

ESTERLINE TECHNOLOGIES CORP

Form 8-K

September 04, 2014

**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**

**September 3, 2014**

**Date of Report (Date of earliest event reported)**

**ESTERLINE TECHNOLOGIES CORPORATION**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**001-06357**  
**(Commission**  
  
**File No.)**

**13-2595091**  
**(IRS Employer**  
  
**Identification No.)**

**500-108<sup>th</sup> Avenue NE, Bellevue, Washington**  
**(Address of principal executive offices)**  
**(425) 453-9400**

**98004**  
**(Zip Code)**

**(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 communication 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 2.02 Results of Operations and Financial Condition.**

On September 4, 2014, Esterline Technologies Corporation ( Esterline ) issued a press release announcing financial results for the three and nine months ended August 1, 2014. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference. The press release should be read in conjunction with the note regarding forward-looking statements, which is included in the text of the press release.

**Item 2.05 Costs Associated with Exit or Disposal Activities.**

On September 3, 2014, Esterline approved a plan to sell certain non-core business units following an evaluation of its businesses. The businesses Esterline plans to divest include Eclipse Electronic Systems, Inc., a manufacturer of embedded communication intercept receivers for signal intelligence applications, Pacific Aerospace and Electronics Inc., a manufacturer of hermetically sealed electrical connectors, Wallop Defence Systems, Ltd., a manufacturer of flare countermeasure devices, and an immaterial distribution business. Beginning in the fourth fiscal quarter of 2014, these businesses will be reported as discontinued operations. Based upon a range of projected fair values, Esterline s management expects to incur an estimated after-tax loss of between \$55 million and \$75 million in the fourth fiscal quarter of 2014 on the assets held for sale.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release announcing financial results issued by Esterline Technologies Corporation dated September 4, 2014.

**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.

**ESTERLINE TECHNOLOGIES CORPORATION**

Dated: September 4, 2014

By: /s/ ROBERT D. GEORGE

**Name: Robert D. George**

**Title: Vice President, Chief Financial Officer and**

**Corporate Development**

**EXHIBIT INDEX**

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