

K12 INC  
Form 8-K  
April 13, 2010

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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):

April 8, 2010

**K12 Inc.**

\_\_\_\_\_  
(Exact name of registrant as specified in its charter)

Delaware

001-33883

95-4774688

\_\_\_\_\_  
(State or other jurisdiction  
of incorporation)

\_\_\_\_\_  
(Commission  
File Number)

\_\_\_\_\_  
(I.R.S. Employer  
Identification No.)

2300 Corporate Park Drive, Herndon, Virginia

20171

\_\_\_\_\_  
(Address of principal executive offices)

\_\_\_\_\_  
(Zip Code)

Registrant's telephone number, including area code:

(703) 483-7000

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.**

On April 8, 2010, Mr. Harry T. Hawks was named Executive Vice President and Chief Financial Officer of K12 Inc. (the "Company") to be effective on May 5, 2010. Most recently, Mr. Hawks, age 56, served as Executive Vice President and Chief Financial Officer at Hearst Television Inc. Prior to his roles at Hearst, Mr. Hawks was a founder of Argyle Television, a publicly-traded company that merged with Hearst Broadcasting to become Hearst-Argyle Television, Inc. Earlier in his career, Mr. Hawks held various positions in the fields of corporate finance, venture capital, and investment banking. Mr. Hawks holds a BS and MBA from Louisiana State University in Baton Rouge.

Mr. Hawks will receive an annual base salary of \$400,000 and he will be eligible to receive an annual year-end bonus of up to 50% of his base salary, at the discretion of the Compensation Committee of the Board of Directors. At the Compensation Committee's next meeting following Mr. Hawks' first day of service, he will be granted an option to purchase 100,000 shares of the Company's common stock and he will be awarded 25,000 shares of restricted stock. The stock options will vest over four years with 25% vesting after one year and 75% vesting quarterly thereafter and the restricted stock will vest over three years with 20% vesting after one year, followed by 40% vesting after the remaining two years. Finally, the Company will pay Mr. Hawks' temporary housing, commuting expenses and costs associated with relocating his residence.

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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 hereunto duly authorized.

K12 Inc.

*April 13, 2010*

By: */s/Howard D. Polsky*

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*Name: Howard D. Polsky*

*Title: General Counsel and Secretary*