

**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): **August 4, 2009**

**Colfax Corporation**

(Exact name of registrant as specified in its charter)

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

**001-34045**  
(Commission  
File Number)

**54-1887631**  
(I.R.S. Employer  
Identification No.)

**8730 Stony Point Parkway, Suite 150**  
**Richmond, VA 23235**  
(Address of Principal Executive Offices) (Zip Code)

**(804) 560-4070**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed since last report)

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-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 2.05. Costs Associated with Exit or Disposal Activities.**

On August 4, 2009, Colfax Corporation (the “Company”) committed to and announced its plan to close the Company’s plant in Sanford, N.C. (the “Sanford Plant”). The Sanford Plant is scheduled to be closed by the end of the year. The Company expects to recognize cash expenses related to the closure of approximately \$2.3 million, which consists of severance and other employee termination-related costs of approximately \$1.1 million and employee and equipment relocation costs of approximately \$1.2 million. The Company anticipates recognizing these charges in 2009. These costs are estimates and may vary based on numerous factors, including the timing of the Sanford Plant closing and changes from management’s assumptions and projections. The Company may incur non-cash asset impairment charges related to the building and equipment in the third quarter of 2009. The amount of any such non-cash asset impairment charges cannot currently be estimated and, as a result, the Company is unable to estimate the total charges it expects to incur at this time. A copy of the Press Release announcing the plan to close the Sanford Plant is appended to this report as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

99.1 Colfax Corporation press release dated August 4, 2009, announcing the plan to close the Sanford Plant.

**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.

**Colfax Corporation**

Date: August 4, 2009

By: /s/ JOHN A. YOUNG  
Name: John A. Young  
Title: President and Chief Executive Officer

**EXHIBIT INDEX**

99.1 Colfax Corporation press release dated August 4, 2009, announcing the plan to close the Sanford Plant.



**Colfax Corporation**  
 8730 Stony Point Parkway  
 Suite 150  
 Richmond, VA 23235  
 USA  
 Tel: (804) 560-4070  
 Fax: (804) 560-4076  
[www.colfaxcorp.com](http://www.colfaxcorp.com)

**FOR IMMEDIATE RELEASE**

CONTACT:  
 Mitzi Reynolds  
 (804) 327-5689  
[mitzi.reynolds@colfaxcorp.com](mailto:mitzi.reynolds@colfaxcorp.com)

**Colfax Closing Plant in Sanford, North Carolina  
 Operations to Be Consolidated into Other Facilities**

**RICHMOND, VA – August 4, 2009** –Colfax Corporation (NYSE: CFX), a global leader in fluid-handling solutions for critical applications, announced today that it will close its plant in Sanford, N.C. Production for its Zenith gear pumps will move to the company’s facilities in Monroe, N.C. and Columbia, Ky. This consolidation is expected to reduce the company’s cost structure by approximately \$2.3 million annually (\$1.4 million after taxes or 3 cents per share). The Sanford plant, which employs 68 people, is scheduled to close by the end of the year.

John A. Young, President and CEO of Colfax said: “We regret the impact of the plant closing on our employees in Sanford, but we must continue to reduce costs and align capacity with the demands of our global customer base. This consolidation will better position us as our end markets recover.”

Colfax expects to recognize cash expenses related to the closure of approximately \$2.3 million (\$1.4 million after taxes or 3 cents per share), including severance and other employee termination-related costs of approximately \$1.1 million and employee and equipment relocation costs of approximately \$1.2 million. The company anticipates recognizing these charges in 2009.

**ABOUT COLFAX CORPORATION** – Colfax Corporation is a global leader in critical fluid-handling products and technologies. Through its global operating subsidiaries, Colfax manufactures positive displacement industrial pumps and valves used in oil & gas, power generation, commercial marine, global naval and general industrial markets. Colfax’s operating subsidiaries supply products under the well-known brands Allweiler, Fairmount Automation, Houttuin, Imo, LSC, Portland Valve, Tushaco, Warren and Zenith. Colfax is traded on the NYSE under the ticker “CFX.” Additional information about Colfax is available at [www.colfaxcorp.com](http://www.colfaxcorp.com).

**CAUTIONARY NOTE CONCERNING FORWARD LOOKING STATEMENTS:**

This press release may contain forward-looking statements, including forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Such forward-looking statements include, but are not limited to, statements concerning Colfax’s plans, objectives, expectations and intentions and other statements that are not historical or current facts. Forward-looking statements are based on Colfax’s current expectations and involve risks and uncertainties that could cause actual results to differ materially from those expressed or implied in such forward-looking statements. Factors that could cause Colfax’s results to differ materially from current expectations include, but are not limited to factors detailed in Colfax’s reports filed with the U.S. Securities and Exchange Commission as well as its Annual Report on Form 10-K under the caption “Risk Factors”. In addition, these statements are based on a number of assumptions that are subject to change. This press release speaks only as of this date. Colfax disclaims any duty to update the information herein.

The term “Colfax” in reference to the activities described in this press release may mean one or more of Colfax’s global operating subsidiaries and/or their internal business divisions and does not necessarily indicate activities engaged in by Colfax Corporation.

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