

CONMED CORP
Form 8-K
July 01, 2015

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): July 1, 2015

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

New York
(State or other jurisdiction of
incorporation or organization)

0-16093
(Commission
File Number)
525 French Road

16-0977505
(I.R.S. Employer
Identification No.)

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Utica, New York 13502

(Address of principal executive offices, including zip code)

(315) 797-8375

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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))

Item 5.02 Departure of Principal Officers; Election of Directors; Appointment of Principal Officers

On July 1, 2015, on the recommendation of the Company's Corporate Governance and Nominating Committee, pursuant to Section 2.2 of the Amended and Restated By-Laws of the Company (as adopted as of April 29, 2011), the Board of Directors appointed David Bronson and John L. Workman to be on the CONMED Corporation Board of Directors. A copy of the press release issued on July 1, 2015 describing the backgrounds and qualifications of Messrs. Bronson and Workman, is attached to this Form 8-K as Exhibit 99.1. Messrs. Bronson and Workman were both appointed to the Audit Committee.

There are no understandings or arrangements between Messrs. Bronson or Workman or any third parties pursuant to which either new director was selected or nominated, and there are no related-party transactions which would be required to be disclosed under Item 404(a) of Reg S-K with respect to either new director.

As non-employee directors, Messrs. Bronson and Workman will participate in the Director Fee Plan, as further described in the Annual Proxy dated April 17, 2015. In addition, the Board of Directors awarded both Messrs. Bronson and Workman 3,000 Restricted Stock Units, as well 1,000 Stock Appreciation Rights with an exercise price of \$58.74, in both cases subject to 100% vesting as of June 1, 2016, subject to the completion of service as a director through CONMED's next Annual Shareholder Meeting.

Section 9 Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are included herewith:

Exhibit

No.	Description of Exhibit
99.1	Press Release, dated July 1, 2015, issued by CONMED Corporation

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.

CONMED CORPORATION
(Registrant)

By: /s/ Luke A. Pomilio
Name: Luke A. Pomilio
Title: Executive Vice President Finance and
Chief Financial Officer

Date: July 1, 2015

EXHIBIT INDEX

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