

Edgar Filing: Commercial Vehicle Group, Inc. - Form 8-K

Commercial Vehicle Group, Inc.

Form 8-K

December 01, 2005

**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): **December 1, 2005 (November 30, 2005)**

**COMMERCIAL VEHICLE GROUP, INC.**

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

**Delaware**

(State or other jurisdiction of  
incorporation)

**000-50890**

(Commission File Number)

**41-1990662**

(IRS Employer Identification No.)

**6530 West Campus Oval  
New Albany, Ohio 43054**

(Address of Principal Executive Offices, including Zip Code)

**(614) 289-5360**

(Registrant's Telephone Number, Including Area Code)

(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:

- 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 1.01 Entry into a Material Definitive Agreement.**

On November 30, 2005, 168,700 shares of restricted stock were awarded by our compensation committee under our Amended and Restated Equity Incentive Plan. The restricted shares vest in three equal annual installments commencing on October 20, 2006. Of the awards granted, 97,000 restricted shares were issued to our directors and executive officers as follows:

Name/ Position/ Number of Restricted Shares Awarded

Scott D. Rued/ Chairman and Director/ 8,000

S.A. Johnson/ Director/ 4,000

Richard A. Snell/ Director/ 4,000

David R. Bovee/ Director/ 4,000

Scott C. Arves/ Director/ 4,000

Robert C. Griffin/ Director/ 4,000

Mervin Dunn/ President, CEO and Director/ 25,000

Chad M. Utrup/ Vice President of Finance and CFO/ 12,000

Gerald L. Armstrong/ President CVG Americas/ 12,000

James F. Williams/ Vice President of Human Resources/ 10,000

William G. Boyd/ President CVG International/ 10,000

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

10.1 Form of Restricted Stock Agreement pursuant to the Commercial Vehicle Group, Inc. Amended and Restated Equity Incentive Plan (incorporated by reference to the Registrant's registration statement on Form S-4 (File No. 333-129368), filed on November 1, 2005, as amended).

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**SIGNATURES**

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.

**COMMERCIAL VEHICLE GROUP, INC.**

Date: December 1, 2005

/s/ Chad M. Utrup  
By: Chad M. Utrup  
Its: Vice President and Chief Financial  
Officer