

MEREDITH CORP
Form 8-K
February 06, 2019

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 2, 2019

MEREDITH CORPORATION

(Exact name of registrant as specified in its charter)

| | | |
|--|------------------------------------|--|
| Iowa (State or other jurisdiction of incorporation or organization) | 1-5128 (Commission file number) | 42-0410230 (I.R.S. Employer Identification No.) |
| 1716 Locust Street, Des Moines, Iowa (Address of principal executive offices) | | 50309-3023 (Zip Code) |

Registrant's
telephone
number,
including
area code:
(515)
284-3000

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in 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 February 5, 2019, Meredith Corporation (Meredith) announced that on February 2, 2019, its Board of Directors appointed Christopher Roberts III to serve as a Class II Director effective at its next board meeting on May 7, 2019. Mr. Roberts will serve on the Finance/Audit Committee. Mr. Roberts will stand for election for a two-year term expiring November 10, 2021, at Meredith's Annual Shareholders Meeting in November 2019.

Mr. Roberts will participate in Meredith's standard compensation program for non-employee directors as described in the Meredith Corporation Proxy Statement for the 2018 Annual Meeting of Shareholders, which was filed with the Securities and Exchange Commission on September 24, 2018.

Also at the February 2, 2019 meeting, the Meredith Board of Directors extended Stephen M. Lacy's term by one year to November 10, 2020, as a Class I Director. A copy of the news release announcing these items is attached as an exhibit to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99 News release issued by Meredith Corporation dated February 5, 2019

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, thereunto duly authorized.

MEREDITH CORPORATION
Registrant

/s/ Joseph Ceryanec
Joseph Ceryanec
Chief Financial Officer
(Principal Financial and Accounting Officer)

Date: February 6, 2019