

GREENBRIER COMPANIES INC

Form 8-K

December 07, 2004

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**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 1, 2004

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**THE GREENBRIER COMPANIES, INC.**  
(Exact name of registrant as specified in its charter)

Commission File No. 1-13146

Delaware  
(State of Incorporation)

93-0816972  
(I.R.S. Employer Identification  
No.)

One Centerpointe Drive, Suite 200, Lake Oswego, OR 97035  
(Address of principal executive offices) (Zip Code)

(503) 684-7000  
(Registrant's telephone number, including area code)

Former name or former address, if changed since last report: N/A

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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 (see General Instruction A.2. below):

- 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 December 1, 2004, the Company acquired 100% of Greenbrier-Concarril, LLC, whose wholly owned subsidiary, Gunderson-Concarril S.A. de C.V., manufactures railroad freight cars at a plant in Sahagun, Mexico. Greenbrier-Concarril, LLC was a joint venture formed by the Company and Bombardier Transit Corporation ( Bombardier ) in Mexico in 1998. The acquisition was made pursuant to an Interest Redemption Agreement (the Agreement ) among the Company, Bombardier, Bombardier Transportation Mexico S.A. de C.V., Greenbrier-Concarril, LLC and Gunderson-Concarril. Under the Agreement, Greenbrier will pay Bombardier approximately U.S. \$10 million in cash installments over time.

Attached as Exhibit 99.1 and incorporated by reference herein is a copy of the Company s announcement regarding its acquisition of Bombardier s interest in the Mexican manufacturing joint venture.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits:

99.1 Press Release dated December 7, 2004 entitled Greenbrier acquires Bombardier s 50% interest in Mexican freight car venture; Acquisition is expected to be accretive to earnings in 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 thereunto duly authorized.

**THE GREENBRIER COMPANIES, INC.**

Date: December 7, 2004

By: /s/ Larry G. Brady

Larry G. Brady  
Senior Vice President  
and Chief Financial Officer

(Principal Financial and  
Accounting Officer)