

SIMPSON MANUFACTURING CO INC /CA/

Form 8-K

July 26, 2005

**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): **July 25, 2005**

**Simpson Manufacturing Co., Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**0-23804**

(Commission  
file number)

**94-3196943**

(I.R.S. Employer  
Identification No.)

**4120 Dublin Boulevard, Suite 400, Dublin, CA 94568**

(Address of principal executive offices)

(Registrant's telephone number, including area code): **(925) 560-9000**

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-2)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o 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 July 25, 2005, Simpson Manufacturing Co., Inc. (the Company) entered into an agreement with Vacaville Investors, a related party, to purchase a building in Vacaville, California, for approximately \$5.7 million. The building is approximately 125,000 square feet and is currently being leased by the Company's subsidiary, Simpson Dura-Vent Company, Inc. Subject to satisfactory completion of the Company's due diligence and satisfaction of other customary conditions, the transaction is expected to close in January 2008. The transaction was unanimously approved by the independent members of the Company's Board of Directors.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits:

<b>Exhibit Number</b>	<b>Description</b>
10.1	Purchase and Sale Agreement and Joint Escrow Instructions, dated as of July 21, 2005, between Vacaville Investors and Simpson Manufacturing Co., Inc.
10.2	Memorandum of Purchase and Sale Agreement, dated as of July 21, 2005, between Vacaville Investors and Simpson Manufacturing Co., Inc.

**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.

**Simpson Manufacturing Co., Inc.**  
(Registrant)

**DATE:** July 26, 2005

By /s/Michael J. Herbert  
Michael J. Herbert  
Chief Financial Officer