

Compass Diversified Holdings  
Form 8-K  
June 03, 2009

**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): June 3, 2009**

**COMPASS DIVERSIFIED HOLDINGS**

(Exact name of registrant as specified in its charter)

|                                                                      |                                            |                                                              |
|----------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------|
| <b>Delaware</b><br>(State or other jurisdiction<br>of incorporation) | <b>0-51937</b><br>(Commission File Number) | <b>57-6218917</b><br>(I.R.S. Employer Identification<br>No.) |
|----------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------|

**COMPASS GROUP DIVERSIFIED HOLDINGS LLC**

(Exact name of registrant as specified in its charter)

|                                                                      |                                            |                                                              |
|----------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------|
| <b>Delaware</b><br>(State or other jurisdiction<br>of incorporation) | <b>0-51938</b><br>(Commission File Number) | <b>20-3812051</b><br>(I.R.S. Employer Identification<br>No.) |
|----------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------|

**Sixty One Wilton Road  
Second Floor  
Westport, CT 06880**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(203) 221-1703**

Check the appropriate box below if the Form 8-K 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))
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**Section 7 Regulation FD**

**Item 7.01 Regulation FD Disclosure.**

Compass Group Diversified Holdings LLC and Compass Diversified Holdings (NASDAQ: CODI) (collectively CODI or the Company ) announced today that it expects to earn from \$3.5 million to \$5.0 million in Cash Available for Distribution and Reinvestment for the second quarter of 2009 and from \$21.0 million to \$24.5 million for the full year 2009. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

The information in this Item 7.01 and Exhibit 99.1 is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act ) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth in such filing.

**Section 9 Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release dated June 3, 2009.

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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.

Date: June 3, 2009

COMPASS DIVERSIFIED HOLDINGS

By: /s/ James J. Bottiglieri  
James J. Bottiglieri  
*Regular Trustee*

**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.

Date: June 3, 2009

COMPASS GROUP DIVERSIFIED  
HOLDINGS LLC

By: /s/ James J. Bottiglieri  
James J. Bottiglieri  
*Chief Financial Officer*