

Natural Grocers by Vitamin Cottage, Inc.  
Form 8-K  
September 07, 2017

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of report (date of earliest event reported): **September 6, 2017**

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**Natural Grocers by Vitamin Cottage, Inc.**

(Exact name of registrant as specified in its charter)

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|----------------------------------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| <b>Delaware</b><br>(State or other jurisdiction<br>of incorporation) | <b>001-35608</b><br>(Commission<br>File No.) | <b>45-5034161</b><br>(IRS Employer<br>Identification No.) |
|----------------------------------------------------------------------|----------------------------------------------|-----------------------------------------------------------|

**12612 West Alameda Parkway**

**Lakewood, Colorado 80228**

(Address of principal executive offices) (Zip Code)

**(303) 986-4600**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

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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 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))

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

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 1.01 Entry into a Material Definitive Agreement.**

On September 6, 2017, Vitamin Cottage Natural Food Markets, Inc. (the “Operating Company”), a wholly owned subsidiary of Natural Grocers by Vitamin Cottage, Inc., entered into the second amendment (the “Second Amendment”) to its credit agreement (the “Credit Facility”).

Pursuant to the Second Amendment: (i) the amount available for borrowing under the Credit Facility was increased from \$45.0 million to \$50.0 million (including a \$5.0 million sublimit for standby letters of credit); (ii) the Operating Company no longer has the ability to increase the aggregate commitments to lend under the Credit Facility by up to an additional \$5.0 million; and (iii) a swing line (or “auto-borrow”) facility was added to the Credit Facility.

**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 hereunto duly authorized.

Dated: September 7, 2017

**Natural Grocers by  
Vitamin Cottage, Inc.**

By: /s/ Kemper Isely  
Name: Kemper Isely  
Title: Co-President