

WOLVERINE WORLD WIDE INC /DE/

Form 8-K

October 14, 2014

**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): **October 8, 2014**

**Wolverine World Wide, Inc.**

(Exact Name of Registrant as  
Specified in its Charter)

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

**001-06024**  
(Commission  
File Number)

**38-1185150**  
(IRS Employer  
Identification No.)

**9341 Courtland Drive**  
**Rockford, Michigan**  
(Address of Principal Executive Offices)

**49351**  
(Zip Code)

Registrant's telephone number, including area code: **(616) 866-5500**

## Edgar Filing: WOLVERINE WORLD WIDE INC /DE/ - Form 8-K

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. below):

- ☐ 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.**

Effective October 8, 2014, the Board of Directors of Wolverine World Wide, Inc. (the "Company") increased the size of the Board of Directors (the "Board") from ten directors to eleven directors, appointed Roxane Divol to the newly created seat on the Company's Board and determined that Ms. Divol is an independent director under the Company's Director Independence Standards and New York Stock Exchange Listing Standards. Ms. Divol will serve as a member of the class of directors whose terms expire at the Company's 2015 annual meeting of stockholders. Ms. Divol has not been appointed to serve on any committees of the Company's Board. In connection with Ms. Divol's appointment to the Board, Ms. Divol received an award of stock options on October 8, 2014, for a number of shares equal to \$65,000 in value using a Black-Scholes valuation. These stock options have an exercise price equal to the closing price of the Company's common stock on October 8, 2014. In addition, Ms. Divol will receive the standard non-management annual director compensation. The Company's standard non-management annual director compensation is described in its proxy statements, most recently in the section entitled *Non-Employee Director Compensation in Fiscal Year 2013* in the Company's definitive proxy statement for its 2014 annual meeting of stockholders filed with the Securities and Exchange Commission on March 12, 2014. The Company will enter into an indemnification agreement with Ms. Divol on the Company's standard form for directors as described in and filed with the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on April 25, 2007.

**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.

Dated: October 14, 2014

WOLVERINE WORLD WIDE, INC.  
(Registrant)

/s/ Brendan M. Gibbons  
Brendan M. Gibbons  
Vice President, General Counsel and Secretary