

FERRO CORP  
Form 8-K  
July 20, 2007

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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):

July 20, 2007

Ferro Corporation

(Exact name of registrant as specified in its charter)

Ohio

1-584

34-0217820

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1000 Lakeside Avenue, Cleveland, Ohio

44114

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

216-641-8580

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:

- 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 2.02 Results of Operations and Financial Condition.**

On July 20, 2007, Ferro Corporation announced that it has entered into an agreement with the direct purchasers in a class action civil lawsuit related to alleged antitrust violations in the heat stabilizer industry. The settlement agreement must be approved by the United States District Court for the Eastern District of Pennsylvania.

As a result of the settlement agreement and as part of Ferro's second quarter financial results, Ferro will record a \$6.25 million reserve for a \$5.5 million settlement payment to the direct purchasers and a \$750,000 settlement payment to PolyOne Corporation, which opted out of the class of direct purchasers and entered into a separate settlement agreement with Ferro. The impact of the reserve settlement is expected to lower net income per share for the second quarter, ended June 30, 2007, by approximately 10 cents.

A copy of the press release is attached, herein, as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

Exhibit 99.1: Press release

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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.

Ferro Corporation

*July 20, 2007*

By: *Sallie Bailey*

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*Name: Sallie Bailey*

*Title: Vice President and Chief Financial Officer*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release