

Owens Corning
Form 8-K
April 09, 2019

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): April 8, 2019

Owens Corning

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

1-33100
(Commission

File Number)

43-2109021
(IRS Employer

Identification No.)

One Owens Corning Parkway

43659

Toledo, Ohio
(Address of principal executive offices)
(419) 248-8000
(Zip Code)

(Registrant's telephone number, including area code)

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01 Entry into a Material Definitive Agreement.

Receivables Purchase Agreement Amendment

As previously disclosed, on May 5, 2017, Owens Corning Receivables LLC (the Seller) and Owens Corning Sales, LLC (the Originator), each a subsidiary of Owens Corning (the Company), entered into a Second Amended and Restated Receivables Purchase Agreement among the Seller, the Originator, the purchasers signatory thereto and PNC Bank, National Association, as Administrator (the Receivables Purchase Agreement). On April 8, 2019, the parties to the Receivables Purchase Agreement entered into a second amendment to extend the Scheduled Commitment Termination Date from May 5, 2020 to April 8, 2022. The Receivables Purchase Agreement, as amended, now matures on the earliest of April 8, 2022, at the option of the Seller 30 days after the Seller gives notice to the Administrator, or after a termination event.

Credit Agreement Amendment

As previously disclosed, on May 4, 2018, the Company entered into a Credit Agreement among the Company, as borrower, the lenders signatory thereto and Wells Fargo Bank, National Association, as administrative agent (the Credit Agreement). The Credit Agreement provides for, among other matters, a revolving credit facility (the Credit Facility) in an aggregate principal amount of \$800 million, including borrowings and letters of credit. On April 9, 2019, pursuant to the terms of the Credit Agreement, the parties to the Credit Agreement entered into an amendment (the Extension Agreement) to extend the maturity date of the Credit Facility by one year. The Credit Facility, as amended, now matures on the earlier of May 3, 2024, the date of acceleration pursuant to its terms, or the date the commitments thereunder are terminated pursuant to the terms thereof.

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.

OWENS CORNING

April 9, 2019

By: /s/ Ava Harter
Ava Harter
Senior Vice President, General Counsel and
Secretary