

COGNEX CORP
Form 8-K
February 15, 2018

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): February 15, 2018

Cognex Corporation

(Exact name of registrant as specified in charter)

Massachusetts 001-34218 04-2713778
(State or other jurisdiction (Commission (IRS Employer

of incorporation) File Number) Identification
No.)

One Vision Drive, Natick, Massachusetts 01760-2059

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (508) 650-3000

N/A

(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))

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.

Item 2.02 Results of Operations and Financial Condition

On February 15, 2018, Cognex Corporation (the “Company”) issued a news release to report its financial results for the quarter ended December 31, 2017. The release is furnished as Exhibit 99.1 hereto. The information in Item 2.02 of this Current Report on Form 8-K, including the Exhibit attached hereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, regardless of any general incorporation language in such filing.

Item 8.01 Other Events

On February 15, 2018, the Company announced that its Board of Directors declared a quarterly cash dividend of \$0.045 per share. This dividend is payable on March 16, 2018 to all shareholders of record at the close of business on March 2, 2018.

On February 15, 2018, the Company announced that its Board of Directors has authorized the purchase of up to \$150 million of the Company’s common stock in open market transactions. This new authorization is in addition to the \$100 million stock repurchase program that was announced by the Company on May 1, 2017, of which approximately \$45 million remains available as of the date of this Current Report on Form 8-K. Purchases under the new authorization can commence once the Company completes the existing program, and will be subject to market conditions and other relevant factors. The Company may suspend or discontinue the stock repurchase program at any time.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--------------------|
|--------------------|--------------------|

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|-------------|---------------------------------------------------------------------|
| <u>99.1</u> | <u>News release, dated February 15, 2018, by Cognex Corporation</u> |
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COGNEX CORPORATION

Dated: February 15, 2018 By: /s/ John J. Curran
John J. Curran
Senior Vice President of Finance
and Chief Financial Officer