

CDW Corp  
Form 8-K  
March 11, 2011

**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): March 11, 2011

**CDW CORPORATION**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

333-169258  
(Commission  
File Number)

26-0273989  
(I.R.S. Employer  
Identification No.)

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**200 N. Milwaukee Avenue**

**Vernon Hills, Illinois**  
(Address of principal executive offices)

**60061**  
(Zip Code)

**Registrant's telephone number, including area code: (847) 465-6000**

**None**

**(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))

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

On March 11, 2011, CDW LLC entered into an amendment to its term loan agreement among CDW LLC, CDW Corporation, the guarantors named therein, Morgan Stanley Senior Funding, Inc., as administrative agent, Morgan Stanley & Co. Incorporated and the lenders named therein (the Term Loan Amendment ). Several of the provisions of the Term Loan Amendment are expected to become effective on March 14, 2011 and will, among other things, (i) reduce the applicable percentage with respect to the extended portion of the term loan facility as well as establish a LIBOR floor of 1.25% and a base rate floor of 2.25% and (ii) reset the general restricted payments basket to its original amount of \$25,000,000.

The description of the Term Loan Amendment contained in this Current Report on Form 8-K is qualified in its entirety by reference to the complete text of the Term Loan Amendment, a copy of which is filed herewith as Exhibit 10.1, which is incorporated herein by reference.

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

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
10.1	Amendment No. 3, dated as of March 11, 2011, among CDW LLC, CDW Corporation, the guarantors named therein, Morgan Stanley Senior Funding, Inc., as administrative agent, Morgan Stanley & Co. Incorporated and the lenders named therein.

**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.

CDW CORPORATION

Date: March 11, 2011

By: /s/ Christine A. Leahy  
Christine A. Leahy  
Senior Vice President, General Counsel and Corporate Secretary

**EXHIBIT INDEX**

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