

CALGON CARBON CORPORATION

Form 8-K

October 24, 2008

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):  
October 24, 2008 (October 22 and 23, 2008)

Calgon Carbon Corporation

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

1-10776  
(Commission  
File Number)

25-0530110  
(IRS Employer  
Identification No.)

P.O. Box 717  
Pittsburgh, Pennsylvania  
(Address of principal executive offices)

15230-0717  
(Zip code)

Registrant's telephone number, including area code: (412) 787-6700

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 3.02. Unregistered Sales of Equity Securities.**

On October 22 and 23, 2008, Calgon Carbon Corporation (the “Company”) completed separate exchanges with prior holders of the Company’s issued and outstanding 5.00% Convertible Senior Notes due 2036 (the “Notes”). The exchanges were exempt from registration under Section 3(a)(9) of the Securities Act of 1933, as amended. In the exchanges, the Company issued an aggregate of 2,279,411 newly issued shares of the Company’s common stock, par value \$0.01, in exchange for \$11,625,000 in aggregate principal amount of Notes previously held by the exchanging holders.

On October 24, 2008, the Company issued a press release announcing these completed exchanges. The press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

Press Release, dated October 24, 2008.

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SIGNATURE

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.

CALGON CARBON CORPORATION

Dated: October 24, 2008

By: /s/ Leroy M. Ball

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Leroy M. Ball  
Senior Vice President and  
Chief Financial Officer