

UNIVERSAL COMPRESSION HOLDINGS INC  
Form 8-K  
May 27, 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): **May 23, 2005**

**UNIVERSAL COMPRESSION HOLDINGS, INC.  
UNIVERSAL COMPRESSION, INC.**

(Exact name of registrants as specified in their charters)

**Delaware  
Texas**  
(State or other jurisdiction  
of incorporation)

**001-15843  
333-48279**  
(Commission  
File Number)

**13-3989167  
74-1282680**  
(IRS Employer  
Identification No.)

**4444 Brittmoores Road  
Houston, Texas**  
(Address of principal executive offices)

**77041**  
(Zip Code)

Registrants telephone number, including area code: **(713) 335-7000**

N/A

(Former name or former address, if changed since last report.)

## Edgar Filing: UNIVERSAL COMPRESSION HOLDINGS INC - Form 8-K

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.**

A. Base Salaries for 2005

On May 23, 2005, the Compensation Committee of the Board of Directors of Universal Compression Holdings, Inc. (the Company) approved the annual base salaries of the Company's executive officers after a review of performance and competitive market data. The following table sets forth the annual base salary levels of the executive officers to be effective as of July 4, 2005:

NAME	BASE SALARY
Stephen A. Snider	\$ 500,000
Ernie L. Danner	\$ 320,000
J. Michael Anderson	\$ 295,000
D. Bradley Childers	\$ 275,000
Kirk E. Townsend	\$ 300,000
Richard Leong	\$ 230,000

B. Officers' Incentive Plan

On April 30, 2004, the Compensation Committee approved the Officers' Incentive Plan for the Company's fiscal year 2005 (the 2005 Bonus Plan). The 2005 Bonus Plan provides each executive officer with the potential to earn a cash bonus expressed as a percentage of salary. A summary of the 2005 Bonus Plan is attached hereto as Exhibit 10.1.

**Item 9.01 Financial Statements and Exhibits**

(c) *Exhibits*

Exhibit No.	Description
10.1	Summary of Officers' Incentive Plan for Fiscal Year 2005

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

**UNIVERSAL COMPRESSION HOLDINGS, INC. UNIVERSAL  
COMPRESSION, INC.**

(Registrants)

Date: May 27, 2005

By:

/s/ D. BRADLEY CHILDERS

D. Bradley Childers

Senior Vice President, Business Development, General  
Counsel and Secretary

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Exhibit</b>
10.1	Summary of Officers Incentive Plan for Fiscal Year 2005