

Papa Murphy's Holdings, Inc.  
Form 8-K  
May 09, 2018

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report: May 9, 2018  
(Date of earliest event reported)

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Papa Murphy's Holdings, Inc.  
(Exact name of registrant as specified in its charter)

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|                                          |              |                |
|------------------------------------------|--------------|----------------|
| Delaware                                 | 001-36432    | 27-2349094     |
| (State or Other Jurisdiction of          | (Commission  | (IRS           |
| Incorporation or Organization)           | File Number) | Employer       |
|                                          |              | Identification |
|                                          |              | No.)           |
| 8000 NE Parkway Drive, Suite 350         | 98662        |                |
| Vancouver, WA                            | (Zip Code)   |                |
| (Address of principal executive offices) |              |                |

(360) 260-7272  
(Registrant's telephone number, including area code)

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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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

Emerging growth company ☒ [X]

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. ☒ [X]

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Item 2.02 Results of Operations and Financial Condition.

On May 9, 2018, Papa Murphy's Holdings, Inc. issued a press release announcing its financial results for the quarter ended April 2, 2018. A copy of the press release is furnished as Exhibit 99.1 to this current report and is incorporated by reference herein.

The information furnished on this Form 8-K, including the exhibit attached, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are filed with this report:

| EXHIBIT NUMBER | DESCRIPTION OF EXHIBITS |
|----------------|-------------------------|
|----------------|-------------------------|

|             |                                         |
|-------------|-----------------------------------------|
| <u>99.1</u> | <u>Press Release dated May 9, 2018.</u> |
|-------------|-----------------------------------------|

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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 hereunto duly authorized.

PAPA MURPHY'S HOLDINGS,  
INC.

By: /s/ Nik Rupp  
Name: Nik Rupp  
Title: Chief Financial Officer

Date: May 9, 2018