

CHAMPION ENTERPRISES INC  
Form 8-K  
January 19, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): January 19, 2010 (January 15, 2010)  
Champion Enterprises, Inc.**

(Exact Name of Registrant as Specified in Its Charter)  
Michigan

(State or Other Jurisdiction of Incorporation)

1-9751

38-2743168

(Commission File Number)

(IRS Employer Identification No.)

755 W Big Beaver Rd, Suite 1000, Troy, Michigan

48084

(Address of Principal Executive Offices)

(Zip Code)

(248) 614-8200

(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))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On January 15, 2010, Champion Home Builders Co. ( "Champion Homes" ), a wholly-owned subsidiary of Champion Enterprises, Inc. (the "Company" ), the Company and certain additional subsidiaries of the Company received confirmation that it had received the necessary signatures to make effective a Second Amendment to the Debtor-in-Possession Credit Agreement (the "Second Amendment to the DIP Credit Agreement" ) with Credit Suisse AG, Cayman Islands Branch ( "Credit Suisse" ), as Administrative Agent and Collateral Agent, and the lenders party thereto (the "Lenders" ). The Second Amendment to the DIP Credit Agreement is effective as of January 8, 2010, and extends certain deadlines under the previous version of the DIP Credit Agreement. The total amount of the DIP Credit Agreement remains unchanged.

On January 6, 2010, the Bankruptcy Court entered a Final Order approving the DIP Credit Agreement and permitting certain modifications to the DIP Credit Agreement consistent with the order.

The foregoing description of the Second Amendment to the DIP Credit Agreement is qualified in its entirety by reference to the full text of the Second Amendment to the DIP Credit Agreement, which is filed as Exhibit 10.1 hereto and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit  
Number

10.1 Second Amendment to the DIP Credit Agreement

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**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.

CHAMPION ENTERPRISES, INC.

By: /s/ Roger K. Scholten  
Roger K. Scholten  
Senior Vice President, General Counsel, and  
Secretary

Date: January 19, 2010