

---

---

**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**

**May 27, 2005**

Date of Report (Date of earliest event reported)

**KI HOLDINGS INC.**

(Exact name of registrant as specified in its charter)

**Pennsylvania**  
(State or other jurisdiction of  
incorporation or organization)

**25-1588399**  
(I.R.S. Employer  
Identification No.)

**436 Seventh Avenue**  
**Pittsburgh, Pennsylvania 15219**  
(Address of principal executive offices)

**(412) 227-2001**

(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed since last report)

---

---

**Item 7.01 Regulation FD Disclosure.**

In accordance with General Instruction B.2 of Form 8-K, the information furnished pursuant to Item 7.01, including Exhibit 99.1, shall not be deemed to be “filed” for the purposes of Section 18 of the Securities and Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference into any registration statement or other filing pursuant to the Securities Act of 1933, as amended, except as otherwise expressly stated in such filing.

On May 27, 2005, we issued a press release announcing that we had completed our offer to the holders of \$203,000,000 aggregate principal amount at maturity of 9 7/8% Senior Discount Notes due 2014 to exchange such notes for a like aggregate principal amount at maturity of our 9 7/8% Senior Discount Notes due 2014 which have been registered under the Securities Act of 1933, as amended. The press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated by reference herein.

**Item 9.01 Financial Statement and Exhibits.**

(c) Exhibits. The following exhibit is filed herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated May 27, 2005

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: May 27, 2005**

KI HOLDINGS INC.

By: /s/ Steven R. Lacy  
Steven R. Lacy  
Senior Vice-President, Administration,  
General Counsel and Secretary

# News Release

KI Holdings Inc.  
436 Seventh Avenue  
Pittsburgh, PA 15219-1800  
412-227-2001  
www.koppers.com

## FOR IMMEDIATE RELEASE

For Information: Brian H. McCurrie, Vice President, Chief Financial Officer  
412.227.2153  
mccurriebh@koppers.com

### **KI Holdings Inc. Completes Exchange of \$203,000,000 of Senior Discount Notes**

**PITTSBURGH, May 27, 2005** – KI Holdings Inc. (“KI Holdings”) announced today that it has completed its offer to the holders of \$203,000,000 aggregate principal amount at maturity of 9 7/8% Senior Discount Notes due 2014 to exchange such notes for a like principal amount of its 9 7/8% Senior Discount Notes due 2014 which have been registered under the Securities Act of 1933, as amended.

The exchange offer was completed at 5:00 p.m. New York City time on May 26, 2005. KI Holdings said that it has been informed by the exchange agent that as of 5:00 p.m. New York City time on May 26, 2005 100% of the \$203,000,000 in aggregate principal amount at maturity of its 9 7/8% Senior Discount Notes due 2014 had been tendered in the exchange offer.

This news release does not constitute an offer to sell or the solicitation of an offer to buy any security and shall not constitute an offer, solicitation or sale in any jurisdiction in which it would be unlawful.

### **About KI Holdings Inc.**

KI Holdings Inc. is the parent corporation of Koppers Inc., a global integrated producer of carbon compounds and treated wood products. Including its joint ventures, Koppers operates 38 facilities in the United States, United Kingdom, Denmark, Australia, China, the Pacific Rim and South Africa. The stock of KI Holdings Inc. is shared by a large number of employee investors and by majority equity owner Saratoga Partners of New York, NY.

###