

Edgar Filing: BADGER METER INC - Form 8-K

BADGER METER INC  
Form 8-K  
May 01, 2006

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) April 28, 2006

Badger Meter, Inc.  
(Exact name of Registrant as Specified in Charter)

|  |                                    |  |
|--|------------------------------------|--|
| Wisconsin<br>(State or Other Jurisdiction<br>of Incorporation) | 1-6706<br>(Commission File Number) | 39-0143280<br>(IRS Employer<br>Identification No.) |
|--|------------------------------------|--|

|  |                     |
|--|---------------------|
| 4545 W. Brown Deer Rd., Milwaukee, Wisconsin<br>(Address of Principal Executive Offices) | 53223<br>(Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code: (414) 355-0400

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))

Item 8.01 Other Events.  
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On April 28, 2006, the Company issued a press release announcing that its Board of Directors approved a 2-for-1 stock split in the form of a 100% stock dividend on the Company's Common Stock to shareholders of record June 1, 2006, payable June 15, 2006.

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A copy of the press release issued by the Company announcing the foregoing is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.  
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(a) Financial Statements of Business Acquired.  
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Not applicable.

(b) Pro Forma Financial Information.  
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Not applicable.

(c) Shell Company Transactions.  
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Not applicable.

(d) Exhibits.  
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The exhibit listed in the accompanying Exhibit Index is filed as part of this Current Report on Form 8-K.

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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.

BADGER METER, INC.

Date: April 28, 2006

By: /s/ Richard E. Johnson  
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Richard E. Johnson  
Senior Vice President - Finance and  
Treasurer  
Chief Financial Officer

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Exhibit Index to Current Report on Form 8-K  
Dated April 28, 2006

Exhibit  
Number  
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Description  
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(99.1)

Badger Meter, Inc. Press Release, dated April 28, 2006.

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