

DXP ENTERPRISES INC

Form 8-K

October 22, 2007

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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): October 19, 2007**

**Commission file number 0-21513**

**DXP Enterprises, Inc.**

*(Exact name of registrant as specified in its charter)*

**Texas**

(State or other jurisdiction of incorporation or  
organization)

**76-0509661**

(I.R.S. Employer Identification Number)

**7272 Pinemont, Houston, Texas 77040**

(Address of principal executive offices)

**(713) 996-4700**

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:

- 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 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT**

On October 19, 2007, DXP Enterprises, Inc. ("DXP") acquired the business of Indian Fire & Safety . A copy of the definitive agreement is furnished as Exhibit 10.1 hereto, which is incorporated herein by reference.

**ITEM 7.01 REGULATION FD DISCLOSURE**

The following information is furnished pursuant to Regulation FD.

On October 19, 2007, DXP Enterprises, Inc., issued a press release announcing the acquisition of the business of Indian Fire & Safety, a copy of which is furnished as Exhibit 99.1 hereto, which is incorporated herein by reference. Such exhibit (i) is furnished pursuant to Item 2.02 of Form 8-K, (ii) is not to be considered "filed" under the Securities Exchange Act of 1934, as amended (the "Exchange Act") and (iii) shall not be incorporated by reference into any previous or future filings made by or to be made by the Company with the Securities and Exchange Commission under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

The following exhibits are included herein:

10.1 Asset Purchase Agreement Between DXP Enterprises, Inc. and Indian Fire & Safety

99.1 Press Release dated October 19, 2007

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