

STANDEX INTERNATIONAL CORP/DE/  
Form 8-K  
December 03, 2014

**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): December 1, 2014**

**STANDEX INTERNATIONAL CORPORATION**  
**(Exact name of registrant as specified in its charter)**

|   |                                     |   |
|---|-------------------------------------|---|
| <b>Delaware</b><br><b>(State or other jurisdiction of</b> | <b>1-7233</b><br><b>(Commission</b> | <b>31-0596149</b><br><b>(IRS Employer</b> |
| <b>incorporation or</b>                                   | <b>File Number)</b>                 | <b>Identification No.)</b>                |
| <b>organization)</b>                                      |                                     |   |
| <b>11 Keewaydin Drive, Salem, New Hampshire</b>           |                                     | <b>03079</b>                              |
| <b>(Address of principal executive offices)</b>           |                                     | <b>(Zip Code)</b>                         |

**Registrant's telephone number, including area code: (603) 893-9701**

**Not applicable**

**(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 (*see* General Instruction A.2. below):

- \* 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))

**Standex International Corporation**

**ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.**

**ITEM 5.02 (e)**

On December 1, 2014, the Company and Mr. Abbott entered into a Non-Competition Agreement under which Mr. Abbott will receive consideration totaling One Hundred Fifty Thousand Dollars (\$150,000.00), payable in equal quarterly installments, in exchange for a one year extension of his contractual obligations (contained in his Amended and Restated Employment Agreement, filed as Exhibit 10(b) to Form 10-K on August 27, 2010) not to compete with the Company; employ (or assist a competitor in employing) individuals who were employees of Standex in the prior twelve months; or utilize the confidential information obtained by Mr. Abbott during his tenure with the Company; all the to extent that such activities are competitive with or harmful to Standex. The term of the Non-Competition Agreement is December 6, 2015 through December 6, 2016. The Non-Competition Agreement is attached herein as Exhibit 10.

Mr. Abbott's employment with the Company will terminate effective on December 6, 2014, as previously disclosed on Form 8-K filed on November 12, 2014.

**SECTION 9**

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit 10 - Non-Competition Agreement entered into December 1, 2014, effective December 6, 2015.

## **FORWARD-LOOKING STATEMENTS**

This current report on Form 8-K contains forward-looking statements within the meaning of the Private Securities Litigation Act of 1995 (the Act ) that are intended to come within the safe harbor protection provided by the Act. By their nature, all forward-looking statements involve risks and uncertainties, and actual results may differ materially from those contemplated by the forward-looking statements. Several factors that could materially effect the Corporation s actual results are identified in the Corporation s Annual Report on Form 10-K for the fiscal year ended June 30, 2014.

**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 thereunto duly authorized.

**STANDEX INTERNATIONAL CORPORATION**

(Registrant)

*/s/ Thomas DeByle*

**Thomas DeByle**

**Chief Financial Officer**

Date: December 3, 2014

Signing on behalf of the registrant and as  
principal financial officer