

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

Date of report (Date of earliest event reported): March 20, 2002

Mohawk Industries, Inc.
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other
Jurisdiction of
Incorporation)

01-19826
(Commission File Number)

52-1604305
(IRS Employer
Identification No.)

P.O. Box 12069
160 S. Industrial Blvd.
Calhoun, Georgia 30701
(Address of Principal Executive Offices)

(706) 629-7721
(Registrant's telephone number, including area code)

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Item 9. Regulation FD Disclosure. Additional information of the registrant is attached as Exhibit 99.1 to this report and is incorporated herein by reference. The registrant undertakes no obligation to update this information, including any forward-looking statements, to reflect subsequently occurring events or circumstances.

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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.

MOHAWK INDUSTRIES, INC.
(Registrant)

Date: March 20, 2002

By: /s/ Frank Boykin

Name: Frank Boykin
Title: Vice President and
Corporate Controllor

Transactions, using the purchase method of accounting, and the anticipated refinancing of the \$600 million short-term bridge credit facility entered into as part of the Transactions as if the Transactions and the anticipated refinancing had occurred on January 1, 2001 for the statement of earnings related data and as of December 31, 2001 for the balance sheet related data. In addition, the following table sets forth summary historical financial data of Mohawk and Dal-Tile, which information is derived from the audited historical consolidated financial statements of Mohawk and Dal-Tile. The following table should be read in conjunction with Mohawk's unaudited pro forma condensed combined consolidated financial information included in Mohawk's Current Report on Form 8-K dated March 20, 2002 and the historical consolidated financial statements and the related notes thereto of Mohawk and Dal-Tile, respectively, included in Mohawk's Annual Report on Form 10-K for the fiscal year ended December 31, 2001 and Mohawk's Current Report on Form 8-K dated March 20, 2002, respectively.

At or for the Year
Ended December 31, 2001

	Mohawk	Dal-Tile	Pro Forma
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(In thousands, except per share data)

Statement of earnings data:

Net sales.....	\$3,445,945	1,036,795	4,482,740
Cost of sales.....	2,613,043	546,345	3,244,595
Gross profit.....	832,902	490,450	1,238,145
Selling, general and administrative expenses.....	505,745	341,229	761,855
Operating income.....	327,157	149,221	476,290
Other expense (income):			
Interest expense, net.....	29,787	21,448	77,814
Other expense.....	7,780	1,616	9,396
Other income.....	(1,826)	(2,137)	(3,963)
	35,741	20,927	83,247
Earnings before income taxes.....	291,416	128,294	393,043
Income taxes.....	102,824	49,393	142,350
Net earnings.....	\$ 188,592	78,901	250,693
Diluted earnings per share.....	\$ 3.55		3.79
Weighted-average common and dilutive potential common shares outstanding.....	53,141		66,181

Balance sheet data:

Total assets.....	\$1,768,485	678,422	3,775,251
Long-term debt (including current portion).....	308,433	237,117	1,270,000
Stockholders' equity.....	948,551	289,854	1,772,549

At or for the Year
Ended December 31, 2001

	Mohawk	Dal-Tile	Pro Forma
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(In thousands, except per share and ratio data)

Other financial data:

Capital expenditures(1).....	\$ 52,913	27,207	80,120
EBITDA(2).....	411,324	178,630	589,954
Ratio of total long-term debt to EBITDA(2).....	0.75	1.33	2.15
Ratio of EBITDA to interest expense(2)(3).....	13.81	8.33	6.42
Ratio of total long-term debt to total capitalization(4).....	0.25	0.45	0.42

Ratio of EBITDA less capital expenditures to
interest expense(1) (2) (3)..... 12.03 7.06 5.55

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- (1) Capital expenditures is defined as additions to property, plant and equipment.
 - (2) EBITDA is defined as operating income plus depreciation and amortization. EBITDA is presented because we believe it is a useful indicator of our ability to meet debt service and capital expenditure requirements. It is not, however, intended as an alternative measure of operating results or cash flow from operations as determined in accordance with accounting principles generally accepted in the United States. EBITDA is not necessarily comparable to similarly titled measures for other companies.
 - (3) Interest expense with respect to the anticipated refinancing is calculated using an assumed annual interest rate of 7.5%.
 - (4) Total capitalization is defined as the sum of total long-term debt and total stockholders' equity.

Results of Operations--Dal-Tile

Fiscal Year Ended December 28, 2001 Compared to Fiscal Year Ended December 29, 2000

Net sales for the 2001 fiscal year were \$1,036.8 million, reflecting an increase of \$77.4 million, or approximately 8.1%, over the \$959.4 million reported for fiscal year 2000. The increase was primarily related to expansion of Dal-Tile's residential business, supported by the introduction of new ceramic tile products and increased sales of natural stone.

Quarterly net sales and the percentage changes in net sales by quarter for 2001 versus 2000 were as follows (dollars in thousands):

	2001 -----	2000 -----	Change -----
First quarter.....	\$ 247,357	231,740	6.7%
Second quarter.....	264,936	246,867	7.3
Third quarter.....	271,594	249,825	8.7
Fourth quarter.....	252,908	231,013	9.5
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Total year.....	\$1,036,795	959,445	8.1%
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Gross profit was \$490.5 million (47.3% of net sales) for fiscal year 2001 and \$461.5 million in fiscal year 2000 (48.1% of net sales), representing an increase of 6.3%. The increase in gross profit dollars was due primarily to the growth in sales. The decrease in gross profit, as a percentage of net sales, was due primarily to declining floor tile prices and unfavorable product mix. These costs were partially offset by the implementation of various process improvements.

Operating expenses for fiscal year 2001 were \$341.2 million (32.9% of net sales) compared to \$324.4 million (33.8% of net sales) in fiscal year 2000, representing an increase of \$16.8 million, or 5.2%. This dollar increase was a result of additional spending for new product introductions and higher costs associated with the growth in sales while the decrease as a percentage of net sales was due primarily to the higher sales volume. In addition, corporate spending was substantially reduced as a percentage of sales. Freight expense as a percentage of sales decreased to 7.7% for fiscal year 2001 versus 7.9% in 2000 due to increased use of intermodal transport and decreased partial truckload shipments.

Interest expense (net) for fiscal year 2001 was \$21.4 million compared to \$30.0 million in fiscal year 2000, a decrease of \$8.6 million, or 28.5%.

Interest expense decreased primarily due to reduced borrowing requirements. Also, lower interest rates combined with reduced borrowing spreads contributed to the reduction in interest expense.

Dal-Tile's effective tax rate for fiscal year 2001 was 38.5% versus 5.5% in fiscal year 2000. The fiscal year 2000 tax provision included a U.S. federal income tax benefit due to the reversal of the remaining valuation allowance recorded against certain U.S. federal deferred tax assets. The reversal of the valuation allowance was a result of Dal-Tile's analysis of the likelihood of generating sufficient future taxable income and thus realizing the future benefit of tax loss carryforwards and other deferred tax assets.

Peso-U.S. Dollar Exchange Rate

Dal-Tile's Mexican facility is primarily a provider of ceramic tile to Dal-Tile's U.S. operations. Due to Dal-Tile's manufacturing requirements, fiscal year 2001 domestic sales in Mexico were limited to approximately 3.1% of Dal-Tile's consolidated net sales. During fiscal year 2001, Dal-Tile recorded translation and transaction losses of approximately \$0.2 million. Dal-Tile used foreign currency forward contracts to hedge against currency risk associated with the Mexican peso in fiscal year 2001 and accounted for these contracts as cash flow hedges. These financial instruments are marked-to-market with the offset to other comprehensive income and then subsequently recognized as a component of cost of goods in the same period or periods during which the hedged transaction affects earnings. Dal-Tile did not have any forward contracts outstanding as of December 28, 2001.

Dal-Tile Securitization Facility

On October 26, 2001, a Dal-Tile subsidiary entered into an accounts receivable securitization facility with a multi-seller, asset-backed commercial paper conduit allowing such subsidiary to borrow up to \$75 million secured by trade receivables. This facility represents a three-year revolving securitization of eligible accounts receivable. At December 28, 2001, a total of approximately \$75 million was outstanding under this facility, and was secured by \$117.1 million of accounts receivable. Interest rates under this facility are based on prevailing commercial paper rates plus a program fee of 47.5 basis points and other costs. The financial institution providing the facility to us has waived the application of the change of control provision to the merger with Dal-Tile and has agreed to keep the facility in place until October 25, 2002 on substantially the same terms and conditions available to Dal-Tile prior to the merger. In connection with this waiver, Mohawk has guaranteed the performance of the terms and conditions of this facility by such subsidiary. We expect to replace this facility with a new accounts receivable securitization facility with a multi-selling conduit. This facility has been recorded as an on-balance sheet borrowing.