

Super Micro Computer, Inc.
Form 8-K
October 31, 2017

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 28, 2017

SUPER MICRO COMPUTER, INC.

(Exact name of registrant specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-33383
(Commission

File Number)

980 Rock Avenue, San Jose, California 95131

77-0353939
(I.R.S. Employer

Identification No.)

Edgar Filing: Super Micro Computer, Inc. - Form 8-K
(Address of principal executive offices, including Zip Code)
Registrant's telephone, including area code: (408) 503-8000

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:

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 1.01 Entry into a Material Definitive Agreement.

On October 28, 2017, Bank of America, N.A, issued an extension letter to Super Micro Computer, Inc., a Delaware corporation (the Company), in connection with that certain Credit Agreement dated as of June 30, 2016 (as amended, restated, extended, supplemented or otherwise modified in writing from time to time, the Credit Agreement), among the Company, the Guarantors (as defined in the Credit Agreement), Super Micro Computer B.V., a private limited liability company (*besloten vennootschap met beperkte aansprakelijkheid*) formed under the laws of the Netherlands and registered with the Trade Register of the Dutch Chamber of Commerce under number 17102792, as the

Designated Borrower thereunder and not as a Guarantor (in such capacity, the Designated Borrower and, together with the Company, the Borrowers and each a Borrower), the lenders party thereto (Lenders), and BANK OF AMERICA, N.A., as Administrative Agent, Swingline Lender and L/C Issuer (the Extension Letter).

The Extension Letter extends the date by which delivery of the Company's audited Consolidated and consolidating financial statements for the fiscal year ending June 30, 2017 (FYE 2017 Financial Statements) and the FYE 2017 Compliance Certificate (as defined in the Extension Letter) is required from no later than October 28, 2017 to January 15, 2018 (the Extended Delivery Date), subject to the requirements set forth in the Extension Letter.

The foregoing description of the Extension Letter does not purport to be complete and is qualified in its entirety by reference to the full and complete terms of the Extension Letter, a copy of which is filed herewith as Exhibit 10.1 and is incorporated herein by reference.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The information regarding the Extension Letter as set forth in Item 1.01 of this Form 8-K is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit

| No. | Description |
|------------|---|
| 10.1 | <u>Extension Letter to that certain Credit Agreement dated as of June 30, 2016 between Super Micro Computer, Inc. and Bank of America, N.A.</u> |

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.

SUPER MICRO COMPUTER, INC.

Date: October 31, 2017

By: /s/ Charles Liang
Charles Liang
President, Chief Executive Officer and Chairman of the Board
(Principal Executive Officer)