

FOX FACTORY HOLDING CORP

Form 8-K

January 03, 2019

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

January 1, 2019

Date of Report (date of earliest event reported)

Fox Factory Holding Corp.

(Exact name of Registrant as Specified in its Charter)

Delaware                              001-36040      26-1647258  
(State or Other Jurisdiction of      (Commission      (IRS Employer  
Incorporation or Organization)      File Number)      Identification Number)

6653 Hwy 53

Braselton, GA 30517

(Address of Principal Executive Offices) (Zip Code)

(831) 274-6500

(Registrant's Telephone Number, Including Area Code)

N/A

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ..

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the

Exchange Act. "

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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 1, 2019, Fox Factory, Inc., the wholly owned operating subsidiary of Fox Factory Holding Corp. (the “Company”), and Thomas Wittenschlaeger entered into an Amendment (the “Amendment”) to his Employment Agreement, originally dated January 26, 2015 (the “Original Agreement”).

The Amendment revises Mr. Wittenschlaeger’s Original Agreement to account for his new role as “Strategic Business Development Consultant.” The Amendment eliminates Mr. Wittenschlaeger’s ability to earn a performance bonus beginning in 2019 and modifies the definition of severance to not provide for the pro rata payment of a performance bonus in the event of termination. This summary of the Amendment does not purport to be complete and is subject to and qualified in its entirety by reference to the text of the Amendment, included as Exhibit 10.1 to this filing. Exhibit 10.1 is incorporated by reference into this Item 5.02.

Item 7.01 Regulation FD Disclosure

In accordance with the Company’s prior announcement on October 31, 2018, effective December 31, 2018, the Company relocated its corporate headquarters to 6634 Hwy 53, Braselton, GA 30517.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are furnished herewith:

| Exhibit Number | Description   |                 |
|----------------|---|-----------------|
| <u>10.1</u>    | Amendment dated January 1, 2019 to Employment Agreement dated January 26, 2015 between Fox Factory, Inc. and Thomas Wittenschlaeger | January 1, 2019 |

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SIGNATURE

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.

Fox Factory Holding Corp.

Date: January 3, 2019 By: /s/ ZVI GLASMAN

Zvi Glasman  
Chief Financial Officer and Treasurer