

New Sally Holdings, Inc.  
Form 8-K  
November 17, 2006

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

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### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report: November 13, 2006

(Date of earliest event reported)

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## SALLY BEAUTY HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

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Delaware  
(State or other jurisdiction  
of incorporation)

1-33145  
(Commission file number)

36-2257936  
(I.R.S. Employer  
Identification Number)

3001 Colorado Boulevard

Denton, Texas 76210

(Address of principal executive offices)

(940) 898-7500

(Registrant's telephone number, including area code)

NEW SALLY HOLDINGS, INC.

(Former name or former address, if changed since last report)

## Edgar Filing: New Sally Holdings, Inc. - Form 8-K

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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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

(f) On November 13, 2006, the Compensation and Leadership Development Committee of the Board of Directors of Alberto-Culver Company, the former parent of Sally Beauty Holdings, Inc. (the Company), approved a bonus for fiscal year 2006 of \$493,000 for Gary Winterhalter, who at that time, was the President of Sally Beauty Company and after the completion of the separation of the Company from Alberto-Culver Company on November 16, 2006, is a director of the Company and its President and Chief Executive Officer.

A summary of Mr. Winterhalter's compensation for the three fiscal years ended September 30, 2006 is set forth in the following table.

| Name and Principal Position           | Year | Annual Compensation |            |                                | Long-Term Compensation Awards |                                       |                       | All other Compensation |
|---------------------------------------|------|---------------------|------------|--------------------------------|-------------------------------|---------------------------------------|-----------------------|------------------------|
|                                       |      | Salary (\$)         | Bonus (\$) | Other Annual Compensation (\$) | Restricted Stock Awards (1)   | Securities Underlying Options (2) (#) | LTIP Payouts (3) (\$) |                        |
| Gary G. Winterhalter                  | 2006 | 650,000             | 493,000    | 2,673                          | 0                             | 50,000                                | 0                     | 36,325(4)              |
| President and Chief Executive Officer | 2005 | 556,250             | 100,000    | 2,102                          | 0                             | 38,600                                | 0                     | 135,433                |
|                                       | 2004 | 496,250             | 525,000    | 803                            | 0                             | 42,000                                | 280,000               | 112,496                |

- (1) On September 30, 2006, Mr. Winterhalter held 1,500 shares of restricted stock with a market value of \$75,885. Dividends are paid on shares of restricted stock.
- (2) The number of securities underlying the options granted has been adjusted to reflect a 50% stock dividend paid on February 20, 2004.
- (3) Represents long-term incentive plan payments under the Alberto-Culver SVIP.
- (4) The amount includes \$4,712 of imputed income from life insurance; \$5,438 of matching contributions to the Alberto-Culver 401(k) Savings Plan. The amount does not include fiscal year 2006 Alberto-Culver contributions to the Alberto-Culver Profit Sharing Plan and the Alberto-Culver Executive Deferred Compensation Plan.

**Item 8.01 Other Events**

On November 16, 2006, the Company issued a news release announcing its successful separation from Alberto-Culver Company and the commencement of regular way trading of its common stock on the New York Stock Exchange.

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A copy of the above-referenced news release is being filed as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference.

### Item 9.01 Financial Statements and Exhibits

| <b>Exhibit Number</b> | <b>Description</b>   |
|-----------------------|--|
| Exhibit 99.1          | News Release, dated November 16, 2006, issued by Sally Beauty Holdings, Inc. |

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 thereunto duly authorized.

Date: November 17, 2006

SALLY BEAUTY HOLDINGS, INC.

By: /s/ Gary Robinson  
Name: Gary T. Robinson  
Title: Senior Vice President, Treasurer and  
Chief Financial Officer

EXHIBIT INDEX

**Exhibit Number**

Exhibit 99.1 News Release, dated November 16, 2006, issued by Sally Beauty Holdings, Inc.