

EASTERN CO
Form 8-K
January 22, 2018
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: January 16, 2018
(Date of earliest event reported)

The Eastern Company
(Exact name of Registrant as specified in its charter)

<u>Connecticut</u>	<u>0-599</u>	<u>06-0330020</u>
(State or other jurisdiction (Commission File Number) (IRS Employer of incorporation)		(Identification No.)

<u>112 Bridge Street, Naugatuck, Connecticut</u>	<u>06770</u>
(Address of principal executive offices)	(Zip Code)

(203) 729-2255
(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))

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.

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

On January 16, 2018, the Compensation Committee (the "Committee") of the Board of Directors of The Eastern Company (the "Company") amended and restated the Employment Agreement (the "Agreement") with August M. Vlak, the Company's President and Chief Executive Officer, dated as of March 29, 2016 and Amended April 18, 2017. The Agreement was amended and restated to, among other things, remove the occurrence of an event insolvency or the filing of a petition in bankruptcy with respect to the Company from the definition of Constructive Termination, to change separation and severance payments to Mr. Vlak under certain Termination conditions and to define the release and waiver of claims.

ITEM 9.01 – Financial Statements and Exhibits

(d) Exhibits

Exhibit No. Title

- 10.1 Amended and restated Employment Agreement between The Eastern Company and August M. Vlak, the Company's President and Chief Executive Officer, executed on January 16, 2018.

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.

The Eastern Company

Date: January 22, 2018 /s/John L. Sullivan III
John L. Sullivan III
Vice President and Chief Financial Officer