

MATERION Corp  
Form 8-K  
August 22, 2011

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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):

August 18, 2011

**Materion Corporation**

(Exact name of registrant as specified in its charter)

Ohio

001-15885

34-1919973

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

6070 Parkland Blvd., Mayfield Hts., Ohio

44124

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

216-486-4200

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 1.01 Entry into a Material Definitive Agreement.**

Effective August 18, 2011, Materion Corporation (the "Company") and certain of its subsidiaries entered into an amendment (the "Amendment") to their \$175 million committed precious metals consignment agreement with The Bank of Nova Scotia (the "Consignment Agreement"), which is the Company's largest precious metals facility. The Amendment modifies the representations, warranties, covenants and events of default in the Consignment Agreement so they conform to their parallel provisions in the Company's new Amended and Restated Credit Agreement with JPMorgan Chase Bank, N.A., as administrative agent for itself and other lenders, that was entered into on July 13, 2011.

**Item 9.01 Financial Statements and Exhibits.**

99.1 Amendment No. 2 to Third Amended and Restated Precious Metals Agreement, effective as of August 18, 2011.

The Amendment is filed as Exhibit 10.1 to this Current Report on Form 8-K. The foregoing description of the Amendment is qualified in its entirety by reference to the full text of the Amendment, which is incorporated herein by reference.

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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.

Materion Corporation

*August 22, 2011*

By: *Michael C. Hasychak*

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*Name: Michael C. Hasychak*

*Title: Vice President, Secretary and Treasurer*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
10.1	Amendment No. 2 to Third Amended and Restated Precious Metals Agreement, effective as of August 18, 2011.