

MICHAEL BAKER CORP  
Form 8-K  
May 02, 2013

**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) May 2, 2013**

**MICHAEL BAKER CORPORATION**

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

**Pennsylvania**

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

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**1-6627**  
(Commission

**25-0927646**  
(IRS Employer

File Number)

Identification No.)

**100 Airside Drive**

**Moon Township, Pennsylvania**  
(Address of Principal Executive Offices)

**15108**  
(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))

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

On May 2, 2013, Michael Baker Corporation (the Company ) issued a press release reporting, among other things, the Company s financial results for the quarter ended March 31, 2013. A copy of this press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated into this Item 2.02 by reference.

The information furnished pursuant to this Item 2.02 in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

**Item 7.01. Regulation FD Disclosure.**

The Company intends to present written communications comprised of slides during discussions with investors and analysts. The slides to be utilized for these discussions are attached hereto as Exhibit 99.2 and are being furnished in accordance with Regulation FD of the Securities and Exchange Commission.

The information in this Item 7.01 in this Current Report on Form 8-K, including Exhibit 99.2, is being furnished and shall not be deemed filed for the purpose of Section 18 of the Security Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. The information in this Item 7.01 shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

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

(d) Exhibits.

The following exhibit is furnished with this report on Form 8-K:

| Exhibit No. | Description                                     |
|-------------|---|
| 99.1        | Press release dated May 2, 2013.                |
| 99.2        | Presentation materials dated as of May 2, 2013. |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Company 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  
Office of the Chief Executive  
Executive Vice President, Chief Financial Officer  
and Chief Administrative Officer

Date: May 2, 2013

**EXHIBIT INDEX**

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