

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 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): May 24, 2006

RBS GLOBAL, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State of Incorporation)

333-102428

(Commission File Numbers)

01-0752045
(I.R.S. Employer Identification No.)

**4701 Greenfield Avenue
Milwaukee, Wisconsin**
(Address of principal executive offices)

REXNORD CORPORATION

(Exact name of Registrant as specified in its charter)

Delaware
(State of Incorporation)

033-25967-01

04-3722228
(I.R.S. Employer Identification No.)

53214
(Zip Code)

(414) 643-3000

(Registrant's telephone number, including area code)

(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))
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Item 1.01 Entry into a Material Definitive Agreement.

On May 24, 2006, RBS Global, Inc. (the "Company"), the corporate parent of Rexnord Corporation, entered into an Agreement and Plan of Merger (the "Agreement") pursuant to which an affiliate of the private equity firm Apollo Management has agreed, subject to customary conditions as described below, to purchase the Company from private equity firm The Carlyle Group and management for \$1.825 billion. The parties to the Agreement are the Company, Chase Acquisition I, Inc., Chase Merger Sub, Inc. and TC Group, L.L.C. The transaction is subject to government approvals and other customary conditions and is expected to close in the third calendar quarter of 2006. A copy of a press release relating to the proposed sale is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

Item 8.01 Other Events

On May 25, 2006, Rexnord Corporation issued a press release announcing its intent to begin a cash tender offer and related consent solicitation in the near future for all of its outstanding 10.125% Senior Subordinated Notes due 2012. A copy of the press release is attached hereto as Exhibit 99.2 and is incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated May 25, 2006.
99.2	Press Release, dated May 25, 2006.

SIGNATURES

Pursuant to the requirements of Section 13 of the Securities Exchange Act of 1934, as amended, the Co-registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized this 30th day of May, 2006.

REXNORD CORPORATION

By: /s/ Thomas J. Jansen
Thomas J. Jansen
Vice President and Chief Financial Officer

Pursuant to the requirements of Section 13 of the Securities Exchange Act of 1934, as amended, the Co-registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized this 30th day of May, 2006.

RBS GLOBAL, INC.

By: /s/ Thomas J. Jansen
Thomas J. Jansen
Vice President and Chief Financial Officer

**EXHIBIT INDEX
TO
FORM 8-K CURRENT REPORT
Date of Report: May 24, 2006**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated May 25, 2006.
99.2	Press Release, dated May 25, 2006.



May 25, 2006

Contact Information:
Thomas J. Jansen
Chief Financial Officer
414-643-2252

FOR IMMEDIATE RELEASE

Rexnord to be Acquired by Apollo Management for \$1.825 Billion

Milwaukee, WI – May 25, 2006

Rexnord Corporation, a leading manufacturer of precision motion technology products, today announced that an affiliate of the private equity firm, Apollo Management, has signed an agreement to purchase RBS Global, Inc., the corporate parent of Rexnord, for \$1.825 billion from private equity firm The Carlyle Group and management. The transaction is subject to government approvals and other customary conditions and is expected to close in the third calendar quarter of 2006.

George Sherman, Non-executive Chairman of Rexnord said, "Carlyle has been a supportive partner in positioning Rexnord to be a strategic player in the power transmission and aerospace industries and I look forward to working with Apollo to continue our growth trajectory."

Bob Hitt, President and Chief Executive Officer of Rexnord, said, "I am excited to have another high-quality owner to work with and support us as we enhance Rexnord's leadership position in our industry."

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Rexnord Corporation

Headquartered in Milwaukee, Wisconsin, Rexnord is a leading worldwide manufacturer of highly-engineered precision motion technology products, primarily focused on power transmission with approximately 5,800 employees worldwide. Rexnord products are sold around the world by over 300 direct sales representatives through a network of multiple service centers and warehouses backed by hundreds of independent stocking distributors. For more information, visit www.rexnord.com.

Statements in this release that are not strictly historical may be "forward-looking" statements, which involve risks and uncertainties. These include economic and currency conditions, market demand, pricing, and competitive and technological factors, among others, as set forth in SEC filings.

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May 25, 2006

Contact Information:
Thomas J. Jansen
Chief Financial Officer
414-643-2252

FOR IMMEDIATE RELEASE

Rexnord Announces Intent to Launch Cash Tender Offer for Debt Securities and Refinance Existing Credit Facilities

Milwaukee, WI – May 25, 2006 Rexnord Corporation, a leading manufacturer of precision motion technology products, today announced its intent to begin a cash tender offer in the near future to purchase all of its 10.125% Senior Subordinated Notes due 2012 (the “Notes”), and a related consent solicitation, in conjunction with the announcement that private equity firm Apollo Management has signed an agreement to purchase Rexnord from private equity firm The Carlyle Group. The acquisition of Rexnord by Apollo Management is subject to various regulatory and other conditions and is expected to close in the third calendar quarter of 2006. The tender offer for the Notes and consent solicitation will be conditioned on consummation of the acquisition and subject to other customary terms and conditions. Affiliates of Apollo Management have obtained financing commitments to fund the cash tender offer and refinance the company’s existing senior secured credit facilities.

This announcement is not an offer to purchase, a solicitation of an offer to purchase or a solicitation of consent with respect to the Notes. The tender offer and consent solicitation will be made solely by an Offer to Purchase and Consent Solicitation Statement.

Rexnord is a worldwide manufacturer of highly-engineered precision motion technology products, primarily focused on power transmission. The company manufactures gears, couplings, industrial bearings, flattop chain and modular conveyor belts, a variety of special components, industrial chain and aerospace bearings and seals. Rexnord’s products are used in plants and equipment in a range of industries, including aerospace, aggregates and cement, air handling, construction equipment, chemicals, energy, food and beverage, forest and wood products, mining, material and package handling, marine, natural resource extraction and petrochemical.

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Rexnord Corporation

Headquartered in Milwaukee, Wisconsin, Rexnord is a leading worldwide manufacturer of highly-engineered precision motion technology products, primarily focused on power transmission with approximately 5,800 employees worldwide. Rexnord products are sold around the world by over 300 direct sales representatives through a network of multiple service centers and warehouses backed by hundreds of independent stocking distributors. For more information, visit www.rexnord.com.

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