

COOPER CAMERON CORP  
Form 8-K  
September 01, 2005

---

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):

September 1, 2005

Cooper Cameron Corporation

(Exact name of registrant as specified in its charter)

Delaware

1-13884

76-0451843

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1333 West Loop South, Suite 1700, Houston,  
Texas

77027

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

713-513-3300

Not Applicable

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))



**Top of the Form**

**Item 1.01 Entry into a Material Definitive Agreement.**

On September 1, 2005 Cooper Cameron announced that it had agreed to purchase certain businesses of the Flow Control segment of Dresser, Inc. for approximately \$224 million in cash, subject to final adjustments and other matters. In conjunction with this announcement, Cooper Cameron will host a conference call on September 2, 2005 at 9:00 am Eastern time (8:00 am Central) to discuss the acquisition. The call will be broadcast over the internet via the Company's website at [www.coopercameron.com](http://www.coopercameron.com), or may be accessed by dialing 201-689-8261 approximately ten minutes prior to the start time.

The press release is included as Exhibit 99.1 to this Current Report and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

The following is being furnished as an exhibit to this report.

Exhibit 99.1 Press Release of Cooper Cameron Corporation, dated September 1, 2005 -- Cooper Cameron to Acquire Valve Manufacturer

---

**Top of the Form**

**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.

Cooper Cameron Corporation

*September 1, 2005*

By: *William C. Lemmer*

---

*Name: William C. Lemmer*

*Title: Vice President, General Counsel and Secretary*

---

**Top of the Form**

Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release of Cooper Cameron Corporation, dated September 1, 2005 -- Cooper Cameron to Acquire Valve Manufacturer