

HELEN OF TROY LTD  
Form 8-K  
March 11, 2010

**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): **March 11, 2010**

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## HELEN OF TROY LIMITED

(Exact name of registrant as specified in its charter)

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Commission File Number: **001-14669**

**Bermuda**  
(State or other jurisdiction of  
incorporation or organization)

**74-2692550**  
(I.R.S. Employer  
Identification No.)

**CLARENDON HOUSE**

**CHURCH STREET**

**HAMILTON, BERMUDA**

(Business address of registrant)

**ONE HELEN OF TROY PLAZA**

**EL PASO, TEXAS 79912**

(United States mailing address of registrant and zip code)

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915-225-8000

(Registrant's telephone number, including area code)

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 Operation and Financial Condition.**

On March 11, 2010, Gerald J. Rubin, the Chairman, Chief Executive Officer, and President of Helen of Troy Limited (the Company) will present the attached materials regarding the Company at the Bank of America Merrill Lynch 2010 Consumer Conference. The slides used in the presentation are furnished hereto as Exhibit 99.1. The presentation includes or may refer to certain information that the Company believes is non-GAAP financial information, as contemplated by the Securities and Exchange Commission (the SEC) Regulation G, Rule 100. The appendix furnished hereto as Exhibit 99.2 contains tables that reconcile non-GAAP financial measures to their corresponding GAAP-based measures.

The information in this Item 2.02 of this Form 8-K and Exhibits 99.1 and 99.2 attached hereto shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or any proxy statement or report or other document we may file with the SEC, regardless of any general incorporation language in any such filing, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit Number</b>	<b>Description</b>
99.1	Overview of Helen of Troy, dated March 11, 2010
99.2	Appendix to Overview of Helen of Troy

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**HELEN OF TROY LIMITED**

Date: March 11, 2010

/s/ Thomas J. Benson  
Thomas J. Benson  
Senior Vice-President and Chief Financial Officer

**Index to Exhibits**

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