

WAGeworks, INC.
Form 8-K
March 13, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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 8, 2017

WageWorks, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35232
(Commission
File Number)
1100 Park Place, 4th Floor

94-3351864
(IRS Employer
Identification No.)

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San Mateo, California 94403

(Address of principal executive offices, including zip code)

(650) 577-5200

(Registrant's telephone number, including area code)

(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):

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))

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

Edward C. Nafus, a member of the Board of Directors (the Board) of WageWorks, Inc. (the Company), and a member of the Audit and Compensation Committees of the Board, informed the Board on March 8, 2017 that he has decided not to stand for reelection to the Board. Mr. Nafus' departure is not the result of any disagreement with the Company regarding its operations, policies or practices.

Mr. Nafus will continue to serve as a director until his term ends at the Company's 2017 annual meeting of stockholders. The size of the Board will be reduced to seven directors in connection with Mr. Nafus' departure from the Board.

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.

WAGWORKS, INC.

By: /s/ Kimberly L. Wilford
Name: Kimberly L. Wilford

Title: Senior Vice President, General
Counsel and Corporate Secretary

Date: March 13, 2017