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BUTLER MANUFACTURING CO

Form 8-K

March 13, 2003

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of the

THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: March 13, 2003

BUTLER MANUFACTURING COMPANY

Incorporated in the State of Delaware

Commission File No. 001-12335

I.R.S. Employer Identification Number: 44-0188420

Butler Manufacturing Company  
1540 Genessee Street  
Kansas City, Missouri 64102  
Phone (816) 968-3000

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ITEM 9. REGULATION FD DISCLOSURE

On March 13, 2003, Butler Manufacturing Company filed its Annual Report on Form 10-K for the year ended December 31, 2002 with the Securities and Exchange Commission. Accompanying such report were certifications of Butler Manufacturing Company's Chief Executive Officer, John J. Holland and Chief Financial Officer Larry C. Miller pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. The text of each of these certifications is set forth below:

CERTIFICATION OF CHIEF EXECUTIVE OFFICER  
PURSANT TO 18 U.S.C. 1350 ADOPTED PURSANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

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I, John J. Holland, Chairman and Chief Executive Officer of Butler Manufacturing Company, certify pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. Section 1350, that:

- (1) The Annual Report on Form 10-K of the Company for the year ended December 31, 2002 (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities and Exchange Act of 1934 as amended; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition, and results of operations of the Company.

March 13, 2003  
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Dated

/s/ John J. Holland  
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John J. Holland  
Chairman and Chief Executive Officer

CERTIFICATION OF CHIEF FINANCIAL OFFICER  
PURSANT TO 18 U.S.C. 1350 ADOPTED PURSANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

I, Larry C. Miller, Vice President-Finance and Chief Financial Officer of Butler Manufacturing Company, certify pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. Section 1350, that:

- (1) The Annual Report on Form 10-K of the Company for the year ended December 31, 2002 (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities and Exchange Act of 1934 as amended; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition, and results of operations of the Company

March 13, 2003  
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Dated

/s/ Larry C. Miller  
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Larry C. Miller  
Vice President - Finance,  
and Chief Financial Officer

SIGNATURES

Pursuant to the requirement 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.

BUTLER MANUFACTURING COMPANY

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March 13, 2003

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Date

/s/ Larry C. Miller

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Larry C. Miller  
Vice President - Finance,  
and Chief Financial Officer

March 13, 2003

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Date

/s/ John W. Huey

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John W. Huey  
Vice President, General Counsel  
and Secretary