

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2004-05-18** | Period of Report: **2004-05-18**
SEC Accession No. **0000950137-04-004251**

([HTML Version](#) on secdatabase.com)

FILER

DANIELSON HOLDING CORP

CIK: **225648** | IRS No.: **956021257** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **001-06732** | Film No.: **04816683**
SIC: **6331** Fire, marine & casualty insurance

Mailing Address
767 THIRD AVE
NEW YORK NY 10017-2023

Business Address
767 THIRD AVE 5TH FL
NEW YORK NY 10017
2128880347

UNITED STATES
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): MAY 18, 2004

DANIELSON HOLDING CORPORATION

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE ----- (STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION)	1-6732 ----- (COMMISSION FILE NUMBER)	95-6021257 ----- (I.R.S. EMPLOYER IDENTIFICATION NO.)
--	--	--

2 NORTH RIVERSIDE PLAZA
SUITE 600
CHICAGO, ILLINOIS 60606

(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE
NUMBER, INCLUDING AREA CODE, OF REGISTRANT'S PRINCIPAL
EXECUTIVE OFFICES)

(312) 466-4030

(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

(FORMER NAME OR FORMER ADDRESS, IF CHANGED SINCE LAST REPORT)

INFORMATION TO BE INCLUDED IN THE REPORT

EXPLANATORY NOTE:

This Form 8-K files the consents of independent auditors to the incorporation by reference of the reports into the Registration Statement on Form S-3 (No. 333-39144) of Danielson Holding Company (the "Company").

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits

Exhibit No. -----	Exhibit -----
----------------------	------------------

23.1	Independent Auditors' Consent of Covanta Energy Corporation and Subsidiaries, dated May 17, 2004, by Deloitte & Touche LLP.
------	---

23.2	Consent of Independent Auditors of Quezon Power, Inc. and Subsidiary, dated May 14, 2004, Sycip Gorres Velayo & Co., a Member Practice of Ernst & Young Global.
------	---

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 thereunto duly authorized.

Date: May 18, 2004

DANIELSON HOLDING CORPORATION
(Registrant)

By: /s/ Philip G. Tinkler

Name: Philip G. Tinkler,
Title: Chief Financial Officer

DANIELSON HOLDING CORPORATION

EXHIBIT INDEX

Exhibit No. -----	Exhibit -----
23.1	Independent Auditors' Consent of Covanta Energy Corporation and Subsidiaries, dated May 17, 2004, by Deloitte & Touche LLP.
23.2	Consent of Independent Auditors of Quezon Power, Inc. and Subsidiary, dated May 14, 2004, Sycip Gorres Velayo & Co., a Member Practice of Ernst & Young Global.

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement No. 333-39144 of Danielson Holding Corporation on Form S-3 of our report dated March 26, 2004, relating to the consolidated financial statements of Covanta Energy Corporation (Debtor in Possession) and its subsidiaries (the "Company") (which report expresses an unqualified opinion and includes explanatory paragraphs relating to Covanta Energy Corporation and various domestic subsidiaries having filed voluntary petitions for reorganization under Chapter 11 of the Federal Bankruptcy Code, the Bankruptcy Court having entered an order confirming the Company's plan of reorganization which became effective after the close of business on March 10, 2004, substantial doubt about the Company's ability to continue as a going concern, and the Company's adoption of Statement of Financial Accounting Standards ("SFAS") No. 143, "Accounting for Asset Retirement Obligations" in 2003, SFAS No. 142, "Goodwill and Other Intangible Assets", and SFAS No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets" in 2002, and SFAS No. 133, "Accounting for Derivative Instruments and Hedging Activities", as amended, in 2001) appearing in and incorporated by reference in the Current Report on Form 8-K/A of Danielson Holding Corporation dated May 10, 2004.

/s/ Deloitte & Touche LLP

Parsippany, New Jersey
May 17, 2004

CONSENT OF INDEPENDENT AUDITORS

We consent to the incorporation by reference of our report dated February 14, 2004, with respect to the consolidated financial statements of Quezon Power, Inc. as of and for the years ended December 31, 2003 and 2002, included in Covanta Energy Corporation's Annual Report (Form 10-K) for the year ended December 31, 2003, filed with the Securities and Exchange Commission, and filed in Exhibit 99.2 to Danielson Holding Company's Current Report filed on Form 8-K/A dated May 11, 2004, into the Danielson Holding Corporation Registration Statement on Form S-3 (No. 333-39144).

/s/ Sycip Gorres Velayo & Co.

A Member Practice of Ernst & Young Global

Makati City, Philippines
May 14, 2004