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## Section 1: 8-K (8-K FOXF CFO ANNOUNCEMENT)

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### 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

**August 22, 2019**

Date of Report (date of earliest event reported)

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### Fox Factory Holding Corp.

(Exact name of Registrant as Specified in its Charter)

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

**001-36040**

(Commission  
File Number)

**26-1647258**  
(IRS Employer  
Identification Number)

**6634 Hwy 53**  
**Braselton, GA 30517**

(Address of Principal Executive Offices) (Zip Code)

**(831) 274-6500**

(Registrant's Telephone Number, Including Area Code)

**N/A**

(Former Name or Former Address, if Changed Since Last Report)

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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))

**Securities registered pursuant to Section 12(b) of the Act:**

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common Stock, par value \$0.001 per share	FOXF	The NASDAQ Stock Market LLC (NASDAQ Global Select Market)

Indicate by check mark whether the registrant is an emerging growth company 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.

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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.**

On August 22, 2019, Zvi Glasman submitted notice that he intends to resign as the Chief Financial Officer and Treasurer of Fox Factory Holding Corp. (the “Company”), which is expected to be effective November 1, 2019. Following the effective date of his resignation, Mr. Glasman is expected to provide transition services to the Company, which will include participating in the selection of his successor, assisting in a smooth transition of his responsibilities, and actively working for the Company through the end of February 2020, or such earlier date determined by the Company’s Board of Directors (the “Board”). Mr. Glasman’s departure is not due to a dispute or disagreement with the Company.

At the time of this Current Report on Form 8-K, the Company has not entered into any compensation arrangements with Mr. Glasman in connection with the transition described above. Such arrangements will be filed as an amendment to this Current Report on Form 8-K, once entered into, if at all. Previous agreements between Mr. Glasman and the Company regarding employment shall continue in force until the effective date of Mr. Glasman’s resignation or until such time as a new arrangement may be entered into.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

The following exhibits are filed herewith:

<u>Exhibit</u>	<u>Description</u>
<a href="#">99.1</a>	Copy of press release issued by Fox Factory Holding Corp., dated August 27, 2019.

## 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.

**Fox Factory Holding Corp.**

Date: August 27, 2019

By: /s/ Michael C. Dennison

Michael C. Dennison

Chief Executive Officer

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## **Section 2: EX-99.1 (EXHIBIT 99.1 CFO PRESS RELEASE)**

### **Exhibit 99.1**

#### **Fox Factory Holding Corp. Announces CFO Succession Plan**

*Zvi Glasman to Leave the Company After More Than 10 Years as CFO  
Company Initiates Search for Successor  
Reaffirms Third Quarter and Fiscal 2019 Guidance*

BRASELTON, Georgia, August 27, 2019 - Fox Factory Holding Corp. (NASDAQ: FOXF) ("FOX" or the "Company") today announced that after more than 10 years with the Company, Zvi Glasman will leave his role as Chief Financial Officer ("CFO"), to pursue other interests, effective on November 1, 2019, following its third quarter fiscal year 2019 earnings. FOX has initiated a search to identify its next CFO and will consider both internal and external candidates with the assistance of a leading executive search firm. Mr. Glasman will remain available to ensure a smooth transition through February 28, 2020. The Company also reaffirmed its third quarter and fiscal year 2019 guidance as previously outlined on July 31, 2019.

"Zvi has been an integral member of our executive team for over ten years having successfully helped us transition our business from a privately-held to publicly-traded company, executing and integrating five strategic M&A transactions, and consistently aligning our organization to deliver on our financial objectives for the last 24 quarters," commented Mike Dennison, FOX's Chief Executive Officer. "Zvi's expertise and contributions have been significant to our efforts to grow our global product portfolio, drive sales growth and expand margins. On behalf of everyone at FOX, I thank Zvi for his service and I look forward to continuing to work closely with him during the transition."

Mr. Glasman said, "It has been a privilege to work alongside a talented and dedicated global team at FOX that consistently demonstrate a commitment to the product innovation and the growth of the FOX brand. I have great confidence in their ability to achieve our strategic and financial goals, and believe FOX is well-positioned to capitalize on opportunities for value creation well into the future."

#### **About Fox Factory Holding Corp. (NASDAQ: FOXF)**

Fox Factory Holding Corp. designs and manufactures performance-defining ride dynamics products primarily for bicycles, on-road and off-road vehicles and trucks, side-by-side vehicles, all-terrain vehicles, snowmobiles, specialty vehicles and applications, and motorcycles. The Company is a direct supplier to leading power vehicle original equipment manufacturers ("OEMs"). Additionally, the Company supplies top bicycle OEMs and their contract manufacturers, and provides aftermarket products to retailers and distributors.

FOX is a registered trademark of Fox Factory, Inc. NASDAQ Global Select Market is a registered trademark of The NASDAQ OMX Group, Inc. All rights reserved.

## Cautionary Note Regarding Forward-Looking Statements

Certain statements in this press release including earnings guidance may be deemed to be forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended and Section 21E of the Securities Exchange Act of 1934, as amended. The Company intends that all such statements be subject to the “safe-harbor” provisions contained in those sections. Forward-looking statements generally relate to future events or the Company’s future financial or operating performance. In some cases, you can identify forward-looking statements because they contain words such as “may,” “might,” “will,” “would,” “should,” “expect,” “plan,” “anticipate,” “could,” “intend,” “target,” “project,” “contemplate,” “believe,” “estimate,” “predict,” “likely,” “potential” or “continue” or other similar terms or expressions and such forward-looking statements include, but are not limited to, statements about the Company’s continued growing demand for its products; the Company’s execution on its strategy to improve operating efficiencies; the Company’s optimism about its operating results and future growth prospects; the Company’s expected future sales and future non-GAAP adjusted earnings per diluted share; and any other statements in this press release that are not of a historical nature. Many important factors may cause the Company’s actual results, events or circumstances to differ materially from those discussed in any such forward-looking statements, including but not limited to: the Company’s ability to complete any acquisition and/or incorporate any acquired assets into its business; the Company’s ability to improve operating and supply chain efficiencies; the Company’s ability to enforce its intellectual property rights; the Company’s future financial performance, including its sales, cost of sales, gross profit or gross margin, operating expenses, ability to generate positive cash flow and ability to maintain profitability; the Company’s ability to adapt its business model to mitigate the impact of certain changes in tax laws including those enacted in the U.S. in December 2017; changes in the relative proportion of profit earned in the numerous jurisdictions in which the Company does business and in tax legislation, case law and other authoritative guidance in those jurisdictions; factors which impact the calculation of the weighted average number of diluted shares of common stock outstanding, including the market price of the Company’s common stock, grants of equity-based awards and the vesting schedules of equity-based awards; the Company’s ability to develop new and innovative products in its current end-markets and to leverage its technologies and brand to expand into new categories and end-markets; the Company’s ability to increase its aftermarket penetration; the Company’s exposure to exchange rate fluctuations; the loss of key customers; strategic transformation costs; the outcome of pending litigation; the possibility that the Company may not be able to accelerate its international growth; the Company’s ability to maintain its premium brand image and high-performance products; the Company’s ability to maintain relationships with the professional athletes and race teams that it sponsors; the possibility that the Company may not be able to selectively add additional dealers and distributors in certain geographic markets; the overall growth of the markets in which the Company competes; the Company’s expectations regarding consumer preferences and its ability to respond to changes in consumer preferences; changes in demand for high-end suspension and ride dynamics products; the Company’s loss of key personnel, management and skilled engineers; the Company’s ability to successfully identify, evaluate and manage potential acquisitions and to benefit from such acquisitions; product recalls and product liability claims; future economic or market conditions; and the other risks and uncertainties described in “Risk Factors” contained in its Annual Report on Form 10-K or Quarterly Reports on Form 10-Q or otherwise described in the Company’s other filings with the Securities and Exchange Commission. New risks and uncertainties emerge from time to time and it is not possible for the Company to predict all risks and uncertainties that could have an impact on the forward-looking statements contained in this press release. In light of the significant uncertainties inherent in the forward-looking information included herein, the inclusion of such information should not be regarded as a representation by the Company or any other person that the Company’s expectations, objectives or plans will be achieved in the timeframe anticipated or at all. Investors are cautioned not to place undue reliance on the Company’s forward-looking statements and the Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

### CONTACT:

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