

CRAY INC  
Form 8-K  
May 28, 2009

**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): May 27, 2009**

**CRAY INC.**

(Exact name of registrant as specified in its charter)

**Washington**

(State or other Jurisdiction of  
Incorporation)

**0-26820**

(Commission File Number)

**93-0962605**

(IRS Employer Identification No.)

**901 Fifth Avenue, Suite 1000**

**Seattle, WA**

(Address of Principal Executive Offices)

**98164**

(Zip Code)

Registrant's telephone number, including area code: **(206) 701-2000**

**None**

(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))

**Item 8.01 Other Information**

On May 27, 2009, we repurchased an additional \$13,269,000 in principal amount of our 3.0% Convertible Senior Subordinated Notes due 2024 (the Notes ) at a price equal to 98.5% of par value plus accrued interest. The holders of the Notes have the right to put the Notes to us on December 1, 2009. Following this repurchase, we have an aggregate principal amount of \$164,000 of Notes outstanding compared to the original \$80,000,000 principal amount of Notes issued in December 2004.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

May 28, 2009

Cray Inc.

By: /s/ Kenneth W. Johnson  
Kenneth W. Johnson  
Senior Vice President and  
General Counsel