

TEREX CORP  
Form 8-K  
January 18, 2011

---

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) January 18, 2011

TEREX CORPORATION

---

(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

1-10702  
(Commission  
File Number)

34-1531521  
(IRS Employer  
Identification No.)

200 Nyala Farm Road, Westport, Connecticut  
(Address of Principal Executive Offices)

06880  
(Zip Code)

Registrant's telephone number, including area code (203) 222-7170

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 (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 1.02. Termination of a Material Definitive Agreement.

Pursuant to its previously announced plans, on January 18, 2011, Terex Corporation (“Terex” or the “Company”) exercised its early redemption option and repaid the outstanding \$297.6 million principal amount outstanding of its 7-3/8% Senior Subordinated Notes due 2014 (the “Notes”). The total cash paid to redeem the Notes was \$312.3 million and included a call premium of 1.229% as set forth in the indenture for the Notes, plus accrued and unpaid interest of \$36.875 per \$1,000 principal amount at the redemption date. HSBC Bank USA, trustee under the indenture for the Notes, acted as the paying agent for the Company in connection with this redemption. The Company utilized cash on hand for the redemption of the Notes.

As a result of the redemption, the related indenture dated as of November 25, 2003, and supplemental indenture dated as of June 25, 2008 by and among Terex, the subsidiary guarantors named therein and HSBC Bank USA, as trustee, terminated automatically as of January 18, 2011.

HSBC Bank USA may, from time to time, be a party to other agreements with the Company and its subsidiaries, including the provision of commercial banking, investment banking, trustee and/or other financial services in the ordinary course of business of the Company and its subsidiaries.

Terex issued a press release on January 18, 2011, announcing that it has completed the foregoing redemption of the Notes. A copy of this press release is included as Exhibit 99.1 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Press release of Terex Corporation issued on January 18, 2011.

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.

Date: January 18, 2011

TEREX CORPORATION

By: /s/ Phillip C. Widman  
Phillip C. Widman  
Senior Vice President and  
Chief Financial Officer



WIDTH: 1.74%; VERTICAL-ALIGN: top; BORDER-BOTTOM: #000000 1pt solid">

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

100%

12

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

BK

---

13 G

CUSIP NO. 59318D-60-9 Page 3 of 8 Pages

NAMES OF REPORTING PERSONS

1

Citicorp

CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF  
ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SHARED VOTING POWER

6

3,900

SOLE DISPOSITIVE POWER

7

3,900

SHARED DISPOSITIVE POWER

8

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

9

3,900

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

10

11 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

100%

12 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

HC

---

13 G

CUSIP NO. 59318D-60-9 Page 4 of 8 Pages

1 NAMES OF REPORTING PERSONS  
Citigroup Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)  
(b)  
SEC USE ONLY

3

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER  
3,900\*

7 SOLE DISPOSITIVE POWER  
3,900\*

8 SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
3,900\*

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
100%\*

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
HC



\* Includes shares held by the other reporting persons.

---

Item 1(a). Name of Issuer:

MFS High Income Municipal Trust

Item 1(b). Address of Issuer's Principal Executive Offices:

111 Huntington Avenue  
Boston, MA 02199

Item 2(a). Name of Person Filing:

Citibank, N.A. ("Citibank")  
Citicorp  
Citigroup Inc. ("Citigroup")

Item 2(b). Address of Principal Business Office or, if none, Residence:

The address of the principal business office of Citibank, Citicorp and Citigroup is:

388 Greenwich Street  
New York, NY 10013

Item 2(c). Citizenship:

Citibank is a national banking association.

Citicorp and Citigroup are Delaware corporations.

Item 2(d). Title of Class of Securities:

Variable Rate Municipal Term Preferred Shares, Series 2019/3

Item 2(e). CUSIP Number:

59318D-60-9

Page 5  
of 8 Pages

---

Item 3. If This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing Is a(n):

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) Investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);
- (f) Employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);
- (g) Parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G);
- (h) Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with Section 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_ .

Item 4. Ownership. (as of March 31, 2016)

- (a) Amount beneficially owned: See item 9 of cover pages
- (b) Percent of class: See item 11 of cover pages
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote:
  - (ii) Shared power to vote or to direct the vote:
    - (iii) Sole power to dispose or to direct the disposition of:
    - (iv) Shared power to dispose or to direct the disposition of:

See Items 5-8 of cover pages

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Citicorp is the sole stockholder of Citibank. Citigroup is the sole stockholder of Citicorp.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 11, 2016

CITIBANK, N.A.

By: /s/ Ali L. Karshan  
Name: Ali L. Karshan  
Title: Assistant Secretary

CITICORP

By: /s/ Ali L. Karshan  
Name: Ali L. Karshan  
Title: Assistant Secretary

CITIGROUP INC.

By: /s/ Ali L. Karshan  
Name: Ali L. Karshan  
Title: Assistant Secretary

EXHIBIT INDEX TO SCHEDULE 13G

EXHIBIT 1

Agreement among Citibank, Citicorp and Citigroup as to joint filing of Schedule 13G

---