

BAKER MICHAEL CORP  
Form 8-K  
October 01, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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) September 25, 2009  
MICHAEL BAKER CORPORATION

(Exact Name of Registrant as Specified in Its Charter)  
**Pennsylvania**

(State or Other Jurisdiction of Incorporation)

**1-6627**

**25-0927646**

(Commission File Number)

(IRS Employer Identification No.)

**100 Airside Drive  
Moon Township, Pennsylvania**

**15108**

(Address of Principal Executive Offices)

(Zip Code)

**(412) 269-6300**

(Registrant's Telephone Number, Including Area Code)

(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))
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**Item 1.01. Entry Into a Material Definitive Agreement.**

On September 25, 2009, Michael Baker Corporation (the Company ) and four of its subsidiaries (each a Borrower and collectively, the Borrowers ) entered into a Second Amendment (the Second Amendment ) to its First Amended and Restated Loan Agreement, dated as of September 17, 2004, as amended by the First Amendment to the First Amended and Restated Loan Agreement dated as of September 1, 2007 (the First Amended and Restated Loan Agreement ), with Citizens Bank of Pennsylvania, administrative agent for the banks, PNC Bank, National Association and Fifth Third Bank.

The purpose of the Second Amendment was primarily to permit the Company to divest its energy services business.

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SIGNATURE

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

MICHAEL BAKER CORPORATION

By: /s/ Michael J. Zugay  
Michael J. Zugay  
Executive Vice President and Chief Financial  
Officer

Date: October 1, 2009