

COVANTA HOLDING CORP  
Form 8-K  
December 05, 2012

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): December 5, 2012

COVANTA HOLDING CORPORATION  
(Exact name of Registrant as Specified in Its Charter)

---

Delaware (State or Other Jurisdiction of Incorporation)	1-06732 (Commission File Number)	95-6021257 (I.R.S. Employer Identification No.)
---------------------------------------------------------------	----------------------------------------	-------------------------------------------------------

445 South Street Morristown, New Jersey (Address of principal executive offices)	7960 (Zip Code)
----------------------------------------------------------------------------------------	--------------------

(862) 345-5000  
(Registrant's telephone number, including area code)

---

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 ( see General Instruction A.2. below):

- 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(b))
- 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 7.01 Regulation FD Disclosure

On December 5, 2012, the Covanta Holding Corporation (the “Company”) issued a press release announcing that it has purchased the Delaware Valley Resource Recovery Facility located in Chester, Pennsylvania from GE Energy Financial Services for \$94 million in cash. The transaction includes the acquisition of approximately \$122 million cash collateral trust and the assumption of \$64 million in facility project debt principal. The purchase price was funded from cash on hand and available liquidity under the Company's revolving credit facility.

A copy of the press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information in this Form 8-K and Exhibit 99.1 is furnished pursuant to Item 7.01 of this Form 8-K and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, or incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

- (a) Financial Statements of Business Acquired – Not Applicable
- (b) Pro Forma Financial Information – Not Applicable
- (c) Exhibits

Exhibit No.	Exhibit
99.1	Press Release, dated December 5, 2012.

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 thereunto duly authorized.

Date: December 5, 2012

COVANTA HOLDING CORPORATION  
(Registrant)

By: /s/ Timothy J. Simpson  
Name: Timothy J. Simpson  
Title: Executive Vice President, General Counsel and Secretary

---

COVANTA HOLDING CORPORATION  
EXHIBIT INDEX

Exhibit No.	Exhibit
99.1	Press Release, dated as of December 5, 2012.