

BAUSCH & LOMB INC  
Form 8-K  
December 14, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

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**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): **December 13, 2006**

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**BAUSCH & LOMB INCORPORATED**

(Exact name of registrant as specified in its charter)

**New York**  
(State or other jurisdiction  
of incorporation)

**1-4105**  
(Commission  
File Number)

**16-0345235**  
(IRS Employer  
Identification No.)

**One Bausch & Lomb Place, Rochester, NY**  
(Address of principal executive offices)

**14604-2701**  
(Zip Code)

Registrant's telephone number, including area code: **(585) 338.6000**

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))

- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.**

On December 13, 2006, the Company amended its letter waivers (the Letter Waivers ) in connection with its \$400,000,000 Five Year Revolving Credit Agreement, dated July 26, 2005 (the U.S. Credit Agreement ), and its five-year \$375,000,000 term loan agreement, dated November 29, 2005, in favor of Bausch & Lomb B.V. and guaranteed by the Company (the Term Loan Agreement ). The amended Letter Waivers take effect on December 15, 2006, the termination date of currently existing waivers, and extend the waiver termination date to January 31, 2007. All other terms of the Letter Waivers, which are summarized in the Company s Current Report on Form 8-K dated May 19, 2006, shall otherwise remain in effect.

As consideration for the waiver extensions, the Company has agreed to pay a fee equal to 0.10% of its aggregate commitments (the Monthly Fee ) to each lender that executed the amendments. The December 2006 Monthly Fee has been paid and the January 2007 Monthly Fee will be due and payable on January 2, 2007.

As of the date of this filing, there are no outstanding borrowings under the U.S. Credit Agreement and the outstanding principal balance under the Term Loan Agreement is \$375,000,000.

**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.

**BAUSCH & LOMB INCORPORATED**

*/s/ Stephen C. McCluski*  
Stephen C. McCluski  
Senior Vice President and Chief Financial Officer

Date: December 14, 2006

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