

TTM TECHNOLOGIES INC  
Form 8-K  
March 06, 2013

**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): February 28, 2013**

**TTM TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other Jurisdiction  
of Incorporation)

**0-31285**  
(Commission  
File Number)

**91-1033443**  
(IRS Employer  
Identification No.)

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1665 Scenic Avenue, Suite 250

Costa Mesa, California  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (714) 327-3000

92626  
(Zip 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:

- .. 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))

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

Effective February 28, 2013, the Company entered into an Executive Change in Control Severance Agreement (the "Severance Agreement") with Todd B. Schull, the Company's Executive Vice President, Chief Financial Officer, Treasurer and Secretary. The Severance Agreement provides that, subject to the Company receiving a general release of claims from Mr. Schull in the form attached as Appendix II to the Severance Agreement, in the event Mr. Schull's employment is terminated by (i) the Company without cause during a pending change in control (as such terms are defined in the Severance Agreement) or within 12 months following a change in control (as defined in the Severance Agreement) or (ii) by Mr. Schull for good reason (as defined in the Severance Agreement) within 12 months following a change in control, Mr. Schull would be entitled to receive an amount in cash equal to two times the sum of (a) Mr. Schull's annual base salary and (b) the amount of Mr. Schull's annual target bonus for the year in which Mr. Schull was terminated assuming the achievement of 100% of the performance target levels associated with such annual target bonus; in addition, the vesting of any of Mr. Schull's stock options, restricted stock, and restricted stock units assumed by the surviving entity in connection with a change in control would be accelerated.

The foregoing is a summary only and does not purport to be a complete description of all of the terms, provisions, covenants, and agreements contained in the Severance Agreement, and is subject to and qualified in its entirety by reference to the complete text of the Severance Agreement, which is incorporated herein by reference to Exhibit 10.17 filed with the Current Report on Form 8-K filed by the Company on January 19, 2012.

**Item 9.01. Financial Statements and Exhibits.**

(a) *Financial Statements of Business Acquired.*  
Not applicable.

(b) *Pro Forma Financial Information.*  
Not applicable.

(c) *Shell Company Transactions.*  
Not applicable.

(d) *Exhibits.*

Exhibit No.	Description
10.17	Form of Executive Change in Control Severance Agreement (incorporated by reference to Exhibit 10.17 of the Company's Current Report on Form 8-K filed on January 19, 2012)

**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.

Date: March 6, 2013

**TTM TECHNOLOGIES, INC.**

By: /s/ Kenton K. Alder  
Kenton K. Alder  
Chief Executive Officer

**EXHIBIT INDEX**

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