

ENTRAVISION COMMUNICATIONS CORP
Form 8-K
September 28, 2012

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): September 28, 2012

ENTRAVISION COMMUNICATIONS CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

1-15997
(Commission

File Number)

95-4783236
(IRS Employer

Identification No.)

Edgar Filing: ENTRAVISION COMMUNICATIONS CORP - Form 8-K

2425 Olympic Boulevard, Suite 6000 West

Santa Monica, California 90404

(Address of principal executive offices) (Zip Code)

(310) 447-3870

(Registrant's telephone number, including area code)

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))

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

On September 28, 2012, the Entravision Communications Corporation (the Company) entered into a new employment agreement with Jeffery A. Liberman, pursuant to which he will continue to serve as the Company's Chief Operating Officer. This agreement, effective as of September 1, 2012, replaces a similar agreement with Mr. Liberman, which agreement was entered into effective as of January 1, 2010.

The agreement with Mr. Liberman provides for an initial base salary of \$400,000 per year for the term of his agreement, which ends on December 31, 2015. Mr. Liberman's base salary may be increased in the discretion of the Compensation Committee of the Board of Directors of the Company. In addition, Mr. Liberman is eligible to receive a discretionary annual bonus of up to 50% of his then-current base salary. He is also eligible for equity incentive grants under the Company's equity incentive plans.

If Mr. Liberman's employment is terminated by us without cause or by Mr. Liberman for good reason (including a change of control of the Company), he will be entitled to receive all accrued salary and benefits through the date of termination, any discretionary bonus that is approved by the Compensation Committee of the Board of Directors and a severance payment equal to one year of his then-current base salary. If Mr. Liberman's employment is terminated by us for cause, he will only be entitled to receive accrued salary and benefits through the date of termination and shall be ineligible for any bonus.

If Mr. Liberman's employment is terminated by us for cause, he will only be entitled to receive accrued salary and benefits through the date of termination and shall be ineligible for any bonus or severance payment.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

- 10.1 Employment Agreement effective as of September 1, 2012 by and between Entravision Communications Corporation and Jeffery A. Liberman.

Management contract or compensatory plan, contract or arrangement.

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.

ENTRAVISION COMMUNICATIONS

CORPORATION

Date: September 28, 2012

By: /s/ Walter F. Ulloa
Walter F. Ulloa
Chairman and Chief Executive

Officer

- 3 -

EXHIBIT INDEX

Exhibit

Number Description of Exhibit

10.1 Employment Agreement effective as of September 1, 2012 by and between Entravision Communications Corporation and Jeffery A. Liberman.

Management contract or compensatory plan, contract or arrangement.