

Edgar Filing: CARMAX INC - Form 8-K

CARMAX INC  
Form 8-K  
January 21, 2005

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, 2005  
-----

CARMAX, INC.

-----  
(Exact name of registrant as specified in its charter)

|  |                          |                                      |
|--|--------------------------|--------------------------------------|
| Virginia   | 1-31420                  | 54-1821055                           |
| -----  | -----                    | -----                                |
| (State or other<br>jurisdiction<br>of incorporation) | (Commission<br>File No.) | (IRS Employer<br>Identification No.) |

|  |            |
|--|------------|
| 4900 Cox Road, Glen Allen, Virginia      | 23060      |
| -----                                    | -----      |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code: 804-747-0422  
-----

N/A

-----  
(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:

- 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))

Edgar Filing: CARMAX INC - Form 8-K

Item 5.03  
-----

Amendments to Articles of Incorporation or Bylaws;  
-----  
Change in Fiscal Year.  
-----

On January 18, 2005, the Board of Directors of CarMax, Inc. ("the Company") approved an amendment to the final sentence of Section 1.8 of the Company's Amended and Restated Bylaws ("the Bylaws"). The full text of the Bylaws, as amended and restated January 18, 2005, is attached as Exhibit 3.1 to this report and is incorporated by reference into this Item 5.03. The revised Bylaws now allow either the chairman of a meeting of the Company's shareholders or a majority of the shares represented at a meeting of the Company's shareholders to adjourn the meeting.

Item 9.01  
-----

Financial Statements and Exhibits  
-----

(c) Exhibits

The following exhibit is being furnished pursuant to Item 5.03 above.

3.1

CarMax, Inc. Bylaws, as amended and restated January 18, 2005, filed herewith.

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.

CARMAX, INC.

By: /s/ Keith D. Browning  
-----  
Keith D. Browning  
Executive Vice President  
and Chief Financial Officer

Edgar Filing: CARMAX INC - Form 8-K

Date: January 21, 2005

INDEX TO EXHIBITS

Exhibit  
Number  
-----

Exhibit  
-----

|     |   |
|-----|---|
| 3.1 | CarMax, Inc. Bylaws, as amended and restated January 18, 2005,<br>filed herewith. |
|-----|---|