

Compass Group Diversified Holdings LLC  
Form 8-K  
November 18, 2011

**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): November 18, 2011

**COMPASS DIVERSIFIED HOLDINGS**

(Exact name of registrant as specified in its charter)

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

**0-51937**  
(Commission  
File Number)

**57-6218917**  
(I.R.S. Employer  
Identification No.)

# COMPASS GROUP DIVERSIFIED HOLDINGS LLC

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**0-51938**  
(Commission

File Number)  
**Sixty One Wilton Road**

**Second Floor**

**Westport, CT 06880**

(Address of principal executive offices and zip code)

**20-3812051**  
(I.R.S. Employer

Identification No.)

**Registrant's telephone number, including area code: (203) 221-1703**

Check the appropriate box below if the Form 8-K 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))



**Section 8      Other Events**

**Item 8.01      Other Events**

As previously disclosed by Compass Group Diversified Holdings LLC (the Company) and Compass Diversified Holdings (Holdings and, together with the Company, collectively CODI, us or we) in a Current Report on Form 8-K filed with the Securities and Exchange Commission on October 18, 2011, the Company entered into a Stock Purchase Agreement, dated as of October 17, 2011, with Recruit Co., LTD. and RGF Staffing USA, Inc. (collectively Recruit), pursuant to which the Company and all other shareholders of the Company's subsidiary business, Staffmark Holdings, Inc. (Staffmark), sold all of the issued and outstanding capital stock of Staffmark to Recruit (the Divestiture).

This Current Report on Form 8-K updates the pro forma financial statements of CODI to include the Unaudited Condensed Combined Pro Forma Balance Sheet of Compass Diversified Holdings at September 30, 2011 and notes thereto and the Unaudited Condensed Combined Pro Forma Statement of Operations for the nine months ended September 30, 2011 and notes thereto (collectively, the Pro Forma Financial Statements). The Unaudited Condensed Combined Pro Forma Statements of Operations for the years ended December 31, 2008, 2009 and 2010 previously disclosed in the Form 8-K filed with the Securities and Exchange Commission on October 18, 2011, are included in Exhibit 99.1 for ease of reference. The Pro Forma Financial Statements are filed as Exhibit 99.1 hereto and incorporated by reference herein.

**Section 9      Financial Statements and Exhibits**

**Item 9.01      Financial Statements and Exhibits**

(d) Exhibits.

99.1      Unaudited Condensed Combined Pro Forma Balance Sheet of Compass Diversified Holdings at September 30, 2011 and notes thereto and Unaudited Condensed Combined Pro Forma Statements of Operations for the years ended December 31, 2008, 2009 and 2010 and the nine months ended September 30, 2011 and notes thereto

**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.

Date: November 18, 2011

COMPASS DIVERSIFIED HOLDINGS

By: /s/ James J. Bottiglieri  
James J. Bottiglieri  
*Regular Trustee*

**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.

Date: November 18, 2011

COMPASS GROUP DIVERSIFIED HOLDINGS LLC

By: /s/ James J. Bottiglieri  
James J. Bottiglieri  
*Chief Financial Officer*