

BIG 5 SPORTING GOODS CORP

Form 8-K

May 06, 2010

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**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 3, 2010**

**BIG 5 SPORTING GOODS CORPORATION**  
(Exact name of registrant as specified in charter)

Delaware	000-49850	95-4388794
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
2525 East El Segundo Boulevard, El Segundo, California		90245
(Address of principal executive offices)		(Zip Code)

Registrant's telephone number, including area code: (310) 536-0611  
N/A

(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):

- 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.**

Big 5 Corp. and Big 5 Services Corp. ( Borrowers ), subsidiaries of Big 5 Sporting Goods Corporation, are parties to a Second Amended and Restated Financing Agreement, dated as December 15, 2004 (as amended, the Financing Agreement ), with The CIT Group/Business Credit, Inc., as agent for the lenders. On May 3, 2010, in order to reduce expenses under the Financing Agreement, the Borrowers elected to exercise their right to permanently reduce the line of credit under the Financing Agreement from \$175,000,000 to \$140,000,000. A copy of the letter of amendment effecting this reduction is filed as Exhibit 10.1 to this Current Report on Form 8-K.

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

The information in Item 2.02 of this Current Report on Form 8-K, including Exhibit 99.1, is furnished pursuant to Item 2.02, Results of Operations and Financial Condition and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ) or otherwise subject to liability under that Section, except as specifically incorporated by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act.

On May 6, 2010, Big 5 Sporting Goods Corporation issued a press release in which, among other things, it reported financial results for its fiscal 2010 first quarter. The press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits**

Exhibit No.	Description
10.1	Letter of Reduction in Line of Credit under Financing Agreement, dated May 3, 2010.
99.1	Press release, dated May 6, 2010, issued by Big 5 Sporting Goods Corporation.

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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.

BIG 5 SPORTING GOODS CORPORATION

(Registrant)

Date: May 6, 2010

/s/ Steven G. Miller

Steven G. Miller  
President and Chief Executive Officer