

HELEN OF TROY LTD  
Form 8-K  
July 02, 2004

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 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): **June 29, 2004**

**HELEN OF TROY LIMITED**

(Exact Name of Registrant as Specified in its Charter)

**Bermuda**  
(State or Other Jurisdiction  
of Incorporation)

**001-14669**  
(Commission  
File Number)

**74-2692550**  
(IRS Employer  
Identification No.)

**Clarendon House  
Church Street  
Hamilton, Bermuda**  
(Business Address of Registrant)

**One Helen of Troy Plaza  
El Paso, Texas 79912**  
(United States Mailing Address of Registrant)

Registrant's telephone number, including area code: **(915) 225-8000**

**No Change**  
(Former Name or Former Address, if Changed Since Last Report)

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EXHIBIT INDEX

Note Purchase Agreement

Press Release

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**Item 5. Other Events.**

On July 1, 2004, Helen of Troy Limited (the Company ) announced that the Company entered into a Note Purchase Agreement, dated as of June 29, 2004 (the Note Purchase Agreement ), with Helen of Troy L.P., Helen of Troy Limited (Barbados) and the purchasers listed in Schedule A to the Note Purchase Agreement providing for the issuance of \$100,000,000 of Helen of Troy L.P.'s Floating Rate Series A Senior Notes due June 29, 2009, \$50,000,000 of Helen of Troy L.P.'s Floating Rate Series B Senior Notes due June 29, 2011 and \$75,000,000 of Helen of Troy L.P.'s Floating Rate Series C Senior Notes due June 29, 2014 (collectively, the Senior Notes ). Banc of America Securities LLC arranged the financing of the Senior Notes through a group of ten institutional investors. The proceeds from the issuance were used to retire a \$200,000,000 bridge facility and to repay the outstanding borrowings on an existing \$75,000,000 bank revolving facility.

The press release and Note Purchase Agreement are attached hereto and incorporated herein by reference.

**Item 7. Exhibits.**

<b>Exhibit Number</b>	<b>Description</b>
10.1	Note Purchase Agreement, dated June 29, 2004, by and among Helen of Troy Limited (Bermuda), Helen of Troy L.P., Helen of Troy Limited (Barbados) and the purchasers listed in Schedule A thereto.
99.1	Press Release dated July 1, 2004.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**HELEN OF TROY LIMITED**

Date: July 2, 2004

By: /s/ Thomas J. Benson

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Thomas J. Benson  
Senior Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
10.1	Note Purchase Agreement, dated June 29, 2004, by and among Helen of Troy Limited (Bermuda), Helen of Troy L.P., Helen of Troy Limited (Barbados) and the purchasers listed in Schedule A thereto.
99.1	Press Release dated July 1, 2004.