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

FORM 8-K/A
(Amendment No. 1)

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 14, 2018**

KBR, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-33146
(Commission File Number)

20-4536774
(IRS Employer
Identification No.)

601 Jefferson Street
Suite 3400
Houston, Texas 77002
(Address of principal executive offices)(Zip Code)

Registrant's telephone number, including area code: (**713**) **753-3011**

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Explanatory Note

This Amendment No. 1 to the Current Report on Form 8-K amends Item 7.01 of the Current Report on Form 8-K filed on March 14, 2018 (the “Original Form 8-K”) solely to provide a more legible excerpt from the lender presentation furnished as Exhibit 99.1 thereto (the “Exhibit”). As previously furnished, the Exhibit had several numbers that may have been difficult to read, which has been corrected on Exhibit 99.1 to this Amendment No. 1. No other changes have been made to the Original Form 8-K.

ITEM 7.01 Regulation FD Disclosure.

The Exhibit 99.1 attached hereto is a replacement of the Exhibit furnished on the Original Form 8-K. The information contained in this Item 7.01 and in the accompanying Exhibit 99.1 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Exchange Act or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing. KBR, Inc. undertakes no duty or obligation to publicly update or revise this information.

ITEM 9.01 Financial Statements and Exhibits.

(d) Exhibits.

[99.1](#) Excerpt from Lender Presentation dated March 14, 2018

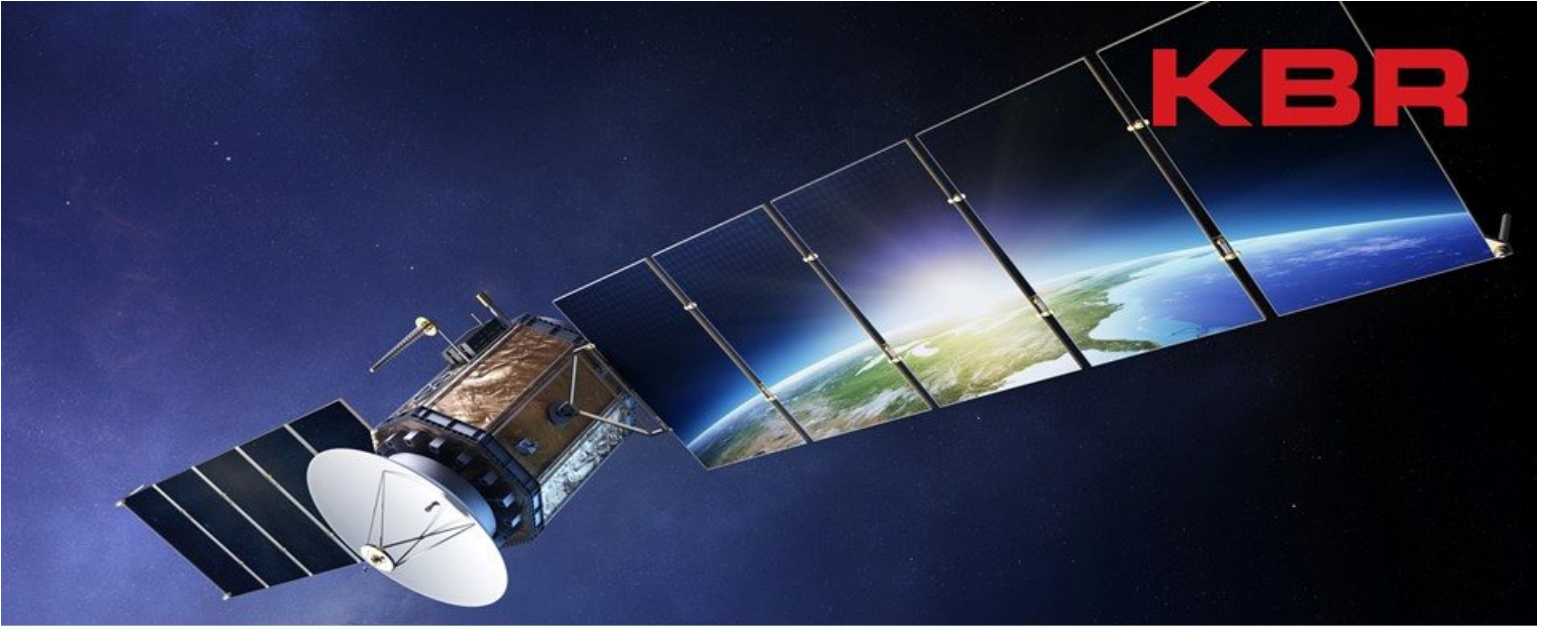
SIGNATURE

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.

KBR, INC.

Date: March 14, 2018

By: /s/ Adam M. Kramer
Name: Adam M. Kramer
Title: Vice President, Public Law and Corporate Secretary



Lender Presentation – Selected Materials
March 14, 2018

- KBR is seeking to raise \$2.2bn of new Senior Secured Credit Facilities including:
 - \$500mm Revolver (undrawn)
 - \$500mm Performance Letter of Credit Facility
 - \$800mm Term Loan B
 - \$400mm Delayed Draw Term Loan A
- Detailed uses of the proposed financing needs include:
 - \$355mm to purchase SGT
 - \$470mm to refinance existing KBR revolver borrowings
 - \$300-400mm to fund KBR's 30% share in the Joint Venture to complete the Ichthys project
 - \$365mm to backstop existing Letters of Credit currently financed under bilateral agreements and existing Revolver

Sources & Uses and Pro Forma Capitalization

(\$ in millions)	At Close Amount	DDTLA Amount
Sources		
New Revolver (\$500)	\$0	\$0
New Revolver LCs	52	--
New Perf. LC Facility (\$500)	313	--
New Term Loan B	800	--
New DD TLA (\$400)	115	235
Cash from Balance Sheet	88	--
Total	\$1,368	\$235
Uses		
Acquisition Consideration	\$355	\$0
Refi Existing Revolver	470	--
Refi Existing Revolver LCs	37	--
Refi Existing Bilat LCs	328	--
JV Funding	115	235
Estimated Fees and Expenses	63	--
Total	\$1,368	\$235

(\$ in millions)	Act. 12/31/17	Closing Adj.	PF At Closing	DDTLA Adj.	PF DDTLA
Cash & Cash Equivalents	\$439	(\$88)	\$352	--	\$352
New Revolver (\$500)	--	--	--	--	--
New DD TLA (\$400)	--	115	115	235	350
New Term Loan B	--	800	800	--	800
Total Secured Debt	--	--	\$915	--	\$1,150
Revolver (\$1,000)	470	(470)	--	--	--
Total Debt	\$470	--	\$915	--	\$1,150
Market Capitalization (as of 3/13/18)	2,354	--	2,354	--	2,354
Total Capitalization	\$2,824	--	\$3,269	--	\$3,504
Letters of Credit					
Revolver (\$1,000)	\$37	(\$37)	\$0	--	\$0
Uncommitted Bilats (\$1,000)	328	(328)	--	--	--
New Revolver (\$500)	--	52	52	--	52
New Perf. LC Facility (\$500)	--	313	313	--	313
Total Letters of Credit	\$365	--	\$365	--	\$365
Operating Metrics					
Adjusted EBITDA	\$331	\$50 ⁽¹⁾	\$381	--	\$381
Credit Statistics					
Total Leverage	1.4x	--	2.4x	--	3.0x
Net Leverage	0.1x	--	1.5x	--	2.1x
Debt / Total Capitalization	16.6%	--	28.0%	--	32.8%

1) Incremental EBITDA contribution from SGT and Aspire

EBITDA Reconciliation

<i>(\$ in millions)</i>	<u>Full Year</u>
	<u>2017</u>
Net income	\$442
Net income attributable to noncontrolling interests	(8)
Interest expense	21
Benefit for income taxes	(193)
Depreciation and amortization	48
Other non-operating expense	10
Consolidated EBITDA	\$320
Stock-based compensation	12
Other non-recurring items	(1)
Adjusted EBITDA	\$331
SGT and Aspire impact	50
Pro Forma Adjusted EBITDA	\$381