

GENTEX CORP
Form 8-K
August 22, 2014

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): August 21, 2014

GENTEX CORPORATION
(Exact name of registrant as specified in its charter)

| | | |
|--|--|--|
| Michigan (State or other jurisdiction of incorporation) | 0-10235 (Commission File Number) | 38-2030505 (IRS Employer Identification No.) |
| 600 North Centennial Street Zeeland, Michigan (Address of principal executive offices) | | 49464 (Zip Code) |

Registrant's telephone number, including area code: (616) 772-1800

(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))

Section 5 - Corporate Governance and
Management

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;
Compensatory Arrangements of Certain Officers.

Gentex Corporation (the "Company") has increased the overall responsibilities of Mark Newton. His title is Senior (e) Vice President and Secretary and he is already an executive officer with reporting requirements under Section 16 of the Securities Exchange Act of 1934, as amended.

In connection with Mr. Newton's increased responsibilities, on August 21, 2014, the Company set Mr. Newton's annual salary at \$379,550 (effective in accordance with Company policies and procedures). In addition, Mr. Newton will also receive a 23,780-share stock option grant pursuant to the Company's shareholder approved Employee Stock Option Plan (in accordance with Company policies and procedures). Moreover, Mr. Newton is to receive a \$57,000 discretionary bonus.

Also, effective that same date, the Company has increased the overall responsibilities of Steve Downing. His title is Chief Financial Officer and Vice President, Finance and Treasurer and he is already an executive officer with reporting requirements under Section 16 of the Securities Exchange Act of 1934, as amended.

In connection with Mr. Downing's increased responsibilities, on August 21, 2014, the Company set Mr. Downing's annual salary at \$200,000 (effective in accordance with Company policies and procedures). In addition, Mr. Downing will also receive a 11,250-share stock option grant pursuant to the Company's shareholder approved Employee Stock Option Plan (in accordance with Company policies and procedures). Moreover, Mr. Downing will receive a \$62,000 discretionary bonus.

Notwithstanding the foregoing, neither Mr. Newton nor Mr. Downing have written employment agreements, and will continue to be at-will employees of the Company as is the case with all employees of the Company.

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 thereunto duly authorized.

Dated: August 22, 2014

GENTEX CORPORATION
(Registrant)

By /s/ Fred Bauer
Fred Bauer
Its Chairman of the Board and
Chief Executive Officer