

CENTEX CORP  
Form 8-K/A  
January 08, 2004

**Table of Contents**

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

**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 22, 2003**

**Centex Corporation**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction  
of incorporation)

**1-6776**  
(Commission File Number)

**75-0778259**  
(IRS Employer  
Identification No.)

**2728 N. Harwood Street, Dallas, Texas**  
(Address of principal executive offices)

**75201**  
(Zip code)

Registrant's telephone number including area code: **(214) 981-5000**

**Not Applicable**

(Former name or former address if changed from last report)

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**TABLE OF CONTENTS**

Item 5. Other Events and Regulation FD Disclosure.

Item 7. Financial Statements and Exhibits.

SIGNATURES

EXHIBIT INDEX

EX-99.1 Press Release

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**Table of Contents**

On July 22, 2003, Centex Corporation ( Centex ) filed a Current Report on Form 8-K, dated July 22, 2003, reporting that (i) Centex, ARG Merger Corporation, a wholly owned subsidiary of Centex, and Centex Construction Products, Inc. ( CXP ) had entered into an Agreement and Plan of Merger (the Merger Agreement ) and (ii) Centex and CXP had entered into a Distribution Agreement (the Distribution Agreement ), in order to facilitate the distribution (the Distribution ) by Centex of its entire equity interest in CXP to the holders of Centex's common stock, par value \$.25 per share, in a tax-free transaction. This Current Report on Form 8-K/A amends the previously filed Form 8-K as described below.

**Item 5. Other Events and Regulation FD Disclosure.**

Centex is hereby filing as Exhibit 99.1 to this Form 8-K/A, a press release, dated January 8, 2004, announcing that the stockholders of Centex Construction Products, Inc. have approved a proposal to reclassify the common stock of CXP into two classes, paving the way for the distribution by Centex to its stockholders, on a tax-free basis, of all shares of CXP held by Centex.

**Item 7. Financial Statements and Exhibits.**

| <b>Exhibit Number</b> | <b>Description</b>                   |
|-----------------------|--------------------------------------|
| 99.1                  | Press Release dated January 8, 2004. |

**Table of Contents**

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.

CENTEX CORPORATION

By: /s/ Raymond G. Smerge

Name: Raymond G. Smerge  
Title: Executive Vice President, Chief Legal Officer  
and Secretary

Date: January 8, 2004.

**Table of Contents**

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                   |
|---------------------------|--------------------------------------|
| 99.1                      | Press Release dated January 8, 2004. |