

DTE ENERGY CO
Form 8-K
October 21, 2005

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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): October 17, 2005

**Commission
File Number**
1-11607

**Exact Name of Registrant as Specified in its Charter,
State of Incorporation, Address of Principal
Executive Offices and Telephone Number**

**I.R.S. Employer
Identification No.**
38-3217752

DTE Energy Company
(a Michigan corporation)
2000 2nd Avenue
Detroit, Michigan 48226-1279
313-235-4000

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))

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Form of Second Amended and Restated Five-Year Credit Agreement

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Item 1.01. Entry into a Material Definitive Agreement.

On October 17, 2005, DTE Energy Company ("DTE Energy") entered into a new \$675,000,000 five-year unsecured revolving credit agreement dated as of October 17, 2005, by and among DTE Energy, the lenders party thereto, Citibank, N.A. ("Citibank"), as Administrative Agent, and Barclays Bank PLC ("Barclays") and JPMorgan Chase Bank, N.A. ("JPMorgan") as Co-Syndication Agents ("New Five-Year Credit Agreement"), and simultaneously amended and restated its existing \$525,000,000 five-year unsecured revolving credit agreement ("Second Amended and Restated Five-Year Credit Agreement") to provide for substitution of some of the participating lenders, as well as modifications to pricing, conditions to borrowing, covenants, events of default and other miscellaneous provisions to conform to the terms of the New Five-Year Credit Agreement. DTE Energy's aggregate availability under the combined facilities is \$1,200,000,000. Borrowings under the new as well as the amended and restated facilities will be available at prevailing short-term interest rates. These credit facilities will also support DTE Energy's commercial paper borrowings. The new facility expires in October 2010 and requires the maintenance of a debt to capitalization ratio of no more than .65 to 1.

Forms of the New Five-Year Credit Agreement and Second Amended and Restated Five-Year Credit Agreement are filed as exhibits 10.1 and 10.2 to this Current Report, respectively.

Item 1.02. Termination of a Material Definitive Agreement.

Effective October 17, 2005, DTE Energy has terminated a certain Three-Year Credit Agreement dated as of October 24, 2003, by and among DTE Energy, the lenders party thereto, Citibank, as Administrative Agent, and J.P. Morgan Securities Inc. (successor to Banc One Capital Markets, Inc.) and Barclays, as Co-Syndication Agents, and a certain Two-Year Agreement dated as of May 7, 2004, by and among DTE Energy, the lenders party thereto, Barclays, as Administrative Agent, and Barclays and Citigroup Global Markets Inc., as Co-Syndication Agents. DTE Energy terminated these credit facilities because they have been replaced with the new five-year credit facility dated as of October 17, 2005 as discussed under Item 1.01 above.

Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

As discussed under Item 1.01 above, on October 17, 2005, DTE Energy entered into a new \$675,000,000 five-year credit agreement. DTE Energy does not have any borrowings under the facility at this time.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

- 10.1 Form of DTE Energy Five-Year Credit Agreement, dated as of October 17, 2005, by and among DTE Energy, the lenders party thereto, Citibank, as Administrative Agent, and Barclays and JPMorgan as Co-Syndication Agents.
- 10.2 Form of Second Amended and Restated Five-Year Credit Agreement, dated as of October 17, 2005, by and among DTE Energy, the lenders party thereto, Citibank, as Administrative Agent, and Barclays and JPMorgan as Co-Syndication Agents.

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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.

Date: October 21, 2005

DTE ENERGY COMPANY
(Registrant)

/S/ N. A. Khouri
N. A. Khouri
Vice President and Treasurer

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EXHIBIT INDEX

Exhibit

Number Description

- | | |
|------|--|
| 10.1 | Form of DTE Energy Five-Year Credit Agreement, dated as of October 17, 2005, by and among DTE Energy, the lenders party thereto, Citibank, as Administrative Agent, and Barclays and JPMorgan as Co-Syndication Agents. |
| 10.2 | Form of Second Amended and Restated Five-Year Credit Agreement, dated as of October 17, 2005, by and among DTE Energy, the lenders party thereto, Citibank, as Administrative Agent, and Barclays and JPMorgan as Co-Syndication Agents. |