

Edgar Filing: Integer Holdings Corp - Form 8-K

Integer Holdings Corp  
Form 8-K  
February 12, 2018

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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): February 12, 2018

INTEGER HOLDINGS CORPORATION

(Exact name of registrant as specified in its charter)

Delaware                                      1-16137                                      16-1531026  
(State or Other Jurisdiction of                      (Commission File Number) (IRS Employer Identification No.)  
Incorporation)

2595 Dallas Parkway, Suite 310, Frisco, Texas 75034  
(Address of principal executive offices)                      (Zip Code)

Registrant's telephone number, including area code (214) 618-5243

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:

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))

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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.

(d). On February 12, 2018, Integer Holdings Corporation (the “Company”) announced the election of James Hinrichs to its Board of Directors (the “Board”), effective February 12, 2018. Mr. Hinrichs will serve on the Board’s Audit and Compensation & Organization Committees. As a Director, Mr. Hinrichs will be entitled to receive remuneration in accordance with the Company’s non-employee director compensation program as described in the Company’s proxy statement filed with the Securities and Exchange Commission on April 17, 2017. Mr. Hinrichs’ term as Director will continue until the Company’s 2018 Annual Meeting of Stockholders and his successor is elected and qualified.

Mr. Hinrichs has over 25 years of experience in financial roles at companies in the medical device and pharmaceutical industries. He most recently served as Executive Vice President and Chief Financial Officer of Alere Inc. from April 2015 until its sale to Abbott Labs in October 2017. From December 2010 through March 2015, Mr. Hinrichs served as Chief Financial Officer of CareFusion Corporation prior to its acquisition by Becton Dickinson. He previously had served as CareFusion’s Senior Vice President, Global Customer Support, and as its Senior Vice President, Controller. Prior to joining CareFusion after its spinoff from Cardinal Health, Inc., Mr. Hinrichs worked for five years at Cardinal Health in various positions including Executive Vice President and Corporate Controller of Cardinal Health and as Executive Vice President and Chief Financial Officer of its Healthcare Supply Chain Services segment. He joined Cardinal Health following more than a decade of finance and marketing roles at Merck & Co. Mr. Hinrichs is a director of Orthofix International N.V. and serves as chair of its Audit & Finance Committee and a member of its Nominating & Governance Committee.

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A copy of the press release announcing the election of Mr. Hinrichs is attached as Exhibit 99.1 to this report and incorporated herein by this reference.

Item 9.01. Financial Statements and Exhibits.

(d). Exhibits

99.1 Press Release dated February 12, 2018

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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, thereunto duly authorized.

Dated: February 12, 2018 INTEGER HOLDINGS CORPORATION

By: /s/ Timothy G. McEvoy  
Timothy G. McEvoy  
Senior Vice President, General Counsel & Secretary