

COGENT COMMUNICATIONS GROUP INC  
Form 8-K  
August 01, 2013

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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):

August 1, 2013

Cogent Communications Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-31227

52-2337274

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

1015 31st St. NW, Washington, District of  
Columbia

20007

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

202-295-4200

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 August 1, 2013, Ernest Ortega, age 48, joined Cogent as Vice President and Chief Revenue Officer. Prior to joining Cogent, Mr. Ortega served as Executive Vice President of Sales and Marketing at XO Communications where he had previously served as President of Carrier Sales from 2004 until 2011 and as Vice President of national accounts from 1999 until 2003.

Mr. Ortega will receive a salary of \$300,000 per year and be eligible for certain performance based commissions. Mr. Ortega will receive a grant of 40,000 shares of restricted stock. Under certain circumstances following a separation of service, Mr. Ortega will be entitled to receive three months salary and continued employee benefits. The restricted stock grant and the severance agreement are attachment as exhibits hereto.

A copy of the press release announcing the hiring of Mr. Ortega is attached as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits:

| Exhibit<br>Number | Description |
|-------------------|-------------|
|-------------------|-------------|

|      |   |
|------|---|
| 10.1 | Ernest Ortega Severance Agreement with Cogent Communications Group, Inc., filed herewith. |
|------|---|

|      |  |
|------|--|
| 10.2 | Restricted Stock Award to Ernest Ortega, filed herewith. |
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|------|-------------------------------------|
| 99.1 | Press Release Dated August 1, 2013. |
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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.

Cogent Communications Group, Inc.

*August 1, 2013*

*By: David Schaeffer*

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*Name: David Schaeffer*

*Title: Chairman, President & Chief Executive Officer*

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Exhibit Index

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