Warner Music Group Corp. Form 8-K December 18, 2006

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): December 18, 2006

Warner Music Group Corp.

(Exact name of Co-Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 001-32502 (Commission File Number) 13-4271875 (IRS Employer Identification No.)

75 Rockefeller Plaza, New York, New York (Address of principal executive offices)

10019 (Zip Code)

Co-Registrant s telephone number, including area code: (212) 275-2000

WMG Acquisition Corp.

(Exact name of Co-Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 333-121322 (Commission File Number) 68-0576630 (IRS Employer Identification No.)

75 Rockefeller Plaza, New York, New York (Address of principal executive offices)

10019 (Zip Code)

Co-Registrant s telephone number, including area code: (212) 275-2000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Co-Registrants under any of the following provisions:

Edgar Filing: Warner Music Group Corp. - Form 8-K

- " 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 8.01. OTHER EVENTS.

On December 18, 2006, Warner Music Group Corp. (the Company) issued a press release in connection with its agreement to acquire 73.5% of Roadrunner Music Group, B.V. (Roadrunner Records), which is furnished as Exhibit 99.1 hereto.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits. The following Exhibit is furnished as part of this Current Report on Form 8-K.

Exhibit No. Description

99.1 Press release issued by Warner Music Group Corp. on December 18, 2006.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Co-Registrants have duly caused this report to be signed on their behalf by the undersigned thereunto duly authorized.

Warner Music Group Corp.

Date: December 18, 2006

By: /s/ Michael D. Fleisher

Michael D. Fleisher

Chief Financial Officer

WMG Acquisition Corp.

Date: December 18, 2006

By: /s/ Michael D. Fleisher

Michael D. Fleisher

Chief Financial Officer

3

EXHIBIT INDEX

Exhibit No. Description

99.1 Press release issued by Warner Music Group Corp. on December 18, 2006.

4