

CALLAWAY GOLF CO  
Form 8-K  
October 25, 2012

**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**

October 25, 2012

Date of Report (Date of earliest event reported)

CALLAWAY GOLF COMPANY

(Exact name of registrant as specified in its charter)

DELAWARE                      1-10962              95-3797580

(State or other jurisdiction (Commission (IRS Employer  
of incorporation)              File Number) Identification No.)

**2180 RUTHERFORD ROAD, CARLSBAD, CALIFORNIA 92008-7328**

(Address of principal executive offices)                      (Zip Code)

**(760) 931-1771**

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 (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))

**Item 2.02 Results of Operations and Financial Condition.\***

On October 25, 2012, Callaway Golf Company issued a press release captioned “Callaway Golf Company Announces Third Quarter and Year-to-Date 2012 Results; Provides Update on Cost-Reduction Initiatives; and Provides Revised Full Year Guidance.” A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by this reference.

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

(c) Exhibits.

The following exhibit is  
being furnished herewith:

Exhibit 99.1	Press Release, dated October 25, 2012, captioned “Callaway Golf Company Announces Third Quarter and Year-to-Date 2012 Results; Provides Update on Cost-Reduction Initiatives; and Provides Revised Full Year Guidance.”
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\* The information furnished under Item 2.02 and Item 9.01 of this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any registration statement or other filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.



**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.

CALLAWAY GOLF COMPANY

Date: October 25, 2012 By: /s/ Brian P. Lynch

Name: Brian P. Lynch

Title: Senior Vice President, General Counsel and Corporate Secretary

**Exhibit Index**

Exhibit Number	Description
99.1	Press Release, dated October 25, 2012, captioned “Callaway Golf Company Announces Third Quarter and Year-to-Date 2012 Results; Provides Update on Cost-Reduction Initiatives; and Provides Revised Full Year Guidance.”