

TEREX CORP  
Form 8-K  
December 14, 2015

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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) December 11, 2015

TEREX CORPORATION

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(Exact Name of Registrant as Specified in Charter)

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|---|--|--|
| Delaware<br>(State or Other Jurisdiction<br>of Incorporation) | 1-10702<br>(Commission<br>File Number) | 34-1531521<br>(IRS Employer<br>Identification No.) |
|---|--|--|

|  |                     |
|--|---------------------|
| 200 Nyala Farm Road, Westport, Connecticut<br>(Address of Principal Executive Offices) | 06880<br>(Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code (203) 222-7170

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 (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.

Terex Corporation (“Terex” or the “Company”) previously disclosed that Ronald M. DeFeo would serve as Executive Chairman of the Company through December 31, 2015 and would continue as a consultant for the Company after December 31, 2015 through December 31, 2016.

On December 11, 2015, it was decided that Mr. DeFeo would be retiring as a director of the Company effective December 31, 2015 and David A. Sachs, the current Lead Director of the Company, will become Non-Executive Chairman of the Company effective January 1, 2016.

On December 11, 2015, the Company and Mr. DeFeo entered into a Consulting Agreement (the “Consulting Agreement”). Pursuant to the Consulting Agreement, Mr. DeFeo will receive \$650,000 for consulting services provided to the Company in 2016. The foregoing description of the Consulting Agreement is qualified in its entirety by reference to the full and complete text of the Consulting Agreement, which is attached hereto and incorporated by reference herein as Exhibit 10.1 to this report.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

10.1 Consulting Agreement between Terex Corporation and Ronald M. DeFeo, dated December 11, 2015.

#### 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: December 14, 2015

TEREX CORPORATION

By: /s/ Eric I Cohen  
Eric I Cohen  
Senior Vice President,  
Secretary and General Counsel