

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): February 19, 2013

The Hillman Companies, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-13293
(Commission
File Number)

23-2874736
(I.R.S. Employer
Identification No.)

10590 Hamilton Avenue
Cincinnati, Ohio 45231
(Address of principal executive offices)

Registrant's telephone number, including area code: 513-851-4900

NOT APPLICABLE
(Former name or address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the obligation of the registrant under any of the following provisions:

- Written communication 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 2.01. Completion of Acquisition or Disposition of Assets.

On February 19, 2013, pursuant to the terms of the previously announced plan of arrangement dated as of December 17, 2012 (the "Arrangement Agreement"), The Hillman Companies, Inc. ("Hillman") acquired all of the issued and outstanding Class A common shares (the "Shares") of H. Paulin & Co., Limited ("Paulin") and Paulin became an indirect wholly owned subsidiary of Hillman (the "Paulin Acquisition").

Pursuant to the terms of the Arrangement Agreement, the consideration paid by Hillman in the Paulin Acquisition was CAD\$27.60 per share (the "Consideration"). The purchase price represented a total enterprise value of approximately CAD\$103 million. The Consideration represented a premium of approximately 116% to the 20-day volume weighted average price of the Shares on the Toronto Stock Exchange ("TSX") as of December 17, 2012. The closing price of the Shares on the TSX on December 17, 2012 was CAD\$13.20.

The description of the Arrangement Agreement in this Item 2.01 is not complete and is qualified in its entirety by reference to the full text of the Arrangement Agreement, a copy of which is incorporated by reference herein as Exhibit 2.1.

A press release relating to the closing of the Paulin Acquisition is furnished as Exhibit 99.1 hereto.

Item 8.01. Other Events.

Mandatory Exchange

In connection with the closing of the Paulin Acquisition, The Hillman Group, Inc. ("Hillman Group"), a subsidiary of Hillman, mandatorily exchanged all of its previously offered \$65 million aggregate principal amount of temporary notes issued under an indenture dated as of December 21, 2012 (the "Temporary Notes") by issuing in exchange therefor Hillman Group's 10.875% Senior Notes due 2018 (the "Permanent Notes") in an aggregate principal amount equal to the aggregate principal amount of the Temporary Notes (the "Mandatory Exchange"). The Permanent Notes so issued constitute an additional issuance of Hillman Group's 10.875% Senior Notes due 2018 pursuant to that certain indenture, dated as of May 28, 2010, as amended and supplemented on December 29, 2010, April 1, 2011, February 5, 2013 and February 19, 2013, between Hillman Group, the guarantors party thereto and the trustee (the "Existing Hillman Indenture"), under which Hillman Group previously issued \$200 million in aggregate principal amount of 10.875% Senior Notes due 2018 (the "Existing Hillman Notes").

The Permanent Notes are identical to, and are pari passu with, the Existing Hillman Notes, except that the Permanent Notes are subject to transfer restrictions under applicable securities laws and have different CUSIP and ISIN numbers until the consummation of a registered exchange offer with respect to the Permanent Notes, at which time holders of Permanent Notes will be able to exchange the privately placed Permanent Notes for publicly registered notes with substantially identical terms and the same CUSIP and ISIN numbers as the Existing Hillman Notes.

The information under Item 8.01 of this Form 8-K is being furnished under Item 8.01. Such information shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, and shall not be deemed to be incorporated by reference into any of Hillman's filings under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof and regardless of any general incorporation language in such filings, except to the extent expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired.

The financial statements required by this Item, with respect to the Paulin Acquisition described in Item 2.01 herein, will be filed as soon as practicable, and in any event not later than 71 days after the date on which this current report is required to be filed pursuant to Item 2.01.

(b) Pro Forma Financial Information.

The pro forma financial information required by this Item, with respect to the Paulin Acquisition described in Item 2.01 herein, will be filed as soon as practicable, and in any event not later than 71 days after the date on which this current report is required to be filed pursuant to Item 2.01.

(c) Not Applicable.

(d) Exhibits.

Exhibit Number	Description of Exhibit
2.1	Arrangement Agreement, dated December 17, 2012, between The Hillman Companies, Inc. and H. Paulin & Co., Limited (incorporated herein by reference to Exhibit 2.1 to Hillman's current report on Form 8-K filed December 19, 2012).
99.1	Press Release dated February 19, 2013.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

THE HILLMAN COMPANIES, INC.
(Registrant)

Date: February 19, 2013

By: /s/ Anthony A. Vasconcellos
Name: Anthony A. Vasconcellos
Title: Chief Financial Officer

Exhibit Number	Description of Exhibit
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99.1	Press Release dated February 19, 2013.

HILLMAN CLOSES H. PAULIN & CO., LIMITED ACQUISITION

Cincinnati/Toronto, February 19, 2013 - The Hillman Companies, Inc. (Amex: HLM.Pr) (“Hillman”) and H. Paulin & Co., Limited (TSX: PAP.A) (“Paulin”) are pleased to announce the successful completion of the previously announced arrangement pursuant to which Hillman acquired all of the issued and outstanding Class A common shares (the “Shares”) of Paulin for a cash purchase price of C\$27.60 per Share.

With the completion of the arrangement, the Shares are expected to cease to be listed for trading on the Toronto Stock Exchange on or about the close of business on February 25, 2013. Paulin intends to apply to the relevant securities regulatory authorities to cease to be a reporting issuer in the applicable jurisdictions in Canada.

Details of the transaction are contained in Paulin’s management information circular dated January 7, 2013, which can be found at www.sedar.com.

Advisors and Legal Counsel

Barclays Bank PLC acted as financial advisor to Hillman in connection with the transaction and provided committed debt financing. Stikeman Elliott LLP and Paul, Weiss, Rifkind, Wharton & Garrison LLP acted as legal counsel to Hillman. Goodmans LLP acted as legal counsel to Paulin. Ernst & Young LLP acted as financial advisor and McCarthy Tétrault LLP acted as legal counsel to the special committee of the board of directors of Paulin.

About Paulin

Headquartered in Toronto, Canada, Paulin was founded in 1920 and is a leading Canadian distributor and manufacturer of fasteners, fluid system products, automotive parts, and retail hardware components. Paulin’s distribution facilities are located across Canada in Vancouver, Edmonton, Winnipeg, Toronto, Montreal, and Moncton, as well as in Flint, Michigan and Cleveland, Ohio. Paulin’s four manufacturing facilities are located in Ontario, Canada. The Company’s customers include retail hardware, industrial, and automotive (both Original Equipment Manufacturers and aftermarket). Annual revenues of Paulin for 2011 were approximately C\$139 million.

For more information on Paulin visit www.hpaulin.com or call Investor Relations at (416) 694-3360, ext. 135.

About Hillman

Founded in 1964 and headquartered in Cincinnati, Ohio, Hillman is a leading value-added distributor of approximately 80,000 SKUs, consisting of fasteners, key duplication systems, engraved tags, and related hardware items to over 20,000 retail customers in the U.S., Canada, Mexico, South America, and Australia, including home improvement centers, mass merchants, national and regional hardware stores, pet supply stores, and other retailers. Hillman provides a comprehensive solution to its retail customers for managing SKU intensive, complex home improvement categories. Hillman also offers its customers additional services, such as inventory management and in-store merchandising services.

In May 2010, Oak Hill Capital Partners acquired Hillman. Members of Hillman's management team also invested in Hillman. Oak Hill Capital Partners is a private equity firm managing funds with more than \$8 billion of committed capital from leading entrepreneurs, endowments, foundations, corporations, pension funds, and global financial institutions. For more information about Oak Hill Capital Partners, visit www.oakhillcapital.com.

For more information on Hillman, please visit www.hillmangroup.com or call Investor Relations at (513) 851-4900, ext. 2084.

This press release has been issued pursuant to the early warning press release requirements under Canadian securities laws, which also require a report to be filed with the B.C., Alberta, Manitoba and Ontario Securities Commissions containing additional information with respect to the foregoing matters. Hillman has acquired ownership of, and control over, 3,288,000 Shares, being 100% of the issued and outstanding Shares, in exchange for cash consideration of \$27.60 per Share. The acquisition was entered into for the purpose of integrating Paulin into Hillman's North American operations.

The Hillman Companies Inc. | 10590 Hamilton Avenue | Cincinnati, Ohio 45231
