

GLOBAL POWER EQUIPMENT GROUP INC.

Form 8-K

April 06, 2015

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

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### CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **March 31, 2015**

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## Global Power Equipment Group Inc.

(Exact Name of Registrant as Specified in its Charter)

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

**001-16501**  
(Commission  
File Number)

**73-1541378**  
(IRS Employer  
Identification Number)

**400 E. Las Colinas Boulevard, Suite 400**

**Irving, Texas 75039**

(Address of Principal Executive Offices, Zip Code)

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Registrant's telephone number, including area code: **(214) 574-2000**

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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))
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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.**

(e) On March 31, 2015, Global Power Equipment Group Inc. (the Company), following the approval of the Compensation Committee of the Company, granted the following restricted share units as retention grants to the following named executive officers:

| Named Executive Officer | Number of Restricted Share Units Granted |
|-------------------------|--|
| Raymond K. Guba         | 17,720                                   |
| Tracy D. Pagliara       | 9,245                                    |
| John Durkee             | 9,245                                    |

The restricted share units are subject to the terms of a Restricted Share Unit Agreement, the form of which is attached hereto, and shall vest in full on June 30, 2016, provided that the executive remains employed with the Company, or a subsidiary of the Company, through that date. Vesting accelerates in full upon a termination of the executive by the Company without cause or by reason of disability, in the event of the executive's termination for good reason or death, or if a change in control occurs while the executive is employed by the Company, or a subsidiary of the Company.

The above description of the Restricted Share Unit Agreement is not complete and is qualified in its entirety by reference to the full text of the form of the Restricted Share Unit Agreement, which is filed as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

| Exhibit Number | Description                             |
|----------------|---|
| 10.1           | Form of Restricted Share Unit Agreement |

**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.

Dated: April 6, 2015

Global Power Equipment Group Inc.

By: */s/ Tracy D. Pagliara*  
Tracy D. Pagliara  
Chief Administrative Officer, General Counsel and  
Secretary

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                      |
|---------------------------|---|
| 10.1                      | Form of Restricted Share Unit Agreement |

4

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