redemption premiums.

The Notes, the Libbey guarantee and the subsidiary guarantees have not been registered under the Securities Act of 1933, as amended, or any state securities laws, and may not be offered or sold in the United States or to U.S. persons absent registration or an applicable exemption from the registration requirements. This offering will be made only to qualified institutional buyers in accordance with Rule 144A under the Securities Act of 1933, as amended (“Securities Act”), and to non-U.S. persons in accordance with Regulation S under the Securities Act.

This press release shall not constitute an offer to sell or a solicitation of an offer to buy any securities, nor shall there be any sale of securities in any state or jurisdiction in which such

offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

Based in Toledo, Ohio, the Company operates glass tableware manufacturing plants in the United States, Portugal and the Netherlands. Its subsidiaries produce and sell glass tableware, ceramic dinnerware, metal flatware and holloware and plastic items for the foodservice industry.

The above information includes “forward-looking” statements as defined in the Private Securities Litigation Reform Act of 1995. Such statements only reflect the Company’s best assessment at this time and are indicated by words or phrases such as “goal,” “expects,” “believes,” “will,” “estimates,” “anticipates,” or similar phrases. Investors are cautioned that forward- looking statements involve risks and uncertainty, that actual results may differ materially from such statements, and that investors should not place undue reliance on such statements.