

CHAMPION ENTERPRISES INC

Form 8-K

February 16, 2005

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**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): February 15, 2005

CHAMPION ENTERPRISES, INC.

(Exact name of registrant as specified in its charter)

Michigan	1-9751	38-2743168
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

2701 Cambridge Court, Suite 300
Auburn Hills, Michigan 48326

(Address of principal executive offices)

Registrant's telephone number, including area code: (248) 340-9090

N/A

(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 140.14a-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 2.02. Results of Operations and Financial Condition.

On February 15, 2005, Champion Enterprises, Inc. issued a press release announcing its financial results for the fourth quarter and fiscal year ended January 1, 2005. This press release is being furnished pursuant to Item 2.02 of Form 8-K. The full text of the press release is furnished as Exhibit 99.1 to this Report and is incorporated herein by reference.

The registrant's press release issued February 15, 2005 contains a table that reconciles net income (loss) and includes a subtotal of pretax internal operating results, which excludes mark-to-market charges for a stock warrant, debt retirement (loss) gain, restructuring charges, income tax (expense) benefit, and income (loss) from discontinued operations. Management believes that pretax internal operating results, which exclude non-cash capital structure related items, restructuring charges, income taxes, and discontinued operations, is useful in understanding the results of its core operations of producing and selling factory-built housing.

Item 9.01. Financial Statements and Exhibits.

Exhibits.

Exhibit Number	
99.1	Press Release dated February 15, 2005.

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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 hereunto duly authorized.

CHAMPION ENTERPRISES, INC.

/s/ Phyllis A. Knight
Phyllis A. Knight,
Executive Vice President and
Chief Financial Officer

Date: February 15, 2005

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Exhibit No.	Description
99.1	Press Release dated February 15, 2005