

HARMAN INTERNATIONAL INDUSTRIES INC /DE/  
Form 8-K  
September 22, 2016

**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): September 22, 2016 (September 16, 2016)**

**HARMAN INTERNATIONAL INDUSTRIES, INCORPORATED**  
**(EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER)**

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

**001-09764**  
**(Commission**  
**File Number)**

**11-2534306**  
**(IRS Employer**  
**Identification No.)**

**400 Atlantic Street, Suite 1500**

**Stamford, CT 06901**

**(Address of Principal Executive Offices) (Zip Code)**

**Registrant's telephone number, including area code: (203) 328-3500**

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))

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

On September 16, 2016, Blake Augsburger, former Executive Vice President and President, Professional Solutions of Harman International Industries, Incorporated (the Company), entered into a separation agreement with the Company (the Separation Agreement). Mr. Augsburger's separation from the Company was effective on September 20, 2016 and treated as a Qualifying Termination for purposes of his Amended and Restated Severance Agreement, dated October 13, 2015, with the Company (the Severance Agreement), previously disclosed on Form 8-K filed with the Securities and Exchange Commission on October 16, 2015. As such, Mr. Augsburger will be entitled to receive the amounts payable to him pursuant to the terms of the Severance Agreement. Pursuant to the Separation Agreement and the Harman International Industries, Incorporated Supplemental Executive Retirement Plan, as amended and restated as of October 1, 1999, and as further amended effective September 24, 2002 (the SERP), Mr. Augsburger is also entitled to receive an Annual Benefit Percentage (as defined in the SERP) equal to 30% of his Average Compensation (as defined in the SERP) commencing on the first day of the month following the date he attains age 55. As required by the Severance Agreement, the Separation Agreement provides the Company with a release of all claims by Mr. Augsburger, as well as, among other provisions, a summary of Mr. Augsburger's termination payments and benefits. Mr. Augsburger will be subject to non-competition, non-solicitation and confidentiality provisions under the Severance Agreement and the Separation Agreement. The foregoing description is qualified in its entirety by reference to the Separation Agreement, which is attached hereto as Exhibit 10.1, the terms of which are incorporated herein by reference. This summary does not purport to be complete and is subject to and qualified in its entirety by reference to the full text of the Separation Agreement.

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

(d) Exhibits.

The following exhibits are filed herewith:

<b>Exhibit No.</b>	<b>Description</b>
10.1	Separation Agreement, dated September 14, 2016, between Harman International Industries, Incorporated and Blake Augsburger.

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**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 hereunto duly authorized.

HARMAN INTERNATIONAL  
INDUSTRIES,

INCORPORATED

By: /s/ Todd A. Suko  
Todd A. Suko  
Executive Vice President and General  
Counsel

Date: September 22, 2016

th: 0; border-bottom-width: 1"> /s/ Timothy E. Foley, by Power of Attorney 05/04/2016\_\*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Award of stock units pursuant to Outside Directors' Deferred Compensation Plan. Shares of common stock are issuable on a one-for-one basis in either a lump sum or installments after termination of service as a director or upon a change in control of the company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. e:10pt;">

The Separation Agreement terms also accelerate the vesting of 27,140 shares of time-based restricted stock that would have otherwise vested within the 12 month period following February 26, 2016 and provide for the vesting of up to 112,072 shares of performance-based restricted stock that would have otherwise vested within the 12 month period following February 26, 2016, provided, and only to the extent, if any, that the performance criteria for such shares is met as determined by the Company in or around August or September 2016. Additionally, Mr. Martin's outstanding vested stock options will remain exercisable through the applicable award expiration date.

Mr. Martin executed a release of claims and will continue to be bound by the terms of any restrictive covenant agreements he had with the Company.

The foregoing summary of the Separation Agreement does not purport to be complete and is qualified in its entirety by reference to the Separation Agreement, a copy of which is attached hereto as Exhibit 10.1 and is incorporated herein by reference.

Additionally, on February 29, 2016, the Company issued a press release regarding Mr. Martin's resignation. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Explanation of Responses:

Exhibit Number	Description
10.1	Separation Agreement, between Cardiovascular Systems, Inc. and David Martin, dated February 26, 2016.
99.1	Press Release, dated February 29, 2016.

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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.

Date: February 29, 2016

CARDIOVASCULAR SYSTEMS, INC.

By: /s/ Laurence L. Betterley  
Laurence L. Betterley  
Chief Financial Officer

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EXHIBIT INDEX

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