### Edgar Filing: IMMERSION CORP - Form 8-K

IMMERSION CORP Form 8-K April 21, 2008

UNITED STATES
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): April 21, 2008

IMMERSION CORPORATION
(Exact name of registrant as specified in its charter)

\_\_\_\_\_

of incorporation)

Identification No.)

\_\_\_\_\_

801 Fox Lane
San Jose, California 95131
(Address of principal executive offices) (Zip Code)

\_\_\_\_\_

Registrant's telephone number, including area code: (408) 467-1900

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

(e) On April 21, 2008, Immersion entered into executive incentive plans for fiscal 2008 (the "Bonus Plans") with the Named Executive Officers. The Bonus Plans are intended to focus such officers on Immersion's revenue, operating profit, and gross margin goals, and other business objectives, and to reward achievement of those goals.

Mr. Viegas' Bonus Plan provides for a target bonus amount of \$300,000 and a maximum bonus amount of \$504,000.

Mr. Ambler's Bonus Plan provides for a target bonus amount of \$110,334 and a maximum bonus amount of \$185,360.

Each of the Bonus Plans provide for a discretionary multiplier ranging from 0.80 to 1.20, based on overall performance. The Compensation Committee of Immersion's Board of Directors will determine the discretionary multiplier for Mr. Viegas' bonus, and Immersion's Chief Executive Officer will determine the discretionary multiplier for Mr. Ambler.

The actual bonus amount for Mr. Viegas is determined through measurements of both Immersion's corporate performance and Mr. Viegas' individual performance. Forty percent (40%) of the bonus is determined by a matrix of varying levels of GAAP adjusted revenue and GAAP adjusted operating profit (loss) that are achieved by Immersion in fiscal 2008; forty percent (40%) of the bonus is determined by achievement of a number of corporate initiatives, including the consummation of a strategic transaction that increases revenue and/or operating income within certain specified parameters, the implementation of an enterprise resource planning system, increasing the percentage of Immersion's total revenue that is derived from international sources and increasing the number of non-financial or administrative press releases issued by Immersion in 2008; and the remaining twenty percent (20%) of the bonus is determined by achievement of a number of individual management objectives, which are still in the process of being agreed upon.

The actual bonus amount for Mr. Ambler is determined through measurements of both Immersion's corporate performance and Mr. Ambler's individual performance. Forty percent (40%) of the bonus is determined by a matrix of varying levels of GAAP adjusted revenue and GAAP adjusted operating profit (loss) that are achieved by Immersion in fiscal 2008; forty percent (40%) of the bonus is determined by achievement of a number of corporate initiatives, including the consummation of a strategic transaction that increases revenue and/or operating income within certain specified parameters, the implementation of an enterprise resource planning system, increasing the percentage of Immersion's total revenue that is derived from international sources and increasing the number of non-financial or administrative press releases issued by Immersion in 2008; and the remaining twenty percent (20%) of the bonus is determined by achievement of a number of individual business unit initiatives, including support activities related to the above listed corporate initiatives and the reduction of certain professional fees and costs of certain product components.

Payment of the cash bonuses pursuant to the Bonus Plans is subject to each executive officer's continued employment through the payment date, which is expected to occur on the next payroll period after the later of: (a) the date on which Immersion's income statement for fiscal 2008 has been finalized, or (b) the date on which Immersion's earnings for fiscal 2008 have been publicly disclosed. An executive officer who resigns from his employment prior to the

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payment date, or whose employment is terminated prior to the payment date, will not earn any payment under the Bonus Plans, unless otherwise agreed by Immersion.

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IMMERSION CORPORATION

Date: April 21, 2008 By: /s/ Stephen M. Ambler

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Stephen M. Ambler  $\,\,$ 

Chief Financial Officer and Vice President, Finance

ft-width: 1; border-right-width: 1; border-bottom-width: 1">1.Title of Security

(Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3. Transaction Code

(Instr. 8)4. Securities Acquired (A) or Disposed of (D)

(Instr. 3, 4 and 5)5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)6. Ownership Form: Direct (D) or Indirect (I)

(Instr. 4)7. Nature of Indirect Beneficial Ownership

(Instr. 4)CodeVAmount(A) or (D)Price Common Stock 10/22/2004 J $_{\underline{}}^{(1)}$  142.956 A \$ 19 420.6896 D Common Stock 512.4428 D $_{\underline{}}^{(2)}$ 

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	Amor Unde Secur	le and ant of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)
				Code	v	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TERRY WILLIAM GREGORY

518 WEST C STREET X

NEWTON, X1 28658

## **Signatures**

William Gregory Terry 10/25/2004

\*\*Signature of Date

Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Directors and Officers Deferral Plan
- (2) Shares owned as Joint Tenants with Wife

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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