

DIMON INC  
Form 8-K  
March 08, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

March 8, 2005

Date of Report (Date of earliest event reported)

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**DIMON INCORPORATED**

(Exact name of registrant as specified in its charter)

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Virginia  
(State or other jurisdiction

000-25734, 001-13684  
(Commission File Number)

54-1746567  
(I.R.S. Employer

of Incorporation)

Identification No.)

512 Bridge Street, Danville, Virginia  
(Address of principal executive offices)

24541  
(Zip Code)

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Registrant's telephone number, including area code: (434) 792-7511

N/A

(Former name of former address, if changed since last report)

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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))
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**ITEM 8.01 OTHER EVENTS**

On March 8, 2005, DIMON Incorporated issued a press release announcing that on that date it had commenced (1) a cash tender offer for any and all of its outstanding (a) 9<sup>5</sup>/<sub>8</sub>% Senior Notes due 2011 (the 9<sup>5</sup>/<sub>8</sub>% Notes ) and (b) 7<sup>1</sup>/<sub>4</sub>% Senior Notes due 2013 (the 7<sup>1</sup>/<sub>4</sub>% Notes, and collectively with the 9<sup>5</sup>/<sub>8</sub>% Notes, the Notes ), and (2) a solicitation of consents to amend each of the indentures governing the Notes. The terms of the tender offer and consent solicitation are described in the press release, which is attached as Exhibit 99.1 to this Form 8-K and incorporated herein by reference.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(c) Exhibits

| <u>Exhibit No.</u> | <u>Description</u>   |
|--------------------|--|
| 99.1               | DIMON Incorporated press release, issued on March 8, 2005, announcing that on that date it had commenced (1) a cash tender offer for any and all of its outstanding (a) 9 <sup>5</sup> / <sub>8</sub> % Senior Notes due 2011 (the 9 <sup>5</sup> / <sub>8</sub> % Notes ) and (b) 7 <sup>1</sup> / <sub>4</sub> % Senior Notes due 2013 (the 7 <sup>1</sup> / <sub>4</sub> % Notes, and collectively with the 9 <sup>5</sup> / <sub>8</sub> % Notes, the Notes ), and (2) a solicitation of consents to amend each of the indentures governing the Notes. |

**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.

**DIMON INCORPORATED**  
(Registrant)

Date: March 8, 2005

BY: /s/ James A. Cooley

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James A. Cooley  
Senior Vice President - Chief Financial Officer

**EXHIBIT INDEX**

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