

NN INC
Form 8-K
November 05, 2009

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): November 5, 2009

NN, INC.

(Exact name of registrant as specified in its charter)

| | | |
|--|-------------------------------------|---|
| Delaware (State or other jurisdiction of incorporation) | 0-23486 (Commission File Number) | 62-1096725 (IRS Employer Identification No.) |
| 2000 Waters Edge Drive Johnson City, Tennessee (Address of principal executive offices) | | 37604 (Zip Code) |

Registrant's telephone number, including area code: (423)743-9151

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17CFT 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFT 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17CFT 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13c-4(c) under the Exchange Act (17CFT 240.13c-4(c))



ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITIONS

Published as Exhibit 99.1 is NN Inc.'s press release dated November 5, 2009 regarding the results for the third quarter ended September 30, 2009. The attached press release includes the following non-GAAP measures: Net (loss) excluding restructuring and other special charges and net income excluding restructuring and other special charges.

These non-GAAP measures are not in accordance with, or an alternative for, generally accepted accounting principles and may be different from non-GAAP measures used by other companies. In addition, these non-GAAP measures are not based on any comprehensive set of accounting rules or principles. We believe that non-GAAP measures have limitations in that they do not reflect all of the amounts associated with our results of operations as determined in accordance with GAAP and that these measures should only be used to evaluate our results of operations in conjunction with the corresponding GAAP measures.

Our management uses financial information that does not include (a) after- tax restructuring charges related to restructuring efforts at the Veenendaal, The Netherlands facility, (b) after-tax charges related to the closure of our Kilkenny, Ireland and Hamilton, Ohio facilities, (c) the recording of a valuation allowance on deferred taxes, (d) after-tax gain on the sale of surplus land in The Netherlands and (e) an Italian tax adjustment.

We use these non-GAAP financial measures in making operating decisions because we believe the measures provide meaningful supplemental information regarding our core operational performance. We use these measures to help make budgeting and spending decisions. Further, these non-GAAP financial measures facilitate management's internal comparisons to our historical operating results.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

The following exhibit is furnished pursuant to Item 2.02, is not considered "filed" under the Securities Exchange Act of 1934, as amended, and shall not be incorporated by reference into any of the previous or future filings of NN, Inc. under the Securities Act of 1933, as amended, or the Exchange Act.

Exhibit:

| Exhibit Number | Description of Exhibit |
|----------------|---|
| 99.1 | Press Release of NN, Inc. dated November 5, 2009. |

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.

NN, INC.

Date: November 5, 2009

By: /s/ William C. Kelly, Jr.
Name : William C. Kelly, Jr.
Title : Vice President and Chief
Administrative Officer