

Prestige Brands Holdings, Inc.  
Form 8-K  
August 07, 2008

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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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 7, 2008

PRESTIGE BRANDS HOLDINGS, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-32433  
(Commission File Number)

20-1297589  
(IRS Employer  
Identification No.)

90 North Broadway, Irvington, New York 10533  
(Address of principal executive offices, including Zip Code)

(914) 524-6810  
(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 Operations and Financial Condition.

On August 7, 2008, Prestige Brands Holdings, Inc. (the “Registrant”) announced financial results for the fiscal quarter ended June 30, 2008. A copy of the press release announcing the Registrant’s earnings results for the fiscal quarter ended June 30, 2008 is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 7.01. Regulation FD Disclosure.

The information set forth in Item 2.02 above is incorporated by reference as if fully set forth herein.

Item 8.01. Other Events.

The financial information set forth in the press release in Exhibit 99.1 is incorporated by reference as if fully set forth herein and shall be filed with the Securities and Exchange Commission (the “SEC”). For clarification purposes, the body of the press release shall not be incorporated by reference herein and filed with the SEC.

Item 9.01 Financial Statements and Exhibits.

(d)Exhibits.

Exhibit Description

99.1 Press Release dated August 7, 2008 (except as otherwise noted, furnished only).

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.

Dated: August 7, 2008

PRESTIGE BRANDS HOLDINGS, INC.

By: /s/ Peter J. Anderson  
Name: Peter J. Anderson  
Title: Chief Financial Officer

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EXHIBIT INDEX

Exhibit Description

99.1 Press Release dated August 7, 2008 (except as otherwise noted, furnished only).